

Ulster County
Nina Postupack
County Clerk
Kingston, NY 12401



60 2012 00005593

Volm-5302 Pg-174

Instrument Number: 2012- 00005593

As

Recorded On: April 17, 2012

D13 - Declaration Restrictions

Parties: NEW PALTZ PROPERTIES LLC

To

DECLARATION

Billable Pages: 9

Recorded By: YOUNG SOMMER LLC

Num Of Pages: 9

Comment: NEW PALTZ TOWN

**** Examined and Charged as Follows: ****

D13 - Declaration Restrictions 85.00
Recording Charge: 85.00

**** THIS PAGE IS PART OF THE INSTRUMENT ****

I hereby certify that the within and foregoing was recorded in the Clerk's Office For: Ulster County,

File Information:

Document Number: 2012- 00005593
Receipt Number: 1139882
Recorded Date/Time: April 17, 2012 10:16:50A
Book-Vol/Pg: Bk-D VI-5302 Pg-174
Cashier / Station: c cmil / Cashier Workstation 8

Record and Return To:

ROBERT A PANASCI ESQ
YOUNG SOMMER...LLC
5 PALISADES DRIVE
ALBANY NY 12205



Nina Postupack Ulster County Clerk

9
tr: 3889

DECLARATION of COVENANTS and RESTRICTIONS

THIS COVENANT is made the 19th day of March 2012, by New Paltz Properties, LLC, a limited liability company organized and existing under the laws of the State of New York, and having an office for the transaction of business at c/o The Kempner Corporation, 257 Mamaroneck Avenue, White Plains, New York 10605.

WHEREAS, the New Paltz Plaza Shopping Center Voluntary Cleanup Site including the Revonak Dry Cleaners Inactive Hazardous Waste Disposal Site, (collectively "the Site") is the subject of a Voluntary Cleanup Agreement executed by New Paltz, Inc. and New Paltz Plaza Properties, L.P. (n/k/a New Paltz Properties, LLC) as part of the New York State Department of Environmental Conservation's (the "Department's") Voluntary Cleanup Program, namely that parcel of real property located on State Route 299 in the Town of New Paltz, County of Ulster, State of New York, identified as New Paltz Tax Map No. 86.012-6-5.1, which is part of lands conveyed by New Paltz Associates, L.P. to New Paltz Properties, LLC by deed dated October 25, 2002 and recorded in the Ulster County Clerk's Office on December 10, 2002 in Book 3473 of Deeds at Page 18, and being more particularly described in Appendix "A," attached to this declaration and made a part hereof, and hereinafter referred to as "the Property"; and

WHEREAS, the Department approved a remedy to eliminate or mitigate all significant threats to the environment presented by the contamination disposed at the Property and such remedy requires that the Property be subject to restrictive covenants.

NOW, THEREFORE, New Paltz Properties, LLC, for itself and its successors and/or assigns, covenants that:

First, the Property subject to this Declaration of Covenants and Restrictions is as shown on a Survey map by John H. Dippel, L.L.S. dated August 15, 2011 and last revised February 10, 2012 and attached to this declaration as Appendix "B" and made a part hereof and which will be attached to the site management plan.

Second, unless prior written approval by the Department or, if the Department shall no longer exist, any New York State agency or agencies subsequently created to protect the environment of the State and the health of the State's citizens, hereinafter referred to as "the Relevant Agency," is first obtained, where contamination remains at the Property subject to the provisions of the Site Management Plan ("SMP"), there shall be no construction, use or occupancy of the Property that results in the disturbance or excavation of the Property which threatens the integrity of the engineering controls or which results in unacceptable human exposure to contaminated soils.

Third, the owner of the Property shall not disturb, remove, or otherwise interfere with the installation, use, operation, and maintenance of engineering controls required for the Remedy, which are described in the SMP, unless in each instance the owner first obtains a written waiver of such prohibition from the Department or Relevant Agency.

CHECKED CM
ENTERED CM
MARK/OFF _____

R&R
Robert A. Panasci, Esq.
✓ Young, Sommer...LLC
5 Palisades Drive
Albany, New York 12205

Fourth, the owner of the Property shall prohibit the Property from ever being used for purposes other than for Commercial or Industrial use without the express written waiver of such prohibition by the Relevant Agency.

