



Zackary D. Knaub
15th Floor
477 Madison Avenue
New York, NY 10022-5802
Direct: (212) 702-5466
Fax: (212) 702-5450

October 15, 2009

VIA FEDEX

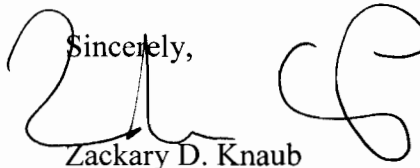
Yvonne M. Ward, Esq.
Easement Attorney
NYS Department of Environmental Conservation
Office of the General Counsel
625 Broadway
Albany, New York 12233-5500

Re: 524 West 19th Street

Dear Yvonne:

Enclosed please find hard copies of the correction deed and deed restriction for the above-referenced property, which were recorded on September 23, 2009. We received confirmation of the recordation from the title company that performed the recordation yesterday, October 14, 2009. We believe this completes our pre-release obligations under the voluntary cleanup agreement for this property and request that the Department of Environmental Conservation issue its liability release letter, stating that barring an event triggering a reopener, the Department does not contemplate further action will need to be taken at the site.

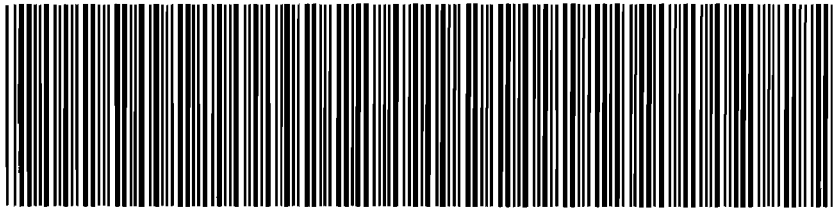
Please accept our sincerest thanks for working diligently to ensure that the correction deed and deed restriction were approved and recorded in a timely manner.

Sincerely,

Zackary D. Knaub

cc: Jeff Spiritos
Klemens Gasser
Elise Kessler

**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**

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2009092200329002001EF230

RECORDING AND ENDORSEMENT COVER PAGE

PAGE 1 OF 11

Document ID: 2009092200329002

Document Date: 09-21-2009

Preparation Date: 09-22-2009

Document Type: SUNDRY AGREEMENT

Document Page Count: 10

PRESENTER:

FIRST AMERICAN TITLE INSURANCE- PICK UP FOR
GAIL
633 THIRD AVENUE
3008-287231-CQR
NEW YORK, NY 10017
212-850-0670

RETURN TO:

PROSKAUER ROSE LLP
1585 BROADWAY
NEW YORK, NY 10036
ATTN: RONALD D. SERNAU, ESQ.

PROPERTY DATA

Borough	Block	Lot	Unit	Address
MANHATTAN	690	46	Entire Lot	524 WEST 19TH STREET
Property Type: OTHER				

CROSS REFERENCE DATA

CRFN _____ or Document ID _____ or _____ Year _____ Reel _____ Page _____ or File Number _____

PARTIES

PARTY 1:

HEEA DEVELOPMENT LLC
276 RIVERSIDE DRIVE
NEW YORK, NY 10025

FEEES AND TAXES

Mortgage			Filing Fee:	
Mortgage Amount:	\$	0.00		\$ 0.00
Taxable Mortgage Amount:	\$	0.00	NYC Real Property Transfer Tax:	
Exemption:				\$ 0.00
TAXES: County (Basic):	\$	0.00	NYS Real Estate Transfer Tax:	
City (Additional):	\$	0.00		\$ 0.00
Spec (Additional):	\$	0.00		
TASF:	\$	0.00		
MTA:	\$	0.00		
NYCTA:	\$	0.00		
Additional MRT:	\$	0.00		
TOTAL:	\$	0.00		
Recording Fee:	\$	87.00		
Affidavit Fee:	\$	0.00		

**RECORDED OR FILED IN THE OFFICE
OF THE CITY REGISTER OF THE
CITY OF NEW YORK**



Recorded/Filed 09-23-2009 12:41
City Register File No.(CRFN):
2009000307772

Annette McMill

City Register Official Signature

**DECLARATION OF
COVENANTS AND RESTRICTIONS**

THIS DECLARATION OF COVENANTS and RESTRICTIONS ("Declaration") is made as of this 21st day of September, 2009 by HEEA Development LLC, a limited liability company organized under the laws of the State of Delaware having its principal place of business at 276 Riverside Drive, New York, New York 10025, together with its successors and assigns, collectively the "Declarant" (the "Declarant").

