

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT

261 MADISON AVE, 26TH FLOOR
 NEW YORK, NY 10016

DATE 2-12-04 1-32/210

PAY TO THE ORDER OF NYS Dept. of Taxation
 One thousand four hundred sixty dollars 00 DOLLARS A

FOR 160 West One 2
 "002616" :021000322: 08010 46988"

Q Fleet

Small Business Services

smallbiz.fleet.com New York, NY

2617

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT

261 MADISON AVE, 26TH FLOOR

NEW YORK, NY 10016

DATE 2-12-04

1-32/210

PAY TO THE ORDER OF NYC Dept. of Finance
 Four thousand and seven hundred fifty five dollars 00 DOLLARS A

Q Fleet

Small Business Services

smallbiz.fleet.com New York, NY

FOR 160 West One 2

"002616" :021000322: 08010 46988"

2622

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT

261 MADISON AVE, 26TH FLOOR

NEW YORK, NY 10016

DATE 2-12-04

1-32/210

PAY TO THE ORDER OF Vernon & Ginsburg
 Six hundred 00 DOLLARS A

Q Fleet

Small Business Services

smallbiz.fleet.com New York, NY

FOR 160 West One 2

"002616" :021000322: 08010 46988"

2619

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT

261 MADISON AVE, 26TH FLOOR

NEW YORK, NY 10016

DATE 2-12-04

1-32/210

PAY TO THE ORDER OF Moses Shayowitz
 Three hundred thirteen thousand seven hundred 00 DOLLARS A

Q Fleet

Small Business Services

smallbiz.fleet.com New York, NY

FOR 160 West One 2

"002616" :021000322: 08010 46988"

2621

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT

261 MADISON AVE, 26TH FLOOR

NEW YORK, NY 10016

DATE 2-12-04

1-32/210

PAY TO THE ORDER OF Moses Shayowitz
 One thousand four hundred 00 DOLLARS A

Q Fleet

Small Business Services

smallbiz.fleet.com New York, NY

FOR 160 West One 2

"002616" :021000322: 08010 46988"

DEIRDRE L. HUMPHREYS
CLAUDE SIMON

1-832
210
22478989

294

Pay to the order of Vernon & Ginsburg Trust Fund \$20,000.00
Deirdre L. Humphreys

citibank®

CITIBANK, N.A. BR. #32
AVENUE OF THE AMERICAS AT 23RD STREET
NEW YORK, NY 10010

Memo

Insured
Money
Market
Account

988
160 MADISON AVE.
NY, NY 10016
DATE 1-29-2004 1-832
210
79830938

SAFETY PAPER
Security Return
Details on Back

Security Features
Details on Back

PAY TO THE ORDER OF Vernon & Ginsburg Trust Fund \$20,000.00
Deirdre L. Humphreys

CITIBANK®

CITIBANK, N.A. BR. #32
AVENUE OF THE AMERICAS AT 23RD STREET
NEW YORK, NY 10010

MEMO

1:0210000891: 79830938 0988

SAFETY PAPER

JOHN M. SIMON

1-1985
210
18600590
DATE 2/5/02
1467

PAY TO THE ORDER OF Vernon & Ginsburg Trust Fund \$20,000.00
Deirdre L. Humphreys

E&R

475 Park Ave. S.

MEMO

1:02100014861: 186000550 010 1467

MEMO

JOHN M. SIMON

1-1985
210
5711537
1/30/04
227

Date

5711537

1/30/04

227

210

5711537

1/30/04

227

210

5711537

1/30/04

227

210

5711537

1/30/04

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1/30/04

227

210

5711537

1/30/04

227

210

5711537

1/30/04

227

210

5711537

1/30/04

227

VICKI CLAIREAUX SIMON

50-7911214

792600765

DATE 2/1/04 441

PAY TO THE ORDER OF Vernon & Ginsburg Trust Fund \$20,000.00
Vicki Claireaux Simon

NORTH
FORK
BANK

GLEN COVE, NY 11542

MEMO

1:021000891: 5711537 0227

New York City Department of Finance
Non-Recorded RPTT Return Processing
Check Processing Unit
25 Elm Place – 3rd floor
Brooklyn, NY 11201

Payment of a filing fee is no longer required if you are not recording a deed or other document in connection with Form NYC-RPT (Real Property Transfer Tax Return) transaction. Your check submitted for the filing fee portion is being returned.



N Y C
RPT

FINANCE
NEW YORK
THE CITY OF NEW YORK
DEPARTMENT OF FINANCE

NEW YORK CITY DEPARTMENT OF FINANCE
REAL PROPERTY TRANSFER TAX RETURN
(Pursuant to Title 11, Chapter 21, NYC Administrative Code)

TYPE OR PRINT LEGIBLY

If the transfer involves more than one grantor or grantee or a partnership, the names, addresses and Social Security Numbers or Employer Identification Numbers of all grantors or grantees and general partners must be provided on Schedule 3, page 3.



GRANTOR ▼

● Name

John Simon

● Grantor is a(n): individual partnership (must complete Schedule 3)
(check one) corporation other _____

Telephone Number

● Permanent mailing address after transfer (number and street)

6 Edwards Lane

● City and State

Glen Cove, NY

Zip Code

11542

● EMPLOYER IDENTIFICATION NUMBER

_____ - _____

● SOCIAL SECURITY NUMBER

OR **015-16-5808**

GRANTEE ▼

● Name

Claude Simon

● Grantee is a(n): individual partnership (must complete Schedule 3)
(check one) corporation other _____

Telephone Number

● Permanent mailing address after transfer (number and street)

160 Madison Avenue

● City and State

New York, NY

Zip Code

10016

● EMPLOYER IDENTIFICATION NUMBER

_____ - _____

● SOCIAL SECURITY NUMBER

OR **106-50-1158**

PROPERTY LOCATION ▼

● List each lot separately. Attach a rider if additional space is required

Address (number and street)	Apt. No.	Borough	Block	Lot	# of Floors	Square Feet	● Assessed Value of Property
160 Madison Ave.	4th Fl. Man.		862	20			

VERNON & GINSBURG, LLP

ATTORNEYS AT LAW

PH. 212-949-7300

261 MADISON AVENUE, 26TH FLOOR
NEW YORK, NY 10016

FLEET NATIONAL BANK
EAST FARMINGDALE, NY 11735

50-446/214

6535

4/16/2004

PAY TO THE
ORDER OF

NYC Department of Finance

\$ **50.00

Fifty and 00/100***** DOLLARS



NYC Department of Finance
P.O. Box 5070
Kingston, NY 12402-5070

10

MEMO DMV (Claude Simon)

