PERIODIC REVIEW REPORT

For the Property Located at
West 19th Street Development Site, New York, NY

Prepared for
HTRF Realty, LLC
555 West 18th Street
New York, NY 10011

Prepared by

31 West 34th Street
Suite 7196
New York, NY 10001

March 13, 2023

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LIST OF FIGURES

ACRONYMS AND ABBREVIATIONS

AC	air conditioning
BBL	Blasland, Bouck and Lee, Inc.
IAC	IAC Inc.
Integral	Integral Engineering, P.C.
NYSDEC	New York State Department of Environmental Conservation
OMP	Operations and Maintenance Plan
PRR	Periodic Review Report
SMP	Site Management Plan

1 INTRODUCTION

The Site, 80 Eleventh Avenue (Block 690, Lot 12, and Block 690, Lot 54; *aka* 555 W 18th Street), is one parcel of numerous parcels that constitute the former West 18th Street Gas Works Site, a former manufactured gas plant operated by predecessors of Consolidated Edison Company of New York. Former plant operations impacted subsurface soil, groundwater, and soil vapor conditions on the Site.

The Site was redeveloped with a modern 10-story office building and was concurrently remediated circa 2008. Remediation was conducted pursuant to a Brownfield Cleanup Agreement, Index No. W2-1012-04-07, between the volunteers (multiple entities) and the New York State Department of Environmental Conservation (NYSDEC). In August 2006, Remedial Engineering, P.C., submitted a Final Engineering Report to NYSDEC that presented the results of environmental remediation as required by NYSDEC. On August 31, 2006, NYSDEC issued a Certificate of Completion approving the completion of the active remediation outlined in the Site Brownfield Cleanup Agreement.

On December 28, 2022, Responsive Realty LLC conveyed title to eleven of its affiliates as tenants in common. The eleven affiliates are:

- Metro PH Responsive LLC
- Orenco Responsive LLC
- Tarrow Family Responsive LLC
- Won FP Holdings Responsive LLC
- Taffel Holding Responsive LLC
- CCMR Responsive LLC
- RLC Responsive LLC
- MTL Responsive LLC
- CJC Responsive LLC
- RLC Responsive Partners LLC
- TML Responsive Partners LLC

The Remedial Party, HTRF Ventures, LLC has entered into a contract with the tenants in common to purchase the Site. A Change of Use Notification was submitted to NYSDEC on March 7, 2023 regarding the planned transfer of title, which is anticipated to occur during March 2023. Because HTRF Ventures, LLC is a Certificate of Completion (COC) recipient, no transfer of COC will be needed in connection with the planned transfer of title.

The institutional controls and engineering controls that are part of the Site remedy are summarized below.

1.1 INSTITUTIONAL CONTROLS

An environmental easement was recorded for the Site on August 2, 2006. The environmental easement imposes Site use restrictions, requires monitoring and maintenance of the engineering controls, and prohibits any modification or removal of the engineering controls without prior notification and/or approval of NYSDEC.

1.2 ENGINEERING CONTROLS

The Site remedy includes two engineering controls:

- Subsurface barriers, consisting of:
  - A barrier layer (comprising a mud slab, waterproof/vapor barrier membrane, structural concrete slab, and foundation walls)
  - Site perimeter watertight sheeting and grouting.
- Continuous venting of the garage sublevel of the building with an active mechanical venting system.

The Site perimeter watertight sheeting and grouting are located beneath the building foundation, and are therefore presumed to be in place and functional.

1.3 HISTORICAL EFFECTIVENESS OF REMEDIAL PROGRAM

The Site Management Plan (SMP) prepared by Turner Construction Company and dated July 18, 2006, outlines the inspection and the operation and maintenance activities for the barrier layer and the venting system. Following initial occupancy (January 2008), HTRF Ventures, LLC (an affiliate of IAC, Inc.)[1] implemented the monitoring plan and the Operations and Maintenance Plan (OMP) contained within the SMP. The institutional and engineering controls have been certified and approved annually between 2007 and 2022. The most recent certification was submitted to NYSDEC on March 14, 2022.

The Site remediation, with the exception of the ongoing monitoring and the operations and maintenance, has been completed. Each annual certification, including the certification for 2023 discussed herein, has demonstrated that the remedy continues to be effective in achieving the remedial objective for the Site: the protection of human health and the environment.

[1] *fka* IAC/InterActiveCorp. HTRF Ventures, LLC and IAC, Inc. and its affiliates are collectively referred to in this report as "IAC".

1.4 REPORTING PERIOD COMPLIANCE

No areas of noncompliance relative to the SMP were identified during the reporting period.

1.5 RECOMMENDATIONS SUMMARY

No changes to the SMP are recommended at this time. Changes to the frequency for submittal of Periodic Review Reports (PRRs) or for discontinued Site management are not recommended at this time.

2 SITE OVERVIEW

2.1 SITE LOCATION

The Site is located in the West Chelsea neighborhood of Manhattan, between West 18th and West 19th streets and Tenth and Eleventh avenues. The Hudson River is approximately 200 ft to the west. The area around the Site contains a mix of commercial and residential establishments. High-rise residential buildings are located on blocks immediately to the north, east, and south of the Site. Chelsea Piers recreational facility is located immediately adjacent to the west, across the West Side Highway (NY Route 9A).

Prior to remediation, the Site consisted of a two-story brick structure (demolished prior to the start of remediation) that served as a mid- to long-term parking garage and a small vacant lot in the southwestern part of the property. Remedial investigations were performed in 2002 and 2003 by Blasland, Bouck and Lee, Inc. (BBL). Soil, groundwater, and soil vapor were found to be contaminated primarily with volatile and semivolatile compounds.

2.2 REMEDIATION CHRONOLOGY

The Remedial Action Work Plan prepared by BBL was developed to achieve several remedial goals, including the removal of impacted soil to a depth of 15 ft, limiting the migration of subsurface contaminants on and off the Site, and preventing the exposure of future Site occupants to impacted soil, groundwater, or soil vapor.

