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April 13, 2010

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Ms. Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

**Re: MC-F-21035, Stagecoach Group plc and Coach USA, Inc., et al.—
Acquisition of Control — Twin America, LLC**

Dear Ms. Brown:

I have attached a copy of recent submissions made to the New York State Supreme Court on behalf of those Applicants in the above proceeding that are party to the pending litigation addressed in prior correspondence with the Board. *Continental Guest Services Corp. v. International Bus Services, Inc., et al.*, No. 600643/10 (NY Sup Ct. filed March 12, 2010). Specifically, I have attached (1) the Bus Defendants' Memorandum of Law in Opposition to Motion for Preliminary Injunction, together with the supporting Marmurstein Affirmation and the two exhibits to that Affirmation and (2) the Notice of Bus Defendants' Motion to Dismiss and Memorandum of Law in Support of that Motion, together with an accompanying Affirmation of Kenneth Breen and Exhibit.

Cynthia T. Brown
April 13, 2010
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As previously reported, the Court has scheduled a hearing in this matter for April 20, 2010.

Respectfully submitted,



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plc; Stagecoach Transport Holdings plc.;
SCUSI Ltd.; Coach USA Administration,
Inc.; Coach USA, Inc.; International Bus
Services, Inc.; CitySights Twin, LLC; Mr.
Zev Marmurstein; and Twin America, LLC

cc: All parties of record
Mark A. Berman, Esq.

By order of Justice Ramos, these motion papers
may not be taken apart or otherwise tampered with.

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

CONTINENTAL GUEST SERVICES CORPORATION,

Plaintiff,

- against -

INTERNATIONAL BUS SERVICES, INC. d/b/a GRAY
LINE NEW YORK, CITY SIGHTS TWIN, LLC d/b/a
CITY SIGHTS NEW YORK, TWIN AMERICA, LLC,
BATTERY PARK HOTEL MANAGEMENT, LLC
HAMPTON INN TIMES SQUARE NORTH, HILTON
GARDEN INN TIMES SQUARE, NEW YORK WEST
35TH STREET HGI, ON THE AVE HOTEL, THE
PARAMOUNT HOTEL NEW YORK, PARK CENTRAL
HOTEL (DE), LLC, THIRTY EAST 30TH STREET
OWNER, LLC, TIMES SQUARE HOTEL OPERATING
LESSEE LLC, LEXINGTON HOTEL, LLC, W2001
METROPOLITAN HOTEL OPERATING LESSEE, LLC,
and HIGHGATE HOTELS, LP,

Defendants.

Index No. 600643/10

Justice: Charles E. Ramos, J.S.C.

Commercial Division of the Supreme
Court of the State of New York

**BUS DEFENDANTS' MEMORANDUM OF LAW IN OPPOSITION TO MOTION FOR
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I. INTRODUCTION

Defendants International Bus Services, Inc., CitySights Twin, LLC and Twin America, LLC (collectively "Twin America") submit this memorandum opposing plaintiff's motion for preliminary injunction.

Twin America is a federally-licensed motor transportation carrier. It owns and operates the Gray Line and CitySights bus tours in New York City and conducts charter bus operations throughout the Northeast and Mid-Atlantic United States. As plaintiff has argued, Twin America merged assets that formerly were held and operated by IBS and CitySights. Plaintiff Continental Guest Services Corporation ("CGSC") operates concierge desks at 49 hotels. The Hotel defendants own and operate hotel properties. When eleven – now seven – hotels replaced CGSC with New York Concierge Services, LLC ("NYCS"), a Twin America subsidiary, this lawsuit followed.

There is no question in this case that the Hotel defendants are free to deal with whomever they want. They have no obligation to license their concierge operations to CGSC or any third party concierge services provider, including others like New York Guest, Piccolo, Concierge Plus, TTI, Hotel Associates or American Express, to name a few. In fact, many of the hundreds of hotels in New York City have their own staff provide concierge services rather than third parties like CGSC, which lease space from the hotel to sell products and services, much like concessionaires at sports venues. Still other hotels have no concierge desk at all. Put simply, CGSC has no right to license space from the Hotel defendants. None at all.

Likewise there is no question in this case that Twin America is free to sell or not sell its bus tour tickets through any business partner it chooses. Twin America does not have to sell its bus tours at a ferry terminal. It does not have to sell its tickets through airlines, international travel agents, over the Internet or on the street. And it does not have to sell its tickets through

hotels, at all, by paying commissions to CGSC or anyone else. In fact, despite its current cries of necessity, CGSC refused to sell CitySights bus tour tickets for years. Of course Twin America does attempt to sell its tickets through all these outlets, because it makes economic sense and it is competing with myriad other tour options available to tourists in New York City.

The only real question in this case is whether Twin America – a bus tour company – can get into the hotel concierge business. It is not unusual for tour operators to provide concierge services. Tour operators have knowledge of the local attractions and themselves cross-market many of the same sites and services. Historically, Gray Line operated hotel concierge desks (including desks CGSC now operates), without any onslaught of monopoly. CitySights began discussions with Highgate, the management company for the defendant hotels, in 2008, a full year before the merger. Post-merger, CitySights management, now Twin America management, continued those discussions, leading Twin America to enter the hotel concierge business, again, as Gray Line had in the past.

CGSC now asserts that Twin America's plan to provide concierge services to 7 of the several hundred hotels in New York City is anticompetitive, urging this Court to issue a mandatory blanket prohibition forever excluding Twin America from the hotel concierge business. According to CGSC, Twin America's concierge services at these 7 hotels will: (a) put CGSC out of business; (b) monopolize hotel concierge services at hundreds of hotels in NYC; and (c) block any new bus competitor from providing double-decker bus tours in New York. These claims are as absurd as they sound.

CGSC is not dependent on Twin America bus ticket sales to stay in business. Concierge desks sell all types of tickets, primarily weighted to entertainment like Broadway shows and sporting events. Secondly, hotel concierges help guests with restaurant reservations, airport

and limousine services, and the wide range of New York City tours and attractions. Twin America's bus tours are but one in the collage of tours and attractions many but by no means all hotel concierges suggest to their guests. In 2009, CGSC indicated to CitySights that its gross sales were \$50 million. For the past 11 months CGSC's sales of Twin America tickets in 47 hotels were \$6.7 million for which it received \$2.09 million in sales commissions – hardly the lifeblood of CGSC's income.

CGSC's further claim that double-decker bus tours are an essential product no hotel desk can do without is flattering, but untrue. Many concierge desks in New York City do not sell double-decker bus tickets. More importantly, essential or not, *it is impossible for Twin America to foreclose CGSC or any concierge desk from purchasing bus tour tickets for hotel patrons.*

The tickets are available on the Internet and any concierge can purchase the tickets for its hotel guests at any time, or direct its guests to the myriad outlets where the tickets are available. In short, any hotel or any other attraction in the city can sell Twin America's double-decker bus tours to its customers at any time if, as CGSC incredibly contends, the ability to provide these tickets is essential to attract customers to the hotel desk.

These undisputable facts gut CGSC's case for competitive harm, and equally important, establish beyond doubt there is no potential for irreparable harm to CGSC. In line with substantial case law involving sales agents, CGSC's bus tour ticket sales commissions are completely quantifiable. And to the extent it believes selling the bus tours is required for its business, it can continue to purchase bus tour tickets for its hotel guests as long as it likes, it does not need Twin America's permission. Nor would anyone else, and accordingly, contrary to CGSC's conjecture, Twin America has not and cannot use sales of its bus tour tickets to drive hundreds of hotel concierges out of business and take over their desks.

Nor does Twin America's ability to sell its own tickets at 7 of several hundred hotels stand to block new double-decker bus tours from competing. Hotel sales represent a small fraction of Twin America's overall distribution. More than 90% of Twin America's sightseeing tickets are sold on the street and through ticket agents, travel agents, international tour operators, visitor centers, cross-marketing with other attractions and over the Internet. *Only 9.6% of Twin's ticket sales are attributable to hotel desks.* In fact, CitySights began operations in 2005 with 8 tour buses. CGSC refused to sell CitySights tickets until 2008. By that time CitySights was operating more than 50 tour buses. Big Yellow Taxi, a current double-decker tour competitor, does not pay commissions to sell through hotel desks, nor would any new bus tour company need to sell through hotel desks to compete. Twin America's operation of 7 hotel desks in any event does not foreclose an existing or new tour bus operator from the several hundred hotel distribution channel in New York City.

As CGSC's counsel said at the TRO hearing, CGSC is trying to sell its business to Twin America. The parties have had several discussions over months. CGSC expressly told Twin America that the question of the sale had to be resolved by March 15. Now Twin knows why – this case is about a sale multiple, not the merits.

The legal dressing for CGSC's lawsuit is the Donnelly Act, tortious interference and unfair competition law. The Donnelly Act prohibits conspiracies to restrain trade in a legally cognizable antitrust market. The Donnelly Act does not reach single firm conduct, it applies only to conspiracies or arrangements between two or more parties. The predominance of CGSC's claims are based on Twin America's lone conduct and consequently fall outside the Donnelly Act. *See infra* Section IV.A.1.

CGSC also has not identified an appropriate antitrust market in which to measure any purported restraint of trade – hotel sales of double-decker bus tour tickets is one of many distribution channels, and not even an important distribution channel. Nor are double-decker bus tours a market – the bus tours are one of many options available to New York City tourists and compete with multitudes of other transportation tours and tourist attractions. Antitrust law, moreover, does not prohibit a supplier from selling its own products downstream – application of antitrust law to this end would stand competition policy on its head. *See infra* Section IV.A.2.

To the extent CGSC is challenging the formation of Twin America, that matter is before the federal Surface Transportation Board (“STB” or “Board”), which has exclusive jurisdiction over the Twin America transaction. Contrary to CGSC’s assertions in court, the New York State Attorney General (“NYSAG”) has acknowledged the STB’s jurisdiction. Though it has voiced concerns with the transaction, the NYSAG has participated fully in the STB process. All sides have submitted briefs and economist reports to the STB. The matter is pending the STB’s decision, with a hearing scheduled for April 27. *See infra* Section IV.A.3.

CGSC’s tortious interference claim is difficult to understand. CGSC has not and cannot point to any breach of an agreement. Nor can it show Twin America’s competition for the hotel agreements was in any way wrongful. *See infra* Section IV.B.

CGSC’s unfair competition claim is equally mysterious. Common law unfair competition developed to cover “passing off” and “misappropriation” cases. CGSC has alleged no facts to suggest either applies here. *See infra* Section IV.C.

Thus lacking any irreparable harm, CGSC also stands no chance of success on the merits. And on this record, the equities tip decidedly in favor of defendants as well. *See infra* Section V.

CGSC's motion for preliminary injunction should be denied and this case dismissed. Defendants have filed a separate motion to dismiss the lawsuit.

II. THE STANDARD FOR A PRELIMINARY INJUNCTION: AN EXTRAORDINARY AND DRASTIC REMEDY THAT REQUIRES CLEAR AND CONVINCING PROOF

Preliminary injunctive relief "is a drastic remedy and will only be granted if the movant establishes a clear right to this relief under the law and the undisputed facts found in the moving papers." *Popack v. Rice*, 261 A.D.2d 463, 463, 687 N.Y.S.2d 297, 297 (2d Dep't 1999). A preliminary injunction is "one of the most drastic tools in the arsenal of judicial remedies." *Hanson Trust PLC v. SCM Corp.*, 774 F.2d 47, 60 (2d Cir. 1985). It "is an extraordinary remedy that should not be granted as a routine matter." *JSG Trading Corp. v. Tray-Wrap, Inc.*, 917 F.2d 75, 80 (2d Cir. 1990). "Because the purpose of a preliminary injunction is to prevent litigants from taking actions that they are otherwise legally entitled to take *in advance of adjudication on the merits*, they should be issued cautiously and in accordance with appropriate procedural safeguards." *Kanan, Corbin, Schupak & Aronow, Inc. v. FD Int'l, Ltd.*, 8 Misc. 3d 412, 415, 797 N.Y.S.2d 883, 886 (Sup. Ct. N.Y. Co. 2005) (Ramos, J.) (emphasis in original).

To obtain a preliminary injunction, CGSC must demonstrate: (1) a likelihood of success on the merits; (2) a danger of irreparable harm unless the injunction is granted; and (3) a balance of the equities in its favor. *See Master Mech. Corp. v. Macaluso*, 51 A.D.3d 739, 741, 858 N.Y.S.2d 696, 697 (2d Dep't 2008). Each element must be shown by "clear and convincing evidence." *Liotta v. Mattone*, No. 01932, 2010 WL 817485, at *1 (2d Dep't Mar. 9, 2010). This burden requires a "strong showing in affidavits and other proof supplying evidentiary detail." *WebMD Health Corp. v. Martin*, No. 601654-06, 2006 WL 1892261, at *5 (Sup. Ct. N.Y. Co. July 11, 2006) (citation omitted). The failure of the moving party to establish even one of the

required elements of a preliminary injunction mandates denial of the relief requested. *See Zolkevitch v. Feibush*, 49 A.D.3d 424, 425, 854 N.Y.S.2d 373, 374 (1st Dep't 2008).

Significantly, moreover, CGSC is requesting mandatory specific performance, asking this Court to order Twin America and the Hotel Defendants to do business with CGSC indefinitely, a remedy that would contravene the public policy of New York. "It is the well-settled law of this State that the refusal to maintain trade relations with any individual is an inherent right which every person may exercise lawfully, for reasons he deems sufficient or for no reasons whatever, and it is immaterial whether such refusal is based upon reason or is the result of mere caprice, prejudice or malice." *Locker v. Am. Tobacco Co.*, 121 A.D. 443, 451-52, 106 N.Y.S. 115, 121 (2d Dep't 1907), *aff'd*, 195 N.Y. 565, 88 N.E. 289 (1909); *see Turner Constr. Co. v. Seaboard Sur. Co.*, 98 A.D.2d 88, 91, 469 N.Y.S.2d 725, 728 (1st Dep't 1983).

III. CGSC'S COMPLETE FAILURE TO DEMONSTRATE IRREPARABLE HARM

Bare and conclusory statements are insufficient to satisfy plaintiff's heavy burden of demonstrating irreparable harm. *See TMP Worldwide Inc. v. Franzino*, 269 A.D.2d 332, 332, 703 N.Y.S.2d 183, 184 (1st Dep't 2000). In *Midway Beverage Corp. v. Grolsch Importers, Inc.*, 1987 WL 119908 (Sup. Ct. Kings Co. Dec. 17, 1987), for example, Midway Beverage had an oral arrangement to distribute Grolsch beer in New York. *Id.* at *1. Grolsch terminated the arrangement. Midway Beverage filed suit for tortious interference with contract and antitrust violations and moved for preliminary injunctive relief. *Id.* Midway claimed that "unless defendant Grolsch's threatened termination of its distributorship is enjoined, plaintiff's business may well be destroyed; [and] that 70% of plaintiff's business depends in one way or another on the availability of the product Grolsch." *Id.* at *2 (citation omitted).

The court held Midway's alleged irreparable harm was "couched in speculative terms insufficient to support the temporary injunctive relief requested." *Id.* at *3. Moreover, the court

held “it is obvious that whatever loss may be occasioned by defendants’ conduct could be adequately compensated with monetary damages[.]” *Id.*

Here, CGSC similarly claims it will be “wiped off the proverbial map forever” and face “financial ruin” absent injunctive relief. (Pl’s Mem. of Law at 10.) With slight of hand, CGSC asserts in conclusory fashion that “[n]inety-five percent of [its] sales in 2009 came from its hotel concierge desks, and with the loss of being unable to sell double-decker sightseeing tour tickets at such desks, Plaintiff’s business will be destroyed.” (Pl. Memo. of Law at 8-9; *see also* Zhang Aff. ¶ 13.) Significantly, CGSC does not allege that 95 percent of its revenue derives from selling bus tours. (*See* Berman Aff. ¶ 6; Zhang Aff. ¶ 13.)

And whatever the forecasted doom may be from losing bus tour sales commissions at 7 of its 49 hotel desks, CGSC failed to submit “financial statement[s] or other evidence to substantiate these claims[.]” *Rockland Dev. Assocs. v. Vill. of Hillburn*, 172 A.D.2d 978, 979, 568 N.Y.S.2d 490, 491 (3d Dep’t 1991). CGSC has provided no profit or loss statements, no statement of monthly fixed or variable costs, no records of sales receipts, no statement of cash flow and no expert declaration to support its proffered demise. *See Benjamin Kurzban & Son, Inc. v. Bd. of Educ.*, 129 A.D.2d 756, 757, 514 N.Y.S.2d 749, 750 (2d Dep’t 1987) (absent financial statements or other evidence, plaintiff’s claim that it “would be forced to go out of business” was insufficient to establish irreparable harm).

The reason is clear. Access to double-decker sightseeing tour bus tickets is not essential to operating a hotel concierge desk in New York City. In 2009, CGSC indicated its gross sales were \$50 million. CGSC sold \$6.7 million of Twin America tickets in 47 hotels over the past 11 months, receiving \$2.09 million in sales commissions. (*See* Marmurstein Affirmation ¶ 21.) While CGSC has not provided any financial data for the current year, it is nonetheless readily

apparent that the \$2.09 million in total commissions it received from sales of Twin America tickets in 47 hotels, let alone from sales at the 7 hotel desks in question, are not 95% of its business, or anything close.

Nor can CGSC plausibly assert that Twin America bus tours are a must-carry item for a concierge desk. If that were the case, the hotel desks would be paying Twin America for the tickets rather than Twin America paying hotel concierge desks a 20-35% sales commission to market the bus tours. The facts again tell the truth. Many concierge desks in New York do not even sell double-decker tour tickets. And in any event, any hotel concierge desk in New York City can offer Twin America bus tours to hotel guests, either by directing the guest to a location where double-decker tickets are sold or by purchasing the tickets over the Internet right there at the concierge desk. CGSC is not foreclosed from access to double-decker bus tour tickets. Nor is any hotel concierge desk.

In short, the only possible injury to CGSC is a quantifiable sales commission, which is not irreparable harm. See *GFI Sec. LLC v. Tradition Asiel Sec. Inc.*, No. 601183/08, 2008 N.Y. Misc. LEXIS 5946, at *9 (Sup. Ct. N.Y. Co. July 28, 2008) (holding no irreparable harm because “the amount of commissions [is] calculable”), *aff’d*, 61 A.D.3d 586, 878 N.Y.S.2d 689 (1st Dep’t 2009); *Steiner v. Lozyniak*, 1997 N.Y. Misc. LEXIS 738, at *6 (Sup. Ct. N.Y. Co. June 19, 1997) (Ramos, J.) (“Where money damages can provide adequate remedy, the injury is not irreparable”). Even substantial monetary damages do not equate to irreparable harm: “The key word in this consideration is *irreparable*. Mere injuries, however substantial, in terms of money, time and energy necessarily expended in the absence of a stay, are not enough.” *Jayaraj v. Scappini*, 66 F.3d 36, 39 (2d Cir. 1995) (emphasis in original) (citation omitted).

This fundamental principle is particularly apt here, where the party seeking a preliminary injunction is a commissioned sales representative. In *Loveridge v. Pendleton Woolen Mills, Inc.*, 788 F.2d 914 (2d Cir. 1986), for example, plaintiff was a commissioned sales representative who sold clothes for the defendant manufacturer. *Id.* at 915. Plaintiff Loveridge maintained no inventory and received a commission based on a dollar percentage of the sales. *Id.* at 917. When the manufacturer terminated the relationship, Loveridge filed suit and obtained a preliminary injunction. *Id.* at 916. The Second Circuit reversed, holding Loveridge “failed to establish that he will sustain any loss which cannot be compensated by an award of money damages[.]” *Id.* at 918.

GPA Inc. v. Liggett Group, Inc., 862 F. Supp. 1062 (S.D.N.Y. 1994), presents another case substantially similar to this one. In *GPA*, the plaintiff reseller had a contract with Liggett to market and distribute private-label cigarettes in exchange for a portion of the sales. *Id.* at 1064. Liggett terminated the contract. GPA sought a preliminary injunction, claiming “without the availability of the Epic and Eagle 20’s brands, GPA will not survive long” and “the permanent or even extended loss of this revenue from Epic and Eagle 20’s could result in GPA’s insolvency.” *Id.* at 1067 (citation omitted). The Southern District of New York held “[t]he possibility of insolvency was neither established at the Hearing nor would such possibility, in any event, have been found sufficient to support a finding of irreparable injury.” *Id.* at 1070.

Likewise in *Reiter’s Beer Distributors, Inc. v. Christian Schmidt Brewing Co.*, No. 86CV534, 1986 WL 13950 (E.D.N.Y. Sept. 9, 1986), a beer distributor argued that a preliminary injunction was necessary “because the loss of the Schmidt’s and Rheingold brands threaten[ed] the survival of the company.” *Id.* at *12. The district court denied injunctive relief. *Id.* “Reiter’s calculations of its potential losses,” the court explained, “employ exaggerated figures

and fail to take into account that Reiter's would more than likely either increase its sales of existing products, or add new product lines, to compensate for the loss of the Schmidt's business." *Id.* at *13; *see also HCI Technologies, Inc. v. Avaya, Inc.*, 241 Fed. Appx. 115, 121 (4th Cir. 2007) ("even if [plaintiff] were driven out of business, it [would] not necessarily follow that this would constitute irreparable harm, because the record suggested that [plaintiff's] damages could be quantified with precision") (citation omitted); *Copart of Conn., Inc. v. Long Island Auto Realty, LLC*, 42 A.D.3d 420, 421, 839 N.Y.S.2d 791, 793 (2d Dep't 2007) (plaintiff's contention "it could be forced to discontinue business operations" was "speculative and unsupported by any evidence in the record").

Nor can CGSC stand on "loss of goodwill" as a basis for irreparable harm. The movant seeking to show irreparable harm through loss of goodwill must show that the goodwill is *independently generated* and not dependent upon the quality or distinctiveness of the items it is selling on behalf of a manufacturer. *See Loveridge*, 788 F.2d at 917. CGSC provides an unbranded service on behalf of the hotel – it has no independent goodwill with hotel guests. Any goodwill it does enjoy is entirely derivative of the hotel that houses its concierge desk and the products and services it sells. That is particularly apparent in the case of Twin America bus tour sales. CGSC provides the hotel guest with a voucher that the guest then redeems for a ticket at Twin America visitor's center or with Twin's street sellers located throughout the city. The ticketing, tour and goodwill are all Twin's.

CGSC's reliance on *Tom Doherty Associates, Inc. v. Saban Entertainment, Inc.*, 60 F.3d 27 (2d Cir. 1995) is not to the contrary. In *Tom Doherty*, it was undisputed that the parties were involved in an executory contract giving the plaintiff certain rights, and at issue was only the

interpretation of that contract. The court found the plaintiff's interpretation of the relevant language was "virtually indisputable." *Id.* at 35-38. CGSC has no contractual right here.

In fact, CGSC is even further removed from the *Tom Doherty* case, which put into question plaintiff's access to Power Rangers, the popular copyrighted children's entertainment property. Access to selling Twin America bus tour tickets is *not* at issue here. CGSC can purchase as much and as many Twin America tours for its hotel guests at its concierge desks without dependency on Twin America whatsoever. The *only* question here is whether Twin must continue to pay CGSC a 35% commission for those sales. That is purely a question of money, not access or ability to sell.

IV. CGSC HAS NO CHANCE OF SUCCEEDING ON THE MERITS.

A. The Donnelly Act Claims

The Donnelly Act precludes "[e]very contract, agreement, arrangement or combination whereby [a] monopoly . . . is or may be established or maintained[.]" N.Y. Gen. Bus. Law § 340. To state a claim under the Donnelly Act, a party must: "(1) identify the relevant product market; (2) describe the nature and effects of the purported conspiracy; (3) allege how the economic impact of that conspiracy is to restrain trade in the market in question; and (4) show a conspiracy or reciprocal relationship between two or more entities." *Newsday, Inc. v. Fantastic Mind, Inc.*, 237 A.D.2d 497, 497, 655 N.Y.S.2d 583, 584 (2d Dep't 1997).

1. The Donnelly Act Does Not Cover Single Firm Monopoly or Any Attempted Monopoly Claims

Although the courts of this state often look to federal antitrust precedent in interpreting the Donnelly Act, there is at least one important – and in this case, dispositive – difference. Under the Donnelly Act, CGSC must show "a reciprocal relationship of commitment between two or more legal or economic entities" in restraint of trade. *State v. Mobil Oil Corp.*, 38 N.Y.2d

460, 464, 344 N.E.2d 357, 359 (1976). Unlike the federal monopoly counterpart – Sherman Act Section 2 – the Donnelly Act does not reach unilateral action. *See Id.*; *Capital Tel. Co. v. Pattersonville Tel. Co.*, 56 N.Y.2d 11, 19, 436 N.E.2d 461, 464 (1982). Here, Twin America is the only actor involved in the alleged monopolization (or attempted monopolization) of the alleged market that presents CGSC’s only real concern in this case – the purported market for “sales of double-decker tour buses at hotel concierge desks.”

Twin America is a fully-integrated joint venture. IBS and CitySights have fully merged their New York tour transportation assets and services, and all aspects of the former businesses are now operated by Twin America, which cannot conspire with itself, even if it sells more than one brand. *See Texaco Inc. v. Dagher*, 547 U.S. 1, 6-7 (2006) (joint venture is “‘regarded as a single firm’” for purposes of the antitrust laws, and there is “no reason to treat” the venture “differently just because it chose to sell . . . under two distinct brands”).

A single entity does not participate in an anticompetitive “arrangement” under the Donnelly Act. *See Abe’s Rooms, Inc. v. Space Hunters, Inc.*, 38 A.D.3d 690, 692, 833 N.Y.S.2d 138, 140 (2d Dep’t 2007) (“plaintiffs did not allege the existence of a contract, agreement, arrangement, or combination and that the defendants engaged in concerted activity with another legal entity”). Nor can Twin America’s contracts with Highgate constitute an “arrangement” under the Donnelly Act. Twin America competed with CGSC and other concierge services for Highgate’s business. As the subject of the competition, Highgate cannot be deemed a conspirator with the winner. *See Berman v. Riverbay Corp.*, No. 89 Civ. 5538 (WK), 1990 U.S. Dist. LEXIS 3372 (S.D.N.Y. Mar. 29, 1990) (advertisers not in Donnelly Act “arrangement” with publisher that excluded rival). Twin America offered Highgate a more attractive package

and won contracts for 7 desks through full and fair competition. Its success does not transform into a "conspiracy" with its customer, Highgate, under the Donnelly Act.

Finally, the Donnelly Act does not provide plaintiffs with a private right of action for attempted monopolization. *See Bevilacqua v. Ford Motor Co.*, 125 A.D.2d 516, 519, 509 N.Y.S.2d 595, 599 (2d Dep't 1986) ("Although [the] Sherman Act [Section 2] prohibits attempted monopolization, the New York State Donnelly Act contains no such prohibition. Therefore, plaintiffs' allegation of attempted monopolization does not state a viable cause of action").¹

2. "Hotel Sales of Double-Decker Sightseeing Tour Tickets" Is a Distribution Channel, Not a Market, and in No Event Can Twin America Monopolize a Distribution Channel It Has Yet To Enter and an Absolute Right To Enter

CGSC attempts to craft a market consisting of "the hotel concierge desk distribution channel for the sale of tickets to passengers for the double-decker sightseeing tours" in New York City. (Compl. ¶ 36). In essence, CGSC is playing the too common game of gerrymandering a "market" to include its sales of a single product without regard for the full commercial realities of the marketplace. But "the law is clear that the *distribution of a single brand, like the manufacture of a single brand, does not constitute a legally cognizable market.*" *Global Discount Travel Servs., LLC v. TWA*, 960 F. Supp. 701, 705 (S.D.N.Y. 1997) (emphasis added) (citation omitted).

Belfore v. New York Times Co., 654 F. Supp. 842, 846 (D. Conn. 1986), *aff'd*, 826 F.2d 177 (2d Cir. 1987) makes the point. In *Belfore*, the New York Times expanded its in-house

¹ While some courts reference attempt claims in Donnelly Act cases, *see, e.g., Altman v. Bayer Corp.*, 125 F. Supp. 2d 666 (S.D.N.Y. 2000), *Bevilacqua* directly addressed the question, holding the Donnelly Act does not explicitly provide a private right of action for attempt claims in N.Y. Gen. Bus. Law Section 340(5), though it does criminalize attempts under N.Y. Gen. Bus. Law Section 341 and permits the attorney general to bring attempt cases under Section 342-a.

distribution of newspapers into Fairfield County, Connecticut. *Id.* at 844. When the Times switched to self-distribution, independent newspaper dealers filed suit for damages and injunctive relief, alleging the Times held a monopoly in the market for “general interest daily newspapers directed primarily to upscale readers.” *Id.* at 846. Plaintiffs argued that because “the Times no longer refer[red] new subscribers to them and offer[ed] lower prices to subscribers who accept[ed in-house] delivery,” it had become “impractical for them to compete against the [Times delivery] system and soon they [would] be out of business.” *Id.* at 845. The court rejected “[p]laintiff’s attempt to define the relevant market ‘from the product out,’” holding “[t]he natural monopoly every manufacturer has in the production and sale of its own product cannot be the basis for antitrust liability.” *Id.* at 846.

Courts in like circumstances have consistently rejected antitrust markets based on distribution channels rather than customer alternatives. *See, e.g., PepsiCo, Inc. v. Coca-Cola Co.*, 114 F. Supp. 2d 243, 251 (S.D.N.Y. 2000) (“the product, and *not the method of delivery of the product*, defined the relevant market”) (emphasis added), *aff’d*, 315 F.3d 101 (2d Cir. 2002); *see also Avaya*, 241 Fed. Appx. at 122 (rejecting claim that “Avaya has market power because it has 100% of the market as defined by sale of its own products”) (citation omitted); *Menasha Corp. v. News Am. Mktg. In-Store, Inc.*, 354 F.3d 661, 664 (7th Cir. 2004) (refusing to limit market to “at-shelf coupon dispensers” because “[t]he number of ways to promote a product is large”).

Likewise here CGSC’s alleged “hotel sales of double-decker sightseeing bus tour tickets” market ignores the commercial reality that consumers purchase tickets for double-decker buses from a variety of outlets. More than 90% of Twin America’s tickets are sold on the street and through ticket agents, travel agents, tour operators, visitor centers and over the Internet. Hotel sales of Twin America tickets comprise only 9.6% of total tickets sold. CGSC’s sales at its 47

hotel desks are far less.² (See Marmurstein Affirmation ¶ 22.) Passengers are not limited to concierge desks as a source of supply – in fact concierge desks are not a primary or even a significant outlet. Passengers can and do purchase tickets from a wide range of providers that must be included in the relevant market.

