

ENTITY DISCLOSURE STATEMENT

DEFINITIONS

“Administrative Code” means the Administrative Code of the City of New York, including but not limited to the Building Code and the Housing Maintenance Code.

“Board of Responsibility” means any board which may pass upon the responsibility of a bidder; or any board which has the authority to review a poor performance certification, including the New York City Board of Responsibility, the Board of Review of the New York City Board of Education, and the Panel of Responsibility of the New York City School Construction Authority, as well as any other board of responsibility convened by any other governmental or quasi-governmental entity in New York City, by whatever name known.

“Building Code” means Title 27, Chapter 1 of the Administrative Code.

“City” means the City of New York, a municipal corporation.

“City Agency” means any agency, department, office, commission or instrumentality of the City, including quasi-public corporations and authorities (e.g., the New York City Housing Authority, New York City Economic Development Corporation, New York City Transit Authority, New York City Housing Development Corporation, and New York City Health and Hospitals Corporation).

“Entity” means the entity identified in response to Question 1.

“EIN” means Federal Employer Identification Number.

“Governmental Agency” means any federal, state, or local agency, department, office, commission, instrumentality or court (including grand jury) and any quasi-public corporations and authorities (e.g., a City Agency, the Metropolitan Transportation Authority and the New York State Housing Trust Fund).

“Housing Maintenance Code” means Title 27, Chapter 2 of the Administrative Code.

“HPD” means the City’s Department of Housing Preservation and Development and all of its predecessor agencies.

“Immediate Family” means, with respect to any person, (i) his or her spouse or registered domestic partner, (ii) his or her children, siblings, and parents, and (iii) the spouses or registered domestic partners of his or her children, siblings, and parents.

“Joint Venture” means a one-time grouping of two or more persons or entities (or any combination thereof) engaged in the joint conduct of a particular transaction or specific undertaking.

“Officer” means the current President, Vice President, Secretary, Treasurer, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Board Chairperson, Director or Trustee, by whatever titles known, or any other person with signatory authority to legally bind the Entity or Related Entity.

“Principal” means any current Shareholder with a ten percent or more interest, any current General Partner, or any current Joint Venturer.

“Related Entity” means any entity identified in response to Question 3.

“SSN” means Social Security Number.

INSTRUCTIONS

Fill out this Entity Disclosure Statement in its entirety. Whenever an explanation of an answer is required, submit such explanation on the attached Entity Disclosure Statement Appendix and include all material facts. For any unanswered question, state the reason for the failure to answer (e.g., question is inapplicable, respondent lacks sufficient knowledge to answer, etc.).

PART A - ENTITY INFORMATION

1. Entity

Name _____

EIN/SSN _____ Date of Formation _____

Principal Office: Address _____

City _____ State _____ ZIP _____

New York City Address (if different) _____

City _____ State _____ ZIP _____

Main Telephone () _____ Fax Number () _____

Dun and Bradstreet Number _____

Other Credit Service Name and Number, if any _____

2. Type of Entity (Check one)

Business Corporation Not-For-Profit Corporation

Under which statute(s) was the Entity incorporated? (e.g., HDFC, MHSC, etc.)

State of incorporation _____

General Partnership Limited Partnership

State/County where partnership agreement is filed _____

Joint Venture Unincorporated Association

Sole Proprietorship (including tenants in common; joint tenants)

Limited Liability Company Limited Liability Partnership

Other _____

Is the Entity presently authorized to do business in New York State? NO YES

3. Related Entity(ies):

- A. Is the Entity a parent of, or does the Entity own, manage or control or have any interest in, any subsidiaries, members, chapters, franchises, affiliates or any other entities? NO YES
- B. Is the Entity owned, managed or controlled by, or is the Entity a subsidiary, member, chapter, franchise, or affiliate of, any other entity? NO YES

If YES to any of the above, provide such other entity's name, address, and SSN/EIN, the details of the relationship, and the names and home addresses of the Principals and Officers of such other entity on the Appendix. Include an organizational chart showing the relationship of such other entity (including its Principals and Officers) to the Entity named in Question 1.

4. Is the Entity or any Related Entity:

- A. Using any name, trade name, d/b/a name, abbreviation, EIN, or SSN other than those listed in response to Questions 1 and 3, or has it done so in the past? NO YES

If YES, provide other name(s) and/or number(s) on the Appendix.

