

NEW YORK STATE URBAN DEVELOPMENT CORPORATION
d/b/a EMPIRE STATE DEVELOPMENT

**MOYNIHAN STATION CIVIC AND LAND USE IMPROVEMENT
PROJECT**

James A. Farley Post Office Building and Annex,
bounded by Eighth and Ninth Avenues and 33rd and 31st Streets,
421 Eighth Avenue, New York, New York 10199

SUPPLEMENT TO THE GENERAL PROJECT PLAN

September 2016

I. INTRODUCTION

The New York State Urban Development Corporation d/b/a Empire State Development (“**ESD**”) adopts this Supplement to the General Project Plan for the Moynihan Station Civic and Land Use Improvement Project (the “**Project**”) in accordance with the New York State Urban Development Corporation Act (the “**UDC Act**”) in order to effectuate certain modifications to the August 2006 General Project Plan (“**2006 GPP**”) for the Project, as amended in March 2007 and June 2010 (the GPP as so amended the “**Existing GPP**”). The Existing GPP, together with the modifications set forth in this supplement (the “**Supplement**”), shall constitute the amended General Project Plan for the Project (collectively, the “**GPP**”).

II. LOCATION SUMMARY

421 Eighth Avenue, also known as The James A. Farley Post Office Building and Annex (“**Farley**”), is located on the superblock bounded by West 31st and West 33rd Streets and Eighth and Ninth Avenues in the Borough of Manhattan, County, City and State of New York, Manhattan Tax Block 755, Lot 40. The site is approximately 455 by 800 feet. The Farley building covers the entire superblock site to the surrounding public sidewalk and contains approximately 1.374 million square feet of usable space. The building rests on supporting columns and a slab above the western portion of the New York Pennsylvania Station (“**Penn Station**”) tracks and passenger platforms that are located approximately forty feet beneath Farley in a space (the “**Train Shed**”) that is in the possession and control of National Railroad Passenger Corporation (“**Amtrak**”) and in which The Long Island Railroad (“**LIRR**”) and New Jersey Transit conduct commuter rail passenger services and Amtrak conducts inter-city passenger rail service.

The western portion of Manhattan Tax Block 783 is located between 33rd and 34th Streets on the east side of Eighth Avenue in the Borough of Manhattan, County, City and State of New York, and that site is approximately 179 feet in width, from Eighth Avenue to the site’s eastern boundary and 197.5 feet in length, from 33rd to 34th Streets with a footprint of approximately 35,352 square feet (the “**Off-Site Premises**”).

III. PROJECT DESCRIPTION

Generally

The Project continues to include the design, redevelopment, construction, and operation of Farley, improvements in the Train Shed, and the mixed-use redevelopment of the Off-Site Premises. As to uses and architectural and engineering matters, the Project remains substantially similar to the Project set forth in the Existing GPP. Farley will be long-term net leased to a private tenant (the “**Tenant**”) that will construct, operate, and maintain the Farley improvements. The United States Postal Service (“**USPS**”) will continue to operate its historic retail lobby at Eighth Avenue and lease for nominal rent approximately 228,000 square feet of space within Farley. Farley’s historic features will be repaired, preserved and protected, including façade restoration, exterior lighting, and sidewalk improvements. The Project sill calls for redevelopment of the Off-Site Premises will as a mixed-use development utilizing approximately 1,000,000 square feet of development rights associated with Farley.¹

The Supplement’s changes to the Existing GPP include the following: (i) LIRR, and potentially its sister Metropolitan Transportation Authority (“**MTA**”) operating entity, Metro-North Commuter Railroad (“**Metro North**”), and Amtrak will be the principal railroads using the new Daniel Patrick Moynihan Train Hall (the “**Train Hall**”) and each will have a substantial presence in Farley; (ii) the Tenant will be a new special purpose entity owned by subsidiaries of Vornado Realty, L.P. and The Related Companies L.P., and the Tenant work described in the Supplement replaces the Tenant Work set out in the Existing GPP; (iii) Farley will have neither a big-box store nor “Mart” use and that use space will contain office and other commercial uses; (iv) the Farley redevelopment will comply with the requirements of the New York State Uniform Fire Prevention and Building Code; and (v) the Supplement overrides ZR 93-13 (the special office use regulations of the Special Hudson Yards District). These changes enhance the Project benefits set forth in the Existing GPP and do not alter the fundamental benefits and utility to be derived from the Project.

Train Hall Improvements

The new iconic Train Hall will be approximately 250,000 square feet. The Train Hall will include Farley’s interior courtyard enclosed by a sky-lit glass roof-scape. The Train Hall will provide multiple points of passenger vertical access to the redeveloped West End Concourse (“**WEC**”) and Train Shed’s passenger platforms below. The public will access the Train Hall

¹ The Off-Site Premises design requirements of the 2006 GPP remain incorporated into the GPP as follows: (i) development shall be in accordance with the Off-Site Premises Building and Site Plan (annexed as Attachment E to the 2006 GPP portion of the Existing GPP and incorporated into the Supplement by reference); (ii) the structure shall have a principal sky-lit space with a 70 foot width, 85 foot depth, and a height of 60 feet; (iii) design elements shall include but not be limited to seating, planting, lighting, and other appropriate amenities; (iv) hours of operation should be similar to those of other indoor public spaces (approximately 7:00AM to 10:00PM) and prominent signage should be provided to indicate the public interior space; and (v) the developer shall execute an instrument agreeing that the interior public space, subway stair relocation, and through block connection must be substantially complete prior to the issuance of the Temporary Certificate of Occupancy for the Off-Site Premises. ESD would acquire fee title to the Off-Site Premises.

