

ALAN S. RITTERBAND

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LEGAL CAREER

BALLARD SPAHR LLP 1992-Present

Partner

BALLARD SPAHR ANDREWS & INGERSOLL, LLP 1984-1992

Associate

EDUCATION

UNIVERSITY OF PENNSYLVANIA LAW SCHOOL, Philadelphia, Pennsylvania
(J.D. 1984), *Cum Laude*

DARTMOUTH COLLEGE, Hanover, New Hampshire
(B.A. 1981), *Magna Cum Laude*, Phi Beta Kappa

LEED Accredited Professional as certified by the United States Green Building Council.

PROFESSIONAL ACTIVITIES

Member, ABA Forum on the Construction Industry

Member, Executive Committee of the Real Estate Section of the Philadelphia Bar Association (2003-2008)

Fellow, American College of Mortgage Attorneys

Vice Chairman, Construction Lending Committee, Real Estate Section of the American Bar Association (2002-2007)

COMMUNITY ACTIVITIES

Co-Chairman, Lower Merion Township Planning Commission

Board Member and Member of Executive Committee of the Board, Philadelphia Region Anti-Defamation League

Advisory Board Member, Prevent Child Abuse Pennsylvania (2011-2013)

Co-Chairman, Land Use Element Committee for Lower Merion's new comprehensive plan

Information for:
BCM Affordable Housing Inc.

Contact:
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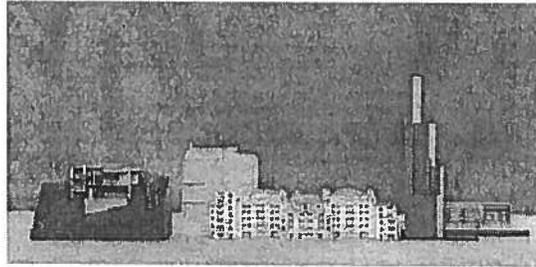


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Firm Overview

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Baltimore
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Fax: 410.528.5650
300 East Lombard Street
18th Floor
Baltimore, MD 21202-3268

Bethesda
Tel: 301.664.6200
Fax: 301.664.6299
4800 Montgomery Lane
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Bethesda, MD 20814-3401

Denver
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2029 Century Park East
Suite 800
Los Angeles, CA 90067

New Jersey
Tel: 856.761.3400
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210 Lake Drive East, Suite 200
Cherry Hill, NJ 08002-1163

Ballard Spahr LLP is a national firm of more than 500 lawyers in 14 offices across the country. Our attorneys provide counseling and advocacy in more than 40 areas within intellectual property, litigation, business and finance, real estate, and public finance. We represent a diverse cross-section of clients, ranging from large public companies and privately held corporations to government agencies and nonprofit organizations. Our practices span the life sciences and technology, energy, health care, and other sectors that are driving innovation and growth in today's marketplace.

The firm's mission is straightforward: to provide nothing less than excellence in every legal representation. Our client focus is absolute. We help clients achieve success as they define it. We respect and anticipate their needs, take action to keep them informed, and devise forward-thinking solutions to get the most favorable results. This is Ballard Spahr's pledge.

Practices

- Antitrust
- Bankruptcy
- Business and Finance
 - Bank Regulation and Supervision
 - EB-5
 - Investment Management
 - M&A/Private Equity
 - Securities
 - Transactional Finance
- Consumer Financial Services
- Employee Benefits and Executive Compensation
- Environment and Natural Resources
- Family Wealth Management
- Franchise and Distribution
- Government Relations, Regulatory Affairs and Contracting
- Housing
- Intellectual Property
 - Patents
 - Trademarks and Copyrights
 - Trade Secrets
 - Entertainment and Media
 - IP Due Diligence
 - Licensing
 - Intellectual Property Litigation
- Labor and Employment
- Litigation
 - Appellate
 - Commercial Litigation
 - Consumer Class Action Litigation
 - E-Discovery and Data Management

Firm Overview

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www.ballardspahr.com

- Product Liability and Mass Tort
- Professional Liability
- Real Estate and Construction Litigation
- Securities Enforcement and Litigation
- Media Law
- Mortgage Banking
- Municipal Securities Regulation and Enforcement
- P3/Infrastructure
- Privacy and Data Security
- Public Finance
- Real Estate
- Real Estate Development and Complex Transactions
 - Construction
 - Eminent Domain
 - Leasing
 - Mixed-Use Development and Condominiums
 - Real Estate Tax
 - Zoning and Land Use
- Real Estate Finance and Capital Markets
 - Commercial Loan Servicing
 - Distressed Real Estate
 - Private Equity Real Estate
- REITs
- Resort and Hotel
- Tax
- Exempt Organizations
- Tax Credits
- Water Rights
- White Collar Defense/Internal Investigations

Industries

- Energy and Project Finance
- Health Care
- Higher Education
- Insurance
- Life Sciences and Technology
- Sports

Initiatives

- Climate Change and Sustainability
- Health Care Reform
- Korea
- Municipal Recovery

Real Estate Department

Attorneys in our national real estate practice advise clients in acquisition, condemnations, financing, leasing, sale, and restructuring transactions. The practice is exceptionally diversified, represents clients nationwide, and offers fully integrated legal services.

Our services include:

- Acquisitions and equity participations
- Commercial leasing
- Condominiums and planned communities
- Construction and design contracts
- High-rise office development and leasing
- Industrial and warehouse development
- Loan originations and servicing
- Military base re-use
- Mixed-use development, including office, retail, hotel and parking facilities, medical office condominiums, and golf course/residential
- Multifamily housing development and financing (including FHA, Freddie Mac, Fannie Mae, and GNMA programs)
- Port, airport, and transit development projects
- Public/private ventures
- Real estate taxation, including appeals and exemptions
- Resort, hotel, and fractional interest projects, including ski and golf facilities
- Restructurings, workouts, and foreclosures
- Shopping center development and leasing

Our Approach

Client service is paramount. We continuously augment and refine our skills to meet the needs of our clients.

Our attorneys are leaders in bar and industry organizations, including, among others, the American Bar Association, American College of Real Estate Lawyers, American College of Mortgage Attorneys, American Resort Development Association, and Urban Land Institute. We value collaboration—among our own team members and with our clients—and believe it to be at the core of the client focus that is central to Ballard Spahr's real estate practice.

Real Estate Department

Our Clients

- Apartment owners
- Financial institutions in loan restructurings and workouts
- Housing authorities
- International science and technology centers
- Investment banks
- Investors
- Hospitals and medical centers
- Master servicers
- National brand hotel companies in resorts and fractional interest projects
- National and regional institutional lenders
- National and regional shopping center developers
- National retail companies
- Office, industrial, and multifamily developers
- Owners
- Receivers
- Redevelopment and economic development agencies
- Real estate brokerage companies
- Regional transportation authorities
- REITs
- Residential developers and home builders
- Special servicers
- Sports, cultural, and civic enterprises
- Universities and research parks

We represent clients in every space in the market, including:

- Developers
- General contractors
- Government-sponsored enterprises
- Housing authorities
- Investors
- Lenders
- Loan servicers and asset managers
- Mortgage and investment bankers
- Municipal bond underwriters
- Nonprofit organizations
- Property managers
- Special servicers
- State and local housing finance agencies
- Syndicators

Housing Group

With more than 70 attorneys, our housing practice is one of the largest in the country. We provide innovative and practical advice in the development and financing of housing and community development projects nationwide.

Our experience includes the representation of more than 75 housing authorities and affordable housing developers, the closing of hundreds of bond transactions as bond and underwriter's counsel, and involvement in thousands of tax-credit transactions. We routinely represent borrowers and more than a dozen lenders under all of the multifamily programs of Freddie Mac, Fannie Mae, and HUD.

We are called upon by clients engaged in the acquisition, development, expansion, and disposition of virtually every type of housing, including:

- Government-Assisted Housing
- Military housing
- Mixed-income/mixed-use housing
- Multifamily housing
- Planned communities/condominiums
- Senior/special needs housing
- Single-family housing
- Student housing
- Workforce housing

A Team Approach to Complex Housing Issues

Our experience in banking, securities, zoning, green building, litigation, and bankruptcy complements our housing practice. We have been engaged as bond counsel in billions of dollars in single family and multifamily housing revenue bonds. Our energy team is at the forefront of the green construction and retrofitting of buildings, and several of our lawyers hold the LEED AP designation.

Our finance lawyers provide pragmatic, leading-edge advice on even the most complex transactions, including:

- Acquisitions/assumptions
- Bonds
- Construction and bridge loans
- Capital grant financing programs
- Community development lending
- Defaults and workouts
- Green building/energy efficiency initiatives
- Fannie Mae/Freddie Mac
- FHA-insured loans/GNMA
- HUD programs
- Mixed finance
- Portfolio sales and acquisitions
- Section 8 contracts and vouchers
- Tax credits

Housing Group

We represent clients in every space in the market, including:

- Developers
- General contractors
- Government-sponsored enterprises
- Housing authorities
- Investors
- Lenders
- Loan servicers and asset managers
- Mortgage and investment bankers
- Municipal bond underwriters
- Nonprofit organizations
- Property managers
- Special servicers
- State and local housing finance agencies
- Syndicators

Government-Assisted Housing

We work with developers and housing authorities nationwide, advising on the demolition, disposition, and development of public housing projects. Our work includes implementing mixed-finance development projects, assisting with RAD conversions, obtaining HUD regulatory waivers, structuring and closing transactions involving capital fund bonds, and private financings using various tax credits.

We have closed numerous affordable housing projects, including mixed-income units, mixed-use developments, and sustainable-energy improvements. Our attorneys assist clients in innovative transactions, combining public housing redevelopment with energy improvements, continuing care facilities, school construction, and transit-oriented development.

We also assist housing authorities with other programs, such as Moving to Work, Section 8 contracts, asset management, the Section 30 Public Housing Mortgage Program, and OIG investigations. Our lawyers have developed productive working relationships with HUD officials and have a solid understanding of their programs and procedures.

Tax Credits

Ballard Spahr's tax credit practice team takes a comprehensive approach to representing clients in tax credit transactions. In addition to having handled a wide range of tax credit transactions, our lawyers have represented the many types of participants in tax credit deals. This broad perspective allows our team to take a practical approach to better understanding and achieving client's goals.

Housing Group

Our team has considerable experience representing clients in tax credit deals. From sophisticated, upper-tier transactions to lower-tier investments, we have participated in nearly every type of housing transaction:

- Federal Low Income Housing Tax Credit (LIHTC)
- New Markets Tax Credit (NMTC)
- Federal rehabilitation tax credit (historic tax credit)
- Renewable energy production and investment tax credits
- Various state tax credits

Ballard Spahr represents the broad range of participants in the tax credit industry, including syndicators of federal and state tax credits, developers, housing authorities and other public entities, tax credit investors, and non-profit organizations. Our lawyers know and understand the expectations and requirements of the different entities involved in these complex transactions.

Our tax credit practice is highly integrated with the firm's national resources in lending, community development, housing authority representation, public finance, and tax. The result is well-coordinated efforts by our legal team to provide clients with the highest level of service.

Tax credit investing involves many legal complexities and requires a keen understanding of the entire process. Ballard Spahr's tax credit practice combines our experience in various complex transactions and representation of diverse participants with our broad resources and capabilities of nationally recognized practices to accomplish our clients' goals.

FHA-Insured Financing

We represent private and public lenders, borrowers, and other clients nationwide, counseling on all aspects of HUD-insured financing transactions. Our work has included acquisition, rehabilitation, and new construction loans; tax-exempt bond financings credit enhanced by HUD insurance; Government National Mortgage Association mortgage-backed securities; IRP decoupling transactions; and transfer of physical assets applications. We are experienced in virtually all of HUD's multifamily programs and with the related tax, securities, environmental, and other legal issues associated with HUD transactions.

We also assist lenders in obtaining HUD mortgagee and MAP approvals to originate HUD-insured loans. We help lenders respond to audit reports, pre-penalty determinations, and other adverse findings and advise on servicing issues. We negotiate loan and servicing portfolio sales and perform due diligence reviews. Our lawyers enjoy effective working relationships with HUD headquarters and local office employees.

GSE-Related Financing

We counsel lenders, borrowers, and other clients nationwide on all aspects of Fannie Mae and Freddie Mac financing products for multifamily housing projects and seniors facilities and on related compliance and servicing issues. Our attorneys handle all types of conventional mortgage and bond financings, including acquisition, rehabilitation, refunding, and forward commitment new construction loans. We also assist clients with loan assumptions, distressed asset advice, and default resolution. We represent Freddie Mac on an ongoing basis as counsel for its tax-exempt bond credit enhancement and securitization programs.

Our attorneys assist lenders in obtaining approval to originate and deliver loans to Fannie Mae and Freddie Mac, advise on servicing issues, negotiate loan participations and loan and servicing portfolio sales, and perform due diligence reviews. We have developed extensive relationships throughout Fannie Mae and Freddie Mac and have a solid understanding of their loan products, procedural requirements, and preferences.

Attorney Profiles

Practice Areas

- Real Estate
- Real Estate Development and Complex Transactions
- Construction
- Climate Change and Sustainability
- Higher Education
- Housing
- P3/Infrastructure
- Sports
- Transactional Finance

Education

- University of Pennsylvania Law School J.D. 1984
- Dartmouth College A.B. 1981

Admitted To Practice

- Pennsylvania 1984



Alan S. Ritterband

Partner

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Alan S. Ritterband has extensive experience in complex transactional matters, including real estate development, acquisitions and sales, leasing, and real estate financing. He also frequently negotiates design, construction, and design-build agreements on behalf of owners and developers.

Mr. Ritterband is a LEED Accredited Professional as certified by the United States Green Building Council. He is listed in the 2010 through 2014 editions of *Chambers USA: America's Leading Lawyers for Business*, a directory built primarily on client interviews, as a leader in the field of real estate. He is also recognized in the 2009 through 2014 editions of *The Best Lawyers in America* for real estate law, and he was named *Best Lawyers' 2012 Philadelphia Real Estate Lawyer of the Year*.

Representative Matters

- Led the Ballard Spahr legal team for Comcast Corporation in connection with its \$1.2 billion innovation and technology center, which is under construction in Center City, Philadelphia
- Represented the Phillies in connection with the construction of Citizens Bank Park, including the drafting and negotiation of the design and construction contracts for the ballpark
- Advised the Allston Development Group of Harvard University in connection with drafting and negotiation of design and construction contracts for a major campus expansion, as well as the renovation and expansion of the Fogg Museum
- Represented a real estate company in connection with its acquisition of an 8,700-apartment portfolio, a real estate investment trust in its purchase of a regional shopping mall, a transportation authority in the acquisition and development of its headquarters facility, and a large pension fund in its acquisition and sale of multifamily residential and retail projects
- Drafted and negotiated design and construction contracts for a 53-story office tower in Philadelphia

Attorney Profiles

- Represented a major developer in connection with the development of more than 20 Low Income Housing Tax Credits projects, including several under the HOPE VI program

Mr. Ritterband has written and lectured frequently on a wide variety of real estate issues and is a member of the Forum on the Construction Industry of the American Bar Association. He was also a member of the Executive Committee of the Real Estate Section of the Philadelphia Bar Association from 2003 to 2008 and is a fellow of the American College of Mortgage Attorneys. Mr. Ritterband is Co-Chairman of the Lower Merion Township Planning Commission and a member of the Executive Committee of the Philadelphia Region Anti-Defamation League.

Mr. Ritterband is a graduate of Dartmouth College (A.B., *magna cum laude*, 1981), where he was elected to Phi Beta Kappa, and the University of Pennsylvania Law School (J.D., *cum laude*, 1984).



HIGH SWARTZ

Attorneys At Law LLP

High Swartz LLP
 40 East Airy Street
 Norristown, PA 19404
 Phone: 610-679-9588 | Fax: 610-275-5290
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Attorneys

William F. Kerr, Jr.

Partner

phone 610-679-9588

fax 610-275-5290

email wkerr@highswartz.com

William F. Kerr, Jr. has more than 16 years of experience in the area of real estate law, focusing on land use, land development and zoning; real estate taxation, real estate transactions; real estate title issues, eminent domain; real estate valuation and real estate code compliance. He was previously a partner in the Philadelphia office of Blank Rome LLP.

Mr. Kerr represents developers, property managers and property owners of single and multi-family residential, hotel, shopping center, commercial, industrial, golf course, day-care, prison, utility, cell tower and airport properties. He has successfully represented these clients, in Philadelphia and throughout eastern Pennsylvania, in obtaining various development, subdivision, zoning, and related approvals. Mr. Kerr also has extensive experience in successfully pursuing real estate tax assessment appeals, nonprofit real estate tax exemptions, Act 319 Agricultural Assessments and real estate tax abatements in various counties throughout eastern Pennsylvania. He has significant expertise in real estate tax assessment issues for affordable housing properties.

Additionally, Mr. Kerr has represented property owners in a variety of eminent domain matters, as well as with easement, real estate title, green building, and storm water issues, and general real estate transactions. He also has significant experience in the area of real estate valuation.

Mr. Kerr has also served as special zoning and development counsel to a number of southeastern Pennsylvania municipalities.

Areas of Practice:

[Business, Employment and Real Estate Law](#)

[Real Estate and Land Use Law](#)

[Affordable Housing](#)

[Real Estate Taxation](#)

[Real Estate Litigation](#)

[Zoning and Land Development](#)

[Eminent Domain](#)

[Municipal and Governmental Law](#)

Bar Admissions:

- Pennsylvania, 1992

Education:

- Temple University James E. Beasley School of Law, J.D., *cum laude*, 1991



- Rutgers University, M.S. City and Regional Planning, with honors, 1982
- Delaware Valley College, B.S., 1979

Professional Affiliations & Honors:

- Philadelphia Bar Association
- Montgomery County Bar Association
- Urban Land Institute
- Montgomery County Homebuilders Association
- Pennsylvania/Delaware Affordable Housing Management Association

Civic & Community Activities:

- Pastoral Council Member, Corpus Christi Parish, Lansdale, PA
- Youth Baseball Coach, Harleysville Baseball, Harleysville, PA

Publications & Presentations:

- "Effect of Financial Crisis on Zoning, Land Use, and Building Entitlements/Permits," *The Legal Intelligencer*, January 2010
- "Are Your Pennsylvania Electric Generating Facilities Properly Assessed?" *Energy Update*, June 2008
- "Philadelphia Raises Tax Assessments for 70 Percent of City Properties," *Real Estate Update*, August 2007
- "Pennsylvania Tax-Assessment Appeals," *Affordable Housing and Community Development Update*, July 2007

Teaching:

- Temple University Real Estate Institute



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Real Estate and Land Use Law:

Affordable Housing

Commercial Leasing

Condominiums and Planned Communities

Construction Law

Eminent Domain

Financing and Deal Structuring

Real Estate Litigation

Real Estate Taxation

Zoning and Land Development

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Zoning and Land Development

Attorneys at High Swartz LLP have extensive experience in zoning, subdivision, land development, building permit, and related approval processes. The firm's long history in Montgomery County provides an intimate knowledge of the workings of the County government and its local communities. In addition, we have significant experience in other southeastern Pennsylvania counties, including Philadelphia, Bucks, Chester, Delaware, Lehigh, and Berks Counties. Our familiarity with local governmental bodies and other approval agencies in each of these counties enhances our ability to advocate for the needs of our real estate development clients.

Whenever possible, we approach the land development approval process as a consensus-building effort. We attempt to work with each municipality and its residents in order to achieve support for or mitigate opposition to a project during the approval process. However, if necessary, we are prepared to litigate development approval issues and the rights of our clients to assure that laws governing the approval process are administered and applied appropriately.

Our Zoning and Land Development attorneys include:

- [Gilbert P. High Jr.](#)
- [Thomas D. Rees](#)
- [William F. Kerr, Jr.](#)
- [Alan W. Flenner](#)

High Swartz LLP

40 East Airy Street, Norristown, PA 19404

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E-mail: [Contact Us](#)

[WHY HIGH SWARTZ](#)
[WHAT WE DO](#)
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Real Estate and Land Use Law:

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Real Estate Taxation

Our attorneys have extensive real estate tax experience not only in Montgomery County, but also in counties throughout eastern Pennsylvania, including Philadelphia. We have pursued real estate tax assessment appeals for properties of all types, including affordable rental housing, utility, and condominium properties, as well as real estate tax exemptions for properties owned by non-profit entities.

High Swartz LLP attorneys have negotiated payment in lieu of tax ("PILOT") agreements and real estate tax abatements for new construction under Pennsylvania's Local Economic Revitalization Tax Act ("LERTA") throughout the Commonwealth, and have participated in the negotiation of tax increment financing agreements with local taxing officials. Our attorneys are also familiar with the complexities of Pennsylvania and Philadelphia real estate transfer tax statutes and regulations.

Our Real Estate Taxation attorneys include:

- [William F. Kerr, Jr.](#)
- [Arnold Heller](#)
- [Joel S. Luber](#)

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Real Estate and Land Use Law:

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Affordable Housing

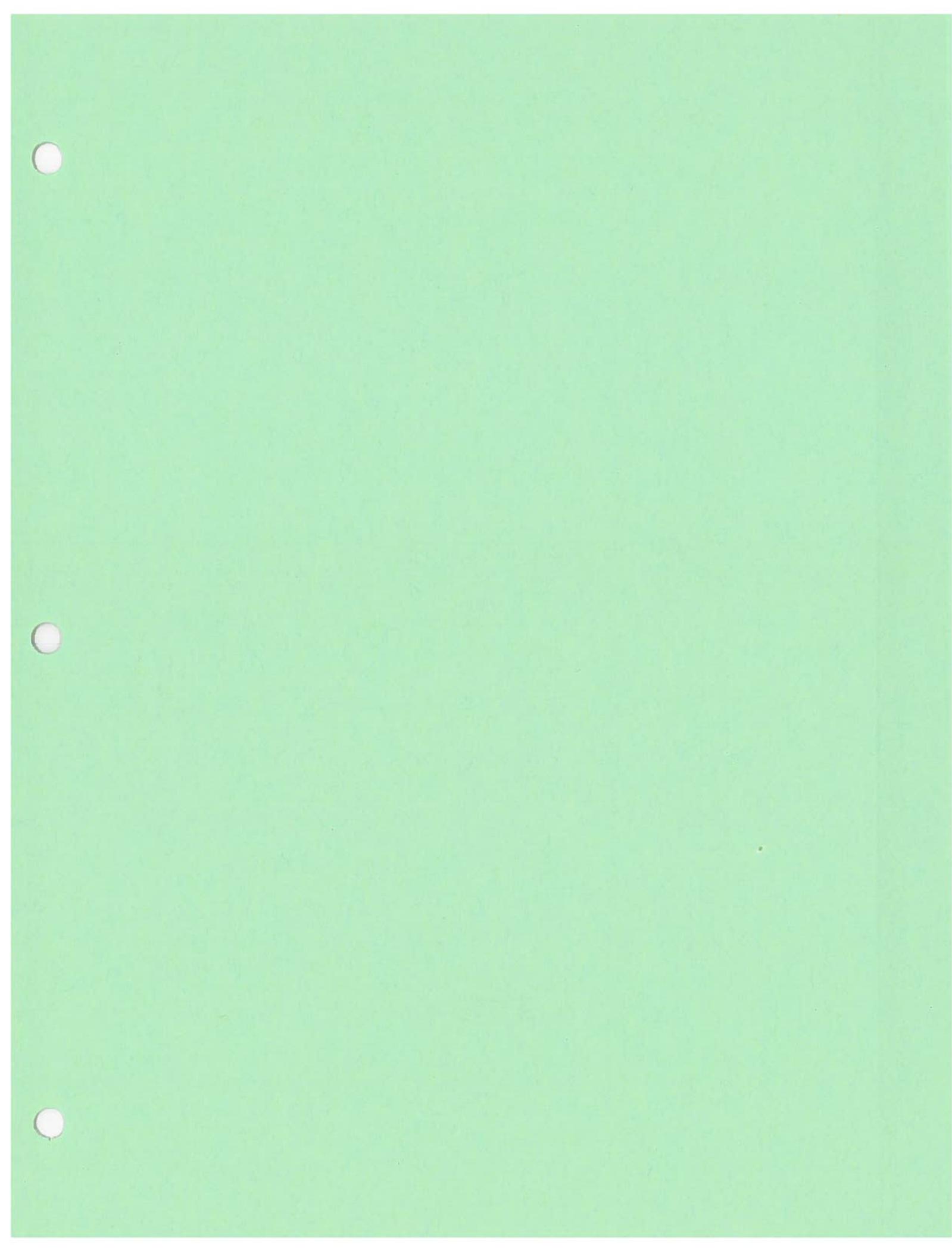
The real estate attorneys at High Swartz LLP have represented many for-profit and not-for-profit developers with respect to affordable housing and HUD financed projects. These have ranged from smaller low income housing tax credit (LIHTC) developments involving new construction of 40 or fewer apartment units; to Section 236(e)(2) rehabilitation/preservation transactions involving layered refinancing for 250 apartment units, the de-coupling of interest reduction payments from the original loan, and the application of such payments to new, HUD-insured, first lien financing. A number of projects have involved historic tax credits as well as LIHTC. The physical layouts of the projects have included scattered site developments, garden-type apartments, and mid-rise apartment buildings. Several of the projects have involved mixed-use facilities requiring submission of the project building or buildings to a condominium regime or regimes, with commercial space on the first floor and residential units on the upper or adjacent floors. A number of our projects have involved ground leases from local Housing Authorities. Several sites involving new affordable housing developments have been submitted to "land condominium" regimes.

The sources of financing for development transactions in which we have participated range from LIHTC syndications to more recent TCAP and Section 1602 loans and combinations of the foregoing, as well as HUD-insured loans from conventional lenders, PennHOMES loans from the Pennsylvania Housing Finance Agency, and housing assistance loans from the Pennsylvania Department of Community and Economic Development. At the more local level, we have represented our developer clients with respect to HOME loans and CBDG loans from local finance agencies, including the Philadelphia Redevelopment Authority, the Chester County Department of Community Development, and the Scranton Office of Economic and Community Development, among others. At the request of a local redevelopment authority, we are serving as counsel to a team of developers that are focused on the use of neighborhood stabilization program funds and similar stabilization efforts.

Aside from LIHTC rental unit transactions, we have represented our affordable housing developer clients with respect to affordable home ownership developments in the Delaware Valley. We have also participated in the HUD-insured refinancing and rehabilitation of assisted living facilities under Section 232 of the National Housing Act.

Our Affordable Housing attorneys include:

- [William F. Kerr, Jr.](#)
- [Arnold Heller](#)





haley.donovan is a full service architectural firm specializing in affordable and sustainable residential design and site planning. A primary goal for every project the firm is involved with is a pragmatic, artistically meaningful, contextual (respectful of region, town, neighborhood, and site), and sustainable design.

BACKGROUND

In 2005, James Haley and Michael Donovan partnered to form **haley.donovan**, an architectural practice specializing in affordable and sustainable site planning and housing design. To date, they have completed designs for over 50 affordable housing properties, and over 1,500 sustainable units.

haley.donovan is licensed in New Jersey, Delaware, Pennsylvania, and Maryland, and maintains memberships with the American Institute of Architects (AIA), United States Green Building Council (USGBC), the International Code Council (ICC), and the National Council of Architectural Registration Boards (NCARB).

TEAM

JAMES HALEY *leed ap* **principal**

James Haley has 20 years of professional experience in the housing industry, having worked for home remodeling and custom homebuilding companies, and custom home and affordable housing architectural practices. From 1999 to 2005, he served as Director of Architecture for Ingerman Affordable Housing and Ingerman Construction Company. In that capacity, he coordinated design, documentation, and construction activities for 54 properties (4,400 apartments) in New Jersey, Delaware, Pennsylvania, and Maryland.

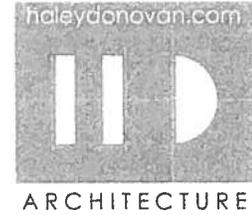
James has architectural degrees from Temple University and Drexel University (cum laude), and is a LEED accredited professional. He has provided expert commentary on affordable housing and sustainable design at the Atlantic Builders Convention and the New Jersey Chapter of the American Planning Association Annual Conference.

