



VICINITY MAP
NOT TO SCALE

SURVEYOR CERTIFICATE

THIS SURVEY WAS MADE ON DECEMBER 30, 2010 FOR THE BENEFIT OF:
 THE BANK OF NEW YORK MELLON, AS ADMINISTRATIVE AGENT, ITS RESPECTIVE SUCCESSORS AND ASSIGNS; BALLY TOTAL FITNESS OF GREATER NEW YORK, AND ITS SUCCESSORS AND ASSIGNS; KRAMER LEVIN NAFTALIS & FRANKEL LLP; CHICAGO TITLE INSURANCE COMPANY.
 I, MATTHEW M. WEBB, PROFESSIONAL LAND SURVEYOR DO HEREBY CERTIFY TO THE AFORESAID PARTIES, AS OF THE DATE SET FORTH ABOVE THAT I HAVE MADE A SURVEY OF A TRACT OF LAND DESCRIBED AS FOLLOWS: ALL THAT CERTAIN TRACT, PARCEL AND LOT OF LAND LYING AND BEING SITUATE IN THE TOWNSHIP OF WAYNE, COUNTY OF PASSAIC, STATE OF NEW JERSEY, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 BEGINNING AT A POINT OF TANGENCY IN THE SOUTHERLY RIGHT OF WAY OF THE NEW JERSEY STATE HIGHWAY ROUTE 46 SERVICE ROAD, AND BEING 30.00 FEET RADIAL TO AN EXISTING WALL AT THE CENTERLINE P.T. STATION 11 # 54.12 AS SHOWN ON A MAP ENTITLED "NEW JERSEY STATE HIGHWAY DEPARTMENT GENERAL PROPERTY-PARCEL MAP ROUTE 80, SECTION 4E, DATED OCTOBER 1959 AND FROM SAID BEGINNING POINT RUNNING THENCE
 1. NORTH 83 DEGREES 16 MINUTES EAST, 311.30 FEET ALONG SAID SOUTHERLY RIGHT OF WAY TO A CORNER; THENCE
 2. SOUTH 06 DEGREES 44 MINUTES EAST, 314.88 FEET (313.29 FEET DEED) ALONG THE WESTERLY LINE OF LOT 38 TO A CORNER; THENCE
 3. SOUTH 80 DEGREES 08 MINUTES 49 SECONDS WEST, 157.23 FEET (SOUTH 79 DEGREES 42 MINUTES 30 SECONDS WEST, 157.30 FEET DEED) ALONG THE NORTHERLY LINE OF LOT 40 TO A CORNER; THENCE
 4. NORTH 06 DEGREES 44 MINUTES WEST, 23.44 FEET (23.05 FEET DEED) TO A CORNER; THENCE
 5. SOUTH 81 DEGREES 39 MINUTES 30 SECONDS WEST, 110.57 FEET TO POINT IN THE EASTERLY SIDELINE OF THE NEWARK & POMPTON TURNPIKE (66 FEET WIDE); THENCE
 6. NORTH 27 DEGREES 09 MINUTES 40 SECONDS WEST, 268.61 FEET ALONG SAID EASTERLY SIDELINE TO A POINT ON CURVE; THENCE
 7. NORTHEASTERLY ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 50.00 FEET, A CHORD OF NORTH 37 DEGREES 28 MINUTES 13 SECONDS 71.69 FEET, FOR AN ARC LENGTH OF 79.93 FEET TO THE POINT OF BEGINNING.

