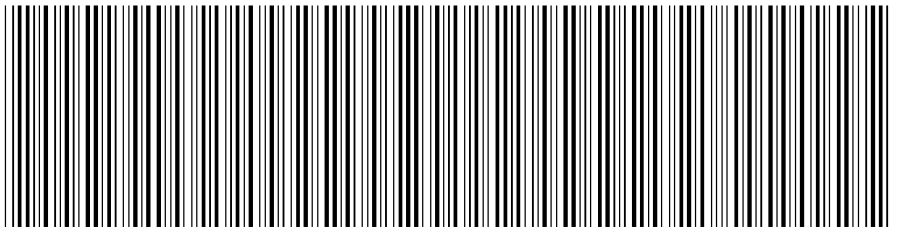


**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**

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2016122701782010001E44D0

RECORDING AND ENDORSEMENT COVER PAGE

PAGE 1 OF 22

Document ID: 2016122701782010

Document Date: 12-19-2016

Preparation Date: 12-30-2016

Document Type: AGREEMENT

Document Page Count: 18

PRESENTER:

FIRST AMERICAN TITLE INSURANCE CO. NCS
666 THIRD AVENUE
3020-824699
NEW YORK, NY 10017
212-850-0644
JGAMBOA@FIRSTAM.COM

RETURN TO:

GOLDBERG WEPRIN FINKEL GOLDSTEIN LLP
1501 BROADWAY, 22ND FLOOR
NEW YORK, NY 10036

PROPERTY DATA

Borough	Block	Lot	Unit	Address
MANHATTAN	799	24	Entire Lot	131 WEST 23RD STREET

Property Type: COMMERCIAL REAL ESTATE

Borough	Block	Lot	Unit	Address
MANHATTAN	799	25	Entire Lot	125 WEST 23RD STREET

Property Type: RELIGIOUS STRUCTURE

☒ Additional Properties on Continuation Page

CROSS REFERENCE DATA

CRFN _____ or DocumentID _____ or _____ Year _____ Reel _____ Page _____ or File Number _____

PARTIES

PARTY 1:

ALLOFUS TENANTS, INC.
130 WEST 24TH STREET
NEW YORK, NY 10011

PARTY 2:

127 WEST 23RD OWNER, LLC
C/O JEFFREY DAGOWITZ, 182 GRAND STREET, 4TH FLOOR
NEW YORK, NY 10013

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: \$ 217.00

Affidavit Fee: \$ 0.00

Filing Fee:

\$ 0.00

NYC Real Property Transfer Tax:

\$ 0.00

NYS Real Estate Transfer Tax:

\$ 0.00

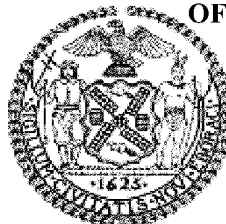
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OF THE CITY REGISTER OF THE**

CITY OF NEW YORK

Recorded/Filed 12-30-2016 16:37

City Register File No.(CRFN):

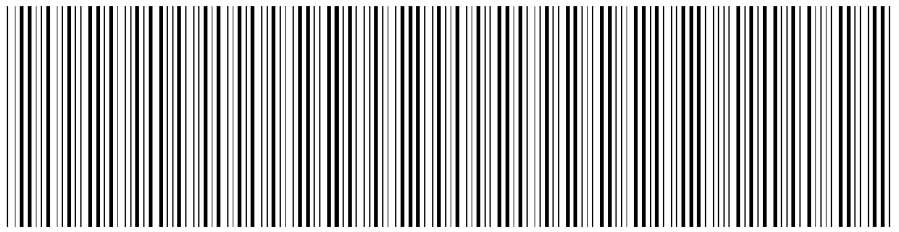
2016000465585



Annette McMill

City Register Official Signature

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



2016122701782010001C4650

RECORDING AND ENDORSEMENT COVER PAGE (CONTINUATION)