WITNESSETH:

WHEREAS, Declarant is the owner of a certain real property located in the Borough of Manhattan, City, County and State of New York acquired on July 29, 2009 from 524 West 19th Street Corp., a New York corporation, by deed recorded in the Office of the City Register of the City of New York in City Register File Number (CRFN): 2009000237846, and being more particularly described in Appendix "A" attached to this Declaration and made a part hereof, and hereinafter referred to as the "Controlled Property"; and

WHEREAS, the Controlled Property is situated adjacent to a former manufactured gas plant that various predecessor companies of Consolidated Edison Company of New York, Inc. ("Con Edison") operated between approximately 1834 and the early 1900s. The Controlled Property is specifically known as the "Gasser Property" and 524 West 19th Street in the Borough of Manhattan, City, County and State of New York, and is comprised of approximately 4,500 square feet, with an existing building covering virtually the entire lot at present. The Controlled Property is subject to the New York State Department of Environmental Conservation's (the "Department" or "NYSDEC") Voluntary Cleanup Program, and designated as Site No. V 00530-3, Operable Unit 3; and

WHEREAS, on August 15, 2002, the Department and Con Edison entered into Voluntary Cleanup Agreement Index No. D2-0003-0208 (the "VCA") to have Con Edison investigate the locations of its and its predecessor companies' former manufactured gas plants and manufactured gas storage stations, and if deemed necessary by the Department to protect human health and/or the environment, to implement Department-approved remediation plans for the manufactured gas production-related and/or manufactured gas storage-related (collectively "MGP") contamination present on or around the former grounds of those facilities; and

WHEREAS, by Cooperation Agreement dated May 3, 2007 and amended May 22, 2007, between Con Edison and, *inter alia*, HEEA Development LLC, Con Edison agreed to implement a Department-approved Remedial Action Work Plan for the Controlled Property, obtain a limited release and covenant not to sue from the Department with respect to the MGP contamination present on the Controlled Property, and assign such release and covenant not to sue to HEEA Development LLC; and

Block: 690 Lot: 46
524 West 19th Street, NY, NY

WHEREAS, Con Edison implemented the Remedial Action Work Plan for the Controlled Property, which was approved by the Department on October 17, 2007; and

WHEREAS, in accordance with the Agreement, the Declarant agrees to subject the Controlled Property to the restrictions set forth in this Declaration; and

WHEREAS, Declarant represents and warrants that no restriction of record on the use of the Controlled Property nor any present or presently existing future estate or interest in the Controlled Property nor any lien, obligation, covenant, limitation or encumbrance of any kind precludes, presently or potentially, the imposition of the restrictions, covenants, obligations, and agreements of the instant Declaration; and

WHEREAS, this Declaration itself is not intended to create any interest in real estate in favor of any third party or the Department, nor create a lien against the Controlled Property, but is intended to provide record notice of certain conditions and restrictions on the Controlled Property and to reflect certain regulatory and statutory obligations relating to the investigation and, if necessary, remediation of MGP contamination on the Controlled Property.

NOW, THEREFORE, the Declarant, for itself and its successors and/or assigns agrees to the conditions and restrictions listed below, and hereby notifies all interested parties, owners, lessees, licensees and operators of the Controlled Property, or any portion thereof, that the following is required of each of them while owning, leasing or operating the Controlled Property:

First, the Controlled Property subject to this Declaration of Covenants and Restrictions, is more particularly described in Appendix "A") to this Declaration and shown on the ALTA/ACSM Survey map prepared by Barry M. Fahrner, New York State Licensed Surveyor No. 49851, dated April 18, 2006, revised March 15, 2007, attached to this Declaration as Appendix "B" and made a part hereof.

Second, unless prior written approval by the New York State Department of Environmental Conservation or if the Department shall no longer exist, any New York State agency or agencies subsequently created to protect the environment of the State and the health of the State's citizens, herein after referred to as "the Relevant Agency," is first obtained, there shall be no construction, use or occupancy of the Controlled Property which results in the disturbance or excavation of the Controlled Property, which threatens the integrity of the soil cap, or which results in unacceptable human exposure to contaminated soils.

