

BOSTON REDEVELOPMENT AUTHORITY

DEVELOPMENT PLAN

for

PLANNED DEVELOPMENT AREA NO. 106

1000 WASHINGTON STREET

AND

321 HARRISON AVENUE,

SOUTH END, BOSTON

within

_____ , 2016

1. **Development Plan**: In accordance with Section 3-1A, Sections 64-28 through 64-3, and Section 80C of the Boston Zoning Code (the “Code”), this development plan constitutes the Planned Development Area Development Plan (“Development Plan”) for the existing building components and the development of new project components on the parcel of land bordered generally by Washington Street, Herald Street, Harrison Avenue and William E. Mullins Way in the South End area of Boston and containing approximately 1.915 acres of land. This Development Plan sets forth information on the existing office building (the “Existing Office Building”) and the existing parking garage structure (the “Existing Garage” and collectively with the Existing Office Building, the “Existing Structures”) as well as the development of a new structure for office use to be located above and as an addition to the Existing Garage (the “Proposed Project” and with the Existing Office Building, and the Existing Garage, each a “Project Component”), including the proposed location and appearance of structures, open spaces and landscaping for the Existing Structures and the Proposed Project, the proposed dimensions of the Existing Structures and the Proposed Project, the proposed density, proposed traffic circulation, the proposed parking and loading facilities, access to public transportation, and other major elements of the Existing Structures and the Proposed Project. As further described in this Development Plan, the Proposed Project will include the reconstruction of the existing lobby to serve as a shared lobby area for each Project Component, significant public realm improvements, and the reduction of parking spaces in the Existing Garage to accommodate the new office structure.

2. **Proponent:** The developer of the Proposed Project is Nordblom Development Company, Inc., its successors and assigns (the “Proponent”), on behalf of 1000 W Acquisitions, LLC, the owner of the Site.

3. **Site:** The site consists of approximately 1.915 acres located at 1000 Washington Street and 321 Harrison Avenue in Boston (the “Site”). The office portion of the Proposed Project will be built as an addition atop the Existing Garage and the Proposed Project will include the reconstruction of the existing lobby area to serve as a shared lobby area, with sidewalk and other pedestrian realm improvements. The Site is more particularly bounded and described on Exhibit A attached hereto and as shown on the existing conditions plan prepared by BSC Group (the “Survey Plan”), a copy of which is included in the set of plans referenced in Appendix 1.

4. **Proposed Location, Appearance, and Dimensions of Structures and Densities:** The Existing Office Building, known as 1000 Washington Street, consists of an approximately 260,094 gross square feet office building containing 11 stories, including ground level lobby and loading areas, with below-ground storage and other areas. The Existing Garage consists of a 3-story structure containing approximately 300 parking spaces. The office portion of the Proposed Project involves the construction of a maximum 230,000 gross square feet structure to be built on top of the Existing Garage with retail or gallery space at the corner of Herald Street and Harrison Avenue.

The Proponent has engaged the architectural firm of SMMA to design the Proposed Project which will include significant landscaping and other street level improvements. The preliminary architectural drawings are attached as Appendix 1.

The primary urban design goal of the Proposed Project is to enhance the public realm around the Site with the addition of an appropriately scaled building and streetscape. At the ground level, the proposed massing, after taking into account the Existing Structures, is meant to activate the street as much as possible. Rising above the Existing Garage, the Proposed Project is intended to address the nature of the Site as a gateway to the South End with vistas to the downtown central business district, the Back Bay to the west, and the Seaport and South Boston to the east. To add to this gateway concept, the proposed new massing is tight to the corner of Herald Street and Harrison Avenue. The large glass curtainwall on the north side of the Site provides an iconic presence towards the financial district and the Massachusetts Turnpike. The new cladding and screening of the Existing Garage will unify the base of the new structure and the Site.

The public realm around the Site will be enhanced by a new open space that will be created adjacent to the Existing Office Building at the corner of Harrison Ave. and William E. Mullins Way that will contain features and seating to support outdoor gathering and social space. Gallery or other retail uses will be provided at the corner of Herald Street and Harrison Avenue that will serve to welcome pedestrians to the Site and this area.

The design of the Proposed Project will fulfill the applicable provisions of the South End Neighborhood Zoning District. The Existing Structures and the Proposed Project will have maximum building heights that do not exceed 150 feet. The Floor

Area Ratio (“FAR”) for the Existing Structures and the Proposed Project will not exceed 6.5 in total, as calculated pursuant to the Code. Project Components may be located on separately owned lots or units (if condominium form of ownership is established), at any time and from time to time, but the Site shall be treated as a single lot for purposes of calculating FAR if there is a recorded agreement between the owners of such lots, or units that allocates the gross floor area of the Existing Structures and the Proposed Project so that the total FAR of such lots or units together do not exceed the maximum FAR of 6.5.

5. **Open Spaces and Landscaping:** The Harrison Avenue sidewalk will be approximately 16 feet wide, the Washington Street sidewalk is approximately 16 feet wide and there will be no changes to the existing widths of the sidewalk along Herald Street and Mullins Way. The loading dock for the Existing Office Building will be reconfigured to provide a pocket park containing approximately 4,900 square feet to enliven the corner of Harrison Ave. and Mullins Way and provide seating and a pleasant pedestrian experience and transition along Harrison Avenue and leading to Washington Street.

6. **Proposed Uses:** Each Project Component may be used for those office, commercial, retail, restaurant, off-street parking, public parking, and loading uses listed in Appendix 2 attached hereto. Each Project Component shall comply with the uses described in this Development Plan and Appendix 2 attached hereto.

7. **Traffic Circulation:** The existing curb cuts on Washington Street and Harrison Avenue will be used for the Existing Structures and the Proposed Project. Pedestrian access to the Existing Structures and the Proposed Project will be provided via both Harrison Avenue and Washington Street. During business hours pedestrians will be able to use the new lobby for through access to and from Harrison Avenue and Washington Street.

