

*Reclassification Of Area Shown On Map Number 1-F.
(As Amended)
(Application Number 12289)*

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 B7-7 General Central Business District, Business Planned Development Number 454 and Business Planned Development Number 478 symbols and indications as shown on Map Number 1-F in the area bounded by:

West Lake Street; North Dearborn Street; West Randolph Street; a line 161.0 feet west of and parallel to North Dearborn Street; the north line of West Couch Place; and the west line of the alley next west of and parallel to North Dearborn Street,

to those of Institutional-Business Planned Development District Number 478, as amended, and a corresponding use district is hereby established in the area above described subject to the terms of the Plan of Development attached hereto and made a part hereof.

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:

Institutional-Business Planned Development Number 478,

As Amended

Plan Of Development Statements.

1. The area delineated herein as a Planned Development, as shown on the attached "Property Line and Planned Development Boundary Map", and subject to the use and bulk restrictions of this Planned Development (the "Property") consist of five (5) tracts of land which are owned by the City of Chicago or by 181 North Clark Street Limited Partnership (a Dutch pension fund). The Chicago Theater Group, doing business as The Goodman Theater ("the Applicant") has authority to act on behalf of the

property owners for purposes of this application.

2. Development activities authorized by this Planned Business Planned Development Ordinance shall also be subject to the terms and conditions of a separate ordinance adopted on October 28, 1997, authorizing the execution of a redevelopment agreement affecting The Goodman Theater. The Department of Planning and Development ("D.P.D.") shall not approve any requests for approval of any building permits pursuant to this Planned Development Ordinance unless and until a redevelopment agreement has been executed by the Applicant and the City of Chicago (the "Redevelopment Agreement").
3. Certain alley vacations are proposed as depicted on the attached Right-of-Way Adjustment Map. These alley vacations, as well as other projections within the public way, shall require review and approval by the D.P.D. and a separate submittal on behalf of the owner and approved by the City Council. All other applicable reviews, approvals or permits shall be obtained by the Applicant or its successors, assignees or grantees.
4. This Plan of Development consist of these fifteen (15) planned development statements and the exhibits listed below, all of which are incorporated herein and made a part hereof by this reference.

(Sub)Exhibit 1	Bulk Table.
(Sub)Exhibit 2	Planned Development Property Line and Boundary Map.
(Sub)Exhibit 3	Right-of-Way Adjustment Map.
(Sub)Exhibit 4	Existing Land-Use Map.
(Sub)Exhibit 5	Existing Zoning Map.
(Sub)Exhibit 6	Planned Development Subarea Map.
(Sub)Exhibit 7	Overall Site.
(Sub)Exhibit 8	Subarea A Site Plan.
(Sub)Exhibit 9	Subarea B Site Plan.
(Sub)Exhibit 10A	Building Elevations East and South.

- (Sub)Exhibit 10B Building Elevations West and North.
- (Sub)Exhibit 10C Material Legend.
- (Sub)Exhibit 11 Landmark Approval Terms.

Oversize sets of Site Plans, Landscape and Building Elevations, as well as more detailed building elevations are on file with the D.P.D.. This Planned Development is applicable to the area delineated herein and these and no other zoning controls shall apply. This Planned Development conforms to the intent and purpose of the Chicago Zoning Ordinance, Title 17 (Chapter 194A) of the Municipal Code of Chicago, and all requirements thereof, and satisfies the established criteria for approval as a Planned Development.

5. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different from the Applicant, the legal title holder and any ground lessors. Furthermore, pursuant to the requirements of Section 11.11-1 of the Chicago Zoning Ordinance, the Property shall be under single ownership or under single designated control at the time any applications for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made. Single designated control for purpose 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 all the owners and any ground lessors.
6. For purpose of land-use controls, the Property has been divided into two (2) subareas, the boundaries of which are depicted on (Sub)Exhibit 6 herein. Permitted uses in Subarea A shall be theatrical, cultural and entertainment activities and related backstage, storage, office and accessory uses. Permitted Uses in Subarea B shall be restaurant and retail; office space related to any use permitted in the Planned Development or to any arts-related entities; and accessory uses. The sale of liquor related to any restaurant use shall be permitted.
7. Any service drive or other ingress or egress will be adequately designed and paved in accordance with the regulations of the Department of Transportation and in compliance with the Municipal Code of Chicago to provide ingress and egress for motor vehicles, including emergency vehicles. No parking shall be permitted within the service drives and other motor vehicles ingress and egress areas.

8. The maximum allowable height of any structure upon the Property shall generally conform with the Building Elevations, (Sub)Exhibit 11 attached hereto, and the sign provisions of Statement 10 herein.
9. For purposes of Floor Area Ratio (F.A.R.) calculations and floor area measurements, the definitions in the Chicago Zoning Ordinance shall apply.
10. Business identification signs shall be permitted within the Planned Development subject to the following design and location parameters:
 - (a) General sign provisions:
 - (1) The total square footage of signage displayed on any building (including roof or canopy signs) shall be limited to no more than six (6) times the footage of the Planned Development on that street; provided that: (i) this limitation shall apply separately for Subarea A and Subarea B fronting along Dearborn Street; (ii) signage on the landmark portions of the Planned Development shall be further limited as per subsection 10(b)(1) below; and (iii) signage described in subsections 10 (b)(5) and 10 (c)(5) below shall be excluded from this square footage limitation.
 - (2) The area of a sign which consists of individual letters shall be measured by drawing a box around all 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 banners, canopies or awning shall count as signage.
 - (3) Signs on the interior of any building which are visible from public ways shall require a sign permit and shall count as signage.
 - (4) Electronic moving message boards shall be prohibited.
 - (5) Temporary signs such as construction and marketing signs may be permitted subject to the review and approval of D.P.D.

