

## MEMORANDUM

---

GEORGE M.  
JANES &  
ASSOCIATES

250 EAST 87TH STREET  
NEW YORK, NY 10128

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Date: April 2, 2016

To: Lo van der Valk, President  
Carnegie Hill Neighbors

From: George M. Janes, AICP

**RE: 180 East 88<sup>th</sup> Street**

---

The following provides my opinion as to the key issues that regard the building proposed at 180 East 88<sup>th</sup> Street and how Carnegie Hill Neighbors (CHN) and/or other interested parties might consider opposing it.

### **Application Detail**

The building proposed at 180 East 88<sup>th</sup> Street is for a 472 feet (523 to top of mechanicals), 31-story tower-on-base building on an irregularly shaped corner/interior lot combination. The zoning lot includes tax lots 32, 37, 38 and part of 140, and is outlined in red on the plan below. One of the reasons the proposed building is so tall is that its zoning lot is large, generating over 182,000 SF of floor area, all while the tower portion of the building has a very small footprint at only 4,600 SF. Towers with small footprints generally result in tall buildings, especially when the floor-to-floor heights are very large, as is proposed here. The floor-to-floor heights are proposed to average more than 15 feet for each story.

The sliver rule, which prohibits tall narrow buildings, does not apply on the proposed tower portion of the lot because according to that rule, abutting buildings part of the same zoning lot are considered to be part of the same building. The zoning lot includes tax lot 32, which contains the Agora building, a 6-story, 100 year-old office building at the corner of 87<sup>th</sup> Street.

The diagram on the next page shows the plan for the building and its zoning lot outlined in red.

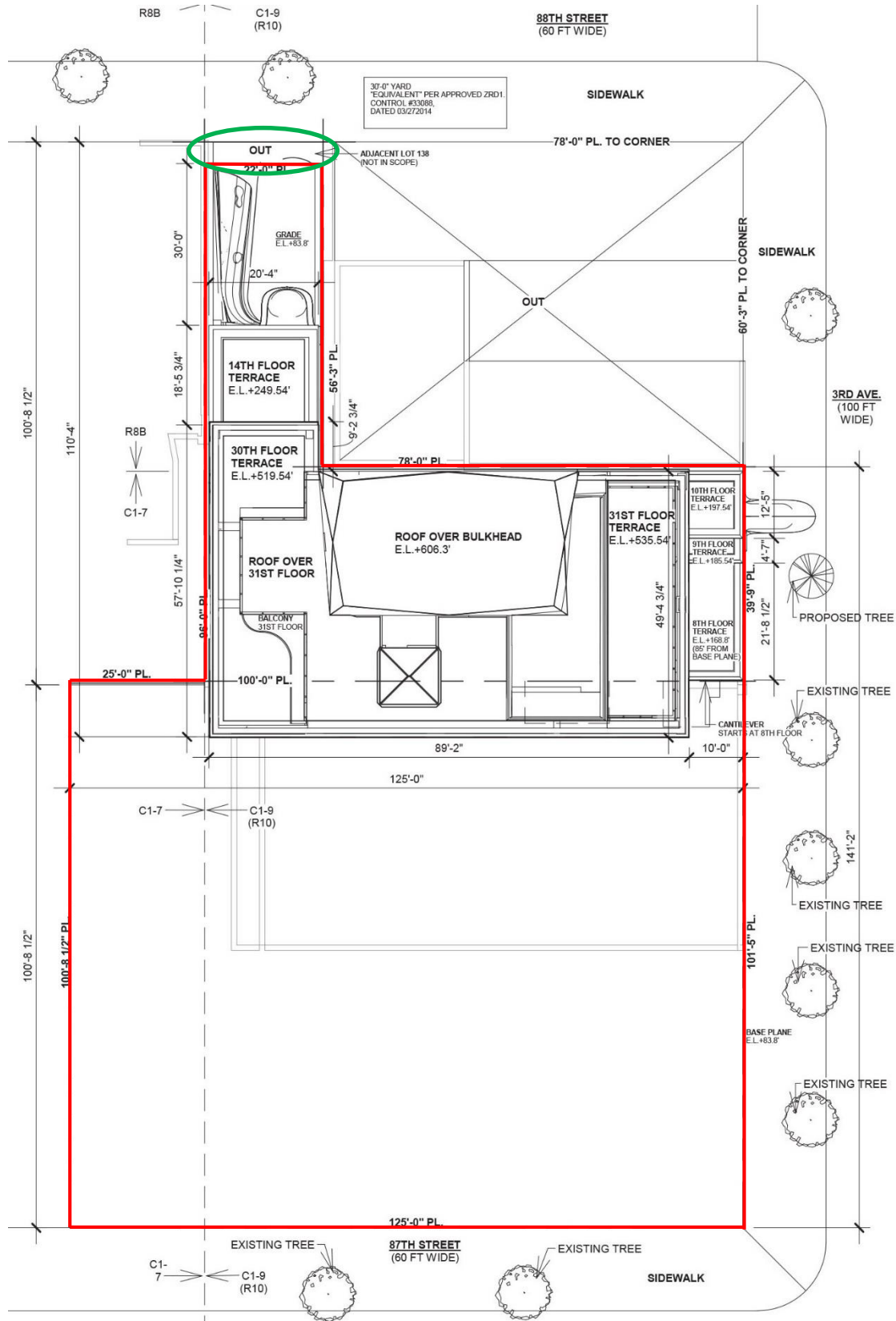


Figure 1: Detail of current plan (Dated 12/19/2014)

Notice that the zoning lot does not extend all the way to 88<sup>th</sup> Street. Instead, there is a small out-parcel, (circled in green above,) which was created by the applicant so that their building does not front 88<sup>th</sup> Street. Had the zoning lot fronted 88<sup>th</sup> Street, it would have had to have a base of at least 60 feet at the street wall. The floor area for this base would have come from the tower portion of the building, which would have meant a smaller tower. By subdividing the lot and creating this tiny out-parcel, the zoning lot no longer fronts 88<sup>th</sup> Street and no base is required.

### **The DoB Determination**

Prior to the development of their plan, the applicant asked the DoB for a determination on the windows along the 88<sup>th</sup> Street side of the building. The determination concerned the status of the windows along on the north side of the tower and if they could be used for legally habitable rooms. In that determination the DoB found that the 88<sup>th</sup> Street portion of the lot could serve as a “rear yard” for the purposes of legal windows. The DoB was told by the applicant that the remainder of the lot would be 670 SF and would be left unimproved or would be occupied by a complying commercial or community facility building.

The next page shows the plan the DoB used when making their determination, along with their notes.