8. **Parking and Loading Requirements:** Truck and loading access to the Existing Structures and the Proposed Project will take place off of Mullins Way. The existing loading area will be reconfigured as part of the Proposed Project to provide for additional pedestrian areas on the corner of Harrison Avenue and Mullins Way. The Existing Garage provides parking for approximately 300 vehicles – approximately 60 spaces will be lost for the Proposed Project with the result that 240 parking spaces will be available for use by tenants, employees and visitors. Up to 50 parking spaces may be made available for public use (subject to availability and receipt of all approvals). Pursuant to Section 64-36 of the Code, any approved parking and loading shall be approved by the Boston Redevelopment Authority (“BRA”) under Section 80B of the Code.

9. **Access to Public Transportation:** The Site is located on the MBTA’s Silver Line and close to the Tufts Medical Center Orange Line subway stop. The Broadway Red Line subway stop is a short walk away in South Boston. There are also MBTA bus routes that directly pass the Site on Washington Street.

10. **Signs.** Section 64-35 of the Code regulates the size and location of signs in the South End Neighborhood District and provides that the sign requirements for the each Project Component may be established through design review and Large Project

Review under Article 80B of the Code. In accordance therewith, signage will be approved by the Urban Design Department of the BRA.

11. **Affordable Cultural Space or Start-Up Business Space.** The Proposed Project will comply with the provisions of Section 64-29.1(b) of the Code by (i) construction or causing the construction on-site of not less than five percent (5%) of the total Gross Floor Area of the Proposed Project, above that allowed as-of-right in the underlying zoning subdistrict, for use by an existing or start-up business, or not for profit Affordable Cultural Space, as defined in Section 64-41.2 of the Code, to be determined and agreed upon by the Proponent, the BRA and/or the Boston Local Development Corporation; or (ii) a combination of such existing or start-up business or not-for-profit Affordable Cultural Space, as defined in Section 64-21.2 of the Code, and another significant contribution, consisting of: 1) up to five percent (5%) of the total Gross Floor Area of the Proposed Project, above that allowed as-of-right, for on-site use by an existing or start-up business or not-for-profit Affordable Cultural Space, to be determined and agreed upon by the Proponent, the BRA and/or the Boston Local Development Corporation; and/or 2) an additional contribution to the Harrison/Albany Corridor Business and Cultural Loan Fund, administered by the Boston Local Development Corporation. Said combination shall be determined by the BRA and shall be the equivalent of five percent (5%) of the total Gross Floor Area of the Proposed Project, above that allowed as-of-right in the underlying zoning subdistrict.

12. **Other Zoning Approvals.** In addition to addressing the above-referenced zoning provisions, the Proposed Project is also subject to Large Project Review by the BRA. In accordance with the requirements set forth in Section 80B of the Code, on _____ the Proponent filed an Expanded Project Notification Form (“PNF”) with the BRA. Final plans and specifications for the Existing Structures and the Proposed Project will be submitted to the BRA during the Large Project Review process and for the approval of this Development Plan. The Site and each Project Component will be subject to the use and dimensional controls set forth herein, which are comprehensive development controls delineating the uses and dimensions for the Proposed Project and each Project Component.

13. **Compliance with the Groundwater Conservation Overlay District.** The Site is located within the Groundwater Conservation Overlay District which is governed by Article 32 of the Code. The Proponent shall comply with the standards and requirements set forth in Article 32 of the Code. The Proponent shall obtain a written determination from the Boston Water and Sewer Commission (“BWSC”) as to whether the Proposed Project meets the standards and requirements of Article 32. In addition, the Proponent shall demonstrate that the Proposed Project meets the requirements of Section 32-6 of the Code by obtaining a stamped certification from a Massachusetts registered engineer showing how the requirements of Section 32-6 of the Code are met. The Proponent shall provide both a copy of the written determination from BWSC and a copy of the stamped certification from a Massachusetts registered engineer to the BRA and the Boston Groundwater Trust prior to the issuance of a Certification of Consistency or Partial Certification of Consistency. As such, the Proposed Project shall be deemed to be in compliance with Article 32 of the Code and shall not need a conditional use permit from the Board of Appeal for Article 32 purposes.

14. **Green Building.** The Proposed Project shall comply with the requirements of Article 37 of the Code and shall submit the LEED Scorecard and supporting documentation required by Article 37 of the Code to the BRA during the Large Project Review process.

15. **Public Benefits:** The direct public benefits of the Proposed Project are set forth below.

The Proposed Project will:

- Introduce new vitality along Harrison Avenue and Washington Street at the gateway to the South End.
- Increase economic activity to the South End.
- Create approximately 300 construction jobs and 1,500 permanent jobs.
- Provide diversification and expansion of the South End’s economy
- Increase tax revenue for the city.

Neighborhood Design Enhancements:

- Create a vibrant office project above an existing parking garage to enhance neighborhood design and pedestrian realm connectivity.
- Use varied multi-level and multi-material façade articulation to enhance pedestrian “urban village” feeling to the area.
- Support the Harrison Avenue Reconstruction Plan through sidewalk and streetscape design.
- Continue the recent trend of bringing high quality architecture to the neighborhood.
- Provide improvements to urban design characteristics and aesthetic character of the Site and its surrounding, and the enhancement of existing open space or the creation of new open space.

Sustainable Design Focus:

- Incorporate state of the art “green” design elements including energy efficient mechanical and building control systems and environmentally responsible materials.
- Build onsite bicycle storage with easy access to encourage bicycle use.