In 2005, foundation piles were installed and excavation of impacted soil commenced. Across the Site, the excavation depth varied from 12 to 25 ft. A subsurface perimeter barrier wall was installed to contain residual contamination left on-Site. As part of the foundation construction design, a barrier layer was installed to prevent the potential intrusion into the building of volatile organic vapors and groundwater impacted with residual contamination. Once the foundation was completed, a basement-level mechanical venting system was installed to prevent vapors from accumulating in the unlikely event of a vapor barrier breach. NYSDEC issued a Certificate of Completion on August 31, 2006.

No changes to the selected remedy or the Site have occurred since remedy selection.

3 PREVIOUS EVALUATIONS OF REMEDY EFFECTIVENESS

IAC has completed 16 certifications (2007–2022) for the institutional and engineering controls at the Site, which have been approved by NYSDEC. Each year, the inspection of the venting system has demonstrated that the system continues to function as designed, and the initial inspection of the barrier layer generally has identified cracks, staining, efflorescence, or observations of water that typically require repair. Each year, as necessary, repairs have been made to the barrier layer system and reinspection has demonstrated that the barrier layer continues to function as designed. At the completion of the inspection/repair process, a certification has been made to NYSDEC that the engineering controls continue to function as designed and the remedy remains protective of public health and the environment.

4 INSTITUTIONAL AND ENGINEERING CONTROL PLAN COMPLIANCE REPORT

This section discusses compliance with the institutional and engineering control requirements and the certification of those controls.

4.1 INSTITUTIONAL CONTROL REQUIREMENTS AND COMPLIANCE

The institutional control for the Site is an environmental easement that:

1. Designates the Site for commercial and/or industrial use only (no residential use)
2. Requires monitoring and maintenance of the engineering controls developed for the Site
3. Grants NYSDEC uncontrolled access to the Site
4. Stipulates that any disturbance or alteration to the barrier layer may occur only after notification to and/or approval from NYSDEC
5. Requires annual certification of the engineering controls.

The SMP further restricts the use of groundwater at the Site without proper treatment or permission from NYSDEC.

A review of the New York City Register Information System (ACRIS) indicates that, as of March 1, 2023, the easement remains in place, and no changes or legal amendments have been made to the easement filing.

4.2 ENGINEERING CONTROL REQUIREMENTS AND COMPLIANCE

The Site remedy includes two engineering controls:

- Subsurface barriers, consisting of:
  - A barrier layer (comprising a mud slab, waterproof/vapor barrier membrane, structural concrete slab, and foundation walls)
  - Site perimeter watertight sheeting.
- Continuous venting of the garage sublevel of the building with an active mechanical venting system.

The Site perimeter watertight sheeting is located beneath the building foundation, and is therefore presumed to be in place and functional. The SMP does not provide a monitoring plan for this engineering control.

4.2.1 Barrier Layer

As part of the 2023 certification process, representatives of Integral Engineering, P.C. (Integral) visited the Site on January 25, 2023, and observed the perimeter foundation walls and the foundation slab. Integral observed isolated evidence of water infiltration in the basement concrete walls at two locations: the North Water Meter Room and the South Lobby AC Unit Room, as defined in Figure 1. As a result of Integral's observations, Integral recommended grout injection to repair the two locations.

4.2.2 Venting System

As part of the 2023 certification process, Integral staff collected measurements, during the Site visits on January 25, 2023 and February 17, 2023, from the venting system to evaluate whether the fans met design air flows consistent with the requirements of the SMP. While individual fans were operating at as low as 87 percent of individual design flow, others were operating above the design flow such that the total flow of all fans was consistent with the total design flow.

During the January 25, 2023 Site visit, the exhaust system was running at 80% capacity, due primarily to exhaust fan GEF-C-1 operating at 75% of design capacity. Integral discussed the low exhaust airflow with the building engineering team and learned that, even with supply fan GSF-C-1 operating at design capacity, building operational issues (e.g., airflow noise in the elevator bank, difficulty opening doors) occurred when GEF-C-1 was operated at a higher flow rate. To allow GEF-C-1 to operate closer to the design airflow, Integral suggested that the intake vent filters for GSF-C-1, which appeared clogged with dust and debris, be replaced for increased supply airflow.

On February 17, 2023, Integral staff returned to the Site for the grout injection repairs described in Section 6.4 below and remeasured the airflow at GEF-C-1. Upon remeasurement, the airflow of GEF-C-1 was at 93% of the design airflow, and the total airflow of all fans together was consistent with the total design flow.

Integral suggested to the building engineering staff that they continue to change the GSF-C-1 intake vent filters when they appear to be clogged, and to continue to operate GEF-C-1 at an airflow rate close to its design.

The airflow measurement data sheets are included in Appendix A.

5 MONITORING PLAN COMPLIANCE AND OMP COMPLIANCE

The OMP was developed to provide procedures to operate and maintain institutional and engineering controls on the Site. The OMP includes a detailed protocol to be followed in the event that compliance issues are noted in connection with the environmental easement during annual evaluation of the institutional controls, in addition to repair procedures for the engineering controls that are part of the Site remedy. The necessity of repairs is determined through evaluation of Site information gathered in accordance with the monitoring plan. These operation and maintenance actions confirm that the Site remedy continues to be effective for the protection of public health and the environment through continued implementation of the institutional and engineering controls.

5.1 BARRIER LAYER

IAC instructs its engineering/management team to perform preventive maintenance of the barrier layer. The team has been instructed to monitor daily activities that have the potential to compromise the integrity of the barrier layer. Examples of such activities would include, but are not limited to:

1. Movement or storage of heavy objects with the potential to affect the integrity of the barrier layer
2. Installation of floor drains, elevator pits, or other building features that may compromise the barrier layer
3. Spilled liquid or chemicals in direct contact with the barrier layer
4. Activities (e.g., foundation construction) at adjacent properties.

The engineering/management team has been instructed to look for and report to the building manager any actions or conditions that have the potential to compromise the intended remedial function of the barrier layer. The building manager will immediately contact a qualified professional to determine if these activities have impacted the integrity of the barrier layer and if the barrier layer requires repair.

