

NYCIDA PROJECT COST/BENEFIT ANALYSIS

February 4, 2010

APPLICANT

Cactus Holdings, Inc. d/b/a Western Beef, through
Cactus Properties 3, LLC
47-05 Metropolitan Ave.
Ridgewood, NY 11385

PROJECT LOCATION

2050 Webster Avenue and 4341 Park Avenue
Bronx, NY 10457
Block 3029, Lots 15 and 52

A. Project Description:

Cactus Holdings, Inc. wholly-owns and operates **Western Beef Retail, Inc** (“**Western Beef**” or the “**Company**”), a grocery store operator throughout the five boroughs of New York City. It seeks Industrial Incentive Program benefits to acquire, through Cactus Properties 3, LLC, which has ownership in common with Western Beef, an existing 65,000 building located at 2050 Webster Avenue and 4341 Park Avenue. Plans include the demolition of a portion of the facility to create a new 35,000 square foot supermarket and a 20,000 square foot warehouse.

The proposed supermarket will operate under the Western Beef name. It will replace a nearby Western Beef supermarket that is operating in an older facility on a month-to-month lease, allowing the Company upgrade the supermarket facility and increase its size by 10,000 square feet. Western Beef supermarkets are known for their ability to meet the specific needs of diverse neighborhoods across the City, with low prices and a large selection of quality fresh products from across the globe. Western Beef supermarkets carry a full-section of supermarket goods across departments that include: produce, bakeries that bake in-store; full-service walk-in meat departments; and full-service deli departments featuring salads, cold cuts and other specialty items. Since its inception, Western Beef stores have offered bulk items typical of today’s warehouse clubs. All Western Beef stores participate in WIC programs.

The total project cost is approximately \$11.45 million, which includes \$7.45 million for land and building acquisition, \$2.4 million for renovations mainly for the supermarket portion of the project, \$1.4 million in machinery and equipment and \$200,000 in estimated fees and soft costs. The Company will finance this project with an equity contribution of approximately \$5.95 million and a loan from Capital One Bank’s Community Renewal Fund that is anticipated to have a seven-year term, and a floating rate tied to one month LIBOR plus 75 basis points and a floor of 2.75% that is convertible to a fixed rate estimated to be approximately 4.25%.

Employment at the project facility, in its first year of operations, is estimated to be approximately 107 full-time equivalents, of which 81 are expected to be full-time employees and ten are anticipated to be warehouse employees.

B. Costs to City: New York City taxes to be exempted:

Mortgage Recording Tax:	\$ 89,375
Sales Tax Exemption:	90,000
Building Tax exemption (NPV, 25 years)	5,101,817
<u>Land Tax Abatement (NPV, 25 years):</u>	<u>243,656</u>
Maximum Total:	\$ 5,524,848

C. Benefits to City: Estimated New York City direct and indirect taxes to be generated by company (estimated NPV 25 years @ 6.25%): \$8,929,564*

** Based upon the property acquisition and renovations, and the incremental additional employment*

Core Application – Applicant General Information

The Core Application captures specific and general information about the Applicant and the Project. This section begins with a survey of "General Information," followed by a section that describes the Applicant's interest or relationship to the project site. This helps establish eligibility and which benefits will be applied to the project.

Name: Cactus Holdings, Inc. d/b/a Western Beef
Address: 47-05 Metropolitan Avenue, Ridgewood, NY 11385
Phone Number(s): [REDACTED]
Fax Number(s): [REDACTED]
E-mail Address: [REDACTED]
Website Address: www.westernbeef.com
Applicant EIN Number: [REDACTED]
S.I.C. Code: 5411
NAICS Code: 445110

Date of Application:

1. Applicable Program (please check one).

- | | |
|--|---|
| <input type="checkbox"/> Manufacturing Facilities Bond Program | <input type="checkbox"/> Empowerment Zone Facilities Bond Program |
| <input checked="" type="checkbox"/> Industrial Incentive Program ("IIP") | <input type="checkbox"/> Exempt Facilities Bond Program |
| <input type="checkbox"/> Small Industrial Incentive Program ("SIIP") | |

SIIP is only available for Applicants with annual revenues of less than \$5 million and fewer than 100 employees; IIP is only available for Applicants with either annual revenues that are \$5 million or greater or 100 or more employees.

2. Officer of Applicant serving as contact person:

Name: Peter Castellana, Jr.	Firm: Cactus Holdings, Inc.
Phone #: [REDACTED]	Fax#: [REDACTED]
E-mail Address: [REDACTED]	Address: 47-05 Metropolitan Avenue, Ridgewood, NY 11385

3. Attorney of Applicant:

Name: Patrick Delorio	Firm: The Delorio Law Firm, LLP
Phone #: [REDACTED]	Fax#: [REDACTED]
E-mail Address: [REDACTED]	Address: 800 Westchester Avenue, Rye Brook, NY 10573, S-608

4. Accountant of Applicant:

Name: Jeffrey Bacsik	Firm: Eisner LLP
Phone #: [REDACTED]	Fax#: [REDACTED]
E-mail Address: [REDACTED]	Address: 750 Third Avenue, New York, NY 10017

6. Other Advisor/Consultant to Applicant (if applicable):

Name: _____ Firm: _____

Phone # _____ Fax#: _____

E-mail Address: _____ Address: _____

6. Applicant is (check one of the following, as applicable):

General Partnership

Limited Partnership

C Corporation

S Corporation

Limited Liability Company

Natural Person

501(c)(3) Organization

Other (specify): _____

7. Are any securities of Applicant publicly traded?

Yes

No

8. Applicant's state of incorporation or formation: Delaware

9. Applicant's date of incorporation or formation: July 1, 1991

10. States in which Applicant is qualified to do business: New York

11. Please provide a brief description of Applicant and nature of its business: See Attached Exhibit "A"

EXHIBIT A
Western Beef Inc.
NYCIDA Application
Core Application: Applicant General Information

11. Please provide a brief description of Applicant and nature of its business:

Cactus Holdings, Inc. is commonly known as "Western Beef," a well-known, well-established and reputable local entity that offers high quality, high value, fresh food products and grocery items to the citizens of all five boroughs of New York City. Western Beef prides itself on catering to the unique needs of the large, ethnically diverse, inner-borough communities which most of its 27 stores serves. In fact, several retail facilities continue to thrive in communities long since abandoned by other fresh food operations.

Since 1978, Western Beef has maintained headquarters on an 11-acre site in Ridgewood, Queens. It is the site of our largest store (78,000 square feet) as well as the hub servicing all 27 retail stores. It includes a meat warehouse, produce warehouse, grocery warehouse, trucking operation, maintenance and construction division, and administrative support. By operating our own warehouses, we are able to buy directly from suppliers/manufacturers, thereby eliminating middleman costs and passing savings along to our customers.

Western Beef operates two types of retail stores. The 22 Western Beef stores (15 are located within NYC) vary in size from 7,000 to 78,000 square feet, and offer a unique combination of a traditional grocery store with the value of a club store (without the membership fee.) We also operate five Junior Food Outlets (all located within NYC), which offer an assortment of basic grocery store items at discounted prices.

The retail division employs more than 2,000 employees in the NYC stores alone. Total projected retail sales for 2009 are expected to exceed \$400,000,000. As a true NYC business, 90% of our employees reside in the five boroughs. 7 % of employees are white, 29 % are black, 58 % Hispanic, 2 % Asian. Total annual payroll is approximately \$ 59,000,000.00.

