

June 4, 2013

BY HAND

John Fitzgerald  
Boston Redevelopment Authority  
One City Hall Square  
Boston, Massachusetts 02201

Re: **Update to Second Amendment to Planned Development Area Plan #56**

Dear John:

On behalf of Samuels & Associates and its affiliate Fenway Ventures Point Property LLC, I enclose an updated Second Amendment to Planned Development Area Plan #56, which updates the PDA Plan filed on May 31, 2013. Fifty copies of the updated Second Amendment are being sent under separate cover. Thank you for your consideration of the enclosed document. We look forward to working with the Authority and the community toward the approval of this PDA Plan.

Very truly yours,



William H. Dillon  
Attorney for Samuels & Associates

Enclosures

cc: (via email w/ enclosures)  
Mr. Peter Sougarides  
Ms. Leslie Cohen  
Ms. Melissa Schrock  
Marybeth Pyles, Esq.  
Douglas Husid, Esq.  
Brian Judge, Esq.

SECOND AMENDMENT TO DEVELOPMENT PLAN  
FOR  
PLANNED DEVELOPMENT AREA NO. 56  
THE FENWAY MIXED USE PROJECT

Dated: \_\_\_\_\_, 2013 [Date of BRA Board Hearing]

Pursuant to Section 3-1A and Article 80, Section 80C of the Zoning Code of the City of Boston (the “Code”) this amendment constitutes the Second Amendment to Development Plan for Planned Development Area No. 56 (the “Second PDA Plan Amendment”).

On March 28, 2002, the Boston Redevelopment Authority (the “BRA”) approved a Map Amendment application creating Planned Development Area No. 56 (“PDA No. 56”), as well as a Development Plan for Planned Development Area No. 56 (“Initial Development Plan”). The Map Amendment and Initial Development Plan (together, the “Initial PDA Plan”) were approved by the Boston Zoning Commission (“BZC”) on April 24, 2002. An amendment to the Initial PDA Plan was approved by the BRA on April 1, 2004 and approved by the BZC on May 5, 2004. The Initial PDA Plan, as amended by such amendment, is referred to herein as the “Original PDA Plan”.

The Original PDA Plan encompasses an area in the Fenway section of Boston, Massachusetts described in Exhibit A of the Original PDA Plan and as more particularly shown on a plan attached to the Original PDA Plan as Exhibit B (“Trilogy Parcel”). All references to the term “Site” in the Original PDA Plan shall hereafter be referred to as the Trilogy Parcel.

The development of the “Building” within the Trilogy Parcel, as contemplated by the Original PDA Plan, was completed in 2006. All references to the term “Building” in the Original PDA Plan shall hereafter be referred to as the “Trilogy Building”. Immediately abutting the Trilogy Parcel, to the west along Boylston Street, is an approximately 25,191 square foot parcel of land (the “Point Parcel”), as shown on Exhibit B attached hereto, owned by Fenway Ventures Point Properties LLC (“Fenway Point”).

THE SECOND PDA PLAN AMENDMENT

This Second PDA Plan Amendment, as set forth below, amends the Original PDA Plan to incorporate the Point Parcel into the PDA No. 56 as a second development area, with a new building anticipated to be located thereon.

Capitalized terms in this Second PDA Plan Amendment, unless otherwise defined herein, shall be defined as set forth in the Original PDA Plan. The Original PDA Plan, as amended by this Second PDA Plan Amendment, shall be the “Development Plan”.

The Original PDA Plan is hereby amended as follows:

1. PDA No. 56. The PDA No. 56 is hereby expanded to include the Point Parcel as a second development area, resulting in a total square footage of 122,450 square feet for PDA No. 56, in conjunction with a map amendment to include the Point Parcel within

PDA No. 56. Accordingly, Exhibit A of the Original PDA Plan, entitled “Legal Description of Site,” is hereby deleted and replaced with revised Exhibit A attached hereto, and Exhibit B of the Original PDA Plan is hereby deleted and replaced with revised Exhibit B attached hereto. The street addresses of the Point Parcel are 176-184 Brookline Avenue, 200 Brookline Avenue, and 1387 Boylston Street.

The Point Parcel is located within the Fenway Neighborhood District, Fenway Triangle Neighborhood Development Area Subdistrict and the Fenway Triangle Gateway Development Area Overlay Subdistrict, as shown on Map 1Q of the City of Boston Zoning Maps (“Map 1Q”). It is also within the Restricted Parking Overlay District established by Section 3-1A.c. of the Code, the Groundwater Conservation Overlay District (“GCOD”) established by Article 32 of the Code, and partially within the Greenbelt Protection Overlay District established by Article 29 of the Code. The Point Parcel is within an area in which PDA designations are allowed pursuant to Sections 3-1A.a. and 66-27 of the Code and Map 1Q.

2. Proponents. The Point Parcel is anticipated to be developed by Fenway Point or an affiliate (the “Point Developer”). The Point Developer, which owns the Point Parcel pursuant to deeds recorded in the Suffolk County Registry of Deeds in Book 43612, Page 195 and in Book 43612, Page 240, shall be the Proponent with respect to the Point Parcel only, and the owner of the Trilogy Parcel, currently FenRes LLC, (“Trilogy Owner”) shall remain the Proponent with respect to the Trilogy Parcel only.
3. Second Proposed Project. The “Project” described in the Original PDA Plan consists of the Trilogy Parcel development area. All references to the “Project” in the Original PDA Plan shall hereafter be referred to as the “Trilogy Project”. This Second PDA Plan Amendment incorporates a second mixed-use building (the “Point Building”) as a second Proposed Project within PDA No. 56, to be located on the Point Parcel (“Point Project”).

The Point Building will consist of up to 302,292 Gross Square Feet. The Point Building is anticipated to consist of approximately 320 residential units above retail uses and residential lobby space on the first two levels. The final residential unit count of the Point Building is dependent on the use mix within the Point Project, but the Point Building will provide a minimum of 275, and a maximum of 330, residential units. The residential component of the Point Building is anticipated to consist of rental units initially, some or all of which may transition to home ownership units in the future. The Point Building is anticipated to have one or more interconnections with the building on the Trilogy Parcel, which may include shared parking and driveway facilities, pedestrian access (including a potential elevated pedestrian walkway connecting the Trilogy Building to a second floor residential lobby area of the Point Building and/or a subsurface pedestrian walkway providing access to and from the parking facilities), and/or residential amenities.

The Point Building will have a number of separate elements of varying height and massing. The maximum building height of the Point Building will be 270 feet. Maximum building height for the Point Building shall be determined by measuring from Grade to the top of the structure of the highest occupied floor, not including penthouses

used for mechanical or elevator equipment, or other structures not devoted to human occupancy, provided that the total area of the portions of such penthouses or structures located above the maximum building height do not exceed 33 1/3 percent of the total of all roof areas, measured horizontally, of the Point Building.

It is contemplated that, within the Point Parcel, portions of the Point Building may be separately owned and financed. Accordingly, the Point Developer may designate and establish from time to time the boundaries of sub-areas ("Sub-Parcels") within the Point Parcel, consisting of air rights or otherwise, without further BRA action, provided that the Point Building taken as a whole is consistent with the provisions of this Second PDA Plan Amendment considered on the basis of the Point Parcel as a whole.

4. Location and Appearance of Structures.

The proposed location and appearance of the Point Building are shown on the plans, drawings and elevations ("Drawings") that are included in Exhibit C-3, attached hereto, as said Drawings may be further refined, revised, amended and approved pursuant to review by the BRA and other applicable agencies and authorities, and shall comply with the height and unit count minimums and maximums set forth in this Second PDA Plan Amendment and the density and dimensional requirements set forth in Exhibit D-1 attached hereto and made a part hereof, in accordance with the provisions hereof.

5. Location and Appearance of Open Spaces and Landscaping.

The landscape design for the Point Parcel's open spaces and landscaping is shown on the Drawings included in Exhibit C-3, attached hereto, as said Drawings may be further refined, revised, amended and approved pursuant to review by the BRA and other applicable agencies and authorities. The design is intended to create a cohesive urban streetscape coordinated with the City of Boston's plans for the development of the Boylston Street corridor. Open space is provided at the southeastern corner of the Point Parcel at the corner of Boylston Street and the Point Parcel driveway. It is anticipated that this space, labeled as "Potential Outdoor Seating" on the "Ground Level / Loading Plan" included in Exhibit C-3 attached hereto, as well as the open space located at the corner of Boylston Street and Brookline Avenue, may be used for outdoor dining.

