

ATTACHMENT A

STAFF REPORT REGARDING THE NECESSITY FOR THE ACQUISITION OF THE PROPERTIES REQUIRED FOR THE EAST SAN FERNANDO VALLEY LIGHT RAIL TRANSIT PROJECT (“PROJECT”) PROJECT PARCELS ESFV-E-004-1, ESFV-E-008-1, ESFV-E- 010-1, AND ESFV-E- 011-1

BACKGROUND

The Property Interests are required by the Los Angeles County Metropolitan Transportation Authority (“LACMTA”) for the construction and operation of the Project. The assessor parcel numbers, project parcel numbers, addresses, record property owners and tenants, purpose of the acquisitions, and nature of the property interests sought to be acquired for the Project are summarized as follows:

Summary Table 1

Assessor's Parcel Number	Project Parcel Number	Parcel Address	Property Owner/Tenant	Purpose of Acquisition	Property Interest(s) Sought
2210-030-029	ESFV-E-004-1	14546 Raymer St, Van Nuys, CA	Property Owner: Zeyad S. Hillo, as to an undivided 50% interest Waleed E. Hillo, as to an undivided 50% interest	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Fee Interest; Improvements Pertaining to Realty and Leasehold Improvements
2210-030-029	ESFV-E-004-1	14546 Raymer St, Van Nuys, CA	Tenant: STR/ Active Auto	Construction and operation of the East San Fernando Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements
2210-030-024	ESFV-E-008-1	14617 Keswick St, Van Nuys, CA	Property Owner: Ambar Investment Group, LLC, a California Limited Liability Company	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Fee Interest; Improvements Pertaining to Realty and Leasehold Improvements
2210-030-024	ESFV-E-008-1	14617 Keswick St, Van Nuys, CA	Tenant: G&A Fire Protector Corp	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements

2210-030-024	ESFV-E-008-1	14617 Keswick St, Van Nuys, CA	Tenant: G&A Underground Corp.	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements
2210-030-024	ESFV-E-008-1	14617 Keswick St, Van Nuys, CA	Tenant: Arya Company	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements
2210-030-024	ESFV-E-008-1	14617 Keswick St, Van Nuys, CA	Tenant: I Beauty Brand	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements
2210-030-017	ESFV-E-010-1	14626 Raymer Street Van Nuys, CA	Property Owner: Raymer Street Properties, LLC, a Delaware limited liability company	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Fee Interest; Improvements Pertaining to Realty and Leasehold Improvements
2210-030-017	ESFV-E-010-1	14626 Raymer Street Van Nuys, CA	Tenant: Dames and Games	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements
2210-025-005,035	ESFV-E-011-1	14635-14645 Keswick St, Van Nuys, CA	Property Owner: Lainer Brothers, a California General Partnership	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Fee Interest; Improvements Pertaining to Realty and Leasehold Improvements
2210-025-005,035	ESFV-E-011-1	14635-14645 Keswick St, Van Nuys, CA	Tenant: Frontier Communications	Construction and operation of the East San Fernando Valley Light Rail Transit Project	Improvements Pertaining to Realty and Leasehold Improvements

Property Requirements:

Purpose of Acquisitions: Construction and operation of the East San Fernando Valley Light Rail Transit Project.

Property Interests Sought:

With regard to Project parcels ESFV-E-004-1, ESFV-E-008-1, ESFV-E-010-1, and ESFV-E-011-1, LACMTA seeks to acquire fee interests, as well as the improvements pertaining to realty (IPR) and leasehold improvements. These interests are required to construct the Maintenance and Storage Facility (MSF) for the Project. The MSF will be constructed on the west side of Van Nuys Boulevard on approximately 21 acres, which is bounded by Keswick Street on the south, Raymer Street on the east and north, and the Pacoima Wash on the west. In order to connect the main line alignment to the MSF site, spur tracks will extend from the guideway and will curve west off of Van Nuys Boulevard north of Keswick Street and continue in a westward direction crossing Raymer Street and into the MSF site.

These acquisitions of fee interests and of IPR and leasehold improvements are collectively referred to herein as the Property Interests.

A written offer of Just Compensation to purchase the fee interests was presented to each of the Owners of Record for each parcel (collectively, "Owners") on: December 19, 2023 for ESFV-E-004-1; April 8, 2024 for ESFV-E-008-1; February 13, 2024 for ESFV-E-010-1; and April 15, 2024 for ESFV-E-011-1 as required by California Government Code Section 7267.2. Similarly, and in compliance with California Government Code Section 7267.2, a written offer of Just Compensation to purchase the IPR and/or leasehold improvements on each parcel was presented to the respective Owner(s) and, where applicable, tenant(s).

A. The public interest and necessity require the Project.

The Project is a vital public transit infrastructure investment that will provide improved transit service along the busy Van Nuys Boulevard and San Fernando Road corridors serving the eastern San Fernando Valley. The Project will ultimately provide a 9.2-mile light rail transit system to connect from the Van Nuys LACMTA G Line (Orange Line) Station in the community of Van Nuys to the Sylmar/San Fernando Metrolink Station in the City of San Fernando, providing commuters with significantly more options when navigating Los Angeles County.

The Project will improve mobility in the eastern San Fernando Valley by introducing an improved north-south transit connection between key transit hubs/routes including direct access to Metrolink/Amtrak and G-line stations, enhancing transit accessibility/connectivity for residents to local and regional destinations and activity centers, increasing transit service efficiency, and encouraging a modal shift from driving to achieve reductions in greenhouse gas emissions. The Project will provide new transit service and improved transit connectivity in future years. The Project is consistent with one of LACMTA's overall goals of providing high quality mobility options that enable people to spend less time traveling.

Based on an evaluation of socioeconomic make-up of the area, congestion growth trends, travel conditions, and feedback from the project stakeholder meetings, it is demonstrated that existing and projected levels of traffic congestion in the corridor as well as limited

mobility will increase the demand for reliable transit services. In light of these conditions, the Project supports the public interest and necessity through its ability to:

- Improve mobility in the eastern San Fernando Valley by introducing an improved north-south light rail transit connection between key transit hubs/routes;
- Enhance transit accessibility/connectivity for residents within the eastern San Fernando Valley to local and regional destinations;
- Provide more reliable transit service within the eastern San Fernando Valley;
- Provide additional transit options in an area with a large transit dependent population and high number of transit riders; and
- Encourage modal shift to transit in the eastern San Fernando Valley, thereby improving air quality.

It is recommended that based on the above evidence, the Board find and determine that the public interest and necessity require the Project.

B. The Project is planned or located in the manner that will be most compatible with the greatest public good and least private injury.

In September and October of 2017, the Draft Environmental Impact Study/Draft Environmental Impact Report (DEIS/DEIR) was circulated for public review and comment for 60 days. The following six alternatives were evaluated in the DEIS/DEIR:

- No-Build Alternative;
- TSM Alternative;

BRT Alternatives:

- Alternative 1 – Curb-Running BRT Alternative;
- Alternative 2 – Median-Running BRT Alternative;

Rail Alternatives:

- Alternative 3 – Low-Floor Light Rail Transit (LRT)/Tram Alternative;
- Alternative 4 – LRT Alternative.

All build alternatives considered within the DEIS/DEIR (Alternatives 1 through 4) would operate at grade over 9.2 miles, either in a dedicated busway or dedicated guideway (6.7 miles) and/or in mixed-flow traffic lanes (2.5 miles), from the Sylmar/San Fernando Metrolink station on the north to the Van Nuys Metro Orange Line station on the south, with the exception of Alternative 4, which included a 2.5-mile segment within Metro-owned railroad right-of-way adjacent to San Fernando Road and Truman Street and a 2.5-mile underground segment beneath portions of the City of Los Angeles communities of Panorama City and Van Nuys.

