

**DEVELOPMENT PLAN FOR
THE RESIDENTIAL PROJECT AT 125 GUEST STREET
WITHIN
PLANNED DEVELOPMENT AREA NO. 87
BOSTON LANDING
GUEST STREET, LIFE STREET AND ARTHUR STREET
BRIGHTON AREA OF BOSTON
DATED: _____, 20**

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FOR
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DATED: _____, 20

1. **Development Plan.** Pursuant to Section 3-1A and Article 80C of the Zoning Code of the City of Boston, Massachusetts, as amended (as so amended, the “**Code**”), and the Master Plan for Planned Development Area (“**PDA**”) No. 87, Boston Landing, Guest Street, Life Street and Arthur Street, Brighton Area of Boston, as amended, (as so amended, the “**PDA Master Plan**”), this plan constitutes the Development Plan (the “**Development Plan**”) for the development of the Residential Project at 125 Guest Street (the “**Proposed Project**”) located on the southerly side of Guest Street and westerly side of Arthur Street (the “**Site**”) by Boston Landing LLC (the “**Proponent**”), within the approximately 15.48 acres (about 674,391 square feet) of land known as and numbered 38-180 Guest Street, 77 Guest Street, 125 Guest Street and three (3) vacant lots, all located in the Brighton Section of Boston, Massachusetts (such land, the “**PDA Master Plan Area**”, also referred to herein as “**Boston Landing**”). The Project Site is depicted on Exhibit A attached hereto.

This Development Plan sets forth the information on the Residential Project at 125 Guest Street (the “**Proposed Project**”), including proposed location and appearance of structures, open spaces and landscaping, proposed uses of the Site, densities, proposed traffic circulation, parking and loading facilities, proposed phasing, access to public transportation, and dimensions of structures proposed as part of the Proposed Project.

Upon approval, this Development Plan will constitute permanent zoning for the Site in accordance with Section 3-1A and Article 80C of the Code. Under Section 80C-8 of the Code, no building, use or occupancy permit for the Proposed Project will be issued until the Boston Redevelopment Authority (the “**BRA**”) has issued a Certification of Consistency, or a partial Certification of Consistency, as applicable, for the Proposed Project. To the extent that the Director of the BRA certifies consistency with this Development Plan, the Proposed Project will

be deemed to be in compliance with the requirements of the Code under Section 80C-9, to the extent that such requirements have been addressed in this Development Plan.

This Development Plan consists of 6 pages of text, plus the attachments designated as Exhibit A through Exhibit E. All references herein to “this Development Plan” refer to such pages and exhibits. Capitalized terms used but not defined in this Development Plan shall be as defined in Article 2A of the Code as in effect on the date hereof, and not as amended hereafter.

2. **The Proponent.** Boston Landing LLC is a privately held Massachusetts limited liability company with its business address at 221 North Beacon Street, Brighton, Massachusetts 02135.

3. **The PDA Master Plan Area/Boston Landing.** Boston Landing consists of 12 parcels of land, comprising 8 tax lots, and contains about 15.48 acres (about 674,391 square feet) of land area located on both the north and south sides of Guest Street. The portion of Boston Landing on the northerly side of Guest Street is bounded to the north by land of the Massachusetts Department of Transportation, to the south by Guest Street, to the east by a Stop & Shop Supermarket and to the west by the office complex known as Brighton Landing. The portion of Boston Landing on the southerly side of Guest Street is bounded to the north by Guest Street, to the south by numerous other property owners, to the east by Arthur Street, and to the west by Life Street. The entirety of Boston Landing is located within the Planned Development Area overlay district governed by the PDA Master Plan. The entirety of Boston Landing is owned by the Proponent, except for (i) the New Balance Headquarters Project owned by Railyard Realty, LLC and (ii) the Office Buildings / Sports Project owned by, Ice Box LLC, both Massachusetts limited liability companies, and both entities related to the Proponent.

4. **The Residential Project Site.** The Proposed Project Site consists of approximately 1.87 acres (approximately 81,665 square feet) and the legal description of the Project Site is attached hereto as Exhibit E. The Proposed Project may contain the following components:

(a) **The Residential and Other Components.** The Dwelling multi-family residential portion of the Proposed Project will comprise up to 295,000 square feet of Floor Area, Gross and will house up to 295 residential units. The Proposed Project will also include up to 155 parking spaces spread among one level of at-grade parking and one level of above grade parking, both floors being hidden, with landscaped courtyards acting as accessible open space areas for residents, as well as the roof above the parking floors.

The Proposed Project may also comprise up to 16,000 square feet of Floor Area, Gross of ground floor use that may include Local Retail Business, Barber/Beauty Shop, Restaurant/Restaurant Uses and/or Service Uses which uses are currently planned to front on Guest Street, Arthur Street and the future Hichborn Street Extension.

The square footages of the Proposed Project are exclusive of areas dedicated to parking and loading.

The Project Site is located in the area as shown on Exhibit A and contains about 81,665 square feet (about 1.87 acres) of land.

5. **General Description of Proposed Project and Uses.** The Proposed Project includes the construction of one building, of which up to 295,000 square feet of Floor Area, Gross will comprise up to 295 multi-family Dwelling Units, and up to 16,000 square feet of ground Floor Area, Gross may be devoted to Local Retail Business, Barber/Beauty Shop, Restaurant/Restaurant Uses and/or Service Uses which uses are currently planned to front on Guest Street, Arthur Street and the future Hichborn Street Extension.. The above square footages are exclusive of space dedicated to parking and loading.

The building will be up to 198 feet in Building Height. In addition, up to 155 dedicated residential parking spaces at grade and above grade will be provided.

6. **Zoning.** The underlying zoning for Boston Landing is governed by the Allston-Brighton Neighborhood District Article 51 of the Code. Boston Landing is located within the Guest Street Industrial Subdistrict of the underlying zoning. Upon approval of each, the PDA Master Plan and this Development Plan will provide the zoning for the Site and the Proposed Project.

7. **Planning Context/Objectives.** The Proposed Project is part of a mixed-use development on a portion of the approximately 15.48 acres of land in close proximity to Brighton Landing at 20 Guest Street and along the Massachusetts Turnpike in the City of Boston's Brighton neighborhood. The PDA Master Plan calls for the revitalization of a former industrial area that once served as the region's largest Stockyard, into a vibrant 20th century destination for companies with a shared vision to create a district where the focus will be on health and wellness. The Proponent's mission is to create a state-of-the-art development that compliments the existing neighborhood fabric and introduces new office space, hotel, research and development space, public assembly space, retail stores, restaurants, service establishments, residential uses and sports and related uses. The property in the area consists of out-dated, and in some cases vacant, industrial buildings with total of less than 1% of landscaped open space. As shown on the Conceptual Site Plan of the Proposed Project, attached as Exhibit B, the Proponent, has laid a new foundation for the vision of the Guest Street, Life Street and Arthur Street corridors, with well-designed and a well-coordinated mix of buildings, uses and facilities, and with a generous supply of landscaped open space. The Proposed Project is part of a new mixed-use development within a flourishing neighborhood that will compliment and expand upon existing amenities.

8. **Proposed Location and Appearance of Structures.** The location of the Proposed Project will be consistent with the Conceptual Site Plan as shown on Exhibit B attached hereto. Schematic Plans for the Proposed Project are attached hereto as Exhibit C, and they will continue to evolve during the course of further design development, subject to the design review process by the BRA pursuant to Article 80B of the Code. The Proposed Project may also be subject to Boston Civic Design Commission review pursuant to Article 28 of the Code. Final architectural plans and specifications for the Proposed Project will be submitted to the BRA for approval. The issuance of a building permit for the Proposed Project will occur after the issuance of a Certification of Consistency, or Partial Certification of Consistency, as applicable, in connection with this Development Plan pursuant to Section 80C-8 of the Code, and a Certification of Compliance or Partial Certification of Compliance, pursuant to Article 80B of the Code.