Fifth, the owner of the Property shall prohibit the use of the groundwater underlying the Property without treatment rendering it safe for drinking water or industrial purposes, as appropriate, unless the user first obtains permission to do so from the Department or Relevant Agency.

Sixth, the owner of the Property shall provide a periodic certification, prepared and submitted by a professional engineer or environmental professional acceptable to the Department or Relevant Agency, which will certify that the institutional and engineering controls put in place are unchanged from the previous certification, comply with the SMP, and have not been impaired.

Seventh, the owner of the Property shall continue in full force and effect any institutional and engineering controls required for the Remedy and maintain such controls, unless the owner first obtains permission to discontinue such controls from the Department or Relevant Agency, in compliance with the approved SMP, which is incorporated and made enforceable hereto, subject to modifications as approved by the Department or Relevant Agency.

Eighth, this Declaration is and shall be deemed a covenant that shall run with the land and shall be binding upon all future owners of the Property, and shall provide that the owner and its successors and assigns consent to enforcement by the Department or Relevant Agency of the prohibitions and restrictions that the Voluntary Cleanup Agreement requires to be recorded, and hereby covenant not to contest the authority of the Relevant Agency to seek enforcement.

Ninth, any deed of conveyance of the Property, or any portion thereof, shall recite, unless the Department or Relevant Agency has consented to the termination of such covenants and restrictions, that said conveyance is subject to this Declaration of Covenants and Restrictions.

IN WITNESS WHEREOF, the undersigned has executed this instrument the day written above.

New Paltz Properties, LLC

By: _____

Name: Peter Keppan

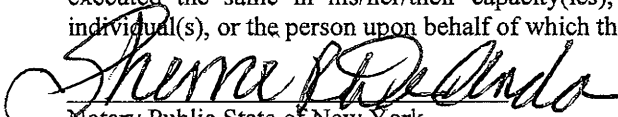
Title: Managing Director

ACKNOWLEDGEMENT

STATE OF NEW YORK)

COUNTY OF Westchester ss.:

On the 19th day of March, in the year 2012, before me, the undersigned, personally appeared Peter Kempner, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.


Notary Public State of New York

SHERRIE R. DEANDA
Notary Public, State of New York
No. 01DE5069848
Qualified in Westchester County
Commission Expires December 2, 2016

APPENDIX "A"

Survey Description

ALL that parcel of land, situate in the Town of New Paltz, County of Ulster and State of New York, bounded and described as follows:

BEGINNING at a point on the northerly side of Route 299 (Main Street) at the southeasterly corner of Franchise Realty Interstate Corporation as recorded in Liber 1396 of Deeds at Page 64 and the southwesterly corner of the herein described parcel, thence along the easterly line of Franchise Realty Interstate Corporation in part and along the lands now or formerly of Colucci as recorded in Liber 1618 of Deeds at Page 124 in part and along the lands now or formerly of New Paltz Housing Associates as recorded in Liber 1449 of Deeds at Page 656 in part;

(1) North 08° 36' 40" East 980.46 feet to a point;

thence along the lands now or formerly of Meadowbrook II Associates as recorded in Liber 1498 of Deeds at page 580 the next three (3) courses and distances:

(2) South 63° 26' 00" East 580.93 feet to a point, thence;

(3) North 20° 54' 40" East 44.20 feet to an iron rod previously found; thence

(4) South 69° 05' 20" East 210.00 feet to an iron rod found, thence along the lands now or formerly of Lent as recorded in Liber 2203 of Deeds at Page 271;

(5) South 20° 54' 35" West 1,001.40 feet to the aforesaid northerly side of Route 299 (Main Street); thence along the northerly side of Route 299 the next two (2) courses and distances:

(6) North 63° 27' 20" West 308.77 feet to a point, thence;

(7) North 63° 35' 20" West 273.24 feet to the point of beginning.

CONTAINING AN AREA OF 14.9658 acres, more or less. Bearing conform to Grid North as established by J.H. Dippel, L.L.S.

