

OGC BUCKSLIP

To: Robert W. Schick, Director
Division of Environmental Remediation

Document(s) attached: Consolidated Environmental Easement and Termination & Release of Prior Easements
8-28 Ward Street and 25 Cork Street Site
City of Rochester, NY
County of Monroe

Site Number: C828117 & C828136



	NAME	INITIALS	DATE
The attached is submitted for your signature by	Y. Ward	YMW	08/21/12
It has been checked and approved by	M. Caruso	<i>MCC</i>	<i>8/21/12</i>
	J. Maglienti	<i>JM</i>	<i>8/22/12</i>

Special Instructions: Please return copies to Elissa Armater for distribution. Thank you.

Transmitted by: Yvonne M. Ward
Date: 08/21/12

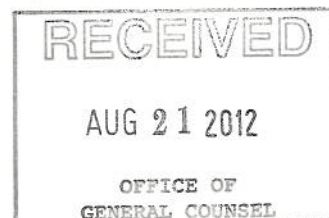
Bob - your signatures need to be notarized on all of these. Mike

Thomas F. Walsh

August 20, 2012

VIA UPS Next Business Day

Yvonne M. Ward, Esq.
NYSDEC
Office of General Counsel
625 Broadway
Albany, New York 12233-5500



Re: New Consolidated Environmental Easement:
Ward Street BCA Site No. C828117 and
8-28 Ward Street BCA Site No. C828136

Dear Ms Ward:

On behalf of Germanow-Simon Corporation ("G-S"), enclosed (as Exhibit A) for execution by the Department are two original copies of the new consolidated Environmental Easement that encompasses the two above-referenced Brownfield Cleanup Program ("BCP") sites as well as the abandoned portion of the former Cork Street right-of-way that has been merged into the two sites. The Environmental Easement's content and form is the content and form that the parties have agreed upon last week after an exchange of drafts. Each copy of the Environmental Easement has been executed by G-S's president, Andrew Germanow.

Also enclosed (as Exhibit B) for the Department's signature are copies of the NYS Department of Taxation and Finance's Form TP-584.2 real estate transfer tax return for easements granted to government agencies, which is filled in with the pertinent site-related information. A Department-signed copy of the TP-584.2 form will be required to accompany the recording of the new Environmental Easement in the real property records of the Monroe County Clerk.

Last, enclosed for the Department's signature are two copies of a Termination and Release of Environmental Easement for each of the two above referenced BCP sites. The Termination and Release for BCP Site Number C828117 is enclosed as Exhibit C and the Termination and Release for BCP Site Number C828136 is enclosed as Exhibit D. We will record the Termination and Release document for each site with the Monroe County Clerk once the enclosed new consolidated Environmental Easement is recorded in accord with the parties' plan to replace the two separate existing Environmental Easements for each BCP site with one new consolidated Environmental Easement that encompasses both BCP sites.

Please return to my attention in the enclosed, addressed, pre-paid mailer one fully-executed copy of the new Environmental Easement, the TP-584.2 form, and the Termination and

Yvonne M. Ward, Esq.
NYS Department of Environmental Conservation
August 20, 2012
Page 2

Release for each of the two BCP sites. so that we may promptly record those documents. We will record the documents with the Monroe County Clerk promptly and return proof and notice of the recorded documents to the Department, the City of Rochester, and other parties, as you have instructed.

Thank you for your attention to this matter. Please contact me if you have any questions or concerns about finalizing and recording the Environmental Easement and the accompanying documents.

Very truly yours,

Thomas J. Warth

Encs.

cc.: A. Germanow (with encs.)
T. Walsh (w/o encs.)

**ENVIRONMENTAL EASEMENT GRANTED PURSUANT TO ARTICLE 71, TITLE 36
OF THE NEW YORK STATE ENVIRONMENTAL CONSERVATION LAW**

THIS INDENTURE made this 20th day of August, 2012, between Owner Germanow-Simon Corporation, having an office at 408 St. Paul Street, Rochester, New York 14605 (the "Grantor"), and The People of the State of New York (the "Grantee."), acting through their Commissioner of the Department of Environmental Conservation (the "Commissioner", or "NYSDEC" or "Department" as the context requires) with its headquarters located at 625 Broadway, Albany, New York 12233.

WHEREAS, the Legislature of the State of New York has declared that it is in the public interest to encourage the remediation of abandoned and likely contaminated properties ("sites") that threaten the health and vitality of the communities they burden while at the same time ensuring the protection of public health and the environment; and

WHEREAS, the Legislature of the State of New York has declared that it is in the public interest to establish within the Department a statutory environmental remediation program that includes the use of Environmental Easements as an enforceable means of ensuring the performance of operation, maintenance, and/or monitoring requirements and the restriction of future uses of the land, when an environmental remediation project leaves residual contamination at levels that have been determined to be safe for a specific use, but not all uses, or which includes engineered structures that must be maintained or protected against damage to perform properly and be effective, or which requires groundwater use or soil management restrictions; and

WHEREAS, the Legislature of the State of New York has declared that Environmental Easement shall mean an interest in real property, created under and subject to the provisions of Article 71, Title 36 of the New York State Environmental Conservation Law ("ECL") which contains a use restriction and/or a prohibition on the use of land in a manner inconsistent with engineering controls which are intended to ensure the long term effectiveness of a site remedial program or eliminate potential exposure pathways to hazardous waste or petroleum; and

WHEREAS, Grantor, is the owner of real property located at the address of 376-378, 384, 388-392, 398-402 & 408 St. Paul Street, 19-23 Emmett Street, 8-28 Ward Street and 25 Cork Street in the City of Rochester, County of Monroe and State of New York, known and designated on the tax map of the County Clerk of Monroe as tax map parcel numbers:

Section 106.62 Block 1 Lot 028 [408 St. Paul Street]; Section 106.62 Block 1 Lot 029 [398-402 St. Paul Street]; Section 106.62 Block 1 Lot 030 [388-392 St. Paul Street]; Section 106.62 Block 1 Lot 031 [384 St. Paul Street]; Section 106.62 Block 1 Lot 032 [376-378 St. Paul Street]; Section 106.62 Block 1 Lot 021 [19-23 Emmett Street]; Section 106.63 Block 1 Lot 016 [8-28 Ward Street] and Section 106.62 Block 1 Lot 057 [25 Cork Street] being the same as that property conveyed to Grantor by the following deeds: (i) deed dated December 19, 2005 and recorded in the Monroe County Clerk's Office in Liber 10235 of Deeds at page 660 (ii) deed dated December 19, 2005 and recorded in the Monroe County Clerk's Office in Liber 10235 of Deeds at page 666 (iii) deed dated April 27, 2006 and recorded in the Monroe County Clerk's Office in Liber 10289 of Deeds at page 506 and (iv) deed dated February 6, 2012 and recorded in the Monroe County Clerk's Office in Liber 11098 of Deeds at page 83. The property subject to this Environmental Easement (the "Controlled

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Exhibit A

Environmental Easement
for BCA Sites C828117 and C828136

**ENVIRONMENTAL EASEMENT GRANTED PURSUANT TO ARTICLE 71, TITLE 36
OF THE NEW YORK STATE ENVIRONMENTAL CONSERVATION LAW**

THIS INDENTURE made this 24th day of August, 2013 between Owner Germanow-Simon Corporation, having an office at 408 St. Paul Street, Rochester, New York 14605 (the "Grantor"), and The People of the State of New York (the "Grantee."), acting through their Commissioner of the Department of Environmental Conservation (the "Commissioner", or "NYSDEC" or "Department" as the context requires) with its headquarters located at 625 Broadway, Albany, New York 12233.

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Property") comprises approximately 3.081 +/- acres, and is hereinafter more fully described in the Land Title Survey dated November 9, 2011 and certified August 1, 2012 prepared by Robert A. Vento, N.Y.S.P.L.S. No. 49701, which will be attached to the Site Management Plan. The Controlled Property description is set forth in and attached hereto as Schedule A; and

WHEREAS, the Department accepts this Environmental Easement in order to ensure the protection of public health and the environment and to achieve the requirements for remediation established for the Controlled Property until such time as this Environmental Easement is extinguished pursuant to ECL Article 71, Title 36; and

NOW THEREFORE, in consideration of the mutual covenants contained herein and the terms and conditions of BCA Index Number: B8-0566-99-10, Grantor conveys to Grantee a permanent Environmental Easement pursuant to ECL Article 71, Title 36 in, on, over, under, and upon the Controlled Property as more fully described herein ("Environmental Easement")

1. Purposes. Grantor and Grantee acknowledge that the Purposes of this Environmental Easement are: to convey to Grantee real property rights and interests that will run with the land in perpetuity in order to provide an effective and enforceable means of encouraging the reuse and redevelopment of this Controlled Property at a level that has been determined to be safe for a specific use while ensuring the performance of operation, maintenance, and/or monitoring requirements; and to ensure the restriction of future uses of the land that are inconsistent with the above-stated purpose.

2. Institutional and Engineering Controls. The controls and requirements listed in the Department approved Site Management Plan ("SMP") including any and all Department approved amendments to the SMP are incorporated into and made part of this Environmental Easement. These controls and requirements apply to the use of the Controlled Property, run with the land, are binding on the Grantor and the Grantor's successors and assigns, and are enforceable in law or equity against any owner of the Controlled Property, any lessees and any person using the Controlled Property.

A. (1) The Controlled Property may be used for:

Commercial as described in 6 NYCRR Part 375-1.8(g)(2)(iii) and Industrial as described in 6 NYCRR Part 375-1.8(g)(2)(iv)

(2) All Engineering Controls must be operated and maintained as specified in the Site Management Plan (SMP);

(3) All Engineering Controls must be inspected at a frequency and in a manner defined in the SMP.

(4) Groundwater and other environmental or public health monitoring must be performed as defined in the SMP;

(5) Data and information pertinent to Site Management of the Controlled Property must be reported at the frequency and in a manner defined

in the SMP;

- (6) All future activities on the property that will disturb remaining contaminated material must be conducted in accordance with the SMP;
- (7) Monitoring to assess the performance and effectiveness of the remedy must be performed as defined in the SMP.
- (8) Operation, maintenance, monitoring, inspection, and reporting of any mechanical or physical components of the remedy shall be performed as defined in the SMP.
- (9) Access to the site must be provided to agents, employees or other representatives of the State of New York with reasonable prior notice to the property owner to assure compliance with the restrictions identified by this Environmental Easement.

B. The Controlled Property shall not be used for Residential or Restricted Residential purposes as defined in 6NYCRR 375-1.8(g)(2)(i) and (ii), and the above-stated engineering controls may not be discontinued without an amendment or extinguishment of this Environmental Easement.

