

**23-041A**

March 3, 2011

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**Re: New Nets Arena**  
**Barclays Center and Transit Connection**  
**Brooklyn, New York**

Dear Ms. Chiarelli, Mr. Lawlor, and Ms. Hankin:

Enclosed is our Site Observation Report 10 for the referenced project, based on our visit of January 31, 2011. James G. Cockinos, AIA, Senior Associate, performed the observation and prepared the report.

Please refer to **Section II - "Executive Summary"** for a brief overview of the project.

**M<sub>&</sub>H**

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If you have any questions regarding this report, please call.

Very truly yours,

**MERRITT & HARRIS, INC.**



James G. Cockinos, AIA  
Senior Associate  
Group Leader Construction Monitoring

JGC:eb  
Enclosure

cc: Forest City Ratner Companies

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**NEW NETS ARENA  
BARCLAYS CENTER AND TRANSIT CONNECTION  
BROOKLYN, NEW YORK**

**SITE OBSERVATION REPORT 10**

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**SECTION I - IDENTIFICATION**

**Project Name  
and Location:**

New Nets Arena  
Barclays Center and Transit Connection  
Brooklyn, New York

**Improvements:**

The construction of a new 8-level, approximately 670,000 sq. ft., 18,103-seat capacity enclosed state-of-the-art sports arena for the National Basketball Association's professional basketball team, the New Jersey Nets, with 105 suites overall. An underground transit connection from the existing subway station to the Arena plaza, and site work (landscaping, trees, sidewalks, bollards, etc.) in front of and surrounding the Arena, in addition to the 4<sup>th</sup> Avenue reconfiguration are also to be constructed.

**Prepared For:**

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<b>Construction Site Telephone:</b>	718.789.1100
<b>Observation and Report By:</b>	James G. Cockinos, AIA, <i>Senior Associate</i>

**Present During  
Site Observation:**

Forest City Ratner Companies

James Lester  
Greg Lowe  
Linda Chiarelli  
Eileen Weingarten  
Kate Bicknell  
Thomas Bonacuso  
Delia Schwartz

Hunt Construction

Jon Anthony  
Scott Hamburg  
Mark Gladden

Turner Construction

Chuck Baldwin

**Date of Site  
Observation:**

January 31, 2011

**Date of Previous  
Site Observation:**

December 21, 2010

**Date of Draft  
Review:**

February 22, 2011

**Date of Next  
Site Observation:**

February 24, 2011

## **SECTION II - EXECUTIVE SUMMARY**

This section is intended to be a brief overview of the project, based on our current site visit. Please read the report in its entirety for a complete understanding of our comments and opinions as presented herein.

### **Conformance to Plans and Specifications and Workmanship**

#### **Arena**

Construction Documents (Drawing Volumes 1 - 6, Specification Volumes 1 - 3) marked "Not for Construction," dated July 31, 2009, were provided for our review; 60% CD drawings, dated to include the Arena façade have been made available. The CD drawings for pricing, dated August 13, 2010, have been made available as of August 18, 2010. The latest drawings submitted were the 100% Construction Documents, dated October 15, 2010.

Revisions and additions in the Arena to support enhancements in program, services, MEP infrastructure and interior finishes along with comments received by the Design Architect, the Developer, and the NBA are to be incorporated into the Construction Documents and an updated set was submitted on December 22, 2010, but the final drawings incorporating all changes are expected mid-to-end of February 2011.

#### **Transit Connection**

Mass Transit Improvement documents (plans and specifications Volumes 1 - 5) labeled "90% Submission," dated August 28, 2009, were provided for our review. The updated Construction Documents marked "100% - Final Modifications," dated April 8, 2010, with Addenda 1 - 7 have been submitted.

The work is proceeding in general accordance with the plans, specifications, and other pertinent documents that we have reviewed to date.

The overall quality of workmanship is good.



## **Summary of Hunt GMP Costs**

### **Arena**

The following summary is based upon the General Contractor's Application and Certificate for Payment 13, covering the period through January 31, 2011:

Current Contract Value (Design/Build with GMP)		\$473,355,301
Total Work Completed and Stored to Date	16.0%	\$ 75,559,330
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 8,278,600*

\* Current Payment Due includes Hard Costs (\$6,621,508), GC/CM Fee (\$1,320,721), and associated A/E Soft Costs (\$336,371)

In our opinion, the remaining Contract Value funds of \$397,795,971 (net of retainage), together with the remaining Developer's Arena Design/Scope Contingency, are sufficient to complete the work as it is currently defined.

### **Environmental**

The following summary is based upon the General Contractor's Application and Certificate for Payment 13, covering the period through January 31, 2011:

Current Contract Value (Lump Sum)		\$8,187,457
Total Work Completed and Stored to Date	95.1%	\$7,788,894
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 691,541

In our opinion, the remaining Contract Value funds of \$398,563 and the Developer's Design/Scope Contingency are sufficient to complete the work as it is currently defined.

The Guaranteed Maximum Price (GMP) was based on the "Scope Set" drawings, dated July 31, 2009.

### **Transit Connection**

The following summary is based upon the General Contractor's Application and Certificate for Payment 6, covering the period through January 31, 2011:

Current Contract Value (Lump Sum)		\$52,594,602
Total Work Completed and Stored to Date	27.5%	\$14,478,215
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 2,115,175

In our opinion, the remaining Contract Value funds of \$38,116,387 and the Developer's Design/Scope Contingency are sufficient to complete the work as it is currently defined.

**Summary of Total Project Hard Costs:**

<u>Description</u>	<u>Current Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>
Arena	\$503,956,625	\$80,281,882	\$8,750,044 *	\$89,031,926	17.7	\$414,924,699
Transit Connection	66,507,554	14,299,197	2,413,159	16,712,356	25.1	49,795,198
Arena Site Work	20,143,349	399,021	28,161	427,182	2.1	19,716,167
Arena Mitigation	<u>2,685,886</u>	<u>80,690</u>	<u>44,561</u>	<u>125,251</u>	4.7	<u>2,560,635</u>
<b>Totals</b>	<b>\$593,293,414</b>	<b>\$95,060,790</b>	<b>\$11,235,925</b>	<b>\$106,296,715</b>	17.9	<b>\$486,996,699</b>

The \$11,235,925 being requested for these line items under the Requisition, covering January 2011, was reviewed by our office and found to be reasonable.

\* Current Request is part of the Hunt Construction Design-Build contract and includes the trades, GC/CM Fee Costs, and miscellaneous other Hard Costs.

**Summary of Total Project Soft Costs**

The following summary is based upon the Developer's Application and Certificate for Payment 10, covering the period through January 31, 2011:

Current Revised Budget	\$186,843,254
Total Amount Incurred to Date	84.8% \$158,432,535
Current Payment Due and Recommended by Merritt & Harris, Inc.	\$ 2,153,346

The overall Soft Cost budget includes the following Soft Cost related items:

<u>Description</u>	<u>Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>
Arena	\$177,551,264	\$151,297,367	\$2,041,694	\$153,339,061	86.4	\$24,212,203
Transit Connection	5,461,197	3,817,443	108,866	3,926,309	71.9	1,534,888
Arena Site Work	3,784,332	3,288,275	2,785	3,291,060	87.0	493,272
Arena Mitigation	<u>46,461</u>	<u>29,451</u>	<u>0</u>	<u>29,451</u>	63.4	<u>17,010</u>
<b>Totals</b>	<b>\$186,843,254</b>	<b>\$158,432,536</b>	<b>\$2,153,345</b>	<b>\$160,585,881</b>	<b>85.9</b>	<b>\$26,257,373</b>

The \$2,153,345, being requested for these line items under the Developer's Requisition, covering January 2011, was reviewed by our office and found to be reasonable.

In our opinion, the remaining budget funds of \$26,257,373, which include the remaining Development Contingency, are sufficient to complete the work as it is currently defined.

Additional costs not included within the Hard or Soft Cost Requisition include the following:

<u>Description</u>	<u>Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>
Accounts Payable (AP)	\$ 4,950,367 <sup>(1)</sup>	\$ 4,584,222	\$100,394	\$ 4,684,606	92.6	\$265,761
Financing	<u>29,715,483<sup>(2)</sup></u>	<u>29,713,221</u>	<u>0</u>	<u>29,713,221</u>	99.9	<u>2,262</u>
<b>Totals</b>	<b>\$34,665,850</b>	<b>\$34,297,443</b>	<b>\$100,384</b>	<b>\$34,577,827</b>	<b>98.9</b>	<b>\$268,023</b>

(1) Costs incurred prior to closing

(2) Costs of financing

### Summaries of Recommended Payment Due

<u>Description</u>	<u>Amount</u>
Hard Costs - Arena	\$ 8,750,044
Hard Costs - Transit Connection	2,413,159
Hard Cost - Site Work	28,161
Hard Costs - Mitigation	44,561
Soft Costs	2,153,346
Accounts Payable (AP)	100,384
Financing	<u>0</u>
<b>Total</b>	<b>\$13,489,655</b>

### Scheduled Completion

The original High Level Arena Summary Construction Schedule, dated July 16, 2010, has been provided for our review. The current schedule, prepared by Hunt, indicates that substantial completion is anticipated to be by August 12, 2012. The Developer is currently reviewing that schedule and is working with Hunt to resolve current schedule disputes. A resolution is expected over the next few months.

An early substantial completion date of June 1, 2012, has been established with the following criteria to be met:

- a. Owner may use and occupy the Arena
- b. Only punch list items remain
- c. The Architect of Record has issued a Certificate of Substantial Completion
- d. A TCO has been issued

Punch list work and Subcontractor close-outs may extend the construction term to a final completion date of February 28, 2013.

Based on our computerized progress chart which compares the cash flow amount to the projected construction progress, the project is currently slightly ahead of schedule.

## **Open Issues/Comments**

No new issues have been discussed this period.

## SECTION III - PROJECT SCOPE

The following description is distilled from our Project Review Report, dated November 30, 2009, and is a snapshot of the project scope at that time. A more detailed description of the project scope is contained in our Project Review Report.

The Atlantic Yard Project will consist of the redevelopment of 6 full and 2 partial City Tax blocks including the Metropolitan Transportation Authority (MTA) bus yard and the Long Island Rail Road (LIRR) Vanderbilt rail yard in the Prospect Heights section of Brooklyn, New York.

The site for the proposed arena project is located at the intersection of Flatbush and Atlantic Avenues.

The proposed project will entail the construction of a new 8-level, approximately 670,000 sq. ft., 18,103-seat capacity enclosed state-of-the-art sports arena for the National Basketball Association's professional basketball team, the *Nets*, with 105 suites overall. The arena will also be used for hockey, concert events, and other theatrical presentations.

The arena will consist of 8 levels (Event, Mezzanine, Main Concourse, Lower Suite, Upper Suite, Upper Concourse, Mechanical Mezzanine, and Catwalk Levels) surrounding 2 structured octagonal-shaped seating bowls (lower and upper).

TV truck parking, loading dock facilities, and trash docks will be located on the east and southeast, as well as a central security command center, a truck turntable, and 2 truck elevators at the southeast corner of the level. A flight of stairs on this corner of the level leads up to a small mezzanine which will contain the electrical switchgear room and several electrical compartments. Press work and dining facilities will be located on the northeast corner.

The foundations will be individual, reinforced concrete, spread column footings, grade beams, continuous strip wall footings, foundation walls, elevator pits, pool pits, turntable pit, and truck elevator pit.

Typical floors will consist of concrete fill, reinforced with #4 or #6 bars at 12" on center, bottom and top bars parallel to the span and #4 or #6 bars at 12" on center top perpendicular to the span, on 3"-deep, 18- or 20-gauge composite steel floor deck. The slabs will have a total thicknesses of 5½", 7½", or 12". They will be supported on rolled-shape structural steel floor beams, girders, and columns. Beams and girders will be provided with welded, headed, shear studs for composite action. Rolled-shape structural steel columns will support the girders and transfer gravity (vertical) loads to the foundation. The girders, columns, and bracing members comprise the braced bents.

A central heating plant will consist of 2 natural gas-fired 400 BHP water tube boilers (Unilux as standard). The heating hot water will be distributed using these 680-gpm circulating pumps (1 is a standby) to serve the arena. The hot water supply and return piping will run horizontally to the service corridor in the Event Level. This main will split into 2 supply and return branch main pipes. One set will serve Quadrants A and D, and the other set will serve Quadrants B and C, to feed AHUs in the respective quadrants.

Three 1,000-ton cooling towers (BAC as standard), totaling 3,000 tons, will be installed on the practice court roof. The cooling towers are sized to include a capacity of 300 tons for the Ice Floor Refrigeration Plant. The central condenser water system will provide sand filter filtration and chemical treatment systems.

A waterside economizer system will be installed that consists of a Plate and Frame Heat Exchanger and pumps. Indirect water circulation of the chilled water and condenser water will provide 1,200 tons of cooling capacity when ambient temperatures are appropriate to affect economizer cooling.

Three 900-ton centrifugal chillers (York as standard) for a total of 2,700 tons of cooling will be installed.

The Arena Bowl and Suites will be heated and cooled by 4 VAV draw-through AHUs and VAV boxes, to be supplied with chilled water and heating hot water by a central chilled water and heating hot water plant. Other areas will be provided with DX AC units, HVAC units, fan coil units, cabinet unit heaters, unit heaters, and H & V units exhaust, return, and pressurization fans are installed. The units will be installed in the Upper Mezzanine Mechanical Equipment Room. Each unit will deliver 90,000 CFM of conditioned air that will be distributed utilizing a main loop duct installed adjacent to the catwalk, and with drum louvers mounted on vertical plenum ducts.

Five combined storm and sanitary house sewers will exit the project to connect into the city combined sewer system (four 15" and one 10" combined sewers).

Roof drains will collect the storm water, conducted down in 4 leaders to drain into 3 below-ground storm retention tanks (by others). Tank overflow lines will be piped to the sewer system. A duplex storm water discharge pump will be installed in Quadrant A retention tank and a triplex pump set will be installed in the B/A retention tank that will discharge overflow storm water to the combined sewer system.

The sanitary system will include toilet facilities, saunas, hydrotherapy rooms, kitchens, concessions, prep areas, truck docks, and floor drains in mechanical spaces, laundry areas, locker rooms, bathrooms, and other areas. A duplex ejector pump set will be installed in the mechanical room pit, located under hydro and whirlpool rooms. Waste from the kitchens and food concessions will drain into grease interceptors, and then into the building sanitary system. Sanitary waste from the building will be gathered at the Event Level and will leave the building at 5 locations to connect into the street combined sewers.

A 6" water service from Flatbush Avenue will enter into Quadrant E, equipped with a water meter and double check valve backflow preventer assembly. It will supply water to a 5,000-gal. steel suction tank. Domestic water to the project will be pressure boosted by a quadruplex pump set.

An existing electric utility vault exists at the property line that is available for possible future utility transformers is installed by the utility company. Electric service will be provided by 265/460-volt, 3-phase, 4-wire secondary power to the arena. Four metered main service switchboards, each rated at 4,000-amperes will serve the project.

The Arena Event Sports lighting will be served from 2 dedicated risers. The power will be distributed to 4 locations on the catwalk to 1,000-watt clear metal halide sports lighting fixtures mounted on the catwalk handrails and capable of achieving temporary "blackout" by means of a shutter system without extinguishing the lamp. Emergency power will be provided in addition to the normal Event Lighting Power to supply 20% of the arena lighting fixtures and 50% of aisle light fixtures for emergency egress lighting. Arena aisle lighting will be theatrical 575-watt incandescent fixtures, with rotating shutter assembly, mounted on the catwalk handrails.

Automatic sprinklers will provide protection in all areas of the building with the exception of the seating bowl. The main building will be separated into 4 sprinkler zones on each floor level. Each automatic sprinkler zone control station will include a zone isolation valve with tamper switch, check valve, flow control switch, pressure gauge, and test and drain assembly.

There will be a combination fire standpipe/sprinkler standpipes for the 4 zones fed from a 6" fire protection loop at Event Level 1.

A 90 psi, 1,000-gpm, electric-powered fire pump and an electric jockey pump will supply a 6" fire protection water loop routed around the ceiling of Event Level 1 to supply water to combination standpipes in each of the 4 stair towers of the building.

A diesel generator supplies emergency power to the life safety circuits will include: fire alarm system, smoke exhaust and supply fans, elevators, 1 elevator in each bank at a time, fire and jockey pumps; arena air handling units, emergency and exit lights, stair pressurization fans and boilers.

The energy management system for the Arena will be a microprocessor-based, direct digital control (DDC), building management system. It will monitor, control, and optimize the operation of the HVAC system. The system is the main system for the arena Block complex and will control and monitor distributed subpanels located in each of the 4 towers and central plant. The system head end will be located in the Engineer's office in the arena.

## **Transit Connection**

The work will consist of the construction of the MTA's new Transit Hub Entry, a new below-grade Control Area with back-of-house support facilities, and new connections to both existing IRT (2, 3, 4, 5) and BMT lines (B, Q), as well as renovation of existing platforms, new and/or refurbishment of support facilities and stairs along the affected platforms. Work will also include relocation and restructuring of existing subway vents.

## SECTION IV - CONSTRUCTION STATUS

Work was active at the time of our site observation and appeared to be proceeding in a good and workmanlike manner, in general accordance with the plans, specifications, and all pertinent documents reviewed to date.

Items previously reported as generally completed have been removed from this section. The following progress in construction was observed this period:

### General Conditions

The General Contractor has mobilized its offices on Pacific Street between Carlton and Vanderbilt. Protective plywood and chain-link fencing, gates, barricades, concrete barriers, and traffic signage are in place. Mobile cranes, tie-back, and pile driving equipment are on site.

The soil erosion control and stabilization of the construction entrance are in place.

### Excavation

Bulk excavation is well advanced at the southeast corner of 6<sup>th</sup> Avenue Bridge and Pacific Street continuing along Flatbush Avenue, extending to the southwest area of the site and has begun in Area "C," (including the Con Edison transformer vault). Steel H-sections have been driven with plywood shoring at the east wall of the site. The tie-back operation is substantially complete along the sheeting and shoring wall at the east portion of the site and extending along the Atlantic Avenue retaining wall, and continuing along the south perimeter wall (Dean Street). The remaining pile driving continues to prepare for the support of excavation work along 6<sup>th</sup> Avenue. The support of excavation which includes walers and H-section cross bracing abutting the existing MTA subway and LIRR tracks is installed at the west end of the Dean Avenue perimeter wall.

Excavation of the area for the Con Edison electrical vaults are completed at the south wall (Dean Street).

A temporary earth ramp has been formed off the existing retaining wall for construction access.

The removal and transport of the contaminated soils is substantially completed.

### Concrete

Interior footing formwork with rebar placement is underway within Column Lines C, D, E, and F, with the "truss-support" footings at Lines 1 and 44 in progress. Concrete pours of the perimeter footings are complete at Atlantic Avenue and are proceeding along the southeast wall of the Flatbush Avenue elevation, Column Line 34 - 36.

Anchor bolts and steel embeds/clips are incorporated within the formwork and concrete pours.

Formwork and reinforcing are continuing to be set in place for the foundation walls along Flatbush Avenue, with concrete poured along the Atlantic Avenue walls and extending east on Flatbush Avenue at Column Line 36.



Underpinning was installed at the Flatbush Avenue wall abutting the MTA street wall structure.

The concrete pours for the west retention tank are complete with waterproofing and backfilling underway.

## Structural Steel

Structural steel framing and metal decking is underway at the concourse level lower and upper bowls and the suite levels, extending from the northeast corner running west along Atlantic Avenue.

## Façade

System engineering and design, shop drawings, and calculations are continuing by the Subcontractor. Coordination and detailing are ongoing between all Professionals of Record with the Subcontractor (ASI). A performance mock-up was constructed and the testing was observed by FCRC personnel at the manufacturer's plant, with the results forthcoming.

## Plumbing

The equalizer piping line between the east and west storm retention tanks has been installed.

## Electrical

Temporary power is currently servicing the site.

Underground electrical conduit rough-in is underway for the duct banks.

## Transit Connection

Piles have been driven within the excavated areas.

The test pile has been completed with the results having been deemed successful and approved by the Engineer of Record.

Excavation of the proposed connection is substantially complete with cross-bracing round columns along with sheeting installed against the street wall.

Demolition within the BMT line is substantially complete while the demolition at the IRT line is begun.

Underpinning of the southbound IRT line is underway with the shoring just begun.

Waterproofing of the slab area is underway.

Painting and tile work at the IRT southbound scrubber room is underway.

Track and drainage piping installation is underway.

Electrical rough-in work within the existing IRT station is underway.

## **SUSTAINABILITY (Update)**

### General - LEED Summary

We have received an updated LEED scorecard of credits being sought that was dated January 14, 2011 (note that the previous scorecard reviewed was as of June 28, 2010). As previously reported, all of the prerequisites are considered to be attainable. Progress is noted in most areas.

The arena is pursuing a LEED certification as its guide map to sustainability. Subsequent to our previous review, the project has added 1 additional point that was previously being reviewed to its "likely attainable list" and determined that another point being reviewed would not be sought. Thus, the revised scorecard now includes 34 points that it considers to be likely achievable and 6 other points as possible. Of the possible points, 1 is pending a design decision and the other 5 are pending bidding/construction performance. A Silver rating would require 33 - 38 points, based on LEED NC v2.2, which the project was filed under. It is noted that a gold rating would require between 39 and 51 points, and this is possible if the 34 points being sought are attained and 5 of the 6 potential points are also achieved.

Within the Sustainable Sites (SS) category where 9 points are being sought and 1 is pending performance 1 item has been documented and 8 additional items are in progress including the 1 pending performance which relates to the use of alternate fuel or hybrid shuttle busses being used. It is thought that if this point is applicable it may relate to future off-site parking. The only point not indicated to be in progress relates to typical light gray sidewalks satisfying the requirement for non-roof heat island effect reduction, but the actual construction of the sidewalks is not imminent. Certain credits are inherent in the projects design and location and exemplary performance is anticipated for SS4.1 (alternative transportation - public transportation access).

The 4 Water Efficiency (WE) credits are all in progress, and the water use reduction of 32% for the public area restrooms.

In the Energy and Atmosphere (EA) category, the energy model prepared by Flack & Kurtz shows a 17% reduction in power compared to ASHRAE 90.1 (2004) standards, and a commissioning agent is on board. One additional point relating to additional BMS points required for measurement and verification has been added to the 4 previously being sought. This credit had been pending design review but the requirements for this to be achieved have been included in the specifications. An additional point relating to the purchase of green power is being held off pending the need to obtain this point as it represents a direct cost and is not related to work being put in place.

No changes were noted for the 5 credits in the Materials and Resources (MR) section, but progress was noted with respect to recycling prerequisite. There are 2 additional pending credits relating to products purchased locally and also the use of (FSC) certified wood that are still being considered.

Changes were noted in the Indoor Environmental Quality (EQ) section, but the previous 6 credits being sought and the prerequisites are generally in progress. Previously, there were 3 other credits pending design or performance review. The point related to outdoor air delivery monitoring has been dropped since there are many densely occupied zones that would have needed monitoring, and a credit related to low emitting materials (composite wood and agrifiber products) was moved from the pending performance to the pending design review category since 100% of the relative specified products would need to comply. The other remaining credit carried as pending performance relates to flushing out the space or doing extensive testing after construction but prior to occupancy. The cost of this credit was identified as being \$80,000, and a decision will be made in the future whether this credit is needed to achieve the rating level desired (potentially silver or gold).

