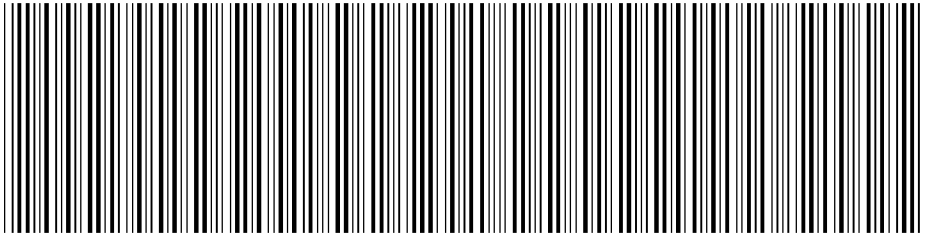


**NYC DEPARTMENT OF FINANCE  
OFFICE OF THE CITY REGISTER**

This page is part of the instrument. The City Register will rely on the information provided by you on this page for purposes of indexing this instrument. The information on this page will control for indexing purposes in the event of any conflict with the rest of the document.



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**RECORDING AND ENDORSEMENT COVER PAGE**

**PAGE 1 OF 11**

**Document ID: 2014072900786004**

Document Date: 07-25-2014

Preparation Date: 08-07-2014

Document Type: DEED

Document Page Count: 9

**PRESENTER:**

DEPENDABLE ABSTRACT  
3838 FLATLANDS AVENUE  
BROOKLYN, NY 11234  
718-337-8000  
VLOPEZ@DEPENDABLEAI.COM/ DA-1811

**RETURN TO:**

DEPENDABLE ABSTRACT  
3838 FLATLANDS AVENUE  
BROOKLYN, NY 11234  
718-337-8000  
VLOPEZ@DEPENDABLEAI.COM/ DA-1811

**PROPERTY DATA**

Borough	Block	Lot	Unit	Address
BROOKLYN	6735	80	Entire Lot	1277 EAST 14 STREET
<b>Property Type: OTHER</b>				

**CROSS REFERENCE DATA**

CRFN \_\_\_\_\_ or DocumentID \_\_\_\_\_ or \_\_\_\_\_ Year \_\_\_\_\_ Reel \_\_\_\_\_ Page \_\_\_\_\_ or File Number \_\_\_\_\_

**PARTIES**

**GRANTOR/SELLER:**

THE SHULAMITH SCHOOL FOR GIRLS, INC.  
46 LOCUST AVENUE  
CEDARHURST, NY 11516

**GRANTEE/BUYER:**

1277 HOLDINGS LLC  
2329 NOSTRAND AVENUE, SUITE 500  
BROOKLYN, NY 11210

Additional Parties Listed on Continuation Page

**FEES AND TAXES**

**Mortgage :**

Mortgage Amount: \$ 0.00

Taxable Mortgage Amount: \$ 0.00

Exemption:

TAXES: County (Basic): \$ 0.00

City (Additional): \$ 0.00

Spec (Additional): \$ 0.00

TASF: \$ 0.00

MTA: \$ 0.00

NYCTA: \$ 0.00

Additional MRT: \$ 0.00

**TOTAL: \$ 0.00**

Recording Fee: \$ 82.00

Affidavit Fee: \$ 0.00

Filing Fee:

\$ 250.00

NYC Real Property Transfer Tax:

\$ 0.00

NYS Real Estate Transfer Tax:

\$ 80,000.00

**RECORDED OR FILED IN THE OFFICE**

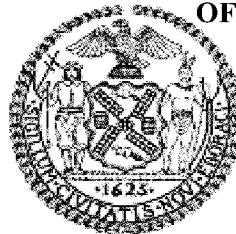
**OF THE CITY REGISTER OF THE**

**CITY OF NEW YORK**

Recorded/Filed 08-07-2014 16:27

City Register File No.(CRFN):