TOGETHER with a right of way over and across other lands now or formerly of Simmons-New Paltz Plaza, Inc. adjoining on the north for the drainage of surface waters and which said right of way shall follow the existing water course or ditch on said other lands of Simmons-New Paltz Plaza, Inc. and which leads in a northerly direction to the land of Elizabeth W. Lent and connects with a water course or ditch running in a northerly direction over the said lands of said Elizabeth W. Lent as set forth in Deed made by Simmons-New Paltz Plaza, Inc. to New Paltz Center Associates dated 6/30/1968 and recorded in the Ulster County Clerk's Office on 12/30/1971 in Liber 1271 of Deeds at page 1170.

TOGETHER with a right of way for the drainage of surface water over and across lands of Elizabeth W. Lent and as heretofore granted by said Elizabeth W. Lent to Simmons-New Paltz Plaza, Inc. by Drainage Easement Agreement dated 6/3/1968 and recorded in the Ulster County Clerk's Office on 6/24/1968 in Book 1213 of Deeds at Page 1131.

TOGETHER with a sewer line easement over and across lands now or formerly of New Paltz Housing Associates as heretofore granted by said New Paltz Housing Associates by Easement Agreement dated 6/10/1981 and recorded in the Ulster County Clerk's Office on 8/6/1981 in Book 1450 of Deeds at Page 1138.

Excepting and Reserving SBL#86.012-6-5.2 (Excepted parcel) bounded and described as follows:

BEGINNING at a point on the northerly side of Route 299 (Main Street) at the southeasterly corner of Franchise Realty Interstate Corporation as recorded in Liber 1396 of Deeds at page 64 and the southwesterly corner of the herein described parcel, thence along the easterly line of Franchise Realty Interstate Corporation and along the westerly line of New Paltz Properties, LLC:

- (1) North 08° 36' 40" East 346.65 feet to a point, thence through the lands of New Paltz Properties, LLC the next two (2) courses and distances:
- (2) South 68° 46' 12" East 238.55 feet to a point, thence;
- (3) South 25° 30' 44" West 351.63 feet to the aforesaid northerly side of Route 299 (Main Street), thence along the northerly side of Route 299 (Main Street);
- (4) North 63° 35' 20" West 137.12 feet to the point of beginning.

CONTAINING AN AREA OF 1.4799 acres, more or less.

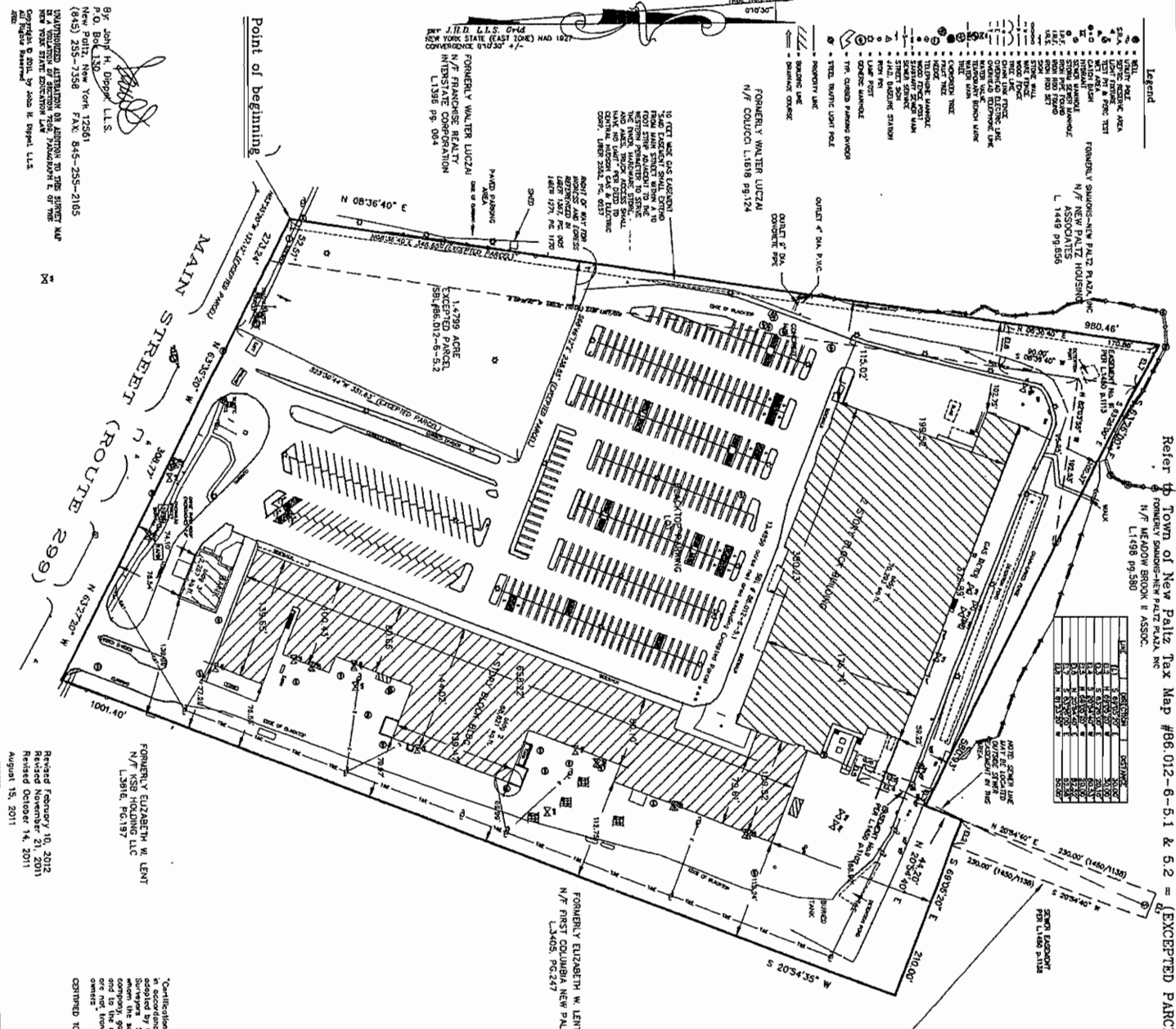
SURVEY as per deed, monumentation found and physical evidence. Refer to Liber 3473 of Deeds at page 18. This deed contains typographical errors on two of the distances, however the distances included in the above Survey Description are correct and the Survey shows the correct description. Subject to whatever facts a complete search of the title may show. Subject to any easements granted for public utilities. Subject to rights of the public in and to any public highways shown hereon. Note that underground cables, pipes and/or drains were not located by field survey, nor shown hereon.