9. **Density and Dimensions of Proposed Project.** The Residential Proposed Project proposes the construction of one building, of which up to 295,000 square feet of Floor Area, Gross will contain up to 295 multi-family residential units, and up to an additional 16,000 square feet of Floor Area, Gross may contain ground floor Local Retail Business, Barber/Beauty Shop, Restaurant/Restaurant Uses and/or Service Uses which uses are currently planned to front on Guest Street, Arthur Street and the future Hichborn Street Extension. The building will be up to 198 feet in Building Height. In addition, up to 155 parking spaces will be provided at and above grade. The square footages referenced above are exclusive of the square footages allocable to parking and loading. The PDA Master Plan allows for up to 1,900 parking spaces in total.

10. **Proposed Traffic Circulation.** Boston Landing is bounded on the north and south by Guest Street, on the west by Life Street and on the east by Arthur Street. It is also in close proximity to Market Street and North Beacon Street. Most are public streets under the jurisdiction of the City of Boston. Guest Street and Life Street underwent full depth reconstruction and at the full buildout of Boston Landing, they will be in compliance with the goals of the City of Boston's Complete Streets Guidelines. Boston Landing allows Life Street to be extended to the north, across Guest Street to the Service Road that runs parallel with the Turnpike. The northern terminus of what someday could become Hichborn Street Extension has been constructed north of Guest Street and runs beneath the New Balance Headquarters Building to the Service Road. Arthur Street has been extended across the eastern end of Guest Street to the eastern terminus of the Service Road and the pick-up and drop-off location for the Boston Landing at Allston Brighton Commuter Rail Station, currently under construction.

The proposed vehicular and pedestrian circulation patterns are shown on the Site and Traffic Circulation Plan attached hereto as Exhibit D. Sidewalks along Guest Street and Life Street will be expanded to provide more comfortable pedestrian circulation and queuing areas.

11. **Parking and Loading Facilities.** While it is anticipated that there will be up to 1,900 parking spaces to serve Boston Landing along with adequate loading facilities, the number and location of the parking and loading components will be determined as part of the Article 80, review process. The Proposed Project will be built along with up to 155 parking spaces. The parking spaces will be located at grade and above grade. The PDA Master Plan allows for up to 851,500 square feet of Floor Area, Gross of parking and loading areas in the aggregate for all of the Future Proposed Projects, including the Proposed Project, of which approximately 479,500 square feet of parking and loading areas will be located at or above grade. Of the up to 61,430 square feet of parking associated with the Proposed Project, approximately 16,460 square feet will be at grade and approximately 44,880 square feet will be above grade. Currently, there are proposed to be approximately 30 spaces at grade and approximately 125 spaces above grade. Areas dedicated to loading for the Proposed Project will be up to 2,300 square feet, at or above grade.

12. **Access to Public Transportation and Pedestrian Connections.** Boston Landing is served by MBTA Bus #64 and #68. The Boston Landing at Allston Brighton Commuter Rail Station is currently under construction and, in addition, a shuttle service currently runs to and from Kenmore Square and Harvard Square.

Pedestrians will have direct access to the Proposed Project from Guest Street.

13. **Development Schedule.** It is the Proponent's desire to commence construction of the Proposed Project in the fall of 2016.

14. **Open Space and Landscaping.** Before construction of Boston Landing began Guest Street and Life Street corridors were a sea of asphalt. As is shown on Exhibit B, the Proposed Project will be enhanced and beautified by a considerable amount of well-designed, landscaped open space. New landscaped open space will transform the Site into areas where the community can gather and enjoy the available amenities.

15. **Public Benefits.** The Proposed Project will provide the following benefits, at a minimum:

(a) The Proposed Project will have a design that responds favorably to each of the Other Future Proposed Projects, as well as being sensitive and responsive to its surrounding context;

(b) The Proposed Project will provide considerably more real estate tax revenue for the City of Boston;

(c) The Proposed Project will compliment the commercial uses with a well-designed and tactfully integrated residential use;

(d) Certain components of the Proposed Project may generate housing linkage funds and jobs linkage funds for the City of Boston;

(e) The Proposed Project establishes a use which will promote renewed activity along the Guest Street and Life Street corridors;

(f) The Proposed Project will create new a LEED certifiable building along the spine of the Massachusetts Turnpike;

(g) The Proposed Project will comply with the Inclusionary Development Policy;

(h) The Proposed Project will expand the diversity of uses in the Boston Landing area to insure long-term activity and vitality.

16. **Green Buildings.** Article 37 of the Code was promulgated to promote sustainable development in the City of Boston, and requires certain Proposed Projects to be "LEED Certifiable" (as defined in Section 37-2 of the Code). Accordingly, the Proposed Project will be planned, designed, and constructed to achieve the level "certified" using the most current applicable LEED building rating system promulgated by the U.S. Green Building Council, in compliance with Article 37 of the Code. The Proponent is committed to a sustainable design for of the Proposed Project, and it will be "LEED Certifiable." As the design of the Proposed Project progresses, the Proponent will file with the BRA such additional LEED information as is

required under Article 37 and in conjunction with the review and compliance requirements of Article 80B of the Code, as applicable.

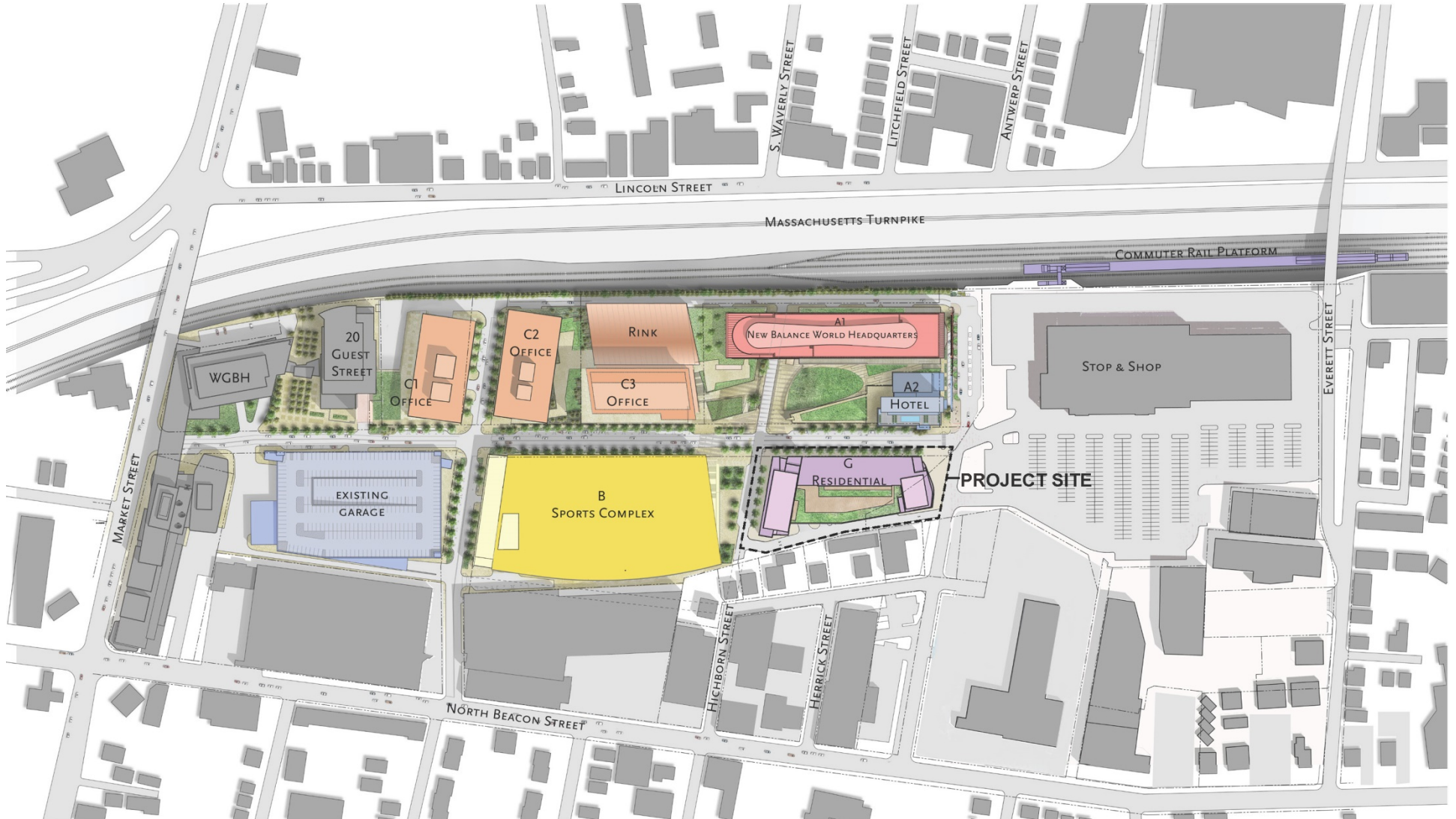
17. **Other Approvals.** The design of the Proposed Project will be subject to further review by the Boston Civic Design Commission, and to further review by the BRA of the schematic design, design development and construction drawings, pursuant to the BRA's Development Review Guidelines and Article 80B of the Code. Aspects of the Proposed Project may also require approvals of other governmental agencies, such as the Boston Zoning Commission.