Metro applied the objectives below in evaluating potential alternatives for the Project:

- Provide new service and/or infrastructure that improves passenger mobility and

connectivity to regional activity centers;

- Increase transit service efficiency (speeds and passenger throughput) in the project study area; and
- Make transit service more environmentally beneficial by providing alternatives to auto-centric travel modes and other environmental benefits, such as reduced air pollutants, including reductions in greenhouse gas emissions in the project study area.

These goals draw upon those presented in the Alternatives Analysis Report completed in 2012. For the purposes of the DEIS/DEIR, these goals were updated and refined to reflect public involvement and further analysis of the proposed project, the project area, and the background transportation system. Based on the project objectives and the public comments received during the 60-day comment period for the DEIS/DEIR, a modified version of Alternative 4 (Alternative 4 Modified: At-Grade LRT) was developed on June 28, 2018, and the Metro Board of Directors formally identified Alternative 4 Modified: At-Grade LRT as the Locally Preferred Alternative (LPA). The primary difference between DEIS/DEIR Alternative 4 and the LPA is the elimination of the 2.5-mile subway portion of DEIS/DEIR Alternative 4. Under the LPA, the entire 9.2-mile alignment will be constructed at grade. The subway portion was eliminated because it would be very expensive, have significant construction impacts, and result in little time savings compared with a fully at-grade alignment.

In addition, Metro determined that the LPA best fulfilled the project's purpose and need to:

- Improve north–south mobility;
- Provide more reliable operations and connections between key transit hubs/routes;
- Enhance transit accessibility/connectivity to local and regional destinations;
- Provide additional transit options in a largely transit-dependent area, and
- Encourage mode shift to transit.

Additional factors that were considered by Metro in identifying Alternative 4 Modified as the LPA include: the greater capacity of LRT compared to the BRT alternatives, the LPA could be constructed in less time and at reduced cost compared to the DEIS/DEIR Alternative 4, fewer construction impacts compared to DEIS/DEIR Alternative 4, and strong community support for a rail alternative.

The Project will cause private injury, however, no other alternative locations for the Project provide greater public good with less private injury. Therefore, the Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury.

It is recommended that, based upon the foregoing, the Board find and determine that the Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury.

C. The Property is necessary for the Project.

The Property Interests are specifically needed for the southern segment of the Project (“Southern Segment”). The Southern Segment of the Project consists of a 6.7-mile at-grade alignment light rail transit system, which will include 11 new transit stations, 10 Traction Power Substations, and a new Maintenance and Storage Facility. The purpose of the Project is to improve connections and access to crucial destinations while connecting transit users to the growing network in the San Fernando Valley.

The Southern Segment of the Project will operate in the center of Van Nuys Boulevard from the LACMTA G Line (Orange) Van Nuys Station to Van Nuys Boulevard and San Fernando Road. Once constructed, the Project’s light rail system will travel in a semi-exclusive right-of-way in the median of Van Nuys Boulevard, from travel lanes by a curb separated by a curb except at signalized intersections. There will be 33 light rail vehicles procured to support operations for the Project. The light rail system will be powered by an electrified overhead contact system, a network of overhead wires that distributes electricity to the light rail vehicles.

The MSF will house general administration, operation, and support services. The facility will be used to store the light rail transit vehicles when they are not in operation and to perform inspections, body and heavy repairs, and cleaning and washing of LACMTA’s growing light rail vehicle fleet. Meanwhile, the TPSS sites will provide the electricity to power the light rail vehicles.

The Property Interests are required for construction and operation of the Project. Parcels ESFV-E-004-1, ESFV-E-008-1, ESFV-E-010-1, and ESFV-E-011-1 are required to construct the MSF. The MSF will be constructed on the west side of Van Nuys Boulevard on approximately 21 acres, which is bounded by Keswick Street on the south, Raymer Street on the east and north, and the Pacoima Wash on the west. In order to connect the main line alignment to the MSF site, spur tracks will extend from the guideway and will curve west off of Van Nuys Boulevard north of Keswick Street and continue in a westward direction crossing Raymer Street and into the MSF site.

Therefore, the Property Interests are necessary for the construction and operation of the Project.

Staff recommends that the Board find that the acquisition of the Property Interests are necessary for the Project.

D. Offers were made in compliance with Government Code Section 7267.2.

California Code of Civil Procedure Section 1245.230 requires that a Resolution of Necessity to exercise the power of eminent domain contain a declaration that the governing body has found and determined that either the offer required by Section 7267.2 of the California Government Code has been made to the owner of the property interests being acquired, or the offer has not been made because the owner cannot be located with

reasonable diligence.

California Government Code Section 7267.2 requires that an offer be made to the owner in an amount which the agency believes to be just compensation. The amount must not be less than the agency's approved appraisal of the fair market value of the property interests being acquired. In addition, the agency is required to provide the owner with a written statement of, and summary of the basis for, the amount it established as just compensation.

Staff has taken the following actions as required by California law for the acquisition of the Property Interests:

1. Obtained independent appraisals to determine the fair market value of the Property Interests, including consideration of the existing use of the parcels, the highest and best use of the parcels, and, if applicable, impact to the remainder;
2. Reviewed and approved the appraisals, and established the amount it believes to be just compensation for the acquisition of the Property Interests;
3. Determined the Owner(s) of the parcels by examining the county assessor's record(s) and a preliminary title report, and determined the tenant(s) of the parcels;
4. Made written offers to the Owner(s) and tenant(s) for the full amount of just compensation for the acquisition of the Property Interests, which was not less than the approved appraised value of the Property Interests (offer for fee acquisition was made to Owner(s); offer for IPR and leasehold improvements was made jointly to Owner(s) and tenant(s)); and
5. Provided the Owner(s) and tenant(s) with a written statement of, and summary of the basis for, the amount established as just compensation with respect to the foregoing offer.

It is recommended that based on the above Evidence, the Board find and determine that the offer required by Section 7267.2 of the California Government Code has been made to each of the Owners and tenants.

E. LACMTA has fulfilled the necessary statutory prerequisites.

LACMTA is authorized to acquire property by eminent domain for the purposes contemplated by the Project under Public Utilities Code §§ 30503, 30600, 130051.13, and 130220.5; Code of Civil Procedure §§ 1230.010-1273.050; and Article I, § 19 of the California Constitution.

F. LACMTA has complied with the California Environmental Quality Act.

The environmental impacts of the Project were evaluated in the Final Environmental Impact Statement/Final Environmental Impact Report (FEIS/FEIR), which was certified by

the Board on December 8, 2020. The Board found that in accordance with the California Environmental Quality Act (CEQA) Guidelines, Section 15162, no supplemental Environmental Impact Report is required for the Project, and the FEIS/FEIR documents are consistent with CEQA. Through the Preliminary Engineering (PE) phase of the Project, design refinements to the southern segment were identified. Environmental analysis and findings of the proposed design refinements were documented in an Addendum to the Final Environmental Impact Report, in compliance with California Environmental Quality Act and approved by the Board in October 2023.

Accordingly, LACMTA has fulfilled the necessary statutory prerequisites to acquire the Property Interests by eminent domain.

CONCLUSION

Staff recommends that the Board approve the Resolutions of Necessity.