APPENDIX "B"

Sheet 1 and Sheet 2 of Survey Prepared by John H. Dippel,
dated August 15, 2011 and last revised February 10, 2012

UNAUTHORIZED ALTERATION OR ADDITION TO THIS SURVEY MAP
IS A VIOLATION OF FEDERAL AND STATE LAWS.
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All Rights Reserved.

BY: John H. Dipert, L.L.S.
New Paltz, New York 12561
P.O. Box 1330
New Paltz, New York 12561
FAX: 845-255-2105
(845) 255-7338



FORMERLY ELIZABETH W. LENT
N/F FCB HOLDING, LLC
L 1916, PG. 197
Revised February 10, 2012
Revised November 21, 2011
Revised October 14, 2011
August 15, 2011

Refer to Town of New Paltz Tax Map #86-012-6-5.1 & 5.2 = (EXCEPTED PARCEL)
N/F MADDON BROOK F ASSOC.
L 1498 PG. 9580

Notes

Survey as per State administrative record and physical evidence
shown to date 2/27/2012 of record of page 195.
Subject to any and all other laws, regulations, orders, or decrees of any court or governmental authority having jurisdiction over the property.
NOTE: The parcel is owned by Survey Description is subject to a deed restriction.

SEE SHEET 2 OF 2

Together with a right of way over and across lands now or
formerly of Simmons-New Paltz Plaza, Inc., adjoining on the
south and west sides of the subject property, the right of
way shall follow the existing water course or ditch on
said lands of Simmons-New Paltz Plaza, Inc. and which lands
in a northerly direction to the lands of Elizabeth W. Lent
and connect with a water course or ditch running in a
northerly direction over the said lands of said Elizabeth W.
Lent.
Together with a right of way for the drainage of surface
water over and across lands of Elizabeth W. Lent and as
hereinafter granted by said Elizabeth W. Lent to Simmons-New
Paltz Plaza, Inc. by grant dated the 2nd day of June, 1968
and as more fully described in the deed of said date, the 2nd
day of June, 1968 in Liber 1213 of Deeds of Dutchess County,

Certification

Certifications indicated herein signify that the survey was prepared
and conducted in accordance with the standards and practices
prescribed by the New York State Association of Professional Land
Surveyors. Said certifications shall run only to the person for
whom the survey was prepared and not to the title, the
owner of the land, or the assignee of the land, or the recording
office, or to any other person. Certifications
are not transferable to subsequent institutions or subsequent
surveys.