Third, the Controlled Property may be used for restricted-residential, commercial, and/or industrial use, as such terms are presently defined at 6 NYCRR 375-1.8(g) (2)(ii), (iii) and (iv), use as long as the long-term Engineering and Institutional controls set forth in the NYSDEC-approved Site Management Plan dated September, 2009 and any subsequent amendments thereto as may be approved by the NYSDEC (the "Site Management Plan" or "SMP") are employed.

Fourth, the following institutional and engineering controls apply to the use of the Controlled Property, run with the land, are binding on the Declarant and the Declarant'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:

The Controlled Property has the following Engineering Controls:

1. A Soil Cover System and Engineered Cap – comprised of a minimum of 18-inches of "clean" material followed by a 6-inch mud slab and water proofing/vapor barrier membrane beneath the foundation slab of the building occupying the Controlled Property. Procedures for the inspection and maintenance of this cover are provided in the SMP.

2. A Perimeter Containment System - A low-permeability barrier wall along the Controlled Property's perimeter that was keyed into the underlying low-permeability silty-clay layer of the Controlled Property to isolate the MGP-impacted soils below. This was accomplished through the installation of AZ-18 sheet piles along the northeast and east perimeters sealed at the interlocks with Adeka™ P-200 sealant, and tied into the adjacent IAC containment barrier at the northwest and southern portions of Controlled Property via a grout column connection. Procedures for monitoring the perimeter containment system are included in the SMP.

3. Waterproofing/Vapor Barrier System – This system is composed of a continuous high density polyethylene (HDPE) vapor membrane underlying the structural slab and outside the foundation walls of the building occupying the Controlled Property. Grace Construction Product's structural; waterproofing products used as part of the system include Hydroduct Drainage Composite (Hydroduct), Preprufe® 300R Waterproofing Membrane (Preprufe® 160R), Preprufe® TapeLT, and a Bituthene®Liquid membrane. All conduit, pipe, and pile penetrations through the structural slab and foundation walls of the Controlled Property's building were sealed in accordance with the manufacturer's specifications. Procedures for monitoring the system are included in the SMP.

4. Structural Slab and Foundation Walls – the structural slab and foundation walls of the building occupying the Controlled Property extend to the edge of the Controlled Property and prevent unintentional contact with any residual MGP contaminated soils remaining on the Controlled Property. A Site Plan depicting the engineering controls implemented is provided in the SMP and procedures for monitoring the system are also included in the SMP.

In addition, the following restrictions are placed on the property:

1. The lower level and first floor of the building on the Controlled Property may be used only for commercial and/or industrial purposes. The remaining floors of the building may be used for residential use;

2. The underground permeability barrier walls installed along the northern, eastern,

and portions of the southern and western property lines of the Controlled Property as part of the Remedial Action Plan approved for the Controlled Property by the NYSDEC on October 15, 2007, shall not be cut, removed or rendered ineffective by Declarant, Declarant's successors and assigns, or any lessees or persons using the Controlled Property; provided however, that incidental penetrations or cutting necessary for electric, gas, steam, sewer, telephone, water and other utility cables, conduits, pipes, and mains may be made through the aforementioned underground interlocking sheet pile barrier wall in accordance with the SMP and any Department-approved amendments to such SMP;

3. All soil beneath the building on the Controlled Property must be covered by a barrier layer comprised of a moisture/vapor barrier and a 6-inch thick mud slab overlaying a 18-inch thick layer of clean fill as set forth in the Department-approved Site Management Plan approved for the Controlled Property;

4. Any proposed soil excavation on the Controlled Property below the barrier layer requires prior notification and prior approval of the Department and the excavated soil must be managed, characterized, and properly disposed of in accordance with Department regulations and directives;

5. There shall be no vegetable gardens on the Controlled Property, except vegetable gardens in containers using imported;

6. The groundwater on the Controlled Property shall not be used for any purpose unless it is first treated in a manner deemed acceptable to the NYSDEC and New York State Department of Health (NYSDOH) to render such groundwater acceptable for its proposed use;

7. The owner of the Controlled Property shall prohibit the Controlled Property from ever being used for purposes other than for restricted-residential, commercial, and/or industrial use, as such terms are presently defined at 6 NYCRR 375-1.8(g)(2)(ii), without the express written waiver of such prohibition by the Relevant Agency;

8. The owner of the Controlled Property shall continue in full force and effect any institutional and engineering controls required under the Site Management Plan and maintain (or cause to be maintained) such controls unless the owner first obtains permission to discontinue such controls from the Relevant Agency;

9. The owner of the Controlled Property will provide a periodic certification of institutional and engineering controls, prepared and submitted by a professional engineer or such qualified environmental professional ("QEP") acceptable to the Department, until the Department notifies the property owner in writing that this certification is no longer needed. This submission will:

(a) contain certification that the Controlled Property's institutional controls and engineering controls are still in place and are either unchanged from the previous certification or are compliant with Department-approved modifications;

(b) allow the Department access to the Controlled Property; and

(c) state that nothing has occurred that would impair the ability of the Controlled Property's institutional controls and engineering controls to protect public health or the environment, or constitute a violation or failure.