Equally important, CGSC cannot show any economic impact that restrains trade in the alleged market. Twin America cannot have the power to restrain competition over hotel sales of double-decker bus tour tickets because at this point *it does not even participate* in the alleged “market.” There are hundreds of hotels in New York City. Twin America is currently not in *any* hotel as a concierge, and thus has *zero* market share and *zero* power to restrain competition. Nor will its contracts for desks in 7 of the hundreds and hundreds of NYC hotels in any way constitute a monopoly or threaten competition. In fact, CGSC itself would still operate 6 times as many desks as Twin America.³

To the extent Twin America’s concierge business vertically integrates sale of its own tickets, moreover, that market efficiency is not unlawful monopolization. *Belfiore v. New York Times* is again on point. In *Belfiore*, the court rejected any notion the New York Times could commit an antitrust offense by electing to self-distribute its paper, holding “vertical integration into distribution by a monopolist . . . does not, without more, offend Section 2 of the Sherman Act” and can result in legitimate procompetitive effects. 654 F. Supp. at 847.

The *Belfiore* court flatly rejected the argument CGSC makes here that “vertical integration is a convenient device for ‘leveraging’ from a monopoly at one stage of production to a monopoly in another,” holding “the Times is not required to subsidize or guarantee the

² Sales include Twin America packages containing additional attractions.

³ Plaintiff alleges that it has “43 hotel concierge desks” but its website lists 49 desks. See http://www.continentalguestservices.com/hotel_desks.php (last visited Apr. 9, 2010).

profitability of independent route dealers to avoid antitrust liability.” *Id.* Accordingly, the court held plaintiffs presented no evidence of “an impact upon competition, as opposed to an impact on themselves[.]” *Id.* at 848; *see also Agency Dev., Inc. v. Med Am. Ins. Co.*, 310 F. Supp. 2d 538, 544 (W.D.N.Y. 2004) (“termination of one distributor of a product for another in a given market is not . . . a violation of the antitrust laws This is true even where a company chooses to replace a distributor by vertically integrating distribution of its product through an in-house sales department, as [the insurer] did here”), *aff’d*, 142 Fed. Appx. 545 (2d Cir. 2005); *GKA Beverage Corp. v. Honickman*, 55 F.3d 762, 767 (2d Cir. 1995) (“a vertically structured monopoly can take only one monopoly profit If [as alleged, defendants had monopolized] soft drink bottling in the New York area, they could reap no additional gain from monopolizing retail distribution”); *E & L Consulting, Ltd. v. Doman Indus. Ltd.*, 472 F.3d 23, 29 (2d Cir. 2006) (no harm to competition from dealer termination because vertical arrangement provides an alleged monopolist “with no monopolistic benefit . . . it does not already enjoy” and arrangement would not harm competition if alleged monopolist “established its own in-house distribution system”).

These cases collectively stand for the unequivocal proposition that a manufacturer, even a monopolist, is not required to distribute through any channel, and has an unfettered right to distribute its own products. Consistently, even if CGSC can identify a legally sufficient antitrust market;— which it has not — and even if it could establish Twin America has monopoly power — which it cannot — Twin’s entry into the downstream distribution market would not harm competition. CGSC, to the contrary, is asking this court to restrain, not preserve competition. CGSC admitted as much to this Court:

MR. BERMAN: . . . this week they opened up a competing concierge desk company They just opened up the competition this week.

(Transcript of TRO Hearing 18:6-10).

CGSC's last ditch claim that Twin America's new entry into the concierge services business will block other double-decker tour operators from competing is equally absurd. The hotel distribution channel is not necessary to compete even imagining a purely fantastical world where competitors could not sell tickets through the hundreds of New York City hotels. The channel accounts for only 9.6% of Twin America's sales. In fact, CGSC would not sell CitySights tickets until 2008. CitySights nevertheless entered the business and expanded from 8 to 50 buses by selling through other outlets. (See Marmurstein Affirmation ¶¶ 3, 4, 6.) CGSC's conjecture is completely inconsistent with the facts.

3. CGSC Has No Standing To Challenge the Merger

CGSC has no standing to challenge the Twin America merger for two reasons. First, the matter is before the STB and is subject to the Board's exclusive and plenary jurisdiction. Second, CGSC has no standing because it is neither a consumer nor a competitor of Twin America.

First, Twin America combined certain motor carrier transportation operations of Coach USA subsidiary IBS and CitySights. The transaction is subject to the jurisdiction of the STB, which has exclusive jurisdiction to review the transaction. See 49 U.S.C. § 14303(a); *Colorado Mountain Express, Inc. & Airport Shuttle Colorado, Inc. d/b/a Aspen Limousine Service – Consolidation and Merger – Colorado Mountain Express*, STB No. MC-F-20902, at 2 (served Feb. 28, 1997) (motor passenger carrier participants in Section 14303 transaction “are subject to our exclusive and plenary jurisdiction in all matters relating to their consolidation, merger and acquisition of control . . . they are specifically exempted from all state and municipal law, as necessary”); *McLean Trucking Co. v. United States*, 321 U.S. 67, 87-88 (1944) (“‘The wisdom and experience of [the STB],’ not of the courts, must determine whether the proposed consolidation is ‘consistent with the public interest’”) (quoting 79 Cong. Rec. 12207 (1935)).

Once applicants request approval of a merger from the STB, other parties can file objections. The NYSAG has fully participated in the Twin America STB proceeding, and contrary to CGSC's assertion, the NYSAG in its own words "never alleged that [the Board] lacks jurisdiction." Sur-Reply of the State of New York, STB Docket No. MC-F-21035, at 2 (STB filed Feb. 1, 2010).⁴ The STB proceeding is in its ninth month. Twin America has submitted briefs, evidentiary witness declarations and two expert economist reports regarding the public welfare, benefits and competitive impact of the transaction. The NYSAG has submitted its own expert analysis and briefing to the agency. The STB has set hearing on the matter for April 27 and the transaction is pending a decision from the Board.⁵

The STB's pending consideration of the application for approval of the Twin America transaction deprives CGSC of any standing to challenge the same transaction in this court. *See Ex Parte No. 559, Revisions to Regulations Governing Finance Applications Involving Motor Passenger Carriers*, 63 Fed. Reg. 46,394, 46,396 (Sept. 1, 1998) ("a State may not take any action that would in any way interfere with the applicants' consummation of a section 14303 transaction"). *Cf., In re Metro. Transp. Auth.*, 32 A.D.3d 943, 945, 823 N.Y.S.2d 88, 91 (2d Dep't 2006) (dismissing New York State Supreme Court condemnation suit directed at railroad tracks based on STB's exclusive jurisdiction over rail matters).

⁴ Twin America is a federally-licensed interstate motor carrier. It is engaged not only in the transportation of persons within New York City (transportation conducted in substantial extent pursuant to through ticketing and other joint arrangements with motor and rail carriers that cross state lines), but also interstate charter transportation between New York and points in different states itself using its own motor coaches. Further, a significant percentage of Twin America's passengers travel from points outside New York to use its transportation tour services.

⁵ CGSC has selectively provided this court with portions of NYSAG submissions to the STB. Twin America would be pleased to provide the court with the complete STB record, including Twin America's submissions, should the court find it helpful.

Second, CGSC lacks standing to bring an antitrust claim because it is a commissioned seller, not a competitor or consumer in its alleged "double-decker Sightseeing Tour Bus Market." "[I]n order to have standing, an antitrust plaintiff needs to be a competitor or consumer within the market in which the antitrust injury allegedly occurred." *Barton & Pittinos, Inc. v. SmithKline Beecham Corp.*, 942 F. Supp. 235, 237 (E.D. Pa. 1996), *aff'd*, 118 F.3d 178 (3d Cir. 1997); *see Gregory Mktg. Corp. v. Wakefern Food Corp.*, 787 F.2d 92, 95 (3d Cir. 1986) (apple juice broker was "neither a consumer nor competitor in the apple juice market, and thus is not within that area of the economy . . . endangered by [the] breakdown of competitive conditions") (citation omitted); *Bodie-Rickett & Assocs. v. Mars, Inc.*, 957 F.2d 287, 291 (6th Cir. 1992) (broker/sales agent paid by commission lacked antitrust standing because it was not a "consumer" or "competitor" in relevant market); *Ill. Corporate Travel, Inc. v. Am. Airlines, Inc.*, 889 F.2d 751 (7th Cir. 1989) (same); *Fallis v. Pendleton Woolen Mills, Inc.*, 866 F.2d 209, 211 (6th Cir. 1989) (same).

B. The Tortious Interference Claim: CGSC Cannot Show Breach and Twin America Has the Right To Compete

To prevail on a claim for tortious interference with contract, a plaintiff must prove: (1) the existence of a valid contract between the plaintiff and a third party, (2) defendant's knowledge of that contract, (3) defendant's intentional and improper procuring of a breach, (4) a breach, and (5) damages. *White Plains Coat & Apron Co. v. Cintas Corp.*, 8 N.Y.3d 422, 426, 867 N.E.2d 381, 383 (2007).

Critical here, tortious interference with contract requires a breach. *NBT Bancorp Inc. v. Fleet/Norstar Fin. Group, Inc.*, 87 N.Y.2d 614, 621, 664 N.E.2d 492, 496 (1996). CGSC has proffered no evidence to show the Hotels breached their contracts. CGSC's contracts with the Hotels were terminable upon notice and without cause. The Hotels properly terminated the

contracts under their respective terms.⁶ Proper termination of a contract does not constitute breach. *See Foley Prods., Inc. v. Singer Corp.*, 133 A.D.2d 531, 531, 519 N.Y.S.2d 902, 903 (4th Dep't 1987) (granting summary judgment because defendant's termination was proper under contract).

CGSC also fails to show that Twin America's actions were wrongful (i.e., that Twin "intentionally and improperly" procured a breach). Soliciting business in the normal course, including offering better contractual terms, does not constitute tortious interference. *V. Marangi Carting Corp. v. Judex Enters., Inc.*, 171 Misc. 2d 820, 823, 655 N.Y.S.2d 832, 834 (Sup. Ct. N.Y. Co. 1997). When contracts are terminable, moreover, as here, "defendant's conduct must amount to a crime or an independent tort." *Carvel Corp. v. Noonan*, 3 N.Y.3d 182, 190, 818 N.E.2d 1100, 1103 (2004). Courts have interpreted this higher burden to require physical violence; fraud or misrepresentation; civil suits and criminal prosecutions; or economic pressure on plaintiff's customers or the third-party to the contract, or that is otherwise "extreme and unfair." *See Guard-Life Corp. v. S. Parker Hardware Mfg. Corp.*, 50 N.Y.2d 183, 191, 406 N.E.2d 445, 449 (1980) (describing wrongful means); *Carvel*, 3 N.Y.3d at 192, 818 N.E.2d at 1104 (same); *see also LoPresti v. Florio*, __ N.Y.S.2d __, 2010 WL 1068074, at *1 (A.D. 1st Dep't Mar. 25, 2010) (no "fraudulent representations, violation of a duty of fidelity or threats").

CGSC has not proffered any evidence, let alone clear and convincing evidence, to show that Twin America's actions amounted to a crime or an independent tort. Twin America has a legal right to compete with CGSC. *See* RESTATEMENT (SECOND) OF TORTS § 768 cmt. i (1977) ("The competitor is therefore free, for his own competitive advantage, to obtain future benefits

⁶ The Hotels initially terminated their agreements with CGSC for four additional hotels. These agreements were for fixed terms. These Hotels, however, have rescinded the termination notices and have opted to continue the agreements with CGSC.

for himself by causing the termination [of terminable contracts]. Thus he may offer better contract terms, as by offering an employee of the plaintiff more money to work for him or by offering a seller higher prices for goods, and he may make use of persuasion or other suitable means, *all without liability.*") (emphasis added).

C. The Common Law Unfair Competition Claim: CGSC Cannot Show (and Has Not Alleged) Misappropriation or Passing Off

Common law unfair competition is an antiquated cause of action developed within trade infringement law, where it remains only marginally viable. Courts recognize "two theories of common-law unfair competition: palming off and misappropriation." *ITC Ltd. v. Punchgini, Inc.*, 9 N.Y.3d 467, 476, 880 N.E.2d 852, 858 (2007). "Palming off" is the "sale of the goods of one manufacturer as those of another." *Id.* at 476, 880 N.E.2d at 858. "Misappropriation" is when the defendant misappropriates "the plaintiffs' labors, skills, expenditures, or good will and displayed some element of bad faith in doing so . . . or otherwise attempt[s] to capitalize on the plaintiffs' name or reputation[.]" *Abe's Rooms*, 38 A.D.3d at 692-93, 833 N.Y.S.2d at 140. CGSC has not proffered clear and convincing evidence to prove palming off or misappropriation; in fact, CGSC has not alleged *any* facts relevant to these two theories.

V. THE EQUITIES FAVOR TWIN AMERICA

The party seeking the injunction must provide clear and convincing proof that "the equities tip in [its] favor." *Petro, Inc. v. Serio*, 9 Misc. 3d 805, 821, 804 N.Y.S.2d 598, 611 (Sup. Ct. N.Y. Co. 2005); *see also Kanan*, 8 Misc. 3d at 421-22, 797 N.Y.S.2d at 890-91.

New York has expressed a strong public policy in favor of the freedom of economic actors to pursue their businesses, and choose their business partners, free from interference in the absence of any illegality. *See Turner Constr.*, 98 A.D.2d at 90-91, 469 N.Y.S.2d at 727 ("[t]he privilege to refuse to deal exists regardless of the actor's motive"); *Califano v. Travelers Ins. Co.*,

63 Misc. 2d 296, 297, 311 N.Y.S.2d 401, 403 (Sup. Ct. Nassau Co. 1970) (“it is the inherent right of a person engaged in business to determine the person or persons with whom he will enter into a business relationship”).

The injunction proposed by CGSC would directly burden this freedom by requiring Twin America to continue paying CGSC commissions for bus tour ticket sales in perpetuity. CGSC is also asking this Court to require the Hotel defendants to reinstate a concierge desk the Hotels have expelled from their property, under, supposedly, some perpetual lease with indefinite terms. This requested relief contravenes the well-settled law that “courts will not impose contractual obligations when the parties did not intend to conclude a binding agreement[.]” *Murlio v. McLaughlin*, 288 A.D.2d 97, 99, 734 N.Y.S.2d 4, 6 (1st Dep’t 2001) (citing Restatement (Second) of Contracts § 33 (1981)); *see also Tompkins v. Jackson*, No. 104745/2008, 2009 WL 513858, at *13 (Sup. Ct. N.Y. Co. Feb. 3, 2009) (“Before a court will impose a contractual obligation, it must ascertain that a contract was made and that its terms are definite”); *Sternberg v. Osman*, 181 A.D.2d 899, 900, 582 N.Y.S.2d 208, 209 (2d Dep’t 1992) (requested relief “cannot be done in the absence of an agreement between the parties, which, realistically, cannot be created by judicial fiat”).

Twin America, moreover, devoted substantial resources over the past year to develop its concierge business, NYCS. Twin America has already spent approximately \$80,000 on computer software licenses and upgrades, management time, and estimated payroll costs for 7 newly-hired concierges through April 20, 2010. (See Marmurstein Affirmation ¶ 35.) Twin America is establishing a new website to offer packages through hotel websites. Twin America hired 2 new employees to manage the concierge business and 7 concierges to staff the desks. An

injunction would result in a total shutdown of NYCS, a concierge business poised to expand market competition bringing new options and arguably better service to the public.

In contrast, denial of an injunction will cause no harm to CGSC, which will remain a strong competitor in the concierge services business. It is one of the largest, if not the largest, providers of concierge services in New York City. CGSC can continue its operations in more than 40 hotels and expand its business into new hotels. The equities do not support imposing direct and unjustified burdens on the freedom of so many defendants simply to protect CGSC from a new competitor.

CONCLUSION

For the foregoing reasons, Twin America respectfully requests that the Court deny CGSC's motion for a preliminary injunction. Twin America reserves the right to request that CGSC post an appropriate undertaking commensurate with any injunctive relief in this case.

Dated: April 9, 2010
New York, New York

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& WALKER LLP

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ATTORNEY FOR INTERNATIONAL
BUS SERVICES, INC.

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Donald M. Chiano, being duly sworn, deposes and says:

I am not a party to this action, am over 18 years of age and reside in New York, New York. On April 9, 2010, the foregoing Bus Defendants' Memorandum of Law in Opposition to Motion for Preliminary Injunction and Affirmation of Mark Marmurstein in Support of Bus Defendants' Memorandum of Law in Opposition to Motion for Preliminary Injunction were filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of this court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

The following counsel of record was served via hand delivery:

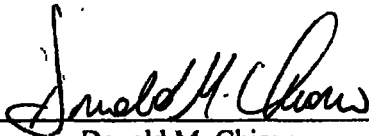
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Donald M. Chiano

Sworn to before me this
9th day of April, 2010


Notary Public

Rebecca J. Borowitz
Notary Public, State of New York
No. 01BO6044216
Qualified in New York County
Commission Expires Feb 15, 2011

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

Continental Guest Services Corporation,

Plaintiff,

– against –

International Bus Services, Inc., d/b/a/ Gray
Line New York, City Sights Twin, LLC, d/b/a/
City Sights New York, Twin America, LLC,
Battery Park Hotel Management, LLC,
Hampton Inn Times Square North, Hilton
Garden Inn Times Square, New York West
35th Street HGI, On the Ave Hotel, The
Paramount Hotel New York, Park Central Hotel
(DE), LLC, Thirty East 30th Street Owner,
LLC, Times Square Hotel Operating Lessee
LLC, Lexington Hotel, LLC, W2001
Metropolitan Hotel Operating Lessee, LLC, and
Highgate Hotels, L.P.,

Defendants.

Civil Action No.: 600643/10

**AFFIRMATION OF MARK
MARMURSTEIN IN SUPPORT OF BUS
DEFENDANTS' OPPOSITION TO
MOTION FOR PRELIMINARY
INJUNCTION**

Mark Marmurstein, under penalty of perjury, hereby affirms:

1. I am the President and Chief Executive Officer of Twin America, LLC, and an officer and managing member of CitySights LLC. I submit this affirmation in support of Bus Defendants' Opposition to Plaintiff's Motion for Preliminary Injunction.
2. I am fully familiar with the facts and circumstances herein, and make this affirmation on the basis of personal knowledge, unless otherwise indicated.

3. I founded CitySights LLC on November 24, 2004, to operate a tour bus service. In May 2005, CitySights began operations with approximately eight double deck buses and six motorcoaches.

4. CGSC would not sell CitySights tickets until 2008. CitySights nevertheless was able to grow its business by selling tickets through street ticket sellers, international travel agents, ticket agents, and sales consultants. Customers also could purchase tickets on the CitySights website.

5. CitySights also expanded its business through arrangements with third parties. For example, CitySights sold day tours to Boston and Washington, DC that were operated by a partner. And CitySights entered an arrangement with Peter Pan Bus Lines under which customers could purchase a combined ticket/voucher for transportation from New England to New York City, a CitySights double-decker bus tour, and return transportation. CitySights also arranged to have its tours sold jointly with air travel in packages booked by international travelers on major airlines (including Virgin Atlantic and British Airways).

6. By the end of 2008, CitySights operated more than fifty double-decker buses, doubling its sales over the prior year, with commitments to grow to seventy double-decker buses in 2009.

7. In the fall of 2008, tourism experienced an economic downturn. That fall I entered into joint venture discussions with Gray Line, which eventually led to the formation of Twin America.

8. On March 17, 2009, CitySights Twin, LLC and International Bus Services, Inc., a subsidiary of Coach USA, formed Twin America, LLC, which merged CitySights and Gray Line assets and operations.

9. The overarching purpose of the joint venture was to maintain and increase current tour bus service using fewer buses rotated from a combined fleet. By combining the CitySights and Gray Line bus fleets, Twin America has improved service to its passengers, running more trips with fewer buses better accommodating peak demands of any given day on any given route. Twin America has therefore been able to extend the life of the double-decker equipment because more buses can be rotated into the routes, relieving the miles traveled for individual buses in the fleet. The rotation also substantially reduces wear and tear, maintenance costs, spare part expense, and fuel expense. Twin America has also improved the quality and reliability of its fleet through its repairs, which have minimized the need for road calls and resulted in overall savings in the long run and immediate operational efficiencies on the street.

10. There are hundreds of hotels in New York City. Most of these hotels offer some form of concierge service. Even hotels that do not have an official "concierge" often sell tickets to Broadway shows and other New York attractions at the front desk, bell desk, or gift shop; provide a business center or kiosk where customers can purchase tickets online; or arrange for guest transportation to the airport or other locations.

11. Many New York hotels (including, for example, the Four Seasons) do not receive a commission to sell Twin America tickets.

12. Even hotel concierges that do not receive a commission to sell Twin America tickets may purchase tickets for customers on the Internet, direct customers to the hotel business

center to purchase tickets on the Internet, or direct customers to a Twin America visitor center or street seller, or any of the many third party sellers of Twin America products to purchase tickets. Moreover, hotels that do not have an agreement with Twin America to sell its tickets, could sell Twin America tickets as part of a package offered by one of Twin America's partners. For example, a hotel may sell a Circle Line package containing a Circle Line cruise and Twin America tour.

13. It is my understanding that CGSC sells Twin America tickets in all of its hotels except two – the Millennium Broadway and the Sheraton Manhattan – where it operates theater desks that sell only theater tickets. (Twin America tickets are sold at these hotels through a bell man not affiliated with CGSC.)

14. CGSC does not prepay for Twin America tickets. And Twin America does not require any down payment from CGSC. Rather, CGSC prints vouchers, which it sells to passengers, keeps a commission on the sale, and remits payment (minus commission) to Twin America. Consumers must then exchange the vouchers for a ticket with a Twin America street seller or at a Twin America visitor center. Notably, Twin America has no contractual obligation to do business with CGSC.

15. In April 2009, I offered CGSC a commission of 35% net for all Twin America sales – a change from the 49% net commission CGSC charged CitySights and the 40-47% gross commission CGSC charged Gray Line. The change in commission brought CGSC's commission in line with the commission Twin America paid other hotels (a range of 20-35%). This adjustment made sense given that CGSC does not offer services different than those of other concierges, and CGSC does not have any risk associated with its sale of Twin America products

(because it does not prepay for those tickets). Twin America does not pay – and has not paid – any third party more than an approximate 35% commission to sell its products (with a single, limited legacy exception that expires in June). If CitySights had not formed Twin America, I still would have renegotiated CGSC's commission to the same 35% rate consistent with that of other third party sellers.

16. Twin America did not reduce or eliminate the commission of any other third party that sold Twin America tickets.

17. Prior to April 2009, CGSC paid CitySights after the expiration of the agreed upon 30 day payment period – sometimes failing to remit payment for over 120 days. CGSC also did not always pay CitySights all of the money it owed. On April 1, 2009, CGSC owed Gray Line \$689,830 and CitySights \$187,000 in back payments.

18. In April 2009, unwilling to let CGSC continue to fall behind in its payments, I informed CGSC that going forward, Twin America would invoice CGSC every Friday for the previous week's sales and collect all of the money owed on that invoice the following Friday. And I told CGSC that if it does not pay Twin America the money owed, Twin America will end its commission arrangement with CGSC until it is paid. These are the only circumstances under which I told CGSC that Twin America would stop its commission arrangement with CGSC.

19. CGSC has not provided Twin America with a credit card number or letter of credit as security if CGSC fails to pay Twin America. Each week, CGSC owes Twin America an average of approximately \$95,000 from its sales of Twin America products. If CGSC disappears (or fails to pay Twin America again), it would owe an average of approximately

\$190,000 of Twin America's money (or more during the summer) from sales for the two prior weeks.

20. In July 2009, CGSC again failed to pay Twin America. At that time, CGSC owed Twin America approximately \$494,138, Gray Line \$309,121, and CitySights \$166,598. When I called Betty Zhang, an owner of CGSC, to discuss CGSC's failure to pay, Ms. Zhang told me that if I didn't like CGSC's practices, CGSC wouldn't sell Twin America tickets. She then hung up on me. Assuming that CGSC was no longer selling Twin America tickets, Twin America stopped accepting tickets purchased through CGSC. This was the only time I stopped selling Twin America tickets through CGSC. A few days later, Ms. Zhang and I met and agreed that CGSC would pay Twin America the money owed – both from the last few weeks of sales, as well as prior to the formation of Twin America. (To date, CGSC still owes Twin America approximately \$58,469 and Gray Line \$26,340 – payments that are significantly past due).

21. In 2008 and July of 2009, Ms. Zhang told me that CGSC has approximately \$50 million in sales every year. From April 2009 through February 2010, CGSC sold approximately \$6,734,427 worth of Twin America tickets (including Twin America packages containing a third party product, such as the Statue of Liberty), which resulted in approximately \$2,087,675 worth of commission for CGSC.

22. From April 1, 2009 through February 28, 2010, approximately 9.6% of Twin America's sales were through hotels (and sales through CGSC are only a fraction of this); more than 90% were through street ticket sellers, Twin America visitor centers, international travel agents, Twin America's websites, Expedia, Orbitz, Viator, and other third parties, as well as group billings.

23. I first started to think about entering the concierge business after initial conversations in February 2008 with Highgate Hotels, a group with eleven New York City hotels. (These conversations occurred over a year before the formation of Twin America). At first, the discussions with Highgate were not about hotel concierge desks. Instead, we discussed partnering to offer consumers packages, including hotel rooms, tickets to New York area attractions, and even champagne or flowers, on Highgate Hotel websites. And we discussed allowing consumers to add the purchase of attraction tickets or transportation to their room reservation on Highgate's website. We also discussed allowing consumers to book Highgate hotel rooms on the CitySights website. We hoped that this partnership would increase both companies' profits through the sale and packaging of new products through new distribution channels, and Highgate stated that the partnership could help reduce hotel vacancies.

24. Eventually, in the summer of 2009, as I continued to talk with Highgate representatives after the formation of Twin America, we began to discuss Twin America's experience in selling attractions, tours, and entertainment to consumers. For example, Twin America is the "Expedia concierge" in New York. Under this arrangement (which began with Gray Line), Twin America contacts Expedia customers traveling to New York to offer assistance with any travel needs. Beginning in 2008, CitySights entered an arrangement with the Marriott Marquis to sell tours through the Marriott Marquis website. Twin America has continued this arrangement. Twin America also has five visitor centers where customers can purchase third party attractions in addition to Twin America tour tickets. Customers can also purchase tickets to these third party attractions on the Twin America websites. In addition, I have learned that prior to the formation of Twin America, Gray Line operated concierge desks in New York –

including desks at hotels, like the Doubletree Metropolitan Hotel in this case, that terminated Gray Line and contracted with CGSC.

25. Eventually Twin America and Highgate agreed that Twin America would operate Highgate's hotel concierge desks and continue to develop the technology allowing the companies to offer packages and sell each other's products.

26. To enter the concierge business, Twin America formed NYCS LLC, a wholly owned subsidiary of Twin America. Initially Twin America hired two employees to manage the concierge business. Twin America's current employees also devoted significant time to create the infrastructure and contact the third parties necessary to begin its concierge business. Specifically, Twin America contacted the third party vendors it currently works with, as well as new third party vendors, to discuss Twin America's sale of their products through concierges. Twin America had to structure a separate accounting system for the concierge business; set up a system for collecting payment; obtain insurance for these services; and arrange for secured means to collect money. Twin America is also establishing a new website, and related technology, to offer packages through hotel websites, and in the future, to offer hotel rooms through Twin America websites. To date, three employees have spent the last six weeks working on this website and technology. And Twin America purchased the software updates and licensing, as well as set up the infrastructure necessary for ticketing and printing vouchers.

27. Pursuant to its seven contracts with Highgate, Twin America will provide services to hotel guests, including selling entertainment tickets for events, shows, and concerts; booking sightseeing and tours via bus, rail, car, van, plane, foot, helicopter, boat, and yacht; transportation around the New York metropolitan area; restaurant reservations; special events such as

conferences and group meetings; packages that include hotel rooms and other services; and “miscellaneous” services, including flowers, photographs, spa services, car rentals, and assistance with shopping. Twin America has already entered into agreements with many vendors to sell their products at its concierge desks. Twin America intends to sell tickets to all of the third party attractions it currently offers on its websites and through its visitor centers as part of its tour business – for example, Broadway shows, concerts, and events, the Empire State Building Observatory, Top of the Rock, Madame Tussauds Wax Museum, Intrepid Sea, Air & Space Museum, Ripley’s Believe it or Not!, NY Skyride, Statute of Liberty Ferry, Harlem Gospel Tours, Circle Line Cruises, New York Waterway Harbor Cruises, and Liberty Helicopter Tours – as well as tickets to other attractions.

28. Entering the concierge business allows Twin America to sell tickets through concierge desks; to expand the distribution channels for its products through, for example, offering packages through hotel websites; to earn additional revenue from selling additional third party products through concierge desks and hotel websites; and to earn additional commission through selling hotel rooms on Twin America’s websites.

29. My market research, including interviews with concierge providers, indicates that it is typical for approximately 20-22% of a hotel concierge desk’s revenue to come from sightseeing tours and attractions, approximately 20-22% from transportation, and approximately 55-60% from entertainment, such as Broadway shows and sports events.

30. It is my understanding that Big Yellow Taxi, which offers double-decker bus tours in New York City, does not pay commissions to market through hotel desks.

31. Over the last year, Ms. Zhang has approached me about Twin America's acquisition of, or partnership with, CGSC. On March 9, 2010, Ms. Zhang sent an e-mail to a Twin America board member, asking "how are we going to come up with a number by 3/15?".

32. I informed Twin America employees that they may not hire or approach the CGSC employees who work at CGSC hotels.

33. Nobody at CitySights Twin, LLC, International Bus Services, Inc., or Twin America, LLC, threatened CGSC or threatened to "lock up" hotel concierge desks. Nor would that type of threat make any sense. There are hundreds and hundreds of hotels in New York, including more than 250 hotels that currently sell Twin America bus tours and many that do not. See Exhibits A & B. Twin America cannot preclude CGSC or any hotel concierge from promoting Twin America bus tours to its hotel guests or purchasing tickets for guests. And CGSC can compete against NYCS LLC (and the many other third party concierge providers in New York) to keep the concierge desks it currently operates or expand its concierge business to new hotels.

34. I do not have any investment in Highgate, the hotel defendants, or any hotel that has a contract with CGSC. Nor does Twin America, LLC, International Bus Services, Inc., or CitySights Twin, LLC.