through the new entrances at the corners of 31st and 33rd Streets on Eighth Avenue, a new entrance from Ninth Avenue, and new mid-block entrances, on 31st and 33rd Streets. The new mid-block entrances will lead to a large sky-lit public circulation hall, located one level up from the Train Hall concourse (accessed from the Train Hall concourse by grand stairs and elevators) and connected to a taxi drop-off and pick-up area. In order for Farley to connect to the new development west of Ninth Avenue, the Project will also include an interior, high ceilinged, well lit, through-block corridor (the “**32nd Street Pedestrian Corridor**”) between that public circulation hall and the new Ninth Avenue entrance so that the public can enter Farley through that entrance and proceed to the Train Hall.

The Train Hall will include new passenger amenities, including information displays, ticketing facilities, waiting areas, customer service, and ADA accessibility. Farley’s interior courtyard walls will be restored, and the stonework and mortar will be cleaned and refurbished. Adjacent to the Train Hall, LIRR, and potentially Metro North, will have new facilities in addition to those in the LIRR corridor of Penn Station. Amtrak will transfer to spaces adjacent to the Train Hall most of Amtrak’s operations from Penn Station, including: (i) boarding and detraining for Amtrak trains; (ii) passenger-facing operations (*e.g.*, ticketing, arrival and departure information, waiting, baggage, *etc.*); and (iii) some back-of-house employee functions (although some functions are expected to remain at Penn Station and/or the Amtrak Service Building on 31st Street).

Nine platforms, including all LIRR platforms, and 17 tracks will be accessible from Farley. These forty new vertical access points will: (i) increase passenger access/egress and circulation space, which will relieve congestion at platform and concourse levels throughout the Penn Station complex as a whole; (ii) reduce train dwell time, thereby reducing lost passenger time and permitting additional train movements; and (iii) improve safety and security by permitting, as necessary, faster evacuation of platforms, corridors, and concourses. As compared to the existing Penn Station, the new Farley vertical access and passenger circulation space would result in an approximately thirty percent (30%) increase in the combined total of passenger stairs, escalators, and elevators and an approximately fifty percent (50%) increase in passenger circulation space.

Transit-oriented retail development (“**Train Hall Retail**”) will be located adjacent to the Train Hall. Train Hall Retail will not compromise or impede passenger access to or movement through the Train Hall or connecting corridors.

Annexed as Attachment A are Train Hall Improvements Illustrative Plans.

Train Shed Improvements

Improvements to the Penn Station train shed (the “**Train Shed**”) below Farley will support the construction and operation of the Train Hall. The structure supporting the Farley building will be reinforced and modified as required for the construction of the Train Hall skylight and for the installation of passenger escalators connecting the Train Hall to the Train Shed boarding platforms. Eleven passenger escalators with enclosures will be constructed and installed between the Train Hall and six of the Train Shed’s passenger boarding platforms.

These new vertical circulation elements will improve egress time from platforms to street exits. Four freight elevators will be installed in four former mail elevator shafts to support Amtrak checked baggage service on four Train Shed platforms. One new elevator shaft will be constructed for the installation of a freight elevator to support Amtrak checked baggage service on platform six of Penn Station. The optional renovation and activation of the "Diagonal" (or "Mail") Platform (a/k/a "Platform 12") will not occur because its operation would interfere with the functioning of tracks connecting to other platforms.

New components of a segment of the Penn Station emergency smoke evacuation system will be constructed and installed in the area of the Train Shed below Farley. These components include three fan room platforms to be constructed above the tracks along the south perimeter of the Train Shed. Also included is the installation of seven ventilation fans, with their related operating machinery and power/communications conduits, into a total of seven of these fan room platforms (four of which were previously constructed as part of the Project). The new components will improve adherence, to the maximum extent practicable, to guidelines established by the *National Fire Protection Association (NFPA) Standard 130: Standard for Fixed Guideway Transit and Passenger Rail Systems* ("**NFPA 130**").

Structural reinforcement of the slabs and walls of the depressed moats adjacent to the north and south facades of the Farley building will be performed to prevent water infiltration into Farley and the Train Shed to protect against damage and disruption from severe weather.

Commercial Development

Private commercial development, in addition to the Train Hall Retail, will include approximately 675,000 square feet at Farley that is expected to consist primarily of commercial office and retail and restaurant uses and ancillary uses thereto. Annexed as Attachment B are Commercial Development Illustrative Plans. If USPS reduces its space (other than the historic lobby, which USPS will retain), it is expected that such surrendered space would become additional private commercial development and/or Amtrak space.

IV. ESSENTIAL TRANSACTION TERMS

Essential Transaction Terms set out in the Supplement replace the Essential Transaction Terms in the in the 2006 GPP portion of the Existing GPP.

Condominium Regime

ESD will make Farley a commercial condominium (the "**Condominium**"). The Condominium units would include: (i) the Train Hall space unit (the "**Train Hall Unit**"), (ii) the LIRR space unit (the "**LIRR Unit**"), (iii) the Amtrak space unit (the "**Amtrak Unit**"), (iv) the Train Hall Retail unit (the "**Train Hall Retail Unit**"), (v) the USPS space unit (the "**USPS Unit**"), and (vi) one or more commercial space units (collectively, the "**Commercial Unit**"). ESD shall own and lease to Tenant (the "**Tenant Lease**") all of the units. The premises covered under the Tenant Lease from time to time is referred to as the "**Leased Premises**". After Tenant's substantial

completion of the LIRR Unit and the Amtrak Unit, the Tenant Lease will terminate with respect to each such unit. The Condominium documents will set out the structures and procedures for coordinating the operations of LIRR, Amtrak, and the Tenant.