PAGE 2 OF 22

Document ID: 2016122701782010

Document Date: 12-19-2016

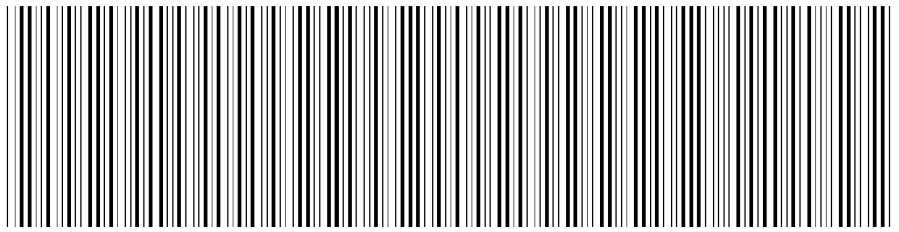
Preparation Date: 12-30-2016

Document Type: AGREEMENT

PROPERTY DATA

Borough	Block Lot	Unit	Address
MANHATTAN	799 51 Entire Lot		116 WEST 24TH STREET
	Property Type: RELIGIOUS STRUCTURE		
Borough	Block Lot	Unit	Address
MANHATTAN	799 53 Entire Lot		120 WEST 24TH STREET
	Property Type: COMMERCIAL REAL ESTATE		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1001 Entire Lot	COM	124 WEST 24TH STREET
	Property Type: OTHER Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1002 Entire Lot	2A	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1003 Entire Lot	2B	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1004 Entire Lot	2C	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1005 Entire Lot	2D	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1006 Entire Lot	3A	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1007 Entire Lot	3B	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1008 Entire Lot	3C	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1009 Entire Lot	3D	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1010 Entire Lot	4A	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1011 Entire Lot	4B	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		
Borough	Block Lot	Unit	Address
MANHATTAN	799 1012 Entire Lot	4C	124 WEST 24TH STREET
	Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights		

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



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RECORDING AND ENDORSEMENT COVER PAGE (CONTINUATION)

PAGE 3 OF 22

Document ID: 2016122701782010

Document Date: 12-19-2016

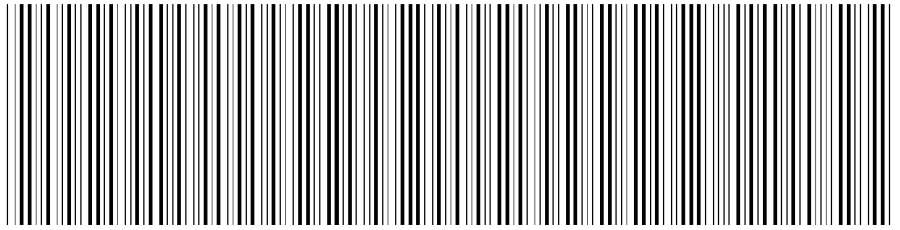
Preparation Date: 12-30-2016

Document Type: AGREEMENT

PROPERTY DATA

Borough	Block	Lot	Unit	Address
MANHATTAN	799	1013 Entire Lot	4D	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1014 Entire Lot	5A	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1015 Entire Lot	5B	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1016 Entire Lot	5C	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1017 Entire Lot	5D	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1018 Entire Lot	PHA	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1019 Entire Lot	PHB	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1020 Entire Lot	PHC	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1021 Entire Lot	PHD	124 WEST 24TH STREET
Property Type: SINGLE RESIDENTIAL CONDO UNIT Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1022 Entire Lot	ROOF1	124 WEST 24TH STREET
Property Type: RESIDENTIAL VACANT LAND Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1023 Entire Lot	ROOF2	124 WEST 24TH STREET
Property Type: RESIDENTIAL VACANT LAND Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1024 Entire Lot	ROOF3	124 WEST 24TH STREET
Property Type: RESIDENTIAL VACANT LAND Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1025 Entire Lot	ROOF4	124 WEST 24TH STREET
Property Type: RESIDENTIAL VACANT LAND Air Rights				
Borough	Block	Lot	Unit	Address
MANHATTAN	799	1026 Entire Lot	ROOF5	124 WEST 24TH STREET
Property Type: RESIDENTIAL VACANT LAND Air Rights				

NYC DEPARTMENT OF FINANCE
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RECORDING AND ENDORSEMENT COVER PAGE (CONTINUATION)

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Document ID: 2016122701782010

Document Date: 12-19-2016

Preparation Date: 12-30-2016

Document Type: AGREEMENT

PROPERTY DATA

Borough	Block Lot	Unit	Address
MANHATTAN	799 57 Entire Lot		130 WEST 24TH STREET
Property Type: COMMERCIAL REAL ESTATE			

DECLARATION OF ZONING LOT RESTRICTIONS

MADE BY AND BETWEEN

ALLOFUS TENANTS, INC.

