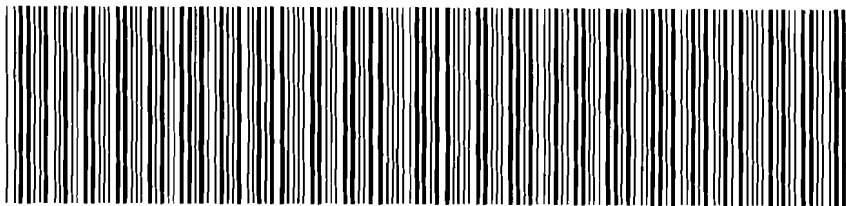


**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**

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RECORDING AND ENDORSEMENT COVER PAGE

PAGE 1 OF 14

Document ID: 2004082600676001

Document Date: 07-15-2004

Preparation Date: 08-26-2004

Document Type: DECLARATION

Document Page Count: 13

PRESENTER:

COMMONWEALTH/LAWYERS TITLE
655 THIRD AVENUE
NEW YORK, NY 10017
212-949-0100
SS040733B

RETURN TO:

MICHAEL A. WILCKEN, ESQ. - ASST. GENERAL
COUNS
CONSOLIDATED EDISON COMPANY OF NY,
INC.
4 IRVING PLACE - ROOM 1800
NEW YORK, NY 10003

PROPERTY DATA

Borough	Block Lot	Unit	Address
BRONX	2781 400 Partial Lot		N/A HUNTS POINT AVENUE
Property Type: UTILITY			

CROSS REFERENCE DATA

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

PARTIES

PARTY 1:

CONSOLIDATED EDISON COMPANY OF NEW
YORK, INC.
4 IRVING PLACE
NEW YORK, NY 10003

FEES AND TAXES

Mortgage		Recording Fee: \$		102.00
Mortgage Amount:	\$	0.00	Affidavit Fee: \$	0.00
Taxable Mortgage Amount:	\$	0.00	NYC Real Property Transfer Tax Filing Fee:	
Exemption:			\$ 0.00	
TAXES: County (Basic):		\$ 0.00	NYS Real Estate Transfer Tax:	
City (Additional):	\$	0.00	\$ 0.00	
Spec (Additional):	\$	0.00		
TASE:	\$	0.00		
MTA:	\$	0.00		
NYCTA:	\$	0.00		
Additional MRT:	\$	0.00		
TOTAL:	\$	0.00		

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

Recorded/Filed 09-30-2004 15:16

City Register File No. (CRFN):

2004000612678



Annette McMill

City Register Official Signature

DECLARATION of COVENANTS and RESTRICTIONS

THIS DECLARATION OF COVENANTS AND RESTRICTIONS (“**Declaration**”) is made this 13TH day of July 2004, by Consolidated Edison Company of New York, Inc. (“**Con Edison**”), a corporation organized and existing under the laws of the State of New York and having an office for the transaction of business at 4 Irving Place, New York, New York 10003.

WHEREAS, as part of the New York State Department of Environmental Conservation’s (the “**Department**”) Voluntary Cleanup Program, Con Edison, Iroquois Gas Transmission System, L.P., and the Department entered into Voluntary Cleanup Agreement Index No. A2-0467-0902, dated October 17, 2002 (the “**Agreement**”), for Con Edison’s Hunts Point Gas Regulator/Compressor Station, namely that parcel of real property located at 332 Old Hunts Point Avenue in the Borough and County of the Bronx, City and State of New York, and being part of the lands conveyed by the Bronx Terminal Corporation to Consolidated Gas Company of New York, Inc. by deed dated October 16, 1923, and recorded in the Office of the New York City Register, Bronx County on October 29, 1923, in Liber 222 of Conveyances at Page 118 and being more particularly described in Appendix “A,” attached to this Declaration and made a part hereof, and hereinafter referred to as “the Property”; and

WHEREAS, the Department approved a remedy to eliminate or mitigate all significant threats to the environment presented by contamination present on the Property and such remedy requires that the Property be subject to restrictive covenants.

NOW, THEREFORE, Con Edison for itself and its successors, heirs and assigns, declares and covenants that:

FIRST, the Property subject to this Declaration consists of that all that plot, piece, or parcel of land, together with the improvements thereon, situated, lying and being in the Borough and County of the Bronx, City and State of New York, bounded and described as set forth in Appendix “A” to this Declaration and shown on the map attached to this Declaration as Appendix “B” and made a part hereof.

