

EXHIBIT T-14

From: Allen, Robin
Sent: Tuesday, January 13, 2009 10:27 AM
To: Ambridge, Robert; McElfresh, Roger
Cc: Ruddock, Dan; Russo, Glen; McElfresh, Kenneth
Subject: FW: DAS Installation
Attachments: Bid Comparison DAS 01_13_09.xls

I just received the below referenced information from Mike Roarke regarding an addition to Bombard of almost a million dollars on the Podium and a \$1.6 million dollar add for the Tower for an antenna system. The podium is NOT referenced in the ACR or POC logs already forwarded to Deven.

Please advise how you would like me to proceed.

Robin Allen
Podium Project Manager
Turnberry West Construction
Fontainebleau Resorts Las Vegas
702-495-7360 - Main Phone
702-495-7366 - Fax
702-495-7358 - Direct Line
702-595-5495 - Cell

From: Roark, Mike
Sent: Tuesday, January 13, 2009 10:05 AM
To: Allen, Robin
Cc: Ruddock, Dan; Russo, Glen
Subject: DAS Installation

Robin,

As we discussed, attached is the Bid Comparison sheet. At the direction of Roger McElfresh, Bob Ambridge, Rick Bobge, Steve Schotters and RC White, I am issuing a LOI to Bombard for the Podium and Garage as ONE Contract from the Podium. The Tower Pricing is GMP and will be written as a separate contract. RC stated in the meeting with the above, he would get the change order approved since this is the labor for a contract FB signed with Tri-Power.

Mike Roark
Turnberry West Construction
Project Manager Low Voltage
Fontainebleau Casino and Resort
office 702-495-7380
mroark@turnberryltd.com

"All the adversity I've had in my life, all my troubles and obstacles, have strengthened me... You may not realize it when it happens, but a kick in the teeth may be the best thing in the world for you." Walt Disney

 Ask yourself, do you really need to print this email?

EXHIBIT T-14A



Turnberry West
Construction, Inc.

PURCHASE ORDER

ORIGINAL

DATE: 7/28/08

PURCHASE ORDER #: 200ILL165011

To: Mr. Michael Shulman
 Supplier: Illuminating Concepts
 Street: 30733 West Ten Mile Road
 City/State: Farmington Hills, MI 48336
 Phone/Fax: (248) 478-2525 FAX (248) 478-2568

Job Location: Tower
 Project: Fontainebleau Resorts, Las Vegas
 Street: 2755 S. Las Vegas Blvd.
 City/State: Las Vegas, NV 89109
 Phone/Fax: (702) 495-7360 FAX (702) 495-7366

Qty	Units	Description	Unit Price	Total
1	LS	Furnish catalog & custom light fixtures for south facade and crown at roof of the tower.		\$ 11,000,000.00
			\$ -	-
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			\$ -	-
SUBTOTAL				\$ 10,208,816.71
TAX				\$ 791,183.29
TOTAL				\$ 11,000,000.00

PLEASE SIGN AND RETURN ACKNOWLEDGEMENT OF RECEIPT
 PLEASE INCLUDE THIS PURCHASE ORDER WITH INVOICE

INITIAL HERE
 Approved by: Robert Shulman
 Turnberry West Construction, Inc.

8/19/08
 Date

Accepted by: Michael KEM, CEO
 Illuminating Concepts

8/14/08
 Date

THIS PURCHASE ORDER IS SUBJECT TO THE ADDITIONAL TERMS SET FORTH BELOW AND THE TERMS AND CONDITIONS SET FORTH ON EXHIBITS "A", "B", "C" & "June 30, 2008 Procurement Agreement" HERETO.

ADDITIONAL TERMS: _____

EXHIBIT T-14B

From: Hilgert, Tara

To: '(dcremese@snaidero-usa.net)'; '(nstraessle@snaidero-usa.net)'; '(ronnied@amdoors.net)'; 'Anthony Salazar (Asalazar@aderholt.com)'; 'Architectural Materials - John Morton'; 'Architectural Materials - Steve Marlowe'; 'Architectural Materials - Trisha Phillips'; 'Bob Proctor (Bobp@aderholt.com)'; 'Bombard Electric - Chops Roomer'; 'Bombard Electric - Dick Pendelton'; 'Bombard Electric - Mike Gurule'; 'Bombard Mechanical - Brandon Zeleniak'; 'Bombard Mechanical - Brian Frandsen'; 'Bombard Mechanical - Carl Simon'; 'Bombard Mechanical - Dave Cobabe'; 'Bombard Mechanical - Greg Booher'; 'Brian Briggs'; 'CATHY HILL (vegas@aderholt.com)'; 'Century Rebar - Darren Peveler'; 'Century Rebar - Ken Wight'; 'Century Rebar - Stuart Steffanich'; 'Century Structural - Ed Allam'; 'Charles Hinkley (chinkley@frodgers.com)'; 'CHARLIE CINA (charliecina@yahoo.com)'; 'Colasanti - Nick Guthrie'; 'Colasanti - Paul Eberhard'; 'Colasanti - Tricia Prescott'; 'Collings Interiors - David Collings'; 'Collings Interiors - Gigi Tran'; 'Collings Interiors - Hugh Nguyen'; 'Collings Interiors - Javier Segura'; 'Collings Interiors - Jozef Potoczny'; 'Collings Interiors - Michael Petrich'; 'DAVID BECHER (dbecher@ibaconsultants.com)'; 'Desert Fire - Wayne Ballinger'; 'Doug Foust (dfoust@ibaconsultants.com)'; 'DPH - Alex Hodson'; 'DPH - Kent Sailsbery'; 'DPH - Sheila Humphries'; 'Eberhard SW - Stan Smith'; 'Embassy - Anthony Taylor'; 'Embassy - Rob Rood'; 'Embassy - Ty Pen'; Foran, Jim; 'Freeman's Carpet - Glenn Case'; 'Gallagher-Kaiser - Brooke Lowry'; 'Gallagher-Kaiser - Chuck Stone'; 'Gallagher-Kaiser - Hal Lindenbaum'; 'Gallagher-Kaiser - Ken Tatro'; 'Gallagher-Kaiser - Marc Furey'; 'Gilbert Normandeu'; Glanister, Bernie; 'GREG OLIN (olin@zetiansystems.com)'; 'Henri Specialties - Bill Wright'; 'Henri Specialties - Jim Gormley'; 'Henri Specialties - Julia Brooks'; 'HERB ADERHOLT (herb@aderholt.com)'; 'Janis - Rick Sandoval'; 'jay@crowneclosets.com'; 'Jim Macias (jim@zetiansystems.com)'; 'JOHNIE TAUL (jtaul@contielectric.com)'; 'JS&S - Donald Preisler'; 'KNA Design - Grant Gascon'; 'Langan - Mike McGettigan'; 'Langan - Nick Gura'; 'Laura Strieber'; 'Mario "Dino" Iannucci (dino@bombardmechanical.com)'; 'Midwest Pro Painting - Jim Livanos'; 'Midwest Pro Painting - Peter Wicklund'; 'Midwest Pro Painting - Seena Heath'; 'Morrison, Randy'; 'Owens GeoTech - Kurt Schuetz'; 'Peacock, Butch'; Pressley, Jon; 'RANDY CROGHAN (rcroghan@aderholt.com)'; 'Republic - Tony Jackson'; 'Republic - Wade Day'; 'Safe Electronics - Pat Burke'; 'Silver State Marble - Dave Allsopp'; 'Silver State Marble - Dave Kolinowski'; 'STEVE KOOKER (dskooker@aol.com)'; 'STEVE MILLER (steve@zetiansystems.com)'; 'ThyssenKrupp - Andy Liposky'; 'TINA HANSEN (tina@zetiansystems.com)'; 'TODD LEANY (todd@centurysteelinc.com)'; 'TRACY FLORA (estimating@aderholt.com)'; Wald, Eric

CC: Armstrong, Hank; Arnold Faze (AFaze@turnberryltd.com); Brooks, Roy; Diane D'Angelo (DDangelo@turnberryltd.com); Gillmore, Steve; Goodin, Benjamin; Hilgert, Tara; Inase, Olivia; Klingerman, Amanda; McElfresh, Kenneth; Mori, Brian; Niece, Julie; Olson, Steve; Percy, Tim; Powers, Patty; Roark, Mike; Smith, Rick; Tidwell, James; Tony Vakil (TVakil@turnberryltd.com); 'Vakil, Tony'; Ventre, Gianfranco

Sent: 4/28/2008 11:41:15 AM

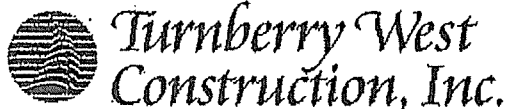
Subject: TASI 145- Revised Room Matrix, Revised RCP, Revised Dimensions and Callouts. Revised Column Details, Dimensions and Wall Types

Attachments: TASI 145- Revised Room Matrix, Revised RCP, Revised Dimensions and Callouts. Revised Column Details, Dimensions and Wall Types 4-28-08.pdf

Please review the following TASI 145 for your use. Thank you and have a great day

Tara Hilgert
 Administrative Assistant
 Turnberry West Construction
 702.495.7360 ext 1199
THilgert@Turnberryltd.com

EXHIBIT T-15



2755 S. Las Vegas Blvd
Las Vegas, NV 89109
Ph : 702.495.7360

Meeting Minutes

Job: 10200 1-Tower
Location: Fontainebleau Resorts & Casino
2755 S Las Vegas
Las Vegas, NV 89109

Meeting: Top 5 Floors # 3
Date: 7/21/08
Start Time: 10:00

Attendees

Attended

- | | |
|---|---|
| <input checked="" type="checkbox"/> Roger McElfresh (Turnberry West Construction) | <input checked="" type="checkbox"/> Louis DeSanits (FBR LV Construction Office) |
| <input checked="" type="checkbox"/> Deven Kumar (FBR Las Vegas Corporate Office) | <input checked="" type="checkbox"/> Bob Ambridge (Turnberry Associates) |
| <input checked="" type="checkbox"/> Ken McElfresh (Turnberry West Construction) | <input type="checkbox"/> Amanda Klingerman (Turnberry West Construction) |
| <input type="checkbox"/> Brad Gelnzer (JBA Consulting Engineers) | <input checked="" type="checkbox"/> Todd Nisbet (Crown Services) |

Item Description Responsible Due Date Closed

Old Business

1-1 Suite Design Issues

July 21, 2008 - A meeting was held at JBA on 7/17/08 and all the MEP system components were reviewed. JBA explained their philosophy and approach to the MEP system design for the upper 5 floors to all parties. Some dedicated equipment will be provided. Acceptable access panels for isolation valves must be located on T56.

July 14, 2008 - FBR / Crown would like to have the MEP systems separated by floor to allow future renovation of the Suite floors one at a time. However, they do not want to incur a significant premium to do this. The money should be spent where the customer experience occurs, not in a gold-plated mechanical system.

July 7, 2008 - Per Todd Nisbet the Center Suite on the upper five floors will remain the same as on the lower floors. General layout is the same with changes in furniture placement. The two Jr. Suites on the upper five floors are similar to the one below. However, a powder room has been added and the original master bath reconfigured with the tub and closet changing positions to opposite walls. The centrally located mini-bar has been deleted and replaced with two separate kitchenette areas on opposite walls of the living room. Two pocket doors have also been added at the demising wall and furniture placement changed. Todd Nisbet advised that he understood that the finishes will remain the same from the typical levels to the upper floors in the Center and Jr. Suites. All must review the actual selections by the designer.

Todd Nisbet stated he had the color boards from Wilson in Dallas and had forwarded a copy to Steve Kessler at TWC. Todd to forward an additional copy to Ken McElfresh.

Todd Nisbet also stated that the upper floors have a total of 72 keys, with 12 keys (Center (4) and Jr. Suites (8) listed above).

1-2 Crown & Crystal Room Design Issues

July 21, 2008 - BWA sent the final approved version to Wilson. A copy of this final version will be sent to Todd Nisbet.

Malia will do the security design and has been engaged to do the work by BWA.

TWC reported that the Podium venue unit prices ranged from \$1,250 - \$400/SF. Therefore, FBR directed that \$800/SF be set as an Allowance for the Crown Gaming and \$600/SF for the Crown Club. The glass screens are FF&E and the kitchen equipment is OSE.

July 14, 2008 - Fred Anderson of BWA will send the two different layouts of the Crown, one Wilson version and one BWA version, to Todd Nisbet for review. The gaming layout will be complete and

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date Closed
	reviewed with Audrey of FBR by 7/18/08.		
	Ken McElfresh to follow-up on SF pricing of Podium restaurants.		
	Security System, including cabling installation, equipment, etc.. at the Crystal Club is to be reviewed.		
	July 7, 2008 - Per Todd Nisbet, Eddie Danielson at BWA had to correct the corridor layout for the Crown Room as the last design drawing issue adversely affected the dimensions in the gaming salons and bathrooms. Todd stated the corridor should be 10'-0" nominal width, but is currently shown as 15'-0" on BWA's drawing. Also, Todd thought that the bathrooms should consolidate the separate powder room area to accommodate the 6'-0" turning radius for ADA compliance while adding extra space that could be utilized in the overall dimension for the gaming salons. Todd Nisbet to coordinate these issues with BWA.		
	Ken McElfresh inquired whether the Presidential Suite required private access to the elevator lobby. Todd Nisbet stated this would not be a design problem and were aware of the lack of private access.		
	Ken McElfresh to get cost per square foot calculations for the restaurants in the Podium area (specifically Nobu, Pratelli, & Noodles) to use as a costing benchmark for the Crystal Room and VIP Gaming Area. Ken McElfresh to meet with Leo Estrada, Sr. PM of the Podium, to obtain the information.		
1-3	Finishes & FF&E		
	July 21, 2008 - TWC reported that The Sliding Door Company sales representative was out of state until August. BWA will contact another manufacturer to specify the sliding door materials.		
	TWC will provide a package to Wilson of the available door handle and electronic door hardware trim for selection for the Suites and Crown.		
	Wilson has confirmed that there is a fireplace in the Presidential Suite. Shafts will go up in the same area as the fireplaces.		
	TWC will issue the Miele catalog of residential appliances for selections in the Tower Suites. An electric wok will be required.		
	TWC will furnish cut sheets of the toilets being used on the lower levels and matching bidet for review by Wilson. Wilson currently has the cut sheets of the tub spouts and lavatory and shower trim being used on the lower floors. The same plumbing fixtures that are being used in the lower level Jr. and Center Suites are acceptable in the Tower Suites per Ownership.		
	July 14, 2008 - Reducing the large tile size is a comment that is included in Todd and Louis' combined list to Wilson.		
	Ken McElfresh will follow-up with introduction meeting with the Sliding Door Company. BWA will contact another manufacturer to specify the sliding door materials. TWC will provide		
	BWA inquired about door hardware for the upper (5) floors. An alternate manufacturer was utilized in the lower level of the Tower. BWA stated that their hardware consultant cannot specify the hardware from the alternate manufacturer. TWC to coordinate the use of the alternate manufacturer's consultant for the upper 5 floors of Suites. BWA will want to meet with them the week of 7/28/08. The IR Timelox entry units have already been purchased and will probably be utilized on top.		
	Ownership will verify with Wilson if there is still a fireplace in the Presidential unit.		
	There can be no lag in design for the corridors and public spaces with Wilson and BWA on the top 5 floors. Information is needed to rough-in structure, procurement, etc..		
	July 7, 2008 - Tile:		

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date	Closed
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Todd Nisbet & Ken McElfresh expressed concern regarding the large pattern floor tile in respect to problems with procurement due to the large marble slab size, and during installation with regard to camber in the PT slab. Both Todd and Bob Ambridge agreed it should be replaced with smaller tile. Per Ken McElfresh if large tile is used the slab in that area will have to be depressed or a self-leveling topping will have to be used.

Also Todd Nisbet noted the slip coefficient in all wet areas should be .6 for liability reasons, Louis DeSantis concurred. Polished stone floor material will be changed to honed in all wet areas.

Millwork:
Specifications on species are needed to begin to get pricing on millwork, doors, casing & door hardware.

Todd Nisbet also stated that for the sliding panels in some of the suites there is a local company called Sliding Panels or Sliding Walls that Ken McElfresh should look into for design coordination and pricing.

Misc. Items:
Towel Warmers to go in the 7-Bay and Presidential Suites only per Todd Nisbet and Louis DeSantis.

Louis DeSantis to verify with Wilson if there is a fireplace in the entry seating area of the Presidential Suite. If there is a fireplace in this area further coordination will have to occur with JBA.

Bob Ambridge stated that part of Wilson's scope is to redesign the finishes for the corridors and elevator lobbies on the upper five floors.

1-4 LEED

July 21, 2008 - Crown Las Vegas will call the Crown Hotel representative regarding plumbing fixtures.

The large tub is eliminated per Ownership.

TWC will send light fixture cuts of the units that have been pre-purchased.

July 14, 2008 - TWC distributed the preliminary LEED criteria from E2 for the upper 5 floors. Ownership wants to have as many heads in the showers of the larger Suites as they want. Because the LEED calc's are an aggregation, other areas may be reduced to allow more in the larger Suites. E2 to assist.

E2 to assist in identifying any endangered species of wood that should be avoided. This is not a LEED criteria rather good stewardship that could reflect poorly on the project.

It was stated that the very large bath tub maybe difficult to find a manufacturer for. The unit may be available through a spa manufacturer. A unit must be identified so the structural engineer can review the slab capacity and needed increases in reinforcing to support the tub.

July 7, 2008 - Water Usage:
Per Louis DeSantis there is a LEED limitation on water usage. E2 to review the design for the upper levels for LEED compliance. Per Ken McElfresh E2 is working on reviewing the June 30, 2008 ID drawings to review conformance with LEED credits. Ken will distribute comments from E2 by the end of the day.

Louis DeSantis also noted the "pool" bathtub in the Presidential Suite may be a LEED issue in regards to water usage. This will be reviewed after the fixtures are selected.

Bob Ambridge suggested using standard fixtures from the lower floors for the Super Suites as they have already been LEED approved. Both Louis DeSantis and Todd Nisbet agreed; however, they also stated that to meet the design intent on the upper levels some fixtures will need to be upgraded particularly in the master bath areas in the Suites and bathrooms in the Crown and Crystal Rooms. Need to review spec's on fixtures in relation to design.

