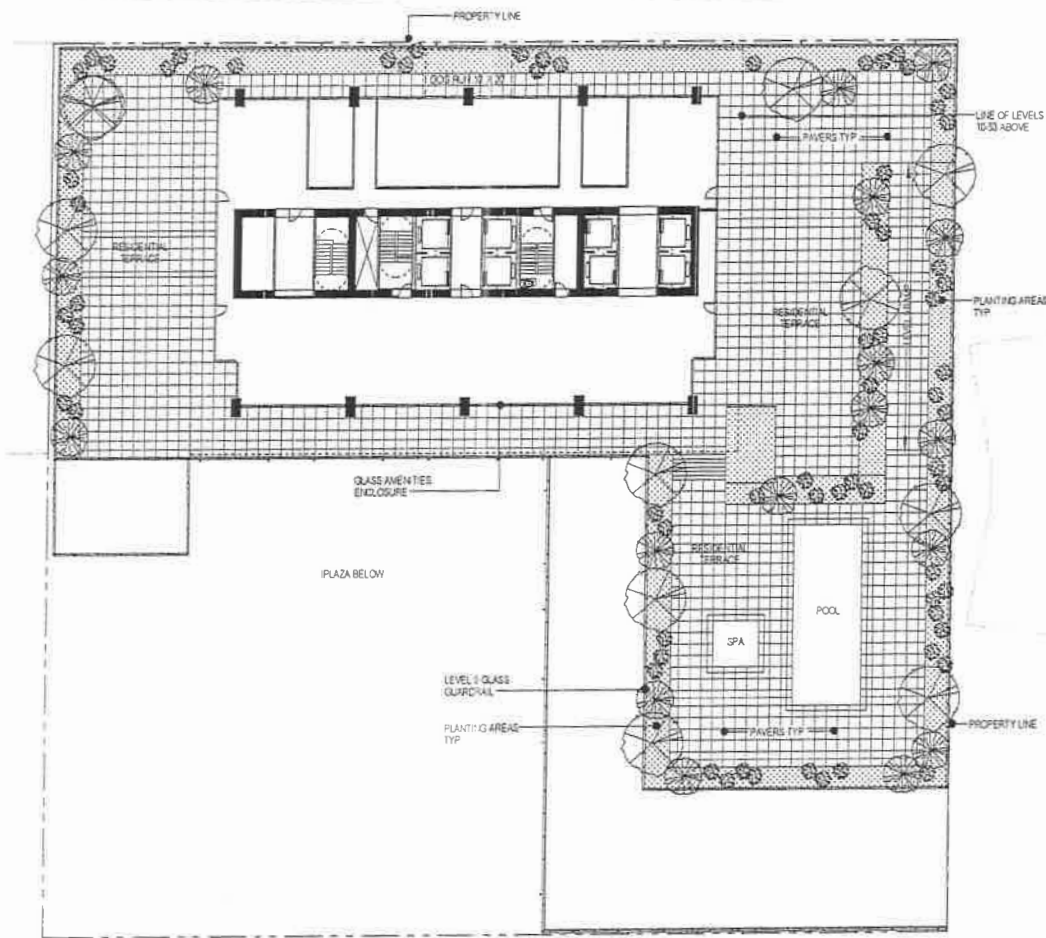


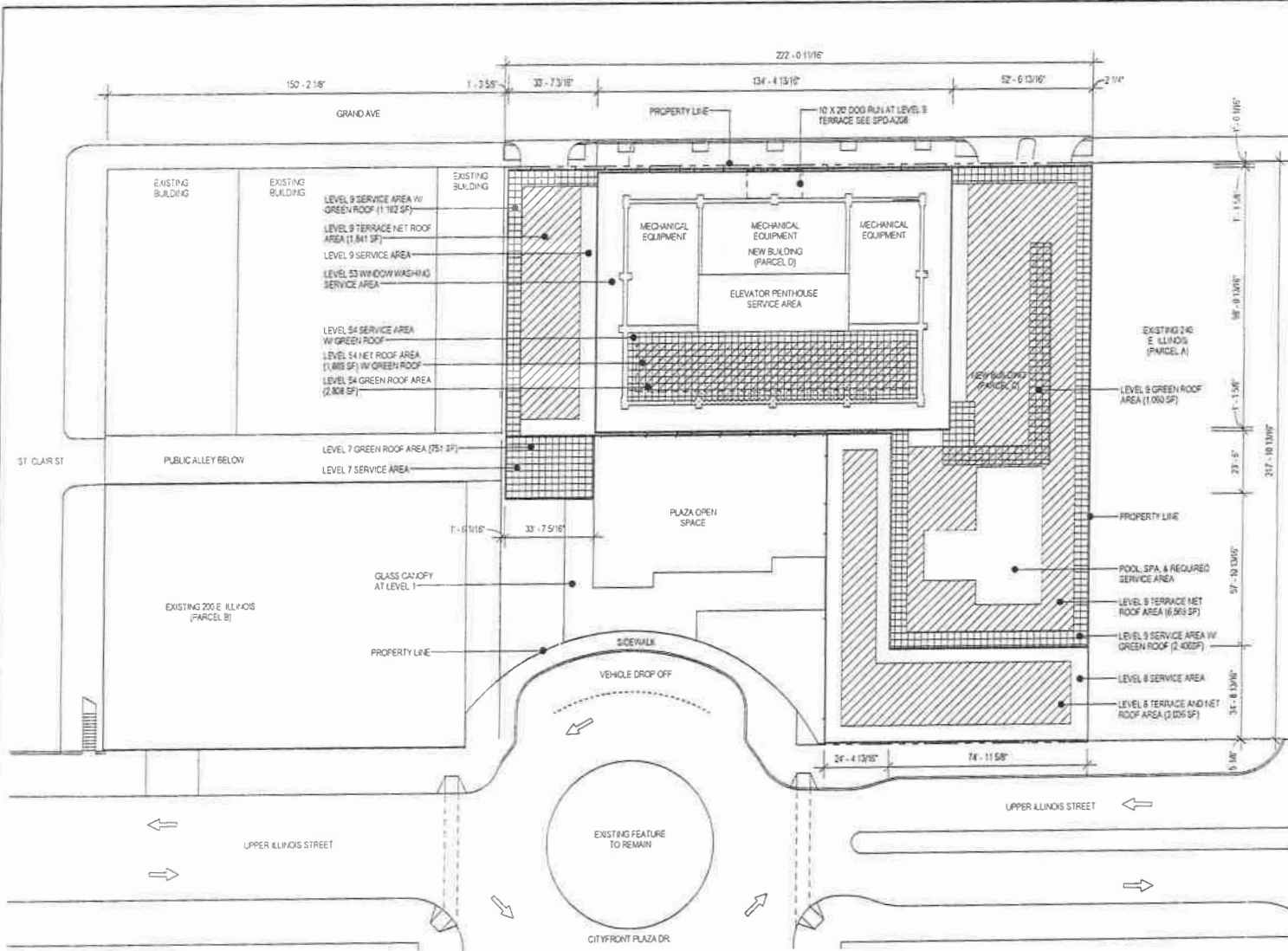
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1 LANDSCAPE PLAN - LEVEL 9
SPD-A104 1" = 30'-0"

PLANT LIST

SYM	BOTANIC NAME	COMMON NAME	DBH SIZE	HGT SIZE (WH)	FLOWER COLOR	BLOOM TIME	NOTES	QTY
SHADE TREES								
ACPH	Acer x Freeman 'Autumn Blaze'	Red Maple	4"	30x0			Red Fall Color	-
PLAC	Platanus acerifolia 'Bloodgood'	London Plane Tree	4"	30x0			Yellow Fall Color	-
ULCA	Ulmus carpinifolia 'Homestead'	Homestead Elm	4"	30x0			Yellow Fall Color	-
ORNAMENTAL TREES								
CRCR	Crataegus crus-galli 'Inermis'	Thornless Cockspur Hawthorn	5"	12x12	White	May	Orange Fruit	-
MSP	Malus 'Spring Snow'	Spring Snow Crabapple	5"	10x15	White	May	No Fruit	-
STPE	Spirea palmata 'Mortoni'	Peking Lilac	8"	15x25	White	May	No Fruit	-
SHRUBS								
BUDA	Buddleia davidii 'Blue Chip'	Dwarf Butterfly Bush	1.5"	4x2	Blue	MIJAS		-
DEO	Desmodium illinoense 'Northwind'	Northern Bush Honeylocust	1.5"	3x2	Yellow	JUL		-
HYDR	Hydrangea arborescens 'P. H&T'	Big Leaf Hydrangea	1.5"	3x2	Pink	MIJAS		-
ROPA	Rosa 'Paul's Double Red'	Paul's Double Red Rose	1.5"	3x2	Red	MIJAS		-
ROHE	Rosa 'Helen of Troy'	Helen of Troy Rose	1.5"	3x2	Red	MIJAS		-
R-AR	Rosa arvensis 'Grünlila'	Grünlila Rose	3x3	3x2	Yellow	MIJ		-
GROUNDCOVERS								
VM	Viola 'Mae' 'Traditional'	Panwinkle	3"	-	Purple	MIJAS		-



Project Data

Optima Chicago Center Tower II
 Parcel C + D in Cityfront Plaza

Uses	Proposed
Residential: Hotel, Office/Commercial, Retail, and Accessory Parking	
Parcel CD Site Area	48,385 sf
Floor Area	710,000 sf
Building Height*	540 ft
Hotel Rooms	270
Residential Dwellings	361
Commercial, Office, and/or Retail Floor Area	10,000 sf
Accessory Hotel, Meeting, Exhibition, Restaurant, Retail Floor Area	37,300 sf
Accessory Parking Spaces	339
Standard	321
Accessible	8
Van Accessible	0
Leading Baths	2
Bicycle Parking Spaces	30

Green Roof

	Proposed
Net Roof Area (Level 7)	228 sf
Net Roof Area (Level 8)	3,036 sf
Net Roof Area (Level 9)	8,410 sf
Net Roof Area (Level 54)	1,888 sf
Total	13,562 sf
50% of Net Roof Area (13,562 x 50%)	6,781 sf
Green Roof Area Pursuant to City of Chicago Letter 57208	960 sf
Total Required Green Roof Area	7,722 sf
Green Roof Area (Level 7)	751 sf
Green Roof Area (Level 8)	0 sf
Green Roof Area (Level 9)	4,629 sf
Green Roof Area (Level 54)	2,806 sf
Total Proposed Green Roof Area	8,187 sf

Open Space	Required/Allowed	Proposed
Open Space Combined at Levels 1-4-9 (36 sf per unit x 381 units = 13,716)	13,716 sf	16,403 sf

*In accordance with Statement 10 of PD 308 and Section 17-17-0242 of the Chicago Zoning Ordinance, Building Height upon the Property is measured as follows: the vertical distance from finished building grade adjacent to the Upper Illinois Street right of way to the highest point of the underside of the ceiling beams of the highest habitable floor, which is exclusive of non-habitable rooftop improvements (e.g. stairway enclosures, elevator penthouses, parapets, architectural features, etc.); provided, however, that the height of the rooftop improvements shall not exceed sixty five (65) feet above the Building Height.

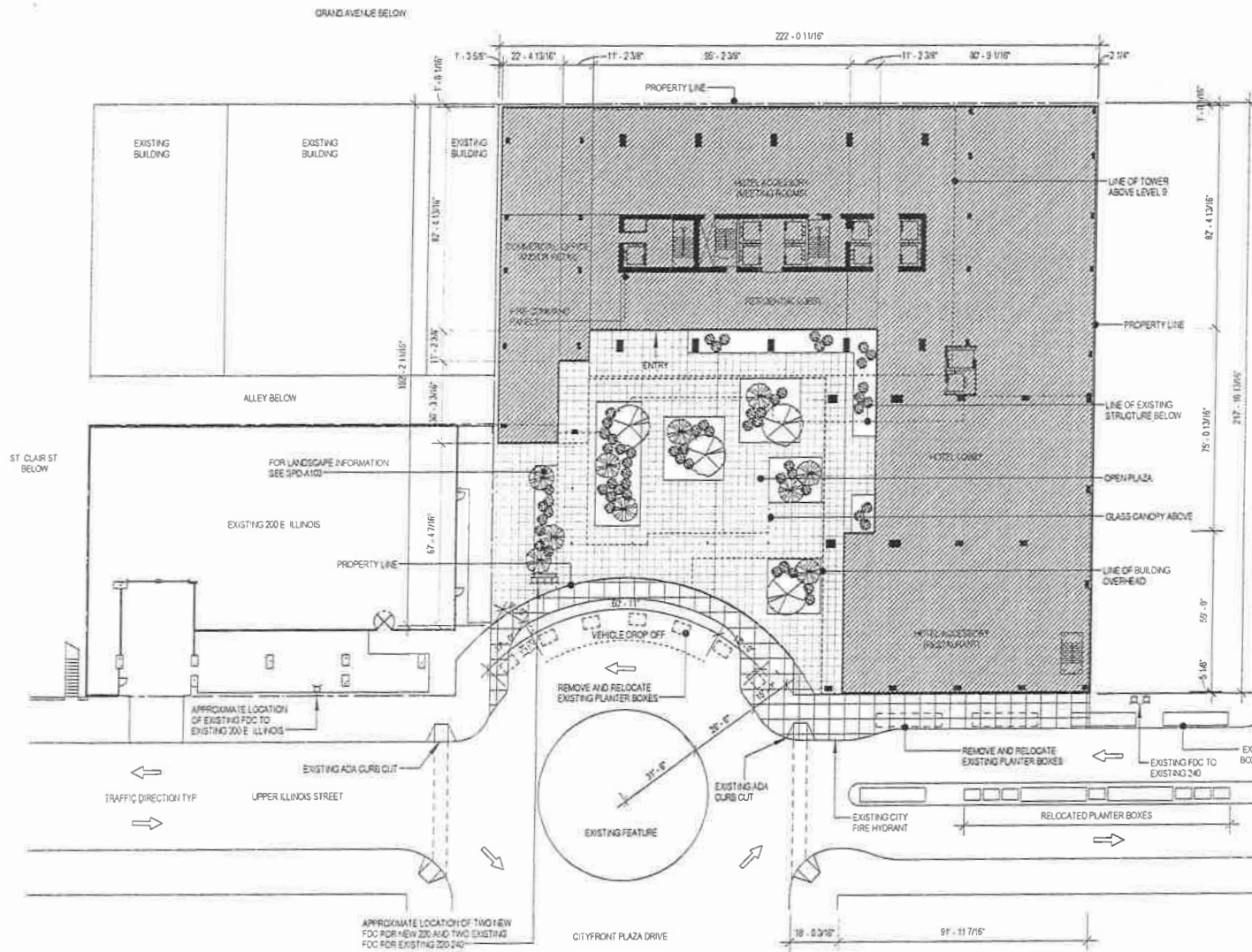
SITE PLAN HATCHING LEGEND

-  NET ROOF AREA
-  GREEN ROOF
-  NET ROOF AREA W/ GREEN ROOF



OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glenview, IL 60022 - 847-835-8400



220 E. ILLINOIS (221 E. GRAND)	
Construction Type	1A
Building Height*	560 ft
Building Area (FAR)	710,000 sq ft
Number of Stories	55
Occupancy	
Grade	M/E/G
Mezzanine	E/G
Level 1 (Upper Illinois)	M/E/C
Levels 2-6	H-3
Levels 7-8	A-2/E
Levels 9-19 and 21-52	A-2
Level 20 and 53	C/G
Penthouse Levels	G

Fully sprinklered building with standpipes, fire alarm, and annunciator panel

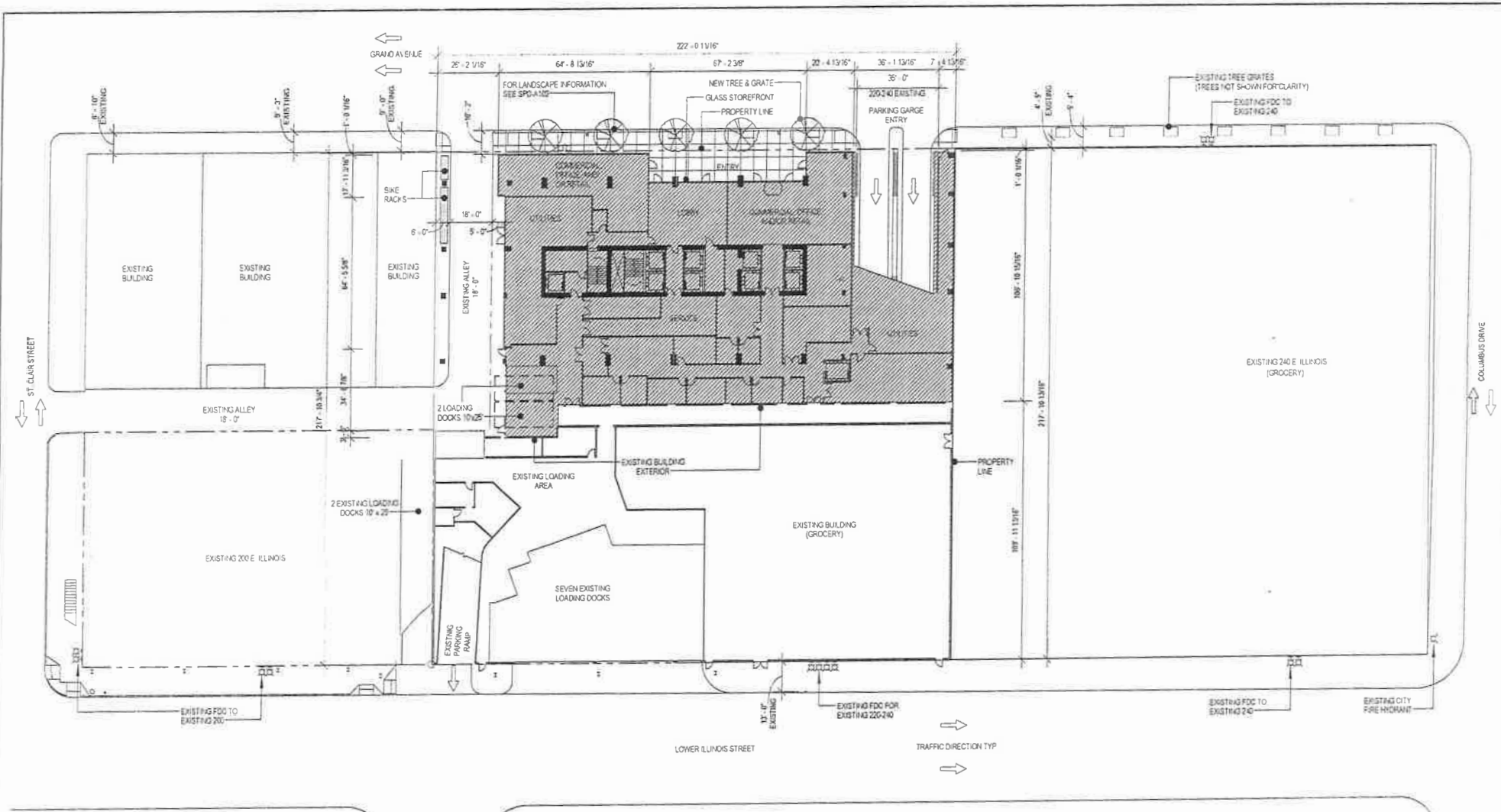
New 220 E Illinois fire sprinkler, fire alarm system, and annunciator panel shall be independent of existing 240 E Illinois systems



SPD-A202
LEVEL 1 - UPPER ILLINOIS

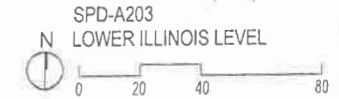
OPTIMA CHICAGO CENTER II

Optima Inc, 630 Vernon Ave, Glenview, IL 60022 - 847-835-8400



optima

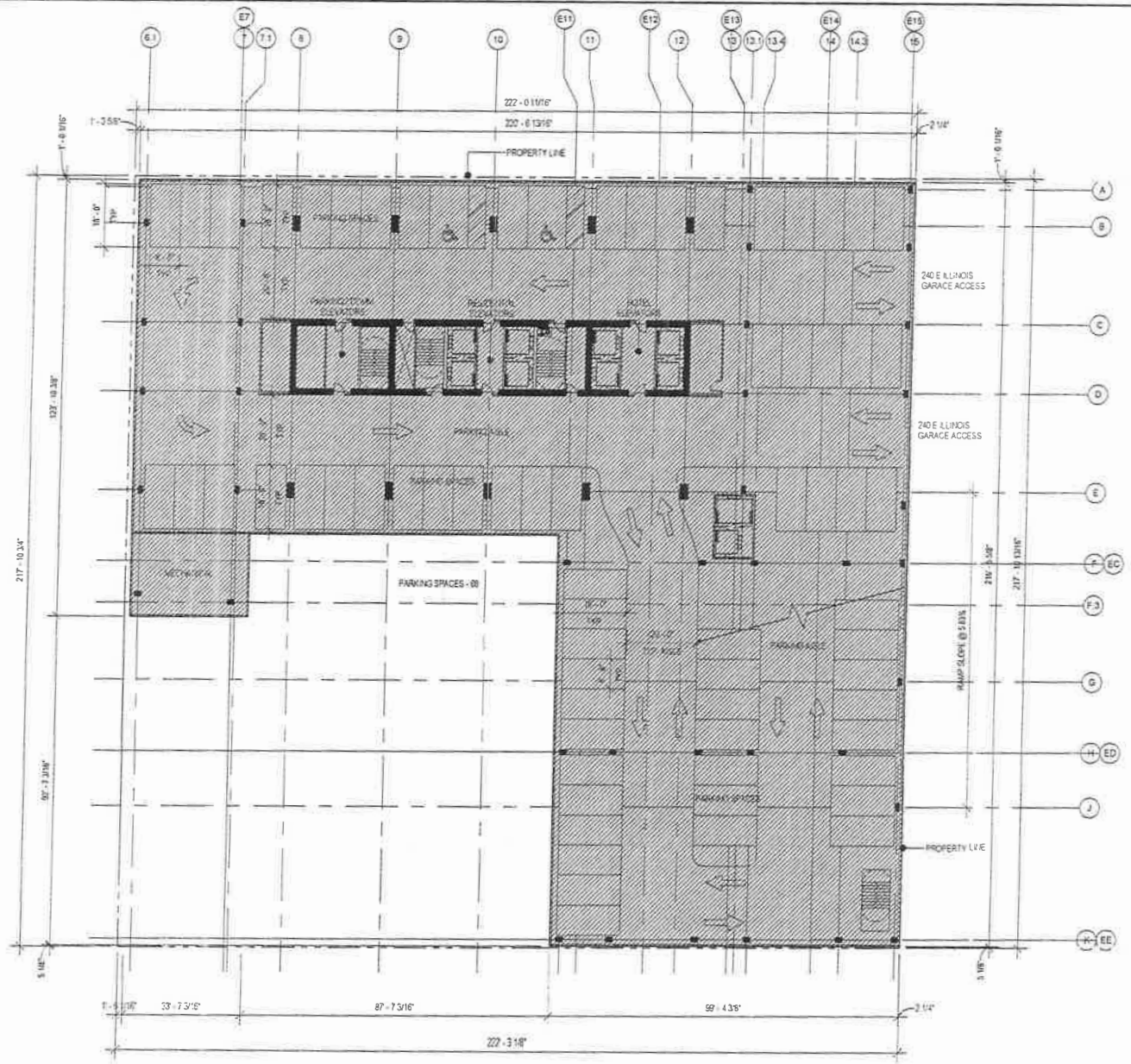
03/10/14



OPTIMA CHICAGO CENTER II

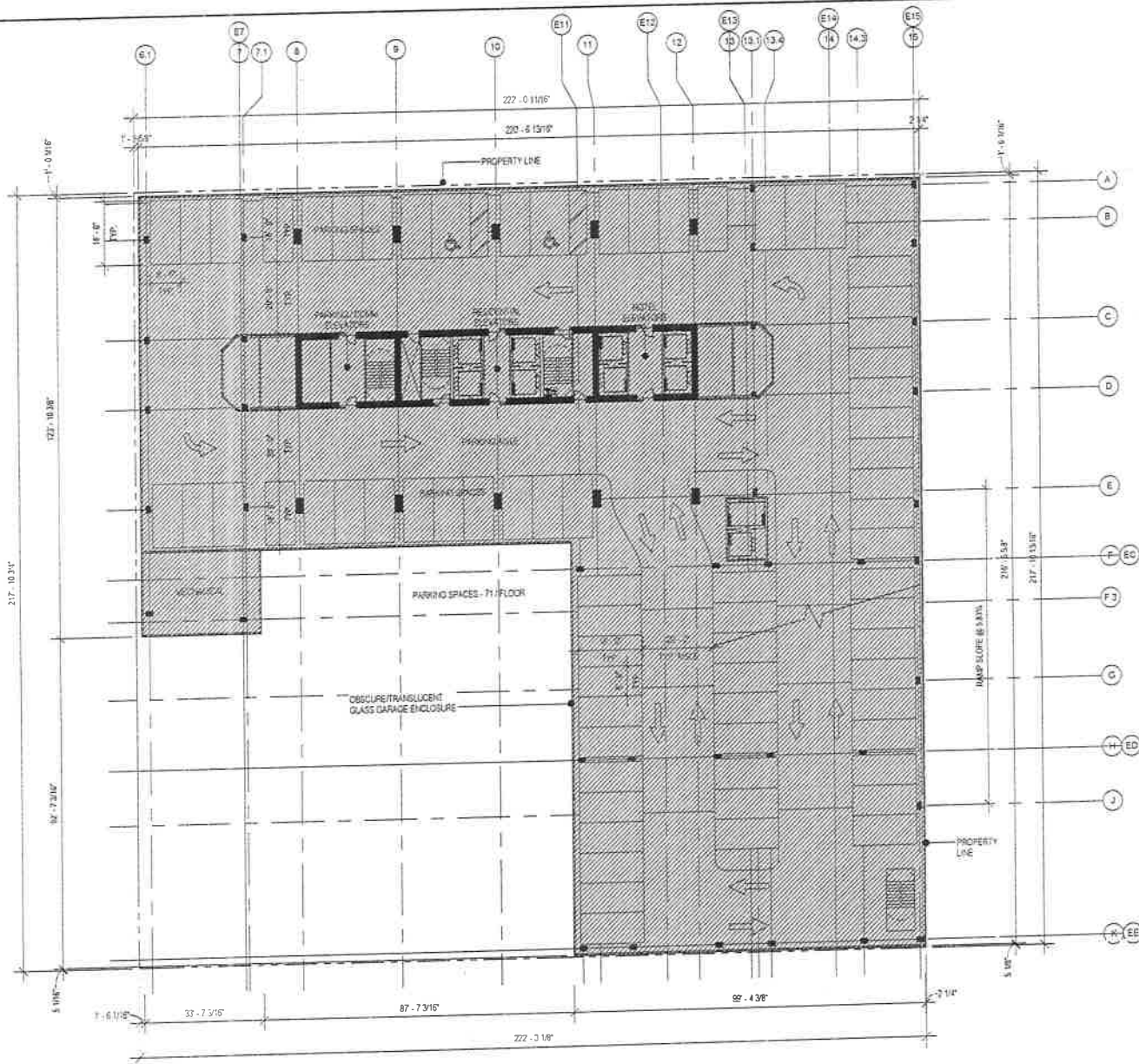
Optima Inc, 630 Vernon Ave, Glenview, IL 60022 - 847-835-8400

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SPD-A205
 N
 LEVEL 3 - PARKING
 0 20 40 80

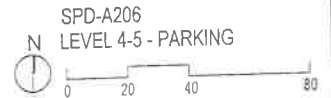
OPTIMA CHICAGO CENTER II
 Optima Inc. 630 Vernon Ave. Glenview, IL 60022 - 847-835-8400



W - Parking Schedule

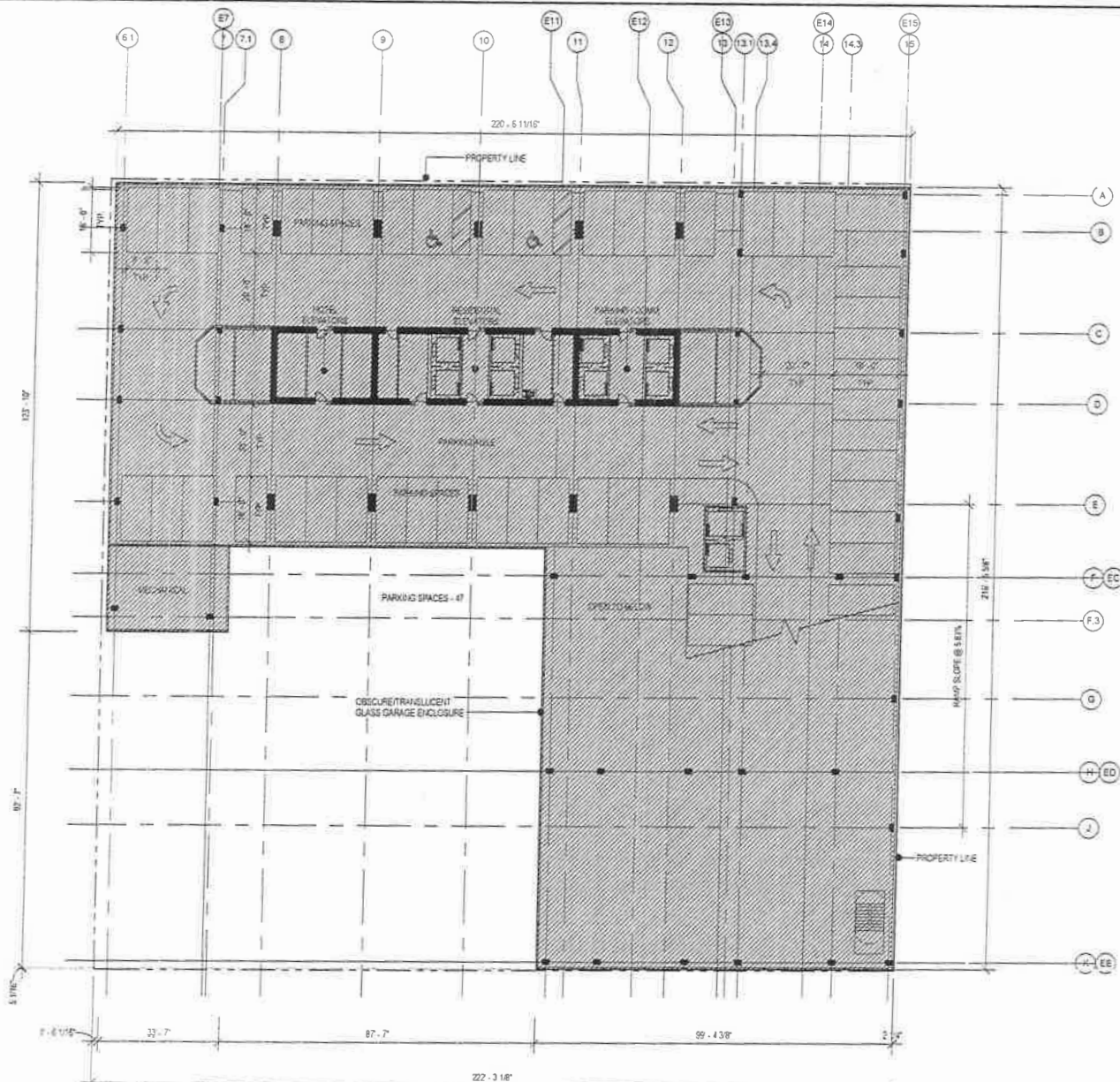
Level	Type	Count
Level 4	Accessible	2
Level 4	Standard	50
Level 5	Accessible	2
Level 5	Standard	57
Level 6	Accessible	2
Level 6	Standard	50
Level 7	Accessible	2
Level 7	Standard	45
Grand Total		200

Standard Total 200
 Accessible Total 6
 Van Accessible Total 2
 Total 208



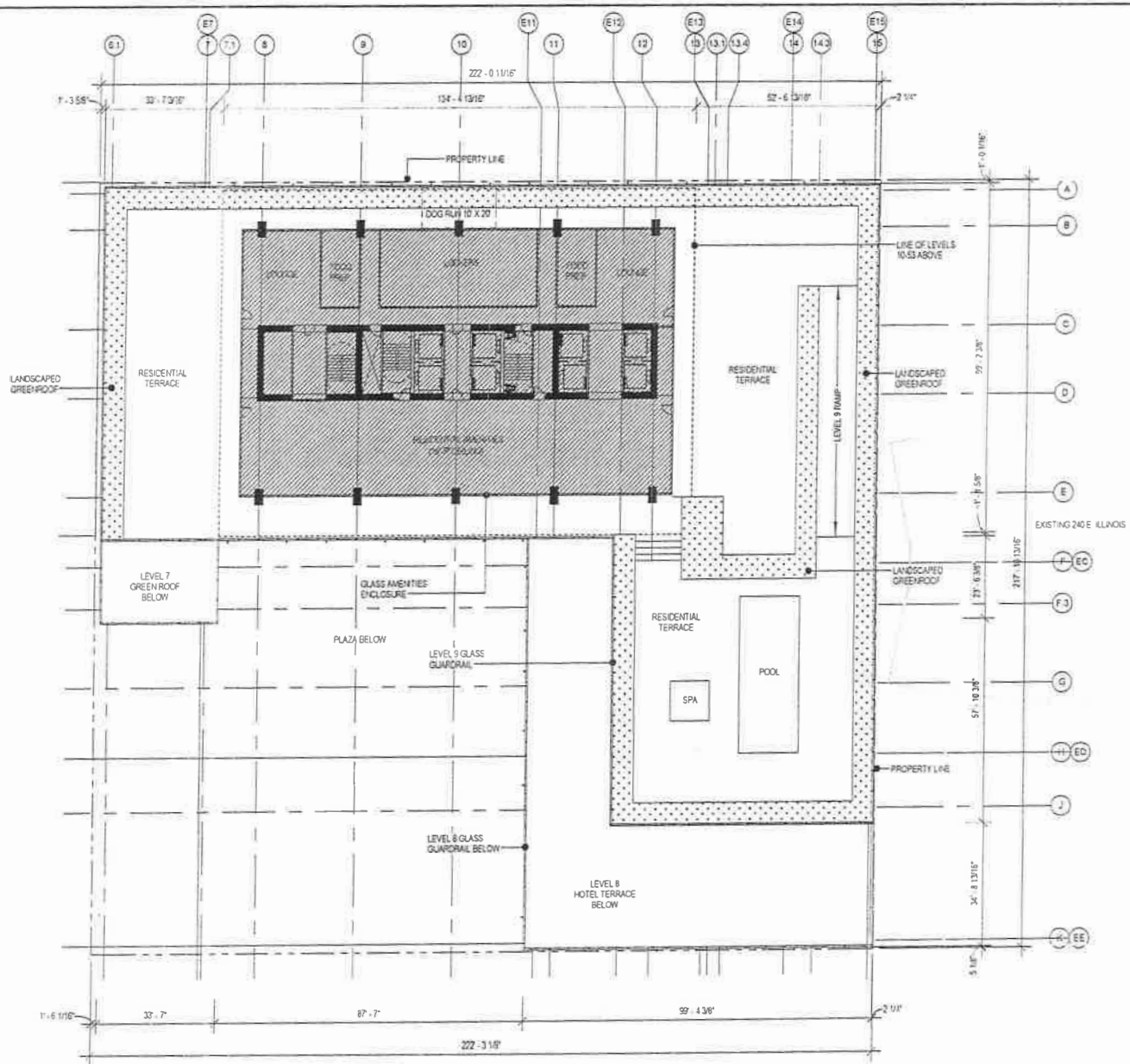
OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glenview, IL 60022 - 847-835-8400



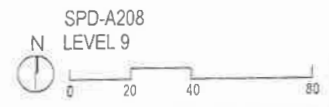
SPD-A207
 N
 LEVEL 6 - PARKING

OPTIMA CHICAGO CENTER II
 Optima Inc, 630 Vernon Ave, Glencoe, IL 60022-847-835-8400



optima

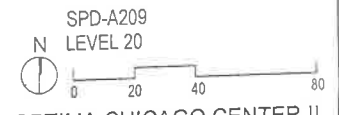
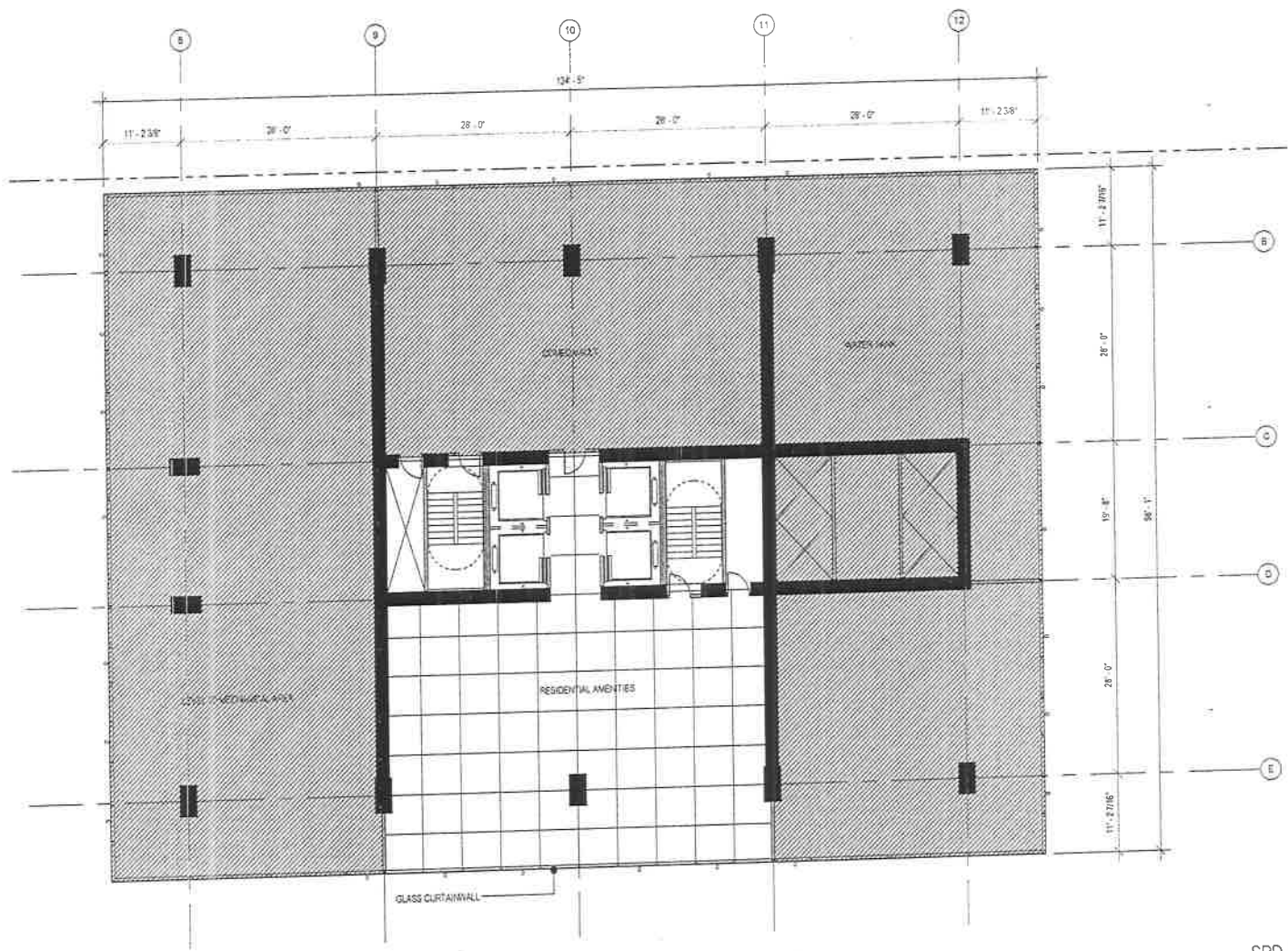
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SPD-A208
LEVEL 9

OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glenview, IL 60022 - 847-835-8400

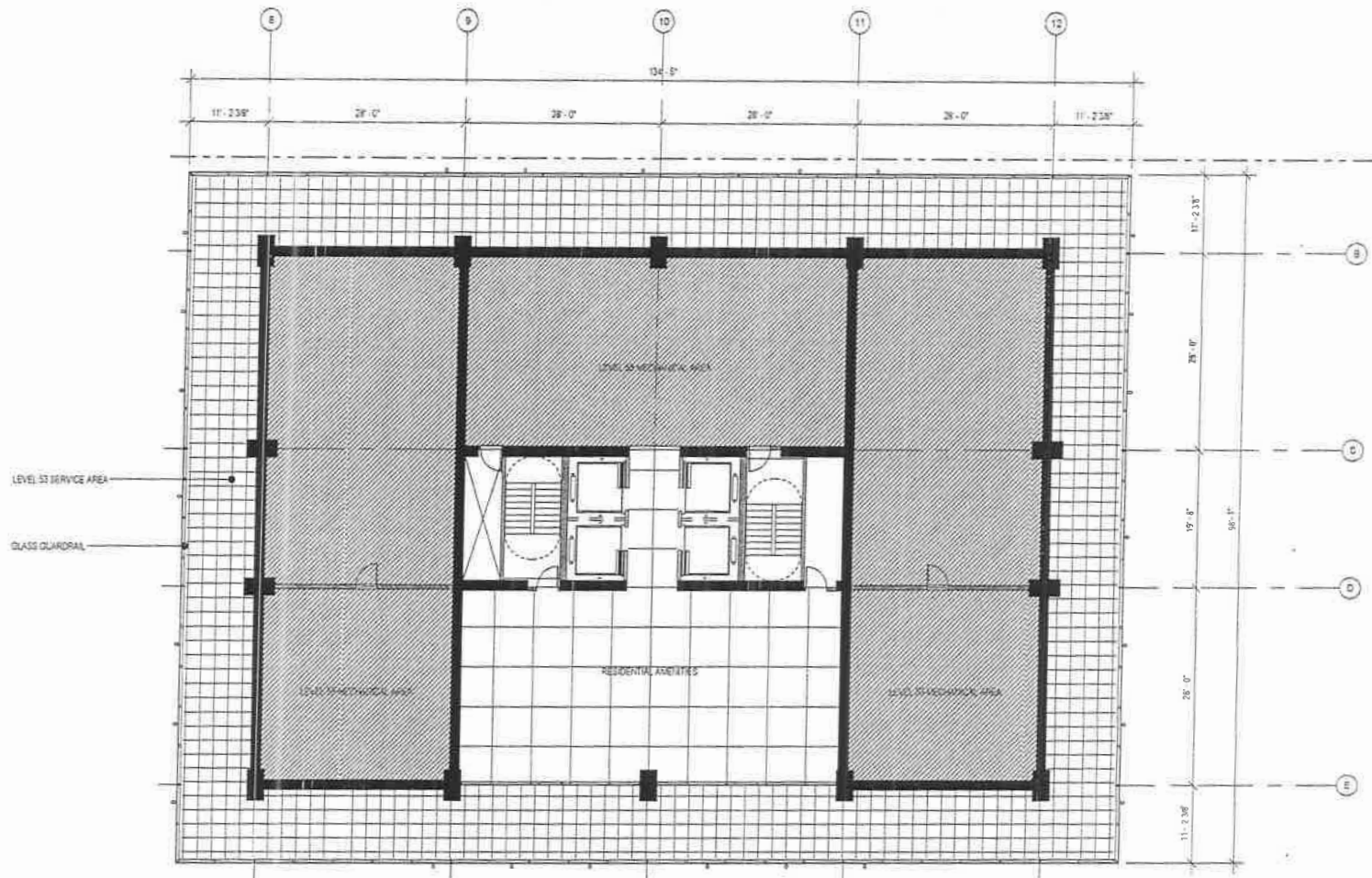


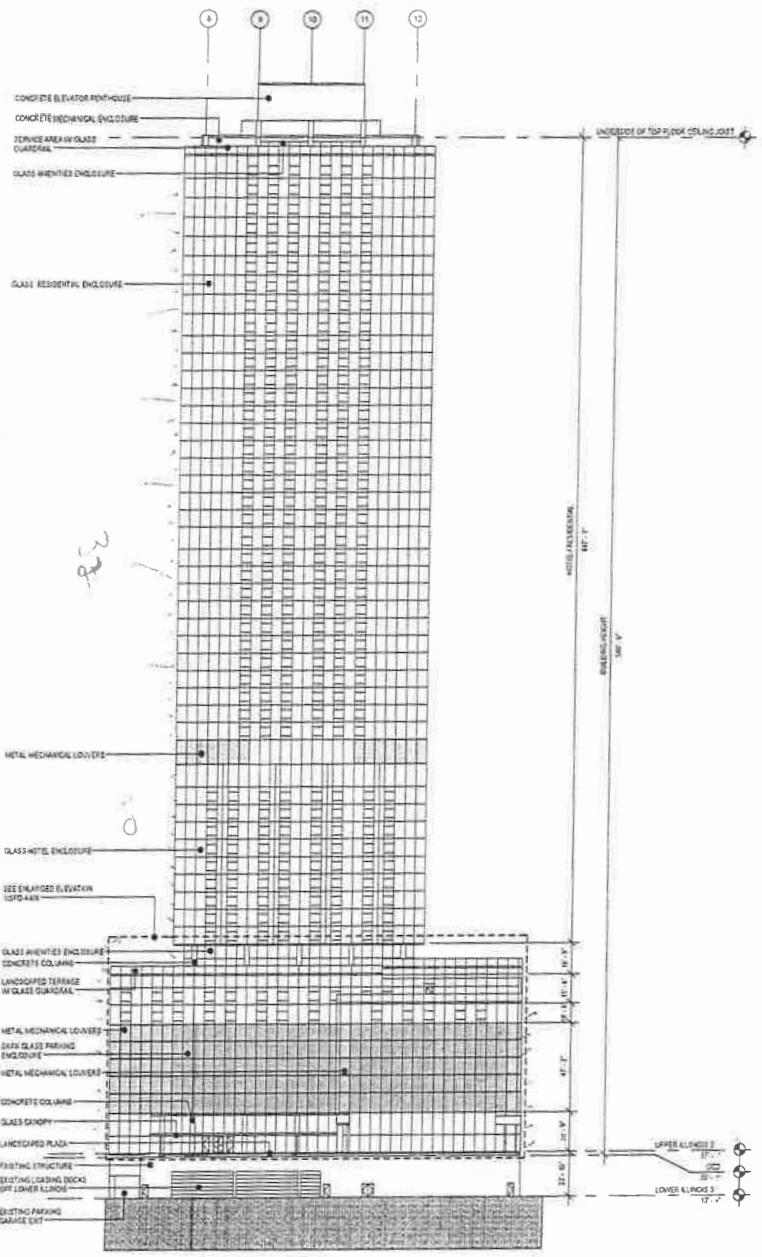
OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glencoe, IL 60022 - 847-835-8400

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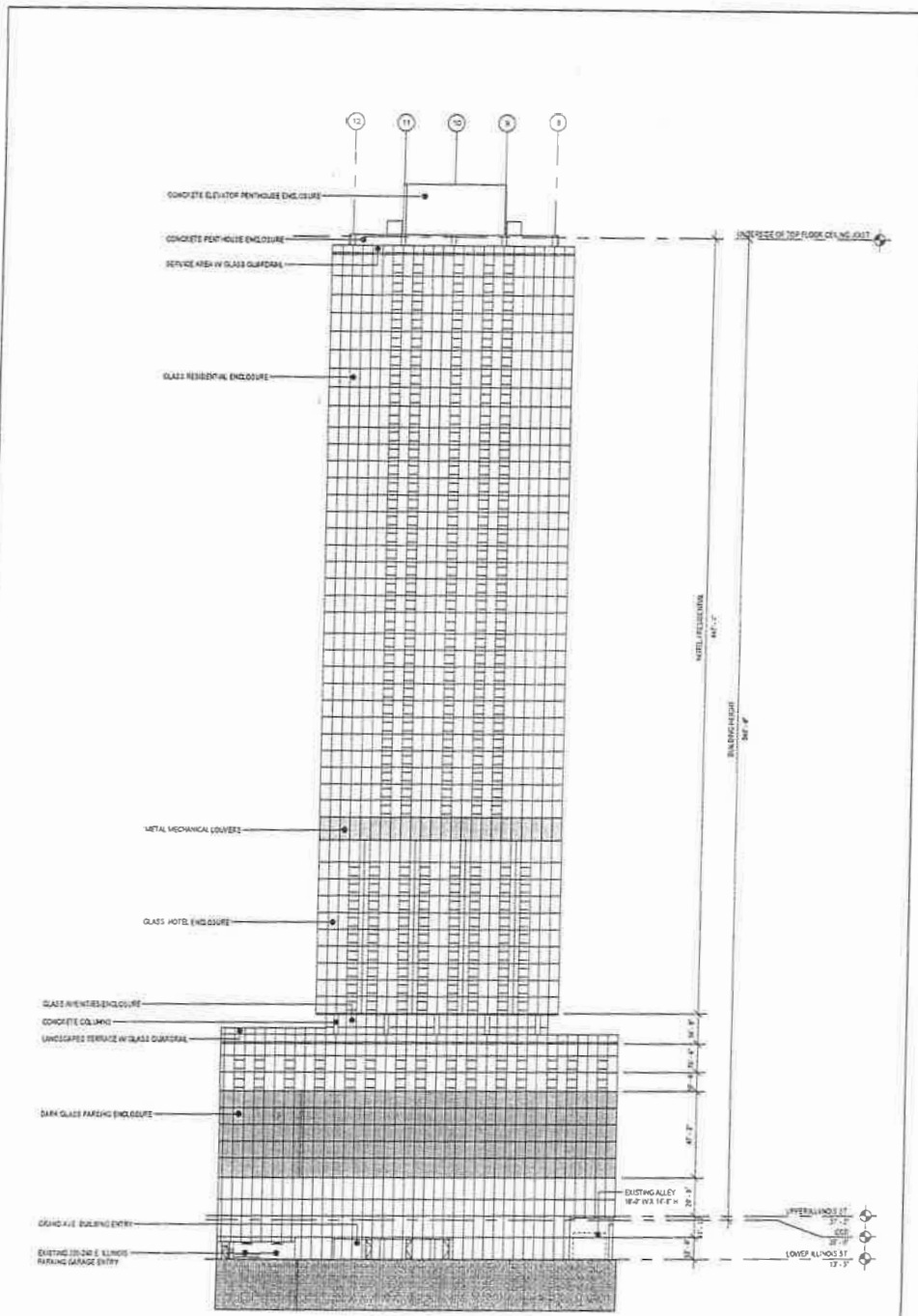


SPD-A401
SOUTH ELEVATION

0 20 40 80
OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glenview, IL 60022-547-825-8400

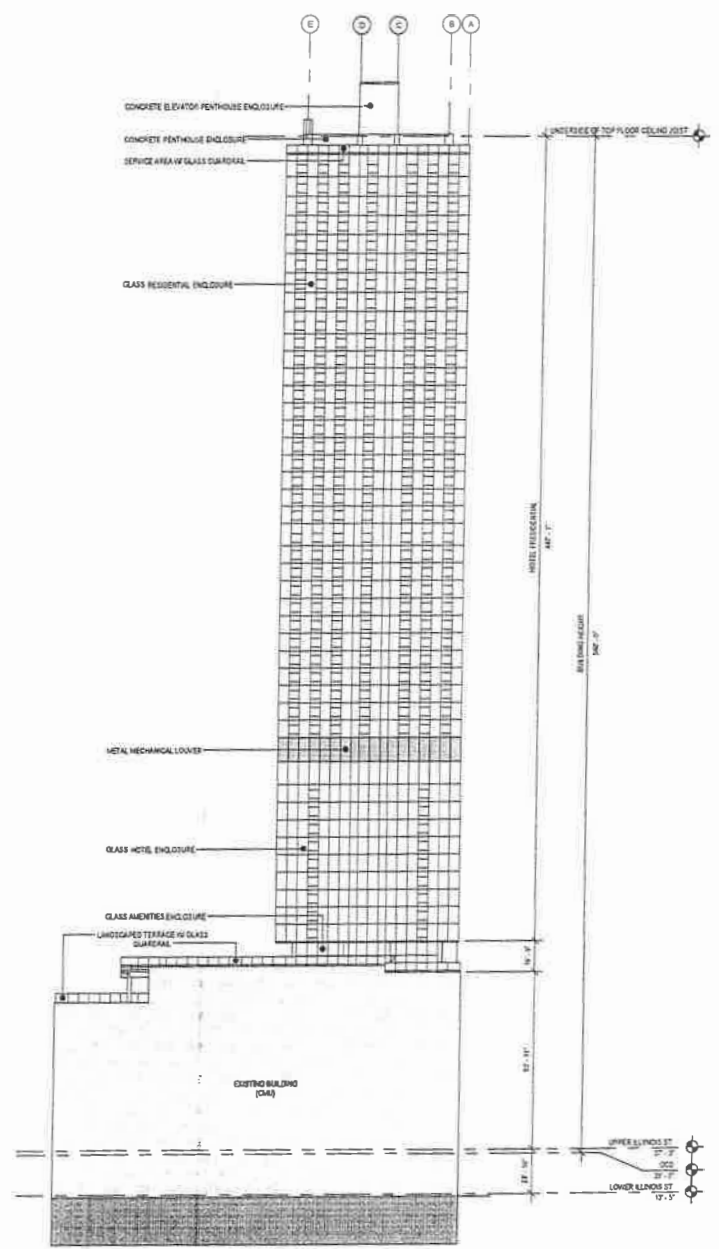
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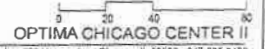
SPD-A402
NORTH ELEVATION

OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glenview, IL 60022 - 847-835-8400

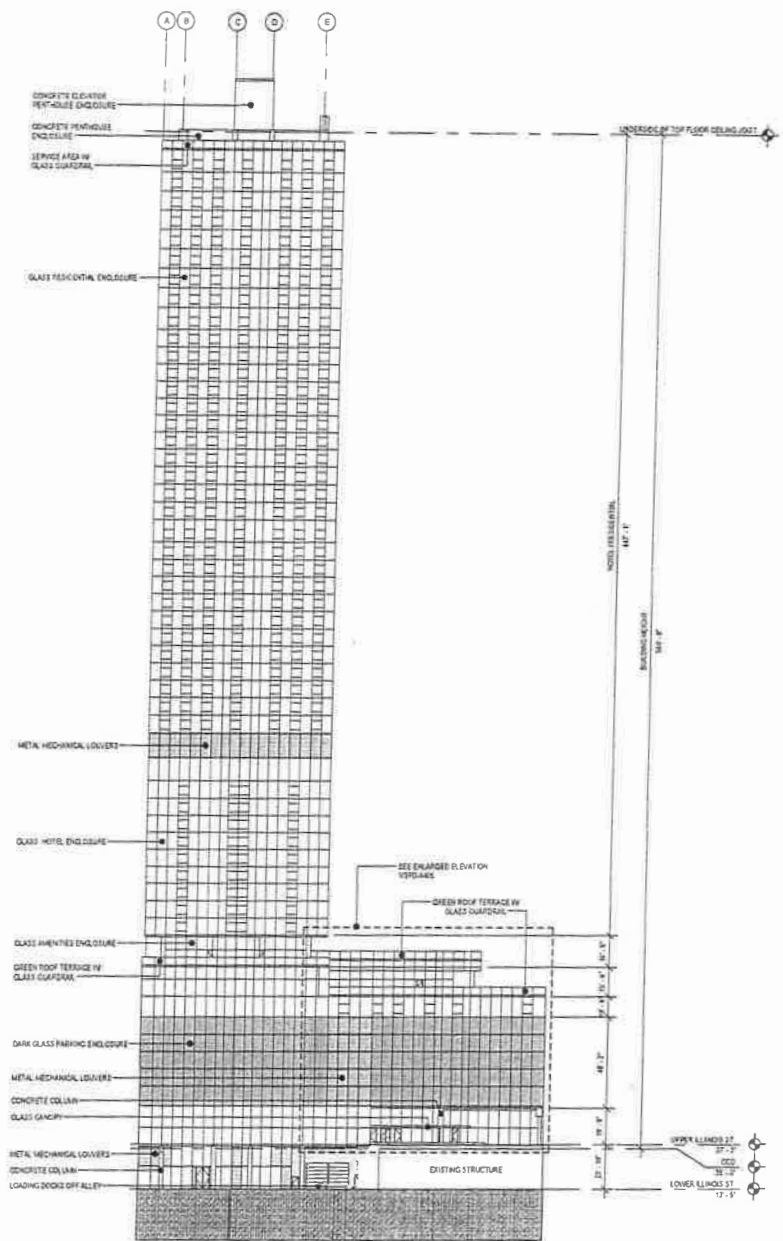


SPD-A403
EAST ELEVATION



Optima Inc. 600 Vernon Ave. Glenview, IL 60022 - 847-835-8400

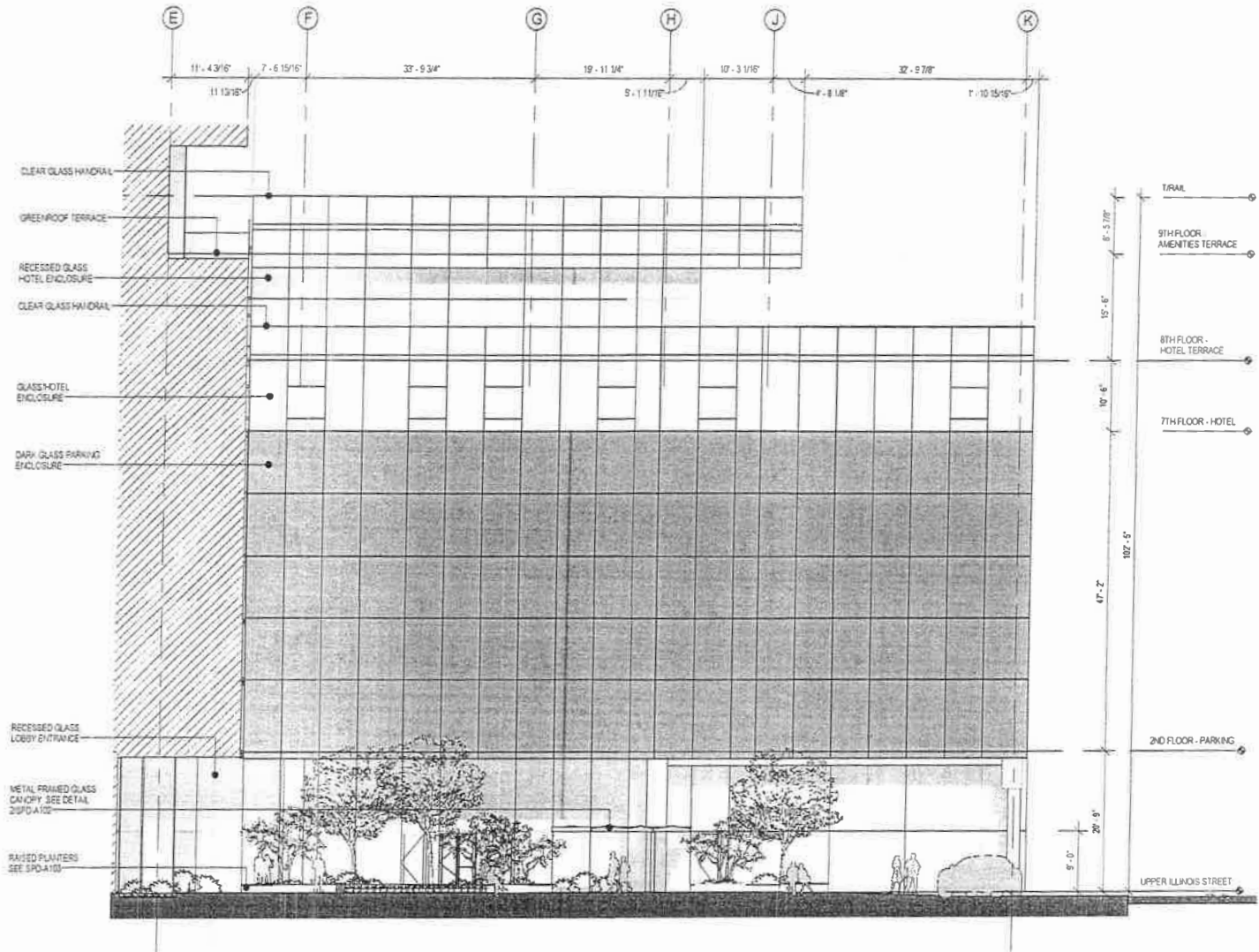
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SPD-A404
WEST ELEVATION



OPTIMA CHICAGO CENTER II
Optima Inc. 630 Vernon Ave. Glenview, IL 60022 - 847-835-8400



optima

03/10/14

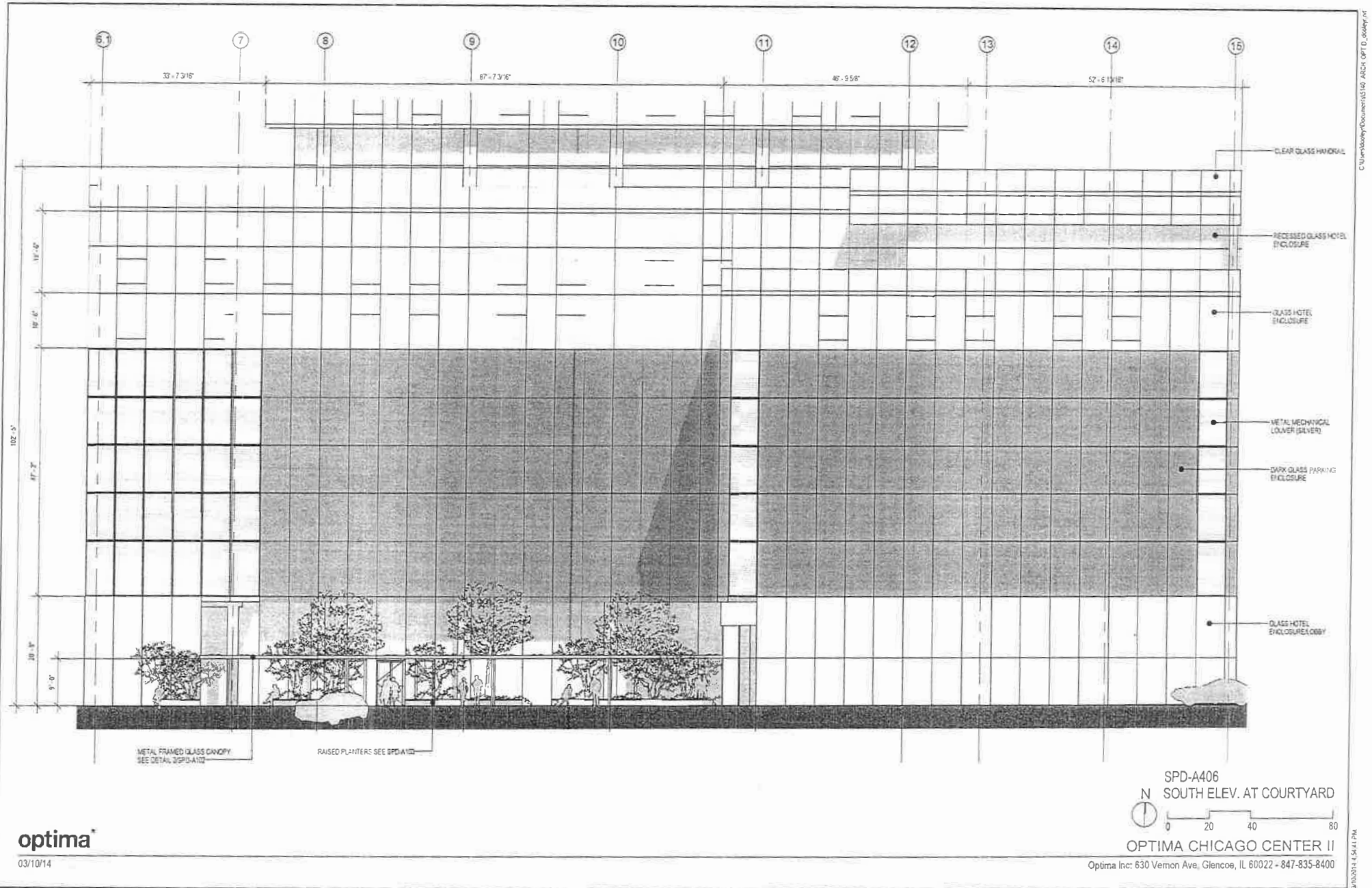
SPD-A405
N WEST ELEV. HOTEL ENTRANCE



OPTIMA CHICAGO CENTER II

Optima Inc. 630 Vernon Ave. Glenview, IL 60022 • 847-835-8400

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optima

03/10/14

SPD-A406
 N SOUTH ELEV. AT COURTYARD
 0 20 40 80

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 Optima Inc: 630 Vernon Ave. Glencoe, IL 60022 - 847-835-8400

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DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
CITY OF CHICAGO

November 2, 2012

John J. George
Daley and George, Ltd.
Two First National Plaza, Suite 400
20 South Clark Street
Chicago, IL 60603-1835

Re: Administrative Relief request for Residential Business Planned Development No. 368 Sub-Area B, Parcel 7 and 7A, Proposed hotel at 455 North Park Drive

Dear Mr. George:

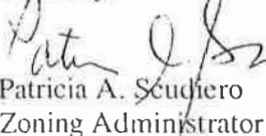
Please be advised that your request for a minor change to Residential Business Planned Development No. 368, as amended, has been considered by the Department of Housing and Economic Development pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development ("PD").

You are requesting, on behalf of the property owner, New West Park LLC (the "Applicant"), to decrease the amount of hotel meeting space from 26,000 square feet to 20,470 square feet and a corresponding reduction from 11 hotel parking spaces to 6 spaces. The space which was to be used for the additional parking shall be used for a larger tenant storage area, bicycle storage and repair area. The following drawings, prepared by Solomon Cordwell Buenz, and dated October 19, 2012, shall be inserted into the main file: Level 1 Floor Plan-Hotel Lobby and Main Ballroom, Level 2 Floor Plan-Residential Lobby & Meeting Rooms, Level B1-Floor Plan-Hotel BOH & Parking, and Level B2-Floor Plan-Parking.

With regard to your request, the Department of Housing and Economic Development has determined that allowing these reductions will not create an adverse impact on the Planned Development or surrounding neighborhood, will not result in an increase in the bulk or density, and will not change the character of the development, and therefore, would constitute a minor change.

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, I hereby approve the foregoing minor change, but no other changes to this Planned Development. **This minor change is valid for 12 months from the date of this letter unless action to implement the minor change is commenced within such time period and thereafter diligently pursued to completion, including, if applicable, construction consistent with the minor change as authorized by a building permit. If action to implement the minor change, including construction, does not begin within the time set forth, or does not proceed with reasonable diligence, then the approval will lapse and become null and void.**

Sincerely,


Patricia A. Scudiero
Zoning Administrator

C: Mike Marmo, Erik Glass, Main file



DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
CITY OF CHICAGO

August 31, 2012

Donna J. Pugh
Foley & Lardner LLP
321 North Clark Street
Suite 2800
Chicago, IL 60654-5313

**Re: REVISED Administrative Relief request for Residential Business Planned
Development No. 368 Sub area D, Pedestrian circulation between McClurg Court
Boulevard and New Street**

Dear Ms. Pugh:

Please be advised that your request for a minor change to Residential Business Planned Development No. 368, as amended, has been considered by the Department of Housing and Economic Development pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development ("PD").

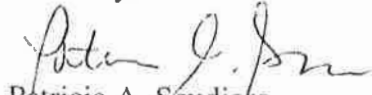
You are requesting, on behalf of the property owner, City View Condominium Association, ("City View"), located at 440 N. McClurg Court, to eliminate the pedestrian circulation from McClurg Court Boulevard to the pedestrian connection that spans New Street. The circulation was to be provided to the public after the pedestrian bridge above New Street was open, however, the once proposed pedestrian bridge will no longer be built. In addition, as a result of this circulation requirement, City View has experienced security and maintenance issues. In lieu of the pedestrian circulation, City View will provide landscaping improvements along the entire length of New Street as shown on the attached.

With regard to your request, the Department of Housing and Economic Development has determined that allowing the elimination of the above-referenced pedestrian connection will not create an adverse impact on the Planned Development or surrounding neighborhood, will not result in an increase in the bulk or density, and will not change the character of the development, and therefore, would constitute a minor change.

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, I hereby approve the foregoing minor change, but no other changes to this Planned Development.

This minor change is valid for 12 months from the date of this letter unless action to implement the minor change is commenced within such time period and thereafter diligently pursued to completion, including, if applicable, construction consistent with the minor change as authorized by a building permit. If action to implement the minor change, including construction, does not begin within the time set forth, or does not proceed with reasonable diligence, then the approval will lapse and become null and void.

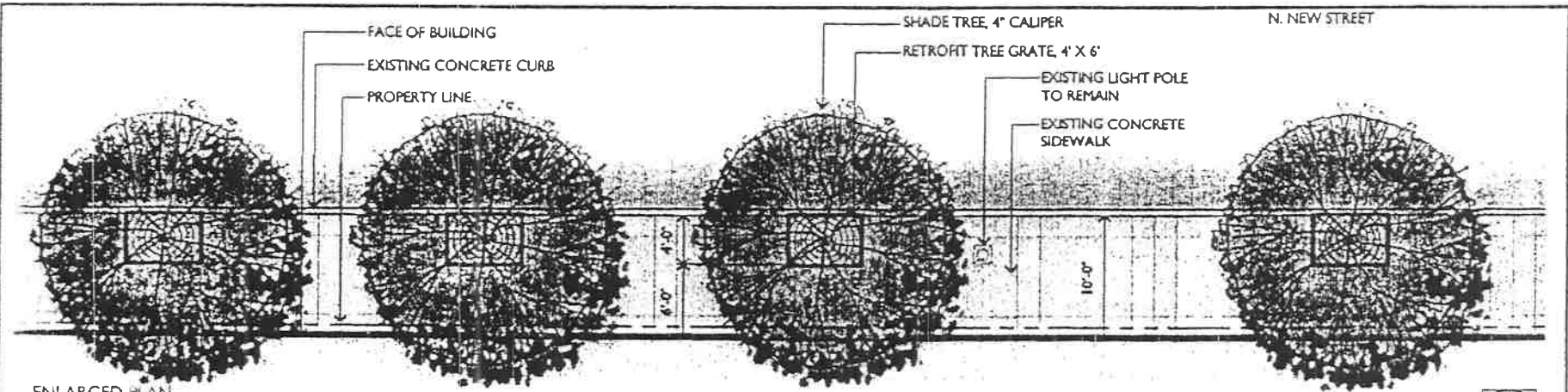
Sincerely,



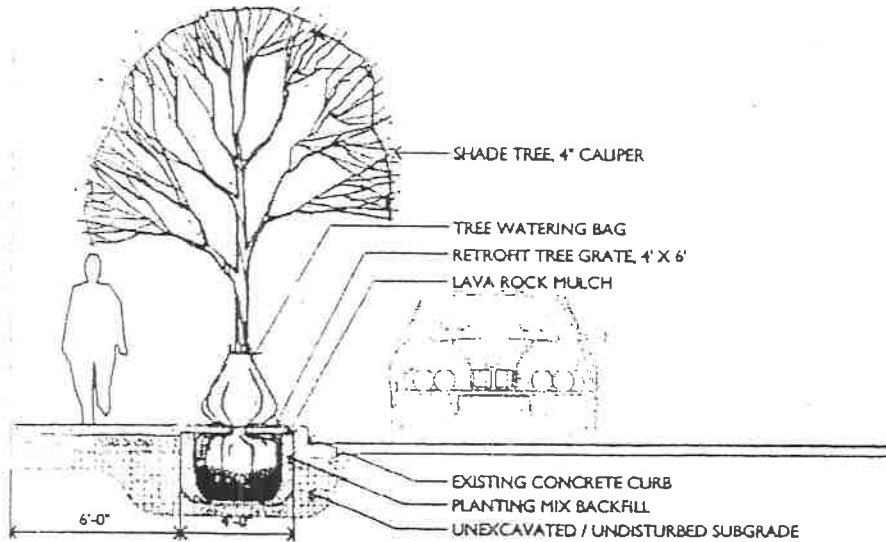
Patricia A. Scudiero
Zoning Administrator

PAS: HG: tm

C: Mike Marmo, Erik Glass, Main file



ENLARGED PLAN
 SCALE: 1/8" = 1'-0"



SECTION
 SCALE: 1/4" = 1'-0"



DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
CITY OF CHICAGO

August 20, 2012

Donna J. Pugh
Foley & Lardner LLP
321 North Clark Street
Suite 2800
Chicago, IL 60654-5313

**Re: Administrative Relief request for Residential Business Planned Development No. 368
Sub area D, Pedestrian circulation between McClurg Court Boulevard and New
Street**

Dear Ms. Pugh:

Please be advised that your request for a minor change to Residential Business Planned Development No. 368, as amended, has been considered by the Department of Housing and Economic Development pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development ("PD").

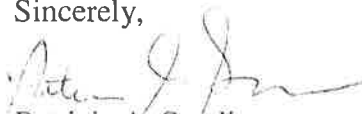
You are requesting, on behalf of the property owner, City View Condominium Association, ("City View"), located at 440 N. McClurg Court, to eliminate the pedestrian circulation from McClurg Court Boulevard to the pedestrian connection that spans New Street. The circulation was to be provided to the public after the pedestrian bridge above New Street was open, however, the once proposed pedestrian bridge will no longer be built. In addition, as a result of this circulation requirement, City View has experienced security and maintenance issues. In lieu of the pedestrian circulation, City View will provide landscaping improvements along the entire length of New Street as shown on the attached. Also, to avoid confusion, please replace any existing gates with a fence and remove any identification which indicates the existence of a pedestrian connection.

With regard to your request, the Department of Housing and Economic Development has determined that allowing the elimination of the above-referenced pedestrian connection will not create an adverse impact on the Planned Development or surrounding neighborhood, will not result in an increase in the bulk or density, and will not change the character of the development, and therefore, would constitute a minor change.

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, I hereby approve the foregoing minor change, but no other changes to this Planned Development.

This minor change is valid for 12 months from the date of this letter unless action to implement the minor change is commenced within such time period and thereafter diligently pursued to completion, including, if applicable, construction consistent with the minor change as authorized by a building permit. If action to implement the minor change, including construction, does not begin within the time set forth, or does not proceed with reasonable diligence, then the approval will lapse and become null and void.

Sincerely,



Patricia A. Scudiero
Zoning Administrator

PAS: HG: tm

C: Mike Marmo, Erik Glass, Main file

6/6/2012

REPORTS OF COMMITTEES

28867

17419

Reclassification Of Area Shown On Map No. 1-E.
(As Amended)
(Application No. 17419)
(Common Address: 320 E. Upper North Water St.)

R B P D 368, ad

[SO2012-603]

Be It Ordained by the City Council of the City of Chicago:

SECTION 1. That the Chicago Zoning Ordinance be amended by changing all the Residential Business Planned Development Number 368 symbols and indications as shown on Map Number 1-E in the area bounded by:

a line 150 feet east of and parallel to North St. Clair Street; East Grand Avenue; North Lake Shore Drive; the centerline of Ogden slip to a point 439.74 feet east of North Lake Shore Drive, the centerline of the turning basin; the north bank of the Chicago River and the line thereof extended eastward where said bank does not exist; North Michigan Avenue; East North Water Street; North St. Clair Street (as now located); East Illinois Street; North St. Clair Street; and the alley next south of East Grand Avenue,

to the designation of Residential-Business Planned Development Number 368, as amended, which is hereby established in the area above described, subject to the provisions at the Plan of Development herewith attached and made a part thereof and to no others.

SECTION 2. This ordinance shall be in force and effect from and after its passage and due publication.

Plan of Development Statements referred to in this ordinance read as follows:

Residential-Business Planned Development No. 368, As Amended.

Plan Of Development Statements.

1. The area delineated herein as "Residential-Business Planned Development Number 368", as amended, consists of approximately 1,494,256 square feet or 34.30 acres (exclusive of public rights-of-way and dedicated public open space) of real property as shown on the attached Planned Development Boundary Map (the "Property").
2. This plan of development consists of these twenty-one (21) statements and the following exhibits: Bulk Regulations and Data Table for the entire Planned Development; an Existing Zoning Map; Planned Development Boundary and Subareas Map; Development Parcels Map; Maximum Height Zones; Existing and Planned Open

Spaces; Pattern of Vehicular Roadways; and Recommended Traffic Improvements. These and no other zoning controls shall apply to the area delineated herein. This plan of development is in conformity with the intent and purpose of the Chicago Zoning Ordinance and all requirements hereof, and satisfies the established criteria for approval as a planned development. In any instance where a provision of the planned development conflicts with the Chicago Building Code, the Building Code shall control.

Shelbourne North Water Street, LP (the "Developer of Parcel E.3") owns or controls Subparcel E.3 within this planned development. This plan of development consists of the following exhibits related to the development of Subparcel E.3: Site Landscape Plan; DuSable Landscape Plan; Ground Floor Plan Overview; Lower Lake Shore Drive Plan Overview; Building Elevations; South Building Elevation; Partial Enlarged South Elevation; Partial East/West Site Section; Partial Enlarged East Elevation; North/South Site Section at Lake Shore Drive; North/South Tower and Parking Section; East/West Parking Section; North/South Overview Section; and Lake Front Trail Alignment Alternate 1 and Alternate 2.

New Water Park, LLC (the "Applicant") owns or controls Subarea B Parcels 7 and 7A within this planned development. This plan of development consists of the following exhibits related to the development of Subarea B Parcels 7 and 7A: Bulk Regulations and Data Table; an Existing Zoning Map; Existing Land-Use Map; a Planned Development Boundary and Subareas Map; Development Parcel Map; View Corridor Program; Overall Site Plan; Lower East North Water Street Plan, North Park Drive Street Plan, North Park Drive Wayfinding Plan; Upper East North Water Street Plan; Upper East North Water Street Wayfinding Plan; Terrace Level Plan; Landscape Plan; Green Roof Plan; Overall Section A Plan and Partial North Elevation; West Elevation at tower and Partial North/South Section B Plan; Building Elevations (North, South, East and West) prepared by Solomon Cordwell Buenz dated May 24, 2012.

3. The current property owner or an authorized agent shall obtain all required reviews, approvals, licenses and permits in connection with this plan of development. The dedication or vacation of any streets or alleys shall require a separate submittal and approval by the City Council.
4. The requirements, obligations and conditions contained within this planned development shall be binding upon the Applicant, its successors and assigns (including any condominium association which is formed) and, if different than the Applicant, the legal titleholders and any ground lessors. All rights granted hereunder to the Applicant shall inure to the benefit of the applicant's successors and assigns (including any condominium association which is formed) and, if different than the Applicant, the legal titleholder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the property, at the time applications for amendments, modifications or changes (administrative, legislative or otherwise) to this planned development are made, shall be under single ownership or under single designated control. Subject to the subarea/subparcel control provisions

of Section 17-8-0400 of the Chicago Zoning Ordinance, 'single designated control for purposes of this paragraph shall mean that any application to the City for any amendment to this planned development or any other modification or change thereto (administrative, legislative or otherwise) shall be made or authorized by the Equitable Life Assurance Society of the United States or all its successors and assigns as zoning control party for property located west of Columbus Drive, and by all the successors and assigns to the Chicago Dock and Canal Trust, as zoning control parties for the property located east of Columbus Drive. The board of directors of any condominium association shall represent individual condominium owners.

5. Several subareas are delineated on the attached planned development Subarea Map for the purposes of establishing use and density controls in connection with this Plan of Development. Uses permitted below +35 feet Chicago City Datum plus or minus 6 feet in respect of design conditions ("Plaza Level") shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification; uses permitted at and above the Plaza Level in the area hereinbefore defined shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification, except that in that part of the subject area lying within 200 feet of North Michigan Avenue uses shall be in general conformity with the Permitted and Special Uses of the DX-16, Downtown Mixed-Use District classification; uses permitted where no Plaza Level exists shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District Classification. Earth station receiving and transmitting dishes, microwave relay dishes and transmitting or receiving dishes shall be permitted. Residential support services, physical fitness/indoor recreation center, and small venue theater are expressly permitted in Subparcel E.3. Non-accessory parking shall be a permitted use in Subarea F only. Underground accessory parking related to the improvements constructed upon Subparcel E.3 shall be a permitted use in Subparcel E.2. All other controls and regulations set forth herein are made applicable within the general application of this statement. Uses permitted in DuSable Park (Subparcel E.1) shall be recreational and related uses including but not limited to marinas; tennis courts; and similar facilities. Temporary staging of construction materials and related equipment shall be a permitted use in Subparcel E.1 subject to the review and approval of the Commissioner of the Department of Planning and Development and the Chicago Park District. Daycare and other community-oriented uses are expressly permitted and strongly encouraged in all areas of the planned development. Agreement on how space for a minimum of one new daycare center shall be provided within Subareas B, D or Subparcel E.3 to service new residents and employees of those subareas must be submitted and approved by the Department of Planning and Development prior to the issuance of any Part II approval for any improvement on Parcels P1, P3, P7, P7A, P8, P18, or P19.
6. For purposes of Floor Area Ratio ("FAR") calculations, the definitions in the Chicago Zoning Ordinance shall apply, with the following exceptions: (1) in Subarea B, grade

- is herein established as the curb level of the building entrance on upper East North Water Street plus or minus 6 feet in respect of design conditions; (2) space devoted to heating, ventilation, and air-conditioning equipment shall not be included in FAR regardless of location.
7. Any service drives or other ingress or egress lanes shall be adequately designed and paved in accordance with the regulations of the Chicago Department of Transportation and in compliance with the Municipal Code of the City of Chicago to provide ingress and egress for motor vehicles, including emergency vehicles. Fire lanes shall be adequately designed and paved in compliance with the Municipal Code of the City of Chicago and shall have a minimum of 20 feet to provide ingress and egress for emergency vehicles. There shall be no parking within established fire lanes. Closure of all or part of any public streets or alleys during demolition or construction shall be subject to the review and approval of the Chicago Department of Transportation. All work proposed in the Public Way must be designed and constructed in accordance with the Chicago Department of Transportation Construction Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago.
 8. Off-street parking and loading facilities shall be provided in compliance with this plan of development, subject to the review of the Chicago Department of Transportation and approval by the Department of Housing and Economic Development. All parking spaces required to serve buildings or uses shall be located on the same parcel as the building or use served, or (i) if a residential use, within 600 feet walking distance, or (ii) if a non-residential use, within 1,200 feet walking distance. Parking to serve uses in Subarea E.1 or E.3 may be located underneath or west of Lake Shore Drive.
 9. Business and business identification signs shall be permitted within the planned development subject to the review and approval of the Department of Housing and Economic Development and to the conditions of Statement 11(e). Off-premises signage is prohibited. Temporary signs such as construction and marketing signs may be permitted subject to the aforesaid approvals. Signage for retail and movie theater uses is a special concern. A general signage plan indicating the locations and dimensions of signage for these uses, including all interior signage which is visible from public streets, shall be submitted prior to Part II approval in accord with Statement 16 hereof (Site Plan Review).
 10. The height of buildings within the planned development and any appurtenance attached thereto shall be subject to the limitations on the attached exhibit labeled "Maximum Height Zones". Where maximum height zones have been established, building height shall be defined as follows:

"Building height" is the vertical distance from the curb level, grade, or its equivalent, opposite the center of the front of a building to the highest point of the under side of the ceiling beams of the highest habitable floor, in the case of a flat roof; to the deck line of a mansard roof; and, to the mean level of the under side of the rafters between

the eaves and the ridge of a gable, hip or gambrel roof. For the purpose of determining height in Subarea B Parcels 7 and 7A, grade is herein established as the curb level of the building entrance on upper East North Water Street plus or minus 6 feet in respect of design conditions. (For the purpose of determining height, building tops of the other configurations may be considered to be the type described herein which most closely approximates the shape of the proposed design). However, in no case shall the "actual" height of a building exceed the "maximum height" by more than 65 feet.

11. The improvements on individual development sites shall be designed, constructed and maintained in accordance with the exhibits attached hereto and the following general design standards:
 - (a) Buildings along Lake Shore Drive shall be designed to minimize building mass directly facing the Drive. The base along Lake Shore Drive of any such structure shall be limited to the height of Lake Shore Drive. The tower of such structures shall be set back a minimum of 40 feet from Lake Shore Drive although encroachments into such setback area for design reasons may be allowed by the Commissioner of Planning and Development as a minor change pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance. This 40 foot setback area shall be heavily landscaped with trees and other greenery so as to be visible from the drive.
 - (b) Landscaping of buildings at terraces, rooftops, and balconies shall be provided wherever possible and appropriate. Buildings shall be designed with upper level architectural features that are lit at night wherever possible. Mechanical equipment on rooftops shall be screened with quality materials, and made a feature of the building design, where appropriate. Notwithstanding any statement to the contrary, this planned development shall be subject to the provisions of Chapter 17-11 of the Chicago Zoning Ordinance governing landscaping and screening. In any instance where a provision of this planned development conflicts with landscape and screening provisions of the Chicago Zoning Ordinance, the Chicago Zoning Ordinance shall control. Nothing in this planned development is intended to waive the applicability of the landscape and screening provisions of the Chicago Zoning Ordinance.
 - (c) Buildings shall be setback from the property line, if necessary, to achieve a minimum of 12 feet, 6 inches (except the building column may be setback 10 feet, 0 inches in Subarea E-3 along Ogden Slip and the building located in Subarea B, Parcels 7 and 7A, may be located at the property line along North New Street, North Park Drive, Upper East North Water Street and Lower East North Water Street) in sidewalk width to accommodate street trees. No awnings, canopies, or other building projections shall be allowed that would interfere with street tree canopies except at entrances to hotels, residential entrances or movie theaters.

- (d) Building designs that reflect divisions into base, middle, and top, that have setbacks, cornice lines, changes in plane or materials, articulated surfaces, or other methods of reducing the scale and mass are encouraged. Preferred building materials shall be stone, manufactured stone, brick, finished metal such as stainless steel, or articulated pre-cast concrete in combination with glass at the base. Exposed structural concrete, dryvit or other stucco-like material, or reflective glass shall not be allowed. Materials of upper stories shall be similar to those of the lower; however, the level of detailing may be simplified.
- (e) Buildings shall be designed with clearly delineated signage bands. The quality and amount of signage shall be strictly controlled. The total square footage displayed on any building shall be limited to no more than six (6) times the street frontage on any given street. Preference shall be given to pin-mounted back lit signs with individual letters that are externally lit. Signs behind glass that are visible from the sidewalk shall count toward the permitted sign area. The area of a sign that consists of individual letters shall be measured by drawing a box around the letters. Graphic images which depict tenant logos or products or which may otherwise be construed as advertising shall count as signage in their entirety. Signage on awnings shall be allowed on the valance only, with a maximum of 5-inch high letters limited to tenant identification or logos only. No electronic moving message board signs shall be allowed. Rooftop signs shall be prohibited.
- (f) No new surface parking lots, except interim lots approved by the Commissioner of Housing and Economic Development, shall be allowed. No surface parking lot shall be allowed on the 70,000 square foot Kraft park site in Subarea F, except for that area not contained within any interim park. The maximum effort shall be made to contain parking in below-ground structures. Above-grade parking structures shall be enclosed, fronted by habitable space, or otherwise designed so as to have a similar appearance to habitable spaces in terms of finish materials, the shape and scale of openings, and the screening of ramps, car lights and ceiling fixtures. Any parking structures facing the Chicago River must be fronted by habitable space or completely enclosed and well articulated at all levels. The first floor of all structures facing Illinois Street, Grand Avenue, McClurg Court, Park Drive, or Columbus Drive shall maximize space with active uses such as retail, daycare, restaurants, et cetera. Parking structures shall also contain provisions for planting at the base, the roof, or at mid-height ledges.
- (g) Loading docks shall be concealed from public view through screening or landscaping. Curb cuts for loading docks shall be minimized.
- (h) The new roadway structure at upper level Illinois Street shall be finished in highly articulated stone, pre-cast concrete, or other quality material, with particular attention given to views of the structure from Columbus Drive. Terraced planting, pedestrian lighting, decorative railings, banners, and other features shall be used

to create a major pedestrian amenity. A major water feature shall be installed at the intersection of upper-level Illinois Street and the NBC Plaza. The underside of upper Illinois shall be appropriately lit, structural columns shall be covered, and other elements shall be added to create a safe, well-lit connection to Michigan Avenue.

