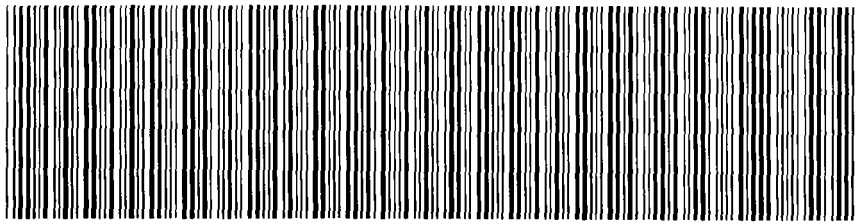


**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**

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2020010900527002001EC437

RECORDING AND ENDORSEMENT COVER PAGE

PAGE 1 OF 11

Document ID: 2020010900527002

Document Date: 12-31-2019

Preparation Date: 01-09-2020

Document Type: SUNDRY AGREEMENT

Document Page Count: 9

PRESENTER:

KENSINGTON VANGUARD NATIONAL LAND
SERVICES
39 W37TH STREET
TITLE NO.832094(S-NY-CP-KV)A
NEW YORK, NY 10018
212-532-8686

RETURN TO:

KENSINGTON VANGUARD NATIONAL LAND
SERVICES
39 W37TH STREET
TITLE NO.832094(S-NY-CP-KV)A
NEW YORK, NY 10018
212-532-8686

DEPT BLDGS Job No. 121275707
Scan Code ESHS5731285

PROPERTY DATA

Borough	Block	Lot	Unit	Address
MANHATTAN	1239	110	Entire Lot	2461 BROADWAY

Property Type: NON-RESIDENTIAL VACANT LAND

Borough	Block	Lot	Unit	Address
MANHATTAN	1239	52	Entire Lot	2465 BROADWAY

Property Type: COMMERCIAL REAL ESTATE

CROSS REFERENCE DATA

CRFN _____ or DocumentID _____ or _____ Year _____ Reel _____ Page _____ or File Number _____

PARTIES

PARTY 1:

2465 BROADWAY ASSOCIATES, L.L.C.
C/O THE HELLER ORGANIZATION, 54 W. 21ST
STREET, 6TH FLOOR
NEW YORK, NY 10010

PARTY 2:

UWS AA BSD LLC
C/O HAMPSHIRE PROPERTIES, L.L.C., 2329
NOSTRAND AVENUE, SUITE 500
BROOKLYN, NY 11210

☒ Additional Parties Listed on Continuation Page

FEES AND TAXES

Mortgage :

Mortgage Amount: \$ 0.00

Taxable Mortgage Amount: \$ 0.00

Exemption:

TAXES: County (Basic): \$ 0.00

City (Additional): \$ 0.00

Spec (Additional): \$ 0.00

TASF: \$ 0.00

MTA: \$ 0.00

NYCTA: \$ 0.00

Additional MRT: \$ 0.00

TOTAL: \$ 0.00

Recording Fee: \$ 85.00

Affidavit Fee: \$ 0.00

Filing Fee:

\$ 0.00

NYC Real Property Transfer Tax:

\$ 0.00

NYS Real Estate Transfer Tax:

\$ 0.00

RECORDED OR FILED IN THE OFFICE

OF THE CITY REGISTER OF THE

CITY OF NEW YORK

Recorded/Filed 01-13-2020 10:52

City Register File No.(CRFN):

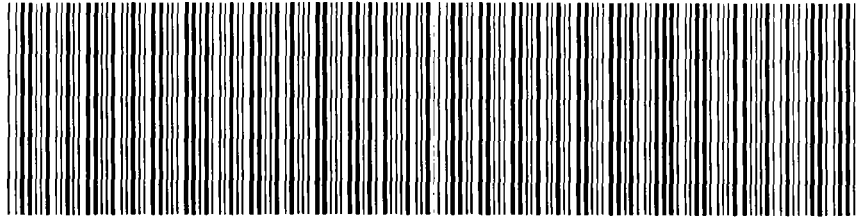
2020000013226



Annette M. Hill

City Register Official Signature

NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER



2020010900527002001CC6B7

RECORDING AND ENDORSEMENT COVER PAGE (CONTINUATION)

PAGE 2 OF 11

Document ID: 2020010900527002

Document Date: 12-31-2019

Preparation Date: 01-09-2020

Document Type: SUNDRY AGREEMENT

PARTIES

PARTY 2:

