



**NEW YORK STATE
DEPARTMENT OF ENVIRONMENTAL CONSERVATION**



**BROWNFIELD CLEANUP PROGRAM (BCP)
ECL ARTICLE 27 / TITLE 14**

07/2010

DEPARTMENT USE ONLY
BCP SITE #

Section I. Requestor Information

NAME **WB Pinebrook Associates, LLC**

ADDRESS **570 Taxter Road, Sixth Floor**

CITY/TOWN **Elmsford, NY** ZIP CODE **10523**

PHONE **914-347-3333** FAX **914-909-7328** E-MAIL **bbalter@wilderbalter.com**

Is the requestor authorized to conduct business in New York State (NYS)? Yes No
 -If the requestor is a Corporation, LLC, LLP or other entity requiring authorization from the NYS Department of State to conduct business in NYS, the requestor's name must appear, exactly as given above, in the NYS Department of State's Corporation & Business Entity Database. A print-out of entity information from the database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS.

NAME OF REQUESTOR'S REPRESENTATIVE **Bill Balter, Managing Member**

ADDRESS **570 Taxter Road, Sixth Floor**

CITY/TOWN **Elmsford, NY** ZIP CODE **10523**

PHONE **914-347-3333** FAX **914-909-7328** E-MAIL **bbalter@wilderbalter.com**

NAME OF REQUESTOR'S CONSULTANT **Galli Engineering, Richard Galli, P.E.**

ADDRESS **734 Walt Whitman Road Suite 402A NY**

CITY/TOWN **Melville,, NY** ZIP CODE **11747**

PHONE **631-271-9292** FAX **631-271-9345** E-MAIL **rgalli@gallieng.com**

NAME OF REQUESTOR'S ATTORNEY **Linda R. Shaw, Esq., Knauf Shaw LLP**

ADDRESS **1400 Crossroads Building, 2 State Street**

CITY/TOWN **Rochester, New York** ZIP CODE **14614**

PHONE **585-546-8430** FAX **585-546-4324** E-MAIL **lshaw@nyenvlaw.com**

THE REQUESTOR MUST CERTIFY THAT HE SHE IS EITHER A PARTICIPANT OR VOLUNTEER IN ACCORDANCE WITH ECL 27-1405 (1) BY CHECKING ONE OF THE BOXES BELOW:

PARTICIPANT
 A requestor who either 1) was the owner of the site at the time of the disposal of hazardous waste or discharge of petroleum or 2) is otherwise a person responsible for the contamination, unless the liability arises solely as a result of ownership, operation of, or involvement with the site subsequent to the disposal of hazardous waste or discharge of petroleum.

VOLUNTEER
 A requestor other than a participant, including a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site subsequent to the disposal of hazardous waste or discharge of petroleum.
 NOTE: By checking this box, the requestor certifies that he/she has exercised appropriate care with respect to the hazardous waste found at the facility by taking reasonable steps to: i) stop any continuing discharge; ii) prevent any threatened future release; and iii) prevent or limit human, environmental, or natural resource exposure to any previously released hazardous waste.

Requestor Relationship to Property (check one)

Previous Owner Current Owner Potential / Future Purchaser Other _____

If requestor is not the site owner, requestor will have access to the property throughout the BCP project. Yes No
 -Proof of site access must be submitted for non-owners

Section III. Current Property Owner/Operator Information

OWNER'S NAME **Larchmont Realty, LLC Palmer Development LLC c/o Dick Esposito**

ADDRESS **9 John Walsh Blvd, Suite 401**

CITY/TOWN **Peekskill, New York**

ZIP CODE **10566**

PHONE **(914) 739-4866**

FAX **(914) 739-5996**

E-MAIL **dick@espositobuilders.com**

OPERATOR'S NAME **Same as Above**

ADDRESS

CITY/TOWN

ZIP CODE

PHONE

FAX

E-MAIL

Section IV. Requestor Eligibility Information (Please refer to ECL § 27-1407)

If answering "yes" to any of the following questions, please provide an explanation as an attachment.

1. Are any enforcement actions pending against the requestor regarding this site? Yes No
2. Is the requestor subject to an existing order relating to contamination at the site? Yes No
3. Is the requestor subject to an outstanding claim by the Spill Fund for this site? Yes No
4. Has the requestor been determined to have violated any provision of ECL Article 27? Yes No
5. Has the requestor previously been denied entry to the BCP? Yes No
6. Has the requestor been found in a civil proceeding to have committed a negligent or intentionally tortious act involving contaminants? Yes No
7. Has the requestor been convicted of a criminal offense that involves a violent felony, fraud, bribery, perjury, theft, or offense against public administration? Yes No
8. Has the requestor knowingly falsified or concealed material facts or knowingly submitted or made use of a false statement in a matter before the Department? Yes No
9. Is the requestor an individual or entity of the type set forth in ECL 27-1407.9(f) that committed an act or failed to act, and such act or failure to act could be the basis for denial of a BCP application? Yes No

Section V. Property Eligibility Information (Please refer to ECL § 27-1405)

1. Is the property, or was any portion of the property, listed on the National Priorities List? Yes No
If yes, please provide relevant information as an attachment.
2. Is the property, or was any portion of the property, listed on the NYS Registry of Inactive Hazardous Waste Disposal Sites? Yes No
If yes, please provide: Site # _____ Class # _____
3. Is the property subject to a permit under ECL Article 27, Title 9, other than an Interim Status facility? Yes No
If yes, please provide: Permit type: _____ EPA ID Number: _____
Date permit issued: _____ Permit expiration date: _____
4. Is the property subject to a cleanup order under navigation law Article 12 or ECL Article 17 Title 10? Yes No
If yes, please provide: Order # _____
5. Is the property subject to a state or federal enforcement action related to hazardous waste or petroleum? Yes No
If yes, please provide explanation as an attachment.

Section VI. Project Description

What stage is the project starting at? Investigation Remediation

Please attach a description of the project which includes the following components:

- Purpose and scope of the project
- Estimated project schedule

Section VII. Property's Environmental History

To the extent that existing information/studies/reports are available to the requestor, please attach the following:

1. Environmental Reports

A Phase I environmental site assessment report prepared in accordance with ASTM E 1527 (American Society for Testing and Materials: Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process), and all environmental reports related to contaminants on or emanating from the site.

If a final investigation report is included, indicate whether it meets the requirements of ECL Article 27-1415(2): Yes No

2. SAMPLING DATA: INDICATE KNOWN CONTAMINANTS AND THE MEDIA WHICH ARE KNOWN TO HAVE BEEN AFFECTED. LABORATORY REPORTS SHOULD BE REFERENCED AND COPIES INCLUDED.

Contaminant Category	Soil	Groundwater	Surface Water	Sediment	Soil Gas
Petroleum	x	x			x
Chlorinated Solvents		x			x
Other VOCs					
SVOCs	x	x			
Metals	x	x			
Pesticides					
PCBs					
Other*					

*Please describe: coal storage site

3. SUSPECTED CONTAMINANTS: INDICATE SUSPECTED CONTAMINANTS AND THE MEDIA WHICH MAY HAVE BEEN AFFECTED. PROVIDE BASIS FOR ANSWER AS AN ATTACHMENT.

Contaminant Category	Soil	Groundwater	Surface Water	Sediment	Soil Gas
Petroleum	x	x			x
Chlorinated Solvents	x	x			x
Other VOCs	x	x			x
SVOCs	x	x			
Metals	x	x			
Pesticides					
PCBs					
Other*					

*Please describe:

4. INDICATE KNOWN OR SUSPECTED SOURCES OF CONTAMINANTS (CHECK ALL THAT APPLY). PROVIDE BASIS FOR ANSWER AS AN ATTACHMENT.

- Above Ground Pipeline or Tank
 Lagoons or Ponds
 Underground Pipeline or Tank
 Surface Spill or Discharge
 Routine Industrial Operations
 Dumping or Burial of Wastes
 Septic tank/lateral field
 Adjacent Property
 Drums or Storage Containers
 Seepage Pit or Dry Well
 Foundry Sand
 Electroplating
 Coal Gas Manufacture
 Industrial Accident
 Unknown

Other: Coal Storage

5. INDICATE PAST LAND USES (CHECK ALL THAT APPLY):

- Coal Gas Manufacturing
 Manufacturing
 Agricultural Co-op
 Dry Cleaner
 Salvage Yard
 Bulk Plant
 Pipeline
 Service Station
 Landfill
 Tannery
 Electroplating
 Unknown

Other: Coal Storage

6. PROVIDE A LIST OF PREVIOUS PROPERTY OWNERS AND OPERATORS WITH NAMES, LAST KNOWN ADDRESSES AND TELEPHONE NUMBERS AS AN ATTACHMENT. DESCRIBE REQUESTOR'S RELATIONSHIP, IF ANY, TO EACH PREVIOUS OWNER AND OPERATOR. IF NO RELATIONSHIP, PUT "NONE".

Section VIII. Contact List Information

Please attach, at a minimum, the names and addresses of the following:

1. The chief executive officer and planning board chairperson of each county, city, town and village in which the property is located.
2. Residents, owners, and occupants of the property and properties adjacent to the property.
3. Local news media from which the community typically obtains information.
4. The public water supplier which services the area in which the property is located.
5. Any person who has requested to be placed on the contact list.
6. The administrator of any school or day care facility located on or near the property.
7. The location of a document repository for the project (e.g., local library). In addition, attach a copy of a letter sent to the repository acknowledging that it agrees to act as the document repository for the property.

Section IX. Land Use Factors (Please refer to ECL § 27-1415(3))

1. Current Use: Residential Commercial Industrial Vacant Recreational (check all that apply)
Provide summary of business operations as an attachment.

2. Intended Use Post Remediation: Unrestricted Residential Commercial Industrial (check all that apply)
Provide specifics as an attachment.

3. Do current historical and/or recent development patterns support the proposed use? (See #14 below re: discussion of area land uses)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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4. Is the proposed use consistent with applicable zoning laws/maps?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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5. Is the proposed use consistent with applicable comprehensive community master plans, local waterfront revitalization plans, designated Brownfield Opportunity Area plans, other adopted land use plans?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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6. Are there any Environmental Justice Concerns? (See §27-1415(3)(p)).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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7. Are there any federal or state land use designations relating to this site?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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8. Do the population growth patterns and projections support the proposed use?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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9. Is the property accessible to existing infrastructure?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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10. Are there important cultural resources, including federal or state historic or heritage sites or Native American religious sites within ½ mile?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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11. Are there important federal, state or local natural resources, including waterways, wildlife refuges, wetlands, or critical habitats of endangered or threatened species within ½ mile?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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12. Are there floodplains within ½ mile?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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13. Are there any institutional controls currently applicable to the property?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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14. Describe the proximity to real property currently used for residential use, and to urban, commercial, industrial, agricultural, and recreational areas in an attachment.

15. Describe the potential vulnerability of groundwater to contamination that might migrate from the property, including proximity to wellhead protection and groundwater recharge areas in an attachment.

16. Describe the geography and geology of the site in an attachment.

Section X. Statement of Certification and Signatures

(By requestor who is an individual)

If this application is approved, I acknowledge and agree to the general terms and conditions set forth in DER-32 *Brownfield Cleanup Program Applications and Agreements* and to execute a Brownfield Cleanup Agreement (BCA) within 60 days of the date of DEC's approval letter. I also agree that in the event of a conflict between the general terms and conditions of participation set forth in DER-32 and the terms contained in a site-specific BCA, the terms in the BCA shall control. I hereby affirm that information provided on this form and its attachments is true and complete to the best of my knowledge and belief. I am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to section 210.45 of the Penal Law.

Date: _____ Signature: _____ Print Name: _____

(By an requestor other than an individual)

I hereby affirm that I am Managing Member (title) of WB Pinebrook, LLC (entity); that I am authorized by that entity to make this application; that this application was prepared by me or under my supervision and direction. If this application is approved, I acknowledge and agree to the general terms and conditions set forth in DER-32 *Brownfield Cleanup Program Applications and Agreements* and to execute a Brownfield Cleanup Agreement (BCA) within 60 days of the date of DEC's approval letter. I also agree that in the event of a conflict between the general terms and conditions of participation set forth in DER-32 and the terms contained in a site-specific BCA, the terms in the BCA shall control. I hereby affirm that information provided on this form and its attachments is true and complete to the best of my knowledge and belief. I am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to Section 210.45 of the Penal Law.

Date: 7/26/2013 Signature:  Print Name: William Balter

SUBMITTAL INFORMATION:

Three (3) complete copies are required.

- Two (2) copies, one paper copy with original signatures and one electronic copy in Portable Document Format (PDF) on a CD, must be sent to:

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

- One (1) paper copy must be sent to the DEC regional contact in the regional office covering the county in which the site is located. Please check our [website](#) for the address of our regional offices.

FOR DEPARTMENT USE ONLY

BCP SITE T&A CODE: _____ LEAD OFFICE: _____

**BCP APPLICATION
SUPPORT
INFORMATION**

BCP APPLICATION SUPPORT

Exhibit List

- Exhibit A - DOS Form for Requestor's LLC**
- Exhibit B - Site Access Agreement**
- Exhibit C - Site Location Map**
- Exhibit D - Tax Parcel Map**
- Exhibit E - Survey of Property**
- Exhibit F - Adjacent Use Site Map**
- Exhibit G - Deed**
- Exhibit H - Previous Owners and Operators Chart**
- Exhibit I - Soil and Groundwater Exceedances Map of Main Hot Spot Area**
- Exhibit J - Site Contact List**
- Exhibit K - Library Letter**
- Exhibit L - Site Easement Map**
- Exhibit M - Site Plan Resolution**
- Exhibit N- Amended Site Plan**
- Exhibit O- Larchmont Front Elevation A**

The following Environmental Reports are Separately Attached:

- **2006 Phase I Environmental Site Assessment**
- **2010 Phase I Environmental Site Assessment**
- **October 2010 Limited Phase II Environmental Site Investigation**
- **April 2011 Subsurface Investigation Report**
- **June 2011 Remedial Action Work Plan**
- **December 2011 Spill Remediation Report**
- **May 2012 Post-Remediation QA Confirmatory Environ. Site Investigation Report**
- **February 2013 Correspondence between HES and NYSDEC**
- **April 2013 Subsurface Investigation and Remedial Action Work Plan**
- **May 2013 Remedial Action Work Plan Addendum**

SECTION I - REQUESTOR INFORMATION

The Requestor WB Pinebrook Associates, LLC is a New York domestic limited liability company doing business in New York. *See* Exhibit A, DOS listing. The Requestor's relationship to the property is that of a prospective purchaser. The current owner has granted a site access agreement to perform the work required by the program. *See* Exhibit B. The Requestor had no role in the contamination of the Site. The remediation and redevelopment of this property, located at North Avenue and 2101 Palmer Avenue¹ in Larchmont, New York will provide the Village of Larchmont with court-mandated fair and affordable housing development and eliminate an under-utilized and contaminated mostly-vacant lot near a key Metro North train station to create a transit-oriented development project.

SECTION II - PROPERTY INFORMATION

II.5: PROPERTY DESCRIPTION NARRATIVE:

The 1.519 acre "Site", which is the subject of this application, consists of two former adjacent tax parcels (6-602-494.2 and 6-601-486.1) with collective property addresses of North Avenue and 2101 Palmer Avenue, Larchmont, New York. *See* Exhibit C, Site Location Map, Exhibit D, Tax Parcel Map. The North Avenue Parcel has occasionally been referred to as 2103 Palmer Avenue. *See* footnote 1, below.

Section	Block	Lot	Official Address	Acreage
6	602	494.2	North Avenue	0.7544
6	601	486.1	2101 Palmer Avenue	0.7646
			Project Site Total	1.519 acres

As noted above, the total lot area is 66,168 square feet or 1.519 acres. *See* Exhibit E, Survey of Property.

The Site is located north of Palmer Avenue and southeast of the New England Thruway (Interstate 95) and New York/New Haven Metro North Railroad Line. Adjacent properties include:

¹ The Title Search and Contract of Sale both list Parcel I (Section 6, Block 602, Lot 494.2) with an address of North Avenue, Larchmont NY and Parcel II (Section 6, Block 601, Lot 486.1) with an address of 2101 Palmer Avenue. The Contract of Sale uses the addresses of 2101 and 2103 Palmer Avenue but there are also documents that list the addresses as 2101 and 2105 Palmer Avenue. Since the official addresses are North Avenue and 2101 Palmer Avenue, these addresses have been used. However, the other addresses noted may be seen in the various attached reports and files.

Compass Direction	Adjacent Properties
West	New York/New Haven Metro North Railroad and Interstate 95
North	New York/New Haven Metro North Railroad and Interstate 95. There is commercial development to the northeast as depicted on the adjacent property map.
East	Commercial businesses, including an animal hospital, nursery school, and medical offices adjacent to Palmer Avenue.
South	Retail stores, Jack's Auto Service Station. To the southwest there is a shopping center with a Laundromat.

The Site that will be the subject of this application is depicted on a United States Geological Survey (USGS) Topographic Map – Town of Mamaroneck, Village of Larchmont. *See Exhibit C (Site Location Map), Exhibit E (Survey of Property).*

As depicted above in the chart, land uses within a quarter-mile of the Site are predominantly commercial. *See Exhibit F, Adjacent Use Site Map.*

Historically, the Site had been used by several companies, including the predecessors to the Metro North railroad. Chatsworth Coal and Supply Company, whose uses included a rail line and associated freight depot, and Henigson's Building Materials, had industrial buildings on-Site. The Site is presently a vacant, open lot, which is partially paved with asphalt and/or concrete. The Northern portion of the Property is fenced and rented to store trailers and trucks. The remainder of the Property is vacant. The attached Phase I Environmental Assessment Report (hereinafter "Phase I Report") determined that it was listed as part of the Chatsworth Coal and Supply Company as early as 1919. *See Phase I Report separated attached.*

SECTION III - CURRENT PROPERTY OWNER/OPERATOR INFORMATION

The North Avenue Parcel (Tax Block & Lot 6-602-494.2), which is also known as Parcel #1 and is 0.7544 acres as depicted on the attached survey map in Exhibit E, is currently owned by Palmer Development, LLC, which is affiliated with Esposito Builders Inc. since these entities share the same address and business owner, Dick Esposito. The 2101 Palmer Avenue Parcel (Tax Block & Lot 6-601-486.1) which is also known as Parcel #2 and is 0.7646 acres as depicted on the attached survey map in Exhibit E, is currently owned by Larchmont Realty, LLC, which is also affiliated with Esposito Builders Inc. since these entities share the same address and business owner, Dick Esposito. The legal description for the Site, which collectively includes both Parcels known as Parcel #1 and Parcel #2 is present on the survey map in Exhibit E and in the deed in Exhibit G when Esposito Builders purchased the two parcels from Collins Brothers

Moving Corporation. The two parcels have historically been used together as one site despite their distinct tax block and lot numbers, but have periodically been held by different owners.

The current Site use is mostly vacant but is partially used for storage of trailers and trucks. The rest of the site is vacant. There are no structures on the Site. The redevelopment of the Site is for a residential affordable housing project.

SECTION IV – REQUESTOR ELIGIBILITY INFORMATION

The information provided in the application confirms the Requestor is an eligible requestor in compliance with ECL§27-1407. The Requestor is a prospective purchaser which had no role in the contamination of the site.

SECTION V – PROPERTY ELIGIBILITY INFORMATION

In addition to the responses on the application form, which clarify the property is not an ineligible site pursuant to the brownfield site exceptions in ECL§27-1405, the following information further demonstrates this Site's eligibility for the BCP. First, the Site meets the definition of an eligible "brownfield site", defined by statute as "real property, the redevelopment or reuse of which may be complicated by the presence or potential presence of a contaminant" by the Department. Environmental investigation results show evidence of impact from petroleum spills and metal contamination from the property's previous use by the predecessor railroad company of Metro North (i.e. New York, New Haven, and Hartford Railroad Company), Chatsworth Coal and Supply Company and Henigson's Building Materials. *See Exhibit H, Previous Owners and Operators Chart.* This has caused heavy metal contamination to soil as well as free-phase petroleum hydrocarbon (FPHC), petroleum hydrocarbon (PHC), volatile organic compounds (VOCs), and semi-volatile organic compound (SVOCs) contamination in soil and groundwater.

Contamination, which has been linked to petroleum spills and the past industrial use of the Site, has been documented to be present in on-Site soil and groundwater pursuant to several limited Phase II investigations performed. The adjacent Metro North Property is the site of a petroleum spill discovered in June, 2012 (NYSDEC Spill No. 1202766). *See Exhibit I Soil and Groundwater Exceedances Map, April 2011 Subsurface Investigation Report, May 2012 Post-Remediation QA Confirmatory Environmental Site Investigation Report, April 2013 Subsurface Investigation and Remedial Action Work Plan.* Some of the on-Site contamination has migrated onto the Site from an off-site source. Since such documented soil, groundwater and potential vapor contamination on the Site has complicated redevelopment, and has caused start-up project delays for well over two years, the Site meets the brownfield site statutory definition in Environmental Conservation Law §27-1405(2), and the regulatory eligibility definition in 6 NYCRR §375-3.3(a)(1), as collectively demonstrated by:

- Property Description above, which demonstrates the Site must be remediated for the planned residential development project;
- Property's Environmental History Section VII below, and the Phase I and II reports separately attached, which summarize the environmental history of the Site; and

- Actual Site contamination data documented in three Site investigation reports, which has been linked to the former uses on the Site and the petroleum spills, and which data is summarized herein.