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date Closed
Wood Products:	Roger McElfresh noted all wood installations and millwork will also have to be LEED compliant having no added urea-formaldehyde in composite wood products or any glues/adhesives and all glues/adhesives must meet VOC limits. Wilson to consult the specifications for wood products as applicable LEED credits. All parties to review after final selections and specifications are published.		
1-5	Mechanical & Plumbing		☑
	July 14, 2008 - JBA is in the process of completing the FCU layout in the new Suites.		
	JBA verified back that their shaft requirements have been coordinated and covered in the Wilson ID set.		
	The steam unit manufacturer must be identified. The locations of the units and the floor drains must be finalized and coordinated. Small "equipment closets" will be provided and reviewed.		
	AN MEP design review to understand JBA's philosophy for each system will occur this week. TWC to set up.		
	July 7, 2008 - Horizontal FCU: Roger McElfresh expressed concern over the ductwork routing to the horizontal FCU's for the upper level suites. Ken McElfresh added a comment regarding the ceiling heights as designed may not be sufficient to accommodate the units. Ken McElfresh stated that up to 36x48 (JBA to verify size - large??) access panels will be required to the horizontal FCU units. Todd Nisbet indicated that a large return air grille can be utilized for access. The grilles should be styled and colored to "disappear" in the ceilings.		
	Roger McElfresh suggested a millwork panel similar to the one used in the lower level elevator lobbies to conceal the enlarged registers.		
	Ken McElfresh also questioned the sound and noise transmission from the horizontal FCU. Todd Nisbet stated he had already requested calculations for sound and noise transmission from JBA.		
	Brad will verify the quantity of FCU's and locations shown on Wilson's ID drawings are sufficient and correct.		
	Shaft & Riser Locations: Todd Nisbet stated that shaft and riser locations had already been coordinated with JBA as shown on the current drawings for the upper five floors. Ken McElfresh requested that JBA re-coordinate all shaft and riser locations to ensure they are in the proper locations.		
	Todd Nisbet stated that prior to sending comments to Wilson all MEP coordination affecting design needs to be coordinated.		
	Per Brad Geizner at JBA he had not yet received the design drawings from BWA. Brad stated he would be able to re-coordinate the shaft and riser locations by end of day Wednesday July 9, 2008 so long as he received the drawings today. In general, Brad stated the risers will be in the same areas as on the lower floors as they come up. Plumbing risers will be vertical and sanitary risers will feed into the typical risers (lower floors) on the transfer floor. The transfer floor will also handle chilled water lines for the horizontal FCU.		
	Brad directed all to speak with Dave Otto (JBA) in regards to MEP coordination when he is out of town.		
	Steam Showers: At the inquiry of Ken McElfresh, Brad Geizner stated he had not yet coordinated the steam showers. Brad did state that per code the discharge from the steam showers must drain into a floor sink or other indirect drain. The steam cannot discharge into the shower or directly into the plumbing risers. There must be an exposed discharge in either an equipment room (labeled as such) or floor sink.		

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date	Closed
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Ken McElfresh also pointed out that some steam locations are remote and would like Brad's comments on coordination for both typical steam showers and for remote spas. Brad stated part of the coordination depends on the manufacturer and where they require the locations for the generators.

Per Louis DeSantis only the 4-Bay Suite and larger will have steam showers and then only one per master bath area.

MEP Isolation:

Per Louis DeSantis the top five floors need to be isolated in respect to MEP from the lower floors so that they can be shut down as a whole or floor to floor as needed for construction or later remodels. Louis to coordinate FBR's requirements on this issue.

1-6 Electrical

July 14, 2008 - All parties will review with JBA the "horizontal" approach for electrical distribution in the upper floor Suites.

Wireless communication and internet coverage is needed in the Suites. Design review of existing system to be verified that there is coverage.

July 14, 2008 - General:

Louis DeSantis requested a list of all low voltage and electrical requirements for the Crown Room from Todd Nisbet. He also requested a list from Todd Nisbet of any special electrical requirements for the top five floors including phones, television, etc. at the Suites.

Per Brad Geinzer at JBA, Dave Magdefrau (JBA) will head up electrical coordination on the upper levels. However, Brad stated that in general the electrical will be distributed horizontally and will require one main panel per suite. Per Louis DeSantis the panel could be located in the pantry or closet area depending on each suite design.

Wireless Communication:

Per Todd Nisbet, Incomm or Benalla to handle the bedside controls for Center, Junior, 4 Bay and 5 Bay, 6.5 Bay, 7 Bay and Presidential should be Crestron. Todd recommended a remote beside control to cover the on/off lighting, drapes and nightlight but not AV. Total controls including AV are available (Todd mentioned a product from Creston); however, Todd thought the first option to be superior considering cost constraints. Todd recommended the Villas in the City of Dreams in China as a model for the wireless controls. Louis DeSantis said the Creston model may be used in the 7-Bay and Presidential Suites but not in the smaller units. Deven Kumar asked that Adam Keith formerly with JBA be called in to assist with the wireless communications.

Todd Nisbet stated that wireless coverage is necessary for all areas of the suites and special care must be taken to avoid dead spots. Hard wiring will be needed at all desks. It was also stated the Pool Deck should be have wireless capabilities as well to accommodate future hand-held gaming. FBR is responsible for the wireless system installation.

Exterior Lighting:

Ken McElfresh stated that the lighting at the floor on the South side of the building was not shown in the design drawings. Louis DeSantis said he would contact Wilson to verify they had lighting details.

1-7 Structure

July 14, 2008 - BWA will issue new drawings showign the 24" projection of the beams above T62 slab level by 7/26/08. The beams will be painted or clad to disguise them as much as possible. BWA to provide appropriate roofing details.

July 7, 2008 - Per Ken McElfresh downturned beams from level 62 drop into level 61 to support the column offsets on level 62. The downturned beams drop 4'-0" into level 61. Ken stated that the beams are necessary to accommodate other design elements of the Tower.

Per Bob Ambridge and Todd Nisbet the downturned beams are unacceptable in that they

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date	Closed
	essentially take away the suites at the two corners of the tower where the downturned beams will protrude into level 61. Both Bob and Todd stated the beam design needs to be re-done and other options entertained including thickening of the slab and using upturned beams on level 62. JAMA will be contacted to discuss alternatives.			
1-8	<p>Budget</p> <p>July 14, 2008 - Ownership stated that the Center, Junior, 4 Bay and 5 Bay could be an "A-". 6.5 Bay will be an "A". 7 Bay and Presidential will be an "A+". These Suites must be competitive with the Palazzo, the Mansion and Wynn where customers may come from.</p> <p>July 10, 2008 - Howard Karawan was contacted by telephone and the "Suite Upgrade/Cost" strategy. The 3 Bay Suite on the lower floors was tentatively selected to provide the initial benchmark of finish and cost for the upper (5) floors of Suites as follows: The Junior and Center Suites will be targeted to receive a 10% increase in GC costs or a "B+" rating. The 4 Bay and 5 Bay will be targeted to receive a 20% increase in GC costs or a "A-" rating. The 6.5 Bay will be targeted to receive an "A" rating. The 7 Bay will be targeted to receive an "A+" rating. The Presidential will be targeted to receive an "A+" rating.</p> <p>July 7, 2008 - Ken McElfresh stated that the credits and pricing for the required work by the base building Subcontractors includes two parts. The first phase is to credit back all the work on the top five floors. The second part is to price the "core and shell" costs that must be completed to connect MEPS from T62 to T56, including off-sets and transitions and also any life safety work. Ken to work on a finalized budget in order to price out all work to be done by the Tower trades on the upper five floors to have all issues properly coordinated with the new design and TCO concerns.</p> <p>Once a finalized budget is in place and MEP design fully coordinated between the upper and lower levels, Ken will revise the scope and issue a credit to all MEP trades continuing work on the upper five floors.</p>			
1-9	<p>Schedule</p> <p>July 21, 2008 - A meeting is scheduled with Wilson this week, 7/22/08. The consolidated list of comments for the larger Suites from Ownership will be provided to Wilson prior to the meeting.</p> <p>July 14, 2008 - List was received from JBA.</p> <p>Consolidated list completed by Todd/Ken to Louis.</p> <p>List reviewed with Howard Karawan.</p> <p>Consolidated list was sent to Wilson for smaller Suites. Large Suite listing forthcoming.</p> <p>Todd Nisbet inquired about the curtain wall schedule and closing in the top 5 floors for Suite construction. TWC to provide the current schedule and dates.</p> <p>July 7, 2008 - Immediate Dates to Be Met: Per Louis DeSantis the following dates for drawing and coordination will apply.</p> <p>July 9, 2008 - JBA to provide list of all MEP issues to Louis DeSantis, Ken McElfresh and BWA (Louis DeSantis to forward a copy of this list to Todd Nisbet)</p> <p>July 9, 2008 - Ken McElfresh & Todd Nisbet to provide Louis DeSantis a consolidated list of issues including any MEP issues from JBA that will affect design</p> <p>July 10, 2008 - Louis DeSantis and Team to meet with Howard Karawan regarding the above list</p> <p>July 11, 2008 - List of comments issued to Wilson for their review.</p> <p>July 14, 15 or 16 Meet with Wilson, Crown, FBR, TWC to discuss ID drawing comments</p> <p>August 1, 2008 - Final MEP coordination complete (Issues other than those affecting design)</p> <p>Wilson CD's - September 1 or 2, 2008</p>			

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date	Closed
	<p>BWA CD's - September 3, 2008 For Permit BWA Coordination Set - Two to Three Weeks after September 3, 2008</p> <p>General Schedule Concerns: Per Ken McElfresh in order to get TCO shell, core, and fire life safety will have to be completed. Per Todd Nisbet once a final design is reached the upper floor schedule may have to be accelerated to reach a TCO for the tower.</p>			
1-10	Steam Showers			☐
	<p>July 21, 2008 - Mr. Steam or Steam Mist will be selected to provide the steam units per Ownership.</p> <p>July 14, 2008 - This will be reviewed at the JBA meeting later in the week. Moreover, the units will be selected based on user interface.</p> <p>July 7, 2008 - We need to determine the manufacturer of the steam units.</p>			
1-11	Design Development Estimate			☐
	<p>July 21, 2008 - A "DD" Budget and Schedule will be provided the week of August 8, 2008.</p> <p>July 14, 2008 - A copy of the smaller Suites combined listing will be sent to Ken at TWC. Once these clarifications are received, a three duration will be required to prepare a preliminary Budget and Schedule for the upper 5 floors. Several assumptions will have to be made.</p> <p>July 7, 2008 - Ken McElfresh stated that there is more information that is needed to develop pricing for the top five floors based on the June 30, 2008 ID drawings. A list of items that the designer must set allowances for or define specifications on will be issued by TWC. Target getting responses from Wilson by the end of the week. Three weeks will be needed to develop a preliminary schedule and pricing on the ID drawings received once Wilson answers questions on missing data required.</p>			
1-12	Elevator Cabs Interior Design			☐
	<p>July 21, 2008 - BWA will coordinate technical requirements with TK by the end of the week and issue final interior build out design for all cab interiors. Ownership to review the design to see if any enhancements are needed for the upper floor cabs.</p> <p>July 14, 2008 - BWA will coordinate design and issue final ASI by 7/25/08. Crown to review for any changes they may see are needed for the top 5 floor cabs.</p> <p>July 7, 2008 - Louis reported that the interior design for elevator cabs for the passenger cars that service all other floors in the Tower will be issued in 5-7 business days from Wilson. All parties will review this design and determine any upgrades for the cars that service the top five floors.</p>			
2-1	BMU / Facade			☐
	<p>July 21, 2008 - The revolving door and soffit must be finalized and coordinated with structure. TWC to verify if BMU equipment adjust or has vertical movement.</p> <p>July 14, 2008 - BWA stated that the BMU may affect the patio.</p>			
2-2	RWDI			☐
	<p>July 14, 2008 - Once the final exterior design is complete, RWDI will make a final review for wind. A decision will be provided to BWA from FBR by the end of the week.</p>			
2-3	Low Voltage Design			☐
	<p>July 14, 2008 - Crown recommended to FBR to engage JBA to do the low voltage system design. JBA to provide City of Dreams low voltage design documents to everyone for review.</p>			

Meeting Minutes

Job: 10200 1-Tower

Meeting: Top 5 Floors # 3

Item	Description	Responsible	Due Date	Closed
2-4	InnComm July 14, 2008 - Meeting will be set up with InnComm.			<input type="checkbox"/>

Next meeting at 10:00 on Monday, July 28, 2008.

The preceding is assumed to be a complete and correct account of the items discussed, directions given, and conclusions drawn, unless this office is notified to the contrary by the next regular meeting. If no notification is received, these minutes will be deemed an accurate account of the meeting.

Prepared by: Ken McElfresh

Copy To: Scott Walls(Bergman, Walls & A (Bergman, Walls & Associates), Tom Luhrs (Fontainebleau Las Vegas), Dave Magdefrau (JBA Consulting Engineers), Dave Rzepka (Colasanti (TWC)), Mike Daniels (Colasanti Specialty Services)

EXHIBIT T-16



PROPOSAL

"Top 5"

Specialties Co., Inc.
280 ORVILLE WRIGHT CT • LAS VEGAS, NV 89119
(702) 896-1038 • FAX (702) 896-1027
NEVADA STATE CONTRACTORS LICENSE #7673C

PROPOSAL SUBMITTED TO:

Turnberry West Construction
Attn: Julie Niece

DESCRIPTION OF JOB:

Fountainebleau

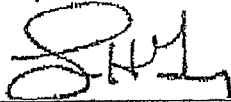
We Hereby Submit specifications and estimates for:

DELETE TOP 5 FLOORS

Note: The robe hooks, towel bars and toilet paper holders were ordered and are in our warehouse. Grab bars have not been ordered.

6 ADA rooms	\$5,100
Backing for 745 items	7,778
Installation labor only for:	
• 161 toilet paper holders	
• 161 robe hooks	
• 262 towel bars	6,681
Total deduct	<u>\$19,559</u>

All materials are guaranteed to be as noted. All work is to be completed in a workmanlike manner according to standard practices. Any alteration or deviation from above specifications involving extra costs will be executed only upon written orders, and will become an extra charge over and above the estimate. All agreements contingent upon strikes, accidents, or delays beyond our control. Owners to carry fire, tornado and other necessary insurance. Our workers are fully covered by workmen's compensation insurance.

AUTHORIZED SIGNATURE  DATE July 25, 2008
JAMES H. GORMLEY

Note: This proposal may be withdrawn by us if not accepted within 30 days.

Acceptance of Proposal - The above prices, specifications and conditions are satisfactory and are hereby accepted. Your are authorized to do the work as specified. Payment will be made as outlined above

AUTHORIZED SIGNATURE _____

DISTRIBUTION:
Kon



3933 W. Ali Baba Lane • Las Vegas, NV 89118
Phone: 702-940-4483 • Fax: 702-940-4823
License: #54546 • #54547

October 30th, 2008

Turnberry West Construction, Inc.
Fontainebleau Las Vegas
2755 Las Vegas Blvd. South
Las Vegas, NV 89109

Attention: Ken McElfresh
Project: Fontainebleau Las Vegas -Tower
Subject: Room Credit T57 through T61

Dear Ken,

As requested, Bombard Mechanical proposes a credit price of Four Hundred Twelve Thousand, Five Hundred and Sixty Six Dollars (\$412,566.00) for deletion of the HVAC at the guest rooms being replaced by Suites levels T57 through T61. This proposal is based on the count of Thirty Three (33) Typical Rooms, Five (5) Junior Suites, Sixty Six (65) Studio Condos, Twenty (20) 1 Bedroom Condos, Three (3) 4 Bay Suites, and Six (6) 6 Bay Suites. This pricing is based on the Permit Drawings dated March 12, 2007 and the Letter from Ken McElfresh dated October, 14 2008. This proposal is valid for Thirty days.

If you have any questions, comments, or further concerns, please feel free to contact me in our Fontainebleau Las Vegas job site office at (702) 732-0655, or on my cellular phone at (702) 491-1207.

Respectfully,

Gregory J. Booher,
Project Manager
Bombard Mechanical

cc: Angelo Iannucci (Bombard Mechanical)

EXHIBIT T-17

From: Ross, Cheryl
Sent: Tuesday, March 10, 2009 1:31 PM
To: McElfresh, Roger; Ambridge, Robert
Subject: Additional Details for Bombard Mechanical Negotiations
Attachments: 10200 Bombard Mechanical Commitment Log.pdf; 10200 COR - Bombard Mechanical COR Revised Room Matrix Top 5 .pdf

I just got a copy of the Change Order request for the disputed item. They clearly wrote the COR as a deduct, not an add. Their log is incorrect. Attached is a copy of their COR for the Revised Top 5 Room Matrix.

Also attached is the Commitment log showing what has been written to Bombard Mechanical at this point and the payments made.

-----Original Message-----

From: McElfresh, Roger
Sent: Tuesday, March 10, 2009 10:09 AM
To: Ross, Cheryl
Subject: Re: Bombard Mechanical

Thanks

-----Original Message-----

From: Ross, Cheryl
To: McElfresh, Roger; Ambridge, Robert
Sent: Tue Mar 10 12:58:19 2009
Subject: Bombard Mechanical

I had the file open when I sent it; therefore it may be locked. Here it is again.

Cheryl Ross

Turnberry West Construction, Inc.