AARE BROADWAY INVESTORS LLC
C/O HAMPSHIRE PROPERTIES, L.L.C., 2329
NOSTRAND AVENUE, SUITE 500
BROOKLYN, NY 11210

PARTY 2:

A&S MM LLC
C/O HAMPSHIRE PROPERTIES, L.L.C., 2329
NOSTRAND AVENUE, SUITE 500
BROOKLYN, NY 11210

PARTY 2:

2461 BROADWAY LLC
C/O HAMPSHIRE PROPERTIES, L.L.C., 2329
NOSTRAND AVENUE, SUITE 500
BROOKLYN, NY 11210

PARTY 2:

2461 D&O LLC
C/O HAMPSHIRE PROPERTIES, L.L.C., 2329
NOSTRAND AVENUE, SUITE 500
BROOKLYN, NY 11210

DECLARATION OF ZONING LOT RESTRICTIONS

THIS DECLARATION (this "Declaration") is made this 31st day of December, 2019, between by and between 2465 BROADWAY ASSOCIATES, L.L.C., a New York limited liability company, having an address at c/o The Heller Organization 54 W. 21st Street, 6th Floor, New York, New York 10010 ("Owner"), and UWS AA BSD LLC, a Delaware limited liability company ("AA"), AARE Broadway Investors LLC, a Delaware limited liability company ("AARE"), A&S MM LLC, a Delaware limited liability company ("A&S"), 2461 D&O LLC, a Delaware limited liability company ("D&O") and 2461 Broadway LLC, a Delaware limited liability company ("2461 Broadway", and together with AA, AARE, A&S, and D&O collectively "Developer"; together with Owner, the "Declarants"), having an address at c/o Hampshire Properties, LLC, 2329 Nostrand Avenue, Suite 500, Brooklyn, New York 11210, constituting the "parties in interest" (excepting those parties waiving their respective rights to join herein) as defined in Section 12-10(d) of the Zoning Resolution of the City of New York effective December 15, 1961, as amended (the "Zoning Resolution"), with respect to the lands known as Tax Lot 52 and 110, in Block 1239 on the Tax Map of the City of New York, County of New York (the "Tax Map"), as more particularly described in Exhibit "A" annexed hereto. The parties hereto do hereby declare that the tracts of land described on "Exhibit A" and known, as and by street addresses 2465 Broadway, New York, New York and 2463 Broadway New York, New York are to be treated as one zoning lot (the "Combined Zoning Lot") for the purposes of and in accordance with the provisions of the Zoning Resolution.

No breach by any party to this Declaration or any agreement ancillary hereto shall have any effect on the treatment of said parcels as one combined zoning lot, and such parcels shall be treated as one combined zoning lot unless and until such zoning lot is hereafter subdivided in accordance with the provisions of the Zoning Resolution.

This Declaration constitutes a covenant running with the land and shall bind and insure to the benefit of the Declarants, their respective successors and assigns and every party now or hereafter acquiring any right, title or interest therein or in any part thereof. This Declaration shall be recorded in the Conveyances Section of the Office of the City Register for New York County in accordance with the provisions of Section 12-10 of the Zoning Resolution. This Declaration may be executed in any number of counterparts, all of which taken together shall constitute one and the same original.


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IN WITNESS WHEREOF, the parties hereto have executed and delivered this Declaration as of the date first above written.

OWNER:

2465 BROADWAY ASSOCIATES, L.L.C.

By:



Name: Christopher J. Durso

Title: General Manager

[SIGNATURE PAGE TO DECLARATION OF ZONING LOT RESTRICTIONS; SIGNATURE PAGE CONTINUES ON FOLLOWING PAGE]

DEVELOPER:

UWS AA BSD LLC,
a Delaware limited liability company

By: 

Name: Ron Vaksin

Title: Authorized Signatory

AARE BROADWAY INVESTORS LLC,
a Delaware limited liability company

By: 

Name: Ron Vaksin

Title: Authorized Signatory

A&S MM LLC,
a Delaware limited liability company

By: 

Name: Ron Vaksin

Title: Authorized Signatory

2461 D&O LLC,
a Delaware limited liability company

By: 

Name: Ron Vaksin

Title: Authorized Signatory

2461 BROADWAY LLC,
a Delaware limited liability company

By: see attached

Name: Robert Rosenthal

Title: Authorized Signatory

DEVELOPER:

UWS AA BSD LLC,
a Delaware limited liability company

By: _____
Name: Ron Vaksin
Title: Authorized Signatory

AARE BROADWAY INVESTORS LLC,
a Delaware limited liability company

By: _____
Name: Ron Vaksin
Title: Authorized Signatory


A&S MM LLC,
a Delaware limited liability company

By: _____
Name: Ron Vaksin
Title: Authorized Signatory

2461 D&O LLC,
a Delaware limited liability company

By: _____
Name: Ron Vaksin
Title: Authorized Signatory

2461 BROADWAY LLC,
a Delaware limited liability company

By:  _____
Name: Robert Rosenthal
Title: Authorized Signatory

STATE OF NEW JERSEY)

COUNTY OF BERGEN) ss.:

On the 20th day of DECEMBER in the year 2019, before me, the undersigned, personally appeared CHRISTOPHER J. DURSO, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

ANNA LOMBARDO

ID# 2196023


NOTARY PUBLIC

STATE OF NEW JERSEY

My Commission Expires Feb 2, 2022

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 19 day of December in the year 2019, before me, the undersigned, personally appeared Bon Vaksin, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

BENJAMIN Y. MOVTADY
NOTARY PUBLIC-STATE OF NEW YORK
No. 02MO6269163
Qualified in Nassau County
Commission Expires 9/21/2020

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the _____ day of _____ in the year 2019, before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Notary Public

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the _____ day of _____ in the year 2019, before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Notary Public

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 23 day of December in the year 2019, before me, the undersigned, personally appeared Robert Rosenthal, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

[Signature] 12/23/19
Notary Public

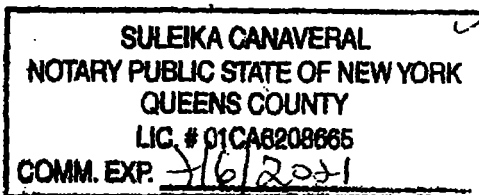


EXHIBIT "A"

Block 1239, Lot 52:

ALL that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being Borough of Manhattan, City, County and State of New York, bounded and described as follows:

BEGINNING at a point on the Westerly side of Broadway, distant fifty (50) feet Southerly from the corner formed by the intersection of the Southerly side of 92nd Street and the said Westerly side of Broadway;

Running thence Westerly, parallel with 92nd Street, one hundred (100) feet;

Thence Southerly parallel with Broadway, fifty (50) feet, eight and one-half (8-1/2) inches to the center line of the block;

Thence Westerly along said center line of the block, fifty (50) feet;

Thence Southerly, again parallel with Broadway, fifty-two (52) feet, nine and one-quarter (9-1/4) inches;

Thence Easterly on a line forming an angle on its Northerly side with the last mentioned course of 93 degrees, 51 minutes, 20 seconds, twenty-five (25) feet and three-quarters (3/4) of an inch to a point on said line;

Thence continuing still Easterly on a line forming an angle on its Northerly side with the last mentioned course of 179 degrees, 54 minutes and 30 seconds, twenty-five (25) feet, and three-quarters (3/4) of an inch to a point on a line parallel with the Westerly side of Broadway and distant one hundred (100) feet Westerly there from;

Thence Northerly on a line parallel with Broadway and forming on its Westerly side an angle of 86 degrees, 14 minutes and 10 seconds with the last mentioned course, twelve (12) feet, six and one-quarter (6-1/4) inches;

Thence Easterly on a line which intersects the Westerly side of Broadway at a point distant fifty (50) feet, three and one-quarter (3-1/4) inches northerly as measured along said Westerly side of Broadway from the corner formed by the intersection of the said Westerly side of Broadway and the Northerly side of West 91st Street, one hundred (100) feet, two and three-quarter (2-3/4) inches to its intersection with the said Westerly side of Broadway;

Thence Northerly along the said Westerly side of Broadway, one hundred one (101) feet, one and three-quarter (3/4) inches to the point or place of **BEGINNING**.

Block 1239, Lot 110:

All that certain plot piece or parcel of land situate lying and being in the Borough of Manhattan, County, City and State of New York being bounded and described as follows:

BEGINNING at the corner formed by the intersection of the northerly side of West 91st Street with the westerly side of Broadway;

RUNNING THENCE northerly along the westerly side of Broadway 50 feet 3 1/4 inches;

THENCE westerly along a line forming an angle of 93 degrees 54 minutes 30 seconds on its southerly side with the westerly side of Broadway a distance of 100 feet 2 3/4 inches;

THENCE southerly parallel with the westerly side of Broadway a distance of 57 feet 1 1/4 inches to the northerly side of West 91st Street;

THENCE easterly along the northerly side of West 91st Street 100 feet to the aforementioned corner, the point or place of Beginning.