C. The SMP describes obligations that the Grantor assumes on behalf of Grantor, its successors and assigns. The Grantor's assumption of the obligations contained in the SMP which may include sampling, monitoring, and/or operating a treatment system, and providing certified reports to the NYSDEC, is and remains a fundamental element of the Department's determination that the Controlled Property is safe for a specific use, but not all uses. The SMP may be modified in accordance with the Department's statutory and regulatory authority. The Grantor and all successors and assigns, assume the burden of complying with the SMP and obtaining an up-to-date version of the SMP from:

Site Control Section
Division of Environmental Remediation
NYSDEC
625 Broadway
Albany, New York 12233
Phone: (518) 402-9553

D. Grantor must provide all persons who acquire any interest in the Controlled Property a true and complete copy of the SMP that the Department approves for the Controlled Property and all Department-approved amendments to that SMP.

E. Grantor covenants and agrees that until such time as the Environmental Easement is extinguished in accordance with the requirements of ECL Article 71, Title 36 of the ECL, the property deed and all subsequent instruments of conveyance relating to the Controlled Property shall state in at least fifteen-point bold-faced type:

This property is subject to an Environmental Easement held by the New York State Department of Environmental Conservation pursuant to Title 36 of Article 71 of the Environmental Conservation Law.

F. Grantor covenants and agrees that this Environmental Easement shall be incorporated in full or by reference in any leases, licenses, or other instruments granting a right to use the Controlled Property.

G. Grantor covenants and agrees that it shall annually, or such time as NYSDEC may allow, submit to NYSDEC a written statement by an expert the NYSDEC may find acceptable certifying under penalty of perjury, in such form and manner as the Department may require, that:

- (1) the inspection of the site to confirm the effectiveness of the institutional and engineering controls required by the remedial program was performed under the direction of the individual set forth at 6 NYCRR Part 375-1.8(h)(3).
- (2) the institutional controls and/or engineering controls employed at such site:
 - (i) are in-place;
 - (ii) are unchanged from the previous certification, or that any identified changes to the controls employed were approved by the NYSDEC and that all controls are in the Department-approved format; and
 - (iii) that nothing has occurred that would impair the ability of such control to protect the public health and environment;
- (3) the owner will continue to allow access to such real property to evaluate the continued maintenance of such controls;
- (4) nothing has occurred that would constitute a violation or failure to comply with any site management plan for such controls;
- (5) the report and all attachments were prepared under the direction of, and reviewed by, the party making the certification;
- (6) to the best of his/her knowledge and belief, the work and conclusions described in this certification are in accordance with the requirements of the site remedial program, and generally accepted engineering practices; and
- (7) the information presented is accurate and complete.

3. Right to Enter and Inspect. Grantee, its agents, employees, or other representatives of the State may enter and inspect the Controlled Property in a reasonable manner and at reasonable times to assure compliance with the above-stated restrictions.

4. Reserved Grantor's Rights. Grantor reserves for itself, its assigns, representatives, and successors in interest with respect to the Controlled Property, all rights as fee owner of the Controlled Property, including:

A. Use of the Controlled Property for all purposes not inconsistent with, or limited by the terms of this Environmental Easement;

B. The right to give, sell, assign, or otherwise transfer part or all of the underlying fee interest to the Controlled Property, subject and subordinate to this Environmental Easement;

5. Enforcement

A. This Environmental Easement is enforceable in law or equity in perpetuity by Grantor, Grantee, or any affected local government, as defined in ECL Section 71-3603, against

the owner of the Property, any lessees, and any person using the land. Enforcement shall not be defeated because of any subsequent adverse possession, laches, estoppel, or waiver. It is not a defense in any action to enforce this Environmental Easement that: it is not appurtenant to an interest in real property; it is not of a character that has been recognized traditionally at common law; it imposes a negative burden; it imposes affirmative obligations upon the owner of any interest in the burdened property; the benefit does not touch or concern real property; there is no privity of estate or of contract; or it imposes an unreasonable restraint on alienation.

B. If any person violates this Environmental Easement, the Grantee may revoke the Certificate of Completion with respect to the Controlled Property.

C. Grantee shall notify Grantor of a breach or suspected breach of any of the terms of this Environmental Easement. Such notice shall set forth how Grantor can cure such breach or suspected breach and give Grantor a reasonable amount of time from the date of receipt of notice in which to cure. At the expiration of such period of time to cure, or any extensions granted by Grantee, the Grantee shall notify Grantor of any failure to adequately cure the breach or suspected breach, and Grantee may take any other appropriate action reasonably necessary to remedy any breach of this Environmental Easement, including the commencement of any proceedings in accordance with applicable law.

D. The failure of Grantee to enforce any of the terms contained herein shall not be deemed a waiver of any such term nor bar any enforcement rights.

6. Notice. Whenever notice to the Grantee (other than the annual certification) or approval from the Grantee is required, the Party providing such notice or seeking such approval shall identify the Controlled Property by referencing the following information:

County, NYSDEC Site Number, NYSDEC Brownfield Cleanup Agreement, State Assistance Contract or Order Number, and the County tax map number or the Liber and Page or computerized system identification number.

Parties shall address correspondence to: Site Numbers: C828117 & C828136
Office of General Counsel
NYSDEC
625 Broadway
Albany New York 12233-5500

With a copy to: Site Control Section
Division of Environmental Remediation
NYSDEC
625 Broadway
Albany, NY 12233

All notices and correspondence shall be delivered by hand, by registered mail or by Certified mail and return receipt requested. The Parties may provide for other means of receiving and communicating notices and responses to requests for approval.

7. Recordation. Grantor shall record this instrument, within thirty (30) days of execution of this instrument by the Commissioner or her/his authorized representative in the office of the

[6/11]

recording officer for the county or counties where the Property is situated in the manner prescribed by Article 9 of the Real Property Law.

8. Amendment. Any amendment to this Environmental Easement may only be executed by the Commissioner of the New York State Department of Environmental Conservation or the Commissioner's Designee, and filed with the office of the recording officer for the county or counties where the Property is situated in the manner prescribed by Article 9 of the Real Property Law.

9. Extinguishment. This Environmental Easement may be extinguished only by a release by the Commissioner of the New York State Department of Environmental Conservation, or the Commissioner's Designee, and filed with the office of the recording officer for the county or counties where the Property is situated in the manner prescribed by Article 9 of the Real Property Law.

10. Joint Obligation. If there are two or more parties identified as Grantor herein, the obligations imposed by this instrument upon them shall be joint and several.

THIS ENVIRONMENTAL EASEMENT IS HEREBY ACCEPTED BY THE PEOPLE OF THE STATE OF NEW YORK, Acting By and Through the Department of Environmental Conservation as Designee of the Commissioner.

By: 
Robert W. Schick, Director
Division of Environmental Remediation

Grantee's Acknowledgment

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

On the 24th day of August, in the year 2012, before me, the undersigned, personally appeared Robert W. Schick, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name is (are) subscribed to the within instrument and acknowledged to me that he/she/ executed the same in his/her/ capacity as Designee of the Commissioner of the State of New York Department of Environmental Conservation, and that by his/her/ signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public - State of New York

David J. Chiusano
Notary Public, State of New York
No. 01CH5032146
Qualified in Schenectady County
Commission Expires August 22, 2014

SCHEDULE "A" PROPERTY DESCRIPTION

Address: 376-378, 384, 388-392, 398-402 & 408 St. Paul St., 19-23 Emmett St., 8-28 Ward St. & 25 Cork St.

Tax Map: 106.62-1-028; 106.62-1-029; 106.62-1-030; 106.62-1-031; 106.62-1-032
106.62-1-021; 106.63-1-016 and 106.62-1-057

1405205
11/10/2011
M.J.G.

LANDS COMPRISING N.Y.S. BROWNFIELD CLEANUP PROGRAM
WARD STREET SITE NO. C828117 & 8-28 WARD STREET SITE NO. C828136

DESCRIPTION OF LANDS DESIGNATED AS TAX MAP PARCELS 106.62-1-028, 106.62-1-029, 106.62-1-030, 106.62-1-031 AND 106.62-1-032 BEING 408, 398-402, 388-392, 384 AND 376-378 ST. PAUL STREET; LANDS DESIGNATED AS TAX MAP PARCEL 106.62-1-021 BEING 19-23 EMMETT STREET; LANDS DESIGNATED AS TAX MAP PARCEL 106.63-1-016 BEING 8-28 WARD STREET, AND LANDS DESIGNATED AS TAX MAP PARCEL 106.62-1-057 BEING 25 CORK STREET.