Core Application – Applicant Interest in Project Realty

note: An "Affiliate" means any individual, corporation, partnership, joint venture, sole proprietorship, limited liability company, trust or entity that controls, is controlled by or is under common control with the Applicant or the "SPE" (defined herein below).

Use check all that apply:

Applicant or an Affiliate is the fee simple owner of the Project realty.

Applicant or an Affiliate is not currently, but expects to be the fee simple owner of the Project realty.

Applicant or an Affiliate is not the owner of the Project realty, but is the occupant of a material portion thereof for the conduct of its business pursuant to a lease or other occupancy agreement.

Applicant or an Affiliate is not the owner of the Project realty, but expects, immediately following the closing, to be the occupant of a material portion thereof for the conduct of its business pursuant to a lease or other occupancy agreement.

None of the above categories fully describe Applicant and its relation to the Project realty, which may be more accurately described as follows (please provide copies of supporting documentation, as applicable):

note: Please pay particular attention to items 5, 6 and 16 in the Required Documents List (attached), which request additional information specific to the Project realty.

If a special-purpose entity ("SPE") that is owned and controlled by the Applicant will own or otherwise control the Project realty, the SPE will be (check one of the following as applicable):

- | | | |
|--|---|--|
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> C Corporation |
| <input type="checkbox"/> S Corporation | <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Not-for-profit 501(c)(3) Entity |
| <input type="checkbox"/> Natural Person | <input type="checkbox"/> Other (specify): _____ | |

Name of SPE: Caclus Properties 3, LLC

Address: 47-05 Metropolitan Avenue, Ridgewood, NY 11385

Phone Number(s): [REDACTED]

Key Person: Santino Montalbano

Contact Person: Director of Real Estate

Relationship of SPE to Applicant: A related party through similar ownership

Ownership of SPE and each respective ownership share: See Exhibit "B"

NYCIDA Number: [REDACTED]

note: If information required above for the SPE is unknown at time of Application submission, then please submit any missing information to the NYCIDA as soon as it becomes available.

IDA APPLICATION
LOCATION #1 - 2050 WEBSTER AVENUE, BRONX NY 10457
BLOCK #3029, LOT #'S 15 &32
Exhibit "B"

CORE APPLICATION

Page #3

	2006 %
PETER CASTELLANA JR	13.896%
MARIE CASTELLANA	0.947%
PETER CASTELLANA IRREVOCABLE TRUST	1.289%
MARIELLE CASTELLANA IRREVOCABLE TRUST	1.289%
CHRISTINA CASTELLANA IRREVOCABLE TRUST	1.289%
ANDREW CASTELLANA IRREVOCABLE TRUST	1.289%
JOSEPH CASTELLANA	20.000%
DEBRA CASTELLANA	17.540%
DANIELLE CASTELLANA IRREVOCABLE TRUST	0.248%
NICHOLAS CASTELLANA IRREVOCABLE TRUST	0.737%
JOSEPH CASTELLANA IRREVOCABLE TRUST	0.737%
FRANK CASTELLANA	20.000%
ROSALIE CASTELLANA	18.748%
PETER CASTELLANA	0.112%
FRANK CASTELLANA	0.380%
GABRIELLE CASTELLANA	0.380%
MICHAEL CASTELLANA	0.380%
CONNIE CASTELLANA	20.000%
MARIANNE CASTELLANA TRUST	17.886%
MARIA CASTELLANA TRUST	0.405%
MIKAELA CASTELLANA TRUST	0.427%
MICHAEL CASTELLANA JR TRUST	0.427%
CAMILE CASTELLANA	0.427%
MICHAEL MAGLIOCCO	20.000%
GREG DELUCA	18.961%
	0.367%
	0.672%
	20.000%
	0.000%
	100.000%

Core Application – Project Description and Financial Information

Please complete this section of the Application for each of the Project sites, defined as a facility (perhaps encompassing more than one address and/or block and lot) with either a distinct employment base (as evidenced through D.O.L. reporting) or with a separate and distinguishable source of funding for the acquisition, renovation or construction of the facility. If more than one site exists for this Project, please make the requisite number of copies of this section and fill it out for each site.

Site# 1
Borough: <u>Bronx</u>
Neighborhood: <u>East Tremont, Bathgate</u>
Block(s): <u>3029</u>
Lot(s): <u>15 & 52</u>
Street address and zip code: <u>2050 Webster Avenue & 4391 Park Avenue, Bronx, NY 10457</u>
Zoning: <u>C8-3</u>
Square footage of land: <u>8,000 (Lot #52)</u>
Square footage of existing building(s): <u>65,000</u>
Number of floors: <u>2</u>
Intended use(s) (e.g., office, retail, etc.): <u>Retail / Warehouse</u>

1. Please provide the following Project information:

a. Please provide a brief description of the proposed Project: The current building floor area is 65,000 square feet of warehouse space. We are converting the Webster Avenue grade portion of the building on lot #15 into a full-service Western Beef retail supermarket. This finished new building area should be approximately 35,000 square feet with 33,000 square feet of parking. The Park Avenue grade portion of the building on lot #15 will remain warehouse usage; this portion of the building is approximately 20,000 sq ft. The second floor of the building will also remain warehouse usage. Lot #52, which is 8,000 square feet will be used as the receiving area and additional parking.

b. When does Applicant want Closing to occur (i.e., when does Applicant want the proceeds from the Bonds or other benefits sought to be available for the Project costs)? September 30, 2009

c. Indicate the estimated date for commencement of the Project. September 30, 2009

d. Indicate the estimated date for completion of the Project: 1 Year

e. Is the Project site located in a New York State Empire Zone?

Yes No

If Yes, which zone? _____

f. Is the project site located in the Federal Empowerment Zone?

Yes No

g. Will the Project require Uniform Land Use Review Procedure ("ULURP") approval?

Yes No

h. Will the Project require any other special permit or approval?

Yes No

If Yes, please explain: _____

i. Is any governmental entity intended or proposed to be an occupant at the Project site?

Yes No

If Yes, please provide details:

j. Will the Project require a tax lot apportionment or subdivision? (Tax lot apportionment will be required for real estate tax benefits to commence.)

Yes No

If Yes, please provide details and timing.

2. Please complete the following summary of Project sources and uses:

Uses of Funds		Sources of Funds	
Land acquisition ³	\$6,622,000.00	Bonds	
Building acquisition ³	\$828,000.00	Loan (1)	\$5,500,000.00
New construction ⁴		Loan (2)	
Renovations	\$2,400,000.00	Capital campaign ⁵	
Fixed tenant improvements		Affiliate/employee loans	
Machinery and/or equipment	\$1,400,000.00	Company funds	\$5,950,000.00
Soft costs (define): Architectural and other professional fees	\$200,000.00	Fund balance ³	
Furnishings		Other equity (explain)	
Debt Service Reserve Fund ⁵		Other (explain)	
Capitalized interest ³		Other (explain)	
Other (explain)		Other (explain)	
Total Project Uses	11,450,000.00	Total Project Sources	11,450,000.00

3. Please list where machinery and equipment will be purchased and what percentage of total machinery and equipment relating to the Project this will represent:

New York City Percentage of Total? 15

New York State (excluding NYC) Percentage of Total? 75

United States (excluding NY State) Percentage of Total? 10

Outside United States Percentage of Total? _____

³Please estimate Land and Building acquisition costs separately if possible.