MICHAEL R DONOVAN *aia* **principal**

Michael Donovan has 18 years of professional architectural experience, including; 2 years with Vikse Architects, a design-build firm, 4 years with Guenther and Hee, a practice specializing in educational design and 7 years with Kitchen and Associates, specialists in affordable housing. As Project Architect, he has coordinated the design and documentation of many award winning affordable housing projects, including: CamCare Gateway Health Center, Skyline Towers, Salisbury Commons, the Waldorf Astor, and Newton Green.

Michael has architectural degrees from Temple University and Drexel University (David Slott Award for Outstanding Design in Architectural Studio), and is a registered architect in New Jersey, Delaware, Pennsylvania, and Maryland.

HALEY.DONOVAN



SARA SWEENEY ra, csi, leed ap, bpi analyst
project manager

Sara Sweeney has 16 years of professional architectural experience, including; 10 years with Blackney Hayes Architects, 5 years as principal of ECO-Vision, an energy consulting firm still in operation, and 2 years with **haley.donovan**.

Sara has architectural degrees from Miami of Ohio (B.S.) and the University of California Berkeley (M.Arch) and is licensed in New Jersey.

CONTACT

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COMPLETED DESIGNS

2012

MELROSE COURT

Vineland NJ

RESPOND NEW WORKER JOB DEVELOPMENT CENTER

AUTOMOTIVE REPAIR FACILITY

Camden NJ

APARTMENTS AT THE MILL

Burlington NJ

SYMPHONY HALL

Newark NJ

REINHARD MANOR

Woodbridge NJ

WESMONT STATION

Wood-Ridge NJ

PARKLANDS

Cecilton MD

WILLOW RUN

Pequea Township PA

RELIANCE CROSSING

Souderton PA

BENJAMIN'S DESK COWORKING SPACE

Philadelphia PA

BERLIN BUNNY RESCUE

Berlin NJ

HALEY.DONOVAN

CAMDEN AQUAPONICS

Camden NJ

AMBLER MANOR FAÇADE RESTORATION

Ambler PA

LUMBERYARD APARTMENTS RESTORATION

Collingswood NJ

ST. MARY'S HOME

Cherry Hill NJ

2011

BELLEVUE

Belleville NJ

HARRISON COMMONS

Harrison NJ

SADDLEBROOK COURT

Hanover NJ

RISDON WHEEL HOUSE

Mount Holly NJ

CLEVELAND HEIGHTS

Newark NJ

THE CASCADES

Milford DE

216 ARTISTS LOFTS

Rahway NJ

THE WOODS AT MANALAPAN

Manalapan NJ

NORTHEAST CROSSING

North East MD

2010

FIRST PENTECOSTAL CHURCH COMMUNITY CENTER

Chester PA

ASTOR HOUSE

Waldorf NJ

PINNACLE PLACE

Washington Township NJ

WEST KINNEY PLACE

Newark NJ

2009

17TH AND CARPENTER

Philadelphia PA

133 SOUTH ATLANTIC

Haddonfield NJ

KENNETT CREAMERY

Kennett Square PA

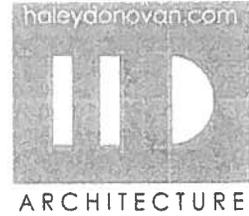
LINCOLN PARK

Newark NJ

FOUNDRY PARK

Millville NJ

THE MEADOWS AT PYNE POYNT



Camden NJ
CARRIAGE WORKS APARTMENTS
West York PA
17 EARLY
Morristown NJ
WHITE OAK LANE AT MAIN STREET
Mantua NJ

2008

ELKTON SENIOR APARTMENTS
Elkton MD
ANGELO RESIDENCE
Avalon NJ
AMWELL ROAD
Hillsborough NJ
62ND AND CEDAR
Philadelphia PA
PENTECOSTAL SQUARE
Chester PA

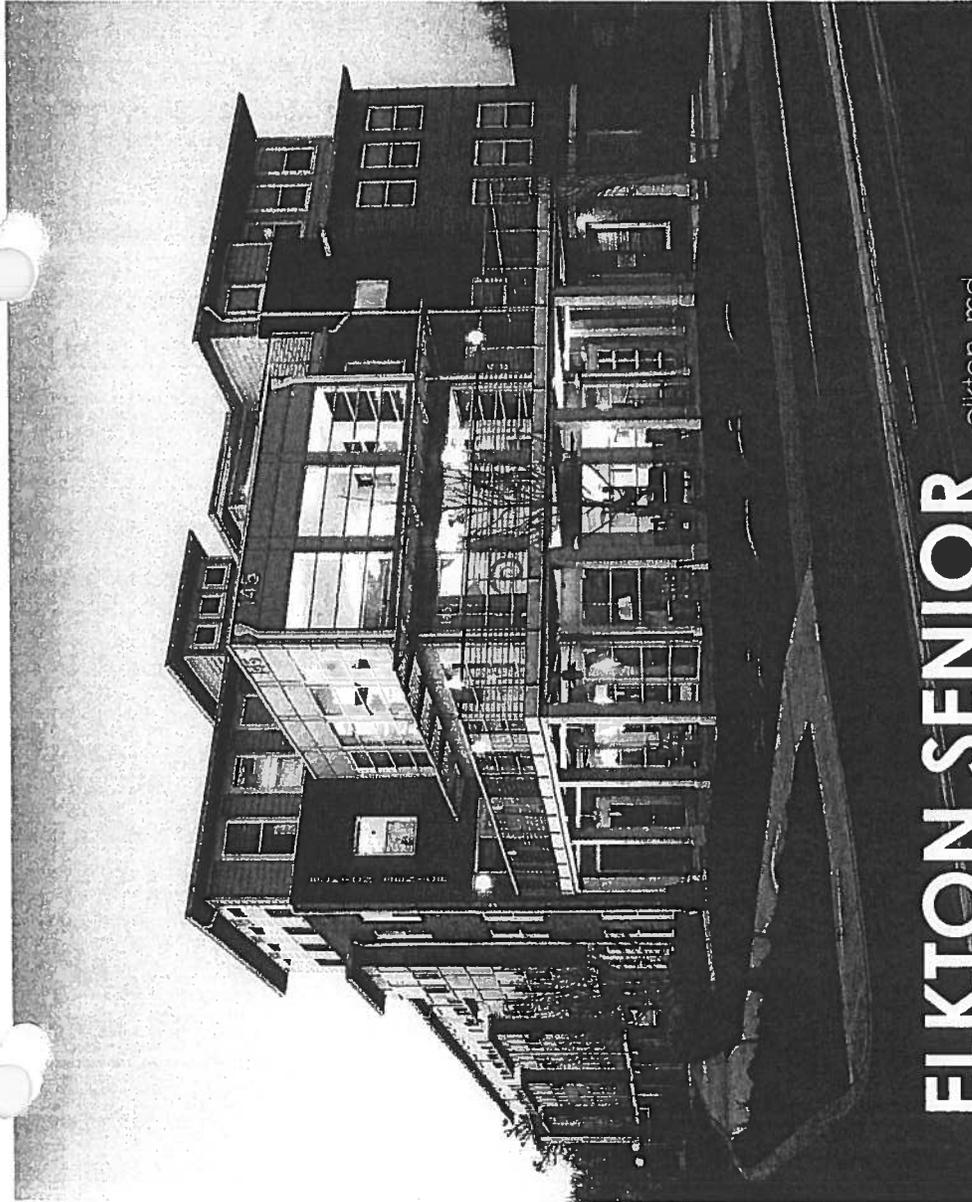
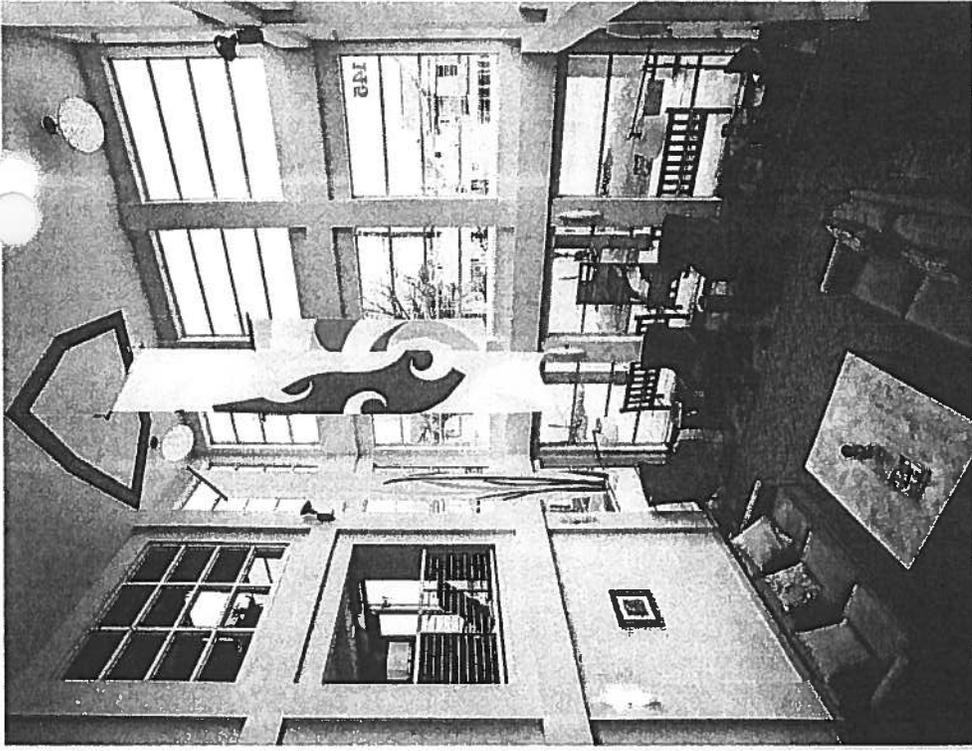
2007

PASKILL RESIDENCE
Bear Creek PA
ADVANCED FOOT AND ANKLE CENTER
Williamstown NJ
KING STREET TOWNHOUSES
Gloucester City NJ
SCOTLAND COMMONS
Williamstown NJ
PARKSIDE VILLAGE
Franklin NJ
PARKER HALL
Camden NJ
1500 SHALCROSS OFFICES
Wilmington DE
ANGELO RESIDENCE
Barrington NJ
BYE LAKE HOUSE
Harrison Township NJ

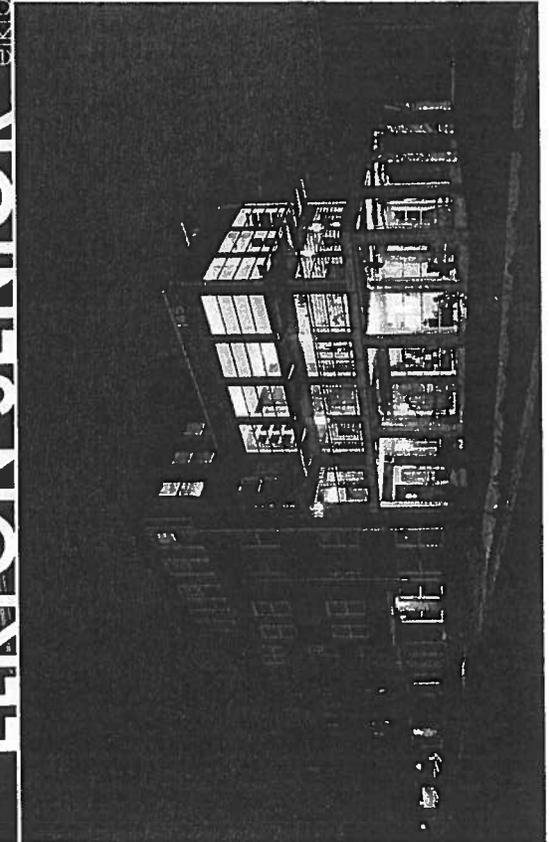
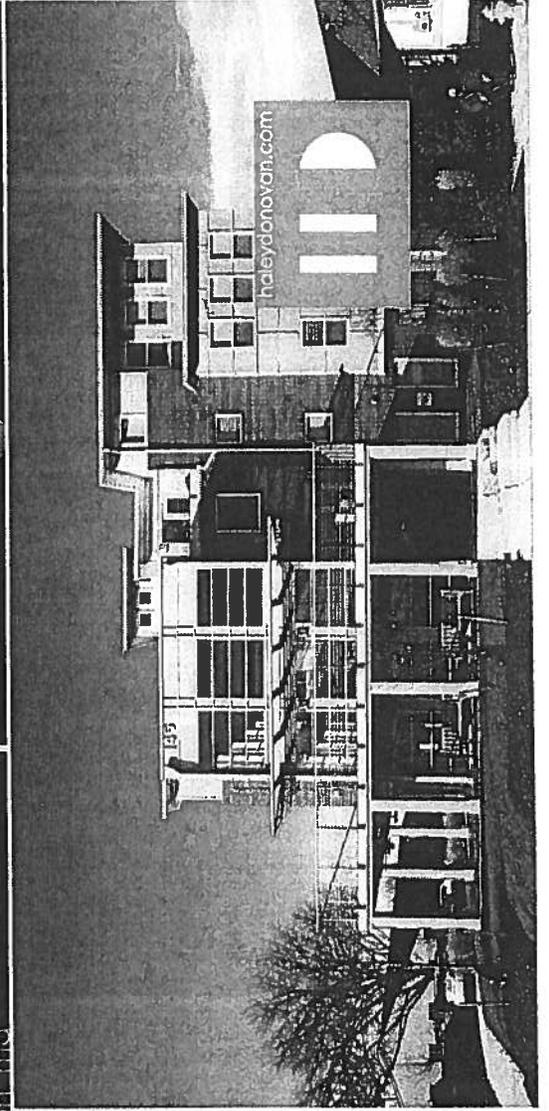
2006

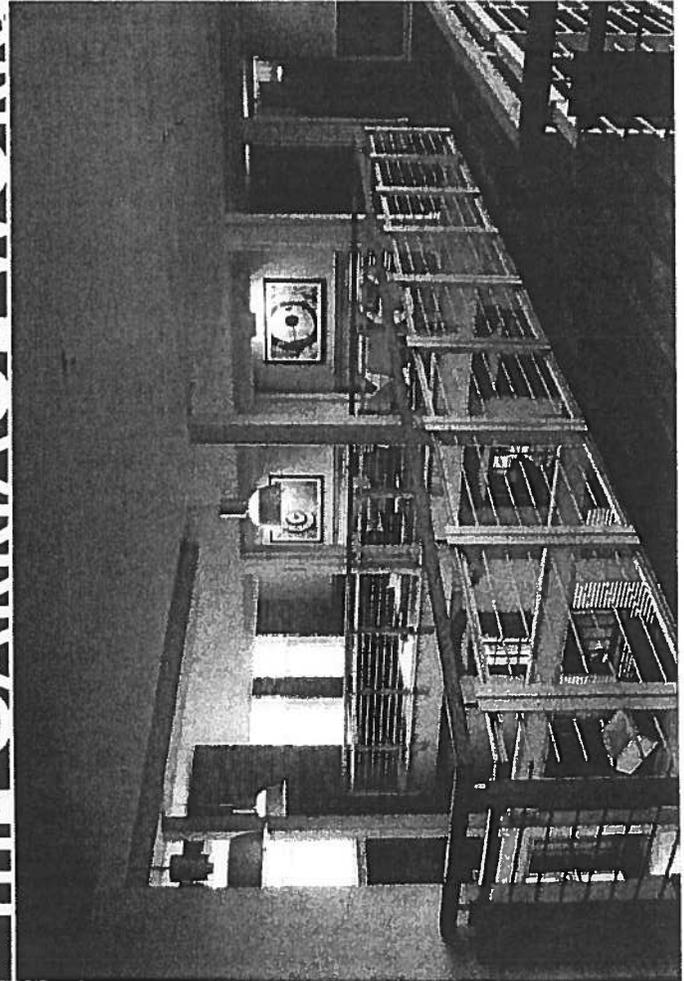
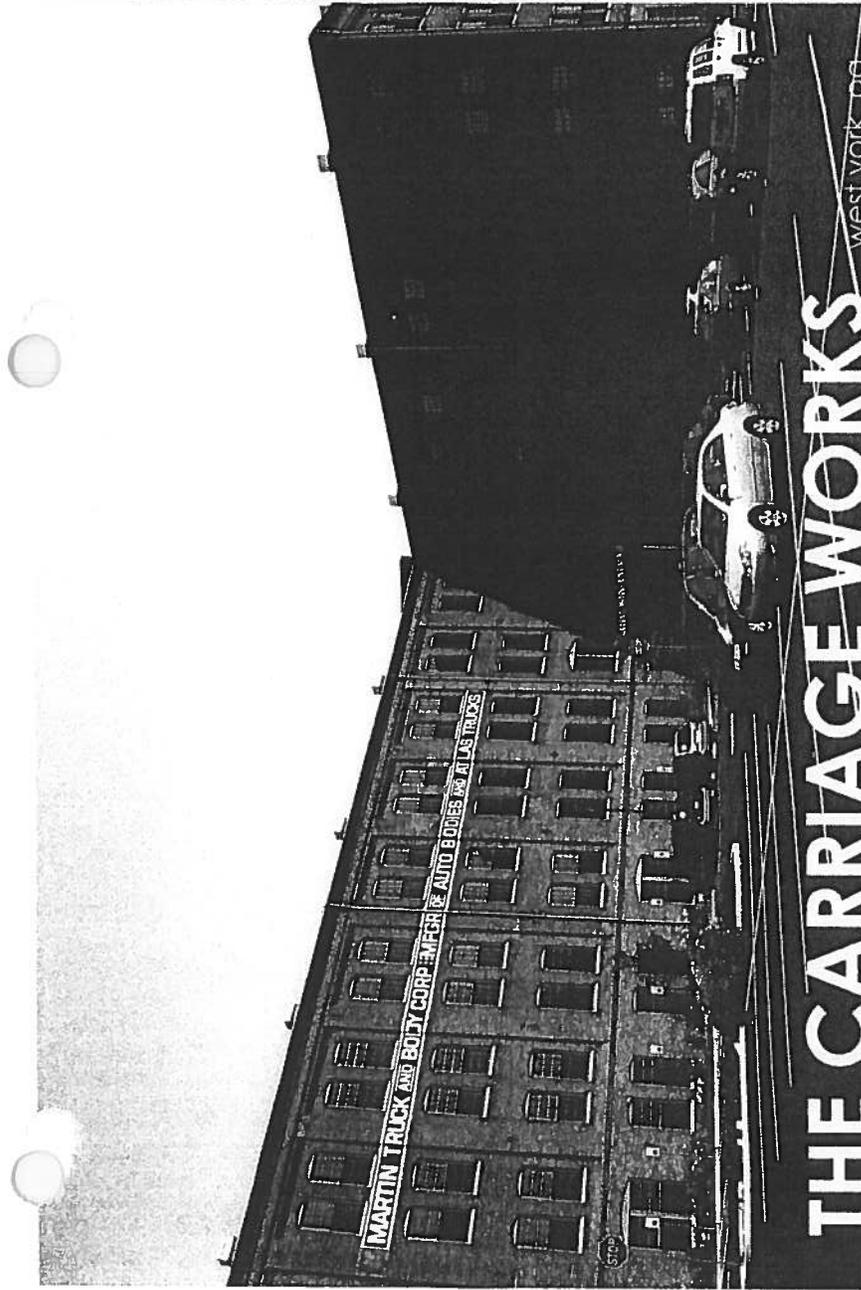
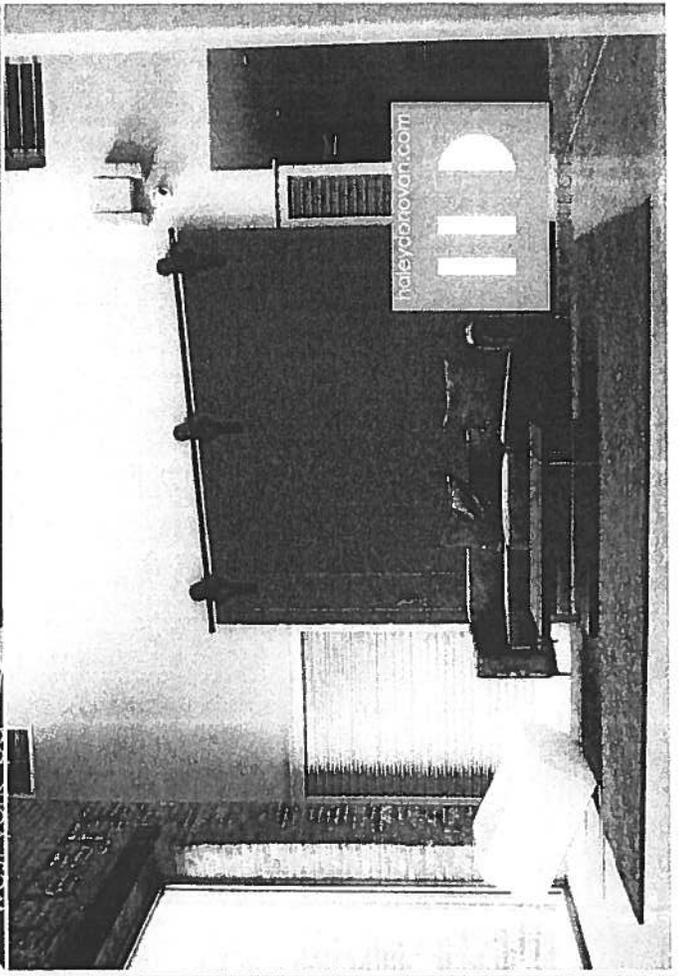
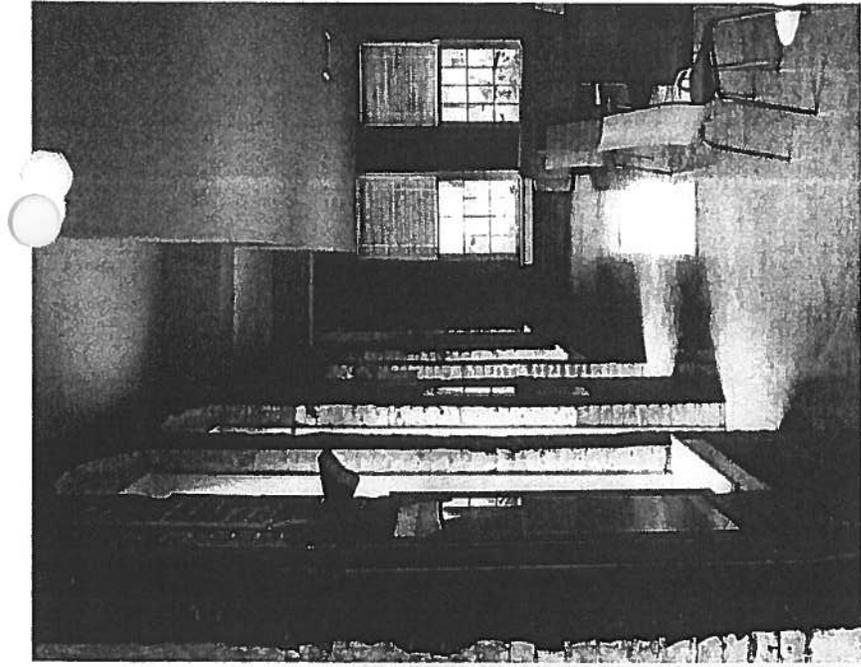
STRATFORD SCHOOL
Stratford NJ
CREEKSIDE
Medford NJ
SPEAKMAN PLACE
Wilmington DE
BAILEY CORNER
Pilesgrove and Woodstown NJ
CAPITOL GREEN COMMUNITY CENTER
Dover DE

