

STATE OF CONNECTICUT
DEPARTMENT OF TRANSPORTATION



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Phone: (860) 594-3020

CERTIFICATE NO. 1839

STC NO.: 135-0803-02
APPROVED: May 6, 2008
REVISED EXPIRATION: May 5, 2011

ISSUED TO: The Strand/BRC Group, LLC/Harbor Point
One Dock Street, 6th Floor
Stamford, CT 06902

Ponus Yacht Club
50 Bateman Way
Stamford, CT 06902

FOR: Harbor Point
Washington Boulevard, Dyke Lane, and Pacific Street
City of Stamford

Pursuant to Section 14-311 of the General Statutes
of Connecticut, as revised, and the Regulations
of the State Traffic Commission.

The property owner(s) and such owner's/owners' heirs, successors in interest or assigns are hereby ordered to comply with the conditions and requirements as set forth in the attached report(s) and plan(s), which are incorporated herein. Failure to comply with all conditions and requirements will constitute sufficient basis for revocation of the Certificate.

OPERATION OF THE DEVELOPMENT OR ANY PORTION THEREOF SHALL NOT BE ALLOWED UNTIL SUCH TIME AS THE PROPERTY OWNER(S) AND SUCH OWNER'S/OWNERS' HEIRS, SUCCESSORS IN INTEREST OR ASSIGNS HAS/HAVE COMPLIED WITH THE ABOVE UNLESS PERMISSION HAS BEEN REQUESTED AND RECEIVED FROM THE STATE TRAFFIC COMMISSION TO OPERATE PRIOR TO COMPLETION OF THE CONDITIONS AND REQUIREMENTS.

THIS CERTIFICATE WILL EXPIRE TWO (2) YEARS FROM THE APPROVAL DATE OF THE ATTACHED REPORT UNLESS ALL CONDITIONS AND REQUIREMENTS ARE COMPLIED WITH WITHIN THAT PERIOD OR PERMISSION IS REQUESTED AND OBTAINED FROM THE STATE TRAFFIC COMMISSION TO EXTEND THE EXPIRATION DATE.

Upon due notice from this Commission, this Certificate may be reviewed and modified or revoked in the interest of public safety.

David A. Sawicki
Executive Director

Date: November 24, 2010

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| Report by: ELB Date: 4/08 | STATE OF CONNECTICUT DEPARTMENT OF TRANSPORTATION TRAFFIC INVESTIGATION REPORT TO THE STATE TRAFFIC COMMISSION | STC No: 135-0803-02 |
| Checked by: FLK Date: 4/08 | | Loc No. |
| Recommended by: <i>[Signature]</i> | | Approved by STC |
| See Previous Traffic Investigation Report No: | | Date: MAY 06 2008 |
| Requested by: Mr. James W. Ford | Location: City of Stamford | <i>[Signature]</i> EXECUTIVE DIRECTOR |
| How Requested: Certificate Application | Harbor Point | |
| Date: March 11, 2008 | Washington Blvd., Dyke La., and Pacific St. | |

Recommendation:

In accordance with Section 14-311 of the Connecticut General Statutes, as revised, it is recommended that the State Traffic Commission (STC) issue a certificate to The Strand/BRC Group LLC, Antares Walter Wheeler Drive SPE, LLC and Ponus Yacht Club Inc. for Harbor Point, a 4,492,290 square-foot mixed use development consisting of 3,865,000 square feet of residential space (3144 units), 320,000 square feet of office space, 114,000 square feet of hotel space (140 rooms), 78,000 square feet of retail space, a 40,000 square foot school, a 68,490 square foot marina and a 6,800 square foot yacht club with a total of 8,300 parking spaces, located south of I-95 along Washington Boulevard, Dyke Lane and Pacific Street in the City of Stamford, stating that the operation thereof will not imperil the safety of the public based on the following conditions.

The conditions are referenced to the following plans prepared by Milone & MacBroom entitled:

- A. "Site Plan - Layout, Harbor Point, Harbor Point, Stamford, Connecticut," Sheet No. LA, dated March 24, 2008 and revised April 30, 2008.
- B. "Pavement Marking & Signing Plan, Harbor Point, Harbor Point, Stamford, Connecticut," Sheet No. PM-1, dated March 24, 2008 and revised April 30, 2008.
- C. "Pavement Marking & Signing Plan, Harbor Point, Harbor Point, Stamford, Connecticut," Sheet No. PM-2, dated March 24, 2008 and revised April 30, 2008.
- D. "Pavement Marking & Signing Plan, Harbor Point, Harbor Point, Stamford, Connecticut," Sheet No. PM-3, dated March 24, 2008 and revised April 29, 2008.
- E. "Pavement Marking & Signing Plan, Harbor Point, Harbor Point, Stamford, Connecticut," Sheet No. PM-4, dated March 24, 2008 and revised April 30, 2008.
- F. "Pavement Marking & Signing Plan, Washington Blvd./Pulaski St./Henry St., Harbor Point, Stamford, Connecticut," Sheet No. PM-5, dated March 24, 2008 and revised April 30, 2008.

The conditions are also referenced to the following plans prepared by Tighe & Bond entitled:

- G. "Traffic Operations Plan, Site Plan Submission Master Plan, Metro Green, Stamford, Connecticut," Plan C-3.0, dated February 27, 2007 and revised December 26, 2007.
 - H. "Traffic Operations Plan, Site Plan Submission Master Plan, Metro Green, Stamford, Connecticut," Plan C-3.1, dated February 27, 2007 and revised December 26, 2007.
 - I. "Traffic Operations Plan, (The Royal Bank of Scotland), Project Castlerock, GBM Building at Stamford, Connecticut," Sheet No. CE-06, dated April 7, 2006 and revised July 7, 2006.
1. That the improvements associated with the Stamford Urban Transitway Project (Phase 1) be completed prior to the opening of the development.
 2. That Condition Nos. 2, 3, 5, 6, 14, 15, 16, 18, 28, 29 and 30 of STC Certificate No. 1457-A (Traffic Investigation Report No. 135-0604-01) for Project Castle Rock (a.k.a. Royal Bank of Scotland) be completed prior to the opening of the development.
 3. That signs and pavement markings on SR 493, North State Street and South State Street be installed in substantial conformance with the referenced plan "I," and in accordance with the "Manual on Uniform Traffic Control Devices," latest edition, prior to the opening of the development.
 4. That Henry Street, Atlantic Street and Washington Boulevard be widened in substantial conformance with referenced plans "G" and "H."
 5. That a traffic signal be installed on Washington Boulevard at Henry Street. The traffic signal will be owned and maintained by the City of Stamford.
 6. That the traffic signal be revised on Atlantic Street at Henry Street.
 7. That signs and pavement markings on Henry Street, Atlantic Street and Washington Boulevard be installed in substantial conformance with the referenced plans, and in accordance with the "Manual on Uniform Traffic Control Devices," latest edition.
 8. That Washington Boulevard, Dyke Lane, Pacific Street, Atlantic Street and Pulaski Street be widened in substantial conformance with the referenced plans.

9. That a traffic signal be installed on Washington Boulevard at Pacific Street. The traffic signal will be owned and maintained by the City of Stamford.
10. That the traffic signals be revised on Washington Boulevard at Atlantic Street and at Pulaski Street to accommodate the proposed widening at these locations.
11. That the new public roads, called Tax Increment Financing (T.I.F.) Roads, be located and/or constructed in substantial conformance with the referenced plans.
12. That intersection sight distances be provided and maintained from Dyke Lane, Washington Boulevard, Pacific Street, Atlantic Street, Walter Wheeler Drive, Belden Street, Remington Street, East Walnut Street, Pulaski Street and the T.I.F. roads as shown on the referenced plans.
13. That signs and pavement markings on Dyke Lane, Washington Boulevard, Pacific Street, Atlantic Street, Walter Wheeler Drive, Belden Street, Remington Street, East Walnut Street and Pulaski Street be installed in substantial conformance with the referenced plans, and in accordance with the "Manual on Uniform Traffic Control Devices," latest edition.
14. That signs and pavement markings on the T.I.F. roads be installed and maintained in substantial conformance with the referenced plans, and in accordance with the "Manual on Uniform Traffic Control Devices," latest edition.
15. That all work on roadways that are owned and maintained by the City of Stamford be performed in conformance with the standards and specifications of the City.
16. That six (6) new transit buses that will accommodate approximately 25 to 30 passengers each be provided to CTTRANSIT.
17. That the applicant enter into a memorandum of understanding with CTTRANSIT for the operation of transit service and the maintenance of equipment used in such service from the Harbor Point development to the Stamford Transportation Center prior to the issuance of a certificate. At a minimum, the transit service shall operate between the Harbor Point development and the Stamford Transportation Center during peak periods.

18. That prior to the issuance of a Certificate, a bond be posted and maintained in the amount of \$20,200,000.00 to cover the costs of satisfying the conditions of this report, except the improvements associated with the Stamford Urban Transitway Project (Phase 1). Upon the posting of a bond with the City of Stamford for work on city streets, the dollar amount of this bond may be adjusted.
19. That prior to the issuance of a Certificate, a copy of this report be recorded on the municipal land records in accordance with the attached procedure. A copy of the Certificate shall be recorded on the land records upon issuance.
20. That the STC reserves the right to require additional improvements or changes, as deemed necessary, due to the development's traffic in the future. The cost of any additional improvements or changes shall be borne by the owner of the development.

Mr. James W. Ford, the applicant's authorized representative, concurred with the above recommendations on May 5, 2008.

Mr. Mani S. Poola, representative for the Local Traffic Authority for the City of Stamford, concurred with the above recommendations on May 5, 2008.

Report of Findings
City of Stamford
Harbor Point
Washington Boulevard, Dyke Lane and Pacific Street
Traffic Investigation Report No. 135-0803-02

Site Description:

The site is located south of I-95 on property formerly owned by Pitney Bowes and CL&P. The new development will consist of three distinct neighborhoods called "The Square at Harbor Point," "The Commons at Harbor Point," and "The Park at Harbor Point." The Square will consist of five buildings situated on the northwest and southwest corners of Washington Boulevard and Atlantic Street intersection. These buildings are designated to be used for retail space, office space, a hotel, and residential space. The Park, which will consist of six buildings, located south of the Square on the west side of Dyke Lane. It will be comprised of apartments and townhouses. The Commons, which will be located south of Atlantic Street on the east side of Washington Boulevard, will be comprised of residential buildings and a new school. Also included within the Harbor Point project limit, south of The Park, is an existing marina and a yacht club. While Brewer's Marina is located on the developer's property, Ponus Yacht Club is not, but it has an access drive which encroaches upon the developer's property.

The proposed development will provide 3,865,000 square feet of residential space (3144 units), 320,000 square feet of office space, 114,000 square feet of hotel space (140 rooms), 78,000 square feet of office space, a 40,000 square foot school, a 6,849 square foot marina and a 6,800 square foot yacht club with a total of 8,300 parking spaces. Roadway widening is proposed along Washington Boulevard, Dyke Lane, Pacific Street, Atlantic Street and Pulaski Street. New public roads, called Tax Increment Financing (T.I.F.) Roads, will be developed. The designation of T.I.F. is assigned to roads being developed within the Special Taxing District governing this property. Installation of a traffic signal is proposed at the intersection of Washington Boulevard and Pacific Street. Traffic signal revisions are proposed for Washington Boulevard at Atlantic Street and at Pulaski Street.

Area Projects:

The Stamford Urban Transitway (SUT) project (Phase 1) is anticipated to be completed in 2009. This project will provide a direct link between Station Place and Elm Street via Jefferson Street, and additional turning lanes at Atlantic Street and Canal Street. The project will also improve connections to the Stamford Transportation Center and the remainder of the southern Stamford area. The applicant's traffic study had assumed that the SUT project (Phase 1), and the widening and related traffic signal revisions along Washington Boulevard at South State Street and at North State Street by RBS Greenwich Capital Property Acquisition Corporation (Certificate No. 1457-A, Traffic Investigation Report No. 135-0604-01), would be completed prior to the opening of Harbor Point. It was also assumed that the widening and related traffic signal revisions along Henry Street at Washington Boulevard and at Atlantic Street by BBSF, LLC. (Certificate No. 424-A, Traffic Investigation Report No. 135-0608-04) would be completed prior

to the opening of Harbor Point.

Traffic Impact:

Interstate 95 (I-95) and some local streets (including North State Street, South State Street, Atlantic Street and Canal Street in Stamford) are operating at or near capacity during peak hours. The Department and the City of Stamford are aware of the existing traffic delays on these roadways and the possible impact that the site generated traffic may have on the roads during the peak hour periods. Interstate 95 and the surrounding roadway system experience recurring congestion during peak periods. Mr. Mani Poola, the city's traffic engineer, indicated that the impact by this development on the local street system is tolerable and the improvements required by the conditions of this report are acceptable mitigations. Roadway improvements that would be commensurate with the development's impact on I-95 and the above mentioned local roadways are not feasible due to structural and right-of-way constraints. It is anticipated that some motorists may travel before or after the peak periods, ride with others, or use mass transit to travel to and from work. The applicant proposes to implement a jitney system which will result in intermodal connections to the Stamford Transportation Center. This system is anticipated to be integrated with the CTTransit System in Stamford and operated by CTTransit. There will be no fare charged for the jitney service and it will operate on a fixed route which anyone can use. The applicant, working with CTTransit, will procure buses and provide capital to operate and maintain this service. This is expected to alleviate some of the traffic impacts on I-95 and some local streets.