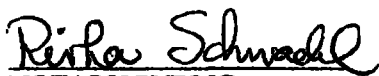
35. I estimate that if the Court grants a preliminary injunction extending the Temporary Restraining Order, Twin America would lose approximately \$1.5 million. This estimate does not include the profits I expect Twin America will lose if it does not offer packages on the Highgate hotel websites or sell Highgate hotel rooms on its websites. Nor does it include the legal fees Twin America has incurred to defend itself in this matter. Twin America

will also lose approximately \$80,000 in start-up costs, consisting of approximately \$10,000 in computer software licenses and upgrades, \$50,000 in management time, and \$20,000 in estimated payroll costs (for seven newly-hired concierges through April 20, 2010).



Mark Marmurstein

Subscribed before me this
8 day of April, 2010



NOTARY PUBLIC

Rivka Schwadel
Commissioner of Deeds, City of NY
No. 2-12080
Certificate filed in NY County
Commission Expires 10/1/16

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Donald M. Chiano, being duly sworn, deposes and says:

I am not a party to this action, am over 18 years of age and reside in New York, New York. On April 9, 2010, the foregoing Bus Defendants' Memorandum of Law in Opposition to Motion for Preliminary Injunction and Affirmation of Mark Marmurstein in Support of Bus Defendants' Memorandum of Law in Opposition to Motion for Preliminary Injunction were filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of this court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

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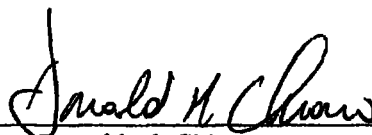
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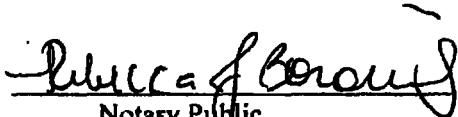
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Richard M. Steuer
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Donald M. Chiano

Sworn to before me this
9th day of April, 2010


Notary Public

Rebecca J. Borowitz
Notary Public, State of New York
No. 01806044216
Qualified in New York County
Commission Expires Feb 15, 2011

EXHIBIT A

New York City Hotels Selling Twin America Tickets

Hotel	Address	Zip
70 Park Avenue	70 Park Avenue	10016
Ace Hotel	20 West 29th Street	10001
Affinia 50	155 East 50th Street	10022
Affinia Dumont	150 E. 34th Street	10016
Affinia Gardens	215 East 64th Street	10021
Affinia Manhattan	371 7th Avenue	10001
Affinia Shelburne	303 Lexington Ave	10016
Alex Hotel	205 East 45th Street	10017
Alexander Hotel	306 West 94th Street	10025
Algonquin	59 West 44th Street	10036
American Youth Hostel	891 Amsterdam Avenue	10025
Americana Inn	69 W. 38th Street	10018
Ameritania	230 West 54th Street	10019
Amsterdam Court	226 W. 50th Street	10019
Amsterdam Inn	340 Amsterdam Avenue	10024
Apollo Hotel	2227 7th Avenue	10027
Astor on the Park	465 Central Park West	10024
Azure	120 Lafayette Street	10013
B.W. Bowery Hotel	231 Grand Street	10013
B.W. Convention Center	522 West 38th Street	10018
B.W. Hospitality House	145 E. 49th Street	10022
B.W. President	234 W. 48TH Street	10036
B.W. Seaport Inn	33 Peck Slip	10038
Beacon	2130 Broadway	10023
Beekman Tower	3 Mitchell Place	10017
Belleclaire	250 W. 77th Street	10024
Belnord	209 West 87th Street	10024
Belvedere	319 West 48th Street	10036
Benjamin The	125 E. 50th Street	10022
Bentley	500 E. 62nd Street	10021
Big Apple Hostel	119 W. 45th Street	10036
Blakely	136 W. 55th Street	10019
Blue Moon Hotel	100 Orchard Street	10002
Broadway Hotel & Hostel	230 West 101 Street	10025
Broadway Plaza	1155 Broadway	10010
Bryant Park	40 W. 40th Street	10018
Buckingham Hotel	101 West 57th Street	10019
Candy Hostel	315 West 94th Street	10025
Carlton	22 E. 29th Street	10016
Carter Hotel	250 West 43rd Street	10036
Casablanca	147 W. 43rd Street	10036
Central Park Hostel	19 W. 103rd Street	10025
Chelsea Hostel International	251 W. 20th Street	10011
Chelsea Hotel	222 West 23rd Street	10021
Chelsea Inn	46 W. 17th Street	10011
Chelsea Lodge	318 West 20th Street	10011

New York City Hotels Selling Twin America Tickets

Hotel	Address	Zip
Chelsea Pines Inn	317 West 14th Street	10014
Chelsea Savoy	204 W. 23rd Street	10011
Chelsea Star Hotel	300 West 30th Street	10001
Clarion Hotel Park Avenue	429 Park Ave South	10016
Club Quarters Downtown	52 William Street	10005
Club Quarters World Trade Center	140 Washington Street	10006
Club Quarters-Rockefeller Ctr.	25 West 51st Street	10019
Colonial House Inn	318 W. 22nd Street	10011
Columbus Studios Hostel	106 West 83rd Street	10024
Comfort Inn 25th Street	120 W. 25th street	10010
Comfort Inn 39th Street	305 West 39th Street	10018
Comfort Inn CPW	31 W. 71th Street	10023
Comfort Inn Manhattan Bridge Hotel	61 Chrystie Street	10002
Comfort Inn Midtown	129 W. 46th Street	10036
Comfort Inn W.35th	42 W. 35th Street	10001
Comfort Inn/Javitz Center	442 West 36nd Street	10018
Continental Hotel	330 West 95th Street	10025
Cooper Square Hotel	25 Cooper Square	10003
Cosmopolitan	95 West Broadway	10007
Courtyard by Marriott 5th Ave.	3 E. 40th Street	10016
Courtyard by Marriott E. Side	866 3rd Avenue	10022
Courtyard by Marriott Mid.	114 West 40th Street	10018
Courtyard Marriott La Guardia	90-10 Grand Central Pkwy	11369
Crosby Street	79 Crosby Street	10012
Crowne Plaza	1605 Broadway	10019
Da Vinci	244 W. 56th Street	10019
Days Hotel	215 West 94th Street	10025
Deauville	103 East 29th Street	10016
Double Tree Chelsea	128 West 29th Street	10001
Double Tree East Side	569 Lexington Avenue	10022
Double Tree Guest Suites	1568 Broadway	10036
Dream	210 W. 55th Street	10019
Eastgate Tower	222 E. 39th Street	10016
Econo Lodge	302 W. 47th Street	10036
Edison	228 W. 47th Street	10036
Embassy Suites	102 North End Avenue	10281
Empire Hotel	44 West 63rd Street	10023
Essex House	160 Central Park South	10019
Eurostar Wall Street	129 Front Street	10005
Excelsior	45 W. 81st Street	10024
Fairfield Inn Marriott	52-34 Van Dam Street	11101
Fairfield Inn Marriott Times Square	330 West 40th Street	10018
Fitzpatrick Grand Central	141 E. 44th Street	10017
Fitzpatrick Manhattan	687 Lexington Avenue	10022
Flatotel	135 W. 52nd Street	10019
Four Points by Sheraton Midtown	326 West 40th Street	10018

New York City Hotels Selling Twin America Tickets

Hotel	Address	Zip
Four Points by Sheraton Soho	66 Charlton Street	10002
Ganservoot	18 Ninth Avenue	10014
Gem Hotel	300 West 22nd Street	10011
Gem Hotel Midtown West	449 West 36th Street	10018
Gem Soho	135 East Houston	10002
Gershwin	7 E. 27th Street	10001
Gildhall: A Thompson Hotel	15 Gold Street	10038
Giraffe	365 Park Ave. South	10016
Grace Hotel	125 West 45th Street	10036
Grand Hyatt	109 E. 42nd Street	10017
Grand Union	34 E. 32nd Street	10016
Greenwich Hotel	377 Greenwich Street	10013
Hampton Inn Chelsea	108 West 24th Street	10010
Hampton Inn MSG	116 West 31st Street	10001
Hampton Inn on 52nd St.	851 8th Avenue	10019
Hampton Inn Soho	54 Watts Street	10013
Hampton Inn South St. Seaport	320 Pearl Street	10038
Hampton Inn/Empire State Bldg.	59 West 35th Street	10001
Helmsley Middletowne	148 E. 48th Street	10017
Helmsley Park Lane	36 Central Park South	10019
Herald Square Hotel	19 W. 31th Street	10001
Hilton Garden Inn	790 8th Avenue	10019
Hilton Garden Inn 35th Street	63 West 35th Street	10001
Hilton Garden Inn Chelsea	121 West 28th Street	10001
Hilton Garden Inn Staten Island	1100 South Avenue, Staten Island	10314
Hilton Garden Inn Tribeca	6 York Street	10013
Hilton Times Square	234 W. 42nd Street	10036
Holiday Inn & Suites	125 West 26th Street	10001
Holiday Inn 39th Street	343 West 39th Street	10018
Holiday Inn Express	232 West 29th Street	10001
Holiday Inn on 57th St.	440 W. 57th Street	10019
Holiday Inn Soho	138 Lafayette Street	10013
Hotel @ Times Square	59 West 46th Street	10036
Hotel 91	91 East Broadway	10002
Hotel Le Bleu	370 4th Avenue, Brooklyn	11215
Hotel Le Jolie	235 Meeker Avenue, Brooklyn	11212
Hotel on Rivington	107 Rivington Street	10002
Hudson The	356 W. 58th Street	10019
Indigo	127 West 28th Street	10001
Ink 48	653 11th Avenue	10036
Intercontinental(The Barclay NY)	111 E. 48th Street	10017
International Youth Hostel	38 West 88 Street	10024
Iroquois	49 W. 44th street	10036
Jazz on the Park	36 West 106th Street	10025
Jolly Madison	22 East 38th Street	10016
Kimberly	145 East 50th Street	10022

New York City Hotels Selling Twin America Tickets

Hotel	Address	Zip
Kitano The	66 Park Avenue	10016
La Quinta	17 West 32nd Street	10001
Latham Hotel	4 East 28th Street	10016
Le Chandler	12 East 31st Street	10016
Le Parker Meridien	109 West 56th Street	10019
Library	299 Madison Avenue	10017
Lombardy	111 E. 56th Street	10022
Lucerne	201 West 79th Street	10024
Manhattan Club	200 West 56th Street	10019
Manhattan Hotel	273 W. 38th Street	10018
Manhattan Inn	303 West 30th Street	10001
Mansfield	12 West 44th Street	10036
Marcel The	201 East 24th Street	10011
Mark The	25 East 77th Street	10075
Marrakech Hotel	2688 Broadway	10025
Marriott Brooklyn	333 Adams Street, Brooklyn	11201
Marriott East Side	525 Lexington Avenue	10017
Marriott Financial Center	85 West Street	10006
Marriott Marquis/AMEX DESK	1535 Broadway	10036
Mave Hotel	62 Madison Avenue	10016
Mayfair	242 W. 49th Street	10019
Mela	120 West 44th Street	10036
Mercer The	147 Mercer Street	10012
Metro	45 West 35th Street	10001
Michelangelo	152 West 52nd Street	10019
Milburn	242 West 76th Street	10023
Milford Plaza	270 W. 45th Street	10036
Millenium Hilton	55 Church Street	10007
Millenium U.N. Plaza	1 UN Plaza	10017
Millennium Broadway	145 W. 44th Street	10036
Moderne The	243 W. 55th Street	10019
Morgans The	237 Madison Avenue	10016
Mount Royal Hotel	315 West 94th Street	10025
Muse the	130 W. 46th Street	10036
New York Helmsley	212 East 42nd Street	10017
New York Hilton & Towers	1335 Ave of the Americas	10019
New York Inn	765 8th Avenue	10036
New York Palace	455 Madison Ave/50th St	10022
New York Renaissance	714 7th Avenue 48th Street	10036
New Yorker	481 8th Avenue	10001
Newton	2528 Broadway/ 94th Street	10025
Night Hotel	132 W. 45th Street	10036
Novotel	226 West 52nd Street	10019
Omni Berkshire	21 East 52nd Street	10022
On the Avenue	2178 Broadway/77th Street	10024
Paramount	235 West 46th Street	10036

New York City Hotels Selling Twin America Tickets

Hotel	Address	Zip
Park Central	870 7th Avenue	10019
Park South Hotel	124 East 28th Street	10016
Pennsylvania	401 7th Avenue	10001
Pierre The	5th Avenue / 61th Street	10021
Plaza Athenee	37 East 64th Street	10021
Pod Hotel	230 East 51th Street	10022
Portland Square	132 West 47th Stgreet	10036
Premier Millennium Broadway	133 West 44th Street	10036
Radio City Apartments	142 W. 49th Street	10019
Radisson Lexington Ave	541 Lexington Ave/48th St	10022
Radisson on 32nd Street	49 W. 32nd Street	10001
Ramada Inn	161 Lexington Avenue	10016
Red Roof Inn	6 w. 32nd Street	10001
Renaissance 57th Street	130 East 57th Street	10022
Residence Inn by Marriott	1033 Avenue of Americas	10018
Ritz Carlton Battery Park	2 West Street	10004
Ritz Carlton CPS	50 Central Park South	10019
Riverside Terrace	350 West 88th Street	10024
Riverside Tower	80 Riverside Drive/80th St	10024
Roger Smith	501 Lexington Ave/47th St.	10017
Roger Williams	131 Madison Ave/31th St	10016
Roosevelt	244 Madison Avenue	10016
Royalton	44 W.44th Street	10036
Salisbury	123 W. 57th Street	10019
San Carlos	150 E. 50th Street	10022
Sheraton Manhattan	790 7th Avenue	10019
Sheraton New York	811 7th Avenue/53rd St.	10019
Sherry-Netherland	781 5th Avenue	10022
Shoreham The	33 W. 55th Street	10019
Signature Properties	160 Bleecker Street	10012
Six Columbus	6 Columbus Circle	10019
Sixty Fourth Street Hotel	244 West 64th Street	10023
Sixty Thompson	60 Thompson Street	10012
Skyline	725 10th Avenue	10036
Smyth	85 West Broadway	10007
Soho Grand	310 West Broadway	10013
Soho House	29-35 9th Avenue	10014
Sohotel	341 Broome Street	10013
Soldiers Hotel	283 Lexington Ave.	10016
Solita Soho Hotel	159 Grand Street	10013
Spot Hostels - Chelsea	341 West 30th Street	10001
St. James	109 West 45th Street	10036
St. Marks Hotel	2 St Marks Place	10003
Stanford	43 W. 32nd Street	10001
Stay Hotel	157 West 47th Street	10036
The Standard	848 Washington St.	10014

New York City Hotels Selling Twin America Tickets

Hotel	Address	Zip
Thirty Thirty	30 East 30th Street	10016
Thompson Les	190 Allen Street	10002
Time The	224 West 49th Street	10019
Travel Inn	515 West 42nd Street	10036
Tribeca Grand	2 Avenue of the Americas	10013
Trump International Hotel & Tower	One Central Park West	10023
Tudor Hotel	304 East 42nd Street	10017
Union Square Inn	209 East 14th Street	10008
USCG	204 Molony Drive	10305
USO	625 8th Ave/Port Authority	10018
Vincci Avalon	16 East 32nd Street	10016
W Court	130 East 39th Street	10016
W New York	541 Lexington Ave/48th St	10022
W New York - Times Square	1567 Broadway	10036
W Tuscany	120 East 39th Street	10016
W Union Square	201 Park Ave/17th Street	10003
Waldorf Astoria	301 Park Avenue	10022
Waldorf Towers	100 East 50th Street	10022
Warwick	65 West 54th Street	10019
Washington Square	103 Waverly Place	10011
West 57th by Hilton Club	102-108 West 57th Street	10019
Wellington	871 7th Avenue at 55th St	10019
West Side Inn	237 West 107th Street	10026
Westend Studios	850 West End Avenue	10025
Westin NY Times Square	270 West 43rs Street	10036
Wingate Inn	235 West 35th Street	10001
Wolcott	4 West 31th Street	10001
Woogo Central Park Apts.	240 West 73rd Street	10023
Wyndham Garden Chelsea	37 West 24th Street	10011
Wyndham Garden New York	341 West 36th Street	10018
YMCA-Vanderbilt	224 East 47th Street	10017
YMCA-West Side	5 West 63rd Street	10023

EXHIBIT B

Examples of New York City Hotels Not Selling Twin America Tickets

Hotel	Address	Zip
1291 B & B	337 West 55th Street	10019
Bedford	118 E. 40th Street	10016
Carlton Arms	160 East 25th Street	10010
Carlyle	35 E. 76th Street	10021
Dylan	52 East 41st Street	10017
Elysee	60 E. 54th Street	10022
Four Seasons	57 E. 57th Street	10022
Franklin	164 E. 87th Street	10128
French Quarters Hotel	346 West 46th Street	10036
Holiday Inn Manhattan View	39-05 29th Street, Long Island City	11101
Hotel 99	244 West 99th Street	10025
Hotel 17	225 East 17th Street	10003
Hotel 31	120 East 31 Street	10016
Hotel East Houston	151 East Houston	10002
Incentra Village House	32 8th Avenue	10014
La Guardia Marriott	102-05 Ditmars Blvd, Queens	11369
Le Semana Hotel	25 West 24th Street	10010
London	151 W. 54th Street	10019
Lowell	28 East 63rd Street	10021
Mandarin Oriental	80 Columbus Avenue	10023
Maritime Hotel	336 West 16th Street	10011
Marmara Manhattan Hotel	301 East 94th Street	10128
Murray Hill East Side	149 East 39th Street	10016
Murray Hill Inn	143 E. 30th Street	10016
Off Soho Suites	11 Rivington Street	10002
Park Savoy Hotel	158 West 58th Street	10019
Peninsula	700 East 55th Street	10019
Plaza Hotel	Fifth Avenue at CPS	10019
Richmond	71 Central Avenue	10301
Senton Hotel	39 West 27th Street	10001
Sofitel	45 West 44th Street	10036
St. Regis	2 East 55th Street	10022
Sun Bright Hotel	140 Hester Street	10013
Surrey Hotel	20 East 76th Street	10021
Wales	1295 Madison Ave/93rd St	10128
Windsor Hotel	108 Forsyth Street	10002
YMCA-Mc Burney	125 West 14th Street	10011

By order of Judge Ramos, these motion papers
may not be taken apart or otherwise tampered with.

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

CONTINENTAL GUEST SERVICES CORPORATION,

Plaintiff,

- against -

INTERNATIONAL BUS SERVICES, INC. d/b/a GRAY
LINE NEW YORK, CITY SIGHTS TWIN, LLC d/b/a
CITY SIGHTS NEW YORK, TWIN AMERICA, LLC,
BATTERY PARK HOTEL MANAGEMENT, LLC
HAMPTON INN TIMES SQUARE NORTH, HILTON
GARDEN INN TIMES SQUARE, NEW YORK WEST
35TH STREET HGI, ON THE AVE HOTEL, THE
PARAMOUNT HOTEL NEW YORK, PARK CENTRAL
HOTEL (DE), LLC, THIRTY EAST 30TH STREET
OWNER, LLC, TIMES SQUARE HOTEL OPERATING
LESSEE LLC, LEXINGTON HOTEL, LLC, W2001
METROPOLITAN HOTEL OPERATING LESSEE, LLC,
and HIGHGATE HOTELS, LP,

Defendants.

Index No. 600643/10

Justice: Charles E. Ramos, J.S.C.

Commercial Division of the Supreme
Court of the State of New York

**NOTICE OF BUS DEFENDANTS'
MOTION TO DISMISS**

PLEASE TAKE NOTICE that, upon the annexed affirmation of Kenneth M. Breen dated April 9, 2010 and exhibit attached thereto, and the Memorandum of Law in support of Bus Defendants' Motion to Dismiss, defendants International Bus Services, Inc., CitySights Twin, LLC and Twin America, LLC, (collectively "Bus Defendants"), by their attorneys, will move the Honorable Charles E. Ramos, New York County Court House, 60 Centre Street, Room 130, New York, New York, on the 20th day of April at 9:30 a.m., or as soon thereafter as counsel may be heard, for an order pursuant to N.Y. C.P.L.R. 3211(a)(2), (3), and (7) dismissing the complaint dated March 12, 2010, in its entirety, and for a stay of discovery pending resolution of this Motion, as well as any other such relief as the Court deems just and proper.

PLEASE TAKE FURTHER NOTICE that, pursuant to CPLR 2214(b), copies of your answering papers, if any, are required to be served upon the undersigned attorneys for Twin America at least two days before the return date.

No previous application for the relief sought herein has been made to this or any other Court.

Dated: April 9, 2010
New York, New York

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& WALKER LLP

By:  _____

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AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Donald M. Chiano, being duly sworn, deposes and says:

I am not a party to this action, am over 18 years of age and reside in New York, New York. On April 9, 2010, the foregoing Notice of Bus Defendants' Motion to Dismiss, Memorandum of Law in Support of Bus Defendants' Motion to Dismiss and Affirmation of Kenneth M. Breen in Support of Bus Defendants' Motion to Dismiss were filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of this court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

The following counsel of record was served via hand delivery:

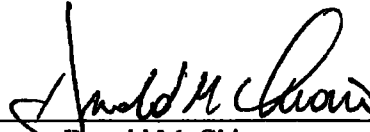
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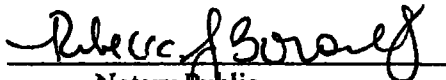
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Donald M. Chiano

Sworn to before me this
9th day of April, 2010


Notary Public

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Notary Public, State of New York
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Qualified in New York County
Commission Expires Feb 15, 2011

By order of Judge Ramos, these motion papers
may not be taken apart or otherwise tampered with.

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

CONTINENTAL GUEST SERVICES CORPORATION,

Plaintiff,

- against -

INTERNATIONAL BUS SERVICES, INC. d/b/a GRAY
LINE NEW YORK, CITY SIGHTS TWIN, LLC d/b/a
CITY SIGHTS NEW YORK, TWIN AMERICA, LLC,
BATTERY PARK HOTEL MANAGEMENT, LLC
HAMPTON INN TIMES SQUARE NORTH, HILTON
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METROPOLITAN HOTEL OPERATING LESSEE, LLC,
and HIGHGATE HOTELS, LP,

Defendants.

Index No. 600643/10

Justice: Charles E. Ramos, J.S.C.

Commercial Division of the Supreme
Court of the State of New York

**MEMORANDUM OF LAW IN SUPPORT OF BUS DEFENDANTS'
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Defendants International Bus Services, Inc., CitySights Twin, LLC and Twin America, LLC (collectively “Twin America”) submit this memorandum in support of their motion to dismiss the claims of Continental Guest Services Corporation (“CGSC”).

CGSC obtained a Temporary Restraining Order on March 12 and seeks a Preliminary Injunction extending that relief pending adjudication of the merits of this case. Twin America has separately filed a Memorandum in Opposition to Preliminary Injunction, which describes the factual background of this case and contains an analysis of the likelihood of CGSC succeeding on the merits. The same background and legal arguments support dismissal of this action.

This Memorandum will not repeat the case background or legal arguments contained in Twin America’s Preliminary Injunction Opposition. It instead incorporates and supplements those arguments, with additional discussion of two legal points essential to consideration of the Motion to Dismiss: (1) CGSC’s failure to plead “product interchangeability” in connection with a relevant antitrust market; and (2) federal preemption.

Twin America also requests a stay of discovery pending resolution of this Motion. For the reasons stated in Twin’s Preliminary Injunction Opposition and this additional Memorandum in Support of its Motion to Dismiss, this case should not proceed. Discovery in this context would put the parties through unnecessary burden and expense in a case that has no merit and should not survive pleading.

I. TWIN AMERICA’S LEGAL ARGUMENTS IN ITS PRELIMINARY INJUNCTION OPPOSITION ALSO WARRANT DISMISSAL AND ARE THEREFORE EXPRESSLY INCORPORATED BY REFERENCE

In its Preliminary Injunction Opposition, Twin America established that CGSC fails to state a valid claim against Twin America because:

- The Donnelly Act does not cover unilateral actions by a single entity like Twin America, but instead applies only to “contracts, agreements, arrangements or combinations.”

- The Donnelly Act does not provide a private right of action for attempted monopolization.
- Neither “the hotel distribution channel for the sale of tickets to passengers for double-decker sightseeing tours” nor “double-decker sightseeing bus tours” are relevant antitrust markets.
- Twin America is not required to distribute through any channel, and has an unfettered legal right to distribute its own products as it sees fit, including through vertical integration.
- CGSC does not have standing to challenge the formation of Twin America, because the matter is before the Surface Transportation Board and subject to that body’s exclusive and plenary jurisdiction.
- CGSC lacks “antitrust standing” to challenge the formation of Twin America, because it is a sales agent, not a consumer or competitor of the merged firm.
- CGSC has not adequately alleged nor can it establish tortious interference because it has not pleaded or produced facts to show breach, let alone wrongful conduct.
- CGSC has not adequately alleged common law unfair competition, because it has neither pleaded nor proved “misappropriation” or “passing off.”

These arguments likewise warrant dismissal of the case and are therefore expressly incorporated by reference.

In addition, in ruling on this motion to dismiss, this court can consider legal arguments made and factual support presented in connection with the Motion for Preliminary Injunction and Opposition to that Motion. In particular, this court may consider defendant’s affidavits where, as here, they conclusively establish that the plaintiff has no cause of action, *see Taylor v. Pulvers*, *Pulvers, Thompson & Kuttner, P.C.*, 1 A.D.3d 128, 128, 766 N.Y.S.2d 430, 431 (1st Dep’t 2003), and “[a] complaint containing factual claims that are flatly contradicted by documentary evidence should be dismissed.” *Well v. Rambam*, 300 A.D.2d 580, 581, 753 N.Y.S.2d 512, 514 (2d Dep’t 2002).

In considering dismissal under C.P.L.R. 3211(a), “conclusory allegations – claims consisting of bare legal conclusions with no factual specificity – are insufficient to survive a

motion to dismiss.” *Godfrey v. Spano*, 13 N.Y.3d 358, 373, 892 N.Y.S.2d 272, 278 (2009). The court “should not shrink from the responsibility of dismissing complaints . . . when no legal wrongdoing is set forth.” *Kamin v. Am. Express Co.*, 86 Misc. 2d 809, 815, 383 N.Y.S.2d 807, 812 (Sup. Ct. N.Y. Co. 1975), *aff’d*, 54 A.D.2d 654, 387 N.Y.S.2d 993 (1st Dep’t 1976).

II. CGSC HAS NOT PLEADED A VALID RELEVANT ANTITRUST MARKET BECAUSE ITS COMPLAINT DOES NOT ADDRESS PRODUCT INTERCHANGEABILITY AND SUBSTITUTION

CGSC attempts to define two “relevant markets” – “the hotel concierge desk distribution channel for the sale of tickets to passengers for double-decker sightseeing tours in New York City” and the “double-decker Sightseeing Tour Bus Market.” (Compl. ¶ 36.) As set forth in Twin America’s Preliminary Injunction Opposition, the alleged “markets” are a single distribution channel for a single product, not antitrust markets. In addition, important here, CGSC pleaded both “markets” without any reference to substitutability or interchangeability with other competing products or services.

The proper definition of a relevant market does not start and stop with the products and services of the parties. Under the Donnelly and Sherman Acts, courts define relevant markets to “include all products that are reasonably interchangeable and all geographic areas in which such reasonable interchangeability occurs.” *Pyramid Co. of Rockland v. Mautner*, 153 Misc. 2d 458, 463, 581 N.Y.S.2d 562, 566 (Sup. Ct. Rockland Co. 1992).

The U.S. Supreme Court set forth the relevant product market test in *United States v. E.I. du Pont de Nemours & Co.*, 351 U.S. 377 (1956). “In considering what is the relevant market for determining the control of price and competition, no more definite rule can be declared than that commodities *reasonably interchangeable* by consumers for the same purposes make up that ‘part of the trade or commerce,’ monopolization of which may be illegal.” *Id.* at 395 (emphasis added). “Interchangeability” examines how far buyers will go to substitute one commodity for

another considering the price, characteristics, and adaptability of the competing commodities. *Id.* at 380-81.¹

In *Du Pont*, for example, the plaintiff sued a cellophane manufacturer on antitrust grounds including monopolization. The plaintiff alleged that the relevant product market was cellophane. The district court dismissed the complaint and the Supreme Court affirmed. *Id.* at 379. The Supreme Court held that cellophane's interchangeability with the other materials, such as glassine and greaseproof papers, made it a part of the flexible packaging material market. *Id.* at 400. Although du Pont produced 75% of the cellophane sold in the United States, the Supreme Court concluded that competition from other wrappings prevented du Pont from possessing monopoly power. *Id.* at 404.

Courts since routinely dismiss antitrust complaints for failure to plead facts suggesting there are no interchangeable or substitutable products, as such an omission can create the illusion of a monopoly where none exists. *Commercial Data Servers, Inc. v. IBM*, 166 F. Supp. 2d 891 (S.D.N.Y. 2001) makes the point. Commercial Data sued IBM for antitrust claims including monopolization, alleging: "The relevant product market is S/390 compatible mainframes." *Id.* at 897 (citation omitted). IBM moved to dismiss on grounds that the complaint did not contain factual allegations justifying this product market definition. *Id.* The court agreed:

CDS has failed to allege any facts explaining why computers other than "mainframes" should be excluded from the relevant product market. There are many types of computers other than "mainframes" (e.g. PCs, workstations, and servers), but the Amended Complaint does not explain why these other types of computers would not be functionally interchangeable with, and/or exhibit cross-elasticity of demand for "mainframes." CDS also has failed to allege any facts explaining why the relevant market is

¹ The Donnelly Act is patterned after the Sherman Act and "should generally be construed in light of Federal precedent." *Anheuser-Busch, Inc. v. Abrams*, 71 N.Y.2d 327, 335, 520 N.E.2d 535, 539 (1988).

limited to mainframes compatible with IBM's licensed "S/390" operating system. There are many operating systems other than that system – and the Amended Complaint does not address why those other systems would not be reasonably interchangeable with the S/390 operating system.