⁴Please define New Construction on a separate piece of paper.

⁵Applies to not-for-profit bond financings only

Employment Questionnaire

The New York City Industrial Development Agency requires all Applicants to fill out this Employment Questionnaire. As used in this Questionnaire, "Company" means the Applicant; "Project Location" means the project location which Applicant has identified in its Application; and "Tenant" means any person or entity to whom or to which Applicant intends to lease part or all of the Project Location. If Applicant is a real estate holding company that is an affiliate of an operating company and Applicant intends to lease the Project Location to such operating company, then the Applicant and the operating company must fill out separate copies of this Questionnaire.

Applicant Name: <u>Cactus Holdings, Inc. d/b/a Western Beef</u>
Address: <u>47-05 Metropolitan Avenue, Ridgewood, NY 11385</u>
Phone Number(s): <u>[REDACTED]</u>
Contact Person: <u>Brian Kalmaer</u>
Title of Contact Person: <u>Director of Human Resources</u>
Affiliation of SPE to Applicant: <u>A related party through similar ownership</u>
Owners of SPE and each respective ownership share: <u>See Exhibit "A"</u>
SPE EIN Number: <u>[REDACTED]</u>

1. Do you expect to conduct business at other locations in New York State?
 Yes No

2. Expected construction completion date (where applicable): 9/30/2010

3. Department of Labor Registration Number of Tenant(s): 30-80841

Do not include any subcontractors or subconsultants; include only employees and owners/principals on your payroll and on the payroll of Tenant(s).

4. How many employees does Applicant employ in New York City at the time of Application submission?

Full-time: 1380 Part-time: 583 (on average, Part-time workers work 20 hours per week)

5. How many employees referred to in question 4 reside in New York City at the time of Application submission?

Full-time: 1239 Part-time: 518

6. How many employees does Applicant employ outside of New York City but in New York State at the time of Application submission?

Full-time: 195 Part-time: 44 (on average, Part-time workers work 20 hours per week)

7. How many employees does Applicant employ at the project location (annual average)?

Full-time: 0 Part-time: 0

8. Projected employment at Project Location for the Company on June 30, ²⁰¹⁰ *Retail only. Does not include warehouse 10 FTE*

	1 st Year	2 nd Year	3 rd Year	4 th Year	5 th Year	6 th Year	7 th Year
Full-time	81	81	81	90	95	95	95
Part-time	32	32	32	36	37	37	37

9. Projected employment at Project Location for your Tenant(s) on an annual basis:

	1 st Year	2 nd Year	3 rd Year	4 th Year	5 th Year	6 th Year	7 th Year
Full-time	*						
Part-time							

10. Projected average quarterly wage/salary of employees at project location during first year of operation: \$ 4,815.20

*No Tenants

11. Describe the occupational composition of the workforce at the Project Location. Note differences between this composition and what is typical at other NYC locations.

We employ full-time and part-time employees, with the number of full-time employees often exceeding the part-time employees which is uncommon in other NYC supermarket locations. Among our employees are several employed in trades, including butchers. Most supermarkets only sell prepackaged meat products, whereas Western Beef Supermarkets employ and train butchers to custom cut meat to the customer's specifications.

12. Does Applicant intend to employ new employees at the Project Location, and/or will Applicant transfer current employees from premises currently being used? Please provide details.

Yes. At the outset, employees will be a blend of current employee transfers from other locations, mostly managerial and training, combined with newly hired workers who will be trained as full and part-time employees.

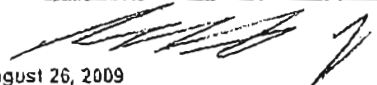
Authorization

I authorize any private or governmental entity, including but not limited to the New York State Department of Labor ("DOL"), to release to the NYCIDA and/or to NYCEDC and/or to the successors and assigns of either (collectively, the "Information Recipients"), any and all employment information under DOL's control that is pertinent to the Company and the Company's employees. In addition, upon the Agency's request, the Company shall provide to the Agency any employment information in the Company's possession that is pertinent to the Company and the Company's employees. Information released or provided to Information Recipients by DOL, or by any other governmental entity, or by any private entity, or by the Company itself, or any information previously released as provided by all or any of the foregoing parties (collectively, "Employment Information") may be disclosed by the Information Recipients in connection with the administration of the programs of the Agency, and/or NYCEDC, and/or the successors and assigns of either, and/or the City of New York, and/or as may be necessary to comply with law; and without limiting the foregoing, the Employment Information may be included in (1) reports prepared by the Information Recipients pursuant to New York City Local Law 69 of 1993, (2) other reports required of the Agency, and (3) any other reports required by law. This authorization shall remain in effect throughout the term of this Lease.

Name of Applicant: Cactus Holdings, Inc. d/b/a Western Beef

By: Printed Name of Signer: Peter Castellana, Jr.

Title of Signer: CEO

Signature: 

Date: August 26, 2009

Attach to this Questionnaire your most recent four quarters of the NYS-45 "Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return." Attach additional pages if necessary.

NYCIDA Employment and Other Labor Matters Questionnaire

The Applicant and its Affiliates hereinafter will be referred to as the "Companies" or individually as a "Company". If any of the following questions applies to none of these Companies, answer "NONE", but, for any question that does apply, be sure to specify to which of the Companies the answer is relevant. When the space provided for an answer is insufficient, provide the answer on a separate sheet of paper and attach that paper to this Questionnaire.

List all of the labor union contracts and collective bargaining arrangements to which any of the Companies is currently a party:

None

Have any of the Companies during the current calendar year and the five calendar years preceding the current calendar year experienced labor unrest situations, including pending or threatened labor strikes, hand billing, consumer boycotts, mass demonstrations or other similar incidents?

Yes No

If Yes, please explain:

Have any of the Companies received any federal and/or state unfair labor practices complaints asserted during the current calendar year and the three calendar years preceding the current calendar year?

Yes No

If Yes, please describe and explain current status of complaints:

Do any of the Companies have pending or threatened requests for arbitration, grievance proceedings, labor disputes, strikes or disturbances during the current calendar year and the three calendar years preceding the current calendar year?

Yes No

If Yes, please explain:

Are all employees of the Companies permitted to work in the United States?

Yes No

If No, please provide details on an attached sheet.

What steps do the Companies take as a matter of course to ascertain their employees' employment status?

We update I-9 forms regularly and perform random audits on Social Security numbers provided by employees.

Do the Companies complete and retain all required documentation related to this inquiry, such as Employment Eligibility Verification (I-9) forms?

Yes No

If No, please explain:

6 Has the United States Department of Labor, the New York State Department of Labor, the New York City Office of the Comptroller or any other local, state or federal department, agency or commission having regulatory or oversight responsibility with respect to workers and/or their working conditions and/or their wages, inspected the premises of any Company or audited the payroll records of any Company during the current calendar year or during the three calendar years preceding the current one?

Yes No

If the answer to this question is "Yes," briefly describe the nature of the inspection, the inspecting governmental entity and when the inspection occurred. Briefly describe the outcome of the inspection, including any reports that may have been issued and any fines or remedial or other requirements imposed upon the Company or Companies as a consequence:

USDOL/NYSDDL

(1) New York State Department of Labor, May 2007.