- (i) The completion of the riveredge esplanade shall be required of the developers of Parcels 14 and 16, and Parcel 18. Such public spaces shall be developed with the same quality and character of amenities as the existing esplanade adjacent to these areas. In addition, the developer of Parcel 18 shall be responsible for the development of pedestrian access to DuSable Park under Lake Shore Drive. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river esplanade. All plans for pedestrian access to DuSable Park from Parcel 18 shall be subject to detailed review and approval by the Department of Housing and Economic Development before the issuance of any superstructure Part II approval letters.
- (j) The developer of Parcel 19 shall develop the following public improvements indicated on Exhibit 6 Existing and Planned Open Spaces concurrently with the development of Parcel 19: a pedestrian walkway from East North Water Street to Ogden Slip and an extension of the Ogden Slip promenade to Lake Shore Drive. The pedestrian walkway from East North Water Street to Ogden Slip shall be developed with the same quality and character of amenities as the existing walkway from the River Esplanade to East North Water Street. The extension of the Ogden Slip promenade shall be developed with the same quality and character of amenities as the existing promenade adjacent to it. In the event that DuSable Park is developed before Parcel 19 is developed, the owner(s) of Parcel 19 shall construct and maintain a temporary pedestrian connection along the slip. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of 20 feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the slip edge and on the side adjacent to Parcel 19. The design of these improvements shall be subject to the approval of the Commissioner of Housing and Economic Development.

In addition, pedestrian access along Ogden Slip under Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The owner(s) of Parcel 19 shall be solely responsible for the cost of improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the Ogden Slip promenade. However, if Parcel 19 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 19 shall, at the time of application for superstructure Part II, place in

escrow money equivalent to the cost of constructing such a connection, as determined by the Commissioner of the Department of Planning and Development, unless an agreement between the Developer of Parcel E.3 and the Chicago Park District as referenced in Statement Number 11(m) below provides otherwise.

All plans for these improvements shall be subject to detailed review and approval by the Department of Planning and Development before the issuance of any Part II approval letters.

- (k) All improvements to be constructed within this planned development for which Part II approval letters are issued after the March 29, 2006 date of City Council approval of the amended planned development shall comply with the Department of Housing and Economic Development Building Green/Green Roof Matrix and the owners shall use best and reasonable efforts to design, construct and maintain all buildings located within this Planned Development in a manner generally consistent with the Leadership in Energy and Environmental Design Green Building Rating System (LEED). A dog-run shall be located within or adjacent to Subparcel E.3. As a result of the architectural design of the tower to be constructed within Subparcel E.3, a green roof is not feasible.
- (l) Pursuant to the Affordable Housing provision of the City of Chicago Zoning Ordinance, Title 17, Chapter 17-4-1004, et seq. ("Zoning Ordinance") Developer of Parcel E.3 has asked for an increase in the Floor Area Ratio of the Property. The Developer of Parcel E.3 hereby acknowledges that according to Section 17-4-1004D of the Zoning Ordinance, the total floor area devoted to affordable housing units must equal at least 25 percent of the total increase in floor area allowed under the Affordable Housing Bonus or a cash payment must be made to the City of Chicago Affordable Housing Opportunity Fund based on the increase in allowable floor area multiplied by 80 percent of the median cost of land per buildable square foot. Based on Section 17-4-1004D, the Developer of Parcel E.3 has agreed to provide a cash payment to the City of Chicago Affordable Housing Opportunity Fund in the amount of \$5,700,300.00. Prior to the issuance of permits, the Developer of Parcel E.3 will enter into an Affordable Housing Agreement with the Chicago Department of Housing or provide a letter of credit or other security device in an amount equal to the cash contribution. The Developer of Parcel E.3 must comply with all of the applicable sections of the Affordable Housing Provision of the Zoning Ordinance which sections are hereby incorporated into this planned development. The Affordable Housing Agreement required by Section 17-4-1004-E9 is also incorporated into this planned development.

Pursuant to the Off-Site Park and Open Space Contributions provision of the City of Chicago Zoning Ordinance, Title 17, Chapter 17-4-1018, et seq., the

Developer of Parcel E.3 has asked for an increase in the Floor Area Ratio of 2.16 FAR for the Property. The Developer of Parcel E.3 hereby acknowledges that according to Section 17-4-1018-C of the Zoning Ordinance, a cash payment must be made to the City of Chicago based on the increase in allowable floor area multiplied by 80 percent of the median cost of land per buildable square foot. Based on Section 17-4-1018-C, the Developer of Parcel E.3 has agreed to provide a cash payment to the City of Chicago in the amount of \$4,104,216.00. Prior to the issuance of permits, the Developer of Parcel E.3 will provide a letter of credit or other security device in an amount equal to the cash contribution. The Developer of Parcel E.3 must comply with all of the sections of the Off-Site Park and Open Space Contributions provisions of the Zoning Ordinance which sections are hereby incorporated into this planned development. The Off-Site Park and Open Space Contribution Agreement required by Section 17-4-1018-B3 is also incorporated into this planned development.

- (m) The Developer of Parcel E.3, the City of Chicago, and the Chicago Park District shall enter into an agreement relating, in part, to the responsibility for the design, funding and construction phasing of DuSable Park, the pedestrian connections to DuSable Park and the Lakefront Trail.
 - (n) The improvements contemplated for DuSable Park (Subparcel E.1) must be substantially completed by the Developer of Parcel E.3 prior to the issuance of Certificate of Occupancy for any dwelling unit exceeding the three hundredth (300th) dwelling unit constructed with Subparcel E.3.
12. Publicly dedicated improvements, including streets, sidewalks, transit and open space amenities shall be designed, constructed and maintained in accordance with the exhibits described in Statement 2 hereof and the "Cityfront Center Internal Design Standards: Section I: dated September 12, 1986.
13. The property owner(s) adjacent to the Chicago River shall develop a continuous pedestrian esplanade along the Chicago River's edge. Completion of the esplanade will occur as follows:
- (a) The east right-of-way line of McClurg Court to the west right-of-way line of Lake Shore Drive shall be improved concurrently with development of adjacent parcels south of east North Water Street (Parcels 14,16, and 18). In the event that DuSable Park is developed before Parcel 18 is developed, the owner(s) of Parcel 18 shall construct and maintain a temporary pedestrian connection along the river. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of 10 feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the river's edge and on the side adjacent to the development parcel. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development; and

- (b) The west right-of-way line of Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The owner(s) of Parcel 18 shall be solely responsible for improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river edge esplanade. However, if Parcel 18 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 18 shall, at the time of application for superstructure Part II, place in escrow money equivalent to the cost of constructing such a connection, as determined by the Commissioner of the Department of Planning and Development, unless an agreement between the Developer of Parcel E.3 and the Chicago Park District as referenced in Statement Number 11(m) above provides otherwise.
14. The Open Space Plan attached hereto (Exhibit 6) calls for a new 70,000 square foot park on Peshtigo Court, between Illinois Street and Grand Avenue. The owners of the adjacent development parcel (Parcel P21) shall be responsible for developing this new publicly-accessible park concurrently with Parcel 21. Permanent development of this park shall take place on top of an underground parking garage; however, should such development not be immediately feasible, a fully-appointed interim park shall be installed on the site until such time as the permanent park is constructed. This interim park shall be completed and open to the public by June 1, 2004, unless construction has started on permanent park and underground garage. The interim park may have an impermeable surface of asphalt or other material. The interim park is to be enclosed by a 5 foot decorative metal fence which is to be located in the approximate footprint of the Kraft building, except along North Peshtigo Court where the fence is to be setback 12 feet from the west curb of North Peshtigo Court. The interim park is to be no less than 50,000 square feet in size and is to be covered by at least 75 percent with landscape materials which may be located in raised planter boxes and other containers. The interim park shall be open to the public from sunrise to sunset. Within 45 days of the adoption and publication by City Council of this amendment to the planned development, the owner of the interim park site shall provide to the Commissioner a site plan for the interim park which complies with the provisions of this statement. The owner of the property on which the interim park is located shall be responsible for the maintenance of the interim park. The Commissioner of Planning and Development must approve the site plan for either a permanent or an interim park. The Commissioner of Planning and Development must approve the site plan for a permanent park before Part II approval is granted for Parcel P21. The City will not issue a final certificate of occupancy for Parcel P21 unless construction has started on the permanent park in accord with an approved site plan. After August 1, 2004, all surface parking lots in Subarea F shall be landscaped in accord with the Landscape Ordinance. All sidewalks in Subarea F shall remain open and be maintained in good condition.

15. Traffic studies completed by developers and the City of Chicago project significant peak hour traffic volume increases on Illinois Street and Grand Avenue in particular as a result of new development. Some excess roadway capacity is available to handle this increased traffic, but a number of geometric, signal timing and parking control measures are recommended in addition to active transportation management in the Illinois-Grand corridor. Accordingly, no Part II submittal shall be approved without a firm agreement between the developer and the Chicago Department of Transportation regarding the timing and responsibility for any recommended traffic improvements described in Exhibit 8 hereof for streets adjoining the development site. Membership and participation in the Illinois-Grand Corridor Transportation Management Association shall also be required prior to the issuance of any Part II development approval.
16. Prior to the issuance by the Department of Housing and Development of a determination pursuant to Section 17-13-0610 of the Chicago Zoning Ordinance ("Part II approval") for development or redevelopment of any development parcels within the planned development, other than alterations to existing buildings which do not increase their height or alter their footprint, a site plan for the proposed development, including parking areas, shall be submitted to the Commissioner of the Department of Housing and Economic Development for approval. Review and approval of the site plan by the Commissioner is intended to assure that specific development proposals conform with the general design standards in Statement 11 and to ensure coordination of public improvements described in Statements 12 through 15 at an early stage. No Part II approval for work for which a Site Plan must be submitted to the Commissioner shall be granted until the Site Plan has been approved by the Commissioner. Further, all Part II submittals shall be in compliance with the Chicago Landscape Ordinance. At least thirty (30) days prior to the filing of the Developer of Parcel E.3's request for Part II approval for the construction of the superstructure upon Subparcel E.3, the Developer of Parcel E.3 Applicant shall submit a detailed Landscape Plan and Elevations for the Subparcel E.3 property to the Department of Housing and Economic Development for review and approval.

Following approval of a Site Plan by the Commissioner, the approved plan shall be kept on permanent file with the Department of Housing and Economic Development and shall be deemed to be an integral part of this planned development. The approved Site Plan may be changed or modified pursuant to the minor change provisions of Section 17-13-0611 of the Chicago Zoning Ordinance.

A Site Plan shall, at a minimum, provide the following information with respect to the proposed improvements:

- (1) the boundaries of the Property;
- (2) the footprint of the improvements;

- (3) location and dimensions of all loading berths;
- (4) preliminary landscaping plan prepared by a landscape architect with final landscaping plan to be approved at Part II stage;
- (5) all pedestrian circulation routes;
- (6) the location of any adjacent public improvements;
- (7) a signage plan for any building where retail or theater uses would be present above the ground level;
- (8) preliminary elevations of the improvements; and
- (9) statistical information applicable to the Property limited to the following:
 - (a) floor area and floor area ratio;
 - (b) uses to be established;
 - (c) building heights; and
 - (d) all setbacks, required and provided.

A Site Plan shall include such other information as may be necessary to illustrate conformance with the applicable provisions of this planned development.

17. If any provision of this planned development amendment shall, to any extent, be invalid or unenforceable, the remainder of this planned development amendment shall not be affected thereby, and each provision of the planned development amendment shall be valid and enforceable to the fullest extent of the law.
18. The terms, conditions and exhibits of this Planned Development Ordinance or of an approved Site Plan may be modified administratively by the Commissioner of the Department of Housing and Economic Development upon the request of the applicant and after a determination by the Commissioner of the Department of Housing and Economic Development that such a modification is minor, appropriate and consistent with the nature of the improvements contemplated in the planned development and the purposes underlying the provisions hereof. Any such modification shall be deemed to be a minor change in the planned development as contemplated by Section 17-13-0611 of the Chicago Zoning Ordinance.

19. It is in the public interest to design, construct and maintain the project in a manner which promotes, enables, and maximizes universal access throughout the Property. Plans for all buildings and improvement on the Property shall be reviewed and approved by the Mayor's Office for People with Disabilities ("MOPD") to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
20. The applicant acknowledges that it is in the public interest to design, construct and maintain all buildings in a manner that promotes and maximizes the conservation of natural resources. The applicant shall use best and reasonable efforts to design, construct and maintain all buildings located within the Property in a manner generally consistent with the Leadership in Energy and Environmental Design ("LEED") Green Building Rating System. Copies of these standards may be obtained from the Department of Planning and Development.
21. Unless substantial construction of the improvements contemplated within Subparcel E.3 has commenced within six (6) years following adoption of this planned development on July 9, 2008, and unless completion is thereafter diligently pursued, then this planned development shall expire as it relates to Subparcel E.3 and the zoning of Subparcel E.3 of the planned development shall automatically revert to Residential-Business Planned Development Number 368, as amended on March 29, 2006. Unless substantial construction of the improvements contemplated within Subparcels 7 and 7A has commenced within six (6) years following adoption of this planned development, and unless completion is thereafter diligently pursued, then this planned development shall expire as it relates to Subparcels 7 and 7A and the zoning of Subparcels 7 and 7A of the planned development shall automatically revert to Residential-Business Planned Development Number 368, as amended on July 9, 2008.

[Exhibit 1: Bulk Regulations and Data Table; Exhibits 2 -- 23; View Corridor Program; Overall Site Plan; Lower East North Water Street Plan; North Park Drive Street Plan; North Park Drive Street Wayfinding Plan; Upper East North Water Street Plan; Upper East North Water Street Wayfinding Plan; Terrace Level Plan; Landscape Plan; Plant List and Landscape Details; Green Roof Plan; Overall Section A and Partial North Elevation; West Elevation at Tower and Partial North/South Section B; North, South and East Elevations; West Elevation at North Park Drive; Proposed Lower East North Water Street Plan and Elevation with Lighting Concept and Chicago Builds Green Form referred to in these Plan of Development Statements printed on pages 28880 through 28927 of this *Journal*.]

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Exhibit 1.

Bulk Regulations And Data Table.
(Page 1 of 3)

Sub Area	Net Site Area See Note (1) Sq. Ft. Acres	Maximum Retail Sq Ft. (1000's)	Maximum Commercial Sq. Ft. (1000's)	Maximum Hotel Rooms	Maximum Dwelling Units	Maximum F.A.R.
A	<u>380,796</u> 8.74	540 See Note (5)	5,259	1,800	Permitted see Notes (2) & (3)	13.81 See Note (6)
B See Note (11)	<u>183,449</u> 4.21	40	2,482	2,000	474 See Note (8)	13.53 See Note (7)
C	<u>122,303</u> 2.81	140	850	540	630	12.72
D	<u>361,234</u> 8.29	170	500	0	2,350	8.60
E	<u>346,038</u> 7.94	110 See Note (9)	5 See Note (4)	0	1,200	6.83
E.1	<u>232,841</u> 5.34	0	5 See Note (4)	Not Permitted	Not Permitted	0.02
E.2	18,191.63 0.42	0	0	0	0	0
E.3	95,005 2.18	110 See Note (9)	0	0	1,200	25.00 See Note (10)
F	100,456 2.31	150	0	0	1,000	14.93
TOTAL	1,494,256 34.30	1,040	9,096	4,340	5,654 See Note (2)	11.03

Gross Site Area = Net Site Area: 1,494,256 sq. ft. (34.30 acres) plus area in or proposed to be in public right of way: 940,843 sq. ft. (21.60 acres) plus area in or proposed to be in public parks or open space: 369,127 sq. ft. (8.48 acres) = 2,804,226 sq. ft. (64.38 acres).

<u>OFF STREET PARKING</u>	<u>MINIMUM</u>	<u>MAXIMUM</u>
BUSINESS USES	1:5,000 sq. ft.	As determined by DHED in consultation with CDOT
HOTEL USES	1:4 Rooms	
RESIDENTIAL USES	55% d. u.	
NON-ACCESSORY PARKING (Allowed in Sub-area F only)	200 spaces	500 spaces

OFF STREET LOADING: Per DX-12 requirements

MINIMUM PERIPHERAL SETBACKS: Sufficient to allow for street trees and pedestrian walkways
(min 12' - 6" from building to curb face)

MINIMUM UPPER LEVEL SETBACKS: 40' from Lake Shore Drive at level of Upper Lake Shore Drive

APPLICANT: New Water Park LLC

DATE: May 24, 2012

Exhibit 1.

Bulk Regulations And Data Table.
(Page 2 of 3)

Note (1):	For the purpose of this Planned Development "Net Site Area" shall equal the entire land area (at Plaza Level where such is established, and otherwise at grade) within the boundaries of the planned development, less the area now dedicated or proposed to be dedicated to public use.
Note (2):	Dwelling units shall be permitted in Sub-Area A of this Planned Development subject to the provisions of the DX-16, Downtown Mixed-Use district classification. Any such units so built will not affect the total of 5,654 dwelling units permitted in Sub-Areas B, C, D, E and F dwelling units are permitted below the second floor in all sub-areas except Sub-Area E.
Note (3):	For purposes of exchange of uses, a hotel room shall be equal to 0.5 dwelling units. This permissible number of hotel rooms within the planned development shall not exceed 4,340 rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses.
Note (4):	Although Sub-Area E (DuSable Park) has been dedicated to public park uses, it is included in Net Site Area because a maximum of 5,000 square feet of park and recreation-related floor area may be constructed within its boundaries.
Note (5):	Assumes 410,000 sf allocated to development Parcels 4 and 5 and the remaining 130,000 sf allocated to remaining development parcels within Sub-Area A.
Note (6):	Assumes floor area allocated to existing buildings as follows: 401 North Michigan (760,241 sf), University of Chicago Gleacher Center (240,000 sf), NBC Tower (912,000 sf); and, to future development as follows: Parcel 1 (776,250 sf); Parcel 3 (970,000 sf) and Parcels 4/5 (1,600,000 sf).
Note (7):	Assumes floor area allocated to existing Sheraton Hotel at 860,379 sf and 497,634 sf allocated to Parcel 8 pursuant to a Part II Approval dated August 19, 2008 and 847,290 sf allocated, via the May 24, 2012 amendment to Parcels 7 and 7A.
Note (8):	For purposes of exchange of uses, a hotel room shall be equal to 0.5 dwelling units above 400. The permissible number of hotel rooms within the planned development shall not exceed 4,340 rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses. Accessory hotel uses on Parcels 7, 7A and 8 combined shall not exceed 50,000 square feet.
Note (9):	Residential support services, physical fitness/indoor recreation center, and small venue theater (for building residents only) are expressly permitted in Sub-Area E.3.
APPLICANT: New Water Park LLC	
DATE: May 24, 2012	

Exhibit 1.

Bulk Regulations And Data Table.
(Page 3 of 3)

Note (10): FAR Bonus Calculations	
Sub-Area E.3 (Parcels 18 and 19, combined)	
Net Site Area = 95,005 square feet	
Base FAR	10.00
Downtown Affordable Housing Zoning Bonus	3.00 (a)
Offsite contribution to DuSable Park	2.16 (b)
Public Plazas	5.44 (c)
Chicago Riverwalk	0.40 (d)
Water Features	1.00 (e)
<u>Underground Parking and Loading</u>	<u>3.00 (f)</u>
Total FAR	25.00
a) Based on a contribution of \$5,700,300.00 to the city of Chicago Affordable Housing Opportunity Fund.	
b) Based on a contribution of \$4,104,216.00 to City of Chicago for Off-Site Park Improvements (to DuSable Park).	
c) Based on the provision of 51,730 square feet of on-site public plaza.	
d) Based on the provision of improvements to 3,800 square feet at off-site open spaces.	
e) Based on the provision of 48,669 square feet of water features in on-site public open spaces.	
f) Based on the provision of 171 underground parking spaces on Lower Levels 1 and 2, at least 265 underground parking spaces on Lower Level 3 and lower, and 7 underground loading docks on lower level.	
Note (11): Bulk Regulations and Data Table	
Sub-Area B (Parcels 7 & 7A)	
Net Site Area = 68,385 square feet	
Maximum Floor Area Ratio (FAR):	12.39
Maximum Percentage of Land Coverage:	Per Site Plans
Maximum Number of Dwelling Units:	398
Maximum Number of Hotel Keys:	400
Maximum Number of Off-Street Parking Spaces (Residential):	219
Maximum Number of Off-Street Parking Spaces (Hotel):	11
Minimum Number of Bike Parking Spaces:	50
Minimum Periphery Setbacks:	Per Site Plans
Maximum Building Height:	590' (plus 45' for mechanical penthouse, roof mechanical units, roof access stairs, architectural elements and similar appurtenances)
Minimum Number of Off-Street Loading Berths, Residential:	2 (10' x 25') spaces
Minimum Number of Off-Street Loading Berths, Hotel:	2 (10' x 25') spaces
APPLICANT: New Water Park LLC	
DATE: May 24, 2012	

6/6/2012

REPORTS OF COMMITTEES

28883

Exhibit 2.

Planned Development No. 368, As Amended.

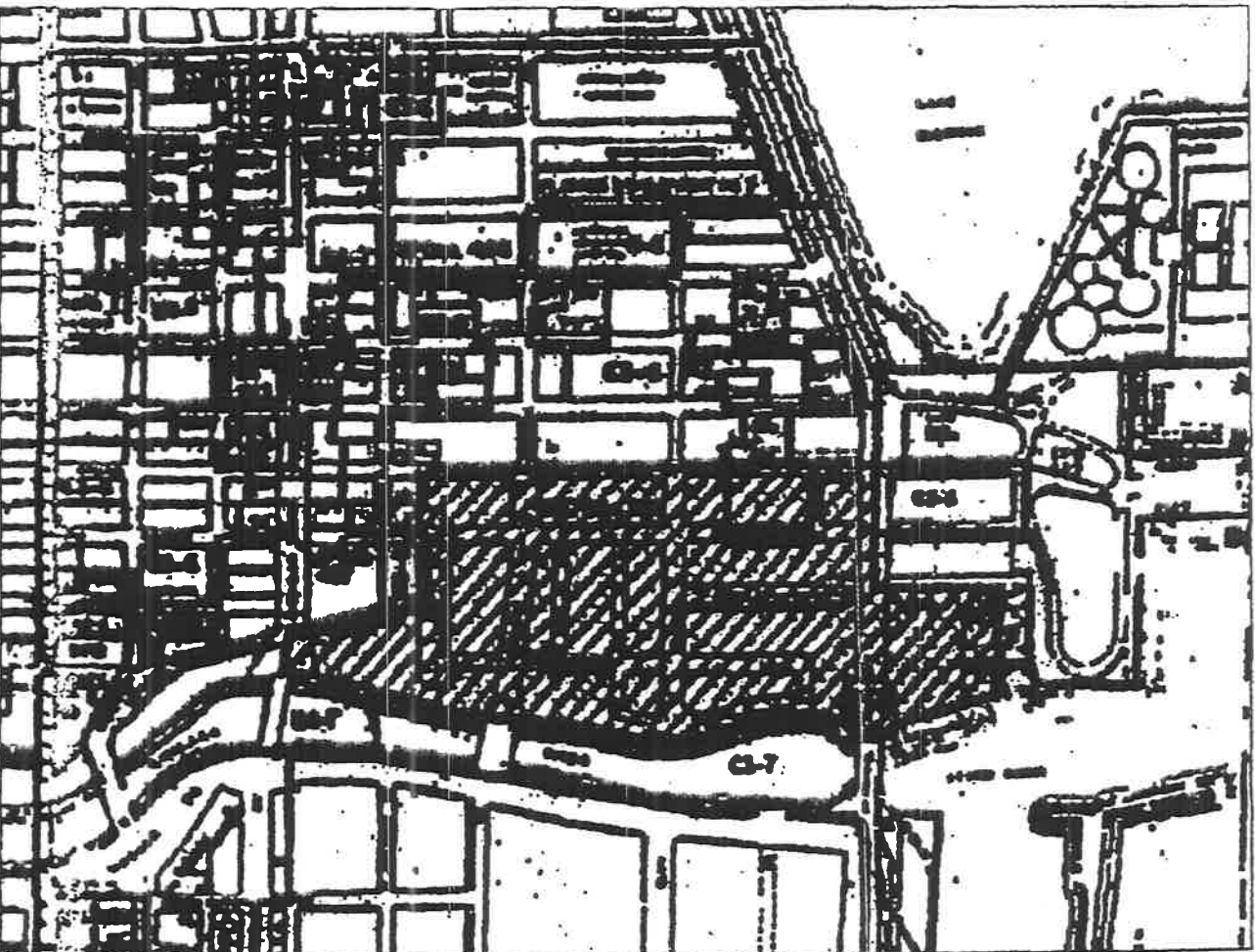
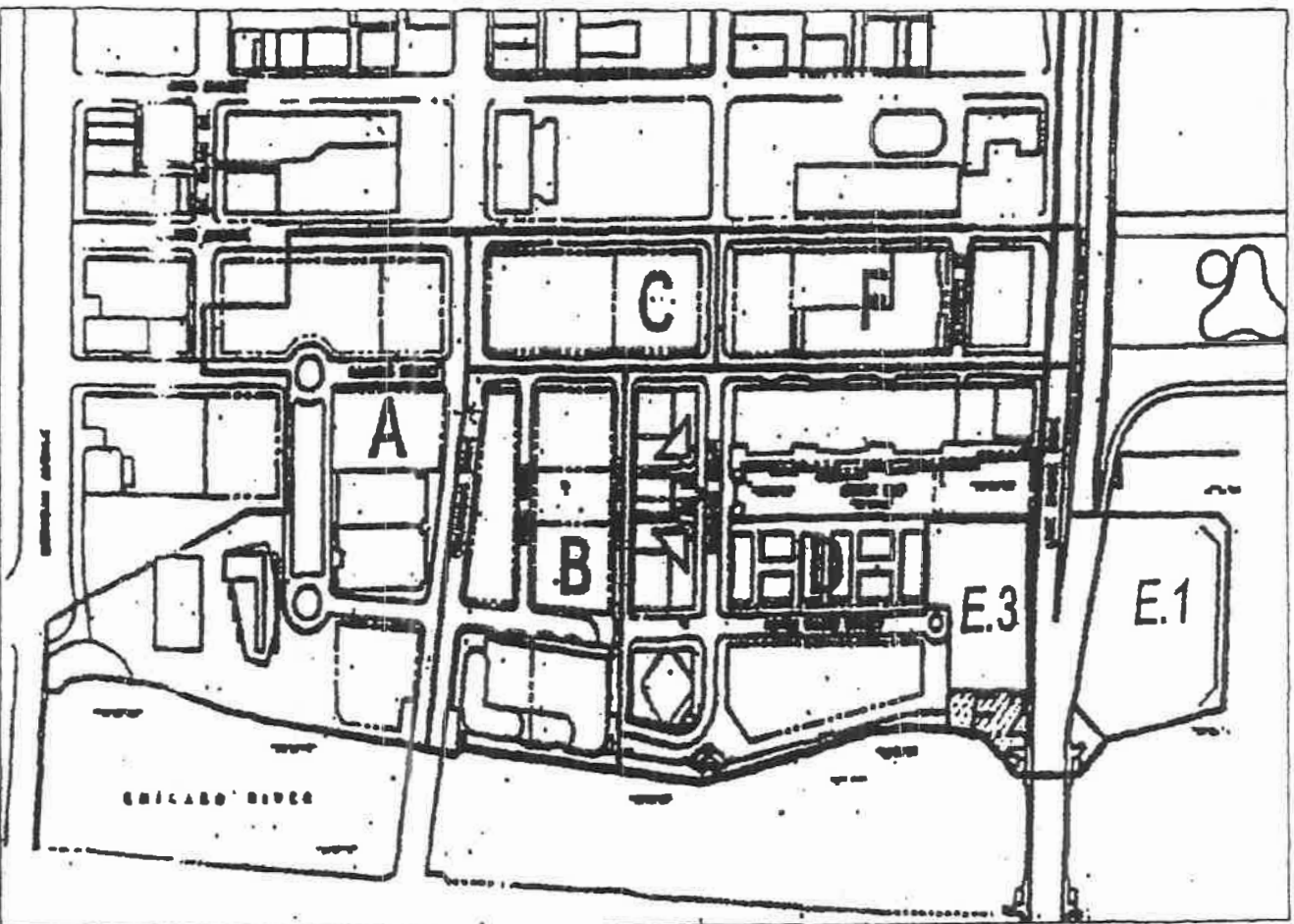


Exhibit 3.

Planned Development Boundary And Subarea Map.



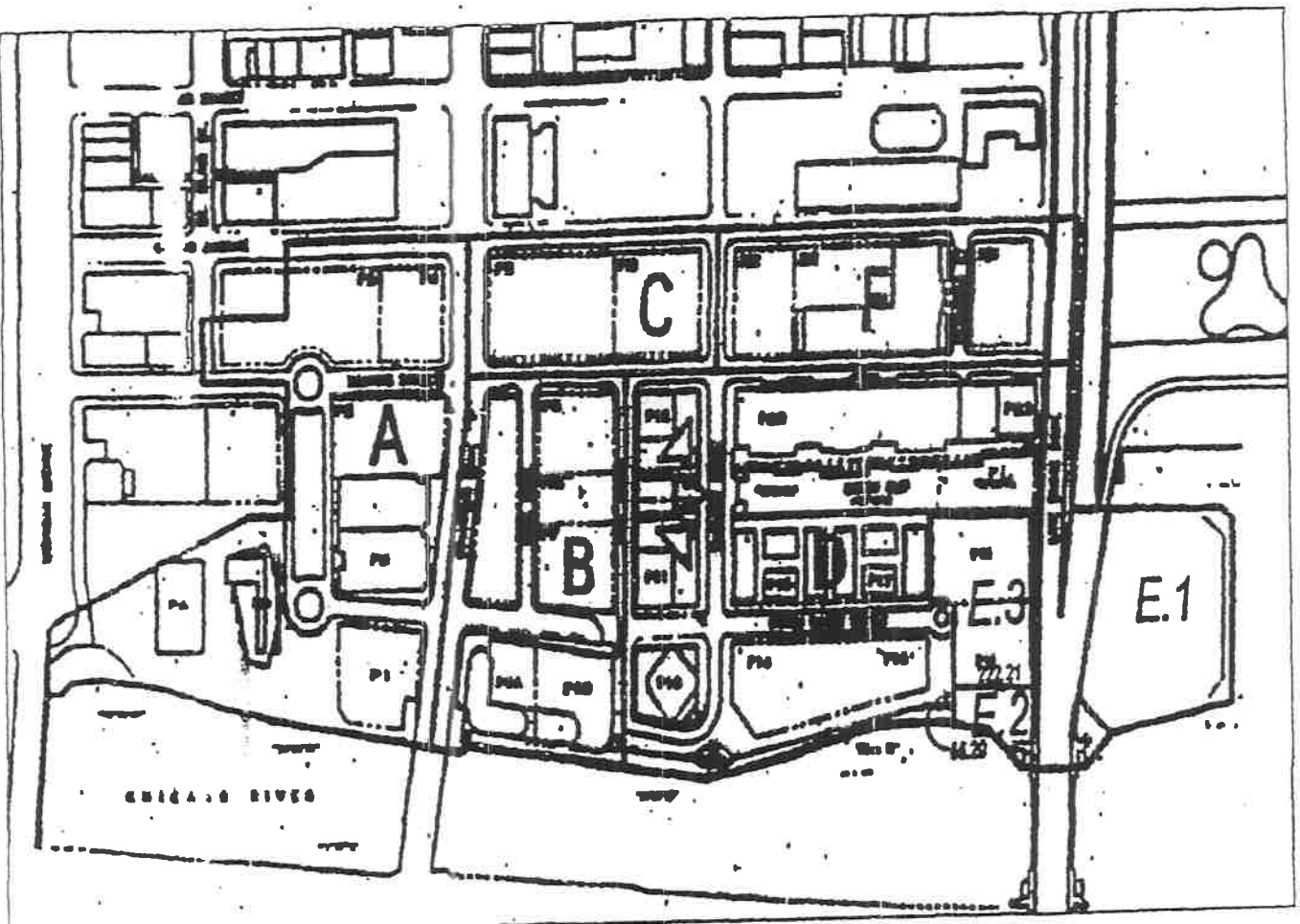
6/6/2012

REPORTS OF COMMITTEES

28885

Exhibit 4.

Planned Development Parcels Map.



Maximum Height Zones.

Exhibit 5.

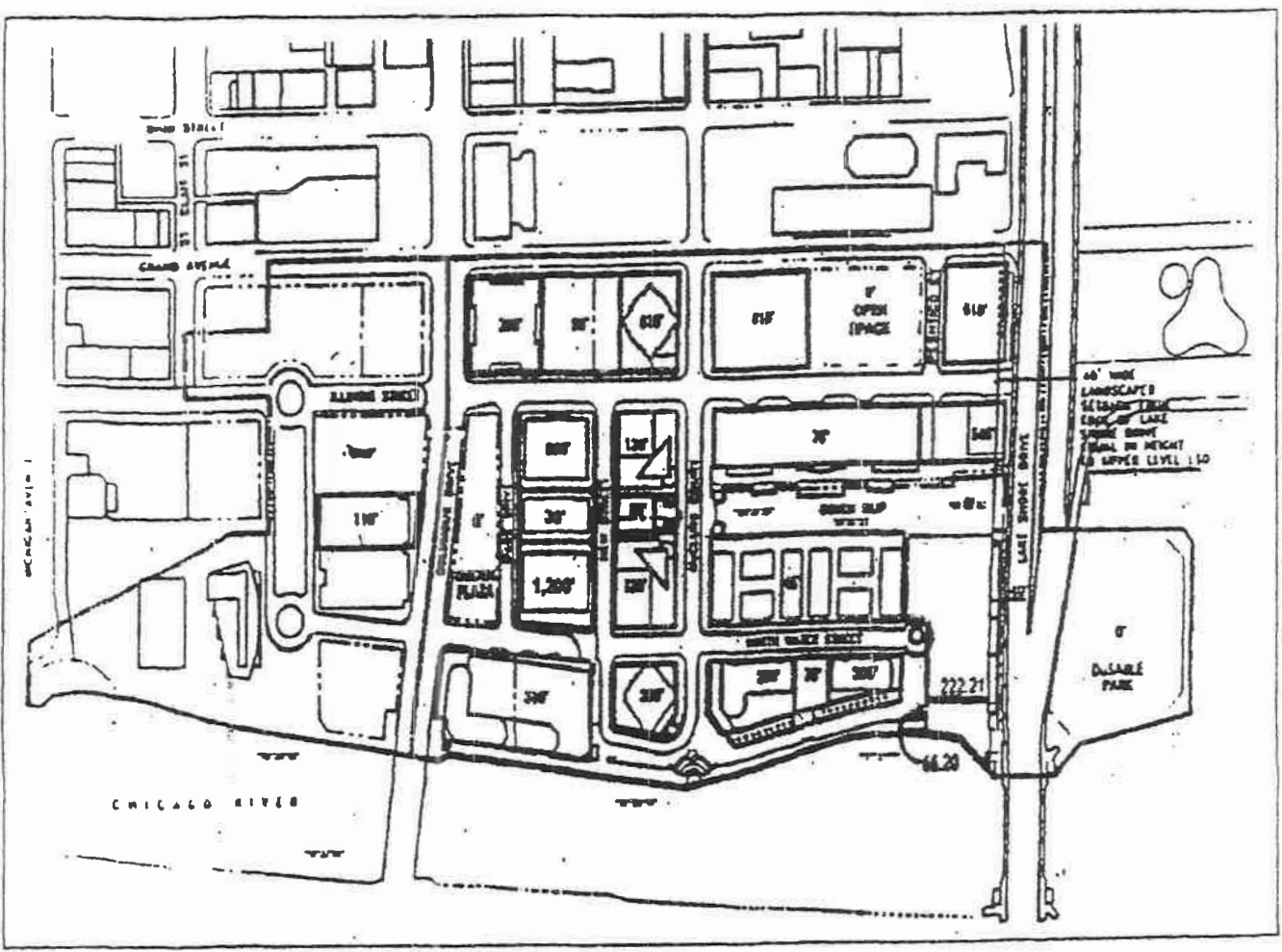


Exhibit 6.

Existing And Planned Open Spaces.

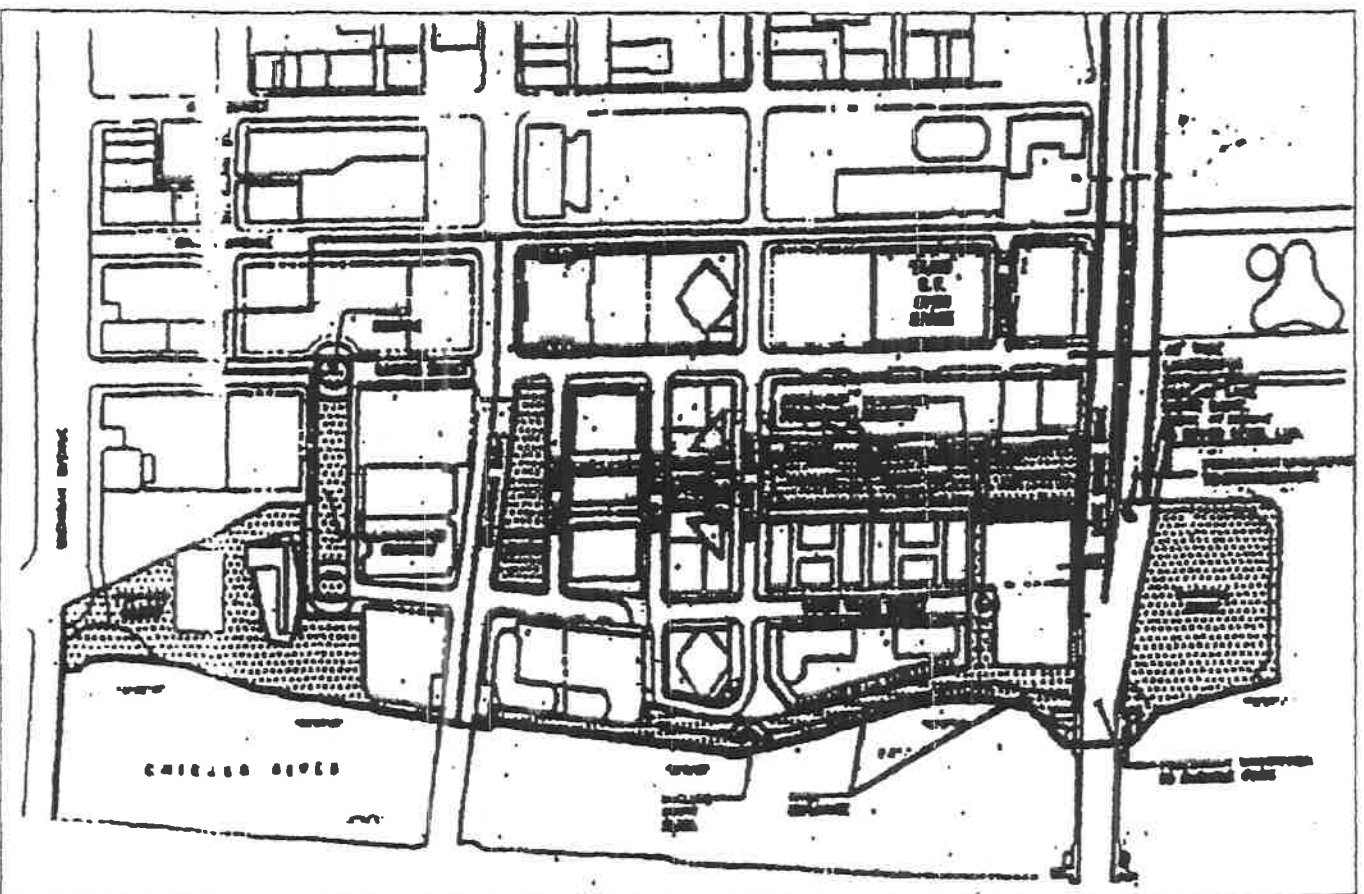


Exhibit 7.

Pattern Of Vehicular Roadways.

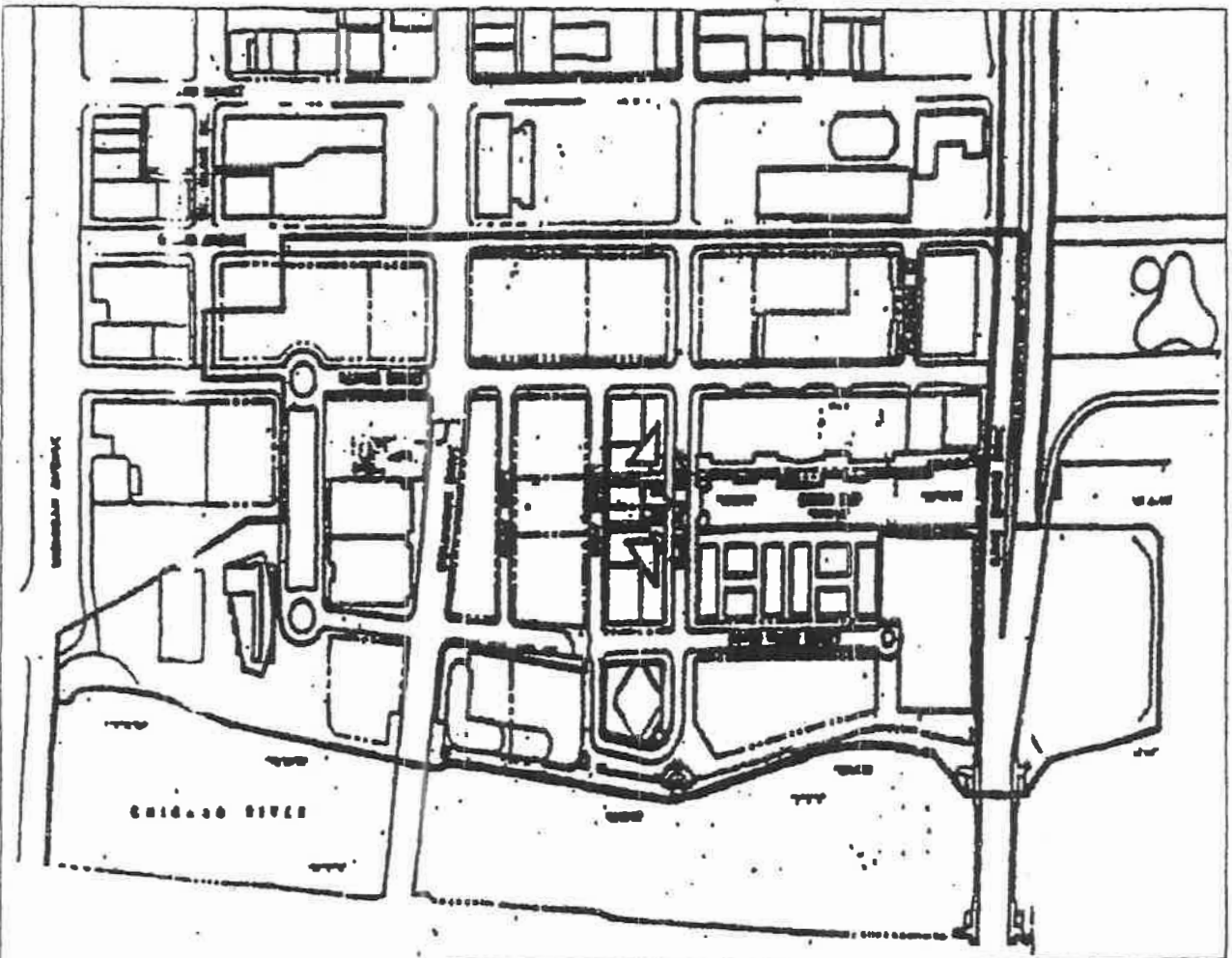


Exhibit 8.

Recommended Traffic Improvements.
(Page 1 of 3)

The following is a summary prepared by the Chicago Department of Transportation of the traffic impacts and proposed mitigation efforts for the River East, Grand Pier and North Bridge developments along the Illinois-Grand corridor, as described in traffic studies prepared by traffic consultants for the developers and the City (KLOA) and Barton-Aschman, respectively):

General Impacts: The three developments will generate roughly 3000 trips (1600 inbound and 1400 outbound) during the PM peak hour. About 1350 trips (750 inbound, 600 outbound) will be generated during AM peak hour.

There will be traffic volume increases on Illinois and Grand, between State Street and Lake Shore Drive, of roughly 500 to 700 vehicles per hour during the PM peak hour. During the AM peak hour, traffic volume will increase on Illinois and Grand by roughly 200 to 300 vehicles per hour. Existing peak volumes on Illinois and Grand range between 1000 and 1500 vehicles per hour; with these developments, volumes would range between 1500 and 2000 vehicles per hour.

Some excess capacity is available to handle this increased demand, but a number of geometric, signal timing, and parking control measures are recommended to further accommodate this increase in traffic.

Geometric and Signal Operations Improvements: In order to increase overall intersection capacity and address heavy traffic circulation demand, it is proposed to widen McClurg Court between Illinois and Grand to provide double left turn lanes northbound at Grand and southbound at Illinois. McClurg would be further widened on the west side to provide a drop-off lane at the proposed residential building.

It is also proposed to widen McClurg between Ohio and Grand to provide separate southbound right turn and through traffic lanes, and to provide a smoother northbound alignment through the Grand Avenue intersection. The right-of-way for this widening would need to be obtained from the adjacent property owners.

The traffic signals at McClurg-Grand and McClurg-Illinois would be modified to accommodate the street widening and to provide left turn arrow signal indications for northbound traffic at Grand and southbound traffic at Illinois.

On Grand Avenue at State Street, the CTA subway entrances at the northeast and northwest corners will be relocated out of the Grand Avenue right-of-way. This will allow the widening of Grand Avenue at this intersection to provide four westbound lanes compared with the three lanes currently available at this "bottleneck" location.

Exhibit 8.

Recommended Traffic Improvements.
(Page 2 of 3)

Restriping of various street segments is proposed in an effort to make more efficient use of pavement space and increase traffic capacity. Striping of left turn lanes, where appropriate, would be done on State, Wabash, and Rush at their intersections with Illinois, Grand, Ohio, and Ontario. Illinois would be restriped at Columbus to provide three through lanes, and separate left turn and right turn lanes.

Parking Controls: Metered on-street parking generally will need to be eliminated on Illinois and Grand from State Street to Lake Shore Drive in order to provide additional traffic capacity or to make the curb lane available for various pickup/drop-off activities. Sufficient off-street parking, provided as part of these developments, is intended to satisfy the demand for parking in the corridor.

It is proposed to eliminate parking on Illinois Street from State Street to Michigan Avenue in order to provide three eastbound traffic lanes, compared with the two existing lanes. This increase in traffic capacity is needed to handle the increased demand on this segment of Illinois Street.

It is proposed to eliminate parking on the south side of Grand Avenue east of Columbus Drive to provide a separate left turn lane on Grand at the approach to the Columbus Drive signal. This would increase the through traffic capacity by removing the turning movements from the adjacent through traffic lane.

Parking would also be eliminated on both sides of Grand Avenue east of McClurg Court, in order to provide separate left turn and right turn lanes on the approach to the traffic signal. Again, traffic capacity would be increased by segregating the through and turning traffic movements.

The elimination of parking is also proposed on the south side of Ontario at Fairbanks in order to provide a westbound left turn lane on Ontario. The striping of an optional through-left lane was also recommended as a further capacity improvement, although conflicts between turning vehicles and pedestrians in the south crosswalk will require further analysis.

Transportation Management: Active traffic management in the corridor will be undertaken by the Transportation Management Association which has been established. The TMA will meet to exchange information of traffic operations needs and problems, with changing development conditions, construction activities, special events, and other factors which may affect transportation in the corridor. Various City agencies, including CDOT, Planning, Police, Streets and Sanitation, and the CTA, will coordinate efforts with corridor property managers to address evolving transportation demands.

Exhibit 8.

Recommended Traffic Improvements.
(Page 3 of 3)

Strict enforcement of existing and proposed parking restrictions will be necessary to ensure that street space needed for traffic capacity is available. Of particular concern is the need to keep Illinois clear, east of Columbus; Grand Avenue, west of Michigan; Ohio Street, west of Michigan; and Ontario Street, west of St. Clair.

Improved public transit serves as appropriate to serve the needs of the corridor will be developed. CDOT and the TMA will be reviewing service needs and developing strategies for best providing public transportation, whether through modifications of CTA service or additional shuttle bus operations.

Site Specific Improvements:

Parcels 4 and 5: the proposed lower level loading dock layout requires a number of traffic control measures in order to mitigate the potential effect on Illinois Street traffic. These measures include prohibition of on-street loading, provision of a dock master during loading dock hours, limitation on loading dock hours to prohibit backing maneuvers between 7 a.m. and 9 a.m. and between 4 p.m. and 7 p.m., Monday through Friday, and implementation of loading dock control as part of an overall Traffic Management Plan to be implemented by the Illinois-Grand Corridor Transportation Management Association.

Parcels P7, P7A, and P8: There should be no curb cuts on Illinois Street. Curb cuts providing access to loading docks should be located only on Lower North Water Street or New Street.

Parcels P9 and P13: The increase in hotel development along Columbus Drive between Grand Avenue and Illinois Street and along Park Drive between Illinois and North Water Streets will concentrate taxi and other traffic movement in this area. Signing and striping is needed to prevent traffic from driving across Illinois Street in order to access Park Drive rather than turning left onto eastbound Illinois Street. Vaulted sidewalks are also indicated in the public way on both Grand and Illinois. Although vaulted sidewalks are not generally recommended, they are acceptable in this instance to allow for the placement of parking underground.

Parcels P14 and P16: The vacation of River Drive east of McClurg may result in hundreds of residential units being accessed from a signal cul-de-sac street, North Water Street east of McClurg. The sewer on North Water is seven to eight feet below the pavement, and its reconstruction at some time in the future, or any other significant utility maintenance, could severely restrict access those residences. Widening of North Water to 44 feet from its existing 40-foot width is recommended in order to provide more flexibility to maintain two-way traffic in the event of any future construction activities.

The Kraft Building Site: There is no objection to vacating Peshtigo Court in the future. If Peshtigo Court is eliminated and another north-south street is added, its location must be checked with respect to the location of the drop off lanes on Illinois at North Pier terminal. If Peshtigo Court is retained, adding another north-south street between Peshtigo and McClurg is not recommended.

Parcels P18 and P19: ADA accessibility of any pedestrian bridge which may be built across Ogden Ship should be reviewed.

Exhibit 9.

Site Landscape Plan.

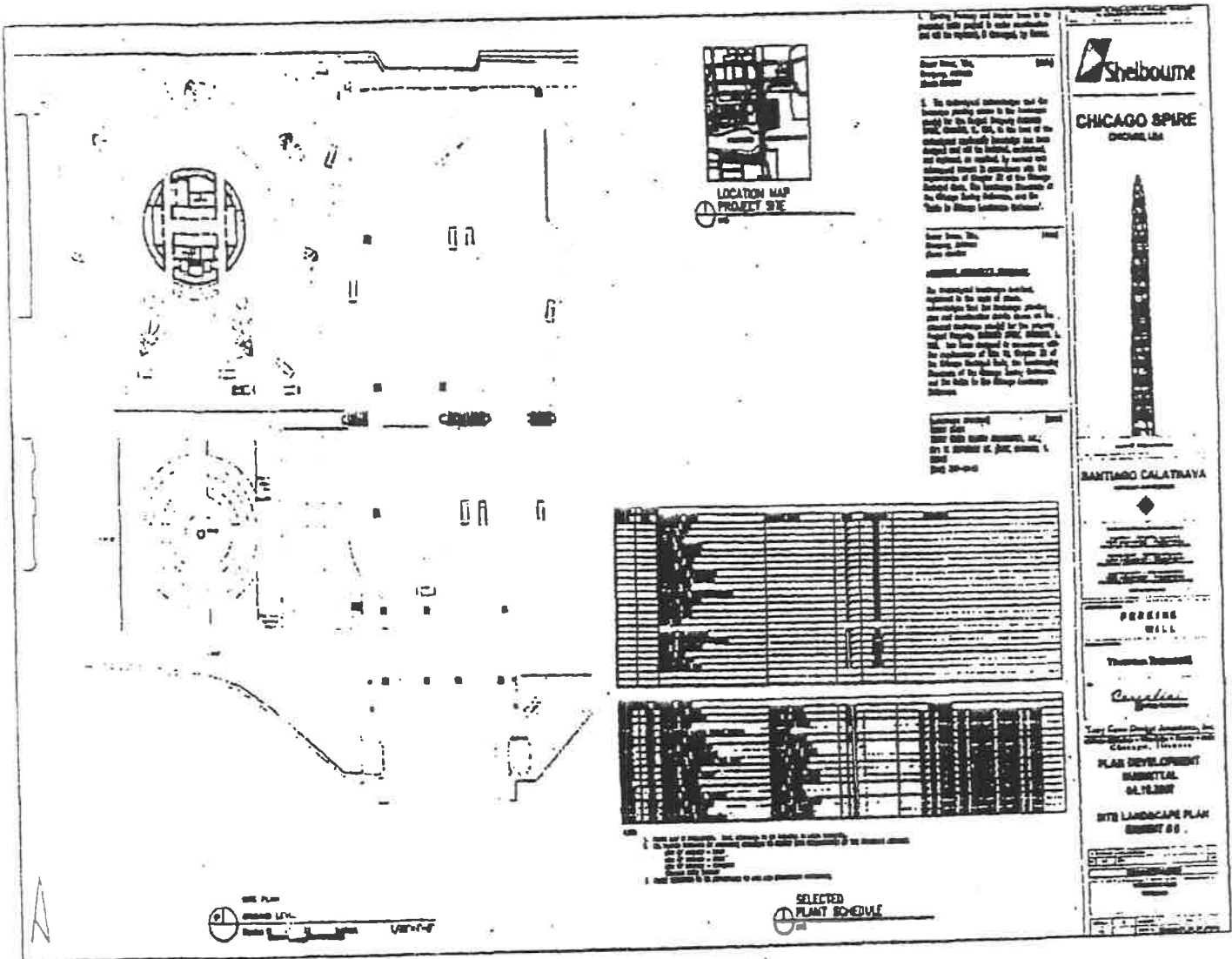
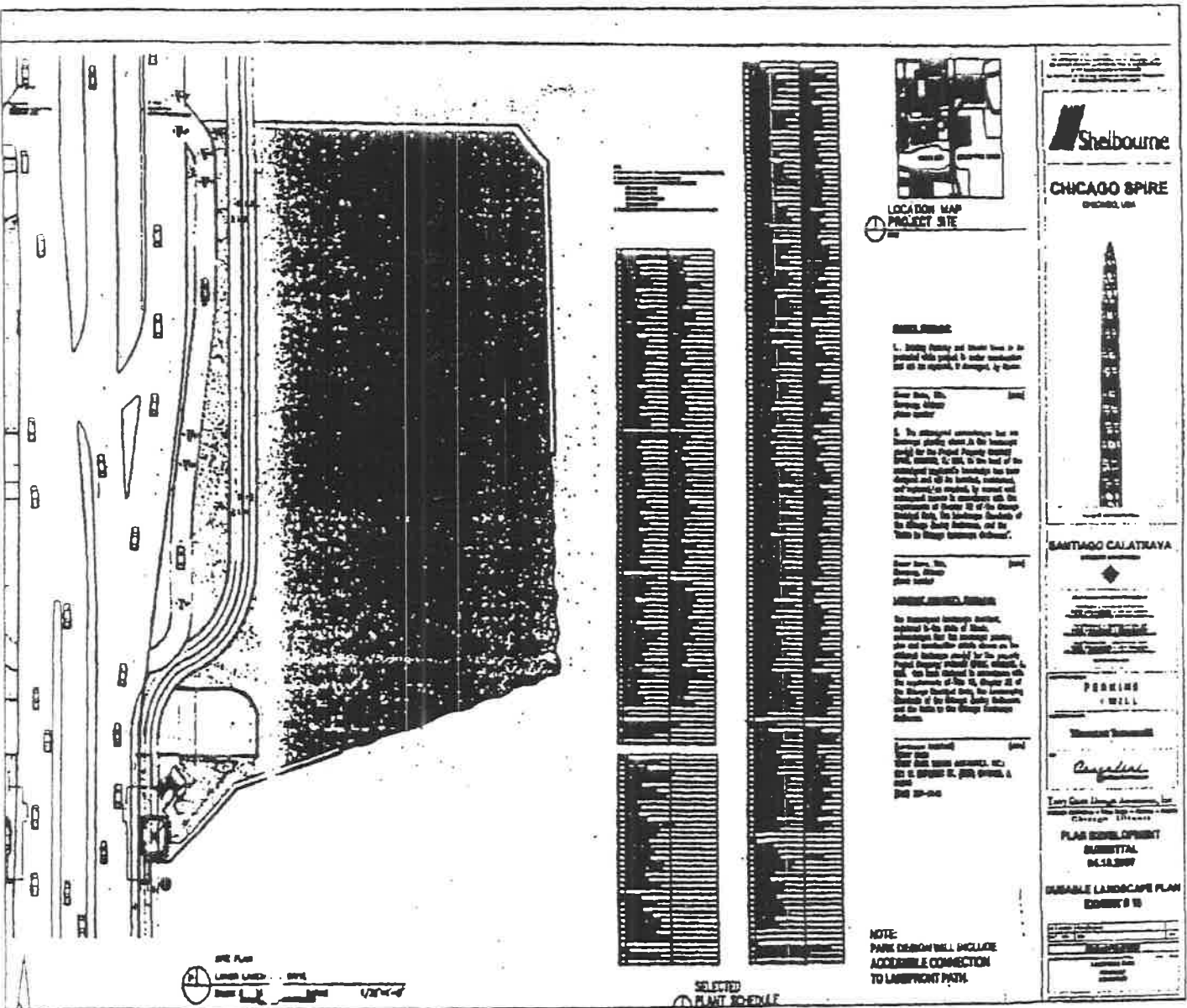


Exhibit 10.

Site Plan And Selected Plant Schedule.



Ground Floor Plan.

Exhibit 11.

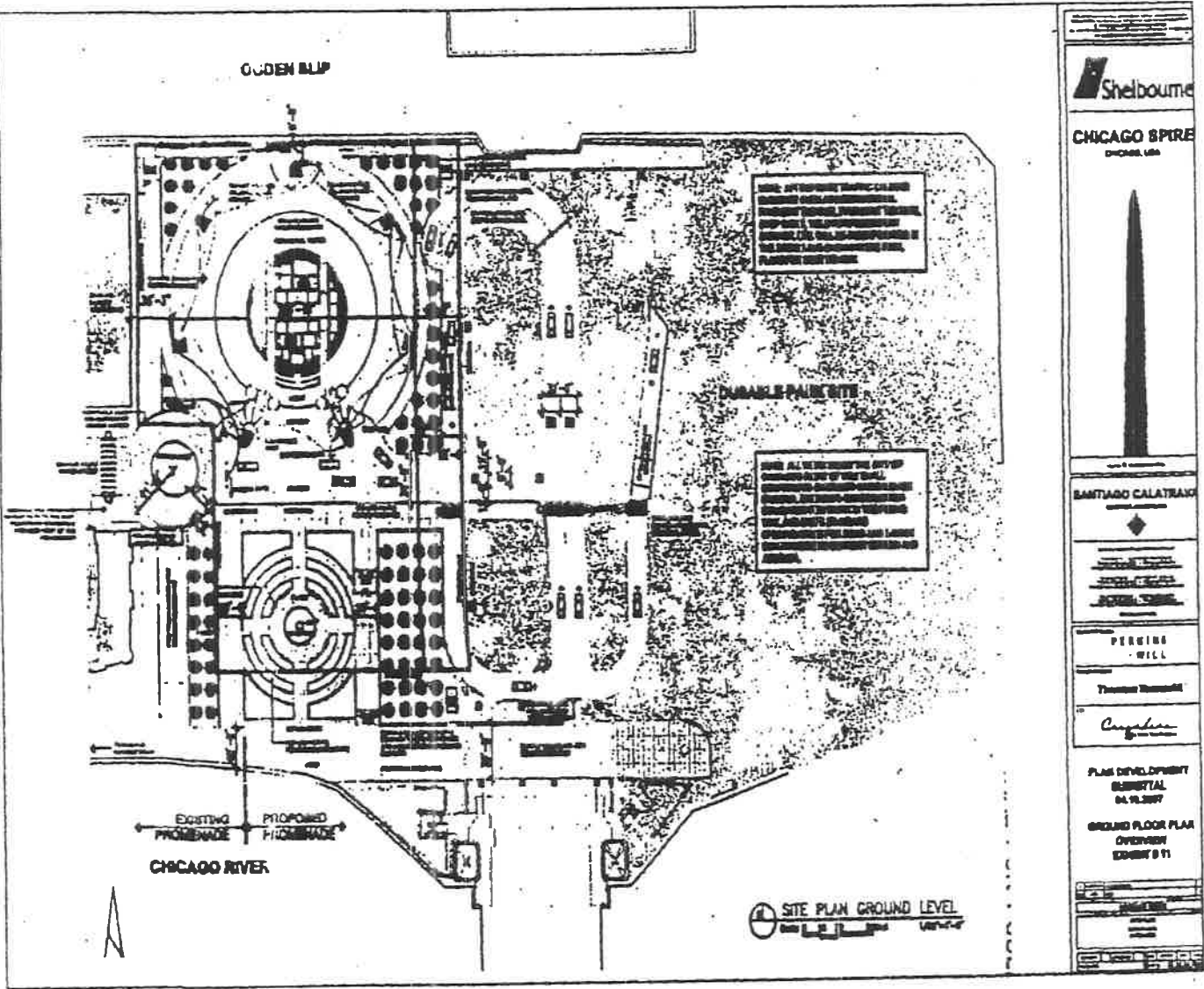


Exhibit 12.

Lower Lake Shore Drive Plan Review.

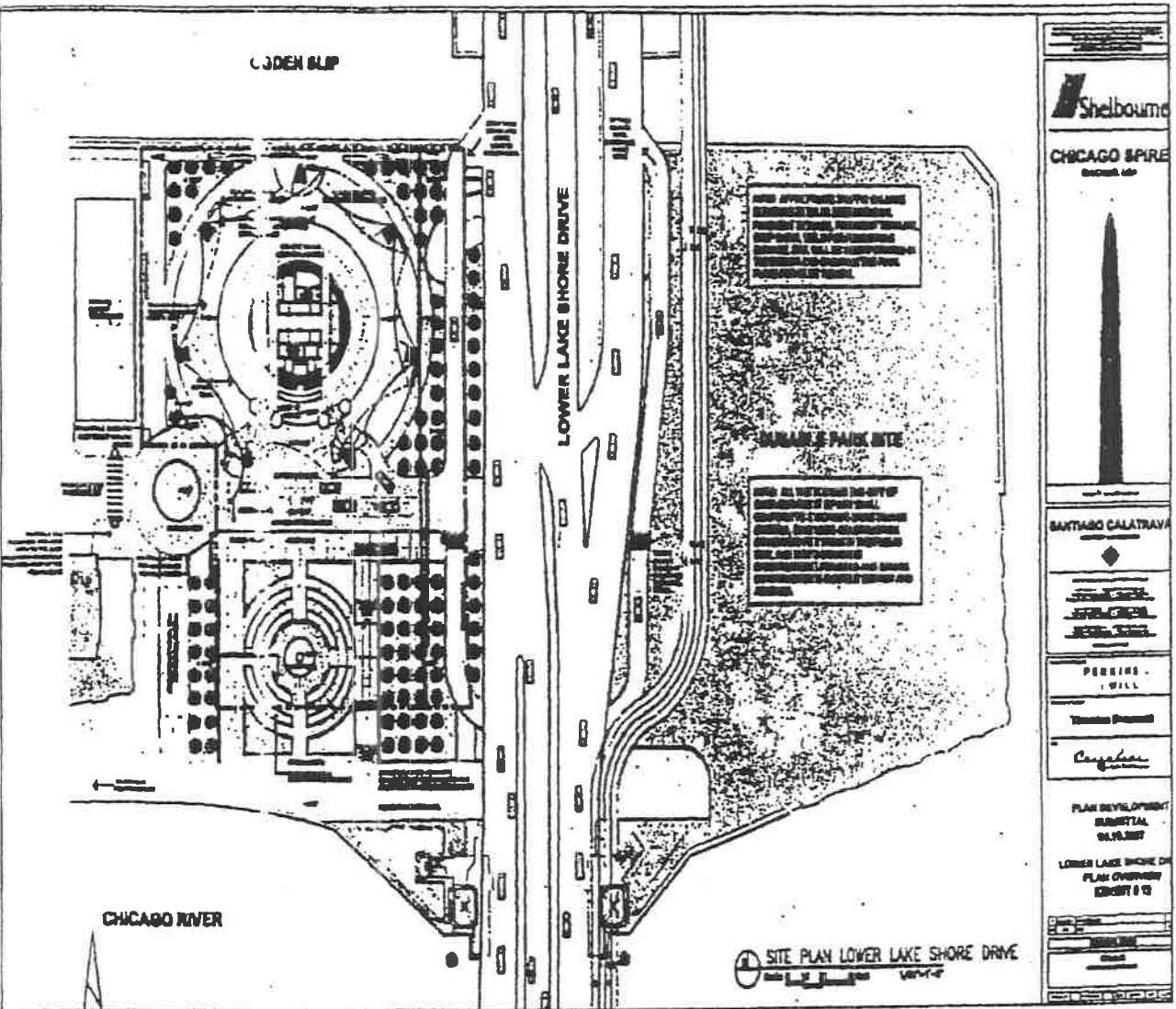


Exhibit 13.

Views From North, South, East And West.

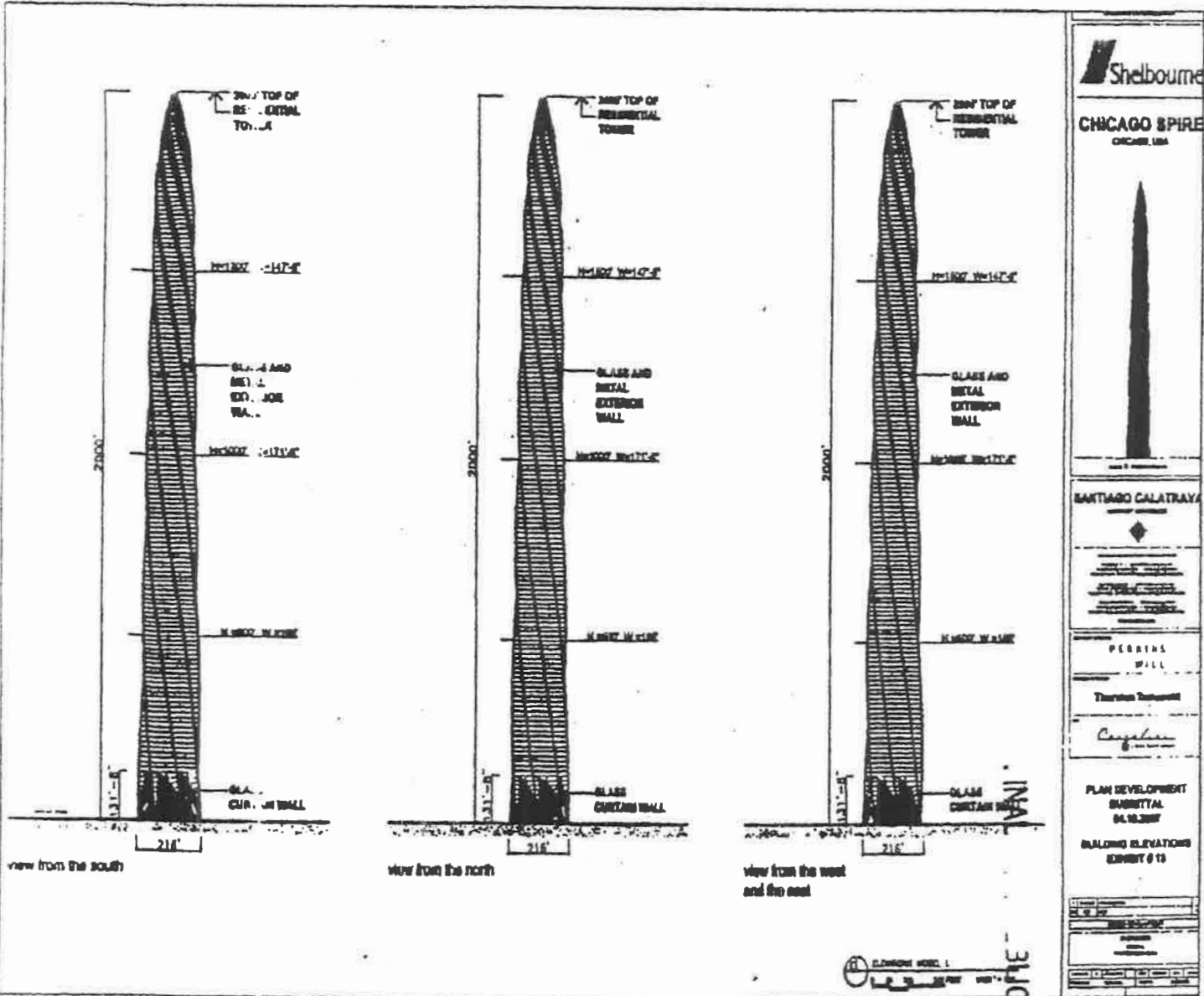


Exhibit 14.

South Building Elevations.

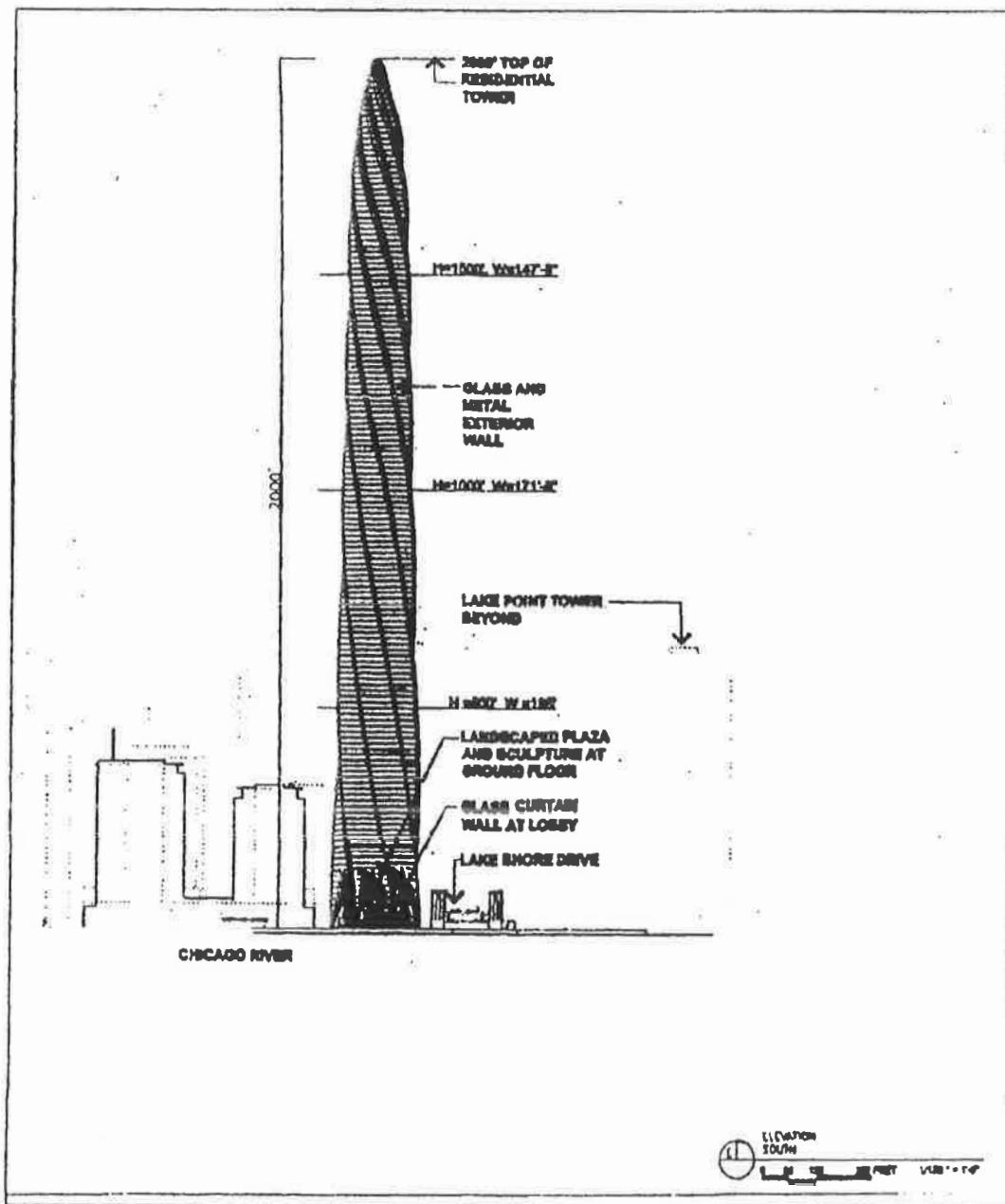


Exhibit 15.

Partial Enlarged South Elevation

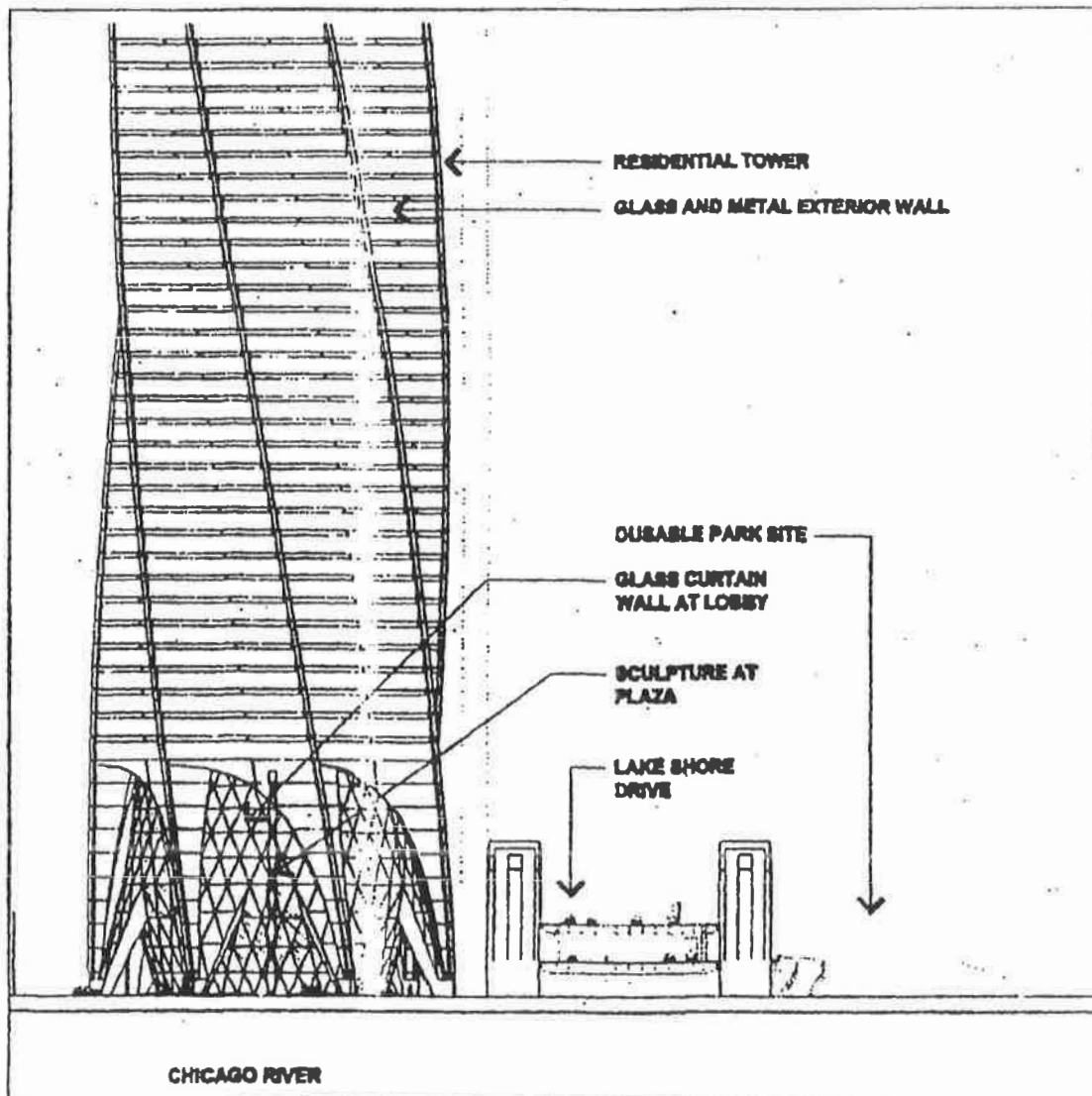


Exhibit 16.

Partial East/West Site Section.

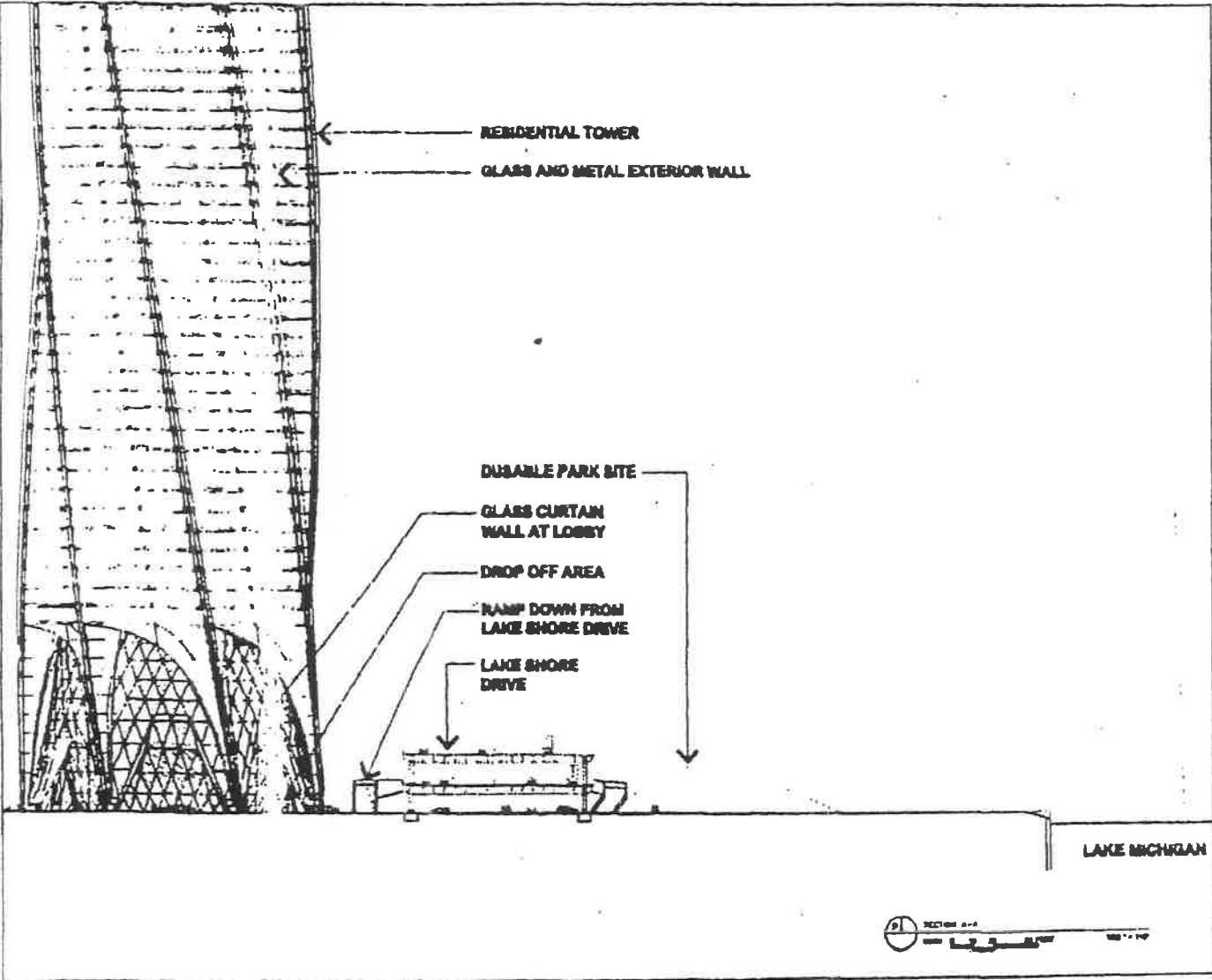


Exhibit 17.

Partial Enlarged East Elevation

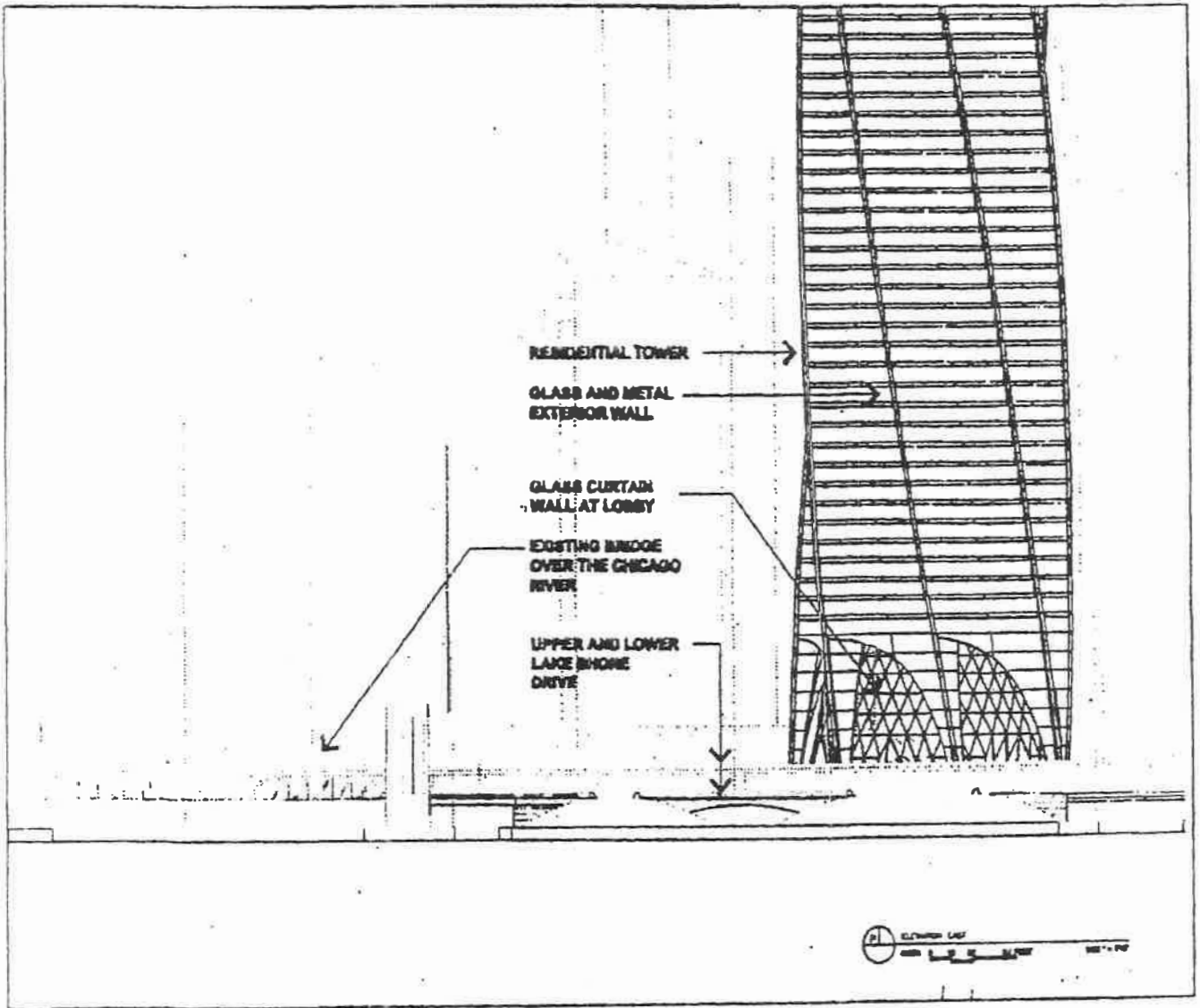


Exhibit 18.

North/South Site Section At Lake Shore Drive.

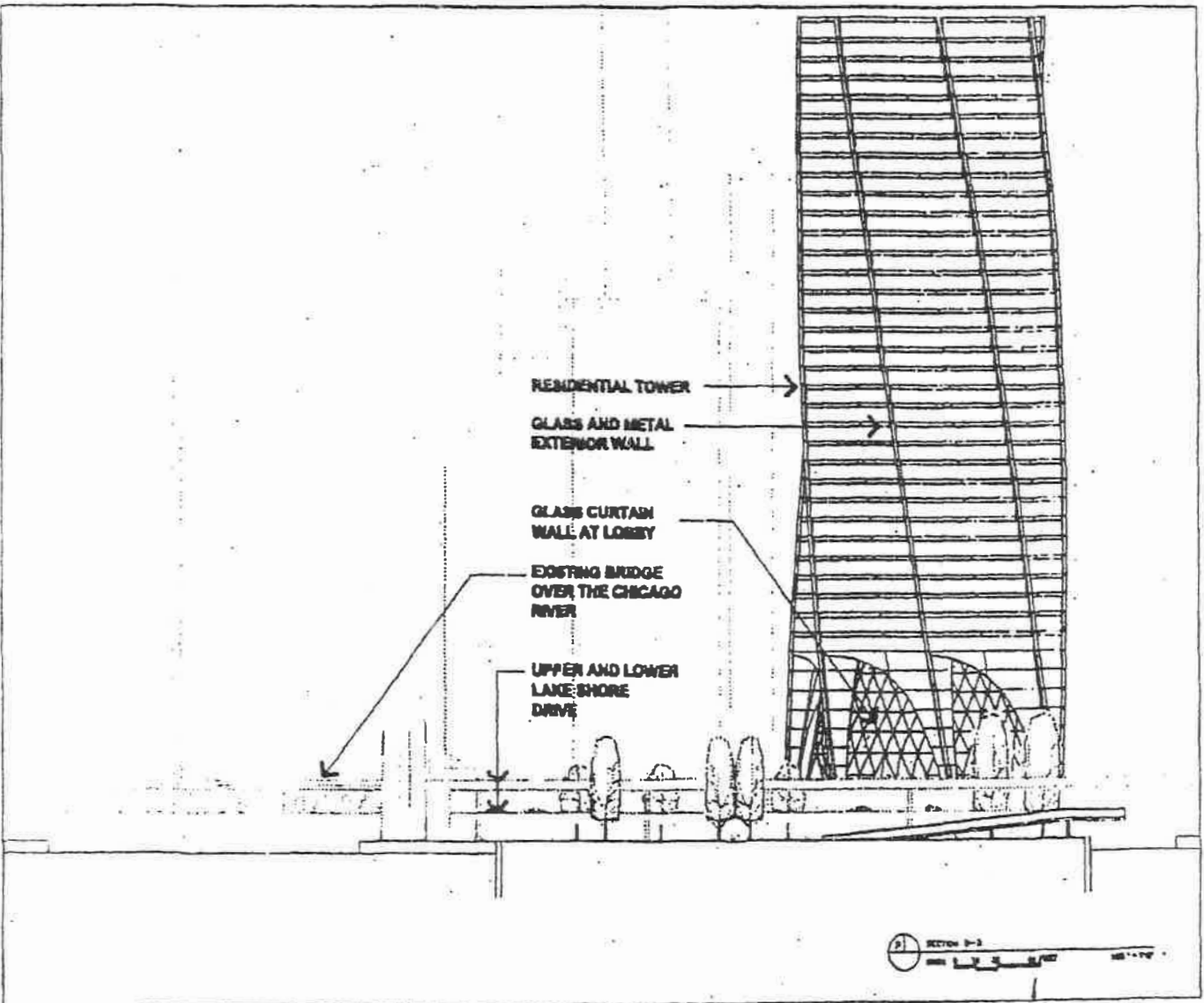
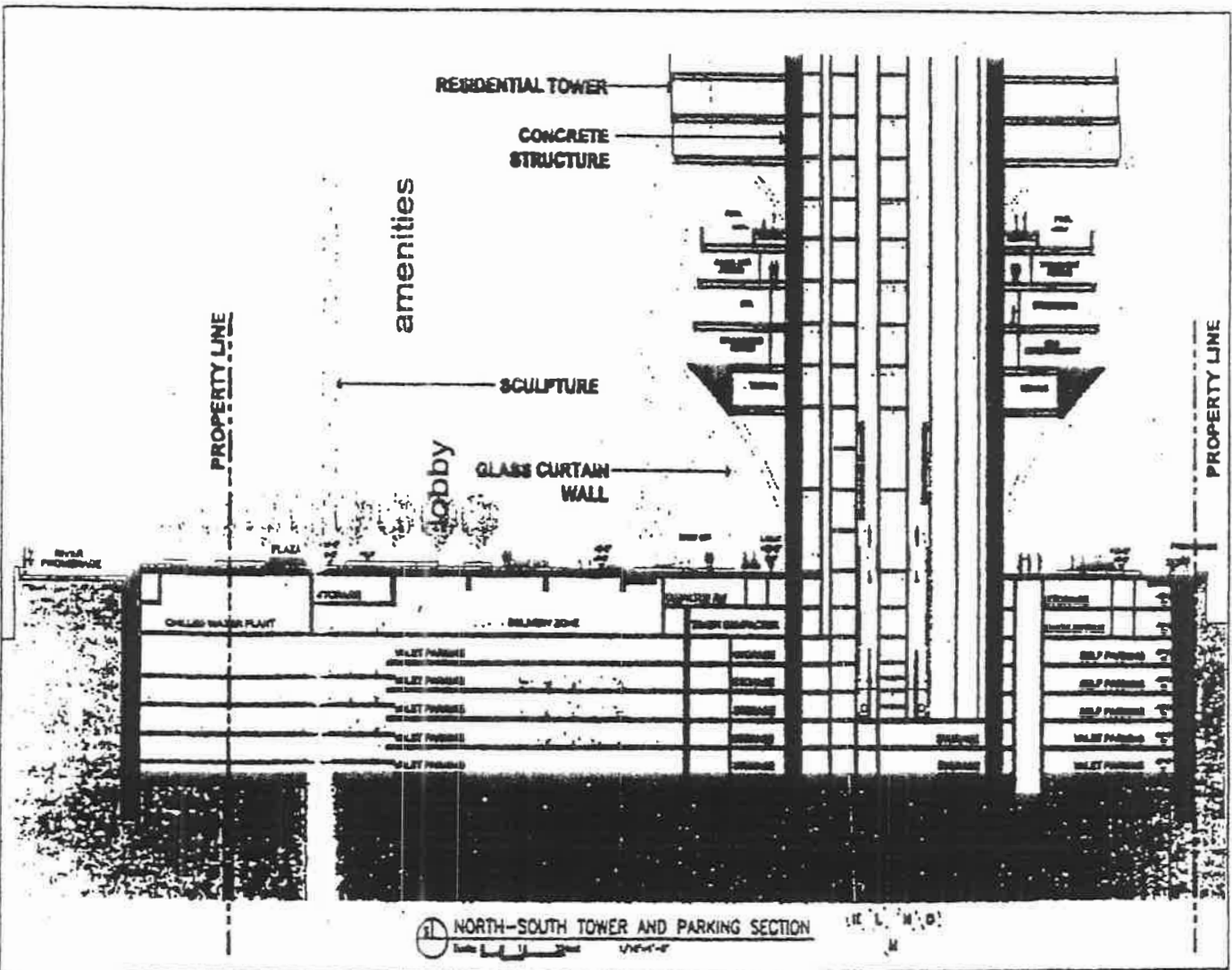


Exhibit 19.