ATTACHMENTS

- 1 - Legal Descriptions (Exhibits A-1, A-2, A-3, A-4)
- 2 - Plat Maps (Exhibits B-1, B-2, B-3, B-4)
- 3 – Improvements Pertaining to Realty and Leasehold Improvements (Exhibits C-1, C-2, C-3, C-4)

LEGAL DESCRIPTIONS

EXHIBITS A-1, A-2, A-3, A-4

LEGAL DESCRIPTION

The land referred to herein is situated in the State of California, County of Los Angeles, City of Los Angeles and described as follows:

APN: [2210-030-029](#)

Lot 30, of Tract No. 7090, in the City of Los Angeles, County of Los Angeles, State of California, as per map recorded in [Book 68, Page\(s\) 94 and 95](#) of Maps, in the office of the County Recorder of said County.

Except all minerals, coal, oils, petroleum and kindred substance and natural gas under and in said land.

APN: 2210-030-029
(End of Legal Description)

**EXHIBIT A-2
PARCEL ESFV-E-008-1**

LEGAL DESCRIPTION

The land referred to herein is situated in the State of California, County of Los Angeles, City of Los Angeles and described as follows:

The Westerly 77 and 1/2 feet of Lot 24 and all of Lot 25 of Tract No. 7090, in the City of Los Angeles, County of Los Angeles, State of California, as per map recorded in [Book 88, Page\(s\) 94 and 95](#) of Maps, in the office of the County Recorder of said County.

Except from all minerals, coal, oil, petroleum and kindred substances and natural gas under and in said land as reserved by John A. Barton, a widower, in deed recorded December 9, 1953 in [Book 43342 Page 89](#) of Official Records.

APN: [2210-030-024](#)

APN: 2210-030-024
(End of Legal Description)

**EXHIBIT A-3
PARCEL ESFV-E-010-1**

LEGAL DESCRIPTION

The land referred to herein is situated in the State of California, County of Los Angeles and described as follows:

APN: [2210-030-017](#)

Lot 26 of Tract No. 7090, in the City of Los Angeles, County of Los Angeles, State of California, as per map recorded in [Book 88, Page\(s\) 94](#) and 95 of Maps, in the office of the County Recorder of said County.

APN: 2210-030-017
(End of Legal Description)

LEGAL DESCRIPTION

The land referred to herein is situated in the State of California, County of Los Angeles, City of Los Angeles and described as follows:

APN: [2210-025-005 and 2210-025-035](#)

The South 501 feet to the East 215 feet of Lot 6 of Tract No. 1532, in the City of Los Angeles, County of Los Angeles, State of California, as per map recorded in [Book 22, Page\(s\) 130 and 131](#) of Maps, in the office of the County Recorder of said County.

Except the West 70 feet thereof.

APN: 2210-025-005 and 2210-025-035
(End of Legal Description)