2755 Las Vegas Blvd S

Las Vegas, NV 89109

(702) 495-7360 FAX (702) 495-7366

Direct Line (702) 495-7357

E-mail: cross@turnberryltd.com

EXHIBIT T-18

Turberry West Construction, Inc.
Tower POC Log
April 30, 2009

POC #	Cost Code	Subcontractor	Description	March 09 ACR
500	08-100	Arch Materials	Custom Shower Enclosure T1 - T17 Typical Guestroom	\$ 33,022.00
502	09-250	Aderholt	3.5 Bay drywall additions (T57-T61 only)	\$ 291,129.00
502	09-701	Geo-Cell Solutions	Add Acoustical Underlayment in 5 additional 3.5 bay suites on levels T57-T61	\$ 3,631.00
502	09-900	Upgrades	Revised Room Matrix Top 5 Floors 3.5 Bay Suite - ROM	\$ 625,000.00
502	09-900	Upgrades	Revised Room Matrix Top 5 Floors Typical Room - ROM	\$ 1,809,800.00
502	09-900	Upgrades	Revised Room Matrix Top 5 Floors Center Suite - ROM	\$ 500,000.00
502	09-900	Upgrades	Revised Room Matrix Top 5 Floors Public Area - ROM	\$ 250,000.00
511	09-250	Aderholt	Re-finish bathroom ceilings after moving lights to line-up light & shower head in rooms	\$ 42,817.00
512	09-250	Aderholt	Drop safe rough opening in ADA units from levels T18 down to T1. RFI# 680	\$ 14,121.00
515	09-250	Aderholt	Top 5 Floors 6, 6.5, 7 Bay Suite Upgrades - Credit Yet to Write	\$ (1,170,230.00)
515	09-250	Aderholt	Top 5 Floors 6, 6.5, 7 Bay Suites - Add Back Shaft Construction	\$ 290,355.00
515	09-250	Aderholt	Top 5 Floors 6, 6.5, 7 Bay Suites - Add Back Floor Layout	\$ 75,619.00
515	15-400	Desert Plumb	Top 5 Floors 6, 6.5, 7 Bay Suite Plumbing and Addt. Roof drains	\$ 851,000.00
515	16-200	Bombard Elect	Top 5 Floors 6, 6.5, 7 Bay Suite Delta 19 Rev	\$ 878,413.00
515	16-200	Bombard Elect	Top 5 Floors 6, 6.5, 7 Bay Suite Delta 20 Rev	\$ 3,820,408.00
515	16-200	Bombard Elect	Top 5 Floors 6, 6.5, 7 Bay Suite Delta 21 Rev	\$ 839,490.00
515	17-070	Auslin General	Top 5 Floors 6, 6.5, 7 Bay Suite Upgrades - (Commitments already written)	\$ (1,414,654.00)
515	17-070	Auslin General	Top 5 Floors 6, 6.5, 7 Bay Suite Upgrades - (Yet to Write for Top 5 Architectural)	\$ 8,298,598.00
607	15-300	Desert Fire	Rev 18, 9/4/08, COR 26, dated 12/2/08	\$ 44,414.23
608	17-990	Various	Subcontractor Negotiation Credits	\$ (5,653,000.00)
608	17-990	Various	Rebid Selective Trades Credit	\$ (5,000,000.00)
				\$ 31,450,399.77
			Original Bank Budget	\$ 653,718,990.00
			Approved Changes Orders to Date	\$ 63,860,939.00
			Revised Contract Value	\$ 719,579,869.00
			Anticipated Costs to Complete Tower	\$ 31,450,399.77
			Total TOWER Projected Final	\$ 751,030,268.77

EXHIBIT NP-1

**The Fountainebleau Casino Resort
Las, Vegas, NV. 89109
Interior Build-Out
Lobby Sundries**



Date Updated: 2-Dec-10

NEVADA LICENSE NUMBERS

Date Printed: 2-Dec-10

Conceptual Estimate (Based on 100% DD drawings dated 10/31/01)

0066856 & 0071538

Time: 1:09 PM

SPEC SEC	DESCRIPTION	BUILD-OUT WORK	TOTAL COST	SF COST 1,030	REMARKS
1000	OWNER FURNISHED ITEMS / FF & E	\$0	\$0	\$0.00	
1400	TEMPORARY CONSTRUCTION	\$7,986	\$7,986	\$7.75	
3320	CONCRETE SLABS	\$32,641	\$32,641	\$31.69	
4400	STONE	\$45,023	\$45,023	\$43.71	
5500	MISCELLANEOUS METALS	\$8,500	\$8,500	\$8.25	
5800	ORNAMENTAL METALS	\$35,600	\$35,600	\$34.56	
6100	CARPENTRY & MILLWORK	\$67,858	\$67,858	\$65.88	
7100	WATERPROOFING	\$700	\$700	\$0.68	
7250	SPRAY ON FIREPROOFING PATCH ALLOWANCE	\$5,000	\$5,000	\$4.85	
7500	ROOFING	\$0	\$0	\$0.00	N/A
7900	JOINT SEALERS	\$2,000	\$2,000	\$1.94	
8100	DOORS & HARDWARE	\$5,225	\$5,225	\$5.07	
8300	OVER HEAD DOORS	\$0	\$0	\$0.00	N/A
8800	GLASS AND GLAZING	\$18,675	\$18,675	\$18.13	
9200	GYPSUM DRYWALL	\$39,312	\$39,312	\$38.17	
9300	TERRAZZO	\$23,450	\$23,450	\$22.77	
9600	RESILIENT FLOOR	\$6,465	\$6,465	\$6.28	
9900	PAINTING & WALLCOVERINGS	\$43,315	\$43,315	\$42.05	
10200	LOUVERS/ GRILLES	\$16,000	\$16,000	\$15.53	
10400	DIRECTORIES & SIGNAGE	\$0	\$0	\$0.00	FF & E - OF / OI
10900	BUILDING SPECIALTIES	\$1,950	\$1,950	\$1.89	
15200	PLUMBING	\$0	\$0	\$0.00	By Core & Shell Contractor
15300	FIRE PROTECTION	\$0	\$0	\$0.00	By Core & Shell Contractor
15500	HVAC	\$0	\$0	\$0.00	By Core & Shell Contractor
16000	ELECTRICAL	\$0	\$0	\$0.00	By Core & Shell Contractor
16750	LOW VOLTAGE & SPECIAL ELECTRICAL SYSTEMS	\$0	\$0	\$0.00	By Core & Shell Contractor
SUBTOTAL COST #1		\$359,699	\$359,699	\$349.22	
15.00%	CONTINGENCY	\$53,955	\$53,955	\$52.38	
	GENERAL CONDITIONS	\$85,000	\$85,000	\$82.52	
	OVER TIME / PREMIUM TIME	\$0	\$0	\$0.00	Excluded
SUBTOTAL COST #2		\$498,653	\$498,653	\$484.13	
	BUILDING PERMIT	\$0	\$0	\$0.00	By Turnberry
	ARCHITECT/ENGINEERS FEE	\$0	\$0	\$0.00	By Turnberry
	BOND ON SUBCONTRACTORS	\$0	\$0	\$0.00	
0.10%	GENERAL LIABILITY INSURANCE	\$503	\$503	\$0.49	
	BUILDERS RISK	\$0	\$0	\$0.00	By Turnberry
SUBTOTAL COST #3		\$499,157	\$499,157	\$484.62	
2.00%	FEE	\$9,983	\$9,983	\$9.69	
2.00%	FEE ON TWC AWARDS	\$4,120	\$4,120	\$4.00	Asummed MEP = \$200/sf
PRELIMINARY TOTAL BUDGET		\$513,260	\$513,260	\$498.31	

EXHIBIT NP-2

From: Patrick Wysocki
To: 'Kessler, Steven'; Sherry Nickel; 'Goodin, Benjamin'
CC: 'Jim Muer'
Sent: 3/11/2009 4:16:43 PM
Subject: Lobby Sundries Price Update with
Attachments: Lobby Sundries Price & VE Update 11-3-09-001.pdf; Lobby Sundries Price & VE Update 11-3-09-002.pdf; Lobby Sundries Price & VE Update 11-3-09.pdf

Attached is the updated pricing and VE for Lobby Sundries.

Please review and let me know if you have any questions.

Pat Wysocki
Colasanti Specialty Services
(313)567-0060

**The Fontainebleau Casino Resort
Las Vegas, NV. 89109
Interior Build-Out
Lobby Sundries**



Date Updated: 11-Mar-09

NEVADA LICENSE NUMBERS

Date Printed: 11-Mar-09

Estimate Based on Permit Drawings

0066666 & 0071538

Time: 4:06 PM

SPEC SEC	DESCRIPTION	BUILD-OUT WORK	TOTAL COST	SF COST 1,030	REMARKS
1000	OWNER FURNISHED ITEMS / FF & E	\$0	\$0	\$0.00	
1400	TEMPORARY CONSTRUCTION	\$7,986	\$7,986	\$7.75	
3820	CONCRETE SLABS	\$0	\$0	\$0.00	NIC w/Hotel Lobby Pricing
4400	STONE	\$55,458	\$55,458	\$53.84	
6500	MISCELLANEOUS METALS	\$8,500	\$8,500	\$8.25	
5800	ORNAMENTAL METALS	\$0	\$0	\$0.00	
8100	CARPENTRY & MILLWORK	\$306,588	\$306,588	\$297.66	
7100	WATERPROOFING	\$700	\$700	\$0.68	
7250	SPRAY ON FIREPROOFING PATCH ALLOWANCE	\$2,000	\$2,000	\$1.94	
7500	ROOFING	\$0	\$0	\$0.00	N/A
7900	JOINT SEALERS	\$0	\$0	\$0.00	
8100	DOORS & HARDWARE	\$0	\$0	\$0.00	
8300	OVER HEAD DOORS	\$0	\$0	\$0.00	N/A
8800	GLASS AND GLAZING	\$0	\$0	\$0.00	
9200	GYPSUM DRYWALL	\$35,658	\$35,658	\$34.62	
9300	TERRAZZO	\$8,678	\$8,678	\$8.43	
9600	RESILIENT FLOOR	\$4,168	\$4,168	\$4.05	
9900	PAINTING & WALLCOVERINGS	\$7,950	\$7,950	\$7.72	
10200	LOUVERS/ GRILLES	\$0	\$0	\$0.00	
10400	DIRECTORIES & SIGNAGE	\$0	\$0	\$0.00	FF & E - OF / OI
10900	BUILDING SPECIALTIES	\$1,950	\$1,950	\$1.89	
15200	PLUMBING	\$0	\$0	\$0.00	By Core & Shell Contractor
15300	FIRE PROTECTION	\$0	\$0	\$0.00	By Core & Shell Contractor
15500	HVAC	\$0	\$0	\$0.00	By Core & Shell Contractor
16000	ELECTRICAL	\$0	\$0	\$0.00	By Core & Shell Contractor
16750	LOW VOLTAGE & SPECIAL ELECTRICAL SYSTEMS	\$0	\$0	\$0.00	By Core & Shell Contractor
SUBTOTAL COST #1		\$439,634	\$439,634	\$426.83	
5.00%	CONTINGENCY	\$21,982	\$21,982	\$21.34	
	GENERAL CONDITIONS	\$85,000	\$85,000	\$82.52	
	OVER TIME / PREMIUM TIME	\$0	\$0	\$0.00	Excluded
SUBTOTAL COST #2		\$546,616	\$546,616	\$530.70	
	BUILDING PERMIT	\$0	\$0	\$0.00	By Turnberry
	ARCHITECT/ENGINEERS FEE	\$0	\$0	\$0.00	By Turnberry
	BOND ON SUBCONTRACTORS	\$0	\$0	\$0.00	
0.10%	GENERAL LIABILITY INSURANCE	\$652	\$652	\$0.64	
	BUILDERS RISK	\$0	\$0	\$0.00	By Turnberry
SUBTOTAL COST #3		\$547,168	\$547,168	\$531.23	
2.00%	FEE	\$10,943	\$10,943	\$10.62	
2.00%	FEE ON TWC AWARDS	\$4,120	\$4,120	\$4.00	Assumed MEP = \$200/sf
PRELIMINARY TOTAL BUDGET		\$662,231	\$662,231	\$645.86	

EXHIBIT NP-3

From: Jeff Ashley
To: Louis DeSantis
CC: Sherry Nickel; Kenneth Gritter; 'Lisa Teal'; 'Eddie Cervantes'; Leonard Bergman
Sent: 2/18/2009 5:56:06 PM
Subject: RE: N. Podium Sundries Shop Budget Source
Attachments: FW: FBR - East Lobby

Louis,

This is what Lisa sent me the other day when was asking the question regarding this area. I do not know why it was sent to Eddie. This is an area that is part of the base building (BWA). There needs to be coordination done in this area also, it is incomplete.....

Jeff Ashley / Sr. Project Manager

Fontainebleau Las Vegas

jashley@fontainebleau.com / fontainebleau.com

O 702 495 7078 / F 702 495 7070

101 Convention Center Drive P-100 / Las Vegas NV 89109

THE STAGE IS YOURS. LIVE YOUR PART.

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From: Louis DeSantis
Sent: Saturday, February 14, 2009 11:55 AM
To: Sherry Nickel; Jeff Ashley; Kenneth Gritter
Subject: Fw: N. Podium Sundries Shop Budget Source

When does sp issue the required dwgs? Is this area in yws' scope?

From: Deven Kumar
To: Ambridge, Robert
Cc: Louis DeSantis
Sent: Sat Feb 14 11:38:03 2009
Subject: RE: N. Podium Sundries Shop Budget Source
Bob,

I also talked to Louis about the remainder of the lobby space that leads to the bus area. He has Steelman currently taking there finishes from the bus entry area into the connection area. Collins was doing this but there finishes were way more over the top and out of budget. With Steelman we can carry the finishes into the transition space with minimal budget impact.

From: Ambridge, Robert [mailto:BAmbridge@tumberry ltd.com]
Sent: Saturday, February 14, 2009 11:14 AM
To: Ruddock, Dan; Allen, Robin; Goodin, Benjamin; McElfresh, Kenneth; Angelo, James
Cc: Deven Kumar; Brian Turpin

Subject: N. Podium Sundries Shop Budget Source

Deven Kumar has told me that the buildout allowances(\$484/SF) for the FB retail shops was all inclusive of the N Podium sundry shop. Therefore there should be a transfer of some of the overall retail budget to the N. Podium to cover an allowance for the SF of that Sundry shop. Bob

Robert R. Ambridge
Sr. VP Development , Turnberry Ltd.
CEO Turnberry West Construction, Inc.
6623 Las Vegas Blvd., South
Suite 200
Las Vegas, NV 89119
bambridge@turnberryltd.com
702 836-9100 office
702 495-7364 Fontainebleau site office
702 596-2518 cell

EXHIBIT NP-4

EXHIBIT NP-5

From: Brian Wirsch [brian.wirsch@d2icreative.com]
Sent: Thursday, January 22, 2009 4:33 PM
To: Russo, Glen; Doherty, David
Cc: Hugh Hughes; J. Wickham Zimmerman; J. Wickham Zimmerman; Reagan F. Berry; Tony Wilson; Kevin Nanney; Eric Wirsch; Amanda Berezay
Subject: Fontainebleau Water Features - Original Scope Letter & Turnberry Proposal for Revised Plans
Attachments: Scope of Work T and R - 4-17-07.pdf; Turnberry Budget Proposal - 1-22-09.pdf

Glen:

Please find the attached copy of the scope letter that we originally provided Tracy and Ryder for the Contract. This will correspond with the pricing breakdown on the left side of the breakdown sheet we provided this morning.

I also prepared a budget proposal reflecting the changes made through November 26, 2008. This scope would correspond with the pricing breakdown on the right side of the breakdown sheet provided this morning.

I hope that all of this information is of assistance to you. Let us know if you have any questions or require additional information.

Thanks,

Brian L. Wirsch
Manager – Water Feature and Rockwork Technology
KHS&S Contractors, Inc.
5109 E. La Palma Ave., Suite A
Anaheim, CA 92807
Phone (Direct): (714) 455-1253
Fax (Direct): (714) 455-1253
Cell: (714) 981-4047
e-mail: brianw@khss.com



January 22, 2009

Mr. Glen Russo
 Turnberry West Construction, Inc.
 2755 Las Vegas Boulevard South
 Las Vegas, NV 89109

Via: E-Mail: grusso@turnberryltd.com

**Re: Fontainebleau – Revised Water Feature Proposal
 Las Vegas**

Dear Glen:

KHS&S Contractors, Inc. is pleased to submit our revised budget proposal for the above referenced project. This estimate is based on the revised Permit Issue set of drawings, prepared by Lifescapes International, dated September 19, 2008, as amended by the Owner's Red-Lined comments along with revised sketches of the Overlook/Trellis Feature(s) provided by Lifescapes, dated November 26, 2008 and updated information regarding acceptable weights at the Overlook/Trellis Feature(s) and Europool Fountain, provided by the Structural Engineer on November 25, 2008. Pricing is subject to the scope of work and qualifications that follow. This letter supersedes our previous proposal reflecting our base contract dated April 17, 2007.