Landlord/Tenant Relationship

Tenant Lease term will be ninety-nine years, and at commencement the Tenant shall pay \$230,000,000 (the “**Initial Payment**”) and also make periodic additional payments (collectively, the “**Additional Payments**”) that will include amounts based on property taxes that would have been due, subject to as of right abatements, as if the Tenant, rather than ESD, owned the Train Hall Retail Unit and the Commercial Unit. Tenant Lease payments shall be absolute and unconditional and net to ESD.

Leasehold Improvements

ESD and the Tenant will enter into an agreement that makes the Tenant responsible for leasehold improvements. Tenant will have responsibility for the design and construction of the Train Hall related improvements (the “**Train Hall Improvements**”), including: (i) improvements in the Train Shed; (ii) the Train Hall, including main passenger concourse, the new public mid-block circulation hall and other new circulation spaces, entrances from Eighth and Ninth Avenues and 31st and 33rd Streets, new vertical access connecting the Train Hall to the Train Shed, skylights, and other new facilities for rail passengers such as waiting areas and baggage handling; (iii) the core and shell of the LIRR Unit, the Amtrak Unit, and the Train Hall Retail Unit; (iv) replacement of building systems and infrastructure; (v) new entrance canopies; (vi) mid-block taxi drop-off and pick-up areas; (vii) restoration of Farley’s exterior; (viii) perimeter sidewalk improvements; and (ix) other improvements inferable from the plans prepared by Skidmore, Owings & Merrill LLP (the “**SOM Plans**”) and provided to the Tenant by ESD. The Tenant may revise or supplement those plans, and ESD will consider such changes for approval. The Tenant will agree to complete the Train Hall Improvements for approximately \$1,264,000,000 with such adjustments as may be agreed to by the Tenant and ESD. ESD plans to utilize as sources of funding for the Train Hall Improvements funding from Amtrak, MTA, PANYNJ, the Initial Payment, monetization of the Additional Payments, and other ESD sources.

LIRR and Amtrak

Upon substantial completion of the core and shell of the LIRR Unit and the Amtrak Unit, the Tenant Lease will terminate for such Units. ESD shall: (i) long-term net lease to LIRR the LIRR Unit that LIRR shall operate and maintain, and (ii) convey to Amtrak the Amtrak Unit and Amtrak that shall own, operate and maintain. Each of LIRR and Amtrak with respect to its unit will: (i) arrange and be responsible the unit’s fit-out, (ii) pay the unit’s operations and maintenance costs (“**O&M**”) and the unit’s share of the Condominium’s common area maintenance costs and assessments (“**CAM**”) and (iii) pay to Tenant a share of the Train Hall Unit’s O&M and CAM. If LIRR and MTA permanently cease to use the LIRR Unit for passenger rail operations, the lease for the LIRR Unit will terminate. If Amtrak permanently ceases to use the Amtrak Unit for passenger rail operations, title to the Amtrak Unit will revert to ESD.

Train Hall Use

Tenant shall use the Train Hall Unit only for uses that are compatible with the operation of a train station and of the quality found in a first-class, up-to-date transportation-oriented multi-use facility operated and maintained in accordance with the best management practices (“**First Class Transportation Facilities**”), and proposed use changes to such uses subject to approval by ESD, LIRR and/or MTA, and Amtrak. The Commercial Unit may be used for office and retail and restaurant uses and ancillary uses thereto or, to the extent reasonably approved by ESD, other legal uses as determined by Tenant that are of the quality found in First Class Transportation Facilities. The Train Hall Retail Unit may be used for retail, restaurant and ancillary uses only, as determined by Tenant, subject to agreed-upon list of standards and prohibited uses, and such uses and the applicable users shall be of the quality found in First Class Transportation Facilities and shall be subject to the reasonable approval of ESD, the railroads and Amtrak, to the extent such users occupy spaces that face the Train Hall Unit. The Leased Premises will not be used for any unlawful or illegal uses or in any manner that constitutes a nuisance or for certain prohibited uses that detract or degrade the Project for use as a First Class Transportation Facility. MTA and its operating entities, LIRR and potentially Metro North, Amtrak and PANYNJ will have such subleases, easements, or licenses with respect to the Train Hall Unit as are necessary for the use of the Train Hall by these entities and their passenger operations and customer services.

V. OVERRIDE OF LOCAL LAW; STANDARDS

The Supplement does not disturb the override of local law in the Existing GPP in which ESD found that it is not feasible or practicable for the Project to comply with the New York City Zoning Resolution (“ZR”). ESD has overridden the ZR, including: (i) ZR 74-62: Railroad passenger stations; (ii) ZR 74-763 and 81-231: Reduction in size of previously bonused urban plaza; (iii) ZR 81-211: Permitted floor area; (iv) ZR 81-26 and 81-27: Height and setback regulations; (v) ZR 81-45: Pedestrian circulation space; (vi) to the extent necessary: ZR 81-46: Relocation of subway stairway entrance onto zoning lot; and (vii) ZR 74-52: Special Permit required for public parking.