HALEY.DONOVAN



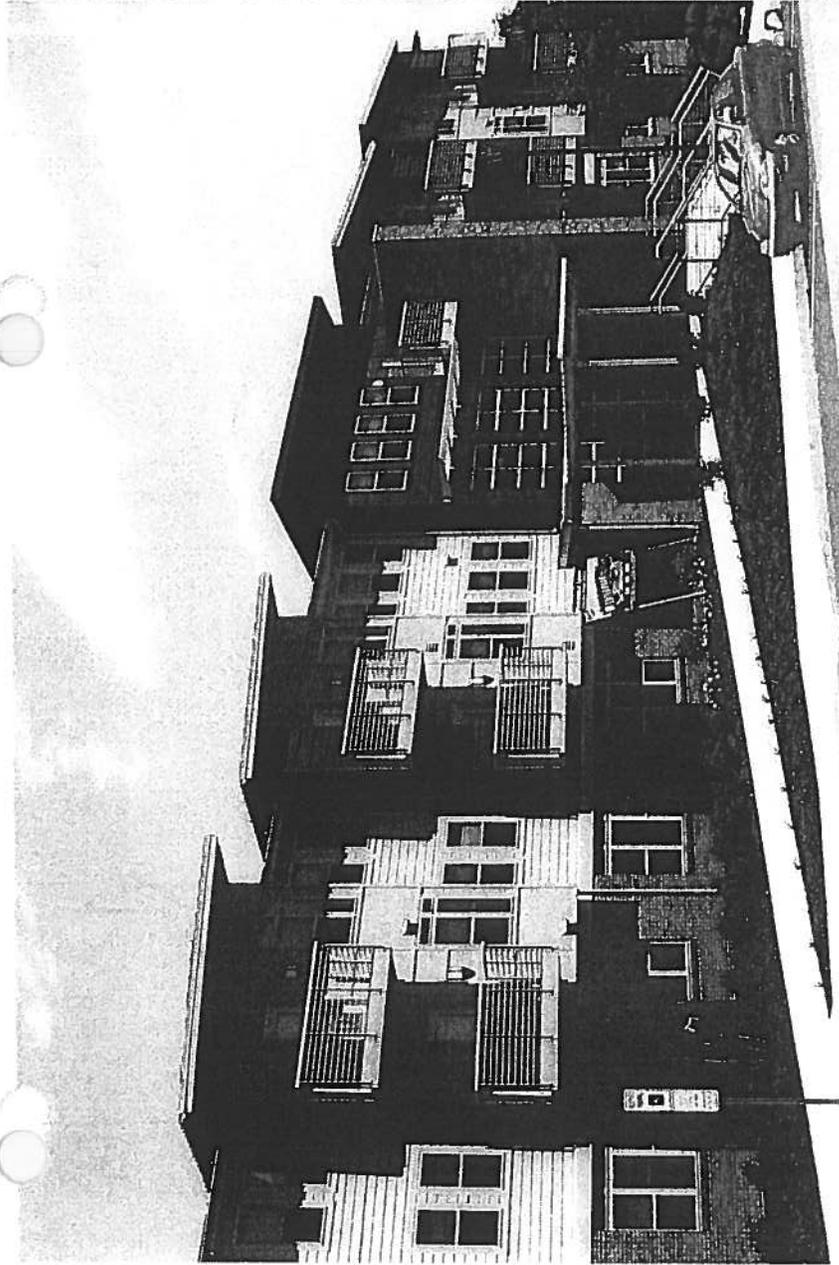
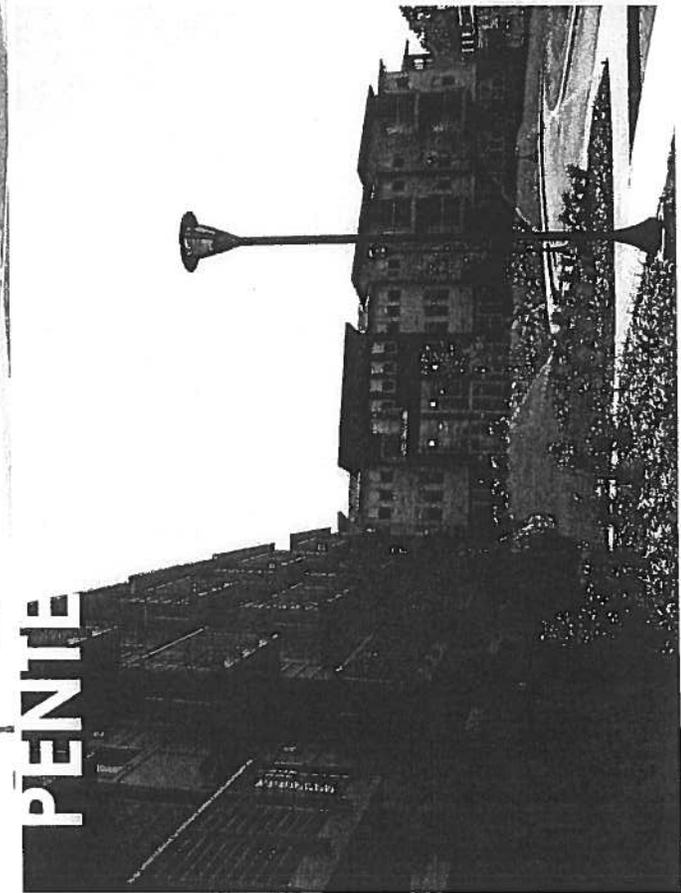
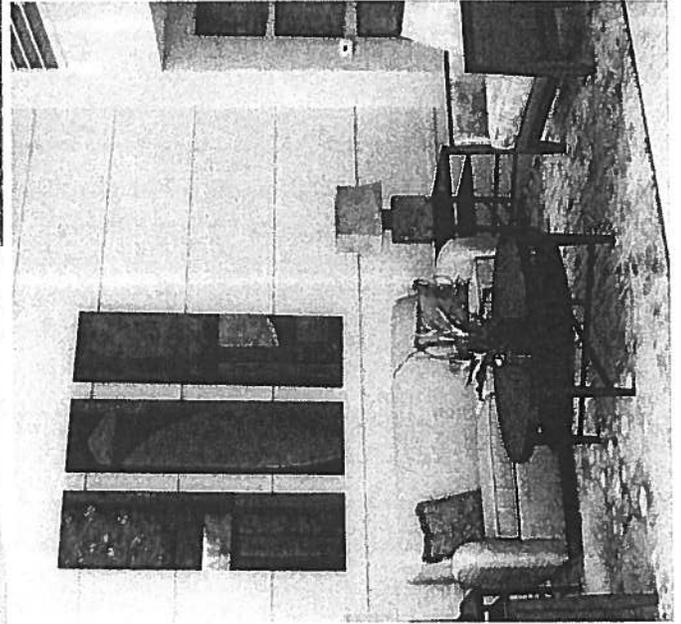
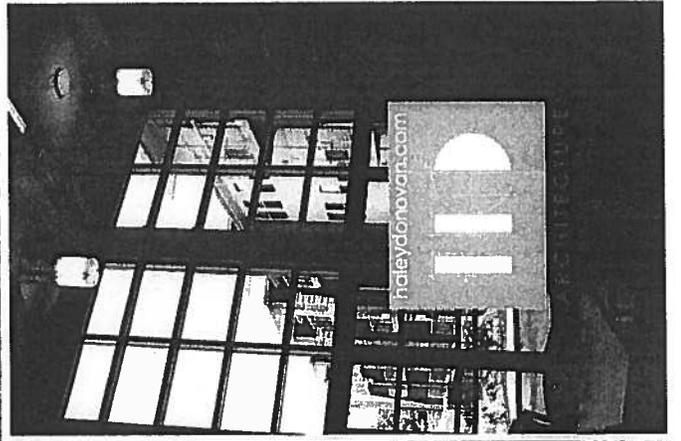
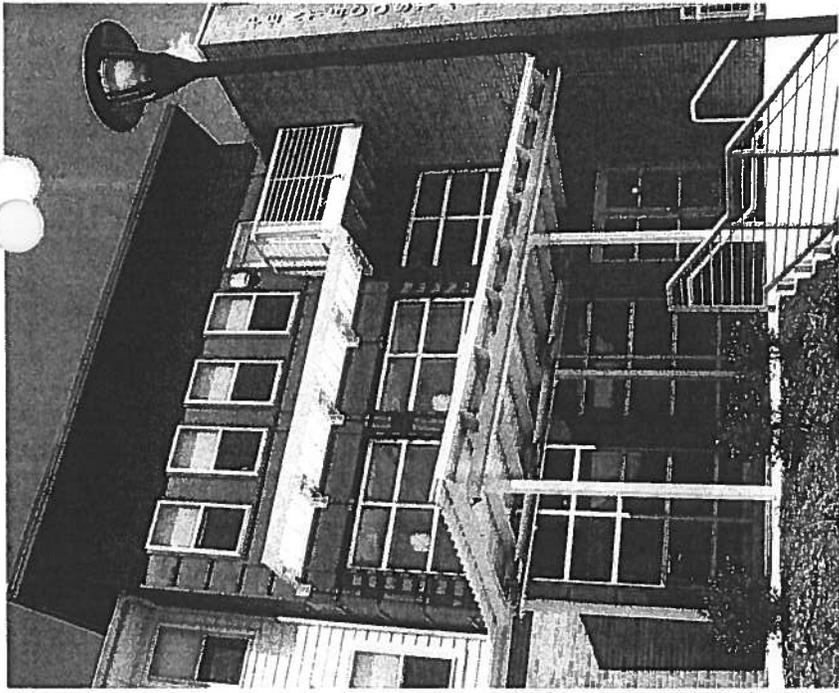
ELKTON SENIOR elkton.md





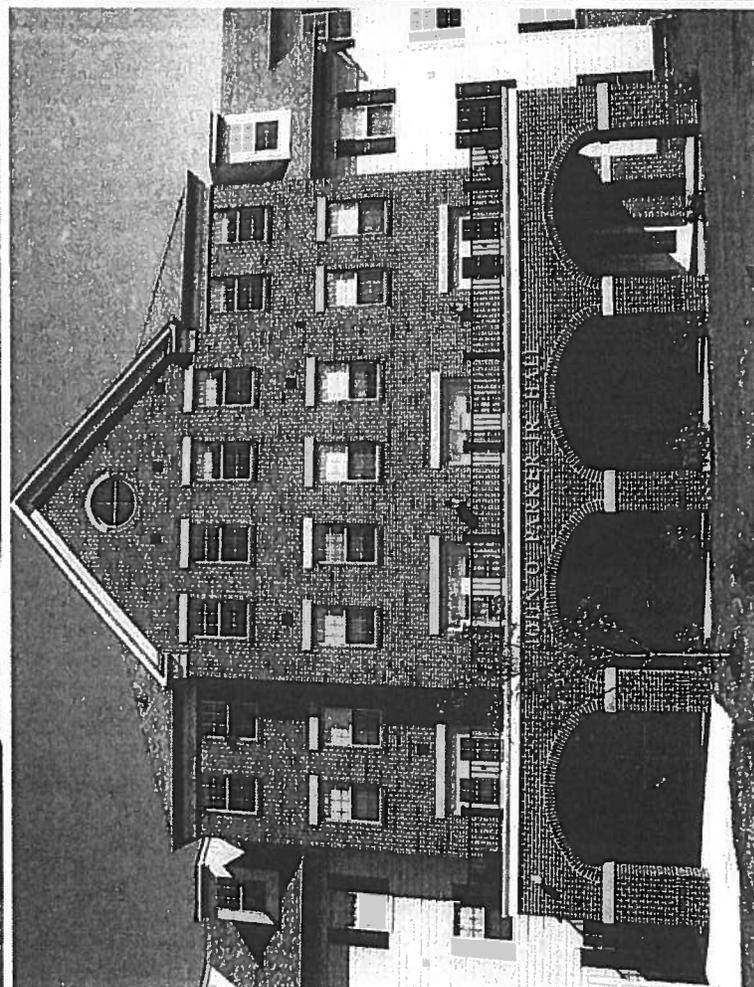
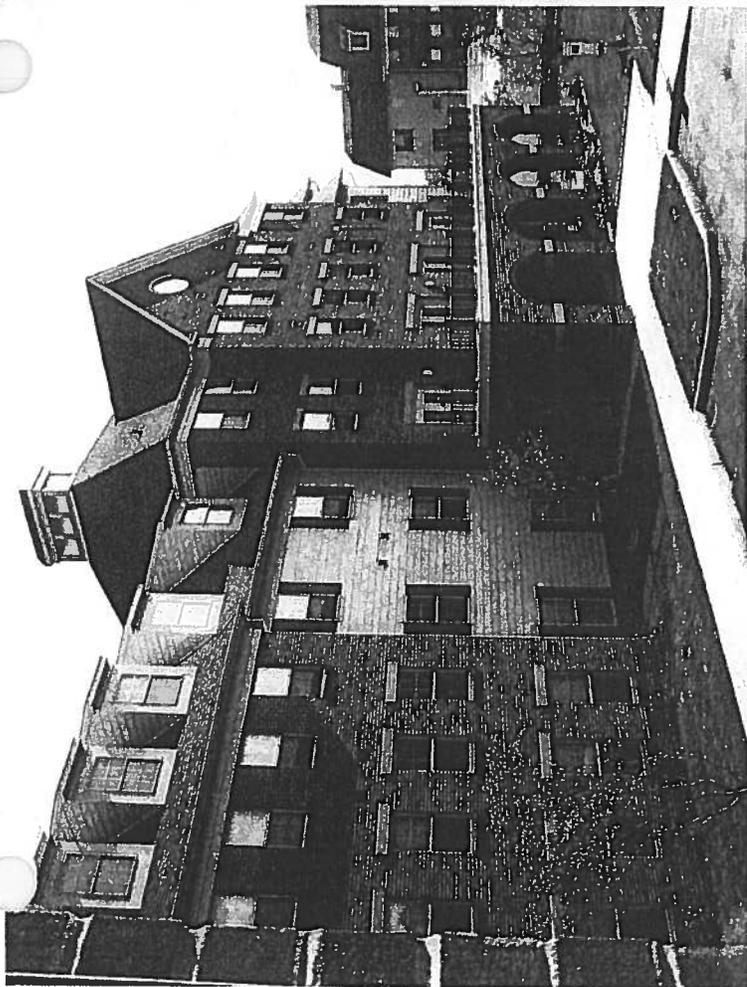
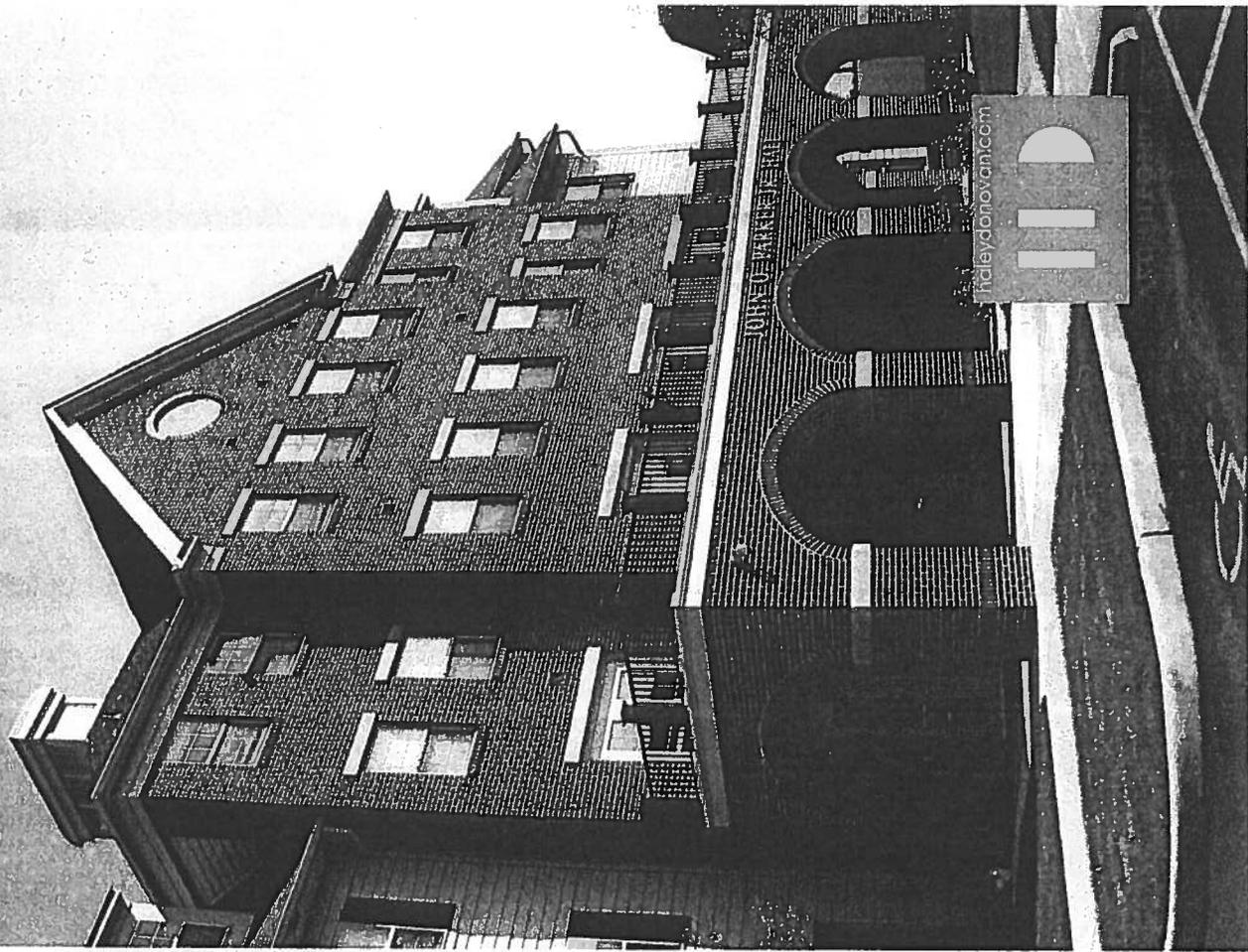
THE CARRIAGE WORKS

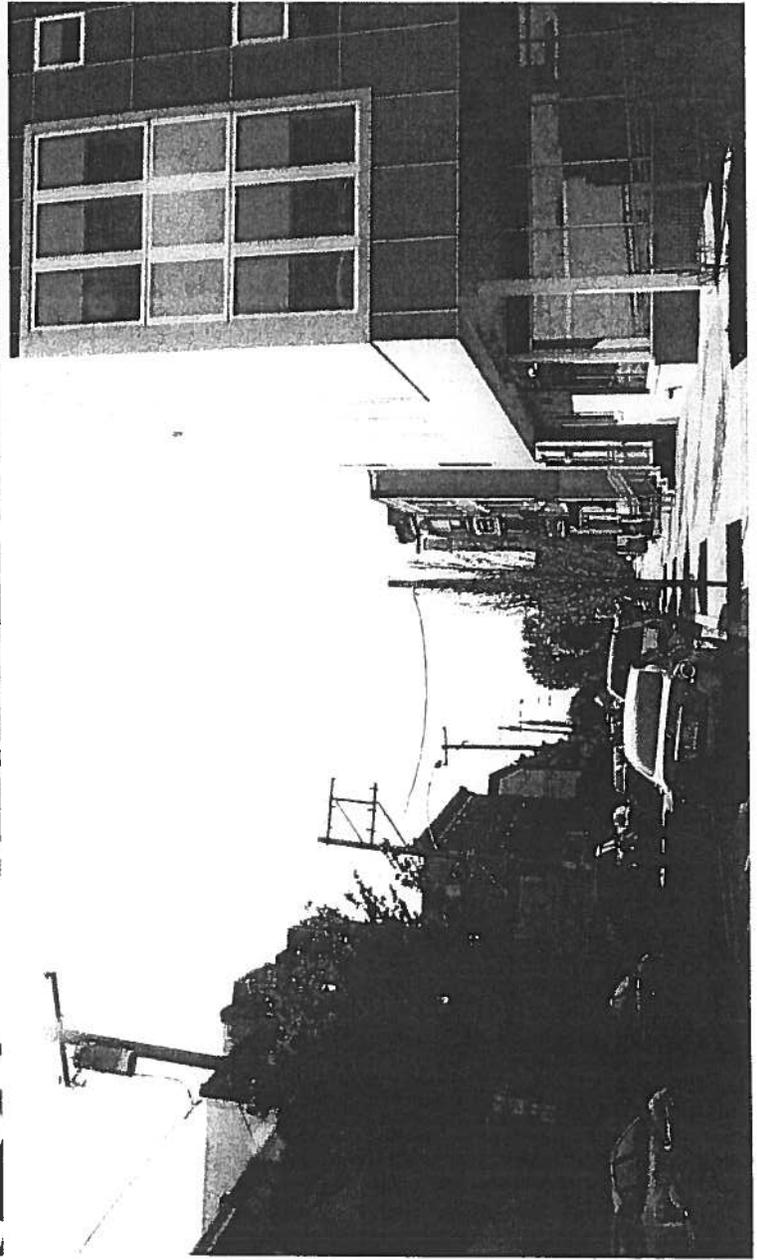
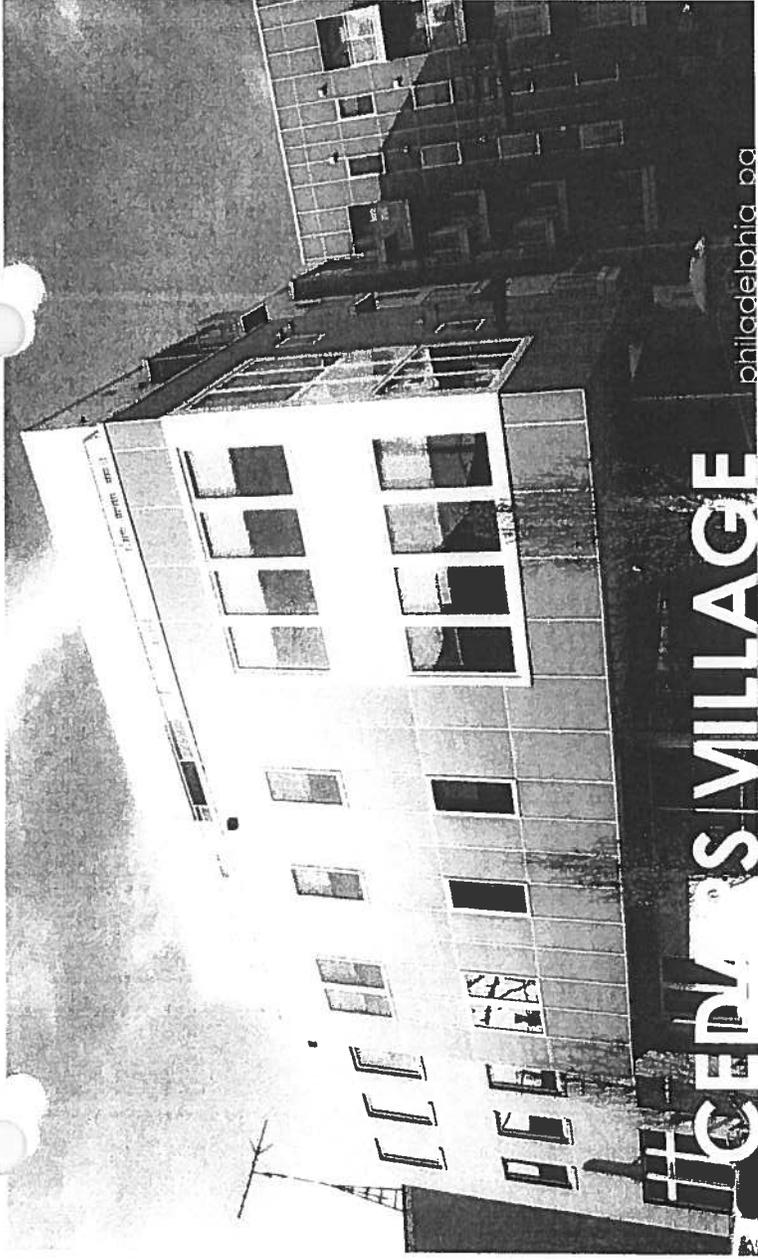
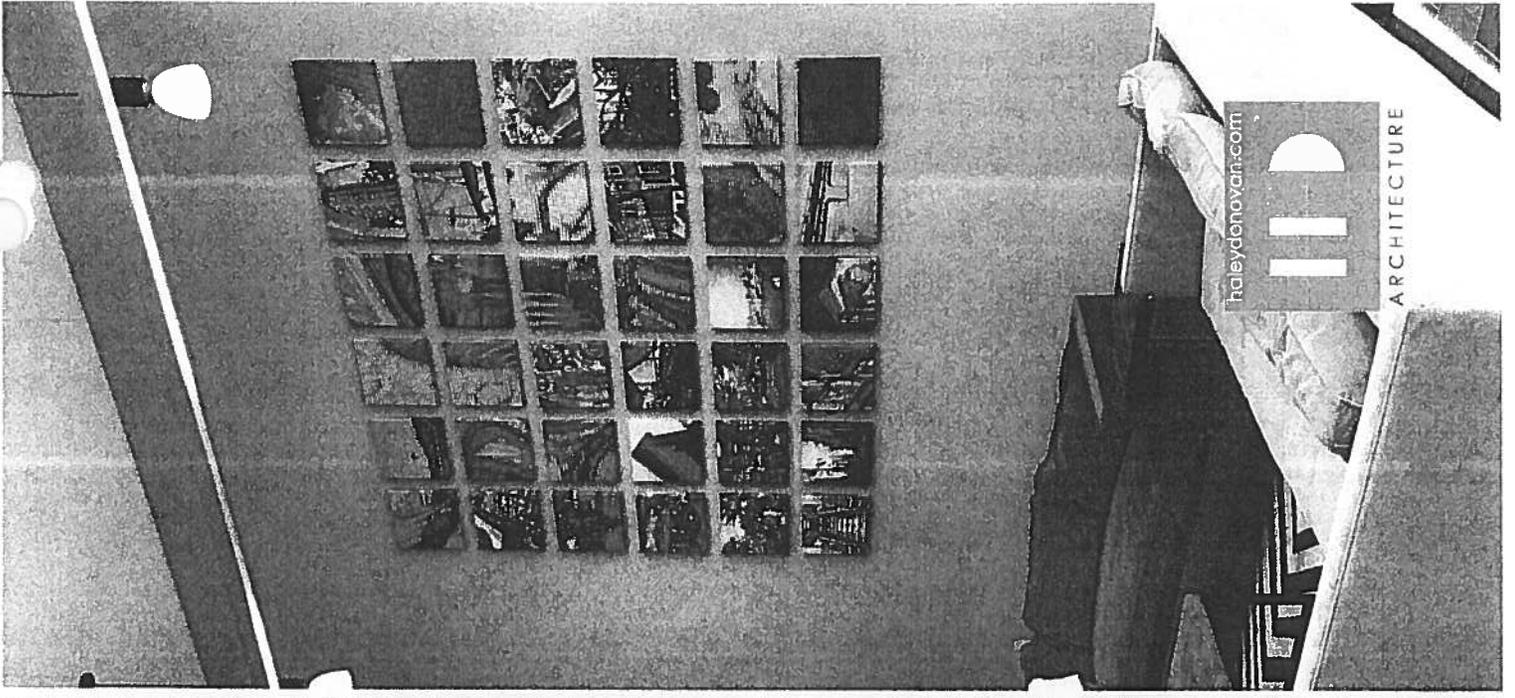
west york pa

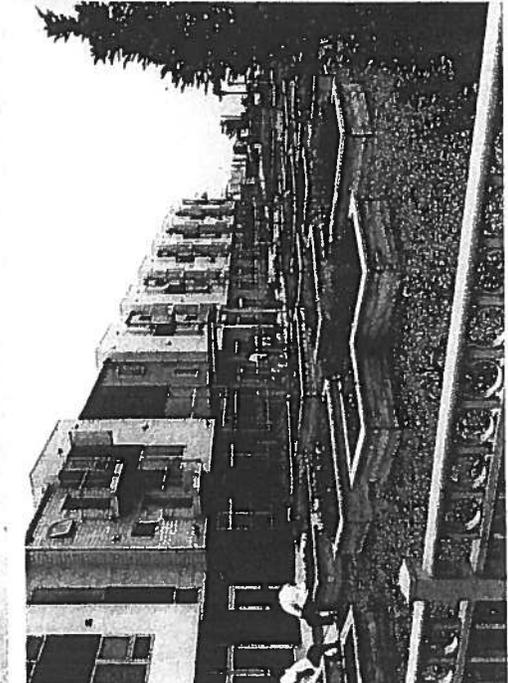
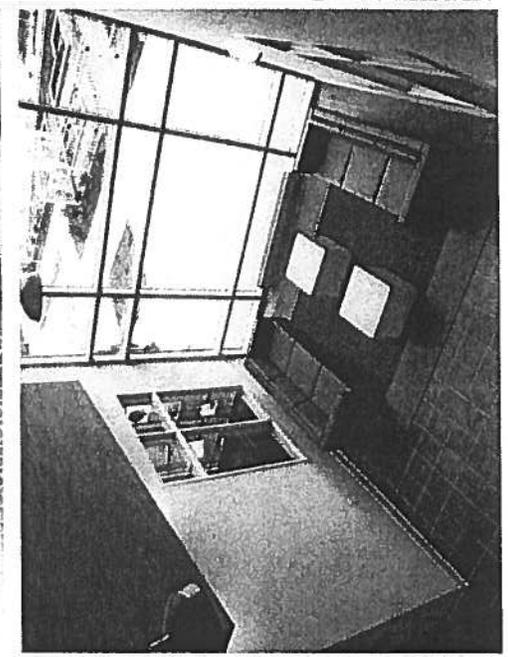
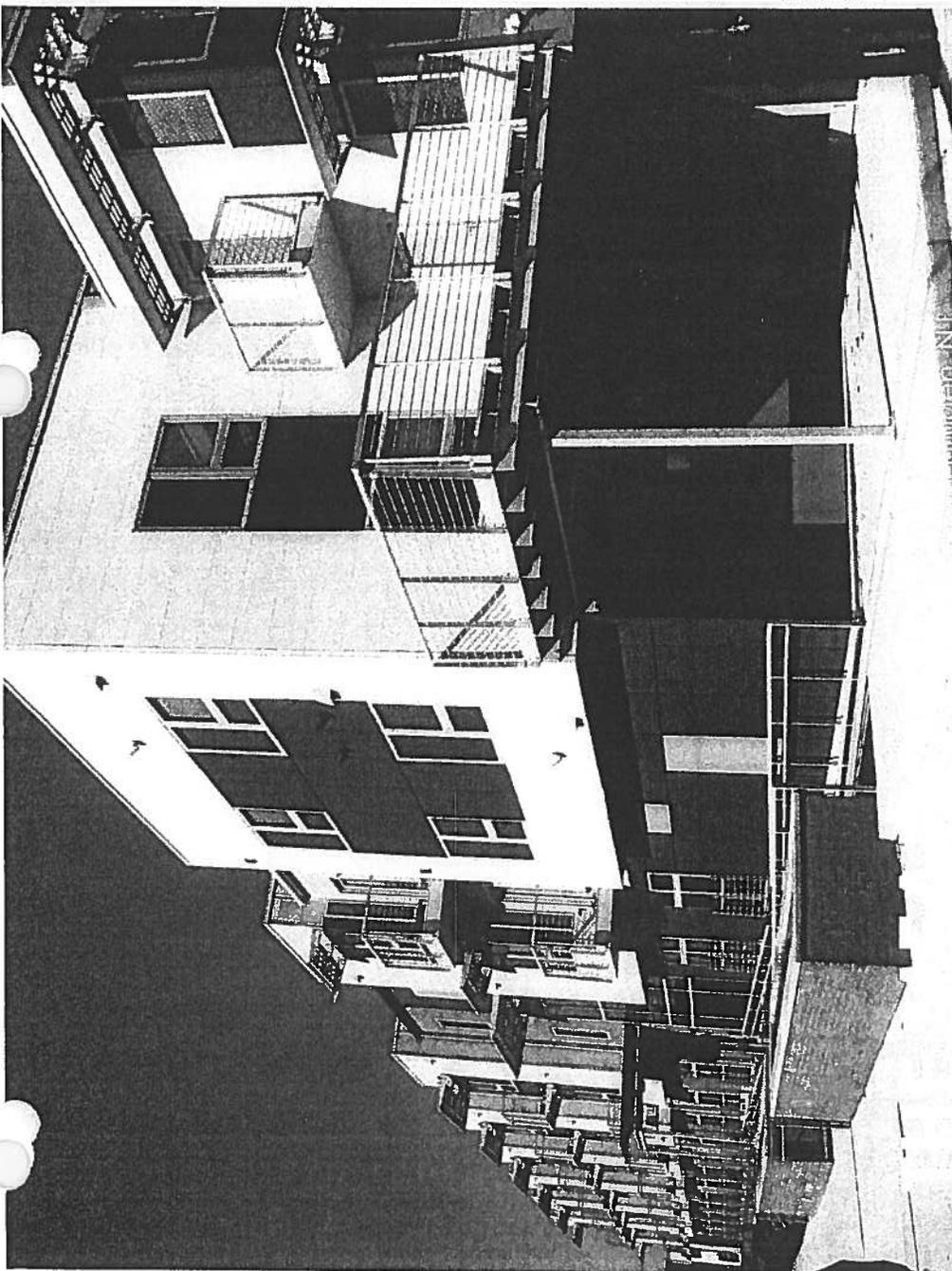
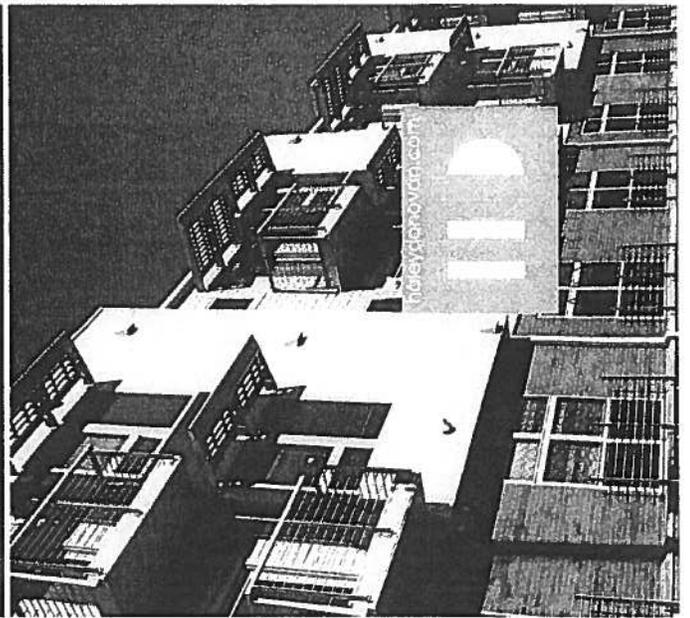
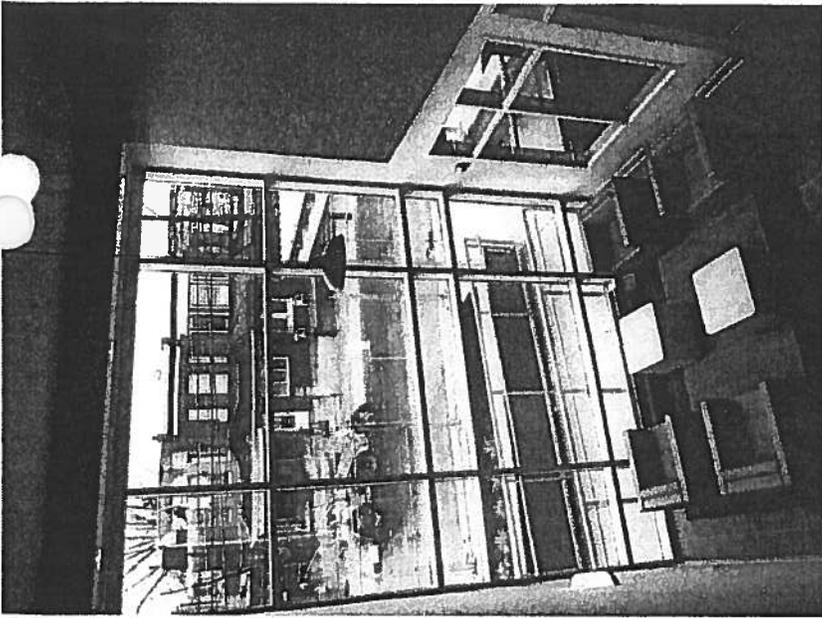


