

TRAFFIC PLANNING AND DESIGN, INC.

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December 7, 2006

Mr. Frank T. Donaghue
Chief Legal Counsel
Pennsylvania Gaming Control Board
P.O. Box 69060
Harrisburg, PA 17106

Re: Allentown Tropicana
City of Allentown, Lehigh County, PA
Response to McCormick Taylor
Detailed Traffic Impact Study Review Letter
TPD# TROP.A.00001

PA Society of Professional Engineers
Professional Development Award Winner

Bentley Awards of Excellence
Civil Road Design Nominee

Civil Engineering News Magazine
Best Civil Engineering Firms
To Work For In The U.S.
Ranked Top 25

Best Companies Group
Best Places To Work In PA
Ranked Number 6

Dear Mr. Donaghue:

Traffic Planning & Design, Inc. (TPD) has reviewed the December 4, 2006 McCormick Taylor review letter regarding the Phase I Traffic Impact Study (TIS) dated November 8, 2006 for the Tropicana Allentown development in the City of Allentown, Lehigh County, PA. TPD's responses to the comments are provided on a point-by-point basis, as described below. The McCormick Taylor Review Letter is attached for reference.

Technical Review of the Traffic Study

Approach

1. An evaluation of the Saturday peak period was not completed as part of the traffic study revisions due to the nature of the surrounding roadway network and the difference between the PM peak hour volumes and the Saturday midday peak hour volumes.

Across American Parkway from the proposed Casino facility exists the Corporate Headquarters of Agere Systems, Inc. Agere Systems, according to their VP of Law, currently employs approximately 1,375 employees at their Corporate Headquarters. Furthermore, it is estimated that less than 10% of the total workforce may work on a Saturday at their Headquarters. Based on the existing traffic counts during the weekday P.M. peak hour, approximately 371 vehicles enter and exit the existing Agere Systems Corporate Headquarters driveway on American Parkway. The Agere Systems Corporate Headquarters experiences their peak hour of traffic between 4:00pm and 5:00pm on a weekday evening.

In addition, traffic due to the proposed Minor League Baseball stadium was added into the traffic study during the P.M. peak hours to account for a worst case, highest volume, scenario. The peak hour of traffic associated with the proposed Minor League Baseball team would occur between 6:30pm and 7:30pm on a Friday weekday evening, and based on the number of minor league baseball games that occur during the season (142), it would be

expected that approximately 10-12 would occur on a Friday evening, with a total of approximately 40-45 occurring on a weekday evening.

As a worst case, highest volume scenario, the P.M. peak hour traffic volumes depicted within the traffic study prepared for the proposed Casino development, comprised of the P.M. peak hour traffic associated with the Agere Systems Corporate Headquarters, the P.M. peak hour traffic associated with Minor League Baseball and the P.M. peak hour traffic associated with the proposed Casino facility even though the peak hours of Agere Systems and Minor League Baseball do not overlap, as discussed above.

Therefore, the Saturday Midday peak hour was not analyzed as the major traffic contributor on American Parkway (Agere Systems) operates at less than 10% of the P.M. peak hour volumes on a typical Saturday. It should be noted that Agere Systems traffic accounts for approximately 45% of the total traffic on American Parkway during the P.M. peak hour. Based on the above, it is our opinion that the P.M. peak hour of traffic, as analyzed in the revised traffic impact study, represents a higher volume of traffic than would be associated with the Saturday Midday peak hour.

Furthermore, traffic counts conducted for the proposed Airport Road Restaurant development (Airport Road & Lloyd Avenue) were reviewed to compare PM peak hour volumes to Saturday Midday peak hour volumes along the Airport Road corridor. Based on the volumes collected, it appears that the PM peak hour volumes are approximately 15% greater than the volumes collected during the Saturday midday peak, further justifying the methodology utilized within the Tropicana TIS.

2. The Route 22/Airport Road interchange was analyzed as part of the traffic study prepared for the Airport Centers Retail Development. The Retail development proposes significant roadway improvements to the Airport Road corridor from the Route 22 Interchange, south to American Parkway. These improvements include the traffic associated with the Retail development as well as other developments in the area in order to mitigate the development's traffic impacts. As discussed with PennDOT regarding the Retail development, as well as other developments in the area, the maximum amount of improvements are being provided in the Airport Road corridor from the Route 22 interchange, south to American Parkway in order to mitigate the proposed surrounding major developments.
3. No response necessary.