16. **Ownership of Site and Project Components.** Although the Site is currently a single lot, it is contemplated that each Project Component may be separately owned and financed including, without limitation, by the creation of separate parcels, condominium ownership, or otherwise. The compliance or non-compliance of any one Project Component shall not affect the compliance of any other Project Component with the requirements of this Development Plan or of the Code. In no event shall any Project Component exceed the height and FAR requirements (as applied to the Site) of this Development Plan. Each Project Component will be eligible to receive its own Certification of Consistency or Partial Certification of Consistency for such Project Component if, and only if, the Director of the BRA makes the findings set forth in Article 80C-8 of the Code. Any owner of a Project Component may seek an amendment of this Development Plan as to such Project Component without the consent of any other Project Component owner, provided that such amendment does not change any obligation or requirement of any other Project Component, or diminish any public benefits required by this Development Plan. The provisions of this Development Plan applicable to a Project Component may be amended only with the consent of the owner of such Project Component.

17. **Obligation to Proceed with Proposed Project.** Notwithstanding anything to the contrary contained in this Development Plan, under no circumstances will the Proponent be obligated to proceed with all or any portion of the Proposed Project. If the Proponent proceeds with the Proposed Project, it will comply with the obligations and requirements contained in this Development Plan.

18. **Development Review Procedures:** All design plans for the Proposed Project are subject to on-going development review and approval by the BRA. Such review is to be conducted in accordance with Article 80 of the Code and the BRA Development Review Guidelines, dated 2006.

LIST OF EXHIBITS AND APPENDICES

to

DEVELOPMENT PLAN

For

1000 Washington Street and 321 Harrison Avenue

EXHIBIT A LEGAL DESCRIPTION OF THE SITE

APPENDIX 1

PROJECT DRAWINGS AND SITE SURVEY.

APPENDIX 2 ALLOWED USES - SEE ATTACHED

Exhibit A

Legal Description of Site

A CERTAIN PARCEL OF LAND WITH BUILDINGS THEREON NUMBERED 311-321 HARRISON AVENUE, SITUATED IN THE CITY OF BOSTON, COUNTY OF SUFFOLK IN THE COMMONWEALTH OF MASSACHUSETTS, WHICH PARCEL IS SHOWN ON A PLAN BY BSC GROUP, ENTITLED, "CONSOLIDATION PLAN OF LAND; 311-321 HARRISON AVENUE IN BOSTON, MASSACHUSETTS (SUFFOLK COUNTY)", DATED AUGUST 21, 2006 AND RECORDED WITH THE SUFFOLK COUNTY REGISTRY OF DEEDS AS PLAN NO. 882 OF 2006, AND BONDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF THE PARCEL, SAID CORNER BEING THE INTERSECTION OF THE EASTERLY LINE OF WASHINGTON STREET WITH THE NORTHERLY LINE OF WILLIAM E. MULLINS WAY, SAID POINT BEING THE POINT OF BEGINNING; THENCE

- | | |
|-----------------|--|
| N 14° 58' 41" E | A DISTANCE OF ONE HUNDRED TWELVE AND TEN HUNDREDTHS FEET (112.10) TO A POINT; THENCE |
| S 73° 22' 25" E | A DISTANCE OF FIVE AND THREE HUNDREDTHS FEET (5.03) TO A POINT; THENCE |
| N 10° 15' 59" E | A DISTANCE OF TWENTY-FOUR AND FOURTEEN HUNDREDTHS FEET (24.14) TO A POINT; THENCE |
| N 10° 19' 19" E | A DISTANCE OF ONE HUNDRED TWENTY AND EIGHT HUNDREDTHS FEET (120.80) TO A POINT OF CURVATURE; |

THE PREVIOUS FOUR (4) COURSES BOUNDING ON THE EASTERLY LINE OF SAID WASHINGTON STREET; THENCE

- | | |
|-----------------|---|
| NORTHEASTERLY | AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF TWENTY AND NO HUNDREDTHS FEET (20.00), A LENGTH OF THIRTY-THREE AND FIVE HUNDREDTHS FEET (33.05) TO A POINT ON THE SOUTHERLY SIDELINE OF HERALD STREET; THENCE |
| S 74° 59' 19" E | A DISTANCE OF TWO HUNDRED SIXTY-TWO AND FIFTY-FIVE HUNDREDTHS FEET (262.55) ALONG SAID SOUTHERLY LINE OF HERALD STREET TO A POINT OF CURVATURE; THENCE |

SOUTHEASTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF TWENTY AND NO HUNDREDTHS FEET (20.00), A LENGTH OF THIRTY-ONE AND EIGHTY-SIX HUNDREDTHS FEET (31.86) TO A POINT ON THE WESTERLY SIDELINE OF HARRISON STREET; THENCE

S 16° 17' 05" W A DISTANCE OF ONE HUNDRED NINETY-TWO AND TWENTY-NINE HUNDREDTHS FEET (192.29) TO A POINT; THENCE

S 72° 50' 03" E A DISTANCE OF TEN AND NO HUNDREDTHS FEET (10.00) TO A POINT; THENCE

S 16° 17' 05" W A DISTANCE OF NINETEEN AND THIRTY-ONE HUNDREDTHS FEET (19.31) TO A POINT; THENCE

N 72° 45' 55" W A DISTANCE OF TEN AND NO HUNDREDTHS FEET (10.00) TO A POINT; THENCE

S 16° 17' 05" W A DISTANCE OF THIRTY-EIGHT AND NO HUNDREDTHS FEET (38.00) TO A POINT OF CURVATURE;

THE PREVIOUS FIVE (5) COURSES BOUNDING ON SAID WESTERLY LINE OF HARRISON AVENUE; THENCE

SOUTHWESTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF TWENTY AND NO HUNDREDTHS FEET (20.00), A LENGTH OF THIRTY-ONE AND EIGHTY-TWO HUNDREDTHS FEET (31.82) TO A POINT ON THE NORTHERLY LINE OF WILLIAM E. MULLINS WAY; THENCE

N 72° 33' 10" W A DISTANCE OF TWO HUNDRED SIXTY-NINE AND FORTY-TWO HUNDREDTHS FEET (269.42) ALONG SAID NORTHERLY LINE OF WILLIAM E. MULLINS WAY TO THE POINT OF BEGINNING.