10065351 10214044651 108010444051

Security
Seal
on back

MP

VERNON & GINSBURG, LLP

261 MADISON AVENUE

TELEPHONE
(212) 949-7300

NEW YORK, NEW YORK 10016

TELECOPIER
(212) 697-4432

September 17, 2003

VIA CERTIFIED MAIL

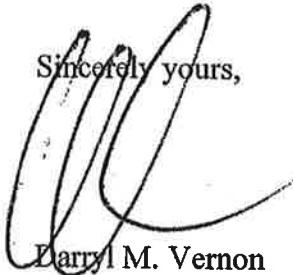
Bernat Mikhli
Shamuil Mikhli
160 Madison Avenue
New York, New York 10016

Re: 160 Madison Avenue, Unit 2, New York, New York

Dear Bernat and Shamuil:

I understand that you have discussed with Claude his purchase of Unit 2 in the building and do not wish to exercise any option in this transaction. Thus, I have enclosed a Notice of Option under the Proprietary Lease and the Certificate of Limited Partnership, as well as a Waiver of Option. If you could sign the Waiver of Option and return it to us, it would be appreciated. If you wish to discuss, please just call.

Sincerely yours,


Darryl M. Vernon

DMV/le

Enclosures

cc: Claude Simon
Moses Shayowitz
160 Madison Avenue Owners Company
160 Madison Avenue Owners Corporation

QADMVVTX160.LET

00723

NOTICE OF OPTION UNDER ARTICLE 5 SECTION 2(b)
OF THE CERTIFICATE OF LIMITED PARTNERSHIP
OF 160 MADISON AVENUE OWNERS COMPANY DATED AS
OF DECEMBER 1, 1983 AND UNDER PARAGRAPH 14(a)(vii)
OF THE PROPRIETARY LEASE OF 160 MADISON AVENUE
OWNERS CORPORATION, AS LESSOR AND EACH OF
THE LIMITED PARTNERS OF THE LIMITED PARTNERSHIP
AS LESSEES COVERING THEIR RESPECTIVE INTERESTS
IN THE BUILDING KNOWN AS 160 MADISON AVENUE
NEW YORK, NEW YORK

TO: 1.) 160 Madison Avenue Owners Company (sometimes referred to as the "Limited Partnership");
2.) 160 Madison Avenue Owners Corporation (sometimes referred to as the "Cooperative Corporation");
3.) Bernat Mikhli; and
4.) Shamil Mikhli;

DATED: September , 2003

1.) The undersigned, as a Limited Partner under the Limited Partnership Agreement referred to above, and as a Lessee under the Proprietary Lease also referred to above, has a bona fide offer (the "offer") of \$340,000.00 from Claude Simon for the sale of his 12 1/2% interest in the Limited Partnership and for his 45 shares of 160 Madison Avenue Owners Corporation, and the accompanying Proprietary Lease, all allocated to Unit 2 of the building at 160 Madison Avenue, New York, New York.

2.) Upon receipt of this Notice will begin a 20 day option under: a) Article 5 Section 2(b) of the Certificate of Limited Partnership and b) paragraph 14(a)(vii) of the Proprietary Lease in which the other Limited Partners and Proprietary Lessees may enter into a contract to purchase the

interest in the Limited Partnership, Shares of the Cooperative Corporation and the accompanying Proprietary Lease at a purchase price in the aggregate equal to and on the same terms of the offer.

3.) The signatures of the undersigned confirm that there was a bona fide offer at the above amount to purchase the above interests, representing Unit 2 of the subject building.

Le-Su-ye

MOSES SHAYOWITZ, Limited Partner,
Proprietary Lessee and Shareholder
of Unit 2



CLAUDE SIMON, Purchaser

ACKNOWLEDGEMENTS

STATE OF NEW YORK)
COUNTY OF *Kings*)

On the 26th day of October in the year 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared BERNAT MIKHLI, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.


NOTARY PUBLIC

DONALD W. RICHARDS
Notary Public, State of New York
No. 01RI6011202
Qualified in Kings County
Commission Expires Dec. 10, 20~~06~~

STATE OF NEW YORK)
COUNTY OF *Kings*)

On the 25th day of October in the year 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared SHAMUIL MIKHLI, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.


NOTARY PUBLIC

DONALD W. RICHARDS
Notary Public, State of New York
No. 01RI6011202
Qualified in Kings County
Commission Expires Dec. 10, 20~~06~~

WAIVER OF OPTION

The undersigned as Limited Partners of 160 Madison Avenue Owners Company (the "Limited Partnership") of 160 Madison Avenue Corporation (the "Corporation"), in consideration of the sum of Ten (\$10.00) Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby waive any rights they would otherwise have under:

- (i) Article 5 Section 2(b) of the Certificate of Limited Partnership of 160 Madison Avenue Owners Company, dated as of December 1, 1983, and
- (ii) Paragraph 14(a) (vii) of the Proprietary Lease between 160 Madison Avenue Owners Corporation as Lessor and each of the Limited Partners of the Limited Partnership as Lessees covering the respective interests of the Limited Partners in the building known as 160 Madison Avenue, New York, New York ("Building")

to exercise an option to purchase from Moses Shayowitz on the terms offered by Claude Simon: (a) a 12 1/2% interest in the Limited Partnership allocated to Unit 2 (second floor) of the Building; (b) his 45 shares of stock of 160 Madison Avenue Owners Corporation allocated to Unit 2 of the Building; and (c) his interest in the Proprietary Lease of Unit 2 of the Building.



BERNAT MIKHLI, Limited Partner



SHAMUIL MIKHLI, Limited Partner



FINANCE
NEW YORK
THE CITY OF NEW YORK
DEPARTMENT OF FINANCE

N Y C
RPT

NEW YORK CITY DEPARTMENT OF FINANCE
REAL PROPERTY TRANSFER TAX RETURN
(Pursuant to Title 11, Chapter 21, NYC Administrative Code)



TYPE OR PRINT LEGIBLY

If the transfer involves more than one grantor or grantee or a partnership, the names, addresses and Social Security Numbers or Employer Identification Numbers of all grantors or grantees and general partners must be provided on Schedule 3, page 3.