TOTAL REVISED BUDGET

\$ 10,644,331.00

Budget Breakdown: (See Additional Breakdown dated 1-22-09)

I. Ground Level Water Features	\$ 5,223,009.00
II. Ground Level Stainless Steel Planter Cladding @ VIP Drop-off	\$ 100,679.00
III. Hospitality Deck Level Water Feature	\$ 995,165.00
IV. Pool Deck Level Water Features	\$ 4,325,478.00

Alternate Pricing at Pool Café:

1. Add LED lighting below interior edge of the cantilevered wall cap of the Pool Café Water Feature including power supplies, conduit runs, MCC panel upgrades and hook-ups. Current Turnberry direction has removed the lighting shown on the drawings prepared by Jeffrey Beer International from the scope of work. (536 LF)
- ADD** **\$ 215,175.00**

Turnberry West Construction, Inc.
Fontainebleau - Revised Water Feature Proposal
January 22, 2009
Page 2

Scope of Work:

I. Ground Level Water Features

- A. Feature #1N: North Porte Cochere Concrete Wall w/ Light Slits
Not included in water feature scope – It is understood that pricing for this feature has been submitted directly to the Owner by others.
- B. Feature #10N: North Porte Cochere Entry Sign w/ Water Feature (237 SF/86 LF Perimeter)
1. Structure
 - a. Design of the fountain structure.
 - b. Layout, form, place reinforcing steel and place concrete for fountain perimeter receiving trough, floors and walls. Elevate the perimeter walls of the low pool/trough 6" above the finished adjacent sidewalk per ADA requirements. (237 SF)
 - c. Membrane. (876 SF)
 - d. Tile at the weir wall. (447 SF)
 - e. Sign wall framing with stainless steel trims. (54 LF x 12' tall average)
 - f. Glass sign wall panels for 2-sided viewing. (1,296 SF)
 2. Mechanical
 - a. Pre-cast concrete surge tank with access hatch to be located within the planter island adjacent to the light slit wall. (Shared with Entry Feature)
 - b. Design and installation of fountain circulation and filtration and water quality systems for circulation flow characteristics of 1,012 GPM and filtration system flow characteristics of 52 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
 3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time-clock control, motor starters, GFI circuitry for underwater lighting and pumps.
 - b. Wind control device. (Shared w/ Entry Feature)
 - c. Provide a total of fifteen (15) LED lights with power supplies at the base of the sign walls with underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - d. Provide a total of fifteen (15) LED lights with power supplies at the base of the weir with underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - e. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps, lights and equipment.
 3. Fountain Start-Up.
- C. Feature #11N: North Porte Cochere Entry Water Feature (1,108 SF/248 LF Perimeter)
1. Structure
 - a. Design of the fountain structure.
 - b. Layout, form, place reinforcing steel and place concrete for fountain perimeter receiving trough, floors and walls. Perimeter walls of the low pool to be elevated 6" above the finished adjacent sidewalk per ADA requirements. (1,108 SF)
 - c. Membrane. (1,949 SF)

Turnberry West Construction, Inc.
Fontainebleau - Revised Water Feature Proposal
January 22, 2009
Page 3

Scope of Work continued:

- d. Black granite tile at the zero edge weir wall. (607 SF)
 - e. Water wall framing with stainless steel trims. (110 LF x 24' tall)
 - f. Glass water wall panels. (2,640 SF)
 - g. Glass diffusion panels at the base of the water walls in the upper reservoir. (900 SF)
 - h. Stainless steel nozzle enclosure at the top of the glass water wall. (1,984 SF)
2. Mechanical
 - a. Pre-cast concrete surge tank with access hatch to be located within the planter island adjacent to the light slit wall.
 - b. Design and installation of fountain circulation and filtration and water quality systems for circulation flow characteristics of 1,656 GPM and filtration system flow characteristics of 52 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time-clock control, motor starters, GFI circuitry for underwater lighting and pumps.
 - b. Wind control device.
 - c. Provide a total of sixty nine (69) LED lights with power supplies at the base of the water walls with underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - d. Provide a total of seventy three (73) LED lights with power supplies at the base of the zero edge weir with underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - e. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps, lights and equipment.
 4. Fountain Start-Up.
- D. Feature #11S: South Entry Water Feature (432 SF/107 LF Perimeter)
1. Structure
 - a. Layout, excavate for fountain footings, form, place reinforcing steel and place concrete for fountain collection trough floor and perimeter walls; weir walls x 2'9" high and an elevated source pool. (432 SF)
 - b. Black granite on weir wall and floor of the elevated source pool. (927 SF)
 - c. Membrane. (1,824 SF)
 - d. Dry set cobble on top of the lower trough. (107 SF)
 - e. Wall cap. (107 LF)
 2. Mechanical
 - a. Design and installation of fountain circulation and filtration and water quality systems for circulation flow characteristics of 1,000 GPM and filtration system flow characteristics of 53 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
 3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time-clock control, motor starters, GFI circuitry for underwater lighting.

Turnberry West Construction, Inc.
Fontainebleau - Revised Water Feature Proposal
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Scope of Work continued:

- b. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps and equipment.
 4. Fountain Start-Up
- II. Ground Level Stainless Steel Planter Cladding @ VIP Drop-off
- A. Feature #19: Stainless Steel Planter Wall @ Guest Drop-off (154 LF Perimeter)
 1. Structure
 - a. Stainless steel veneer on the exterior face of the FRP planter perimeter. (154 SF)
- III. Hospitality Deck Level Water Feature
- A. Feature #8: Spa Fountain Package (**REMOVED FROM SCOPE**)
 - B. Feature #10: Fire Wall Basin (847 SF/268 LF Perimeter)
 1. Structure
 - a. Layout, excavate for fountain footings, form, place reinforcing steel and place concrete for fountain floor and low perimeter walls. (847 SF)
 - b. Three (3) framed water columns with tile veneer, stainless steel veneer on the face and cap of the "Louver Panel Frame". (76 LF x Stepped from 8'8" to 11'8" tall)
 - c. "3-Form" panel system. (16 each x 4' wide)
 - d. Stone veneer at the side panels of the water columns. (497 SF)
 - e. Tiled inside and outside faces of the perimeter low pool wall and inset behind the louvered panel system. (2,000 SF)
 - f. Brushed stainless steel veneer on the face and cap of the Louvered Panel Frame. (726 SF)
 - g. Membrane. (1,286 SF)
 2. Mechanical
 - a. Design and installation of fountain circulation and filtration and water quality systems for circulation flow characteristics of 135 GPM and filtration system flow characteristics of 75 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
 - b. Fire effects in evenly spaced in the low pool. (4 Each)
 3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time-clock control, motor starters, GFI circuitry for underwater lighting.
 - b. Wind control device.
 - c. Provide a total of three (3) 250 watt underwater lights set at the base of the water walls with underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - d. Provide a total of twenty (20) LED back lights set at the base of the "3 Form" wall panels with power supplies, junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - e. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps, lights and equipment.

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Scope of Work continued:

4. Fountain Start-Up

C. Feature #12: Fire Pit (**REMOVED FROM SCOPE**)

D. Hospitality Deck Bench (**REMOVED FROM SCOPE**)

III. Area 3 – Level 4 Features

A. Feature #2: Water Wall Feature @ Trellis (220 SF/118 LF Perimeter)
(**COMBINED W/ ENTRY OVERLOOK AS ONE "SYSTEM"**)

1. Structure

- a. Metal framed water wall structures with densglas, ice & water shield and second layer of densglass. (Four (4) structures at 5' wide x 10' tall.) (See Entry Overlook for low pool and weir statistics)
- b. Basalt stone tiled water wall veneer, both sides. (598 SF).
- c. Membrane. (598 SF)
- d. Stainless steel "Frame" at water chain windows. (3 EA)

2. Mechanical

- a. Design and installation of the water wall and water chain circulation systems for circulation flow characteristics of 535 GPM, diffusion plates pump inlets, stainless steel distribution trough for the water chain feature, nine (9) water chain effects and stainless steel receiving pot for the water chain flows (3 EA). PVC pipe and fittings are to be used for all pipe runs.

3. Electrical/Lighting

- a. Provide MCC panel with main disconnect, time-clock control, motor starters, GFI circuitry for underwater lighting.
- b. Wind control device.
- c. Provide a total of nineteen (19) LED lights set at the base of the water walls with power supplies, underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
- d. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps, lights and equipment.

4. Fountain Start-Up

B. Feature #3: Hakkisan Water Feature: (**REMOVED FROM SCOPE**)

C. Feature #4: Fireplaces at the Europool: (96 LF)

1. Structure

- a. Layout, form, place reinforcing steel and place concrete for fireplace perimeter seat wall and cap. (40 LF)
- b. Framed back-up wall and fireplace structures. (424 SF)
- c. Stone veneer on the face of the fireplace back-up structure. (488 SF)
- d. Two (2) custom fire boxes, one sided viewing. (25 SF/EA)

2. Mechanical

- a. Fire effect in each fire place. (2 EA)

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Scope of Work continued:

3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, and controls for the fireplace electronic igniters and emergency sensors. (1 EA)
 - b. Wind control device.
 - c. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps, lights and equipment.
 4. Fireplace Start-Up
- D. Feature #6: Water and Fire Element @ Europool (38 SF/22 LF Perimeter))
1. Structure
 - a. Metal framed fountain walls, pan and pedestal with stainless steel and welded seams.
 - b. Spun stainless steel fountain bowl within the center of the fountain. (1 EA)
 - c. Membrane. (145 SF)
 - d. Glass cobble cover over the floor surface of the upper bowl. (10 SF)
 - e. Tiled low pool floor and visual footage of the interior pedestal wall and perimeter wall. (33 SF)
 - f. Pre-cast concrete perimeter wall cap and veneer. (26 LF)
 2. Mechanical
 - a. Design and installation of fountain circulation and filtration and water quality systems for circulation flow characteristics of 104 GPM to the weir and filtration system flow characteristics of 45 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
 - b. Fire effect. (1 Each)
 3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time clock, motor starters, GFI circuitry for fountain pump and equipment and controls for the fireplace electronic igniters and emergency sensors. (1 EA)
 - b. Wind control device.
 - c. Provide a total of four (4) LED lights in the low pool as up-lights to the bowl with power supplies, underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - d. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pump, equipment and fire effects.
 4. Fountain Start-Up
- E. Feature #7: Entry Overlook Water Feature (360 SF/233 LF Perimeter)
(COMBINED W/ TRELLIS FEATURE AS ONE "SYSTEM")
1. Structure
 - a. Metal framed fountain wall and pan structure with stainless steel pans and sheeting with welded seams carrying the theme of the original overlook style water wall through the entire weir length of both features. (202 LF)
 - b. Basalt tile on the interior face of wall and on the waterfall walls. (697 SF).
 - c. Membrane. (594 SF)
 - d. Cobble cover over the floor surfaces of the pools. (424 SF)

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Scope of Work continued:

2. Mechanical
 - a. Design and installation of fountain circulation and filtration and water quality systems for circulation flow characteristics of 2,222 GPM to the weir and 285 GPM to the nozzle pots and filtration system flow characteristics of 61 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
 - b. Vertical fountain nozzles each set within a stainless steel pot/weir. (10 EA)
 - c. Floating fire on the surface of the upper pool. (1 Each)
 3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time-clock control, motor starters, GFI circuitry for underwater lighting.
 - b. Wind control device.
 - c. Provide a total of sixty three (63) LED lights with power supplies, underwater junction boxes, re-enterable potting compound, conduit runs, wiring and hookups.
 - d. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps, lights and equipment.
 - e. Show control and programming for lights.
 4. Fountain Start-Up
- F. Feature #8: Sunken Water Feature/Fire Pit – 2 Each: **(REMOVED FROM SCOPE)**
- G. Feature #10: Pool Café Reflecting Pool (4,280 SF/389 LF Perimeter)
1. Structure
 - a. Layout, form, place reinforcing steel and place concrete for fountain floor and walls. Perimeter walls shall be set at an elevation 19" above finished grade. (4,280 SF)
 - b. Porcelain tile on the exposed exterior at interior faces of wall and wall cap. (1,118 SF)
 - c. Membrane. (6,602 SF)
 - d. Dry set cobble cover over the floor surfaces of the pools. (4,280 SF)
 2. Mechanical
 - a. Design and installation of fountain filtration and water quality systems for filtration system flow characteristics of 200 GPM, diffusion plates pump inlets, automatic water level control device with manual bypass and overflow and drain. PVC pipe and fittings are to be used for all pipe runs.
 3. Electrical/Lighting
 - a. Provide MCC panel with main disconnect, time-clock control, motor starters. (1 EA)
 - b. Conduit runs, wiring and hookups from the water feature control panel in the main equipment room to the feature pumps and equipment.
 4. Fountain Start-Up
- H. Feature #12: Infinity Edge Bar Water Feature: **(REMOVED FROM SCOPE)**
- I. Column Arch Feature @ Serenity Pool Entry: (311 SF Perimeter)
1. Finishes
 - a. Tile finishes on a framed structure provided by others. (311 SF)

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Scope of Work continued:

J. Art Feature Wall @ Serenity Pool Entry: (REMOVED FROM SCOPE)

Exclusions:

1. Core drilling or saw-cutting through existing slabs, grade beams, structures or footings.
2. Architectural design and civil, mechanical, electrical or structural engineering of non-water feature elements.
3. Survey, control points and elevation hubs.
4. Excavation in hard dig or calichi conditions.
5. Site pre-grading to +/- .10 FT and 95% compaction, soil imports or exports unless otherwise described in the body of this proposal.
6. Equipment rooms or vaults.
7. Swimming pools and spas.
8. Concrete/EIFS Walls at the North Porte Cochere.
9. Fountain or hardscape features not specifically mentioned in the scope of work detailed above.
10. F. F. & E.
11. Landscape lighting or architectural lighting.
12. Concrete decks, curbs, walks or walls unless mentioned above.
13. Planter pots, irrigation and drainage for planters in ponds, unless otherwise mentioned above.
14. Finishes outside the fountain proper unless otherwise mentioned above.
15. Landscape grading, soil amendments, irrigation or plant material.
16. Water Feature maintenance.
17. Bonds.

Qualifications:

1. KHS&S shall work with the Owner, Bergman Walls Architects and Lifescapes International to complete a working set of water feature construction documents commensurate to the interpretation of the plans provided for pricing. Construction shall proceed under a design/build format.
2. All work and stocking to be performed during normal working hours and in one continuous phase. Schedule must be mutually agreed upon prior to construction.
3. Work to be performed using union labor.
4. It is assumed that all features on the First Level Pool Deck are constructed on grade. All other features are estimated as being constructed on structure.
5. It is assumed that features #10 on the Hospitality Deck will be constructed within a bunker provided by others as it falls within the original layout provided within the Lifescapes drawings.
6. It is assumed that features #7 on the Pool Deck will be constructed within a bunker provided by others as it falls within the original layout provided within the Lifescapes drawings. It is further assumed that Feature #2 on the Pool Deck shall be constructed on the lower level created for the Pool Deck (-18") in order to create the depth required for the pool.
7. The Concrete/EIFS Wall with light slits shown at the North Porte Cochere are not included in this proposal as KHS&S understands that the Owner has solicited pricing directly from vendors.
8. The structure for the Entry Columns and Art Feature at the Serenity Pool shall be provided by others.
9. The primary building structure and or sub-grade conditions shall be designed, engineered and constructed with the capacity to support the load imposed by the water features.

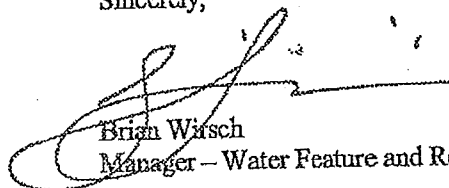
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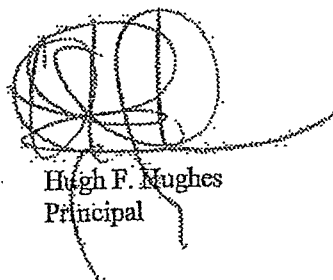
Qualifications continued:

10. Equipment rooms with appropriate fire sprinklers, drains, floor sinks, ventilation and working lights shall be provided by others.
11. Piping in equipment rooms or fire rated areas shall be Sch-80 PVC; pipe and fittings that are either encased in concrete or buried in grade shall be Sch-40 PVC and pipe and fittings that are located inside the building cavity shall be metallic.
12. Gas supply for the flame effects shall be provided to a point of connection within 50 feet of the feature by others. Supply piping shall be sized by the project engineer to accommodate the demands of the flame burners. Demand volumes to be provided to the project engineer by KHS&S's effects consultant. The Architect/Landscape Architect shall provide a location for the flame effect equipment/controls/sensors to be located within 50 feet of the feature.
13. Electrical supply of the appropriate phase, voltage and amperage to be provided to each of the water feature control panels at each location by others.
14. Water supply from a backflow prevention protected source to be provided to each feature by others.
15. Storm drain and sewer stubs to be brought to each feature and equipment room or vault by others for connection by KHS&S. Stubs to be supplied with "P-Trap Primers".
16. Sufficient water, power, lighting, parking and trash bins to be supplied and maintained by others at no cost to KHS&S.
17. Commissioning of the fountain shall include start-up and initial conditioning of water, operation and maintenance manuals for each feature and the training of Owner's personnel in the operation of fountain activities.
18. KHS&S has provided a cost breakdown for your information and reserves the right to negotiate any considerations to modifying the scope of work included within this proposal.
19. This budget proposal is valid for thirty (30) days.

Thank you for the opportunity to provide Turnberry West Construction, Inc. with this revised design-build budget proposal. If you have any questions or require additional information, please do not hesitate to call.

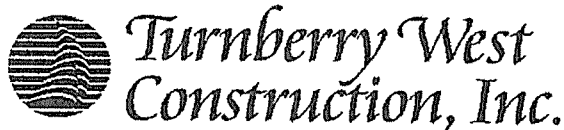
Sincerely,


Brian Wirsch
Manager - Water Feature and Rockwork Technology Group


Hugh F. Hughes
Principal

BW/ab

EXHIBIT GC-1



SOUTHERN NEVADA PAVING, INC.

EXHIBIT B

Wet 'n Wild
SCOPE OF WORK

DIVISION 2 – Demolition, Grading and Paving

April 12, 2007
Revised June 8, 2007

Contract Amount - \$1,429,832.00

This is "Exhibit B" to the Subcontract Agreement, between Turnberry West Construction Inc., herein known as "Contractor", and Southern Nevada Paving, Inc., herein known as "Subcontractor".

- Provide Demolition, Grading and Paving work complete and as directed by Turnberry West Construction, Inc. All work shall be in keeping with good construction practices and any and all applicable codes and ordinances

Wet 'n Wild – Scope of Work Breakdown

Cost Code

Site Preparation including:

02-100

- Demolition, Rough Grading & Export
- Furnish & Install Base & Paving for parking lot
- Dig/backfill for phone lines & electrical lines

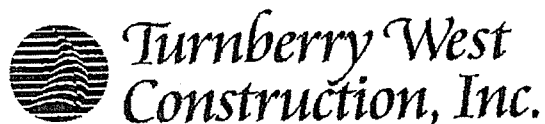
TOTAL

\$1,429,832.00

In addition to the foregoing, it is further understood and agreed that this subcontract also includes the furnishing and installation of the below listed items regardless of whether or not they are in the above specification sections, or any other specification section, or shown on the plans.

Demolition/Grading

1. Subcontractor shall lay out the limits of demolition before starting work. Damage outside these limits due to Subcontractor's operations is the responsibility of the Subcontractor. Subcontractors shall fully familiarize themselves with the site and all existing conditions and notify Contractor immediately of any potential cost impacts.
2. Subcontractor shall remove all existing structures, paving, curbs, appurtenances, debris, etc. from site. Demolition includes the buildings, trees and other vegetation and all export of excess soil not required for site leveling. Subcontractor shall dispose of all debris in a timely fashion. Subcontractor is responsible for all hauling, flagmen, permitting, dump fees and environmental fees.
3. Subcontractor shall remove utilities designated for removal and protect utilities to remain. Cut and capping of utilities will be by Contractor. Subcontractor shall contact contractor and local utility location service prior to starting work.