- B. Listed on any national or regional stock exchange or on NASDAQ? NO YES

If YES, provide the name of the exchange and the listing on the Appendix.

- C. Required to register with the New York State Department of Law (Attorney General)? NO YES

If YES, provide the date of such registration and the date that the Entity or Related Entity filed its most recent financial statement on the Appendix.

If NO, and the Entity or Related Entity is a not-for-profit corporation, state the reason(s) in the Appendix.

5. List All Principals of the Entity (if the space below is inadequate, use the Appendix):

<u>NAME AND SSN/EIN</u>	<u>HOME ADDRESS INCLUDING ZIP CODE</u>	<u>POSITION/TITLE</u>	<u>PERCENT OF INTEREST OWNED</u>
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If the Entity is a privately held corporation (i.e., one whose shares are not publicly traded on any securities exchange), list the name, SSN/EIN and address of each shareholder who is not a Principal in the Appendix .

6. List All Officers of the Entity (if the space below is inadequate, use the Appendix):

<u>NAME AND SSN/EIN</u>	<u>HOME ADDRESS INCLUDING ZIP CODE</u>	<u>POSITION/TITLE</u>	<u>PERCENT OF INTEREST OWNED</u>
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7. A. Does any individual or other entity hold stock options or other securities or instruments that can be converted to stock that if exercised, would constitute ten percent of the issued stock of the Entity? [] NO [] YES

If YES, provide the name and address on the Appendix.

B. Has the Entity pledged or hypothecated ten percent or more of its stock to another entity or individual to guarantee payment for a debt or obligation or for any other reason? [] NO [] YES

If YES, provide the name, address, percent pledged and transaction date on the Appendix.

8. A. Does the Entity share office space, staff, equipment or expenses with any other entity? [] NO [] YES

If YES, provide name and address on the Appendix.

B. Will the Entity use or occupy any real property (other than the project site or its own offices) to carry out this project? [] NO [] YES

If YES, provide the name and address of the lessor or owner on the Appendix.

C. Are any Principals or Officers of the Entity related to or affiliated in any way with an entity that leases or owns the real property identified in response to Question 8.B? [] NO [] YES

If YES, provide the name, title and relationship on the Appendix.

D. Are any of the Entity's Principals or Officers affiliated with any other entity with which the Entity will conduct business in connection with this project? [] NO [] YES

If YES, provide the name of such Principal or Officer of the entity, the name, address, and SSN/EIN of such other entity or person, the details of the relationship, and the name, address, and SSN/EIN of each Principal and Officer of such other entity on the Appendix.

E. Does or will the Entity or any Related Entity or any of their respective Principals or Officers receive, directly or indirectly, any form of payment, income, revenue, compensation or remuneration or anything else of value from any other entity or person with which the Entity will conduct business in connection with this project? NO YES

If YES, provide the name, address, and SSN/EIN of such other entity or person, the details of the relationship, and the name, address, and SSN/EIN of each Principal and Officer of such other entity on the Appendix.

PART B - GOVERNMENT

9. Is there any Principal or Officer of the Entity or any Related Entity who is or was, or whose Immediate Family member is or was:
- A. Elected or appointed to a City office or employed by a City Agency? Include part-time and unpaid positions, and membership in advisory committees or Community Boards? NO YES
 - B. A consultant or advisor to a City Agency performing services related to the solicitation of, negotiation for, or operation/administration of either (i) the proposed project or (ii) any projects with such City Agency? NO YES

If YES to either of the above, provide the name of such person and the City Agency and status with the City in the Appendix.

10. Has the Entity or any Related Entity or any of their respective Principals or Officers:
- A. Ever participated in, or been selected to participate in, any HPD program, project, loan, contract or other activity as a developer, sponsor, contractor, subcontractor, lender, borrower or in any other capacity? NO YES

If YES, state the date, program, project, loan, contract and/or activity, and all relevant details on the Appendix.

- B. Been awarded a contract with any City Agency in the past three years? NO YES
- If YES, identify the agency, contract or project and all relevant details in the Appendix.
- C. Been a subcontractor on any contract with any City Agency in the past three years? NO YES

If YES, provide the names of the City Agency and the prime contractor and the contract start date on the Appendix.