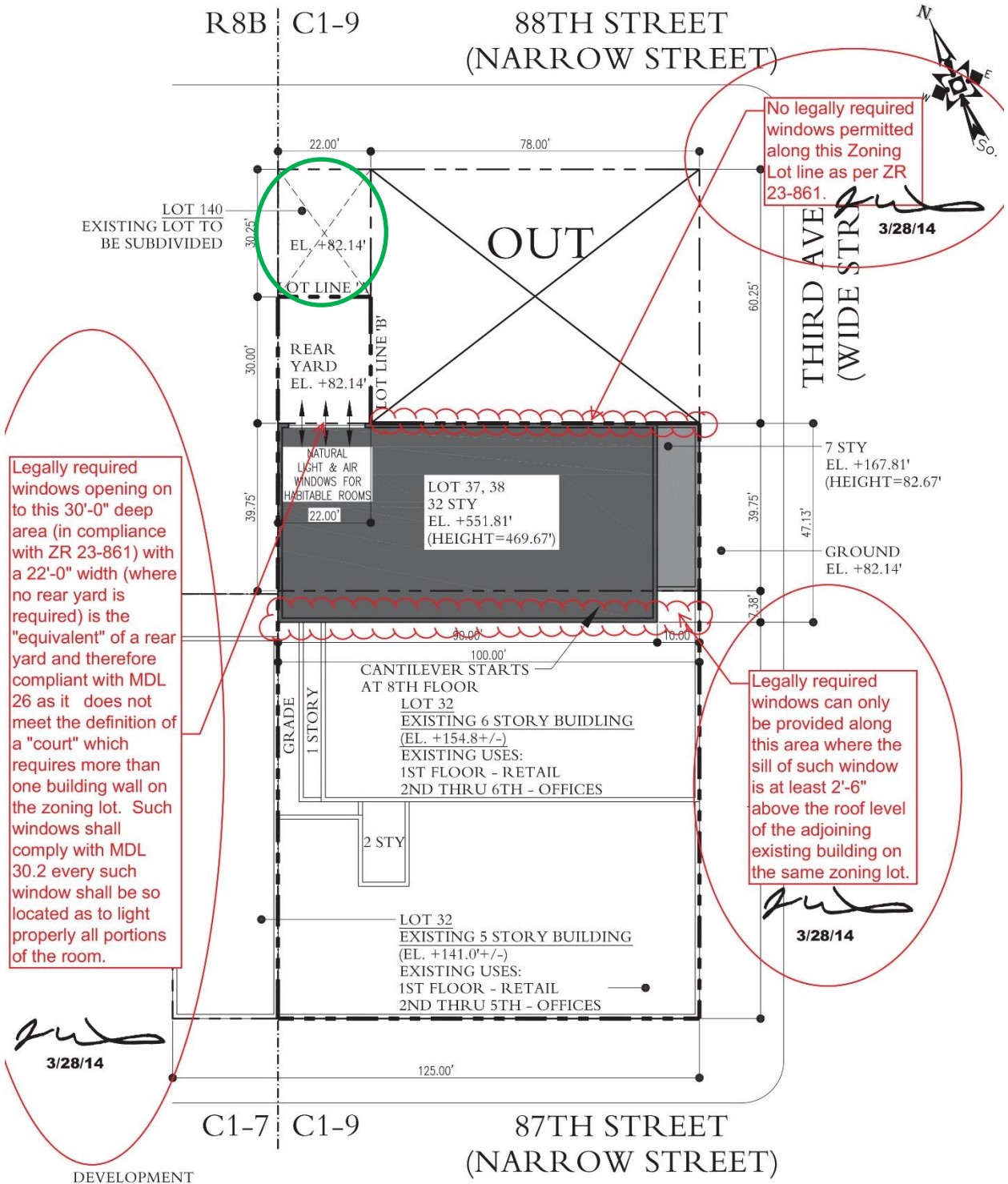


Figure 2: Plan used by DoB to make their determination (DOB comments in red.) Dated 3/25/2014). Green circle identifying out-parcel created along 88<sup>th</sup> Street added.

Subsequent to this determination, the applicant updated their plans to show the 88<sup>th</sup> Street new lot at the tiny four foot depth shown on page 3. The applicant's new plan follows the building department determination concept, but takes it o

the extreme, shrinking the out-parcel by nearly 90%. The following image is a detail of the of the 88<sup>th</sup> Street portion of the lot on the current plan:



*Figure 3: Detail of current plan (Dated 12/19/2014). Green circle identifying out-parcel created along 88<sup>th</sup> Street added.*

### Possible Actions

The out-parcel along 88<sup>th</sup> Street (marked “OUT” above) shrunk from 30.25 feet deep in the plan on which the DoB made a determination, to four feet in their current plan. Lots this size do exist in Manhattan, but are typically relics of earlier times<sup>1</sup> and are nearly always along the side or at the rear of two normally shaped lots. I found not a single lot under 100 SF with its long side along the frontage of a street in Manhattan, which suggests that the applicant has come up with a novel method of circumventing the intent of the Zoning Resolution. The potential negative impact on both the letter and spirit of the Zoning Resolution if this novel

<sup>1</sup> It is hard to characterize the 50 or so tiny lots (less than 100 SF) in Manhattan. Some are clearly left over bits from oddly shaped blocks, some seem to have been created due to inexact 19<sup>th</sup> century surveys, but most often they appear to be narrow ribbons for utility or other access purposes. Most have existed for decades or longer.

method of avoidance becomes widespread might be grounds for a challenge of the subdivision. If the subdivision can be voided, the building would require a larger base, and therefore a smaller tower. The subdivision has already been filed and approved, however, and so it may be legally difficult to roll back the action at this time. Further speculation on the potential success of such an action is out of my area of expertise, and you should consider discussing this with an attorney.

Prior to taking any legal action though, you may first wish to ask the DoB to revisit their determination considering that the lot facing 88<sup>th</sup> Street is not 670 SF – as they thought when they made their determination – but just 88 SF. I acknowledge that this difference is not directly related to the question the DoB was answering, but they may have commented on it had they seen it.

In most jurisdictions in New York State, subdivision regulations prevent the creation of unbuildable lots. In New York City a lot must be at least 1,700 SF if it contains residences, but our Zoning Resolution has no minimum lot size when the lot does not contain residences. It is not in the interest of the City to, 1) see the creation of unbuildable lots, and 2) have applicants aggressively use subdivision to avoid the requirements of the Zoning Resolution. While it is far from a sure thing that the DoB would have raised an objection, they might have, and they could be asked to reaffirm their determination considering the new plan for the site. For example, they could have said that such a tiny zoning lot was a part of the same zoning lot for all practical purposes, especially if it remains in the same ownership.

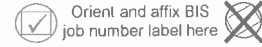
### **Potential Impacts**

It needs to be said that this is a large zoning lot and something large will be built on this site, regardless of the success of any effort CHN undertake. If you are successful, best case, you will have a 60 foot base on the 88<sup>th</sup> Street side of the building, which will mean that the tower portion of the lot will be about four stories smaller, or about 60 feet. This may seem like a lot of effort for a small reward. I will say, however, that I am concerned that other applicants will see this novel technique of zoning avoidance and learn from it. The original lot configuration was not a unique or even all that unusual, and so you may wish to take up this challenge now, in part, to keep future developments from trying the same technique.

Please let me know if you have any questions or have any specific issues you would like me to look into further.



ZRD1: Zoning Resolution Determination Form



Must be typewritten.

1 Location Information Required for all requests on filed applications.

House No(s) 1558 Street Name 3rd Avenue
Borough Manhattan Block 1516 Lot 37 BIN 1048054 CB No. 108

2 Applicant Information Required for all requests on filed applications.

Last Name O'Hara First Name Thomas Middle Initial H.
Business Name H.T.O. Architect Business Telephone 212-695-3117
Business Address 370 7th Avenue, Suite 220 Business Fax
City New York State NY Zip 10001 Mobile Telephone
E-Mail tom@hto-architect.com License Number 025215
License Type P.E. R.A. DOB PENS ID # (if available)

3 Attendee Information Required if different from Applicant in section 2 or no Applicant.

Relationship to the property: Filing Representative Attorney Other:
Last Name Reznicek First Name Levi Middle Initial
Business Name William Vitacco Associates Business Telephone 212-791-4578
Business Address 299 Broadway, 5th Floor Business Fax 212-385-0109
City New York State NY Zip 10007 Mobile Telephone
E-Mail Lreznicek@vitacco.com License/Registration # (if P.E./R.A./Attorney)
DOB PENS ID # (if available) 001436

4 Nature of Request Required for all requests. Only one request may be submitted per form.

Note: Use this form only to request Zoning Resolution determination (for all other requests, use CCD1 form)
Determination request issued to: Borough Commissioner's Office Technical Affairs
Job associated with this request? Yes (provide job#/doc#/examiner name below) No
Job Number: Document Number: Examiner:
Has this request been previously denied? Yes (attach all denied request form(s) and attachment(s)) No
Indicate total number of pages submitted with this request, including attachments: (attachment may not be larger than 11" x 17")
Indicate relevant Zoning Resolution section(s): 23-861

Indicate all Buildings Department officials that you have previously reviewed this issue with (if any):

- Borough Commissioner Code & Zoning Specialist General Counsel's Office
Deputy Borough Commissioner Chief Plan Examiner Other:

ADMINISTRATIVE USE ONLY
Reference #: Appointment date: Appointment time:
Appointment Scheduled With: REVIEWED BY
Comments: Jed Weiss
Reviewed By: Executive Zoning Specialist
Date Time:

APPROVED WITH CONDITIONS
Control No. 33088
Date 3/27/14
Page 1 of 7

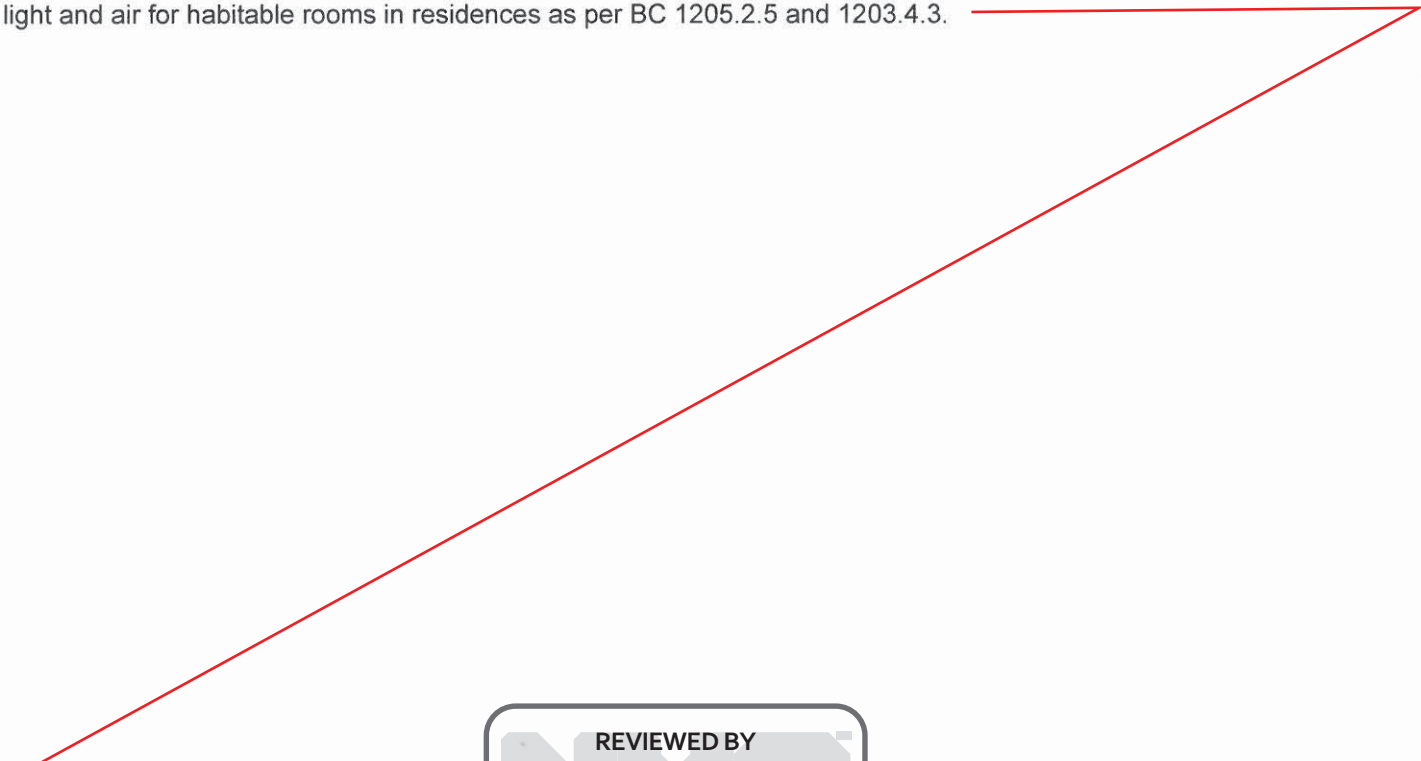
<b>5</b>	<b>Description of Request</b> (additional space is available on page 3)
<p><b>Note: Buildings Department officials will only interpret or clarify the Zoning Resolution. Any request for variations of the Zoning Resolution must be filed with the Board of Standards and Appeals (BSA) or the Department of City Planning (DCP).</b></p>	

Please itemize all attachments, including plans/sketches, submitted with this form. If request is based on a plan examiner objection, type in the applicable objection text exactly as it appears on the objection sheet.

This pre-Determination is being submitted to confirm that the proposed residential building can be provided with light and air at certain north-facing windows on the zoning lot described below and shown on the attached plans. The proposed new building to be constructed will be a tower-on-a-base complying with ZR 23-651. The zoning lot upon which the building will be constructed will be located entirely within a C1-9 district (applicable residence district of R10) and will be composed of current tax lots 32, 37, 38, and the southernmost 22' x 69.75' of current lot 140. Please see the attached site plan for clarification of what the zoning lot's dimensions will be at time of approval of the anticipated new building application. The reconfigured portion of lot 140 that fronts on E. 88th Street will not be part of the zoning lot and shall be left unimproved or developed with a complying commercial or community facility building.

ZR 12-10 defines a rear lot line as "any lot line of a zoning lot except a front lot line, which is parallel or within 45 degrees of being parallel to, and does not intersect, any street line bounding such zoning lot." Lot lines 'A' and 'B' as labeled on the attached site plan are therefore rear lot lines, and the 30' x 22' open area adjacent to said lot lines is therefore a rear yard. (Note that although no rear yard is required per ZR 23-541, the open space meets the definition of a rear yard.)

Confirmation is requested that windows located at the north facade of the proposed residential tower which open directly onto the above-described rear yard will comply with ZR 23-861 and will therefore be capable of providing legal natural light and air for habitable rooms in residences as per BC 1205.2.5 and 1203.4.3.



*Note: Buildings Department Determination will be issued on the ZRD1 Response Form*

