

New York State Department of Environmental Conservation

Division of Environmental Remediation, 12th Floor

625 Broadway, Albany, New York 12233-7011

Phone: (518) 402-9706 Fax: (518) 402-9020

Website: www.dec.ny.gov



Sent Via Email Only

December 5, 2013

Borinquen Court Associates, L.P.
Attn: Ben Crespi
2345 Broadway
New York, New York 10024

East One Thirty Eighth Housing
Development Fund Company, Inc.
Attn: Laura Tavormina
2345 Broadway
New York, New York 10024

Tres Puentes, L.P.
Attn: Laura Tavormina
2345 Broadway
New York, New York 10024



Re: Borinquen Court
Site No.: C203056
BCA Index No.: C203056-05-11
Request to Add a Party
Amendment No. 2

Dear Applicants:

This letter is forwarded to your attention in response to the amendment application submitted to the New York State Department of Environmental Conservation (the "Department") on November 21, 2013 to amend the Brownfield Cleanup Agreement ("BCA" or "Agreement") signed on June 28, 2011 and amended September 7, 2011. The application requests that the above referenced BCA be amended to add Tres Puentes, L.P. as a Volunteer to the BCA.

The above request is hereby granted and incorporated into and is enforceable pursuant to the subject Agreement effective the date of this letter. This Amendment is made in accordance with and subject to all of the BCA and all applicable guidance, regulations and state laws applicable thereto. All other substantive and procedural terms of the Agreement will remain unchanged and in full force and effect regarding the parties to the Agreement.

Please have authorized representatives counter sign this letter to acknowledge acceptance of the Amendment, along with submitting proof that the new party executing the BCA Amendment are authorized to bind the Requestors. Please print this Amendment, have it signed, and send the original, with signatures, back to my attention at:

New York State Department of Environmental Conservation
Division of Environmental Remediation
625 Broadway, 12th Floor
Albany, New York 12233-7011

Please keep a copy of the countersigned letter as proof of the BCA Amendment.

Nothing contained herein constitutes a waiver by the Department or the State of New York of any rights held in accordance with the Agreement or any applicable state and/or federal law or a release for any party from any obligations held under the Agreement or those same laws.

Please contact me if you have any questions in this regard. Thank you for your assistance in this matter.

Sincerely,



Robert W. Schick, P.E.
Director
Division of Environmental Remediation

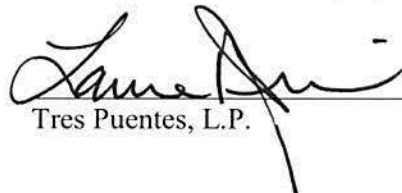
The following Applicants, in signing this letter, do hereby acknowledge and accept the amendments to the BCAs as set forth above:

 12/10/13
Borinquen Court Associates, L.P. Date

Stephanie Green, Assistant Secretary of
By: Name – please print Borinquen Court Housing
Company, Inc., its general
partner

 12/10/13
East One Thirty Eighth Housing Date
Development Fund Company, Inc.

Stephanie Green, Assistant Secretary
By: Name – please print

 12/10/2013
Tres Puentes, L.P. Date

Laura Jervis, Secretary of West Side Special
By: Name – please print Housing Development
Fund Corporation, its
general partner

cc: Michael Ryan, DEC
Ioana Munteanu-Ramnic, DEC
Jane O'Connell, DEC
Robert Cozzy, DEC
Benjamin Conlon, DEC
Andrew Guglielmi, DEC
Louis Oliva, DEC
Kelly Lewandowski, DEC
Lawrence Schnapf, (Larry@schnapflaw.com)

F 010207000747

Certificate of Amendment
of
Certificate of Incorporation
of

West Side Special Housing Development Fund Corporation

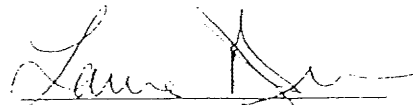
Under Section 803 of the Not-for-Profit Corporation Law


