

DESCRIPTION OF LAND

Exhibit VIII. C.1.a

The Sterling Forest Resort Project Site is located in the Town of Tuxedo, Orange County, New York. As shown in Figures VIII. C.1.a-1 through 5 below, this location brings with it numerous advantages. Of all of the projects proposed by the various applicants, Sterling Forest Resort is the closest to New York City at less than 35 miles, or less than 45 minutes' drive, away. This proximity ensures that the project will have the best access to the higher disposable income and population of that metropolitan area, as well as the approximately 50 million tourists visiting New York City annually. Sterling Forest Resort is also closest to large population centers in New Jersey and Connecticut and therefore is best positioned to attract interstate patrons, resulting in net economic growth within New York State. There are a multitude of Orange County entertainment, shopping and recreation facilities close to the Project Site, and the location in Tuxedo gives Sterling Forest Resort unparalleled access to regional and international markets.

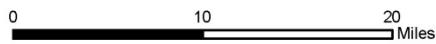
The addresses by which the Project Site is currently known are 581 and 600 New York 17A, Tuxedo Park, Orange County, New York 10987. The Project Site is further described in that deed made to Faire Partners LLC from Sterling Forest LLC, as successor in interest by merger to Prospect Mountain Corp. and Sterling Forest Corporation, dated April 2, 2002 and recorded in the public records of Orange County, New York, on April 4, 2002, at book 5839 page 108, and consists of Orange County Tax Lots 37.2, 52.26, 36.32, 59.2 and 52.25 in Section 1 Block 1.

Regional Positioning of Project Site

The maps in Figures VIII. C.1.a-1 and 2 illustrate the location of the Project Site in relation to New York City, Newark and other population centers in New York, New Jersey and Connecticut.

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Figure VIII. C.1.a-1. Site Location New York Metro Area



Source: ESRI, National Geographic Map Service, 2014.


STERLING FOREST RESORT	
Site Location	
New York Metro Area	
Tuxedo Township Orange County, New York	
	THE LOUIS BERGER GROUP, INC.