North/South Tower And Parking Section



6/6/2012

REPORTS OF COMMITTEES

28903

Exhibit 20.

EastWest Parking Section.

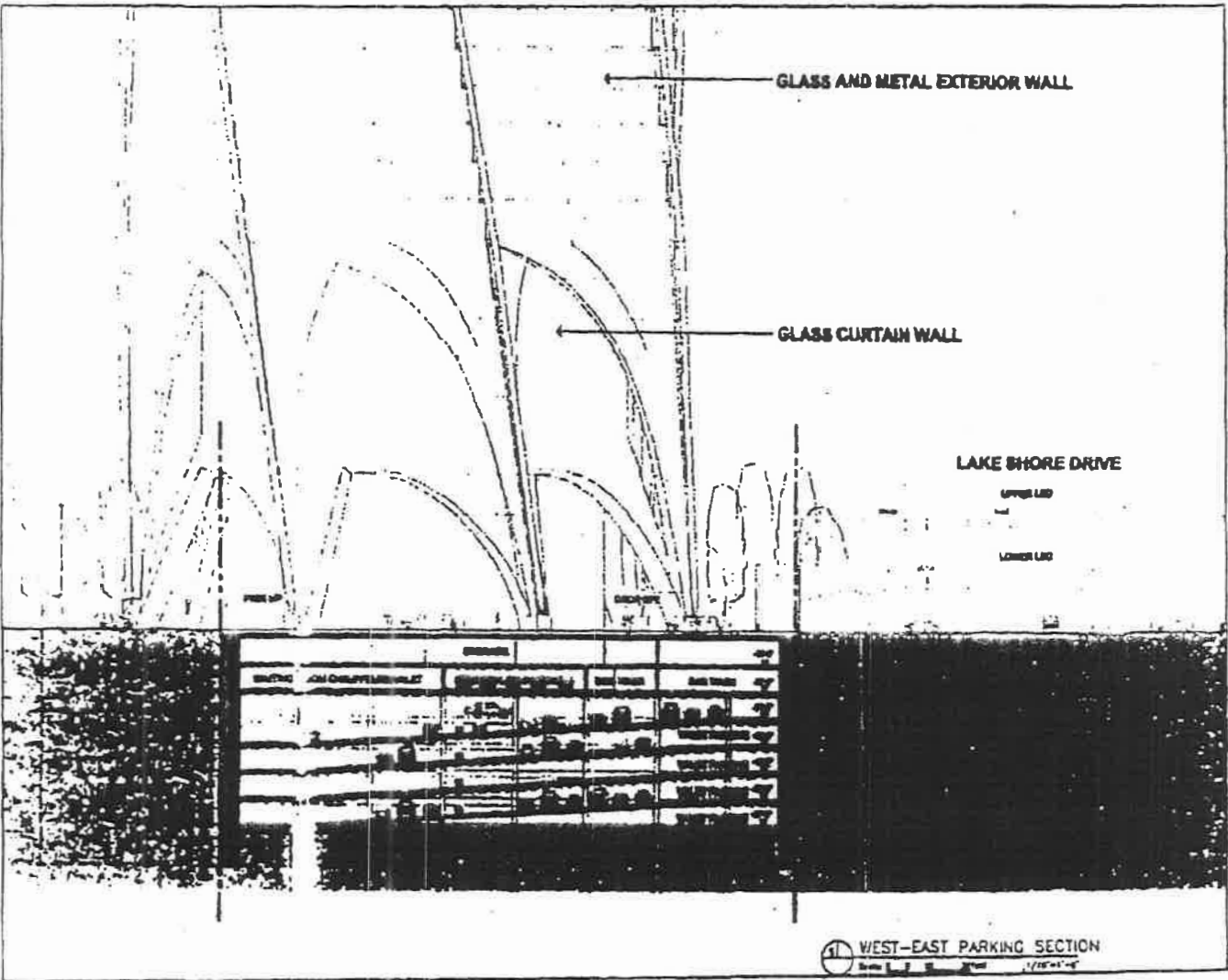


Exhibit 21.

North/South Parking Section.

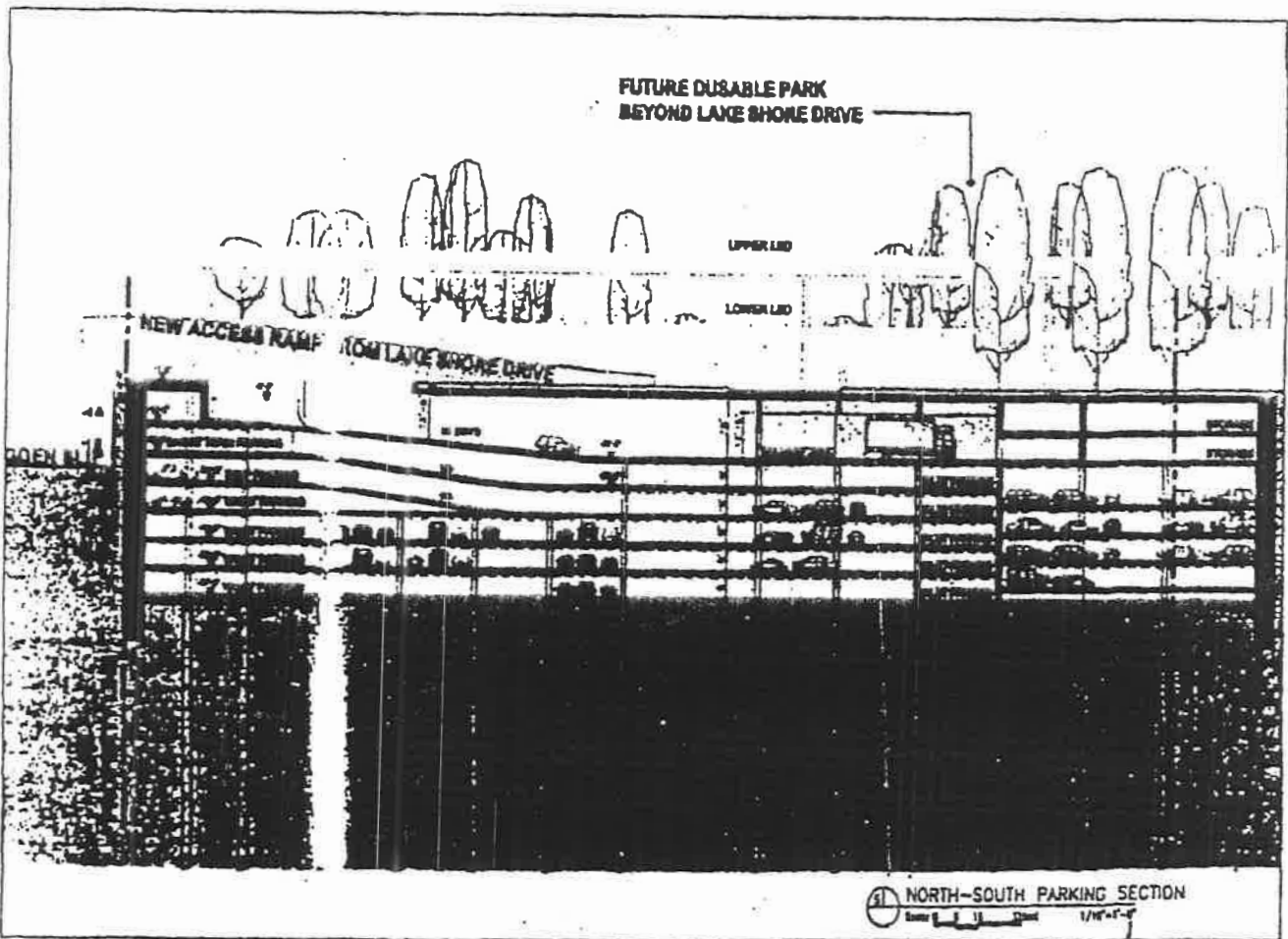


Exhibit 22.

Lake Point Trail Alignment Alternate 1.

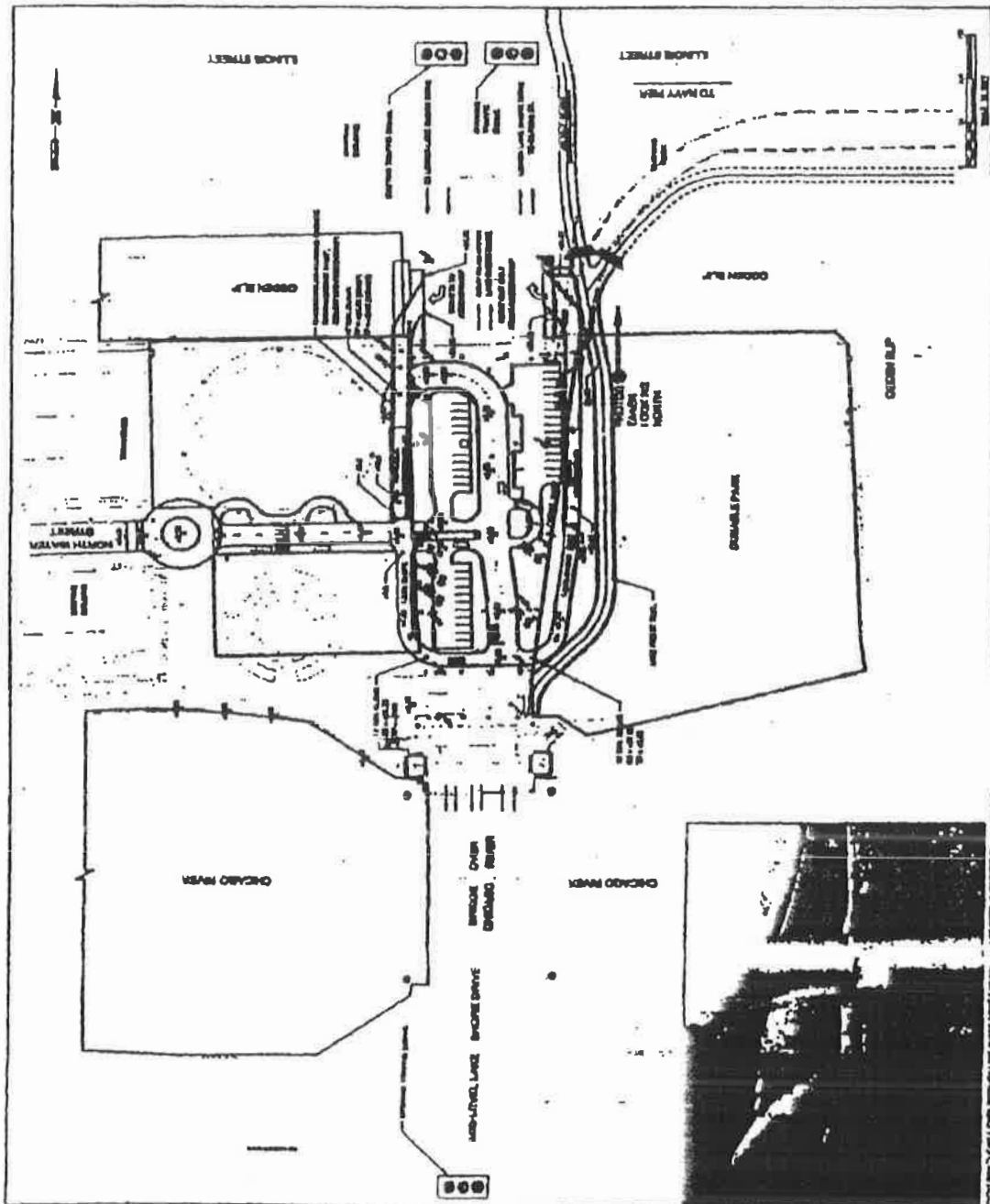
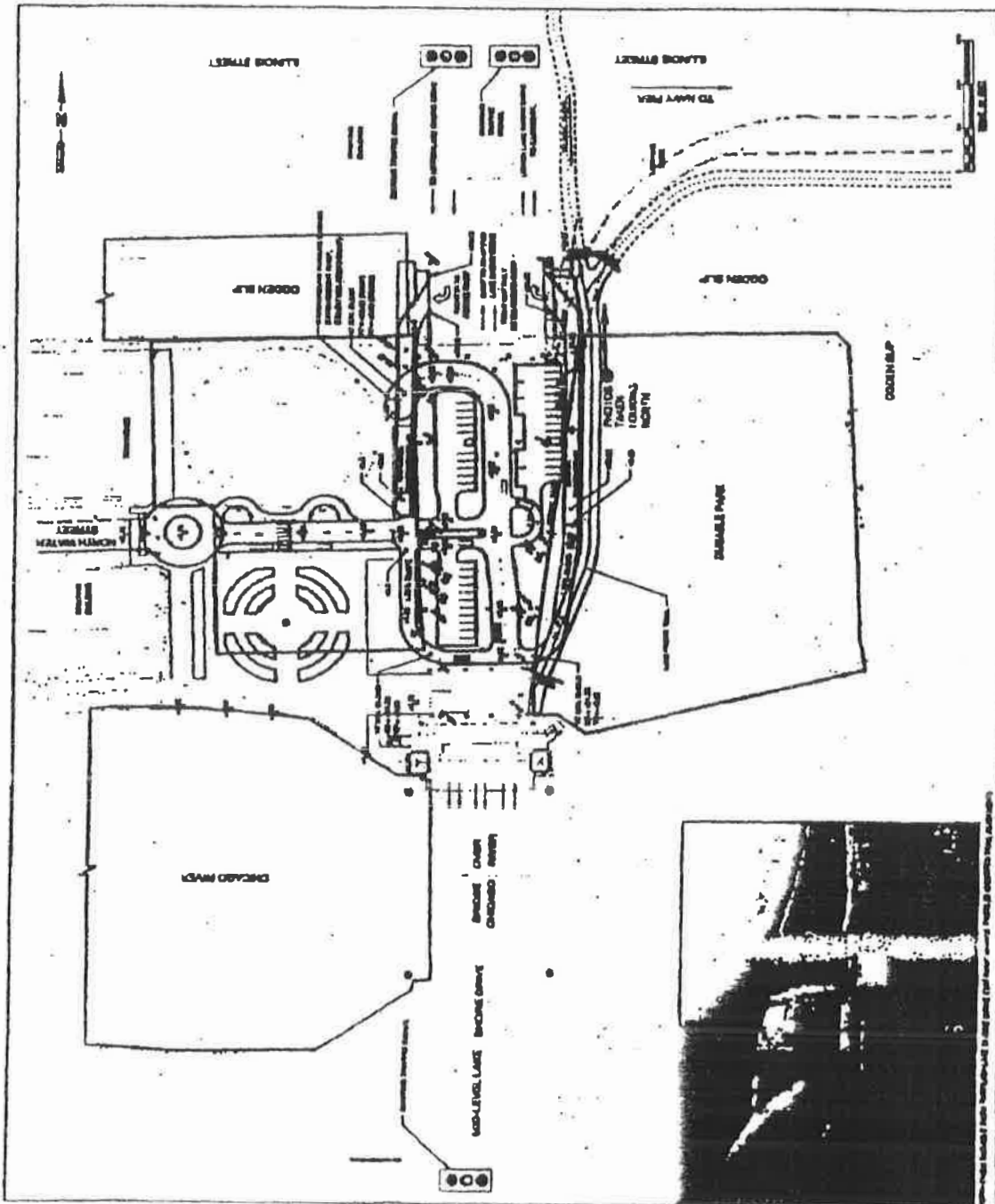


Exhibit 23.

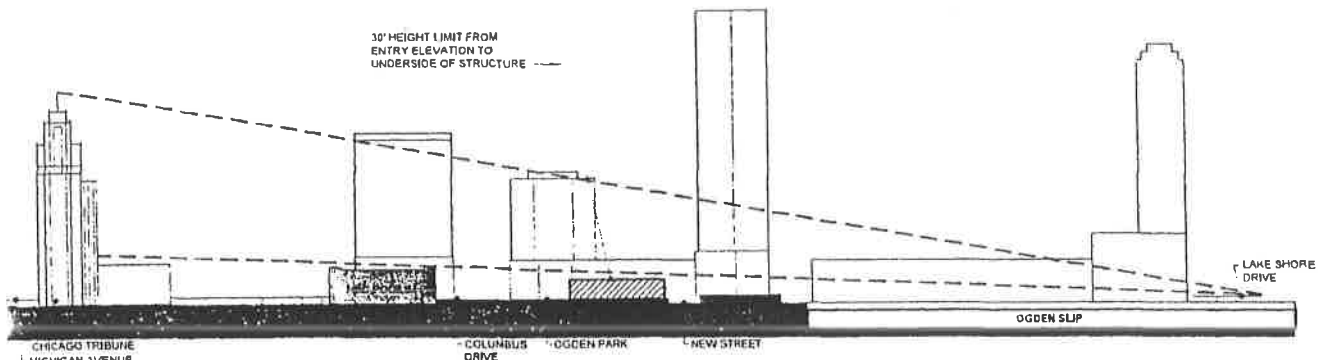
Lake Front Trail Alignment Alternate 2.



View Corridor Program.



SITE PLAN INDICATING 100' VIEW CORRIDOR



SITE SECTION "A" THROUGH VIEW CORRIDOR

VIEW CORRIDOR PROGRAM



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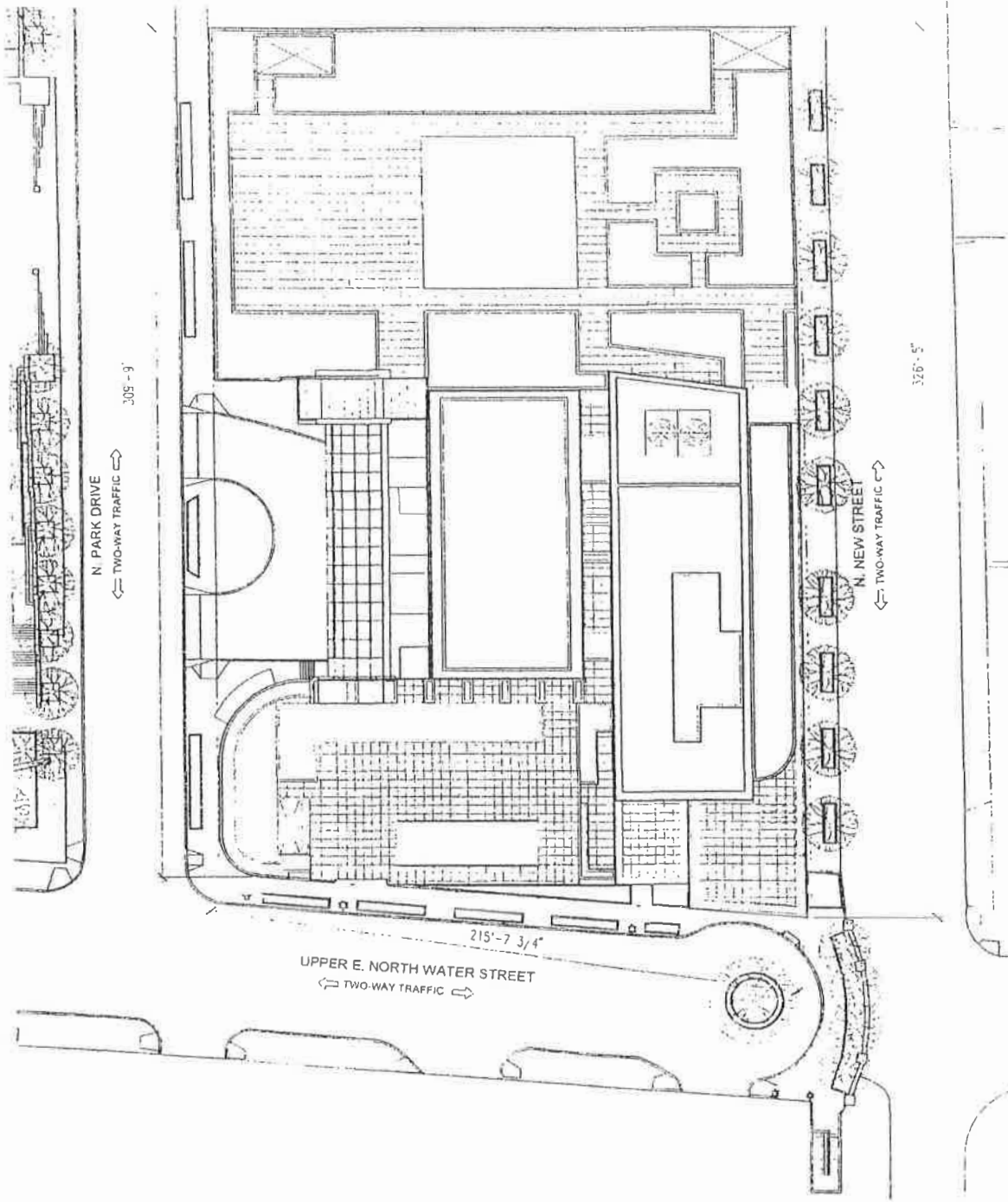
Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

NTS



Overall Site Plan.



OVERALL SITE PLAN



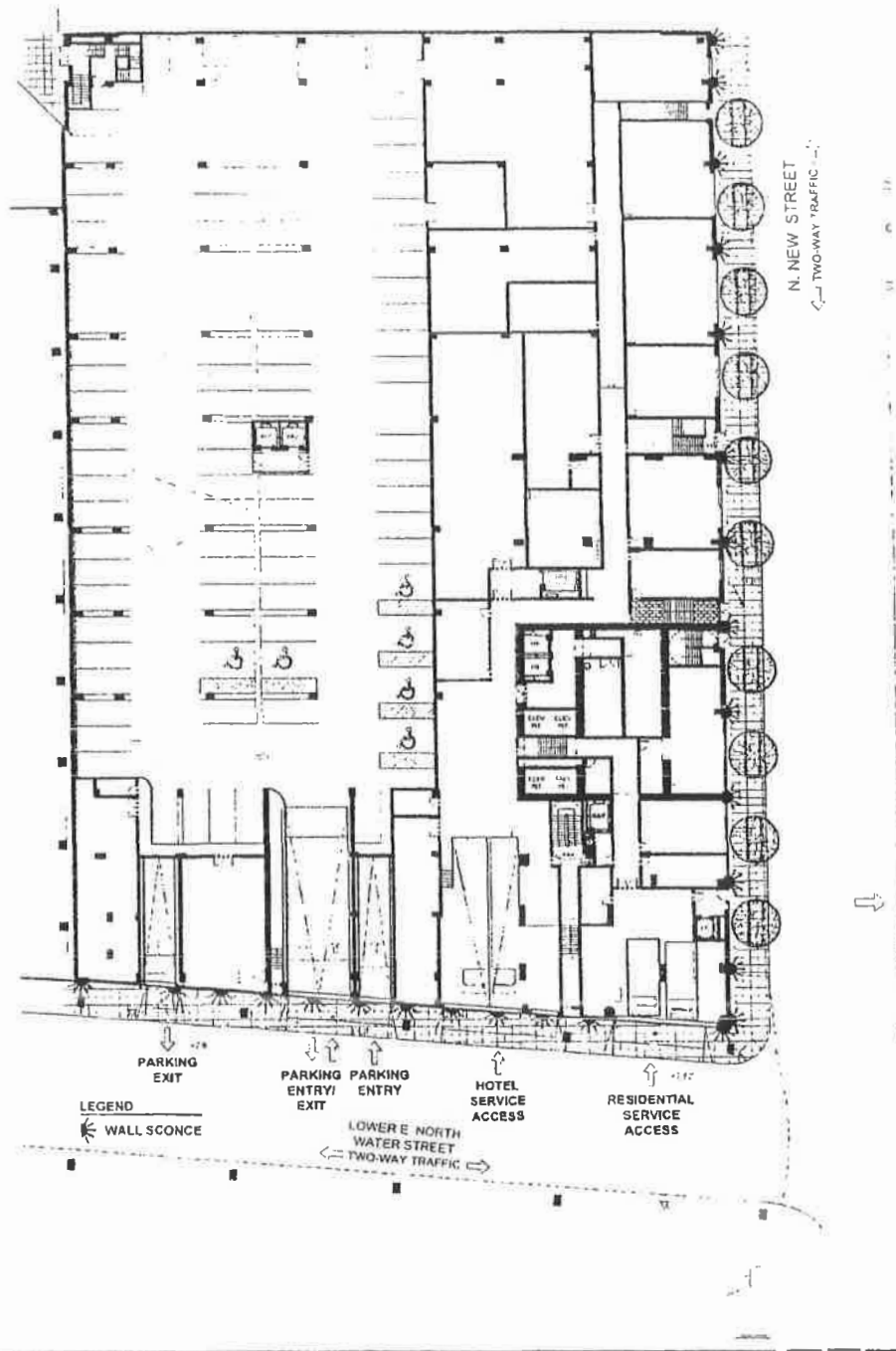
© 2012 South Chicago Branch

Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

0' 25' 50'

Lower East North Water Street Plan.

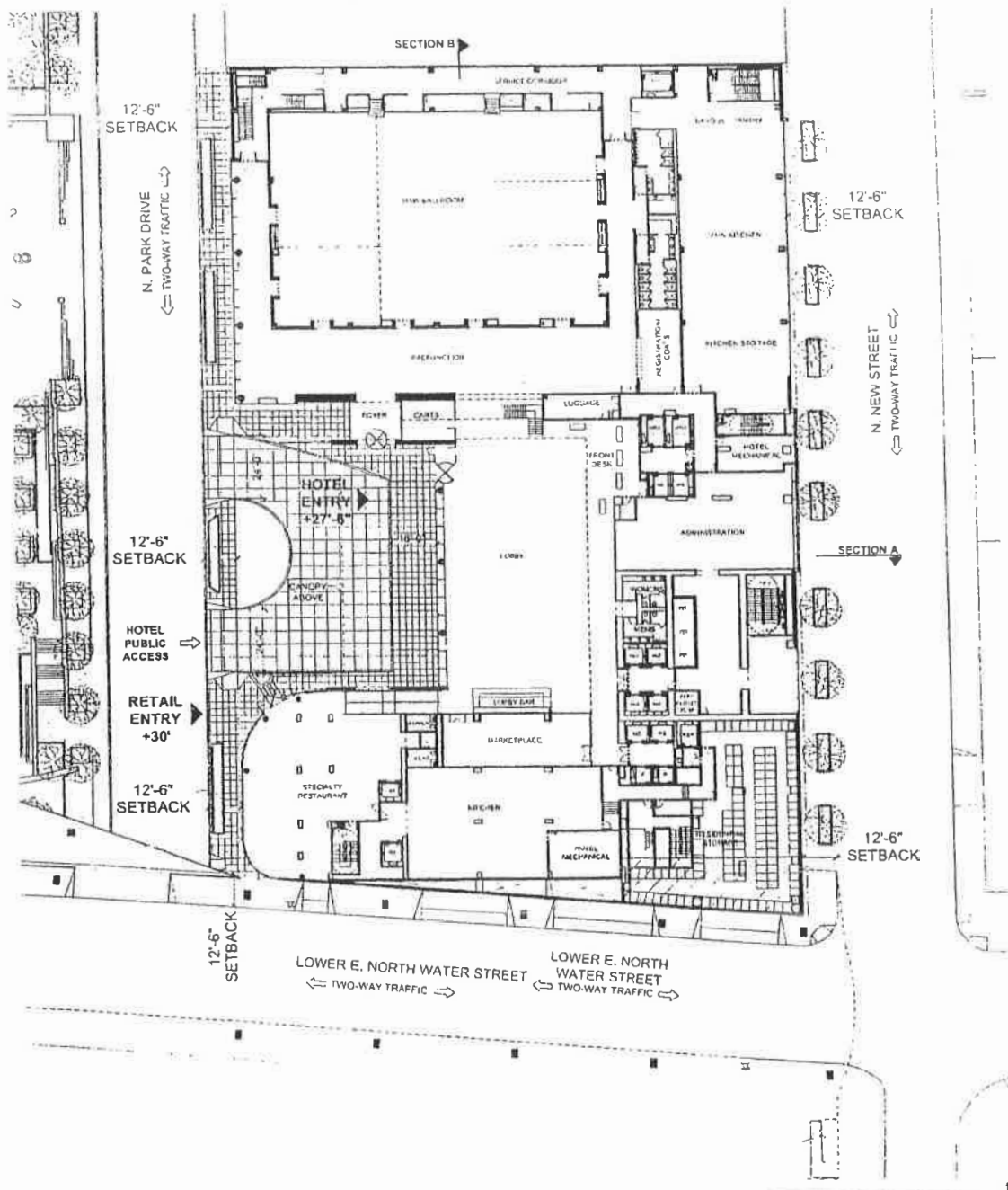


**LOWER E. NORTH
WATER STREET PLAN**

Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

North Park Drive Street Plan.

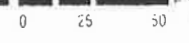


**NORTH PARK DRIVE
STREET PLAN**

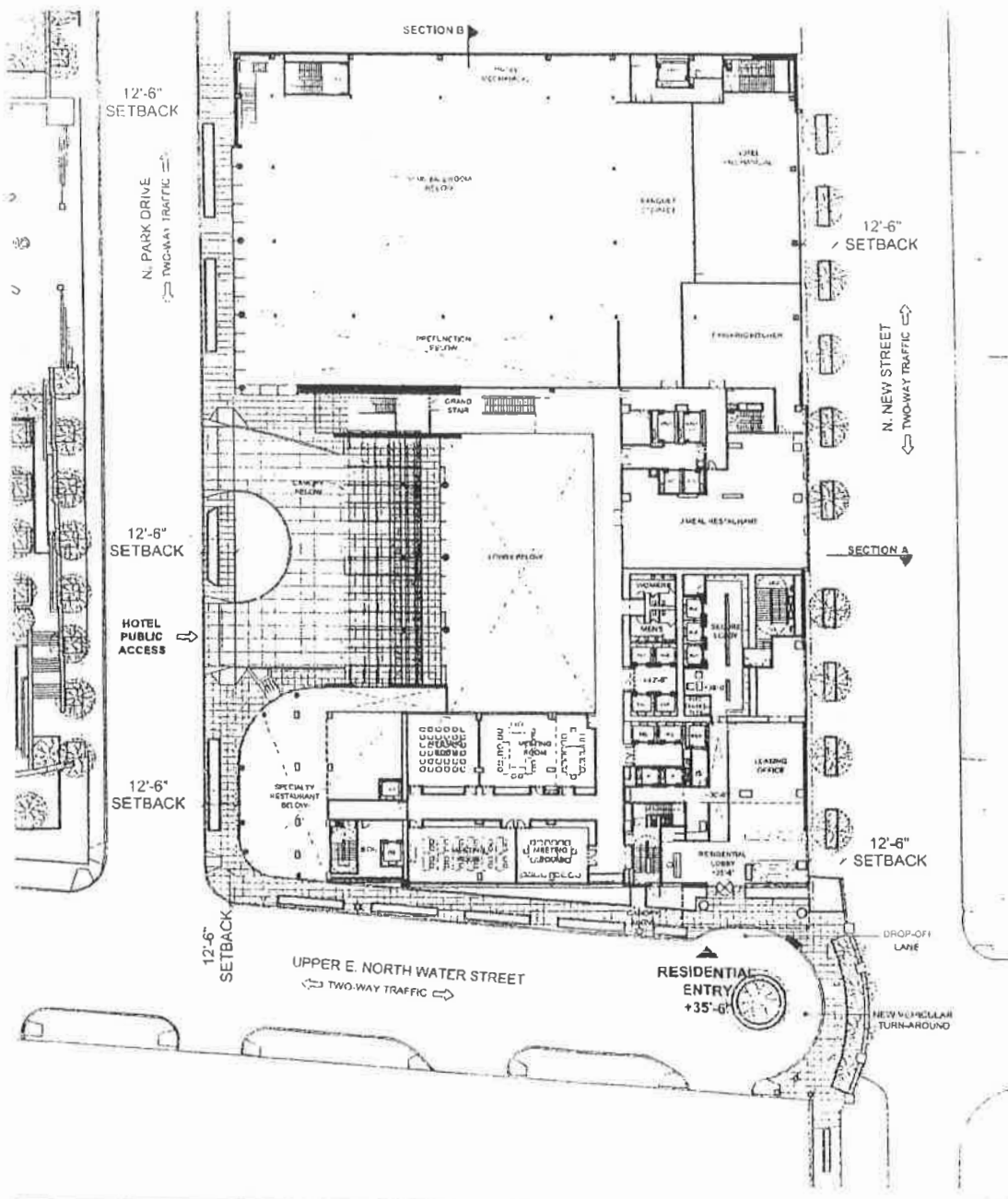
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Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:



Upper East North Water Street Plan.



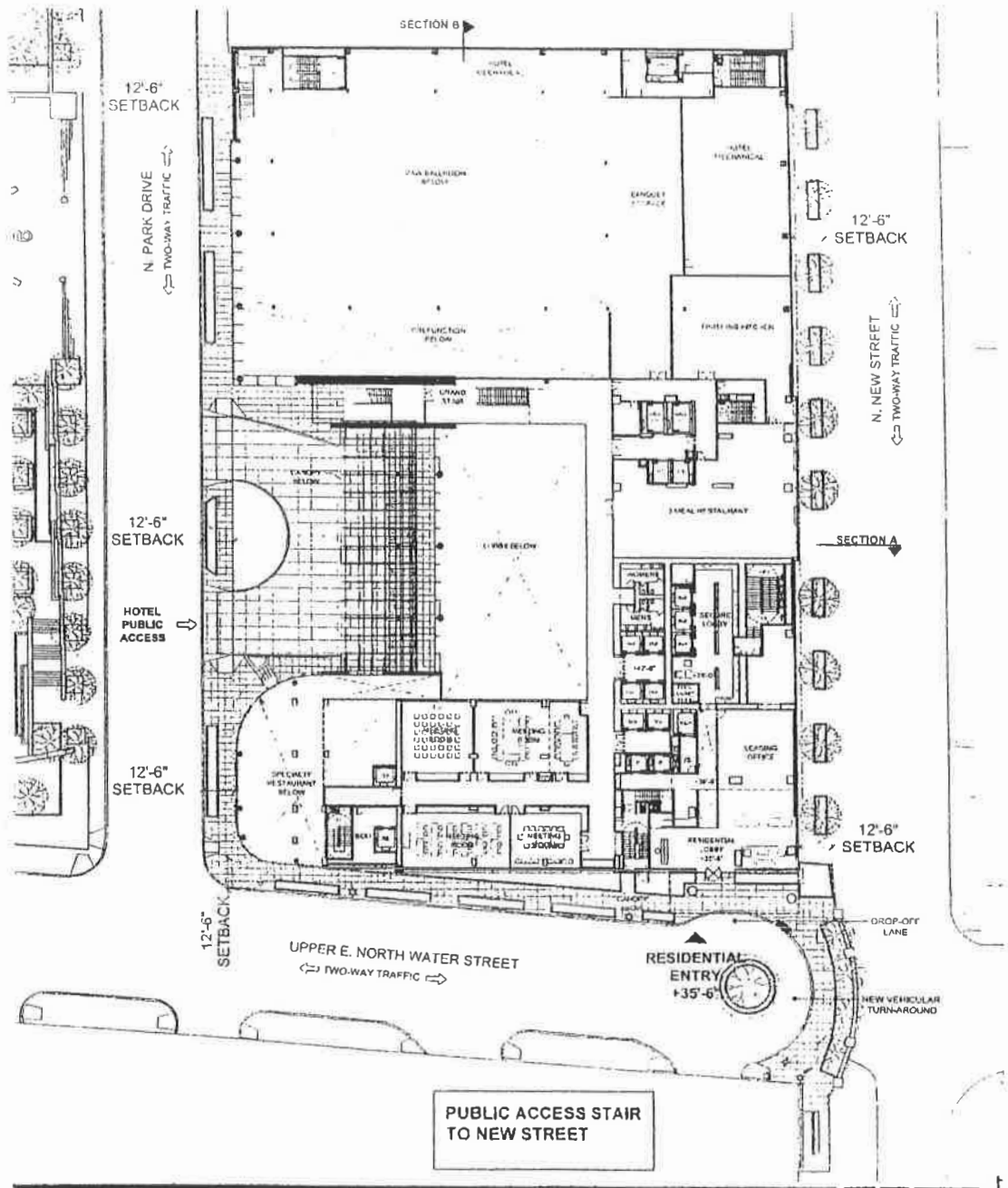
UPPER E. NORTH WATER STREET PLAN

Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:



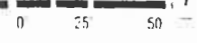
Upper East North Water Street Wayfinding Plan.



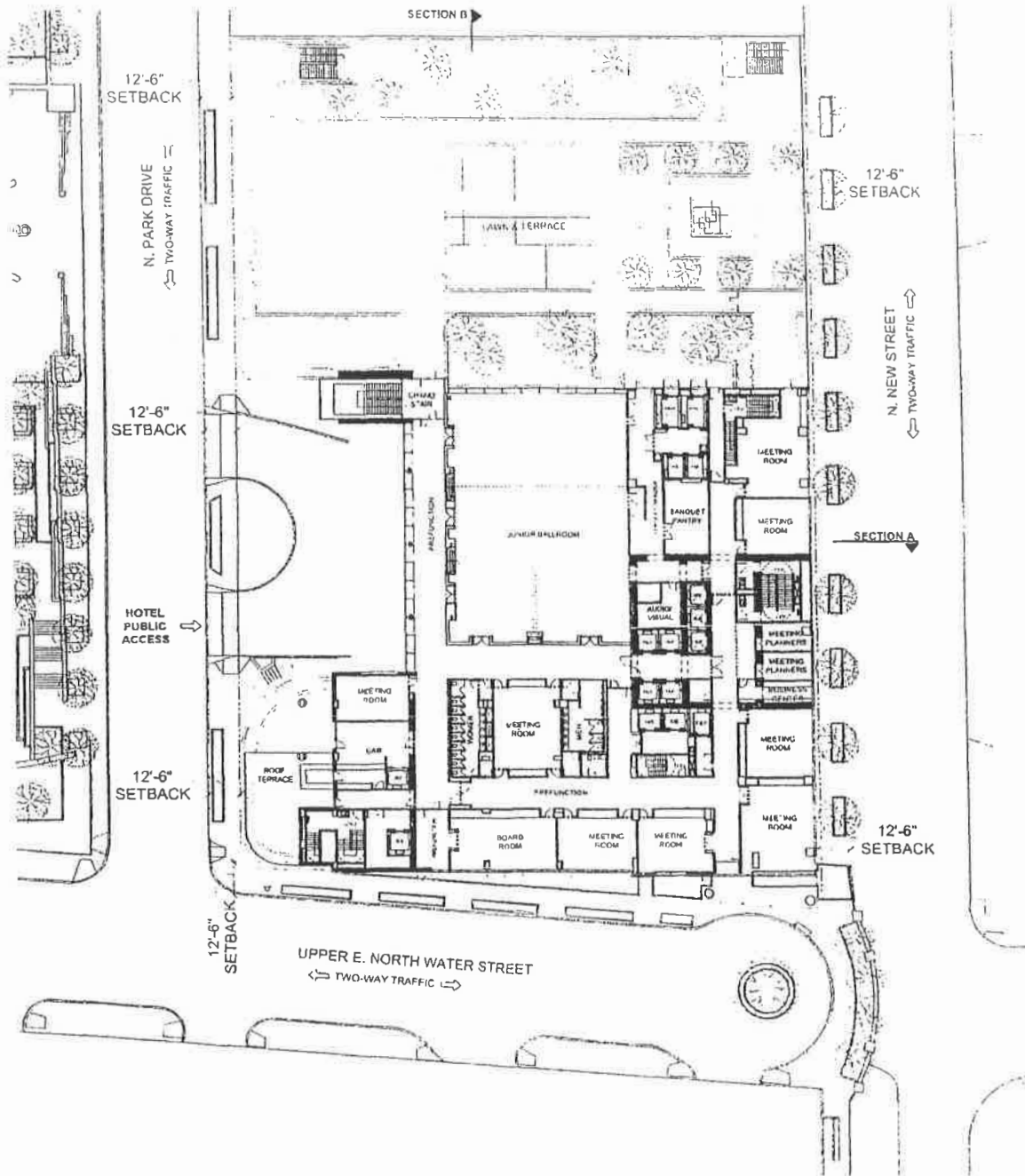
UPPER E. NORTH WATER STREET WAYFINDING PLAN

Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:



Terrace Level Plan.



TERRACE LEVEL PLAN

Applicant: NEW WATER PARK, LLC
 Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

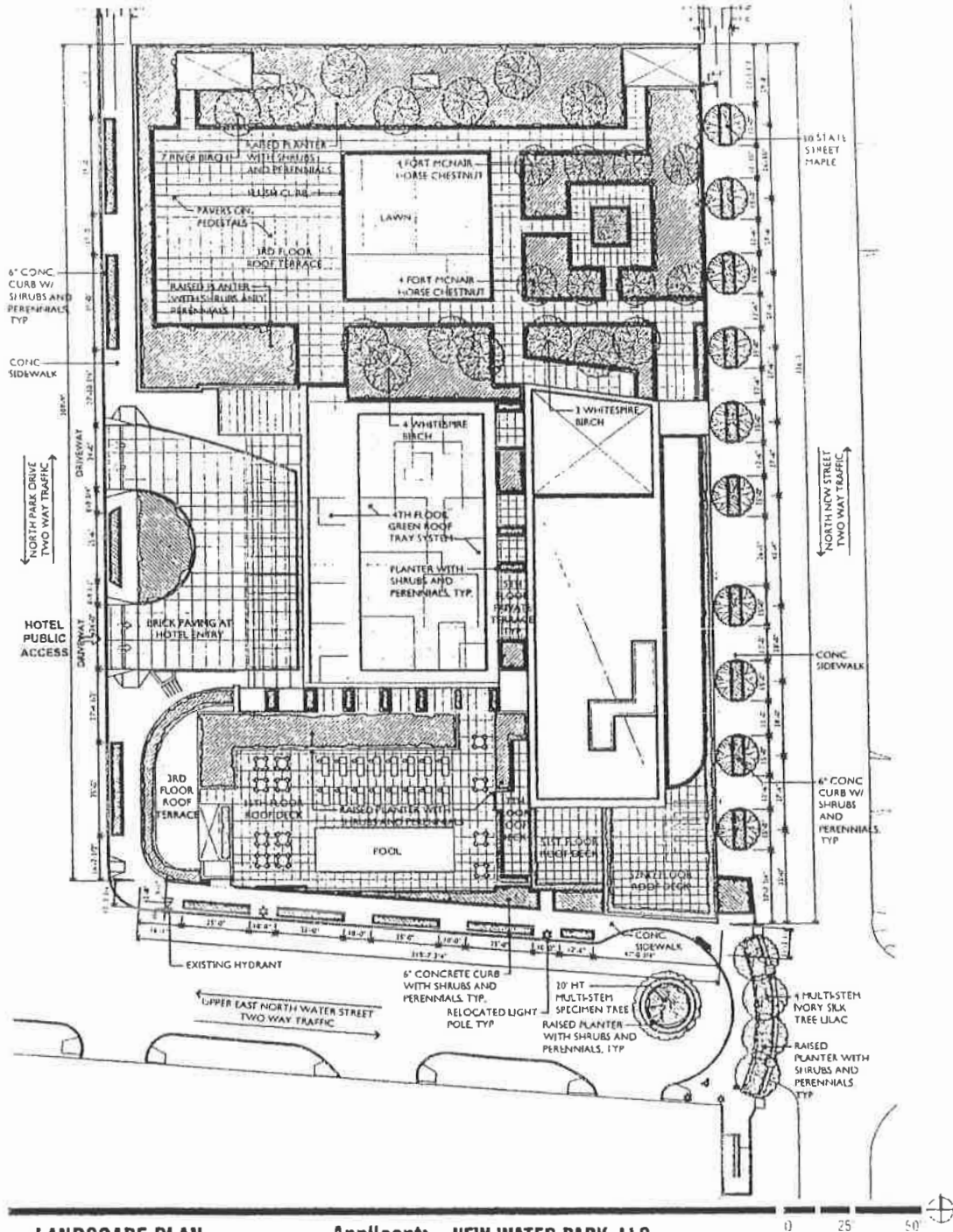
Date: May 24, 2012
 Revised:



300 S. Dearborn St., Chicago, IL 60606



Landscape Plan.

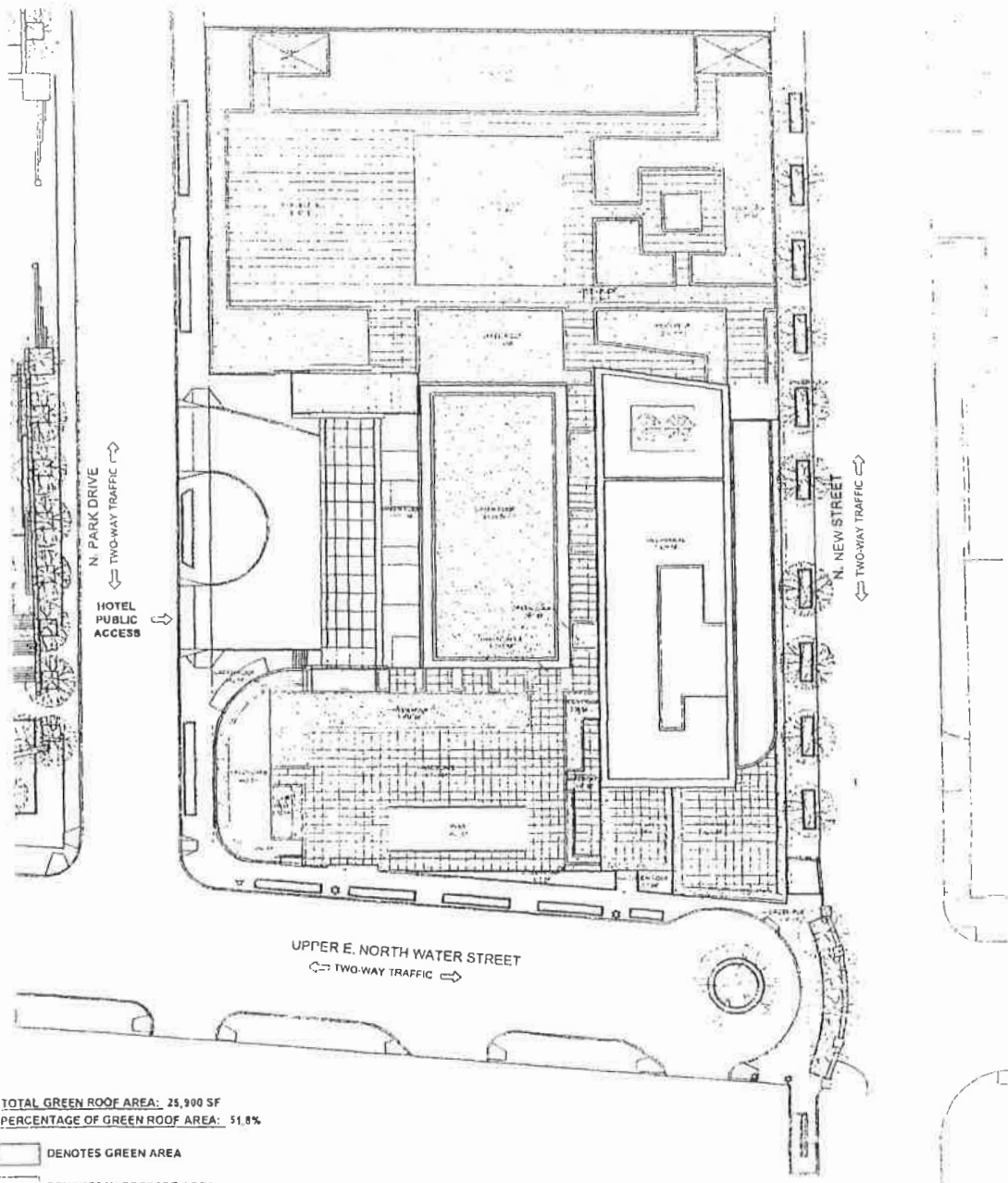


LANDSCAPE PLAN

Applicant: NEW WATER PARK, LLC
 Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
 Revised:

Green Roof Plan.



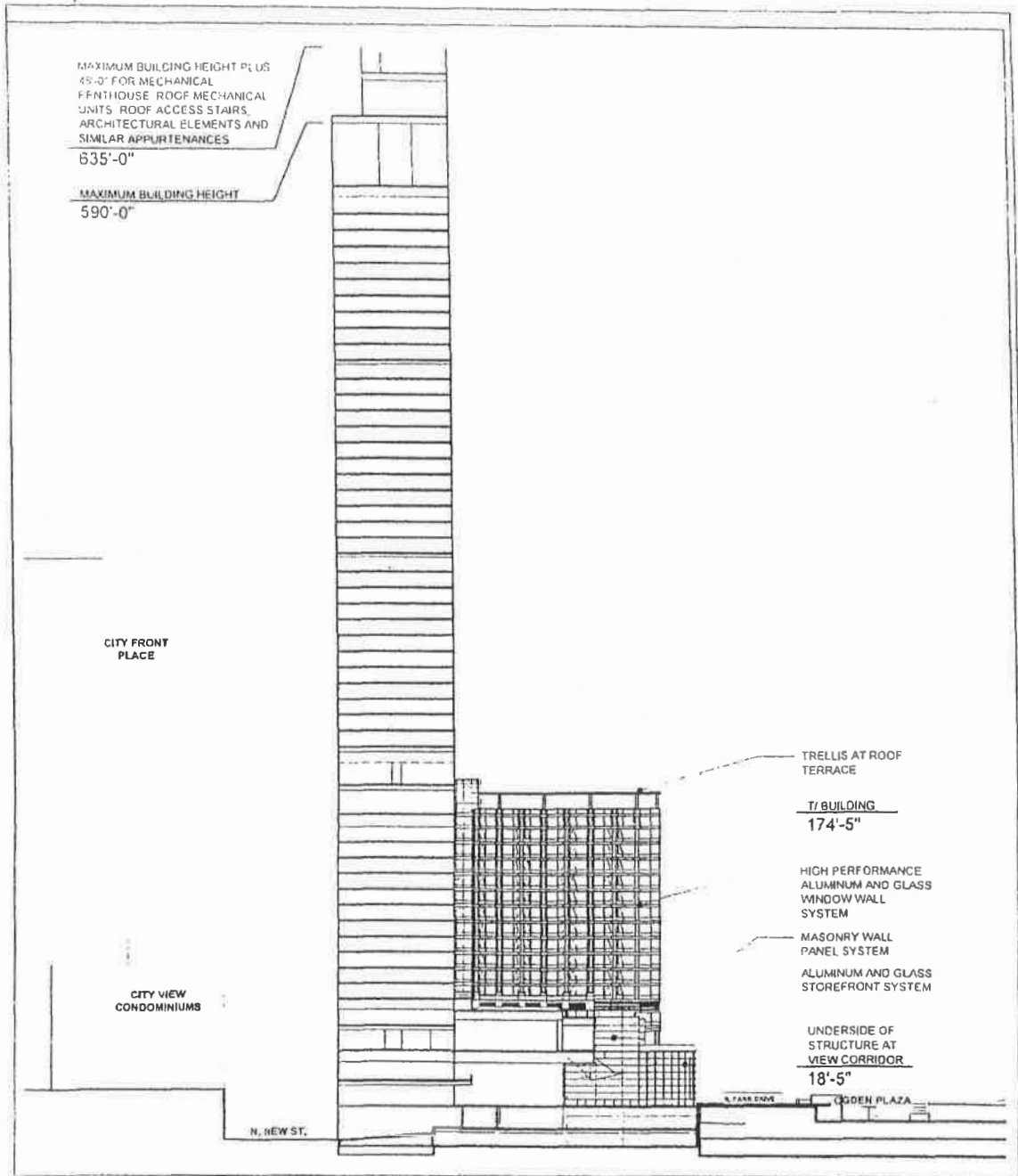
GREEN ROOF PLAN



Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
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 432-62 N. New St.

Date: May 24, 2012
Revised:

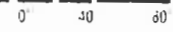
Overall Section A And Partial North Elevation.



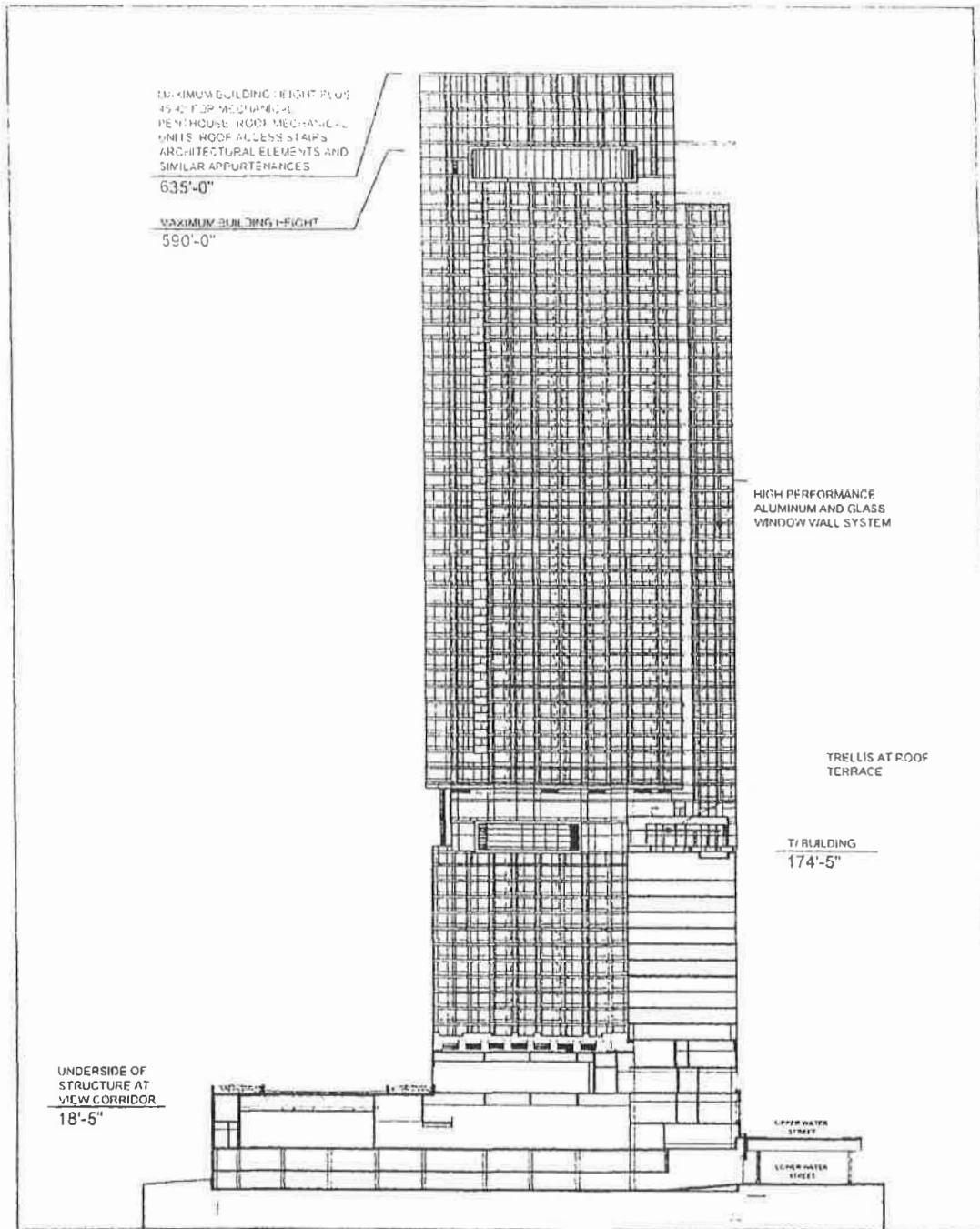
OVERALL SECTION A AND PARTIAL NORTH ELEVATION

Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
435-463 N. Park Dr.; &
432-62 N. New St.

Date: May 24, 2012
Revised:



West Elevation At Tower And Partial North/South Section B.



WEST ELEVATION AT TOWER AND PARTIAL NORTH-SOUTH SECTION B

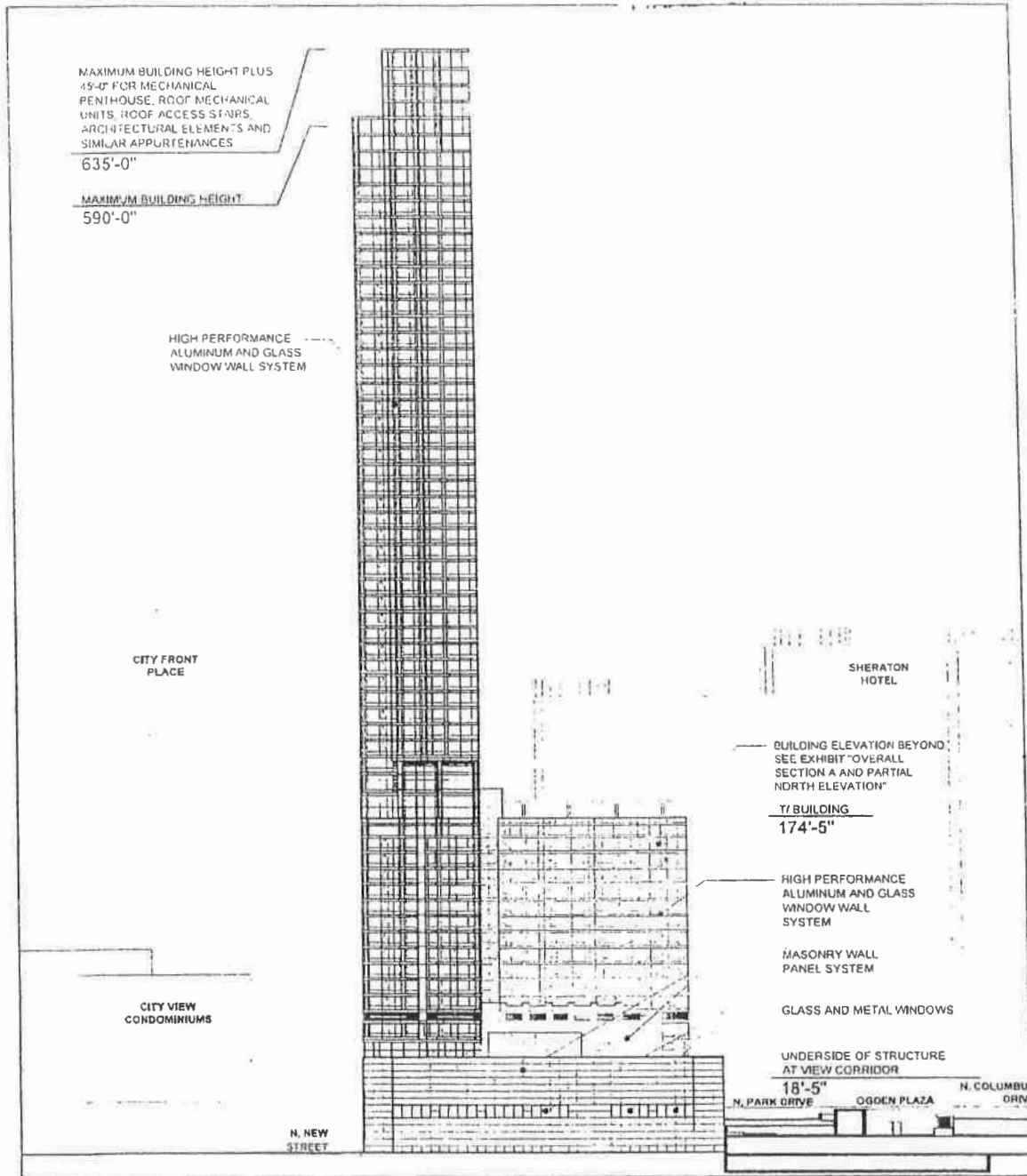
Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.; 435-463 N. Park Dr.; & 432-62 N. New St.

Date: May 24, 2012
Revised:

0 40 80

SCB

North Elevation.



NORTH ELEVATION



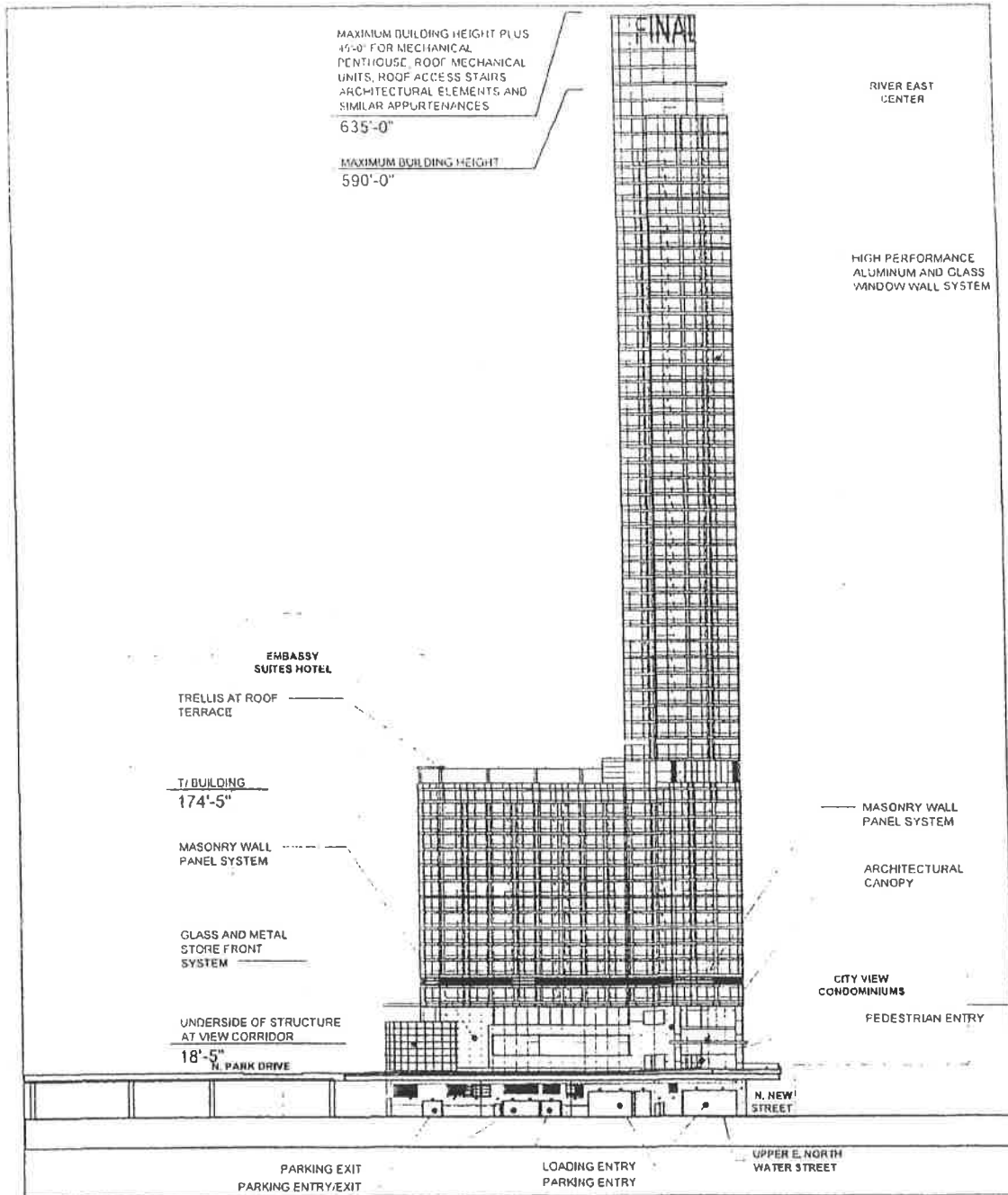
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Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

0 40 80

South Elevation.



SOUTH ELEVATION



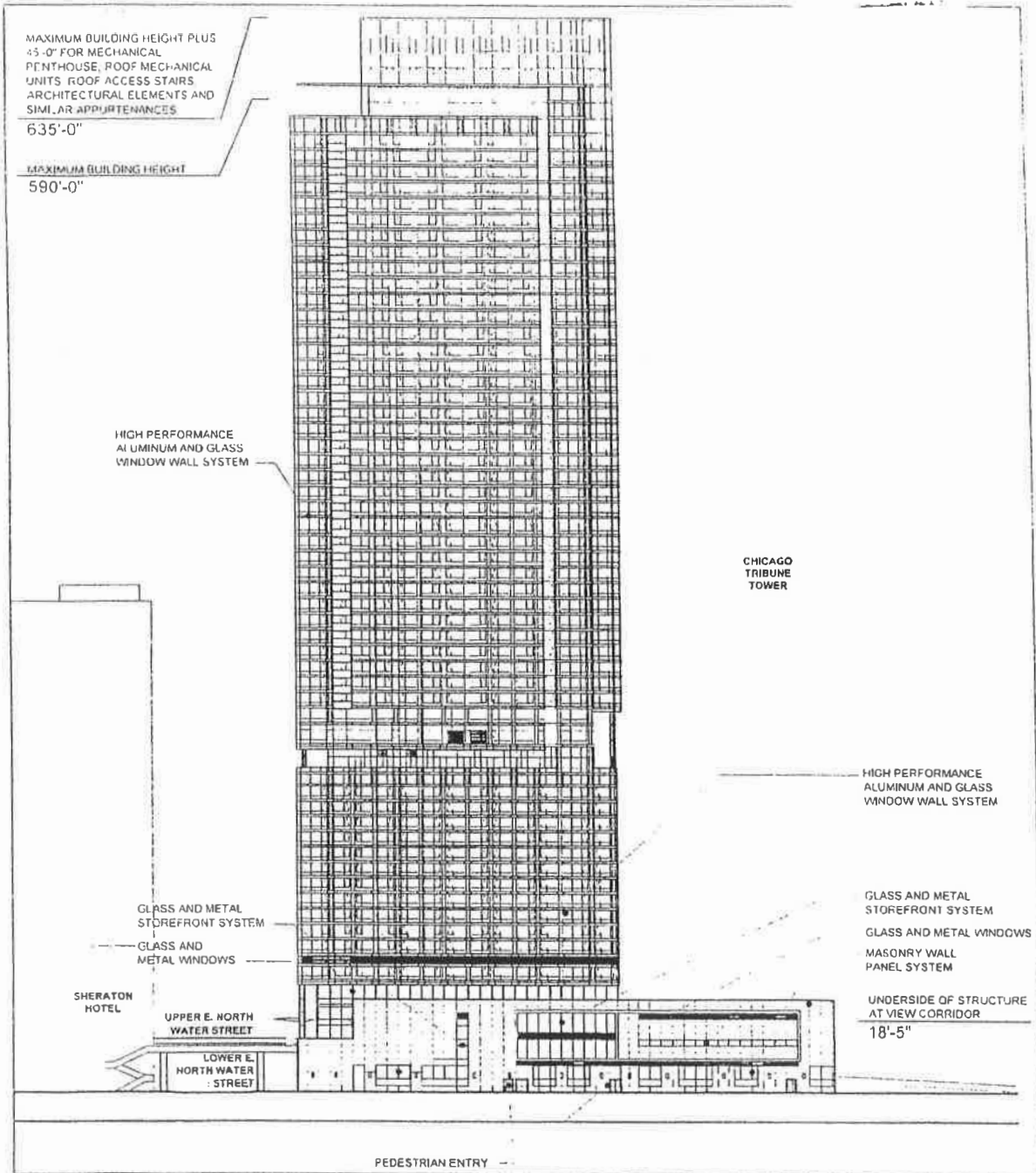
© 2012 SCB, Inc. 10000 Hill Street

Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

0 40 80

East Elevation.



EAST ELEVATION

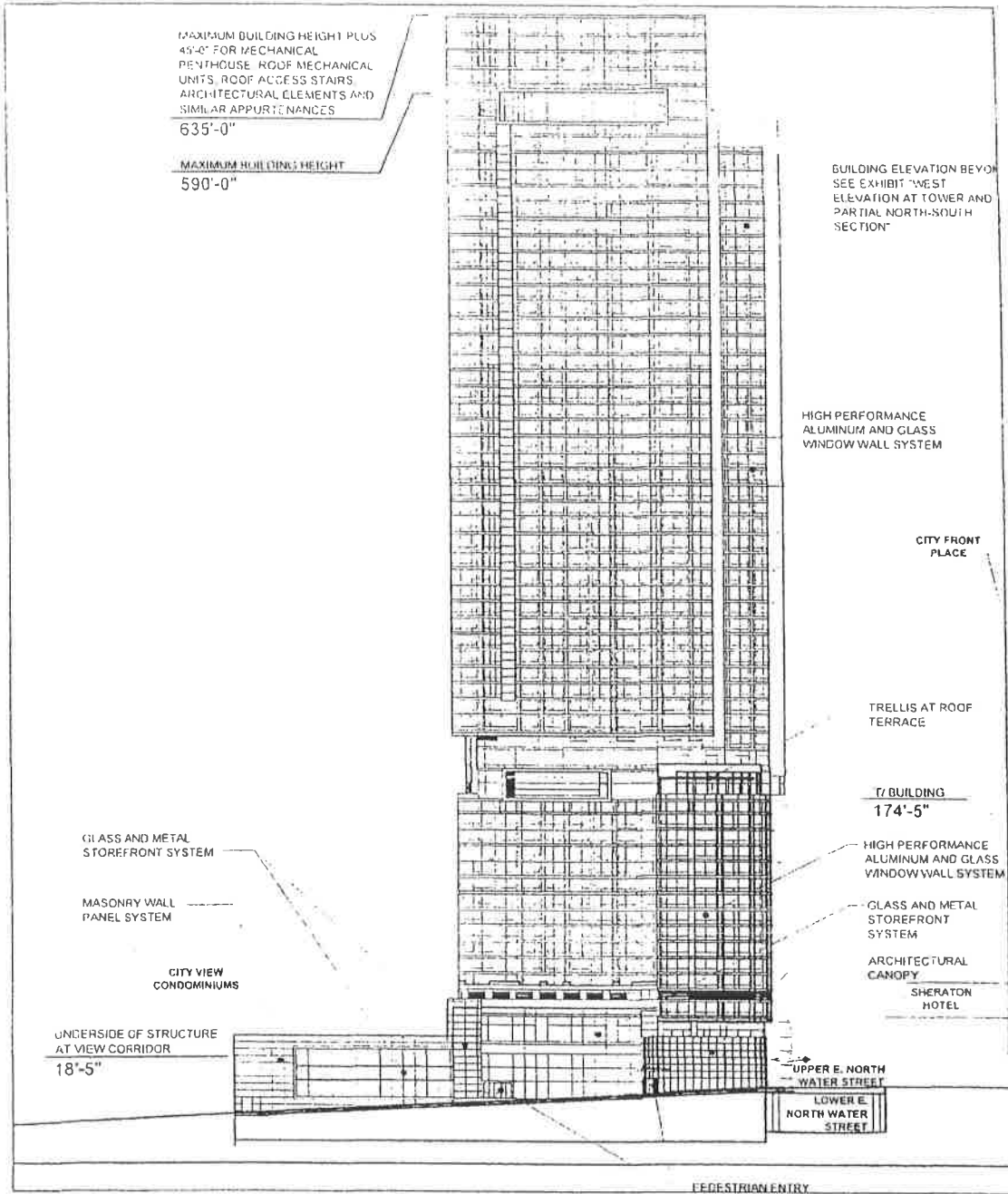


Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

0' 40' 80'

West Elevation At North Park Drive.



**WEST ELEVATION AT
NORTH PARK DRIVE**



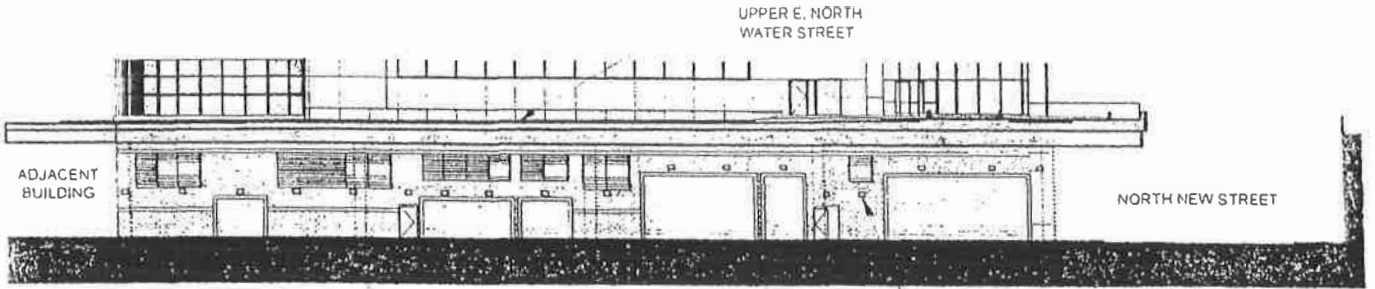
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Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
435-463 N. Park Dr.; &
432-62 N. New St.

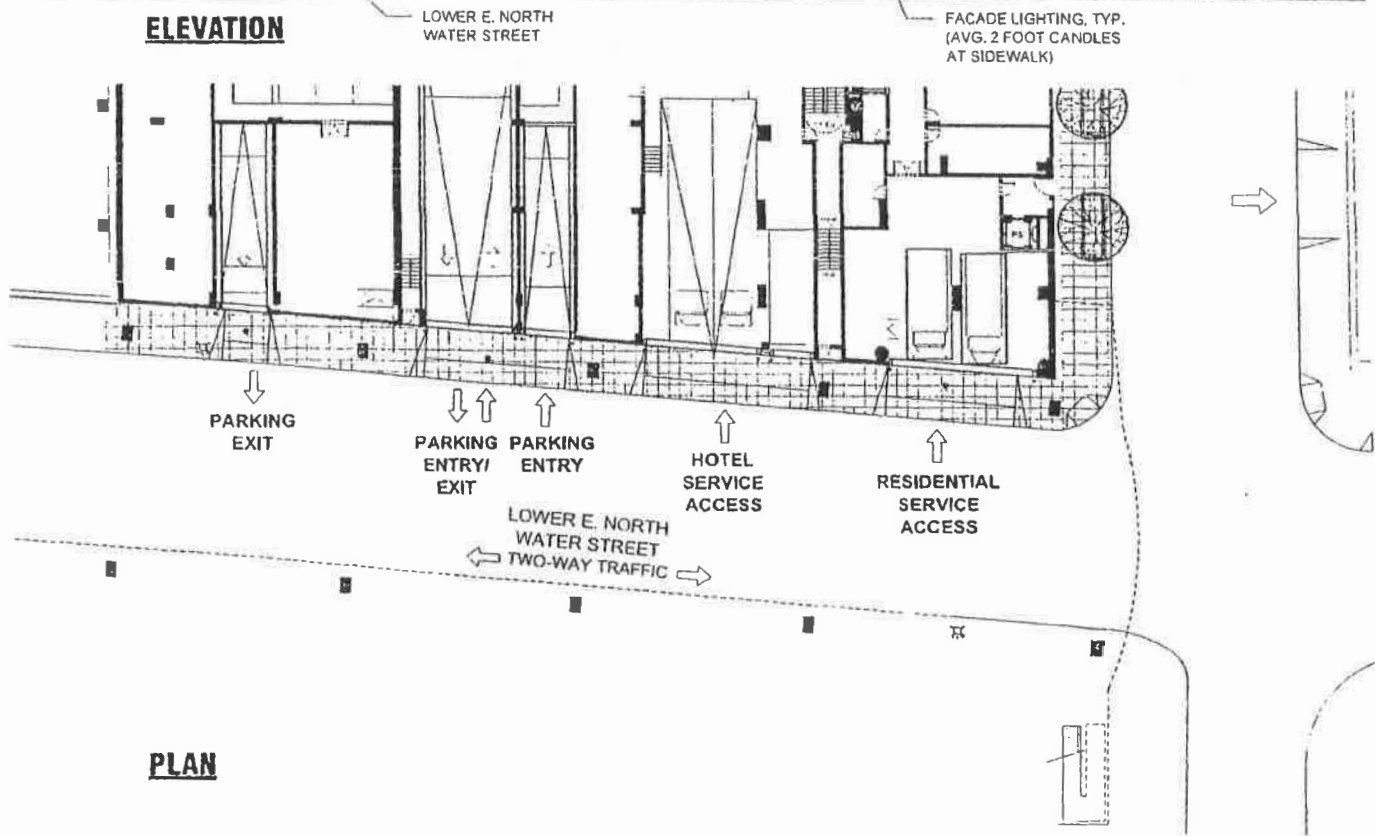
Date: May 24, 2012
Revised:

0' 40' 80'

Proposed Lower East North Water Street Plan And Elevation With Lighting Concept.



ELEVATION



PLAN



PROPOSED LOWER E. NORTH WATER STREET PLAN & ELEVATION WITH LIGHTING CONCEPT

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Applicant: NEW WATER PARK, LLC
Address: 320-42 E. Upper North Water St.;
 435-463 N. Park Dr.; &
 432-62 N. New St.

Date: May 24, 2012
Revised:

Chicago Builds Green.
(Page 2 of 3)

Required per Zoning Code or Green Book-Building Green Matrix
To be Provided by the development:

Please fill, if applicable

Landscaping:

- 7' Landscape Setback
- Interior Landscape Area
- No. of Interior Trees
- No. of Parkway Trees

Square footage:	0	0
Square footage:	0	0
	0	0
	8	8

Open Space:

- River Setback
- Private Open Space
- Privately developed Public Open Space

Square footage:	0	NA
Square footage:	0	35,324
Square footage:	0	0

Stormwater Management (At-grade volume control):

- Permeable paving
- Raingarden
- Filter strip
- Bioswale
- Detention pond
- Native landscaping
- Rain-water collection cistern/barrel
- Total impervious area reduction

Square footage:	0
Check applicable:	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
Square footage:	0
Gallons:	0
Square footage:	24,030

Other sustainable surface treatments:

- Green roof
- Energy Star roof
- High-albedo pavement

Square footage:	25,021	25,900
Square footage:	0	9,800
Square footage:		20,694

Transportation:

- No. of accessory parking spaces
- Total no. of parking spaces (Accessory + Non- Acc.)
- No. of parking spaces dedicated to car sharing services (E.g.: I-Go, Zip-Car)
- No. of bicycle parking
- Within 600 ft of CTA or Metra station entrance

	230	230
		0
	0	0
	50	50

Check if applicable:

Chicago Builds Green.
(Page 3 of 3)

Building Certification:

Energy Star building	<input type="checkbox"/>	<input type="checkbox"/>
LEED certification	<input checked="" type="checkbox"/>	
LEED Certified		<input type="checkbox"/>
LEED Silver		<input type="checkbox"/>
LEED Gold		<input type="checkbox"/>
LEED Platinum		<input type="checkbox"/>
Chicago Green Homes	<input type="checkbox"/>	
Chicago Green Homes [one-star]		<input type="checkbox"/>
Chicago Green Homes [two-star]		<input type="checkbox"/>
Chicago Green Homes [three-star]		<input type="checkbox"/>

Energy efficiency strategies not captured above:

-IE. Other than Energy Star Roof - or Energy Star Building Certification-

The project shall use best and reasonable efforts to design, construct and maintain all buildings located within this Planned Development in a manner generally consistent with the Leadership in Energy and Environmental Design Green Building Rating System (LEED).

- High performance exterior enclosure
- Interior Shades
- High SRI light colored roofing reduces heat island effect
- Operable Windows:
- Use of zero-CFC based refrigerants for building MEP systems
- Thermostats and operable windows give individuals some thermal control
- Energy Star compliant appliances
- Minimize Exterior Lighting
- Water efficient landscaping

Other sustainable strategies and/or Project Notes:

- Secure bike storage
- Recycled and regional materials specified for a minimum of 10% of total materials
- No / low VOC adhesives, sealants, paints, coating and flooring systems specified
- System Commissioning
- Storage/collection of recycling
- Site remediation



DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
CITY OF CHICAGO

December 2, 2011

Richard A. Wendy
Freeborn & Peters
311 South Wacker Drive
Suite 3000
Chicago, IL 60606

Re: Request for a Minor Change to the May 17, 2011 Minor Change to the April 22, 2005 Site Plan Approval for Parcels P4 and P5 of Subarea A of Residential Business Planned Development No. 368, as it pertains to Subparcel B (200-212 East Illinois Street/500-509 North St. Clair Street

Dear Mr. Wendy:

Please be advised that your request on behalf of Optima, Inc. and the applicant hereunder, Optima Center Chicago, LLC, for a minor change to the May 17, 2011 minor change to the April 22, 2005 Site Plan Approval for Residential Business Planned Development No. 368, Subarea A has been considered by the Department of Housing and Economic Development.

On May 17, 2011, the Department issued a minor change to the April 22, 2005 Site Plan Approval Letter for Subparcel B of Parcels P4 and P5 of Subarea A of the Planned Development. The proposed building consists of a tower atop a parking base, both enclosed with a glass exterior. Optima now seeks changes to the May 17th approval to allow an increase in the amount of floor area associated with retail uses from 6,000 square feet to a maximum of 26,500 square feet in order to better accommodate its anticipated development.

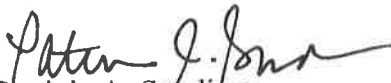
Optima's plans include retail and its accessory uses located at Upper Level Illinois Street and also at the two levels below (B-1 and B-2), which face Lower East Illinois Street and North St. Clair Street. Retail uses are permitted in Subparcel B pursuant to the Planned Development and under the 2005 approval, Subparcel B was allowed retail uses up to a maximum of 29,685 square feet.

The limitation to 26,500 square feet would apply only to retail and its accessory uses; it will not apply to residential or its accessory uses such as, among other uses, property management offices; common and other areas limited to residents only; loading, mechanical and storage areas; and lobby, front desk, and mail/receiving areas.

A revised Site Plan-Roof Level, Level 1-Upper Illinois, Level B2-Lower Illinois, and Level B1 Plans, dated November 22, 2011 shall be inserted into the main file.

With regard to your request, the proposed modifications would not create an adverse impact on the Planned Development or surrounding neighborhood, would not change the character of the development, would not result in an increase in the bulk or density, and therefore, would constitute a minor change. Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, I hereby approve these changes but no other changes to this Planned Development.

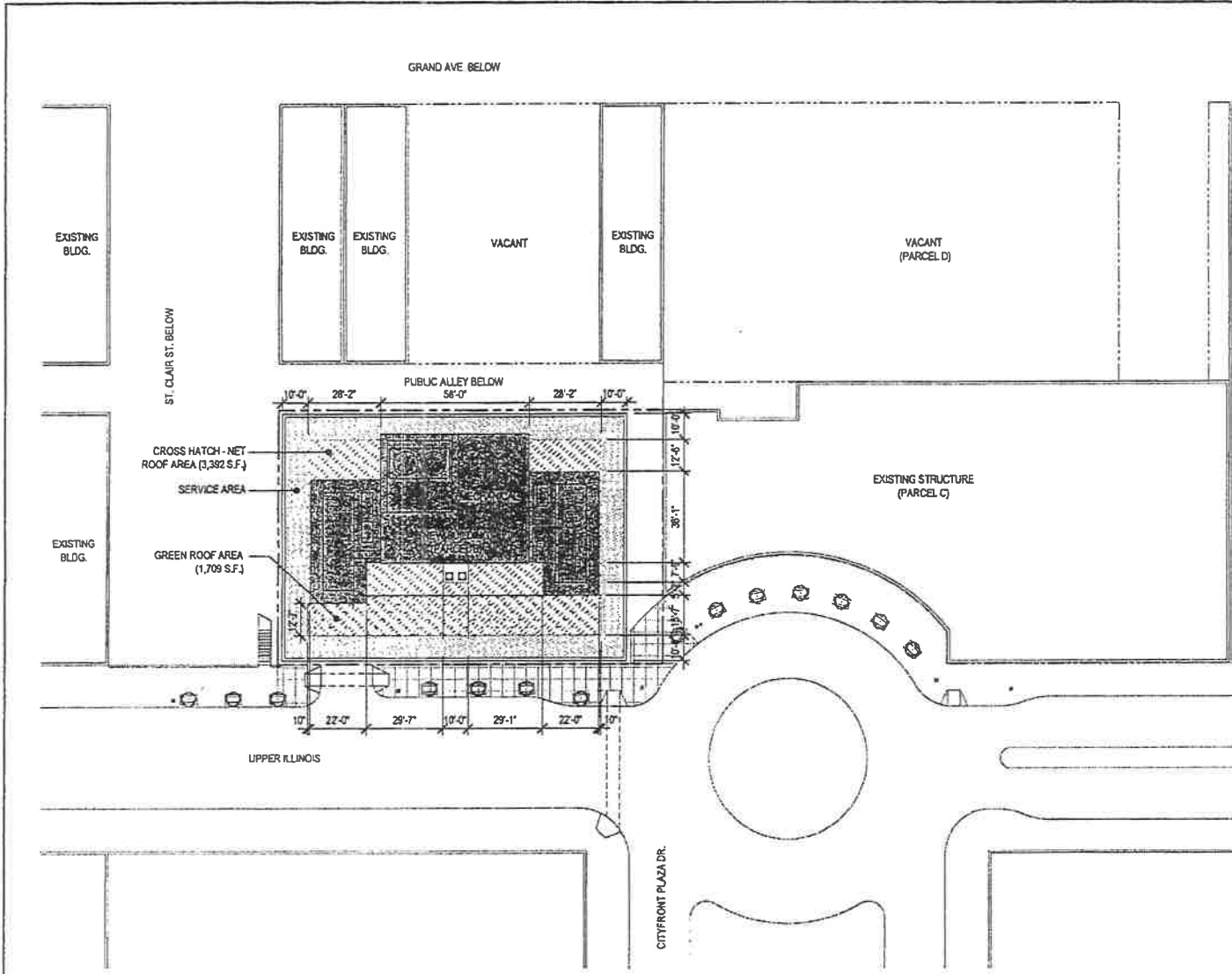
Sincerely,



Patricia A. Soudiero
Zoning Administrator

PAS: HG: tm

C: Mike Marmo, Erik Glass, Fred Deters, Main file



Project Data		
Optima Center Chicago Parcel B in Cityfront Plaza		
	Required / Allowed	Proposed
Uses	Permitted and special uses in conformity with DX-12 district and other uses permitted by PD 366.	Residential; Retail; Accessory Parking; and Accessory Uses (including without limitation Accessory Office uses).
Parcel B Site Area	-	14,992 s.f.
Maximum Floor Area	395,000 s.f.	395,000 s.f.
Maximum Building Height	466 feet	430 feet
Maximum Dwelling Units	325	325
Maximum Retail Floor Area	29,685 s.f.	26,500 s.f.
Minimum Accessory Parking Spaces	179	235
Minimum Loading Berths	2	2
Minimum Bicycle Parking Spaces	50	50
Open Space Requirement	36 s.f. per unit x 325 units = 11,700 s.f.	
Open Space at Level 1		3,586 s.f.
Open Space at Level 10		4,978 s.f.
Open Space at Level 32		3,513 s.f.
Total Open Space Provided		12,077 s.f.