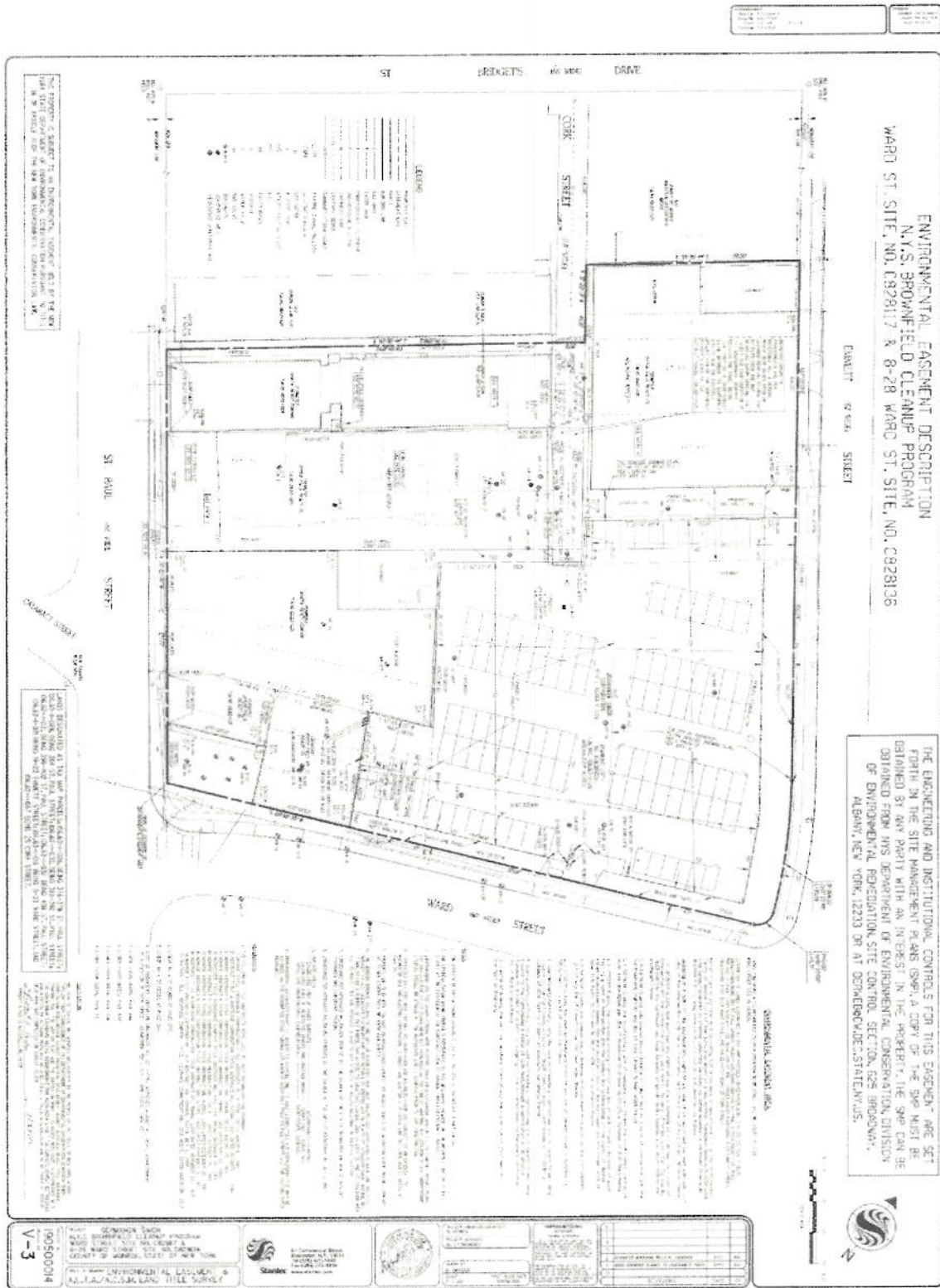
All that tract or parcel of land containing 3.081 acres, more or less, situate in the City of Rochester, County of Monroe, State of New York, all as shown on a map entitled "Germanow-Simon, ALTA/ACSM Land Title Survey" prepared by Stantec Consulting Services, Inc., dated November 9, 2011 and certified August 1, 2012, having Drawing No. 190500014 V-3 and being more particularly bounded and described as follows:

Beginning at a point on the southeasterly right-of-way line of St. Paul Street (66 feet wide), said point being at the intersection with the northeasterly right-of-way line of Ward Street (80' wide); thence

1. N 38°20'00" W, along said southeasterly right-of-way line, a distance of 277.70 feet to a point of intersection with the common line dividing lands now or formerly of Gordon J. Van Vliet (Tax Map No. 106.62-1-027) to the northwest and lands formerly of Mineth Realty Company (Tax 106.62-1-028) to the southeast; thence
2. N 50°56'44" E, along said common line, a distance of 241.87 feet to a point of intersection with the northwesterly right-of-way line of Cork Street (18 feet wide); thence
3. N 50°56'44" E, along the southeasterly end of remaining Cork Street, the southeasterly portion of which was abandoned per City of Rochester Ordinance No. 2011-275, a distance of 18.00 feet; thence
4. N 37°22'13" W, along the remaining existing right-of-way line of Cork Street, a distance of 49.08 feet to a point of intersection with the common line dividing lands of the County of Monroe Industrial Development Agency (Tax Map No. 106.62-1-020) on the northwest and the former lands of Upper Falls Realty Co. (Tax Map No. 106.62-1-021) on the southeast; thence
5. N 50°56'44" E, along said common line, a distance of 132.00 feet to a point on the northwesterly right-of-way line of Emmett Street (62 feet wide), thence
6. S 37°22'13" E, along the said northwesterly right-of-way line of Emmett Street, a distance of 332.26 feet to a point of curvature; thence
7. Southeasterly, continuing along the said northwesterly right-of-way line of Emmett Street, along a curve to the right, having a radius of 369.00 feet, through a central angle of 13°20'48", a distance of 85.96 feet to a point of compound curvature; thence

8. Southeasterly, continuing along the said northwesterly right-of-way line of Emmett Street, along a curve to the right, having a radius of 10.00 feet, through a central angle of $90^{\circ}00'00''$, a distance of 15.71 feet to a point of tangency on the aforementioned northeasterly right-of-way line of Ward Street; thence
9. S $65^{\circ}58'35''$ W, along the said northeasterly right-of-way line, a distance of 375.17 feet to the Point of Beginning.

SURVEY



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WHEREAS, the Legislature of the State of New York has declared that Environmental Easement shall mean an interest in real property, created under and subject to the provisions of Article 71, Title 36 of the New York State Environmental Conservation Law ("ECL") which contains a use restriction and/or a prohibition on the use of land in a manner inconsistent with engineering controls which are intended to ensure the long term effectiveness of a site remedial program or eliminate potential exposure pathways to hazardous waste or petroleum; and

WHEREAS, Grantor, is the owner of real property located at the address of 376-378, 384, 388-392, 398-402 & 408 St. Paul Street, 19-23 Emmett Street, 8-28 Ward Street and 25 Cork Street in the City of Rochester, County of Monroe and State of New York, known and designated on the tax map of the County Clerk of Monroe as tax map parcel numbers:

Section 106.62 Block 1 Lot 028 [408 St. Paul Street]; Section 106.62 Block 1 Lot 029 [398-402 St. Paul Street]; Section 106.62 Block 1 Lot 030 [388-392 St. Paul Street]; Section 106.62 Block 1 Lot 031 [384 St. Paul Street]; Section 106.62 Block 1 Lot 032 [376-378 St. Paul Street]; Section 106.62 Block 1 Lot 021 [19-23 Emmett Street]; Section 106.63 Block 1 Lot 016 [8-28 Ward Street] and Section 106.62 Block 1 Lot 057 [25 Cork Street] being the same as that property conveyed to Grantor by the following deeds: (i) deed dated December 19, 2005 and recorded in the Monroe County Clerk's Office in Liber 10235 of Deeds at page 660 (ii) deed dated December 19, 2005 and recorded in the Monroe County Clerk's Office in Liber 10235 of Deeds at page 666 (iii) deed dated April 27, 2006 and recorded in the Monroe County Clerk's Office in Liber 10289 of Deeds at page 506 and (iv) deed dated February 6, 2012 and recorded in the Monroe County Clerk's Office in Liber 11098 of Deeds at page 83. The property subject to this Environmental Easement (the "Controlled

Property") comprises approximately 3.081 +/- acres, and is hereinafter more fully described in the Land Title Survey dated November 9, 2011 and certified August 1, 2012 prepared by Robert A. Vento, N.Y.S.P.L.S. No. 49701, which will be attached to the Site Management Plan. The Controlled Property description is set forth in and attached hereto as Schedule A; and

WHEREAS, the Department accepts this Environmental Easement in order to ensure the protection of public health and the environment and to achieve the requirements for remediation established for the Controlled Property until such time as this Environmental Easement is extinguished pursuant to ECL Article 71, Title 36; and

NOW THEREFORE, in consideration of the mutual covenants contained herein and the terms and conditions of BCA Index Number: B8-0566-99-10, Grantor conveys to Grantee a permanent Environmental Easement pursuant to ECL Article 71, Title 36 in, on, over, under, and upon the Controlled Property as more fully described herein ("Environmental Easement")

1. Purposes. Grantor and Grantee acknowledge that the Purposes of this Environmental Easement are: to convey to Grantee real property rights and interests that will run with the land in perpetuity in order to provide an effective and enforceable means of encouraging the reuse and redevelopment of this Controlled Property at a level that has been determined to be safe for a specific use while ensuring the performance of operation, maintenance, and/or monitoring requirements; and to ensure the restriction of future uses of the land that are inconsistent with the above-stated purpose.

2. Institutional and Engineering Controls. The controls and requirements listed in the Department approved Site Management Plan ("SMP") including any and all Department approved amendments to the SMP are incorporated into and made part of this Environmental Easement. These controls and requirements apply to the use of the Controlled Property, run with the land, are binding on the Grantor and the Grantor's successors and assigns, and are enforceable in law or equity against any owner of the Controlled Property, any lessees and any person using the Controlled Property.

A. (1) The Controlled Property may be used for:

Commercial as described in 6 NYCRR Part 375-1.8(g)(2)(iii) and Industrial as described in 6 NYCRR Part 375-1.8(g)(2)(iv)

(2) All Engineering Controls must be operated and maintained as specified in the Site Management Plan (SMP);

(3) All Engineering Controls must be inspected at a frequency and in a manner defined in the SMP.

(4) Groundwater and other environmental or public health monitoring must be performed as defined in the SMP;

(5) Data and information pertinent to Site Management of the Controlled Property must be reported at the frequency and in a manner defined

in the SMP;

-
- (6) All future activities on the property that will disturb remaining contaminated material must be conducted in accordance with the SMP;
- (7) Monitoring to assess the performance and effectiveness of the remedy must be performed as defined in the SMP.
- (8) Operation, maintenance, monitoring, inspection, and reporting of any mechanical or physical components of the remedy shall be performed as defined in the SMP.
- (9) Access to the site must be provided to agents, employees or other representatives of the State of New York with reasonable prior notice to the property owner to assure compliance with the restrictions identified by this Environmental Easement.

B. The Controlled Property shall not be used for Residential or Restricted Residential purposes as defined in 6NYCRR 375-1.8(g)(2)(i) and (ii), and the above-stated engineering controls may not be discontinued without an amendment or extinguishment of this Environmental Easement.

C. The SMP describes obligations that the Grantor assumes on behalf of Grantor, its successors and assigns. The Grantor's assumption of the obligations contained in the SMP which may include sampling, monitoring, and/or operating a treatment system, and providing certified reports to the NYSDEC, is and remains a fundamental element of the Department's determination that the Controlled Property is safe for a specific use, but not all uses. The SMP may be modified in accordance with the Department's statutory and regulatory authority. The Grantor and all successors and assigns, assume the burden of complying with the SMP and obtaining an up-to-date version of the SMP from:

Site Control Section
Division of Environmental Remediation
NYSDEC
625 Broadway
Albany, New York 12233
Phone: (518) 402-9553

D. Grantor must provide all persons who acquire any interest in the Controlled Property a true and complete copy of the SMP that the Department approves for the Controlled Property and all Department-approved amendments to that SMP.

E. Grantor covenants and agrees that until such time as the Environmental Easement is extinguished in accordance with the requirements of ECL Article 71, Title 36 of the ECL, the property deed and all subsequent instruments of conveyance relating to the Controlled Property shall state in at least fifteen-point bold-faced type:

This property is subject to an Environmental Easement held by the New York State Department of Environmental Conservation pursuant to Title 36 of Article 71 of the Environmental Conservation Law.