Figure VIII. C.1.a-2. Proximity of Site to Surrounding States



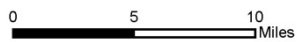
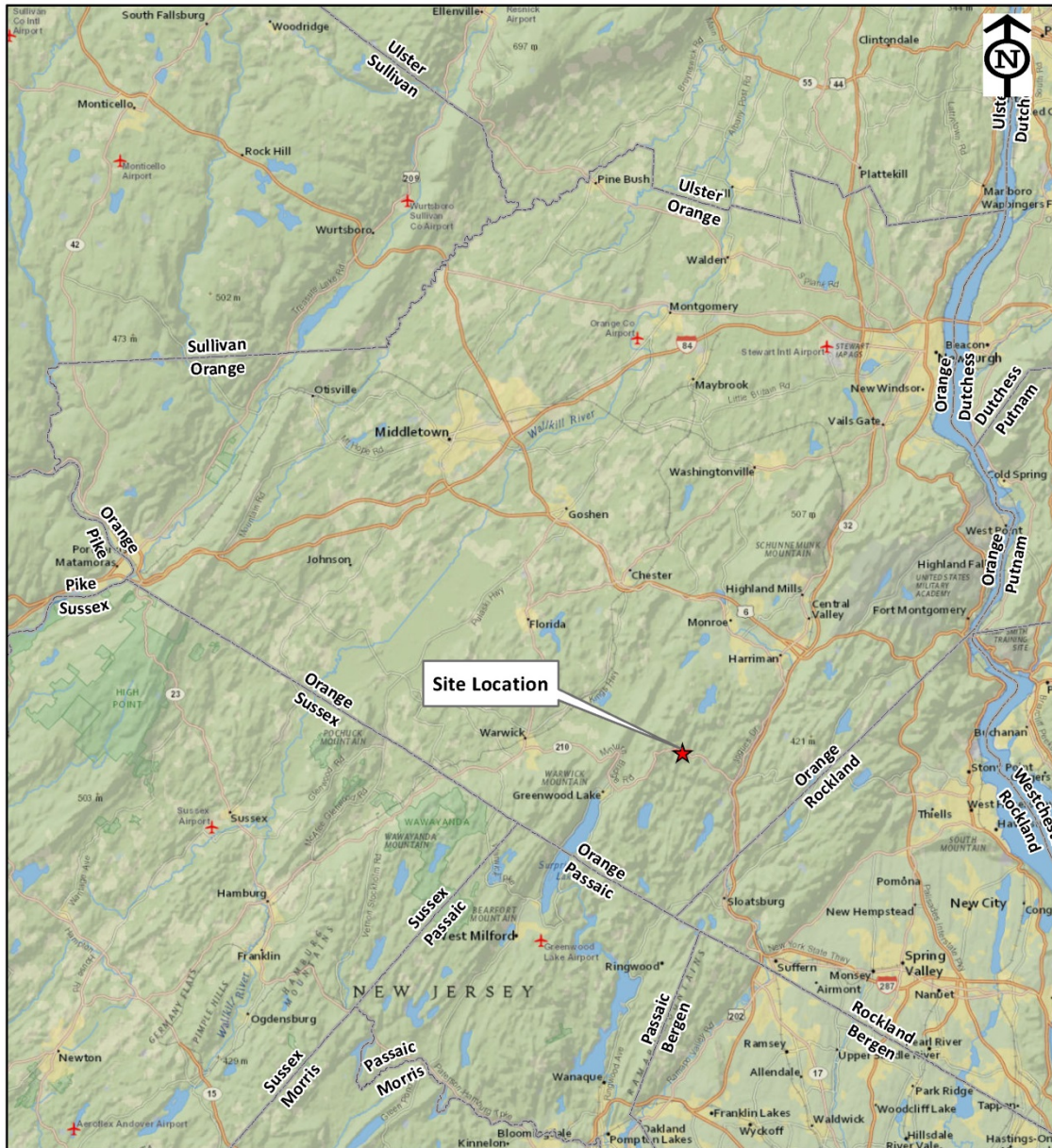
Legend <ul style="list-style-type: none">Over 20,000Interstate HighwaysRiversLakesState Boundaries	Northeastern United States	0 2.5 5 10 15 20 Miles Coordinate System: Albers Central Meridian: 98°0'0"W 1st Std Parallel: 20°0'0"N 2nd Std Parallel: 60°0'0"N Latitude of Origin: 40°0'0"N
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Project Site and Orange County

The map in Figure VIII. C.1.a-3 illustrates the location of the Project Site within Orange County.

Figure VIII. C.1.a-3. Site Location Orange County



Source: ESRI, National Geographic Map Service, 2014.