Green Roof		
Required - 50% of Net Roof Area		
	Required	Proposed
Net Roof Area	3,392 s.f. x 50% = 1,696 s.f.	
Green Roof Area Provided		1,708 s.f.

EXISTING BLDG.
(PARCEL A)

EXISTING STRUCTURE
(PARCEL C)

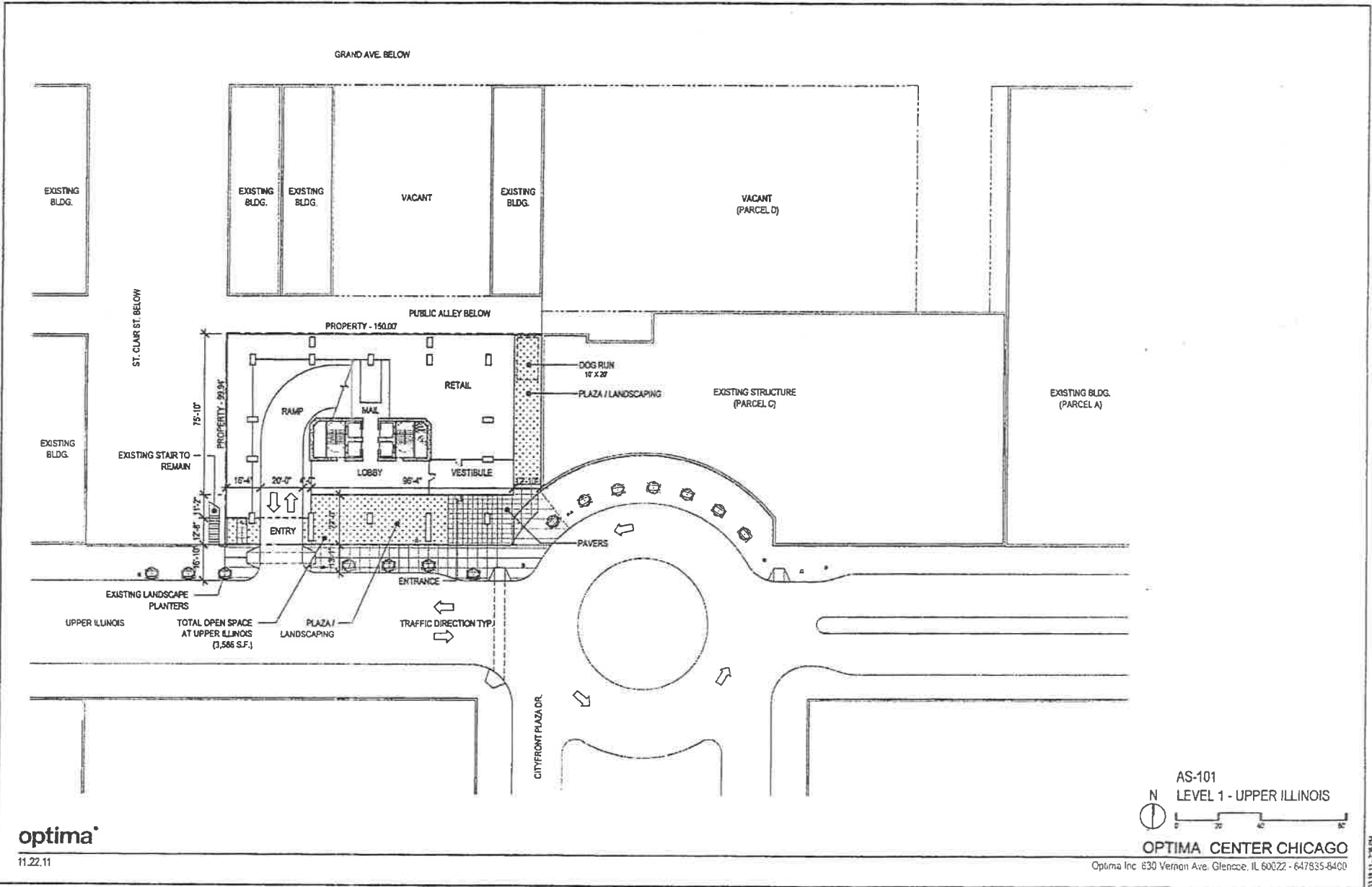


AS-100
SITE PLAN - ROOF LEVEL

OPTIMA CENTER CHICAGO

Optima Inc. 630 Vernon Ave. Glencoe, IL 60022 - 647835-8430

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optima

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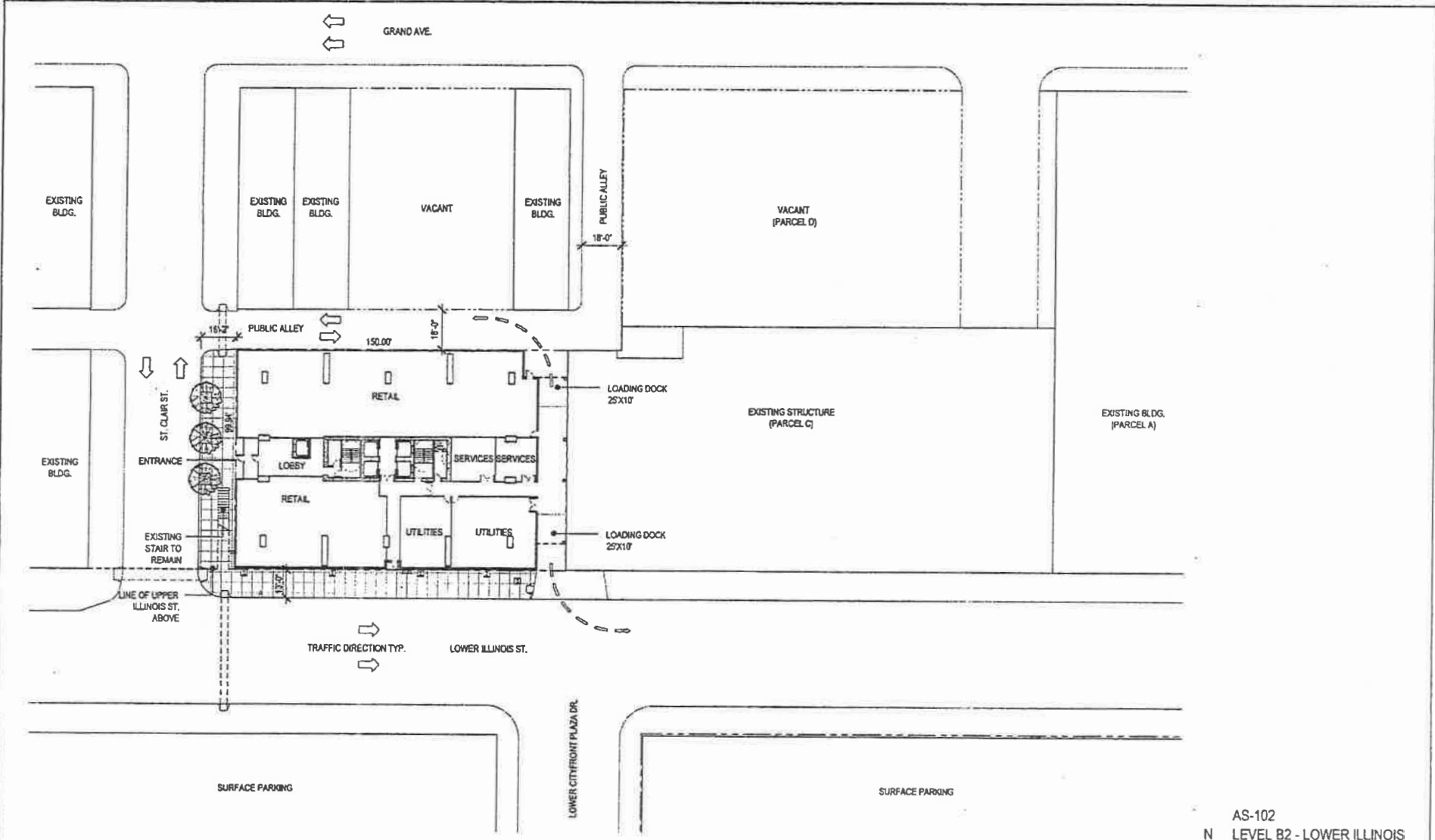
AS-101
 N
 LEVEL 1 - UPPER ILLINOIS



OPTIMA CENTER CHICAGO

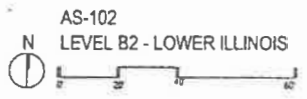
Optima Inc 630 Vernon Ave. Glencoe, IL 60022 - 647835-8400

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optima

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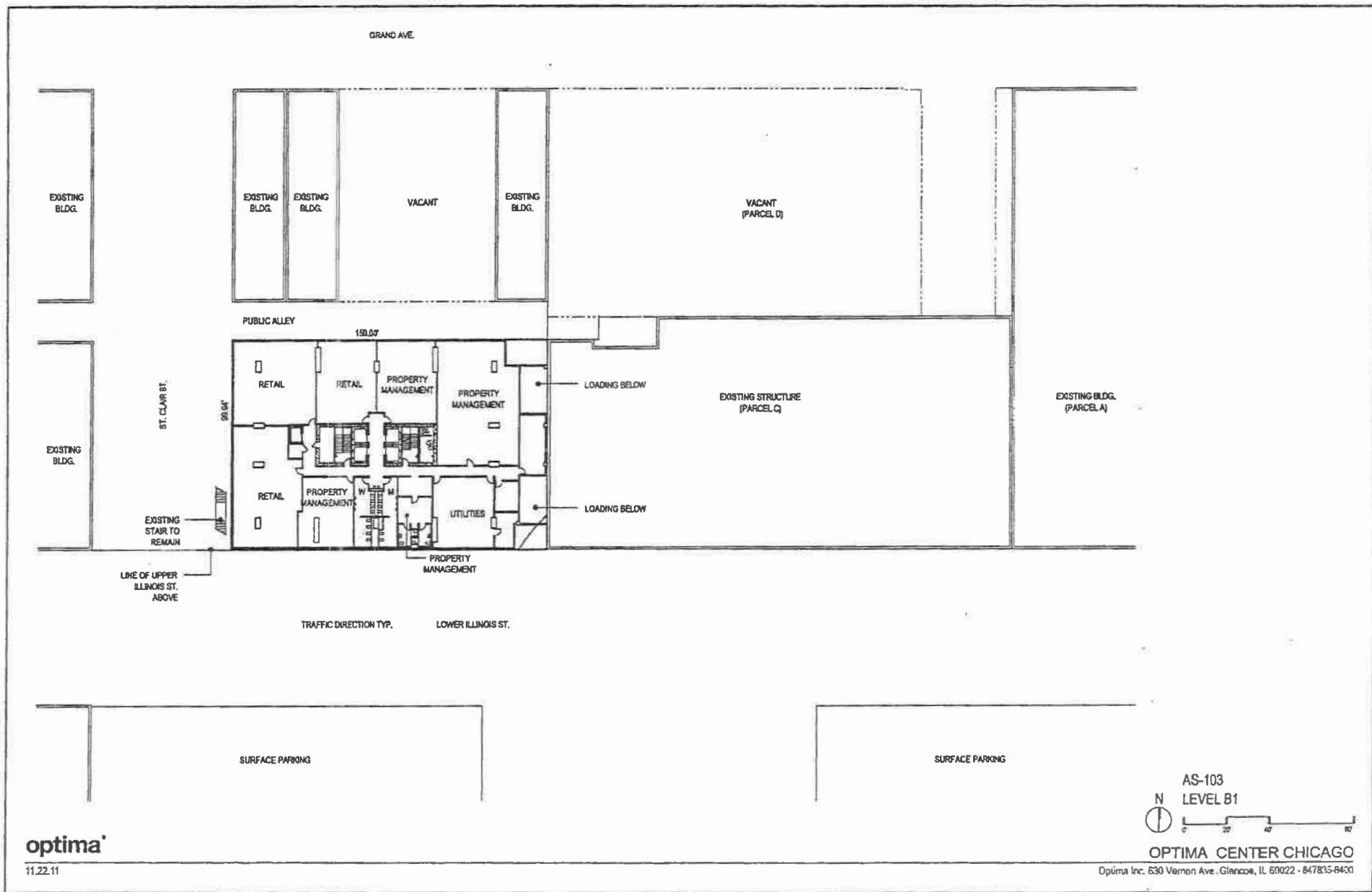
OPTIMA CENTER CHICAGO

Optima Inc. 630 Vernon Ave. Glencoe, IL 60022 - 847.835.8400

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optima

11.22.11



OPTIMA CENTER CHICAGO

Optima Inc. 630 Vernon Ave., Glencoe, IL 60022 - 847835-8400

TYP 11 - 8.27 AM



DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
CITY OF CHICAGO

June 30, 2011

Richard F. Klawiter
DLA Piper LLP US
203 North LaSalle Street; Suite 1900
Chicago, IL 60601-1293

**Re: Minor Change request for Planned Development No. 368, Subarea F, Parcel 24,
516 North Lake Shore Drive**

Dear Mr. Klawiter:

Please be advised that your request on behalf of River East P24, LLC, for Minor Changes to Planned Development No. 368 for Parcel P24 in Subarea F has been considered by the Department of Housing and Economic Development pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development.

You are seeking minor changes to allow:

1. An encroachment into the required 40-foot setback from Lake Shore Drive;
2. Limited use of exposed structural concrete;
3. An alternative to the requirement that above-grade parking structures be enclosed, fronted by habitable space or designed so as to have a similar appearance to habitable spaces; and
4. Relief from the requirement that the applicant join the Illinois-Grand Corridor Transportation Management Association.

Setback from Lake Shore Drive

Statement No. 11(a) of the Planned Development requires that the base of any structure along Lake Shore Drive be limited to the height of Lake Shore Drive and that any tower be set back at least forty feet from Lake Shore Drive. You have requested that a building protrusion, no higher than 55 feet above Chicago City Datum, be allowed to encroach into that forty-foot setback along approximately the southern half of the parcel's Lake Shore Drive frontage, as illustrated in the attached 40' Setback Diagram, dated March 22, 2011.

The applicant has committed to heavily landscape the proposed protrusion into the setback. This landscaping includes planters around the perimeter parapet of the protrusion so that vines would hang down the front of the structure, metal trellises extending down from the structure to support the hanging vines, and an intensive green roof with several large canopy-type trees on top of the structure. These features are illustrated in the attached Fig. 1 South East Bustle View, Fig. 2 North East Lobby/ Bustle View, and Fig.4 Section and Detail, all dated February 21, 2011.

After reviewing the provided plans and landscape documents, I find that the proposed landscaping, planters, vines, trellises, intensive green roof, and roof-top trees as illustrated would mitigate any negative effects caused by the minor protrusion into the required forty-foot setback. I hereby approved a Minor Change in conformity with the above-referenced plans.

Exposed structural concrete

Statement No. 11(d) of the Planned Development states, "Exposed structural concrete, dryvit or other stucco-like material, or reflective glass shall not be allowed." You have requested that a limited amount of exposed structural concrete be allowed on the lower levels of the parking garage.

The revised North, South, West, and East Building Elevations, prepared by Solomon Cordwell Buenz and dated June 16, 2011, indicate that all structural concrete in the building, including the garage, will be covered by either metal panels, metal column covers, metal slab edge covers, metal trellis, metal louvers, or concrete skim coat. I find that this design satisfies the requirements of Statement No. 11(d) of the Planned Development. No minor change is required and no action is taken.

Above-grade parking structures

Statement No. 11(f) of the Planned Development states, "Above-grade parking structures shall be enclosed, fronted by habitable space, or otherwise designed so as to have a similar appearance to habitable spaces in terms of finish materials, the shape and scale of openings, and the screening of ramps, car lights and ceiling fixtures." You have requested that habitable space not be required to front the proposed parking garage.

The proposed parking structure as illustrated in the North, South, West, and East Building Elevations, prepared by Solomon Cordwell Buenz and dated June 16, 2011, although not fronted by habitable space, is enclosed, is clad with translucent and opaque glass, features ground-floor retail space and incorporates a large green area on the east façade. I find that this design satisfies the requirements of Statement No. 11(f) of the Planned Development. No minor change is required and no action is taken.

Membership in the Illinois-Grand Corridor Transportation Management Association

Statement No. 15 of the Planned Development states, "Membership and participation in the Illinois-Grand Corridor Transportation Management Association (TMA) shall be required prior to the issuance of any Part II development approval." You have requested relief from this requirement since the TMA is not currently an active organization.

The Department acknowledges that the TMA is not a functioning organization at this time and cannot carry out the functions for which it was originally intended. As a result, the requirement of the last sentence of Statement No. 15 of the Planned Development that owners must be members of, and participate in, the TMA cannot be complied with. Moreover, we acknowledge that the TMA cannot carry out the functions to serve the public described in the 15th paragraph of Exhibit 8 to the Planned Development.

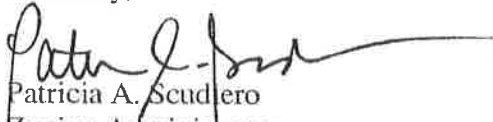
I hereby grant the following Minor Change to Planned Development No. 368 pursuant to my authority under Section 17-13-0611 of the Zoning Ordinance and Statement No. 18 of the Planned Development:

Compliance with the last sentence of Statement No. 15 of the Planned Development is not required, and compliance shall not be a condition of Part II approval, until and unless the Illinois-Grand Corridor Transportation Management Association is reinstated or reconstituted pursuant to applicable law, and also carrying out the functions to serve the public intended by the 15th paragraph of Exhibit 8 to the Planned Development. However, if and when the Illinois-Grand Corridor Transportation Management Association is reconstituted, River East P24, LLC, or its successors shall join as full participating members.

With regard to your request, the Department of Housing and Economic Development has determined that allowing the revisions will not create an adverse impact on the Planned Development or surrounding neighborhood, will not change the character of the development, and therefore, would constitute Minor Changes.

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Planned Development No. 368, I hereby approve the foregoing Minor Changes for Parcel P24 of Subarea F of Planned Development No 368, regarding the forty-foot setback from Lake Shore Drive and the requirement for membership and participation in the Illinois-Grand Corridor Transportation Management Association, but no other changes to this Planned Development. This letter supercedes and replaces the Minor Change letter dated October 7, 2005.

Sincerely,


Patricia A. Scudero
Zoning Administrator

PAS: HG: fd

cc: Mike Marmo, Erik Glass, Main file



DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
CITY OF CHICAGO

June 30, 2011

Mr. Richard F. Klawiter
DLA Piper LLP (US)
203 North La Salle Street, Suite 1900
Chicago, Illinois 60601-1293

Re: Site Plan Approval for Residential-Business Planned Development No. 368, as Amended

Proposal: The construction of a forty-five (45) story residential tower with five hundred (500) dwelling units, approximately 5,000 square feet of retail space, and an enclosed four hundred (400) or more space parking garage.

Location: 516 N. Lake Shore Drive (Sub-Area F, Parcel P24)

Dear Mr. Klawiter:

We have reviewed the Project Data Sheet and plans submitted on behalf of River East P24 LLC for the construction of a forty-five (45) story residential tower with five hundred (500) dwelling units, approximately 5,000 square feet of ground-floor retail space, and an enclosed four hundred (400) or more space parking garage within Sub-Area F, Parcel P24 of the Planned Development. This submission consists of the following by Solomon Cordwell Buenz:

- Project Data Comparison Sheet (March 9, 2011);
- Proposed Ground Level Landscape Plan (June 16, 2011);
- Section at East Grand Avenue (June 16, 2011);
- Section at East Illinois Avenue (June 16, 2011);
- Proposed Green Roof/Landscape Plan (June 16, 2011);
- Proposed Ground Floor Plan/Site Plan (June 16, 2011);
- Truck Turning Movement Diagram (June 16, 2011);
- Proposed Mezzanine Plan (June 16, 2011);
- Proposed Lower Tier Plan (June 16, 2011);
- Proposed Amenity Floor Plan (June 16, 2011);
- Proposed Typical Residential Floor Plans (June 16, 2011);
- Proposed Penthouse and Club Level Plan (June 16, 2011);
- Proposed North Elevation (June 16, 2011);
- Proposed South Elevation (June 16, 2011);
- Proposed West Elevation (June 16, 2011);

- Proposed East Elevation (June 16, 2011);
- Proposed Building Section (June 16, 2011); and
- A1.01 Site Plan (April 21, 2011).

The materials are submitted in accordance with Statement No. 16 of Residential-Business Planned Development No. 368, as amended.

The following are features of the plans submitted:

Floor Area and Dwelling Units. The plans represent a building with approximately 550,000 square feet of floor area, 500 dwelling units, and approximately 5,000 square feet of retail floor area. This conforms to the terms of the Development Rights Allocation Agreement, dated February 26, 2004, which allocates to Parcel P24 749,755 square feet of total floor area, 500 dwelling units, and 75,000 square feet of retail floor area from the maximums permitted in Sub-area F by the Planned Development's Bulk Regulations and Data Table (1,499,510 square feet of total floor area; 1,000 dwelling units; and 150,000 square feet of retail floor area).

Parking. A minimum of 275 accessory parking spaces must be maintained for the residential use (55% of the proposed 500 dwelling units). Spaces in excess of the required 275 accessory spaces may be used for non-accessory parking.

Exposed Structural Concrete. The plans indicate that all structural concrete in the building, including the garage, will be covered by either metal panels, metal column covers, metal slab edge covers, metal trellis, metal louvers, or concrete skim coat. This design satisfies the requirements of Statement No 11(d) of the Planned Development.

Above-grade Parking Structure. The plans indicate that the above-grade parking structure is enclosed, is clad with translucent and opaque glass, features ground-floor retail, and incorporates a large green area on the east facade. This design satisfies the requirements of Statement No. 11(f) of the Planned Development.

Height. The ceiling height of the highest habitable floor (45th) is 483 feet; the "actual" height of the building is 490 feet at the top of the elevator machine room. These heights are measured from the floor of the Lobby Level (+11.75' CCD). This conforms to the Planned Development (Exhibit No. 5 Maximum Height Zones and Statement No. 10) which allows a maximum height of 610' and an "actual" height of 675'.

Setback - Lake Shore Drive. Statement No. 11(a) requires a 40-foot setback from Lake Shore Drive above the level of Lake Shore Drive's elevated roadway. These plans show the projections into that 40-foot setback as permitted by the Minor Change letter dated June 30, 2011.

Mr. Richard F. Klawiter
516 N. Lake Shore Drive
June 30, 2011
Page 3 of 3

Setbacks - Sidewalk. Statement No. 13 (c) of the amended Planned Development requires a minimum 12' 6"-wide sidewalk to accommodate street trees. Along E. Illinois Street, the plans indicate a 4' 10" building setback, creating a minimum 14' 2"-wide sidewalk as measured from the building face to the curb. Along E. Grand Avenue, the plans indicate a minimum 34' 6" building setback from the property line, which, when combined with the existing 11' 7" parkway, would create a minimum 46' 1"-wide landscaped area as measured from the building face to the curb. Along N. Peshtigo Court, the applicant has committed to a building setback and grant of easement sufficient to provide a 13' 0"-wide sidewalk. While most of the public sidewalk along N. Lake Shore Drive is located beneath the elevated Lake Shore Drive roadway, eliminating the possibility of street trees, the project is providing a building setback of at least 8' 2" from the property line and 20' 7" from the curb line, which will be extensively landscaped.

Other Features. The plans provide for a dog run at ground level along the east side of the building. The Proposed Green Roof/Landscape Plan provides for vegetated ("green") roof area of at least 10,463 square feet, equivalent to 50% of the calculated net roof area. The building will be LEED-certified. As noted on the April 21, 2011, Site Plan, the applicant will make certain specified intersection improvements at the intersections of both E. Grand Avenue and N. Peshtigo Court and at E. Illinois Street and N. Peshtigo Court.

Upon review of the material submitted, the Department of Housing and Economic Development has determined that these plans are consistent with, and satisfy, the requirements of the Plan of Development. Accordingly, the Site Plan submittal for Residential-Business Planned Development No. 368, as amended; Subarea F, Parcel P24, 515 N. Peshtigo Court/ 500 N. Lake Shore Drive for the construction of a forty-five (45) story residential tower with five hundred (500) dwelling units, approximately 5,000 square feet of retail space, and an enclosed four hundred (400) space parking garage, is hereby approved as conforming to the Plan of Development as amended and passed by the Chicago City Council on July 9, 2008. This Site Plan Approval supercedes and replaces the Site Plan Approval dated December 8, 2006.

Sincerely,


Patricia A. Scudiero
Zoning Administrator

Originated by: Fred Deters

cc: Michael Marmo, Planned Development files



City of Chicago
Richard M. Daley, Mayor
Department of Housing
and Economic Development

City Hall, Room 1000
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-4190 (Voice)
(312) 744-2271 (FAX)
(312) 744-2578 (TTY)
<http://www.cityofchicago.org>

May 17, 2011

Richard A. Wendy
Freeborn & Peters
311 South Wacker Drive; Suite 3000
Chicago, IL 60606

Re: Request for Minor Change to the April 22, 2005 Site Plan Approval for Parcels P4 and P5 of Subarea A of Residential Business Planned Development No. 368, as it pertains to Subparcel B (200-212 East Illinois Street/500-509 North St. Clair Street) thereof.

Dear Rick:

Please be advised that your request on behalf of Optima, Inc. and the applicant hereunder, Optima Center Chicago, LLC, for Minor Change approval in connection with the development of Subparcel B has been considered by the Department of Housing and Economic Development.

On April 22, 2005, the former Department of Planning and Development, pursuant to the provisions of the Statement No. 16 of the Planned Development #368, issued a Site Plan Approval letter pertaining Parcels P4 and P5 of Subarea A, setting forth development parameters and requirements for three high-rise buildings to be constructed on Subparcels A, B and C/D. Subparcel A, the easternmost of the three parcels, has since been developed.

Optima seeks changes to the approved Site Plan as it pertains to Subparcel B, the westernmost of the development parcels. Optima's proposed building consists of a tower atop a parking base, both enclosed with a glass exterior to be constructed in accordance with the plans, elevations and project data (collectively, the "Plans") prepared by Optima, Inc., and dated March 18, 2011.

The project involves a residential tower that is between 389 and 430 feet tall, as measured from Upper Illinois Street to the underside of the top ceiling joist, a maximum of 395,000 square feet of floor area, a maximum of 325 residential units, approximately 6,000 square feet of retail or office space located on North St. Clair Street and on Lower and Upper East Illinois Street, and 235 parking spaces. This is generally smaller than the building for Subparcel B approved on April 22, 2005. That building was 466 feet high and contained 325 residential units.



Features of the proposal for Subparcel B (200-212 East Illinois Street/500-509 St. Clair Street) include:

- Forty-one floors above Upper East Illinois Street – ground-floor lobby, eight parking levels, twenty-nine residential floors, two amenity floors, and a mechanical penthouse.
- Glass cladding on all four sides, gray on the eight parking floors, clear or opaque on the other floors.
- 325 residential dwelling units.
- Approximately 6,000 square feet of retail/office floor space located on North St. Clair Street and Lower and Upper East Illinois Street.
- 235 accessory parking spaces (0.72 spaces per residential unit).
- 2 loading docks @ 10' x 25' accessible from Lower East Illinois Street and the alley north of Lower East Illinois Street.
- 50 bicycle storage spaces.
- A dog run located at the Upper East Illinois Street level along the east side of the building .
- A 50% green roof, approximately 1,709 square feet, and LEED certification.
- Recessed setbacks at the first, tenth, and thirty-second floors, containing a total 12,077 square feet of common open space (37 square feet per dwelling unit).

I have reviewed the Plans, the 2005 Site Plan Letter and the applicable requirements of the Planned Development, as amended, and find that:

(i) The Plans substantially conform with the 2005 Site Plan Letter and the applicable provisions of the Planned Development.

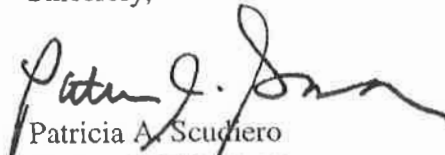
(ii) As required by Statement No. 11(f) of the Planned Development, the materials of the exterior enclosure of the structure's parking base are similar in terms of finish materials, the shape and scale of openings and the screening of ramps, car lights and ceiling fixtures to the exterior enclosure of the habitable spaces of the tower above.

(iii) Approval of the proposed Plans is permitted as a Minor Change pursuant to 17-13-0611 because it does not change the character of the approved Planned Development, does not increase the floor area ratio or number of dwelling units permitted in the overall Planned Development or Subarea A of the Planned Development, does not reduce the minimum distance between buildings and does not reduce the periphery setbacks.

Accordingly, for the reasons stated above, I hereby approve the requested Minor Changes to the April 22, 2005, Site Plan Approval Letter for Subparcel B of Parcels P4 and P5 of Subarea A of Planned Development No. 368, but no others. The following Plans, prepared by Optima, Inc., dated March 18, 2011, are hereby made part of the Parcel P4 and P5 Site Plan Approval:

- AS-100 Site Plan – Roof Level;
- AS-101 Level 1 – Upper Illinois;
- AS-102 Level B2 – Lower Illinois;
- AS-205 Typical Parking Level;
- AS-207 Level 10 Fitness Center;
- AS-209 Level 32 Residence Club;
- AS-400 South Elevation;
- AS-401 East Elevation;
- AS-402 North Elevation; and
- AS-403 West Elevation.

Sincerely,



Patricia A. Scudiero
Zoning Administrator

PAS:HG.fd

cc: Heather Gleason, Mike Marmo, Erik Glass, Planned Development Files



City of Chicago
Richard M. Daley, Mayor

Department of Housing
and Economic Development

City Hall, Room 1000
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-4190 (Voice)
(312) 744-2271 (FAX)
(312) 744-2578 (TTY)
<http://www.cityofchicago.org>

May 17, 2011

Richard A. Wendy
Freeborn & Peters
311 South Wacker Drive: Suite 3000
Chicago, IL 60606

Re: Parcel B within Parcels 4 and 5 of Subarea A ("Cityfront Plaza") within Residential Business Planned Development No. 368 ("Planned Development"); Illinois-Grand Corridor Transportation Management Association ("TMA") requirements.

Dear Rick:

Please be advised that the Department of Housing and Economic Development has considered your request on behalf of Optima, Inc. and the applicant hereunder, Optima Center Chicago, LLC, for acknowledgement and relief regarding the Planned Development's requirement of membership and participation in the Illinois-Grand Corridor Traffic Management Association (the "TMA") as a condition to Part II approval.

The Department acknowledges that the TMA is not a functioning organization at this time and cannot carry out the functions for which it was originally intended. As a result, the requirement of the last sentence of Statement No. 15 of the Planned Development that owners must be members of, and participate in, the TMA cannot be complied with. Moreover, we acknowledge that the TMA cannot carry out the functions to serve the public described in the 15th paragraph of Exhibit 8 to the Planned Development.

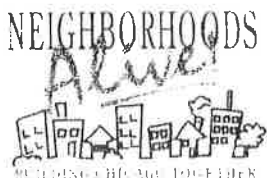
Relief from the TMA requirement until, if at all, the TMA becomes operational again is eligible for a Minor Change because it would not result in an increase in the maximum Floor Area Ratio, an increase in the number of dwelling units, a decrease in required building separations or periphery setbacks, or a change in the character of the development. Accordingly, in order to avoid confusion and maintain fairness, I hereby grant the following Minor Change and no others to Planned Development No. 368 pursuant to my authority under Section 17-13-0611 of the Zoning Ordinance and Statement No. 18 of the Planned Development:

Compliance with the last sentence of Statement No. 15 of the Planned Development is not required, and compliance shall not be a condition of Part II approval, until and unless the Illinois-Grand Corridor Traffic Management Association is reinstated or reconstituted pursuant to applicable law, and also carrying out the functions to serve the public intended by the 15th paragraph of Exhibit 8 to the Planned Development. However, if and when the Illinois-Grand Corridor Traffic Management Association is reconstituted, Optima Center Chicago, LLC, or its successors shall join as full participating members.

Sincerely,


Patricia A. Scudiero
Zoning Administrator

PAS: HG. fd
cc: Heather Gleason, Mike Marmo, Eric Glass, Fred Deters, Main Files





City of Chicago
Richard M. Daley, Mayor

Department of Zoning and
Land Use Planning

Patricia A. Scudiero
Commissioner

City Hall, Room 905
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-5777 (Voice)
(312) 744-6552 (FAX)
(312) 744-2950 (TTY)

<http://www.cityofchicago.org>

September 7, 2010

Mr. Bruce Lindner
Property Manager
Park View at River East Condominiums
505 North McClurg Court
Chicago, IL

Re: **Minor change to the Site Plan Approval for Residential Business
Planned Development No. 368, as amended, Sub area F, Parcels
P21A and P21B, Park View Condominiums, 505 North McClurg
Court**


Dear Mr. Lindner:

Please be advised that your request for a minor change to the Site Plan Approval for Residential Business Planned Development No. 368, Sub area F, Parcels P21A and P21B, Park View Condominiums, at 505 N. McClurg Court, has been considered by the Department of Zoning and Land Use Planning pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development.

Park View Condominiums is requesting to fill-in two small parkway islands (which measure approximately 50 square feet in total) along Grand Avenue with concrete. One of the islands is located between the loading dock and the garage exit and the other is between the garage exit and entrance. The entrance and exit are located very close too each other and as a result, trucks backing into the loading dock drive over the islands. As shown on the photographs submitted, due to the amount of traffic driving over the islands, the ground has sunken, making it difficult for the existing grass to grow.

With regard to your request, the placement of concrete within these two small islands would not create an adverse impact on the Planned Development or surrounding neighborhood, would not change the character of the development, and would constitute a minor change. Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, I hereby approve these changes but no other changes to this Planned Development.

Sincerely,


Patricia A. Scudiero
Commissioner

PAS: HG: tm

C: Mike Marmo, Erik Glass, Main file





City of Chicago
Richard M. Daley, Mayor

Department of Zoning and
Land Use Planning

Patricia A. Scudiero
Commissioner

City Hall, Room 905
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-5777 (Voice)
(312) 744-6552 (FAX)
(312) 744-2950 (TTY)
<http://www.cityofchicago.org>

April 2, 2010

Mr. Gregory J. Gobel
Fujikawa Johnson Gobel Architects, Inc.
111 East Wacker Drive
Suite 3015
Chicago, IL 60601

Re: **Administrative Relief request for Residential Business Planned
Development No. 368, as amended, Subarea A, Cityfront Plaza**

Dear Mr. Gobel:

Please be advised that your request for a minor change to Residential Business Planned Development No. 368, as amended, has been considered by the Department of Zoning and Land Use Planning pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development.

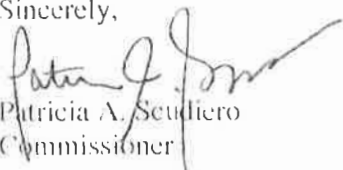
Specifically, you are requesting the following changes:

1. Replace the existing solid pre cast concrete tree pit covers within Cityfront Plaza with new cast iron tree pit covers.
2. Replace the existing perimeter concrete pavement, granite border and waterproofing within Cityfront Plaza with new concrete, waterproofing and drainage mat. The proposed work is shown on the Cityfront Plaza Exterior Maintenance and Renovation Plan, prepared by Fujikawa Johnson Gobel Architects and dated November 12, 2009.

With regard to your request, the replacement of concrete with cast iron tree grates will result in a more durable material which provides greater natural water percolation. In regards to the pavement surface, the existing granite border currently represents approximately 40% of the pavement surface. Since approximately 60% of the plaza is already concrete, replacing the remaining 40% with concrete will result in a more resilient, non-slip surface with fewer joints. It will also be more visually cohesive with the sidewalks across the street to the east and west.

Therefore, the Department of Zoning and Land Use Planning has determined that these material substitutions would not create an adverse impact on the Planned Development or surrounding neighborhood, would not change the character of the development, and would constitute a minor change. Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, I hereby approve these changes but no other changes to this Planned Development.

Sincerely,


Patricia A. Scudiero
Commissioner

PAS:HG:tm

cc: Mike Marmo, Erik Glass, Mike Hoskins, Noah Szafraniec, Main file





City of Chicago
Richard M. Daley, Mayor

Department of Planning and
Development

Arnold L. Randall
Commissioner

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<http://www.cityofchicago.org>

December 22, 2008

Carmine Mattozi
MCL Companies
401 East Illinois Street
Suite 210
Chicago, IL 60611

Re: **Residential Business Planned Development No. 368
Park View Phase II Design and Construction Schedule**

Dear Mr. Mattozi:

In response to your letter dated December 3, 2008, we look forward to the successful completion of your project. You anticipate marketing and schematic design drawings to begin within the next six to eight months and completion by August 2010. The duration of construction should take approximately thirty months. The Tower and the Phase II portion of the project will be completed in approximately February 2013.

Based on this information you have provided, the Department has no objection you delaying installation of the landscaping in the Phase Two area until after the construction of the Phase Two Tower in order to use the Phase Two area for construction staging. However, please contact Noah Szafraniec at 312-744-6481 in the Department of Zoning to discuss the structure and timing of your landscape bond related to the this project.

If there are any substantial changes to this time line, please let us know. If you need any assistance or have further questions, please contact me at 312.744.0063.

Sincerely,

Heather Gleason
Assistant Commissioner

cc: DPD files
Patti Sendero
Noah Szafraniec
Ron Daye



7/9/2008

REPORTS OF COMMITTEES

16430
33365

Please let the record reflect that I abstain from voting on Application Numbers 16390, 16606, 16607, 16611, 16605, 16604 and 16495 under the provisions of Rule 14 of the City Council's Rules of Order and Procedure.

Respectfully submitted,

(Signed) WILLIAM J. P. BANKS,
Chairman.

On motion of Alderman Banks, the said proposed ordinances and substitute ordinances transmitted with the foregoing committee report were *Passed* by yeas and nays as follows:

Yeas-- Aldermen Flores, Fioretti, Dowell, Preckwinkle, Hairston, Lyle, Jackson, Harris, Beale, Pope, Balcer, Cárdenas, Olivo, Burke, Foulkes, Thompson, Thomas, Lane, Rugai, Cochran, Brookins, Muñoz, Zalewski, Dixon, Solis, Ocasio, Burnett, E. Smith, Carothers, Reboyras, Suarez, Waguespack, Austin, Colón, Banks, Mitts, Allen, Laurino, Doherty, Reilly, Daley, Tunney, Levar, Shiller, Schulter, M. Smith, Moore, Stone -- 48.

Nays -- None.

Alderman Carothers moved to reconsider the foregoing vote. The motion was lost.

The following are said ordinances as passed (the italic heading in each case not being a part of the ordinance):

Reclassification Of Area Shown On Map Number 1-E.

(As Amended)

(Application Number 16430) *RBPD 368, GA*

Be It Ordained by the City Council of the City of Chicago:

SECTION 1. That the Chicago Zoning Ordinance be amended by changing all the Residential Business Planned Development Number 368 symbols and indications as shown on Map Number 1-E in the area bounded by:

a line 150 feet east of and parallel to North St. Clair Street; East Grand Avenue; North Lake Shore Drive; the centerline of Ogden Slip to a point 439.74 feet east of North Lake Shore Drive; the centerline of the Turning Basin; the north bank of the Chicago River and the line thereof extended eastward where said bank does not exist; North Michigan Avenue; East North Water Street; North St. Clair Street (as now located); East Illinois Street; North St. Clair Street; and the alley next south of East Grand Avenue,

to the designation of Residential-Business Planned Development Number 368, as amended, which is hereby established in the area above described, subject to the provisions of the Plan of Development herewith attached and made a part thereof and to no others.

SECTION 2. This ordinance shall be in force and effect from and after its passage and due publication.

Plan of Development Statements referred to in this ordinance read as follows:

*Residential-Business Planned Development
Number 368, As Amended.*

Plan Of Development Statements.

1. The area delineated herein as "Residential-Business Planned Development Number 368", as amended, consists of approximately one million four hundred ninety-four thousand two hundred fifty-six (1,494,256) square feet or thirty-four and thirty-hundredths (34.30) acres (exclusive of public rights-of-way and dedicated public open space) of real property as shown on the attached Planned Development Boundary Map ("the Property").
2. This plan of development consists of these twenty-two (22) statements and the following exhibits: Bulk Regulations and Data Table; an Existing Zoning Map; a Planned Development Boundary and Subareas Map; Development Parcels Map; Maximum Height Zones; Existing and Planned Open Spaces; Pattern of Vehicular Roadways; and Recommended Traffic Improvements. These and no other zoning controls shall apply to the area delineated herein. This plan of development is in conformity with the intent and purpose of the Chicago Zoning Ordinance and all requirements hereof, and satisfies the established criteria for approval as a planned development. In any instance where a provision of the planned development conflicts with the Chicago Building Code, the Building Code shall control.

Shelbourne North Water Street, L.P. (the "Subparcel E.3 Applicant") owns or controls Subparcel E.3 within this planned development. This plan of development consists of the following exhibits related to the development of Subparcel E.3: Site Landscape Plan; DuSable Landscape Plan; Ground Floor Plan Overview; Lower Lake Shore Drive Plan Overview; Building Elevations; South Building Elevation; Partial Enlarged South Elevation; Partial West/East Site Section; Partial Enlarged East Elevation; North/South Site Section at Lake Shore Drive; North/South Tower and Parking Section; West/East Parking Section; and North/South Overview Section.

TFC Park Street L.L.C. (the "Subparcels 7 and 7A Applicant") owns or controls Subparcels 7 and 7A within this planned development. This plan of development consists of the following exhibits related to the development of Subparcels 7 and 7A: Site Plan, Landscape Plan, Building Elevations.

3. The current property owner or an authorized agent shall obtain all required reviews, approvals, licenses and permits in connection with this plan of development. The

dedication or vacation of any streets or alleys shall require a separate submittal and approval by the City Council.

4. The requirements obligations and conditions contained within this planned development shall be binding upon the applicant, its successors and assigns (including any condominium association which is formed) and, if different than the applicant, the legal titleholders and any ground lessors. All rights granted hereunder to the applicant shall inure to the benefit of the applicant's successors and assigns (including any condominium association which is formed) and, if different than the applicant, the legal titleholder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the Property, at the time applications for amendments, modifications or changes (administrative, legislative or otherwise) to this planned development are made, shall be under single ownership or under single designated control. Subject to the subarea/subparcel control provisions of Section 17-8-0400 of the Chicago Zoning Ordinance, single designated control for purposes of this paragraph shall mean that any application to the City for any amendment to this planned development or any other modification or change thereto (administrative, legislative or otherwise) shall be made or authorized by the Equitable Life Assurance Society of the United States or all its successors and assigns as zoning control party for Property located west of Columbus Drive, and by all the successors and assigns to the Chicago Dock and Canal Trust, as zoning control parties for the Property located east of Columbus Drive. The board of directors of any condominium association shall represent individual condominium owners.
5. Several subareas are delineated on the attached Planned Development Subarea Map for the purposes of establishing use and density controls in connection with this plan of development. Uses permitted below plus thirty-five (+35) feet Chicago City Datum plus or minus six (± 6) feet in respect of design conditions ("Plaza Level") shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification; uses permitted at and above the Plaza Level in the area hereinbefore defined shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification, except that in that part of the subject area lying within two hundred (200) feet of North Michigan Avenue uses shall be in general conformity with the Permitted and Special Uses of the DX-16, Downtown Mixed-Use District classification; uses permitted where no Plaza Level exists shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification. Earth station receiving and transmitting dishes, microwave relay dishes and transmitting or receiving dishes shall be permitted. Residential support services, physical fitness/indoor recreation center, and small venue theater are expressly permitted in Subparcel E.3. Non-accessory parking shall be a permitted use in Subarea F only. Underground accessory parking related to the improvements constructed upon Subparcel E.3 shall be a permitted use in Subparcel K2. All other controls and regulations set forth herein are made applicable within the general application of this statement. Uses permitted in

DuSable Park (Subparcel E.1) shall be recreational and related uses including but not limited to marinas; tennis courts; and similar facilities. Temporary staging of construction materials and related equipment shall be a permitted use in Subparcel E.1 subject to the review and approval of the Commissioner of the Department of Planning and Development and the Chicago Park District. Day care and other community-oriented uses are expressly permitted and strongly encouraged in all areas of the planned development. Agreement on how space for a minimum of one new daycare center shall be provided within Subareas B, D or Subparcel E.3 to service new residents and employees of those subareas must be submitted and approved by the Department of Planning and Development prior to the issuance of any Part II approval for any improvement on Parcels P1, P3, P7, P7 A, P8, P18, or P19.

6. For purposes of Floor Area Ratio ("F.A.R.") calculations, the definitions in the Chicago Zoning Ordinance shall apply, with the following exceptions: (1) in Subarea A, grade is herein established at plus thirty-five (+35) feet Chicago City Datum plus or minus six (± 6) feet in respect of design conditions ("Plaza Level"), (2) in Subarea B, grade is herein established as the curb level of Columbus Drive plus or minus six (± 6) feet in respect of design conditions and (3) space devoted to heating, ventilation, and air-conditioning equipment shall not be included in F.A.R. regardless of location.
7. Any service drives or other ingress or egress lanes shall be adequately designed and paved in accordance with the regulations of the Chicago Department of Transportation and in compliance with the Municipal Code of the City of Chicago to provide ingress and egress for motor vehicles, including emergency vehicles. Fire lanes shall be adequately designed and paved in compliance with the Municipal Code of the City of Chicago and shall have a minimum of twenty feet to provide ingress and egress for emergency vehicles. There shall be no parking within established fire lanes. Closure of all or part of any public streets or alleys during demolition or construction shall be subject to the review and approval of the Chicago Department of Transportation. All work proposed in the public way must be designed and constructed in accordance with the Chicago Department of Transportation Construction Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago.
8. Off-street parking and loading facilities shall be provided in compliance with this plan of development, subject to the review of the Chicago Department of Transportation and approval by the Department of Planning and Development. All parking spaces required to serve buildings or uses shall be located on the same parcel as the building or use served, or (i) if a residential use, within six hundred (600) feet walking distance, or (ii) if a nonresidential use, within twelve hundred (1,200) feet walking distance. Parking to serve uses in Subarea E.1 or E.3 may be located underneath or west of Lake Shore Drive.

9. Business and business identification signs shall be permitted within the planned development subject to the review and approval of the Department of Planning and Development and to the conditions of Statement 11(e). Off-premises signage is prohibited. Temporary signs such as construction and marketing signs may be permitted subject to the aforesaid approvals. Signage for retail and movie theater uses is a special concern. A general signage plan indicating the locations and dimensions of signage for these uses, including all interior signage which is visible from public streets, shall be submitted prior to part II approval in accord with Statement 16 hereof (Site Plan Review).
10. The height of buildings within the planned development and any appurtenance attached thereto shall be subject to the limitations on the attached exhibit labeled "Maximum Height Zones". Where maximum height zones have been established, building height shall be defined as follows: "Building height" is the vertical distance from the curb level, or its equivalent, opposite the center of the front of a building to the highest point of the underside of the ceiling beams of the highest habitable floor, in the case of a flat roof; to the deck line of a mansard roof; and to the mean level of the underside of the rafters between the eaves and the ridge of a gable, hip or gambrel roof. (For the purpose of determining height, building tops of the other configurations may be considered to be the type described herein which most closely approximates the shape of the proposed design). However, in no case shall the "actual" height of a building exceed the "maximum height" by more than sixty-five (65) feet.
11. The improvements on individual development sites shall be designed, constructed and maintained in accordance with the exhibits attached hereto and the following general design standards:
 - (a) Buildings along Lake Shore Drive shall be designed to minimize building mass directly facing the Drive. The base along Lake Shore Drive of any such structure shall be limited to the height of Lake Shore Drive. The tower of such structures shall be set back a minimum of forty (40) feet from Lake Shore Drive although encroachments into such setback area for design reasons may be allowed by the Commissioner of Planning and Development as a minor change pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance. This forty (40) foot setback area shall be heavily landscaped with trees and other greenery so as to be visible from the Drive.
 - (b) Landscaping of buildings at terraces, rooftops, and balconies shall be provided wherever possible and appropriate. Buildings shall be designed with upper level architectural features that are lit at night wherever possible. Mechanical equipment on rooftops shall be screened with quality materials, and made a feature of the building design, where appropriate. Notwithstanding any statement to the contrary, this planned development shall be subject to the provisions of Chapter 17-11 of the Chicago Zoning Ordinance governing landscaping and screening. In any instance where a provision of this planned development conflicts with landscape and

- screening provisions of the Chicago Zoning Ordinance, the Chicago Zoning Ordinance shall control. Nothing in this planned development is intended to waive the applicability of the landscape and screening provisions of the Chicago Zoning Ordinance.
- (c) Buildings shall be setback from the Property line, if necessary, to achieve a minimum of 12 feet, 6 inches (except the building column may be setback 10 feet, 0 inches in Subarea E-3 along Ogden Slip and also except the building located in Subarea B, Parcels 7 and 7A, may be located at the Property line along North New Street and Lower East North Water Street) in sidewalk width to accommodate street trees. No awnings, canopies, or other building projections shall be allowed that would interfere with street tree canopies except at entrances to hotels or movie theaters.
 - (d) Building designs that reflect divisions into base, middle, and top, that have setbacks, cornice lines, changes in plane or materials, articulated surfaces, or other methods of reducing the scale and mass are encouraged. Preferred building materials shall be stone, manufactured stone, brick, finished metal such as stainless steel, or articulated pre-cast concrete in combination with glass at the base. Exposed structural concrete, dryvit or other stucco-like material, or reflective glass shall not be allowed. Materials of upper stories shall be similar to those of the lower, however, the level of detailing may be simplified.
 - (e) Buildings shall be designed with clearly delineated signage bands. The quality and amount of signage shall be strictly controlled. The total square footage displayed on any building shall be limited to no more than six (6) times the street frontage on any given street. Preference shall be given to pin-mounted back lit signs with individual letters that are externally lit. Signs behind glass that are visible from the sidewalk shall count toward the permitted sign area. The area of a sign that consists of individual letters shall be measured by drawing a box around the letters. Graphic images which depict tenant logos or products or which may otherwise be construed as advertising shall count as signage in their entirety. Signage on awnings shall be allowed on the valance only, with a maximum of five (5) inch high letters limited to tenant identification or logos only. No electronic moving message board signs shall be allowed. Rooftop signs shall be prohibited.
 - (f) No new surface parking lots except interim lots approved by the Commissioner of Planning and Development shall be allowed. No surface parking lot shall be allowed on the seventy thousand (70,000) square foot "Kraft" park site in Subarea F, except for that area not contained within any interim park. The maximum effort shall be made to contain parking in below-ground structures. Above-grade parking structures shall be enclosed, fronted by habitable space, or otherwise designed so as to have a similar appearance to habitable spaces in terms of finish materials, the shape and

scale of openings, and the screening of ramps, car lights and ceiling fixtures. Any parking structures facing the Chicago River must be fronted by habitable space or completely enclosed and well articulated at all levels. The first floor of all structures facing Illinois Street, Grand Avenue, McClurg Court, Park Drive, or Columbus Drive shall maximize space with active uses such as retail, daycare, restaurants, et cetera. Parking structures shall also contain provisions for planting at the base, the roof, or at mid-height ledges.

- (g) Loading docks shall be concealed from public view through screening or landscaping. Curb cuts for loading docks shall be minimized.
- (h) The new roadway structure at upper level Illinois Street shall be finished in highly articulated stone, pre-cast concrete, or other quality material, with particular attention given to views of the structure from Columbus Drive. Terraced planting, pedestrian lighting, decorative railings, banners, and other features shall be used to create a major pedestrian amenity. A major water feature shall be installed at the intersection of upper-level Illinois Street and the NBC Plaza. The underside of upper Illinois shall be appropriately lit, structural columns shall be covered, and other elements shall be added to create a safe, well-lit connection to Michigan Avenue.
- (i) The completion of the riveredge esplanade shall be required of the developers of Parcels 14 and 16, and Parcel 18. Such public spaces shall be developed with the same quality and character of amenities as the existing esplanade adjacent to these areas. In addition, the developer of Parcel 18 shall be responsible for the development of pedestrian access to DuSable Park under Lake Shore Drive. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river esplanade. All plans for pedestrian access to DuSable Park from Parcel 18 shall be subject to detailed review and approval by the Department of Planning before the issuance of any superstructure Part II approval letters.
- (j) The developer of Parcel 19 shall develop the following public improvements indicated on Exhibit 6 Existing and Planned Open Spaces concurrently with the development of Parcel 19: a pedestrian walkway from East North Water Street to Ogden Slip and an extension of the Ogden Slip promenade to Lake Shore Drive. The pedestrian walkway from East North Water Street to Ogden Slip shall be developed with the same quality and character of amenities as the existing walkway from the River Esplanade to East North Water Street. The extension of the Ogden Slip promenade shall be developed with the same quality and character of amenities as the existing promenade adjacent to it. In the event that DuSable Park is developed before Parcel 19 is developed, the owner(s) of Parcel 19 shall construct and maintain a temporary pedestrian connection along the slip. These

improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of twenty (20) feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the slip edge and on the side adjacent to Parcel 19. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development.

In addition, pedestrian access along Ogden Slip under Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The owner(s) of Parcel 19 shall be solely responsible for the cost of improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the Ogden Slip promenade. However, if Parcel 19 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 19 shall, at the time of application for superstructure Part II, place in escrow money equivalent to the cost of constructing such a connection, as determined by the Commissioner of the Department of Planning and Development, unless an agreement between the applicant and the Chicago Park District as referenced in Statement Number 11(m) below provides otherwise.

All plans for these improvements shall be subject to detailed review and approval by the Department of Planning and Development before the issuance of any Part II approval letters.

- (k) All improvements to be constructed within this planned development for which Part II approval letters are issued after the March 29, 2006, date of City Council approval of the amended planned development shall comply with the Department of Planning and Development Building Green/Green Roof Matrix and the owners shall use best and reasonable efforts to design, construct and maintain all buildings located within this planned development in a manner generally consistent with the Leadership in Energy and Environmental Design Green Building Rating System ("L.E.E.D."). A dog-run shall be located within or adjacent to Subparcel E.3. As a result of the architectural design of the tower to be constructed within Subparcel E.3, a green roof is not feasible.
- (l) Pursuant to the Affordable Housing provision of the City of Chicago Zoning Ordinance, Title 17, Chapter 17-4-1004, et seq. ("Zoning Ordinance") the Subparcel E.3 Applicant has asked for an increase in the Floor Area Ratio of the property. The Subparcel E.3 Applicant hereby acknowledges that according to Section 17-4-1004D of the Zoning Ordinance, the total floor area devoted to affordable housing units must equal at least twenty-five percent (25%) of the total increase in floor area allowed under the

Affordable Housing Bonus or a cash payment must be made to the City of Chicago Affordable Housing Opportunity Fund based on the increase in allowable floor area multiplied by eighty percent (80%) of the median cost of land per buildable square foot. Based on Section 17-4-1004D the Subparcel E.3 Applicant has agreed to provide a cash payment of the City of Chicago Affordable Housing Opportunity Fund in the amount of Five Million Seven Thousand Three Hundred and no/100 Dollars (\$5,700,300.00). Prior to the issuance of permits, the Subparcel E.3 Applicant will enter into an Affordable Housing Agreement with the Chicago Department of Housing or provide a letter of credit or other security device in an amount equal to the cash contribution. The Subparcel E.3 Applicant must comply with all of the applicable Sections of the Affordable Housing Provision of the Zoning Ordinance which sections are hereby incorporated into this Planned Development. The Affordable Housing Agreement required by Section 17-4-1004-E9 is also incorporated into this planned development. Pursuant to the Off-Site Park and Open Space Contributions provision of the City of Chicago Zoning Ordinance, Title 17, Chapter 17-4-1018, et seq., the Subparcel E.3 Applicant has asked for an increase in the Floor Area Ratio of 2.16 F.A.R. for the Property. The Subparcel E.3 Applicant hereby acknowledges that according to Section 17-4-1018-C of the Zoning Ordinance, a cash payment must be made to the City of Chicago based on the increase in allowable floor area multiplied by eighty (80%) of the median cost of land per buildable square foot. Based on Section 17-4-1018-C, the Subparcel E.3 Applicant has agreed to provide a cash payment to the City of Chicago in the amount of Four Million One Hundred Four Two Hundred Sixteen and no/100 Dollars (\$4,104,216.00). Prior to the issuance of permits, the Subparcel E.3 Applicant will provide a letter of credit or other security device in an amount equal to the cash contribution. The Subparcel E.3 Applicant must comply with all of the Sections of the Off-Site Park and Open Space contributions provisions of the Zoning Ordinance which Sections are hereby incorporated into this Planned Development. The Off- Site Park and Open Space contribution agreement required by Section 17- 4-1018-B3 is also incorporated into this planned development.

- (m) The Subparcel E.3 Applicant, the City of Chicago, and the Chicago Park District shall enter into an agreement relating, in part, to the responsibility for the design, funding and construction phasing of DuSable Park, the pedestrian connections to DuSable Park and the Lakefront Trail.
- (n) The improvements contemplated in Subparcel E.3 for DuSable Park (Subparcel E.1) must be substantially completed by the applicant prior to the issuance of Certificate of Occupancy for any dwelling unit exceeding the three-hundredth (300th) dwelling unit constructed with Subparcel E.3.

- (o) The Subparcels 7 and 7A Applicant, or its assignee, shall be responsible for the construction, management and maintenance of the Open Space identified on the Landscape Plan and such construction, management and maintenance shall not be the responsibility of the City of Chicago or any other governmental agency. The Subparcels 7 and 7A Applicant shall permit un gated public access to the Open Space and pedestrian bridge over New Street during typical Chicago Park District hours. All improvements within the Open Space and the pedestrian bridge over New Street must be substantially completed prior to receipt of the occupancy certificate for the principal building on the property, provided that planting may be delayed if consistent with good landscaping practices, but no longer than one year following the receipt of the occupancy certificate. The Subparcels 7 and 7A Applicant acknowledges and agrees that no columns (or other supports) will be allowed in the public way to service the entrance canopy of the hotel entrance lobby structure. The Subparcels 7 and 7A Applicant acknowledges and agrees that it is responsible for the cost of constructing the pedestrian bridge over North New Street depicted upon the Site Plan. The Subparcels 7 and 7A Applicant acknowledges and agrees that the design and construction of the pedestrian bridge shall be subject to the following conditions (1) review and approval of the bridge plans and specifications by the Chicago Department of Transportation to ensure adequate clearance above New Street and to minimize the location of support columns in the public right-of-way; (2) the bridge decking/paving materials shall be consistent with the materials utilized on the Plaza area of the high-rise building; and (3) the bridge should contain an open-metal railing system consistent with the railings utilized on the high-rise Plaza.

12. Publicly dedicated improvements, including streets, sidewalks, transit and open space amenities shall be designed, constructed and maintained in accordance with the exhibits described in Statement 2 hereof and the Cityfront Center Internal Design Standards: Section I: dated September 12, 1986.
13. The property owner(s) adjacent to the Chicago River shall develop a continuous pedestrian esplanade along the Chicago River's edge. Completion of the esplanade will occur as follows:
- (a) The east right-of-way line of McClurg Court to the west right-of-way line of Lake Shore Drive shall be improved concurrently with development of adjacent parcels south of east North Water Street (Parcels 14, 16, and 18). In the event that DuSable Park is developed before Parcel 18 is developed, the owner(s) of Parcel 18 shall construct and maintain a temporary pedestrian connection along the river. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of ten (10) feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the river's edge and on the side adjacent to the development

parcel. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development; and

- (b) The west right-of-way line of Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The owner(s) of Parcel 18 shall be solely responsible for improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river edge esplanade. However, if Parcel 18 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 18 shall, at the time of application for superstructure Part II, place in escrow money equivalent to the cost of constructing such a connection, as determined by the Commissioner of the Department of Planning and Development, unless an agreement between the applicant and the Chicago Park District as referenced in Statement Number 11(m) above provides otherwise.

14. The Open Space Plan attached hereto (Exhibit 6) calls for a new seventy thousand (70,000) square foot park on Peshtigo Court between Illinois Street and Grand Avenue. The owners of the adjacent development parcel (Parcel P21) shall be responsible for developing this new publicly-accessible park concurrently with Parcel 21. Permanent development of this park shall take place on top of an underground parking garage; however, should such development not be immediately feasible, a fully-appointed interim park shall be installed on the site until such time as the permanent park is constructed. This interim park shall be completed and open to the public by June 1, 2004, unless construction has started on permanent park and underground garage. The interim park may have an impermeable surface of asphalt or other material. The interim park is to be enclosed by a five (5) foot decorative metal fence which is to be located in the approximate footprint of the Kraft building, except along North Peshtigo Court where the fence is to be setback twelve (12) feet from the west curb of North Peshtigo Court. The interim park is to be no less than fifty thousand (50,000) square feet in size and is to be covered by at least seventy-five percent (75%) with landscape materials which may be located in raised planter boxes and other containers. The interim park shall be open to the public from sunrise to sunset. Within forty-five (45) days of the adoption and publication by City Council of this amendment to the planned development, the owner of the interim park site shall provide to the Commissioner a site plan for the interim park which complies with the provisions of this statement. The owner of the property on which the interim park is located shall be responsible for the maintenance of the interim park. The Commissioner of Planning and Development must approve the site plan for either a permanent or a interim park. The Commissioner of Planning and Development must approve the site plan for a permanent park before Part II approval is granted for Parcel P21. The City will not issue a final certificate of occupancy for Parcel P21 unless construction has started on the permanent park in accord with an approved site plan. After August 1, 2004,

all surface parking lots in Subarea F shall be landscaped in accord with the Landscape Ordinance. All sidewalks in Subarea F shall remain open and be maintained in good condition.

15. Traffic studies completed by developers and the City of Chicago project significant peak hour traffic volume increases on Illinois Street and Grand Avenue in particular as a result of new development. Some excess roadway capacity is available to handle this increased traffic, but a number of geometric, signal timing and parking control measures are recommended in addition to active transportation management in the Illinois-Grand Corridor. Accordingly, no Part II submittal shall be approved without a firm agreement between the developer and the Chicago Department of Transportation regarding the timing and responsibility for any recommended traffic improvements described in Exhibit 8 hereof for streets adjoining the development site. Membership and participation in the Illinois-Grand Corridor Transportation Management Association shall also be required prior to the issuance of any Part II development approval.
16. Prior to the issuance by the Department of Planning and Development of a determination pursuant to Section 17-13-0610 of the Chicago Zoning Ordinance ("Part II approval") for development or redevelopment of any development parcels within the Planned Development, other than alterations to existing buildings which do not increase their height or alter their footprint, a site plan for the proposed development, including parking areas, shall be submitted to the Commissioner of the Department of Planning and Development for approval. Review and approval of the site plan by the Commissioner is intended to assure that specific development proposals conform with the general design standards in Statement 11 and to ensure coordination of public improvements described in Statements 12 through 15 at an early stage. No Part II approval for work for which a Site Plan must be submitted to the Commissioner shall be granted until the Site Plan has been approved by the Commissioner. Further, all Part II submittals shall be in compliance with the Chicago Landscape Ordinance. At least thirty (30) days prior to the filing of the Subparcel E.3 Applicant's request for Part II approval for the construction of the superstructure upon Subparcel E.3, the Subparcel E.3 Applicant shall submit a detailed Landscape Plan and Elevations for the Subparcel E.3 property to the Department of Planning and Development for review and approval.

Following approval of a Site Plan by the Commissioner, the approved plan shall be kept on permanent file with the Department of Planning and Development and shall be deemed to be an integral part of this planned development. The approved Site Plan may be changed or modified pursuant to the minor change provisions of Section 17-13-0611 of the Chicago Zoning Ordinance.

A Site Plan shall, at a minimum, provide the following information with respect to the proposed improvements:

- (1) the boundaries of the Property;

- (2) the footprint of the improvements;
- (3) location and dimensions of all loading berths;
- (4) preliminary landscaping plan prepared by a landscape architect with final landscaping plan to be approved at Part II stage;
- (5) all pedestrian circulation routes;
- (6) the location of any adjacent public improvements;
- (7) a signage plan for any building where retail or theater uses would be present above the ground level;
- (8) preliminary elevations of the improvements; and
- (9) Statistical information applicable to the Property limited to the following:
 - (a) floor area and floor area ratio;
 - (b) uses to be established;
 - (c) building heights; and
 - (d) all setbacks, required and provided.

A Site Plan shall include such other information as may be necessary to illustrate conformance with the applicable provisions of this Planned Development.

17. If any provision of this planned development amendment shall, to any extent, be invalid or unenforceable, the remainder of this planned development amendment shall not be affected thereby, and each provision of the planned development amendment shall be valid and enforceable to the fullest extent of the law.
18. The terms, conditions and exhibits of this planned development ordinance or of an approved Site Plan may be modified administratively by the Commissioner of the Department of Planning and Development upon the request of the applicant and after a determination by the Commissioner of the Department of Planning and Development that such a modification is minor, appropriate and consistent with the nature of the improvements contemplated in the planned development and the purposes underlying the provisions hereof. Any such modification shall be deemed to be a minor change in the planned development as contemplated by Section 17-13-0611 of the Chicago Zoning Ordinance.
19. It is in the public interest to design, construct and maintain the project in a manner; which promotes, enables, and maximizes universal access throughout the property.

Plans for all buildings and improvement on the property shall be reviewed and approved by the Mayor's Office for People with Disabilities ("M.O.P.D.") to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.

20. The Subparcel E.3 Applicant and the Subparcels 7 and 7A Applicant acknowledge that it is in the public interest to design, construct and maintain all buildings in a manner that promotes and maximizes the conservation of natural resources. The Subparcel E.3 Applicant shall use best and reasonable efforts to design, construct and maintain all buildings located within the Property in a manner generally consistent with the Leadership in Energy and Environmental Design ("L.E.E.D.") Green Building Rating System. All principal buildings located on Subparcels 7 and 7A shall be Leadership in Energy and Environmental Design ("L.E.E.D.") Green Building Rating System certified. Copies of these standards maybe obtained from the Department of Planning and Development.
21. Unless substantial construction of the improvements contemplated within Subparcel 3E has commenced within six (6) years from May 9, 2007 and unless completion is thereafter diligently pursued, then this planned development shall expire as it relates to Subparcel E.3 and the zoning of Subparcel E.3 of the planned development shall automatically revert to Residential-Business Planned Development Number 368, as amended on March 29, 2006.
22. Unless substantial construction of the improvements contemplated within Subparcels 7 and 7A has commenced within six (6) years following adoption of this planned development, and unless completion is thereafter diligently pursued, then this planned development shall expire as it relates to Subparcels 7 and 7A and the zoning of Subparcels 7 and 7A of the planned development shall automatically revert to Residential-Business Planned Development Number 368, as amended on May 9, 2007.

[Existing Zoning Map referred to in these Plan of Development
Statements unavailable at time of printing.]

[Exhibits 1 through 23; Building Elevations; Tower Parking Sections;
Lake Front Trail Alignment Alternate Maps; View Corridor Diagram;
Landscape Plan; Lower and Upper Water Street Maps;
Building Sections Map; and E.D.S. Recertification
referred to in these Plan of Development
Statements printed on pages
33379 through 33417
of this *Journal*.]

Exhibit 1.

Bulk Regulations And Data Table.
(Page 1 of 3)

Sub Area	Net Site Area See note (1) Sq.Ft. Acres	Maximum Retail Sq.Ft. (1000's)	Maximum Commercial Sq. Ft. (1000's)	Maximum Hotel Rooms	Maximum Dwelling Units	Maximum F.A.R
A	<u>380,796</u> 8.74	540 See note (5)	5,259	1,800	Permitted see Notes (2) & (3)	13.81 See note (6)
B	<u>183,449</u> 4.21	40	2,482	2,000	400 See note (8)	13.53 See note (7)
C	<u>122,303</u> 2.81	140	850	540	630	12.72
D	<u>361,234</u> 8.29	170	500	0	2,350	8.60
E	<u>346,038</u> 7.94	110 See note (9)	5 See note (4)	0	1,200	6.88
E.1	<u>232,841</u> 5.34	0	5 See note (4)	Not permitted	Not permitted	0.02
E.2	<u>18,191.63</u> 0.42	0	0	0	0	0
E.3	<u>95,005</u> 2.18	110 See note (9)	0	0	1,200	25.00 See note (10)
F	<u>100,436</u> 2.31	150	0	0	1,000	14.93
Total	<u>1,494,256</u> 34.30	1,040	9,096	4,340	5,580 See note (2)	11.03

Gross site Area = Net Site Area: 1,494,256 sq. ft. (34.30 acres) plus area in or proposed to be in public right of way: 940,843 sq. ft. (21.60 acres) plus area in or proposed to be in public parks or open space: 369,127 sq. ft. (8.48 acres) = 2,804,226 sq. ft. (64.38 acres).

OFF STREET PARKING	MINIMUM	MAXIMUM
BUSINESS USES	1:5,000 sq. ft.	As determined by DPD in consultation with CDOT
HOTEL USES	1:4 Rooms	
RESIDENTIAL USES	55% d.u.	
NON-ACCESSORY PARKING (Allowed in Sub-area F only)	200 spaces	500 spaces

OFF STREET LANDSCAPING: Per D.X-12 Requirements

MINIMUM PERIPHERAL SETBACKS: Sufficient to allow for street trees and pedestrian walkways (min 12'-6" from building to curb face)

MINIMUM UPPER LEVEL SETBACKS: 40' from Lake Shore Drive at level of Upper Lake Shore Drive

APPLICANT: Shelbourne North Water Street, LP
 DATE: Decemer 8, 2006
 REVISED: March 15, 2007
 April 19, 2007

Exhibit 1.

Bulk Regulations And Data Table.
(Page 2 of 3)

Exhibit 1: Bulk Regulations and Data Table ----cont.

- Note (1): For the purpose of this Planned Development "Net Site Area" shall equal the entire land area (at Plaza Level where such is established, and otherwise at grade) within the boundaries of the planned development, less the area now dedicated or proposed to be dedicated to public use.
- Note (2): Dwelling units shall be permitted in Sub-Area A of this Planned Development subject to the provisions of the DX-16, Downtown Mixed-Use district classification. Any such units so built will not affect the total of 5,580 dwelling units permitted in Sub-Areas B, C, D, E and F Dwelling units are permitted below the second floor in all sub-areas except Sub-Area E.
- Note (3): For purposes of exchange of uses, a hotel room shall be equal to 0.5 dwelling units. This permissible number of hotel rooms within the planned development shall not exceed 4,340 rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses.
- Note (4): Although Sub-Area E. (DuSable Park) has been dedicated to public park use, it is included in Net Site Area because a maximum of 5,000 square feet of park and recreation-related floor area may be constructed within its boundaries.
- Note (5): Assumes 410,000 square feet allocated to development parcels P4 and P5 and the remaining 130,000 square feet allocated to remaining development parcels within Sub-Area A.
- Note (6): Assumes floor area allocated to existing buildings as follows: 401 North Michigan (760,241 s.f.), University of Chicago Gleacher Center (240,000 s.f.), NBC Tower (912,000 s.f.); and to future development parcels as follows: P1 (776,250 s.f.); P3 (970,000 s.f.) and P4/P5 (1,600,000 s.f.).
- Note (7): Assumes floor area allocated to existing Sheraton Hotel at 860,379 s.f. and future development parcels P7, P7A and P8 at 1,621,290 s.f.
- Note (8): For purposes of exchange of uses, a hotel room shall be equal to 0.5 dwelling units above the 400 permitted. The permissible number of hotel rooms within the planned development shall not exceed 4,340 rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses. Accessory hotel uses on Parcels P7, P7A, and P8 combined shall not exceed 50,000 s.f.
- Note (9): Residential support services, physical fitness/indoor recreation center, and small venue theater (for building residents only) are expressly permitted in Sub-Area E.3.

APPLICANT: Shelbourne North Water Street, LP

DATE: December 8, 2006

REVISED: March 15, 2007
April 19, 2007

Exhibit 1.

Bulk Regulations And Data Table.
(Page 3 of 3)

Exhibit 1: Bulk Regulations and Data Table ----cont.

Note (10) FAR Bonus Calculations
Sub-Area E.3
(Parcels P18 and P 19, combined)
Net Site Area = 95,005 square feet

Base FAR	10.00
Downtown Affordable Housing Zoning Bonus	3.00 (a)
Offsite contribution to DuSable Park	2.16 (b)
Public Plazas	5.44 (c)
Chicago Riverwalk	0.40 (d)
Water Features	1.00 (e)
<u>Underground Parking and Loading</u>	<u>3.00 (f)</u>
Total FAR	25.00

- a) Based on a contribution of \$5,700,300.00 to the City of Chicago Affordable Housing Opportunity Fund.
- b) Based on a contribution of \$4,104,216.00 to City of Chicago for Off-Site Park Improvements (to DuSable Park).
- c) Based on the provision of 51,730 square feet of on-site public plaza.
- d) Based on the provision of improvements to 3,800 square feet at off-site open spaces.
- e) Based on the provision of 48,669 square feet of water features in on-site public open spaces.
- f) Based on the provision of 171 underground parking spaces on Lower Levels 1 and 2, at least 265 underground parking spaces on Lower Level 3 and lower, and 7 underground loading docks on Lower Level.1

APPLICANT: Shelbourne North Water Street, LP
DATE: December 8, 2006
REVISED: April 19, 2007

Exhibit 2.

Planned Development Number 368, As Amended.

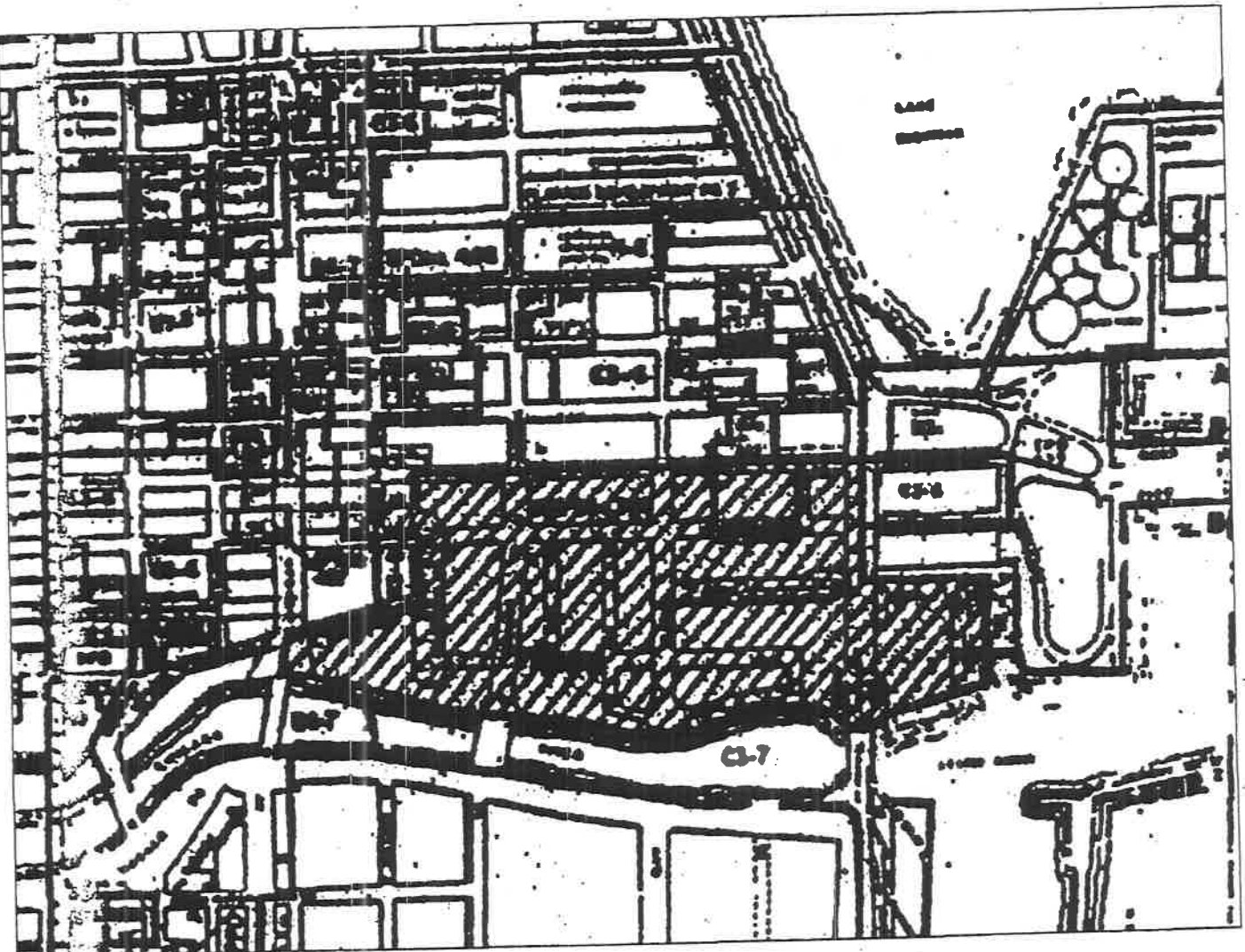


Exhibit 3.

Planned Development Boundary And Subarea Map.

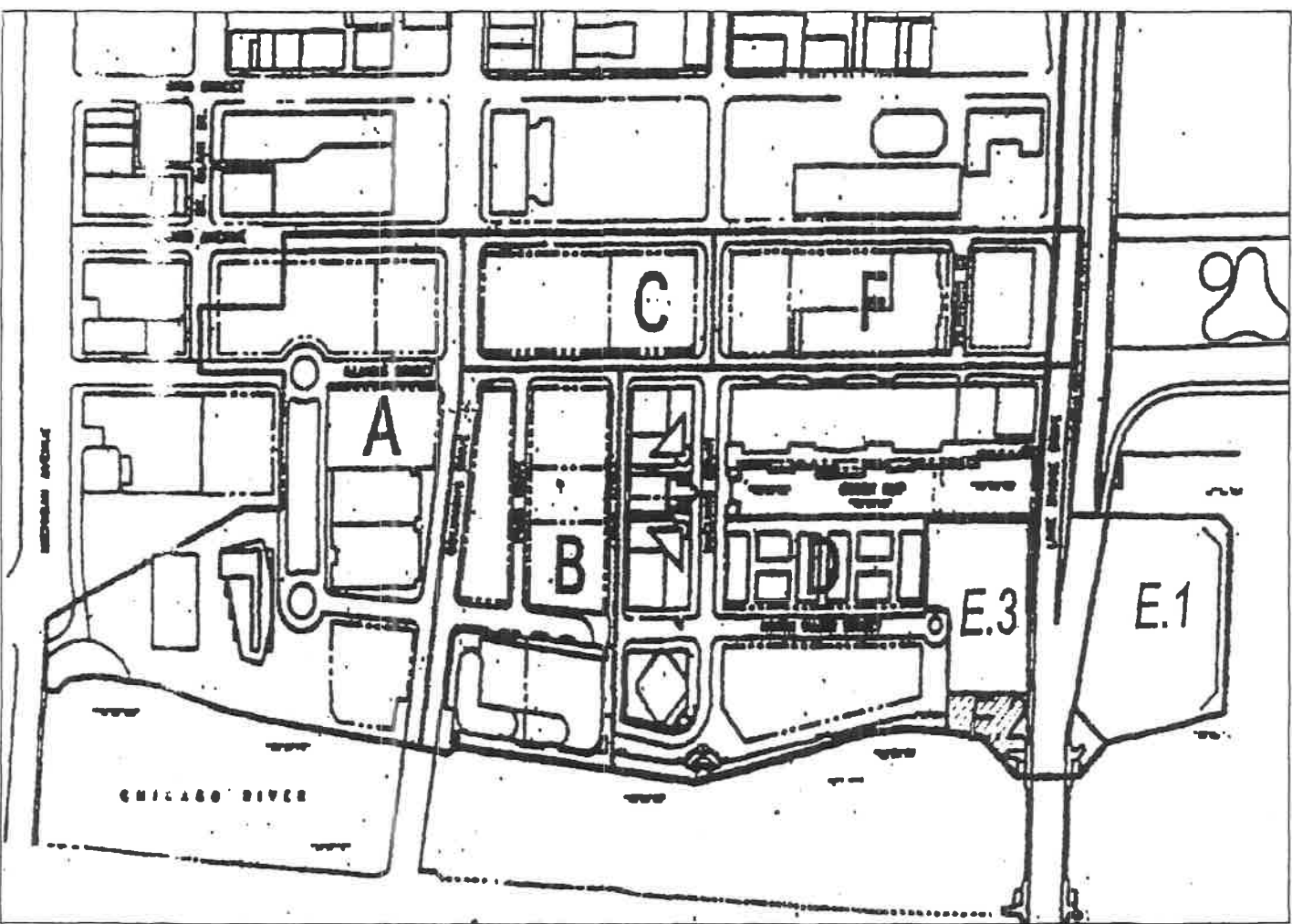


Exhibit 5.

Maximum Height Zones.

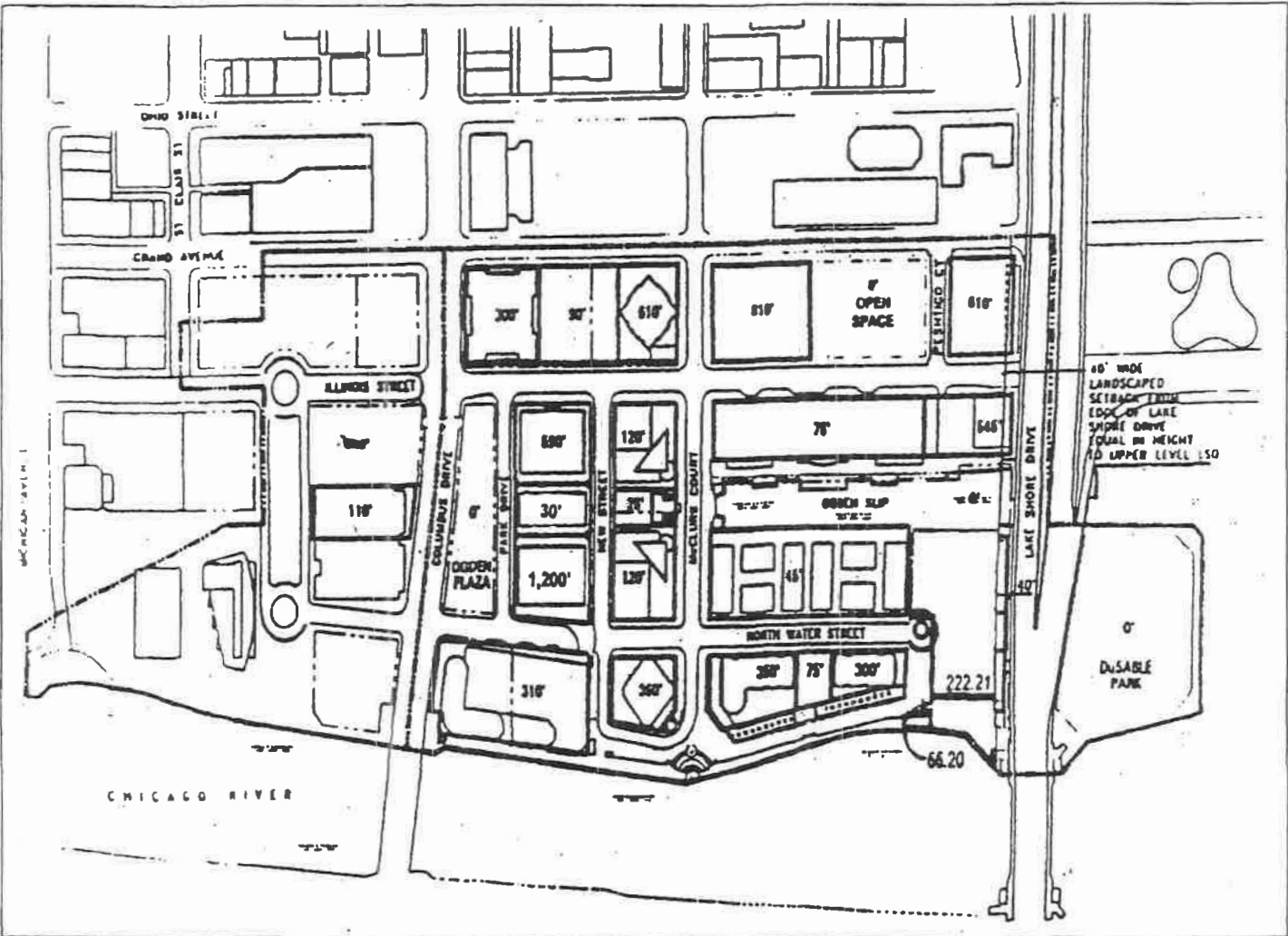


Exhibit 6.

Existing And Planned Open Spaces.

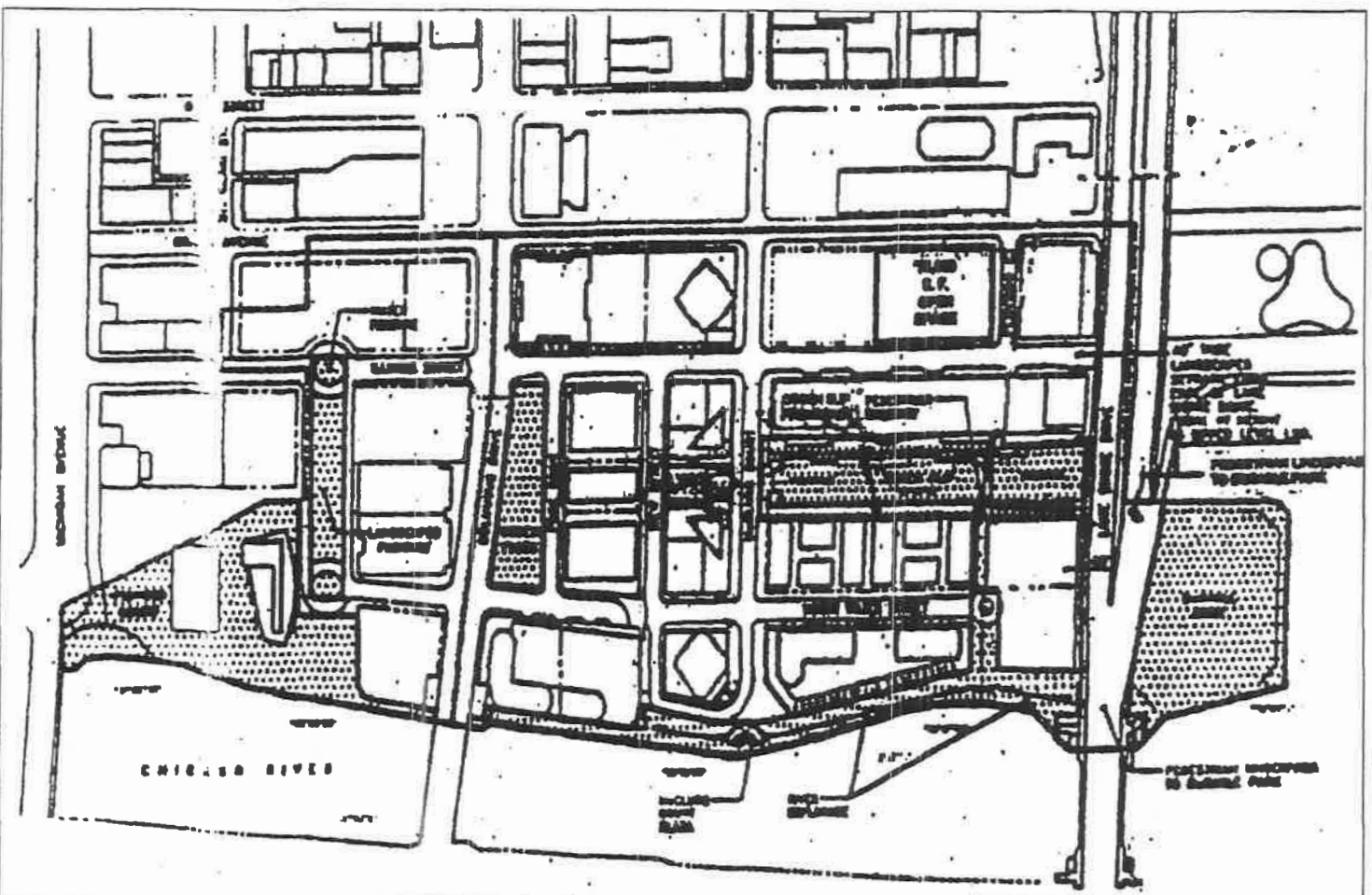


Exhibit 7.