SUBCONTRACT AGREEMENT PROJECT DETAILS

OWNER: Fontainebleau Las Vegas, LLC
2827 Paradise Road, 4th Floor
Las Vegas, NV 89109
(702) 495-8010 FAX (702) 495-8011

SUBCONTRACTOR: Southern Nevada Paving, Inc.
3920 W. Hacienda Avenue
Las Vegas, NV 89118
(702) 876-5226 FAX (702) 876-6808

ARCHITECT: Bergman Walls Associates
2965 S. Jones Blvd., Suite C
Las Vegas, NV 89146
(702) 940-0000 FAX (702) 940-0001

SCOPE: Demolition, Grading and Paving - Wet-N-Wild

DATE: 6/12/2007

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No.	Description
1	Table of Contents
2	Subcontract Agreement
3	Exhibit "A" - The Site" Legal Description
4	Exhibit "B" - Scope of Work
5	Exhibit "C" - Subcontract Documents
6	Exhibit "D" - Description of Quality Control Program
7	Exhibit "E" - Project Schedule
8	Exhibit "F" - Project Safety Manual
9	Exhibit "G" - Schedule of Values
10	Exhibit "H" - Insurance Requirements
11	Exhibit "H-1" - OCIP Insurance Manual
12	Exhibit "I" - General Requirements
13	Exhibit "J" - Responsibility Matrix
14	Exhibit "K" - Sample Forms

M
Bj-7
DB

EXHIBIT GC-2



Turnberry West Construction, Inc.

APPROVAL FORM

Project #: 11300 Project Name: Wet-n-Wild Request Date: 12/31/07

Purchase Order
 Change Order
 Field Directive
 Contract

Cost Code: 02-100 Cost Code Description: Sitework Preparation
 Cost Code: _____ Cost Code Description: #N/A

Company: Sunrise Utilities, LLC Contact Name: Tom Gallina

Budget Variance Analysis

Original Budget	\$ -
Approved Revisions	\$ -
Current Revised Forecast	\$ -
Original Commitment	\$ 1,452,352.00
Additional Commitments** to	\$ 65,014.90
Total Committed to Date	\$ 1,517,366.90
Current Commitment Request	\$ (687.00)
Total	\$ 1,516,679.90
Anticipated Costs to Complete	\$ -
Anticipated Final	\$ 1,516,679.90
Variance to Current Revised Budget	\$ (1,516,679.90)

CR 12/01

DESCRIPTION OF PRODUCTS / SERVICES

CO #03 - FWD #113SUN021001
Final OCIP Deduct

APPROVALS

Bill Tuve

Bill Tuve - Project Manager

1/2/08

Date

Don Byrd

Don Byrd - Project Executive

1/02/08

Date

Roger McElfresh - President/COO

Date

Robert Ambridge - CEO

Date

11300 West-n-Wild Demo & Buildout

REPORT LOGIC:	BUDGET			PROJECTIONS			VARIANCES			COMMITMENTS (Jobs & Subcontracts)			COSTS	
	Original Budget	Approved Revisions	Current Budget	Anticipated to Complete	Anticipated Final Cost	Original Budget to Anticipated Final Cost	Current Budget Final Cost	Original Commitments	Approved Change Orders	Total Committed	Original Commitments	Approved Change Orders	Total Committed	Spent To Date
	(A)	(B)	(C=A+B)	(D)	(E=C+D)	(F=A-E)	(G=C-E)	(H)	(I)	(J=H+I)	(K)	(L=K+I)	(M)	(N)
01-160 Permits & Fees	0	625	625	0	625	(625)	0	0	0	0	0	0	0	625
01-640 Temporary Fencing & Signs	0	47,094	47,094	0	47,094	(47,094)	0	0	0	0	0	0	0	47,094
01-990 General Conditions Contingency	0	(1,555,759)	(1,555,759)	0	(1,555,759)	1,555,759	0	0	0	0	0	0	0	0
Division Total:	0	(1,508,040)	(1,508,040)	0	(1,508,040)	1,508,040	0	0	0	0	0	0	0	47,719
02-050 Demolition	0	23,734	23,734	0	23,734	(23,734)	0	0	0	0	0	0	0	23,734
02-080 Asbestos Abatement	0	7,505	7,505	0	7,505	(7,505)	0	0	0	0	0	0	0	7,505
02-100 Site Preparation	0	1,476,605	1,476,605	0	1,476,605	(1,476,605)	0	1,452,352	65,015	1,517,367	0	1,468,1	1,468,1	1,468,1
02-500 Pavement Markings	0	195	195	0	195	(195)	0	0	0	0	0	0	0	195
Division Total:	0	1,508,040	1,508,040	0	1,508,040	(1,508,040)	0	1,452,352	65,015	1,517,367	0	1,500,292	1,500,292	1,500,292
Total:	0	0	0	0	0	0	0	1,452,352	65,015	1,517,367	0	1,548,011	1,548,011	1,548,011
Area: 998 OCIP	0	0	0	0	0	0	0	0	(687)	(687)	0	0	0	0
20-900 OCIP	0	0	0	0	0	0	0	0	(687)	(687)	0	0	0	0
Division Total:	0	0	0	0	0	0	0	0	(687)	(687)	0	0	0	0
Area: 998 OCI Total:	0	0	0	0	0	0	0	0	(687)	(687)	0	0	0	0
Job Totals:	0	0	0	0	0	0	0	1,452,352	64,328	1,516,680	0	1,548,011	1,548,011	1,548,011
Report Totals:	0	0	0	0	0	0	0	1,452,352	64,328	1,516,680	0	1,548,011	1,548,011	1,548,011

12-31-2007
 System Date: 12-31-2007
 System Name: P101 W

Budget Summary 1
 Compares Variances of Budget to Anticipated Costs

Turnberry West Construction, Inc.
 11300 Wet-n-Wild Demo & Buildout

REPORT LOGIC:	BUDGET		PROJECTIONS		VARIANCES			COMMITMENTS (FOI & Subcontracts)			COSTS	
	(A)	(B)	(C=AB)	(D)	(E=A-E)	(F=B-E)	(G=C-E)	(H)	(I)	(J=K-I)	Job Costs	Spent to Date
01-168 Permits & Fees	0	625	625	0	(625)	0	0	0	0	0	625	625
01-640 Temporary Fencing & Signs	0	47,094	47,094	0	(47,094)	0	0	0	0	0	47,094	47,094
01-990 General Conditions Contingency	0	(1,555,759)	(1,555,759)	0	1,555,759	0	0	0	0	0	0	0
Division Total:	0	(1,508,040)	(1,508,040)	0	1,508,040	0	0	0	0	0	47,719	47,719
02-050 Demolition	0	23,734	23,734	0	(23,734)	0	0	0	0	0	23,734	23,734
02-100 Precast Retention	0	7,508	7,508	0	(7,508)	0	0	0	0	0	7,508	7,508
02-100 Site Preparation	0	1,476,605	1,476,605	0	(1,476,605)	0	0	1,452,352	65,015	1,517,367	1,458,136	1,458,136
02-580 Pavement Markings	0	196	196	0	(196)	0	0	0	0	0	196	196
Division Total:	0	1,508,040	1,508,040	0	(1,508,040)	0	0	1,452,352	65,015	1,517,367	1,500,292	1,548,011
Total:	0	0	0	0	0	0	0	1,452,352	65,015	1,517,367	1,548,011	1,548,011
20-500 OCEP	0	0	0	0	0	0	0	0	(687)	(687)	0	0
Division Total:	0	0	0	0	0	0	0	0	(687)	(687)	0	0
Area 998 OCE Total:	0	0	0	0	0	0	0	0	(687)	(687)	0	0
Job Total:	0	0	0	0	0	0	0	1,452,352	64,328	1,516,680	1,500,292	1,548,011
Report Totals:	0	0	0	0	0	0	0	1,452,352	64,328	1,516,680	1,548,011	1,548,011

Commitment Is By Vendor

Included are Commitments Released to Accounting

Turnberry West Cr OR, Inc,

Include Closed Jobs: No
 Include Closed Commitments: No

Commitment #	Job Area	Cost Code	Cost Cat	Description	Original Amount	Approved Changes	Revised Contract	Pending Changes	Amount Invoiced	Amount Paid	Retained	Balance
DESEL001	DESERT PLUMBING & HEATING	02-100 S	Batch Plant 2" Waterline		15,600.00	.00	15,600.00	.00	7,852.00	7,593.00	259.00	7,748.00
113DESO21001	11300		Vendor Totals:		15,600.00	.00	15,600.00	.00	7,852.00	7,593.00	259.00	7,748.00
SOURNEV01	SOUTHERN NEVADA PAVING, INC.	02-100 S	Demo/Grade/Pave Wet-n-Wild		1,429,832.00	47,002.90	1,476,834.90	.00	1,443,532.00	1,371,355.00	72,177.00	33,302.90
113SNRP21001	11300		Vendor Totals:		1,429,832.00	47,002.90	1,476,834.90	.00	1,443,532.00	1,371,355.00	72,177.00	33,302.90
SUNRUT01	SUNRISE UTILITIES, LLC	02-100 S	Storm Drainage Repair		6,920.00	18,012.00	24,932.00	.00	17,473.00	15,725.70	1,747.30	7,459.00
113SUNR021001	11300		Vendor Totals:		6,920.00	18,012.00	24,932.00	.00	17,473.00	15,725.70	1,747.30	7,459.00
Report Totals:					1,452,352.00	65,014.90	1,517,366.90	.00	1,468,857.00	1,394,673.70	74,183.30	48,509.90

11300 Wet-a-Wild Demo & Buildout

Subcontract

11350021001

Storm Drainage Repair
 Excavation & Backfill for 2" PVC Waterline; 6" Fire ...
 Sunrise COR #2, 3, 4, 5
 Final OCIP Deduct

Original
 Amount

6,920.00

Pending
 Amount

.00
 .00
 .00
 .00

Approved
 Amount

17,325.00
 10,553.00
 7,458.00
 (687.00)

Revised
 Amount

24,245.00

Invoiced
 Amount

17,473.00

Retained
 Amount

1,747.30

Paid
 Amount

15,725.70

Report Totals

6,920.00*

.00*

17,325.00*

24,245.00*

17,473.00*

1,747.30*

15,725.70*

EXHIBIT GC-3

EXHIBIT C
Budget Report

FONTAINEBLEAU RESORT AND CASINO
LAS VEGAS, NV
Budget Report

28-May-07

SUMMARY REPORT

DESCRIPTION	PROJECT BUDGET	RETAIL BUDGET	TOTAL PROJECT BUDGET
Construction Costs	\$1,703,000,000	\$ -	\$1,703,000,000
FF&E/Qualification Costs	\$22,000,000	\$ -	\$22,000,000
FF&E/Sales Tax Benefit	\$(59,000,000)	\$ -	\$(59,000,000)
General Conditions/requirements/Hoisting Retail Shell and Contingency (Included in Construction cost above)	\$2,876,340,074	\$ -	\$2,876,340,074
	\$ -	\$ -	\$ -
Construction Sub Total	\$ 1,753,634,074	\$ -	\$1,753,634,074
Contingency (7%)	\$113,039,860	\$ -	\$113,039,860
Owners Insurance (GL, Bid's Risk)	\$ 40,000,000	\$ -	\$ 40,000,000
Construction Total	\$1,904,673,934	\$ -	\$1,904,673,934
Gaming FF&E	\$ 40,871,099	\$ -	\$ 40,871,099
Rooms FF&E	\$ 73,784,267	\$ -	\$ 73,784,267
Hotel and F&E Operating Equipment	\$ 49,081,957	\$ -	\$ 49,081,957
Kitchen Equipment	\$ 22,299,240	\$ -	\$ 22,299,240
Exterior Signage	\$ 26,532,720	\$ -	\$ 26,532,720
Common Area	\$ 28,665,812	\$ -	\$ 28,665,812
Entertainment	\$ 12,283,731	\$ -	\$ 12,283,731
A&G and Facilities	\$ 17,547,967	\$ -	\$ 17,547,967
IT	\$ 54,372,629	\$ -	\$ 54,372,629
FF&E / OS&E / Pre-opening / Total	\$ 325,439,422	\$ -	\$ 325,439,422
CONSTRUCTION & FF&E TOTAL	\$ 2,230,113,356	\$ -	\$ 2,230,113,356
Working Capital	\$ 14,077,125	\$ -	\$ 14,077,125
Pre-Opening	\$ 79,770,454	\$ -	\$ 79,770,454
Building Permits	\$41,103,374	\$ -	\$41,103,374
Design Costs / Consultants	\$69,658,600	\$ -	\$69,658,600
Retail T.A. / Leasing / Other	\$ -	\$ 62,000,000	\$ 62,000,000
Taxes, Legal, Other	\$ 22,052,103	\$ -	\$ 22,052,103
OTHER COSTS SUB TOTAL	\$ 225,661,656	\$ 62,000,000	\$ 287,661,656
		\$	
TOTAL DEVELOPMENT COST	\$2,455,775,012	62,000,000	\$ 2,517,775,012

EXHIBIT GC-4

2827 Paradise Road
 4th Floor
 Las Vegas, NV 89109
 Phone (702) 495-8010 FAX (702) 495-8011



OWNER CHANGE ORDER

Project:
General Conditions
 Fontainebleau Resorts, Las Vegas

CONTRACT: 10400
Change Order: 03
Date: 12/11/07

To Contractor:
Turnberry West Construction, Inc.
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109
 (702) 495-7360 FAX (702) 495-7366

~~The Contract is changed as follows:~~

Additional General Conditions Costs associated with the execution of Owner Change Order #06 for the Garage/Convention Center Project and Owner Change Orders 08 & 09. General Conditions are calculated at 5% of value of each Owner Change.

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed. This ADDITIVE change order is for the COMPLETE General Conditions COSTS associated with OCO #03.

Request #	Description	Amount
OCO #08	General Conditions for Podium OCO #08	\$ 51,823.86
OCO #09	General Conditions for Podium OCO #09	\$ 136,814.90
OCO #06	General Conditions for Garage OCO #06	\$ 33,038.40
Total Change \$		221,477.16

The Original Contract Amount was	\$	93,634,074.00
Net Change by previously authorized Change Orders through 02	\$	1,482,844.13
The Contract Amount prior to this Change Order was	\$	95,116,918.13
The Contract will be increased/decreased by this Change Order in the Amount of	\$	221,477.16
The New Contract Amount including this Change Order will be	\$	95,338,395.29

The Contract Time will be: Unchanged
 The date of Substantial Completion as of the date of this Change Order therefore is: 9/30/09

NOT VALID UNTIL SIGNED BY THE OWNER AND CONTRACTOR

Turnberry West Construction, Inc.
CONTRACTOR
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109

Fontainebleau Las Vegas, LLC
OWNER
 2827 Paradise Road, 4th Floor
 Las Vegas, NV 89109

 (Signature)

 (Signature)

By Roger McElfresh
 President and COO

By SUP of Development

Date 12-19-07

Date 12-19-07

EXHIBIT GC-5

Change Request

To: Fontainebleau Las Vegas
 2827 Paradise Road
 Las Vegas, NV 89109

Number: 354
Date: 12/8/08
Job: 10400 5-General Conditions
Phone:

Description: POC #16 - Transfer Elevator Operators, Mobile Cranes and Misc. Crane Maintenance to Projects

We are pleased to offer the following specifications and pricing to make the following changes:

Transfer Elevator Operator Budget from General Conditions Projects
 \$1,676,028 from 01-405 to Podium 18-405 Elevator Operators
 \$ 857,825 from 01-405 to Garage 18-405 Elevator Operators
 \$1,176,747 from 01-405 to Tower 18-405 Elevator Operators

Transfer Mobile Crane Budget from General Conditions to Projects
 \$199,505 from 01-410 to Podium 18-410 Mobile Cranes
 \$235,564 from 01-410 to Garage 18-410 Mobile Cranes
 \$264,931 from 01-410 to Tower 18-410 Mobile Cranes

Transfer Misc. Crane Maintenance/Welding from General Conditions to Tower
 \$100,000 from 01-415 to Tower 18-415 Misc. Crane Maint.

Work performed by subcontractors:		
Description	Subcontractor	Price
Elevator Operators - Transfer to Podium		\$-1,676,028.00
Elevator Operators - Transfer to Garage		\$-857,825.00
Elevator Operators - Transfer to Tower		\$-1,176,747.00
Mobile Cranes - Transfer to Podium		\$-199,505.00
Mobile Cranes - Transfer to Garage		\$-235,564.00
Mobile Cranes - Transfer to Tower		\$-264,931.00
Misc. Crane Maintenance/Weldin - Trans to Tower		\$-100,000.00
	Subtotal:	\$-4,510,600.00
	Subtotal:	\$-4,510,600.00
	Total:	\$-4,510,600.00

The schedule is not affected by this change.

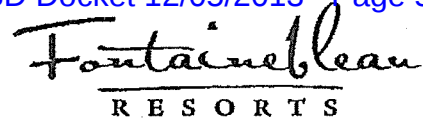
If you have any questions, please contact me at .

Submitted by: Turnberry West Construction

Approved by: _____
 Date: _____

c:

2827 Paradise Road
 4th Floor
 Las Vegas, NV 89109
 Phone (702) 495-8010 FAX (702) 495-8011



OWNER CHANGE ORDER

Project:
General Conditions
 Fontainebleau Resorts, Las Vegas

CONTRACT: 10400
Change Order: 15
Date: 12/8/08

To Contractor:
Turnberry West Construction, Inc.
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109
 (702) 495-7360 FAX (702) 495-7366

~~The Contract is changed as follows~~
 POC #16 Transfer Elevator Operator, Mobile Crane and Misc. Crane Maintenance/Welding Budgets to Podium, Garage & Tower - includes associated costs and corresponding OCIP for the Projects.

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed.