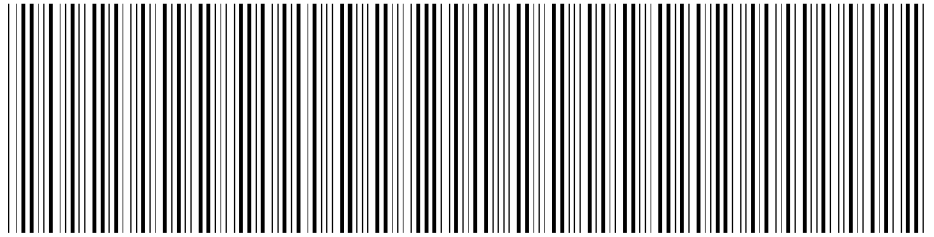
**2014000262265**



*Annette McMill*

**City Register Official Signature**

NYC DEPARTMENT OF FINANCE  
OFFICE OF THE CITY REGISTER



2014072900786004005CE514

**RECORDING AND ENDORSEMENT COVER PAGE (CONTINUATION) PAGE 2 OF 11**

**Document ID: 2014072900786004**  
Document Type: DEED

Document Date: 07-25-2014

Preparation Date: 08-06-2014

**PARTIES**

**GRANTOR/SELLER:**

THE SHULAMITH SCHOOL FOR GIRLS OF  
BROOKLYN, INC.  
1277 EAST 14TH STREET  
BROOKLYN, NY 11230

**BARGAIN AND SALE DEED**

*THIS INDENTURE*, made as of this <sup>25<sup>th</sup></sup>~~24<sup>th</sup>~~ day of July, 2014

between

SHULAMITH SCHOOL FOR GIRLS, INC., a religious corporation dully formed under the Religious Law of the State of New York, having an address at 46 Locust Avenue, ~~Brooklyn~~<sup>Brooklyn, New York</sup>, New York 11516, party of the first part,

and

1277 HOLDINGS LLC, a New York limited liability company, having an address at 2329 Nostrand Avenue, Ste. 500, Brooklyn, New York 11210, party of the second part,

Pursuant to the Amended Court Order dated July 18, 2014 in the Matter of Shulamith School for Girls of Brooklyn, et. al., under Index No. 500560/2014 issued by the Honorable Marsha L. Steinhardt of the Supreme Court of Kings County, (See Attached Exhibit "A")

*WITNESSETH*, that the party of the first part, in consideration of \$10.00 dollars, lawful money of the United States, paid by the party of the second part, does hereby grant and release unto the party of the second part, the heirs or successors and assigns of the party of the second part forever,

*ALL* that lot or parcel of land, with the buildings and improvements thereon, erected, situate, lying and being in the City of New York, Borough of Brooklyn, County of Kings, and bounded and described in attached Schedule A.

*TOGETHER* with all right, title and interest, if any, of the party of the first part in and to any streets and roads abutting the above described premises to the center lines thereof,

*TOGETHER* with the appurtenances and all the estate and rights of the party of the first part in and to said premises,

*TO HAVE AND TO HOLD* the premises herein granted unto the party of the second part, the heirs or successors and assigns of the party of the second part forever.

*AND* the party of the first part covenants that the party of the first part has not done or suffered anything whereby the said premises have been encumbered in any way whatever, except as aforesaid.

*AND* the party of the first part, in compliance with Section 13 of the Lien Law, covenants that the party of the first part will receive the consideration for this conveyance and will hold the right to receive such consideration as a trust fund to be applied first for the purpose of paying the costs of the improvement and will apply the same first to the payment of the cost of the improvement before using any part of the total of the same for any other purpose

*AND* being and hereby intending to convey part of the same premises as conveyed to the parties of the first part by Deed dated January 27, 1982 and recorded in the Office of the New York City Register, New York County on February 1, 1982 in Reel 1294 Page 535.

The word "party" shall be construed as if it read "parties" whenever the sense of this indenture so requires.

[Remainder of Page Intentionally Blank]

SCHEDULE A

ALL that certain plot, piece or parcel of land, situate, lying and being in the Borough of Brooklyn, County of Kings, City and State of New York, bounded and described as follows:

BEGINNING at the corner formed by the intersection of the easterly side of East 14th Street and the southerly side of Locust Avenue;

THENCE easterly along the southerly side of Locust Avenue, 337 feet 11-1/2 inches (deed; 338.06 feet Tax Map) to the division line between lots 24 and 25 as laid down on a certain map entitled "Map of South Greenfield, situated in the Town of Flatlands and Gravesend, Kings County, belonging to United Freeman's Land Association", filed in the Kings County Register's Office on September 28, 1854, as Map No. 444;

THENCE southerly along said division line, 34 feet 3-1/2 inches (deed; 33.78 feet Tax Map) to the westerly side of land now or formerly of Brooklyn, Flatbush and Coney Island Railroad;

THENCE again southerly along said lines of Brooklyn, Flatbush and Coney Island Railroad, 171 feet 11-3/4 inches (deed; 172.52 feet Tax Map) to the northerly side of Chestnut Avenue;

THENCE westerly along the northerly side of Chestnut Avenue, 347 feet 4-1/4 inches (deed; 347.31 feet Tax Map) inches to the easterly side of East 14th Street; and

THENCE northerly along the easterly side of East 14th Street, 207 feet 6-1/2 inches to the point or place of BEGINNING.