Id.; See also *Chapman v. N. Y. State Div. for Youth*, 546 F.3d 230, 238-39 (2d Cir. 2008)

(affirming district court dismissal of antitrust monopoly claims on grounds proposed relevant market did not encompass all interchangeable substitute products), *cert. denied*, 130 S. Ct. 552 (2009); *Yellow Page Solutions, Inc. v. Bell Atl. Yellow Pages Co.*, No. 00 CIV. 5663, 2001 WL 1468168, at *12 (S.D.N.Y. Nov. 19, 2001) (dismissing Sherman Act § 2 claims because “plaintiffs do not show why other forms of advertising, such as television, radio, or other print media, are not reasonably interchangeable with Yellow Pages advertising”); *Smith & Johnson, Inc. v. Hedaya Home Fashions, Inc.*, No. 96 Civ. 5821, 1996 WL 737194, at *6 (S.D.N.Y. Dec. 26, 1996) (dismissing complaint because “[n]owhere in the complaint [did] plaintiff explain why afghans are not interchangeable with other similar products, e.g., quilts, spreads, blankets and comforters, and why afghans constitute their own market.”), *aff’d mem.*, 125 F.3d 844 (2d Cir. 1997); *Ford Piano Supply Co. v. Steinway & Sons*, No. 85 Civ. 1284, 1988 WL 3488, at *2 (S.D.N.Y. Jan. 13, 1988) (market defined as particular piano parts insufficient to state a claim where complaint failed to allege facts regarding substitutes and cross-elasticity of demand).

In line with this precedent and principle, the federal district court’s decision in *Conte v. Newsday, Inc.*, decided just last month, underscores the point. No. 06-CV-4859, 2010 U.S. Dist. LEXIS 28502 (E.D.N.Y. Mar. 25, 2010). In *Conte*, the plaintiff alleged that Newsday, along with warehouses, route distributors, contractors, and others, attempted to “monopolize and dominate the print advertising market on Long Island” in violation of the Sherman Act. *Id.* at *2. The defendants filed a motion to dismiss the Sherman Act claims for failure to plead a relevant market. *Id.* at *3.

The court in *Conitz* granted the motion to dismiss, observing that “an alleged product market must bear a rational relation to the methodology courts prescribe to define a market for antitrust purposes – analysis of the interchangeability of use or the cross-elasticity of demand, and it must be plausible.” *Id.* at *36 (citation omitted). The court noted that while defining a relevant market is a fact-intensive inquiry, motions to dismiss should be granted where the plaintiff “fails to define its proposed relevant market with reference to the rule of reasonable interchangeability or cross-elasticity of demand, or alleges a proposed relevant market that clearly does not encompass all interchangeable products[.]” *Id.* at *36-*37 (citation omitted). Courts dismiss antitrust cases involving “either (1) failed attempts to limit a product market to a single brand, franchise, institution, or comparable entity that competes with potential substitutes or (2) failure even to attempt a plausible explanation as to why a market should be limited in a particular way.” *Id.* at *37 (citation omitted).

Consistently, courts dismiss Donnelly Act claims based on gerrymandered “markets” that exclude other alternatives to the defendant’s product. *See, e.g., Lopresti v. Mass. Mut. Life Ins. Co.*, No. 12719/04, 2004 WL 2364916, at *3 (Sup. Ct. Kings Co. Oct. 19, 2004) (granting motion to dismiss because proposed relevant market did not include “the other substitute investment options available”), *aff’d*, 30 A.D.3d 474, 820 N.Y.S.2d 275 (2d Dep’t 2006).

CGSC’s antitrust claims deserve the same fate. CGSC has not pleaded facts supporting the absence of interchangeable products at all, let alone facts that would make such allegations plausible. Instead, CGSC defines the alleged markets “from the product alone” and not based on the products with which they compete. Such an approach is patently invalid under the Donnelly Act. *See, e.g., Belfiore v. New York Times Co.*, 654 F. Supp. 842, 846 (D. Conn. 1986) (rejecting “[p]laintiff’s attempt to define the relevant market ‘from the product out,’” and observing that

“[t]he natural monopoly every manufacturer has in the production and sale of its own product cannot be the basis for antitrust liability”), *aff’d*, 826 F.2d 177 (2d Cir. 1987); *HCI Techs., Inc. v. Avaya, Inc.*, 241 Fed. Appx. 115, 122 (4th Cir. 2007) (rejecting claim that “Avaya has market power because it has 100% of the market as defined by sale of its own products”) (citation omitted).

Specifically, there are myriad alternative transportation tours in New York City. Notable examples include OnBoard tours; Minibus; Big Yellow Taxi; Circle Line Cruise; Hop On/Hop Off Ferry Passes; or the numerous helicopter tours like Big Apple, Lady Liberty, Badabing, New York or Romance Over Manhattan, to name a few. *See* Exhibit 1 (websites listing New York tours and attractions). In fact, contrary to CGSC’s assertion that Twin America can block new competition, a star-studded investment and production group is launching a new bus tour entertainment experience called “The Ride” this summer. *See* www.experiencetheride.com.

Equally important, CGSC has failed to reference or plead interchangeability or substitutability of other sightseeing tours in New York, like Central Park carriage rides, bike tours, walking tours and theme tours such as Flavors of New York, Luxury Chocolate, Fashion, Movie Locations and the like. Nor has CGSC – which markets and sells other NYC attractions like Broadway shows, Top of the Rock, Empire State Building and Statue of Liberty tours – referenced, let alone pleaded, facts to show these events and attractions are not likewise competing for the same tourist time and dollars as Twin America.

A cursory visit to websites like City Guide NY, Priceline, New York Tours, Orbitz, All New York Tours, Viator, and AAA makes the point. *See* Exhibit 1. Each website displays and markets the wide range of tours and attractions competing for visitors to New York. *Id.* Twin America’s bus tours are but a single spoke in the wheel of New York tours and attractions, and

CGSC has completely failed to plead how or why any and all of them should not be included in a relevant antitrust market.²

Likewise CGSC has ignored interchangeability in its "hotel concierge desk distribution channel for the sale of tickets to passengers for double-decker sightseeing tours in New York City" market. More than 90% of Twin America's sales occur through ticket agents on the street, visitor's centers, Internet sites, tour operators, travel agents and in combination with other New York attractions. CGSC does not plead any reason at all, let alone some plausible reason, why any and all of these other sales channels are not available substitutes for either passengers or rival tour operators.

III. FEDERAL PREEMPTION

CGSC alleges that Twin America violated the Donnelly Act because it combined the assets and businesses of International Bus Services, Inc. (Gray Line) and CitySights bus tours. That transaction, however, is subject to the exclusive and plenary jurisdiction of the federal Surface Transportation Board ("STB") and CGSC's claims alleging that the transaction is unlawful under state law should thus be dismissed.

Under the relevant provision of the Interstate Commerce Act ("IC Act"), 49 U.S.C. Section 14303(a), mergers or consolidations of the properties or franchises of motor passenger carriers, and certain other transactions such as where an entity that already controls a motor passenger carrier assumes control of another such carrier, are subject to the approval of the federal STB. Because the Twin America transaction involved interstate motor passenger carriers and because Twin America is itself an interstate motor passenger carrier that is now controlled

² CGSC's request for a preliminary injunction should be denied on the same grounds, since CGSC has no likelihood of success where it fails to plead a relevant antitrust market based on interchangeability.

by entities and persons that control other such carriers, the parties were required to submit the transaction to the STB for approval.³

In fact, the interstate nature of Twin America's transportation activities is not in question. Twin America not only holds federal operating authority from the relevant federal agency (the Federal Motor Carrier Safety Administration) allowing it to engage in interstate transportation services, but it also maintains various through ticketing and similar arrangements with interstate carriers to transport persons between points in New York and other states.

The STB has exclusive power to approve the consolidation, merger or acquisition of a motor passenger carrier "when it finds the transaction is consistent with the public interest." 49 U.S.C. § 14303(b). "The wisdom and experience of [the STB], not of the courts, must determine whether the proposed consolidation is 'consistent with the public interest.'" *McLean Trucking Co. v. United States*, 321 U.S. 67, 87-88 (1944) (quoting 79 Cong. Rec. 12207 (1935)).

The subject matter of the Twin America transaction is presently pending before the STB on an August 19, 2009, application filed by Twin America and other parties (including

³ Twin America submitted its application to the STB after the merger was consummated. While a post-transaction filing is not preferred, it is not uncommon. See, e.g., *Laidlaw, Inc., et al. – Control – Dave Transp. Servs., et al.*, STB No. MC-F-20929 at 2 (STB served Aug. 7, 1998) (STB approves transactions under section 14303 that "have previously occurred"); *First Group plc – Acquisition – Cognisa Transp., Inc.*, STB No. MC-F-21021 at 2 (STB served July 13, 2007) (the transaction had previously been consummated "without the advice of commerce counsel or the approval of the Board"). Here, the parties did not know the full scope of their transaction until it was near completion. They then hired separate transportation counsel in Washington, D.C. to review the transaction and secure requisite STB approvals. The New York State Attorney General's office has made much of the post-transaction filing, asserting the parties filed the STB application to avoid jurisdiction. Nothing could be further from the truth. The parties retained and directed transportation counsel to submit the application months before the Attorney General's office launched its investigation. And the STB application is mandatory – it is not a matter of the parties' discretion.

CitySights and International Bus Services). Extensive evidence has been presented to the STB concerning the merits of the transaction. The New York State Attorney General has acknowledged the STB's jurisdiction over the Twin America joint venture in the STB proceeding, stating that it "never alleged that [the Board] lacks jurisdiction." Sur-Reply of the State of New York, STB Docket No. MC-F-21035, at 2 (STB filed Feb. 1, 2010). The New York State Attorney General has filed comments with the STB expressing concerns regarding the potential effects of the merger, which the STB will consider in connection with its public benefits analysis on the complete evidentiary record pending before the agency. By order issued April 2, 2010, the STB has scheduled an oral argument in the proceeding for April 27.⁴

If approved by the STB, Section 14303(f) provides that the carriers party to the transaction "may carry out the transaction, own and operate property, and exercise control or franchises acquired through the transaction without the approval of a State authority" and that "transaction is exempt from the antitrust laws and from all other law, including State and municipal law, as necessary to let that person carry out the transaction, hold, maintain, and operate property, and exercise control or franchises acquired through the transaction." 49 U.S.C. § 14303(f). Pending approval, the STB's exclusive jurisdiction over the Twin America transaction displaces state law jurisdiction and deprives plaintiffs of standing to challenge the transaction in this Court or otherwise seek to invoke state law as a means of circumventing or undermining that federal agency's exclusive role. See 49 U.S.C. § 14303(f); *Leaseway Transp*

⁴ CGSC has selectively provided this Court with various New York State Attorney General submissions. Twin America's countervailing submissions to the STB include extensive legal briefs and two expert reports from Princeton University Economics Professor Robert D. Willig, who also served as the Deputy Assistant Attorney General for the United States Department of Justice Antitrust Division. Twin America would be pleased to provide this Court with the full STB record.

Corp. v. Bushnell, 888 F.2d 1212, 1215 (7th Cir. 1989) (state agency preempted by predecessor to Section 14303 from interfering with federal agency jurisdiction over motor carrier acquisition of other motor carriers; state “may not act as a ‘gate-keeper’” as to matters within federal agency’s exclusive jurisdiction); *Revisions to Regulations Governing Finance Applications Involving Motor Passenger Carriers*, 63 Fed. Reg. 46,394, 46,396 (STB Sept. 1, 1998) (“a State may not take any action that would in any way interfere with the applicants’ consummation of a section 14303 transaction”); *Colorado Mountain Express, Inc. & Airport Shuttle Colorado, Inc. d/b/a Aspen Limousine Serv., Inc. – Consolidation and Merger – Colorado Mountain Express*, STB No. MC-F-20902, at 1-2 (STB served Feb. 28, 1997) (motor passenger carrier participants in a Section 14303 consolidation transaction “are subject to our exclusive and plenary jurisdiction in all matters relating to their consolidation, merger and acquisition of control . . . they are specifically exempted from all state and municipal law, as necessary”).

In the parallel context of the STB’s rail jurisdiction, a New York state court has recognized the STB’s equally broad and exclusive jurisdiction, dismissing a lawsuit that interfered with that jurisdiction. *See, e.g., In re Metro. Transp. Auth.*, 32 A.D.3d 943, 945-46, 823 N.Y.S.2d 88, 91 (2d Dep’t 2006) (condemnation suit directed at railroad tracks dismissed in light of STB’s exclusive jurisdiction over rail matters). Suits arising from rail transactions within the STB’s exclusive jurisdiction have likewise been dismissed. *See, e.g., Norfolk & W. Ry. v. Bhd. of R.R. Signalmen*, 164 F.3d 847, 855 (4th Cir. 1998) (STB has exclusive jurisdiction to address claims raised by rail transaction pending before STB for approval under statute analogous to Section 14303).⁵

⁵ The federal law provision dealing with mergers and acquisitions in the rail context, 49 U.S.C. § 11321(a), contains language similar to 49 U.S.C. § 14303(f).

This Court should likewise dismiss CGSC's claims challenging the Twin America transaction based on the STB's exclusive statutory jurisdiction.

IV. REQUEST FOR STAY OF DISCOVERY

On March 24, CGSC served Twin America with document requests. Twin America respectfully requests that this Court stay this discovery and any further discovery until it resolves the present motion, pursuant to N.Y.S. Trial Court Rule 202.70(g)(11)(d) and C.P.L.R. 3214(b).

Going forward with discovery would impose immediate, high costs on Twin America at a point in the case where the pleading has been contested and should not survive. This court "has broad discretion to supervise [discovery] to prevent unreasonable annoyance, expense, embarrassment, disadvantage or other prejudice." *Eber Bros. Wine & Liquor Corp. v. Ribowsky*, 266 A.D.2d 499, 500, 698 N.Y.S.2d 725, 727 (2d Dep't 1999). A stay of discovery will permit the court to decide the motion to dismiss, and thus dispose of "a meritless case without the unnecessary expense of discovery . . . only to obtain a preordained outcome." *Ultramar Energy Ltd. v. Chase Manhattan Bank, N.A.*, 191 A.D.2d 86, 88, 599 N.Y.S.2d 816, 818 (1st Dep't 1993) (internal citations omitted).

V. CONCLUSION

For the foregoing reasons, Twin America respectfully requests that this Court dismiss CGSC's complaint with prejudice and enter an interim order staying all discovery pending a ruling on this motion to dismiss.

Dated: April 9, 2010
New York, New York

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& WALKER LLP

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ATTORNEY FOR INTERNATIONAL
BUS SERVICES, INC.

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Donald M. Chiano, being duly sworn, deposes and says:

I am not a party to this action, am over 18 years of age and reside in New York, New York. On April 9, 2010, the foregoing Notice of Bus Defendants' Motion to Dismiss, Memorandum of Law in Support of Bus Defendants' Motion to Dismiss and Affirmation of Kenneth M. Breen in Support of Bus Defendants' Motion to Dismiss were filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of this court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

The following counsel of record was served via hand delivery:

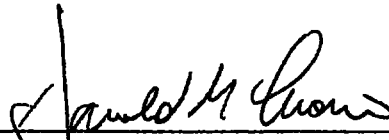
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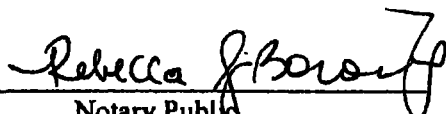
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New York, NY 10019



Donald M. Chiano

Sworn to before me this
9th day of April, 2010



Notary Public

Rebecca J. Borowitz
Notary Public, State of New York
No. 01806044216
Qualified in New York County
Commission Expires Feb 15, 2011

By order of Judge Ramos, these motion papers
may not be taken apart or otherwise tampered with.

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

CONTINENTAL GUEST SERVICES CORPORATION,

Plaintiff,

- against -

INTERNATIONAL BUS SERVICES, INC. d/b/a GRAY
LINE NEW YORK, CITY SIGHTS TWIN, LLC d/b/a
CITY SIGHTS NEW YORK, TWIN AMERICA, LLC,
BATTERY PARK HOTEL MANAGEMENT, LLC
HAMPTON INN TIMES SQUARE NORTH, HILTON
GARDEN INN TIMES SQUARE, NEW YORK WEST
35TH STREET HGI, ON THE AVE HOTEL, THE
PARAMOUNT HOTEL NEW YORK, PARK CENTRAL
HOTEL (DE), LLC, THIRTY EAST 30TH STREET
OWNER, LLC, TIMES SQUARE HOTEL OPERATING
LESSEE LLC, LEXINGTON HOTEL, LLC, W2001
METROPOLITAN HOTEL OPERATING LESSEE, LLC,
and HIGHGATE HOTELS, LP,

Defendants.

Index No. 600643/10

Justice: Charles E. Ramos, J.S.C.

Commercial Division of the Supreme
Court of the State of New York

**AFFIRMATION OF
KENNETH M. BREEN
IN SUPPORT OF
BUS DEFENDANTS'
MOTION TO DISMISS**

KENNETH M. BREEN, an attorney licensed to practice before the Courts of the State of
New York, hereby affirms under penalty of perjury as follows:

1. I am a member of the Bar of the State of New York and am a partner at Paul Hastings,
Janofsky & Walker LLP. I submit this affirmation in support of Bus Defendants'¹ Motion to
Dismiss.

2. Attached hereto as Exhibit I is a true and correct copy of printouts from the websites
of City Guide NY, Priceline, New York Tours, Orbitz, All New York Tours, Viator, and AAA.

Dated: April 9, 2010


Kenneth M. Breen

¹ The Bus Defendants include Twin America, LLC, CitySights Twin, LLC and International Bus
Services, Inc.

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Donald M. Chiano, being duly sworn, deposes and says:

I am not a party to this action, am over 18 years of age and reside in New York, New York. On April 9, 2010, the foregoing Notice of Bus Defendants' Motion to Dismiss, Memorandum of Law in Support of Bus Defendants' Motion to Dismiss and Affirmation of Kenneth M. Breen in Support of Bus Defendants' Motion to Dismiss were filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of this court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

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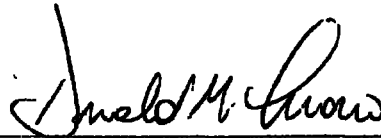
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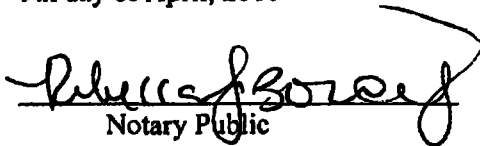
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New York, NY 10019



Donald M. Chiano

Sworn to before me this
9th day of April, 2010


Notary Public

Rebecca J. Borowitz
Notary Public, State of New York
No. 81BO6044216
Qualified in New York County
Commission Expires Feb 15, 2011

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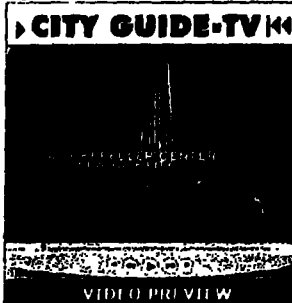
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Get a Breath of Fresh Air as Fragrant Cation & Remot Hops into April

New York City Nightlife Live Music

New York City Sightseeing Tours & Cruises on the Water

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148 W 57th St (R 9 Ave), 212 918 1600

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27th St & Ave. 18 Ave. 212-671-2765

Central Park Carriages
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New York, NY 492-414-1192

Destination Secrets NYC Tours
212-991-0421 or 212-94-985

Express Trails
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Heart of Brooklyn
718-518-1700

Hudson Valley Day Trips
12th St 18-9 Ave. 1-800-669-8951

Hush Tours: A Hip Hop Look At New York
212-714-5527

Manhattan by Sail
Per 17, South Street Seaport, 212-519-0301 or 800-514-1224

Manhattan Helicopter Sightseeing Tours
Wall Street Downtown Manhattan Helipad, Per 6 at the East River 212-914-9872

Motor Yacht Manhattan
Chelsea Pier Per 62, 546-136-5270

My Kind of Town New York
866-NY-100-4, 212-754-4502

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1-800-5

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New York Gallery Tours
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Statue Island Tours

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312 655 0906

United Nations
First Ave @ 56th St 212 963 TOUR (8687)

Walkin' Broadway
212 997 5088

Walking Chocolate Tour of New York
Meet at 484 Broome St (at Webster St), in Front of Mar-Belle, main # 3
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Yankee Stadium Classic Tour
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New York City Area

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To: Friday, April 16, 2010

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Ground Transportation**John F. Kennedy International Airport Ground Transportation**

From \$20.75

SuperShuttle, the nation's leader in airport ground transportation, offers safe, reliable, door-to-door transportation to and from the airport and your hotel. These are one-way transportation options, don't forget to book your return trip to the airport! more

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**John F. Kennedy International's (JFK) Sedan Ground Transportation**

From \$43

Rates are per car (1-3 passengers) not per person. Camel America's leading Town Car dispatch service, is ready to provide you with fast, reliable, and inexpensive private transportation. For 25 years, Camel has specialized in providing private and timely service to and from the airport at competitive prices with taxis.

Please select one (1) car for every three (3) passengers. more

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LaGuardia Airport Ground Transportation

From \$18.50

SuperShuttle, the nation's leader in airport ground transportation, offers safe, reliable,



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Newark Liberty International Airport Ground Transportation

From \$19

SuperShuttle the nation's leader in airport ground transportation, offers safe, reliable, door-to-door transportation to and from the airport and your hotel. These are one-way transportation options, don't forget to book your return trip to the airport! [more](#)

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LaGuardia Airport (LGA) Sedan Ground Transportation

From \$36

Rates are per Car (1-3 passengers) not per Person. Carmel, America's leading Town Car dispatch service, is ready to provide you with fast, reliable, and inexpensive private transportation. For 25 years, Carmel has specialized in providing private and timely service to and from the airport at competitive prices with taxis.

Please select one (1) car for every three (3) passengers. [more](#)

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Newark Liberty International Airport (EWR) Private Sedan Ground Transportation

From \$60

Rates are per Car (1-3 passengers) not per Person. Carmel, America's leading Town Car dispatch service, is ready to provide you with fast, reliable, and inexpensive private transportation. For 25 years, Carmel has specialized in providing private and timely service to and from the airport at competitive prices with taxis.

Please select one (1) car for every three (3) passengers. [more](#)

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Attractions and Tickets



Empire State Building Tickets - Observatory and Optional Skip the Line Tickets

From \$28

Until you see New York City from the top of the Empire State Building, you haven't really seen it! You'll remember your first visit to the Empire State Building and the amazing 360-degree panoramic views of Manhattan forever.

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New York CityPass

From \$79

New York CityPass packs a collection of New York's six most popular and loved attractions in a prepaid ticket booklet that fits in your pocket - and saves you a whopping 44% off regular admissions - plus you skip long ticket lines! [more](#)

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New York City Hop-on Hop-off Tour with Seaport and Empire State Building

From \$87.99

Choose this classic New York City Hop-on Hop-off Tour - you get the New York Tour plus admission to the South Street Seaport Museum and either the Empire State Building or Top of the Rock. With this classic tour, you have all NYC options covered!

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New York City Hop-on Hop-off Tour

From \$43.99

Create your own sightseeing itinerary with the New York City Hop-On Hop-Off Tour. With four routes to choose from you can explore every corner of this fabulous city with lively tour guides to keep you entertained and informed. Your New York City Hop-on Hop-off All Loops ticket is valid for 48 hours, and you can hop on and off the distinctive double-decker buses at any of the 50 stops.

[more](#)

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**All Loops Tour - Hop On Hop Off**From **\$54**

The All Loops Tour offers the best sights in Manhattan with hop-on hop-off service at over 40 stops and connecting transfer points to switch from one tour loop to another

[more](#)
[▶ SELECT QUANTITY](#)**The New York Pass**From **\$74.99**

Tour New York City your own way with the flexible New York Pass. Enjoy free entry to more than 40 New York attractions, as well as discounts at top restaurants and retailers.

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[▶ SELECT QUANTITY](#)**American Museum of Natural History**From **\$31.99**

Both educational and entertaining, The American Museum of Natural History is a real hit with adults and children alike. Add this popular Manhattan attraction to your New York itinerary for a day of family fun.

[more](#)
[▶ SELECT QUANTITY](#)**New York Full-Day Comprehensive Coach Tour**From **\$88.99**

Tour all of Manhattan from uptown to downtown, Harlem to the Statue of Liberty, on a full-day guided coach tour. If this is your first visit to the Big Apple, you'll gain a great overview of New York City and its famous sights on this comprehensive introductory day tour.

[more](#)
[▶ SELECT QUANTITY](#)**New York City Hop-on Hop-off Tour, Ellis Island Ferry Ticket and Top of the Rock or Empire State Building**From **\$86**

Everything you need to see New York with freedom and independence! Includes a ticket on the Ellis Island ferry (Statue of Liberty), and either Top of the Rock Observation Deck or the Empire State Building.

[more](#)
[▶ SELECT QUANTITY](#)**NY SKYRIDE and Empire State Building Observatory**From **\$46.99**

Buy your tickets to NY SKYRIDE and the Empire State Building Observatory ahead of time. You'll take an exciting virtual tour of New York's attractions, then see the real thing from the observatory of the world-famous Empire State Building. And you even get to skip the first line when you book the combo ticket, so less time waiting and more time to explore New York!

NY SKYRIDE

On the 2nd floor of the Empire State Building, the NY SKYRIDE is an exciting presentation combining digital technology and special effects, custom platforms and seats, and a massive screen. You'll take an amazing virtual ride around, above, and below New York City!

[more](#)
[▶ SELECT QUANTITY](#)**The Lion King On Broadway**From **\$128.49**

Book your tickets for the Tony-winning extravaganza "The Lion King" on Broadway. A favorite with children and adults alike, "The Lion King" is a visual and audio feast of colorful costumes and award-winning music by Elton John and Tim Rice. Don't miss your chance to see this popular Broadway show during your visit to New York City.

Special Offer - Book by May 31, 2010 and you'll save over 30% - BOOK NOW!

[more](#)
[▶ SELECT QUANTITY](#)**Wicked on Broadway**From **\$130.88**



Wicked is the untold story of the witches of Oz. From real flying monkeys to a trip to the Emerald City and a soaring, modern score by Stephen Schwartz, *Wicked* is a true spectacle for the eyes and ears!

Special Offer - Save 40% when traveling through May 30, 2010 - BOOK NOW!

[more](#)

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Statue of Liberty Express Cruise

From **\$24.99**

Explore New York Harbor on a one-hour commentated cruise with fantastic views of the Statue of Liberty, Manhattan Skyline and Brooklyn Bridge. Learn about New York's history while seeing the sights and getting an overview of this world-famous city.

[more](#)

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Phantom of the Opera On Broadway

From **\$99.99**

While you are in New York, don't miss your chance to see the longest-running Broadway show in history. Andrew Lloyd Webber's magical "The Phantom of Opera".

Special Offer - The price displayed for Monday through Friday evenings and Wednesday matinees includes a discount of over 15% off the recommended retail rate - BOOK NOW!

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Mamma Mia! On Broadway

From **\$115.99**

Everyone's fallen in love with the music, the story and characters that make "Mamma Mia!" Broadway's ultimate feel-good show. Now it's your turn to fall for this smash-hit musical that combines the storytelling magic of ABBA's songs with an enchanting tale of love, laughter and friendship.

[more](#)

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Chicago On Broadway

From **\$109.99**

See Broadway's red-hot musical smash "Chicago" - the recipient of six Tony Awards, two Oliver Awards, a Grammy and thousands of standing ovations. Add a bit of Chicago to your New York visit!

Special Offer - The price displayed includes a discount of over 10% off all performances except Saturday evenings - BOOK NOW!

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Hair on Broadway

From **\$121.99**

Just in time to usher in the dawning of a new age in America, The Public Theater's joyous production of HAIR is now on Broadway. A celebration of life, a love letter to freedom, and a passionate cry for hope and change, HAIR features some of the greatest songs ever written for the stage. Now it's your turn to join the celebration.

[more](#)

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Memphis on Broadway

From **\$114.37**

Her music or his love - what's more dangerous? Come find out at Broadway's hottest new show, Memphis! This thrilling new performance combines the history of rock music with a fascinating Broadway twist. Co-written by Bon Jovi member David Bryan and based on a true event, Memphis touches upon the subjects of love, race and controversy.

[more](#)

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Top of the Rock Observation Deck, New York

From **\$19.99**

Daytime or night-time - anytime is the right time to visit the Top of the Rock Observation Deck. Perched 70 stories above the city at Rockefeller Plaza, the panoramic views of Manhattan are unequalled anywhere else in New York City.


[more](#)
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New York Dinner Cruise

 From **\$142.46**

The New York Dinner Cruise offers a luxurious night out in New York City! Enjoy delicious gourmet food while you dance and take in the Big Apple's sights and sounds. This cruise offers a superbly prepared five-course dinner as you cruise the Hudson River and see Manhattan by night! Enjoy spectacular views of New York's breathtaking skyline as you wine and dine the night away.

[more](#)
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Statue of Liberty Express

 From **\$25**

Hop on the Water Taxi for a one-hour guided harbor tour. Hear the story of NYC's past while enjoying fabulous views of the Statue of Liberty, Ellis Island, the Brooklyn Bridge, the Manhattan Skyline and more. [more](#)

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New York City Harbor Lights Night Cruise

 From **\$29.99**

Take an early-evening New York City Harbor Lights cruise and bask in the glow of the setting sun and glistening harbor lights. While listening to an entertaining and informative tour commentary, sip your favorite drink and watch the sun set, the moon rise and New York City light up for the night.

[more](#)
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New York Dinner Cruise with Buffet

 From **\$110.26**

Grab your friends or that special someone and get ready for 3 hours of real New York fun! This New York dinner cruise includes live entertainment, an amazing DJ and breathtaking views of the New York skyline. Don't wait - add this dinner cruise to your New York itinerary today!

[more](#)
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New York Night Tour

 From **\$43.99**

See New York City sparkle on an evening panoramic tour of the city lights. On this 2.5-hour evening tour of New York by night you'll see the Empire State Building, Greenwich Village, SoHo, Chinatown, the Lower East Side, Rockefeller Center, Manhattan Bridge (weather permitting), Brooklyn and more.

[more](#)
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Gossip Girl Sites Tour

 From **\$35.69**

Experience a day in the life of Manhattan's elite on the Gossip Girl TV Sites tour! Enter the playground of the privileged prep school teens on a brand new tour of more than 30 Gossip Girl Sites that were used on the hit TV series.

Special Offer - Save 15% on weekdays and 10% on weekends when traveling through April 30, 2010 - **BOOK NOW!**

[more](#)
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New York Lights Night Tour

 From **\$35.99**

Bright lights, big city! Tour the Big Apple glowing in all its splendor on this city lights night tour. Beginning in Times Square, you will cross over the Manhattan Bridge for magnificent views of the Brooklyn Bridge and the lights of Manhattan from across the river.

Special Offer - Save 20% off the recommended retail price when booking a

Monday, Tuesday or Wednesday departure (excludes November 23 to January 4)
- BOOK NOW!