Pattern Of Vehicular Roadways.

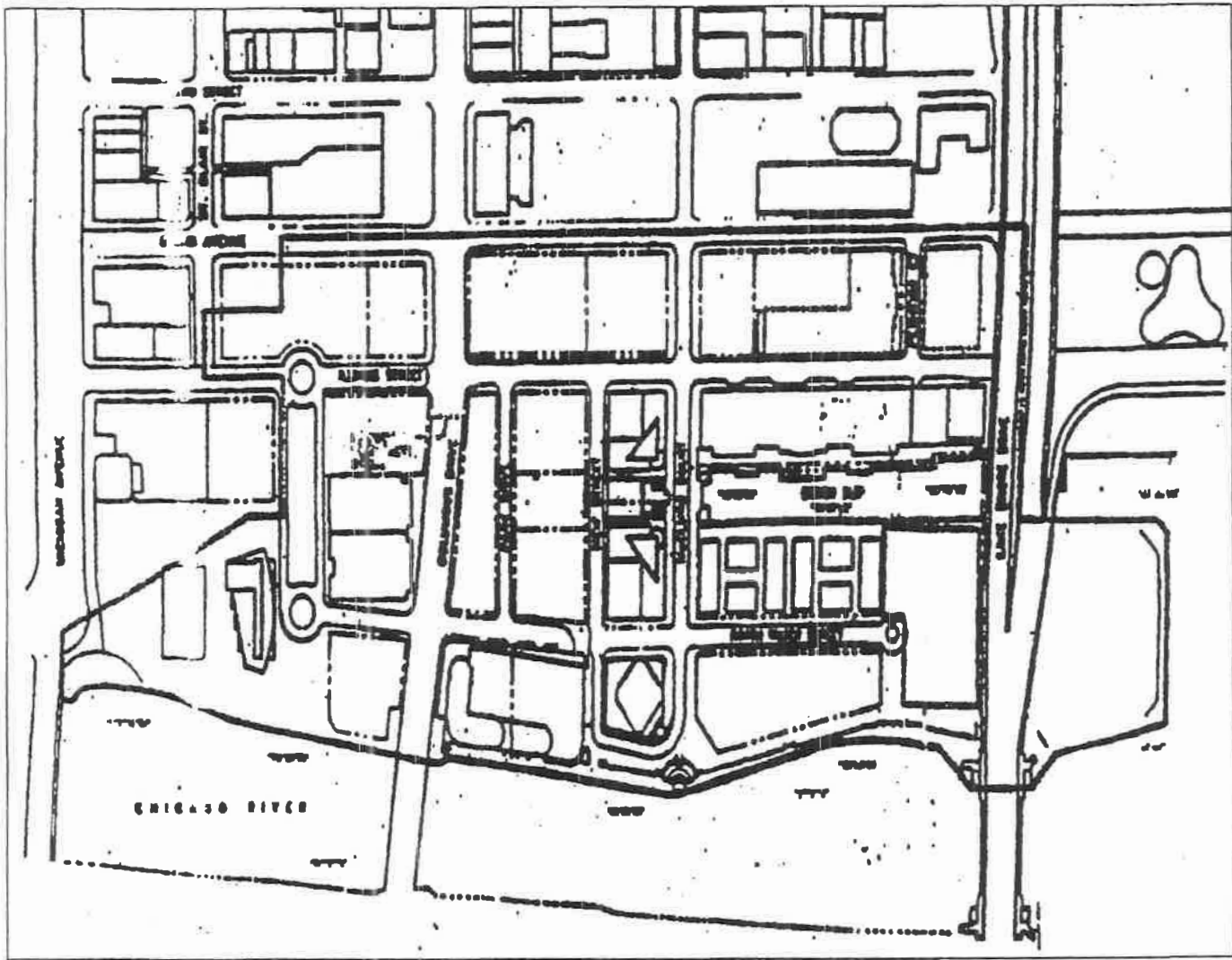


Exhibit 8.

Recommended Traffic Improvements.
(Page 1 of 3)

The following is a summary prepared by the Chicago Department of Transportation of the traffic impacts and proposed mitigation efforts for the River East, Grand Pier and North Bridge developments along the Illinois-Grand corridor, as described in traffic studies prepared by traffic consultants for the developers and the City (KLOA) and Barton-Aschman, respectively):

General Impacts: The three developments will generate roughly 3000 trips (1600 inbound and 1400 outbound) during the PM peak hour. About 1350 tips (750 inbound, 600 outbound) will be generated during AM peak hour.

There will be traffic volume increases on Illinois and Grand, between State Street and Lake Shore Drive, of roughly 500 to 700 vehicles per hour during the PM peak hour. During the AM peak hour, traffic volume will increase on Illinois and Grand by roughly 200 to 300 vehicles per hour. Existing peak volumes on Illinois and Grand range between 1000 and 1500 vehicle per hour; with these developments, volumes would range between 1500 and 2000 vehicle per hour.

Some excess capacity is available to handle this increased demand, but a number of geometric, signal timing, and parking control measures are recommended to further accommodate this increase in traffic.

Geometric and Signal Operations Improvements: In order to increase overall intersection capacity and address heavy traffic circulation demand, it is proposed to widen McClurg Court between Illinois and Grand to provide double left turn lanes northbound at Grand and southbound at Illinois. McClurg would be further widened on the west side to provide a drop-off lane at the proposed residential building.

It is also proposed to widen McClurg between Ohio and Grand to provide separate southbound right turn and through traffic lanes, and to provide a smoother northbound alignment through the Grand Avenue intersection. The right-of-way for this widening would need to be obtained from the adjacent property owners.

The traffic signals at McClurg-Grand and McClurg-Illinois would be modified to accommodate the street widening and to provide left turn arrow signal indications for northbound traffic at Grand and southbound traffic at Illinois.

On Grand Avenue at State Street, the CTA subway entrances at the northeast and northwest corners will be relocated out of the Grand Avenue right-of-way. This will allow the widening of Grand Avenue at this intersection to provide four westbound lanes compared with the three lanes currently available at this "bottleneck" location.

Exhibit 8.

Recommended Traffic Improvements.
(Page 2 of 3)

Restriping of various street segments is proposed in an effort to make more efficient use of pavement space and increase traffic capacity. Striping of left turn lanes, where appropriate, would be done on State, Wabash, and Rush at their intersections with Illinois, Grand, Ohio, and Ontario. Illinois would be restriped at Columbus to provide three through lanes, and separate left turn and right turn lanes.

Parking Controls: Metered on-street parking generally will need to be eliminated on Illinois and Grand from State Street to Lake Shore Drive in order to provide additional traffic capacity or to make the curb lane available for various pickup/drop-off activities. Sufficient off-street parking, provided as part of these developments, is intended to satisfy the demand for parking in the corridor.

It is proposed to eliminate parking on Illinois Street from State Street to Michigan Avenue in order to provide three eastbound traffic lanes, compared with the two existing lanes. This increase in traffic capacity is needed to handle the increased demand on this segment of Illinois Street.

It is proposed to eliminate parking on the south side of Grand Avenue east of Columbus Drive to provide a separate left turn lane on Grand at the approach to the Columbus Drive signal. This would increase the through traffic capacity by removing the turning movements from the adjacent through traffic lane.

Parking would also be eliminated on both sides of Grand Avenue east of McClurg Court, in order to provide separate left turn and right turn lanes on the approach to the traffic signal. Again, traffic capacity would be increased by segregating the through and turning traffic movements.

The elimination of parking is also proposed on the south side of Ontario at Fairbanks in order to provide a westbound left turn lane on Ontario. The striping of an optional through-left lane was also recommended as a further capacity improvement, although conflicts between turning vehicles and pedestrians in the south crosswalk will require further analysis.

Transportation Management: Active traffic management in the corridor will be undertaken by the Transportation Management Association which has been established. The TMA will meet to exchange information of traffic operations needs and problems, with changing development conditions, construction activities, special events, and other factors which may affect transportation in the corridor. Various City agencies, including CDOT, Planning, Police, Streets and Sanitation, and the CTA, will coordinate efforts with corridor property managers to address evolving transportation demands.

Exhibit 8.

Strict enforcement of existing and proposed parking restrictions will be necessary to ensure that street space needed for traffic capacity is available. Of particular concern is the need to keep Illinois clear, east of Columbus; Grand Avenue, west of Michigan; Ohio Street, west of Michigan; and Ontario Street, west of St. Clair.

Improved public transit serve as appropriate to serve the needs of the corridor will be developed. CDOT and the TMA will be reviewing service needs and developing strategies for best providing public transportation, whether through modifications of CTA service or additional shuttle bus operations.

Site Specific Improvements:

Parcels 4 and 5: the proposed lower level loading dock layout requires a number of traffic control measures in order to mitigate the potential effect on Illinois Street traffic. These measures include prohibition of on-street loading, provision of a dock master during loading dock hours, limitation on loading dock hours to prohibit backing maneuvers between 7 a.m. and 9 a.m. and between 4 p.m. and 7 p.m., Monday through Friday, and implementation of loading dock control as part of an overall Traffic Management Plan to be implemented by the Illinois-Grand Corridor Transportation Management Association.

Parcels P7, P7A, and P8: There should be no curb cuts on Illinois Street. Curb cuts providing access to loading docks should be located only on Lower North Water Street or New Street.

Parcels P9 and P13: The increase in hotel development along Columbus Drive between Grand Avenue and Illinois Street and along Park Drive between Illinois and North Water Streets will concentrate taxi and other traffic movement in this area. Signing and striping is needed to prevent traffic from driving across Illinois Street in order to access Park Drive rather than turning left onto eastbound Illinois Street. Vaulted sidewalks are also indicated in the public way on both Grand and Illinois. Although vaulted sidewalks are not generally recommended, they are acceptable in this instance to allow for the placement of parking underground.

Parcels P14 and P16: The vacation of River Drive east of McClurg may result in hundreds of residential units being accessed from a signal cul-de-sac street, North Water Street east of McClurg. The sewer on North Water is seven to eight feet below the pavement, and its reconstruction at some time in the future, or any other significant utility maintenance, could severely restrict access these residences. Widening of North Water to 44 feet from its existing 40-foot width is recommended in order to provide more flexibility to maintain two-way traffic in the event of any future construction activities.

The Kraft Building Site: There is no objection to vacating Peshtigo Court in the future. If Peshtigo Court is eliminated and another north-south street is added, its location must be checked with respect to the location of the drop off lanes on Illinois at North Pier terminal. If Peshtigo Court is retained, adding another north-south street between Peshtigo and McClurg is not recommended.

Parcels P18 and P19: ADA accessibility of any pedestrian bridge which may be built across Ogden Slip should be reviewed.

Exhibit 9.

Site Landscape Plan.



CHICAGO SPIRE
CHICAGO, ILL.



SANTIAGO CALATRAVA
ARCHITECT

PERKINS
WILL
THOMAS HERRINGTON

Perkins
WILL
THOMAS HERRINGTON

Terry Corso Design Associates, Inc.
Landscape Architecture and Site Planning
Chicago, Illinois

PLAN DEVELOPMENT
SUBMITTAL
04.18.2007

SITE LANDSCAPE PLAN
EXHIBIT # 9

Table with 2 columns: Description, Date. Includes 'Landscape Plan' and 'Exhibit # 9'.

Existing utility and structure lines to be protected with proper in-kind maintenance and will be replaced, if damaged, by Owner.

Owner Name, The Company, Address, Phone number

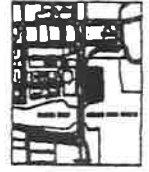
The undersigned certifies that the landscape planting shown in the landscape plan for the Project Property owned by THE COMPANY, INC., is in accordance with the undersigned architect's knowledge and has been designed and will be installed, maintained, and replaced, as required, by normal and anticipated means in accordance with the requirements of Chapter 23 of the Chicago Building Code, The Landscape Ordinance of the Chicago Building Ordinance, and the Title to Chicago Landscape Ordinance.

Owner Name, The Company, Address, Phone number

LANDSCAPE ARCHITECT'S CERTIFICATE

The Undersigned Landscape Architect, registered in the state of Illinois, certifies that the landscape planting plan and construction details shown on the attached landscape plan for the property Project Property, owned by THE COMPANY, INC., has been designed in accordance with the requirements of Title 23, Chapter 23 of the Chicago Building Code, the Landscape Ordinance of the Chicago Building Ordinance, and the Title to Chicago Landscape Ordinance.

Landscape Architect, Terry Corso Design Associates, Inc., 221 N. LAUREL ST., CHICAGO, IL 60610, 312-327-6148



LOCATION MAP PROJECT SITE

Table with multiple columns and rows, likely a schedule or list of items.

Table with multiple columns and rows, likely a schedule or list of items.

1. Plant list is complete. Not intended to be revised in any manner.
2. As noted on the landscape plan, the landscape plan is intended to be installed in accordance with the requirements of the Chicago Building Code, the Landscape Ordinance of the Chicago Building Ordinance, and the Title to Chicago Landscape Ordinance.
3. Plant quantities to be installed in accordance with the landscape plan.

SELECTED PLANT SCHEDULE

SITE PLAN
GROUND LEVEL
Scale: 1/8"=1'-0"

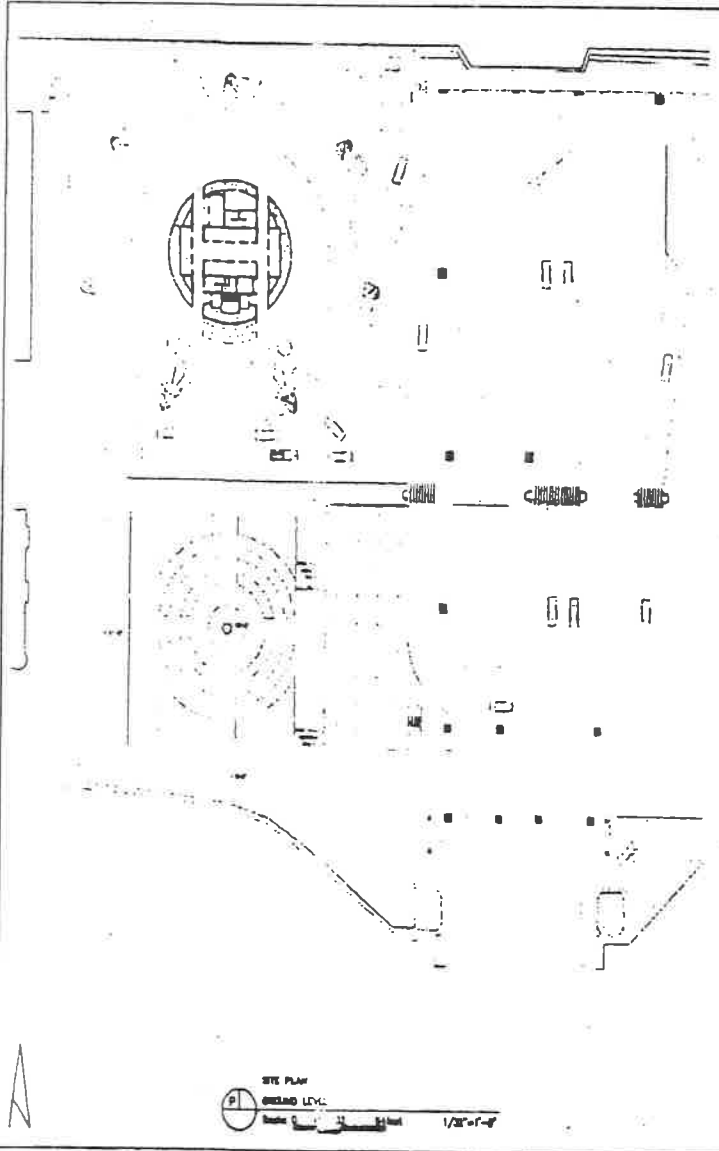
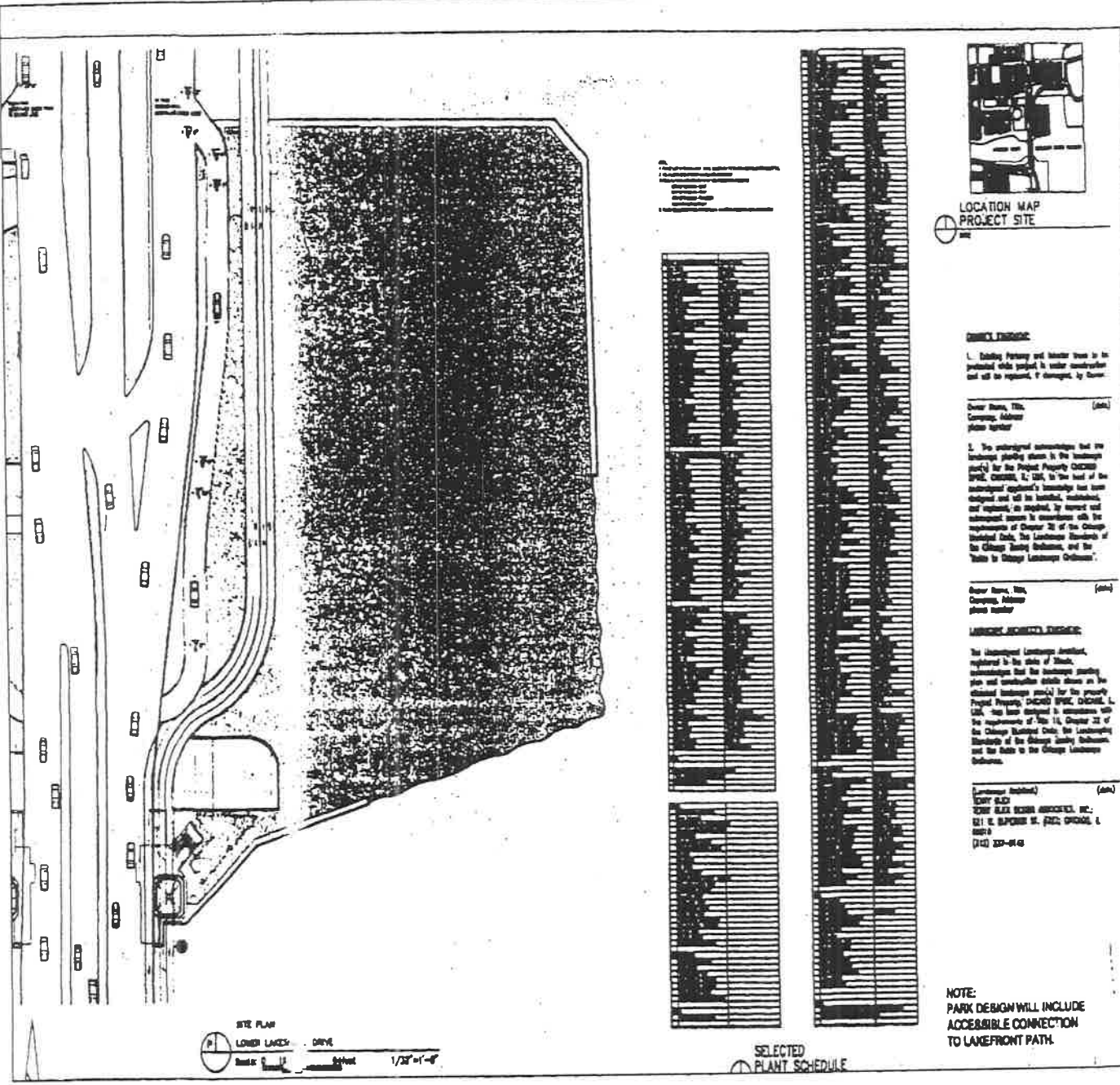


Exhibit 10.



Shelbourne
CHICAGO SPIRE
 CHICAGO, USA

SANTIAGO CALATRAVA
 ARCHITECT

PERKINS + WILL
 ARCHITECTS

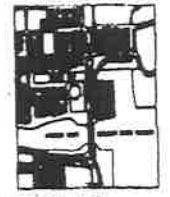
Thomas H. Bennett
Capalini
 Landscape Architect

Jerry Green Design Associates, Inc.
 Chicago, Illinois

PLAN DEVELOPMENT SUBMITTAL
 04.10.2007

DUBABLE LANDSCAPE PLAN
 EXHIBIT # 10

DATE: _____
 DRAWN BY: _____
 CHECKED BY: _____
 APPROVED BY: _____



LOCATION MAP PROJECT SITE

OWNER REQUEST

1. Establish Parking and Interior trees to be protected while project is under construction and will be replaced, if damaged, by owner.

Owner Name, Title, Company, Address, phone number (omit)

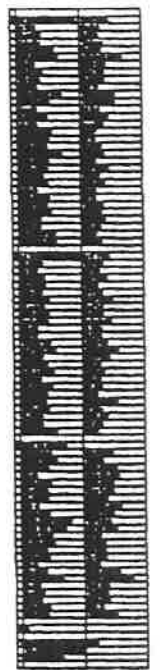
2. The underground watermain and the landscape plan for the Project Property (CHICAGO SPIRE, CHICAGO, IL, USA), to the best of the undersigned applicant's knowledge has been designed and will be installed, maintained, and replaced, as required, by record and subsequent means in accordance with the requirements of Chapter 28 of the Chicago Municipal Code, the Landscape Standards of the Chicago Landmarks Ordinance, and the Rules to Chicago Landscape Ordinance.

Owner Name, Title, Company, Address, phone number (omit)

LANDSCAPE ARCHITECT'S STATEMENT

The undersigned Landscape Architect, registered in the state of Illinois, certifies that the landscape planting plan and construction details shown on the attached landscape plan(s) for the property Project Property, CHICAGO SPIRE, CHICAGO, IL, USA, has been designed in accordance with the requirements of Title 14, Chapter 28 of the Chicago Municipal Code, the Landscape Standards of the Chicago Landmarks Ordinance, and the Rules to the Chicago Landscape Ordinance.

Landscape Architect (omit)
 (SEAL)
 JERRY GREEN DESIGN ASSOCIATES, INC.
 821 N. SUPERIOR ST. (2ND) CHICAGO, IL 60610
 (773) 337-9140



SELECTED PLANT SCHEDULE

NOTE:
 PARK DESIGN WILL INCLUDE
 ACCESSIBLE CONNECTION
 TO LAKEFRONT PATH.

Exhibit 11

Ground Floor Plan.

Shelbourne
CHICAGO SPIRE
CHICAGO, USA



SANTIAGO CALATRAVA
ARCHITECT

PERKINS
WILL

Thomas H. Bennett

Caroline

PLAN DEVELOPMENT
SUBMITTAL
04.10.2007

GROUND FLOOR PLAN
OVERVIEW
EXHIBIT 11

DATE: 07/09/08
SCALE: 1/8" = 1'-0"

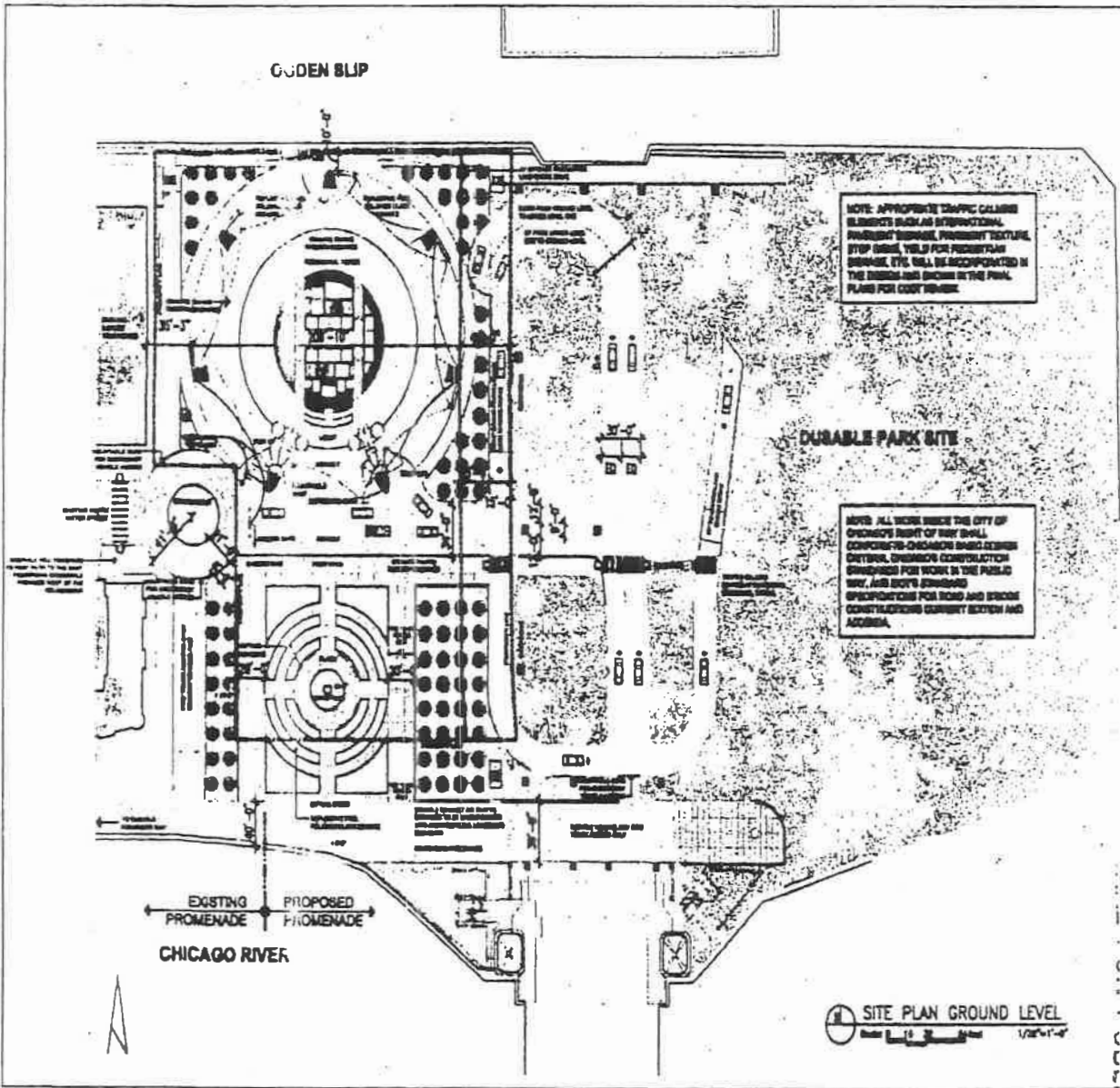


Exhibit 12.

Lower Lake Shore Drive Plan Overview.

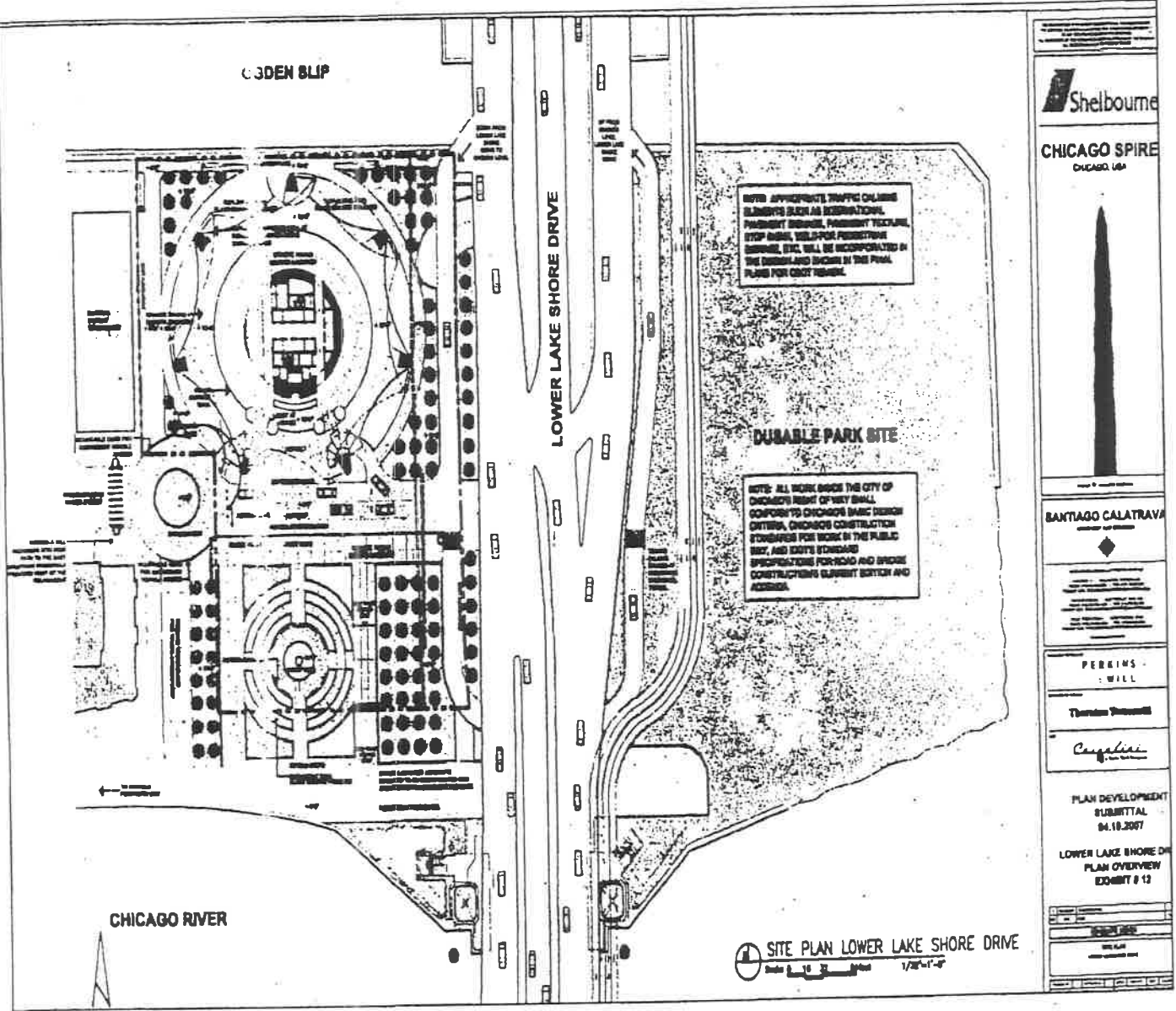


Exhibit 13.

Shelbourne

CHICAGO SPIRE
CHICAGO, ILL.

SANTIAGO CALATRAVA
ARCHITECT AND DESIGNER

PERKINS WILL
ARCHITECTS

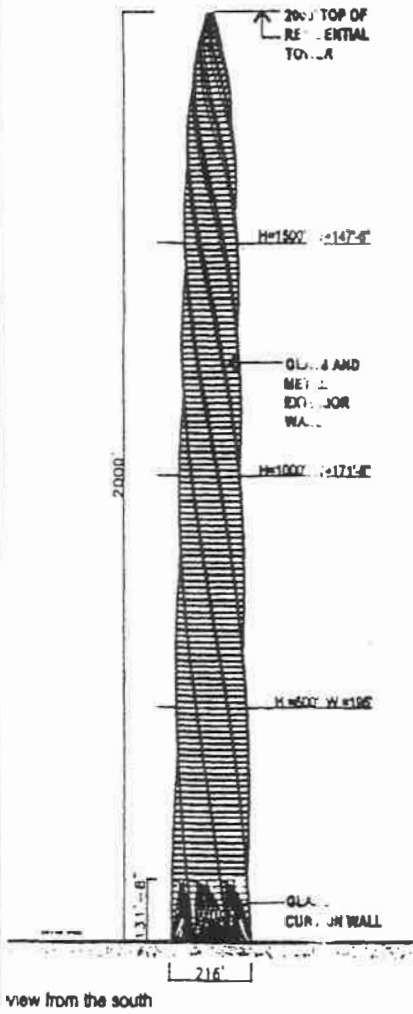
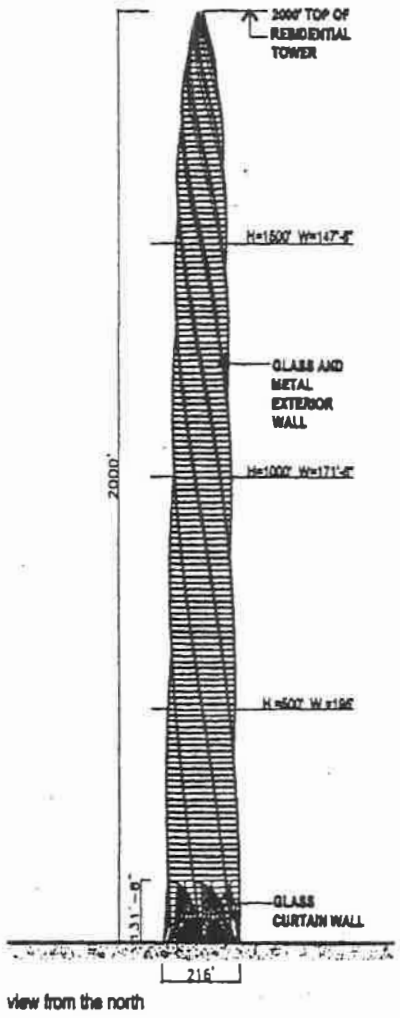
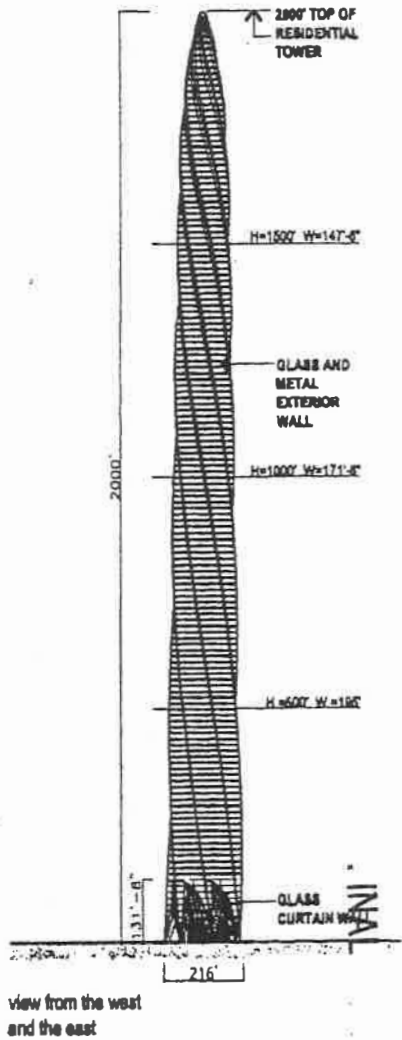
Thorstein Thomsen
Principal

Carroll
Principal

PLAN DEVELOPMENT
SUBMITTAL
04.18.2007

BUILDING ELEVATIONS
EXHIBIT # 13

DATE	DESCRIPTION



310

0 100 200 300

SCALE

Exhibit 14.

South Building Elevations.

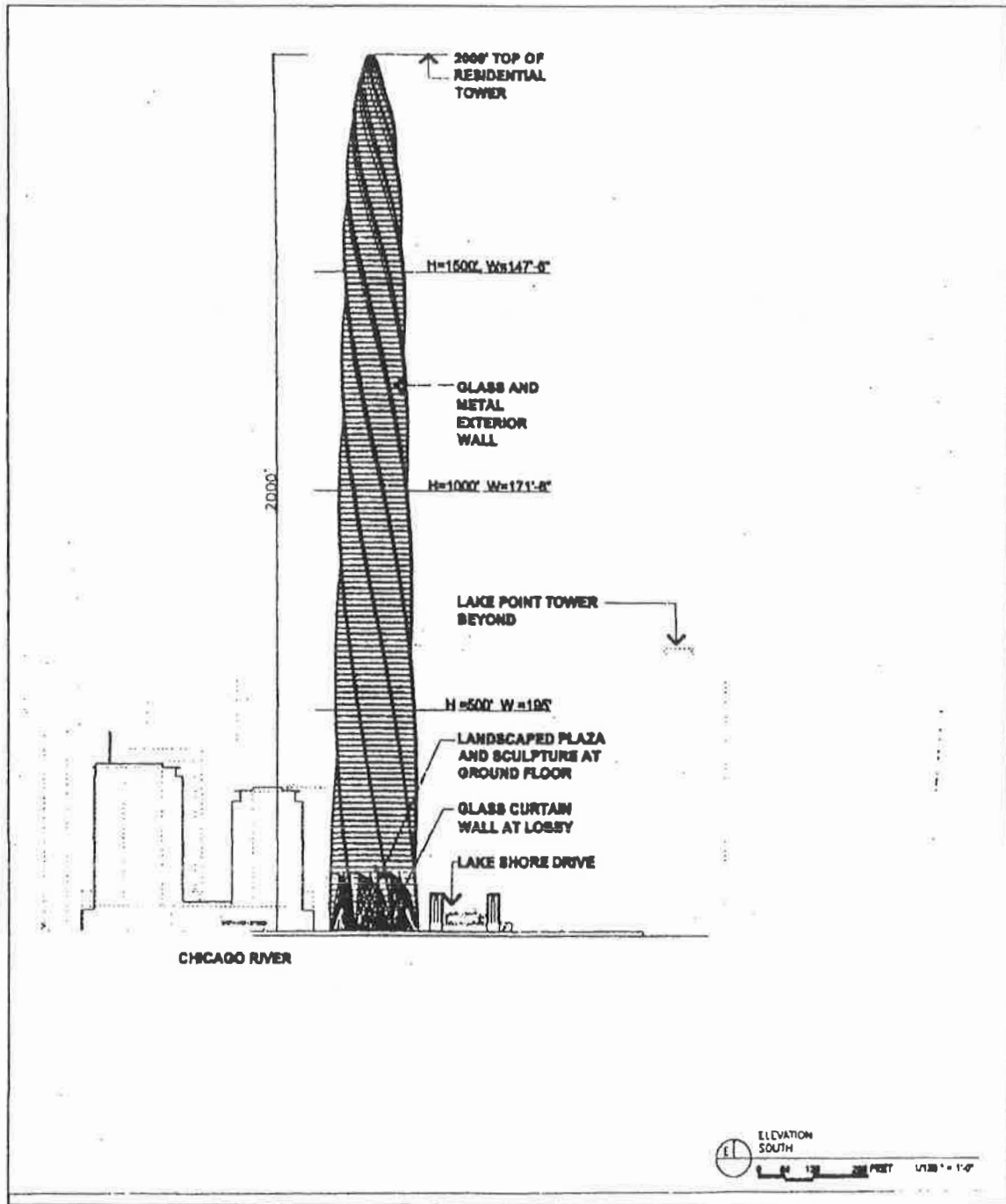


Exhibit 15.

Partial Enlarged South Elevation.

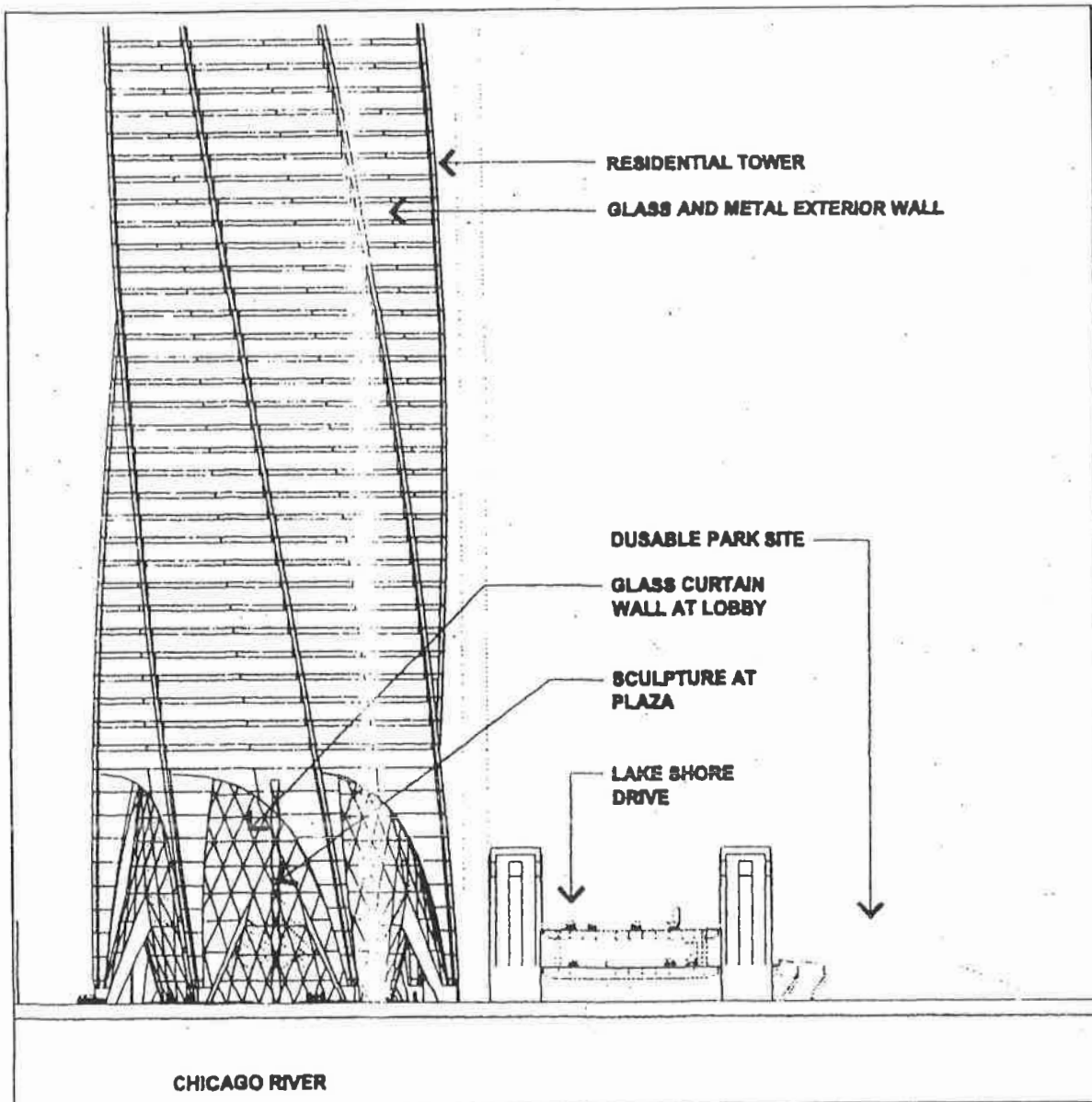


Exhibit 16.

Partial East/West Site Section.

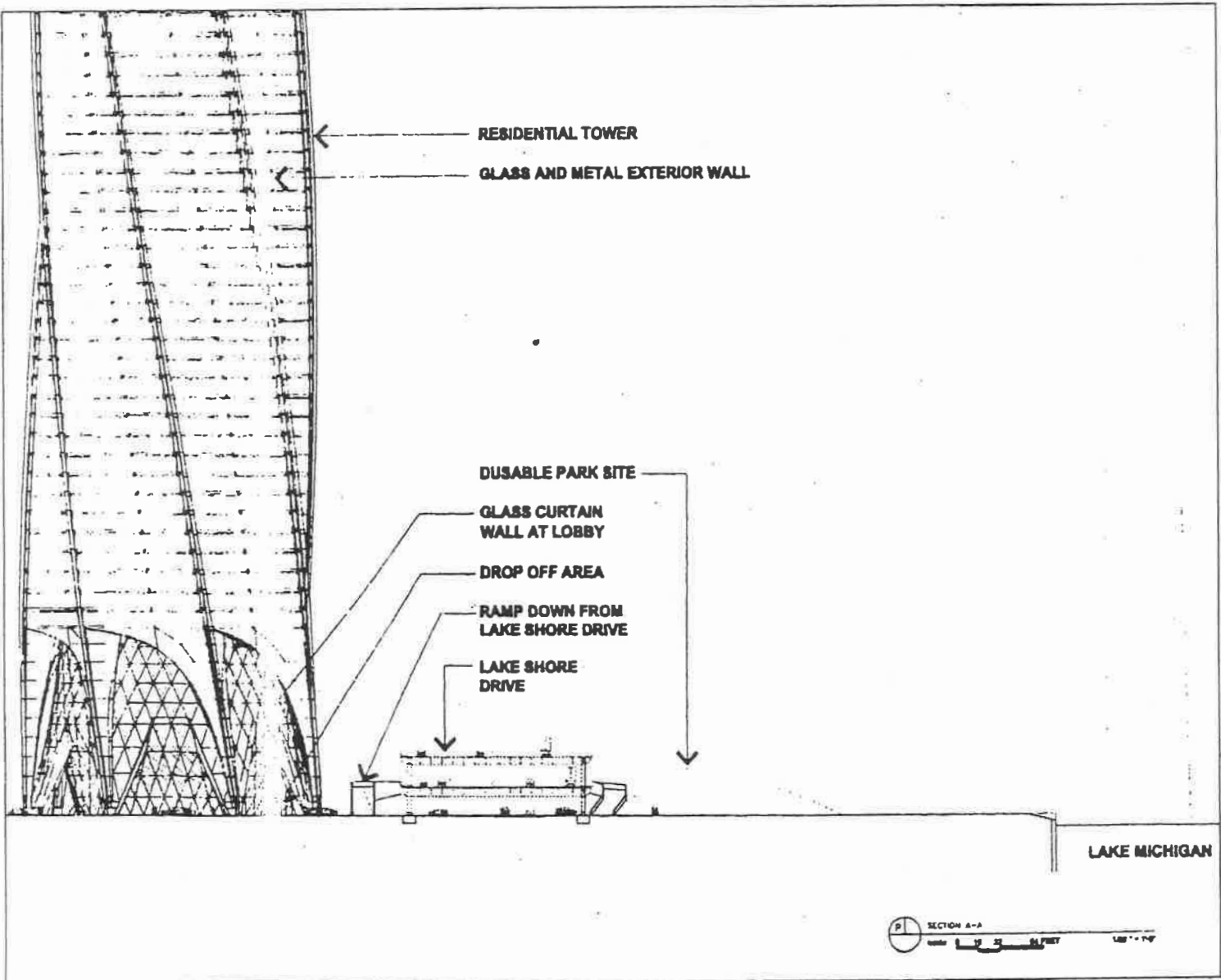


Exhibit 17.

Partial Enlarged East Elevation.

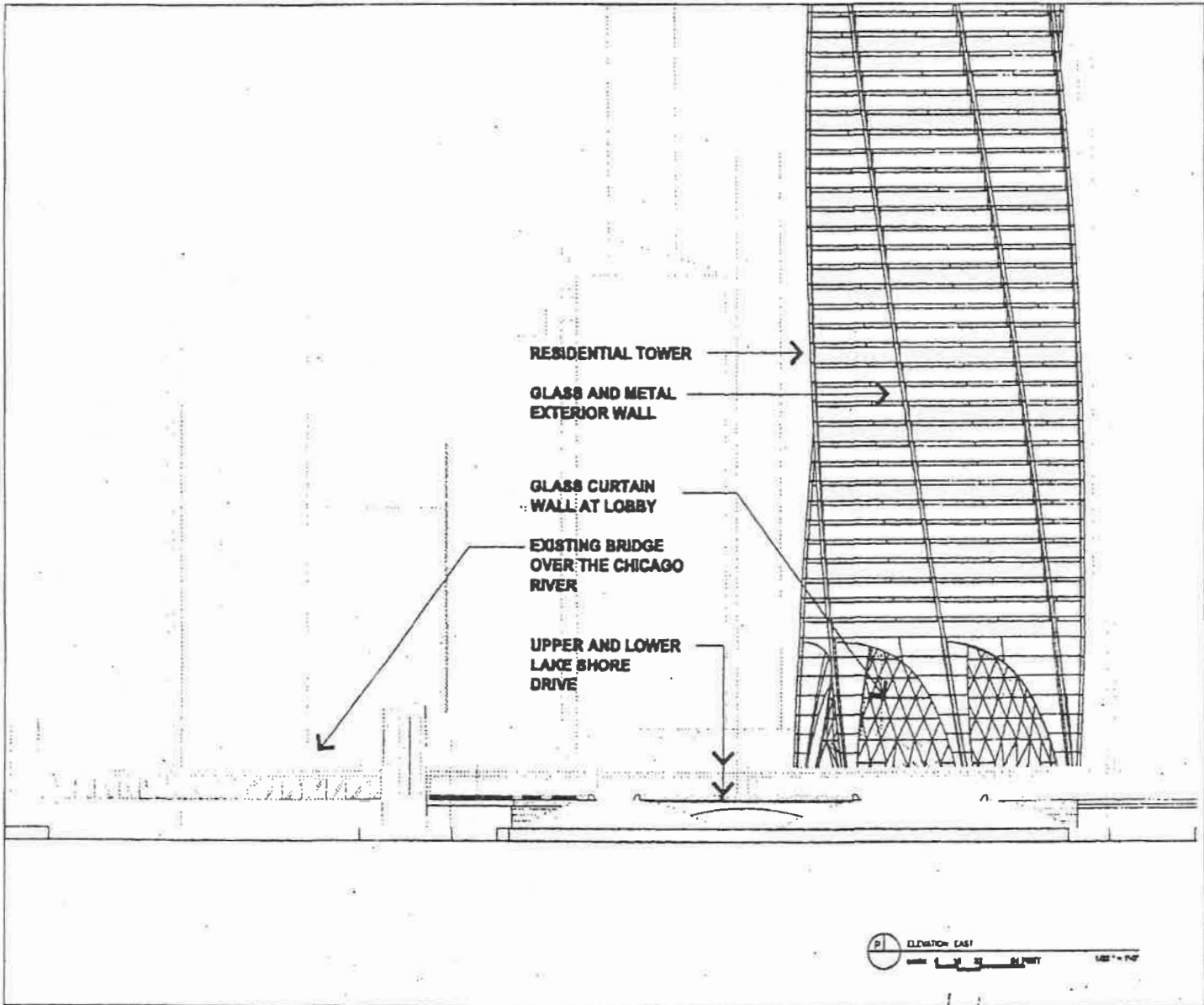


Exhibit 18.

North/South Site Section At Lake Shore Drive.

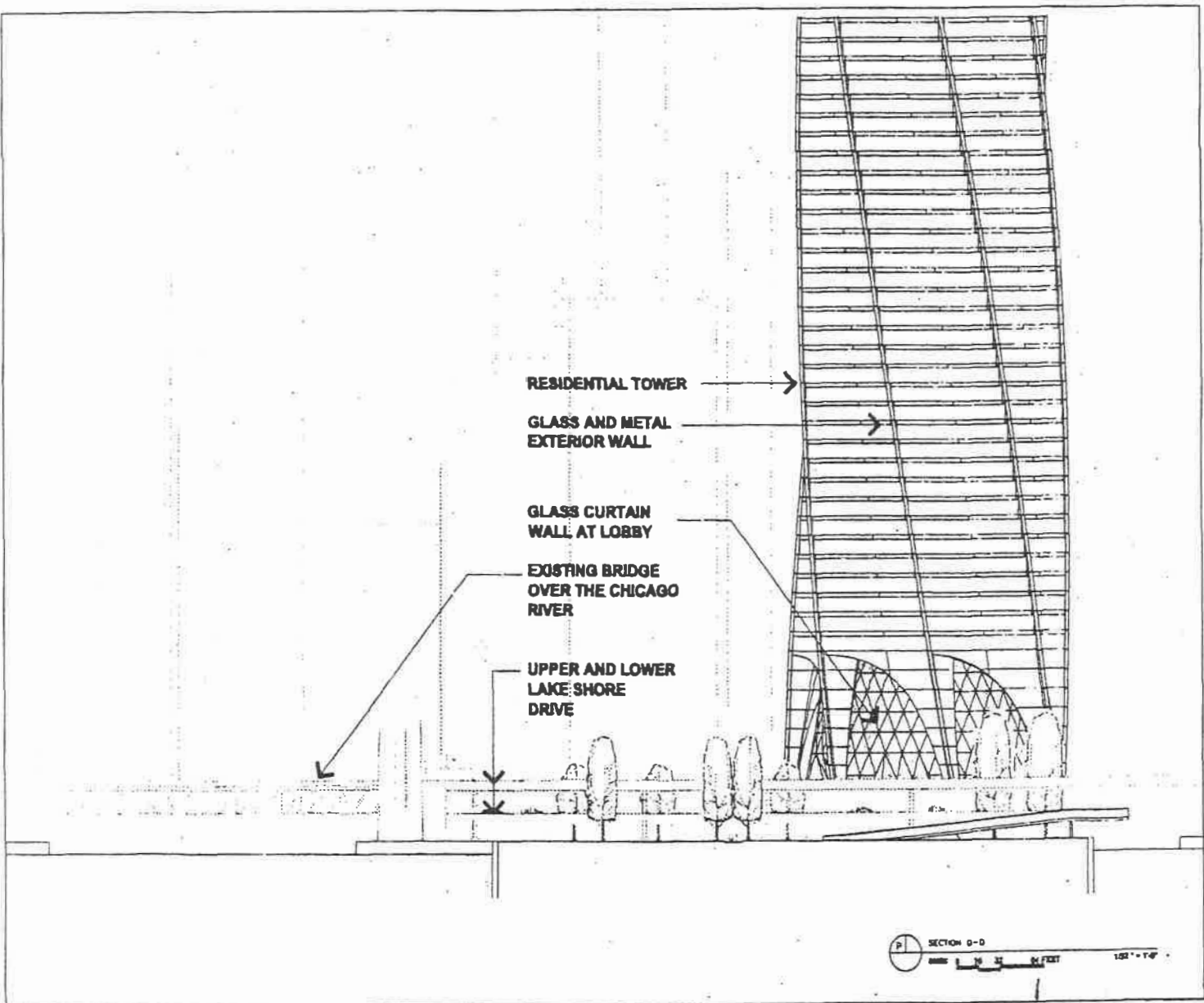


Exhibit 20.

EastWest Parking Section.

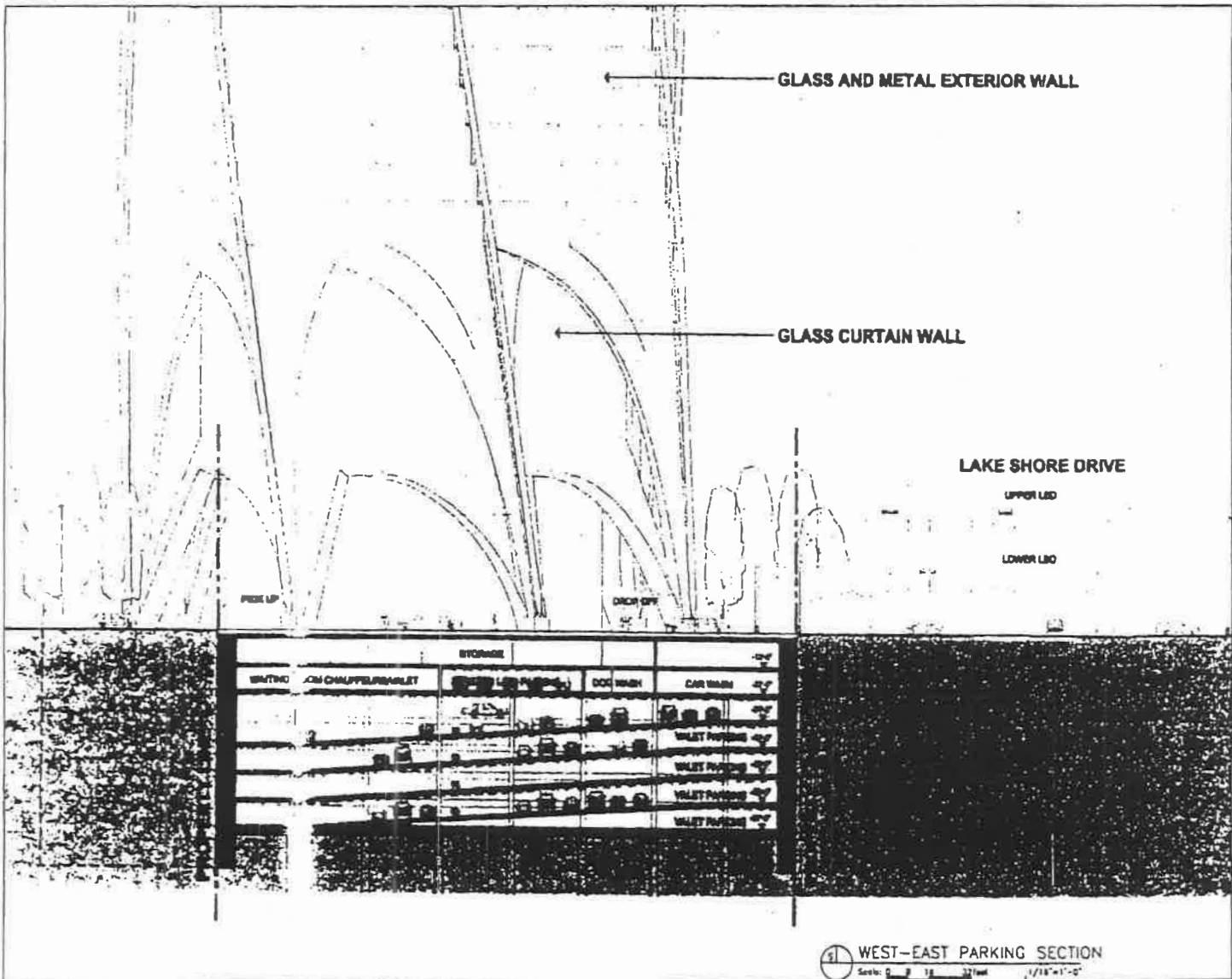


Exhibit 21.

North/South Overview Section.

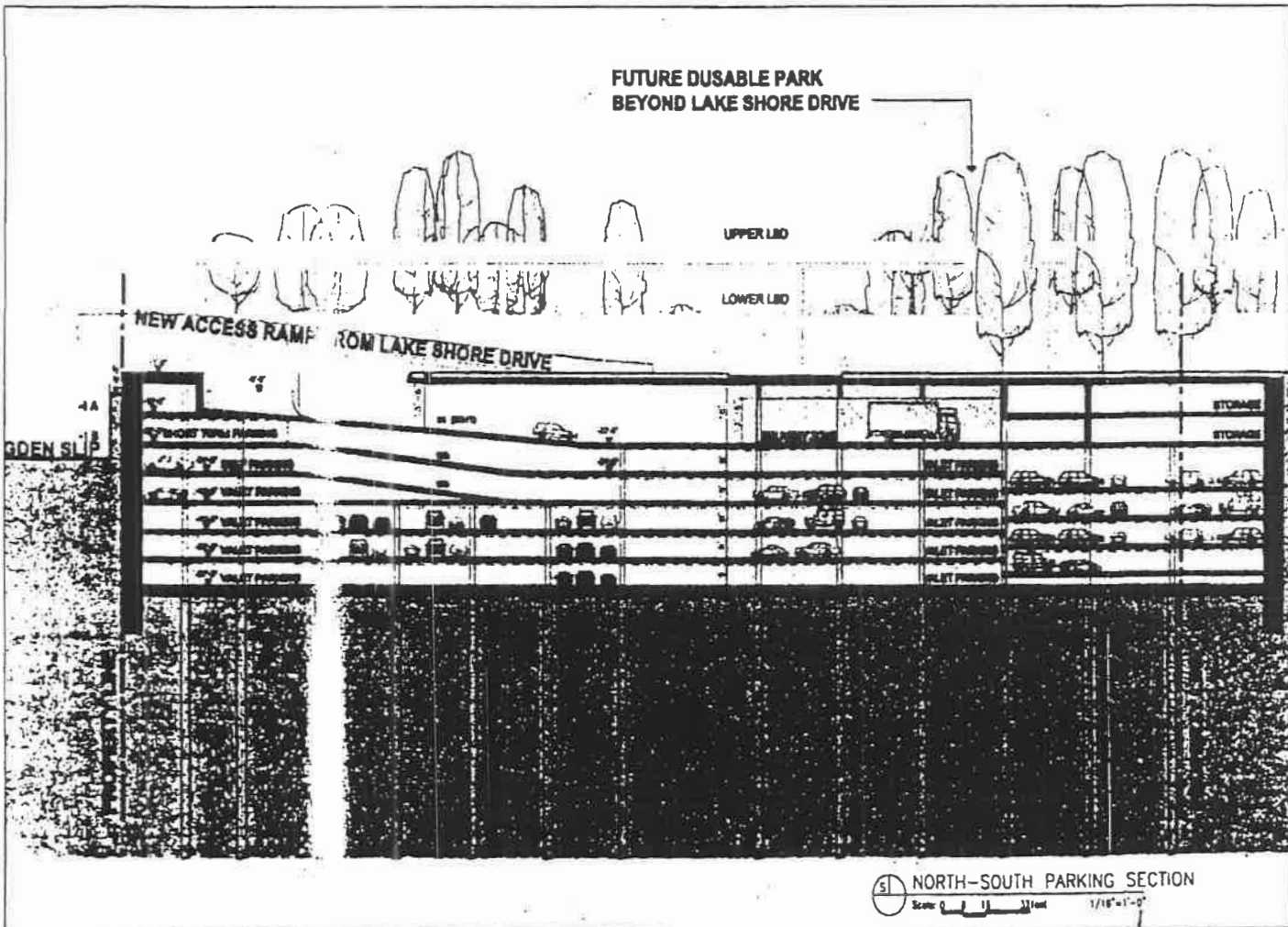


Exhibit 22.

Lake Point Trail Alignment Alternate 1.

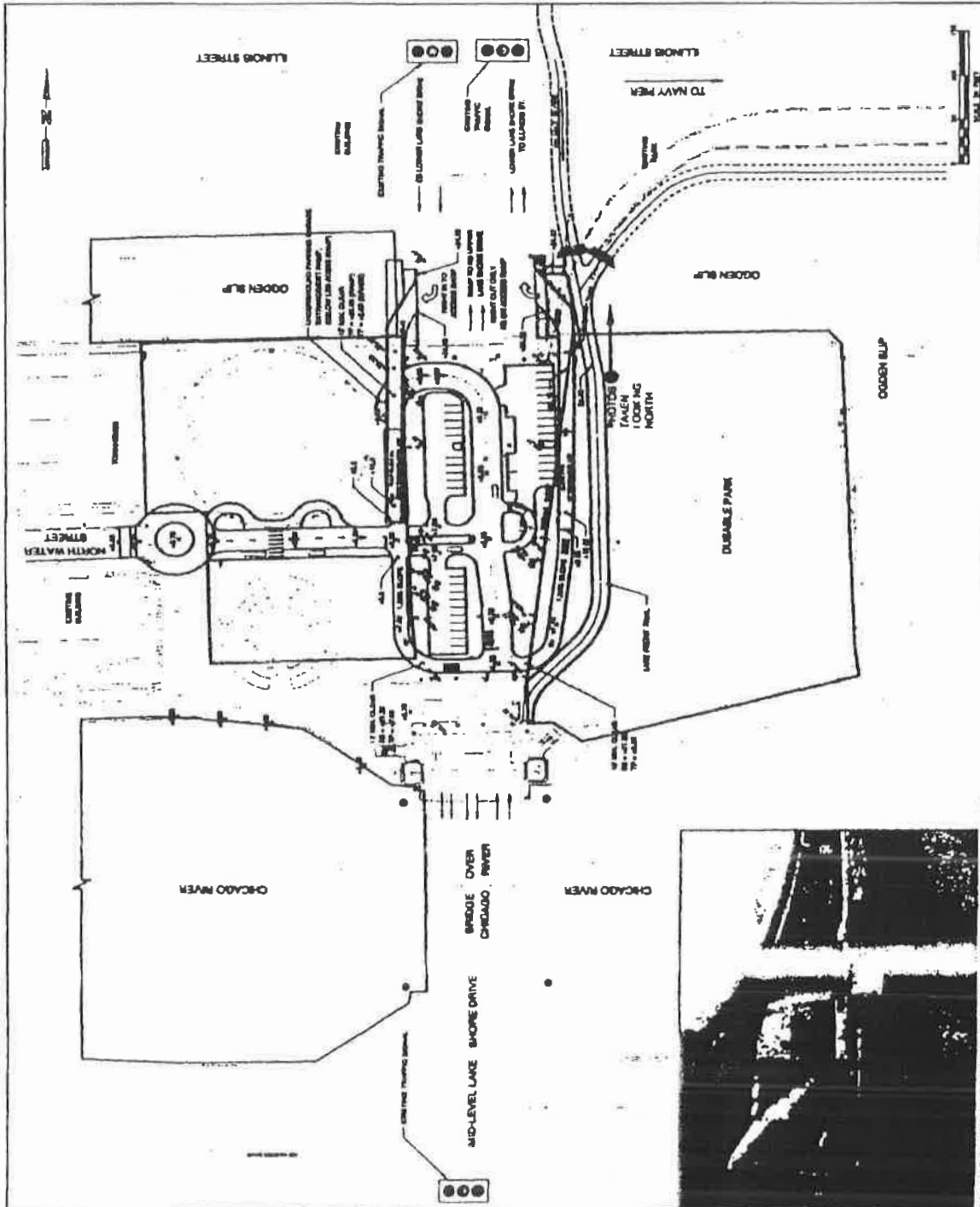
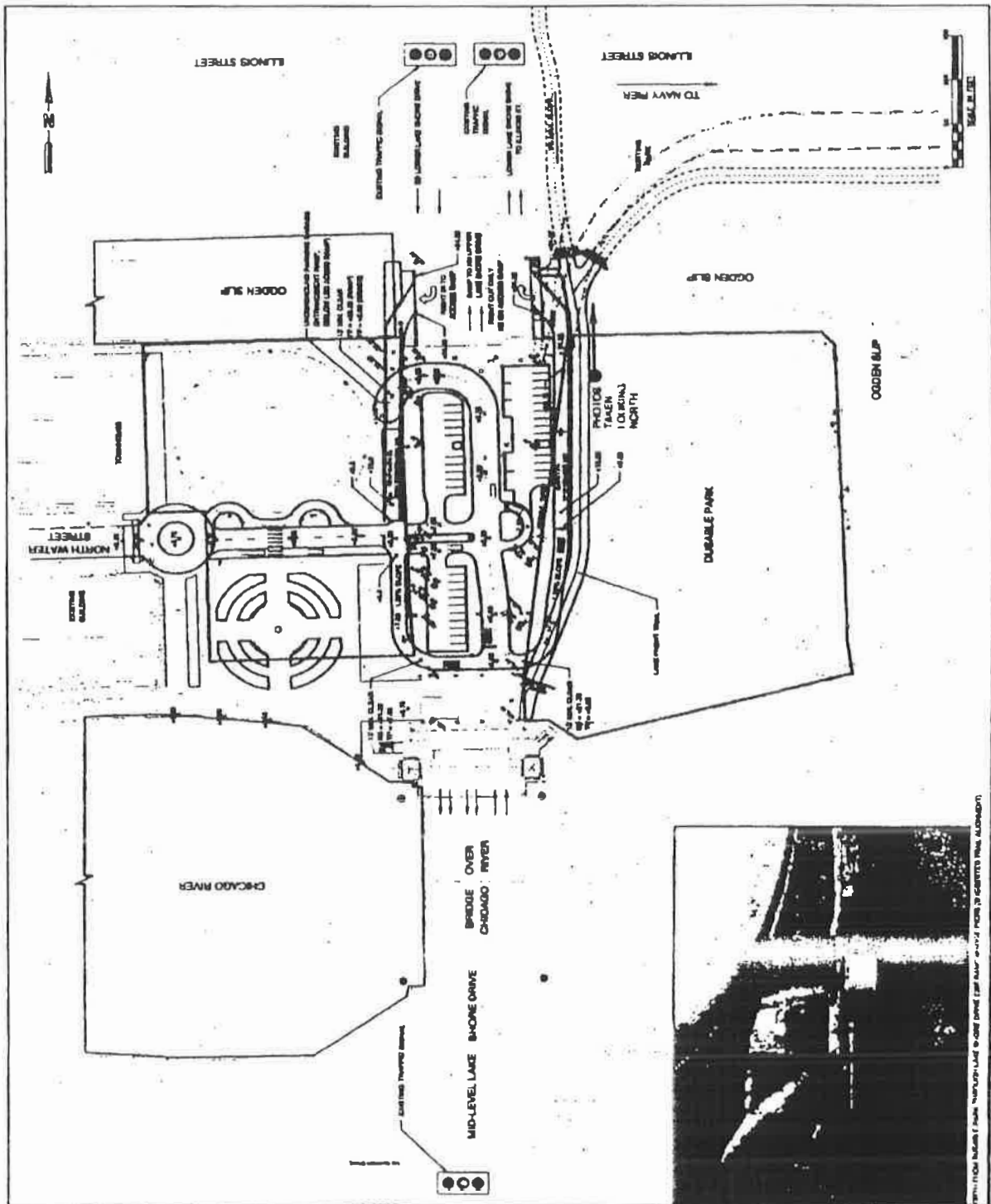


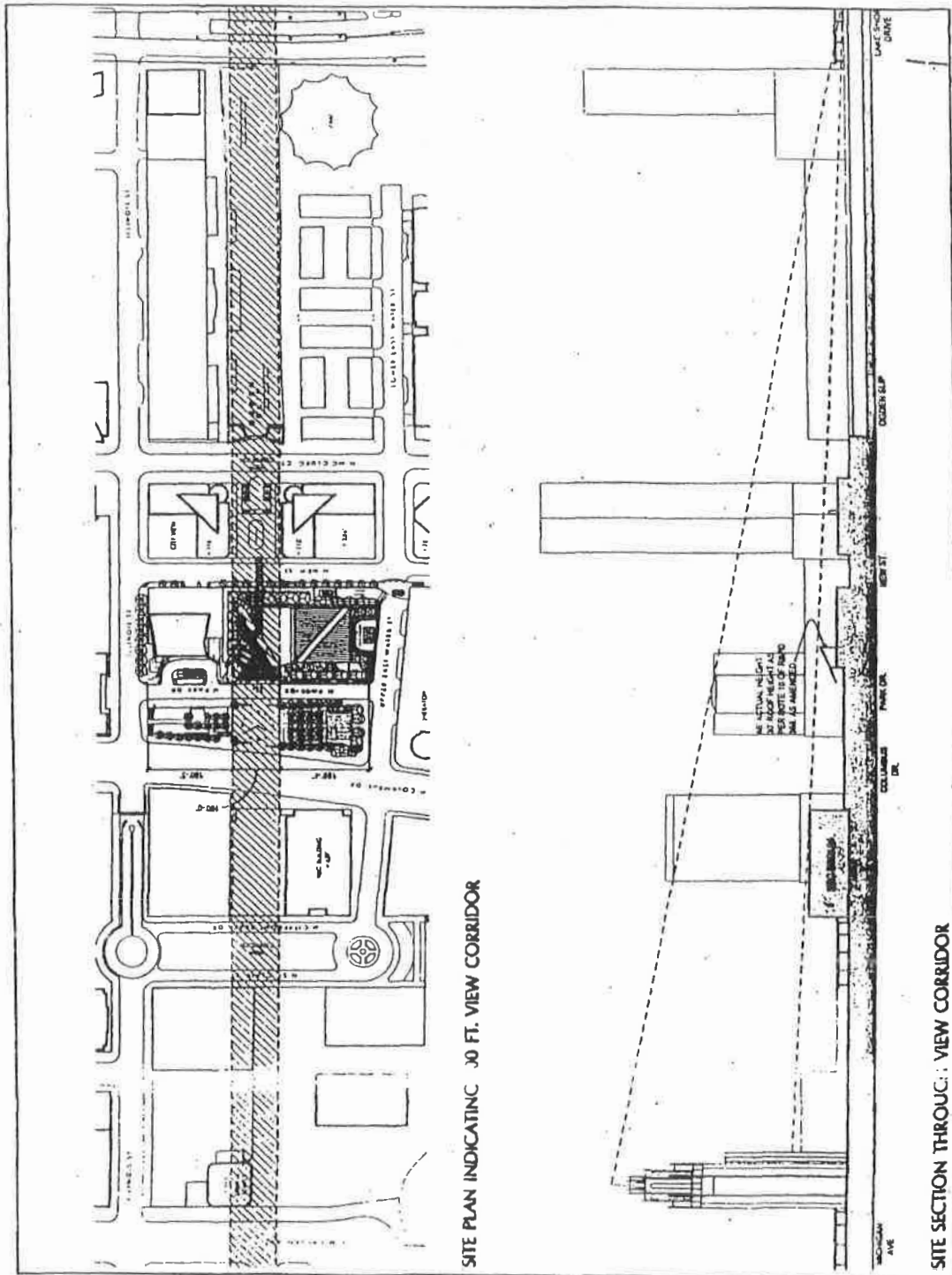
Exhibit 23.

Lake Front Trail Alignment Alternate 2.

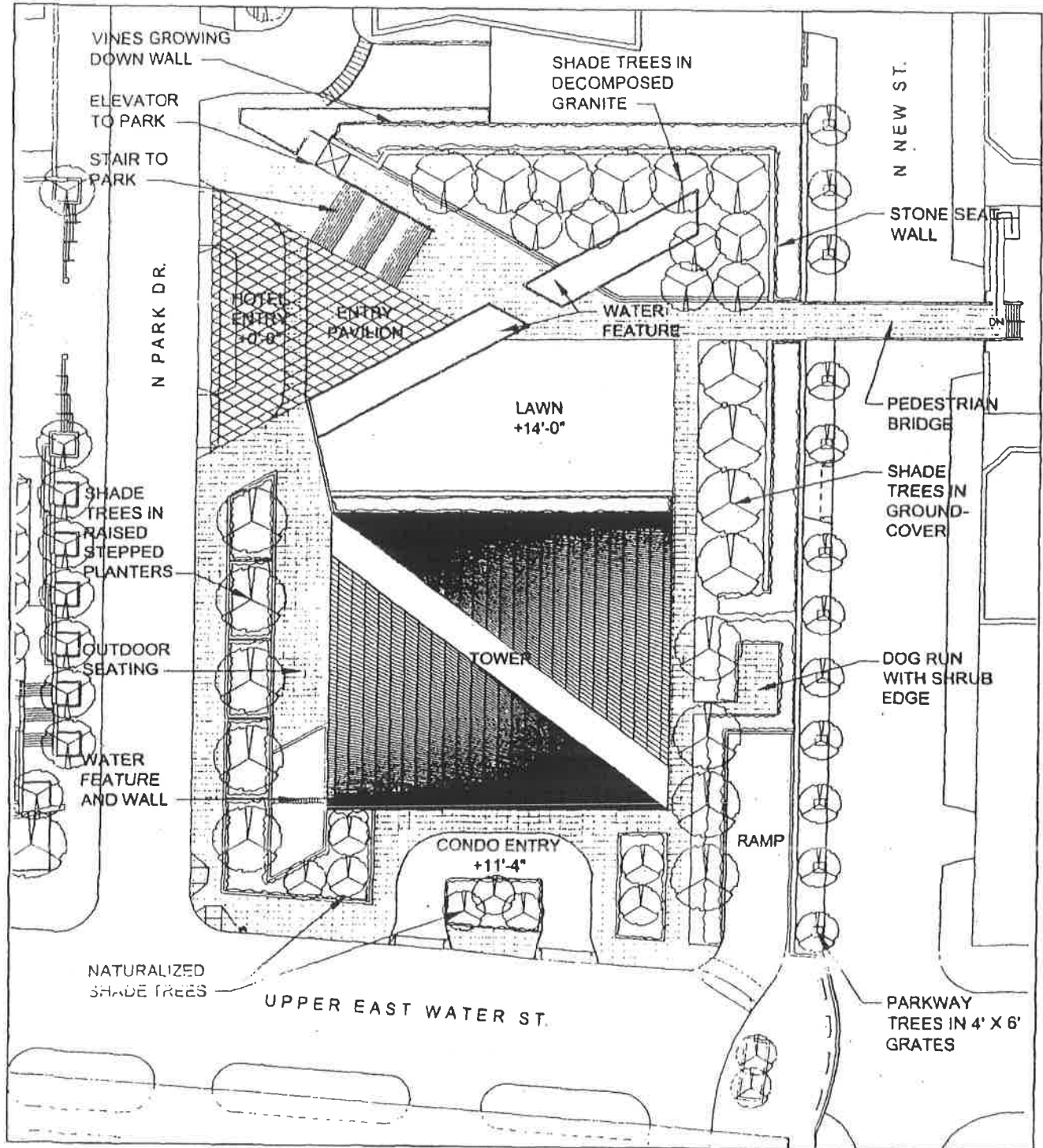


PHOTOS TAKEN FROM NAVY PIER LOOKING NORTH TO EASTERN PARK ALONGSIDE

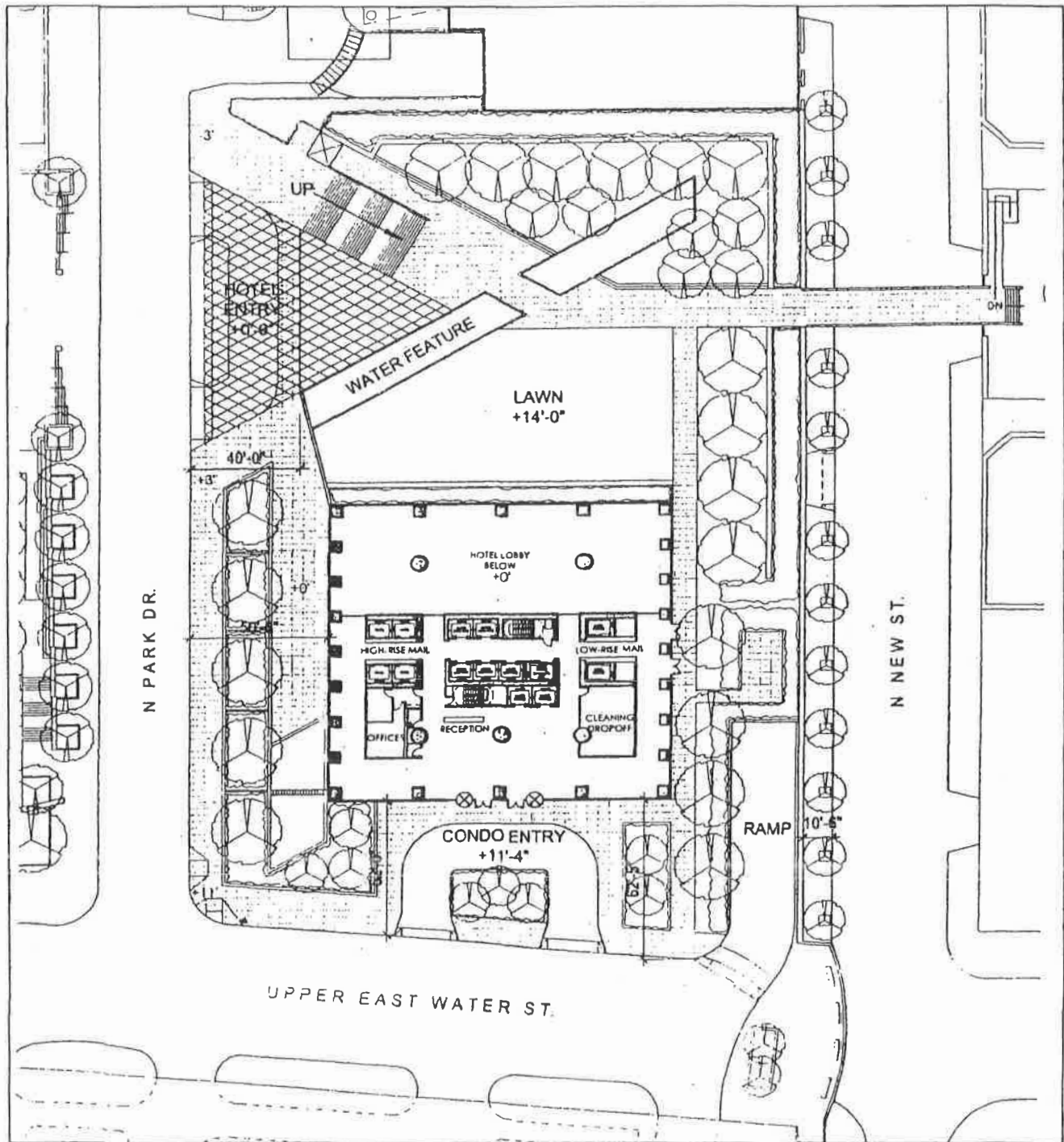
View Corridor Program.



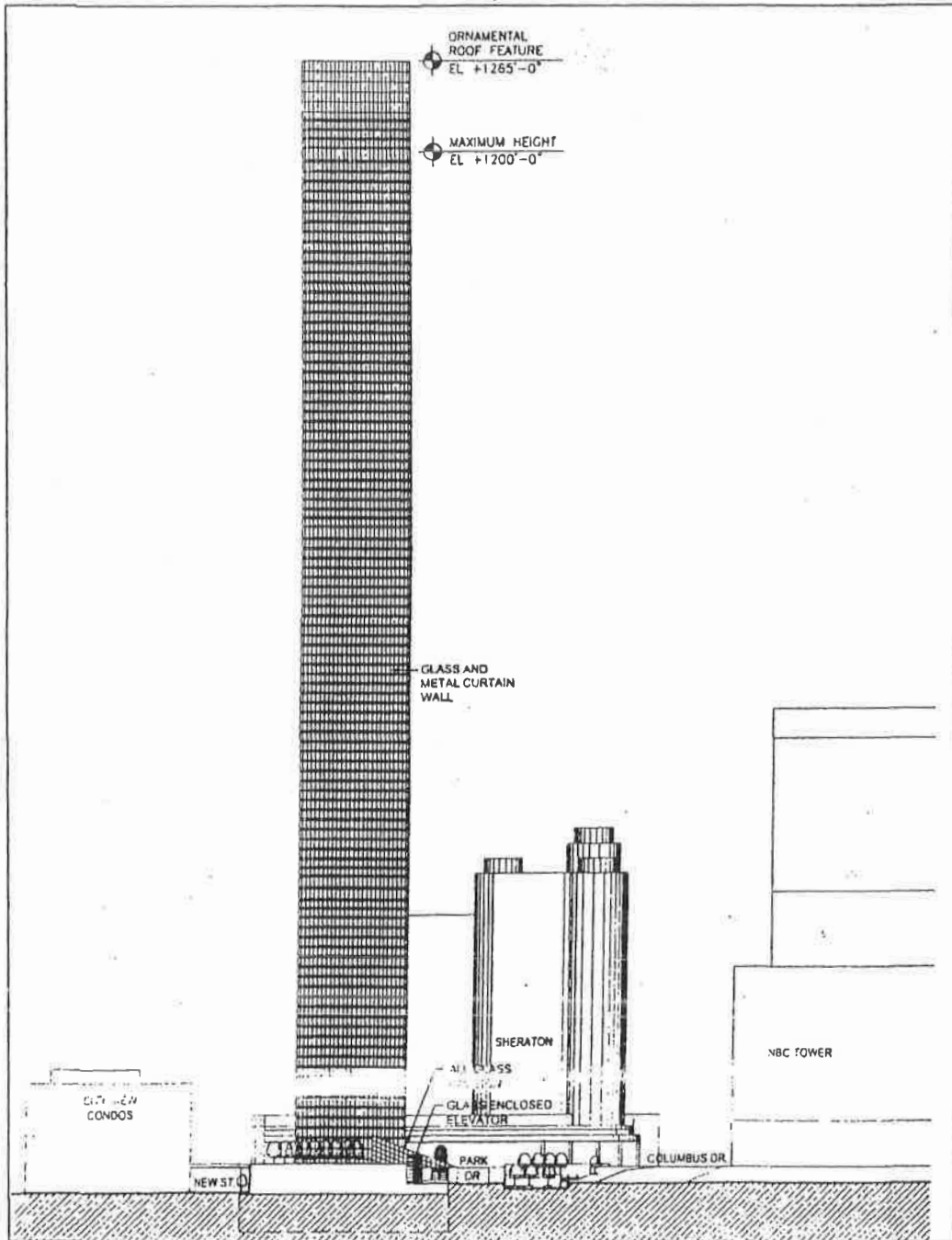
Landscape Plan.



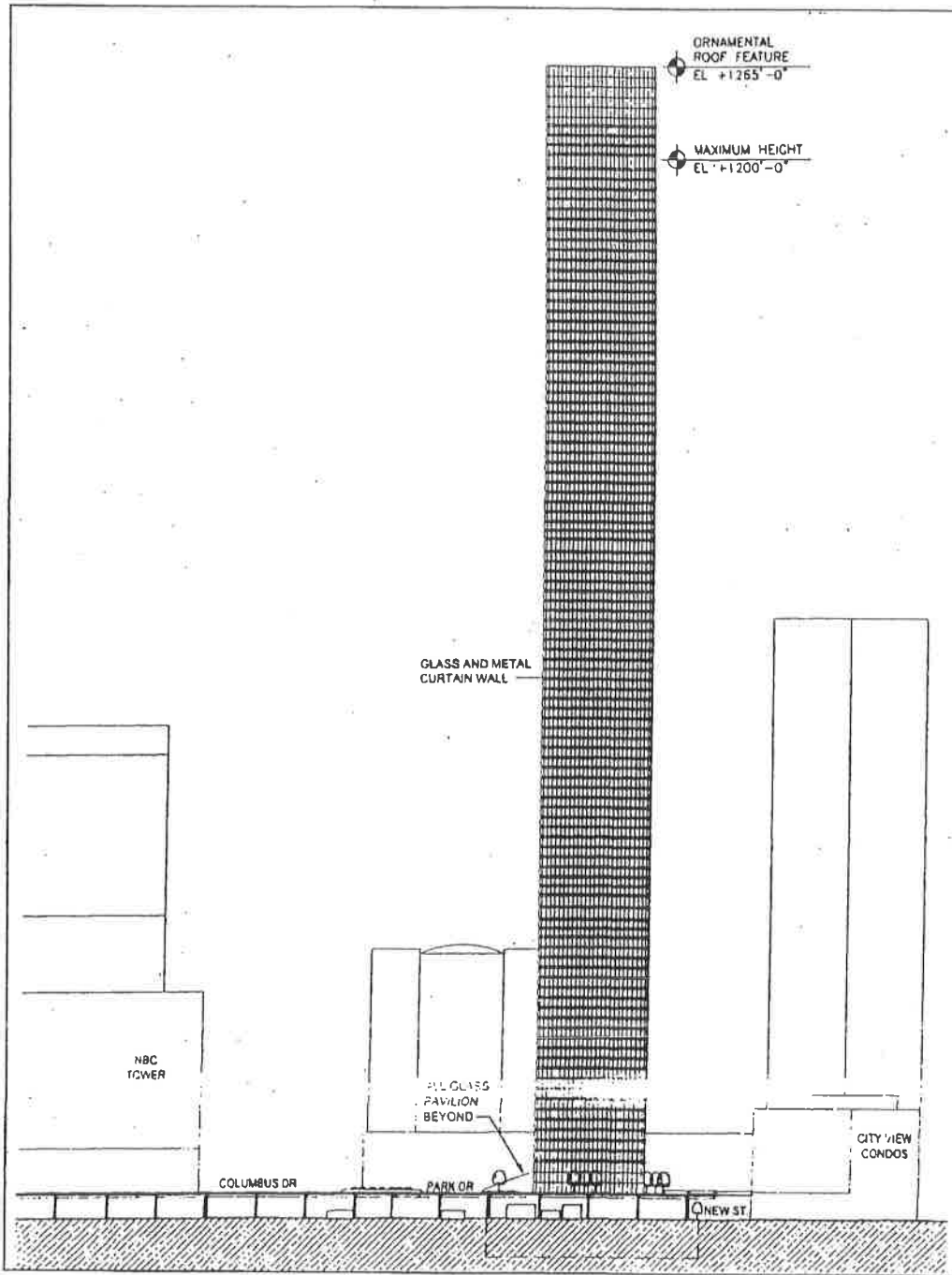
Upper East Water Street Plan.