For conveyancing only, if intended to be conveyed:

TOGETHER with all the right, title and interest of the party of the first part of, in and to the land lying in the street in front of and adjoining said premises.

# Exhibit "A"

PRESENT:

HON. MARSHA L. STEINHARDT

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF KINGS

At an IAS Part 16 of the Supreme Court of the State of New York, held in and for the County of Kings, at the Courthouse, located at Civic Center, Borough of Brooklyn, City and State of New York, on the 18<sup>th</sup> day of July 2014.

-----X

IN THE MATTER OF  
SHULAMITH SCHOOL FOR GIRLS OF BROOKLYN  
a/k/a Shulamith School for Girls of Brooklyn, Inc.,  
and SHULAMITH SCHOOL FOR GIRLS  
a/k/a Shulamith School for Girls Inc.,

Index No. 500560/2014

Petitioners,

**AMENDED  
ORDER**

Seeking approval under N.Y. N-PCL §§ 510-511 and N.Y. RCL § 12 for the sale of real property located at 1277 East 14th Street, Brooklyn, New York (Kings County Block 6735, Lot 80).

-----X

This matter having come before the Court by way of Petitioners' Verified Petition, dated January 22, 2014; and the Court having reviewed the Verified Petition with the exhibits attached thereto; and the Court having reviewed that certain Contract of Sale dated December 10, 2013, as amended by the First Amendment to the Contract dated as of July 2, 2014 (together, the "Contract"); and the New York State Attorney General having no objection to the relief requested in the Verified Petition or the Contract, as amended, and having waived statutory notice; and no person with an interest in the subject matter of this proceeding not appearing before the Court; and the Court being satisfied that the transaction proposed in the Verified Petition and Contract is in the best interests of the Petitioners, is fair and reasonable to Petitioners and that the educational purposes for which Petitioners were formed will be promoted by the proposed transaction;

IT IS HEREBY ORDERED, that the Order of this Court, entered in this action on March 4, 2014 is hereby amended and replaced by this Order; and,

IT IS FURTHER ORDERED, that Petitioners are authorized to proceed with and consummate the sale of the real property located at 1277 East 14th Street, Brooklyn, New York (Kings County Block 6735, Lot 80) (the "Property") to Gateway Realty Holdings, Ltd. or its affiliate pursuant to the Contract, as amended for a purchase price of twenty million dollars (\$20,000,000.00); and,

IT IS FURTHER ORDERED, that a member or designee of the boards of directors of Shulamith School for Girls of Long Island and Shulamith School for Girls of Brooklyn, acting together, are authorized to execute any and all necessary deeds, instruments and other documents necessary to complete the sale of the Property pursuant to the Contract, as amended; and,

IT IS FURTHER ORDERED, that Petitioners are authorized to pay from the proceeds of the sale of the Property all reasonable costs, expenses, fees and taxes necessary to complete the sale of the Property pursuant to the Contract, as amended; and

IT IS FURTHER ORDERED, that Petitioners are authorized to pay from the proceeds of the sale of the Property all sums agreed to be paid under that certain Settlement Agreement and General Release between Petitioners, dated as of December 2013, as amended (the "Agreement") including:

\$2.1 million to the Internal Revenue Service, or such other amount as maybe required by the Internal Revenue Service;

\$1 million in payroll and payroll tax obligations;

\$200,000.00 to repay that certain loan made by Ernest Katz;

\$160,000.00 to repay that certain loan made by Met Bank.