-and-

127 WEST 23RD OWNER, LLC

**BLOCK 799
LOTS 24, 25, 51 AND 53
LOTS 1001 THROUGH LOTS 1026 (F/K/A LOT 54)
LOT 57**

RECORD AND RETURN TO

**GOLDBERG WEPRIN FINKEL GOLDSTEIN LLP
1501 BROADWAY- 22ND FLOOR
NEW YORK, NY 10036
ATTN: DANIEL J. SLATZ, ESQ.**

**First American Title
Insurance Company**
666 Third Avenue 5th fl
New York, N.Y. 10017
Phone: (212) 922-9700
Fax: (212) 922-0881

Block	Lot	Address	City/village	Town	County
799	24	131 WEST 23 RD STREET	NEW YORK		MANHATTAN / NEW YORK
799	25	125 WEST 23 RD STREET	NEW YORK		MANHATTAN / NEW YORK
799	51	116 WEST 24 TH STREET	NEW YORK		MANHATTAN / NEW YORK
799	53	120 WEST 24 TH STREET	NEW YORK		MANHATTAN / NEW YORK
799	1001	124 WEST 24 TH STREET Unit COM	NEW YORK		MANHATTAN / NEW YORK
799	1002	124 WEST 24 TH STREET Unit 2A	NEW YORK		MANHATTAN / NEW YORK
799	1003	124 WEST 24 TH STREET Unit 2B	NEW YORK		MANHATTAN / NEW YORK
799	1004	124 WEST 24 TH STREET Unit 2C	NEW YORK		MANHATTAN / NEW YORK
799	1005	124 WEST 24 TH STREET Unit 2D	NEW YORK		MANHATTAN / NEW YORK
799	1006	124 WEST 24 TH STREET Unit 3A	NEW YORK		MANHATTAN / NEW YORK
799	1007	124 WEST 24 TH STREET Unit 3B	NEW YORK		MANHATTAN / NEW YORK
799	1008	124 WEST 24 TH STREET Unit 3C	NEW YORK		MANHATTAN / NEW YORK
799	1009	124 WEST 24 TH STREET Unit 3D	NEW YORK		MANHATTAN / NEW YORK
799	1010	124 WEST 24 TH STREET Unit 4A	NEW YORK		MANHATTAN / NEW YORK
799	1011	124 WEST 24 TH STREET Unit 4B	NEW YORK		MANHATTAN / NEW YORK
799	1012	124 WEST 24 TH STREET Unit 4C	NEW YORK		MANHATTAN / NEW YORK
799	1013	124 WEST 24 TH STREET Unit 4D	NEW YORK		MANHATTAN / NEW YORK
799	1014	124 WEST 24 TH STREET Unit 5A	NEW YORK		MANHATTAN / NEW YORK
799	1015	124 WEST 24 TH STREET Unit 5B	NEW YORK		MANHATTAN / NEW YORK
799	1016	124 WEST 24 TH STREET Unit 5C	NEW YORK		MANHATTAN / NEW YORK
799	1017	124 WEST 24 TH STREET Unit 5D	NEW YORK		MANHATTAN / NEW YORK
799	1018	124 WEST 24 TH STREET Unit PHA	NEW YORK		MANHATTAN / NEW YORK
799	1019	124 WEST 24 TH STREET Unit PHB	NEW YORK		MANHATTAN / NEW YORK
799	1020	124 WEST 24 TH STREET Unit PHC	NEW YORK		MANHATTAN / NEW YORK
799	1021	124 WEST 24 TH STREET Unit PHD	NEW YORK		MANHATTAN / NEW YORK
799	1022	124 WEST 24 TH STREET Unit ROOF1	NEW YORK		MANHATTAN / NEW YORK
799	1023	124 WEST 24 TH STREET Unit ROOF2	NEW YORK		MANHATTAN / NEW YORK
799	1024	124 WEST 24 TH STREET Unit ROOF3	NEW YORK		MANHATTAN / NEW YORK
799	1025	124 WEST 24 TH STREET Unit ROOF4	NEW YORK		MANHATTAN / NEW YORK
799	1026	124 WEST 24 TH STREET Unit ROOF5	NEW YORK		MANHATTAN / NEW YORK
799	57	130 WEST 24 TH STREET	NEW YORK		