(a) Subarea A:

- (1) The facades of the Harris and Selwyn Theaters shall be preserved in accordance with the terms of the approvals granted by the Chicago Landmarks Commission, attached hereto as (Sub)Exhibit 11. Prior to final building permit application, the Applicant shall seek clarification from the Chicago Landmarks Commission regarding the specific terms of this approval ((Sub)Exhibit 11) relating to materials for the new in fill construction and setback of new rooftop additions. In addition, plans for the construction by the Applicant within Subarea A shall be submitted for review and approval by the Chicago Landmarks Commission in accordance with Section 4.6 of the Redevelopment Agreement, as approved by the City Council on October 28, 1997.
- (2) No setbacks except for building entrances and other minor projections shall be allowed along the Dearborn Street or Lake Street rights-of-way. However, a thirty (30) foot setback at a level fifty (50) feet above grade shall be maintained for that portion of the western boundary of Subarea A located south of Couch Place.
- (3) Loading access to Subarea A shall occur solely from the loading dock accessed from Lake Street right-of-way.
- (4) The design of the rooftop mechanical penthouses shall be subject to the review and approval of the Department of Planning and Development.

(b) Subarea B:

- (1) Loading access for Subarea B shall occur solely from loading areas accessed from North Garvey Court and at the underground level of Planned Development 454 and Applicant shall file with D.P.D. copies of the easement or other agreement between Applicant and property owner(s) within Planned Development 454 which evidence such arrangements. Loading access shall not be permitted along Dearborn Street or Randolph Street.

- (2) The design and location of any rooftop mechanicals or other structures on the roof of the Restaurant/Retail Project shall require the prior approval of the D.P.D.
 - (3) No setbacks except corner architectural treatment or building recesses depicted on the Site Plan shall be permitted along Dearborn Street or Randolph Street. However, a thirty (30) foot setback at a level fifty (50) feet above grade shall be maintained for that portion of the western boundary of Subarea A located south of Couch Place.
B
 - (4) The corner canopy shall not project into the public way by a distance which exceeds fifty percent (50%) of the width of the sidewalk.
12. The terms and conditions of this Planned Development 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 that such a modification is minor, appropriate and consistent with the nature of the development of the Property contemplated in this Planned Development. Any such modification shall be deemed to be a minor change in the Planned Development as contemplated by Section 11.11-3(c) of the Chicago Zoning Ordinance. This statement shall not be construed as limiting the authority of the Commissioner pursuant to Section 11.11-3(c) of the Chicago Zoning Ordinance to authorize any other minor changes to any of the portions or statements of this Planned Development.
 13. The Applicant acknowledges that it is in the public interest to design, construct and maintain all buildings in a manner which promotes and maximizes the conservation of energy resources. The Applicant shall use best and reasonable efforts to design, construct and maintain all buildings located within this Planned Development in an energy-efficient manner, generally consistent with the most current energy efficiency standards published by the American Society of Heating, Refrigerating and Air-Conditioning Engineers ("A.S.H.R.A.E.") and the Illuminating Engineering Society (I.E.S.). Copies of these standards may be obtained from the D.P.D.

14. Unless substantial construction of the proposed development has commenced within five (5) years following adoption of this Planned Development, and unless completion is thereafter diligently pursued, then this Planned Development shall expire. If this Planned Development expires under the provisions of this statement, then the zoning of the Property shall automatically revert to the B7-7 General Central District, Business Planned Development Number 454 and Business Planned Development Number 478 classifications in effect prior to the effective date of this Planned Development Ordinance.
15. The Applicant acknowledges that 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. No approvals shall be granted pursuant to Section 11.11-3(b) of the Chicago Zoning Ordinance until the Director of M.O.P.D. has approved detailed construction drawings for each building or improvement.

[(Sub)Exhibit 2 (Planned Development Property Line and Boundary Map); (Sub)Exhibit 3 (Right-of-Way Adjustment Map); (Sub)Exhibit 4 (Existing Land-Use Map); (Sub)Exhibit 5 (Existing Zoning Map); (Sub)Exhibit 6 (Planned Development Subarea Map); (Sub)Exhibit 7 (Overall Site Plan); (Sub)Exhibit 8 (Subarea A Site Plan); (Sub)Exhibit 9 (Subarea B Site Plan); (Sub)Exhibit 10A (Building Elevations East and South); (Sub)Exhibit 10B (Building Elevations West and North); (Sub)Exhibit 10C (Material Legend) and (Sub)Exhibit 11 (Landmark Approval Terms) referred to in these Plan of Development Statements printed on pages 69542 through 69552 of this Journal.]

(Sub)Exhibit 1 (Use and Bulk Table) referred to in these Plan of Development Statements reads as follows:

12289

65940

JOURNAL--CITY COUNCIL--CHICAGO

4/1/98

(Sub)Exhibit 1.

Use And Bulk Table. *I BPD 478 A.A.*

Net Site Area:

--	Total Area:	53,806 square feet (1.2352 acres).
--	Subarea A:	40,739.18 square feet (.9352 acres).
--	Subarea B:	13,066.82 square feet (.3000 acres).

Gross Site Area:

--	Total Area:	83,201.0 square feet (1.9100 acres).
--	Subarea A:	59,117 square feet.
--	Subarea B:	24,084 square feet.