11. Has the Entity or any Related Entity or any of their respective Principals or Officers ever:
- A. Been found a non-responsible bidder by any Governmental Agency? NO YES
 - B. Been denied pre-qualified vendor status, or had pre-qualified vendor status revoked by any Governmental Agency? NO YES
 - C. Been denied a contract with a Governmental Agency despite being a low bidder or proposer? NO YES
 - D. Been denied a contract with a Governmental Agency as a result of an administrative action by any Governmental Agency? NO YES
 - E. Had any form of designation, selection, award, approval, license, permit, or authorization revoked by a Governmental Agency? NO YES
 - F. Been suspended, barred, disqualified or otherwise declared ineligible from entering into a contract or agreement with, or other obligation to, a Governmental Agency? NO YES
 - G. Failed to enter into or perform a contract with a Governmental Agency after an award was made, or failed to close on a loan after accepting a loan commitment from a Governmental Agency? NO YES
 - H. Been unable to execute, or unable to perform, a contract or agreement with, or other obligation to, a Governmental Agency because it could not provide the required security, insurance or surety bond? NO YES
 - I. Failed to timely complete the performance of its obligations under a contract or agreement with, or other obligation to, a Governmental Agency? NO YES
 - J. Received an extension of time to complete the performance of its obligations under a contract or agreement with, or other obligation to, a Governmental Agency? NO YES
 - K. Defaulted on, received a notice of default on, or been declared in default on a contract or agreement with, or other obligation to, a Governmental Agency? NO YES
 - L. Had any contract or agreement with, or other obligation to, a Governmental Agency terminated, canceled or not renewed by any Governmental Agency? NO YES
 - M. Been a respondent before a Board of Responsibility and/or been the subject of a hearing before the New York City Office of Administrative Trials and Hearings? NO YES
 - N. Filed a public improvement lien? NO YES

If YES to any of the above, provide the name and EIN of the Entity, the name of the Governmental Agency and all material details in the Appendix.

12. Is the Entity or any Related Entity or any of their respective Principals or Officers currently subject to any unsatisfied judgment or lien held by a Governmental Agency, including, but not limited to, judgments or liens based on taxes owed, enforcement proceedings, and/or charges, fines and penalties? NO YES

If YES to any of the above, provide the name of the Entity, EIN, Governmental Agency, and date, amount, and type of obligation in the Appendix.

13. Has the Entity or any Related Entity or any Principal or Officer thereof ever:
- A. Had any City permits, licenses, franchises or leases terminated for cause or revoked? NO YES
- B. Been disqualified for cause from bidding on, submitting a proposal for, receiving or executing any City permit, license, concession, franchise or lease? NO YES

If YES to either of the above, provide entity name, EIN, agency name and details in the Appendix.

14. Is the Entity, a Related Entity or any of their respective Principals or Officers a party in any lawsuit in which HPD or the City of New York or any City Agency is also a party? NO YES

If YES, describe all material details in the Appendix.

15. Are there any persons now serving in a management or advisory capacity to the Entity or a Related Entity, whether as a Principal, attorney, engineer, architect or in any other capacity, who presently serve or have served as a consultant or advisor to HPD (in connection with the proposed project or otherwise)? NO YES

If YES, describe all material details in the Appendix.

PART C - AUDITS, INVESTIGATIONS AND CHARGES

16. Have any audits of the Entity conducted in the past five years revealed material deficiencies in either its system of internal controls or in its compliance with legally binding agreements, laws or regulations? NO YES

If YES, provide name of auditing agency, audit date and date corrective action was implemented in the Appendix.

17. Has the Entity or any Related Entity, or any of their respective Principals or Officers, ever been:
- A. The subject of any criminal, civil, or other investigation by any Governmental Agency? NO YES

- B. Subpoenaed to appear before any Governmental Agency to testify in connection with any transaction, contract or dealing with any Governmental Agency? NO YES
- C. Granted immunity from prosecution? NO YES

If YES to any of the above, provide the name of the Governmental Agency, its address, agency contact and telephone number, and the nature, date and result of the investigation in the Appendix.