DECLARATION OF ZONING LOT RESTRICTIONS

THIS DECLARATION OF ZONING LOT RESTRICTIONS (this "Declaration"), made as of this 19th day of December, 2016, by **ALLOFUS TENANTS INC.**, a New York corporation, having an address at 130 West 24th Street, New York, New York ("Lot 57 Owner") and **127 WEST 23RD OWNER, LLC**, a Delaware limited liability company, having an address at c/o Jeffrey Dagowitz, 182 Grand Street, 4th Floor, New York, New York 10013 ("Developer").

WITNESSETH:

WHEREAS, Lot 57 Owner is the owner of certain land, with the buildings and improvements thereon, in the City of New York, Borough of Manhattan, generally known by street address as 130 West 24th Street, New York, New York and designated as Tax Lot 57 in Block 799 on the Tax Map of the City of New York (the "Tax Map") and known as and more particularly described on Exhibit A annexed hereto and made a part hereof (said land being herein called the "Lot 57 Land");

WHEREAS, Developer is the owner of certain land, with the buildings and improvements thereon, in the City of New York, Borough of Manhattan, generally known by the street addresses as 131 West 23rd Street, 125 West 23rd Street, 116 West 24th Street and 120 West 24th Street, New York, New York designated as Lots 24, 25, 51 and 53 in Block 799 on the Tax Map, as more particularly described on Exhibit B annexed hereto and made a part hereof (such land being herein called the "Developer Land");

WHEREAS, the Board of Managers of 124 West 24th Street Condominium, a New York condominium association organized and existing under Article 9-B of the New York State Real Property Law (the "Condominium") constitutes the condominium board for condominium premises in the City of New York, Borough of Manhattan, generally known by street address as 124 West 24th Street, New York, New York, designated as Lots 1001 to 1026 (f/k/a Lot 54) in Block 799 on the Tax Map (said land being herein called the "Condominium Land"), which Condominium Land is more particularly described on Exhibit C annexed hereto;

WHEREAS, by execution of a Declaration of Zoning Lot Restrictions (the "Prior Declaration"), Condominium and Developer utilized the procedure available pursuant to Section 12-10 of the Zoning Resolution of the City of New York, (the "Resolution"), to combine the Condominium Land with the Developer Land so as to create a combined zoning lot (the "Existing Zoning Lot"); and

WHEREAS, pursuant to the Resolution, Lot 57 Owner and Developer (collectively, "Declarants") desire to create a single zoning lot (as defined in the Resolution) consisting of the Lot 57 Land and the Existing Zoning Lot (said lands collectively referred to herein as the "Property").

WHEREAS, all other parties in interest (as defined in the Resolution) to the Property as shown on the Zoning Lot Certification of First American Title Insurance Company, annexed hereto as Exhibit D, have joined in this Declaration or have waived their right to do so.

NOW, THEREFORE, in consideration of the premises, and other valuable consideration, the Declarants, with intent to bind all persons in whom the Property is or shall hereafter be vested, do hereby declare the following:

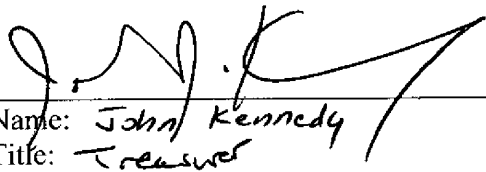
1. The Property consists of interests in several lots of record, each of which is contiguous for more than ten linear feet with the other lots on their respective common boundaries. Said lots are located within a single block and are hereby declared to be a tract of land to be treated as one zoning lot (the "Combined Zoning Lot") for the purposes of the Resolution.
2. No breach by any party to this Declaration, or any agreement ancillary hereto, shall have any effect on the treatment of the Property as one zoning lot for purposes of the Resolution and the Property shall be treated as one zoning lot unless such zoning lot is subdivided in accordance with the provisions of the Resolution.
3. This Declaration constitutes a covenant running with the land and shall bind and inure to the benefit of the parties, their successors and assigns and every party now or hereafter acquiring any right, title or interest therein or in any part thereof.
4. The parties to this Declaration hereby consent to and agree that, if either party seeks to (x) enlarge the Combined Zoning Lot by adding other parcels of real property so as to create an enlarged Combined Zoning Lot or (y) subdivide the Combined Zoning Lot so as to create a subdivided zoning lot for the purposes of and in accordance with the provisions of the Resolution and that certain Zoning Lot Development and Easement Agreement between the Developer and Lot 57 Owner dated as of the date hereof and submitted for recording simultaneously herewith, each party shall, by executing this Declaration be deemed automatically and without any further action on its part to have consented to and waived its right to execute an amended or replacement Declaration regardless of whether either party executes such amended or replacement Declaration or a waiver of its right to execute such Declaration. Notwithstanding and without in any way limiting the validity and effectiveness of the foregoing, each party shall, within fifteen (15) business days after receiving a request therefore from the other party, and copies of the documents and instruments, execute all documents and instruments required to confirm the incorporation of such other parcel(s) of real property into the Combined Zoning Lot and/or the subdivision of such other parcel(s) of real property from the Combined Zoning Lot in accordance with this provision.
5. This Declaration shall be recorded in the Conveyances Section of the Office of the City Register in the County of New York in accordance with the provisions of Section 12-10 of the Resolution.
6. This Declaration may be executed in several counterparts, each of which shall be deemed an original but all of which shall constitute one and the same instrument.

[END OF PAGE; SIGNATURES APPEAR ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties hereto have caused this Declaration to be signed as of the day and year first above written.

LOT 57 OWNER

ALLOFUS TENANTS INC.

By: 
Name: John Kennedy
Title: Treasurer

DEVELOPER:

127 WEST 23RD OWNER, LLC

By: _____
Name: Jeffrey Dagowitz
Title: Authorized Signatory

IN WITNESS WHEREOF, the parties hereto have caused this Declaration to be signed as of the day and year first above written.

LOT 57 OWNER

ALLOFUS TENANTS INC.

By: _____
Name:
Title:

DEVELOPER:

127 WEST 23RD OWNER, LLC

By:  _____
Name: Jeffrey Dagowitz
Title: Authorized Signatory

Allofas Tenants, Inc.

~~Notary Public~~

E VICKY KRYONERIS
NOTARY PUBLIC, State of New York
No. 01KR8089084
Qualified In Nassau County
Commission Expires March 17, 2019

On the _____ day of _____, 2016 before me, the undersigned, a notary public in and from said State, personally appeared _____, 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.

Notary Public

STATE OF NEW YORK)

127 West 23rd Ave, LLC

COUNTY OF New York)
SS

On the 19th day of December, 2016 before me, the undersigned, a notary public in and from said State, personally appeared Jeffrey Dugowitz, 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.

Daniel Slatz
Notary Public

DANIEL SLATZ
Notary Public, State of New York
No. 02SL4789768
Qualified in Nassau County
Commission Expires May 31, 2019

STATE OF NEW YORK)

COUNTY OF)
SS

On the _____ day of _____, 2016 before me, the undersigned, a notary public in and from said State, personally appeared _____, 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.

Notary Public

LIST OF EXHIBITS

- EXHIBIT A — Metes and Bounds Description of Lot 57 Land
- EXHIBIT B — Metes and Bounds Description of Developer Land
- EXHIBIT C — Metes and Bounds Description of Condominium Land
- EXHIBIT D — Certification

EXHIBIT A

Metes and Bounds Description of the Lot 57 Land

ALL THAT CERTAIN plot, piece or parcel of land, 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 West 24th Street, distant 375 feet westerly from the corner formed by the intersection of the southerly side of West 24th Street and the westerly side of Avenue of the Americas (formerly 6th Avenue);

RUNNING THENCE southerly parallel with the westerly side of Avenue of the Americas (formerly 6th Avenue), partly through a party wall, 98 feet 9 inches to the center line of the block;

THENCE westerly along said center line of the block, 76 feet;

THENCE northerly parallel with the westerly side of Avenue of the Americas (formerly 6th Avenue), and part of the distance through a party wall, 98 feet 9 inches to the southerly side of West 24th Street;

THENCE easterly along the southerly side of West 24th Street, 76 feet to the point or place of BEGINNING.

