

City of Chicago



O2018-657

Office of the City Clerk

Document Tracking Sheet

Meeting Date: 1/17/2018

Sponsor(s): Emanuel (Mayor)

Ordinance Type:

Support of Class L tax incentive for property(s) at 404 W Harrison Street and 433 W Van Buren St (Old Main Post Title:

Office building)

Committee on Finance **Committee(s) Assignment:**

ORDINANCE

WHEREAS, the City of Chicago (the "City") is a home rule unit of government under Section 6(a), Article VII of the 1970 Constitution of the State of Illinois authorized to exercise any power and perform any function pertaining to its government and affairs; and

WHEREAS, the Cook County Board of Commissioners has enacted the Tax Incentive Ordinance, Classification System for Assessment, as amended from time to time (the "County Ordinance"), which establishes the Class L property tax classification to encourage the preservation and rehabilitation of certain historically and architecturally significant buildings, which will enhance the general character of real estate in the county and contribute to the economic well-being of the county by increasing the level of economic activity, increasing employment opportunities and contributing to the long-term growth of the real property tax base; and

WHEREAS, 601 W Companies Chicago LLC, a Delaware limited liability company (the "Owner"), is the owner of the historic building (the "Building") located at 404 West Harrison Street, Chicago, Illinois 60607 (also known as 433 West Van Buren Street, Chicago, Illinois, 60607), and said Building commonly known as the Old Main Post Office Building, as more precisely described in Exhibit 1 attached hereto and hereby made a part hereof (the land and improvements thereon being herein referred to as the "Project Real Estate"); and

WHEREAS, the City Council of the City (the "City Council") is concurrently seeking the designation of the area encompassing the Building as a Chicago Landmark pursuant to the criteria established in Section 2-120-580 et seq. of the Municipal Code of Chicago, and such designation as a Chicago landmark meets the definition of landmark pursuant to the County Ordinance; and

WHEREAS, the Owner proposes to rehabilitate the Building thereby preserving the historic building, increasing employment opportunities in the area and contributing to the long-term growth of the real property tax base (the "Project"); and

WHEREAS, the redevelopment objective of the City in connection with the Project Real Estate is to restore the exterior of the deteriorating historic building, rehabilitate the interior of a long-vacant building, and enhance the City's property tax revenue; and

WHEREAS, the Owner intends to use the Building for commercial purposes after the Project is completed by operating the Building as a modernized efficient office building, including a retail base, that will cater to office users seeking expansive and open-floor layouts office with associated amenities, including a fitness center and spa, indoor parking, a restored main lobby with retail services, and a roof deck with tenant lounges and recreation facilities, conference center, food and beverage dining and indoor entertainment venue (the "Intended Use"); and

WHEREAS, it is anticipated that the Project may require a transfer of a beneficial interest in the Owner to one or more entities who will receive an allocation of federal historic rehabilitation tax credits ("Tax Credit Investors"); and

WHEREAS, the Owner has applied to the Office of the Assessor of Cook County, Illinois (the "Assessor"), for designation of the Project Real Estate as a Class L classification eligible for certain real estate tax incentives pursuant to the County Ordinance; and

WHEREAS, pursuant to the County Ordinance, the Class L classification is available to real estate which is to be used for commercial or industrial purposes and which (1) is a Landmark (as defined in the County Ordinance); and (2) has undergone Substantial Rehabilitation (as defined in the County Ordinance), which constitutes an investment by the owner of at least 50 percent of the building's full market value as determined by the Assessor in the assessment year prior to the commencement of the Substantial Rehabilitation; and the Class L incentive shall apply to the building only, except that if the entire building has been vacant and unused for at least 24 continuous months prior to the filing of the eligibility, application with the Assessor, the land upon which the building is situated shall be eligible for the incentive; and

WHEREAS, the County Ordinance requires that, in connection with the filing of a Class L eligibility application with the Assessor, an applicant must obtain from the unit of local government in which the real estate is located, an ordinance or resolution which expressly states, among other things, that the local government: 1) has determined that the incentive provided by Class L is necessary for the Substantial Rehabilitation of the property; 2) supports and consents to the granting of the incentive; and 3) has reviewed and accepted its Preservation Commission's (as defined in the County Ordinance) written recommendation of the project for the Class L incentive, specifying the project budget and proposed scope of the work, which meets or exceeds the Standards of the United States Department of the Interior for Rehabilitation, Preservation, Restoration, and Reconstruction of historic properties; and

WHEREAS, the City is a Certified Local Government as defined in the County Ordinance and has established the City of Chicago Commission on Chicago Landmarks (the "Landmarks Commission"), and such Landmarks Commission is a Preservation Commission (as defined in the County Ordinance); and

WHEREAS, on October 5, 2017 the Landmarks Commission issued a written recommendation of the Project to the City Council, conditioned upon a final determination by the City Council to designate the building as a Chicago landmark, recommending that the Project be approved by the Assessor for the Class L incentive, a copy of which is attached hereto as Exhibit 2 and hereby made a part hereof; and

WHEREAS, the Project Real Estate has not been occupied and used for the 24-month period prior to the filing of the Class L eligibility application with the Assessor making the land upon which the Building is situated eligible for the incentive; and

WHEREAS, the Department of Planning and Development of the City ("DPD") has reviewed the proposed Project, has determined that it meets the necessary eligibility requirements for Class L designation, and hereby recommends to City Council that the City expressly determine by ordinance, among other things, that: 1) the incentive provided by Class L is necessary for the Substantial Rehabilitation of the Project Real Estate; 2) the City supports and consents to the granting of the incentive; and 3) the City has reviewed and accepted the Landmarks Commission's written recommendation of the Project for the Class L incentive, specifying the Project budget and proposed scope of the work, and specifying that the Project meets or exceeds the Standards of the United States Department of the Interior for Rehabilitation,

Preservation, Restoration, and Reconstruction of historic properties; now, therefore,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

- **SECTION 1.** The above recitals are hereby expressly incorporated as if fully set forth herein.
- **SECTION 2.** The City hereby determines that the incentive provided by Class L is necessary for the Substantial Rehabilitation of the Project Real Estate.
- **SECTION 3.** The City hereby expressly supports and consents to the granting of the Class L incentive. The City's support and consent to the grant of certification for the Class L incentive for the Project Real Estate is expressly conditioned upon the substantial completion of the Project as proposed by the Owner and approved by the City, both upon completion of the Substantial Rehabilitation of the Project Real Estate and during the term of the Class L incentive.
- **SECTION 4.** The Project is anticipated to be completed by December 31, 2021. The Commissioner of DPD (the "Commissioner") or a designee of the Commissioner (together with the Commissioner, an "Authorized Officer") shall have discretion to extend the construction completion date by issuing a written extension letter in response to a written request from the Owner. To the extent that the Project Real Estate is not rehabilitated, used or maintained during the term of the Class L incentive in a manner which is substantially consistent with the approved Project or Use, as determined by the Authorized Officer, the Authorized Officer is hereby authorized to take such steps as may be necessary and appropriate to withdraw the City's support and consent to the Class L incentive, which may cause the Class L certification to be terminated or revoked.
- **SECTION 5.** The City has reviewed and hereby accepts the Landmarks Commission's written recommendation of the Project for the Class L incentive, which specifies the Project budget and proposed scope of the work, and which specifies that the Project meets or exceeds the Standards of the United States Department of the Interior for Rehabilitation, Preservation, Restoration, and Reconstruction of historic properties, a copy of which is attached hereto as Exhibit 2 and made a part hereof.
- **SECTION 6.** The Economic Disclosure Statement, as defined in the County Ordinance, has been received and filed by the City.
- **SECTION 7.** The Authorized Officer is hereby authorized to deliver a certified copy of this Ordinance to the Assessor and to furnish such additional information as may be required in connection with the filing of the application by the Owner with the Assessor for Class L designation of the Project Real Estate.
- **SECTION 8.** The Authorized Officer is hereby authorized to enter into and execute such instruments and agreements, and perform any and all acts as shall be necessary or advisable in connection with the Project including such other terms and conditions as may be imposed or approved in connection with the Project by the Authorized Officer.
- **SECTION 9.** The Authorized Officer is hereby authorized to approve minor changes in the scope of work and budget delineated on (Sub) Exhibits A and B to Exhibit 2 hereof, provided

that changes in the Building conditions warrant such changes and will not change the suitability of the Project Real Estate for the Use (all as determined in the sole discretion of the Authorized Officer). Changes to the Project budget delineated on (Sub) Exhibit A to Exhibit 2 shall not require prior City approval provided that the Project is substantially completed in accordance with the scope of work defined in (Sub) Exhibit B to Exhibit 2 and achieves the minimum investment required for Class L eligibility.

SECTION 10. Upon request by the Owner for a final determination of the eligibility of the Project Real Estate for the Class L incentive by the Landmarks Commission pursuant to the County Ordinance upon completion of the Substantial Rehabilitation of the Project Real Estate, the Authorized Officer shall verify that the work performed substantially conforms to the Project approved by the City and that the Project Real Estate is eligible for the Class L incentive (the "Final Determination").

SECTION 11. Any conveyance of all or a portion of the Project Real Estate by the Owner before the Final Determination shall render the support and consent of the City for the Class L incentive set forth hereunder in connection with the Project null and void. Any renewed support and consent of the City for the Class L incentive contemplated in connection with the Project undertaken by a successor in interest to the Owner of the Project Real Estate prior to the Final Determination shall require additional authorization by the City Council. Any change prior to the Final Determination in the direct owners in excess of 7.5% of the Owner or who constitute the direct or indirect controlling parties of the Owner, as determined by the Corporation Counsel (an "Ownership Change"), shall render the support and consent of the City for the Class L incentive set forth hereunder in connection with the Project null and void, unless such Ownership Change is approved by the Authorized Officer in his or her discretion. This Section shall not apply to the transfer of a beneficial interest in the Owner to Tax Credit Investors with respect to the Project, or to the transfer of a leasehold interest in the Project Real Estate to a master tenant entity owned in whole or in part by one or more Tax Credit Investors, provided that such transfers do not involve a change to the direct or indirect controlling parties of the Owner.

SECTION 12. No permit fee waiver(s) pursuant to Section 2-120-815 of the Municipal Code of Chicago from the City related to the Project Real Estate shall be granted to the Owner during the rehabilitation of the Project and prior to the expiration of the Class L incentive related to the Project Real Estate.