5.2 VENTING SYSTEM

The OMP requires the venting system to be maintained and operated in accordance with its manufacturer's specifications. IAC has instructed its engineering/management team to be aware of the operating standards of the venting system and to make observations that may

indicate that the system is not in compliance with its operational standards. These observations include, but are not limited to:

1. Persistent odors or exhaust in the cellar of the building
2. Fans that are not operational.

The engineering/management team has been instructed to look for and report any actions or conditions that have the potential to compromise the intended function of the venting system to the building manager. The building manager will immediately contact the qualified professional to determine if these activities have impacted the function of the venting system and if the venting system requires repair. As necessary, preventive maintenance (e.g., replacing filters, cleaning lines) repairs and/or adjustments will be made to ensure the system's continued effectiveness.

The IAC Building Engineer stated that they will increase the filter replacement schedule for the GSF-C-1 intake vents from bi-annual to quarterly in order to better match the intake and exhaust of the basement air handling system and be able to run them at higher airflow.

5.3 SUMMARY OF OPERATIONS AND MAINTENANCE COMPLETED

Monitoring consistent with the protocol described in Section 5.1 was performed by the building engineering/management team during the reporting period.

5.4 CONCLUSIONS/RECOMMENDATIONS FOR MONITORING PLAN COMPLIANCE

Based on discussions with building personnel, IAC is meeting the requirements of the monitoring plan.

6 BARRIER LAYER INSPECTION

As part of the 2023 certification process, Integral staff visited the Site on January 25, 2023, and inspected the perimeter foundation walls and the foundation slab.

At the time of the visit, the below-grade level of the building was being used for parking, storage, and mechanical equipment. The building was occupied at the time of the inspection and cars were parked in the garage portion of the below-grade level. Integral observed the unobstructed concrete floor slab and foundation walls for visible cracks and evidence of water infiltration, and looked for areas of stain growth, sediment deposits, and efflorescence buildup. A photo log of the inspection is included as Appendix B.

6.1 FOUNDATION SLAB OBSERVATIONS

A traffic-bearing waterproofing coating is applied to the foundation slab in the parking portion of the below-grade level, as well as in the mechanical and storage rooms along the north and east perimeter walls. This coating prevents one from determining whether there are small-width (hairline) cracks in the concrete slab on grade. However, Integral did not observe cracks through the coating or pockets of water trapped under the traffic-bearing waterproofing coating.

Minor cracking was noted in the floor paint underneath the central stairs in the north hallway due to grout injection in a nearby wall, which was consistent with observations from previous inspections.

Traffic-bearing waterproofing coating is not applied in the storage rooms along the west foundation wall, and the floors in these rooms showed no evidence of water infiltration during this reporting period.

6.2 FOUNDATION WALL OBSERVATIONS

The foundation wall is a cast-in-place, reinforced concrete wall that encloses the entire perimeter of the below-grade space. The interior of the wall is typically painted with white or gray paint. In locations where the slab on grade has a traffic-bearing waterproofing coating, the coating extends vertically up the wall for 4 to 6 in. There are also several penetrations through the north foundation wall where underground utilities enter the building.

During the inspection, evidence of water infiltration was noted in two locations. A long vertical rust-colored stain was noted which originated near a seam between two cast-in-place concrete foundation wall sections of the North Water Meter Room. A member of the building

engineering staff made Integral staff aware during the inspection that he had recently noted moisture at this stain location. Moisture and efflorescence buildup was noted in the concrete foundation wall of the South Lobby AC Unit Room. Integral also observed historical evidence of staining or efflorescence (but not active water infiltration) at various locations along the perimeter foundation wall. See Figure 1 for the locations of these observations.

6.3 DISCUSSION AND RECOMMENDATIONS

Integral's discussion and recommendations for repairs to the barrier-layer system, as part of the OMP, are below.

6.3.1 Observations of 2022 Repairs

In March 2022, one location in the north west corner of the North Water Meter Room with evidence of water infiltration was repaired with hydro active grout injection, in accordance with Appendix A to the OMP. Integral observed this location during the 2023 visit and found that it remained effective in terms of preventing water infiltration.

6.3.2 Foundation Slab Recommendations

Consistent with previous years' findings, the pattern and size of the small-width cracks in the concrete topping slab inside of the storage rooms are typical for concrete shrinkage cracks. These cracks result from the loss of moisture from the surface of the concrete during curing, are typically shallow in depth, and would not allow water to penetrate through the slab. Therefore, Integral believes that they do not represent a breach or significant damage to the barrier-layer system. The isolated growth of the cracks may be attributed to environmental factors, such as temperature and humidity. Integral recommends continued as-needed grout injection, in accordance with Appendix A to the OMP, with no additional remedial action at this time to address the minor, typical concrete shrinkage cracks.

6.3.3 Foundation Wall Recommendations

Upon completion of the January 2023 visit, Integral recommended that the noted areas of water infiltration listed in Section 6.2 above be repaired using the grout injection technique described in the OMP.

6.4 FEBRUARY 2023 GROUT INJECTION REPAIRS

The repair of the locations identified in the January 2023 inspection was performed by Starbrite on February 17, 2023, under the observation of Integral. The area was grout-injected following the OMP guidelines.

The location of the repairs made during this reporting period are shown on Figure 1 (shows as "Active Water Infiltration" in the North Water Meter Room and South Lobby AC Unit Room). Photographs of the repairs can be found in Appendix B.

7 CERTIFICATION OF INSTITUTIONAL AND ENGINEERING CONTROLS

Integral has concluded that the barrier layer and venting systems continue to function as designed. Review of ACRIS has confirmed that the environmental easement remains in place. As such, Integral concludes that the remedy continues to be protective of human health and the environment. The institutional and engineering controls have been certified in the Institutional and Engineering Controls Certification Form (Appendix C).