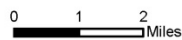
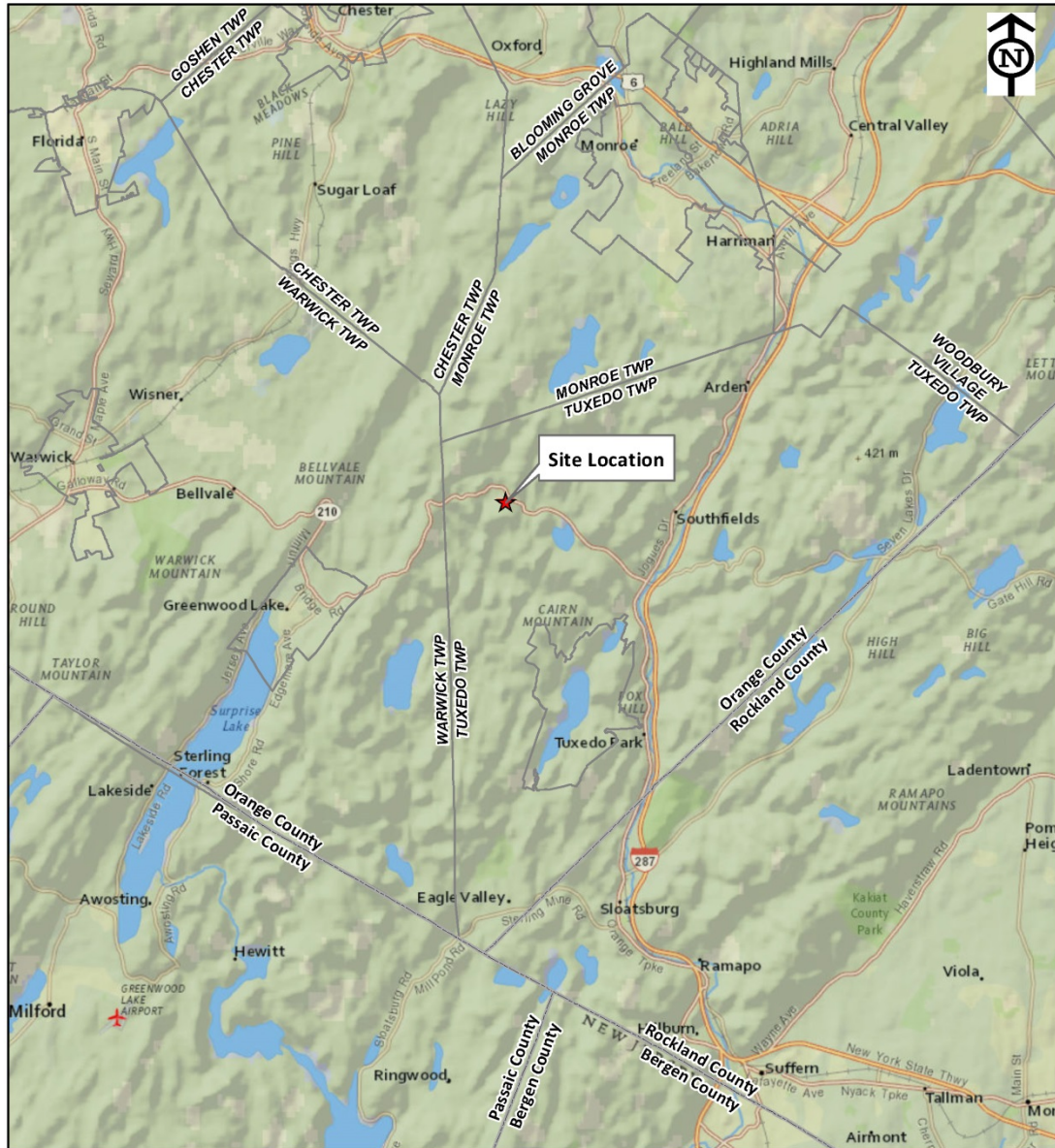
STERLING FOREST RESORT	
Site Location Orange County Tuxedo Township Orange County, New York	
	THE LOUIS BERGER GROUP, INC.

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Project Site and Tuxedo

The maps in Figures VIII. C.1.a-4 and 5 illustrate the location of the Project Site in relation to the Town of Tuxedo and local thoroughfares.

Figure VIII. C.1.a-4. Proximity of Site to Nearby Townships and Villages



Source: ESRI, National Geographic Map Service, 2014.