A PORTION OF THE ABOVE-DESCRIBED PARCEL (TRACT 1, PARCEL D) IS REGISTERED LAND AND IS SHOWN ON LAND COURT PLAN NUMBER 2213A.

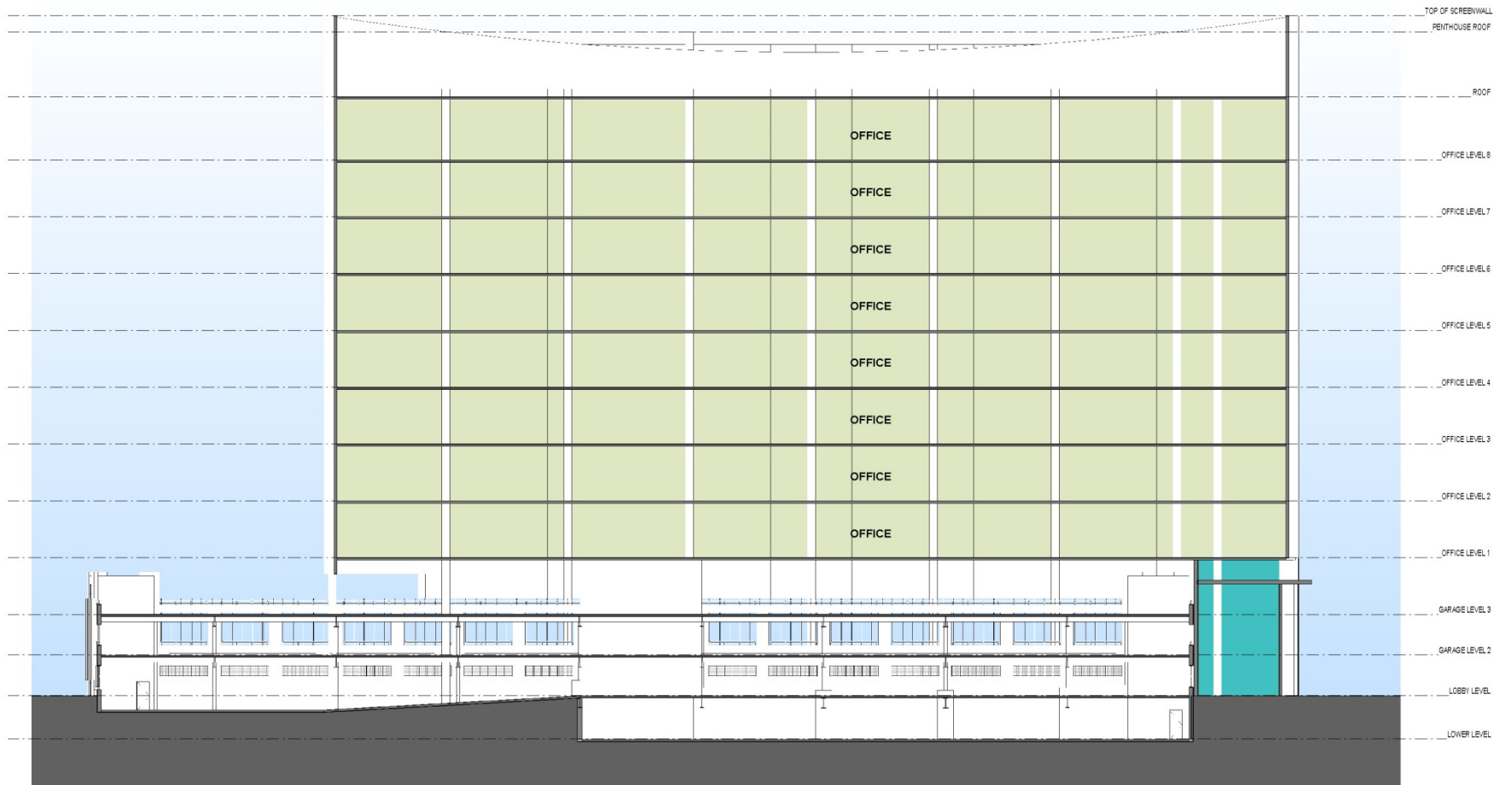
THE ABOVE-DESCRIBED PARCEL OF LAND CONTAINS AN AREA OF 83,470 SQUARE FEET, MORE OR LESS.

