

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

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

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

MODIFIED SUPPLEMENT TO THE GENERAL PROJECT PLAN

January 23, 2017

I. INTRODUCTION

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

II. LOCATION SUMMARY

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

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

III. PROJECT DESCRIPTION

Generally

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

This Supplement’s changes to the Existing GPP include the following: (i) LIRR, and potentially its sister Metropolitan Transportation Authority (“**MTA**”) operating entity, Metro-North Commuter Railroad (“**Metro North**”), and Amtrak will be the principal railroads using the new Daniel Patrick Moynihan Train Hall (the “**Train Hall**”) and each of LIRR and Amtrak will have a substantial presence in the Train Hall; (ii) the Tenant will be a new special purpose entity owned by subsidiaries of Vornado Realty, L.P. and The Related Companies L.P., and the Tenant work described in this Supplement replaces the Tenant Work set out in the Existing GPP; (iii) in addition to the transportation related uses, the Farley building will contain office, retail, restaurant, hospitality, and other commercial uses and ancillary uses thereto, but will not include a primarily warehouse store or wholesale club use and will not have any retail use in which a single retail store has more than ninety-nine thousand contiguous square feet of floor area; (iv) the Farley building’s redevelopment will comply with the requirements of the New York State Uniform Fire Prevention and Building Code; and (v) this Supplement overrides ZR 93-13 (the special office use regulations of the Special Hudson Yards District). These changes enhance the Project benefits set forth in the Existing GPP and do not alter the fundamental benefits and utility to be derived from the Project.

Train Hall Improvements

The new iconic Train Hall will be approximately 250,000 square feet. The Train Hall will include the Farley building’s interior courtyard enclosed by a sky-lit glass roof-scape. The Train Hall will provide multiple points of passenger vertical access to the redeveloped West End Concourse (“**WEC**”) and Train Shed’s passenger platforms below. The public will access the Train Hall through the new entrances at the corners of 31st and 33rd Streets on Eighth Avenue, a new entrance from Ninth Avenue, and new mid-block entrances, on 31st and 33rd Streets. The new mid-block entrances will lead to a large sky-lit public circulation hall, located one level up from the Train Hall concourse (accessed from the Train Hall concourse by wide staircases and elevators) and connected to a taxi drop-off and pick-up area. In order for the Farley building

(including the Train Hall) to connect to the new development west of Ninth Avenue, the Project will also include within the Farley building an interior, high ceilinged, well lit, through-block corridor (the “**32nd Street Pedestrian Corridor**”) between that public circulation hall and the new Ninth Avenue entrance so that the public can enter the Farley building through that entrance and proceed to the Train Hall.

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

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

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

Annexed as Attachment A are Train Hall Improvements Illustrative Plans which shall be subject to modification as further developed.

Train Shed Improvements

Improvements to the Penn Station train shed (the “**Train Shed**”) below the Train Hall will support the construction and operation of the Train Hall. The structure supporting the Train Hall will be reinforced and modified as required for the construction of the Train Hall skylight and for the installation of passenger escalators connecting the Train Hall to the Train Shed boarding platforms. Eleven passenger escalators with enclosures will be constructed and installed between the Train Hall and six of the Train Shed’s passenger boarding platforms. These new vertical circulation elements will improve egress time from platforms to street exits. Four freight elevators will be installed in four former mail elevator shafts to support Amtrak checked baggage service on four Train Shed platforms. One new elevator shaft will be