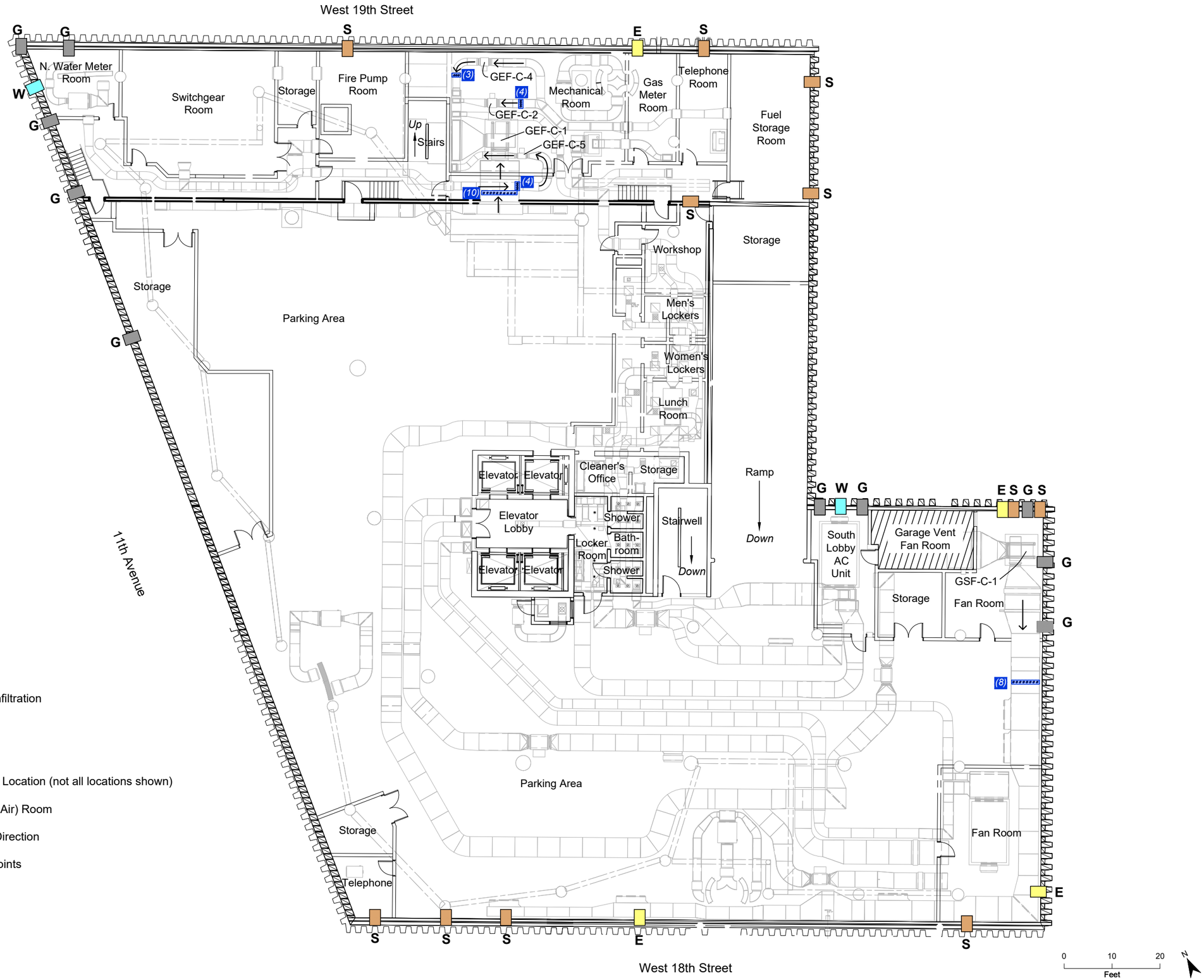
8 OVERALL PRR CONCLUSIONS AND RECOMMENDATIONS

The requirements of the SMP were met during the reporting period. As part of the 2023 annual certification process, both the institutional and engineering controls for the Site have been documented to be currently in place and functional as designed.

Integral concludes that the remedy continues to be protective of human health and the environment. We do not recommend changing the frequency of the submittal of PRRs at this time.

Patrick S. McGuire, E.I.T. (212.440.6710, pmcguire@integral-corp.com) or Keith P. Brodock, P.E. (212.440.6702, kbrodock@integral-corp.com) of Integral are available to answer questions regarding this PRR.

Figures



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REV	DATE	DESCRIPTION	APP

integral engineering, pc
31 W 34th AVENUE, SUITE 7196
NEW YORK, NY 10018
www.integral-corp.com

IAC Inc.

PERIODIC REVIEW REPORT
80 Eleventh Ave
NEW YORK NY 10011

DRN	DATE
AB	2-6-2023
DES	DATE
CHK	DATE
SCALE	PROJECT NO.
1" = 20'	E014

VAPOR BARRIER OBSERVATIONS

FIGURE

1

OF **1**

Appendix A

Fan Airflow Measurements

Summary

Project:	IAC Fan Inspection
Engineer:	Patrick McGuire
Date:	January 25 & February 17, 2023

System	Design Flow	Actual Flow	% of Design
GSF-C-1	26,000 CFM	26,760 CFM	103%
GEF-C-1	26,000 CFM	24,139 CFM	93%
GEF-C-2	800 CFM	1,706 CFM	213%
GEF-C-4	1,000 CFM	1,091 CFM	109%
GEF-C-5	800 CFM	696 CFM	87%
Total	**54,600 CFM**	**54,391 CFM**	**100%**

GSF-C-1

Project: IAC Fan Inspection
Engineer: Patrick McGuire
Date: January 25, 2023

General

Motor HP:	20	Motor RPM:	1,825
Voltage Rated:	208V	Voltage Actual:	*Not measured*
Amperage Rated:	57A	Amperage Actual:	43.3A

Velocity Readings (FPM)

2,090	2,365	2,239	2,162	2,047	2,150	2,057	2,292
1,996	2,291	2,209	2,243	1,824	2,008	1,950	2,307
1,688	1,852	2,119	2,076	1,679	1,936	1,895	1,928

Calculations

Duct Shape	Rectangular	Average Velocity	2,058 FPM
Height	26 inches	Design Flow	26,000 CFM
Width	72 inches	**Total Flow**	**26,760 CFM**
Area	13 ft²	% of Design	102.9%

GEF-C-1

Project: IAC Fan Inspection
Engineer: Patrick McGuire
Date: February 17, 2023

General

Motor HP:	20	Motor RPM:	1,650
Voltage Rated:	208V	Voltage Actual:	*Not measured*
Amperage Rated:	54A	Amperage Actual:	25.5A

Velocity Readings (FPM)

1,347	1,243	1,544	1,341	1,537	1,590	1,521	1,641	1,632	1,649
1,281	1,298	1,477	1,402	1,637	1,648	1,631	1,691	1,750	1,732
1,243	1,301	1,459	1,509	1,719	1,880	1,795	1,539	1,649	1,743
1,275	1,371	1,432	1,488	1,608	1,657	1,645	1,543	1,849	1,506
1,372	1,259	1,388	1,403	1,523	1,553	1,419	1,602	1,739	1,632
1,159	1,168	1,310	1,345	1,386	1,365	1,398	1,360	1,694	1,644