SECTION 13. To the extent that any ordinance, resolution, order or provision of the Municipal Code of Chicago, or part thereof, is in conflict with the provisions of this Ordinance, the provisions of this Ordinance shall be controlling. If any section, paragraph, clause or provision shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this Ordinance.

SECTION 14. This Ordinance shall be effective from and after its passage and approval.

EXHIBIT 1

LEGAL DESCRIPTION

(Subject to final title and survey)

LOT 11 (EXCEPT THE WEST 20 FEET THEREOF) IN RAILROAD COMPANIES' RESUBDIVISION OF BLOCKS 62 TO 76, INCLUSIVE, 78, PARTS OF 61 AND 67 AND CERTAIN VACATED STREETS AND ALLEYS IN SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

Permanent Index Number:

17-16-130-001-0000

Address commonly known as:

404 West Harrison Street, Chicago, Illinois, 60607 (also known as 433 West Van Buren Street, Chicago, Illinois

60607)

EXHIBIT 2

Commission on Chicago Landmarks Recommendation to the City Council

See attached

CITY OF CHICAGO COMMISSION ON CHICAGO LANDMARKS October 5, 2017

RECOMMENDATION TO THE CITY COUNCIL THAT A CLASS L REAL ESTATE TAX REDUCTION BE APPROVED FOR

401-439 W. Van Buren Street, 401-535 S. Canal Street, and 400-436 W. Harrison Street Old Chicago Main Post Office Building

To the Mayor and Members of the City Council of the City of Chicago:

Whereas, the Commission on Chicago Landmarks (the "Commission") has reviewed an application for the proposed exterior and interior rehabilitation of the building at 401-439 W. Van Buren Street, 401-535 S. Canal Street, and 400-436 W. Harrison Street (the "Building," and its rehabilitation, the "Project"), pursuant to the Cook County Real Property Assessment Classification Ordinance, as amended (the "County Ordinance"), and its requirements governing the Class L real estate tax incentive (the "Class L"); and

Whereas, the Building was preliminarily recommended as a Chicago Landmark by the Commission on October 5, 2017; now, therefore

THE COMMISSION ON CHICAGO LANDMARKS HEREBY:

- 1. Incorporates the above recitals; and
- 2. Finds, based on the Project's budget and proposed scope of work, incorporated herein and attached as Exhibits A and B respectively, that the Project meets or exceeds the Secretary of the Interior's Standards for the Rehabilitation of Historic Buildings; and
- 3. Finds that the Project meets the eligibility criteria for the Class L incentive specified in the County Ordinance; and
- 4. Recommends, conditioned upon a final determination by the Commission and the City Council to designate the building as a Chicago Landmark, that the Project be approved for the Class L incentive.

The above recommendation was passed 5-0 with one Comis

James M. Houlihan, Vice-Chair

Commission on Chicago Landmarks

Serving as Chair pursuant to Article I.A.2.b. of the Rules and Regulations

Dated: October 5, 2017

EXHIBIT A
Old Chicago Main Post Office Building
401-439 W. Van Buren Street, 401-535 S. Canal Street, and 400-436 W. Harrison Street
Class L Project Budget

		Total Cost	Clas	s L Ineligible [*]	Cla	ss L Eligible
Façade Restoration	\$	17,000,000	\$	6,124,303	S	`10,875,697
Façade Cleaning	\$	825,000	\$	-	\$	825,000
Window Restoration and Replacement	\$	13,000,000	\$	13,000,000	\$	-
Roof Replacement	\$	9,000,000	\$	3,526,866	\$	5,473,134
Roof Deck Amenities	\$	8,000,000	\$	-	\$	8,000,000
Site Improvements	\$	2,000,000	\$	2,000,000	\$	-
Demolition and Abatement	\$	29,000,000	\$	29,000,000	S	-
Elevator replacement and modernization	\$	17,000,000	\$	10,936,641	\$	6,063,359
Postmaster Office Renovation	\$	2,000,000	\$	-	\$	2,000,000
Historic Lobby restoration	\$	8,000,000	\$	8,000,000	\$	-
Spec Suites	\$	8,500,000	\$	8,500,000	\$	=
Conference Center	\$	2,500,000	\$	-	\$	2,500,000
Fitness Center	\$	2,500.000	\$	-	\$	2,500,000
Food Hall and Dining Facilities	\$	3,000,000	\$	-	\$	3,000,000
Tenant Lounge	\$	3,500,000	\$	-	\$	3,500,000
Common Areas and Washrooms	\$	11,000,000	\$	-	\$	11,000,000
Electric	\$	21,000.000	\$	-	\$	21,000,000
HVAC	\$	40,000,000	\$	13,727,531	\$	26,272,469
Staircases	\$	2,300,000	\$	-	\$	2,300,000
Sprinklers and Fire Alarms	\$	8,000,000	\$	-	\$	8,000,000
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Amtrak ventilation system - repairs and replacement	\$	6,000,000	\$	6,000,000	\$	15.000.000
Contingency	_\$_	29,000,000	\$	13,920,000	\$	15,080,000
Total Hard Costs		243,125,000	\$	114,735,341	\$	128,389,659
Soft Costs						
Engineering	\$	15,000,000	\$	7,200,000	\$	7,800,000
Architects	S	7,500,000	\$	3,600,000	S	3,900,000
Consulting and Legal	\$	3,500,000	\$	3,500,000	S	· · · ·
Construction Management	\$	14,000,000	\$	6,720,000	Š	7.280,000
Capitalized Operating Expenses (during construction		, , , , , , , , , , , , , , , , , , ,				•
and buildout period)	S	9,000,000	\$	9,000,000	\$	-
Total Soft Costs		49,000,000	\$	30,020,000	s	18,980,000
Total Project Budget		292,125,000	<u>s</u>	144,755,341	\$	147,369,659

^{*}Class I. Ineligible Costs include work that was performed prior to the Landmarks Commission recommendation to address critical life/safety and emergency access conditions at the building.

EXHIBIT B

OLD CHICAGO MAIN POST OFFICE BUILDING (401-439 W. Van Buren Street, 401-535 S. Canal Street, and 400-436 W. Harrison Street) SCOPE OF THE WORK

General All work affecting the significant historical and architectural features shall be done in accordance with the following:

- The City of Chicago's building permit review procedures and the Landmarks Ordinance, 2-120-580 et seq. of the Municipal Code of Chicago.
- The review and approval of the Commission.
- The U.S. Secretary of the Interior's Standards for the Rehabilitation of Historic Buildings (the "Standards") and the Guidelines for Alterations to Historic Buildings and New Construction, adopted by the Commission on March 7, 1992.
- Rehabilitation drawings prepared by Gensler dated September 11, 2017, Line of Sight Study dated January 20, 2017, and any Commission/PRC conditions of approval that may occur during the duration of the project.

Required Approvals All work must be submitted to the Commission staff for prior review and approval. The Commission staff may require as part of its review, as appropriate, material samples, paint colors and finishes, shop drawings, specifications, mock-ups, test patches, and control samples.

Required Work

Exterior work shall include:

- All masonry exterior facades will be repaired and restored. Masonry that is too damaged to repair will be replaced in-kind.
- Terra cotta spandrel panels will be repointed.
- Aluminum spandrel panels will be repaired as necessary.
- Masonry will be cleaned in areas identified in WJE report and exhibits dated September 26, 2017. Other areas of the building exterior will be cleaned as needed, consistent with a high-class downtown historic office building.
- Historic entrances and storefronts will be repaired and restored. Revolving doors
 will be repaired and augmented to be code compliant. Doors that cannot be
 restored will be replaced in-kind. Non-historic swing doors will be replaced with
 accessible compliant doors.
- Multi-paned storefront windows at the two-story base of the building will be retained and repaired. Storefront windows that cannot be repaired will be replaced to match.
- All windows above the 2nd floor will be replaced.
- All roofing will be replaced and new insulation will be added.
- Rooftop amenity spaces will be installed including a vegetative green roof covering 50% of the net roof area. This will require the existing rooftop structure to be reinforced to support the increased loads.

Interior work shall include:

Demolition/Abatement:

- Non-historic elements, equipment and machinery will be demolished. Hazardous materials will be safely abated.

Elevators and Stairs:

- Existing elevator banks serving the North Building will be refurbished and modernized with new elevator equipment, cabs, and hoist way doors and frames. Marble wainscoting at these lobbies will be retained and restored.
- Other existing elevators, both freight and passenger, will be modernized and refurbished.
- One new bank of elevators shall be added in a new location to provide passenger service.
- Existing stair locations will be retained, with the exception of one stair to be demolished. The entry configurations will be updated to allow for areas of rescue assistance as required by code. Handrails shall be replaced as required to meet code.
- Three new stairs will be added to meet code required exiting requirement.
- Escalators will be installed where required to augment elevator service to connect the north and south halves of the first floor of the building separated by the Eisenhower Expressway.

Ground Floor:

- The historic two-story main lobby will be restored.
- Food and beverage and retail venues will be developed in the north half of the ground floor beyond the main lobby.
- Loading, parking and utility space will be provided in the south half of the ground floor.

Second Floor:

- Tenant amenity spaces including a conference center, a lounge, a fitness center and spa will be constructed.
- Parking will be constructed in the south portion of the building.

Third-Twelfth Floors:

- New tenant rest rooms will be provided.
- Majority of space will rehabilitated for large open office spaces.

MEP/FP work shall include:

- Installation of a new hot water heating plant.
- Installation of new dedicated outdoor air units.
- Installation of a new central fan system.
- Installation of new electrical service and distribution.
- Installation of new emergency generator to serve building life-safety systems.
- Installation of new chilled water and condenser water distribution systems.

- Installation of new fire pump, risers and main fire suppression distribution systems.
- Installation of new domestic water service, house pumps, risers and main distribution systems.
- Installation of new life safety systems.
- Installation of new security system.
- Installation of new direct digital control system.
- Installation of new voice and data risers.

Work shall occur in accordance with permit drawings for the Project, to be reviewed and approved by the staff of the Commission on Chicago Landmarks. The applicant intends to certify the building with the U.S. Green Building Council for Leadership in Energy and Environmental Design (LEED) Silver.