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Jersey Boys On Broadway

From \$159.99

Jersey Boys is the new Broadway musical about the story of Frank Valli and the Four Seasons. This extraordinary story of how a group of working-class boys from the wrong side of the neighborhood became one of the best loved boy groups in America selling 175 million records worldwide. Be sure not to miss this unforgettable musical this season!

more

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Washington DC Day Trip from New York

From \$148.99

Explore beyond the Big Apple with a full-day tour to Washington DC from New York City. You'll capture the spirit of "the home of the brave and land of the free" as you visit the monuments and memorials of Washington DC.

more

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Shopping at the Woodbury Commons Factory Outlets

From \$43

Travel an hour and save big at the Woodbury Common Factory Outlets. Woodbury Common features 220 stores offering the largest collection of upscale designer and name-brand outlets in the world. Take the day and cure all of your shopping woes with one trip. more

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Sopranos Sites Tour

From \$48

Heading through the tunnel, leave Times Square behind and take a trip through Sopranoland! See where Tony and the guys hung out in Jersey on this four-hour bus tour of Soprano Sites. more

► SELECT QUANTITY



New York City Party Pass

From \$29.99

Skip the lines at New York's hottest nightclubs and bars when you purchase your New York Party Pass. Offering a range of benefits including free admission, free drinks and jumping the queue for fast-track entry, the New York Party Pass is your ticket to party!

more

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Manhattan TV and Movie Sites Tour

From \$40

Take a guided bus tour to the sites of your favorite movies and TV shows. New York is the most filmed city in the world, and this tour will allow you to see the New York your favorite TV and movie stars saw. You'll even see a few celebrity homes. more

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New York City Helicopter Tours

From \$120

Climb into a modern jet helicopter and explore the skyline of the Big Apple. See all the must-sees that New York City has to offer from the comfort of first class seating. Experience breathtaking views of New York's landmarks from a whole new perspective. more

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New York TV and Movie Sites Tour

From \$33.99

Take a guided tour of the New York sites you know and love from your favorite TV shows and movies! On this must-do tour, your entertaining and in-the-know guide will take you to over 60 instantly recognizable locations from TV and film.

Special Offer - Save 15% on weekdays and 10% on weekends when traveling through April 30, 2010 - BOOK NOW!

- 

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New York MealTicket™ From **\$59.99**

The New York MealTicket® offers you the best value on dining in town! For one low price, you'll get breakfast, lunch and dinner at a selection of classic New York restaurants. And better yet - no reservations are required!

Special Offer - Book and travel by June 30, 2010 and when you buy a 6-day New York City MealTicket you only pay the 3-day price! That's two days FREE - BOOK NOW!

more

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Harlem Soul Food and Jazz Evening Tour From **\$134.99**

Take a tour of Harlem, then dine on soul food and see a jazz show at a famous Harlem club. There's no better way to explore the full range of Harlem's diverse ethnic history, music and food!

more

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more

South Pacific on Broadway From **\$124.99**

Winner of seven 2008 Tony Awards! The Lincoln Center Theater presents the iconic Rodgers and Hammerstein musical, which is returning to the New York scene in its first-ever Broadway revival.

more

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New York City Half-Day Tour From **\$48.99**

Tour Manhattan in the comfort of a deluxe motor coach, with commentary provided in your own language! Choose this tour if you speak French, German, Italian or Spanish. This is a half-day tour, leaving you with the afternoon free to explore New York City at your leisure.

more

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Big Apple Helicopter Tour of New York From **\$149.99**

See New York's famous landmarks from the air on an exhilarating 11 to 15-minute helicopter tour. You'll come face-to-face with the Statue of Liberty, the silver Art Deco brilliance of the Chrysler Building, and the sprawling green expanse of Central Park.

more

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more

NY SKYRIDE From **\$36.99**

Take a fun-filled virtual tour of New York on the NY SKYRIDE, the only aerial virtual tour simulator in the city. You'll "fly" over the Statue of Liberty, "cruise" through Central Park, "ride" the Corey Island Cyclone and "splash" into the South Street Seaport - all without leaving the building!

more

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more

New York, New York Neighborhoods Tour From **\$54.99**

Be escorted by one of the knowledgeable guides and be taken for a walk through the Manhattan, Chinatown, Little Italy and historic South Street Seaport. See the Statue of Liberty, America's most famous national monument, Ellis Island and the Museum of Immigration.

more

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- New York Helicopter Tour: 7-Minute Highlight Flight** From **\$98.99**

If you have limited time in Manhattan, this speedy seven-minute New York City Helicopter Tour is for you! The fun-filled quickie flight takes you over Lower Manhattan.



for views of the Statue of Liberty and Ground Zero

more

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New York Manhattan Scenic Helicopter Tour

From **\$155.99**

Take to the skies on a helicopter tour to see New York's amazing sky! On this scenic helicopter flight you'll soar through the sky and experience a bird's eye view of Manhattan's world famous landmarks. This is the best view you can get of New York City!

Special Offer - Save over 15% off the recommended retail price when traveling through June 30, 2010 - BOOK NOW!

more

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New York City Explorer Pass

From **\$69.99**

Create your own New York sightseeing itinerary with the New York City Explorer Pass. It's the easiest and most affordable way to explore New York's must-see attractions and activities at your own pace!

Special Offer - Book and travel by June 30, 2010 and the price displayed will include a discount of over 10% off the recommended retail rate. - BOOK NOW!

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New York City Hop-on Hop-off Tour and Harbor Cruise

From **\$54**

Design your own itinerary and explore the streets of Manhattan, Brooklyn and Harlem on a hop-on hop-off double-decker bus tour. In summer the top deck is open and in winter clear screens allow for unobstructed views of New York. Tickets are valid for 48 hours, allowing you to set your own pace and see as much or as little as you like. There are over 40 stops around the city.

more

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Hudson River Park Greenway and Central Park Bike Tour

From **\$49.99**

Join a fabulous New York City bike ride along the Hudson River Park Greenway and through Central Park. Enjoy spectacular views of the river and city skyline as you cycle at a leisurely pace through the city.

more

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Brooklyn Bridge Bike Tour

From **\$49.99**

The Brooklyn Bridge Bike Tour lets you safely explore the best of Manhattan by bike. Pedal on the new riverside bike trail, past famous landmarks and over the Brooklyn Bridge - once the largest suspension bridge in the world.

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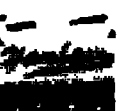


One Day Hop-On Hop-Off Water Taxi Pass

From **\$20**

One day of unlimited travel aboard New York Water Taxi. Get on and off as many times as you like at any of our waterfront stops on West Side, Lower Manhattan and the East River. [more](#)

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The Birthplace - Harlem and the Bronx Hip Hop Bus Tour

From **\$68**

Ride with the Pioneers on a 4 hour back stage pass tour! Explore the Hip Hop origins in an absolutely electrifying experience. Learn the true meaning of the elements of hip hop guided by Celebrity Pioneers, Grandmaster Caz, Kuris Blow and more. Visit the Graffiti Hall of Fame, Rucker Park, the mecca of Harlem 125th Street, and historical landmarks in Manhattan and the Bronx. [more](#)

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Bronx Walking Tour

From **\$64.99**

Join a walking tour to see the Bronx as it really is, a borough of diverse ethnic groups and neighborhoods, of great cultural institutions, an area of surprising natural beauty, of rolling hills and parks and parkways, a peninsula the size of San Francisco and the only New York City borough attached to the U.S. mainland

[more](#)

[▶ SELECT QUANTITY](#)



Harlem Sunday-Morning Gospel Tour

From **\$54.99**

Spend Sunday morning in Harlem, the ethnically diverse borough of New York. You'll join a local church congregation and experience the soul-stirring power of gospel music on this special visit to one of New York City's most vital neighborhoods

[more](#)

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Harlem Wednesday-Morning Gospel Tour

From **\$54.99**

Pay a visit to Harlem, the ethnically diverse borough of New York, on a Wednesday-morning guided tour. On your tour through one of New York City's most vital neighborhoods, you'll hear stories from Harlem's fascinating history and see its famous sights

[more](#)

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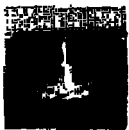
New York City Bike Rental

From **\$43.99**

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From **\$98.99**

Experience the sights and sounds of Lower Manhattan and the new up and coming Brooklyn neighborhoods from charming Brooklyn Heights to artsy Williamsburg and trendy Park Slope. This New York Nights and the City Tour also includes dinner at the famous "Katz Deli" where you can enjoy mile high pastrami and salami sandwiches

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From **\$61.99**

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☒ 2:00PM Saturday Performance	1	\$121.50
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Available date		
Apr 10 (Sat)	Add	

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Select an option	Select quantity	Adult
☒ 2:00PM Wednesday Performance	1	\$128.50
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☒ 2:00PM Wednesday Performance	1	\$116.50
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Select an option	Select quantity ^(*)	Adult	Child (3-12 yrs)
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Select an option	Select quantity ^(*)	Adult	Child (3-12 yrs)
Choose 3	1	\$69.99	\$49.99
Choose 5	1	\$109.99	\$69.99
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12225, 12240, 12255, 12270, 12285, 12300, 12315, 12330, 12345, 12360, 12375, 12390, 12405, 12420, 12435, 12450, 12465, 12480, 12495, 12510, 12525, 12540, 12555, 12570, 12585, 12600, 12615, 12630, 12645, 12660, 12675, 12690, 12705, 12720, 12735, 12750, 12765, 12780, 12795, 12810, 12825, 12840, 12855, 12870, 12885, 12900, 12915, 12930, 12945, 12960, 12975, 12990, 13005, 13020, 13035, 13050, 13065, 13080, 13095, 13110, 13125, 13140, 13155, 13170, 13185, 13200, 13215, 13230, 13245, 13260, 13275, 13290, 13305, 13320, 13335, 13350, 13365, 13380, 13395, 13410, 13425, 13440, 13455, 13470, 13485, 13500, 13515, 13530, 13545, 13560, 13575, 13590, 13605, 13620, 13635, 13650, 13665, 13680, 13695, 13710, 13725, 13740, 13755, 13770, 13785, 13800, 13815, 13830, 13845, 13860, 13875, 13890, 13905, 13920, 13935, 13950, 13965, 13980, 13995, 14010, 14025, 14040, 14055, 14070, 14085, 14100, 14115, 14130, 14145, 14160, 14175, 14190, 14205, 14220, 14235, 14250, 14265, 14280, 14295, 14310, 14325, 14340, 14355, 14370, 14385, 14400, 14415, 14430, 14445, 14460, 14475, 14490, 14505, 14520, 14535, 14550, 14565, 14580, 14595, 14610, 14625, 14640, 14655, 14670, 14685, 14700, 14715, 14730, 14745, 14760, 14775, 14790, 14805, 14820, 14835, 14850, 14865, 14880, 14895, 14910, 14925, 14940, 14955, 14970, 14985, 15000, 15015, 15030, 15045, 15060, 15075, 15090, 15105, 15120, 15135, 15150, 15165, 15180, 15195, 15210, 15225, 15240, 15255, 15270, 15285, 15300, 15315, 15330, 15345, 15360, 15375, 15390, 15405, 15420, 15435, 15450, 15465, 15480, 15495, 15510, 15525, 15540, 15555, 15570, 15585, 15600, 15615, 15630, 15645, 15660, 15675, 15690, 15705, 15720, 15735, 15750, 15765, 15780, 15795, 15810, 15825, 15840, 15855, 15870, 15885, 15900, 15915, 15930, 15945, 15960, 15975, 15990, 16005, 16020, 16035, 16050, 16065, 16080, 16095, 16110, 16125, 16140, 16155, 16170, 16185, 16200, 16215, 16230, 16245, 16260, 16275, 16290, 16305, 16320, 16335, 16350, 16365, 16380, 16395, 16410, 16425, 16440, 16455, 16470, 16485, 16500, 16515, 16530, 16545, 16560, 16575, 16590, 16605, 16620, 16635, 16650, 16665, 16680, 16695, 16710, 16725, 16740, 16755, 16770, 16785, 16800, 16815, 16830, 16845, 16860, 16875, 16890, 16905, 16920, 16935, 16950, 16965, 16980, 16995, 17010, 17025, 17040, 17055, 17070, 17085, 17100, 17115, 17130, 17145, 17160, 17175, 17190, 17205, 17220, 17235, 17250, 17265, 17280, 17295, 17310, 17325, 17340, 17355, 17370, 17385, 17400, 17415, 17430, 17445, 17460, 17475, 17490, 17505, 17520, 17535, 17550, 17565, 17580, 17595, 17610, 17625, 17640, 17655, 17670, 17685, 17700, 17715, 17730, 17745, 17760, 17775, 17790, 17805, 17820, 17835, 17850, 17865, 17880, 17895, 17910, 17925, 17940, 17955, 17970, 17985, 18000, 18015, 18030, 18045, 18060, 18075, 18090, 18105, 18120, 18135, 18150, 18165, 18180, 18195, 18210, 18225, 18240, 18255, 18270, 18285, 18300, 18315, 18330, 18345, 18360, 18375, 18390, 18405, 18420, 18435, 18450, 18465, 18480, 18495, 18510, 18525, 18540, 18555, 18570, 18585, 18600, 18615, 18630, 18645, 18660, 18675, 18690, 18705, 18720, 18735, 18750, 18765, 18780, 18795, 18810, 18825, 18840, 18855, 18870, 18885, 18900, 18915, 18930, 18945, 18960, 18975, 18990, 19005, 19020, 19035, 19050, 19065, 19080, 19095, 19110, 19125, 19140, 19155, 19170, 19185, 19200, 19215, 19230, 19245, 19260, 19275, 19290, 19305, 19320, 19335, 19350, 19365, 19380, 19395, 19410, 19425, 19440, 19455, 19470, 19485, 19500, 19515, 19530, 19545, 19560, 19575, 19590, 19605, 19620, 19635, 19650, 19665, 19680, 19695, 19710, 19725, 19740, 19755, 19770, 19785, 19800, 19815, 19830, 19845, 19860, 19875, 19890, 19905, 19920, 19935, 19950, 19965, 19980, 19995, 20010, 20025, 20040, 20055, 20070, 20085, 20100, 20115, 20130, 20145, 20160, 20175, 20190, 20205, 20220, 20235, 20250, 20265, 20280, 20295, 20310, 20325, 20340, 20355, 20370, 20385, 20400, 20415, 20430, 20445, 20460, 20475, 20490, 20505, 20520, 20535, 20550, 20565, 20580, 20595, 20610, 20625, 20640, 20655, 20670, 20685, 20700, 20715, 20730, 20745, 20760, 20775, 20790, 20805, 20820, 20835, 20850, 20865, 20880, 20895, 20910, 20925, 20940, 20955, 20970, 20985, 21000, 21015, 21030, 21045, 21060, 21075, 21090, 21105, 21120, 21135, 21150, 21165, 21180, 21195, 21210, 21225, 21240, 21255, 21270, 21285, 21300, 21315, 21330, 21345, 21360, 21375, 21390, 21405, 21420, 21435, 21450, 21465, 21480, 21495, 21510, 21525, 21540, 21555, 21570, 21585, 21600, 21615, 21630, 21645, 21660, 21675, 21690, 21705, 21720, 21735, 21750, 21765, 21780, 21795, 21810, 21825, 21840, 21855, 21870, 21885, 21900, 21915, 21930, 21945, 21960, 21975, 21990, 22005, 22020, 22035, 22050, 22065, 22080, 22095, 22110, 22125, 22140, 22155, 22170, 22185, 22200, 22215, 22230, 22245, 22260, 22275, 22290, 22305, 22320, 22335, 22350, 22365, 22380, 22395, 22410, 22425, 22440, 22455, 22470, 22485, 22500, 22515, 22530, 22545, 22560, 22575, 22590, 22605, 22620, 22635, 22650, 22665, 22680, 22695, 22710, 22725, 22740, 22755, 22770, 22785, 22800, 22815, 22830, 22845, 22860, 22875, 22890, 22905, 22920, 22935, 22950, 22965, 22980, 22995, 23010, 23025, 23040, 23055, 23070, 23085, 23100, 23115, 23130, 23145, 23160, 23175, 23190, 23205, 23220, 23235, 23250, 23265, 23280, 23295, 23310, 23325, 23340, 23355, 23370, 23385, 23400, 23415, 23430, 23445, 23460, 23475, 23490, 23505, 23520, 23535, 23550, 23565, 23580, 23595, 23610, 23625, 23640, 23655, 23670, 23

that New York City has to offer from the comfort of first class seating. Experience breathtaking views of New York City from a whole new perspective. [More](#)

Select an option	Select quantity	Adult
Big Apple 11-15 Minute Tour		\$140.00
Lady Liberty 5-8 Minute Tour		\$120.00
		Add

90-Minute Skyline Cruise or Twilight Cruise

NY Waterway offers a variety of New York City Harbor Cruises. Sailing your mind, our cruises feature breathtaking views of the New York City skyline, the Statue of Liberty, Ellis Island, and much much more! Get to know New York City on the Skyline Cruise or the Twilight Cruise. [More](#)

Option	Select quantity	Adult	Child (3-12 yrs)
90-Minute Skyline Cruise or Twilight Cruise		\$75.00	\$15.00
		*Under age 3, under 2 years and under age five at charge	
		Add	

Chicago

CHICAGO is Broadway's red hot musical smash, the recipient of six Tony Awards, two Olivier Awards, a Grammy and thousands of standing ovations. [More](#)

Select an option	Select quantity	Adult
2:30PM Weekend Performance		\$121.50
7:00PM Sunday Performance		\$126.50
8:00PM Saturday Performance		\$126.50
8:00PM Weekday Performance		\$121.50
Select available date		
Dates vary based on option selected		Add

Avenue Q

The New York Times calls it "a breakthrough musical that qualifies as a serious blessing." Entertainment Weekly names "the best show of the year." And The Washington Post says "Walking away from a night on Avenue Q, you feel like the musical has been rekindled from the top." [More](#)

Select an option	Select quantity	Adult
2:00PM Performance		\$110.00
3:00PM Performance		\$110.00
7:30PM Performance		\$110.00
10:00PM Performance		\$110.00
Select available date		
Dates vary based on option selected		Add

Blue Man Group New York

Blue Man Group's best known for its award-winning magical productions, which critics have described as "ground-breaking," "visually stunning" and "incredibly powerful." [More](#)

☐ 7:00PM Performance	
☐ 8:00PM Performance	\$8
☐ 8:00PM Performance	\$8
Available date	
Apr 16 (Fri)	Add

HAIR

The story of a group of young Americans searching for love and peace during the Vietnam era, HAIR is a timeless portrait of a movement that changed the world. Its groundbreaking rock score paved the way for some of the greatest musicals of our time. Now, the "Age of Aquarius" returns again in this vibrant new production directed by Timine Pauline Moore.

Select an option	Select quantity	Adult
☐ 2:00PM Performance		\$122.00
☐ 3:00PM Performance		\$122.00
☐ 7:00PM Performance		\$122.00
☐ 8:00PM Performance		\$122.00

Select available date

Dates vary based on option selected

Add

West Side Story

From the first notes to the final breath, West Side Story is one of the most memorable musicals and greatest love stories of all time. The score by Leonard Bernstein and Stephen Sondheim is a collection of standards that includes "Tonight," "America" and "Maria" is widely regarded as one of the best ever written. This groundbreaking new production, directed by the legendary Arthur Laurents, will offer a bold new design that builds on the show's raw power and emotion to create a fresh experience unlike any that came before it. [More](#)

Select an option	Select quantity	Adult
☐ 2:00PM Performance		\$121.50
☐ 7:00PM Performance		\$121.50
☐ 8:00PM Performance		\$150.00
☐ 8:00PM Performance		\$121.50

Available date

Apr 14 (Wed)

Add

WICKED

WICKED: the untold story of the Witches of Oz features music and lyrics by Stephen Schwartz (Godspell, Pippin) and is based on the best-selling novel by Gregory Maguire. Long before Dorothy dropped in, two other girls meet in the Land of Oz. One, born with emerald green skin, is a natural fairy and misunderstood. The other is beautiful, ambitious and very popular. How these two unlikely friends end up as the Wicked Witch of the East and Glinda the Good Witch makes for the most spellbinding new musical in years. [More](#)

Select an option	Select quantity	Adult
☐ 7:00PM Performance		\$121.50
☐ 8:00PM Performance		\$121.50

Available date

Apr 13 (Tue)

Add

Jersey Boys

The 2006 Tony Award-winning best musical in America takes you up the crooked stairs the country and

Behind the music of Francis and The Four Seasons, discover the secret of a 40-year friendship that blew coffee shops making their way from the streets of New York to the heights of Starbucks becoming one of the greatest success stories in pop music history today...

Select an option	Select quantity	Adult
7:00PM Performance		\$145.00
8:00PM Performance		\$145.00
Available date		
Apr 13 (Tue)		Add

Billy Elliot



Based on the enormously popular film, **BILLY ELLIOT** is a funny, heart warming and feel good celebration of how young boys dream in a gripping tale of triumph over adversity. **Join...**

Select an option	Select quantity	Adult
2:00PM Performance		\$173.75
7:00PM Performance		\$173.75
7:30PM Performance		\$173.75
8:00PM Performance		\$173.75
Select available date		
Dates vary based on option selected		Add

South Pacific



Now in its first Broadway revival, **SOUTH PACIFIC** won seven 2008 Tonys and has been playing to sold-out houses since the first preview in March 2008. Considered by many the finest musical ever written, the songs include *Some Enchanted Evening*, *Bali Hai* and *A Wonderful Guy*. **South Pacific** is also a deeply felt drama, its portrayal of Americans stationed in an alien culture in wartime is as relevant today as when it first thrilled audiences in 1949. **Join...**

Select an option	Select quantity	Adult
2:00PM Performance		\$125.00
3:00PM Performance		\$125.00
7:00PM Performance		\$125.00
8:00PM Performance		\$125.00
8:00PM Performance		\$125.00
Select available date		
Dates vary based on option selected		Add

In The Heights



In The Heights is an award-winning musical that tells the story of about two days in the life of Washington Heights, a vibrant and tight-knit neighborhood at the tip of Manhattan, set to a salsa- and hip-hop-influenced score. From the streets of the neighborhood, the musical explores the lives, hopes, dreams and struggles of a young man who is trying to make his way in the world.

Select an option	Select quantity	Adult
2:00PM Performance		\$121.00
7:00PM Performance		\$121.00
8:00PM Performance		\$121.00
Select available date		
Dates vary based on option selected		Add

Join the cast of **In The Heights** and **South Pacific**!

Join the cast of **In The Heights** and **South Pacific**!

Mary Poppins



Super-cal-fraz-tious! The British London musical production of Disney Theatre's award-winning production of the historic New Amsterdam Theatre. Based on the book by P. L. Travers and the classic Walt Disney film, this is the story of a Banks family and the magical adventures of the arrival of Mary Poppins at their home at 17 Cherry Tree Lane in London.

Select an option	Select quantity	Adult
2:00PM Performance		\$121.50
2:00PM Performance		\$121.50
3:00PM Performance		\$121.50
7:00PM Performance		\$121.50
8:00PM Performance		\$121.50
Available date		
Apr 14 (Wed)		Add



Top of the Rock Observation Deck



Elevating your expectations, New York's newest observation deck offers majestic, 360 degree views from our magnificent open-air terraces on the 67th, 69th, and 70th floors. Breathtaking in any language! Open 185 days a year from 8:00AM until Midnight. More.

Option	Select quantity	Senior (62+)	Adult	Child (9-12 yrs)
Top of the Rock Observation Deck		\$18.00	\$20.00	\$13.00
Infants aged 5 years and under are free of charge.				

Tip: Book now and avoid frustration! Add

On Location Tours: Sex and the City Hotspots



Visit more than 40 locations on the tour from the popular show Sex and the City as you follow the footsteps of Carrie and Co. Go to the shop where Charlotte bought her "crab", see the furniture store where Aidan worked as a designer and stop in at the bar owned by Steve and Aidan. Also see locations used in the Sex and the City movie! Tours are led by local actresses. More.

Select an option	Select quantity	Adult
11:00AM Tour		\$44.00
1:00PM Tour		\$44.00

Select available date
Rates vary based on option selected. Add

On Location Tours: New York TV and Movie Sites



Light Camera Action! Tour New York TV and Movie Sites and stardom! Action and reality as you visit the locations that you've seen on both the big and small screens. This tour showcases more than 60 locations from M*A*S*H, Seinfeld, I'm a Celebrity, Big Brother, Gossip Girl, Men of Steel, The Devil Wears Prada and many more! More.

Option	Select quantity	Adult	Child (9-12 yrs)
11:00AM Tour		\$49.00	\$24.00

Select available date
Rates vary based on option selected. Add

Full Island Cruise



Get the big picture aboard the cruise that circumnavigates the entire 35 miles of Manhattan Is. and Goe. 2 of 3 views of major bridges, 5 boroughs, over 25 world renowned landmarks and of course 1 of the most beautiful views of the Statue of Liberty from the water.

Select an option	Select quantity	Adult	Child (3-12 yrs)
9:10AM Cruise		\$35.00	\$22.00
10:00AM Cruise		\$35.00	\$22.00
10:30AM Cruise		\$35.00	\$22.00
11:10AM Cruise		\$35.00	\$22.00
12:00PM Cruise		\$35.00	\$22.00
12:30PM Cruise		\$35.00	\$22.00
1:30PM Cruise		\$35.00	\$22.00
2:30PM Cruise		\$35.00	\$22.00
3:00PM Cruise		\$35.00	\$22.00
3:30PM Cruise		\$35.00	\$22.00
4:30PM Cruise		\$35.00	\$22.00

Infants aged 2 years and under are free of charge

Select available date

Prices vary based on option selected

Add

Two-hour Harbor Lights Cruise



Watch as the city comes to life as the sun goes down. Join our fun and knowledgeable tour guides who bring to life the breathtaking sights and fascinating history behind them. See the skyline illuminate with the city lights and discover why this is "the city that never sleeps." More

Select an option	Select quantity	Adult	Child (3-12 yrs)
5:00PM Cruise		\$31.00	\$20.00
7:00PM Cruise		\$30.00	\$19.00
7:30PM Cruise		\$31.00	\$20.00

Infants aged 2 years and under are free of charge

Select available date

Prices vary based on option selected

Add

New York MealTicket



The New York MealTicket offers the best value on dining in town! For one low price, visitors receive breakfast, lunch, and dinner at any of 13 classic New York restaurants. And better yet, no reservations are required. Every MealTicket comes with a colorful brochure with maps, travel instructions, restaurant descriptions, menu options and operating hours. New York MealTicket includes meals at the following restaurants (subject to change): Flan's, The Just Diner, Heartland Brewery, Empire State Building, Spuntino, Vero 2112, 46 Grand, Brewery South Street Seaport, Cyber Cafe, Planet Hollywood, Florio's Grill, Jack Dempsey's Pub, Salmon River Restaurant & Bar, Telephone Bar & Grill, Route 66 Cafe and Restaurant, Christopher Times Square. More

Select an option	Select quantity	Adult
Adult 1 Day		\$40.00
Adult 2 Day		\$100.00
Adult 3 Day		\$150.00
Adult 5 Day		\$240.00

Save 10% off the regular 3-day rate for those in residence at the time of purchase

Add

New York Party Pass



The New York Party Pass provides you with FREE ENTRANCE and SPECIAL OFFERS to some of the city's highlights including (but not limited to) the New York Nightlife Guide, along with the night life in a program. More

1 of 1
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1 Select an option	Select quantity 1	Adult
2 1 Night Party Pass		\$25.00
3 2 Night Party Pass		\$35.00
4 3 Night Party Pass		\$50.00
5 4 Night Party Pass		\$60.00
6 5 Night Party Pass		\$75.00
7 Select available date		
Dates vary based on action selected		Add
8 9 Up Get the Most Party Pass in New York City		

Guggenheim Museum



Visit the Guggenheim Museum, an architectural masterpiece while showcasing one of the world's finest collections of modern and contemporary art. This Frank Lloyd Wright-designed landmark is located in the heart of Museum Mile and houses permanent collections by world-renowned artists such as Kandinsky, Picasso and Van Gogh. More.

Option	Select quantity 1	Senior (15+)	Adult
VIP Admission		\$15.00	\$18.00
		Add	

Madame Tussauds New York



Experience the glistening world of fame for a day at Madame Tussauds New York. Rub shoulders with movie stars, challenge sport stars at their own game, meet legends of international politics, and perform alongside your favorite pop stars. More.

Option	Select quantity 1	Adult	Child (4-12 yrs)
All Access Pass		\$38.05	\$31.05
Includes 1 photo and unlimited use of all exhibits			
		Add	

Ripley's Believe It or Not! Times Square



In the heart of Times Square, Ripley's offers the ultimate insight into the world of the odd and bizarre, featuring weird human heads, a six-legged cow and other astonishing artifacts. More.

Option	Select quantity 1	Senior (65+)	Adult	Child (4-12 yrs)
General Admission		\$23.00	\$29.00	\$21.00
Includes 1 photo and 1 souvenir for the price of one				
		Add		

Macy's Herald Square VIP Shopper



Receive VIP treatment from the world's biggest department store! Enjoy an exclusive shopping experience at only Macy's Herald Square. Take advantage of exclusive privileges. Enjoy price matching, Macy's 100¢ Super Saver, where our matching will conquer all! And get you insider information on the day that the city has its "New York Day" with all the exclusive offers, including your VIP tag. More.

Option	Select quantity 1	Adult
VIP Shopper		\$95.00
		Add

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Bateaux New York Dinner Cruise



Step aboard our Full moon-ripped, 32' glass vessel for an evening of unparalleled splendor aboard a New York Harbor cruise. As the magnificent New York skyline spreads before you, in all directions you'll be pampered with gourmet cuisine, fine wines, live jazz and sophisticated string music on this amazing dining cruise. This cruise is truly an experience as inspiring as the city itself. More.

Select an option	Select quantity ¹⁾	Adult
☐ Dinner Cruise (Friday)		\$147.45
☐ Dinner Cruise (Saturday)		\$147.45
☐ Dinner Cruise (Sunday - Thursday)		\$154.15
Available date		
Apr 16 (Fri)		Add

Go

Spirit Cruises New York Dinner Cruise



Step aboard our magnificent Spirit Cruise ship for an evening of unparalleled cruising fun in the New York Harbor. You will dine, dance, enjoy Broadway-quality entertainment and breathtaking views of the greatest skyline in the world. This is the ultimate night on the town! More.