While the current owner has attempted in the past to remediate the Site under the spills program, it remains contaminated. This Site, while in a prime location in an area of high commercial and retail use, has remained underutilized since its industrial past. Both the current owner and the Requestor have commissioned numerous environmental reports in order to delineate the contamination on the Site but more investigation is still needed to complete a full delineation of the contamination for purposes of a residential Site redevelopment. *See* attached environmental reports.

The purpose of this project is to develop an underutilized portion of Larchmont into an affordable housing development, which is made possible by \$9 million of New York State and Westchester County grants, all of which are in place. The proposed residential reuse for the Site will provide new downtown living options for working families in the New York metro area. With its location adjacent to the Metro North train station this affordable housing community is therefore a transit oriented development project. The Site is situated in an area with heavy retail and commercial presence. The development of the Site also has been approved by the Village, which issued Site Plan Approval for the development of residential, multi-family housing with portions set aside for affordable Workforce Housing. This assists the County of Westchester in meeting its court-ordered obligation to facilitate the construction of affordable housing in the County. An appurtenant parking lot will contain approximately 100 parking spaces for residents.

Overall, the State of New York, the County of Westchester, and the Village of Larchmont stand to substantially gain from the remediation and redevelopment of this unutilized contaminated property. However, the Site is severely challenged, and needs to be deemed an eligible brownfield in order to proceed with any planned reuse. The repeated discovery of VOCs in groundwater will make the project even more challenging.

Since the Site soils and groundwater contain hazardous substances in excess of the unrestricted residential cleanup standards promulgated in 6 NYCRR Part 375-6.8(a), the Site is a brownfield, particularly given that the intended use of the Site is residential, and such use is consistent with the County and City's obligations and development plans for the community.

The current data documenting actual contamination discovered to date, coupled with the history of industrial use, make it reasonable to believe additional contamination is present, and will be further uncovered throughout the entire Site requiring remediation. *See* Exhibit I. Therefore, the Site meets the first contamination element:

- (i) there must be confirmed contamination on the property or a reasonable basis to believe that contamination is likely to be present on the property;

See 6 NYCRR §375-3.3(a)(1)(i).

In addition to confirmed and suspect contamination:

(ii) there must be a reasonable basis to believe that the contamination or potential presence of contamination may be complicating the development, use or re-use of the property.

See 6 NYCRR §375-3.3(a)(1)(ii).

According to the Department's March 3, 2005 Revised Eligibility Guidance document:

3. In determining whether there is a reasonable basis to believe that the contamination or potential presence of contamination may be complicating the development, use or re-use of the property, the Department will consider the following factors, to the extent such factors are relevant to the proposed site:

(A) whether the proposed site is idled, abandoned or underutilized;

(B) whether the proposed site is unattractive for redevelopment or reuse due to the presence or reasonable perception of contamination;

(C) whether properties in the immediate vicinity of the proposed site show indicators of economic distress such as high commercial vacancy rates or depressed property values; and/or

(D) whether the estimated cost of any necessary remedial program is likely to be significant in comparison to the anticipated value of the proposed site as redeveloped or reused.

The Site at issue meets these eligibility factors as follows:

(A) Idled, abandoned and underutilized – The Site has operated as essentially a vacant lot for nearly thirty (30) years since demolition of an industrial building on-site in 1983. Several sections are enclosed by chain-link fences. Almost the entire property is paved with asphalt and was historically used by a coal company as a freight depot as early as 1919. Since the highest and best use of this land is not being realized given its location adjacent to a train station and retail area with significant amenities, the Site meets the first brownfield site complication eligibility factor as it is underutilized.

(B) Unattractive for redevelopment or reuse due to the presence or reasonable perception of contamination – The Site has been occupied by a number of industrial end users over many years for coal related storage and other industrial uses. The Site appears to have various types of contamination from the different historic uses, and from adjoining brownfield sites, which will not only complicate the cleanup, but also the redevelopment. For example, the Site was utilized as a freight depot by Chatsworth Coal & Supply Co. as far back as 1919. The industrial facility was comprised of railroad tracks, railroad beds, and platforms. It was later used by Henigson's Building Materials, when buildings were constructed that served industrial uses and storage. These on-site buildings were subsequently demolished in 1983, and the property has been a vacant lot ever since. *See* Exhibit H, Previous Owners and Operators Chart. Additionally, contaminated fill materials have been used in past remediation efforts. The quality and nature of these fill materials has been investigated and reported in the May 2012 Post-Remediation QA Confirmatory Environmental Site Investigation Report.

(C) Whether properties in the immediate vicinity of the proposed site show indicators of economic distress – While there is no specific evidence of high economic distress in properties in the immediate vicinity of the Site, the entire County of Westchester has been mandated by the courts to facilitate the construction of affordable housing. The planned development for this site is ideal for aiding in this goal without diminishing the property values of adjacent properties because of its unique physical location behind an existing row of buildings.

(D) Estimated cost of any necessary remedial program is likely to be significant in comparison to the anticipated value of the proposed site as redeveloped or reused - With respect to the fourth cost factor, while final costs are not yet available since Site investigation will continue under the BCP and soil will be tested during the remediation process to determine the areas to excavate, the cost of remediation will likely be significant, and at least proportional to the cost of redevelopment. This Site remediation will be complicated due to the presence of groundwater contamination. The planned use for the Site is a multi-family residences, and will likely require extensive Site work and remediation since contamination has been found in many areas of the Site and extensive excavation will be required to prepare the Site for the redevelopment project.

It is difficult to accurately anticipate the future value of the land, particularly before the remediation work is accomplished. To date, groundwater contamination has been discovered, which will make the investigation and remediation more expensive. The Requestor will perform a comprehensive remediation with the goal of achieving the highest level of residential standards feasible in order to assure the safety of future residential users. However, at this time, the Requestor can only predict that the remedial cost will be significant, and is an upfront cost that will have to be expended in order to even minimally enhance the future value of the Site.

In sum, there is a reasonable basis to believe that the currently known contamination and suspect potential contamination is complicating development, and as such the fourth complication element of the State's current eligibility test in its Eligibility Guidance document has been met.

SECTION VI: PROJECT DESCRIPTION

A. PURPOSE AND SCOPE OF THE PROJECT

A proposed multi-family residential use is planned for the Site. The projects has already been designed and has received site plan approval by the County and Village. The project will involve construction of two four-story apartment buildings (three stories of residential apartments) with 23 and 28 units respectively, grade level parking (underneath the first floor), additional parking throughout the site (112 total spaces) and one elevator in each building. The Site will provide the County of Westchester with court-mandated fair and affordable housing, and will include a specified number of apartments reserved for specially regulated affordable housing known as Workforce Housing. The type of construction is Type V A and the building foundations are approximately 9167 square feet (Building #1) and 12013 square feet (Building #2). Building #1 is approximately 44'5" high from the parking level floor to the roof deck and Building #2 is approximately 41'5" high from the parking level floor to the roof deck. Major work activities include remedial work, excavation, rock removal, site work, cast in place

concrete foundations, installation of a storm water collection system, placement of utilities, installation of asphaltic parking surfaces and construction of buildings. The Site is adjacent to Metropolitan Transportation Authority property (including railroad tracks), in close proximity to Interstate 95 and also adjacent to a gas station (please see supporting documentation / maps).

B. ESTIMATED PROJECT SCHEDULE

Upon receiving the DEC's acceptance into the BCP, Remedial Investigation Work Plan will be submitted with 3-4 weeks. Upon completion of the Remedial Investigation in approximately another month from approval, the Remedial Action Work Plan (RAWP) will be submitted. While the area in and around the known spill has been subject to many investigations and a RAWP has been prepared, the remainder of the Site has not been significantly studied for purposes of remediation. Subsequent to the RAWP and Alternative Analysis, pending DEC's review process, remediation is expected to begin on, or about, November 1st, 2013. Site work will begin fifteen (15) days later. Construction on Building #1 is anticipated to begin on February 1st, 2014 and on Building #2 on February 15th, 2014. Remediation is expected to be completed by March 15th, 2014 and the buildings are expected to be completed on October 1st and mid November, 2014 respectively. Upon completion of the remedial work the Final Engineering Report (FER) will be submitted, along with, if necessary, a Site Management Plan (SMP), at which point a Certificate of Completion (COC) will be requested.

- Remedial work is expected to take four and a half (4.5) months or 135 days
- Construction of Building #1 is expected to take eight (8) months or 242 days
- Construction of Building #2 is expected to take (9) months or 272 days
- Final Engineering Report will be submitted approximately six (6) weeks after the remedial work has been completed (approximately May 1st, 2014)
- Request for Certificate of Completion (May 2014)

SECTION VII - PROPERTY ENVIRONMENTAL HISTORY

1. SUMMARY OF ENVIRONMENTAL REPORTS

The following environmental reports are attached:

- Phase I Environmental Site Assessment ("ESA"). Prepared pursuant to ASTM Practice E1527-05, dated 2006. Prepared by Tim Miller Associates, Inc. for Wilder Balter Partners, Inc.
- Phase I Environmental Site Assessment ("ESA"). Prepared pursuant to ASTM Practice E1527-05, dated September 1, 2010. Prepared by Tim Miller Associates, Inc. for Wilder Balter Partners, Inc.
- Limited Phase II Environmental Site Investigation ("LESI"). Dated October 14, 2010. Prepared by Tectonic Engineering & Surveying Consultants P.C. for Griffon Associates, Inc.
- Subsurface Investigation Report ("SIR"). Dated April 2011. Prepared by HydroEnvironmental Solutions, Inc.

- Remedial Action Work Plan (“RAWP”). Dated June 14, 2011. Prepared by HydroEnvironmental Solutions, Inc.
- Spill Remediation Report (“SRR”). Dated December 2011. Prepared by HydroEnvironmental Solutions, Inc. for Mr. Richard Esposito.
- Post-Remediation QA Confirmatory Environmental Site Investigation Report (“PRSIR”). Dated May 22, 2012. Prepared by Tectonic Engineering & Surveying Consultants P.C. for Wilder Balter Partners, Inc.
- Correspondence between HydroEnvironmental Solutions and NYSDEC. Dated February 25, 2013.
- Subsurface Investigation and Remedial Action Work Plan (“SIRRAWP”). Dated April 4, 2013. Prepared by HydroEnvironmental Solutions, Inc.
- Remedial Action Work Plan Addendum. Dated May 3, 2013. Prepared by HydroEnvironmental Solutions, Inc.

The contents of these reports are summarized below:

A. 2006 Phase I Environmental Site Assessment (“ESA”)

This assessment was prepared for Esposito Builders, Inc. The purpose of the assessment was to provide a preliminary evaluation of the potential environmental risks associated with the Site. Topographic maps, Sanborn maps, aerial photographs, interviews, and property records were all utilized to establish the following Site history:

The Site was part of the Chatsworth Coal and Supply Company as far back as 1919. At that time it had railroad tracks running through it. By 1947, several structures related to Henigson’s Building Materials had been constructed on the Site’s northeastern corner. By 1974, a designated parking area had been added in the southern portion of the site. In 1983, the Henigson’s Building Materials structures were demolished. The property is now primarily vacant, with no structures. With the exception of one bedrock outcrop, the entire Site is paved. It is used as storage for trucks, trailers, and a boat, and has two fenced in areas on the northern and southwestern sections. The owners are now Palmer Development, LLC and Larchmont Realty, LLC. *See Exhibit H, Previous Owners & Operators Chart.*

According to the environmental databases reviewed, the Site itself did not appear on any of the databases but there have been 80 leaking tanks within one-half (1/2) of a mile and 6 spill sites within one-eighth (1/8) of a mile from the Site. However, the Phase I concluded these sites would not have an environmental impact on this Site since the LTANKS and spills files were listed as closed and/or far enough away. The Phase I determined there are 8-10 RCRA Generators within the ASTM search radius, all of which are classified as SQGs. At this point, the Phase I did not recommend any further action.

B. 2010 Phase I Environmental Site Assessment (“ESA”)

This assessment was prepared for the prospective purchaser WBP. With the exception of some small updates to lists, the information in this ESA is largely identical to the information in the 2006 ESA. The purpose of the assessment was to provide a preliminary evaluation of the

potential environmental risks associated with the Site. Topographic maps, Sanborn maps, aerial photographs, interviews, and property records were all utilized to establish the following Site history:

The Site was part of the Chatsworth Coal and Supply Company as far back as 1919. At that time it had railroad tracks running through it. By 1947, several structures related to Henigson's Building Materials had been constructed on the Site's northeastern corner. By 1974, a designated parking area had been added in the southern portion of the site. In 1983, the Henigson's Building Materials structures were demolished. The property is now primarily vacant, with no structures. With the exception of one bedrock outcrop, the entire Site is paved. It is used as storage for trucks, trailers, and a boat, and has two fenced in areas on the northern and southwestern sections. The owners are now Palmer Development, LLC., and Larchmont Realty, LLC. *See Exhibit H, Previous Owners & Operators Chart.*

According to the environmental databases reviewed, the Site itself did not appear on any of the databases but there have been 89 leaking tanks within one-half (1/2) of a mile and 9 spill sites within one-eighth (1/8) of a mile from the Site. However, the Phase I concluded these sites would not have an environmental impact on this Site since the LTANKS and spills files were listed as closed and/or far enough away. The Phase I determined there are 5 RCRA Generators within the ASTM search radius, two of these sites are classified as SQGs and the remaining 3 are classified as CESQGs. At this point, the Phase I did not recommend any further action.

C. October 2010 Limited Phase II Environmental Site Investigation

This limited investigation performed for the site was prepared by Tectonic for Griffon Associates, Inc. The purpose of the investigation was to delineate an area of petroleum impacted soils encountered during a geotechnical subsurface investigation performed by Tectonic on September 20, 2010. On September 20 and 21, eight (8) test pits and seven (7) geotechnical borings were performed at various locations on the property. Petroleum was found seeping from the walls of one test pit, and petroleum odors were found in another test pit and a boring. This limited Phase II ESA was performed in order to provide a preliminary delineation of the area affected by the petroleum contamination and to evaluate the probable source.

On September 27, 2010 Tectonic performed ten (10) soil borings throughout the Site to depths ranging from 6-11.5 feet below grade surface (bgs). *See Phase II LESI Figure II Boring and Test Pit Location Plan.* Three borings did not exhibit petroleum odors, staining, or elevated PID readings that would indicate the presence of petroleum or other apparent contaminants. The remaining seven borings however, did. In two borings, petroleum contamination was found below the water table. Two soil samples were submitted for VOC analysis. One sample showed the presence of one VOC and four SVOCs above laboratory reporting limits. The other sample showed the presence of seven VOCs and one SVOC above laboratory reporting limits. However, though VOCs and SVOCs were found above laboratory reporting limits in both samples, at this time, in neither sample did the presence of VOCs and SVOCs exceed the applicable NYSDEC Spills Technology and Remediation Series (STARS) recommended soil cleanup objectives (RSCO). Testing also found that in one of the samples, two polycyclic aromatic hydrocarbons (PAHs) above their respective NYSDEC STARS RSCOs.

The report recommended further investigation in order to better locate the source of the contamination and confirm that the site's groundwater had been impacted. The report further recommended that contaminated soil be disposed of and the proposed structure should be evaluated for the potential for vapor intrusion.

D. April 2011 Subsurface Investigation Report

Due to the findings of the Tectonic investigation, HydroEnvironmental Solutions was retained by the current owners to conduct a subsurface investigation at the site. HES completed test pit excavation, monitor well installation, field screening, collection of soil samples for the presence of petroleum vapors, and the collection of water level measurements and groundwater samples from the monitor wells.

HES excavated nine (9) test pits across the Site. Of the nine test-pits, five found PHC impacts, including FPHC. Soil from four test-pits was tested for lead, which was detected in all samples. Lead was above NYSDEC Unrestricted Use Soil Cleanup Objectives (SCOs) in one sample at test pit 9 at a concentration of 98,100 micrograms per kilogram. VOCs were detected in all soil samples, however all concentrations were below NYSDEC Soil Cleanup levels (SCLs). Semi-VOCs were detected in five of the soil samples, but all concentrations were below NYSDEC SCLs.

HES installed seven (7) monitor wells on the Site. All seven wells contained VOCs, but only one well (MW-7) contained concentrations that significantly exceeded NYSDEC Groundwater Quality Standards. Specifically, dissolved concentrations of n-butylbenzene were detected that exceeded its NYSDEC GWQS. MW-7 also contained concentrations of semi-VOCs that significantly exceeded NYSDEC-GWQS. However, dissolved concentrations of flouranthene, fluorine, phenanthrene, and pyrene exceeded their NYSDEC-GWQS. HES concluded that it was likely that the contaminants were migrating on to the property by way of groundwater flow from those properties. HES recommended aggressive soil excavation and dewatering.

E. June 2011 Remedial Action Work Plan

In light of the findings referenced in Tectonic's September 2010 report, Hydro Environmental Solutions ("HES") was retained to implement a remediation project for soil and groundwater at the Site. The HES recommended plan was as follows: 1) Obtain NYSDEC approval, 2) install a series of dewatering wells around the perimeter of the contamination plume connected to a pump system in order to draw the water table down to the desired depth so that impacted soils may be removed for off-site disposal, 3) remove impacted soils by excavation for off-site disposal, 4) monitor groundwater after cleanup completion, 5) compile a comprehensive Remedial Action Report for submittal to NYSDEC.

F. December 2011 Spill Remediation Report

From June to November 2011, HES installed an on-site dewatering and filtration system, excavated petroleum impacted soil for off-site disposal, and drilled seven monitor wells across the subject site and an adjacent up-gradient parcel. HES utilized on-site backfill during this remediation activity. During the backfilling process, free-phase product was observed entering the excavation, so HES installed a post-remedial impermeable barrier along the excavation border.

Based on soil remediation activities completed at the site, HES stated that it believed the required amount of PHC impacted soil was removed. Additionally, based on post-remedial monitor well sampling results, HES believed the groundwater beneath the site was in compliance with NYSDEC-GQWS. As a result, HES recommended that the spill be formally closed by NYSDEC.

G. May 2012 Post-Remediation QA Confirmatory Environmental Site Investigation Report.

Tectonic prepared this post-remediation document for the Requestor to evaluate the apparent effectiveness of HES' 2011 remediation activities. Tectonic found several problems with HES' remedial activities and conclusions. First, according to conversations with HES, a layer of "pond bottom" material was placed at the bottom of the excavation but was not documented in the SRR. Second, the end samples for the remedial excavation indicated that VOCs remained present in the sidewall and excavation bottom samples. Even at low levels, these VOCs presents a potential vapor intrusion concern for the proposed multi-family development. Third, the fact that analytical laboratories typically dilute samples when they are moderately to heavily contaminated means that some samples could still be contaminated above NYS standards. Fourth, because the analytical test results for SVOCs from the soil used to backfill the excavation were not properly reported, it was not clear whether the soil used for backfill was acceptable under NYSDEC standards.

In April 2012, Tectonic performed four (4) soil borings on the Site. Three of the borings (B-1, B-3, and B-4) were within the remediation zone, and one (B-2) was directly north of it. The depths ranged from four feet below the existing ground surface to eight feet four inches below existing ground surface. In two of the borings within the remediation area and the one boring outside of the remediation area, petroleum staining, odors, and PID readings indicative of petroleum contamination were found. Two groundwater wells were also installed. Free product was detected in the wells. Two groundwater samples from the wells and five soil samples from the borings were sent for analysis. The soil samples consisted of one each from B-2, B-3, and B-4, as well as one from B-1 at 3.5 feet deep, and 1 from B-1 at 6.5 feet deep. The wells were set up adjacent to B-1 (MW-1) and B-2 (MW-2).

The only soil sample that was found to contain VOCs was the 6.5 foot sample from B-1, which contained 2-isopropyltoluene, isopropylbenzene, n-butylbenzene, n-propylbenzene, sec-butylbenzene, and tert-butylbenzene. VOC concentrations were above laboratory reporting limits but below their respective CP-51 SCLs.

Seven SVOCs were found in the 3.5 foot B-1 sample. Three were below their respective CP-51 SCLs, four were *above* their respective CP-51 SCLs. Six SVOCs were found in the 6.5 foot B-1 sample above laboratory reporting limits but below their respective CP-51 SCLs. There were no SVOCs found above laboratory reporting limits in B-2, but Tectonic points out that the laboratory comments indicate that the results are inconclusive. Three SVOCs were found in B-3 above laboratory reporting limits but below their respective CP-51 SCLs. Eight SVOCs were found in B-4 above laboratory reporting limits but below their respective CP-51 SCLs. Four SVOCs were found in B-4 *above* their respective CP-51 SCLs.

The groundwater sample from MW-1 was found to have one VOC above the laboratory reporting limit but below its T.O.G.S. 1.1.1 guidance concentration. The sample from MW-2 contained concentrations of five VOCs above their laboratory reporting limits but below their respective T.O.G.S. 1.1.1 guidance concentrations, and two VOCs *above* their respective T.O.G.S. 1.1.1 guidance concentrations. Both groundwater samples were found to contain concentrations of six SVOCs *above* their respective T.O.G.S. 1.1.1 guidance concentrations, and one SVOC above its laboratory reporting limit but below its T.O.G.S. 1.1.1 guidance concentration.