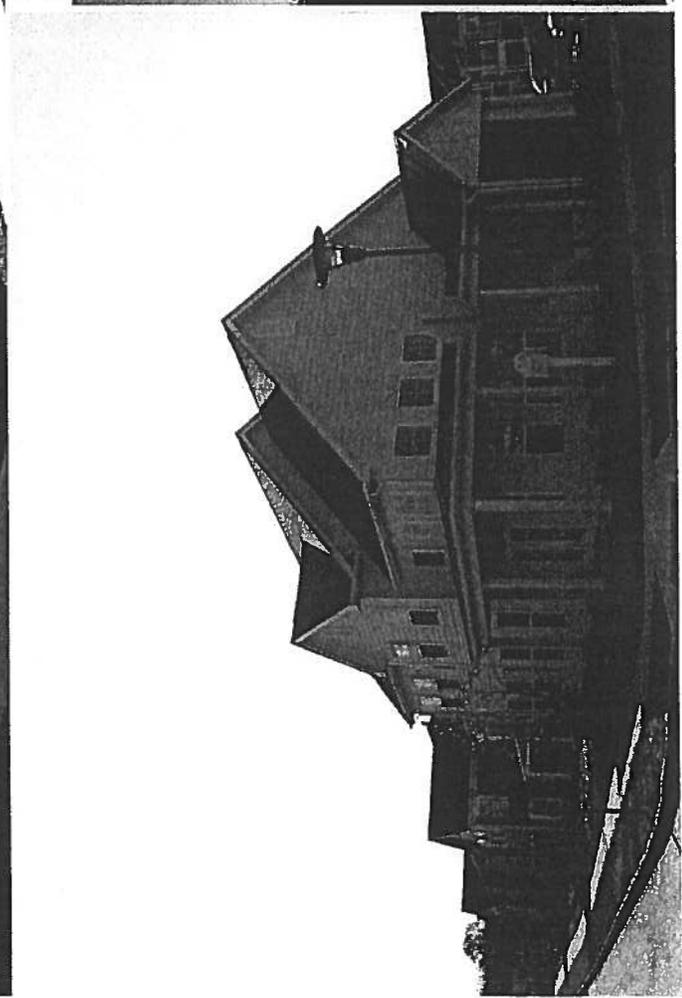
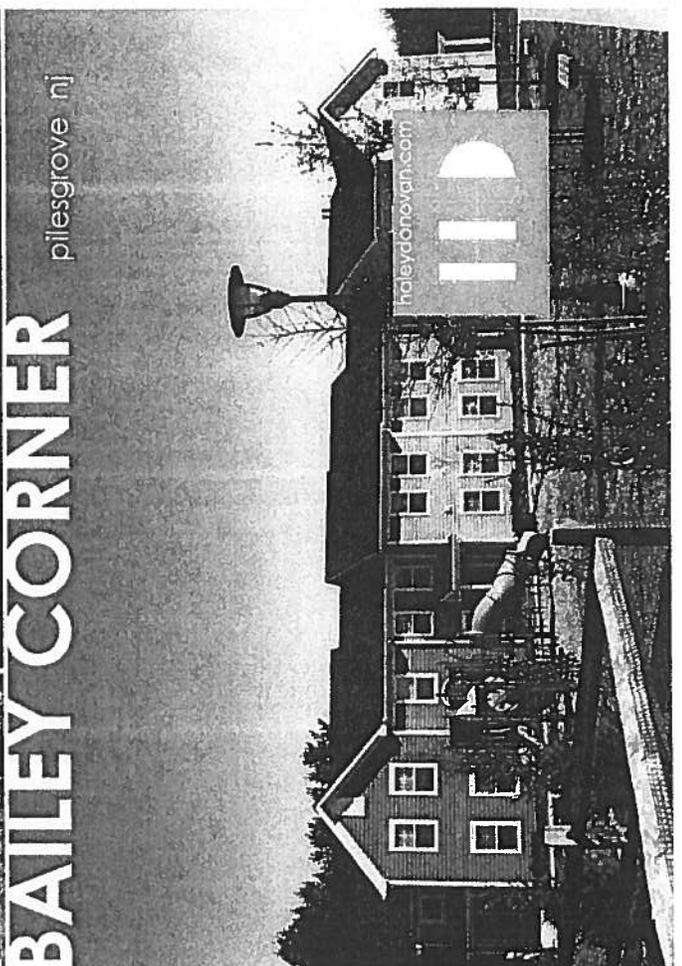
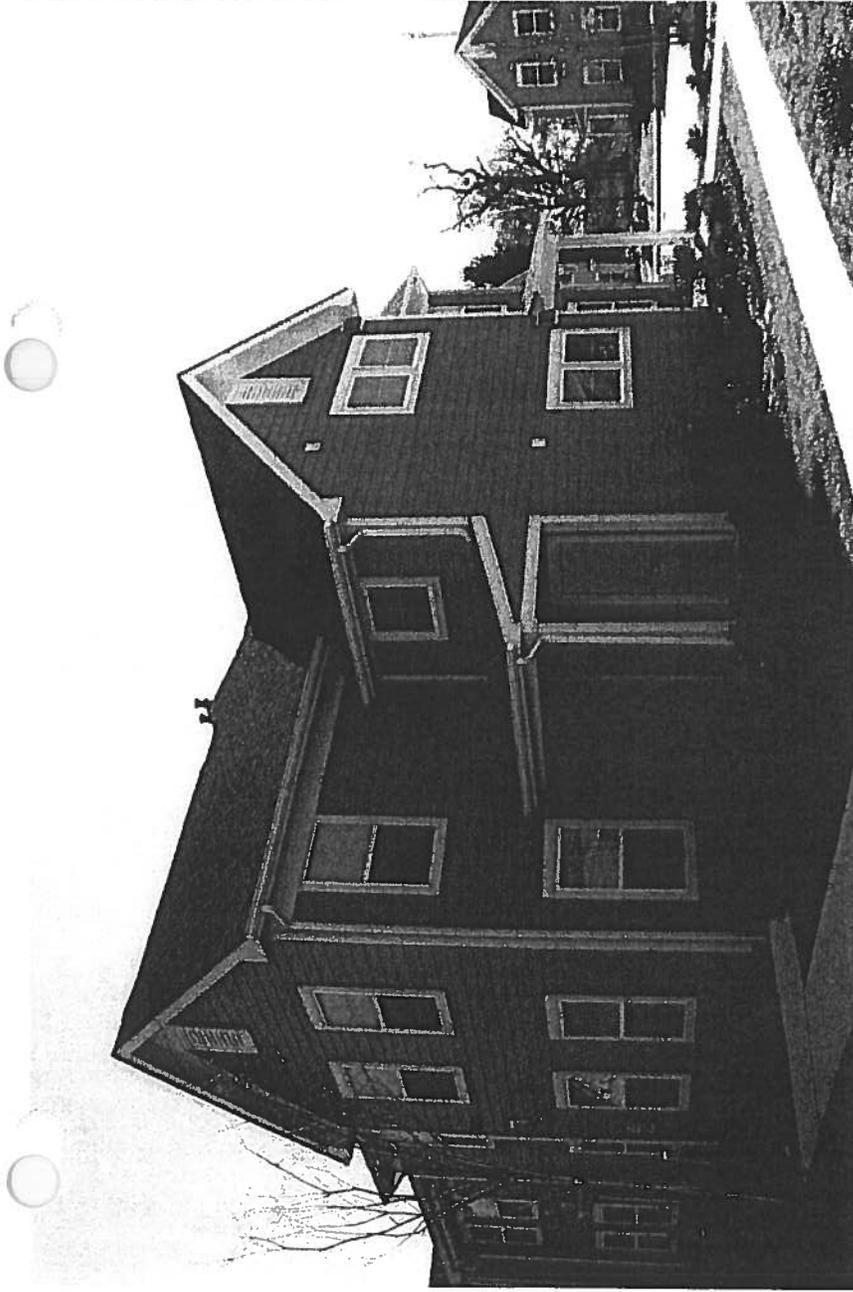
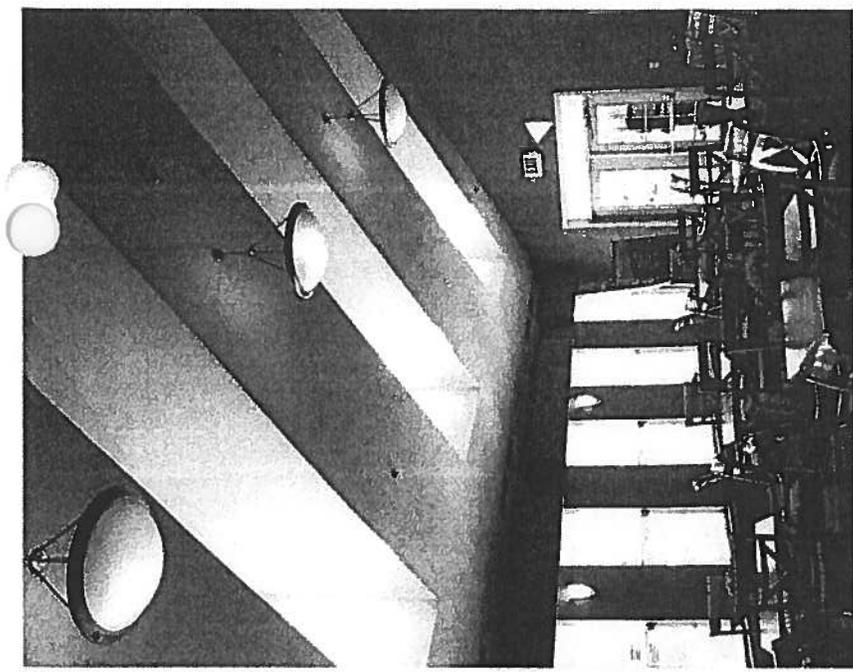
PARKER HALL

Camden, NJ





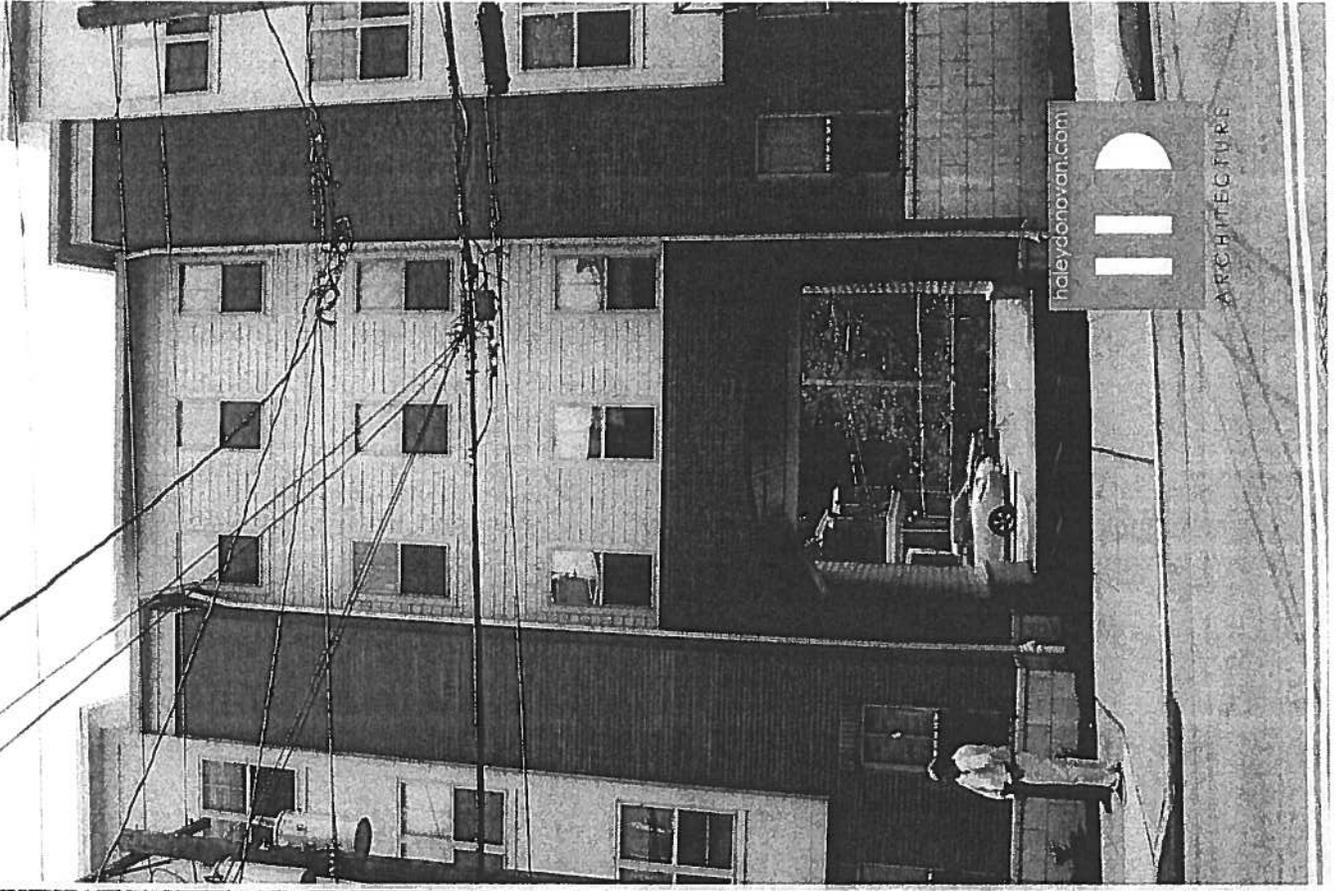




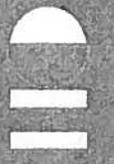
BAILEY CORNER

pilesgrave nj

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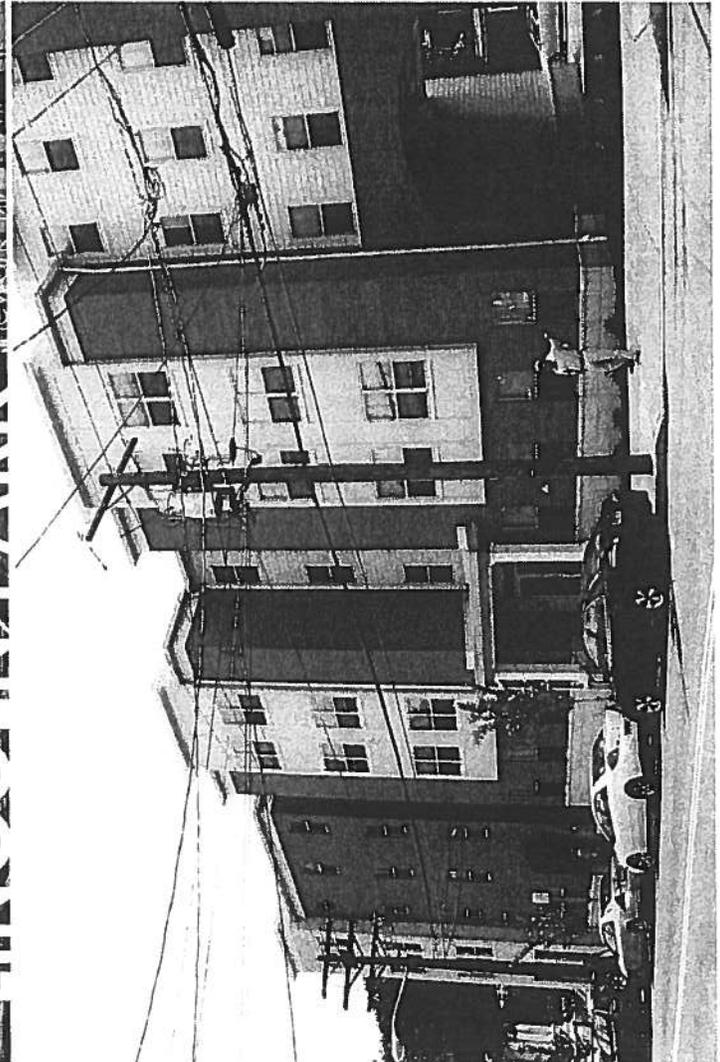
naleydonbryan.com

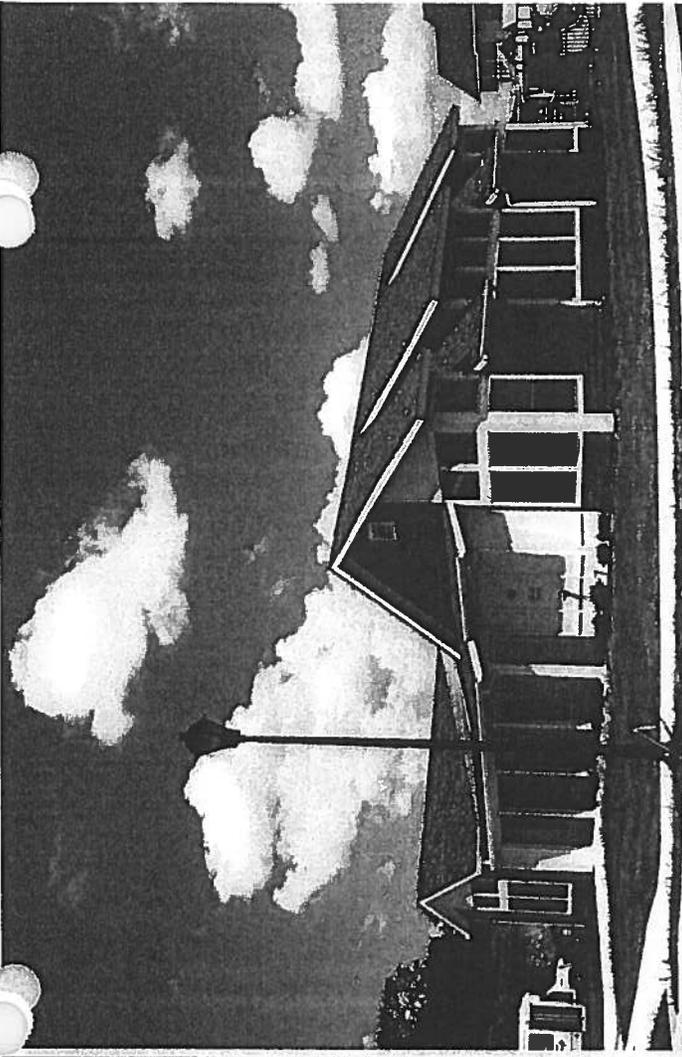


ARCHITECTURE



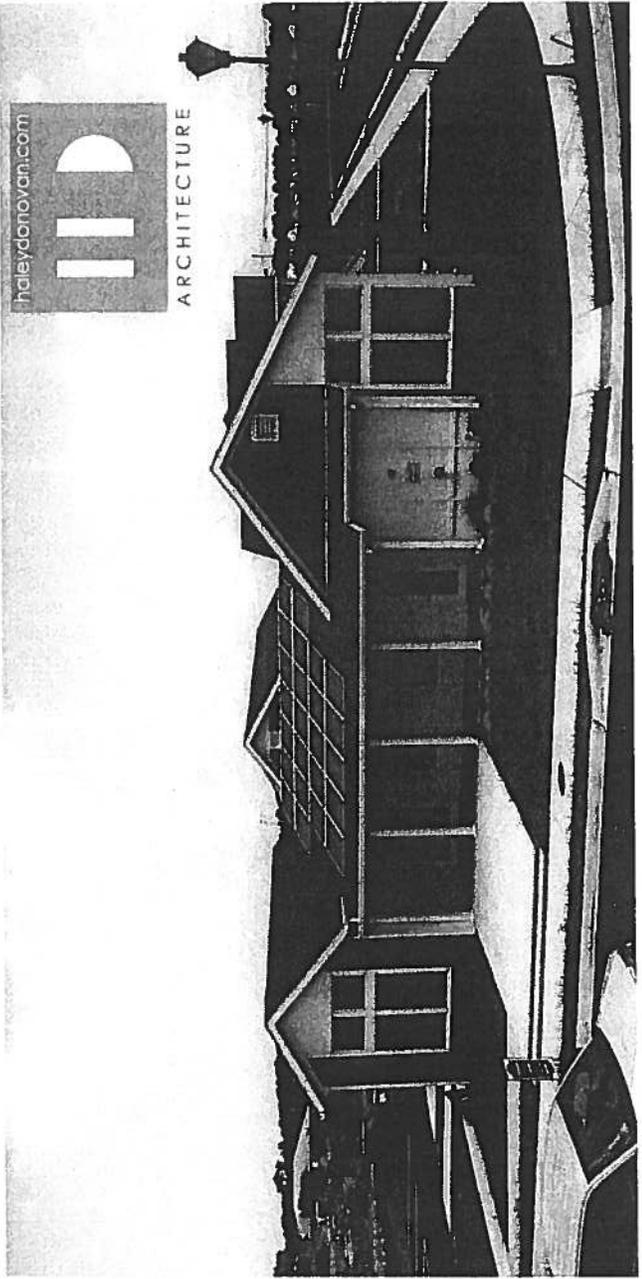
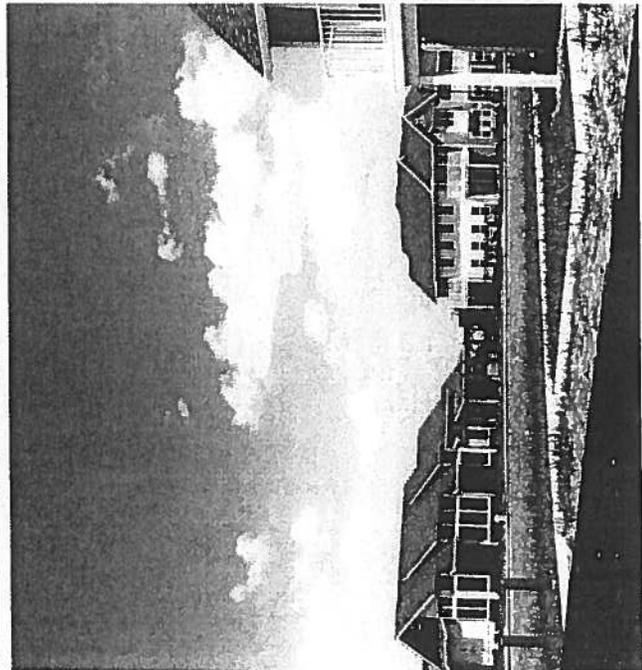
LINCOLN PARK