PLAT MAPS

EXHIBITS B-1, B-2, B-3, B-4

EXHIBIT B-1
PARCEL ESFV-E-004-1

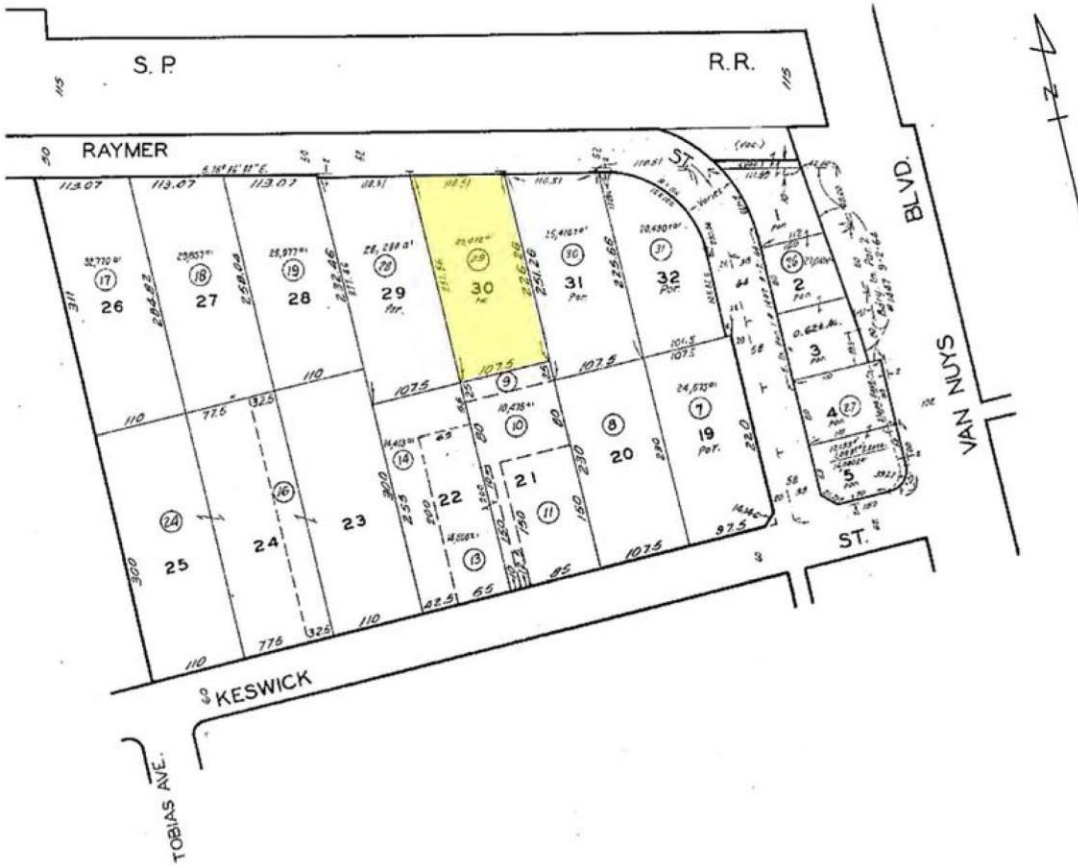


EXHIBIT B-2
PARCEL ESFV-E-008-1

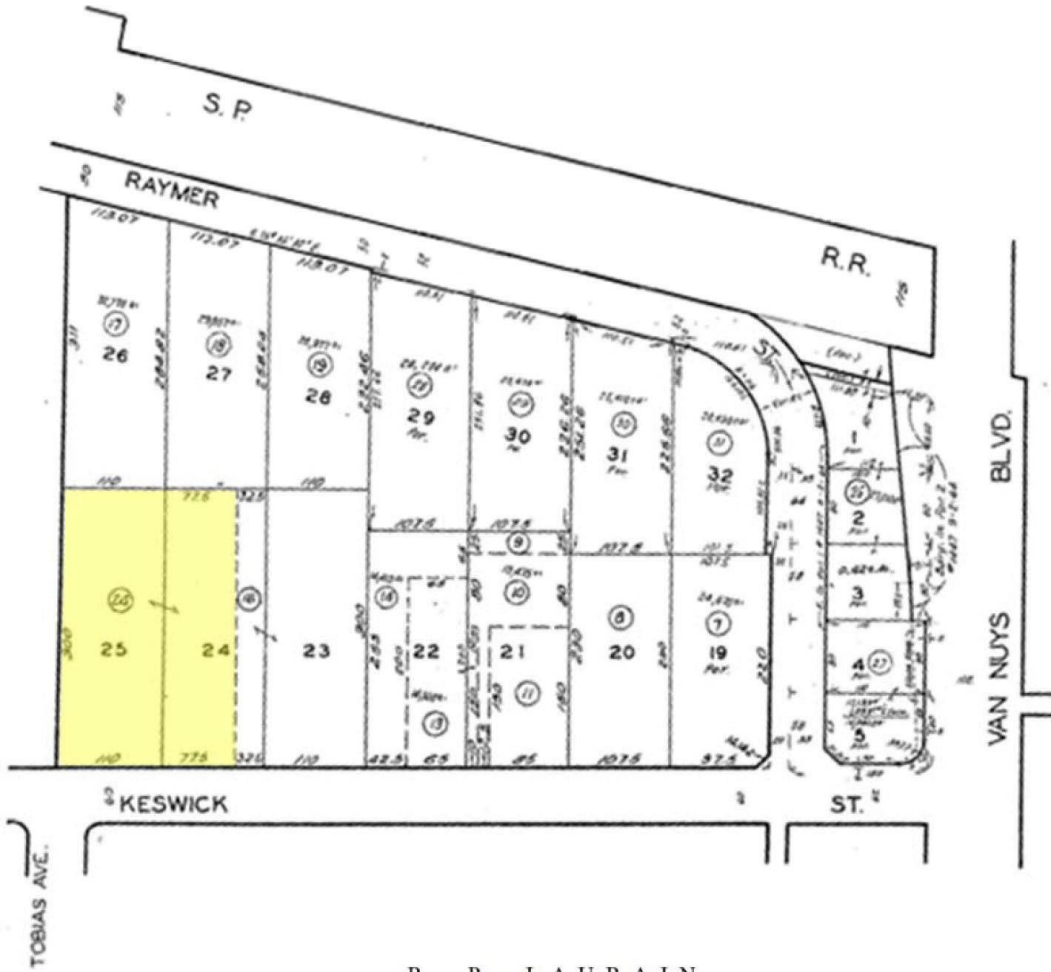
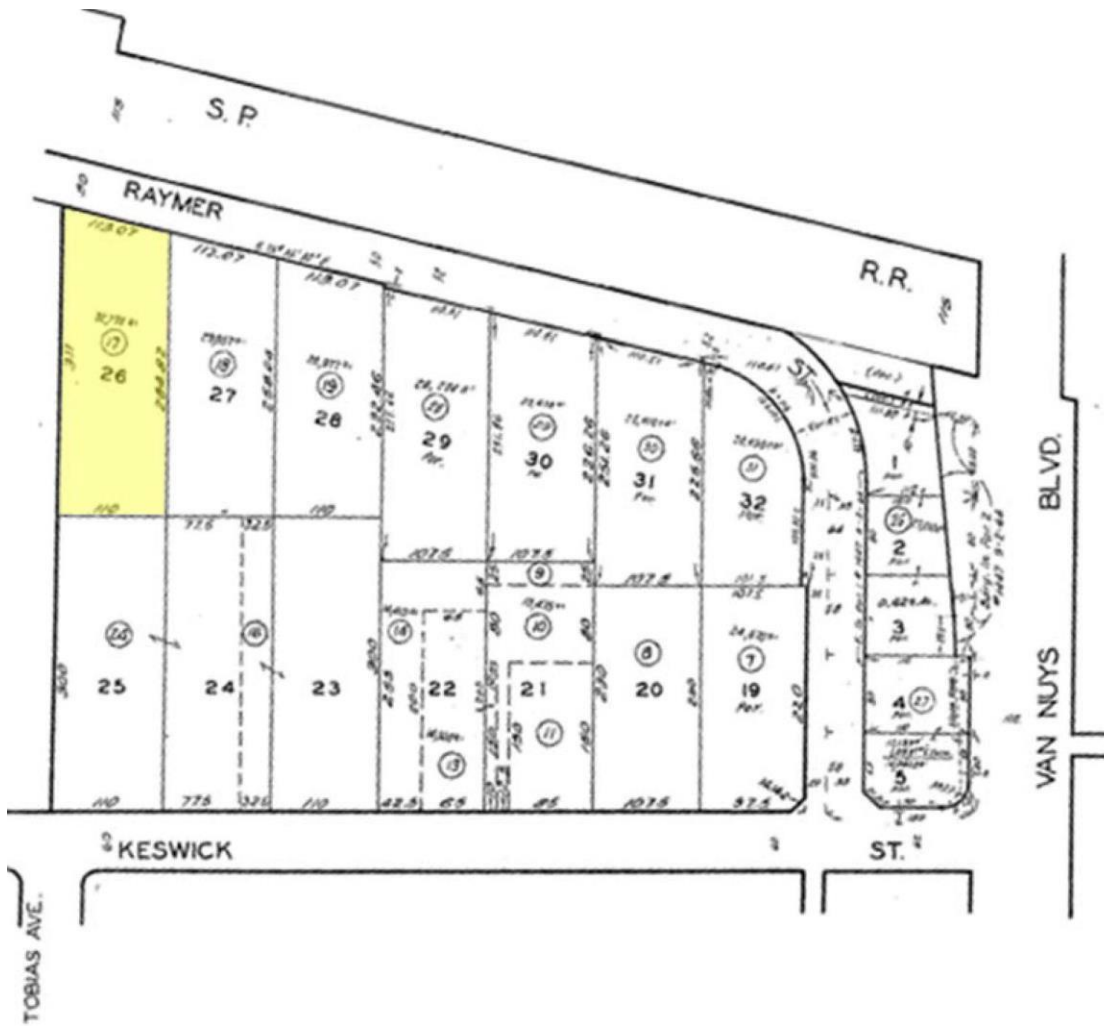
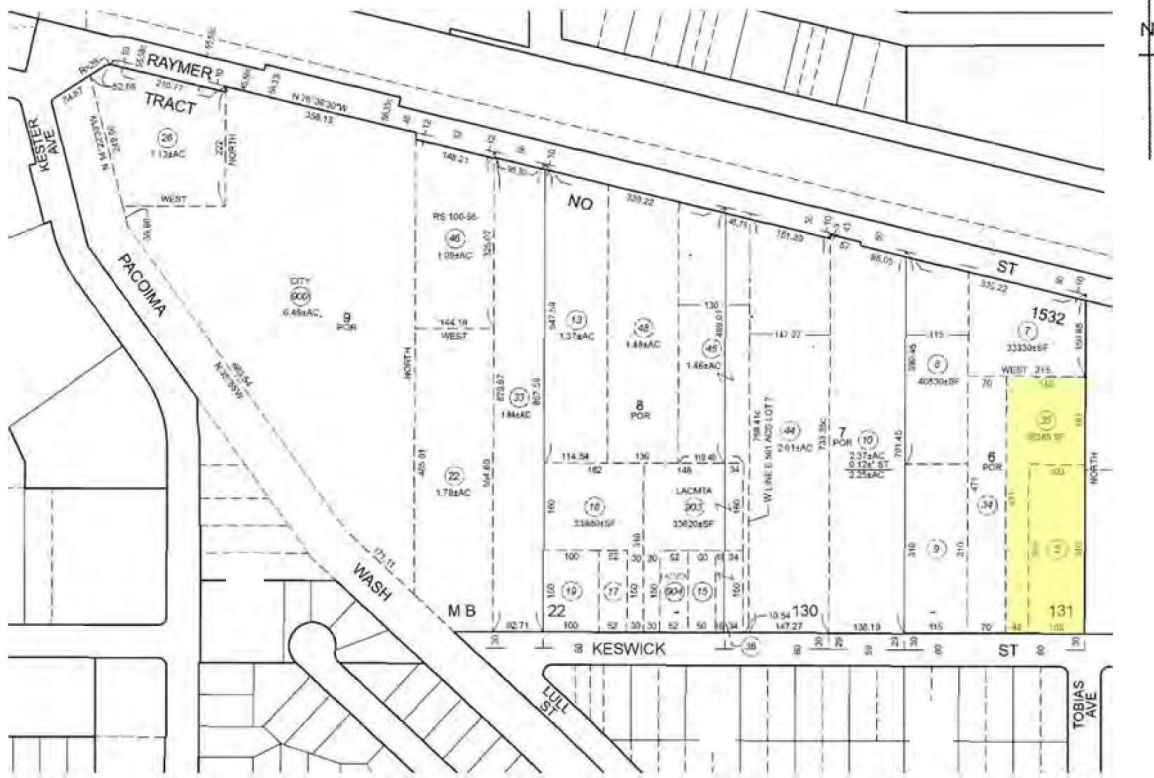