CSC 45

1. The name of the Corporation is West Side Special Housing Development Fund Corporation. The original name of the Corporation was Valley Lodge Housing Development Fund Corporation.
2. The date of filing the Certificate of Incorporation in the office of the Secretary of the State of New York under the Not-for-Profit Corporation Law or the State of New York was December 20, 1985. The date of filing of the first Amendment of the Certificate of Incorporation was October 24, 1991.
3. The Corporation is a Corporation as defined in Section 102(a) (5) of the Not-for-Profit Corporation Law; and is a Type D corporation under Section 201 of the Not-for-Profit Corporation Law.
4. The secretary of State is hereby designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary shall mail copies of any process against the Corporation served upon such secretary is c/o Martin N. McCarthy, 2095 Broadway, New York, 10023.
5. Paragraph Aa@ of Article II of the Certificate of Incorporation is hereby deleted in its entirety and amended and restated as follows:
 - Aa. The Corporation is not formed for pecuniary profit or financial gain. The Corporation is organized exclusively for the charitable purpose of owning, constructing, rehabilitating, leasing, managing, equipping, maintaining, developing and operating housing projects for persons of low income on sites approved by the New York City Department of Housing Preservation and Development or its successor agency. The Corporation is empowered to do and perform all acts necessary to accomplish the foregoing purpose, including, but not limited to, obtaining a loan pursuant to Article 8 or Article 11 of the Private Housing Finance Law, or any other applicable provision of law, and to execute such instruments and undertakings as may be required by any government body giving financial assistance to the Corporation.@
6. There being no members of this Corporation, the undersigned pursuant to Section 708(b) of the Not-for-Profit Corporation Law, have been authorized to execute and file the within

amendment by a written Consent in Lieu of a Meeting dated June 15, 2000, signed by all the directors of the Corporation.


IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged this Certificate and affirmed that the Statements made herein are true under the penalties of perjury this 29th day of June, 2000.

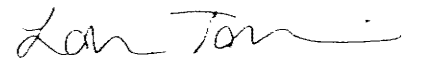

Laura R. Jervis, Secretary


Laura Tavormina, Treasurer

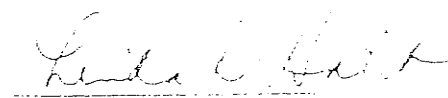
STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

Laura R. Jervis and Laura Tavormina, being duly sworn, say: We are, respectively, the Secretary and Treasurer of the West Side Special Housing Development Fund Corporation mentioned and described in the foregoing instrument; that we have read and signed the same and that the statements contained therein are true.


Laura R. Jervis, Secretary


Laura Tavormina, Treasurer

Sworn to me before
this 29th day of June, 2000


Notary Public

LINDA D HATCH
Notary Public, State of New York
No. 02-4883932
Qualified in New York County

2



DEPARTMENT OF HOUSING PRESERVATION
AND DEVELOPMENT

Jerilyn Perine, Commissioner

Office of Development
Kimberly T. Hardy, Deputy Commissioner

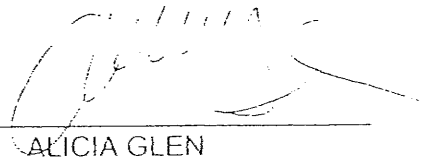
Division of Housing Finance
Alicia Glen, Assistant Commissioner

100 Gold Street, New York, N. Y. 10038

CONSENT OF THE DEPARTMENT OF HOUSING

PRESERVATION AND DEVELOPMENT

I, Alicia Glen, an Assistant Commissioner of the Department of Housing Preservation and Development of the City of New York, in reliance on the representations of the Incorporators, do this *20th day of September, 2000* hereby approve the foregoing *Certificate of Amendment of Certificate of Incorporation of West Side Special Housing Development Fund Corporation* for the purposes of, and as provided by, Article XI of the Private Housing Finance Law of the State of New York, and pursuant to said Article XI, do hereby certify that I consent to the filing of said *Certificate of Amendment of Certificate of Incorporation* with the Secretary of State of the State of New York.


ALICIA GLEN

3



The undersigned has no objection to the granting of Judicial approval
hereon and waives statutory notice.

ELIOT SPITZER
ATTORNEY GENERAL
STATE OF NEW YORK

by: _____

THE ATTORNEY GENERAL HAS NO OBJECTION
TO THE GRANTING OF JUDICIAL APPROVAL
HEREON. ACKNOWLEDGES RECEIPT OF
STATUTORY NOTICE AND DEMANDS SERVICE
OF THE FILED CERTIFICATE. SAID NO OBJECTION
IS CONDITIONED ON SUBMISSION OF THE
MATTER TO THE COURT WITHIN 30 DAYS HEREAFTER.

Laura Weiner
ASSISTANT ATTORNEY GENERAL
January 12, 2001 DATE

Date: _____

LUCINDO SUAREZ

I, _____, a Justice of the Supreme Court of the State of
New York for the FIRST Judicial District do hereby approve of the foregoing

Certificate of Amendment of the Certificate of Incorporation of West Side Special
Housing Development Fund Corporation

and consent that the same be filed.