<u>Additional work</u> not required by the Class L, but to be undertaken by the owner, includes the restoration and reuse of the former Post Master's Office and Conference Room Suite on 4th floor and restoration of select historic corridors.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party	submitt	ting this EDS. Include d/b/a/ if applicable:
601W Companies Chicago LLC		
Check ONE of the following three be	oxes:	
the contract, transaction or other under "Matter"), a direct or indirect interest i name:	ing, or a taking to n excess	anticipated to hold within six months after City action or to which this EDS pertains (referred to below as the s of 7.5% in the Applicant. State the Applicant's legal
		ct right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:
B. Business address of the Disclosing	Party:	601 W 26th Street, Ste. 1275
		New York, NY 10001
C. Telephone: (212) 235-5150	ax:	Email: mkarasick@601west com
D. Name of contact person: Mark Karas	sick	·
E. Federal Employer Identification No.	o. (if you	u have one):
F. Brief description of the Matter to w property, if applicable):	hich thi	is EDS pertains. (Include project number and location o
Approval of Class L Incentive for property loc	ated at 40	04 West Harrison Street
G. Which City agency or department i	s reques	sting this EDS? Department of Planning and Development
If the Matter is a contract being handle complete the following:	ed by the	e City's Department of Procurement Services, please
Specification #		and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Pa	rty:
Person	[X] Limited liability company
Publicly registered business corporation	[] Limited liability partnership
Privately held business corporation	[] Joint venture
Sole proprietorship	Not-for-profit corporation
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership	[] Yes
[] Trust	[] Other (please specify)
2. For legal entities, the state (or foreign coun	atry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State business in the State of Illinois as a foreign entitle	of Illinois: Has the organization registered to do tity?
[X] Yes [] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
the entity; (ii) for not-for-profit corporations are no such members, write "no members whice similar entities, the trustee, executor, administ limited partnerships, limited liability compared to the compar	oplicable, of: (i) all executive officers and all directors of s, all members, if any, which are legal entities (if there ch are legal entities"); (iii) for trusts, estates or other strator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or t of the Applicant.
NOTE: Each legal entity listed below must su	bmit an EDS on its own behalf.
Name	Title .
MS Chicago Manager LLC	Manager of Applicant
SL Chicago Manager LLC	Manager of Applicant

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

Ver.2017-1

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [| Yes [X] No If "yes." please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

state "None."

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing P (subcontractor, attorney, lobbyist, etc.)	raty Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
See attached Schedule B. Re	esponse to Se	ction IV - Disclosure of Subcontract	
		1	
(
(Add sheets if necessary)			8
[] Check here if the Disc	closing Part	y has not retained, nor expects	to retain, any such persons or entitie
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	,	antial owners of business entit d support obligations througho	ies that contract with the City must ut the contract's term.
- 1	•	ectly owns 10% or more of the ations by any Illinois court of c	Disclosing Party been declared in competent jurisdiction?
[]Yes [X]No []	No person o	directly or indirectly owns 10%	or more of the Disclosing Party.
If "Yes," has the person e is the person in complian		2.	or payment of all support owed and
[] Yes			
B. FURTHER CERTIFI	CATIONS		
	•		nandled by the City's Department of his EDS, neither the Disclosing

- 1. [This paragraph I applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government:
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party:
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties"):
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois. or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [x] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

predatory lender may result in the loss of the privilege of doing business with the City."

MCC Section 2-32	• • • • • • • • • • • • • • • • • • • •	ecause it or any of its affiliates (as defined in the meaning of MCC Chapter 2-32, explain
	the word "Nonc." or no response a med that the Disclosing Party certif	• •
D. CERTIFICATI	ON REGARDING FINANCIAL IN	ITEREST IN CITY BUSINESS
Any words or term	as defined in MCC Chapter 2-156 ha	eve the same meanings if used in this Part D.
after reasonable in		e best of the Disclosing Party's knowledge of the City have a financial interest in his or atity in the Matter?
[] Yes	[x] No	
•	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or ent taxes or assessment "City Property Sale	ee shall have a financial interest in he city in the purchase of any property its, or (iii) is sold by virtue of legal	dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	, [] No	
		nes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	·	
4 224 151 1		

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X1. The Disclosing Party verifies that the Disclosing Party has searched any and all-records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party t	he Applicant?	
[] Yes	[] No	
If "Yes." answer the thre	ee questions be	elow:
 Have you developed federal regulations? (See	ee 41 CFR Part	ave on file affirmative action programs pursuant to applicable at 60-2.)
	or the Equal E	orting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participate equal opportunity clause	· ·	ious contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to	question (1) or	r (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

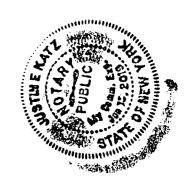
CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

601W Companies Chicago LLC
(Print of type exact legal name of Disclosing Party)
By: Marik Karajel
(Sign here) Karasick Mark Karasick Marasick Managing Member
Managing Member
(Print or type name of person signing)
(Print or type title of person signing)
Signed and sworn to before me on (date) Drumber 14, 3017
at Wew York County, Wen Yerk (state).
Ly County, NW YET 12 (state).
Notary Public

JUSTIN E KATZ
Notary Public - State of New York
NO. 01KA6326256
Qualified in New York County
Of Commission Expires Jun 15, 2019

Commission expires: June 15, 2019



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[X] No	·-		<i>,</i>
which such person	is connected; (3) the	name and title of	the elected city offic	name of the legal entity to cial or department head to ch familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

[] Yes [X] No 2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416? [] Yes [] No [X] The Applicant is not publicly traded on any exchange. 3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.			t to MCC Section 2-92-416?
the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416? [] Yes [] No [X] The Applicant is not publicly traded on any exchange. 3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which	[] Yes	[X] No	
3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which	the Applicant identif	~ .	
as a building code scofflaw or problem landlord and the address of each building or buildings to which	[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
	as a building code so	cofflaw or problen	, , , , , , , , , , , , , , , , , , , ,

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3. Office Tower, Convention Plaza, I Habour Road. Wan Chai. Hong Kong. China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3, Office Tower, Convention Plaza. 1 Habour Road, Wan Chai. Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3. Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

Schedule B Response to Section IV – Disclosure of Subcontractors & Other Retained Parties

Name	Business Address	Relationship to Disclosing	Fees
DLA Piper LLP (US)	444 West Lake Street, Ste. 900 Chicago, IL 60606	Attorney	\$50,000 (estimated)
Gensler	11 East Madison Street #300 Chicago, II, 60602	Architect	\$12,000,000 (estimated)
JLL Construction Services Inc.	566 West Lake Street #310 Chicago, 1L 60661	Construction Manager	\$240,000 (estimated)
MacRostie Historic Advisors, LLC	1400 16th St NW #420, Washington, DC 20036	Historic Consultants	\$600,000 (estimated)
Laube Companies	200 S. Wacker Dr., Suite 3100 Chicago, Illinois 60606	Financial Consultants	\$50,000 (estimated)
Bear Construction Company	l North LaSalle Street Chicago, II. 60602	General Contractor	\$2,400,000 (estimated)

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT

AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclos	ing Party submit	ting this EDS. Inc	clude d/b/a/ if applicable:
601 W Companies Chicago Mezz	1 LLC		
Check ONE of the following	three boxes:	,	
the contract, transaction or otl "Matter"), a direct or indirect name: 601W Companies Chica	ntly holding, or a ner undertaking t interest in excess go LLC	enticipated to hold o which this EDS in the A	within six months after City action on pertains (referred to below as the pplicant. State the Applicant's legal of the Applicant (see Section II(B)(1)) nolds a right of control:
B. Business address of the Di	sclosing Party:	601 W. 26th Stree	t, Ste. 1275
•		New York, NY 100	001
C. Telephone: (212) 235-5150	Fax:	<u>.</u> .	Email: mkarasick@601west com
D. Name of contact person:	Mark Karasick		_
E. Federal Employer Identific	cation No. (if you	ı have one):	
F. Brief description of the M property, if applicable):	atter to which thi	s EDS pertains. (Include project number and location of
Approval of Class L Incentive for pr	operty located at 40	4 West Harrison Stre	et .
G. Which City agency or dep	artment is reques	ting this EDS? De	partment of Planning and Development
If the Matter is a contract beir complete the following:	ng handled by the	: City's Departmen	nt of Procurement Services, please
Specification #		_ and Contract #	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:				
[] Person	[X] Limited liability company			
Publicly registered business corporation	[] Limited liability partnership			
[] Privately held business corporation	[] Joint venture			
[] Sole proprietorship	[] Not-for-profit corporation			
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?			
[] Limited partnership	[] Yes [] No			
[] Trust	[] Other (please specify)			
2. For legal entities, the state (or foreign coun	try) of incorporation or organization, if applicable:			
Delaware				
	of Illinois: Has the organization registered to do			
business in the State of Illinois as a foreign ent	aty?			
[] Yes [X] No	[] Organized in Illinois			
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:			
the entity; (ii) for not-for-profit corporations are no such members, write "no members whice similar entities, the trustee, executor, administ limited partnerships, limited liability compa	plicable, of: (i) all executive officers and all directors of s, all members, if any, which are legal entities (if there ch are legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or tof the Applicant.			
NOTE: Each legal entity listed below must sul	bmit an EDS on its own behalf.			
Name	Title			
MS Chicago Manager LLC	Manager of Applicant			
SL Chicago Manager LLC	Manager of Applicant			

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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state "None." NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Percentage Interest in the Applicant Name See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? | | Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)	· · · · · · · · · · · · · · · · · · ·		
[X] Check here if the Dis	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTIF	FICATION	IS	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities the support obligations throughout the	_
· ·		ectly owns 10% or more of the Disc ations by any Illinois court of comp	-
[] Yes [X] No []	No person o	directly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [] No			
B. FURTHER CERTIFI	CATIONS		
Procurement Services.] Party nor any Affiliated	In the 5-yea: Entity <u>[see</u> d	the Matter is a contract being handler period preceding the date of this Edinition in (5) below] has engaged the services of an integrity monitor.	DS, neither the Disclosing, in connection with the

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party:
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties"):
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity:
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response a	
D. CERTIFICAT	ION REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[x] No	
	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" Part E.
official or employ other person or en taxes or assessmen "City Property Sal	ee shall have a financial interest in l tity in the purchase of any property nts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	nvolve a City Property Sale?	
[*] Yes	[] No	
	· · · · · · · · · · · · · · · · · · ·	nes and business addresses of the City official fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
		ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None"
appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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behalf of the Disclosing Party with respect to the Matter.)