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE "MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS," JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS IN 2005, AND INCLUDES ITEMS 2, 3, 4, 6, 7(a)(1)(c), 8, 9, 10 AND 11(a) OF TABLE A THEREOF. PURSUANT TO THE ACCURACY STANDARDS AS ADOPTED BY ALTA AND NSPS AND IN EFFECT ON THE DATE OF THIS CERTIFICATION, UNDERSIGNED FURTHER CERTIFIES THAT IN MY PROFESSIONAL OPINION, AS A LAND SURVEYOR REGISTERED IN THE STATE OF NEW JERSEY, THE RELATIVE POSITIONAL ACCURACY OF THIS SURVEY DOES NOT EXCEED THAT WHICH IS SPECIFIED THEREIN.
 2. THE ACCOMPANYING SURVEY WAS MADE ON THE GROUND AND CORRECTLY SHOWS THE LOCATION OF ALL BUILDINGS, STRUCTURES AND OTHER SIGNIFICANT AND VISIBLE IMPROVEMENTS SITUATED ON THE ABOVE PREMISES; THERE ARE NO VISIBLE ENCROACHMENTS ON THE SUBJECT PROPERTY OR UPON ADJACENT LAND ABUTTING SAID PROPERTY; THERE ARE NO VISIBLE STREAMS, RIVERS, SPRINGS, PONDS, LAKES, DITCHES OR DRAINS LOCATED OR BORDERING OR RUNNING THROUGH THE SUBJECT PREMISES; THERE ARE NO GAPS, GORES OR OVERLAPS BETWEEN PARCELS OR ROADS, HIGHWAYS, STREETS OR ALLEYS EXCEPT AS SHOWN HEREON AND SUCH SURVEY WAS MADE IN ACCORDANCE WITH LAWS AND/OR MINIMUM STANDARDS OF THE STATE OF NEW JERSEY.
 3. THE PROPERTY DESCRIBED HEREON IS THE SAME AS THE PROPERTY DESCRIBED IN COMMITMENT NO. 2010-80510 WITH AN EFFECTIVE DATE OF DECEMBER 10, 2010, AND THAT ALL EASEMENTS, COVENANTS AND RESTRICTIONS REFERENCED IN SAID TITLE COMMITMENT OR APPARENT FROM A PHYSICAL INSPECTION OF THE SITE OR OTHERWISE KNOWN TO ME HAVE BEEN PLOTTED HEREON OR OTHERWISE NOTED AS TO THEIR EFFECT ON THE SUBJECT PROPERTY.
 4. SAID DESCRIBED PROPERTY IS LOCATED WITHIN AN AREA HAVING A ZONE DESIGNATION X BY THE FEDERAL EMERGENCY MANAGEMENT AGENCY (FEMA), ON FLOOD INSURANCE RATE MAP NO. 240310013F, WITH A DATE OF IDENTIFICATION OF SEPTEMBER 28, 2007, FOR COMMUNITY NO. 345327, IN PASSAIC COUNTY, STATE OF NEW JERSEY, WHICH IS THE CURRENT FLOOD INSURANCE RATE MAP FOR THE COMMUNITY IN WHICH SAID PREMISES IS SITUATED.
 5. THE PROPERTY HAS DIRECT ACCESS TO STATE HIGHWAY ROUTE 46 AND OLD TURNPIKE ROAD, DEDICATED PUBLIC STREETS OR HIGHWAYS.
 6. ALL PUBLIC ROADS, HIGHWAYS, STREETS AND ALLEYS RUNNING ADJACENT TO OR UPON THE SUBJECT PREMISES ARE SHOWN; ALL VISIBLE PHYSICAL EVIDENCE OF BOUNDARY LINES AND LINES OF POSSESSION OR OCCUPANCY HAVE BEEN SHOWN AND PROPER NOTATION MADE WHERE IN CONFLICT WITH THE LEGAL DESCRIPTION; THERE ARE NO BOUNDARY LINE DISCREPANCIES AND NO DEFICIENCIES IN THE QUANTITY OF THE LAND DESCRIBED IN THE LEGAL DESCRIPTION.
 7. THE TOTAL NUMBER OF STRIPED PARKING SPACES ON THE SUBJECT PROPERTY IS 172 INCLUDING 2 DESIGNATED HANDICAP SPACES.