Based on these findings, Tectonic concluded that the backfill that HES used in its remediation activities was contaminated by petroleum in excess of NYS petroleum cleanup standards. All of the backfill material came from on-site, so the likelihood of the site containing additional contaminated soil is high. Additionally, free petroleum product and contaminated groundwater have migrated onto the property from an off-site source, and there is still residual contamination in the sidewalls and floors of the remedial excavation. Tectonic recommended further investigation into other possible offsite sources of contamination, including the adjacent Metro North property.

****Note** – Though not included in this report, correspondence between HES and NYSDEC confirms that in addition to the VOCs and SVOCs detected in the contaminated backfill, concentrations of metals (Barium, Chromium, and Lead) were also detected above their respective SCLs. *See* February 2013 Correspondence between HES and NYSDEC.

H. April 2013 Subsurface Investigation and Remedial Action Work Plan

HES completed a subsurface investigation of the Site, as well as an adjacent property owned by Metro North. HES installed 22 test borings, designated GB-1 through GB-22. GB-17 through GB-22 were on the Site, and GB-1 through GB-16 were on the Metro North property. Soil samples were taken from nine borings (GB-1, 5, 7, 8, 10, 16, 18, 19, and 22). Groundwater wells were also installed at six of the boring locations (GB-1, 4, 5, 6, 8, and 9). The results of PID field screening and soil sampling completed during soil boring installation activities indicate the presence of a PHC source up-gradient of both the Site and the Metro North property, with the highest levels of VOC vapors detected immediately down-gradient of the property located at 20 North Avenue.

All soil samples except the sample taken from GB-10 contained concentrations of VOCs above laboratory method detection limits but below NYSDEC SCLs. The GB-10 sample contained detectable concentrations of SVOCs above laboratory method detection limits but below NYSDEC SCLs. Free-phase PHCs were detected in temporary well GB-1 at a thickness of .1 foot. Free-phase PHCs were also found in previously installed temporary well B-2. The areas of concern (AOCs) identified in this subsurface investigation were as follows:

- **Area of petroleum hydrocarbon impacted soil (Northwestern corner of the Site)** – The subsurface investigation identified PHC vapors at test boring locations GB-17, GB-18, and GB-22 which were advanced at the northwestern portion of the Site.
- **Area of free-phase petroleum hydrocarbon (Northwestern corner of the Site)** – The subsurface investigation identified free-phase PHC in temporary monitoring well B-2 on the boundary between the northwestern portion of the Site and the Metro North property. The source of the FPHC is up-gradient of the property.
- **Area of free-phase petroleum hydrocarbon up-gradient on adjacent property (Southeastern portion of Metro North property, along boundary line with the Northwestern portion of the Site)** – The subsurface investigation identified FPHC in temporary monitor well GB-1 on the southwestern portion of the Metro North property up-gradient of the northwestern portion of the Site.
- **Area of petroleum hydrocarbon impacted soil up-gradient of the Site on adjacent property (Southeastern portion of Metro North property, along boundary line with the Northwestern portion of the Site)** - The subsurface investigation identified PHC vapors at the highest level at test borings GB-5, GB-7, and GB-8 on the southeastern portion Metro North property on the boundary with the Site and up-gradient of the northwestern portion of the Site.
- **Area of petroleum hydrocarbon contaminated backfill material (Eastern portion of the site)** – The Subsurface investigation addendum referenced 2011 findings that the backfill material used in the previous remediation effort was contaminated with PHC. PHC concentration exceeded the limits for unrestricted use Soil Cleanup Objectives (SCOs). *See* May 2013 Remedial Action Work plan Addendum. *See also* May 2012 Post-Remediation QA Confirmatory Environmental Site Investigation Report. Additionally, as all of the backfill material came from on-site, it is likely that additional contaminated soil exists on the property. This would be explored during the testing dictated by the BCP.

Based on the results of this investigation, HES recommended that the following remedial action work plan be implemented: 1) Obtain NYSDEC RAW approval, 2) dewater the property using a dewatering well point system around the perimeter of the contamination plume connected to a pump system, 3) remove impacted soils based on soil screening results and field observation, 4) remediate the Metro North property as well, 5) backfill excavated areas with approved backfill material, 6) install a protective barrier along the northern boundary between the Site and the Metro North property, 7) monitor the groundwater after clean-up, and 8) complete comprehensive Remedial Action Reports for submittal to NYSDEC.

I. May 2013 Remedial Action Work Plan Addendum

After submitting the April 2013 RAWP, HES was informed by NYSDEC that they were prohibited from keeping the backfill placed in the former excavation in place. In response, this addendum was added to the work plan. First, HES agreed to dewater the Site to 9 fbg, using the original dewatering wells if possible, or by installing new ones if necessary. Second, HES will excavate the backfill, screening it to determine if it will need to be disposed of or allowed to stay in place. Material with PHC presence greater than 50 ppm will be disposed of at a NYSDEC approved soil processing facility. Once excavation is completed, endpoint soil samples will be collected and tested for compliance with NYSDEC SCLs. The excavation will then be filled in using a bedrock knob on site, with NYSDEC approval. Any additional backfill necessary will be obtained from an off-site source.

2. **Sampling Data** – See Soil and Groundwater Exceedances Map in Exhibit I of main hot spot area. The overall Site also has exceedances described in the Environmental Reports.
3. **Suspected Contaminants** – See Chart in the Application and summary of contaminants above in Section VII.1.
4. **Suspect Sources** – See Chart in Application and summary of off-site spills throughout this application.
5. **Past Land Uses** – See Application and Narrative Section II above.
6. **Previous Owners and Operators** - See Exhibit H for a complete list of past owners and operators.

The requestor has no relationship with any of these past owners and/or operators.

SECTION VIII: CONTACT LIST INFORMATION

1. The Chief Executive Officers:

Village of Larchmont
Mayor Anne H. McAndrews
Village Hall
120 Larchmont Avenue
Larchmont, NY 10538

Westchester County
County Executive Rob Astorino
900 Michaelian Building
148 Martine Ave.

White Plains, NY 10601
Phone: (914) 995-2900
ce@westchestergov.com

2. a. The Village Zoning Bureau:

Village of Larchmont
Frank Blasi, Building Inspector
Building Department
120 Larchmont Avenue
Larchmont, NY 10538

b. The County Zoning Bureau:

Susan Konig, Chair
Westchester County Department of Planning
148 Martine Ave. Room 432
White Plains, NY 10601
Phone: (914) 995-2900

3. Residents, owners, and occupants of the Site and properties adjacent to the Site:

See Brownfield Site Contact List attached hereto in Exhibit J.

4. Local news media from which the community typically obtains information:

The Journal News
1 Gannet Drive
White Plains, New York 10604
(914) 694-9300

5. The public water supplier that services the area where the Site is located:

Larchmont Water Department
Henry Oswald, Foreman
2015 Boston Post Road
Larchmont, New York 10538
(914) 834-4893

6. Any person who has requested to be placed on the Site contact list:

No one has requested to be put on the list to date. However, we intend to voluntarily send information regarding this project to the adjacent property owners listed in Exhibit J.

7. The administrator of any school or day care facility located on or near the Site:

Discovering Me Nursery School
Carol Conolly, Director
2051 Palmer Avenue
Larchmont, NY 10538
Phone: (914) 833-1756
Email: info@discoveringmenurseryschool.com

8. The location of a document repository for the project (e.g., local library) (See Exhibit K):

Laura Eckley, Director
Larchmont Public Library
121 Larchmont Avenue
Larchmont, NY 10538
(914) 834-2281 x. 115
Hours: Mon & Thur (9AM-9PM); Tues – Wed (9AM-6PM);
Fri & Sat (9 AM-5PM); Sun (12PM-5PM)

SECTION IX: LAND USE FACTORS

1. Current Use:

The Site is comprised of approximately 66,168 square feet of land. It is made up of two parcels, commonly known as North Avenue and 2101 Palmer Avenue. It is bordered to the north and west by New York/New Haven railroad and interstate 95. Remediation of a portion of the Metro North property is also planned. It is bordered to the south and east by commercial businesses. The Site is zoned RB (Retail Business), and currently is a mostly vacant lot partly used to store trucks and trailers.

2. Intended Use Post Remediation:

The Site has received Site Plan Approval from the Larchmont Village Planning Board to be developed as multi-family residential development in order to help Westchester county satisfy its court mandated fair and affordable housing requirement. The development will consist of two structures with approximately 51 total units. Approximately 100 parking spaces will be located near the structures on the site. *See Exhibits L and M.*

3. Do current historical and/or recent development patterns support the proposed use?

Yes. The Site is consistent with historic and recent development patterns, which support increased living space in an area that will have little impact on the surrounding village. Additionally, the Site will allow the County to meet its court-mandated fair and affordable housing requirement and will include Workforce Housing, which is an initiative the Village Planning Board encourages.

4. Is the proposed use consistent with applicable zoning laws/maps?

Yes. The Site is consistent with applicable zoning laws/maps and has been approved for the proposed development. *See* Exhibits L and M.

5. Is the proposed use consistent with applicable comprehensive community master plans, local waterfront revitalization plans, designated Brownfield Opportunity Area plans, or other adopted land use plans?

Yes. As noted above, the Site has been approved by the Village, which issued a Site Plan Approval for the development of multi-family housing. Additionally, the development will include designated low-cost Workforce Housing.

6. Are there any Environmental Justice Concerns (See §27-1415(3)(p))?

Based on the most recent 2010 Census data available at <http://quickfacts.census.gov/qfd/states/36/3641333.html>, the Village of Larchmont has a very low minority population (7.3%, compared to the statewide average of 34.3%). Additionally, the Larchmont median household income is more than three times that of the statewide average (\$177,250, compared to \$56,951). As a result, the likelihood that this project would cause or increase a disproportionate burden on low-income or minority communities is very low. Rather, the proposed multi-family housing will include five Workforce Housing units. Requirements for residency in the Workforce Housing units will be that the resident makes at most 80% of the Area Median Income for Westchester County, and the rent for the units will be fixed at no higher than 30% of that 80% Area Median Income.

7. Are there any federal or state land use designations relating to the Site?

No.

8. Do the population growth patterns and projections support the proposed use?

Yes. The proposed use has been approved by the Planning Board of the Village of Larchmont, which granted Site Plan Approval for the development described above.

9. Is the property accessible to existing infrastructure?

Yes. Water main and sanitary sewer improvements were contemplated in the Planning Board's Site Plan Approval.

10. Are there important cultural resources, including federal or state historic or heritage sites or Native American religious sites within ½ mile?

No.

11. Are there important federal, state or local natural resources, including waterways, wildlife refuges, wetlands or critical habitats of endangered or threatened species proximate to the Site?

No.

12. Are there floodplains within ½ mile of the Site?

Yes, the Site is within ½ mile of a floodplain extending from the Premium River, a small river that extends from the Premium Millpond.

13. Are there any institutional controls currently applicable to the Site?

Yes, there are easements across the property (*see* Exhibit L Easement Map) including:

1. An access easement for the Metro Transit Authority running from the southwestern corner of the site to the northeastern boundary (No. 470170761); and
2. A public access easement in the northwestern corner of the Site. All adjacent properties owners are included in the Site Contact List.

14. Describe on attachment the proximity to real property currently used for residential use, and to urban, commercial, industrial, agricultural, and recreational areas.

The Site is in the Village of Larchmont, adjacent to Interstate 95, the New York New Haven Railroad, retail stores, an auto service station, a shopping center, a Laundromat, commercial businesses, a nursery school, and medical offices. The Site's is less than ½ mile from a property with a residential use (6 West Avenue Apartment Building). The Site's is in an urban area. The Site abuts several properties with commercial uses. The Site is not proximate to any industrial uses beyond its own industrial past and the adjacent railroad. The Site is not proximate to any agricultural uses. The Site is within ½ mile of several properties with recreational or potentially recreational uses, including nurseries, a movie theater, a guitar center, restaurants, and bars.

15. Describe on attachment the potential vulnerability of groundwater to contamination that might migrate from the Site, including proximity to wellhead protection and groundwater recharge areas.

The Site is situated in a developed area of Larchmont that is serviced by municipal water supply. Therefore, it is not possible contamination may migrate to a wellhead protection or groundwater recharge areas.

16. Describe the geography and geology of the Site.

The Site is partially paved and used as a private storage lot for trucks and trailers. The Site is underlain by granitic gneiss, which is probably part of the Harrison Gneiss formation as mapped by the New York State Geologic survey. Bedrock outcrops near the southeastern portion of the parcel. In Tectonic's 2010 geotechnical investigation, it was determined that approximately 14 feet of soil overlaid the gneiss bedrock in the contaminated area. The thin layer of native soils is the uppermost hydrogeologic unit.

This aquifer consists primarily of glacial tills. The glacial till consists of a poorly sorted mixture of sand, silt, clay, gravel, and boulders. The till typically has a low to moderate permeability, and overlays the metamorphic bedrock. The primary permeability in the bedrock is due to existing fractures, and is dependent on the size and interconnectedness of the fractures.

The Site is at an elevation of approximately 36 feet above mean sea level (AMSL) at the northern end and 27 feet AMSL at the southern end. Depth to water in the vicinity of the site is estimated to be 8 feet below grade.

EXHIBIT A

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through May 29, 2013.

Selected Entity Name: WB PINEBROOK ASSOCIATES, LLC

Selected Entity Status Information

Current Entity Name: WB PINEBROOK ASSOCIATES, LLC

DOS ID #: 4014644

Initial DOS Filing Date: NOVEMBER 02, 2010

County: WESTCHESTER

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

WB PINEBROOK ASSOCIATES, LLC

570 TAXTER RD., 6TH FL.

ELMSFORD, NEW YORK, 10523

Registered Agent

NONE

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not recorded and only available by [viewing the certificate.](#)

***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
No Information Available		

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
NOV 02, 2010	Actual	WB PINEBROOK ASSOCIATES, LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

NOTE: New York State does not issue organizational identification numbers.

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EXHIBIT B

**WB PINEBROOK ASSOCIATES, LLC
570 TAXTER ROAD, 6TH FLOOR
ELMSFORD, NY 10523**

July 1, 2013

Larchmont Realty, LLC
Palmer Development, LLC
8 John E. Walsh Blvd, Suite 401
Peekskill, New York 10566
Attn: Mr. Richard Esposito

**Re: Site Access to Perform Brownfield Cleanup Program Work
2101 – 2105 Palmer Avenue, Larchmont, New York
Section 6, Block 602, Parcel 494 (Parcel 1 Owner: Palmer Development, LLC)
Section 6, Block 601 Parcel 486.1 (Parcel 2 Owner: Larchmont Realty, LLC)**

Dear Mr. Esposito:

As you know, WB Pinebrook Associates, LLC ("WB") has entered into a Contract of Sale for the purchase of Parcels 1 and 2 with the Owner entities described above (Parcels 1 and 2 are hereinafter collectively referred to as the "Site"). WB will be imminently submitting an application to the New York State Department of Environmental Conservation ("NYSDEC") for eligibility into the Brownfield Cleanup Program ("BCP") for the purpose of further investigating and remediating the Site under the BCP.

As the BCP applicant, WB is required to seek written access from the current owners of the Site for the purpose of performing environmental investigation and remediation work, as a criteria for acceptance into the BCP. Therefore, we need written permission from the current owners to access the Site for the purpose of implementing this work. If this is acceptable, please sign the written access approval below.

Sincerely,
WB Pinebrook Associates, LLC

By:


William Balter
Managing Member

The undersigned hereby agrees that WB is allowed to enter the Site to perform BCP investigation and/or remediation work required by NYSDEC.

Palmer Development, LLC

Larchmont Realty, LLC

By: _____
Richard Esposito, Member

By: _____
Richard Esposito, Member

**WB PINEBROOK ASSOCIATES, LLC
570 TAXTER ROAD, 6TH FLOOR
ELMSFORD, NY 10523**

July 1, 2013

Larchmont Realty, LLC
Palmer Development, LLC
8 John E. Walsh Blvd, Suite 401
Peekskill, New York 10566
Attn: Mr. Richard Esposito

**Re: Site Access to Perform Brownfield Cleanup Program Work
2101 - 2105 Palmer Avenue, Larchmont, New York
Section 6, Block 602, Parcel 494 (Parcel 1 Owner: Palmer Development, LLC)
Section 6, Block 601 Parcel 486.1 (Parcel 2 Owner: Larchmont Realty, LLC)**

Dear Mr. Esposito:

As you know, WB Pinebrook Associates, LLC ("WB") has entered into a Contract of Sale for the purchase of Parcels 1 and 2 with the Owner entities described above (Parcels 1 and 2 are hereinafter collectively referred to as the "Site"). WB will be imminently submitting an application to the New York State Department of Environmental Conservation ("NYSDEC") for eligibility into the Brownfield Cleanup Program ("BCP") for the purpose of further investigating and remediating the Site under the BCP.

As the BCP applicant, WB is required to seek written access from the current owners of the Site for the purpose of performing environmental investigation and remediation work, as a criteria for acceptance into the BCP. Therefore, we need written permission from the current owners to access the Site for the purpose of implementing this work. If this is acceptable, please sign the written access approval below.

Sincerely,
WB Pinebrook Associates, LLC

By: _____
William Balter
Managing Member

The undersigned hereby agrees that WB is allowed to enter the Site to perform BCP investigation and/or remediation work required by NYSDEC.

Palmer Development, LLC

by: 
Richard A. Esposito
Member

Larchmont Realty, LLC

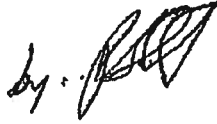
by: 
Richard A. Esposito
Member

EXHIBIT C

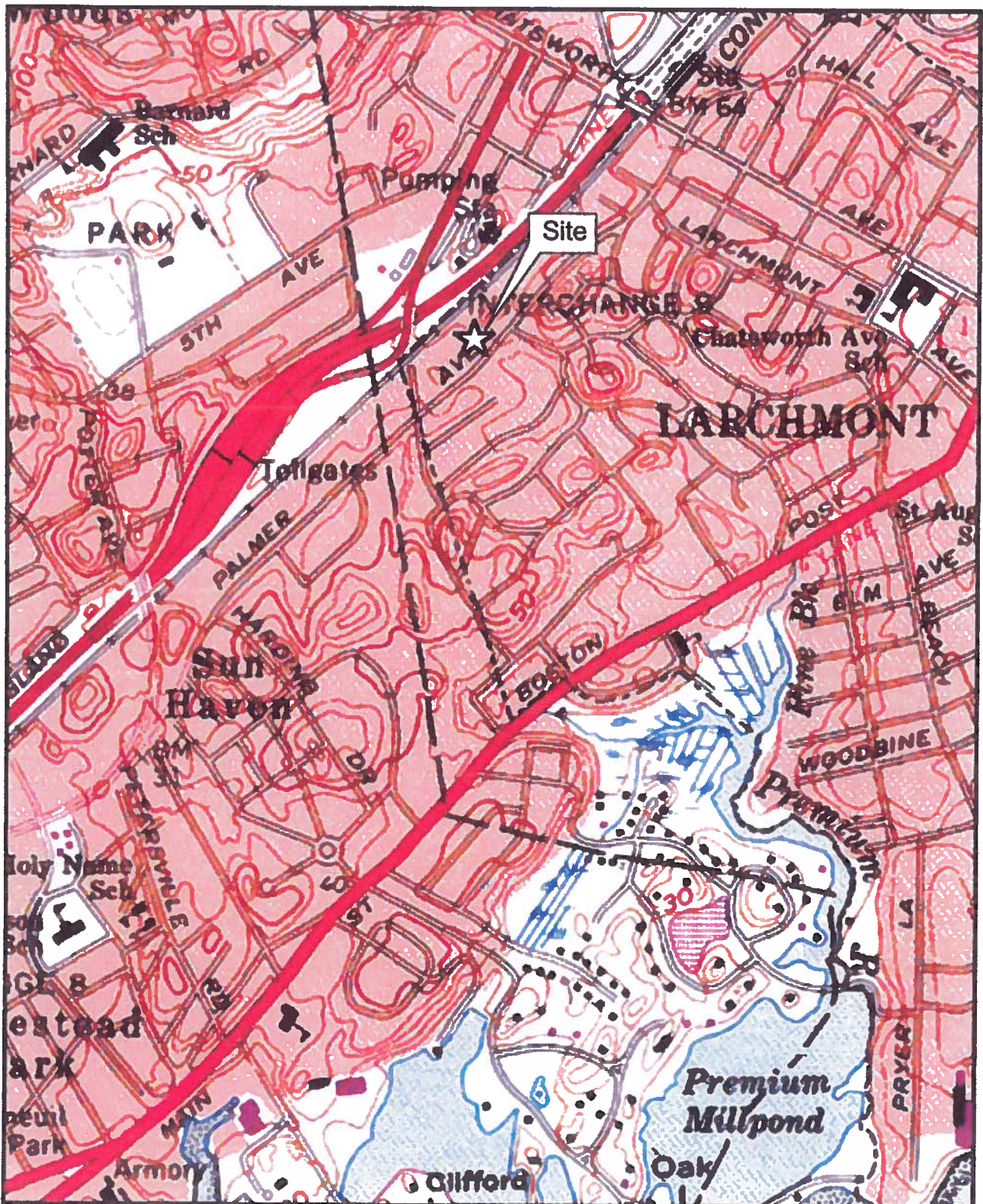


Figure 1: Site Location Map
 Palmer Avenue Property
 Town of Mamaroneck, Village of Larchmont
 Westchester County, New York
 Base Map: USGS 7.5-minute Topographic Map
 1 inch = 1,000 feet