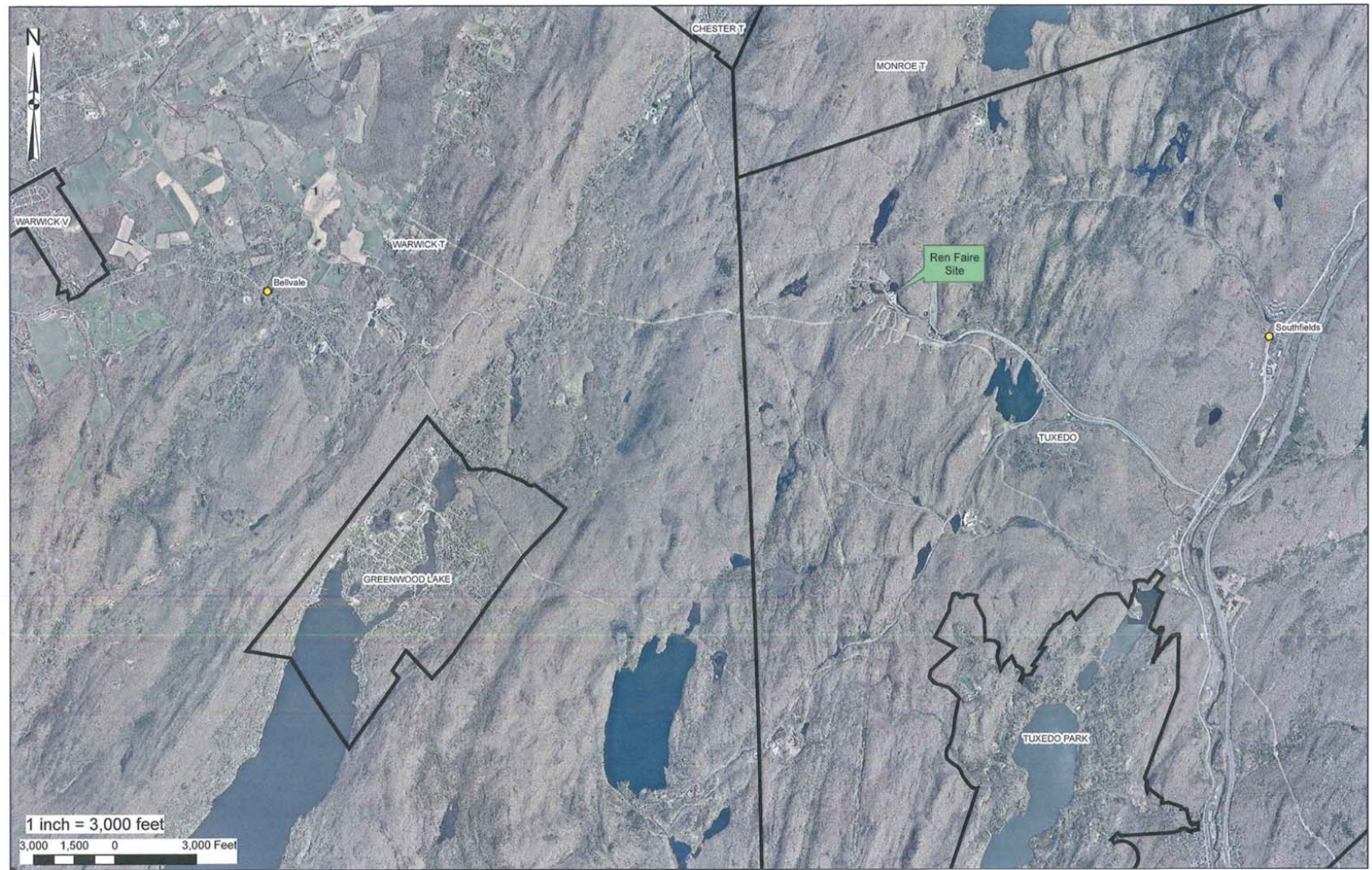
STERLING FOREST RESORT	
Site Location Nearby Townships and Villages Tuxedo Township Orange County, New York	
 THE Louis Berger Group, INC.	

Figure VIII. C.1.a-5. Proximity of Site to Local Landmarks



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Legal Description

As set forth on Schedule A to the pro forma title insurance policy covering the Project Site issued by Chicago Title Insurance Company, the legal description of the Project Site is as follows:

- ALL that certain plot, piece, or parcel of land situate in the Town of Tuxedo, County of Orange, State of New York, said lands being more particularly bounded and described as follows:
- PARCEL 1 (NORTHERLY PARCEL)
 - BEGINNING at a point marked by an iron rod lying on the northerly boundary of New York State Highway No. 210 and 17A being the westerly corner of lands herein described, said point being the southwesterly corner of Lot No. 5 and the southeasterly corner of Lot No. 3 as shown on a map entitled "Subdivision Layout Sheet 1 of 2, Prepared for Benjamin Meadow Road, Town of Tuxedo, Orange County, New York", dated October 8, 2004, last revised March 10, 2006 and filed in the Orange County Clerk's Office on May 11, 2006 as Filed Map No. 372-06;
 - THENCE running along the southeasterly line of said Lot No. 3 being a northwesterly line of lands herein described on the following three (3) courses and distances:
 1. North 32 degrees 12' 50" East, as per Grid North NAD 27, a distance of 218.92 feet, to an iron rod;
 2. North 70 degrees 53' 28" East, a distance of 110.57 feet, to an iron rod; and
 3. South 88 degrees 30' 04" East, a distance of 168.67 feet, to an iron rod being a southeasterly corner of said Lot No. 3 and the southerly corner of Lot No. 4 as shown on the previously mentioned map;
 - THENCE running along the easterly line of said Lot No. 4 being a westerly line of lands herein described on the following three (3) courses and distances:
 1. North 13 degrees 52' 20" East, a distance of 188.93 feet;
 2. North 17 degrees 02' 40" East, a distance of 407.30 feet; and
 3. North 21 degrees 59' 15" West, a distance of 155.10 feet, to an iron rod being a northeasterly corner of said Lot No. 4, the northwesterly corner of lands herein described and lying on a southerly line of lands now or formerly Palisades Interstate Park;
 - THENCE running along a portion of southerly and southwesterly lines of lands of said Palisades Interstate Park being northerly and northeasterly lines of lands herein described on the following eleven (11) courses and distances:
 1. South 89 degrees 59' 12" East, a distance of 124.54 feet;
 2. South 43 degrees 57' 09" East, a distance of 231.30 feet;
 3. South 11 degrees 57' 27" West, a distance of 313.77 feet;
 4. South 43 degrees 13' 27" East, a distance of 1,777.79 feet;
 5. North 47 degrees 36' 21" East, a distance of 188.43 feet;
 6. North 33 degrees 05' 08" East, a distance of 281.02 feet;
 7. North 10 degrees 49' 52" East, a distance of 1,466.75 feet;
 8. South 88 degrees 22' 02" East, a distance of 264.58 feet;

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9. South 02 degrees 07' 46" West, a distance of 2,515.41 feet;
 10. North 84 degrees 08' 18" East, a distance of 872.79 feet;
 11. North 80 degrees 46' 12" East, a distance of 779.14 feet; and
 12. South 32 degrees 37' 15" East, a distance of 695.97 feet to a point being a southwesterly corner of lands of said Palisades Interstate Park, the southeasterly corner of lands herein described and lying on the northerly line of New York State Highway No. 210 and 17A;
- THENCE running along the northerly line of said New York State Highway No. 210 and 17A being the southerly line of lands herein described on the following thirty-one (31) courses and distances:
1. North 69 degrees 14' 39" West, a distance of 160.90 feet;
 2. North 79 degrees 23' 00" West, a distance of 115.25 feet;
 3. on a curve to the left having a radius of 358.00 feet, an arc length of 260.12 feet, as defined by the chord North 75 degrees 26' 12" West, 254.43 feet, to a point of tangency;
 4. South 83 degrees 44' 55" West, a distance of 480.46 feet;
 5. South 60 degrees 18' 27" West, a distance of 158.90 feet;
 6. South 47 degrees 41' 09" West, a distance of 76.23 feet;
 7. South 59 degrees 44' 49" West, a distance of 605.54 feet;
 8. North 85 degrees 37' 34" West, a distance of 233.82 feet;
 9. North 72 degrees 51' 31" West, a distance of 372.08 feet to a point of curvature;
 10. on a curve to the right having a radius of 298.00 feet, an arc length of 365.36 feet, as defined by the chord North 37 degrees 44' 07" West, 342.90 feet, to a point of tangency;
 11. North 02 degrees 36' 43" West, a distance of 114.62 feet to a point of curvature;
 12. on a curve to the left having a radius of 340.00 feet, an arc length of 333.43 feet, as defined by the chord North 30 degrees 42' 22" West, 320.23 feet to a point of tangency;
 13. North 58 degrees 48' 01" West, a distance of 150.75 feet;
 14. North 75 degrees 21' 37" West, a distance of 316.61 feet;
 15. North 62 degrees 12' 43" West, a distance of 235.77 feet to a point of curvature;
 16. on a curve to the right having a radius of 925.00 feet, an arc length of 317.22 feet as defined by the chord North 52 degrees 23' 14" West, 315.67 feet to a point of tangency;
 17. North 42 degrees 33' 46" West, a distance of 389.72 feet to a point of curvature;