18. Does the Entity or any Related Entity, or any of their respective Principals or Officers, have pending against them any:
- A. Felony charges? NO YES
- B. Misdemeanor charges? NO YES
- C. Administrative, regulatory, or statutory charges? NO YES

If YES to any of the above, provide the name, SSN/EIN, title, status in the Entity, the court, its address, index or docket number, nature and result of charges and date in the Appendix.

19. Has the Entity or any Related Entity, or any of their respective Principals or Officers (either before or during their employment), ever:
- A. Been convicted of, or pled guilty to, a felony? NO YES
- B. Been convicted of, or pled guilty to, a misdemeanor? NO YES
- C. Been found in violation of, or admitted to a violation of, any administrative, regulatory or statutory charges? NO YES

If YES to any of the above, provide the name, SSN/EIN, title, status in the Entity, the court, its address, index or docket number, nature and result of charges and date in the Appendix.

20. During the last two years, have any former Principals, Officers or employees of the Entity been charged with, convicted of, or pled guilty to any crime (including without limitation, felony, misdemeanor, violation, or administrative, regulatory or statutory charges) relating to their activities with the Entity? NO YES

If YES to any of the above, provide the name, SSN/EIN, title, status in the Entity, the court, its address, index or docket number, nature and result of charges and date in the Appendix.

21. A. Is the Entity exempt from Federal income taxes under the Internal Revenue Code? NO YES

If YES, attach a written grant of exemption from the Internal Revenue Service.

- B. If not exempt, has the Entity ever failed to file tax returns or failed to pay any applicable Federal, State or local taxes? NO YES

If YES, provide details in the Appendix.

- C. Has any Principal or Officer of the Entity ever failed to file tax returns or failed to pay any applicable Federal, State or local taxes? NO YES

If YES, provide details in the Appendix.

PART D - DEFAULTS, CLAIMS AND LIABILITIES

22. During the last ten years, has the Entity or any Related Entity?

- A. Failed to timely complete the performance of its obligations under a contract, agreement or other obligation? NO YES

- B. Defaulted on, received a notice of default on, or been declared in default on a contract, agreement or other obligation? NO YES

- C. Had any contract, agreement or other obligation terminated, canceled or not renewed? NO YES

If YES to any of the above, describe all material details in the Appendix.

23. A. Is the Entity or any Related Entity currently in default on any obligation or subject to any unsatisfied judgment or lien? NO YES

- B. Is the Entity or any Related Entity currently subject to any injunction? NO YES

If YES to either of the above, provide the name of the Entity, EIN, creditor, and date, amount, and type of obligation in the Appendix.

24. A. Has the Entity or any Related Entity or any of their respective Principals ever filed a bankruptcy petition, filed for reorganization, made an assignment for the benefit of creditors, or been subject to any involuntary bankruptcy proceedings, or are any such proceedings pending? NO YES

If YES, provide the name of the Entity, SSN/EIN, the court, its address, docket number, filing date and discharge date, if not pending, in the Appendix.

- B. Has the Entity or any Related Entity ever petitioned a court to transfer or sell all or substantially all of its assets? NO YES

If YES, explain circumstances of petition in the Appendix.

25. Is there any litigation pending against the Entity, a Related Entity, or any of their respective Principals or Officers? NO YES

If YES, describe all material details in the Appendix.

26. Is there any existing or pending action, condition, claim or event which may significantly affect the financial status of the Entity or of any Principal of the Entity or the ability of the Entity to participate in the project? NO YES

If YES, describe all material details in the Appendix.

PART E - REAL PROPERTY

27. Has (i) the Entity or any Related Entity, (ii) any of their respective Principals or Officers, or (iii) any Immediate Family members of their respective Principals or Officers, ever:
- A. owned, managed or controlled (directly or indirectly through other entities), or held any mortgage on, or other interest in, all or any part of the property comprising the proposed project site? NO YES
 - B. owned (directly or indirectly through other entities) any property which (i) was acquired or transferred by the City through real property tax or other lien enforcement proceedings, or (ii) was encumbered by a tax lien that the City sold? NO YES
 - C. been a successor in interest to a former owner of any property which (i) was acquired or transferred by the City through real property tax or other lien enforcement proceedings, or (ii) was encumbered by a tax lien that the City sold? NO YES

If YES to any of the above, fully identify the parties on the Appendix setting forth all details of such prior ownership including but not limited to the means by which such property was acquired by the City.

