



MICHAEL A. CANTALUPA
Senior Vice President - Development

December 29, 2015

Brian P. Golden, Director
Boston Redevelopment Authority
One City Hall Square
Boston, MA 02201

BOSTON, MA
NEW YORK, NY
SAN FRANCISCO, CA
WASHINGTON, D.C.

Re: Letter of Intent with Respect to the Development of Certain Air and
Ground Lease Parcels – Garage and Back Bay Station – 165 and 145
Dartmouth Street

2015 DEC 30 A 11:21
BRA

Dear Director Golden:

On behalf of our affiliate, BP Hancock LLC, Boston Properties is pleased to submit this Letter of Intent in accordance with the Executive Order Relative to the Provision of Mitigation by Development Projects in Boston. BP Hancock LLC is a party to a long term lease (the "Lease") whose terms contemplate the future development of four ground and air rights parcels (the "Parcels") as described below.

Boston Properties has spent considerable time evaluating an optimum plan for the development of the Parcels in and over the existing parking garage known as and numbered 165 Dartmouth Street (the "Garage") and Back Bay Station at 145 Dartmouth Street (the "Station"), which collectively comprise a significant portion of the block bounded by Dartmouth Street, Stuart Street, Clarendon Street and Columbus Avenue (such portion referred to herein as the "Project Site"). Boston Properties has recently assumed property management responsibilities for the Station Concourse ("Concourse"), and has embarked upon a concerted effort to improve the Concourse's appearance and customer experience.

Boston Properties' vision for the future development of the Project Site includes significant functional and aesthetic improvements to the Concourse, a contribution towards the improvement of the track-level ventilation at the Station; and the transformation of the Project Site into a mixed-use office, retail, restaurant, commercial, and residential development of approximately 1.4 million square feet constructed on the Parcels, in and over the existing Garage and Station (the "Project"). Boston Properties will invest significant capital into the 1970's era Garage and the Station, resulting in a transit oriented development which will integrate the Project, the Garage and the Station into the Back Bay and surrounding neighborhoods.



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The Project will obtain zoning entitlements by virtue of an amendment to the existing PDA No. 2 to authorize the Project within the Project Site. The Project's design is responsive to the BRA's goals as set forth in the recently adopted Stuart Street Planning Guidelines. Boston Properties intends to file a Project Notification Form to initiate review of the Project in accordance with Article 80B of the Boston Zoning Code within the next few months.

We look forward to working with you, interested members of the community, including an Impact Advisory Group, or Citizen's Advisory Committee, as appropriate, when appointed, your staff and other City and State agencies to undertake Article 80 review of this Project. Our vision for the redevelopment and repurposing of the Garage and Station air and ground lease parcels will deliver significant social, economic and public realm improvements in the heart of Back Bay, and represent further significant commitment by Boston Properties to the City of Boston.

Please do not hesitate to contact me at 617-236-3342 or Melissa Schrock at 617-236-3328 should you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Michael A. Cantalupa', written over the typed name and title.

Michael A. Cantalupa, Senior Vice
President, Boston Properties, Inc.

cc: Teresa Polhemus, BRA
David Carlson, AIA BRA
Heather Campisano, BRA
Jonathan Greeley, BRA
Melissa Schrock, Boston Properties