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Part	y the Applicant?	
[] Yes	[] No	
If "Yes." answer the t	hree questions be	elow:
Have you develop federal regulations? (ave on file affirmative action programs pursuant to applicable t 60-2.)
_	s, or the Equal E	orting Committee, the Director of the Office of Federal Contrac imployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participe equal opportunity class	use?	ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" t	o question (1) or	(2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

601 W Companies Chicago Mezz 1 LLC
(Print or type exact legal name of Disclosing Party)
/By:
(Sign here)
Mank Karasick
(Print or type name of person signing)
(Print or type title of person signing)
Signed and sworn to before me on (date) December 14 20.7
at New York County, New Yerk (state). Notary Public
Commission expires: <u> かっゃ げ, えゅり</u>

JUSTIN E KATZ
Notary Public - State of New York
NO. 01KA6326256
Qualified in New York County
My Commission Expires Jun 15, 2019

PUBLIC NEW YORK NEW YORK

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[X] No	;
which such persor	is connected; (3) the name a	and title of such person, (2) the name of the legal entity to and title of the elected city official or department head to and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
• ' '	offlaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International) Flolding Limited	Room 4802-3. Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza. I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosir	ng Party submit	ting this EDS. Include d/b/a/ if applicable:
601 W Companies Chicago Mezz 2 I	LLC	
Check ONE of the following t	three boxes:	
the contract, transaction or othe "Matter"), a direct or indirect in name: 601W Companies Chicag OR 3. [] a legal entity with a	ely holding, or a er undertaking to nterest in excess o LLC direct or indirect	anticipated to hold within six months after City action of to which this EDS pertains (referred to below as the s of 7.5% in the Applicant. State the Applicant's legal ct right of control of the Applicant (see Section II(B)(1) Disclosing Party holds a right of control:
B. Business address of the Disclosing Party: 601 West 26th Street, Suite 1275		601 West 26th Street, Suite 1275
		New York, NY 10001
C. Telephone: 212-235-5150	Fax:	Email: mkarasick@601west com
D. Name of contact person: Ma	rk Karasick	
E. Federal Employer Identifica	ation No. (if you	u have one):
F. Brief description of the Mat property, if applicable):	ter to which thi	is EDS pertains. (Include project number and location of
Approval of Class L Incentive for pro	perty located at 40	04 West Harrison Street
G. Which City agency or depart	rtment is reques	sting this EDS? Department of Planning and Development
If the Matter is a contract being complete the following:	handled by the	e City's Department of Procurement Services, please
Specification #		and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing P	'arty: [X] Limited liability company
[] Person [] Publicly registered business corporation	Limited hability company Limited liability partnership
Privately held business corporation	[] Joint venture
Sole proprietorship	Not-for-profit corporation
General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership	[] Yes [] No
[] Trust	[] Other (please specify)
2. For legal entities, the state (or foreign cou	untry) of incorporation or organization, if applicable:
Dolaware	
3. For legal entities not organized in the Stabusiness in the State of Illinois as a foreign e	te of Illinois: Has the organization registered to do ntity?
[] Yes [X] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEG	GAL ENTITY:
the entity; (ii) for not-for-profit corporation are no such members, write "no members wh similar entities, the trustee, executor, admin limited partnerships, limited liability comp	applicable, of: (i) all executive officers and all directors of ns, all members, if any, which are legal entities (if there nich are legal entities"); (iii) for trusts, estates or other istrator, or similarly situated party; (iv) for general or panies, limited liability partnerships or joint ventures, mager or any other person or legal entity that directly or ent of the Applicant.
NOTE: Each legal entity listed below must s	submit an EDS on its own behalf.
Name	Title
MS Chicago Manager LLC	Manager of Applicant
SL Chicago Manager LLC	Manager of Applicant

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? | | Yes [X] No If "ves." please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
			1
(Add sheets if necessary))	^	
[X] Check here if the Dis	closing Party	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTI	FICATION	S	
A. COURT-ORDERED	CHILD SUI	PPORT COMPLIANCE	
	•	antial owners of business entities the support obligations throughout the	
~ -	•	ectly owns 10% or more of the Disc ations by any Illinois court of compo	•
[] Yes [X] No []	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[]Yes []No			
B. FURTHER CERTIFI	CATIONS		
Procurement Services.] Party nor any Affiliated I performance of any publi inspector general, or inte investigative, or other sir activity of specified agent	In the 5-year Entity [see dic contract, to grity complication of the contract	the Matter is a contract being handle period preceding the date of this E efinition in (5) below] has engaged he services of an integrity monitor, ance consultant (i.e., an individual designated by a public agency to he as well as help the vendors reform that in the future, or continue with a contract of the services in the future.	DS, neither the Disclosing, in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they

tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee,

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter I-23. Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32 here (attach additio	-455(b)) is a predatory lender within al pages if necessary):	ecause it or any of its affiliates (as defined in the meaning of MCC Chapter 2-32, explain
	,	
If the letters "NA,"		ppears on the lines above, it will be
D. CERTIFICATION	ON REGARDING FINANCIAL IN	TEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 ha	enve the same meanings if used in this Part D.
after reasonable inc		the best of the Disclosing Party's knowledge to of the City have a financial interest in his or natity in the Matter?
[] Yes	[x] No	
	cked "Yes" to Item D(1), proceed tems D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employe other person or enti- taxes or assessment "City Property Sale	e shall have a financial interest in hity in the purchase of any property is, or (iii) is sold by virtue of legal	dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[] No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
		·

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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behalf of the Disclosing Party with respect to the Matter.)

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs $\Lambda(1)$ and $\Lambda(2)$ above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Pa	rty the Applicant?	
[] Yes	[] No	
If "Yes," answer the	three questions be	elow:
Have you developed federal regulations? Yes	(See 41 CFR Part	eve on file affirmative action programs pursuant to applicable 60-2.)
· ·	ns, or the Equal Er uirements?	rting Committee, the Director of the Office of Federal Contraction and Proportion of the Office of Federal Contraction and Proports due under the [] Reports not required
	pated in any previo ause?	ous contracts or subcontracts subject to the
If you checked "No'	' to question (1) or	(2) above, please provide an explanation:
		

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, 'any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

601W Companies Chicago Mezz 2 LLC
(Print or type exact legal name of Disclosing Party)
(Sign here)
Marih Karasak
(Print or type name of person signing)
Managing Member
(Print or type title of person signing)
Signed and sworn to before me on (date) December 14,
at wew fort County, New York (state).

Commission expires: Tune 15, 2019

Notary Public

JUSTIN E KATZ
Notary Public - State of New York
NO. 01KA6326256
Qualified in New York County
My Commission Expires Jun 15, 2019



Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

Yes	[] No	
which such person	is connected; (3) the nar	ne and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to hip, and (4) the precise nature of such familial relationship.

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
• • • •	cofflaw or problem	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Stc. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International) Holding Limited	Room 4802-3. Office Tower, Convention Plaza. 1 Habour Road, Wan Chai. Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing	g Party submitt	ing this EDS. Include d/b/a/ if applicable:
601 W Companies Chicago Member I	LLC	
Check ONE of the following the	ree boxes:	
the contract, transaction or other "Matter"), a direct or indirect into name: 601W Companies Chicago OR 3. [] a legal entity with a direct or indirect into name:	y holding, or a rundertaking to terest in excess LLC lirect or indirec	nticipated to hold within six months after City action on o which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal et right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:
B. Business address of the Disc	losing Party:	601 West 26th Street, Suite 1275
4		New York, NY 10001
C. Telephone: 212-235-5150	Fax:	Email: mkarasick@601west com
D. Name of contact person: Mark	k Karasick	·
E. Federal Employer Identificat	tion No. (if you	ı have one)
F. Brief description of the Matt property, if applicable):	er to which thi	s EDS pertains. (Include project number and location of
Approval of Class L Incentive for prop	erty located at 40	94 West Harrison Street
G. Which City agency or depart	tment is reques	sting this EDS? Department of Planning and Development
If the Matter is a contract being complete the following:	handled by the	e City's Department of Procurement Services, please
Specification #	·	and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

SL Chicago Manager LI	_C	Manager of Applicant
MS Chicago Manager L	·	Manager of Applicant
Name		Title
NOTE: Each legal e	entity listed below must s	ubmit an EDS on its own behalf.
B. IF THE DISCLO 1. List below the the entity; (ii) for no are no such member similar entities, the limited partnership each general partner	SING PARTY IS A LEG full names and titles, if a ot-for-profit corporation s, write "no members who trustee, executor, admini- os, limited liability comp	GAL ENTITY: applicable, of: (i) all executive officers and all directors of as, all members, if any, which are legal entities (if there ich are legal entities"); (iii) for trusts, estates or other istrator, or similarly situated party; (iv) for general or panies, limited liability partnerships or joint ventures. The partnerships or joint ventures.
	not organized in the Stat of Illinois as a foreign en [X] No	te of Illinois: Has the organization registered to do ntity? [] Organized in Illinois
2. For legal entities Delaware	, the state (or loreign cou	untry) of incorporation or organization, if applicable:
[] Person ¹	nip hip	[X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? | | Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

state "None."

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
[X] Check here if the Disc	closing Part	y has not retained, nor expects to ret	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	
	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	•
[] Yes [X] No []]	No person d	lirectly or indirectly owns 10% or m	ore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes	· ·		
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] I Party nor any Affiliated I performance of any publi inspector general, or integ investigative, or other sin activity of specified agen	n the 5-year Entity <u>[see</u> d e contract, t grity compli nilar skills, o cy vendors	the Matter is a contract being handled period preceding the date of this E efinition in (5) below] has engaged, the services of an integrity monitor, ance consultant (i.e., an individual edesignated by a public agency to help as well as help the vendors reform the to the future, or continue with a contract of the services.	DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party:
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

predatory lender may result in the loss of the privilege of doing business with the City."