The NYSDOL visited the Company's location at 44-44 College Point Boulevard, Flushing, New York. The Company has no additional records.

(2) New York State Department of Labor, December 2007.

The NYSDOL visited the Company's location at 425 Bay Street, Staten Island, New York. The Company was found in compliance.

(3) New York State Department of Labor, October 2008.

The Company received notification from the NYSDOL that an employee claimed he was owed unpaid wages. The Company reviewed its records and payment was issued.

7 Has any Company incurred, or potentially incurred, any liability (including withdrawal liability) with respect to an employee benefit plan, including a pension plan?

Yes No

If the answer to this question is "Yes," quantify the liability and briefly describe its nature and refer to any governmental entities that have had regulatory contact with the Company in connection with the liability:

8. Are the practices of any Company now, or have they been at any time during the three calendar years preceding the current calendar year, the subject of any complaints, claims, proceedings or litigation arising from alleged discrimination in the hiring, firing, promoting, compensating or general treatment of employees?

Yes No

If the answer to this is "Yes," provide details. When answering this question, please consider "discrimination" to include sexual harassment.

Equal Employment Opportunity Commission

(1) [REDACTED] v. Western Beef, [REDACTED]

The Insured Entity received a Notice of Charge of Discrimination dated June 24, 2009 from the EEOC. The employee alleges that she was subjected to discrimination based on her sex, sexual harassment, and retaliation when she was separated from the Insured Entity. A position statement was submitted in response to the charge. No response has been received to date.

Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Cactus Holdings, Inc. d/b/a Western Beef

By: Printed Name of Signer: Peter Castellana, Jr.

Title of Signer: CEO

Signature: 

Date: August 26, 2009

Manufacturing Questionnaire

Please complete the following questions for each facility to be financed. Use additional pages as necessary. For background information, see "Requirements for Issuance of Triple Tax-Exempt Bonds for Manufacturing Facilities" located in the Introduction and Information section of this Application.

1. Describe the production process that occurs at the facility to be financed: THIS QUESTIONNAIRE SECTION IS NOT APPLICABLE.

2. Allocate portions of the facility to be financed by function, expressed in square footage and location in relation to production (e.g., same building, adjacent land or building, off-site, etc.):

Function	Location	Square Footage
Production line		
Warehouse/storage		
Loading areas		
Office space for a shop foreman		
Employee restrooms, locker rooms and parking		
Employee eating area		
Repair shop		
Offices for administration		
Other (specify)		
Other (specify)		
Total Square Footage		0

3. Of the space allocated to offices for administration above, identify by function (e.g., executive offices, payroll, production, etc.) and location in relation to production (same building, adjacent land or building, off-site, etc.):

Function	Location	Square Footage
Total Square Footage		0

4. Of the space allocated to storage or warehousing above, identify the square footage and location of the areas devoted to the following:

Function	Location	Square Footage
Raw materials used for production of manufacturing goods		
Finished product storage		
Component parts of goods manufactured at the facility		
Purchased component parts		
Other (specify)		
Other (specify)		
Other (specify)		
Total Square Footage		0

5 List raw materials used in the processing of the finished product(s) at the facility to be financed:

6 List finished product(s) that are produced at the facility to be financed:

Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Cactus Holdings, Inc. d/b/a Western Beef

By: Printed Name of Signer: Peter Castellana, Jr.

Title of Signer: CEO

Signature: 

Date: August 26, 2009

NYCIDA Retail Questionnaire

1. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of goods to customers who personally visit the Project? **Yes.**
2. If the answer to question 1 is "Yes," will the applicant or any other project occupant be a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the "retail sale of tangible personal property" (as defined in Section 1101(b)(4)(i) of the Tax Law)? **No.**
3. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of services to customers who personally visit the Project?

12/10
 Yes No

4. If the answer to question 1 or question 3 is "Yes," what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project?

100 percent

5. If the answer to question 1 or question 3 is "Yes," and the answer to question 4 is more than 33.33 percent, indicate whether any of the following apply to the Project:

- a. Will a not-for-profit corporation operate the Project?

Yes No

- b. Is the Project likely to attract a significant number of visitors from outside New York City?

Yes No

- c. Would the Applicant, but for the contemplated financial assistance from the NYCIDA, locate the related jobs outside the State of New York?

Yes No

- d. Is the predominant purpose of the Project to make available goods or services that would not, but for the Project, be reasonably accessible to New York City residents because of a lack of reasonably accessible retail trade facilities offering such goods or services?

* Yes No

- e. Will the Project be located in one of the following: (a) an area designated as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (b) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) that, according to the most recent census data, has (i) a poverty rate of at least 20 percent for the year to which the data relates, or at least 20 percent of its households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates?

Yes No

5. If the answers to any of subdivisions (c) through (e) of question 5 are "Yes," will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

If "Yes", please furnish details in a separate attachment.

If the answers to any of subdivisions (a) through (e) of question 5 are "Yes," please furnish details in a separate attachment.*

***Please see attached. Also, please see Exhibit "A" of the Application, as well as page #2 of the Core Application.**

Also, please see Preliminary Statement dated July 1, 2009, which is also attached.

Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Cactus Holdings, Inc. d/b/a Western Beef

By: Printed Name of Signer: Peter Castellana, Jr.

Title of Signer: CEO

Signature: 

Date: August 26, 2009

**Western Beef Inc.
NYCIDA Application
Retail Questionnaire**

5(d) & 7. If the answers to any of subdivisions (a) – (e) are 'Yes', please furnish details in a separate attachment:

Socioeconomic disparities –

The project is located in the central Bronx, Community District #6. In this overwhelmingly minority community, 87% of families live below the poverty line. More than 20% are unemployed, a percentage more than twice the NYC average overall. The unemployment rate in this community is also significantly higher than the borough as well – unemployment for the Bronx overall is 7.0%. Nearly half of this community's residents (41.8%) receive some type of public assistance. The local labor force is largely uneducated: half of the adults in this community do not possess a high school diploma. That is a percentage significantly higher than even the Bronx figure: 38% of Bronx residents overall do not have a high school diploma.

Western Beef facilities overwhelmingly provide employment to local residents. 90% of our total labor force is made up of NYC residents. We expect this project to create approximately 95 new jobs.

Western Beef prides itself on providing training so as to transform unskilled labor into staff with competencies and skills. Butchers and bakers are trained through in-store programs. Our facilities are technologically intensive, and stocking personnel, clerks, and other support staff receive training for proficiency in electronic inventory and pricing software and equipment. Front-end personnel receive training for use of electronic cash register equipment. In-house training programs not only create an organization of skilled labor, but we believe that they also serve to increase staff engagement.

Health disparities –

In addition to the socioeconomic challenges, this community suffers significant health disparities. Obesity and its co-morbidities, diabetes and asthma, have exploded in the Bronx, and this community has been particularly hard-hit. Nearly 1/3 of the residents in this community report themselves to be in fair to poor health. Nearly 40% are clinically obese. More than 1 in 10 has diabetes. More than 1/3 report high blood pressure, and more than 1/3 report high cholesterol levels.