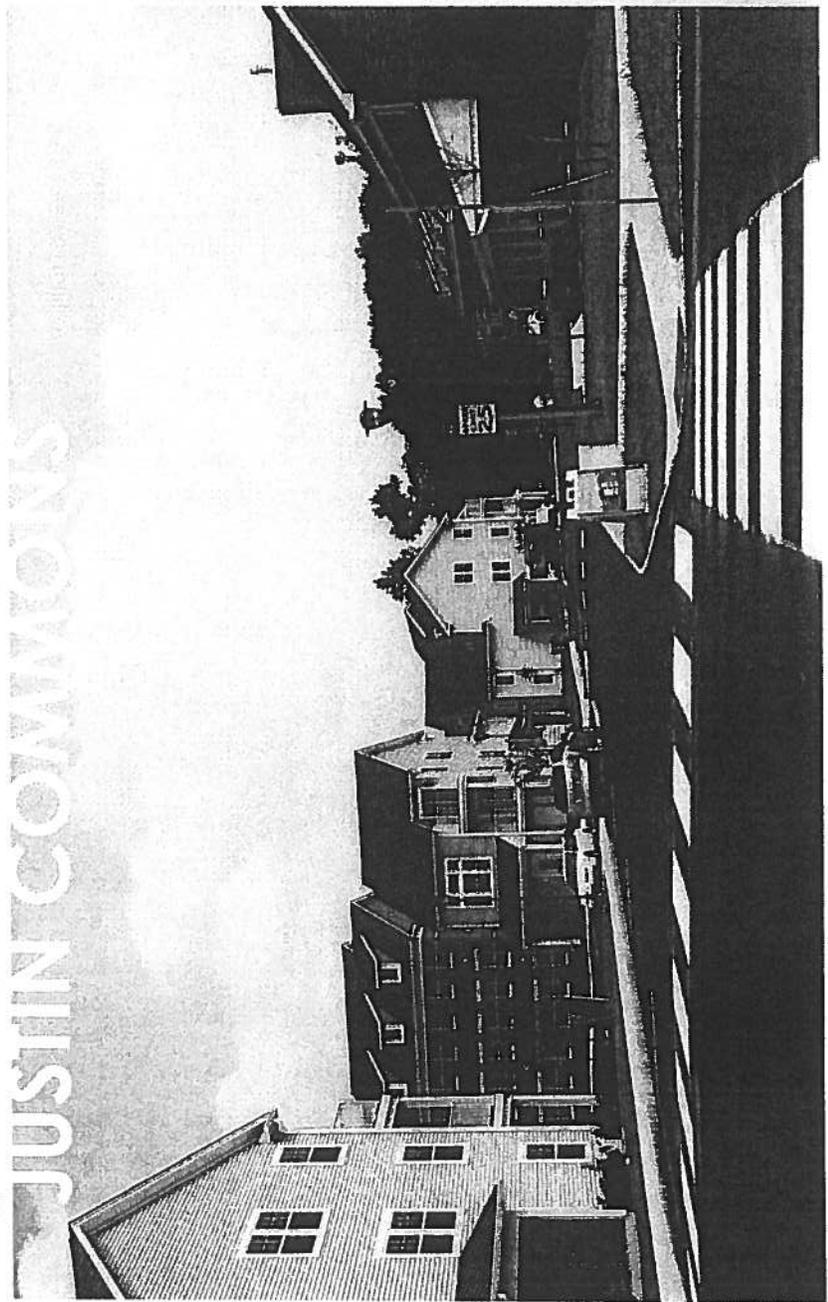
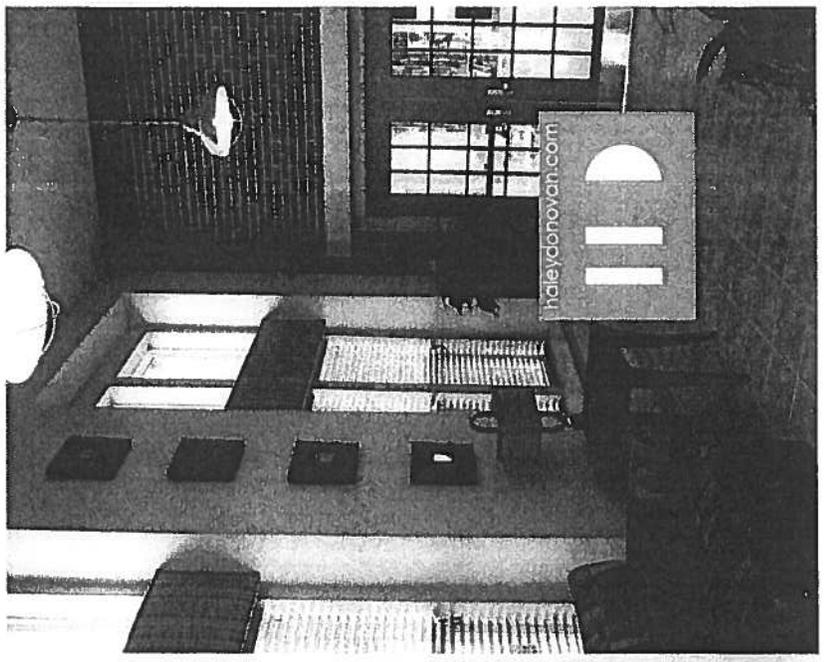
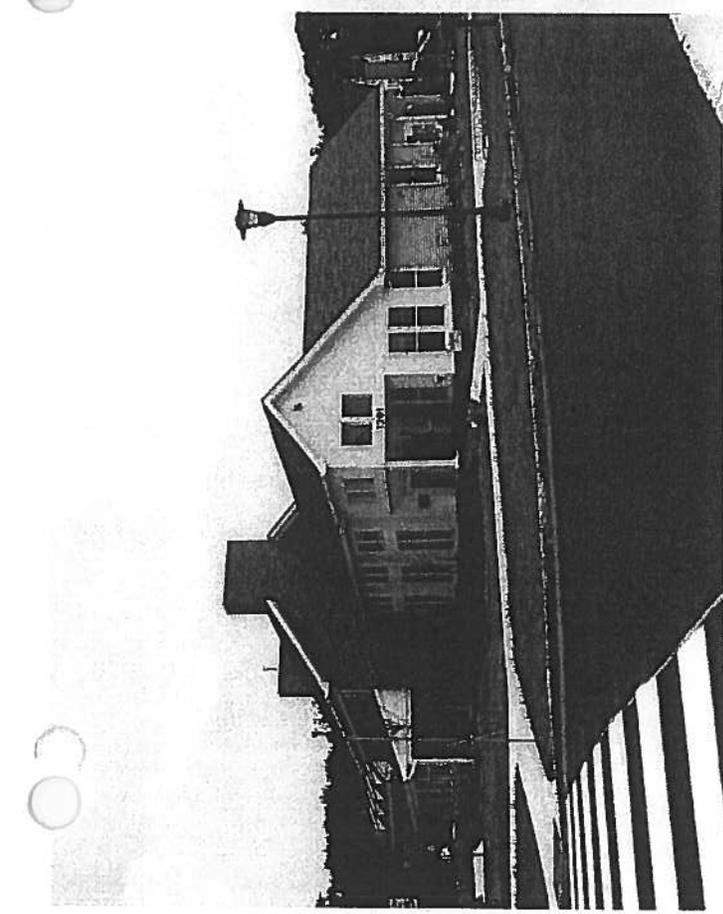
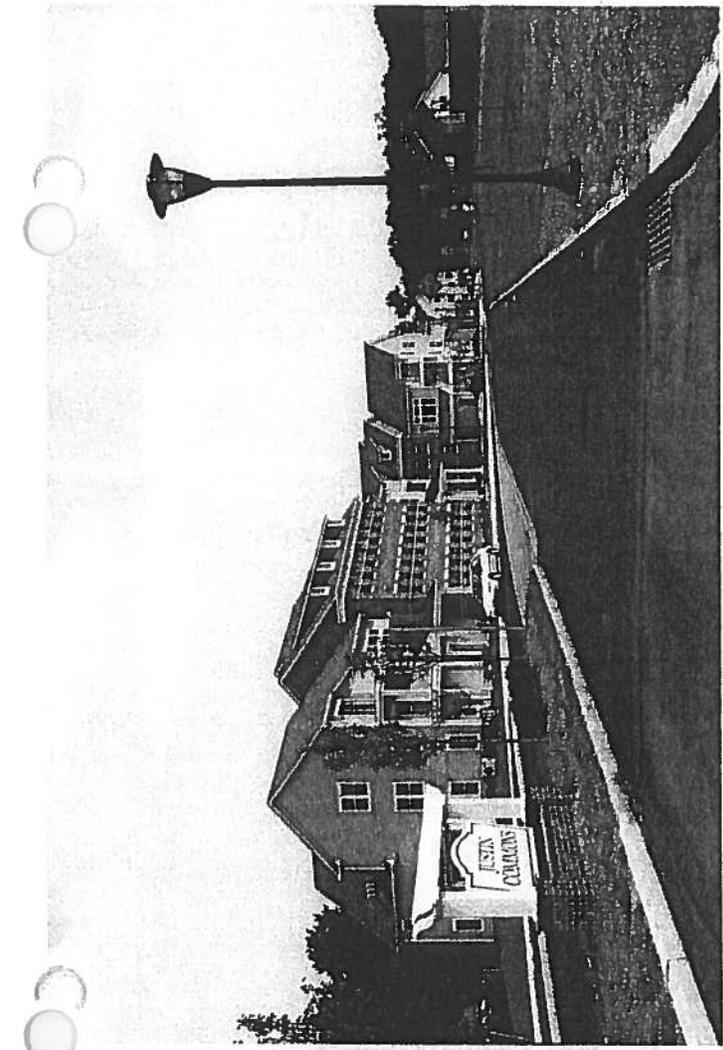
CASCADES

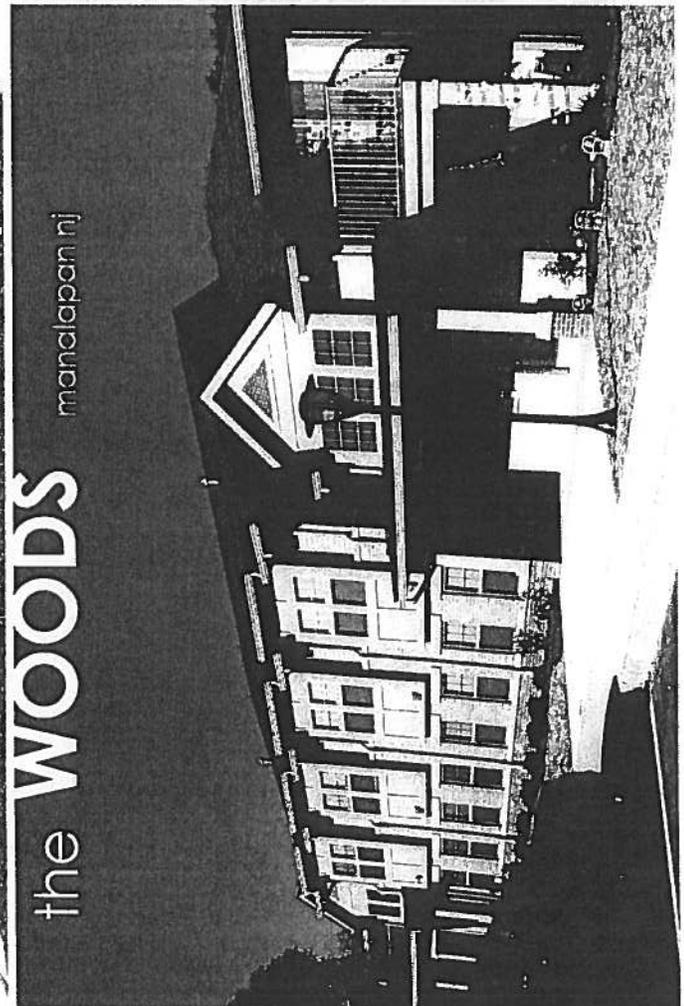
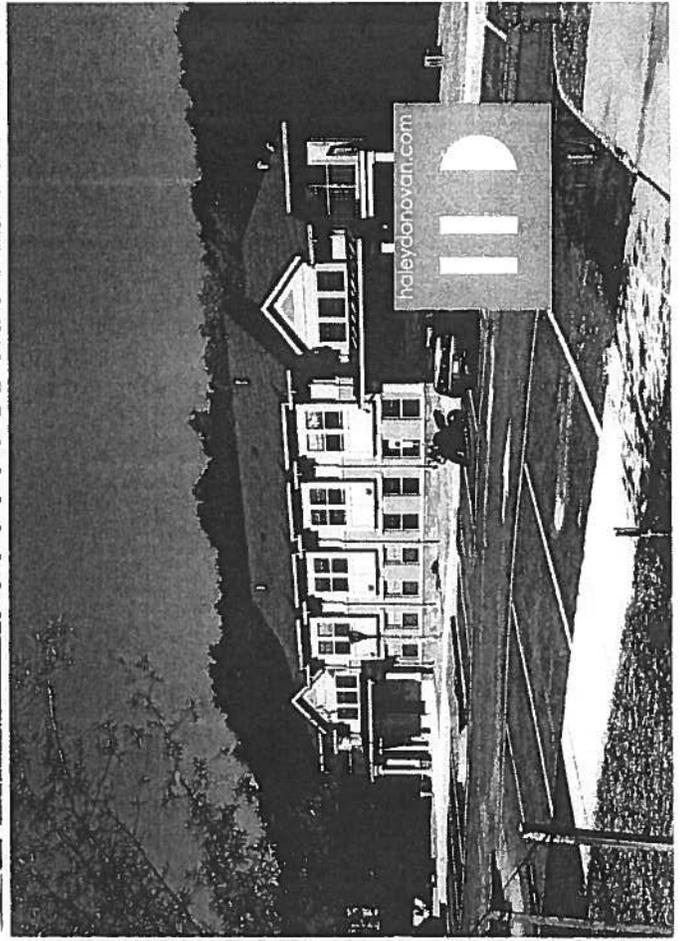
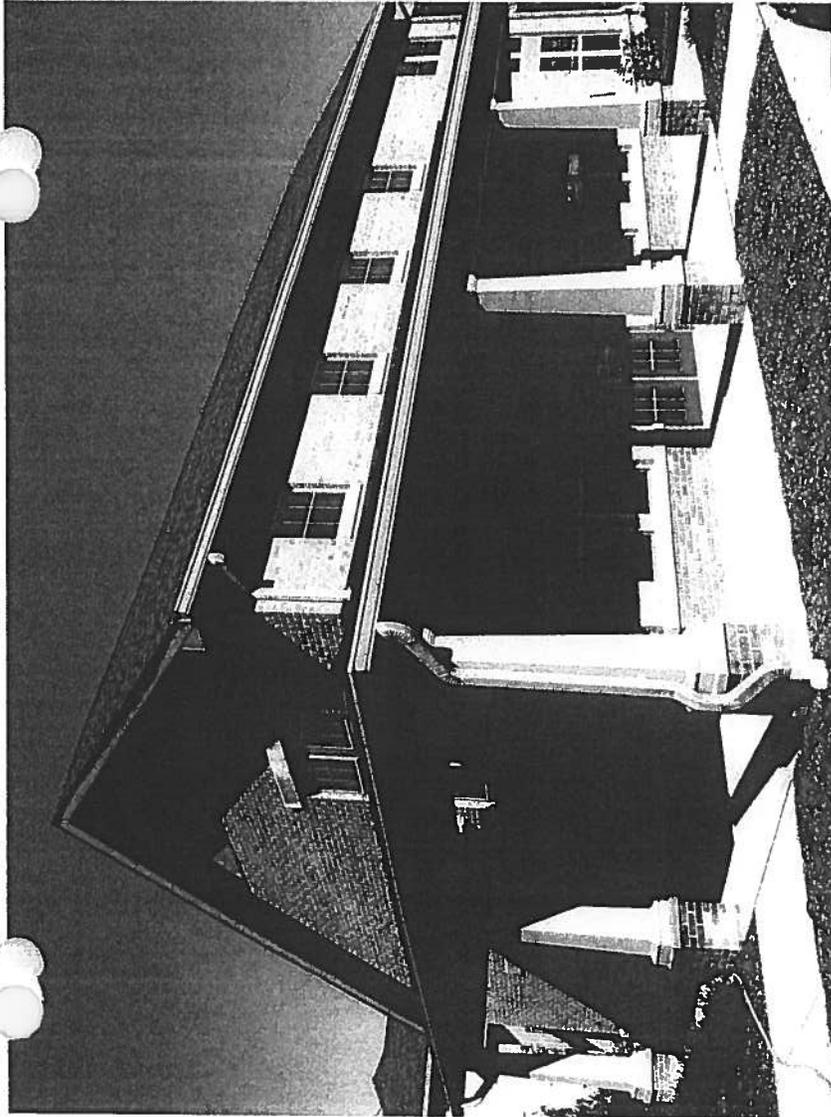
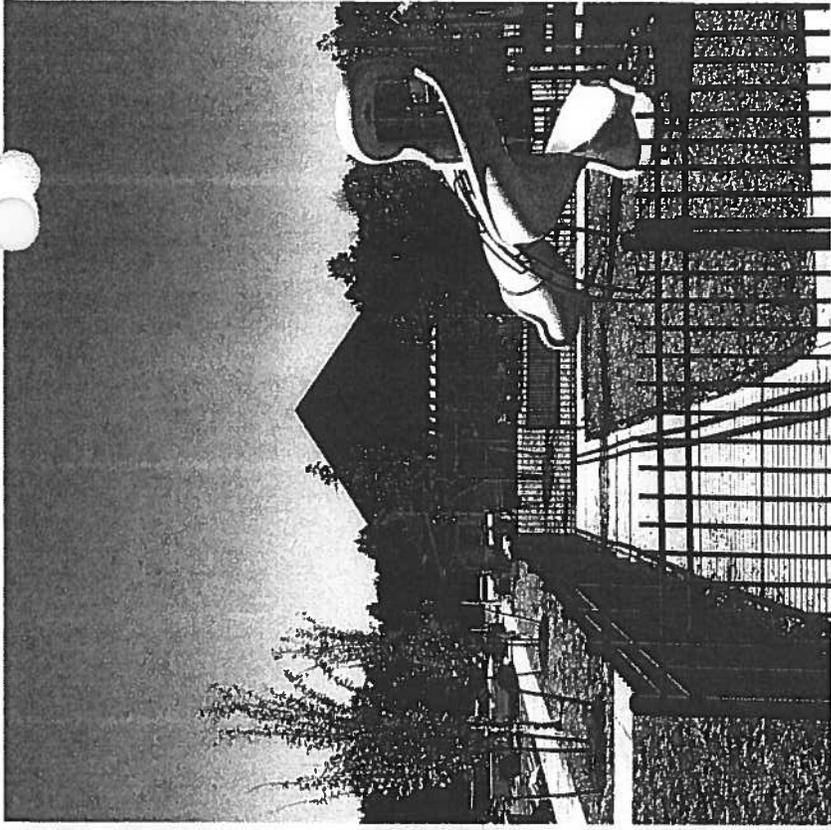
millford de



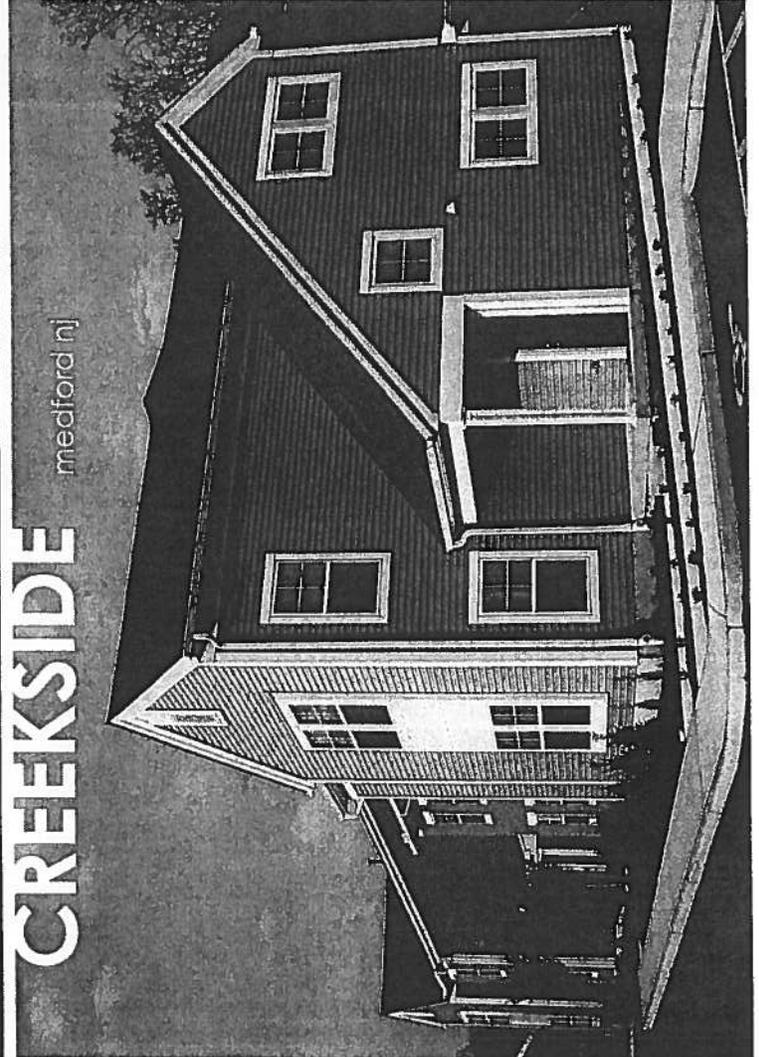
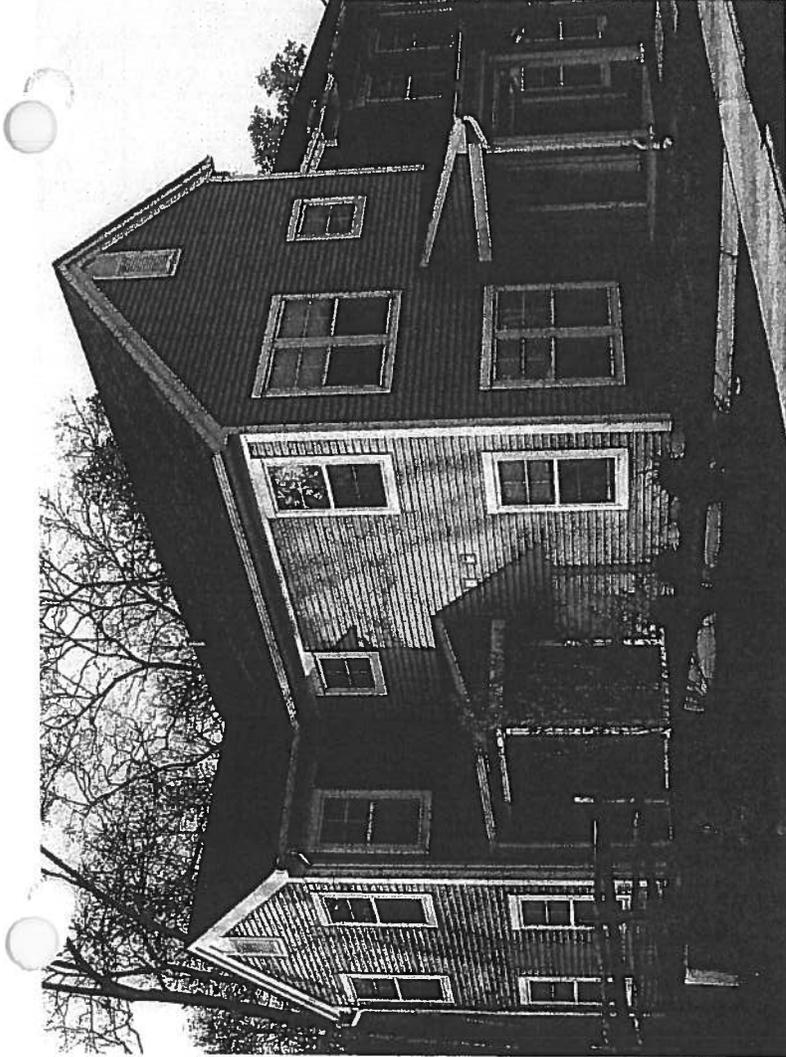
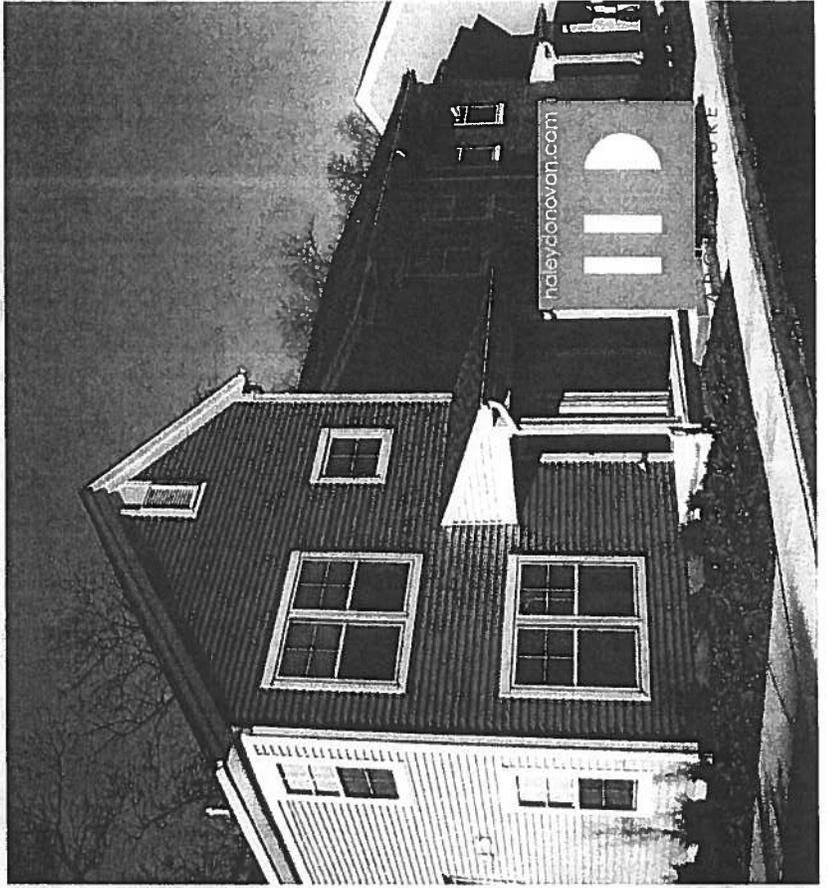
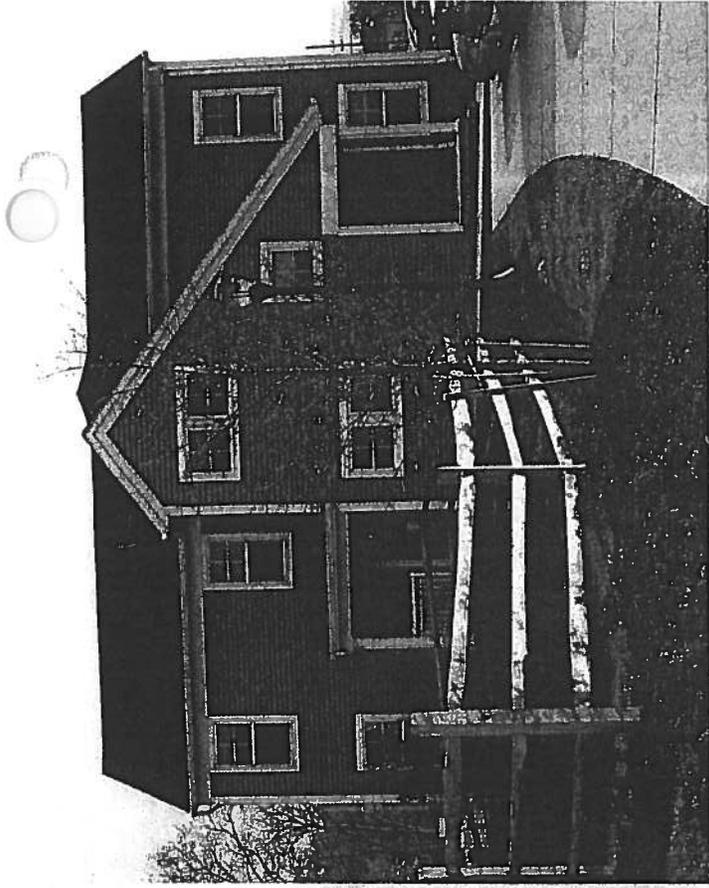
ARCHITECTURE