EXHIBIT B

Metes and Bounds Description of the Developer Land

Block 799, Lots 24, 25, 51 and 53:

ALL THAT CERTAIN PLOT, PIECE OR PARCEL OF LAND, 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 NORTHERLY SIDE OF WEST 23RD STREET, DISTANT 225.00 FEET WESTERLY FROM THE CORNER FORMED BY THE INTERSECTION OF THE NORTHERLY SIDE OF WEST 23RD STREET AND THE WESTERLY SIDE OF AVENUE OF THE AMERICAS;

RUNNING THENCE WESTERLY ALONG THE NORTHERLY SIDE OF WEST 23RD STREET 100.00 FEET;

THENCE NORTHERLY ALONG A LINE PARALLEL WITH AVENUE OF THE AMERICAS, 98.75 FEET;

THENCE EASTERLY ALONG A LINE PARALLEL WITH WEST 23RD STREET, 16.67 FEET;

THENCE NORTHERLY AGAIN PARALLEL WITH AVENUE OF THE AMERICAS, 98.75 FEET TO THE SOUTHERLY SIDE OF WEST 24TH STREET;

THENCE EASTERLY ALONG THE SOUTHERLY SIDE OF WEST 24TH STREET, 83.33 FEET;

THENCE SOUTHERLY AT RIGHT ANGLES TO THE SOUTHERLY SIDE OF WEST 24TH STREET, 197.50 FEET TO THE NORTHERLY SIDE OF WEST 23RD STREET, THE POINT OR PLACE OF BEGINNING.

EXHIBIT C

Metes and Bounds Description of the Condominium Land

ALL THAT CERTAIN plot, piece or parcel of land, 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 West 24th Street distant 308 feet 4 inches westerly from the corner formed by the intersection of the westerly side of Avenue of the Americas (formerly 6th Avenue) with the southerly side of West 24th Street;

RUNNING THENCE southerly parallel with said westerly side of Avenue of the Americas (formerly 6th Avenue), 98 feet 9 inches to the center line of block;

THENCE westerly along said center line of block 66 feet 8 inches;

THENCE northerly again parallel with the westerly side of Avenue of the Americas (formerly 6th Avenue) and part of the distance thru a party wall, 98 feet 9 inches to the southerly side of West 24th Street;

THENCE easterly along the said southerly side of West 24th Street, 66 feet 8 inches to the point or place of BEGINNING.

EXHIBIT D

Title Company Certification



First American Title Insurance Company National Commercial Services

Title No.: **824699ZLC1**

EXHIBIT II

CERTIFICATION PURSUANT TO ZONING LOT SUBDIVISION D OF SECTION 12-10 OF THE ZONING RESOLUTION OF DECEMBER 15, 1961 OF THE CITY OF NEW YORK - AS AMENDED EFFECTIVE AUGUST 18, 1977

First American Title Insurance Company, a title insurance company licensed to do business in the State of New York and having its principal office at 666 THIRD AVENUE, NEW YORK, NEW YORK 10017 hereby certifies that as to the land hereinafter described being a tract of land, either un-subdivided or consisting of two or more lots of record, contiguous for a minimum of ten linear feet, located within a single block, that all the parties in interest constituting a "party in interest" as defined in Section 12-10, Subdivision (D) of the Zoning Resolution of the City of New York, effective December 15, 1961, as amended, are the following:

<u>NAME</u>	<u>ADDRESS</u>	<u>NATURE OF INTEREST</u>
1. 127 West 23rd Owner, LLC	131 West 23rd Street New York, New York 10011	Fee Owner of Lots 24, 25, 51 and 53
2. Bank of America, N.A.	One Bryant Park, 35th Floor New York, New York 10036	Mortgagee of Lots 24, 25, 51 and 53
3. The Board of Managers of the 124 West 24th Street Condominium on behalf of all the Residential Condominium Unit Owners and the Commercial Condominium Unit Owner	124 West 24th Street New York, NY 10011	Designated representative of the fee owners of the Residential Units (Lots 1002 through 1026) and the Commercial Unit (Lot 1001) of the 124 West 24th Street Condominium who have waived its right to execute a Declaration of Zoning Lot Restrictions pursuant to Declaration of Zoning Lot Restrictions made by the Board of Managers of the 124 West 24th Street Condominium and 127 West 23rd Owner, LLC dated 12/19/2016 and being duly recorded in the Office of the New York City Register prior hereto.
4. Allofus Tenants Inc.	130 West 24th Street New York, New York 10010	Fee Owner of Lot 57