Change Request #	Description	Amount
POC #16	Transfer Elevator Operator Budget to Podium	\$ (1,676,028.00)
	Transfer Elevator Operator Budget to Garage	\$ (857,825.00)
	Transfer Elevator Operator Budget to Tower	\$ (1,176,747.00)
	Transfer Mobile Crane Budget to Podium	\$ (199,505.00)
	Transfer Mobile Crane Budget to Garage	\$ (235,564.00)
	Transfer Mobile Crane Budget to Tower	\$ (264,931.00)
	Transfer Misc. Crane Maintenance/Welding Budget to Tower	\$ (100,000.00)
Total Change		\$ (4,510,600.00)

The Original Contract Amount was	\$	93,634,074.00
Net Change by previously authorized Change Orders through 14	\$	(14,558,819.23)
The Contract Amount prior to this Change Order was	\$	79,075,254.77
The Contract will be increased/decreased by this Change Order in the Amount of	\$	(4,510,600.00)
The New Contract Amount including this Change Order will be	\$	74,564,654.77

The Contract Time will be:
 The date of Substantial Completion as of the date of this Change Order therefore is:

NOT VALID UNTIL SIGNED BY THE OWNER AND CONTRACTOR

Turnberry West Construction, Inc.
CONTRACTOR

2755 Las Vegas Blvd. S
 Las Vegas, NV 89109

(Signature) Robert H. Amador, CEO

By 12/30/08
 Date

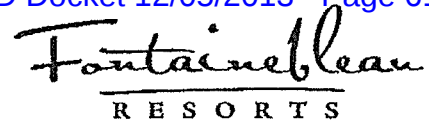
Fontainebleau Las Vegas, LLC
OWNER

2827 Paradise Road, 4th Floor
 Las Vegas, NV 89109

(Signature) D. Kuro

By SVP of Development
 Date 12/31/08

2827 Paradise Road
 4th Floor
 Las Vegas, NV 89109
 Phone (702) 495-8010 FAX (702) 495-8011



OWNER CHANGE ORDER

Project:

General Conditions
 Fontainebleau Resorts, Las Vegas

CONTRACT: 10400
 Change Order: 13
 Date: 9/10/08

To Contractor:

Turnberry West Construction, Inc.
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109
 (702) 495-7360 FAX (702) 495-7366

The Contract is Changed as follows:

Transfer Cranes & Hoisting to Podium Construction Project - includes associated Budget for Rented Equipment, Operator Hours and Erection and Dismantlement

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed.

Change Request #	Description	Amount
POC #12	Transfer Cranes/Hoisting Rented Equipment Budget to Podium Project	\$ (1,383,312.43)
	Transfer Cranes/Hoisting Operator Budget to Podium Project	\$ (1,602,748.09)
	Transfer Cranes/Hoisting Erection & Dismantlement Budget to Podium Project	\$ (626,884.73)
Total Change		\$ (3,612,945.25)

The Original Contract Amount was	\$	93,634,074.00
Net Change by previously authorized Change Orders through 12	\$	(13,251,630.63)
The Contract Amount prior to this Change Order was	\$	80,382,443.37
The Contract will be increased /decreased by this Change Order in the Amount of	\$	(3,612,945.25)
The New Contract Amount including this Change Order will be	\$	76,769,498.12

The Contract Time will be:
 The date of Substantial Completion as of the date of this Change Order therefore is:

NOT VALID UNTIL SIGNED BY THE OWNER AND CONTRACTOR

Turnberry West Construction, Inc.
CONTRACTOR

2755 Las Vegas Blvd. S
 Las Vegas, NV 89109

(Signature)

By R. Ambrascio
 Date 9/19/08

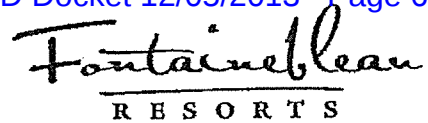
Fontainebleau Las Vegas, LLC
OWNER

2827 Paradise Road, 4th Floor
 Las Vegas, NV 89109

(Signature)

By SUP of Development
 Date 10/2/08

2827 Paradise Road
 4th Floor
 Las Vegas, NV 89109
 Phone (702) 495-8010 FAX (702) 495-8011



OWNER CHANGE ORDER

Project:
General Conditions
 Fontainebleau Resorts, Las Vegas

CONTRACT: 10400
Change Order: 12
Date: 9/10/08

To Contractor:
Turnberry West Construction, Inc.
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109
 (702) 495-7360 FAX (702) 495-7366

~~The Contract is changed as follows:~~

Transfer Cranes & Hoisting to Garage Construction Project - includes associated Budget for Rented Equipment, Operator Hours and Erection and Dismantlement

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed.

Change Request #	Description	Amount
POC #13	Transfer Cranes/Hoisting Rented Equipment Budget to Garage Project	\$ (695,865.50)
	Transfer Cranes/Hoisting Operator Budget to Garage Project	\$ (797,450.04)
	Transfer Cranes/Hoisting Erection & Dismantlement Budget to Garage Project	\$ (273,279.93)
Total Change		\$ (1,766,595.47)

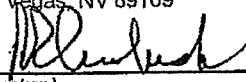
The Original Contract Amount was	\$	93,634,074.00
Net Change by previously authorized Change Orders through 11	\$	(11,485,035.16)
The Contract Amount prior to this Change Order was	\$	82,149,038.84
The Contract will be increased /decreased by this Change Order in the Amount of	\$	(1,766,595.47)
The New Contract Amount including this Change Order will be	\$	80,382,443.37

The Contract Time will be:
 The date of Substantial Completion as of the date of this Change Order therefore is:

NOT VALID UNTIL SIGNED BY THE OWNER AND CONTRACTOR

Turnberry West Construction, Inc.
CONTRACTOR
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109

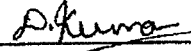
Fontainebleau Las Vegas, LLC
OWNER
 2827 Paradise Road, 4th Floor
 Las Vegas, NV 89109



 (Signature)
 R. Ambrosio

 By
 9/29/08

 Date



 (Signature)
 SUP of Development

 By
 10/2/08

 Date

2827 Paradise Road
 4th Floor
 Las Vegas, NV 89109
 Phone (702) 495-8010 FAX (702) 495-8011



OWNER CHANGE ORDER

Project:
General Conditions
 Fontainebleau Resorts, Las Vegas

CONTRACT: 10400
Change Order: 11
Date: 9/10/08

To Contractor:
Turnberry West Construction, Inc.
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109
 (702) 495-7360 FAX (702) 495-7366

The Contract is changed as follows:
 Transfer Cranes & Hoisting to Tower Construction Project - includes associated Budget for Rented Equipment, Operator Hours and Erection and Dismantlement

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed.

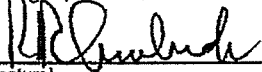
Change Request #	Description	Amount
POC 11	Transfer Cranes/Hoisting Rented Equipment Budget to Tower	\$ (9,293,600.00)
	Transfer Cranes/Hoisting Operator Hours Budget to Tower	\$ (8,660,135.74)
	Transfer Cranes/Hoisting Erection/Dismantlement Budget to Tower	\$ (2,280,605.54)
Total Change		\$ (20,234,341.28)
The Original Contract Amount was		\$ 93,634,074.00
Net Change by previously authorized Change Orders through 10		\$ 8,749,306.12
The Contract Amount prior to this Change Order was		\$ 102,383,380.12
The Contract will be increased /decreased by this Change Order in the Amount of		\$ (20,234,341.28)
The New Contract Amount including this Change Order will be		\$ 82,149,038.84

The Contract Time will be:
 The date of Substantial Completion as of the date of this Change Order therefore is:

NOT VALID UNTIL SIGNED BY THE OWNER AND CONTRACTOR

Turnberry West Construction, Inc.
CONTRACTOR
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109

Fontainebleau Las Vegas, LLC
OWNER
 2827 Paradise Road, 4th Floor
 Las Vegas, NV 89109


 (Signature)
 R. Ambrose
 By
 9/12/08
 Date



 (Signature)
 SUP of Development
 By
 10/2/08
 Date

EXHIBIT GC-6

11/17/07
-07
-211, Inc.

Fontainebleau Resorts, Las Vegas
Owner Change Order Contract Log

General Conditions		Original Contract Amount		Distribution		
#	Cost Code	Description	Amount	Issue Date	Ex	Fully Ex
OCO #01	01-990	GC's for OCO's 1, 2, 3 for Podium and OCO's 1, 2 & 3 for Garage	\$ 1,082,844.13	9/17/07	9/25/07	9/27/07
OCO #02	01-400	Credit for Cranes from Tower OCO #02	\$ 400,000.00	9/17/07	9/25/07	9/27/07
OCO #03	01-990	GC's for OCO 08 & 08R Podium and OCO 08 for Garage	\$ 221,477.16	12/11/07	12/19/07	12/19/07
OCO #04	01-990	GC's for OCO 10R Podium and OCO 4 for Site	\$ 279,676.37	2/25/08	2/27/08	3/3/08
OCO #05	01-990	GC's for OCO's #05 and #06 for the Site Project	\$ 24,014.11	9/24/08	9/26/08	9/27/08
OCO #06	various	GC's for OCO's #12 & 13 for the Podium Project	\$ 2,658,286.74	5/21/08	5/22/08	6/4/08
OCO #07	various	GC's for Podium OCO's 14-17, Garage OCO's 10-19, Tower OCO's 3-12 and Site OCO's 7-9	\$ 1,551,644.84	6/21/08	7/12/08	7/15/08
OCO #08	various	General Conditions Costs for July 2008	\$ 1,080,532.87	7/24/08	8/4/08	7/31/08
OCO #09	01-400	General Conditions Costs for August 2008	\$ 1,025,828.10	8/19/08	8/15/08	8/20/08
OCO #10	various	General Conditions Costs for Tower Terminating Concepts OCO #17	\$ 425,000.00	9/10/08	9/29/08	10/2/08
OCO #11	01-400	Transfer Cranes/Hoisting - Tower	\$ (20,234,341.28)	9/10/08	9/29/08	10/2/08
OCO #12	01-400	Transfer Cranes/Hoisting - Garage	\$ (1,766,595.47)	9/10/08	9/29/08	10/2/08
OCO #13	01-400	Transfer Cranes/Hoisting - Podium	\$ (3,612,345.25)	9/10/08	9/29/08	10/2/08
OCO #14	various	General Conditions for September 2008	\$ 2,305,756.65	9/22/08	9/29/08	10/2/08
OCO #15	01-410	POC 16 Transfer Elevator Operators, Mobile Crane and Misc. Crane Maintenance Budgets to Podium, Garage & Tower	\$ (4,510,800.00)	12/9/08	12/30/08	12/31/08
OCO #16	various	POC 17 General Conditions Future Projections	\$ 4,018,400.00	12/15/08	12/30/08	12/31/08
OCO #17	various	POC 18 General Conditions Future Projections	\$ 2,459,525.00	1/23/09	1/26/09	1/29/09
OCO #18	various	POC 19 General Conditions & Future Projections	\$ 4,254,019.48	2/23/09	3/10/09	3/10/09
OCO #19	various	POC #20 Site Back Charges for GC Expenses (Surveying, Misc. Electrical and Plumbing)	\$ 32,332.17	3/12/09		
OCO #20	01-400	POC #21 Transfer Misc. Crane Budget to Tower	\$ (894,359.00)	3/23/09		
OCO #21	01-400	POC #23 General Conditions for the Remaining Project	\$ 24,000,000.00	3/23/09		
TOTAL GC's - 10400			\$ 15,292,504.42	\$	108,826,576.42	

EXHIBIT WW-1

2827 Paradise Road
 4th Floor
 Las Vegas, NV 89109
 Phone (702) 495-8010 FAX (702) 495-8011



OWNER CHANGE ORDER

Project: **Podium**
 Fontainebleau Resorts, Las Vegas

CONTRACT: 10500
 Change Order: 13
 Date: 5/23/08

To Contractor:
 Turnberry West Construction, Inc.
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109
 (702) 495-7360 FAX (702) 495-7366

~~The Contract is changed as follows:~~

- POC # 19 - Structural Drawing Updates from Bid Set; Structural Revisions for Column Areas 1, 2A & 2B. Designed as boxed W 14 x 730, fabricated from separate Plates and assembled (preassembly was required due to Material Availability and Schedule Restraints).

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is fully executed.

Request #	Description	Amount
POC #19A	Structural Drawing Drawing Updates from Bid Set	\$ 41,568,038.00
Total Change \$		41,568,038.00


The Original Contract Amount was	\$	609,115,666.00
Net Change by previously authorized Change Orders through 12	\$	52,556,393.12
The Contract Amount prior to this Change Order was	\$	661,672,059.12
The Contract will be increased/decreased by this Change Order in the Amount of	\$	41,568,038.00
The New Contract Amount including this Change Order will be	\$	703,240,097.12

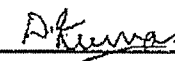
The Contract Time will be: Unchanged
 The date of Substantial Completion as of the date of this Change Order therefore is: 9/30/09

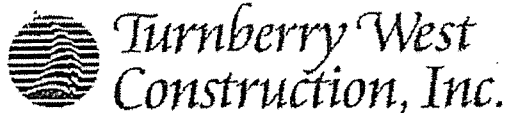
NOT VALID UNTIL SIGNED BY THE OWNER AND CONTRACTOR

Turnberry West Construction, Inc.
CONTRACTOR
 2755 Las Vegas Blvd. S
 Las Vegas, NV 89109

Fontainebleau Las Vegas, LLC
OWNER
 2827 Paradise Road, 4th Floor
 Las Vegas, NV 89109


 (Signature)
 Robert Ambrose
 By
 6/14/08
 Date


 (Signature)
 Deven Kumar
 By
 6/4/08
 Date



2755 S. Las Vegas Blvd
 Las Vegas, NV 89109
 Ph: 702.495.7360

Change Request

To: Fontainebleau Las Vegas
 2827 Paradise Road
 Las Vegas, NV 89109

Number: 28
 Date: 8/6/07
 Job: 10500 2-Podium
 Phone: (702) 495-7360

Description: POC # 19A - Structural Drawing Updates from Bid Set

Reason: Design Change

Initiated by: John A. Martin & Assoc. of NV (Nevada)

We are pleased to offer the following specifications and pricing to make the following changes:

POC # 19 - Structural Drawing Drawing Updates from Bid Set

Structural Revisions for Column Areas 1, 2A & 2B. Designed as boxed W 14 x 730, fabricated from separate Plates and assembled (preassembly was required due to Material Availability and Schedule Restraints).

Description	Labor	Material	Equipment	Subcontract	Other	Price
Structural Steel - WW S COR #1 (Partial)				#####		\$41,568,038.00
					Subtotal:	\$41,568,038.00
					Total:	\$41,568,038.00

The schedule is not affected by this change.

If you have any questions, please contact me at (702)495-7377.

Submitted by: Leo Estrada
 Turnberry West Construction

Approved by: _____
 Date: _____

Cc:



Turnberry West Construction, Inc.

May 8, 2008

Fontainebleau Resorts
2827 Paradise Road
Las Vegas, NV 89109
Attn: Deven Kumar

Re: Fontainebleau Resort – Las Vegas
Status of Structural Steel Design and GMP Update

Mr. Kumar:

Please see attached change order Number 13 regarding the update to the Structural Steel costs associated with this project. The costs associated with these added values have been analyzed based on the progress drawings and shop drawings received starting April 20, 2007 through June 21, 2007.

Turnberry West Construction, W & W Steel and John A Martin Associates have been working together through the detailing and procurement of steel to minimize the cost and tonnage increases. The attached change reflects the resolution of this coordination of the added tonnage and costs for the design changes during the above referenced time frames.

Please feel free to contact me should you need further information regarding this issue.

Sincerely
Turnberry West Construction, Inc.

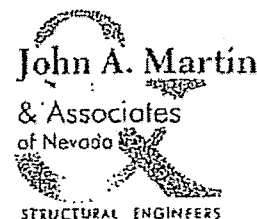

Leo Estrada
Senior Project Manager

c/c: Roger McElfresh
Glen Russo

May 29, 2008

Fontainebleau LLC
Roger McElfresh
2827 Paradise Road
Las Vegas, NV 89109

Subject: Fontainebleau Podium Clarifications
JAMA NV Job. No. 6289.200



John A. Martin, S.E.
John A. Martin, Jr., S.E.
Gregory L. Clapp, S.E.
Steve Schiller, S.E.
Eugen I. Darlau

Dear Roger:

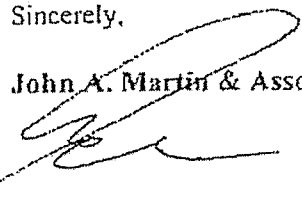
It is my understanding that WW Steel provided a steel bid based upon a Design Development set of structural drawings, approximately 25 percent of contract documents. At this stage of design, John A. Martin & Associates of Nevada was showing only preliminary beam sizes which were not refined for all loading conditions. The drawings at this stage do not indicate column sizes, brace sizes and all associated connections. At the Design Development phase, we did not show any structures above the pool deck level or the framing at the basement level, now level 2. These areas were not available from the designers at this stage of the project. Between Design Development when we submitted the structural steel for plan check, there were many changes to the structure due to space planning, designer changes and additional information regarding the structures above the pool level. During the Design Development period, the theater had not been defined and was not shown on the drawings until we submitted the steel to the Building Department.

From Delta S1 to Delta S8, our drawings have been evolving due to refinements by the designers and landscape architects. Structural drawings are typically issued six months in advance of the architectural and mechanical designs being completed. We have made clarifications to our drawing in deletion of the pool villas, added mechanical mezzanines, refinements to the spa, added mechanical openings, modified exterior slab edges, addition of pool canopies and bar structures, façade modifications and the addition of a restaurant at the pool deck level. Other clarifications have been due to elevator, escalator, stair refinements and value engineering as requested.

In conclusion, our structural drawings have been through an evolution process with the architectural and designer's drawings which is very common for fast track projects.

Should you have any additional questions, please do not hesitate to call.

