

ATLANTIC YARDS CONSTRUCTION UPDATE
Weeks of May 9, 2011 through May 22, 2011

In an effort to keep the Atlantic Yards Community aware of upcoming construction activities, ESD and Forest City Ratner provide the following outline of anticipated upcoming construction activities.

Please note: the scope and nature of activities are subject to change based upon field conditions. In addition, during the utility work water shut-offs may be required; these shut downs are done under the oversight of DEP and property owners will be given advance notice. All work has been approved by appropriate City and State agencies where required.

If you have any questions please feel free to contact our project Ombudsperson, Forrest Taylor, at: 212-803-3233 or AtlanticYards@empire.state.ny.us

Weeks covering May 9, 2011 through May 22, 2011

Long Island Rail Road/Vanderbilt Yard/ Carlton Avenue Bridge

- Posillico/Tully continues work related to raising of the grade at the bump area located in Block 1120 (near lots 19 & 28 and adjacent to the access ramp) for drilling of north side piles. SOE pile drilling will continue during this work period.
- Posillico/Tully will continue demolition work throughout the car shop (along Atlantic Avenue) for underpinning of the south wall of the LIRR Tunnel. Mobilization for the drilling of car shop mini piles will start during this period.
- Posillico/Tully to continue working on the underpinning of the south wall of LIRR tunnel within the car shop area.
- Excavation and soil removal work will continue during the reporting period.
- Posillico/Tully will continue to receive deliveries of steel pipe for pile drilling during this reporting period.
- Posillico/Tully to mobilize and start working on the mid block SOE piles. This work is located on the south side of the jobsite located in blocks 1120 & 1121.
- Work related to the fit out of Block 1129 (related to staging) has commenced. Work will entail the installation of water, sewer and electric service to the new location of the LIRR Maintenance of Equipment department trailers for LIRR. These trailers will be located on the east end of this block at Vanderbilt Avenue and Pacific Street.
- Posillico/Tully will drill Mini-Pile for load test in the CAB north abutment area.

- As of May 2nd, the new construction work start time in the yard is 6:00am. Work must be done in close proximity to the temporary yard tracks where the trains are stored during the day. This work is expected to take place over the next three to four months.
- Posillico/Tully will be installing a line of 17 drilled piles located in the area of the former now east gas station located on block 1121, lot 42. This will be on-going for approximately four (4) weeks. A construction fence was installed previously and will be maintained during all construction activities in this area.

Environmental Remediation

- Soil that has been classified as clean, contaminated or hazardous will be removed from the site as part of the excavation activities and brought to appropriate disposal locations.
- Where excavation and soil moving activities occur in areas of known Volatile Organic Compounds (VOC's) (BL 1119, lot 1 & 64, BL 1118, lot 1 and BL 1127, lot 1) VOC monitoring will be performed as required in the Community Air Monitoring Plan ("CAMP") and VOC Best Monitoring Practices documents.
- CAMP monitoring is continuing on all areas of soil disturbance per the project plan, including excavation, grading and demolition.
- Work related to the post-injection performance monitoring sampling at Block 1119 Lot 1 and Block 1118 Lot 1 has been completed. A second round of in-situ chemical oxidation injections at Block 1127 lot 1 was completed during the last reporting period. All work is being completed as a remedial action under jurisdiction of New York State Department of Environmental Conservation (DEC).
- Soil that contains a limited amount of small vials containing arsenic that was staged on plastic on the southern area of Block 1127 has been removed from the site. . The nine truckloads of the stockpiled soil were transported to an offsite transfer facility to be shipped via rail car to the pre-approved treatment facility.
- Cleanup of the standing water and oil mixture in the basement at the one-story structure affiliated with 752 Pacific Street has been completed. Sub-slab soil samples have been collected for laboratory analyses; results are currently pending. The remaining aboveground storage tanks (ASTs), which have been cleaned, are scheduled to be removed during future demolition work. All work is being completed in accordance with and under jurisdiction of the DEC.

Infrastructure

- On behalf of the DEP, FCRC will manage the installation of a new water trunk main and associated distribution mains on Flatbush and Atlantic Avenues. The work is divided into three stages.
 - Stage One is the work on the west side of Flatbush, north of the Atlantic intersection, continuing across Flatbush to the edge of the transit improvements on the arena block. This is called Stage One because the design of this section was critical to the remaining two stages. The actual installation will follow stage two.
 - Stage Two is the work along the south side of Atlantic Ave from a location just west of the former 5th Avenue bed, running eastward to a location west of the 6th Avenue intersection.
 - Stage Three is the area between stages one and two, across Flatbush Avenue and the top of the future new transit station improvements.
- Work on the new trunk water main continues during this period on Stage Two on the south side of Atlantic Avenue east of the Fort Green intersection and will continue eastward for the next month. A section west of the Fort Green intersection will be installed in May 2011 when Transit Connection activities allow. All work will be performed behind MPT.
- During the course of utility installation work, the contractor may encounter unforeseen contaminants, underground storage tanks or other structures. In the event that this happens and where appropriate, notification will be given to the DEC, VOC monitoring will be continuously performed, and remediation steps will be implemented.
- The DEP will be conducting final inspections of the sewer and water work on Atlantic and Flatbush Avenues over the next two 2-week periods.