GRANTOR ▼

● Name

Moses Shayowitz

● Grantor is a(n): individual partnership (must complete Schedule 3)
(check one) corporation other _____

Telephone Number

● Permanent mailing address after transfer (number and street)

862 46 Street

● City and State

Brooklyn, NY

Zip Code

11227

● EMPLOYER IDENTIFICATION NUMBER

● SOCIAL SECURITY NUMBER

_____ - _____

OR

0 5 6 - 5 4 - 1 6 1 8

▼ DO NOT WRITE IN THIS SPACE
FOR OFFICE USE ONLY ▼

● RETURN NUMBER ▲

GRANTEE ▼

● Name

Claude Simon

● Grantee is a(n): individual partnership (must complete Schedule 3)
(check one) corporation other _____

Telephone Number

● Permanent mailing address after transfer (number and street)

160 Madison Avenue

● City and State

New York, NY

Zip Code

10016

● EMPLOYER IDENTIFICATION NUMBER

● SOCIAL SECURITY NUMBER

_____ - _____

OR

1 0 6 - 5 0 - 1 1 5 8

● DEED SERIAL NUMBER ▲

● NYS REAL ESTATE TRANSFER TAX PAID ▲

PROPERTY LOCATION ▼

LIST EACH LOT SEPARATELY. ATTACH A RIDER IF ADDITIONAL SPACE IS REQUIRED

● Address (number and street)	Apt. No.	Borough	Block	Lot	# of Floors	Square Feet	● Assessed Value of Property
160 Madison Ave.	2nd Fl	Man.	862	20			

● DATE OF TRANSFER TO GRANTEE: 2-12-09

● PERCENTAGE OF INTEREST TRANSFERRED: %

CONDITION OF TRANSFER ▼

See Instructions

● Check (✓) all of the conditions that apply and fill out the appropriate schedules on pages 5-11 of this return. Additionally, Schedules 1 and 2 must be completed for all transfers.

- a. Arms length transfer
- b. Transfer in exercise of option to purchase
- c. Transfer from cooperative sponsor to cooperative corporation
- d. Transfer by referee or receiver (complete Schedule A, page 5)
- e. Transfer pursuant to marital settlement agreement or divorce decree
- f. Deed in lieu of foreclosure (complete Schedule C, page 6)
- g. Transfer pursuant to liquidation of an entity (complete Schedule D, page 6)
- h. Transfer from principal to agent, dummy, strawman or conduit or vice-versa (complete Schedule E, page 7)
- i. Transfer pursuant to trust agreement or will (attach a copy of trust agreement or will)
- j. Gift transfer not subject to indebtedness
- k. Gift transfer subject to indebtedness
- l. Transfer to a business entity in exchange for an interest in the business entity (complete Schedule F, page 7)

- m. Transfer to a governmental body
- n. Correction deed
- o. Transfer by or to a tax exempt organization (complete Schedule G, page 6)
- p. Transfer of property partly within and partly without NYC
- q. Transfer of successful bid pursuant to foreclosure
- r. Transfer by borrower solely as security for a debt or a transfer by lender solely to return such security
- s. Transfer wholly or partly exempt as a mere change of identity or form of ownership (complete Schedule M, page 9)
- t. Transfer to a REIT or to a corporation or partnership controlled by a REIT (complete Schedule R, pages 10 and 11)
- u. Other transfer in connection with financing (describe): _____
- v. Other (describe): _____

● TYPE OF PROPERTY (✓)	
a. <input type="checkbox"/>	1-3 family house
b. <input type="checkbox"/>	Individual residential condominium unit
c. <input type="checkbox"/>	Individual cooperative apartment
d. <input type="checkbox"/>	Commercial condominium unit
e. <input checked="" type="checkbox"/>	Commercial cooperative
f. <input type="checkbox"/>	Apartment building
g. <input type="checkbox"/>	Office building
h. <input type="checkbox"/>	Industrial building
i. <input type="checkbox"/>	Utility
j. <input type="checkbox"/>	OTHER (describe):

● TYPE OF INTEREST (✓)	
Check box at LEFT if you intend to record a document related to this transfer. Check box at RIGHT if you do not intend to record a document related to this transfer.	
REC.	NON REC.
a. <input type="checkbox"/>	Fee <input type="checkbox"/>
b. <input type="checkbox"/>	Leasehold Grant <input type="checkbox"/>
c. <input type="checkbox"/>	Leasehold Assignment or Surrender <input type="checkbox"/>
d. <input type="checkbox"/>	Easement <input type="checkbox"/>
e. <input type="checkbox"/>	Development Rights <input type="checkbox"/>
f. <input type="checkbox"/>	Stock <input checked="" type="checkbox"/>
g. <input type="checkbox"/>	Partnership Interest <input type="checkbox"/>
h. <input type="checkbox"/>	OTHER (describe): <input type="checkbox"/>

SCHEDULE 1 - DETAILS OF CONSIDERATION

COMPLETE THIS SCHEDULE FOR ALL TRANSFERS AFTER COMPLETING THE APPROPRIATE SCHEDULES ON PAGES 8 THROUGH 11. ENTER "ZERO" ON LINE 11 IF THE TRANSFER REPORTED WAS WITHOUT CONSIDERATION.

1. Cash.....	● 1.	340,000	00
2. Purchase money mortgage.....	● 2.	00	00
3. Unpaid principal of pre-existing mortgage(s).....	● 3.	00.	00
4. Accrued interest on pre-existing mortgage(s).....	● 4.		
5. Accrued real estate taxes.....	● 5.	00.	00
6. Amounts of other liens on property.....	● 6.	00.	00
7. Value of shares of stock or of partnership interest received.....	● 7.	00.	00
8. Value of real or personal property received in exchange.....	● 8.		
9. Amount of Real Property Transfer Tax and/or other taxes or expenses of the grantor which are paid by the grantee.....	● 9.	00.	00
10. Other (describe):.....	● 10.	00.	00
11. TOTAL CONSIDERATION (add lines 1 through 10 - must equal amount entered on line 1 of Schedule 2) (see instructions).....	● 11.	340,000	00

See Instructions for special rules relating to transfers of cooperative units, liquidations, marital settlements and transfers of property to a business entity in return for an interest in the entity.