6. Proposed Uses.

The Point Building is intended to be used for multifamily residential, retail, service, restaurant, and other uses accessory thereto. It is acknowledged that the uses for the Point Building will vary depending on market conditions, from time to time, but shall continue to include only uses permitted under this Second PDA Plan Amendment. The uses set forth on Exhibit E-1 attached hereto are allowed uses under this Second PDA Plan Amendment.

7. Dimensions and Densities.

This Second PDA Plan Amendment sets forth the applicable dimensional and density requirements for the Point Parcel, as detailed in Exhibit D-1 attached hereto. The actual dimensions and densities of the proposed project, as such dimensions may be further refined, revised, amended and approved pursuant to review by the BRA and other applicable agencies and authorities, shall comply with the permitted dimensions and densities set forth in Exhibit D-1 and the height and unit count minimums and maximums set forth in this Second PDA Plan Amendment.

Any street wall articulation, oriel or bay windows, ornamental features, canopies, awnings, retail storefronts or similar projections into the Boylston Street setback depicted in the Drawings shown in Exhibit C-3, as they may be further refined, revised, amended, and approved pursuant to review by the BRA and other applicable agencies and authorities, shall be deemed compliant with applicable requirements under this Second PDA Plan Amendment and the Code.

In accordance with Section 80C-9 of the Code, consistency of the Point Building with this Second PDA Plan Amendment constitutes compliance with the dimensional, use, and other requirements of the Code, to the extent that such requirements are addressed in this Second PDA Plan Amendment.

8. Traffic and Pedestrian Circulation.

As noted above, it is anticipated that the Point Building will share parking facilities with the Trilogy Building, which is accessed from Brookline Avenue via an internal driveway between the Point Building and the Trilogy Building and from Kilmarnock Street via a driveway extending from Kilmarnock Street to underneath the Trilogy Building. The Point Building is designed to maximize pedestrian access and to minimize traffic and parking impacts. A pedestrian path connecting Brookline Avenue and Boylston Street, which will be open to the public, will be maintained in the area between the Trilogy Building and the Point Building. To facilitate truck maneuvering, it is anticipated that the internal driveway that currently exists between the Point Building and the Trilogy Building will be extended to Boylston Street and a new curb cut providing one-way egress for trucks to Boylston Street will be provided. Trucks leaving the Point Parcel via the extended internal driveway and new curb cut will be required to make a right-turn only onto Boylston Street.

9. Parking and Loading Facilities.

The area between the Point Building and the Trilogy Building will contain off-street loading areas for the Point Building.

The loading facilities are shown in greater detail on the Drawings shown in Exhibit C-3, attached hereto, as they may be further refined, revised, amended and approved pursuant to review by the BRA and other applicable agencies and authorities. This Second PDA Plan Amendment approves the number, location, dimensions and design of the proposed loading facilities as described herein and as depicted on the Drawings shown in Exhibit

C-3, as they may be further refined, revised, amended and approved pursuant to review by the BRA and other applicable agencies and authorities.

No onsite parking facilities are currently anticipated on the Point Parcel. The Trilogy Building, as constructed, contains approximately 580 parking spaces, in compliance with the provisions of the Original PDA Plan. Subject to finalization of the Drawings and the evaluation of parking demand and feasibility, residents of the Point Building are anticipated to utilize existing parking capacity in the Trilogy Building and/or public parking facilities in the area. Parking in the Trilogy Building, if applicable, will be facilitated by subsurface and/or above-grade pedestrian connections between the Point Building and Trilogy Building and the shared driveway facilities described above.

10. Proposed Access to Public Transportation.

The Point Parcel is readily accessible to public transportation, including commuter rail, rapid transit and bus service. There are also many private bus and shuttle services in the area that provide access to various educational and institutional users in the area. The closest MBTA commuter rail station to the Point Parcel is Yawkey Station, which is located adjacent to the Massachusetts Turnpike, immediately northwest of Fenway Park, which is undergoing a significant expansion in connection with another project in the area. This station services the Framingham/Worcester Line, with access to employment centers at Back Bay Station and South Station.

The closest MBTA rapid transit stop is Fenway on the "D" (Riverside) branch of the Green Line ("D Line"), which is located within a 5-minute walk of the Point Parcel. The D Line extends and provides service eastward to the Green Line's main branch at Kenmore Square where other branch lines intersect to travel to Downtown Boston and to links to rapid transit lines to other Boston neighborhoods and Cambridge. The D Line extends and provides service westbound through the communities of Brookline and Newton to the Riverside station.

The current MBTA bus routes 8, 19, 47, 55, 57, 60, 65, CT-2 and CT-3 provide service in close proximity to the Point Parcel. These buses travel along the streets in the vicinity of the Point Parcel including Brookline Avenue, Boylston Street and Park Drive. The Point Parcel is also located in an area serviced by the Masco Shuttle, which provides transportation to and from the Longwood Medical Area.

11. Proposed Building Elevations.

The proposed building elevations and other design elements of the Point Building will conform with the Drawings shown in Exhibit C-3, attached hereto, as they may be further refined, revised, amended, and approved pursuant to review by the BRA and other applicable agencies and authorities, and in accordance with the density and dimensional requirements set forth in Exhibit D-1, attached hereto, and the maximum height set forth in this Second PDA Plan Amendment.

12. Drawings.

The Point Building will conform with the Drawings shown in Exhibit C-3, attached hereto, as they may be further refined, revised, amended, and approved pursuant to review by the BRA and other applicable agencies and authorities, and in accordance with the density and dimensional requirements set forth in Exhibit D-1, attached hereto, and the height and unit count minimums and maximums set forth in this Second PDA Plan Amendment.

13. Signage.

Signage for the Point Building shall consist of those signs permitted by Section 66-41, Article 11 of the Code, and any additional signage approved by the BRA under its Development Review Procedures.

14. Public Benefits.

The Point Building represents a substantial investment by the Point Developer that will provide significant benefits to the Fenway community and the City of Boston, including new jobs creation, urban design improvements, new market-rate and affordable housing and additional tax revenues. As a result of this investment, existing aging, outmoded commercial buildings will be replaced by a vibrant, attractive and highly visible mixed-use development that enhances the pedestrian, retail and residential vitality, as well as the urban design and architectural character, of the Fenway area. The Point Building's specific public benefits include the following:

Urban Design Benefits and Site Improvements

- Redevelop an underutilized urban site into a vibrant transit- and pedestrian-oriented mixed-use development.
- Significantly improve the aesthetic character of the Point Parcel, which currently consists of a collection of low-story commercial uses.
- Introduce high-quality and iconic architecture to provide a transformative effect for the neighborhood.
- Provide for a project design that was carefully developed to meet the unique needs of a gateway area of the Fenway Neighborhood and complement the urban design characteristics of the surrounding area.
- Improve the urban design characteristics and aesthetic character of the Point Parcel and its surroundings through the enhancement of the public realm.

- Encourage pedestrian activity through new retail and residential uses creating liveliness along Brookline Avenue and Boylston Street as an extension of the Fenway neighborhood.
- Promote the use of alternative modes of transportation, encourage pedestrian activity, and improve water quality.
- Provide for appropriate building scale and size at the pedestrian realm.
- Enhance the streetscape with the use of signage, street furniture, lighting, and landscaping.
- Provide an outdoor seating area for potential restaurant occupancy at the south-east corner of the Point Parcel along Boylston Street to enhance street life and character and add diversity to the urban texture.