haleydonovan.com



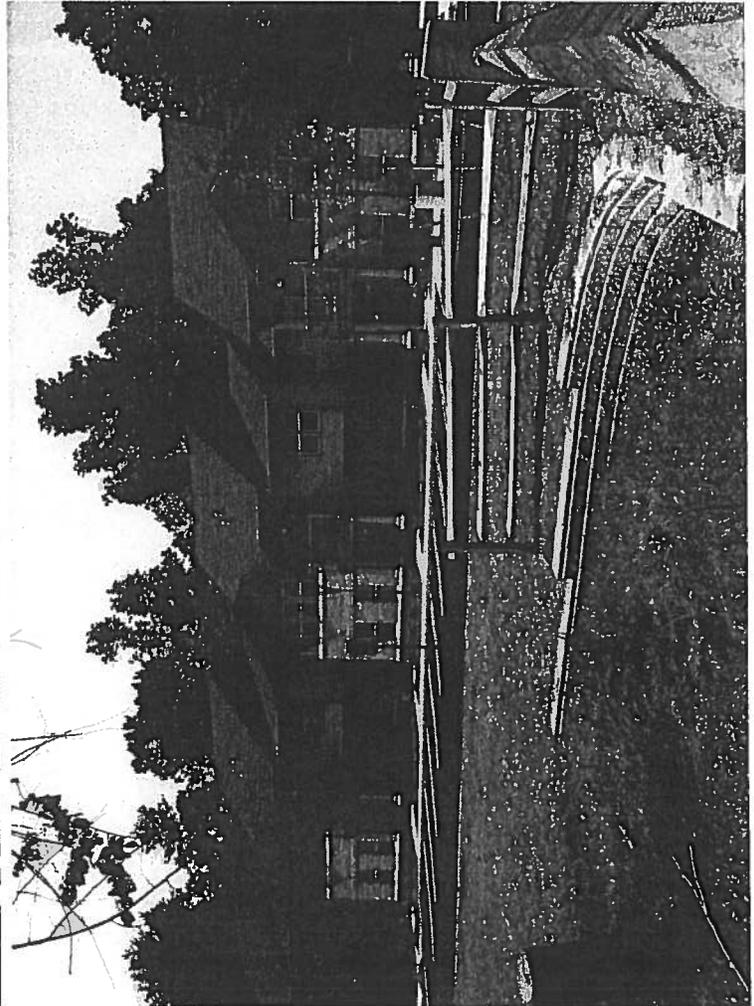
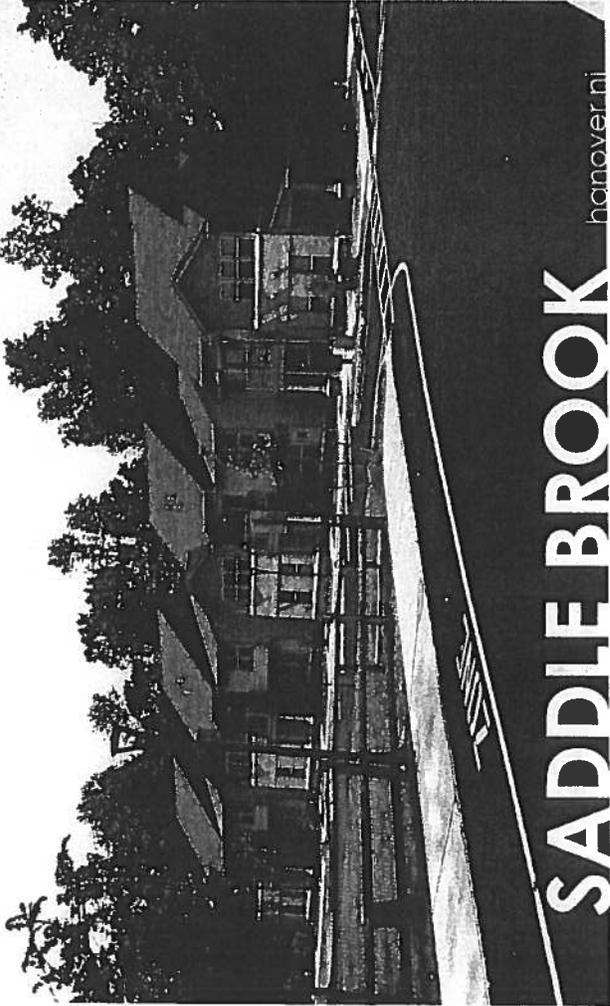
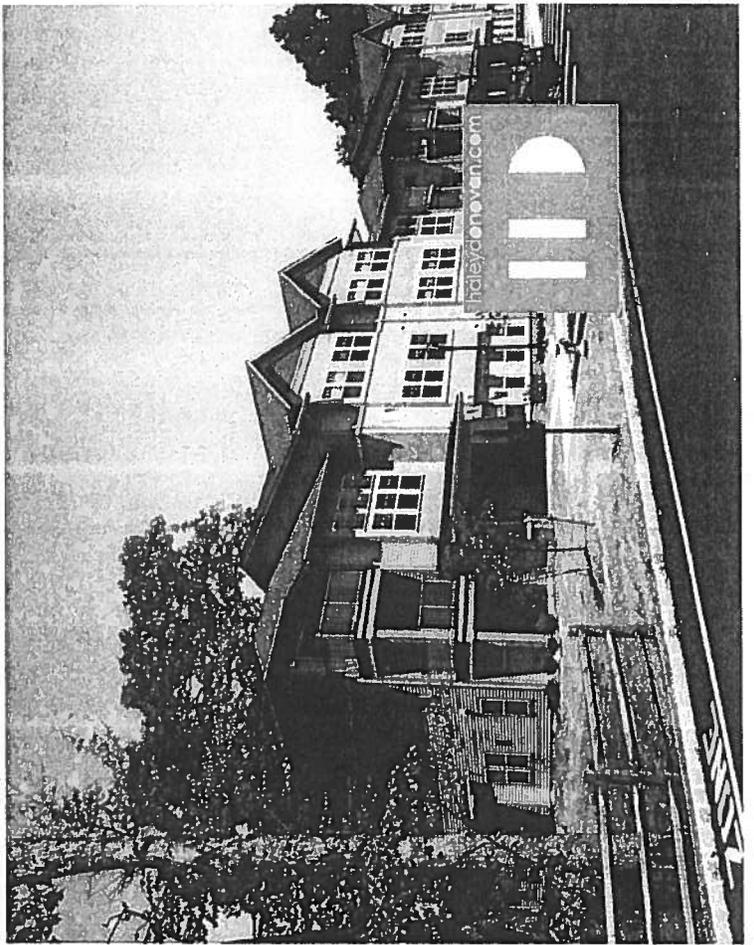
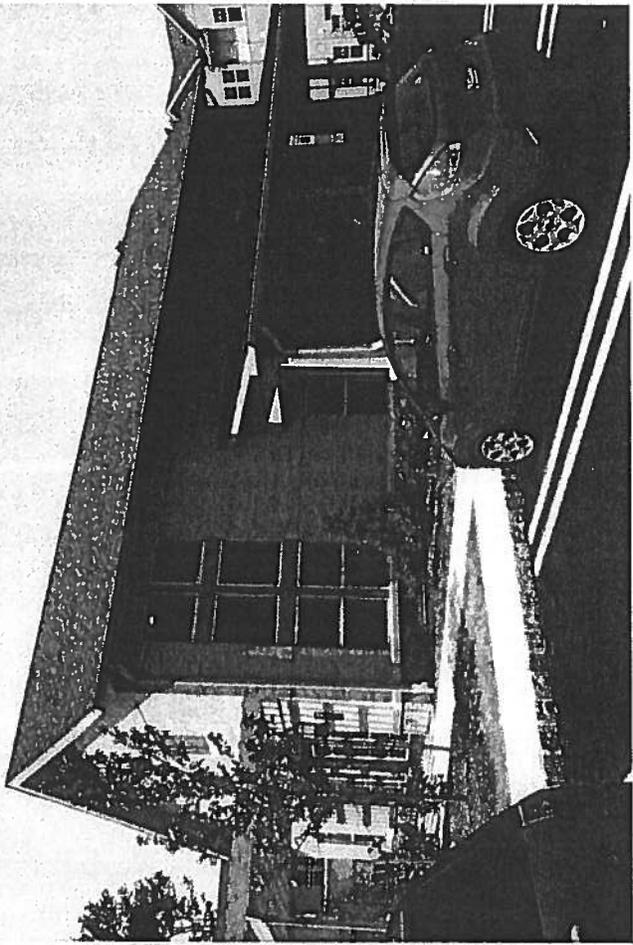


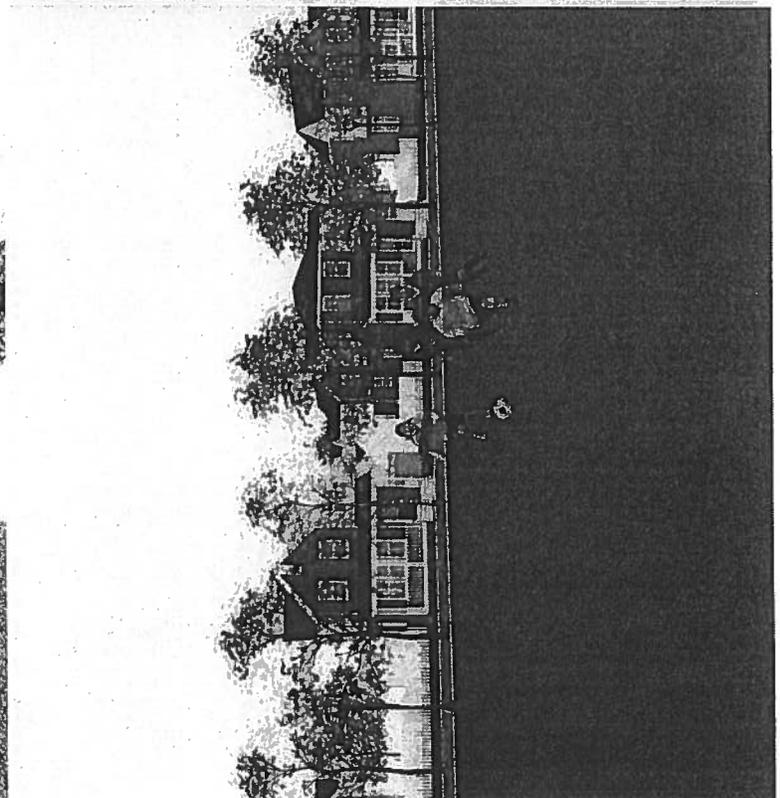
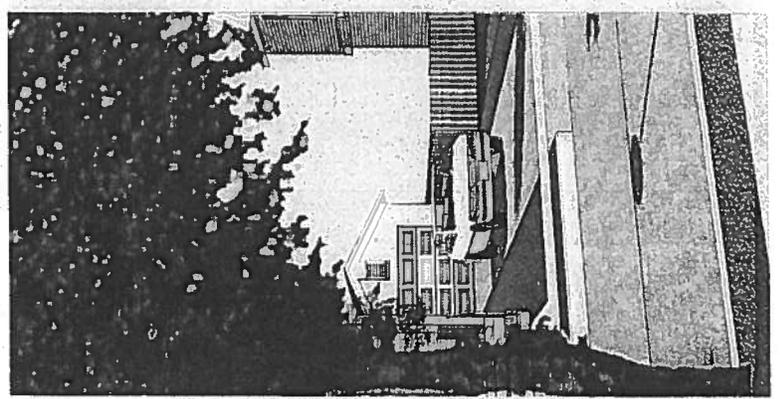
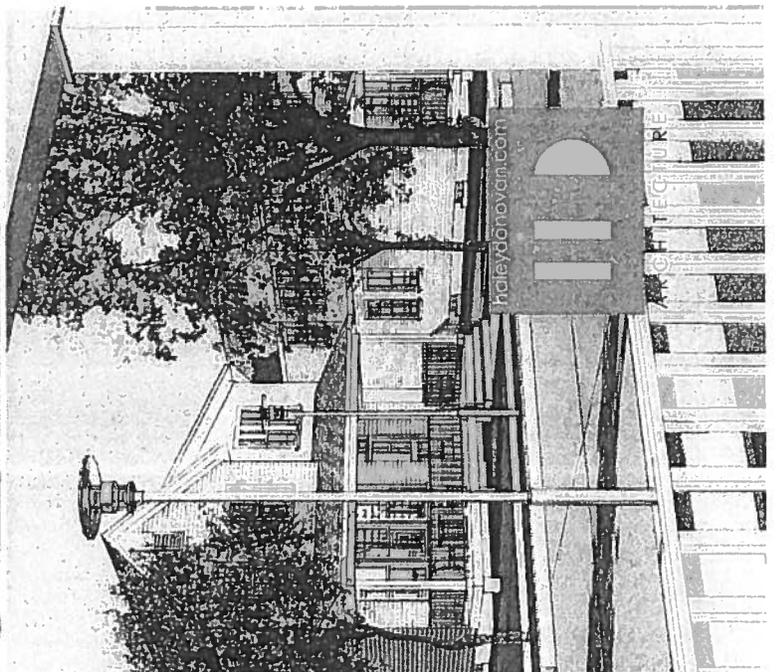
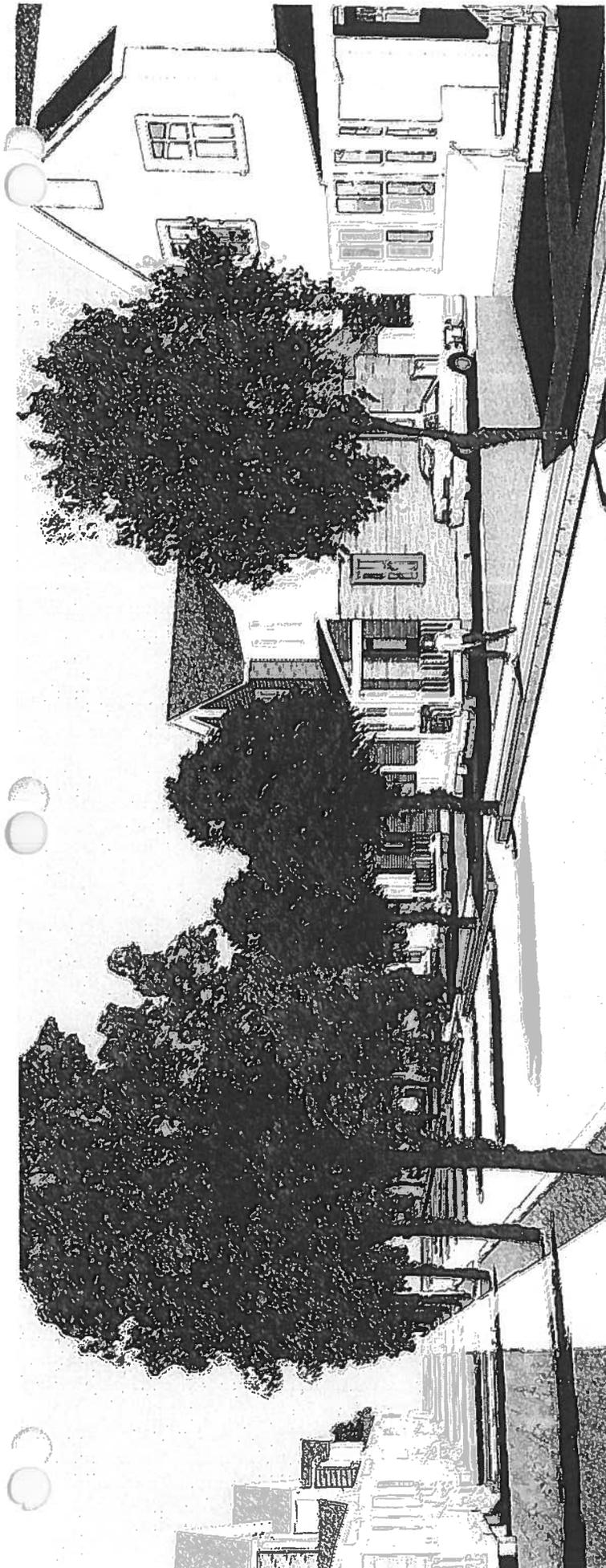
the WOODS
manalapan nj

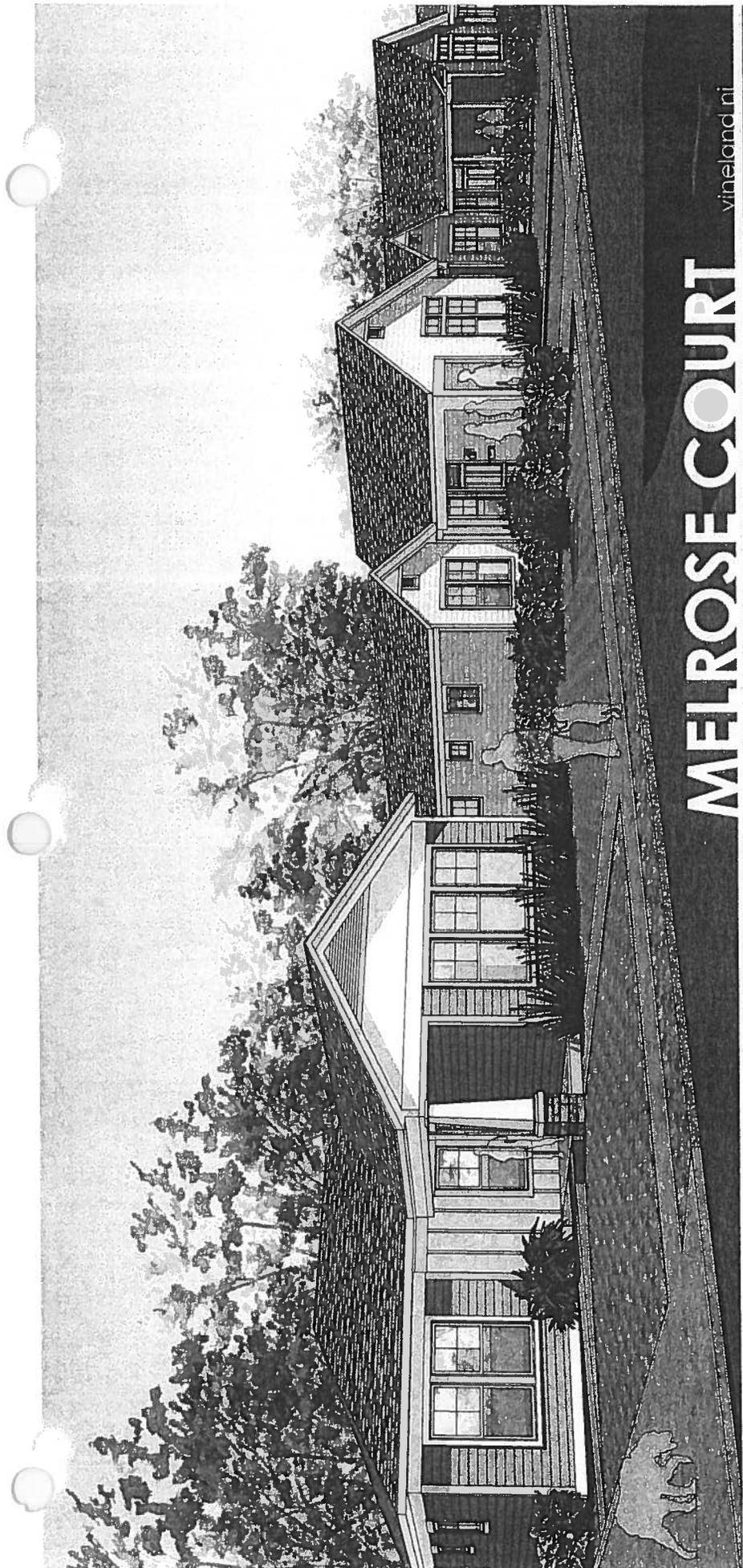


CREEKSIDE

medford nj





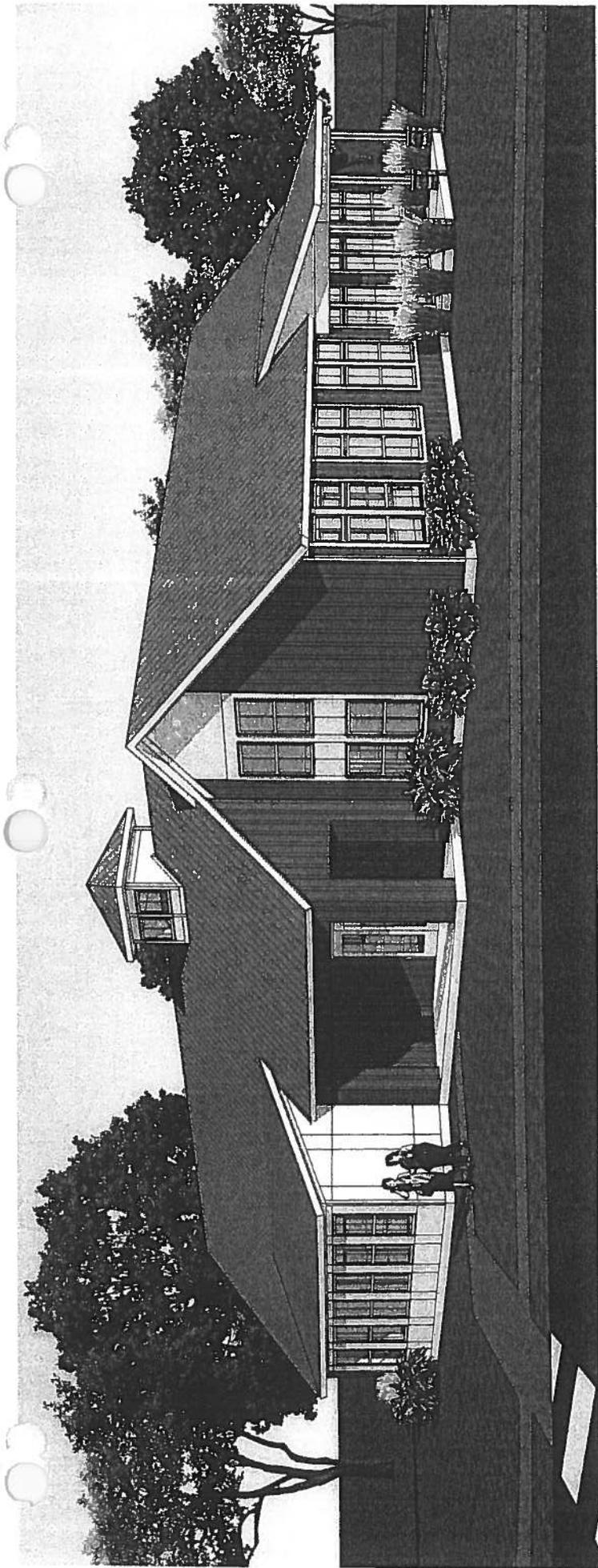


MELROSE COURT

vineland.nj

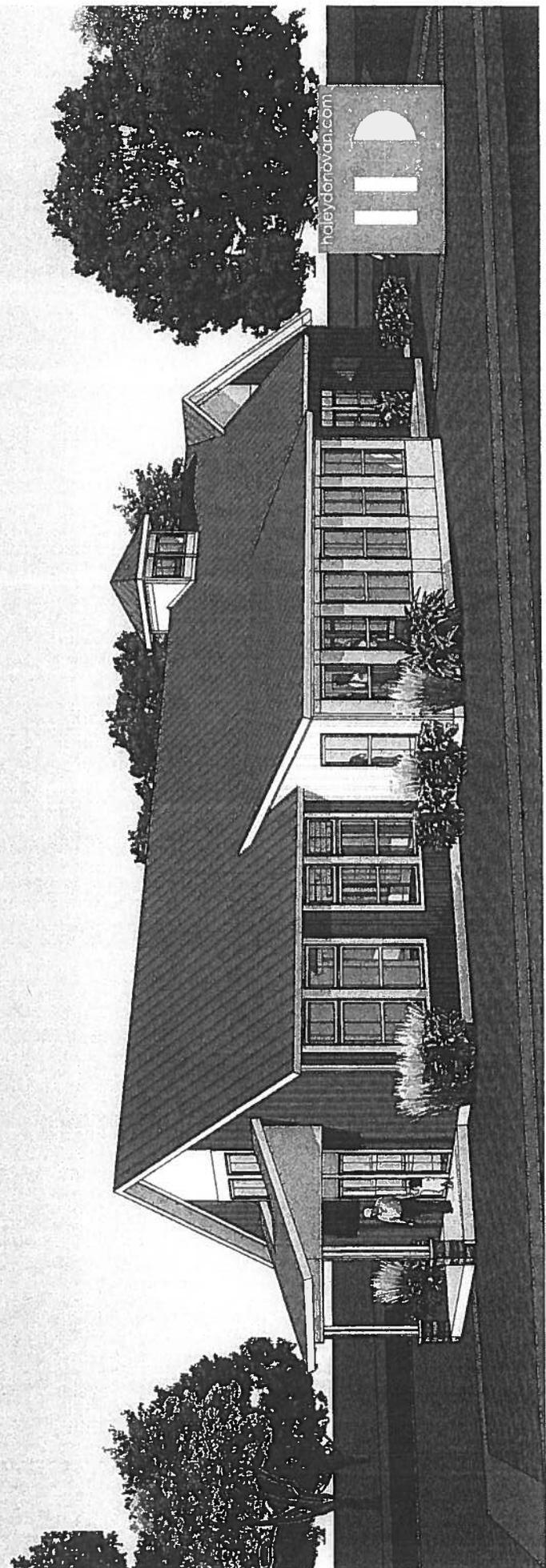


haleydonovan.com

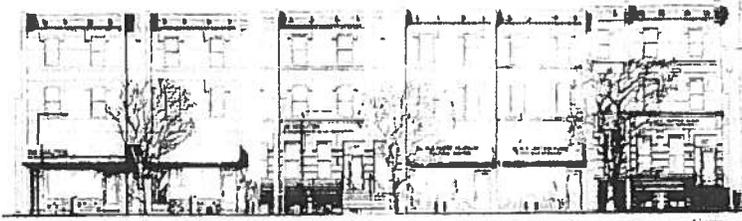


PARKLANDS

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Firm's Introduction:

In summary the purpose for this section is to introduce **tmh associates inc.** and our consultants. Over the past 25 years we have been providing our clients with professional design and build services in the following areas of the construction industry.

ARCHITECTURE

- DESIGN
- URBAN PLANNING
- INTERIOR DESIGN

ENGINEERING

- MECHANICAL (HVAC) ENGINEERING
- PLUMBING ENGINEERING
- ELECTRICAL ENGINEERING
- LIFE-SAFETY ENGINEERING

CONSTRUCTION

- ARCHITECTURAL ADMINISTRATION
- CONSTRUCTION MANAGEMENT
- EXPEDITING (zoning and building permits)

We offer professional architectural services locally as well as nationally due to firm partner Kenneth Johnson, Esq., AIA, MCP (Architecture Urban Design and Policy L.L.C.) who is NCARB certified. Whereas, only architecture, urban design , city planning and interior design is done in-house, all of our engineering, construction management and expediting services are sub-contracted.

We subscribe to the traditional, American Institute of Architects (AIA), architectural design process in order to offer our clients their maximum dollar value for our architectural services. The five phases of architecture that tmh associates inc. uses are as follows:

- BUILDING PROGRAM PHASE
- ARCHITECTURAL DESIGN PHASE
- WORKING DRAWINGS AND SPECIFICATION PHASE
- CONSTRUCTION PHASE
- AS-BUILT PHASE

The building program phase is where the requirements of the client is expressed in square feet per activity or per person. In the architectural design phase our creative architecture team will address the complete life cycle of a building for sustainability. The factors for sustainability of a building are economic, social and environmental responsibilities. The working drawings and specification phase is where we overlay our CADD drawings with the engineering drawings from our consultants, in order to minimize any “change orders,” in the next phase. In the construction phase we provide only architectural administration according to the AIA documents. If our clients desire construction management services during the construction phase, then we subcontract that service to our consultants. The as-built phase is continuous throughout the lifecycle of a building.

We inform our clients, that today’s successful real estate developers of new or retrofitted buildings, require some percentage of tax credits, private and public funding, and some LEED certification. Due to tmh associates, inc., long term architectural and construction management experiences with the most current technology, we produce comprehensive working drawings that will relate to the current field construction phase. We have working experiences with meeting the architectural requirements for both private and public funding agencies such as: the Pennsylvania Higher Finance Agency (PHFA), Community Development Block Grants (CDBG), Redevelopment Authority (RDA), and local private banks.

Finally, tmh associates, inc., has a proactive communication style with clients. We approach architecture not as a program with a collection of shapes attached to a cost, but rather as a design process in which a realistic appreciation of our client’s intentions, budget, technical, and project constraints provides the foundation for the development of an appropriate and individually satisfying solution. All of our architectural projects are design with a LEED analysis and our drafting services can uses the BIM process. We are a minority firm licensed in the state of Pennsylvania and have professional liability insurance.

THOMAS M. HOLLOMAN, AIA, MCP (Principal/Partner)

SUMMARY OF QUALIFICATIONS:

Architect

Over twenty years of experience doing design and build projects for residential, commercial and educational buildings including, single and multi-family housing developments in Philadelphia urban neighborhoods.

Responsible for a staff team and the production of complete architectural design, contract documents and specifications, including project estimating, scheduling and a budget.

Also, responsible for on site construction visits, AIA payment certifications, and written reports to both public and private clients. Skillful in Microsoft Word, Excel and Power Point.

PROJECT EXPERIENCES:

1984 – present

TMH Associates, Inc.

Residential, Commercial and Educational Projects:

Architect of record for over 1,000 units of single and multi-family, new construction and rehabbed housing in the city of Philadelphia and the surrounding metropolitan area. Architect of record for Discover Charter School, 20,000 sq. ft. of alteration work; Porter's Daycare and Educational Center, 12,000 sq. ft. of alteration work; House of Umoja security training center, 5,000 sq. ft. of alteration work.