SCHEDULE 2 - COMPUTATION OF TAX

A. Payment	Pay amount shown on line 14. See Instructions	Payment Enclosed
		4,895.00
1. Total Consideration (from line 11, above).....	● 1.	340,000 00
2. Excludable liens (see instructions).....	● 2.	00 00
3. Consideration (Line 1 less line 2).....	● 3.	340,000 00
4. Tax Rate (see instructions).....	● 4.	.01425 %
5. Percentage change in beneficial ownership (see instructions).....	● 5.	%
6. Taxable consideration (multiply line 3 by line 6).....	● 6.	
7. Tax (multiply line 6 by line 4).....	● 7.	4,845.00
8. Credit (see instructions).....	● 8.	
9. Tax due (line 7 less line 8) (if the result is negative, enter zero).....	● 9.	
10. Interest (see instructions).....	● 10.	
11. Penalty (see instructions).....	● 11.	
12. Total tax due (add lines 9, 10 and 11).....	● 12.	4,845.00
13. Filing Fee.....	● 13.	50 00
14. Total Remittance Due (line 12 plus line 13).....	● 14.	4,895.00

SCHEDULE 3 - TRANSFERS INVOLVING MULTIPLE GRANTORS AND/OR GRANTEE(S) OR A PARTNERSHIP**NOTE:** If additional space is needed, attach copies of this schedule or an addendum listing all of the information required below.**GRANTOR(S)/PARTNER(S)**

NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER
NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER
NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER
NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER

GRANTEE(S)/PARTNER(S)

NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER
NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER
NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER
NAME	PERMANENT MAILING ADDRESS AFTER TRANSFER			SOCIAL SECURITY NUMBER		
CITY AND STATE		ZIP CODE	<input type="text"/> - <input type="text"/> - <input type="text"/> OR <input type="text"/> - <input type="text"/>			EMPLOYER IDENTIFICATION NUMBER

GRANTOR'S ATTORNEY

Name of Attorney	Telephone Number ()		
Address (number and street)	City and State	Zip Code	
EMPLOYER IDENTIFICATION NUMBER	OR	SOCIAL SECURITY NUMBER	

GRANTEE'S ATTORNEY

Name of Attorney Vernon & Ginsburg, LLP	Telephone Number ()		
Address (number and street) 261 Madison Avenue	City and State NY, NY	Zip Code 10016	
EMPLOYER IDENTIFICATION NUMBER	OR	SOCIAL SECURITY NUMBER	

CERTIFICATION

I swear or affirm that this return, including any accompanying schedules, affidavits and attachments, has been examined by me and is, to the best of my knowledge, a true and complete return made in good faith, pursuant to Title 11, Chapter 21 of the Administrative Code and the regulations issued thereunder.

GRANTOR

Sworn to and subscribed to

before me on this 12 day

of February, 2004

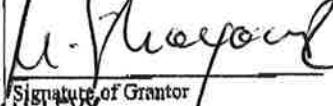
056-54-1618

EMPLOYER IDENTIFICATION NUMBER OR
SOCIAL SECURITY NUMBER

Moses Shayowitz

Name of Grantor


Signature of Notary


Signature of Grantor

LUCY H. LEVY
Notary Public, State of New York
No. 31-4950940
Qualified in New York County
Commission Expires May 8, 2007

Notary's
stamp
or seal

GRANTEE

Sworn to and subscribed to

before me on this 29th day

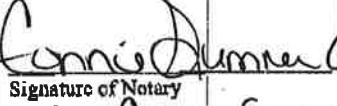
of Jan, 2004

106-50-1158

EMPLOYER IDENTIFICATION NUMBER OR
SOCIAL SECURITY NUMBER

Claude Simon

Name of Grantee


Signature of Notary
*my Comm. Expires
06-24-05*


Signature of Grantee

GRANTEE: To ensure that your property and water/sewer tax bills are sent to the proper address you must complete the Registration forms included in this packet. Owner's Registration Cards can also be obtained by calling the Department of Finance at (718) 835-8500.

DEPARTMENT OF HOUSING PRESERVATION AND DEVELOPMENT
AFFIDAVIT IN LIEU OF REGISTRATION STATEMENT

TITLE CO.:

TITLE NO.:

DATE:

STATE OF NEW YORK, COUNTY OF

)SS.:

Claude Simon

being duly sworn, depose(s) and say(s):

1. I am familiar with the real property know by

160 Madison Avenue, 2nd Floor NY NY
([Section Block 562 Lot 20]) (the "Premises") and make this affidavit as (describe capacity in which affidavit is made) in connection with a deed/lease/memorandum of lease (delete inapplicable description) which transfers an interest in the above real property, is dated , and is between as seller and as purchaser.

2. The statements made in this affidavit are true of my own knowledge and I submit this affidavit in order that this Instrument be accepted for recording without being accompanied by a registration statement, as such is defined by Section 27-2004(a)(7) of the Administrative Code of the City of New York and Section 4(7) of the Multiple Dwelling Law. The Instrument does not affect a dwelling which is or is to be occupied as the residence of three or more families because it affects the following (check applicable item):

- commercial building
- one or two-family dwelling
- condominium unit in a multiple dwelling
- cooperative corporation shares relating to a single residential unit in a multiple dwelling
- lease of commercial space in a multiple dwelling
- mineral, gas, water, air or other similar rights not affecting a multiple dwelling
- vacant land

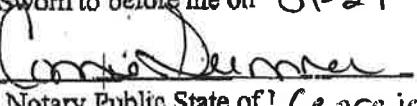
Alternatively, registration is not required by reason of the following:

- The instrument being offered for recording is to clarify title, or to correct an instrument previously recorded on in Liber Page
- This deed is one of a series conveying the same premises from several grantees to one owner, and the registration card is being filed with deed #1.
- The interest described in the deed submitted for recording is being or has been or shall be transferred to the grantor, or shall be transferred to the ultimate grantee, and a deed to that effect is simultaneously herewith presented for recording with a registration statement therefor.

3. I am aware that this affidavit is required by law to be submitted in order that the Instrument be recorded or accepted for record without being accompanied by registration statements. I am aware that false statements made in this affidavit may be punishable as a felony or misdemeanor under Article 210 of the Penal Law or as an offense under Section 1151-9.0 of the Administrative Code of the City of New York.


Claude Simon

Sworn to before me on 01-29-04

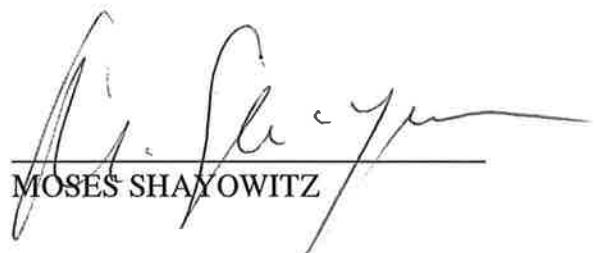

Notary Public State of Georgia

06-24-05

STOCK POWER

FOR VALUE RECEIVED, MOSES SHAYOWITZ hereby sells, assigns and transfer unto CLAUDE SIMON forty five (45) shares of the Capital Stock of 160 Madison Avenue Owners Corporation, standing in the names of MOSES SHAYOWITZ, on the books of said Corporation represented by Certificate No.19 herewith, and do hereby, irrevocably constitute and appoint _____, attorneys, to transfer the said stock on the books of said Corporation with full power of substitution in the premises.