18. **Applicability and Compliance.** In accordance with Section 80C-8 of the Zoning Code, the consistency of the Proposed Project with this Development Plan, as evidenced by the issuance by the BRA of one or more Certifications of Consistency or Partial Certifications of Consistency, therefor constitutes compliance with the dimensional, density, use, parking, loading, green building and other requirements of the Zoning Code, to the extent that such requirements have been addressed in the PDA Master Plan and this Development Plan. Where any conflict exists between the provisions of the PDA Master Plan or this Development Plan and any provisions of the underlying zoning for the PDA Master Plan Area, the provisions of the PDA Master Plan and this Development Plan shall be dispositive. For the purposes of the PDA Master Plan and this Development Plan, the compliance or non-compliance of the Proposed Project with this Plan shall not affect the compliance of any Other Future Proposed Project with the PDA Master Plan or this Development Plan. In the future, the parcels comprising Boston Landing may be consolidated and/or subdivided into one or more separate parcels. The PDA Master Plan and this Development Plan seek approval for any zoning nonconformity created or increased by the separation of ownership of the Boston Landing area, or by the consolidation, subdivision, or re-subdivision of such parcels, provided that the appropriate use, dimensional/density, parking and loading requirements of the PDA Master Plan and this Development Plan are met by the resulting parcel or parcels.