Maximum Permitted Floor Area Ratio:

--	Total Area:	3.45.
--	Subarea A:	3.10.
--	Subarea B:	4.40.

Maximum Percentage of Land Covered:

--	Total Area:	97.0%.
--	Subarea A:	96.5%.
--	Subarea B:	99.0%.

Number of Required Off-Street Parking Spaces: 0 spaces.

Minimum Number of Off-Street Loading Spaces:

-- Subarea A: 1, in accordance with Statement 11(a)(3).

-- Subarea B: In accordance with Statement 11(b)(1).

Minimum Periphery Setbacks: 0 feet.

Minimum Height: See Exhibit 10. Goodman Fly-Tower smoke vents are 104 feet above sidewalk. (Sub)Exhibit 2.

*Reclassification Of Area Shown On Map Number 4-J.
(Application Number A-3892)*

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

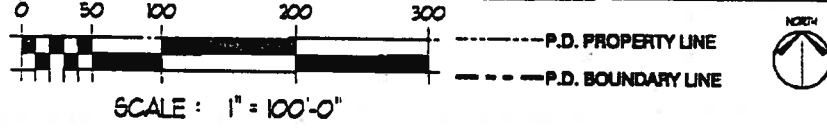
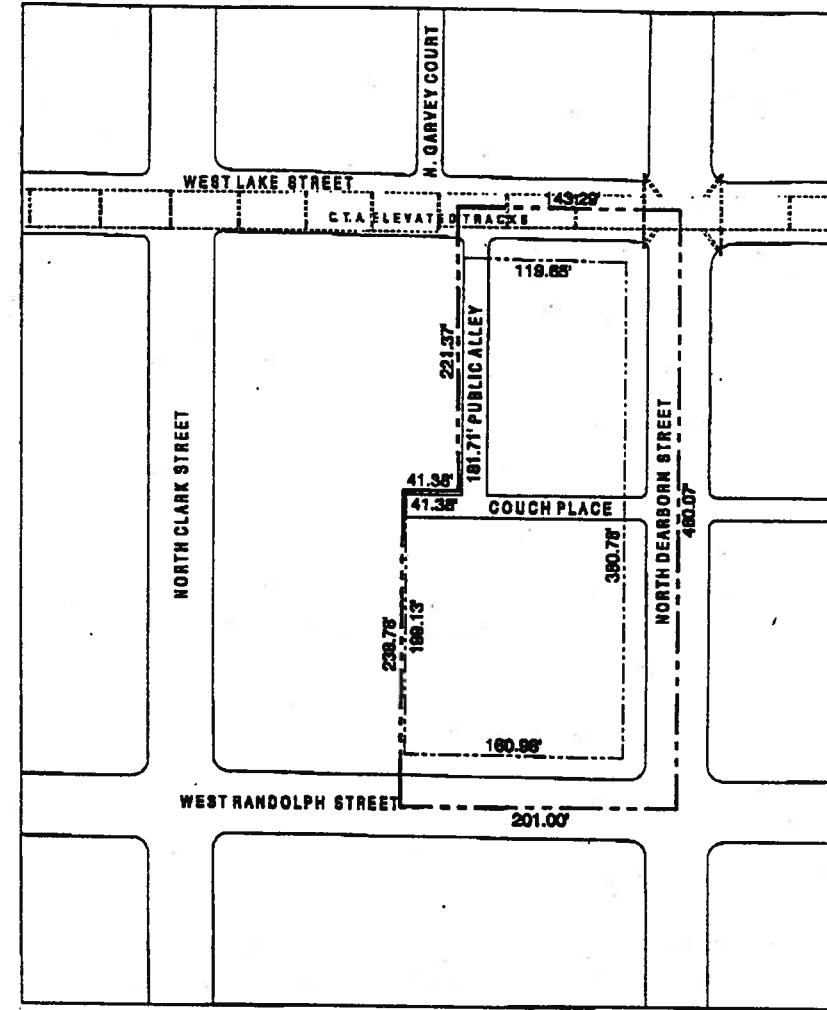
SECTION 1. That the Chicago Zoning Ordinance be amended by changing all the B4-2 Restricted Service District symbols and indications as shown on Map Number 4-J in the area bounded by:

a line 550 feet north of West 19th Street; South Kedzie Avenue; a line 525 feet north of West 19th Street; and the alley next west of and parallel to South Kedzie Avenue,

to those of an R4 General Residence District and a corresponding use district is hereby established in the area above described

(Continued on page 65954)

Planned Development Property Line
And Boundary Map.