DATED: February 12, 2004



MOSES SHAYOWITZ



Witness

VERNON & GINSBURG, LLP

261 MADISON AVENUE

TELEPHONE
(212) 949-7300

NEW YORK, NEW YORK 10016

TELECOPIER
(212) 697-4432

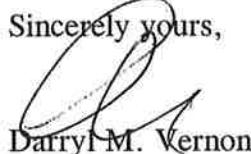
February 12, 2004

NYS Dept. of Taxation
TTTB-Transfer Tax
PO Box 5045
Albany, New York 12205-5045

RE: 160 Madison Avenue, Unit 2
New York, New York 10016
Shayowitz to Simon

Dear Ladies and Gentlemen:

Enclosed is the TP-584 and payment in the amount of \$1,360.00 in regard to the referenced conveyance of an individual commercial cooperative unit which was transferred on February 12, 2004.

Sincerely yours,

Barry M. Vernon

DMV:LL
enclosure

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT
261 MADISON AVE, 26TH FLOOR
NEW YORK, NY 10016

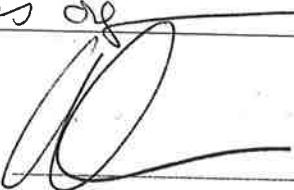
2616

DATE 2-12-04 1-32/210

PAY
TO THE
ORDER OF

NYS Dept. of Taxation

\$1,360.00

DOLLARS 

Security Features
Included.
Details on Back.

Small Business Services
SmallBusiness.fleet.com
New York, NY

 Fleet

FOR 160 Mad, Unit 2

0026160 00210003220 08010 46988

Invoice

Invoice Number:

CS2584

Invoice Date:

Dec 9, 2003

Page:

1

NEW YORK TITLE RESEARCH CORPORATION
 50 Mamaroneck Avenue
 Suite 401
 Harrison, NY 10528

Voice: 914/ 835-7100
 Fax: 914/ 835-7466

Client:

Vernon & Ginsberg
 Attention: Yoram Silagy
 261 Madison Avenue
 New York, NY 10016

Customer PO	Payment Terms	Due Date	Sales Rep ID
160 Madison Ave	Net Due	12/9/03	

Description	Unit Price	Extension
CO-OP Search 160 Madison Ave, New York, NY		450.00

JOHN M. SIMON

1-832

210

57111537

228

Date

25/04

New York Title Research Corp. \$ 350.00
 Pay to the Order of
 Three hundred fifty dollars

CITIBANK

CITIBANK, N.A. BR. #32
 AVENUE OF THE AMERICAS AT 23RD STREET
 NEW YORK, NY 10010

memo 100000891 57111537 0228

FEDERAL RESERVE
PARALLEL NUMBER
PRINTED ON BACK

MP

350 as per
 U.S. funds
 450.00

Check No:

Subtotal	450.00
Sales Tax	0.00
Total Invoice Amount	450.00
Payment Received	0.00
TOTAL	450.00

VERNON & GINSBURG, LLP

261 MADISON AVENUE

TELEPHONE
(212) 949-7300

NEW YORK, NEW YORK 10016

TELECOPIER
(212) 697-4432

February 12, 2004

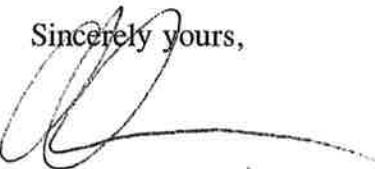
NYC Department of Finance
Real Property Transfer Tax Group
345 Adams Street, 5th Floor
Brooklyn, New York 11201

RE: 160 Madison Avenue, Unit 2
New York, New York 10016
Shayowitz to Simon

Dear Sir or Madam:

Enclosed is the RPT and affidavit in lieu of registration statement regarding the referenced conveyance of an individual commercial cooperative unit today along with our check in the amount of \$4,895.00 which includes the \$50 filing fee.

Sincerely yours,


Darryl M. Vernon

DMV:LL

VERNON & GINSBURG, LLP
ATTORNEY TRUST MASTER ACCOUNT
261 MADISON AVE, 26TH FLOOR
NEW YORK, NY 10016

2617

DATE 2-12-04

1-32/210

PAY TO THE ORDER OF NYC Dept. of Finance

\$ 4,895.00

Four thousand eight hundred ninety five dollars and

DOLLARS Security Features
including
Watermark
on Back



28830

Small Business Services
smalibusinesseet.com
New York, NY

FOR 160 Madison Avenue

100 2617 0210003221 08010 46988

TP-584 (10/03)

Recording office time stamp



New York State Department of Taxation and Finance

**Combined Real Estate
Transfer Tax Return,
Credit Line Mortgage Certificate, and
Certification of Exemption from the
Payment of Estimated Personal Income Tax**

See instructions (TP-584-I) before completing this form. Please print or type.

Schedule A — Information relating to conveyance

Grantor/Transferor	Name (if individual: last, first, middle initial) Shayowitz, Moses	Social security number 0 5 6 - 5 4 - 1 6 1 8
<input checked="" type="checkbox"/> Individual	Mailing address 862 46th Street	Social security number
<input type="checkbox"/> Corporation	City Brooklyn	ZIP code 11227
<input type="checkbox"/> Partnership	State NY	Federal employer ident. number
<input type="checkbox"/> Estate/Trust		
<input type="checkbox"/> Other		
Grantee/Transferee	Name (if individual: last, first, middle initial) Simon, Claude	Social security number 1 0 6 - 5 0 - 1 1 5 8
<input checked="" type="checkbox"/> Individual	Mailing address 160 Madison Avenue	Social security number
<input type="checkbox"/> Corporation	City New York	ZIP code 10016
<input type="checkbox"/> Partnership	State NY	Federal employer ident. number
<input type="checkbox"/> Estate/Trust		
<input type="checkbox"/> Other		

Location and description of property conveyed

Tax map designation			Address	City/village	Town	County
Section	Block	Lot				
	862	20	160 Madison Avenue, 2nd Fl.	NY	NY	NY

Type of property conveyed (check applicable box)