Exhibit A
Survey of Project Site

Exhibit B

Conceptual Site Plan of the Proposed Project



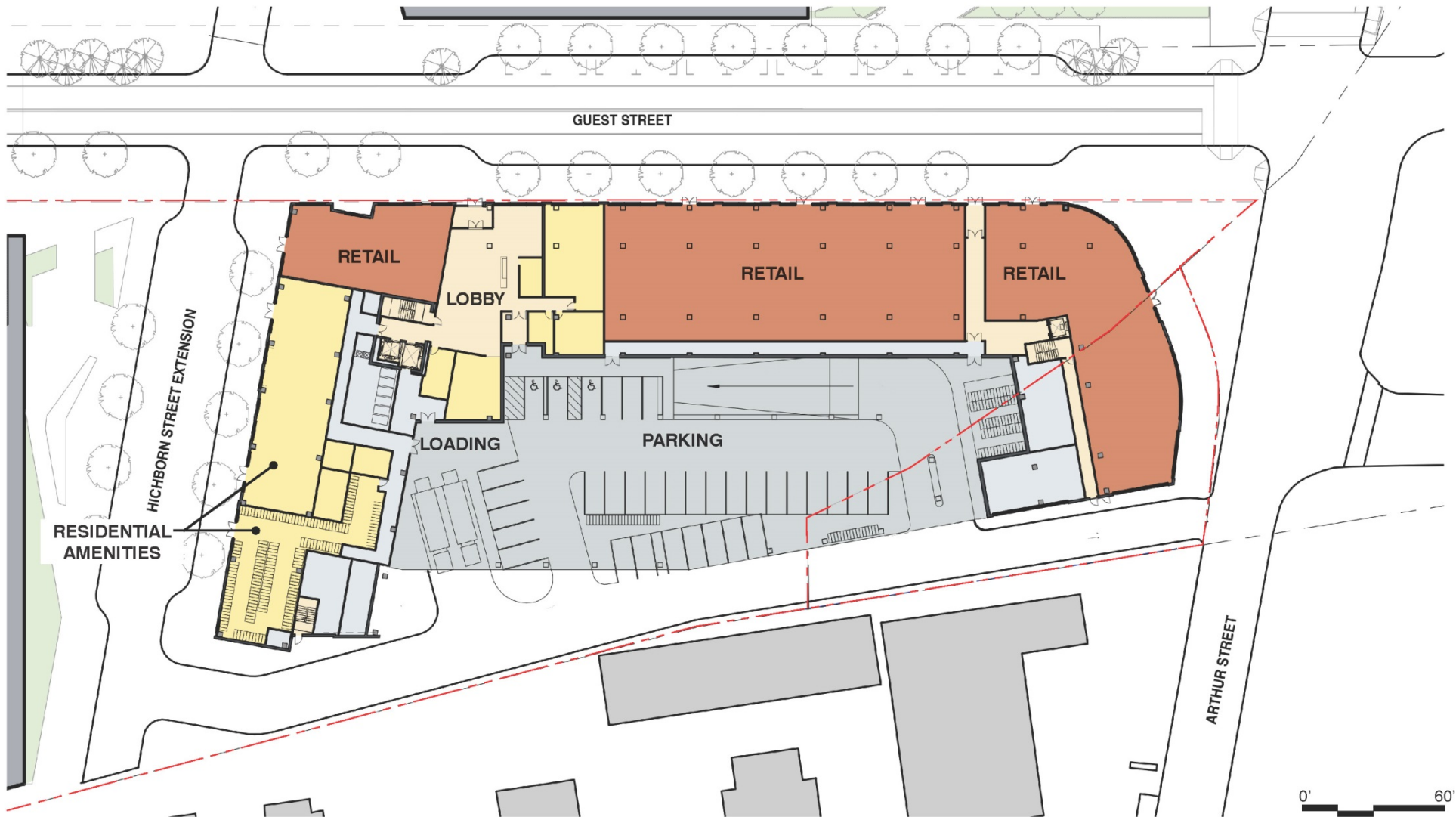
125 Guest Street Boston, Massachusetts



Figure 2-2
Boston Landing Site Plan

Exhibit C

Schematic Plans for the Proposed Project



125 Guest Street Boston, Massachusetts

THE
HYM
INVESTMENT GROUP, LLC

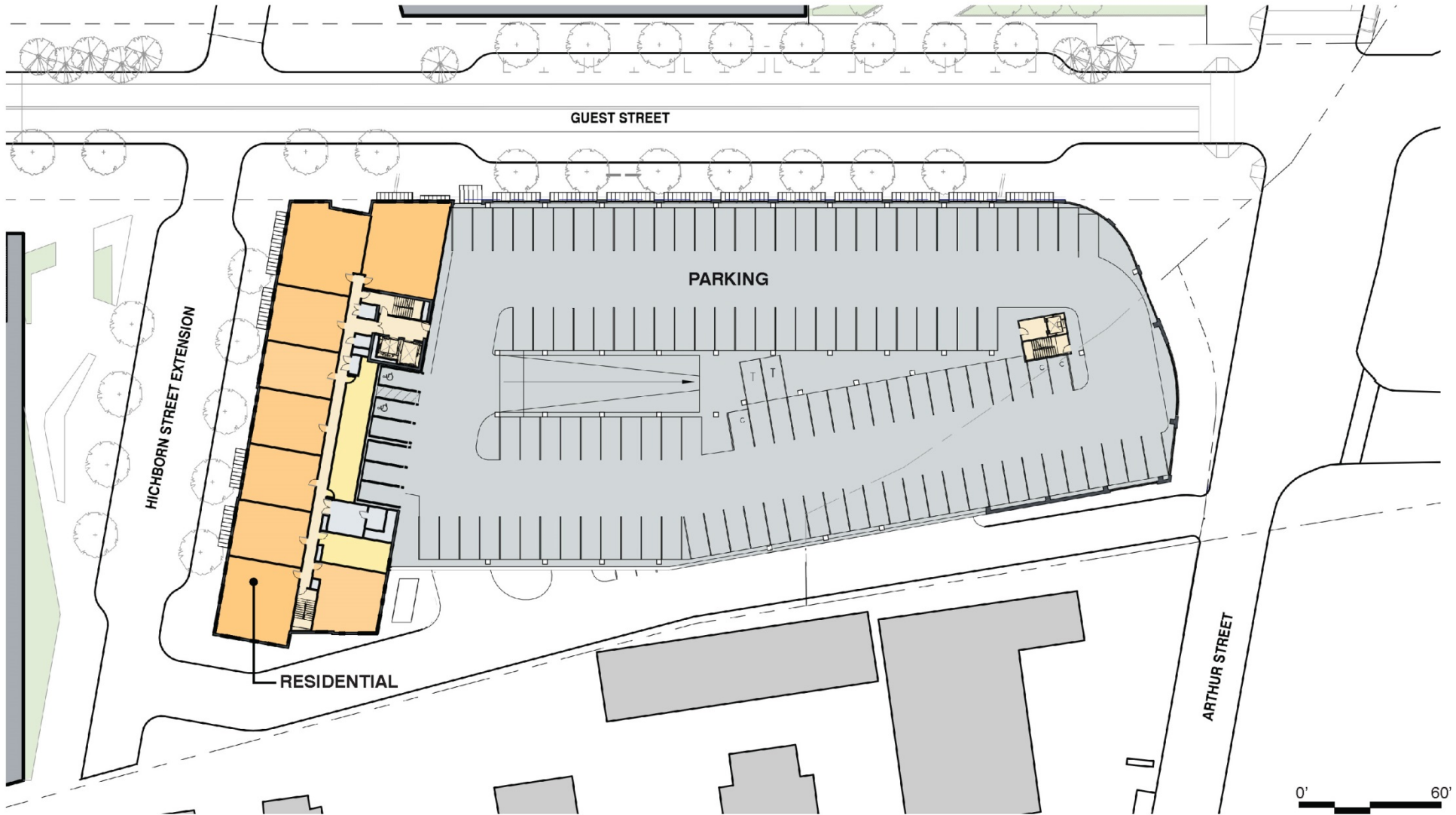
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BOSTONLANDING

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ARCHITECTS



Figure 2-3
Level 1 Floor Plan



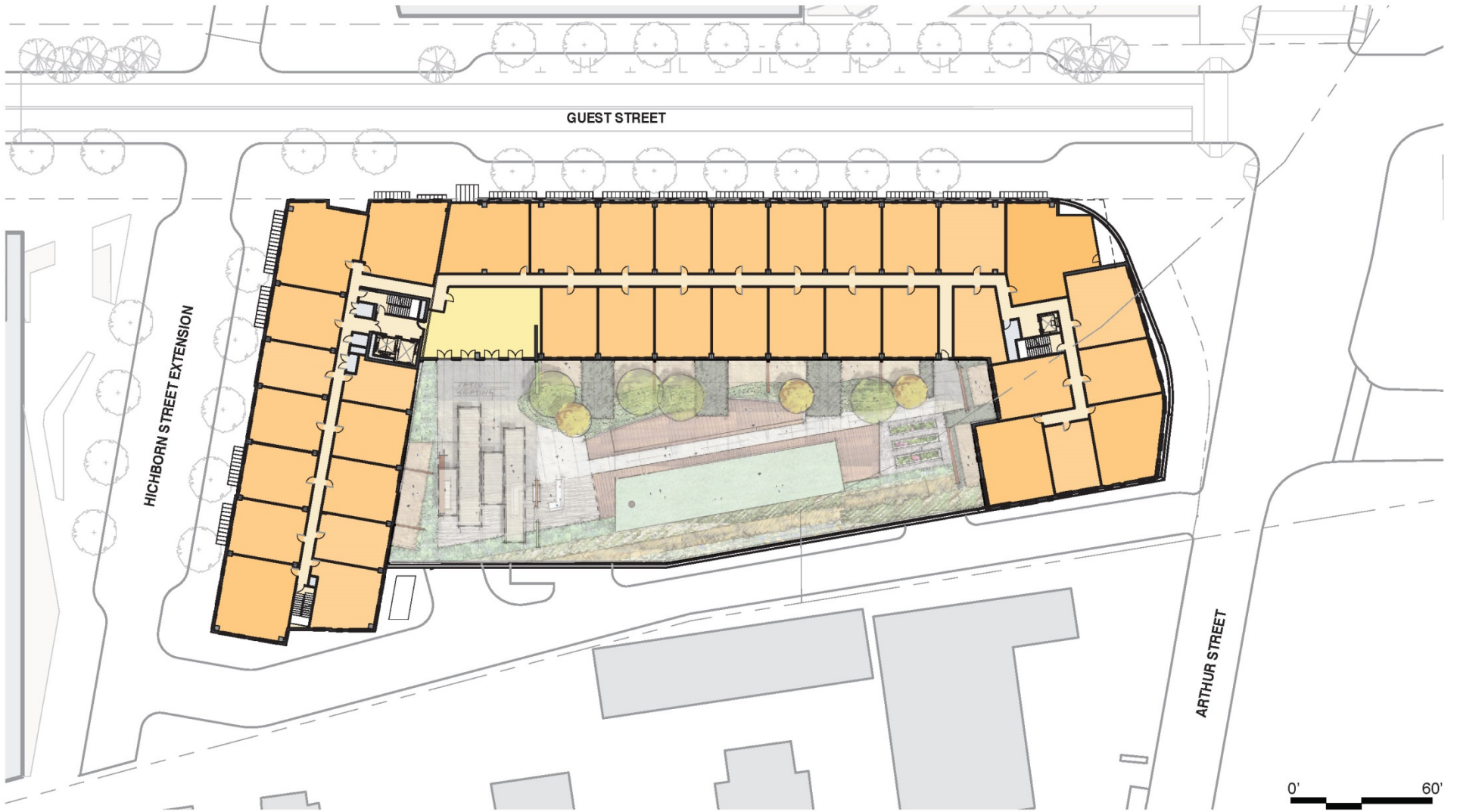
125 Guest Street Boston, Massachusetts

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Figure 2-4
Level 2 Floor Plan