**KPMB
DLK**
ASSOCIATED
ARCHITECTS

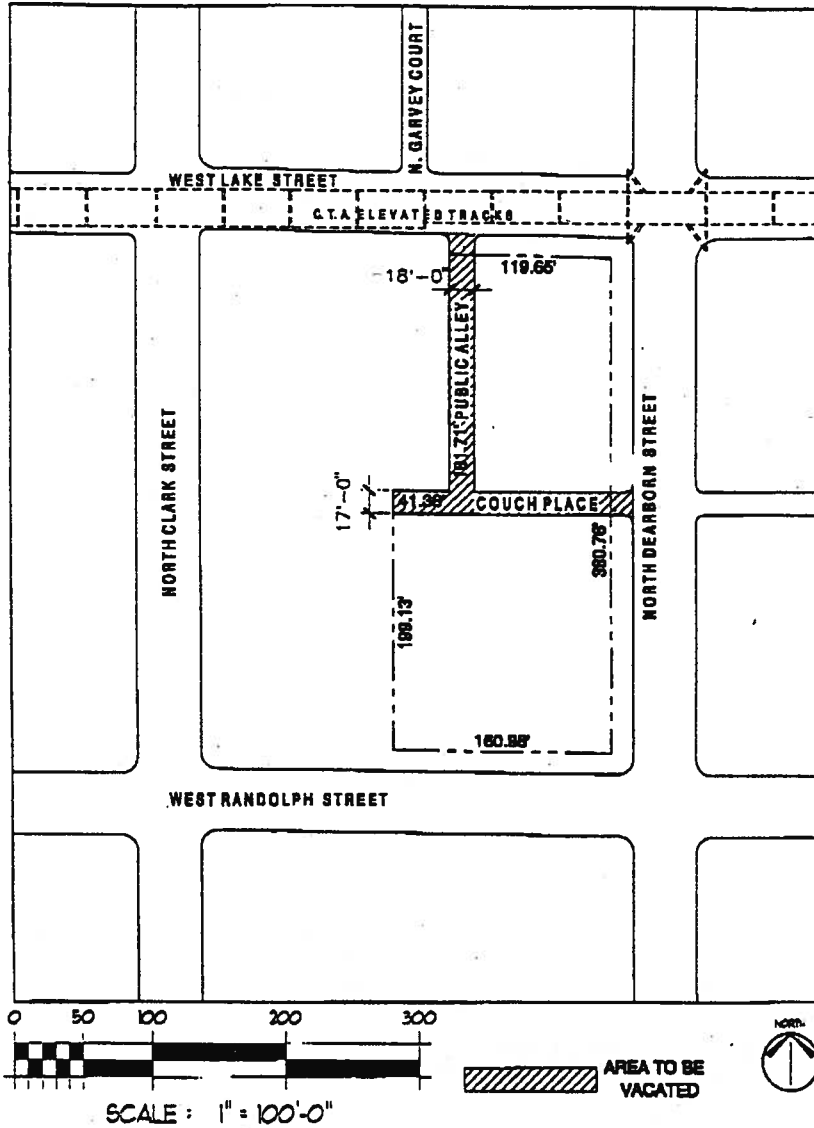
The Trust
Goodman
DEVELOPMENT

PLANNED DEVELOPMENT PROPERTY LINE
AND BOUNDARY MAP
DATE: 2.24.98
REVISED DATE: 3.12.98 SCALE: 1:100'

EXHIBIT
2

(Sub)Exhibit 3.

Right-Of-Way Adjustment Map.



**KPMB
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ASSOCIATED
ARCHITECTS
March 10, 1998 4:27 p.m.

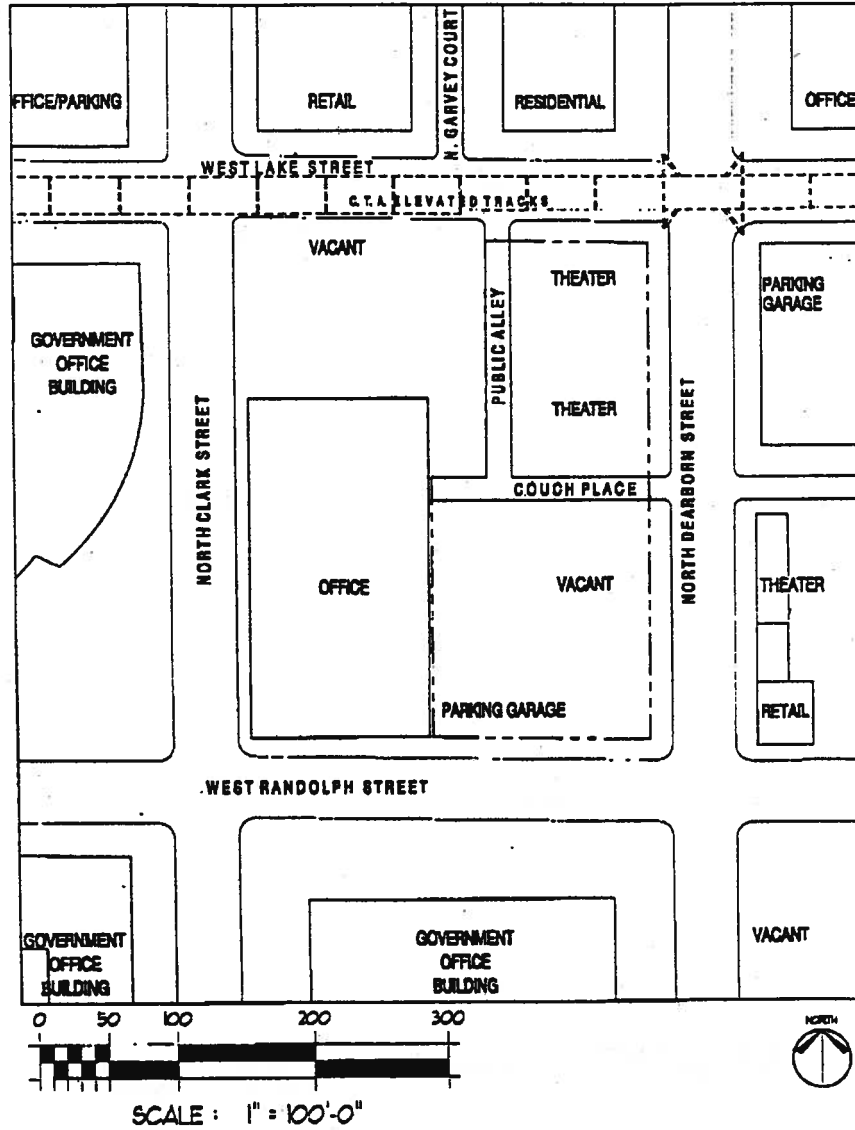
The #1 Team
Goodman
DEVELOPMENT
Drawing: EX-003.DWG.DWG

RIGHT-OF-WAY ADJUSTMENT MAP
DATE: 02.24.98
REVISED DATE: 03.12.98 SCALE: 1"=100'

EXHIBIT
3

(Sub)Exhibit 4.