Abbottsford Homes Tenant Management Corporation: (AHTMC) Comprehensive Modernization Program

I monitored the planning, architecture and construction renovation work for 242 subsidized HUD housing. I reported directly to the AHTMC Board for client's relationship.

I reviewed A/E contract documents and specifications for possible incongruities, for the drawing's conformity to the national and local codes, ADA requirements, energy conservation systems or items, HUD housing regulations and the required lead base paint and asbestos abatement. I monitored the project for projected and actual construction schedules and estimated costs. Participated in the permit process, bidding process and site inspections using OSHA guidelines. I provided problem solving for retrofitting construction.

I co-approved progress payments to the architect, CM, GC and others. Total project budget was \$65.0 million.

Pennsylvania Minority Business Development Agency (PMBDA):

I provided technical assistance and service to WBE and MBE certified contractors. Training in subjects such as take-off estimating, bidding, blueprint reading and contract compliance for PENNDOT work.



1981 - 1984

Developer & CM

I purchased several vacant properties from the Philadelphia Redevelopment Authority thru their public/private housing competition program in University City. I also provided the required planning, architecture, construction management and a million dollars of financing for this project. Thereafter, I managed the 22 units of student housing.

1979 – 1980

Vitetta Group,
Architects

Designer and draftsman for public works projects such as: Center City Commuter Rail line, SEPTA, Coatesville Veteran Hospital and ARCO (Charles E. Ellis School) regional corporate office.

1976 – 1978

United Engineers,
Inc

Designer and draftsman for atomic energy plant, Delmar Reservation, in Washington state.

**PROFESSIONAL
REGISTRATION:**

Architect

Licensed in the State of Pennsylvania
American Institute of Architects (AIA) membership

**PROFESSIONAL
DEVELOPMENT:**

AIA continuing
education program

Harvard Design School, Office of Executive Education
study course " Campus Residential Communities"

MILITARY SERVICE:

Honorable Discharge United States Army



EDUCATION:

University of
Pennsylvania

Master of City Planning 1976
Master of Architecture 1976

Montana State
University

Bachelor of Architecture 1972

Spring Garden
Institute

Associates Degree Building 1965
Construction Technology



THOMAS M. HOLLOMAN, AIA, MCP (Principal/Partner)

SUMMARY OF QUALIFICATIONS:

Architect

Over twenty years of experience doing design and build projects for residential, commercial and educational buildings including, single and multi-family housing developments in Philadelphia urban neighborhoods.

Responsible for a staff team and the production of complete architectural design, contract documents and specifications, including project estimating, scheduling and a budget.

Also, responsible for on site construction visits, AIA payment certifications, and written reports to both public and private clients. Skillful in Microsoft Word, Excel and Power Point.

PROJECT EXPERIENCES:

1984 – present

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1979 – 1980 Vitetta Group, Architects Designer and draftsman for public works projects such as: Center City Commuter Rail line, SEPTA, Coatesville Veteran Hospital and ARCO (Charles E. Ellis School) regional corporate office.

1976 – 1978 United Engineers, Inc Designer and draftsman for atomic energy plant, Delmar Reservation, in Washington state.

PROFESSIONAL REGISTRATION: Architect Licensed in the State of Pennsylvania American Institute of Architects (AIA) membership

PROFESSIONAL DEVELOPMENT: AIA continuing education program Harvard Design School, Office of Executive Education study course " Campus Residential Communities"

MILITARY SERVICE: Honorable Discharge United States Army

EDUCATION:

University of Pennsylvania	Master of City Planning	1976
	Master of Architecture	1976
Montana State University	Bachelor of Architecture	1972
Spring Garden Institute	Associates Degree Building Construction Technology	1965
Roman Catholic High	Diploma	1963

KENNETH JOHNSON, AIA, Esq., MCP (In-House Counsel/Partner)

SUMMARY OF QUALIFICATIONS:

Architect

Innovative real estate developer, urban planner and architect. Having the strategic approach to problem solving and earned top-tier credentials.

Planner

Ken is committed to a career where he will be able to integrate his skills and put them to work for the benefit of communities. He is a life-long learner and a team-player; his resourcefulness and ability to gain cooperation from others are essential to his success. Ken's educational credentials and varied work experience have prepared him to add value to a business entity, a nonprofit, or a municipal authority.

Lawyer

Recognized for ability to create efficiencies, solve problems and, build relationships in diverse environments.

PROJECT EXPERIENCES:

2010 – present

TMH Associates, Inc.

Architect on varies commercial, residential and non-profit projects. He joined as a partner and also serves as in-house legal counsel.

2004 - 2010

Architecture, Urban Design, and Policy, LLC

Act as Architect of Record for private individuals and companies. Provide real estate development consulting to private individuals, closely held companies, and non profits.

2007 - 2010

Phoenix Design Development Firm

Work directly under the owners of a privately held real estate development firm. Oversee work of four or more project managers and other staff, managing over seven ongoing projects in different stages of development with construction development budgets ranging from \$20,000 to 20 million, with a combined project development cost of over 45 million dollars. Reviewed all legal correspondence and contracts, provide advice, and follow through on responses. Review and collect documents for loan closings. Prepare memos, project brochures, client letters, purchase orders, term sheets, condo documents, and request for proposals.

2005

Philadelphia Housing Authority

Assists in working with developers, investors and business people by gathering and sharing needed information to facilitate the real estate development process. Responsibilities include conducting research, giving public presentations, project design, project feasibility analysis, and preparing funding applications as they relate to real estate development.

2003 - 2005	Philadelphia Law Department	Completed assignments for the Real Estate and Contracts departments. Provided legal analysis on topics regarding interpretation of the Philadelphia Building Code and financing of Capital Projects. Approved contracts to form and answered legal questions regarding the City Charter as it relates to bidding of Public Works Contracts and Professional Services.
2002	Reed Smith LLC	Completed assignments for the Bankruptcy, Marketing, Real Estate, Financial Services, Litigation, and Corporate and Securities departments, including memorandum addressing legal issues on topics such as creation of an implied easement and perfected security interest in contract rights of various real estate lease agreements.
2001	Superior Court of Pennsylvania	Researched and applied Pennsylvania law via statutes and published opinions. Analyzed legal arguments. Composed legal memorandum addressing legal issues on topics such as Post Conviction Relief Act (PCRA), ineffectiveness of counsel, challenges to the weight and sufficiency of the evidence, the discretionary aspect of a sentence, and deciphered facts on record to ascertain if exigent circumstances existed.
1999 - 2000	Opportunities Industrial Centers International (OICI), Tamale, Ghana	Advise team members on how to select, evaluate, and oversee the work of local architectural firms. Developed and refined a detail draft of an architectural brief. Assist local architectural firm in the design of a new training center located in Tamale Ghana. Study local building codes and standard architectural practices.
1993 - 1998	Triad Consortium, LTD	Developed construction documents and analyzed cost estimates. Implemented office standards. Represented personal clients. Prepared cost estimates and evaluated construction bids. Conducted meetings. Advocated company position to contractors, clients, and government agencies. Reviewed contract documents. Conducted financial studies, feasibility studies, and historic preservation studies. Coordinated data supplied by clients, organizations, government agencies, contractors, and associates. Researched material data and specifications. Conducted building code, zoning code, and fire code research. Coordinated other disciplines. Conducted building inspections. Reviewed warranties.

PROFESSIONAL REGISTRATION:

Architect

Licensed in the State of Pennsylvania
 Licensed in the State of Illinois
 Licensed in the State of New York (pending)
 NCARB Certified
 American Institute of Architects (AIA)

Attorney

Member of New Jersey Bar



**PROFESSIONAL
DEVELOPMENT:**

AIA continuing
education
Attorney continuing
education

The Art and Science of Grant Writing, Real Estate
Development From Beginning to End, Fair Housing
Accessibility

EDUCATION:

Yale School of
Management
(SOM)

Master of Business Administration 2006
(dropped out in 2006 to pursue career opportunity)
Dean's Scholarship

University of
Pennsylvania
Graduate School
of Fine Arts

Master of City Planning 2003
Concentration in Urban Design
Department of Housing and Urban Development (HUD)
Fellowship
HUD Award

The Law School at
the University of
Pennsylvania

Juris Doctor 2003
Public Service Award
Equal Justice America Fellowship



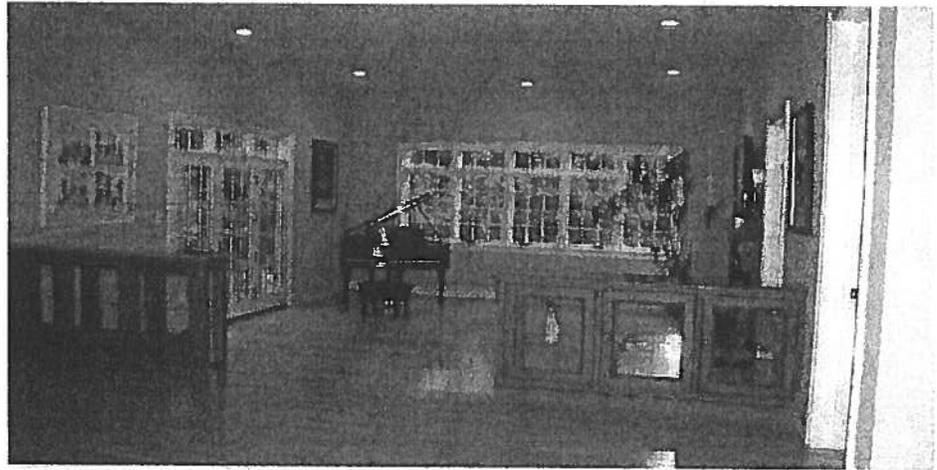
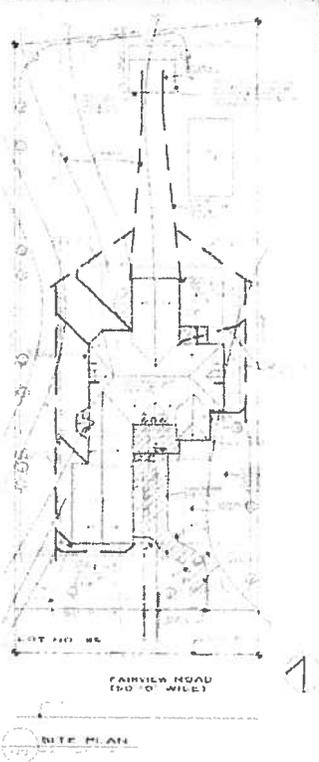
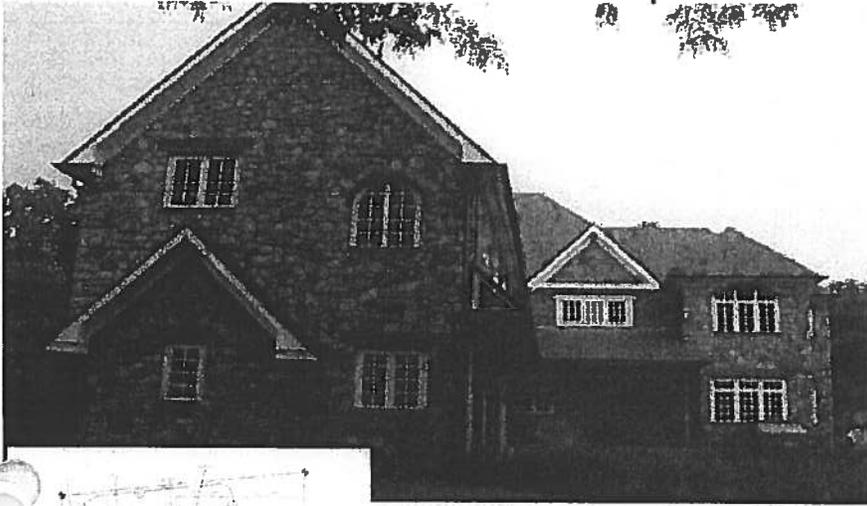
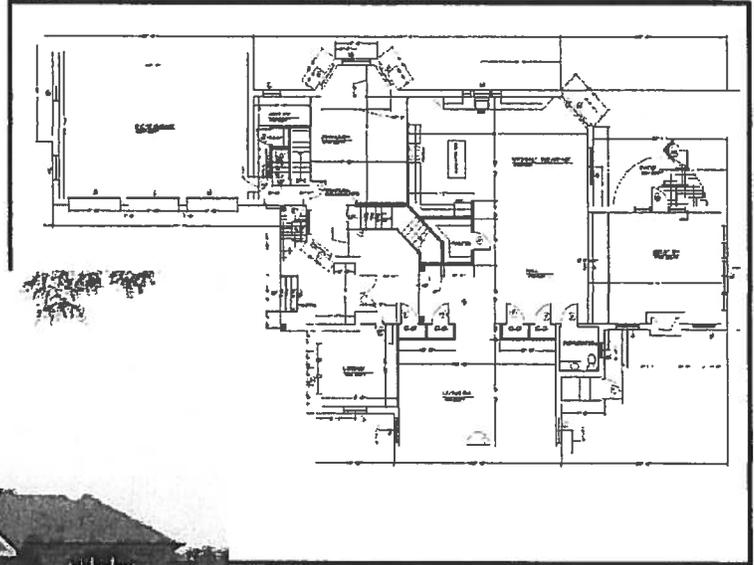
Illinois Institute of
Technology

Professional Bachelor of Science 1993
Honors Graduate
Outstanding Academic Achievement Award
Deans List Recipient
NOMA Award
IIT Architectural Award



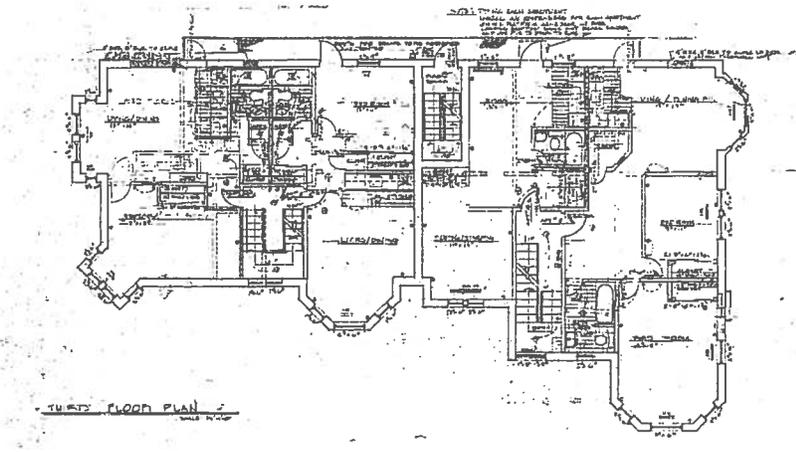
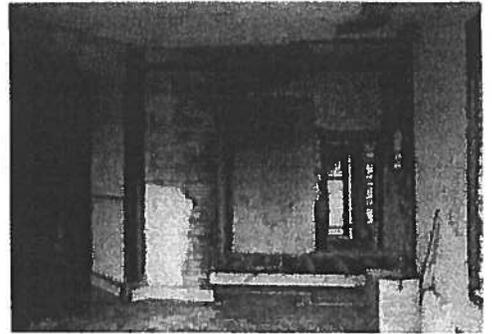
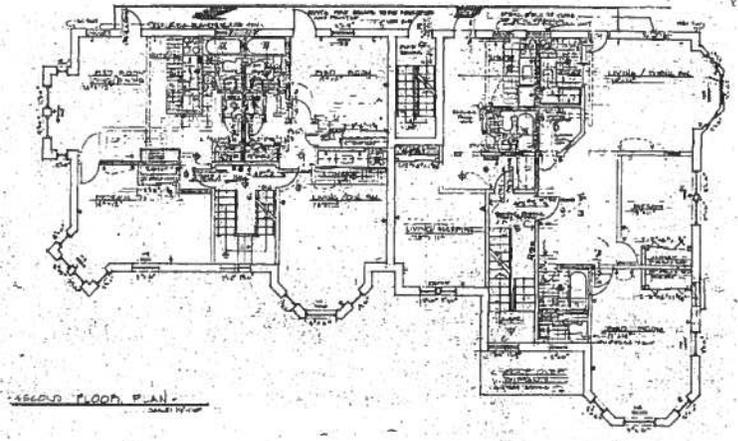
606 FAIRVIEW ROAD, MONTGOMERY COUNTY PA

SINGLE FAMILY DWELLING – new construction



115 NORTH 34TH STREET, PHILADELPHIA, PA

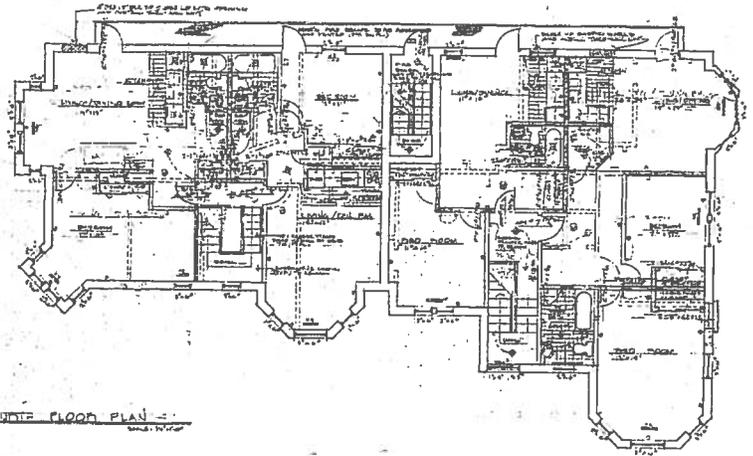
MULTI-FAMILY DWELLING
- rehab



tmh associates 1410 Wharton Street Philadelphia Pa. 19146 – 215 462 3085 phone – 215 462 3086 fax
Email tmhassoc@aol.com

115 NORTH 34TH STREET, PHILADELPHIA, PA

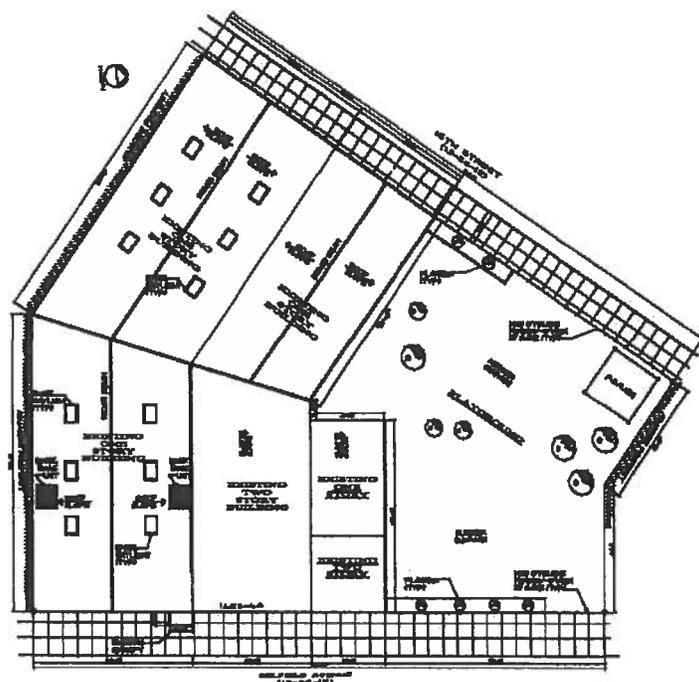
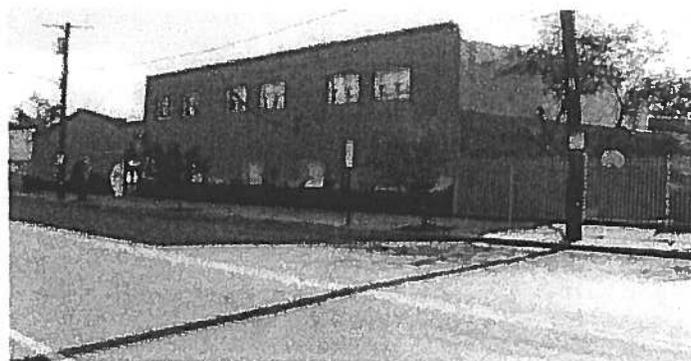
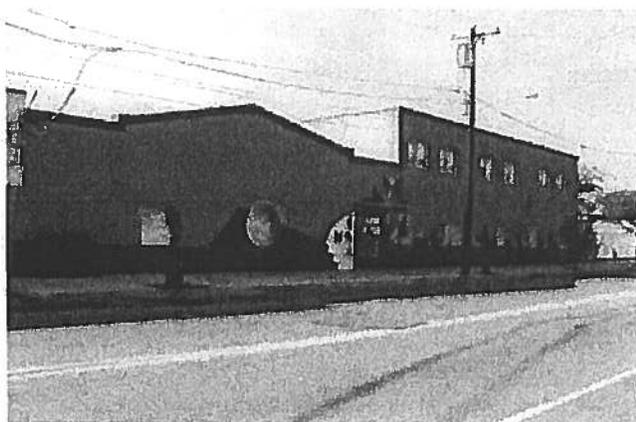
MULTI-FAMILY DWELLING
- rehab



tmh associates 1410 Wharton Street Philadelphia Pa. 19146 – 215 462 3085 phone – 215 462 3086 fax
Email tmhassoc@aol.com

1434-38 BELFIELD AVE, PHILADELPHIA, PA

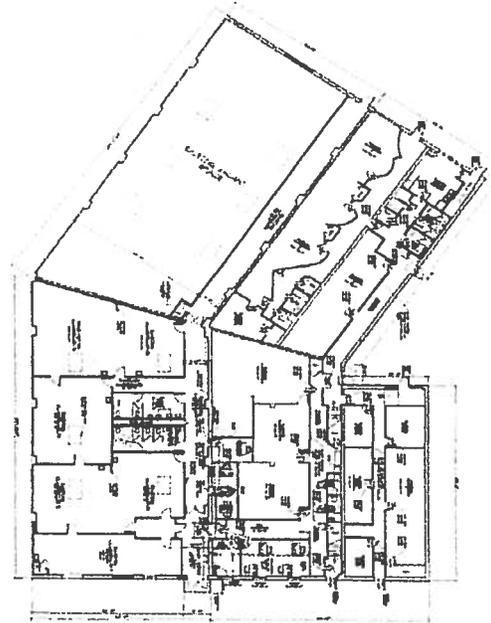
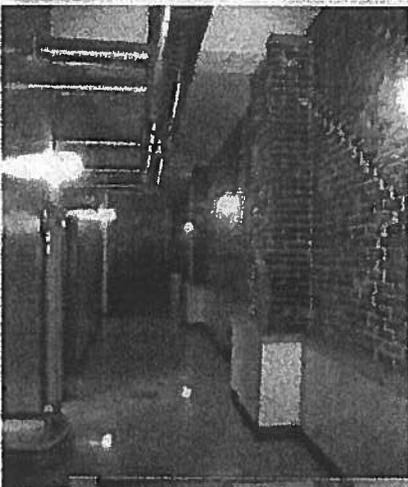
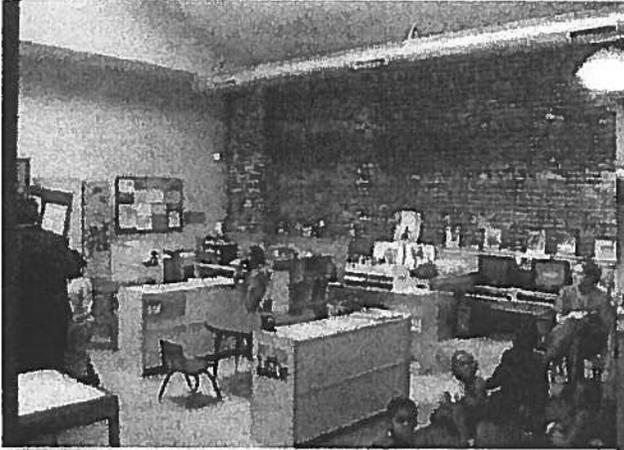
EDUCATIONAL - DAYCARE AND SCHOOL
PORTER'S DAYCARE AND SCHOOL
- rehab



tmh associates 1410 Wharton Street Philadelphia Pa. 19146 - 215 462 3085 phone - 215 462 3086 fax
Email tmhassoc@aol.com

1434-38 BELFIELD AVENUE PHILA. PA

INSTITUTIONAL - DAYCARE SCHOOL



DATE: 10/1/88	PROJECT: 1434-38 BELFIELD AVENUE PHILA. PA	SCALE: AS SHOWN	BY: T.M.H. ASSOCIATES, INC.
DESIGNED BY: T.M.H. ASSOCIATES, INC.	CHECKED BY: T.M.H. ASSOCIATES, INC.	APPROVED BY: T.M.H. ASSOCIATES, INC.	DATE: 10/1/88



FIRM PROFILE

Pennoni Associates Inc., established in 1966, is a multidiscipline engineering and design consulting firm that provides personalized services and solutions to meet the needs of our diverse clients. Pennoni employs 950 professional, technical, and administrative personnel in 28 offices throughout Pennsylvania, New Jersey, Delaware, New England, Maryland, Virginia, and New York. Pennoni provides services to local, state, and federal governments, private, commercial, industrial, and construction clients as well as to other professional firms.

Pennoni Associates' disciplines include the following:

- **CONSTRUCTION SERVICES**
- **ENERGY & SUSTAINABILITY**
- **ENVIRONMENTAL**
- **GEOTECHNICAL**
- **LABORATORY TESTING**
- **LAND DEVELOPMENT**
- **LANDSCAPE ARCHITECTURE**
- **MATERIALS TESTING & INSPECTION**
- **MEP**
- **MUNICIPAL**
- **PLANNING**
- **STRUCTURAL**
- **SURVEY & GEOMATICS**
- **TRANSPORTATION**
- **WATER & WASTEWATER**

Pennoni Associates has been recognized as a Best Places to Work in both Pennsylvania and New Jersey. Pennoni is an employee-owned firm and has had an Employee Stock Ownership Program (ESOP) program in place since 1993, with the ESOP being the majority owner since 2003.