MATTHEW M. WEBB, PLS
 PROFESSIONAL LAND SURVEYOR
 REGISTRATION NO. 246504330200
 WITHIN THE STATE OF NEW JERSEY

TITLE COMMITMENT LEGAL DESCRIPTION

ALL THAT CERTAIN TRACT, PARCEL AND LOT OF LAND LYING AND BEING SITUATE IN THE TOWNSHIP OF WAYNE, COUNTY OF PASSAIC, STATE OF NEW JERSEY, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 BEGINNING AT AN IRON PIPE SET AT A POINT OF TANGENCY IN THE SOUTHERLY RIGHT OF WAY OF THE NEW JERSEY STATE HIGHWAY ROUTE 46 SERVICE ROAD, AND BEING 30.00 FEET RADIAL TO AN EXISTING WALL AT THE CENTERLINE P.T. STATION 11 # 54.12 AS SHOWN ON A MAP ENTITLED "NEW JERSEY STATE HIGHWAY DEPARTMENT GENERAL PROPERTY-PARCEL MAP ROUTE 80, SECTION 4E, DATED OCTOBER 1959 AND FROM SAID BEGINNING POINT RUNNING THENCE
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 2. SOUTH 06 DEGREES 44 MINUTES EAST, 313.29 FEET ALONG THE WESTERLY LINE OF LOT 38 TO AN IRON PIPE SET AT A CORNER; THENCE
 3. SOUTH 79 DEGREES 42 MINUTES 30 SECONDS WEST, 157.30 FEET ALONG THE NORTHERLY LINE OF LOT 40 TO A POINT; THENCE
 4. NORTH 06 DEGREES 44 MINUTES WEST, 23.05 FEET TO AN IRON PIPE SET AT A CORNER; THENCE
 5. SOUTH 81 DEGREES 39 MINUTES 30 SECONDS WEST, 110.57 FEET TO AN IRON PIPE SET IN THE EASTERLY SIDELINE OF THE NEWARK & POMPTON TURNPIKE (66 FEET WIDE); THENCE
 6. NORTH 27 DEGREES 09 MINUTES 40 SECONDS WEST, 268.61 FEET ALONG SAID EASTERLY SIDELINE TO A POINT ON CURVE; THENCE
 7. NORTHEASTERLY ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 50.00 FEET, AN ARC LENGTH OF 79.93 FEET TO THE POINT OF BEGINNING.
 THE LAND DESCRIBED IN THIS MAP OF SURVEY IS THE SAME PROPERTY AS THAT DESCRIBED IN CHICAGO TITLE INSURANCE COMPANY COMMITMENT NO. 2010-80510 WITH AN EFFECTIVE DATE OF DECEMBER 10, 2010.

AS-SURVEYED LEGAL DESCRIPTION

ALL THAT CERTAIN TRACT, PARCEL AND LOT OF LAND LYING AND BEING SITUATE IN THE TOWNSHIP OF WAYNE, COUNTY OF PASSAIC, STATE OF NEW JERSEY, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
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 THE LAND DESCRIBED IN THIS MAP OF SURVEY IS THE SAME PROPERTY AS THAT DESCRIBED IN CHICAGO TITLE INSURANCE COMPANY COMMITMENT NO. 2010-80510 WITH AN EFFECTIVE DATE OF DECEMBER 10, 2010.

ENCROACHMENT STATEMENT

NO ENCROACHMENTS OBSERVED AT THE TIME OF THE SURVEY.

BASIS OF BEARINGS

THE BASIS FOR ALL BEARINGS SHOWN HEREON IS THE FIRST COURSE OF THE SUBJECT PROPERTY, KNOWN AS BEING NORTH 83° 16' 00" EAST, PER DEED BK D-373 PAGE 128 OF PASSAIC COUNTY RECORDS.