Fifth, the restrictions and obligations provided herein are enforceable by the Department or Relevant Agency against any person who knowingly violates this Declaration. Notwithstanding the foregoing, in the event the Controlled Property is converted to condominium ownership, any violation of the Declaration by a unit owner shall be enforceable against the Board of Managers of the condominium and not against the owner of the unit or its successors or assigns. The failure of the Department to enforce any of the terms contained herein shall not be deemed a waiver of any such term nor bar its enforcement rights in the event of a subsequent breach of or noncompliance with any of the terms of this Declaration. A violation of this Declaration shall not affect the status of the ownership of, or title to, the Controlled Property.

Sixth, this Declaration is and shall be deemed a covenant that shall run with the land and shall be binding upon the Declarant and its heirs, successors and assigns and to all future owners of the Controlled Property and their heirs, successors and assigns and shall provide that the owners of the Controlled Property, and its heirs successors and assigns consent to the enforcement by the Relevant Agency, of the prohibitions and restrictions that Paragraph X of the VCA requires to be recorded, and hereby covenants not to contest the authority of the Department to seek enforcement of this Declaration of Covenants and Restrictions.

Seventh, any deed of conveyance of the Controlled Property, or any portion thereof, and all instruments of conveyance relating to the Controlled Property, shall recite that the said conveyance is subject to this Declaration of Covenants and Restrictions

Eighth, the Declarant hereby acknowledges receipt of a copy of the Operations, Maintenance, Monitoring and Site Management Plan ("SMP") approved by the Department in September 2009, and the Declarant, and each lessee, licensee or operator of all or any portion of the Controlled Property, shall comply with the SMP, which is incorporated herein by reference. Upon notice of not less than thirty (30) days, the Department or, if the Department shall no longer exist, the Relevant Agency, in the exercise of its discretion and consistent with applicable law may revise the SMP. The notice shall be a final agency determination. The Declarant and all successors and assigns, assume the burden of complying with the revised SMP and obtaining an up-to-date version of the SMP from the Department or the Relevant Agency.

On the 21 day of September in the year 2009 before me the undersigned, a Notary Public in and of the said State, personally appeared Jeff Spirito, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is(are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Granville McCallum

Notary Public
GRANVILLE MCCALLUM
NOTARY PUBLIC - STATE OF NEW YORK
NO. 01MC8163404
QUALIFIED IN KINGS COUNTY
MY COMMISSION EXPIRES MARCH 28, 2011



SEAL

Appendices:

- Appendix A: Metes and Bound Description of Property
- Appendix B: Map of Property
- Appendix D: Addresses for Notices

Appendix "A"

Schedule A
Metes and Bound Descriptions of Property

All that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the Borough of Manhattan, City County and State of New York, bounded and described as follows:

BEGINNING at a point on the southerly side of 19th Street, distant 325 feet westerly from the westerly side of Tenth Avenue;

RUNNING THENCE southerly and parallel to Tenth Avenue, 92 feet to the centerline of the block between 18th and 19th Street;