REVIEWED BY  
**Jed Weiss**  
Executive Zoning Specialist

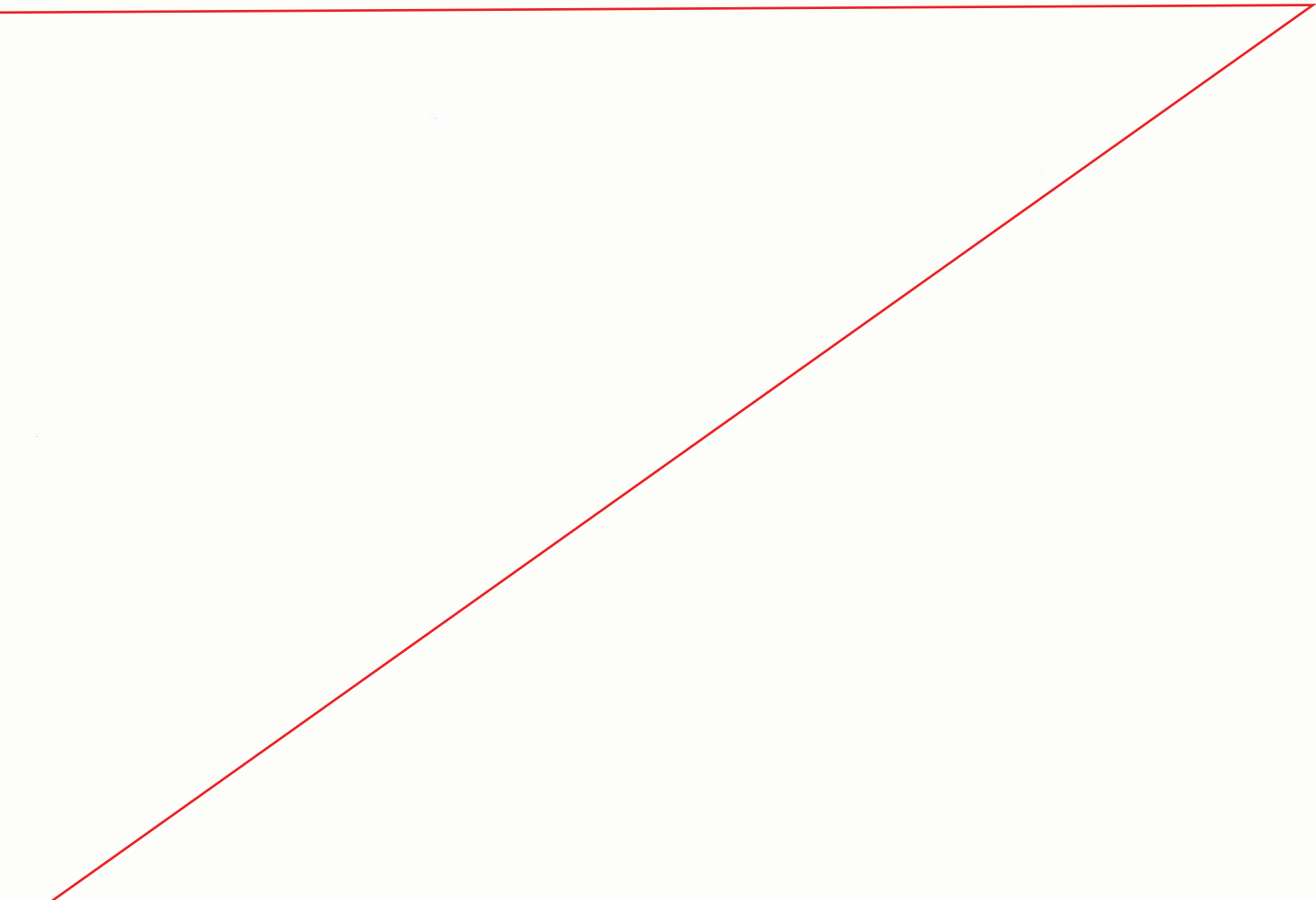
*[Signature]*

**APPROVED  
WITH CONDITIONS**

Control No. **33088**  
Date **3/27/14**  
Page **2 of 7**

ADMINISTRATIVE USE ONLY	
Reviewed By:	Date: _____ Time: _____

6 Description of Request (use this section if additional space is required for description)



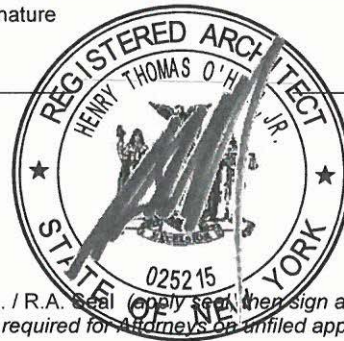
Note: Buildings Department Determination will be issued on the ZRD1 Response Form

7 Statements and Signature Required for all requests

I hereby state that all of the above information is correct and complete to the best of my knowledge. Falsification of any statement is a misdemeanor and is punishable by a fine or imprisonment, or both. It is unlawful to give to a City employee, or for a City employee to accept, any benefit, monetary or otherwise, either as a gratuity for properly performing the job or in exchange for special consideration. Violation is punishable by imprisonment or fine, or both.

Name (please print)  
H. Thomas O'Hara

Signature \_\_\_\_\_ Date 2/25/14



P.E. / R.A. Seal (apply seal, then sign and date over seal - not required for Attorneys on unfiled applications)

REVIEWED BY  
Jed Weiss

Executive Zoning Specialist

ADMINISTRATIVE USE ONLY	Building	Date	Time:
Reviewed By:			

**APPROVED WITH CONDITIONS**

Control No. **33088**  
Date **3/27/14**  
Page **3 of 7**

# ZRD1/CCD1 Response Form

**Location Information (To be completed by a Buildings Department official if applicable)**

House No(s) 1558 Street Name 3rd Avenue

Borough Manhattan Block 1516 Lot 37 BIN 1048054 Job No. pre-determination

**DETERMINATION (To be completed by a Buildings Department official)**

Request has been:  Approved  Denied  Approved with conditions

Follow-up appointment required?  Yes  No

Primary Zoning Resolution or Code Section(s): ZR 23-861

Other secondary Zoning Resolution or Code Section(s): 12-10 "court" definition, MDL 26, MDL 30

Comments:

The request, to determine that the proposed residential building can provide light and air at certain north-facing windows on the subject zoning lot located within a C1-9 district; is hereby approved with the conditions as specified by the red mark-ups / comments on Page 7.

Note: If determination is not uploaded via eSubmit or scanned (whichever is applicable), it will be deemed invalid.

Name of Authorized Reviewer (please print): Jed A. Weiss

Title (please print): Executive Zoning Specialist (on behalf of NYC Development Hub)

Authorized Signature:

Date:

Time:

Executive Zoning Specialist

Issuers: write signature, date, and time on each page of the request forms, and attach this form.

**Note: Determination will expire if construction document approval is not obtained within 12 months of issuance.**

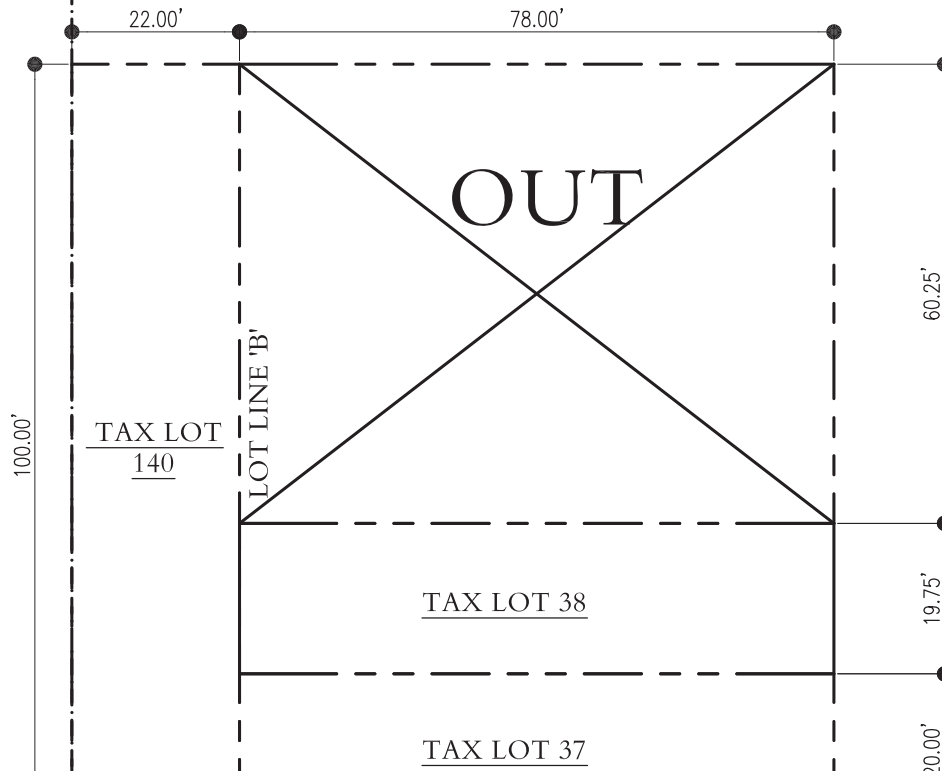
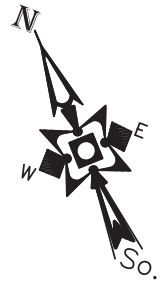
REVIEWED BY  
**Jed Weiss**  
Executive Zoning Specialist