Data show that smoking is the leading cause of preventable death in NYC, and is the cause of many illnesses such as heart disease, asthma, stroke, emphysema, and lung cancer. In this community, one in five adults smoke, and one in five has asthma, which is double the rate of NYC overall. The average annual hospitalization rate for heart disease

is 50% higher for these residents than in NYC overall. The death rate from cancer is 15% higher than the rate for NYC overall. And colon cancer (which is greatly influenced by diet) ranks among the top three most prevalent cancers for both men and women in this community.

The NYC Department of Health & Mental Hygiene's position regarding obesity is clear. In its **NYC Community Health Profiles 2006**, it states: "Taking Action: Although body weight is . . . the balance between 'calories in' and 'calories out,' many factors affect this balance. These factors include the availability of healthy foods . . . in a neighborhood. Neighborhoods can support healthy lifestyles by making healthy, affordable food available to residents."

Western Beef is keenly aware of the pervasiveness of chronic disease in our project area. A serious barrier to improving health by improving nutrition is the dearth of local vendors from whom fresh produce at reasonable prices can be obtained. By establishing a reliable, reasonably-priced source of fresh foods in this community, Western Beef can make a significant contribution to eliminating the barrier to better nutrition for this community.

In addition, we understand from clinicians who provide health services to this community that the problem is even more complicated than access. It is also about education. Clinicians report that families in these areas do not know what nutritious produce even looks like, much less what to do with it. Our intention therefore, is to augment access with an innovative health and wellness educational program at this store. We envision this program to feature the following components:

1. A Nutritionist to provide nutrition education and healthy cooking demonstrations on site. These demonstrations will provide step-by-step education about healthy and tasty ways to prepare fresh foods.
2. On-site blood pressure screenings and education.
3. Scheduled speakers to give presentations on key health and wellness messages (diabetes, heart disease, asthma/allergies, stroke prevention, depression, etc.)
4. Re-useable shopping bags will be produced. They will be given free of charge as an incentive – for example, when shoppers purchase five or more fresh produce items, they receive a free bag.
5. Free raffle tickets given out to shoppers who purchase fresh food items. The following week, a winner will receive a food preparation item (eg, a blender for making fruit smoothies, a steam basket to prepare fresh vegetables, a food scale, cooking spoon/spatula sets, etc.)

6. Local schools will be invited for on-site visits, during which children will learn about where food comes from, harvesting schedules, how fresh food is safely and properly transported and displayed, etc.
7. Activities will appear on a published schedule of events. The schedule will be printed as part of our circulars, and will also be shared with the local Community Board, schools, libraries, and senior centers.

Finally, and as part of our commitment to preventing the deleterious health problems caused by smoking and by second-hand smoke, cigarettes are not sold at any of our facilities.

Data Sources:

- "NYC Community Health Profiles 2006," NYC Department of Health & Mental Hygiene
- "Borough Snapshot: the Bronx," U.S. Department of Labor Bureau of Labor Statistics, 2005
- "Community Snapshot 2008, CD6," NYC Administration for Children's Services
- "NYC Community Health Survey 2007," NYC DOHMH Bureau of Epidemiology Services

Western Beef

Corporate Headquarters
47-05 Metropolitan Avenue
Ridgewood, Queens, NY 11385
Telephone 718-417-3770
Fax 718-628-2336

July 1, 2009

PRELIMINARY STATEMENT

BY

CACTUS HOLDINGS INC. & SUBSIDIARIES

FOR

PARTICIPATION IN THE NYCIDA FRESH PROGRAM

Cactus Holdings Inc. is commonly known as "Western Beef," a well-known, well-established and reputable local entity which offers high-quality, high value, fresh food products and grocery items to the citizens of all five boroughs of New York City.

Western Beef prides itself on catering to the unique needs of the large, ethnically diverse, inner-borough communities which its 27 stores faithfully serves. In fact, several retail facilities thrive in communities long since abandoned by other fresh food operations.

Since 1978, Western Beef has maintained headquarters at 47-05 Metropolitan Ave., an 11-acre site in Ridgewood Queens. This is the core site of our operations, largest store and the hub servicing all 27 retail stores. The Metropolitan Ave facility includes a meat warehouse, produce warehouse, grocery warehouse, trucking operation, maintenance and construction division, and administrative support. The meat and produce warehouses service third parties as well as Western Beef stores; the grocery warehouse and balance of operations support Western Beef exclusively. By operating our own warehouses, we are able to buy directly from suppliers/manufacturers, thereby eliminating middleman costs and passing savings along to our customers.

As a true NYC business, more than 93% of our employees reside in the five boroughs, of that 7% of our employees are White, 29% are Black, 58% Hispanic, and 2% Asian; and 65% are male and 35% are female.

Western Beef

Corporate Headquarters
47-05 Metropolitan Avenue
Ridgewood, Queens, NY 11385
Telephone 718-417-3770
Fax 718-628-2356

Western Beef operates two types of retail stores. The 22 Western Beef stores (15 are located within NYC) vary in size from 7,000 to 75,000 square feet, and offer a unique combination of a traditional grocery store with the value of a club store (without a membership fee.) We also operate five Junior Food Outlets (all located within NYC) which offer an assortment of basic grocery store items at discounted prices. The retail division employs more than 1,800 people in the NYC stores alone, and total projected retail sales for 2009 are expected to exceed \$400,000,000.

Warehouses

The 47,000 square foot grocery warehouse is undersized for our steadily growing demand. Additional warehousing needs are met by utilizing 25 storage trailers. It provides approximately \$50,000,000 (wholesale value) in grocery products to our 27 stores per year. This warehouse operates 6 days a week at 24 hours per day and employs 14 full-time employees.

The produce warehouse is approximately 15,000 square feet, and supplies Western Beef/Juniors stores as well as third party customers. This warehouse has the use of the adjacent rail service to great advantage. It receives considerable amounts of weekly product by rail, greatly reducing truck traffic, which enables us to purchase at lower prices. The produce warehouse distributes \$40,000,000 in produce, operates 6 days a week at 24 hours per day and employs 40 full-time employees.

At 61,000 square feet of combined refrigerator and freezer space, the meat warehouse (Food Nation, Inc.) is the largest. It distributes an average of 3,500,000 lbs. of meats per week. Approximately one-third of the sales are to Western Beef stores; the balance is to

Western Beef

Corporate Headquarters
47-05 Metropolitan Avenue
Ridgewood, Queens, NY 11385
Telephone 718-417-3770
Fax 718-628-2356

other supermarket operators, wholesalers, butcher shops, restaurants, etc. It is expected to exceed \$200,000,000 in annual sales for 2009. It operates 6 days at 24 hours per day and employs 17 salespeople, 84 warehouse employees, and 21 office staff.

Support Operations

To support warehouse distribution, Western Beef has a wholly-owned subsidiary, Awesome Transportation, Inc. Awesome operates a fleet of 40 trailers and trucks which delivers 300 truckloads of product weekly. It operates 6 days per week with all driving, dispatching and routine fleet maintenance provided by a staff of 50 employees.

Western Beef also operates its own maintenance and construction division. This division maintains and repairs all refrigeration, electrical, plumbing and store equipment with 30 full-time maintenance workers. Additionally, and to support recent and future remodeling and new store plans, Western Beef has its own construction division which serves as general contractor on all projects. This division prepares all store plans, job specifications, and subcontractor hiring.

