

February 28, 2013

Secretary of The Port Authority of NY & NJ
Attention: Daniel D. Duffy, FOI Administrator
225 Park Avenue South, 17th Floor
New York, NY 10003

03-12-13 11:01 RCVD

Re: Freedom of Information Law Request

Dear Mr. Duffy:

This request is submitted in accordance with the Port Authority's Freedom of Information Code and all applicable public records disclosure laws.

Please provide a copy of all documents related to the actual and projected financial performance of the companies listed in Appendix A hereto (collectively, "OTG") with respect to the operation and management of any and all food and/or beverage concessions located at the JetBlue Terminal (Terminal 5) at John F. Kennedy International Airport from January 1, 2008 to the present. This category of documents will include but not be limited to (a) audited and unaudited financial statements, reports, and supporting schedules and worksheets, (b) federal, state, and/or local income, property and franchise tax documents, (c) financial projections, and (d) proof of payments to OTG under and/or arising out its contract with JetBlue.

If there are any significant costs involved in providing this documentation, please advise us, and we will make arrangements for payment. If you object to the production of a portion of this request, please produce those documents to which you do not object and advise as to which documents you object to producing.

If you have any questions about our request, or if there is any way to expedite this request, please contact me or my colleague, Jason Fenley at 212.790.4527.

Thank you in advance for your prompt attention to this matter.

Sincerely,

Michael R. Gordon

7 Times Square, New York, New York 10036 Telephone: 212.790.4500 Fax: 212.790.4545

Albany | Los Angeles | New York | Orange County | Palo Alto | Sacramento | San Francisco | Washington, D.C.

Appendix

OTG MANAGEMENT JFK, LLC
OTG MANAGEMENT, INC.,
OTG CONSOLIDATED HOLDINGS, INC.,
OTG MANAGEMENT JFK, LLC,
OTG MANAGEMENT JFK, INC.,
OTG JFK T5 VENTURE, LLC

THE PORT AUTHORITY OF NY & NJ

FOI Administrator

March 28, 2013

Mr. Michael R. Gordon
Manatt, Phelps & Phillips, LLP
7 Times Square
New York, NY 10036

Re: Freedom of Information Reference No. 13835

Dear Mr. Gordon:

This is a response to your February 28, 2013 request, which has been processed under the Port Authority's Freedom of Information Code (the "Code"), for copies of records related to the actual and projected financial performance of OTG Management JFK, LLC, OTG Management, Inc., OTG Consolidated Holdings, Inc., OTG Management JFK, LLC, OTG Management JFK, Inc. and OTG JFK T5 Venture, LLC with respect to the operation and management of food and/or beverage concessions located at JetBlue Terminal 5 at John F. Kennedy International Airport from January 1, 2008 to the present.

Material responsive to your request, namely reports pertaining to the operations of OTG JFK T5 Venture, LLC, and available under the Code can be found on the Port Authority's website at <http://www.panynj.gov/corporate-information/foi/13835-O.pdf>.

Please refer to the above FOI reference number in any future correspondence relating to your request.

Very truly yours,



Ann L. Qureshi
FOI Administrator

Jan-08

Total Sales

\$2,456,980

Feb-08

Total Sales

\$2,611,024

Mar-08

Total Sales

\$3,001,332

Apr-08

Total Sales

\$2,847,490

Summary

	May-08
Total Sales	\$2,896,102

Aug-08

Total Sales

\$3,405,048

Sep-08

Total Sales

\$2,589,409

Oct-08

Total Sales

\$1,777.724

JFK T5

Mar-09

Total Sales

\$3,835,466

<u>JFK T5</u>	<u>Apr-09</u>
Total Sales	\$3,868,112

JFK T5

May-09

Total Sales

\$3,848,807

Losses

JFK T5

Jun-09

Total Sales

\$3,935,232

JetBlue Terminal 5
JFK International Airport

Food Service Gross Sales and Rent Report

PART 1: COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

- 1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 12/11/09 4) For month ending: November 2009

