

Market East Associates, L.P.
630 Sentry Parkway, Suite 300
Blue Bell, PA 19422

December 20, 2013

Mr. Nik Kharva, PE, PTOE
Project Engineer
Orth-Rodgers & Associates, Inc.
301 Lindenwood Drive
Suite 130
Malvern, PA 19355

RE: Market8 Traffic Impact Study
3rd Submission Review Comments

Dear Mr. Kharva:

In response to your letter dated December 11, 2013, please see our response to your comments below:

- The site is located in close proximity to various multimodal transit routes and facilities. Therefore, the applicant should be willing to upgrade transit facilities such as providing bus shelters and improve transit stop locations.

MARKET8 operators are committed to leveraging the entertainment complex's unique location to Philadelphia's central transit hub within the Market East section of Center City. To this regard, if granted a casino license, MARKET8 will work with SEPTA, the City of Philadelphia and other transit stakeholders to maximize the use of bus shelters and transit stops by local riders, visitors and casino patrons.

- It was knowledge the applicant provided an in-depth pedestrian analysis including a detailed walking audit of the surrounding roadways around the site and proposed recommendations. The applicant should implement these recommendations in addition to providing full ADA compliance at various locations that were identified.

MARKET8 operators are committed to providing the safest walking environment to/from the entertainment complex's unique location to local area hotels and parking venues. If granted a casino license, MARKET8 will work with the City of Philadelphia to identify specific and reasonable walking route safety improvements, including ADA Ramp and sidewalk upgrades as suggested by the in-depth analysis of the general area of influence. It should be noted that extreme differential grade differences, utility conflicts and/or underground vaults at some downtown locations may prohibit the raising of street grades or lowering of sidewalk grades to meet ADA ramp slope criteria, therefore meeting ADA requirements would be technically infeasible. In these instances, MARKET8 will work with the City to implement feasible improvements, and document the limitations of those improvements through the completion of a Technically Infeasible Form.

- If the site is granted a license the applicant should be willing to investigate and provide arterial ITS implementation at various locations with the input from PennDOT and the City of Philadelphia. Some examples of operational improvements could be but are not limited to detailed exploration of upgrading signing, pedestrian facilities, trailblazer signs and potential ITS upgrade along the major trip distribution routes along the Callowhill Street and Vine Street corridors to and from I-676 and I-95.

If granted a casino license, MARKET8 will work with PennDOT and the City of Philadelphia to identify and provide ITS enhancements to existing systems; including Dynamic Message Signing (DMS) linked with new Trail-Blazing signing to/from the casino complex, implementation of "Smart Parking" strategies and 511 route-planning coordination.

- If the site is granted a license then it is recommended that a post-development study to analyze actual casino complex trip generation and traffic operations be provided.

A post-development study will be conducted as recommended in the latest MARKET8 Traffic Impact Study.

- This study should be performed approximately six months after opening and should address any unforeseen operational issues that may occur at that time. (It was noted in the latest review comment no. 11 response that the applicant would comply with this request.)

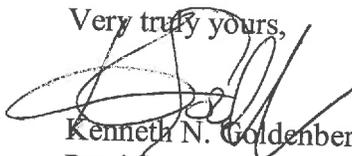
Agreed.

- If this site is granted a license the applicant should expect to be required to work with PennDOT and the City of Philadelphia to finalize all aspects of the traffic analysis as well as the design details of the proposed improvements.

If granted a license, MARKET8 looks forward to working with our partners at PennDOT and the City of Philadelphia in order finalize the traffic analysis and the design details of the proposed improvements.

Should you have questions or require any additional information, please contact James Markham of Pennoni Associates at (215) 222-3000 x7733.

Very truly yours,


Kenneth N. Goldenberg
President

KNG/pes

cc: James Markham, Pennoni Associates
Fran Hanney, PennDOT