Calculations

Duct Shape	Rectangular	Average Velocity	1,509 FPM
Height	24 inches	Design Flow	26,000 CFM
Width	96 inches	**Total Flow**	**24,139 CFM**
Area	16 ft²	% of Design	92.8%

GEF-C-2

Project: IAC Fan Inspection
Engineer: Patrick McGuire
Date: January 25, 2023

General

Motor HP:	0.5	Motor RPM:	1,720
Voltage Rated:	208V	Voltage Actual:	*Not measured*
Amperage Rated:	1.8A	Amperage Actual:	1.5A

Velocity Readings (FPM)

1,034	1,244	1,178	1,102
971	1,233	1,212	1,125
731	1,256	1,204	1,110

Calculations

Duct Shape	Rectangular	Average Velocity	1,117 FPM
Height	10 inches	Design Flow	800 CFM
Width	22 inches	**Total Flow**	**1,706 CFM**
Area	1.5 ft²	% of Design	213.3%

GEF-C-4

Project: IAC Fan Inspection
Engineer: Patrick McGuire
Date: January 25, 2023

General

Motor HP:	0.5	Motor RPM:	1,735
Voltage Rated:	208V	Voltage Actual:	*Not measured*
Amperage Rated:	2.5A	Amperage Actual:	1.7A

Velocity Readings (FPM)

756	828	821
771	817	787
744	810	804

Calculations

Duct Shape	Rectangular	Average Velocity	793 FPM
Height	11 inches	Design Flow	1,000 CFM
Width	18 inches	**Total Flow**	**1,091 CFM**
Area	1.4 ft²	% of Design	109.1%

GEF-C-5

Project: IAC Fan Inspection
Engineer: Patrick McGuire
Date: January 25, 2023

General

Motor HP:	20	Motor RPM:	1,625
Voltage Rated:	208V	Voltage Actual:	*Not measured*
Amperage Rated:	2.5A	Amperage Actual:	1.8A

Velocity Readings (FPM)

655	610	626	556
677	691	621	572

Calculations

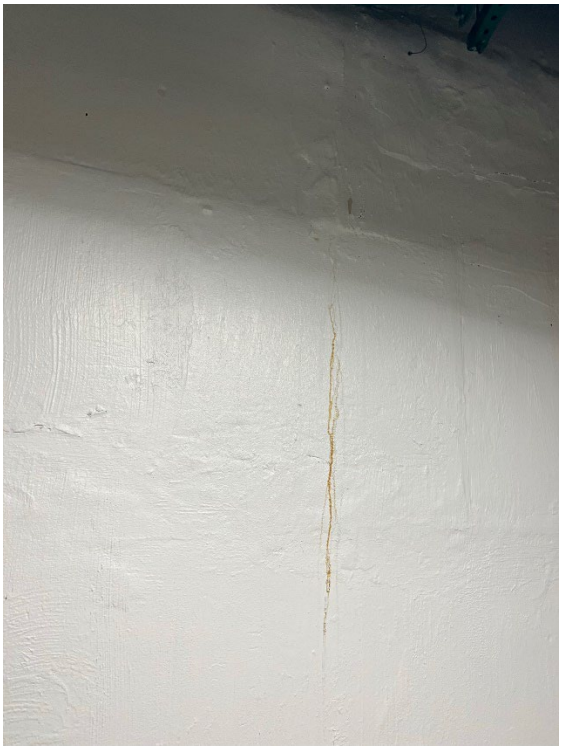
Duct Shape	Rectangular	Average Velocity	626 FPM
Height	8 inches	Design Flow	800 CFM
Width	20 inches	**Total Flow**	**696 CFM**
Area	1.1 ft²	% of Design	86.9%

Appendix B

Inspection Photos

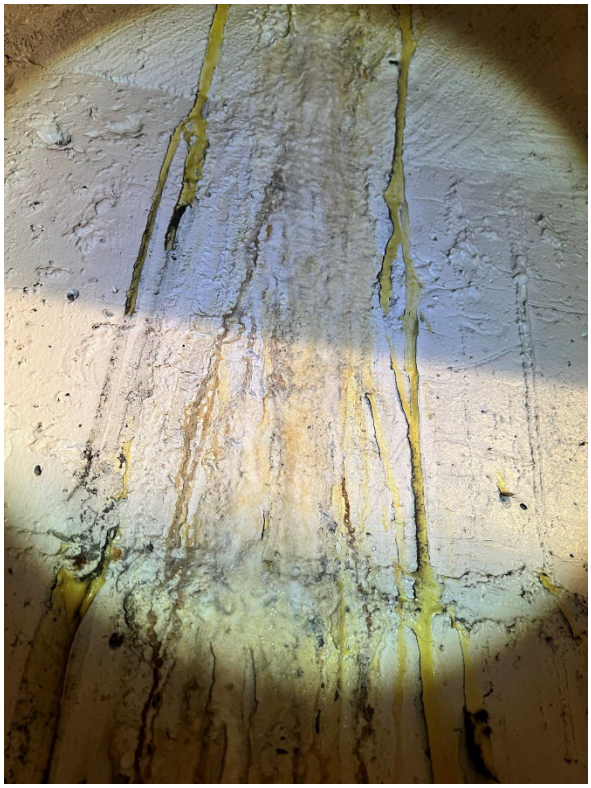
IAC/InterActiveCorp
Appendix C: Inspection Photos
Site Photographs from January and February 2023

Photograph 1. Previous Grout Injection from 2022 in Corner of North Water Meter Room (January 25, 2023).



Photograph 2. Staining Evidence of Water Infiltration in North Water Meter Room (January 25, 2023).

IAC/InterActiveCorp
Appendix C: Inspection Photos
Site Photographs from January and February 2023



Photograph 3. Evidence of Water Infiltration and Efflorescence in South Lobby AC Unit Room (January 25, 2023).

Photograph 4. GSF-C-1 Intake Filters Clogged with Debris and Dust (January 25, 2023).