1 <input type="checkbox"/> One- to three-family house	5 <input type="checkbox"/> Commercial/Industrial	Date of conveyance	Percentage of real property conveyed which is residential real property 0.00 %
2 <input type="checkbox"/> Residential cooperative	6 <input type="checkbox"/> Apartment building	month 2	see Instructions
3 <input type="checkbox"/> Residential condominium	7 <input type="checkbox"/> Office building	day 12	
4 <input type="checkbox"/> Vacant land	8 <input checked="" type="checkbox"/> Other <u>commercial co</u>	year 04	

Condition of conveyance (check all that apply)

- a. Conveyance of fee interest
- b. Acquisition of a controlling interest (state percentage acquired **%**)
- c. Transfer of a controlling interest (state percentage transferred **%**)
- d. Conveyance to cooperative housing corporation
- e. Conveyance pursuant to or in lieu of foreclosure or enforcement of security interest (attach Form TP-584.1, Schedule E)
- f. Conveyance which consists of a mere change of identify or form of ownership or organization (attach Form TP-584.1, Schedule F)
- g. Conveyance for which credit for tax previously paid will be claimed (attach Form TP-584.1, Schedule G)
- h. Conveyance of cooperative apartment(s)
- i. Syndication
- j. Conveyance of air rights or development rights
- k. Contract assignment
- l. Option assignment or surrender
- m. Leasehold assignment or surrender
- n. Leasehold grant
- o. Conveyance of an easement
- p. Conveyance for which exemption from transfer tax claimed (complete Schedule B, Part III)
- q. Conveyance of property partly within and partly outside the state
- r. Other (describe)

For recording officer's use	Amount received Schedule B., Part I \$ 	Date received	Transaction number
	Schedule B., Part II \$ 		

Schedule B — Real estate transfer tax return (Tax Law, Article 31)

Part I — Computation of tax due

1 Enter amount of consideration for the conveyance (if you are claiming a total exemption from tax, check the exemption claimed box, enter consideration and proceed to Part III) Exemption claimed

2 Continuing lien deduction (see instructions if property is taken subject to mortgage or lien)

3 Taxable consideration (subtract line 2 from line 1)

4 Tax: \$2 for each \$500, or fractional part thereof, of consideration on line 3

5 Amount of credit claimed (see instructions and attach Form TP-584.1, Schedule G)

6 Total tax due* (subtract line 5 from line 4)

1.	340,000.00
2.	0.0
3.	0.0
4.	0.0
5.	0.0
6.	1360.00

Part II — Computation of additional tax due on the conveyance of residential real property for \$1 million or more

1 Enter amount of consideration for conveyance (from Part I, line 1)

2 Taxable consideration (multiply line 1 by the percentage of the premises which is residential real property, as shown in Schedule A)

3 Total additional transfer tax due* (multiply line 2 by 1% (.01))

1.	
2.	
3.	

Part III — Explanation of exemption claimed on Part I, line 1 (check any boxes that apply)

The conveyance of real property is exempt from the real estate transfer tax for the following reason:

a. Conveyance is to the United Nations, the United States of America, the state of New York, or any of their instrumentalities, agencies, or political subdivisions (or any public corporation, including a public corporation created pursuant to agreement or compact with another state or Canada)

b. Conveyance is to secure a debt or other obligation

c. Conveyance is without additional consideration to confirm, correct, modify, or supplement a prior conveyance

d. Conveyance of real property is without consideration and not in connection with a sale, including conveyances conveying realty as bona fide gifts

e. Conveyance is given in connection with a tax sale

f. Conveyance is a mere change of identity or form of ownership or organization where there is no change in beneficial ownership. (This exemption cannot be claimed for a conveyance to a cooperative housing corporation of real property comprising the cooperative dwelling or dwellings.) Attach Form TP-584.1, Schedule F

g. Conveyance consists of deed of partition

h. Conveyance is given pursuant to the federal Bankruptcy Act

i. Conveyance consists of the execution of a contract to sell real property, without the use or occupancy of such property, or the granting of an option to purchase real property, without the use or occupancy of such property

j. Conveyance of an option or contract to purchase real property with the use or occupancy of such property where the consideration is less than \$200,000 and such property was used solely by the grantor as the grantor's personal residence and consists of a one-, two-, or three-family house, an individual residential condominium unit, or the sale of stock in a cooperative housing corporation in connection with the grant or transfer of a proprietary leasehold covering an individual residential cooperative apartment

k. Conveyance is not a conveyance within the meaning of Tax Law, Article 31, section 1401(e) (attach documents supporting such claim)

l. Other (attach explanation)

*Please make check(s) payable to the county clerk where the recording is to take place. If the recording is to take place in New York City, make check(s) payable to the **NYC Department of Finance**. If a recording is not required, send this return and your check(s) made payable to the **NYS Department of Taxation and Finance**, directly to the NYS Tax Department, RETT Return Processing, PO Box 5045, Albany NY 12205-5045.

Schedule C — Credit Line Mortgage Certificate (Tax Law, Article 11)**Complete the following only if the interest being transferred is a fee simple interest.**

I (we) certify that: (check the appropriate box)

1. The real property being sold or transferred is not subject to an outstanding credit line mortgage.
2. The real property being sold or transferred is subject to an outstanding credit line mortgage. However, an exemption from the tax is claimed for the following reason:
 - The transfer of real property is a transfer of a fee simple interest to a person or persons who held a fee simple interest in the real property (whether as a joint tenant, a tenant in common or otherwise) immediately before the transfer.
 - The transfer of real property is (A) to a person or persons related by blood, marriage or adoption to the original obligor or to one or more of the original obligors or (B) to a person or entity where 50% or more of the beneficial interest in such real property after the transfer is held by the transferor or such related person or persons (as in the case of a transfer to a trustee for the benefit of a minor or the transfer to a trust for the benefit of the transferor).
 - The transfer of real property is a transfer to a trustee in bankruptcy, a receiver, assignee, or other officer of a court.
 - The maximum principal amount secured by the credit line mortgage is \$3,000,000 or more, and the real property being sold or transferred is not principally improved nor will it be improved by a one- to six-family owner-occupied residence or dwelling.

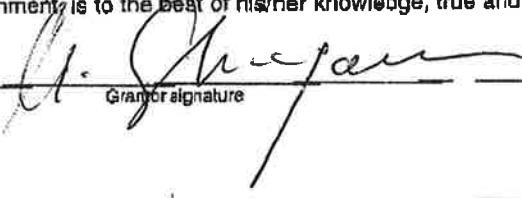
Please note: for purposes of determining whether the maximum principal amount secured is \$3,000,000 or more as described above, the amounts secured by two or more credit line mortgages may be aggregated under certain circumstances. See TSB-M-96(6)-R for more information regarding these aggregation requirements.