**APPROVED WITH CONDITIONS**

Control No. **33088**  
Date **3/27/14**  
Page **4 of 7**

R8B C1-9

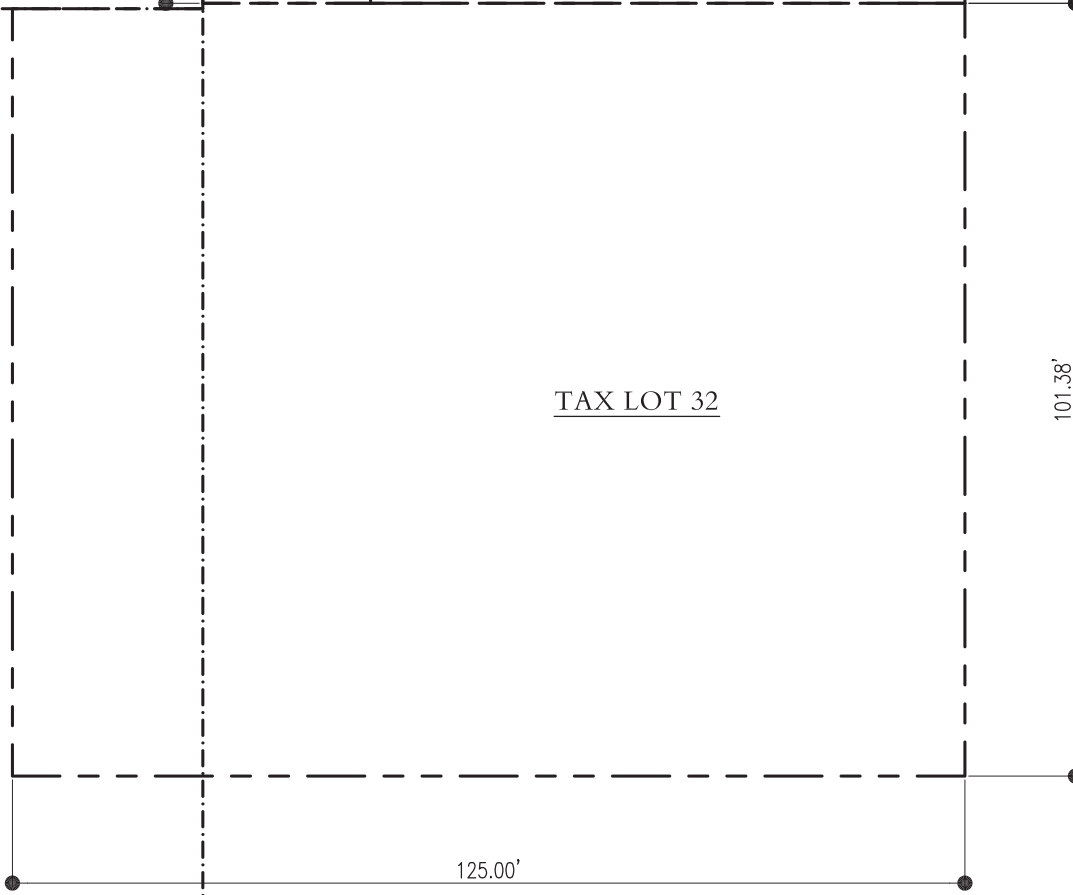
88TH STREET  
(NARROW STREET)



THIRD AVENUE  
(WIDE STREET)

R8B

C1-7



C1-7 C1-9

87TH STREET  
(NARROW STREET)

**HTO**  
ARCHITECT, PLLC

370 7th Ave  
2nd Floor  
New York, NY 10001  
212 695 3117  
www.hto-architect.com

REVIEWED BY  
**Jed Weiss**  
Executive Zoning Specialist

**APPROVED  
WITH CONDITIONS**

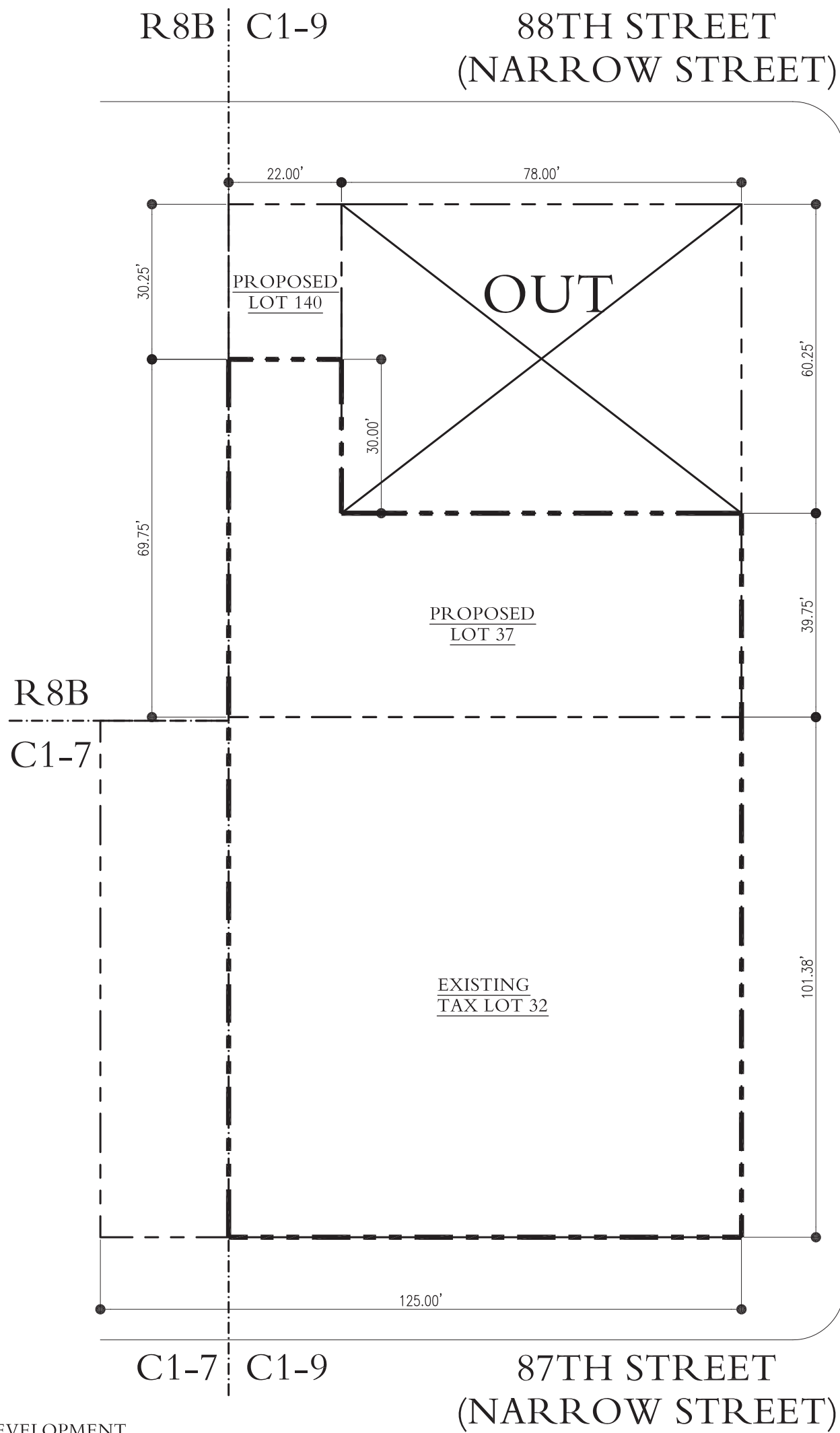
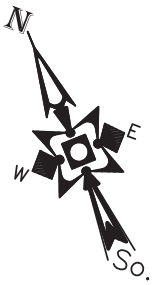
Control No. **33088**  
Date **3/27/14**  
Page **5 of 7**

project: 180 West 88th Street  
New York, NY  
drawing title: **EXISTING  
PLOT PLAN**


project number: **13024**  
date: 03/25/14  
scale:  
drawn by: checked by:  
jpm jpm


drawing number:

**DT-01**



**DEVELOPMENT  
LEGEND**

 Zoning Lot Line  
 (Proposed Tax Lot 37 + Existing Tax Lot 32)

 Tax Lot Line

ELEVATIONS AND ESTABLISHED GRADES SHOWN HEREON REFER TO THE BOROUGH OF MANHATTAN TOPOGRAPHICAL BUREAU DATUM WHICH IS 2.75 FEET ABOUT MEAN SEA LEVEL AT SANDY HOOK, NJ AS ESTABLISHED BY THE U.S. COAST AND GEODETIC SURVEY IN 1929.

**HTO**  
ARCHITECT, PLLC

370 7th Ave  
2nd Floor  
New York, NY 10001  
212 695 3117  
www.hto-architect.com

REVIEWED BY  
**Jed Weiss**  
 Executive Zoning Specialist

  
**APPROVED  
WITH CONDITIONS**

Control No. **33088**  
 Date **3/27/14**  
 Page **6 of 7**

project: 180 West 88th Street  
 New York, NY  
 drawing title: **PROPOSED  
PLOT PLAN**

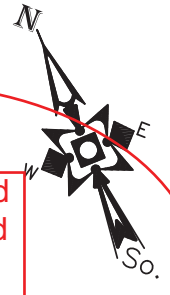
project number: **13024**  
 date: 03/25/14  
 scale:  
 drawn by: jpm checked by: jpm

drawing number:

**DT-02**

R8B C1-9

88TH STREET  
(NARROW STREET)



No legally required windows permitted along this Zoning Lot line as per ZR 23-861.