Administration

Seventy full-time employees are responsible for product buying, setting retail pricing, invoices, advertising, keeping information systems/technology current, payroll, reconciliation of sales/cash deposits, accounting records, filing sales tax, payroll tax, income tax, customer inquiries, suggestions and complaints, and supporting positive employee, vendor, business and community relations.

Payroll/Benefits

Total payroll is \$59,000,000. More than \$51,000,000 is in NYC. All full-time employees are offered medical benefits, life insurance, prescription coverage, dental coverage, paid vacation, sick, holiday time, personal and bereavement time, and

Western Beef

Corporate Headquarters
47-05 Metropolitan Avenue
Ridgewood, Queens, NY 11385
Telephone 718-417-3770
Fax 718-628-2356

participation in the company pension /401k plan. Benefits represent approximately 35% of employee pay. Historical Company policy has been to promote from within our employee ranks i.e. from "workers" to "managers". Many of the managerial and administrative staff positions are held by employees originally hired as store clerks, porters, helpers, platform workers, etc.

Combating Chronic Disease: Our Commitment to the Communities We Serve

As a responsible member of the communities we serve, Western Beef is keenly aware of the pervasiveness of chronic disease, particularly in the FRESH program target areas.

We know that obesity and its co-morbidities diabetes and asthma have exploded as epidemics which plague many inner-borough areas. For example in the Bronx alone, 62% of all residents are overweight. In 2007, half of all children in the Bronx were clinically overweight. Correspondingly, the prevalence of diabetes in the Bronx is nearly 12%, the highest by far of all 5 boroughs. In the Hunt's Point/Mott Haven communities in particular, the rates of hospitalization for both asthma and heart disease are higher than the rates for all of New York City. (Source: 2006 NYCDOHMH Community Health Profile.)

In these communities, the obvious and well-documented barrier to improving health through improved nutrition is the dearth of local vendors from whom fresh food and produce at reasonable prices can be obtained. Participation in the NYC FRESH program will give Western Beef the resources needed to greatly expand availability of fresh foods to these communities.

But in addition, clinicians who provide health services in these underserved areas have stated that many families who live there often do not know what nutritious produce looks like, or what to do with it. So as part of our long-standing commitment to the

Western Beef

Corporate Headquarters
47-05 Metropolitan Avenue
Ridgewood, Queens, NY 11385
Telephone 718-417-3770
Fax 718-628-2356

communities we serve, our intention is to augment participation in the FRESH program, by developing an innovative health and wellness educational program at our stores located in the FRESH high-needs areas. We envision the program to feature components such as:

1. A Nutritionist to provide nutrition education and healthy cooking demonstrations at our stores on a rotating basis. These demonstrations will provide step-by-step education about healthy ways to prepare fresh foods. (For example, fruit smoothies will be prepared, with samples offered to customers.)
2. On-site blood pressure screenings.
3. Speakers will be scheduled to provide presentations on key health and wellness messages (such as diabetes, heart disease, asthma/allergies, stroke prevention, depression, etc.)
4. Re-useable tote bags will be produced. They will be given free of charge as an incentive – for example, when shoppers purchase 5 or more fresh produce items, they will receive a free bag.
5. Free raffle tickets will be given out to shoppers who purchase fresh items. The following week, a winner will receive a food preparation item (eg, a blender with which to prepare fruit smoothies, a steam basket in which to steam vegetables, cooking spoon/spatula sets, etc.)
6. Local schools will be invited for on-site visits, during which children will receive education about where food comes from, harvesting schedules, how fresh food is safely and properly transported and displayed, etc.

Western Beef

Corporate Headquarters
47-05 Metropolitan Avenue
Ridgewood, Queens, NY 11385
Telephone 718-417-3770
Fax 718-628-2356

7. These activities will appear on a published schedule of events. The schedule will be printed as part of our circulars and will also be shared with local Community Boards, schools, libraries, and senior centers.

We are excited about participating in the NYC FRESH program. Through FRESH, Western Beef will expand the presence and affordability of fresh foods in traditionally under-served, marginalized communities. At the same time, we see this support as a unique and unprecedented opportunity to amplify and reinforce the health and wellness messages which our communities need and deserve. We believe this is all a win-win undertaking for both the City, its targeted communities and the business future and growth of Western Beef.

Tangentially, Western Beef is working with the New York State Energy Research and Development Authority ("NYSERDA") to develop an Energy Efficiency Program for all of its stores and support facilities. Meetings have been held and are on-going with NYSERDA's New York City Office to upgrade all of our stores, equipment and support facilities as well as to consider the newest and most beneficial "green" technologies for expansion of existing sites as well as for acquisition and development of new sites, store locations and operations.

Attached are Indexed Information and Data Sheets in further preliminary portrayal of our business and its operations. A separate portfolio of photographs of our stores will also be provided.

PUBLIC HEARING COMMENTS - August 5, 2009-NYC Planning Commission

Good morning and thank you for the opportunity to address you today.

My name is Santino Montalbano, and I am the Director of Real Estate for the Western Beef Supermarket.

- By way of background, Western Beef is one of the largest supermarket operators in the City of New York. Western Beef prides itself in its addressing the unique needs of the large, ethnically diverse inter-borough communities, which 20 of our 27 stores serve.
- For the past thirty-one years Western Beef has maintained its headquarters on an 11 acre site on Metropolitan Avenue in Queens. This is the core site of our operation, with our largest store, our meat, produce and grocery warehouses and our trucking operations.
- Western Beef prides itself on providing good wages and benefits to employees, and continually promotes growth within. Most of our supervisors and management started at entry level positions with the company.
- 93% of our employees reside in the 5 boroughs and our current full and part-time employee population is 1,849. Our total annual payroll is \$59 Million Dollars. All of our full-time employees are offered benefits such as medical, prescription and dental coverage, life insurance, paid vacation and a 401k plan.
- Western Beef is very excited to participate in the Fresh Program to create new stores as well as to expand its existing stores, which historically has been difficult to do because of the current zoning limitations. Western Beef has over the years attempted to expand and create new stores within M1 Districts and have been faced with the following problems:

1. Under the current M-1 zoning regulations, supermarket usage is limited to 10,000 square feet, with one parking space for every 200 square feet of building. A parking lot of 50 spaces that meets current landscaping and drainage specifications would require 20,000 square feet. In order to operate a 10,000 square foot supermarket in an M-1 zone, a 30,000 square foot plot would be needed.

2. With regard to the real estate market, a 30,000 square foot plot, which limits an operator to a 10,000 square foot supermarket, cannot be a justifiable investment. Under current regulations, a large

supermarket operator would have to apply for a special permit. This process can take anywhere from 12 to 24 months with no guaranty of approval. The risk to a supermarket operator is just too-high under these conditions. Even in the best case scenario, a plot size of 60,000 square feet would limit the retail store operation of 21,500 square feet and 38,000 square feet of parking area.

- The proposed modifications to the current M-1 zone regulations provide incentives for supermarket operators such as Western Beef, who would otherwise not invest the dollars.
- For example, a 30,000 square foot plot would yield a 19,000 square foot supermarket with 11,000 square feet of parking.
- A 60,000 square foot plot would yield a 30,000 square foot supermarket with 30,000 square feet for parking. Both of these would be attractive investments for supermarket chains such as Western Beef, with its expansion of its current stores in the M-1 zone areas and new ground-up stores.
- There is a real need to lower parking requirements, to offer incentives to developers to include grocery store components in new residential buildings, removing restrictive and obsolete prohibitions on supermarkets in the M-1 zones.
- In conclusion, Western Beef is very excited by the opportunity to expand both our employee and customer base through the utilization of the Fresh Program, along with the assistance and participation of other governmental agencies to build and upgrade existing stores with new green technology and energy efficient HVAC, lighting and refrigeration programs.