EXHIBIT D

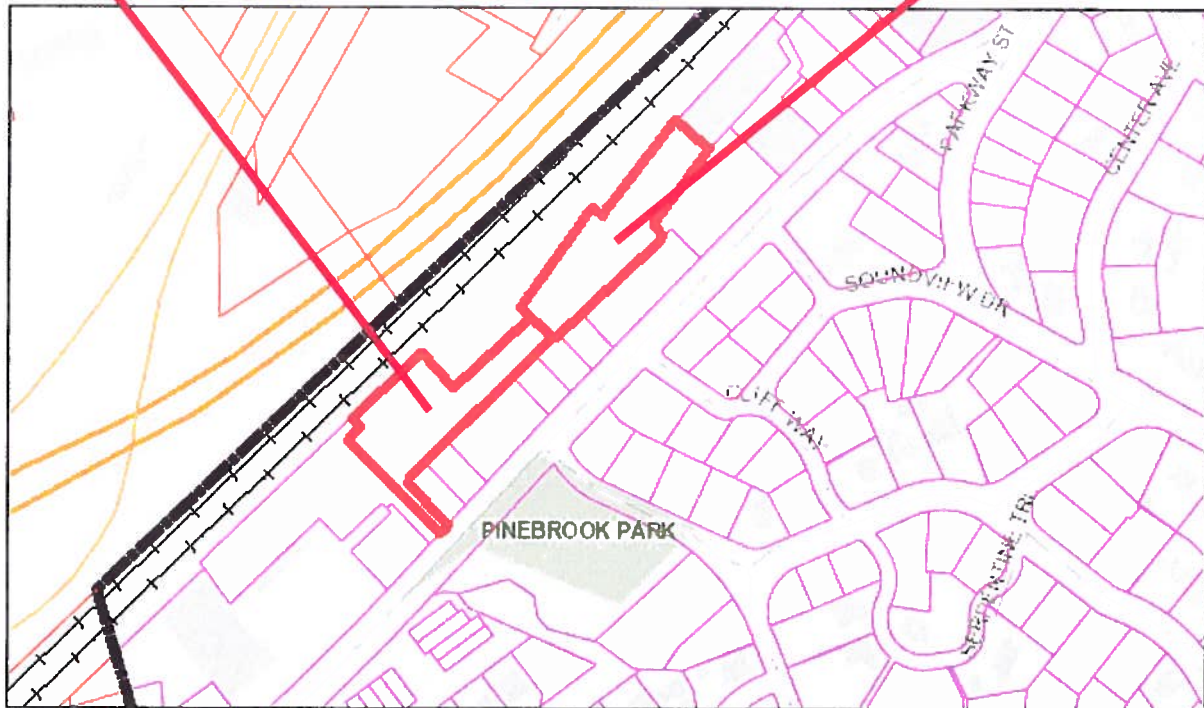
2101 Palmer Avenue

Tax Parcel:
6-601-486.1

North Avenue

Tax Parcel:
6-602-494.2

Tax Parcel Map

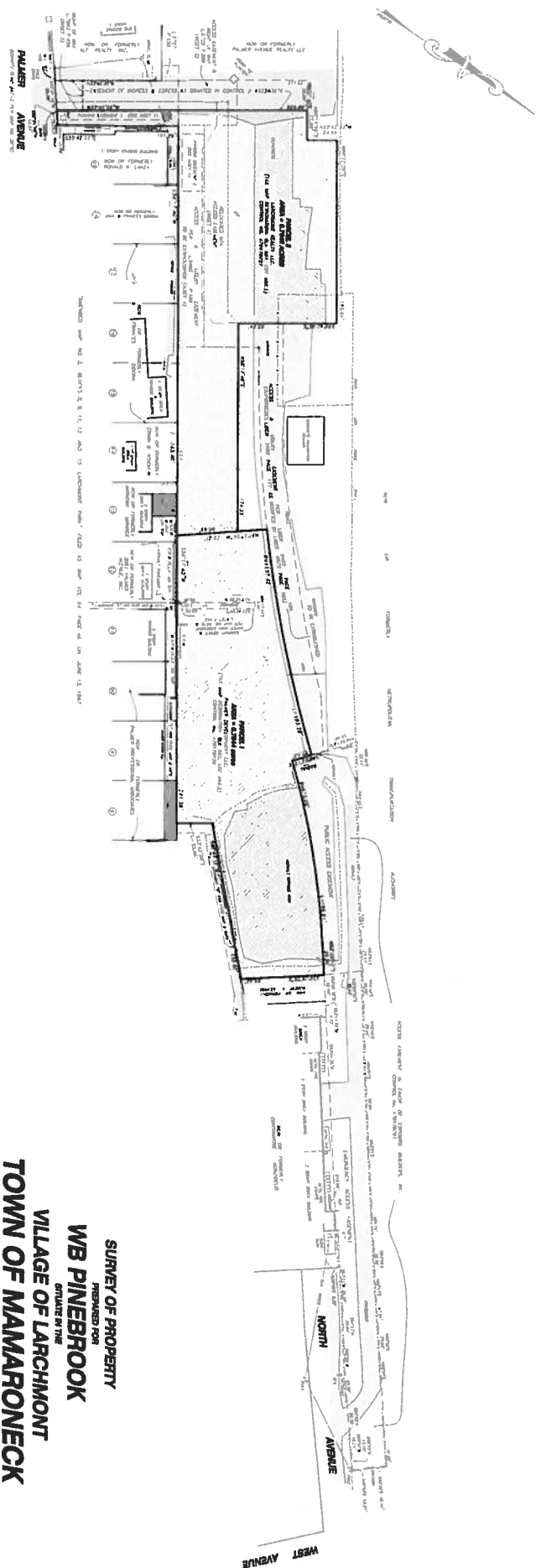


Disclaimer:

This tax parcel map is provided as a public service to Westchester County residents for general information and planning purposes only, and should not be relied upon as a sole informational source. The County of Westchester hereby disclaims any liability from the use of this GIS mapping system by any person or entity. Tax parcel boundaries represent approximate property line location and should **NOT** be interpreted as or used in lieu of a survey or property boundary description. Property descriptions must be obtained from surveys or deeds. For more information please contact the assessor's office of the municipality.

EXHIBIT E

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DERM CONSERVATIVE
 100 WEST AVENUE, SUITE 200
 WEST LARCHMONT, NY 10591
 TEL: 914.833.1111
 FAX: 914.833.1112
 WWW.DERMCONSERVATIVE.COM

1. SETS TO 7' and includes new NO. 2 & 3 D. 2015
 2. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 3. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 4. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 5. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 6. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 7. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 8. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 9. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015
 10. SETS TO 1.5' and includes new NO. 1 & 2 D. 2015



SURVEY OF PROPERTY
 PREPARED FOR
WB PINEBROOK
 SITUATE IN THE
VILLAGE OF LARCHMONT
TOWN OF MAMARONECK
WESTCHESTER COUNTY
NEW YORK
 DATE: JULY 23, 2015

10/15/2015 10:00 AM

EXHIBIT F



2039 Palmer Avenue, multi tenant commercial building; Owner Palmer Plaza Assoc., P.O. Box 566, Scarsdale, NY 10583

20 North Avenue, building is used for storage; Owner C. Monzidelis, P.O. Box 511, Larchmont NY

21 North Avenue, home remodeling company; Owner TVP Enterprises LLC, ATTN Douglas Mooney

1993 Palmer, Just Play (Pediatric Occupation Therapy), Owner, Halid Pasalic, P.O. Box 1095, Larchmont NY

6 West Avenue, residential / apartment building; Owner West Owners Corp, P.O. Box 154, Whitestone, NY 11357

1961 Palmer, restaurant; Owner Hunan, 1961 Palmer Avenue, Larchmont NY

2001 Palmer Avenue, multi tenant commercial building; Owner Louis Grasso (agent), 43 Beechwood Avenue, New Rochelle, NY 10801 st Road, Mamaroneck, NY 10543

1965-1969 nail salon, party supply store, bar lounge, flower shop; Owner 1961 Palmer Assoc., c/o Keystone Realty, 72 Wendt Avenue, Larchmont, NY

Larchmont Mamaroneck Joint Sanitation Commission, Madison and Maxwell Avenue, Larchmont NY; Owner address 740 W Boston Post Road, Mamaroneck, NY 10543

1975 Palmer, Movie Theater; Owner Clearview Cinema GR, 200 Park Avenue Ste. 302, Florham Park NJ 07932

2061 Palmer, Larchmont Animal Hospital; Owner Dr. Dona A Walsh

MTA Property

1995-97 Palmer Avenue; children's learning center, children's bookstore, restuarant; Owner Halmir Real Estate LLC, P.O. Box 1095, Larchmont NY

1985-1991 Palmer Avenue, Pediatric Occupational Therapy, wine bar, salon, lock store; Owner Muriel Francella, 369 C Heritage Hills, Somers, NY 10581

2107 Palmer, Sunoco Gas Station; Owner Giacomo Service II

2053 Palmer Avenue, Discovering Me Nursery, Owner Carol Connolly and Laurie D'Amico

2005 Palmer Avenue, shopping center including card store, mailbox rental facility, salon, nails/spa, medical offices, vitamin store; Owner Palmer Plaza Assoc., P.O. Box 566, Scarsdale, NY 10583

Guitar Center, 2141 Palmer Avenue; Owner P.O. Box 2410, Omaha NE 68103

2067 Palmer Avenue, Jack's Automotive, Owner Jack Di Bona, 95 Valley Terrace, Rye Brook NY 10573

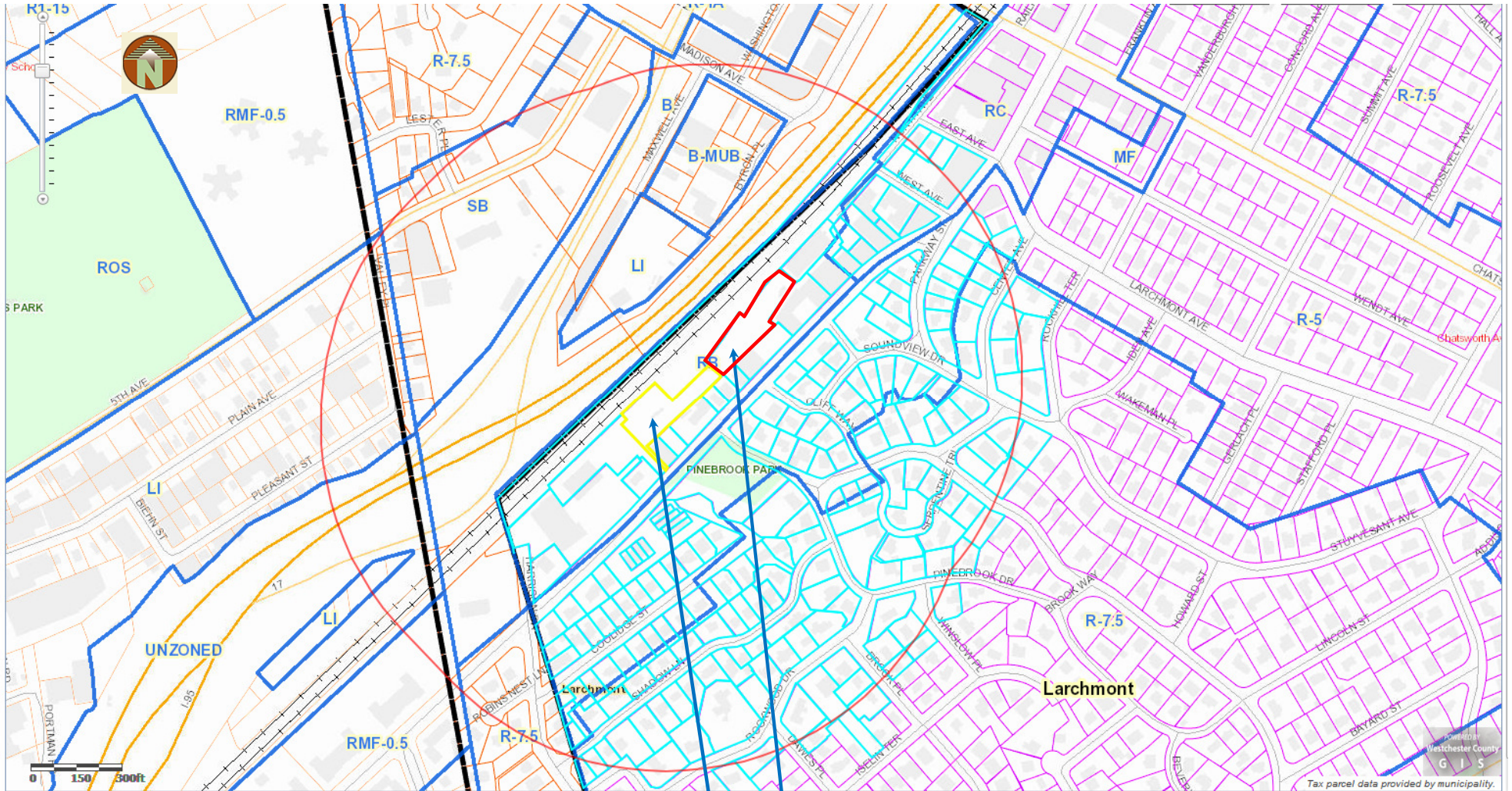
2097 Palmer Avenue Salon Elle and Excel Martial Arts; Owner Salon Elle, 2097 Palmer Avenue, Larchmont NY 10538; Second Owner Address (Robert W. Lanza, 230 Fifth Street, Mamaroneck, NY 10543)

2051 Palmer Avenue, Discovering Me Nursery; Owner Carol Connolly and Laurie D'Amico

2123 Palmer (Laundromat), 2125 (Larchmont Village Cleaners), 2127 (Active Physical Therapy), 2131 (vacant), 2133 (Leonardo's Pizzeria), 2135 (vacant); Owner Deitch Realty, 110 So. Central Avenue, Hartsdale, NY 10530

2101 Palmer Ave, Larchmont, NY 10538, USA

Chatsworth Coal & Supply Site C360132
1,000 Foot Radius Map from Parcel 6-601-486.1
2101 Palmer Ave., Larchmont, New York



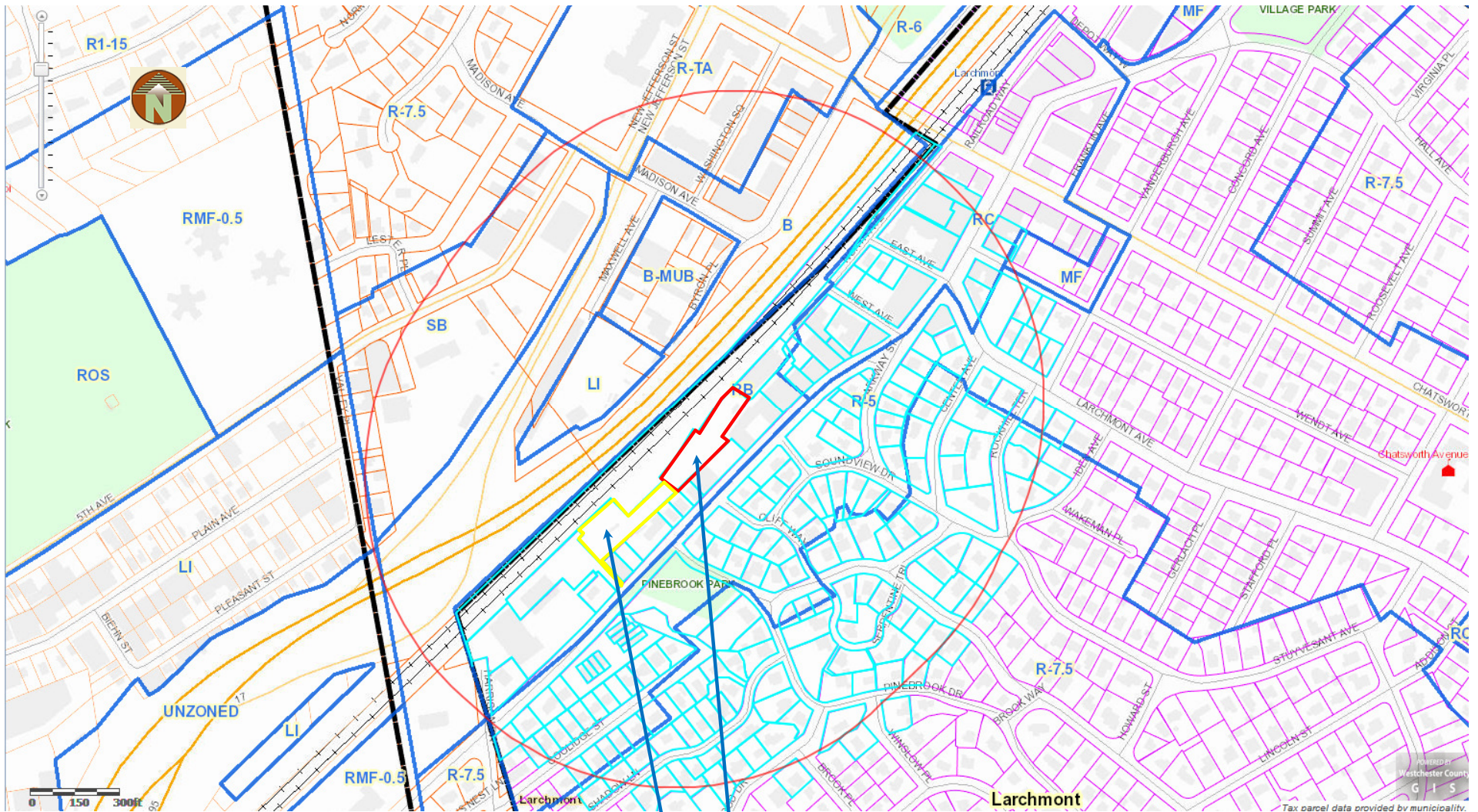
BCP Site Parcel 6-602-494.2

BCP Site Parcel 6-601-486.1

Chatsworth Coal & Supply Site C360132

1,000 Foot Radius Map from Parcel 6-602-494.2

2101 Palmer Ave., Larchmont, New York



BCP Site Parcel 6-602-494.2

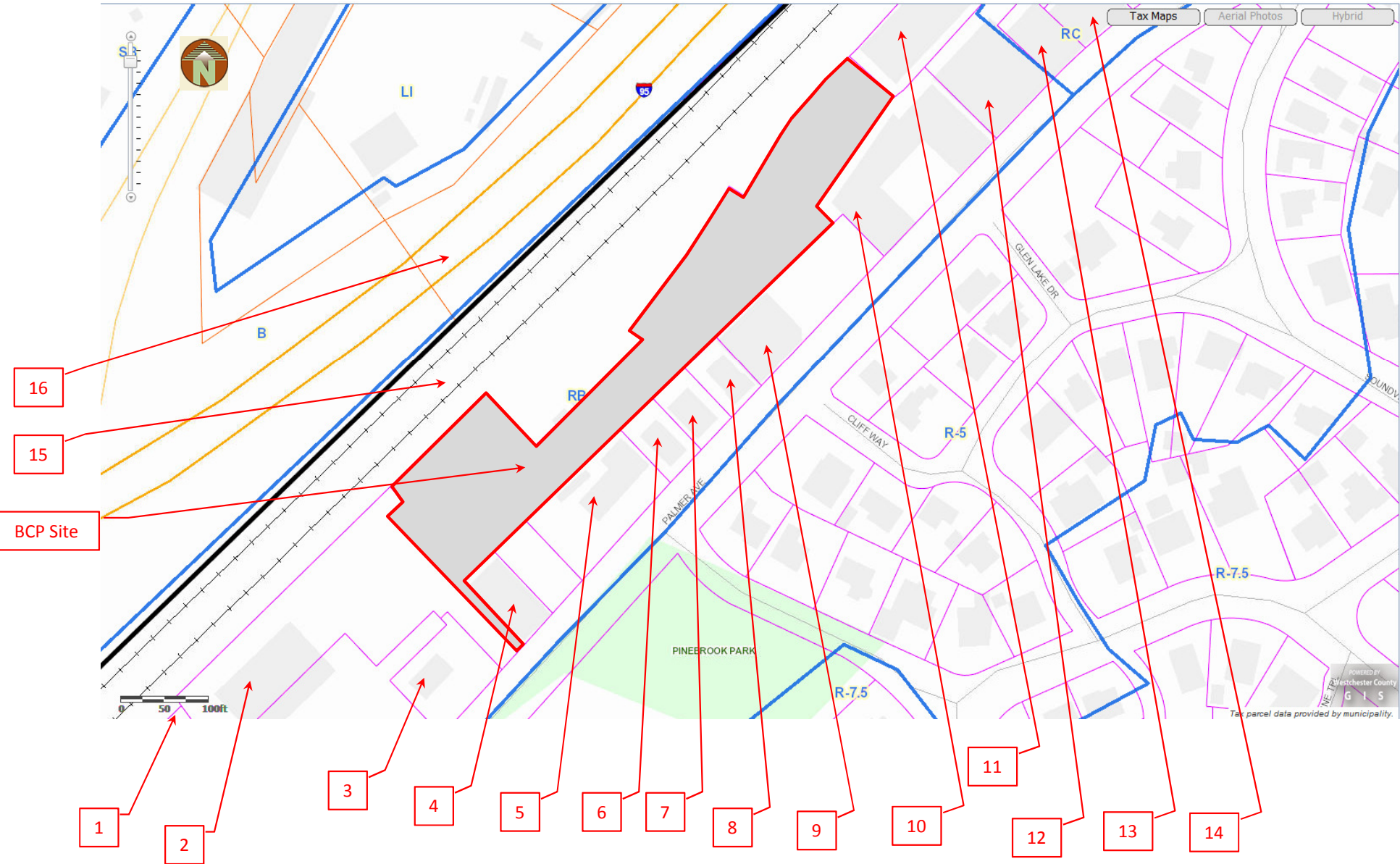
BCP Site Parcel 6-601-486.1

Chatsworth Coal & Supply Site C360132

Adjacent Property Owner and Land Use Map

2101 Palmer Ave., Larchmont, New York

(refer to table for number references to property owners/uses)