FIRM FACT SHEET

LICENSED PERSONNEL

Licensed Engineers.....	198
Licensed Geologists.....	3
Licensed Land Surveyors.....	29
Licensed Planners.....	7
Licensed Landscape Architects.....	11

PERSONNEL BY DISCIPLINE

Bridge Engineers.....	49
Certified Bridge Inspectors.....	5
Chemical Engineers.....	2
Chemists.....	2
Civil Engineers.....	109
Coatings Inspectors (NACE).....	16
Computer Specialists.....	11
Construction Inspectors.....	84
Construction Managers.....	8
Designers.....	42
Draftspersons/CADD.....	16
Electrical Engineers.....	11
Energy/Sustainability Engineers.....	2
Environmental Engineers.....	8
Environmental Scientists.....	16
Facilities Engineers.....	2
Geographic Information Systems (GIS).....	3
Geologists.....	4
Geotechnical Engineers.....	10
Highway Engineers.....	39
Hydrologists/Hydrogeologists.....	3
Industrial Hygienists.....	9
Landscape Architects.....	21
Materials Engineers.....	7
Mechanical Engineers.....	10
Planners: Urban/Regional.....	3
Precast/Prestressed Concrete Inspectors.....	24
Project Managers.....	52
Sanitary/Water Engineers.....	8
Steel/Welding/NDT Inspectors.....	70
Structural Engineers.....	14
Support Staff.....	109
Surveyors.....	55
Technicians.....	82
Timber Inspectors.....	2
Traffic Engineers.....	21
Transportation Planners.....	2
Utilities Engineers.....	1
TOTAL.....	932

SERVICES

BRIDGE & HIGHWAY ENGINEERING

CIVIL ENGINEERING

CONSTRUCTION INSPECTION

CONSTRUCTION MATERIALS TESTING

ELECTRICAL ENGINEERING

ENVIRONMENTAL ENGINEERING

ENVIRONMENTAL SCIENCES

FABRICATION INSPECTION

GEOGRAPHIC INFORMATION SYSTEMS (GIS)

GEOTECHNICAL ENGINEERING

INDUSTRIAL HYGIENE

INTERNATIONAL CODE COUNCIL
& UNIFORM CONSTRUCTION CODE SERVICES

LAND DEVELOPMENT

LANDSCAPE ARCHITECTURE

MECHANICAL ENGINEERING

PLANNING

PLUMBING ENGINEERING

SOLID & HAZARDOUS WASTE MANAGEMENT

SURVEYING

STRUCTURAL ENGINEERING

TRANSPORTATION ENGINEERING

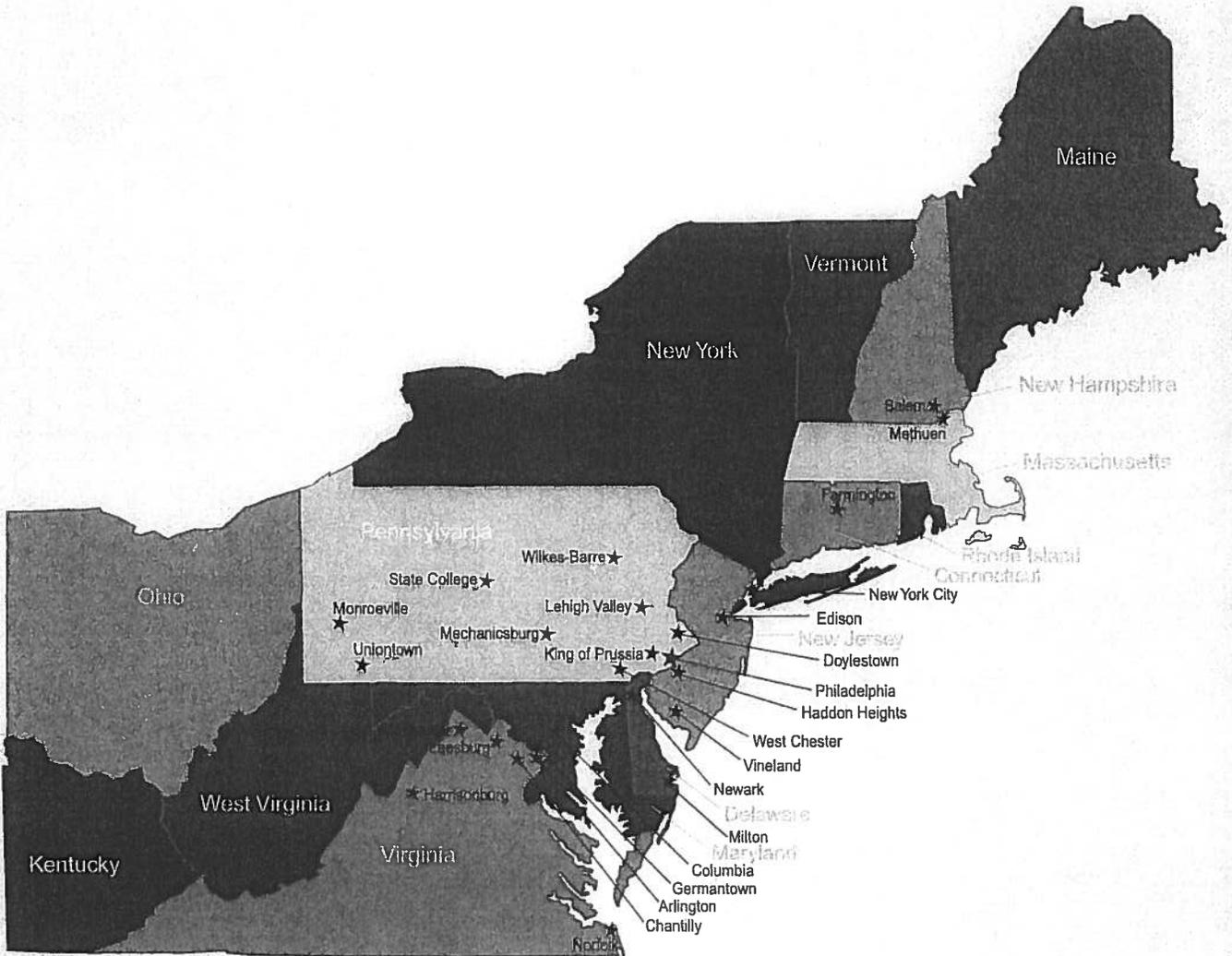
WATER & WASTEWATER MANAGEMENT

Pennoni

Providing Engineering Services Since 1966
www.pennoni.com

PENNONI ASSOCIATES INC.
CONSULTING ENGINEERS

OFFICE LOCATIONS



Providing Engineering Services Since 1966
www.pennoni.com

Pennoni
PENNONI ASSOCIATES INC.
CONSULTING ENGINEERS

OFFICE LOCATIONS

CONNECTICUT

Farmington

270 Farmington Avenue, Suite 334
Farmington, CT 06032
Ph: 860-835-2600, Fx: 860-835-2601

DELAWARE

Milton

18072 Davidson Drive
Milton, DE 19968
Ph: 302-684-8030, Fx: 302-684-8054

Newark

121 Continental Drive, Suite 207
Newark, DE 19713
Ph: 302-655-4451, Fx: 302-654-2895

NEW YORK

New York

**Pennoni Engineering & Surveying
of New York, P.C.**
417 Fifth Avenue, Suite 501
New York, NY 10016
Ph: 212-239-7600, Fx: 212-465-1730

MASSACHUSETTS

Methuen

13 Branch Street, Suite 103
Methuen, MA 01844
Ph: 978-749-9929, Fx: 978-749-9920

NEW HAMPSHIRE

Salem

93 Stiles Road, Suite 201
Salem, NH 03079
Ph: 603-226-1950, Fx: 603-226-3235

NEW JERSEY

Edison

105 Fieldcrest Avenue, Suite 502
Edison, NJ 08837
Ph: 908-653-0889, Fx: 908-653-0530

Haddon Heights

515 Grove Street, Suite 1B
Haddon Heights, NJ 08035
Ph: 856-547-0505, Fx: 856-547-9174

Vineland

3071 E. Chestnut Avenue, Suite F-16
Vineland, NJ 08361
Ph: 856-692-5081, Fx: 856-692-5243

PENNSYLVANIA

Doylestown

2005 S. Easton Road, Suite 100
Doylestown, PA 18901
Ph: 215-345-4591, Fx: 215-345-7853

King of Prussia

3100 Horizon Drive, Suite 200
King of Prussia, PA 19406
Ph: 610-277-2402, Fx: 610-277-7449

Lehigh Valley

2041 Avenue C, Suite 100
Bethlehem, PA 18017
Ph: 610-231-0600, Fx: 610-231-2033

Mechanicsburg

1215 Manor Drive, Suite 100
Mechanicsburg, PA 17055
Ph: 717-975-6481, Fx: 717-975-6480

Monroeville

701 Seco Road
Monroeville, PA 15146
Ph: 412-521-3000, Fx: 412-521-1206

Philadelphia

Corporate Headquarters
3001 Market Street, 2nd Floor
Philadelphia, PA 19104
Ph: 215-222-3000, Fx: 215-222-0384

State College

2571 Park Center Boulevard, Suite 2
State College, PA 16801
Ph: 814-238-1170, Fx: 814-238-1175

Uniontown

680 Pittsburgh Road, Suite 2
Uniontown, PA 15401
Ph: 724-437-7772, Fx: 724-437-7767

West Chester

One South Church Street, 2nd Floor
West Chester, PA 19382
Ph: 610-429-8907, Fx: 610-429-8918

Wilkes-Barre

100 North Wilkes-Barre Boulevard
Wilkes-Barre, PA 18702
Ph: 570-824-2200, Fx: 570-824-0800

MARYLAND

Baltimore

323 West Camden Street, Suite 600
Baltimore, MD 21201
Ph: 410-878-9550, Fx: 410-878-9551

Columbia

PHR+A Division
8818 Centre Park Drive
Columbia, MD 21045
Ph: 410-997-8900, Fx: 410-997-9282

Germantown

PHR+A Division
12850 Middlebrook Road, Suite 200
Germantown, MD 20874
Ph: 301-528-4300, Fx: 301-528-0419

VIRGINIA

Arlington

2425 Wilson Boulevard, Suite 404
Arlington, VA 22201
Ph: 703-717-9275, Fx: 703-717-9420

Chantilly

14532 Lee Road
Chantilly, VA 20151
Ph: 703-449-6700, Fx: 703-449-6713

Harrisonburg

58 Kenmore Street
Harrisonburg, VA 22801
Ph: 540-434-0202, Fx: 540-434-0221

Leesburg

208 Church Street, SE
Leesburg, VA 20175
Ph: 703-777-3616, Fx: 703-777-3725

Norfolk

410 North Center Drive, Suite 100
Chesapeake Building 9
Norfolk, VA 23502
Ph: 757-497-7472, Fx: 757-497-0250

Winchester

117 East Piccadilly Street
Winchester, VA 22601
Ph: 540-667-2139, Fx: 540-665-0493

Pennoni

Providing Engineering Services Since 1966
www.pennoni.com

PENNONI ASSOCIATES INC.
CONSULTING ENGINEERS

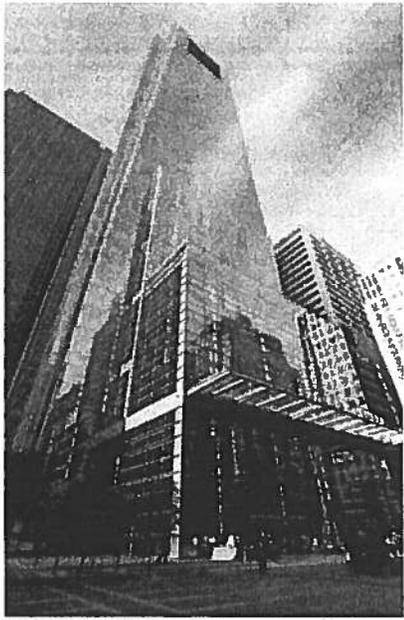


Site design is an essential part of any development. Pennoni Associates' Site Design Technology includes planners, landscape architects, civil engineers, and design technicians experienced in all facets of site planning, landscape architecture, and land development. Pennoni recognizes that in today's complex and environmentally-sensitive surroundings, improvements on the land require an innovative, intelligent, sophisticated, and cost-effective design philosophy. Pennoni's Site Design Technology has been successful in creating and renovating cost-effective, cost-efficient, and aesthetically-pleasing recreation, residential, and corporate sites. Pennoni's staff is skilled in every facet of their craft, from the actual site design and landscape architecture to performing site analysis, site layout, grading, stormwater management, and infrastructure improvements as a prime consultant or on a team of consultants. Our staff works together with Pennoni's other disciplines to provide clients with a user-friendly, multi-discipline consultant capable of completing complex site design and landscape architecture projects in-house.

Pennoni's Site Design Group is expert in expediting the permitting process (sewer, wetlands, sediment and erosion control, off-site highway, highway occupancy, etc.) and can accelerate your project quickly from planning to construction. Our work can run from small dense urban sites to large open suburban corporate sites, and our professional site design staff provides creative, imaginative, and innovative design.

- Site Surveys
- Site Feasibility Studies
- Site Planning
- Site Layout, Grading, & Detail Design
- Erosion Control, Drainage Design, & Stormwater Management
- Infrastructure
- Local, State, & Federal Agency Permit Applications & Plans
- Landscape Architecture
- Parks & Recreation Design
- Athletic Facilities
- Brownfields Development
- Demolition
- Hydrology & Hydraulics
- Project Management

COMMERCIAL



**Comcast Center
Philadelphia, PA**

Pennoni provided civil/site work, utilities, drainage, traffic, survey and agency coordination for a 58-story office building, an 18-story office building, and a public plaza area with a restaurant. The project includes removal of Cuthbert Street between 17th Street and 18th Street, which necessitates significant utility relocations. Pennoni also performed detailed utility coordination and construction liaison to assist in the extensive utility relocation of numerous utility service providers, and provided assistance and coordination to acquire necessary City of Philadelphia agency approvals.

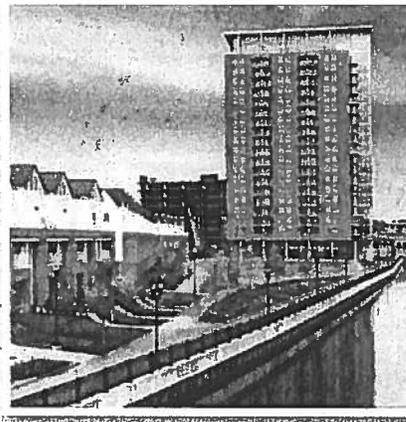
RETAIL



**The Walk
Atlantic City, NJ**

Pennoni was the civil engineer for the design and construction of a 321,400 square foot mixed-use complex consisting of retail, entertainment, and dining facilities in an open-air mall setting. The project covers eight city blocks in the heart of Atlantic City and required the relocation of the New Jersey Transit Bus Terminal, along with the demolition and relocation of several other structures and surface parking lots.

RESIDENTIAL



**Christina Landing
Wilmington, DE**

Pennoni provided professional survey, site design and landscape architecture services for various phases of Christina Landing, a residential development located on A Street between South Market Street and South Walnut Street on the southern banks of the Christina River. Christina Landing is one of the largest residential developments in the history of Wilmington, boasting nearly 400 residential units.

INSTITUTIONAL



**Springfield College
Field House, Wellness Center, & Athletic Training Education Addition
Springfield, MA**

Pennoni Associates performed the site/civil design and permitting for the project architect, DiLullo Associates, Inc., for Springfield College's new two-level 85,000 square foot Field House, 28,000 square foot Wellness Center, and 9,000 square foot Athletic Training Education Addition in Springfield, MA. Pennoni designed and managed the land survey and site/civil/permitting aspects of these highly visible new campus building infrastructure projects. The site design involved generating a complete utility relocation package for the existing utilities within the proposed building footprints in order to enable existing buildings to maintain continual utility service during the new building construction. The site design also involved the plan of a new pedestrian plaza and walkway situated between the Field House and Wellness Center, as well as new parking areas, decorative lighting, and other infrastructure improvements. Pennoni also prepared and obtained permits for the proposed facility improvements from all City of Springfield departments.

Pennoni

Providing Engineering Services Since 1966
www.pennoni.com

PENNONI ASSOCIATES INC.
CONSULTING ENGINEERS



FILING RECEIPT

=====

ENTITY NAME: ~~2000 EAST MAIN STREET, STE 600, ROCHESTER, NY 14604~~

DOCUMENT TYPE: LIMITED PARTNERSHIP (DOMESTIC)

COUNTY: MONR

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FILED:09/19/2013 DURATION:12/31/2099 CASH#:130919000329 FILM #:130919000313

FILER:

EXIST DATE

~~MONR PER REALTY INC~~
183 EAST MAIN STREET STE 600

09/19/2013

ROCHESTER, NY 14604

ADDRESS FOR PROCESS:

THE PARTNERSHIP
183 EAST MAIN STREET SUITE 600
ROCHESTER, NY 14604

REGISTERED AGENT:



=====

SERVICE COMPANY: ** NO SERVICE COMPANY **

SERVICE CODE: 00 *

FEEs 235.00

FILING 200.00
TAX 0.00
CERT 0.00
COPIES 10.00
HANDLING 25.00

PAYMENTS 235.00

CASH 0.00
CHECK 0.00
CHARGE 235.00
DRAWDOWN 0.00
OPAL 0.00
REFUND 0.00

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on September 30, 2013.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

3/3

CERTIFICATE OF LIMITED PARTNERSHIP

**OF
2030 EAST HAINES STREET, L.P.**

Under Section 121-201 of the Revised Limited Partnership Act

The undersigned, for the purpose of forming a limited partnership pursuant to the provisions of the New York Revised Limited Partnership Act, hereby certify:

1. The name of the limited partnership is ~~2030 EAST HAINES STREET, L.P.~~ (the "Partnership").

2. The office of the Partnership is located in Monroe County.

3. The New York Secretary of State is hereby designated as agent of the Partnership for the purpose of service of process. The address to which the Secretary of State shall mail a copy of any process against the Partnership served upon him is as follows:

183 East Main Street, Suite 600
Rochester, New York 14604.

4. The name and business address of the general partner of the Partnership is as follows:

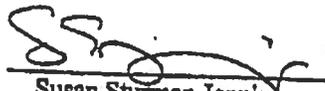
Conifer Realty, LLC
183 East Main Street, Suite 600
Rochester, New York 14604

5. The Partnership shall continue through December 31, 2099 unless sooner dissolved in accordance with the terms of the Partnership Agreement of the Partnership or the laws of the State of New York.

In witness whereof, the undersigned, being the general partner of the Partnership, has executed this Certificate of Limited Partnership and hereby affirms under penalties of perjury that its contents are true this 5th day of September, 2013.

Conifer Realty, LLC

By:


Susan Sturman Jennings
Senior Vice President
Authorized Person

130919000

313

CERTIFICATE OF LIMITED PARTNERSHIP
OF
2030 EAST HAINES STREET, L.P.

Under Section 121-201 of the Revised Limited Partnership Act

FILED

2013 SEP 19 AM 10:47

RECEIVED

2013 SEP 19 AM 10:16

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED

SEP 19 2013

TAX \$ _____

BY: _____

Filed by:

Conifer Realty, LLC
183 East Main Street, Suite 600
Rochester, New York 14604

309

**2030 EAST HAINES STREET, L. P.
AGREEMENT OF LIMITED PARTNERHIP**

This Agreement of Limited Partnership is entered into as of the 19th day of September, 2013, by and among Conifer Realty, LLC, a New York limited liability company, as a general partner and Conifer Management, LLC a New York limited liability company, as a limited partner.

In consideration of the mutual covenants set forth below, the Partners agree as follows:

Section 1. Name. The name of the Partnership is 2030 EAST HAINES STREET, L. P.

Section 2. Purpose. The purpose of the Partnership is to engage in any lawful act or activity for which limited partnerships may be organized under the New York Revised Limited Partnership Act contained in Article 8-A of the New York Partnership Law (the "Act"), including, but not limited to, the acquisition, financing, holding, management and disposition of real property.

Section 3. Principal Office. The principal office of the Partnership shall be located at 183 East Main Street, Suite 600, Rochester, Monroe County, New York 14604.

Section 4. Term. The Partnership shall commence upon the filing of the Partnership's Certificate of Limited Partnership with the Department of State of the State of New York pursuant to the Act, and shall continue through December 31, 2099.

Section 5. Partners. The General Partner of the Partnership (the "General Partner") is Conifer Realty, LLC, a New York limited liability company, whose principal office is located at 183 East Main Street, Suite 600, Rochester, Monroe County, New York 14604. The limited partner of the Partnership (the "Limited Partner") is Conifer Management, LLC, a New York limited liability company, whose principal office is located at 183 East Main Street, Suite 600, Rochester, Monroe County, New York 14604. The General Partner and Limited Partner contemplate syndicating the partnership and selling all of the Limited Partnership interests in the Partnership to an investor in exchange for tax credit equity.

Section 6. Contributions. The General Partner has no obligation to make any contribution to the capital of the Partnership. The Limited Partner shall contribute \$10 to the capital of the Partnership, payable in cash upon the execution of this Agreement. The Limited Partner shall have no obligation to contribute any capital to the Partnership except as provided by this Section 6.

Section 7. Profits and Losses. The partners shall each receive the percentage of the profits and losses of the Partnership set forth below:

Partner	Percentage
Conifer Realty, LLC. as a general partner	5%
Conifer Management, LLC as a limited partner	95.00%

Section 8. Management. The General Partner shall have complete discretion in the management and control of the business of the Partnership and are hereby authorized to take any and all actions on behalf

of the Partnership which it could take if the Partnership were a General Partnership of which the General Partners are a partner. The General Partner shall be reimbursed for all expenses they incur relating to the organization and any reorganization of the Partnership, and the management and operation of the Partnership. The Partnership shall indemnify, save harmless and pay all judgments and claims against the General Partner arising as a result of its position as General Partner or arising from any liability, loss or damage incurred by the General Partner by reason of any act performed or omitted to be performed by them when acting in connection with the business of the Partnership as contemplated by this Partnership Agreement, including costs and attorneys' fees and any amounts expended in the settlement of any claims or liability, loss or damage provided, however, that, if such liability, loss or claim arises out of any action or inaction of the General Partner, the General Partner must have determined in good faith that such course of conduct was in the best interests of the Partnership and did not constitute fraud, bad faith or gross negligence.

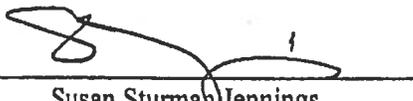
Section 9. Meetings. Any action required or permitted to be taken at a meeting pursuant to the Act may be taken without a meeting if a written consent setting forth the action so taken is signed by the Limited Partner and the General Partner. Such consent may be in one instrument or in several instruments, and shall have the same force and effect as a meeting held on the effective date of such consent.

Section 10. Amendment. This Agreement may be amended only by a writing executed by the General Partner and the Limited Partner.

IN WITNESS WHEREOF, this Agreement is hereby executed as of the date first above written.

GENERAL PARTNER:

Conifer Realty, LLC

By: 
Susan Sturman Jennings
Senior Vice President

LIMITED PARTNER:

Conifer Management, LLC

By: Conifer Realty, LLC

By: 
Susan Sturman Jennings
Senior Vice President

 **IRS** DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 09-24-2013

Employer Identification Number:
46-3724872

Form: SS-4

Number of this notice: CP 575 B

2030 EAST HAINES STREET LP
% CONIFER REALTY LLC GEN PTR
183 E MAIN ST STE 600
ROCHESTER, NY 14604

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 46-3724872. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1065

04/15/2014

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

A limited liability company (LLC) may file Form 8832, *Entity Classification Election*, and elect to be classified as an association taxable as a corporation. If the LLC is eligible to be treated as a corporation that meets certain tests and it will be electing S corporation status, it must timely file Form 2553, *Election by a Small Business Corporation*. The LLC will be treated as a corporation as of the effective date of the S corporation election and does not need to file Form 8832.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

FILING RECEIPT

ENTITY NAME : 2030 EAST HAINES STREET, L.P.

DOCUMENT TYPE : CERTIFICATE OF ASSUMED NAME OF LTD PARTNERSHIP

FILER:

FILED: 10/04/2013
CASH#: 311458
FILM#: 20131004037

SUSNA STURMAN JENNINGS
183 EAST MAIN STREET
STE 600
ROCHESTER NY 14604

PRINCIPAL LOCATION

183 EAST MAIN STREET
SUITE 600
ROCHESTER
NY 14604

COMMENT:

ASSUMED NAME

GOLDEN AGE LIVING ACCOMMODATIONS



SERVICE COMPANY : +++ NO SERVICE COMPANY +++

CODE:
BOX :

FEEs 60.00

FILING : 25.00
COUNTY : .00
COPIES : 10.00
MISC : .00
HANDLE : 25.00

PAYMENTS: 60.00

CASH :
CHECK :
C CARD : 60.00

REFUND :

Certificate of Assumed Name
Pursuant to General Business Law §130

1. REAL NAME OF ENTITY: 2030 East Haines Street, L.P.

1a. FICTITIOUS NAME, IF ANY, OF FOREIGN ENTITY (Not Assumed Name):

2. FORMED OR AUTHORIZED UNDER THE FOLLOWING NEW YORK LAW (Check one):

- Business Corporation Law Limited Liability Company Law Religious Corporations Law
 Education Law Not-for-Profit Corporation Law Revised Limited Partnership Act
 Other (specify law):

3. ASSUMED NAME: Golden Age Living Accommodations

4. PRINCIPAL PLACE OF BUSINESS IN NEW YORK STATE (MUST INCLUDE NUMBER AND STREET). IF NONE, CHECK THIS BOX AND PROVIDE OUT-OF-STATE ADDRESS:

183 East Main Street, Suite 600
Rochester, New York 14604

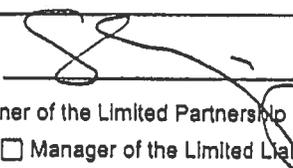
5. COUNTY(IES) IN WHICH ENTITY DOES OR INTENDS TO DO BUSINESS: ALL COUNTIES (or check applicable county(ies) below)

- | | | | | | | | | | | |
|--------------------------------------|-------------------------------------|-----------------------------------|------------------------------------|--|-----------------------------------|-------------------------------------|---------------------------------------|-----------------------------------|--------------------------------------|----------------------------------|
| <input type="checkbox"/> Albany | <input type="checkbox"/> Chautauqua | <input type="checkbox"/> Delaware | <input type="checkbox"/> Genesee | <input type="checkbox"/> Lewis | <input type="checkbox"/> New York | <input type="checkbox"/> Orleans | <input type="checkbox"/> Richmond | <input type="checkbox"/> Schuyler | <input type="checkbox"/> Tompkins | <input type="checkbox"/> Wyoming |
| <input type="checkbox"/> Allegany | <input type="checkbox"/> Chemung | <input type="checkbox"/> Dutchess | <input type="checkbox"/> Greene | <input type="checkbox"/> Livingston | <input type="checkbox"/> Niagara | <input type="checkbox"/> Oswego | <input type="checkbox"/> Rockland | <input type="checkbox"/> Seneca | <input type="checkbox"/> Ulster | <input type="checkbox"/> Yates |
| <input type="checkbox"/> Bronx | <input type="checkbox"/> Chenango | <input type="checkbox"/> Erie | <input type="checkbox"/> Hamilton | <input type="checkbox"/> Madison | <input type="checkbox"/> Oneida | <input type="checkbox"/> Otsego | <input type="checkbox"/> St. Lawrence | <input type="checkbox"/> Steuben | <input type="checkbox"/> Warren | |
| <input type="checkbox"/> Broome | <input type="checkbox"/> Clinton | <input type="checkbox"/> Essex | <input type="checkbox"/> Herkimer | <input checked="" type="checkbox"/> Monroe | <input type="checkbox"/> Onondaga | <input type="checkbox"/> Putnam | <input type="checkbox"/> Saratoga | <input type="checkbox"/> Suffolk | <input type="checkbox"/> Washington | |
| <input type="checkbox"/> Cattaraugus | <input type="checkbox"/> Columbia | <input type="checkbox"/> Franklin | <input type="checkbox"/> Jefferson | <input type="checkbox"/> Montgomery | <input type="checkbox"/> Ontario | <input type="checkbox"/> Queens | <input type="checkbox"/> Schenectady | <input type="checkbox"/> Sullivan | <input type="checkbox"/> Wayne | |
| <input type="checkbox"/> Cayuga | <input type="checkbox"/> Cortland | <input type="checkbox"/> Fulton | <input type="checkbox"/> Kings | <input type="checkbox"/> Nassau | <input type="checkbox"/> Orange | <input type="checkbox"/> Rensselaer | <input type="checkbox"/> Schoharie | <input type="checkbox"/> Tioga | <input type="checkbox"/> Westchester | |

6. ADDRESS OF EACH LOCATION, INCLUDING NUMBER AND STREET, IF ANY, OF EACH PLACE WHERE THE ENTITY CARRIES ON, CONDUCTS OR TRANSACTS BUSINESS IN NEW YORK STATE. Use page 2 if needed. The address(es) must be a number and street, city state and zip code. The address(es) reflected in paragraph 6 must be within the county(ies) indicated in paragraph 5. If none, check the box: No New York State Business Location

183 East Main Street, Suite 600
Rochester, New York 14604

Name of Signer: Susan Sturman Jennings

Signature: 

Capacity of Signer (Check one): Officer of the Corporation General Partner of the Limited Partnership
 Member of the Limited Liability Company Manager of the Limited Liability Company
 Authorized Person

Filer: Name: Susan Sturman Jennings

Mailing Address: 183 East Main Street, Suite 600

City, State and Zip Code: Rochester, New York 14604

NOTE: This form was prepared by the New York State Department of State. You are not required to use this form. All documents should be prepared under the guidance of an attorney. The certificate must be submitted with a \$25 fee. For corporations, the Department of State also collects the following, additional, county clerk fees for each county in which a corporation does or intends to do business as indicated in paragraph 5: \$100 for each county within New York City (Bronx, Kings, New York, Queens and Richmond) and \$25 for each county outside New York City. All checks over \$500 must be certified.

(For office use only)

Page 2 (if needed)

6. ADDRESS OF EACH LOCATION, INCLUDING NUMBER AND STREET, IF ANY, OF EACH PLACE WHERE THE ENTITY CARRIES ON OR CONDUCTS OR TRANSACTS BUSINESS IN NEW YORK STATE: (Continued)