IT IS FURTHER ORDERED, that Petitioners are authorized to pay from the proceeds of the sale of the Property, at closing, any amounts reasonably necessary to ensure clean title to the Property passes to Gateway Realty Holdings, Ltd. or its affiliate pursuant to the Contract,

including, but not limited to any amounts due and owing to any state or local government body, taxing authority or regulatory authority, including the New York City Environmental Control Board, the New York City Department of Buildings and the New York State Commissioner of Labor; and,

IT IS FURTHER ORDERED, that the net proceeds from the sale of the Property after the payments provided for herein and in the Agreement shall be divided between Petitioners as provided in the Agreement and any amendments thereto, with (i) the net proceeds distributable to Shulamith School for Girls of Long Island paid at the closing into an interest bearing escrow account (which may be held in investment-grade securities) maintained by the law firm of Morrison Cohen LLP; and (ii) the net proceeds distributable to Shulamith School for Girls of Brooklyn paid at the closing into an interest bearing escrow account (which may be held in investment grade securities) maintained by the Berkman Law Office, LLC; and,

IT IS FURTHER ORDERED, that Morrison Cohen LLP shall not release those escrowed funds except upon further order of the Court on notice to the New York State Attorney General for the purposes of obtaining new premises, by purchase or by lease for a period of two or more years, by Shulamith School for Girls of Long Island; and,

IT IS FURTHER ORDERED, that the Berkman Law Office, LLC shall not release those escrowed funds except upon further order of the Court on notice to the New York State Attorney General for the purposes of obtaining new premises, by purchase or by lease for a period of two or more years, by Shulamith School for Girls of Brooklyn; and,

IT IS FURTHER ORDERED, that a copy of this Order shall be served upon the New York State Attorney General within twenty (20) days of its entering; and,



IT IS FURTHER ORDERED, that Petitioners shall provide written notice to the New York State Attorney General of the closing of the sale of the Property pursuant to this Order within thirty (30) days of such closing; and,

IT IS FURTHER ORDERED, that Petitioners shall provide written notice to the New York State Attorney General if the closing of the sale of the Property pursuant to this Order has not been completed within ninety (90) days of the date of this Order or if the Contract has been abandoned.

ENTER: *FOR THE COURT*

*MS*  
\_\_\_\_\_  
J.S.C.  
HON. MARSHA L. STEINHARDT

THE ATTORNEY GENERAL HEREBY APPEARS HEREIN,  
HAS NO OBJECTION TO THE GRANTING OF  
JUDICIAL APPROVAL HEREON, ACKNOWLEDGES  
RECEIPT OF STATUTORY NOTICE, AND DEMANDS  
SERVICE OF ALL PAPERS SUBMITTED HEREIN  
INCLUDING ALL ORDERS, JUDGMENTS AND  
ENDORSEMENTS OF THE COURT. SAID NO OBJECTION  
IS CONDITIONED ON SUBMISSION OF THE MATTER  
TO THE COURT WITHIN 30 DAYS HEREAFTER.  
*Andrew P. Davis* *July 9, 2014*  
ASSISTANT ATTORNEY GENERAL      DATE  
ANDREW P. DAVIS

IN WITNESS WHEREOF, the party of the first part has duly executed this deed the day and year first above written.

(Seller) → SHULAMITH SCHOOL FOR GIRLS, INC.,  
a religious corporation

By: [Signature]  
Name: Dov Hertz  
Title: Authorized Signatory

STATE OF NEW YORK )  
) ss.:  
COUNTY OF NEW YORK )

On the <sup>25th</sup> 24th day of July, in the year 2014, before me, the undersigned, personally appeared Dov Hertz, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

CHAIM MENDLOWITZ  
NOTARY PUBLIC, State of New York  
No. 01ME600683  
Qualified in Kings County  
Commission Expires May 4, 2018

[Signature]  
Notary Public

Signee Pursuant  
to Court Order

SHULAMITH SCHOOL FOR GIRLS OF  
BROOKLYN, INC., a religious corporation

By: x [Signature]  
Name: PAUL WEINTRAUB  
Title: PRESIDENT

STATE OF NEW YORK )  
) ss.:  
COUNTY OF NEW YORK )

On the <sup>25th</sup> 24th day of July, in the year 2014, before me, the undersigned, personally appeared PAUL WEINTRAUB, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

CHAIM MENDLOWITZ  
NOTARY PUBLIC, State of New York  
No. 01ME600683  
Qualified in Kings County  
Commission Expires May 4, 2018

[Signature]  
Notary Public

*Bargain and Sale Deed*

SHULAMITH SCHOOL FOR GIRLS, INC.