First American Title Insurance Company National Commercial Services

Title No.: **824699ZLC1**

SCHEDULE A

The subject tract of land with respect to which the foregoing parties are the parties in interest as aforesaid, is known as Tax Lot Number(s) **24, 25, 51, 53, 1001-1026 and 57** in Block(s) **799** as shown on the Tax Map of the City of New York, New York County and more particularly described as follows:

BLOCK: 799 LOT: 24

ALL THAT CERTAIN PLOT, PIECE OR PARCEL OF LAND, 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 NORTHERLY SIDE OF WEST 23RD STREET, DISTANT 300 FEET WESTERLY FROM THE CORNER FORMED BY THE INTERSECTION OF THE NORTHERLY SIDE OF WEST 23RD STREET AND THE WESTERLY SIDE OF AVENUE OF THE AMERICAS;

RUNNING THENCE WESTERLY ALONG THE NORTHERLY SIDE OF WEST 23RD STREET, 25 FEET;

THENCE NORTHERLY AT RIGHT ANGLES TO THE NORTHERLY SIDE OF WEST 23RD STREET, 98 FEET 9 INCHES TO THE CENTER LINE OF THE BLOCK;

THENCE EASTERLY ALONG THE CENTER LINE OF THE BLOCK, 25 FEET;

THENCE SOUTHERLY PARALLEL WITH THE WESTERLY SIDE OF AVENUE OF THE AMERICAS, 98 FEET 9 INCHES TO THE NORTHERLY SIDE OF WEST 23RD STREET TO THE POINT OR PLACE OF BEGINNING.

BLOCK: 799 LOTS: 25, 51 AND 53

PERIMETER DESCRIPTION

ALL THAT CERTAIN PLOT, PIECE OR PARCEL OF LAND, 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 NORTHERLY SIDE OF WEST 23RD STREET, DISTANT 225.00 FEET WESTERLY FROM THE CORNER FORMED BY THE INTERSECTION OF THE NORTHERLY SIDE OF WEST 23RD STREET WITH THE WESTERLY SIDE OF AVENUE OF THE AMERICAS;

RUNNING THENCE WESTERLY ALONG THE NORTHERLY SIDE OF WEST 23RD STREET, 75.00 FEET;

THENCE NORTHERLY AT RIGHT ANGLES TO THE NORTHERLY SIDE OF WEST 23RD STREET, 98.75 FEET TO THE CENTER LINE OF THE BLOCK;

THENCE WESTERLY ALONG THE CENTER LINE OF THE BLOCK, 8.33 FEET;

THENCE NORTHERLY AT RIGHT ANGLES TO THE SOUTHERLY SIDE OF WEST 24TH STREET, 98.75 FEET TO THE SOUTHERLY SIDE OF WEST 24TH STREET;



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THENCE EASTERLY ALONG THE SOUTHERLY SIDE OF WEST 24TH STREET, 83.33 FEET TO A POINT DISTANT 225.00 WESTERLY FROM THE CORNER FORMED BY THE INTERSECTION OF THE SOUTHERLY SIDE OF WEST 24TH STREET WITH THE WESTERLY SIDE OF AVENUE OF THE AMERICAS;

THENCE SOUTHERLY AGAIN AT RIGHT ANGLES TO THE SOUTHERLY SIDE OF WEST 24TH STREET, 197.50 FEET TO THE NORTHERLY SIDE OF WEST 23RD STREET AT THE POINT OR PLACE OF BEGINNING.