MISCELLANEOUS NOTES

- PROPERTY SUBJECT TO DOCUMENTS OF RECORD.
- THE SUBJECT PROPERTY IS SUBJECT TO EASEMENTS, RESTRICTIONS, OR EXCEPTIONS, OR CONVEYANCES THAT MAY EXIST.
- THE SUBJECT PROPERTY IS SUBJECT TO THE RIGHTS OF THE PUBLIC IN ANY PORTION OF SAID PROPERTY LYING WITHIN THE RIGHTS OF WAY OF THE ROADS SHOWN.
- THERE IS DIRECT PHYSICAL ACCESS TO THE SUBJECT PROPERTY VIA OLD TURNPIKE ROAD AND STATE HIGHWAY ROUTE 46, PUBLIC RIGHT-OF-WAYS.
- THE LOCATIONS OF ALL UTILITIES SHOWN ON THE SURVEY ARE FROM VISIBLE SURFACE EVIDENCE ONLY. NO RESPONSIBILITY IS TAKEN FOR BURIED PIPES, WIRES, SEPTIC, WELLS, UST'S, ETC.
- AT THE TIME OF THIS SURVEY THERE WAS NO OBSERVABLE SURFACE EVIDENCE OF EARTH MOVING WORK, BUILDING CONSTRUCTION OR BUILDING ADDITIONS WITHIN RECENT MONTHS.
- AT THE TIME OF THIS SURVEY, THERE WAS NO OBSERVABLE EVIDENCE OF THE SUBJECT PROPERTY BEING USED AS A SOLID WASTE DUMP, SUMP OR SANITARY LANDFILL.
- AT THE TIME OF THIS SURVEY, THERE WAS NO OBSERVABLE EVIDENCE OF ANY RECENT CHANGES IN STREET RIGHT-OF-WAY LINES EITHER COMPLETED OR PROPOSED, AND AVAILABLE FROM THE CONTROLLING JURISDICTION.
- AT THE TIME OF THIS SURVEY, THERE WAS NO OBSERVABLE EVIDENCE OF ANY RECENT STREET OR SIDEWALK CONSTRUCTION OR REPAIRS.
- ALL CALLS HEREON ARE MEASURED AND RECORD UNLESS OTHERWISE NOTED.

PARKING

- 170 PARKING SPACES
- 2 HANDICAPPED SPACES
- 172 TOTAL PARKING SPACES

FLOOD NOTE

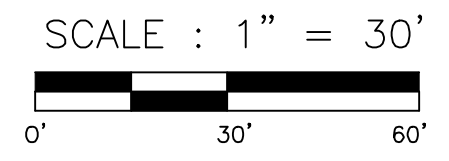
BY SCALED MAP LOCATION AND GRAPHIC PLOTTING ONLY, THE SUBJECT PROPERTY APPEARS TO LIE ENTIRELY IN ZONE X (AREAS OF 0.2% ANNUAL CHANCE FLOOD, AREAS OF 1% ANNUAL FLOOD WITH AVERAGE DEPTHS OF LESS THAN ONE FOOT OR WITH DRAINAGE AREAS LESS THAN ONE SQUARE MILE; AND AREAS PROTECTED BY LEVEES FROM 1% ANNUAL FLOOD) ACCORDING TO THE FLOOD INSURANCE RATE MAP, COMMUNITY PANEL NO. 3403100213F, EFFECTIVE DATE SEPTEMBER 28, 2007. NO FIELD SURVEYING WAS PERFORMED TO DETERMINE THIS ZONE AND AN ELEVATION CERTIFICATE MAY BE NEEDED TO VERIFY THIS DETERMINATION OR APPLY FOR A VARIANCE FROM THE FEDERAL EMERGENCY MANAGEMENT AGENCY.

SURVEY LEGEND

MONUMENT	□	BOLLARD	⊙	WATER VALVE	⊕
IRON PIPE	○	UNKNOWN MANHOLE	⊙	FIRE HYDRANT	⊕
POINT OF BEGINNING	P.O.B.	SANITARY MANHOLE	⊙	GAS VALVE	⊕
BOOK	BK	CLEAN OUT	⊕	GAS METER	⊕
PAGE	PG	STORM MANHOLE	⊕	UTILITY POLE	⊕
RIGHT OF WAY	R.O.W.	CATCH BASIN	⊕	GUY WIRE	⊕
SIGN	⊕	LIGHT POLE	⊕	ELECTRIC METER	⊕
HANDICAP SYMBOL	⊕				
PROPERTY LINE (PO)	---	SETBACK LINE	---		
PROPERTY LINE	---	CHAIN LINK FENCE	---		

BLOCK 103
 LOT 38
 N/F HONG, IN W. & SOLING E.
 DEED BK 1048, PG 269

NOTE:
 AT THE TIME OF THE SURVEY FIELD WORK, ON DECEMBER 30, 2010, THE GROUND OF THE SUBJECT PROPERTY WAS COVERED BY SNOW. CONSEQUENTLY, SOME FEATURES AT GROUND LEVEL MAY NOT HAVE BEEN VISIBLE TO BE LOCATED.