Select an option	Select quantity ¹⁾	Adult
☐ Dinner Cruise (Friday)		\$119.25
☐ Dinner Cruise (Saturday)		\$119.92
☐ Dinner Cruise (Sunday - Thursday)		\$99.82
Available date		
Apr 16 (Fri)		Add

One Way Arrival Ground Transportation - From Airport (NYC) to Manhattan



Rates are per Car (1-3 passengers) or per Van (1-5 passengers) not per Person. New York's leading Town Car dispatch service is ready to provide you fast, reliable, private (not shared) and inexpensive transportation to Manhattan from the airport. For 25 years, Carmel has specialized in providing trips to/from the airport at prices comparable to lower than taxis. Please select one (1) car for every three (3) passengers or (1) van for every (5) passengers. More.

Select an option	Select quantity ¹⁾	Vehicle
☐ CAR From John F. Kennedy Airport (JFK) To Manhattan		\$51.00
☐ CAR From La Guardia Airport (LGA) To Manhattan		\$41.00
☐ CAR From Newark Airport (EWR) To Manhattan		\$56.00
☐ VAN From John F. Kennedy Airport (JFK) To Manhattan		\$71.00
☐ VAN From La Guardia Airport (LGA) To Manhattan		\$61.00
☐ VAN From Newark Airport (EWR) To Manhattan		\$71.00
Tip: This is a ONE WAY transfer. Don't forget to also purchase your return HOTEL to AIRPORT transportation if desired.		
		Add

One Way Departure Ground Transportation - From Manhattan (NYC) to Airport



Rates are per Car (1-3 passengers) or per Van (1-5 passengers) not per Person. New York's leading Town Car dispatch service is ready to provide you fast, reliable, private (not shared) and inexpensive transportation from Manhattan to the airport. For 25 years, Carmel has specialized in providing trips to/from the airport at prices comparable to lower than taxis. Please select one (1) car for every three (3) passengers or (1) van for every (5) passengers. More.

Select an option	Select quantity ¹⁾	Vehicle
☐ CAR From Manhattan To John F. Kennedy (JFK)		\$54.00
☐ CAR From Manhattan To La Guardia Airport (LGA)		\$34.00
☐ VAN From Manhattan To John F. Kennedy (JFK)		\$69.00

1)
+1

1	CAR From Manhattan To Newark Airport (EWR)	
	VAN From Manhattan To John F. Kennedy (JFK)	\$69.00
1	VAN From Manhattan To La Guardia Airport (LGA)	\$52.00
1	VAN From Manhattan To Newark Airport (EWR)	\$59.00

[Add](#)

Manhattan Shared SuperShuttle Service - One-Way AIRPORT to Manhattan HOTEL



SuperShuttle the leader in shared airport ground transportation. Here rate, reliable door-to-door transportation from New York's airports to your hotel. This is a ONE WAY transfer. Don't forget to plan ahead and remember to also book your return Manhattan HOTEL to AIRPORT shuttle in advance!

Select an option	Select quantity	Adult	Child (4-18 yrs)
2 From John F. Kennedy (JFK) Airport	1	\$21.00	\$21.00
1 From LaGuardia (LGA) Airport	1	\$19.00	\$19.00
From Newark (EWR) Airport	1	\$20.00	\$20.00

Infants aged 3 years and under are free of charge



Tip PLAN AHEAD! Book both your Arrival and Return shuttle in advance!

[Add](#)

Manhattan Shared SuperShuttle Service - One-Way Manhattan HOTEL to AIRPORT



SuperShuttle the leader in shared airport ground transportation. Here rate, reliable door-to-door transportation to and from the airport and your hotel. Plan ahead.

Select an option	Select quantity	Adult	Child (4-18 yrs)
3 To John F. Kennedy (JFK) Airport	1	\$21.00	\$21.00
1 To LaGuardia (LGA) Airport	1	\$19.00	\$19.00
1 To Newark (EWR) Airport	1	\$20.00	\$20.00

Infants aged 3 years and under are free of charge

[Add](#)

If I have added an "attraction and service," I agree to the terms and conditions and understand that bookings are non-refundable. I understand that I must present a printout of the voucher and a photo ID at the time of redemption. (Links to your voucher will be provided after booking.)

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Special
Offer! Book
now

Niagara Falls Day Trip from New York by Air

★★★★★ based on 199 traveler reviews

Duration: 14 hours (approx.)

Location: New York City, New York



Discover the beauty and awesome power of Niagara Falls on a day trip from New York. You'll fly to Upstate New York, tour the falls on both the US and Canadian ... [More info »](#)

From USD
\$448.99
~~\$572.99~~
Save: \$123.91

New York CityPass

★★★★★ based on 135 traveler reviews

Duration: Flexible

Location: New York City



Get the New York CityPass, the best deal in the Big Apple. Your New York CityPass saves you time and money as you skip long ticket queues for entry to six of New ... [More info »](#)

From USD
\$78.99

Manhattan Sky Tour: New York Helicopter Flight

★★★★★ based on 99 traveler reviews

Duration: 15 - 17 minutes

Location: New York City, New York



Take to the Manhattan skies for an exciting helicopter tour of New York City. Your flight takes you over Ground Zero and past the Statue of Liberty, and offers ... [More info »](#)

From USD
\$155.99

Special
Offer! *Book*
now

New York in One Day Sightseeing Tour



based on 699 traveler reviews



Duration: 5 hours 30 minutes (approx.)
Location: New York City, New York

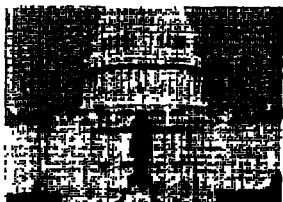
New York's most comprehensive 5.5-hour guided tour combines a bus tour with short walks and a boat cruise to see the Statue of Liberty, Brooklyn Bridge, and Empire ... [More info »](#)

From USD
\$71.99

Washington DC Day Trip from New York



based on 123 traveler reviews



Duration: 13 hours (approx.)
Location: New York City, New York

Explore beyond the Big Apple with a full-day tour to Washington DC from New York City. You'll capture the spirit of "the home of the brave and land of the ... [More info »](#)

From USD
\$148.99

New York Dinner Cruise



based on 383 traveler reviews



Duration: 3 hours (approx.)
Location: New York City, New York

The New York Dinner Cruise offers a luxurious night out in New York City! Enjoy delicious gourmet food while you dance and take in the Big Apple's sights and sounds. ... More info »

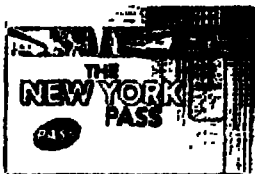
From USD
\$142.46

The New York Pass

★★★★★ based on 302 traveler reviews

Duration: Flexible

Location: New York City, New York



Tour New York City your own way with the flexible New York Pass. Enjoy free entry to more than 40 New York attractions, as well as discounts at top restaurants ... More info »

From USD
\$74.99

Special
Offer! Book
now

The Lion King On Broadway

★★★★★ based on 110 traveler reviews

Duration: 2 hours 45 minutes (approx.)

Location: New York City, New York



Book your tickets for the Tony-winning extravaganza "The Lion King" on Broadway. A favorite with children and adults alike, "The Lion King" is ... More info »

From USD
\$128.49
~~\$161.24~~
Save: \$32.75

Mamma Mia! On Broadway

★★★★★ based on 135 traveler reviews

Duration: 2 hours 30 minutes (approx.)

Location: New York City, New York



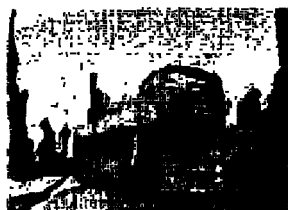
Everyone's fallen in love with the music, the story and characters that make "Mamma Mia!" Broadway's ultimate feel-good show. Now it's your turn to fall. ... More info »

From USD
\$115.99

New York City Hop-on Hop-off Tour



based on 383 traveler reviews



Duration: Flexible

Location: New York City, New York

Create you own sightseeing itinerary with the New York City Hop-On Hop-Off Tour. With four routes to choose from you can explore every corner of this fabulous ... [More info »](#)

From USD
\$43.99

New York City Hop-on Hop-off Tour, Ellis Island Ferry Ticket and Top of the Rock or Empire State Building



based on 60 traveler reviews



Duration: 3 days (approx.)

Location: New York City

Everything you need to see New York with freedom and independence! Includes a ticket on the Ellis Island ferry (Statue of Liberty), and either Top of the Rock .. [More info »](#)

From USD
\$86.00

Special
Offer!Book
now

Phantom of the Opera On Broadway



based on 94 traveler reviews



Duration: 2 hours 30 minutes (approx)

Location: New York City

While you are in New York, don't miss your chance to see the longest-running Broadway show in history, Andrew Lloyd Webber's magical "The Phantom of Opera" ... [More info »](#)

From USD
\$99.99
~~\$124.50~~
Save. \$21.51

New York Full-Day Comprehensive Coach Tour



based on 134 traveler reviews



Duration: 8 hours 30 minutes (approx.)
Location: New York City, New York

Tour all of Manhattan, from uptown to downtown, Harlem to the Statue of Liberty, on a full-day guided coach tour. If this is your first visit to the Big Apple, ... [More info »](#)

From USD
\$88.99

Special
Offer! *Book*
now

Sex and the City Hotspots Tour



based on 219 traveler reviews



Duration: 3 hours 30 minutes (approx.)
Location: New York City, New York

Follow in the fancy footsteps of Carrie, Samantha, Charlotte and Miranda on a 'Sex and the City' tour! You'll conquer New York City and drink where the girls drink, ... [More info »](#)

From USD
\$37.39
~~\$43.99~~
Save: \$6.60

Big Apple Helicopter Tour of New York



based on 248 traveler reviews



Duration: 11-15 min.
Location: New York City, New York

See New York's famous landmarks from the air on an exhilarating 11 to 15-minute helicopter tour. You'll come face-to-face with the Statue of Liberty, the silver ... [More info »](#)

From USD
\$149.99

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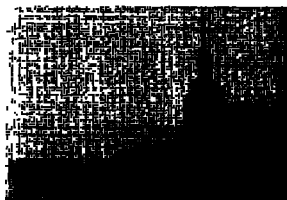
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Empire State Building Tickets - Observatory and Optional Skip the Line Tickets



based on 245 traveler reviews



Duration: 2 hours (approx.)

Location: New York City, New York

Until you see New York City from the top of the Empire State Building, you haven't really seen it! You'll remember your first visit to the Empire State Building ... [More info »](#)

From USD
\$20.00

Harlem Sunday-Morning Gospel Tour



based on 72 traveler reviews



Duration: 5 hours (approx.)

Location: New York City, New York

Spend Sunday morning in Harlem, the ethnically diverse borough of New York. You'll join a local church congregation and experience the soul-stirring power of gospel ... [More info »](#)

From USD
\$54.99

New York Dinner Cruise with Buffet



based on 17 traveler reviews

Duration: 3 hours (approx.)

Location: New York City, New York

Grab your friends or that special someone and get ready for 3 hours of real New York fun! This New York dinner cruise includes live

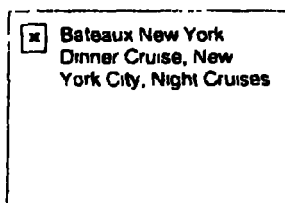


entertainment, an amazing
DJ ... [More info »](#)

From USD
\$86.66

Bateaux New York Dinner Cruise

★★★★★ based on 10 traveler reviews



Duration: 3 hours (approx.)
Location: New York City, New York

On this New York City dinner cruise you will enjoy breathtaking views of New York's skyline and Manhattan's lively coast. Savor gourmet cuisine, live jazz and ... [More info »](#)

From USD
\$123.56

Special
Offer! [Book now](#)

Chicago On Broadway

★★★★★ based on 71 traveler reviews



Duration: 2 hours 15 minutes (approx.)
Location: New York City

See Broadway's red-hot musical smash "Chicago", the recipient of six Tony Awards, two Olivier Awards, a Grammy and thousands of standing ovations. Add ... [More info »](#)

From USD
\$109.99
~~\$126.50~~
Save: \$16.51

Special
Offer! [Book now](#)

New York City Explorer Pass

★★★★★ based on 24 traveler reviews

Duration: 3, 5 or 7 attractions
Location: New York City, New York
Create your own New York sightseeing itinerary with the New York City Explorer Pass. It's the easiest and most affordable way to explore New York's must-see attractions [More info »](#)



From USD
\$69.99
~~\$79.94~~
Save \$9.95

Special
Offer! *Book*
now

New York Manhattan Scenic Helicopter Tour



based on 13 traveler reviews



Duration: 20 minutes (approx.)
Location: New York City, New York

Take to the skies on a helicopter tour to see New York's amazing sky!
On this scenic helicopter flight you'll soar through the sky and
experience a bird's ... [More info »](#)

From USD
\$155.99
~~\$190.00~~
Save: \$34.01

Grand Helicopter Tour of New York City



based on 3 traveler reviews



Duration: 25 minutes (approx.)
Location: New York City, New York

See it all on the Grand Helicopter Tour of New York City! This deluxe
25-minute flight ensures you don't miss a thing - from the main
attractions in Manhattan to . . . [More info »](#)

From USD
\$294.99

Top of the Rock Observation Deck, New York



based on 218 traveler reviews



Duration: 2 hours (approx)
Location: New York City, New York

Daytime or night-time - anytime is the right time to visit the Top of the Rock Observation Deck. Perched 70 stories above the city at Rockefeller Plaza, the panoramic ... [More info »](#)

From USD
\$19.99

New York City Harbor Lights Night Cruise



based on 253 traveler reviews



Duration: 2 hours (approx.)
Location: New York City, New York

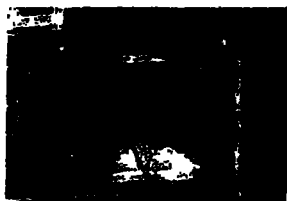
Take an early-evening New York City Harbor Lights cruise and bask in the glow of the setting sun and glistening harbor lights. While listening to an entertaining ... [More info »](#)

From USD
\$29.99

Philadelphia and Amish Country Day Trip from New York



based on 30 traveler reviews



Duration: 13 hours (approx.)
Location: New York City, New York

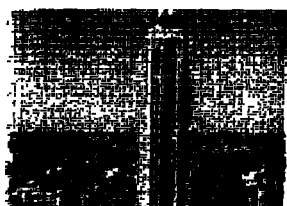
Explore the countryside outside New York on a day trip to Philadelphia and Lancaster County, home of the Amish people. You'll drive through the beautiful Pennsylvania ... [More info »](#)

From USD
\$148.99

NY SKYRIDE and Empire State Building Observatory



based on 155 traveler reviews



Duration: Flexible
Location: New York City, New York

Buy your tickets to NY SKYRIDE and the Empire State Building Observatory ahead of time. You'll take an exciting virtual tour of New York's attractions, then see ... [More info »](#)

From USD
\$46.99

Complete New York, New York Helicopter Tour



based on 50 traveler reviews



Duration: 16 - 20 minutes
Location: New York City, New York

Take the ultimate helicopter tour over New York! This 16 to 20-minute aerial tour covers all five Boroughs. You'll see the Statue of Liberty, Chrysler Building, ... [More info »](#)

From USD
\$214.99

Woodbury Common Premium Outlets Shopping Tour



based on 172 traveler reviews



Duration: Varies
Location: New York City, New York

Bring an empty suitcase along for a day of unbeatable brand-name shopping at low prices! Take a trip to Woodbury Common Premium Outlets for discount shopping on . [More info »](#)

From USD
\$42.99

Special
Offer! *Book*
now

Manhattan Island Cruise



based on 229 traveler reviews



Duration: 3 hours (approx)
Location: New York City, New York

Sit back and unwind on a relaxing three-hour cruise around Manhattan Island. You'll see all the sights on the only New York cruise to circumnavigate Manhattan. [.. More info »](#)

From USD
\$34.99

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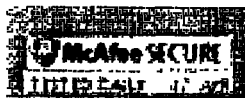
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2-Day Tour to Niagara Falls from New York



based on 7 traveler reviews



Duration: 2 days (approx.)

Location: New York City, New York

Niagara Falls is the perfect overnight trip from New York City. Travel northwest through the mountains and across scenic upstate New York to the majestic Niagara ... [More info »](#)

From USD
\$268.99

Special
Offer! **Book**
now

New York TV and Movie Sites Tour



based on 73 traveler reviews



Duration: 3 hours 30 minutes (approx.)

Location: New York City, New York

Take a guided tour of the New York sites you know and love from your favorite TV shows and movies! On this must-do tour, your entertaining and in-the-know guide ... [More info »](#)

From USD
\$33.99
~~\$39.99~~
Save: \$6.00

Special
Offer! **Book**
now

Mary Poppins on Broadway



based on 12 traveler reviews



Duration: 2 hours 45 minutes (approx)
Location: New York City, New York

Her carpet bag is packed, her umbrella is unfurled - Mary Poppins has taken up residence on Broadway at the New Amsterdam Theater! Following hot on the heels of ... [More info »](#)

From USD
\$121.49
~~\$156.00~~
Save: \$34.51

Special
Offer! *Book now*

Private New York Walking Tour with a Personal Photographer



based on 56 traveler reviews



Duration: 3 hours (approx.)
Location: New York City, New York

Take a private walking tour of New York City with a difference! With your very own photographer to take photos at your request, you'll explore New York's most ... [More info »](#)

From USD
\$90.00
~~\$99.99~~
Save: \$9.99

Harlem Soul Food and Jazz Evening Tour



based on 14 traveler reviews



Duration: 5 hours (approx.)
Location: New York City, New York

Take a tour of Harlem, then dine on soul food and see a jazz show at a famous Harlem club. There's no better way to explore the full range of Harlem's diverse ... [More info »](#)

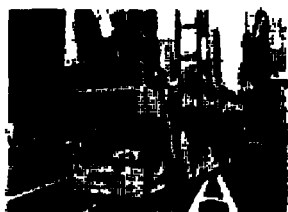
From USD
\$134.99

New York City Hop-on Hop-off Tour with Seaport and Empire State Building



based on 83 traveler reviews

Duration: Flexible
Location: New York City, New York



Choose this classic New York City Hop-on Hop-off Tour - you get the New York Tour plus admission to the South Street Seaport Museum and either the Empire State . [More info »](#)

From USD
\$87.99

New York City Hop-on Hop-off Tour and Harbor Cruise



based on 29 traveler reviews



Duration: 2 days (approx)
Location: New York City

Design your own itinerary and explore the streets of Manhattan, Brooklyn and Harlem on a hop-on hop-off double-decker bus tour. In summer the top deck is open . [More info »](#)

From USD
\$54.00

New York Statue of Liberty Helicopter Tour



based on 3 traveler reviews



Duration: 15 minutes (approx.)
Location: New York City, New York

Soar over Manhattan and Lady Liberty on the New York Statue of Liberty Helicopter Tour. The 15-minute flight takes you flying over New York's famous downtown attractions ... [More info »](#)

From USD
\$138.99

New York Helicopter Tour: 7-Minute Highlight Flight



based on 22 traveler reviews



Duration: 6 minutes (approx)
Location: New York City, New York

If you have limited time in Manhattan, this speedy seven-minute New York City Helicopter Tour is for you! The fun-filled quickie flight takes you over Lower . [More info »](#)

From USD
\$98.99

special
Offer! Book
now

Wicked on Broadway

★★★★★ based on 8 traveler reviews



Duration: 2 hours 30 minutes (approx.)
Location: New York City, New York

Wicked is the untold story of the witches of Oz. From real flying monkeys to a trip to the Emerald City and a soaring, modern score by Stephen Schwartz, Wicked ... [More info »](#)

From USD
\$130.88
~~\$247.64~~
Save: \$86.76

Boston Freedom Trail Day Trip with Optional Whale Watching Cruise from New York

★★★ based on 13 traveler reviews



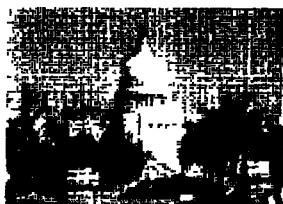
Duration: 13 hours (approx.)
Location: New York City, New York

Take a day trip from New York to explore Boston, a city of culture and old world charm. You'll follow the famous red-brick Freedom Trail through downtown Boston, ... [More info »](#)

From USD
\$148.99

4-Day Tour to Washington DC and Niagara Falls from New York

★★★★★ based on 2 traveler reviews



Duration: 4 days (approx.)
Location: New York City, New York

See the sights of Washington DC and experience the awesome power of Niagara Falls on an unforgettable 4-day trip from New York City. With transportation, accommodation ... [More info »](#)

From USD
\$598.99

New York City Hop-on Hop-off Tour, Shopping and Top of the Rock

★★★★★ based on 15 traveler reviews

Duration: 4 days (approx.)



Location: New York City, New York

This New York package includes a 72-hour ticket on the New York City Hop-on Hop-off Tour, ticket on a harbor cruise, ticket to Top of the Rock Observation Deck ... [More info »](#)

From USD
\$114.00

New York Sunday Brunch Cruise



based on 66 traveler reviews



Duration: 2 hours (approx)

Location: New York City, New York

Step aboard a luxury yacht and escape the city on the New York Sunday Brunch Cruise. You'll enjoy two magical hours of live music, food from the all-you-can-eat ... [More info »](#)

From USD
\$72.39

Special
Offer! *Book
now*

Ground Zero Museum Workshop Tour



based on 85 traveler reviews



Duration: 2 hours (approx)

Location: New York City, New York

A somber and respectful experience, the Ground Zero Museum Workshop Tour is a one-of-a-kind opportunity to commemorate and celebrate the lives of those lost on ... [More info »](#)

From USD
\$24.99

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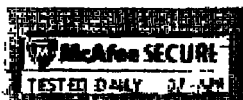
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Special
Offer! *Book*
now

New York City Highlights Cruise



based on 26 traveler reviews

Duration: 2 hours (approx.)

Location: New York City, New York



Experience the grandeur of New York's skyline on this two-hour highlights cruise. Sit back and relax while you cruise past New York's major sights, and enjoy a ... [More info »](#)

From USD
\$30.99

New York Central Park Helicopter Tour



Duration: 19 minutes (approx.)

Location: New York City, New York

See all the sights that make the Big Apple famous on the Central Park Helicopter Tour over New York City! Experience the thrill of flying over New York's legendary ... [More info »](#)

From USD
\$205.99

Special
Offer! *Book*
now

Madame Tussauds New York



based on 25 traveler reviews



Duration: Flexible
Location: New York City, New York

Sing, dance, laugh and play at Madame Tussaud's New York, where you are the star of the show! Over 200 life-like models of celebrities line up to provide you . . . [More info »](#)

From USD
\$34.79

Jersey Boys On Broadway

★★★★★ based on 13 traveler reviews



Duration: 2 hours 30 minutes (approx.)
Location: New York City, New York

Jersey Boys is the new Broadway musical about the story of Frank Valli and the Four Seasons. This extraordinary story of how a group of working-class boys from ... [More info »](#)

From USD
\$159.99

NBC Studio Tour

★★★★★ based on 34 traveler reviews



Duration: 90 minutes (approx.)
Location: New York City, New York

Take the NBC Studio Tour that's been wowing lovers of radio and TV since 1933. You'll learn about NBC's early radio days and its transition into television during ... [More info »](#)

From USD
\$19.25

New York Beast Speedboat Ride

★★★★★ based on 38 traveler reviews



Duration: 30 minutes (approx.)
Location: New York City, New York

Hold onto your hats and get ready for the ride of your life aboard "The Beast" speedboat! Fast, loud and funny, "The Beast" delivers spectacular ... [More info »](#)

From USD
\$22.99

Manhattan Harbor Cruise



based on 57 traveler reviews

Duration: 2 hours (approx)

Location: New York City, New York



The best way to appreciate New York's famous skyline views is from the water. Aboard this 90-minute cruise you'll enjoy terrific views of the Statue of Liberty, ... [More info »](#)

From USD
\$25.99

New York Helicopter Flight: Grand Island



based on 76 traveler reviews

Duration: 22 - 25 minutes

Location: New York City, New York



See everything the Big Apple has to offer on a New York Helicopter Flight. As well as the most popular sights, such as the Statue of Liberty, Ground Zero and ... [More info »](#)

From USD
\$229.99

Special
Offer! *Book*
now

Billy Elliot on Broadway



Duration: 2 hours 50 minutes (approx.)

Location: New York City, New York

Winner of 10 Tony Awards! The one name on everybody's lips is Billy! Billy Elliot the Musical is the new show that has captured Broadway's heart and received ... [More info »](#)

From USD
\$126.49
~~\$163.52~~
Save: \$37.03

Special
Offer! *Book*

now

New York Garment Center Shopping Tour



based on 17 traveler reviews



Duration: 3 hours (approx.)

Location: New York City, New York

Shop like an industry insider in the Garment District, the epicenter of fashion in New York City! On this three-hour guided walking tour, you'll visit private ... [More info »](#)

From USD
\$65.99

Special
Offer! **Book**

now

The Sopranos Sites Tour



based on 33 traveler reviews



Duration: 4 hours (approx.)

Location: New York City, New York

Bada-bing, bada-boom - follow in the footsteps of Tony and family, on a bus tour of The Sopranos sites. If you can't get enough of the hit HBO series The Sopranos, ... [More info »](#)

From USD
\$39.09

2-Day Niagara Falls Tour from New York by Bus



Duration: 2 days (approx.)

Location: New York City, New York

Leave the hustle and bustle of New York City behind and enjoy a relaxing 2-day overnight trip to Niagara Falls. You'll travel to upstate New York by bus and visit ... [More info »](#)

From USD
\$275.00

The Hamptons, Sag Harbor and Outlet Shopping Day Trip from New York City

Duration: 12 hours (approx.)

Location: New York City, New York



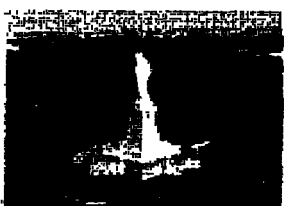
Enjoy a day away from Manhattan and journey to the ever-popular Hamptons on Long Island. You will also have the opportunity to explore Sag Harbor, a quaint 300-year ... [More info »](#)

From USD
\$148.99

Lady Liberty New York Helicopter Tour



based on 99 traveler reviews



Duration: 6 - 8 minutes

Location: New York City, New York

Experience the thrill of flying around New York City's famous landmarks in a helicopter! Your six to eight-minute New York helicopter tour takes off from Downtown ... [More info »](#)

From USD
\$119.99

New York City Twilight Cruise



based on 29 traveler reviews



Duration: 90 minutes (approx.)

Location: New York City, New York

Experience the magic of New York City at twilight on a 90-minute cruise past the Manhattan skyline. The perfect appetizer for your night out on the town, your ... [More info »](#)

From USD
\$25.99

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New York Night Tour



based on 17 traveler reviews



Duration: 2 hours 30 minutes (approx)
Location: New York City, New York

See New York City sparkle on an evening panoramic tour of the city lights. On this 2.5-hour evening tour of New York by night you'll see the Empire State Building, ... [More info »](#)

From USD
\$43.99

Washington DC by Train from New York



based on 8 traveler reviews



Duration: 12 hours (approx)
Location: New York City, New York

Travel by train from New York on an unescorted day trip to Washington DC, capital of the USA! Your tour includes a round-trip rail ticket between New York and ... [More info »](#)

From USD
\$308.99

Hair on Broadway

Duration: 2 hours 30 minutes (approx.)

Location: New York City, New York

Just in time to usher in the dawning of a new age in America, The Public Theater's joyous production of HAIR is now on Broadway. A celebration of life, a love letter ... [More info »](#)



From USD
\$121.99

Bear Mountain Full-Day Cruise



based on 29 traveler reviews

Duration: 8 hours (approx.)

Location: New York City, New York



Escape NYC and take a leisurely cruise up the Hudson River to historic Bear Mountain. You'll enjoy a 2.5-hour cruise each way, and have three hours to enjoy Bear . [More info »](#)

From USD
\$48.99

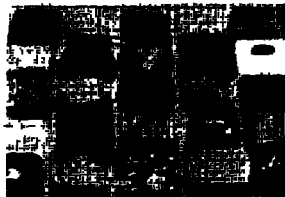
Best of Brooklyn Sightseeing, Food and Culture Tour



based on 15 traveler reviews

Duration: 4 hours (approx.)

Location: New York City, New York



What better way to explore the ethnic diversity of New York City than this exclusive history, culture and gastronomy lesson on a varied international bus and walking .. [More info »](#)

From USD
\$95.00

American Museum of Natural History



based on 15 traveler reviews

Duration: Flexible

Location: New York City, New York



Both educational and entertaining, The American Museum of Natural History is a real hit with adults and children alike. Add this popular Manhattan attraction [More info »](#)

From USD
\$15.99

Harlem Wednesday-Morning Gospel Tour



based on 14 traveler reviews

Duration: 4 - 6 hours

Location: New York City, New York



Pay a visit to Harlem, the ethnically diverse borough of New York, on a Wednesday-morning guided tour. On your tour through one of New York City's most vital neighborhoods, . . . [More info »](#)

From USD
\$54.99

South Pacific on Broadway



based on 2 traveler reviews

Duration: 3 hours (approx.)

Location: New York City



Winner of seven 2008 Tony Awards! The Lincoln Center Theater presents the iconic Rodgers and Hammerstein musical, which is returning to the New York scene in . . . [More info »](#)

From USD
\$124.99

Special
Offer! *Book
now*

New York Lights Night Tour



based on 22 traveler reviews

Duration: 3 hours (approx.)

Location: New York City, New York



Bright lights, big city! Tour the Big Apple, glowing in all its splendor, on this city lights night tour. Beginning in Times Square, you will cross over the Manhattan . . . [More info »](#)

From USD
\$35.99
~~\$49.99~~
Save. \$14.00

New York Liberty Cruise



based on 20 traveler reviews

Duration: 75 minutes (approx.)