EXHIBIT B-3
PARCEL ESFV-E-010-1



**EXHIBIT B-4
PARCEL ESFV-E-011-1**



**IMPROVEMENTS PERTAINING TO REALTY AND
LEASEHOLD IMPROVEMENTS**

EXHIBITS C-1, C-2, C-3, C-4

EXHIBIT "C-1"
PARCEL ESFV-E-004-1

Item No.	Qty.	Description
1	78	Linear feet of fence, dual, consisting of 1-wrought iron fence, 6' high and 1-sheet metal fence, 10' high, metal upright supports
2	35	Linear feet of gate, consisting of 1-wrought iron gate, 6' high, and 1-sheet metal gate, 10.5' high, 2-keypad, Linear, model no. not available, 1-gate operator, All-O-Matic, model no. not available
3	579	Linear feet of fence, 10.5' high, metal, with wood uprights, barb wire top
4	9	Light posts, 20' high, 2.5" metal pole, 1 LED light, 12" x 18"
5	1,526	Linear feet of painted floor lines, 4" thick
6	5	Spotlights, 12" x 6", LED, wall-mounted
7	9	Surveillance cameras, manufacturer and model no. not available, wall-mounted
8	2	PA horn, manufacturer and model no. not available, wall-mounted
9	1	Lot of setup, floor concrete bolting and electrical installation for dual post lift
10	1	Lot of installation for air compressor, consisting of 1 safety switch, Square D, model no. not available, 20 amp, 120/240V, 20 linear feet of compressed air pipe, 1" diameter, PVC, 7 linear feet of compressed air pipe, 1" diameter, steel

EXHIBIT "C-2"
PARCEL ESFV-E-008-1

Item No.	Qty.	Description
1	1	G&A Sign

EXHIBIT "C-3"
PARCEL ESFV-E-010-1

DAMES N' GAMES
IMPROVEMENTS PERTAINING TO THE REALTY
EFFECTIVE DATE OF VALUE - AUGUST 24, 2023

Item No.	Qty.	Description
<u>EXTERIOR AND THROUGHOUT DAMES N' GAMES</u>		
1	1	Pole sign, approximately 24'H, single pole, with 18" x 18" stuccoed sheet metal cover, with 3 signs, 2 sided, metal cabinets, plastic fascias, interior illumination, 1-10' x 4' (estimate), "Spearmint Rhino Presents" +8 words, 1-5' x 5', diamond shape with female face image, 1-12' x 3', "Topless Sports Bar and Grill", with directional arrow
2	16	Bollards, 3'H, painted tubular metal, 3.5" diameter, concrete filled
3	1	Group of north exterior wall mounted signage, metal cabinets, plastic fascias, single sided, interior illumination, consisting of, 2-20' x 2', 1 "The Valley's Best Topless Club", 1 "Full Bar, Great Food, Sports", 2-10' x 4.5', 1 "Multiple TVs" +8 words with female image, 1 "Caliente Cage Rage" plus 12 words, 1 channel letter sign, "Live Entertainment", 1.5' to 2'H letters
4	4	Exterior high intensity discharge (HID) light fixtures, 3 building mounted, 1 on pole in rear parking lot, ground mounted, exterior electrical
5	33	Surveillance cameras throughout, including 9 exterior building mounted, 24 interior, cabling, brackets and low voltage power
6	28	Linear feet (LF) of pony wall, in front yard, 4'H, assumed to be concrete block, 2 sided painted plaster fascias, clay tile trim, including, 28 Lf of curbing, 18 LF of painted tubular metal handrail, wall mounted
7	320	Square feet (SF) of concrete slab, 6" thick (estimate), with 8 LF of curb, along north exterior wall
8	1	Entry door 3' x 6' 8", painted metal with painted frame, wall penetration
9	31	LF of chain-link fencing, 8'H, with 1 swing gate, 4'W, with panic bar and alarm, privacy slats

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

10	4	Water heaters, gas fired, 3 tankless, Noritz, M: NCC1991-OD, 1 standard heater, inaccessible, assumed to be 50 gallon capacity, vent stack, exterior electrical components, filtration system, programmer, with 2 equipment cages, expanded painted metal, 1-8' x 7' x 1', 2 doors, 1-3' x 7' x 3', 1 door
Item		
No.	Qty.	Description
11	12	Down shot light fixtures, exterior north wall soffit mounted, exterior electrical
12	1	Group of minor miscellaneous improvements throughout, including, but not limited to: <ul style="list-style-type: none"> 1 Lot of minor signage 2 Cutlery holders, 1'L, wall mounted, in kitchen 1 Order ticket hanger strip, 4'L, in kitchen 3 Drapes, fabric, with rods, 1-3' x 7', 1-5' x 4', 1-6' x 8' 2 Acrylic wall shelves, 1- 3.5'L, 1-4'L, 9"D, in west side dance booth, main lounge 1 Trash cabinet, 2.25' x 3' x 1.25', laminate, 1 door, wall mounted, near bar 1 Lot of miscellaneous cabinetry and shelving
13	1	Front door awning, 7'W x 3'H x 6'D, canvas covering, tubular metal frame, with "Dames N' Games" lettering
14	1	Light fixture, under front door awning
15	1	Alarm system, consisting of: <ul style="list-style-type: none"> 1 Control panel 2 Code pads 7 Door contacts 5 Motion sensors 2 Panic buttons 1 Wireless battery back-up
16	9	Wall washer light fixtures, exterior building wall mounted, exterior electrical
17	4	Promotional poster frames, exterior wall mounted, in parking lot alleyway, 12' x 5', 1" thick, assumed to be wood frame, painted concrete finish
18	1	Sign, 3.5' x 1.5', metal cabinet, plastic facia, "Entrance" with directional arrow, single sided, interior illumination, south exterior wall mounted

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

19	4	Panic bars, on exterior access doors, 2 with alarms
20	1	Lot of rough plumbing, including all supply and drainage piping (not including main sewer lateral), floor drains, all within the building lines and supply piping to 4 exterior water heaters
item		
No.	Qty.	Description
<hr/>		
21	1	Lot of heating and air conditioning (HVAC) system complete, including, but not limited to, roof mounted mechanical equipment with curbs, ducting, registers and returns, electrical wiring, plumbing, control panels
22	1	Lot of electrical power distribution, inside the building lines, including but not limited to, subpanels, wire, conduit, receptacles and switches, circuit breakers, all lighting fixtures, including cabling for special effects lighting controlled from DJ booth (not including main service panel), network and telephone cabling
23	1	Lot of natural gas plumbing, including piping from gas meter to 6 appliances in kitchen and 4 hot water heaters in the rear parking lot
24	6,112	SF (estimate) of carpet, throughout
25	374	SF of ceramic floor tile, throughout, consisting of: 333 SF (estimate) of 1' x 1' 41 SF, 2' x 1', in entertainers' locker room
26	22	Sofas, throughout, with platforms, consisting of: 1 High back, 8 LF, fabric, seating booth on east wall of main lounge 2 12 LF of U-shaped, pleated vinyl, on floor of main lounge, near bar 1 28 LF, fabric, 4 armrests, on west wall platform of main lounge 1 11 LF, curved, fabric, at seating booth in northwest corner of main lounge 2 8 LF, fabric, north side of main lounge 1 18 LF, fabric, 3 armrest, along the north wall of main lounge 2 "U" shaped, fabric, 17 LF/ea., in 2 dance booths, east of main lounge 1 13 LF of "L" shaped fabric sofa, in private dance booth, west side of main lounge 11 Sofa booths, 4L, fabric, high backs with partitions, 2 are "L" shaped end units, in corridor to old VIP rooms

