

# MERRITT & HARRIS, INC.

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**23-041A**

July 9, 2012

Ms. Linda Chiarelli, Senior Vice President  
Deputy Director of Construction  
Forest City Ratner Companies  
1 Metro Tech Center  
Brooklyn, New York 11201  
**E-mail:** [lchiarelli@frc.com](mailto:lchiarelli@frc.com)

Mr. Joseph M. Lawlor, Vice President (By Hand)  
The Bank of New York Mellon,  
as PILOT Bond Trustee  
101 Barclay Street, Floor 7W  
New York, New York 10286  
**E-mail:** [joseph.lawlor@bnymellon.com](mailto:joseph.lawlor@bnymellon.com)

Ms. Arana Hankin  
New York State Urban Development Corporation  
d/b/a Empire State Development Corporation,  
as Lease Administrator  
633 Third Avenue  
New York, New York 10017  
**E-mail:** [ahankin@esd.ny.gov](mailto:ahankin@esd.ny.gov)

**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 27 for the referenced project, based on our visit of May 23, 2012, and the final requisition documents made available on June 22, 2012. The undersigned performed the observation and prepared this report.

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

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

Attn.: Lauren Du	E-mail: ldu@fcr.com
Attn.: Jim Lester	E-mail: jlester@fcr.com
Attn.: Dalia Schwartz	E-mail: dschwartz@fcr.com
Attn.: Rebecca D'Eloia	E-mail: rdeloia@fcr.com
Attn.: Winthrop Hoyt	E-mail: whoyt@fcr.com
Attn.: Chris Clayton	E-mail: cclayton@fcr.com
Attn.: Jeff Rosen	E-mail: jrosen@fcr.com
Attn.: Greg Lowe	E-mail: glowe@fcr.com
Attn.: Rimma Bepalova	E-mail: rbepalova@fcr.com
Attn.: Jennifer Berrios	E-mail: jberrios@fcr.com

Empire State Development Corp.

Attn.: Barbara Lampen	E-mail: blampen@esd.ny.gov
Attn.: Paul Palazzo	E-mail: ppalazzo@esd.ny.gov

Manny P. Kratsios

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

**SITE OBSERVATION REPORT 27**

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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 (soon to be Brooklyn) 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:**

New York State Urban Development Corporation  
d/b/a Empire State Development Corporation, as Lease  
Administrator  
633 Third Avenue  
New York, New York 10017  
Arana Hankin  
Phone: 212.803.3766  
Cell: 646.734.7173  
E-mail: ahankin@empire.state.ny.us

The Bank of New York Mellon, as PILOT Bond Trustee  
101 Barclay Street, Floor 7W  
New York, New York 10286  
Joseph M. Lawlor, *Vice President*  
E-mail: joseph.lawlor@bnymellon.com

Forest City Ratner Companies  
1 Metro Tech Center  
Brooklyn, New York 11201  
Linda Chiarelli, *Senior Vice President*  
*Deputy Director of Construction*  
Phone: 718.923.8409  
Cell: 201.240.5226  
E-mail: lchiarelli@fcrc.com

**Developer:**

Brooklyn Events Center, LLC  
Forest City Ratner Companies  
One Metro Tech North  
Brooklyn, New York 11201  
Robert P. Sanna, *Executive Vice President*  
Phone: 718.923.8414  
E-mail: bsanna@fcrc.com  
Linda Chiarelli, *Senior Vice President*  
Phone: 718.923.8409  
E-mail: lchiarelli@fcrc.com  
James Lester, *Senior Vice President*  
Phone: 718.923.8569  
E-mail: jlester@fcrc.com  
Lauren Du, *Senior Vice President*  
Phone: 718.923.8408  
E-mail: ldu@fcrc.com  
Gregory G. Lowe, *Senior Vice President*  
Phone: 718.923.8470  
E-mail: glowe@fcrc.com  
Dalia Schwartz, *Vice President*  
Phone: 718.923.8535  
E-mail: dschwartz@fcrc.com  
Chris Clayton  
Phone: 718.923.8498  
E-mail: cclayton@fcrc.com  
Jeff Rosen  
Phone: 718.923.8539  
E-mail: jrosen@fcrc.com  
Rebecca D'Eloia, *Vice President*  
Phone: 718.923.8557  
E-mail: rdeloia@fcrc.com  
Eileen Weingarten  
E-mail: eweingarten@fcrc.com  
Thomas E. Bonacuso, P.E., *Vice President*  
Phone: 718.923.8521  
E-mail: tbonacuso@fcrc.com

**Design/Builder (Arena):**

Hunt Construction Group, Inc.  
2450 South Tibbs Avenue  
Indianapolis, Indiana 46241  
Jeffrey E. Fisher, *Project Executive*  
E-mail: jfisher@huntconstructiongroup.com  
Scott Hamburg, *Senior Project Manager, Vice President*  
E-mail: scott.hamburg@bovislendlease.com  
H. Mark Gladden, *Construction Manager*  
E-mail: mgladden@huntconstructiongroup.com

<b>Architect of Record:</b>	Ellerbe Becket Architects and Engineers, P.C. 2380 Mc Gee, Suite 200 Kansas City, Missouri 64108
<b>Structural Engineers:</b>	Thornton Tomasetti 51 Madison Avenue New York, New York 10010
<b>Mechanical/Electrical/ Plumbing/Fire Protection Engineers:</b>	WSP Flack + Kurtz 512 7 <sup>th</sup> Avenue New York, New York 10018
<b>Building Codes/Life Safety:</b>	FP&C Consultants One Ward Parkway Kansas City, Missouri 64112
<b>Seismic Engineers:</b>	Mueser Rutledge Consulting Engineers 14 Penn Plaza 225 West 34 <sup>th</sup> Street New York, New York 10122
<b>Arena Design Architects:</b>	SHoP Architects, P.C. 11 Park Place Penthouse New York, New York 10007
<b>Civil Engineers: (Site Work Design)</b>	Stantec Consulting Services, Inc. 50 West 23 <sup>rd</sup> Street, 8 <sup>th</sup> Floor New York, New York 10010
<b>Construction Manager (Transit Connection):</b>	Turner Construction Company 375 Hudson Street, 6 <sup>th</sup> Floor New York, New York 10014 Rick Salaway, <i>Senior Project Manager</i> Phone: 212.229.6000 E-mail: rsalaway@tcco.com Chuck Baldwin, LEED AP, <i>Project Manager</i> Phone: 212.229.6000 Mobile: 603.944.3474 E-mail: cbaldwin@tcco.com
<b>Construction Site Telephone:</b>	718.789.1100

**Report By:**

James G. Cockinos, AIA, *Senior Associate*  
Phone: 212.697.3188, Ext. 335  
Mobile: 646.373.1136  
E-mail: jcockinos@mharrisinc.com

**Present During  
Site Observation:**

Forest City Ratner Companies  
Linda Chiarelli  
Greg Lowe  
Rimma Beshpalova  
Hunt Construction  
Scott Hamburg  
Jon Anthony  
John Fidelli  
Turner Construction  
Chuck Baldwin  
Merritt & Harris, Inc.  
Jack Kagan

**Date of Last Site  
Observation:**

May 23, 2012

**Date of Previous  
Site Observation:**

April 26, 2012

**Dates of Future  
Site Observations:**

June 26, 2012  
July 26, 2012  
August 23, 2012  
September 27, 2012  
October 24, 2012  
November 28, 2012  
December 19, 2012

## 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**

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.

### **Arena**

The CD Drawings for pricing, dated August 13, 2010, were made available on 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 were incorporated into the Construction Documents and an updated set was submitted on December 22, 2010. The final Drawings, incorporating all changes marked "Final Conformance Set," dated March 15, 2011, were made available on May 17, 2011. An update of the "Final Conformance Set" has been issued as of March 8, 2012.

### **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.

### **Summary of Hunt GMP Costs**

#### **Arena**

The following summary is based upon the General Contractor's Application and Certificate for Payment 29, covering the period through May 31, 2012:

Current Contract Value (Design/Build with GMP)		\$493,560,654
Total Work Completed and Stored to Date	78.5%	\$387,403,213
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 25,394,739*

\* Current Payment Due includes Hard Costs, \$22,924,968; GC/CM Fee, \$2,150,505; and associated A/E Soft Costs, \$319,266.



In our opinion, the remaining Contract Value funds of \$106,157,441 (net of Retainage), together with the remaining Developer's Arena Design/Scope Contingency, will be sufficient to complete the work as it was originally defined.

Developer initiated changes to the arena, particularly upgrades to interior finishes, technological upgrades to equipment, building façade, and lighting, will exceed the remaining available Contingency.

Therefore, the Developer will be contributing the amount of \$26,000,000 to cover the additional costs.

See Developer's Hard Cost Contingency Reserve for a breakdown of all additional costs.

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 22, covering the period through May 31, 2012:

Current Contract Value (Lump Sum)		\$57,546,968
Total Work Completed and Stored to Date	93.3%	\$53,703,666
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 1,996,686

In our opinion, the remaining Contract Value funds of \$3,843,302 and the Developer's Design/Scope Contingency are sufficient to complete the work as it is currently defined.

## **Site Work (John Civetta & Sons, Inc.)**

The following summary is based upon the General Contractor's Application and Certificate for Payment 22, covering the period through May 31, 2012:

Current Contract Value (Lump Sum)		\$3,429,355
Total Work Completed and Stored to Date	73.5%	\$2,520,438
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 370,598
Balance to Complete based on Current Contract Value of \$3,429,355		\$ 908,917

**Summary of Total Project Hard Costs:**

<u>Description</u>	<u>Previous Budget</u>	<u>Current Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>	<u>Retainage</u>
Arena	\$509,256,625	\$523,956,625	\$365,013,530	\$25,133,055 *	\$390,146,585	74.5	\$133,810,040	\$19,064,058
Transit Connection	69,925,402	69,925,402	54,932,956	2,348,503	57,281,459	81.9	12,643,943	2,798,355
Arena Site Work	19,793,349	19,393,349	5,903,271	1,165,807	7,069,078	36.5	12,324,272	469,998
Arena Mitigation	<u>4,010,886</u>	<u>4,010,886</u>	<u>1,263,160</u>	<u>141,048</u>	<u>1,404,208</u>	35.0	<u>2,606,678</u>	<u>100,755</u>
<b>Totals</b>	<b>\$602,986,262</b>	<b>\$617,286,262</b>	<b>\$427,112,917</b>	<b>\$28,788,413</b>	<b>\$455,901,330</b>	<b>73.9</b>	<b>\$161,384,933</b>	<b>\$22,433,166</b>

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

The \$28,788,413 being requested for these line items under the Requisition, covering May 2012, was reviewed by our office and found to be reasonable.

**Summary of Total Project Soft Costs**

The following summary is based upon the Developer's Requisition 27, covering the period through May 31, 2012:

Current Revised Budget	\$192,850,406
Total Amount Incurred to Date	94.7% \$182,602,861
Current Payment Due and Recommended by Merritt & Harris, Inc.	\$ 1,157,290

The overall Soft Cost Budget includes the following Soft Cost items:

<u>Description</u>	<u>Previous Budget</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	\$196,316,469	\$181,616,469	\$171,067,351	\$1,017,747	\$172,085,098	94.8	\$9,531,371
Transit Connection	6,043,349	6,043,349	5,666,732	39,910	5,706,643	94.4	336,707
Arena Site Work	4,134,332	4,534,332	4,089,616	92,133	4,181,750	92.2	352,582
Arena Mitigation	<u>656,256</u>	<u>656,256</u>	<u>621,870</u>	<u>7,500</u>	<u>629,370</u>	95.9	<u>26,886</u>
<b>Totals</b>	<b>\$207,150,406</b>	<b>\$192,850,406</b>	<b>\$181,445,569</b>	<b>\$1,157,290</b>	<b>\$182,602,861</b>	<b>94.7</b>	<b>\$10,247,546</b>

In our opinion, the remaining budget funds of \$10,247,546, 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>	\$ 4,684,606	\$ 0	\$ 4,684,606	94.6	\$265,761
Financing	<u>29,715,483<sup>(2)</sup></u>	<u>29,710,630</u>	<u>0</u>	<u>29,710,630</u>	99.9	<u>4,853</u>
<b>Totals</b>	<b>\$34,665,850</b>	<b>\$34,395,236</b>	<b>\$ 0</b>	<b>\$34,395,236</b>	<b>99.2</b>	<b>\$270,614</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	\$ 25,133,055.48
Hard Costs - Transit Connection	2,348,502.80
Hard Cost - Site Work	1,165,806.32
Hard Costs - Mitigation	141,048.11
Soft Costs	1,157,290.43
Accounts Payable (AP)	0.00
Financing	<u>0.00</u>
<b>Total</b>	<b>\$29,945,703.14</b>

## Scheduled Completion

### Arena

The latest Executive Level Summary AS 23, dated January 11, 2012 (Data Date), indicates substantial completion of the Arena to be attained by September 5, 2012, and the Site Work will be substantially completed in concurrence with the Arena.

Punch list work and Subcontractor close-outs will extend the construction term to a final completion date of June 30, 2013.

The GMP2 provides for an early completion bonus, which under the latest Schedule AS 23 would be earned in July 2012. The following criteria would need 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

The GMP2 executed as of March 9, 2012, incorporates all delays, extension of the construction term, consolidation of changes made throughout design development, and establishes the final completion date.

For a full analysis of the GMP2 modification, see **Section X – “Construction Schedule.”**

Based on our Construction Progress Chart, which compares the cash flow amount to the projected construction progress, the Project is on schedule for a final completion date, including punch list work, for June 30, 2013.

## Transit Connection

The latest Schedule for the Transit Connection, prepared by John Civetta & Sons, Inc., dated April 20, 2012, indicates mobilization of the Project began on August 2, 2010, with completion scheduled for July 14, 2012. We feel that a mid-August completion date is more realistic.

The original construction term of 20 months (August 2, 2010 - April 2, 2012) was reasonable, but due to early delays had slipped by approximately 4½ months. Note that the Transit Connection is scheduled to open in conjunction with the Arena; therefore, the slippage will have no impact on the overall project schedule.

## **Open Issues/Comments**

*The following items are referenced by Report Number and Item Number.*

### **This Period**

- 27.1 No issues have been presented this period.

### **Previous Periods**

- 26.1 The ASI surety has requested Hunt Construction and Civetta & Son, Inc. sign a take-over agreement. Although there is no obligation in the bonding requirements, issues remain to be resolved in this agreement.

**Update:** Both parties have expressed their reluctance to the take-over agreement.

- 25.1 The latest updated schedule for the LIRR Stage 2 and Carlton Avenue Bridge, dated March 30, 2012 (Data Date) indicates the Carlton Avenue Bridge to be completed by October 3, 2012, 5 days beyond the first venue to be held at the Barclays Arena. The agreement between FCRC and the ESD stipulates the bridge to be complete and operational prior to receipt of the Temporary Certificate of Occupancy and the first venue held at the arena.

The Developer is optimistic they can reduce the completion date by 2 weeks.

Nevertheless, the Empire State Development (ESD) has requested that FCRC propose a mitigation plan to control and alleviate the traffic flow congestion for the first event at the arena, scheduled for September 28, 2012.

**Update:** An overtime program has been developed to meet the completion date. The cost is being evaluated.

- 24.1 A Notice of Bond Claim, dated March 2, 2012 has been received from the legal counsel representing J.T. Ryerson for materials furnished and/or supplied to ASI in the amount of \$19,126.82.

**Update:** Hunt Construction is in the process of resolving this bond claim.

- 22.1 ASI Ltd. – Storefront and Pre-weathered lattice panels

We were notified by the Developer on January 5, 2012, that the plant fabricating the curtain wall and pre-weathering the lattice panels, ASI Limited, has shut down all production and laid off all its workers.

The surety took possession of all inventory, equipment, and materials. The plant resumed business and opened on January 7, 2012, with 80% of the workers returning.

The following status and current schedule to be included in Hunt Construction's revised scheduled, AS-23, dated January 11, 2012 (Data Date) is noted:

	<u><b>Pre-Weathering</b></u>	<u><b>Assemblage</b></u>	<u><b>Erections</b></u>
Batch 1	Completed	Completed (Hoist-area remains)	Completed (Hoist-area remains, April 15, 2012)
Batch 2	Completed	Completed	Completed
Batch 3	Completed	Completed	April 1 – May 15, 2012 (Storefront at Haver Store remaining)
Batch 4 (Non-enclosure including Entrance Canopy)	In process 80% panels and 60% rails completed	May 30 – July 30, 2012	July 15– August 15, 2012

**Update:** Batch 32 panel installations continued last period and are currently substantially complete. All other operations have resumed including engineering, fabrication, production, assembly, and erection. Hunt Construction and the surety have coordinated a management program and recovery schedule with ASI cooperation intended to resolve the delays in the shop and field.

## 22.3 Mechanic's Lien

- b. The law firm representing Hurricane Express which provided freight shipment services from ASI Limited contends that \$340,551.51 is owed. Although a lien has not been filed as indicated in its letter dated January 15, 2012, Hurricane Express will continue to preserve all remedies against ASI Limited, including a Mechanic's Lien and/or Bond Claim.

**Update:** Since no lien has been filed, no action is required at this time.

## 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 also will 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 total thicknesses of 5½", 7½", and 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 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 and has been 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 will supply emergency power to the life safety circuits that include fire alarm system, smoke exhaust and supply fans, 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. It will be main system for the Arena block complex and will control and monitor distributed subpanels located in each of the future 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, and new and/or refurbishment of support facilities and stairs along the affected platforms. Work also will 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 crane equipment is on site.

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

### Excavation

The temporary earth ramp off Sixth Avenue for construction access has been removed.

Backfilling of foundation walls and the waterproofing operation are complete.

### Foundation

Subgrade preparation, vapor barrier, rebars, and slab-on-grade are complete, including the foundation, and knee wall concrete.

### Concrete

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

Concrete slab-on-metal deck from the Main Concourse Level to the Upper Concourse Level and Mechanical Mezzanine are complete. Slab-on-grade at the center court and lower bowl area is complete excluding the ice floor.

The truck elevator mat footing and "turntable" are complete with the slab concrete poured.

The bowl steps at the suites and precast stadia are complete.

Column encasements at the Event Level, Suite Levels, and Upper Concourse are poured.

## Masonry

CMU blockwork is complete at the stair enclosures, elevator shafts, telecommunications closets from the Event Level through the Upper Concourse Level, and along the Event Level corridors.

Masonry walls at the trash/recycle area of the Event Level are complete CMU walls are well advanced at the loading dock areas, TV truck parking and marshalling space.

Elevator shaft masonry enclosures at the Lower and Upper Suite Levels and at the Upper Concourse Level are complete.

## Structural Steel

Structural steel framing and metal decking have been completed to the Upper Concourse Level. The main truss section, T3 (north and south), for the roof assembly has been set into place, along with the center trusses, T1, and longitudinal truss sections, T2. The cantilevered steel support for the main entry canopy is installed at Quadrant E. The roof metal decking is complete including the tack welding. Catwalk steel and platforms are complete along with the roof steel operation with detailing complete.

The steel work at the temporary ramp on the Sixth Avenue side have been installed.

## Spray-on Fireproofing

Spray-on fireproofing is complete from the Event Level to the Upper Concourse Level. The electrical, telecommunications rooms, and the elevator/stair shafts from the Event Level to the Upper Concourse are complete with the spray-on fireproofing.

Mechanical Level Areas A - D spray-on fireproofing is complete, with Area E complete, and the patching operation is well advanced.

Intumescent paint at the truss members is complete.

## Miscellaneous Metals

Metal pan and concrete stairs 1D, 1E, 2C, 3F, 4A, 4C, 4D, 4E, and 4H have been installed, including handrails.

Overhead rolling gates are complete at the concession stands on the Main Concourse and at the Upper Concourse Levels.

## Elevators/Escalators

Installation of Passenger Elevator 2 and Service Elevator 2 is complete, with Service Elevator 6 installed and approved for construction use.

Escalators 2 and 3, as well as the VIP access installation of the truss, rails, and equipment, are complete with Escalator 3 truss well advanced.

## Precast Stadia

The precast stadia panel operation has been completed from the Concourse Level to the Upper Concourse Level. Precast panels have been installed at the lower bowl area. Epoxy and sealer application to the stadia is underway.

Precast stadia panels at the “construction ramp” area have been installed.

## Façade

System Engineering and Design, Shop Drawings, and calculations have been completed by the Subcontractor (ASI). Coordination and detailing are ongoing between all Professionals of Record with the Subcontractor. A performance mock-up was constructed and the testing was observed by FCRC personnel at the laboratory in Florida with the results forthcoming. An additional mock-up has been installed adjacent to the Field Offices. Lighting strips have been placed within the mock-up.

Installation at the Concourse Level window wall system on Atlantic Avenue Sixth Avenue elevation, Flatbush Avenue and X-line elevation is complete with the canopy and halo remaining.

## Carpentry

Drywall partitions with gypsum board are substantially complete at the Event, Main Concourse, and Lower and Upper Suite Levels, and proceeding at the Upper Concourse.

## Finishes

Floor and wall tile placement is complete at the Nets camp area at the event level, the restrooms and the main concourse corridor walls. It is proceeding at the upper and lower suite areas.

The terrazzo flooring is in progress at the main and upper concourse areas.

## Painting

Partition walls and frames are being prime painted at the Event Level back-of-house areas Main Concourse and at the conference rooms on the Lower and Upper Suite Level. Intumescent painting of structural steel members at the Event Level, Main Concourse, Upper Suite Levels - Areas D and E, and Truss T3 North and South.

## Roofing

Base membrane roofing is complete at the upper arena roof. Insulation panels and main roofing membrane is underway. The low roof areas base membrane is substantially complete.

## HVAC

The chilled water and heating hot water loops have been installed. The central heating plant has been installed and has supplied temporary heat. Installation of the three 800-ton centrifugal chillers is almost complete. Air handling units (AHUs) have been installed and are in various stages of completion. Two AHUs in Quads B and D were made operational during the past heating season. The HVAC pumps are completed and need to be tested. The heating and ventilating (H&V) units have been installed. Insulation is being installed on the ductwork in the Quad B mechanical room, and ductwork in the Quad D mechanical room has been smoke tested. Ductwork and variable-air-volume (VAV) boxes have been installed in the Bunker Suites, Lower Level Suites, and Upper Suites. Kitchen exhaust fans are installed on the Upper Concourse roof and main ductwork has also been installed. In the Upper Mechanical Room stair pressurization and smoke purge fans are installed, 90% of the ductwork is in, the Lab AHU is being piped up, the Quad A and B mechanical rooms are 90% completed, the Quad C mechanical room is 40% completed, and the Quad D mechanical room is 60% completed. The cooling tower, located on the lower roof, is almost 100% completed and will be started and tested within the next 2 weeks. The plate and frame heat exchanger for the towers has been installed. Two fans on this roof are in place and need to have the ductwork installed. In the Main Lobby ductwork is completed on one side and ductwork has also been installed in the kitchen.

The Ice Floor Central Refrigeration Plant has been installed as well as the piping in the arena floor.

## Plumbing

The building domestic water piping is in as is the wood suction tank and four booster pumps. The gas-fired water heaters and storage tanks are in place. Gas piping and meters have been installed and testing of the piping for domestic hot water and concessions needs to be done once the sprinkler systems have been completed and tested. Other plumbing pumps have also been installed. The majority of fixtures have been installed in the commissary kitchen on the event Level. Plumbing has been completed for the Bunker Suites and Upper Suites. On the Main Concourse fixtures for the men's and women's restrooms have been installed and of the concession area plumbing has been completed. Waterless urinals will be used. Work in the Upper Concourse concession areas is in progress. Fixtures and gas piping of the Main Lobby kitchen is completed. The fuel tank for the emergency generator is in place and final connection of the piping needs to be completed. The fuel oil pumps are in the tank room and need to be installed, wired, and piped.

## Electrical

The installation of the main electrical switchgear equipment is completed and the site is operating on permanent power. The emergency generator has been installed and wiring is being installed between the generator and electrical panels. Electrical work is has to be done for the Bunker Suites. Cable trays for communication wiring are in. The electrical closets are about 95% completed and about 75% of the telecommunication/data closets are done. Transfer from temporary power to permanent power is to be done over the next 4 weeks.

## Fire Protection

The majority of the sprinkle/standpipe piping has been installed and is awaiting final testing. The sprinkler system for the main electrical room needs to be installed. The fire pump is in place and piping needs to be completed. Installation of the fire alarm system components is ongoing.

## LEED Progress

Commissioning of equipment and systems commenced 3 weeks ago and the project is on target to obtain its LEED Silver certification according to Zafar Ahmed, Senior MEP Manager, for Lend Lease.

We found that the equipment installed are of good quality, and essentially as specified in the contract documents or as approved by the design engineer. The construction work has been performed in a good workmanlike manner.

## Transit Connection

Demolition within the BMT line and at the IRT line has been complete.

Excavation of the proposed connection has been completed with the cross-bracing round columns removed.

Piles have been driven within the excavated areas. The test pile is complete with the results having been deemed successful and approved by the Engineer of Record.

Underpinning of the southbound IRT line has been completed with the shoring installed.

Waterproofing of the slab area has been completed.

Reinforcing of the grade beams has been completed.

The concrete pour of the mat foundation has been completed. The concrete pour for the south wall has been completed.

Structural steel framing has been completed with trusses and girders installed, with miscellaneous steel installed.

The concrete pours for the south vents and the north vent have been completed with reinforcing and concrete along Flatbush Avenue.

The concrete pour at the 1st floor (grade level) has been completed, along with the concrete pours at the BMT passageway walls.

The main entrance stair and the southbound passageway stair have been poured. The escalator's truss assembly has been set. The elevator guide rails and the working platform are installed. Switchgear, transformers, and motors for the escalators and elevator are set in place.

Painting and tile work at the IRT southbound scrubber room have been completed. Painting of the fare area ceiling and walls above the tile work are substantially complete. Tile work along the ramp to the westbound IRT and the main fare area is well advanced, with the BMT passageway underway.

Track and drainage piping installation is complete along with the plumbing disconnects and cap-offs. Sanitary waste vent piping and waste piping supports are complete.

Electrical rough-in work within the existing IRT station is complete with transformers and panels set in place.

Communication conduit installation for connection to the Arena's fire alarm system is in progress.

Ejector pit work is complete, with the sump pump and connections installed.

## **SUSTAINABILITY**

### General - LEED Summary

We have received an updated LEED scorecard of credits being sought, dated June 3, 2011 (note that the previous scorecard reviewed was as of January 14, 2011).

The Arena is pursuing a LEED certification as its guide map to sustainability. Subsequent to our previous review, the Project continues to identify 34 points that are likely achievable, but 3 of these are listed as deferred. The number of additional, possible points has been reduced to 2 (from 6), both of which are in the energy and atmosphere category. There are still 5 other potential points that are listed as difficult, but could be sought if needed. A Silver rating would require 33 - 38 points, based on LEED NC v2.2, which the Project was filed under; a Silver rating appears possible at this point. It is noted that a Gold rating would require at least 39 points; this is no longer considered possible without 3 of the difficult credits (and the 3 deferred credits still being counted.)

Within the Sustainable Sites (SS) category, there are still 9 points that are being sought and 1 that is now deferred. The deferred credit 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, but is listed as "deferred until construction document review." Of the credits being sought, there are 4 items that have been documented: 1 that is considered to qualify and 4 additional items that are in progress. The point not indicated to be in progress, but considered to qualify, relates to typical light gray sidewalks satisfying the requirement for non-roof heat island effect reduction; however, the actual construction of the sidewalks is not imminent. Certain credits are inherent in the Project's design and location, and exemplary performance has now been documented for SS4.1 (alternative transportation - public transportation access).

The same 4 Water Efficiency (WE) credits are still being sought. Half have been documented and half are in progress. The water use reduction of 32% is still planned for the public area restrooms.

In the Energy and Atmosphere (EA) category, the energy model and refrigerant use prerequisites have been documented, and a commissioning agent is on board (First New York) to satisfy the last prerequisite. Of the 5 credits still being sought, 3 have been documented and 2, related to enhanced commissioning, and measurement and verification, remain to be documented. 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. This credit is 1 of the 5 listed as difficult.

No changes were noted for the 5 credits in the Materials and Resources (MR) section, but progress was noted with respect to recycling prerequisite, which has now been documented. There are still 2 additional pending credits: 1 possible relating to the use of (FSC) certified wood, and 1 difficult relating to reaching a 20% level of products purchased locally.

No significant changes were noted in the Indoor Environmental Quality (EQ) section with 6 credits still being sought along with 1 possible and 1 difficult additional credit. Progress was noted with the prerequisites and 2 credits now listed as documented. The difficult point related to outdoor air delivery monitoring is in progress with F&K determining if the requirement is met by the original design. The other possible credit still being carried 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).

For the Innovation in Design (ID) section, changes have occurred, but there are still 5 credits included generally for exemplary performance. As noted above, the public transportation access has been documented, and the point for having a LEED AP involved is likely. There are 3 credits for a green cleaning program, additional water savings, and the reduction in personal automobile use by using an online payment system.

## **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 30, 2009, and is presently reviewing the 100% CD 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 29 (Arena), for the period ending May 31, 2012
2. Architect's Certificate for Payment 22 (Transit Connection) (AIA Document G702 - Application and Certificate for Payment), covering the period through May 31, 2012
3. Architect's Certificate for Payment 22 (Site Work and Transit Canopy) (AIA Document G702 - Application and Certificate for Payment), covering the period through May 31, 2012
4. Developer's Requisition Summary 27 for May 2012

## 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, 2010 - April 12, 2011
  - b. Soil Compaction Test Reports, dated June 21, 2010 - February 2, 2011
  - c. Daily Field Reports, dated June 16, 2010 - February 18, 2011
  - d. Concrete Plant Inspection Daily Reports, dated June 16, 2010 - March 2, 2011
  - e. Structural Steel Field Inspection Reports, dated July 23, 2010 – December 17, 2011
  - f. Wall Embed Installation Report, dated August 4 - 19, 2010
  - g. Soils Reports, dated July 6, 2010 - February 28, 2011
  - 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, 2010 - February 8, 2011
  - k. Structural Steel Shop Inspection Reports, dated July 1, 2010 – January 20, 2012
  - l. Ultrasonic Examination Field Reports, dated May 6, 2011 – November 17, 2011
  - m. Concrete Inspection Daily Field Reports, dated March 1 - 27, 2011
  - n. Floor Flatness Report, dated February 23 – March 12, 2012
  - o. Visual Weld Examination Reports, dated July 1, 2010 – November 18, 2011
  - p. Magnetic Particle Test Reports, dated July 1, 2010 – November 18, 2011
2. Cole Technologies Group Reports:
  - a. Concrete Inspection Report, dated March 9 – January 3, 2012
  - b. Water Content Test Report, dated March 14 - August 23, 2011
  - c. Anchor Bolt Pull Test Reports, dated June 2 - 7, 2011
  - d. Fireproofing Inspection Reports, dated June 27 – February 27, 2012
  - e. Grout Testing Report, dated June 9 – September 23 2011
  - f. Mortar Testing Report, dated June 10 – October 1, 2011



- g. Masonry Prism Compressive Strength Reports, dated June 20 – September 9, 2011
  - h. Fireproofing Thickness of Material on Beam, dated July 11 – December 21, 2011
  - i. Field Welding Inspection Report, dated August 17 – December 12, 2011
  - j. Intumescent Fireproofing Coating Inspection Reports, dated July 11 – July 20, 2011
  - k. Firestopping Inspection Reports, dated July 11 – December 12, 2011
  - l. Floor Flatness and Levelness Inspection – Reports, dated February 10, 2012
3. Langan Engineering & Environmental Services:
- a. Geotechnical Site Inspection Reports, dated October 4, 2010 – March 9, 2012
  - b. Soil Reports, dated February 12 - 24, 2011
4. Israel Berger & Associates Reports:
- a. Firestopping Inspection Reports, dated July 11 – March 16, 2012

## **Deficiency Items**

Reference is made to the Israel Berger and Assoc, Field Report, dated June 4, 2012, with regard to the building envelope, specifically to the curtain wall installation.

1. Weathered Panels – pinched power cables at panel lighting
2. Wedged bolt in the lattice not sitting flush
3. Missing washer stacks/nuts in 3 locations at curtain wall panel
4. Panel Anchorage – field modified fist installation with no detail in shop drawings
5. Damaged insulation/vapor barrier on curtain wall panels
6. Fastener is sheared off at the header of the panel
7. Aluminum Shear Block – no detail is included in shop drawings
8. The split mullion joint is out of tolerance as per curtain wall specs
9. Misaligned junction between curtain wall panels
10. Defective installation on the southern split mullion of panel

All of the above conditions were discussed with ASI in the field. ASI continues to address all the deficiencies and perform the corrective work with the reinspections underway by Israel Berger & Associates. Submittal of subsequent reports indicating acceptance and sign-off of all corrective work will be made available next period.

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 29 (Arena) (AIA Document G702 - Application and Certificate for Payment), covering the period through May 31, 2012
2. Architect's Certificate for Payment 22 (Transit Connection) (AIA Document G702 - Application and Certificate for Payment), covering the period through May 31, 2012
3. Architect's Certificate for Payment 22 (Site Work and Transit Canopy) (AIA Document G702 - Application and Certificate for Payment), covering the period through May 31, 2012
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:

	<b><u>Permit</u></b>	<b><u>Description</u></b>	<b><u>Issued</u></b>	<b><u>Expires</u></b>
a.	320100234-01-EQ-FN	New Building, Construction Equipment, Fence Review for Zoning, New Building Construction	08/31/11	08/30/12
b.	320100234-01-FO	New Building, Foundation/Earthwork Review for Zoning, New Building Construction	08/31/11	08/30/12
c.	320100234-01-FO-EA	New Building, Earthwork Review for Zoning, New Building Construction	08/31/11	08/30/12
d.	320100234-01-NB	New Building, Review for Zoning, New Building Construction	01/13/12	09/01/12
e.	320100234-04-PL	New Building, Plumbing, Partial Underground Piping	07/13/11	07/12/12
f.	320135491-01-EQ-FN	Alt. Type 2, Construction Equipment, Fence, application filed for temporary fence around site per attached Plans	08/31/11	08/30/12
g.	320135493-01-EQ-FN	Alt. Type 2, Construction Equipment, Fence	08/31/11	08/30/12
h.	320140682-01-EW-OT	Alt. Type 2, Foundation, application	08/31/11	08/31/12

	<u>Permit</u>	<u>Description</u>	<u>Issued</u>	<u>Expires</u>
		filed for foundation work along Atlantic Ave. to facilitate installation of utilities in Atlantic Ave.		
i.	320140682-02-EW-OT	Alt. Type 2, Sheet/Shor/Brac, application filed for sheeting, shoring, and bracing, details in conjunction with support of excavation along Atlantic Ave.	08/31/11	08/30/12
j.	320145856-01-EQ-QT	Alt. Type 3, Construction Equipment, other installation of protection platforms	03/29/12	10/01/12
k.	320148782-01-EW-OT	Alt. Type 2, Sheet/Shor/Brac, application filed for work along Flatbush Ave. to facilitate the installation of the utilities in Flatbush Ave., no foundation work will be done under this application	08/31/11	08/30/12
l.	320251473-01-EQ-SH	Alt. Type 3, Construction Equipment, Sidewalk Shed, installation of heavy-duty sidewalk shed ~390' long per Plans in conjunction with NB construction (DOB 320100234)	08/31/11	08/30/12
m.	320298726-01-EQ-OT	Alt. Type 2, Construction Equipment, Other Installation Foundations/Tower, for shoring of crane to install long span Arena roof, foundations to remain after Towers dismantled, filed with NB construction (DOB 320100234)	08/31/11	08/30/12
n.	B328732	Electrical Work Permit Descriptions 1 and 6	06/30/10	06/30/13
o.	B337222	Temporary Light and Power	03/29/11	03/29/14
p.	TR-3	Concrete Design Mix, signed and sealed	02/22/10	-
q.	TR-3	Technical Report Concrete Mix	-	-

2. Department of Transportation Permits, issued March 30, 2012, expiring June 30, 2012\*

\* Renewal permits from the Department of Transportation are to be submitted next period.

## 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 amount of \$484,594,525 with the following:

- 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 - Form 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

The lump sum 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, and work under this Agreement has been completed.

## Subcontracts

According to Mr. Hamburg, the Hunt Construction subcontracts are now approximately 97% contracted and are 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>Original Subcontract Amount</u>
Almar Plumbing	Plumbing	\$14,990,000	\$14,758,000
American Stair	Steel Stairs	2,012,464	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 <sup>(2)</sup>	51,450,673
Banker Steel	Structural Precast	8,279,500	5,920,560 <sup>(1)</sup>
CCC Custom Corp.	Drywall	3,744,411	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	7,400,858
EJ/Ermco	Technology (Low Voltage)	19,774,766	19,774,766
E-J/ERMCO	Electrical	46,511,724	46,231,954
Globe Overhead Doors	O.H. Doors/Vertical Lift/Loading Dock	1,616,875	1,298,000
H-Mak	Food Service	9,506,903	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	27,828,914	27,500,000
Master Craft	Masonry	13,853,402	10,485,300
MFM Contracting	Utility Improvements	133,594	39,536
Otis Elevators	Elevator & Escalators	6,847,250	5,500,000
Staging Concepts	Ornamental Metal	3,179,484	3,232,367
United Hoisting	Fencing	1,339,494	470,900
United Hoisting	Fencing	735,921	776,220
Simples-Grinnell	Fire Protection	7,125,176	6,606,314
United Hoisting	Hoisting	In fencing	439,500
A&B Caulking	Caulking	1,727,000	925,000
ADT Security Services	Security Equipment	3,323,847	3,323,847
American Seating	Seating	7,143,123	6,791,239
Berlin Steel	Misc. Metals	In Stl. Steel	2,996,000
Island International	Spray-on Fireproofing	3,877,000	4,000,000
L&L Painting	Painting/Intumescent/Wallcovering	5,001,326	2,756,500
Specialty Flooring	Terrazzo	2,074,708	2,044,380
Wolkow Braker	Roofing	4,297,000	4,656,000
American Industries	Glass & Glazing	1,773,074	2,014,000
Jantile	Ceramic Tile	1,162,329	1,162,329
Miller Blaker	Millwork	2,213,675	2,213,675
J.R. Jones Fixture	Millwork	1,229,000	1,229,000
Port Morris	Ceramic Tile	2,490,000	2,490,000
T.J. Signs	Signage	\$ 1,150,000	\$ 1,150,000

<u>Subcontractor</u>	<u>Trade Description</u>	<u>General Contractor's Original Budget</u>	<u>Original Subcontract Amount</u>
Fowler Equipment	Laundry Equipment	20,900	55,320
Costal Tile and Marble	Ceramic Tile	1,995,000	1,995,000
Consolidated Carpet	Carpet	1,662,854	1,150,000
Nickerson Corp.	Theater & Stage Equipment	1,256,500	1,163,925
Met Sales	Toilet Accessories Incl.		548,870
Kay & Sons	Window Treatments	312,500	146,848
<b>Totals</b>		<b>\$372,782,535</b>	<b>\$359,042,887</b>

- (1) Refer to Change Order 11
- (2) 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, e.g., 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 \$10,166,553.

### Bonds

Based on the Design/Build Agreement, the General Contractor will not need to be bonded, while all Subcontractors must be bonded. Based on 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:

<u>SUBCONTRACTOR</u>	<u>TRADE</u>
<u>Arena</u>	
ADT Security Services	Security Equipment
American Industries	Glass & Glazing
American Seating Co.	Arena Fixed and Retractable Seating
ASI Limited	Exterior Façade
Banker Steel	Structural Steel
Berlin Steel	Misc. Steel
CCC Custom Carpentry	Drywall
Cimco Refrigeration	Ice Rink
Commodore Construction	Superstructure Concrete
Commodore Construction	Gypsum Board Assemblies
Component Assembly	Metal Wall panels

## **SUBCONTRACTOR**

Daktronics  
E-J/ERMCO  
Fine Group  
Coastal Tile & Marble  
Consolidated Carpet  
Global Overhead Doors  
HMak  
Island International Enterprises  
LaQuila Group  
LIF Industries  
Mastercraft Masonry  
MFM Contracting  
Otis Elevator  
Simplex-Grinnel  
United Hoisting  
Staging Concepts  
Miller Blaker  
Wolkow Braker  
JE Thompson & Co.  
Almar Plumbing  
ASM Mechanical  
A&B Caulking  
American Industries  
Jan Tile  
Nickerson Corp.

## **Transit Connection**

ASI Limited  
A. Russo Wrecking Inc.  
Atlantic Reinforcing Concrete Co., Inc.  
CapCo Steel LLC  
Citistructure  
Colgate Scaffolding & Equipment Corp.  
Crescent Contracting Corp.  
CS Bridge Corp.  
E.J. Electric  
FCS Group LLC  
Ferreira Construction  
Flowerworks Landscape Contractor  
Hayward Baker, Inc.  
Heights Elevator  
H&F Restoration and Construction Inc.  
J. Giarnella & Sons, Inc.  
L.D. Flecken  
Schindler Elevator  
Wrecking Corporation of America

## **TRADE**

Scoreboard  
Electrical  
Painting  
Ceramic Tile  
Carpet, VCT  
Overhead Ceiling Doors  
Food Service Equipment  
Spray Fireproofing  
Excavation, Foundations  
HM Doors, Frames, & Hardware  
Masonry  
Utility Improvements  
Elevator  
Fire Protection Systems  
Fencing  
Ornamental Metal  
Millwork  
Roofing  
Truck Elevators and Turntable  
Plumbing  
HVAC/BMS  
Caulking  
Glass and Glazing  
Ceramic Tile  
Theater & Stage Equipment

Transit Canopy  
Carting  
Rebar & Concrete  
Structural Steel  
Tiling  
Scaffolding  
Plumbing  
Scaffolding  
Electrical  
Lead Abatement & Painting  
Vents  
Arborist  
Piles  
Elevator  
Concrete Cutters  
Waterproofing  
Miscellaneous Metals  
Escalator  
Demolition

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 480 - 533, amounting to \$2,835,132, were provided this period and are included in the following list of executed Change Orders, amounting to \$17,805,147, that have been made available to date:

<b><u>CO</u></b>	<b><u>Amount</u></b>	<b><u>Description</u></b>
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 <sup>(1)</sup>	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



<u>CO</u>	<u>Amount</u>	<u>Description</u>
31	(692,721)	Deduct Food Carts from H Mak scope
32	29,243	Design Elevator Hoistway
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 <sup>(2)</sup>	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	(5,240)	Reclass Demo Part of United Hoist OCIP to Arena
66	0	Repair of Pacific Street Water Main (Environmental)
67	0	Relocate and Modify Concrete Barrier and Fence
68	94,699	ASI multi CORs Drilling Holes for Light Fixtures
69	(44,773)	Additional Design Elimination of Bus Ramp
70	9,822	Additional Design Vertical Circulation Studies
71	6,034	OME Design Services Alt Sports Lighting
72	13,980	Design Services Relocate Gas Meter Room
73	313,695	Furnish and Install Additional WiFi Points
74	0	Additional PPE at Mobil Lot
75	\$ 0	Grid Line 1 footing Replacement Resolution
76	0	Concrete Cap at Mobil Lot/VOC Reduction
77	(450,000)	Master Craft OCIP Credit
78	0	Deduct Alt to Remove Security from SC-16A
79	0	Transfer COW GCs to Fixed GC Office Build-Out

<u>CO</u>	<u>Amount</u>	<u>Description</u>
80	0	Removal of Underground Oil Tank (Environmental)
81	(262,299)	Deletion of Hydroworx 2000 Pool
82	324,733	Excavate and Install SOE for Con Edison Vault
83	0	Trucking and Disposal of Contaminated Material (Environmental)
84	700,769	Foundation and Concrete Work for Network and Con Edison Vaults
85	0	Mobil Lot Extraction Wells (Environmental)
86	257,891	CM of Admetco Weathering Steel Panel
87	0	FCRC Void Change Order
88	0	FCRC Void Change Order
89	(97,942)	CCC Custom Carpentry Deduct
90	0	VDC Support Shop Construction Services
91	9,477	Design Services Relocate Found Wall Grid R - T
92	0	Rebar Couplers at Perimeter Wall
93	(144,545)	Component Assembly Carpentry OCIP Deduct
94	(26,055)	Global Gates OCIP Deduct
95	9,196	Facade Mockup Laquila at Pacific Street
96	42,877	Over Excavation and addition Fill at Footings
97	11,569	Modify SOE for Sewer at Flatbush Avenue
98	41,463	OME to Sweet Shop/Frozen Custer
99	14,256	MEP Associated with Food Service
100	(366,224)	Deduct for Practice Court Flooring
101	0	Downtime for Drilling Equipment Budget Transfer
102	0	Switch Kitchen Steamers
103	220,389	Addition and Deletion of Food Service Equipment
104	11,633	Furnish & Install Jones Soda Equipment & Storage
105	0	Cut & Cap Water main on Pacific
106	0	Excavate & Foundation Bulletin 4
107	(51,975)	Removal of Unsuitable Soil Crane Pad
108	9,937	Modification to Stair Hand Rail
109	3,000	Additional Design Exterior Façade Mock-up
110	1,759,133	Arena Security to ADT
111	1,142,691	Alternate Exterior Design Review
112	21,488	Design Services Barclays Suite Modification
113	62,758	Design Services Beers of Brooklyn
114	27,426	Design Services LL Toilet Modification
115	0	Budget Transfer Relocate Signal
116	32,943	Additional Cost for Down Time Laquila Pile Rig
117	95,572	Over Excavate and Fill for Footings that Support Roof
118	104,123	B2 Structure Impacts and Modification at Con Ed Vault
119	0	Transport & Disposal of Hazardous Spoil
120	0	Budget Transference for Delta on Network Compartment and Con Ed Vault
121	0	Transfer from Signage to COW GC sign Mock-up
122	0	Transfer from signage to ADI for Mock-up
123	\$ 2,629	Electric work for mock-up at Pacific Street
124	0	Furnish and install Food Service Equipment for Community
125	1,811,316	Cost Differential to fire protection award to Grinnell
128	0	Budget Transfer Freight Elevator Sill

<u>CO</u>	<u>Amount</u>	<u>Description</u>
129	42,376	Budget Transfer Crane Pad Area E
130	12,440	Provide wood arm rest club seating
131	82,856	Provide taller seat backs club seating
132	40,239	Design modifications to team and family lounge
133	0	Transfer from ASI to Banker steel install façade concrete
134	0	Transfer for fence modification access to Con Edison
135	0	Budget Transfer from cont for fence, gate, and stone staging area
136	71,378	Arena lighting design exceeding goldstick basic design
137	18,739	Custom color finish rooftop fan
138	0	Foundation design change
139	4,384	Backfill material req. for demolition operations
140	0	Added sprinkler coverage area 50' of roof
141	0	Modification of SOE along Flatbush Avenue
142	0	Removal and disposal of demo debris fire house
143	0	Modification to east storm water tank
144	0	Modification to installed SOE Flatbush Avenue
145	0	Area C crane pad
146	0	Permit for temporary standpipe
147	0	Increase technology award
148	0	Transfer portion of fall protection to miscellaneous metal
149	0	Banker credit for master mechanical budget transfer
150	3,820,372	Lighting options façade mega panels
151	2,170,006	Add Alternate for Oculus 15 mm display
152	38,390	Additional foundation work façade canopy revised drawings
153	0	FCRC Void Change Order
154	0	FCRC Void Change Order
155	0	FCRC Void Change Order
156	0	FCRC Void Change Order
157	0	FCRC Void Change Order
158	0	FCRC Void Change Order
159	4,297,000	Roofing Award SC-20C Wilkow Braker
160	25,152	1 <sup>st</sup> floor mock-up fit out on Pacific Street
161	(1,587)	Transfer funds for safety net at openings
162	(534)	Transfer funds for additional stone shake out area
163	0	Transfer to provide temporary power by banker
164	(3,385)	Install overhead protection northeast side of Arena
165	(3,532)	Transfer for temporary stair tower Pacific Street gate
166	0	Budget transfer for drywall buy-out for painting
167	0	Transfer for Con Edison vault Doka form rental
168	0	Furnish and install connection points by ASI for signage
169	0	Transfer from Contingency to commercial laundry buy-out
170	0	Transfer for Commodore to add crane picks
171	0	Transfer for fire hose cabinet to stainless
172	26,841	Addition to plumbing for commissary per Bulleting 17
173	\$(123,000)	OCIP credit for Island International
174	0	Transfer for food service overrun on COR 89

<u>CO</u>	<u>Amount</u>	<u>Description</u>
175	0	Transfer for revolving door at Team Store
176	0	Credit for design to metal stairs
177	(8,856,536)	Credit for Hunt OCIP
178	3,876	Add for wine cooler modification at Foxwood Bar
179	0	Transfer for deletion of GWB from Administration Office
180	(71,712)	Commodore GBA #3 OCIP deduct
181	(4,000)	Long island Fire Door OCIP deduct
182	0	Transfer for deletion of Hydro therapy pool
183	0	Transfer for design cost associated with drank tables/Suite
184	(700,000)	Credit for POS system
185	13,779	Design service to relocate press seating for premium courtside seating
186	0	Transfer for added camera and ADA platforms
187	12,759	Add to change Suite sinks
188	(16,458)	Daktronics OCIP credit
189	0	Transfer for scoreboard buy-out
190	(163,021)	American Stair OCIP deduct
191	0	Transfer for foundation modification
192	17,123	Knock-out panels on foundation wall for future tower
193	(305)	Transfer for infill of elevator pits
194	(468)	Transfer for snow removal
195	26,282	Add for electric upgrade Levy Server Room
196	41,820	Install speakers in Oculus
197	(1,155)	Transfer for concession stand lights
198	(1,042)	Transfer lighting in Players facilities
199	50,107	Add for switchboard modification from Transit facility
200	0	Transfer for Generator Horizontal Sound Silencer
201	(65,000)	Berlin Steel OCIP deduct
202	0	Transfer for Laquila overtime for steel erection
203	0	Heat trace underground grease piping
204	12,148	Exterior glazing modification
205	0	TA Emergency Hatch Platform
206	18,045	Flowable fill for non-bearing soil
207	0	Deduct alternate, eliminate gypsum board ceiling suites
208	0	Deduct alternate, eliminate all GBA in bunker suite
209	0	OME for material hoist footing relocation
210	47,914	Additional stone Area D crane pad
211	0	Excavation and found cost assoc. with 10/15/10 Drawing Review
212	0	Contingency transfer. to thicken slab-on-grade
213	0	Additional stone Area D steel laydown area
214	3,726	Relocation of casing and soldier pile sewer conflict
215	0	Transport and disposal of hazardous soils
216	38,562	Structured cabling with patch panels in lieu of cords
217	31,465	Additional façade lighting design services
218	0	CCC custom carpentry ERPLA deduct alternate
219	1,678,521	Add alternate for center hung size and disp. increase
220	710,815	Center hung display upgrades

<u>CO</u>	<u>Amount</u>	<u>Description</u>
221	\$ 492,112	Add alternate for Entry lobby shop concept 15 mm
222	4,262	Added knockout panel foundation wall B2
223	0	Cont. trsfr. add'l design relocate kitchen exhaust fan
224	0	Cont. trsfr. import stone temp. ramp Pacific Street
225	0	Cont. trsfr. Area D crane pad
226	0	Component Assem. System ERPLA deduct alternate
227	24,059	Waterproofing network compartment Con Ed
228	0	Contingency trsfr. Reinstall equalizer line
229	0	Contingency trsfr. east storm tank mod.
230	0	Temp. connection at disconnect catch basin
231	54,017	Increase for PR2 modify quantity of court side seat
232	0	Commodore DW package ERPLA deduct alternative
233	0	Excavation of trench for temp. electric
234	0	FCRC void Change Order
235	0	IGMP transfer Observation and coordination of concrete
236	0	IGMP transfer for temp. roof at boiler plant
237	(16,911)	OCIP deduct Jantile
238	(12,946)	OCIP credit consolidated carpet
239	(1,130)	OCIP credit met sales installation
240	(37,424)	OCIP deduct Port Morris Tile
241	(90,849)	OCIP deduct A&B Caulking Co.
242	(81,484)	OCIP deduct L&L Painting
243	0	IGMP transfer for scope rev. precast to 10/10 doc.
244	0	IGMP transfer for Almar clamping devices equalizer line
245	0	IGMP transfer. Retention tank suction pumps spec
246	0	IGMP transfer To MFM concrete level pad
247	6,502	Furnish & Install Clean Out Covers Event Level
248	0	IGMP transfer to MFM add'l. Concrete Level Pad
249	145,943	Plumbing Associated with Con Ed Vault
250	(40,899)	Credit to reduce Subwoofers and Amplifiers
251	0	IGMP Budget transfer Relocate exhaust fans
252	(46,607)	OCIP Deduct Costal Tile
253	248,199	Add to furnish and install closets in all Lower and Upper Suites
254	0	iGMP Budget Transfer temporary enclosure - Quad C
255	0	Furnish, install, and remove material hoist - Atlantic Avenue
256	0	iGMP Budget Transfer relocate project hoist and LD platform
257	3,158	Add for terrazzo mock-up costs
258	240,466	Add for exterior façade interim quantity take-off
259	1,435,601	Add for epoxy coating on Upper and Lower Bowl precast
260	22,542	Add for residential appliance change per Owner
261	189,927	Add for concrete curbs in coordination with façade design
262	16,365	Additional design services associated with Con Edison Network Room
263	9,336	Design services for modification of exterior storefronts
264	60,165	Design portion of B2 structural impacts at Con Edison vault
265	0	iGMP Budget Transfer OT cost - 02.26.11 - 09.17.11
266	61,486	Add for Stellar Seatbacks on General and Club seating

<u>CO</u>	<u>Amount</u>	<u>Description</u>
267	\$ 0	iGMP Budget Transfer CMU size in security room <b>sft</b> and lobby
268	0	iGMP Budget Transfer additional 40' sliding gate at Atlantic Avenue
269	0	iGMP Budget Transfer CMU wall modification in Dean Street lobby
270	0	iGMP Budget Transfer CMU wall modification at truck elevator
271	0	iGMP Budget Transfer CMU at truck elevator entrance wall
272	0	iGMP Budget Transfer reconcile the PPE allow. Mobil lot
273	67,256	Add for steel cost with B2 structural impacts and Con Edison vault
274	0	iGMP Budget Transfer design additional build code and life safety
275	0	iGMP Budget Transfer costs associated with Bull. 5
276	10,685	Barclays Sponsorship mock-up modification
277	0	iGMP Budget Transfer revisions to Atlantic Avenue gate
278	0	iGMP Budget Transfer install and remove trash chute
279	0	iGMP Budget Transfer detail and roll structural steel per Addendum 1
280	0	iGMP Budget Transfer install curb to term pit waterproof
281	0	iGMP Budget Transfer delete exterior stair nosings
282	0	iGMP Budget Transfer install additional man gate
283	(34,400)	OCIP deduct component assembly
284	(38,383)	OCIP deduct specialty flooring
285	(61,000)	OCIP deduct American Industries
286	(7,481)	OCIP deduct JR Jones
287	(17,240)	OCIP deduct Miller Blaker
288	0	iGMP Budget Transfer EB evaluation early backfill
289	0	iGMP Budget Transfer Add Alternate 5 banker Stl. 2nd coat paint roof
290	0	iGMP Transfer Laq. Strategic OT for steel erection
291	0	iGMP Budget Transfer Waterproofing 2 retention tanks
292	0	iGMP Budget Transfer Fine Group for Fire Stand Pipe
293	0	FCRC Void Change Order
294	0	iGMP Budget Transfer reverse OCO 256 Hoist Relocation
295	0	iGMP Budget Transfer to reverse OCO 255 Atlantic Avenue Hoist
296	20,631	Change Logos at Club Seating
297	0	iGMP Budget Transfer Logos in Upper Bowl General Seating
298	26,773	Press Seating Modification
299	25,895	Design of Vehicle Barrier Dean Street entrance
300	34,799	Modification to SOE at Flatbush and Dean
301	6,590	Additional design Modify Press Seating Section 115
302	6,592	Additional design for Octagon Lighting Project Participate
303	33,103	Add for Additional Design Toilet Fixtures
304	0	iGMP Budget Transfer Banker Steel Claim Settlement
305	7,404	Added Electrical for YES Network
306	0	iGMP Transfer Modification to Fan Room CMU walls
307	0	iGMP Budget Transfer CMU Wall Revs. ice Equipment Room
308	0	iGMP Budget Transfer Revise M8 wall to MS8
309	0	iGMP Budget Transfer CMU at Truck Elevator and Tumble
310	(250,000)	Deduct for OCIP Credit per GMP2
311	0	iGMP Budget Transfer Truck Elevator Entrance Head Dtl.
312	78,517	Add for Additional Toilet Fixtures
313	0	iGMP Budget Transfer for Overhead Protection
314	450,000	Add for Arena Roof Snow Fence Steel
315	\$(200,000)	Transfer for GMP2 Fixed GC's



<u>CO</u>	<u>Amount</u>	<u>Description</u>
316	0	iGMP Budget Transfer Material Hoist at Practice Court
317	0	iGMP Budget Transfer Loading Platform Truck Elevation
318	0	iGMP Budget Transfer Ramp at Area C Event Level
319	0	iGMP Budget Transfer Stone for Staging Lot
320	(26,000)	Reduction OCIP Credit for OCO 291
321	0	iGMP Transfer Mastercraft Masonry Credit Main and Upper Conc.
322	0	iGMP Transfer Global Credit for Delete Side Coil Grille
323	0	iGMP Transfer Various ASR Design Revisions
324	0	iGMP Transfer Interior Allowance Sweep
325	0	iGMP Budget Transfer Arch. Millwork Pck. 1 to JR Jones
326	32,948	Add for HVAC Rev to Toilet Rooms Evt. Main and Upper Conc.
327	0	iGMP Budget Transfer Modify Flatbush Ave. Gate
328	0	iGMP Budget Transfer Banker Steel Crane Down Time
329	309,894	Add for Halo Martrix per GMP2 neg.
330	0	iGMP Budget Transfer Stair Landing 4H to FE5 Elevation Room
331	0	Credit to Delete Gate to Demo site Lot 21
332	0	iGMP Budget Transfer Temp. Enclosure to CCC
333	0	iGMP Budget Transfer Temp. Enclosure Upper and Lower Suite
334	0	iGMP Budget Transfer Temp. Enclosure Quad C
335	0	iGMP Budget Transfer Practice Court Lighting
336	(17,724)	Deduct for JP Jones OCIP Credit Package 1 Millwork
337	0	iGMP Budget Transfer CCC Temporary Enclosures
338	3,954	Add for Middle Cup Holder Lower and Upper Suite Chairs
339	68,895	Add for Storm Retention Tank Suction Pump Mod.
340	0	iGMP Budget Transfer Banker Second Shift
341	0	iGMP Budget Transfer Stand by Cost Area C
342	0	iGMP Budget Transfer Stand by Cost Expedite Steel Fonda, CC
343	0	iGMP Budget Transfer MC for Winter Protection Masonry
344	0	iGMP Budget Transfer Install Transition Slab Ice Rink
245	0	iGMP Budget Transfer Railing Mod all 6 GBA Package 3
346	0	iGMP Budget Transfer Shop Light Rail Fixture Detail
347	0	iGMP Budget Transfer Bulletin 15 Construction Cost Transfer
348	0	iGMP Budget Transfer Bulletin 12
349	0	Add for VE of Consolidated Carpet Subtract Alt 14.22
350	0	iGMP Contingency Sweep PCO 675/COR 552R2
351	0	iGMP VE of Costal Tile Alt. 12
352	0	iGMP Budget Transfer Railing Mod. At Upper Suite
353	8,443	Add for Blackboxes with Pivots in PE 1 and 3
354	0	iGMP Budget Transfer Wall Revisions at Truck Elevator
355	0	iGMP Budget Transfer Install & Remove Temporary Scaffolding
356	0	iGMP Budget Transfer CMU Wall at EV LV Plan Room
357	0	iGMP Budget Transfer Lower CMU Wall at SE 6
358	0	iGMP Budget Transfer Drink Rail and Guard Rail Rev.
359	0	iGMP Budget Transfer Bulletin 17 Staging Concepts
360	0	iGMP Budget Transfer VE JR Jones Deduct Alt 5 - 7
361	0	iGMP Budget Transfer VE JR Jones Add Alt 5 – 7 and 8, 10, 11
362	0	iGMP Budget Transfer Change GRRC Columns
363	\$ 0	iGMP Budget Transfer Remove Riser Platform System at evt. M
364	410,093	Add for Scaffold to Install Sprinkler Halo Coverage

<u>CO</u>	<u>Amount</u>	<u>Description</u>
365	(7,718)	Deduct for American Seat Alt 4
366	0	iGMP Budget Transfer Mastercraft Winter Protect
367	0	iGMP Budget Transfer Bulletin 17 in GMP Pt 1
368	0	iGMP Budget Transfer Bulletin 17 Outside GMP Interiors
369	0	iGMP Bulletin 7 Construction Cost Within the GMP
370	1,147,262	Added Cooking to the Retail Spaces on Flatbush Avenue
371	0	iGMP Budget Transfer for Toilet Light Revisions
372	0	iGMP Budget Transfer for Catwalk Lighting Deduct
373	0	iGMP Budget Transfer for Interior Light Fixtures – Bulletin 17
374	0	iGMP Budget Transfer for Stair Lighting
375	0	iGMP Upper Concourse Concession Stands and Weather Steel Cladding
376	0	iGMP Terrazzo FI and Base in VIP Entry Lobby
377	0	iGMP Terrazzo FI and Base in Atlantic Avenue Lobby
378	0	iGMP Terrazzo FI and Base at Dean Street Lobby
379	0	iGMP Terrazzo FI and Base at Upper Concourse
380	59,256	Add to provide Glass Door at Spandrel Glass Locations
381	0	iGMP Spandrel Glass At. VIP Entry Lobby
382	0	iGMP Upgrades to Practice Court Glazing at VIP Lobby
383	0	iGMP Reschedule Cimco Refridge Package
384	16,951	Add Stair Hand Rails Network Compartments
385	0	iGMP Transfer Cimco OT in Area D
386	143,638	Add Conduit and Electrical Exterior Door Signage
387	18,054	Add for Remove and Replace Fence for Con Ed Sub
388	0	iGMP Transfer Replace Glass for Duct Relocations
389	8,952	Design add for add'l Workstations
390	4,847	Design Add for MDF Room Revisions
391	0	iGMP Transfer New Con Ed NPR Door and Hardware
392	0	iGMP Transfer Price Support Lighting in TV Room
393	0	iGMP Transfer Temporary Enclosure Upper and Lower Suites
394	2,572	Design Service Team Space Rendering Rev.
395	0	iGMP Transfer Master Mechanical credit from Laquila COW GC's
396	0	iGMP Transfer Replacement of Shaftwall at Truck Elevator
397	0	iGMP Transfer Material for Fence along Flatbush Ave.
398	0	iGMP Transfer Banker Steel CD Documents
399	43,500	Add to ASI to Provide Aluminum Exterior Doors
400	0	iGMP Transfer to Commodore Partition Changes
401	0	iGMP Transfer to Ellerbe ASR 67 Irene Preparation
402	65,127	Add to Latticework at Canopy - Swoosh
403	0	iGMP Transfer Wolko Split Slab Waterproofing
404	107,705	Add Additional Toilet Fixtures Main, Upper & Event Level
405	0	iGMP Transfer Shop Installed Façade Connections
406	0	iGMP Transfer Ellerbe 2 month Extension Struct. Obser.
407	0	iGMP Transfer Commodore Repair Damage Framing
408	123,372	Add Additional Toilet Fixtures Lower Suite Level
409	127,302	Add Maintenance Outlets per Bulletin 17
410	0	iGMP Transfer VE Miller Blaker Alts. 5, 6, 7, and 8
411	\$16,319	Add Custom Color Roof Membrane at Cooling Tower
412	56,866	Add Exterior Sponsorship Signage Modification
413	0	iGMP Transfer Revised Lighting & Switching and Circuiting



<u>CO</u>	<u>Amount</u>	<u>Description</u>
414	0	iGMP Transfer Added Pull Stations at Stairs on Event Level
415	0	iGMP Transfer Drink Rail Modifications
416	(28,553)	Credit Electrical Work Associated with Con Ed Vault
417	(42,750)	Credit for Epoxy Coating on Lower and Upper Bowl L&L
418	0	iGMP Transfer Unsuitable Bearing Soil
419	0	iGMP Transfer Added Shaftwall CCC Custom Carpentry
420	0	iGMP Transfer Laquila Bulletin 11
421	0	iGMP Transfer Temporary Wall at Cooling Tower Roof
422	4,788	Add Due to Unsuitable Sols at A-35 and B-35
423	0	iGMP Transfer Material Hoist Footing
424	0	iGMP Transfer Commodore Light Coves
425	0	iGMP Transfer Laquila Incrs. Footing Size BSC-BS3, and 42C
426	1,214	Add Additional Drink Tables for Barclays Suite
427	54,031	Add Electrical Scope 44 Additional Telephones
428	0	Budget Transfer Main Vom Video Wall Display
429	19,913	Add Quad Outlets at Pizza Wayfinding Sign
430	380,951	Add Upgrades to Cisco Stadium Vision IPTV
431	0	iGMP Transfer Framing Repair Upper and Lower Suites
432	0	iGMP Transfer Electrical Revs. In Conference Room Suite
433	392,504	Add Electrical Scope Additional Wireless Access Points
434	57821	Add Electrical Scope of Work Relocation of JBT-3E1
435	0	iGMP Transfer EJ to ASM Relocation of 8" Chilled Water Line
436	769,196	Add Installation Metal Stud Framing for Clam Shells
437	0	iGMP Transfer Add Trench, Backfill, and Electrical Ductbank Encasement
438	4,092	Provide Master Mech. and Maintc. Fomn June 11, 2010 to August 3, 2010
439	69,572	Provide Master Mech. & Maintc. Fomn September 14, 2010 – October 31, 2010
440	24,108	Provide Master Mech. & Maintc. Fomn August 24, 2010 to September 2, 2010
441	91,339	Provide Master Mech. and Maintc. Fomn December 28, 2010 to April 26, 2010
442	52,885	Provide Master Mech. and Maintc. Formn May 18, 2011 to August 7, 2011
443	42,165	Provide Master Mech. and Maintc. Formn November 14, 2010 to December 23, 2010
444	0	iGMP Transfer Roof Signage Add Alt. 6
445	3,182	Provide Master Mech. and Maintc. Fomn May 2, 2011 to May 14, 2011
446	0	iGMP Transfer Commodore Slab Reinforcing and Club Revisions
447	0	iGMP Transfer Commodore Bulletin 4 Superstructure Concrete
448	16,951	Add Internal illumination of Barcladys Log
449	0	iGMP Transfer Laquila Removal of Shoring Tower Base
450	0	iGMP Transfer from EJ to Mastercraft Wall Penetrations
451	0	iGMP Transfer American Stair add Landing at 2C
452	2,686	Add for Design Services for General Seating
453	55,285	Add Column Encasement due to Exterior Façade Canopy
454	19,065	Add Design Services Suite Ceiling Modifications Per ASR 52
455	\$13,314	Relocation of Unit Heater at Dean Street lobby
456	21,715	Design Service Suite Lighting and MEP Modification ASR 78
457	0	iGMP Transfer MRM Leveling Pad at Atlantic Ave.
458	0	iGMP Transfer Ice Melt Pit Hatch Cover

<u>CO</u>	<u>Amount</u>	<u>Description</u>
459	0	iGMP Transfer Design Services for ASR 57
460	7,193	Removal of 40' of 16' High Fence along Dean Street for POE 5
461	0	iGMP Transfer Dean Street Lobby Smoke Evac .per Bulletins 29 and 30
462	29,473	Add gas Venting of Pressure Regulators per NYS Code
463	28,126	Added Security Cameras of Event and Main Concourse
464	154,843	Add SMPETE Cabling and Mounted Rocks
465	0	iGMP Transfer Commodore Bulletin 23
466	323,046	Added Plumbing per Bulletin 7
467	6,542	Added Concrete for "Plinth" at Pouch to Close Off Latt. Work
468	52,761	Add Design Services for MEP for Retail Spaces
469	3,518	Added Plumbing Costs per Bulletin 13
470	18,817	Add Security Access Control to Door Hardware
471	0	iGMP Transfer Relocation of Dean Street Security Check in Door
472	0	iGMP Transfer EJ Settlement Undersigned Spaces
473	0	iGMP Transfer Removal and Modification of Flatbush Ave. Fence
474	0	iGMP Transfer Removal and Modification Flatbush Ave. Fence POE Gas
475	0	iGMP Transfer EJ T-Chart Settlement
476	33,125	Provide Master Mech. And Maintc. Fomn September 7, 2011 to November 15, 2011
477	41,829	Add Faux Finish Column Cap Enclosure
478	23,509	Column Mockup Signage and Wayfinding
479	0	EJ Settlement within GMP PCO 2300
480	0	iGMP Transfer Bunker Suite & VE & Interior Allowance Transfer
481	(10,889)	Credit for EJ Settlement Increase GMP Items
482	10,351	Atlantic Avenue Retail Interior Glazing
483	3,548	Signage Light Box Mockup
484	34,851	Added 4" Backsplash at Coat closets & Ref. Cabinets
485	12,996	Additional Design Services for Revised Oculus Geometry
486	4,530	Sponsorship Modifications to Mockup per Night Viewing
487	0	ASR 51 Additional Design Services for Signage Ext. Doors
488	0	Add Shoring Boxes for Roof Shoring Tower Footings
489	0	DOB Violation 34799648Y Sidewalk Clearance at Flatbush
490	0	Design Service for Tie-In of Existing LIRR Retaining Wall
491	0	Modifications to Suite Restaurant Bar
492	0	Added ASM Scope of Work per CD Docs, dated October 15, 2010
493	230,297	Add Roof Drain Revisions per Bulletin 37
494	0	iGMP Budget Transfer for Added Water Curtain at Concessions
495	18,700	Added Transaction Drawers & Modify Ticket Window
496	11,887	Add Standard Factory Black Color Fintub Enclosure
497	400,623	Replenish Contingency Terrazzo Alternates
498	18,347	Upgrades to Finishes at Stairs 1A – 1B per ASR 27
499	0	Design Services Modify Footprint for Satellite Truck per ASR 49
500	0	Beers of Brooklyn Space OME
501	131,950	Epoxy Terrazzo Flooring & Base Main Concourse Vomitories
502	\$18,528	ASR 44 Integration of Art & History Exhibits
503	7,176	ASR 66 Occupancy Load Reassessment
504	75,528	ASR 43 Customized Sponsorship Signage & Branding
505	4,361	Painting Revisions to Home Campus & Locker Room
506	19,192	ASR 62 Reporting Canopy Deflection

<u>CO</u>	<u>Amount</u>	<u>Description</u>
507	(14,278)	Deduct Riser Platforms and Replace with Fixed Seating
508	630,738	Delete Specialty Flooring & Replace with Port Morris
509	3,117	ASR 46 Provide 19" TV's in Each Home Locker
510	2,679	Add Touch Screen Controller for Truck Turntable
511	0	Transfer from Contingency to Simplex for MDF Ceiling Revisions
512	0	iGMP Budget Transfer for Reprographic Services
513	0	iGMP Budget Transfer Video Replay and Production to Trades
514	800,766	Add Video Replay/Production System
515	0	Transfer from Banker to Ellerbe ASR 60 Halo Columns
516	0	Transfer EJ Settlement Costs
517	0	Transfer to Laquila Expedite Area C SOG
518	0	Transfer Added Shaft Wall & Rated Ceilings in Area B and C
519	0	Transfer Laquila to Replace Clogged P-Trap
520	0	Transfer to EJ Modifications to GM & GM1 Fixtures
521	0	Transfer to Laquila for Chopping Slab at Commissary Kitchen
522	0	Transfer to Laquila to Remove Fill Material at West Loading Area
523	0	Transfer to L&L for Temporary Enclosures at South & East Elevation
524	10,227	Add ASR 94 Calvin Klein Lounge
525	0	Transfer to Laquila to Modify Piers at Lower Bowl
526	0	Transfer to United Hoisting to Reinstall Overhead Protection
527	0	Transfer to Laquila to Backfill Behind 752 Pacific Street
528	0	Transfer to Laquila to Provide Support Scaffold for West Tank
529	0	Transfer to Laquila for Labor, Operator, & Loader for Bowl Clean Up
530	0	Transfer to Laquila to Infill Column for Embed Connections
531	397,931	Add Main Lobby & Jones Soda Revisions PR 18
532	0	Transfer to Laquila Atlas Fence for Site Security Repairs at Vanderbilt & Pacific
533	<u>11,976</u>	Toilet Relocation for Mero PCO Store
	<b>\$17,805,147</b>	<b>Total</b>

<sup>(1)</sup> OCO 16 amounting to a credit of \$8,839,018 addresses the costs of the preconstruction services provided by Hunt Construction prior to the start of construction and has been deducted from the current Budget and total work-in-place.

<sup>(2)</sup> CO 58 amounting to \$84,922 and CO 215 amounting to \$119,076 have been reallocated to the Environmental Budget.

## Transit Connection

Change Order 30 - 37 amounting to \$1,044,651 was provided this period and are included the following list of executed Change Orders, amounting to \$6,965,968, which have been made available to date:

<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	12,740	Hydrant Relocation at Atlantic Avenue
8	(13,500)	Backcharge - Redesign of the Pile Layout
9	20,040	Change delineators and street cones on Flatbush Avenue
10	27,511	Change delineators and street cones on Flatbush Avenue
11	12,805	Form and pour concrete walkway and 2 pedestrian ramps
12	4,279	Change delineators and street cones on Flatbush Avenue
13	29,370	Rerouting of 4" NYCT (IRT) ejector line from Flatbush Avenue along Atlantic Avenue
14	20,587	Flatbush MPT and DOT sign installation during February 2011
15	30,101	Flatbush Avenue MPT and DOT sign replacement and DOT pavement markings for March 2011
16	180,000	Additional subway repairs and IRT columns
18	44,585	GFC elevator and escalator monitoring system
19	47,434	Additional CMU infill of BMT Mezzanine
20	175,000	Structural Steel Repairs - Vent D, IRT Track 4
22	18,055	Prep for Department of Buildings
23	238,448	Flatbush Avenue MPT – April 2011
25	2,948,000	BMT Tunnel Steel and Concrete
29	125,000	Signal and Lighting within BMT and IRT tunnels
30	148,956	MPT Work November 2011 – March 2012
31	140,000	Steel Repairs – Vent B&C
32	145,000	Misc. Vent Repair Work
33	30,295	Patch South Vent Walls & Vent Steel Bracing
35	59,000	Concrete path above trains Structure for Water Main Work
37	<u>521,400</u>	Civetta – EJ Electric Global CO Settlement
	<b>\$6,965,968</b>	<b>Total</b>

Change Order 17 amounting to \$965,000 for the canopy steel; Change Order 21 amounting to \$795,000 for the installation of bollards; Change Order 24 amounting to \$223,962 for paving plaza; Change Order 26 amounting to \$47,893 for the custom canopy sign; Change Order 27 amounting to \$781,500 for the canopy work; Change Order 28 amounting to \$448,000 for the canopy ceiling; Change Order 34 amounting to \$68,000 for “heat to cure SOF”; and Change Order 36 amounting to \$100,000 for “structural concrete slab” are being requisitioned as a separate Application and Certificate for Payment.

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 that result 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 June 18, 2012, amounts to \$2,338,575 for the Arena, \$250,000 for the Transit Connection, \$713,678 for Site Work \$0 for mitigation.

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**

Additional costs for the upgrades directed by the Developer to the arena building include work associated with interior finishes, technological upgrade to equipment, the building façade and façade lighting.

The Developer's Total Hard Cost Design/Scope Contingency Reserve balance is as follows:

### **1. Design/Builder**

a. Change Order Increases (Excluding CCE)	\$36,200,000
b. Change Order Savings	(18,800,000)
c. GMP2 Change Orders Excluded from Change Order Log	2,700,00
d. Interior Allowance Remain	<u>(500,000)</u>

<b>Subtotal Design/Builder Items</b>	<b>\$19,600,000</b>
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### **2. Other Items**

a. Insurance	\$14,700,000
b. Transit Enforcement Agents	2,700,000
c. Testing/Controlled Inspection	<u>500,000</u>

<b>Subtotal Other Items</b>	<b>\$17,900,000</b>
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<b>Total Budget Increases</b>	<b>\$37,500,000</b>
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3. Contingency Available

a. Hard Cost Contingency	\$(14,500,000)
b. Soft Cost Contingency	(2,000,000)
c. Hard Cost Contingency Reserve	3,000,000
d. Soft Cost Contingency Reserve	<u>2,000,000</u>
<b>Total Contingency Available</b>	<b>\$(11,500,000)</b>
<b>Net Funding Required</b>	<b>\$26,000,000</b>

The Developer will be contributing the amount of \$26,000,000 to cover costs associated with all additional work for the arena. The Developer will also be contributing the amount of \$4,000,000 to cover costs associated with all additional work related to the Transit Improvement for a total contribution of \$30,000,000.

## SECTION VIII - REQUISITION REVIEW

### Summary of Hunt GMP Costs

#### Arena

The following summary is based upon the General Contractor's Application and Certificate for Payment 29, covering the period through May 31, 2012:

Original Contract (Design/Build with GMP)		\$484,594,525
Adjustments (Less CCE per OCO 16)		(8,839,018)
Adjustments (C.O.s 1 - 533)		<u>17,805,147</u>
Revised Contract Budget		\$493,560,654
Work Previously Completed	69.4%	\$342,509,461
Work Completed This Period	5.0%	<u>24,778,638</u>
Total Work Completed To Date	74.4%	\$367,288,099
Off-Site Stored Materials (Closing Inventory)	4.1%	<u>20,115,114</u>
Total Work Completed and Stored To Date	78.5%	\$387,403,213
Less Retainage		<u>(17,917,929)</u>
Total Completed and Stored Less Retainage		\$369,485,284
Less Previous Payments		<u>(344,090,545)</u>
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 25,394,739*
Balance to Complete based on Current Contract Value of \$493,560,654		\$106,157,441

\* Current Payment Due includes Hard Costs, \$22,924,968, GC/CM Fee, \$2,150,505, and associated A/E Soft Costs, \$319,266.

In our opinion, the remaining Contract Value funds of \$106,157,441 (net of Retainage), together with the remaining Developer's Arena Design/Scope Contingency, will be sufficient to complete the work as it was originally defined.

Developer-initiated changes to the arena, particularly upgrades to interior finishes, technological upgrades to equipment, building façade and lighting will exceed the remaining available Contingency.

Therefore, the Developer will be contributing the amount of \$26,000,000 to cover the additional costs.

See Developer's Hard Cost Contingency Reserve for a breakdown of all additional costs.

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 costs are 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 monthly as costs incurred.
5. An Imprest Account amounting to \$3,000,000 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 backup documentation was made available for our review. No modifications were made to the requested percentages submitted at the time of our site visit.
8. The GMP budget 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 22, covering the period through May 31, 2012:

Original Contract (Lump Sum)		\$50,581,000
Adjustment (FC-001- 020, 22, 23, 25, 29, 33, 35, and 37)		<u>6,965,968</u>
Current Revised Budget		\$57,546,968
Work Previously Completed	89.8%	\$51,654,748
Work Completed This Period	3.6%	<u>2,048,918</u>
Total Work Completed To Date	93.3%	\$53,703,666
Off-Site Stored Materials		<u>0</u>
Total Work Completed and Stored To Date	93.3%	\$53,703,666
Less Retainage		<u>(2,795,265)*</u>
Total Completed and Stored Less Retainage		\$50,908,401
Less Previous Payments		<u>(48,911,715)</u>
Current Payment Due and Recommended by Merritt & Harris, Inc.		\$ 1,996,686
Balance to Completed based on Current Contract Value of \$57,546,968 (Net of Retainage)		\$ 3,843,302

\* Retainage reduction to 2½% has been requested by the Laquila Group. Since their contract work is substantially completed, we have no objection to this request.

In our opinion, the remaining Contract Value funds of \$3,843,302, 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 \$20,115,114, represents the current closing inventory:

<u>Subcontractor</u>	<u>Amount Added</u>	<u>Closing Amount</u>
Bankers Steel Co.	\$ 0	\$75,000
Berline Steel	0	10,648
Staging Concepts	0	150,503
JR Jones	588,420	1,103,563
Miller Blaker	393,171	1,335,910
ASI Limited	217,240	2,202,182
Globe Gates	15,000	15,000
American Industries	457,569	772,569
Component Assembly	0	150,937
Jantile Inc.	0	43,069
Coastal Tile & Marble	0	100,950
Port Morris Tile	0	583,091
Consolidated Carpet	0	200,000
TJ Signs	102,500	634,336
Nickerson Corp.	0	45,318
H-Mak, Inc.	332,027	3,341,720
American Seat	524,113	1,788,091
Daktronics	191,500	3,681,630
Otis Elevators	0	389,850
ASM Mechanical	0	158,532
EJ/ERMCO JV	<u>0</u>	<u>3,332,215</u>
<b>Totals</b>	<b>\$2,821,540</b>	<b>\$20,115,114</b>

Of the closing inventory amounting to \$20,115,114, the new value of off-site stored materials added this period is \$2,821,540.

### Transit Connection

No off-site stored material has been requisitioned this period.

Complete backup documentation will be made available for all 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:**

<u>Description</u>	<u>Previous Budget</u>	<u>Current Budget</u>	<u>Previously Completed</u>	<u>Current Request</u>	<u>Total Completed</u>	<u>% Complete</u>	<u>Remaining Balance</u>	<u>Retainage</u>
Arena	\$509,256,625	\$523,956,625	\$365,013,530	\$25,133,055 *	\$390,146,585	74.5	\$133,810,040	\$19,064,058
Transit Connection	69,925,402	69,925,402	54,932,956	2,348,503	57,281,459	81.9	12,643,943	2,798,355
Arena Site Work	19,793,349	19,393,349	5,903,271	1,165,807	7,069,078	36.5	12,324,272	469,998
Arena Mitigation	<u>4,010,886</u>	<u>4,010,886</u>	<u>1,263,160</u>	<u>141,048</u>	<u>1,404,208</u>	35.0	<u>2,606,678</u>	<u>100,755</u>
<b>Totals</b>	<b>\$602,986,262</b>	<b>\$617,286,262</b>	<b>\$427,112,917</b>	<b>\$28,788,413</b>	<b>\$455,901,3309</b>	<b>73.9</b>	<b>\$161,384,933</b>	<b>\$22,433,166</b>

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

The \$28,788,413 being requested for these line items under the Requisition, covering May 2012, was reviewed by our office and found to be reasonable.

**Soft Costs**

<u>Description</u>	<u>Previous Budget</u>	<u>Current Budget</u>	<u>Total Completed</u>	<u>Amount Due</u>	<u>Remaining Balance</u>	<u>% Complete</u>
Architecture and Engineering	\$107,725,696	\$108,725,696	\$107,460,394	\$(232,935)	\$ 1,265,302	98.8
Legal	2,328,180	2,328,180	1,184,853	0	1,143,327	50.9
Development Costs	45,000,000	45,000,000	44,949,780	1,010,000	50,220	99.9
Project Expenses/Marketing	28,215,305	28,265,305	24,729,589	370,086	3,535,716	87.5
Insurance/Commissioning	6,581,225	6,531,225	4,278,245	10,139	2,252,980	65.5
Development Contingency	<u>2,000,000</u>	<u>2,000,000</u>	<u>0</u>	<u>0</u>	<u>2,000,000</u>	0.0
<b>Totals</b>	<b>\$191,850,406</b>	<b>\$192,850,406</b>	<b>\$182,602,861</b>	<b>\$1,157,290</b>	<b>\$10,247,545</b>	<b>94.7</b>

Current Revised Budget \$192,850,406

Total Amount Incurred to Date 94.7% \$182,602,861

Current Payment Due and Recommended by Merritt & Harris, Inc. \$ 1,157,290

Balance Amount based on Budget of \$192,850,406 \$ 10,247,546

**Soft Cost Items**

<u>Description</u>	<u>Previous Budget</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	\$196,316,469	\$181,616,469	\$171,067,351	\$1,017,747	\$172,085,098	94.8	\$9,531,371
Transit Connection	6,043,349	6,043,349	5,666,732	39,910	5,706,643	94.4	336,707
Arena Site Work	4,134,332	4,534,332	4,089,616	92,133	4,181,750	92.2	352,582
Arena Mitigation	<u>656,256</u>	<u>656,256</u>	<u>621,870</u>	<u>7,500</u>	<u>629,370</u>	95.9	<u>26,886</u>
<b>Totals</b>	<b>\$207,150,406</b>	<b>\$192,850,406</b>	<b>\$181,445,569</b>	<b>\$1,157,290</b>	<b>\$182,602,8610</b>	<b>94.7</b>	<b>\$10,247,546</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>	\$ 4,684,606	\$ 0	\$ 4,684,606	94.6	\$265,761
Financing	<u>29,715,483<sup>(2)</sup></u>	<u>29,710,630</u>	<u>0</u>	<u>29,710,630</u>	99.9	<u>4,853</u>
<b>Totals</b>	<b>\$34,665,850</b>	<b>\$34,395,236</b>	<b>\$ 0</b>	<b>\$34,395,236</b>	<b>99.2</b>	<b>\$270,614</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	\$ 25,133,055.48
Hard Costs - Transit Connection	2,348,502.80
Hard Cost - Site Work	1,165,806.32
Hard Costs - Mitigation	141,048.11
Soft Costs	1,157,290.43
Accounts Payable (AP)	0.00
Financing	<u>0.00</u>
<b>Total</b>	<b>\$29,945,703.14</b>

### SECTION IX - LIEN WAIVERS

The General Contractor's (Arena) Lien Waiver, dated May 31, 2012, amounting to \$344,090,544.99, including the current payment of \$25,394,739.21, 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 29, covering the period through May 31, 2012.

The General Contractor's (Transit Connection) Lien Waiver, dated June 5, 2012, amounting to \$48,911,716, including the current payment of \$1,996,686 for the period ending May 31, 2012, was made available.

The General Contractor's (Transit Canopy/Site Work) Lien Waiver, dated June 19, 2012, amounting to \$1,897,795.80, including the current payment of \$370,598 for the period ending May 31, 2012, was made available.

The following Subcontractors' Lien Waivers have been made available to date:

**Arena**

<b><u>Subcontractor</u></b>	<b><u>Cumulative Amount Paid</u></b>	<b><u>Period Ending</u></b>
American Seating	\$ 1,594,859	03/31/12
American Stair	1,909,710	03/31/12
ASI Limited	21,344,072	02/29/12
ASM Mechanical	34,569,775	03/31/12
Almar Plumbing	12,117,383	03/31/12
Banker Steel	63,744,944	03/31/12
CCC Custom Carpentry	3,581,556	03/31/12
Daktronics	5,530,412	03/31/12
E-J/ERMCO	47,503,371	03/31/12
H-Mak	6,217,569	03/31/12
Hydro Work Int'l	67,681	10/31/11
Berlin Steel	2,525,385	03/31/12
A&B Caulking	601,442	03/31/12
L&L Painting	1,531,059	03/31/12
LaQuila Group	26,882,049	03/31/12
LaQuila Group - Environmental	8,640,548	09/30/11
United Hoisting - Arena	1,426,642	11/30/11
United Hoisting – Material Hoist	505,221	03/31/12
MFM Contracting	137,529	10/31/11
Commodore Construction - Concrete	9,049,673	03/31/12
Staging Concepts	820,327	03/31/12
Cimco Refrigeration	1,110,971	03/31/12
Otis Elevator	4,324,066	03/31/12
Grinnell-Simplex	5,847,974	03/31/12
Commodore Construction - Drywall	2,837,657	04/30/12
Mastercraft Masonry	6,203,768	03/31/12
LIF Industries	451,168	03/31/12
Globe Gates	726,682	02/29/12
Island International Ent.	3,362,127	03/31/12
Component Assembly	3,097,034	03/31/12
ADT	1,108,660	03/31/12
J.R. Jones Fixtures	821,322	03/31/12
Miller Blaker	1,036,868	03/31/12
Wolkow Braker	1,887,301	03/31/12
American Industries	507,690	02/29/12
T.J. Signs	914,594	03/31/12
Fine Group	3,270	11/30/11
JE Thompson	443,050	03/31/12
P.C. Richard	\$ 17,512	03/31/12

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<b><u>Subcontractor</u></b>	<b><u>Cumulative Amount Paid</u></b>	<b><u>Period Ending</u></b>
Nickerson Corp.	55,146	03/31/12
United Hoisting – Arena	1,381,042	03/31/12
United Hoisting – Demo	216,862	02/29/12
Consolidated Carpet	259,065	03/31/12
Coastal Tile & Marble	706,138	03/31/12
Fowler Equipment	51,240	02/29/12
Jantile	441,214	04/30/12
Port Morris	<u>1,483,929</u>	03/31/12
<b>Total Arena</b>	<b>\$289,597,557</b>	

As of the current Application and Certificate for Payment 29 (Arena), the amount previously funded to the General Contractor totals \$344,090,545. 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 latest Executive Level Summary AS 23, dated January 11, 2012 (Data Date), indicates substantial completion of the Arena to be attained by September 5, 2012, and the Site Work will be substantially completed in concurrence with the Arena.

Punch list work and Subcontractor close-outs will extend the construction term to a final completion date of June 30, 2013.

The following Schedule indicates the latest important milestones:

**Arena**

<b><u>Construction Phase</u></b>	<b><u>Early Start</u></b>	<b><u>Early Finish</u></b>
Foundations and Footings	06/07/10	06/03/11
Slab-on-Grade	04/15/11	11/29/11
Structural Steel (excluding Catwalk)	11/23/10	10/17/11
Concrete on Metal Deck	02/28/11	11/01/11
Structural Precast	04/26/11	11/09/11
Metal Stairs	02/15/11	10/24/11
Interior Masonry Partitions	06/09/11	04/15/12
Interior Finishes	10/05/11	08/14/12
Fireproofing	05/16/11	01/27/12
MEP OVHD Rough-In	10/19/11	04/16/12
Vertical Transportation	04/07/11	06/01/12
Roof Steel	06/20/11	09/21/11
High Roof	08/16/11	02/06/12
Metal Deck Roofing	10/10/11	03/14/12
Exterior Skin	08/04/11	05/23/12
Con Edison Permanent Power Available	12/01/11	-
Phase 5 Structural Precast Lower Bowl	02/14/12	03/06/12
Seating	02/07/12	07/23/12
Scoring and Video Board Systems	03/06/12	07/18/12
AV, Broadcast, and Network Systems	01/20/12	08/08/12
Ice Rinks Systems	03/16/12	06/18/12
Substantial Completion	-	09/05/12
Site Work	03/22/12	09/05/12
First Entertainment Venue (Jay-Z Concert)	-	09/28/12
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.

The GMP provides for an early completion bonus, which under Schedule AS 23, would be earned with completion in July 2012. The following criteria would need 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

## GMP2 Modification

The GMP2 modification, dated March 9, 2012 constitutes a modification of the contract documents and establishes a new substantial completion date, incorporates all design changes to date into the GMP documents, and resolves all issues between the Developer and the Design/Builder for adjustments to the GMP and arena schedule and constitutes full and final compensation for the following:

1. Change Orders approved by the Developer as of the date of the modification.
2. Work included in PCOs, Developer Change Directives and Developer Directives issued as of the date of the modification that have not been executed as approved Change Orders on the list indicated on the attached Exhibit 1, which are not included within the GMP value. Such costs will be negotiated by the Design/Builder but will not exceed the sum indicated in Exhibit 1.
3. Adjustments to the GMP or the arena schedule for costs that were made in written notices issued by the Design/Builder to the Developer as of the date the modification identified in the attached Exhibit 2, and are fully inclusive of all adjustments to the GMP or the arena schedule.
4. Interior design and other changes to the arena design documents made by the Design/Builder as requested by the Developer as of the date of this modification not included in the items identified in the attached Exhibit 3.
5. PCOs numbered 2261 or higher are not included.
6. Revised arena scheduled inclusive of all delays resulting from Change Order work, and other changes covered by the modification to currently show a substantial completion date of September 5, 2012.
7. Senior management representatives from the Developer and the design/builder in May 2012, and agreed to the shared savings provision of the contract.

Additional costs for the upgrades directed by the Developer to the arena building include work associated with interior finishes, technological upgrade to equipment, the building façade and façade lighting.

1. Design/Builder

e. Change Order Increases (Excluding CCE)	\$36,200,000
f. Change Order Savings	(18,800,000)
g. GMP2 Change Orders Excluded from Change Order Log	2,700,00
h. Interior Allowance Remain	<u>(500,000)</u>

**Subtotal Design/Builder Items** **\$19,600,000**

2. Other Items

d. Insurance	\$14,700,000
e. Transit Enforcement Agents	2,700,000
f. Testing/Controlled Inspection	<u>500,000</u>

**Subtotal Other Items** **\$17,900,000**

**Total Budget Increases** **\$37,500,000**

3. Contingency Available

e. Hard Cost Contingency	\$(14,500,000)
f. Soft Cost Contingency	(2,000,000)
g. Hard Cost Contingency Reserve	3,000,000
h. Soft Cost Contingency Reserve	<u>2,000,000</u>

**Total Contingency Available** **\$(11,500,000)**

**Net Funding Required** **\$26,000,000**

The Developer will be contributing the amount of \$26,000,000 to cover costs associated with all additional work for the arena. The Developer will also be contributing the amount of \$4,000,000 to cover costs associated with all additional work related to the Transit Improvement for a total contribution of \$30,000,000.



The original Atlantic Yard and Mass Transit Improvement Construction Schedule, dated January 17, 2011, was provided for our review. The latest Schedule prepared by John Civetta & Sons, Inc., dated April 20, 2012, which includes completion of the canopy, indicates mobilization of the Project began on August 2, 2010, with completion scheduled for July 14, 2012.

The milestone dates for the transit connection including the canopy work based on the latest updated construction schedule dated April 20, 2012, are noted:

<b>BMT Control Area Fit-Out</b>		
Street Level Structure	02/14/12	04/11/12
Canopy Fit-Out	01/21/12	07/13/12
Elevator	01/26/12	06/15/12
Elevator Machine Room	01/30/12	03/28/12
Escalators	09/19/11	06/22/12
Grand Stair Finishes	06/15/12	07/13/12
Back-of-House Areas	03/22/12	04/30/12
Electric Distribution Room	01/05/12	04/25/12
Electric Panel Room	01/12/12	05/07/12
Room 324	03/12/12	04/12/12
Fire Smoke Doors	03/12/12	05/24/12
Fare Control Area	01/31/12	04/04/12
Fare Control Equipment	05/02/12	05/23/12
<b>IRT NB &amp; SB Ramp Fit Out</b>		
IRT North Bound Ramp Finishes	12/01/11	04/26/12
IRT South Bound Ramp Finishes	12/01/11	04/26/12
<b>Existing IRT Stair Reconstruction</b>		
Southbound IRT Stair Work	02/13/12	05/04/12
New Tunnel Lighting Room	02/01/12	02/07/12
Scrubber Room 312	02/17/12	02/20/12
Existing Scrubber Room @ IRT Platform	02/27/12	03/16/12
Center Platform IRT Stair	03/22/12	04/12/12
IRT Sub-Passageway	02/01/12	04/10/12
<b>BMT Passageway</b>		
BMT Passageway Stair Way	02/18/12	04/20/12
Misc. Structural Work	01/12/12	03/02/12
BMT Passageway Finishes	03/22/12	05/01/12
Arena Electrical Service	03/15/12	04/07/12
Arena Emergency Power		06/14/12
Low Voltage Utilities (by Arena Team)		06/01/12
Commissioning from TA Station	04/23/12	07/01/12
Commissioning from Arena Systems	06/15/12	07/01/12

Project Completion (Base Scope of Work)

Beneficial Use		07/01/12
Substantial Completion	03/22/12	05/30/12
Final Completion	05/31/12	07/14/12
Punch List	03/22/12	07/14/12

Project Completion (Canopy Add 3)

Complete Canopy & Main Stair Work		07/14/12
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The original construction term of 20 months (August 2, 2010 - April 2, 2012) was reasonable, but due to early delays, the Construction Schedule had slipped by approximately 4½ months. We feel that a mid-August 2012 completion date is more realistic.

Note that the Transit Connection is scheduled to open in conjunction with the Arena; therefore, the slippage will have no impact on the overall project schedule.

## **Manpower**

According to the General Contractor and the Manpower Log, 550 persons have been on the job for the Arena and 48 persons for the Transit Connection this month. The increase in manpower for the arena is attributed to the roofing, carpentry, and finish trades. The Transit Connection is substantially complete with the interior work while the finish materials and canopy work is ongoing. Daily Manpower Logs, in chronological order, are being made available at the job site and will be reviewed periodically by our office.

Approximately 16.3% and 6.3% of the contract values on the project are attributed to MBE and WBE companies, respectively.

## **Construction Progress Chart**

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

Note the Arena is slightly ahead of schedule, while the Transit Connection is currently 4½ months behind its original schedule.

## Work Anticipated for the Next Period

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

### Arena

1. Foundations
  - a. Slab-on-grade will be poured at the construction ramp area
2. Slab-on-Metal Deck
  - a. Infill slabs and concrete at Area C will be complete
3. Masonry walls at vomitories on the Plaza Level will be complete
4. Structural Steel
  - a. Structural Steel framing at oculus will be complete
  - b. Punch list work will continue
5. Insulation and finish membrane layer on the main roof will be in progress
6. Spray-on Fireproofing
  - a. Patching will continue
7. Carpentry
  - a. Gypsum board, taping, and spackle operation will continue
  - b. Suspended ceiling system will be complete throughout the suites
  - c. Soffits and bulkhead framing and gypsum board installation will be complete
  - d. Temporary protection at the lobby, main, and upper concourse areas will be maintained
  - e. Plywood panels will continue at the vomitory entrances and concession storefronts on the main concourse, with finish panels to continue.
8. Finishes
  - a. Prime painting at partition walls and door frames will continue
  - b. Epoxy and sealer application at the concrete stadia will continue
  - c. Tile work will continue at bathrooms corridor walls and start at concession areas
  - d. Terrazzo flooring will continue at the Main and Upper Concourse areas
9. Concession Equipment
  - a. Equipment will continue installation

10. Preweathered Lattice Panels
  - a. Preweathered Lattice Panel will continue at the loading dock area
11. Fire Protection
  - a. Pressure testing of branchwork will continue
  - b. Branchwork piping will be complete at the seating area of the and upper concourse level
12. Plumbing
  - a. Club kitchen, pantry rough-in, gas piping, and water piping will continue
  - b. Piping insulation will continue
  - c. Bathroom rough-in will continue
  - d. Storm and sanitary piping will continue
  - e. Connections at equipment will continue
  - f. Domestic hot water circulator, sewage ejector pumps, elevator and turntable sump pumps, grease traps and water filtration system will be complete
13. Electrical
  - a. Overhead conduit rough-in will continue
  - b. Low voltage wiring will continue
  - c. Rough-in at Lower/Upper Level Suites, and Upper Concourse will continue
  - d. Fire alarm conduit rough-in will continue
14. HVAC
  - a. Fuel oil piping and heat tracing system installation will continue
  - b. Galvanized and black iron ductwork will continue
  - c. Duct insulation will continue
  - d. BMS controls will continue
  - e. Firestopping at piping and sheetmetal penetrations will continue

## Transit Connection

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

1. Site Work
  - a. Curbing and light poles will be installed along Flatbush Avenue
  - b. Concrete benches at the Atlantic Avenue and Flatbush Avenue intersection will continue
2. Transit Connection
  - a. Tile work will continue at the walls and floors
  - b. MEP will continue
  - c. Elevator and escalator start-ups and inspections will be complete
  - d. Ceiling framing at the entrance will continue
  - e. Canopy framing will continue
  - f. Staircases to the BMT platform level will be complete

In our opinion, the preceding projections, as stated by Messrs. Hamburg and Lowe, 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 27 (Arena), covering May 2012*
3. *General Contractor's Application and Certificate for Payment 29 (Arena), covering the period through May 31, 2012*
4. *General Contractor's Application and Certificate for Payment 22 (Transit Connection), covering the period through May 31, 2012*
5. *General Contractor's Application and Certificate for Payment 22 (Transit Canopy/Site Work), covering the period through May 31, 2012*
6. *Developer's Requisition for Payment (Arena)*
7. *Change Order Summary and Change Orders*
8. *Off-Site Stored Material Summary*
9. *Construction Progress Chart, prepared by Merritt & Harris, Inc. (Arena)*
10. *Construction Progress Chart, prepared by Merritt & Harris, Inc. (Transit Connection)*
11. *Progress Photographs (Arena)*
12. *Progress Photographs (Transit Connection)*

23-041

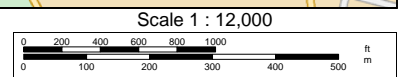
**BARCLAYS CENTER  
BROOKLYN, NEW YORK**



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**ATTACHMENT 1**



**EXHIBIT A  
BARCLAYS ARENA  
REDUCTION # 27  
SUMMARY  
May 2012 Bidding**

	(A)	(B)	(C)	(D)	(E)	(F) = (D+E)	(G) = (C-F)	(H)
	Original	Budget	Revised	Previously	Current	Total Expenses	Accounting	Roll-Forward
	Quoted	Revisions	Quoted	Quoted	Requisition	to date	Balance	To Date
<b>Site Acquisition Costs:</b>	124,125,125	0	124,125,125	124,125,125	-	124,125,125	00	-
<b>Major Costs:</b>								
Tractor	491,394,918	33,965,715	527,080,592	368,483,866	26,388,241	397,241,907	144,238,886	22,256,495
GC / CM Fee	69,894,032	8,801,704	87,986,736	54,147,169	3,342,651	56,489,220	10,596,516	176,671
SWP Contingency	0	0	0	-	-	-	-	-
Hard Add / Allowance Allowance for Site Prep. & P&SE	0	0	0	-	-	-	-	-
Preconstruction Estimating Services	11,390,805	(288,314)	11,102,492	10,889,003	-	10,889,003	118,492	-
Permits, Bonds	2,301,494	(909,020)	1,392,474	1,210,348	25,280	1,235,629	865,855	-
Owner's Testing/Survey	1,540,908	3,818,584	5,359,492	4,282,841	62,841	4,345,482	825,390	-
Owner's Design/Scope Contingency	30,711,746	(25,071,892)	5,640,854	-	-	-	5,640,854	-
<b>Total Hard Costs</b>	<b>594,017,793</b>	<b>18,358,489</b>	<b>612,376,282</b>	<b>427,112,218</b>	<b>28,796,413</b>	<b>455,907,331</b>	<b>181,584,832</b>	<b>22,433,166</b>
<b>Soft Costs and Other:</b>								
Architecture & Engineering	98,848,749	9,878,947	108,726,696	107,690,328	(32,935)	107,460,394	1,265,302	-
Legal	2,826,180	(500,000)	2,326,180	1,184,803	-	1,184,803	1,143,377	-
Development Costs	45,000,000	0	45,000,000	43,839,786	1,010,000	44,849,786	50,218	-
Project Expenses / Marketing	39,345,365	(948,000)	38,397,365	34,309,523	270,000	34,579,523	3,595,717	-
Insurance / Commissioning / Other	3,514,640	3,018,385	6,533,025	4,280,106	63,139	4,343,245	2,252,081	-
Development Contingency	2,871,785	(671,795)	2,200,000	-	-	-	2,200,000	-
<b>Total Soft Costs &amp; Other</b>	<b>192,196,669</b>	<b>15,743,537</b>	<b>207,940,206</b>	<b>191,445,219</b>	<b>1,187,233</b>	<b>192,632,452</b>	<b>16,242,543</b>	-
<b>Total Project Costs</b>	<b>786,214,462</b>	<b>34,102,026</b>	<b>820,316,488</b>	<b>618,557,437</b>	<b>29,983,646</b>	<b>648,541,083</b>	<b>197,827,375</b>	<b>22,433,166</b>
<b>Total AP</b>				(268,781)	-	(268,781)	268,781	-
<b>Total Liability</b>	0	0	0	(268,781)	-	(268,781)	268,781	0
<b>TOTAL USGS</b>	<b>786,214,462</b>	<b>34,102,026</b>	<b>820,316,488</b>	<b>618,288,656</b>	<b>29,983,646</b>	<b>648,272,302</b>	<b>197,827,375</b>	<b>22,433,166</b>
<b>SOURCES</b>								
Contribution from NYCNYC	(131,688,680)	0	(131,688,680)	(131,688,680)	-	(131,688,680)	-	-
Tier-Exempt Bond Proceeds	(516,958,587)	0	(516,958,587)	(516,958,587)	(27,357,295)	(544,315,882)	(185,732,579)	-
Funds to Construction Account from Non-Asset Account Escrow	0	0	0	0	-	0	0	-
Projected Interest Earnings on Bond Fund (Prior to Vacant Possession)	(1,837,359)	3,260	(1,834,099)	(1,837,359)	-	(1,837,359)	0	-
Projected Interest Earnings on Construction Account	(8,081,727)	0	(8,081,727)	(8,081,727)	-	(8,081,727)	(8,081,727)	-
<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>-</b>	<b>115,538,780</b>	<b>-</b>	<b>-</b>
<b>Total Construction Account Sources</b>	<b>(466,486,997)</b>	<b>3,260</b>	<b>(466,483,737)</b>	<b>(536,148,766)</b>	<b>(27,357,295)</b>	<b>(563,506,061)</b>	<b>(171,215,234)</b>	<b>-</b>
<b>Additional Rent</b>	<b>(396,712,880)</b>	<b>0</b>	<b>(396,712,880)</b>	<b>(396,712,880)</b>	<b>-</b>	<b>(396,712,880)</b>	<b>-</b>	<b>-</b>
Deposit to Additional Rent Account from Non-Asset Account Escrow	0	0	0	0	-	0	0	-
<b>Additional Rent</b>	<b>(396,712,880)</b>	<b>0</b>	<b>(396,712,880)</b>	<b>(396,712,880)</b>	<b>-</b>	<b>(396,712,880)</b>	<b>-</b>	<b>-</b>
Additional Rent - May 2012	0	(30,000,000)	(30,000,000)	(27,528,363)	(2,368,413)	(29,896,776)	(83,204)	-
Projected Interest Earnings on Non-Asset Account	(34,850)	0	(34,850)	(34,850)	-	(34,850)	0	-
Projected Interest Earnings on Additional Rent Account thru 5-13-11	(754,355)	(50,386)	(804,741)	(787,841)	-	(787,841)	-	-
Surplus Costs of Insurance Deposit to Additional Rent Account	0	0	0	0	-	0	0	-
Non-Asset Account Escrow	0	0	0	0	-	0	0	-
<b>Additional Rent Account Balance</b>	<b>(397,480,940)</b>	<b>(30,050,386)</b>	<b>(427,531,326)</b>	<b>(397,343,275)</b>	<b>(2,368,413)</b>	<b>(399,711,688)</b>	<b>(83,394)</b>	<b>-</b>
<b>Costs of Financing from Additional Rent and certain Interest Earnings</b>	<b>28,715,483</b>	<b>45,123</b>	<b>28,760,606</b>	<b>28,760,606</b>	<b>-</b>	<b>28,760,606</b>	<b>0</b>	<b>-</b>
<b>Total Additional Rent Sources (Net of COF)</b>	<b>(368,765,457)</b>	<b>(29,955,263)</b>	<b>(398,720,720)</b>	<b>(397,103,881)</b>	<b>(2,368,413)</b>	<b>(399,472,294)</b>	<b>(83,394)</b>	<b>-</b>
<b>TOTAL SOURCES (NET OF COF)</b>	<b>(654,252,457)</b>	<b>(26,653,003)</b>	<b>(680,905,460)</b>	<b>(654,862,496)</b>	<b>(28,344,708)</b>	<b>(683,207,204)</b>	<b>(171,200,257)</b>	<b>-</b>
<b>Additional Rent Account at Vacant Possession (5-12-11)</b>	<b>313,876,782.65</b>			<b>313,876,782.65</b>		<b>313,876,782.65</b>		
** Interest Earned & excess of Projected Earnings as of (5-12-11)	<b>51,383.75</b>			<b>51,383.75</b>		<b>51,383.75</b>		
<b>Total Pending Additional Rent Account</b>	<b>262,432,887.75</b>			<b>262,432,887.75</b>		<b>262,432,887.75</b>		
<b>Additional Rent - May 2012</b>	<b>30,397,658.98</b>			<b>30,397,658.98</b>		<b>30,397,658.98</b>		
<b>Total Pending Additional Rent Account as of May 2012</b>	<b>292,830,536.73</b>			<b>292,830,536.73</b>		<b>292,830,536.73</b>		
<b>Construction Account Balance at Vacant Possession (5-12-10)</b>	<b>435,481,838.37</b>			<b>435,481,838.37</b>		<b>435,481,838.37</b>		
<b>Total Sources of Funds for Current Draw</b>								

**ATTACHMENT 2**

**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 27  
ARENA BUILDING**

	(A)	(B)	(C)	(D)	(E)	(F) = (D+E)	(G) = (C-F)	(H)
	Arena Building Budget	Budget Revisions	Revised Budget	Previously Expended	Current Requisition	Total Expended to date	Remaining Balance	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>								
4 Trades	414,925,457	29,308,815	444,234,072	299,648,592	22,882,568	322,531,160	121,702,912	- 19,064,058
5 GC / CM Fee	58,842,849	3,855,000	62,497,649	51,901,361	2,174,872	54,076,233	8,421,416	-
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	61,690	8,976,255	8,976,255	0	8,976,255	0	-
9 Permits, Bonds	750,000	0	750,000	662,844	25,280	688,124	61,876	-
10 Owner's Testing/Survey	1,341,007	3,129,964	4,470,971	3,824,478	50,336	3,874,814	596,157	-
11 Owner's Design/Scope Contingency	22,619,332	(19,591,854)	3,027,678	0	0	0	3,027,678	-
12 <b>Total Hard Costs</b>	<b>507,193,010</b>	<b>18,783,619</b>	<b>523,956,625</b>	<b>365,013,530</b>	<b>25,133,056</b>	<b>390,146,585</b>	<b>133,810,040</b>	<b>19,064,058</b>
13								
14 <u>Soft Costs and Other:</u>								
15 Architecture & Engineering	93,238,819	5,477,000	98,715,819	98,372,517	(364,407)	98,008,110	707,709	-
16 Legal	2,685,000	(500,000)	2,185,000	1,021,673	0	1,021,673	1,143,327	-
17 Development Costs	45,000,000	0	45,000,000	43,939,780	1,010,000	44,949,780	50,220	-
18 Project Expenses / Marketing	29,085,305	(1,200,000)	27,885,305	24,037,885	362,015	24,399,900	3,485,405	-
19 Insurance / Commissioning / Other	3,126,084	2,724,261	5,850,345	3,695,496	10,139	3,705,635	2,144,710	-
20 Development Contingency	2,671,795	(671,795)	2,000,000	0	0	0	2,000,000	-
21 <b>Total Soft Costs &amp; Other</b>	<b>175,787,903</b>	<b>5,829,466</b>	<b>181,616,469</b>	<b>171,067,351</b>	<b>1,017,747</b>	<b>172,085,096</b>	<b>9,531,371</b>	<b>-</b>
22								
23 <b>Total Project Costs</b>	<b>807,105,138</b>	<b>22,593,081</b>	<b>829,698,219</b>	<b>660,206,006</b>	<b>26,150,802</b>	<b>686,356,808</b>	<b>143,341,411</b>	<b>19,064,058</b>
24								
25 <b>Total AP</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>(257,940)</b>	<b>0</b>	<b>(257,940)</b>	<b>257,940</b>	<b>-</b>
26								
27 <b>Total Liability</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>(257,940)</b>	<b>0</b>	<b>(257,940)</b>	<b>257,940</b>	<b>-</b>
28								
29 <b>TOTAL USES</b>	<b>807,105,138</b>	<b>22,593,081</b>	<b>829,698,219</b>	<b>659,948,066</b>	<b>26,150,802</b>	<b>686,098,868</b>	<b>143,599,351</b>	<b>19,064,058</b>



**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 27  
TRANSIT CONNECTION**

	(A)	(B)	(C)	(D)	(E)	(F) = (D+E)	(G) = (C-F)	(H)
	Transit Connection Budget	Budget Revisions	Revised Budget	Previously Expended	Current Requisition	Total Expended to date	Remaining Balance	Retainage To Date
1 <b>Site Acquisition Costs:</b>	0	0	0	0	0	0	0	-
2								
3 <b>Hard Costs:</b>								
4 Trades	58,524,500	4,873,884	63,398,384	49,887,571	2,168,818	52,056,389	11,361,974	- 2,621,684
5 GC / CM Fee	0	2,760,600	2,760,600	2,245,808	167,179	2,412,987	287,613	- 176,671
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	2,282,244	(301,004)	1,981,240	1,981,240	0	1,981,240	(0)	-
9 Permits, Bonds	1,166,850	(500,000)	666,850	399,188	0	399,188	267,662	-
10 Owner's Testing/Survey	0	500,000	500,000	439,150	12,505	451,655	48,345	-
11 Owner's Design/Scope Contingency	6,033,960	(5,355,012)	678,948	0	0	678,948	0	-
12 <b>Total Hard Costs</b>	<b>68,007,554</b>	<b>1,917,848</b>	<b>69,925,402</b>	<b>54,932,869</b>	<b>2,348,503</b>	<b>57,281,459</b>	<b>12,643,942</b>	<b>2,798,355</b>
13								
14 <b>Soft Costs and Other:</b>								
15 Architecture & Engineering	3,117,848	2,082,152	5,200,000	4,942,151	33,867	4,976,018	223,982	-
16 Legal	163,180	0	163,180	163,180	0	163,180	0	-
17 Development Costs	0	0	0	0	0	0	0	-
18 Project Expenses / Marketing	0	175,000	175,000	121,241	6,043	127,284	47,716	-
19 Insurance / Commissioning / Other	285,070	220,099	505,169	440,180	0	440,180	65,009	-
20 Development Contingency	0	0	0	0	0	0	0	-
21 <b>Total Soft Costs &amp; Other</b>	<b>3,566,098</b>	<b>2,477,251</b>	<b>6,043,349</b>	<b>5,666,732</b>	<b>39,910</b>	<b>5,706,642</b>	<b>338,707</b>	<b>-</b>
22								
23 <b>Total Project Costs</b>	<b>71,573,652</b>	<b>4,395,099</b>	<b>75,968,751</b>	<b>60,599,601</b>	<b>2,388,413</b>	<b>62,988,102</b>	<b>12,980,649</b>	<b>2,798,355</b>
24								
25 <b>Total AP</b>	<b>0</b>			<b>(7,820)</b>	<b>0</b>	<b>(7,820)</b>	<b>7,820</b>	
26								
27 <b>Total Liability</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>(7,820)</b>	<b>0</b>	<b>(7,820)</b>	<b>7,820</b>	<b>-</b>
28								
29 <b>TOTAL USES</b>	<b>71,573,652</b>	<b>4,395,099</b>	<b>75,968,751</b>	<b>60,591,781</b>	<b>2,388,413</b>	<b>62,980,221</b>	<b>12,988,480</b>	<b>2,798,355</b>

**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 27  
ARENA SITEWORK**

	(A)	(B)	(C)	(D)	(E)	(F) = (D+E)	(G) = (C-F)	(H)
	Arena Sitework Budget	Budget Revisions	Revised Budget	Previously Expended	Current Requisition	Total Expended to date	Remaining Balance	Retainage To Date
1 <u>Site Acquisition Costs:</u>	0	0	0	0	0	0	0	-
2								
3 <u>Hard Costs:</u>								
4 Trades	15,734,660	(100,000)	15,634,660	5,721,839	1,165,806	8,887,645	8,746,415	- 409,990
5 GC / CM Fee	1,888,087	0	1,888,087	0	0	0	1,888,087	-
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	150,000	0	150,000	31,598	0	31,598	118,402	-
9 Permits, Bonds	354,016	0	354,016	130,822	0	130,822	223,195	-
10 Owner's Testing/Survey	199,901	0	199,901	19,013	0	19,013	180,888	-
11 Owner's Design/Scope Contingency	1,817,284	(550,000)	1,167,284	0	0	0	1,167,284	-
12 <b>Total Hard Costs</b>	<b>20,143,349</b>	<b>(750,000)</b>	<b>19,393,349</b>	<b>5,903,271</b>	<b>1,165,806</b>	<b>7,069,077</b>	<b>12,324,272</b>	<b>409,990</b>
13								
14 <u>Soft Costs and Other:</u>								
15 Architecture & Engineering	2,460,631	1,710,000	4,170,631	3,756,790	90,105	3,846,896	323,735	-
16 Legal	0	0	0	0	0	0	0	-
17 Development Costs	0	0	0	0	0	0	0	-
18 Project Expenses / Marketing	160,600	45,000	205,600	200,376	2,028	202,404	2,596	-
19 Insurance / Commissioning / Other	66,676	72,025	138,701	132,449	0	132,449	26,251	-
20 Development Contingency	0	0	0	0	0	0	0	-
21 <b>Total Soft Costs &amp; Other</b>	<b>2,757,307</b>	<b>1,827,025</b>	<b>4,584,332</b>	<b>4,089,515</b>	<b>92,134</b>	<b>4,181,749</b>	<b>352,582</b>	<b>-</b>
22								
23 <b>Total Project Costs</b>	<b>22,850,656</b>	<b>1,077,025</b>	<b>23,927,681</b>	<b>9,992,887</b>	<b>1,257,940</b>	<b>11,250,827</b>	<b>12,676,854</b>	<b>409,990</b>
24								
25 <b>Total AP</b>	<b>0</b>			<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
26								
27 <b>Total Liability</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>-</b>
28								
29 <b>TOTAL USES</b>	<b>22,850,656</b>	<b>1,077,025</b>	<b>23,927,681</b>	<b>9,992,887</b>	<b>1,257,940</b>	<b>11,250,827</b>	<b>12,676,854</b>	<b>409,990</b>

**EXHIBIT A  
BARCLAYS ARENA  
REQUISITION # 27  
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>	0	0	0	0	0	0	0	-
2								
3 <u>Hard Costs:</u>								
4 Trades	2,200,800	1,613,296	3,814,096	1,245,664	141,048	1,386,712	2,427,384	- 100,755
5 GC / CM Fee	163,296	(163,296)	0	0	0	0	0	-
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	(50,000)	0	0	0	0	0	-
9 Permits, Bonds	30,618	0	30,618	17,496	0	17,496	13,122	-
10 Owner's Testing/Survey	0	0	0	0	0	0	0	-
11 Owner's Design/Scope Contingency	241,172	(75,000)	166,172	0	0	0	166,172	-
12 <b>Total Hard Costs</b>	<b>2,685,886</b>	<b>1,325,000</b>	<b>4,010,886</b>	<b>1,263,160</b>	<b>141,048</b>	<b>1,404,208</b>	<b>2,606,678</b>	<b>100,755</b>
13								
14 <u>Soft Costs and Other:</u>								
15 Architecture & Engineering	29,451	609,795	639,246	621,870	7,500	629,370	9,876	-
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>609,795</b>	<b>656,256</b>	<b>621,870</b>	<b>7,500</b>	<b>629,370</b>	<b>26,886</b>	<b>-</b>
22								
23 <b>Total Project Costs</b>	<b>2,732,347</b>	<b>1,934,795</b>	<b>4,667,142</b>	<b>1,885,031</b>	<b>148,548</b>	<b>2,033,579</b>	<b>2,633,564</b>	<b>100,755</b>
24								
25 <b>Total AP</b>	<b>0</b>			<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
26								
27 <b>Total Liability</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>-</b>
28								
29 <b>TOTAL USES</b>	<b>2,732,347</b>	<b>1,934,795</b>	<b>4,667,142</b>	<b>1,885,031</b>	<b>148,548</b>	<b>2,033,579</b>	<b>2,633,564</b>	<b>100,755</b>

ARENA BLDG  
REQUISITION #27  
Biling - 05/17/12 thru 06/18/12

Sum of Req #27		Requisition Sheet					
Requisition Line	Vendor name	Invoice	ARENA-BLDG	ARENA-TRANSIT	ARENA-SITEWORK	ARENA-MITIGATION	Grand Total
04 - Trades	Con Edison	AR 14346	(92,400.00)				(92,400.00)
	<b>Con Edison Total</b>		<b>(92,400.00)</b>				<b>(92,400.00)</b>
	E-J Electric Installation Co.	APP005-2173			14,850.00		14,850.00
	<b>E-J Electric Installation Co. Total</b>				<b>14,850.00</b>		<b>14,850.00</b>
	Global Spectrum	26947	50,000.00				50,000.00
	<b>Global Spectrum Total</b>		<b>50,000.00</b>				<b>50,000.00</b>
	Hunt Construction Group Inc.	APP1287-29 BA	22,824,967.93				22,824,967.93
	<b>Hunt Construction Group Inc. Total</b>		<b>22,824,967.93</b>				<b>22,824,967.93</b>
	Intricate Construction	APP001-2240			152,415.00		152,415.00
		APP002-2240			256,500.00		256,500.00
	<b>Intricate Construction Total</b>				<b>408,915.00</b>		<b>408,915.00</b>
	John Civetta and Sons, Inc.	APP22-1878		1,854,967.75			1,854,967.75
		APP22A-1878			370,598.22		370,598.22
	<b>John Civetta and Sons, Inc. Total</b>			<b>1,854,967.75</b>	<b>370,598.22</b>		<b>2,225,565.97</b>
	MFM Contracting, Corp.	APP002-2232			104,281.00		104,281.00
		APP005-2120				133,674.11	133,674.11
		APP005-2135			169,926.00		169,926.00
	<b>MFM Contracting, Corp. Total</b>				<b>274,207.00</b>	<b>133,674.11</b>	<b>407,881.11</b>
	NYC Transit Authority	0080426		19,153.36			19,153.36
		0080527		10,900.13			10,900.13
		80180		2,269.29			2,269.29
		80341		837.14			837.14
		80936		18,074.41			18,074.41
		81291		262,616.22			262,616.22
	<b>NYC Transit Authority Total</b>			<b>313,550.55</b>			<b>313,550.55</b>
	RSA Protective Technologies LLC	APP009-1536			48,124.00		48,124.00
	<b>RSA Protective Technologies LLC Total</b>				<b>48,124.00</b>		<b>48,124.00</b>
	Sam Schwartz Engineering PLLC	APP009-1821				6,490.00	6,490.00
		APP10-1821				684.00	684.00
	<b>Sam Schwartz Engineering PLLC Total</b>					<b>7,174.00</b>	<b>7,174.00</b>
	United Hoisting & Scaffolding	APP004-2119			49,112.10		49,112.10
	<b>United Hoisting &amp; Scaffolding Total</b>				<b>49,112.10</b>		<b>49,112.10</b>
<b>04 - Trades Total</b>			<b>22,882,567.93</b>	<b>2,188,818.30</b>	<b>1,165,806.32</b>	<b>141,048.11</b>	<b>26,368,240.66</b>
05 - GC/CM Fee	Con Edison	50912-065500003	3,930.90				3,930.90
		51112-065500003	20,435.43				20,435.43
	<b>Con Edison Total</b>		<b>24,366.33</b>				<b>24,366.33</b>
	Hunt Construction Group Inc.	APP1287-29 BA	2,150,505.28				2,150,505.28
	<b>Hunt Construction Group Inc. Total</b>		<b>2,150,505.28</b>				<b>2,150,505.28</b>
	John Civetta and Sons, Inc.	APP22-1878		141,718.20			141,718.20
	<b>John Civetta and Sons, Inc. Total</b>			<b>141,718.20</b>			<b>141,718.20</b>
	The McKissack Group Inc.	APP022N-1709		25,461.00			25,461.00
	<b>The McKissack Group Inc. Total</b>			<b>25,461.00</b>			<b>25,461.00</b>
<b>05 - GC/CM Fee Total</b>			<b>2,174,871.61</b>	<b>147,179.20</b>			<b>2,322,050.81</b>
09 - Permits & Bonds	Jam Consultants Inc.	116863	25,280.00				25,280.00
	<b>Jam Consultants Inc. Total</b>		<b>25,280.00</b>				<b>25,280.00</b>
<b>09 - Permits &amp; Bonds Total</b>			<b>25,280.00</b>				<b>25,280.00</b>
10 - Owners Testing	Atlantic Engineering Laborator	APP14-1941		4,661.50			4,661.50
		APP15-1941		2,453.00			2,453.00
		APP16-1941		1,273.00			1,273.00
	<b>Atlantic Engineering Laborator Total</b>			<b>8,387.50</b>			<b>8,387.50</b>
	Israel Berger & Associates Inc.	APP10-2077	49,431.09				49,431.09
	<b>Israel Berger &amp; Associates Inc. Total</b>		<b>49,431.09</b>				<b>49,431.09</b>

ARENA BLDG  
REQUISITION #27  
Biling - 06/17/12 thru 06/18/12

Sum of Req #27		Requisition Sheet						
Requisition Line	Vendor Name	Invoice	ARENA-BLDG	ARENA-TRANSIT	ARENA-SITEWORK	ARENA-MITIGATION	Grand Total	
10 - Owners Testing	Langan Engineering & Environ	26-0185664	904.85				904.85	
	Langan Engineering & Environ. Total		904.85				904.85	
	PIB Americas, Inc.	APP003-1902		4,117.80			4,117.80	
	PIB Americas, Inc. Total			4,117.80			4,117.80	
10 - Owners Testing Total			904.85	4,117.80			5,022.65	
15 - Architecture & Engineering	A.Esteban & Company	778628		1,447.66			1,447.66	
		788476	14.04				14.04	
		790326	14.70				14.70	
		796297	212.63				212.63	
	A.Esteban & Company Total		241.37	1,447.66			1,689.03	
	Burwood Group, Inc.	APP25-1616	14,392.10				14,392.10	
	Burwood Group, Inc. Total		14,392.10				14,392.10	
	e4, Inc.	21041	3,000.00				3,000.00	
	e4, Inc. Total		3,000.00				3,000.00	
	Gehry Architects New York PC	1662	(701,167.00)				(701,167.00)	
		1663	(110,000.00)				(110,000.00)	
		1664	(26,077.11)				(26,077.11)	
		1665	(6,152.77)				(6,152.77)	
		1679	(17,500.00)				(17,500.00)	
		1680	(3,106.98)				(3,106.98)	
		1686	(3,165.84)				(3,165.84)	
		1701	(497.04)				(497.04)	
		1710	(17,500.00)				(17,500.00)	
		1712	(5,689.50)				(5,689.50)	
		1725	(9,935.76)				(9,935.76)	
	Gehry Architects New York PC Total		(990,732.00)				(990,732.00)	
	Hunt Construction Group Inc.	APP1207-29 BA	319,266.00				319,266.00	
	Hunt Construction Group Inc. Total		319,266.00				319,266.00	
	Joseph Noto & Associates, Inc.	APP12-2056			1,755.00			1,755.00
	Joseph Noto & Associates, Inc. Total				1,755.00			1,755.00
	Shop Architects PC	090706-37	140,913.89					140,913.89
		090706-37 PLAZA				10,550.27		10,550.27
	Shop Architects PC Total		140,913.89			10,550.27		151,464.16
	Stattec Consulting Services Inc	APP005-293728	4,577.88					4,577.88
		APP27-1590				31,540.13		31,540.13
		APP29-1589			30,486.83			30,486.83
	Stattec Consulting Services Inc Total		4,577.88		30,486.83	31,540.13		66,604.84
	Turner Construction Company	APP17-1690	53,934.11					53,934.11
	Turner Construction Company Total		53,934.11					53,934.11
	Volkmuth & Bush	APP003-2121					7,500.00	7,500.00
		APP006-2118				30,480.00		30,480.00
		APP007-2118				17,535.00		17,535.00
	Volkmuth & Bush Total					48,015.00	7,500.00	55,515.00
	WSP Flack & Kurtz Inc.	APP17-1588			177.24			177.24
	WSP Flack & Kurtz Inc. Total				177.24			177.24
15 - Architecture & Engineering Total			(384,496.65)	33,866.73	80,105.40	7,500.00	(232,934.52)	
17 - Development Cost	Forest City Ratner Co.	SM043012C	600,000.00				600,000.00	
		SM053112C	610,000.00				610,000.00	
	Forest City Ratner Co. Total		1,010,000.00				1,010,000.00	
17 - Development Cost Total			1,010,000.00				1,010,000.00	
18 - Project Expenses/Marketing	Clarion Research	2012-032	20,632.25				20,632.25	
	Clarion Research Total		20,632.25				20,632.25	
	Darryl E. Greene & Associates	BEC-2012-7 (25)	45,068.62	6,043.18	2,028.19		53,140.00	
	Darryl E. Greene & Associates Total		45,068.62	6,043.18	2,028.19		53,140.00	
	Fast Signs	163-30318	(90.95)				(90.95)	
	Fast Signs Total		(90.95)				(90.95)	

ARENA BLDG  
REQUISITION #27  
Billing - 05/17/12 thru 06/18/12

Sum of Req #27			Requisition Sheet				
Requisition Line	Vendor name	Invoice	ARENA-BLDG	ARENA-TRANSIT	ARENA-SITEWORK	ARENA-MITIGATION	Grand Total
18 - Project Expenses/Marketing	Forest City Ratner Co.	ER033112H	11,158.54				11,158.54
		ER043012H	3,273.25				3,273.25
	<b>Forest City Ratner Co. Total</b>		<b>14,431.79</b>				<b>14,431.79</b>
	Harmony Murphy	1	18,000.00				18,000.00
		2	21,000.00				21,000.00
	<b>Harmony Murphy Total</b>		<b>39,000.00</b>				<b>39,000.00</b>
	Meritt & Harris, Inc.	23041A28	5,890.00				5,890.00
	<b>Meritt &amp; Harris, Inc. Total</b>		<b>5,890.00</b>				<b>5,890.00</b>
	Sam Schwartz Engineering PLLC	APP10-1817	112,554.00				112,554.00
		APP11-1817	33,576.00				33,576.00
		APP12-1817	70,893.00				70,893.00
	<b>Sam Schwartz Engineering PLLC Total</b>		<b>217,023.00</b>				<b>217,023.00</b>
	Sarah Lewis	218	10,000.00				10,000.00
		219	10,000.00				10,000.00
	<b>Sarah Lewis Total</b>		<b>20,000.00</b>				<b>20,000.00</b>
<b>18 - Project Expenses/Marketing Total</b>			<b>342,014.71</b>	<b>6,043.19</b>	<b>2,028.19</b>		<b>370,086.09</b>
19 - Insurance/Commissioning/Other	AFCO Credit Corporation	2000-080112	9,623.02				9,623.02
	<b>AFCO Credit Corporation Total</b>		<b>9,623.02</b>				<b>9,623.02</b>
	Wills of New York, Inc.	1014565	217.80				217.80
		1014566	298.04				298.04
	<b>Wills of New York, Inc. Total</b>		<b>515.84</b>				<b>515.84</b>
<b>19 - Insurance/Commissioning/Other Total</b>			<b>10,138.86</b>				<b>10,138.86</b>
<b>Grand Total</b>			<b>362,153.57</b>	<b>6,043.19</b>	<b>2,028.19</b>		<b>370,225.35</b>

## APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF

PAGES

## TO OWNER:

Brooklyn Events Center, LLC  
One Metrotech Center North, 11th Floor  
Brooklyn, NY 11201

PROJECT: Barclay's Center Arena  
at Atlantic Yards

APPLICATION NO: 1287-029 (001)

ARENA ONLY

PERIOD TO: 05/31/12

Distribution to:

☐ OWNER  
☐ ARCHITECT  
☐ CONTRACTOR

## 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

PROJECT NOS:

CONTRACT DATE:

CONTRACT FOR:

## 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 Thru 533	\$	17,805,147.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	493,560,654.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	387,403,212.92
5. RETAINAGE:		
a. % of Completed Work (Column D + E on G703)	\$	17,917,928.72
b. % of Stored Material (Column F on G703)	\$	
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	17,917,928.72
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	369,485,284.20
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	344,090,544.99
8. CURRENT PAYMENT DUE	\$	25,394,739.21
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	124,075,369.80

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: 05/31/12

State of:

Subscribed and sworn to before me this

Notary Public:

My Commission expires:

County of:

ZAFARI, AHMED

day of May, 2012, State of New York

No. 01AH5020844

Qualified in Suffolk County, 2013

Commission Expires November 29, 2013

## 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 \$ 25,394,739.21

(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.)  
ARCHITECT: Ellerbe Beckett

By:

Date: 5/29/12

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.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$33,787,795.00	\$18,817,780.00
Total approved this Month OCO 481-533	\$2,860,299.00	\$25,167.00
TOTALS	\$36,648,094.00	\$18,842,947.00
NET CHANGES by Change Order	\$17,805,147.00	







Index	Year	Age	Gender	Education Level	Occupation	Income	Assets	Liabilities	Net Worth	Health Status	Family Size	Marital Status	Religion	Political Affiliation	Volunteer Work	Charitable Contributions	Other Notes
1001	1985	35	Male	High School	Construction Worker	\$25,000	\$10,000	\$15,000	\$10,000	Good	2	Married	Catholic	Democrat	None	\$500	None
1002	1990	30	Female	College	Teacher	\$35,000	\$20,000	\$15,000	\$20,000	Excellent	1	Single	Protestant	Republican	None	\$1,000	None
1003	1975	40	Male	University	Software Engineer	\$70,000	\$50,000	\$20,000	\$30,000	Excellent	2	Married	Jewish	Democrat	None	\$2,000	None
1004	1980	38	Female	High School	Retail Sales	\$20,000	\$5,000	\$15,000	\$5,000	Fair	3	Married	Muslim	Democrat	None	\$0	None
1005	1995	25	Male	College	Student	\$15,000	\$0	\$15,000	\$0	Good	1	Single	Buddhist	Democrat	None	\$0	None
1006	1970	45	Female	University	Librarian	\$30,000	\$15,000	\$15,000	\$15,000	Good	2	Married	Catholic	Republican	None	\$1,000	None
1007	1985	35	Male	High School	Construction Worker	\$25,000	\$10,000	\$15,000	\$10,000	Good	2	Married	Catholic	Democrat	None	\$500	None
1008	1990	30	Female	College	Teacher	\$35,000	\$20,000	\$15,000	\$20,000	Excellent	1	Single	Protestant	Republican	None	\$1,000	None
1009	1975	40	Male	University	Software Engineer	\$70,000	\$50,000	\$20,000	\$30,000	Excellent	2	Married	Jewish	Democrat	None	\$2,000	None
1010	1980	38	Female	High School	Retail Sales	\$20,000	\$5,000	\$15,000	\$5,000	Fair	3	Married	Muslim	Democrat	None	\$0	None
1011	1995	25	Male	College	Student	\$15,000	\$0	\$15,000	\$0	Good	1	Single	Buddhist	Democrat	None	\$0	None
1012	1970	45	Female	University	Librarian	\$30,000	\$15,000	\$15,000	\$15,000	Good	2	Married	Catholic	Republican	None	\$1,000	None
1013	1985	35	Male	High School	Construction Worker	\$25,000	\$10,000	\$15,000	\$10,000	Good	2	Married	Catholic	Democrat	None	\$500	None
1014	1990	30	Female	College	Teacher	\$35,000	\$20,000	\$15,000	\$20,000	Excellent	1	Single	Protestant	Republican	None	\$1,000	None
1015	1975	40	Male	University	Software Engineer	\$70,000	\$50,000	\$20,000	\$30,000	Excellent	2	Married	Jewish	Democrat	None	\$2,000	None
1016	1980	38	Female	High School	Retail Sales	\$20,000	\$5,000	\$15,000	\$5,000	Fair	3	Married	Muslim	Democrat	None	\$0	None
1017	1995	25	Male	College	Student	\$15,000	\$0	\$15,000	\$0	Good	1	Single	Buddhist	Democrat	None	\$0	None
1018	1970	45	Female	University	Librarian	\$30,000	\$15,000	\$15,000	\$15,000	Good	2	Married	Catholic	Republican	None	\$1,000	None
1019	1985	35	Male	High School	Construction Worker	\$25,000	\$10,000	\$15,000	\$10,000	Good	2	Married	Catholic	Democrat	None	\$500	None
1020	1990	30	Female	College	Teacher	\$35,000	\$20,000	\$15,000	\$20,000	Excellent	1	Single	Protestant	Republican	None	\$1,000	None

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Journal of Internal Medicine 255: 105–112

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MEMORANDUM

DATE: 10/10/2023

TO: Mr. [Name]  
FROM: Mr. [Name]  
SUBJECT: [Subject]

NO.	NAME	DATE	TIME	LOCATION	REMARKS	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100	101	102	103	104	105	106	107	108	109	110	111	112	113	114	115	116	117	118	119	120	121	122	123	124	125	126	127	128	129	130	131	132	133	134	135	136	137	138	139	140	141	142	143	144	145	146	147	148	149	150	151	152	153	154	155	156	157	158	159	160	161	162	163	164	165	166	167	168	169	170	171	172	173	174	175	176	177	178	179	180	181	182	183	184	185	186	187	188	189	190	191	192	193	194	195	196	197	198	199	200	201	202	203	204	205	206	207	208	209	210	211	212	213	214	215	216	217	218	219	220	221	222	223	224	225	226	227	228	229	230	231	232	233	234	235	236	237	238	239	240	241	242	243	244	245	246	247	248	249	250	251	252	253	254	255	256	257	258	259	260	261	262	263	264	265	266	267	268	269	270	271	272	273	274	275	276	277	278	279	280	281	282	283	284	285	286	287	288	289	290	291	292	293	294	295	296	297	298	299	300	301	302	303	304	305	306	307	308	309	310	311	312	313	314	315	316	317	318	319	320	321	322	323	324	325	326	327	328	329	330	331	332	333	334	335	336	337	338	339	340	341	342	343	344	345	346	347	348	349	350	351	352	353	354	355	356	357	358	359	360	361	362	363	364	365	366	367	368	369	370	371	372	373	374	375	376	377	378	379	380	381	382	383	384	385	386	387	388	389	390	391	392	393	394	395	396	397	398	399	400	401	402	403	404	405	406	407	408	409	410	411	412	413	414	415	416	417	418	419	420	421	422	423	424	425	426	427	428	429	430	431	432	433	434	435	436	437	438	439	440	441	442	443	444	445	446	447	448	449	450	451	452	453	454	455	456	457	458	459	460	461	462	463	464	465	466	467	468	469	470	471	472	473	474	475	476	477	478	479	480	481	482	483	484	485	486	487	488	489	490	491	492	493	494	495	496	497	498	499	500	501	502	503	504	505	506	507	508	509	510	511	512	513	514	515	516	517	518	519	520	521	522	523	524	525	526	527	528	529	530	531	532	533	534	535	536	537	538	539	540	541	542	543	544	545	546	547	548	549	550	551	552	553	554	555	556	557	558	559	560	561	562	563	564	565	566	567	568	569	570	571	572	573	574	575	576	577	578	579	580	581	582	583	584	585	586	587	588	589	590	591	592	593	594	595	596	597	598	599	600	601	602	603	604	605	606	607	608	609	610	611	612	613	614	615	616	617	618	619	620	621	622	623	624	625	626	627	628	629	630	631	632	633	634	635	636	637	638	639	640	641	642	643	644	645	646	647	648	649	650	651	652	653	654	655	656	657	658	659	660	661	662	663	664	665	666	667	668	669	670	671	672	673	674	675	676	677	678	679	680	681	682	683	684	685	686	687	688	689	690	691	692	693	694	695	696	697	698	699	700	701	702	703	704	705	706	707	708	709	710	711	712	713	714	715	716	717	718	719	720	721	722	723	724	725	726	727	728	729	730	731	732	733	734	735	736	737	738	739	740	741	742	743	744	745	746	747	748	749	750	751	752	753	754	755	756	757	758	759	760	761	762	763	764	765	766	767	768	769	770	771	772	773	774	775	776	777	778	779	780	781	782	783	784	785	786	787	788	789	790	791	792	793	794	795	796	797	798	799	800	801	802	803	804	805	806	807	808	809	810	811	812	813	814	815	816	817	818	819	820	821	822	823	824	825	826	827	828	829	830	831	832	833	834	835	836	837	838	839	840	841	842	843	844	845	846	847	848	849	850	851	852	853	854	855	856	857	858	859	860	861	862	863	864	865	866	867	868	869	870	871	872	873	874	875	876	877	878	879	880	881	882	883	884	885	886	887	888	889	890	891	892	893	894	895	896	897	898	899	900	901	902	903	904	905	906	907	908	909	910	911	912	913	914	915	916	917	918	919	920	921	922	923	924	925	926	927	928	929	930	931	932	933	934	935	936	937	938	939	940	941	942	943	944	945	946	947	948	949	950	951	952	953	954	955	956	957	958	959	960	961	962	963	964	965	966	967	968	969	970	971	972	973	974	975	976	977	978	979	980	981	982	983	984	985	986	987	988	989	990	991	992	993	994	995	996	997	998	999	1000	1001	1002	1003	1004	1005	1006	1007	1008	1009	1010	1011	1012	1013	1014	1015	1016	1017	1018	1019	1020	1021	1022	1023	1024	1025	1026	1027	1028	1029	1030	1031	1032	1033	1034	1035	1036	1037	1038	1039	1040	1041	1042	1043	1044	1045	1046	1047	1048	1049	1050	1051	1052	1053	1054	1055	1056	1057	1058	1059	1060	1061	1062	1063	1064	1065	1066	1067	1068	1069	1070	1071	1072	1073	1074	1075	1076	1077	1078	1079	1080	1081	1082	1083	1084	1085	1086	1087	1088	1089	1090	1091	1092	1093	1094	1095	1096	1097	1098	1099	1100	1101	1102	1103	1104	1105	1106	1107	1108	1109	1110	1111	1112	1113	1114	1115	1116	1117	1118	1119	1120	1121	1122	1123	1124	1125	1126	1127	1128	1129	1130	1131	1132	1133	1134	1135	1136	1137	1138	1139	1140	1141	1142	1143	1144	1145	1146	1147	1148	1149	1150	1151	1152	1153	1154	1155	1156	1157	1158	1159	1160	1161	1162	1163	1164	1165	1166	1167	1168	1169	1170	1171	1172	1173	1174	1175	1176	1177	1178	1179	1180	1181	1182	1183	1184	1185	1186	1187	1188	1189	1190	1191	1192	1193	1194	1195	1196	1197	1198	1199	1200	1201	1202	1203	1204	1205	1206	1207	1208	1209	1210	1211	1212	1213	1214	1215	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Account	Year	Month	Day	Amount	Description	Balance	Interest	Dividend	Capital	Income	Expense	Net	Assets	Liabilities	Equity	Notes	Comments	Ref
10000	2020	01	01	10000.00	Initial Investment	10000.00							10000.00		10000.00			
10000	2020	01	15	500.00	Dividend Income	10500.00							10500.00		10500.00			
10000	2020	01	31	100.00	Interest Income	10600.00							10600.00		10600.00			
10000	2020	02	01	10000.00	Transfer to Savings	600.00							600.00		600.00			
10000	2020	02	15	200.00	Dividend Income	800.00							800.00		800.00			
10000	2020	02	28	100.00	Interest Income	900.00							900.00		900.00			
10000	2020	03	01	10000.00	Transfer from Savings	10900.00							10900.00		10900.00			
10000	2020	03	15	300.00	Dividend Income	11200.00							11200.00		11200.00			
10000	2020	03	31	150.00	Interest Income	11350.00							11350.00		11350.00			
10000	2020	04	01	10000.00	Transfer from Savings	11350.00							11350.00		11350.00			
10000	2020	04	15	250.00	Dividend Income	11600.00							11600.00		11600.00			
10000	2020	04	30	120.00	Interest Income	11720.00							11720.00		11720.00			
10000	2020	05	01	10000.00	Transfer from Savings	11720.00							11720.00		11720.00			
10000	2020	05	15	200.00	Dividend Income	11920.00							11920.00		11920.00			
10000	2020	05	31	100.00	Interest Income	12020.00							12020.00		12020.00			
10000	2020	06	01	10000.00	Transfer from Savings	12020.00							12020.00		12020.00			
10000	2020	06	15	150.00	Dividend Income	12170.00							12170.00		12170.00			
10000	2020	06	30	80.00	Interest Income	12250.00							12250.00		12250.00			
10000	2020	07	01	10000.00	Transfer from Savings	12250.00							12250.00		12250.00			
10000	2020	07	15	100.00	Dividend Income	12350.00							12350.00		12350.00			
10000	2020	07	31	50.00	Interest Income	12400.00							12400.00		12400.00			
10000	2020	08	01	10000.00	Transfer from Savings	12400.00							12400.00		12400.00			
10000	2020	08	15	50.00	Dividend Income	12450.00							12450.00		12450.00			
10000	2020	08	31	20.00	Interest Income	12470.00							12470.00		12470.00			
10000	2020	09	01	10000.00	Transfer from Savings	12470.00							12470.00		12470.00			
10000	2020	09	15	30.00	Dividend Income	12500.00							12500.00		12500.00			
10000	2020	09	30	10.00	Interest Income	12510.00							12510.00		12510.00			
10000	2020	10	01	10000.00	Transfer from Savings	12510.00							12510.00		12510.00			
10000	2020	10	15	20.00	Dividend Income	12530.00							12530.00		12530.00			



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Weighted average	100.00%
Unweighted average	100.00%
Weighted average	100.00%
Unweighted average	100.00%

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HUNT CONSTRUCTION GROUP, INC  
INVOICE NO. 1287-29-May 2012

FEE CALCULATION

1)	Total Completed & Stored to Date Less CM Fee	\$381,518,372.02	(1)
2)	Less Ellerbe & ShOp Design Fees	\$15,778,626.00	
3)	Less CCE Fee	\$8,839,018.00	
4)	Total Cost of Work to Date	<u>\$356,900,728.02</u>	
5)	Total Adjusted GMP	\$502,399,672.00	
6)	Less Design Builders Fee	\$19,220,963.00	
7)	Less Ellerbe Design Fees	\$16,258,195.00	
8)	Less ShOp Design Fees	\$405,810.00	
9)	Less CCE Fee	<u>\$8,839,018.00</u>	
10)	Total Adjusted Contract Amount	<u>\$457,675,686.00</u>	

Percent Complete 77.98%

DESIGN BUILD FEE \$ 18,200,000.00  
Percent Complete 77.98%

Fee Earned \$ 14,192,567.90

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Construction Phase Fee Earned \$ 14,192,567.90

Less Fee Earned Previously \$ 13,290,034.10

Fee for May 2012 \$ 902,533.80

Total Fee Earned to Date \$ 14,192,567.90

Less Fee Paid To Date \$ 13,290,034.10

Fee Due This Month \$ 902,533.80

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(1) Amount equals AIA 703 Grand Total Column G minus CM Fee to date from AIA 703 Column G

## LIEN WAIVER

### MECHANIC'S LIEN WAIVER

		1287-029 Arena
Contractor:	Hunt Construction Group, Inc	Date: 06/01/2012
Trade:	Design / Builder	Period Ending: 05/31/2012
Project:	The Barclays Center Project	Contract Price: \$475,755,507.00
		Net Extras &
		Deductions: \$17,805,147.00
Site:	600 Atlantic Avenue	Adjusted Contract Price: \$493,560,654.00
	Kings County, Block	Amount Paid to Date: \$344,090,544.99
		Amount of Current
		Payment: \$ 25,394,739.21

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 31<sup>st</sup> day of May 2012.

Hunt Construction Group, Inc

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

Name: H. Mark Gladden

Title: Project Executive

Sworn to before me this

31<sup>st</sup> day of May, 2012.

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

ZAFAR I. AHMED  
NOTARY PUBLIC, State of New York  
No. 01AH5020844  
Qualified In Suffolk County  
Commission Expires November 29, 2013

## 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 CEN APPLICATION # 22-1878  
at ATLANTIC YAF APPLICATION DATE  
Brooklyn, NY PERIOD TO:

APPLICATION # 22-  
APPLICATION DATE 06/05/12  
PERIOD TO: 08/31/12

Distribution to:

X	OWNER
	ARCHITECT
	CONTRACTOR
	OWNER'S REP

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

VIA (ARCHITECT):

PROJECT NO:

PROJECT NO: 2032

CONTRACT FOR: General Contractor

CONTRACT DATE:

CONTRACT DATE:

## CONTRACTOR'S APPLICATION FOR PAYMENT

## CHANGE ORDER SUMMARY

Change Orders approved in previous months by Owner		ADDITIONS	DEDUCTIONS
TOTAL		5,921,317.00	
Approved this Month			
Number	Date Approved		
020		148,956.00	
021		140,000.00	0.00
022		145,000.00	
023		30,295.00	
025		59,000.00	
027		521,400.00	
TOTALS		6,965,968.00	0.00
Net change by Change Orders		6,965,968.00	

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 &amp; Sons, Inc.

By:  06/05/12  
Authorized Signature DATE

ORIGINAL CONTRACT SUM..... \$ 50,581,000  
Net change by Change Orders..... \$ 6,965,968  
CONTRACT SUM TO DATE (Line 1+2)..... \$ 57,546,968

TOTAL COMPLETED & STORED TO DATE..... \$ 53,703,668  
(Column H on FC Summary)

RETAINAGE:  
a. 10 % of Completed Work 2,785,284.65  
(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) \$ 2,795,265

TOTAL EARNED LESS RETAINAGE..... \$ 50,908,402  
(Line 4 less Line 5 Total)

LESS PREVIOUS CERTIFICATES FOR PAYMENT..... \$ 48,811,718  
(Line 6 from prior Certificate)

CURRENT PAYMENT DUE..... \$ 1,996,686

BALANCE TO FINISH, PLUS RETAINAGE..... \$ 6,838,568  
(Line 3 less Line 6)

State of: New York  
Subscribed and sworn to before me this

County of New York  
June-12

Notary Public:  
My Commission expires:

ANTHONY DUMAS  
Notary Public, State of New York  
No. 0104703809  
Qualified in Kings County  
Commission Expires Aug. 31, 2018

## 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: 6-4-12

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.

**MECHANIC'S LIEN WAIVER**

Contractor:	John Civetta & Sons, Inc.	Date:	\$06/05/2012
Trade:	General Construction	Period Ending:	\$005/31/2012
Project:	Atlantic Yards - Transit Improvements	Contract Price:	\$50,581,000
Owner:	Atlantic Rail Yards, LLC	Net Extras & Deductions:	\$ 6,965,968
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:	\$57,546,968
		Amount Paid to Date:	\$48,911,716
		Amount of Current Payment:	\$ 1,996,686

STATE OF NEW YORK            )  
                                                  ss.  
COUNTY OF Kings            )

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.

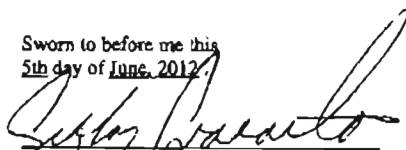
WITNESS the signature and seal of the undersigned as of this 5th day of June, 2012.

JOHN CIVETTA & SONS, INC.

By: 

Name: Theodore Civetta Jr.  
Title: Authorized Signer

Sworn to before me this  
5th day of June, 2012.

  
Notary Public

ANTHONY QUARANTA  
Notary Public, State of New York  
No. 310470360  
Qualified in Kings County  
Commission Expires Aug 31, 2013



## DETAIL

Application Number:	01-1-107
Application Date:	01-1-107
To:	00-0-0-0
Product No:	0000

[illegible]

Contractor's signed Certificate is attached.  
In accordance with the terms of the contract, the amount of the contract is \$1,000,000.  
The Certificate is attached to the contract and is subject to the terms and conditions of the contract.

4/2/14

Application Date: 4/1/14  
To: 4/1/14  
Project No: 100

PC-001	PC-002	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	INVOICED VALUE	CURRENT APPLICATION	STORAGE MATERIALS (see 10-10-1)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (see 10-10-1)	TOTAL PAYABLE TO DATE (A-H)	% COMP	LESS PREVIOUS CERTIFICATE FOR PAYMENT	NET PAYMENT DUE THIS APPLICATION (A-I)	BALANCE TO COMP. MOL. RETENTION (A-I)	RETENTION TO DATE	RETENTION (see 10-10-1) (A-I)	RETENTION TO DATE
	Cost Code		A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P

# CHANGE ORDERS

PC-001	PC-002	PC-003	PC-004	PC-005	PC-006	PC-007	PC-008	PC-009	PC-010	PC-011	PC-012	PC-013	PC-014	PC-015	PC-016	PC-017	PC-018	PC-019	PC-020
Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code	Contract Code
DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK	DESCRIPTION OF WORK
ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDER	ADJUSTED CONTRACT VALUE (A+B)	TOTAL COMPLETED AND STORED TO DATE	CURRENT APPLICATION	STORAGE MATERIALS (see 10-10-1)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (see 10-10-1)	TOTAL PAYABLE TO DATE (A-H)	% COMP	LESS PREVIOUS CERTIFICATE FOR PAYMENT	NET PAYMENT DUE THIS APPLICATION (A-I)	BALANCE TO COMP. MOL. RETENTION (A-I)	RETENTION TO DATE	RETENTION (see 10-10-1) (A-I)	RETENTION TO DATE	RETENTION TO DATE	RETENTION TO DATE	RETENTION TO DATE	RETENTION TO DATE
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T
PC-001		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-002		1,000,000.00	1,000,000.00	1,000,000.00	0.00	1,000,000.00	0.00	1,000,000.00	0.00	1,000,000.00	0.00	1,000,000.00	0.00	1,000,000.00	0.00	1,000,000.00	0.00	1,000,000.00	0.00
PC-003		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-004		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-005		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-006		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-007		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-008		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-009		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-010		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-011		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-012		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-013		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-014		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-015		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-016		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-017		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-018		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-019		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00
PC-020		100,000.00	100,000.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00	100,000.00	0.00

## APPLICATION AND CERTIFICATE FOR PAYMENT

TO Owner: Brooklyn Sports Center LLC  
c/o Forest City Ratner Companies  
1 Madison Center  
Brooklyn, NY 11201

Project: BAYLAYS CENTER  
at ATLANTIC YARDS, BAYVIEW  
Brooklyn, NY  
Resolution #2014-1278

APPLICATION # 22  
APPLICATION DATE 06/13/12  
PERIOD TO 06/30/12  
PROJECT NO. 3634

Distribution to:  
OWNER  
ARCHITECT  
CONTRACTOR  
OWNER'S REP

FROM (CONTRACTOR): John Givetta & Sons, Inc.  
1123 Brooklyn Avenue  
Brooklyn, NY 11213

VA (ARCHITECT):

CONTRACT FOR: General Contractor

CONTRACT DATE:

## CONTRACTOR'S APPLICATION FOR PAYMENT


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

CHANGE ORDER SUMMARY			
Change Orders approved in previous months by Owner	ADDITIONS	DEDUCTIONS	
TOTAL	3,261,364.00		
Approved this Month			
Number Date Approved			
24 5/18/2012	94,000.00	0.00	
26 5/18/2012	100,000.00		
TOTALS	3,455,364.00	0.00	
Net change by Change Orders	3,455,364.00		

1.	ORIGINAL CONTRACT SUM	0	0
2.	Net change by Change Orders		3,455,364.00
3.	CONTRACT SUM TO DATE (Line 1+2)	0	3,455,364.00
4.	TOTAL COMPLETED & STORED TO DATE (Column 3 as PC Summary)	0	3,455,364.00
5.	RETAINAGE:		
a.	50 % of Completed Work (Column 4 as PC Summary)	202,843.75	
b.	50 % of Stored Material (Column 5 as PC Summary)	0.00	
	Total Retainage (Line 5a + 5b Total in Column 1 of PC Summary)	0	202,843.75
6.	TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total)	0	3,252,520.25
7.	LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 8 from prior Certificates)	0	1,887,750.00
8.	CURRENT PAYMENT DUE	0	209,580.00
9.	BALANCE TO FRESH PLUS RETAINAGE (Line 6 less Line 8)	0	3,042,940.25

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 Givetta & Sons, Inc.

By:  06/13/12  
Authorized Signature Date

State of New York  
Subscribed and sworn to before me this

County of New York DANIELLE THOMPSON  
Notary Public-STATE OF NEW YORK

Notary Public:   
My Commission expires


No. 01346211223  
Qualified in Fulton County  
My Commission Expires: December 14, 2018

## ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this 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: 0  
(Attach explanation if amount certified differs from the amount applied for.)

ARCHITECT:

By:  Date: 6-14-12  
This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Requests for payment and acceptance of payment are without prejudice in any right of the Owner or Contractor under the Contract.

CONTINUATION SHEET

DETAIL

AA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, concerning  
Contractor's signed Certification is attached  
in tabulations below. amounts are stated in the nearest dollar  
Use Column (I) on Contract where variable retainage for line items may apply.

Application Number: 022A-1876  
Application Date: 02/24/12  
To: 05/01/12  
Project No.: 2002

EC-REF #	ECRC Cost Code	DESCRIPTION OF WORK	ORIGINAL CONTRACT SUM	APPROVED CHANGE ORDERS	ADJUSTED CONTRACT VALUE (A+B)	PREVIOUS APPLICATION	CURRENT APPLICATION	STORED MATERIALS (not in D or E)	TOTAL COMPLETED AND STORED TO DATE	RETENTION TO DATE (H and P)	TOTAL PAYABLE TO DATE (G+H)	% COMP	LESS PREVIOUS Certificates For PAYMENT	NET PAYMENT DUE THIS APPLICATION (G-I)	BALANCE TO COMP. INCL. RETENTION (C+G)	RETENTION FROM PRIOR PERIOD	RETENTION/ Held / (Released) THIS PERIOD (D-I)	RETENTION TO DATE
			A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
	029000	02 - Sitework	0.00	1,428,755.00	1,428,755.00	2,156,642.00	411,773.80	0.00	2,520,427.80	252,043.78	2,768,394.01	73%	1,297,785.00	370,866.22	1,988,907.55	210,866	41,178	\$22,044



## MECHANIC'S LIEN WAIVER

Contractor:	John Civetta & Sons, Inc.	Date:	\$06/19/12
Trade:	General Construction	Period Ending:	\$05/31/12
Project:	Atlantic Yards - Transit Improvements	Contract Price:	\$0
Owner:	Atlantic Rail Yards, LLC	Net Extras & Deductions:	\$ 3,429,355 ✓
Site:	Kings County Tax Blocks 1118, 1119 and 1127, and the lots 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:	\$3,429,355
		Amount Paid to Date:	\$1,897,795.80 ✓
		Amount of Current Payment:	\$ 370,598 ✓

STATE OF NEW YORK        )  
                                          ss.  
COUNTY OF ~~Kings~~ **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.

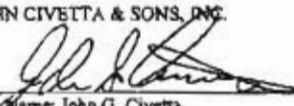
In consideration of the amounts and sums previously received and the Current Payment, Contractor hereby waives, releases and relinquishes any and all claims, rights or causes of action whatsoever, in equity or law, arising out of, through or under the above mentioned Agreement and the performance of 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 19th day of June 2012, ~~2011~~.

JOHN CIVETTA & SONS, INC.

By:   
Name: John G. Civetta  
Title: Vice President

Sworn to before me this  
19th day of June, 2012, ~~2011~~

  
Notary Public

DANIELLE THOMPSON  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01TH6211228  
Qualified in Putnam County  
My Commission Expires September 14, 2013

### 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.: 27

AMOUNT OF DRAW REQUESTED: \$ 29,945,703.14

DATE: June 21, 2012

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 \$29,945,703.14. \$ 2,388,412.72 of the Draw will be an Additional Rent Draw and \$27,557,290.42 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 \$29,945,703.14 requested hereby, when added to all prior Draws in the aggregate amount of \$447,669,176.84, will result in aggregate Draws of \$477,614,879.98. The Additional Rent Draw of \$ 2,388,412.72 requested hereby, when added to all prior Additional Rent Draws in the aggregate amount of \$241,560,470.98, will result in aggregate Additional Rent Draws of \$243,948,883.70. The Bond Proceeds Draw of \$27,557,290.42 requested hereby, when added to all prior Bond Proceeds Draws in the aggregate amount of \$206,108,705.86, will result in aggregate Bond Proceeds Draws of \$233,665,996.28.



(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 \_\_\_\_\_ 2012, as follows:

(i) **\$ 29,945,703.14** by wire transfer to:

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

IN WITNESS WHEREOF, the Construction Monitor has caused this Requisition to be  
duly executed as of July 9, 2012.

Merritt & Harn's, Inc  
As Construction Monitor

By James G. Cockinos  
Name: Senior Associate  
Title:

ACKNOWLEDGED BY:

THE BANK OF NEW YORK MELLON

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

BROOKLYN EVENTS CENTER, LLC

By Matthew Messinger  
Name: Matthew Messinger  
Title: Treasurer

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**Exhibit A to Requisition for Payment**

Details of the requested Draw:

**SEE ATTACHED**

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**Exhibit B to Requisition for Payment**

Description of notices from the Contractor: None

Description of variances:

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**Exhibit C to Requisition for Payment**

Description of actions pending to revoke permits: **None**

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**Exhibit D to Requisition for Payment**

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

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Copy of Approved Budget

**Exhibit E to Requisition for Payment**

SEE ATTACHED



SCHEDULE A TO REQUISITION NO. 27

Amount

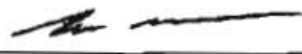
Payee (with address)

Purpose

Receipt is hereby acknowledged of a payment in the amount of \$ 447,669,176.84 in connection with the submission of the attached Requisition.

BROOKLYN EVENTS CENTER LLC]

By



Name: Matthew Messinger.

Title: Treasurer

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

**OWNER CHANGE ORDER SUMMARY**

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA	
	<b>Original Contract Value less CCE</b>		\$	<b>475,755,507.00</b>	\$	<b>475,755,507.00</b>
1	Budget Transfer (Low Voltage Scope from Division 17 to Division 18	0	\$	475,755,507.00	\$	-
2	Banker Steel OCIP Deduct	\$	(895,700.00)	474,859,807.00	\$	(895,700.00)
3	Budget Transfer	\$	(895,700.00)	474,859,807.00	\$	-
4	Laquila OCIP Deduct SCO #1	\$	(1,770,921.00)	473,088,886.00	\$	(1,770,921.00)
5	Almar OCIP Deduct	\$	(220,000.00)	472,868,886.00	\$	(220,000.00)
6	Design - On Grade Bus Ramp	\$	57,316.00	472,926,202.00	\$	57,316.00
7	Design - Wind/Falling Ice	\$	(29,500.00)	472,896,702.00	\$	(29,500.00)
8	Design - Sight line Study for Hockey	\$	2,928.00	472,899,630.00	\$	2,928.00
9	United Hoist - Upgrade Fence	\$	249,994.00	473,149,624.00	\$	249,994.00
10	United Hoist - Fence @ Lot 21 Demo	\$	228,372.00	473,375,996.00	\$	228,372.00 1287-02
11	Reassign Structural Precast to Banker	\$	-	473,375,996.00	\$	-
12	United Hoist Ph 2 Upgrade	\$	554,780.00	473,930,778.00	\$	554,780.00 48K to Demo
13	Laquila - Waste Disposal SCO #2	\$	7,746,950.00	481,677,728.00	\$	7,746,950.00 1287-03
14	Otis OCIP Deduct	\$	(53,162.00)	481,624,564.00	\$	(53,162.00)
15	ASI OCIP Deduct	\$	(1,066,100.00)	480,558,464.00	\$	(1,066,100.00)
16	Separate CCE and GMP	\$	\$0.00	480,558,464.00	\$	-
17	H Mak Inc OCIP	\$	(153,200.00)	480,405,264.00	\$	(153,200.00)
18	American Stair OCIP	\$	(20,916.00)	480,384,348.00	\$	(20,916.00)
19	GC's & Fee to Hunt for Fence Upgrade Addition OCO 12	\$	51,918.00	480,436,266.00	\$	51,918.00 \$4,492 to Demo
20	Con Ed Network Room Relocate	\$	75,000.00	480,511,266.00	\$	75,000.00
21	Reconciliation of previous OCO 1 thru 20	\$	-	480,511,266.00	\$	-
22	Super Haz Material Trucking	\$	323,255.00	480,834,521.00	\$	323,255.00 1287-03
23	Budget Transfer Façade Allowance to ASI for Signage	\$	-	480,834,521.00	\$	-
24	For Early Payment to ASI	\$	(435,000.00)	480,399,521.00	\$	(435,000.00)
25	United Hoist Ph 2 OCIP	\$	(131,000.00)	480,268,521.00	\$	(131,000.00) (\$5,240) to Demo
26	OCIP Deduct EJ/Ermco	\$	(455,625.00)	479,812,896.00	\$	(455,625.00)
27	JE Thompson OCIP Deduct	\$	(5,000.00)	479,807,896.00	\$	(5,000.00)
28	Staging Concept OCIP Deduct	\$	(79,888.00)	479,728,008.00	\$	(79,888.00)
29	Site Security COW-GC transfer	\$	-	479,728,008.00	\$	-
30	Commodore OCIP Deduct	\$	(279,000.00)	479,449,008.00	\$	(279,000.00)
31	Deduct Food carts from H Mak scope	\$	(892,721.00)	478,556,287.00	\$	(892,721.00)
32	Design Elevator Holstway	\$	29,243.00	478,585,530.00	\$	29,243.00
33	Hunt Laquila Haz & Super Haz Disposal	\$	32,330.00	478,617,860.00	\$	32,330.00 1287-03
34	Design Con Ed Network Rav Rm Layout	\$	3,120.00	478,620,980.00	\$	3,120.00
35	Partial September Reconciliation	\$	-	478,620,980.00	\$	-
36	Add Pass thru Window w/ Heat lamp	\$	61,795.00	478,682,775.00	\$	61,795.00
37	Relocate gate; remove plywood; replace chainlink fence per DOT / DOB	\$	20,099.00	478,902,874.00	\$	20,099.00
38	Budget Transfer for Laquila SCO-8	\$	-	478,902,874.00	\$	-
39	Budget Transfer Ceveta from excav to COW GC	\$	-	478,902,874.00	\$	-
40	Budget Transfer from site req to United Fence	\$	-	478,902,874.00	\$	-
41	Budget Transfer Temps site to MFM Contract	\$	-	478,902,874.00	\$	-
42	Budget Transfer Temps site to MFM SCO-01	\$	-	478,902,874.00	\$	-
43	Additional SOE for Con Ed Vault	\$	21,005.00	478,923,879.00	\$	21,005.00
44	Add'l Engineering to Previous SOE Plans	\$	23,077.00	478,946,956.00	\$	23,077.00
45	OT work in prep for Owner Visit	\$	16,797.00	478,963,753.00	\$	16,797.00
46	Budget Tranfr Install of 1st Phase of Crane Pad	\$	-	478,963,753.00	\$	-
47	Budget Tranfr EJ Ermco Generator enclosure	\$	-	478,963,753.00	\$	-

**OWNER CHANGE ORDER SUMMARY**

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA	
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 Deduct 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	1287-03
59	Concourse Flooring Mock-ups	\$ 3,385,374.00	\$ 13,691.00	\$ 479,154,572.00	\$ 13,691.00	
60	Exterior Façade Canopy 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 Trsfr Temp power for Field Operations	\$ 8,060,875.00	\$ -	\$ 481,816,382.00	\$ -	
65	Reclass Demo Part of United Hoist OCIP to Arena	\$ 6,060,875.00	\$ -	\$ 481,816,382.00	\$ -	
66	Repair of Pacific St Water Main	\$ 8,060,875.00	\$ 4,303.00	\$ 481,820,685.00	\$ 4,303.00	1287-03 MFM
67	Relocate & modify Concrete barrier & fence	\$ 6,065,178.00	\$ -	\$ 481,820,685.00	\$ -	
68	ASI multi COR's Drilling Holes for light Fixtures	\$ 6,065,178.00	\$ 94,699.00	\$ 481,915,384.00	\$ 94,699.00	
69	Add'l design Elimination of Bus Ramp	\$ 6,159,877.00	\$ (44,773.00)	\$ 481,870,611.00	\$ (44,773.00)	
70	Add'l Design vertical Circulation Studies	\$ 6,115,104.00	\$ 9,822.00	\$ 481,880,433.00	\$ 9,822.00	
71	OME Design Service Alt Sports lighting	\$ 8,124,926.00	\$ 8,034.00	\$ 481,888,467.00	\$ 8,034.00	
72	Design Services Relocate Gas Meter Rm	\$ 6,130,960.00	\$ 13,980.00	\$ 481,900,447.00	\$ 13,980.00	
73	Furnish & Install add'l WiFi Points	\$ 6,144,940.00	\$ 313,695.00	\$ 482,214,142.00	\$ 313,695.00	
74	Add'l PPE at Mobil Lot	\$ 6,458,635.00	\$ -	\$ 482,214,142.00	\$ -	
75	Grid Line 1 Footing replacement resolution	\$ 6,458,635.00	\$ -	\$ 482,214,142.00	\$ -	
76	Concrete Cap at Mobil Lot VOC Reduction	\$ 6,458,635.00	\$ -	\$ 482,214,142.00	\$ -	
77	Master Craft OCIP Credit	\$ 6,458,635.00	\$ (450,000.00)	\$ 481,764,142.00	\$ (450,000.00)	
78	Deduct Alt to Remove Secrt from SC-16A	\$ 6,008,635.00	\$ -	\$ 481,764,142.00	\$ -	
79	Trlr COW GC's to Fixed GC Office bldg Out	\$ 6,008,635.00	\$ -	\$ 481,764,142.00	\$ -	
80	Removal of Undergrd Oil Tank	\$ 8,008,635.00	\$ 6,108.00	\$ 481,770,250.00	\$ 6,108.00	1287-03
81	Deletion of Hydroworx 2000 Pool	\$ 8,014,743.00	\$ (262,299.00)	\$ 481,507,951.00	\$ (262,299.00)	
82	Ecav & Install SOE for ConEd Vault	\$ 5,752,444.00	\$ 324,733.00	\$ 481,832,684.00	\$ 324,733.00	
83	Trucking & Disposal of Contaminated matl	\$ 8,077,177.00	\$ 212,794.00	\$ 482,045,478.00	\$ 212,794.00	1287-03
84	Found & Conc Wk for Netwrk & ConEd vaults	\$ 6,289,971.00	\$ 700,769.00	\$ 482,746,247.00	\$ 700,769.00	
85	Mobil Lot extraction wells	\$ 6,990,740.00	\$ 69,828.00	\$ 482,816,073.00	\$ 69,828.00	1287-03
86	CM of Admetco Weathering Steel Panels	\$ 7,060,568.00	\$ 257,891.00	\$ 483,073,964.00	\$ 257,891.00	
87	FCRC Void Change Order	\$ 7,318,457.00	\$ -	\$ 483,073,964.00	\$ -	
88	FCRC Void Change Order	\$ 7,318,457.00	\$ -	\$ 483,073,964.00	\$ -	
89	CCC Custom Carpentry OCIP Deduct	\$ 7,318,457.00	\$ (97,942.00)	\$ 482,976,022.00	\$ (97,942.00)	
90	VOC support Shop Construction Services	\$ 7,220,515.00	\$ -	\$ 482,976,022.00	\$ -	
91	Design Services Relocate Found wall Grid R to T	\$ 7,220,515.00	\$ 9,477.00	\$ 482,985,499.00	\$ 9,477.00	
92	Rebar Couplers at Perimeter Wall	\$ 7,229,992.00	\$ -	\$ 482,985,499.00	\$ -	
93	Component Assembly Carpentry OCIP Deduct	\$ 7,229,992.00	\$ (144,545.00)	\$ 482,840,954.00	\$ (144,545.00)	
94	Global Gates OCIP Deduct	\$ 7,085,447.00	\$ (26,055.00)	\$ 482,814,899.00	\$ (26,055.00)	
95	Façade Mockup Laquila Pacific St	\$ 7,059,392.00	\$ 9,196.00	\$ 482,824,095.00	\$ 9,196.00	

**OWNER CHANGE ORDER SUMMARY**

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA	
96	Over Excavation and Add'l Fill at Footings	\$ 7,068,588.00	\$ 42,877.00	\$ 482,868,972.00	\$ 42,877.00	
97	Modify SOE for Sewer at Flatbush Ave	\$ 7,111,465.00	\$ 11,569.00	\$ 482,878,541.00	\$ 11,569.00	
98	OME to Sweet Shop / Frozen Custer	\$ 7,123,034.00	\$ 41,483.00	\$ 482,920,004.00	\$ 41,483.00	
99	MEP associated with Food Service	\$ 7,184,497.00	\$ 14,256.00	\$ 482,934,260.00	\$ 14,256.00	
100	Deduct for Practice Court Flooring	\$ 7,178,753.00	\$ (368,224.00)	\$ 482,568,036.00	\$ (368,224.00)	
101	DownTime for Drilling Equip Budget Transfr	\$ 6,812,529.00	\$ -	\$ 482,568,036.00	\$ -	
102	Switch kitchen Steamers	\$ 6,812,529.00	\$ -	\$ 482,568,036.00	\$ -	
103	Addition and deletion of Food service Equipm't	\$ 6,812,529.00	\$ 220,389.00	\$ 482,788,425.00	\$ 220,389.00	
104	Furnish & Install Jones Soda Equip & Storage	\$ 7,032,918.00	\$ 11,633.00	\$ 482,800,058.00	\$ 11,633.00	
106	Cut & Cap Watermain on Pacific	\$ 7,044,551.00	\$ -	\$ 482,800,058.00	\$ -	
106	Excavate & Foundation Bulletin 4	\$ 7,044,551.00	\$ -	\$ 482,800,058.00	\$ -	
107	Removal of Unsuitable Soil Crane Pad	\$ 7,044,551.00	\$ -	\$ 482,800,058.00	\$ -	1287-03
108	Modification to Stair Hand Rail	\$ 7,044,551.00	\$ 9,937.00	\$ 482,809,995.00	\$ 9,937.00	
109	Add'l design Exterior Façade Mockup	\$ 7,054,488.00	\$ 3,000.00	\$ 482,812,996.00	\$ 3,000.00	design
110	Arena Security to ADT	\$ 7,057,488.00	\$ 1,759,133.00	\$ 484,572,128.00	\$ 1,759,133.00	
111	Alternate Exterior Design review	\$ 8,816,621.00	\$ 1,142,691.00	\$ 485,714,819.00	\$ 1,142,691.00	design
112	Design Services Barclays Suite Mod	\$ 9,959,312.00	\$ 21,488.00	\$ 485,736,307.00	\$ 21,488.00	design
113	Design Services Beers of Brooklyn	\$ 9,980,800.00	\$ 82,768.00	\$ 485,799,065.00	\$ 82,768.00	design
114	Design Services LL Toilet Modification	\$ 10,043,558.00	\$ 27,428.00	\$ 485,826,491.00	\$ 27,428.00	design
115	Budget Trsfr Relocate Pedestrian Signal	\$ 10,070,984.00	\$ -	\$ 485,826,491.00	\$ -	
116	Add'l cost for Down time Laquilla Plie Rig	\$ 10,070,984.00	\$ 32,943.00	\$ 485,859,434.00	\$ 32,943.00	
117	Over Excavate & fill for footings that support roof	\$ 10,103,927.00	\$ 95,672.00	\$ 485,955,006.00	\$ 95,672.00	
118	B2 Struct Impacts & mod at Con Ed Vault	\$ 10,199,499.00	\$ 104,123.00	\$ 486,059,129.00	\$ 104,123.00	
119	Transport & Disposal of Hazardous Spill	\$ 10,303,622.00	\$ 123,507.00	\$ 486,182,636.00	\$ 123,507.00	1287-03
120	Bdgt Trsfr for delta on Netwk Compartment & ConEd Vault	\$ 10,427,129.00	\$ -	\$ 486,182,636.00	\$ -	
121	Trsfr from Signage to COW GC sign Mockup	\$ 10,427,129.00	\$ -	\$ 486,182,636.00	\$ -	
122	Transfer from signage to ASI for mock up	\$ 10,427,129.00	\$ -	\$ 486,182,636.00	\$ -	
123	Electric work for Mock Up at Pacific St	\$ 10,427,129.00	\$ 2,629.00	\$ 486,185,265.00	\$ 2,629.00	
124	Furnish & Install Food Service Equip for Commissary	\$ 10,429,758.00	\$ -	\$ 486,185,265.00	\$ -	
125	Cost Differential to Fire protection Award to Grinnell	\$ 10,429,758.00	\$ 1,811,318.00	\$ 487,996,581.00	\$ 1,811,318.00	
126	Budget Trsfr Freight Elevator Sill	\$ 12,241,074.00	\$ -	\$ 487,996,581.00	\$ -	
127	Budget Trsfr Crane Pad Area E	\$ 12,241,074.00	\$ -	\$ 487,996,581.00	\$ -	
128	Provide Wood Arm Rest Club seating	\$ 12,241,074.00	\$ 42,376.00	\$ 488,038,957.00	\$ 42,376.00	
129	Provide Tailer Seat Backs Club Seating	\$ 12,283,450.00	\$ 12,440.00	\$ 488,051,397.00	\$ 12,440.00	
130	Design Modifications to Team & Family Lounge	\$ 12,295,890.00	\$ 82,856.00	\$ 488,134,253.00	\$ 82,856.00	
131	Design Servicesfor Customized Sponsorship Signage	\$ 12,378,746.00	\$ 40,239.00	\$ 488,174,492.00	\$ 40,239.00	
132	Transfer from ASI to Banker Steel Install Façade Con	\$ 12,418,985.00	\$ -	\$ 488,174,492.00	\$ -	
133	Transfer for Fence Modification access to ConEd	\$ 12,418,985.00	\$ -	\$ 488,174,492.00	\$ -	
134	Budget Trsfr for Fence relocation 6th Ave Demo	\$ 12,418,985.00	\$ -	\$ 488,174,492.00	\$ -	
135	Budget Trsfr from Cont for fence, gate & Stone staging Area	\$ 12,418,985.00	\$ -	\$ 488,174,492.00	\$ -	
136	Arena Lighting Design Exceeding Goldstick basic Design	\$ 12,418,985.00	\$ 71,378.00	\$ 488,245,870.00	\$ 71,378.00	
137	Custom Color finish Roof Top Fan	\$ 12,490,363.00	\$ 18,739.00	\$ 488,264,609.00	\$ 18,739.00	
138	Foundation Design Change	\$ 12,509,102.00	\$ -	\$ 488,264,609.00	\$ -	
139	Backfill Material Req for Demo Operations	\$ 12,509,102.00	\$ 4,384.00	\$ 488,268,993.00	\$ 4,384.00	
140	Added Sprinkler Coverage area 50ft of Roof	\$ 12,513,488.00	\$ -	\$ 488,268,993.00	\$ -	
141	Mod of SOE along Flatbush Ave	\$ 12,513,488.00	\$ -	\$ 488,268,993.00	\$ -	
142	Removal & Disposal of Demo debris Fire house	\$ 12,513,488.00	\$ -	\$ 488,268,993.00	\$ -	
143	Modification to East Stormwater Tank	\$ 12,513,488.00	\$ -	\$ 488,268,993.00	\$ -	

**OWNER CHANGE ORDER SUMMARY**

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
144	Mod to Installed SOE Flatbush Ave	\$ 12,513,486.00	\$ -	\$ 488,268,993.00	\$ -
145	Area C Crane Pad	\$ 12,513,486.00	\$ -	\$ 488,268,993.00	\$ -
146	Permit for Temp Stand Pipe	\$ 12,513,486.00	\$ -	\$ 488,268,993.00	\$ -
147	Increase Technology Award	\$ 12,513,486.00	\$ -	\$ 488,268,993.00	\$ -
148	Transfer Portion of Fall Protection to Misc Metal	\$ 12,513,486.00	\$ -	\$ 488,268,993.00	\$ -
149	Banker Credit for Master Mech Budget Transfer	\$ 12,513,486.00	\$ -	\$ 488,268,993.00	\$ -
150	Lighting Options Façade Mega Pnl's	\$ 12,513,486.00	\$ 3,820,372.00	\$ 492,089,365.00	\$ 3,820,372.00
151	Add Alternate for Oculus 15mm Display	\$ 16,333,858.00	\$ 2,170,008.00	\$ 494,259,371.00	\$ 2,170,008.00
152	Addl Foundation Wk Façade Conopy revised Drawings	\$ 18,503,864.00	\$ 38,390.00	\$ 494,297,761.00	\$ 38,390.00
153	FCRC Void Change Order	\$ 18,542,254.00	\$ -	\$ 494,297,761.00	\$ -
154	FCRC Void Change Order	\$ 18,542,254.00	\$ -	\$ 494,297,761.00	\$ -
155	FCRC Void Change Order	\$ 18,542,254.00	\$ -	\$ 494,297,761.00	\$ -
156	FCRC Void Change Order	\$ 18,542,254.00	\$ -	\$ 494,297,761.00	\$ -
157	FCRC Void Change Order	\$ 18,542,254.00	\$ -	\$ 494,297,761.00	\$ -
158	FCRC Void Change Order	\$ 18,542,254.00	\$ -	\$ 494,297,761.00	\$ -
159	Roofing Award SC-20C Wilkow Braker	\$ 18,542,254.00	\$ 4,297,000.00	\$ 498,594,761.00	\$ 4,297,000.00
160	First Floor Mockup Flt Out on Pacific St	\$ 22,839,254.00	\$ 25,152.00	\$ 498,619,913.00	\$ 25,152.00
161	Transfr Funds for Safety net at Openings	\$ 22,884,406.00	\$ (1,587.00)	\$ 498,618,326.00	\$ (1,587.00)
162	Transfer Funds for Additional Stone Shake out area	\$ 22,862,819.00	\$ (534.00)	\$ 498,617,792.00	\$ (534.00)
163	Transfer To provide Temp Power by Banker	\$ 22,862,285.00	\$ -	\$ 498,617,792.00	\$ -
164	Install Overhead Protection NE Side of Arena	\$ 22,862,285.00	\$ (3,385.00)	\$ 498,614,407.00	\$ (3,385.00)
165	Transfer for Temp Stair Tower Pacific St Gate	\$ 22,858,900.00	\$ (3,532.00)	\$ 498,610,875.00	\$ (3,532.00)
166	Budget Transfer for Drywall Buy out for Painting	\$ 22,855,368.00	\$ -	\$ 498,610,875.00	\$ -
167	Transfer for ConEd Vault Doka Form Rental	\$ 22,855,368.00	\$ -	\$ 498,610,875.00	\$ -
168	Furnish & Install Connection Pts by ASI for Signage	\$ 22,855,368.00	\$ -	\$ 498,610,875.00	\$ -
169	Transfer from Contingency for Com Laundry buy	\$ 22,855,368.00	\$ -	\$ 498,610,875.00	\$ -
170	Transfer for Commodore to add Crane Picks	\$ 22,855,368.00	\$ -	\$ 498,610,875.00	\$ -
171	Transfer for Fire Hose Cabinet to Stainless	\$ 22,855,368.00	\$ -	\$ 498,610,875.00	\$ -
172	Addition Plumbing for Commissary Bul # 17	\$ 22,855,368.00	\$ 26,841.00	\$ 498,637,716.00	\$ 26,841.00
173	OCIP Credit for Island International	\$ 22,882,209.00	\$ (123,000.00)	\$ 498,514,716.00	\$ (123,000.00)
174	Transfer for Food service Overrun on COR 89	\$ 22,759,209.00	\$ -	\$ 498,514,716.00	\$ -
175	Transfer for Revolving Door at Team Store	\$ 22,759,209.00	\$ -	\$ 498,514,716.00	\$ -
176	Credit for Design to Metal Stairs	\$ 22,759,209.00	\$ -	\$ 498,514,716.00	\$ -
177	Credit for Hunt OCIP	\$ 22,759,209.00	\$ (8,856,536.00)	\$ 489,658,180.00	\$ (8,856,536.00)
178	Add for Wine Cooler mod at Foxwood Bar	\$ 13,902,673.00	\$ 3,876.00	\$ 489,662,056.00	\$ 3,876.00
179	Transfer for Deletion of GWB from Admin Office	\$ 13,906,549.00	\$ -	\$ 489,662,056.00	\$ -
180	Commodore GBA# 3 OCIP Deduct	\$ 13,906,549.00	\$ (71,712.00)	\$ 489,590,344.00	\$ (71,712.00)
181	Long Island Fire Door OCIP Deduct	\$ 13,834,837.00	\$ (4,000.00)	\$ 489,586,344.00	\$ (4,000.00)
182	Transfer for deletion of Hydro therapy pool	\$ 13,830,837.00	\$ -	\$ 489,586,344.00	\$ -
183	Transfer for dealgncoast assoc with Drink Tables /suite	\$ 13,830,837.00	\$ -	\$ 489,586,344.00	\$ -
184	Credit for POS System	\$ 13,830,837.00	\$ (700,000.00)	\$ 488,886,344.00	\$ (700,000.00)
185	Design Service to Relocate Press Seat for Premium	\$ 13,130,837.00	\$ 13,779.00	\$ 488,900,123.00	\$ 13,779.00
186	Transfer for Added Camera Platform and ADA	\$ 13,144,818.00	\$ -	\$ 488,900,123.00	\$ -
187	Add to Change Suite Sinks	\$ 13,144,816.00	\$ 12,759.00	\$ 488,912,882.00	\$ 12,759.00
188	Daktronics OCIP Credit	\$ 13,157,375.00	\$ (16,458.00)	\$ 488,896,424.00	\$ (16,458.00)
189	Transfer for Scoreboard Buyout	\$ 13,140,917.00	\$ -	\$ 488,896,424.00	\$ -
190	Am Seating OCIP Deduct	\$ 13,140,917.00	\$ (163,021.00)	\$ 488,733,403.00	\$ (163,021.00)
191	Transfer for Foundation Modification	\$ 12,977,896.00	\$ -	\$ 488,733,403.00	\$ -

# OWNER CHANGE ORDER SUMMARY

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA	
192	Knock Out Panels on Foundation Wall for Future Tower	\$ 12,977,896.00	\$ 17,123.00	\$ 488,750,526.00	\$ 17,123.00	
193	Transfer for Infill of Elevator Pits	\$ 12,995,019.00	\$ (305.00)	\$ 488,750,221.00	\$ (305.00)	
194	Transfer for Snow Removal	\$ 12,994,714.00	\$ (468.00)	\$ 488,749,753.00	\$ (468.00)	
195	Add for Electric upgrade Levy Server Room	\$ 12,994,248.00	\$ 26,282.00	\$ 488,776,035.00	\$ 26,282.00	
196	Install Speakers in Oculus	\$ 13,020,528.00	\$ 41,820.00	\$ 488,817,855.00	\$ 41,820.00	
197	Transfer for Concession Stand lights	\$ 13,062,348.00	\$ (1,155.00)	\$ 488,818,700.00	\$ (1,155.00)	
198	Transfer Lighting in Players Facilities	\$ 13,061,193.00	\$ (1,042.00)	\$ 488,815,658.00	\$ (1,042.00)	
199	Add for Switchboard mod from Transit Facility	\$ 13,060,151.00	\$ 50,107.00	\$ 488,865,765.00	\$ 50,107.00	
200	Transfer for Gen Horizontal Sound Silencer	\$ 13,110,258.00	\$ -	\$ 488,865,765.00	\$ -	
201	Berlin Steel OCIP Deduct	\$ 13,110,258.00	\$ (65,000.00)	\$ 488,800,765.00	\$ (65,000.00)	
202	Transfer for Lquilla OT for Steel erection	\$ 13,045,258.00	\$ -	\$ 488,800,765.00	\$ -	
203	Heat Trace Underground Grease piping at Evt Lvl	\$ 13,045,258.00	\$ -	\$ 488,800,765.00	\$ -	
204	Exterior Glazing Modification	\$ 13,045,258.00	\$ 12,148.00	\$ 488,812,913.00	\$ 12,148.00	
205	Installation of TA Emergency Hatch Platform	\$ 13,067,406.00	\$ -	\$ 488,812,913.00	\$ -	
206	Flowable Fill for non Bearing Soil	\$ 13,067,406.00	\$ 18,045.00	\$ 488,830,958.00	\$ 18,045.00	
207	Deduct Alternate Eliminate Gyp board Ceiling Suites	\$ 13,075,451.00	\$ -	\$ 488,830,958.00	\$ -	
208	Deduct Alternate Eliminate all GBA in Sundker Suite	\$ 13,075,451.00	\$ -	\$ 488,830,958.00	\$ -	
209	OME for material Hoist Footing Relocation	\$ 13,075,451.00	\$ -	\$ 488,830,958.00	\$ -	
210	Additional Stone Area D Crane Pad	\$ 13,075,451.00	\$ 47,914.00	\$ 488,878,872.00	\$ 47,914.00	
211	Excav & Found Cost assoc w 10/15/10 Drawing rev	\$ 13,123,365.00	\$ -	\$ 488,878,872.00	\$ -	
212	Contingency Transfr to Thicken Slab On Grade	\$ 13,123,365.00	\$ -	\$ 488,878,872.00	\$ -	
213	Add'l Stone Area D Steel Laydown Area	\$ 13,123,365.00	\$ -	\$ 488,878,872.00	\$ -	
214	Relocation of Casing & Soldier Pile Sewer Conflict	\$ 13,123,365.00	\$ 3,728.00	\$ 488,882,598.00	\$ 3,728.00	
215	Transport & Disposal of hazardous Soils	\$ 13,127,091.00	\$ 119,078.00	\$ 489,001,674.00	\$ 119,078.00	1287-03
216	Structured Cabling w patch panels in suite of Cords	\$ 13,246,167.00	\$ 38,562.00	\$ 489,040,236.00	\$ 38,562.00	
217	Add'l Façade Lighting Design services	\$ 13,284,729.00	\$ 31,485.00	\$ 489,071,701.00	\$ 31,485.00	
218	CCC Custom Carpentry ERPLA Deduct Alternate	\$ 13,316,194.00	\$ -	\$ 489,071,701.00	\$ -	
219	Add Alternate for Center hung Size & Disp increase	\$ 13,316,194.00	\$ 1,878,521.00	\$ 490,950,222.00	\$ 1,878,521.00	
220	Centerhung Display upgrades	\$ 14,994,715.00	\$ 710,815.00	\$ 491,661,037.00	\$ 710,815.00	
221	Add Alternate for Entry lobby Shop Concept 15mm	\$ 15,705,530.00	\$ 492,112.00	\$ 491,953,149.00	\$ 492,112.00	
222	Added Knockout panel Foundation wall B2	\$ 16,197,642.00	\$ 4,262.00	\$ 491,957,411.00	\$ 4,262.00	
223	Cont Trsfr Add'l design Relocat Kitch exhaust Fan	\$ 16,201,904.00	\$ -	\$ 491,957,411.00	\$ -	
224	Cont Trsfr Import Stone Temp Ramp Pacif Street	\$ 16,201,904.00	\$ -	\$ 491,957,411.00	\$ -	
225	Cont Trsfr Area D Crane pad	\$ 16,201,904.00	\$ -	\$ 491,957,411.00	\$ -	
226	Companante Assem Syst ERPLA deduct Alternate	\$ 16,201,904.00	\$ -	\$ 491,957,411.00	\$ -	
227	Waterproofing network compartment Con ed	\$ 16,201,904.00	\$ 24,059.00	\$ 491,981,470.00	\$ 24,059.00	
228	Contingency Trsfr Reinstall Equalizer line	\$ 16,225,963.00	\$ -	\$ 491,981,470.00	\$ -	
229	Contingency Trsfr East Storm tank Mod	\$ 16,225,963.00	\$ -	\$ 491,981,470.00	\$ -	
230	Temp Connection at disconnect catch basin	\$ 16,225,963.00	\$ -	\$ 491,981,470.00	\$ -	
231	Increase for PR2 Modify Quantity of Court Side Seat	\$ 16,225,963.00	\$ 54,017.00	\$ 492,035,487.00	\$ 54,017.00	
232	Commodore DW Pkg ERPLA deduct Alternative	\$ 16,279,980.00	\$ -	\$ 492,035,487.00	\$ -	
233	Excavation of Trench for Temp electric	\$ 16,279,980.00	\$ -	\$ 492,035,487.00	\$ -	
234	FCRC Void Change Order	\$ 16,279,980.00	\$ -	\$ 492,035,487.00	\$ -	
235	IGMP Transfr Observation & Coordination of Concrete	\$ 16,279,980.00	\$ -	\$ 492,035,487.00	\$ -	
236	IGMP Trsfr for Temp roof at Boiler Plant	\$ 16,279,980.00	\$ -	\$ 492,035,487.00	\$ -	
237	OCIP Deduct Jantile	\$ 16,279,980.00	\$ (16,911.00)	\$ 492,018,576.00	\$ (16,911.00)	
238	OCIP Credit Consolidated Carpet	\$ 16,263,069.00	\$ (12,946.00)	\$ 492,005,630.00	\$ (12,946.00)	
239	OCIP Credit Met Sales Installation	\$ 16,250,123.00	\$ (1,130.00)	\$ 492,004,500.00	\$ (1,130.00)	

# OWNER CHANGE ORDER SUMMARY

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
240	OCIP Deduct Port Morris Tile	\$ 16,248,993.00	\$ (37,424.00)	\$ 491,987,076.00	\$ (37,424.00)
241	OCIP Deduct A&B Caulking Co	\$ 16,211,569.00	\$ (90,849.00)	\$ 491,876,227.00	\$ (90,849.00)
242	OCIP Deduct L&L Painting	\$ 16,120,720.00	\$ (81,484.00)	\$ 491,794,743.00	\$ (81,484.00)
243	IGMP Trsfr for Scope rev Precast to 10/10 Doc	\$ 16,039,236.00	\$ -	\$ 491,794,743.00	\$ -
244	IGMP Trsfr for Almar Clamping Devices Equalizer line	\$ 16,039,236.00	\$ -	\$ 491,794,743.00	\$ -
245	IGMP Transfr retentn tank suction Pumps Spec	\$ 16,039,236.00	\$ -	\$ 491,794,743.00	\$ -
246	IGMP Transfr to MFM Concrete Level Pad	\$ 16,039,236.00	\$ -	\$ 491,794,743.00	\$ -
247	Furnish & Install Clean Out Covers Event Lvl	\$ 16,039,236.00	\$ 6,502.00	\$ 491,801,245.00	\$ 6,502.00
248	IGMP Trsfr to MFM addl Concrete Level Pad	\$ 16,045,738.00	\$ -	\$ 491,801,245.00	\$ -
249	Plumbing Assoced with Con ed Vault	\$ 16,045,738.00	\$ 145,943.00	\$ 491,947,188.00	\$ 145,943.00
250	Credit to reduce Subwoofers & Amplifiers	\$ 16,191,661.00	\$ (40,899.00)	\$ 491,906,289.00	\$ (40,899.00)
251	IGMP Budget Trsfr Relocate exhaust Fans	\$ 16,150,782.00	\$ -	\$ 491,906,289.00	\$ -
252	OCIP Deduct Costal Tile	\$ 16,150,782.00	\$ (46,607.00)	\$ 491,859,682.00	\$ (46,607.00)
253	Add to Furnish & Install Closets in all lwr & upr Suites	\$ 16,104,175.00	\$ 248,199.00	\$ 492,107,881.00	\$ 248,199.00
254	IGMP Budget Trsfr Temp Enclosure Quad C	\$ 16,352,374.00	\$ -	\$ 492,107,881.00	\$ -
255	Furnish , Install & remove Matl Hoist At Ave	\$ 16,352,374.00	\$ -	\$ 492,107,881.00	\$ -
256	IGMP Budget Trsfr relocate Project hoist & LD platform	\$ 16,352,374.00	\$ -	\$ 492,107,881.00	\$ -
257	add for Terrazzo Mock-up Costs	\$ 16,352,374.00	\$ 3,158.00	\$ 492,111,039.00	\$ 3,158.00
258	Add for Exterior Façade Interim Quantity Take off	\$ 16,355,532.00	\$ 240,466.00	\$ 492,351,505.00	\$ 240,466.00
259	Add for Epoxy Coating on Uper & Lwr Bowl Precast	\$ 16,595,998.00	\$ 1,435,601.00	\$ 493,787,106.00	\$ 1,435,601.00
260	Add for Residential Appliance Change per Owner	\$ 18,031,599.00	\$ 22,542.00	\$ 493,809,648.00	\$ 22,542.00
261	Add for Concrete Curbs in Coord with Façade Design	\$ 18,054,141.00	\$ 189,928.00	\$ 493,999,574.00	\$ 189,928.00
262	Add'l Design services assoc with ConEd Network Room	\$ 18,244,067.00	\$ 16,365.00	\$ 494,015,939.00	\$ 16,365.00
263	Design Services for Modification of exter Storefrmts	\$ 18,280,432.00	\$ 9,336.00	\$ 494,025,275.00	\$ 9,336.00
264	Design portion of B2 Structural Impacts at Con ed Vault	\$ 18,269,768.00	\$ 60,165.00	\$ 494,085,440.00	\$ 60,165.00
265	IGMP Budget Traf OT Cost 2/26/11 to 9/17/11	\$ 18,329,933.00	\$ -	\$ 494,085,440.00	\$ -
266	Add for Stellar Seatbacks on Gen & Club seating	\$ 18,329,933.00	\$ 61,486.00	\$ 494,146,926.00	\$ 61,486.00
267	IGMP Budget Trsfr CMU Slze in security Rm sft & lby	\$ 18,391,419.00	\$ -	\$ 494,146,926.00	\$ -
268	IGMP Budget Trsfr addl 40' sliding gate at All ave	\$ 18,391,419.00	\$ -	\$ 494,146,926.00	\$ -
269	IGMP Budget Trsfr CMU Wall Mod In Dean st lobby	\$ 18,391,419.00	\$ -	\$ 494,146,926.00	\$ -
270	IGMP budget Trsfr CMU Wall Mod at Truck Elevator	\$ 18,391,419.00	\$ -	\$ 494,146,926.00	\$ -
271	IGMP Budget Trsfr CMU at Truck Elevator Entrance wall	\$ 18,391,419.00	\$ -	\$ 494,146,926.00	\$ -
272	IGMP Budget Trsfr Reconcile the PPE Allow Mobil lot	\$ 18,391,419.00	\$ -	\$ 494,146,926.00	\$ -
273	Add for steel Cost with B2 Struct Impacts & Con ed vault	\$ 18,391,419.00	\$ 67,256.00	\$ 494,214,182.00	\$ 67,256.00
274	IGMP Budget Trsfr Design Addl Bulkd Code & life sfty	\$ 18,458,675.00	\$ -	\$ 494,214,182.00	\$ -
275	IGMP Budget Trsfr Cosyt associated with bull 5	\$ 18,458,675.00	\$ -	\$ 494,214,182.00	\$ -
276	Barclays Sponsorship Mockup Modification	\$ 18,468,676.00	\$ 10,685.00	\$ 494,224,867.00	\$ 10,685.00
277	IGMP Budget Trsfr Revisions to Atlantic Ave Gate	\$ 18,469,360.00	\$ -	\$ 494,224,867.00	\$ -
278	IGMP Budget Trsfr Install & remove Trash Suite	\$ 18,469,360.00	\$ -	\$ 494,224,867.00	\$ -
279	IGMP Budget Trsfr Detail & Roll Structl stl per Adum 1	\$ 18,469,360.00	\$ -	\$ 494,224,867.00	\$ -
280	IGMP Budget Trsfr install curb to term pit watr Proof	\$ 18,469,360.00	\$ -	\$ 494,224,867.00	\$ -
281	IGMP Budget Trsfr Delete Exterior Stair Nosings	\$ 18,469,360.00	\$ -	\$ 494,224,867.00	\$ -
282	IGMP Budget Trsfr Install add'l man Gate	\$ 18,469,360.00	\$ -	\$ 494,224,867.00	\$ -
283	OCIP Deduct Component Assembly	\$ 18,469,360.00	\$ (34,400.00)	\$ 494,190,467.00	\$ (34,400.00)
284	OCIP Deduct Specialty Flooring	\$ 18,434,960.00	\$ (38,383.00)	\$ 494,152,084.00	\$ (38,383.00)
285	OCIP deduct American Industries	\$ 18,398,577.00	\$ (61,000.00)	\$ 494,091,084.00	\$ (61,000.00)
286	OCIP deduct JR Jones	\$ 18,335,577.00	\$ (7,481.00)	\$ 494,083,603.00	\$ (7,481.00)
287	OCIP Deduct Miller Blaker	\$ 18,328,086.00	\$ (17,240.00)	\$ 494,066,363.00	\$ (17,240.00)

**OWNER CHANGE ORDER SUMMARY**

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
288	IGMP Budget Trsfr EB Evaluation Early backfill	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
289	IGMP Budget Trsfr Add Alt 5 banker Stl Seed Coat pnt Roof	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
290	IGMP Trsfr Laq Strategic OT for Stl erection	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
291	IGMP Budget Trsfr Waterproofing Two retention Tanks	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
292	IGMP Budget Trsfr Fine Group for Fire Stand Pipe	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
293	FCRC Void Change Order	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
294	IGMP Budget Trsfr to reverse OCO 256 Holst Relocation	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
295	IGMP Budget Trsfr to reverse OCO 256 Alt Ave Holst	\$ 18,310,856.00	\$ -	\$ 494,066,363.00	\$ -
296	Change Logos at Club Seating	\$ 18,310,856.00	\$ 20,631.00	\$ 494,086,994.00	\$ 20,631.00
297	IGMP Budget Trsfr Logos in Upper Bowl Gen Seating	\$ 18,331,487.00	\$ -	\$ 494,086,994.00	\$ -
298	Press Seating Modification	\$ 18,331,487.00	\$ 26,773.00	\$ 494,113,767.00	\$ 26,773.00
299	Design of Vehicle Barrier Dean St entrance	\$ 18,358,260.00	\$ 25,895.00	\$ 494,139,662.00	\$ 25,895.00
300	Modification to SOE at Flatbush & Dean	\$ 18,384,155.00	\$ 34,799.00	\$ 494,174,461.00	\$ 34,799.00
301	Add'l design Modify Press Seating Sec115	\$ 18,418,954.00	\$ 6,590.00	\$ 494,181,051.00	\$ 6,590.00
302	Add'l design for Octagon Lighting Proj Participate	\$ 18,425,544.00	\$ 6,592.00	\$ 494,187,643.00	\$ 6,592.00
303	Add for Add'l Design Toilet Fixtures	\$ 18,432,136.00	\$ 33,103.00	\$ 494,220,746.00	\$ 33,103.00
304	IGMP Budget Trsfr Banker Steel Claim Settlement	\$ 18,485,239.00	\$ -	\$ 494,220,746.00	\$ -
305	Added Electrical for YES Network	\$ 18,485,239.00	\$ 7,404.00	\$ 494,228,150.00	\$ 7,404.00
306	IGMP Transfer Mod to Fan Rm CMU Walls	\$ 18,472,643.00	\$ -	\$ 494,228,150.00	\$ -
307	IGMP Budget Trsfr CMU Wall Revs Ice Equip Rm	\$ 18,472,643.00	\$ -	\$ 494,228,150.00	\$ -
308	IGMP Budget Trsfr Revise M8 wall to MS8	\$ 18,472,643.00	\$ -	\$ 494,228,150.00	\$ -
309	IGMP Budget Trsfr CMU at Truck Elevator & Turnble	\$ 18,472,643.00	\$ -	\$ 494,228,150.00	\$ -
310	Deduct for OCIP Credit per GMP2	\$ 18,472,643.00	\$ (250,000.00)	\$ 493,978,150.00	\$ (250,000.00)
311	IGMP Budget Trsfr Truck Elevator Entrance Head Dtl	\$ 18,222,643.00	\$ -	\$ 493,978,150.00	\$ -
312	Add for Add'l Toilet Fixtures	\$ 18,222,643.00	\$ 78,517.00	\$ 494,056,667.00	\$ 78,517.00
313	IGMP Budget Trsfr for Overhead Protection	\$ 18,301,160.00	\$ -	\$ 494,056,667.00	\$ -
314	Add for Arena Roof Snow Fence Steel	\$ 18,301,160.00	\$ 450,000.00	\$ 494,506,667.00	\$ 450,000.00
315	Transfer for GMP2 Fixed GC's	\$ 18,751,160.00	\$ (200,000.00)	\$ 494,306,667.00	\$ (200,000.00)
316	IGMP Budget Trsfr Material Holst at Practice court	\$ 18,551,160.00	\$ -	\$ 494,306,667.00	\$ -
317	IGMP Budget Trsfr Loading Platform Truck Elev	\$ 18,551,160.00	\$ -	\$ 494,306,667.00	\$ -
318	IGMP Budget Trsfr Ramp at Area C Event Level	\$ 18,551,160.00	\$ -	\$ 494,306,667.00	\$ -
319	IGMP Budget Trsfr Stone for Staging Lot	\$ 18,551,160.00	\$ -	\$ 494,306,667.00	\$ -
320	Reduction OCIP Credit for OCO 291	\$ 18,551,160.00	\$ (26,000.00)	\$ 494,280,667.00	\$ (26,000.00)
321	IGMP Trsfr Mastercraft Masonry Credit Mn & Up Concrs	\$ 18,525,160.00	\$ -	\$ 494,280,667.00	\$ -
322	IGMP Trsfr Global Credit for Delete Side Coll Grille	\$ 18,525,160.00	\$ -	\$ 494,280,667.00	\$ -
323	IGMP Trsfr Various ASR Design Revisions	\$ 18,525,160.00	\$ -	\$ 494,280,667.00	\$ -
324	IGMP Trsfr Interior Allowance Sweep	\$ 18,525,160.00	\$ -	\$ 494,280,667.00	\$ -
325	IGMP budget Trsfr Arch Millwrk Pck 1 to JR Jones	\$ 18,525,160.00	\$ -	\$ 494,280,667.00	\$ -
326	Add for HVAC Rev to Toilet Rms Evt, Mn & Up Conc.	\$ 18,525,160.00	\$ 32,948.00	\$ 494,313,615.00	\$ 32,948.00
327	IGMP Budget Trsfr Modify Flatbush Ave Gate	\$ 18,558,108.00	\$ -	\$ 494,313,615.00	\$ -
328	IGMP Budget Trsfr Banker Steel Crane Dwn Time	\$ 18,558,108.00	\$ -	\$ 494,313,615.00	\$ -
329	Add for halo Matrix per GMP2 neg	\$ 18,558,108.00	\$ 309,894.00	\$ 494,623,509.00	\$ 309,894.00
330	IGMP budget Trsfr Stair landing 4H to FE5 Elev Rm	\$ 18,668,002.00	\$ -	\$ 494,623,509.00	\$ -
331	Credit to Delete Gate at Demo Site Lot 21	\$ 18,668,002.00	\$ (26,724.00)	\$ 494,596,785.00	\$ (26,724.00) 1287-02
332	IGMP budget Trsfr Temp Enclosure to CCC	\$ 18,841,278.00	\$ -	\$ 494,596,785.00	\$ -
333	IGMP Budget Trsfr Temp Encloser Upper & lower Suite	\$ 18,841,278.00	\$ -	\$ 494,596,785.00	\$ -
334	IGMP Budget Trsfr Temp Enclosure Quad C	\$ 18,841,278.00	\$ -	\$ 494,596,785.00	\$ -
335	IGMP Budget Trsfr Practice Court Lighting	\$ 18,841,278.00	\$ -	\$ 494,596,785.00	\$ -



**OWNER CHANGE ORDER SUMMARY**

		Total Previous	Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
336	Deduct for JR Jones OCIP Credit Pkg 1 Millwk	\$ 18,841,278.00	\$	(17,724.00)	\$ 494,579,081.00	\$ (17,724.00)
337	IGMP Budget Trsfr CCC Temp Enclosures	\$ 18,823,554.00	\$	-	\$ 494,579,081.00	\$ -
338	Add for Middle Cup holder Lwr & upr suite Chairs	\$ 18,823,554.00	\$	3,954.00	\$ 494,583,015.00	\$ 3,954.00
339	Add for Storm Retention Tank Suction pump Mod	\$ 18,827,508.00	\$	68,896.00	\$ 494,651,911.00	\$ 88,896.00
340	IGMP Budget Trsfr Banker Second shift	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
341	IGMP Budget Trsfr Stand By Cost Area C	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
342	IGMP Budget Trsfr Stand by Cost Expedite Steel, Fonda, CC	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
343	IGMP Budget Trsfr MC for Winter Protec masonry	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
344	IGMP Budget Trsfr Install Transillon Slab Ice rink	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
345	IGMP Budget Trsfr Railing Mod Alt 6 GBA Pkg 3	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
346	IGMP Budget Trsfr Shop Light Rail Fixture detail	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
347	IGMP Budget Trsfr Bulletin 15 Construction Cost Trsfr	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
348	IGMP Budget Trsfr Bulletin # 12	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
349	Add for VE of Consolidated Carpet Subtract Alt 14.22	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
350	IGMP Contingeny Sweep PCO 875 / COR 552R2	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
351	IGMP VE of Coastal Tile Alt. #12	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
352	IGMP Budget Trsfr railing Mod at Upper Suite	\$ 18,898,404.00	\$	-	\$ 494,651,911.00	\$ -
353	Add for blackboxes with Pivots in PE 1 & 3	\$ 18,898,404.00	\$	8,443.00	\$ 494,660,354.00	\$ 8,443.00
354	IGMP Budget Trsfr Wall Revisions at Truck Elevator	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
355	IGMP Budget Trsfr install & Remove Temp Scaffolding	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
356	IGMP Budget Trsfr CMU Wall at EV LV Plan Rm	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
357	IGMP Budget Trsfr Lower CMU Wall at SE-6	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
358	IGMP Budget Trsfr Drink Rail & Guard Rail Rev	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
359	IGMP Budget Trsfr Bulletin 17 Staging Concepts	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
360	IGMP Budget Trsfr VE JR Jones Deduct Alt 5-7	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
361	IGMP Budget Trsfr VE JR Jones Add alt 5.-7 & 8,10,11	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
362	IGMP Budget Trsfr Change GRRC Columns	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
363	IGMP Budget Trsfr Remove Riser platform sys at evt lvl	\$ 18,904,847.00	\$	-	\$ 494,660,354.00	\$ -
364	Add for Scaffold to Install Sprinkler Halo Coverage	\$ 18,904,847.00	\$	410,093.00	\$ 495,070,447.00	\$ 410,093.00
365	Deduct for American Seat Alt 4	\$ 19,314,940.00	\$	(7,718.00)	\$ 495,062,729.00	\$ (7,718.00)
366	IGMP Budget Trsfr Mastercraft Winter Protec	\$ 19,307,222.00	\$	-	\$ 495,062,729.00	\$ -
367	IGMP Budget Trsfr Bulletin 17 In GMP pt1	\$ 19,307,222.00	\$	-	\$ 495,062,729.00	\$ -
368	IGMP Budget Trsfr Bulletin 17 Outside GMP Interiors	\$ 19,307,222.00	\$	-	\$ 495,062,729.00	\$ -
369	IGMP Bulletin 7 Construction Cost Within the GMP	\$ 19,307,222.00	\$	-	\$ 495,062,729.00	\$ -
370	Added Cooking to the Retail Spaces on Flatbush Ave.	\$ 19,307,222.00	\$	1,147,262.00	\$ 496,209,991.00	\$ 1,147,262.00
371	IGMP Budget Transfer for Toilet Light Revisions	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
372	IGMP Budget Transfer for Catwalk Lighting Deduct	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
373	IGMP Budget Transfer for Interior Light Fixtures - Bulletin 17	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
374	IGMP Budget Transfer for Stair Lighting	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
375	IGMP Uppr Concrs Concession Stands & Weather Steel Cladding	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
376	IGMP Terrazo Fl & base in VIP Entry Lobby	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
377	IGMP Terrazo Fl & base in Alt Ave Lobby	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
378	IGMP Terrazo Fl & Base at Dean St Lobby	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
379	IGMP Terrazo Fl & Base at Uppr Concourse	\$ 20,454,484.00	\$	-	\$ 496,209,991.00	\$ -
380	Add to provide Glass Door at Spandrel Glass locations	\$ 20,454,484.00	\$	59,256.00	\$ 496,269,247.00	\$ 59,256.00
381	IGMP Spandrel Glass At VIP Entry Lobby	\$ 20,513,740.00	\$	-	\$ 496,269,247.00	\$ -
382	IGMP Upgrades to Practice Court Glazing at VIP lobby	\$ 20,513,740.00	\$	-	\$ 496,269,247.00	\$ -
383	IGMP Reschedule Cimco refridge Package	\$ 20,513,740.00	\$	-	\$ 496,269,247.00	\$ -

# OWNER CHANGE ORDER SUMMARY

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
384	Add Stair hand Rails Network Compartmts	\$ 20,513,740.00	\$ 16,951.00	\$ 496,286,198.00	\$ 16,951.00
385	IGMP Trsfr Cimco OT In Area D	\$ 20,530,691.00	\$ -	\$ 496,286,198.00	\$ -
386	Add Conduit & Electrical Exterior Door Signage	\$ 20,630,691.00	\$ 143,638.00	\$ 496,429,836.00	\$ 143,638.00
387	Add for remove and Replace Fence for Con Ed Sub	\$ 20,674,329.00	\$ 18,054.00	\$ 496,447,890.00	\$ 18,054.00
388	IGMP Trsfr Replace Glass for Duct Relocation	\$ 20,692,383.00	\$ -	\$ 496,447,890.00	\$ -
389	Design add for add'l Workstations	\$ 20,692,383.00	\$ 8,952.00	\$ 496,456,842.00	\$ 8,952.00
390	Design Add for MDF Room Revisions	\$ 20,701,335.00	\$ 4,847.00	\$ 496,461,689.00	\$ 4,847.00
391	IGMP Trsfr New Con Ed NPR Door & Hardwr	\$ 20,706,182.00	\$ -	\$ 496,461,689.00	\$ -
392	IGMP Trsfr Pipe Support Lighting In TV Rm	\$ 20,706,182.00	\$ -	\$ 496,461,689.00	\$ -
393	IGMP Trsfr Temp enclosure Upper & lower Suites	\$ 20,706,182.00	\$ -	\$ 496,461,689.00	\$ -
394	Design Serv Team Space rendering Rev	\$ 20,706,182.00	\$ 2,572.00	\$ 496,464,261.00	\$ 2,572.00
395	IGMP Trsfr Master Mech. credit from Laq. COW GC's	\$ 20,708,754.00	\$ -	\$ 496,464,261.00	\$ -
396	IGMP Trsfr Replacement of Shaftwall at Truck Elevator	\$ 20,708,754.00	\$ -	\$ 496,464,261.00	\$ -
397	IGMP Trsfr Material for Fence along Flatbush Ave	\$ 20,708,754.00	\$ -	\$ 496,464,261.00	\$ -
398	IGMP Trsfr Banker Steel CD Documents	\$ 20,708,754.00	\$ -	\$ 496,464,261.00	\$ -
399	Add to ASI to Provide Aluminum Exterior Doors	\$ 20,708,754.00	\$ 43,500.00	\$ 496,507,761.00	\$ 43,500.00
400	IGMP Trsfr to Commodore Partition Changes	\$ 20,752,254.00	\$ -	\$ 496,507,761.00	\$ -
401	IGMP Trsfr to Elterbe ASR 67 Irane Preparation	\$ 20,752,254.00	\$ -	\$ 496,507,761.00	\$ -
402	Add to Laticework at Canopy - Swoosh	\$ 20,752,254.00	\$ 65,127.00	\$ 496,572,888.00	\$ 65,127.00
403	IGMP Trsfr Wolko Split Slab Waterproofing	\$ 20,817,381.00	\$ -	\$ 496,572,888.00	\$ -
404	Add Additional Toilet Fixtures Main, Upper & Event Lvl	\$ 20,817,381.00	\$ 107,705.00	\$ 496,680,593.00	\$ 107,705.00
405	IGMP Trsfr Shop Installed Façade Connections	\$ 20,925,086.00	\$ -	\$ 496,680,593.00	\$ -
406	IGMP Trsfr Elterbe Two Month Extension Struct. Obser.	\$ 20,925,086.00	\$ -	\$ 496,680,593.00	\$ -
407	IGMP Trsfr Commodore Repair Damage Framing	\$ 20,925,086.00	\$ -	\$ 496,680,593.00	\$ -
408	Add Additional Toilet Fixtures Lower Suite Lvl	\$ 20,925,086.00	\$ 123,372.00	\$ 496,803,965.00	\$ 123,372.00
409	Add Maintenance Outlets per Bull #17	\$ 21,048,458.00	\$ 127,302.00	\$ 496,931,267.00	\$ 127,302.00
410	IGMP Trsfr VE Miller Blaker Alts. 5,6,7,8	\$ 21,175,780.00	\$ -	\$ 496,931,267.00	\$ -
411	Add Custom Color Roof Membrane at Cooling Tower	\$ 21,175,780.00	\$ 16,319.00	\$ 496,947,586.00	\$ 16,319.00
412	Add Exterior Sponsorship Signage Modification	\$ 21,192,079.00	\$ 56,866.00	\$ 497,004,452.00	\$ 56,866.00
413	IGMP Trsfr Revised Lighting & Switching & Circuiting	\$ 21,248,945.00	\$ -	\$ 497,004,452.00	\$ -
414	IGMP Trsfr Added Pull Stations at Stairs on Event Lvl	\$ 21,248,945.00	\$ -	\$ 497,004,452.00	\$ -
415	IGMP Trsfr Drink Rail Modifications	\$ 21,248,945.00	\$ -	\$ 497,004,452.00	\$ -
416	Credit Electrical Work Associated with Con Ed Vault	\$ 21,248,945.00	\$ (28,553.00)	\$ 496,975,899.00	\$ (28,553.00)
417	Credit for Epoxy Coating on Lower & Upper Bowl L&L	\$ 21,220,392.00	\$ (42,750.00)	\$ 496,933,149.00	\$ (42,750.00)
418	IGMP Trsfr Unsuitable Bearing Soil	\$ 21,177,642.00	\$ -	\$ 496,933,149.00	\$ -
419	IGMP Trsfr Added Shaftwall CCC Custom Carpentry	\$ 21,177,642.00	\$ -	\$ 496,933,149.00	\$ -
420	IGMP Trsfr Laquila Bulletin #11	\$ 21,177,642.00	\$ -	\$ 496,933,149.00	\$ -
421	IGMP Trsfr Temporary Wall at Cooling Tower Roof	\$ 21,177,642.00	\$ -	\$ 496,933,149.00	\$ -
422	Add Due to Unsuitable Soils at A-35 & B-35	\$ 21,177,642.00	\$ 4,788.00	\$ 496,937,937.00	\$ 4,788.00
423	IGMP Trsfr Material Hoist Footing	\$ 21,182,430.00	\$ -	\$ 496,937,937.00	\$ -
424	IGMP Trsfr Commodore Light Coves	\$ 21,182,430.00	\$ -	\$ 496,937,937.00	\$ -
425	IGMP Trsfr Laquila Incrs Footing Size BSC-BS3 &42C	\$ 21,182,430.00	\$ -	\$ 496,937,937.00	\$ -
426	Add Additional Drink Tables for Barclays Suite	\$ 21,182,430.00	\$ 1,214.00	\$ 496,939,151.00	\$ 1,214.00
427	Add Electrical Scope 44 Additional Telephones	\$ 21,183,644.00	\$ 54,031.00	\$ 496,993,182.00	\$ 54,031.00
428	Budget Trsfr Main Vom Video Wall Display	\$ 21,237,675.00	\$ -	\$ 496,993,182.00	\$ -
429	Add Quad Outlets at Plaza Wayfinding Sign	\$ 21,237,676.00	\$ 19,913.00	\$ 497,013,095.00	\$ 19,913.00
430	Add Upgrades to Cisco Stadium Vision IPTV	\$ 21,257,588.00	\$ 380,951.00	\$ 497,394,046.00	\$ 380,951.00
431	IGMP Trsfr Framing Repair Upper & Lower Suites	\$ 21,638,539.00	\$ -	\$ 497,394,046.00	\$ -

## OWNER CHANGE ORDER SUMMARY

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
432	IGMP Trsfr Electrical Revs in Conference Rm Suite	\$ 21,838,539.00	\$ -	\$ 497,394,046.00	\$ -
433	Add Electrical Scope Additional Wireless Access Points	\$ 21,838,539.00	\$ 392,504.00	\$ 497,786,550.00	\$ 392,504.00
434	Add Electrical Scope of Work Relocation of JBT-3E1	\$ 22,031,043.00	\$ 57,821.00	\$ 497,844,371.00	\$ 57,821.00
435	IGMP Trsfr EJ to ASM Relocation of 8" Chilled Water Line	\$ 22,088,864.00	\$ -	\$ 497,844,371.00	\$ -
436	Add Install Metal Stud Framing for Clam Shells	\$ 22,088,864.00	\$ 769,196.00	\$ 498,613,567.00	\$ 769,196.00
437	IGMP Trsfr Add Trench, Backfill & Elec Ductbank Encasemt	\$ 22,858,060.00	\$ -	\$ 498,613,567.00	\$ -
438	Provide Master Mech & MaintcFormn 6/11/10 to 8/3/10	\$ 22,858,060.00	\$ 4,092.00	\$ 498,617,659.00	\$ 4,092.00
439	Provide Master Mech & MaintcFormn 9/14/10 to 10/31/10	\$ 22,862,152.00	\$ 69,572.00	\$ 498,687,231.00	\$ 69,572.00
440	Provide Master Mech & MaintcFormn 8/24/10 to 9/2/10	\$ 22,931,724.00	\$ 24,108.00	\$ 498,711,339.00	\$ 24,108.00
441	Provide Master Mech & MaintcFormn 12/28/10 to 4/26/11	\$ 22,955,832.00	\$ 91,339.00	\$ 498,802,678.00	\$ 91,339.00
442	Provide Master Mech & MaintcFormn 5/18/11 to 8/7/11	\$ 23,047,171.00	\$ 52,885.00	\$ 498,855,563.00	\$ 52,885.00
443	Provide Master Mech & MaintcFormn 11/4/10 to 12/23/10	\$ 23,100,056.00	\$ 42,165.00	\$ 498,897,728.00	\$ 42,165.00
444	IGMP Trsfr Roof Signage Add Alt. #6	\$ 23,142,221.00	\$ -	\$ 498,897,728.00	\$ -
445	Provide Master Mech & MaintcFormn 5/4/11 to 5/14/11	\$ 23,142,221.00	\$ 3,182.00	\$ 498,900,910.00	\$ 3,182.00
446	IGMP Trsfr Commodore Slab Reinforcing & Curb Revisions	\$ 23,145,403.00	\$ -	\$ 498,900,910.00	\$ -
447	IGMP Trsfr Commodore Bulletin #4 Superstructure Concrete	\$ 23,145,403.00	\$ -	\$ 498,900,910.00	\$ -
448	Add Internal Illumination of Barclays Logo	\$ 23,145,403.00	\$ 16,951.00	\$ 498,917,861.00	\$ 16,951.00
449	IGMP Trsfr Laquila Removal of Shoring Tower Base	\$ 23,162,354.00	\$ -	\$ 498,917,861.00	\$ -
450	IGMP Trsfr from EJ to Mastercraft Wall Penetrations	\$ 23,162,354.00	\$ -	\$ 498,917,861.00	\$ -
451	IGMP Trsfr American Stair Add Landing at #2C	\$ 23,162,354.00	\$ -	\$ 498,917,861.00	\$ -
452	Add for Design Services for General Seating	\$ 23,182,354.00	\$ 2,686.00	\$ 498,920,547.00	\$ 2,686.00
453	Add Column Encasement due to Exterior Façade Canopy	\$ 23,185,040.00	\$ 55,285.00	\$ 498,975,832.00	\$ 55,285.00
454	Add Design Services Suite Ceiling Modifications Per ASR #52	\$ 23,220,326.00	\$ 19,065.00	\$ 498,994,897.00	\$ 19,065.00
455	Relocation of Unit Heater at Dean Street Lobby	\$ 23,239,390.00	\$ 13,314.00	\$ 499,008,211.00	\$ 13,314.00
456	Design Services Suite Lighting & MEP Mod ASR #78	\$ 23,252,704.00	\$ 21,715.00	\$ 499,029,926.00	\$ 21,715.00
457	IGMP Trsfr MFM Levelling Pad at Atlantic Ave	\$ 23,274,419.00	\$ -	\$ 499,029,926.00	\$ -
458	IGMP Trsfr Ice Melt Pit Hatch Cover	\$ 23,274,419.00	\$ -	\$ 499,029,926.00	\$ -
459	IGMP Trsfr Design Services for ASR #57	\$ 23,274,419.00	\$ -	\$ 499,029,926.00	\$ -
460	Removal of 40ft of 18' High Fence Along Dean for POE 5	\$ 23,274,419.00	\$ 7,193.00	\$ 499,037,119.00	\$ 7,193.00
461	IGMP Trsfr Dean St Lobby Smoke Evac per Bulletin #29 & 30	\$ 23,281,612.00	\$ -	\$ 499,037,119.00	\$ -
462	Added Gas Venting of Pressure Regulators per NYS Code	\$ 23,281,612.00	\$ 29,473.00	\$ 499,066,592.00	\$ 29,473.00
463	Added Security Cameras at Event & Main Concourse	\$ 23,311,085.00	\$ 28,126.00	\$ 499,094,718.00	\$ 28,126.00
464	Add SMPTE Cabling and Mounted Racks	\$ 23,339,211.00	\$ 154,843.00	\$ 499,249,561.00	\$ 154,843.00
465	IGMP Trsfr Commodore Bulletin #23	\$ 23,494,054.00	\$ -	\$ 499,249,561.00	\$ -
466	Added Plumbing per Bulletin #7	\$ 23,494,054.00	\$ 323,046.00	\$ 499,572,607.00	\$ 323,046.00
467	Added Concrete for 'Plinth' at Pouch to Close Off Latt Wrk	\$ 23,817,100.00	\$ 6,542.00	\$ 499,579,149.00	\$ 6,542.00
468	Added Design Services for MEP for Retail Spaces	\$ 23,823,642.00	\$ 52,761.00	\$ 499,631,910.00	\$ 52,761.00
469	Added Plumbing Costs Per Bulletin #13	\$ 23,876,403.00	\$ 3,518.00	\$ 499,635,428.00	\$ 3,518.00
470	Add Security Access Control to Door Hardware	\$ 23,879,921.00	\$ 18,817.00	\$ 499,654,245.00	\$ 18,817.00
471	IGMP Trsfr Relocation of Dean St Security Check In Door	\$ 23,898,738.00	\$ -	\$ 499,654,245.00	\$ -
472	IGMP Trsfr EJ Settlement Un-Designed Spaces	\$ 23,898,738.00	\$ -	\$ 499,654,245.00	\$ -
473	IGMP Trsfr Removal & Modification of Flatbush Ave Fence	\$ 23,898,738.00	\$ -	\$ 499,654,245.00	\$ -
474	IGMP Trsfr Removal & Modification Flat. Ave Fence POE Gas	\$ 23,898,738.00	\$ -	\$ 499,654,245.00	\$ -
475	IGMP Trsfr EJ T-Chart Settlement	\$ 23,898,738.00	\$ -	\$ 499,654,245.00	\$ -
476	Provide Master Mech & MaintcFormn 9/7/11 to 11/15/11	\$ 23,898,738.00	\$ 33,125.00	\$ 499,687,370.00	\$ 33,125.00
477	Add Faux Finish Column Cap Enclosure	\$ 23,931,863.00	\$ 41,829.00	\$ 499,729,199.00	\$ 41,829.00
478	Column Mockup Signage and Wayfinding	\$ 23,973,892.00	\$ 23,509.00	\$ 499,752,708.00	\$ 23,509.00
479	EJ Settlement within GMP PCO 2300	\$ 23,997,201.00	\$ -	\$ 499,752,708.00	\$ -

**OWNER CHANGE ORDER SUMMARY**

		Total Previous					
		Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA		
480	IGMP Trsfr Bunker Suite & VE & Interior Allowance Trsfr	\$ 23,997,201.00	\$ -	\$ 499,752,708.00	\$ -		
481	Credit for EJ Settlement Increase GMP Items	\$ 23,997,201.00	\$ (10,889.00)	\$ 499,741,819.00	\$ (10,889.00)		
482	Atlantic Ave Retail Interior Glazing	\$ 23,986,312.00	\$ 10,351.00	\$ 499,752,170.00	\$ 10,351.00		
483	Signage Light Box Mock Up	\$ 23,996,663.00	\$ 3,548.00	\$ 499,755,718.00	\$ 3,548.00		
484	Added 4" Backsplash at Coat closets & Ref. Cabinets	\$ 24,000,211.00	\$ 34,851.00	\$ 499,790,569.00	\$ 34,851.00		
485	Additional Design Services for Revised Oculus Geometry	\$ 24,035,062.00	\$ 12,996.00	\$ 499,803,565.00	\$ 12,996.00		
486	Sponsorship Modifications to Mockup per Night Viewing	\$ 24,048,058.00	\$ 4,530.00	\$ 499,808,095.00	\$ 4,530.00		
487	ASR #51 Additional Design Services for Stange Ext Doors	\$ 24,052,588.00	\$ -	\$ 499,808,095.00	\$ -		
488	Add Shoring Boxes for Roof Shoring Tower Footings	\$ 24,052,588.00	\$ -	\$ 499,808,095.00	\$ -		
489	DOB Vilation #34799648Y Sidewalk Clearance at Flatbush	\$ 24,052,588.00	\$ -	\$ 499,808,095.00	\$ -		
490	Design Service for Tie-In of Existing LIRR Retaining Wall	\$ 24,052,588.00	\$ -	\$ 499,808,095.00	\$ -		
491	Modifications to Suite Restaurant Bar	\$ 24,052,588.00	\$ -	\$ 499,808,095.00	\$ -		
492	Added ASM Scope of Work per CD Docs dated 10.15.10	\$ 24,052,588.00	\$ -	\$ 499,808,095.00	\$ -		
493	Add Roof Drain Revisions per Bulletin 37	\$ 24,052,588.00	\$ 230,297.00	\$ 500,038,392.00	\$ 230,297.00		
494	IGMP Budget Transfer for Added Water Curtian at Concessions	\$ 24,282,885.00	\$ -	\$ 500,038,392.00	\$ -		
495	Added Transaction Drawers & Modify Ticket Window	\$ 24,282,885.00	\$ 18,700.00	\$ 500,057,092.00	\$ 18,700.00		
496	Add Standard Factory Black Color Fintube Enclosure	\$ 24,301,585.00	\$ 11,887.00	\$ 500,068,979.00	\$ 11,887.00		
497	Replenish Contingency Terrazzo Alternates	\$ 24,313,472.00	\$ 400,623.00	\$ 500,469,602.00	\$ 400,623.00		
498	Upgrades to Finishes at Stairs 1A -1B per ASR #27	\$ 24,714,095.00	\$ 18,347.00	\$ 500,487,949.00	\$ 18,347.00		
499	Design Services Modify Footprint for Satellite Truck per ASR #49	\$ 24,732,442.00	\$ -	\$ 500,487,949.00	\$ -		
500	Beers of Brooklyn Space OME	\$ 24,732,442.00	\$ -	\$ 500,487,949.00	\$ -		
501	Epoxy Terrazzo Flooring & Base Main Concourse Vomitories	\$ 24,732,442.00	\$ 131,950.00	\$ 500,619,899.00	\$ 131,950.00		
502	ASR #44 Integration of Art & History Exhibits	\$ 24,884,392.00	\$ 18,528.00	\$ 500,638,427.00	\$ 18,528.00		
503	ASR #66 Occupant Load Reassessment	\$ 24,882,920.00	\$ 7,176.00	\$ 500,645,603.00	\$ 7,176.00		
504	ASR #43 Customized Sponsorship Signage & Branding	\$ 24,890,096.00	\$ 75,528.00	\$ 500,721,131.00	\$ 75,528.00		
505	Painting Revisions to Home Campus & Locker Room	\$ 24,965,824.00	\$ 4,361.00	\$ 500,725,492.00	\$ 4,361.00		
506	ASR #62 Reporting Canopy Deflection	\$ 24,969,985.00	\$ 19,192.00	\$ 500,744,684.00	\$ 19,192.00		
507	Deduct Riser Platforms and Replace with Fixed Seating	\$ 24,989,177.00	\$ (14,278.00)	\$ 500,730,406.00	\$ (14,278.00)		
508	Delete Specialty Flooring & Replace with Port Morris	\$ 24,974,899.00	\$ 630,738.00	\$ 501,361,144.00	\$ 630,738.00		
509	ASR #46 Provide 19" TV's in Each Home Locker	\$ 25,605,637.00	\$ 3,117.00	\$ 501,364,261.00	\$ 3,117.00		
510	Add Touch Screen Controller for Truck Turntable	\$ 25,608,754.00	\$ 2,679.00	\$ 501,366,940.00	\$ 2,679.00		
511	Trsfr from Contingency to Simplex for MDF Ceiling Revisions	\$ 25,611,433.00	\$ -	\$ 501,366,940.00	\$ -		
512	IGMP Budget Trsfr for Reprographic Services	\$ 25,611,433.00	\$ -	\$ 501,366,940.00	\$ -		
513	IGMP Budget Trsfr Video Replay and Production to Trades	\$ 25,611,433.00	\$ -	\$ 501,366,940.00	\$ -		
514	Add Video Replay/Production System	\$ 25,611,433.00	\$ 800,766.00	\$ 502,167,706.00	\$ 800,766.00		
515	Trsfr from Banker to Ellerbe ASR #60 Main Columns	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
516	Trsfr EJ Settlement Costs	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
517	Trsfr to Laquila Expedite Area C SOG	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
518	Trsfr Added Shaft Wall & Rated Ceilings in Area B & C	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
519	Trsfr Laquila to Replace Clogged P-Trap	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
520	Trsfr to EJ Modifications to GM & GM1 Fixtures	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
521	Trsfr to Laquila for Chopping Slab at Commissary Kitchen	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
522	Trsfr to Laquila to Remove Fill Material at West Loading Area	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
523	Trsfr to L&L for Temporary Enclosures @ South & East Elev.	\$ 26,412,199.00	\$ -	\$ 502,167,706.00	\$ -		
524	Add ASR #94 Calvin Klein Lounge	\$ 26,412,199.00	\$ 10,227.00	\$ 502,177,933.00	\$ 10,227.00		
525	Trsfr to Laquila to Modify Piers at Lower Bowl	\$ 26,422,426.00	\$ -	\$ 502,177,933.00	\$ -		
526	Trsfr to United Hoisting to Reinstall Overhead Protection	\$ 26,422,426.00	\$ -	\$ 502,177,933.00	\$ -		
527	Trsfr to Laquila to Backfill Behind 752 Pacific St	\$ 26,422,426.00	\$ -	\$ 502,177,933.00	\$ -		

# OWNER CHANGE ORDER SUMMARY

		Total Previous Change Orders	Change Order Value	Cumulative Total	As Budgeted on OPA
528	Trsfir to Laquila to Provide Support Scaffold for West Tank	\$ 26,422,426.00	\$ -	\$ 502,177,933.00	\$ -
529	Trsfir to Laquila for Labor, Operator & Loader for Bowl Clean Up	\$ 26,422,426.00	\$ -	\$ 502,177,933.00	\$ -
530	Trsfir Laquila to Infill Column for Embed Connections	\$ 26,422,426.00	\$ -	\$ 502,177,933.00	\$ -
531	Add Main Lobby & Jones Soda Revisions PR#18	\$ 26,422,426.00	\$ 397,931.00	\$ 502,575,864.00	\$ 397,931.00
632	Trsfir Atlas Fence for Site Security Repairs at Vanderbilt & Pacific	\$ 26,820,357.00	\$ -	\$ 502,575,864.00	\$ -
633	Toilet Relocation for Mero PCO Store	\$ 26,820,357.00	\$ 11,976.00	\$ 502,587,840.00	\$ 11,976.00

\$ 26,832,333.00

FCRC Contract Value \$ 502,587,840.00

CCE \$ 8,839,018.00

Should match contract value on Comb OPA \$ 511,426,858.00

# Change Order


**Ownership:** Atlantic Rail Yards, LLC  
**Change Order No:** 2000-00001878-0036  
**To:** John Civetta and Sons, Inc.  
1123 Bronx River Avenue  
Bronx, NY 10472  
**Title:** JCS - Structural Slab and Contour Slab for the Transit Canopy

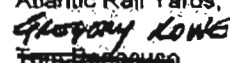
**Description:** This change order includes the following Civetta EWO's -  
EWO # 60 - structural contour slab per SHoP and Stantec transit and site work drawings - \$58,691  
EWO # 83 - concrete contour slab per SHoP design drawings - \$ 56,010.  
This change order has been negotiated and settled for \$100,000

When paid by the Owner the compensation specified in this Change Order shall constitute full payment for additional work covered thereby and for any delay, disruption, cost, or expense occasioned by reason of such change and shall release Owner from any further liability. All other terms and conditions of the contract are unchanged. This document constitutes Owner's direction to Vendor to proceed.

The Original Contract Amount	\$50,581,000.00
Approved Change Orders	\$9,182,672.00
Pending Change Orders	\$ 591,251.00
This Change Order	\$100,000.00
<b>Total</b>	<b>\$60,454,923.00</b>

**Signature:**

**Accepted:** John Civetta and Sons, Inc.  
**By:** John Civetta and Sons, Inc. Contact  5/18/12  
Print Sign Date

**Accepted:** Atlantic Rail Yards, LLC  
**By:**  5/18/12  
Print Sign Date

**Accepted:**  
**By:**  
Print Sign Date

**Change Order**
**Ownership:** Atlantic Rail Yards, LLC

**Change Order No:** 2000-00001878-0034

**To:** John Civetta and Sons, Inc

1123 Bronx River Avenue

Bronx, NY 10472

**Title:** JCS - Protection and Heat for Canopy and Fireproofing

**Description:** Install protection, set up heaters, spray fireproofing and provide heat to cure fireproofing as per JCS EWO# 64 for the negotiated amount of \$68,000

When paid by the Owner the compensation specified in this Change Order shall constitute full payment for additional work covered thereby and for any delay, disruption, cost, or expense occasioned by reason of such change and shall release Owner from any further liability. All other terms and conditions of the contract are unchanged. This document constitutes Owner's direction to Vendor to proceed.

<b>The Original Contract Amount</b>	\$50,581,000.00
<b>Approved Change Orders</b>	\$9,182,672.00
<b>Pending Change Orders</b>	\$ 464,251.00
<b>This Change Order</b>	\$68,000.00
<b>Total</b>	\$60,295,923.00

**Signature:**
**Accepted:** John Civetta and Sons, Inc.

**By:** John Civetta and Sons, Inc. Contact

Print

Sign

Date

**Accepted:** Atlantic Rail Yards, LLC

**By:**

Print

Sign

Date

**Accepted:**
**By:**

Print

Sign

Date

**EXHIBIT A**

Hunt Construction Inventory of Stored Material

Contractor Name

**SUMMARY OF MATERIALS IN STORAGE- REQUISITION NO. 1287-029 May 2012**

**PROJECT NAME**

Barclays Center Arena  
Brooklyn, NY

**GENERAL CONTRACTOR**

Hunt Construction Group, Inc.

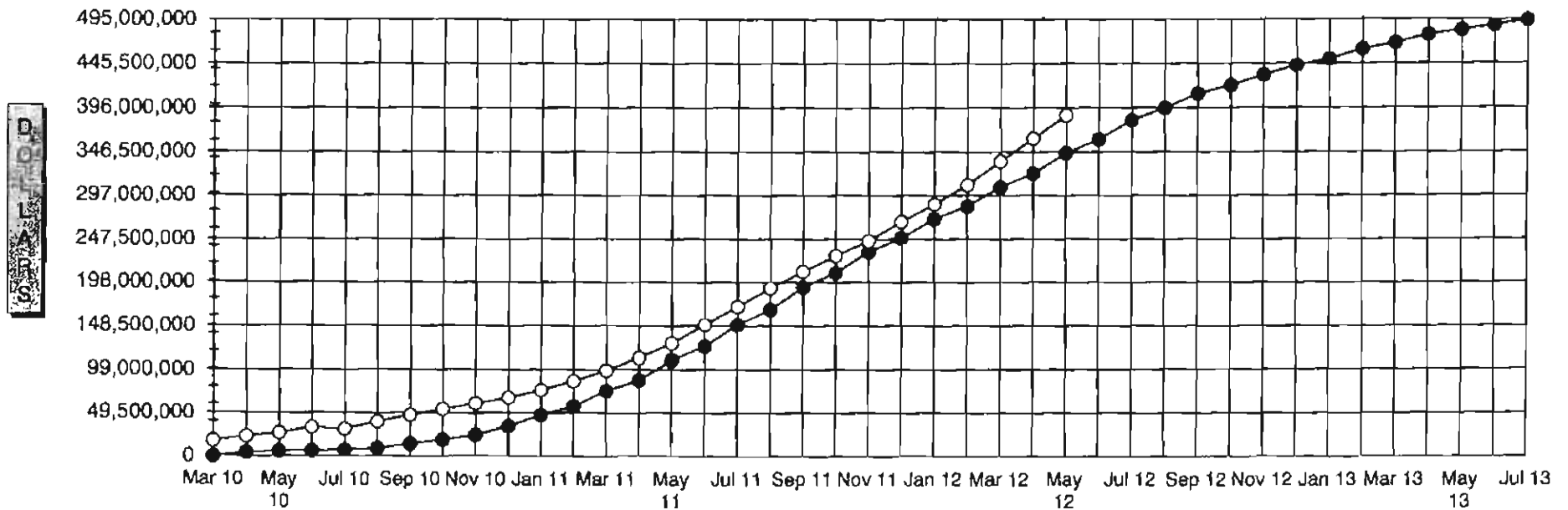
**MATERIALS LOCATED AT :**

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			\$ 75,000.00	\$ -	\$ -	\$ 75,000.00	\$ -
Berlin Steel			\$ 10,648.00	\$ -	\$ -	\$ 10,648.00	\$ -
Staging Concepts			\$ 185,585.80	\$ 35,083.00	\$ -	\$ 150,502.80	\$ -
JR Jones			\$ 640,672.90	\$ 125,530.00	\$ 588,420.00	\$ 1,103,562.90	\$ 588,420.00
Miller Blaker			\$ 942,739.00		\$ 393,171.00	\$ 1,335,910.00	\$ 393,171.00
ASI Limited			\$ 2,499,660.89	\$ 514,718.92	\$ 217,240.10	\$ 2,202,182.07	\$ 217,240.10
Globe Gates			\$ 76,000.00	\$ 76,000.00	\$ 15,000.00	\$ 15,000.00	\$ 15,000.00
American Industries			\$ 315,000.00		\$ 457,569.00	\$ 772,569.00	\$ 457,569.00
Component Assembly			\$ 150,937.50			\$ 150,937.50	
Jantile Inc			\$ 43,068.88			\$ 43,068.88	
Costal Tile & Marble			\$ 343,540.00	\$ 242,590.00		\$ 100,950.00	
Port Morris Tile			\$ 787,804.00	\$ 204,713.00		\$ 583,091.00	
Consolidated Carpet			\$ 200,000.00			\$ 200,000.00	
TJ Signs			\$ 549,836.01	\$ 18,000.00	\$ 102,500.00	\$ 634,336.01	\$ 102,500.00
Nickerson Corporation			\$ 45,318.00			\$ 45,318.00	
H Mak, Inc			\$ 3,257,832.97	\$ 248,139.22	\$ 332,026.68	\$ 3,341,720.43	\$ 332,026.68
American Seat			\$ 1,263,977.62	\$ -	\$ 524,113.28	\$ 1,788,090.90	\$ 524,113.28
Daktronics			\$ 3,744,730.00	\$ 254,600.00	\$ 191,500.00	\$ 3,681,630.00	\$ 191,500.00
Otis Elevator			\$ 389,850.00	\$ -	\$ -	\$ 389,850.00	\$ -
ASM Mechanical			\$ 158,532.00	\$ -	\$ -	\$ 158,532.00	\$ -
EJ/ERMCO JV			\$ 3,382,894.93	\$ 50,680.00	\$ -	\$ 3,332,214.93	\$ -
Totals			\$ 19,063,628.50	\$ 1,770,054.14	\$ 2,821,540.06	\$ 20,115,114.42	\$ 2,821,540.06



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



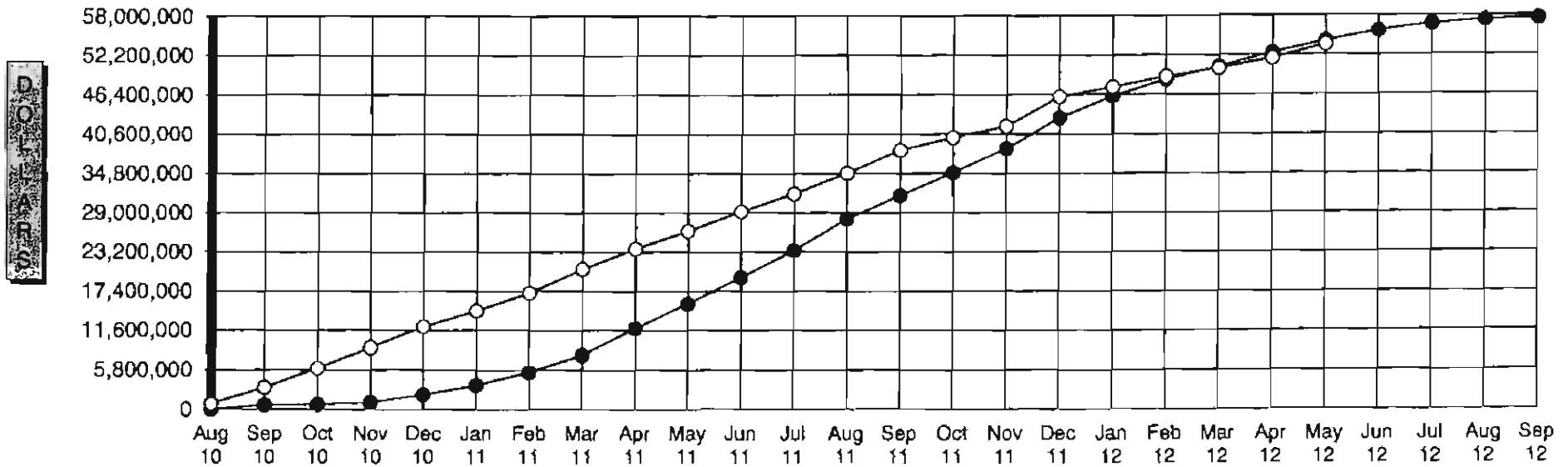
PROJECT NO. 23-041A  
 START DATE 3/1/2010  
 COMPLETION 6/30/2013  
 HARD COST 493,560,654  
 1ST S.O. DATE 5/15/2010  
 PROJECT DAYS 1217  
 PROJECT MOS. 41  
 PROJECT MGR. James G. Cockinos

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

● PROJECTED    ○ ACTUAL

	Start month	MONTHS: FROM 1ST SITE OBSERVATION																							
ESTIMATED	3-10	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		
\$,000'S PER MONTH		0	3889	1826	395	592	2221	5281	4442	5479	10217	12536	10167	17571	12467	22408	16646	24431	17324	42890	42160	23938	15648		
\$,000'S CUMULATIVE		0	3889	5725	6120	6712	8933	14215	18657	24135	34352	46889	57056	74626	87113	109521	125187	149598	166922	192489	209072	233010	248858		
% COMPLETE PER MONTH		0.00	0.76	0.97	0.08	0.12	0.45	1.07	0.90	1.11	2.07	2.54	2.06	3.56	2.53	4.54	3.17	4.96	3.51	8.89	8.54	4.86	3.17		
% COMPLETE CUM.		0.00	0.79	1.16	1.24	1.35	1.81	2.88	3.78	4.89	6.96	9.50	11.56	15.12	17.05	22.19	25.36	30.31	33.82	39.00	42.36	47.21	50.38		
ACTUAL																									
\$,000'S PER MONTH		17587	5128	3767	6537	-2145	8552	7534	6892	6893	6318	8937	10268	11964	14402	16048	21551	20506	20978	30692	37134	16984	21552		
\$,000'S CUMULATIVE		17587	22714	26481	33017	30873	39425	46959	53851	60344	66662	75599	85868	97832	112234	128282	149833	170341	191318	210233	229451	245435	266987		
% COMPLETE PER MONTH		3.56	1.04	0.76	1.32	-0.43	1.73	1.53	1.36	1.36	1.28	1.81	2.08	2.42	2.92	3.25	4.97	4.18	4.25	8.08	7.52	3.44	4.37		
% COMPLETE CUM.		3.56	4.60	5.37	6.69	6.26	7.99	9.51	10.87	12.23	13.51	15.32	17.40	19.82	22.74	25.99	30.96	34.61	38.76	42.80	46.29	49.73	54.09		
% DIFFERENCE		3.56	3.81	4.21	5.45	4.90	8.18	6.83	7.09	7.34	6.55	5.82	5.84	4.70	5.08	3.80	5.00	4.20	4.94	3.60	9.93	2.52	3.71		
		1-12	2-12	3-12	4-12	5-12	6-12	7-12	8-12	9-12	10-12	11-12	12-12	1-13	2-13	3-13	4-13	5-13	6-13						
		21519	14511	22013	15251	23099	16587	21371	13573	15843	9236	11845	10760	7255	11056	6910	9328	4985	5232						
		270175	284605	306639	321950	345048	360645	382018	395589	411432	420882	432507	443267	450522	461578	468468	477818	482801	488033						
		4.36	2.84	4.46	3.09	4.68	3.16	4.33	2.75	3.21	1.87	2.40	2.19	1.47	2.24	1.40	1.88	1.01	1.06						
		54.74	57.68	62.14	65.23	68.91	73.07	77.40	80.15	83.26	85.23	87.63	89.81	91.28	93.52	94.82	96.81	97.82	98.88						
		19700	22188	26741	26858	26890	0	0	0	0	0	0	0	0	0	0	0	0	0						
		286987	308875	335515	361573	387403	0	0	0	0	0	0	0	0	0	0	0	0	0						
		3.98	4.50	5.42	5.26	5.23	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						
		68.08	62.68	68.00	73.28	78.48	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						
		3.35	4.90	5.86	8.03	8.56	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						

**\* NETS ARENA \***  
**TRANSIT CONNECTION**  
**BROOKLYN, NEW YORK**  
**PROGRESS: PROJECTED VS. ACTUAL**



PROJECT NO. 23-041A-TC  
 START DATE 9/2/2010  
 COMPLETION 9/15/2012  
 HARD COST 57,546,968  
 1ST S.O. DATE 8/31/2010  
 PROJECT DAYS 744  
 PROJECT MOS. 24  
 PROJECT MGR. James G. Coccinos

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

—●— PROJECTED    —○— ACTUAL

	start month 8-10	MONTHS: FROM 1ST SITE OBSERVATION																									
		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	4-12	5-12	6-12	7-12	8-12	9-12
ESTIMATED																											
\$,000'S PER MONTH	0	650	66	305	1134	1380	1869	2503	3930	3643	3019	3948	4973	3418	3401	3528	4529	3166	2463	1842	2100	1892	1490	1030	581	224	
\$,000'S CUMULATIVE	0	650	737	1042	2175	3558	5487	7970	11901	15543	19462	23410	28383	31501	34902	38430	42959	46124	49587	50428	52529	54221	55711	56741	57320	57547	
% COMPLETE PER MONTH	0.00	1.13	0.16	0.53	1.97	2.42	3.20	4.35	8.83	8.33	6.81	8.86	8.12	5.94	5.91	6.13	7.87	5.50	4.28	3.80	3.65	2.94	2.59	1.79	1.01	0.39	
% COMPLETE CUM.	0.00	1.13	1.29	1.81	3.78	6.20	9.50	13.85	23.68	32.01	38.82	46.68	54.74	60.85	66.78	74.65	80.15	84.43	87.63	91.28	94.22	96.81	98.60	99.81	100.00		
ACTUAL																											
\$,000'S PER MONTH	849	2374	2821	3002	3085	2350	2665	3538	2964	2634	2972	2608	3052	3378	1895	1827	4315	1429	1568	1178	1444	2049	0	0	0	0	
\$,000'S CUMULATIVE	849	3223	6044	9045	12128	14478	17144	20682	23666	26300	29172	31780	34832	38210	40105	41703	46048	47478	49034	50211	51855	53704	0	0	0	0	
% COMPLETE PER MONTH	1.47	4.13	4.90	5.22	5.38	4.08	4.63	6.15	5.19	4.58	4.99	4.53	5.30	5.87	3.29	2.83	7.50	2.48	2.71	2.04	2.51	3.56	0.00	0.00	0.00	0.00	
% COMPLETE CUM.	1.47	5.60	10.50	15.72	21.07	25.15	29.79	35.94	41.12	45.70	50.69	55.22	60.63	66.40	69.64	72.82	80.22	82.50	85.21	87.25	89.76	93.32	93.32	93.32	93.32	93.32	
% DIFFERENCE	1.47	4.47	0.22	13.81	17.29	18.06	20.29	22.08	20.44	19.89	16.87	14.54	11.73	11.66	9.04	5.74	5.37	2.35	0.78	-0.06	-1.52	-0.80	0.00	0.00	0.00	0.00	



**1. Arena with canopy on Atlantic Avenue**



**2. Arena east façade on 6<sup>th</sup> Avenue**



3. Slab prepped for concrete pour at east side of Main Concourse



4. Ice Arena piping





5. Courtyard bar under construction



6. Nets locker room



**7. Terrazzo floor at Main Concourse**



**8. Arena main entrance**

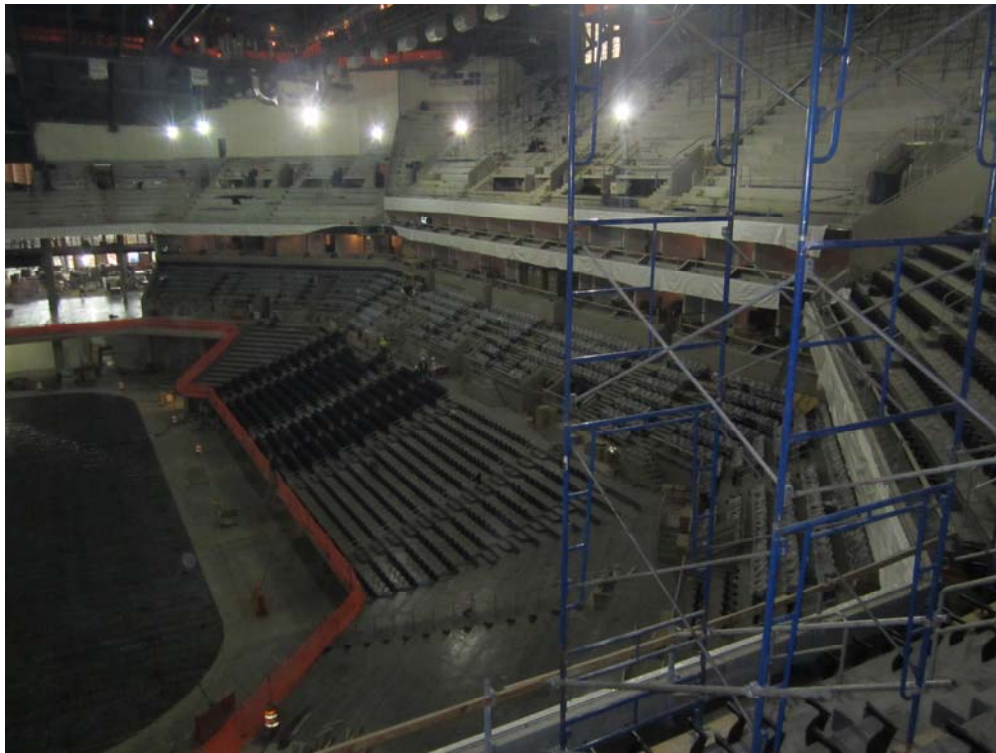


**9. Millwork at typical suite**

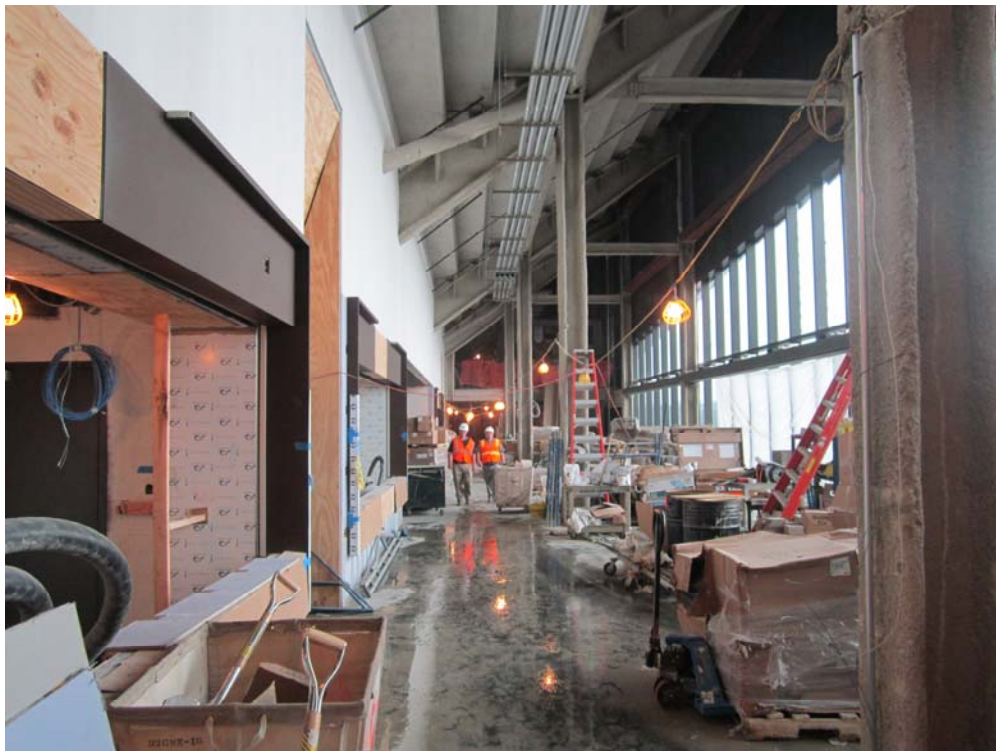


**10 Seating brackets anchored to precast stadia**





**11. North side of arena**



**12. Concessions at Upper Concourse**





**1. Main Fare Area**



**2. Stair leading BMT passageway**



**3. Ramp at IRT passageway**



**4. Sub passageway to IRT**





5. Stair to 4 and 5 train



6. Framing at canopy fascia



**7. Concrete curb at Flatbush Avenue**



**8. Bollards along Flatbush Avenue**