Sincerely,


John A. Martin & Associates of Nevada

Gregory L. Clapp, S.E.
Principal

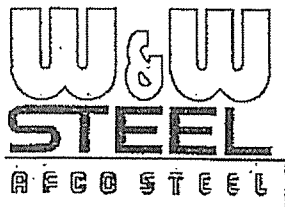
GLC/jlh

\\H:\HOME ADMIN\Jobs\h289 Letters-Roger McElfresh 052198.doc

John A. Martin & Associates of Nevada -- Structural Engineers

Office 702.248.7000 • Fax 702.253.5353

1909 South Jones Boulevard • Las Vegas, Nevada 89146



Box 25369
OKLAHOMA CITY, OK 73125
1730 W. RENO 73106
PH 405.235.3621
FX 405.236.4842

CHANGE ORDER REQUEST

June 21, 2007

Furnberry West Construction, Inc.
2827 Paradise Road
Las Vegas, NV 89109
Attn: Leo Estrada

RE: W&W Steel Contract #6-15
Fontainebleau Casino & Resort – Podium COR #1
Las Vegas, NV

Subject: Budget Update

Mr. Estrada,

At Turnberry's request W&W Steel has up-dated our pricing based on structural revisions and tonnage increases thru 6/21/07. A copy of our proposal, as previously submitted, is enclosed. Pricing is as follows:

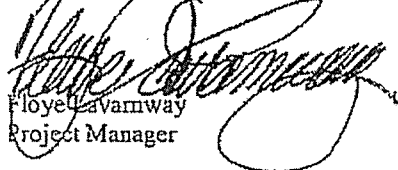
Revised structural steel weight – 36,477 tons

Revised square footage – 2,479,700

The total price added based on our contract unit prices is \$41,568,038.00.

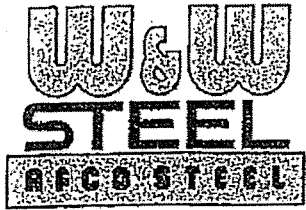
Please contact me should questions arise.

Respectfully,
W&W STEEL, LLC



Floyed Lavanway
Project Manager

Attachment: Proposal dated June 13, 2007



Box 25369
OKLAHOMA CITY, OK 73125
1730 W. RENO 73106
PH 405.235.3621
FX 405.236.4842

June 13, 2007

RE: Fontainebleau
Podium Structural Steel
Las Vegas, NV

Gentlemen:

Under satisfactory terms and agreement, we propose to furnish the following material for the subject project in accordance with drawings PA0.1.01, PA0.2.01, PA0.2.02, PA0.2.03, PA0.2.04, PA2.0.03, PS1.0.1, PS1.0.2, PS2.0.01, PS2.0.02, PS2.0.03, PS2.0.04, PS2.0.05, PS2.0.07, PS2.0.08, PS2.0.09, PS2.0.11, PS2.1.01D, PS2.1.01E, PS2.1.02G, PS2.1.01H, PS2.1.01J, PS2.1.01K, PS2.1.01M, PS2.1.01P, PS2.1.01R, PS2.1.01S, PS2.1.01T, PS2.1.01W, PS2.1.01X, PS2.1.01Y, PS2.1.01Z, PS2.1.02A, PS2.1.02D, PS2.1.02E, PS2.1.02F, PS2.1.02G, PS2.1.02H, PS2.1.02J, PS2.1.02K, PS2.1.02M, PS2.1.02P, PS2.1.02R, PS2.1.02S, PS2.1.02T, PS2.1.02W, PS2.1.02X, PS2.1.02Y, PS2.1.02Z, PS2.1.03A, PS2.1.03D, PS2.1.03E, PS2.1.03F, PS2.1.03G, PS2.1.03H, PS2.1.03J, PS2.1.03K, PS2.1.03M, PS2.1.03P, PS2.1.03R, PS2.1.03S, PS2.1.03T, PS2.1.03U, PS2.1.03W, PS2.1.03X, PS2.1.03Y, PS2.1.03Z, PS2.1.04G, PS2.1.04W, PS2.1.04X, PS2.1.05A, PS2.1.05D, PS2.1.05E, PS2.1.05F, PS2.1.05G, PS2.1.05H, PS2.1.05J, PS2.1.05K, PS2.1.05M, PS2.1.05P, PS2.1.05R, PS2.1.05S, PS2.1.05T, PS2.1.05U, PS2.1.05W, PS2.1.05X, PS2.1.05Y, PS2.1.05Z, PS2.1.07E, PS2.1.07G, PS2.1.07G, PS2.1.07H, PS2.1.07K, PS2.1.07M, PS2.1.07P, PS2.1.07S, PS2.1.07T, PS2.1.07W, PS2.1.07X, PS2.1.07Y, PS2.1.07Z, PS2.1.08A, PS2.1.08E, PS2.1.08F, PS2.1.08G, PS2.1.08H, PS2.1.08J, PS2.1.08K, PS2.1.08M, PS2.1.08P, PS2.1.08R, PS2.1.08S, PS2.1.09A, PS2.1.09D, PS2.1.09E, PS2.1.09F, PS2.1.09G, PS2.1.09H, PS2.1.09J, PS2.1.09K, PS2.1.09M, PS2.1.09N, PS2.1.09P, PS2.1.09R, PS2.1.09S, PS2.1.09T, PS2.1.09U, PS2.1.09W, PS2.1.09X, PS2.1.09Y, PS2.1.09Z, PS2.1.10E, PS2.1.10G, PS2.1.10J, PS2.1.10K, PS2.1.10M, PS2.1.10P, PS2.1.10R, PS2.1.10S, PS2.1.10W, PS2.1.11E, PS2.1.11G, PS2.1.11H, PS2.1.11K, PS2.1.11M, PS2.1.11P, PS2.1.11S, PS2.1.11T, PS2.1.11U, PS2.1.11W, PS2.1.11X, PS2.1.11Y, PS2.1.11Z, PS2.1.12K, PS2.1.12T, PS2.1.12Z, PS2.1.13G, PS2.1.13K, PS2.1.13M, PS2.1.13S, PS2.1.13T, PS2.1.13Y, PS2.1.13Z, PS2.1.14G, PS2.1.14K, PS2.1.14M, PS2.1.14T, PS2.1.14Y, PS2.1.15G, PS2.1.15K, PS2.1.15M, PS2.1.15Z, PS4.01, PS4.02, PS4.03, PS4.04, PS4.05, PS4.06, PS4.07, PS4.08, PS4.09, PS4.20, PS4.21, PS4.22, PS4.23, PS4.25, PS4.30, PS4.31, PS4.35, PS4.36, PS5.01, PS5.10, PS5.20, PS6.01, PS6.02, PS6.03, PS6.04, PS6.20, PS6.21, PS6.22, PS6.23, PS6.24, PS6.25, PS6.26, PS6.27, PS6.28, PS6.30

Structural Steel 36,477 Tons
Clean: Handtool
Paint: No Paint

- S1 Wide Flange Columns
- S2 Column Anchor Bolts
- S3 Wide Flange Beams
- S4 Wide Flange Braces
- S5 Tube Steel Braces
- S6 Tube Steel Beams
- S7 Wide Flange Trusses (PS4.35; PS4.36)
- S8 Plate Girders (PS5.10)
- S9 Tube Steel Posts
- S10 Angle Hangers
- S11 Catwalk Framing
- S12 Channel Beams at Grid Iron
- S13 Continuous Bent Closure [Field Welded]
- S14 Embed Plates at Beam to Concrete Connection (PS6.27)
- S15 Embed Angles at Lever Pit
- S16 Deck Support Angles
- S17 Field Bolts

Metal Deck 2,479.700 Square Feet

- MD1 18GA., 3", G-60 Galvanized Composite Deck (22,663 sqs.)
- MD2 18GA., 2", G-60 Galvanized Composite Deck (1,541 sqs.)
- MD3 18GA., 1 1/2 " Type "B", G-60 Galvanized Composite Deck (593 sqs.)
- MD4 Shear Studs

Base Bid Price for material, unloading and field erection including all applicable taxes is \$161,199,811.00. Delivery is subject to our ability to procure material from our suppliers.

Not doing

ALLOWANCE ADD – Add for temporary power

\$1,800,000.00

NOTE: This price is based on current pricing as of June 12, 2007, for the following: structural steel, metal deck, metal joist, bolts, tube, plate, etc. from our mill sources and material suppliers. Any subsequent base mill price increases or surcharges will be an add to our base and unit prices.

WE DO NOT INCLUDE ANY OTHER ITEMS OR WORK EXCEPT THOSE LISTED ABOVE. THE FOLLOWING ITEMS ARE SPECIFICALLY EXCLUDED BUT ARE NOT NECESSARILY ALL OF THE ITEMS EXCLUDED:

- Anchors for wood to masonry and concrete
- No shop paint will be applied around the bolt patterns of "slip critical connections and the entire surfaces of gusset plates

Responsibility for any design deficiencies in the project documents that fail to meet industry standards, federal, state or local codes, including Federal Code ADA 1-26-92

Holes for work by others unless shown on structural and architectural drawings

Field measurements

Cost of any tests or inspection other than by W&W Steel, LLC personnel for quality control or per diem pay and travel costs for inspectors traveling to or from W&W Steel, LLC

Payment and Performance Bonds

Fixed glass settings

Framing for floor or roof openings not shown or located on structural drawings

Furring channels and angles

Light gage metal framing and clip angles for same

Miscellaneous items on mechanical drawings

Stainless steel work

Supports for mechanical and electrical equipment

Unistrut framing and anchors

THE FOLLOWING EXCLUSIONS PERTAIN ONLY TO METAL DECK:

- a. Opening reinforcement
- b. Countersunk, swedged or prepunched deck

Miscellaneous steel (see miscellaneous bid package)

Coordination of other trades work

Reinforcing for deck penetrations (4,5/PS6.21)

CMU wall supports (12/PS6.21) (1/PS6.28)

All deck accessories

All demolition, cutting and patching

Dust control at jobsite

Field engineering, layout, lines and grades, elevations at each individual anchor bolt setting (General Contractor to set nuts to elevation at each anchor bolt set.)

Framing for floor or roof openings not shown or located on structural or architectural drawings

Grout and/or grouting

Hoisting of reinforcing steel or wire mesh

Manlift (if required)

Mockups

Required permits

Safety rail or opening protection (except as required for erection of structural steel)

Safety requirements for all trades other than field erection

Setting of anchor bolts

Shoring of metal deck for concrete pours

Survey

Temporary floor planking or safety netting

Toeboards for safety rails

Touch-up painting or any other coatings

Unloading and erection of F.O.B. items

Core drilling and layout for same

NOTE: Our proposal and price is based upon our retention being a maximum of 5% for the first 50% of this subcontract total and 0% thereafter, with our retention being released no later than 60 days after substantial completion of this Subcontractor's work.

NOTE: Quoted prices are based on monthly progress payments for raw material as received in our shops and for detailing costs as the work is performed. The balance of the project cost will be invoiced as the fabricated steel is fab and stored, delivered and/or erected.

NOTE: All engineering, detailing, fabrication and erection are strictly and only in accordance with the current AISC Code of Standard Practice.

NOTE: Project schedule for start of erection and over-all duration will be agreed to based on completion of design drawings and final erection sequencing.

NOTE: All power for field erection is to be by Turnberry.

NOTE: Splice welding for (5) plate columns is to be the square root of $T/6 + 1/4$ " partial penetration weld.

NOTE: W&W Steel, LLC is based on substituting (3) plate built up "W" shapes that are not on order or available from domestic mills. Flange to web welds shall be fillets.

NOTE: W&W Steel, LLC pricing is based on cover plate thickness to be the larger of the web thickness or 1" @ "W" shape with cover plates at vertical bracing.

NOTE: Charpy testing provided only for tension members that are group 4 & 5.

NOTE: W&W Steel, LLC pricing is based on all truss chord splices to be field welded.

NOTE: All column splices are to be field welded.

If you have any questions or need any additional information, please feel free to call me.

Yours very truly,
W & W STEEL, LLC

Paul De Maggio
Senior Vice President, Marketing

PD/dc

Re: 6-15-H Fontainebleau Podium / Comparison against 6-15-A
 Customer W & W Steel Steve Wiger Blue designates change

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.02D	Level 2 / D	24	0	0
6-15-H	PS2.1.02E	Level 2 / E	133.05	0	0
6-15-H	PS2.1.02F	Level 2 / F	0	0	0
6-15-H	PS2.1.02G	Level 2 / G	75.02	0	0
6-15-H	PS2.1.02H	Level 2 / H	196.01	0	0
6-15-H	PS2.1.02J	Level 2 / J	399	0	0
6-15-H	PS2.1.02K	Level 2 / K	294	0	0
6-15-H	PS2.1.02M	Level 2 / M	323	0	0
6-15-H	PS2.1.02P	Level 2 / P	324	0	0
6-15-H	PS2.1.02R	Level 2 / R	389	0	0
6-15-H	PS2.1.02S	Level 2 / S	433	0	0
6-15-H	PS2.1.02T	Level 2 / T	363	0	0
6-15-H	PS2.1.02W	Level 2 / W	195	0	0
6-15-H	PS2.1.02X	Level 2 / X	312	0	0
6-15-H	PS2.1.02Y	Level 2 / Y	353	0	0
6-15-H	PS2.1.02Z	Level 2 / Z	283	0	0
	Sub-Total	LEVEL 2	4096	0	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.03A	Level 3 / A	69	0	0
6-15-H	PS2.1.03B	Level 3 / B	0	0	0
6-15-H	PS2.1.03C	Level 3 / C	0	0	0
6-15-H	PS2.1.03D	Level 3 / D	75	0	0
6-15-H	PS2.1.03E	Level 3 / E	315	0	0
6-15-H	PS2.1.03F	Level 3 / F	19	0	0
6-15-H	PS2.1.03G	Level 3 / G	163	0	0
6-15-H	PS2.1.03H	Level 3 / H	196	0	0
6-15-H	PS2.1.03J	Level 3 / J	399	0	0
6-15-H	PS2.1.03K	Level 3 / K	378	0	0
6-15-H	PS2.1.03M	Level 3 / M	340	0	0
6-15-A	PS2.1.03N	Level 3 / N	0	0	0
6-15-H	PS2.1.03P	Level 3 / P	326	0	0
6-15-H	PS2.1.03R	Level 3 / R	389	0	0
6-15-H	PS2.1.03S	Level 3 / S	433	0	0
6-15-H	PS2.1.03T	Level 3 / T	363	0	0
6-15-H	PS2.1.03U	Level 3 / U	0	0	0
6-15-H	PS2.1.03W	Level 3 / W	195	0	0
6-15-H	PS2.1.03X	Level 3 / X	313	0	0
6-15-H	PS2.1.03Y	Level 3 / Y	357	0	0
6-15-H	PS2.1.03Z	Level 3 / Z	288	0	0
	Sub-Total	LEVEL 3	4618	0	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-A	PS2.1.04D	Level 4 / D	0	0	0
6-15-H	PS2.1.04G	Level 4 / G	69	0	0
6-15-A	PS2.1.04H	Level 4 / H	0	0	0
6-15-A	PS2.1.04K	Level 4 / K	0	0	0
6-15-A	PS2.1.04P	Level 4 / P	0	0	0
6-15-H	PS2.1.04W	Level 4 /W	92	0	0
6-15-H	PS2.1.04X	Level 4 / X	96	0	0
Sub-Total		LEVEL 4	257	0	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.05A	Level 5 / A	108	0	0
6-15-A	PS2.1.05B	Level 5 / B	0	0	0
6-15-A	PS2.1.05C	Level 5 / C	0	0	0
6-15-H	PS2.1.05D	Level 5 / D	49	0	0
6-15-H	PS2.1.05E	Level 5 / E	297	0	0
6-15-H	PS2.1.05F	Level 5 / F	17	0	0
6-15-H	PS2.1.05G	Level 5 / G	163	0	0
6-15-H	PS2.1.05H	Level 5 / H	196	0	0
6-15-H	PS2.1.05J	Level 5 / J	167	0	0
6-15-H	PS2.1.05K	Level 5 / K	377	0	0
6-15-H	PS2.1.05M	Level 5 / M	344	0	0
6-15-A	PS2.1.05N	Level 5 / N	0	0	0
6-15-H	PS2.1.05P	Level 5 / P	366	0	0
6-15-H	PS2.1.05R	Level 5 / R	184	0	0
6-15-H	PS2.1.05S	Level 5 / S	436	0	0
6-15-H	PS2.1.05T	Level 5 / T	306	0	0
6-15-H	PS2.1.05U	Level 5 / U	84	0	0
6-15-H	PS2.1.05W	Level 5 / W	308	0	0
6-15-H	PS2.1.05X	Level 5 / X	339	0	0
6-15-H	PS2.1.05Y	Level 5 / Y	375	0	0
6-15-H	PS2.1.05Z	Level 5 / Z	185	0	0
Sub-Total		LEVEL 5	4301	0	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-A	PS2.1.07D	Level 7 / D	0	0	
6-15-H	PS2.1.07E	Level 7 / E	102.69	0	0
6-15-H	PS2.1.07G	Level 7 / G	0	11	0
6-15-H	PS2.1.07H	Level 7 / H	153	0	0
6-15-A	PS2.1.07J	Level 7 / J	0	0	0
6-15-H	PS2.1.07K	Level 7 / K	195	0	0
6-15-H	PS2.1.07M	Level 7 / M	0	94	0
6-15-H	PS2.1.07 P	Level 7 / P	58.32		
6-15-H	PS2.1.07S	Level 7 / S	233	0	0
6-15-H	PS2.1.07T	Level 7 / T	46	78	0
6-15-H	PS2.1.07W	Level 7 / W	161	0	0
6-15-H	PS2.1.07X	Level 7 / X	196	0	0
6-15-H	PS2.1.07Y	Level 7 / Y	121	0	0
6-15-H	PS2.1.07Z	Level 7 / Z	78	0	0
	Sub-Total	LEVEL 7	1344.01	183	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.08A	Level 8 / A	88	0	0
6-15-H	PS2.1.08E	Level 8 / E	308.82	0	0
6-15-H	PS2.1.08F	Level 8 / F	15	0	0
6-15-H	PS2.1.08G	Level 8 / G	137	0	0
6-15-H	PS2.1.08H	Level 8 / H	56	0	0
6-15-H	PS2.1.08J	Level 8 / J	461.74	0	0
6-15-H	PS2.1.08K	Level 8 / K	197.28	0	0
6-15-H	PS2.1.08M	Level 8 / M	76	0	0
6-15-H	PS2.1.08P	Level 8 / P	260.64	0	0
6-15-H	PS2.1.08R	Level 8 / R	412.82	0	0
6-15-H	PS2.1.08S	Level 8 / S	126	0	0
	Sub-Total	LEVEL 8	2139.3	0	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.09A	Level 9 / A	80.25	0	0
6-15-A	PS2.1.09B	Level 9 / B	0	0	0
6-15-A	PS2.1.09C	Level 9 / C	0	0	0
6-15-H	PS2.1.09D	Level 9 / D	47	0	0
6-15-H	PS2.1.09E	Level 9 / E	284	0	0
6-15-H	PS2.1.09F	Level 9 / F	15	0	0
6-15-H	PS2.1.09G	Level 9 / G	145.74	0	0
6-15-H	PS2.1.09H	Level 9 / H	236	0	0
6-15-H	PS2.1.09J	Level 9 / J	209	0	0
6-15-H	PS2.1.09K	Level 9 / K	336	0	0
6-15-H	PS2.1.09M	Level 9 / M	123	0	0
6-15-H	PS2.1.09N	Level 9 / N	9	0	0
6-15-H	PS2.1.09P	Level 9 / P	346	0	0
6-15-H	PS2.1.09R	Level 9 / R	345.12	0	0
6-15-H	PS2.1.09S	Level 9 / S	381	0	0
6-15-H	PS2.1.09T	Level 9 / T	185	0	0
6-15-H	PS2.1.09U	Level 9 / U	72	0	0
6-15-H	PS2.1.09W	Level 9 / W	322	0	0
6-15-H	PS2.1.09X	Level 9 / X	328	0	0
6-15-H	PS2.1.09Y	Level 9 / Y	226	0	0
6-15-H	PS2.1.09Z	Level 9 / Z	116.28	0	0
	Sub-Total	LEVEL 9	3806.39	0	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.10E	Level 10 / E	0	0	22.5
6-15-H	PS2.1.10 G	Level 10 G	0	0	0
6-15-H	PS2.1.10 J	Level 10 J	0	0	45.61
6-15-H	PS2.1.10 M	Level 10 M	0	0	0
6-15-H	PS2.1.10 K	Level 10 / K	0	90	0
6-15-H	PS2.1.10 P	Level 10 / P	0	0	21.42
6-15-H	PS2.1.10 R	Level 10 / R	0	0	61.2
6-15-H	PS2.1.10 S	Level 10 / S	0	0	100.26
6-15-A	PS2.1.10T	Level 10 / T	0	0	0
6-15-H	PS2.1.11 W	Level 10 / S	0	0	58.08
6-15-A	PS2.1.10Z	Level 10 / Z	0	0	0
	Sub-Total	LEVEL 10	0	90	309.07