Other (attach detailed explanation).

3. The real property being transferred is presently subject to an outstanding credit line mortgage. However, no tax is due for the following reason:
 - A certificate of discharge of the credit line mortgage is being offered at the time of recording the deed.
 - A check has been drawn payable for transmission to the credit line mortgagee or his agent for the balance due, and a satisfaction of such mortgage will be recorded as soon as it is available.
4. The real property being transferred is subject to an outstanding credit line mortgage recorded in _____ (insert liber and page or reel or other identification of the mortgage). The maximum principal amount of debt or obligation secured by the mortgage is _____. No exemption from tax is claimed and the tax of _____ is being paid herewith. (Make check payable to county clerk where deed will be recorded or, if the recording is to take place in New York City, make check payable to the NYC Department of Finance.)

Signature (both the grantor(s) and grantees must sign)

The undersigned certify that the above information contained in schedules A, B, and C, including any return, certification, schedule, or attachment is to the best of his/her knowledge, true and complete.

	Title		Title
Grantor signature		Grantee signature	
Grantor signature	Title	Grantee signature	Title

Reminder: Did you complete all of the required information in Schedules A, B, and C? Are you required to complete Schedule D? If you checked e, f, or g in Schedule A, did you complete Form TP-584.1? Have you attached your check(s) made payable to the county clerk where recording will take place or, if the recording is in New York City, to the **NYC Department of Finance**? If no recording is required, send your check(s), made payable to the **Department of Taxation and Finance**, directly to the NYS Tax Department, RETT Return Processing, PO Box 5045, Albany NY 12205-5045.

Schedule D - Certification of exemption from the payment of estimated personal income tax (Tax Law, Article 22, section 663)**Complete the following only if a fee simple interest is being transferred by an individual or estate or trust.****Part I - New York State residents**

If you are a New York State resident transferor(s)/seller(s) listed in Schedule A of Form TP-584 (or an attachment to Form TP-584), you must sign the certification below. If one or more transferors/sellers of the property is a resident of New York State, each resident transferor/seller must sign in the space provided. If more space is needed, please photocopy this Schedule D and submit as many schedules as necessary to accommodate all resident transferors/sellers.

Certification of resident transferor(s)/seller(s)

This is to certify that at the time of the sale or transfer of the real property, the transferor(s)/seller(s) as signed below was a resident of New York State, and therefore is not required to pay estimated personal income tax under Tax Law, section 663(a) upon the sale or transfer of this property.

Signature	Print full name Moses Shayowitz	Date 2/12-04
Signature	Print full name	Date
Signature	Print full name	Date
Signature	Print full name	Date

Note: A resident of New York State may still be required to pay estimated tax under Tax Law, section 665(c), but not as a condition of recording a deed.

Part II - Nonresidents of New York State

If you are a nonresident of New York State listed as a transferor/seller in Schedule A of Form TP-584 (or an attachment to Form TP-584) but are not required to pay estimated tax because one of the exemptions below applies under Tax Law, section 663(c), check the box of the appropriate exemption below. If any one of the exemptions below applies to the transferor(s)/seller(s), that transferor(s)/seller(s) is not required to pay estimated personal income tax to New York State under Tax Law, section 663. Each nonresident transferor/seller who qualifies under one of the exemptions below must sign in the space provided. If more space is needed, please photocopy this Schedule D and submit as many schedules as necessary to accommodate all nonresident transferors/sellers.

If none of these exemption statements apply, you must use Form IT-2663, *Nonresident Real Property Estimated Income Tax Payment Form*, and pay the full amount of estimated tax, if any, to the recording officer at the time the deed is presented for recording.

Exemption for nonresident transferor(s)/seller(s)

This is to certify that at the time of the sale or transfer of the real property, the transferor(s)/seller(s) (grantor) of this property was a nonresident of New York State, but is not required to pay estimated tax under Tax Law, section 663 due to one of the following exemptions:

- The property being sold or transferred qualifies in total as the transferor's/seller's principal residence (within the meaning of Internal Revenue Code, section 121) from _____ to _____ (see Instructions).
- The transferor/seller is a mortgagor conveying the mortgaged property to a mortgagee in foreclosure, or in lieu of foreclosure with no additional consideration.
- The transferor or transferee is an agency or authority of the United States of America, an agency or authority of the state of New York, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Government National Mortgage Association, or a private mortgage insurance company.

Signature	Print full name	Date
Signature	Print full name	Date
Signature	Print full name	Date
Signature	Print full name	Date

CONSENT TO ASSIGNMENT

TO: Claude Simon
c/o Vernon & Ginsburg, LLP
261 Madison Avenue, 26th Floor
New York, New York 10016

Dated:
Unit: 2
Address: 160 Madison Avenue
New York, New York 10016

IT IS HEREBY CERTIFIED that pursuant to Article V,2(c) of the Certificate of Limited Partnership, dated as of December 1, 1983, consent has been granted by the undersigned as General Partner of the Limited Partnership, and as owner and Lessor of the building at 160 Madison Avenue, New York, New York ("Building") to the assignment by Moses Shayowitz (Assignor) to Claude Simon (Assignee) of the following interests:

- (i) Assignor's 12.5% interest in the Limited Partnership Allocated to Unit 2 of the Building;
- (ii) Assignor's interest in 45 shares of stock of the General Partner allocated to Unit 2; and
- (iii) Assignor's interest in the proprietary lease between the undersigned as Lessor and Moses Shayowitz as Lessee, covering Unit 2 of the Building.

Such consent has been given in writing by a majority of the now authorized number of directors of the corporation or by duly adopted resolution by its Board of Directors at a meeting duly held.

IT IS FURTHER CERTIFIED that all rent, maintenance or other charges due under the proprietary lease have been paid up to and including February 29, 2004.