28. Within the last ten years, has the Entity or any Related Entity or any of their respective Principals or Officers owned, managed, or controlled (directly or indirectly through other entities), any real property (in part or in its entirety) in New York City? NO YES

If YES, list such property by address, tax block and lot numbers on the Appendix which indicates the relevant entity, its relationship to each property, and the dates of such relationship to each property.

29. Within the last ten years, has the Entity or any Related Entity or any of their respective Principals or Officers owned, managed or controlled (directly or indirectly through other entities) any real property (in part or in its entirety) located anywhere which was the subject of any fire insurance claim in an aggregate amount equal to or more than \$5,000 where less than half of the proceeds of such claim was expended in restoration of the property or the repair of damage? NO YES

If YES, provide a full explanation with respect to any such property in the Appendix.

30. Has the Entity or any Related Entity or any of their respective Principals or Officers ever been the subject of any tenant harassment complaint or Commission on Human Rights proceeding? [] NO [] YES

If YES, describe all material details in the Appendix.

31. Within the last ten years, has the Entity or a Related Entity or any of their respective Principals or Officers been cited by the Division of Housing and Community Renewal or the Rent Guidelines Board for failure to comply with the Rent Stabilization Law or Code or for failure to comply with an order of the Division of Housing and Community Renewal or the Rent Guidelines Board? [] NO [] YES

If YES, state all the details in the Appendix.

32. Does the Entity or any Related Entity or any of their respective Principals or Officers own, manage or control (directly or indirectly through other entities) any interest in any real property (in part or in its entirety) located in New York City which is currently either in arrears or default on, or the subject of any foreclosure or other lien enforcement action or proceeding with respect to:

	<u>NO</u>	<u>YES</u>
A. Real estate taxes or water/sewer charges	[]	[]
B. Emergency Repair Program Charges	[]	[]
C. Any mortgage or loan	[]	[]
D. Receivership charges	[]	[]
E. Relocation charges	[]	[]
F. Any other lien, security interest or charges or contractual obligation due the City of New York?	[]	[]

If the answer to any of the foregoing is YES, state all material details in the Appendix.

33. Has the Entity or any Related Entity or any of their respective Principals or Officers ever owned, managed or controlled (directly or indirectly through other entities) any interest in any real property (in part or in its entirety) located in New York City which, during the term of such ownership, management or control, was (a) disposed of while in arrears or default on any of the following, whether by deed in lieu of foreclosure or by any other voluntary or involuntary method, (b) in arrears or default any of the following for more than 90 days, or (c) the subject of a foreclosure or other enforcement action or proceeding with respect to any of the following?

	<u>NO</u>	<u>YES</u>
A. Real estate taxes or water/sewer charges	[]	[]
B. Emergency Repair Program Charges	[]	[]
C. Any mortgage or loan	[]	[]
D. Receivership charges	[]	[]
E. Relocation charges	[]	[]
F. Any other lien, security interest or charges or contractual obligation due the City of New York?	[]	[]

If the answer to any of the foregoing is YES, state all material details in the Appendix.

34. A. Does the Entity or any Related Entity or any of their respective Principals or Officers currently own, manage or control any properties that have outstanding violations of the Housing Maintenance Code, the Building Code, the Zoning Resolution or the Multiple Dwelling Law? NO YES

If YES, specify the property, the owner(s) of record and managing agent, the nature and number of violations in each classification and the number of apartments in each property.

B. Has the Entity or any Related Entity or any of their respective Principals or Officers ever been the subject of any action or proceeding to enforce, or order requiring the correction of, a condition that violated any provision of the Housing Maintenance Code, the Building Code, the Administrative Code (other than parking violations), the Zoning Resolution, or the Multiple Dwelling Law? NO YES

If YES, state all the details in the Appendix.

C. Are there any judgments, consent decrees, stipulations, or other settlements currently outstanding against the Entity or any Related Entity or any of their respective Principals or Officers resulting from lawsuits brought by HPD or the City of New York or any of its other agencies, including but not limited to (a) civil penalties for failure to correct violations or (b) recoupment of Emergency Repair Program expenses. NO YES

If YES, state all the details in the Appendix.