In addition, for the inclusion of office space in the Farley building, ESD hereby overrides ZR 93-13 (the special office use regulations of the Special Hudson Yards District) as not feasible or practicable. It is ESD’s intention to override the ZR as necessary for the construction of the Project.

The WEC was constructed in accordance with the *National Fire Protection Association (NFPA) Standard 130: Standard for Fixed Guideway Transit and Passenger Rail Systems*. The Uniform Fire Prevention and Building Code as adopted by the State of New York (the “State Code”) is the applicable standard for the LIRR facilities in Penn Station. Due to the differing applicable standards, LIRR’s presence in Farley, and Farley’s physical connection to the existing LIRR facilities, ESD determined that it is not practicable to apply the local code and that the State Code will govern Farley except as otherwise indicated in Section VII below.

If and to the extent that the New York City Landmarks Law (codified in Title 25 of the New York City Administrative Code) would be applicable to an ESD-sponsored project in an ESD-owned building, ESD further finds that it is not feasible or practicable for the Project to comply with that local law. However, ESD has held informational meetings with the staff of the Landmarks Preservation Commission to apprise it of the design plans for the Project and will continue to comply with the New York State Historic Preservation Act.

VI. UDC ACT SECTION 10(d), 10(c) AND 10(g) FINDINGS

The changes to the Project described in the Supplement are consistent with and do not disturb the Civic Project and Land Use Improvement Project findings of the Existing GPP and such findings remain in full force and effect for the reasons described below.

A. Civic Project Findings: UDC Act Section 10(d)

(1) There exists in the area in which the project is to be located, a need for the educational, cultural, recreational, community, municipal, public service or other civic facility to be included in the Project.

There exists within the Project location on the West Side of Manhattan in New York City a need for the Project, inclusive of the Train Hall. Farley, which is largely vacant, is an important historic and cultural resource and is in need of protection, repair, preservation, and beneficial reuse. Penn Station operates above capacity and is not adequately designed for its existing passenger load or the expected growth in passenger load. Additional station capacity and the integration of that additional capacity with Penn Station and the mass transit facilities currently serving the area will provide to New York City and the region the modern, interconnected and cohesive rail transportation hub that is essential to support economic growth.

(2) The Project consists of a building or buildings or other facilities that are suitable for educational, cultural, recreational, community, municipal, public service or other civic purpose.

The Project consists of facilities suitable for the civic purposes of preserving an historic and cultural resource and providing transportation facilities. The Project will remediate, restore, and preserve the historic features of this important cultural resource. Within and beneath Farley, the Project will consist of public transportation improvements, including, but not limited to: (i) new emergency ventilation facilities; (ii) a substantially expanded WEC; (iii) an expansive Train Hall, including a grand concourse; (iv) the mid-block public circulation hall between 31st and 33rd Streets; (v) new entrances from Eighth and Ninth Avenues and mid-block from 31st and 33rd Streets; (vi) additional back-of-house and passenger facing operations space for LIRR and Amtrak; and (vii) multiple new vertical access points between Farley and the Train Shed. The Project will re-use and redevelop the underutilized Farley building in a manner that avoids the adverse effects that "overbuild" construction would have on the historic building and preserves an important civic and historic resource. In addition, the Project substantially widens and improves the underground 33rd Street corridor that connects the Train Hall, Penn Station and the Eighth Avenue Subway (the 33rd Street Connector). With construction of these improvements, the Project will consist of a multi-dimensional transportation facility integrating newly

constructed transportation components with related adjoining and supporting private development and existing transportation facilities.

(3) The Project will be leased to or owned by the state or an agency or instrumentality thereof, a municipality or an agency or instrumentality thereof, a public corporation, or any other entity which is carrying out a community, municipal, public service or other civic purpose, and adequate provision has been, or will be, made for the payment of the cost of the acquisition, construction, operation, maintenance and upkeep of the Project.

ESD owns Farley and may eventually have ownership of the Off-Site Premises. Except with respect to the Amtrak Unit, ESD will own all of the Condominium units. MTA and/or its operating entity LIRR will long-term net lease from ESD the LIRR Unit. Amtrak will own the Amtrak Unit. The Project owned or leased by these entities is for the creation and improvement of a commuter and inter-city rail passenger facility to be used by the public, and adequate provision has been, or will be, made for the payment of the cost of the acquisition, construction, operation, maintenance and upkeep of the Project. Any sale or lease of these facilities, or portions thereof, will require that the owner or lessee carry out the Project's civic purposes and operate, maintain, and upkeep the Project.

(4) The plans and specifications assure or will assure adequate light, air, sanitation and fire protection.

The plans and specifications for the Project assure adequate light, air, sanitation and fire protection for the Project. The creation of additional passenger circulation space and vertical access points and the improvement to the platform ventilation system will substantially enhance safety and security for the Train Shed, Farley, and the Penn Station complex as a whole.

B. Land Use Improvement Project Findings: UDC Act Section 10(c)

(1) The area in which the Project is to be located is a substandard or insanitary area, or is in danger of becoming a substandard or insanitary area and tends to impair or arrest sound growth and development of the municipality.