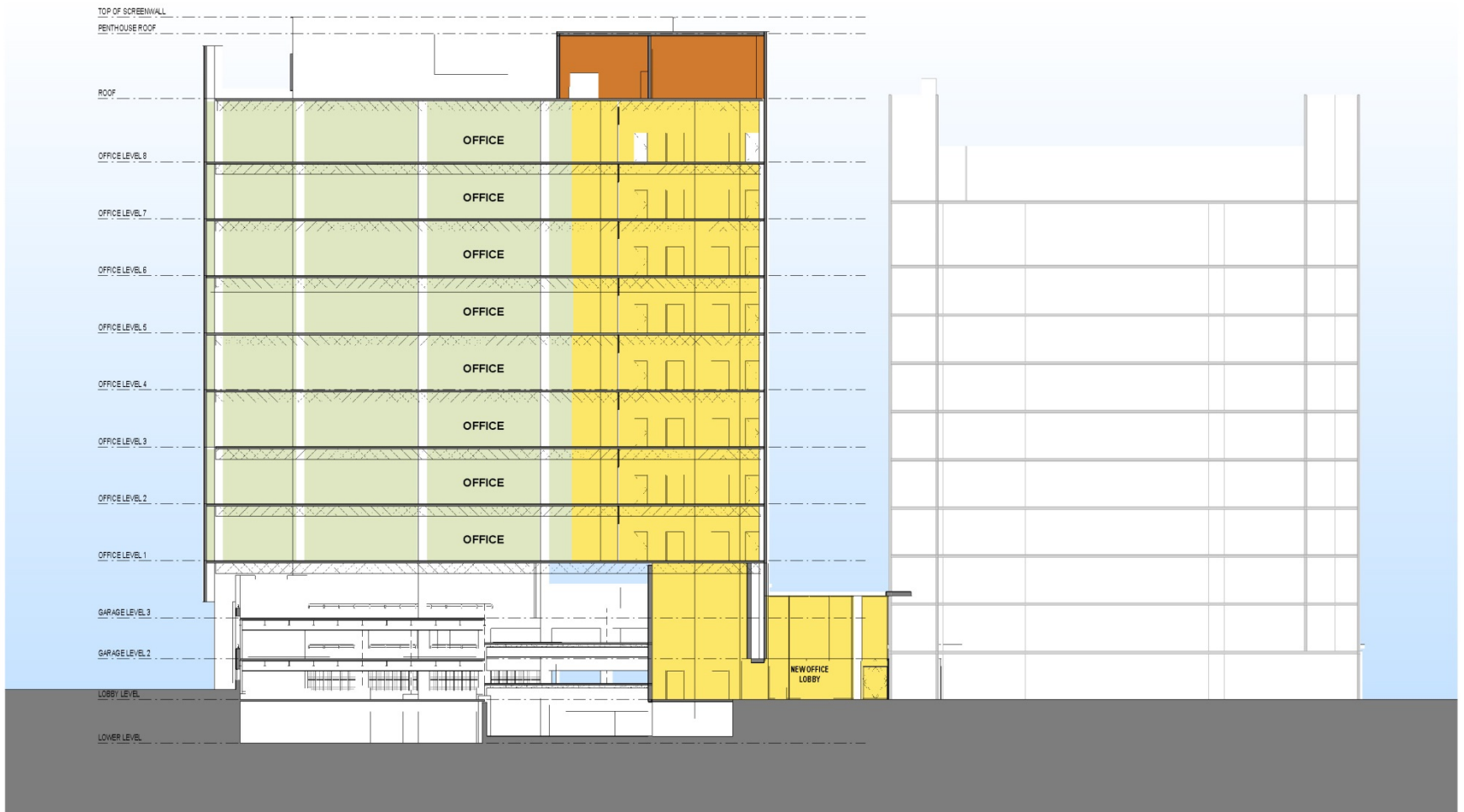
BEING THE SAME PREMISES CONVEYED TO THE GRANTOR BY DEED RECORDED WITH SAID REGISTRY OF DEEDS IN BOOK 53869, PAGE 281.

APPENDIX 1

PROJECT DRAWINGS AND SITE SURVEY











PLAN REFERENCES

PLAN OF LAND ENTITLED "ALTA/ACSM LAND TITLE SURVEY PLAN OF LAND, SURVEY OF THE FORTY-BLOCK IN BOSTON MASSACHUSETTS" PREPARED BY BSC GROUP, INC. FOR FUR CORPORATION, DATED DECEMBER 17, 2001 AND LAST REVISED ON APRIL 5, 2005. (SEE DRAWING #0653-1)

GENERAL NOTES

- 1. THIS PLAN IS BASED ON AN ON-THE-GROUND SURVEY PERFORMED ORIGINALLY BY THE BSC GROUP, INC. IN OCTOBER 1985 (AS NOTED BY THE REFERENCE TO OCT 17, 2006) AND REVISOR ON OCTOBER 21, 2014.
2. THE FEATURES IN PART OF SOUTH END LANDMARK DISTRICT (BOOK 1704, PAGE 62).
3. THE INTEREST PARTIES LIES WITHIN ZONE K (ENLARGED) AS ORIGINALLY DERIVED ON FLOOD INSURANCE RATE MAP NUMBER 22052600770 FOR COMMUNITY NUMBER 25008, EFFECTIVE DATE SEPTEMBER 23, 2009.
4. ALL UNDERGROUND UTILITIES SHOWN WERE PROVIDED BY OTHERS AND ARE APPROXIMATE ONLY. ACTUAL LOCATIONS MUST BE DETERMINED IN THE FIELD BEFORE DESIGNING, CONSTRUCTING, INSTALLING, MODIFYING, REPAIRING, MAINTAINING OR REMOVING ANY UTILITIES. COMPANY, PUBLIC AND PRIVATE, MUST BE CONTACTED INCLUDING THOSE IN CONTROL OF UTILITIES NOT SHOWN ON THIS PLAN. SEE CHAPTER 270A, ACTS OF 1984, MASSACHUSETTS, CALL "911" OR "911-ALERT" AT 1-888-364-7373 OR AT 800-352-0347 FOR ASSISTANCE. BSC ASSUMES NO RESPONSIBILITY FOR DAMAGES INCURRED AS A RESULT OF UTILITIES LAPPED OR UNLOCATEDLY SHOWN, BEFORE PLANNING FUTURE CONNECTIONS. THE APPROPRIATE PUBLIC UTILITY ENGINEERING DEPARTMENT MUST BE CONSULTED.
5. THE PROPERTY SHOWN HEREIN IS THE SAME AS DESCRIBED IN SCHEDULE A OF STEREA TITLE GUARANTEE COMPANY COMMITMENT NUMBER 1400007458, WITH AN EFFECTIVE DATE OF OCTOBER 6, 2014.