F. Grantor covenants and agrees that this Environmental Easement shall be incorporated in full or by reference in any leases, licenses, or other instruments granting a right to use the Controlled Property.

G. Grantor covenants and agrees that it shall annually, or such time as NYSDEC may allow, submit to NYSDEC a written statement by an expert the NYSDEC may find acceptable certifying under penalty of perjury, in such form and manner as the Department may require, that:

- (1) the inspection of the site to confirm the effectiveness of the institutional and engineering controls required by the remedial program was performed under the direction of the individual set forth at 6 NYCRR Part 375-1.8(h)(3).
- (2) the institutional controls and/or engineering controls employed at such site:
 - (i) are in-place;
 - (ii) are unchanged from the previous certification, or that any identified changes to the controls employed were approved by the NYSDEC and that all controls are in the Department-approved format; and
 - (iii) that nothing has occurred that would impair the ability of such control to protect the public health and environment;
- (3) the owner will continue to allow access to such real property to evaluate the continued maintenance of such controls;
- (4) nothing has occurred that would constitute a violation or failure to comply with any site management plan for such controls;
- (5) the report and all attachments were prepared under the direction of, and reviewed by, the party making the certification;
- (6) to the best of his/her knowledge and belief, the work and conclusions described in this certification are in accordance with the requirements of the site remedial program, and generally accepted engineering practices; and
- (7) the information presented is accurate and complete.

3. Right to Enter and Inspect. Grantee, its agents, employees, or other representatives of the State may enter and inspect the Controlled Property in a reasonable manner and at reasonable times to assure compliance with the above-stated restrictions.

4. Reserved Grantor's Rights. Grantor reserves for itself, its assigns, representatives, and successors in interest with respect to the Controlled Property, all rights as fee owner of the Controlled Property, including:

A. Use of the Controlled Property for all purposes not inconsistent with, or limited by the terms of this Environmental Easement;

B. The right to give, sell, assign, or otherwise transfer part or all of the underlying fee interest to the Controlled Property, subject and subordinate to this Environmental Easement;

5. Enforcement

A. This Environmental Easement is enforceable in law or equity in perpetuity by Grantor, Grantee, or any affected local government, as defined in ECL Section 71-3603, against

the owner of the Property, any lessees, and any person using the land. Enforcement shall not be defeated because of any subsequent adverse possession, laches, estoppel, or waiver. It is not a defense in any action to enforce this Environmental Easement that: it is not appurtenant to an interest in real property; it is not of a character that has been recognized traditionally at common law; it imposes a negative burden; it imposes affirmative obligations upon the owner of any interest in the burdened property; the benefit does not touch or concern real property; there is no privity of estate or of contract; or it imposes an unreasonable restraint on alienation.

B. If any person violates this Environmental Easement, the Grantee may revoke the Certificate of Completion with respect to the Controlled Property.

C. Grantee shall notify Grantor of a breach or suspected breach of any of the terms of this Environmental Easement. Such notice shall set forth how Grantor can cure such breach or suspected breach and give Grantor a reasonable amount of time from the date of receipt of notice in which to cure. At the expiration of such period of time to cure, or any extensions granted by Grantee, the Grantee shall notify Grantor of any failure to adequately cure the breach or suspected breach, and Grantee may take any other appropriate action reasonably necessary to remedy any breach of this Environmental Easement, including the commencement of any proceedings in accordance with applicable law.

D. The failure of Grantee to enforce any of the terms contained herein shall not be deemed a waiver of any such term nor bar any enforcement rights.

6. Notice. Whenever notice to the Grantee (other than the annual certification) or approval from the Grantee is required, the Party providing such notice or seeking such approval shall identify the Controlled Property by referencing the following information:

County, NYSDEC Site Number, NYSDEC Brownfield Cleanup Agreement, State Assistance Contract or Order Number, and the County tax map number or the Liber and Page or computerized system identification number.

Parties shall address correspondence to: Site Numbers: C828117 & C828136
Office of General Counsel
NYSDEC
625 Broadway
Albany New York 12233-5500

With a copy to: Site Control Section
Division of Environmental Remediation
NYSDEC
625 Broadway
Albany, NY 12233

All notices and correspondence shall be delivered by hand, by registered mail or by Certified mail and return receipt requested. The Parties may provide for other means of receiving and communicating notices and responses to requests for approval.

7. Recordation. Grantor shall record this instrument, within thirty (30) days of execution of this instrument by the Commissioner or her/his authorized representative in the office of the

[6/11]

recording officer for the county or counties where the Property is situated in the manner prescribed by Article 9 of the Real Property Law.

8. Amendment. Any amendment to this Environmental Easement may only be executed by the Commissioner of the New York State Department of Environmental Conservation or the Commissioner's Designee, and filed with the office of the recording officer for the county or counties where the Property is situated in the manner prescribed by Article 9 of the Real Property Law.

9. Extinguishment. This Environmental Easement may be extinguished only by a release by the Commissioner of the New York State Department of Environmental Conservation, or the Commissioner's Designee, and filed with the office of the recording officer for the county or counties where the Property is situated in the manner prescribed by Article 9 of the Real Property Law.

10. Joint Obligation. If there are two or more parties identified as Grantor herein, the obligations imposed by this instrument upon them shall be joint and several.

SCHEDULE "A" PROPERTY DESCRIPTION

Address: 376-378, 384, 388-392, 398-402 & 408 St. Paul St., 19-23 Emmett St., 8-28 Ward St. & 25 Cork St.

Tax Map: 106.62-1-028; 106.62-1-029; 106.62-1-030; 106.62-1-031; 106.62-1-032
106.62-1-021; 106.63-1-016 and 106.62-1-057

1405205
11/10/2011
M.J.G.

LANDS COMPRISING N.Y.S. BROWNFIELD CLEANUP PROGRAM
WARD STREET SITE NO. C828117 & 8-28 WARD STREET SITE NO. C828136

DESCRIPTION OF LANDS DESIGNATED AS TAX MAP PARCELS 106.62-1-028, 106.62-1-029, 106.62-1-030, 106.62-1-031 AND 106.62-1-032 BEING 408, 398-402, 388-392, 384 AND 376-378 ST. PAUL STREET; LANDS DESIGNATED AS TAX MAP PARCEL 106.62-1-021 BEING 19-23 EMMETT STREET; LANDS DESIGNATED AS TAX MAP PARCEL 106.63-1-016 BEING 8-28 WARD STREET, AND LANDS DESIGNATED AS TAX MAP PARCEL 106.62-1-057 BEING 25 CORK STREET.

All that tract or parcel of land containing 3.081 acres, more or less, situate in the City of Rochester, County of Monroe, State of New York, all as shown on a map entitled "Germanow-Simon, ALTA/ACSM Land Title Survey" prepared by Stantec Consulting Services, Inc., dated November 9, 2011 and certified August 1, 2012, having Drawing No. 190500014 V-3 and being more particularly bounded and described as follows:

Beginning at a point on the southeasterly right-of-way line of St. Paul Street (66 feet wide), said point being at the intersection with the northeasterly right-of-way line of Ward Street (80' wide); thence

1. N 38°20'00" W, along said southeasterly right-of-way line, a distance of 277.70 feet to a point of intersection with the common line dividing lands now or formerly of Gordon J. Van Vliet (Tax Map No. 106.62-1-027) to the northwest and lands formerly of Mineth Realty Company (Tax 106.62-1-028) to the southeast; thence
2. N 50°56'44" E, along said common line, a distance of 241.87 feet to a point of intersection with the northwesterly right-of-way line of Cork Street (18 feet wide); thence
3. N 50°56'44" E, along the southeasterly end of remaining Cork Street, the southeasterly portion of which was abandoned per City of Rochester Ordinance No. 2011-275, a distance of 18.00 feet; thence
4. N 37°22'13" W, along the remaining existing right-of-way line of Cork Street, a distance of 49.08 feet to a point of intersection with the common line dividing lands of the County of Monroe Industrial Development Agency (Tax Map No. 106.62-1-020) on the northwest and the former lands of Upper Falls Realty Co. (Tax Map No. 106.62-1-021) on the southeast; thence
5. N 50°56'44" E, along said common line, a distance of 132.00 feet to a point on the northwesterly right-of-way line of Emmett Street (62 feet wide), thence
6. S 37°22'13" E, along the said northwesterly right-of-way line of Emmett Street, a distance of 332.26 feet to a point of curvature; thence
7. Southeasterly, continuing along the said northwesterly right-of-way line of Emmett Street, along a curve to the right, having a radius of 369.00 feet, through a central angle of 13°20'48", a distance of 85.96 feet to a point of compound curvature; thence

8. Southeasterly, continuing along the said northwesterly right-of-way line of Emmett Street, along a curve to the right, having a radius of 10.00 feet, through a central angle of 90°00'00", a distance of 15.71 feet to a point of tangency on the aforementioned northeasterly right-of-way line of Ward Street; thence
9. S 65°58'35" W, along the said northeasterly right-of-way line, a distance of 375.17 feet to the Point of Beginning.