125 Guest Street Boston, Massachusetts

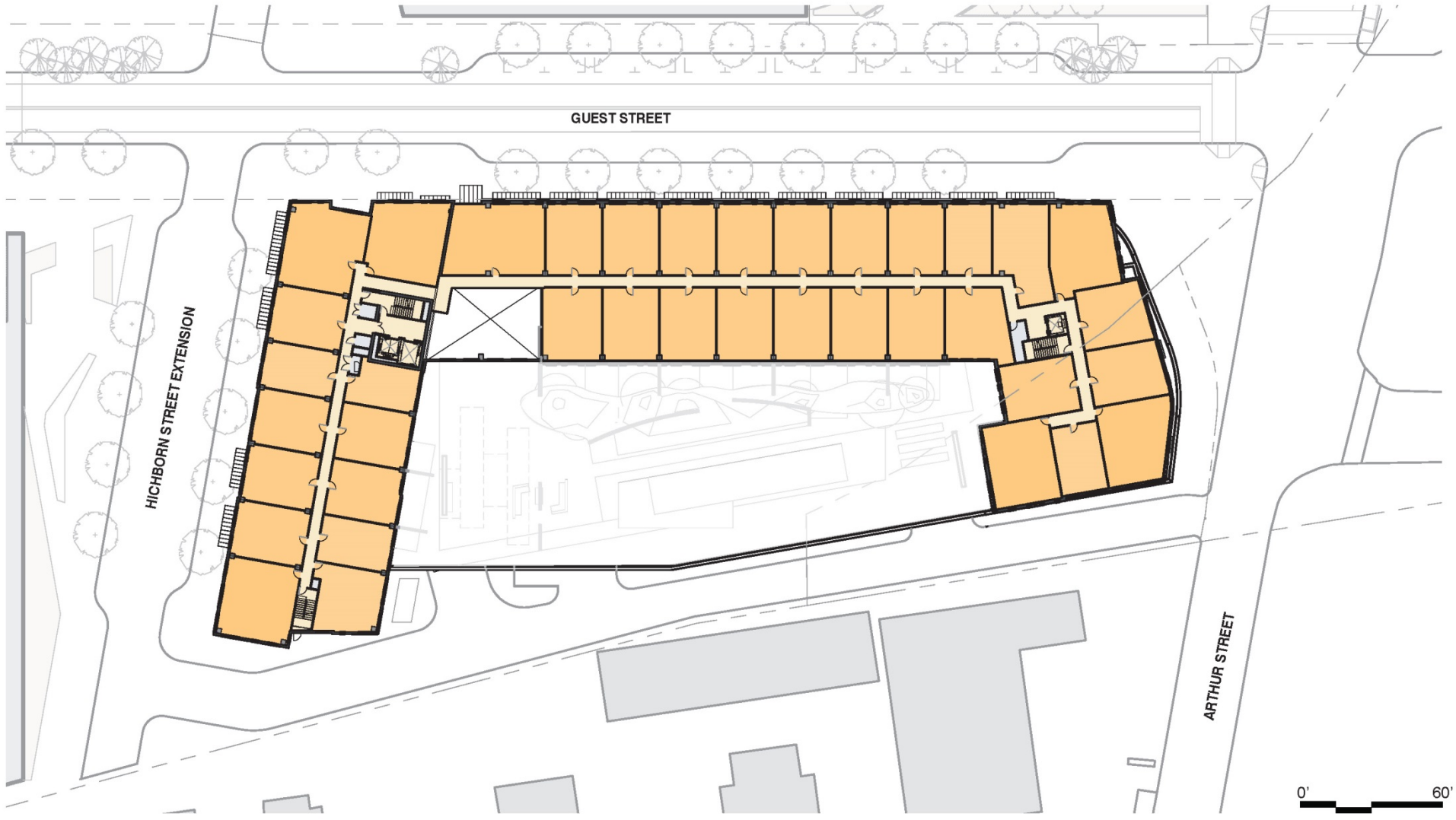
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Figure 2-5
Level 3 Floor Plan



125 Guest Street Boston, Massachusetts

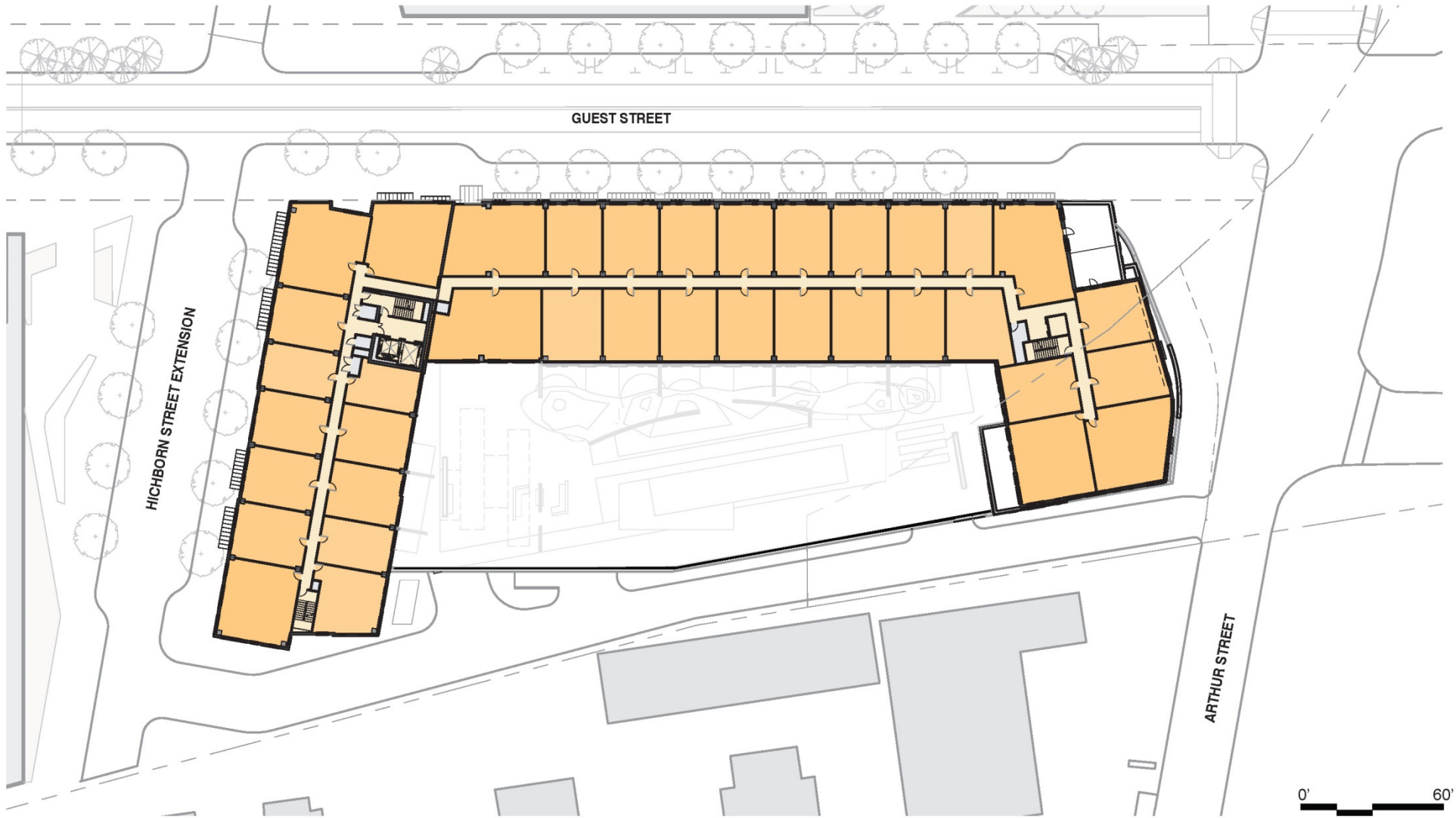
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Figure 2-6
Levels 4 and 5 Floor Plan