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-A	PS2.1.11A	Level11 / A	0	0	0
6-15-A	PS2.1.11B	Level11 / B	0	0	0
6-15-A	PS2.1.11C	Level11 / C	0	0	0
6-15-A	PS2.1.11D	Level11 / D	0	0	0
6-15-H	PS2.1.11E	Level11 / E	102	0	0
6-15-A	PS2.1.11F	Level11 / F	0	0	0
6-15-H	PS2.1.11G	Level11 / G	0	16	0
6-15-H	PS2.1.11H	Level11 / H	227	0	0
6-15-A	PS2.1.11J	Level11 / J	0	0	0
6-15-H	PS2.1.11K	Level11 / K	0	90	0
6-15-H	PS2.1.11M	Level11 / M	0	98.64	0
6-15-A	PS2.1.11N	Level11 / N	0	0	0
6-15-H	PS2.1.11P	Level11 / P	154	0	0
6-15-A	PS2.1.11R	Level11 / R	0	0	0
6-15-H	PS2.1.11S	Level11 / S	32	0	0
6-15-H	PS2.1.11T	Level11 / T	61.74	76	0
6-15-H	PS2.1.11U	Level11 / U	59	0	0
6-15-H	PS2.1.11W	Level11 / W	281	0	0
6-15-H	PS2.1.11X	Level11 / X	252	0	0
6-15-H	PS2.1.11Y	Level11 / Y	155.61	0	0
6-15-H	PS2.1.11Z	Level11 / Z	62.46	0	0
	Sub-Total	LEVEL 11	1386.81	280.64	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.12K	Level 12 / K	0	90	0
6-15-H	PS2.1.12T	Level 12 / T	0	0	0
6-15-H	PS2.1.12Z	Level 12 / Z	0	135.84	0
	Sub-Total	LEVEL 12	0	225.84	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.13G	Level 13 / G	0	83	0
6-15-H	PS2.1.13K	Level 13 / K	0	109.62	0
6-15-H	PS2.1.13M	Level 13 / M	0	116	0
6-15-H	PS2.1.13S	Level 13 / S	151.56	0	0
6-15-H	PS2.1.13T	Level 13 / T	107	0	0
6-15-H	PS2.1.13Y	Level 13 / Y	140	0	0
6-15-H	PS2.1.13Z	Level 13 / Z	117.09	0	0
	Sub-Total	LEVEL 13	515.65	308.62	0

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.14G	Level 14 / G	0	59	
6-15-H	PS2.1.14K	Level 14 / K	0	0	100.68
6-15-H	PS2.1.14M	Level 14 / M	0	65.66	0
6-15-H	PS2.1.14T	Level 14 / T	0	142.35	0
6-15-H	PS2.1.14Y	Level 14 / Y	68.04	0	0
6-15-H	PS2.1.14Z	Level 14 / Z	0	0	177
	Sub-Total	Level 14	68.04	267.01	277.68

ISSUE	Drawing #	AREA	3W-18	2W-18	B-18
6-15-H	PS2.1.15G	Level 15 / G	0	72.6	0
6-15-H	PS2.1.15K	Level 15 / K	0	0	4.95
6-15-H	PS2.1.15M	Level 15 / M	0	112	0
6-15-H	PS2.1.15Z	Level 15 / Z	131	0	0
	Sub-Total	Level 15	131	184.6	4.95

RECAP SUMMARY

6-15-H

Level	3W-18	2W-18	B-18
2	4096	0	0
3	4618	0	0
4	257	0	0
5	4301	0	0
7	1344	183	0
8	2139	0	0
9	3806	0	0
10	0	90	310
11	1387	281	0
12	0	226	0
13	516	309	0
14	68	267	278
15	131	185	5
Total	22663	1541	593

Squares 24797

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Fontainebleau Podium

Las Vegas

ID			ext len	
1,402	BTS	BOLT-TO-SHIP Total	1,402.00	0
87	C	12X20.7 Total	1,254.00	25,958
48	H4L	1/2X5-5/16 Total	48.00	16
7,127	H4L	1/2X6-1/8 Total	7,127.00	2,801
1,245	S3L	3/4X5-3/16 Total	1,245.00	913
16	HSS	4X4X1/2 Total	163.00	3,526
72	HSS	5X5X1/2 Total	672.00	19,105
13	HSS	5X5X1/4 Total	130.00	2,031
2	HSS	5X5X3/16 Total	20.00	239
6	HSS	5X5X3/8 Total	56.00	1,253
202	HSS	6X4X1/2 Total	1,997.50	56,789
99	HSS	6X6X1/2 Total	1,358.00	47,856
4	HSS	6X6X5/8 Total	52.00	2,198
2	HSS	8X8X1/2 Total	34.00	1,661
207	HSS	8X8X5/8 Total	4,622.00	274,177
48	HSS	10X10X1/2 Total	1,368.00	85,445
235	HSS	10X10X5/8 Total	4,700.00	358,751
26	HSS	12X12X5/8 Total	750.00	70,005
1,423	L	2X2X1/4 Total	3,557.50	11,348
118	L	3X3X1/4 Total	29.50	145
120	L	4X3-1/2X3/8 Total	179.00	1,629
4	L	4X4X1/2 Total	2.00	26
209	L	4X4X3/8 Total	4505	44149
125	L	5X5X3/8 Total	1,476.00	15,530
6	L	6X4X1/2 Total	8.50	138
969	L	6X4X5/8 Total	2,551.50	51,030
821	L	6X4X7/8 Total	2,566.50	69,809
94	L	6X6X1 Total	767.67	28,711
38	MC	18X58 Total	1,216.00	70,528
612	PL	1/16x 4 Total	68.00	173
4,367	PL	1/2" PL Total	4,463.73	91,135
2,898	PL	1/4" PL Total	14,755.29	150,626
1,240	PL	1/8" PL Total	167.84	657
791	PL	1-1/2" PL Total	20,490.49	1,255,042
907	PL	1-1/4" PL Total	7,978.66	407,244
28	PL	1-1/8" PL Total	84.28	3,872
267	PL	1-3/4" PL Total	817.37	58,408
41	PL	1-3/8" PL Total	292.83	16,441

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Fontainebleau Podium

Las Vegas

ID			ext len	weight
80	PL	1-5/8" PL Total	78.11	5,183
2,065	PL	1" PL Total	30,635.66	1,250,956
247	PL	2" PL Total	5,125.79	523,258
225	PL	2-1/4" PL Total	1,095.19	100,621
15	PL	2-3/4" PL Total	81.44	9,146
42	PL	2-5/8" PL Total	7,543.86	808,608
1,074	PL	2" PL Total	7,097.09	579,596
549	PL	3/16" PL Total	7,517.75	57,558
2,830	PL	3/4" PL Total	8,966.97	274,614
[REDACTED]				
3,943	PL	3/8" PL Total	5,441.88	83,329
232	PL	3-1/2" PL Total	14,376.69	2,054,670
20	PL	3-1/4" PL Total	23.83	3,163
36	PL	3" PL Total	996.97	122,129
20	PL	4-1/2" PL Total	379.11	69,441
4	PL	4-3/4" PL Total	30	5,883
494	PL	4" PL Total	23,262.67	3,799,568
24	PL	5/16" PL Total	41.67	532
8,722	PL	5/8" PL Total	12,015.46	306,643
23	PL	5-1/2" PL Total	206.14	46,295
4	PL	5-3/4" PL Total	38.06	8,934
297	PL	5" PL Total	14,307.47	2,921,109
7	PL	6-1/2" PL Total	69.50	18,446
5	PL	6-3/4" PL Total	51.50	14,194

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Fontainebleau Podium

Las Vegas

ID			ext len	
	22 PL	6" PL Total	181.15	44,382
	272 PL	7/8" PL Total	547.60	19,565
	1 PL	7-1/2" PL Total	16.00	4,900
	1,102 S3L	3/4X6-3/16 Total	1,102.00	949
	5,346 S3L	3/4X8-3/16 Total	5,346.00	5,945
	9 W	8X10 Total	68.00	680
	247 W	8X18 Total	2,115.00	38,070
	1 W	10X12 Total	16.00	192
	24 W	10X26 Total	178.00	4,628
	295 W	12X14 Total	2,833.00	39,662
	1,261 W	12X16 Total	12,738.00	203,808
	14 W	12X19 Total	302.00	5,738
	6 W	12X22 Total	69.00	1,518
	40 W	12X26 Total	311.00	8,086
	1 W	12X30 Total	12.00	360
	1 W	12X50 Total	35.00	1,750
	83 W	12X65 Total	664.00	43,160
	62 W	12X72 Total	173.00	12,456
	501 W	14X22 Total	9,162.00	201,564
	9 W	14X26 Total	203.00	5,278
	17 W	14X30 Total	304.00	9,120
	1 W	14X34 Total	25.00	850
	19 W	14X68 Total	222.00	15,096
	54 W	14X74 Total	644.00	47,656
	35 W	14X82 Total	414.00	33,948
	284 W	14X90 Total	4,167.33	375,060
	1 W	14X99 Total	30.00	2,970
	48 W	14X109 Total	726.00	79,134
	110 W	14X120 Total	1,524.60	182,953
	34 W	14X132 Total	1,152.00	152,064
	54 W	14X145 Total	1,553.62	225,275
	29 W	14X159 Total	818.00	130,052
	116 W	14X176 Total	2,310.73	406,688
	32 W	14X193 Total	1,093.16	210,980
	16 W	14X211 Total	571.08	120,499
	29 W	14X233 Total	874.75	203,817
	9 W	14X257 Total	217.00	55,769
	99 W	14X283 Total	3,411.00	965,313
	32 W	14X311 Total	1,186.00	368,846
	41 W	14X342 Total	425.75	145,607
	10 W	14X370 Total	337.00	124,690
	33 W	14X398 Total	1,265.00	503,470
	21 W	14X426 Total	725.00	308,850
	34 W	14X455 Total	1,077.33	490,187
	26 W	14X500 Total	910.00	455,000
	34 W	14X550 Total	1,215.67	668,617
	39 W	14X605 Total	1,409.67	852,848
	20 W	14X665 Total	681.00	452,865
	185 W	14X730 Total	6,330.00	4,620,900

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Fontainebleau Podium

Las Vegas

ID			ext len	Weight
	806	W 16X26 Total	15,639.00	406,614
	73	W 16X31 Total	1,796.00	55,676
	3	W 16X40 Total	90.50	3,620
	1	W 16X45 Total	31.00	1,395
	449	W 18X35 Total	12,217.50	427,613
	147	W 18X40 Total	3,707.00	148,280
	3	W 18X46 Total	81.00	3,726
	6	W 18X50 Total	135.00	6,750
	1	W 18X60 Total	35.00	2,100
	727	W 21X44 Total	21,375.50	940,522
	4	W 21X48 Total	94.00	4,512
	18	W 21X50 Total	508.00	25,400
	7	W 21X55 Total	145.00	7,975
	2	W 21X83 Total	42.00	3,486
	5	W 21X101 Total	195.00	19,695
	391	W 24X55 Total	12,452.67	684,897
	98	W 24X62 Total	3,724.50	230,919
	284	W 24X68 Total	8,586.00	583,848
	175	W 24X76 Total	6,958.50	528,846
	10	W 24X84 Total	421.00	35,364
	7	W 24X94 Total	265.00	24,910
	6	W 24X104 Total	194.00	20,176
	1	W 24X131 Total	26.00	3,406
	457	W 27X84 Total	18,791.67	1,578,500
	11	27X94 Total	418.00	39,292
	10	27X102 Total	360.00	38,760
	412	30X90 Total	17,676.50	1,590,885
	158	30X99 Total	6,748.50	668,102
	15	30X108 Total	622.00	67,176
	13	30X116 Total	595.00	69,020
	6	30X148 Total	200.00	29,600
	2	30X191 Total	115.00	21,965
	1	30X391 Total	60.00	23,460
	694	33X118 Total	35,771.17	4,220,998
	339	33X130 Total	19,401.00	2,522,130
	1	33X141 Total	39.00	5,499
	8	33X152 Total	272.00	41,344
	735	36X135 Total	36,838.50	4,973,198
	9	36X150 Total	310.00	46,500
	14	36X160 Total	540.00	86,400
	1	36X170 Total	25.00	4,250
	3	36X182 Total	180.00	32,760
	3	36X210 Total	111.00	23,310
	5	36X232 Total	184.50	42,804
	10	36X256 Total	404.00	103,424
	7	36X302 Total	344.00	103,888
	1	36X330 Total	60.00	19,800
	307	40X149 Total	15,661.50	2,333,564
	118	40X167 Total	5,054.00	844,018
	209	40X183 Total	11,415.00	2,088,945
	42	40X199 Total	2,096.00	417,104
	66	40X211 Total	2,860.50	603,566
	123	40X215 Total	6,232.50	1,339,988
	18	40X235 Total	882.50	207,388
	99	40X249 Total	4,855.00	1,208,895

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Fontainebleau Podium

Las Vegas

ID			ext len	Weight
	1	40X264 Total	60.00	15,840
	79	40X277 Total	4,403.00	1,219,631
	3	40X297 Total	135.00	40,095
	83	40X324 Total	4,038.17	1,308,365
	1	40X327 Total	60.00	19,620
	32	40X362 Total	1,593.00	576,665
	28	40X372 Total	1,473.00	547,955
	1	40X392 Total	40.00	15,680
	79	40X397 Total	3,390.50	1,346,029
	25	40X431 Total	1,364.50	588,100
	97	40X503 Total	5,413.00	2,722,739
	112	40X593 Total	5,986.00	3,549,698
	35	44X230 Total	2,313.00	531,990
	6	44X262 Total	305.00	79,910
	18	44X290 Total	636.00	184,440
	10	44X335 Total	481.50	161,303
65,332		GRAND TOTAL	612,556	71,609,292

35, 804, 65 Tens

Estrada, Leo

From: Paul DeMaggio [pdemaggio@sandia.net]
Sent: Tuesday, June 19, 2007 7:39 AM
To: Estrada, Leo; Greg Naso
Subject: FW: Tonnage Justification

-----Original Message-----

From: Steve Wiger [mailto:SWiger@WWSteel.com]
Sent: Tuesday, June 19, 2007 8:30 AM
To: Paul DeMaggio
Cc: Krupicki, Roger
Subject:

Paul,
Here is the justification of the weight. JAMA model is 26,454 Tons. If we add the componets as listed in the Fontainebleau Justification file this adds 10,137.1 tons for a total of 36,591 tons. Call if you have any questions

The Following Items Need be added to the excell take - off from JAMA to get a complete project

Embeds	35593	
	15299	
	18249	
	14192	
	54302	
	81032	
	24563	
	7226	
		250456

Plate Girders	803336	
	55755	
	1761378	
	156973	
	433994	
	96688	
	30399	
	18053	
	76210	
	868451	
	50210	
	316559	
	466622	
	129581	
		5264209

Closures & Deck Support	4737	
	61002	
	5761	
	94610	
	2251	
	28086	
	2301	
	79426	
	4870	
	14377	
	32371	
	5275	
	85668	
	448	
	50289	
	10675	
	44789	
	5397	
	2914	
		535267

Vertical Bracing (wf with cover plates) & Loose Gusset Plates	69536	
	11528	
	292262	
	447403	
	70480	
	2164	
	9829	
	102294	
	35493	
	334984	
	5764	
		1381737

Built-Up 5 Plate Columns & Wide Flange Columns with Cover Plate	1429204	
	1214699	
	348722	
	74373	
	197536	
	271536	
	790163	
	180192	
	3239683	
		7746108

Loose Connections, Shim Plates, Templates, checkered plate	3016	
	1088	
	1615	
	1077	
	1031	
	3963	
	59	
	39	
	241	
	324	
	367	
	1776	
	56	
	301	
	1096	
	56	
	918	
	1082	
	367	
	512	
	26690	
	680	
	1096	
	26	
	61261	
		108737

Catwalk Channels	26814	
	72850	
		99664