#### Transportation Improvements

- Provide no new parking by connecting to the Trilogy Building, allowing for the Point Building to utilize existing garage driveways off of Brookline Avenue and Kilmarnock Street.
- Enhance pedestrian safety and circulation through improved/upgraded sidewalks and street crossings, and improved illumination of pedestrian walkways.
- Balance the vehicular traffic with the pedestrian and bicyclist demands in the neighborhood by incorporating the City's Boylston Street reconstruction plans on the Site, including improved sidewalk spaces and on-site bicycle storage.
- Provide new transit-accessible retail and residential uses (reduced single-occupancy vehicle trips to the Point Building).
- Facilitate loading on-site with a new one-way right turn only egress driveway from the shared Trilogy driveway to allow trucks to exit to Boylston Street.
- Provide new bicycle facilities (in coordination with the Boston Transportation Department), including on-site bike storage for retail customers and employees as well as covered/secure bike storage for residents.
- Implement a substantial Transportation Demand Management (TDM) Plan to encourage the use of alternate transportation and discourage single-occupancy vehicle trips.
- Reconstruct the sidewalk at the intersection of Brookline Avenue and Boylston Street to eliminate the channelized right-turn lane and reduce pedestrian crossings.



### Environmental Improvements

- Incorporate state-of-the-art sustainable features (i.e., energy- and water-efficient building systems) into the design of each component of the Project (retail and residential), where feasible and reasonable, in accordance the City's Green Building policies and procedures.
- Increase pervious area through Low Impact Design (LID) elements (stormwater infiltration systems) to promote the infiltration of stormwater runoff into the ground; thereby improving water quality and reducing the rate and quantity of stormwater discharged to the drainage system and the Charles River.

### Infrastructure Improvements

- Utilize the existing adequate infrastructure capacity requiring no major infrastructure upgrades.
- Upgrade on-site drainage system resulting in reduced rates and quantities of stormwater discharged to the Boston Water and Sewer Commission ("BWSC") stormwater drainage system and, ultimately, the Charles River Basin.

### Economic and Community Benefits

- Enhance the economy within the Fenway by providing new job opportunities and a source of customers for local retail and service establishments.
- Create 350 to 400 construction jobs in all trades.
- Create approximately 200 new transit-accessible employment opportunities (permanent part-time and full-time jobs).
- Increase annual property tax revenue for the City of Boston.
- Provide new housing units in close proximity to downtown Boston, a portion of which will be set aside as affordable rental housing.

Further, the Point Developer will submit a Boston Residents Construction Plan, in accordance with the Boston Jobs Policy. To effectuate the Proponent's affordable housing commitment, the Proponent will finalize an affordable housing agreement with the BRA during the Article 80 review period for an affordable housing contribution that will comply with the Mayor's Executive Order on Inclusionary Development, as well as Section 66-28.1 of the Code, by: (a) creating affordable units within the Point Building equal to fifteen percent (15%) of the Point Building's market rate units, and affordable to households earning up to 70% of area median income for the Boston Standard Metropolitan Statistical Area as promulgated by the United States Department of

Housing and Urban Development guidelines; and (b) providing the following public realm community benefits, as conceptually shown on the Drawings: (i) a publicly accessible plaza and/or open space located at the intersection of Boylston Street and Brookline Avenue, and (ii) a pedestrian connection between Boylston Street and Brookline Avenue between the Trilogy Building and the Point Building.

Section 66-30 of the Code provides that the BRA has the authority to approve a Development Plan for a Proposed Project as meeting the requirements of Section 80C-4 of the Code (Standards for Planned Development Area Review Approval) for consistency with the applicable planning and development criteria of Article 66 if the Development Plan provides for public benefits, including one or more of the following: (a) diversification and expansion of the Fenway's economic and job opportunities through economic activity, such as private investment in commercial or research and development uses; (b) creation of new job opportunities and establishment of educational facilities, career counseling, or technical assistance providing instruction in fields related to such jobs; (c) improvements to the urban design characteristics and aesthetic character of the development site and its surroundings, and the enhancement of existing open space or the creation of new open space; and (d) improvements to transportation systems.

15. Relationship to Trilogy Parcel.

The requirements of the Development Plan with respect to the Point Parcel and the Point Building shall be calculated independently of the Trilogy Parcel and the Trilogy Building. The requirements of the Development Plan with respect to the Trilogy Parcel and the Trilogy Building shall be calculated independently of the Point Parcel and the Point Building.

Accordingly, (a) Exhibit D attached to the Original PDA Plan shall be inapplicable to the Point Parcel and the Point Building, and shall be calculated independent of the Point Parcel the Point Building, and Exhibit D-1 attached hereto shall be inapplicable to the Trilogy Parcel and the Trilogy Building and shall be calculated independently of the Trilogy Parcel and the Trilogy Building; (b) no public benefit or mitigation requirements in the Original PDA Plan or otherwise related to the Trilogy Parcel or Trilogy Building shall be applicable to the Point Parcel or the Point Building and no public benefit or mitigation requirements in this Second PDA Plan Amendment or otherwise related to the Point Parcel or Point Building shall be applicable to the Trilogy Parcel or the Trilogy Building; and (c) no right or obligation set forth in any agreement between the BRA and the Trilogy Owner shall be applicable to the Point Developer and no right or obligation set forth in any agreement between the BRA and the Point Developer shall be applicable to the Trilogy Owner.

Any non-compliance by the Point Parcel and/or the Point Building shall not affect the compliance of the Trilogy Parcel and/or the Trilogy Building, and any non-compliance by the Trilogy Parcel and/or the Trilogy Building shall not affect the compliance of the Point Parcel and/or the Point Building. The Trilogy Owner (and its successors and assigns) shall be responsible only for those obligations under the Development Plan that

relate to the Trilogy Parcel and/or the Trilogy Building, and the Point Developer (and its successors and assigns) shall be responsible only for those obligations under the Development Plan relating to the Point Parcel and/or the Point Building.

16. Other Approvals and Review Procedures.

The Point Building is subject to Large Project Review under Article 80B of the Code. A Project Notification Form (“PNF”) relating to the Point Building was filed on February 15, 2013, to formally commence the Large Project Review process.

The Point Building also requires Schematic Design Approval by the Boston Civic Design Commission (“BCDC”) pursuant to Article 28 of the Code. The Point Developer also intends to seek Schematic Design Approval for the Point Building from BCDC, and also intends to seek a determination, pursuant to Article 85 (“Demolition Delay”) of the Code, from the Boston Landmarks Commission (“BLC”) that no further review by the BLC is required with respect to the proposed demolition of the existing buildings on the Point Parcel. The Point Developer filed a Project Notification Form for the Point Building with the Massachusetts Historical Commission (“MHC”), pursuant to M.G.L. Ch. 9, Sec. 26-27C and 950 CMR 71.00, on March 6, 2013 and received a “no adverse effect” letter from MHC on May 23, 2013.

The Point Parcel is located within the GCOD governed by Article 32 of the Code. The Proponent with respect to the Point Parcel will incorporate into the Point Building groundwater conservation systems that meet the standards set forth in Article 32 of the Code and that are acceptable to the BWSC and the Boston Groundwater Trust and that comply with the requirements of Article 32 of the Code as determined by BWSC. The Point Developer shall obtain a written determination from BWSC as to the acceptability of the proposed groundwater conservation systems and whether the requirements of Article 32 are met and shall submit a copy of such determination letter to the BRA and the Boston Groundwater Trust prior to the issuance of a Certification of Consistency for the Point Building. Accordingly, the Point Developer shall not be required to obtain a conditional use permit from the Board of Appeal, and the Point Building shall be deemed in compliance with Article 32 of the Code.

The Point Developer has prepared shadow studies which have been submitted to the BRA in connection with the review and approval of the Point Building under Article 80 of the Code. Accordingly, consistency of the Point Building with this Second PDA Plan Amendment shall constitute compliance with all applicable shadow requirements, including, without limitation, those set forth in the Code and those pursuant to which the BRA is the permit granting authority.

As described above, a portion of the Point Parcel is located in the Greenbelt Protection Overlay District (“GPOD”) and the entire Point Parcel is located within the Restricted Parking Overlay District (“RPOD”). Approval of this Second PDA Plan Amendment will constitute compliance with any applicable GPOD and RPOD requirements.

The Point Building shall be constructed in accordance with Article 37, Green Buildings, of the Code.

Various other permits and approvals may also be required for the Point Building and will be obtained at the appropriate time. Given the scope of the Point Project, and as a result of the various reviews of the same that are necessary to secure all required permits and approvals, modifications may have to be made. To the extent they are subject to BRA review, minor modifications of the Point Building's design, consistent with the dimensional limitations and public benefit obligations herein, will be subject to the approval of the Director under this Second PDA Plan Amendment without further BRA action.