IAC/InterActiveCorp
Appendix C: Inspection Photos
Site Photographs from January and February 2023

Photograph 5. Grout Injection in South Lobby AC Unit Room Wall (February 17, 2023).

Photograph 6. Completed Grout Injection in South Lobby AC Unit Room Wall (February 17, 2023).

IAC/InterActiveCorp
Appendix C: Inspection Photos
Site Photographs from January and February 2023

Photograph 7. Completed Grout Injection in North Water Meter Room (February 17, 2023).

Photograph 8. GEF-C-1 and GEF-C-5 Duct Access Points (February 17, 2023).

Appendix C

Institutional and Engineering Controls Certification Form

Enclosure 2
NEW YORK STATE DEPARTMENT OF ENVIRONMENTAL CONSERVATION
Site Management Periodic Review Report Notice
Institutional and Engineering Controls Certification Form

Site Details **Box 1**

Site No. C231017

Site Name 19th Street Development Site

Site Address: 80 11th Avenue Zip Code: 10011
City/Town: New York
County: New York
Site Acreage: 0.680

Reporting Period: February 11, 2022 to February 11, 2023

	YES	NO
1. Is the information above correct?	☑	☐
If NO, include handwritten above or on a separate sheet.		
2. Has some or all of the site property been sold, subdivided, merged, or undergone a tax map amendment during this Reporting Period?	☑	☐
3. Has there been any change of use at the site during this Reporting Period (see 6NYCRR 375-1.11(d))?	☑	☐
4. Have any federal, state, and/or local permits (e.g., building, discharge) been issued for or at the property during this Reporting Period?	☐	☑
If you answered YES to questions 2 thru 4, include documentation or evidence that documentation has been previously submitted with this certification form.		
5. Is the site currently undergoing development?	☐	☑

Box 2

	YES	NO
6. Is the current site use consistent with the use(s) listed below? Commercial and Industrial	☑	☐
7. Are all ICs in place and functioning as designed?	☑	☐

IF THE ANSWER TO EITHER QUESTION 6 OR 7 IS NO, sign and date below and DO NOT COMPLETE THE REST OF THIS FORM. Otherwise continue.

A Corrective Measures Work Plan must be submitted along with this form to address these issues.

Signature of Owner, Remedial Party or Designated Representative Date

SITE NO. C231017 **Box 3**

Description of Institutional Controls

Parcel	Owners		Institutional Control
690-12	Metro PH Responsive LLC	RLC Responsive LLC	Landuse Restriction
	Orenco Responsive LLC	MTL Responsive LLC	
	Tarrow Family Responsive LLC	CJC Responsive LLC	
	Won FP Holdings Responsive LLC	RLC Responsive Partners LLC	Site Management Plan
	Taffel Holding Responsive LLC	TML Responsive Partners LLC	Landuse Restriction
	CCMR Responsive LLC		

An Environmental Easement for the property was filed on July 31, 2006, restricting future use to industrial/commercial, and requiring: 1)monitoring and maintenence of the subsurface barrier, 2)continuous operation of a sub-level ventilation system 3)annual certification.

690-54	Refer to list of Owners above	Landuse Restriction Site Management Plan

An Environmental Easement for the property was filed on July 31, 2006, restricting future use to industrial/commercial, and requiring: 1)monitoring and maintenence of the subsurface barrier, 2)continuous operation of a sub-level ventilation system 3)annual certification.

Box 4

Description of Engineering Controls

Parcel	Engineering Control
690-12	Vapor Mitigation
	Subsurface Barriers
	Vapor Mitigation
	Subsurface Barriers
690-54	Vapor Mitigation
	Subsurface Barriers

-Subsurface barrier (building foundation).
-Operation of a sub-level ventilation system.

Box 5

Periodic Review Report (PRR) Certification Statements

1. I certify by checking "YES" below that:

   a) the Periodic Review report and all attachments were prepared under the direction of, and reviewed by, the party making the Engineering Control certification;

   b) to the best of my knowledge and belief, the work and conclusions described in this certification are in accordance with the requirements of the site remedial program, and generally accepted engineering practices; and the information presented is accurate and compete.

YES	NO
☑	☐

2. For each Engineering control listed in Box 4, I certify by checking "YES" below that all of the following statements are true:

   (a) The Engineering Control(s) employed at this site is unchanged since the date that the Control was put in-place, or was last approved by the Department;

   (b) nothing has occurred that would impair the ability of such Control, to protect public health and the environment;

   (c) access to the site will continue to be provided to the Department, to evaluate the remedy, including access to evaluate the continued maintenance of this Control;

   (d) nothing has occurred that would constitute a violation or failure to comply with the Site Management Plan for this Control; and

   (e) if a financial assurance mechanism is required by the oversight document for the site, the mechanism remains valid and sufficient for its intended purpose established in the document.

YES	NO
☑	☐

IF THE ANSWER TO QUESTION 2 IS NO, sign and date below and DO NOT COMPLETE THE REST OF THIS FORM. Otherwise continue.

A Corrective Measures Work Plan must be submitted along with this form to address these issues.

Signature of Owner, Remedial Party or Designated Representative

Date

IC CERTIFICATIONS
SITE NO. C231017

Box 6

SITE OWNER OR DESIGNATED REPRESENTATIVE SIGNATURE

I certify that all information and statements in Boxes 1,2, and 3 are true. I understand that a false statement made herein is punishable as a Class "A" misdemeanor, pursuant to Section 210.45 of the Penal Law.

I Jason Bannister at HTRF Ventures, LLC,
print name print business address

am certifying as Remedial Party (Owner or Remedial Party)

for the Site named in the Site Details Section of this form.

Signature of Owner, Remedial Party, or Designated Representative Rendering Certification — Date: 3/10/2023

EC CERTIFICATIONS

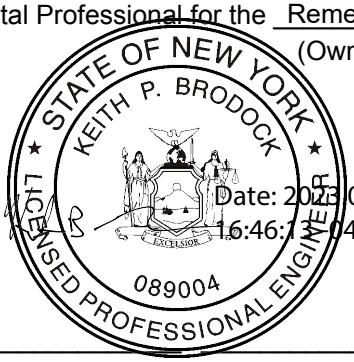
Box 7

Qualified Environmental Professional Signature

I certify that all information in Boxes 4 and 5 are true. I understand that a false statement made herein is punishable as a Class "A" misdemeanor, pursuant to Section 210.45 of the Penal Law.