Demolition

Applications for demolition permits for 768 Pacific and 603 Dean and an Alt-2 alteration permit was filed to remove a one-story addition on the east side of 752 Pacific, where the oil residue and leaking tanks were discovered. The addition will be removed in conjunction with the 768 Pacific building. Asbestos filings for the one-story building were submitted during the previous reporting period. Work is scheduled to begin in this two-week period. Work will be completed through a combination of hand demolition at the top and edges to reduce the building to an extent that mechanical demolition is deemed safe.

Arena

- Hunt has implemented a revised local delivery truck route to the site from the Block 1129 Material Laydown/Staging Area to use the new Dean Street ramp access gate. The revised route is:

1. Banker & IPS trucks waiting in Hunt Material Laydown Area adjacent to 752 Pacific Street (Block 1129)
2. Truck will make right out of Lot and head East down Pacific.
3. Truck will make right onto Vanderbilt
4. Truck will make right onto Flatbush
5. Truck will make right onto Dean
6. Truck will make left into Dean Street Entrance

This route will be discontinued following completion of the installation of the permanent access ramp at the intersection of 6th Ave & Pacific Street, which is projected to be complete between June 1 – June 20. The route may be used at a later date to assist with deliveries to a laydown area to be prepared adjacent to Dean Street within the construction fence line.

- Waterproofing and backfilling along the outside of the arena Atlantic Avenue foundation wall will continue, subject to weather conditions, during this reporting period.
- Steel deliveries and steel erection will continue throughout this reporting period.
- Precast concrete erection will continue during this reporting period.
- Excavation for the footings and walls will continue within the footprint of the arena during this reporting period.
- The placement of the east side stormwater retention tank walls & roof deck will commence during this reporting period.
- Large scale excavation will resume along the Dean Street perimeter when the Pacific Street ramp is re-installed.
- VOC monitoring as required by the CAMP continues.
- Installation of footings and perimeter walls is continuing eastward from the intersection of Dean Street and Flatbush Avenue and north on 6th Avenue.
- The application of waterproofing to the foundation walls from 6th Avenue at Pacific Street starting north and then west down Atlantic Avenue will continue during this reporting period, as weather allows. Backfilling at these locations will follow the waterproofing and is expected to continue during this reporting period.
- Waterproofing of the west side storm retention tank exterior, followed by backfilling, is expected to continue, as weather allows, during this period.
- Layout/installation related to the underground plumbing will continue within the southwest, northwest and northeast portion of the site. Underground plumbing will continue within the arena footprint including in controlled access zones beneath the structural steel erection as needed this period.

- The installation of the ice rink floor refrigeration piping will continue during this reporting period.
- The spray fireproofing contractor mobilization will continue throughout this reporting period.
- The removal of the retaining wall along the north side of the former Pacific Street has been completed and the creation of a new access ramp into the site from Pacific Street is expected to start in May. The permanent access ramp H-Pile installation and SOE is expected to start in mid May.
- Underground electrical installation will continue as needed during this reporting period. This work is taking place within the entire arena footprint where the concrete foundations and footings are being poured and beneath the structural steel erection within control access zones.
- The maintenance of the site to accommodate steel erection will continue during this period. Steel erection will continue near the intersection of Dean Street & Flatbush Avenue throughout this reporting period.
- The placement of concrete on metal deck (SOD) will continue during this reporting period. Lathing (rebar placement) work will continue on the superstructure decks prior to concrete placement in this period.
- The placement of slab on grade (SOG) concrete will continue within the arena site at the event level during this reporting period.
- The excavation and concrete footing placement for a long term but temporary visual mock-up of the weathered steel façade panels has been completed at 752 Pacific Street. The mock-up panel delivery and placement of the footing was originally expected to be completed during the reporting periods covering March 7th through March 25th, however the delivery has been revised to mid-May.
- Preparation for the erection / installation of a material hoist near the intersection of Fort Green & Atlantic Avenues is projected to start this period.
- Preparation of the laydown and storage area to the east section of 752 Pacific Street, Block 1129 will continue during this reporting period. Precast concrete risers, tubs and vomitory walls deliveries to the laydown area will continue this period.
- Occupancy/Use of the laydown area due south of the 752 Pacific Street office will continue during this period.
- During the course of the excavation work, the contractor may encounter unforeseen contaminants, underground storage tanks or other structures. In the event that this happens and where appropriate, notification will be given to DEC, VOC monitoring will be

continuously performed while excavating these materials and remediation steps will be implemented.