Trip Generation

4. No response necessary.

Analytical Approach

5. The three (3) major background "other" developments were assumed in the traffic impact study in addition to a 4.9 percent background growth factor. Based on discussions with PennDOT District 5-0, a major retail development "Airport Centers Retail Development" consisting of approximately 477,000 square feet of retail space, will be providing significant improvements to the Airport Road corridor from the Route 22 on/off ramps to American Parkway. The improvements consist of widening Airport Road to include a additional lane in

the northbound and southbound direction, an additional northbound through lane north of Route 22, dual turn lanes at the major intersections adjacent to Route 22 and turn lanes at Lloyd Street and the associated traffic signal modifications. Based on these improvements, it is PennDOT's opinion that the developer of the Retail development is providing the maximum amount of improvements that can be provided in the Airport Road corridor. Furthermore, the developer of the Retail center has recently submitted Highway Occupancy plans for a seventh (7th) time based on six (6) previous PennDOT reviews. In all, the Retail project has gone through twelve (12) total reviews by PennDOT since the onset of the project. Furthermore, it is our understanding that the Retail project is in the final stages of approval with PennDOT and should be under construction during the Spring of 2007.

6. No response necessary.
7. As outlined in response #5, it is PennDOT's opinion that the proposed improvements, some of which have changed for the better since included in the Tropicana traffic study, are the maximum amount of improvements which can be accommodated along the Airport Road corridor. Furthermore, based on the P.M. peak hour traffic volumes utilized in the Tropicana study, it is our opinion that the traffic study overestimates the actual amount of traffic (see response #1) which will be traveling on the surrounding roadway network upon completion of proposed Casino facility, Baseball Stadium and Retail development. It is also important to note that all of the intersections outlined in the McCormick Taylor review letter will be improved as part of the Retail development PennDOT approval.

Evaluation of Recommended Improvements

1. All necessary roadway improvements in order to mitigate the impact of the proposed Casino development are being constructed and funded by the applicant.
2. See response #7.
3. As discussed in response #5, significant improvements are being proposed by the developer of the Airport Centers Retail development. These improvements have been submitted to PennDOT District 5-0 on twelve (12) separate occasions and approval of these improvements is anticipated to allow a construction start in Spring 2007. Please note that the developer of the Retail Center has recently submitted revision seven (7) to the highway occupancy permit plans based on six (6) previous PennDOT review letters.

Conclusions

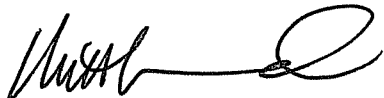
-As discussed above, the applicant is proposing all the necessary improvements in order to mitigate the impact of the proposed Casino development and has analyzed the future traffic volumes as a worst case, highest volume scenario which lends itself to an over-estimation of future traffic volumes within the surrounding roadway network.

-Numerous discussions have been held with PennDOT District 5-0 as well as the developer of the Retail Center to ensure that the proposed roadway improvements to Airport Road, once approved in early 2007, will be constructed in a timeline consistent with the development of the proposed Tropicana facility.

Mr. Frank T. Donaghue
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Thank you for your continuing review, and please call if there is any further information you require with regards to these responses.

Sincerely,
TRAFFIC PLANNING AND DESIGN, INC.

A handwritten signature in black ink, appearing to read "Matt Hammond", with a large, stylized flourish at the end.

Matthew I. Hammond, P.E.
Executive Vice President

Attachments: McCormick Taylor Review Letter (December 4, 2006)

cc: Rich Ruden, Aztar-Tropicana
Robert Krauss, Esq.
Raymond Quaglia, Esq.
Joseph Fitzpatrick, Esq.
Jennifer Fox, Esq.