125 Guest Street Boston, Massachusetts

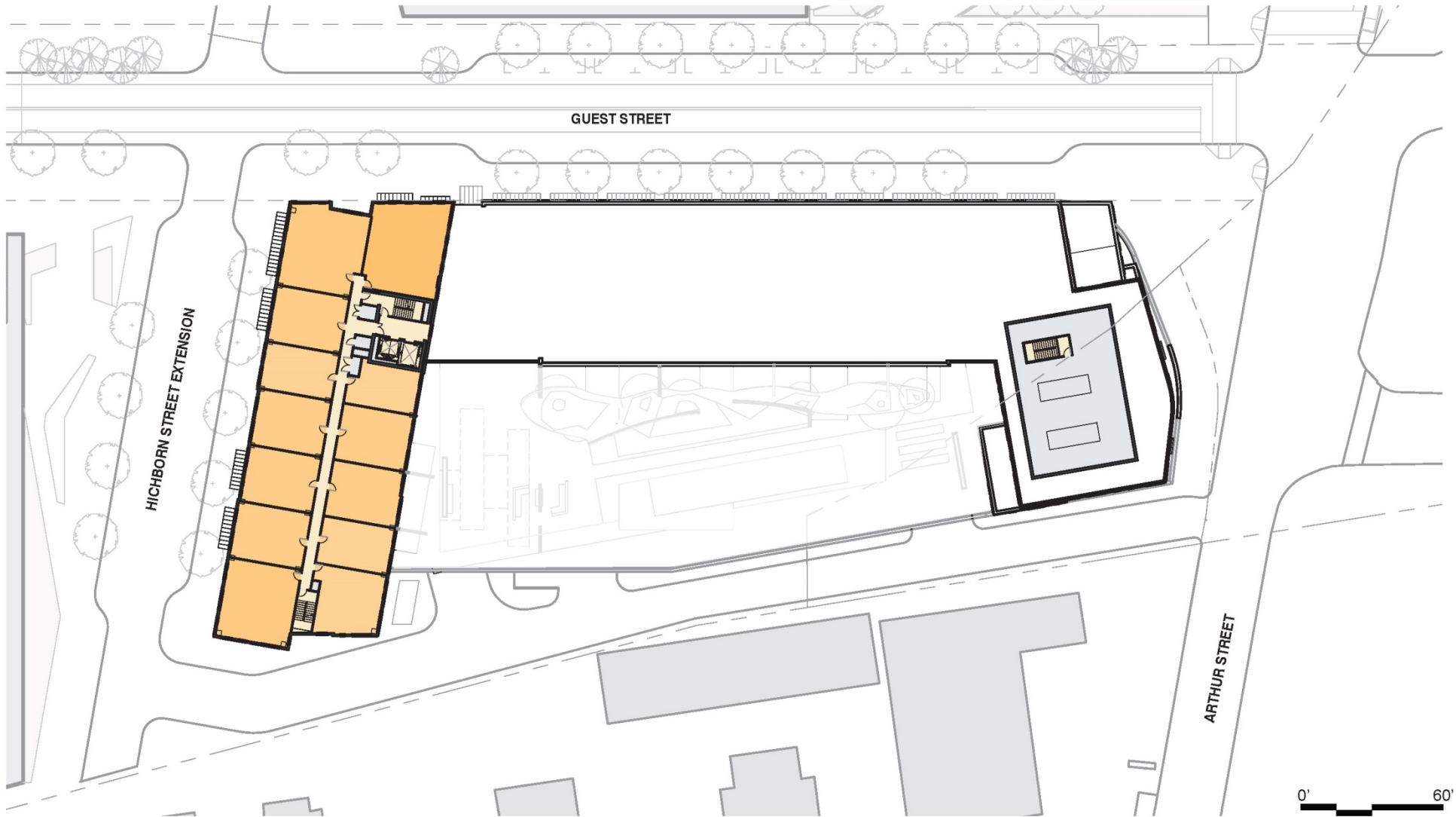
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Figure 2-7
Level 6 Floor Plan



125 Guest Street Boston, Massachusetts

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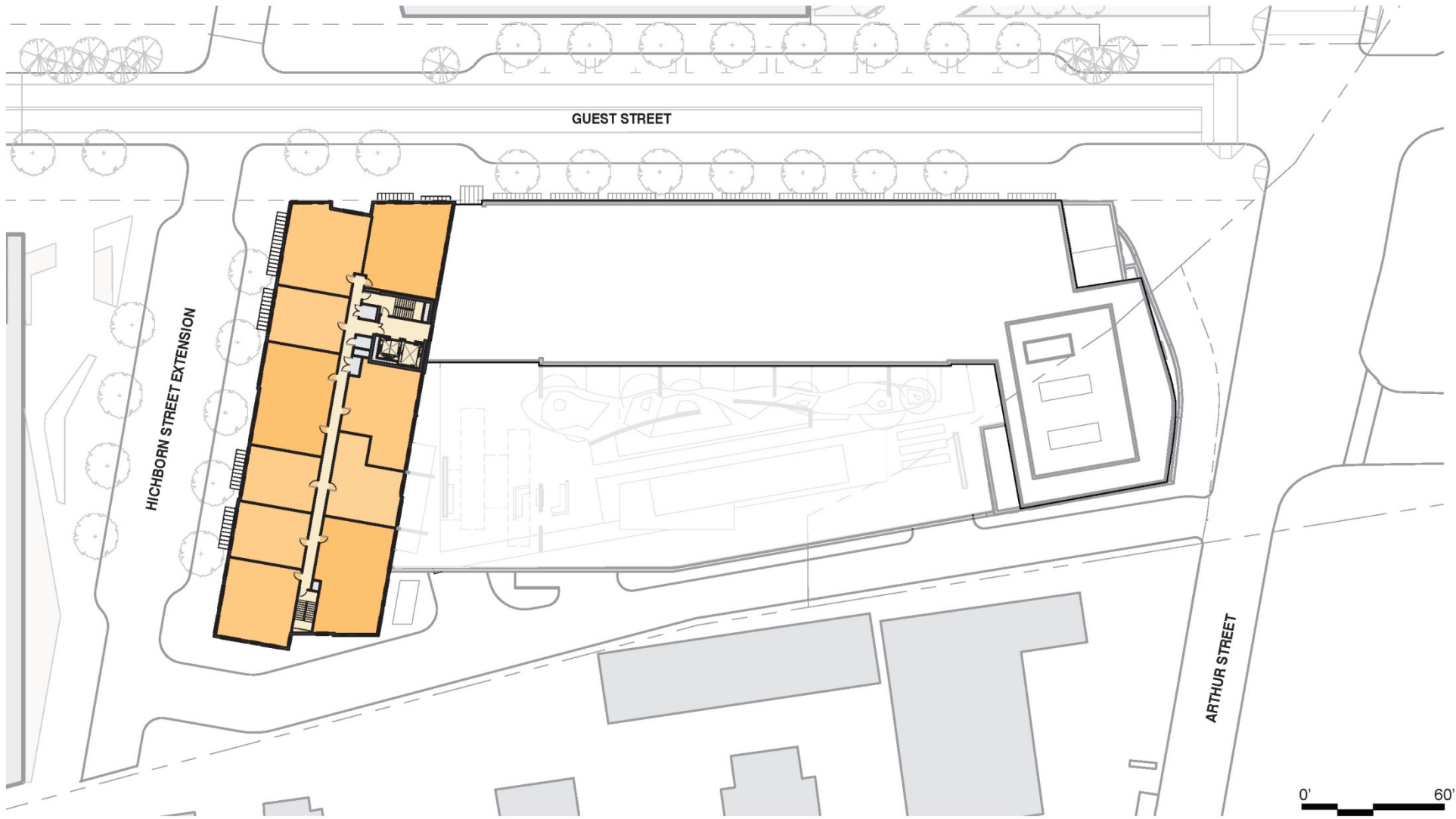
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Figure 2-8
Typical Upper Level Floor Plan