- The arena contractors are coordinating their concrete placement and structural steel activities on the Atlantic Avenue elevation with the utility contractor's water main installation within this same zone, inside the MPT barrier that is already in place.
- Weekend work will be scheduled no later than close of business on the preceding Thursday, where makeup work due to weather or other delays makes it necessary. We project working on Sunday May 7 and May 14 during this period.

NYC Transit Improvements

- The first concrete pour for the base slab occurred on April 2nd. The second concrete pour occurred on April 20, 2011. It was originally anticipated that the remaining concrete pours would be placed in 2 sections, however, due to construction logistics, the second concrete pour has now been divided up into smaller pours that will be accomplished during the normal work week and is anticipated to take place over the next 2-4 week period. The last section to be poured will be the center section and will take place in the next 4 to 6 weeks. Upon completion of the steel erection now underway, the concrete wall foundations will follow over the next 2 months. Reinforcing steel is currently being installed at the new walls to support the future new staircase. Vibration and Tilt sensors have been installed and are being monitored per NYCT requirements.
- IRT and BMT Tunnel inspections have taken place and repair work will be implemented during scheduled NYCT track outages during evenings and weekends. BMT Track Outages (G.O.s) were conducted on March 5th, March 12th and April 16th. Additional GO's for both the IRT and BMT will be evaluated as the work progresses. Minor repair and cleanup work will occur on selective evenings under scheduled NYCT flagging protection.
- Permits have been secured for the portions of the street immediately adjacent to the "Tip" of the project area (at the corner of Flatbush and Atlantic). Concrete plank/decking in the roadway is now substantially complete. This work being done to allow the Fare Control Area excavation & demolition to continue below the street. Traffic will be restored every morning according to DOT stipulations. Barricades have now been installed at the southern end of the IRT platforms as approved by NYCT. Demolition of the walls separating the existing IRT platforms to the new fare array is now in progress.
- Minor mechanical, electrical and plumbing work within the subway station below ground is underway to accommodate new station configuration.
- Structural steel erection at the main transit entrance area where the staircase/elevator is located will continue during this reporting period.

- Work at the southern vent shafts along Flatbush Avenue will continue during this reporting period.
- During the weekend of May 7th a large crane pick to set the steel girder that will span the new BMT/IRT passageway within the excavation was scheduled. . It is anticipated that in the event this work does not take place during the weekend of May 7th, it will be done during the weekend of May 14th. The crane will be set on Flatbush Avenue, subject to receipt of approvals from NYC Transit and DOT. This will be conducted during evening hours under NYC DOT and TA approval. Any changes to existing MPT or any requirement for new MPT will be per approval of DOT. The operation will take place during the hours of 12:01 am to 10 am.

Anticipated Night Time & Weekend Work

During this reporting period the following work will be performed either at night or during the weekend as noted. All work will be done pursuant to approved permits:

- Arena Site:
 - Arena weekend work will be scheduled no later than close of business on the preceding Thursday, where make-up work due to weather or other delays makes it necessary.
- NYC Transit Improvements:
 - Temporary concrete road decking is substantially complete, however, in the event there is a need to do any related work, such work will be performed at night per DOT regulations. Traffic will be restored every morning according to DOT stipulations.

Work related to demolition of BMT structure and below grade concrete work may be conducted on Saturdays May 14th and May 21st during this reporting period. All such work will take place within the site.