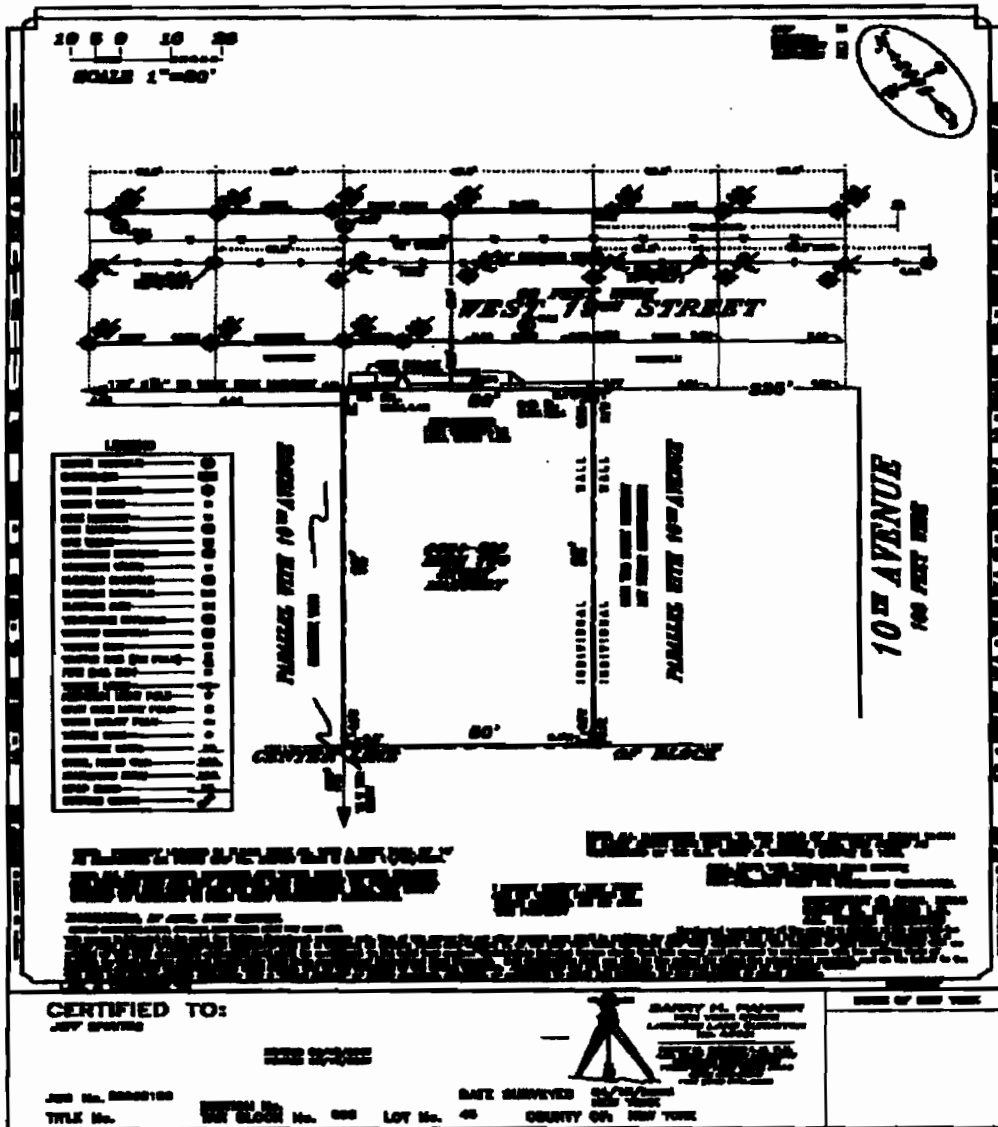
THENCE westerly along said centerline, 50 feet;

THENCE northerly and again parallel with the said Tenth Avenue, 92 feet to the said southerly side of 19th Street;

THENCE easterly along said southerly side of 19th Street, 50 feet to the point or place of **BEGINNING**.

Appendix "B"

Map of Property



Appendix "D"

Addresses for Notices

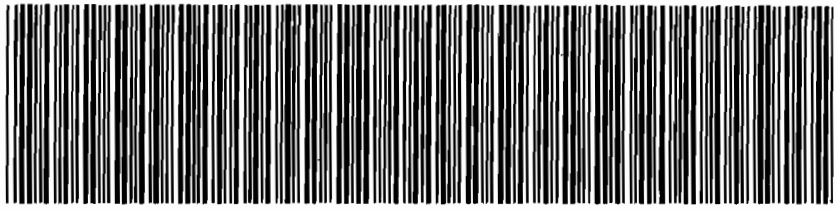
HEEA DEVELOPMENT LLC

Attn. Jeff Spiritos
276 Riverside Drive
New York, NY 10025
tel. 917-453-2288
fax 212-666-5092

New York State Department of Environmental Conservation
Office of General Counsel
625 Broadway
Albany, New York 12233
Phone: 518-402-9185
Fax: 518-402-9018

**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**

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2009092200329001001EF274

RECORDING AND ENDORSEMENT COVER PAGE

PAGE 1 OF 5

Document ID: 2009092200329001 Document Date: 07-29-2009 Preparation Date: 09-22-2009
Document Type: CORRECTION DEED
Document Page Count: 4

PRESENTER:
FIRST AMERICAN TITLE INSURANCE- PICK UP FOR GAIL
633 THIRD AVENUE
3008-287231-CQR
NEW YORK, NY 10017
212-850-0670

RETURN TO:
PROSKAUER ROSE LLP
1585 BROADWAY
NEW YORK, NY 10036
ATTN: RONALD D. SERNAU, ESQ.