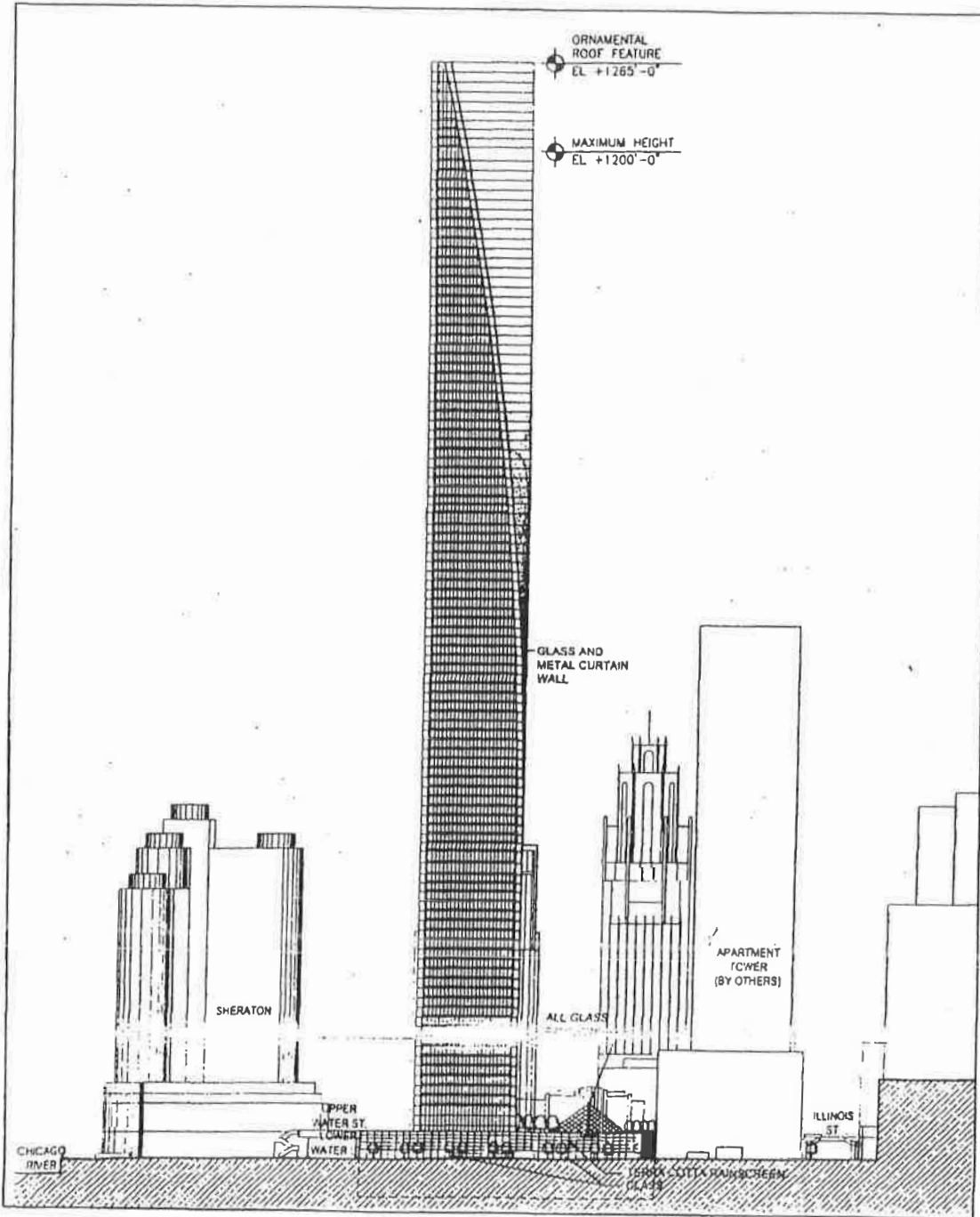
North Elevation.



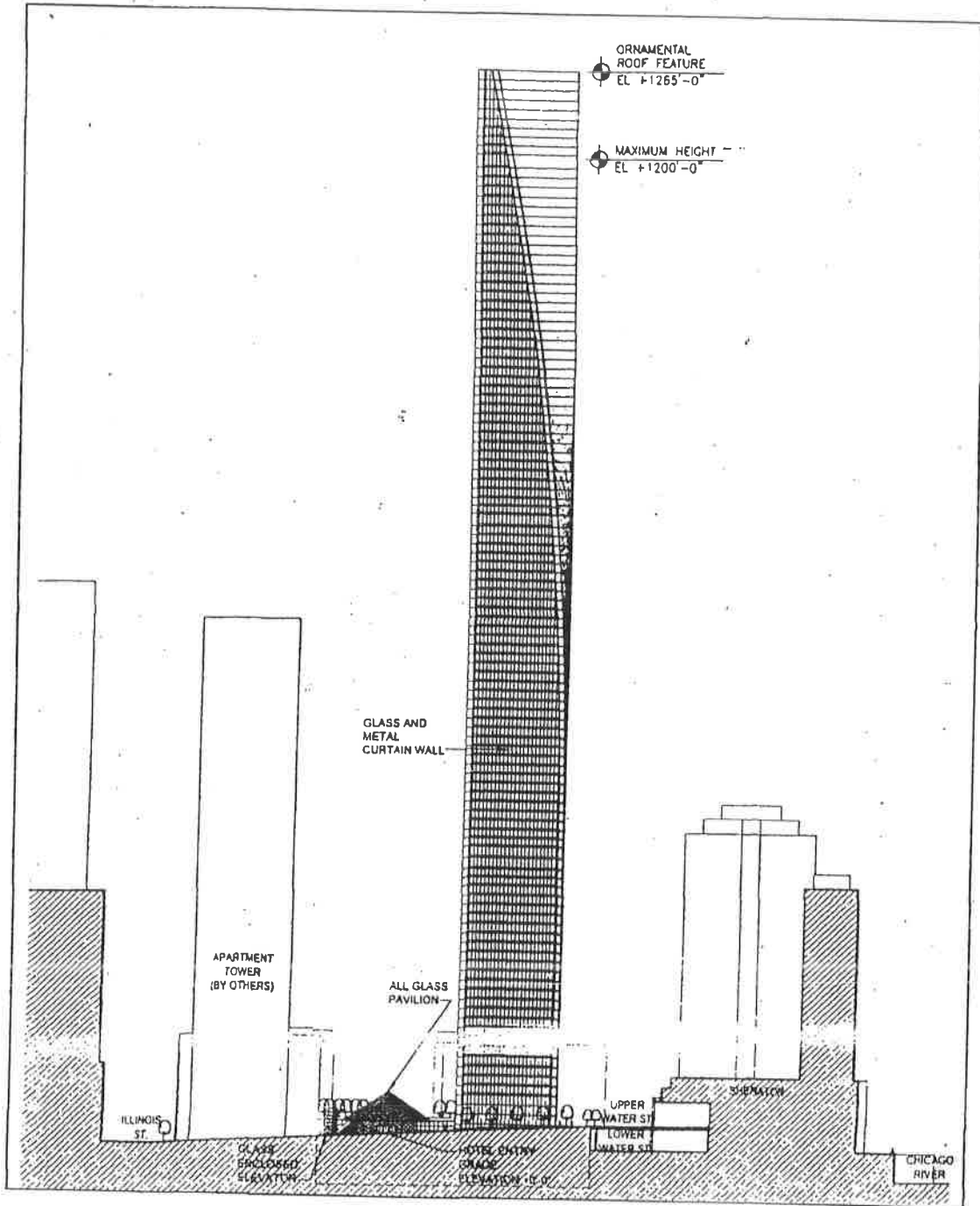
South Elevation.



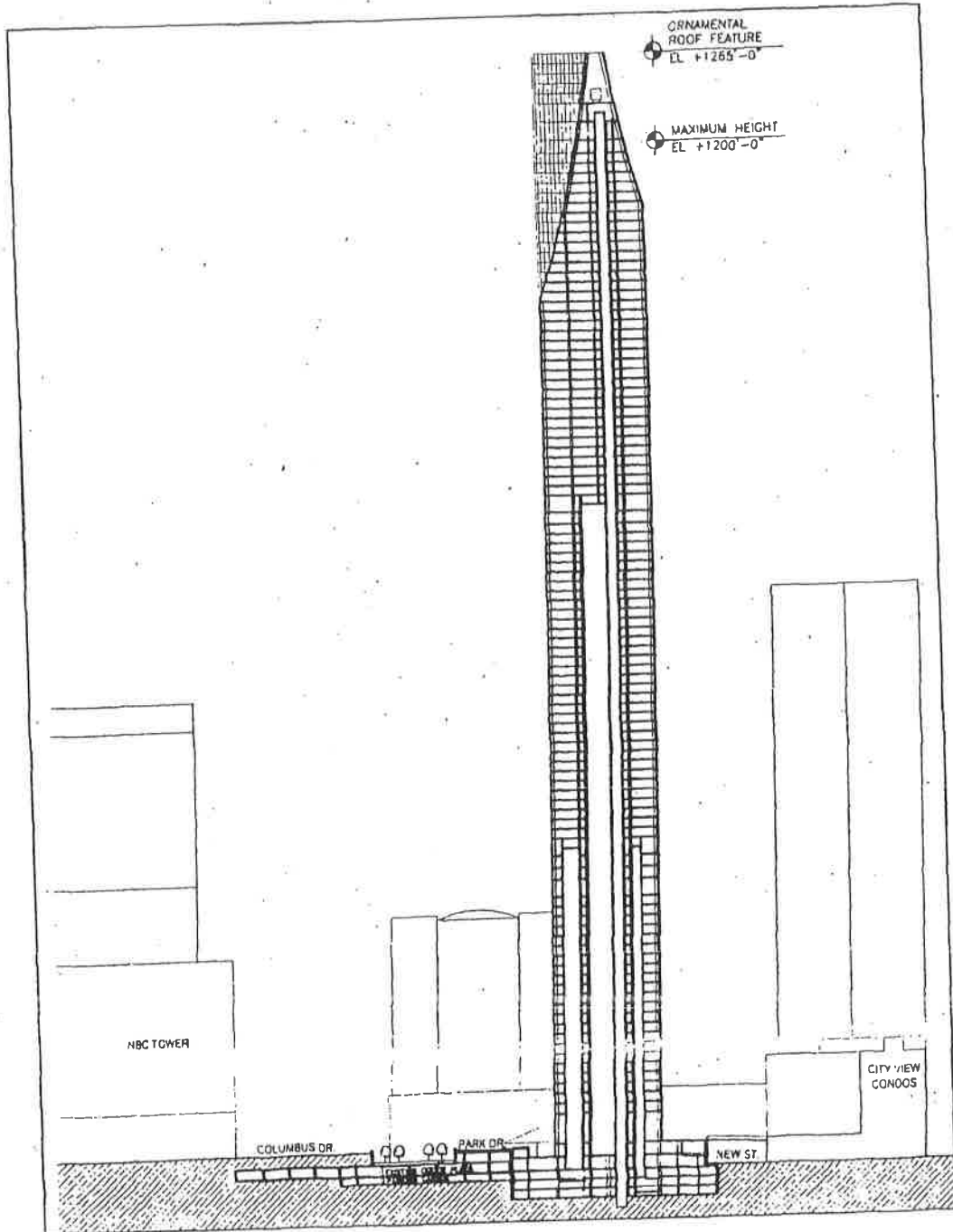
East Elevation.



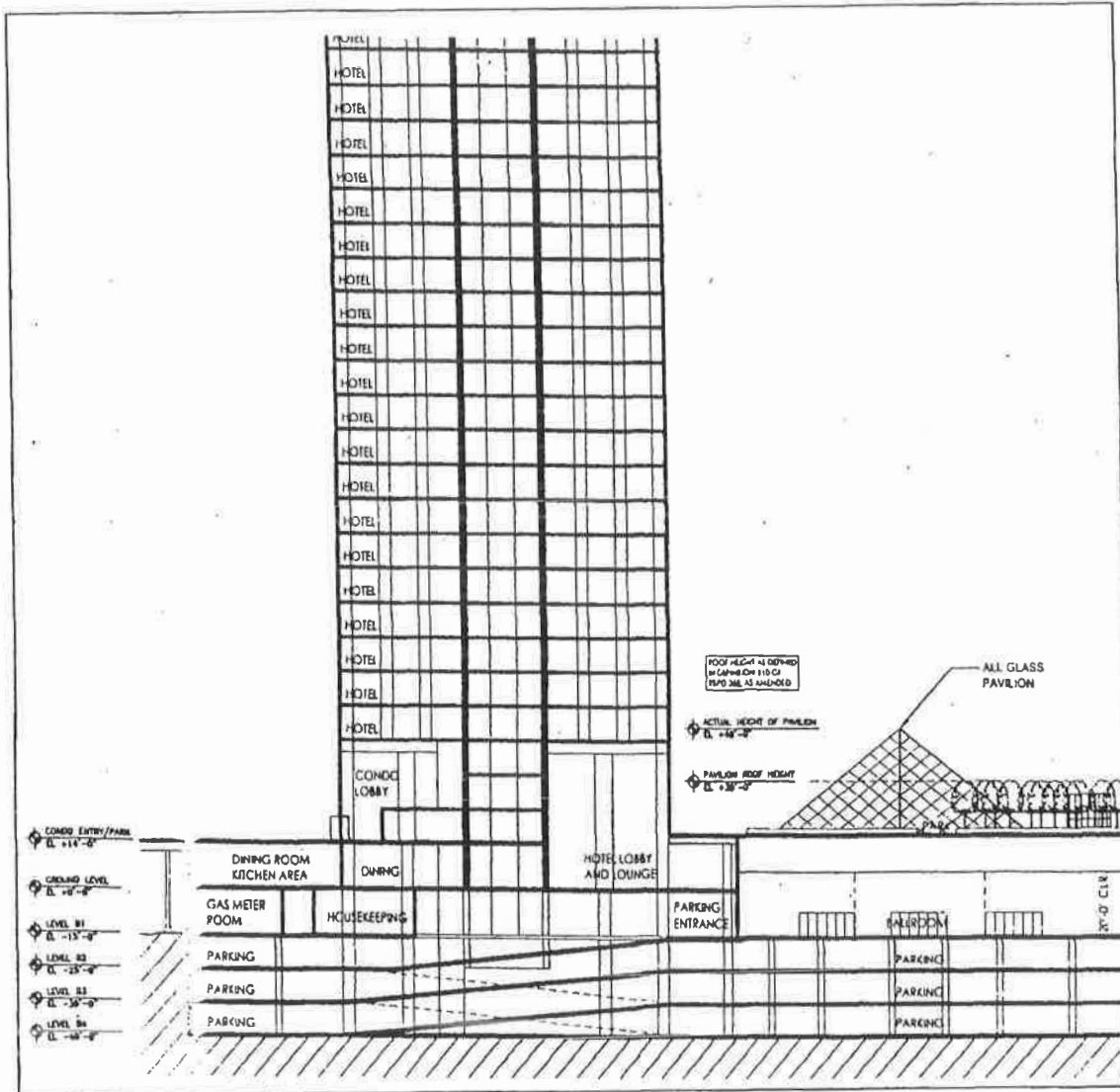
West Elevation.



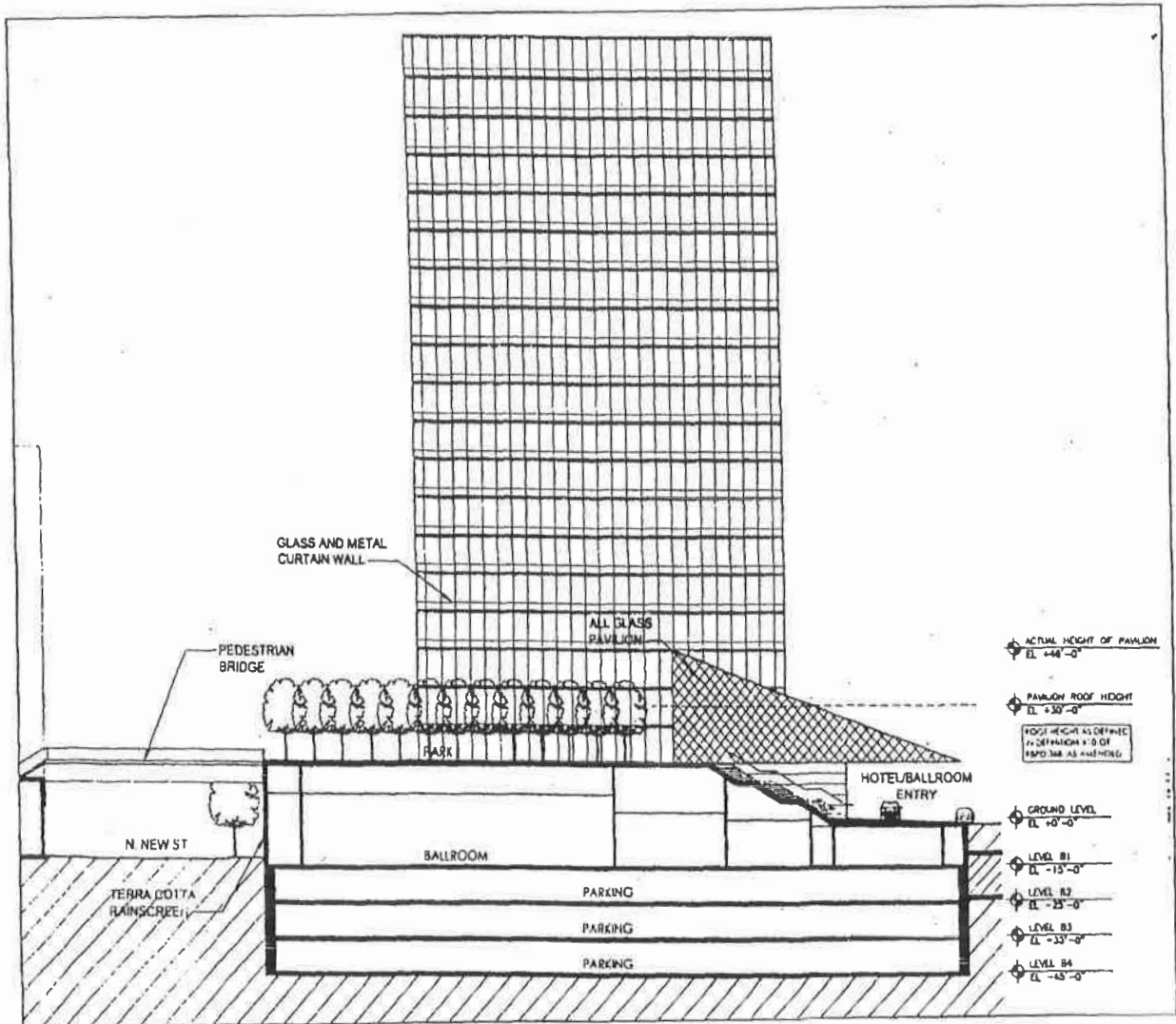
Building Section.



Partial North/South Section.



Partial East/West Section.



E.D.S. Recertification.

(DO NOT SUBMIT THIS PAGE WITH YOUR EDS. The purpose of this page is for you to recertify your EDS prior to submission to City Council or on the date of closing. If unable to recertify truthfully, the Disclosing Party must complete a new EDS with correct or corrected information)

RECERTIFICATION

Generally, for use with City Council matters. Not for City procurements unless requested.

This recertification is being submitted in connection with Zoning amendment & take front approval for parcel 7 & 7A of P.D. 368 [identify the Matter]. Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS recertification on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in the Disclosing Party's original EDS are true, accurate and complete as of the date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.

TFC Park Street LLC
(Print or type legal name of Disclosing Party)

Date: 4/18/08

By: [Signature]
(sign here)

Print or type name of signatory:
Chris Carley

Title of signatory:
Managing A/R

Signed and sworn to before me on [date] April 16, 2008 by [Signature] at COOK County, ILLINOIS [state].

[Signature] Notary Public.

Commission expires: 11/29/09





City of Chicago
Richard M. Daley, Mayor

Department of Planning and
Development

Arnold L. Randall
Commissioner

City Hall, Room 1000
211 North LaSalle Street
Chicago, Illinois 60602
12 744-4190
12 744-2271 (FAX)
12 744-2578 (TTY)

<http://www.cityofchicago.org>

May 7, 2008

Mr. Paul Ozaki
Project Manager
Centrum Properties Inc.
The Fairbanks at Cityfront Plaza
240 East Illinois
Suite 100
Chicago, IL 60611

Re: **Administrative Relief request for Residential Business Planned Development No. 368, as amended, 200 East Illinois Street**

Dear Mr. Ozaki:

Please be advised that your request for a minor change to Residential Business Planned Development No. 368, as amended, has been considered by the Department of Planning and Development pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance and Statement No. 18 of the Planned Development.

According to the Planned Development, 25% of the roof area of Phase I (240 E. Illinois St.) and Phase II (200 E. Illinois St.) was to be a green roof. Furthermore, this area was allowed to be treated as a cumulative amount located on the Level 9 and 10 terrace areas of the Phase I building. However, the new green roof is approximately 13,900 square feet, or 950 square feet less than the 14,850 square feet required. Since it is not possible to fit an additional 950 square feet of planting on the Phase II building, you are requesting an Administrative Relief to allow the additional 950 square feet to be added to the Phase III planting area.

With regard to your request, the Department of Planning and Development has reviewed this request and has determined that the relocation of 950 square feet of green roof does not create an adverse impact on the Planned Development or surrounding neighborhood, does not result in an increase in the bulk or density, does not change the character of the development and therefore, would constitute a minor change.

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance and Residential Business Planned Development No. 368, as amended, I hereby approve the foregoing minor change, but no other changes to this Planned Development. **In the event the Phase III building is not constructed, the required 950 square feet of planting must be relocated somewhere on the site.**

Sincerely,


Arnold L. Randall
Commissioner

ALR:SA:HG:tm

cc: Robert McKenna, Mike Marmo, Pat Haynes, Erik Glass, **DPD files**



5/9/2007

REPORTS OF COMMITTEES

15979
105961

Once again, please let the record reflect that I abstain from voting on Application Numbers 16116, 16117, 16132, 16121, 16111, 16109, 16108, 15980 and 15665 under the provisions of Rule 14 of the City Council's Rules of Order and Procedure.

Respectfully submitted,

(Signed) WILLIAM J. P. BANKS,
Chairman.

On motion of Alderman Banks, the said proposed ordinances and substitute ordinances transmitted with the foregoing committee report were *Passed* by yeas and nays as follows:

Yeas -- Aldermen Flores, Haithcock, Tillman, Preckwinkle, Hairston, Lyle, Beavers, Beale, Pope, Balcer, Cárdenas, Olivo, Burke, T. Thomas, Coleman, L. Thomas, Lane, Rugai, Brookins, Muñoz, Zalewski, Solis, Ocasio, Burnett, E. Smith, Reboyras, Suarez, Matlak, Mell, Austin, Colón, Banks, Allen, Laurino, O'Connor, Doherty, Natarus, Daley, Tunney, Levar, Shiller, M. Smith, Moore, Stone -- 44.

Nays -- None.

Alderman O'Connor moved to reconsider the foregoing vote. The motion was lost.

The following are said ordinances as passed (the italic heading in each cast not being a part of the ordinance):

Reclassification Of Area Shown On Map Number 1-E.

(As Amended)

(Application Number 15979) RB PD 368, 00

Be It Ordained by the City Council of the City of Chicago:

SECTION 1. That the Chicago Zoning Ordinance be amended by changing all the Residential Business Planned Development Number 368 symbols and indications as shown on Map Number 1-E in the area bounded by:

a line 150 feet east of and parallel to North St. Clair Street; East Grand Avenue; North Lake Shore Drive; the centerline of Ogden Slip to a point 439.74 feet east of North Lake Shore Drive; the centerline of the Turning Basin; the north bank of the Chicago River and the line thereof extended eastward where said bank

does not exist; North Michigan Avenue; East North Water Street; North St. Clair Street (as now located); East Illinois Street; North St. Clair Street; and the alley next south of East Grand Avenue,

to the designation of a Residential-Business Planned Development Number 368, as amended, which is hereby established in the area above described, subject to the provisions of the Plan of Development herewith attached and made a part thereof and to no others.

SECTION 2. This ordinance shall be in force and effect from and after its passage and due publication.

Plan of Development Statements referred to in this ordinance read as follows:

*Residential-Business Planned Development Number 368,
As Amended*

Plan Of Development Statements.

1. The area delineated herein as "Residential-Business Planned Development Number 368", as amended, consists of approximately one million four hundred ninety-four thousand two hundred fifty-six (1,494,256) square feet or thirty-four and thirty-hundredths (34.30) acres (exclusive of public rights-of-way and dedicated public open space) of real property as shown on the attached Planned Development Boundary Map (the "Property").
2. This plan of development consists of these twenty-one (21) statements and the following exhibits: Bulk Regulations and Data Table; an Existing Zoning Map; a Planned Development Boundary and Subareas Map; Development Parcels Map; Maximum Height Zones; Existing and Planned Open Spaces; Pattern of Vehicular Roadways; and Recommended Traffic Improvements. These and no other zoning controls shall apply to the area delineated herein. This Plan of Development is in conformity with the intent and purpose of the Chicago Zoning Ordinance and all requirements hereof, and satisfies the established criteria for approval as a planned development. In any instance where a provision of the Planned Development conflicts with the Chicago Building Code, the Building Code shall control.

Shelbourne North Water Street, L.P. (the "Applicant") owns or controls Subparcel E.3 within this Planned Development. This Plan of Development consists of the following exhibits related to the development

of Subparcel E.3: Site Landscape Plan; DuSable Landscape Plan; Ground Floor Plan Overview; Lower Lake Shore Drive Plan Overview; Building Elevations; South Building Elevation; Partial Enlarged South Elevation; Partial West/East Site Section; Partial Enlarged East Elevation; North/South Site Section at Lake Shore Drive; North/South Tower and Parking Section; West/East Parking Section; North/South Overview Section.

3. The current property owner or an authorized agent shall obtain all required reviews, approvals, licenses and permits in connection with this Plan of Development. The dedication or vacation of any streets or alleys shall require a separate submittal and approval by the City Council.
4. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the applicant, its successors and assigns (including any condominium association which is formed) and, if different than the applicant, the legal titleholders and any ground lessors. All rights granted hereunder to the applicant shall inure to the benefit of the applicant's successors and assigns (including any condominium association which is formed) and, if different than the applicant, the legal titleholder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the property, at the time applications for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made, shall be under single ownership or under single designated control. Subject to the subarea/subparcel control provisions of Section 17-8-0400 of the Chicago Zoning Ordinance, single designated control for purposes of this paragraph shall mean that any application to the City for any amendment to this Planned Development or any other modification or change thereto (administrative, legislative or otherwise) shall be made or authorized by the Equitable Life Assurance Society of the United States or all its successors and assigns as zoning control party for property located west of Columbus Drive, and by all the successors and assigns to the Chicago Dock and Canal Trust, as zoning control parties for the property located east of Columbus Drive. The board of directors of any condominium association shall represent individual condominium owners.
5. Several subareas are delineated on the attached Planned Development Subarea Map for the purposes of establishing use and density controls in connection with this Plan of Development. Uses permitted below plus thirty-five (+35) feet Chicago City Datum plus or minus six (6) feet in respect of design conditions ("Plaza Level") shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification; uses permitted at and above the Plaza Level in the area hereinbefore defined shall be in general conformity with the Permitted

and Special Uses of the DX-12, Downtown Mixed-Use District classification, except that in that part of the subject area lying within two hundred (200) feet of North Michigan Avenue uses shall be in general conformity with the Permitted and Special Uses of the DX-16, Downtown Mixed-Use District classification; uses permitted where no Plaza Level exists shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District Classification. Earth station receiving and transmitting dishes, microwave relay dishes and transmitting or receiving dishes shall be permitted. Residential support services, physical fitness/indoor recreation center, and small venue theater are expressly permitted in Subparcel E.3. Non-accessory parking shall be a permitted use in Subarea F only. Underground accessory parking related to the improvements constructed upon Subparcel E.3 shall be a permitted use in Subparcel E.2. All other controls and regulations set forth herein are made applicable within the general application of this Statement. Uses permitted in DuSable Park (Subparcel E.1) shall be recreational and related uses including but not limited to marinas; tennis courts; and similar facilities. Temporary staging of construction materials and related equipment shall be a permitted use in Subparcel E.1 subject to the review and approval of the Commissioner of the Department of Planning and Development and the Chicago Park District. Day care and other community-oriented uses are expressly permitted and strongly encouraged in all areas of the planned development. Agreement on how space for a minimum of one new day-care center shall be provided within Subareas B, D or Subparcel E.3 to service new residents and employees of those subareas must be submitted and approved by the Department of Planning and Development prior to the issuance of any Part II approval for any improvement on Parcels P1, P3, P7, P7A, P8, P18, or P19.

6. For purposes of Floor Area Ratio ("F.A.R.") calculations, the definitions in the Chicago Zoning Ordinance shall apply, with the following exceptions: (1) In Subarea A, grade is herein established at plus thirty-five (+35) feet Chicago City Datum plus or minus six (6) feet in respect of design conditions ("Plaza Level"); (2) In Subarea B, grade is herein established as the curb level of Columbus Drive plus or minus six (6) feet in respect of design conditions. (3) Space devoted to heating, ventilation, and air conditioning equipment shall not be included in F.A.R. regardless of location.
7. Any service drives or other ingress or egress lanes shall be adequately designed and paved in accordance with the regulations of the Chicago Department of Transportation and in compliance with the Municipal Code of the City of Chicago to provide ingress and ingress for motor vehicles, including emergency vehicles. Fire lanes shall be adequately designed and paved in compliance with the Municipal Code of the City of Chicago and shall have a minimum of twenty feet to provide ingress and egress for

emergency vehicles. There shall be no parking within established fire lanes. Closure of all or part of any public streets or alleys during demolition or construction shall be subject to the review and approval of the Chicago Department of Transportation. All work proposed in the Public Way must be designed and constructed in accordance with the Chicago Department of Transportation Construction Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago.

8. Off-street parking and loading facilities shall be provided in compliance with this Plan of Development, subject to the review of the Chicago Department of Transportation and approval by the Department of Planning and Development. All parking spaces required to serve buildings or uses shall be located on the same parcel as the building or use served, or (i) if a residential use, within six hundred (600) feet walking distance, or (ii) if a non-residential use, within one thousand two hundred (1,200) feet walking distance. Parking to serve uses in Subarea E.1 or E.3 may be located underneath or west of Lake Shore Drive.
9. Business and business identification signs shall be permitted within the Planned Development subject to the review and approval of the Department of Planning and Development and to the conditions of Statement 11(e). Off-premises signage is prohibited. Temporary signs such as construction and marketing signs may be permitted subject to the aforesaid approvals. Signage for retail and movie theater uses is a special concern. A general signage plan indicating the locations and dimensions of signage for these uses, including all interior signage which is visible from public streets, shall be submitted prior to part II approval in accord with Statement 16 hereof (Site Plan Review).
10. The height of buildings within the Planned Development and any appurtenance attached thereto shall be subject to the limitations on the attached exhibit labeled "Maximum Height Zones". Where maximum height zones have been established, building height shall be defined as follows:

"Building height" is the vertical distance from the curb level, or its equivalent, opposite the center of the front of a building to the highest point of the under side of the ceiling beams of the highest habitable floor, in the case of a flat roof; to the deck line of a mansard roof; and to the mean level of the under side of the rafters between the eaves and the ridge of a gable, hip or gambrel roof. (For the purpose of determining height, building tops of the other configurations may be considered to be the type described herein which most closely approximates the shape of the proposed design). However, in no case shall the "actual" height of a building exceed the "maximum height" by more than sixty-five (65) feet.

11. The improvements on individual development sites shall be designed, constructed and maintained in accordance with the exhibits attached hereto and the following general design standards:

- (a) Buildings along Lake Shore Drive shall be designed to minimize building mass directly facing the Drive. The base along Lake Shore Drive of any such structure shall be limited to the height of Lake Shore Drive. The tower of such structures shall be set back a minimum of forty (40) feet from Lake Shore Drive although encroachments into such setback area for design reasons may be allowed by the Commissioner of Planning and Development as a minor change pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance. This forty (40) foot setback area shall be heavily landscaped with trees and other greenery so as to be visible from the Drive.
- (b) Landscaping of buildings at terraces, rooftops, and balconies shall be provided wherever possible and appropriate. Buildings shall be designed with upper level architectural features that are lit at night wherever possible. Mechanical equipment on rooftops shall be screened with quality materials, and made a feature of the building design, where appropriate. Notwithstanding any statement to the contrary, this Planned

Development shall be subject to the provisions of Chapter 17-11 of the Chicago Zoning Ordinance governing landscaping and screening. In any instance where a provision of this Planned Development conflicts with landscape and screening provisions of the Chicago Zoning Ordinance, the Chicago Zoning Ordinance shall control. Nothing in this Planned Development is intended to waive the applicability of the landscape and screening provisions of the Chicago Zoning Ordinance.

- (c) Buildings shall be setback from the property line, if necessary, to achieve a minimum of twelve (12) feet, six (6) inches (except the building column may be setback ten (10) feet in Subarea E-3 along Ogden Slip) in sidewalk width to accommodate street trees. No awnings, canopies or other building projections shall be allowed that would interfere with street tree canopies except at entrances to hotels or movie theaters.
- (d) Building designs that reflect divisions into base, middle, and top, that have setbacks, cornice lines, changes in plane or materials, articulated surfaces, or other methods of reducing the scale and mass are encouraged. Preferred building materials shall be stone,

manufactured stone, brick, finished metal such as stainless steel, or articulated pre-cast concrete in combination with glass at the base. Exposed structural concrete, dryvit or other stucco-like material, or reflective glass shall not be allowed. Materials of upper stories shall be similar to those of the lower, however, the level of detailing may be simplified.

- (e) Buildings shall be designed with clearly delineated signage bands. The quality and amount of signage shall be strictly controlled. The total square footage displayed on any building shall be limited to no more than six (6) times the street frontage on any given street. Preference shall be given to pin-mounted back lit signs with individual letters that are externally lit. Signs behind glass that are visible from the sidewalk shall count toward the permitted sign area. The area of a sign that consists of individual letters shall be measured by drawing a box around the letters. Graphic images which depict tenant logos or products or which may otherwise be construed as advertising shall count as signage in their entirety. Signage on awnings shall be allowed on the valance only, with a maximum of five (5) inch high letters limited to tenant identification or logos only. No electronic moving message board signs shall be allowed. Rooftop signs shall be prohibited.
- (f) No new surface parking lots except interim lots approved by the Commissioner of Planning and Development shall be allowed. No surface parking lot shall be allowed on the seventy thousand (70,000) square foot "Kraft" park site in Subarea F, except for that area not contained within any interim park. The maximum effort shall be made to contain parking in below-ground structures. Above-grade parking structures shall be enclosed, fronted by habitable space, or otherwise designed so as to have a similar appearance to habitable spaces in terms of finished materials, the shape and scale of openings, and the screening of ramps, car lights and ceiling fixtures. Any parking structures facing the Chicago River must be fronted by habitable space or completely enclosed and well articulated at all levels. The first floor of all structures facing Illinois Street, Grand Avenue, McClurg Court, Park Drive, or Columbus Drive shall maximize space with active uses such as retail, daycare, restaurants, et cetera. Parking structures shall also contain provisions for planting at the base, the roof, or at mid-height ledges.
- (g) Loading docks shall be concealed from public view through screening or landscaping. Curb cuts for loading docks shall be minimized.

- (h) The new roadway structure at upper level Illinois Street shall be finished in highly articulated stone, pre-cast concrete, or other quality material, with particular attention given to views of the structure from Columbus Drive. Terraced planting, pedestrian lighting, decorative railings, banners, and other features shall be used to create a major pedestrian amenity. A major water feature shall be installed at the intersection of upper-level Illinois Street and the NBC Plaza. The underside of upper Illinois shall be appropriately lit, structural columns shall be covered, and other elements shall be added to create a safe, well-lit connection to Michigan Avenue.
- (i) The completion of the riveredge esplanade shall be required of the developers of Parcels 14 and 16 and Parcel 18. Such public spaces shall be developed with the same quality and character of amenities as the existing esplanade adjacent to these areas. In addition, the developer of Parcel 18 shall be responsible for the development of pedestrian access to DuSable Park under Lake Shore Drive. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river esplanade. All plans for pedestrian access to DuSable Park from Parcel 18 shall be subject to detailed review and approval by the Department of Planning before the issuance of any superstructure Part II approval letters.
- (j) The developer of Parcel 19 shall develop the following public improvements indicated on Exhibit 6 Existing and Planned Open Spaces concurrently with the development of Parcel 19: a pedestrian walkway from East North Water Street to Ogden Slip and an extension of the Ogden Slip promenade to Lake Shore Drive. The pedestrian walkway from East North Water Street to Ogden Slip shall be developed with the same quality and character of amenities as the existing walkway from the river esplanade to East North Water Street. The extension of the Ogden Slip promenade shall be developed with the same quality and character of amenities as the existing promenade adjacent to it. In the event that DuSable Park is developed before Parcel 19 is developed, the owner(s) of Parcel 19 shall construct and maintain a temporary pedestrian connection along the slip. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of twenty (20) feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the slip edge and on the side adjacent to Parcel 19. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development.

In addition, pedestrian access along Ogden Slip under Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The owner(s) of Parcel 19 shall be solely responsible for the cost of improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the Ogden Slip promenade. However, if Parcel 19 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 19 shall, at the time of application for superstructure Part II, place in escrow money equivalent to the cost of constructing such a connection, as determined by the Commissioner of the Department of Planning and Development, unless an agreement between the applicant and the Chicago Park District as referenced in Statement Number 11(m) below provides otherwise.

All plans for these improvements shall be subject to detailed review and approval by the Department of Planning and Development before the issuance of any Part II approval letters.

- (k) All improvements to be constructed within this Planned Development for which Part II approval letters are issued after the March 29, 2006, date of City Council approval of the amended Planned Development shall comply with the Department of Planning and Development Building Green/Green Roof Matrix and the owners shall use best and reasonable efforts to design, construct and maintain all buildings located within this Planned Development in a manner generally consistent with the Leadership in Energy and Environmental Design Green Building Rating System ("L.E.E.D."). A dog-run shall be located within or adjacent to Subparcel E.3. As a result of the architectural design of the tower to be constructed within Subparcel E.3, a green roof is not feasible.
- (l) Pursuant to the Affordable Housing provision of the City of Chicago Zoning Ordinance, Title 17 Chapter 17-4-1004 et seq. ("Zoning Ordinance") the applicant has asked for an increase in the Floor Area Ratio of the Property. The Applicant hereby acknowledges that according to Section 17-4-1004D of the Zoning Ordinance, the total floor area devoted to affordable housing units must equal at least twenty-five percent (25%) of the total increase in floor area allowed under the Affordable Housing Bonus or a cash payment must be made to the City of Chicago Affordable Housing Opportunity Fund based on the increase in allowable floor area x eighty percent (80%) of the median cost of land per buildable

square foot. Based on Section 17-4-1004D the Applicant has agreed to provide a cash payment of the City of Chicago Affordable Housing Opportunity Fund in the amount of Five Million Seven Hundred Thousand Three Hundred and no/100 Dollars (\$5,700,300.00). Prior to the issuance of permits, the Applicant will enter into an Affordable Housing Agreement with the Chicago Department of Housing or provide a letter of credit or other security device in an amount equal to the cash contribution. The Applicant must comply with all of the applicable sections of the Affordable Housing Provision of the Zoning Ordinance which sections are hereby incorporated into this Planned Development. The Affordable Housing Agreement required by Section 17-4-1004-E9 is also incorporated into this Planned Development.

Pursuant to the Off-Site Park and Open Space Contributions provision of the City of Chicago Zoning Ordinance, Title 17, Chapter 17-4-1018, et seq., the Applicant has asked for an increase in the floor area ratio of 2.16 F.A.R. for the Property. The Applicant hereby acknowledges that according to Section 17-4-1018-C of the Zoning Ordinance, a cash payment must be made to the City of Chicago based on the increase in allowable floor area multiplied by eighty percent (80%) of the median cost of land per buildable square foot. Based on Section 17-4-1018-C, the Applicant has agreed to provide a cash payment to the City of Chicago in the amount of Four Million One Hundred Four Thousand Two Hundred Sixteen and no/100 Dollars (\$4,104,216.00). Prior to the issuance of permits, the Applicant will provide a letter of credit or other security device in an amount equal to the cash contribution. The Applicant must comply with all of the sections of the Off-Site Park and Open Space contributions provisions of the Zoning Ordinance which sections are hereby incorporated into this Planned Development. The Off-Site Park and Open Space contribution Agreement required by Section 17-4-1018-B3 is also incorporated into this Planned Development.

- (m) The Applicant, the City of Chicago and the Chicago Park District shall enter into an agreement relating, in part, to the responsibility for the design, funding and construction phasing of DuSable Park, the pedestrian connections to DuSable Park and the Lakefront Trail.
- (n) The improvements contemplated for DuSable Park (Subparcel E.1) must be substantially completed by the Applicant prior to the issuance of Certificate of Occupancy for any dwelling unit exceeding the three-hundredth (300th) dwelling unit constructed with Subparcel E.3.

12. Publicly dedicated improvements, including streets, sidewalks, transit and open space amenities shall be designed, constructed and maintained in accordance with the exhibits described in Statement 2 hereof and the Cityfront Center Internal Design Standards: Section I: dated September 12, 1986.
13. The property owner(s) adjacent to the Chicago River shall develop a continuous pedestrian esplanade along the Chicago River's edge. Completion of the esplanade will occur as follows:
 - (a) The east right-of-way line of McClurg Court to the west right-of-way line of Lake Shore Drive shall be improved concurrently with development of adjacent parcels south of east North Water Street (Parcels 14, 16 and 18). In the event that DuSable Park is developed before Parcel 18 is developed, the owner(s) of Parcel 18 shall construct and maintain a temporary pedestrian connection along the river. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of ten (10) feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the river's edge and on the side adjacent to the development parcel. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development; and
 - (b) The west right-of-way line of Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The owner(s) of Parcel 18 shall be solely responsible for improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river edge esplanade. However, if Parcel 18 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 18 shall, at the time of application for superstructure Part II, place in escrow money equivalent to the cost of constructing such a connection, as determined by the Commissioner of the Department of Planning and Development, unless an agreement between the applicant and the Chicago Park District as referenced in Statement Number 11(m) above provides otherwise.
14. The Open Space Plan attached hereto (Exhibit 6) calls for a new seventy thousand (70,000) square foot park on Peshtigo Court between Illinois Street and Grand Avenue. The owners of the adjacent development parcel (Parcel P21) shall be responsible for developing this new publicly-accessible park concurrently with Parcel 21. Permanent

development of this park shall take place on top of an underground parking garage; however, should such development not be immediately feasible, a fully-appointed interim park shall be installed on the site until such time as the permanent park is constructed. This interim park shall be completed and open to the public by June 1, 2004, unless construction has started on permanent park and underground garage. The interim park may have an impermeable surface of asphalt or other material. The interim park is to be enclosed by a five (5) foot decorative metal fence which is to be located in the approximate footprint of the Kraft building, except along North Peshtigo Court where the fence is to be setback twelve (12) feet from the west curb of North Peshtigo Court. The interim park is to be no less than fifty thousand (50,000) square feet in size and is to be covered by at least seventy-five percent (75%) with landscape materials which may be located in raised planter boxes and other containers. The interim park shall be open to the public from sunrise to sunset. Within forty-five (45) days of the adoption and publication by City Council of this amendment to the Planned Development, the owner of the interim park site shall provide to the Commissioner a site plan for the interim park which complies with the provisions of this statement. The owner of the property on which the interim park is located shall be responsible for the maintenance of the interim park. The Commissioner of Planning and Development must approve the site plan for either a permanent or a interim park. The Commissioner of Planning and Development must approve the site plan for a permanent park before Part II approval is granted for Parcel P21. The City will not issue a final certificate of occupancy for Parcel P21 unless construction has started on the permanent park in accord with an approved site plan. After August 1, 2004, all surface parking lots in Sub-Area F shall be landscaped in accord with the Landscape Ordinance. All sidewalks in Sub-Area F shall remain open and be maintained in good condition.

15. Traffic studies completed by developers and the City of Chicago project significant peak hour traffic volume increases on Illinois Street and Grand Avenue in particular as a result of new development. Some excess roadway capacity is available to handle this increased traffic, but a number of geometric, signal timing and parking control measures are recommended in addition to active transportation management in the Illinois-Grand Corridor. Accordingly, no Part II submittal shall be approved without a firm agreement between the developer and the Chicago Department of Transportation regarding the timing and responsibility for any recommended traffic improvements described in Exhibit 8 hereof for streets adjoining the development site. Membership and participation in the Illinois-Grand Corridor Transportation Management Association shall also be required prior to the issuance of any Part II development approval.
16. Prior to the issuance by the Department of Planning and Development of a determination pursuant to Section 17-13-0610 of the Chicago Zoning

Ordinance ("Part II approval") for development or redevelopment of any development parcels within the Planned Development, other than alterations to existing buildings which do not increase their height or alter their footprint, a site plan for the proposed development, including parking areas, shall be submitted to the Commissioner of the Department of Planning and Development for approval. Review and approval of the site plan by the Commissioner is intended to assure that specific development proposals conform with the general design standards in Statement 11 and to ensure coordination of public improvements described in Statements 12 through 15 at an early stage. No Part II approval for work for which a Site Plan must be submitted to the Commissioner shall be granted until the Site Plan has been approved by the Commissioner. Further, all Part II submittals shall be in compliance with the Chicago Landscape Ordinance. At least thirty (30) days prior to the filing of the Applicant's request for Part II approval for the construction of the superstructure upon Subparcel E.3, the Applicant shall submit a detailed Landscape Plan and Elevations for the Subparcel E.3 property to the Department of Planning and Development for review and approval.

Following approval of a Site Plan by the Commissioner, the approved plan shall be kept on permanent file with the Department of Planning and Development and shall be deemed to be an integral part of this Planned Development. The approved Site Plan may be changed or modified pursuant to the minor change provisions of Section 17-13-0611 of the Chicago Zoning Ordinance.

A Site Plan shall, at a minimum, provide the following information with respect to the proposed improvements:

- (1) the boundaries of the Property;
- (2) the footprint of the improvements;
- (3) location and dimensions of all loading berths;
- (4) preliminary landscaping plan prepared by a landscape architect with final landscaping plan to be approved at Part II stage;
- (5) all pedestrian circulation routes;
- (6) the location of any adjacent public improvements;
- (7) a signage plan for any building where retail or theater uses would be present above the ground level;
- (8) preliminary elevations of the improvements; and

- (9) statistical information applicable to the Property limited to the following:
- (a) floor area and floor area ratio;
 - (b) uses to be established;
 - (c) building heights; and
 - (d) all setbacks, required and provided.

A Site Plan shall include such other information as may be necessary to illustrate conformance with the applicable provisions of this Planned Development.

17. If any provision of this planned development amendment shall, to any extent, be invalid or unenforceable, the remainder of this planned development amendment shall not be affected thereby, and each provision of the planned development amendment shall be valid and enforceable to the fullest extent of the law.
18. The terms, conditions and exhibits of this Planned Development Ordinance or of an approved Site Plan may be modified administratively by the Commissioner of the Department of Planning and Development upon the request of the Applicant and after a determination by the Commissioner of the Department of Planning and Development that such a modification is minor, appropriate and consistent with the nature of the improvements contemplated in the Planned Development and the purposes underlying the provisions hereof. Any such modification shall be deemed to be a minor change in the Planned Development as contemplated by Section 17-13-0611 of the Chicago Zoning Ordinance.
19. It is in the public interest to design, construct and maintain the project in a manner which promotes, enables and maximizes universal access throughout the property Plans for all buildings and improvement on the property shall be reviewed and approved by the Mayor's Office for People with Disabilities ("M.O.P.D.") to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
20. The Applicant acknowledges that it is in the public interest to design, construct and maintain all buildings in a manner that promotes and maximizes the conservation of natural resources. The Applicant shall use

best and reasonable efforts to design, construct and maintain all buildings located within the Property in a manner generally consistent with the Leadership in Energy and Environmental Design ("L.E.E.D.") Green Building Rating System. Copies of these standards may be obtained from the Department of Planning and Development.

21. Unless substantial construction of the improvements contemplated within Subparcel E.3 has commenced within six (6) years following adoption of this Planned Development, and unless completion is thereafter diligently pursued, then this Planned Development shall expire and the zoning of the Planned Development shall automatically revert to Residential-Business Planned Development Number 368, as amended on March 29, 2006.

[Existing Zoning Map referred to in these Plan
of Development Statements unavailable at
time of printing.]

[Exhibit 1 referred to in these Plan of Development Statements
printed on page 105979 of this *Journal*.]

[Exhibits 3 through 6, Exhibit 7, Exhibit 9 and Exhibits 10 through
23 referred to in these Plan of Development Statements printed
on pages 105983 through 106002 of this *Journal*.]

Exhibit 8 -- referred to in these Plan of Development Statements reads as follows:

Exhibit 8.

Recommended Traffic Improvements.

The following is a summary prepared by the Chicago Department of Transportation of the traffic impacts and proposed mitigation efforts for the River East, Grand Pier and North Bridge developments along the Illinois-Grand corridor, as described in traffic studies prepared by traffic consultants for the developers and the City (KLOA and Barton-Aschman, respectively):

General Impacts. The three (3) developments will generate roughly three thousand (3,000) trips (one thousand six hundred (1,600) inbound and one thousand four hundred (1,400) outbound) during the P.M. peak hour. About one thousand three hundred fifty (1,350) trips (seven hundred fifty (750) inbound, six hundred (600) outbound) will be generated during A.M. peak hour.

There will be traffic volume increases on Illinois and Grand, between State Street and Lake Shore Drive, of roughly five hundred (500) to seven hundred (700) vehicles per hour during the P.M. peak hour. During the A.M. peak hour, traffic volume will increase on Illinois and Grand by roughly two hundred (200) to three hundred (300) vehicles per hour. Existing peak volumes on Illinois and Grand range between one thousand (1,000) and one thousand five hundred (1,500) vehicles per hour; with these developments, volumes would range between one thousand five hundred (1,500) and two thousand (2,000) vehicles per hour.

Some excess capacity is available to handle this increased demand, but a number of geometric, signal timing and parking control measures are recommended to further accommodate this increase in traffic.

Geometric And Signal Operations Improvements. In order to increase overall intersection capacity and address heavy traffic circulation demand, it is proposed to widen McClurg Court between Illinois and Grand to provide double left turn lanes northbound at Grand and southbound at Illinois. McClurg would be further widened on the west side to provide a drop-off lane at the proposed residential building.

It is also proposed to widen McClurg, between Ohio and Grand to provide separate southbound right turn and through traffic lanes, and to provide a smoother northbound alignment through the Grand Avenue intersection. The right-of-way for this widening would need to be obtained from the adjacent property owners.

The traffic signals at McClurg-Grand and McClurg-Illinois would be modified to accommodate the street widening and to provide left turn arrow signal indications for northbound traffic at Grand and southbound traffic at Illinois.

On Grand Avenue at State Street, the C.T.A. subway entrances at the northeast and northwest corners will be relocated out of the Grand Avenue right-of-way. This will allow the widening of Grand Avenue at this intersection to provide four (4) westbound lanes compared with the three (3) lanes currently available at this "bottleneck" location.

Restriping of various street segments is proposed in an effort to make more efficient use of pavement space and increase traffic capacity. Striping of left turn lanes, where appropriate, would be done on State, Wabash and Rush at their intersections with Illinois, Grand, Ohio and Ontario. Illinois would be restriped at Columbus to provide three (3) through lanes, and separate left turn and right turn lanes.

Parking Controls. Metered on-street parking generally will need to be eliminated on Illinois and Grand from State Street to Lake Shore Drive in order to provide additional traffic capacity or to make the curb lane available for various pickup/drop-off activities. Sufficient off-street parking, provided as part of these developments, is intended to satisfy the demand for parking in the corridor.

It is proposed to eliminate parking on Illinois Street, from State Street to Michigan Avenue in order to provide three (3) eastbound traffic lanes, compared with the two (2) existing lanes. This increase in traffic capacity is needed to handle the increased demand on this segment of Illinois Street.

It is proposed to eliminate parking on the south side of Grand Avenue east of Columbus Drive to provide a separate left turn lane on Grand at the approach to the Columbus Drive signal. This would increase the through traffic capacity by removing the turning movements from the adjacent through traffic lane.

Parking would also be eliminated on both sides of Grand Avenue east of McClurg Court, in order to provide separate left turn and right turn lanes on the approach to the traffic signal. Again, traffic capacity would be increased by segregating the through and turning traffic movements.

The elimination of parking is also proposed on the south side of Ontario at Fairbanks in order to provide a westbound left turn lane on Ontario. The striping of an optional through-left lane was also recommended as a further capacity improvement, although conflicts between turning vehicles and pedestrians in the south crosswalk will require further analysis.

Transportation Management. Active traffic management in the corridor will be undertaken by the Transportation Management Association which has been established. The T.M.A. will meet to exchange information of traffic operations needs and problems, with changing development conditions, construction activities, special events and other factors which may affect transportation in the corridor. Various City agencies, including C.D.O.T., Planning, Police, Streets and Sanitation, and the C.T.A., will coordinate efforts with corridor property managers to address evolving transportation demands.

Strict enforcement of existing and proposed parking restrictions will be necessary to ensure that street space needed for traffic capacity is available. Of particular concern is the need to keep Illinois clear, east of Columbus; Grand Avenue, west of Michigan; Ohio Street, west of Michigan; and Ontario Street, west of St. Clair.

Improved public transit serve as appropriate to serve the needs of the corridor will be developed. C.D.O.T. and the T.M.A. will be reviewing service needs and developing strategies for best providing public transportation, whether through modifications of C.T.A. service or additional shuttle bus operations.

Site Specific Improvements.

Parcels 4 And 5. The proposed lower level loading dock layout requires a number of traffic control measures in order to mitigate the potential effect on Illinois Street traffic. These measures include prohibition of on-street loading, provision of a dock master during loading dock hours, limitation on loading dock hours to prohibit backing maneuvers between 7:00 A.M. and 9:00 A.M. and between 4:00 P.M. and 7:00 P.M., Monday through Friday, and implementation of loading dock control as part of an overall Traffic Management Plan to be implemented by the Illinois-Grand Corridor Transportation Management Association.

Parcels P7, P7A And P8. There should be no curb cuts on Illinois Street. Curb cuts providing access to loading docks should be located only on Lower North Water Street or New Street.

Parcels P9 And P13. The increase in hotel development along Columbus Drive between Grand Avenue and Illinois Street and along Park Drive between Illinois and North Water Streets will concentrate taxi and other traffic movement in this area. Signing and striping is needed to prevent traffic from driving across Illinois Street in order to access Park Drive rather than turning left onto eastbound Illinois Street. Vaulted sidewalks are also indicated in the public way on both Grand and Illinois. Although vaulted sidewalks are not generally recommended, they are acceptable in this instance to allow for the placement of parking underground.

Parcels P14 And P16. The vacation of River Drive east of McClurg may result in hundreds of residential units being accessed from a signal cul-de-sac street, North Water Street east of McClurg. The sewer on North Water is seven to eight feet below the pavement, and its reconstruction at some time in the future, or any other significant utility maintenance, could severely restrict access to these residences. Widening of North Water to forty-four (44) feet from its existing forty (40) foot width is recommended in order to provide more flexibility to maintain two-way traffic in the event of any future construction activities.

The Kraft Building Site. There is no objection to vacating Peshtigo Court in the future. If Peshtigo Court is eliminated and another north/south street is added, its location must be checked with respect to the location of the drop off lanes on Illinois at North Pier terminal. If Peshtigo Court is retained, adding another north/south street between Peshtigo and McClurg is not recommended.

Parcels P18 and P19. A.D.A. accessibility of any pedestrian bridge which may be built across Ogden Slip should be reviewed.

Exhibit 1.

Residential Business Planned Development Number 368, As Amended.
Bulk Regulations And Data Table.

RESIDENTIAL BUSINESS PLANNED DEVELOPMENT No. 368, AS AMENDED

EXHIBIT 1: BULK REGULATIONS AND DATA TABLE

Sub Area	Net Site Area See note (1) Sq. Ft. Acres	Maximum Retail Sq. Ft. (1000's)	Maximum Commercial Sq. Ft. (1000's)	Maximum Hotel Rooms	Maximum Dwelling Units	Maximum F.A.R.
A	380,796 8.74	540 See note (3)	5,259	1,800	Permitted see Notes (2) & (3)	13.81 See note (6)
B	183,449 4.21	40	2,482	2,000	400 See note (8)	13.53 See note (7)
C	122,303 2.81	140	850	540	630	12.72
D	361,234 8.29	170	500	0	2,350	8.60
E	346,038 7.94	110 See note (9)	5 See note (4)	0	1,200	6.88
E.1	232,841 5.34	0	5 See note (4)	Not permitted	Not permitted	0.02
E.2	18,191.63 0.42	0	0	0	0	0
E.3	95,005 2.18	110 See note (9)	0	0	1,200	25.00 See note (10)
F	100,436 2.31	150	0	0	1,000	14.93
Total	1,494,256 34.30	1,040	9,096	4,340	5,580 See note (2)	11.03

Gross site Area = Net Site Area: 1,494,256 sq. ft. (34.30 acres) plus area in or proposed to be in public right of way: 940,843 sq. ft. (21.60 acres) plus area in or proposed to be in public parks or open space: 369,127 sq. ft. (8.48 acres) = 2,804,226 sq. ft. (64.38 acres).

OFF STREET PARKING	MINIMUM	MAXIMUM
BUSINESS USES	1:5,000 sq. ft.	As determined by DPD in consultation with CDOT
HOTEL USES	1:4 Rooms	
RESIDENTIAL USES	55% d.u.	
NON-ACCESSORY PARKING (Allowed in Sub-area F only)	200 spaces	500 spaces

OFF STREET LOADING:	Per DX-12 Requirements
MINIMUM PERIPHERAL SETBACKS:	Sufficient to allow for street trees and pedestrian walkways (min 12'-6" from building to curb face)
MINIMUM UPPER LEVEL SETBACKS:	40' from Lake Shore Drive at level of Upper Lake Shore Drive

APPLICANT: Shelbourne North Water Street, LP
DATE: December 8, 2006
REVISED: March 15, 2007
April 19, 2007

Note (1) For the purpose of this Planned Development "Net Site Area" shall equal the entire land area (at Plaza Level where such is established, and otherwise at grade) within the boundaries of

the planned development, less the area now dedicated or proposed to be dedicated to public use.

- Note (2) Dwelling units shall be permitted in Subarea A of this Planned Development subject to the provisions of the DX-16 Downtown Mixed-Use District classification. Any such units so built will not affect the total of 5,580 dwelling units permitted in Subareas B, C, D, E and F dwelling units are permitted below the second (2) floor in all subareas except Subarea E.
- Note (3) For purposes of exchange of uses, a hotel room shall be equal to 0.5 dwelling units. This permissible number of hotel rooms within the planned development shall not exceed 4,340 rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses.
- Note (4) Although Subarea E.1 (DuSable Park) has been dedicated to public park use, it is included in Net Site Area because a maximum of 5,000 square feet of park and recreation-related floor area may be constructed within its boundaries.
- Note (5) Assumes 410,000 square feet allocated to development parcels P4 and P5 and the remaining 130,000 square feet allocated to remaining development parcels within Subarea A.
- Note (6) Assumes floor area allocated to existing buildings as follows: 401 North Michigan Avenue (760,241 square feet), University of Chicago Gleacher Center (240,000 square feet), NBC Tower (912,000 square feet); and to future development parcels as follows: P1 (776,250 square feet); P3 (970,000 square feet) and P4/P5 (1,600,000 square feet).
- Note (7) Assumes floor area allocated to existing Sheraton Hotel at 860,379 square feet and future development Parcels P7, P7A and P8 at 1,621,290 square feet.
- Note (8) For purposes of exchange of uses, a hotel room shall be equal to 0.5 dwelling units above the 400 permitted. The permissible number of hotel rooms within the planned development shall not exceed 4,340 rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses. Accessory hotel uses on Parcels P7, P7A and P8 combined shall not exceed 50,000 square feet.
- Note (9) Residential support services, physical fitness/indoor recreation center, and small venue theater (for building residents only) are expressly permitted in Subarea E.3.

Note (10) F.A.R. Bonus Calculations

Subarea E.3

(Parcels P18 and P19, combined)

Net Site Area = 95,005 square feet

Base F.A.R.	10.00
Downtown Affordable Housing Zoning Bonus	3.00(a)
Off-site contribution to DuSable Park	2.16(b)
Public Plazas	5.44(c)
Chicago Riverwalk	0.40(d)
Water Features	1.00
Underground Parking and Loading	<u>3.00</u>
Total F.A.R.	25.00

- (a) Based on a contribution of \$5,700,300.00 to the City of Chicago Affordable Housing Opportunity Fund.
- (b) Based on a contribution of \$4,104,216.00 to City of Chicago for Off-Site Park Improvements (to DuSable Park).
- (c) Based on the provision of 51,730 square feet of on-site public plaza.
- (d) Based on the provision of improvements to 3,800 square feet at off-site open spaces.
- (e) Based on the provision of 48,669 square feet of water features in on-site public open spaces.
- (f) Based on the provision of 171 underground parking spaces on Lower Levels 1 and 2, at least 265 underground parking spaces on Lower Level 3 and lower, and 7 underground loading docks on Lower Level 1.

105982

JOURNAL--CITY COUNCIL--CHICAGO

5/9/2007

Exhibit 2.

Planned Development Number 368, As Amended.

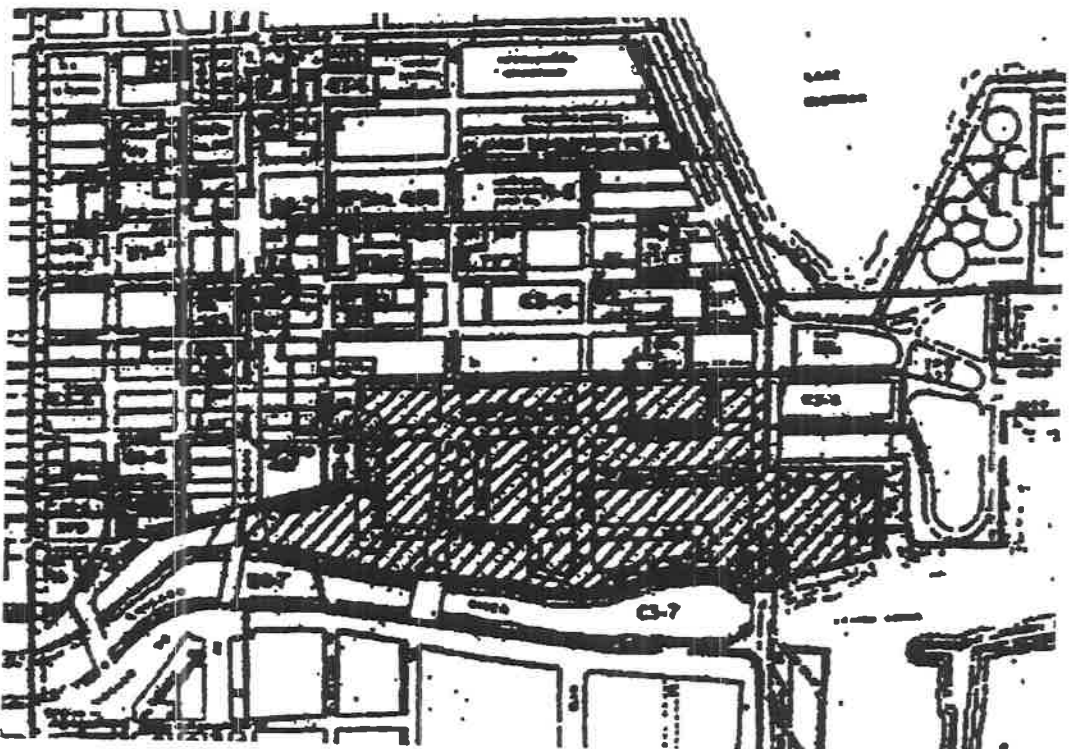


Exhibit 3.

Planned Development, Boundary
And Subarea Map.

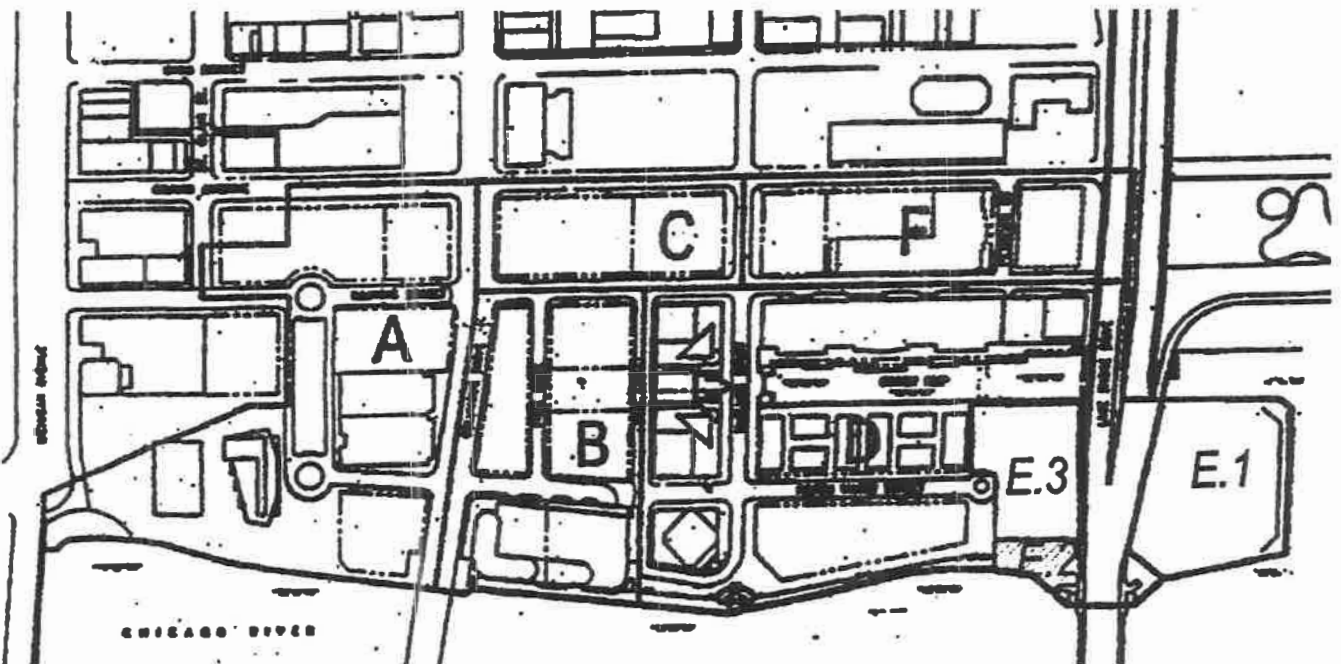
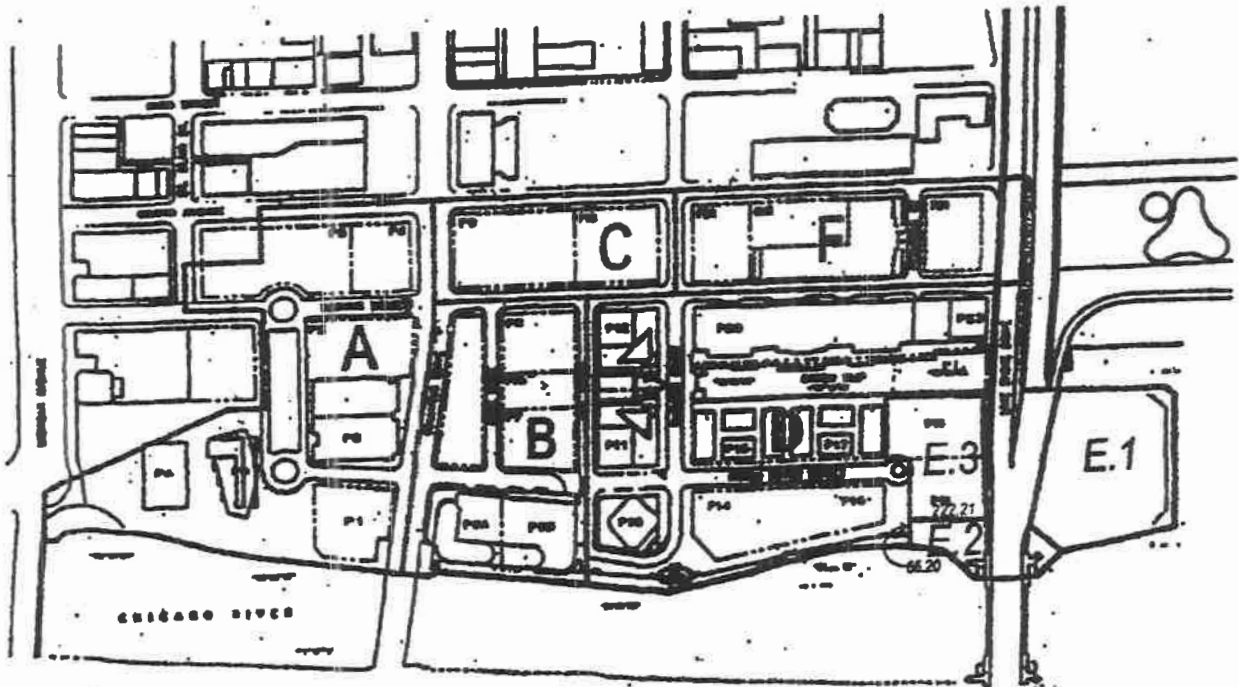


Exhibit 4.

Planned Development Parcels Map.



5/9/2007

REPORTS OF COMMITTEES

105985

Exhibit 5.

Maximum Height Zones.

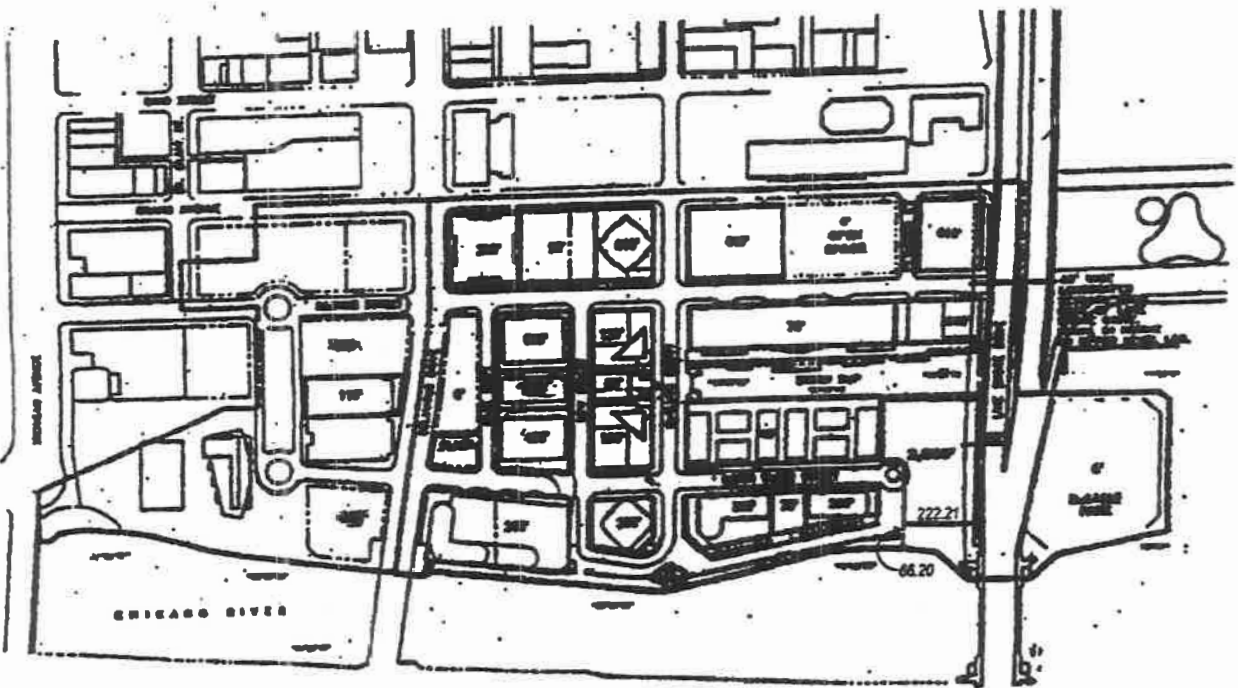


Exhibit 6.

Existing And Planned Open Spaces.

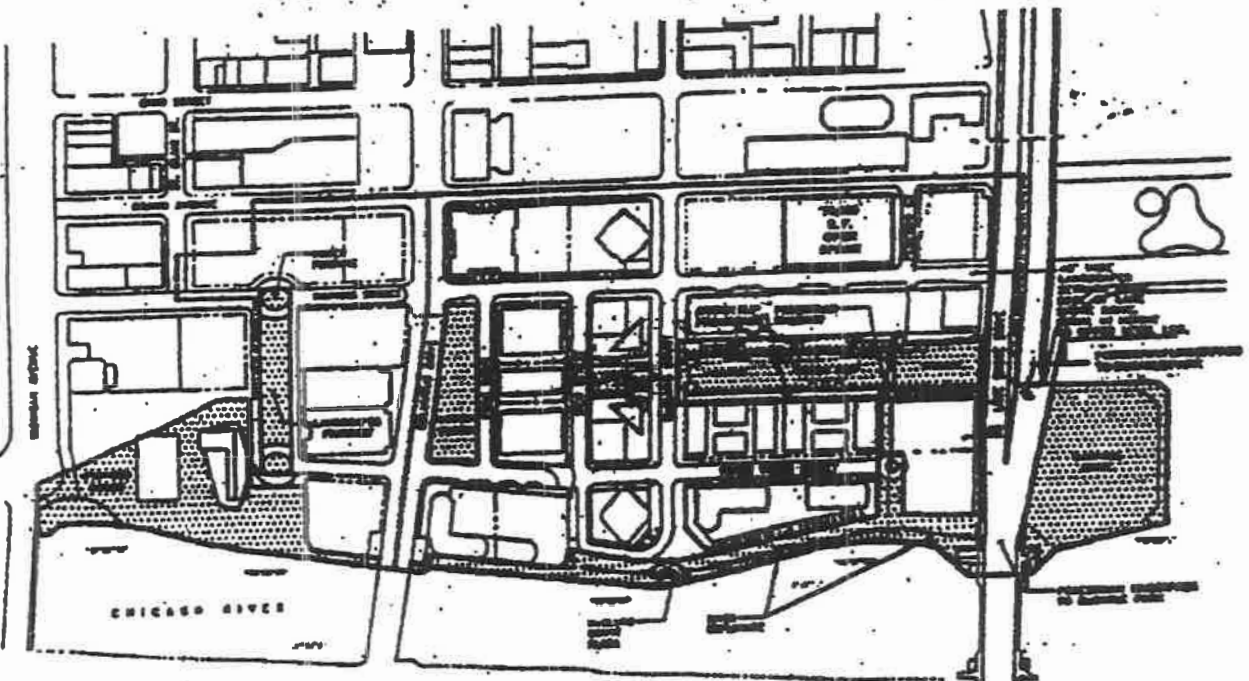


Exhibit 7.

Pattern Of Vehicular Roadways.

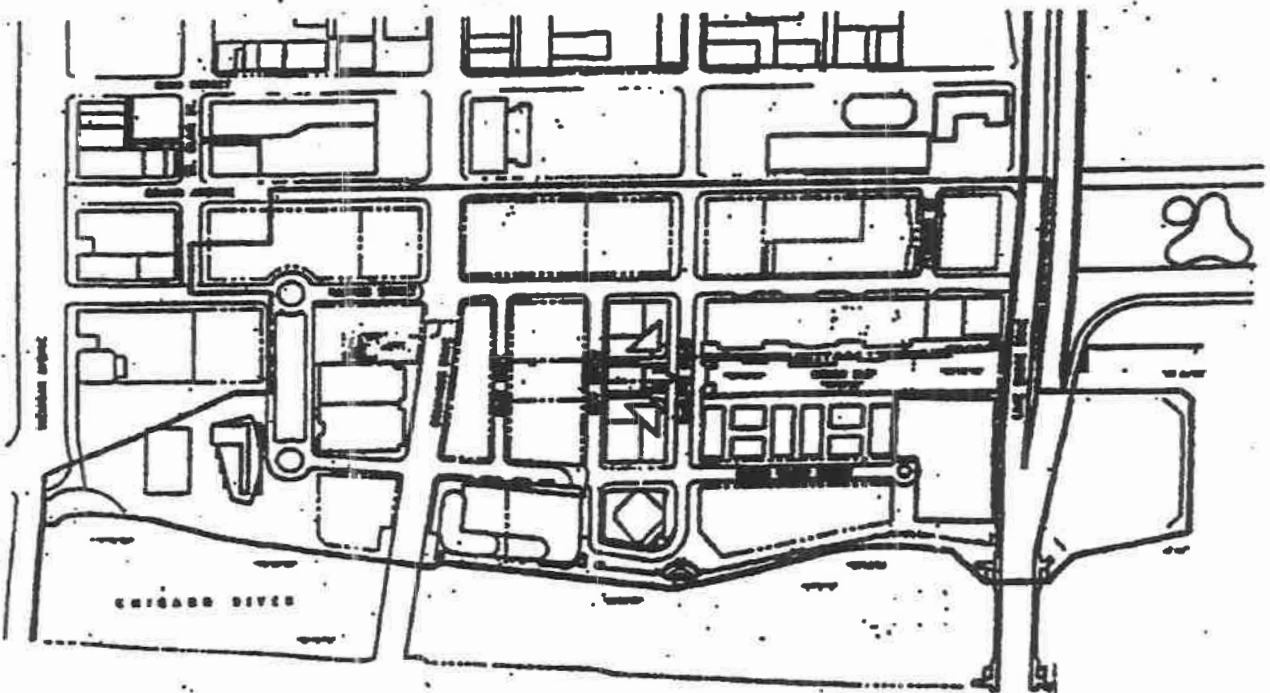
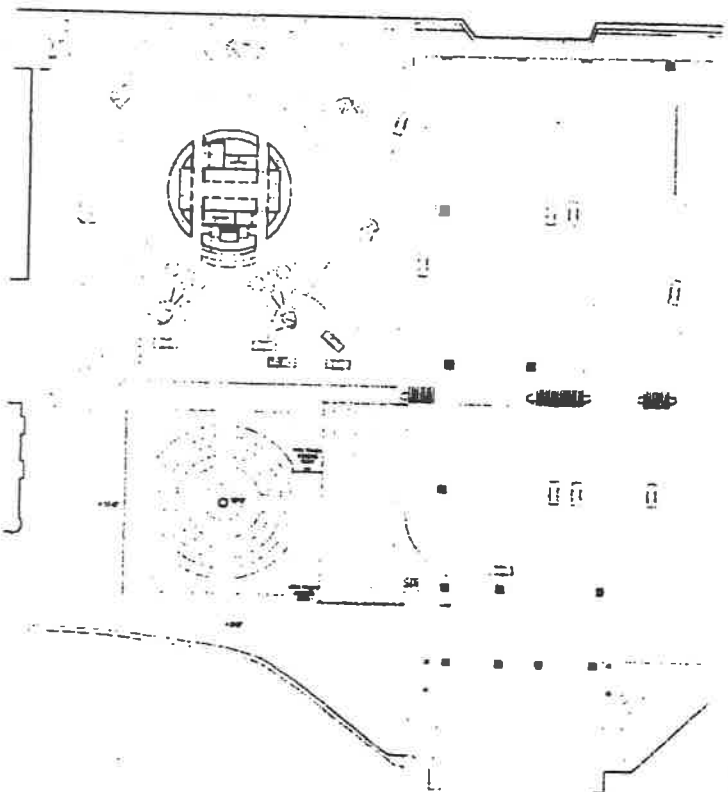


Exhibit 9.
Site/Landscape Plan.




 SITE PLAN
 SECOND LEVEL
 Scale 1/8" = 1'-0"




 LOCATION MAP
 PROJECT SITE

1. All City Policy and Order items to be included with project to state jurisdiction and all to be updated, if changed, by Owner.

Owner Name, City, County, Address, Phone number

2. The professional responsibility for the landscape planning shown in the landscape plan for the Project Property (PROJECT) shall, however, be that of the professional landscape architect who designs and will be licensed, registered, and required to comply to current and subsequent codes to conform with the requirements of Chapter 24 of the Chicago Municipal Code, the Landscape Ordinance of the Chicago City Ordinance, and the rules of Chicago Landscape Ordinance.

Owner Name, City, County, Address, Phone number

3. The professional responsibility for the landscape planning shown in the landscape plan for the Project Property (PROJECT) shall, however, be that of the professional landscape architect who designs and will be licensed, registered, and required to comply to current and subsequent codes to conform with the requirements of Chapter 24 of the Chicago Municipal Code, the Landscape Ordinance of the Chicago City Ordinance, and the rules of Chicago Landscape Ordinance.

1. PLANT SCHEDULE	2. PLANT SCHEDULE												
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1. PLANT SCHEDULE - QUANTITY OF PLANTS TO BE INSTALLED
 2. PLANT SCHEDULE - DATE OF PLANTING
 3. PLANT SCHEDULE - DATE OF PLANTING


 SELECTED
 PLANT SCHEDULE

Exhibit 10.
DuSable Landscape Plan.



LOCATION MAP
PROJECT SITE

REVISIONS:

1. Ability Pathway and Sealer Item to be included with project to make connections and will be replaced, if changed, by Item 2.

Item Name, etc.
Quantity, Address
Plant Number

2. The undersigned certifies that the landscape planting shown in the landscape plan for the Project Property (Chicago Title, October 1, 2004, to the best of the undersigned architect's knowledge has been reviewed and will be installed, established, and replaced, as required, by manual and automatic means in compliance with the requirements of Chapter 22 of the Chicago Municipal Code, the Landscape Standards of the Chicago Landmark Ordinance, and the "Code to Chicago Landscape Ordinance".

Item Name, etc.
Quantity, Address
Plant Number

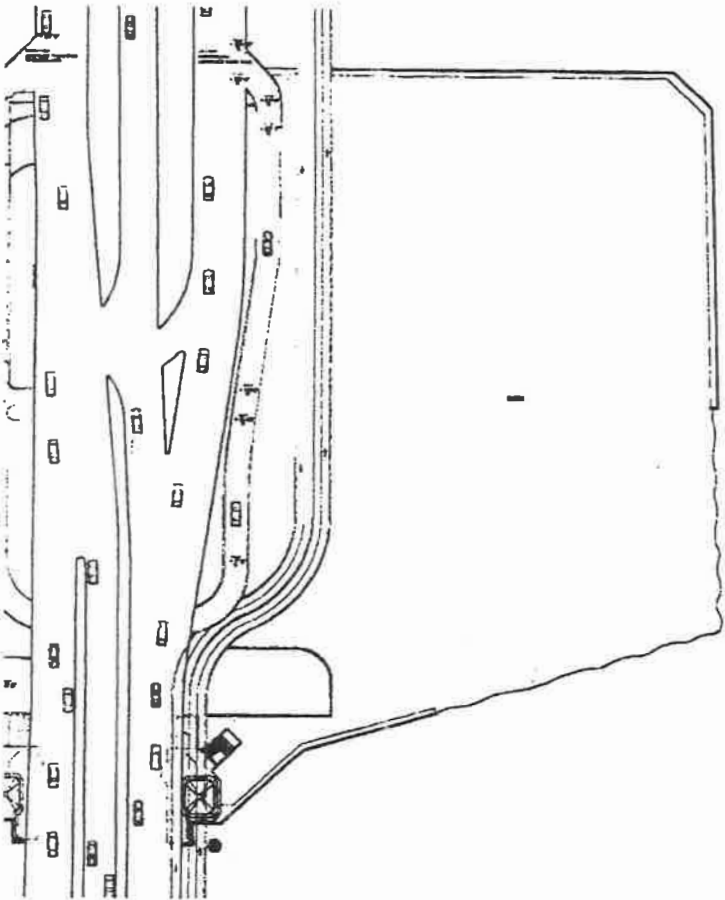
LANDSCAPE ARCHITECT'S CERTIFICATE:

The Historical Landscape method, employed in the state of Illinois, acknowledges that the landscape planting plan and construction details shown on the attached landscape plan(s) for the property Project Property, CHICAGO TITLE, October 1, 2004, has been prepared in compliance with the requirements of the 22, Chapter 22 of the Chicago Municipal Code, the Landscape Standards of the Chicago Landmark Ordinance, and the Code to the Chicago Landscape Ordinance.

Landscape Architect
Name and Title
Firm Name and Address
201 N. DEARBORN ST. SUITE 2000 S. CHICAGO
ILLINOIS 60601

NOTE:
PARK DESIGN WILL INCLUDE
ACCESSIBLE CONNECTION
TO LAKEFRONT PATH.

SELECTED
PLANT SCHEDULE



SITE PLAN
LANDSCAPE ARCHITECT'S DESIGN
Scale: 1/8"=1'-0"

Exhibit 11.

Ground Floor Plan Overview.

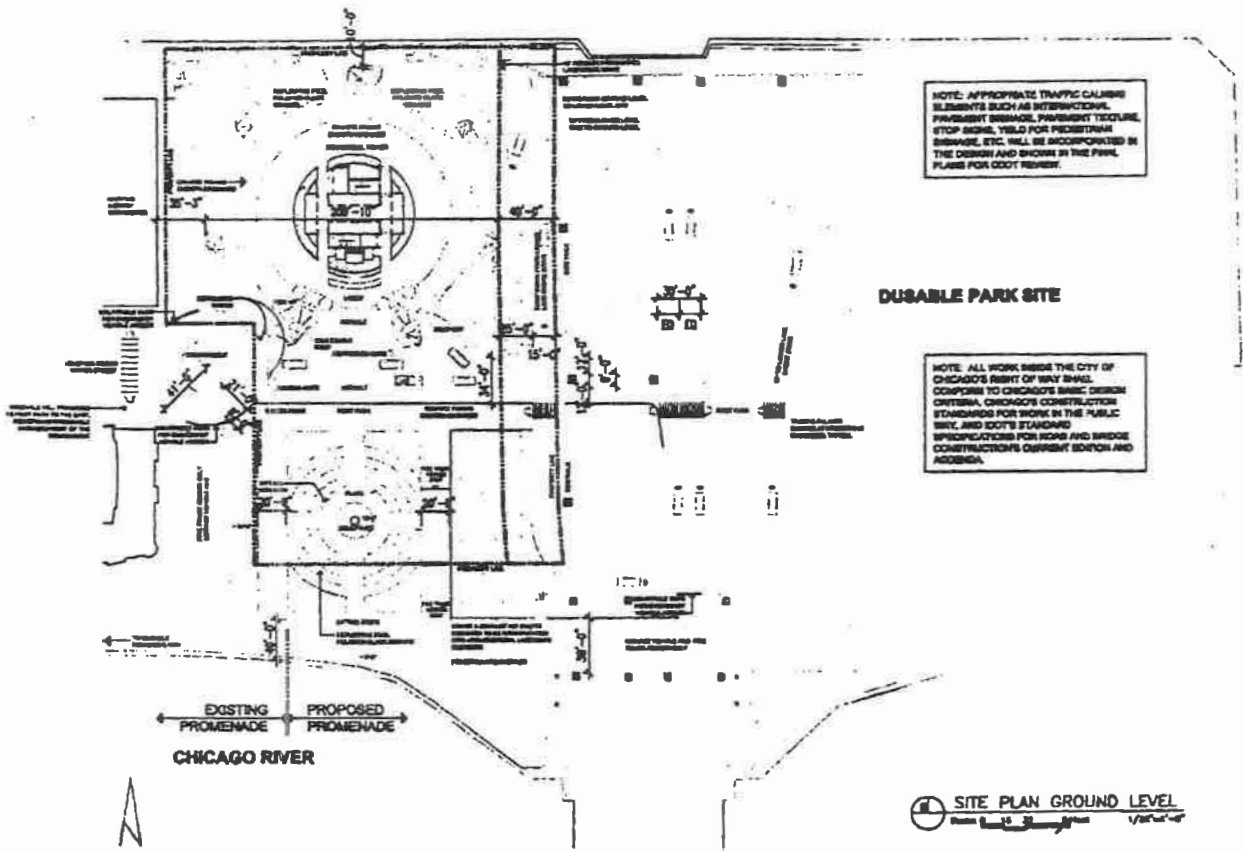


Exhibit 12.

Lower Lake Shore Drive
Plan Overview.

NOTE: APPROPRIATE TRAFFIC CALMING ELEMENTS SUCH AS INTERNATIONAL PAVEMENT MARKING, PAVEMENT TEXTURE, STOP SIGNS, YIELD FOR PEDESTRIAN SIGNAGE, ETC. WILL BE INCORPORATED IN THE DESIGN AND SHOWN IN THE FINAL PLANS FOR COST REVIEW.

DUSABLE PARK SITE
NOTE: ALL WORK INSIDE THE CITY OF CHICAGO'S RIGHT OF WAY SHALL CONFORM TO CHICAGO'S BASIC DESIGN CRITERIA, CHICAGO'S CONSTRUCTION STANDARDS FOR WORK IN THE PUBLIC WAY, AND DOT'S STANDARD SPECIFICATIONS FOR ROAD AND BRIDGE CONSTRUCTIONS CURRENT EDITION AND ADDENDA.