17. Applicability.

In accordance with Section 80C-9 of the Code, consistency of the Trilogy Project and/or the Point Project with the Development Plan constitutes compliance with the dimensional, use and all other requirements of the Code to the extent such requirements have been addressed in this Development Plan. To the extent that any aspect of proposed uses and proposed structures complying with this Development Plan are in conflict with any requirement of the Code not specifically addressed in this Development Plan, such requirements shall be deemed to be waived upon approval of this Development Plan.

18. Definitions.

Unless otherwise set forth herein, all references herein to terms set forth in the Code shall have the meaning set forth in the Code, as amended to the effective date hereof, and not as the same may be amended hereafter

19. Amendment. From and after the effective date of this Second PDA Plan Amendment, the provisions of the Development Plan relating to the Trilogy Parcel and/or the Trilogy Building may be amended upon the petition of the Trilogy Owner alone, or its designee, and the provisions of the Development Plan relating to the Point Parcel and/or the Point Building may be amended upon the petition of the Point Developer alone, or its designee.

20. Ratification. Except as amended hereby, the Original PDA Plan remains unmodified and in full force and effect.

**EXHIBIT A**

**Legal Description of PDA No. 56**

A certain Planned Development Area situated in the City of Boston, Suffolk County, Commonwealth of Massachusetts, bounded and described as follows:

Beginning at the northerly end of a curve at the intersection of northwesterly sideline of Boylston Street and the southeasterly sideline of Brookline Avenue thence running N 38°03'17"E, along said sideline of Brookline Avenue, a distance of 638.19 feet to a point;

Thence turning and running S52°02'35"E, by land now or formerly of Michael H. Marsh, trustee, a distance of 57.61 feet to a point;

Thence turning and running S19°59'46"E, partly by said land and partly by the southwesterly sideline of Kilmarnock Street, a distance of 326.12 feet to a point on said northwesterly sideline of Boylston Street;

Thence turning and running S70°01'56"W, along said sideline, a distance of 561.50 feet to a point of curvature;

Thence running along a curve to the right having a radius of 20.00 feet, a length of 51.67 feet to a point of tangency and the point of beginning;

Containing an area of 122,450 square feet, more or less, as shown on a plan prepared by Harry R. Feldman, Inc. Land Surveyors entitled "Planned Development Area No. 56, 140-200 Brookline Avenue, 1369-1399 Boylston Street, Boston, Mass." dated May 29, 2013.