Section 20  
Block 6735  
Lots 80  
County or Town Kings  
Street Address  
1277 East 14<sup>th</sup> Street, Brooklyn

To

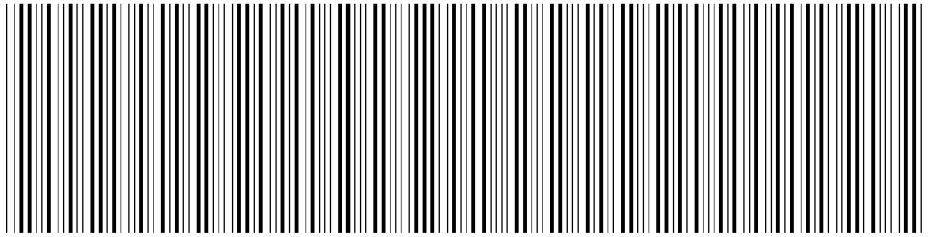
1277 HOLDINGS LLC

Return By Mail To:

Dependable Abstract Inc.  
3838 Flatbush Avenue  
BKlyn. N.Y 11234

Reserve This Space For Use Of Recording Office

NYC DEPARTMENT OF FINANCE  
OFFICE OF THE CITY REGISTER



2014072900786004005S2915

**SUPPORTING DOCUMENT COVER PAGE**

**PAGE 1 OF 1**

**Document ID: 2014072900786004**  
Document Type: DEED

Document Date: 07-25-2014

Preparation Date: 08-06-2014

**ASSOCIATED TAX FORM ID:** 2014072300479

**SUPPORTING DOCUMENTS SUBMITTED:**

DEP CUSTOMER REGISTRATION FORM FOR WATER AND SEWER BILLING  
RP - 5217 REAL PROPERTY TRANSFER REPORT

Page Count  
1  
3



The City of New York  
Department of Environmental Protection  
Bureau of Customer Services  
59-17 Junction Boulevard  
Flushing, NY 11373-5108

## Customer Registration Form for Water and Sewer Billing

### Property and Owner Information:

- (1) Property receiving service: BOROUGH: BROOKLYN                      BLOCK: 6735                      LOT: 80
- (2) Property Address: 1277 EAST 14 STREET, BROOKLYN, NY 11230
- (3) Owner's Name:                      1277 HOLDINGS LLC

Additional Name:

### Affirmation:

- Your water & sewer bills will be sent to the property address shown above.

### Customer Billing Information:

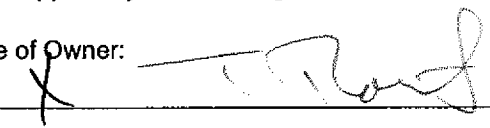
#### Please Note:

- A. Water and sewer charges are the legal responsibility of the owner of a property receiving water and/or sewer service. The owner's responsibility to pay such charges is not affected by any lease, license or other arrangement, or any assignment of responsibility for payment of such charges. Water and sewer charges constitute a lien on the property until paid. In addition to legal action against the owner, a failure to pay such charges when due may result in foreclosure of the lien by the City of New York, the property being placed in a lien sale by the City or Service Termination.
- B. Original bills for water and/or sewer service will be mailed to the owner, **at the property address or to an alternate mailing address**. DEP will provide a duplicate copy of bills to one other party (such as a managing agent), however, any failure or delay by DEP in providing duplicate copies of bills shall in no way relieve the owner from his/her liability to pay all outstanding water and sewer charges. Contact DEP at (718) 595-7000 during business hours or visit [www.nyc.gov/dep](http://www.nyc.gov/dep) to provide us with the other party's information.

### Owner's Approval:

The undersigned certifies that he/she/it is the owner of the property receiving service referenced above; that he/she/it has read and understands Paragraphs A & B under the section captioned "Customer Billing Information"; and that the information supplied by the undersigned on this form is true and complete to the best of his/her/its knowledge.