For the Innovation in Design (ID) section, 5 credits are still included and are in progress. Exemplary performance credits for access to public transportation, for demonstrating the reduction in personal automobile use by using an online payment system, for reusing storm water for the cooling tower make up and for having a green cleaning program are included. Finally a point is provided for having a LEED accredited professional involved in the project.

## **SECTION V - DOCUMENTS, TESTS, CERTIFICATIONS, AND PERMITS**

Our office has reviewed all of the following documents and found them to be satisfactorily complete, in order, and in general conformance with the contract requirements.

*Please note that Merritt & Harris does not perform consulting relating to asbestos or hazardous materials, claims no expertise in these areas, and can assume no liability for the work opinions, or reports of any independent consulting firms engaged to do so.*

### **Documents**

Our office has reviewed the plans and specifications labeled "Scope Set," dated September 31, 2009, and is presently reviewing the 100% CO Prelim - Advance Procurement Drawings, dated August 13, 2010.

The Mass Transit Improvement documents (Plans and Specifications, Volumes 1 - 5) labeled 90% submission, dated August 28, 2009, were provided for our review.

The following documents were made available this period:

1. General Contractor's Application and Certificate for Payment 13 (Arena), for the period ending January 31, 2011
2. General Contractor's Application and Certificate for Payment 13 (Environmental), for the period ending January 31, 2011
3. General Contractor's Application and Certificate for Payment 6 (Transit Connection), for the period ending January 31, 2011
4. Developer's Requisition Summary 10 for January 2011
5. General Contractor's Monthly Report for January 2011

## Tests

The following test reports were reviewed to date:

1. AEL - Atlantic Engineering Laboratories of New York, Inc. Reports:
  - a. Concrete Compressive Strength Report, dated June 16 - October 29, 2010
  - b. Soil Compaction Test Reports, dated June 21 - September 24, 2010
  - c. Daily Field Reports, dated June 16 - August 12, 2010
  - d. Concrete Plant Inspection Daily Reports, dated June 16 - September 23, 2010
  - e. Structural Steel Field Inspection Reports, dated July 23 - September 13, 2010
  - f. Wall Embed Installation Report, dated August 4 - September 22, 2010
  - g. Soils Reports, dated July 6 - August 28, 2010
  - h. Sieve & Proctor Reports, dated July 13, 2010
  - i. Pull test Reports (Epoxy Rebars), dated July 8, 2010
  - j. Shoring of Excavation Reports, dated July 23 - August 12, 2010
  - k. Structural Steel Shop Inspection Reports, dated July 1 - October 1, 2010
2. Langan Engineering & Environmental Services:
  - a. Geotechnical Site Inspection Reports, dated October 4 - October 8, 2010

We have reviewed all test reports that were made available to us. Since some reports may be missing from the on-site files, our office is also relying on the Deficiency Logs and Monthly Certification from the Professionals of Record to certify that the work in place is in accordance with the construction documents.

## Certifications

The following Certifications have been submitted:

1. Architect's Certificate for Payment 13 (Arena) (AIA Document G702 - Application and Certificate for Payment), covering the period through January 31, 2011.
2. Architect's Certificate for Payment 13 (Environmental) (AIA Document G702 - Application and Certificate for Payment), covering the period through January 31, 2011.
3. Architect's Certificate for Payment 6 (Transit Connection) (AIA Document G702 - Application and Certificate for Payment), covering the period through January 31, 2011.
4. Test Pile Acceptance Letter, dated November 17, 2010 from Heller and Johnsen, Geotechnical Engineering Consultants, for the Transit Connection.

## Permits

The following major Building Permits have been received to date:

1. New York City Department of Buildings:

<u>Permit</u>	<u>Description</u>	<u>Issued</u>	<u>Expires</u>
a. 320135493-01-EQ-FN	Alt. Type 2 - Construction Equipment - Fence	09/02/10	09/01/11
b. 320140682-01-EW-OT	Alt. Type 2 - Foundation	11/22/10	09/01/11
c. 320140682-02-EW-OT	At. Type 2 - Sheet/Shor/Brac	11/22/10	09/01/11
d. 320145856-01-EQ-OT	Alt. Type 3 - Construction Equipment - Other	04/13/10	04/01/11
e. 320162266-01-EQ-FN	Alt. Type 2 - Construction Equipment - Fence	05/14/10	11/01/10*
f. 320148782-01-EW-OT	Alt. Type 2 - Sheet/Shor/Brac - Concrete Work not authorized - Concrete Placement Formwork, Steel Reinforcing not permitted	11/22/10	09/01/11
g. 320100234-01-FO	New Building	11/22/10	09/01/11
h. B328732	Electrical Work Permit Descriptions 1 and 6	06/30/10	06/30/13
i. 320100234-01-FO-EA	New Building - Earthwork Review for Zoning	11/22/10	09/01/11
j. 320100234-04-PL	New Building - Plumbing - Partial Underground Piping	07/20/10	07/20/11
k. CN595-10	CD4: Tower & Mobile Crane/Derrick/Mast Climber/Pile Driver On-Site Inspection Application/Certificate	09/29/10	09/29/11
l. 320100234-01-NB	New Building	11/22/10	09/01/11
m. 320100234-01-EQ-FN	Construction Fence	11/22/10	09/01/11

\* Permit has expired - signed-off and closed-out. No renewal is required.

2. New York City Department of Transportation:

- a. DOT Permit 04-2010281-058
- b. DOT Permits 02-2010280-079 - 114
- c. DOT Permits 02-201019486 - 103

## SECTION VI - CONTRACTS AND BONDS

### General Contracts

#### Arena

Design/Build with Guaranteed Maximum Price (GMP) Agreement between the Developer and Hunt Construction Group Inc., dated December 28, 2009, for the Arena only with attached:

- Exhibit A - GMP Documents
- Exhibit B - Subcontractor Performance and Payment Bond
- Exhibit C - Schedule of Values
- Exhibit D - Change Order Form
- Exhibit E - Final Release and Affidavit
- Exhibit F - Not Used
- Exhibit G - Lien Waiver
- Exhibit H - Owner's Insurance
- Exhibit I - Design/Builder's Insurance
- Exhibit J - Affirmative Action/Community Benefits/Economic Development Requirements
- Exhibit K - Scope of Design Phase Services
- Exhibit L - Scope of Construction Phase Services
- Exhibit M - Not Used
- Exhibit N - Supplemental Conditions - Project Sponsor Requirements
- Exhibit O - Arena Schedule
- Exhibit P - Owner's Construction Phasing Schedule
- Exhibit Q - Owner's Financing Plan
- Exhibit R - Survey
- Exhibit S - Letter of Credit
- Exhibit T - Form of Consent to Assignment
- Exhibit U - Forms of Architect Certification, amounting to \$484,594,525 has not been executed

A 50/50 savings clause subject to a cap of \$5,000,000 is included between the Developer and the Contractor.

#### Transit Connection

A Guaranteed Maximum Price (GMP) Agreement between the Developer and John Civetta & Sons, Inc., for the amount of \$50,581,000 has been received.

## Utility Work

A CM Agreement between the Developer and Turner Construction, dated April 1, 2010 on a Time & Material Basis with a not-to-exceed price of \$269,174, has been received.

## Subcontracts

According to Mr. Fisher and Mr. Hamburg, the Hunt Construction Subcontracts are now approximately 68% contracted and is within budget. No major overruns are currently being anticipated.

The following executed subcontracts have been made available to date:

<u>Subcontractor</u>	<u>Trade Description</u>	<u>General Contractor's Original Budget</u>	<u>Subcontract Amount</u>
Almar Plumbing	Plumbing	\$14,990,000	\$14,758,000
American Stair	Steel Stairs	4,601,336	2,029,695
ASI Limited	Exterior Façade	39,194,310	32,411,211
ASM	HVAC/BMS	43,350,000	43,250,000
Banker Steel	Structural Steel	50,344,722*	51,450,673
Banker Steel	Structural Precast	8,279,500	5,920,560
CCC Custom Corp.	Drywall	3,335,644	3,763,000
Cimco	Ice rink	3,400,600	3,450,600
Commodore	Structure Concrete	9,070,000	9,070,000
Commodore	Drywall	2,925,817	3,245,000
Component Assembly	Drywall	3,965,013	6,150,000
Daktronics, Inc.	Scoreboard & Display	7,000,000	12,351,839
EJ/Ermco	Technology (Low Voltage)	19,774,766	19,774,766
E-J/ERMCO	Electrical	46,511,724	46,231,954
Global Overhead Doors	O.H. Doors/Vertical Lift/Loading Dock	1,616,875	1,298,000
H-Mak	Food Service	10,825,000	9,305,000
Hydro Worx Int'l	Aquatic Therapy Pools	527,500	337,500
J.E. Thompson	Truck Elevators & Turntable	1,572,000	724,000
L.I. Fireproof	Doors, Frames, & Hardware	1,242,859	610,000
LaQuila Group	Excavation, Foundation	28,900,000	27,500,000
Master Craft	Masonry	13,853,402	10,400,000
MFM Contracting	Utility Improvements	39,536	39,536
Otis Elevators	Elevator & Escalators	6,847,250	5,500,000
Staging Concepts	Ornamental Metal	2,701,518	3,232,367
United Hoisting	Fencing	1,510,000	470,900
United Hoisting	Fencing	0	776,210
<b>Totals</b>		<b>\$326,379,372</b>	<b>\$314,050,811</b>

\* Difference between the budgeted amount and the contract amount has been reallocated from the façade allowance.

Note that the contract amounts may not, in all cases, represent the total costs of the individual line items, i.e., Internal Change Orders are not included in the subcontract amounts. Note that the preceding table does not include General Conditions and the Contractor's Fee.

## **Contractor's Contingency Reserve**

The General Contractor's Contingency Reserve balance currently stands at \$19,556,330.

## **Bonds**

Based on the Design/Build Agreement, the General Contractor will not need to be bonded while all Subcontractors must be bonded. Based on the Hunt Construction's contract, all Subcontractors will be bonded in an amount equal to its subcontract price, naming the Developer and General Contractor as co-obligees.

The following Payment and Performance Bonds have been made available to date:

### Arena

<u><b>Subcontractor</b></u>	<u><b>Trade</b></u>
LaQuila Group	Excavation, Foundations
United Hoisting	Fencing
Banker Steel	Structural Steel
ASI Limited	Exterior Façade
E-J/ERMCO	Electrical
Commodore Construction	Superstructure Concrete
MFM Contracting	Utility Improvements
Otis Elevator	Elevator

### Transit Connection

<u><b>Subcontractor</b></u>	<u><b>Trade</b></u>
Capco Steel	Structural Steel

Note that the subcontracts for "material only" shall not be required to be bonded.

All Subcontractors shall be enrolled in the OCIP Program, as their contracts are executed. A trust fund in the amount of \$7,100,000 has been established with the Bank of New York. EJ/ERMCO JV (Electrical) enrollment in the OCIP Program will be limited to the General Liability (GL) coverage only. ASM Mechanical is excluded from the OCIP and will provide traditional insurance.



## SECTION VII - CHANGE ORDERS AND PENDING CHANGE ORDERS

### Change Orders

#### Arena

Change Orders 57 - 65, totaling \$2,816,100, were provided this period and are included in the following list of executed Change Orders amounting to a credit of \$2,400,206 that have been made available to date:

<u>CO</u>	<u>Amount</u>	<u>Description</u>
1	\$ 0	Budget transfer from Division 17 (Technology) to 16 (Electrical) for low voltage scope of work.
2	(895,700)	OCIP Deduct - Banker Steel
3	0	Structural quantities matrix; credits site security credit
4	(1,770,921)	OCIP Deduct - Laquila
5	(220,000)	OCIP deduct - Almar Plumbing
6	57,316	Bus Ramp Design
7	(29,500)	Design Credit for wind and falling ice
8	2,928	Hockey Sightline Study
9	249,994	Updated Construction Fence from chain link to plywood
10	0	Fence around Lot 21 during demolition
11	0	Structural precast concrete award assigned to Banker Steel
12	506,780	Fence upgrades
13	0	Disposal of on-site contaminated excavated materials - \$7,746,950
14	(53,162)	OCIP Deduct - Otis Elevator
15	(1,066,100)	OCIP Deduct - ASI Ltd.
16*	0	Clarification Reconciliation of CCE/GMP Contract Values - (\$8,839,018) credit
17	(153,200)	OCIP Deduct - H-Mak
18	(20,916)	OCIP Deduct - American Stair
19	47,426	Construction Fence Upgrades - General Condition and CM Fee only
20	75,000	Relocate Con Edison Network Room
21	0	Reconciliation of previous OCO 1 - 20
22	0	Super Hazmat Material Trucking (Environmental Budget)
23	0	Façade Allowance to ASI for Signage - Budget Transfer
24	(435,000)	Early Payment Credit to ASI
25	(125,760)	United Hoist Phase 2 OCIP - Demo portion - \$5,240
26	(455,625)	OCIP Deduct EJ/Ermco
27	(5,000)	JE Thompson OCIP Deduct
28	(79,888)	Staging Concept OCIP Deduct
29	0	Site Security - G.C. Transfer
30	(279,000)	Commodore OCIP Deduct
31	(692,721)	Deduct Food Carts from H Mak scope
32	29,243	Design Elevator Hoistway

<u>CO</u>	<u>Amount</u>	<u>Description</u>
33	\$ 0	Hunt Laquila Haz & super Haz Disposal
34	3,120	Design Con Ed Network Rev Rm Layout
35	0	Partial September Reconciliation
36	61,795	Add Pass thru Window with Heat Lamp
37	20,099	Per DOT/BOB
38	0	Partial September Reconciliation
39	0	Budget Transfer for Laquila SCO-8
40	0	Budget Transfer Civetta from excav to COW GC
41	0	Budget Transfer from site requisition to United Fence \$3,147,367
42	0	Budget Transfer Temps site to MFM Contract \$3,147,367
43	21,005	Additional SOE for Con Ed Vault
44	23,077	Additional Engineering to Previous SOE Plans
45	16,797	OT work in prep for Owner Visit
46	0	Budget Transfer Install of 1 <sup>st</sup> Phase of Crane Pad
47	0	Budget Transfer EJ Ermco Generator enclosure
48	0	Budget transfer Laquila PPE Mobil Lot
49	0	Budget Transfer Laquila Lay Down Area Bank
50	0	Budget Transfer United Hoist Phase II Sidewalk Br.
51	0	FCRC Void Change Order
52	0	Budget Transfer COW GC Mockups
53	0	Temp Bowl Drainage
54	0	ERPLA Deduct Alternate
55	0	EB Con Ed Vault Rev and Life Safety Evaluative
56	36,529	Relocate Con Barriers and Privacy Fence
57	55,677	Concourse Floor Mock-ups
58**	0	LaQuila Haz. Material Disposal August 10, 2010
59	13,691	Concourse Flooring Mock-ups
60	0	Exterior Façade Canopy Structural Steel
61	1,369,480	Structural Steel to Support Halo & Lwr. Band
62	(15,000)	Credit for Deletion of sauna Tm Locker Room
62	1,307,330	Additional Fixed and COW G.C.s
64	0	Budget Transfer. Temp. power for Field Operations
65	0	Reclass Demo Part of United Hoist OCIP to Arena
	<b>(\$2,400,206)</b>	<b>Total</b>

\* OCO 16 amounting to a credit of \$8,839,018 addresses the costs of the precon services provided by Hunt Construction prior to start of construction and has been deducted from the current budget and total work-in-place.

\*\* Change Order 58 amounting to \$84,922 has been reallocated to the Environmental budget.

## **Transit Connection**

No new executed Change Orders were provided this period

The following list of executed Change Orders have been made available:

<u>CO</u>	<u>Amount</u>	<u>Description</u>
1	\$ 400,000	Civetta - Payment and Performance Bond
2	1,425,000	IRT column and beam Inspection
3	107,745	Debris Removal from BMT mezzanine
4	46,428	MPT work
5	19,565	Flatbush MPT - Maintenance
6	2,124	Additional BMT trash removal
7	<u>12,740</u>	Hydrant Relocation at Atlantic Avenue
	<b>\$2,013,602</b>	<b>Total</b>

The preceding Change Orders have been executed by the Developer and General Contractor and we recommend your acceptance of them. The scope of work and dollar amounts appear reasonable. The scope changes do not substantially change the quality of the project. No time extensions to the project are indicated on these Change Orders.

The monies for all Change Orders resulting in the contract value being increased will be made available from the Developer's Contingency.

## **Pending Change Orders**

The Developer's Pending Change Order (PCO) Log, dated February 22, 2011, amounts to \$482,629 for the Arena, and \$975,546 for the Transit Connection.

A Pending Change Order for Hunt Construction for additional General Conditions due to the delayed Notice to Proceed is being reviewed by the Developer.

## **Developer's Hard Cost Contingency Reserve**

The Developer's Total Hard Cost Design/Scope Contingency Reserve balance currently totals \$28,911,748.

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**SECTION VIII - REQUISITION REVIEW**
**Summary of Hunt GMP Costs****Arena**

The following summary is based upon the General Contractor's Application and Certificates for Payment 13, covering the period through January 31, 2011:

Original Contract (Design/Build with GMP)		\$484,594,525
Adjustments (Less CCE per OCO 16)		(8,839,018)
Adjustments (COs 1 - 65)		<u>(2,400,206)</u>
Revised Contract Budget		\$473,355,301
Work Previously Completed	12.6%	\$ 59,457,312
Work Completed This Period	1.3%	<u>6,066,692</u>
Total Work Completed To Date	13.9%	\$ 65,524,004
Off-Site Stored Materials (Closing Inventory)		<u>10,035,326</u>
Total Work Completed and Stored To Date	16.0%	\$ 75,559,330
Less Retainage		<u>(4,834,004)</u>
Total Completed and Stored Less Retainage		\$ 70,725,326
Less Previous Payments		<u>(62,446,726)</u>
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 8,278,600*
Balance to Complete based on Current Contract Value of \$473,355,301		\$397,795,971

\* Current Payment Due includes Hard Costs (\$6,621,507), GC/CM Fee (\$1,320,721), and associated A/E Soft Costs (\$336,371)

In our opinion, the remaining Contract Value funds of \$397,795,971 (net of retainage), together with the remaining Developer's Arena Design/Scope Contingency, are sufficient to complete the work as it is currently defined.

## **Environmental**

The following summary is based upon the General Contractor's Application and Certificates for Payment 13, covering the period through January 31, 2011:

Original Contract (Design/Build with GMP)		\$8,187,457
Work Previously Completed	86.7%	\$7,788,894
Work Completed This Period	8.4%	<u>691,541</u>
Total Work Completed To Date	95.1%	\$7,788,894
Off-Site Stored Materials (Closing Inventory)		<u>0</u>
Total Work Completed and Stored To Date	95.1%	\$7,788,894
Less Retainage		<u>(403,605)</u>
Total Completed and Stored Less Retainage		\$7,385,289
Less Previous Payments		<u>(6,693,747)</u>
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 691,542
Balance to Complete based on Current Contract Value of \$8,187,457 (Net of Retainage)		\$ 398,563

The GMP budget was based on the "Scope Set" drawings, dated July 31, 2009.

The dollar amounts of each line item were reviewed at the time of our site visit, and the amounts were found to reasonably reflect the percentage of work in place.

Please note the following:

1. The fixed General Conditions will be requisitioned at an amount established under the Payment Schedule with the Developer for the remaining months of the construction term.
2. The Cost of Work (COW) General Conditions shall be requisitioned monthly as cost incurred.
3. The Design Builder's Fee is a "Base Lump Sum" of \$18,200,000 and will be requisitioned as a percentage of work completed.
4. The Ellerbe Becket Design Fees are requisitioned as monthly costs incurred.
5. An Imprest Account amounting to \$1,000,000 has been established.

6. Retainage will be withheld at a rate of 10% for all Subcontractors, with the exception of subcontracts for materials only, until 50% of their subcontract is completed, with 0% withheld thereafter until completion. Early release of retainage for Subcontractors will be considered at the Developer's discretion.
7. This being a GMP contract, complete back-up documentation was made available for our review. No modifications were made to the requested percentages submitted at the time of our site visit.

## **Transit Connection**

The following summary is based upon the General Contractor's Application and Certificate for Payment 6, covering the period through January 31, 2011:

Original Contract (Lump Sum)		\$50,581,000
Adjustment (FC-001- 007)		<u>2,013,602</u>
Current Revised Budget		\$52,594,602
Work Previously Completed	23.1%	\$12,128,020
Work Completed This Period	3.8%	<u>1,991,485</u>
Total Work Completed To Date	26.9%	\$14,119,505
Off-Site Stored Materials		<u>358,710</u>
Total Work Completed and Stored To Date	27.5%	\$14,478,215
Less Retainage		<u>(1,409,150)</u>
Total Completed and Stored Less Retainage		\$13,069,065
Less Previous Payments		<u>(10,953,890)</u>
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 2,115,175
Balance to Completed based on Current Contract Value of \$52,594,602 (Net of Retainage)		\$38,116,387

In our opinion, the remaining Contract Value funds of \$38,116,387, and the Developer's Design/Scope Contingency, are sufficient to complete the work as it is currently defined.

The dollar amounts of each line item were reviewed at the time of our site visit, and the amounts were found to reasonably reflect the percentage of work in place.

## Off-Site Stored Materials

### Arena

The following off-site stored materials amounting to \$10,035,326 represents the current closing inventory:

<u>Trade</u>	<u>Amount</u>	<u>Subcontractor</u>
Structural Steel	\$3,500,690	Bankers Steel Co.
Metal Wall Panels	2,887,900	ASI Limited
Food Service Equipment	2,331,136	H-Mak
Mechanical - HVAC	1,300,000	ASM Mechanical
Electrical	<u>15,600</u>	EJ/ERMCO JV
<b>Total</b>	<b>\$10,035,326</b>	

Of the closing inventory amounting to \$10,035,326, the new value of off-site stored materials added this period is \$1,140,510.

### Transit Connection

Off-site stored material amounting to \$358,710 (Structural Steel) has been requisitioned this period.

Complete backup documentation was made available for these materials, including the Bills of Sale, Insurance Certificates, and Affidavits. As instructed by you, our office will not be observing the materials stored off site.

### Summary of Total Project Hard Costs

The overall Hard Cost budget includes the following hard cost-related items:

<u>Description</u>	<u>Current Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>
Arena	\$503,956,625	\$80,281,882	\$8,750,044 *	\$89,031,926	17.7	\$414,924,699
Transit Connection	66,507,554	14,299,197	2,413,159	16,712,356	25.1	49,795,198
Arena Site Work	20,143,349	399,021	28,161	427,182	2.1	19,716,167
Arena Mitigation	<u>2,685,886</u>	<u>80,690</u>	<u>44,561</u>	<u>125,251</u>	4.7	<u>2,560,635</u>
<b>Totals</b>	<b>\$593,293,414</b>	<b>\$95,060,790</b>	<b>\$11,235,925</b>	<b>\$106,296,715</b>	17.9	<b>\$486,996,699</b>

The \$11,235,925 being requested for these line items under the Requisition, covering January 2011, was reviewed by our office and found to be reasonable.

\* Current Request is part of the Hunt Construction Design-Build contract and includes the trades, GC/CM Fee Costs, and other miscellaneous Hard Costs.