**EXHIBIT B**

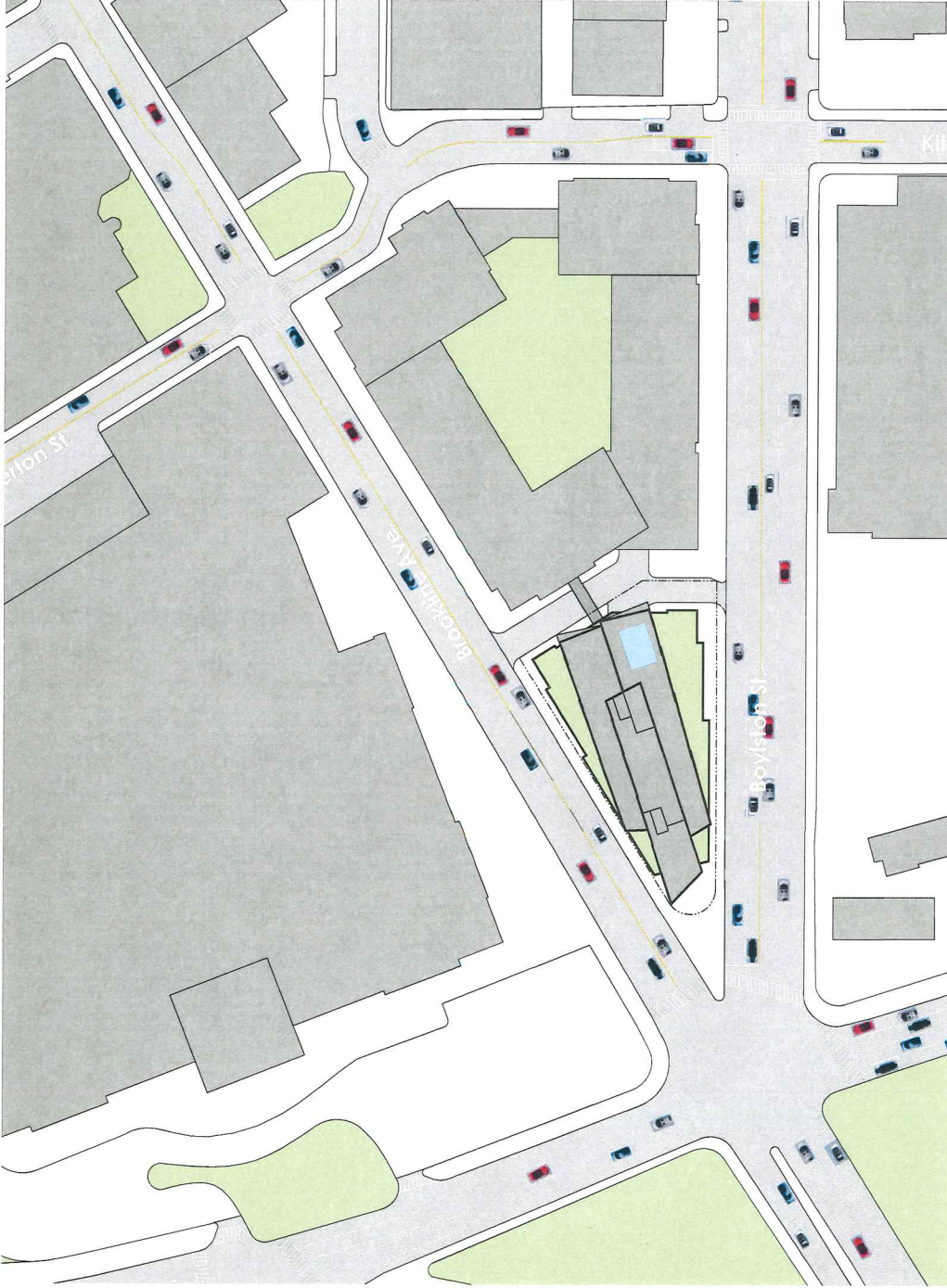
**Site Plan of PDA No. 56**





**EXHIBIT C-3**

**Plans and Drawings for the Point Parcel**



--- PROPERTY LINE

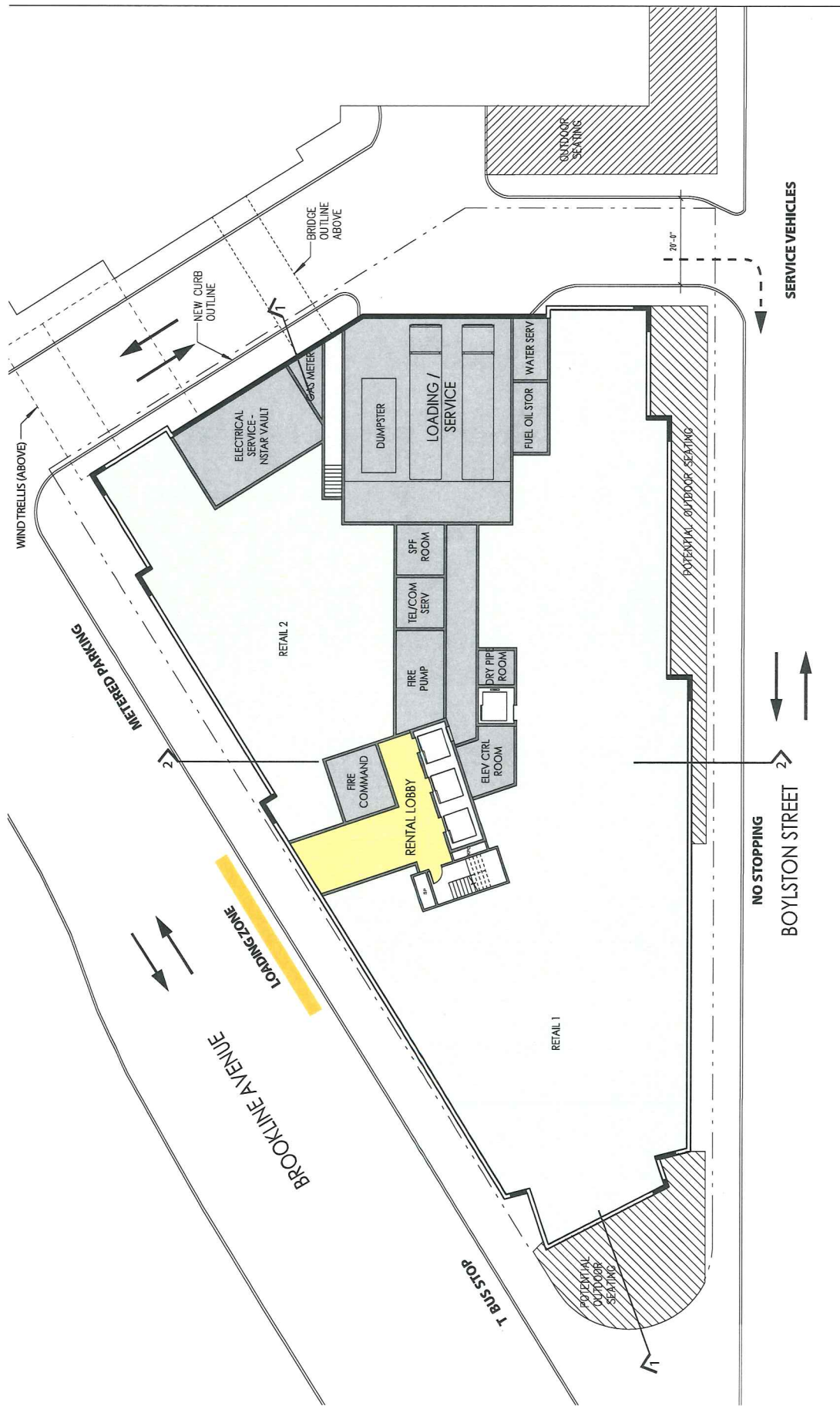
# SITE PLAN

Exhibit C-3



## THE POINT BOSTON, MASSACHUSETTS

SAMUELS & ASSOCIATES | ARQUITECTONICA



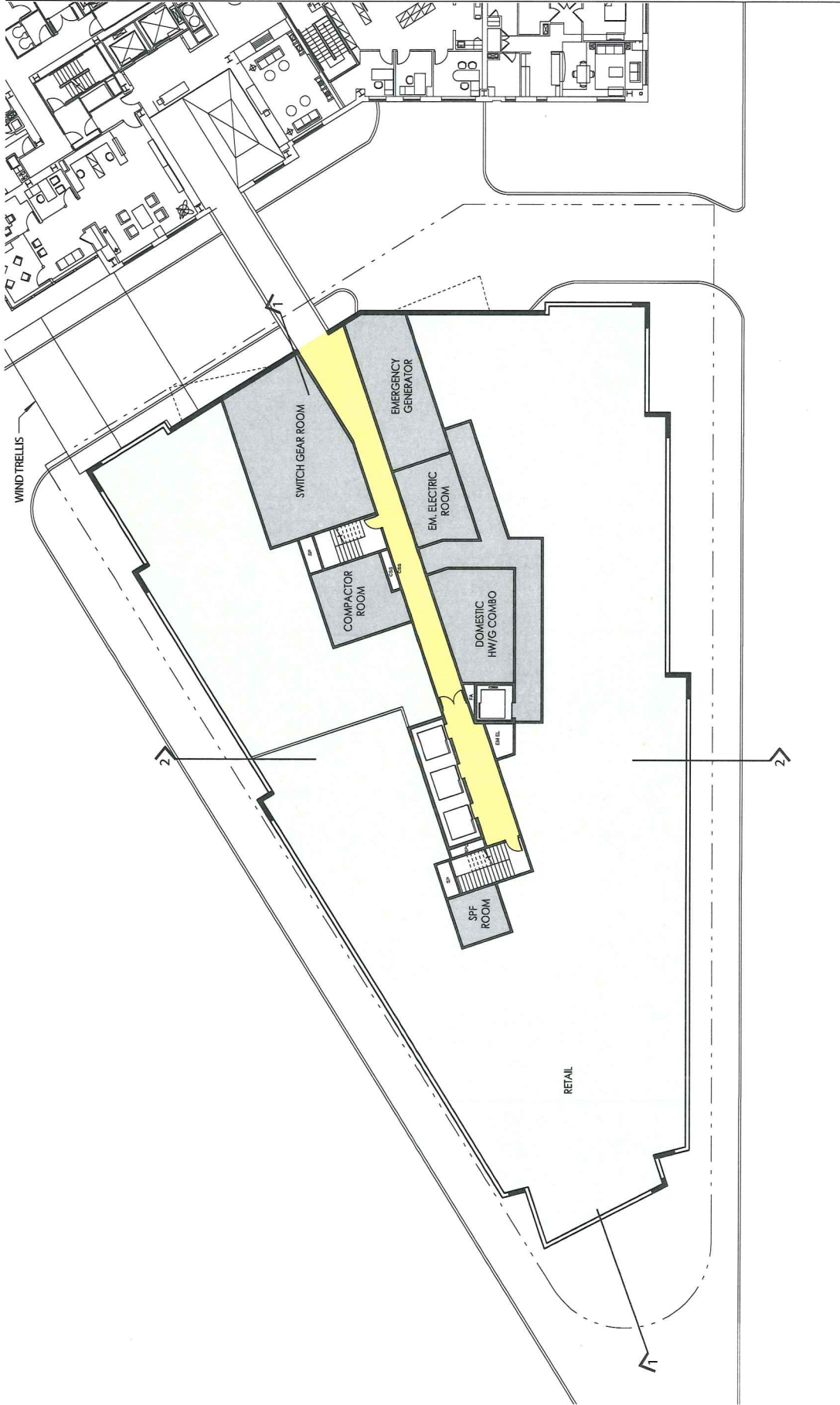
GROUND LEVEL / LOADING PLAN

SAMUELS & ASSOCIATES | ARCHITECTONICA

THE POINT  
BOSTON, MASSACHUSETTS

Exhibit C-3





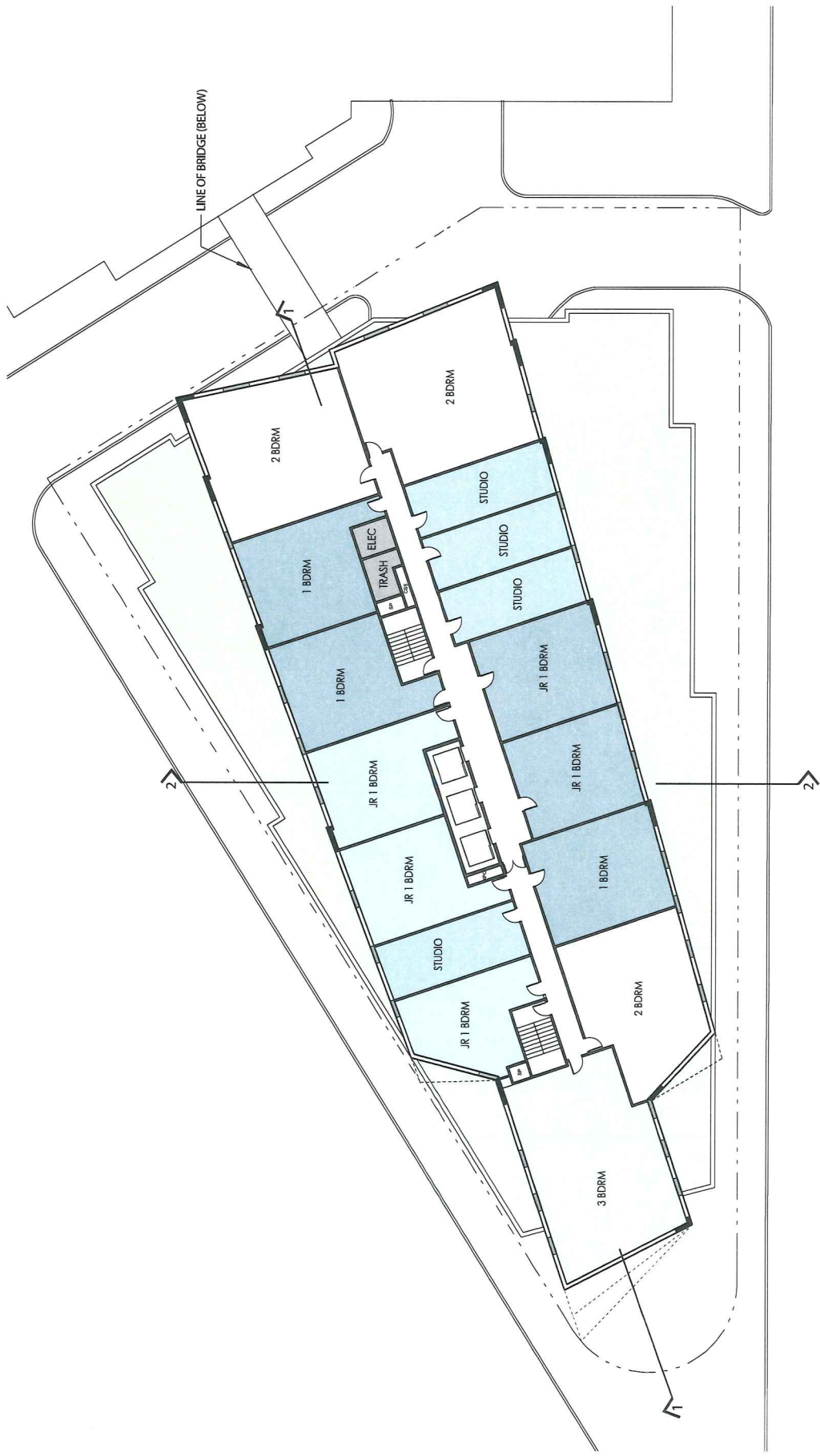
LEVEL 2