ZONING DATA

- ZONE - I - "INDUSTRIAL" DISTRICT
- LOT AREA - 40,000 SQ. FT.
- SETBACK:
 - FRONT (ROUTE 46) - 100'
 - FRONT (OLD TURNPIKE) - 50'
 - SIDE - 50'
 - REAR - 50'
 - HEIGHT - 50' OR 4 STORIES
- PARKING RATIO: 1 PARKING STALL FOR EACH 120 SQUARE FEET OF GROSS FLOOR AREA.

ALL SITE RESTRICTIONS PRESENTED WERE OBTAINED PER THE TOWNSHIP OF WAYNE (PLANNING AND ZONING DEPARTMENT) CONTACT: 973-694-1800

NOTES CORRESPONDING TO SCHEDULE B

- THE COMMITMENT FOR TITLE INSURANCE ISSUED BY CHICAGO TITLE INSURANCE COMPANY COMMITMENT NO. 2010-80510 WITH AN EFFECTIVE DATE OF DECEMBER 10, 2010 CONTAINS THE FOLLOWING EXCEPTIONS WHICH ARE SURVEY MATTERS:
- (F) RESTRICTION(S) IN DEED BOOK 0-35 PAGE 264; DEED BOOK K-57 PAGE 31. THIS ITEM DOES AFFECT THE SUBJECT PROPERTY BUT IS BLANKET IN NATURE OVER THE ENTIRETY OF THE PROPERTY AND THEREFORE CANNOT BE PLOTTED.
 - (G) SLOPE AND DRAINAGE RIGHTS OF THE STATE OF NEW JERSEY IN DEED BOOK Z-36 PAGE 350; DEED BOOK B-37 PAGE 157; DEED BOOK R-84 PAGE 306. THIS ITEM DOES AFFECT THE SUBJECT PROPERTY BUT DOES NOT CONTAIN ANY PLOTTABLE INFORMATION AS THE REFERENCED MAP WAS NOT PROVIDED AND IS THEREFORE NOT SHOWN HEREON.
 - (H) UTILITY EASEMENT TO PUBLIC SERVICE ELECTRIC AND GAS CO. IN DEED BOOK P-89 PAGE 28. THE RIGHTS GRANTED DO AFFECT THE SUBJECT PROPERTY BUT ARE BLANKET IN NATURE OVER THE ENTIRETY OF THE PROPERTY. THIS ITEM IS PLOTTED HEREON AS THE AFFECTED UTILITIES.
 - (I) EASEMENT(S) IN DEED BOOK G-96 PAGE 167 AND SHOWN ON THE TAX ASSESSMENT MAP OF THE TOWNSHIP OF WAYNE. THIS ITEM DOES AFFECT THE SUBJECT PROPERTY AND IS PLOTTED HEREON.

Drawn By: MMW Checked By: MMW
 DATE: JANUARY 4, 2011

NO.	DATE	DESCRIPTION
1	1/10/11	PER COMMENTS
2	1/12/11	UPDATED CERTIFICATION
3		
4		
5		
6		

SURVEYOR:
LAN ASSOCIATES
 engineering • planning • architecture • surveying
 445 GORDON AVENUE, MELAND PARK, N.J. 07432 (201)447-6300
 SURVEYOR DRAWING NUMBER
87610751.DWG
 SHEET TITLE
 2005 ALTA/ACSM LAND TITLE SURVEY

PREPARED FOR:
BALLY TOTAL FITNESS CORP.
 8700 W. Bryn Mawr
 Chicago, IL 60631
 PROJECT NUMBER
CLUB NO. 008-55
 SITE ADDRESS
**350 ROUTE 46 EAST
 WAYNE, NJ**

WORK COORDINATED BY:

 National Land Survey Consultants
 1264 Main Street - Waltham, MA 02451
 781-353-2437 (phone/fax) www.coxlevin.com
 SITE NAME
WAYNE
 SHEET NUMBER
1 of 1