## Soft Costs

	<u>Budget</u>	<u>Total Completed</u>	<u>Amount Due</u>	<u>Remaining Balance</u>	<u>% Complete</u>
Architecture and Engineering	\$100,346,749	\$95,464,657	\$1,190,585	\$4,882,092	93.9
Legal	2,828,180	967,693	0	1,860,487	34.2
Development Costs	45,000,000	37,122,780	900,000	7,877,220	80.5
Project Expenses/Marketing	29,415,305	23,064,432	62,761	6,350,873	78.2
Insurance/Commissioning	6,581,225	3,966,319	0	2,614,906	60.3
Development Contingency	<u>2,671,795</u>	<u>0</u>	<u>0</u>	<u>2,671,795</u>	<u>0</u>
<b>Totals</b>	<b>\$186,843,254</b>	<b>\$160,585,881</b>	<b>\$2,153,346</b>	<b>\$26,257,373</b>	<b>84.8</b>
Current Revised Budget					\$186,843,254
Total Amount Incurred to Date	84.8%				\$160,585,881
Current Payment Due and Recommended by Merritt & Harris, Inc.					\$ 2,153,346
Balance Amount based on Budget of \$186,843,254					\$ 26,257,373

## Soft Cost Related Items

<u>Description</u>	<u>Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>
Arena	\$177,551,264	\$151,297,367	\$2,041,694	\$153,339,061	86.4	\$24,212,203
Transit Connection	5,461,197	3,817,443	108,866	3,926,309	71.9	1,534,888
Arena Site Work	3,784,332	3,288,275	2,785	3,291,060	87.0	493,272
Arena Mitigation	<u>46,461</u>	<u>29,451</u>	<u>0</u>	<u>29,451</u>	<u>63.4</u>	<u>17,010</u>
<b>Totals</b>	<b>\$186,843,254</b>	<b>\$158,432,536</b>	<b>\$2,153,345</b>	<b>\$160,585,881</b>	<b>85.9</b>	<b>\$26,257,373</b>

Additional costs not included within the Hard or Soft Cost Requisition include the following:

<u>Description</u>	<u>Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>
Accounts Payable (AP)	\$ 4,950,367 <sup>(1)</sup>	\$ 4,584,222	\$100,394	\$ 4,684,606	92.6	\$265,761
Financing	<u>29,715,483<sup>(2)</sup></u>	<u>29,713,221</u>	<u>0</u>	<u>29,713,221</u>	<u>99.9</u>	<u>2,262</u>
<b>Totals</b>	<b>\$34,665,850</b>	<b>\$34,297,443</b>	<b>\$100,384</b>	<b>\$34,577,827</b>	<b>98.9</b>	<b>\$268,023</b>

<sup>(1)</sup> Costs incurred prior to closing

<sup>(2)</sup> Costs of financing



## Summaries of Recommended Payment Due

<u>Description</u>	<u>Amount</u>
Hard Costs - Arena	\$ 8,750,044
Hard Costs - Transit Connection	2,413,159
Hard Cost - Site Work	28,161
Hard Costs - Mitigation	44,561
Soft Costs	2,153,346
Accounts Payable (AP)	100,384
Financing	<u>0</u>
<b>Total</b>	<b>\$13,489,655</b>

## SECTION IX - LIEN WAIVERS

The General Contractor's (Arena) Lien Waiver, dated February 1, 2011, amounting to \$62,446,726.27 including the current payment of \$8,278,599.05, was made available for our review. The lien waiver amount agrees with the monies requisitioned by the General Contractor through Application and Certificate for Payment 12, covering through January 31, 2011.

The General Contractor's (Transit Connection) Lien Waiver, dated February 23, 2011, amounting to \$10,953,890 including the current payment of \$2,115,176 for the period ending January 31, 2011, was made available.

The following Subcontractors' lien waivers have been made available to date:

<u>Subcontractor</u>	<u>Cumulative Amount Paid</u>	<u>Period Ending</u>
ASI Limited	\$6,449,029	12/31/10
ASM Mechanical	2,084,404	12/31/10
Almar Plumbing	362,824	11/30/10
Banker Steel	7,712,923	12/31/10
E-J/ERMCO	3,328,179	12/31/10
H-Mak	502,182	12/31/10
Hydro Work Int'l	33,750	04/30/10
LaQuila Group	11,150,048	12/31/10
LaQuila Group - Environmental	4,928,983	11/30/10
United Hoisting - Contract 1	1,174,470	12/31/10
United Hoisting - Contract 2	638,568	10/31/10
MFM Contracting	16,896	10/31/10
Commodore Construction	<u>82,800</u>	12/31/10
<b>Total</b>	<b>\$38,465,056</b>	

As of the current Application and Certificate for Payment 13, the previously funded amount to the General Contractor currently totals \$62,446,726. The amounts requisitioned under General Conditions, Fee, Design Fees, and Pre-Construction Estimating Services constitute the major portion of the difference between the amount paid to date and lien waivers made available to date.

Please note that our office is not performing a detailed accounting of lien waiver amounts paid to date for each Subcontractor. We are calculating the total of all lien waivers to date, to ascertain whether the total amount paid to date generally conforms to the most recently funded requisition amount.

## **SECTION X - CONSTRUCTION SCHEDULE**

### **Rate of Progress and Estimated Completion Date**

The original High Level Arena Summary Construction Schedule, dated July 16, 2010, had been provided for our review. The current schedule, prepared by Hunt, indicates that substantial completion is anticipated to be by August 12, 2012. The Developer is currently reviewing that schedule and is working with Hunt to resolve current schedule disputes. A resolution is expected over the next few months.

The schedule further indicates the following important milestones:

#### **Activity**

<b><u>Construction Phase</u></b>	<b><u>Early Start</u></b>	<b><u>Early Finish</u></b>
Start Foundations and Footings	06/07/10	05/12/11
Underground MEP & Slab-on-Grade	11/01/10	10/06/11
Structural Steel (excluding Catwalk)	11/29/10	08/08/11
Con Ed Vault	01/20/11	08/12/11
Concrete on Metal deck	01/28/11	09/23/11
Structural Precast	03/11/11	09/14/11
Metal Stairs	03/14/11	06/25/12
Interior Masonry Partitions	03/22/11	03/23/12
Interior Finishes	03/22/11	08/12/12
Fireproofing	03/28/11	12/14/11
MEP Work	04/08/11	07/16/12
Vertical Transportation	04/13/11	04/13/12
Roof Steel/Deck	04/18/11	12/20/11
Roofing	07/15/11	03/19/12
Exterior Skin	08/09/11	06/14/12
Con Ed Permanent Power Available	11/04/11	-
Phase 5 (Lower Bowl Leave-Out) Foundations & Precast	11/22/11	02/09/12
Seating	11/22/11	08/07/12
Canopy Steel/Roof	01/17/12	05/15/12
Scoreboard, Video Displays, & Sound System	01/26/12	06/08/12
Phase 5 Ice Rinks Systems	02/10/12	07/10/12
Substantial Completion	-	08/12/12
Start NBA Pre-Season Games	10/17/12	-
Start NBA Regular Season	10/31/12	-

In our opinion, the construction term of 26 months for the Arena is reasonable, provided that adequate manpower is maintained throughout the construction term, and that there are no hold-ups, such as strikes, inclement weather, material shortages, or other unforeseen circumstances.

An early target substantial completion date of June 1, 2012, has been established with the following criteria to be met:

- a. Owner may use and occupy the Arena
- b. Only punch list items remain
- c. The Architect of Record has issued a Certificate of Substantial Completion
- d. A TCO has been issued

Punch list work and Subcontractor close-outs may extend the construction term to a final completion date of February 28, 2013.

According to the General Contractor and the Manpower Log, 234 persons have been on the job this month. Daily Manpower Logs, in chronological order, are being made available at the job site and will be reviewed periodically by our office.

Approximately 30% of the workforce on the job this month is attributed to MBE/WBE companies.

We are enclosing our own computerized Construction Chart on which we have plotted actual construction progress versus the projected construction progress (see Attachment). This chart, based on cash flow projections, gives you an idea as to how the project is progressing on a month-to-month basis.

Currently, the project is slightly ahead of schedule.

## **Work Anticipated for the Next Period**

Mr. Gladden indicated that by our next site visit, we should expect to see the following progress:

### Arena

1. Bulk excavation will be complete, temporary ramp will be constructed
2. The support of excavation operation will be substantially complete along Dean Street
3. Interior footings at Areas C and D will be poured
4. Foundation walls along Areas C and D will be poured
5. Underground electrical and plumbing rough-in will continue
6. Retaining wall removal along Pacific Street will continue
7. Structural steel and metal decking (concourse level) will continue extending towards the southwest and the lower suite area structural steel will continue along Atlantic Avenue
8. Slab-on-deck will begin at the concourse level

In our opinion, the preceding projections, as stated by Mr. Gladden, are realistic. It should be noted that all of last month's projections have been met.

## **SECTION XI - ATTACHMENTS**

The following documents are attached to this report:

1. *Site Location Map*
2. *Developer's Requisition 10, covering January 2011*
3. *General Contractor's Application and Certificate for Payment 13 (Arena), covering the period through January 31, 2011*
4. *General Contractor's Application and Certificate for Payment 13 (Environmental), covering the period through January 31, 2011*
5. *General Contractor's Application and Certificate for Payment 6 (Transit Connection), covering the period through January 31, 2011*
6. *Developer's Requisition for Payment*
7. *Change Order Summary and Pending Change Order Log*
8. *Off-Site Stored Material Documentation*
9. *Construction Progress Chart, prepared by Merritt & Harris, Inc.*
10. *Progress Photographs*

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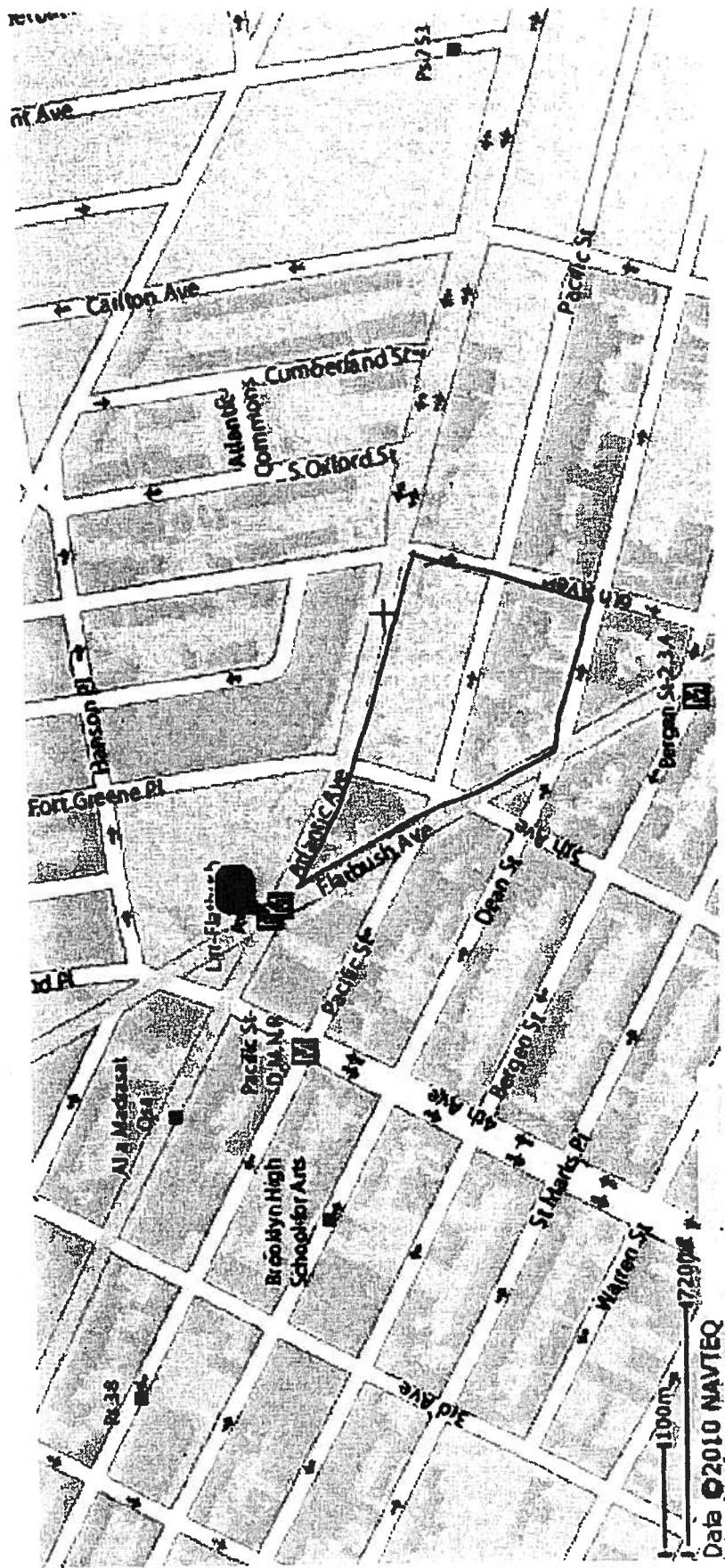
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**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 10  
SUMMARY**

	(A) Original Budget	(B) Budget Revisions	(C) Revised Budget	(D) Previously Expended	(E) Current Requisition	(F) = (D+E) Total Expended to date	(G) = (C-F) Remaining Balance	(H) Retainage To Date
1 <b>Site Acquisition Costs:</b>	124,125,125	0	124,125,125	124,125,125	0	124,125,125	0	-
2 <b>Hard Costs:</b>								
3 <b>Trades:</b>								
4 GC / CM Fee	471,705,468	(4,682,385)	467,023,083	65,517,874	9,771,545	75,289,419	391,733,664	6,118,084
5 GMP Contingency	60,694,032	1,746,000	62,440,032	17,035,290	1,399,786	18,435,076	44,004,956	125,160
6 Hunt Add / Alternate Allowance for Site Reqs. & FF&E	19,679,350	0	19,679,350	0	0	0	19,679,350	-
7 Preconstruction Estimating Services	0	0	0	0	0	0	0	0
8 Permits, Bonds	11,396,809	(500,000)	10,896,809	10,927,403	(50,000)	10,877,403	519,406	-
9 Owner's Testing/Survey	2,301,484	1,801,484	4,102,968	977,825	0	977,825	825,659	-
10 Owner's Design/Scope Contingency	1,540,908	500,000	2,040,908	602,386	114,594	716,980	1,323,917	-
11 Total Hard Costs	598,029,800	(1,800,000)	596,229,800	95,060,790	11,236,925	106,297,715	489,932,085	-
12 <b>Soft Costs and Other:</b>								
13 Architecture & Engineering	98,846,749	1,500,000	100,346,749	94,274,072	1,190,585	95,464,657	4,882,092	-
14 Legal	2,828,180	0	2,828,180	967,693	0	967,693	1,860,487	-
15 Development Costs	45,000,000	0	45,000,000	36,222,780	900,000	37,122,780	7,877,220	-
16 Project Expenses / Marketing	29,245,305	170,000	29,415,305	23,001,671	62,761	23,064,432	6,350,873	-
17 Insurance / Commissioning / Other	3,514,840	3,066,385	6,581,225	3,966,319	0	3,966,319	2,614,906	-
18 Development Contingency	2,671,795	0	2,671,795	0	0	0	2,671,795	-
19 Total Soft Costs & Other	182,108,869	4,736,385	186,845,254	158,432,536	2,153,346	160,585,881	26,259,373	-
20 <b>Total Project Costs</b>	<b>904,261,793</b>	<b>0</b>	<b>904,261,793</b>	<b>377,616,450</b>	<b>13,389,271</b>	<b>391,005,721</b>	<b>513,245,073</b>	<b>6,243,244</b>
21 <b>Total AP</b>				(366,145)	100,384	(265,761)	265,761	-
22 <b>Total Liability</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>(366,145)</b>	<b>100,384</b>	<b>(265,761)</b>	<b>265,761</b>	<b>0</b>
23 <b>TOTAL USES</b>	<b>904,261,793</b>	<b>0</b>	<b>904,261,793</b>	<b>377,252,305</b>	<b>13,489,655</b>	<b>390,741,960</b>	<b>513,519,834</b>	<b>6,243,244</b>
24 <b>SOURCES</b>								
25 Contribution from NYC/NYS	(131,000,000)	0	(131,000,000)	(131,000,000)	0	(131,000,000)	0	-
26 Tax-Exempt Bond Proceeds	(510,999,997)	0	(510,999,997)	(113,601,430)	0	(113,601,430)	(397,398,567)	-
27 Funds to Construction Account from Non-Asset Account Escrow	0	0	0	48,975	0	48,975	(48,975)	-
28 Projected Interest Earnings on Bond Fund (Prior to Vacant Possession)	(1,937,350)	0	(1,937,350)	(1,937,350)	0	(1,937,350)	0	-
29 Projected Interest Earnings on Construction Account	(8,091,727)	0	(8,091,727)	0	0	0	(8,091,727)	-
30 <b>Costs of Financing from Bond Proceeds and certain Interest Earnings</b>	<b>115,538,780</b>	<b>0</b>	<b>115,538,780</b>	<b>115,538,780</b>	<b>0</b>	<b>115,538,780</b>	<b>0</b>	<b>0</b>
31 <b>Total Construction Account Sources</b>	<b>(405,490,293)</b>	<b>0</b>	<b>(405,490,293)</b>	<b>48,975</b>	<b>0</b>	<b>48,975</b>	<b>(405,539,268)</b>	<b>0</b>
32 <b>Additional Rent</b>								
33 Projected Interest Earnings on Non-Asset Account	(396,712,880)	0	(396,712,880)	(284,069,945)	(13,489,655)	(307,579,600)	(89,133,280)	-
34 Projected Interest Earnings on Additional Rent Account	(39,850)	0	(39,850)	(39,850)	0	0	0	-
35 Surplus Costs of Issuance Deposit to Additional Rent Account	(734,255)	0	(734,255)	0	0	0	(734,255)	-
36 Non-Asset Account Escrow	0	0	0	2,262	0	2,262	(2,262)	-
37 Deposit to Additional Rent Account from Non-Asset Account Escrow	0	0	0	0	0	0	0	-
38 <b>Additional Rent Account Balance</b>	<b>(397,486,984)</b>	<b>0</b>	<b>(397,486,984)</b>	<b>(276,014,501)</b>	<b>(13,489,655)</b>	<b>(289,504,156)</b>	<b>(107,982,828)</b>	<b>0</b>
39 <b>Costs of Financing from Additional Rent and certain Interest Earnings</b>	<b>29,715,483</b>	<b>0</b>	<b>29,715,483</b>	<b>29,713,221</b>	<b>0</b>	<b>29,713,221</b>	<b>2,262</b>	<b>0</b>
40 <b>Total Additional Rent Sources (Net of COI)</b>	<b>(367,771,501)</b>	<b>0</b>	<b>(367,771,501)</b>	<b>(246,301,280)</b>	<b>(13,489,655)</b>	<b>(259,790,935)</b>	<b>(107,980,566)</b>	<b>0</b>
41 <b>TOTAL SOURCES (NET OF COI)</b>	<b>(904,261,795)</b>	<b>0</b>	<b>(904,261,795)</b>	<b>(377,252,305)</b>	<b>(13,489,655)</b>	<b>(390,741,960)</b>	<b>(513,519,834)</b>	<b>0</b>
42 <b>Additional Rent Account at Vacant Possession (5-12-10)</b>	<b>213,978,702</b>						<b>107,982,827</b>	
43 <b>Construction Account Balance at Vacant Possession (5-12-10)</b>	<b>405,539,268</b>						<b>405,539,268</b>	

**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 10  
ARENA BUILDING**

	(A) Arena Building Budget	(B) Budget Revisions	(C) Revised Budget	(D) Previously Expended	(E) Current Requisition	(F) = (D+E) Total Expended to date	(G) = (C-F) Remaining Balance	(H) Retainage To Date
1 <u>Site Acquisition Costs:</u>	124,125,125	0	124,125,125	124,125,125	0	124,125,125	0	-
2								
3 <u>Hard Costs:</u>	395,246,107	(3,236,385)	392,009,722	54,237,647	7,371,894	61,609,541	330,400,182	4,834,004
4 Trades	58,642,649	0	58,642,649	16,008,732	1,320,721	17,329,463	41,313,186	-
5 GC / CM Fee	19,679,350	0	19,679,350	0	0	0	19,679,350	-
6 GMP Contingency	0	0	0	0	0	0	0	-
7 Hunt Add / Alternate Allowance for Site Reqs. & FF&E	0	0	0	0	0	0	0	-
8 Preconstruction Estimating Services	8,914,565	0	8,914,565	8,914,565	(50,000)	8,864,565	50,000	-
9 Permits, Bonds	750,000	0	750,000	538,989	0	538,989	211,011	-
10 Owner's Testing/Survey	1,341,007	0	1,341,007	581,949	107,430	689,379	651,628	-
11 Owner's Design/Scope Contingency	22,619,332	0	22,619,332	0	0	0	22,619,332	-
12 <u>Total Hard Costs</u>	<u>607,193,010</u>	<u>(3,236,385)</u>	<u>603,956,625</u>	<u>80,281,882</u>	<u>8,750,044</u>	<u>89,031,926</u>	<u>414,924,699</u>	<u>4,834,004</u>
13								
14 <u>Soft Costs and Other:</u>	93,238,819	(960,000)	92,278,819	88,086,608	1,083,641	89,170,250	3,108,569	-
15 Architecture & Engineering	2,665,000	0	2,665,000	804,513	0	804,513	1,860,487	-
16 Legal	45,000,000	0	45,000,000	36,222,790	900,000	37,122,790	7,877,220	-
17 Development Costs	29,085,305	0	29,085,305	22,787,687	58,052	22,845,740	6,239,566	-
18 Project Expenses / Marketing	3,126,084	2,724,261	5,850,345	3,395,777	0	3,395,777	2,454,568	-
19 Insurance / Commissioning / Other	2,671,795	0	2,671,795	0	0	0	2,671,795	-
20 Development Contingency	175,787,003	1,764,261	177,551,264	151,297,367	2,041,694	153,339,061	24,212,203	-
21 <u>Total Soft Costs &amp; Other</u>	<u>175,787,003</u>	<u>1,764,261</u>	<u>177,551,264</u>	<u>151,297,367</u>	<u>2,041,694</u>	<u>153,339,061</u>	<u>24,212,203</u>	<u>-</u>
22								
23 <u>Total Project Costs</u>	<u>807,105,138</u>	<u>(1,472,124)</u>	<u>805,633,014</u>	<u>355,704,373</u>	<u>10,791,738</u>	<u>366,496,112</u>	<u>439,136,903</u>	<u>4,834,004</u>
24								
25 <u>Total AP</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>(358,325)</u>	<u>100,384</u>	<u>(257,940)</u>	<u>257,940</u>	<u>-</u>
26								
27 <u>Total Liability</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>(358,325)</u>	<u>100,384</u>	<u>(257,940)</u>	<u>257,940</u>	<u>-</u>
28								
29 <u>TOTAL USES</u>	<u>807,105,138</u>	<u>(1,472,124)</u>	<u>805,633,014</u>	<u>355,346,049</u>	<u>10,892,123</u>	<u>366,238,171</u>	<u>439,394,843</u>	<u>4,834,004</u>

