

New York State Department of Environmental Conservation

Division of Environmental Remediation

Office of the Director, 12th Floor

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Joe Martens
Commissioner

DEC 23 2014

Mr. Clifford Benson
President, HARBORcenter Development, LLC
First Niagara Center
1 Seymour H. Knox III Plaza
Buffalo, New York 14203

Re: Certificate of Completion
Site Name: Webster Block
Site No.: C915270
City of Buffalo, Erie County

Dear Mr. Benson:

Congratulations on having satisfactorily completed the remedial program at the Webster Block. Enclosed please find an original, signed Certificate of Completion. The New York State Department of Environmental Conservation (DEC) is pleased to inform you that the Final Engineering Report is hereby approved, allowing the Certificate of Completion (COC) to be issued for the above-referenced site.

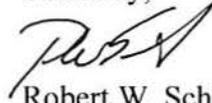
Please note that you are required to perform the following tasks

- If you are the site owner, you must record a notice of the COC in the recording office for the County (or Counties) where any portion of the site is located within 30 days of issuance of the COC; or if you are a prospective purchaser of the site, you must record a notice of the COC within 30 days of the date that you acquire the site. If you are a non-owner, you must work with the owner to assure the Notice of COC is recorded within the time frame specified. A standard notice form is attached to this letter;
- Place the notice of the COC in the document repository for the site within 10 days of issuance of the COC;
- You and your lessees must submit an annual report to the New York State Department of Taxation and Finance within one year and for each of the following eleven years after the execution of the Brownfield Site Cleanup Agreement. The Report must provide the information required by Chapter 390 of the Laws of 2008, Tax Law Section 171-s.

DEC will prepare and distribute to the Site Contact List a fact sheet describing the institutional and engineering controls that are required at the site.

If you have any questions regarding any of these items, please contact the project manager for this site, David Locey at (716) 851-7220 or email david.locey@dec.ny.gov.

Sincerely,



Robert W. Schick, P.E.

Director

Division of Environmental Remediation

Enclosures

cc: Mark Colmerauer – C&S Engineers
Krista Anders, DOH
Matt Forcucci, DOH
Michael Ryan, DEC
Michel Cruden, DEC
David Locey, DEC
Martin Doster, DEC
Teresa Mucha, DEC
Benjamin Conlon, DEC
Andrew Guglielmi, DEC

NYSDEC BROWNFIELD CLEANUP PROGRAM (BCP)
CERTIFICATE OF COMPLETION

CERTIFICATE HOLDER(S):

Name	Address
HARBORcenter Development, LLC	First Niagara Center, Buffalo, NY 14203

BROWNFIELD CLEANUP AGREEMENT:

Application Approval: 1/24/13 **Agreement Execution:** 3/6/13 **Agreement Index No.:** C915270-01-13

Application Approval Amendment: 9/9/14 **Agreement Execution Amendment:** 9/9/14

Application Approval Amendment: 4/23/13 **Agreement Execution Amendment:** 4/30/13

SITE INFORMATION

Site No.: C915270 **Site Name:** Webster Block
Site Owner: HARBORcenter Development, LLC
Street Address: 75 Main Street
Municipality: Buffalo **County:** Erie **DEC Region:** 9
Site Size: 2.000 Acres
Tax Map Identification Number(s): Portion of 111.17-13-2
Percentage of site located in an EnZone: 0 - 49 %

A description of the property subject to this Certificate is attached as Exhibit A and a site survey is attached as Exhibit B.

CERTIFICATE ISSUANCE

This Certificate of Completion, hereinafter referred to as the "Certificate," is issued pursuant to Article 27, Title 14 of the New York State Environmental Conservation Law ("ECL").

This Certificate has been issued upon satisfaction of the Commissioner, following review by the Department of the final engineering report and data submitted pursuant to the Brownfield Site Cleanup Agreement, as well as any other relevant information regarding the Site, that the applicable remediation requirements set forth in the ECL have been or will be achieved in accordance with the time frames, if any, established in the remedial work plan.

The remedial program for the Site has achieved a cleanup level that would be consistent with the following categories of uses (actual site use is subject to local zoning requirements):

Allowable Uses under the BCP: Residential, Restricted-Residential, Commercial, and Industrial
Cleanup Track: Track 2: Restricted use with generic soil cleanup objectives

Tax Credit Provisions for Entities Taxable Under Article 9, 9-A, 32, and 33:
Site Preparation and On-Site Groundwater Remediation Credit Component Rate is 40 %.
Tangible Property Credit Component Rate is 12 %.

Tax Credit Provisions for Entities Taxable Under Article 22 & S Corporations:
Site Preparation and On-Site Groundwater Remediation Credit Component Rate is 40 %.
Tangible Property Credit Component Rate is 10 %.

No Environmental Easement has been granted pursuant to ECL Article 71, Title 36 as there are no use restrictions and there is no reliance on the long-term employment of institutional controls.