3/28/14

LOT 140  
EXISTING LOT TO  
BE SUBDIVIDED

OUT

THIRD AVE  
(WIDE STREET)

7 STY  
EL. +167.81'  
(HEIGHT=82.67')

GROUND  
EL. +82.14'

LOT 37, 38  
32 STY  
EL. +551.81'  
(HEIGHT=469.67')

NATURAL  
LIGHT & AIR  
WINDOWS FOR  
HABITABLE ROOMS

GRADE  
1 STORY

CANTILEVER STARTS  
AT 8TH FLOOR  
LOT 32  
EXISTING 6 STORY BUILDING  
(EL. +154.8+/-)  
EXISTING USES:  
1ST FLOOR - RETAIL  
2ND THRU 6TH - OFFICES

2 STY

LOT 32  
EXISTING 5 STORY BUILDING  
(EL. +141.0+/-)  
EXISTING USES:  
1ST FLOOR - RETAIL  
2ND THRU 5TH - OFFICES

Legally required windows can only be provided along this area where the sill of such window is at least 2'-6" above the roof level of the adjoining existing building on the same zoning lot.

3/28/14

Legally required windows opening on to this 30'-0" deep area (in compliance with ZR 23-861) with a 22'-0" width (where no rear yard is required) is the "equivalent" of a rear yard and therefore compliant with MDL 26 as it does not meet the definition of a "court" which requires more than one building wall on the zoning lot. Such windows shall comply with MDL 30.2 every such window shall be so located as to light properly all portions of the room.

3/28/14

C1-7 C1-9

87TH STREET  
(NARROW STREET)

DEVELOPMENT  
LEGEND

	32 Story
	7 Story
	Zoning Lot Line (Proposed Tax Lot 37 + Existing Tax Lot 32)
	Tax Lot Line

ELEVATIONS AND ESTABLISHED GRADES SHOWN HEREON REFER TO THE BOROUGH OF MANHATTAN TOPOGRAPHICAL BUREAU DATUM WHICH IS 2.75 FEET ABOVE MEAN SEA LEVEL AT SANDY HOOK, NJ AS ESTABLISHED BY THE U.S. COAST AND GEODETIC SURVEY IN 1929.

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New York, NY 10001  
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www.hto-architect.com

REVIEWED BY  
**Jed Weiss**  
Executive Zoning Specialist

APPROVED  
WITH CONDITIONS

Control No. 33088

Date 3/27/14

Page 7 of 7

project:  
180 West 88th Street  
New York, NY

project number:  
13024

drawing number:

date:  
03/25/14

scale:

drawn by: checked by:  
jpm jpm

drawing title:  
PROPOSED  
PLOT PLAN w/ BUILDINGS

DT-03

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

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**RECORDING AND ENDORSEMENT COVER PAGE**

**PAGE 1 OF 5**

**Document ID: 2015022700681004** Document Date: 02-25-2015 Preparation Date: 02-27-2015  
Document Type: ZONING LOT DESCRIPTION  
Document Page Count: 4

<b>PRESENTER:</b> ROYAL REGISTERED PROPERTY REPORTS (180355) 500 5TH AVENUE SUITE 1540 NEW YORK, NY 10110 212-376-0900 MBASALATAN@ROYALABSTRACT.COM	<b>RETURN TO:</b> ROYAL REGISTERED PROPERTY REPORTS (180355) 500 5TH AVENUE SUITE 1540 NEW YORK, NY 10110 212-376-0900 MBASALATAN@ROYALABSTRACT.COM
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PROPERTY DATA				
Borough	Block	Lot	Unit	Address
MANHATTAN	1516	138	Entire Lot	N/A 3 AVENUE
<b>Property Type:</b> COMMERCIAL REAL ESTATE				

**CROSS REFERENCE DATA**

CRFN \_\_\_\_\_ or DocumentID \_\_\_\_\_ or \_\_\_\_\_ Year \_\_\_\_\_ Reel \_\_\_\_\_ Page \_\_\_\_\_ or File Number \_\_\_\_\_


**PARTIES**

**PARTY ONE:**  
180 EAST 88TH STREET REALTY LLC  
C/O DDG PARTNERS LLC, 60 HUDSON STREET, 18TH FLOOR  
NEW YORK, NY 10013

FEES AND TAXES			
<b>Mortgage :</b>			<b>Filing Fee:</b>
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	
<b>TOTAL:</b>	\$	0.00	
Recording Fee:	\$	57.00	
Affidavit Fee:	\$	0.00	

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

Recorded/Filed 02-27-2015 16:48  
City Register File No.(CRFN):  
**201500069029**



*Annette McMill*  
**City Register Official Signature**

N.B. # \_\_\_\_\_  
or  
ALT. # \_\_\_\_\_

**EXHIBIT III**

**ZONING LOT DESCRIPTION AND OWNERSHIP STATEMENT BY  
BUILDING DEPARTMENT PERMIT APPLICANT  
AND TO BE RECORDED IN THE COUNTY CLERKS OR REGISTER'S OFFICE**

---

**180 East 88th Street Realty LLC**, having an address at c/o DDG Partners LLC, 60 Hudson Street, 18<sup>th</sup> Floor, New York, NY 10013, an applicant(s) for present and future permits pursuant to the Zoning Resolution of the City of New York, effective as of December 15, 1961, and as subsequently amended states that the zoning lots to which the aforementioned permit or permits pertain are shown on the Tax Map of the City of New York, County of New York, as **Block 1516 Lot 138** as shown on the **Tax Map of the City of New York, New York County**, and is more particularly described as follows:

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

BEGINNING at a point on the southerly side of East 88<sup>th</sup> Street, distant 78 feet westerly from the point of intersection of the westerly side of Third Avenue with the southerly side of East 88<sup>th</sup> Street;

RUNNING THENCE southerly and parallel with Third Avenue, 4 feet;

THENCE westerly and parallel with East 88<sup>th</sup> Street, 22 feet;

THENCE northerly again parallel with Third Avenue, 4 feet to the southerly side of East 88<sup>th</sup> Street;

THENCE easterly along the southerly side of East 88<sup>th</sup> Street, 22 feet to the point or place of BEGINNING.

That the said premises are known as and by the street address 180 East 88th Street, New York, NY as shown by the following:

DIAGRAM

NOTE: A Zoning Lot may or may not coincide with a lot shown of the Official Tax Map of the City of New York, or on any recorded subdivision plot or deed. A Zoning Lot may be subdivided into two or more zoning lots, provided all the resulting Zoning Lots and all the buildings thereon shall comply with the applicable provisions of the Zoning Lot Resolution.

The above described zoning lot is presently owned by: 180 East 88th Street Realty LLC

<u>BLOCK</u>	<u>LOT</u>	<u>NAME</u>	<u>ADDRESS</u>
Block 1516	Lot 138	180 East 88th Street Realty LLC	180 East 88th Street, New York, NY

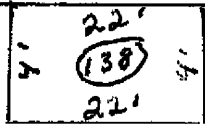
IN WITNESS THEREOF the applicant(s) for permit has executed the instrument this <sup>as of</sup> 25th day of February 2015

180 East 88th Street Realty LLC

By: Joseph A. McMillan, Jr.