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18. on a curve to the right having a radius of 543.00 feet, an arc length of 239.39 feet, as defined by the chord North 29 degrees 55' 58" West, 237.46 feet, to a point of tangency;
19. North 17 degrees 18' 11" West, a distance of 40.77 feet;
20. North 50 degrees 57' 46" East, a distance of 17.64 feet;
21. North 17 degrees 53' 48" West, a distance of 65.03 feet;
22. North 84 degrees 36' 28" West, a distance of 17.03 feet;
23. North 17 degrees 18' 11" West, a distance of 115.79 feet;
24. North 31 degrees 56' 38" West, a distance of 165.68 feet;
25. North 53 degrees 56' 27" West, a distance of 179.76 feet;
26. North 76 degrees 54' 56" West, a distance of 152.42 feet;
27. North 85 degrees 16' 07" West, a distance of 45.80 feet;
28. North 12 degrees 21' 19" West, a distance of 15.72 feet;
29. North 87 degrees 18' 27" West, a distance of 63.24 feet;
30. South 22 degrees 50' 34" West, a distance of 13.45 feet; and
31. North 85 degrees 16' 07" West, a distance of 169.22 feet to the point or place of BEGINNING.
32. Containing 93.228± acres.
 - Premises herein described being Tax Map Lot No. 25.25 in Block 1, within Section 1, as shown on the Tax Maps of the Town of Tuxedo, Orange County, New York, dated 2013.
 - Premises herein described being a portion of the same premises as described in Liber 5839 of Deeds at Page 108, as filed in the Orange County Clerk's Office.
 - Premises herein described is subject to an area leased to South County Services, Company, Inc., South County Sewer Corporation as described in Liber 5839 of Deeds at Page 103, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to a New York Telephone Company easement as described in Liber 5363 of Deeds at Page 82, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to an easement for administrative access through an existing parking lot as described in Liber 5421 of Deeds at Page 229, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to a 30' wide water line easement as described in Liber 5839 of Deeds at Page 94, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to permanent easements adjoining New York State Highway No. 210 and 17A as depicted by Appropriation Map 43, Easement 85 and Appropriation Map 32, Easement 46.
- Parcel 2 (southerly parcel)
 - BEGINNING at a point marked by an iron rod lying on the southerly line of New York State Highway No. 210 and 17A, said point being the northeasterly corner of lands herein described and the northwesterly corner of lands now or formerly Doyle, said point also being the northwesterly corner of Lot No. 5 and the northeasterly corner of Lot No. 6 as shown on a map entitled "Subdivision Prepared for Ski Side Villa, Town of Tuxedo, Orange

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- County, New York”, dated October 8, 2004, last revised December 5, 2006 and filed in the Orange County Clerk’s Office on May 1, 2007 as Filed Map No. 398-07;
- THENCE running along the westerly line of said Lot No. 5 and continuing along the westerly line of Lot No. 4 as shown on the previously mentioned map, being the easterly line of lands herein described, (1) South 10 degrees 08’ 00” West, as per Grid North NAD 27, a distance of 1,272.48 feet, to an iron rod being the southwesterly corner of said Lot No. 4, the southeasterly corner of lands herein described and lying on a northerly line of lands now or formerly Palisades Interstate Park;
 - THENCE running along a portion of a northerly line of lands of said Palisades Interstate Park being the southerly line of lands herein described on the following four (4) courses and distances:
 1. North 84 degrees 02’ 04” West, a distance of 1,153.33 feet;
 2. South 60 degrees 23’ 06” West, a distance of 809.00 feet;
 3. South 81 degrees 08’ 36” West, a distance of 415.67 feet; and
 4. North 78 degrees 30’ 09” West, a distance of 435.85 feet to a point being the southwesterly corner of lands herein described;
 - THENCE continuing along an easterly line of lands of said Palisades Interstate Park being the westerly line of lands herein described on the following four (4) courses and distances:
 1. North 04 degrees 39’ 40” East, a distance of 1,281.68 feet;
 2. North 21 degrees 09’ 54” West, a distance of 591.95 feet;
 3. North 35 degrees 19’ 43” East, a distance of 195.28 feet; and
 4. North 10 degrees 45’ 39” East, a distance of 448.85 feet to an iron rod lying on the southerly line of New York State Highway No. 210 and 17A;
 - THENCE running along the southerly line of said New York State Highway No. 210 and 17A being the northerly line of lands herein described on the following twenty-three courses and distances:
 1. North 65 degrees 08’ 33” East, a distance of 129.59 feet;
 2. North 51 degrees 43’ 32” East, a distance of 86.03 feet;
 3. North 42 degrees 41’ 54” East, a distance of 389.20 feet, to a point of curvature;
 4. on a curve to the right having a radius of 277.00 feet, an arc length of 259.98 feet, as defined by the chord North 69 degrees 35’ 09” East, 250.54 feet, to a point of tangency;
 5. South 83 degrees 31’ 37” East, a distance of 397.48 feet;
 6. South 85 degrees 14’ 35” East, a distance of 290.95 feet;
 7. South 34 degrees 58’ 59” East, a distance of 6.52 feet;
 8. South 86 degrees 14’ 11” East, a distance of 50.92 feet;
 9. North 18 degrees 02’ 31” East, a distance of 4.24 feet;
 10. South 85 degrees 14’ 35” East, a distance of 50.54 feet;
 11. South 67 degrees 59’ 02” East, a distance of 202.67 feet;