LIABILITY LIMITATION

Upon issuance of this Certificate of Completion, and subject to the terms and conditions set forth herein, the Certificate holder(s) shall be entitled to the liability limitation provided in ECL Section 27-1421. The liability limitation shall run with the land, extending to the Certificate holder's successors or assigns through acquisition of title to the Site and to a person who develops or otherwise occupies the Site, subject to certain limitations as set forth in ECL Section 27-1421. The liability limitation shall be subject to all rights reserved to the State by ECL Section 27-1421.2 and any other applicable provision of law.

CERTIFICATE TRANSFERABILITY

This Certificate may be transferred to the Certificate holder's successors or assigns upon transfer or sale of the Site as provided by ECL Section 27-1419.5 and 6NYCRR Part 375-1.9.

CERTIFICATE MODIFICATION/REVOCATION

This Certificate of Completion may be modified or revoked by the Commissioner following notice and an opportunity for a hearing in accordance with ECL Section 27-1419 and 6NYCRR Part 375-1.9(e) upon a finding that:

- (1) either the Applicant or the Applicant's successors or assigns have failed to comply with the terms and conditions of the Brownfield Site Cleanup Agreement;
- (2) the Applicant made a misrepresentation of a material fact tending to demonstrate that it was qualified as a Volunteer;
- (3) either the Applicant or the Applicant's successors or assigns made a misrepresentation of a material fact tending to demonstrate that the cleanup levels identified in the Brownfield Site Cleanup Agreement were reached;
- (4) there is good cause for such modification or revocation.

The Certificate holder(s) (including its successors or assigns) shall have thirty (30) days within which to cure any deficiency or to seek a hearing. If the deficiency is not cured or a request for a hearing received within such 30-day period, the Certificate shall be deemed modified or vacated on the 31st day after the Department's notice.

Joseph J. Martens
Commissioner
New York State Department of Environmental Conservation

By:  Date: December 23, 2014
Robert W. Schick, P.E., Director
Division of Environmental Remediation

NOTICE OF CERTIFICATE OF COMPLETION

Brownfield Cleanup Program

6 NYCRR Part 375-1.9(d)

Webster Block, Site ID No. C915270

75 Main Street, Buffalo, New York 14203

City of Buffalo, Erie County, Tax Map Identification Number: a portion of 111.17-13-2

PLEASE TAKE NOTICE, the New York State Department of Environmental Conservation (Department) has issued a Certificate of Completion (Certificate) pursuant to Article 27, Title 14 of the New York State Environmental Conservation Law (ECL) to HARBORcenter Development, LLC for a parcel of approximately 2.0 acres located at the 75 Main Street in the City of Buffalo and Erie County.

PLEASE TAKE NOTICE, the Certificate was issued upon satisfaction of the Commissioner, following review by the Department of the final engineering report and data submitted pursuant to the Brownfield Site Cleanup Agreement, as well as any other relevant information regarding the Site, that the remediation requirements set forth in ECL Article 27, Title 14 have been or will be achieved in accordance with the time frames, if any, established in the remedial work plan.

PLEASE TAKE NOTICE, the remedial program for the Site has achieved a cleanup level that would be consistent with the following categories of uses (actual site use is subject to local zoning requirements):

- Residential Use, as set forth in 6 NYCRR 375-1.8(g)(2)i.
- Restricted Residential Use, as set forth in 6 NYCRR 375-1.8(g)(2)ii.
- Commercial Use, as set forth in 6 NYCRR 375-1.8(g)(2)iii.
- Industrial Use, as set forth in 6 NYCRR 375-1.8(g)(2)iv.

PLEASE TAKE NOTICE, provided that the Certificate is complied with, the Certificate holder shall be entitled to the liability limitation provided in ECL Section 27-1421. The liability limitation shall run with the land, extending to the Certificate holder's successors or assigns through acquisition of title to the Site and to a person who develops or otherwise occupies the Site, subject to certain limitations as set forth in ECL Section 27-1421. The liability limitation shall be subject to all rights reserved to the State by ECL Section 27-1421.2 and any other applicable provision of law.

Further, the use of groundwater is restricted and may not be used, unless treated in accordance with the requirements provided by the New York State Department of Health, or a local County Health Department with jurisdiction in such matters and such is approved by the Department as not inconsistent with the remedy.

PLEASE TAKE NOTICE, the Certificate may entitle the Certificate holder to tax credits in accordance with Tax Law Sections 21, 22 and 23.

PLEASE TAKE NOTICE, any change of use of the site, as defined in 6 NYCRR 375, must be preceded by notice to the Department in accordance with 6 NYCRR 375-1.11(d). A transfer of any or all of the property constitutes a change of use.

PLEASE TAKE NOTICE, the Certificate may only be transferred to the Certificate holder's successors or assigns upon transfer or sale of the Site as provided by ECL Section 27-1419.5 and 6 NYCRR Part 375-1.9. Failure to comply with the regulatory requirements for transfer **WILL** bar the successors and assigns from the benefits of the Certificate.