SECOND, except as otherwise provided herein, unless prior written approval by the Department or, if the Department no longer exists, by any New York State agency or agencies subsequently created to protect the environment of the State of New York and the health of the citizens of the State of New York, hereinafter referred to as “the Relevant Agency,” is first obtained, there shall be no construction at or use or occupancy of the Property resulting in the disturbance or excavation of the Property that either threatens the integrity of the soil and bluestone cap placed on the Property as part the Department’s approved remedy for the contamination present there or that results in unacceptable human exposure to contaminated soils. Nothing in this Declaration is intended to or is be construed as requiring the prior written approval of the Department or the Relevant Agency for work that results in the disturbance or excavation of the soil and bluestone cap placed on the Property, provided that,

the work entails the maintenance or repair of Con Edison's or Iroquois's gas pipes, mains, or other equipment on or around the Property or the implementation of containment and response measures for spills or other releases of oil, petroleum, or hazardous substances from such pipes, mains, or equipment and the work is carried out in conformance with a soil management plan that has been reviewed and approved by the Department or the Relevant Agency.

THIRD, the owner of the Property shall maintain the aforementioned cap covering the Property by maintaining its bluestone or soil layer or, after obtaining the written approval of the Relevant Agency, by capping the Property with another material.

FOURTH, the owner of the Property shall prohibit the Property from ever being used for purposes other than for restricted industrial uses without the express written waiver of such prohibition by the Department or the Relevant Agency.

FIFTH, the owner of the Property shall prohibit the use of the groundwater underlying the Property without treatment rendering it safe for drinking water or industrial purposes, as appropriate, unless the user first obtains permission to do so from the Department or the Relevant Agency.

SIXTH, the owner of the Property shall continue in full force and effect any and all institutional and engineering controls required under the Agreement and shall maintain such controls unless said owner first obtains permission to discontinue such controls from the Department or the Relevant Agency. Such institutional and engineering controls consist of: (1) the maintenance of a cap of at least 1.5 feet of clean soil on the eastern portion of the Property and at least six inches of bluestone on the western portion of the Property, as shown on the map attached to this Declaration as Appendix "B"; and (2) compliance with a soil management plan that has been reviewed and approved by the Department or the Relevant Agency for work that results in the disturbance or excavation of the aforementioned cap and that entails the maintenance or repair of Con Edison's or Iroquois's gas pipes, mains, or other equipment on or around the Property or the implementation of containment and response measures for spill or other releases of oil, petroleum, or hazardous substances from such pipes, mains, or equipment.

SEVENTH, this Declaration is and shall be deemed a covenant that runs with the land and shall be binding upon all future owners of the Property, and shall provide that the owner of the Property and its successors and assigns consent to enforcement by the Department and the Relevant Agency of the prohibitions and restrictions that Paragraph X of the Agreement requires to be recorded, and hereby covenant not to contest the authority of the Department and the Relevant Agency to seek enforcement of said prohibitions and restrictions and this Declaration.

EIGHTH, any and all deeds of conveyance of the Property, or any portion thereof, shall recite, unless the Department or the Relevant Agency has consented to the termination of

such covenants and restrictions, that said conveyance is subject to this Declaration of Covenants and Restrictions.

IN WITNESS WHEREOF, Consolidated Edison Company of New York, Inc. has caused this instrument to be executed by its duly authorized representative on the day written below.

**CONSOLIDATED EDISON COMPANY
OF NEW YORK, INC.**

By: Joseph P. Oates
Title: Vice President + Treasurer
Date: July 13, 2004

ACKNOWLEDGMENT

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

On this 13th day of July, in the year 2004, before me, the undersigned, personally appeared JOSEPH P. OATES, 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 corporation on behalf of which he acted, executed the instrument.

Jonathan A. Fields
Notary Public

JONATHAN A. FIELDS
Notary Public, State of New York
No. 02F14786533
Qualified in Nassau County
Commission Expires June 30, 2007

APPENDIX "A"

For the purposes of the foregoing Declaration of Covenants and Restrictions, the "Property" to which such Declaration of Covenants and Restrictions applies is comprised of all that plot, piece, or parcel of land, together with the improvements thereon, situated, lying and being in the Borough and County of the Bronx, City and State of New York, bounded and described as follows and constituting a part of Tax Lot 400 in Block 2781 on the Tax Map of the City of New York, County of the Bronx:

BEGINNING at a point on the northeasterly side of Hunts Point Avenue distant 276.02 feet southeasterly from the intersection of said northeasterly side of Hunts Point Avenue with the northeasterly side of Halleck Street as widened to a width of 100.00 feet;

THENCE along a line parallel to the southeasterly side of the former East Bay Avenue, as discontinued and closed, as shown on the map discontinuing and closing East Bay Avenue and other streets; said map being identified as Plan No. 11627 and dated March 29, 1961, North 49° 41' 10" East, 139.32 feet;

THENCE South 40° 18' 50" East and parallel to the northeasterly side of Halleck Street, 61.13 feet;

THENCE North 49° 41' 10" East, 64.00 feet;

THENCE North 40° 18' 50" West, 61.13 feet;

THENCE North 49° 41' 10" East, 612.00 feet to the land heretofore conveyed to the City of New York;

THENCE North 40° 18' 50" West, 122.87 feet to a point 190.00 feet from the southeasterly side of the former East Bay Avenue;

THENCE North 85° 18' 5" West, 14.14 feet;

THENCE North 40° 18' 50" West and parallel to the southeasterly side of the former East Bay Avenue, 872.59 feet to a point in the northeasterly line of Hunts Point Avenue; the last three courses running along the lands hereto conveyed to the City of New York;

THENCE South 67° 10' 00" East, 148.93 feet to the point or place of **BEGINNING**.

APPENDIX “B”

**Map of the Property Showing the Areas to be Capped
with 1.5 Feet of Clean Soil and Six Inches of Bluestone**



(EASEMENT AREA)

(EASEMENT AREA)

CON ED
VALVE BLDG

FLAMMABLE
STORAGE
BLDG

ADJ
CONTROL
BLDG

COMPRESSOR
BLDG

NEW PAVEMENT

NEW
HEATER
BLDG

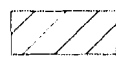
NEW
REG BLDG

NEW
HEAT EXCHG BLDG

NEW
METER
BLDG

NEW
DAC
BLDG

— · — · —
AREA WHERE CAP OF AT LEAST
1.5 FEET OF CLEAN SOIL IS
TO BE MAINTAINED AT ALL TIMES

 AREA WHERE CAP OF AT
LEAST 6 INCHES OF BLUESTONE
IS TO BE MAINTAINED AT ALL TIMES

60 30 0 60 120
SCALE: 1"=60'

APPENDIX B

CONSOLIDATED EDISON COMPANY OF NEW YORK

HUNTS POINT
GAS COMPRESSOR STATION
BLOCK 2781
LOT 400

PARSONS

280 ELWOOD DAVIS ROAD, SUITE 312, LIVERPOOL, N.Y. 13088, PHONE: 315-451-9560



STATE OF NEW YORK DEPARTMENT OF HEALTH

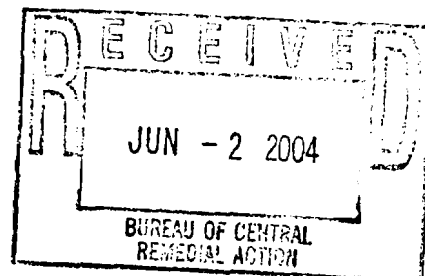
Flanigan Square, 547 River Street, Troy, New York 12180-2216

Antonia C. Novello, M.D., M.P.H., Dr.P.H.
Commissioner

Dennis P. Whalen
Executive Deputy Commissioner

May 27, 2004

Mr. Ronnie Lee
Division of Environmental Remediation
NYS Department of Environmental Conservation
625 Broadway - 11th Floor
Albany, NY 12233-7015



Re: **Final Engineering Report**
HPFDC – Gas Compressor Station
Site ID #V006052
Hunts Point/Bronx County

Dear Mr. Lee:

I have reviewed the April 2004 *Final Engineering Report* for the above-referenced site. Based on the available information, I believe remediation of Hunts Point Gas Compressor Station Site was completed in accordance with the approved *Remedial Action Work Plan* (February 2003).

Thank you for the opportunity to review this document. If you have any questions, please call me at (518) 402-7870.

Sincerely,

Stephanie L. Selmer
Research Scientist I
Bureau of Environmental Exposure Investigation

cc: G. Litwin/G. Laccetti/file
R. Cozzy – NYSDEC, Central Office
D. Walsh – NYSDEC, Reg. 2
J. Prudhomme – NYCDOH
B. Devine – NYSDOH, MARO
D. Greeley – NYCDEP