December 4, 2006

Mr. Glenn Rowe, P.E.
Pennsylvania Department of Transportation
Bureau of Highway Safety and Traffic Engineering
Commonwealth Keystone Building
400 North Street, 6th Floor
Harrisburg, PA 17105

RE: Allentown Tropicana Traffic Impact Study
Detailed Traffic Impact Study Review - Addendum

Dear Mr. Rowe:

As requested by the Gaming Board, McCormick Taylor, Inc. has reviewed the additional materials submitted for the proposed Allentown Tropicana, located in the City of Allentown. The material reviewed consisted of the following:

- o Allentown Tropicana – Phase 1 Traffic Impact Study, prepared by Traffic Planning and Design, Inc., Dated November 8, 2006.

This additional review builds upon our detailed review, dated November 15, 2006. It should be noted that the current study was prepared at the request of the City to address the impacts of a temporary facility with less than the assumed full building and predates our most current review; therefore, previous comments made by McCormick Taylor may not have been specifically addressed.

Project Summary

The project site is located on a parcel south of American Parkway, on the existing Agere campus in the City of Allentown, Lehigh County. Aztar-Tropicana is to be developed as a Class II casino, within the urban boundaries of PennDOT District 5-0. Primary access to the gaming facility will be via an existing access to American Parkway opposite the existing Agere Drive and a proposed right-in/right-out access to American Parkway east of the existing access. Additional access will be provided to local streets adjacent to the site, including Fenwick Street, Godfrey Street and Fairmont Street.

The Phase 1 Traffic Study assumed an initial yield less than the anticipated build out, as follows:

- o 3,000 slot machine parlor (5,000 at build out)
- o 250-room hotel (500 at build out)



Following are our comments and findings for the review of the above-referenced submission:

Technical Review of the Traffic Study

Unless specifically identified below, the most current submission by the applicant has addressed the comments presented in the previous reviews. The following comments have not been addressed:

Approach

1. The study included an evaluation of two peak periods; weekday morning and evening. An evaluation of the Saturday peak period should also be completed.
2. The study did not adequately address impacts to the US Route 22/Airport Road interchange. Evaluations of the interchange merge and weave options, queuing along the ramps and the capacity of the US Route 22 mainline is considered appropriate.
3. The study does include the traffic generated by the minor league baseball stadium proposed adjacent to the proposed gaming facility.

Trip Generation

4. As previously noted, the trip generation estimates for the Allentown Tropicana project are generally lower than for the other at-large facilities; however this can be attributed in part to the assumed complete integration of the hotel use with the gaming facility.

Analytical Approach

5. The analyses of intersection operations at several locations are predicated upon the completion of improvements to be made in association with other developments.
6. During the peak period evaluated (weekday evening) the majority of traffic entering the site is assumed to be generated by the proposed baseball facility.
7. The study identifies unacceptable future operations at the following locations without presenting sufficient mitigation measures:
 - Airport Road & Route 22 Eastbound Off Ramps/Catasauqua Road
 - Airport Road & BJ's Warehouse/Off Track Betting
 - Airport Road & Lloyd Street
 - Airport Road & American Parkway
 - American Parkway & Agere Way/Site Access

Evaluation of the Recommended Improvements

McCormick Taylor evaluated the recommended roadway improvements identified in the Allentown Tropicana Traffic Impact Study. The mitigation measures proposed were reviewed for completeness and adequacy in serving the anticipated additional traffic volumes.

8. The study does not propose any physical improvements funded by the applicant beyond those directly related to the site access.
9. As previously noted, the study identifies unacceptable future operations at several intersections without presenting sufficient mitigation.
10. The study relies on several improvements proposed by other developments. Plans should be in place for the necessary improvements to be completed if these developments and resulting improvements do not move forward.

Conclusion

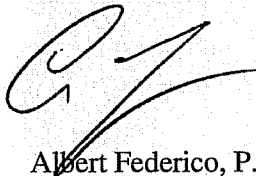
Based on our review there are still issues that have not been addressed by the information submitted by the applicant. Further consideration of the project impacts would benefit from the applicant:

- o Developing improvements to provide acceptable operations at locations impacted by project traffic.
- o Verification that the improvements by others are proceeding as planned.

I trust that this review will assist PennDOT and the Pennsylvania Gaming Control Board in their evaluation of this application. I am available if you have any questions regarding this review.

Very truly yours,

McCORMICK TAYLOR, INC.



Albert Federico, P.E., PTOE
Senior Traffic Engineer

cc: Paul Resch, PA Gaming Control Board
Paul Archibald, McCormick Taylor