Chatsworth Coal & Supply Site C360132

2101 Palmer Ave., Larchmont, New York

Adjacent Owner/Uses: Refer to Key No. References in Adjacent Property Owner and Land Use Map

Key No.		Address	Use	Owner	Owner Address
1	2141	Palmer Ave.	Retail	Guitar Center	PO Box 2410, Omaha, NE 68103
2	2123	Palmer Ave.	Laundromat	Deitch Realty	110 So. Central Ave., Hartsdale, NY 10530
2	2125	Palmer Ave.	Larchmont Village Cleaners	Deitch Realty	111 So. Central Ave., Hartsdale, NY 10530
2	2127	Palmer Ave.	Active Physical Therapy	Deitch Realty	112 So. Central Ave., Hartsdale, NY 10530
2	2131	Palmer Ave.	Vacant	Deitch Realty	113 So. Central Ave., Hartsdale, NY 10530
2	2133	Palmer Ave.	Leonardo's Pizzeria	Deitch Realty	114 So. Central Ave., Hartsdale, NY 10530
3	2107	Palmer Ave.	Gas Station	Giacomo Service II	
4	2097	Palmer Ave.	Salon Elle and Excel Martial Arts	Salon Elle	2097 Palmer Ave., Larchmont, NY 10538; Robert W. Lanza, 230 Fifth St., Mamaroneck, NY 10543
5	2067	Palmer Ave.	Jack's Automotive Repair	Jack Di Bona	95 Valley Terrace, Rye Brook NY 10573
6	2061	Palmer Ave.	Larchmont Animal Hospital	Dr. Dona A. Walsh	
7	2051	Palmer Ave.	Discovering Me Nursery	Carol Connolly and Laurie D'Amico	
8	2053	Palmer Ave.	Dry cleaner	Wonder Dry Cleaners and Formal Wear	
9	2039	Palmer Ave.	Multi-tenant Commercial	Palmer Plaza Assoc.	PO Box 566, Scarsdale, NY 10583
10	2005	Palmer Ave.	Retail	Palmer Plaza Assoc.	PO Box 566, Scarsdale, NY 10583
11	20	North Avenue	Home remodeling company	TVP Enterprises LLC, ATTN: Douglas Mooney	
12	2001	Palmer Ave.	Multi-tenant Commercial	Louis Grasso (agent)	43 Beechwood Ave., New Rochelle, NY 10801
13	1995-97	Palmer Ave.	Chilren's learning center, children's book store, restaurant	Halmir Real Estate, LLC	PO Box 1095, Larchmont, NY
13	1993	Palmer Ave.	Just Play (Pediatric Occupational Therapy)	Halid Pasalic	PO Box 1095, Larchmont, NY
14	1985-1991	Palmer Ave.	Pediatric Occupational Therapy; wine bar; salon; lock store	Muriel Francella	3609 C Heritage Hills, Somers, NY 10581
15			Commuter railway	Metropolitan Transportation Authority-Metro North Railroad	347 Madison Avenue, New York, NY 10017-3739
16			Interstate highway: I-95		

EXHIBIT G



470170736DED1

Control Number
470170736

Instrument Type
DED



WESTCHESTER COUNTY RECORDING AND ENDORSEMENT PAGE
(THIS PAGE FORMS PART OF THE INSTRUMENT)
*** DO NOT REMOVE ***

THE FOLLOWING INSTRUMENT WAS ENDORSED FOR THE RECORD AS FOLLOWS:

TYPE OF INSTRUMENT: DED - DEED

FEE PAGES: 6 TOTAL PAGES: 6

RECORDING FEES

STATUTORY CHARGE	\$6.00
RECORDING CHARGE	\$18.00
RECORD MGT. FUND	\$19.00
RP 5217	\$165.00
TP-584	\$5.00
CROSS REFERENCE	\$0.00
MISCELLANEOUS	\$0.00
TOTAL FEES PAID	\$213.00

MORTGAGE TAXES

MORTGAGE DATE	
MORTGAGE AMOUNT	\$0.00
EXEMPT	
COUNTY TAX	\$0.00
YONKERS TAX	\$0.00
BASIC	\$0.00
ADDITIONAL	\$0.00
MTA	\$0.00
SPECIAL	\$0.00
TOTAL PAID	\$0.00

TRANSFER TAXES

CONSIDERATION	\$0.00
TAX PAID	\$0.00
TRANSFER TAX #	10176

SERIAL NUMBER:

DWELLING:

RECORDING DATE: 2/12/2007
TIME: 14:20:00

THE PROPERTY IS SITUATED IN
WESTCHESTER COUNTY, NEW YORK IN THE:
TOWN OF MAMARONECK

WITNESS MY HAND AND OFFICIAL SEAL

TIMOTHY C. DONI
WESTCHESTER COUNTY CLERK

Record & Return to:
STEIN & BATTALIA
ATTN: DOLORES A BATTALIA ESQ
2001 PALMER AVE
LARCHMONT, NY 10538

BTA 60476 SP

CONSULT YOUR LAWYER BEFORE SIGNING THIS INSTRUMENT-THIS INSTRUMENT SHOULD BE USED BY LAWYERS ONLY

THIS INDENTURE, made the 28 day of DECEMBER, 2006

BETWEEN

ESPOSITO BUILDERS, INC.
8 John Walsh Blvd.
Peekskill, NY 10566

party of the first part, and

PALMER DEVELOPMENT LLC
8 John Walsh Blvd.
Peekskill, NY 10566

party of the second part,
WITNESSETH, that the party of the first part, in consideration of Ten dollars
paid by the party of the second part, does hereby grant and release unto the party of the second part, the heirs
or successors and assigns of the party of the second part forever.

ALL that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate,
lying and being in the

See Schedule A attached hereto and made a part hereof.

Being and intended to be the same premises as conveyed to grantor herein
from Collins Brothers Moving Corp. by deed dated December 28, 2006 and
intended to be recorded immediately prior hereto.

TOGETHER with all right, title and interest, if any, of the party of the first part in and to any streets and roads
abutting the above described premises to the center lines thereof; TOGETHER with the appurtenances and all
the estate and rights of the party of the first part in and to said premises; TO HAVE AND TO HOLD the
premises herein granted unto the party of the second part, the heirs or successors and assigns of the party of
the second part forever.

AND the party of the first part covenants that the party of the first part has not done or suffered anything
whereby the said premises have been encumbered in any way whatever, except as aforesaid.

AND the party of the first part, in compliance with Section 13 of the Lien Law, covenants that the party of the
first part will receive the consideration for this conveyance and will hold the right to receive such consideration
as a trust fund to be applied first for the purpose of paying the cost of the improvement and will apply the same
first to the payment of the cost of the improvement before using any part of the total of the same for any other
purpose. The word "party" shall be construed as if it read "parties" when ever the sense of this indenture so
requires.

IN WITNESS WHEREOF, the party of the first part has duly executed this deed the day and year first above
written.

IN PRESENCE OF:

ESPOSITO BUILDERS, INC.

By: 
Richard Esposito



BENCHMARK TITLE AGENCY, LLC

Title No. BTA60476

SCHEDULE A

PARCEL I:

ALL that certain plot, piece or parcel of land situate, lying and being in the Village of Larchmont, Town of Mamaroneck, County of Westchester and State of New York, being more particularly bounded and described as follows:

BEGINNING at a point on the southeasterly line of land of the Metropolitan Transportation Authority (formerly the New York, New Haven and Hartford Railroad Company), where the same is intersected by the southwesterly line of land described in deed from Frank E. Webers to Robert V. George dated February 9, 1988, recorded February 23, 1988 in Liber 9118 page 319;

RUNNING THENCE along the southwesterly line of land of said land conveyed to Robert V. George, South 36 Degrees 29' 05" East 69.52 feet to the northwesterly line of land now or formerly of Constantine Monzidelis;

THENCE along said land the following courses and distances:

South 45 Degrees 43' 17" West 132.62 feet, and;

South 33 Degrees 42' 20" East 30.00 feet to the northwesterly line of Lots of Map amending Map No. 3 as to Blocks 8, 9, 11, 12 and 15 Larchmont Park", filed in the Westchester County Clerk's Office in Volume 64 of Maps at page 46;

THENCE along the northwesterly line of Lot 8, 9, 10, 11, 12 and part of 13 on said map, South 56 Degrees 17' 40" West 241.38 feet;

THENCE North 37 Degrees 37' 06" West 75.27 feet to a point distant 106.24 feet southeasterly of and measured radially from Station 330 + 91.91 of said center line;

THENCE in a general northeasterly direction by a curve to the left having a radius of 1137.42 feet bounding northwesterly on remaining railroad land 193.28 feet to a point distant 70.62 feet southeasterly of and measured radially from Station 332 + 80.28 of said center line;

THENCE South 49 Degrees 53' 19" East, bounding northwesterly on remaining railroad land, 17.00 feet to a point;

THENCE in a general northeasterly direction by a curve to the right having a radius of 673.85 feet, bounding northwesterly on remaining railroad land 156.51 feet to a point distant 65.40 feet southeasterly of and measured radially from

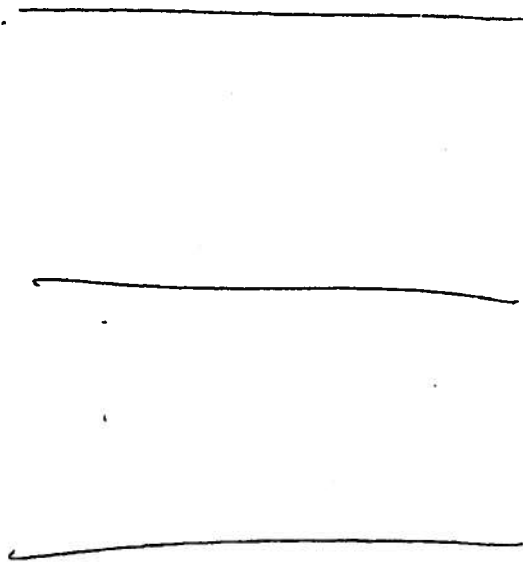
BENCHMARK TITLE AGENCY, LLC

Title No. BTA60476

SCHEDULE A (continued)

Station 334 + 38.28 of said center line;

THENCE North 53 Degrees 25' 10" East, bounding northwesterly on remaining railroad land, 25.50 feet to the point or place of **BEGINNING**.



TO BE USED ONLY WHEN THE ACKNOWLEDGMENT IS MADE IN NEW YORK STATE

State of New York, County of Westchester ss:

State of New York, County of ss:

On the day of December In the year 2006
before me, the undersigned, personally appeared
RICHARD ESPOSITO

On the day of In the year
before me, the undersigned, personally appeared

personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) 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.

personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) 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.

(signature and office of individual taking acknowledgment)

(signature and office of individual taking acknowledgment)

MARY ELLEN DERVIN
Notary Public, State of New York
No. 01DE4878184
Qualified in Westchester County
Commission Expires Dec. 18, 2010

TO BE USED ONLY WHEN THE ACKNOWLEDGMENT IS MADE OUTSIDE NEW YORK STATE

State (or District of Columbia, Territory, or Foreign Country) of

ss:

On the day of in the year 2006 before me, the undersigned, personally appeared

personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) 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, and that such individual made such appearance before the undersigned in the

in (insert the City or other political subdivision) (and insert the State or Country or other place the acknowledgment was taken)

(signature and office of individual taking acknowledgment)

**BARGAIN AND SALE DEED
WITH COVENANT AGAINST GRANTOR'S ACTS**

Title No. _____

SECTION 6
BLOCK 602
LOT 494
COUNTY OF WESTCHESTER
STREET ADDRESS
North Avenue, Town of Mamaroneck,
Village of Larchmont

Recorded at Request of
New York Title Research Corp

RETURN BY MAIL TO:

STANDARD FORM OF NEW YORK BOARD OF TITLE UNDERWRITERS
Distributed by
New York Title Research Corp
www.nytitle.com

Stein & Battalia
2001 Palmer Avenue
Larchmont, NY 10538
Attn: Dolores A. Battalia, Esq.

RESERVE THIS SPACE FOR USE OF RECORDING OFFICE

WESTCHESTER COUNTY CLERK RECORDING SHEET

110 Dr. Martin Luther King, Jr. Boulevard White Plains, NY 10601

THIS FORM MUST BE COMPLETED AND SUBMITTED WITH EACH DOCUMENT

This page is part of the instrument; the County Clerk will rely on the information provided on this page for purposes of indexing this document.
To the best of the submitter's knowledge the information contained on this Recording Sheet is consistent with the information contained in the attached document.

SUBMITTER INFORMATION: Title Number: BTA 60976

Company: Benchmark Title Agency, LLC

Address: 222 Bloomingdale Road

City: White Plains State: N.Y. Zip: 10605 Telephone: 914-250-2400

Attention: Records Dept.

Document type: <u>Deed</u>	# of pages - <u>5</u>	Mortgage Amount On page ____ of document \$ _____	Dwelling Type: For Mortgage Only On page ____ of document <input type="checkbox"/> 1 to 2 family <input type="checkbox"/> 1 to 6 family <input type="checkbox"/> Not 1 to 6 family
1st party name(s) (i.e. grantor/mortgagor) On page <u>2</u> of document <u>Esposito Builders</u> <u>Inc.</u>	Business Entity <input type="checkbox"/>	OR Consideration/Conveyance Amt: \$ <u>0</u>	<input type="checkbox"/>
		Check if submitted: <input checked="" type="checkbox"/> RP-5217 - <input type="checkbox"/> \$75 <input checked="" type="checkbox"/> \$165 <input type="checkbox"/> TP-584 - Type of property conveyed (1 through 8) <input type="checkbox"/> TP-584.1 <input type="checkbox"/> IT-2663	
2nd party name(s) (i.e. grantee/mortgagee) On page <u>2</u> of document <u>Palmer Development</u> <u>LLC</u>	Business Entity <input type="checkbox"/>	TAXES PAID: Mortgage Tax \$ _____ Transfer Tax \$ _____ Mansion Tax \$ _____	Reference # Or Check # _____
		RECORDING FEES PAID: Amount \$ <u>216.00</u>	Reference # or Check # _____

Tax designation (Section, Block & Lot)
On page 5 of document
Sec. 6 Block: 602
Lot: 494

MORTGAGE TAX AFFIDAVITS SUBMITTED:
 252 255 280 Other: _____
 253 260 339-cc _____

City(ies) or Town(s) for Property Description
On page 5 of document
Town: Mamaroneck
Village: Larchmont

Cross Reference(s): On page ____ of document

Property Description - If required, check the one contained within the document.
On page 3 & 4 of document

Metes & bounds
 Lot number on map filed in the Office of the County Clerk
 Refer to deed recorded in the Office of the County Clerk

Record and Return To:
STEIN + BATTALIA
201 PALMER Ave.
Larchmont, NY 10538
ATT: Dolores BATTALIA
ESQ.



470170727DED1

Control Number
470170727

Instrument Type
DED



WESTCHESTER COUNTY RECORDING AND ENDORSEMENT PAGE
(THIS PAGE FORMS PART OF THE INSTRUMENT)
*** DO NOT REMOVE ***

THE FOLLOWING INSTRUMENT WAS ENDORSED FOR THE RECORD AS FOLLOWS:

TYPE OF INSTRUMENT: **DED - DEED**
FEE PAGES: 5 TOTAL PAGES: 5

RECORDING FEES

STATUTORY CHARGE	\$6.00
RECORDING CHARGE	\$15.00
RECORD MGT. FUND	\$19.00
RP 5217	\$165.00
TP-584	\$5.00
CROSS REFERENCE	\$0.00
MISCELLANEOUS	\$0.00
TOTAL FEES PAID	\$210.00

MORTGAGE TAXES

MORTGAGE DATE	
MORTGAGE AMOUNT	\$0.00
EXEMPT	
COUNTY TAX	\$0.00
YONKERS TAX	\$0.00
BASIC	\$0.00
ADDITIONAL	\$0.00
MTA	\$0.00
SPECIAL	\$0.00
TOTAL PAID	\$0.00

TRANSFER TAXES

CONSIDERATION	\$0.00
TAX PAID	\$0.00
TRANSFER TAX #	10174

SERIAL NUMBER:
DWELLING:

RECORDING DATE: 2/12/2007
TIME: 14:20:00

THE PROPERTY IS SITUATED IN
WESTCHESTER COUNTY, NEW YORK IN THE:
TOWN OF MAMARONECK

WITNESS MY HAND AND OFFICIAL SEAL

TIMOTHY C. IDONI
WESTCHESTER COUNTY CLERK

Record & Return to:
STEIN & BATTALIA
2001 PALMER AVE
ATTN: DOLORES A BATTALIA ESQ
LARCHMONT, NY 10538

BTA 6047.6
4P

CONSULT YOUR LAWYER BEFORE SIGNING THIS INSTRUMENT-THIS INSTRUMENT SHOULD BE USED BY LAWYERS ONLY

28th
THIS INDENTURE, made the _____ day of DECEMBER, 2006

BETWEEN

ESPOSITO BUILDERS, INC.
8 John Walsh Blvd.
Peekskill, NY 10566

party of the first part, and

LARCHMONT REALTY LLC
8 John Walsh Blvd.
Peekskill, NY 10566

party of the second part,

WITNESSETH, that the party of the first part, in consideration of Ten dollars paid by the party of the second part, does hereby grant and release unto the party of the second part, the heirs or successors and assigns of the party of the second part forever,

ALL that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the

See Schedule A attached hereto and made a part hereof.

Being and intended to be the same premises as conveyed to grantor herein from Collins Brothers Industries, Inc. and Collins Brothers Moving Corp. by deed dated December 28, 2006 and intended to be recorded immediately prior hereto.

TOGETHER with all right, title and interest, if any, of the party of the first part in and to any streets and roads abutting the above described premises to the center lines thereof; TOGETHER with the appurtenances and all the estate and rights of the party of the first part in and to said premises; TO HAVE AND TO HOLD the premises herein granted unto the party of the second part, the heirs or successors and assigns of the party of the second part forever.

AND the party of the first part covenants that the party of the first part has not done or suffered anything whereby the said premises have been encumbered in any way whatever, except as aforesaid.

AND the party of the first part, in compliance with Section 13 of the Lien Law, covenants that the party of the first part will receive the consideration for this conveyance and will hold the right to receive such consideration as a trust fund to be applied first for the purpose of paying the cost of the improvement and will apply the same first to the payment of the cost of the improvement before using any part of the total of the same for any other purpose. The word "party" shall be construed as if it read "parties" when ever the sense of this indenture so requires.

IN WITNESS WHEREOF, the party of the first part has duly executed this deed the day and year first above written.

IN PRESENCE OF:

ESPOSITO BUILDERS, INC.