**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 10  
TRANSIT CONNECTION**

	(A) Transit Connection Budget	(B) Budget Revisions	(C) Revised Budget	(D) Previously Expended	(E) Current Requisition	(F) = (D+E) Total Expended to date	(G) = (C-F) Remaining Balance	(H) Retainage To Date
1 <u>Site Acquisition Costs:</u>								
2 <u>Hard Costs:</u>								
3 Trades	0	0	0	0	0	0	0	
4 GC / CM Fee	58,524,500	(1,446,000)	57,078,500	10,871,764	2,326,929	13,198,693	43,879,807	1,284,080
5 GMP Contingency	0	1,746,000	1,746,000	1,026,558	79,065	1,105,623	640,377	125,160
6 Hunt Add / Alternate Allowance for Site Reqs. & FF&E	0	0	0	0	0	0	0	
7 Preconstruction Estimating Services	0	0	0	0	0	0	0	
8 Permits, Bonds	2,282,244	0	2,282,244	1,981,240	0	1,981,240	301,004	
9 Owner's Testing/Survey	1,166,850	(500,000)	666,850	399,188	0	399,188	267,662	
10 Owner's Design/Scope Contingency	0	500,000	500,000	20,447	7,165	27,612	472,388	
11 Total Hard Costs	6,033,960	(1,800,000)	4,233,960	0	0	0	4,233,960	
12	68,007,554	(1,500,000)	66,507,554	14,299,197	2,413,188.95	16,712,356	49,795,198	1,409,240
13 <u>Soft Costs and Other:</u>								
14 Architecture & Engineering	3,117,848	1,500,000	4,617,848	3,172,935	105,341	3,278,276	1,339,572	
15 Legal	163,180	0	163,180	163,180	0	163,180	0	
16 Development Costs	0	0	0	0	0	0	0	
17 Project Expenses / Marketing	0	125,000	125,000	41,167	3,525	44,693	80,307	
18 Insurance / Commissioning / Other	285,070	270,099	555,169	440,160	0	440,160	115,009	
19 Development Contingency	0	0	0	0	0	0	0	
20 Total Soft Costs & Other	3,566,098	1,895,099	5,461,197	3,817,443	108,866	3,926,309	1,534,888	
21								
22								
23 <u>Total Project Costs</u>	71,573,652	395,099	71,968,751	18,116,639	2,522,025	20,638,665	51,330,086	1,409,240
24								
25 Total AP	0			(7,820)	0	(7,820)	7,820	
26								
27 Total Liability	0	0	0	(7,820)	0	(7,820)	7,820	
28								
29 <u>TOTAL USES</u>	71,573,652	395,099	71,968,751	18,108,819	2,522,025	20,630,845	51,337,906	1,409,240



**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 10  
ARENA SITEWORK**

	(A) Arena Sitework Budget	(B) Budget Revisions	(C) Revised Budget	(D) Previously Expended	(E) Current Requisition	(F) = (D+E) Total Expended to date	(G) = (C-F) Remaining Balance	(H) Rebalance To Date
1 <u>Site Acquisition Costs:</u>								
2 <u>Hard Costs:</u>								
3 Trades	15,734,060	0	15,734,060	0	0	0	0	
4 GC / CM Fee	1,888,087	0	1,888,087	327,774	28,161	355,935	15,378,125	
5 GMP Contingency	0	0	0	0	0	0	1,888,087	
6 Hunt Add / Alternate Allowance for Site Reqs. & FF&E	0	0	0	0	0	0	0	
7 Preconstruction Estimating Services	150,000	0	150,000	31,598	0	31,598	118,402	
8 Permits, Bonds	354,016	0	354,016	39,649	0	39,649	314,368	
9 Owner's Testing/Survey	199,901	0	199,901	0	0	0	199,901	
10 Owner's Design/Scope Contingency	1,817,284	0	1,817,284	0	0	0	1,817,284	
11 <u>Total Hard Costs</u>	<u>20,143,349</u>	<u>0</u>	<u>20,143,349</u>	<u>399,021</u>	<u>28,161</u>	<u>427,182</u>	<u>19,716,168</u>	
12 <u>Soft Costs and Other:</u>								
13 Architecture & Engineering	2,460,631	960,000	3,420,631	2,985,077	1,602	2,986,679	433,952	
14 Legal	0	0	0	0	0	0	0	
15 Development Costs	0	0	0	0	0	0	0	
16 Project Expenses / Marketing	160,000	45,000	205,000	172,816	1,183	174,000	31,000	
17 Insurance / Commissioning / Other	86,676	72,025	158,701	130,382	0	130,382	28,319	
18 Development Contingency	0	0	0	0	0	0	0	
19 <u>Total Soft Costs &amp; Other</u>	<u>2,707,307</u>	<u>1,077,025</u>	<u>3,784,332</u>	<u>3,288,275</u>	<u>2,785</u>	<u>3,291,060</u>	<u>493,271</u>	
20 <u>Total Project Costs</u>	<u>22,850,656</u>	<u>1,077,025</u>	<u>23,927,681</u>	<u>3,687,296</u>	<u>30,946</u>	<u>3,718,242</u>	<u>20,209,439</u>	
21 Total AP	0			0	0	0	0	
22 Total Liability	0	0	0	0	0	0	0	
23 <u>TOTAL USES</u>	<u>22,850,656</u>	<u>1,077,025</u>	<u>23,927,681</u>	<u>3,687,296</u>	<u>30,946</u>	<u>3,718,242</u>	<u>20,209,439</u>	

**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 10  
ARENA MITIGATION**

	(A)	(B)	(C)	(D)	(E)	(F) = (D+E)	(G) = (C-F)	(H)
	Arena Mitigation Budget	Budget Revisions	Revised Budget	Previously Expended	Current Requisition	Total Expended to date	Remaining Balance	Retainage To Date
1 <u>Site Acquisition Costs:</u>								
2	0	0	0	0	0	0	0	
3 <u>Hard Costs:</u>								
4 Trades	2,200,800	0	2,200,800	80,690	44,561	125,251	2,075,549	
5 GC / CM Fee	163,296	0	163,296	0	0	0	163,296	
6 GMP Contingency	0	0	0	0	0	0	0	
7 Hunt Add / Alternate Allowance for Site Reqs. & FF&E	0	0	0	0	0	0	0	
8 Preconstruction Estimating Services	50,000	0	50,000	0	0	0	50,000	
9 Permits, Bonds	30,618	0	30,618	0	0	0	30,618	
10 Owner's Testing/Survey	0	0	0	0	0	0	0	
11 Owner's Design/Scope Contingency	241,172	0	241,172	0	0	0	241,172	
12 <b>Total Hard Costs</b>	<b>2,685,886</b>	<b>0</b>	<b>2,685,886</b>	<b>80,690</b>	<b>44,561</b>	<b>125,251</b>	<b>2,560,635</b>	
13								
14 <u>Soft Costs and Other:</u>								
15 Architecture & Engineering	29,451	0	29,451	29,451	0	29,451	0	
16 Legal	0	0	0	0	0	0	0	
17 Development Costs	0	0	0	0	0	0	0	
18 Project Expenses / Marketing	0	0	0	0	0	0	0	
19 Insurance / Commissioning / Other	17,010	0	17,010	0	0	0	17,010	
20 Development Contingency	0	0	0	0	0	0	0	
21 <b>Total Soft Costs &amp; Other</b>	<b>46,461</b>	<b>0</b>	<b>46,461</b>	<b>29,451</b>	<b>0</b>	<b>29,451</b>	<b>17,010</b>	
22								
23 <b>Total Project Costs</b>	<b>2,732,347</b>	<b>0</b>	<b>2,732,347</b>	<b>110,141</b>	<b>44,561</b>	<b>154,702</b>	<b>2,577,645</b>	
24								
25 <b>Total AP</b>	<b>0</b>				0	0	0	
26								
27 <b>Total Liability</b>	<b>0</b>	0	0	0	0	0	0	
28								
29 <b>TOTAL USES</b>	<b>2,732,347</b>	<b>0</b>	<b>2,732,347</b>	<b>110,141</b>	<b>44,561</b>	<b>154,702</b>	<b>2,577,645</b>	

**BARCLAYS CENTER ARENA  
REQUISITION #10**

Sum of Req #10			Requisition Sheet				
Requisition Line	Vendor name	Invoice	ARENA - BLDG	ARENA - TRANSIT	ARENA - SITEWORK	ARENA - MITIGATION	Grand Total
04 - Trades	Hunt Construction Group Inc.	APP1287-013 BA	6,621,507.25				6,621,507.25
	Hunt Construction Group Inc. Total		6,621,507.25				6,621,507.25
	John Civetta and Sons, Inc.	APP006-1878		2,036,110.00			2,036,110.00
	John Civetta and Sons, Inc. Total			2,036,110.00			2,036,110.00
	NYC Transit Authority	38977	26,315.44	180,170.40			206,485.84
	NYC Transit Authority Total		26,315.44	180,170.40			206,485.84
	NYS Dept of Environmental	R2-20101001-349	15,000.00				15,000.00
	NYS Dept of Environmental Total		15,000.00				15,000.00
	Sam Schwartz Engineering PLLC	APP#003-1830		15,571.97		44,560.75	60,132.72
	Sam Schwartz Engineering PLLC Total			15,571.97		44,560.75	60,132.72
	Willis of New York, Inc.	1012262	709,071.34	95,076.64	28,161.02		832,309.00
	Willis of New York, Inc. Total		709,071.34	95,076.64	28,161.02		832,309.00
04 - Trades Total			7,371,894.03	2,326,929.01	28,161.02	44,560.75	9,771,544.81
05 - GC/CM Fee	Hunt Construction Group Inc.	APP1287-013 BA	1,320,720.80				1,320,720.80
	Hunt Construction Group Inc. Total		1,320,720.80				1,320,720.80
	John Civetta and Sons, Inc.	APP006-1878		79,065.00			79,065.00
	John Civetta and Sons, Inc. Total			79,065.00			79,065.00
05 - GC/CM Fee Total			1,320,720.80	79,065.00			1,399,785.80
08 - Pre-Construction Services	Urban Foundation/Engineering	APP#2	(50,000.00)				(50,000.00)
	Urban Foundation/Engineering Total		(50,000.00)				(50,000.00)
08 - Pre-Construction Services Total			(50,000.00)				(50,000.00)
10 - Owners Testing	Atlantic Engineering Laborator	APP003-1941		7,164.94			7,164.94
	Atlantic Engineering Laborator Total	APP007-1880	79,823.50				79,823.50
	Langan Engineering & Environ.	APP10-0169675	27,606.00				27,606.00
	Langan Engineering & Environ. Total		27,606.00				27,606.00
10 - Owners Testing Total			107,429.50	7,164.94			114,594.44
15 - Architecture & Engineering	A.Esteban & Company	760200	13,703.71				13,703.71
	A.Esteban & Company Total		13,703.71				13,703.71
	Burwood Group, Inc.	APP#9	6,297.13				6,297.13
	Burwood Group, Inc. Total		6,297.13				6,297.13
	e4, Inc.	21025	5,000.00				5,000.00
	e4, Inc. Total		5,000.00				5,000.00
	Gensler Architecture Design	APP1	17,575.00				17,575.00
	Gensler Architecture Design Total	APP2	1,009.54				1,009.54
	Hunt Construction Group Inc.	APP1287-013 BA	336,371.00				336,371.00
	Hunt Construction Group Inc. Total		336,371.00				336,371.00
	HydroQual Environmental	APP001-1977	17,783.80				17,783.80
	HydroQual Environmental Total		17,783.80				17,783.80
	Lovett Silverman Construction	APP14-0203435IN	10,580.50				10,580.50
	Lovett Silverman Construction Total		10,580.50				10,580.50
	Mueser Rutledge Consulting	10148C-36	(50,384.36)				(50,384.36)
	Mueser Rutledge Consulting Total		(50,384.36)				(50,384.36)
	Sam Schwartz Engineering PLLC	0015218	3,591.45				3,591.45
	Sam Schwartz Engineering PLLC Total	APP#003-1830	38,124.45	4,405.91	1,602.15		44,132.51
	Shop Architects PC	090705-21	142,784.70				142,784.70
	Shop Architects PC Total		142,784.70				142,784.70
	Stantec Consulting ServicesInc	APP13-460474		100,935.06			100,935.06
	Stantec Consulting ServicesInc Total			100,935.06			100,935.06
	The Bigelow Companies, Inc.	4102.12	105.00				105.00
	The Bigelow Companies, Inc. Total		105.00				105.00
	Turner Construction Company	APP1-17764M0	541,099.55				541,099.55
	Turner Construction Company Total		541,099.55				541,099.55
15 - Architecture & Engineering Total			1,083,641.47	105,340.97	1,602.15		1,190,584.59
17 - Development Cost	Forest City Ratner Co.	SM113010C	450,000.00				450,000.00
	Forest City Ratner Co. Total	SM123110C	450,000.00				450,000.00
17 - Development Cost Total			900,000.00				900,000.00
18 - Project Expenses/Marketing	Bank of New York	111-1463411	1,000.00				1,000.00
	Bank of New York Total	111-1463412	1,000.00				1,000.00
	Berdon LLP	1179247	4,261.00				4,261.00
	Berdon LLP Total		4,261.00				4,261.00
	Darryl E. Greene & Associates	BEC-2011-1(8)	26,291.44	3,525.39	1,183.17		31,000.00
	Darryl E. Greene & Associates Total		26,291.44	3,525.39	1,183.17		31,000.00
	Merritt & Harris Inc.	23041004	19,650.00				19,650.00
	Merritt & Harris Inc. Total	23041A10	5,850.00				5,850.00
18 - Project Expenses/Marketing Total			58,052.44	3,525.39	1,183.17		62,761.00
25 - AP	Mueser Rutledge Consulting	10148C-36	50,384.36				50,384.36
	Mueser Rutledge Consulting Total		50,384.36				50,384.36
	Urban Foundation/Engineering	APP#2	50,000.00				50,000.00
	Urban Foundation/Engineering Total		50,000.00				50,000.00
25 - AP Total			100,384.36				100,384.36
Grand Total			10,892,122.60	2,522,025.31	30,946.34	44,560.75	13,489,655.00

# APPLICATION AND CERTIFICATION FOR PAYMENT

ALA DOCUMENT G702

PAGE ONE OF

PAGES

TO OWNER:  
Atlantic Yards Development Company, LLC  
One Metrotech Center North, 11th Floor  
Brooklyn, NY 11201

PROJECT: Barclay's Center Arena  
at Atlantic Yards

FROM CONTRACTOR:  
Hunt Construction Group, Inc.  
625 Atlantic Avenue, 3rd Floor  
Brooklyn, NY 11217

VIA ARCHITECT:  
Ellerbe Beckett  
2380 McGee Street  
Kansas City, MO 64108

APPLICATION NO: 1287-013 (001)

ARENA ONLY

PERIOD TO: 01/31/11

Distribution to:

☐ OWNER  
☐ ARCHITECT  
☐ CONTRACTOR

PROJECT NOS:

CONTRACT DATE:

## CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract Continuation Sheet, AIA Document G703, is attached

1A ORIGINAL CONTRACT SUM - GMP \$ 484,594,525.00  
1B LESS CCE PER OCO 16 \$ (8,839,018.00)  
1 TOTAL PROJECT COST \$ 475,755,507.00  
2 Net change by Change Orders Then 56 \$ (2,400,206.00)  
3 CONTRACT SUM TO DATE (Line 1 + 2) \$ 473,355,301.00  
4 TOTAL COMPLETED & STORED TO DATE (Column G on G703) \$ 75,559,329.75

5 RETAINAGE:  
a % of Completed Work \$ 4,834,004.43  
(Column D + E on G703)  
b % of Stored Material \$  
(Column F on G703)  
Total Retainage (Lines 5a + 5b on


6 TOTAL EARNED LESS RETAINAGE \$ 4,834,004.43  
(Line 4 Less Line 5 Total)  
7 LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) \$ 63,446,726.27  
8 CURRENT PAYMENT DUE \$ 8,278,599.05  
9 BALANCE TO FINISH, INCLUDING RETAINAGE \$ 402,629,975.68  
(Line 3 less Line 6)

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$1,151,109.00	\$6,282,493.00
Total approved this Month OCO 57-65	\$2,746,178.00	\$15,000.00
TOTALS	\$3,897,287.00	\$6,297,493.00
NET CHANGES by Change Order	(\$2,400,206.00)	

AIA DOCUMENT G702 - APPLICATION AND CERTIFICATION FOR PAYMENT - 1992 EDITION - AIA - \$1842

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due

CONTRACTOR: Hunt Construction Group, Inc.

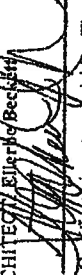
By:  Date: 02/02/11  
State of \_\_\_\_\_ County of \_\_\_\_\_  
Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_  
Notary Public:  
My Commission expires \_\_\_\_\_

## ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED

AMOUNT CERTIFIED ..... \$ 8,278,599.05

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

By:  Date: 2/2/11  
This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

THE AMERICAN INSTITUTE OF ARCHITECTS, 1735 NEW YORK AVE., N.W., WASHINGTON, DC 20006-3282



DETAIL

PC-STEP	TRADE CODE	TYPE	VERSION CODE	DESCRIPTION OF WORK	QTY	UNIT	AMOUNT (\$)	APPROVED CONTRACT VALUE (\$)	PREVIOUS APPLICATION	CURRENT APPLICATION	STOCKED MATERIALS (\$)	TOTAL COMPLETED MATERIALS (\$)	RETENTION TO DATE (\$)	TOTAL PAYABLE (\$)	% COMP.	LESS PREVIOUS PAYMENTS	MET PAYMENT DUE THIS APPLICATION (\$)	BALANCE TO RETENTION (\$)	RETENTION FROM PREVIOUS PERIOD (\$)	RETENTION THIS PERIOD (\$)	RETENTION TO DATE (\$)
01	01-1000	01-1000	01-1000	REINFORCING	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
02	02-1000	02-1000	02-1000	CONCRETE	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
03	03-1000	03-1000	03-1000	STEEL	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
04	04-1000	04-1000	04-1000	PAINT	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
05	05-1000	05-1000	05-1000	WATERPROOFING	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
06	06-1000	06-1000	06-1000	INSULATION	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
07	07-1000	07-1000	07-1000	GLASS	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
08	08-1000	08-1000	08-1000	DOORS	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
09	09-1000	09-1000	09-1000	FRAMES	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00
10	10-1000	10-1000	10-1000	FINISHES	100	YD	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100%	100.00	100.00	100.00	100.00	100.00	100.00



**DETAIL**

Application Number	Application Date	To	Project No
1287-013-JARENA	1/1/11	12/3/11	1287

[illegible]





## QUESTIONS

## CHANGE ORDERS

FC-REF#	TRADE
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## LIEN WAIVER

### MECHANIC'S LIEN WAIVER

Contractor:	Hunt Construction Group, Inc	Date:	<u>1287-013 Arena</u> <u>2/1/11</u>
Trade:	Design / Builder	Period Ending:	<u>1/31/11</u>
Project:	The Barclays Center Project	Contract Price:	<u>\$475,755,507.00</u>
		Net Extras & Deductions:	<u>(\$2,400,206.00)</u>
Site:	600 Atlantic Avenue	Adjusted Contract Price:	<u>\$473,355,301.00</u>
	Kings County, Block	Amount Paid to Date:	<u>\$ 62,446,726.27</u>
		Amount of Current Payment:	<u>\$ 8,278,599.05</u>

STATE OF NEW YORK     )

ss.

COUNTY OF             )

THE UNDERSIGNED, as authorized representative of Contractor and on behalf of the Contractor, (1) acknowledges receipt of the amount set forth above as payments received to date, (2) to the extent of such payments, and the amount of the current payment set forth above, waives and releases any claim which it may now or hereafter have upon the land and improvements described above, (3) that the amount of payments received to the date of this waiver, plus the amount of the current payment, represents the current amount due in accordance with Contractor's Agreement for work completed, and (4) warrants that it has not and will not assign any claims for payment or right to perfect a lien against such land and improvements and warrants that it has the right to execute this waiver and release. The Contractor represents that the adjusted Contract Price set forth above is inclusive of all additional work performed or additional costs incurred under the Agreement as of the date of this Lien Waiver.

In consideration and to the extent of the amounts and sums previously received and the Current Payment, Contractor hereby waives, releases and relinquishes any and all claims, rights or causes of action whatsoever, in equity or law, arising out of, through or under the above mentioned Agreement and the performance of Work pursuant thereto, up to and including the date of this Lien Waiver.

THE UNDERSIGNED Contractor further warrants that, to the extent of payments received through last month's Application for Payment: (1) all workmen employed by it or its subcontractors on this Project have been fully paid, (2) all materialmen from whom the undersigned or its subcontractors purchased materials used in the Project have been paid for materials delivered, and (3) none of such workmen and materialmen has any claim or demand or right of lien against the land and improvements described above. In addition, the undersigned stipulates that he is an authorized officer with full power to execute this Lien Waiver on Contractor's behalf.

THE UNDERSIGNED agrees that the Owner of the Project, and any Lender, title insurer, or other entity may rely upon this Lien Waiver.

WITNESS the signature and seal of the undersigned as of this 1<sup>th</sup> day of February, 2011.

Hunt Construction Group, Inc

By: \_\_\_\_\_

Name: H. Mark Gladden

Title: Project Executive

Sworn to before me this

\_\_\_\_ day of \_\_\_\_\_, 2011.

\_\_\_\_\_  
Notary Public

# APPLICATION AND CERTIFICATION FOR PAYMENT

TO OWNER:

Atlantic Yards Development Company, LLC  
One Metrotech Center North, 11th Floor  
Brooklyn, NY 11201

FROM CONTRACTOR:

Hunt Construction Group, Inc  
625 Atlantic Avenue, 3rd Floor  
Brooklyn, NY 11217

CONTRACT FOR:

PROJECT: Barclay's Center Arena  
at Atlantic Yards

ALA DOCUMENT G702

APPLICATION NO: 1287-013 (003)

ENVIRONMENTAL

PERIOD TO: 01/31/11

PROJECT NOS:

CONTRACT DATE:

## CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract Continuation Sheet ALA Document G703, is attached.

1. ORIGINAL CONTRACT SUM - GMP \$ 0.00
2. Net change by Change Orders thru 62 \$ 8,187,457.00
3. CONTRACT SUM TO DATE (Line 1 + 2) \$ 8,187,457.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) \$ 7,788,894.25

5. RETAINAGE:

- a. % of Completed Work \$ 403,605.30  
(Column D + E on G703)
- b. % of Stored Material \$  
(Column F on G703)

Total Retainage (Lines 5a + 5b or

Total in Column I of G703)

6. TOTAL EARNED LESS RETAINAGE

(Line 4 Less Line 5 Total)

7. LESS PREVIOUS CERTIFICATES FOR

PAYMENT (Line 6 from prior Certificate)

8. CURRENT PAYMENT DUE

9. BALANCE TO FINISH, INCLUDING RETAINAGE

(Line 3 less Line 6)

## ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated. The quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED ..... \$ 691,541.75

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application with outline of Continuation Sheet that are changed to conform with the amount certified.)

By: *Ellerbe Becket*

DATE: 2/2/11

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTRACT SUMMARY SHEET

ALL DOCUMENTS, APPLICATIONS AND CERTIFICATES FOR PAYMENT, including  
Contractor's signed Certificate of Insurance,  
in accordance with the contract documents, are to be submitted to the  
Owner's Representative for review and approval.