PLEASE TAKE NOTICE, the Certificate may be modified or revoked by the Commissioner as set forth in the applicable regulations.

Webster Block, C915270, 75 Main Street, Buffalo, NY

PLEASE TAKE NOTICE, the Certificate may be revoked if the Environmental Easement as implemented, if applicable, is not protective or enforceable.

PLEASE TAKE NOTICE, a copy of the Certificate can be reviewed at the NYSDEC's Region 9 office located at 270 Michigan Avenue, Buffalo, New York 14203-2915, by contacting the Regional Environmental Remediation Engineer.

WHEREFORE, the undersigned has signed this Notice of Certificate

HARBORcenter Development, LLC

By: _____

Title: _____

Date: _____

STATE OF NEW YORK) SS:
COUNTY OF)

On the _____ day of _____, in the year 2014, 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 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

Please record and return to:
HARBORcenter Development, LLC
First Niagara Center
1 Seymour H. Knox III Plaza
Buffalo, New York 14203

EXHIBIT A

FINAL BROWNFIELD CLEANUP PROGRAM BOUNDARY

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Buffalo, County of Erie and State of New York, being part of Outer Lot No. 83 in said City and also being part of Main Street, Scott Street, Washington Street and Perry Street, as shown on a map entitled "Final Brownfield Cleanup Program Boundary - HARBORcenter" prepared by Foit-Albert Associates Architecture, Engineering and Surveying, P.C., Buffalo, NY, dated August 27, 2014, being more particularly bounded and described as follows:

COMMENCING at the intersection of the east line of Main Street (99 feet wide) and the north line of Perry Street (66 feet wide), said point being the southwest corner of Parcel A of lands conveyed to the City of Buffalo by deed recorded in the Erie County Clerks Office in Liber 10976 of Deeds at Page 9566, said point also being the northwest corner of Parcel B of lands conveyed to the City of Buffalo by deed recorded in the Erie County Clerks Office in Liber 10976 of Deeds at Page 9566;

thence N 10° 42' 12" E, a distance of 3.55 feet to the **POINT OF BEGINNING**;

thence N 16° 21' 20" E, a distance of 4.65 feet to a point;

thence N 15° 26' 51" E, a distance of 40.57 feet to a point;

thence N 14° 10' 31" E, a distance of 55.23 feet to a point;

thence N 10° 30' 10" E, a distance of 22.14 feet to a point;

thence N 24° 41' 07" E, a distance of 3.96 feet;

thence N 12° 27' 48" E, a distance of 26.78 feet to a point;

thence N 12° 36' 43" E, a distance of 41.25 feet to a point;

thence N 12° 15' 12" E, a distance of 45.08 feet to a point;

thence N 17° 10' 00" E, a distance of 4.60 feet to a point;

thence N 41° 02' 13" E, a distance of 10.14 feet to a point;

thence N 29° 13' 13" W, a distance of 5.12 feet to a point;

thence N 13° 54' 58" E, a distance of 5.74 feet to a point;

thence N 38° 54' 05" W, a distance of 1.81 feet to a point;

thence N 03° 25' 41" E, a distance of 3.40 feet to a point;

thence N 12° 32' 43" E, a distance of 29.06 feet to a point;

thence N 09° 56' 02" E, a distance of 1.98 feet to a point;

thence N 09° 39' 26" E, a distance of 11.69 feet to a point;
thence N 15° 12' 21" E, a distance of 45.00 feet to a point;
thence N 81° 35' 03" E, a distance of 3.71 feet to a point;
thence N 84° 21' 05" E, a distance of 57.15 feet to a point;
thence N 84° 21' 05" E, a distance of 43.18 feet to a point;
thence N 85° 33' 25" E, a distance of 59.73 feet to a point;
thence S 59° 24' 38" E, a distance of 3.40 feet to a point;
thence S 49° 43' 14" E, a distance of 8.99 feet to a point;
thence S 44° 01' 23" E, a distance of 69.24 feet to a point;
thence S 12° 39' 44" E, a distance of 1.92 feet to a point;
thence S 13° 31' 35" W, a distance of 158.32 feet to a point;
thence S 13° 34' 31" W, a distance of 129.08 feet to a point;
thence S 13° 33' 05" W, a distance of 81.48 feet to a point;
thence N 81° 11' 24" W, a distance of 5.52 feet to a point;
thence N 76° 19' 05" W, a distance of 57.09 feet to a point;
thence N 76° 05' 08" W, a distance of 27.32 feet to a point;
thence N 76° 10' 51" W, a distance of 81.94 feet to a point;
thence N 76° 02' 03" W, a distance of 47.99 feet to a point;
thence N 39° 44' 25" W, a distance of 3.80 feet to a point;
thence N 20° 47' 39" W, a distance of 2.87 feet to the point or place of beginning,
containing 87,124 square feet or 2.000 acres of land more or less.

Bearings are referenced to True North at 78° 35' Meridian of West Longitude.

EXHIBIT B