Thank you again for the opportunity to address you and express Western Beef's support of the proposed zoning modifications.

NYCIDA Anti-Raiding Questionnaire

1. Will the completion of the Project result in the removal of a plant or facility of Applicant, or of a proposed occupant of the Project, from an area in New York State (but outside of New York City) to an area within New York City?

Yes No

If "Yes," please provide the following information:

Address of the to-be-removed plant or facility:

Names of all current occupants of the to-be-removed plant or facility:

2. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant, or of any proposed occupant of the Project, located in an area of New York State other than New York City?

Yes No

If "Yes," please provide the following information:

Addresses of the to-be-abandoned plant(s) or facility(ies).

Names of all current occupants of the to-be-abandoned plants or facilities:

3. Will the completion of the Project in any way cause the removal and/or abandonment of plants and facilities anywhere in New York State (but outside of New York City)?

Yes No

If "Yes," please provide all information relevant to such future removal and/or abandonment:

If the answer to either question 1, 2 or 3, is "Yes," please continue and answer questions 4 and 5.

4. Is the Project reasonably necessary to preserve the competitive position of this Applicant, or of any proposed occupants of the Project, in its industry?

Yes No

5. Is the Project reasonably necessary to discourage the Applicant, or any proposed occupant of the Project, from removing such plant or facility to a location outside New York State?

Yes No

If the answer to question 4 and/or question 5 is "Yes," please provide on a separate sheet of paper a detailed statement explaining same.

Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct

Name of Applicant: Cactus Holdings, Inc. d/b/a Western Beef

By: Printed Name of Signer: Peter Castellana, Jr.

Title of Signer: CEO

Signature: 

Date: August 26, 2009

FOR UNLISTED ACTIONS ONLY

Please note: This document is designed to assist in determining whether the action proposed may have a significant effect on the environment. Please complete the entire form. Answers to these questions will be considered part of the application for approval and may be subject to further verification and public review. It is expected that completion of this Short Environmental Assessment Form will be dependent on the information currently available and will not involve new studies, research or investigation, if information requiring such additional work is unavailable, so indicate and specify each instance.

Name of Action		Conversion of a 65,000 S.F. existing Warehouse space to a full service Retail Super Market with Warehouse space and parking lot.	
Precise location of action (or show site location on a copy of a Hagstrom or other street map): 2044/2086 Webster Avenue, Bronx, (Block 3029 Lots 15 & 52) AKA 422 E. 180 th Street			
Name of Applicant:	Cactus Holdings Inc.	Telephone	[REDACTED]
Address of Applicant	47-05 Metropolitan Avenue Ridgewood, Queens NY 11385	FAX:	[REDACTED]
		Contact:	Peter Castellana, III
Name of Owner (if different):	NYW Realty LLC	Telephone:	[REDACTED]
Address of Owner:	c/o Pepsi Cola & Nat'l Brand Beverages, Ltd 8275 U.S. Route 130	FAX	[REDACTED]
		Contact:	[REDACTED] 900 Third Avenue New York, NY 10022
Description of action (please be precise). <u>The Webster Avenue grade portion of the building is Block 3029 Lot 15, to be converted to a Full Service Western Beef Retail Supermarket w/ approximately 35,000 S.F. of Store space and 33,000 S.F. of Parking; the Park Avenue grade of the building to remain for warehouse use Block 3029 Lot 52 with 8,000 S.F. of vacant space will be used for receiving area and additional parking.</u>			
Is project action:	<input type="checkbox"/> New Construction	<input type="checkbox"/> Expansion	<input checked="" type="checkbox"/> Modification/Alteration *
*See Attachments in Response to Question #4 below.			

Site Description

(Physical setting of overall Project, both developed and undeveloped areas.)

- Present land use:

<input type="checkbox"/> Urban	<input type="checkbox"/> Industrial	<input checked="" type="checkbox"/> Commercial
<input type="checkbox"/> Forest	<input type="checkbox"/> Agriculture	<input type="checkbox"/> Residential (suburban)
<input type="checkbox"/> Rural (non-farm)	<input type="checkbox"/> Other: _____	
- Describe present land use in vicinity of Project: Commercial/Retail/Residential
- Total acreage of Project area 1.65± acres initially 1.65± acres ultimately
- What is the zoning designation of the Project site: C- 8-3 (See Attached Site Surveys & Layout
- Will proposed action comply with existing zoning or other existing land use restrictions?

<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
---	-----------------------------

If No, please describe briefly: _____

Short Environmental Assessment Form

6. Does action involve a permit approval, or funding, now or ultimately from any other governmental agency (federal, state or local)?
 Yes No

If Yes, please list agency(ies) names and permits/approvals

Applicant is pursuing funding from New York State Energy Research and Development Authority to design and build-in energy efficiency upgrades to HVAC and Lighting and energy related facilities and equipment

7. Does any aspect of the action have a currently valid permit or approval?
 Yes No

If Yes, please list agency name and permit/approval.

8 Supplemental project description:

a) Is site currently vacant or developed (if developed, indicate current and previous site uses)?

Lot 52 is a vacant lot. Lot 15 is developed w/pre-existing Warehouse

b) Proposed building square footage for any new construction or expansion: 65,000 S.F.

c) Dimensions of any new construction: None

d) Number of existing -0- and proposed 71 parking spaces

e) Number of employees currently -0-; number of employees upon completion of the project 95

9. What are the peak hours (AM and PM) for vehicular trip generation (e.g., 8:00 AM - 9:00 AM)?

Sat. & Sun.: 1:00 - 3:00 PM
Weekdays: 4:00 - 6:00 PM

What is the maximum number of vehicular trips generated in each of the peak hours (combination of employee, business/visitor trips)?
Weekend - 150 Weekday - 110

10. Will the project produce operating noise audible outside of (i.e., exceeding) local ambient noise levels?

Yes No

11. Is the project located within the New York City designated coastal zone?

Yes No

12. Will the project routinely produce odors noticeable outside of any project buildings for more than one hour per day?

Yes No

13. What wastes will be generated by the project? List amounts of each generated on a daily or monthly basis

Packaging materials, cardboard and general market waste all of which are removed daily.

14. Is the applicant aware of and/or have any reason to believe there are any hazardous and/or toxic or similar material(s), substance(s) and/or waste(s) including but not limited to petroleum products, present at the site which may pose a health or physical hazard to persons employed at or visiting the site?

Yes No Presently investigating presence of Asbestos which, if found, will be remediated.

If Yes, please provide specific information regarding all such material(s), substance(s) and/or waste(s) on a separate piece of paper

15. Is the applicant aware of and/or have any reason to believe there are any hazardous and/or toxic or similar material(s), substance(s) and/or waste(s), including but not limited to petroleum products, present at properties in the vicinity of the site which may pose a health or physical hazard to persons employed at or visiting the site?

Yes No

If Yes, please provide specific information regarding all such material(s), substance(s) and/or waste(s) on a separate piece of paper

16. Is the project site wholly or partially in a state designated tidal or freshwater wetland or the upland buffer area of such a wetland?