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

- 27 320 LF of ceramic bullnose base coving, 6" x 6", in kitchen and manager's restroom
- 28 1 Lot of network cabling, including configuration

KITCHEN

Item No.	Qty.	Description	Kc
29	13	LF of server's counter, "L" shaped, 30"D, with glass filler faucet and drop-in ice bin, Delfield Co., stainless steel, finish plumbing, 1 warming drawer by Duke, 2 drawer, stainless steel, local electrical, 6"H wood platform	
30	64	LF of stainless steel wall shelving, metal brackets	
31	1	Hand sink, ceramic, wall mounted, single mixing faucet, finish plumbing, in dishwashing room	
32	1	Above ground grease trap, Thermaco, Big Dipper, M: W-250-IS, finish plumbing, in dishwashing room	
33	1	Dishwashing station, stainless steel, "L" shaped, 30"D, 1 section-12'L, 3 compartment sink with 1 gooseneck mixing faucet, 1 section-5'L, with drain channel, stamped drain sink, 1 mixing faucet with wash wand, 1 dishwasher, CMA, M: C, single tray, including, finish plumbing, 1 cascading wall shelf for dish trays, 4'L x 2'D	
34	1	Pot hanger rack, in dishwasher room, 7'L x 2'D, stainless steel, 2 tier, wall-mounted	
35	1	Janitorial sink, 2' x 2', stainless steel floor model, finish plumbing, including, hose bib	
36	13.5	LF of service preparation tables, "L" shaped, 13.5'L, 30"D, stainless steel, with stamped sink, single mixing faucet, finish plumbing, table mounted can opener	
37	1	Exhaust hood, Captive Air, M: 4824, ND-2, 12'L x 4'D, with 2 exhaust fans, Greenheck, Models: 124 SWB and G-131, stainless steel, including filters, venting, roof mounted mechanical package, 144 SF of stainless steel wall sheet, 8 nozzle fire suppression system, 1 evaporative cooler for make up air, Alpine, M: ED143, 7 413 CFM roof mounted	

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

38	1	Walk-in cooler, NorthStar, 6.5' x 7.25' footprint, 7.5'H, galvanized insulated construction, 1 fan evaporator coil, concrete floor
39	1	Overhead hanging food warmer bar, Nemco, at pass through window in kitchen
40	1	Pass-through window shelf, 8'L x 1.5'D, stainless steel

BAR AND RELATED AREAS

Item No.	Qty.	Description
41	1	Liquor storage area security fence, 5'W x 7.5'H with locking door, tubular metal construction with expanded metal mesh covering
42	1	Walk-in cooler for beer, 34.5'D x 6'W x 7.5'H, insulated galvanized construction, 2-2 fan evaporator coils, 1 single fan evaporator coil, 2 passage doors and 2 pass through doors, concrete floor, including draw system for beer, bar tap tower, 10 product, on bar side of cooler wall
43	1	Bar area server's station counter, 8'L x 20"D, laminate with 3 shelves under storage
44	1	Bar construction, including 35.5 LF of front counter, 2'D, assumed to be wood framed, wood panel front fascia, washable wallboard interior fascia, polished stone top, including, 1 attached lower table, 8'L x 3'D, wood base, polished stone top, back bar shelving, polished stone, 1 section 4'L x 2'D, 1 section 5'L x 2'D base cabinet with 1 slide and 1 swing door, 1 shelf, 14.5'L x 1'D with 2-2 tier liquor bottle display shelves, 5'L x 1'D, interior illumination, 1 server station section, 3' x 2', polished stone shelf
45	1	Group of stainless steel bar equipment, Krowne, including, 1 speed rail, 2'L, 2 tier, wall mounted, 24 LF of light rope, consisting of: 2 Jockey boxes, 1'W, M: KR-B1223 2 Cocktail stations, 3'W, with speed rails 2 Drain boards, 2'W, M; 18 – GSB1 1 Bar sink, M; 18-63C, 6'L, 3 compartments, 2 drain boards, single mixing faucet 1 Hand sink, 1.5'W, M: KR23DS
46	147	SF of quarry tile flooring, 6" x 6", inside bar
47	1	Carbonized mixed beverage system, with two guns, eight product, including tubing and system components, Wunderbar, assumed to be vendor owned
48	40	LF of bar soffit, approximately 5'H, assumed to be wood framed with laminate plywood covering

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

49 415 SF of brick veneer wall treatment

RECEPTION/MAIN LOUNGE

50 1 Customer reception counter, 6'W feet x 20"D, attached to wall, wood, laminate top, open under shelving, including 1 back counter, 7'L x 1'D, 2 doors and under shelving

Item No.	Qty.	Description
51	934	SF (estimate) of floor platforms under carpeting in main lounge, 8"H (unless otherwise noted), assumed to be wood frame and decking, consisting of: 200 SF, 6"H, reception area and adjacent walkway in main lounge 70 SF, 10' x 7' footprint, seating booth on east wall 216 SF (estimate), 2-12' x 9', semi circular fronts, main lounge seating booths, near bar 448 SF, 28' x 16', 1'H, west wall of main lounge
52	1	Group of pony walls and various improvements, in main lounge and adjacent corridor to old VIP rooms, pony walls are assumed to be wood framed, drywall covering, stained wood tops, consisting of: 2 Pony walls, 1' thick, 43"H, 1-6'L, 1-4'L, including, 1 wood partition, 8'H x 2'D, seating booth on east wall, main lounge 2 Pony walls, 2-30 LF, 43"H, "U" shaped, stained wood fascias, 1' thick, 2-3'H ornamental statues, on main lounge floor, near bar 33 LF of ornate metal handrail, 3'H, on west wall platform 2 Pedestal tables, irregular shape, approximately 2.5' x 3' x 2.5', wood and painted drywall, stained wood tops, with 2 ornamental statues, 3'H, on west wall platform 6 LF of pony wall, painted drywall, stained wood top, including, 6.5 LF of drink ledge, Corian type top, one attached table, 6' x 2.75' x 3', painted drywall fascia with ornate metal section, at seating booth in northwest corner of main lounge 36 LF, 4.5'H, 6" thick, in corridor to old VIP rooms 30 LF of pony wall, 2-15 LF each, 3'H, "U" shaped enclosures for 2 sofas on north side of main lounge
53	3	Awnings, metal frames, canvas covering, 2 spear tip rods each, wall mounted, consisting of: 1 6'W x 3'D, over reception counter 1 10'W x 2'D, at seating booth on east wall of main lounge 1 9'W x 2'D, at seating booth in northwest corner of main lounge

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

54 24.5 LF of DJ booth partition wall, 12 LF-8'H, 12.5 LF-6'H, assumed to be wood frame, 2 sided painted drywall, 1-swing door, painted wood, including, 1 pony wall, painted drywall, 4'L x 3'H, stained wood ledge