I Keith P. Brodock, P.E. at 31 W 34th St STE 7196, New York, NY 10001-3009,
print name print business address

am certifying as a Qualified Environmental Professional for the Remedial Party
(Owner or Remedial Party)



Signature of Qualified Environmental Professional, for the Owner or Remedial Party, Rendering Certification | Stamp (Required for PE) | Date

NEW YORK STATE DEPARTMENT OF ENVIRONMENTAL CONSERVATION

60-Day Advance Notification of Site Change of Use, Transfer of Certificate of Completion, and/or Ownership

Required by 6NYCRR Part 375-1.11(d) and 375-1.9(f)

To be submitted at least 60 days prior to change of use to:

Chief, Site Control Section
New York State Department of Environmental Conservation
Division of Environmental Remediation, 625 Broadway
Albany NY 12233-7020

I. Site Name: West 19th Street Development Site **DEC Site ID No.** C231017

II. Contact Information of Person Submitting Notification:

Name: Kevin Neveloff, Esq., Holland & Knight LLP

Address1: 31 West 52nd Street

Address2: New York, NY 10019

Phone: 212.513.3364 E-mail: kevin.neveloff@hklaw.com

III. Type of Change and Date: Indicate the Type of Change(s) (check all that apply):

- [x] Change in Ownership or Change in Remedial Party(ies)
- [ ] Transfer of Certificate of Completion (CoC)
- [ ] Other (e.g., any physical alteration or other change of use)

Proposed Date of Change (mm/dd/yyyy): 3/31/2023

IV. Description: Describe proposed change(s) indicated above and attach maps, drawings, and/or parcel information.

The planned change of use is a change in ownership - transfer of title from the entities listed on Appendix A to HTRF Ventures, LLC, which is a COC holder and the current subtenant of the Site. HTRF Ventures, LLC will also be the remedial party.

If "Other," the description must explain and advise the Department how such change may or may not affect the site's proposed, ongoing, or completed remedial program (attach additional sheets if needed).

V. Certification Statement: Where the change of use results in a change in ownership or in responsibility for the proposed, ongoing, or completed remedial program for the site, the following certification must be completed (by owner or designated representative; see §375-1.11(d)(3)(i)):

I hereby certify that the prospective purchaser and/or remedial party has been provided a copy of any order, agreement, Site Management Plan, or State Assistance Contract regarding the Site's remedial program as well as a copy of all approved remedial work plans and reports.

Name: See Appendix A (signature page) _____ _____
(Signature) (Date)

Barry J. Haskell
(Print Name)

Address1: 9777 Vitrail Lane

Address2: Delray Beach, Florida 33446

Phone: _____ E-mail: _____

VI. Contact Information for New Owner, Remedial Party, or CoC Holder: If the site will be sold or there will be a new remedial party, identify the prospective owner(s) or party(ies) along with contact information. If the site is subject to an Environmental Easement, Deed Restriction, or Site Management Plan requiring periodic certification of institutional controls/engineering controls (IC/ECs), indicate who will be the certifying party (attach additional sheets if needed).

☑ Prospective Owner ☑ Prospective Remedial Party ☐ Prospective Owner Representative

Name: HTRF Ventures, LLC, attention: Jason Bannister

Address1: 555 W. 18th St.

Address2: New York, NY 10011

Phone: 301.275.3552 E-mail: Jason.Bannister@iac.com

Certifying Party Name: Keith Brodock, P.E., P.P., Integral Engineering P.C.

Address1: 31 West 34th Street, Suite 7196

Address2: New York, NY 10001

Phone: 212.962.4303 E-mail: kbrodock@integral-corp.com

VII. Agreement to Notify DEC after Transfer: If Section VI applies, and all or part of the site will be sold, a letter to notify the DEC of the completion of the transfer must be provided. If the current owner is also the holder of the CoC for the site, the CoC should be transferred to the new owner using DEC's form found at http://www.dec.ny.gov/chemical/54736.html. This form has its own filing requirements (see 6NYCRR Part 375-1.9(f)).

Signing below indicates that these notices will be provided to the DEC within the specified time frames. If the sale of the site also includes the transfer of a CoC, the DEC agrees to accept the notice given in VII.3 below in satisfaction of the notice required by VII.1 below (which normally must be submitted within 15 days of the sale of the site).

Within 30 days of the sale of the site, I agree to submit to the DEC:

1. the name and contact information for the new owner(s) (see §375-1.11(d)(3)(ii));
2. the name and contact information for any owner representative; and
3. a notice of transfer using the DEC's form found at http://www.dec.ny.gov/chemical/54736.html (see §375-1.9(f)).

Name: See Appendix A (signature page)
(Signature)

(Date)

Barry J. Haskell
(Print Name)

Address1: 9777 Vitrail Lane

Address2: Delray Beach, Florida 33446

Phone: 516-698-5383 E-mail: barryreg@aol.com

Continuation Sheet

☐ Prospective Owner/Holder ☐ Prospective Remedial Party ☐ Prospective Owner Representative

Name: ______________________________

Address1: ______________________________

Address2: ______________________________

Phone: ______________ E-mail: ______________________________

☐ Prospective Owner/Holder ☐ Prospective Remedial Party ☐ Prospective Owner Representative

Name: ______________________________

Address1: ______________________________

Address2: ______________________________

Phone: ______________ E-mail: ______________________________

☐ Prospective Owner/Holder ☐ Prospective Remedial Party ☐ Prospective Owner Representative

Name: ______________________________

Address1: ______________________________

Address2: ______________________________

Phone: ______________ E-mail: ______________________________

☐ Prospective Owner/Holder ☐ Prospective Remedial Party ☐ Prospective Owner Representative

Name: ______________________________

Address1: ______________________________

Address2: ______________________________

Phone: ______________ E-mail: ______________________________

☐ Prospective Owner/Holder ☐ Prospective Remedial Party ☐ Prospective Owner Representative

Name: ______________________________

Address1: ______________________________

Address2: ______________________________

Phone: ______________ E-mail: ______________________________

☐ Prospective Owner/Holder ☐ Prospective Remedial Party ☐ Prospective Owner Representative

Name: ______________________________

Address1: ______________________________

Address2: ______________________________

Phone: ______________ E-mail: ______________________________

New York State Department of Environmental Conservation

Instructions for Completing the 60-Day Advance Notification of Site Change of Use, Transfer of Certificate of Completion (CoC), and/or Ownership Form

Submit to: Chief, Site Control Section, New York State Department of Environmental Conservation, Division of Environmental Remediation, 625 Broadway, Albany NY 12233-7020

Section I	**Description**
Site Name	Official DEC site name. (see http://www.dec.ny.gov/cfmx/extapps/derexternal/index.cfm?pageid=3)
DEC Site ID No.	DEC site identification number.