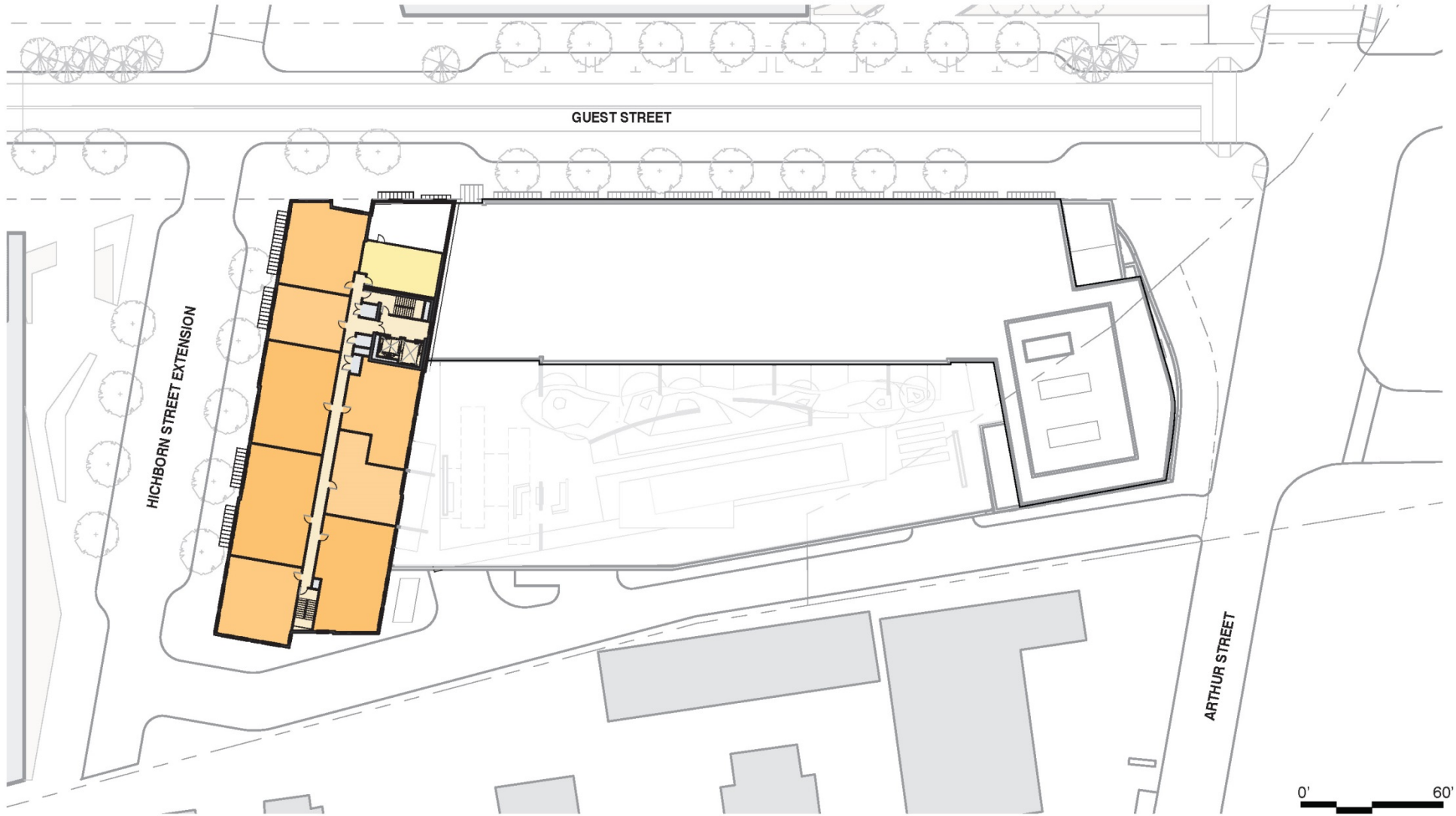
125 Guest Street Boston, Massachusetts

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Figure 2-9
Level 16 Floor Plan