Considered as a whole, the Project site (comprised of Farley, the Off-Site Premises, and the 33rd Street Connector, an adjoining below-grade pedestrian passageway connecting Penn Station to the WEC and Eighth Avenue Subway) is substandard, and the area is significantly underutilized. Farley is a 100-year old facility that is virtually unoccupied and is in need of significant systems upgrade, façade renovation, and capital improvement. The 33rd Street Connector is too narrow for the volume of passenger/pedestrian traffic that it must bear and does not meet ADA-accessibility standards. At present, approximately 75% of Farley's total 1.4 million square feet is vacant, but the Project would restore that vacant space to productive use. At Farley, there are approximately 2,500,000 additional square feet of unused development rights (over and above the approximately 1,400,000 square feet of built area) available under the New York City Zoning Resolution. The Project calls for utilization of approximately 1,000,000 square feet of the Farley development rights with respect to the Off-Site Premises. The utilization of these development rights at that Project site location will foster efficient regional

growth due to the site's immediate proximity to the City's largest regional rail and mass transit hub and is in the public interest.

- (2) The Project consists of a plan or undertaking for the clearance, replanning, reconstruction and rehabilitation of such area and for recreational and other facilities incidental or appurtenant thereto.

The Project calls for Farley's rehabilitation, redevelopment of the Off-Site Premises, new rail and transit interconnections, and improvement of the 33rd Street Connector.

- (3) The plan or undertaking affords maximum opportunity for participation by private enterprise, consistent with the sound needs of the municipality as a whole.

The private development at Farley and utilization of Farley development rights at Off-Site Premises afford the maximum opportunity for participation of private enterprise without compromising the design or operation of the Train Hall or the Project's other public benefits.

C. UDC Act Section 10(g)

Necessary relocation of any Project location site occupants will be performed in accordance with applicable law. ESD understands that there are no residential occupants at the Project location and no residential relocation is required under UDC Act Section 10(g).

VII. ENVIRONMENTAL

In connection with the 2006 GPP and as lead agency under the State Environmental Quality Review Act ("SEORA"), ESD prepared an Environmental Impact Statement ("EIS") for the Project in 2006. In 2010, ESD prepared a Technical Memorandum (the "2010 Tech Memo") to analyze changes to the 2006 GPP described in ESD's Final Amended General Project Plan dated June 2010. On July 20, 2010, based on an Environmental Assessment dated April 2010, the Federal Railroad Administration ("FRA") issued a Finding of No Significant Impact with respect to the Project under the National Environmental Policy Act ("NEPA").

In order to assess the proposed modifications to the Existing GPP described in the Supplement, and to determine whether such modifications would result in any potential significant adverse environmental impacts not identified or adequately addressed in ESD's previous environmental review, ESD has had a new Technical Memorandum prepared (the "2016 Tech Memo"). The 2016 Tech Memo concludes that the proposed modifications would not result in any significant adverse environmental impacts not previously identified and adequately addressed for the Existing GPP approved project. Therefore, a Supplemental Environmental Impact Statement is not needed and no further environmental review is required in connection with the modifications to the Existing GPP described in the Supplement. As described in the Existing GPP, ESD will consult with the New York City Department of Transportation as appropriate to implement traffic control measures and cross-walk widenings identified in the environmental review for the Project.

Furthermore, ESD will continue consultation with the State Historic Preservation Office (“SHPO”) as designs for Phase 2 are developed, pursuant to the First Amended and Restated Programmatic Agreement executed in July 2010 (the “Programmatic Agreement”). In addition, the opportunity for certain consulting parties with a recognized interest in the preservation of the historic character of Farley to comment on the design submissions to SHPO, as stipulated in the Programmatic Agreement, will be continued. The Programmatic Agreement will be amended as necessary in order to add the Tenant as a party to that agreement; however, such amendment would continue to stipulate the ongoing consultation with SHPO and the involvement of the consulting parties.

In the event that FRA or another federal agency were to consider taking a future action with respect to the Project, such agency may undertake additional environmental review, as and to the extent required by National Environmental Policy Act.