Existing Land-Use Map.



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ARCHITECTS
March 11, 1998 12:36:58 pm

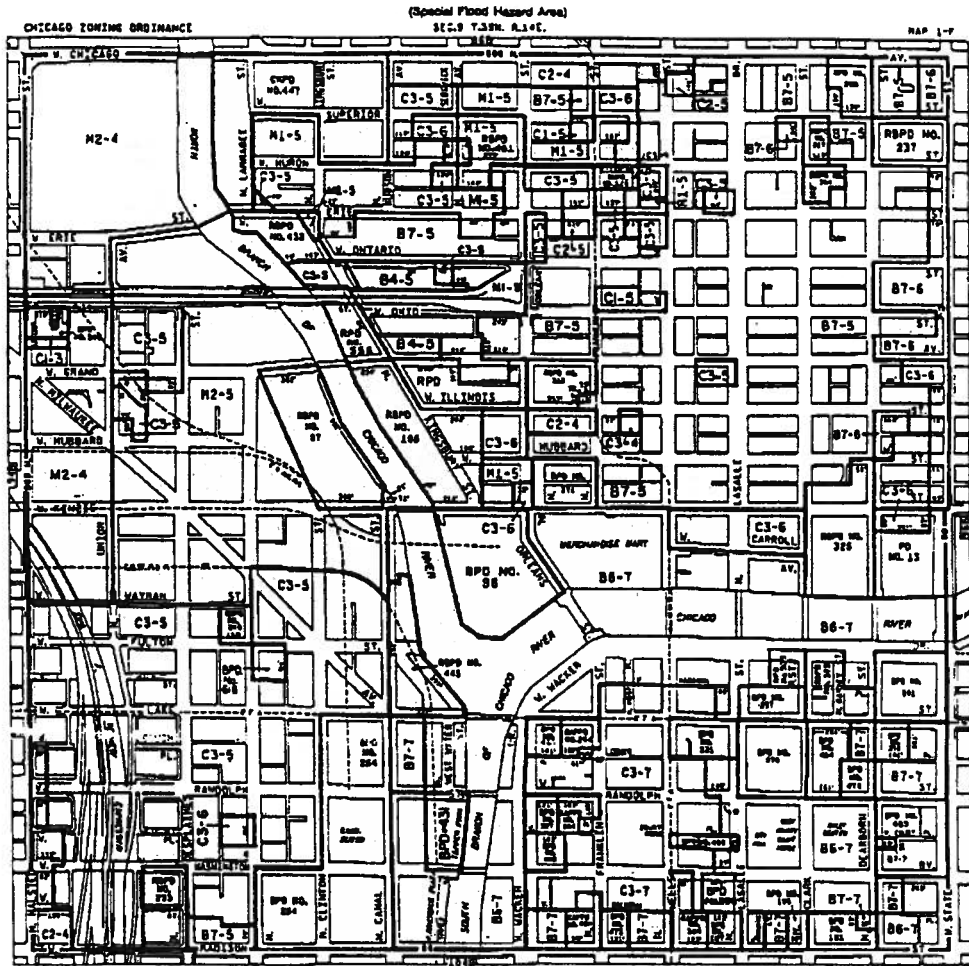
The Theatre
Goodman
DEVELOPMENT
Drawings: EX-064.DWG UNC

EXISTING LAND USE MAP
DATE: 02.24.98
REVISED DATE: 03.12.98 SCALE: 1"=100'

EXHIBIT
4

(Sub)Exhibit 5.

Existing Zoning Map.