EAST 88<sup>th</sup> STREET

A  
N



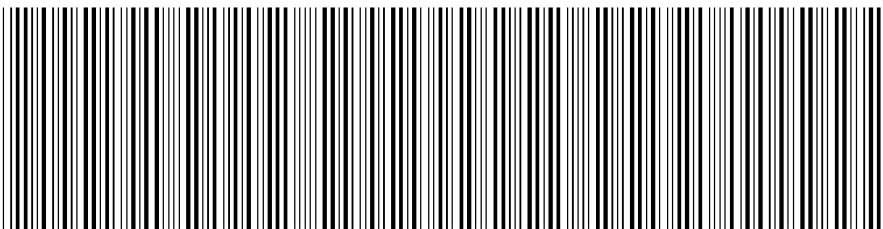
78'

THIRD AVENUE



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OFFICE OF THE CITY REGISTER**

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**RECORDING AND ENDORSEMENT COVER PAGE**

**PAGE 1 OF 10**

**Document ID: 2016022301010003**

Document Date: 02-23-2016

Preparation Date: 02-23-2016

Document Type: INITIAL UCC1

FIXTURE FILING

Document Page Count: 8

**PRESENTER:**

ROYAL ABSTRACT OF NEW YORK LLC(907537)  
125 PARK AVENUE  
SUITE 1610  
NEW YORK, NY 10017  
212-376-0900  
MBASALATAN@ROYALABSTRACT.COM

**RETURN TO:**

ROYAL ABSTRACT OF NEW YORK LLC(907537)  
125 PARK AVENUE  
SUITE 1610  
NEW YORK, NY 10017  
212-376-0900  
MBASALATAN@ROYALABSTRACT.COM

**PROPERTY DATA**

Borough	Block	Lot	Unit	Address
MANHATTAN	1516	138	Partial Lot	N/A 3 AVENUE

**Property Type:** COMMERCIAL REAL ESTATE

Borough	Block	Lot	Unit	Address
MANHATTAN	1516	37	Partial Lot	180 EAST 88TH STREET

**Property Type:** NON-RESIDENTIAL VACANT LAND

Additional Properties on Continuation Page

**CROSS REFERENCE DATA**

CRFN \_\_\_\_\_ or DocumentID \_\_\_\_\_ or \_\_\_\_\_ Year \_\_\_\_\_ Reel \_\_\_\_\_ Page \_\_\_\_\_ or File Number \_\_\_\_\_

**PARTIES**

**DEBTOR:**

180 EAST 88TH STREET REALTY LLC  
C/O DDG PARTNERS LLC, 60 HUDSON STREET, 18TH FLOOR  
NEW YORK, NY 10013

**SECURED PARTY:**

MANUFACTURERS AND TRADERS TRUST COMPANY  
C/O M&T BANK, 350 PARK AVENUE  
NEW YORK, NY 99999

Additional Parties Listed on Continuation Page

**FEES 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: \$ 26.00

Affidavit Fee: \$ 0.00

**Filing Fee:**

\$ 0.00

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 02-23-2016 16:15

City Register File No.(CRFN):

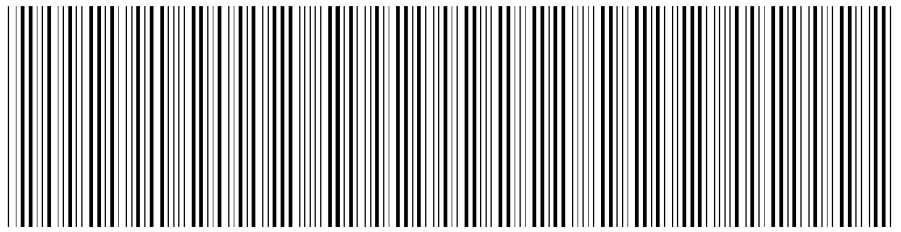
2016000061122



*Annette McHill*

City Register Official Signature

NYC DEPARTMENT OF FINANCE  
OFFICE OF THE CITY REGISTER



2016022301010003001CD080

**RECORDING AND ENDORSEMENT COVER PAGE (CONTINUATION) PAGE 2 OF 10**

**Document ID: 2016022301010003**  
Document Type: INITIAL UCC1

Document Date: 02-23-2016

Preparation Date: 02-23-2016

**PROPERTY DATA**

<b>Borough</b>	<b>Block Lot</b>	<b>Unit</b>	<b>Address</b>
MANHATTAN	1516 32 Partial Lot		1550 3 AVENUE
<b>Property Type:</b> OTHER Air Rights			

**PARTIES**

**DEBTOR:**

CARNEGIE GREEN LLC  
C/O DDG PARTNERS LLC, 60 HUDSON STREET, 18TH  
FLOOR  
NEW YORK, NY 10013

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)	907537
B. E-MAIL CONTACT AT FILER (optional)	
C. SEND ACKNOWLEDGMENT TO: (Name and Address)	
<b>Morrison &amp; Foerster LLP</b> 250 West 55th Street New York, NY 10019 Attn: Keith Print, Esq.	

Royal Abstract of New York, LLC  
125 Park Avenue, Suite 1610  
New York, N.Y. 10017  
(212) 376-0900

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME	<b>180 EAST 88TH STREET REALTY LLC</b>			
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
<b>c/o DDG Partners LLC, 60 Hudson Street</b>	<b>New York</b>	<b>NY</b>	<b>10013</b>	<b>USA</b>

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME	<b>CARNEGIE GREEN LLC</b>			
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
<b>c/o DDG Partners LLC, 60 Hudson Street</b>	<b>New York</b>	<b>NY</b>	<b>10013</b>	<b>USA</b>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME	<b>MANUFACTURERS AND TRADERS TRUST COMPANY, as Administrative Agent</b>			
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
<b>350 Park Avenue</b>	<b>New York</b>	<b>NY</b>	<b>10022</b>	<b>USA</b>

4. COLLATERAL: This financing statement covers the following collateral:

**Please see Exhibit B for the collateral description and Exhibit A legal descriptions, attached hereto and made a part hereof.**

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:

**To be filed with the City Register of the City of New York (Project Loan Mortgage)**

# UCC FINANCING STATEMENT ADDENDUM

## FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because individual Debtor name did not fit, check here

9a. ORGANIZATION'S NAME <b>180 EAST 88TH STREET REALTY LLC</b>	
OR	
9b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME				
OR				
10b. INDIVIDUAL'S SURNAME				
INDIVIDUAL'S FIRST PERSONAL NAME				
INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)				SUFFIX
10c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

11.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME				
OR				
11b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
11c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13.  This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)

14. This FINANCING STATEMENT:

covers timber to be cut  covers as-extracted collateral  is filed as a fixture filing

15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest):

16. Description of real estate:

**Please see Exhibits A-for the property description.**

**Block 1516  
Lot 37  
Lot 138  
Lot 32 ( air rights)**

17. MISCELLANEOUS:

**EXHIBIT A**

**(LOT 37):**

**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, County of New York, City and State of New York, bounded and described as follows:

BEGINNING at a point on the westerly side of 3rd Avenue, distant 60 feet 3 inches southerly of the intersection of East 88th Street and 3rd Avenue;

RUNNING THENCE southerly along the westerly line of 3rd Avenue, 39 feet 9 inches;

THENCE westerly parallel with East 88th Street, 100 feet 0 inches;

THENCE northerly parallel with 3rd Avenue, 96 feet 0 inches;

THENCE easterly parallel with East 88th Street, 22 feet 0 inches;

THENCE southerly parallel with 3rd Avenue, 56 feet 3 inches;

THENCE easterly parallel with East 88th Street, 78 feet 0 inches to the point or place of BEGINNING.

TOGETHER with the benefits and SUBJECT to the burdens of that certain Egress Restrictive Declaration made by 180 East 88th Street Realty LLC dated 5/8/2015 and recorded 6/4/2015 as CRFN 2015000188091. (Affects Block 1516 Lots 138 and 37)

**(LOT 138):**

**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, County of New York, City and State of New York, bounded and described as follows:

BEGINNING at a point on the southerly side of East 88th Street, distant 78 feet 0 inches westerly of the intersection of East 88th Street and 3rd Avenue;

THENCE southerly along a line parallel with 3rd Avenue, 4 feet 0 inches;

THENCE westerly along a line parallel with East 88th Street, 22 feet 0 inches;

THENCE northerly along a line parallel with 3rd Avenue, 4 feet 0 inches;

THENCE easterly along the southerly line of East 88th Street, 22 feet 0 inches to the point or place of BEGINNING.

**BLANKET DESCRIPTION (LOTS 37 AND 138):**

**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, County of New York, City and State of New York, bounded and described as follows:

BEGINNING at a point on the westerly side of Third Avenue, opposite the center of a party wall, distant 60 feet 3 inches southerly from the corner formed by the intersection of the southerly side of East 88<sup>th</sup> Street and the westerly side of Third Avenue;

RUNNING THENCE westerly, parallel with the southerly side of East 88<sup>th</sup> Street, and part of the way through the center of a party wall, 78 feet;

RUNNING THENCE in a northerly direction and parallel with the westerly side of Third Avenue, a distance of 60 feet 3 inches to a point on the southerly side of East 88<sup>th</sup> Street being distant 78 feet westerly from the corner formed by the intersection of the southerly side of East 88<sup>th</sup> Street with the westerly side of Third Avenue;

RUNNING THENCE along the southerly side of East 88<sup>th</sup> Street, a distance of 21 feet 6 inches (Deed) 22 feet (Survey);

RUNNING THENCE southerly and parallel with the westerly side of Third Avenue, a distance of 100 feet;

RUNNING THENCE easterly a distance of 100 feet to a point on the westerly side of Third Avenue, which is 100 feet southerly from the corner formed by the intersection of the westerly side of Third Avenue and the southerly side of East 88<sup>th</sup> Street;

RUNNING THENCE along the said westerly side of Third Avenue, a distance of 39 feet 9 inches to the point or place of BEGINNING.