55 3,900 SF (estimate) of "blackout" ceiling paint in main lounge, including ducting and other hardware

item No.	Qty.	Description
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56	1	Dance platform, irregular shape, approximately 18' x 18' footprint, 27"H, with Corian type drink ledge, 16"D, ceramic tile flooring, 12" x 12", 1 soffit, 47 LF, 5'H x 1'D, interior of soffit and ceiling paint, depicting "blue sky and clouds", 1 dance pole, 12'H, 1 set of stairs, 3 steps, and metal handrail
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57	1	Dance platform, 6.5' diameter, assumed to be wood frame with laminate finish, with spiral stair case, and Corian type platform, with approximately 25 LF of ornate metal handrails, 3'H
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58	92	LF of partition walls, (north and west sides, reception area and main lounge), 10' to 12'H, assumed to be wood framed with insulation, painted drywall, including 1 solid wood swing door with wood frame, 1 composite door with metal frame, 2 solid wood doors with wood frames, including partitioning for dance booth (west side) with 1 stained wood ledge at fenestration, 4'L
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59	111	LF of painted crown molding, 1'H, on partition walls in main lounge
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60	150	LF of furred painted drywall on walls, 12' to 15'H, assumed to be wood frame with insulation, north and west walls in main lounge
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REMAINDER OF DAMES N' GAMES

61	5	Love seats, fabric, approximately 5'L, with 5 dance stands, approximately 2' x 2', carpeted tops, in old VIP rooms
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EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

- 62 1 Group of improvements for side by side women's and men's restrooms, (quantities include both restrooms), consisting of :
- 238 SF of ceramic tile flooring, 1' x 1'
 - 792 SF of ceramic wall tiles, 1' x 1', 96 LF of bullnose base coving
 - 5 Hand sinks, ceramic, single mixing faucets, wall mounted, finish plumbing
 - 2 Exhaust fans, with vents
 - 2 Electric hand dryers, Xlerator, stainless steel, wall-mounted
 - 2 Urinals, finish plumbing, with 2 privacy panels
 - 3 Toilets, finish plumbing
 - 2 Toilet partitions, 1 single panel (Men's), 1-2 stall configuration (Women's), laminate panels, metal frames
 - 4 Grab bars, 1-3'L, 2-4'L, 1-5'L
 - 3 Dual bath tissue dispensers, plastic
 - 3 Toilet seat cover dispensers, plastic
 - 2 Wall mirrors, 3' x 2.5', ornate plastic frames

Item No.	Qty.	Description
63	1	Counter top, 37'L x 2'D, Corian type, with back splash, wood bracketing, 5 power strips, in Entertainers' locker room
64	57	LF of handrailing, 2" tubular metal, wall mounted, in hallway behind dance stage
65	1	Shower, in entertainers' locker room, 2' x 3.5' footprint, fiberglass
66	1	Group of wall cabinetry, painted wood, in file room and manager's office, consisting of: <ul style="list-style-type: none"> 1 Cabinet, 58"W x 8.5'H, 8 doors 1 Upper shelf, 8' x 2' x 2', 2 vertical dividers 1 Recessed shelving, 7' x 4' x 2', 2 tier 1 Shelving, 11' x 8' x 1', 2 end pieces, 3'W, 1-2 tier, 1-3 tier, with lower cabinets, middle section, 5'W, with built-in desk, 2 drawers, upper single bridge shelf, single tier
67	8	Stools, 1' diameter laminate seats, 2'H, single metal pedestals, floor attached, in VIP room, east end of building
68	413	SF of wall mirror, throughout
69	1	Exhaust fan, in Entertainers' locker room

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

- 70 1 Entertainers' makeup room counter, 13'L x 13"D, painted wood, wood brackets
- 71 30 Entertainers' room locker stacks, 2 openings each, 1-gang of 24, with platform, 24"D, 1-gang of 6, with platform, 12"D, platforms are 6"

DAMES N' GAMES
LEASEHOLD IMPROVEMENTS
EFFECTIVE DATE OF VALUE - AUGUST 24, 2023

Item No.	Qty.	Description
<u>DAMES N' GAMES (EXTERIOR AND OCCUPIED AREA)</u>		
72	1	Rear parking lot entry swing gate, painted tubular metal, 18'L x 7.5'H, with 8'H bollard
73	7,582	SF (estimate) of exterior wall paint, 17'H walls
74	1	Lot of parking lot parking space paint for approximately 55 cars, 4 directional arrows, "Compact" signs and walkway striping, 2 ADA spaces in front parking lot
75	1	Group of restroom improvements, manager's office, consisting of: <ul style="list-style-type: none"> 1 Toilet, finish plumbing 1 Base cabinet with backsplash, 62"L, laminate, single door, drop-in stainless steel sink, finish plumbing, with upper wall shelf, 2'L x 1'D 1 Base cabinet, 52" x 72" x 26", laminate, 3 doors, with hutch, 3 doors 1 Grab bar, 4'L 1 Exhaust fan, vent 1 Mirror, 2' x 2' 1 Dual bath tissue dispenser, plastic 1 Toilet seat cover dispenser, plastic

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

- 76 654 LF of partition walls, assumed to be insulated wood frame, 2 sided painted drywall, consisting of:
- 75 LF x 20'H, with stage entrance and 46" x 34" fenestrations
 - 121 LF x 8'H, with 46" x 34" fenestration
 - 145 LF x 9'H
 - 46 LF x 14'H
 - 144 LF x 10'H
 - 45 LF x 11'H
 - 43 LF x 8.5'H
 - 22 LF of base board, 4.5"H
 - 13 LF of stained wood top ledges on fenestrations
- 77 6,690 SF (estimate) of furred painted drywall, assumed to exist with insulation, approximately 15'H, covering the interior of the perimeter walls of entire building
- 78 28 LF of decorative wood ceiling beams
- 79 3,580 SF (estimate) of painted drywall ceiling, assumed to be wood ceiling structure and includes insulation
- 80 9 Interior doors, wood, including jambs, consisting of:
- 4 36" x 80", solid
 - 1 30" x 80", solid
 - 1 36" x 80", solid, with 17" x 22" window, single pane
 - 1 36" x 80", hollow core
 - 1 24" x 80", hollow core
 - 1 30" x 80", hollow core
- 81 640 SF (estimate) of suspended ceiling system, including metal T-bar grid and acoustic panels, throughout
- REMAINDER OF BUILDING (SOUTH UNOCCUPIED AREA)**
- 82 1 Side door to alleyway, 36" x 80", wood, metal frame, wall penetration
- 83 4,078 SF (estimate) of suspended ceiling system, including metal T-bar grid and acoustic panels
- 84 3,715 SF of carpeting
- 85 7 Built-in booths, stained wood, vinyl seats, "U"-shaped

EXHIBIT "C-3"
PARCEL ESFV-E-010-1 (Cont'd)

86	220	LF (estimate) of finished plywood wall paneling, 8'H, with molding
87	1	Bar counter, 26 LF, stained wood, 17 LF of overhead storage cabinet, with glassware hangers
88	588	SF of wallpaper, sports graphics, no longer usable
89	24	SF of wood plank flooring, at entrance to restrooms
90	1	Group of improvements for women's and men's restrooms, consisting of : 150 SF of ceramic tile flooring, 1' x 1', with 6" x 6" accent tiles 150 SF of ceramic tile flooring, 1' x 1' 364 SF of ceramic wall tiles, 6" tiles 1 Sink counter, 5'L, laminate, 2 drop-in ceramic sinks, single mixing faucets, finish plumbing 1 Sink counter, 7'L, laminate, 2 drop-in ceramic sinks, single mixing faucets, finish plumbing 2 Urinals, finish plumbing, with 1 privacy panel 3 Toilets, finish plumbing

