

THIRD AMENDMENT TO A CONDOMINIUM OFFERING PLAN
PREMISES KNOWN AS
135 WEST 52ND 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 20, 2014

135 West 52nd Street Owner LLC
Sponsor
512 Seventh Avenue
New York, New York 11218

135 West 52nd Street Release Schedule

SUGGESTED INCREASES

Unit	Int SF	Bed	Bath	Original Price	1st Increase	1st AMENDMENT	2nd Increase	2nd AMENDMENT	3rd Increase	3rd AMENDMENT
9A	995	2	2	\$1,800,000	20,000	\$1,820,000	\$20,000	\$1,840,000	\$20,000.00	\$1,860,000.00
9B	1,124	1+HO	2	\$1,900,000	25,000	\$1,925,000	\$30,000	\$1,955,000	\$25,000.00	\$1,980,000.00
9C	904	1+HO	2	\$1,500,000	20,000	\$1,520,000	\$20,000	\$1,540,000	\$20,000.00	\$1,560,000.00
9D	904	1+HO	2	\$1,500,000	20,000	\$1,520,000	\$20,000	\$1,540,000	\$20,000.00	\$1,560,000.00
9E	1,124	1+HO	2	\$1,900,000	25,000	\$1,925,000	\$15,000	\$1,940,000	\$5,000.00	\$1,945,000.00
9F	1,001	2	2	\$1,800,000	20,000	\$1,820,000	\$20,000	\$1,840,000	\$20,000.00	\$1,860,000.00
10A	995	2	2	\$1,820,000	20,000	\$1,840,000	\$20,000	\$1,860,000	\$20,000.00	\$1,880,000.00
10B	1,124	1+HO	2	\$1,920,000	25,000	\$1,945,000	\$30,000	\$1,975,000	\$25,000.00	\$2,000,000.00
10C	904	1+HO	2	\$1,515,000	20,000	\$1,535,000	\$20,000	\$1,555,000	\$20,000.00	\$1,575,000.00
10D	904	1+HO	2	\$1,515,000	20,000	\$1,535,000	\$20,000	\$1,555,000	\$20,000.00	\$1,575,000.00
10E	1,124	1+HO	2	\$1,920,000	25,000	\$1,945,000	\$15,000	\$1,960,000	\$5,000.00	\$1,965,000.00
10F	1,001	2	2	\$1,820,000	20,000	\$1,840,000	\$20,000	\$1,860,000	\$20,000.00	\$1,880,000.00
11A	995	2	2	\$1,840,000	20,000	\$1,860,000	\$20,000	\$1,880,000	\$20,000.00	\$1,900,000.00
11B	1,124	1+HO	2	\$1,940,000	25,000	\$1,965,000	\$30,000	\$1,995,000	\$25,000.00	\$2,020,000.00
11C	904	1+HO	2	\$1,530,000	20,000	\$1,550,000	\$20,000	\$1,570,000	\$20,000.00	\$1,590,000.00
11D	904	1+HO	2	\$1,530,000	20,000	\$1,550,000	\$20,000	\$1,570,000	\$20,000.00	\$1,590,000.00
11E	1,124	1+HO	2	\$1,940,000	25,000	\$1,965,000	\$15,000	\$1,980,000	\$5,000.00	\$1,985,000.00
11F	1,001	2	2	\$1,840,000	20,000	\$1,860,000	\$20,000	\$1,880,000	\$20,000.00	\$1,900,000.00
12A	995	2	2	\$1,860,000	20,000	\$1,880,000	\$20,000	\$1,900,000	\$20,000.00	\$1,920,000.00
12B	1,124	1+HO	2	\$1,970,000	25,000	\$1,995,000	\$30,000	\$2,025,000	\$25,000.00	\$2,050,000.00
12C	904	1+HO	2	\$1,550,000	20,000	\$1,570,000	\$20,000	\$1,590,000	\$20,000.00	\$1,610,000.00
12D	904	1+HO	2	\$1,550,000	20,000	\$1,570,000	\$20,000	\$1,590,000	\$20,000.00	\$1,610,000.00
12E	1,124	1+HO	2	\$1,970,000	25,000	\$1,995,000	\$15,000	\$2,010,000	\$5,000.00	\$2,015,000.00
12F	1,001	2	2	\$1,860,000	20,000	\$1,880,000	\$20,000	\$1,900,000	\$20,000.00	\$1,920,000.00
14A	995	2	2	\$1,890,000	20,000	\$1,910,000	\$20,000	\$1,930,000	\$20,000.00	\$1,950,000.00
14B	1,124	1+HO	2	\$2,000,000	25,000	\$2,025,000	\$30,000	\$2,055,000	\$35,000.00	\$2,090,000.00
14C	904	1+HO	2	\$1,570,000	20,000	\$1,590,000	\$20,000	\$1,610,000	\$20,000.00	\$1,630,000.00
14D	904	1+HO	2	\$1,570,000	20,000	\$1,590,000	\$20,000	\$1,610,000	\$20,000.00	\$1,630,000.00
14E	1,124	1+HO	2	\$2,000,000	25,000	\$2,025,000	\$30,000	\$2,055,000	\$15,000.00	\$2,070,000.00
14F	1,001	2	2	\$1,890,000	20,000	\$1,910,000	\$20,000	\$1,930,000	\$20,000.00	\$1,950,000.00
15A	995	2	2	\$1,920,000	20,000	\$1,940,000	\$20,000	\$1,960,000	\$20,000.00	\$1,980,000.00
15B	1,124	1+HO	2	\$2,030,000	25,000	\$2,055,000	\$30,000	\$2,085,000	\$35,000.00	\$2,120,000.00
15C	904	1+HO	2	\$1,590,000	20,000	\$1,610,000	\$20,000	\$1,630,000	\$20,000.00	\$1,650,000.00
15D	904	1+HO	2	\$1,590,000	20,000	\$1,610,000	\$20,000	\$1,630,000	\$20,000.00	\$1,650,000.00
15E	1,124	1+HO	2	\$2,030,000	25,000	\$2,055,000	\$30,000	\$2,085,000	\$20,000.00	\$2,105,000.00
15F	1,001	2	2	\$1,920,000	20,000	\$1,940,000	\$20,000	\$1,960,000	\$20,000.00	\$1,980,000.00
16A	995	2	2	\$1,940,000	20,000	\$1,960,000	\$20,000	\$1,980,000	\$20,000.00	\$2,000,000.00
16B	1,124	1+HO	2	\$2,060,000	25,000	\$2,085,000	\$30,000	\$2,115,000	\$35,000.00	\$2,150,000.00
16C	904	1+HO	2	\$1,610,000	20,000	\$1,630,000	\$20,000	\$1,650,000	\$20,000.00	\$1,670,000.00
16D	904	1+HO	2	\$1,610,000	20,000	\$1,630,000	\$20,000	\$1,650,000	\$20,000.00	\$1,670,000.00
16E	1,124	1+HO	2	\$2,060,000	25,000	\$2,085,000	\$30,000	\$2,115,000	\$20,000.00	\$2,135,000.00
16F	1,001	2	2	\$1,940,000	20,000	\$1,960,000	\$20,000	\$1,980,000	\$20,000.00	\$2,000,000.00
TOTALS	42,364			\$75,510,000	910,000	\$76,420,000	\$920,000	\$77,340,000	\$840,000	\$78,180,000