MCC Section 2-32		dge because it or any of its affiliates (as del within the meaning of MCC Chapter 2-32,	
		 	
	-	onse appears on the lines above, it will be certified to the above statements.	
D. CERTIFICATI	ON REGARDING FINANCI	AL INTEREST IN CITY BUSINESS	
Any words or term	s defined in MCC Chapter 2-1	56 have the same meanings if used in this	Part D.
after reasonable inc		To the best of the Disclosing Party's know bloyee of the City have a financial interest in or entity in the Matter?	
[] Yes	[x] No	•	
	ecked "Yes" to Item D(1), productions D(2) and D(3) and proce	ceed to Items D(2) and D(3). If you checked to Part E.	ed "No"
official or employed other person or ent taxes or assessmen "City Property Sale	te shall have a financial interestity in the purchase of any properts, or (iii) is sold by virtue of le"). Compensation for properts	ive bidding, or otherwise permitted, no City is in his or her own name or in the name of perty that (i) belongs to the City, or (ii) is so legal process at the suit of the City (collectivy taken pursuant to the City's eminent domain the meaning of this Part D.	any old for ively,
Does the Matter in	volve a City Property Sale?		
[] Yes	[] No		
•	· · · · •	ne names and business addresses of the City dentify the nature of the financial interest:	y official
Name		Nature of Financial Interest	
			,
			<u> </u>
_	Party further certifies that no ty official or employee.	prohibited financial interest in the Matter v	will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosin Party with respect to the Matter: (Add sheets if necessary):
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosin
A. CERTHICATION REGARDING EODDTING
A. CERTIFICATION REGARDING LOBBYING
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profifrom slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party	the Applicant?		
[] Yes	No	1	(
If "Yes," answer the thr	ee questions be	elow:	
Have you developed federal regulations? (See [] Yes	ee 41 CFR Part	ave on file affirmative action programs pursuant to t 60-2.)	applicable
Compliance Programs. applicable filing require	or the Equal Ei ements?	orting Committee, the Director of the Office of Fed imployment Opportunity Commission all reports du [] Reports not required	
	ed in any previ	ous contracts or subcontracts subject to the	
If you checked "No" to	question (1) or	(2) above, please provide an explanation:	
		i	

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement. City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

601 W Companies Chicago Member LLC			
(Print or type exact legal name of Disclosing Party)			
By.			
(Sign here)			
Mark Karasick			
(Print or type name of person signing)			
(Print or type title of person signing)			
Signed and sworn to before me on (date) 1) * (embr- 18, 2017,			
at New Yerl County, New Yerl (state). Notary Public			
Commission expires: <u>Jane 15, 201</u> 9			

JUSTIN E KATZ
Notary Public - State of New York
NO. 01KA6326256
Qualified in New York County
Ny Commission Expires Jun 15, 2019

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[] No	
which such persor	entify below (1) the name and title of such person, (2) the name of the is connected; (3) the name and title of the elected city official or departure a familial relationship, and (4) the precise nature of such familial relationship.	tment head to

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
* *	_ ,	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
• • • • • • • • • • • • • • • • • • • •	cofflaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
	· · · · · · · · · · · · · · · · · · ·	

Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz. 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International) Holding Limited	Room 4802-3, Office Tower. Convention Plaza, 1 Habour Road, Wan Chai. Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3. Office Tower, Convention Plaza, Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosin	ig Party submit	ting this EDS. Include d/b/a/ if applicable:
HA OPO RH, LP		
Check ONE of the following t	hree boxes:	
the contract, transaction or othe	ly holding, or a er undertaking t aterest in excess	anticipated to hold within six months after City action on to which this EDS pertains (referred to below as the s of 7.5% in the Applicant. State the Applicant's legal
		ct right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:
B. Business address of the Disc	closing Party:	26 Harokmim St.
		Holon, Israel 5585849
C. Telephone: 03-6000289	Fax:	Email: lilach@gemel co il
D. Name of contact person: Lile	ach Shafir / Ramı	Dror (Authorized Signatories for the Disclosing Party)
E. Federal Employer Identifica		
F. Brief description of the Mat property, if applicable):	ter to which thi	is EDS pertains. (Include project number and location of
Approval of Class L Incentive for prop	perty located at 40	04 West Harrison Street
		sting this EDS? Department of Planning and Development
If the Matter is a contract being complete the following:	handled by the	e City's Department of Procurement Services, please
Specification #	·	and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

the entity; (ii) for not-for-profit are no such members, write "not similar entities, the trustee, exc limited partnerships, limited be each general partner, managing indirectly controls the day-to-day	o members which are legal entities"); (iii) for trusts, estates or other ecutor, administrator, or similarly situated party; (iv) for general or liability companies, limited liability partnerships or joint ventures, member, manager or any other person or legal entity that directly or ay management of the Applicant. below must submit an EDS on its own behalf. Title Manager of Applicant
the entity; (ii) for not-for-profit are no such members, write "no similar entities, the trustee, exc limited partnerships, limited leach general partner, managing indirectly controls the day-to-day NOTE: Each legal entity listed	o members which are legal entities"); (iii) for trusts, estates or other ecutor, administrator, or similarly situated party; (iv) for general or liability companies, limited liability partnerships or joint ventures, member, manager or any other person or legal entity that directly or ay management of the Applicant. below must submit an EDS on its own behalf.
the entity; (ii) for not-for-profit are no such members, write "not similar entities, the trustee, exc limited partnerships, limited be each general partner, managing indirectly controls the day-to-day	o members which are legal entities"); (iii) for trusts, estates or other ecutor, administrator, or similarly situated party; (iv) for general or liability companies, limited liability partnerships or joint ventures, member, manager or any other person or legal entity that directly or ay management of the Applicant.
the entity; (ii) for not-for-profi are no such members, write "no similar entities, the trustee, ex- limited partnerships, limited leach general partner, managing	members which are legal entities"); (iii) for trusts, estates or other ecutor, administrator, or similarly situated party; (iv) for general or liability companies, limited liability partnerships or joint ventures, member, manager or any other person or legal entity that directly or
B. IF THE DISCLOSING PAR	
[]Yes [X]	No [] Organized in Illinois
3. For legal entities not organize business in the State of Illinois	zed in the State of Illinois: Has the organization registered to do as a foreign entity?
Delaware	
2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:
[] Sole proprietorship [] General partnership [k] Limited partnership [] Trust	
[] Person [] Publicly registered business [] Privately held business corp	[] Limited liability company corporation [] Limited liability partnership

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [| Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [X] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [X] No 1 TYes If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
•		y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTIF	FICATION	\mathbf{S}	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities th d support obligations throughout the	
~ 1	-	ectly owns 10% or more of the Disc ations by any Illinois court of compe	•
[] Yes [X] No []	No person o	directly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	rment of all support owed and
[Yes] No			
B. FURTHER CERTIFI	CATIONS		
Procurement Services.]	In the 5-yea Entity <u>[see</u> c	the Matter is a contract being handl r period preceding the date of this E lefinition in (5) below] has engaged	DS, neither the Disclosing, in connection with the

- 1. [This paragraph I applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago. including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party:
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce. State, or Treasury, or any successor federal, agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft. fraud. forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA." the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/ Λ " or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Λ pplicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
-	the word "None," or no response a	appears on the lines above. it will be fied to the above statements.
D. CERTIFICATION	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable inc		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[x] No	•
_	ecked "Yes" to Item $D(1)$, proceed tems $D(2)$ and $D(3)$ and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employe other person or ent taxes or assessmen "City Property Sale	e shall have a financial interest in lity in the purchase of any property its, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[] No	•
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
		,
4. The Disclosing	Party further certifies that no prob	nibited financial interest in the Matter will be

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acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
A. CERTIFICATION REGARDING LOBBYING
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
X1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None"

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs $\Lambda(1)$ and $\Lambda(2)$ above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Part	y the Applicant?	
[] Yes	[] No	• .
If "Yes," answer the t	hree questions be	elow:
Have you develop federal regulations? Yes	(See 41 CFR Part	ave on file affirmative action programs pursuant to applicable t 60-2.)
	s, or the Equal E	orting Committee, the Director of the Office of Federal Contrac Imployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you particip equal opportunity cla	• •	ious contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No"	to question (1) or	r (2) above, please provide an explanation:
		.! .

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

HA OPO RH, LP
(Print or type exact legal name of Disclosing Party)
By: (Sign here)
Lilach Shafir, Rami Dror (Print or type name of person signing)
Authorized Senatory (Print or type title of person signing)
Signed and sworn to before me on (date) <u>December 20th</u> , 2017
at Holon, Israel County, (state).
Notary Public
Commission expires. Licenson HAdv

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[] No		
which such pers	son is connected; (3) the	e name and title of the elected	n, (2) the name of the legal entity to city official or department head to ture of such familial relationship.

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
4 4	~ • • • • • • • • • • • • • • • • • • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
•	offlaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 L.L.C	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3. Office Tower, Convention Plaza, 1 Habour Road, Wan Chai. Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International) Holding Limited	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3. Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong. China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

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A. Legal name of the Disclosing Party submitting this	EDS. Include d/b/a/ if applicable:
Bifocal Investment Corporation	
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submitting this I 1. [] the Applicant OR	EDS is:
2. [X] a legal entity currently holding, or anticipat the contract, transaction or other undertaking to which "Matter"), a direct or indirect interest in excess of 7.5% name: 601W Companies Chicago LLC	this EDS pertains (referred to below as the
OR 3. [] a legal entity with a direct or indirect right of State the legal name of the entity in which the Disclosion.	• • • • • • • • • • • • • • • • • • • •
3685	nina Orient Summit Capital Co., Ltd. Mt. Diablo Blvd., Suite 398 ette, CA 94549
C. Telephone: (925) 310-4111 Fax:	Email: tom.mills@cos-capital.com
D. Name of contact person: Thomas I. Mills	
E. Federal Employer Identification No. (if you have o	ne):
F. Brief description of the Matter to which this EDS property, if applicable):	pertains. (Include project number and location of
Approval of Class L Incentive for property located at 404 West H	larrison Street
G. Which City agency or department is requesting this	S EDS? Department of Planning and Development
If the Matter is a contract being handled by the City's complete the following:	Department of Procurement Services, please
Specification # and C	Contract #

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

[] Person

1. Indicate the nature of the Disclosing Party:

[] Publicly registered b [x] Privately held busine [] Sole proprietorship [] General partnership [] Limited partnership [] Trust	ess corporation	[] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
2. For legal entities, the	e state (or foreign coun	try) of incorporation or organization, if applicable:
Delaware		
3. For legal entities not business in the State of I		of Illinois: Has the organization registered to do ity?
[] Yes	[X] No	[] Organized in Illinois
B. IF THE DISCLOSIN	IG PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for not-fo are no such members, w similar entities, the trus limited partnerships, li	or-profit corporations rite "no members whice tee, executor, administ mited liability compa maging member, mana	plicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there have legal entities"); (iii) for trusts, estates or other rator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity	y listed below must sub	omit an EDS on its own behalf.
Name		Title
MS Chicago Manager LLC		Manager of Applicant
SL Chicago Manager LLC		Manager of Applicant

[] Limited liability company

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
[X] Check here if the Dis	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTIF	FICATION	TS .	:
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities the d support obligations throughout the	
J 1	•	ectly owns 10% or more of the Disc ations by any Illinois court of compe	<u> </u>
[] Yes [X] Nó []	No person o	directly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [] No			
B. FURTHER CERTIFI	CATIONS	·	
	•	the Matter is a contract being handler period preceding the date of this E	• •

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):		
	the word "None," or no response med that the Disclosing Party cert	appears on the lines above, it will be ified to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156	nave the same meanings if used in this Part D.
after reasonable inc		the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter?
[] Yes	[x] No	
	ecked "Yes" to Item D(1), proceed tems D(2) and D(3) and proceed	to Items D(2) and D(3). If you checked "No" to Part E.
official or employed other person or ent taxes or assessmen "City Property Sale	e shall have a financial interest in ity in the purchase of any property ts, or (iii) is sold by virtue of lega	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ken pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[] No	•
_	` * * *	nmes and business addresses of the City officials ify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	\\	
	Party further certifies that no pro ty official or employee.	hibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts or behalf of the Disclosing Party with respect to the Matter.)