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12. South 45 degrees 53' 04" East, a distance of 131.53 feet;
 13. South 30 degrees 04' 50" East, a distance of 106.03 feet;
 14. South 17 degrees 05' 19" East, a distance of 97.30 feet;
 15. South 58 degrees 58' 52" West, a distance of 16.62 feet;
 16. South 18 degrees 13' 23" East, a distance of 65.03 feet;
 17. South 85 degrees 03' 19" East, a distance of 16.01 feet;
 18. South 17 degrees 05' 19" East, a distance of 38.49 feet, to a point of curvature;
 19. on a curve to the left having a radius of 603.00 feet, an arc length of 268.12 feet, as defined by the chord South 29 degrees 49' 37" East, 265.92 feet to a point of tangency;
 20. South 42 degrees 33' 55" East, a distance of 389.82 feet, to a point of curvature;
 21. on a curve to the left having a radius of 985.00 feet, an arc length of 337.76 feet, as defined by the chord South 52 degrees 23' 19" East, 336.10 feet, to a point of tangency;
 22. South 62 degrees 12' 43" East, a distance of 235.70 feet; and
 23. South 69 degrees 56' 39" East, a distance of 87.12 feet to the point or place of BEGINNING.
 24. Containing 147.384± acres
- Premises herein described being Tax Map Lot Nos. 36.32, 37.2, 52.26 and 59.2, in Block 1, within Section 1, as shown on the Tax Maps of the Town of Tuxedo, Orange County, New York, dated 2013.
 - Premises herein described being a portion of the same premises as described in Liber 5839 of Deeds at Page 108, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to an Orange and Rockland Utilities, Inc. Grant of Right-of-way being 20' in width and running approximately 1,000 feet to supply existing facilities and future camp sites, as described in Liber 2039 of Deeds at Page 602 as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to Orange and Rockland Utilities Easements as described in Liber 1683 of Deeds at Page 272 and Liber 4216 of Deeds at Page 64, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to a 50' wide gas utility easement as described in Liber 1135 of Deeds at Page 97 and Liber 1135 of Deeds at Page 452, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to 25' wide temporary easements along both sides of a 50' wide gas utility easement as described in Liber 12108 of Deeds at Page 632, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject to a restricted area within 200' of Tiger Mountain as described in Liber 4713 of Deeds at Page 1, as filed in the Orange County Clerk's Office.
 - Premises herein described being subject for an easement for administrative access over an existing roadway as described in Liber 5421 of Deeds at Page 229, as filed in the Orange County Clerk's Office.

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- Portion of premises herein described being subject to restrictions as set forth in Liber 1637 of Deeds at Page 1, as filed in the Orange County Clerk's Office.
- Premises herein described being subject to any other easements, rights-of-way, covenants or restrictions of record.