SURVEY

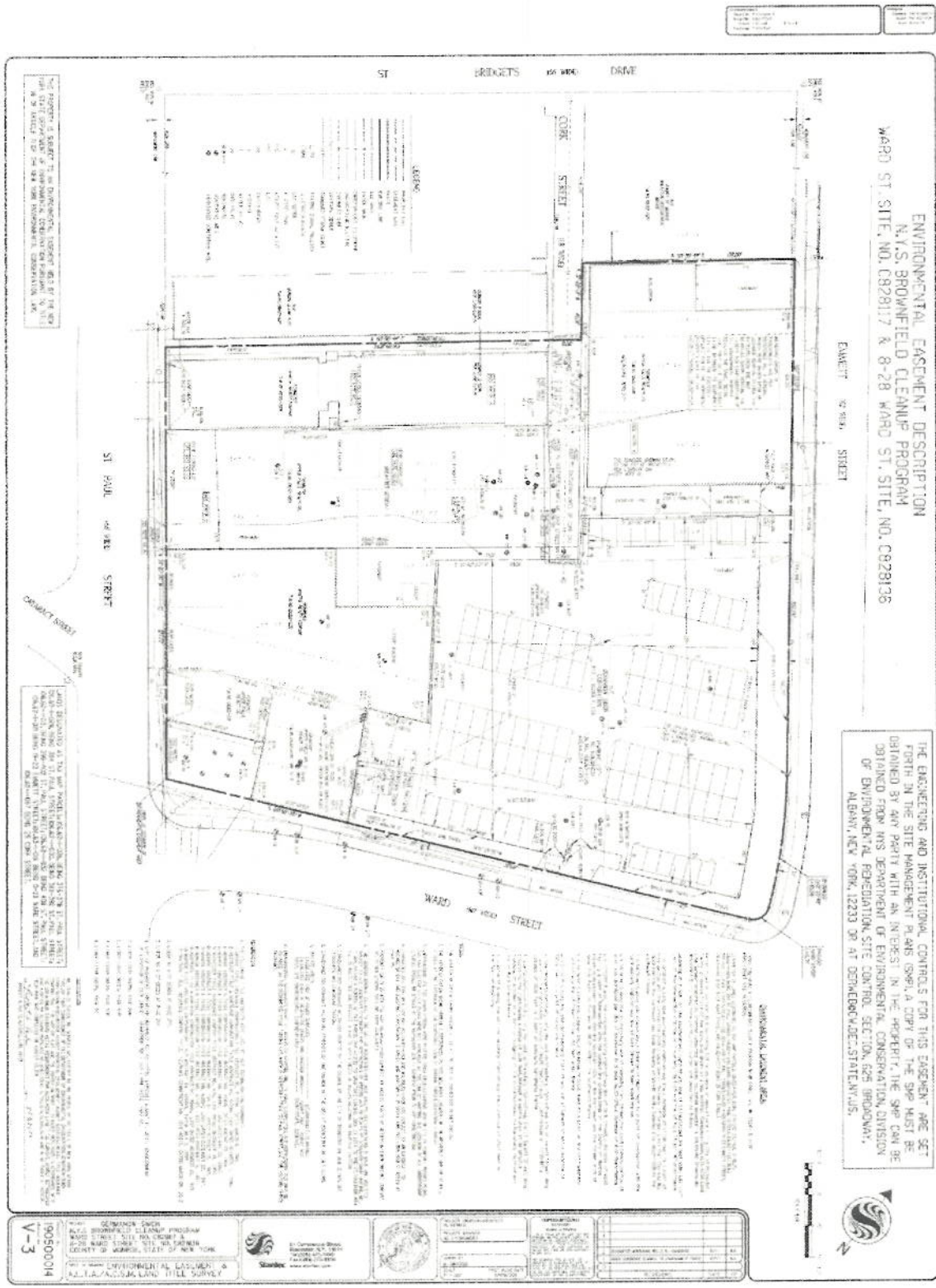


Exhibit B

NYS Department of Taxation and Finance Form TP-584.2
for BCP Sites C828117 and C828136



Recording Office Time Stamp

**Real Estate Transfer Tax Return
For Public Utility Companies'
and Governmental Agencies'
Easements and Licenses**

This form may only be used by public utility companies regulated by the Public Service Commission and governmental agencies for the recording of easements and licenses where the consideration for the grant of such easement or license is \$500.00 or less.

Name of grantee (public utility company or governmental agency) New York State Department of Environmental Conservation	Federal employer identification number (if applicable) 14-6013200
Address of grantee 625 Broadway, Albany, New York 12233-1500	Name and telephone number of person to contact Yvonne Ward, Esq. (518) 402-9521

Name(s) of Grantor Of Easement or License	Address of Property	Consideration Given For Easement or License
1. Germanow-Simon Corporation	8-28 Ward Street	\$0.00
2.	19-23 Emmett Street	
3.	398-402 St. Paul Street	
4.	384 St. Paul Street	
5.	376-378 St. Paul Street	
6.	408 St. Paul Street	
7.	388-392 St. Paul Street	
8.	and 25 Cork Street	
9.	City of Rochester Monroe County	
10.	Environmental Easement held by NYSDEC	
11.	Pursuant to Title 36 of Article 71	
12.	of the NYS Environmental Conservation	
13.	Site Nos. C828117 & C828136	
14.		
15.		

If more than fifteen conveyances are to be recorded, attach a schedule of such other conveyances.

Signature of Grantee

I certify that the grantee is a public utility regulated by the Public Service Commission or is a governmental agency and the grantee of the easements and/or licenses above; that it is true to the best knowledge of the grantee that the granting of each such easement and/or license is exempt from Real Estate Transfer Tax imposed by Article 31 of the Tax Law by reason that each such conveyance is for a consideration of five hundred dollars or less and/or the conveyance is being made to a governmental agency.

**The People of the State of New York through their
Commissioner of the Department of Environmental**

Conservation _____
Name of grantee

Signature of partner, officer of corporation, governmental official, etc.

Title



Recording Office Time Stamp

**Real Estate Transfer Tax Return
For Public Utility Companies'
and Governmental Agencies'
Easements and Licenses**

This form may only be used by public utility companies regulated by the Public Service Commission and governmental agencies for the recording of easements and licenses where the consideration for the grant of such easement or license is \$500.00 or less.

Name of grantee (public utility company or governmental agency) New York State Department of Environmental Conservation	Federal employer identification number (if applicable) 14-6013200
Address of grantee 625 Broadway, Albany, New York 12233-1500	Name and telephone number of person to contact Yvonne Ward, Esq. (518) 402-9521

Name(s) of Grantor Of Easement or License	Address of Property	Consideration Given For Easement or License
1. Germanow-Simon Corporation	8-28 Ward Street	\$0.00
2.	19-23 Emmett Street	
3.	398-402 St. Paul Street	
4.	384 St. Paul Street	
5.	376-378 St. Paul Street	
6.	408 St. Paul Street	
7.	388-392 St. Paul Street	
8.	and 25 Cork Street	
9.	City of Rochester Monroe County	
10.	Environmental Easement held by NYSDEC	
11.	Pursuant to Title 36 of Article 71	
12.	of the NYS Environmental Conservation	
13.	Site Nos. C828117 & C828136	
14.		
15.		

If more than fifteen conveyances are to be recorded, attach a schedule of such other conveyances.

Signature of Grantee

I certify that the grantee is a public utility regulated by the Public Service Commission or is a governmental agency and the grantee of the easements and/or licenses above; that it is true to the best knowledge of the grantee that the granting of each such easement and/or license is exempt from Real Estate Transfer Tax imposed by Article 31 of the Tax Law by reason that each such conveyance is for a consideration of five hundred dollars or less and/or the conveyance is being made to a governmental agency.

The People of the State of New York through their
Commissioner of the Department of Environmental
Conservation.

Name of grantee

Signature of partner, officer of corporation, governmental official, etc.

Title

Exhibit C

Termination and Release of Environmental Easement
for BCP Site C828117

**TERMINATION AND RELEASE
OF ENVIRONMENTAL EASEMENT**

This TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT is made as of this 24th day of Aug 1, 2012, by The People of the State of New York, acting through their Commissioner of the Department of Environmental Conservation (“NYSDEC” or “Department”) with its headquarters located at 625 Broadway, Albany, New York 12233.

RECITALS

- A. The Department and Germanow-Simon Corporation having an office at 408 St. Paul Street, Rochester, New York 14605 (“the Grantor”) entered into that certain Environmental Easement for New York State Brownfield Cleanup Program (“BCP”) Site No. C828117 dated as of November 14, 2006 and recorded in the Land Records of the Monroe County Clerk on December 19, 2006 as Book 10397 at Page 0512 (the “Environmental Easement”). Capitalized terms used herein without definition have the meanings ascribed to them in the Environmental Easement.
- B. The Grantor is the owner of the land that is the subject of the Environmental Easement, which is known and designated on the tax map of the County of Monroe as Tax Map Parcels Section 106.62 Block 1 Lot(s) 21, 29, 31, 32, 28 & 30 located at the address of 19-23 Emmett Street [Lot 21]; 398-402 St. Paul Street [Lot 29]; 384 St. Paul Street [Lot 31]; 376-378 St. Paul Street [Lot 32]; 408 St. Paul Street [Lot 28] and 388-392 St. Paul Street [Lot 30], being the same as that Property conveyed to Grantor by deed on December 19, 2005, and recorded in the Land Records of the Monroe County Clerk at Liber 10235 at Page 660 and 666 of Deeds, comprised of approximately 1.801± acres, and hereinafter more fully described in Exhibit A (the “Controlled Property”).
- C. Pursuant to Section 1, 2, 3, 4 and 5 of the Environmental Easement, the Grantor granted the Department rights and interests that run with the land in perpetuity in order to provide an effective and enforceable means of encouraging the reuse and redevelopment of the Controlled Property at a level that has been determined to be safe for a specific use while ensuring the performance of maintenance, monitoring or operation requirements; and to ensure the potential restriction of future uses of the land that are inconsistent with the stated purpose.
- D. Pursuant to Section 2 A of the Environmental Easement, the Controlled Property may be used for any commercial or industrial use as long as the engineering controls and land use restrictions specified therein are employed.
- E. The Grantor and Department have executed a new environmental easement that will be filed contemporaneously with this Termination which adds the adjacent Cork Street right-of-way that was abandoned by the City of Rochester and conveyed to Grantor by deed dated February 6, 2012 and recorded in the Monroe County Clerk’s Office in Liber 11098 of Deeds at page 83 (the “City Abandoned Parcel”), comprised of approximately

0.059 ± acres, to this and the other Grantor-owned Parcels that are subject to the site investigation, remediation, operation, maintenance and monitoring activities that Grantor has been conducting under BCP agreements for the Controlled Property and the adjacent BCP Site No. C828136.

- F. Pursuant to Section 9 of the Environmental Easement, the Department elects to terminate and release the Environmental Easement.

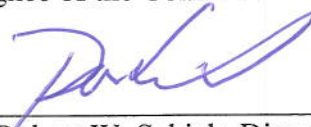
TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT

1. The above recitals are hereby incorporated into this Termination and Release of Environmental Easement.
2. The Department confirms that the date hereof is the "Termination Date" and the Department accordingly hereby terminates the Environmental Easement and releases Grantor and the property as described in Exhibit A from the covenants, restrictions, and obligations contained therein.
3. This Termination and Release of Environmental Easement inures to and binds the Grantor and the Department and their respective successors and assigns.
4. This Termination and Release of Environmental Easement shall be governed by and interpreted in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Department has executed this Termination and Release of Easement as of the day and year first above written.