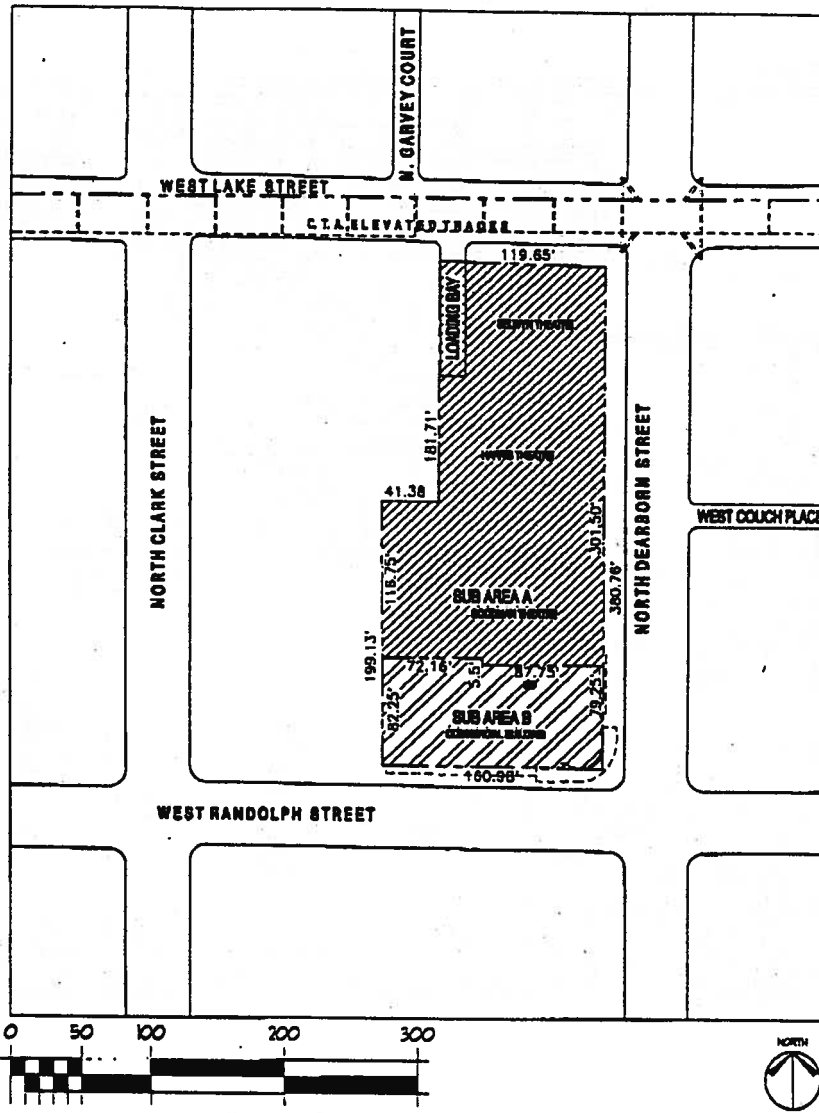


<p>KPMB DLK ASSOCIATED ARCHITECTS</p>	<p>Goodman The Chicago DEVELOPMENT</p>	<p>CITY OF CHICAGO ZONING MAP</p> <p>DATE: 03.12.98 SCALE: NTS</p>	<p>EXHIBIT 5</p>
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Printed on 100% Recycled Paper Date: 03/12/98

(Sub)Exhibit 6.

Planned Development Subarea Map.



**KPMB
DLK**
ASSOCIATES
ARCHITECTS

March 10, 1998 4:36: p.m.

Goodman
The Team
DEVELOPMENT

Drawing: FX-006.DWG.LONG

PLANNED DEVELOPMENT SUB AREA MAP
DATE: 02.24.98
REVISED DATE: 03.12.98 SCALE: T:100'

**EXHIBIT
6**

(b) Subarea A (theater) signs:

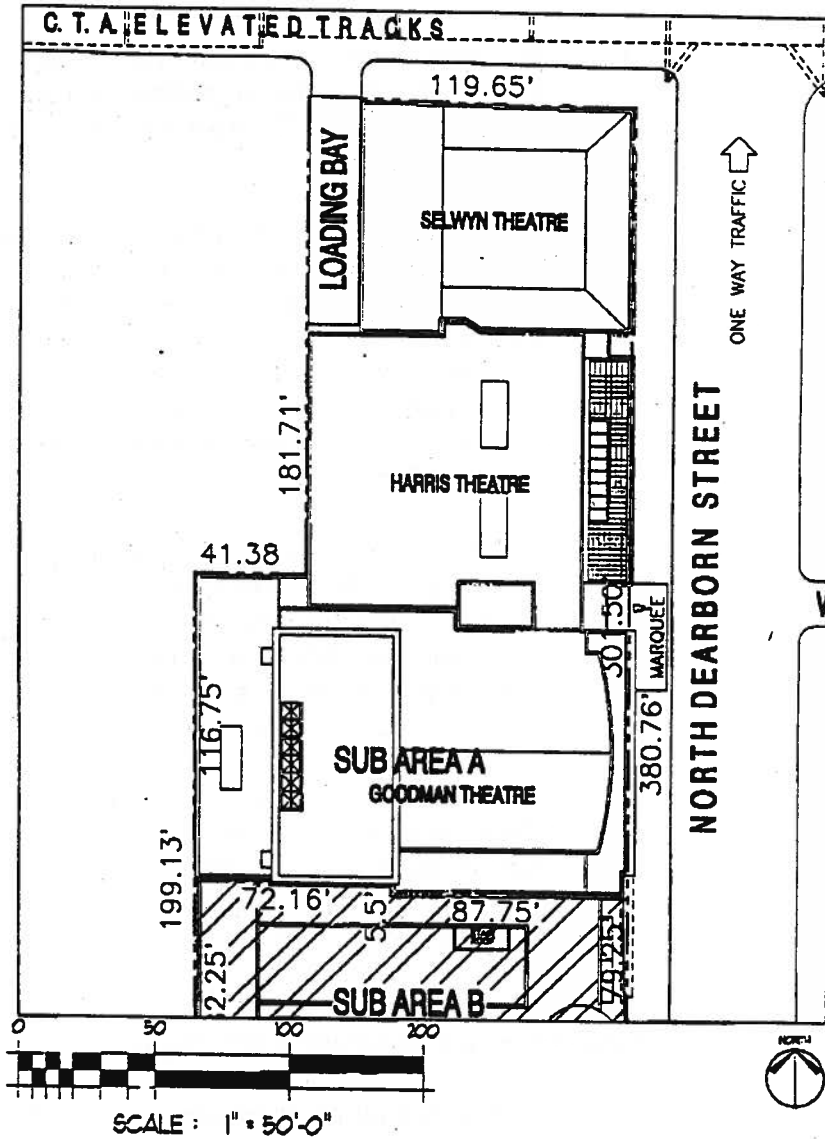
- (1) Any signage on landmark-designated facades or rooftop additions to landmark buildings shall be subject to review and approval of the Commission on Chicago Landmarks.
- (2) All signs depicted on the Dearborn Street building elevations shall be permitted, subject to final review and approval of D.P.D. and the specific provisions of this subsection (b).
- (3) The Goodman Theatre shall be allowed a vertical blade sign and a marquee that may extend up to ten (10) feet into the public right-of-way. The blade sign may be internally or externally illuminated (no bare bulbs) and may be up to seventy-five (75) feet in height above the sidewalk level. The marquee may be up to fifty (50) feet long with internally illuminated signage up to twenty-four (24) inches in height on its fascias.
- (4) Posters counting as signage may be placed in ground floor openings in the new Main Stage theater and in existing poster cases in the Harris and Selwyn Theaters. In addition, the facade of the Main Stage theater may have temporary vertical banners mounted either parallel or perpendicular to Dearborn Street.
- (5) Subject to review and approval of D.P.D., the Goodman Theatre shall be permitted to relocate the sign installed on the outside of its current theatre location and such sign shall not count toward the square footage limitation set forth in (a) (1) above.