PROPERTY DATA

Borough	Block	Lot	Unit	Address
MANHATTAN	690	46	Entire Lot	524 WEST 19TH STREET
Property Type: OTHER				

CROSS REFERENCE DATA

CRFN: 2009000237846

PARTIES

GRANTOR/SELLER:
524 WEST 19TH STREET CORP.
524 WEST 19TH STREET
NEW YORK, NY 10011

GRANTEE/BUYER:
HEEA DEVELOPMENT LLC
276 RIVERSIDE DRIVE
NEW YORK, NY 10025

FEEES AND TAXES

Mortgage		
Mortgage Amount:	\$	0.00
Taxable Mortgage Amount:	\$	0.00
Exemption:		
TAXES: County (Basic):	\$	0.00
City (Additional):	\$	0.00
Spec (Additional):	\$	0.00
TASF:	\$	0.00
MTA:	\$	0.00
NYCTA:	\$	0.00
Additional MRT:	\$	0.00
TOTAL:	\$	0.00
Recording Fee:	\$	57.00
Affidavit Fee:	\$	0.00

Filing Fee:	\$	250.00
NYC Real Property Transfer Tax:	\$	0.00
NYS Real Estate Transfer Tax:	\$	0.00



**RECORDED OR FILED IN THE OFFICE
OF THE CITY REGISTER OF THE
CITY OF NEW YORK**

Recorded/Filed 09-23-2009 12:41
City Register File No.(CRFN):
2009000307771

Annette Mc Hill

City Register Official Signature

CORRECTION DEED

524 WEST 19TH STREET CORP.

- to -

HEEA DEVELOPMENT LLC

**Location: 524-526 West 19th Street
New York, New York**

**Description: Block No. 690
Lot No. 46
New York County
Official Tax Map**

July 29, 2009

3008-287231
After recording, please return to:

**Proskauer Rose LLP
1585 Broadway
New York, New York 10036
Attention: Ronald D. Sernau, Esq.**

CORRECTION DEED*

BARGAIN AND SALE DEED WITHOUT COVENANT

THIS INDENTURE dated as of the 29th day of July, 2009, by and between 524 WEST 19TH STREET CORP., maintaining an address at 524 West 19th Street, New York, New York 10011 (the "Grantor") and HEEA DEVELOPMENT LLC, maintaining an address at 276 Riverside Drive, New York, New York 10025 (the "Grantee").

WITNESSETH, that Grantor, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby grant and release unto Grantee and Grantee's successors and assigns forever:

ALL that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the Borough of Manhattan, City, County and State of New York, bounded and described as follows:

PREMISES known as and by the street address 524-526 West 19th Street, New York, New York, and designated as Block 690, Lots 46, as shown on the Tax Map of the City, County and State of New York, and more particularly described on Schedule A attached hereto and made a part hereof.

BEING and intended to be the same premises conveyed to the Grantor herein by deed from 524 West 19th Street, LLC, dated March 11, 1998 and recorded July 13, 1998 in Reel 2619, Page 1835.

TOGETHER with (a) all right, title and interest, if any, of Grantor in and to any streets and roads abutting the above described premises to the center lines thereof and (b) the appurtenances and all the estate and rights of Grantor in and to said premises; TO HAVE AND TO HOLD the premises herein granted unto Grantee and Grantee's successors and assigns forever.

AND Grantor, in compliance with Section 13 of the Lien Law, covenants that Grantor will receive the consideration for this conveyance and will hold the right to receive such consideration

* This Correction Deed is being executed and recorded to correct that certain Bargain and Sale Deed Without Covenants, dated July 29, 2009, recorded in the City Registrar's Office of the County of New York on July 30, 2009 as Instrument No. 2009073000688, to eliminate the reference in the last paragraph thereof to an environmental easement held by the New York State Department of Environmental Conservation pursuant to Title 38 of Article 71 of the Environmental Conservation Law and to refer to a declaration of covenants and restrictions instead.

as a trust fund to be applied first for the purpose of paying the cost of the improvement and will apply the same first to the payment of the cost of the improvement before using any part of the total of the same for any other purpose.