Yes No

17. Does the action occur wholly or partially within, or substantially contiguous to any historic building, structure, facility, site or district or prehistoric site that is listed on the national register of historic places or that has been recommended by the New York State Board on Historic Preservation for nomination for inclusion in the National Register, or that is listed on the State Register of Historic Places? For assistance in answering this question, you may wish to call the NYC Landmarks Preservation Commission at (212) 487-6782.

Yes No

Informational Details

Attach any additional information that may be needed to clarify your Project. If there are or could be any adverse environmental impacts with your proposal, please discuss such impacts and the measures you propose to mitigate or avoid them.

Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

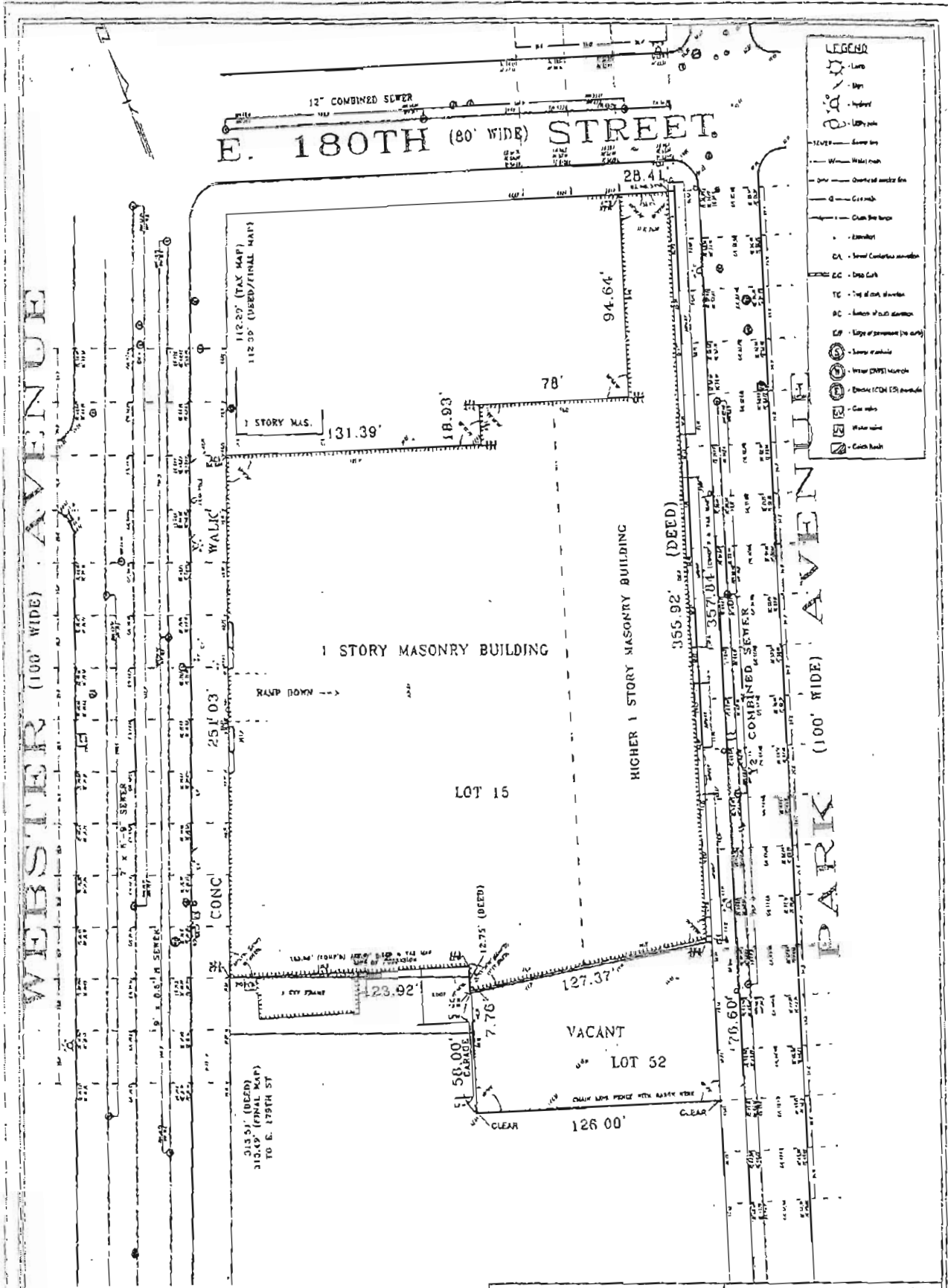
Name of Applicant: CACTUS Holdings, Inc. d/b/a Western Beef

By: Printed Name of Signer: Peter Castellana, Jr.

Title of Signer: CEO

Signature: 

Date: August 26, 2009



LEGEND

- Lot
- Map
- Hydro
- Utility pole
- Sewer line
- Water main
- Overhead utility line
- Catch basin
- Easement
- Sewer Conduits manhole
- Data Curb
- Top of curb elevation
- Bottom of curb elevation
- Slope of pavement (to curb)
- Slope of sidewalk
- Meter (MPS) manhole
- Electric (E.C.M.) manhole
- Gas valve
- Water valve
- Catch basin

LOCATION:
 WEBSTER AVE / E 180TH ST / PARK AVE
 BOROUGH & COUNTY OF BRONX
 CITY & STATE OF NEW YORK

SEC: **BLOCK:** 3029 **LOT:** 15, 52
Date of Survey: APRIL 14, 2008
JOB #: 08-127 **Scale:** 1" = 30'

Alphonse Papp, Jr.
 Professional Land Surveyor

N.Y.S. Lic. No. 048365
 5 CIRCLEDALE LANE
 HOLBROOK, NEW YORK 11741

Surveyor's seal and signature of the surveyor is a condition of Section 2206 of the New York State Executive Law. The seal and signature of the surveyor is a condition of Section 2206 of the New York State Executive Law. The seal and signature of the surveyor is a condition of Section 2206 of the New York State Executive Law.

NOTES:

- ELEVATIONS ARE SHOWN AS A MEAN AND USE IN BROAD BARRAGE DESIGN WITH 11.80M ABOVE THE U.S.C. & G. MEAN SEA LEVEL.
- HIGH-WATER ELEVATIONS, LOCATION OF CONDUITS AND UTILITY LINES.
- 75% OF THE TOTAL SURFACE WATER COURSE AS SHOWN HEREON IS OF PROPERTY OF THE STATE OF NEW YORK.
- ESTABLISHED ELEVATIONS REFER TO TOP OF CURB.
- UNLAWFUL ENCROACHMENTS OR VIOLATIONS OF THE ZONING LAW ARE NOT SHOWN.

E. 180th STREET (80' WIDE)

OUT PARCEL

11229 (TAX MAP)
11227 (DEED) (TAX MAP)

1 STORY MAS.

131.39'

78'

18.93'

28.41'

94.64'

355.92' (DEED)

357.84'

PARK AVENUE (100' WIDE)

1 STORY MASONRY BUILDING
(HIGHER ROOF)

WEBSTER AVENUE

(100' WIDE)

251.03'

LOT 15

123.92'

76.80'

VACANT
LOT 52

126.00'

317.54' (TAX MAP)
312.19' (DEED)
705.615'