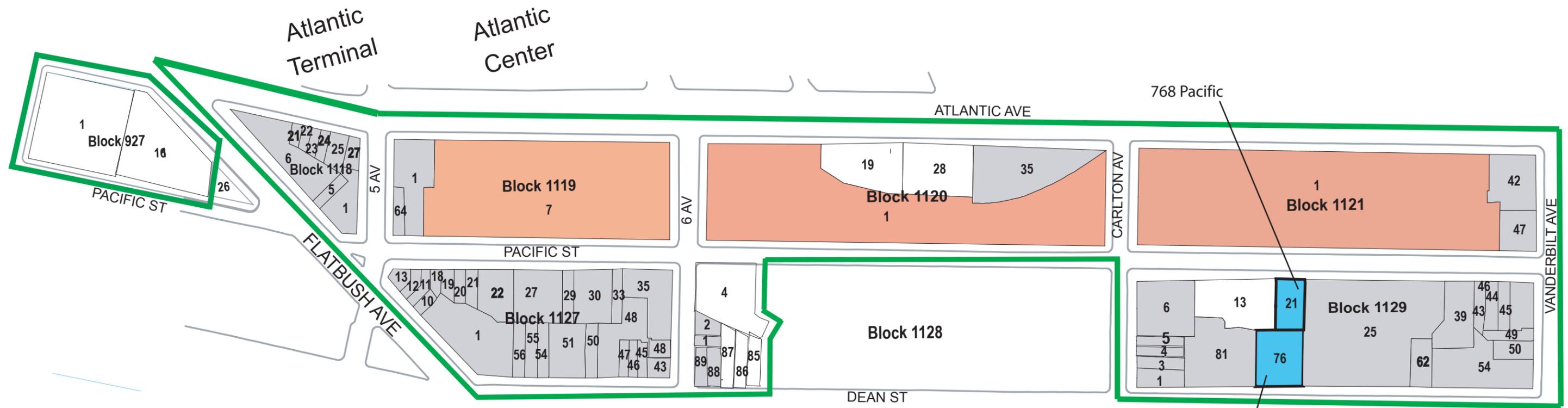
- Demolition:
 - None anticipated at this time.
- Block 1129 – staging arena:
 - Contractors conducting night work may have cause to enter and exit this area as it serves as a staging and material/equipment storage area.

During the course of work, conditions may be encountered at the site which may warrant the need for night and/or weekend work. Work will be done pursuant to approved permits.

Community Liaison Office (CLO)

Persons seeking access should do so from Carlton Avenue. Both the CLO phone line (866-923-5315) and email (communityliaison@atlanticyards.com) are operational and community residents are encouraged to use both when making inquiries about the project.

Atlantic Yards Abatement & Demolition Status

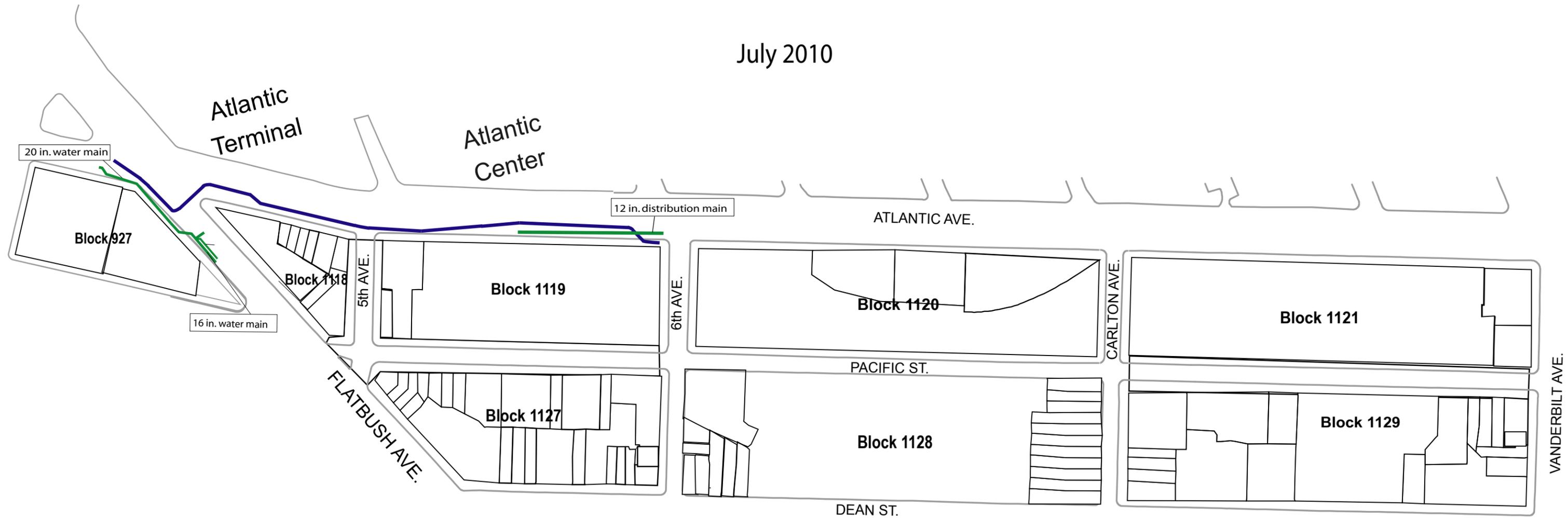


- vacant lot
- demolition permit granted/demolition is pending
- LIRR Yard

as of MAY 9, 2011

Location of Water Main Work

July 2010



-  36"/48" trunk water main
-  12", 16", & 20" water main & 12" Distribution Main