Section II	**Contact Information of Person Submitting Notification**
Name	Name of person submitting notification of site change of use, transfer of certificate of completion and/or ownership form.
Address1	Street address or P.O. box number of the person submitting notification.
Address2	City, state and zip code of the person submitting notification.
Phone	Phone number of the person submitting notification.
E-mail	E-mail address of the person submitting notification.

Section III	**Type of Change and Date**
Check Boxes	Check the appropriate box(s) for the type(s) of change about which you are notifying the Department. Check all that apply.
Proposed Date of Change	Date on which the change in ownership or remedial party, transfer of CoC, or other change is expected to occur.

Section IV	**Description**
Description	For each change checked in Section III, describe the proposed change. Provide all applicable maps, drawings, and/or parcel information. If "Other" is checked in Section III, explain how the change may affect the site's proposed, ongoing, or completed remedial program at the site. Please attach additional sheets, if needed.

Section V Certification Statement

This section must be filled out if the change of use results in a change of ownership or responsibility for the proposed, ongoing, or completed remedial program for the site. When completed, it provides DEC with a certification that the prospective purchaser has been provided a copy of any order, agreement, or State assistance contract as well as a copy of all approved remedial work plans and reports.

Name	The owner of the site property or their designated representative must sign and date the certification statement. Print owner or designated representative's name on the line provided below the signature.
Address1	Owner or designated representative's street address or P.O. Box number.
Address2	Owner or designated representative's city, state and zip code.
Phone	Owner or designated representative's phone number.
E-Mail	Owner or designated representative's E-mail.

Section VI Contact Information for New Owner, Remedial Party, and CoC Holder (if a CoC was issued)

Fill out this section only if the site is to be sold or there will be a new remedial party. Check the appropriate box to indicate whether the information being provided is for a Prospective Owner, CoC Holder (if site was ever issued a COC), Prospective Remedial Party, or Prospective Owner Representative. Identify the prospective owner or party and include contact information. A Continuation Sheet is provided at the end of this form for additional owner/party information.

Name	Name of Prospective Owner, Prospective Remedial Party or Prospective Owner Representative.
Address1	Street address or P.O. Box number for the Prospective Owner, Prospective Remedial Party, or Prospective Owner Representative.
Address2	City, state and zip code for the Prospective Owner, Prospective Remedial Party, or Prospective Owner Representative.
Phone	Phone number for the Prospective Owner, Prospective Remedial Party or Prospective Owner Representative.
E-Mail	E-mail address of the Prospective Owner, Prospective Remedial Party or Prospective Owner Representative.

If the site is subject to an Environmental Easement, Deed Restriction, or Site Management Plan requiring periodic certification of institutional controls/engineering controls (IC/EC), indicate who will be the certifying party(ies). Attach additional sheets, if needed.

Certifying Party Name	Name of Certifying Party.
Address1	Certifying Party's street address or P.O. Box number.
Address2	Certifying Party's city, state and zip code.
Phone	Certifying Party's Phone number.
E-Mail	Certifying Party's E-mail address.

Section VII Agreement to Notify DEC After Property Transfer/Sale

This section must be filled out for all property transfers of all or part of the site. If the site also has a CoC, then the CoC shall be transferred using DEC's form found at http://www.dec.ny.gov/chemical/54736.html

Filling out and signing this section of the form indicates you will comply with the post transfer notifications within the required timeframes specified on the form. If a CoC has been issued for the site, the DEC will allow 30 days for the post transfer notification so that the "Notice of CoC Transfer Form" and proof of it's filing can be included. Normally the required post transfer notification must be submitted within 15 day (per 375-1.11(d)(3)(ii)) when no CoC is involved.

Name	Current property owner must sign and date the form on the designated lines. Print owner's name on the line provided.
Address1	Current owner's street address.
Address2	Current owner's city, state and zip code.

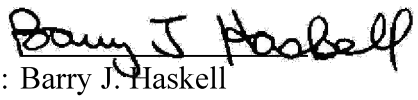
APPENDIX A

SIGNAURE BLOCK FOR SECTION V:

METRO PH RESPONSIVE LLC,
ORENCO RESPONSIVE LLC,
TARROW FAMILY RESPONSIVE LLC,
WON FP HOLDINGS RESPONSIVE LLC,
TAFFEL HOLDING RESPONSIVE LLC,
CCMR RESPONSIVE LLC,
RLC RESPONSIVE LLC,
MTL RESPONSIVE LLC,
CJC RESPONSIVE LLC,
RLC RESPONSIVE PARTNERS LLC, and
TML RESPONSIVE PARTNERS LLC

By: RTC Tri-Family Manager, non-member manager of each of the above Transferor Entities

By: BHC Management, LLC, its manager

By:  Dated: March 7, 2023
Name: Barry J. Haskell
Its: Managing Member

SIGNAURE BLOCK FOR SECTION VII:

METRO PH RESPONSIVE LLC,
ORENCO RESPONSIVE LLC,
TARROW FAMILY RESPONSIVE LLC,
WON FP HOLDINGS RESPONSIVE LLC,
TAFFEL HOLDING RESPONSIVE LLC,
CCMR RESPONSIVE LLC,
RLC RESPONSIVE LLC,
MTL RESPONSIVE LLC,
CJC RESPONSIVE LLC,
RLC RESPONSIVE PARTNERS LLC, and
TML RESPONSIVE PARTNERS LLC

By: RTC Tri-Family Manager, non-member manager of each of the above Transferor Entities

By: BHC Management, LLC, its manager

By:  Dated: March 7, 2023
Name: Barry J. Haskell
Its: Managing Member