Application Number: 12F-013-001R  
Contract Number: 010-111  
Project No: 1287

DETAIL

FC-009	TRADE CODE	TYPE	VEHICLE CODE	DESCRIPTION OF WORK	COMP	REVISIONS	ADJUSTED COMP (A1-A5)	COMMITTED COST	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (B-C)	PREVIOUS APPLICATION	CURRENT APPLICATION	STORAGE MATERIALS (D-E-F)	TOTAL COMPLETED AND STORED TO DATE (G-H)	RETENTION TO DATE (I-J)	TOTAL PAYABLE TO DATE (K-L)	% COMP (M)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (N-O)	BALANCE TO RETENTION FROM PREVIOUS PERIOD (P-Q)	RETENTION PERIOD (R-S)	RETENTION TO DATE (T-U)
				ENVIRONMENTAL REMEDIATION	A1	A2	5,103,711	0	5,103,711	5,103,711	5,103,711	5,103,711	0	5,103,711	5,103,711	5,103,711	0%	0	5,103,711	0	425,000	425,000
				TOTAL TRADE COST			5,103,711	0	5,103,711	5,103,711	5,103,711	5,103,711	0	5,103,711	5,103,711	5,103,711	0%	0	5,103,711	0	425,000	425,000

FC-009	TRADE CODE	TYPE	VEHICLE CODE	DESCRIPTION OF WORK	COMP	REVISIONS	ADJUSTED COMP (A1-A5)	COMMITTED COST	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (B-C)	PREVIOUS APPLICATION	CURRENT APPLICATION	STORAGE MATERIALS (D-E-F)	TOTAL COMPLETED AND STORED TO DATE (G-H)	RETENTION TO DATE (I-J)	TOTAL PAYABLE TO DATE (K-L)	% COMP (M)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (N-O)	BALANCE TO RETENTION FROM PREVIOUS PERIOD (P-Q)	RETENTION PERIOD (R-S)	RETENTION TO DATE (T-U)
1802	21-000-2			HUNCON Road General Conditions	A1	A2	19,728	0	19,728	19,728	19,728	19,728	0	19,728	19,728	19,728	0%	0	19,728	0	0	0
1803	21-000-2			HUNCON Drain/Bulldozing Fee - BASE LUMP SUM			17,996	0	17,996	17,996	17,996	17,996	0	17,996	17,996	17,996	0%	0	17,996	0	0	0
				TOTAL CONTRACT Fee			37,724	0	37,724	37,724	37,724	37,724	0	37,724	37,724	37,724	0%	0	37,724	0	0	0
				CONTRACT SUBTOTAL			5,141,435	0	5,141,435	5,141,435	5,141,435	5,141,435	0	5,141,435	5,141,435	5,141,435	0%	0	5,141,435	0	462,724	462,724
				CONTRACT TOTAL			5,141,435	0	5,141,435	5,141,435	5,141,435	5,141,435	0	5,141,435	5,141,435	5,141,435	0%	0	5,141,435	0	462,724	462,724

CHANGE ORDERS

FC-009	TRADE CODE	SCOPE CHANGES	GMP	GMP REVISIONS	ADJUSTED (A1-A5)	COMMITTED COST	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (B-C)	PREVIOUS APPLICATION		APPLICATION	STORED MATERIALS (and in exp.)	TOTAL COMPLETED TO DATE (E+F+G)	RETENTION TO DATE (I+J+K)	TOTAL PAYABLE (M+N)	% COMP (O)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (M-N)	BALANCE TO COMP. INCL. RETENTION (P-Q)	RETENTION FROM PREVIOUS PERIOD	RETENTION PERIOD THIS PERIOD	RETENTION TO DATE (R+S)
									E	F												
FC-013	FC-001-1 TR	LARGE DRAIN (18" DIA)	A1	A2	7,748,900	0	7,748,900	7,748,900	7,748,900	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-022	FC-002-1 TR	LARGE DRAIN (18" DIA)	A1	A2	231,073	0	231,073	231,073	231,073	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-022	FC-002-1 TR	LARGE DRAIN (18" DIA)	A1	A2	14,464	0	14,464	14,464	14,464	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-022	FC-002-1 TR	LARGE DRAIN (18" DIA)	A1	A2	332,356	0	332,356	332,356	332,356	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-033	FC-003-1 TR	LARGE DRAIN (18" DIA)	A1	A2	29,562	0	29,562	29,562	29,562	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-033	FC-003-1 TR	LARGE DRAIN (18" DIA)	A1	A2	1,440	0	1,440	1,440	1,440	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-033	FC-003-1 TR	LARGE DRAIN (18" DIA)	A1	A2	332,356	0	332,356	332,356	332,356	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-046	FC-006-1 TR	LARGE DRAIN (18" DIA)	A1	A2	77,855	0	77,855	77,855	77,855	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-046	FC-006-1 TR	LARGE DRAIN (18" DIA)	A1	A2	2,462	0	2,462	2,462	2,462	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-046	FC-006-1 TR	LARGE DRAIN (18" DIA)	A1	A2	84,922	0	84,922	84,922	84,922	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277
FC-046	FC-006-1 TR	LARGE DRAIN (18" DIA)	A1	A2	0	0	0	0	0	891,842	891,842	0	7,433,309	7,748,900	7,748,900	90%	8,338,640	861,942	318,841	429,277	0	429,277

TOTAL SCOPE CHANGES

7,748,900

891,842

891,842

0

7,433,309

7,748,900

7,748,900

90%

8,338,640

861,942

318,841

429,277



## LIEN WAIVER

### MECHANIC'S LIEN WAIVER

Contractor:	Hunt Construction Group, Inc	Date:	1287-013 Environmental
Trade:	Design / Builder	Period Ending:	2/1/11
Project:	The Barclays Center Project	Contract Price:	1/31/11
		Net Extras & Deductions:	N/A
Site:	600 Atlantic Avenue	Adjusted Contract Price:	\$8,187,457.00
	Kings County, Block	Amount Paid to Date:	\$8,187,457.00
		Amount of Current Payment:	\$6,693,747.20
			\$691,541.75

STATE OF NEW YORK     )  
                                          ss.  
COUNTY OF                    )

THE UNDERSIGNED, as authorized representative of Contractor and on behalf of the Contractor, (1) acknowledges receipt of the amount set forth above as payments received to date, (2) to the extent of such payments, and the amount of the current payment set forth above, waives and releases any claim which it may now or hereafter have upon the land and improvements described above, (3) that the amount of payments received to the date of this waiver, plus the amount of the current payment, represents the current amount due in accordance with Contractor's Agreement for work completed, and (4) warrants that it has not and will not assign any claims for payment or right to perfect a lien against such land and improvements and warrants that it has the right to execute this waiver and release. The Contractor represents that the adjusted Contract Price set forth above is inclusive of all additional work performed or additional costs incurred under the Agreement as of the date of this Lien Waiver.

In consideration and to the extent of the amounts and sums previously received and the Current Payment, Contractor hereby waives, releases and relinquishes any and all claims, rights or causes of action whatsoever, in equity or law, arising out of, through or under the above mentioned Agreement and the performance of Work pursuant thereto, up to and including the date of this Lien Waiver.

THE UNDERSIGNED Contractor further warrants that, to the extent of payments received through last month's Application for Payment: (1) all workmen employed by it or its subcontractors on this Project have been fully paid, (2) all materialmen from whom the undersigned or its subcontractors purchased materials used in the Project have been paid for materials delivered, and (3) none of such workmen and materialmen has any claim or demand or right of lien against the land and improvements described above. In

addition, the undersigned stipulates that he is an authorized officer with full power to execute this Lien Waiver on Contractor's behalf.

THE UNDERSIGNED agrees that the Owner of the Project, and any Lender, title insurer, or other entity may rely upon this Lien Waiver.

WITNESS the signature and seal of the undersigned as of this 1st day of February, 2011.

Hunt Construction Group, Inc

By: \_\_\_\_\_

Name: H. Mark Gladden  
Title: Project Executive

Sworn to before me this

\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

# APPLICATION AND CERTIFICATE FOR PAYMENT

TO (Owner): Brooklyn Events Center LLC  
c/o Forest City Ratner Companies  
1 Metrotech Center  
Brooklyn, NY 11201

Project: BARCLAYS CENTER  
at ATLANTIC YARDS  
Brooklyn, NY

Application # 001-1878  
Application Date 02/07/11  
Period To: 01/31/11  
Project No: 2032

Distribution to:	
OWNER	X
ARCHITECT	
CONTRACTOR	
OWNER'S REP	

FROM (CONTRACTOR): John Civetta & Sons, Inc.  
1123 Bronx River Avenue  
Bronx, NY 10472

VIA (ARCHITECT):

CONTRACT FOR: General Contractor

CONTRACT DATE:

## CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for Payment, as shown below, in connection with the Contract.  
Continuation Sheet is attached.

CHANGE ORDER SUMMARY			
Change Orders approved in previous months by Owner		ADDITIONS	DEDUCTIONS
TOTAL		1979173	
Approved this Month		1,979,173.00	
Number	Date Approved		
5	12/20/10	19,565.00	
6	12/20/10	2,124.00	
7	12/20/10	12,740.00	0.00
TOTALS		2,013,602.00	0.00
Net change by Change Orders		2,013,602.00	

1. ORIGINAL CONTRACT SUM.....\$ 50,581,000
2. Net change by Change Orders.....\$ 2,013,602
3. CONTRACT SUM TO DATE (Line 1+2).....\$ 52,594,602
4. TOTAL COMPLETED & STORED TO DATE.....\$ 14,478,215  
(Column H on FC Summary)
5. RETAINAGE:  
a. 10 % of Completed Work.....1,409,149.70  
(Column E+F on FC Summary)  
b. 10 % of Stored Material.....0.00  
(Column G on FC Summary)  
Total Retainage (Line 5a + 5b or Total in Column I of FC Summary).....\$ 1,409,150
6. TOTAL EARNED LESS RETAINAGE.....\$ 13,069,065  
(Line 4 less Line 5 Total)
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT.....\$ 10,953,890  
(Line 6 from prior Certificate)
8. CURRENT PAYMENT DUE.....\$ 2,115,176
9. BALANCE TO FINISH, PLUS RETAINAGE.....\$ 39,525,537  
(Line 3 less Line 6)

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: John Civetta & Sons, Inc.

State of New York  
Subscribed and sworn to before me this  
February 7, 2011

DATE 02/07/11

Notary Public:

My Commission expires:

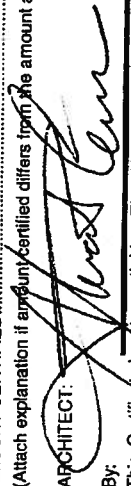
By:   
Authorized Signature

## ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED.....\$  
(Attach explanation if amount certified differs from the amount applied for.)

ARCHITECT:

By:  Date: 2/8/2011  
This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTRACT SUMMARY

DETAIL

AIA Document G703, APPLICATION AND CERTIFICATE FOR PAYMENT, containing Contractor's signed Certification is attached.  
In tabulations below, amounts are stated to the nearest dollar.  
Use Column 1 on Contracts where variable readings (for line items may apply).

Application Number: 005-1878  
Application Date: 01/01/11  
Project No: 2002

FC-REF#	FORC CODE (IF APPLICABLE)	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	PREVIOUS APPLICATION	CURRENT APPLICATION	STORED MATERIALS (net in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (to end P)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS CERTIFICATE FOR PAYMENT	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP INCL. RETENTION (C-I)	RETENTION FROM PRIOR PERIOD	RETENTION THIS PERIOD (P-K)	RETENTION TO DATE
		North Work																
	010001	North Work	1,881,500.00	0.00	1,881,500.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	1,881,500.00	0	0	0
	010001	South Work	1,118,500.00	0.00	1,118,500.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	1,118,500.00	0	0	0
		010010	01 - General Conditions	0.00	1,746,000.00	1,095,800.00	87,800.00	0.00	1,164,200.00	114,670.00	1,049,530.00	88%	887,185.00	79,000.00	878,770.00	108,885	8,785	114,670
	020000	02 - Sitework	15,400,000.00	0.00	15,400,000.00	8,635,000.00	1,275,000.00	0.00	8,215,000.00	831,000.00	8,079,000.00	69%	7,234,000.00	1,147,000.00	5,191,000.00	803,000	127,000	897,000
	030000	03 - Concrete	8,200,000.00	0.00	8,200,000.00	0.00	55,000.00	0.00	126,000.00	13,000.00	113,000.00	1%	0.00	121,000.00	8,079,000.00	0	12,000	12,000
	040000	04 - Masonry	1,350,000.00	0.00	1,350,000.00	65,000.00	45,000.00	0.00	120,000.00	13,000.00	107,000.00	10%	78,000.00	40,000.00	1,168,000.00	8,000	4,000	12,000
	050000	05 - Metals	8,000,000.00	0.00	8,000,000.00	791,800.00	0.00	852,710.00	1,006,000.00	108,000.00	894,540.00	18%	807,791.00	222,800.00	5,945,600.00	78,189	35,871	796,000
	050000	05 - Structural Steel	4,500,000.00	0.00	4,500,000.00	791,800.00	0.00	360,710.00	1,006,000.00	108,000.00	894,540.00	26%	831,701.00	222,800.00	3,646,400.00	70,189	35,871	796,000
	050000	05 - Metal	1,500,000.00	0.00	1,500,000.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	1,800,000.00	0	0	0
		06 - Finishes	4,688,000.00	0.00	4,688,000.00	26,000.00	84,000.00	0.00	112,000.00	11,200.00	100,800.00	3%	25,800.00	79,200.00	4,343,000.00	2,800	8,000	11,200
	080000	08 - Dry Wall	1,750,000.00	0.00	1,750,000.00	0.00	20,000.00	0.00	20,000.00	2,000.00	18,000.00	1%	0.00	18,000.00	1,732,000.00	0	0	2,000
	080000	08 - Plaster	500,000.00	0.00	500,000.00	0.00	50,000.00	0.00	50,000.00	5,000.00	45,000.00	10%	0.00	45,000.00	455,000.00	0	0	5,000
	100000	10 - Mechanical	800,000.00	0.00	800,000.00	0.00	18,000.00	0.00	18,000.00	1,800.00	16,200.00	2%	0.00	16,200.00	783,800.00	0	0	1,800
	100000	10 - Mechanical	1,000,000.00	0.00	1,000,000.00	25,000.00	0.00	0.00	25,000.00	2,500.00	22,500.00	2%	25,000.00	0.00	1,362,500.00	2,500	0	2,500
	140000	14 - Ceiling Systems	2,100,000.00	0.00	2,100,000.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	2,100,000.00	0	0	0
	140010	14 - Ceiling Systems	600,000.00	0.00	600,000.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	600,000.00	0	0	0
	140010	14 - Ceiling Systems	1,500,000.00	0.00	1,500,000.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	1,500,000.00	0	0	0
		15 - Mechanical	3,000,000.00	0.00	3,000,000.00	334,000.00	45,840.00	0.00	385,140.00	38,514.00	346,626.00	15%	354,800.00	47,700.00	2,852,274.00	33,880	4,634	38,514
	150000	15 - Mechanical	500,000.00	0.00	500,000.00	25,000.00	17,000.00	0.00	42,000.00	4,200.00	37,800.00	8%	26,325.00	15,300.00	550,875.00	2,825	1,700	4,525
	150000	15 - Mechanical	1,807,500.00	0.00	1,807,500.00	227,750.00	13,500.00	0.00	235,250.00	23,525.00	211,725.00	12%	189,575.00	12,150.00	1,689,775.00	22,170	1,300	23,470
	150000	15 - Mechanical	500,000.00	0.00	500,000.00	87,800.00	16,840.00	0.00	103,640.00	10,364.00	93,276.00	21%	79,020.00	14,256.00	408,724.00	8,780	1,584	10,364
	180000	18 - Electrical	9,300,000.00	0.00	9,300,000.00	367,800.00	314,265.00	0.00	671,865.00	67,186.50	604,678.50	11%	327,864.00	232,864.50	5,966,240.50	33,789	31,430	67,186

Contractor's signed Certification is attached.  
 In tabulations below, amounts are stated in the nearest dollar.  
 Use Column I on Contracts where variable retainage for the items may apply.

Application Date: 005-1878  
 To: 01/21/11  
 Project No: 2032

FC-REF#	FORC COST CODE (IF APPLICABLE)	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	PREVIOUS APPLICATION	CURRENT APPLICATION	STORED MATERIALS (net in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (F and P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (I+J)	LESS PREVIOUS PAYMENTS For PAYMENT	NET PAYMENT DUE THIS APPLICATION (K-L)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION FROM PRIOR PERIOD	RETENTION THIS PERIOD (P-H)	RETENTION TO DATE
			A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P

# CHANGE ORDERS

FC-REF#	FORC COST CODE (IF APPLICABLE)	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	PREVIOUS APPLICATION	CURRENT APPLICATION	STORED MATERIALS (net in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (F and P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (I+J)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (K-L)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION FROM PRIOR PERIOD	RETENTION THIS PERIOD (P-H)	RETENTION TO DATE
			A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
FC-001			400,000.00		400,000.00	386,718.00	0.00	0.00	386,718.00	0.00	386,718.00	87%	386,718.00	0.00	13,282.00	0	0	0
FC-002			1,425,000.00		1,425,000.00	912,500.00	0.00	0.00	912,500.00	0.00	912,500.00	84%	912,500.00	0.00	512,500.00	91,250	0	91,250
FC-003			107,745.00		107,745.00	107,745.00	0.00	0.00	107,745.00	0.00	107,745.00	100%	107,745.00	0.00	0.00	10,775	0	10,775
FC-004			46,428.00		46,428.00	46,428.00	0.00	0.00	46,428.00	0.00	46,428.00	100%	46,428.00	0.00	0.00	4,643	0	4,643
FC-005			18,666.00		18,666.00	18,666.00	0.00	0.00	18,666.00	0.00	18,666.00	100%	18,666.00	0.00	0.00	1,867	0	1,867
FC-006			2,124.00		2,124.00	2,124.00	0.00	0.00	2,124.00	0.00	2,124.00	100%	2,124.00	0.00	0.00	212	0	212
FC-007			12,740.00		12,740.00	12,740.00	0.00	0.00	12,740.00	0.00	12,740.00	100%	12,740.00	0.00	0.00	1,274	0	1,274
FC-008			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-009			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-010			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-011			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-012			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-013			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-014			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-015			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-016			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-017			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0
FC-018			0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0	0	0

LINE	FCR COST CODE (IF APPLICABLE)	Trade Code	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (net in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not F)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS CERTIFICATES FOR PAYMENT K	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP. INCL. RETENTION (J-L)	RETENTION TO DATE	RETENTION THIS PERIOD (M-N)	RETENTION TO DATE
<b>North Work</b>																			
			Demolition & Excavation	779,000.00		779,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	779,000.00			
010001			Shedding	48,000.00		48,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	48,000.00			
010001			Concrete	862,000.00		862,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	862,000.00			
010001			Welding	125,000.00		125,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	125,000.00			
010001			Grading	67,500.00		67,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	67,500.00			
			<b>North Work Subtotal</b>	<b>1,881,500.00</b>	<b>0.00</b>	<b>1,881,500.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0%</b>	<b>0.00</b>	<b>0.00</b>	<b>1,881,500.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>South Work</b>																			
010001			Demolition & Excavation	621,000.00		621,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	621,000.00			
010001			Shedding	52,000.00		52,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	52,000.00			
010001			Concrete	438,000.00		438,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	438,000.00			
010001			Welding	36,000.00		36,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	36,000.00			
010001			Grading	72,500.00		72,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	72,500.00			
			<b>South Work Subtotal</b>	<b>1,119,500.00</b>	<b>0.00</b>	<b>1,119,500.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0%</b>	<b>0.00</b>	<b>0.00</b>	<b>1,119,500.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
			<b>Total North &amp; South</b>	<b>2,999,000.00</b>	<b>0.00</b>	<b>2,999,000.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0%</b>	<b>0.00</b>	<b>0.00</b>	<b>2,999,000.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>East Control Area</b>																			
			Engineering	300,000.00		300,000.00	225,000.00	30,000.00	0.00	255,000.00	25,500.00	255,000.00	85%	270,500.00	27,000.00	70,500.00	25,500	3,000	25,500
010010			Submittals	300,000.00		300,000.00	160,000.00	30,000.00	0.00	210,000.00	21,000.00	180,000.00	70%	182,000.00	27,000.00	11,000.00	18,000	3,000	21,000
010010			JCSI Mobilization	150,000.00		150,000.00	150,000.00	0.00	0.00	150,000.00	15,000.00	135,000.00	100%	135,000.00	0.00	15,000.00	15,000	0	15,000
010010			Material Site	100,000.00		100,000.00	25,000.00	0.00	0.00	30,000.00	3,000.00	27,000.00	30%	22,500.00	4,500.00	75,000.00	2,500	500	3,000
010010			Field Office	140,000.00		140,000.00	35,000.00	7,000.00	0.00	42,000.00	4,200.00	37,800.00	30%	31,600.00	6,400.00	102,200.00	1,100	700	4,200
010010			Scheduling	25,000.00		25,000.00	11,250.00	1,250.00	0.00	12,500.00	1,250.00	11,250.00	50%	10,125.00	2,375.00	13,750.00	1,125	125	1,250
010010			Quality Control	80,000.00		80,000.00	30,000.00	4,000.00	0.00	34,000.00	2,400.00	31,600.00	30%	28,200.00	3,400.00	58,400.00	2,400	400	2,800
010010			Safety Management	200,000.00		200,000.00	50,000.00	10,000.00	0.00	60,000.00	6,000.00	54,000.00	30%	48,000.00	6,000.00	148,000.00	5,000	1,000	6,000
010010			Construction Fencing & Barriers	300,000.00		300,000.00	300,000.00	0.00	0.00	300,000.00	30,000.00	270,000.00	100%	270,000.00	0.00	30,000.00	30,000	0	30,000
010010			As-Built	100,000.00		100,000.00	100,000.00	0.00	0.00	100,000.00	10,000.00	90,000.00	100%	90,000.00	0.00	10,000.00	10,000	0	10,000
010010			MPF	25,000.00		25,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	25,000.00	0	0	0
010010			Program Photo's	6,000.00		6,000.00	600.00	0.00	0.00	600.00	120.00	480.00	80%	540.00	60.00	4,400.00	40	60	120
010010			Demolition	20,000.00		20,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	20,000.00	0	0	0
			<b>East Control Area Subtotal</b>	<b>1,745,000.00</b>	<b>0.00</b>	<b>1,745,000.00</b>	<b>1,085,650.00</b>	<b>67,000.00</b>	<b>0.00</b>	<b>1,152,650.00</b>	<b>112,650.00</b>	<b>1,040,000.00</b>	<b>88%</b>	<b>967,150.00</b>	<b>177,850.00</b>	<b>677,150.00</b>	<b>112,650</b>	<b>3,060</b>	<b>112,650</b>
			<b>Total East Control Area</b>	<b>1,745,000.00</b>	<b>0.00</b>	<b>1,745,000.00</b>	<b>1,085,650.00</b>	<b>67,000.00</b>	<b>0.00</b>	<b>1,152,650.00</b>	<b>112,650.00</b>	<b>1,040,000.00</b>	<b>88%</b>	<b>967,150.00</b>	<b>177,850.00</b>	<b>677,150.00</b>	<b>112,650</b>	<b>3,060</b>	<b>112,650</b>