The Property is intended to be subject to a certain Declaration of Covenants and Restrictions to be made by Grantee and recorded against the Property following the conveyance to Grantee.

IN WITNESS WHEREOF, Grantor has duly executed this Deed the day and year first above written.

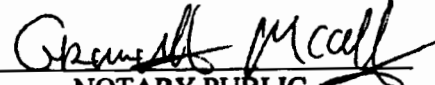
524 WEST 19TH STREET CORP.

By: 
Name: KLEMENS GASSER
Title: PRESIDENT

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

On the 21 day of September, 2009, before me, the undersigned, personally appeared KLEMENS GASSER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

SEAL
.....
.....


NOTARY PUBLIC



GRANVILLE MCCALLUM
NOTARY PUBLIC - STATE OF NEW YORK
NO. 01MC0163404
QUALIFIED IN KINGS COUNTY
MY COMMISSION EXPIRES MARCH 28, 2011

Schedule A

All that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the Borough of Manhattan, City, County and State of New York, bounded and described as follows:

BEGINNING at a point on the southerly side of 19th Street, distant 325 feet westerly from the westerly side of Tenth Avenue;

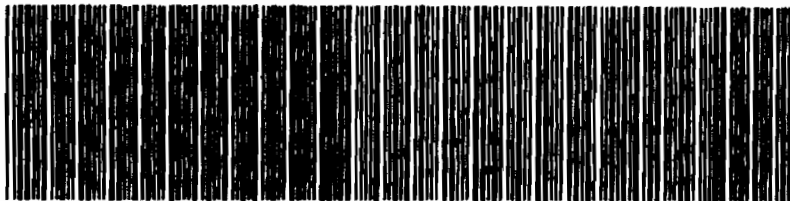
RUNNING THENCE southerly and parallel to Tenth Avenue, 92 feet to the centerline of the block between 18th and 19th Street;

THENCE westerly along said centerline, 50 feet;

THENCE northerly and again parallel with the said Tenth Avenue, 92 feet to the said southerly side of 19th Street;

THENCE easterly along said southerly side of 19th Street, 50 feet to the point or place of **BEGINNING**.

NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER



2009092200329001001S3CF5

SUPPORTING DOCUMENT COVER PAGE

PAGE 1 OF 1

Document ID: 2009092200329001
Document Type: CORRECTION DEED

Document Date: 07-29-2009

Preparation Date: 09-22-2009

ASSOCIATED TAX FORM ID: 2009090300320

SUPPORTING DOCUMENTS SUBMITTED:

Page Count

DEP CUSTOMER REGISTRATION FORM FOR WATER AND SEWER BILLING
RP - 5217 REAL PROPERTY TRANSFER REPORT

1
1

FOR CITY USE ONLY

C1. County Code _____ C2. Date Deed Recorded _____
 Month Day Year
 C3. Book _____ C4. Page _____
 OR
 C5. CRFN _____



REAL PROPERTY TRANSFER REPORT

STATE OF NEW YORK
STATE BOARD OF REAL PROPERTY SERVICES

RP - 5217NYC

(Rev 11/2002)

PROPERTY INFORMATION

1. Property Location: 524 WEST 19TH STREET, MANHATTAN, 10011
STREET NUMBER STREET NAME BOROUGH ZIP CODE

2. Buyer Name: HEEA DEVELOPMENT LLC
LAST NAME / COMPANY FIRST NAME

3. Tax Billing Address: _____
Indicate where future Tax Bills are to be sent if other than buyer address (at bottom of form)
LAST NAME / COMPANY FIRST NAME

4. Indicate the number of Assessment Roll parcels transferred on the deed: 1 # of Parcels OR Part of a Parcel
 4A. Planning Board Approval - N/A for NYC
 4B. Agricultural District Notice - N/A for NYC

5. Deed Property Size: _____ X _____ OR _____ ACRES
FRONT FEET DEPTH
 Check the boxes below as they apply:
 6. Ownership Type is Condominium
 7. New Construction on Vacant Land

8. Seller Name: 524 WEST 19TH STREET CORP.
LAST NAME / COMPANY FIRST NAME

9. Check the box below which most accurately describes the use of the property at the time of sale:
 A One Family Residential C Residential Vacant Land E Commercial G Entertainment / Amusement I Industrial
 B 2 or 3 Family Residential D Non-Residential Vacant Land F Apartment H Community Service J Public Service

SALE INFORMATION

10. Sale Contract Date: 3 / 1 / 2006
Month Day Year

11. Date of Sale / Transfer: 7 / 29 / 2009
Month Day Year

12. Full Sale Price \$ _____
(Full Sale Price is the total amount paid for the property including personal property. This payment may be in the form of cash, other property or goods, or the assumption of mortgages or other obligations.) Please round to the nearest whole dollar amount.