By:


Richard Esposito

MAM

BENCHMARK TITLE AGENCY, LLC

Title No. BTA60476

SCHEDULE A

PARCEL II:

ALL that certain plot, piece or parcel of land situate lying and being in the Village of Larchmont, Town of Mamaroneck, County of Westchester and State of New York, being more particularly bounded and described as follows:

BEGINNING at a point on the northerly side of Palmer Avenue, where the same is intersected by lands now or formerly of JERJO Realty Corp., being the westerly line of Lot 19 in Block 11 as shown on a map entitled, "Amended Map No. 3, Blocks 8, 9, 11, 12 and 15 Larchmont Park", and filed in the Westchester County Clerk's Office, Division of Land Records as Map Volume 64 page 46;

RUNNING THENCE along said northerly side of Palmer Avenue, South 52 Degrees 31' 10" West 13.03 feet to a point;

RUNNING THENCE North 33 Degrees 42' 20" West 209.88 feet to a point;

RUNNING THENCE North 56 Degrees 15' 10" East 25.00 feet to a point;

RUNNING THENCE North 33 Degrees 42' 20" West 24.99 feet to lands now or formerly of New York, New Haven & Hartford Railroad, now Metropolitan Transportation Authority;

RUNNING THENCE North 56 Degrees 17' 28" East 153.61 feet to a point;

RUNNING THENCE South 33 Degrees 42' 32" East 82.21 feet to a point;

RUNNING THENCE North 56 Degrees 17' 40" East 174.33 feet to lands now or formerly of Collins Brothers Moving;

RUNNING THENCE along said lands, South 37 Degrees 37' 06" East 50.66 feet to the northerly side of Lot 13 as shown on said map entitled, "Map Amending Map No. 3, as to Blocks 8, 9, 10, 11, 12 and 15 Larchmont Park", dated May 28, 1927 and filed in the Westchester County Clerk's Office, (Division of Land Records) in Volume 64 page 46 of Maps;

THENCE along the northerly sides of Lots 13 through 19 on said map, South 56 Degrees 17' 40" West 343.40 feet to a point being the northwest corner of Lot 19 as shown on the aforesaid filed map;

THENCE along the westerly side of Lot 19, South 33 Degrees 42' 20" East 101.29 feet to a point on the northerly side of Palmer Avenue, the point or place of **BEGINNING**.

WESTCHESTER COUNTY CLERK RECORDING SHEET

110 Dr. Martin Luther King, Jr. Boulevard White Plains, NY 10601

THIS FORM MUST BE COMPLETED AND SUBMITTED WITH EACH DOCUMENT

This page is part of the instrument; the County Clerk will rely on the information provided on this page for purposes of indexing this document.
To the best of the submitter's knowledge the information contained on this Recording Sheet is consistent with the information contained in the attached document.

SUBMITTER INFORMATION:

Title Number: BTA 60416

Company: Benchmark Title Agency, LLC

Address: 222 Bloomingdale Road

City: White Plains State: N.Y. Zip: 10603 Telephone: 914-250-2400

Attention: Recording Dept.

Document type: <u>Deed</u>	# of pages - <u>4</u>	Mortgage Amount On page ___ of document \$ _____ OR Consideration/Conveyance Amt: \$ <u>-0-</u>	Dwelling Type: For Mortgage Only On page ___ of document <input type="checkbox"/> 1 to 2 family <input type="checkbox"/> 1 to 6 family <input type="checkbox"/> Not 1 to 6 family
1st party name(s) (i.e. grantor/mortgagor) On page <u>2</u> of document <u>Esposito Builders, Inc.</u>	Business Entity <input type="checkbox"/>	Check if submitted: <input checked="" type="checkbox"/> RP-5217 - [] \$75 [x] \$165 <input checked="" type="checkbox"/> RP-584 - Type of property conveyed [1 through 8] _____ <input type="checkbox"/> TP-584.1 [] IT-2663	
2nd party name(s) (i.e. grantee/mortgagee) On page <u>2</u> of document <u>Larchmont Realty LLC</u>	Business Entity <input type="checkbox"/>	TAXES PAID: Mortgage Tax \$ _____ Transfer Tax \$ <u>-0-</u> Mansion Tax \$ _____	Reference # Or Check # _____ _____ _____
Tax designation (Section, Block & Lot) On page <u>4</u> of document <u>Sec. 6 Block: 601 Lot: 486.1</u>		RECORDING FEES PAID: Amount <u>\$ 210.00</u>	Reference # or Check # _____
City(ies) or Town(s) for Property Description On page <u>4</u> of document <u>Town: Mamaroneck Village: Larchmont</u>		MORTGAGE TAX AFFIDAVITS SUBMITTED: <input type="checkbox"/> 252 <input type="checkbox"/> 255 <input type="checkbox"/> 280 Other: _____ <input type="checkbox"/> 253 <input type="checkbox"/> 260 <input type="checkbox"/> 339-00 _____	
Property Description - If required, check the one contained within the document. On page <u>3</u> of document <input checked="" type="checkbox"/> Metes & bounds <input type="checkbox"/> Lot number on map filed in the Office of the County Clerk <input type="checkbox"/> Refer to deed recorded in the Office of the County Clerk		Cross Reference(s): On page ___ of document _____	Record and Return To: <u>Suzanne Battaglia</u> <u>2001 PALMER AVE</u> <u>LARCHMONT, NY 10538</u> <u>ATT: Dulores Battaglia</u> <u>ESS</u>

EXHIBIT H

PREVIOUS OWNERS & OPERATORS

Lot	Year	Owner	Address/Number	Relationship to Applicant
2103 Palmer Avenue/North Avenue (hereinafter "North Avenue") Tax ID Parcel 6-602-494.2	Approx ? - 1954	The New York, New Haven, and Hartford Railroad Company owned this parcel until 1954 The property was listed as part of the Chatsworth Coal and Supply Company until 1950. At some point in this period, Henigson's Building Materials began operating property. A railroad ran through the center of the site, and a concrete platform was used as a freight depot.	Predecessor - Metro North 347 Madison Avenue, 19th floor New York, NY 10017 Attn: Susan Sarch, Esq. Associate Counsel	None
North Avenue Tax ID Parcel 6-602-494.2	1954-1983*	Don Rae Holding Corp. **In 1973, Don Rae granted a portion of the tax parcel to Pyne Corporation. In 1983 Don Rae granted to rest of the tax Parcel to Pyne Corporation.	unknown	None
North Avenue Tax ID Parcel 6-602-494.2	1973*-1985	Pyne Corporation a/k/a Pyne X Ray Corp (Now known as Fujifilm Medical Systems U.S.A., Inc.) **In 1973, Don Rae granted a portion of the tax parcel to Pyne Corporation. In 1983 Don Rae granted to rest of the tax Parcel to Pyne Corporation.	Fujifilm Medical Systems U.S.A., Inc. 419 West Ave. Stamford, CT	None
North Avenue Tax ID Parcel 6-602-494.2	1985	Norcorp Associates (Now known as Norcorp, Inc.)	Norcorp, Inc. 400 Main St. Mount Kisco, NY 10549	None
North Avenue Tax ID Parcel 6-602-494.2	1985-1988	Warner Pyne Jr. & Charles Leslie *in 1986 Warner Pyne Jr. divided his interest between himself and Ina Pyne.	unknown	None
North Avenue Tax ID Parcel 6-602-494.2	1988	Frank Webers	Frank E. Webers 38-20 Review Ave. Long Island City, NY 11101	None
North Avenue	1988 --	Collins Brothers Moving Corp.	Frank E. Webers	None

Tax ID Parcel 6-602-494.2	2006	(CEO Frank Webers)	38-20 Review Ave. Long Island City, NY 11101	
North Avenue Tax ID Parcel 6-602-494.2	2006 – present*	Esposito Builders Inc./ Palmer Development, LLC *In 2006 Esposito Builders, Inc. granted the parcel to Palmer Development, LLC.	Esposito Builders, Inc. 8 John Walsh Blvd. Suite 401 Peekskill, NY 10566 Palmer Development LLC 8 John Walsh Blvd. Suite 401 Peekskill, NY 10566	None
2101 Palmer Avenue Tax ID Parcel 6-601-486.1	Approx ? – 1966	The New York, New Haven, and Hartford Railroad Company owned this parcel until 1966 The property was listed as part of the Chatsworth Coal and Supply Company until 1950. At some point in this period, Henigson’s Building Materials began operating property. A railroad ran through the center of the site, and a concrete platform was used as a freight depot.	Predecessor - Metro North 347 Madison Avenue, 19th floor New York, NY 10017 Attn: Susan Sarch, Esq. Associate Counsel	None
2101 Palmer Avenue Tax ID Parcel 6-601-486.1	1966- 1972	Idelbe Realty Company, Inc.	Unknown	None
2101 Palmer Avenue Tax ID Parcel 6-601-486.1	1972 - 2000	Daitch Crystal Dairies, Inc. (Now known as Shopwell, Inc.)	Shopwell, Inc. 2 Paragon Drive Montvale, NJ 07645	None
2101 Palmer Avenue Tax ID Parcel 6-601-486.1	2000- 2001	Martin Deitch	Unknown	None
2101 Palmer Avenue Tax ID Parcel 6-601-486.1	2001 - 2006	Collins Brothers Moving Corp.* (CEO Frank Webers) *Corrected by deed in 2001 to Collins Brothers Industries, Inc.	Collins Brothers Industries, Inc. 620 Fifth Avenue Larchmont, NY 10538 Frank E. Webers	None

			38-20 Review Ave. Long Island City, NY 11101	
2101 Palmer Avenue Tax ID Parcel 6-601-486.1	2006 - present	Esposito Builders Inc./Larchmont Realty, LLC *In 2006 Esposito Builders, Inc. granted the parcel to Larchmont Realty, LLC.	Esposito Builders, Inc. 8 John Walsh Blvd. Suite 401 Peekskill, NY 10566 Larchmont Realty, LLC 8 John Walsh Blvd. Suite 401 Peekskill, NY 10566	None

Exhibit I

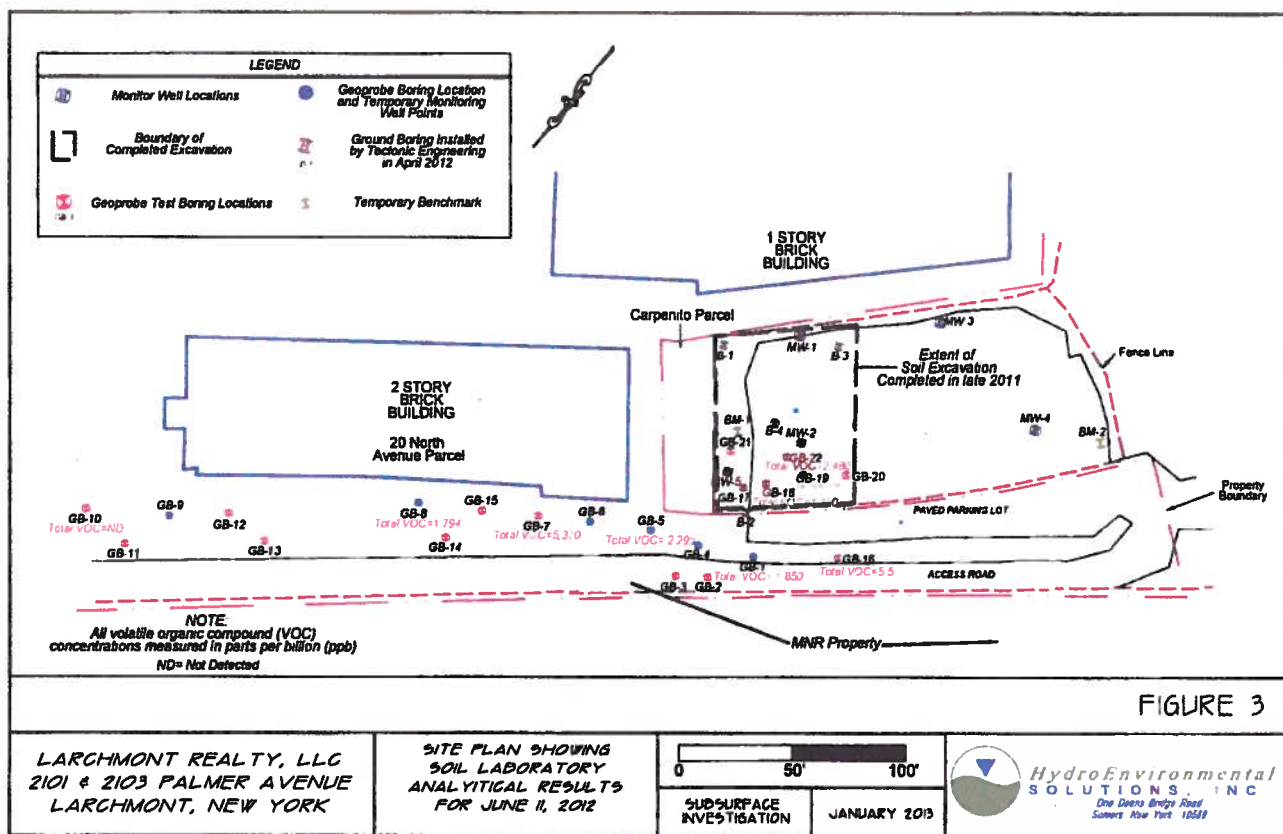


Exhibit J

Excel Mailing List Template (Site Contact List)

Site #:	Current Occupant	Name, Title	Address 1	Street Address	City	State	Zip	Site Name (County)
			List Last Updated: June 5, 2012					
		Hon. Anne H. McAndrews	Mayor, Village of Larchmont	120 Larchmont Ave.	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Rob Astorino	County Executive, Westchester County	900 Michaelian Building, 148 White Plains	White Plains	NY	10601	
		Westchester County Planning Department		148 Martine Ave. Rm 432	White Plains	NY	10601	Chatsworth Coal & Supply (Westchester)
		Frank Blasi	Building Inspector, Village of Larchmont	66 Front St.	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		The Journal News		1 Gannett Drive	White Plains	NY	10604	Chatsworth Coal & Supply (Westchester)
		Henry Oswald	Foreman, Larchmont Water Department	2104 Boston Post Road	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Carol Connolly	Director, Discovering Me Nursery School	2051 Palmer Ave.	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Palmer Plaza Associates	Owner, 2005 & 2039 Palmer Avenue	P.O. Box 366	Scarsdale	NY	10583	Chatsworth Coal & Supply (Westchester)
		Larchmont Mamaroneck Joint Sanitation Commission		740 W. Boston Post Road	Mamaroneck	NY	10543	Chatsworth Coal & Supply (Westchester)
		Dr. Dona A. Walsh	Owner, Larchmont Animal Hospital	2061 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Giacomo Service	Owner, Sunoco Gas Station	2107 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Guitar Center		2141 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Guitar Center		P.O. Box 2410	Omaha	NE	68103	Chatsworth Coal & Supply (Westchester)
		C. Monzidels	Owner, 20 North Avenue	P.O. Box 511	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		TVP Enterprises	Owner, 21 North Avenue	21 North Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Louis Grasso	Owner, 2001 Palmer Avenue	43 Beechwood Avenue	New Rochelle	NY	10801	Chatsworth Coal & Supply (Westchester)
		Just Play		1993 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Halid Passaic	Owner, 1993 Palmer Avenue	P.O. Box 1095	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Jack's Automotive		2067 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Jack Di Bona	Owner, Jack's Automotive	95 Valley Terrace	Rye Brook	NY	10573	Chatsworth Coal & Supply (Westchester)
		Salon Elle		2097 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Excel Martial Arts		2097 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Best Laundromat		230 Fifth Street	Mamaroneck	NY	10543	Chatsworth Coal & Supply (Westchester)
		Larchmont Village Cleaners		2123 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Active Physical Therapy		2125 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Leonardo's Pizzeria		2127 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Deitch Realty	Owner, adjacent commercial building	2133 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
	Current Occupant	6 West Avenue		110 So. Central Avenue	Hartsdale	NY	10530	Chatsworth Coal & Supply (Westchester)
		West Owners Corp.	Owner, apartment at 6 West Avenue	6 West Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		The Voracious Reader		P.O. Box 154	Whitestone	NY	11357	Chatsworth Coal & Supply (Westchester)
		Ray's Cafe		1997 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Halmir Real Estate LLC		1995 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Palmer Nails		P.O. Box 1095	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Keystone Realty	Owner, 1965-1969 Palmer Avenue	1965 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Hunan Larchmont		72 Wendt Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Larchmont Playhouse		1961 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Clearview Cinema GR	Owner, 1975 Larchmont Avenue	1975 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Muriel Francella	Owner, 1985-1991 Palmer Avenue	200 Park Avenue, Ste. 302	Florham Park	NJ	07932	Chatsworth Coal & Supply (Westchester)
		Crush Wine Bar		369 C Heritage Hills	Somers	NY	10581	Chatsworth Coal & Supply (Westchester)
		Koji Salon Inc		1985 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
		Prodigy Learning Center		1987 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)
				1989 Palmer Avenue	Larchmont	NY	10538	Chatsworth Coal & Supply (Westchester)

Exhibit K

KNAUF

SHAW

LLP

June 19, 2013

Laura Eckley, Director
Larchmont Public Library
121 Larchmont Avenue
Larchmont, NY 10538

VIA ELECTRONIC MAIL:
leckley@wlsmail.org

RE: Site: Chatsworth Coal & Supply
Official Site Address: North Ave. and 2101 Palmer Ave., Larchmont, New York
Requestor: WB Pinebrook Associates, LLC
Brownfield Cleanup Program Application

We represent WB Pinebrook Associates LLC in its anticipated Brownfield Cleanup Program application for the above-referenced site located at North Avenue and 2101 Palmer Avenue, Larchmont, NY 10538. It is a requirement of the NYS Department of Environmental Conservation that we supply them with a letter certifying that the local library is willing and able to serve as a public repository for all documents pertaining to the cleanup of this property. Please sign below if you are able to certify that your library would be willing and able to act as the temporary public repository for the Brownfield Cleanup Program project documents. Once the site is remediated, the documents will be removed. We shall supply all large documents on CD to avoid unnecessary use of shelf space. Thank You.

Sincerely,

KNAUF SHAW LLP



Linda R. Shaw

Yes, the Larchmont Public Library is willing and able to act as a public repository for documents related to the cleanup of the Chatsworth Coal & Supply Site under the NYS Brownfield Cleanup Program.

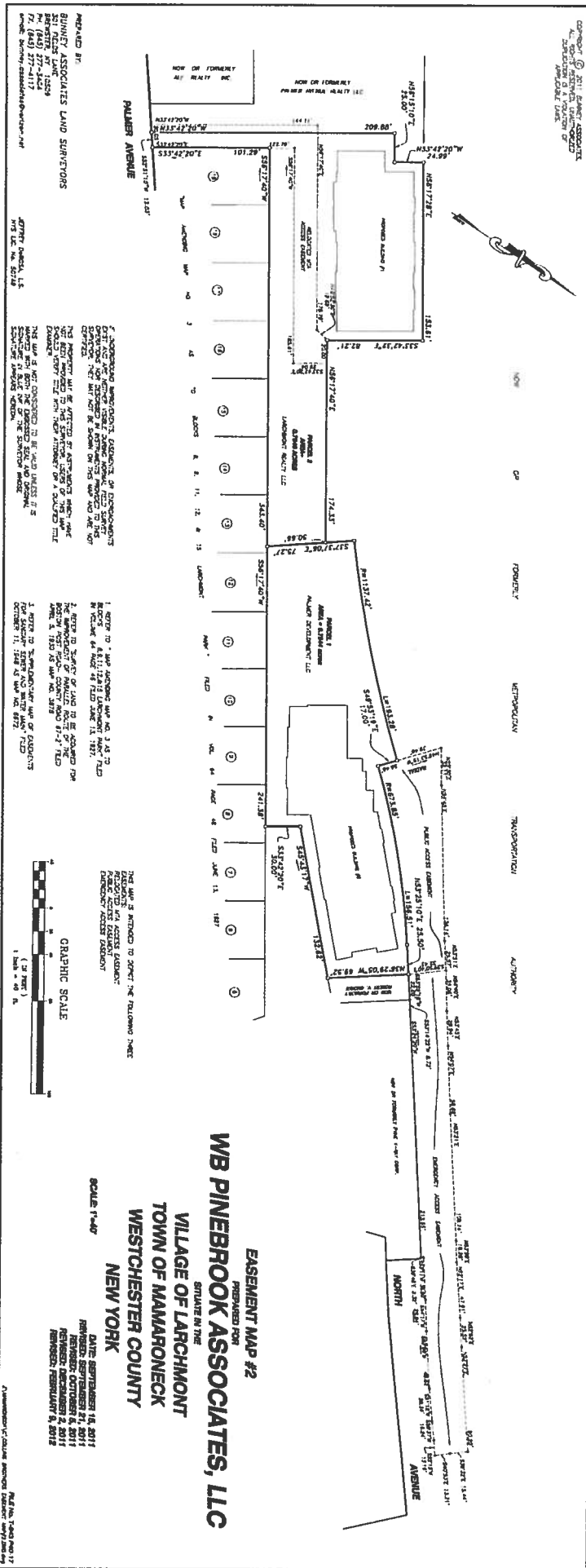
Laura Eckley
(name)

6/21/13
(date)

Laura Eckley
(print and title) Director

Exhibit L

CONCEPT © 2011 EASEMENT ASSOCIATES
 ALL RIGHTS RESERVED. THIS DOCUMENT IS A PRELIMINARY
 APPROXIMATE DRAWING.



PREPARED BY:
 EASEMENT ASSOCIATES LAND SURVEYORS
 100 WEST 10TH STREET
 NEW YORK, NY 10011
 TEL: (212) 277-4117
 WWW.EASEMENTASSOCIATES.COM

FOR INFORMATION ONLY: THIS MAP IS NOT TO BE CONSIDERED AS A CONTRACT UNLESS IT IS
 SPECIFICALLY REFERRED TO AS SUCH IN A CONTRACT. THE SURVEYOR'S
 LIABILITY IS LIMITED TO THE PROFESSIONAL STANDARD OF CARE.
 THE USER IS ADVISED TO OBTAIN A CURRENT SURVEY OF THE PROPERTY
 BEFORE ANY CONSTRUCTION OR DEVELOPMENT OF THE PROPERTY.
 THE USER IS ADVISED TO OBTAIN A CURRENT SURVEY OF THE PROPERTY
 BEFORE ANY CONSTRUCTION OR DEVELOPMENT OF THE PROPERTY.