GRAPHIC SCALE
1 inch = 50 ft.
D.M.C. NO. 1564-FB-10
SHEET 1 OF 2

14,895.66 acres land, area including Excepted Parcel
651,612 sq. ft.
New Paltz Properties, LLC
c/o The Kemper Corporation
269-271 Main Street
County of Dutchess and State of New York

Survey Prepared For

New Paltz Properties, LLC
c/o The Kemper Corporation
269-271 Main Street
County of Dutchess and State of New York

- Legend**
- - WELL
 - - UTILITY POLE
 - S.F.A. - SERVICE RESERVE AREA
 - - LIGHT FENCE
 - ⊕ - TEST PIT & POND TEST
 - ⊕ - TEST AREA
 - ⊕ - CATCH BASIN
 - W - WYBRANT
 - ⊕ - SEWER MANHOLE
 - ⊕ - STORM SEWER MANHOLE
 - ⊕ - IRON ROD FOUND
 - ⊕ - IRON ROD FOUND
 - ⊕ - SOFT IRON SET
 - ⊕ - SOFT
 - - STONE WALL
 - - WOOD FENCE
 - - IRON FENCE
 - - CHAIN LINK FENCE
 - - OVERHEAD ELECTRIC LINE
 - - OVERHEAD TELEPHONE LINE
 - - WATER VALVE
 - ⊕ - TEMPORARY BENCH MARK
 - ⊕ - WATER MARK
 - ⊕ - TREE
 - ⊕ - EMPOWERED TREE
 - ⊕ - FRONT TREE
 - ⊕ - FENCE
 - ⊕ - TELEPHONE MANHOLE
 - ⊕ - WOOD FENCE POST
 - ⊕ - SANITARY SEWER MANHOLE
 - ⊕ - SEWER SERVICE
 - ⊕ - STREET SIGN
 - ⊕ - JUNGLE GASLINE STATION
 - ⊕ - IRON PIN
 - ⊕ - LAMP POST
 - ⊕ - CEMENT MANHOLE
 - ⊕ - TYP. CURBED PARKING DIVIDER
 - ⊕ - STEEL TRAFFIC LIGHT POLE
 - - PROPERTY LINE
 - - BUILDING LINE
 - - DRAINAGE COURSE

MILLROCK CREEK

15' WIDE DRAINAGE RIGHT OF WAY


HENRY W. DUBOIS DRIVE

MAIN STREET (ROUTE 299)

Section with a right of way for the purpose of water main and sewer lines of 15' width to be located on the north side of the drainage right of way and on the south side of the drainage right of way, as shown on the plan attached to the New York State Office on the 2nd day of June, 1988 in Case 107 of Book 118.

Section with a right of way for the purpose of water main and sewer lines of 15' width to be located on the north side of the drainage right of way and on the south side of the drainage right of way, as shown on the plan attached to the New York State Office on the 2nd day of June, 1988 in Case 107 of Book 118.

JOHN H. DIPEL, L.L.S.
 1281 HWY. 299, SUITE 100, NEW PALTZ, NY 12561
 TEL: 845-255-7358 FAX: 845-255-2165
 www.jhdipel.com


 John H. Dipel, L.L.S.
 P.O. Box 130
 New Paltz, New York 12561
 (845) 255-7358 FAX: 845-255-2165

UNAUTHORIZED ALTERATION OR ADDITION TO THIS SURVEY MAP
 IS A VIOLATION OF SECTION 7309, PARAGRAPH 2, OF THE
 NEW YORK STATE EDUCATION LAW.
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 All Rights Reserved

Survey Prepared For
New Paltz Properties, LLC
 c/o The Kempner Corporation
 of 269-271 Main Street
 Situate in the Town of New Paltz
 County of Ulster and State of New York
 Scale: 1" = 200'

Revised February 10, 2012
 Revised November 21, 2011
 Revised October 14, 2011
 August 15, 2011

DWG. NO. 3264-Feb-10
 SHEET 2 OF 2