FORC COST CODE (IF APPLICABLE)	TRADE CODE	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (net in 0 or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if col F)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS Certificates For PAYMENT	NET PAYMENT DUE THIS APPLICATION (J-K)	BALANCE TO COMP. INCL. RETENTION (C-I)	RETENTION TO DATE	RETENTION Held / Released THIS PERIOD (P-Q)	RETENTION DATE
			A	B	C	G	E	F	G	H	I	J	K	L	M	P	Q	P
<b>02 - Shoring</b>																		
020000		Temporary Deck - Preliminary Beam	200,000.00		200,000.00	180,000.00	10,000.00	0.00	180,000.00	20,000.00	180,000.00	100%	171,000.00	9,000.00	20,000.00	18,000.00	1,000.00	20,000.00
020000		Temporary Deck - Steel Bracing	600,000.00		600,000.00	550,000.00	50,000.00	0.00	550,000.00	60,000.00	540,000.00	100%	495,000.00	45,000.00	60,000.00	55,000.00	5,000.00	60,000.00
020000		Temporary Deck - Precast Deck Panels	250,000.00		250,000.00	175,000.00	75,000.00	0.00	175,000.00	24,000.00	216,000.00	86%	157,500.00	58,500.00	34,000.00	17,500.00	4,500.00	24,000.00
020000		Road Removal	250,000.00		250,000.00	225,000.00	25,000.00	0.00	225,000.00	24,000.00	216,000.00	86%	202,500.00	13,500.00	34,000.00	22,500.00	1,500.00	24,000.00
020000		Road Restoration	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Site Clearing	50,000.00		50,000.00	50,000.00	0.00	0.00	50,000.00	5,000.00	45,000.00	100%	45,000.00	0.00	5,000.00	5,000.00	0.00	5,000.00
020000		Expose TA Road Structure	50,000.00		50,000.00	0.00	0.00	0.00	0.00	5,000.00	45,000.00	100%	45,000.00	0.00	5,000.00	5,000.00	0.00	5,000.00
020000		General Excavation	600,000.00		600,000.00	480,000.00	120,000.00	0.00	480,000.00	54,000.00	426,000.00	71%	412,500.00	54,000.00	74,000.00	48,000.00	6,000.00	54,000.00
020000		Soil Disposal	400,000.00		400,000.00	320,000.00	80,000.00	0.00	320,000.00	36,000.00	284,000.00	71%	288,000.00	36,000.00	76,000.00	32,000.00	4,000.00	36,000.00
020000		Shoring	700,000.00		700,000.00	560,000.00	140,000.00	0.00	560,000.00	70,000.00	630,000.00	100%	564,000.00	36,000.00	70,000.00	66,000.00	14,000.00	70,000.00
020000		Structure Bracing	1,000,000.00		1,000,000.00	750,000.00	250,000.00	0.00	750,000.00	80,000.00	810,000.00	75%	675,000.00	155,000.00	160,000.00	75,000.00	15,000.00	80,000.00
020000		Underpinning - Signal Room	900,000.00		900,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Underpinning - Signal Room	120,000.00		120,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Underpinning - Signal Room	160,000.00		160,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Underpinning - Signal Room	40,000.00		40,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Underpinning - Signal Room	300,000.00		300,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Underpinning - Control Area	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
020000		Underpinning - RTT	1,600,000.00		1,600,000.00	150,000.00	1,450,000.00	0.00	150,000.00	30,000.00	180,000.00	100%	135,000.00	15,000.00	30,000.00	15,000.00	0.00	30,000.00
020000		Shoring - RTT	300,000.00		300,000.00	250,000.00	50,000.00	0.00	250,000.00	2,000.00	252,000.00	7%	18,000.00	2,000.00	2,000.00	2,000.00	0.00	2,000.00
020000		Southbound Underpinning - RTT	400,000.00		400,000.00	100,000.00	300,000.00	0.00	100,000.00	20,000.00	120,000.00	25%	80,000.00	40,000.00	20,000.00	10,000.00	10,000.00	20,000.00
020000		Demolition - BMF	2,400,000.00		2,400,000.00	1,800,000.00	600,000.00	0.00	1,800,000.00	216,000.00	1,844,000.00	75%	1,623,000.00	324,000.00	468,000.00	160,000.00	36,000.00	216,000.00
020000		Shoring - BMF	200,000.00		200,000.00	80,000.00	120,000.00	0.00	80,000.00	8,000.00	72,000.00	40%	72,000.00	0.00	8,000.00	8,000.00	0.00	8,000.00
020000		Calson Work	100,000.00		100,000.00	100,000.00	0.00	0.00	100,000.00	10,000.00	90,000.00	100%	90,000.00	0.00	10,000.00	10,000.00	0.00	10,000.00
020000		Calson Load Test	150,000.00		150,000.00	150,000.00	0.00	0.00	150,000.00	15,000.00	135,000.00	100%	135,000.00	0.00	15,000.00	15,000.00	0.00	15,000.00
020000		Calson Installation	2,300,000.00		2,300,000.00	2,165,000.00	135,000.00	0.00	2,165,000.00	270,000.00	2,075,000.00	100%	1,986,500.00	103,500.00	270,000.00	216,500.00	11,500.00	270,000.00
020000		Calson Mobilization	100,000.00		100,000.00	100,000.00	0.00	0.00	100,000.00	10,000.00	90,000.00	100%	90,000.00	0.00	10,000.00	10,000.00	0.00	10,000.00
<b>02 - Shoring Total</b>																		
			13,133,000.00	3,300.00	13,136,300.00	10,550,000.00	1,254,000.00	0.00	11,804,000.00	2,543,000.00	9,261,000.00	78%	8,227,500.00	1,478,500.00	1,478,500.00	4,000,500.00	117,500.00	4,118,000.00
<b>03 - Concrete</b>																		
030000		BMF	500,000.00		500,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Pile Caps - Retain	200,000.00		200,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Pile Caps - Formwork	200,000.00		200,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Pile Caps - Concrete	200,000.00		200,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Mat Slab - Retain	250,000.00		250,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Mat Slab - Formwork	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Mat Slab - Concrete	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Excavator Elevator Pile-Retain	30,000.00		30,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Excavator Elevator Pile-Formwork	60,000.00		60,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Excavator Elevator Pile-Concrete	30,000.00		30,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Walls - Retain	300,000.00		300,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Walls - Formwork	450,000.00		450,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00
030000		Walls - Concrete	200,000.00		200,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0.00	0.00	0.00

CH	FORC COST CODE (IF APPLICABLE)	Trade Code	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (not in B or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not F)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS CERTIFICATES FOR PAYMENT	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP. INCL. RETENTION (C-L)	RETENTION TO DATE	RETENTION YEAR/PERIOD (P-Q)	RETENTION TO DATE
		033000	Arch Slab Roof-Rebar	350,000.00		350,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	350,000.00			
		033000	Arch Slab Roof-Formwork	1,450,000.00		1,450,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	1,450,000.00			
		033000	Arch Slab Roof-Concrete	400,000.00		400,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	400,000.00			
		033000	Arch Slab Roof-Strip Forms	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Slab	350,000.00		350,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	350,000.00			
		033000	Waterproof & Protection-Sub	300,000.00		300,000.00	0.00	135,000.00	0.00	135,000.00	13,500.00	121,500.00	45%	0.00	121,500.00	178,500.00		13,500	
		033000	Waterproof & Protection-Walls	500,000.00		500,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	500,000.00			
		033000	Waterproof & Protection-Roof	300,000.00		300,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	300,000.00			
		033000	Pls Caps-Rebar	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	80,000.00			
		033000	Pls Caps-Formwork	40,000.00		40,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	40,000.00			
		033000	Pls Caps-Concrete	30,000.00		30,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	30,000.00			
		033000	Mer Slab-Rebar	250,000.00		250,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	250,000.00			
		033000	Mer Slab-Formwork	70,000.00		70,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	70,000.00			
		033000	Mer Slab-Concrete	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	80,000.00			
		033000	Erector Pls-Rebar	30,000.00		30,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	30,000.00			
		033000	Erector Pls-Formwork	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	80,000.00			
		033000	Erector Pls-Concrete	40,000.00		40,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	40,000.00			
		033000	Walls-Rebar	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	150,000.00			
		033000	Walls-Formwork	200,000.00		200,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	200,000.00			
		033000	Walls-Concrete	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	150,000.00			
		033000	Arch Slab Roof-Rebar	160,000.00		160,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	160,000.00			
		033000	Arch Slab Roof-Formwork	440,000.00		440,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	440,000.00			
		033000	Arch Slab Roof-Concrete	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Arch Slab Roof-Strip Forms	50,000.00		50,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	50,000.00			
		033000	Waterproof & Protection-Sub	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Waterproof & Protection-Walls	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	150,000.00			
		033000	Waterproof & Protection-Roof	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Misc. Concrete Slabs, Walls & Passageways																
		033000	Southbound Pedform Slab (C-305)	800,000.00		800,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	800,000.00			
		033000	BMT Lane Slab (C-402)	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	IFT Center Slab	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Pls & Pls	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Arch Slab Roof-Rebar	350,000.00		350,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	350,000.00			
		033000	Arch Slab Roof-Formwork	1,450,000.00		1,450,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	1,450,000.00			
		033000	Arch Slab Roof-Concrete	400,000.00		400,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	400,000.00			
		033000	Arch Slab Roof-Strip Forms	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Slab	350,000.00		350,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	350,000.00			
		033000	Waterproof & Protection-Sub	300,000.00		300,000.00	0.00	135,000.00	0.00	135,000.00	13,500.00	121,500.00	45%	0.00	121,500.00	178,500.00		13,500	
		033000	Waterproof & Protection-Walls	500,000.00		500,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	500,000.00			
		033000	Waterproof & Protection-Roof	300,000.00		300,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	300,000.00			
		033000	Pls Caps-Rebar	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	80,000.00			
		033000	Pls Caps-Formwork	40,000.00		40,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	40,000.00			
		033000	Pls Caps-Concrete	30,000.00		30,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	30,000.00			
		033000	Mer Slab-Rebar	250,000.00		250,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	250,000.00			
		033000	Mer Slab-Formwork	70,000.00		70,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	70,000.00			
		033000	Mer Slab-Concrete	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	80,000.00			
		033000	Erector Pls-Rebar	30,000.00		30,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	30,000.00			
		033000	Erector Pls-Formwork	80,000.00		80,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	80,000.00			
		033000	Erector Pls-Concrete	40,000.00		40,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	40,000.00			
		033000	Walls-Rebar	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	150,000.00			
		033000	Walls-Formwork	200,000.00		200,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	200,000.00			
		033000	Walls-Concrete	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	150,000.00			
		033000	Arch Slab Roof-Rebar	160,000.00		160,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	160,000.00			
		033000	Arch Slab Roof-Formwork	440,000.00		440,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	440,000.00			
		033000	Arch Slab Roof-Concrete	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Arch Slab Roof-Strip Forms	50,000.00		50,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	50,000.00			
		033000	Waterproof & Protection-Sub	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Waterproof & Protection-Walls	150,000.00		150,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	150,000.00			
		033000	Waterproof & Protection-Roof	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Misc. Concrete Slabs, Walls & Passageways																
		033000	Southbound Pedform Slab (C-305)	800,000.00		800,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	800,000.00			
		033000	BMT Lane Slab (C-402)	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	IFT Center Slab	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Pls & Pls	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Arch Slab Roof-Rebar	350,000.00		350,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	350,000.00			
		033000	Arch Slab Roof-Formwork	1,450,000.00		1,450,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	1,450,000.00			
		033000	Arch Slab Roof-Concrete	400,000.00		400,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	400,000.00			
		033000	Arch Slab Roof-Strip Forms	100,000.00		100,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	100,000.00			
		033000	Slab	350,000.00		350,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	350,000.00			
		033000	Waterproof & Protection-Sub	300,000.00		300,000.00	0.00	135,000.00	0.00	135,000.00									





LINE	FORC	FORC COST CODE (IF APPLICABLE)	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (net in D or B)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if cal P)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS Certificates For PAYMENT K	NET PAYMENT DUE THIS APPLICATION (J-K)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION TO THIS PERIOD (P-N)	RETENTION TO DATE
				A	B	C	G	E	F	G	H	I	J	K	L	M	P	Q	P
090000			Painting	200,000.00		200,000.00	0.00	20,000.00	0.00	20,000.00	2,000.00	18,000.00	10%	0.00	18,000.00	18,000.00		2,000	2,000
090000			Scraping & Prep for Painting	300,000.00		300,000.00	0.00	30,000.00	0.00	30,000.00	3,000.00	27,000.00	10%	0.00	27,000.00	27,000.00		3,000	3,000
090000			Painting Subtotal	500,000.00	0.00	500,000.00	0.00	50,000.00	0.00	50,000.00	5,000.00	45,000.00		0.00	45,000.00	45,000.00		5,000	5,000
			Miscellaneous Furnishings, Signs, etc.																
100040			Hollow Metal Doors	120,000.00		120,000.00	0.00	18,000.00	0.00	18,000.00	1,800.00	16,200.00	15%	0.00	16,200.00	16,200.00		1,800	1,800
100040			Hollow Metal Doors-Hardware	60,000.00		60,000.00	0.00	9,000.00	0.00	9,000.00	900.00	8,100.00	0%	0.00	8,100.00	8,100.00		0	0
100040			Ceiling Grid	40,000.00		40,000.00	0.00	6,000.00	0.00	6,000.00	600.00	5,400.00	0%	0.00	5,400.00	5,400.00		0	0
100040			Portable Signs	200,000.00		200,000.00	0.00	30,000.00	0.00	30,000.00	3,000.00	27,000.00	0%	0.00	27,000.00	27,000.00		0	0
100040			Misc. Ladders, Covers, Hatches, Etc.	60,000.00		60,000.00	0.00	9,000.00	0.00	9,000.00	900.00	8,100.00	0%	0.00	8,100.00	8,100.00		0	0
100040			Star Trucks	100,000.00		100,000.00	0.00	15,000.00	0.00	15,000.00	1,500.00	13,500.00	0%	0.00	13,500.00	13,500.00		0	0
100040			Non T4 Finished Items	300,000.00		300,000.00	0.00	45,000.00	0.00	45,000.00	4,500.00	40,500.00	0%	0.00	40,500.00	40,500.00		0	0
			(Non-Allowance) Subtotal	900,000.00	0.00	900,000.00	0.00	135,000.00	0.00	135,000.00	13,500.00	121,500.00		0.00	121,500.00	121,500.00		13,500	13,500
104500			NCE - Turnstiles (14 @ \$40,000 ea.)	560,000.00		560,000.00	0.00	84,000.00	0.00	84,000.00	8,400.00	75,600.00	0%	0.00	75,600.00	75,600.00		0	0
104500			WVANCE - Agent Operated Gate (1)	50,000.00		50,000.00	0.00	7,500.00	0.00	7,500.00	750.00	6,750.00	0%	0.00	6,750.00	6,750.00		0	0
104500			ALLOWANCE - APAS Gate (1)	50,000.00		50,000.00	0.00	7,500.00	0.00	7,500.00	750.00	6,750.00	0%	0.00	6,750.00	6,750.00		0	0
104500			ALLOWANCE - APAS Control Unit (2)	20,000.00		20,000.00	0.00	3,000.00	0.00	3,000.00	300.00	2,700.00	0%	0.00	2,700.00	2,700.00		0	0
104500			ALLOWANCE - HETZ	100,000.00		100,000.00	0.00	15,000.00	0.00	15,000.00	1,500.00	13,500.00	0%	0.00	13,500.00	13,500.00		0	0
104500			ALLOWANCE - MM (6)	600,000.00		600,000.00	0.00	90,000.00	0.00	90,000.00	9,000.00	81,000.00	0%	0.00	81,000.00	81,000.00		0	0
104500			Joint Depositor at abandoned BMT Ent	25,000.00		25,000.00	0.00	3,750.00	0.00	3,750.00	375.00	3,375.00	0%	0.00	3,375.00	3,375.00		0	0
			(Allowance) Subtotal	1,305,000.00	0.00	1,305,000.00	0.00	195,000.00	0.00	195,000.00	19,500.00	175,500.00		0.00	175,500.00	175,500.00		0	0
			Total Misc Furnishings, Signs, etc Subtotal	2,305,000.00	0.00	2,305,000.00	0.00	350,000.00	0.00	350,000.00	35,000.00	315,000.00		0.00	315,000.00	315,000.00		0	0
			14 - Conveying Systems																
140000			Elevator	500,000.00		500,000.00	0.00	75,000.00	0.00	75,000.00	7,500.00	67,500.00	0%	0.00	67,500.00	67,500.00		0	0
140010			Escalators	1,500,000.00		1,500,000.00	0.00	225,000.00	0.00	225,000.00	22,500.00	202,500.00	0%	0.00	202,500.00	202,500.00		0	0
			14 - Conveying Systems Subtotal	2,000,000.00	0.00	2,000,000.00	0.00	300,000.00	0.00	300,000.00	30,000.00	270,000.00		0.00	270,000.00	270,000.00		0	0
			15 - Mechanical																
150000			Fire Protection																
150000			Mobile	25,000.00		25,000.00	0.00	3,750.00	0.00	3,750.00	375.00	3,375.00	0%	0.00	3,375.00	3,375.00		0	0
150000			Engineering & Submittals	15,000.00		15,000.00	0.00	2,250.00	0.00	2,250.00	225.00	2,025.00	0%	0.00	2,025.00	2,025.00		0	0
150000			Fire Protection Piping & Support	150,000.00		150,000.00	0.00	22,500.00	0.00	22,500.00	2,250.00	20,250.00	0%	0.00	20,250.00	20,250.00		0	0
150000			1"-2 1/2" Sprinkler Piping & Support	200,000.00		200,000.00	0.00	30,000.00	0.00	30,000.00	3,000.00	27,000.00	0%	0.00	27,000.00	27,000.00		0	0
150000			Smoke Connections	75,000.00		75,000.00	0.00	11,250.00	0.00	11,250.00	1,125.00	10,125.00	0%	0.00	10,125.00	10,125.00		0	0
150000			Fire Hose Valves & Cabinet	60,000.00		60,000.00	0.00	9,000.00	0.00	9,000.00	900.00	8,100.00	0%	0.00	8,100.00	8,100.00		0	0
150000			Sprinkler Heads	25,000.00		25,000.00	0.00	3,750.00	0.00	3,750.00	375.00	3,375.00	0%	0.00	3,375.00	3,375.00		0	0
150000			Testing & Start-up	22,500.00		22,500.00	0.00	3,375.00	0.00	3,375.00	337.50	3,037.50	0%	0.00	3,037.50	3,037.50		0	0
			Fire Protection Subtotal	692,500.00	0.00	692,500.00	0.00	103,875.00	0.00	103,875.00	10,387.50	93,487.50		0.00	93,487.50	93,487.50		0	0