Item No.	Qty.	Description
		2 Toilet partitions, 1 single panel (Men's), 1-2 stall configuration (Women's), 2 panels
		6 Grab bars, 3-3'L, 3-4'L
		3 Bath tissue dispensers, 2 roll, plastic
		3 Seat cover dispensers, plastic
		820 SF (estimate) of wall and ceiling paint, with cut out sheet metal shapes on men's room walls, sports graphics on women's room walls
		1 Wall mirror, 6' x 4'
		2 Exhaust fans, venting
91	50	LF (estimate) of 2 sided partition walls, 8.5'H, assumed to be wood frame and have insulation, painted drywall
92	2	Solid wood doors, 3' x 7', with jambs
93	350	SF (estimate) of painted drywall ceiling, assumed to be wood ceiling structure and includes insulation

EXHIBIT "C-4"
PARCEL ESFV-E-011-1

FRONTIER COMMUNICATIONS
IMPROVEMENTS PERTAINING TO THE REALTY-TENANT
EFFECTIVE DATE OF VALUE - SEPTEMBER 12, 2023

Item No.	Qty.	Description
<u>EXTERIOR AND THROUGHOUT</u>		
1	1	Group of Information technology (IT) materials and installation, consisting of: <ul style="list-style-type: none"> 7 Wireless access points, with receptacles and category 6 (cat 6) cabling 1 Lot of internet cabling, cat 6 cabling, to internet points of use 260 Linear feet (LF) (estimate) of 2" diameter conduit and cabling, including approximately 130 Lf above ground (south building), and 130 LF below ground from south building to north building, including excavation, trenching, recompaction and asphalt patching 1 OM3 fiber optic cabling from the minimum point of entry (MPOE) to main distribution frame (MDF) 1 Installation of fiber optic cabling from the public right of way to the MPOE 2 Open frame component racks, 1 in each building
2	1	Group of security materials and installation, consisting of: <ul style="list-style-type: none"> 1 Access control system, Lenel, for 3 access control points (exterior front gate and 2 entry doors to buildings), with specialized access control hardware, electrical wiring, intercom and keypad at front gate, cabling from the front gate, output radio reader, Wiegand, at front gate with 20 vehicle remotes 6 Surveillance cameras, Axis, 360 degree, Internet protocol, cabling, conduit, cabling
3	1	Driveway rolling gate, 26 LF, 8'H, 3 strand barbed wire, in-ground sensor loop, 1 safety beam interrupter switch, including 39 LF of chain-link fence, 8'H with 3 strand barbed wire, 1 pedestrian gate, 4'W x 8'H
4	4	Roof-mounted exhaust systems, 2 in each warehouse, including, roof curbs, 2 air handlers, interior ducting and returns, local electrical, engineering, permitting

EXHIBIT "C-4"
PARCEL ESFV-E-011-1 (Cont'd)

Item No.	Qty.	Description	F
5	8	High intensity discharge (HID) LED lights, motion sensors, exterior building mounted, including, local electrical	
6	1	Lot of minor miscellaneous improvements, throughout, consisting of: <ul style="list-style-type: none"> 1 Lot of minor miscellaneous signage, throughout 1 Sun shade, on exterior of south office wall, 8' x 6.5', fabric 6 Wall standards, 4-6'H, 2-4'H, 22-1'L standouts, with hanger rods, north warehouse 	
7	1	Equipment pen, 13' x 11' footprint, 8.5'H, 4 sided chain link fence, 2 interior partitions, chain-link, 11'L x 8.5'H, corrugated galvanized iron (CGI) roof with 8 tubular metal uprights, 2-3.75"W swing gates, in yard	
8	13	LF of chain link fence equipment pen, 10'H, including 2 swing gates, 4.75'W, 4 gas cylinder bottle rails, 5.5'L x 4'H, 2" diameter painted tubular metal, "U" shaped, ground mounted, 1 mail box, swing gate mounted, in yard	
9	1	Ice merchandiser canopy, 12' x 8' x 6' with 4 uprights, tubular metal, 3" diameter with 2 "L" shaped cross members, in yard	
10	1	Electrical receptacle, with weather housing for ice merchandiser, south building exterior wall mounted, including local electrical	
11	28	Linear feet (estimate) of .75" diameter copper water supply pipe with 4 ball valves, 1 hose bib, 1 water filter manifold, GE Space Appliances, M: GXWH35S, S: ZR4A 01904T, in yard	
12	1	Air compressor canopy, 8'L x 8"H x 5'W, 4 tubular metal uprights, 3" inch diameter, CGI roof cover, concrete equipment pad, 9"H, in yard	
13	1	Security alarm system, throughout, consisting of: <ul style="list-style-type: none"> 2 Control panels 2 Code pads 5 Motion sensors 4 Door contacts 10 Roll up door contacts 	

EXHIBIT "C-4"
PARCEL ESFV-E-011-1 (Cont'd)

Item No.	Qty.	Description
<u>SOUTH OFFICE AND WAREHOUSE</u>		
14	21	Lf of chain link equipment pen, 10'H, 3 sided, 2 swing doors, 4.5'L x 10'H
15	19	Light fixtures, in warehouse, LED, 2-approximately 10" diameter, 17-4'L strip fixtures, 4 elements each, with motion sensors, approximately 675 LF of .5" diameter EMT conduit, circuit breakers, 20 Amp
<u>NORTH OFFICE AND WAREHOUSE</u>		
16	72	Lf of chain link equipment pen, 10'H, with 1-44"W swing gate
17	20	Light fixtures, LED, 4'L, 4 elements each, with motion sensors, approximately 680 LF of .5" diameter EMT conduit, circuit breakers
18	1	Group of electrical, for business equipment, consisting of: <ul style="list-style-type: none"> 140 Lf (estimate) of 3" diameter metal conduit from main service panel to subpanel E 1 Subpanel "E", 200 Amp, 240 V, west wall mounted, including circuit breakers, with safety switch 200 Lf (estimate) of .75" diameter metal conduit, including, 1 duplex receptacle, 8 quad receptacles, 120 V, 1 single receptacle, 240V 2 Safety switches, 240 V, 30 Amp, for vehicle lift and exterior air compressor
19	1	Vehicle Lift, Mohawk, M: TP18, S; 9401169, 2 post, 18,000 lbs. capacity, floor mounted, installation
20	2	Equipment pads, for Mohawk vehicle lift, reinforced concrete, 2-6' x 5' footprints, including 8 LF of 1'W concrete pad between vehicle posts, 8"D (estimate), saw cutting and demolition of preexisting concrete slab

Item No.	Qty.	Description
21	200	LF (estimate) of compressed air piping, .75" diameter, metal, from exterior air compressor to points of use, including, 5 quick connects, 1 hose reel, Reelcraft, M: 2Z864, wall mounted

FRONTIER COMMUNICATIONS
LEASEHOLD IMPROVEMENTS-TENANT
EFFECTIVE DATE OF VALUE - SEPTEMBER 12, 2023

Item No.	Qty.	Description
22	3	Roll up warehouse doors, 1 north wall of south warehouse, 14'W x 12'H, motorized, with safety beam, local electrical, 2 north warehouse, west side, 1-12.5'W x 14'H, 1-14'W x 14'H, manual track doors, spring loaded
23	1	Wireless security/fire alarm antenna
24	1	Lot of parking area striping, exterior and in warehouses, including, 48 standard and truck spaces, 4 ADA spaces, directional arrows, walkways
25	33	Wheel bumpers, concrete, 4L, throughout
26	11	Emergency exit signs, including, 9 single sided, 2 with 2 element light fixtures, 2-2 sided

FRONTIER COMMUNICATIONS
IMPROVEMENTS PERTAINING TO THE REALTY-LANDLORD
EFFECTIVE DATE OF VALUE - SEPTEMBER 12, 2023

Item No.	Qty.	Description
224	1	Pole sign, painted metal, approximately 20'H, 6" square tubular single post, including, 2 sign frames, 1-10'W x 4'H, 1-6'W x 3'H, (no sign fascias)