SAMUELS & ASSOCIATES | ARQUITECTONICA

**THE POINT**  
BOSTON, MASSACHUSETTS

Exhibit C-3





LEVEL 3-4

SAMUELS & ASSOCIATES | ARCHITECTONICA

**THE POINT**  
BOSTON, MASSACHUSETTS

Exhibit C-3





LEVEL 5-9

SAMUELS & ASSOCIATES | ARCHITECTONICA

**THE POINT**  
BOSTON, MASSACHUSETTS

Exhibit C-3





LEVEL 10

SAMUELS & ASSOCIATES | ARQUITECTONICA

**THE POINT**  
BOSTON, MASSACHUSETTS

Exhibit C-3





LEVEL 11-12

SAMUELS & ASSOCIATES | ARQUITECTONICA

**THE POINT**  
BOSTON, MASSACHUSETTS

Exhibit C-3





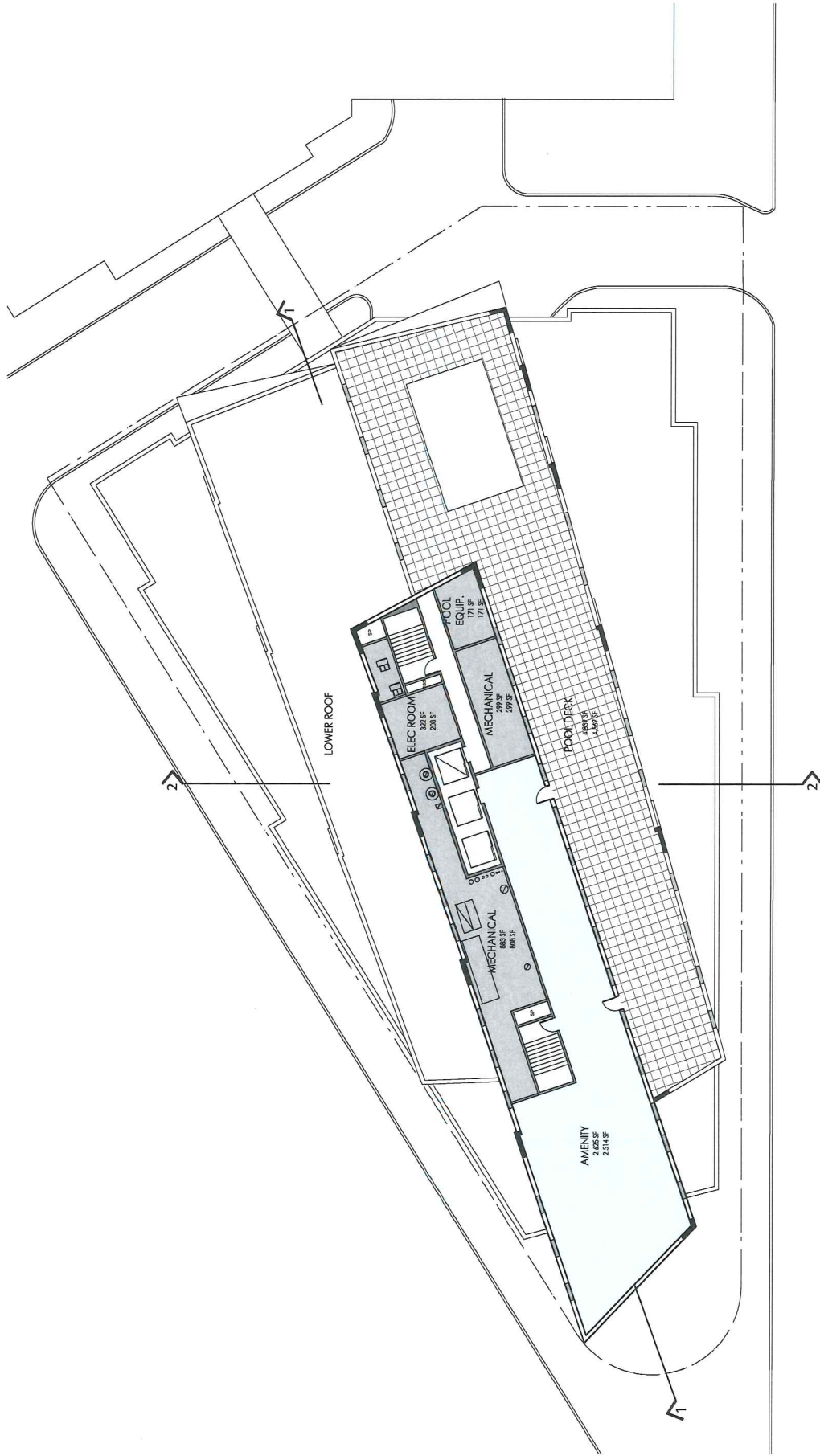