Location: New York City, New York

If your time in NYC is limited, hop aboard for a quick, 75-minute



harbor cruise to the Statue of Liberty from Midtown Manhattan. On this fully narrated cruise, ... [More info »](#)

From USD
\$24.99

Special
Offer! Book
now

Gossip Girl Sites Tour

★★★★★ based on 5 traveler reviews



Duration: 3 hours (approx)
Location: New York City, New York

Experience a day in the life of Manhattan's elite on the Gossip Girl TV Sites tour! Enter the playground of the privileged prep school teens on a brand new tour ... [More info »](#)

From USD
\$35.69
~~\$44.99~~
Save: \$6.30

Private Tour: New York City by Chauffeured Classic Convertible

★★★★★ based on 20 traveler reviews



Duration: 2 hours (approx.)
Location: New York City, New York

Experience New York City from the comfort of a 1975 Chevrolet Caprice classic convertible! Your private chauffeured journey with a knowledgeable native New Yorker [More info »](#)

From USD
\$123.75

2-Day Tour to Washington DC and Philadelphia from New York

★★★★★ based on 2 traveler reviews



Duration: 2 days (approx)
Location: New York City, New York

See one of the other great American cities during your stay in New York on an overnight tour to Washington DC [More info »](#)

From USD
\$268.99

Private Tour: Manhattan Helicopter Tour



based on 3 traveler reviews



Duration: 15 minutes

Location: New York City, New York

Celebrate your visit to New York City with a private helicopter flight over Manhattan. What could be more romantic than a personalized 15-minute flight over NYC? [.. More info »](#)

From USD
\$248.75

New York Hop-on Hop-off Tour including Statue of Liberty and Ellis Island Ferry Ticket



Duration: Flexible

Location: New York City, New York

Navigate your way through the streets of Manhattan with the New York Hop-on Hop-off Bus Tour before heading over to the Statue of Liberty and Ellis Island! With [.. More info »](#)

From USD
\$66.99

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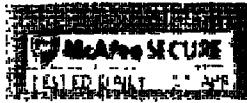
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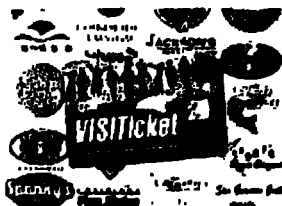
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Special
Offer! *Book*
now

New York MealTicket™



based on 5 traveler reviews



Duration: 1, 2, 3 or 5 days

Location: New York City, New York

The New York MealTicket™ offers you the best value on dining in town!
For one low price, you'll get breakfast, lunch and dinner at a selection
of classic New ... [More info »](#)

From USD
\$59.99

Medieval Times Dinner and Tournament in Lyndhurst



based on 9 traveler reviews



Duration: Flexible

Location: New York City, New York

Travel back in time to the days of valiant knights, dramatic
horsemanship and dangerous swordplay. Watch in wonder as brave
knights do battle to win the honor ... [More info »](#)

From USD
\$61.99

Statue of Liberty Express Cruise



based on 4 traveler reviews

Duration: 60 minutes (approx.)

Location: New York City, New York



Explore New York Harbor on a one-hour commented cruise with fantastic views of the Statue of Liberty, Manhattan Skyline and Brooklyn Bridge. Learn about New ... [More info »](#)

From USD
\$24.99

Hudson River Park Greenway and Central Park Bike Tour



based on 13 traveler reviews



Duration: 2 - 3 hours

Location: New York City, New York

Join a fabulous New York City bike ride along the Hudson River Park Greenway and through Central Park. Enjoy spectacular views of the river and city skyline as ... [More info »](#)

From USD
\$49.99

New York City Original Rock 'n' Roll Walking Tour



based on 20 traveler reviews



Duration: 2 hours (approx)

Location: New York City, New York

Take a walk on New York's wild side to the sites where famous and infamous musicians played, lived and shopped. Ever wondered where the Ramones, Television and ... [More info »](#)

From USD
\$29.99

New York Hip-Hop Tour



based on 7 traveler reviews



Duration: 4 hours (approx.)

Location: New York City, New York

If you're into hip-hop, or want to see another side of NYC, take a tour with one of hip-hop's Grandmasters! Suitable for all ages, this one-of-a-kind experience ... [More info »](#)

From USD
\$67.99

New York, New York Neighborhoods Tour



based on 3 traveler reviews



Duration: 4 hours (approx)

Location: New York City

Be escorted by one of the knowledgeable guides and be taken for a walk through the Manhattan, Chinatown, Little Italy and historic South Street Seaport. See the ... [More info »](#)

From USD
\$54.99

New York City Party Pass



Duration: Flexible

Location: New York City, New York

Skip the lines at New York's hottest nightclubs and bars when you purchase your New York Party Pass. Offering a range of benefits including free admission, free ... [More info »](#)

From USD
\$29.99

In The Heights On Broadway



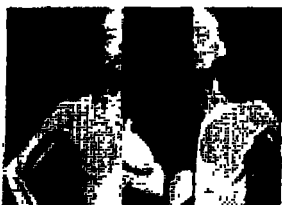
Duration: 2 hours 25 minutes (approx.)

Location: New York City, New York

The Tony Award® winning musical In The Heights has finally arrived on Broadway in New York City, after years of being a huge off-Broadway hit. Come find out what ... [More info »](#)

From USD
\$106.79

Bodies: The Exhibition in New York City



Duration: Flexible

Location: New York City, New York

Bodies the Exhibition in New York City unveils the many complex systems of organs and tissues that drive every aspect of our daily

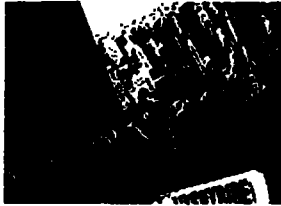
lives and unite us all as humans . [More info »](#)

\$26.49

NY SKYRIDE



based on 7 traveler reviews



Duration: 20 minutes (approx.)

Location: New York City, New York

Take a fun-filled virtual tour of New York on the NY SKYRIDE, the only aerial virtual tour simulator in the city. You'll "fly" over the Statue of Liberty, ... [More info »](#)

From USD
\$35.99

Memphis on Broadway



based on 2 traveler reviews



Duration: 2 hours 30 minutes

Location: New York City, New York

Her music or his love - what's more dangerous? Come find out at Broadway's hottest new show, Memphis! This thrilling new performance combines the history of rock ... [More info »](#)

From USD
\$114.37

New York Harbor Sunset Cruise



based on 3 traveler reviews



Duration: 90 minutes (approx)

Location: New York City, New York

Unwind as you watch the sun set over the world's most beautiful skyline on this 1.5-hour sunset cruise. Seeing the sun setting behind the Statue of Liberty and .. [More info »](#)

From USD
\$24.99

SoHo and NoLita Shopping Tour



based on 14 traveler reviews

Duration: 2 hours 30 minutes (approx.)

Location: New York City, New York



Shop where New York's savvy locals shop, and enjoy exclusive store discounts on a two-hour shopping tour of NYC's hottest neighborhoods, NoLiTa and SoHo. You'll ... [More info »](#)

From USD
\$39.99

Special
Offer! **Book**
now

Central Park Movie Sites Walking Tour



based on 16 traveler reviews



Duration: 2 hours (approx.)

Location: New York City, New York

Take two! Tour Central Park to visit more than 40 movie locations on this fascinating tour for film buffs and visitors alike. It's a fascinating way to visit Central . [More info »](#)

From USD
\$18.69
~~\$24.99~~
Save. \$3.30

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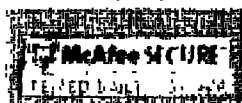
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Brooklyn Bridge Bike Tour



based on 3 traveler reviews



Duration: 2 - 3 hours

Location: New York City, New York

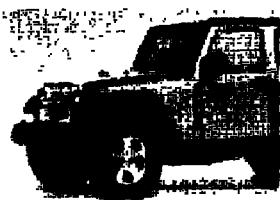
The Brooklyn Bridge Bike Tour lets you safely explore the best of Manhattan by bike. Pedal on the new riverside bike trail, past famous landmarks and over the ... [More info »](#)

From USD
\$49.99

Private Tour: New York City by Jeep SUV



based on 3 traveler reviews



Duration: 2 hours (approx.)

Location: New York City, New York

See New York in style as you cruise the streets on a private tour of the big apple in a safari style, brand-new modern Jeep Wrangler SUV. Your guide is an experienced ... [More info »](#)

From USD
\$95.00

Bronx Walking Tour



based on 5 traveler reviews

Duration: 4 hours (approx.)

Location: New York City, New York

Join a walking tour to see the Bronx as it really is, a borough of diverse ethnic groups and neighborhoods, of great cultural institutions, an area of surprising ... [More info »](#)



From USD
\$64.99

Long Island Wineries and Outlet Shopping from New York City



Duration: 12 hours (approx.)
Location: New York City, New York

This day trip takes you to 3 of the best wineries, Paumonok Vineyards, Macari Vineyards and Martha Clara Vineyards. Each winery provides you with tastings ... [More info »](#)

From USD
\$148.99

New York Rapper 's Row Queens Hip Hop Tour



Duration: 3 hours 30 minutes (approx.)
Location: New York City, New York

Be educated in the world of hip - hop and take this guided tour through New York's midtown Manhattan and Queens with a view inside the beginning of the second ... [More info »](#)

From USD
\$67.99

New York Harbor Hop-on Hop-off Cruise Pass



based on 2 traveler reviews



Duration: 1 day
Location: New York City, New York

Forget about hailing a cab on the hectic streets of New York City - head for the water instead. Perfect for quick trips along New York City's waterfront - get ... [More info »](#)

From USD
\$19.99

New York Nights and the City Tour



Duration: 5 hours (approx)
Location: New York City, New York

Experience the sights and sounds of Lower Manhattan and the new up and coming Brooklyn neighborhoods from charming Brooklyn Heights to artsy Williamsburg and trendy ... [More info »](#)

From USD
\$98.99

New York City Bike Rental



based on 2 traveler reviews



Duration: 1 day (approx.)
Location: New York City, New York

Explore New York City in a way that's car-free, fun, safe and easy! Explore New York City at your own pace with a full day of bike hire. Take to the streets and ... [More info »](#)

From USD
\$43.99

OVO by Cirque du Soleil in New York City

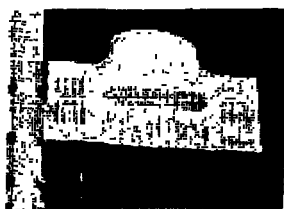


Duration: 2 hours 30 minutes (approx.)
Location: New York City, New York

Join the magical world of OVO , Cirque du Soleil's thrilling new show, Off Broadway in New York City! Astonishing theatrics, contortions, gymnastics and dances . [More info »](#)

From USD
\$84.00

Harlem Hip-Hop Walking Tour



Duration: 2 hours (approx.)
Location: New York City, New York

Take a guided tour through Harlem to the sites that inspired and nurtured hip-hop culture. New York is the birthplace of hip-hop and

this walking tour allows ... [More info »](#)

\$26.99

King Tut: The Golden Age of the Pharaohs



Duration: Varies

Location: New York City, New York

After more than 30 years, the treasures of Tutankhamun make their long-awaited return to New York in a dazzling, once-in-a-lifetime exhibition. This New York engagement ... [More info »](#)

From USD
\$36.47

Sunset Eco Tour to Harbor Heron Islands



Duration: 90 minutes (approx.)

Location: New York City, New York

Take an eco-friendly cruise to New York's Harbor Heron Islands to see New York's hidden wildlife. An onboard naturalist will introduce you to the area's migratory ... [More info »](#)

From USD
\$34.99

New York Arrival Shuttle Transfer: Airport to Hotel



based on 337 traveler reviews

Duration: Varies

Location: New York City, New York



After a long flight, the last thing you want to do is find a cab and pay an exorbitant fee. Instead, take the easy way with a pre-purchased transfer from Newark, ... [More info »](#)

From USD
\$18.10

New York Departure Shuttle Transfer: Hotel to Airport



based on 209 traveler reviews

Duration: Varies

Location: New York City, New York

Ahead of a long flight, the last thing you want to do is find a cab and pay an exorbitant fee to get to the airport. Take the easy way with a pre-purchased transfer ... [More info »](#)



From USD
\$18.10

Private New York City Luxury Airport to Hotel Transfer



based on 4 traveler reviews

Duration: Varies

Location: New York City



Enjoy a hassle free, seamless ride in the most luxurious and spacious vehicles available on this New York City Private Luxury Transfer
There is no waiting in ... [More info »](#)

From USD
\$32.49

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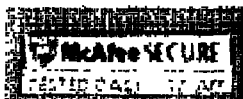
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Private Tour: New York City by Limousine



based on 9 traveler reviews



Duration: 3 hours (approx.)

Location: New York City, New York

Tour New York City in style by private limousine, with your own personal navigator to guide you! Your private guide is an experienced, knowledgeable native New York City resident. [More info »](#)

From USD
\$66.11

New York Arrival Shuttle Transfer: Airport to Private Residences



based on 42 traveler reviews



Duration: Varies

Location: New York City, New York

After a long flight home, the last thing you want to do is find a cab and pay an exorbitant fee. Take the easy way with a pre-purchased transfer from Newark, LaGuardia, or JFK. [More info »](#)

From USD
\$10.00

Private New York City Luxury Hotel to Airport Transfer



based on 4 traveler reviews

Duration: Varies

Location: New York City

Enjoy a hassle free, seamless ride in the most luxurious and spacious vehicles available on this New York City Private Luxury Transfer. There is no waiting in line. [More info »](#)



From USD
\$32.49

New York Departure Shuttle Transfer: Private Residences to Airport



based on 30 traveler reviews

Duration: Varies

Location: New York City, New York



Ahead of a long flight, the last thing you want to do is find a cab and pay an exorbitant fee to get to the airport. Take the easy way with a pre-purchased transfer . . . [More info »](#)

From USD
\$10.00

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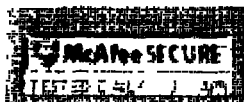
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Recommended Activities for New York

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Featured Product	Duration	Price
Gray Line	Various	Starting from USD \$25.00 per person



Enjoy the best sights in Manhattan during the day and at night with unlimited hop on / hop off service of over 50 stops or be accompanied by a professional tour guide - see all of Manhattan - stop at Woodbury Common an outlet center featuring 220 stores in a village like setting offering the world's most impressive collection of designer and name brand outlets - hop on & off and see the most interesting sites within the culture rich borough of Brooklyn

[Click here for more information and Booking Details »](#)

Additional Products	Duration	Price
Niagara Falls Day Trip from New York by Air	14 hours	Starting from \$448.99 per person



Discover the beauty and awesome power of Niagara Falls on a day trip from New York. You'll fly to Upstate New York, tour the falls on both the US and Canadian sides (don't forget your passport!) see all the sights including a ride on the historic Maid of the Mist boat or the Journey Behind the Falls. And at the end of an amazing day you'll take an evening flight back to New York.

After being collected from your Midtown Manhattan hotel, you will be transferred to the airport for your flight to Upstate New York (approximately one hour). On arrival, you will be met by your guide for the day to board the bus to Niagara Falls.

After lunch, it's time to board the famous Maid of the Mist boat for an up-close Niagara Falls experience. The 30 minute cruise takes you through the foaming waters in the heart of the American Falls and the basin of Horseshoe Falls. You will get close enough to the falls to feel their cool mist on your skin.

The Maid of the Mist operates only in the warmer months from May to October. So if you are traveling from November to April you will use the Journey Behind the Falls instead. An elevator takes you behind the great sheet of Niagara Falls for a thrilling up-close view of Niagara Falls.

This tour is likely to sell out. The Niagara Falls Day Trip from New York by Air regularly sells out weeks in advance, so book ahead to avoid disappointment.

Please note: due to new TSA policies, each passenger's date of birth, passport name, number, expiry and country is required at the time of booking. You MUST include this information in the special requirements field within the booking process. Failure to include this information will result in your reservation not being completed.

Special Offer: Book by May 31, 2010 and save over 20% off the recommended retail price. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

New York CityPass	Flexible	Starting from USD \$78.99 per person
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Get the New York CityPass, the best deal in the Big Apple. Your New York CityPass saves you time and money as you skip long ticket queues for entry to six of New York's premier attractions.

[Click here for more information and Booking Details »](#)

Manhattan Sky Tour: New York Helicopter Flight	15 - 17 minutes	Starting from USD \$155.99 per person
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Take to the Manhattan skies for an exciting helicopter tour of New York City. Your flight takes you over Ground Zero and past the Statue of Liberty and offers magnificent views of the Brooklyn Bridge and Yankee Stadium.

[Click here for more information and Booking Details »](#)

New York Dinner Cruise	3 hours	Starting from USD \$142.48 per person
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The New York Dinner Cruise offers a luxurious night out in New York City! Enjoy delicious gourmet food while you dance and take in the Big Apple's sights and sounds. This cruise offers a superbly prepared five course dinner as you cruise the Hudson River and see Manhattan by night! Enjoy spectacular views of New York's breathtaking skyline as you wine and dine the night away.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York In One Day Sightseeing Tour

5 hours 30
minutes

Starting from USD
\$71.99 per person



New York's most comprehensive 5.5 hour guided tour combines a bus tour with short walks and a boat cruise to see the Statue of Liberty, Brooklyn Bridge and Empire State Building. This is the only bus tour in New York City that incorporates a boat cruise into the tour. Having the tour guide accompany you on the boat cruise dramatically improves the quality of your sightseeing experience.

[Book Now](#)

Special Offer - Save 10% when booking a tour on Mondays, Tuesdays and Wednesdays. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

Washington DC Day Trip from New York

13 hours

Starting from USD
\$148.99 per person



Explore beyond the Big Apple with a full day tour to Washington DC from New York City. You'll capture the spirit of the home of the brave and land of the free as you visit the monuments and memorials of Washington DC.

[Book Now](#)

[Click here for more information and Booking Details »](#)

The New York Pass

Flexible

Starting from USD
\$67.49 per person



Tour New York City your own way with the flexible New York Pass. Enjoy free entry to more than 10 New York attractions as well as discounts at top restaurants and retailers.

[Book Now](#)

[Click here for more information and Booking Details »](#)

The Lion King On Broadway

2 hours 45
minutes

Starting from USD
\$128.49 per person



Book your tickets for the Tony-winning extravaganza "The Lion King" on Broadway. A favorite with children and adults alike, "The Lion King" is a visual and audio feast of colorful costumes and award winning music by Elton John and Tim Rice. Don't miss your chance to see this popular Broadway show during your visit to New York City.

[Book Now](#)

Special Offer - Book by May 31, 2010 and you'll save over 10%. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

Mamma Mia! On Broadway

2 hours 30
minutes

Starting from USD
\$115.99 per person



Everyone's fallen in love with the music, the story and characters that make "Mamma Mia!" Broadway's ultimate feel-good show. Now it's your turn to fall for this smash hit musical that combines the storytelling magic of ABBA's songs with an enchanting tale of love, laughter and friendship.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York City Hop-on Hop-off Tour, Ellis Island Ferry Ticket and Top of the Rock or Empire State Bldg

3 days

Starting from USD
\$66.00 per person



Everything you need to see New York with freedom and independence! Includes a ticket on the Ellis Island ferry, Statue of Liberty, and either Top of the Rock Observation Deck or the Empire State Building.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Phantom of the Opera On Broadway

2 hours 30
minutes

Starting from USD
\$99.99 per person



While you are in New York, don't miss your chance to see the longest-running Broadway show in history, Andrew Lloyd Webber's magical "The Phantom of the Opera".

[Book Now](#)

Special Offer - The price displayed for Monday through Friday evenings and Wednesday madness includes a discount of over 15% off the recommended retail rate. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

Sex and the City Hotspots Tour

3 hours 30
minutes

Starting from USD
\$37.39 per person



Follow in the fancy footsteps of Camel, Rembrandt, Chulita and Miranda on a Sex and the City tour! You'll conquer New York City and drink where the girls drink, shop where they shop, and gossip where they gossip.

[Book Now](#)

Special Offer: Save 15% on weekdays and 10% on weekends when traveling through April 30, 2010. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

Big Apple Helicopter Tour 11-15 min. Starting from USD \$129.99 per person



See New York's famous landmarks from the air on an exhilarating 11 to 15 minute helicopter tour. You'll come face to face with the Statue of Liberty, the silver Art Deco brilliance of the Chrysler Building, and the sprawling green expanse of Central Park.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Empire State Building Tickets - Observatory and Optional Skip the Line Tickets 2 hours Starting from USD \$20.00 per person



Until you see New York City from the top of the Empire State Building, you haven't really seen it! You'll remember your first visit to the Empire State Building and the amazing 360 degree panoramic views of Manhattan forever.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Harlem Sunday-Morning Gospel Tour 5 hours Starting from USD \$54.99 per person



Spend Sunday morning in Harlem, the ethnically diverse borough of New York. You'll join a local church congregation and experience the soul stirring power of gospel music on this special trip to one of New York City's most vital neighborhoods.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York Dinner Cruise with Buffet 3 hours Starting from USD \$83.88 per person



Grab your hands or that special someone and get ready for 3 hours of real New York fun! This New York dinner cruise includes live entertainment, an amazing DJ and breathtaking views of the New York skyline. Don't wait, add this dinner cruise to your New York itinerary today!

[Book Now](#)

[Click here for more information and Booking Details »](#)

Bateaux New York Dinner Cruise 3 hours Starting from USD \$123.50 per person



On this New York City dinner cruise you will enjoy breathtaking views of New York's skyline and Manhattan's lovely coast. Savor gourmet cuisine, live jazz and never ending views around Manhattan's only all glass dining vessel. The European inspired all glass vessel allows for an evening of unparalleled splendor.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Chicago On Broadway 2 hours 15 minutes Starting from USD \$109.99 per person



See Broadway's red hot musical smash "Chicago," the recipient of six Tony Awards, two Oscar Awards, a Grammy and thousands of standing ovations. Add a bit of Chicago to your New York visit!

[Book Now](#)

Special Offer: The price displayed includes a discount of over 10% off all performances except Saturday evenings. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

New York City Explorer Pass 3, 5 or 7 attractions Starting from USD \$69.99 per person

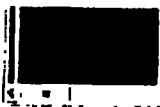


Create your own New York sightseeing itinerary with the New York City Explorer Pass. It's the easiest and most affordable way to explore New York's must see attractions and activities at your own pace!

[Book Now](#)

Special Offer: Book and travel by June 30, 2010 and the price displayed will include a discount of over 10% off the recommended retail rate. **BOOK NOW!**

[Click here for more information and Booking Details »](#)



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Complete New York, New York Helicopter Tour 16 - 20 minutes **Starting from USD \$194.75 per person**



Take the Ultimate Helicopter tour over New York! This 16 to 20-minute aerial tour covers all five boroughs. You'll see the Statue of Liberty, Chrysler Building, Empire State, Central Park, Yankee Stadium and many other famous landmarks in a way that's impossible from the ground.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Manhattan Island Cruise 3 hours **Starting from USD \$29.99 per person**



Set back and unwind on a relaxing three hour cruise around Manhattan Island. You'll see all the sights on the only New York cruise to circumnavigate Manhattan in its entirety.

[Book Now](#)

Special Offer: Book and travel by June 30, 2010 and save over 10% off the adult recommended retail price. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

New York TV and Movie Sites Tour 3 hours 30 minutes **Starting from USD \$33.99 per person**



Take a guided tour of the New York sites you know and love from your favorite TV shows and movies! On this must do tour, your entertaining and in the know guide will take you to over 50 instantly recognizable locations from TV and film.

[Book Now](#)

Special Offer: Save 15% on weekdays and 10% on weekends when traveling through April 30, 2010. **BOOK NOW!**

[Click here for more information and Booking Details »](#)

2-Day Tour to Niagara Falls from New York 2 days **Starting from \$319.00 per person**



Niagara Falls is the perfect overnight trip from New York City. Travel northwest through the mountains and across scenic upstate New York to the majestic Niagara Falls. Feel the power as the spray from the thundering falls lands on your skin during a cruise on the historic "Maid of the Mist." Seasonal driving or up close encounter.

[Book Now](#)

Depart New York in the morning and travel northwest through the beautiful mountains and across scenic upstate New York. You'll stop every 2 hours to stretch your legs. Experience the state's diverse ethnic heritage and the rolling hills of the Finger Lakes, one of the country's premier wine producing areas, before reaching Niagara Falls at 5:00pm. After sunset enjoy a walking tour to view the massive illuminated waterfalls.

In the morning enjoy breathtaking views of the Falls when you take a cruise on Niagara River aboard the Maid of the Mist. You will get amazing close ups of the base of the thundering waterfalls and feel the awesome power of the water on a 30-minute cruise. You will get close enough to the falls to feel the cool mist on your skin.

The "Maid of the Mist" only operates in the warmer months so if you are traveling from mid-October to April you will use the Scenic Tunnels instead. Now known as "Journey Behind the Falls," an elevator takes you behind the great sheet of Niagara Falls down to a thunderous up close view of Niagara Falls.

After your close-up Niagara Falls experience you'll begin your return to New York, arriving back in the city around 7:30pm.

[Click here for more information and Booking Details »](#)

Private New York Walking Tour with a Personal Photographer 3 hours **Starting from \$90.00 per person**



Take a private walking tour of New York City with a difference! With your very own photographer to take photos at your request, you'll explore New York's most exciting locations and capture the experience in beautiful color photographs. If you're traveling as a couple, you can both be in the picture for a change!

[Book Now](#)

Accompanied by your own private guide and photographer, you'll enjoy personalized attention on your special walking tour of New York City. While guiding you around NYC's famous cultural and historic landmarks, your personal photographer will provide an entertaining commentary and let you into Manhattan's secrets, including the best places for dining, shopping and entertainment.

Customize your photography walking tour to suit yourself and choose a two hour or three hour tour. Popular destinations include:

- Times Square and the Theater District: Broadway creates a dramatic backdrop for spectacular color photos.
- Central Park: A stunning setting for pictures and the pride and joy of New York City.
- Midtown Manhattan: Home to some of New York's most famous sights, including the Rockefeller Center, St. Patrick's Cathedral.

- **Untold Manhattan:** Visit the residential neighborhoods surrounding Central Park, including the historic brownstones and tree-lined streets of the Upper West Side.
- **Downtown Manhattan:** Tour historic neighborhoods such as Little Italy, Chinatown, Kips Bay, Greenwich Village, South Street Seaport and Wall Street.
- **Brooklyn Bridge:** A New York must see, providing a panoramic view of New York's urban scenery.

Special Offer: Save 10% off the recommended retail rate when traveling through April 30, 2010. **BOOK NOW!**

[Click here for more information and Booking Details.](#)

Mary Poppins on Broadway 2 hours 45 minutes Starting from USD \$121.49 per person



Her carpet bag is packed, her umbrella is unfolded. Mary Poppins has taken up residence on Broadway at the New Amsterdam Theatre, following her on the heels of the successful London performances. The beloved story of nanny Mary Poppins comes to New York City to brighten the lives of the Banks family and audiences alike.

[Book Now](#)

Special Offer: Book by July 31, 2010 and save over 20% off the recommended retail price. **BOOK NOW!**

[Click here for more information and Booking Details.](#)

New York City Hop-on Hop-off Tour and Harbor Cruises 2 days Starting from USD \$54.00 per person



Design your own itinerary and explore the streets of Manhattan, Brooklyn and Harlem on a not-on hop-off double-decker bus tour. In summer the top deck is open and in winter clear screens allow for unobstructed views of New York. Tickets are valid for 48 hours, allowing you to set your own pace and see as much or as little as you like. There are over 40 stops around the city.

[Book Now](#)

[Click here for more information and Booking Details.](#)

Harlem Soul Food and Jazz Evening Tour 5 hours Starting from USD \$134.99 per person



Take a tour of Harlem. Enjoy soul food and see a jazz show at a famous Harlem club. There's no better way to explore the full range of Harlem's diverse ethnic history, music and food!

[Book Now](#)

[Click here for more information and Booking Details.](#)

New York Statue of Liberty Helicopter Tour 15 minutes Starting from USD \$138.99 per person



Soar over Manhattan and Lady Liberty on the New York Statue of Liberty Helicopter Tour. The 15 minute flight takes you flying over New York's famous downtown attractions for an up-close encounter with the Statue of Liberty. Hop aboard for a New York City experience you'll never forget!

[Book Now](#)

[Click here for more information and Booking Details.](#)

New York Helicopter Tour: 7-Minute Highlight Flight 8 minutes Starting from USD \$98.99 per person



If you have limited time in Manhattan, this speedy seven minute New York City Helicopter Tour is for you! The fun-filled quickie flight takes you over Lower Manhattan for views of the Statue of Liberty and Ground Zero.

[Book Now](#)

[Click here for more information and Booking Details.](#)

Wicked on Broadway 2 hours 30 minutes Starting from USD \$130.88 per person



Wicked is the untold story of the witches of Oz. From real flying monkeys to a trip to the Emerald City and a soaring modern score by Stephen Schwartz, Wicked is a true spectacle for the eyes and ears!

[Book Now](#)

Special Offer: Save 40% when traveling through May 30, 2010. **BOOK NOW!**

[Click here for more information and Booking Details.](#)

Boston Freedom Trail Day Trip with Optional Whale Watching Cruises from New York 13 hours Starting from USD \$148.99 per person



Take a day trip from New York to explore Boston, a city of culture and old world charm. You'll follow the famous red-brick Freedom Trail through downtown Boston, passing 6 sights including Paul Revere's House and Boston Common. Optional whale watching cruise is available between May and September.

[Book Now](#)

[Click here for more information and Booking Details.](#)

4107

couldn't not to get caught in the tabloids, the paparazzi are relentless!

Upgrade from a Classic Pass to an All Access Pass and enter the Cinema 4D theater, an ultra sensory experience that delivers 3D technology with 4D effects including wind, mist and scent featuring an exciting lineup of films. Cinema 4D shows times are every 15 minutes starting on the hour. Featured 4D films will change seasonally. Before the show you can take a peak behind the scenes to learn how studio artists make the wax figures look so real.

* All celebrities appear in wax.

Special Offer: Price displayed includes a discount of over 10% off the recommended retail price. BOOK NOW!

[Click here for more information and Booking Details »](#)

Jersey Boys On Broadway

2 hours 30 minutes

Starting from USD \$159.99 per person



Jersey Boys is the new Broadway musical about the story of Frank Valli and the Four Seasons. This extraordinary story of how a group of working class boys from the wrong side of the neighborhood became one of the best loved boy groups in America selling 175 million records worldwide. Be sure not to miss this unforgettable musical this season!

[Book Now](#)

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NBC Studio Tour

90 minutes

Starting from USD \$19.25 per person



Take the NBC Studio Tour that's been wowing lovers of radio and TV since 1933. You'll learn about NBC's early radio days and its transition into television during this tour of the New York studio operations.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York Beast Speedboat Ride

30 minutes

Starting from USD \$22.99 per person



Hold onto your hats and get ready for the ride of your life aboard "The Beast" speedboat! Fast, fun and funny "The Beast" delivers spectacular views and pumping music on a New York trip that's a rollercoaster water ride and 30 fun filled minutes of high speed cruising, all in one!

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York Garment Center Shopping Tour

3 hours

Starting from USD \$57.99 per person



Shop like an industry insider in the Garment District, the epicenter of fashion in New York City! On this three hour guided walking tour, you'll visit private showrooms not accessible to the public. You'll also shop at hot designer sample sales and snap up women's clothing and accessories for less than the wholesale price. Note that shopping destinations are primarily for women's items.

[Book Now](#)

Special Offer: Save over 10% off the recommended retail rate when traveling in January or February 2010. BOOK NOW!