RECORD OWNER:
RECORD INVESTMENTS LLC
8000 ADEBI, PEARL ISLAND
CITY OF MAINE 04063

PARCEL DESCRIPTION

A. SECTION PARCEL OF LAND WITH BUREAU OF PUBLIC WORKS (BWP) 311-321 HARRISON AVENUE, SITUATED IN THE CITY OF BOSTON, COUNTY OF SUFFOLK IN THE COMMONWEALTH OF MASSACHUSETTS. SAID PARCEL IS SHOWN ON A PLAN BY BSC GROUP, ENTITLED "CONSOLIDATION PLAN OF LAND, 311-321 HARRISON AVENUE IN BOSTON, MASSACHUSETTS (SUFFOLK COUNTY), DATED AUGUST 21, 2006 AND RECORDED WITH SAID DEEDS AS PLAN NO. 052 OF BOOK BROWNEY AND REGISTERED AS FOLLOWS:

- BEHIND AND AT THE SOUTHWEST CORNER OF THE PARCEL, SAID CORNER BEING THE INTERSECTION OF THE EASTERLY LINE OF BROWNINGTON STREET WITH THE NORTHERLY LINE OF WILLIAM E. MULLINS WAY, SAID POINT BEING THE POINT OF BEGINNING, THENCE
N 14°04'41" E A DISTANCE OF ONE HUNDRED TWELVE AND TEN HUNDREDS FEET (112.10) TO A POINT, THENCE
S 72°32'25" E A DISTANCE OF FIVE AND THREE HUNDREDS FEET (5.25) TO A POINT, THENCE
N 10°58'59" E A DISTANCE OF TWENTY-FOUR AND FOURTEEN HUNDREDS FEET (24.14) TO A POINT, THENCE
N 10°58'59" E A DISTANCE OF ONE HUNDRED TWENTY AND EIGHTY HUNDREDS FEET (208.00) TO A POINT OF CURVATURE,
THE PREVIOUS FOUR (4) COURSES BEARING ON THE EASTERLY LINE OF SAID BROWNINGTON STREET, THENCE
NORTH-EASTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF TWENTY AND NO HUNDREDS FEET (20.00), A LENGTH OF THIRTY-THREE AND FIVE HUNDREDS FEET (33.25) TO A POINT ON THE SOUTHWEST CORNER OF HERALD STREET, THENCE
S 74°08'19" E A DISTANCE OF TWO HUNDRED SIXTY-NINE AND FIFTY-FIVE HUNDREDS FEET (266.20) TO A POINT OF CURVATURE,
AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF TWENTY AND NO HUNDREDS FEET (20.00), A LENGTH OF THIRTY-ONE AND FORTY-TWO HUNDREDS FEET (31.82) TO A POINT ON THE WESTERLY SIDEWALK OF HARRISON STREET, THENCE
S 16°17'00" E A DISTANCE OF ONE HUNDRED NINETY-TWO AND TWENTY-ONE HUNDREDS FEET (193.21) TO A POINT, THENCE
S 72°50'07" E A DISTANCE OF TEN AND NO HUNDREDS FEET (10.00) TO A POINT, THENCE

PARCEL DESCRIPTION - CONTINUES

- A DISTANCE OF NINETEEN AND THIRTY-ONE HUNDREDS FEET (19.31) TO A POINT, THENCE
N 72°42'50" E A DISTANCE OF TEN AND NO HUNDREDS FEET (10.00) TO A POINT, THENCE
S 16°17'00" E A DISTANCE OF THIRTY-FOUR AND NO HUNDREDS FEET (34.00) TO A POINT OF CURVATURE,
THE PREVIOUS FIVE (5) COURSES BEARING ON SAID WESTERLY SIDE OF HARRISON AVENUE, THENCE
SOUTH-WESTERLY AND CURVING TO THE RIGHT ALONG THE ARC OF A CURVE HAVING A RADIUS OF TWENTY AND NO HUNDREDS FEET (20.00), A LENGTH OF THIRTY-ONE AND FORTY-TWO HUNDREDS FEET (31.82) TO A POINT ON THE NORTHERLY LINE OF WILLIAM E. MULLINS WAY, THENCE
N 72°33'10" E A DISTANCE OF TWO HUNDRED SIXTY-NINE AND FORTY-TWO HUNDREDS FEET (266.42) ALONG SAID NORTHERLY LINE OF WILLIAM E. MULLINS WAY TO THE POINT OF BEGINNING,
A PORTION OF THE ABOVE DESCRIBED PARCEL (TRACT I, PARCEL D) IS REGISTERED LAND AND IS SHOWN ON LAND COURT PLAN NUMBER 221A.
THE ABOVE DESCRIBED PARCEL OF LAND CONTAINS AN AREA OF 83,470 SQUARE FEET, MORE OR LESS.

ZONING SUMMARY - CITY OF BOSTON

ZONING CLASSIFICATION: URBAN ECONOMIC DEVELOPMENT AREA NORTH WITHIN THE SOUTH END METROBOROUGH DISTRICT

Table with 3 columns: DIMENSIONAL REQUIREMENTS, REQUIRED, PROVIDED. Includes rows for Minimum Front Setback, Minimum Side Setback, Minimum Rear Setback, Minimum Building Height, and Parking Requirement.

NOTE: ZONING SUMMARY IS BASED ON PERMIT FOR RECONSTRUCTION AND VARIATION, 1000 BROWNINGTON STREET AND 311-321 HARRISON AVENUE, BOSTON, MASSACHUSETTS. PREPARED FOR RECORDING, DATED 12/17/2014. FOR SEE NUMBER 80864-1.

PARKING SPACE TABLE. Table with 4 columns: TYPE OF SPACE, REGULAR, HANDICAP, TOTAL. Rows include Garage Basement, Garage First, Garage Second, Garage Roof, Site, and Total.