LEVEL 13-22

SAMUELS & ASSOCIATES | ARQUITECTONICA

THE POINT  
BOSTON, MASSACHUSETTS

Exhibit C-3



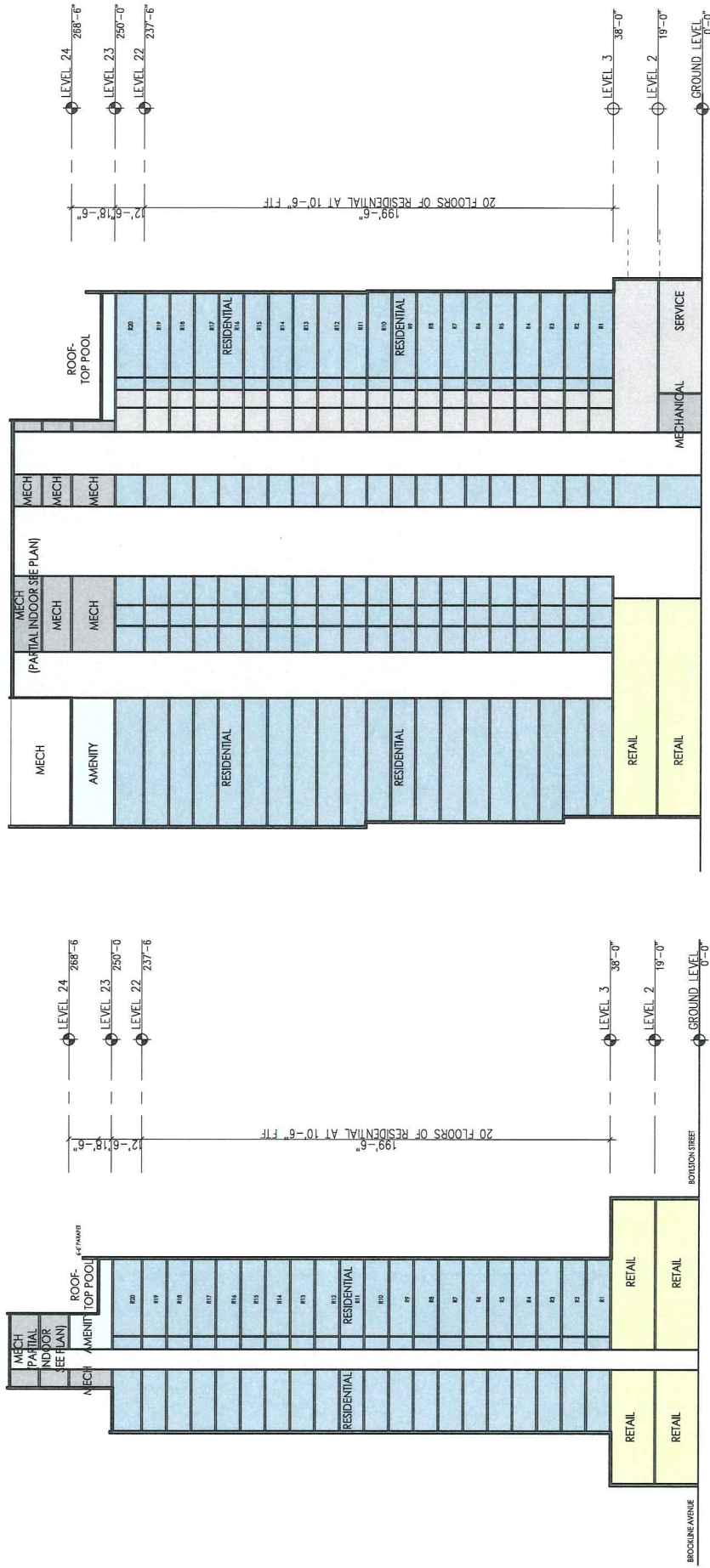
ROOF LEVEL

SAMUELS & ASSOCIATES | ARQUITECTONICA

**THE POINT**  
BOSTON, MASSACHUSETTS

Exhibit C-3  





NORTH - SOUTH

EAST - WEST

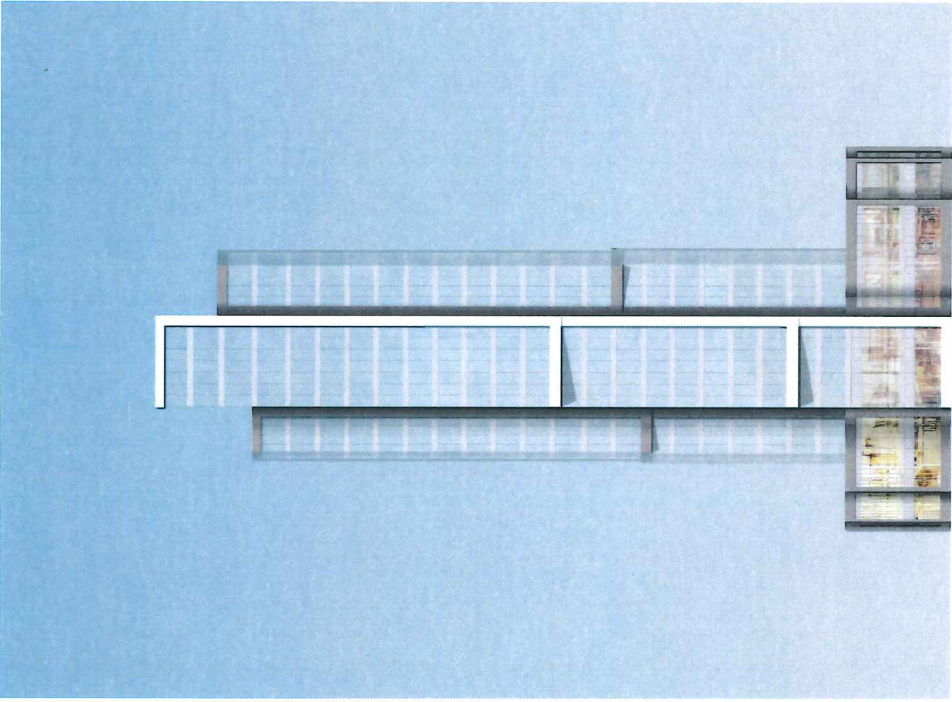
SECTIONS

Exhibit C-3

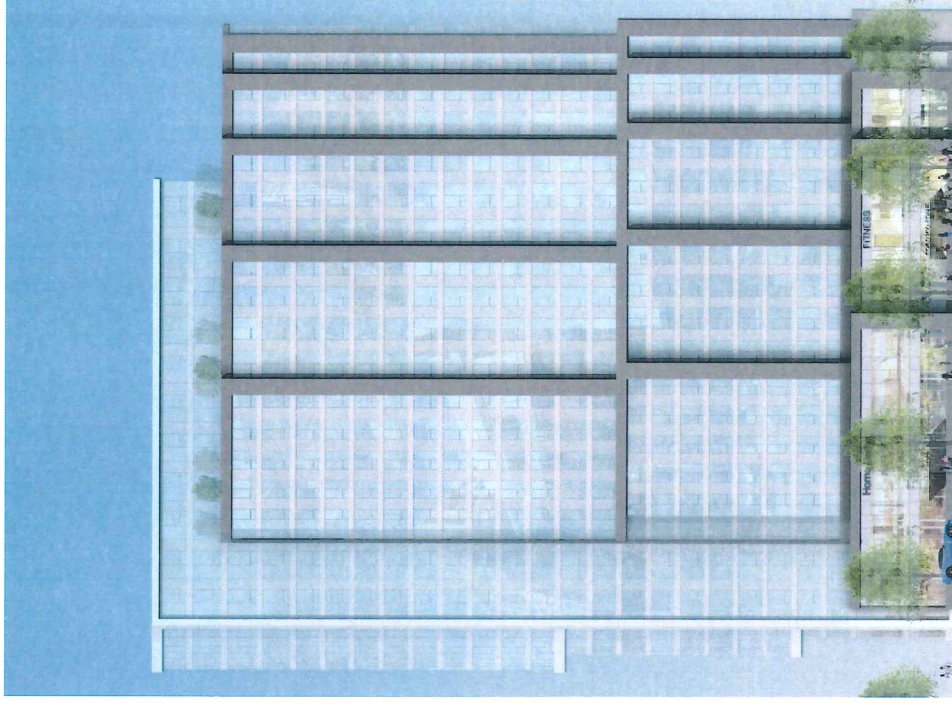


THE POINT  
BOSTON, MASSACHUSETTS

SAMUELS & ASSOCIATES | ARQUITECTONICA



WEST



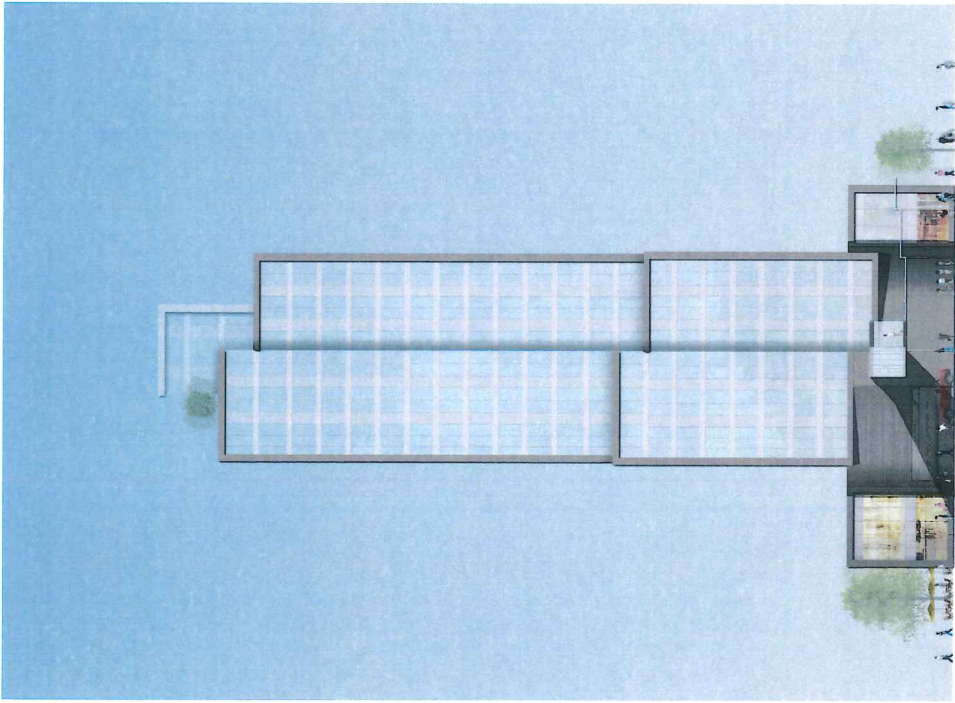
SOUTH

Exhibit C-3  
 50' 25' 10' 0'