(c) Subarea B (retail/restaurant) signs:

- (1) At the corner of Dearborn and Randolph Streets, a canopy may extend up to fifty percent (50%) of the sidewalk width into the public right-of-way on both sidewalks. The letter height of signage on the fascia of this canopy shall not exceed twelve (12) feet in height. Illuminated, individual letters or tenant logos (no box channel signs) may be mounted on top of this canopy having a maximum height of four (4) feet.

(Sub)Exhibit 8.

Subarea "A" Site Plan.



**KPMB
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ASSOCIATED
ARCHITECTS

March 10, 1998 4:50 PM

The Theatre
Goodman
DEVELOPMENT

Group: EX-003.0WG DWG

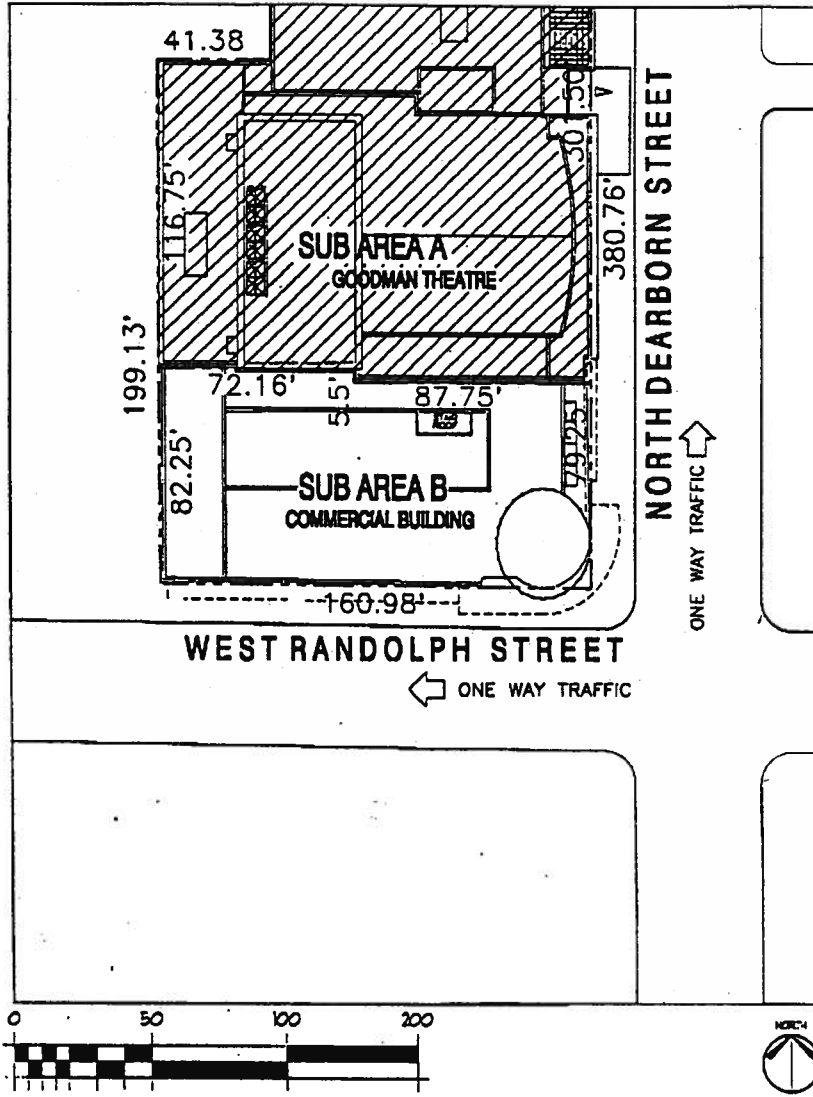
**SUB AREA A
SITE PLAN**

DATE: 02.24.98
REVISED DATE: 03.12.98 SCALE: 1:50'

**EXHIBIT
8**

(Sub)Exhibit 9.

Subarea "B" Site Plan.



**KPMB
DLK**
ASSOCIATED
ARCHITECTS

The Trust
Goodman
DEVELOPMENT

**SUB AREA B
SITE PLAN**
DATE: 02.24.98
REVISED DATE: 03.12.98 SCALE: 1"=50'

**EXHIBIT
9**

(Sub)Exhibit 10C.