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Part	y the Applicant?	
[] Yes	[] No	
If "Yes," answer the t	hree questions be	elow:
Have you develop federal regulations? [] Yes	•	ave on file affirmative action programs pursuant to applicable 60-2.)
▼	s, or the Equal Er	rting Committee, the Director of the Office of Federal Contract inployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you particip equal opportunity cla		ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" t	to question (1) or	(2) above, please provide an explanation:
		•

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Bifocal Investment Corporation	
(Print or type exact legal name of Disclosing Party)	
By: Thomas J. Mal	
(Sign here)	÷
(Print or type name of person signing)	A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.
AUTHORIZED SIGNATORY	
(Print or type title of person signing)	
Signed and sworn to before me on (date) Dec 24/7 at Centre Coste County, A (state).	747,
Ja Janash	
Notary Public Commission expires: 12-24-2426	JOSHUA HEASELL Notary Public - California Contra Costa County Commission # 2176957 My Comm. Expires Dec 24, 2020 if

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[] No	
which such person	n is connected; (3) the nam	ne and title of such person, (2) the name of the legal entity to ne and title of the elected city official or department head to ip, and (4) the precise nature of such familial relationship.

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
		ublicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
• ' '	cofflaw or probler	lentify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which
		<u>-</u>

Schedule A Schedule of Ownership Interests of Applicant

Name,	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3, Office Tower, Convention Plaza, I Habour Road. Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

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A. Legal name of the Disclosing Party submitti	ing this EDS. Include d/b/a/ if applicable:
COS Franklin 2 Co. Ltd.	·
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submittin 1. [] the Applicant OR	ng this EDS is:
2. [X] a legal entity currently holding, or an the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: 601W Companies Chicago LLC	nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal
OR 3. [] a legal entity with a direct or indirect State the legal name of the entity in which the D	t right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:
B. Business address of the Disclosing Party:	Room 4802-4803 Office Tower Convention Plaza
	1 Harbour Road, Wan Chai, Hong Kong
C. Telephone: (925) 310-4111 Fax:	Email: tom.mills@cos-capital com
D. Name of contact person: Thomas I. Mills	
E. Federal Employer Identification No. (if you	have one):
F. Brief description of the Matter to which this property, if applicable):	EDS pertains. (Include project number and location of
Approval of Class L Incentive for property located at 404	West Harrison Street
G. Which City agency or department is request	ing this EDS? Department of Planning and Development
If the Matter is a contract being handled by the complete the following:	City's Department of Procurement Services, please
Specification #	and Contract #

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

MS Chicago Manager LLC	Manager of Applicant
Name	Title
NOTE: Each legal entity listed b	elow must submit an EDS on its own behalf.
the entity; (ii) for not-for-profit are no such members, write "no r similar entities, the trustee, exec limited partnerships, limited lia	corporations, all members, if any, which are legal entities (if there members which are legal entities"); (iii) for trusts, estates or other cutor, administrator, or similarly situated party; (iv) for general or ability companies, limited liability partnerships or joint ventures, nember, manager or any other person or legal entity that directly or
 IF THE DISCLOSING PART List below the full names at 	ry IS A LEGAL ENTITY: nd titles, if applicable, of: (i) all executive officers and all directors of
[] Yes [X] N	o [] Organized in Illinois
Cayman Islands 3. For legal entities not organize business in the State of Illinois as	ed in the State of Illinois: Has the organization registered to do s a foreign entity?
2. For legal entities, the state (or	Cayman Islands Companies Law r foreign country) of incorporation or organization, if applicable:
1. Indicate the nature of the I [] Person [] Publicly registered business c [] Privately held business corpor [] Sole proprietorship [] General partnership [] Limited partnership [] Trust	[] Limited liability company corporation [] Limited liability partnership ration [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))?
A. NATURE OF THE DISCLOS	SING PARTY

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

Manager of Applicant

SL Chicago Manager LLC

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
		· · · · · · · · · · · · · · · · · · ·	
(Add sheets if necessary)			
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities th I support obligations throughout the	
·		ectly owns 10% or more of the Disc ations by any Illinois court of compe	•
[] Yes [X] No []	No person d	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [] No			
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] I	n the 5-year	the Matter is a contract being handle period preceding the date of this E	DS, neither the Disclosing.

- Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they
- can be considered for agency contracts in the future, or continue with a contract in progress).2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee,
- tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties"):
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State. or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one) [] is [x] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

MCC Section 2-32		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
	the word "None," or no response a	ppears on the lines above, it will be ied to the above statements.
D. CERTIFICATI	ION REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[x] No	
	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or entaxes or assessment "City Property Sal	ee shall have a financial interest in latity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[].Yes	[] No	i
		nes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	,	· · · · · · · · · · · · · · · · · · ·
	g Party further certifies that no prohity official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosurty with respect to the Matter: (Add sheets if necessary):	ing
List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclos	ing
A. CERTIFICATION REGARDING LOBBYING	
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated he City and proceeds of debt obligations of the City are not federal funding.	by
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS	
olicies. The Disclosing Party verifies that the following constitutes full disclosure of all such ecords, including the names of any and all slaves or slaveholders described in those records:	
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above. Disclosing Party has found records of investments or profits from slavery or slaveholder insurar	
he Disclosing Party and any and all predecessor entities regarding records of investments or program slavery or slaveholder insurance policies during the slavery era (including insurance policies sued to slaveholders that provided coverage for damage to or injury or death of their slaves), a the Disclosing Party has found no such records.	fits es
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records	of
nust disclose below or in an attachment to this EDS all information required by (2). Failure to omply with these disclosure requirements may make any contract entered into with the City in onnection with the Matter voidable by the City.	

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the [] Yes	Applicant? [] No
If "Yes," answer the three	questions below:
1. Have you developed ar federal regulations? (See 4	ad do you have on file affirmative action programs pursuant to applicable 41 CFR Part 60-2.) [] No
-	e Joint Reporting Committee, the Director of the Office of Federal Contract the Equal Employment Opportunity Commission all reports due under the ents? [] No [] Reports not required
3. Have you participated in equal opportunity clause? [] Yes	n any previous contracts or subcontracts subject to the [] No
If you checked "No" to que	estion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[] No
which such perso	entify below (1) the name and title of such person, (2) the name of the legal entity to s connected; (3) the name and title of the elected city official or department head to has a familial relationship, and (4) the precise nature of such familial relationship.
	·

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

COS Franklin 2 Co. Ltd.	,
(Print or type exact legal name of Disclosing Party)	,
By: I have I Add	
(Sign here)	
THOMAS 1. MILLS (Print or type name of person signing)	A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.
	the document.
AUTHORIZED SIGNATORY	:
(Print or type title of person signing)	•
Signed and sworn to before me on (date)	17 2417.
at Contra Costa County, CA (state).	
Notary Public	JOSHUA HEASELL Notary Public - California Contra Costa County
Commission expires: \\\\2-24-2420	Commission # 2176957 My Comm. Expires Dec 24, 2020

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
* *	• • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
• • • • • • • • • • • • • • • • • • • •	offlaw or problen	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
		

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Discl	osing Party submit	ting this EDS. In	clude d/b/a/ if applicable:
COS Franklin 1 Co. Ltd.			
Check ONE of the following	ng three boxes:	:	
the contract, transaction or e "Matter"), a direct or indirect name: 601W Companies Chic	rently holding, or a other undertaking to ct interest in excess	nticipated to hole o which this EDS	d within six months after City action on Spertains (referred to below as the Applicant. State the Applicant's legal
OR 3. [] a legal entity with State the legal name of the communication.		-	of the Applicant (see Section II(B)(1)) holds a right of control:
B. Business address of the	Disclosing Party:	Room 4802-4803 1 Harbour Road Wan Chai, Hong	Office Tower Convention Plaza Kong
C. Telephone: (925) 310-411	1 Fax:		Email: tom.mills@cos-capital.com
D. Name of contact person:	Thomas I. Mills	v	
E. Federal Employer Identi	fication No. (if you	ı have one):	
F. Brief description of the property, if applicable):	Matter to which thi	s EDS pertains.	(Include project number and location of
Approval of Class L Incentive for	property located at 40	4 West Harrison Str	reet
G. Which City agency or de	epartment is reques	ting this EDS?	epartment of Planning and Development
If the Matter is a contract be complete the following:	ring handled by the	e City's Departmo	ent of Procurement Services, please
Specification #		_and Contract #	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

[] Person

1. Indicate the nature of the Disclosing Party:

 [] Publicly registered busines [] Privately held business co [] Sole proprietorship [] General partnership [] Limited partnership [] Trust 	•	 [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [X] Other (please specify)
		Exempted Company registered pursuant to Section 164 et seq. of the Cayman Islands Companies Law
	e (or foreign coun	ntry) of incorporation or organization, if applicable:
Cayman Islands		
3. For legal entities not orga business in the State of Illino		of Illinois: Has the organization registered to do tity?
[] Yes []	X] No	[] Organized in Illinois
B. IF THE DISCLOSING PA	ARTY IS A LEG	AL ENTITY:
the entity; (ii) for not-for-pr are no such members, write " similar entities. the trustee, e limited partnerships, limite	ofit corporations no members whice executor, adminised liability company ng member, mana	oplicable, of: (i) all executive officers and all directors of s, all members, if any, which are legal entities (if there ch are legal entities"); (iii) for trusts, estates or other strator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or t of the Applicant.
NOTE: Each legal entity list	ed below must su	bmit an EDS on its own behalf.
Name		Title
MS Chicago Manager LLC		Manager of Applicant
SL Chicago Manager LLC		Manager of Applicant

[] Limited liability company

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
		/	
(Add sheets if necessary)		,	
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED	CHÌLD SU	PPORT COMPLIANCE	i
		antial owners of business entities th I support obligations throughout the	•
- -	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	•
[] Yes [X] No []]	No person d	lirectly or indirectly owns 10% or m	ore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [] No			1
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] I	n the 5-year	the Matter is a contract being handle period preceding the date of this E efinition in (5) below] has engaged,	DS, neither the Disclosing

- Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

can be considered for agency contracts in the future, or continue with a contract in progress).