THE PEOPLE OF THE STATE OF NEW YORK,
Acting By and Through the Department of Environmental Conservation
as Designee of the Commissioner,

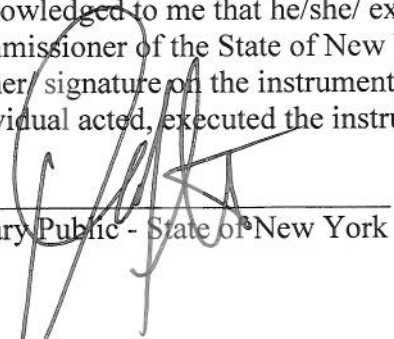
By: _____


Robert W. Schick, Director
Division of Environmental Remediation

Grantee's Acknowledgment

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

On the 24th day of August, in the year 2012, before me, the undersigned, personally appeared Robert W. Schick, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name is (are) subscribed to the within instrument and acknowledged to me that he/she/ executed the same in his/her/ capacity as Designee of Commissioner of the State of New York Department of Environmental Conservation, and that by his/her/ signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public - State of New York

David J. Chiasano
Notary Public, State of New York
No. 01CH5032146
Qualified in Schenectady County
Commission Expires August 22, 2014

EXHIBIT A

DESCRIPTION OF LANDS DESIGNATED AS TAX MAP
PARCELS 106.62-1-028, 106.62-1-029, 106.62-1-030, 106.62-1-031 AND 106.62-1-032
BEING 376, 384, 388-392, 398 AND 408 ST. PAUL STREET

All that tract or parcel of land containing 1.304 acres, more or less, situate in the City of Rochester, County of Monroe, State of New York, all as shown on a map entitled "Germanow-Simon, Boundary Survey Map" prepared by Stantec Consulting Services, Inc., dated August 10, 2006, having Drawing No. 1405205 V-1 and being more particularly bounded and described as follows:

Beginning at a point on the southeasterly right-of-way line of St. Paul Street (66 feet wide), said point being at the intersection with the northeasterly right-of-way line of Ward Street (80' wide); thence

1. N 38°20'00" W, along said southeasterly right-of-way line, a distance of 277.70 feet to a point of intersection with the common line dividing lands now or formerly of Gordon J. Van Vliet (Tax Map No. 106.62-1-027) to the northwest and lands now or formerly of Mineth Realty Company (Tax 106.62-1-028) to the southeast; thence
2. N 50°56'44" E, along said common line, a distance of 241.87 feet to a point of intersection with the northwesterly right-of-way line of Cork Street (18 feet wide); thence
3. S 37°22'13" E, along said northwesterly right-of-way line, a distance of 140.92 feet to a point of intersection with the common line dividing lands now or formerly of The Genesee Brewing Company, Inc. (Tax Map No. 106.63-1-016) to the southeast and lands now or formerly of Mineth Realty Company (Tax Map No. 106.62-1-030) to the northwest; thence
4. S 51°42'33" W, along said common line, a distance of 71.00 feet to a point; thence
5. S 36°43'26" E, continuing along said common line, a distance of 105.92 feet to a point; thence
6. S 65°58'35" W, continuing along said common line, a distance of 41.60 feet to a point; thence
7. S 29°10'20" E, along the common line dividing lands of The Genesee Brewing Company, Inc., to the southeast and lands now or formerly of Upper Falls Realty Co. (Tax Map No. 106.62-1-032) to the northwest, a distance of 74.17 feet to a point of intersection with the aforementioned northeasterly right-of-way line of Ward Street; thence
8. S 65°58'35" W, along said northeasterly right-of-way line, a distance of 117.02 feet to the Point or Place of Beginning.

Subject to any easements or encumbrances of record.

DESCRIPTION OF LANDS DESIGNATED AS TAX MAP
PARCEL 106.62-1-021 BEING 19-23 EMMETT STREET

All that tract or parcel of land containing 0.497 acres, more or less, situate in the City of Rochester, County of Monroe, State of New York, all as shown on a map entitled "Germanow-Simon, Boundary Survey Map" prepared by Stantec Consulting Services, Inc., dated August 10, 2006, having Drawing No. 1405205 V-1 and being more particularly bounded and described as follows:

Beginning at a point on the northwesterly right-of-way line of Emmett Street (62 feet wide), said point being at the intersection with the common line dividing lands now or formerly of the County of Monroe Industrial Development Agency (Tax Map No. 106.62-1-020) on the northwest and lands now or formerly of Upper Falls Realty Co. (Tax Map No. 106.62-1-021) on the southeast, said point being 176 feet, more or less, southeast of the southeasterly right-of-way line of St. Bridget's Drive (66 feet wide) as measured along the aforementioned northwesterly right-of-way line; thence

1. S 37°22'13" E, along the aforementioned northwesterly right-of-way line of Emmett Street, a distance of 164.00 feet to a point of intersection with the northwesterly line of lands now or formerly of The Genesee Brewing Company, Inc. (Tax Map No. 106.63-1-016); thence
2. S 50°56'44" W, along the last mentioned line, said line also being the southeasterly line of the aforementioned lands of Upper Falls Realty Co., a distance of 132.00 feet to a point of intersection with the southeasterly right-of-way line of Cork Street (18 feet wide); thence
3. N 37°22'13" W, along said southeasterly right-of-way line, a distance of 164.00 feet to a point of intersection with the first mentioned common line dividing lands of the County of Monroe Industrial Development Agency on the northwest and the lands of Upper Falls Realty Co. on the southeast; thence
4. N 50°56'44" E, along said common line, a distance of 132.00 feet to the Point or Place of Beginning.

Subject to any easements or encumbrances of record.

**TERMINATION AND RELEASE
OF ENVIRONMENTAL EASEMENT**

This TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT is made as of this 24th day of August, 2012, by The People of the State of New York, acting through their Commissioner of the Department of Environmental Conservation ("NYSDEC" or "Department") with its headquarters located at 625 Broadway, Albany, New York 12233.

RECITALS

- A. The Department and Germanow-Simon Corporation having an office at 408 St. Paul Street, Rochester, New York 14605 ("the Grantor") entered into that certain Environmental Easement for New York State Brownfield Cleanup Program ("BCP") Site No. C828117 dated as of November 14, 2006 and recorded in the Land Records of the Monroe County Clerk on December 19, 2006 as Book 10397 at Page 0512 (the "Environmental Easement"). Capitalized terms used herein without definition have the meanings ascribed to them in the Environmental Easement.
- B. The Grantor is the owner of the land that is the subject of the Environmental Easement, which is known and designated on the tax map of the County of Monroe as Tax Map Parcels Section 106.62 Block 1 Lot(s) 21, 29, 31, 32, 28 & 30 located at the address of 19-23 Emmett Street [Lot 21]; 398-402 St. Paul Street [Lot 29]; 384 St. Paul Street [Lot 31]; 376-378 St. Paul Street [Lot 32]; 408 St. Paul Street [Lot 28] and 388-392 St. Paul Street [Lot 30], being the same as that Property conveyed to Grantor by deed on December 19, 2005, and recorded in the Land Records of the Monroe County Clerk at Liber 10235 at Page 660 and 666 of Deeds, comprised of approximately 1.801± acres, and hereinafter more fully described in Exhibit A (the "Controlled Property").
- C. Pursuant to Section 1, 2, 3, 4 and 5 of the Environmental Easement, the Grantor granted the Department rights and interests that run with the land in perpetuity in order to provide an effective and enforceable means of encouraging the reuse and redevelopment of the Controlled Property at a level that has been determined to be safe for a specific use while ensuring the performance of maintenance, monitoring or operation requirements; and to ensure the potential restriction of future uses of the land that are inconsistent with the stated purpose.
- D. Pursuant to Section 2 A of the Environmental Easement, the Controlled Property may be used for any commercial or industrial use as long as the engineering controls and land use restrictions specified therein are employed.
- E. The Grantor and Department have executed a new environmental easement that will be filed contemporaneously with this Termination which adds the adjacent Cork Street right-of-way that was abandoned by the City of Rochester and conveyed to Grantor by deed dated February 6, 2012 and recorded in the Monroe County Clerk's Office in Liber 11098 of Deeds at page 83 (the "City Abandoned Parcel"), comprised of approximately

0.059 ± acres, to this and the other Grantor-owned Parcels that are subject to the site investigation, remediation, operation, maintenance and monitoring activities that Grantor has been conducting under BCP agreements for the Controlled Property and the adjacent BCP Site No. C828136.

- F. Pursuant to Section 9 of the Environmental Easement, the Department elects to terminate and release the Environmental Easement.

TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT

1. The above recitals are hereby incorporated into this Termination and Release of Environmental Easement.
2. The Department confirms that the date hereof is the “Termination Date” and the Department accordingly hereby terminates the Environmental Easement and releases Grantor and the property as described in Exhibit A from the covenants, restrictions, and obligations contained therein.
3. This Termination and Release of Environmental Easement inures to and binds the Grantor and the Department and their respective successors and assigns.
4. This Termination and Release of Environmental Easement shall be governed by and interpreted in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Department has executed this Termination and Release of Easement as of the day and year first above written.

THE PEOPLE OF THE STATE OF NEW YORK,
Acting By and Through the Department of Environmental Conservation
as Designee of the Commissioner,

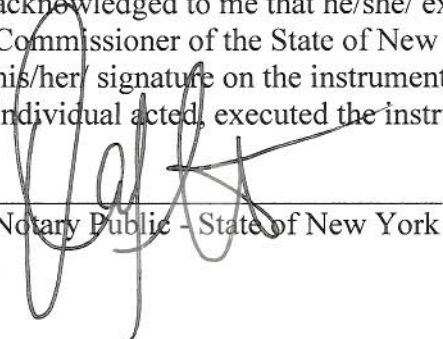
By: 

Robert W. Schick, Director
Division of Environmental Remediation

Grantee's Acknowledgment

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

On the 24th day of August, in the year 2012, before me, the undersigned, personally appeared Robert W. Schick, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name is (are) subscribed to the within instrument and acknowledged to me that he/she/ executed the same in his/her/ capacity as Designee of Commissioner of the State of New York Department of Environmental Conservation, and that by his/her/ signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public - State of New York

David J. Chiusano
Notary Public, State of New York
No. 01CH5082146
Qualified in Schenectady County
Commission Expires August 22, 2014

EXHIBIT A

DESCRIPTION OF LANDS DESIGNATED AS TAX MAP
PARCELS 106.62-1-028, 106.62-1-029, 106.62-1-030, 106.62-1-031 AND 106.62-1-032
BEING 376, 384, 388-392, 398 AND 408 ST. PAUL STREET

All that tract or parcel of land containing 1.304 acres, more or less, situate in the City of Rochester, County of Monroe, State of New York, all as shown on a map entitled "Germanow-Simon, Boundary Survey Map" prepared by Stantec Consulting Services, Inc., dated August 10, 2006, having Drawing No. 1405205 V-1 and being more particularly bounded and described as follows:

Beginning at a point on the southeasterly right-of-way line of St. Paul Street (66 feet wide), said point being at the intersection with the northeasterly right-of-way line of Ward Street (80' wide); thence

1. N 38°20'00" W, along said southeasterly right-of-way line, a distance of 277.70 feet to a point of intersection with the common line dividing lands now or formerly of Gordon J. Van Vliet (Tax Map No. 106.62-1-027) to the northwest and lands now or formerly of Mineth Realty Company (Tax 106.62-1-028) to the southeast; thence
2. N 50°56'44" E, along said common line, a distance of 241.87 feet to a point of intersection with the northwesterly right-of-way line of Cork Street (18 feet wide); thence
3. S 37°22'13" E, along said northwesterly right-of-way line, a distance of 140.92 feet to a point of intersection with the common line dividing lands now or formerly of The Genesee Brewing Company, Inc. (Tax Map No. 106.63-1-016) to the southeast and lands now or formerly of Mineth Realty Company (Tax Map No. 106.62-1-030) to the northwest; thence
4. S 51°42'33" W, along said common line, a distance of 71.00 feet to a point; thence
5. S 36°43'26" E, continuing along said common line, a distance of 105.92 feet to a point; thence
6. S 65°58'35" W, continuing along said common line, a distance of 41.60 feet to a point; thence
7. S 29°10'20" E, along the common line dividing lands of The Genesee Brewing Company, Inc., to the southeast and lands now or formerly of Upper Falls Realty Co. (Tax Map No. 106.62-1-032) to the northwest, a distance of 74.17 feet to a point of intersection with the aforementioned northeasterly right-of-way line of Ward Street; thence
8. S 65°58'35" W, along said northeasterly right-of-way line, a distance of 117.02 feet to the Point or Place of Beginning.