160 MADISON AVENUE OWNERS
CORPORATION, General Partner and Lessor

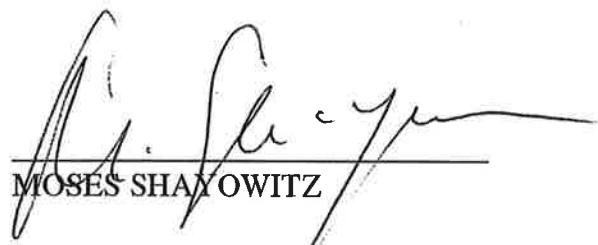
By:


John Simon, Vice-President

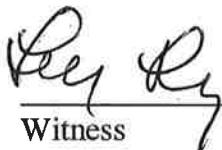
STOCK POWER

FOR VALUE RECEIVED, MOSES SHAYOWITZ hereby sells, assigns and transfer unto CLAUDE SIMON forty five (45) shares of the Capital Stock of 160 Madison Avenue Owners Corporation, standing in the names of MOSES SHAYOWITZ, on the books of said Corporation represented by Certificate No.19 herewith, and do hereby, irrevocably constitute and appoint _____, attorneys, to transfer the said stock on the books of said Corporation with full power of substitution in the premises.

DATED: February 12, 2004



MOSES SHAYOWITZ



Witness

HELLER, HOROWITZ & FEIT, P.C.

(148231.1)

JACOB W. HELLER
RICHARD F. HOROWITZ
ELI FEIT
LAWRENCE J. TOSCANO
STUART A. BLANDER
SIGMUND S. WISSNER-GROSS
MAURICE W. HELLER
ALAN A. HELLER
IRVING ROTHSTEIN
HENRY W. HOCHERMAN *

CLIFFORD J. BOND
ALLEN M. EISENBERG
JOSEPH S. SCHICK
SARA D. BOOKBINDER

* ADMITTED IN N.J. ONLY

ATTORNEYS AT LAW
292 MADISON AVENUE
NEW YORK, N.Y. 10017
(212) 685-7600

NAHUM L. GORDON
MARTIN STEIN
MAY ORENSTEIN
COUNSEL
—
CABLE ADDRESS
HELLFETER, N.Y.

—
TELECOPIER
(212) 696-9459

—
WORLD WIDE WEB
[HTTP://WWW.HHANDF.COM](http://www.hhandf.com)
—
WRITER'S E-MAIL
[EFEIT@HHANDF.COM](mailto:efeit@hhandf.com)

October 17, 2002

By Hand

Darryl Vernon, Esq.
Vernon & Ginsburg, LLP
261 Madison Avenue
New York, N. Y. 10017

Re: 160 Madison Avenue; Transfer of Units Nos. 1 and 2

Dear Mr. Vernon:

Enclosed herewith please find check payable to your order for \$1,000 in payment of a UCC Lien Search and on account of your legal fees.

Please provide me with a copy of the Lien Search as soon as you receive it so we can set up a mutually acceptable Closing date.

Very truly yours,



EF:p
cc: Mr. Bernat Mikhli
S & L Photo & Electronics Corp.
160 Madison Avenue
New York, N. Y. 10016

THIS CHECK IS DELIVERED FOR PAYMENT ON THE FOLLOWING ACCOUNTS	
DATE	AMOUNT
TOTAL OF INVOICES	
LESS _____ % DISCOUNT	
LESS _____	
TOTAL DEDUCTIONS	
AMOUNT OF CHECK	

S. & L. PHOTO & ELECTRONICS, INC.

160 MADISON AVE.
NEW YORK, NY 10016

5117

$\frac{1-8}{210} 32$

PAY
TO THE
ORDER OF

PAY
TO THE
ORDER OF Department of Taxation & Finance \$186 xx/xx
One hundred Eighty-Six and — xx DOLLARS

CITIBANK
CITIBANK, N.A. BR. #32
AVENUE OF THE AMERICAS AT 23RD STREET
NEW YORK, NY 10010

"005117" 1021000089 00621616

THIS CHECK IS DELIVERED FOR PAYMENT ON THE FOLLOWING ACCOUNTS		
DATE	AMOUNT	
TOTAL OF INVOICES		
LESS	% DISCOUNT	
LESS		
TOTAL DEDUCTIONS		
AMOUNT OF CHECK		

S. & L. PHOTO & ELECTRONICS, INC.

160 MADISON AVE.
NEW YORK, NY 10016

5116

1-8
210 32

PAY
TO THE
ORDER OF New York City Dept. of Finance \$491 20
Four Hundred Ninety-One and 20 XX DOLLARS
citibank

CITIBANK, N.A. BR. #32
AVENUE OF THE AMERICAS AT 23RD STREET
NEW YORK, NY 10010

"005116" :021000089: 00621616

THIS CHECK IS DELIVERED FOR PAYMENT ON THE FOLLOWING ACCOUNTS		
DATE		AMOUNT
TOTAL OF INVOICES		
LESS	% DISCOUNT	
LESS		
TOTAL DEDUCTIONS		
AMOUNT OF CHECK		

S. & L. PHOTO & ELECTRONICS, INC.

160 MADISON AVE.
NEW YORK, NY 10016

5118

1-8
210

PAY
TO THE
ORDER OF

PAY DATE 12/26/02
TO THE
ORDER OF Vernon & Ginsburg, LLP \$431 ~~xx~~
Four Hundred Thirty-One and ~~xx~~ DOLLARS ~~1~~
CitiBank®

CITIBANK, N.A. BR. #32
AVENUE OF THE AMERICAS AT 23RD STREET
NEW YORK, NY 10010

005118 0210000890 00621616

160 MADISON AVENUE OWNERS CORPORATION

INCORPORATED UNDER THE
LAW OF THE STATE OF NEW YORK



The Corporation is authorized to issue 360 Common Shares N.D. V.I.

In witness whereof, the said Corporation has caused this Certificate to be signed by its duly authorized officers and to be sealed with the Seal of the Corporation.

卷之三

卷之二

VERNON & GINSBURG, LLP

261 MADISON AVENUE

TELEPHONE
(212) 949-7300

NEW YORK, NEW YORK 10016

TELECOPIER
(212) 697-4432

FAX TRANSMITTAL COVER SHEET

DATE: January 23, 2004

NUMBER OF PAGES (including cover sheet): 18

SEND TO:

NAME: Claude Simon

COMPANY:

TELEPHONE:

FAX: 1 912 529 4746.

IMPORTANT: THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED, AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. If the reader of this message is not the intended recipient, or the employee or agent responsible for delivering the message to the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone, and return the original message to us at the above address via the United States Postal Service. THANK YOU.

FROM:

NAME: Lucy Levy, Paralegal

CLIENT MATTER: 2nd Floor Transfer

COMMENT:

Please see our draft cover letter to Shayowitz and the closing documents attached.

Please contact our office immediately at (212) 949-7300 if there are any problems with the transmission.