125 Guest Street Boston, Massachusetts

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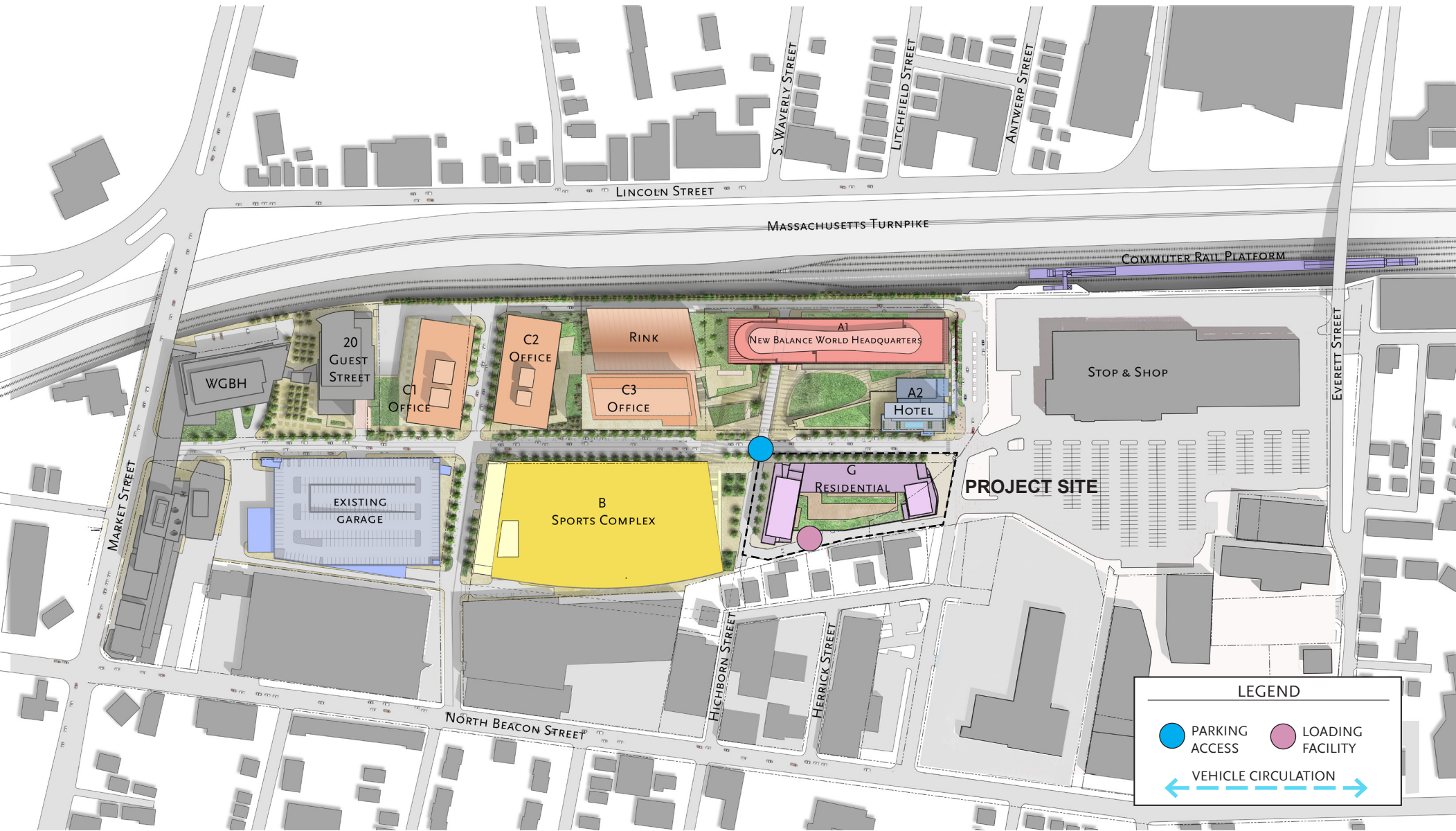
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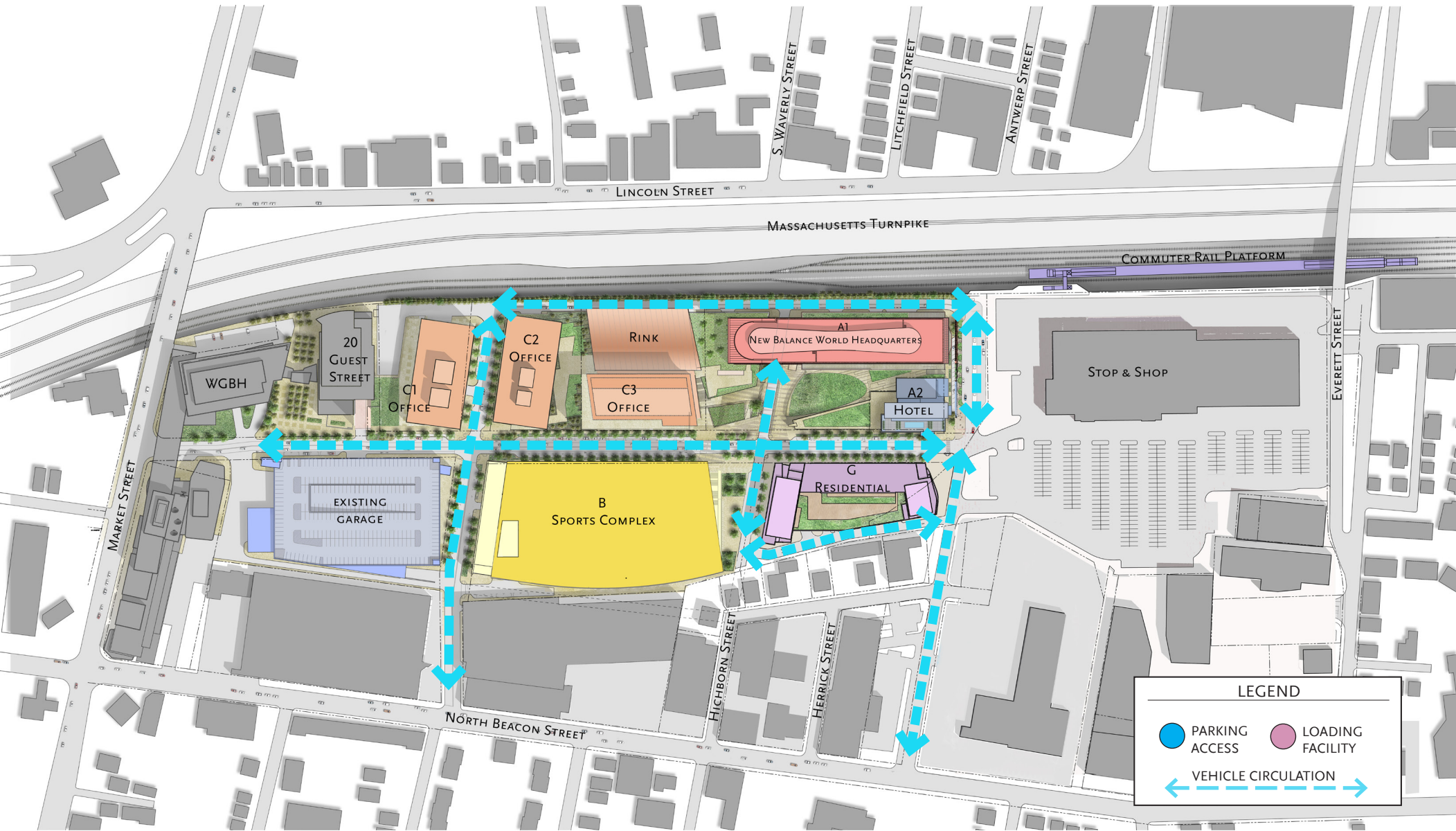
Figure 2-10
Level 17 Floor Plan

Exhibit D

Site and Traffic Circulation Plan



125 Guest Street Boston, Massachusetts



125 Guest Street Boston, Massachusetts

Exhibit E

Legal Description of Project Site

Two parcels of land with all buildings and improvements thereon situated in the Brighton section of Boston, Massachusetts, being now known and numbered 125 Guest Street, and being more particularly bounded and described, as follows:

PARCEL 1

A certain parcel of land in said Brighton, shown as “Remaining Block G” on a plan entitled “Boston Landing, LLC Guest Street Brighton, MA”, dated September 23, 2015, prepared by CHA, recorded with the Suffolk County Registry of Deeds (the “Registry”) in Book 2015, Page 434, bounded and described according to said plan, as follows:

- | | |
|---------------|--|
| NORTHERLY | by Guest Street, 438.29 feet; |
| SOUTHEASTERLY | by land now or formerly of WJG Realty Trust by three (3) lines respectively measuring, 81.09 feet; 103.62 feet and 45.91 feet; |
| EASTERLY | by the same, 38.39 feet; |
| SOUTHERLY | by land now or formerly of John Madden, Ronald and Sheila McLeod, Edward C. & Paula A. Anello, Joseph Landi and Kevin Pallotta, by four (4) lines respectively measuring, 47.18 feet; 205.14 feet; 40.38 feet and 5.35 feet; and |
| WESTERLY | by Parcel 1, 247.56 feet. |

Containing 68,950 square feet of land or 1.583 acres according to said plan.

PARCEL 2

A certain parcel of land in said Brighton, shown as “Parcel A” To Be Conveyed To Abutting Land of Boston Landing, LLC,” dated September 29, 2015, prepared by CHA, recorded with the Registry in Book _____, Page _____, bounded and described according to said plan, as follows:

- | | |
|-----------|---|
| NORTHERLY | by land of Boston Landing, LLC, by three (3) lines respectively measuring, 45.91 feet, 103.62 feet and 39.99 feet; |
| EASTERLY | by land now or formerly of land of WJG Realty Trust, by four (4) lines respectively measuring, 29.55 feet; 38.66 feet; 39.60 feet and 11.51 feet; |

SOUTHERLY by land now or formerly of Robert G. Tobin TS, Arnold
H. Rosenberg TS and John Madden, 167.96 feet; and

WESTERLY by land of Boston Landing, LLC, 38.39 feet.

Containing 12,715 square feet of land according to said plan.