Subject to any easements or encumbrances of record.

DESCRIPTION OF LANDS DESIGNATED AS TAX MAP
PARCEL 106.62-1-021 BEING 19-23 EMMETT STREET

All that tract or parcel of land containing 0.497 acres, more or less, situate in the City of Rochester, County of Monroe, State of New York, all as shown on a map entitled "Germanow-Simon, Boundary Survey Map" prepared by Stantec Consulting Services, Inc., dated August 10, 2006, having Drawing No. 1405205 V-1 and being more particularly bounded and described as follows:

Beginning at a point on the northwesterly right-of-way line of Emmett Street (62 feet wide), said point being at the intersection with the common line dividing lands now or formerly of the County of Monroe Industrial Development Agency (Tax Map No. 106.62-1-020) on the northwest and lands now or formerly of Upper Falls Realty Co. (Tax Map No. 106.62-1-021) on the southeast, said point being 176 feet, more or less, southeast of the southeasterly right-of-way line of St. Bridget's Drive (66 feet wide) as measured along the aforementioned northwesterly right-of-way line; thence

1. S 37°22'13" E, along the aforementioned northwesterly right-of-way line of Emmett Street, a distance of 164.00 feet to a point of intersection with the northwesterly line of lands now or formerly of The Genesee Brewing Company, Inc. (Tax Map No. 106.63-1-016); thence
2. S 50°56'44" W, along the last mentioned line, said line also being the southeasterly line of the aforementioned lands of Upper Falls Realty Co., a distance of 132.00 feet to a point of intersection with the southeasterly right-of-way line of Cork Street (18 feet wide); thence
3. N 37°22'13" W, along said southeasterly right-of-way line, a distance of 164.00 feet to a point of intersection with the first mentioned common line dividing lands of the County of Monroe Industrial Development Agency on the northwest and the lands of Upper Falls Realty Co. on the southeast; thence
4. N 50°56'44" E, along said common line, a distance of 132.00 feet to the Point or Place of Beginning.

Subject to any easements or encumbrances of record.

Exhibit D

Termination and Release of Environmental Easement for BCP Site C828136

**TERMINATION AND RELEASE
OF ENVIRONMENTAL EASEMENT**

This TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT is made as of this 24th day of August, 2012, by The People of the State of New York, acting through their Commissioner of the Department of Environmental Conservation ("NYSDEC" or "Department") with its headquarters located at 625 Broadway, Albany, New York 12233.

RECITALS

- A. The Department and Germanow-Simon Corporation having an office at 408 St. Paul Street, Rochester, New York 14605 ("the Grantor") entered into that certain Environmental Easement for New York State Brownfield Cleanup Program ("BCP") Site No. C828136 dated as of December 22, 2008 and recorded in the Land Records of the Monroe County Clerk on December 29, 2008 as Book 10703 at Page 0133 (the "Environmental Easement"). Capitalized terms used herein without definition have the meanings ascribed to them in the Environmental Easement.
- B. The Grantor is the owner of the land that is the subject of the Environmental Easement, which is known and designated on the tax map of the County of Monroe as Tax Map Parcel Section 106.63 Block 1 Lot 16 located at the address of 8-28 Ward, being the same as that Property conveyed to Grantor by deed on April 27, 2006, and recorded in the Land Records of the Monroe County Clerk at Liber 10289 at Page 0506 of Deeds, comprised of approximately 1.220± acres, and hereinafter more fully described in Exhibit A (the "Controlled Property").
- C. Pursuant to Section 1, 2, 3, 4 and 5 of the Environmental Easement, the Grantor granted the Department rights and interests that run with the land in perpetuity in order to provide an effective and enforceable means of encouraging the reuse and redevelopment of the Controlled Property at a level that has been determined to be safe for a specific use while ensuring the performance of maintenance, monitoring or operation requirements; and to ensure the potential restriction of future uses of the land that are inconsistent with the stated purpose.
- D. Pursuant to Section 2 A of the Environmental Easement, the Controlled Property may be used for any commercial or industrial use as long as the engineering controls and land use restrictions specified therein are employed.
- E. The Grantor and Department have executed a new environmental easement that will be filed contemporaneously with this Termination which adds the adjacent Cork Street right-of-way that was abandoned by the City of Rochester and conveyed to Grantor by deed dated February 6, 2012 and recorded in the Monroe County Clerk's Office in Liber 11098 of Deeds at page 83 (the "City Abandoned Parcel"), comprised of approximately 0.059 ± acres, to this and the other Grantor-owned Parcels that are subject to the site investigation, remediation, operation, maintenance and monitoring activities that Grantor

has been conducting under the BCP agreements for the Controlled Property and for the adjacent property at BCP Site No. C828117.

- F. Pursuant to Section 9 of the Environmental Easement, the Department elects to terminate and release the Environmental Easement.

TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT

1. The above recitals are hereby incorporated into this Termination and Release of Environmental Easement.
2. The Department confirms that the date hereof is the "Termination Date" and the Department accordingly hereby terminates the Environmental Easement and releases Grantor and the property as described in Exhibit A from the covenants, restrictions, and obligations contained therein.
3. This Termination and Release of Environmental Easement inures to and binds the Grantor and the Department and their respective successors and assigns.
4. This Termination and Release of Environmental Easement shall be governed by and interpreted in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Department has executed this Termination and Release of Easement as of the day and year first above written.

THE PEOPLE OF THE STATE OF NEW YORK,
Acting By and Through the Department of Environmental Conservation
as Designee of the Commissioner,

By: 

Robert W. Schick, Director
Division of Environmental Remediation

Grantee's Acknowledgment

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

On the 24th day of August, in the year 2012, before me, the undersigned, personally appeared Robert W. Schick, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name is (are) subscribed to the within instrument and acknowledged to me that he/she/ executed the same in his/her/ capacity as Designee of Commissioner of the State of New York Department of Environmental Conservation, and that by his/her/ signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public - State of New York

David J. Chiusano
Notary Public, State of New York
No. 01CH5032146
Qualified in Schenectady County
Commission Expires August 22, 2014

EXHIBIT A

SCHEDULE "A"
PROPERTY DESCRIPTION

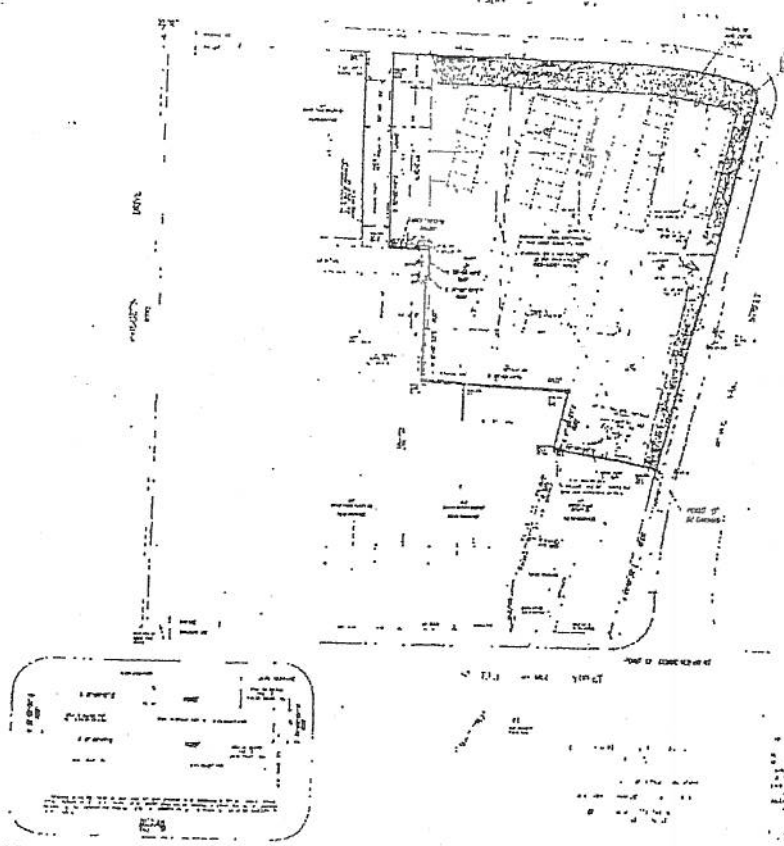
Address: 8-28 Ward Street, City of Rochester, NY
Monroe County
Tax Map: 106.63-1-016

All that tract or parcel of land containing 1.220 acres, more or less, situate in the City of Rochester, County of Monroe and State of New York and more particularly bounded and described as follows:

Commencing at a point which is the intersection of the easterly right-of-way line of St. Paul Street (66' R.O.W) and the northerly right-of-way line of Ward Street (80' R.O.W.), thence

- 1) N 29° 10' 20" W, a distance of 74.17 feet to a point, thence
- 2) N 65° 58' 35" E, a distance of 41.60 feet to a point, thence
- 3) N 36° 43' 26" W, a distance of 105.92 feet to a point, thence
- 4) N 51° 42' 33" E, a distance of 71.01 feet to a point, thence
- 5) S 37° 22' 13" E, a distance of 2.00 feet to point, thence
- 6) N 50° 56' 44" E, a distance of 18.01 feet to a point, thence
- 7) N 37° 22' 13" W, a distance of 28.00 feet to a point, thence
- 8) N 50° 56' 44" E, a distance of 132.00 feet to a point on the westerly right-of-way line of Emmett Street, (62' R.O.W.), thence
- 9) S 37° 22' 13" E, along the westerly right-of-way line of Emmett Street, a distance of 168.26 feet to a point of curvature, thence
- 10) Southerly, along a curve to the right, a distance of 85.96 feet along the westerly right-of-way line of Emmett Street to a point of compound curvature, said curve having a delta angle of 13° 20' 48" and a radius of 369.00 feet, thence
- 11) Southwesterly, along a curve to the right, a distance of 15.71 feet to a point on the northerly right-of-way line of Ward Street, said curve having a delta angle of 90° 00' 00" and a radius of 10.00 feet, thence
- 12) S 65° 58' 35" W, along the northerly right-of-way line of Ward Street, a distance of 258.15 feet to the point and place of beginning.