5) Total Gross Receipts

	Total Gross Receipts		
Aeronouva - 9CC			
Away Café - 2T			
CIBO Market 1 - 20SC			
CIBO Market 2 -29EC			
CIBO Market FH - 12-17CC			
Deep Blue - 40CC			
Deep Blue on the Fly - 40CC			
Dunkin Donuts - 12-17CC			
Dunkin Donuts Main - 2T			
Dunkin Donuts w CIBO Market -51LL			
Five Steak -9CC			
Food Court - 12-17CC			
Horizon Bakery Café -22SC			
Jamba Juice w CIBO Market -36CC			
La Vie - 40CC			
New York Sports Grill - 29EC			
Piquillo - 9CC			
Re:Vive Bars - 12-17CC			
Re:Vive Bars - 33EC			
Re:Vive Bars - 56SC			
Re:Vive Bars - 58EC			
Re:Vive Gate Holds			
Revolucion - 31/32EC			
Grand Total Gross Receipts	3,484,143		

- 8) Gross Receipts from Catering Sales
- | | | | |
|-----------------------------|-----------|------------------|---|
| Executive Meeting Services | \$ | 59,127.69 | |
| BBQ | \$ | - | |
| Total Catering Sales | \$ | 59,127.69 | (Per lease, these sales are <u>excluded</u> from above gross receipts.) |

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

JetBlue Terminal 5
 JFK International Airport
 Food Service Gross Sales and Rent Report
 For Month Ending May 31, 2010

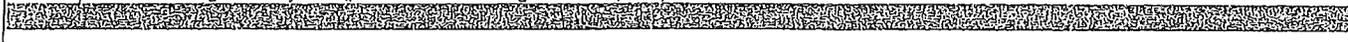
PART 1: COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 6/15/10 4) For month ending: May 31, 2010
 5) Total Gross Receipts _____

Grand Total Gross Receipts	4,017,282
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8) Gross Receipts from Catering Sales	
Executive Meeting Services	\$ 9,545.61
BBQ	\$ 21,075.00
Total Catering Sales	\$ 30,620.61 (Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)



JetBlue Terminal 5
 JFK International Airport
 Food Service Gross Sales and Rent Report
 For Month Ending June 30, 2010

PARTIAL COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

- 1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
- 3) Date Submitted: 7/15/10 4) For month ending: June 30, 2010
- 5) Total Gross Receipts _____

Grand Total Gross Receipts	4,035,520
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8) Gross Receipts from Catering Sales	
Executive Meeting Services	\$ 5,310.40
BBQ	
Total Catering Sales	\$ 5,310.40 (Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

JetBlue Terminal 5
 JFK International Airport
 Food Service Gross Sales and Rent Report
 For Month Ending July 31, 2010

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 8/15/10 4) For month ending: July 31, 2010

 5) Total Gross Receipts _____

Grand Total Gross Receipts	4,673,622
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8) Gross Receipts from Catering Sales

Executive Meeting Services	\$	28,634.60
BBQ		
Total Catering Sales	\$	28,634.60

(Per lease, these sales are excluded from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

JetBlue Terminal 5
 JFK International Airport
 Food Service Gross Sales and Rent Report
 For Month Ending August 31, 2010

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

- 1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 9/15/10 4) For month ending: August 31, 2010
 5) Total Gross Receipts

Grand Total Gross Receipts	4,491,986
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8) Gross Receipts from Catering Sales		
Executive Meeting Services	\$	3,101.74
BBQ		
Total Catering Sales (Informational only)	\$	3,101.74 (Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

8a) JetBlue Canteen sales (informational only)	\$	18,644.95 (Per lease, these sales are <u>excluded</u> from above gross receipts.)
8b) JetBlue Servery Sales (informational only)	\$	7,622.07 (Per lease, these sales are <u>excluded</u> from above gross receipts.)