VII. BUILDING CODE

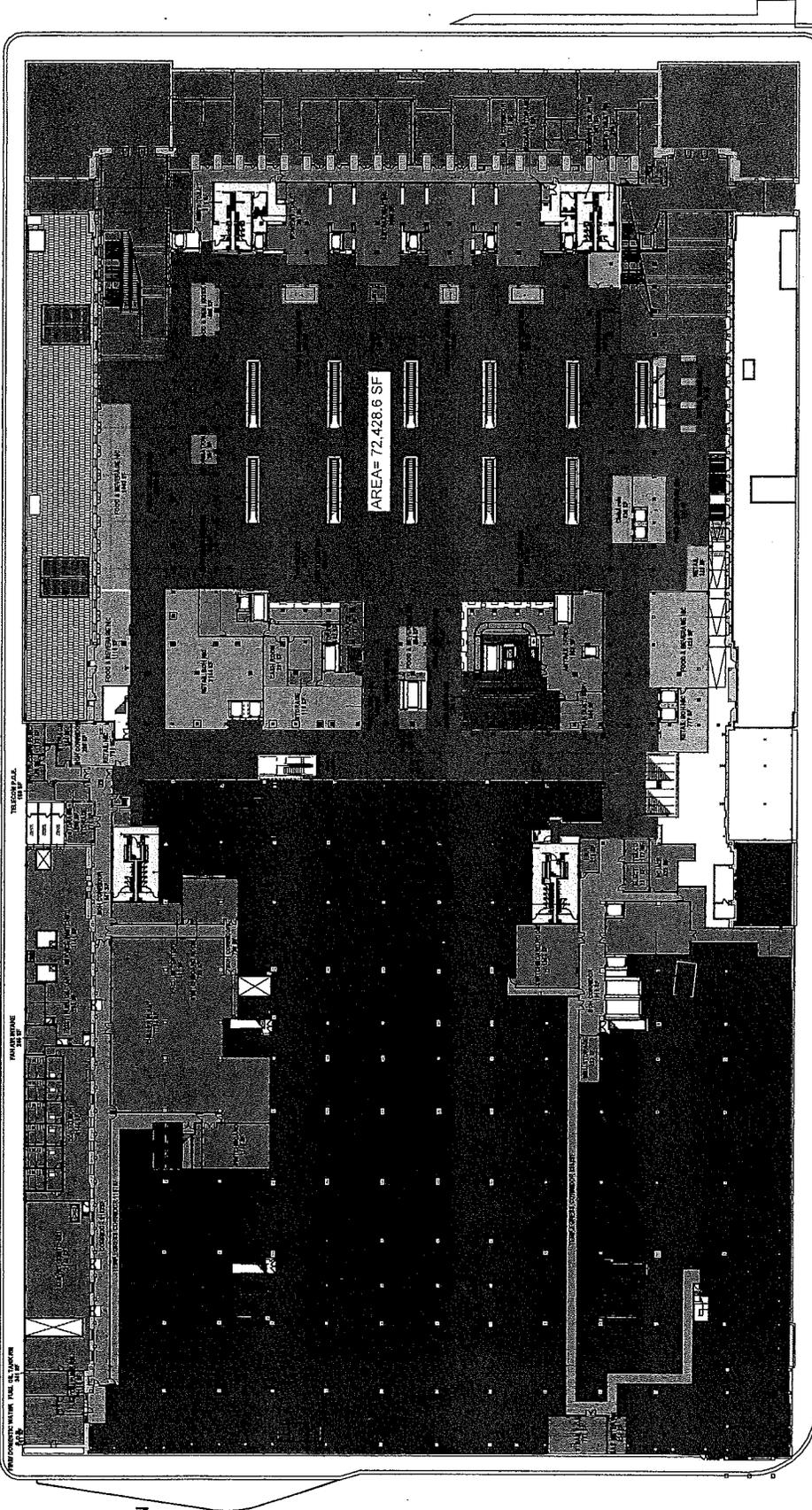
With the exceptions set out below, the Uniform Fire Prevention and Building Code as adopted by the State of New York (the “State Code”) will govern the Farley work and improvements. With respect to fire and life safety matters, if the New York City Building Code provides a more appropriate approach for an element of the Farley work, a variance from the State Code may be sought in order to implement such approach. Any portion of the Project conveyed to Amtrak may be subject to federal railroad entity exemptions from State Code and local municipal codes.

ATTACHMENTS

Attachment A	Train Hall Related Improvements Illustrative Plan
Attachment B	Commercial Development Illustrative Plans

Attachment A -Train Hall Related Improvements Illustrative Plan

33RD STREET



- NO ASSIGNMENT
- PHASE 1
- PHASE 3
- NO ASSIGNMENT
- AMTRAK PUBLIC AMTRAK
- AMTRAK BOH AMTRAK
- BAGGAGE OPERATION AMTRAK
- CIRCULATION PUBLIC
- CIRCULATION (BOH) SHARED? CONFIRM
- RETAIL RETAIL
- CLUB ACELA AMTRAK
- LIRR LIRR
- PA PA? CONFIRM
- CONTROLLED WAITING
- BAGGAGE OPERATION AMTRAK
- SHARED RR OR AMTRAK ONLY? CONFIRM
- MECHANICAL
- BOH SHARED? CONFIRM
- SHARED? CONFIRM
- POLICE CONFIRM DESIGNATION
- RESTROOM SHARED RR