LINE	FORC COST CODE (IF APPLICABLE)	TRUCK CODE	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (not in B or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not P)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS CERTIFICATES FOR PAYMENT	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMPT. INCL. RETENTION (C-J)	RETENTION TO DATE	RETENTION TO DATE (P-H)	RETENTION TO DATE
				A	B	C	G	E	F	Q	H	I	J	K	L	M	P	O	P
154000			Plumbing																
154000			Mobile	75,000.00		75,000.00	75,000.00	0.00	0.00	75,000.00	7,500.00	82,500.00	100%	67,500.00	0.00	7,500.00	7,500.00	0	7,500.00
154000			Engineering & Submittals	35,000.00		35,000.00	35,000.00	0.00	0.00	35,000.00	3,500.00	38,500.00	95%	29,825.00	0.00	3,500.00	3,500.00	0	3,500.00
154000			Primary Waste & Vent piping Supports	500,000.00		500,000.00	500,000.00	0.00	0.00	500,000.00	50,000.00	550,000.00	95%	475,000.00	0.00	50,000.00	50,000.00	0	50,000.00
154000			Domestic Water Pipe Supports	400,000.00		400,000.00	400,000.00	0.00	0.00	400,000.00	40,000.00	440,000.00	95%	380,000.00	0.00	40,000.00	40,000.00	0	40,000.00
154000			Electric Water Heaters	30,000.00		30,000.00	30,000.00	0.00	0.00	30,000.00	3,000.00	33,000.00	95%	27,000.00	0.00	3,000.00	3,000.00	0	3,000.00
154000			Plumbing Fixtures	150,000.00		150,000.00	150,000.00	0.00	0.00	150,000.00	15,000.00	165,000.00	95%	135,000.00	0.00	15,000.00	15,000.00	0	15,000.00
154000			Track & Station Drainage piping	120,000.00		120,000.00	120,000.00	0.00	0.00	120,000.00	12,000.00	132,000.00	95%	108,000.00	0.00	12,000.00	12,000.00	0	12,000.00
154000			Pipe Installation	90,000.00		90,000.00	90,000.00	0.00	0.00	90,000.00	9,000.00	99,000.00	95%	81,000.00	0.00	9,000.00	9,000.00	0	9,000.00
154000			Plumbing Disconnects & Cap-offs	135,000.00		135,000.00	135,000.00	0.00	0.00	135,000.00	13,500.00	148,500.00	95%	121,500.00	0.00	13,500.00	13,500.00	0	13,500.00
154000			Testing & Start-up	82,500.00		82,500.00	82,500.00	0.00	0.00	82,500.00	8,250.00	90,750.00	95%	72,525.00	0.00	8,250.00	8,250.00	0	8,250.00
			Plumbing Subtotal	1,807,500.00	0.00	1,807,500.00	221,750.00	15,800.00	0.00	236,550.00	23,655.00	260,205.00	95%	216,545.00	0.00	23,655.00	23,655.00	0	23,655.00
158000			HVAC																
158000			Engineering & Submittals	19,000.00		19,000.00	19,000.00	0.00	0.00	19,000.00	1,900.00	20,900.00	95%	17,010.00	0.00	1,900.00	1,900.00	0	1,900.00
158000			HVAC Disconnects & Cap-Offs	35,000.00		35,000.00	35,000.00	0.00	0.00	35,000.00	3,500.00	38,500.00	95%	32,500.00	0.00	3,500.00	3,500.00	0	3,500.00
158000			Exhaust Fans	37,500.00		37,500.00	37,500.00	0.00	0.00	37,500.00	3,750.00	41,250.00	95%	35,000.00	0.00	3,750.00	3,750.00	0	3,750.00
158000			Electric Baseboard	6,250.00		6,250.00	6,250.00	0.00	0.00	6,250.00	625.00	6,875.00	95%	5,937.50	0.00	625.00	625.00	0	625.00
158000			Electric Thermostats	25,000.00		25,000.00	25,000.00	0.00	0.00	25,000.00	2,500.00	27,500.00	95%	22,500.00	0.00	2,500.00	2,500.00	0	2,500.00
158000			Air Outlets/Dampers/Louver	31,250.00		31,250.00	31,250.00	0.00	0.00	31,250.00	3,125.00	34,375.00	95%	28,250.00	0.00	3,125.00	3,125.00	0	3,125.00
158000			A/C Units	25,000.00		25,000.00	25,000.00	0.00	0.00	25,000.00	2,500.00	27,500.00	95%	22,500.00	0.00	2,500.00	2,500.00	0	2,500.00
158000			Testing & Start-Up	12,500.00		12,500.00	12,500.00	0.00	0.00	12,500.00	1,250.00	13,750.00	95%	11,375.00	0.00	1,250.00	1,250.00	0	1,250.00
			HVAC Subtotal	600,000.00	0.00	600,000.00	87,500.00	16,440.00	0.00	103,940.00	10,394.00	114,334.00	95%	93,940.00	0.00	10,394.00	10,394.00	0	10,394.00
160000			Electrical																
160000			MOBILIZATION	200,000.00		200,000.00	200,000.00	0.00	0.00	200,000.00	20,000.00	220,000.00	95%	180,000.00	0.00	20,000.00	20,000.00	0	20,000.00
160000			PANELS	207,000.00		207,000.00	207,000.00	0.00	0.00	207,000.00	20,700.00	227,700.00	95%	186,000.00	0.00	20,700.00	20,700.00	0	20,700.00
160000			AUTO TRANSFORMER SW	42,000.00		42,000.00	42,000.00	0.00	0.00	42,000.00	4,200.00	46,200.00	95%	37,800.00	0.00	4,200.00	4,200.00	0	4,200.00
160000			TRANSFORMERS	33,000.00		33,000.00	33,000.00	0.00	0.00	33,000.00	3,300.00	36,300.00	95%	30,000.00	0.00	3,300.00	3,300.00	0	3,300.00
160000			SWITCHES	77,000.00		77,000.00	77,000.00	0.00	0.00	77,000.00	7,700.00	84,700.00	95%	70,000.00	0.00	7,700.00	7,700.00	0	7,700.00
160000			LTG FIXTURES	784,000.00		784,000.00	784,000.00	0.00	0.00	784,000.00	78,400.00	862,400.00	95%	705,600.00	0.00	78,400.00	78,400.00	0	78,400.00
160000			4 COMP WIREWAY	165,000.00		165,000.00	165,000.00	0.00	0.00	165,000.00	16,500.00	181,500.00	95%	145,000.00	0.00	16,500.00	16,500.00	0	16,500.00
160000			3" & 4" FS CONDUIT	9,600.00		9,600.00	9,600.00	0.00	0.00	9,600.00	960.00	10,560.00	95%	9,600.00	0.00	960.00	960.00	0	960.00
160000			3" & 4" CONDUIT	14,000.00		14,000.00	14,000.00	0.00	0.00	14,000.00	1,400.00	15,400.00	95%	12,600.00	0.00	1,400.00	1,400.00	0	1,400.00
160000			1 1/2" THRU 2 1/2" COND	127,500.00		127,500.00	127,500.00	0.00	0.00	127,500.00	12,750.00	140,250.00	95%	115,500.00	0.00	12,750.00	12,750.00	0	12,750.00
160000			3/4" & 1" CONDUIT	1,045,000.00		1,045,000.00	1,045,000.00	0.00	0.00	1,045,000.00	104,500.00	1,149,500.00	95%	945,000.00	0.00	104,500.00	104,500.00	0	104,500.00
160000			350 TO 500 MCM CABLE	44,000.00		44,000.00	44,000.00	0.00	0.00	44,000.00	4,400.00	48,400.00	95%	40,000.00	0.00	4,400.00	4,400.00	0	4,400.00
160000			2 TO 40 CABLE	99,000.00		99,000.00	99,000.00	0.00	0.00	99,000.00	9,900.00	108,900.00	95%	90,000.00	0.00	9,900.00	9,900.00	0	9,900.00
160000			8 TO 14 WIRE	450,000.00		450,000.00	450,000.00	0.00	0.00	450,000.00	45,000.00	495,000.00	95%	405,000.00	0.00	45,000.00	45,000.00	0	45,000.00
160000			HEATERS	43,200.00		43,200.00	43,200.00	0.00	0.00	43,200.00	4,320.00	47,520.00	95%	39,600.00	0.00	4,320.00	4,320.00	0	4,320.00
160000			SW & RECEPT	64,500.00		64,500.00	64,500.00	0.00	0.00	64,500.00	6,450.00	70,950.00	95%	61,500.00	0.00	6,450.00	6,450.00	0	6,450.00
160000			CONNECT MISCELLANEOUS	44,000.00		44,000.00	44,000.00	0.00	0.00	44,000.00	4,400.00	48,400.00	95%	40,000.00	0.00	4,400.00	4,400.00	0	4,400.00
160000			TEMP SERVICE	110,000.00		110,000.00	110,000.00	0.00	0.00	110,000.00	11,000.00	121,000.00	95%	100,000.00	0.00	11,000.00	11,000.00	0	11,000.00
160000			TEMP LT & POWER	120,000.00		120,000.00	120,000.00	0.00	0.00	120,000.00	12,000.00	132,000.00	95%	108,000.00	0.00	12,000.00	12,000.00	0	12,000.00
160000			HEAT TRACE SYSTEM	250,000.00		250,000.00	250,000.00	0.00	0.00	250,000.00	25,000.00	275,000.00	95%	225,000.00	0.00	25,000.00	25,000.00	0	25,000.00
160000			AFC WORK	33,000.00		33,000.00	33,000.00	0.00	0.00	33,000.00	3,300.00	36,300.00	95%	30,000.00	0.00	3,300.00	3,300.00	0	3,300.00
160000			TOKEN BOOTH WORK	33,000.00		33,000.00	33,000.00	0.00	0.00	33,000.00	3,300.00	36,300.00	95%	30,000.00	0.00	3,300.00	3,300.00	0	3,300.00
160000			GROUND EIGHT	55,000.00		55,000.00	55,000.00	0.00	0.00	55,000.00	5,500.00	60,500.00	95%	50,000.00	0.00	5,500.00	5,500.00	0	5,500.00
160000			TAGGING	22,000.00		22,000.00	22,000.00	0.00	0.00	22,000.00	2,200.00	24,200.00	95%	19,800.00	0.00	2,200.00	2,200.00	0	2,200.00
160000			REMOVALS	175,000.00		175,000.00	175,000.00	0.00	0.00	175,000.00	17,500.00	192,500.00	95%	155,000.00	0.00	17,500.00	17,500.00	0	17,500.00
160000			ENGROUNDS	110,000.00		110,000.00	110,000.00	0.00	0.00	110,000.00	11,000.00	121,000.00	95%	90,000.00	0.00	11,000.00	11,000.00	0	11,000.00
			AS-BUILT TS	25,000.00		25,000.00	25,000.00	0.00	0.00	25,000.00	2,500.00	27,500.00	95%	20,000.00	0.00	2,500.00	2,500.00	0	2,500.00





CHIEF	FORC	Trade	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (not in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (MD)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION TO THIS PERIOD (P-H)	RETENTION TO DATE
(IF APPLICABLE)	COST CODE	(TBD)		A	B	C	G	E	F	G	H	I	J	K	L	M	P	Q	P

### CHANGE ORDERS - Vent Work

CHIEF	FORC	Trade	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (not in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (MD)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION TO THIS PERIOD (P-H)	RETENTION TO DATE
(IF APPLICABLE)	COST CODE	(TBD)		A	B	C	G	E	F	G	H	I	J	K	L	M	P	Q	P
FC-001		71000	RIP Band	not applicable	400,000.00	400,000.00	385,718.00	0.00	0.00	385,718.00	0.00	385,718.00	97%	385,718.00	0.00	15,282.00	0	0	0
FC-002		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-003		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-004		xxxxxx	MPT Work	not applicable	46,428.00	46,428.00	46,428.00	0.00	0.00	46,428.00	4,642.80	41,785.20	100%	41,785.20	0.00	4,642.80	4,643	0	4,643
FC-005		xxxxxx	Fullmouth Ave MPT	not applicable	19,585.00	19,585.00	19,585.00	0.00	0.00	19,585.00	1,958.50	17,626.50	100%	17,626.50	0.00	1,958.50	1,957	0	1,957
FC-007		xxxxxx	Hydrant Restoration	not applicable	12,740.00	12,740.00	12,740.00	0.00	0.00	12,740.00	1,274.00	11,466.00	100%	11,466.00	0.00	1,274.00	1,274	0	1,274
			TOTAL CHANGE ORDERS	0.00	478,733.00	478,733.00	485,451.00	0.00	0.00	485,451.00	7,873.30	457,577.70		457,577.70	0.00	21,153.30	7,873.30	0.00	7,873.30

### CHANGE ORDERS - Fare Control Area

CHIEF	FORC	Trade	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (not in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (MD)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION TO THIS PERIOD (P-H)	RETENTION TO DATE
(IF APPLICABLE)	COST CODE	(TBD)		A	B	C	G	E	F	G	H	I	J	K	L	M	P	Q	P
FC-001		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-002		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-003		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
			TOTAL CHANGE ORDERS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00

### CHANGE ORDERS - BMT Tunnel Restoration Work

CHIEF	FORC	Trade	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (not in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (if not P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (MD)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION TO THIS PERIOD (P-H)	RETENTION TO DATE
(IF APPLICABLE)	COST CODE	(TBD)		A	B	C	G	E	F	G	H	I	J	K	L	M	P	Q	P
FC-001		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-002		xxxxxx	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-003		xxxxxx	beds Removal from BMT Mazzanini	not applicable	107,745.00	107,745.00	107,745.00	0.00	0.00	107,745.00	10,774.50	96,970.50	100%	96,970.50	0.00	10,774.50	10,775	0	10,775
FC-008		xxxxxx	beds Removal from BMT Mazzanini	not applicable	2,124.00	2,124.00	2,124.00	0.00	0.00	2,124.00	212.40	1,911.60	100%	1,911.60	0.00	212.40	212	0	212
			TOTAL CHANGE ORDERS	0.00	109,869.00	109,869.00	109,869.00	0.00	0.00	109,869.00	10,986.90	98,882.10		98,882.10	0.00	10,986.90	10,986.90	0.00	10,986.90

C-REF	FORC COST CODE (IF APPLICABLE)	Trade Code (TBD)	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (net in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (fr col P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (H/I)	LESS PREVIOUS Certificates For PAYMENT	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP. INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION THIS PERIOD (P-N)	RETENTION TO DATE
				A	B	C	G	E	F	G	H	I	J	K	L	M	P	O	P

# CHANGE ORDERS - IRT Tunnel Restoration Work

C-REF	FORC COST CODE (IF APPLICABLE)	Trade Code (TBD)	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORED MATERIALS (net in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (fr col P)	TOTAL PAYABLE TO DATE (G+H)	% COMP (H/I)	LESS PREVIOUS PAYMENTS	NET PAYMENT DUE THIS APPLICATION (I-K)	BALANCE TO COMP. INCL RETENTION (C-I)	RETENTION TO DATE	RETENTION THIS PERIOD (P-N)	RETENTION TO DATE
				A	B	C	G	E	F	G	H	I	J	K	L	M	P	O	P
FC-001		XXXXXX	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
FC-002		055000	IRT Column and Beam Inspection	not applicable	1,425,000.00	1,425,000.00	912,500.00	0.00	0.00	912,500.00	91,250.00	821,250.00	64%	821,250.00	0.00	603,750.00	91,250	0	91,250
FC-003		XXXXXX	not applicable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%	0.00	0.00	0.00	0	0	0
			TOTAL CHANGE ORDERS	0.00	1,425,000.00	1,425,000.00	912,500.00	0.00	0.00	912,500.00	91,250.00	821,250.00		821,250.00	0.00	603,750.00	91,250.00	0.00	91,250.00
			TOTAL CHANGE ORDERS TO DATE	0.00	2,013,000.00	2,013,000.00	1,487,800.00	0.00	0.00	1,487,800.00	110,110.00	1,377,790.00		1,377,790.00	0.00	838,880.00	110,110.00	0.00	110,110.00
			TOTAL CONTRACT plus COT's SUM TO DATE	80,881,000.00	2,013,000.00	82,894,000.00	13,726,000.00	1,991,480.00	358,710.00	14,479,210.00	1,409,140.70	13,069,069.30	28%	10,953,888.60	2,116,171.50	39,259,536.70	1,174,190.00	238,018.00	1,409,140.70

# MECHANIC'S LIEN WAIVER

Contractor:	John Civetta & Sons, Inc.	Date:	\$02/23/11
Trade:	General Construction	Period Ending:	\$01/31/2011
Project:	Atlantic Yards – Transit Improvements	Contract Price:	\$50,581,000.00
Owner:	Atlantic Rail Yards, LLC	Net Extras & Deductions:	\$2,013,602.00
Site:	Kings County Tax Blocks 1118, 1119 and 1127, and the beds of 5 <sup>th</sup> Avenue, between Flatbush Avenue and Atlantic Avenue, and Pacific Street, between Flatbush Avenue and 6 <sup>th</sup> Avenue.	Adjusted Contract Price:	\$52,594,602.00
		Amount Paid to Date:	\$10,953,890.00
		Amount of Current Payment:	\$2,115,176.00

STATE OF NEW YORK )  
 ) ss.  
 COUNTY OF Bronx )

THE UNDERSIGNED, as authorized representative of Contractor, (1) acknowledges receipt of payments equal to the sum described above as "Amount Paid to Date", (2) to the extent of such payments, and the sum set forth above as the "Amount of Current Payment", waives and releases any claim which it may now or hereafter have upon the land and improvements located at the "Site" described above, (3) that the "Amount Paid to Date", plus the "Amount of Current Payment", represents the current amount due in accordance with Contractor's Agreement for work completed, and (4) warrants that it has not and will not assign any claims for payment or right to perfect a lien against such land and improvements and warrants that it has the right to execute this waiver and release. The Contractor represents that the adjusted Contract Price set forth above is inclusive of all additional work performed or additional costs incurred under the Agreement as of the date of this Lien Waiver.

In consideration of the amounts and sums previously received and the Current Payment, Contractor hereby waives, releases and relinquishes any and all claims, rights or causes of action whatsoever, in equity or law, arising out of, through or under the above mentioned Agreement and the performance of Work pursuant thereto, up to and including the date of this Lien Waiver.

THE UNDERSIGNED Contractor further warrants that (1) all workmen employed by it or its subcontractors on this Project have been fully paid to the date hereof, (2) all materialmen from whom the undersigned or its subcontractors purchased materials used in the Project have been paid for materials delivered on or prior to the date hereof, (3) none of such workmen and materialmen has any claim or demand or right of lien against the land and improvements described above, and (4) stipulates that he is an authorized officer with full power to execute this Lien Waiver.

THE UNDERSIGNED agrees that the "Owner" described above, the Brooklyn Arena Local Development Corporation, the New York State Urban Development Corporation d/b/a Empire State Development Corporation, and any title insurer or other entity may rely upon this Lien Waiver.

WITNESS the signature and seal of the undersigned as of this 23th day of February, 2010.



JOHN CIVETTA & SONS, INC.

By:

Name: John Civetta Jr.

Title: Corporate Secretary

Sworn to before me this  
23th day of February 2010.

*Stefanie Gatti*  
 Notary Public

STEFANIE GATTI  
 Notary Public, State of New York  
 No. 02GA0222310  
 Qualified in New York County  
 Commission Expires May 24, 2014

### **REQUISITION FOR PAYMENT**

TO: The Bank of New York Mellon, a New York banking corporation, as Bond Trustee under the PILOT Indenture described below (the "**Bond Trustee**").

FROM: Merritt & Harris ("**Construction Monitor**").

RE: Master PILOT Indenture of Trust, between Brooklyn Arena Local Development Corporation (the "Agency") and the Bond Trustee, dated as of December 1, 2009 (the "**PILOT Indenture**"), with respect to the financing of a project (the "**Project**") as defined in the PILOT Indenture.

REQUISITION NO.: 10

AMOUNT OF DRAW REQUESTED: \$ 13,489,655.00

DATE: February 23, 2011.

This Requisition for Payment (this "**Requisition**") is submitted by the Construction Monitor to the Bond Trustee pursuant to the requirements of Section 4.02 and Section 5.02(c) of the PILOT Indenture in order to induce the Bond Trustee to approve the requested disbursement of funds (a "**Bond Proceeds Draw**") from the Senior PILOT Bonds Construction and Acquisition Account of the PILOT Bonds Project Fund established under the PILOT Indenture and pursuant to the requirements of Section 2.13 of the First Supplemental PILOT Indenture in order to induce the Bond Trustee to approve the requested disbursement of funds (a "**Additional Rent Draw**") from the Series 2009 Additional Rent Account of the PILOT Bonds Project Fund established under the First Supplemental PILOT Indenture. All capitalized terms used herein which are not otherwise specifically defined shall have the same meanings herein as in the PILOT Indenture and the First Supplemental PILOT Indenture.

(a) The Construction Monitor hereby requests that the Bond Trustee approve a Draw for \$ 13,489,655.00. \$ 13,489,655.00 of the Draw will be an Additional Rent Draw and \$ 0.00 of the Draw will be a Bond Proceeds Draw. Details of the requested Draw are set forth on Exhibit A attached hereto.

(b) The Draw of \$ 13,489,655.00 requested hereby, when added to all prior Draws in the aggregate amount of \$ 92,506,219.68, will result in aggregate Draws of \$ 105,995,874.68. The Additional Rent Draw of \$ 13,489,655.00 requested hereby, when added to all prior Additional Rent Draws in the aggregate amount of \$ 92,506,219.68, will result in aggregate Additional Rent Draws of \$ 105,995,874.68. The Bond Proceeds Draw of \$ 0.00 requested hereby, when added to all prior Bond Proceeds Draws in the aggregate amount of \$ 0.00, will result in aggregate Bond Proceeds Draws of \$ 0.00.



(c) The Construction Monitor hereby certifies that:

(i) Each of the Construction Agreements, or substitute construction agreements (including, but not limited to, the Guaranty to the Arena Lease Agreement (the "Guaranty") to the extent the Guarantor is performing Guaranteed Work pursuant to the Guaranty), is in full force and effect on the date hereof and have not been modified or amended, except as permitted by the terms thereof. Except for notices, if any, relating to matters which have been cured or waived, or except as may be stated on Exhibit B attached hereto, the Construction Monitor has no knowledge of receipt by the Company nor has the Construction Monitor received any notice of default from a Contractor under the Construction Agreements or such substitute construction agreement.

(ii) Except as may be stated on Exhibit B attached hereto, construction of the Project has been performed to date substantially in accordance with the requirements of the Construction Agreements or substitute construction agreements (including, but not limited to, the Guaranty).

(iii) Except as may be stated on Exhibit C attached hereto, all permits required to construct the Project at this stage of construction have been issued and are in full force and effect, and the Construction Monitor has no notice or knowledge as of the date hereof of any actions pending to revoke any of such permits.

(iv) This Requisition is for costs that constitute Project Costs and that have not been the basis of any prior Requisition for Payment from the PILOT Bonds Project Fund, including without limitation the Series 2009 Additional Rent Account therein. This Requisition contains no items representing payment on account of any amounts not yet required or otherwise not permitted to be paid as of the date hereof.

(v) To the best of the Construction Monitor's knowledge, except as may be stated in Exhibit D attached hereto, (a) construction of the Project is proceeding on Schedule and (b) Substantial Completion of the Project will occur by the Scheduled Completion Date.

(vi) To the best of the Construction Monitor's knowledge, the Construction Monitor has no reason to believe that the funds needed to achieve Substantial Completion of the Project will exceed the amounts available under the PILOT Indenture.

(vii) To the best of the Construction Monitor's knowledge, the Construction Monitor has no reason to believe that the funds needed to achieve Substantial Completion of the Infrastructure Improvements will exceed the amounts available under the Trust Agreement.

(viii) The proceeds of all prior Draws have been expended solely for the purposes for which they were requisitioned.

(ix) No event or discovery has occurred which would give rise to the right of the Company to terminate the Lease Agreement in accordance with the provisions of

Section 16.2(a) thereof and no Hazardous Materials notice has been delivered in accordance with such Section.

(x) The items of cost set forth on Exhibit A attached hereto are correct and proper under Section 5.02(c) of this Master PILOT Indenture and each such item has been properly paid or incurred as an item of Project Cost.

(xi) Except as otherwise permitted in the Tax Certificate, no item of cost set forth on Exhibit A attached hereto was incurred or paid prior to NA.

(xii) The payees and amounts stated in Exhibit A attached hereto are true and correct and each item of cost so stated is due and owing.

(xiii) It has no knowledge of any vendor's lien, mechanic's lien or security interest which should be satisfied or discharged before the payment herein requested is made or which will not be discharged by such payment.

(xiv) Each item of cost set forth in Exhibit A attached hereto is consistent in all material respects with the Tax Certificate.

(xv) To the extent a payment herein requested is a reimbursement to the Company for costs or expenses of the Company incurred by reason of work performed or supervised by officers or employees of the Company, such officers or employees were specifically employed for such purpose and the amount to be paid does not exceed the actual cost thereof to the Company and such costs or expenses will be treated by the Company on its books as a capital expenditure in conformity with generally accepted accounting principles applied on a consistent basis.

(xx) Each item of cost for which payment is herein requested is chargeable to the capital account of the Project for Federal income tax purposes, or would be so chargeable either with an election by the Company or but for the election of the Company to deduct the amount of such item.

(xxi) (A) No Default or Event of Default has occurred and is continuing under the Bond Documents or the Lease Documents nor any condition, event or act which, with notice or lapse of time or both would constitute such a Default or Event of Default or (B) the Guarantor is performing Guaranteed Work pursuant to the Guaranty.

(xxii) Each condition precedent to the PILOT Bond Trustee's obligation to approve the requested Draw, including all applicable conditions in Section 5.02(c) of the PILOT Indenture and Section 2.13 of the First Supplemental, has been satisfied.

(xxiii) There have been no material Change Orders other than those permitted by the Construction Management Agreement.

(xxiv) Attached is a true and complete copy of the approved Project Budget. Moneys and/or Additional Rent Account Credit Facilities on deposit in the PILOT

Bonds Project Fund, including the Series 2009 Additional Rent Account therein, are sufficient to pay the amounts set forth in the approved Project Budget attached as **Exhibit E** hereto.

(xxv) This Requisition constitutes the representation and warranty that the information set forth in this. Requisition is true, accurate and complete in all material respects.

(xxvi) The Construction Monitor has been provided with and approved (a) a complete schedule of bills or invoices supporting such requisition (stamped "paid" if reimbursement is to be made to the Company) or other evidence reasonably satisfactory to the PILOT Bond Trustee including evidence that the bill, invoice or other evidence was not incurred or paid on a date prior to September 11, 2009 except as otherwise provided by the Tax Certificate, (b) a partial waiver of lien from any contractor which is being paid from any disbursement and (c) evidence that any vendor's lien, mechanic's lien or security interest, recorded in the lien book maintained by the Trustee, which will not be discharged by such payment, has been either (i) resolved (or will be resolved) in accordance with the Resolution Notice; (ii) bonded or otherwise discharged; or (iii) secured by an undertaking, the form of which has been certified by the Company as being in accordance with the applicable requirements of the Lease Agreement and satisfactory to LDC; provided that no such evidence shall be required if the Series 2009 PILOT Bonds Construction and Acquisition Subaccount in the Senior PILOT Bonds Construction and Acquisition Account of the PILOT Bonds Project Fund Series and the 2009 Additional Rent Account in the PILOT Bonds Project Fund contain in the aggregate at least 110% of the amount of all vendor's liens, mechanic's liens or security interests recorded in the lien book maintained by the Trustee that have not otherwise been bonded, secured or discharged.

This Requisition and the accompanying supporting documentation are submitted to the Bond Trustee for the purpose of inducing the PILOT Bond Trustee to approve the Draw, and the Construction Monitor intends that the PILOT Bond Trustee shall be entitled to rely upon each of the same as being true, accurate and complete in all material respects.

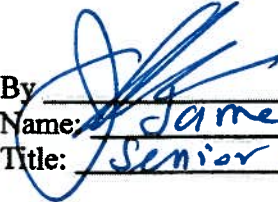
(d) If this Requisition is approved for payment and all other conditions precedent to the PILOT Bond Trustee's obligation to make the Draw are satisfied, please disburse the Draw on \_\_\_\_\_ 2011, as follows:

(i) **\$ 13,489,655.00** by wire transfer to:

<b>Bank Name:</b>	<b>JPMorgan Chase Bank</b>
<b>ABA #</b>	<b>021000021</b>
<b>Account Name:</b>	<b>Brooklyn Events Center, LLC</b>
<b>Account Number:</b>	<b>837 489 632</b>

IN WITNESS WHEREOF, the Construction Monitor has caused this Requisition to be  
duly executed as of March 3, 2011.