SURVEY



TO ALL WHOM THESE PRESENTS SHALL COME, I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the original as the same appears in the records of the Surveyors Office of the Parish of Monroe, Louisiana.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Surveyors Office of the Parish of Monroe, Louisiana, this 15th day of August, 1999.

Surveyor

ALTERATION NOTICE

THIS NOTICE IS TO BE POSTED IN THE PUBLIC PLACE OF THE PROJECT AND IN THE OFFICE OF THE SURVEYOR.

DATE: 8/15/99

PROJECT: [illegible]

LOCATION: [illegible]

MONROE, LOUISIANA

**TERMINATION AND RELEASE
OF ENVIRONMENTAL EASEMENT**

This TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT is made as of this 24th day of August 2012, by The People of the State of New York, acting through their Commissioner of the Department of Environmental Conservation ("NYSDEC" or "Department") with its headquarters located at 625 Broadway, Albany, New York 12233.

RECITALS

- A. The Department and Germanow-Simon Corporation having an office at 408 St. Paul Street, Rochester, New York 14605 ("the Grantor") entered into that certain Environmental Easement for New York State Brownfield Cleanup Program ("BCP") Site No. C828136 dated as of December 22, 2008 and recorded in the Land Records of the Monroe County Clerk on December 29, 2008 as Book 10703 at Page 0133 (the "Environmental Easement"). Capitalized terms used herein without definition have the meanings ascribed to them in the Environmental Easement.
- B. The Grantor is the owner of the land that is the subject of the Environmental Easement, which is known and designated on the tax map of the County of Monroe as Tax Map Parcel Section 106.63 Block 1 Lot 16 located at the address of 8-28 Ward, being the same as that Property conveyed to Grantor by deed on April 27, 2006, and recorded in the Land Records of the Monroe County Clerk at Liber 10289 at Page 0506 of Deeds, comprised of approximately 1.220± acres, and hereinafter more fully described in Exhibit A (the "Controlled Property").
- C. Pursuant to Section 1, 2, 3, 4 and 5 of the Environmental Easement, the Grantor granted the Department rights and interests that run with the land in perpetuity in order to provide an effective and enforceable means of encouraging the reuse and redevelopment of the Controlled Property at a level that has been determined to be safe for a specific use while ensuring the performance of maintenance, monitoring or operation requirements; and to ensure the potential restriction of future uses of the land that are inconsistent with the stated purpose.
- D. Pursuant to Section 2 A of the Environmental Easement, the Controlled Property may be used for any commercial or industrial use as long as the engineering controls and land use restrictions specified therein are employed.
- E. The Grantor and Department have executed a new environmental easement that will be filed contemporaneously with this Termination which adds the adjacent Cork Street right-of-way that was abandoned by the City of Rochester and conveyed to Grantor by deed dated February 6, 2012 and recorded in the Monroe County Clerk's Office in Liber 11098 of Deeds at page 83 (the "City Abandoned Parcel"), comprised of approximately 0.059 ± acres, to this and the other Grantor-owned Parcels that are subject to the site investigation, remediation, operation, maintenance and monitoring activities that Grantor

has been conducting under the BCP agreements for the Controlled Property and for the adjacent property at BCP Site No. C828117.

- F. Pursuant to Section 9 of the Environmental Easement, the Department elects to terminate and release the Environmental Easement.

TERMINATION AND RELEASE OF ENVIRONMENTAL EASEMENT

1. The above recitals are hereby incorporated into this Termination and Release of Environmental Easement.
2. The Department confirms that the date hereof is the "Termination Date" and the Department accordingly hereby terminates the Environmental Easement and releases Grantor and the property as described in Exhibit A from the covenants, restrictions, and obligations contained therein.
3. This Termination and Release of Environmental Easement inures to and binds the Grantor and the Department and their respective successors and assigns.
4. This Termination and Release of Environmental Easement shall be governed by and interpreted in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Department has executed this Termination and Release of Easement as of the day and year first above written.

THE PEOPLE OF THE STATE OF NEW YORK,
Acting By and Through the Department of Environmental Conservation
as Designee of the Commissioner,

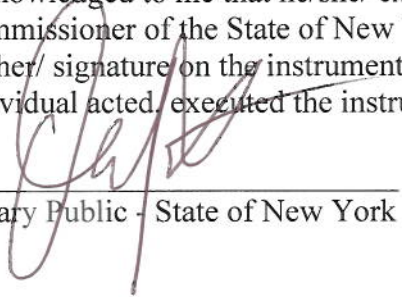
By: 

Robert W. Schick, Director
Division of Environmental Remediation

Grantee's Acknowledgment

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

On the 24th day of August, in the year 2012, before me, the undersigned, personally appeared Robert W. Schick, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name is (are) subscribed to the within instrument and acknowledged to me that he/she/ executed the same in his/her/ capacity as Designee of Commissioner of the State of New York Department of Environmental Conservation, and that by his/her/ signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public - State of New York

David J. Chiusano
Notary Public, State of New York
No. 01CH5032146
Qualified in Schenectady County
Commission Expires August 22, 2014

EXHIBIT A

SCHEDULE "A"
PROPERTY DESCRIPTION

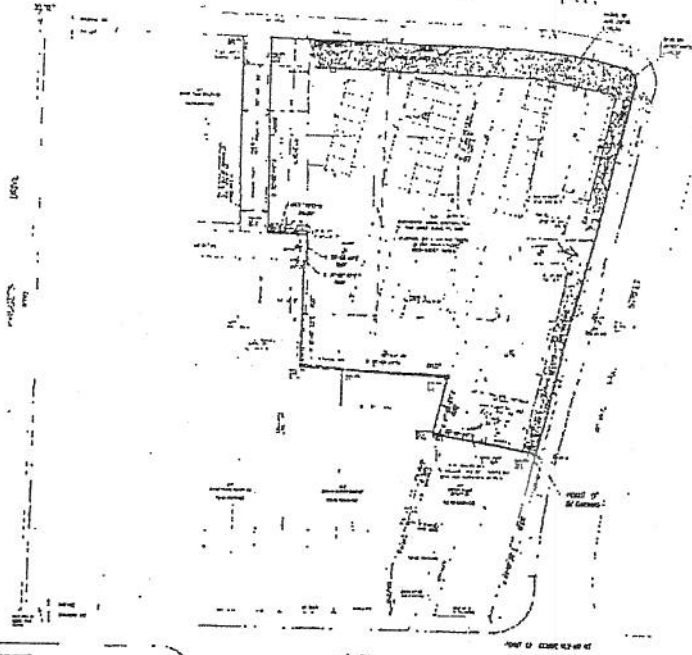
Address: 8-28 Ward Street, City of Rochester, NY
Monroe County
Tax Map: 106.63-1-016

All that tract or parcel of land containing 1.220 acres, more or less, situate in the City of Rochester, County of Monroe and State of New York and more particularly bounded and described as follows:

Commencing at a point which is the intersection of the easterly right-of-way line of St. Paul Street (66' R.O.W) and the northerly right-of-way line of Ward Street (80' R.O.W.), thence

- 1) N 29° 10' 20" W, a distance of 74.17 feet to a point, thence
- 2) N 65° 58' 35" E, a distance of 41.60 feet to a point, thence
- 3) N 36° 43' 26" W, a distance of 105.92 feet to a point, thence
- 4) N 51° 42' 33" E, a distance of 71.01 feet to a point, thence
- 5) S 37° 22' 13" E, a distance of 2.00 feet to point, thence
- 6) N 50° 56' 44" E, a distance of 18.01 feet to a point, thence
- 7) N 37° 22' 13" W, a distance of 28.00 feet to a point, thence
- 8) N 50° 56' 44" E, a distance of 132.00 feet to a point on the westerly right-of-way line of Emmett Street, (62' R.O.W.), thence
- 9) S 37° 22' 13" E, along the westerly right-of-way line of Emmett Street, a distance of 168.26 feet to a point of curvature, thence
- 10) Southerly, along a curve to the right, a distance of 85.96 feet along the westerly right-of-way line of Emmett Street to a point of compound curvature, said curve having a delta angle of 13° 20' 48" and a radius of 369.00 feet, thence
- 11) Southwesterly, along a curve to the right, a distance of 15.71 feet to a point on the northerly right-of-way line of Ward Street, said curve having a delta angle of 90° 00' 00" and a radius of 10.00 feet, thence
- 12) S 65° 58' 35" W, along the northerly right-of-way line of Ward Street, a distance of 258.15 feet to the point and place of beginning.

SURVEY



TO ALL WHOM THESE PRESENTS SHALL COME, I, the Mayor of the Parish of Orleans, Louisiana, do hereby certify that the foregoing is a true and correct copy of the original as the same appears in the files of the Office of the Mayor of the Parish of Orleans, Louisiana.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Office of the Mayor of the Parish of Orleans, Louisiana, this 15th day of August, 2001.

Mayor of the Parish of Orleans, Louisiana

ALTERATION NOTICE

NOTICE IS HEREBY GIVEN that the following is a true and correct copy of the original as the same appears in the files of the Office of the Mayor of the Parish of Orleans, Louisiana.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Office of the Mayor of the Parish of Orleans, Louisiana, this 15th day of August, 2001.

Mayor of the Parish of Orleans, Louisiana

Scientific

ALTERNATION NOTICE

NOTICE IS HEREBY GIVEN that the following is a true and correct copy of the original as the same appears in the files of the Office of the Mayor of the Parish of Orleans, Louisiana.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Office of the Mayor of the Parish of Orleans, Louisiana, this 15th day of August, 2001.

Mayor of the Parish of Orleans, Louisiana