Date: JAN 30 2001

[Signature]
J.S.C.
LUCINDO SUAREZ

SUPREME COURT OF THE STATE OF NY
FIRST JUDICIAL DISTRICT

4

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

F010207000747

CSC 45

WEST SIDE SPECIAL HOUSING DEVELOPMENT FUND CORPORATION

MCCARTHY & SULLIVAN

Attorney(s) for

Office and Post Office Address, Telephone
2095 BROADWAY
SUITE 304
NEW YORK, N.Y. 10023
(212) 787-3202

STATE OF NEW YORK
DEPARTMENT OF STATE

FEB 07 2001

FILED

TAX \$

BY:

2/7/01

my

To

Service of a copy of the within
is hereby admitted.

Dated: 19.....

Attorney(s) for

PLEASE TAKE NOTICE:

☐ NOTICE OF ENTRY

that the within is a (certified) true copy of a
duly entered in the office of the clerk of the within named court on

19

☐ NOTICE OF SETTLEMENT

that an order
will be presented for settlement to the HON.
within named Court, at

of which the within is a true copy
one of the judges of the

on

19

at

M.

5

Dated

Yours, etc.

MCCARTHY & SULLIVAN

JAN 30 REC'D

Just Ref 988438 AXD

010207000747

FILING RECEIPT

ENTITY NAME: TRES PUENTES, L.P.

DOCUMENT TYPE: LIMITED PARTNERSHIP (DOMESTIC)

COUNTY: NEWY

FILED:10/09/2013 DURATION:12/31/2053 CASH#:131009000492 FILM #:131009000437

FILER:

EXIST DATE

MARTIN N. MCCARTHY, P.C.
ATTORNEYS AT LAW
2095 BROADWAY SUITE 304
NEW YORK, NY 10023

10/09/2013

ADDRESS FOR PROCESS:

C/O WSFSSH
2345 BROADWAY
NEW YORK, NY 10024

REGISTERED AGENT:



SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45

SERVICE CODE: 45 *

FEES	235.00
FILING	200.00
TAX	0.00
CERT	0.00
COPIES	10.00
HANDLING	25.00

PAYMENTS	235.00
CASH	0.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	235.00
OPAL	0.00
REFUND	0.00

833467TRT

DOS-1025 (04/2007)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on October 10, 2013.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

131009000

437

CSC 45
DrawdownCERTIFICATE OF LIMITED PARTNERSHIP
OF
Tres Puentes, L.P.

Under Section 121-201 of the Revised Limited Partnership Act

THE UNDERSIGNED, for the purpose of forming a limited partnership pursuant to Section 121-201 of the Revised Limited Partnership Act of New York, hereby certifies:

1. The name of the limited partnership is Tres Puentes, L.P.
2. The office of the limited partnership is to be located in the County of New York, State of New York.
3. The Secretary of State is hereby designated as agent of the limited partnership upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the limited partnership served upon the Secretary of State is c/o WSFSSH, 2345 Broadway, New York, NY 10024.
4. The name and business address of the only general partner of the limited partnership is:

West Side Special Housing Development Fund Corporation
c/o WSFSSH
2345 Broadway
New York, NY 10024.
5. The latest date upon which the limited partnership is to dissolve is December 31, 2053.
6. The English translation for Tres Puentes is Three Bridges.

IN WITNESS WHEREOF, I have made and signed this Certificate of Limited Partnership as of October 2, 2013 and affirm that the statements contained therein are true under penalties of perjury.

West Side Special Housing Development Fund Corporation,
General Partner

By: Laura M. Tavormina
Laura M. Tavormina, Treasurer

131009000

437

CSC 45

**Drawdown CERTIFICATE OF LIMITED PARTNERSHIP
OF**

TRES PUENTES, L.P.

Under Section 121-201 of the Revised Limited Partnership Act

100

STATE OF NEW YORK
DEPARTMENT OF STATE

FILER:

Martin N. McCarthy, P.C.
Attorneys At Law
2095 BROADWAY
SUITE 304
NEW YORK, NY 10023
(212) 787-3202

FILED OCT 09 2013

TAXS

BY:

AMM

Gst Ref 8334675RT

RECEIVED

2013 OCT -3 PM 3:09

2013 OCT -8 PM 12:06

RECEIVED

492