1
SITE PLAN LOWER LAKE SHORE DRIVE

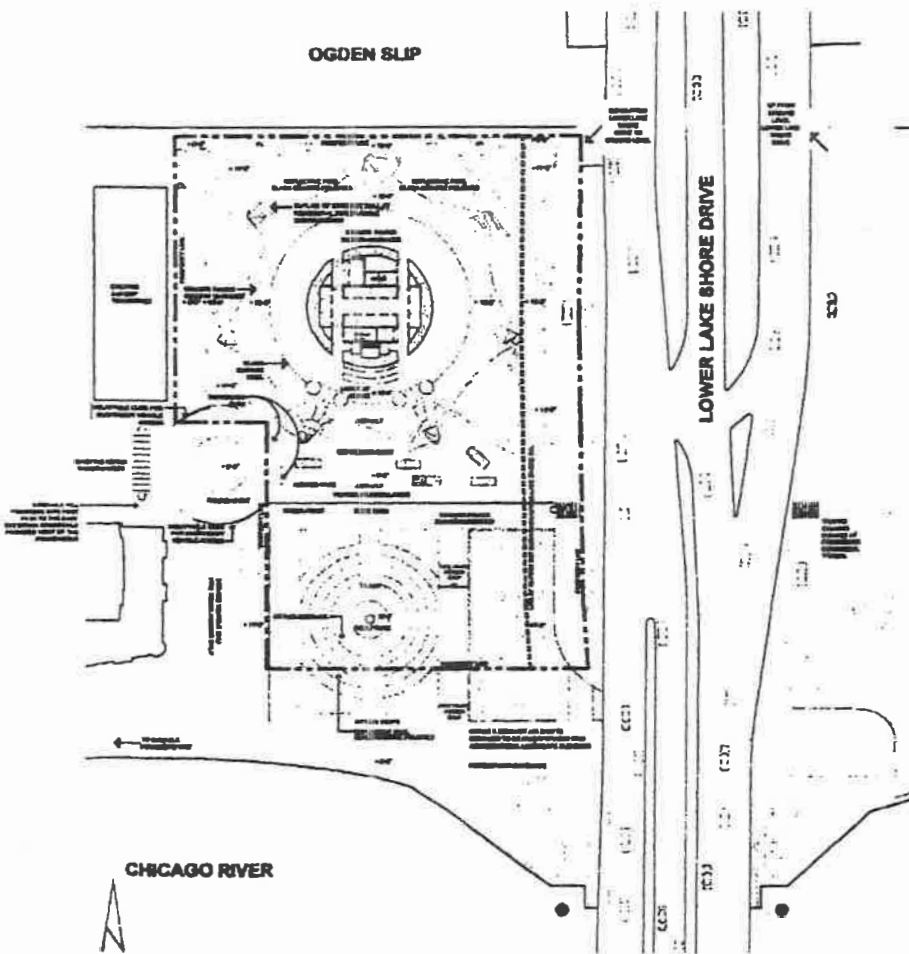
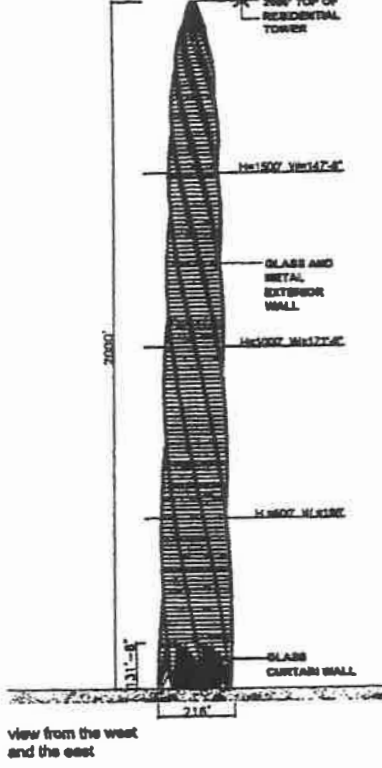
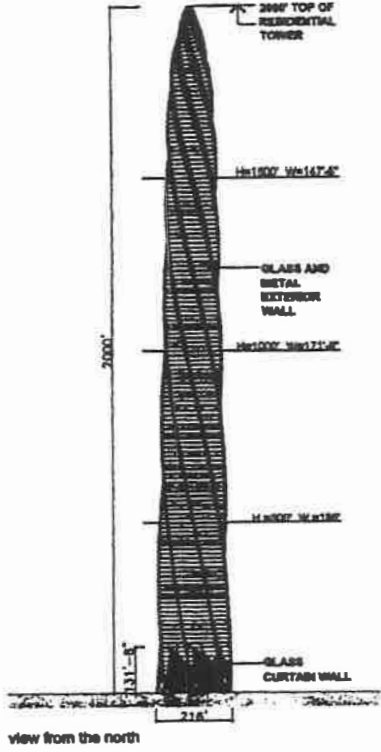
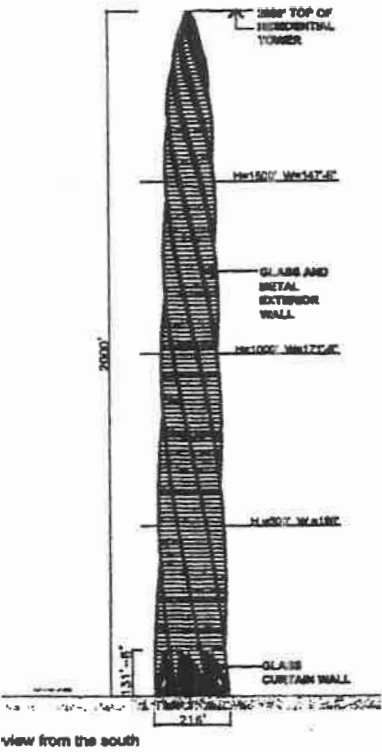


Exhibit 13.
Building Elevations.



DRAWING NO. 1

Exhibit 14.

South Building Elevation.

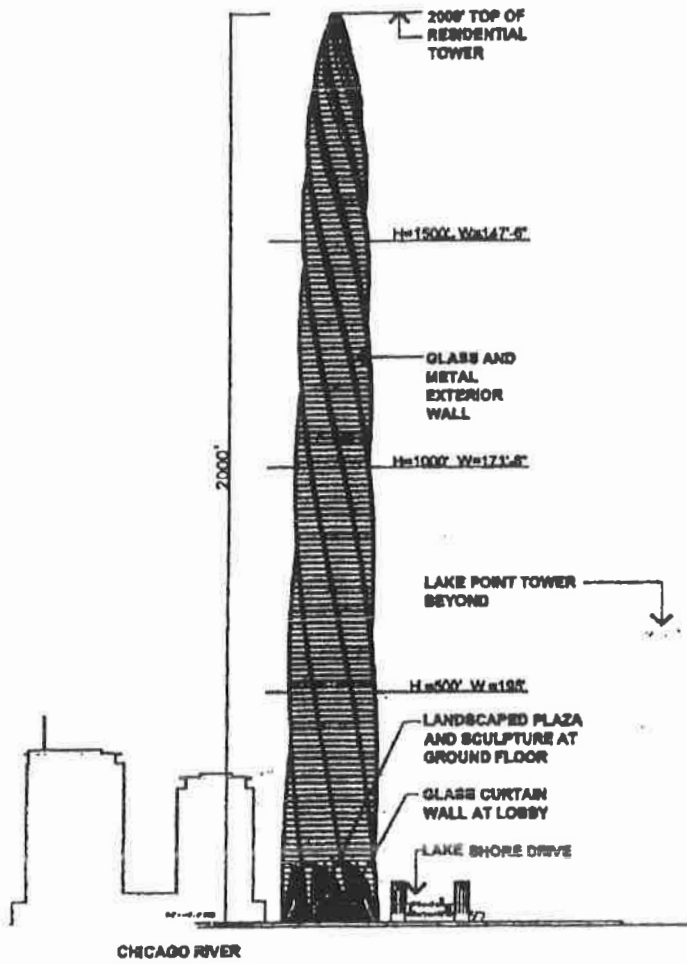


Exhibit 15.

Partial Enlarged South Elevation.

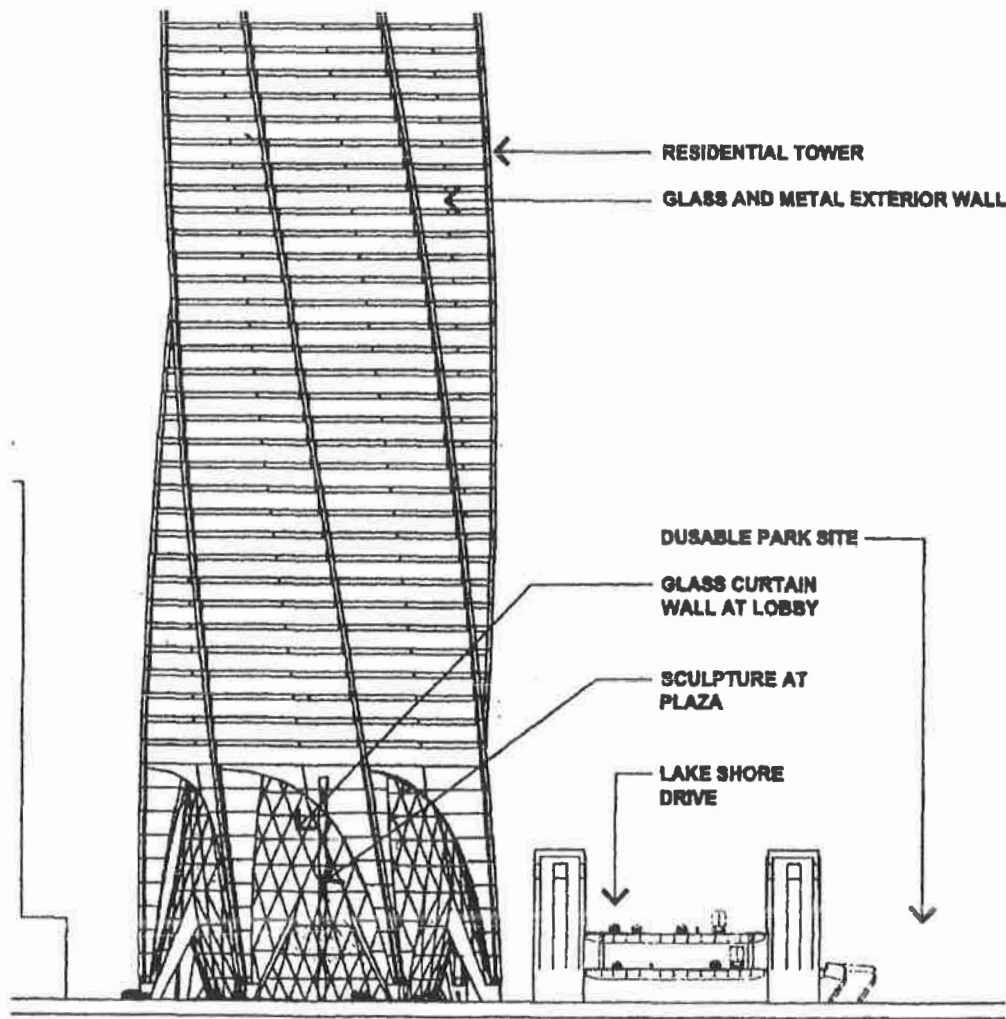


Exhibit 16.
Partial West/East Site Section.

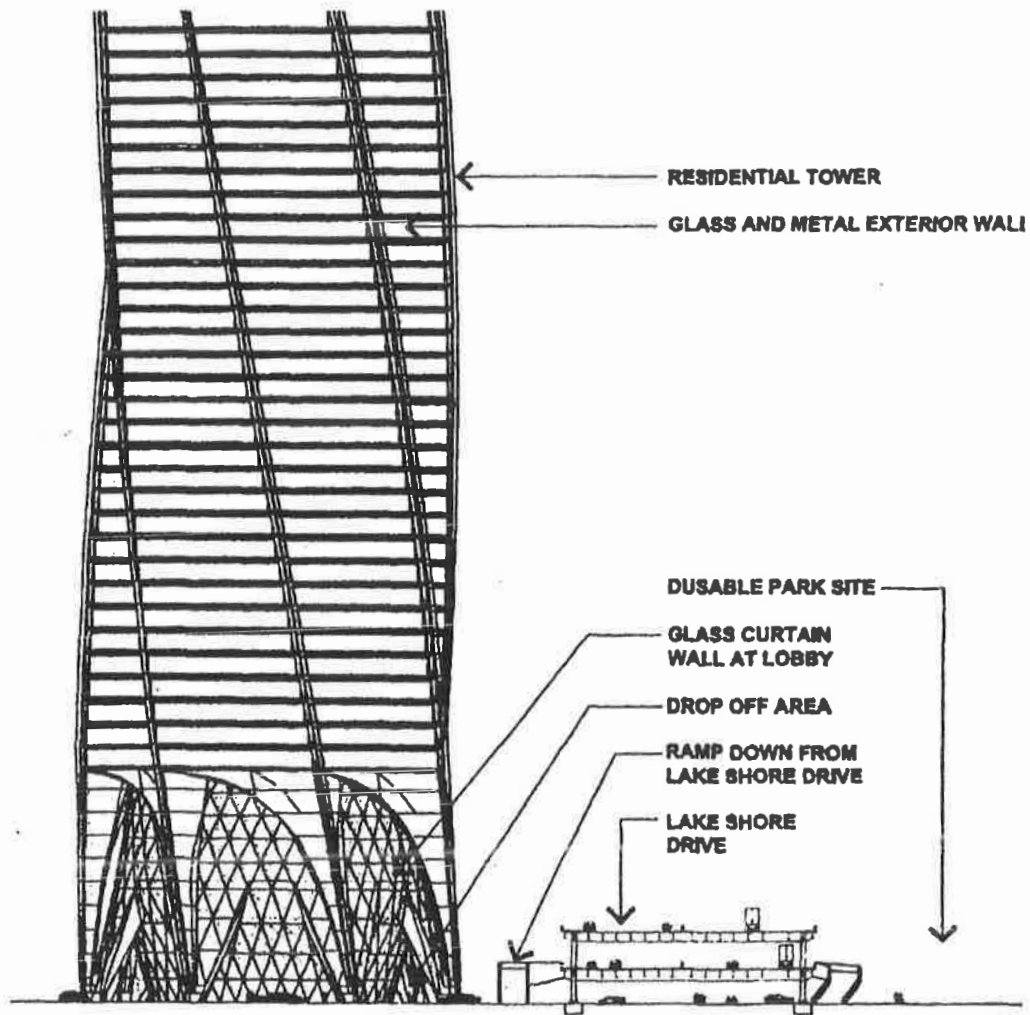


Exhibit 17.

Partial Enlarged East Elevation.

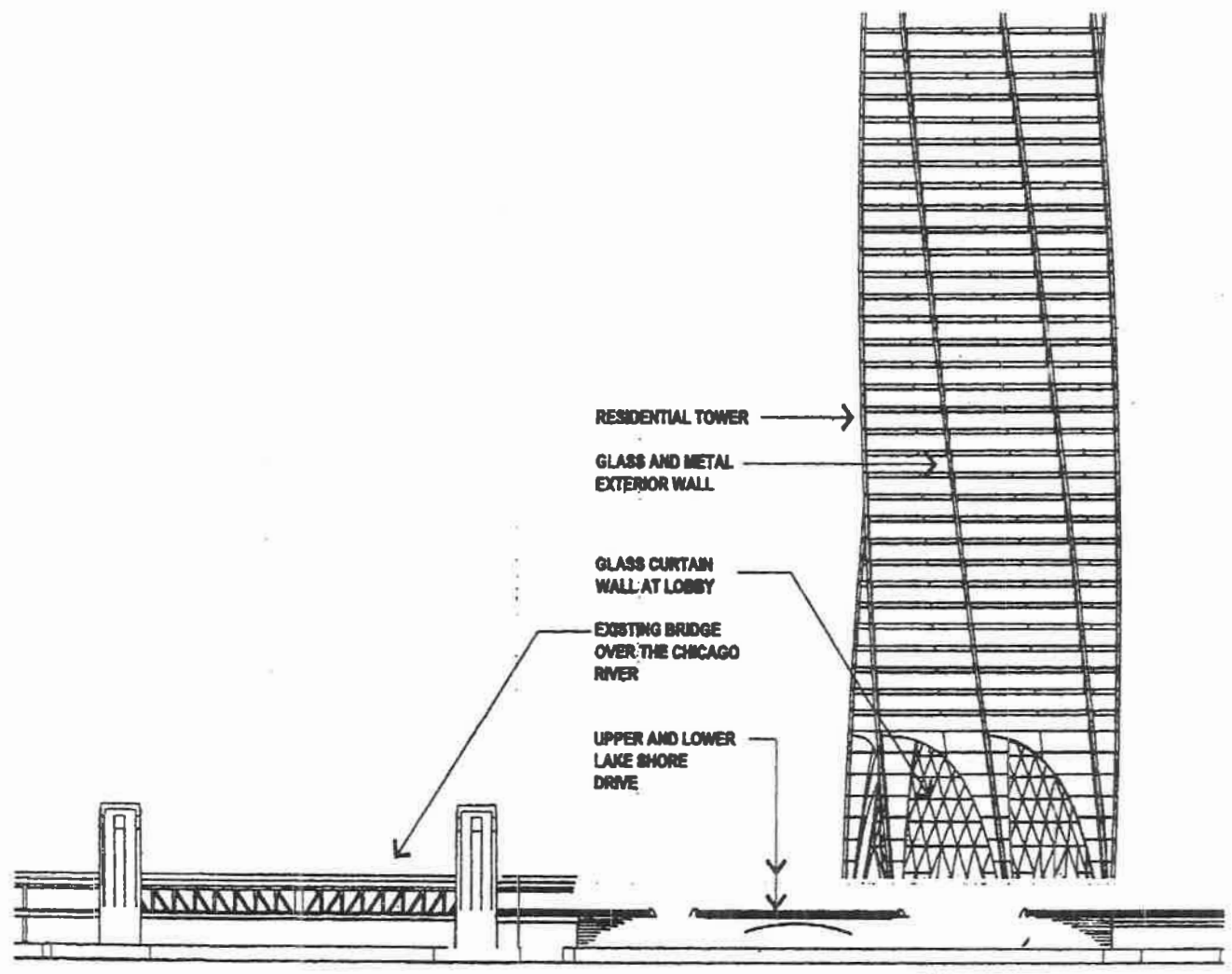


Exhibit 18.

North/South Site Section
At Lake Shore Drive.

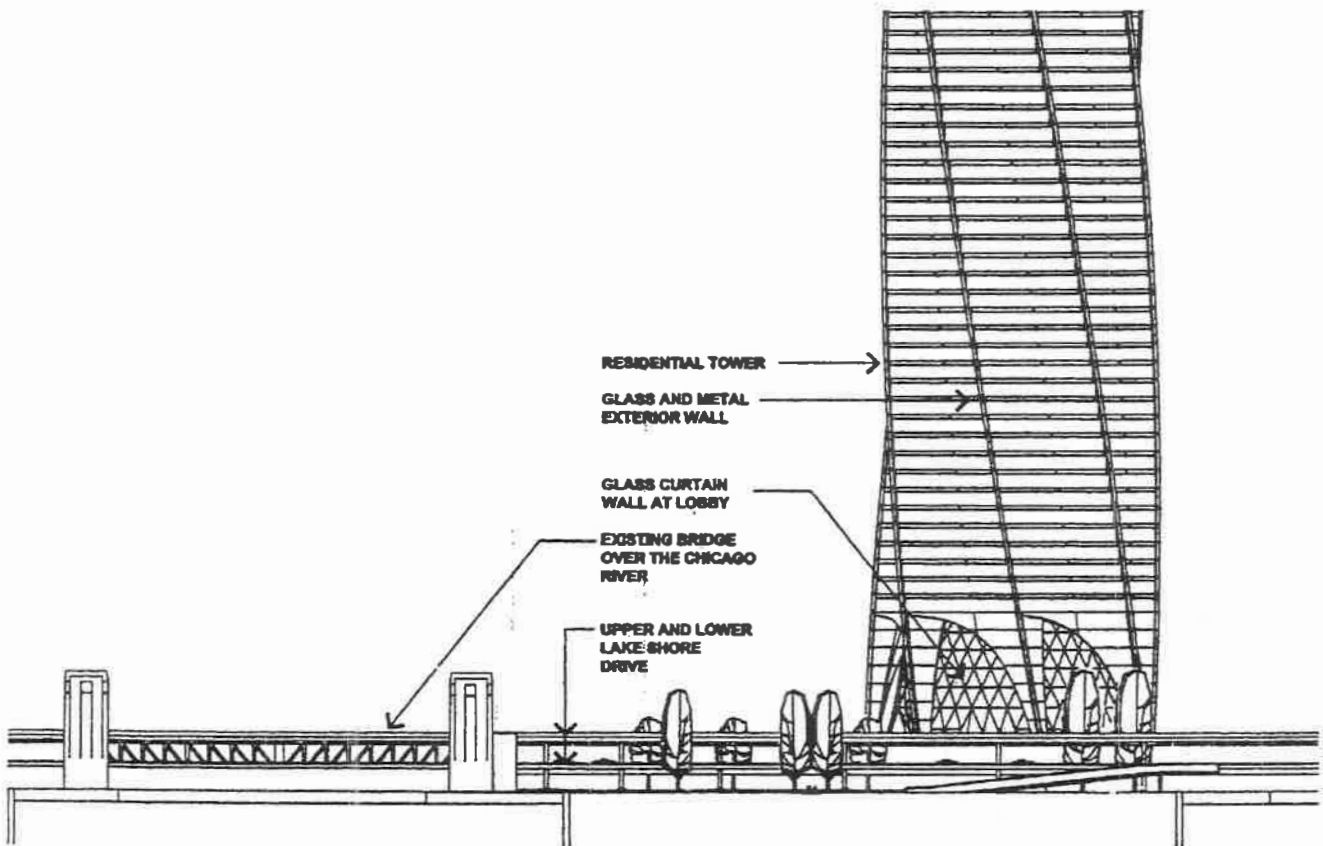


Exhibit 20.

West/East Parking Section.

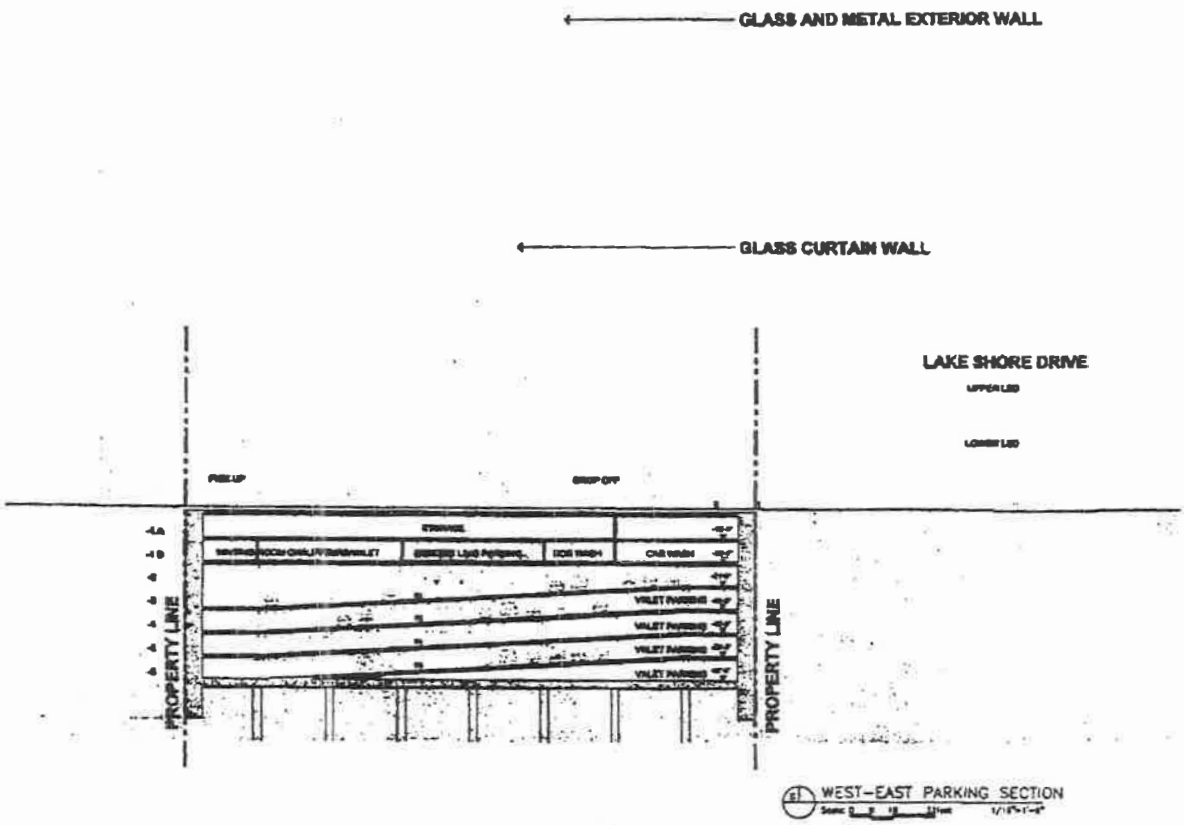


Exhibit 21.

North/South Overview Section.

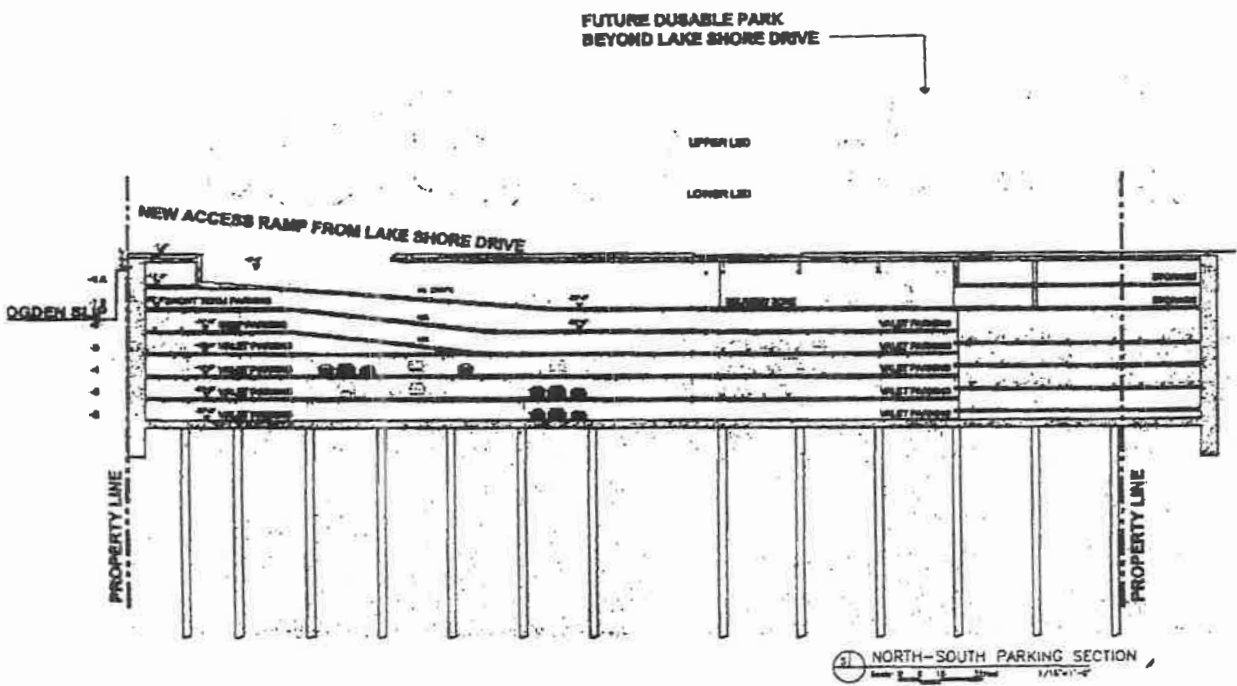
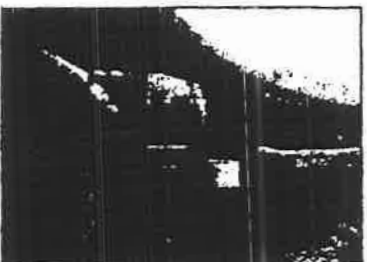
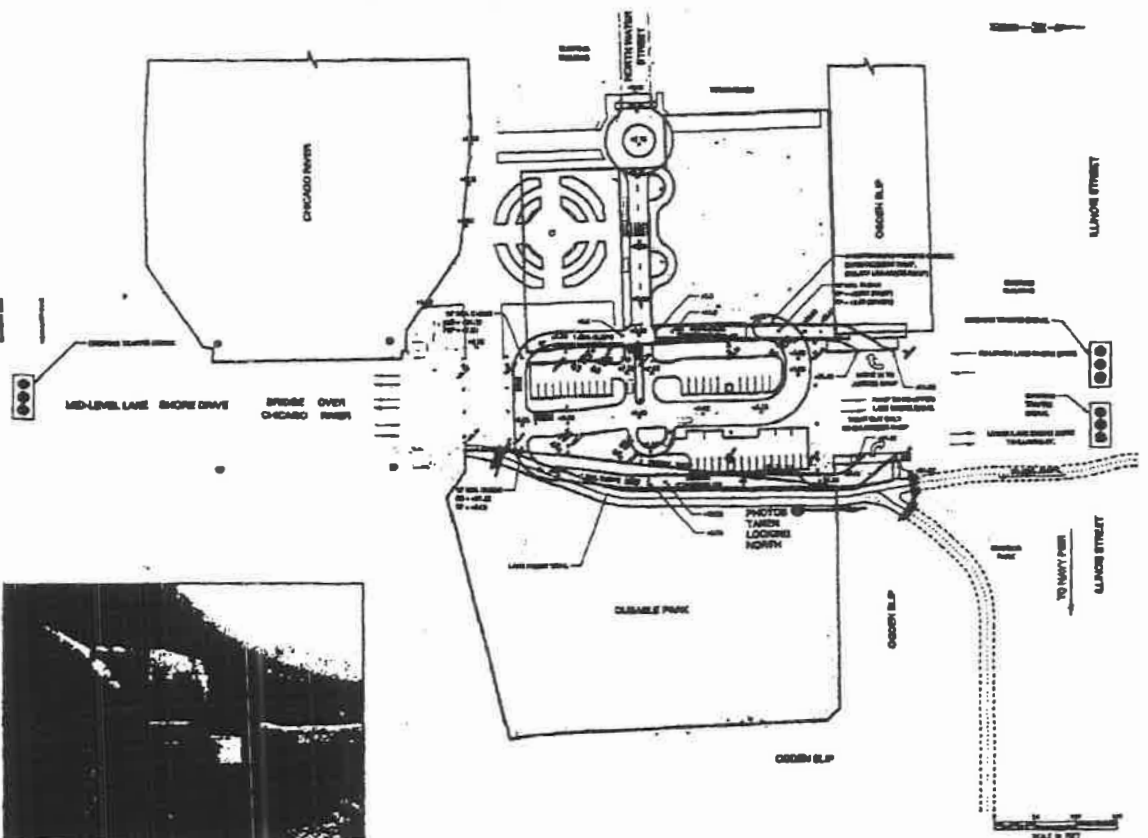


Exhibit 23.

Lake Front Trail Alignment Alternate 2.





City of Chicago
Richard M. Daley, Mayor

Department of Planning
and Development

Lori F. Healey
Commissioner

City Hall, Room 1000
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-4190
(312) 744-2271 (FAX)
(312) 744-2578 (TTY)

<http://www.cityofchicago.org>

December 8, 2006

Mr. Kerry Dickson, Senior Vice President
Related Midwest
350 West Hubbard Street, Suite 301
Chicago, Illinois 60610

Re: Site Plan Approval for Residential-Business Planned
Development No. 368, as Amended; Lakefront Application No.
492

Proposal: The construction of a fifty-eight (58) story residential
tower with three hundred fifty-eight (358) dwelling units, 4,861
square feet of retail space, and an enclosed three hundred
ninety-six (396) space parking garage.

Location: 515 N. Peshtigo Court (Sub-Area F, Parcel P24)

Dear Mr. Dickson:

We have reviewed the Project Data Sheet and plans submitted on
behalf of JER RV2, L.L.C. for the construction of a fifty-eight (58) story
residential tower with three hundred fifty-eight (358) dwelling units,
4,861 square feet of ground-floor retail space, and an enclosed three
hundred ninety-six (396) space parking garage within Sub-Area F,
Parcel P24 of the Planned Development. This submission consists of
the following by Perkins + Will:

- Project Data Sheet (October 3, 2005);
- First Floor Site Plan (October 5, 2005);
- 9th Floor Plan (August 2, 2005);
- Tier 1A Floor Plan (August 2, 2005);
- Tier 2A Floor Plan (August 2, 2005);
- Tier 3B Floor Plan (August 2, 2005);
- West Elevation (August 2, 2005);
- West Elevation - Floors 1-13 (August 2, 2005);
- South Elevation (August 2, 2005);
- South Elevation - Floors 1-13 (August 2, 2005);
- East Elevation (August 2, 2005);
- East Elevation - Floors 1-13 (August 2, 2005);
- North Elevation (August 2, 2005);
- North Elevation - Floors 1-13 (August 2, 2005);
- Composite Roof Plan (October 20, 2006); and
- Landscape Plan by Wolff Clements and Associates (August 2,
2005).



The materials are submitted in accordance with Statement No. 16 of Residential-Business Planned Development No. 368, as amended.

The following are features of the plans submitted:

Floor Area and Dwelling Units. The plans represent a building with 744,959 square feet of floor area and 358 dwelling units. This conforms to the terms of the Development Rights Allocation Agreement, dated February 26, 2004, which allocates to Parcel P24 749,755 square feet of total floor area, 500 dwelling units, and 75,000 square feet of retail floor area from the maximums permitted in Sub-area F by the Planned Development's Bulk Regulations and Data Table (1,499,510 square feet of total floor area; 1,000 dwelling units; and 150,000 square feet of retail floor area).

Height. The ceiling height of the highest habitable floor (57th) is 592' 3"; the "actual" height of the building is 622' 5" at the top of the elevator machine room. This conforms to the Planned Development (Exhibit No. 5 Maximum Height Zones and Statement No. 10) which allows a maximum height of 610' and an "actual" height of 675'.

Setback - Lake Shore Drive. Statement No. 11(a) requires a 40-foot setback from Lake Shore Drive above the level of Lake Shore Drive's elevated roadway. These plans show the projections into that 40-foot setback as permitted by the Minor Change letter dated October 7, 2005.

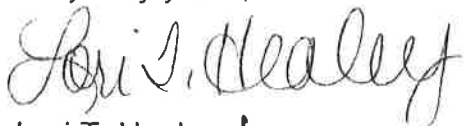
Setbacks - Sidewalk. Statement No. 13 (c) of the amended Planned Development requires a minimum 12' 6"-wide sidewalk to accommodate street trees. Along E. Illinois Street, the plans indicate a 2' 4" building setback, creating a minimum 12' 6"-wide sidewalk as measured from the building face to the curb. Along E. Grand Avenue, the plans indicate a minimum 1' 10" building setback, creating a minimum 13' 8"-wide sidewalk as measured from the building face to the curb. Along N. Peshtigo Court there is a short distance where the building is setback 1' 4", creating only a 9' 8"-wide sidewalk; however, the vast majority of the Peshtigo frontage maintains at least the required 12' 6"-wide sidewalk. While most of the public sidewalk along N. Lake Shore Drive is located beneath the elevated Lake Shore Drive roadway, eliminating the possibility of street trees, the project is providing extensive landscaping with trees as part of the 40'-setback along the street.

Mr. Kerry Dickson
515 N. Peshtigo Ct.
December 8, 2006
Page 3

Other Features. The plans provide for a dog run at ground level along the east side of the building. The Composite Roof Plan provides for vegetated ("green") roof area of at least 6,219 square feet, equivalent to 25% of the calculated net roof area.

Upon review of the material submitted, the Department of Planning and Development has determined that these plans are consistent with, and satisfy, the requirements of the Plan of Development and Lakefront Application No. 492. Accordingly, the Site Plan submittal for Residential-Business Planned Development No. 368, as amended; Subarea F, Parcel P24, 515 N. Peshtigo Court for the construction of a fifty-eight (58) story residential tower with three hundred fifty-eight (358) dwelling units, 4,861 square feet of retail space, and an enclosed three hundred ninety-six (396) space parking garage, is hereby approved as conforming to the Plan of Development as amended and passed by the Chicago City Council on March 29, 2006.

Very truly yours,



Lori T. Healey
Commissioner

Originated by: Fred Deters

cc: Michael Marmo, Terri Haymaker, Kathleen Nelson, Planned Development files



City of Chicago
Richard M. Daley, Mayor

Department of Planning
and Development

Lori T. Healey
Commissioner

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(312) 744-2578 (TTY)

<http://www.cityofchicago.org>

September 28, 2006

John J. George
Attorney At Law
Two First National Plaza
20 South Clark Street
Chicago, Illinois 60603-1903

PD # 368

Re: **Lake Michigan and Chicago Lakefront Protection Ordinance
Waiver, River East Plaza, 415-465 East Illinois Street**

Dear Mr. George:

In response to your letter dated September 27, 2006, please be advised that your request for a Lakefront Protection Ordinance waiver has been considered by the Department of Planning and Development.

On September 13, 2006, an ordinance was introduced into the Chicago City Council as TAD 319 that amends portions of the Lake Michigan and Chicago Lakefront Protection Ordinance. In particular, TAD 319 provides that an Applicant shall provide written notice by *regular* mail upon property owners of the filing of an application instead of the written notice by *certified* or *registered* mail previously required by the Lakefront Ordinance.

On September 14, 2006, an Application was filed under the Lakefront Ordinance regarding River East Plaza at 415-465 E. Illinois St. Pursuant to the provisions of the Chicago Zoning Ordinance, written notice was provided by *regular* mail to property owners within 400 feet of the subject property.

Accordingly, I hereby approve your request for a waiver from the certified or registered mail notice provisions of the Lake Michigan and Chicago Lakefront Protection Ordinance.

Sincerely,

Lori T. Healey
Commissioner

LTH:MRD:tm

cc: Kathleen Nelson, Terri Haymaker, Mike Marmo, DPD files





City of Chicago
Richard M. Daley, Mayor

Department of Planning
and Development

Lori T. Healey
Commissioner

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Chicago, Illinois 60602
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<http://www.cityofchicago.org>

June 6, 2006

Chip Collopy
Shoreline Sightseeing
474 N. Lake Shore Dr., Suite 3511
Chicago, Illinois 60611

RE: 401 N Michigan Avenue (Planned Development #368)
Proposal for Water Taxi Boat Dock

Dear Mr. Collopy:

The Department of Planning and Development (DPD) has reviewed your proposal for boat dock and lower river dock level improvements to 401 N Michigan Avenue that was submitted by the Zeller Realty Group.


Located within zoning planned development #368, the proposed improvements require approval from DPD for accordance within the approved planned development.

Additional clarification is required for the following:

- (1) The only allowed use of the boat dock is for water taxi service.
- (2) The proposed lower dock level riverwalk railing should match the existing river esplanade level ornamental railing, and should be installed with integrated planters planted with seasonal plantings.
- (3) Additional detail and material specifications is required for the proposed staircase that provides access from the river esplanade level to the lower dock level. The base of the staircase should not be anchored to the bridge house, and should match the existing esplanade level articulated fascia. The staircase railing should match the river esplanade level railing.
- (4) Based on our understanding that water taxi boats are not ADA accessible, and that Shoreline has the capacity to transport individuals that require ADA access to an alternate ADA accessible dock, DPD will not require the installation of an exposed chairlift on the lower dock level, unless otherwise directed by the Mayor's Office for People with Disabilities.
- (5) Safety ladder and life rings are required.

Please contact me if you have any questions or need further clarification.

Sincerely,


Nelson Chueng
Coordinating Planner

Cc: M. Doering
T. Haymaker
K. Caisley



A-5947

Yeas -- Aldermen Flores, Preckwinkle, Hairston, Lyle, Beavers, Stroger, Beale, Pope, Balcer, Cárdenas, Olivo, Burke, T. Thomas, Coleman, L. Thomas, Murphy, Rugai, Troutman, Brookins, Muñoz, Zalewski, Chandler, Solis, Ocasio, E. Smith, Carothers, Reboyras, Suarez, Matlak, Austin, Colón, Mitts, Allen, Laurino, Doherty, Natarus, Daley, Tunney, Levar, Shiller, Schulter, M. Smith, Moore, Stone -- 44.

Nays -- None.

Alderman Beavers moved to reconsider the foregoing vote. The motion was lost.

The following are said ordinances as passed (the italic heading in each case not being a part of the ordinance):

Reclassification Of Area Shown On Map Number 1-E.

(As Amended)

(Application Number A-5947)

RBPD 368, 99

Be It Ordained by the City Council of the City of Chicago:

SECTION 1. That the Chicago Zoning Ordinance be amended by changing all the Residential Business Planned Development Number 368 symbols and indications as shown on Map Number 1-E in the area bounded by:

a line 150 feet east of and parallel to North St. Clair Street; East Grand Avenue; North Lake Shore Drive; the centerline of Ogden Slip to a point 439.74 feet east of North Lake Shore Drive; the centerline of the Turning Basin; the north bank of the Chicago River and the line thereof extended eastward where said bank does not exist; North Michigan Avenue; East North Water Street; North St. Clair Street (as now located); East Illinois Street; North St. Clair Street; and the alley next south of East Grand Avenue,

to the designation of Residential-Business Planned Development Number 368, as amended, which is hereby established in the area above described, subject to the provisions of the Plan of Development herewith attached and made a part thereof and to no others.

SECTION 2. This ordinance shall be in force and effect from and after its passage and due publication.

Plan of Development Statements referred to in this ordinance read as follows:

Residential-Business Planned Development Number 368, As Amended.

Plan Of Development Statements.

1. The area delineated herein as "Residential-Business Planned Development Number 368", as amended, consists of approximately one million four hundred seventy-six thousand sixty-four (1,476,064) square feet or thirty-three and eighty-nine hundredths (33.89) acres (exclusive of public rights-of-way and dedicated public open space) of real property as shown on the attached Planned Development Boundary Map (the "Property").
2. This plan of development consists of these twenty (20) statements and the following exhibits: Bulk Regulations and Data Table; an Existing Zoning Map; a Planned Development Boundary and Subareas Map; Development Parcels Map; Maximum Height Zones; Existing and Planned Open Spaces; Pattern of Vehicular Roadways; and Recommended Traffic Improvements. These and no other zoning controls shall apply to the area delineated herein. This plan of development is in conformity with the intent and purpose of the Chicago Zoning Ordinance and all requirements hereof, and satisfies the established criteria for approval as a planned development.
3. The current property owner or an authorized agent shall obtain all required reviews, approvals, licenses and permits in connection with this plan of development. The dedication or vacation of any streets or alleys shall require a separate submittal and approval by the City Council.
4. The requirements, obligations and conditions contained within this planned development shall be binding upon the applicant, its successors and assigns (including any condominium association which is formed) and, if different than the applicant, the legal titleholders and any ground lessors. All rights granted hereunder to the applicant shall inure to the benefit of the applicant's successors and assigns (including any condominium association which is formed) and, if different than the applicant, the legal titleholder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the Property, at the time applications for amendments, modifications or changes (administrative, legislative or otherwise) to this planned development are made, shall be under single ownership or under single designated control. Subject to the subarea/subparcel control provisions of Section 17-8-0400 of the Chicago Zoning Ordinance, single designated control for purposes of this paragraph shall mean that any application to the City for any amendment to this planned development or any other modification or change thereto (administrative, legislative or otherwise) shall be made or authorized by the Equitable Life Assurance Society of the United States or all its successors and assigns as zoning

control party for property located west of Columbus Drive, and by all the successors and assigns to the Chicago Dock and Canal Trust, as zoning control parties for the property located east of Columbus Drive. The board of directors of any condominium association shall represent individual condominium owners.

5. Several subareas are delineated on the attached Planned Development Subarea Map for the purposes of establishing use and density controls in connection with this plan of development. Uses permitted below plus thirty-five (+35) feet Chicago City Datum plus or minus six (\pm 6) feet in respect of design conditions ("Plaza Level") shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification; uses permitted at and above the Plaza Level in the area hereinbefore defined shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District classification, except that in that part of the subject area lying within two hundred (200) feet of North Michigan Avenue uses shall be in general conformity with the Permitted and Special Uses of the DX-16, Downtown Mixed-Use District classification; uses permitted where no Plaza Level exists shall be in general conformity with the Permitted and Special Uses of the DX-12, Downtown Mixed-Use District Classification. Earth station receiving and transmitting dishes, microwave relay dishes and transmitting or receiving dishes shall be permitted. Communication antennas are expressly permitted in Subarea G. In Subarea G, public assembly uses (e.g. observation deck, restaurant, conference rooms) located at an elevation in excess of three hundred fifty (350) feet C.C.D. shall not be permitted uses; between one hundred ten (110) feet C.C.D. and three hundred fifty (350) feet C.C.D., the only permitted public assembly uses shall be a maximum total of five thousand (5,000) square feet of restaurant and a maximum total of five thousand (5,000) square feet of conference rooms. Non-accessory parking shall be a permitted use in Subarea F only. All other controls and regulations set forth herein are made applicable within the general application of this Statement. Uses permitted in DuSable Park (Subarea E) shall be recreational and related uses including but not limited to marinas; tennis courts; and similar facilities. Day care and other community-oriented uses are expressly permitted and strongly encouraged in all areas of the planned development. Agreement on how space for a minimum of one new day care center shall be provided within Subareas B, D or G to service new residents and employees of those subareas must be submitted to, and approved by, the Department of Planning and Development prior to the issuance of any Part II approval for any improvement on Parcels P1, P3, P7, P7A, P8, P18 or P19.
6. For purposes of floor area ratio ("F.A.R.") calculations, the definitions in the Chicago Zoning Ordinance shall apply, with the following exceptions:

(1) in Subarea A, grade is herein established at plus thirty-five (+35) feet Chicago City Datum plus or minus six (± 6) feet in respect of design conditions ("Plaza Level"); (2) in Subarea B, grade is herein established as the curb level of Columbus Drive plus or minus six (± 6) feet in respect of design conditions; (3) space devoted to heating, ventilation, and air-conditioning equipment shall not be included in F.A.R. regardless of location.

7. Any service drives or other ingress or egress lanes shall be adequately designed and paved in accordance with the regulations of the Bureau of Traffic and in compliance with the Municipal Code of the City of Chicago to provide ingress and egress for motor vehicles, including emergency vehicles. Fire lanes shall be adequately designed and paved in compliance with the Municipal Code of the City of Chicago and shall have a minimum of twenty feet to provide ingress and egress for emergency vehicles. There shall be no parking within established fire lanes. Closure of all or part of any public streets or alleys during demolition or construction shall be subject to the review and approval of the Chicago Department of Transportation. All work proposed in the Public Way must be designed and constructed in accordance with the Chicago Department of Transportation Construction Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago.
8. Off-street parking and loading facilities shall be provided in compliance with this plan of development, subject to the review of the Chicago Department of Transportation and approval by the Department of Planning and Development. All parking spaces required to serve buildings or uses shall be located on the same parcel as the building or use served, or (i) if a residential use, within six hundred (600) feet walking distance, or (ii) if a non-residential use, within one thousand two hundred (1,200) feet walking distance. Parking to serve uses in Subarea E may be located underneath or west of Lake Shore Drive.
9. Business and business identification signs shall be permitted within the Planned Development subject to the review and approval of the Department of Planning and Development and to the conditions of Statement 11(e). Temporary signs such as construction and marketing signs may be permitted subject to the aforesaid approvals. Signage for retail and movie theater uses is a special concern. A general signage plan indicating the locations and dimensions of signage for these uses, including all interior signage which is visible from public streets, shall be submitted prior to Part II approval in accord with Statement 16 hereof (Site Plan Review).
10. The height of buildings within the planned development and any appurtenance attached thereto shall be subject to the limitations on the

attached exhibit labeled "Maximum Height Zones". Where maximum height zones have been established, building height shall be defined as follows:

"Building height" is the vertical distance from the curb level, or its equivalent, opposite the center of the front of a building to the highest point of the under side of the ceiling beams of the highest habitable floor, in the case of a flat roof to the deck line of a mansard roof; and to the mean level of the under side of the rafters between the eaves and the ridge of a gable, hip or gambrel roof. (For the purpose of determining height, building tops of the other configurations may be considered to be the type described herein which most closely approximates the shape of the proposed design). However, in no case shall the "actual" height of a building exceed the "maximum height" by more than sixty-five (65) feet.

11. The improvements on individual development sites shall be designed, constructed and maintained in accordance with the exhibits attached hereto and the following general design standards:
 - (a) Buildings along Lake Shore Drive shall be designed to minimize building mass directly facing the Drive. The base along Lake Shore Drive of any such structure shall be limited to the height of Lake Shore Drive. The tower of such structures shall be set back a minimum of forty (40) feet from Lake Shore Drive although encroachments into such setback area for design reasons may be allowed by the Commissioner of Planning and Development as a minor change pursuant to Section 17-13-0611 of the Chicago Zoning Ordinance. This forty (40) foot setback area shall be heavily landscaped with trees and other greenery so as to be visible from the Drive.
 - (b) Landscaping of buildings at terraces, rooftops, and balconies shall be provided wherever possible and appropriate. Buildings shall be designed with upper level architectural features that are lit at night wherever possible. Mechanical equipment on rooftops shall be screened with quality materials, and made a feature of the building design, where appropriate.
 - (c) Buildings shall be setback from the property line, if necessary, to achieve a minimum of twelve (12) feet, six (6) inches in sidewalk width to accommodate street trees. No awnings, canopies, or other building projections shall be allowed that would interfere with street tree canopies except at entrances to hotels or movie theaters.

- (d) Building designs that reflect divisions into base, middle, and top, that have setbacks, cornice lines, changes in plane or materials, articulated surfaces, or other methods of reducing the scale and mass are encouraged. Preferred building materials shall be stone, manufactured stone, brick, finished metal such as stainless steel, or articulated pre-cast concrete in combination with glass at the base. Exposed structural concrete, E.I.F.S. or other stucco-like material, or reflective glass shall not be allowed. Materials of upper stories shall be similar to those of the lower, however, the level of detailing may be simplified.
- (e) Buildings shall be designed with clearly delineated signage bands. The quality and amount of signage shall be strictly controlled. The total square footage displayed on any building shall be limited to no more than six (6) times the street frontage on any given street. Preference shall be given to pin-mounted back lit signs with individual letters that are externally lit. Signs behind glass that are visible from the sidewalk shall count toward the permitted sign area. The area of a sign that consists of individual letters shall be measured by drawing a box around the letters. Graphic images which depict tenant logos or products or which may otherwise be construed as advertising shall count as signage in their entirety. Signage on awnings shall be allowed on the valance only, with a maximum of five (5) inch high letters limited to tenant identification or logos only. No electronic moving message board signs shall be allowed. Rooftop signs shall be prohibited.
- (f) No new surface parking lots except interim lots approved by the Commissioner of Planning and Development shall be allowed. No surface parking lot shall be allowed on the seventy thousand (70,000) square foot "Kraft" park site in Subarea F, except for that area not contained within any interim park. Maximum effort shall be made to contain parking in below-ground structures. Above-grade parking structures shall be enclosed, fronted by habitable space, or otherwise designed so as to have a similar appearance to habitable spaces in terms of finish, materials, the shape and scale of openings, and the screening of ramps, car lights and ceiling fixtures. Any parking structures facing the Chicago River must be fronted by habitable space or completely enclosed and well articulated at all levels. The first floor of all structures facing Illinois Street, Grand Avenue, McClurg Court, Park Drive, or Columbus Drive shall maximize space with active uses such as retail, day care, restaurants, et cetera. Parking structures shall also contain provisions for planting at the base, the roof or at mid-height ledges.

- (g) Loading docks shall be concealed from public view through screening or landscaping. Curb cuts for loading docks shall be minimized.
- (h) The new roadway structure at upper-level Illinois Street shall be finished in highly articulated stone, pre-cast concrete, or other quality material, with particular attention given to views of the structure from Columbus Drive. Terraced planting, pedestrian lighting, decorative railings, banners and other features shall be used to create a major pedestrian amenity. A major water feature shall be installed at the intersection of upper-level Illinois Street and the N.B.C. Plaza. The underside of upper Illinois shall be appropriately lit, structural columns shall be covered and other elements shall be added to create a safe, well-lit connection to Michigan Avenue.
- (i) The completion of the riveredge esplanade shall be required of the developers of Parcels 14 and 16 and Parcel 18. Such public spaces shall be developed with the same quality and character of amenities as the existing esplanade adjacent to these areas. In addition, the developer of Parcel 18 shall be responsible for the development of pedestrian access to DuSable Park under Lake Shore Drive. Such access shall be well-lit, suitably paved and finished so as to provide safe, attractive and convenient access to the park from the river esplanade. All plans for pedestrian access to DuSable Park from Parcel 18 shall be subject to detailed review and approval by the Department of Planning before the issuance of any Part II approval letters. Further, the owner(s) of Parcel 18 shall cooperate with the Department of Planning and Development, the Chicago Department of Transportation and the Chicago Park District in order to acquire any rights and/or privileges necessary in the north/south section of vacated East River Drive in order to provide vehicular access from the terminus of East North Water Street to DuSable Park. The owner(s) of Parcel 18 shall pay all the costs incurred in such an acquisition.
- (j) The developer of Parcel 19 shall develop the following public improvements indicated on Exhibit 6 -- Existing and Planned Open Spaces concurrently with the development of Parcel 19: a pedestrian walkway from East North Water Street to Ogden Slip and an extension of the Ogden Slip promenade to Lake Shore Drive. The pedestrian walkway from East North Water Street to Ogden Slip shall be developed with the same quality and character of amenities as the existing walkway from the River Esplanade to East North Water Street. The extension of the Ogden Slip promenade shall be developed with the same quality and character

of amenities as the existing promenade adjacent to it. In the event that DuSable Park is developed before Parcel 19 is developed, the owner(s) of Parcel 19 shall construct and maintain a temporary pedestrian connection along the slip. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of twenty (20) feet in width. The path shall be increased in width to thirty (30) feet during the construction of DuSable Park. Metal railings shall be installed along either side of the pedestrian walkway near the slip edge and on the side adjacent to Parcel 19. In the event that vehicular access from the terminus of East North Water Street to DuSable Park is acquired as described in paragraph 11(i) hereinabove then the pedestrian path along Ogden Slip shall be reduced in width to twelve (12) feet. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development.

In addition, pedestrian access along Ogden Slip under Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The Chicago Park District and the owner(s) of Parcel 19 shall jointly share the cost and responsibility of improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive and convenient access to the park from the Ogden Slip promenade. However, if Parcel 19 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 19 shall place in escrow money equivalent to one-half ($\frac{1}{2}$) the cost of constructing such a connection, as determined by a mutually acceptable third party. In addition, at the time at which Part II approval for Parcel 19 is granted, the owner(s) of Parcel 19 shall provide to the City of Chicago Two Hundred Fifty Thousand and no/100 Dollars (\$250,000.00) for the development of pedestrian access to DuSable Park.

All plans for these improvements shall be subject to detailed review and approval by the Department of Planning and Development before the issuance of any Part II approval letters.

- (k) All improvements to be constructed within this planned development for which Part II approval letters are issued after the date of City Council approval of this amended planned development shall comply with the Department of Planning and Development Building Green/Green Roof Matrix and the owners shall use best and reasonable efforts to design, construct and maintain all buildings located within this planned development in

a manner generally consistent with the Leadership in Energy and Environmental Design Green Building Rating System ("L.E.E.D."). A dog-run shall be located within Subarea G.

12. Publicly dedicated improvements, including streets, sidewalks, transit and open space amenities shall be designed, constructed and maintained in accordance with the exhibits described in Statement 2 hereof and the "Cityfront Center Internal Design Standards, Section I, dated September 12, 1986.
13. The Property owner(s) adjacent to the Chicago River shall develop a continuous pedestrian esplanade along the Chicago River's edge. Completion of the esplanade will occur as follows:
 - (a) The east right-of-way line of McClurg Court to the west right-of-way line of Lake Shore Drive shall be improved concurrently with development of adjacent parcels south of East North Water Street (Parcels 14, 16 and 18). In the event that DuSable Park is developed before Parcel 18 is developed, the owner(s) of Parcel 18 shall construct and maintain a temporary pedestrian connection along the river. These improvements shall consist of a paved (asphalt or better) pedestrian walkway, a minimum of ten (10) feet in width. Metal railings shall be installed along either side of the pedestrian walkway near the river's edge and on the side adjacent to the development parcel. The design of these improvements shall be subject to the approval of the Commissioner of Planning and Development; and
 - (b) The west right-of-way line of Lake Shore Drive to DuSable Park shall be constructed concurrently with the construction of DuSable Park. The Chicago Park District and the owner(s) of development parcels immediately west of Lake Shore Drive shall jointly share the cost and responsibility of improvements underneath Lake Shore Drive, subject to approval of the State of Illinois to make such improvements. Such access shall be well-lit, suitably paved, and finished so as to provide safe, attractive, and convenient access to the park from the river edge esplanade. However, if Parcel 18 should be developed before the construction of DuSable Park, then the owner(s) of Parcel 18 shall place in escrow money equivalent to one-half the cost of constructing such a connection, as determined by a mutually acceptable third party. In addition, at the time at which Part II approval for Parcel 18 is granted, the owner(s) of Parcel 18 shall provide to the City of Chicago Two Hundred Fifty Thousand and no/100 Dollars (\$250,000.00) for the development of pedestrian access to DuSable Park.

14. The Open Space Plan attached hereto (Exhibit 6) calls for a new seventy thousand (70,000) square foot park on Peshtigo Court, between Illinois Street and Grand Avenue. The owners of the adjacent development parcel (Parcel P21) shall be responsible for developing this new publicly-accessible park concurrently with Parcel 21. Permanent development of this park shall take place on top of an underground parking garage; however, should such development not be immediately feasible, a fully-appointed interim park shall be installed on the site until such time as the permanent park is constructed. This interim park shall be completed and open to the public by June 1, 2004, unless construction has started on permanent park and underground garage. The interim park may have an impermeable surface of asphalt or other material. The interim park is to be enclosed by a five (5) foot decorative metal fence which is to be located in the approximate footprint of the Kraft building, except along North Peshtigo Court where the fence is to be setback twelve (12) feet from the west curb of North Peshtigo Court. The interim park is to be no less than fifty (50,000) square feet in size and is to be covered by at least seventy-five percent (75%) with landscape materials which may be located in raised planter boxes and other containers. The interim park shall be open to the public from sunrise to sunset. Within forty-five (45) days of the adoption and publication by City Council of this amendment to the Planned development, the owner of the interim park site shall provide to the Commissioner a site plan for the interim park which complies with the provisions of this statement. The owner of the property on which the interim park is located shall be responsible for the maintenance of the interim park. The Commissioner of Planning and Development must approve the site plan for either a permanent or an interim park. The Commissioner of Planning and Development must approve the site plan for a permanent park before Part II approval is granted for Parcel P21. The City will not issue a final certificate of occupancy for Parcel P21 unless construction has started on the permanent park in accord with an approved site plan. After August 1, 2004, all surface parking lots in Subarea F shall be landscaped in accord with the Landscape Ordinance. All sidewalks in Subarea F shall remain open and be maintained in good condition.
15. Traffic studies completed by developers and the City of Chicago project significant peak hour traffic volume increases on Illinois Street and Grand Avenue in particular as a result of new development. Some excess roadway capacity is available to handle this increased traffic, but a number of geometric, signal timing and parking control measures are recommended in addition to active transportation management in the Illinois-Grand Corridor. Accordingly, no Part II submittal shall be approved without a firm agreement between the developer and the Chicago Department of Transportation regarding the timing and responsibility for any recommended traffic improvements described in Exhibit 8 hereof for

streets adjoining the development site. Membership and participation in the Illinois-Grand Corridor Transportation Management Association shall also be required prior to the issuance of any Part II development approval.

16. Prior to the issuance by the Department of Planning and Development of a determination pursuant to Section 17-13-0610 of the Chicago Zoning Ordinance ("Part II approval") for development or redevelopment of any development parcels within the Planned development, other than alterations to existing buildings which do not increase their height or alter their footprint, a site plan for the proposed development, including parking areas, shall be submitted to the Commissioner of the Department of Planning and Development for approval. Review and approval of the site plan by the Commissioner is intended to assure that specific development proposals conform with the general design standards in Statement 11 and to ensure coordination of public improvements described in Statements 12 through 15 at an early stage. No Part II approval for work for which a Site Plan must be submitted to the Commissioner shall be granted until the Site Plan has been approved by the Commissioner. Further, all Part II submittals shall be in compliance with the Chicago Landscape Ordinance.

Following approval of a Site Plan by the Commissioner, the approved plan shall be kept on permanent file with the Department of Planning and Development and shall be deemed to be an integral part of this planned development. Notwithstanding the foregoing provisions, a site plan for the proposed development of Parcel 18 and Parcel 19 shall be submitted to the Chicago Plan Commission for approval prior to Part II approval. The approved Site Plan may be changed or modified pursuant to the minor change provisions of Section 17-13-0610 of the Chicago Zoning Ordinance.

A Site Plan shall, at a minimum, provide the following information with respect to the proposed improvements:

- (1) the boundaries of the Property;
- (2) the footprint of the improvements;
- (3) location and dimensions of all loading berths;
- (4) preliminary landscaping plan prepared by a landscape architect with final landscaping plan to be approved at Part II stage;
- (5) all pedestrian circulation routes;
- (6) the location of any adjacent public improvements;
- (7) a signage plan for any building where retail or theater uses would be present above the ground level;

- (8) preliminary elevations of the improvements; and
- (9) statistical information applicable to the Property limited to the following:
 - (a) floor area and floor area ratio;
 - (b) uses to be established;
 - (c) building heights; and
 - (d) all setbacks, required and provided.

A Site Plan shall include such other information as may be necessary to illustrate conformance with the applicable provisions of this planned development.

- 17. If any provision of this planned development amendment shall, to any extent, be invalid or unenforceable, the remainder of this planned development amendment shall not be affected thereby, and each provision of the planned development amendment shall be valid and enforceable to the fullest extent of the law.
- 18. The terms, conditions and exhibits of this planned development ordinance may be modified administratively by the Commissioner of the Department of Planning and Development upon the request of the applicant and after a determination by the Commissioner of the Department of Planning and Development that such a modification is minor, appropriate and consistent with the nature of the improvements contemplated in the Planned development and the purposes underlying the provisions hereof. Any such modification shall be deemed to be a minor change in the Planned development as contemplated by Section 17-13-0611 of the Chicago Zoning Ordinance.
- 19. It is in the public interest to design, construct and maintain the project in a manner which promotes, enables and maximizes universal access throughout the Property. Plans for all buildings and improvements on the Property shall be reviewed and approved by the Mayor's Office for People with Disabilities ("M.O.P.D.") to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
- 20. The applicant acknowledges that it is in the public interest to design, construct and maintain all buildings in a manner that promotes and maximizes the conservation of natural resources. The applicant shall use

best and reasonable efforts to design, construct and maintain all buildings located within the Property in a manner generally consistent with the Leadership in Energy and Environmental Design ("L.E.E.D.") Green Building Rating System. Copies of these standards may be obtained from the Department of Planning and Development.

[Existing Zoning Map; Planned Development Boundary and Subarea Map; Planned Development Parcels Map; Maximum Height Zones; Existing and Planned Open Spaces; Pattern of Vehicular Roadways; General Site and Floor Plans; Landscape Plans; and Building Elevations referred to in these Plan of Development Statements printed on pages 74091 through 74115 of this *Journal*.]

Bulk Regulations and Data Table and Recommended Traffic Improvements referred to in these Plan of Development Statements read as follows:

Residential-Business Planned Development Number 368, As Amended.

Exhibit 1.

Bulk Regulations And Data Table.

Subarea	Net Site Area see note (1) <u>Square Feet</u> Acres	Maximum Retail Square Feet (1,000s)	Maximum Commercial Square Feet (1,000s)	Maximum Hotel Rooms	Maximum Dwelling Units	Maximum Floor Area Ratio
A	<u>380,796</u> 8.74	540 see note (5)	5,259	1,800	Permitted see notes (2) and (3)	13.81 see note (6)
B	<u>183,449</u> 4.21	40	2,482	2,000	400 see note (8)	13.53 see note (7)
C	<u>122,303</u> 2.81	140	850	540	630	12.72
D	<u>361,234</u> 8.29	170	500	0	2,350	8.60

Subarea	Net Site Area see note (1) <u>Square Feet</u> Acres	Maximum Retail Square Feet (1,000s)	Maximum Commercial Square Feet (1,000s)	Maximum Hotel Rooms	Maximum Dwelling Units	Maximum Floor Area Ratio
E	<u>232,841</u> 5.34	0	5 see note (4)	not permitted	not permitted	0.02
F	<u>100,436</u> 2.31	150	0	0	1,000	14.93
G	<u>95,005</u> 2.18	50	350	150	300	10.00
TOTAL	<u>1,476,064</u> 33.89	1,090	9,446	4,490	4,680 see note (2)	9.97

Gross Site Area = Net Site Area: 1,476,064 square feet (33.89 acres) plus area in or proposed to be in public right-of-way: 940,843 square feet (21.60 acres) plus area in or proposed to be in public parks or open space: 387,319 square feet (8.89 acres) = 2,804,226 square feet (64.38 acres).

	Minimum	Maximum
Off-Street Parking:		
Business Uses:	1:5,000 square feet	as determined by D.P.D. in consultation with C.D.O.T.
Hotel Uses:	1:4 rooms	
Residential Uses:	55% dwelling unit	
Non-Accessory Parking (allowed in Subarea F only):	200 spaces	500 spaces
Off-Street Loading:	Per DX-12 requirements	
Minimum Peripheral Setbacks:	Sufficient to allow for street trees and pedestrian walkways (minimum of 12 feet, 6 inches from building to curb face)	
Minimum Upper Level Setbacks:	40 feet from Lake Shore Drive at level of Upper Lake Shore Drive.	

Footnotes:

- Note (1): For the purpose of this Planned Development "Net Site Area" shall equal the entire land area (at Plaza Level where such is established, and otherwise at grade) within the boundaries of the planned development, less the area now dedicated or proposed to be dedicated to public use.
- Note (2): Dwelling units shall be permitted in Subarea A of this Planned Development subject to the provisions of the DX-16, Downtown Mixed-Use District classification. Any such units so built will not affect the total of four thousand six hundred eighty (4,680) dwelling units permitted in Subareas B, C, D, F and G. Dwelling units are permitted below the second (2nd) floor in all subareas except Subarea B.
- Note (3): For purposes of exchange of uses, a hotel room shall be equal to zero and five-tenths (0.5) dwelling unit. The permissible number of hotel rooms within the planned development shall not exceed four thousand four hundred ninety (4,490) rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses.
- Note (4): Although Subarea E (DuSable Park) has been dedicated to public park use, it is included in Net Site Area because a maximum of five thousand (5,000) square feet of park and recreation-related floor area may be constructed within its boundaries.
- Note (5): Assumes four hundred ten thousand (410,000) square feet allocated to development Parcels P4 and P5 and the remaining one hundred thirty thousand (130,000) square feet allocated to remaining development parcels within Subarea A.
- Note (6): Assumes floor area allocated to existing buildings as follows: 401 North Michigan (seven hundred sixty thousand two hundred forty-one (760,241) square feet), University of Chicago Gleacher Center (two hundred forty thousand (240,000) square feet), NBC Tower (nine hundred twelve thousand (912,000) square feet); and to future development parcels as follows: P1 (seven hundred seventy-six thousand two hundred fifty (776,250) square feet); P3 (nine hundred seventy thousand (970,000) square feet) and P4/P5 (one million six hundred thousand (1,600,000) square feet).
- Note (7): Assumes floor area allocated to existing Sheraton Hotel at eight hundred sixty thousand three hundred seventy-nine (860,379) square feet and future development Parcels P7, P7A and P8 at one million six hundred twenty-one thousand two hundred ninety (1,621,290) square feet.
- Note (8): For purposes of exchange of uses, a hotel room shall be equal to zero and five-tenths (0.5) dwelling unit above the four hundred (400) permitted. The permissible number of hotel rooms within the planned development shall not exceed four thousand four hundred ninety (4,490) rooms. Ballrooms, meeting rooms, exhibition space, restaurant facilities and hotel-associated retail shall be deemed "accessory hotel uses" and shall be charged against commercial uses. Accessory hotel uses on Parcels P7, P7A, and P8 combined shall not exceed fifty thousand (50,000) square feet.

*Exhibit 8.**Recommended Traffic Improvements.*

The following is a summary prepared by the Chicago Department of Transportation of the traffic impacts and proposed mitigation efforts for the River East, Grand Pier and North Bridge developments along the Illinois-Grand corridor, as described in traffic studies prepared by traffic consultants for the developers and the City (KLOA and Barton-Aschman, respectively):

General Impacts.

The three (3) developments will generate roughly three thousand (3,000) trips, one thousand six hundred (1,600) inbound, one thousand four hundred (1,400) outbound during the P.M. peak hours. About one thousand three hundred fifty (1,350) trips, (seven hundred fifty (750) inbound, six hundred (600) outbound) will be generated during A.M. peak hours.

There will be traffic volume increases on East Illinois Street and East Grand Avenue, between North State Street and North Lake Shore Drive, of roughly five hundred (500) to seven hundred (700) vehicles per hour during the P.M. peak hours. During the A.M. peak hours, traffic volume will increase on East Illinois Street and East Grand Avenue by roughly two hundred (200) to three hundred (300) vehicles per hour. Existing peak volumes on East Illinois Street and East Grand Avenue range between one thousand (1,000) and one thousand five hundred (1,500) vehicles per hour; with these developments, volumes would range between one thousand five hundred (1,500) and two thousand (2,000) vehicles per hour.

Some excess capacity is available to handle this increased demand, but a number of geometric, signal timing, and parking control measures are recommended to further accommodate this increase in traffic.

Geometric and Signal Operations Improvements.

In order to increase overall intersection capacity and address heavy traffic circulation demand, it is proposed to widen North McClurg Court between North Illinois Street and East Grand Avenue to provide double left turn lanes northbound at Grand and southbound at East Illinois. McClurg would be further widened on the west side to provide a drop-off lane at the proposed residential building.

It is also proposed to widen North McClurg Court between East Ohio Street and East Grand Avenue to provide separate southbound right turn and through traffic lanes, and to provide a smoother northbound alignment through the East Grand Avenue intersection. The right-of-way for this widening would need to be obtained from the adjacent property owners.

The traffic signals at McClurg-Grand and at McClurg-Illinois would be modified to accommodate the street widening and to provide left turn arrow signal indications for northbound traffic at East Grand Avenue and southbound traffic at East Illinois Street.

On East Grand Avenue at North State Street, the C.T.A. subway entrances at the northeast and northwest corners will be relocated out of the East Grand Avenue right-of-way. This will allow the widening of East Grand Avenue at this intersection to provide four (4) westbound lanes compared with the three (3) lanes currently available at this "bottleneck" location.

Restriping of various street segments is proposed in an effort to make more efficient use of pavement space and increase traffic capacity. Striping of left turn lanes, where appropriate, would be done on North State Street, North Wabash Avenue and North Rush Street at their intersections with Illinois Street, East Grand Avenue, East Ohio Street and East Ontario Street. East Illinois Street would be restriped at North Columbus to provide three (3) through lanes, and separate left turn and right turn lanes.

Parking Controls.

Metered on-street parking generally will need to be eliminated on East Illinois Street and East Grand Avenue from North State Street to North Lake Shore Drive in order to provide additional traffic capacity or to make the curb lane available for various pickup/drop-off activities. Sufficient off-street parking, provided as part of these developments, is intended to satisfy the demand for parking in the corridor.

It is proposed to eliminate parking on East Illinois Street from State Street to North Michigan Avenue in order to provide three (3) eastbound traffic lanes, compared with the two (2) existing lanes. This increase in traffic capacity is needed to handle the increased demand on this segment of East Illinois Street.

It is proposed to eliminate parking on the south side of East Grand Avenue east of North Columbus Drive to provide a separate left turn lane on East Grand

Avenue at the approach to the North Columbus Drive signal. This would increase the through traffic capacity by removing the turning movements from the adjacent through traffic lane.

Parking would also be eliminated on both sides of East Grand Avenue east of North McClurg Court, in order to provide separate left turn and right turn lanes on the approach to the traffic signal. Again, traffic capacity would be increased by segregating the through and turning traffic movements.

The elimination of parking is also proposed on the south side of East Ontario Street at North Fairbanks Court in order to provide a westbound left turn lane on East Ontario Street. The striping of an optional through-left lane was also recommended as a further capacity improvement, although conflicts between turning vehicles and pedestrians in the south crosswalk will require further analysis.

Transportation Management.

Active traffic management in the corridor will be undertaken by the Transportation Management Association which has been established. The T.M.A. will meet to exchange information on traffic operations needs and problems, changing development conditions, construction activities, special events, and other factors which may affect transportation in the corridor. Various City agencies, including C.D.O.T., Planning, Police, Streets and Sanitation, and the C.T.A., will coordinate efforts with corridor property managers to address evolving transportation demands.

Strict enforcement of existing and proposed parking restrictions will be necessary to ensure that street space needed for traffic capacity is available. Of particular concern is the need to keep East Illinois Street clear, east of Columbus; East Grand Avenue, west of North Michigan Avenue; East Ohio Street, west of North Michigan; and East Ontario Street, west of North St. Clair Street. Improved public transit service as appropriate to serve the needs of the corridor will be developed. C.D.O.T. and the T.M.A. will be reviewing service needs and developing strategies for best providing public transportation, whether through modifications of C.T.A. service or additional shuttle bus operations.

Site Specific Improvements.

Parcels 4 and 5: The proposed lower level loading dock layout requires a number of traffic control measures in order to mitigate the potential effect on East

Illinois Street traffic. These measures include prohibition of on-street loading, provision of a dock master during loading dock hours, limitation on loading dock hours to prohibit backing maneuvers between 7:00 A.M. and 9:00 A.M. and between 4:00 P.M. and 7:00 P.M., Monday through Friday, and implementation of loading dock control as part of an overall Traffic Management Plan to be implemented by the Illinois-Grand Corridor Transportation Management Association.

Parcels P7, P7A and P8: There should be no curb cuts on East Illinois Street. Curb cuts providing access to loading docks should be located only on Lower North Water Street or North New Street.

Parcels P9 and P13: The increase in hotel development along East Columbus Drive between East Grand Avenue and East Illinois Street and along North Park Drive between Illinois and North Water Streets will concentrate taxi and other traffic movement in this area. Signing and striping is needed to prevent traffic from driving across East Illinois Street in order to access North Park Drive rather than turning left onto eastbound East Illinois Street. Vaulted sidewalks are also indicated in the public way on both East Grand Avenue and East Illinois Street. Although vaulted sidewalks are not generally recommended, they are acceptable in this instance to allow for the placement of parking underground.

Parcels P14 and P16: The vacation of East River Drive east of East McClurg Court may result in hundreds of residential units being accessed from a single cul-de-sac street, North Water Street east of East McClurg Court. The sewer on North Water Street is seven (7) to eight (8) feet below the pavement, and its reconstruction at some time in the future, or any other significant utility maintenance, could severely restrict access to these residences. Widening of East North Water Street to forty-four (44) feet from its existing forty (40) foot width is recommended in order to provide more flexibility to maintain two-way traffic in the event of any future construction activities.

The Kraft Building Site: There is no objection to vacating East Peshtigo Court in the future. If North Peshtigo Court is eliminated and another north/south street is added, its location must be checked with respect to the location of the drop-off lanes on East Illinois Street at North Pier terminal. If North Peshtigo Court is retained, adding another north/south street between North Peshtigo Court and North McClurg Court is not recommended.

Parcels P18 and P19: A.D.A. accessibility of any pedestrian bridge which may be built across Ogden Slip should be reviewed.

Exhibit 3.

Planned Development Boundary And Subarea Map.

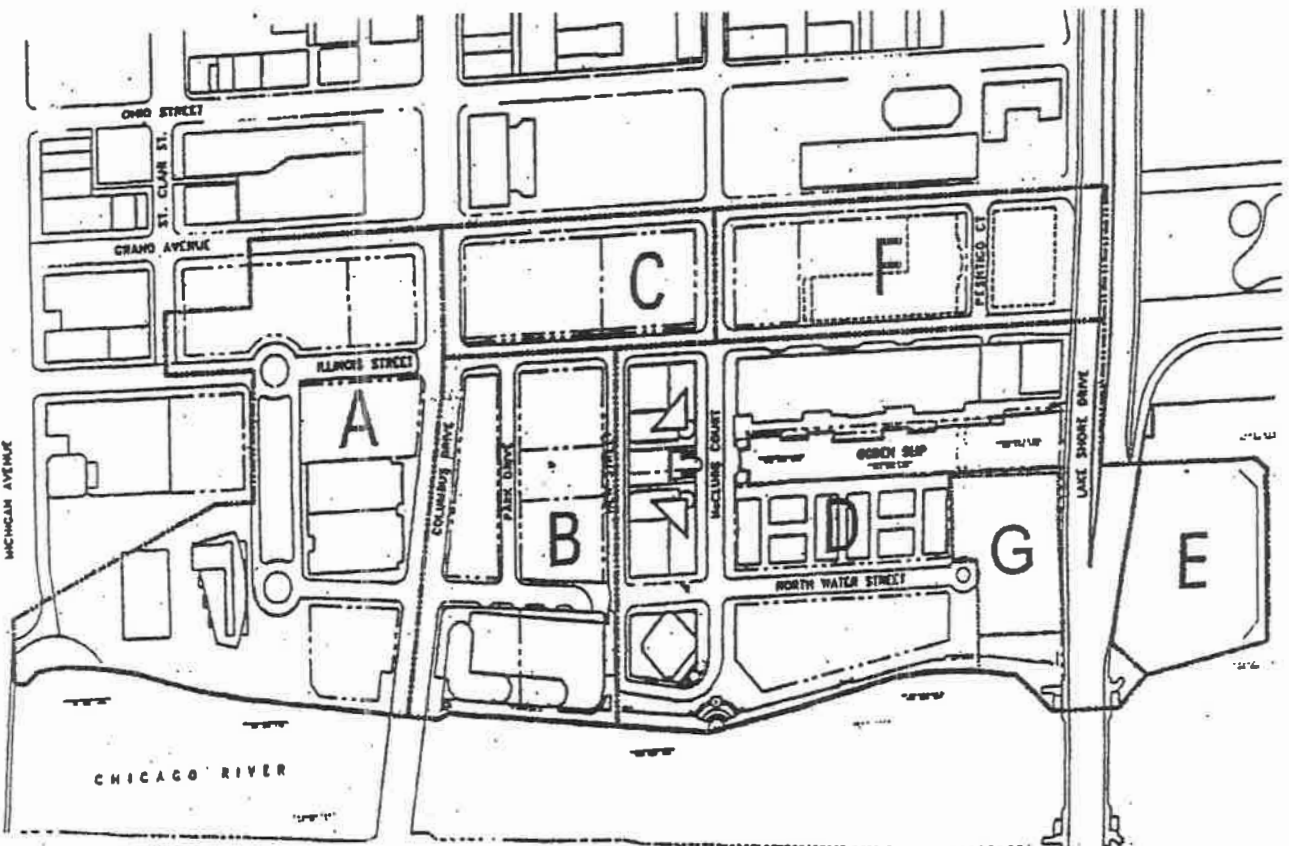


Exhibit 4.

Planned Development Parcels Map.

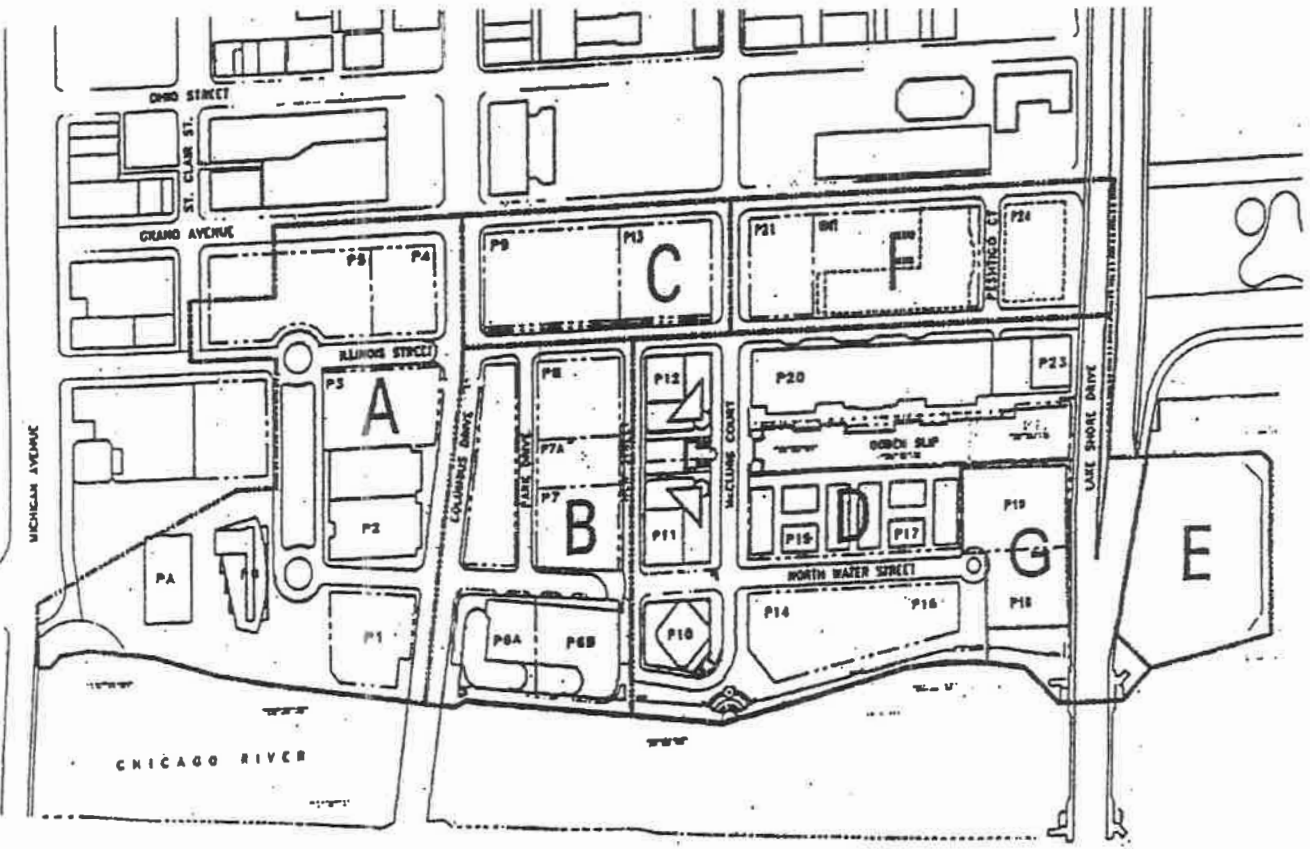
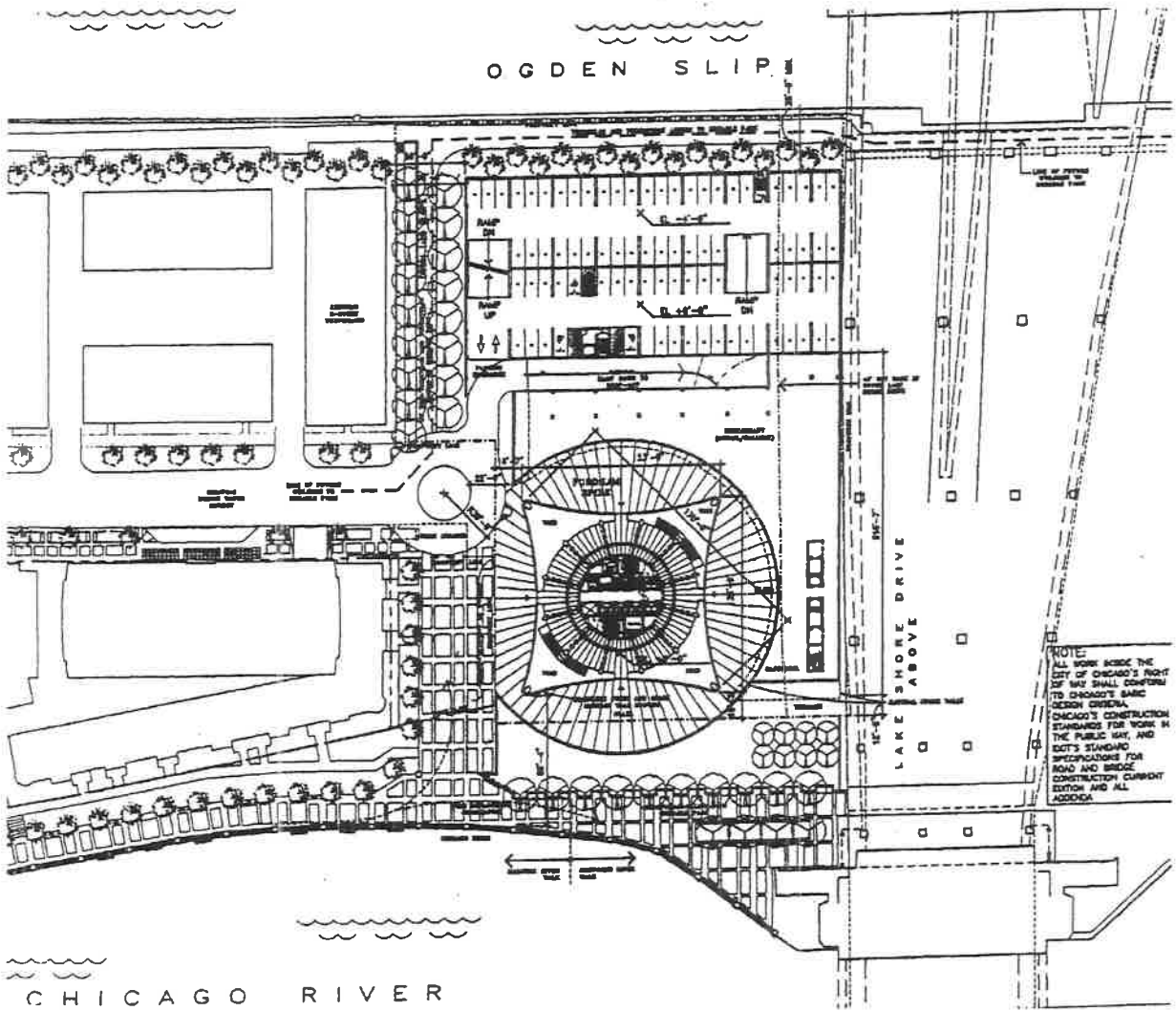


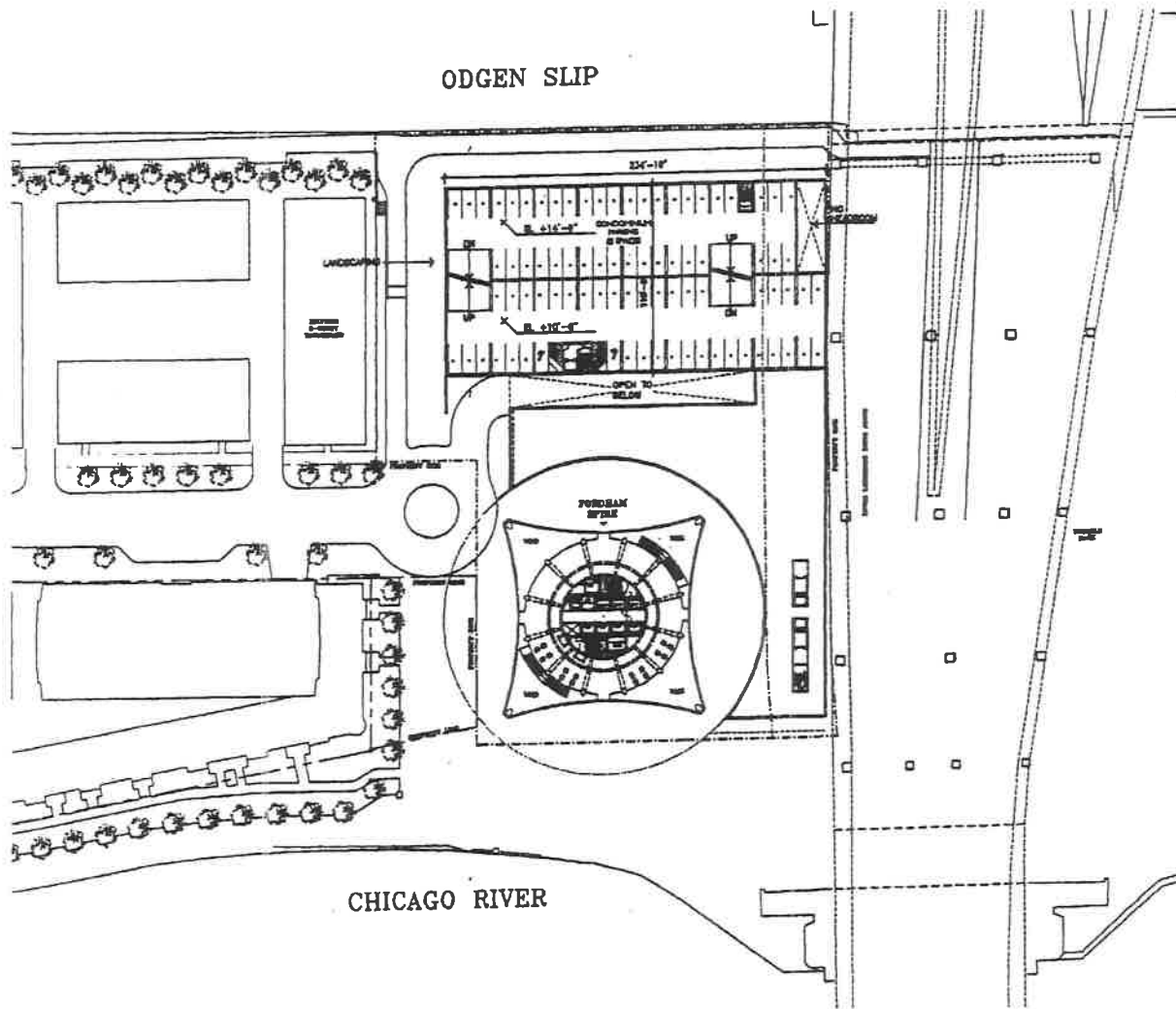
Exhibit 5.
Maximum Height Zones.