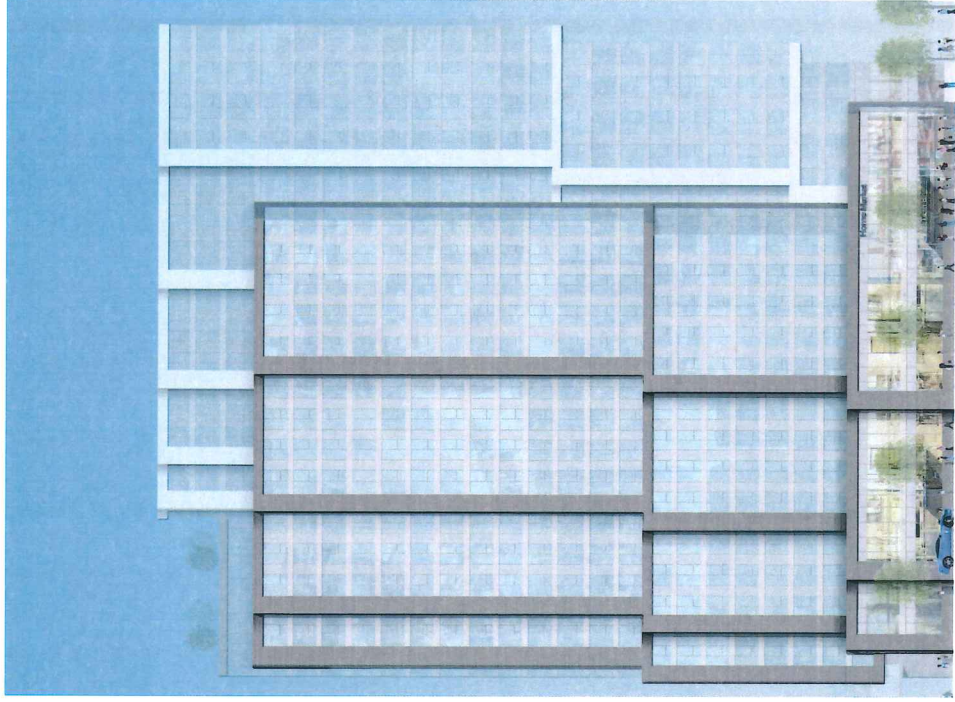
ELEVATIONS

THE POINT  
 BOSTON, MASSACHUSETTS

SAMUELS & ASSOCIATES | ARCHITECTONICA



EAST



NORTH

Exhibit C-3



**THE POINT**  
BOSTON, MASSACHUSETTS

SAMUELS & ASSOCIATES | ARQUITECTONICA

ELEVATIONS

## EXHIBIT D-1

### Density and Dimensional Zoning Requirements for the Point Parcel<sup>1</sup>

Maximum Building Height <sup>2</sup>	270 feet
Maximum Stories	N/A
Maximum Floor Area Ratio	12.0
Minimum Lot Size	None
Minimum Lot Width	None
Minimum Lot Frontage	None
Minimum Open Space per Dwelling Unit	None
Minimum Number of Offstreet Parking Spaces	None (see Section 9 above) <sup>3</sup>
Maximum Number of Offstreet Parking Spaces	None (see Section 9 above)
Minimum Yards (above and below grade)	None
Maximum Streetwall Height	Substantially in accordance with approved Drawings
Setback Above Streetwall Height	Substantially in accordance with approved Drawings
Minimum Number of Off-Street Loading Bays	Substantially in accordance with approved Drawings

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<sup>1</sup> In applying these requirements, actual dimensions and densities of the Point Building and Point Parcel shall be rounded to the nearest whole number or nearest non-decimal percentage, as applicable, but in no case shall the maximums set forth in this Exhibit D-1 be exceeded.

<sup>2</sup> See Section 3 above for Maximum Building Height provisions.

<sup>3</sup> This PDA Plan Amendment allows the Point Building to use the parking garage in the Trilogy Building which contains approximately 580 permitted parking spaces.

## EXHIBIT E-1

### **Allowed Uses for the Point Parcel**

#### MAIN USES

##### Retail/Restaurant/Services

Local Retail including, but not limited to, store retailing one or more of the following: food; baked goods; groceries; packaged alcoholic beverages; drugs; pharmacy; tobacco products; clothing; dry goods; books; flowers; paint; computers; electronic appliances; movie videos; audio tapes and cds; eyeglasses; cameras and photographic equipment, telephones and wireless phones; hardware and minor household appliances

General Retail, including but not limited to department store, furniture store and general merchandise mart

Restaurant

Lunch Room

Cafeteria

Retail Catering

Take-Out Restaurant (Small & Large)

Restaurant with live entertainment not operating after 10:30 p.m.

Bar

Private Club not serving alcohol

Private Club serving alcohol

Restaurant with or without live entertainment

Fitness Center, health club or gymnasium

Rental agency for cars

Bank

Service Establishment, including but not limited to the following: barber shop; beauty shop; shoe repair shop; self-service laundry; pick-up and delivery station of laundry or dry-cleaner; dry cleaning shop; car wash; printing and/or photocopying shop; or optometrist's shop

Trade Uses including but not limited to the following: tailor shop; caterer's establishment; photographer's studio; welder's shop; upholsterer's shop; radio, television and other electronic appliances repair shop; or machine shop.

Automatic Teller Machine

Outdoor sale of garden supplies

Agency or Professional Office

Bakery

Liquor Store

Retail Service Laundry

Accessory Truck Servicing or Storage

Indoor Sale, with or without installation, of automotive parts, accessories and supplies

Open Space

Post Office

Art Gallery

Public Art Display Space

Residential Uses

Multifamily residential housing

Hotel Uses

Executive Suites

Hotel

Other Uses

Day Care Center

Theatre



General Office

Parking Garage

ACCESSORY USES<sup>4</sup>

Accessory uses ordinarily incident to a lawful main use are allowed, subject to the provisions of Article 10, provided that any such accessory use shall be subject to the same restrictions, conditions, limitations, provisos, and safeguards as the main use to which it is accessory, including without limitation the following:

Accessory Telecommunications Equipment and Service Facility

Accessory telecommunications data distribution center

Accessory automatic teller machine

Accessory swimming pool

Accessory parking garage

Accessory outdoor café

Accessory retail

Accessory cafeteria

Accessory personnel quarters

Accessory machine shop

Accessory storage of flammable liquids and gases (small or large)

Accessory Amusement Game Machines (not more than four machines) in Commercial or Non-Commercial Establishment

Accessory Art Use

Accessory Cultural Use

Accessory Family Day Care Home

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<sup>4</sup> Accessory uses located at either the Trilogy Parcel or the Point Parcel may be used by both the Trilogy Building and the Point Building.

Accessory Home Occupation

Accessory Offices

Accessory Recycling

Accessory Container Redemption

Accessory Services

Accessory Services for Apartment Residents and Hotel Occupants

Accessory Truck Servicing or Storage

Accessory Conference Center

Accessory Uses permitted in the Fenway Triangle Neighborhood Development Area as of the date of the Plan set forth on page 1