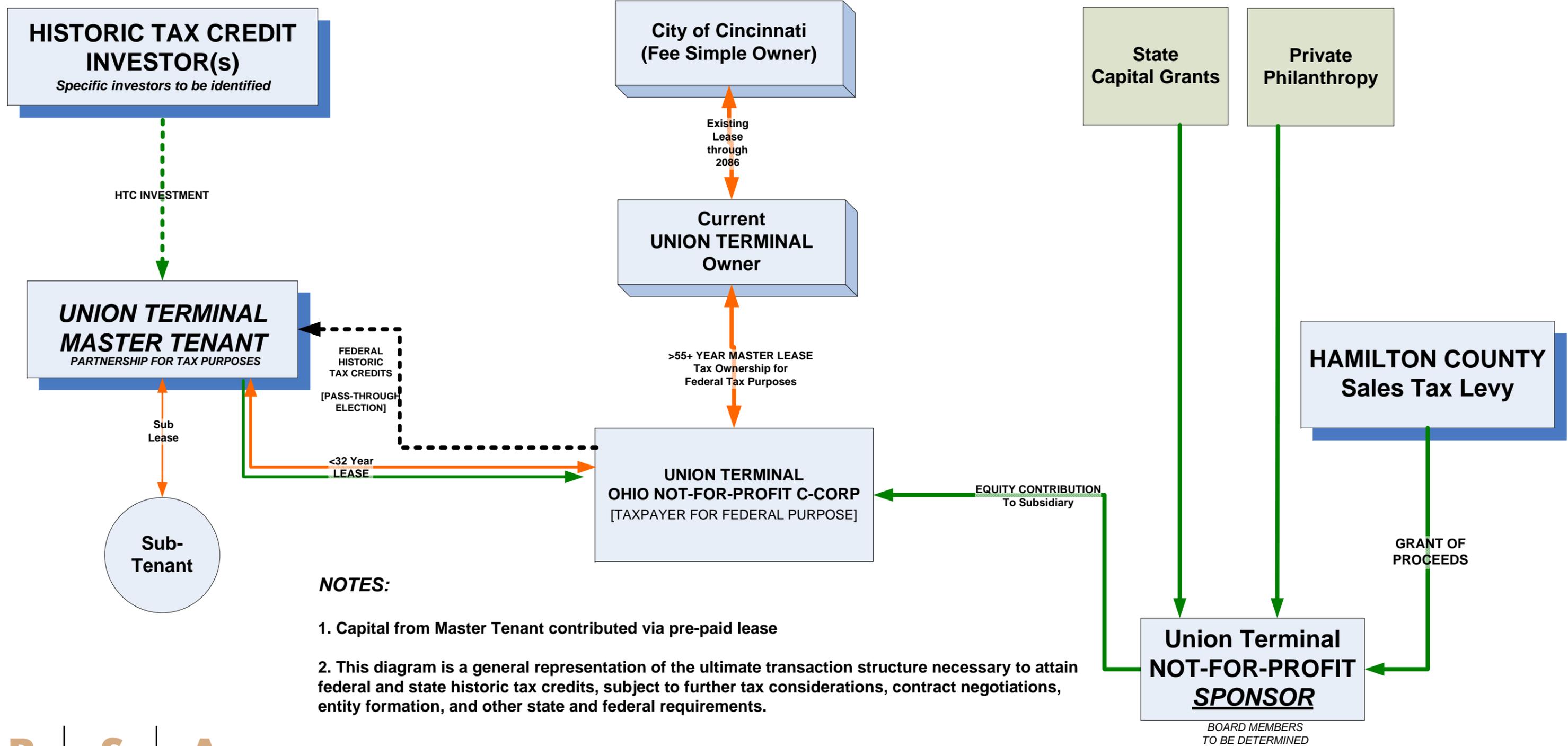


PROPOSED STRUCTURE UNION TERMINAL



NOTES:

1. Capital from Master Tenant contributed via pre-paid lease
2. This diagram is a general representation of the ultimate transaction structure necessary to attain federal and state historic tax credits, subject to further tax considerations, contract negotiations, entity formation, and other state and federal requirements.