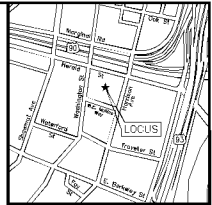
SCHEDULE B - SECTION 2 (EXCEPTIONS)

- THE FOLLOWING EXCEPTIONS ARE REFERRED IN SCHEDULE B - SECTION 2 OF STEREA TITLE GUARANTEE COMPANY COMMITMENT NUMBER 1400007458, WITH AN EFFECTIVE DATE OF OCTOBER 6, 2014.
1. INTENTIONALLY DELETED.
2. INTENTIONALLY DELETED.
3. TERMS AND PROVISIONS OF THE LAND ACQUISITION AND REDEVELOPMENT PLAN, NEW YORK STREETS PROJECT BY THE BOSTON HOUSING AUTHORITY RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 7244, PAGE 38 (AFFECTS TRACTS 1 & 2 - NOT PLOTTABLE).
4. RIGHTS, CONDITIONS, EASEMENTS, COVENANTS AND AGREEMENTS SET FORTH IN DEED FROM CRELL-BEVER REDEVELOPMENT CORPORATION TO CLARA R. BRIDGE DATED JULY 29, 1955, AND FILED WITH SAID REGISTER OF DEEDS AS DOCUMENT NO. 458, AND SHOWN ON LAND DISPOSITION PLAN RECORDED IN BOOK 7263, PAGE 345 (AFFECTS PARCEL D ONLY - NOT PLOTTABLE).
5. RIGHTS, CONDITIONS, EASEMENTS, COVENANTS AND AGREEMENTS SET FORTH IN DEED FROM CRELL-BEVER REDEVELOPMENT CORPORATION TO CLARA R. BRIDGE DATED JULY 29, 1955, AND FILED WITH SAID REGISTER OF DEEDS IN BOOK 7244, PAGE 38, AND SHOWN ON LAND DISPOSITION PLAN RECORDED IN BOOK 7263, PAGE 345 (AFFECTS PARCELS OF TRACT I ONLY - NOT PLOTTABLE).
6. EASEMENT AND FINISHED HARRISON AVENUE, AVEUE STREET AND RECONSTRUCTION BY THE CITY OF BOSTON RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 3210, PAGES 366, 368 AND 369 (AFFECTS TRACT I - LAYOUTS SHOWN).
7. WATER MAIN AND SEWER EASEMENT SHOWN ON PLAN ENTITLED "LAND DISPOSITION PLAN, URBAN GENERAL DIVISION BOSTON REDEVELOPMENT AUTHORITY, NEW YORK STREETS PROJECT, U.S. MAPS, 2-1" DATED MARCH 6, 1957 AND RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 7244, PAGE 345, AND SHOWN ON PLAN RECORDED WITH SAID REGISTER OF DEEDS AS PLAN NO. 886 OF 31066 (AFFECTS PARCELS OF TRACT I - PLOTTED).
8. RESERVATION OF THE SOUTH END HISTORIC DISTRICT BY NOTE OF THE BOSTON LANDMARKS COMMISSION, PURSUANT TO G. L. C. 212 OF THE ACTS OF 1970, DATED NOVEMBER 14, 1983, RECORDED WITH SAID REGISTER OF DEEDS ON MAY 5, 1985 IN BOOK 1184, PAGE 82 (LOCUS IS ON PAGE 79 OF DOCUMENT) (AFFECTS TRACT I - NOT PLOTTABLE).
9. MAINTENANCE AGREEMENT BY AND BETWEEN THE CITY OF BOSTON AND TERMAINE, INC. RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 1532, PAGE 121 (AFFECTS TRACT I - PLOTTED).
10. AGREEMENT BY AND BETWEEN TERMAINE, INC. AND BOSTON WATER AND SEWER COMMISSION DATED MARCH 2, 1988 AND RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 1184, PAGE 82 (AFFECTS TRACT I - NOT PLOTTED, LOCATION UNKNOWN).
11. COVENANTS, RESTRICTIONS AND CONDITIONS SET FORTH IN A DEED FROM BOSTON REDEVELOPMENT AUTHORITY TO CRELL-BEVER REDEVELOPMENT CORPORATION DATED DECEMBER 21, 1957 AND RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 7260, PAGE 21 (AFFECTS TRACT I AND II - NOT PLOTTABLE).
12. TERMS AND CONDITIONS CONTAINED IN AN AGREEMENT BY AND BETWEEN CITY REDEVELOPMENT CORPORATION AND THE BOSTON HOUSING AUTHORITY, AS AFFECTED BY CERTAIN LAND DISPOSITION CERTIFICATES TO THE BOSTON HOUSING AUTHORITY DATED AUGUST 1, 1985 AND RECORDED WITH SAID REGISTER OF DEEDS IN BOOK 7995, PAGE 243 (AFFECTS TRACT 2 - NOT PLOTTABLE).
13. INTENTIONALLY DELETED.
14. INTENTIONALLY DELETED.
15. PLAN ENTITLED "ALTA/ACSM LAND TITLE SURVEY 311-321 HARRISON AVENUE IN BOSTON, MA (SUFFOLK COUNTY) DATED NOVEMBER 4, 2014, LAST REVISED 12/17/2014, PREPARED FOR RECORDING BY BSC GROUP, INC. BOSTON, MA 02107. SCALE: 1"=20'-0". AND RECORDED AT JOB NO. 11-200427 (DISCLOSED) THE FOLLOWING:
A. UTILITY LINES EXTEND INTO THE INSURED PREMISES FROM HARRISON AVENUE, WILLIAM E. MULLINS WAY, BROWNINGTON STREET AND HERALD STREET.
B. CONCRETE WALK WAY BOUND THE OUTSIDE PERIMETER OF THE INSURED PREMISES.
C. HANDICAP RAMP EXTEND INTO HARRISON AVENUE, BROWNINGTON STREET AND HERALD STREET.
D. PLASTER METAL FENCE EXTENDS INTO WILLIAM E. MULLINS WAY.
E. SIDEWALK EXTENDS INTO BROWNINGTON STREET.
F. BUILDING EXTENDS OVER BROWNINGTON STREET BEYOND BY APPROXIMATELY 8 FEET.
G. TREE PLANTERS EXTEND OVER THE HERALD STREET BROADWAY.
H. INCLUDES EXTENDS OVER WILLIAM E. MULLINS WAY BEYOND BY UP TO 14 FEET.