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties"):
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce. State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None ,
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

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MCC Section 2-32-		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
		· · · · · · · · · · · · · · · · · · ·
	the word "None," or no response a ned that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or terms	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable inq		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[x] No	
	cked "Yes" to Item D(1), proceed tems D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or enti taxes or assessment "City Property Sale	e shall have a financial interest in ty in the purchase of any property s, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter inv	volve a City Property Sale?	•
[] Yes	[] No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name ,	Business Address	Nature of Financial Interest
		N-
	-	

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
· · · · · · · · · · · · · · · · · · ·

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?		
[]Yes	[] No		,
If "Yes," answer the three	questions belo	ow:	
Have you developed an federal regulations? (See 4	41 CFR Part (ve on file affirmative action programs pursuar 60-2.)	nt to applicable
Compliance Programs, or tapplicable filing requireme	the Equal Ements?	ting Committee, the Director of the Office of aployment Opportunity Commission all report	
[] Yes	[] No	[] Reports not required	
equal opportunity clause?	n any previo	us contracts or subcontracts subject to the	
[] Yes	[] No		
If you checked "No" to que	estion (1) or (2) above, please provide an explanation:	
· · · · · · · · · · · · · · · · · · ·			

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

COS Franklin 1 Co. Ltd.	÷
(Print or type exact legal name of Disclosing Party)	
By: Thomas I. All	
(Sign here)	_
(Print or type name of person signing)	A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.
AUTHORIZED SIGNATORY	Southern State of the State of
(Print or type title of person signing)	
Signed and sworn to before me on (date)	<u>247</u> ,
at Contro Costa County, A (state).	
Notary Public	
	JOSHU, HEASELL O

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[] No	
which such person	is connected; (3) the name	the and title of such person, (2) the name of the legal entity to the and title of the elected city official or department head to ip, and (4) the precise nature of such familial relationship.

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
• • •	<u> </u>	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
• • •	scofflaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
7. 47 L 4		

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Stc. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road. Wan Chai, Hong Kong. China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3. Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Discl	osing Party submitti	ng this EDS. Include d/b/a/ if applicable:
China Orient Asset Managemen	t (International) Holding	Limited
Check ONE of the followi	ng three boxes:	
the contract, transaction or emants. Matter"), a direct or indirect name: 601W Companies Chical OR 3. [] a legal entity with	rently holding, or an other undertaking to ct interest in excess cago LLC	aticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal right of control of the Applicant (see Section II(B)(1))
State the legal name of the	entity in which the D	Disclosing Party holds a right of control:
B. Business address of the	Disclosing Party:	Room 4802-4803 Office Tower Convention Plaza 1 Harbour Road Wan Chai, Hong Kong
C. Telephone: (925) 310-411	1 Fax:	Email: tom.mills@cos-capital com
D. Name of contact person	Thomas I Mills	
E. Federal Employer Identi	fication No. (if you	have one):
F. Brief description of the property, if applicable):	Matter to which this	EDS pertains. (Include project number and location of
Approval of Class L Incentive for	property located at 404	West Harrison Street
G. Which City agency or de	epartment is request	ing this EDS? Department of Planning and Development
If the Matter is a contract be complete the following:	eing handled by the	City's Department of Procurement Services, please
Specification #	· -	and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY				
1. Indicate the nature of the Disclosing Party: [] Person				
2. For legal entities, the state (or foreign count	ry) of incorporation or organization, if applicable:			
Hong Kong				
3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?				
[] Yes [X] No	[] Organized in Illinois			
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:			
1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.				
NOTE: Each legal entity listed below must submit an EDS on its own behalf.				
Name Title				

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

Manager of Applicant

Manager of Applicant

MS Chicago Manager LLC

SL Chicago Manager LLC

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Percentage Interest in the Applicant Name See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes . [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
		<u> </u>	<u> </u>
(Add sheets if necessary)	•		
[X] Check here if the Dis	closing Part	y has not retained, nor expects to re	tain, any such persons or entitie
SECTION V CERTI	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	
	•	ectly owns 10% or more of the Disc ations by any Illinois court of comp	
[] Yes [X] No []	No person c	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes		j	į.
B. FURTHER CERTIFI	CATIONS	,	
Procurement Services.]	In the 5-year	the Matter is a contract being handled reperiod preceding the date of this E efinition in (5) below] has engaged	DS, neither the Disclosing

- 1. [This paragraph leapplies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.		
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:		
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.		
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").		
None		
complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.		
None		
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION		
 The Disclosing Party certifies that the Disclosing Party (check one) is [x] is not 		
a "financial institution" as defined in MCC Section 2-32-455(b).		
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:		
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."		

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MCC Section 2-32-		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
		· · · · · · · · · · · · · · · · · · ·
	the word "None," or no response a ned that the Disclosing Party certil	ppears on the lines above, it will be ied to the above statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL II	TEREST IN CITY BUSINESS
Any words or terms	defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable inqu		te best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[x] No	
	eked "Yes" to Item D(1), proceed to ems D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employee other person or entit taxes or assessments "City Property Sale"	e shall have a financial interest in he y in the purchase of any property s, or (iii) is sold by virtue of legal	dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter inv	olve a City Property Sale?	
[] Yes	[] No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
(
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
· · · · · · · · · · · · · · · · · · ·
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the A	Applicant?
[] Yes	[] No
If "Yes." answer the three q	uestions below:
federal regulations? (See 4	do you have on file affirmative action programs pursuant to applicable CFR Part 60-2.)
	Joint Reporting Committee, the Director of the Office of Federal Contract e Equal Employment Opportunity Commission all reports due under the tts?
[] Yes	[] No [] Reports not required
3. Have you participated in equal opportunity clause?	any previous contracts or subcontracts subject to the
[] Yes	[] No
If you checked "No" to ques	tion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

China Orient Asset Management (International) Holding Limited

(Print or type exact legal name of Disclosing Party)

By:

(Sign here)

Anotary public or other officer completing this certificate verifies only the identity of the individual who signed the doctument to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

Thomas I. MILLS

(Print or type name of person signing)

Authorized Signatory

(Print or type title of person signing)

Signed and sworn to before me on (date) Recommendation of the truthfulness of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

Notary Public - California Contra Contra Costa County

Contra Costa County

Contra Costa County

Commission # 2176957

My Comm. Expires Dec 24, 2020 Recommendation of the truthfulness only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of the individual who signed the doctument to which this certificate verifies only the identity of that document.

Commission expires: \2

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof, currently have a "familial relationship" with an elected city official or department head?

Yes	[] No			
which such persor	is connected; (3) the	name and title of the elected	on, (2) the name of the legal entity of city official or department head ature of such familial relationship	l to
			,	
		,		

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	e .
	• • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
, , ,	cofflaw or probler	dentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Stc. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3, Office Tower, Convention Plaza. I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosi	ng Party submit	ting this EDS.	Include d/b/a/ if	applicable:
MS Chicago Manager LLC				
Check ONE of the following	three boxes:			
Indicate whether the Disclosin 1. [] the Applicant OR 2. [] a legal entity current the contract, transaction or oth "Matter"), a direct or indirect in name: OR	itly holding, or a er undertaking t	nticipated to ho	OS pertains (refer	red to below as the
3. [X] a legal entity with a State the legal name of the ent 601W Companies Chicago LLC				
B. Business address of the Dis	sclosing Party:	55 Old Nyack T	urnpike, Suite 210	
	·	Nanuet, New Y	ork 10954	
C. Telephone: (845) 623-529	Fax:_(202	2) 944-7585	Email:	ms@berkleyllc com
D. Name of contact person: Me	chael Silberberg		-J	
E. Federal Employer Identific	ation No. (if you	ı have one):]	
F. Brief description of the Ma property, if applicable):	atter to which thi	s EDS pertains.	(Include projec	t number and location of
Approval of Class L Incentive for pro	operty located at 40	4 West Harrison S	Street	\
G. Which City agency or depa	artment is reques	ting this EDS?	Department of Plan	nning and Development
If the Matter is a contract bein complete the following:	g handled by the	e City's Departn	nent of Procurem	ent Services, please
Specification #		_ and Contract	#	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Pa	arty:
[] Person	[X] Limited liability company
Publicly registered business corporation	[] Limited liability partnership
Privately held business corporation	[] Joint venture
Sole proprietorship	Not-for-profit corporation
General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
Limited partnership	[]Yes []No
Trust	[] Other (please specify)
3. For legal entities not organized in the State business in the State of Illinois as a foreign en	e of Illinois: Has the organization registered to do
[] Yes [X] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEG	GAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii)-for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"): (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name	Title	
MS Chicago Manager LLC	Manager of Applicant	
SL Chicago Manager LLC	Manager of Applicant	

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [| Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [X] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? | | Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none.

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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state "None."

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
:	•		
(Add sheets if necessary)			
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	\mathbf{S}	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	·	antial owners of business entities the support obligations throughout the	•
	•	ectly owns 10% or more of the Disc ations by any Illinois court of compo	•
[] Yes [x] No []	No person c	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes []No			
B. FURTHER CERTIFI	CATIONS		
Procurement Services.] I Party nor any Affiliated F	n the 5-year Entity <u> see</u> d	the Matter is a contract being handled period preceding the date of this Electrician in (5) below] has engaged the convices of an integrity manifer.	DS, neither the Disclosing . in connection with the

- Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

can be considered for agency contracts in the future, or continue with a contract in progress).