13. Indicate the value of personal property included in the sale: _____

14. Check one or more of these conditions as applicable to transfer:

A Sale Between Relatives or Former Relatives
 B Sale Between Related Companies or Partners in Business
 C One of the Buyers is also a Seller
 D Buyer or Seller is Government Agency or Lending Institution
 E Deed Type not Warranty or Bargain and Sale (Specify Below)
 F Sale of Fractional or Less than Fee Interest (Specify Below)
 G Significant Change in Property Between Taxable Status and Sale Dates
 H Sale of Business is Included in Sale Price
 I Other Unusual Factors Affecting Sale Price (Specify Below)
 J None

ASSESSMENT INFORMATION - Data should reflect the latest Final Assessment Roll and Tax Bill

15. Building Class: D 8 16. Total Assessed Value (of all parcels in transfer): _____

17. Borough, Block and Lot / Roll Identifier(s) (If more than three, attach sheet with additional identifier(s))
 MANHATTAN 690 46

CERTIFICATION

I certify that all of the items of information entered on this form are true and correct (to the best of my knowledge and belief) and I understand that the making of any willful false statement of material fact herein will subject me to the provisions of the penal law relative to the making and filing of false instruments.

HEEA Development LLC BUYER
 By: KHI [Signature] 9/21/09
BUYER SIGNATURE DATE

276 Riverside Drive
STREET NUMBER STREET NAME (AFTER SALE)

New York N Y 10025
CITY OR TOWN STATE ZIP CODE

BUYER'S ATTORNEY
 Proskauer Rose LLP
LAST NAME FIRST NAME

212 969-3000
AREA CODE TELEPHONE NUMBER

524 West 19th Street Corp. SELLER
 By: [Signature] 9/21/09
SELLER SIGNATURE DATE

2009090300320201



The City of New York
Department of Environmental Protection
Bureau of Customer Services
59-17 Junction Boulevard
Flushing, NY 11373-5108

Customer Registration Form for Water and Sewer Billing

Property and Owner Information:

- (1) Property receiving service: BOROUGH: MANHATTAN BLOCK: 690 LOT: 46
- (2) Property Address: 524 WEST 19TH STREET, NEW YORK, NY 10011
- (3) Owner's Name: HEEA DEVELOPMENT LLC
- Additional Name:

Affirmation:



Your water & sewer bills will be sent to the property address shown above.

Customer Billing Information:

Please Note:

- A. Water and sewer charges are the legal responsibility of the owner of a property receiving water and/or sewer service. The owner's responsibility to pay such charges is not affected by any lease, license or other arrangement, or any assignment of responsibility for payment of such charges. Water and sewer charges constitute a lien on the property until paid. In addition to legal action against the owner, a failure to pay such charges when due may result in foreclosure of the lien by the City of New York, the property being placed in a lien sale by the City or Service Termination.
- B. Original bills for water and/or sewer service will be mailed to the owner, at the property address or to an alternate mailing address. DEP will provide a duplicate copy of bills to one other party (such as a managing agent), however, any failure or delay by DEP in providing duplicate copies of bills shall in no way relieve the owner from his/her liability to pay all outstanding water and sewer charges. Contact DEP at (718) 595-7000 during business hours or visit www.nyc.gov/dep to provide us with the other party's information.

Owner's Approval:

The undersigned certifies that he/she/it is the owner of the property receiving service referenced above; that he/she/it has read and understands Paragraphs A & B under the section captioned "Customer Billing Information"; and that the information supplied by the undersigned on this form is true and complete to the best of his/her/its knowledge.

HEEA Development LLC
Print Name of Owner: _____ By: _____ Associates LLC

Signature: _____ Date (mm/dd/yyyy)

Name and Title of Person Signing for Owner, if applicable: