

COUNTY OF NORTHAMPTON

RECORDER OF DEEDS
NORTHAMPTON COUNTY GOVERNMENT CENTER
669 WASHINGTON STREET
EASTON, PENNSYLVANIA 18042-7486
Area Code (610) 559-3077

Andrea F. Suter - Recorder
Dorothy J. Edelman - Lead Deputy
Barbara L. Manieri - Deputy



Book - 2013-1 Starting Page - 119194

*Total Pages - 29

Instrument Number - 2013015763
Recorded On 5/9/2013 At 1:05:38 PM

NCGIS Registry UPI Certification
On May 8, 2013 By HG

* Instrument Type - COVENANTS

Invoice Number - 741552

* Grantor - SANDS BETHWORKS RETAIL LLC

* Grantee - PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION

User - LMC

* Customer - SIMPLIFILE LC E-RECORDING

*** FEES**

STATE WRIT TAX \$0.50
RECORDING FEES \$61.00
COUNTY RECORDS \$2.00
IMPROVEMENT FEE
DEEDS RECORDS \$3.00
IMPROVEMENT FEE
UPI CERTIFICATION FEE \$180.00
TOTAL PAID \$246.50

***RECORDED BY:**

NORRIS MCLAUGHLIN & MARCUS, P.A.
1611 POND ROAD, SUITE 300
ALLENTOWN, PA 18104

I hereby CERTIFY that this document is recorded in the
Recorder's Office Of Northampton County, Pennsylvania



Andrea F. Suter

Andrea F. Suter
Recorder of Deeds

THIS IS A CERTIFICATION PAGE

Do Not Detach

THIS PAGE IS NOW THE FIRST PAGE
OF THIS LEGAL DOCUMENT

Book: 2013-1

Page: 119194

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* - Information denoted by an asterisk may change during the verification process and may not be reflected on this page.

PREPARED BY:

Norris McLaughlin & Marcus, P.A.
The Paragon Centre, Suite 300
1611 Pond Road, Allentown, Pennsylvania 18104 Lehigh County
Phone: 610-391-1800; Fax: 610-391-1805

RETURN TO:

Norris McLaughlin & Marcus, P.A.
The Paragon Centre, Suite 300
1611 Pond Road, Allentown, Pennsylvania 18104 Lehigh County
Phone: 610-391-1800; Fax: 610-391-1805
ATTN: John F. Lushis, Jr., Esquire

The County Parcel Identification Numbers of the Property subject to this Environmental Covenant are: P6-2-2 0204, P6-2-2-1, P6-2-2-4, P6-2-2-5, P6-2-2-6, P6-2-2-7, P6-2-2-8, P6-2-2-9, P6-2-2-10, P6-2-2-11, P6-2-2-13, P6-2-2-14, P6-2-2-15, P6-2-2-17, P6-2-2-20(part), P6-2-2-21, P6-2-2-23 and P6-2-2-24.

Bethlehem City

GRANTOR: Sands Bethworks Retail LLC
PROPERTY ADDRESS: 77 Sands Boulevard
Bethlehem, PA 18015

ENVIRONMENTAL COVENANT - SANDS BETHWORKS RETAIL LLC

This Environmental Covenant is executed pursuant to the Pennsylvania Uniform Environmental Covenants Act, Act No. 68 of 2007, 27 Pa. C.S. §§ 6501 – 6517 (“UECA”). This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. As indicated later in this document, this Environmental Covenant has been approved by the Pennsylvania Department of Environmental Protection (“PADEP”).

1. **Property Affected.** The property affected (the “Property”) by this Environmental Covenant is located in the City of Bethlehem, Northampton County, Pennsylvania.

The current postal street address of the Property is: **77 Sands Boulevard, Bethlehem, PA 18015.**

The County Parcel Identification Nos. of the Property are: P6-2-2 0204, P6-2-2-1, P6-2-2-4, P6-2-2-5, P6-2-2-6, P6-2-2-7, P6-2-2-8, P6-2-2-9, P6-2-2-10, P6-2-2-11, P6-2-2-13, P6-2-2-14, P6-2-2-15, P6-2-2-17, P6-2-2-20(part), P6-2-2-21, P6-2-2-23 and P6-2-2-24.

The latitude and longitude of the center of the Property affected by this Environmental Covenant is: latitude: 40.61356; longitude: -75.36771.

The Property has been known by the following names: **a portion of Bethlehem Works Property, Phase I and Phase II; a portion of the former Bethlehem Steel Corporation, Bethlehem Plant Site; and Sands Casino – Resort Bethlehem.**

A complete description of the Property is attached to this Environmental Covenant as Exhibit A. A map of the Property is attached to this Environmental Covenant as Exhibit B.

2. Property Owner /Grantor /Grantee.

(a) Sands Bethworks Retail LLC is the owner of the Property and the Grantor and Grantee of this Environmental Covenant. As the Grantee, Sands Bethworks Retail LLC is also the Holder under UECA. Sands Bethworks Retail LLC shall remain a Holder under this Environmental Covenant until it has conveyed title to all, but not less than all, of the Property to one or more third parties. Upon the conveyance of any portion of the Property, the grantee of that portion shall become a Holder under this Environmental Covenant with respect to the portion of the Property so conveyed.

(b) The mailing address of the owner is 77 Sands Boulevard, Bethlehem, PA 18015.

3. Description of Contamination & Remedy

The Property, which is part of the "Bethlehem Works Property" ("BWP") of the former Bethlehem Steel Corporation ("BSC"), was included within the soils and groundwater assessments conducted by BSC at the BWP between 1995 and 2003 with oversight by the United States Environmental Protection Agency and PADEP. Several samples at the BWP contained concentrations of heavy metals; however, none of the concentrations exceeded Pennsylvania's Statewide Health Standards for non-residential use. With respect to groundwater, which was investigated across the entire BWP, some volatile organic compounds (VOCs) were detected above their respective Maximum Contaminant Levels established by the Safe Drinking Water Act, 42 U.S.C. Section 300g-1, although a supplemental monitoring program completed in 2000 showed that those VOC levels did not adversely impact human health or the environment.

PADEP approved the Final Reports for groundwater and soils and provided BSC a release of liability for groundwater on April 5, 1999, and a release of liability for soils on February 13, 2003. PADEP's approval of the Final Reports was contingent upon owners of property within the BWP placing restrictive covenants on land and groundwater use. This contingency was met by (a) the execution and recordation by BSC of a document entitled "Bethlehem Works Declaration Of Covenants, Conditions, Restrictions, Release and Indemnification" dated October 12, 2001, and recorded in the Recorder of Deeds' Office in and for Northampton County (the "Recorder's Office") in Book 2001-1, at page 212961 and (b) the execution and recordation by Tecumseh Redevelopment Inc. (assignee of BSC with respect to the BWP) of a document entitled "Bethlehem Works Declaration Of Covenants, Conditions, Restrictions, Release and Indemnification" dated September 13, 2004, and recorded in the Recorder's Office in Book 2004-1, at page 364516 as Instrument No. 2004058090.

4. Activity and Use Limitations.

The Property is subject to the following activity and use limitations, which the then current owner of the Property and its tenants, agents, employees and other persons under its control, shall abide by:

(a) The Property shall not be used for any residential, recreational or agricultural purposes. Without limiting the generality of the foregoing, the Property shall not be used for any of the following purposes:

(i) Single family or multi-family dwellings or otherwise as a residence or dwelling quarters for any person or persons;

(ii) Unpaved parks or unpaved playgrounds having playground equipment including, without limitation, swing sets and sand boxes, erected or installed on such parks or playgrounds;

(iii) Campgrounds;

(iv) Daycare centers, nurseries, kindergartens, elementary and secondary schools, or similar facilities;

(v) Hospitals, nursing homes, shelters or similar facilities;

(vi) Cemeteries; and

(vii) The planting and raising of plants and crops for human consumption.

(b) Any digging, excavating, grading, pile driving or other earth-moving activities on the Property or any part thereof, including, without limitation, the excavation or removal of asphalt, concrete, soil or other ground cover and foundations and the digging of foundations for buildings and trenches for utility facilities, shall be conducted in compliance with all applicable federal, state and local rules, regulations and ordinances including, without limitation, those pertaining to the environment and those pertaining to human health and occupational safety.

(c) Without limiting the foregoing requirements, if any asphalt, concrete, soil or other ground cover is excavated or removed from any part of the Property, such asphalt, concrete, soil and other ground cover shall be stored, managed, transported and disposed of in compliance with all applicable federal, state and local laws, regulations and ordinances including, without limitation, those pertaining to the environment and those pertaining to human health and occupational safety.

(d) In order to maintain the Property in a condition consistent with the Pennsylvania Land Recycling and Environment Remediation Standards Acts, 35 P.S. §6026.101 et seq. ("Act 2"), if any asphalt, concrete, soil or other ground cover is excavated or removed from any part of the Property, remaining soils or other materials in

the area where such excavation or removal occurred shall either (i) be demonstrated to meet, by the sampling and analysis thereof or such other means as may then be generally accepted, Statewide Health Standards or a site-specific numeric value developed according to the procedures set forth in 25 Pa. Code Chapter 250 Subchapter I and approved by PADEP, or any successor agency thereto, and all applicable federal, state and local laws, regulations and ordinances pertaining to the environment, human health and occupational safety or (ii) be covered with material that provides protection to the extent necessary to eliminate pathways of exposure to the underlying soil, which cover material shall consist of (A) new asphalt, (B) new concrete, (C) not less than twelve (12) inches of (I) clean soil, (II) clean fill (as defined by applicable laws and regulations) or (III) materials approved by PADEP or any successor agency thereto, or (D) such other commercially available material of a thickness that is capable of physically supporting the intended use of the area where such excavation or removal occurred and that provides protection to the extent necessary to eliminate pathways of exposure to and from the underlying soil (the materials referred to in clauses (C) and (D) of the subparagraph (d) being herein defined as "Alternative Cover"). Such new asphalt, new concrete or Alternative Cover shall be placed on the Property in the area where the excavation or removal occurred within such period of time as shall be prescribed by the worker health and occupational safety plan developed with respect to such excavation or removal, if such plan is then required by applicable laws, regulations and ordinances, or within such period of time as shall otherwise be protective of workers' health. All asphalt, concrete, soil or other ground cover, including Alternative Cover, located on the Property on or after the date hereof shall be maintained by each owner of the Property where such Alternative Cover is located in good and proper repair.

(e) Groundwater from beneath the surface of the Property or any part thereof shall not be used for any purpose and no wells for the extraction thereof shall be installed, permitted or utilized on the Property or any part thereof, provided, however, that monitoring wells and treatment wells may be installed and operated on the Property solely for the purposes of monitoring, treating and remediating such groundwater.

5. **Notice of Limitations in Future Conveyances.** Each instrument hereafter conveying any interest in the Property shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the location where this Environmental Covenant is recorded.

6. **Compliance Reporting.** After written request by PADEP, the then current owner or owners of the Property shall submit to PADEP written documentation stating whether or not the use of the portion of the Property owned by such owner or owners is in compliance with the activity and use limitations in this Environmental Covenant. In addition, within thirty (30) days after any of the following events, the then current owner or owners of the Property shall submit to PADEP written documentation specifying: any noncompliance with the activity and use limitations in this Environmental Covenant; the transfer of the portion or portions of the Property owned by such owner or owners; or changes in use of the portion or portions of the Property owned by such owner or owners; the filing of applications for building permits for the portion or portions of the Property owned by such owner or owners and/or any proposals for any site work, if the

building or proposed site work will affect the contamination on the portion or portions of the Property owned by such owner or owners of the Property.

7. Access by PADEP. In addition to any rights already possessed by PADEP, this Environmental Covenant grants to PADEP a right of reasonable access of the Property in connection with implementation or enforcement of this Environmental Covenant.

8. Recording and Proof and Notification. Within thirty (30) days after the date of PADEP's approval of this Environmental Covenant, Sands Bethworks Retail LLC shall record this Environmental Covenant in the Recorder's Office and send a file-stamped copy of this Environmental Covenant to PADEP within sixty (60) days of recording. Within such sixty (60)-day time period, Sands Bethworks Retail LLC also shall send a file-stamped copy of this Environmental Covenant to the City of Bethlehem and the County of Northampton.

9. Termination or Modification.

(a) This Environmental Covenant may only be terminated or modified in accordance with 27 Pa. C.S. §6509 or §6510, or in accordance with this paragraph.

(b) This Environmental Covenant may be amended or terminated as to any portion of the Property that is acquired for use as state highway right-of-way by the Commonwealth of Pennsylvania provided that: (i) PADEP waives the requirements for an environmental covenant and for conversion pursuant to 27 Pa. C.S. §6517 to the same extent that this Environmental Covenant is amended or terminated; (ii) PADEP determines that such termination or modification of this Environmental Covenant will not adversely affect human health or the environment; and (iii) PADEP provides, or causes to be provided, thirty (30) days' advance written notice to the current property owner, each holder, and, as practicable, each person that originally signed this Environmental Covenant or successors-in-interest or assigns to such persons.

(c) This Environmental Covenant shall terminate upon attainment, in accordance with Act 2 (35 P.S. §§ 6026.101 et seq.), with an unrestricted use remediation standard for the above-described contamination at the Property. PADEP must approve, in writing, such termination.

(d) In accordance with 27 Pa. C.S. §6510(a)(3)(i), the Grantor/Grantee hereby waives the right to consent to any amendment or termination of this Environmental Covenant by consent if the Grantor/Grantee later conveys title to all of the Property, it being intended that any amendment to or termination of this Environmental Covenant by consent in accordance with this Paragraph 9(d) requires only the following signatures on the instrument amending or terminating this Environmental Covenant: (i) the then owner or owners of the Property and (ii) PADEP.

10. PADEP's Address. Communications with PADEP regarding this Environmental Covenant shall be sent to:

Pennsylvania Department of Environmental Protection
Regional Environmental Cleanup Manager
2 Public Square
Wilkes Barre, PA 18711-0790

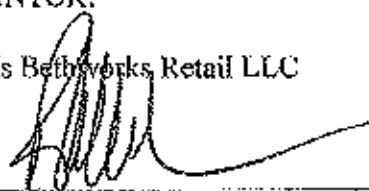
Pennsylvania Department of Environmental Protection
Director, Land Recycling Program
Rachael Carson State Office Building
400 Market Street
Harrisburg, PA 17015

11. Multiple Counterparts. This Environmental Covenant may be executed in multiple counterparts, each of which shall be regarded for all purposes as an original and such counterparts shall constitute but one and the same instrument.

12. Severability. The paragraphs of this Environmental Covenant shall be severable and should any part hereof be declared invalid or unenforceable, the remainder shall continue in full force and effect between the parties.

GRANTOR:

Sands Bethworks Retail LLC



By: _____
Name: Robert J. DeSalvio
Title: President

Date: March 21, 2013

APPROVED:

Commonwealth of Pennsylvania,
Department of Environmental Protection

Date: April ²⁵ 2013

By: _____
Name: Troy A. Conrad
Title: Program Manager

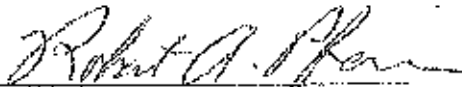
CONSENT BY CITY OF BETHLEHEM

The City of Bethlehem (the "City") hereby acknowledges that portions of the Property subject to this Environmental Covenant may include streets that have been dedicated to the City of Bethlehem for public use without a conveyance to the City of the legal title thereto. Accordingly, to the extent permitted by applicable law, the City hereby consents to the recording of this Environmental Covenant and agrees to be bound by the terms and conditions hereof with respect to those portions of the Property, if any, that have been dedicated to public use; provided, however, that the granting of such consent shall not be deemed to make the City a Grantor or Grantee with respect to this Environmental Covenant.

CITY OF BETHLEHEM

Date: March 21, 2013

By: 
Name: John B. Callahan
Title: Mayor

By: 
Name: Robert A. Pfading *2/21/13*
Title: ~~Deputy~~ Controller

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF NORTHAMPTON) SS:

On this 21 day of MARCH, 2013, before me, the undersigned officer, personally appeared Robert J. DeSalvio who acknowledged himself to be the President, of Sands Bethworks Retail LLC, a Pennsylvania limited liability company, and he as such President, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Susan L. Stachowski - Notary Public
City of Bethlehem, Northampton County
MY COMMISSION EXPIRES JUN. 07, 2015

Susan L. Stachowski
Notary Public

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF Dauphin) SS:

On this 26 day of April, 2013, before me, the undersigned officer, personally appeared Cory Conrad, who acknowledged himself/herself to be the Director Land Recycling of the Commonwealth of Pennsylvania, Department of Environmental Protection, Central office Land Recycling and that he/she, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Cory Lee Baker
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Cory Lee Baker, Notary Public
City of Harrisburg, Dauphin County
My commission expires October 06, 2013

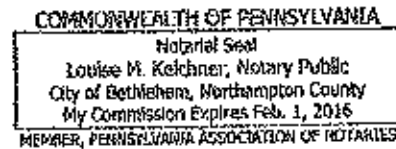
COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF NORTHAMPTON) SS:

On this 28 day of March, 2013, before me, the undersigned officer, personally appeared John B. Callahan who acknowledged himself to be the Mayor of City of Bethlehem, a Pennsylvania municipal corporation, and he as such Mayor, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Louise M. Kelchner
Notary Public

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF NORTHAMPTON) SS:



On this 24 day of March, 2013, before me, the undersigned officer, personally appeared Robert A. Pearnias who acknowledged himself to be the (Deputy) Controller of City of Bethlehem, a Pennsylvania municipal corporation, and he as such (Deputy) Controller, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Louise M. Kelchner



EXHIBIT A

Description of Property – Metes and Bounds

ALL THAT CERTAIN tract of land, situate in the City of Bethlehem, Northampton County, Pennsylvania, which is bounded and described, as follows:

BEGINNING at the southwesterly corner of the tract of land that was conveyed by Bethlehem Steel Corporation to Lehigh University by Deed dated 09/20/1996, and recorded in the Office for Recording of Deeds in and for said Northampton County in Deed Book Vol. 1998-1, at page 98960, being on the northerly line of the right of way of East Third Street, a street sixty (60) feet in width at this location; thence, along said northerly line South eighty-nine degrees fifty-eight minutes fifty-nine seconds West (S. 89 degrees 58' 59" W.) three hundred six and eighty-one one-hundredths (306.81) feet to the current easterly line of Polk Street; thence along said last mentioned easterly line the following two (2) courses and distances: (1) Northwesterly by a curve to the right the radius of which is twenty-five and no one-hundredths (25.00) feet and the chord of which bears North forty-five degrees five minutes forty eight seconds West (N. 45 degrees 05' 48" W.) thirty-five and thirty-one one-hundredth (35.31) feet, an arc distance of thirty-nine and twenty one-hundredths (39.20) feet, and (2) North zero degrees ten minutes thirty-six seconds West (N. 00 degrees 10' 36" W.) one hundred fifty-five and eighty one-hundredths (155.80) feet to the northerly line of the right of way of Columbia Street; thence, along said northerly line North eighty-nine degrees fifty-seven minutes ten seconds West (N. 89 degrees 57' 10" W.) nineteen and seventy-five one-hundredths (19.75) feet to the southeasterly corner of the tract of land, now or formerly, of Northampton County New Jobs Corp.; thence, along said last mentioned tract of land the following three (3) courses and distances: (1) North zero degrees seven minutes twenty-nine seconds West (N. 00 degrees 07' 29" W.) one hundred thirty-two and ninety-nine one-hundredths (132.99) feet, (2) South eighty-nine degrees fifty-five minutes thirty-nine seconds West (S. 89 degrees 55' 39" W.) five hundred forty-five and twelve one-hundredths (545.12) feet, and (3) South zero degrees two minutes forty-nine seconds West (S. 00 degrees 02' 49" W.) ten and twenty-four one-hundredths (10.24) feet to the northeasterly corner of the tract of land now or formerly of Mark A. Zelezen and Deborah J. Zelezen; thence, along said last mentioned tract of land North eighty-nine degrees fifty-seven minutes eleven seconds West (N. 89 degrees 57' 11" W.) one hundred eighty and no one-hundredths (180.00) feet to the easterly line of the right of way of Webster Street, a Street sixty (60) feet in width; thence, along said last mentioned line North zero degrees two minutes forty-nine seconds East (N. 00 degrees 02' 49" E.) five hundred three and no one-hundredths (503.00) feet to the southerly line of a tract of land now or formerly of Consolidated Rail Corporation; thence, along said last mentioned tract of land the following thirteen (13) courses and distances: (1) South eighty-nine degrees fifty-nine minutes fifty-six seconds East (S. 89 degrees 59' 56" E.) one hundred fifty-three and fourteen one-hundredths (153.14) feet, (2) North zero degrees zero minutes four seconds East (N. 00 degrees 00' 04" E.) eighty and sixty-eight one-hundredths (80.68) feet, (3) Northeasterly by a curve to the left the radius of which is two thousand one hundred fifty-five and eighty one-hundredths (2,155.80) feet and the chord of which bears North eighty degrees thirty-five minutes six seconds East (N. 80 degrees 35' 06" E.) two hundred fifty-three and forty-five one-hundredths (253.45) feet, an arc distance of two hundred fifty-three and fifty-nine one-hundredths (253.59) feet; (4) North zero degrees thirteen minutes five seconds East (N. 00 degrees 13' 05" E.) fifty-one one-hundredths (0.51) feet; (5) Northeasterly by a curve to the left the radius of which is two thousand one hundred fifty-five and thirty one-hundredths (2,155.30) feet and the chord of which bears North seventy-three degrees fifty-nine minutes fifty-five seconds East (N. 73 degrees 59' 55" E.) two hundred twenty-two and eighty-eight one-hundredths (222.88) feet, an arc distance of two hundred twenty-two and ninety-eight one-hundredths (222.98) feet, (6) North seventy-one degrees two minutes five seconds East (N. 71 degrees 2' 05" E.) five hundred eleven and eight one-hundredths (511.08) feet, (7) Northeasterly by a curve to the right the radius of which is one thousand nine hundred three and seventy-eight one-hundredths (1,903.78) feet, the chord of which bears North seventy-nine degrees twenty-one minutes forty-nine seconds East (N. 79 degrees 21' 49" E.) five hundred fifty-one and fifty-four one-hundredths (551.54) feet, an arc distance of five hundred fifty-three and forty-nine one-hundredths (553.49) feet, (8) North eighty-nine degrees thirty-two minutes fifty-eight seconds East (N. 89 degrees 32' 58" E.) five hundred eighty-one and seventy-one one-hundredths (581.71) feet, (9) Northeasterly by a curve to the left the radius of which is three thousand seven hundred seventy-five and

eighteen one-hundredths (3,775.18) feet, the chord of which bears North eighty-six degrees thirty-seven minutes four seconds East (N. 86 degrees 37' 04" E.) three hundred eighty-six and eighteen one-hundredths (386.18) feet, an arc distance of three hundred eighty-six and thirty-five one-hundredths (386.35) feet, (10) North eighty-three degrees forty-one minutes ten seconds East (N. 83 degrees 41' 10" E.) two thousand two hundred fifty seven and seventeen one-hundredths (2,257.17) feet, (11) Northeastly by a curve to the left the radius of which is one thousand seven hundred thirty-three and fifty one-hundredths (1,733.50) feet and the chord of which bears North seventy-six degrees twenty-two minutes thirty-two seconds East (N. 76 degrees 22' 32" E.) five hundred thirty-six and twenty-four one-hundredths (536.24) feet, an arc distance of five hundred thirty-eight and forty one-hundredths (538.40) feet, (12) North sixty-seven degrees twenty-eight minutes forty seconds East (N. 67 degrees 28' 40" E.) four hundred fifty-six and seventy one-hundredths (456.70) feet, and (13) (Northeastly by a curve to the right the radius of which is two thousand thirty-one and twenty-six one-hundredths (2,031.26) feet and the chord of which bears North sixty-seven degrees fifty-two minutes two seconds East (N. 67 degrees 52' 02" E.) twenty-seven and sixty one-hundredths (27.60) feet, an arc distance of twenty seven and sixty one-hundredths (27.60) feet to the northwesterly corner of other lands of Bethlehem Steel Corporation; thence, along said other lands South two degrees forty-three minutes twenty-three seconds East (S. 02 degrees 43' 23" E.) three hundred forty-six and eleven one-hundredths (346.11) feet to the northwesterly corner of the tract of land now or formerly of West Homestead Engineering and Machine Company; thence, along the westerly line of said last mentioned tract of land the following six (6) courses and distances: (1) South two degrees forty-three minutes twenty-three seconds East (S. 02 degrees 43' 23" E.) one hundred seventy and thirty-nine one-hundredths (170.39) feet, (2) North eighty-five degrees fifty-four minutes ten seconds East (N. 85 degrees 54' 10" E.) sixteen and four one-hundredths (16.04) feet, (3) South two degrees thirty-eight minutes thirty-two seconds East (S. 02 degrees 38' 32" E.) two hundred forty-one and seventy one-hundredths (241.70) feet, (4) North eighty-six degrees forty-five minutes fifteen seconds East (N. 86 degrees 45' 15" E.) two and eighty-three one-hundredths (2.83) feet, (5) South two degrees forty minutes twenty-five seconds East (S. 02 degrees 40' 25" E.) six hundred sixty-three and thirty-four one-hundredths (663.34) feet, and (6) South eleven degrees one minute four seconds East (S. 11 degrees 01' 04" E.) five hundred sixty-one and fourteen one-hundredths (561.14) feet to the northerly line of the right of way of Daly Avenue (S.R. 412); thence, partly along said northerly line of Daly Avenue and partly along the northerly line of the right of way of East Third Street the following twenty-two (22) courses and distances: (1) North seventy-one degrees fifteen minutes ten seconds West (N. 71 degrees 15' 10" W.) four hundred thirty and ninety-nine one-hundredths (430.99) feet, (2) North seventy-five degrees one minute seventeen seconds West (N. 75 degrees 01' 17" W.) one hundred fifty-five and twenty-one one-hundredths (155.21) feet, (3) North sixty-six degrees thirteen minutes twenty-four seconds West (N. 66 degrees 13' 24" W.) three hundred fifty and seventeen one-hundredths (350.17) feet, (4) North twenty-three degrees forty-six minutes thirty-five seconds East (N. 23 degrees 46' 35" E.) ten and no one-hundredths (10.00) feet, (5) North sixty-six degrees thirteen minutes twenty-five seconds West (N. 66 degrees 13' 25" W.) sixty-three and seventy-eight one-hundredths (63.78) feet, (6) Northwestly by a curve to the right the radius of which is one hundred twenty and no one-hundredths (120.00) feet and the chord of which bears North forty-four degrees forty-six minutes zero seconds West (N. 44 degrees 46' 00" W.) eighty-seven and seventy-nine one-hundredths (87.79) feet, an arc distance of eighty-nine and eighty-eight one-hundredths (89.88) feet, (7) North six degrees fourteen minutes thirty seconds West (N. 06 degrees 14' 30" W.) fifty-five and thirty-three one-hundredths (55.33) feet, (8) South eighty-nine degrees fifty-nine minutes three seconds West (S. 89 degrees 59' 03" W.) one hundred eight and fifty one-hundredths (108.50) feet, (9) Southwestly by a curve to the right the radius of which is twenty-five and no one-hundredths (25.00) feet and the chord of which bears South forty-three degrees forty-two minutes twenty-six seconds West (S. 43 degrees 42' 26" W.) thirty-five and thirty-seven one-hundredths (35.37) feet, an arc distance of thirty-nine and twenty-nine one-hundredths (39.29) feet, (10) North eighty-four degrees one minute two seconds West (N. 84 degrees 01' 02" W.) one hundred ninety-four and ten one-hundredths (194.10) feet, (11) North seventy-nine degrees fifty-one minutes twenty-eight seconds West (N. 79 degrees 51' 28" W.) thirty-two and thirty-seven one-hundredths (32.37) feet, (12) North eighty-two degrees nineteen minutes forty-two seconds West (N. 82 degrees 19' 42" W.) one hundred twenty-eight and eighty-two one-hundredths (128.82) feet, (13) Northwestly by a curve to the left the radius of which is one thousand four hundred forty-eight and sixty-five one-hundredths (1,448.65) feet and the chord of which bears North eighty-eight degrees thirty-three minutes nineteen seconds West (N. 88 degrees 33' 19" W.) three hundred fourteen and twenty-five one-hundredths (314.25) feet, an arc distance of three hundred

fourteen and eighty-seven one hundredths (314.87) feet, (14) South eighty-five degrees thirteen minutes five seconds West (S. 85 degrees 13' 05" W.) seventy-nine and eighty-two one-hundredths (79.82) feet, (15) Southwesterly by a curve to the left the radius of which is one thousand one hundred fifty-three and ninety-eight one-hundredths (1,153.98) feet and the chord of which bears South eighty degrees thirty-three minutes twenty seconds West (S. 80 degrees 33' 20" W.) one hundred forty-two and twelve one-hundredths (142.12) feet, an arc distance of one hundred forty-two and twenty-one one-hundredths (142.21) feet, (16) South seventy-five degrees fifty-nine minutes thirty-nine seconds West (S. 75 degrees 59' 39" W.) four hundred sixty-eight and ninety-six one-hundredths (468.96) feet, (17) South seventy-five degrees fifty-four minutes nineteen seconds West (S. 75 degrees 54' 19" W.) three hundred ninety-six and sixty-nine one-hundredths (396.69) feet, (18) South seventy-five degrees zero minutes seventeen seconds West (S. 75 degrees 00' 17" W.) two hundred eighty and twenty one-hundredths (280.20) feet, (19) South seventy-five degrees twenty-one minutes thirty-nine seconds West (S. 75 degrees 21' 39" W.) one hundred seven and thirty-three one-hundredths (107.33) feet, (20) Southwesterly by a curve to the right the radius of which is eight hundred and no one-hundredths (800.00) feet and the chord of which bears South eighty-two degrees twenty-seven minutes fifty seconds West (S. 82 degrees 27' 50" W.) one hundred ninety-seven and eighty-five one-hundredths (197.85) feet, an arc distance of one hundred ninety-eight and thirty-five one-hundredths (198.35) feet, (21) South eighty-nine degrees thirty-four minutes one second West (S. 89 degrees 34' 01" W.) nine hundred sixty-four and twenty-four one-hundredths (964.24) feet, and (22) South eighty-nine degrees fifty-eight minutes fifty-nine seconds West (S. 89 degrees 58' 59" W.) three hundred forty-one and eighty-nine one-hundredths (341.89) feet to the southeasterly corner of the above mentioned tract of land now or formerly of Lehigh University: thence, along said last mentioned tract of land the following seven courses and distances: (1) North zero degrees one minute sixteen seconds West (N 00 degrees 01' 16" W.) one hundred sixty-one and ninety-five one-hundredths (161.95) feet, (2) North eighty-nine degrees forty-five minutes nineteen seconds West (N. 89 degrees 45' 19" W.) thirty-one and twenty-two one-hundredths (31.22) feet, (3) South zero degrees thirty minutes twenty-six seconds West (S. 00 degrees 30' 26" W.) seventy-five one hundredths (0.75) feet, (4) North eighty-nine degrees forty-five minutes nineteen seconds West (N. 89 degrees 45' 19" W.) one hundred four and forty-nine one-hundredths (104.49) feet, (5) North zero degrees fourteen minutes forty-one seconds East (N. 00 degrees 14' 41" E.) sixty-three and fifty-eight one-hundredths (63.58) feet, (6) South eighty-nine degrees fifty-six minutes fifty-four seconds West (S. 89 degrees 56' 54" W.) sixty-five and eighty-nine one-hundredths (65.89) feet, and (7) South zero degrees four minutes four seconds East (S. 00 04' 04" E.) two hundred twenty-five and thirty-six one hundredths (225.36) feet to the place of BEGINNING.

LESS AND EXCEPTING from the above described tract of land, the following Deeds:

- (1) Deed from Bethlehem Steel Corporation and Bethlehem Development Corporation to Tech III Partners, LLC dated October 10, 2001, and recorded in said Office in Deed Book Vol. 2001-1, at page 212661.
- (2) Deed from Bethlehem Steel Corporation to The National Museum of Industrial History dated October 12, 2001, and recorded in said Office in Deed Book Vol. 2001-1, at page 213400.
- (3) Deed from Bethlehem Steel Corporation to Bethlehem Works Owners Association, LLC dated October 12, 2001, and recorded in said Office in Deed Book Vol. 2001-2, at page 213407.
- (4) Deed from Bethlehem Steel Corporation to The Paramount Pavilion Group, LLC dated October 12, 2001, and recorded in said Office in Deed Book Vol. 2003-1 at page 082861
- (5) Part of the Premises that was conveyed by Bethlehem Steel Corporation to Lehigh Valley Heavy Forge by Deed dated April 30, 2003, and recorded in said Office in Deed Book Vol. 2003-1, at page 160624.
- (6) Deed from Tecumseh Redevelopment Inc. to Lehigh Valley Rail Management LLC dated May 24, 2004, and recorded in said Office in Deed Book Vol. 2004-1, at page 233459.

AND LESS AND EXCEPT THAT CERTAIN 56.274 acre parcel shown on that certain Subdivision Plan for Sands Bethworks Gaming LLC recorded 3/4/2008 in Plan Book 2008-5 page 122 - being tax parcel P6-2-

2-25-0204.

and which property is further described on the survey plan entitled "Plan Showing Parcels Nos. 1, 2, 3, and 4 to be Conveyed to Bethworks Now LLC" by Keystone Consulting Engineers Inc., dated 09/07/2004, and described therein as follows:

Parcel No. 1

ALL THAT CERTAIN tract or parcel of land with improvements thereon situate on the north side of East Third Street, west of lands now or formerly of Lehigh University known as the Discovery Center, south of East Second Street and east of Polk Street, as shown on plan entitled "Bethlehem Works - Phase One Subdivision Plan," by Keystone Consulting Engineers Inc., dated 03/24/1999, last revised 04/24/2000 and recorded in Northampton County Recorder of Deeds in Plan Book 2000-1 page 195, also known as Parcel No. 1 on plan entitled "Plan Showing Parcels Nos. 1, 2, 3, and 4 to be Conveyed to Bethworks Now LLC" by Keystone Consulting Engineers Inc., dated 09/07/2004, in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, bounded and described, as follows to wit:

BEGINNING at a point on the northerly right-of-way line of East Third Street said point being a common property corner with lands now or formerly of Lehigh University known as the Discovery Center;

Thence along the northerly right-of-way line of East Third Street, South $89^{\circ} 58' 59''$ West, 250.06 feet to a point in the easterly right-of-way of Polk Street;

Thence along the easterly right-of-way line of Polk Street the following two (2) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 39.08 feet, a chord bearing of North $45^{\circ} 13' 59''$ West and a chord length of 35.22 feet to a point;
2. North $00^{\circ} 25' 58''$ West, 258.90 feet to a point in the southerly right-of-way of East Second Street;

Thence along the southerly right-of-way of East Second Street the following four (4) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 43.88 feet, a chord bearing of North $49^{\circ} 50' 13''$ East and a chord length of 38.46 feet to a point
2. following a curve to the right with a radius of 337.95 feet, an arc length of 75.77 feet, a chord bearing of South $73^{\circ} 27' 13''$ East and a chord length of 75.61 feet to a point;
3. South $67^{\circ} 01' 50''$ East, 52.33 feet to a point;
4. following a curve to the left with a radius of 517.66 feet, an arc length of 208.16 feet, a chord bearing of South $78^{\circ} 33' 05''$ East and a chord length of 206.78 feet to a point being a common property corner with lands now or formerly Lehigh University known as the Discovery Center;

Thence along lands now or formerly of Lehigh University known as the Discovery Center the following two (2) courses and distances:

1. South $89^{\circ} 56' 54''$ West, 65.89 feet to a point;
2. South $00^{\circ} 04' 04''$ East, 225.36 feet to the point and place of beginning.

Parcel No. 2

ALL THAT CERTAIN tract or parcel of land with improvements thereon situate on the north side of East Third Street, west of Founders Way, south of East Second Street and east of lands now or formerly of Lehigh University known as the Discovery Center, as shown on plan entitled "Bethlehem Works - Phase One Subdivision Plan" by Keystone Consulting Engineers Inc., dated March 24, 1999, last revised April 24, 2000 and recorded in Northampton County Recorder of Deeds in Plan Book 2000-1 page 195, also known as Parcel No. 2 on plan entitled "Plan Showing Parcels-Nos.1, 2, 3, & 4 to be Conveyed to Bethworks Now L.L.C.," by Keystone Consulting Engineers Inc., dated September 7, 2004, in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, bounded and described, as follows

to wit:

BEGINNING at a point on the northerly right-of-way line of East Third Street and the westerly right-of-way line of Founders Way;

Thence along the northerly right-of-way line of East Third Street the following two (2) courses and distances:

1. South 89° 34' 01" West, 530.31 feet to a point;
2. South 89° 58' 59" West, 341.89 feet to a point being a common corner with lands now or formerly of Lehigh University, known as the Discovery Center; Thence along said lands now or formerly of Lehigh University, North 00° 01' 16" West, 161.95 feet to a point in line of Lot No. 16 of said "Bethlehem Works-Phase One Subdivision Plan";

Thence along Lot Nos. 16 and 18 the following six (6) courses and distances:

1. South 89° 45' 42" East, 299.33 feet to a point;
2. South 00° 04' 22" West, 25.75 feet to a point;
3. South 88° 38' 17" East, 52.73 feet to a point;
4. North 00° 24' 33" West, 27.95 feet to a point;
5. North 89° 34' 01" East, 103.00 feet to a point;
6. Due North, 118.93 feet to a point in the southerly right-of-way of East Second Street;

Thence along said southerly right-of-way of East Second Street the following three (3) courses and distances:

1. following a curve to the right with a radius of 531.91 feet, an arc length of 122.29 feet, a chord bearing of North 83° 20' 28" East and a chord length of 122.02 feet to a point;
2. North 89° 55' 39" East, 290.47 feet to a point;
3. following a curve to the right with a radius of 25.00 feet, an arc length of 24.84, a chord bearing of South 45° 15' 10" East and a chord length of 35.24 feet to a point in the westerly right-of-way of Founders Way;

Thence along said westerly right-of-way of Founders Way the following two (2) courses and distances:

1. South 00° 25' 59" East, 259.66 feet to a point;
2. following a curve to the right with a radius of 35.28 feet, an arc length of 22.84 feet, a chord bearing of South 71° 01' 05" West and a chord length of 22.45 feet to a point in the northerly right-of-way of East Third Street, being the point and place of beginning,

Parcel No. 3

ALL THAT CERTAIN tract or parcel of land with improvements thereon situate on the north side of East Second Street, south of East First Street, east of Polk Street and west of Founders Way, as shown on plan entitled "Bethlehem Works - Phase One Subdivision Plan," by Keystone Consulting Engineers Inc., dated 03/24/1999, last revised 04/24/2000 and recorded in Northampton County Recorder of Deeds in Plan Book 2000-1 page 195, also known as Parcel No.3 on plan entitled "Plan Showing Parcels Nos. 1, 2,3, and 4 to be Conveyed to Bethworks Now L.L.C.," by Keystone Consulting Engineers Inc., dated 09/07/2004, in the City of Bethlehem, County of Northampton Commonwealth of Pennsylvania, bounded and described, as follows to wit;

BEGINNING at a point on the northerly right-of-way line of East Second Street and the westerly right-of-way line of Founders Way;

Thence along the northerly right-of-way line of East Second Street the following eight (8) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 39.27 feet, a chord bearing of South 44° 55' 39" West and a chord length of 35.36 feet to a point;
2. South 89° 55' 39" West, 287.51 feet to a point;
3. following a curve to the left with a radius of 591.91 feet, an arc length of 208.50 feet, a chord bearing of South 79° 50' 12" West and a chord length of 207.42 feet to a point;
4. following a curve to the right with a radius of 535.90 feet, an arc length of 188.76 feet, a chord bearing of South 79° 50' 12" West and a chord length of 187.79 feet to a point;
5. South 89° 55' 39" West, 322.45 feet to a point;
6. following a curve to the right with a radius of 457.66 feet, an arc length of 184.05 feet, a chord bearing of North 78° 33' 05" West and a chord length of 182.81 feet to a point;
7. North 67° 01' 50" West, 52.33 feet to a point;
8. following a curve to the left with a radius of 397.95 feet, an arc length of 108.46 feet, a chord bearing of North 74° 50' 19" West and a chord length of 108.13 feet to a point in the easterly right-of-way of Polk Street

Thence along the easterly right-of-way line of Polk Street the following three (3) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 35.87 feet, a chord bearing of North 41° 32' 53" West and a chord length of 32.87 feet to a point;
2. North 00° 26' 58" West, 348.55 feet to a point;
3. following a curve to the right with a radius of 25.00 feet, an arc length of 39.44 feet, a chord bearing of North 44° 44' 45" East and a chord length of 35.48 feet to a point in the southerly right-of-way of East First Street;

Thence along the southerly right-of-way of East First Street, North 89° 56' 28" East, 1,329.73 feet to a point in the westerly right-of-way of Founders Way;

Thence along the westerly right-of-way of Founders Way the following two (2) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 39.26 feet, a chord bearing of South 45° 03' 56" East and a chord length of 35.35 feet to a point;
2. South 00° 04' 21" East, 364.18 feet to the point and place of beginning.

Parcel No.4

ALL THAT CERTAIN tract or parcel of land with improvements thereon situate on the north side of S.R. 412, Daly Avenue and East Third Street, west of lands now or formerly of Lehigh Heavy Forge Corporation, south of lands now or formerly of Lehigh Valley Rail Management and east of Lot No. 1 and Founders Way as shown on plan entitled "Bethlehem Works - Phase One Subdivision Plan," by Keystone Consulting Engineers Inc., dated 03/24/1999, last revised 04/24/2000 and recorded in Northampton County Recorder of Deeds in Plat Book 2000-1 page 195, also known as Parcel No. 4 on plan entitled "Plan Showing Parcels Nos.1, 2, 3, and 4 to be Conveyed to Bethworks Now L.L.C.," by Keystone Consulting Engineers Inc., dated 09/07/2004, in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, bounded and described, as follows to wit:

BEGINNING at a point on the northerly right-of-way line of S. R. 412 and the south westerly corner of lands now or formerly of Lehigh Heavy Forge Corporation;

Thence along the northerly right-of-way line S.R. 412, Daly Avenue and East Third Street the following twenty nine (29) courses and distances:

1. North 67° 48' 23" West, 33.98 feet to a point;
2. North 74° 42' 35" West, 128.20 feet to a point;
3. North 74° 20' 25" West, 177.92 feet to a point;
4. South 87° 44' 10" West, 53.16 feet to a point;
5. South 18° 44' 50" West, 1.03 feet to a point;
6. North 71° 15' 10" West, 15.41 feet to a point;

7. North 75°01' 17" West, 153.76 feet to a point;
8. North 18° 58'27" East, 8.96 feet to a point;
9. North 57° 59'22" West, 50.68 feet to a point;
10. North 65° 49' 02" West, 148.08 feet to a point;
11. North 68° 13' 17" West, 99.58 feet to a point;
12. North 70° 30' 56" West, 53.25 feet to a point;
13. North 66° 13' 25" West, 63.78 feet to a point;
14. following a curve to the right with a radius of 120.00 feet, an arc length of 89.88 feet, a chord bearing of North 44° 46' 00" West and a chord length of 87.79 feet to a point;
15. North 06° 14' 30" West, 55.33 feet to a point;
16. South 89° 59' 03" West, 108.50 feet to a point;
17. following a curve to the right with a radius of 25.00 feet, an arc length of 39.29 feet, a chord bearing of South 43° 42' 26" West and a chord length of 35.37 feet to a point;
18. North 84° 01' 02" West, 194.10 feet to a point;
19. North 79° 51'28" West, 32.37 feet to a point;
20. North 82° 19' 42" West, 128.82 feet to a point;
21. following a curve to the left with a radius of 1448.65 feet, an arc length of 314.87 feet, a chord bearing of North 88° 33' 19" West and a chord length of 314.25 feet to a point;
22. South 85° 13' 05" West, 79.82 feet to a point;
23. following a curve to the left with a radius of 1153.98 feet, an arc length of 142.21 feet, a chord bearing of South 80° 33' 20" West and a chord length of 142.12 feet to a point;
24. South 75° 59' 39" West, 468.96 feet to a point;
25. South 75° 54' 19" West, 396.69 feet to a point;
26. South 75° 00' 17" West, 280.20 feet to a point;
27. South 75° 21' 39" West, 107.33 feet to a point;
28. following a curve to the right with a radius of 800.00 feet, an arc length of 198.35 feet, a chord bearing of South 82° 27' 50" West and a chord length of 197.85 feet to a point;
29. South 89° 34' 01" West, 275.65 feet to a point in the easterly right-of-way of Founders Way;

Thence along the easterly right-of-way of Founders Way the following three (3) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 39.27 feet, a chord bearing of North 45° 25' 59" West and a chord length of 35.36 feet to a point;
2. North 00°25' 59" West, 240.78 feet to a point;
3. following a curve to the right with a radius of 25.00 feet, an arc length of 39.43 feet, a chord bearing of North 44° 44' 50" East and a chord length of 35.47 feet to a point on the southerly right-of-way of East Second Street;

Thence along the right-of-way of East Second Street the following seven (7) courses and distances:

1. North 89°55'39" East, 372.34 feet to a point;
2. following a curve to the left with a radius of 60.00 feet, an arc length of 27.67 feet, a chord bearing of North 76° 42' 55 " East and a chord length of 27.43 feet to a point;
3. North 63° 30' 11" East, 15.73 feet to a point;
4. following a curve to the left with a radius of 60.00 feet, an arc length of 242.27 feet, a chord bearing of North 52° 10' 18" West and a chord length of 108.15 feet to a point;
5. following a curve to the right with a radius of 25.00 feet, an arc length of 33.94 feet, a chord bearing of South 51° 02' 26" West and a chord length of 31.39 feet to a point;
6. South 89° 55' 39" West 325.95 feet to a point;
7. following a curve to the right with a radius of 25.00 feet, an arc length of 23.41 feet, a chord bearing of North 63° 14' 31" West and a chord length of 22.57 to a point on the easterly right-of-way of Founders Way;

Thence along the easterly right-of-way of Founders Way the following three (3) courses and distances:

1. following a curve to the right with a radius of 140.00 feet, an arc length of 88.52 feet, a chord bearing of North 18° 17' 49" West and a chord length of 87.06 feet to a point;

2. North $00^{\circ} 04' 21''$ West, 296.27 feet to a point;
3. following a curve to the right with a radius of 25.00 feet, an arc length of 39.28 feet, a chord bearing of North $44^{\circ} 56' 04''$ East and a chord length of 35.36 feet to a point in the southerly right-of-way of East First Street;

Thence along the right-of-way of East First Street the following seven (7) courses and distances:

1. North $89^{\circ} 56' 28''$ East, 19.99 feet to a point;
2. following a curve to the right with a radius of 1933.64 feet, an arc length of 245.85 feet, a chord bearing of South $86^{\circ} 24' 59''$ East and a chord length of 245.68 feet to a point;
3. South $82^{\circ} 46' 27''$ East, 50.00 feet to a point;
4. North $07^{\circ} 13' 33''$ East, 50.00 feet to a point;
5. North $82^{\circ} 46' 27''$ West, 50.00 feet to a point;
6. following a curve to the left with a radius of 1933.64 feet, an arc length of 253.48 feet, a chord bearing of north $86^{\circ} 24' 59''$ West and a chord length of 253.31 feet to a point;
7. South $89^{\circ} 56' 28''$ West, 766.96 feet to a point in line with Lot No. 1 of the above mentioned "Bethlehem Works - Phase One Subdivision Plan";

Thence along said Lot No. 1, North $00^{\circ} 03' 32''$ West, 326.63 feet to a point in line of lands now or formerly of Lehigh Valley Rail Management LLC;

Thence along said lands now or formerly of Lehigh Valley Rail Management LLC the following twenty nine (29) courses and distances:

1. following a curve to the right with a radius of 1825.46 feet, an arc length of 124.39 feet, a chord bearing of North $85^{\circ} 27' 22''$ East and a chord length of 124.37 feet to a point;
2. North $87^{\circ} 24' 30''$ East, 69.36 feet to a point;
3. North $00^{\circ} 14' 06''$ West, 22.67 feet to a point;
4. North $44^{\circ} 45' 54''$ East, 9.38 feet to a point;
5. North $89^{\circ} 45' 54''$ East, 60.78 feet to a point;
6. North $86^{\circ} 55' 06''$ East, 126.94 feet to a point;
7. following a curve to the left with a radius of 965.62 feet, an arc length of 51.29 feet, a chord bearing of North $85^{\circ} 23' 48''$ East and a chord length of 51.29 feet to a point;
8. North $83^{\circ} 52' 29''$ East, 97.37 feet to a point;
9. following a curve to the right with a radius of 799.36 feet, an arc length of 81.90 feet, a chord bearing of North $86^{\circ} 48' 36''$ East and a chord length of 81.87 feet to a point;
10. North $89^{\circ} 44' 43''$ East, 45.07 feet to a point;
11. following a curve to the left with a radius of 4027.52 feet, an arc length of 241.60 feet, a chord bearing of North $88^{\circ} 01' 37''$ East and a chord length of 241.56 feet to a point;
12. North $38^{\circ} 27' 31''$ East, 7.27 feet to a point;
13. South $84^{\circ} 20' 55''$ East, 12.96 feet to a point;
14. South $05^{\circ} 39' 05''$ West, 3.29 feet to a point;
15. following a curve to the left with a radius of 4027.52 feet, an arc length of 168.63 feet, a chord bearing of North $84^{\circ} 51' 55''$ East and a chord length of 168.62 feet to a point;
16. North $83^{\circ} 39' 57''$ East, 40.00 feet to a point;
17. South $06^{\circ} 20' 03''$ East, 8.00 feet to a point;
18. North $83^{\circ} 39' 57''$ East, 2014.99 feet to a point;
19. South. $06^{\circ} 20' 03''$ East, 10.00 feet to a point;
20. North $83^{\circ} 39' 57''$ East, 73.00 feet to a point;
21. North. $06^{\circ} 20' 03''$ West, 10.00 feet to a point
22. North $83^{\circ} 39' 57''$ East, 65.10 feet to a point;
23. following a curve to the left with a radius of 462.21 feet, an arc length of 56.59 feet, a chord bearing of North $80^{\circ} 09' 29''$ East and a chord length of 56.56 feet to a point;
24. following a curve to the right with a radius of 1233.25 feet, an arc length of 156.29 feet, a chord bearing of North $80^{\circ} 16' 52''$ East and chord length of 156.19 feet to a point;

25. North 83° 54' 42" East, 152.52 feet to a point;
26. following a curve to the left with a radius of 450.16 feet, an arc length of 139.26 feet, a chord bearing of North 75° 02' 59" East and a chord length of 138.70 feet to a point;
27. North 66° 11' 16" East, 129.13 feet to a point;
28. North 67° 32' 33" East, 97.18 feet to a point;
29. South 33° 01' 55 " East, 60.64 feet to a point being a common corner with lands now or formerly of Lehigh Heavy Forge Corporation;

Thence along lands now or formerly of Lehigh Valley Heavy Forge the following eight (8) courses and distances:

1. South 33° 01' 55" East, 44.59 feet to a point;
2. South 77° 42' 42" East, 67.46 feet to a point;
3. South 45° 26' 43" East, 24.96 feet to a point;
4. South 32° 20' 03" East, 44.13 feet to a point;
5. South 37° 50' 49" East, 53.96 feet to a point;
6. South 15° 02' 10" East, 220.91 feet to a point;
7. South 00° 20' 45" East, 540.00 feet to a point;
8. South 18° 00' 38" East, 830.30 feet to a point on the northerly right-of-way line of S.R. 412, being the point and place of beginning.

LESS AND EXPECTING:

ALL THAT CERTAIN tract or parcel of land situate along the northerly right-of-way of East First Street, north of the intersection of Founders Way in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, and identified as tax parcel P6-2-2-2 on a plan entitled "21st Century Town Square, Subdivision Record Plan P" prepared by Wallace Roberts & Todd, LLC and Keystone Consulting Engineers Inc., dated August 26, 2010, last revised March 31, 2011, recorded in the Northampton County Recorder of Deeds Office as Plan Book No. 2011-5, Page 63, bounded and described as follows to wit:

BEGINNING at a point in the northerly right-of-way of East First Street said point being a common corner with lands now or formerly of Sands Bethworks Retail LLC, known as tax parcel P6-2-2;

Thence along the northerly right-of-way of East First Street the following seven (7) courses and distances:

1. following a curve to the right with a radius of 1933.64 feet, an arc length of 43.79 feet and a chord bearing and distance of North 87 degrees 16 minutes 44 seconds West, 43.79 feet to a point of tangency;
2. North 86 degrees 37 minutes 49 seconds West, 50.00 feet to a point of curvature;
3. following a curve to the left with a radius of 1933.64 feet, an arc length of 97.04 feet and a chord bearing and distance of North 88 degrees 01 minutes 28 seconds West, 97.03 feet to a point;
4. South 67 degrees 25 minutes 05 seconds West, 203.05 feet to a point of curvature;
5. following a curve to the right with a radius of 126.00 feet, an arc length of 101.82 feet and a chord bearing and distance of North 89 degrees 25 minutes 52 seconds West, 99.08 feet to a point of tangency;
6. North 66 degrees 16 minutes 48 seconds West, 136.64 feet to a point;
7. South 86 degrees 05 minutes 06 seconds West, 270.95 feet to a point being a common corner with lands now or formerly of ArtsQuest, known as tax parcel P6-2-2-26;

Thence along said lands now or formerly of ArtsQuest, known as tax parcel P6-2-2-26, the following two (2) courses and distances:

1. North 04 degrees 18 minutes 53 seconds West, 156.95 feet to a point;
2. North 85 degrees 52 minutes 39 seconds East, 123.75 feet to a point in line of lands now or formerly of Sands Bethworks Retail LLC, known as tax parcel P6-2-2;

Thence along lands now or formerly of Sands Bethworks Retail LLC, known as tax parcel P6-2-2, the following five (5) courses and distances:

1. South 04 degrees 07 minutes 21 seconds East, 15.00 feet to a point;
2. North 85 degrees 52 minutes 39 seconds East, 70.33 feet to a point;
3. South 04 degrees 07 minutes 21 seconds East, 58.65 feet to a point;

4. North 86 degrees 05 minutes 06 seconds East, 679.51 feet to a point;
5. South 03 degrees 54 minutes 54 seconds East, 111.49 feet to the point and place of beginning.

CONTAINING 108,162.3 S.F. or 2.4831 acres of land more or less (Gross Area).

LESS AND EXCEPTING the tract or parcel of land situate along the northerly right-of-way of East First Street in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, being a portion of tax parcel P6-2-2-10B, and designated as Area 'A2' on aforementioned plan, bounded and described as follows to wit:

Beginning at a point in the northerly right-of-way of East First Street;

Thence in and through lands to be vacated by the City of Bethlehem the following two (2) courses and distances:

1. following a curve to the right with a radius of 25.00 feet, an arc length of 26.67 feet, and a chord bearing and distance of North 55 degrees 31 minutes 26 seconds East, 25.42 feet to a point;
2. North 86 degrees 05 minutes 06 seconds East, 16.83 feet to a point in the northerly right-of-way of East First Street;

Thence along the northerly right-of-way of East First Street the following two (2) courses and distances:

1. South 67 degrees 25 minutes 05 seconds West, 34.75 feet to a point of curvature;
2. following a curve to the right with a radius of 126.00 feet, an arc length of 6.07 feet, and a chord bearing and distance of South 68 degrees 47 minutes 52 seconds West, 6.07 feet to the point and place of beginning.

Containing 171 S.F. of land more or less.

CONTAINING 107,991.3 S.F. or 2.4791 acres of land more or less (Net Area).

LESS AND EXPECTING:

All that certain tract or parcel of land located on Founders Way and East First Street in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING at the point, North 475,382.95, East 2,628,764.20 North American Datum 1983 (1992) (NAD83/92), Pennsylvania South and point being datum 234.53 feet in a southerly direction along the easterly right-of-way of Founders Way from the intersection of the easterly right-of-way of Founders Way and the southerly right-of-way of East First Street, if extended and running; thence with reference to North American Datum of 1983 (1992) (NAD83/92), Pennsylvania South

1. North 03 deg. 55 min. 43 sec. West, 219.52 feet coincident with the existing easterly right-of-way line of Founders Way to a point of curvature of a curve to the right connecting the existing easterly right-of-way line of Founders Way with the southerly right-of-way of East First Street; thence
2. Northeasterly along a curve to the right having a Radius of 25.00 feet, an Arc Length of 39.28 feet, a Central Angle of 90 deg. 06 min. 49 sec. and a Chord bearing and distance of North 41 deg. 04 min. 43 sec. East, 35.36 feet to a point of tangency; thence the following two (2) courses coincident with the southerly right-of-way line of East First Street
3. North 86 deg. 05 min. 06 sec. East, 19.99 feet; thence
4. Northeasterly along a curve to the right having a Radius of 1933.64 feet, an Arc Length of 136.07 feet, a Central Angle of 04 deg. 37 min. 28 sec. and a Chord bearing and distance of North 88 deg. 23 min. 50 sec. East, 136.02 feet to a point; thence
5. South 83 deg. 55 min. 45 sec. East, 282.89 feet coincident with the line of division between Parcel No. PG 2 2-10A and Parcel No. PG 2 2-10B, to a point located by the intersection of the aforesaid division line and the division line between Parcel No. PG 2 2-10 and Parcel No. PG 2 2-10B; thence
6. South 86 deg. 04 min. 17 sec. West, 208.89 feet coincident with the division line between Parcel No. PG 2 2-10 and Parcel No. PG 2 2-10B to the point and place of Beginning.

Containing 47,451 square feet or 1.089 acres of land, more or less.

LESS AND EXPECTING:

All that certain tract or parcel of land located on East First Street in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING at the point, North 475.647.87, East 2,619,263.02 North American Datum of 1983 (1992) (NAD83/92), Pennsylvania South, said point being distant 130.34 feet in a westerly direction along the northerly right-of-way line of East First Street from the northerly terminus of the aforesaid street; thence with reference to North American Datum of 1983 (1992) (NAD83/92), Pennsylvania South

1. South 86 deg. 05 min. 06 sec. West, 240.11 feet coincident with the northerly right-of-way line of East First Street to a point formed by the intersection of the aforesaid right-of-way line and the line of division of Parcel No. P6 2 2 1-0204 and Proposed Parcel No. P6 2 2B-0204; thence
2. North 03 deg. 54 min. 54 sec. West, 326.63 feet coincident with the aforesaid line of division to a non-tangential point on a curve to the right on the line of division of Parcel No. P6 2 1A 0204E and proposed new Parcel No. P6 2 2B-0204; thence the following seven (7) courses coincident with the aforesaid line of division
 3. Northeasterly along a curve to the right having a Radius of 1825.46 feet, an Arc Length of 134.40 feet, a Central Angle of 03 deg. 54 min. 16 sec., and a Chord bearing and distance of North 81 deg. 36 min. 00 sec. East, 124.37 feet to a point of tangency; thence
 4. North 33 deg. 23 min. 07 sec. East, 69.36 feet to a point; thence
 5. North 04 deg. 05 min. 28 sec. West, 22.67 feet to a point; thence
 6. North 40 deg. 54 min. 32 sec. East, 9.38 feet to a point; thence
 7. North 85 deg. 54 min. 32 sec. East, 60.78 feet to a point; thence
 8. North 03 deg. 03 min. 44 sec. East, 126.94 feet to a point; thence
9. Northeasterly along a curve to the left having a Radius of 965.61 feet, an Arc Length of 26.46 feet, a Central Angle of 01 deg. 34 min. 12 sec., and a Chord bearing and distance of North 82 deg. 16 min. 30 sec. East, 26.46 feet to a non-tangential point formed by the intersection of the aforesaid line of division and the line of division of Parcel No. P6 2 2-0204 and proposed new Parcel No. P6 2 2B-0204; thence the following three (3) courses coincident with aforesaid line of division
 10. South 03 deg. 50 min. 11 sec. East, 181.35 feet to a point; thence

11. South 86 deg. 03 min. 02 sec. West, 50.89 feet to a point; thence
12. South 04 deg. 07 min. 21 sec. East, 38.61 feet to a point formed by the intersection of the aforesaid line of division and the line of division of proposed new Parcel No. P6 2 2-2 and proposed new Parcel No. P6 2 2B-0204; thence the following two (2) courses coincident with aforesaid line of division
13. South 85 deg. 51 min. 39 sec. West, 123.75 feet to a point; thence
14. South 04 deg. 18 min. 53 sec. East, 156.95 feet to the point and place of Beginning

Containing 117,152 square feet or 2.689 acres of land, more or less.

LESS AND EXPECTING

All that certain tract or parcel of land located on East First Street in the City of Bethlehem, County of Northampton, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING at the point, North 475,628.35, East 2,629,948.71 North American Datum of 1983 (1992) (NAD83/92), Pennsylvania South, said point being distant 201.07 feet in a easterly direction along the southerly right-of-way line of East First Street from the intersection of the easterly right-of-way line of Founders Way and the southerly right-of-way line of East First Street, if extended and running; thence with reference to North American Datum of 1983 (1992) (NAD83/92), Pennsylvania South, the following two (2) courses coincident with said right-of-way line

1. Southeasterly along a curve to the right having a Radius of 1933.64 feet, an Arc Length of 89.78 feet, a Central Angle of 02 deg. 39 min. 37 sec. and a Chord bearing and distance of South 87 deg. 57 min. 37 sec. East, 89.78 feet to a point of tangency; thence
2. South 86 deg. 37 min. 49 sec. East, 50.00 feet to a point of terminus of East First Street; thence the following three (3) courses coincident with the division line between Parcel No. P6 2 2-0204 and Parcel No. P6 2 2-10A
3. South 04 deg. 01 min. 33 sec. East, 106.48 feet to a point; thence
4. North 85 deg. 58 min. 27 sec. East, 176.43 feet to a point; thence
5. South 03 deg. 55 min. 43 sec. East, 110.32 feet to a point formed by the intersection of the aforesaid division line and the division line between Parcel No. P6 2 2-10 and Parcel No. P6 2 2-10A; thence
6. South 86 deg. 04 min. 17 sec. West, 315.49 feet coincident with the division line between Parcel No. P6 2 2-10 and Parcel No. P6 2 2-10A to a point formed by the intersection of the aforesaid division line and the division line between Parcel No. P6 2 2-10B and parcel No. P6 2 2-10A; thence
7. North 03 deg. 55 min. 45 sec. West, 232.18 feet coincident with the division line between Parcel No. P6 2 2-10B and Parcel No. P6 2 2-10A to the point and place of BEGINNING.

Containing 50,707 square feet or 1.164 acres of land, more or less.

Subject to: all easements recorded and unrecorded, restrictions, covenants and any other pertinent facts which a complete and accurate title search might disclose.

Being intended to describe Parcel P6 2 2-10A, a proposed new lot, as shown on map "Subdivision Plan for Sands Bethworks Gaming LLC, Parcel ID No. P6 2 2-10 & P6 2 2-10A, City of Bethlehem, Northampton County, Pennsylvania," dated July 29, 2009, by French and Parrello Associates, P.A., Charles E. Szovati, P.L.S.

LESS AND EXPECTING

ALL THESE COURSES building known as the Bethlehem Steel Corporation 350 Building situate along the northerly side of East Third Street, between Polk Street and Founders Way, in the City of Bethlehem, County of Northampton and Commonwealth of Pennsylvania, said building situate on lots 18, 19, 20 and 21 as shown on the Bethlehem Works-Phase One subdivision plan dated March 24, 1998, latest revision date being April 24, 2000, as prepared by Keystone Consulting Engineers, Inc. of Bethlehem, Pennsylvania, and recorded in Map Book 2000-1 Page 195 in the Office of the Recorder of Deeds for Northampton County at Easton, Pennsylvania, described as follows, to wit:

Beginning at a building corner, said building corner being the following two (2) courses and distances from the southwesterly property corner of Lot 18 of the aforementioned Bethlehem Works-Phase One subdivision: 1) North 85° 34' 01" East, 23.75 feet to a point 2) North 00° 25' 39" West, 5.72 feet to the true point of beginning, thence along the exterior edge of the 350 Building the following 46 courses and distances:

- 1) North 00° 22' 21" West, 50.67 feet to a building corner;
- 2) North 89° 13' 36" East, 1.34 feet to a building corner;
- 3) North 06° 40' 45" East, 3.54 feet to a building corner;
- 4) North 89° 37' 32" West, 6.72 feet to a point;
- 5) North 06° 22' 38" West, 5.38 feet to a point;
- 6) South 89° 37' 22" West, 7.63 feet to a building corner;
- 7) North 80° 12' 32" East, 24.61 feet to a building corner;
- 8) North 89° 37' 23" East, 7.88 feet to a point;
- 9) North 89° 22' 38" West, 5.35 feet to a point;
- 10) North 89° 37' 24" East, 0.76 feet to a building corner;
- 11) North 89° 23' 21" West, 9.58 feet to a building corner;
- 12) South 89° 57' 18" West, 1.72 feet to a building corner;
- 13) North 00° 19' 27" West, 50.83 feet to a building corner;
- 14) North 88° 48' 27" East, 72.69 feet to a building corner;
- 15) North 09° 28' 42" West, 26.01 feet to a building corner;
- 16) North 89° 08' 31" East, 5.89 feet to a building corner;
- 17) South 00° 18' 56" East, 26.86 feet to a building corner;
- 18) North 89° 40' 03" East, 31.64 feet to a building corner;
- 19) North 00° 24' 14" West, 6.88 feet to a building corner;
- 20) North 89° 25' 23" East, 9.48 feet to a building corner;
- 21) South 00° 17' 14" East, 8.92 feet to a building corner;
- 22) North 89° 35' 36" East, 15.86 feet to a building corner;
- 23) North 89° 22' 03" West, 121.80 feet to a building corner;
- 24) North 89° 40' 43" East, 35.65 feet to a building corner;
- 25) South 00° 21' 27" East, 31.63 feet to a building corner;
- 26) North 89° 03' 27" East, 12.41 feet to a building corner;
- 27) South 00° 29' 42" East, 36.96 feet to a building corner;
- 28) South 89° 39' 16" West, 12.67 feet to a building corner;
- 29) South 00° 36' 22" East, 4.00 feet to a building corner;
- 30) North 89° 28' 43" West, 6.78 feet to a building corner;
- 31) South 00° 17' 15" East, 2.15 feet to a building corner;
- 32) North 89° 24' 56" East, 26.00 feet to a building corner;
- 33) South 00° 12' 13" East, 5.10 feet to a building corner;
- 34) North 88° 37' 27" East, 78.98 feet to a building corner;
- 35) South 00° 30' 54" West, 6.96 feet to a building corner;
- 36) North 89° 38' 35" East, 228.18 feet to a building corner;
- 37) South 00° 23' 30" East, 135.84 feet to a building corner;
- 38) South 89° 34' 46" West, 204.29 feet to a building corner;
- 39) South 00° 23' 15" East, 1.26 feet to a building corner;
- 40) South 89° 40' 21" West, 24.67 feet to a building corner;
- 41) North 00° 23' 04" West, 1.81 feet to a building corner;
- 42) North 85° 16' 50" West, 110.49 feet to a building corner;
- 43) South 09° 23' 04" East, 1.00 feet to a building corner;
- 44) North 89° 33' 52" West, 165.48 feet to a building corner;
- 45) North 00° 16' 47" West, 0.32 feet to a building corner;
- 46) South 89° 43' 13" West, 1.98 feet to a building corner, the point and place of BEGINNING.

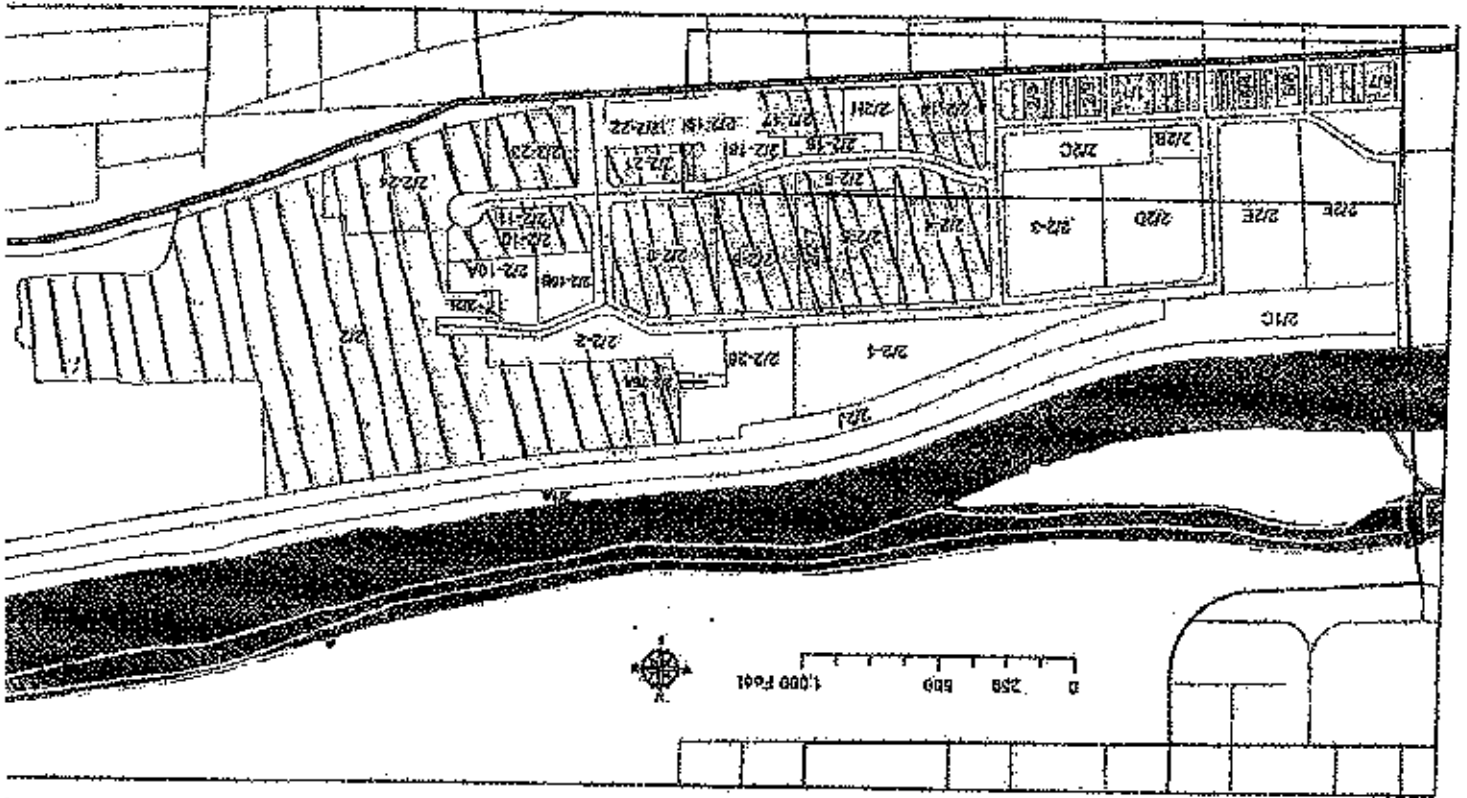
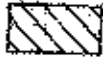
CONTAINING 79714 square feet or 1.0076 acres, more or less.

The preceding description being in accordance with field building corner location survey conducted by Keystone Consulting Engineers, Inc. as of December 12, 2002.

EXHIBIT B

Map of Property

Subject Parcel(s)



COUNTY OF NORTHAMPTON

RECORDER OF DEEDS
 NORTHAMPTON COUNTY GOVERNMENT CENTER
 669 WASHINGTON STREET
 EASTON, PENNSYLVANIA 18042-7486
 Area Code (610) 559-3077
 Andrea F. Suter - Recorder
 Dorothy J. Edelman - Lead Deputy
 Barbara L. Mantel - Deputy



Book - 2013-1 Starting Page - 131134

*Total Pages - 10

Instrument Number - 2013017333
 Recorded On 5/22/2013 At 1:08:50 PM

NCGIS Registry UPI Certification On May 22, 2013 By HG

* Instrument Type - TERMINATION OF MISCELLANEOUS PAPER

Invoice Number - 742843

* Grantor - SANDS BETHWORKS RETAIL, LLC

* Grantee - SANDS BETHWORKS RETAIL, LLC

User - KSK

* Customer - SIMPLIFILE LC E-RECORDING

*** FEES**

*** RECORDED BY:**

STATE WRIT TAX \$0.50
 RECORDING FEES \$23.00
 COUNTY RECORDS \$2.00
 IMPROVEMENT FEE
 DEEDS RECORDS \$3.00
 IMPROVEMENT FEE

NORRIS MCLAUGHLIN & MARCUS, P.A.
 1611 POND ROAD, SUITE 300
 ALLENTOWN, PA 18104

UPI CERTIFICATION FEE \$240.00
 TOTAL PAID \$268.50

I hereby CERTIFY that this document is recorded in the
 Recorder's Office Of Northampton County, Pennsylvania



Andrea F. Suter

Andrea F. Suter
Recorder of Deeds

<p>THIS IS A CERTIFICATION PAGE</p> <p>Do Not Detach</p> <p>THIS PAGE IS NOW THE FIRST PAGE OF THIS LEGAL DOCUMENT</p>

Book: 2013-1

Page: 131134



* - Information denoted by an asterisk may change during the verification process and may not be reflected on this page.

PREPARED BY:

Norris McLaughlin & Marcus, P.A.
The Paragon Centre, Suite 300
1611 Pond Road, Allentown, Pennsylvania 18104 Lehigh County
Phone: 610-391-1800; Fax: 610-391-1805

RETURN TO:

Norris McLaughlin & Marcus, P.A.
The Paragon Centre, Suite 300
1611 Pond Road, Allentown, Pennsylvania 18104 Lehigh County
Phone: 610-391-1800; Fax: 610-391-1805
ATTN: John F. Lushis, Jr., Esquire

The County Parcel Identification Nos. of the Property are: P6-2-2-1, P6-2-2-2, P6-2-2-3, P6-2-2-4, P6-2-2-5, P6-2-2-6, P6-2-2-7, P6-2-2-8, P6-2-2-9, P6-2-2-10, P6-2-2-11, P6-2-2-12, P6-2-2-13, P6-2-2-14, P6-2-2-15, P6-2-2-16, P6-2-2-17, P6-2-2-18, P6-2-2-19, P6-2-2-20, P6-2-2-21, P6-2-2-22, P6-2-2-23 and P6-2-2-24.
Municipality: City of Bethlehem, Northampton County, PA

**TERMINATION OF DECLARATION OF COVENANTS, CONDITIONS,
RESTRICTIONS, RELEASE AND INDEMNIFICATION
(Phase I)**

THIS TERMINATION OF DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS, RELEASE AND INDEMNIFICATION (this "Termination") is made this 21 day of March, 2013, by SANDS BETHWORKS RETAIL LLC, a Pennsylvania limited liability company, having an office at 77 Sands Boulevard, Bethlehem, Pennsylvania 18015 ("Sands Retail").

BACKGROUND

A. Bethlehem Steel Corporation, a former Delaware corporation that has been dissolved ("BSC"), subjected certain property (the "Property") located in the City of Bethlehem, Northampton County, Pennsylvania then owned by BSC to certain use and activity restrictions and limitations pursuant to Declaration of Covenants, Conditions, Restrictions, Release and Indemnification dated October 12, 2001, and recorded in the Recorder of Deeds' Office in and for Northampton County, Pennsylvania in Book Vol. 2001-1, at Page 212961 (the "Declaration"), which Property is more fully described in the Declaration, and attached hereto as Exhibit A.

B. Section 7 of the Declaration provides that for as long as BSC, its successors and assigns, shall have the right to enforce the conditions, covenants, restrictions, release and indemnification contained in the Declaration, BSC, its successors and assigns, shall have the right to terminate the Declaration without the consent of the other owners of the Property provided, that such termination is acceptable to the Commonwealth of Pennsylvania, Department of Environmental Protection.

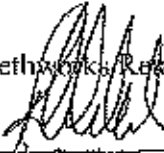
C. Sands Retail is a successor assignee of BSC and a current owner of portions of the Property and pursuant to Section 7 of the Declaration currently holds the right to enforce the Declaration.

D. Sands Retail desires to terminate the Declaration.

NOW, THEREFORE, the Declaration shall be and hereby is terminated and cancelled as of the date hereof.

Sands Bethesda Retail LLC

Date: March 21, 2013

By: 
Name: ROBERT J. DeSalvo
Title: PRESIDENT

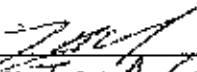
**ACKNOWLEDGMENT OF COMMONWEALTH OF PENNSYLVANIA,
DEPARTMENT OF ENVIRONMENTAL PROTECTION**

In light of the Environmental Covenants recently recorded regarding the Property, the Commonwealth of Pennsylvania, Department of Environmental Protection hereby acknowledges that the foregoing termination of the Declaration is acceptable.

ACKNOWLEDGED:

Commonwealth of Pennsylvania,
Department of Environmental Protection

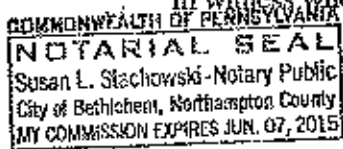
Date: May 13, 2013

By: 
Name: Troy A. Conrad
Title: Attorney

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF NORTHAMPTON) SS:

On this 21 day of MARCH, 2013, before me, the undersigned officer, personally appeared Robert J. DeSantis who acknowledged himself/herself to be the President of Sand Bethworks Retail LLC, a Pennsylvania limited liability company, and he/she as such President, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.



Susan L. Stachowski
Notary Public

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF Dauphin) SS:

On this 13 day of May, 2013, before me, the undersigned officer, personally appeared Cory A. Conner, who acknowledged himself/herself to be the Program Mgr. I&S [Title] of the Commonwealth of Pennsylvania, Department of Environmental Protection, Central Office [insert name of regional office], and that he/she, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Cory Lee Baker
Notary Public

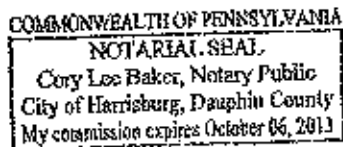


Exhibit A

PHASE ONE

Bethlehem Works Property

All that certain tract of land, situate in the City of Bethlehem, Northampton County, Pennsylvania, which is bounded and described as follows:

BEGINNING at the southwesterly corner of the tract of land that was conveyed by Bethlehem Steel Corporation to Lehigh University by Deed dated September 20, 1996, and recorded in the Office for Recording of Deeds in and for said Northampton County in Deed Book Vol. 1996-1, at page 98960, being on the northerly line of the right of way of East Third Street, a street sixty (60) feet in width at this location; thence, along said northerly line South eighty-nine degrees fifty-eight minutes fifty-nine seconds West (S. 89° 58' 59" W.) three hundred six and eighty-one one-hundredths (306.81) feet to the easterly line of the right of way Polk Street; thence along said easterly line the following two (2) courses and distances: (1) northwesterly by a curve to the right the radius of which is twenty-five and no one-hundredths (25.00) feet and the chord of which bears North forty-five degrees five minutes forty-eight seconds West (N. 45° 05' 48" W.) thirty-five and thirty-one one-hundredths (35.31) feet, an arc distance of thirty-nine and twenty one-hundredths (39.20) feet, and (2) North zero degrees ten minutes thirty-six seconds West (N. 00° 10' 36" W.) one hundred fifty-five and eighty one-hundredths (155.80) feet to the northerly line of the right of way of Columbia Street; thence, along said northerly line North eighty-nine degrees fifty-seven

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minutes ten seconds West (N. $89^{\circ} 57' 10''$ W.) nineteen and seventy-five one-hundredths (19.75) feet to the southeasterly corner of the tract of land, now or formerly, of Northampton County New Jobs Corp.; thence, along said last-mentioned tract of land the following two (2) courses and distances: (1) North zero degrees seven minutes twenty-nine seconds West (N. $00^{\circ} 07' 29''$ W.) one hundred thirty-two and ninety-nine one-hundredths (132.99) feet, and (2) South eighty-nine degrees fifty-five minutes thirty-nine seconds West (S. $89^{\circ} 55' 39''$ W.) four hundred thirty-one and twelve one-hundredths (431.12) feet; thence, in and through other lands of Bethlehem Steel Corporation, the following two (2) courses and distances: (1) North zero degrees four minutes twenty-one seconds West (N. $00^{\circ} 04' 21''$ W.) four hundred ninety-two and seventy-six one-hundredths (492.76) feet, (2) North eighty-nine degrees fifty-nine minutes fifty-six seconds West (N. $89^{\circ} 59' 56''$ W.) one hundred forty and sixty-one one-hundredths (140.61) feet to the southerly line of a tract of land now or formerly of Consolidated Rail Corporation; thence, along said last-mentioned tract of land the following seven (7) courses and distances: (1) North zero degrees zero minutes four seconds East (N. $00^{\circ} 00' 04''$ E.) eighty and sixty-eight one-hundredths (80.68) feet, (2) northeasterly by a curve to the left the radius of which is two thousand one hundred fifty-five and eighty one-hundredths (2,155.80) feet and the chord of which bears North eighty degrees thirty-five minutes six seconds East (N. $80^{\circ} 35' 06''$ E.) two hundred fifty-three and forty-five one-hundredths (253.45) feet, an arc distance of two hundred fifty-three and fifty-nine one-hundredths (253.59) feet, (3) North zero degrees thirteen minutes five seconds East (N. $00^{\circ} 13' 05''$ E.) fifty-one one-hundredths (51.10) feet, (4) northeasterly by a curve to

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the left the radius of which is two thousand one hundred fifty-five and thirty one-hundredths (2,155.30) feet and the chord of which bears North seventy-three degrees fifty-nine minutes fifty-five seconds East (N. $73^{\circ} 59' 55''$ E.) two hundred twenty-two and eighty-eight one-hundredths (222.88) feet, an arc distance of two hundred twenty-two and ninety-eight one-hundredths (222.98) feet, (5) North seventy-one degrees two minutes five seconds East (N. $71^{\circ} 02' 05''$ E.) five hundred eleven and eight one-hundredths (511.08) feet, (6) northeasterly by a curve to the right the radius of which is one thousand nine hundred three and seventy-eight one-hundredths (1,903.78) feet, and the chord of which bears North seventy-seven degrees twenty-four minutes forty-seven seconds East (N. $77^{\circ} 24' 47''$ E.) four hundred twenty-three and no one-hundredths (423.00) feet, an arc distance of four hundred twenty-three and eighty-seven one-hundredths (423.87) feet and (7) northeasterly by a curve to the right the radius of which is one thousand nine hundred three and seventy-eight one-hundredths (1,903.78) feet and the chord of which bears North seventy-nine degrees twenty-one minutes forty-nine seconds East (N. $79^{\circ} 21' 49''$ E.) five hundred fifty-five and fifty-four one-hundredths (551.54) feet, an arc distance of five hundred fifty-three and forty-nine one-hundredths (553.49) feet to a corner of other lands of Bethlehem Steel Corporation known as Bethlehem Works - Phase Two; thence along said Phase Two the following fifteen (15) courses and distances: (1) South zero degrees three minutes thirty-two seconds East (S. $00^{\circ} 03' 32''$ E.) three hundred forty-eight and ninety-five one-hundredths (348.95) feet, (2) North eighty-nine degrees fifty-six minutes twenty-eight seconds East (N. $89^{\circ} 56' 28''$ E.) one hundred sixty-four and no one-hundredths (164.00) feet, (3) North

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zero degrees three minutes thirty-two seconds West (N. $00^{\circ} 03' 32''$ W.) eighty-four and no one-hundredths (84.00) feet, (4) North eighty-nine degrees fifty-six minutes twenty-eight seconds East (N. $89^{\circ} 56' 28''$ E.) eight hundred fifty-five and seventy-six one-hundredths (855.76) feet, (5) South zero degrees three minutes thirty-two seconds East (S. $00^{\circ} 03' 32''$ E.) one hundred and nine one-hundredths (100.09) feet, (6) South eighty-two degrees forty-six minutes twenty-seven seconds East (S. $82^{\circ} 46' 27''$ E.) fifty and no one-hundredths (50.00) feet, (7) South seven degrees thirteen minutes thirty-three seconds West (S. $07^{\circ} 13' 33''$ W.) sixty and no one-hundredths (60.00) feet, (8) South zero degrees ten minutes eleven seconds East (S. $00^{\circ} 10' 11''$ E.) one hundred six and forty-eight one-hundredths (106.48) feet, (9) North eighty-nine degrees forty-nine minutes forty-nine seconds East (N. $89^{\circ} 49' 49''$ E.) one hundred seventy-six and forty-three one-hundredths (176.43) feet, (10) South zero degrees four minutes twenty-one seconds East (S. $00^{\circ} 04' 21''$ E.) two hundred twenty and ninety-five one-hundredths (220.95) feet, (11) North eighty-nine degrees fifty-five minutes, thirty-nine seconds East (N. $89^{\circ} 55' 39''$ E.) three hundred seventy-one and sixty-four one-hundredths (371.64) feet, (12) South zero degrees four minutes twenty-one seconds East (S. $00^{\circ} 04' 21''$ E.) sixty-five and no one-hundredths (65.00) feet, (13) North eighty-nine degrees fifty-five minutes thirty-nine seconds East (N. $89^{\circ} 55' 39''$ E.) eighty-one and twenty-four one-hundredths (81.24) feet, (14) southeasterly by a curve to the right the radius of which is sixty and no one-hundredths (60.00) feet and the chord of which bears South zero degrees two minutes ten seconds East (S. $00^{\circ} 02' 10''$ E.) one hundred twenty and no one-hundredths (120.00) feet, an arc distance of one hundred eighty-eight and fifty-seven one-

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hundredths (188.57) feet, and (15) south ninety-one and forty-eight one-hundredths (91.48) feet to the northerly line of the right of way of Daly Avenue (S.R. 412); thence, partly along said northerly line of Daly Avenue and partly along the northerly line of the right of way of East Third Street the following five (5) courses and distances: (1) South seventy-five degrees zero minutes seventeen seconds West (S. 75° 00' 17" W.) two hundred eighty and twenty one-hundredths (280.20) feet, (2) South seventy-five degrees twenty-one minutes thirty-nine seconds West (S. 75° 21' 39" W.) one hundred seven and thirty-three one-hundredths (107.33) feet, (3) southwesterly by a curve to the right the radius of which is eight hundred and no one-hundredths (800.00) feet and the chord of which bears South eighty-two degrees twenty-seven minutes fifty seconds West (S. 82° 27' 50" W.) one hundred ninety-seven and eighty-five one-hundredths (197.85) feet, an arc distance of one hundred ninety-eight and thirty-five one-hundredths (198.35) feet, (4) South eighty-nine degrees thirty-four minutes one second West (S. 89° 34' 01" W.) nine hundred eighty-four-four and twenty-four one-hundredths (984.24) feet, and (5) South eighty-nine degrees fifty-eight minutes fifty-nine seconds West (S. 89° 58' 59" W.) three hundred forty-one and eighty-nine one-hundredths (341.89) feet to the southeasterly corner of the above-mentioned tract of land now or formerly of Lehigh University; thence, along said last-mentioned tract of land the following seven (7) courses and distances: (1) North zero degrees one minute sixteen seconds West (N. 00° 01' 16" W.) one hundred sixty-one and ninety-five one-hundredths (161.95) feet, (2) North eighty-nine degrees forty-five minutes nineteen seconds West (N. 89° 45' 19" W.) thirty-one and twenty-two one-hundredths (31.22) feet, (3) South

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zero degrees thirty minutes twenty-six seconds West (S. 00° 30' 26" W.) seventy-five one-hundredths (0.75) feet, (4) North eighty-nine degrees forty-five minutes nineteen seconds West (N. 89° 45' 19" W.) one hundred four and forty-nine one-hundredths (104.49) feet, (5) North zero degrees fourteen minutes forty-one seconds East (N. 00° 14' 41" E.) sixty-three and fifty-eight one-hundredths (63.58) feet, (6) South eighty-nine degrees fifty-six minutes fifty-four seconds West (S. 89° 56' 54" W.) sixty-five and eighty-nine one-hundredths (65.89) feet, and (7) South zero degrees four minutes four seconds East (S. 00° 04' 04" E.) two hundred twenty-five and thirty-six one-hundredths (225.36) feet to the place of beginning; CONTAINING fifty-three and six thousand three hundred twelve ten-thousandths (53.6312) acres, more or less.

NCR0540
 cvjvknkustal

RECORDER OF DEEDS
 NORTHAMPTON COUNTY
 PENNSYLVANIA

INSTRUMENT NUMBER
 2001043261

RECORDED BY
 Oct 12, 2001
 12:15:29 PM

RECORDING FEES	143.00
STATE WRIT TAX	\$9.50
COUNTY RECORDS IMPROVEMENT FEE	\$1.00
DEEDS RECORDS IMPROVEMENT FEE	\$1.00
TOTAL	\$45.50



I hereby CERTIFY that this document is recorded in the Recorder's Office of Northampton County, Pennsylvania.

Ann L. Anshutz

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