31ST STREET

9TH AVENUE

8TH AVENUE

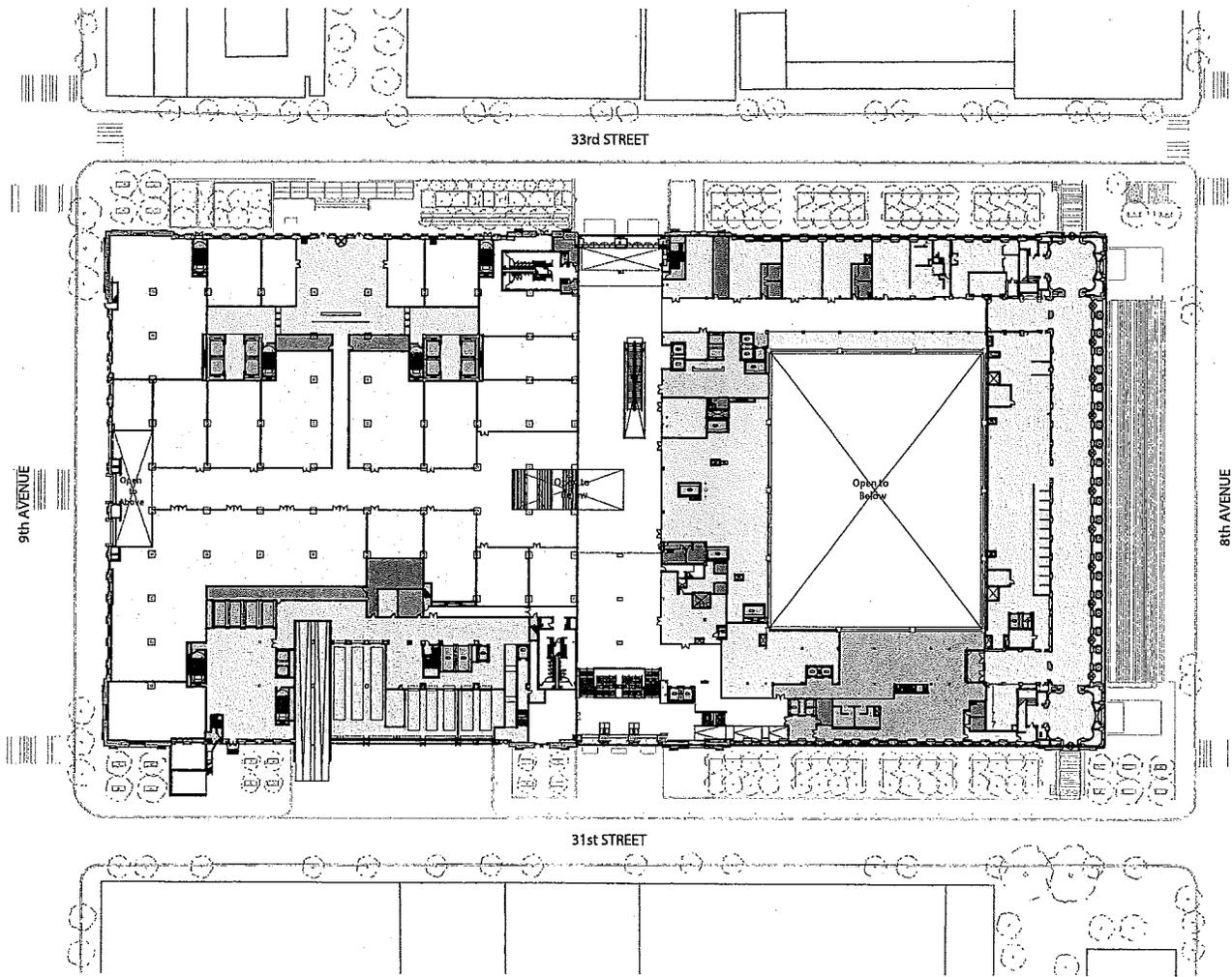
MOYNIHAN STATION

CONCOURSE LEVEL



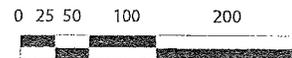
SOM
ARCHITECTS

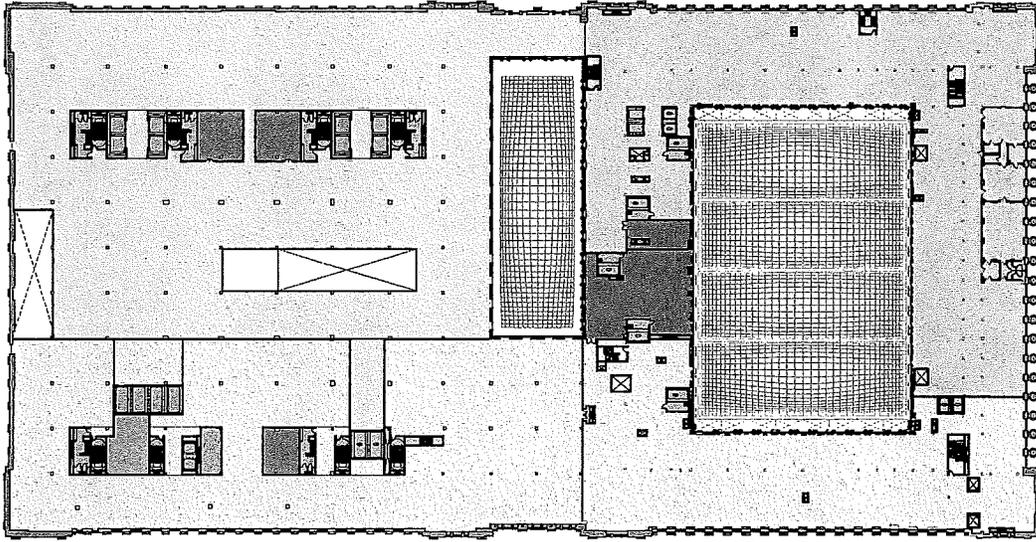
Attachment B - Commercial Development Illustrative Plans