1. REFER TO MAP SHOWING MAP NO. 1 AS TO
 LOCATION OF THIS EASEMENT MAP. THIS
 MAP IS A PART OF THE EASEMENT MAP NO. 1.
2. REFER TO MAP NO. 1 AS TO THE LOCATION OF THE
 EASEMENT MAP NO. 1. THIS MAP IS A PART OF THE
 EASEMENT MAP NO. 1.
3. REFER TO MAP NO. 1 AS TO THE LOCATION OF THE
 EASEMENT MAP NO. 1. THIS MAP IS A PART OF THE
 EASEMENT MAP NO. 1.

THE USER IS ADVISED TO OBTAIN A CURRENT SURVEY OF THE PROPERTY
 BEFORE ANY CONSTRUCTION OR DEVELOPMENT OF THE PROPERTY.
 THE USER IS ADVISED TO OBTAIN A CURRENT SURVEY OF THE PROPERTY
 BEFORE ANY CONSTRUCTION OR DEVELOPMENT OF THE PROPERTY.



DATE: SEPTEMBER 16, 2011
 PREPARED BY: EASEMENT ASSOCIATES
 REVISION: OCTOBER 4, 2011
 REVISION: DECEMBER 2, 2011
 REVISION: FEBRUARY 9, 2012

EASEMENT MAP #2
 PREPARED FOR:
WB PINEBROOK ASSOCIATES, LLC
 OWNER IN THE
VILLAGE OF LARCHMONT
TOWN OF MAMARONECK
WESTCHESTER COUNTY
NEW YORK

SCALE: 1"=40'
 DATE: SEPTEMBER 16, 2011
 PREPARED BY: EASEMENT ASSOCIATES
 REVISION: OCTOBER 4, 2011
 REVISION: DECEMBER 2, 2011
 REVISION: FEBRUARY 9, 2012

DATE: 09/16/11
 TIME: 10:00 AM

Exhibit M

Approval site plan Approval

OFFICE OF

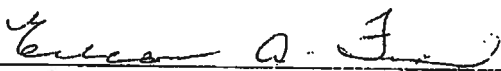


VILLAGE OF LARCHMONT
MUNICIPAL BUILDING
LARCHMONT, N.Y. 10538
TEL.: (914) 834-6230
FAX: (914) 833-2170

AUG 14 2008

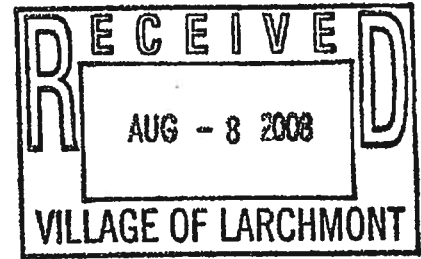
I hereby certify that I have compared the attached resolution with the original on file in my office and the same is a true and correct copy of the resolution which was duly adopted by the Planning Board of the Village of Larchmont, New York, a quorum being present, on August 6, 2008.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Corporate Seal of said Village of Larchmont this 12th day of August, 2008.


Village Clerk

File

**RESOLUTION OF
SITE PLAN APPROVAL
FOR
ESPOSITO BUILDERS, INC.**



WHEREAS, beginning in 2005, Esposito Builders, Inc. ("Esposito Builders" or the "Applicant") made informal presentations to the Village of Larchmont Planning Board ("Planning Board" or the "Board") in connection with its original proposal to build a 59 unit multifamily residential development in two three-story buildings with 118 parking spaces on the property located at Palmer Avenue, Larchmont, New York and designated on the tax map as Section 6, Blocks 601 and 602 and Lots 486.1 and 494 respectively (the "Property") and located in the RB zoning district; and

WHEREAS, the Property is an open, primarily concrete and asphalted lot that its former owner Collins Brothers Moving Corp. ("Collins Bros.") used and uses to park trucks and trailers. The northwest side of the Property abuts the Metropolitan Transit Authority ("MTA") railroad tracks, the southwest side of the Property abuts a gas station and paved parking area, and most of the other adjoining properties are commercial uses; and

WHEREAS, before the May 2, 2005 Board meeting, Esposito Builders submitted a site plan application consisting of a small scale plan, a large scale plan and an Environmental Assessment Form ("EAF") Part 1, Project Information, dated March 21, 2005, for a 59-unit residential development in two three-story buildings (with each building having a height of 54 feet) and with 118 parking spaces on the Property, which included a number of parking spaces beneath the buildings and a number of covered parking spaces outside of the buildings, and the Board made comments on same at its May 2, 2005 meeting; and

WHEREAS, Part 2 of the EAF was prepared by the Board's planning consultants, Saccardi & Schiff, Inc. ("Planning Consultant") and reviewed and approved by the Planning Board; and

WHEREAS, additional comments were made by the Board at its June 6, 2005 meeting regarding a plan alternative prepared by the Applicant providing for traffic circulation to the rear of the building rather than under one of the buildings and indicated this as the preferred alternative to be pursued by the Applicant. At that same meeting, the Board also reviewed a preliminary proposed list of items (of May 23, 2005) prepared by the Board's Planning Consultant and with input from TRC Engineers ("Engineering Consultants") and John Meyer Consulting, P.C. ("Traffic Consultant") to be addressed and included in an expanded EAF to be prepared by the Applicant and the Board commented on additional items they wanted added to said list. A revised said list was issued on June 7, 2005; and

WHEREAS, the Applicant did not actively pursue Board approval and did not submit revised site plans until it obtained the following access easements in favor of the Property: (i) a 25.05 foot irrevocable access easement granted by the adjacent shopping center in favor of the Property (providing 25.05 feet additional "street frontage" to the Property's existing 13.03 feet

street frontage) allowing for two-way access into and out of the Property to Palmer Avenue and a four-foot sidewalk from the site to Palmer Avenue to allow for safe pedestrian access ("Access Easement"); and (ii) an MTA revocable access easement in favor of the Property allowing for a two-way 20 foot wide access road from the eastern end of the site out to North Avenue as well as a four-foot sidewalk leading to North Avenue to provide safe pedestrian access ("MTA Easement"); and

WHEREAS, having secured said easements, the Applicant asked to be placed on the Board agenda of March 6, 2006 and at that meeting, the Applicant and its architect made a presentation to the Board of its revised plans dated February 13, 2006 for a 59-unit residential development in two three-story buildings (with each building having a height of 54 feet) and with 118 parking spaces on the Property. As part of its application, the Applicant offered to make five (5) units available as workforce housing. The Planning Board determined at that meeting that a site walk of the Property was necessary; and

WHEREAS, a site walk took place on March 18, 2006 with Applicant, its architect, four (4) Board members, an alternate Board member and the Board's Planning Consultant; and

WHEREAS, certain additional issues were raised as a result of the site walk, which issues the Board incorporated into a revised list of items to be addressed (of March 31, 2006) that was an update to a prior list of June 7, 2005 based upon the plan at that time. Additional revisions to the list were made at the Commission's meeting of July 10, 2006, which were reflected in the approved final list dated July 12, 2006 ("Approved Final List of Items to Be Addressed"); and

WHEREAS, in the Approved Final List of Items to be Addressed, it was proposed that Applicant prepare or have prepared an Expanded Environmental Assessment that would include narrative, technical reports and detailed graphics that addressed the revised issues of environmental concern to enable the Board to fully consider potential environmental impacts and to make a determination of significance; and

WHEREAS, at the Board's regularly scheduled meeting of May 1, 2006, the Board declared its intent to become lead agency for the environmental review of the proposed application in accordance with the requirements of the New York's State Environmental Quality Review Act and its implementing regulations ("SEQRA") and such declaration of intent was circulated to involved and interested agencies; and

WHEREAS, after thirty (30) days and no receipt of objections, the Planning Board assumed its role as lead agency under SEQRA; and

WHEREAS, on July 17, 2006, the Applicant and its architect met with Frank J. Blasi, the Building Inspector of the Village of Larchmont ("Building Inspector"), who determined at that time that Applicant's proposed plans failed to comply with certain sections of the Village of Larchmont Zoning Code ("Zoning Code"); and

WHEREAS, based upon the Building Inspector's July 17, 2006 determination, the Applicant filed an application with the Village of Larchmont's Zoning Board of Appeals

("ZBA") for certain area variances for insufficient rear yard, height (proposed number of stories of principal building in excess of maximum permitted and proposed height of principal building in excess of maximum permitted); fence (proposed height in excess of maximum permitted); insufficient enclosed recreation space; flag lot; insufficient street frontage; number of dwelling units in excess of maximum permitted; insufficient fully enclosed off-street parking spaces; private attached and detached garages; detached garages in front yard; and

WHEREAS, in a memorandum dated September 8, 2006 to the Board (and copied to the ZBA), the Building Inspector confirmed the above referenced variances were needed; and

WHEREAS, the ZBA held a public hearing on the application on September 13, 2006 after due notice and publication pursuant to New York Village Law § 7-712-a and Zoning Code § 381-77(D), which public hearing was continued, following due notice and publication, on October 11, 2006, November 8, 2006, December 18, 2006 and, following adjournments requested by the Applicant, closed on July 18, 2007; and

WHEREAS, while the application was pending before the ZBA and the ZBA was awaiting completion of the SEQRA process by the Planning Board, the Applicant continued to appear before the Planning Board; and

WHEREAS, the Planning Board determined the plan of September 19, 2006 to be ready for public review and comment, scheduled and noticed a public hearing to be held on November 6, 2006 to consider the site plan application, which public hearing was held and continued until December 4 2006, and all persons wanting to be heard having been heard, the public hearing was closed in December 2006; and

WHEREAS, after having issued a list of items to be addressed, having declared its intent to be lead agency on May 1, 2006 and accepting status as lead agency after a 30-day circulation period, the Board conducted its environmental review in accordance with the procedures set forth in SEQRA and required the Applicant to submit several studies analyzing the proposed action's potential environmental, traffic, noise, sewer, water and drainage impacts and an analysis of the potential impacts upon the Village's services and schools. The Board's Planning, Engineering and Traffic Consultants reviewed the plans, application, reports, studies and other documents submitted by Esposito Builders; and

WHEREAS, as part of this review, the Board sought comments from the Village's Fire Department ("LFD") and Police Department; and

WHEREAS, as a result of comments and recommendations from the LFD, in early December 2006, the Applicant submitted revised plans to the Planning Board and ZBA to address the LFD's concerns regarding available secondary access. Of specific concern to the LFD was access to the Property during emergencies and whether the MTA would guarantee permanent emergency access over its right-of-way adjacent to the north-west portion of the Property, the area in which the MTA Easement was granted, even if the MTA Easement was revoked in the future. As the Applicant could not secure such a guarantee from the MTA, the Applicant incorporated into the plans the LFD's recommendation to create a fire zone/turn-

around area in front of Building 2 with a diameter of sixty (60) feet. To accommodate this turn-around area recommended by the LFD, the Applicant's revised plans of December 1, 2006 indicated a reduction in the number of total parking spaces from 108 to 102. So that the total number of provided parking spaces complied with provisions of Zoning Code that require a specific number of parking spaces per dwelling unit, the Applicant further reduced the total number of dwelling units to 51 from the previously reduced amount of 54 units; and

WHEREAS, the Applicant also incorporated into the plans the LFD's other recommendations: (i) reducing the height of the parking area under both buildings to nine (9) feet; (ii) widening the access road to ensure adequate ability of emergency vehicles to enter and leave the property; and (iii) removing all permanent structures in the outdoor parking areas; and

WHEREAS, because removal of the coverings for the parking spaces not located beneath the buildings obviated a need for a variance for a detached garage in the front yard, and because other plan revisions decreased the magnitude of some of the variances requested, the Applicant modified its application to the ZBA; and

WHEREAS, by deed dated December 28, 2006, title was conveyed from Collins Brothers Moving Corporation to Esposito Builders, Inc. and by subsequent deed also dated December 28, 2006, title was conveyed by Esposito Builders, Inc. to Palmer Development, LLC for a portion of the Property (Section 6, Block 602, Lot 494). By deed dated December 28, 2006, title was conveyed from Collins Brothers Industries, Inc. and Collins Brothers Moving Corp. to Esposito Builders, Inc. and by subsequent deed also dated December 28, 2006 title was conveyed by Esposito Builders, Inc. to Larchmont Realty, LLC for the remainder of the of the Property (Section 6, Block 601, Lot 486.1). The two deeds referenced above conveying the Property to Esposito Builders, Inc. as the party of the second part (grantee), and the two deeds referenced above conveying the Property by Esposito Builders, Inc. as the party of the first part (grantor), as well as the MTA Easement (between the MTA as grantor and Esposito Builders, Inc. as grantee) were all recorded on the same date and time (February 12, 2007). The Access Easement (between Palmer Avenue Realty, Inc., as grantor and Collins Brothers Moving Corp. and Collins Brothers Industries, Inc. as grantees) was previously recorded on September 6, 2006. The MTA Easement and the Access Easement run with the land and inure to the benefit of Esposito Builders, Inc. and its successors in interest. After the transfer of title from Esposito Builders, Inc. to the two above mentioned separate entities, Palmer Development, LLC and Larchmont Realty, LLC consented and authorized Esposito Builders to continue the application process currently pending before the Planning Board and the ZBA (hereinafter Palmer Development LLC, Larchmont Realty, LLC and Esposito Builders are collectively and individually referred to as the "Applicant"); and

WHEREAS, in response primarily to comments made during the concurrent ZBA review process, on or about January 23, 2007, the Applicant submitted revised plans dated January 5, 2007 to the Planning Board further reducing the buildings' proposed heights from 44 feet to 40 feet for Building 1 and to 42 feet for Building 2; and

WHEREAS, in a January 26, 2007 memorandum to the Board (on which the ZBA was copied), the Building Inspector confirmed the revised heights (40 feet for Building 1 and to 42

feet for Building 2) and revised his original determination that the Property is a pre-existing, legal non-conforming lot, and therefore, determined that the prohibition against flag lots was not applicable and a variance was not required from Section 381-35 (A); and

WHEREAS, having considered the numerous plans and revisions and the plan dated January 5, 2007 for 51 units in two three-story buildings (with Building 1 having a height of 40 feet and Building 2 having a height of 42 feet) and with 102 parking spaces, of which 45 would be under the buildings, and having considered the potential environmental impacts and having received and considered all comments from its consultants, the Planning Board on July 9, 2007, determined that the Applicant's proposal would not have a significant effect on the environment and a Draft Environmental Impact Statement would not be prepared, and the Board issued a negative declaration in accordance with SEQRA ("Negative Declaration"); and

WHEREAS, at a special meeting held on October 29, 2007, the ZBA adopted written findings and a decision granting the variances requested in the Applicant's modified application to the ZBA ("Findings") based on the Gemmola and McWilliams LLC plans of July 12, 2007; and

WHEREAS, based on additional input by the LFD and Building Department, further amendments to the site plan were made to ensure public safety and provide improved access; and

WHEREAS, having carefully considered the Applicant's proposed standards and procedures for the designation and administration of the proposed five workforce housing units, and having modified such standards and procedures with input from the Applicant to result in the Planning Board's condition of Site Plan Approval identified herein as Attachment A,

NOW, THEREFORE, BE IT RESOLVED THAT the Larchmont Village Planning Board grants approval of the Site Plan that shall constitute the following drawings:

1. Esposito Builders Inc. Site Plan Drawings –

Sheets 2, 6, 7, 8, and 9 dated 05/01/08 Revision 7 prepared by Site Design Consultants, Inc. marked "For Final Site Plan Approval" consisting of:

Drawing 2 - Existing Conditions Plan

Drawing 6 – Sanitary Sewer Notes and Details

Drawing 7 - Water Main Notes and Details

Drawing 8 – Roadway, Drainage and Stormwater Details

Drawing 9 – Erosion and Sediment Control and Details

Sheets 1, 3, 4, and 5 dated 07/24/08 Revision 11 prepared by Site Design Consultants, Inc., marked "For Final Site Plan Approval" consisting of:

Drawing 1 – Site Plan

Drawing 3 - Grading and Utility Plan

- Drawing 4- Erosion and Sediment Control Plan
- Drawing 5 – Driveway, Sanitary Sewers and Watermain Profiles
- 2. Esposito Builders Inc. Proposed Residential Development –

Plans dated 3/26/00 (Revision 15) and Building Plans dated 04/30/08 prepared by Gemmola & Associates, marked "Final for Site Plan Approval" consisting of:

- Proposed Parking Level Plans - PL-101 – Revision 3
- Proposed Site Plan and Palmer Avenue Building Elevation - SY.-1.1 (Revision 3)
- Proposed Floor Plans – Building #1 – A-101 (Revision 4)
- Proposed Floor Plans – Building #2 – A-102 (Revision 5)
- Proposed Floor Plans - Building #3- A-103 (Revision 3)
- Proposed Roof Plans – R-101 – Revision 1
- Proposed Exterior Elevations – Building #1 A-201 (Revision -5)
- Proposed Exterior Elevations – Building #2 A-202 (Revision 5)
- Proposed Cross Sections– A-301 Revision 1
- Proposed Profile/Section/details/plan/elevation – A-401 (Revision 3)
- Proposed Roof Plan – R – 101

Site Plan dated 07/24/08 prepared by Gemmola & Associates marked "For Final Site Plan Approval" consisting of:

Proposed Site Plan – SY 1 (Revision 11)

*subject to
previously submitted
landscape plan
dated*

- 3. Planting Plan For Esposito Builders Inc. dated ~~November 7, 2007~~ prepared by Elements Landscape Architecture PC marked "Final for Site Plan Approval"
- 4. Lighting Layout Plan – Drawing No. 20080120PXPREV dated May 1, 2008 prepared by United Lighting marked Revision C "For Final Site Plan Approval"

AND BE IT FURTHER RESOLVED, that the Larchmont Village Planning Commission has reviewed the following documents and reports:

- 5. Stormwater Management Plan, Volumes I & II prepared by Site Design Consultants.
- 6. Health and Safety Report prepared by Tim Miller Associates, Inc. Revised April 8, 2008
- 7. Blasting Plan prepared by MD Drilling and Blasting, Inc.

AND that such Site Plan approval, and the above documents and reports shall be subject to the following conditions:

Workforce Housing

1. In reviewing the initial proposal by the Applicant that required a number of variances for implementation, the Planning Board asked the Applicant whether it would consider the inclusion of workforce housing units as part of the proposal. The Applicant agreed to provide five workforce housing units as part of the proposal, and the agreed-upon Workforce Housing Plan attached to this resolution as part of the Applicant's proposal is an integral part of the application that is being approved by the Planning Board as part of this site plan approval. (See Attachment A – Workforce Housing Plan.)

Zoning Board of Appeals Conditions

Site Plan approval shall be subject to the conditions of the Zoning Board of Appeals approval of October 29, 2007 including the following from that resolution of approval:

1. Development of the project shall be substantially in conformance with the plans prepared by Gemmola and McWilliams, L.L.P., dated July 12, 2007, except where changes that do not affect the variances are required by the Planning Board or the Architectural Review Board.
2. The easement granted in favor of the Applicant for access to the Property from Palmer Avenue shall remain in effect and the Applicant shall not consent to termination; and
3. The MTA easement granted in favor of the Applicant for access to the Property from North Avenue shall remain in effect unless the MTA unilaterally revokes it under the terms of the easement; the Applicant shall not consent to termination.

All variances granted as a result of the ZBA approval resolution are reflected and incorporated in the above plans that constitute the Site Plan.

Engineering

1. The Applicant has revised the Site Plan Approval drawings as outlined in the TRC Engineer, Inc. review memorandum dated March 26, 2008, attached to this resolution.
2. The Applicant shall obtain all necessary permits and approvals from the Westchester County Department of Health for the proposed water main extension prior to the issuance of a Building Permit. The Final Certificate of Occupancy shall not be issued until the Department of Health has issued a Completion of Works certificate for the proposed water main extension.
3. The Applicant shall make improvements (or as determined by the Village pay for the cost of such improvements, to be determined by the Village Consulting Engineer in consultation with the Village) to the Pine Brook Drive sanitary sewer line between manholes number 81601 and 81571 to facilitate more efficient maintenance of the sewer and the elimination of blockages that have been reported by the Department of Public Works. Such improvements shall

include the removal of an existing "Tee" connection and the installation of one or more additional manholes and/or such other improvements as the Village's Consulting Engineer may reasonably require facilitating such maintenance and elimination of blockages. The Applicant shall obtain all necessary permits and approvals from the Westchester County Department of Health for the offsite sanitary sewer improvements, if required. Such improvement shall be constructed by the Applicant or funded in full prior to the issuance of a Certificate of Occupancy. All improvements to the sewer system were considered during the SEQR process and were the subject of the negative declaration.