Print Name of Owner:

Signature: 

Date (mm/dd/yyyy)

7/25/2014

Name and Title of Person Signing for Owner, if applicable:

FOR CITY USE ONLY

C1. County Code  C2. Date Deed Recorded  /  /   
 Month Day Year

C3. Book  OR  C4. Page

C5. CRFN



REAL PROPERTY TRANSFER REPORT

STATE OF NEW YORK  
STATE BOARD OF REAL PROPERTY SERVICES

RP - 5217NYC

PROPERTY INFORMATION

1. Property Location  1277  EAST 14 STREET  BROOKLYN  11230   
 STREET NUMBER STREET NAME BOROUGH ZIP CODE

2. Buyer Name  1277 HOLDINGS LLC   
 LAST NAME / COMPANY FIRST NAME

LAST NAME / COMPANY FIRST NAME

3. Tax Billing Address        
 Indicate where future Tax Bills are to be sent if other than buyer address (at bottom of form) LAST NAME / COMPANY FIRST NAME

STREET NUMBER AND STREET NAME CITY OR TOWN STATE ZIP CODE

4. Indicate the number of Assessment Roll parcels transferred on the deed  1  # of Parcels OR  Part of a Parcel

4A. Planning Board Approval - N/A for NYC  
4B. Agricultural District Notice - N/A for NYC

5. Deed Property Size  207  X  338  OR      
 FRONT FEET DEPTH ACRES

Check the boxes below as they apply:  
6. Ownership Type Is Condominium   
7. New Construction on Vacant Land

8. Seller Name  THE SHULAMITH SCHOOL FOR GIRLS, INC.   
 LAST NAME / COMPANY FIRST NAME

LAST NAME / COMPANY FIRST NAME

9. Check the box below which most accurately describes the use of the property at the time of sale:

A  One Family Residential C  Residential Vacant Land E  Commercial G  Entertainment / Amusement I  Industrial  
 B  2 or 3 Family Residential D  Non-Residential Vacant Land F  Apartment H  Community Service J  Public Service

SALE INFORMATION

10. Sale Contract Date  12  /  20  /  2013   
 Month Day Year

11. Date of Sale / Transfer  7  /  24  /  2014   
 Month Day Year

12. Full Sale Price \$  2  0  0  0  0  0  0  0   
 ( Full Sale Price is the total amount paid for the property including personal property. This payment may be in the form of cash, other property or goods, or the assumption of mortgages or other obligations.) Please round to the nearest whole dollar amount.

13. Indicate the value of personal property included in the sale

14. Check one or more of these conditions as applicable to transfer:


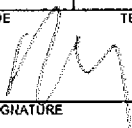
A  Sale Between Relatives or Former Relatives  
 B  Sale Between Related Companies or Partners in Business  
 C  One of the Buyers is also a Seller  
 D  Buyer or Seller Is Government Agency or Lending Institution  
 E  Deed Type not Warranty or Bargain and Sale (Specify Below)  
 F  Sale of Fractional or Less than Fee Interest ( Specify Below )  
 G  Significant Change in Property Between Taxable Status and Sale Dates  
 H  Sale of Business is Included In Sale Price  
 I  Other Unusual Factors Affecting Sale Price ( Specify Below )  
 J  None

ASSESSMENT INFORMATION - Data should reflect the latest Final Assessment Roll and Tax Bill

15. Building Class  W 2  16. Total Assessed Value (of all parcels in transfer)  2  7  5  1  7  5  0   
 17. Borough, Block and Lot / Roll Identifier(s) ( If more than three, attach sheet with additional identifier(s) )  
 BROOKLYN 6735 80

**CERTIFICATION**


I certify that all of the items of information entered on this form are true and correct (to the best of my knowledge and belief) and understand that the making of any willful false statement of material fact herein will subject me to the provisions of the penal law relative to the making and filing of false instruments.

		<b>BUYER</b>		<b>BUYER'S ATTORNEY</b>					
BUYER SIGNATURE		DATE		LAST NAME		FIRST NAME			
2329 NOSTRAND AVENUE, SUITE 500		7/25/2014							
STREET NUMBER		STREET NAME (AFTER SALE)		AREA CODE		TELEPHONE NUMBER			
BROOKLYN						SELLER			
CITY OR TOWN		STATE		ZIP CODE		SELLER SIGNATURE		DATE	
		NY		11210				7/25/2014	

### CERTIFICATION

I certify that all of the items of information entered on this form are true and correct (to the best of my knowledge and belief) and understand that the making of any willful false statement of material fact herein will subject me to the provisions of the penal law relative to the making and filing of false instruments.

#### BUYERS

  
Buyer Signature

7/25/2014  
Date

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Buyer Signature

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Date

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Buyer Signature

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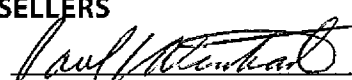
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Buyer Signature

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Buyer Signature

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Date

#### SELLERS

  
Seller Signature

7/25/14  
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Seller Signature

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