[Click here for more information and Booking Details »](#)

New York Helicopter Flight: Grand Island

22 - 25 minutes

Starting from USD \$229.99 per person



See everything the Big Apple has to offer on a New York Helicopter Flight. As well as the most popular sights, such as the Statue of Liberty, Ground Zero and New York Harbor, you will fly over Central Park, landmarks like the Brooklyn Bridge and Yankee Stadium, and have views over New York's five boroughs on this Grand Island helicopter tour.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Manhattan Harbor Cruise

2 hours

Starting from USD \$25.99 per person



The best way to appreciate New York's famous skyline views is from the water. Aboard the 40 minute cruise, you'll enjoy scenic views of the Statue of Liberty, Ellis Island, South Street Seaport, Brooklyn Bridge, United Nations, the Chrysler Building and the Empire State Building.

[Book Now](#)

[Click here for more information and Booking Details »](#)

The Sopranos Sites Tour

4 hours

Starting from USD \$39.99 per person



Backstage, behind the scenes, follow in the footsteps of Tony and Lenny on a bus tour of The Sopranos sites. If you can't get enough of the hit HBO series The Sopranos, you won't want to leave New York without joining this fun tour through New Jersey.

[Book Now](#)

Special Offer: Save 15% on weekdays and 10% on weekends when traveling through April 30, 2010. BOOK NOW!

[Click here for more information and Booking Details »](#)

Billy Elliot on Broadway 2 hours 50 minutes **Starting from \$126.40 per person**



Winner of 10 Tony Awards! The one name on everybody's lips is Billy Elliot! It's Musical is the new show that has captured Broadway's heart and received the best reviews for any musical in years

[Book Now](#)

Called "Extraordinarily uplifting" by Time Out New York and "Intoxicating" by The New York Times, Billy Elliot is a joyous, exciting and feel-good celebration of one boy following his heart and making his dreams come true.

Based on the critically acclaimed feature film, Billy Elliot is brought to life by the movie's original creative team: director Stephen Daldry, choreographer Peter Darling and writer Lee Hall, along with musical legend Elton John, who has written what the New York Post calls "his best score yet."

Come discover for yourself the next great Broadway musical, Billy Elliot.

Special Offer: Travel by May 21, 2010 and you'll save over 20% on select fares. BOOK NOW!

[Click here for more information and Booking Details »](#)

Lady Liberty New York Helicopter Tour 6 - 8 minutes **Starting from USD \$107.99 per person**



Experience the thrill of flying around New York City's famous landmarks in a helicopter! You are in eight minute New York helicopter tour takes off from Downtown Manhattan, soaring past the Statue of Liberty, Wall Street, the Brooklyn Bridge, and Ellis and Governors Islands.

[Book Now](#)

[Click here for more information and Booking Details »](#)

2-Day Niagara Falls Tour from New York by Bus 2 days **Starting from \$275.00 per person**



Leave the hustle and bustle of New York City behind and enjoy a relaxing 2-day overnight trip to Niagara Falls. You'll travel to upstate New York by bus and visit both the American and Canadian sides of the falls to discover the majestic beauty of Niagara! This overnight tour is a must-do when visiting New York City!

[Book Now](#)

Departing from the Big Apple, you'll head north and pass the beautiful Delaware Gap to Watkins Glen State Park in the heart of the Finger Lakes region. Stroll through the impressive Watkins Glen Canyon and visit the beautiful waterfalls before continuing on past Seneca Lake to Niagara Falls. Arriving to the falls in the late afternoon, you'll tour the American Side and see all the major highlights including the American Falls, Goat Island and Sorensen Islands. At night, you'll tour Niagara Falls where you can appreciate the colorful lighting of the waters.

Leaving the hotel the next day, you'll hear the thundering water of Niagara Falls. See the falls up close from the Horseshoe Falls and experience the power aboard the Maid of the Mist (May-October only). In the winter time, you'll visit the Scenic Tunnels and Journey Behind the Falls, standing at the mist where the powerful Horseshoe Falls tumbles from 13 stories above! At approximately noon, you'll depart south and head back to New York City by bus. On the way back, you'll enjoy a shopping excursion at one of the large outlet malls along the way, and a great bargain at the many brand name stores!

[Click here for more information and Booking Details »](#)

The Hamptons, Sag Harbor and Outlet Shopping Day Trip from New York City 12 hours **Starting from USD \$148.99 per person**



Enjoy a day away from Manhattan and journey to the most popular Hamptons on Long Island. You will also have the opportunity to explore Sag Harbor, a quaint 100 year old seaside village. Your day is finished off with a shopping visit to the Tanger Outlet in Riverhead.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York City Twilight Cruises 90 minutes **Starting from USD \$25.99 per person**



Experience the magic of New York City at twilight on a 90 minute cruise past the Manhattan skyline. The perfect appetizer for your night out in the town, your twilight cruise provides views of New York City you will never forget!

[Book Now](#)

[Click here for more information and Booking Details »](#)

Washington DC by Train from New York 12 hours **Starting from \$308.99 per person**



Travel by train from New York in an unscenic day trip to Washington DC, capital of the USA! Your tour includes a round trip rail ticket between New York and Washington, lunch in Washington DC and a double-decker bus sightseeing tour around the nation's Capital.

[Book Now](#)

When you arrive in Washington, you'll meet your tour representative at Union Station and receive a food voucher for lunch at the station food court.

Start After lunch begin the two hour double decker bus sightseeing tour which allows you to hop on hop off at the sights on your "to see" list. Choose your own way with many stops at or near these iconic landmarks:

- Lincoln, Vietnam Veterans and Marine Corps War Area memorials
- Arlington Cemetery and Tomb of the Unknowns for Changing of the Guard
- US Capitol
- Library of Congress
- FBI Building
- White House
- Embassy Row
- Georgetown
- US Navy Memorial

[Click here for more information and Booking Details »](#)

Hair on Broadway

2 hours 30 minutes

Starting from USD \$121.99 per person



Just in time to usher in the dawning of a new age in America, The Public Theater's joyous production of HAIR is now on Broadway. A celebration of life, a love letter to freedom, and a passionate cry for hope and change, HAIR features some of the greatest songs ever written for the stage. Now it's your turn to join the celebration.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Best of Brooklyn Sightseeing, Food and Culture Tour

4 hours

Starting from \$85.00 per person



What better way to explore the ethnic diversity of New York City than this exclusive history, culture and gastronomy lesson on a varied international bus and walking tour of Brooklyn. "Take a trip back in time and around the world and see a part of New York City you probably didn't even know existed."

[Book Now](#)

It's been said that "A trip to Brooklyn is like a trip around the world." It's truly amazing how many people visit New York City and miss out on Brooklyn - don't be one of them.

The neighborhoods you'll be visiting on the Best of Brooklyn Food and Culture Walking Tour include:

- Old Williamsburg - home to many ethnic groups and a thriving art community - sample delectable foods from an authentic 1950s era kosher historic site
- DUMBO - stop and get to sample scrumptious chocolate at the Jacques Torres chocolate factory - and visit Brooklyn Bridge Park - excellent view of Manhattan's famous skyline
- Sunset Park - featuring a plethora of Latin American food establishments for a picnic in the park, or a lunch featuring the "Cuban" sandwich.

Your journey with an experienced, knowledgeable native New Yorker will show you the most fascinating areas in New York City. Begin in the historic West Village - the past and present home to some of the city's most influential residents - then venture across the Williamsburg Bridge to Brooklyn where the rest of your tour takes place.

The tour is run in English however, since the tour is mostly visual, it can work wonderfully even if you have only a basic understanding of English.

[Click here for more information and Booking Details »](#)

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Product Name	Duration	Price
Bear Mountain Full-Day Cruise	8 hours	Starting from USD \$48.99 per person

Escape NYC and take a leisurely cruise up the Hudson River to historic Bear Mountain. You'll enjoy a 2.5 hour cruise each way and have three hours to enjoy Bear Mountain's natural beauty and attractions.

Book Now

Click here for more information and Booking Details »

American Museum of Natural History	Flexible	Starting from USD \$15.99 per person
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Both educational and entertaining, The American Museum of Natural History is a real hit with adults and children alike. Add this popular Manhattan attraction to your New York itinerary for a day of family fun.

Book Now

Click here for more information and Booking Details »

Harlem Wednesday-Morning Gospel Tour	4 - 6 hours	Starting from USD \$54.99 per person
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Pay a visit to Harlem, the ethnically diverse borough of New York, on a Wednesday morning guided tour. On your tour through one of New York City's most vital neighborhoods, you'll hear stories from Harlem's fascinating history, and see its famous sights.

Book Now

Click here for more information and Booking Details »

South Pacific on Broadway	3 hours	Starting from USD \$124.99 per person
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Winner of seven 2008 Tony Awards! The Lincoln Center Theater presents the iconic Rodgers and Hammerstein musical, which is returning to the New York scene in its first ever Broadway revival.

Book Now

Click here for more information and Booking Details »

New York Lights Night Tour	3 hours	Starting from USD \$35.99 per person
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Bright lights, big city! Tour the Big Apple glowing at all its splendor on this city lights night tour. Beginning in Times Square, you will cross over the Manhattan Bridge for magnificent views of the Brooklyn Bridge and the lights of Manhattan from across the river.

Book Now

Special Offer: Save 20% off the recommended retail price when booking a Monday, Tuesday or Wednesday departure (excludes November 23 to January 6). **BOOK NOW!**

Click here for more information and Booking Details »

New York Liberty Cruise	75 minutes	Starting from USD \$23.99 per person
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If you're in NYC in limited time, hop aboard for a quick 75-minute harbor cruise to the Statue of Liberty from Midtown Manhattan. On this fully narrated cruise, your knowledgeable tour guide will bring New York's sights and fascinating history to life.

Book Now

Click here for more information and Booking Details »

Gossip Girl Sites Tour	3 hours	Starting from USD \$35.99 per person
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Experience a day in the life of Manhattan's elite on the Gossip Girl TV Sites tour. Enter the playground of the on-screen prep school teens on a brand-new tour of more than 30 Gossip Girl Sites that were used on the hit TV series.

Book Now

Special Offer: Save 15% on weekdays and 10% on weekends when traveling through April 30, 2010. **BOOK NOW!**

Click here for more information and Booking Details »

Private Tour: New York City by Chauffeured Classic Convertible **2 hours** **Starting from \$123.75 per person**



Experience New York City from the comfort of a 1975 Chevrolet Caprice Classic convertible! Your private chauffeured journey, with a kind and knowledgeable native New Yorker will show you the most fascinating areas of New York.

[Book Now](#)

Your two hour private tour in a mint condition classic convertible begins in historic Greenwich Village, home to some of New York City's most influential residents over the decades. You'll also take a ride across the Brooklyn Bridge to the Brooklyn Heights Promenade for one of the most spectacular views of Manhattan's famous skyline. On your private tour you'll visit Lower Manhattan's most exciting neighborhoods including:

- West Village: the original stomping ground of New York's bohemians
- SoHo: an artistic haven featuring numerous art galleries and shops
- TriBeCa: the trendy neighborhood that hosts the annual film festival
- South Street Seaport: a cobblestone dock featuring some of the world's most impressive boats
- Brooklyn Bridge: one of the world's best suspension bridges built in 1870
- Manhattan Bridge: used by over 350,000 commuters each day
- Chinatown: home to the largest Chinese population in North America
- Little Italy: home to more than 20 historical landmarks

Tours are conducted in English; however, since the tour is mostly visual, the tour can work wonderfully even if you have only a basic understanding of English.

[Click here for more information and Booking Details »](#)

2-Day Tour to Washington DC and Philadelphia from New York **2 days** **Starting from \$319.00 per person**



See one of the other great American cities during your stay in New York on an overnight tour to Washington DC.

[Book Now](#)

On arrival in Washington DC you will visit the Air and Space Museum, pass by the Library of the Congress, Federal Supreme Court and see the US Capitol. Other highlights during the 2 Day Tour to Washington DC from New York include the Washington, Jefferson and Lincoln monuments, as well as an outside view of the world famous White House. On the return to New York City, stop in Philadelphia "Birthplace of a New Nation".

Day 1: New York - Washington DC
Travel south to Washington through New Jersey, Delaware and Maryland. Upon arrival in Washington DC you will visit the Air and Space Museum where hundreds of artifacts of aviation and space exploration can be found. Pass by the Library of the Congress, Federal Supreme Court and view the US Capitol where elected Senators and representatives meet to shape US legislative policy. Continue passing by the Washington and Jefferson monuments and have a stop to visit Lincoln, Vietnam and the Korean War memorials. End the day by viewing the world famous White House, home to the American Presidents.

Day 2: Washington DC - Philadelphia - New York
Begin the day by visiting the Arlington National Cemetery. Your walking tour will bring you to the burial sites of Robert and John F. Kennedy. You'll continue walking to see the changing of the guard at the Tomb of the Unknown Soldier. Then travel north to Philadelphia, the Birthplace of a New Nation. Pass by the Liberty Bell and Independence Hall where the Declaration of Independence was signed and the US Constitution written. Return to New York City where you will say good bye to your traveling companions.

[Click here for more information and Booking Details »](#)

Private Tour: Manhattan Helicopter Tour **15 minutes** **Starting from \$248.75 per person**



Celebrate your visit to New York City with a private helicopter flight over Manhattan. What could be more romantic than a personalized 15 minute flight over NYC? Or perhaps you're celebrating an anniversary, wedding engagement or birthday? Make the occasion one to remember with your very own glissading flight by helicopter.

[Book Now](#)

Your 15 minute private helicopter tour takes you around Central Park, the Empire State Building, United Nations and around the Statue of Liberty so close you feel you could reach out and touch her!

You will be booking the entire helicopter so up to four passengers can enjoy a ride in your private helicopter. At the end of the tour you'll receive a special souvenir photo to capture the experience.

[Click here for more information and Booking Details »](#)

New York MealTicket™ **1, 2, 3 or 5 days** **Starting from USD \$59.99 per person**



The New York MealTicket™ offers you the best value on dining in town for one low price. You'll get breakfast, lunch and dinner at a selection of classic New York restaurants. And better yet, no reservations are required.

[Book Now](#)

Special Offer Book and travel by June 30, 2010 and when you buy a 5 day New York City Meal ticket you only pay the 3 day price! That's two days FREE! **BOOK NOW!**

[Click here for more information and Booking Details »](#)

Medieval Times Dinner and Tournament in Lyndhurst **Flexible** **Starting from USD \$61.99 per person**



Travel back in time to the days of valiant knights, dramatic horsemanship and dangerous swordplay. Watch in wonder as brave knights do battle to win the honor of the king and queen. Enjoy a hearty four course medieval banquet as you cheer on your favorite champions to victory. An exciting evening of quality family entertainment based upon the glory of the Middle Ages.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York Hop-on Hop-off Tour including Statue of Liberty and Ellis Island Ferry Ticket **Flexible** **Starting from USD \$66.99 per person**



Navigate your way through the streets of Manhattan with the New York Hop-on Hop-off Bus Tour before heading over to the Statue of Liberty and Ellis Island! With up to four different bus routes to choose from, enjoy unlimited travel over 48 hours and check out all the main attractions including the Empire State Building and Central Park. Complete your NYC sightseeing experience with a complimentary round trip ferry ticket destined for the Statue of Liberty and Ellis Island, also for the length of your stay.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Statue of Liberty Express Cruise **60 minutes** **Starting from USD \$24.99 per person**



Explore New York Harbor on a one hour commentated cruise with fantastic views of the Statue of Liberty, Manhattan Skyline and Brooklyn Bridge. Learn about New York's history while seeing the sights and getting an overview of this world-famous city.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Hudson River Park Greenway and Central Park Bike Tour **2 - 3 hours** **Starting from USD \$49.99 per person**



Join a fabulous New York City bike ride along the Hudson River Park Greenway and through Central Park. Enjoy spectacular views of the river and city skyline as you cycle at a leisurely pace through the city.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York City Original Rock 'n' Roll Walking Tour **2 hours** **Starting from USD \$29.99 per person**



Take a walk on New York's wild side to the sites where famous and infamous musicians played, lived and shopped. Ever wondered where the Ramones, Television and Blondie called home in New York City? Where Led Zepplin, the Doors, the Animals and the Who would play, under the wee hours of the morning? The Original Rock 'n' Roll Walking Tour will help you answer these questions and many more as you stroll the streets of the Big Apple.

[Book Now](#)

[Click here for more information and Booking Details »](#)

New York Hip-Hop Tour **4 hours** **Starting from \$67.99 per person**



If you're into hip-hop or want to see another side of NYC, take a tour with one of hip-hop's Grandmasters! Suitable for all ages, this one of a kind experience takes you on an interactive cultural tour of Manhattan. Marley and the Bronx and reveals the true meaning of hip-hop.

[Book Now](#)

Your expert Grandmaster guide will trace the history and influences of hip-hop in New York City, from its earliest years with pioneers DJ Red Alert, Grandmaster Caz, Rahiem, Grandmaster Flash and the Furious Five and many others. You'll get the lowdown on famous groups like Public Enemy, Treasurous Three and the Sugarhill Gang.

On this fun filled hip-hop tour, you'll even get to try your hand in the "Show Your Skills" segment of the tour while dressed in plenty of "bling".

[Click here for more information and Booking Details »](#)

New York, New York Neighborhoods Tour **4 hours** **Starting from USD \$54.99 per person**



Be escorted by one of the knowledgeable guides and be taken for a walk through the Manhattan Neighborhoods: Little Italy and Historic South Street, Chelsea, SoHo, the Statue of Liberty, and more.

[Book Now](#)

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New York City Party Pass Flexible

Starting from USD

\$29.99 per person



Skip the lines at New York's hottest nightclubs and bars when you purchase your New York Party Pass. Offering a range of benefits including free admission, free drinks and jumping the queue for fast track entry, the New York Party Pass is your ticket to party!

Book Review

Click here for more information and booking details »

Bodies: The Exhibition in Flexible New York City

Starting from USD

\$26.49 per person



Bodies 'the Exhibition in New York City' unravels the many complex systems of organs and tissues that drive every aspect of our daily lives and unite us all as humans. Featuring over 200 specimens, consisting of whole bodies and individual organs that have been meticulously dissected and preserved through an innovative process, Bodies 'the Exhibition will enlighten, captivate, fascinate and inspire.

Bank River

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444 New York Avenue occupies an 18-acre site in the five boroughs of New York City and in Manhattan Parkers
 Subway Station. The new 18-acre site is located in the Bronx, New York City. The new 18-acre site is located in the Bronx, New York City. The new 18-acre site is located in the Bronx, New York City.

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your New York City Jeep SUV Tour starts in the historic West Village. The past and present home to some of the city's most influential residents. Get great views of Manhattan's famous skyline when you cross the Brooklyn Bridge to the Brooklyn Heights Promenade.

Visit Lower Manhattan's most exciting neighborhoods including:

- The West Village: the original stamping ground of New York's Bohemians
- SoHo: an artistic haven featuring sculpture art galleries and shops
- Tribeca: an up and coming neighborhood home to the annual Film Festival
- South Street Seaport: a cobblestone deck featuring some of the world's most impressive boats
- The Brooklyn Bridge: one of the world's first suspension bridges built in 1870
- The Manhattan Bridge: used by over 350,000 commuters each day
- Chinatown: home to the largest Chinese population in North America
- Little Italy: home to more than 20 historical landmarks

[Click here for more information and Booking Details »](#)

Brooklyn Bridge Bike Tour 2 - 3 hours Starting from USD \$49.99 per person



The Brooklyn Bridge Bike Tour lets you safely explore the best of Manhattan by bike. Pedal on the new riverside bike trail past famous landmarks and over the Brooklyn Bridge - twice the largest suspension bridge in the world.

[Book Now](#)

[Click here for more information and Booking Details »](#)

Bronx Walking Tour 4 hours Starting from USD \$64.99 per person



Join a walking tour to see the Bronx as it really is: a borough of diverse ethnic groups and neighborhoods of great cultural institutions, an area of stunning natural beauty, of rolling hills and parks and parkways, a peninsula the size of San Francisco and the only New York City borough attached to the U.S. mainland.

[Book Now](#)

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Long Island Wineries and Outlet Shopping from New York City 12 hours Starting from USD \$148.99 per person



This day trip takes you to 3 of the best wineries: Fountaingood Vineyards, Mauck Vineyards and Martha Clara Vineyards. Each winery provides you with tastings of the finest wines on offer. After a picnic lunch, you'll hit the shops with an afternoon of retail therapy at Tanger Outlets where you'll find brand names without brand name price tags!

[Book Now](#)

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New York Rapper's Row Queens Hip Hop Tour 3 hours 30 minutes Starting from \$67.99 per person



Be educated in the world of hip hop and take this guided tour through New York's midtown Manhattan and Queens with a view as to the beginning of the second decade of hip hop prompting when the music business began to accept it as a genuine art form, not just a fad.

[Book Now](#)

Take this playground to heartbreak advice while traveling to the next generation of hip hop culture which led way to the Rap industry.

Let your guides help you move beyond videos and media descriptions while they guide you to famous sites from Queens Bridge to Mallis and everything hip hop in between.

Visit a living collage of graffiti art, see the Silver Cup Studios former homes of legends and chart toppers including performers such as Run-DMC, LL Cool J, Ice Cube, 50 Cent and Russell Simmons. Listen to hip hop tracks and participate in Hip-Hop Karaoke or even check out the Manhattan Skyline.

This New York Hip Hop Tour is suitable for all ages. Hip hop enthusiasts those interested in the Foundation of the Culture and telling stories to New York City. It is truly a one of a kind experience with a perspective and focus which can only be shown by the Grand Masters of hip hop. This New York Hip Hop Tour is family friendly and great for anyone who is and cultural background with an appreciation of mid school and new school hip hop music.

This tour is seasonal and operates from May to August only.

[Click here for more information and Booking Details »](#)

New York Harbor Hop-on Hop-off Cruise Pass 1 day Starting from USD \$16.99 per person



Forget about having a cab on the hectic streets of New York City - head for the water instead. Perfect for quick trips along New York City's waterfront, get your ticket for the smart way around town and hop on, hop off as you please! Your hop-on hop-off ticket is valid for one day, allowing

[Book Now](#)

you to design your own sightseeing itinerary for your trip to the Big Apple

[Click here for more information and Booking Details »](#)

New York City Bike Rental

1 day

Starting from USD
\$43.00 per person



Explore New York City in a way that's fun, free, fun, safe and easy! Explore New York City at your own pace with a full day of bike hire. Take to the streets and cruise around at your leisure away from the cars and the crowds.

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New York Nights and the City Tour

5 hours

Starting from USD
\$98.00 per person



Experience the sights and sound of Lower Manhattan and the new up and coming Brooklyn neighborhoods from charming Brooklyn Heights to artsy Williamsburg and trendy Park Slope. This New York Nights and the City Tour also includes dinner at the famous Katz Deli where you can enjoy wide high pastrami and salami sandwiches.

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Harlem Hip-Hop Walking Tour

2 hours

Starting from USD
\$26.00 per person



Take a guided tour through Harlem to the sites that inspired and nurtured hip hop culture. New York is the birthplace of hip hop and this walking tour allows you to take a hip-hop look at New York's famous Harlem neighborhood. See it as the pioneers of hip hop see it by way of their exclusive anecdotes.

[Book Now](#)

You can't see the heart of Harlem from behind the window - to put it in park and pound the pavement on this two hour New York Harlem Hip-Hop Walking Tour.

View a multimedia event to learn the history of New York City in a digitized 3 screen production telling the story of how the city grew into the world's greatest urban center. Then put on some comfortable shoes to take a 'retro' hip hop stroll through the Mecca of the hip hop culture.

Check out the sites of Hip Hop Harlem's oldest record shops, the legendary Apollo Theater, numerous clubs, plus learn the rich musical and political history. Join your guides and share your thoughts about life in the Big City and Walk a Mile!

This Harlem Hip Hop Walking Tour is suitable for all ages - hip hop enthusiasts, those interested in the Foundation of the Culture and return visitors to New York City. It is truly a one-of-a-kind experience with a perspective and focus which can only be shown by the Grand Masters of hip hop. The Harlem Hip Hop Walking Tour is family friendly and great for any age group and cultural background with an appreciation of old school and new school hip-hop music.

[Click here for more information and Booking Details »](#)

Sunset Eco Tour to Harbor Heron Islands

90 minutes

Starting from USD
\$34.00 per person



Take an eco friendly cruise to New York's Harbor Heron Islands to see New York's hidden wildlife. An onboard naturalist will introduce you to the area's migratory Heron population who are an unexpected sight in one of the world's busiest cities. See the sights of the Harbor while getting up close to the Statue of Liberty and Ellis Island.

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King Tut: The Golden Age of the Pharaohs

Starting from USD
\$36.47 per person



After more than 30 years, the treasures of Tutankhamun make their long awaited return to New York in a dazzling once in a lifetime exhibition. This New York engagement will be the last opportunity to see these ancient artifacts before they leave North America forever. Don't miss your tickets today!

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OVO by Cirque du Soleil in New York City

2 hours 30 minutes

Starting from USD
\$84.00 per person



Join the magical world of OVO Cirque du Soleil's thrilling new show. OVO Broadway in New York City's Astor Lenox and T. D. Avery Theatre features a symphonic and jaw-dropping Cirque du Soleil Grand Theatre with acrobatic acts for all the family.

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New York Arrival Shuttle Transfer: Airport to Hotel

Varies

Starting from USD
\$18.10 per person



After a long flight the last thing you want to do is find a cab and pay an exorbitant fee. Instead, take the easy way with a pre-purchased transfer from Newark, La Guardia or JFK Airport to your Manhattan hotel or cruise ship.

[Book Now](#)

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New York Departure **Varies** **Starting from USD**
Shuttle Transfer: Hotel to **\$18.10 per person**
Airport



Ahead of a long flight, the last thing you want to do is find a cab and pay an exorbitant fee to get to the airport. Take the easy way with a pre-purchased transfer from your Manhattan hotel or cruise ship in Newark, La Guardia or JFK Airport.

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Product Name	Duration	Price
Private New York City Luxury Airport to Hotel Transfer	Varies	Starting from \$32.40 per person



Enjoy a hassle free, seamless ride in the most luxurious and spacious vehicles available on the New York City Private Luxury Transfer. There is no waiting in lines for transportation that make frequent stops.

[Book Now](#)

Leaving the baggage claim area, you'll be met by a representative holding a sign with your name. Pride is taken in delivering total client satisfaction through excellent service, professionalism and dedication.

This service operates 24 hours a day, 7 days a week from Newark (EWR), John F. Kennedy (JFK) or LaGuardia (LGA) Airport, with your choice of private SUV, Sedan or private Limousine pickup. Why not arrive in style? This is a great start to your New York City stay!

[Click here for more information and Booking Details.](#)

Private Tour: New York City by Limousine 3 hours Starting from \$66.11 per person



Tour New York City in style by private limousine with your own personal navigator to guide you. Your private guide is an experienced knowledgeable native New Yorker who will show you the most fascinating areas in New York City and provide personalized attention on your special private tour of the Big Apple.

[Book Now](#)

Your private tour begins in the historic West Village, home to some of the city's most influential residents. You'll then cross the Brooklyn Bridge to the Brooklyn Heights Promenade for one of the most spectacular views of Manhattan's famous skyline. You will have the option to get out at most locations to explore and take photos.

On your private tour you'll see Lower Manhattan's most exciting neighborhoods including:

- West Village: the original stomping ground of New York's bohemians
- SoHo: an artistic haven featuring numerous art galleries and shops
- TriBeCa: the trendy neighborhood that hosts the annual film festival
- The World Financial Center (includes a visit to Ground Zero and the Wintergarden - an indoor palm tree atrium)
- South Street Seaport: a cool historic dock featuring some of the world's most impressive hotels
- Brooklyn Bridge: one of the world's first suspension bridges built in 1876
- Manhattan Bridge: used by over 350,000 commuters each day
- Chinatown: home to the largest Chinese population in North America
- Little Italy: home to more than 20 historical landmarks

Please note: This private tour is available with an English or Spanish speaking guide. Please advise the required language at the time of booking.

[Click here for more information and Booking Details.](#)

New York Arrival Shuttle Transfer: Airport to Private Residences Varies Starting from \$10.00 per person



After a long flight home, the last thing you want to do is find a cab and pay an exorbitant fee. Take the easy way with a pre-purchased transfer from Newark, LaGuardia or JFK Airport to your home in Manhattan.

[Book Now](#)

Offering door to door service, costing less than a New York Arrival Shuttle Transfer for an easy ride home.

This transfer is to PRIVATE RESIDENTIAL ADDRESSES in MANHATTAN only.

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Private New York City Varies Starting from \$32.40

Luxury Hotel to Airport Transfer

per person



Enjoy a hassle free, seamless ride in the most luxurious and spacious vehicles available on this New York City Private Luxury Transfer. There is no waiting in lines for transportation that make frequent stops.

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Leaving your hotel, you'll be met by a representative outside of your hotel at a predetermined time of your choosing. Ride is taken in a reasonably total client satisfaction through excellent service, professionalism and dedication.

This service operates 24 hours 7 days a week to Newark (EWR), John F. Kennedy (JFK) or LaGuardia (LGA) Airport with your choice of private SUV, Sedan or private Limousine pickup. Why not arrive at the airport in style? This is a great way to end your New York City stay!

[Click here for more information and Booking Details »](#)

New York Departure Shuttle Transfer: Private Residences to Airport

Varies

Starting from \$10.00 per person



Ahead of a long flight, the last thing you want to do is find a cab and pay an exorbitant fee to get to the airport. Take the easy way with a pre-purchased transfer from your home in Manhattan to Newark, LaGuardia or JFK Airport.

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Offering door to door service, look no further than a New York Arrival Shuttle Transfer for an easy ride home.

This transfer is from PRIVATE RESIDENTIAL ADDRESSES in MANHATTAN only.

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CERTIFICATE OF SERVICE

I certify that I have this 13th day of April 2010 served a copy of the foregoing Letter of Applicants by Federal Express on the parties listed below:

U.S. Department of Transportation
Federal Motor Carrier Safety Administration
1200 New Jersey Avenue, S.E.
Washington, DC 20590

U.S. Department of Justice
Antitrust Division
950 Pennsylvania Avenue, N.W.
Washington, DC 20530

U.S. Department of Transportation
Office of the General Counsel
1200 New Jersey Avenue, S.E.
Washington, DC 20590

New York State
Office of the Attorney General
The Capitol
Albany, NY 12224-0341

James Yoon
Assistant Attorney General
Antitrust Bureau
New York State Office of the Attorney
General
120 Broadway, Suite 26 C
New York, NY 10271

Karen Fleming
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Hackensack, NJ 07601

Mark A. Berman
Ganfer & Shore, LLP
360 Lexington Avenue
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David H. Coburn