4. The Applicant shall provide a construction cost estimate for all public improvements required to implement the project, i.e., water main construction, offsite sanitary sewer improvements, and associated curb and pavement restoration, for review and approval by the Village Consulting Engineer. Upon approval of the estimate, the Applicant will be required to provide an Inspection Fee to the Village. The Inspection Fee is intended to cover the Village Consulting Engineer's oversight of water main and sanitary sewer installations; submittals review; witnessing of water main and sanitary sewer testing; review of as-built drawings; and final certification to the Department of Health. The final Inspection Fee will be based on the actual hours expended by the Village Consulting Engineer.
5. The Village shall employ the services of an Independent Full Time Inspector, or as required by the Westchester County Department of Health, to oversee the installation of the water main and sanitary sewer improvements. The Applicant will be responsible for all associated engineering fees and expenses.
6. The Applicant shall comply with all applicable provisions of Chapter 335, "Stormwater, Drainage and Water Pollution Control" of the Village of Larchmont Code. The Applicant shall install sediment and erosion control measures in accordance with the Erosion Control Plan (Drawings 4 and 9 of Site Design Consultants drawings), with the exception that the Detail E2 on Drawing 9 shall show the length of the construction entrance as 50 feet minimum, and ensure that they are in place and functioning throughout the entire construction process. Such measures shall be monitored by the Village or its designee.
7. Water main easements – Metes and bounds descriptions of all water main easement must be shown on a plan prepared by a licensed land surveyor. All easement documents shall be subject to the approval of the Village Consulting Engineer and Village Attorney prior to issuance of a Building Permit. Final certification and acceptance of the completed water main shall be subject to the filing of the easement documents.
8. Prior to the Village signing the application for a public water supply improvement, the Applicant shall provide documentation that the proposed six (6) inch water main will provide adequate flow and pressure for the proposed project.
9. The Applicant shall file a bond, undertaking or irrevocable letter of credit, as determined by the Planning Board, to ensure the satisfactory completion of the proposed improvements within the Village's right-of-way. The bond, undertaking or letter of credit shall be

satisfactory in amount to the Planning Board and the Village Engineer, and satisfactory in form to the Village Attorney . The Applicant may satisfy this requirement by making a cash deposit with the Village Treasurer in the amount required for the bond, undertaking or letter of credit.

10. All applicable county, state and regional permits shall be obtained by the Applicant and evidence thereof shall be submitted to the Building Inspector, prior to issuance of a building permit.
11. All proposed work on the Site shall be completed and the Applicant shall furnish "as-built" drawings of same to the Building Inspector, prior to issuance of a final certificate of occupancy.
12. There shall be no permanent outdoor storage of any kind on the Site, unless previously approved by the Planning Board. Construction materials may be stored on-site during the construction process.
13. Any blasting shall be undertaken in accordance with the Blasting Plan and the blasting regulations of the Village of Larchmont. Any blasting during construction shall take place during the hours of 8:30AM to 5:00PM Monday through Friday. No blasting shall take place on Saturdays, Sundays or holidays. Any blasting shall be completed by a licensed blaster in accordance with all applicable rules and regulations of the Village of Larchmont, the State of New York, and the MTA. The most stringent requirements shall apply, including all liability insurance required, and institution of approved seismic monitoring procedures.
14. Mitigation to ensure public safety shall be incorporated into the buildings including: a) buildings #1 and #2 to have non-combustible egress courts ; b) non-combustible Type 2A building construction as defined in the New York State Building Code at Building #2 and Type V building construction as defined in the New York State Building Code at Building #1; c) fully sprinklered, standpiped and fire alarmed buildings; and d) garage height of 10 foot maximum.

Mitigation to ensure public safety has been and shall be incorporated into the site plan including: a) main access road width of 26 feet plus a 24 foot width road with mountable curb located north of Building #1; b) outside loading areas for each building; c) no outdoor covered parking; d) provision of three cross-fed hydrants; e) Fire Department connection for building sprinkler and standpipes to be interconnected and adjacent to each of the three fire hydrants.

15. Mitigation to reduce noise impacts to residents identified as part of the Negative Declaration issued July 9, 2007 will be the incorporation of windows and walls that result in maximum allowable noise level of 50dB in Building 1 and Building 2. Specifications indicating such reduction shall be provided to the Building Inspector and the Village consulting engineer, as well as to the Board of Architectural Review.

16. The Health and Safety Plan of April 8, 2008 shall be maintained on site during all construction operations. The conditions identified in the plan shall be adhered to throughout construction of the project.
17. All light poles located along sidewalks shall provide a minimum three (3) foot clear passable area, as indicated on the Lighting Layout Plan.
18. Retaining wall design and detail shall be submitted to the Building Inspector for review and approval prior to construction.

Planning

1. No building permit shall be issued unless title to the Property, currently consisting of lots designated as Section 6, Block 602, Lot 494 and Section 6, Block 601, Lot 486.1 is held in fee simple by one person or entity; and subsequently, the Applicant or owner of the property requests that the Village Tax Assessor's Office assign one tax lot/number to the Property. Notwithstanding the foregoing, the failure of the Village Tax Assessor's Office to issue one tax lot/number to the Property shall not be a bar to the issuance of the building permit. Once the property is owned in fee simple by one person or entity the property shall be considered one lot for zoning purposes and shall not be subdivided without all necessary regulatory approvals.
2. A site signage package shall be developed and submitted to the Board of Architectural Review and the building Inspector for their review and approval subject to the applicable village laws, and include a sign at the entrance to the parking lot as indicated on Site Design Consultants Drawing 1 – Site Plan.
3. Approval is granted for all plans as identified above in the Resolution of Site Plan approval, with any modifications required by this resolution.
4. All landscaping shall be installed as identified on above noted planting plan and maintained or replaced as appropriate.

All exterior recreation space, Areas A (3,185sf) and B (510sf) shall be planted with grass. All interior recreation space shall be treated as identified on the Gemmola and Associates site plan, such that Building 1 space shall consist of: 1st floor - 108sf – treadmill, cross training; 2nd floor - 108 square feet card room; 3rd floor - 108 s.f card room; Building 2 space shall consist of: 1st floor - 135 s.f treadmill, cross training; 2nd floor 135 s.f card room; 3rd floor – 135 s.f card room.

5. Designation and administration of five (5) workforce housing units in accordance with the provisions of Attachment A of this Site Plan Resolution.

THE PLANNING BOARD OF THE VILLAGE OF LARCHMONT:

APPROVED:

DATE: Aug. 6, 2008.

VOTING:

Peter Gaito, Chairman [Signature]

Michael Edelstein, Deputy Chairman [Signature]

Sandra Constabile [Signature]

Ralph Engel _____

Tira Harpaz _____

Christopher Verni (W)

ATTACHMENT A
WORKFORCE HOUSING PLAN

The applicant has agreed to implement the following plan to include five (5) units of workforce housing as follows:

1. **Workforce Housing Units**

(a) The following five (5) units:

- (i) Unit 105 located in Building One on the 1st floor with one bedroom and with approximately 784 square feet;
- (ii) Unit 106 located in Building One on the 1st floor with one bedroom and with approximately 805 square feet;
- (iii) Unit 205 located in Building One on the 2nd floor with one bedroom and with approximately 784 square feet;
- (iv) Unit 103 located in Building Two on the 1st floor with one bedroom and with approximately 880 square feet; and
- (v) Unit 107 located in Building Two on the 1st floor with one bedroom and with approximately 754 square feet.

shall be designated as workforce housing units, and to be eligible to purchase or rent said units, a household must meet the requirements of paragraph 2, and the rental or sales price of said units shall not exceed the maximum allowable level established in paragraphs 3 and 4 for qualifying income households (hereinafter a "Workforce Housing Unit" or "Workforce Housing Units").

- (b) The exterior finishes for the Workforce Housing Units shall be indistinguishable from all other units in the development. Esposito Builders (and/or any successor(s)-in-interest developer(s)) may, however, substitute different appliances, fixtures (including but not limited to lighting, but not including toilets and sinks in bathrooms as toilets and sinks in bathrooms must be of the same quality in both the Workforce Housing Units and the other units in the development), cabinets, countertops, finishes, and interior hardware in the Workforce Housing Units provided such substitutions would not adversely impact the livability of the Workforce Housing Units.
- (c) Workforce Housing Units may be rental units, fee-simple condominiums, cooperative units, and/or any combination of the above. For the purpose of this Attachment A, cooperative units whose corresponding shares are owned by shareholders shall not be considered to be rental units. Rental units shall be those for lease by the Sponsor/Developer or cooperative corporation (where the corresponding shares are owned by the cooperative corporation). For example, two Workforce Housing Units may be rental units while three Workforce Housing

Units may be conveyed as fee simple condominium units. Notwithstanding the foregoing, however, if the majority of the market-rate units in one building of the development are rental units, then the Workforce Housing Units in said building shall also be rental units. If the majority of the market-rate units in one building of the development are for-sale units, then the Workforce Housing Units in said building may be for-sale units, and the Sponsor/Developer or cooperative corporation where the corresponding shares are owned by the cooperative corporation shall also have the right to rent such Workforce Housing Units.

2. Eligibility and Preference to Purchase or Rent Workforce Housing Units

(a) Eligibility:

- (i) For a household to be eligible to purchase or rent a Workforce Housing Unit, the household's aggregate annual income must be no more than eighty percent (80%) of the area median income ("AMI") for Westchester County as defined annually by HUD (hereinafter "80% AMI"), such eligible household referred to herein as a "Qualifying Household".
- (b) The Village or its designee shall select the owners and/or tenants of the Workforce Housing Units. Any prospective purchaser or tenant of a Workforce Housing Unit shall file an application with the Village or its designee.
- (c) Selection of a Qualifying Household as an original owner, owner on resale and/or tenant for all Workforce Housing Units shall be based upon the following priorities requiring at least one member of the household seeking to occupy, rent or own the Workforce Housing Unit shall meet at least one of these criteria:
 - (i) Full-time employees of the Village and unpaid active volunteer members of the Village's Fire Department who have been in that status for at least one year prior to the date of submittal of an application and who maintain that status continuously from the date of submittal through and including the date they take occupancy of the Workforce Housing Unit.
 - (ii) Full-time employees of the Larchmont Public Library, the Mamaroneck Union Free School District, the Larchmont-Mamaroneck Joint Sanitation Commission and active volunteers and full-time employees of the Larchmont-Mamaroneck Volunteer Ambulance Corps who have been in that status for at least one year prior to the date of submittal of an application and who maintain that status continuously from the date of submittal through and

including the date they take occupancy in the Workforce Housing Units.

- (iii) Applicants from the Village of Larchmont who are residents of the Village of Larchmont who are 62 years of age or older and who have lived in the Village for at least the last five years as of the time they submit an application.
- (iv) Part time employees (who work at least 20 hours per week and who work at least 1000 hours per year) of the Village of Larchmont or of the Mamaroneck Union Free School District, who have been in that status for at least two years prior to the date of submittal of an application, who maintain that status continuously from the date of submittal through and including the date they take occupancy in the Workforce Housing Units.
- (v) Applicants from the Village of Larchmont who are:
 - a. Residents who are over 21 years but under 30 years of age and who have lived in the Village for at least the last five years as of the time they submit an application, or
 - b. Applicants who are over 21 years but under 30 years of age at the time they submit an application, who attended high school while residents of the Village of Larchmont, and who have lived at least half of their lives in the Village of Larchmont. Time spent in college, technical school, the Armed Forces, or a United States government administered volunteer service corps may be counted towards this residency requirement.
- (vi) Residents of the Village of Larchmont who have lived in the Village for at least two of the last five years as of the date they submit an application.
- (vii) Residents of Westchester County who have lived in the County for at least the last five years as of the date they submit an application.
- (viii) All other persons.

3. Calculation of Permissible Rent for Workforce Housing Units; Lease Term Limit

- (a) Maximum permissible rent less lessee/tenant paid utilities for the Workforce Housing Units shall not exceed 30% of the 80% AMI (based upon a household

size of 1.5 persons per bedroom regardless of the actual number of persons in the household). Should a particular household's gross income be less than 80% AMI, the percent of that household's income spent on housing for the Workforce Housing Units could be greater than 30% where rents are set at the maximum permissible rent. The maximum rental price calculation shall be based upon 30% of the average of: (i) the 80% AMI for a one-person household; and (ii) the 80% AMI for a two-person household.

- (b) No lease term for a Workforce Housing Unit shall exceed two (2) years. A lessee still eligible to rent a Workforce Housing Unit may renew a lease term for up to two (2) years at a time, with such eligibility to be determined by the Village or its designee.

4. Calculation of Initial Sales Price of Workforce Housing Units

Maximum sales price of the Workforce Housing Units shall be calculated such that the mortgage principal and interest (based upon a conventional 30-year 80% mortgage), property taxes, homeowners insurance and common charges or maintenance fees shall not exceed 30% of the 80% AMI (based upon a household size of 1.5 persons per bedroom regardless of the actual number of persons in the household). Should a particular household's gross income be less than 80% AMI, the percent of that household's income paid for housing for the Workforce Housing Units could be greater than 30% where the sales price is set at the maximum permissible sales price. The maximum sale price calculation shall be based upon 30% of the average of: (i) the 80% AMI for a one-person household; and (ii) the 80% AMI for a two-person household.

5. Resale: Calculation of Permissible Resale Price

- (a) The Workforce Housing Unit may only be resold to a Qualifying Household selected by the Village or its designee in accordance with the priority established in paragraph 2 hereof, for a resale price that complies with the formula in paragraph 4 hereof.
- (b) The owner of the Workforce Housing Unit shall notify the Village or its designee of the intent to resell in writing, and the Village or its designee shall then have 90 days to select an eligible prospective purchaser.
- (c) Resale profit: The seller of a Workforce Housing Unit shall be permitted to retain any profit realized on resale of the Workforce Housing Unit only to the extent that the price of the Workforce Housing Unit on resale complies with the restrictions contained in this Attachment A. Any excess profit shall be deposited into a designated fund established by the Village of Larchmont.

6. Continued Eligibility for Occupancy/Ownership Rental and Sale of Workforce Housing Units

- (a) Eligibility for lease renewals shall be determined based upon the household's aggregate annual income and criteria set forth in paragraph 2(c) three months before the expiration of the then existing lease for a Workforce Housing Unit.
- (b) Notwithstanding the foregoing in paragraph 3, if the aggregate annual income of a household renting a Workforce Housing Unit increases so as to be above the requirements for a Qualifying Household, or if the household no longer meets the criteria set forth in paragraph 2(c), said household may renew the lease and continue to occupy that rental Workforce Housing Unit for up to one (1) year, with the household paying the lesser of either: (1) thirty percent (30%) of its income toward rent; or (2) market-rate rent. No further lease renewal will be permitted for that household if its aggregate annual income exceeds the requirements for a Qualifying Household, or if the household no longer meets the criteria set forth in paragraph 2(c) at the time that its eligibility is again determined.
- (c) Notwithstanding the foregoing in paragraph 4, if the aggregate annual income of a household owning a cooperative or condominium Workforce Housing Unit increases so as to be above the requirements for a Qualifying Household for three consecutive years (a "Disqualified Household"), the Disqualified Household, within one (1) year thereafter, must resell the Workforce Housing Unit to a Qualifying Household in accordance with the terms of this Attachment A. A Disqualified Household, however, has the right to bring a hardship application to the Village Board or its designee providing that on the basis of: (1) market conditions; (2) inability, after due diligence, to find a Qualifying Household; or (3) that the resale of the Workforce Housing Unit would create a hardship on the Disqualified Household. If the Village Board or its designee finds that a hardship would result from the application of this subparagraph, the Village Board and/or its designee may in its sole discretion either waive the requirements of this subparagraph or extend the time for the Disqualified Household to resell the Workforce Housing Unit beyond the one year period specified in this subparagraph. If the Workforce Housing Unit is resold to a non-qualifying household, the maximum sales price shall be calculated such that the mortgage principal and interest (based upon a conventional 30-year 80% mortgage), property taxes, homeowners insurance and common charges or maintenance fees shall not exceed 30% of the aggregate annual income of such non-qualifying household. The seller may retain the profit, if any, realized on such resale only to the extent that such gain does not exceed the profit that would have been realized had the Workforce Housing Unit been sold to a Qualifying Household pursuant to the maximum sales price calculations contained herein. The excess profit shall be deposited into a designated fund established by the Village of Larchmont.
 - (i) If any part of the restrictions contained in this subparagraph (c) mandating the resale of Workforce Housing Units by a

Disqualified Household ("Resale Restriction") is not approved by the Office of the New York State Attorney General or any other entity responsible for reviewing and/or approving condominium/cooperative offering plans relating to this development (collectively and/or individually "Reviewing Entity"), the Resale Restriction shall either be: (1) modified by the Village of Larchmont or its designee to the least extent necessary to comply with the legal requirements of the Reviewing Entity; or (2) if modification is not legally permitted by the Reviewing Entity, the Resale Restriction shall not be binding upon the Developer, the Sponsor, or any purchasers of the Workforce Housing Units and shall not be included in any condominium or cooperative documents, including but not limited to the offering plan, the by-laws, or the condominium/cooperative rules and regulations.

7. Restrictions

- (a) For each of the Workforce Housing Units, the owner and developer must file and have recorded a restrictive covenant in the Westchester County Clerk's office prior to issuance of a certificate of occupancy for the first unit of this Development, which restrictive covenant must restrict the Workforce Housing Units' future sale and rental in accordance with the provisions of this Attachment A. The restrictive covenant running with the land in perpetuity to the benefit of the Village of Larchmont shall include a provision requiring that every deed for a Workforce Housing Unit and every lease for a Workforce Housing Unit shall include, in substance, the following paragraph so as to inform all future tenants, sellers and buyers that the unit is a Workforce Housing Unit subject to the conditions of this Attachment A:

"This Workforce Housing Unit (as that term and all other terms referenced in this paragraph is defined in the resolution (with Attachment A) dated August __, 2008, of the Village of Larchmont Planning Board issued in connection with its granting of site plan approval for the residential development at Palmer Avenue, Larchmont, New York and designated on the tax map as Section 6, Blocks 601 and 602 and Lots 486.1 and 494 (the "Resolution")) has been constructed for use by a Qualifying Household. This Unit's sale (including resale) or rental must be to one or more persons, as selected by the Village or its designee, who meet the requirements of the Resolution and the procedures for administration of Workforce Housing Units established by the Village of Larchmont or its designee. Any purchaser or tenant of a Workforce Housing Unit, by signing a lease or taking title, agrees to fully comply with the provisions of the Resolution and, if not, to pay all legal fees and disbursements incurred by the Village of

Larchmont in connection with enforcing said provisions against said purchaser or tenant. Any sale or rental not in conformity with these requirements shall be void.”

- (b) Any covenant, restriction or other encumbrance to be placed on a Workforce Housing Unit must be approved in advance by the Village of Larchmont’s attorney as to form and substance.
- (c) In the case of a Workforce Housing Unit that is a condominium, the Workforce Housing Unit must be owner occupied and must be the owner’s/owners’ principal residence (occupancy for 183 or more days each year), except in the case of a sponsor-owned Workforce Housing Unit and, in that event, said Unit may be leased by the sponsor in accordance with paragraphs 2 and 3 hereof. No other leases of the Unit in whole or in part shall be permitted.
- (d) In the case of a Workforce Housing Unit that is a cooperative, the Workforce Housing Unit must be occupied by the cooperative’s shareholder(s)/leaseholder(s) and must be the cooperative’s shareholder(s)/leaseholder(s)’ principal residence (occupancy for 183 or more days each year), except in the case of a sponsor-owned cooperative Workforce Housing Unit and, in that event, said Unit may be leased by the sponsor in accordance with paragraphs 2 and 3 hereof. No sublease of the Unit in whole or in part shall be permitted.
- (e) In the case of a Workforce Housing Unit that is a rental, the Workforce Housing Unit must be occupied by the person(s) listed on the lease and shall not be subleased in whole or in part and must be the tenant(s)’ principal residence (occupancy for 183 or more days each year).

8. Administration of Workforce Housing Units

- (a) Should the Village or its designee delay the administration of Workforce Housing Units by the time the Applicant seeks a certificate of occupancy, Esposito Builders or its successor shall not be prevented from receiving a certificate of occupancy for the completed Workforce Housing Units or for any other units in the development for which this Board issued site plan approval. In no event, however, shall the Workforce Housing Units be leased or sold to families/households other than those deemed eligible by the Village or its designee in accordance with the provisions of this Attachment A.
- (b) Administration of the Workforce Housing Units shall comply with all of the provisions of this Attachment A.
- (c) In the event the Village or its designee does not administer the Workforce Housing Units, Esposito Builders or its successor shall ensure compliance with the provisions of this Attachment A and shall certify, on a quarterly basis, to the satisfaction of the Village Board or its designee, that each Workforce Housing Unit has been rented or sold to a Qualifying Household, that it is being occupied in accordance with the provisions of this Attachment A and that any new tenant(s)

and/or owner(s) meet the requirements imposed by the provisions of this Attachment A. Quarterly certifications shall include the name of the Workforce Housing Unit owner(s) and/or tenant(s) and shall further include true and complete copies of all deeds, leases, restrictive covenants, all occupants' tax returns (with all required attachments and schedules, certified by the taxpayer(s), under oath, to be complete and correct), and all other documents necessary or appropriate to comply with the provisions of this Attachment A (collectively, "Documentary Support"). Notwithstanding the foregoing, once submitted with a quarterly certification, the Documentary Support does not have to be re-submitted quarterly unless and until there is a change (for example, new lease, new deed or new tax return).

Exhibit N

Exhibit O