D. Has the Entity or any Related Entity or any of their respective Principals or Officers, or any property owned, managed, or controlled by any of them, ever been the subject of a stop work order issued by the Department of Buildings or a violation issued by the Occupational Safety and Health Administration? NO YES

If YES, state all the details in the Appendix.

35. A. Has the Entity, any Related Entity, or any of their respective Principals or Officers ever owned, managed or controlled a building which was the subject of a proceeding to appoint a 7A Administrator, to appoint a receiver to remove or remedy a nuisance pursuant to Multiple Dwelling Law §309, or to vest title to abandoned property in an Article 19A proceeding? NO YES

B. Has the Entity or any Related Entity or any of their respective Principals or Officers ever owned, managed or controlled any property that had issued against it a precept to abate an unsafe or dangerous structure, or any other unsafe building notice or designation? NO YES

C. Has the Entity or any Related Entity or any of their respective Principals or Officers ever owned, managed or controlled any property that was the subject of a vacate order by any Governmental Agency? NO YES

If YES to any of the above, state all the details in the Appendix.

PART F - RELATED ENTITY

If you answered "Yes" to any question in Parts B - E of this Entity Disclosure Statement with regard to a Related Entity, then please complete Questions 36 and 37.

36. List All Principals of such Related Entity (if the space below is inadequate, use the Appendix):

RELATED ENTITY NAME: _____

<u>NAME AND SSN/EIN</u>	<u>HOME ADDRESS INCLUDING ZIP CODE</u>	<u>POSITION/TITLE</u>	<u>PERCENT OF INTEREST OWNED</u>
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If the Related Entity is a privately held corporation (i.e., one whose shares are not publicly traded on any securities exchange), list the name, SSN/EIN and address of each shareholder who is not a Principal in the Appendix .

37. List All Officers of such Related Entity (if the space below is inadequate, use the Appendix):

RELATED ENTITY NAME: _____

<u>NAME AND SSN/EIN</u>	<u>HOME ADDRESS INCLUDING ZIP CODE</u>	<u>POSITION/TITLE</u>	<u>PERCENT OF INTEREST OWNED</u>
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38. Attach the following to this Entity Disclosure Statement:

- A. Either an Individual Disclosure Statement or (if applicable) an Entity Disclosure Statement completed by each Principal of the Entity.
 - B. An Individual Disclosure Statement completed by each Officer of the Entity.
 - C. An Entity Disclosure Statement for each Related Entity listed in response to Questions 36 & 37.
 - D. Either an Individual Disclosure Statement or (if applicable) an Entity Disclosure Statement completed by each Principal of a Related Entity listed in response to Question 36.
 - E. An Individual Disclosure Statement completed by each Officer of a Related Entity listed in response to Question 37.
 - F. An organization chart showing the Entity's current managerial structure.
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ENTITY NAME: _____ EIN/SSN: _____ PROGRAM: _____ PROJECT: _____

ENTITY ORGANIZATION CHART

INSTRUCTIONS

39. On this page, provide an organization chart showing the Entity's current managerial structure.

ENTITY NAME: _____ EIN/SSN: _____ PROGRAM: _____ PROJECT: _____

CERTIFICATION

I certify that the information set forth in or attached to this Entity Disclosure Statement ("Statement") is true and correct to the best of my knowledge and belief.

I am aware that the City of New York is relying upon all of the information set forth in or attached to this Statement and that this Statement is submitted to induce the City of New York to approve this project.

I am aware that this Statement is part of a continuing application, and until such time as the project is finally and unconditionally approved by the City of New York, I will report any changes in or additions to the information set forth herein, and furnish such further documentation or information as may be requested by the City of New York or any agency thereof.

I understand that this Statement is intended to be a written instrument under Article 175 of the New York Penal Law, and that the making of any false statement in this Statement, or the failure to update this Certification prior to approval of the project, is a Class E felony.

Signature

PRINT NAME OF PERSON SIGNING ABOVE:

TITLE: _____

ENTITY (if any):

DATE: _____

State of New York)
) ss
County of _____)

On this _____ day of _____, 200_, before me personally came _____ to me known and known to me to be the person who executed the foregoing certification, and (s)he duly acknowledged to me that (s)he executed the same.

Notary Public

