

VERNON & GINSBURG, LLP

261 MADISON AVENUE

NEW YORK, NEW YORK 10016

TELEPHONE
(212) 949-7300

TELECOPIER
(212) 697-4432

April 8, 2008

Aaron Stein
Stein, Farkas & Schwartz LLP
1639 East 13th Street
Brooklyn, NY 11229

RE: The Mikhlis to Simon

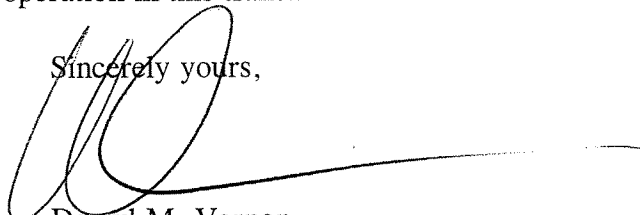
Dear Aaron:

Enclosed is our bank check in the amount of \$1,051,711.64 payable to your firm as attorneys for Sellers.

This letter shall confirm that you will hold this check in escrow pending our receipt of the payoff documents which shall include a UCC-3 running to our client, the original stock certificate, proprietary lease, assignment of proprietary lease, stock power signed by our client and the cancelled note.

Please also have your clients sign and deliver the estoppel letter sent to you previously. Thank you for your continued cooperation in this transaction.

Sincerely yours,



Darryl M. Vernon

DMV:LL

enclosures

Cashier's Check #1433952 payable to Stein, Farkas & Schwartz, LLP as Attorney

V&G Check #3218 - \$150.00

cc: C. Simon

CONFIRMED AND AGREED:



CONF 4/8/08

Aaron Stein

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT
PH: (212) 949-7300
261 MADISON AVE., 26TH FLOOR
NEW YORK, NY 10016

BANK OF AMERICA, NA
NEW YORK CITY, NY
1-32/210

3218

4/8/2008

PAY TO THE ORDER OF Stein, Farkas & Schwartz LLP

\$ **150.00

One Hundred Fifty and 00/100*****

DOLLARS

Stein, Farkas & Schwartz LLP

MEMO

Simon to Mikhli - Payoff Fee

⑈003218⑈ ⑆021000322⑆ 08010 46988⑈

VERNON & GINSBURG, LLP / ATTORNEY TRUST MASTER ACCOUNT

Stein, Farkas & Schwartz LLP

Payoff Fee

4/8/2008

3218

150.00

Bank of America

Cashier's Check

No. 1433952

Notice to Purchaser - In the event this check is lost, misplaced or stolen, a sworn statement and 90-day waiting period will be required prior to replacement. This check should be negotiated within 90 days.

Date APRIL 08, 2008

30-1/1140
NTX

Banking
Center

42ND STREET

0028830 00004 001433952

VERNON & GINSBURG, LLP
Remitter (Purchased By)

Pay

ONE MILLION FIFTY ONE THOUSAND SEVEN HUNDRED ELEVEN DOLLARS AND 64 CENTS

\$ **1051711.64**

To
The
Order
Of

STEIN, FARKAS & SCHWARTZ LLP AS ATTORNEY
SIMON TO MIKHILI- PAY-OFF

Authorized Signature

Bank of America, N.A.
San Antonio, Texas

VOID AFTER 90 DAYS

⑈1433952⑈ ⑆114000019⑆ 001641004928⑈

THE ORIGINAL DOCUMENT HAS REFLECTIVE WATERMARK ON THE BACK