For Information Only: Said premises are known as 180 East 88th Street a/k/a 1558-1560 Third Avenue, New York, NY and designated as Block 1516 Lots 37 and 138 as shown on the Tax Map of the City of New York, County of New York.

**(AIR RIGHTS):**

**TOGETHER WITH THE BENEFITS OF** a covenant not to build upon and an easement of light and air over the premises herein described below and as described in a Zoning Lot Development and Easement Agreement made by and between Allied Third Avenue, LLC and 180 East 88th Street Realty LLC dated as of 12/11/2013 and recorded 12/26/2013 as CRFN 2013000528013.

**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, County of New York, City and State of New York, bounded and described as follows:

BEGINNING at the corner formed by the intersection of the northerly side of East 87<sup>th</sup> Street with the westerly side of Third Avenue;

RUNNING THENCE westerly along the northerly side of East 87<sup>th</sup> Street a distance of 125 feet to a point;

THENCE northerly and parallel with the westerly side of Third Avenue a distance of 100 feet 8 ½ inches to a point on the center line of the block between East 87<sup>th</sup> Street and East 88<sup>th</sup> Street;

THENCE easterly along the center line of the block between East 87<sup>th</sup> Street and East 88<sup>th</sup> Street a distance of 25 feet to a point;

THENCE northerly and parallel with the westerly side of Third Avenue a distance of 8½ inches to a point;

THENCE easterly and parallel with the northerly side of East 87<sup>th</sup> Street a distance of 100 feet to a point on the westerly side of Third Avenue;

THENCE southerly along the westerly side of Third Avenue a distance of 101 feet 5 inches to the corner formed by the intersection of the northerly side of East 87<sup>th</sup> Street with the westerly side of Third Avenue, the point or place of BEGINNING.

For Information Only: Said premises are known as 1550-1556 Third Avenue, New York, NY and designated as Block 1516 Lot 32 as shown on the Tax Map of the City of New York, County of New York.

## EXHIBIT B

### PERSONAL PROPERTY COLLATERAL

All capitalized terms not otherwise defined in this Exhibit B shall have the meaning ascribed to such terms in that certain Project Loan Mortgage, Assignment of Leases and Rents and Security Agreement (Series I) dated as of December 21, 2015 by and from 180 East 88th Street Realty LLC, a Delaware limited liability company ("180 East 88th") and Carnegie Green LLC, a Delaware limited liability company ("Carnegie") and, together with 180 East 88th, individually and collectively as the context may require, the "Debtor", in favor of Manufacturers and Traders Trust Company, as Administrative Agent for the Lenders referred to therein (collectively, the "Secured Party") (as amended, modified, extended, split or consolidated, the "Mortgage").

(a) All personal property in all of its forms, including, without limitation, all goods, supplies, equipment, furniture, furnishings, fixtures, machinery, inventory (including, without limitation, inventory as such term is defined in the Uniform Commercial Code), raw materials, work in process and construction materials which Debtor now or hereafter owns or in which Debtor now or hereafter acquires an interest or right, including, without limitation, those in which Debtor has an interest or right of any kind, those which are now or hereafter located on or affixed to the Premises, and those in transit thereto or in any other location, or used or useful in the operation, use or occupancy of the Premises or the construction of any improvements thereon, including, without limitation, all documents of title with respect to such personal property, any interest of Debtor in and to personal property that is leased or subject to any superior security interest, all books, records, ledger cards, leases, other documents of whatever kind or character, relating to the Premises;

(b) All computer programs, tapes, disks, and related data processing software (owned by Debtor or in which it has an interest) that at any time evidence or contain information relating to the Premises or to Debtor's business thereon;

(c) All fees, income, rents, issues, profits, earnings, receipts, royalties and revenues which, after the date of the Mortgage and while any portion of the indebtedness secured by the Mortgage remains unpaid, may accrue to Debtor from such goods, fixtures, furnishings, equipment and building materials or any part thereof located on the Premises, or which may be received or receivable by Debtor from any hiring, using, letting, leasing, subhiring, subletting, or subleasing of the Premises;

(d) All of Debtor's present and future rights and claims to receive payments of money, utility deposits, services or property relating to the Premises, including, without limitation, rights to all deposits from tenants of the Premises, rights to receive payment with respect to media and advertising agreements and sponsorships, amounts payable on account of the sale of interests in Debtor, accounts receivable, deposit or other accounts (including, without limitation, deposit accounts maintained with Secured Party; and accounts as that term is defined in the Uniform Commercial Code), chattel paper, notes, drafts, contract rights, rights to performance, instruments (including, without limitation, instruments as such term is defined in the Uniform Commercial Code), general intangibles, principal, interest and payments due on

(2)

account of goods sold, services rendered, loans made or credit extended, guaranties, letters of credit, documents, drafts, acceptances, and tax refunds, together with title or interest in all documents evidencing or securing the same, and judgments taken on any rights or claims which now or hereafter relate to, are derived from or used in connection with the Premises or the ownership, construction, use, operation, maintenance, occupancy or enjoyment thereof or the conduct of business or activities therefrom;

(e) All of Debtor's rights and interests in all other general intangibles including all payment intangibles (as the foregoing terms are defined in the Uniform Commercial Code) and Debtor's rights and interest relating to the Premises or the construction, development, use or operation thereof, or used in connection therewith, including but not limited to all governmental permits relating to construction or other activities on the Premises, all names under or by which the Premises may at any time be operated or known, all rights to carry on business under any such names, or any variant thereof, all trade names, trademarks and franchises relating in any way to the Premises, all patents and copyrights of Debtor relating in any way to the Premises, all good will in any way relating to the Premises, all licenses and permits relating in any way to, or to the operation of, the Premises, all contract rights, all options, all purchase orders, all manufacturers' warranties with respect to improvements, all construction contracts, all maintenance contracts, and all of Debtor's claims and rights arising under or pursuant to Section 365 of the Bankruptcy Code, 11 U.S.C. § 365;

(f) All of Debtor's rights under all warranties, guaranties or insurance policies (whether or not Secured Party is the loss payee thereunder) covering the Premises or any of the aforesaid collateral, and all proceeds, loss payments and premium refunds payable regarding the same;

(g) All of Debtor's rights and interests in reserves, deferred payments, deposits, refunds, cost savings and payments of any kind relating to the construction of any improvements on the Premises;

(h) All of Debtor's rights and interests in all causes of action, claims compensation and recoveries for any damage to or condemnation or taking of the Premises or the aforesaid collateral, or for any conveyance in lieu thereof, whether direct or consequential, or for any damage or injury to the Premises or the aforesaid collateral, or for any loss or diminution in value of the Premises or the aforesaid collateral;

(i) All architectural, structural, mechanical and engineering plans and specifications prepared for construction of improvements or extraction of minerals or gravel from the Premises and all studies, data and drawings related thereto; and also all contracts and agreements relating to the aforesaid plans and specifications or to the aforesaid studies, data and drawings or to the construction of improvements on or extraction of minerals or gravel from the Premises;

(j) All sums on deposit with the Secured Party for any reason whatsoever pursuant to the terms and provisions of the Mortgage to be recorded in the office of the City Register of New York County, State of New York simultaneously with the filing of financing statements with respect to the collateral described above;

(3)

(k) All sales contracts for the sale of condominium units to be formed at the Premises, together with all deposits or other payments made in connection with such contracts; and

(l) All proceeds, products, offspring, rents, profits, income, benefits, accessions, substitutions and replacements from sale, collection, exchange or other disposition of the aforesaid collateral, whether such disposition is voluntary or involuntary.