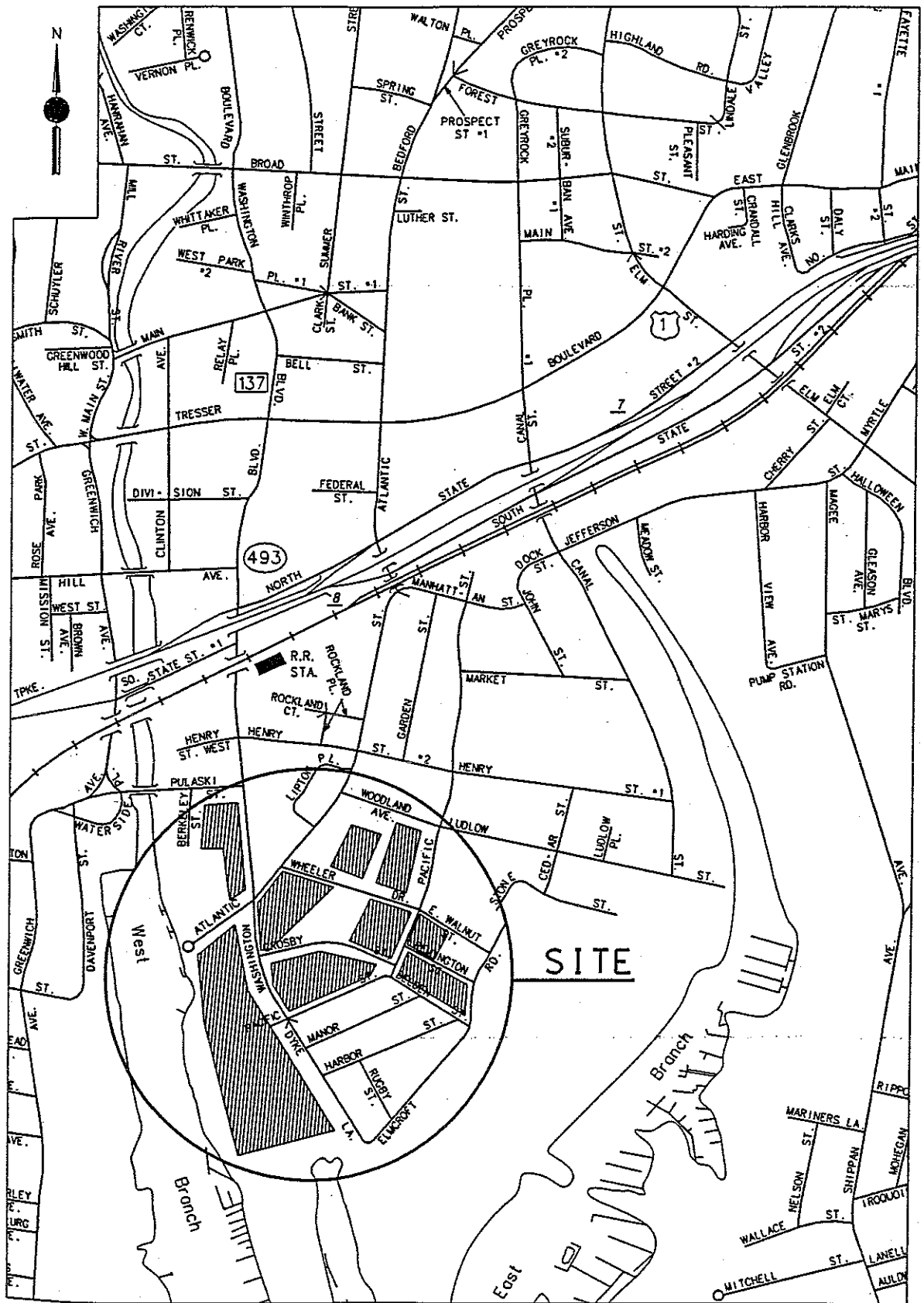
Site Generated Traffic:

The proposed development is expected to generate 1,511 trips (706 entering, 805 exiting) during the morning peak hour and 1,639 trips (763 entering, 876 exiting) during the afternoon peak hour. The volumes submitted for the proposed development have been reviewed and accepted by the Bureau of Policy and Planning.

Conclusion:

The Department is requiring that the applicant post and maintain a bond in the amount of \$20,200,000.00 to cover the cost of improvements. The bond will cover the costs of roadway improvements and traffic signal installations associated with Harbor Point (including six buses), RBS Greenwich Capital Property Acquisition Corporation and BBSF, LLC (Metro Green).

The proposed development is acceptable to the City of Stamford and the Department.



LOCUS PLAN
HARBOR POINT, STAMFORD, CT

Scale: 1"=1000'