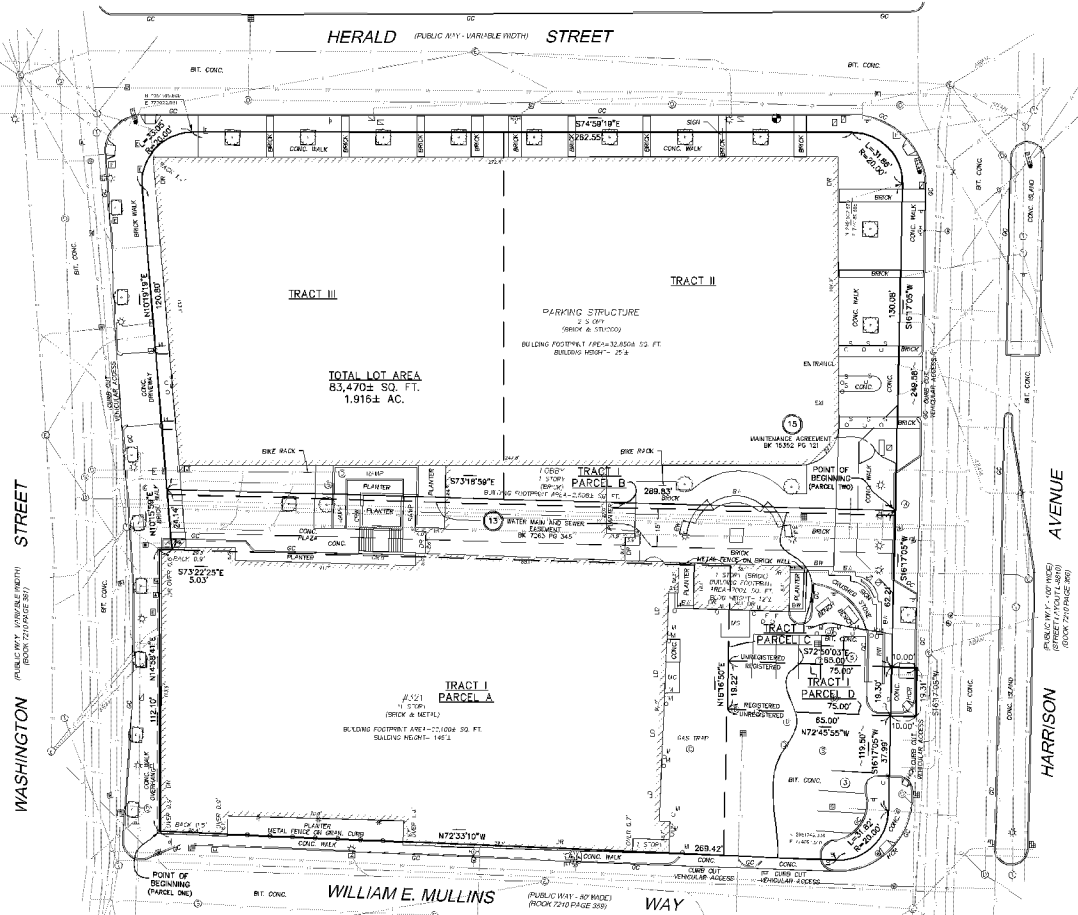
SURVEY CERTIFICATION

TO: 1000 S BEDFORDS, LLC, BOSTON HOUSING AUTHORITY COMPANY, SUBSTANTIAL PARTNER ACQUISITIONS LLC, AND EAST BOSTON SHARED BANK.
THIS IS TO CERTIFY THAT THIS MAP OR PLAN AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2011 ANTIMONY STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS, UNLESS OTHERWISE PROVIDED AND APPROVED BY ALTA AND ANS, AND INCURRED THERE TO, A, 90%, 100%, 100%, 0, 0, 1%, 1%, 1%, AND 1% OF TABLE A THROUGH D. THE FIELD BOOKS WERE COMPLETED ON NOVEMBER 4, 2014.
DATE OF PLAN OR MAP: NOVEMBER 4, 2014.

REGISTERED LAND SURVEYOR FOR THE COMMONWEALTH OF MASSACHUSETTS.
Signature: SEW
Date: 12/18/2014



Locus Map (NOT TO SCALE)



LEGEND. Table listing symbols for various features: BOSTON #2258340 HARD/PARCEL, AC ACCESS, BRICK WALL, CONCRETE, etc.

ALTA/ACSM LAND TITLE SURVEY
311 - 321 HARRISON AVENUE
IN
BOSTON MASSACHUSETTS (SUFFOLK COUNTY)
NOVEMBER 4, 2014

PREPARED FOR:
NORFOLK COMPANY
15 THIRD STREET
BURLINGTON, MA 01803

BSC GROUP
15 Blaine Street
Boston, Massachusetts
02127 617.896.4300

Table with 2 columns: FIELD, SHEET. Includes rows for Project, Client, Date, Drawing, and Revision.

APPENDIX 2

1000 Washington Street and 321 Harrison Avenue

ALLOWED USES

Automatic Teller Machine

Bank

Community Uses

Cultural Uses

Educational (excluding college and/or university uses)

Professional School

Trade School

Amusement Game Machines In Commercial Establishment

Restaurant With Live Entertainment, Not Operating After 10:30 pm

Restaurant With Live Entertainment Operating After 10:30 pm

Fitness Center

Clinic

Clinical Laboratory

Office Uses

General Manufacturing Use

Light Manufacturing Use

Printing Plant

Public Service Uses

Research and Development Uses

Restaurant Uses

Retail Uses

Service Uses

Storage of flammable liquids and gases (large and small)

Trade Uses

Parking Garage – private and public

Rental agency for cars

Wholesale Uses

All Accessory Uses To The Foregoing

Accessory Storage of flammable liquids and gases, small and large

Accessory Outdoor Cafe

Accessory Service Use

Accessory Services for Accessory Parking

Accessory Car Wash

Ancillary Parking