

LICENSE AGREEMENT

This License Agreement made this _____ day of _____ 2002 by and between the CITY OF NEW YORK (hereinafter called "the City"/Licensee), acting by and through the Department of Environmental Protection of the City of New York (hereinafter called "DEP"), with an office at 59-17 Junction Boulevard, Corona, New York 11368-5107 and 176 Broadway Owners Corp. c/o John J. Grogan & Assoc., Inc ("Landowner/Licensor") the owner of the premises at 176 BROADWAY (the "Premises").

WHEREAS, the facades, roofs and setbacks ("exterior areas") of many structures in close proximity to the site of the former World Trade Center have been found to contain debris, refuse and other deposits ("the foreign material") of unknown origin;

WHEREAS, the owners of said structures are desirous of having the foreign material removed;

WHEREAS, the City believes that it is in the interest of the public to undertake a clean up of these exterior areas;

WHEREAS, the City's willingness to undertake such a cleanup should not in any way be construed as an acknowledgment or admission that the City is in any way responsible for any condition, environmental or otherwise, that may exist in or on the exterior areas or that the foreign material is a risk to the public health or safety;

NOW THEREFORE, it is hereby agreed by and between the parties to this agreement, for and in consideration of One Dollar and other good and valuable consideration, the receipt of which is hereby acknowledged,

1. **Permission to Perform Cleaning Work.** Subject to the terms and conditions hereof, Licensor hereby grants permission to Licensee and its authorized contractor(s) to perform the cleaning work on the exterior areas of the structure(s) located on the Premises, as described in the Scope of Work attached hereto as Exhibit A and made a part hereof (the "Cleaning Work").

2. **Grant of Access.** Subject to the terms and conditions hereof, Licensee and its agents, contractors and employees shall have the right, at all times while this License Agreement is in effect, to enter in and on the Premises, and to cross the Premises, with personnel, material and equipment, for the purpose of performing the Cleaning Work. It is expressly understood that the right granted under this Section 2 includes:

(a) the right to access all portions of the Premises deemed necessary by Licensee or its contractor(s) in order to properly perform the Cleaning Work, including (without limitation) roofs, parapets, window ledges, and other building exterior surfaces; and



**Department of
Environmental
Protection**

59-17 Junction Boulevard
Flushing, New York
11373-5108

**Christopher O. Ward
Commissioner**

**Robert C. Avaltroni
Deputy Commissioner**

**Bureau of
Environmental
Compliance**

May 3, 2002

176 Broadway Owners Corp.
c/o John J. Grogan & Assoc., Inc
176 Broadway
New York, NY 10038-2511

**Subject: 176 BROADWAY
3-7 Maiden Lane**

Dear Sir/Madam:

The New York City Department of Environmental Protection (DEP) in cooperation with the United States Environmental Protection Agency (USEPA) and the New York State Department of Labor (NYSDOL) has performed a series of exterior building surveys on various buildings in the vicinity of the World Trade Center (WTC). The surveys included the examination of building exteriors including building roofs, facades, setbacks, and other exterior surfaces. These surveys identified locations where debris from the collapse of the WTC was still visible. Our records indicate that visible debris accumulations were observed at the above referenced building (the "Building").

In our previous correspondence, the Department requested an assessment and appropriate clean up of visible debris accumulations. The Department has either not received information regarding your actions to address the debris accumulations or has re-inspected your building and found that visible debris was present.

The USEPA and DEP are continuing their ongoing efforts to improve air quality in lower Manhattan. In this regard, DEP is initiating a program (the "Cleaning Program") to clean the exteriors of certain buildings in the downtown Manhattan area.

Based on visual surveys and analyses of other properties in the area, we are assuming that the debris accumulations noted on the exterior of the Building may include some amount of asbestos-containing material (ACM). DEP would like to include the Building in the Cleaning Program, and clean the facades, roofs, and other exterior surfaces so as to remove such accumulations. The work would be performed by NYSDOL licensed asbestos contractors with DEP and NYSDOL certified workers. The fees and expenses of the asbestos contractor in performing the work will be paid for by the DEP.

The work will be monitored by DEP personnel. An independent third-party air monitoring firm will also be engaged to take air samples at designated points around the perimeter of the working area. The U.S. Occupational Safety and Health Administration (OSHA) will provide oversight for worker safety. The fees and expenses of DEP personnel in monitoring the work and the fees and expenses of the third-party air monitoring firm in taking and analyzing air samples will be paid for by DEP.



www.nyc.gov/dep

(718) DEP-HELP

In order to proceed with this cleaning, we will need your cooperation and assistance in (a) arranging a schedule to have the work performed, (b) designating a contact person at the Building to address any issues that may arise during the course of the work, and (c) securing legal consent from the owner of the Building so that DEP and contractor personnel have appropriate access to the property.

A License Agreement is attached to this letter. The License Agreement is intended to document permission from the Building owner for the work to be performed, and to grant appropriate access to DEP and contractor personnel. Please arrange for this License Agreement to be signed by an authorized representative of the Building owner and returned to R. Radhakrishnan, P.E., NYCDEP, 59-17 Junction Boulevard, 8th Floor, Corona, NY 11368. In order that the work may be performed as expeditiously as possible, please return the signed License Agreement within five working days of receipt. Also, please remember to fill in the address to which notices should be directed in item 10 of the License Agreement.

Within five working days of returning the License Agreement to DEP, please call (718) 595-3682 to arrange for a work schedule and to designate a liaison, who should be an individual at the building who is available between 8 am and 8 pm, seven days a week. The cleaning work will require a source of electrical power and water at the Building, and may entail the erection of temporary scaffolding for workers to access the affected surfaces. Please be prepared to discuss these and any other considerations you are aware of which may affect the cleaning.

If you have any questions concerning the foregoing, please do not hesitate to contact DEP at the above-specified number. We appreciate your courtesy and attention to this matter.

Sincerely,



R. Radhakrishnan, P.E.

Director

Asbestos Control Program



John J. Grogan & Associates Inc.

May 22, 2002

NYC Department of Environmental Protection
59-17 Junction Boulevard,
Corona, NY 11373-5108
Attention: R. Radhakrishman

Re: 176 Broadway & 3-7 Maiden Lane
New York, NY 10038

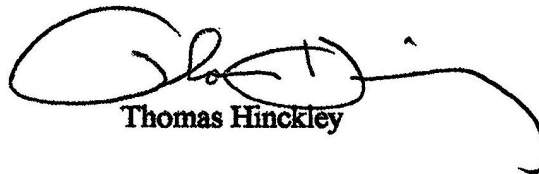
Dear Mr. Mr. Radhakrishman:

Enclosed please find signed and notarized agreement in reference to cleaning the roof and facades of the above-mentioned property. Please note that the roof is clean but various ledges on all facades have residue that needs to be re-cleaned. Also note that we will be in the process of Local Law 11/98 façade repairs from June 2002 through October 2002.

Kindly send us a copy of the fully executed agreement for our records.

If you have any questions do not hesitate to call me directly at (212) 370-9312.

Very truly yours,



Thomas Hinckley

TH

Enclosure

360 Lexington Avenue, New York, New York 10017 • (212) 370-1480 • Fax (212) 697-2180