JetBlue Terminal 5
 JFK International Airport
 Food Service Gross Sales and Rent Report
 For Month Ending September 30, 2010

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 10/15/10 4) For month ending: September 30, 2010
 5) Total Gross Receipts _____

Grand Total Gross Receipts	3,681,463
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8) Gross Receipts from Catering Sales			
Executive Meeting Services	\$	40,941	
BBQ			
Total Catering Sales (Informational only)	\$	40,941	(Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

8a) JetBlue Canteen sales (Informational only)	\$	15,500	(Per lease, these sales are <u>excluded</u> from above gross receipts.)
8b) JetBlue Servery Sales (Informational only)	\$	9,049	(Per lease, these sales are <u>excluded</u> from above gross receipts.)
Income from non-traditional sources:	\$	-	

JetBlue Terminal 5
JFK International Airport
Food Service Gross Sales and Rent Report
For Month Ending October 31, 2010

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 11/15/10 4) For month ending: October 31, 2010
 5) Total Gross Receipts _____

Grand Total Gross Receipts	3,995,016
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8) Gross Receipts from Catering Sales	
Executive Meeting Services	\$ 37,094
BBQ	
Total Catering Sales (Informational only)	\$ 37,094. (Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

8a) JetBlue Canteen sales (informational only)	\$ 18,288 (Per lease, these sales are <u>excluded</u> from above gross receipts.)
8b) JetBlue Servery Sales (informational only)	\$ 12,040 (Per lease, these sales are <u>excluded</u> from above gross receipts.)
Income from non-traditional sources:	\$ 5,600.11

JetBlue Terminal 5
 JFK International Airport
 Food Service Gross Sales and Rent Report
 For Month Ending November 30, 2010

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

- 1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 12/15/10 4) For month ending: November 30, 2010
 5) Total Gross Receipts _____

Grand Total Gross Receipts	3,690,162
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8) Gross Receipts from Catering Sales			
Executive Meeting Services	\$	45,802	
BBQ			
Total Catering Sales (Informational only)	\$	45,802	(Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

8a) JetBlue Canteen sales (Informational only)	\$	16,221	(Per lease, these sales are <u>excluded</u> from above gross receipts.)
8b) JetBlue Servery Sales (Informational only)	\$	6,464	(Per lease, these sales are <u>excluded</u> from above gross receipts.)
Income from non-traditional sources:	\$	-	

JetBlue Terminal 5
JFK International Airport
Food Service Gross Sales and Rent Report
For Month Ending December 31, 2010

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

- 1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 1/18/11 4) For month ending: December 31, 2010
 5) Total Gross Receipts _____

Grand Total Gross Receipts	3,968,956
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8) Gross Receipts from Catering Sales

Executive Meeting Services	\$	10,738	
BBQ			
Total Catering Sales (Informational only)	\$	10,738	(Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

8a) JetBlue Canteen sales (Informational only)	\$	16,343	(Per lease, these sales are <u>excluded</u> from above gross receipts.)
8b) JetBlue Servery Sales (Informational only)	\$	5,737	(Per lease, these sales are <u>excluded</u> from above gross receipts.)

Income from non-traditional sources: \$ -

JetBlue Terminal 5
JFK International Airport
Food Service Gross Sales and Rent Report
For Month Ending January 31, 2011

PART 1 - COMPLETE FOR EACH FOOD SERVICE UNIT IN T5

1) Subtenant: OTG JFK T5 Venture, LLC 2) Unit Number: _____
 3) Date Submitted: 2/18/11 4) For month ending: January 31, 2011
 5) Total Gross Receipts _____

Grand Total Gross Receipts	3,272,852
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8) Gross Receipts from Catering Sales			
Executive Meeting Services	\$	-	
BBQ	\$	-	
Total Catering Sales (Informational only)	\$	-	(Per lease, these sales are <u>excluded</u> from above gross receipts.)

- Separate catering sales by BBQ, Executive Meeting Services, etc.)

8a) JetBlue Canteen sales (Informational only)	\$	17,595	(Per lease, these sales are <u>excluded</u> from above gross receipts.)
8b) JetBlue Servery Sales (Informational only)	\$	9,200	(Per lease, these sales are <u>excluded</u> from above gross receipts.)

