

SECOND AMENDMENT TO A CONDOMINIUM OFFERING PLAN  
PREMISES KNOWN AS  
135 WEST 52<sup>ND</sup> STREET  
NEW YORK, NEW YORK 10019

This amendment modifies and supplements the terms of the Offering Plan dated June 27, 2014 and should be read in conjunction with said Plan. Both the Plan and this Amendment are hereinafter referred to as the "Plan."

The terms of this Amendment are:

1. Price Increase

Prices of 42 Units are increased as indicated on the attached Schedule X.

4. No Other Material Changes.

There have been no other material changes to the Offering Plan.

Dated: August 4, 2014

135 West 52<sup>nd</sup> Street Owner LLC  
Sponsor  
512 Seventh Avenue  
New York, New York 11218

# SCHEDULE X

## 135 West 52nd Street Release Schedule

Unit	Int SI	Bed	Bath	Original Price	SUGGESTED INCREASES			
					1st Increase	1st AMENDMENT	2nd Increase	2nd AMENDMENT
9A	995	2	?	\$1,800,000	20,000	\$1,820,000	\$20,000	\$1,840,000
9B	1,124	1+HO	?	\$1,900,000	25,000	\$1,925,000	\$30,000	\$1,955,000
9C	904	1+HO	?	\$1,500,000	20,000	\$1,520,000	\$20,000	\$1,540,000
9D	904	1+HO	?	\$1,500,000	20,000	\$1,520,000	\$20,000	\$1,540,000
9E	1,124	1+HO	?	\$1,900,000	25,000	\$1,925,000	\$30,000	\$1,955,000
9F	1,001	?	?	\$1,800,000	20,000	\$1,820,000	\$20,000	\$1,840,000
10A	995	2	?	\$1,820,000	20,000	\$1,840,000	\$20,000	\$1,860,000
10B	1,124	1+HO	?	\$1,920,000	25,000	\$1,945,000	\$30,000	\$1,975,000
10C	904	1+HO	?	\$1,515,000	20,000	\$1,535,000	\$20,000	\$1,555,000
10D	904	1+HO	?	\$1,515,000	20,000	\$1,535,000	\$20,000	\$1,555,000
10E	1,124	1+HO	?	\$1,920,000	25,000	\$1,945,000	\$30,000	\$1,975,000
10F	1,001	?	?	\$1,820,000	20,000	\$1,840,000	\$20,000	\$1,860,000
11A	995	?	?	\$1,840,000	20,000	\$1,860,000	\$20,000	\$1,880,000
11B	1,124	1+HO	?	\$1,940,000	25,000	\$1,965,000	\$30,000	\$1,995,000
11C	904	1+HO	?	\$1,530,000	20,000	\$1,550,000	\$20,000	\$1,570,000
11D	904	1+HO	?	\$1,530,000	20,000	\$1,550,000	\$20,000	\$1,570,000
11E	1,124	1+HO	?	\$1,940,000	25,000	\$1,965,000	\$30,000	\$1,995,000
11F	1,001	?	?	\$1,840,000	20,000	\$1,860,000	\$20,000	\$1,880,000
12A	995	?	?	\$1,860,000	20,000	\$1,880,000	\$20,000	\$1,900,000
12B	1,124	1+HO	?	\$1,970,000	25,000	\$1,995,000	\$30,000	\$2,025,000
12L	904	1+HO	?	\$1,550,000	20,000	\$1,570,000	\$20,000	\$1,590,000
12D	904	1+HO	?	\$1,550,000	20,000	\$1,570,000	\$20,000	\$1,590,000
12E	1,124	1+HO	?	\$1,970,000	25,000	\$1,995,000	\$30,000	\$2,010,000
12F	1,001	?	?	\$1,860,000	20,000	\$1,880,000	\$20,000	\$1,900,000
14A	995	?	?	\$1,890,000	20,000	\$1,910,000	\$20,000	\$1,930,000
14B	1,124	1+HO	?	\$2,000,000	25,000	\$2,025,000	\$30,000	\$2,055,000
14C	904	1+HO	?	\$1,570,000	20,000	\$1,590,000	\$20,000	\$1,610,000
14D	904	1+HO	?	\$1,570,000	20,000	\$1,590,000	\$20,000	\$1,610,000
14E	1,124	1+HO	?	\$2,000,000	25,000	\$2,025,000	\$30,000	\$2,055,000
14F	1,001	?	?	\$1,890,000	20,000	\$1,910,000	\$20,000	\$1,930,000
15A	995	?	?	\$1,920,000	20,000	\$1,940,000	\$20,000	\$1,960,000
15B	1,124	1+HO	?	\$2,030,000	25,000	\$2,055,000	\$30,000	\$2,085,000
15C	904	1+HO	?	\$1,590,000	20,000	\$1,610,000	\$20,000	\$1,630,000
15D	904	1+HO	?	\$1,590,000	20,000	\$1,610,000	\$20,000	\$1,630,000
15E	1,124	1+HO	?	\$2,030,000	25,000	\$2,055,000	\$30,000	\$2,085,000
15F	1,001	?	?	\$1,920,000	20,000	\$1,940,000	\$20,000	\$1,960,000
16A	995	?	?	\$1,940,000	20,000	\$1,960,000	\$20,000	\$1,980,000
16B	1,124	1+HO	?	\$2,060,000	25,000	\$2,085,000	\$30,000	\$2,115,000
16C	904	1+HO	?	\$1,610,000	20,000	\$1,630,000	\$20,000	\$1,650,000
16D	904	1+HO	?	\$1,610,000	20,000	\$1,630,000	\$20,000	\$1,650,000
16E	1,124	1+HO	?	\$2,060,000	25,000	\$2,085,000	\$30,000	\$2,115,000
16F	1,001	?	?	\$1,940,000	20,000	\$1,960,000	\$20,000	\$1,980,000
<b>TOTALS</b>	<b>62,364</b>			<b>\$75,520,000</b>	<b>910,000</b>	<b>\$76,430,000</b>	<b>\$820,000</b>	<b>\$77,340,000</b>