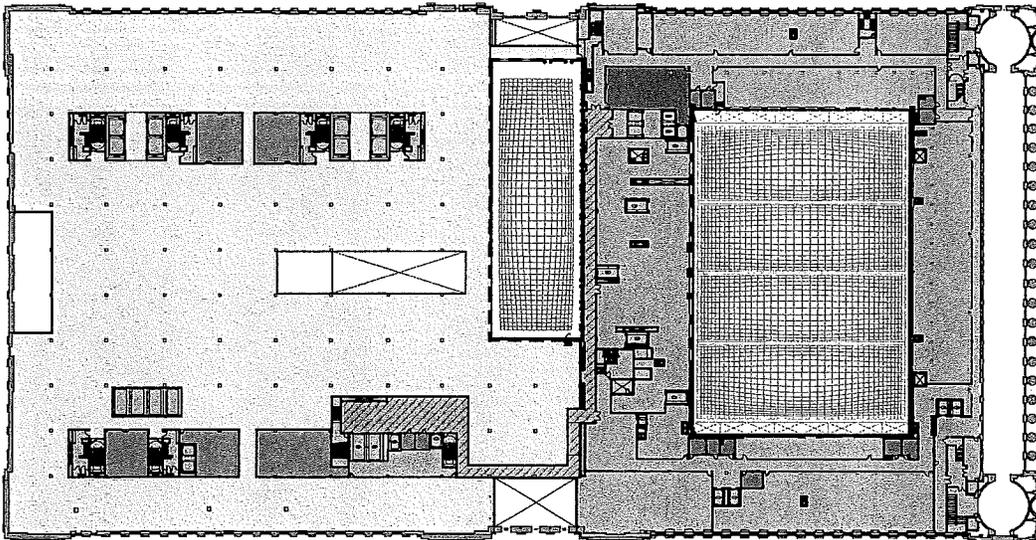
Level 1

- | | | | |
|--|-------------------|--|------------------|
| | Circulation | | Annex Office |
| | Annex Retail | | Ring Office |
| | Train Hall Retail | | Loading |
| | LIRR & MNRR | | MEP - Private |
| | Train Hall | | MEP - Train Hall |
| | Amtrak | | MEP - Common |
| | USPS | | |



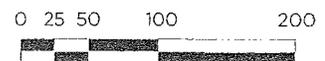


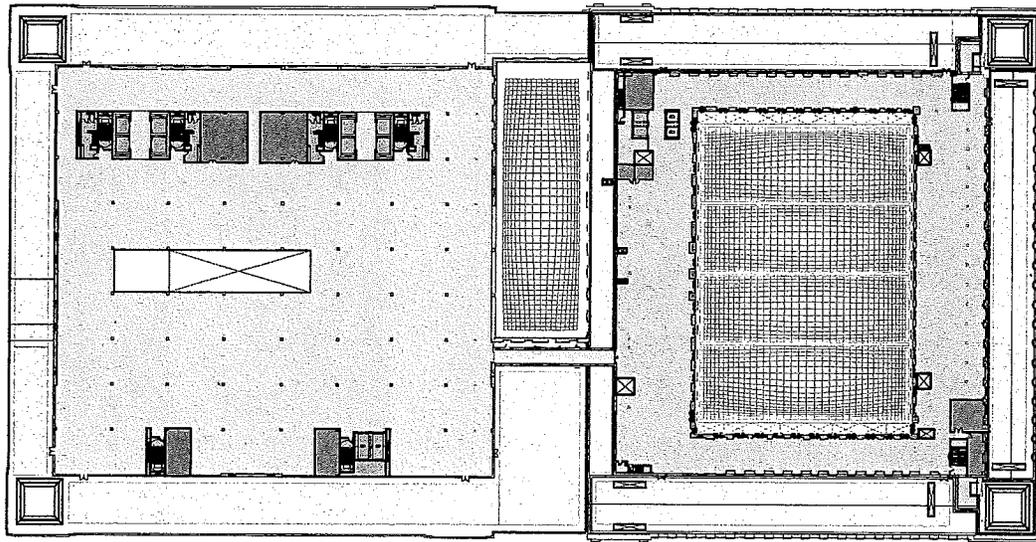
Level 3



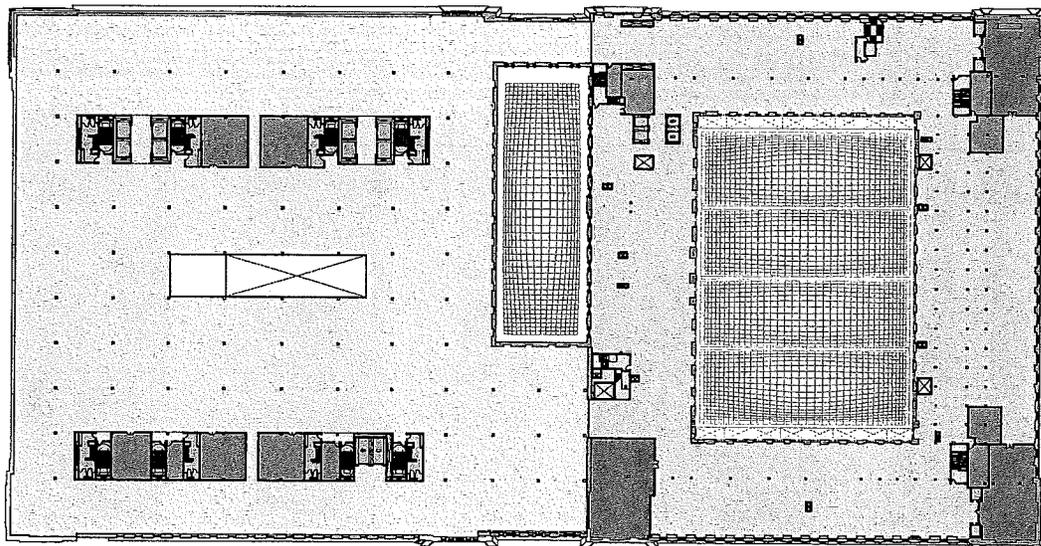
Level 2

- | | | | |
|---|--------------|---|------------------|
|  | LIRR & MNRR |  | MEP - Private |
|  | Amtrak |  | MEP - Train Hall |
|  | USPS |  | MEP - Common |
|  | Annex Office |  | Shared Corridor |
|  | Ring Office | | |





Level 5



Level 4

- | | | | |
|---|--------------|---|------------------|
|  | LIRR & MNRR |  | MEP - Private |
|  | Amtrak |  | MEP - Train Hall |
|  | USPS |  | MEP - Common |
|  | Annex Office | | |
|  | Ring Office | | |