Income from non-traditional sources:	\$	-	
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**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL FIVE JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit / Product Category:	
Date Submitted:	2/20/2012	For the month ending:	1/31/2012

Month:	
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Monthly Gross Receipts	Month

TOTAL	\$3,504,032.38
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Addition to Gross Receipts	\$48,877.45
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**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

JetBlue
T5

TERMINAL RENT JFK

Subtenant: **OTG JFK T5 Venture, LLC** Unit / Product Category:
Date Submitted: **3/20/2012** For the month ending: **2/29/2012**

Monthly Gross Receipts	Month
[REDACTED]	[REDACTED]
TOTAL	\$3,707,130.87
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Addition to Gross Receipts	\$41,894.96

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL FIVE JFK

Subtenant: **OTG JFK T5 Venture, LLC**

Unit / Product Category:

Date Submitted: **4/20/2012**

For the month ending:

3/31/2012

Monthly Gross Receipts	Month
[REDACTED]	[REDACTED]
TOTAL	\$4,557,078.08
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Addition to Gross Receipts:	\$44,607.53

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL FIVE JFK

Subtenant: **OTG JFK T5 Venture, LLC**
 Date Submitted: **5/18/2012**

Unit / Product Category: _____
 For the month ending: **4/30/2012**

Monthly Gross Receipts	Month
[REDACTED]	[REDACTED]
TOTAL	\$4,158,591.49
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Addition to Gross Receipts	\$45,343.48

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL FIVE JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit / Product Category:	
Date Submitted:	6/20/2012	For the month ending:	6/31/2012

Monthly Gross Receipts	Month
[REDACTED]	
TOTAL	\$4,085,701.37
[REDACTED]	
[REDACTED]	
Addition to Gross Receipts	\$46,785.69

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL FIVE JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit / Product Category:	
Date Submitted:	7/20/2012	For the month ending:	6/30/2012

Monthly Gross Receipts	Month
[REDACTED]	[REDACTED]
TOTAL	\$4,397,822.09
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Addition to Gross Receipts	\$47,662.41
[REDACTED]	[REDACTED]

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

JBLU
T5

TERMINAL FIVE JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit / Product Category:	
Date Submitted:	8/20/2012	For the month ending:	7/31/2012

Monthly Gross Receipts:	Month:
[REDACTED]	[REDACTED]
TOTAL:	\$4,881,517.08
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Addition to Gross Receipts:	\$45,425.64

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL ONE JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit/Product Category:	
Data Submitted:	8/20/2012	For the month ending:	8/31/2012

Monthly Gross Receipts:	Month
[REDACTED]	[REDACTED]
TOTAL	\$4,973,889.22
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Additional Gross Receipts	\$44,033.98

OTG JFK T5 Venture, LLC

Current Total

JetBlue Terminal 5
JFK International Airport
Sales and Rent Report

JetBlue
T5

TERMINAL FIVE JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit/Product Category:	
Date Submitted:	10/20/2012	For the month ending:	9/30/2012

Monthly Gross Receipts	Month
[REDACTED]	
TOTAL	\$3,824,155.35
[REDACTED]	
[REDACTED]	
[REDACTED]	
Addition to Gross Receipts:	\$41,524.85

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL 5 JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit/Product Category:	
Date Submitted:	11/20/2012	For the month ending:	10/31/2012

Monthly Gross Receipts	Month
[REDACTED]	
TOTAL	\$3,861,130.19
[REDACTED]	
[REDACTED]	
[REDACTED]	
[REDACTED]	
Additional Gross Receipts	\$37,845.86

REPORTING PERIOD: 10/01/2012 TO 10/31/2012

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

Terminal **T5**

Terminal Code JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit/Product Category:	
Date Submitted:	12/20/2012	For the month ending:	11/30/2012

Monthly Gross Receipts	pts	Month
TOTAL		\$4,037,354.30

Addition to Gross Receipts		\$44,707.19

**JetBlue Terminal 5
JFK International Airport
Sales and Rent Report**

T5

TERMINAL FWT JFK

Subtenant:	OTG JFK T5 Venture, LLC	Unit / Product Category:	
Date Submitted:	1/20/2013	For the month ending:	12/31/2012

Monthly Gross Receipts	Month
[REDACTED]	[REDACTED]
TOTAL	\$4,550,240.92
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
Addition to Gross Receipts	\$34,819.14