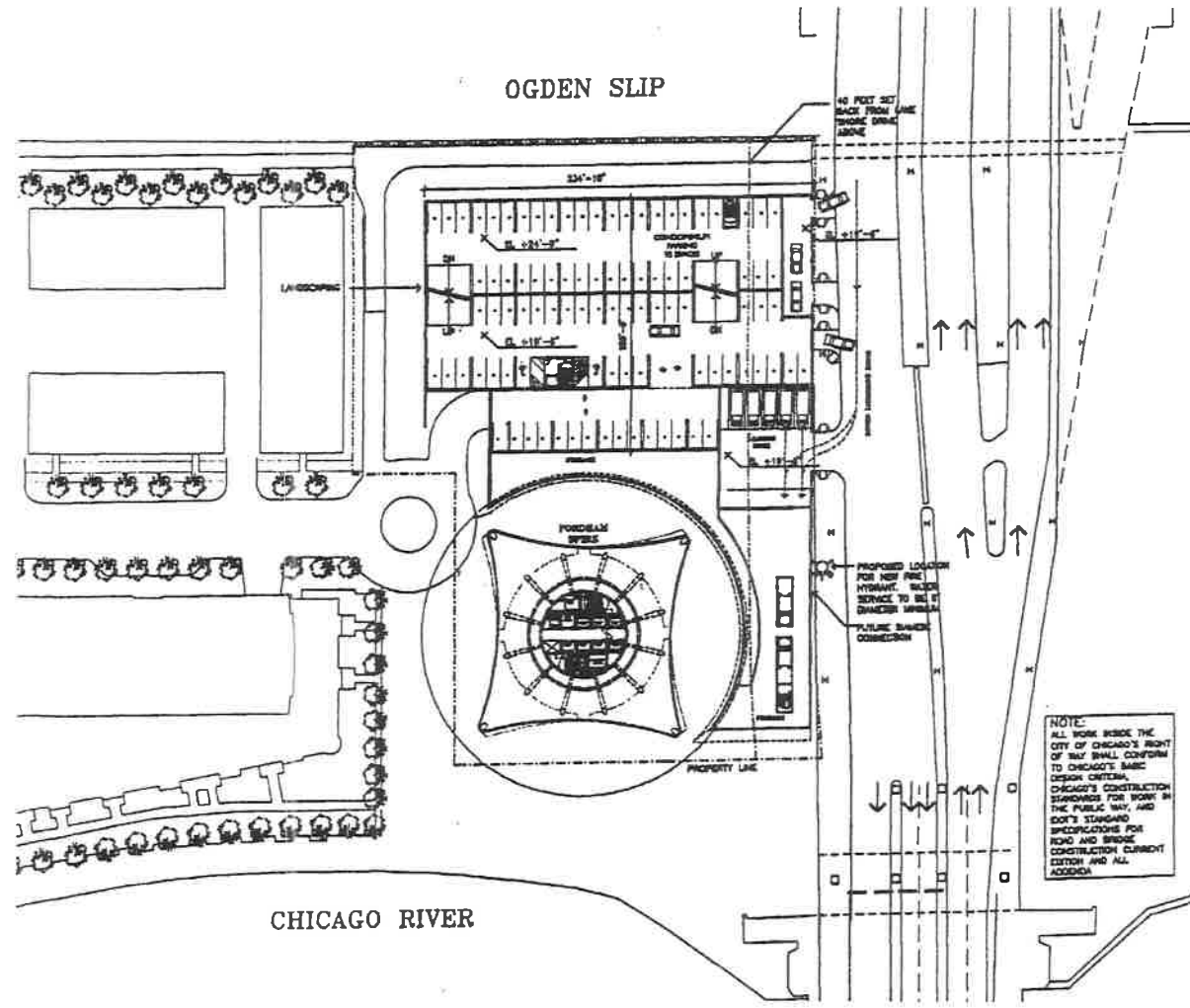


Site Plan.

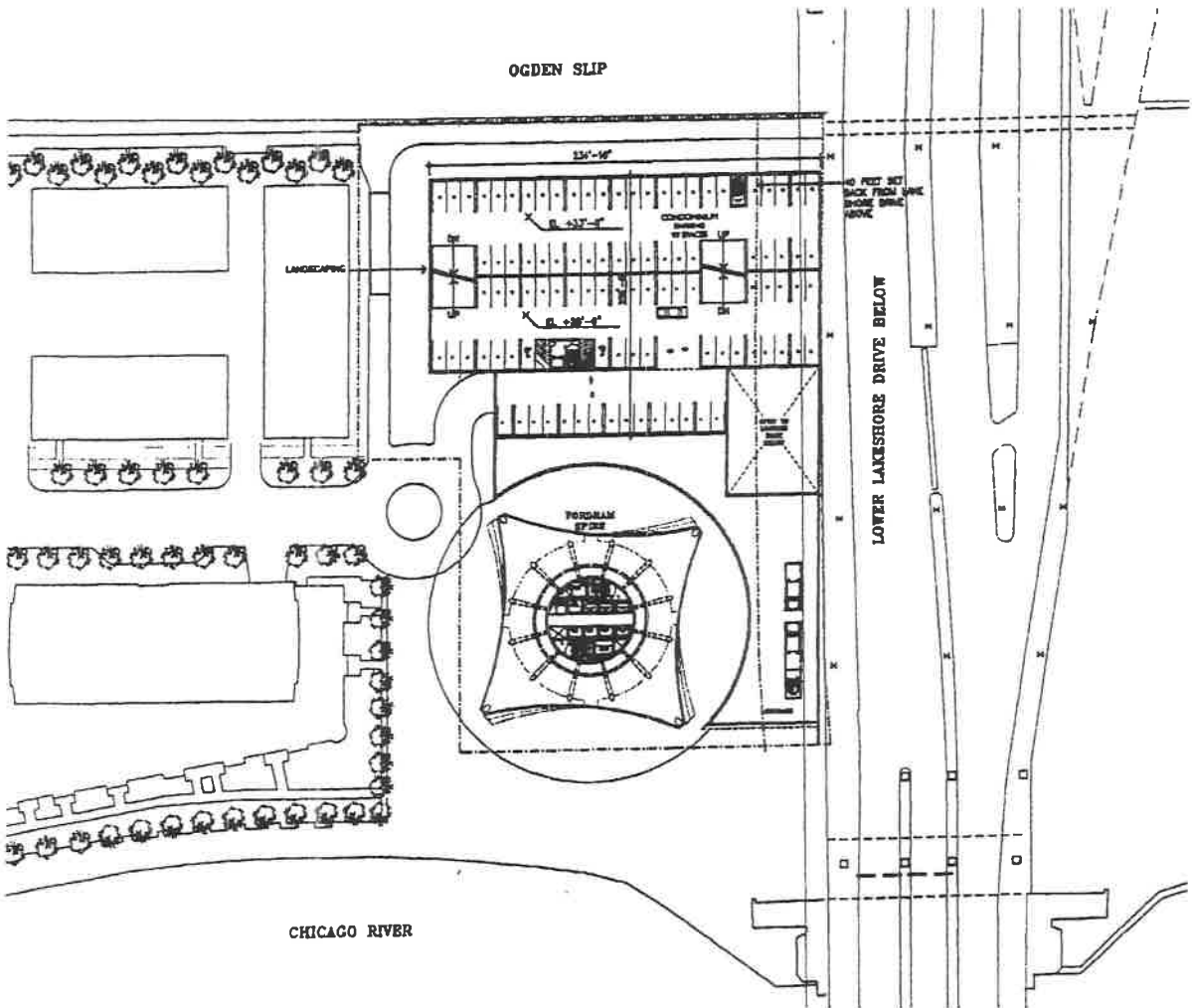
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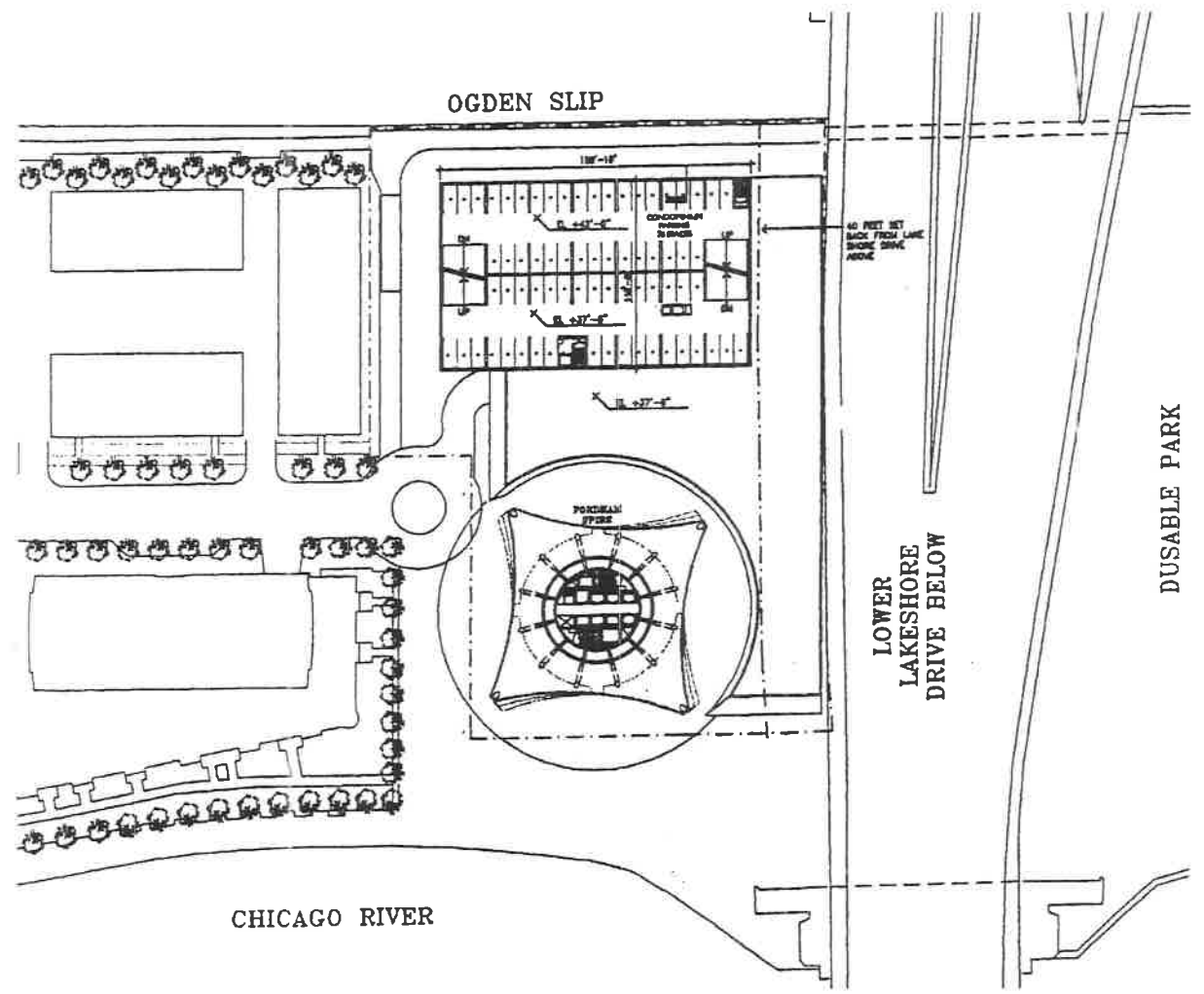
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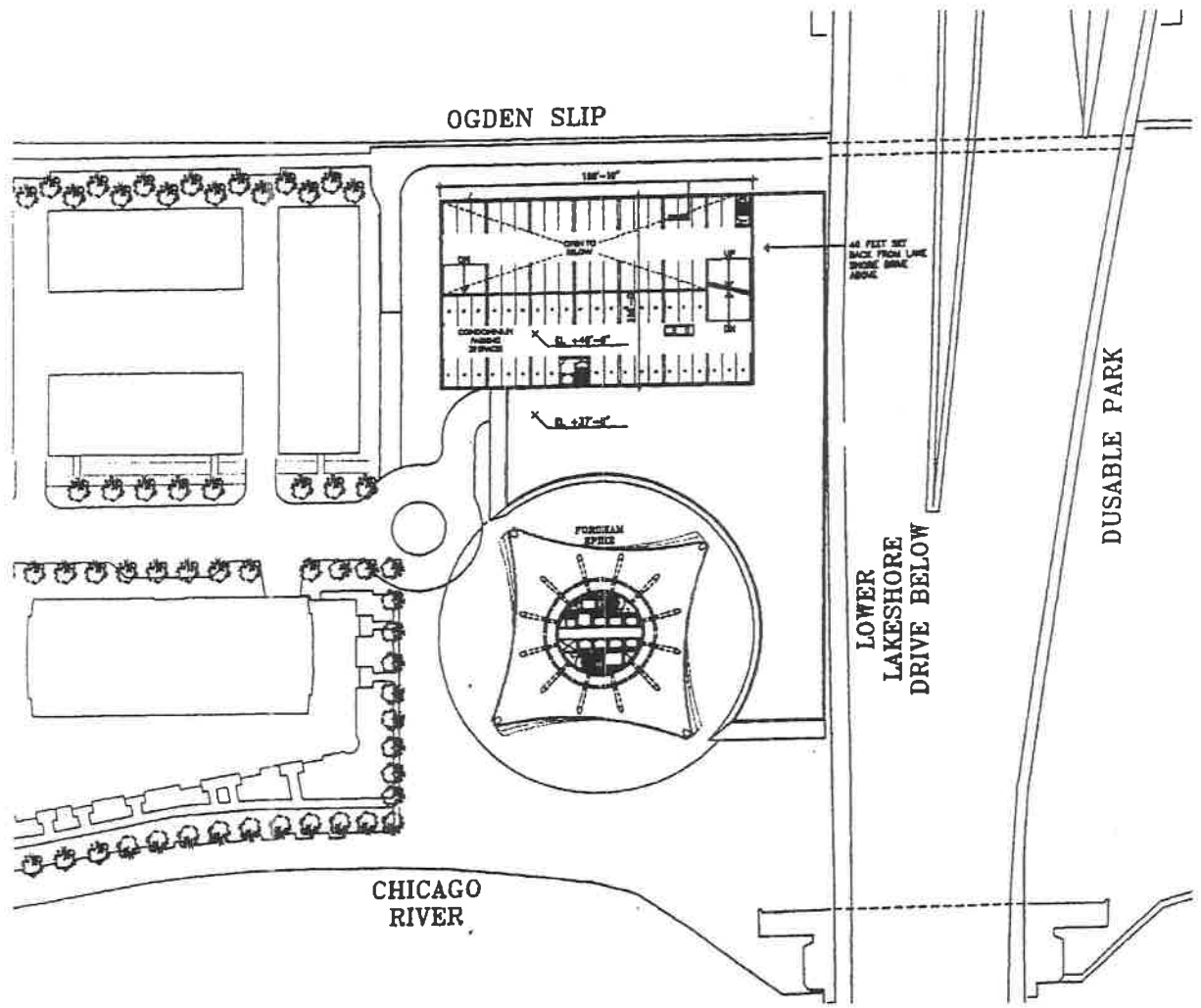
Fourth Floor Plan.



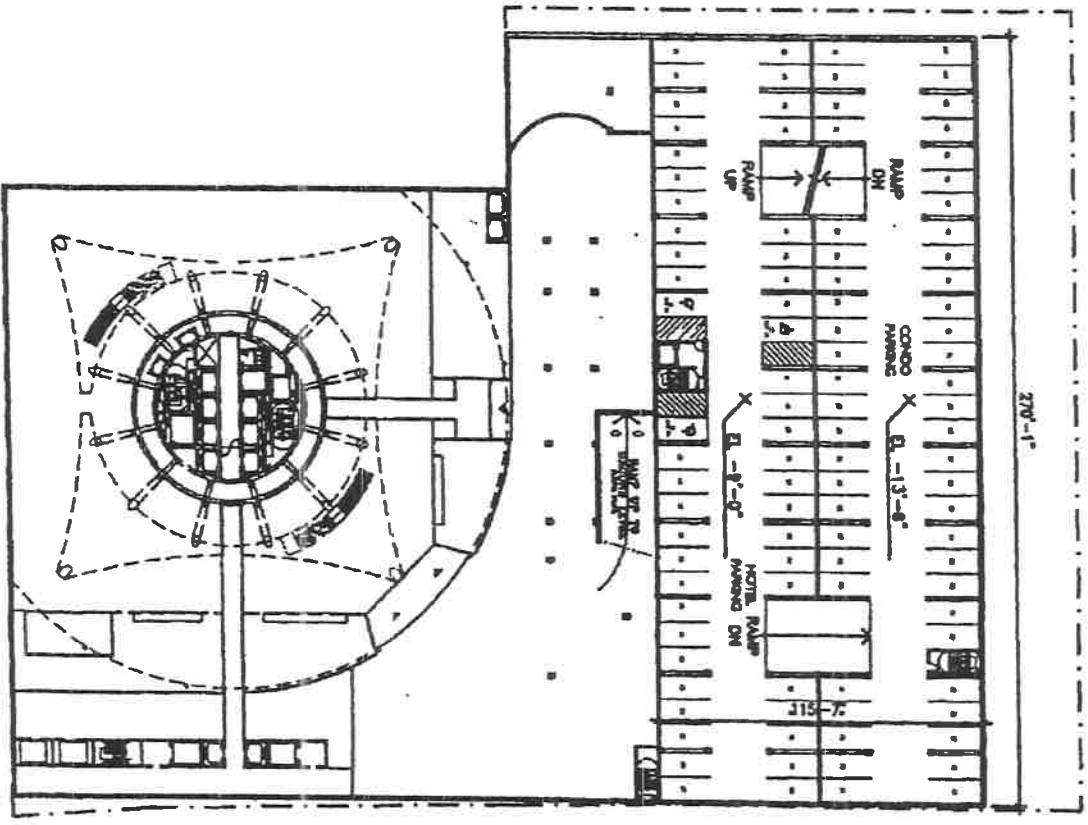
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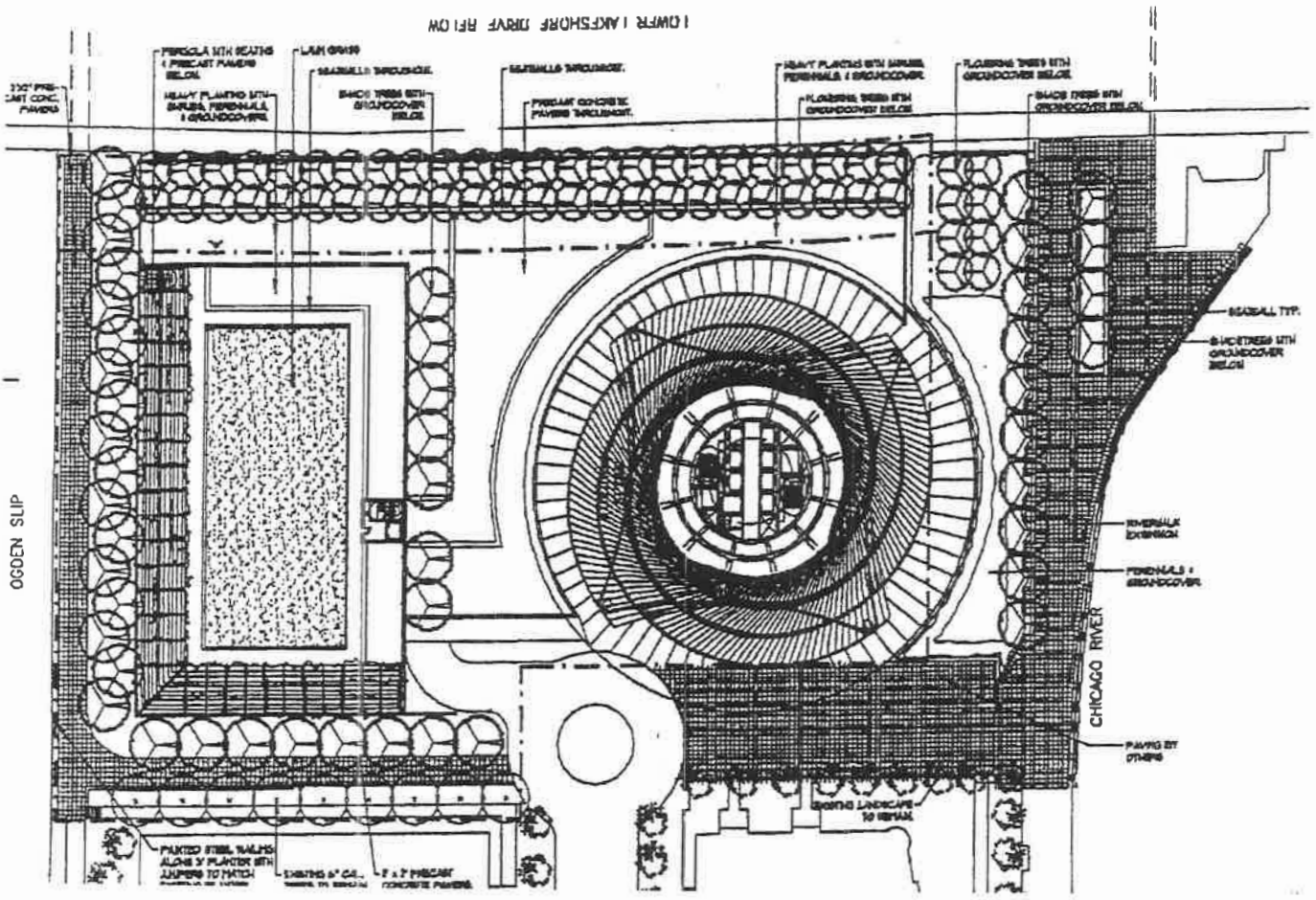


Sixth Floor Plan.



Lower Level Plan -- 01.





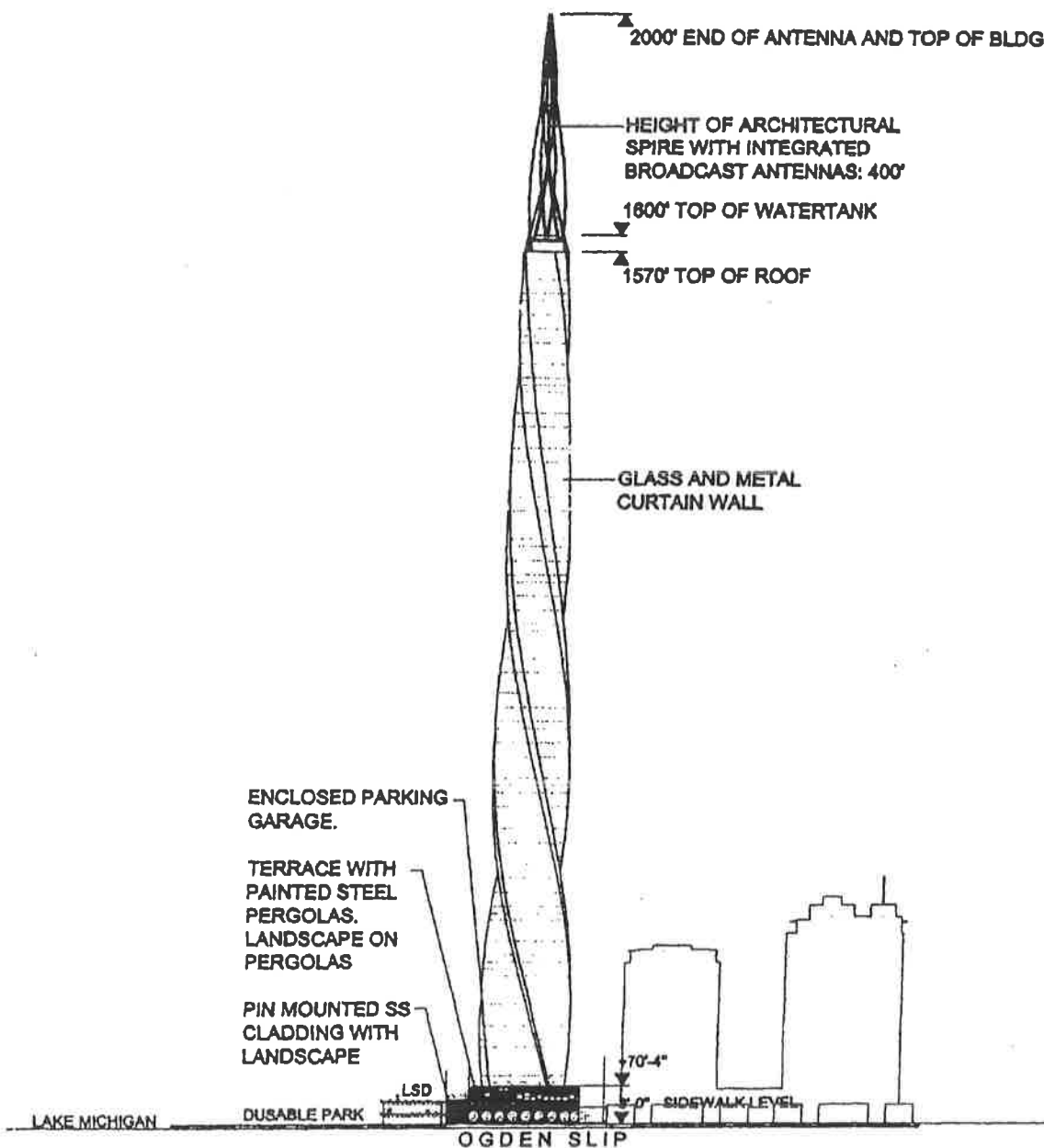
Landscape Plan.

3/29/2006

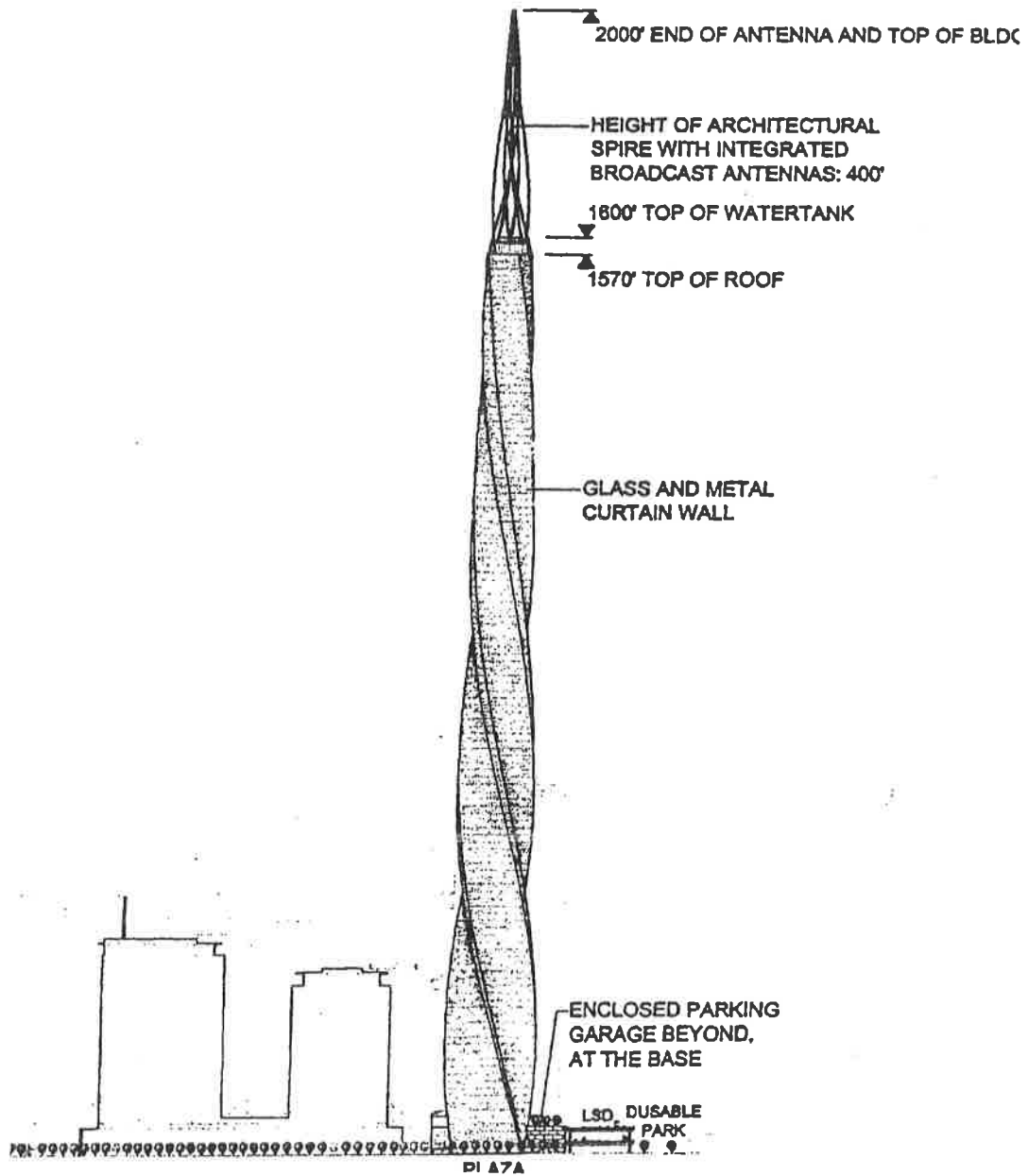
REPORTS OF COMMITTEES

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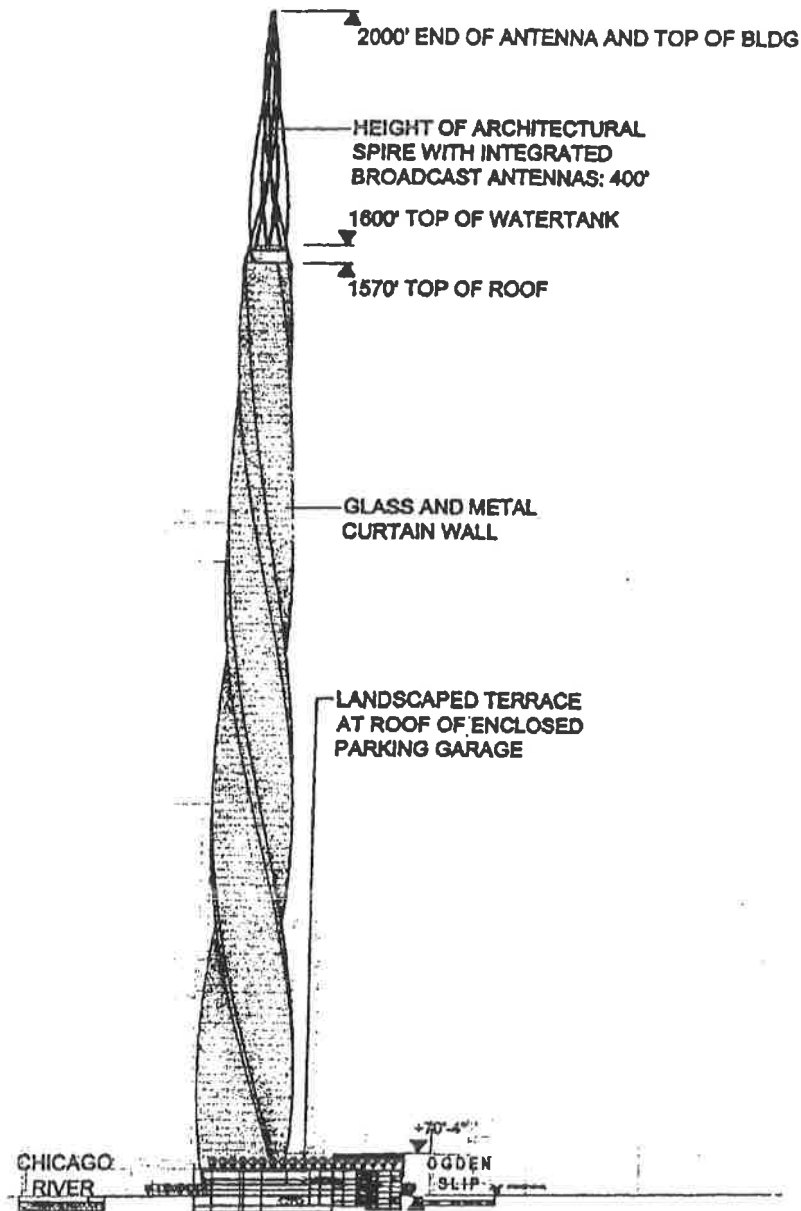
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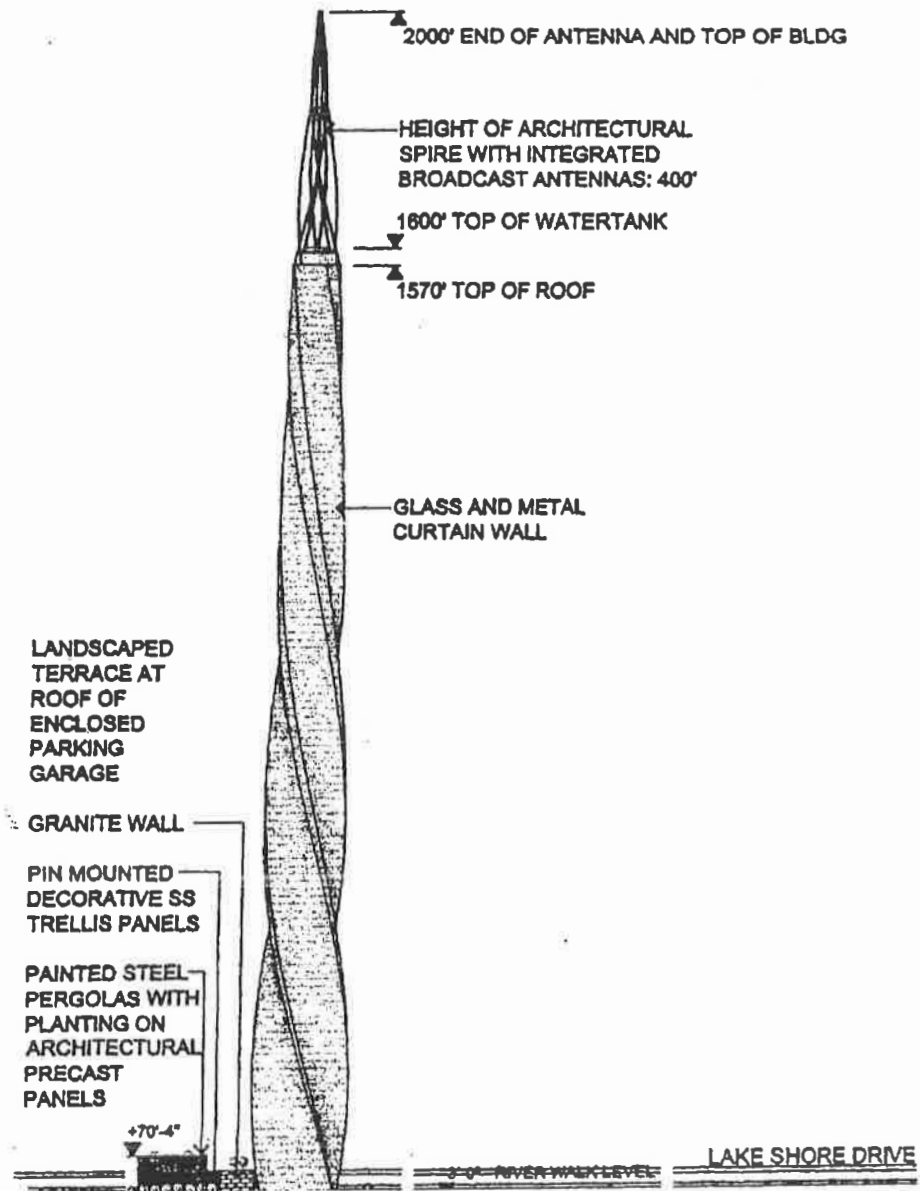
South Elevation.



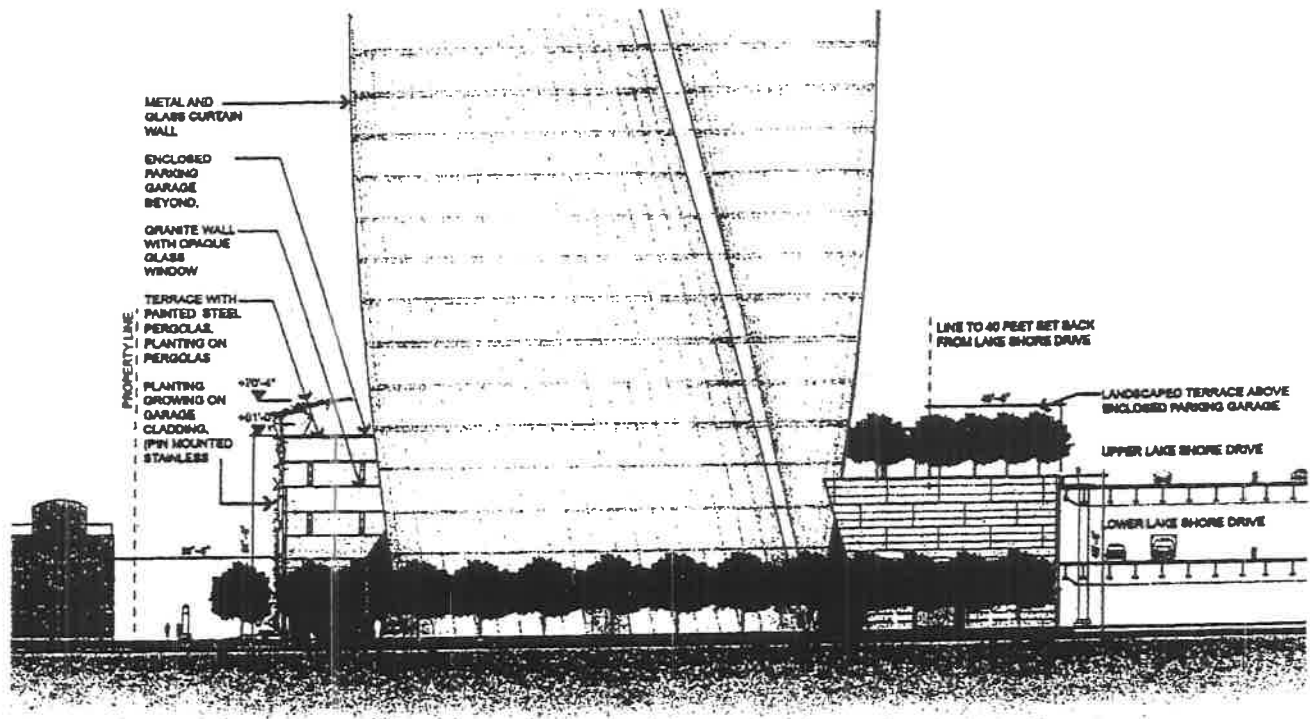
East Elevation.



West Elevation.



South Elevation -- Riverwalk

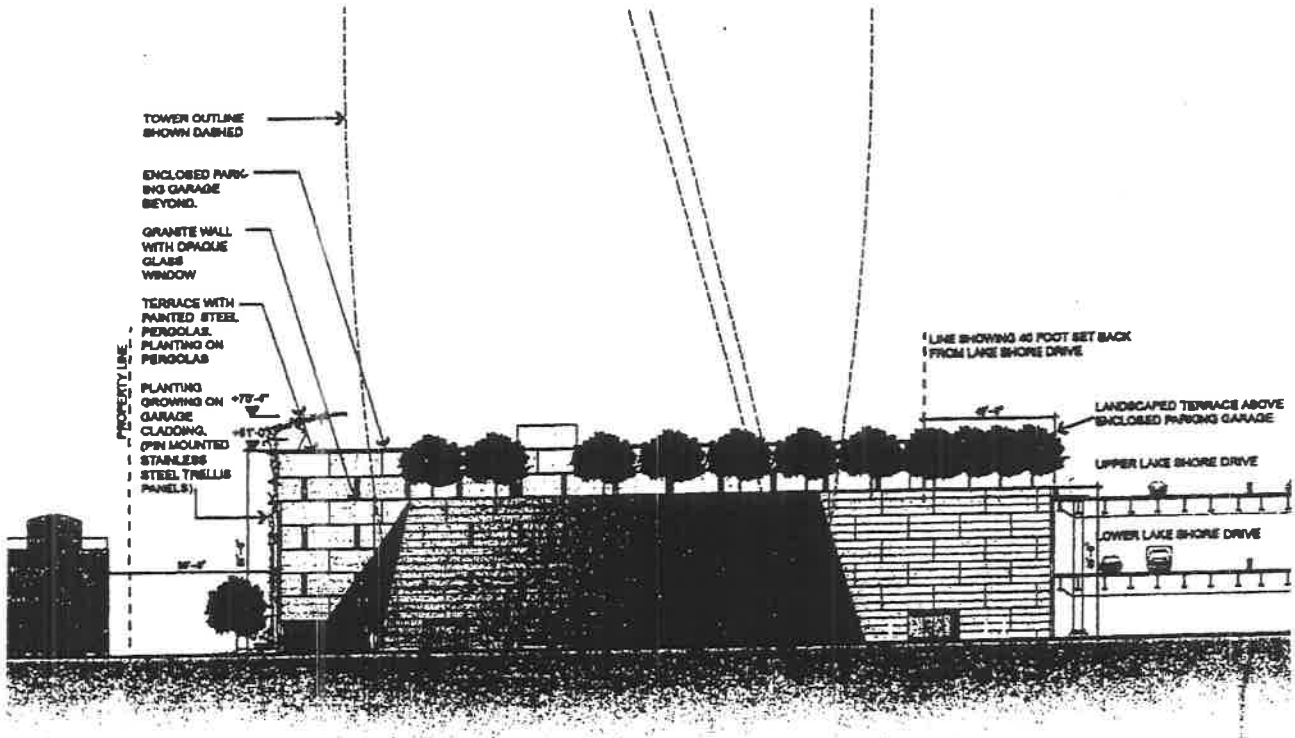


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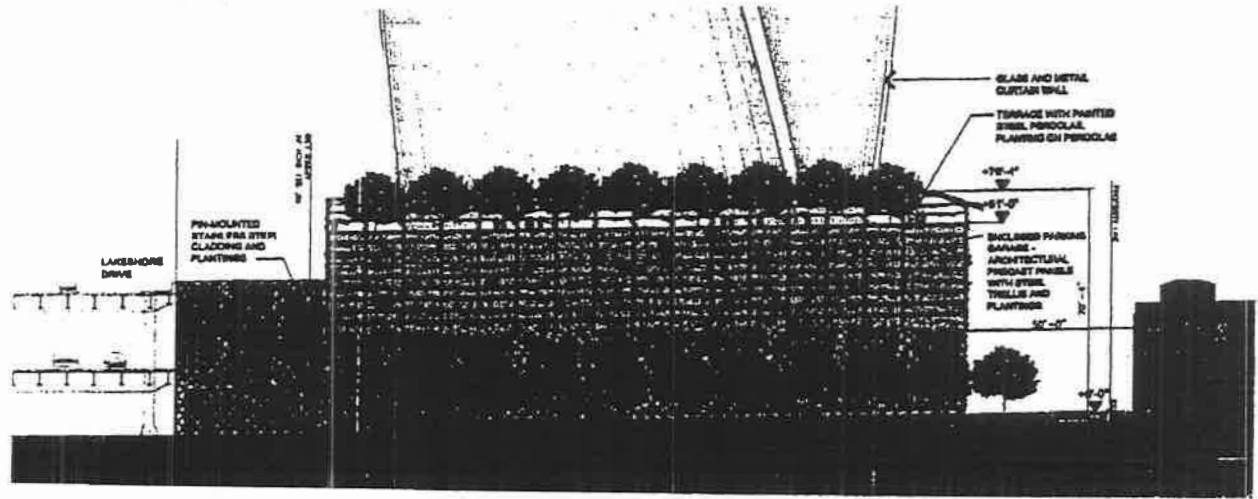
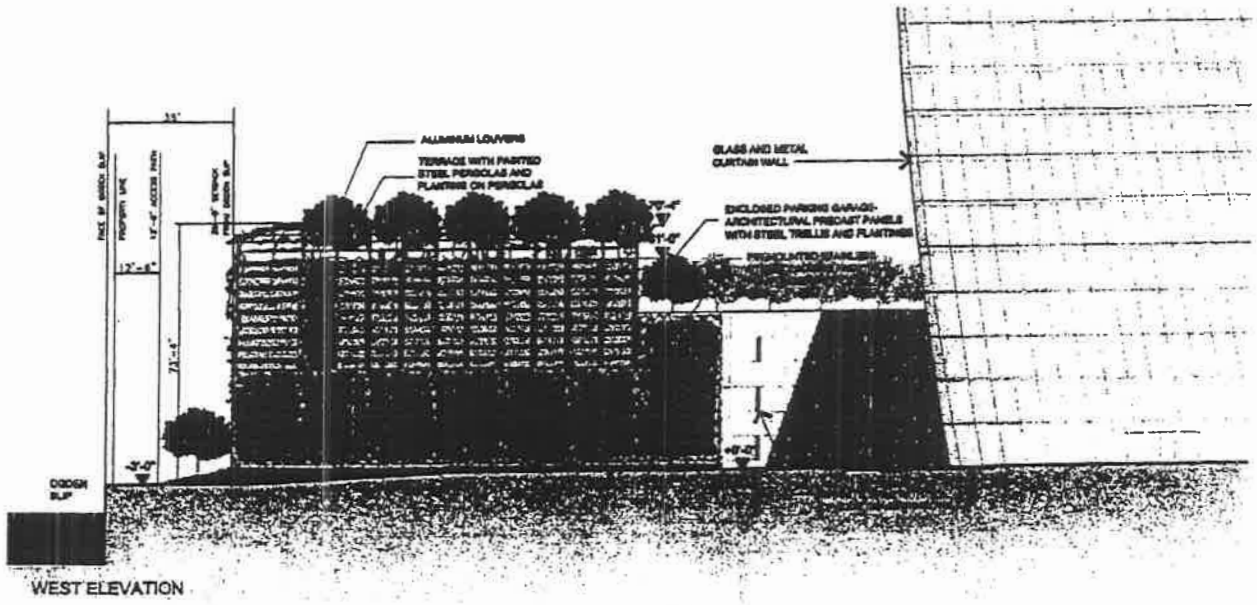
REPORTS OF COMMITTEES

74111

South Elevation -- Garage.



North And West Parking Elevation.

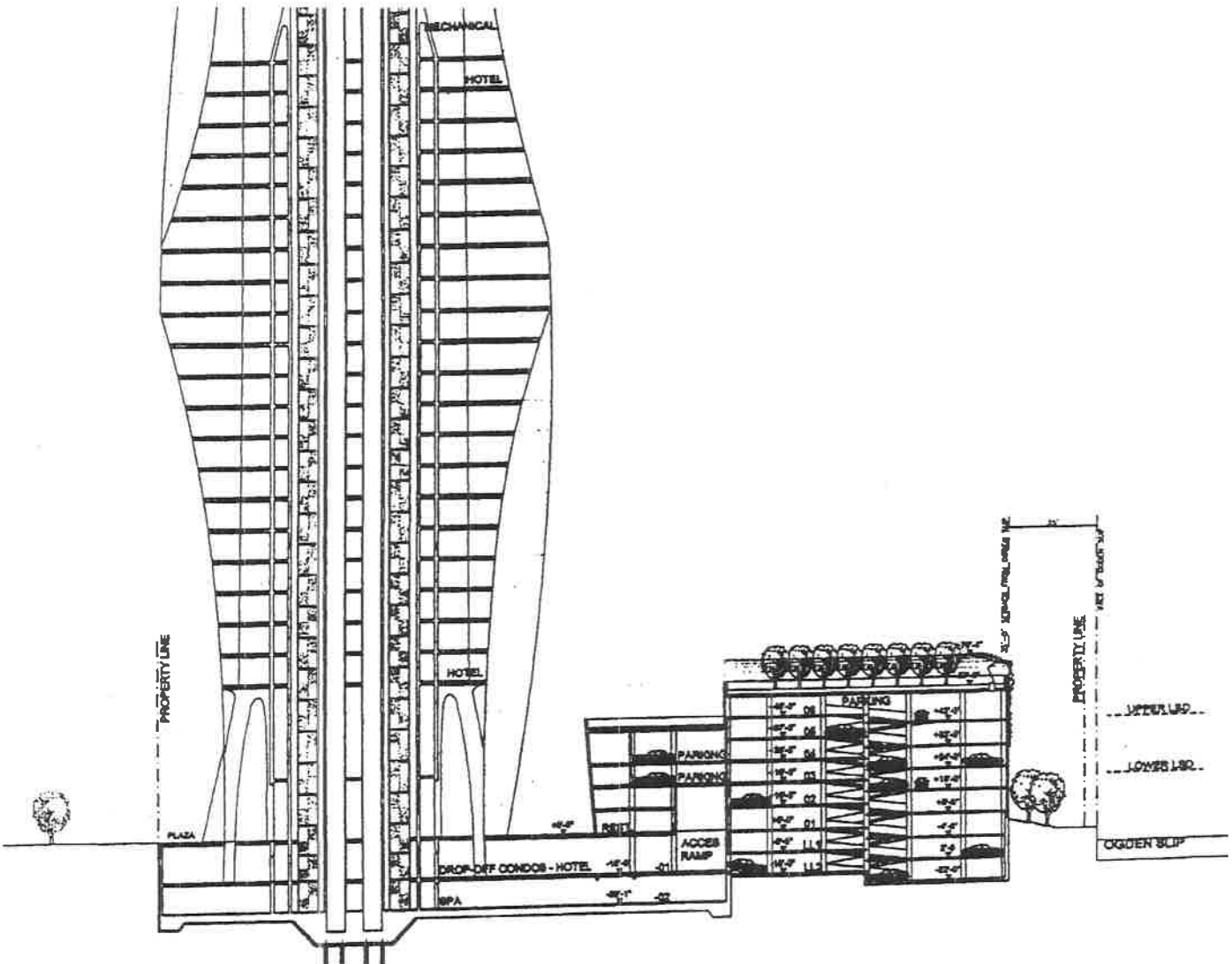


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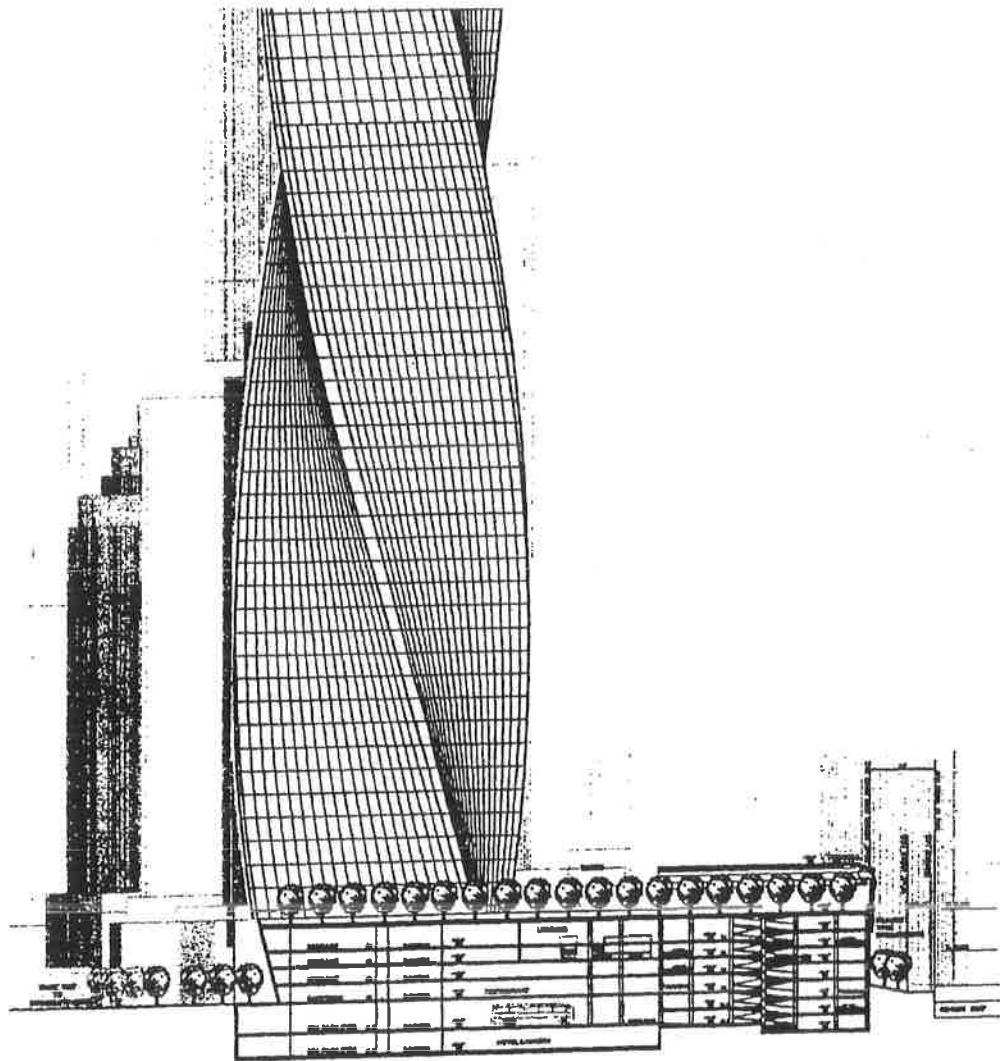
REPORTS OF COMMITTEES

74113

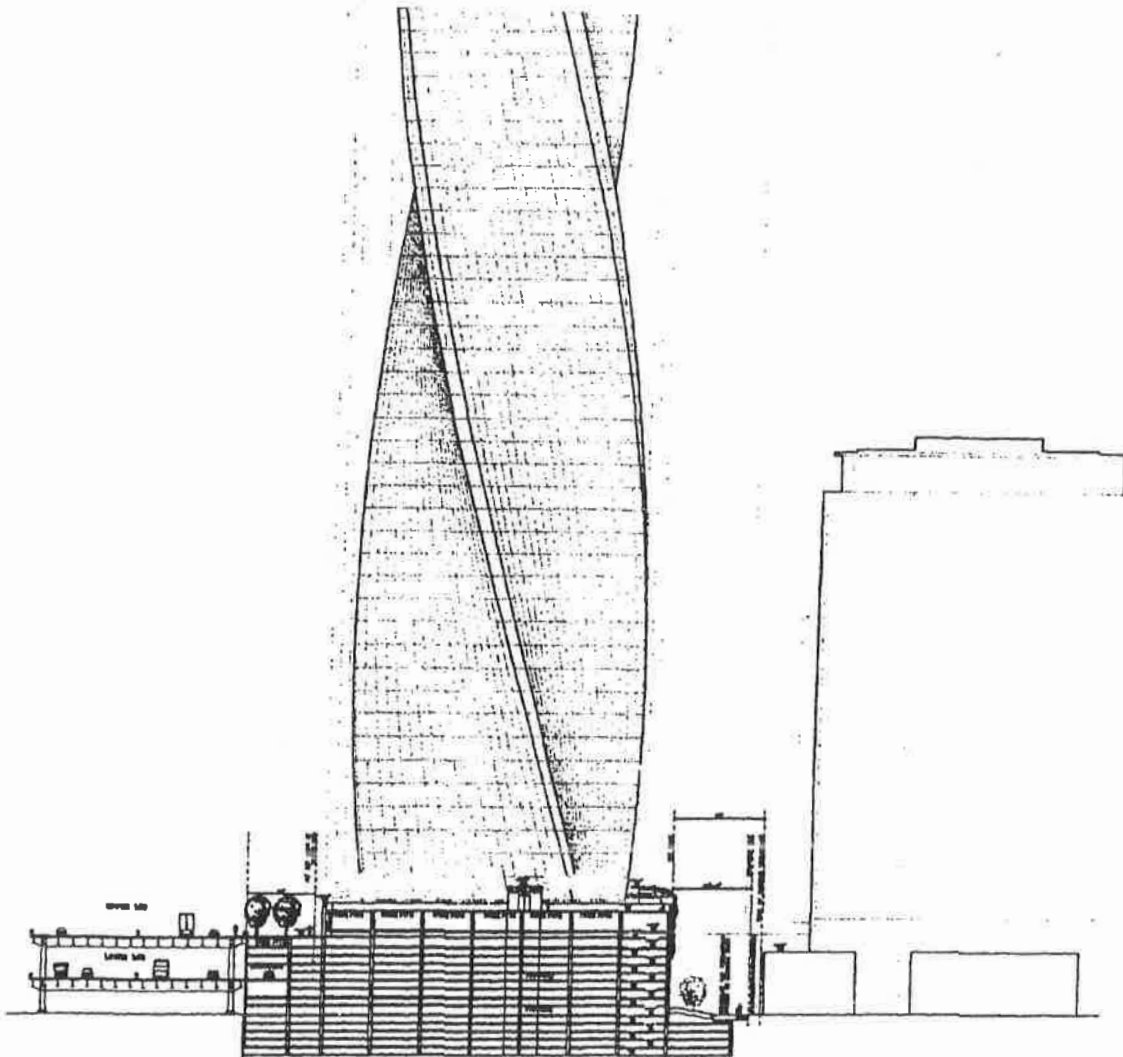
Basement Section A-A.



Basement Section C-C.



Basement Section D-D.





City of Chicago
Richard M. Daley, Mayor

Department of Planning
and Development

Lori T. Healey
Commissioner

City Hall, Room 1000
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<http://www.cityofchicago.org>

January 25, 2006

John J. George
Daley and George
20 South Clark Street, Suite 400
Chicago, Illinois 60603-1903

Re: Residential-Business Planned Development No. 368, as amended December 17, 2003, Sub-Area F, Parcels P21A and P21B
(Parkview West - 505 N. McClurg Ct. and Neighborhood Park and Underground Garage - 456 E. Illinois St.)
Lake Michigan and Chicago Lakefront Application No. 374

Dear Mr. George:

We have reviewed your request submitted on behalf of your client for Site Plan approval for development of a 48-story, 490 feet high residential tower with 268 dwelling units and approximately 446,570 square feet of F.A.R. Floor Area, including approximately 1,000 square feet of ground-floor retail space. In addition you propose to construct a four-level underground garage with 916 parking spaces with a 75,300 square-foot park on top. The proposed development is to be located on Parcels P21A and P21B in Sub-area F of Residential-Business Planned Development No. 368, as amended.

Site Plan approval for the proposed Project is hereby approved, subject to the provisions of this letter and based on the following exhibits:

EXHIBITS

Civil Exhibits

C-2 Dimension Plan
C-3 Grading Plan

Architectural Exhibits

A2.00 Roof Plan w/ Greenspace Calculation
A2.01 First Floor Plan
A3.01 North & East Building Elevations
A3.02 South & West Building Elevations
A3.03 Building Sections
A3.04 Building Sections
ASK-1 Building Perspectives
ASK-2 Building Perspectives
ASK-3 Building Perspectives
ASK-4 Building Perspectives



1/3



Landscape Exhibits

L0.0	Notes/ Legends/ Abbreviations
L0.1	Site Plan
L1.0	Grading Plan
L2.0	Layout Plan
L3.0	Materials Plan
L3.1	Site Furnishings & Lighting
L4.1	Garden Schedule
L4.2	Planting Plan
L5.0	Site Sections
L5.1	Site Sections
L5.2	Site Sections

All of the above Exhibits were created by Solomon Cordwell Buenz & Associates, Hargreaves Associates, and/or Terra Engineering Ltd., and are dated November 29, 2005.

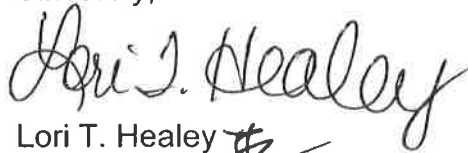
PROVISIONS

1. There shall be a vegetated ("green") roof over at least 25% of the net roof area of the residential building. "Net roof area" is defined as total roof area minus any required perimeter setbacks, roof top structures, and roof-mounted equipment. Exhibit A2.00 Roof Plan & Greenspace Calculations indicates a Net Roof Area of 15,944 square feet and Green Roof Area of 4,035 square feet, or 25.2%.
2. A dog run shall be provided in the residential building. Exhibit A2.01 First Floor Plan indicates a dog run on the first floor of the residential building.
3. There shall be at least 12' 6" of sidewalk on all street frontages, requiring building setbacks, if necessary. Exhibit C-2 Dimension Plan indicates minimum sidewalk widths of 12' 6" along E. Illinois Street, 12' 9" along E. Grand Avenue, and 19' 9" along N. McClurg Court.
4. There shall be at least 200 spaces dedicated to public parking. The letter dated October 27, 2005, from Mr. Edward D. Williams, AIA, Senior Vice President of Solomon Cordwell Buenz & Associates, Inc. indicated there will be 201 parking spaces dedicated to the general public and retail parking, the remaining 715 spaces to be deeded to residential occupants.

5. There shall be a park of at least 70,000 square feet, privately owned and maintained, but open to the public during Park District hours. The October 27, 2005, letter from Mr. Williams certifies that the area of the proposed park is 75,305 square feet.
6. This letter acknowledges that small portions of the proposed development lie within the boundaries of Parcel P21C, namely parts of the underground garage and its entrance structure. Any further development on Parcel P21C shall require its own Site Plan submission and approval.
7. Parcel P21C currently contains a temporary park. The Department of Planning and Development acknowledges that the site of the temporary park may be needed for staging and storage during construction of the improvements proposed for Parcels P21A and P21B. Upon completion of those improvements and within six (6) months of the issuance of Certificate of Occupancy for those improvements, the grade-level portions of Parcel P21C shall be at least graded and seeded to grass. This requirement shall be waived if Site Plan Approval has been sought at that time for permanent development of Parcel P21C.

This letter, together with the attached Exhibits and the plans and documents incorporated by reference, constitutes Site Plan approval for the project as described above.

Sincerely,



Lori T. Healey 
Commissioner

Originated by Fred Deters

cc: Mike Marmo, Terri Haymaker, Planned Development files



January 11, 2006

Mr. John J. George
Daley and George
20 South Clark Street
Chicago, IL 60603

RE: Request for Minor Change to Residential Business Planned
Development No. 368, as amended; Sub-area F

Dear Mr. George:

Please be advised that your request for Minor Change to Residential Business Planned Development No. 368, on behalf of MCL CDC P21, LLC, has been considered by the Department of Planning and Development pursuant to Section 17-13-0611 of Chicago Zoning Ordinance and Statement No.18 of the Planned Development.

Specifically, you requested to add the attached Supplemental Exhibits 4, 5, and 6, dated January 4, 2006, to those approved in the Planned Development to reflect the reconfiguration of the parcels on the block bounded by E. Illinois Street, N. Peshtigo Court, E. Grand Avenue, and N. McClurg Court within Sub-area F of the Planned Development.

Supplemental Exhibit 4 reflects the revised parcelization of the block into Parcels P21A, P21B, and P21C, dividing the original Parcel P21 into two smaller development parcels at either end of the block, designated Parcels P21A and P21C. Supplemental Exhibit 5 reflects the revised maximum height zones: 468 feet in Parcel P21A, 12 feet in Parcel P21B, and 280 feet in Parcel P21C. Supplemental Exhibit 6 reflects the relocation of the 70,000 square-foot open space to the middle of the block from the eastern end of the block.

The Department has reviewed the request and has determined that the proposed modifications would be appropriate. They would not change the character of the development, nor would they increase the maximum number of dwelling units or the maximum F.A.R. permitted in the Planned Development, nor would they reduce the minimum distance required between structures. The maximum permitted heights of the buildings measured as per Statement No. 10 of the Planned Development (468 feet and 280 feet), would be less than previously permitted (610 feet). The public open space would remain at 70,00 square feet.

go
.. Daley, Mayor

Department of Planning
Development

C. Healey
Commissioner

Hall, Room 1000
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744-2578 (TTY)

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P. 1/5

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance, I hereby approve the requested Minor Changes to this Planned Development.

Very truly yours,

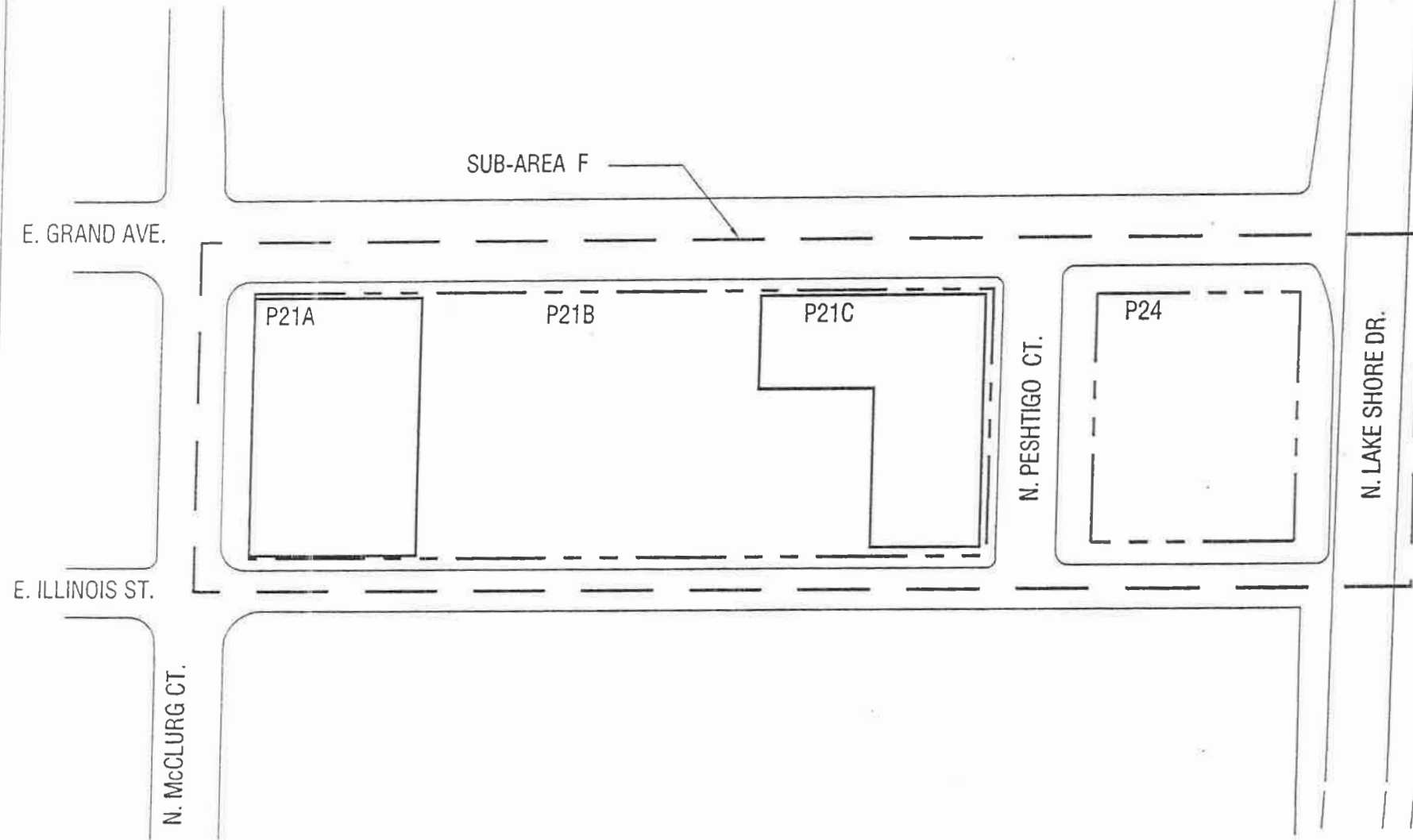


Lori T. Healey
Commissioner 

attachments

cc: Michael Marmo, Tom Smith, Terri Haymaker, Planned Development files

PLANNED DEVELOPMENT NO. 368, AS AMENDED



P.3/5

EXHIBIT 4 PLANNED DEVELOPMENT PARCELS MAP - SUB- AREA F DETAIL

1/4/2006



PLANNED DEVELOPMENT NO. 368, AS AMENDED

P. 4/5

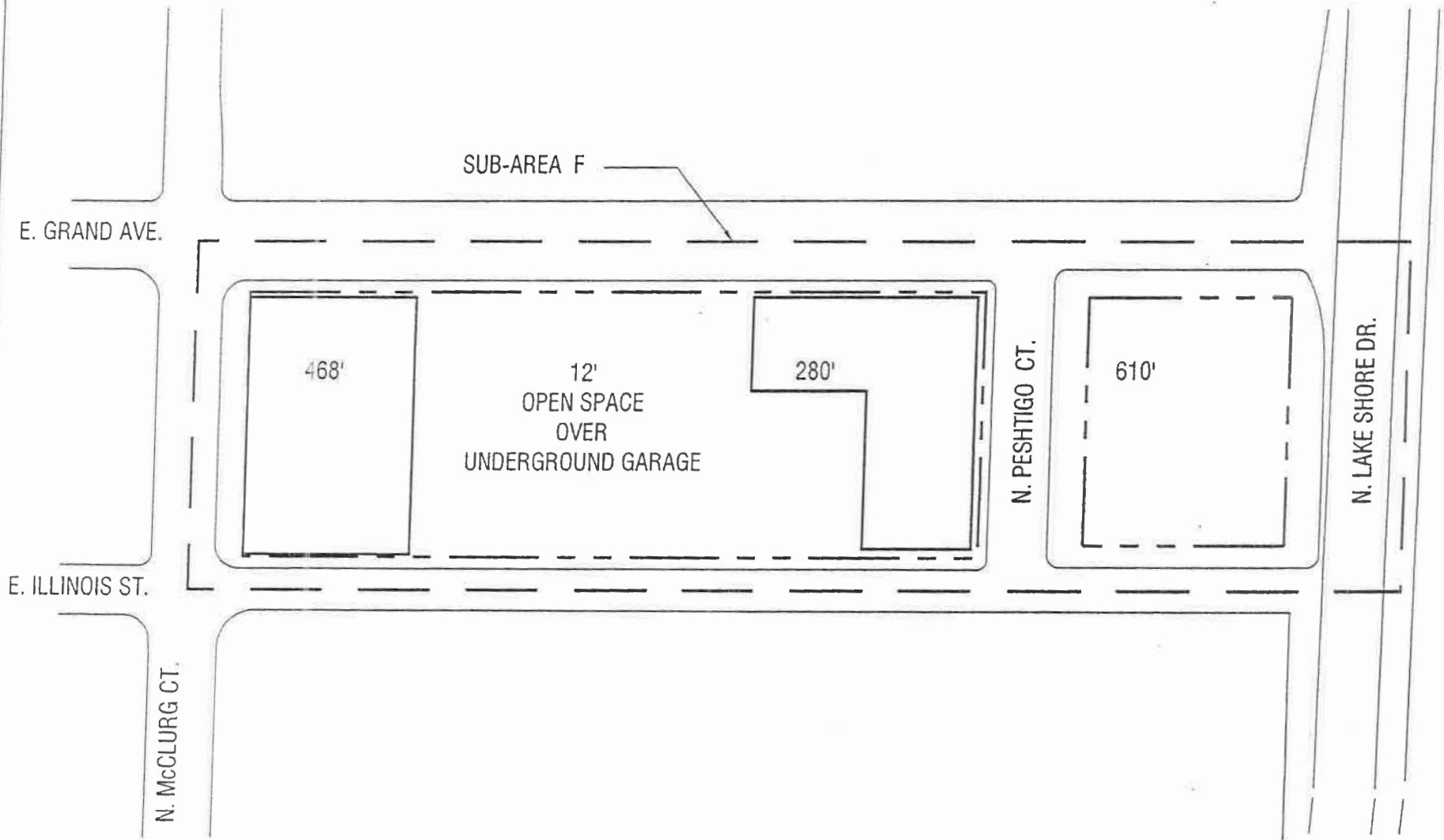


EXHIBIT 5 MAXIMUM HEIGHT ZONES - SUB- AREA F DETAIL

1/4/2006

PLANNED DEVELOPMENT NO. 368, AS AMENDED

P
S/S

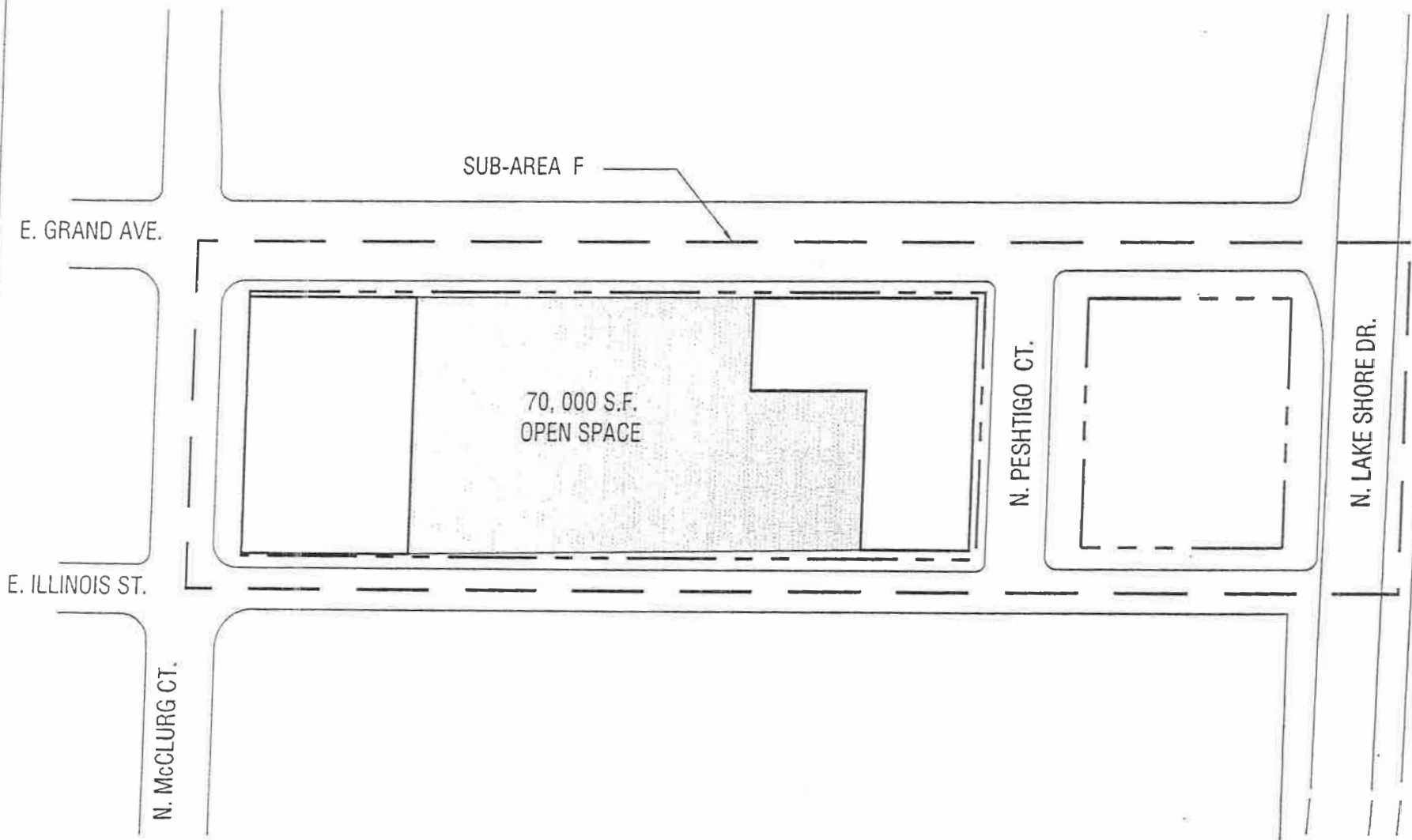


EXHIBIT 6 EXISTING AND PLANNED OPEN SPACES - SUB- AREA F DETAIL

1/4/2006



City of Chicago
Richard M. Daley, Mayor

Department of Planning
and Development

Denise M. Casalino, P.E.
Commissioner

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<http://www.cityofchicago.org>

October 7, 2005

Mr. John J. George
Daley and George
20 South Clark Street
Chicago, IL 60603

RE: Request for Minor Change to Residential Business Planned
Development No. 368, as amended; Sub-area F; Parcel P24
(515 N. Peshtigo Court)

Dear Mr. George:

Please be advised that your request for minor change to Residential
Business Planned Development No. 368, on behalf of JER RV2, LLC,
has been considered by the Department of Planning and
Development pursuant to Section 17-13-0611 of Chicago Zoning
Ordinance and Statement No.18 of the Planned Development.

Specifically, you requested the following:

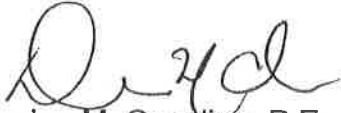
1. To approve encroachments into the 40-foot setback from North
Lake Shore Drive required by Statement 11(a) of the Planned
Development. These encroachments were requested for
design reasons and would be limited to those illustrated in the
drawing titled 40' Setback Diagram, dated October 5, 2005;
2. To exempt development on Parcel P24 from the provision
contained in the Bulk Regulations and Data Table requiring
minimum of 200 non-accessory parking spaces within Sub-
area F; those spaces are to be provided elsewhere in the sub-
area; and
3. To allow the use of painted structural concrete as a minor
deviation from the provision of Statement 11(d) of the Planned
Development prohibiting any use of exposed structural
concrete. This use of exposed structural concrete would be
limited to spandrels and columns as an architectural feature on
all four elevations above the 8th floor of the building as
illustrated in the drawing East Elevation, River East Parcel 24,
dated August 2, 2005.



The Department has reviewed the request and has determined that the proposed modifications would be appropriate. They would not change the character of the development, nor would they increase the maximum number of dwelling units or the maximum F.A.R. permitted in the Planned Development, nor would they reduce the minimum distance required between structures. The heights of the buildings, as measured according to the Zoning Ordinance, would remain within the maximum permitted by the Planned Development.

Accordingly, pursuant to the authority granted by the Chicago Zoning Ordinance, I hereby approve the requested Minor Changes to this Planned Development.

Very truly yours,



Denise M. Casalino, P.E.
Commissioner



DMC:SRP:fwd

cc: Michael Marmo, Tom Smith, Terri Haymaker, Planned Development files

Site bounded by Illinois Street, Lake Shore Drive, Grand Avenue, and Peshtigo Court

**Residential-Business Planned Development Number 368, As Amended, December 17, 2003
Chicago Zoning Ordinance – Title 17 Municipal Code of Chicago – 2004**

**Parcel 24 is part of Sub-Area F within the Planned Development
(Sub-Area F includes Parcel 24 and Parcel 21)**

Requirements	Design Development Plan
I. AREA & HEIGHT	
A. Gross Site Area = 41,627 s.f.	
B. Maximum Site FAR = 18.01 = 749,703 s.f.	744,959 s.f.
C. Maximum Height = 610' (Zoning Height)	592'-6"
II. USES	
A. Maximum Site Retail = 150,000 s.f. for Sub-Area F x 50% = 75,000 s.f.	4,641 s.f.
B. Maximum Site Commercial = 0 for Sub-Area F	0 s.f.
C. Maximum Site Hotel Rooms = 0 for Sub-Area F	0 s.f.
D. Maximum Site Dwelling Units = 1,000 for Sub-Area F x 50% = 500	358 units
III. PARKING & LOADING REQUIREMENTS	
A. Off Street Parking	
Residential – Minimum = 55% of 359 d.u. = 197 spaces	396 accessory spaces 5 compact spaces <u>28 tandem spaces</u> 429 total parking spaces
Non-Accessory Parking –	0 non-accessory spaces
Minimum – 200 spaces for Sub-Area F	
Maximum – 500 spaces for Sub-Area F	
B. Off Street Loading	
Multi-Unit Residential = 1 berth per 200,000 GRSF = 4	2 - 10' x 25' spaces
Retail – 0 to 9,999 s.f. = 0	0 spaces
C. Bike Parking	
Downtown Residential = 1 bike sp. / 2 accessory auto sp. Or 50 max.	540 bike spaces
Non-accessory Parking = 2 if more than 250 auto spaces	0 bike spaces
IV. SETBACK LIMITATIONS	
A. Minimum Peripheral Setbacks = 12'-6" from curb	
Sufficient to allow for street trees and pedestrian walkways (min. 12'-6" from building to curb face)	See site plan
B. Minimum Upper Level Setbacks = 40'-0" at Upper Lake Shore Drive	
Buildings along Lake Shore Drive shall be designed to minimize building mass directly facing the Drive. The base along Lake Shore Drive of any such structure shall be limited to the height of Lake Shore Drive. The tower of such structures shall be set back a minimum of forty (40) feet from Lake Shore Drive although encroachments in to such setback area for design reasons may be allowed by the Commissioner of Planning and Development as a minor change. This forty (40) foot setback shall be heavily landscaped with trees and other greenery so as to be visible from the Drive.	See site plan



City of Chicago
Richard M. Daley, Mayor

Department of Planning
and Development

Denise M. Casalino, P.E.
Commissioner

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<http://www.cityofchicago.org>

April 22, 2005

Richard Wendy
DLA Piper Rudnick Gray Cary US LLP
203 North LaSalle Street, Suite 1900
Chicago, Illinois 60601

Re: Residential-Business Planned Development No. 368, as amended
December 17, 2003, Sub-Area A, Parcels P4 and P5 (the
Property")
(Cityfront Plaza, 200 East Illinois Street)

Dear Mr. Wendy:

We reviewed your request, submitted on January 12, 2005 on behalf of the Applicant, CPLB Cityfront.LLC, for Site Plan approval for the Property. Site Plan approval for the Property and the proposed Project is hereby approved, subject to the provisions of, and attachments to, this letter. The following sections of this letter describe relevant prior development approvals for the Property, the parameters of the proposed Project, the applicable plans and documents and supplemental conditions.

A. Background

DPD previously granted and issued the following approvals for the Property:

- February 18, 1998/July 12, 2000: Administrative amendments ("Minor Changes") applicable solely to the Property relating to parking and retail requirements.
- July 12, 2000/July 17, 2000: Site Plan and Part II approval for a mixed-use project to be developed in a single phase on the Property, consisting of residential, hotel, cinema, retail, accessory parking and non-accessory parking uses.
- February 11, 2004: Revision No. 1 to the Site Plan/Part II authorizing the Project to be developed in separate phases and approving certain design modifications generally involving the easternmost parking garage.
- April 6, 2004: Minor Change approval establishing procedures for the review and approval of phased development of the Property.
- May 19, 2004/May 24, 2004: Revision No. 2 to the Site Plan/Part II authorizing modifications to the Project for construction of an interim ramp to access parking spaces on the Property from Grand Avenue.



(The Site Plan and Part II described above, as they were amended, are collectively referred to as the "Original Site Plan/Part II Approval".)

The following improvements have been constructed on the Property and the adjacent rights-of-way pursuant to the Original Site Plan/Part II Approval:

- an eight-story, 748-space parking garage located at Plaza Level and above
- a grocery store (for Dominick's) and additional parking located below Plaza Level
- the Upper Illinois Street roadway extension (including landscaping, water feature and stairs/escalator/elevator to Lower Illinois Street)
- Lower Level streetscape improvements (including sidewalks, planters, street lighting and curb cuts) on Illinois, Columbus and Grand.

(The existing improvements described are collectively referred to herein as the "Existing Improvements".)

B. The Project

The Applicant now proposes a comprehensively revised development plan for the entire Property that differs from the previously approved Project Site Plan/Part II. The overall Project, when completed, will contain 1.6 million square feet of floor area (14.785 FAR), 975 dwelling units, 300 hotel keys (or, alternatively, 300,000 square feet of office floor area), 110,376 square feet of retail floor area, 1,329 accessory parking spaces, 11 loading berths and 268 bicycle parking spaces. The Existing Improvements will be integrated into the Project.

The Project will be developed in three phases:

- Phase I: 258-unit residential tower above the Parcel A Existing Improvements located within Parcel A, including the conversion of a portion of the existing parking garage facing Upper Illinois Street in Parcel A to 42 dwelling units, resulting in a total of 300 dwelling units in Phase I.
- Phase II: 325-unit residential tower, including parking and retail uses on Parcel B, and future hotel and related uses on Parcel C.
- Phase III: 350 dwelling units built above 300 hotel units (or, alternatively, 350 dwelling units built above approximately 300,000 square feet of office uses) on Parcel D.

C. Plans and Documents

The Project must be constructed in substantial conformance with the following plans and documents:

- (1) Planned Development No. 368, as amended.
- (2) The approved plans listed on Exhibit A attached hereto, which plans are incorporated into this letter by reference and full size copies of which are on file with DPD.
- (3) The Parcel Phasing Diagram, attached hereto as Exhibit B.
- (4) The Project Data Table, attached hereto as Exhibit C.
- (5) The Anticipated Project Timeline, attached hereto as Exhibit D.

- (6) The PD compliance analysis, attached hereto as Exhibit E.
- (7) The Phasing Procedures, pursuant to the April 6, 2004 Minor Change approval, modified for the revised Project, a copy of which is attached hereto as Exhibit F
- (8) The Temporary Marketing Signs Data Table, attached hereto as Exhibit G.
- (9) The Landscaping Compliance Data Table, attached hereto as Exhibit H.

D. Supplemental Conditions

The Project is subject to the following supplemental conditions:

- (1) This Site Plan approval governs the entire Project and supersedes the Original Project Site Plan/Part II Approval to the extent the latter is inconsistent with this Site Plan approval.
- (2) The temporary marketing signs depicted in the Project Plans shall be allowed to remain in place until Part II approval is issued for next phase of the Project or 2½ years from the date of this Site Plan approval letter, whichever is later, unless an extension of the period or a modified temporary sign program with a revised schedule is approved by the Department of Planning and Development.
- (3) Pursuant to May 19, 2004 Minor Change approval, the interim parking ramp from Grand Avenue may remain in place and in operation until the permanent ramp in accordance with the Project Plans is constructed and in operation, at which time the interim parking ramp and associated curb cut must be permanently closed and the curb and sidewalk restored at the Applicant's expense.
- (4) The Applicant shall provide landscaped areas ("green roof") on at least twenty-five percent (25%) of the net roof area of the Project. "Net roof area" is defined as total roof area minus areas devoted to any required perimeter setbacks, roof top structures (including mechanical equipment penthouses), and roof-mounted equipment. This requirement shall apply cumulatively to the total Project at the completion of each phase. So long as the minimum requirement is provided for each phase, green roof areas attributable to any one phase may be located on roof areas of other Phases. At the completion of Phase III, the green roof shall comprise at least 25% of net roof area or 10,000 square feet, whichever is greater.
- (5) Dog runs shall be provided for each of the residential buildings. However, this requirement may be reduced to two dog runs, with the approval of the Department of Planning and Development, if the two dog runs are sufficiently large and are to be shared among the buildings.
- (6) Non-accessory Parking shall be permitted in the Project in accord with the attached exhibit "Table 2 - Parking Data and Calculations."
- (7) Prior to issuance of Part II approval for Phase I of the Project, the Applicant shall have obtained approval from the Department of Planning and Development for the location and configuration of landscaping planters to be installed along Upper Illinois Street adjacent to the Property.