BLOCK: 799 LOTS: 1001-1026

ALL THAT CERTAIN PLOT, PIECE OR PARCEL OF LAND, 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 WEST 24TH STREET, DISTANT 308 FEET 4 INCHES WESTERLY FROM THE CORNER FORMED BY THE INTERSECTION OF THE WESTERLY SIDE OF AVENUE OF THE AMERICAS (FORMERLY 6TH AVENUE) WITH THE SOUTHERLY SIDE OF WEST 24TH STREET;

RUNNING THENCE SOUTHERLY PARALLEL WITH SAID WESTERLY SIDE OF AVENUE OF AMERICAS (FORMERLY 6TH AVENUE), 98 FEET 9 INCHES TO THE CENTER LINE OF THE BLOCK;

THENCE WESTERLY ALONG SAID CENTER LINE OF BLOCK 66 FEET 8 INCHES;

THENCE NORTHERLY AGAIN PARALLEL WITH THE WESTERLY SIDE OF AVENUE OF THE AMERICAS (FORMERLY 6TH AVENUE) AND PART OF THE DISTANCE THRU A PARTY WALL, 98 FEET 9 INCHES TO THE SOUTHERLY SIDE OF WEST 24TH STREET;

THENCE EASTERLY ALONG THE SAID SOUTHERLY SIDE OF WEST 24TH STREET, 66 FEET 8 INCHES TO THE POINT OR PLACE OF BEGINNING.

BLOCK: 799 LOT: 57

ALL THAT CERTAIN PLOT, PIECE OR PARCEL OF LAND, SITUATE, LYING AND BEING IN THE BOROUGH OF MANHATTAN, COUNTY, CITY AND STATE OF NEW YORK, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHERLY SIDE OF WEST 24TH STREET, DISTANT 375 FEET WESTERLY FROM THE CORNER FORMED BY THE INTERSECTION OF THE SOUTHERLY SIDE OF WEST 24TH STREET AND THE WESTERLY SIDE OF THE AVENUE OF THE AMERICAS, FORMERLY 6TH AVENUE;

RUNNING THENCE SOUTHERLY PARALLEL WITH THE WESTERLY SIDE OF AVENUE OF THE AMERICAS, FORMERLY 6TH AVENUE, PARTLY THROUGH A PARTY WALL, 98 FEET 9 INCHES TO THE CENTER LINE OF THE BLOCK;

THENCE WESTERLY ALONG SAID CENTER LINE OF THE BLOCK, 76 FEET;

THENCE NORTHERLY PARALLEL WITH THE WESTERLY SIDE OF AVENUE OF THE AMERICAS, FORMERLY 6TH AVENUE, AND PART OF THE DISTANCE THROUGH A PARTY WALL, 98 FEET 9 INCHES TO THE SOUTHERLY SIDE OF WEST 24TH STREET;

THENCE EASTERLY ALONG THE SOUTHERLY SIDE OF WEST 24TH STREET, 76 FEET TO THE POINT OR PLACE OF BEGINNING.



First American Title Insurance Company National Commercial Services

Title No.: **824699ZLC1**

NOTE: A Zoning Lot may or may not coincide with a lot as shown on 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.

THIS CERTIFICATE IS MADE FOR AND ACCEPTED BY THE APPLICANT UPON THE EXPRESS UNDERSTANDING THAT LIABILITY HEREUNDER IS LIMITED TO ONE THOUSAND (\$1,000.00) DOLLARS. RECIPIENT ACCEPTS THIS CERTIFICATE WITH THIS LIMITATION AND AGREES THAT FIRST AMERICAN WOULD NOT HAVE ISSUED THIS CERTIFICATE BUT FOR THE LIMITATION OF LIABILITY DESCRIBED ABOVE. THIS CERTIFICATE IS ISSUED EXCLUSIVELY FOR THE BENEFIT OF THE APPLICANT THEREFORE, AND MAY NOT BE USED OR RELIED UPON BY ANY OTHER PERSON.

AS OF

Dated: 11/14/2016

FIRST AMERICAN TITLE INSURANCE COMPANY

BY:

JASON GOEBEL
UNDERWRITING COUNSEL

State of New York, County of New York ss.:

On the 15th day of Dec. in the year
2016 before me, the undersigned, personally
appeared Jason Goebel,
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.

Signature and Office of individual
taking acknowledgment

MARY JOY HUGHES
Notary Public, State of New York
No. 01HU6135784
Qualified in Westchester County
Commission Expires 10/24/2017