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly; controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation; interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the incligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the incligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23. Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32	•	bledge because it or any of its affiliates (as defined in der within the meaning of MCC Chapter 2-32, explain
	onai pages ii necessary):	· · · · · · · · · · · · · · · · · · ·
•		sponse appears on the lines above, it will be ty certified to the above statements.
D. CERTIFICATI	ON REGARDING FINAN	CIAL INTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter	2-156 have the same meanings if used in this Part D.
after reasonable in		0: To the best of the Disclosing Party's knowledge mployee of the City have a financial interest in his or son or entity in the Matter?
[] Yes	[x] No	
=	ecked "Yes" to Item D(1), p Items D(2) and D(3) and pr	roceed to Items D(2) and D(3). If you checked "No" oceed to Part E.
official or employed other person or ent taxes or assessment "City Property Sal	ee shall have a financial inte tity in the purchase of any p its, or (iii) is sold by virtue (e"). Compensation for prop	etitive bidding, or otherwise permitted, no City elected crest in his or her own name or in the name of any roperty that (i) belongs to the City, or (ii) is sold for of legal process at the suit of the City (collectively, perty taken pursuant to the City's eminent domain within the meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[] No	
_		e the names and business addresses of the City official didentify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	g Party further certifies that	no prohibited financial interest in the Matter will be

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in
connection with the Matter voidable by the City.
X1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2017-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
 - 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?	
[] Yes	• •	;
If "Yes," answer the three	questions bel	low:
 Have you developed an federal regulations? (See 4 Yes 	•	ve on file affirmative action programs pursuant to applicable 60-2.)
•	he Equal En	ting Committee, the Director of the Office of Federal Contract aployment Opportunity Commission all reports due under the
		[] Reports not required
3. Have you participated i equal opportunity clause?	n any previo	ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to que	estion (1) or	(2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

MS Chicago Manager LLC			
(Print or type exact legal name of	of Disclosing Party)		
By: Muhau Luke (Sign here)	Uheig		
Michael Silbergeron (Print or type name of person signing)			
PRESIDENT (Print or type title of person sign	ling)		
Signed and sworn to before me on (date) 12 18 17			
at ROCKLAD County, JEW YORK (state).			
Notary Papilic Commission expires:	ELSA DELGADO NOTARY PUBLIC, STATE OF NEW YORK NO. 01DE6311319 QUALIFIED IN ORANGE COUNTY MY COMMISSION EXPIRES SEP 15, 2018		
Commission expires.			

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes] No	
which such person	is connected; (3) the name	and title of such person, (2) the name of the legal entity to and title of the elected city official or department head to, and (4) the precise nature of such familial relationship.

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Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.
•	cofflaw or problen	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong. China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3. Office Tower. Convention Plaza. 1 Habour Road. Wan Chai. Hong Kong. China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Λ. Legal name of the Disclos	ing Party submitt	ing this EDS. Inc	lude d/b/a/ if applicable:
SL Chicago Manager LLC			
Check ONE of the following	g three boxes:		(
the contract, transaction or oth "Matter"), a direct or indirect name:	ntly holding, or a	nticipated to hold which this EDS	within six months after City action on pertains (referred to below as the oplicant. State the Applicant's legal
OR 3. [X] a legal entity with State the legal name of the en 601W Companies Chicago LLC		_	of the Applicant (see Section II(B)(1)) holds a right of control:
B. Business address of the D	isclosing Party:	601 W 26th Street	, Suite 1275
		New York, NY 100	01
C: Telephone: 212-235-5150	Fax:		Email: mkarasick@601west.com
D. Name of contact person: 1	Mark Karasick		_
E. Federal Employer Identifi	•	have one):	,
F. Brief description of the M property, if applicable):	atter to which this	s EDS pertains. (1	nclude project number and location of
Approval of Class L Incentive for p	operty located at 40	4 West Harrison Stre	et
G. Which City agency or dep	artment is reques	ting this EDS?_De	partment of Planning and Development
If the Matter is a contract being complete the following:	ng handled by the	City's Departmer	nt of Procurement Services, please
Specification #		_ and Contract #	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PART	Y	
1. Indicate the nature of the Disclosing Pa	ırty:	
[] Person	[X]	Limited lia
[] Dublish registered business comparation	г٦	I instead the

[] Person	[X] Limited liability company
[] Publicly registered business corporation	[] Limited liability partnership
Privately held business corporation	[] Joint venture
Sole proprietorship	Not-for-profit corporation
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))
[] Limited partnership	[] Yes
[] Trust	Other (please specify)
Delaware	ntry) of incorporation or organization, if applicable:
3. For legal entities not organized in the State business in the State of Illinois as a foreign en	e of Illinois: Has the organization registered to do tity?
[] Yes [X] No	[] Organized in Illinois

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"): (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party: (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name Title

MS Chicago Manager LLC	Manager of Applicant	
SL Chicago Manager LLC	Manager of Applicant	

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant See attached Schedule A - Schedule of Ownership Interests in Applicant SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes." please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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state "None."

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
	,		
(Add sheets if necessary)			
[X] Check here if the Disc	losing Part	y has not retained, nor expects to re	etain, any such persons or entitie
SECTION V CERTIF	ICATION	\mathbf{S}	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities the support obligations throughout the	
• •	•	ectly owns 10% or more of the Dis	
[] Yes [X] No [] 1	No person d	lirectly or indirectly owns 10% or 1	more of the Disclosing Party.
If "Yes," has the person en is the person in compliance		a court-approved agreement for pagegreement?	yment of all support owed and
[] Yes			
B. FURTHER CERTIFIC	CATIONS	}	
Procurement Services.] In Party nor any Affiliated E- performance of any public inspector general, or integ investigative, or other sim activity of specified agence	n the 5-year entity [see decontract, to grity complinitar skills, ecy vendors	the Matter is a contract being hand r period preceding the date of this lefinition in (5) below] has engaged the services of an integrity monitor fance consultant (i.e., an individual designated by a public agency to has well as help the vendors reform its in the future, or continue with a	EDS, neither the Disclosing d. in connection with the independent private sector or entity with legal, auditing, elp the agency monitor the their business practices so they

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated-Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23. Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft. fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
•		
	the word "None," or no response a med that the Disclosing Party certif	ppears on the lines above, it will be lied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge to of the City have a financial interest in his or ntity in the Matter?
[] Yes	[x] No	
	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or ent taxes or assessmen "City Property Sale	te shall have a financial interest in bits in the purchase of any property ts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[] No	
		mes and business addresses of the City official fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Mattér.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

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Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs $\Lambda(1)$ through $\Lambda(4)$ above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party	the Applicant?
[] Yes	[] No
If "Yes," answer the the	ree questions below:
1. Have you develope federal regulations? (S	d and do you have on file affirmative action programs pursuant to applicable See 41 CFR Part 60-2.) [] No
Compliance Programs, applicable filing requir	the Joint Reporting Committee, the Director of the Office of Federal Contractor the Equal Employment Opportunity Commission all reports due under the rements? [] No [] Reports not required
	ted in any previous contracts or subcontracts subject to the
If you checked "No" to	question (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

SL Chicago Manager LLC
(Print or type exact legal name of Disclosing Party)
/ y y:
(Sign here)
Marie Karasch
(Print or type name of person signing)
Managing Member
(Print or type title of person signing)
Signed and sworn to before me on (date) December 18 2017
at New Yert County, New York (state).
at New Yert County, New York (state).
Notary Public
Commission expires: $3000000000000000000000000000000000000$

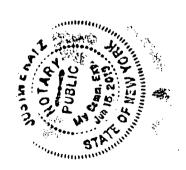
JUSTIN E KATZ

Notary Public - State of New York

NO. 01KA6326256

Qualified in New York County

My Commission Expires Jun 15, 2019



Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity of any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[] No	
which such person	is connected; (3) the name	e and title of such person, (2) the name of the legal entity to be and title of the elected city official or department head to p, and (4) the precise nature of such familial relationship.

Not Applicable to Disclosing Party: Disclosing Party is not the Applicant or a legal entity with a direct ownership interest in the Applicant exceeding 7.5%

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

	. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code cofflaw or problem landlord pursuant to MCC Section 2-92-416?					
	[] Yes	[] No				
the			blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section			
	[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.			
as	• • • • • • • • • • • • • • • • • • • •	scofflaw or problem	entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which			

Schedule A Schedule of Ownership Interests of Applicant

Name	Address	Percentage Interest in Applicant
601 W Companies Chicago Mezz 1 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Direct Interest
601 W Companies Chicago Mezz 2 LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	100% Indirect Interest
601 W Companies Chicago Member LLC	601 W. 26 th St., Ste. 1275 New York, NY 10001	93.81% Indirect Interest
HA OPO RH, LP	26 Harokmim St., Holon, Israel 5585849	7.52% Indirect Interest
Bifocal Investment Corporation	3685 Mt. Diablo Blvd., Suite 398 Lafayette, CA 94549	23.81% Indirect Interest
COS Franklin 2 CO. Ltd.	Room 4802-3, Office Tower, Convention Plaza, 1 Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
COS Franklin 1 Co. Ltd.	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong. China	23.81% Indirect Interest
China Orient Asset Management (International Holding Limited)	Room 4802-3, Office Tower, Convention Plaza, I Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest
China Orient Asset Management Co., Ltd.	Room 4802-3, Office Tower, Convention Plaza, Habour Road, Wan Chai, Hong Kong, China	23.81% Indirect Interest



OFFICE OF THE MAYOR

CITY OF CHICAGO

RAHM EMANUEL MAYOR

January 17, 2018

TO THE HONORABLE, THE CITY COUNCIL OF THE CITY OF CHICAGO

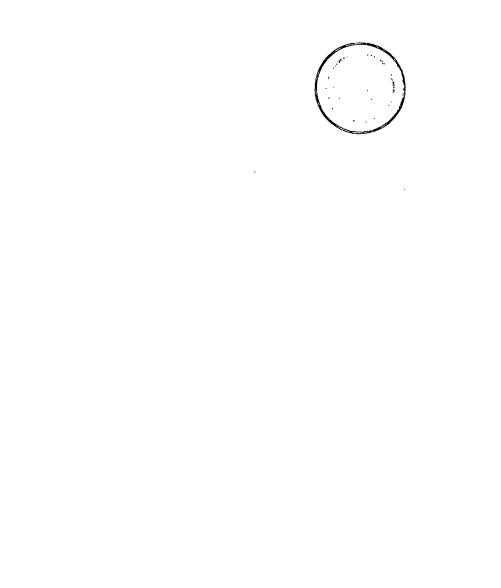
Ladies and Gentlemen:

At the request of the Commissioner of Planning and Development, I transmit herewith an ordinance authorizing a Class L tax status for property located on West Van Buren/South Canal and West Harrison streets.

Your favorable consideration of this ordinance will be appreciated.

Very truly yours,

Mayor



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