Merritt & Harris, Inc  
As Construction Monitor

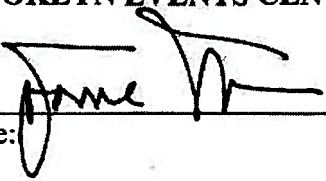
By   
Name: James G. Cockner  
Title: Senior Associate

**ACKNOWLEDGED BY:**

**THE BANK OF NEW YORK MELLON**

By \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**BROOKLYN EVENTS CENTER, LLC**

By   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**Exhibit A to Requisition for Payment**

Details of the requested Draw:

**SEE ATTACHED**

**Exhibit B to Requisition for Payment**

Description of notices from the Contractor: **None**

Description of variances:

**Exhibit C to Requisition for Payment**

Description of actions pending to revoke permits: None

**Exhibit D to Requisition for Payment**

Description of construction delays and/or cost overruns: **None**



Copy of Approved Budget

**Exhibit E to Requisition for Payment\***

**SEE ATTACHED**

SCHEDULE A TO REQUISITION NO. 10

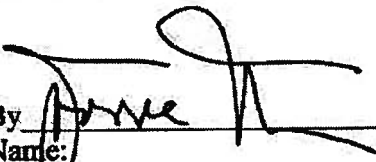
Amount

Payee (with address)

Purpose

Receipt is hereby acknowledged of a payment in the amount of \$ 92,506,219.68 in connection with the submission of the attached Requisition.

BROOKLYN EVENTS CENTER LLC]

By   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Date: \_\_\_\_\_

# OWNER CHANGE ORDER SUMMARY

	Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
40 Budget Transfer from site req to United Fence	\$ 3,147,367.00	\$ -	\$ 478,902,874.00	\$ -
41 Budget Transfer Temps site to MFM Contract	\$ 3,147,367.00	\$ -	\$ 478,902,874.00	\$ -
42 Budget Transfer Temps site to MFM SCO-01	\$ 3,147,367.00	\$ -	\$ 478,902,874.00	\$ -
43 Additional SOE for Con Ed Vault	\$ 3,147,367.00	\$ 21,005.00	\$ 478,923,879.00	\$ 21,005.00
44 Add'l Engineering to Previous SOE Plans	\$ 3,168,372.00	\$ 23,077.00	\$ 478,946,956.00	\$ 23,077.00
45 OT work in prep for Owner Visit	\$ 3,191,449.00	\$ 16,797.00	\$ 478,963,753.00	\$ 16,797.00
46 Budget Tranfr Install of 1st Phase of Crane Pad	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
47 Budget Tranfr EJ Ermco Generator enclosure	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
48 Budget Transfer Laquila PPE Mobil Lot	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
49 Budget Transfer Laquila Lay Down Area Banker	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
50 Budget Transfer United Hoist Ph 2 Sidewalk Br	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
51 FCRC Void Change Order	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
52 Budget Transfer COW GC Mockups	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
53 Temp Bowl Drainage	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
54 ERPLA Duct alternate	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
55 EB Con Ed Vault Rev & Life Safety Evalu	\$ 3,208,246.00	\$ -	\$ 478,963,753.00	\$ -
56 Relocate Con Barriers & Privacy fence	\$ 3,208,246.00	\$ 36,529.00	\$ 479,000,282.00	\$ 36,529.00
57 Concourse Floor Mock-ups	\$ 3,244,775.00	\$ 55,677.00	\$ 479,055,959.00	\$ 55,677.00
58 Laquila Haz Material disposal 8/10/10	\$ 3,300,452.00	\$ 84,922.00	\$ 479,140,881.00	\$ 84,922.00
59 Concourse Flooring Mock-ups	\$ 3,385,374.00	\$ 13,691.00	\$ 479,154,572.00	\$ 13,691.00
60 Exterior Façade Canapy Structural Steel	\$ 3,399,065.00	\$ -	\$ 479,154,572.00	\$ -
61 Structural Steel to support Halo & Lwr Band	\$ 3,399,065.00	\$ 1,369,480.00	\$ 480,524,052.00	\$ 1,369,480.00
62 Credit for Deletion of sauna Tm Locker Rm	\$ 4,768,545.00	\$ (15,000.00)	\$ 480,509,052.00	\$ (15,000.00)
63 Add'l Fixed & COW GC's	\$ 4,753,545.00	\$ 1,307,330.00	\$ 481,816,382.00	\$ 1,307,330.00
64 Budget Trsr Temp power for Field Operations	\$ 6,060,875.00	\$ -	\$ 481,816,382.00	\$ -
65 Reclass Demo Part of United Hoist OCIP to Arena	\$ 6,060,875.00	\$ -	\$ 481,816,382.00	\$ -

\$ 6,060,875.00

FCRC Contract Value \$ 481,816,382.00

CCE \$ 3,839,018.00

Should match contract value on Comb OPA \$ 490,655,400.00

**Number Check - Individual Apps Total Matches Combined App**

	A	B			C	D	E = B+C+D	A-E
	Combined	CCE	Arena	Demo	Environmental	Should match	Total Arena Demo Env. - Combined	Difference s/b \$0
Contract Value GMP	\$ 484,594,525.00		\$ 8,839,018.00	\$ 484,594,525.00	\$ -	\$ -	\$ 484,594,525.00	\$ -
Total Project Cost		\$		\$ 475,755,507.00				\$ -
Change Orders	\$ 6,060,875.00			\$ (2,400,206.00)	\$ 273,624.00	\$ 8,187,457.00	\$ 6,060,875.00	\$ -
New Contract Value	\$ 490,655,400.00	\$	\$ 8,839,018.00	\$ 473,355,301.00	\$ 273,624.00	\$ 8,187,457.00	\$ 490,655,400.00	\$ -
Total Complete	\$ 92,493,364.13	\$	\$ 8,839,018.00	\$ 75,622,669.88	\$ 242,782.00	\$ 7,788,894.25	\$ 92,493,364.13	\$ -
Total Retainage	\$ 5,245,186.00	\$	\$ -	\$ 4,830,502.70	\$ 11,078.00	\$ 403,605.30	\$ 5,245,186.00	\$ -
Total Less Retainage	\$ 87,248,178.13	\$	\$ 8,839,018.00	\$ 70,792,167.18	\$ 231,704.00	\$ 7,385,288.95	\$ 87,248,178.13	\$ -
Previously Billed	\$ 78,211,195.47	\$	\$ 8,839,018.00	\$ 62,446,726.27	\$ 231,704.00	\$ 6,693,747.20	\$ 78,211,195.47	\$ -
Net Due	\$ 9,036,982.66	\$	\$ -	\$ 8,345,440.91	\$ -	\$ 691,541.75	\$ 9,036,982.66	\$ -

**HUNT ARENA**

Period from 01/01/1980 to 02/22/2011

52000: Atlantic Yards  
02/22/2011 11:19:48AM  
Page 12 of 14

Vendor	Job Number	Project Title	Type	Number	Date Entered	Date Approved	Description/Title	Line Item ID - Description	Approved Contracts	Approved Change Orders	Revised Contracts	Pending Contracts	Pending Change Orders
Hunt Construction Group, Inc. (HUNCON)	Change Order			00001653-CR0019	12/20/10	01/19/11	AL-SC08B - Global - Overhead Doors and Loading Dock Equipment	002 - Global - Overhead Doors and Loading Dock Equipment	1,298,000.00	0.00	1,298,000.00	0.00	0.00
				Change Order 00001653-CR0019 Total									
				00001653-CR0020	01/06/11	01/19/11	AL-SC03C - Material Hoist Award - United Hoist and Scaffold	001 - AL-SC-03C - Material Hoist Award - United Hoist and Scaffold	(439,500.00)	0.00	(439,500.00)	0.00	0.00
				00001653-CR0021	01/26/11	01/19/11	AL-SC04C - Material Hoist Award - United Hoist and Scaffold	002 - AL-SC-03C - Material Hoist Award - United Hoist and Scaffold	439,500.00	0.00	439,500.00	0.00	0.00
				Change Order 00001653-CR0020 Total									
				00001653-CR0022	02/10/11	02/10/11	Gypsum Board Assemblies Award - Event Level and Safety Center	001 - Gypsum Board Assemblies - Package 1	0.00	0.00	0.00	0.00	0.00
				00001653-CR0023	02/18/11	02/18/11	SC-09C-GBA Package #2-Component Assembly	001 - SC-09C-GBA Package #2-Component Assembly	0.00	0.00	0.00	0.00	0.00
				Change Order 00001653-CR0022 Total									
				00001653-CR0024	02/18/11	02/18/11	SC-09C-GBA Package #2-Component Assembly	002 - SC-09C-GBA Package #2-Component Assembly	0.00	0.00	0.00	0.00	0.00
				Change Order 00001653-CR0023 Total									
Hunt Construction Group, Inc. (HUNCON)	Change Order			00001653-R0001	07/12/10	07/15/10	Hunt - Re-class Ellerbee Becket Consultants to Single Cost Code	012 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	0.00	0.00	0.00	0.00
				00001653-R0002	07/12/10	07/15/10	010 - Re-class Ellerbee Becket Consultants to Single Cost Code	010 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	4,551,475.00	4,551,475.00	0.00	0.00
				00001653-R0003	07/12/10	07/15/10	008 - Re-class Ellerbee Becket Consultants to Single Cost Code	008 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(910,000.00)	(910,000.00)	0.00	0.00
				00001653-R0004	07/12/10	07/15/10	002 - Re-class Ellerbee Becket Consultants to Single Cost Code	002 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(234,000.00)	(234,000.00)	0.00	0.00
				00001653-R0005	07/12/10	07/15/10	001 - Re-class Ellerbee Becket Consultants to Single Cost Code	001 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(2,250,000.00)	(2,250,000.00)	0.00	0.00
				00001653-R0006	07/12/10	07/15/10	009 - Re-class Ellerbee Becket Consultants to Single Cost Code	009 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(19,000.00)	(19,000.00)	0.00	0.00
				00001653-R0007	07/12/10	07/15/10	011 - Re-class Ellerbee Becket Consultants to Single Cost Code	011 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(38,000.00)	(38,000.00)	0.00	0.00
				00001653-R0008	07/12/10	07/15/10	004 - Re-class Ellerbee Becket Consultants to Single Cost Code	004 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(49,000.00)	(49,000.00)	0.00	0.00
				00001653-R0009	07/12/10	07/15/10	006 - Re-class Ellerbee Becket Consultants to Single Cost Code	006 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(160,000.00)	(160,000.00)	0.00	0.00
				00001653-R0010	07/12/10	07/15/10	003 - Re-class Ellerbee Becket Consultants to Single Cost Code	003 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(33,000.00)	(33,000.00)	0.00	0.00
Hunt Construction Group, Inc. (HUNCON)	Change Order			00001653-R0011	12/16/10	12/16/10	007 - Re-class Ellerbee Becket Consultants to Single Cost Code	007 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(53,475.00)	(53,475.00)	0.00	0.00
				00001653-R0012	12/16/10	12/16/10	005 - Re-class Ellerbee Becket Consultants to Single Cost Code	005 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(245,000.00)	(245,000.00)	0.00	0.00
				00001653-R0013	12/16/10	12/16/10	001 - Re-class Ellerbee Becket Consultants to Single Cost Code	001 - Re-class Ellerbee Becket Consultants to Single Cost Code	0.00	(560,000.00)	(560,000.00)	0.00	0.00
				Change Order 00001653-R0001 Total									
				00001653-R0014	12/16/10	12/16/10	Save for future Use	002 - Save for future Use	0.00	0.00	0.00	0.00	0.00
				00001653-R0015	12/16/10	12/16/10	002 - Save for future Use	002 - Save for future Use	0.00	0.00	0.00	0.00	0.00
				Change Order 00001653-R0003 Total									
				00001653-R0016	12/16/10	12/16/10	Revised Contract 00001653 Total	002 - Save for future Use	0.00	0.00	0.00	0.00	(0.01)
				00001653-R0017	12/16/10	12/16/10	Revised Contract 00001653 Total	002 - Save for future Use	0.00	0.00	0.00	0.00	(0.01)
				Hunt Construction Group, Inc. (HUNCON) Total									
				00001653-R0018	12/16/10	12/16/10	Revised Contract 00001653 Total	002 - Save for future Use	475,755,507.00	(2,011,989.00)	473,743,518.00	0.00	482,626.99
				00001653-R0019	12/16/10	12/16/10	Revised Contract 00001653 Total	002 - Save for future Use	475,755,507.00	(2,011,989.00)	473,743,518.00	0.00	482,626.99

## Transit Connections

Period from 01/01/1980 to 02/24/2011

Vendor										
Job Number	Invoice Number	Project Title	Date Entered	Date Approved	Description/Title	Approved Contracts	Approved Change Orders	Revised Contracts	Pending Contracts	Pending Change Orders
WSP Flack & Kurtz, Inc. (FLAKUR)										
Change Order	2032-0036-00	00001046-0002	01/10/08	02/20/08	JM-MEP Design Scope Revisions	0.00	75,000.00	75,000.00	0.00	0.00
53.0650-F.ME: A&E Consult - Mechanical - F.ME 1 - Transit Control Area						Change Order 00001046-0002 Total				
Change Order	2032-0036-00	00001046-R0001	10/12/07	10/24/07	\$0 Reclass of Flack & Kurtz Reimbursable allocations	0.00	75,000.00	75,000.00	0.00	0.00
53.0256-R.ME: A&E Consult - Travel,Meals,Ent - 1 - Reclass funds to F&K printing reimbursables						0.00				
53.0257-R.ME: A&E Consult - Printing - R.ME 2 - Reclass funds from F & K travel reimbursables						0.00				
Change Order 00001046-R0001 Total						0.00	0.00	0.00	0.00	0.00
Contract	2032-0036-00	00001588	09/08/09	09/30/09	Flack and Kurtz - Design of Transit Improvements - Control Art	180,000.00	90,000.00	270,000.00	0.00	0.00
53.0256-R.ME: A&E Consult - Travel,Meals,Ent - 2 - Design of Transit Improvements - Control Art						1,000.00				
53.0257-R.ME: A&E Consult - Printing - R.ME 3 - Design of Transit Improvements - Control Area-Print Reimburs						2,000.00				
53.0258-R.ME: A&E Consult - Expenses Other - 1 4 - Design of Transit Improvements - Control Area-Other Reimburs						2,000.00				
53.0650-F.ME: A&E Consult - Mechanical - F.ME 1 - Design of Transit Improvements - Control Area						63,300.00				
Contract 00001588 Total						68,300.00	0.00	68,300.00	0.00	0.00
Change Order	2032-0036-00	00001588-0001	04/19/10	05/26/10	Flack & Kurtz - Additional services beyond original scope	0.00	42,250.00	42,250.00	0.00	0.00
53.0650-F.ME: A&E Consult - Mechanical - F.ME 001 - Additional services beyond original scope						0.00				
Change Order	2032-0036-00	00001588-0002	07/20/10	08/23/10	F&K- Transit Improvement Construction Administration Services	0.00	42,250.00	42,250.00	0.00	0.00
53.0650-F.ME: A&E Consult - Mechanical - F.ME 001 - Transit Improvement Construction Administration Services						0.00				
Change Order 00001588-0002 Total						0.00	92,041.00	92,041.00	0.00	0.00
Change Order	2032-0036-00	00001588-0003	10/12/10	11/09/10	F&K - Redesign of Canopy MEP Elements	0.00	92,041.00	92,041.00	0.00	0.00
53.0650-F.ME: A&E Consult - Mechanical - F.ME 001 - Redesign of Canopy MEP Elements						0.00				
Change Order 00001588-0003 Total						0.00	13,260.00	13,260.00	0.00	0.00
Revised Contract 00001588 Total						68,300.00	147,551.00	215,851.00	0.00	0.00
WSP Flack & Kurtz, Inc. (FLAKUR) Total						248,300.00	237,551.00	485,851.00	0.00	0.00
Grand Total						61,022,335.69	4,842,223.48	65,864,559.17	120,699.00	975,546.50

**Hunt Construction Inventory of Stored Material**

**SUMMARY OF MATERIALS IN STORAGE- REQUISITION NO. 1287-013 January 2011**

**PROJECT NAME**

**Barclays Center Arena**  
**Brooklyn, NY**

**GENERAL CONTRACTOR**

**Hunt Construction Group, Inc.**

**MATERIALS LOCATED AT :**

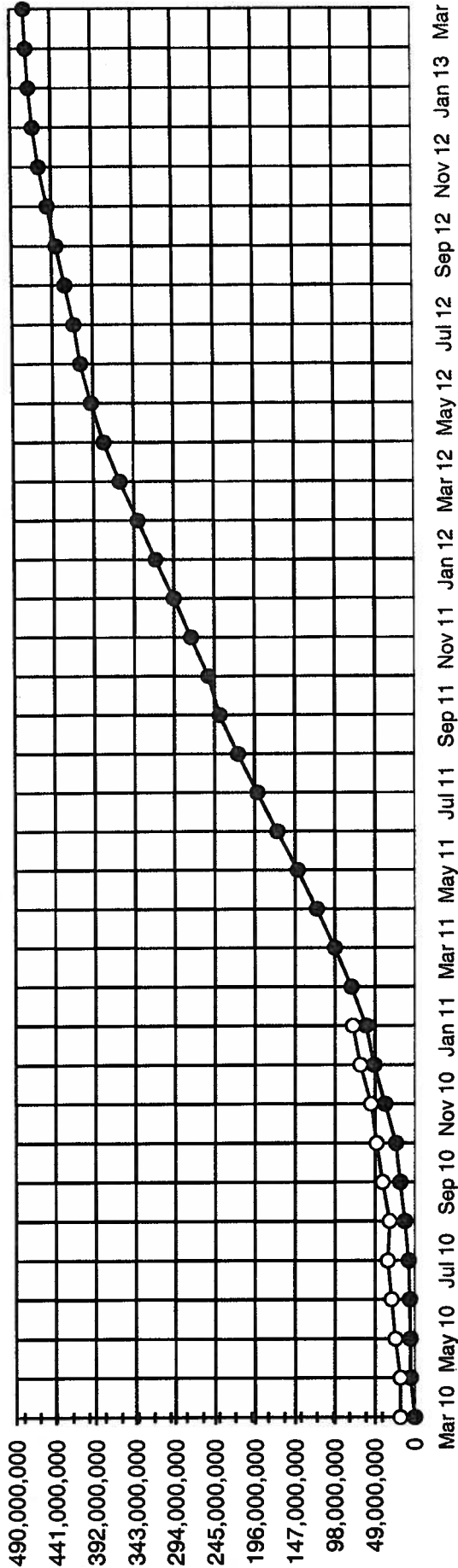
### Various Subcontractors Listed

Description of Material	Quantity	Unit Price	Previously Stored	Value Withdrawn	Value Added	Presently in Storage	Amount of this Requisition
Bankers Steel Co			\$ 4,069,205.00	\$ 2,223,755.00	\$ 1,655,240.00	\$ 3,500,690.00	\$ 1,655,240.00
ASI Limited			\$ 2,847,900.00	\$ -	\$ 40,000.00	\$ 2,887,900.00	\$ 40,000.00
H Mak, Inc			\$ 662,110.87	\$ -	\$ 1,669,025.11	\$ 2,331,135.98	\$ 1,669,025.11
ASM Mechanical			\$ 1,300,000.00	\$ -	\$ -	\$ 1,300,000.00	\$ -
EI/ERMCO JV			\$ 15,600.00	\$ -	\$ -	\$ 15,600.00	\$ -
Totals			\$ 8,894,815.87	\$ 2,223,755.00	\$ 3,364,265.11	\$ 10,035,325.98	\$ 3,364,265.11

SF 364

015, 011, 010-

**\* NETS ARENA \*  
BARCLAYS CENTER  
BROOKLYN, NEW YORK  
PROGRESS: PROJECTED VS. ACTUAL**



TIME  
Prepared by Merritt & Harris, Inc. Information Management Center

—●— PROJECTED —○— ACTUAL

PROJECT NO.	23-041A
START DATE	3/1/2010
COMPLETION	2/28/2013
HARD COST	473,355,301
1ST S.O. DATE	5/15/2010
PROJECT DAYS	1095
PROJECT MOS.	36
PROJECT MGR.	James G. Cockinos

	start month	MONTHS: FROM 1ST SITE OBSERVATION																								
		3-10	4-10	5-10	6-10	7-10	8-10	9-10	10-10	11-10	12-10	1-11	2-11	3-11	4-11	5-11	6-11	7-11	8-11	9-11	10-11	11-11	12-11	1-12	2-12	3-12
ESTIMATED		0	5018	473	568	1420	4450	5964	5254	13396	13301	9761	17940	20354	22163	23431	24698	24188	23431	22484	13775	20780	21112	21964	22295	21443
\$,000'S PER MONTH		0	5018	473	568	1420	4450	5964	5254	13396	13301	9761	17940	20354	22163	23431	24698	24188	23431	22484	13775	20780	21112	21964	22295	21443
% COMPLETE PER MONTH		0.00	1.06	0.10	0.12	0.30	0.94	1.26	1.11	2.83	2.81	2.06	3.79	4.30	4.68	4.95	5.26	5.11	4.95	4.75	2.91	4.39	4.46	4.64	4.71	4.53
% COMPLETE CUM.		0.00	1.06	1.16	1.28	1.58	2.52	3.78	4.89	7.72	10.53	12.59	16.38	20.68	25.36	30.31	35.57	40.68	45.63	50.38	53.29	57.68	62.14	66.78	71.49	76.02
ACTUAL		17609	0	6012	4734	4886	-2177	8568	7526	6874	13017	8899	0	0	0	0	0	0	0	0	0	0	0	0	0	0
\$,000'S PER MONTH		17609	17609	23620	28354	33040	30863	39430	48957	53631	68648	75548	0	0	0	0	0	0	0	0	0	0	0	0	0	0
% COMPLETE PER MONTH		3.72	0.00	1.27	1.00	0.99	-0.46	1.81	1.59	1.41	2.75	1.88	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
% COMPLETE CUM.		3.72	3.72	4.99	5.99	6.98	6.52	8.33	9.92	11.33	14.08	15.96	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
% DIFFERENCE		3.72	2.86	3.83	4.71	5.40	4.00	4.55	5.03	3.61	3.55	3.37	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
		4-12	5-12	6-12	7-12	8-12	9-12	10-12	11-12	12-12	1-13	2-13	3-13													
		19550	15195	12639	7574	10319	10508	10366	9893	7148	5018	3077	2225													
		379394	394589	407228	414801	425120	435629	445695	455888	463036	468054	471131	473355													
		4.13	3.21	2.67	1.80	2.18	2.22	2.19	2.09	1.51	1.06	0.95	0.47													
		80.15	83.36	86.03	87.83	89.81	92.03	94.22	96.31	97.82	98.88	99.53	100.00													
		0	0	0	0	0	0	0	0	0	0	0	0													
		0	0	0	0	0	0	0	0	0	0	0	0													
		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00													
		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00													
		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00													





**1. Mud slab at transit connection**



**2. Cross-bracing round columns against the street walls**





**3. Demolition underway at the IRT line**



**4. Structural steel framing of arena, concourse, lower and upper bowl areas**





**5. Reinforcing bars at support columns**



**6. Formwork for concrete footings at Lines 34 - 36**





**7. Tie-rod drilling at Con Ed transformer vault area**



**8. Excavation at Area C (southwest corner of Dean Street)**