Material Legend

MATERIALS / SYSTEMS LEGEND

- ① EXISTING TERRA-COTTA RESTORED
- ② LIMESTONE UNIT MASONRY
- ③ LIMESTONE PANELS
- ④ PRECAST CONCRETE SILL OR CAP
- ⑤ ALUMINUM CURTAIN WALL GLAZING SYSTEM WITH CLEAR GLASS
- ⑥ ALUMINUM CURTAIN WALL GLAZING SYSTEM WITH OPAQUE SPANDREL GLASS OR PAINTED METAL PANELS
- ⑦ PAINTED METAL CORNICE
- ⑧ ALUMINUM SKYLIGHT SYSTEM
- ⑨ ALUMINUM ENTRANCE SYSTEM WITH PAINTED ALUMINUM DOORS AND FRAMES
- ⑩ UNIT MASONRY
- ⑪ PAINTED METAL FRAMING AND ROOF SCREENS WITH BUILDING NAME INSCRIPTION AND THEATER MARQUEE
- ⑫ ENTRANCE CANOPY WITH PAINTED STEEL FRAMING AND ALUMINUM GLAZING SYSTEM WITH TRANSLUCENT SAFETY GLASS
- ⑬ GLASS ENTRANCE BEACON WITH STAINLESS STEEL FRAMING AND ALUMINUM GLAZING SYSTEM
- ⑭ PAINTED METAL FLASHING
- ⑮ INSULATED METAL WALL PANEL SYSTEM
- ⑯ RESTORED METAL WINDOWS
- ⑰ NEW ALUMINUM GLAZING/DOOR SYSTEM WITHIN RESTORED ORNAMENTAL METAL DOOR SURROUND/FRAME
- ⑱ NEW METAL DOOR(S) AND FRAME
- ⑲ EXISTING ORNAMENTAL METAL POSTER CASE RESTORED
- ⑳ EXISTING BRICK MASONRY TO BE CLEANED AND REPAIRED
- ㉑ BRICK VENEER
- ㉒ RAINWATER LEADER IN ARCHITECTURAL METAL CHANNEL
- ㉓ MATERIAL TO BE DETERMINED LATER
- ㉔ MASONRY OR GLASS SPANDREL

(Sub)Exhibit 11.

Landmarks Approval Terms.

**LANDMARK REQUIREMENTS FOR THE
HARRIS AND SELWYN THEATERS.****Goodman Theatre Redevelopment Agreement.****Terra Cotta And Brick Facades:**

- Developer shall follow the City's building permit review procedures, in accordance with the Chicago Landmarks Ordinance.
- Developer shall conduct a qualified study of the building's terra cotta and visible brick surfaces and clean, point, replace, or perform other repair work as recommended.
- Visible facades along Dearborn and Lake Streets, including parapets, returns, and balustrades, shall be restored to Secretary of the Interior Standards.
- Developer shall replace all missing terra cotta.
- All ground-level display cases shall be retained (seven (7) total).

Door and Window Openings:

- Windows and doorways on ground level shall be recessed two and one half (2 ½) feet, at their current location, as per original design.
- Existing door and window ornamental metal frames shall be retained, as well as the original design appearance of these doors and windows.
- Upper-level windows and surrounds shall be retained, as per the original design.
- The original design of the two (2) missing main doorways (Harris and Selwyn) shall be replicated in the design of new windows.

New Construction and Additions:

- The glass wall of the new "infill" construction between buildings (south of Harris; and between the Harris and Selwyn) shall be set back approximately eight (8) feet -- i.e., behind the existing terra cotta "returns" of those structures -- in order for the buildings to maintain their separate identity.
- New entry vestibules may be built in front of the infill setback line, provided they are of a transparent design and are not more than one (1) story in height.
- The rooftop addition on the Harris shall be set back a sufficient distance from the front facade (approximately fifteen (15) feet), so that it is not visible to a person standing on the opposite side Dearborn Street -- except at the existing recesses.

(Continued from page 65941)

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

*Reclassification Of Area Shown On Map Number 5-G.
(Application Number 12281)*

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 R3 General Residence District symbols and indications as shown on Map Number 5-G in the area bounded by:

a line 25 feet south of West Belden Avenue; the alley next east of North Janssen Avenue; a line 50 feet south of West Belden Avenue; and North Janssen Avenue,

to those of an R4 General Residence District and a corresponding use district is hereby established in the area above described.

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

*Reclassification Of Area Shown On Map Number 6-K.
(Application Number 3895)*

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 B4-1 Restricted Service District symbols and indications as shown on Map Number 6-K in the area bounded by:

Gross Site Area: 57,598 square feet (1.32 acres)

General Description of Land Use: Retail, parking and related accessory uses.

Maximum Floor Area Ratio: 11.5

Maximum Percentage of Site Coverage: 100%

Minimum Setbacks: None

Minimum Number of Off-Street
Parking Spaces: Garage -- 1,000 retail and other uses -- none.

Maximum Number of Off-Street
Parking Spaces: Garage -- 1,100

Minimum Number of Off-Street Loading Berths: 1

Minimum Retail Space at Street Level: 18,000 square feet.

Reclassification Of Area Shown On Map No. 1-F.

PD 478

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 B7-7 General Central Business District symbols and indications as shown on Map No. 1-F in the area bounded by

West Couch Place; North Dearborn Street; a line 161.04 feet west of North Dearborn Street; and West Randolph Street,

(Continued on page 1010)



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(Continued from page 1006)

to the designation of a Business Planned Development which is hereby established in the area above described, subject to such use and bulk regulations as are set forth in 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 attached to this ordinance reads as follows:

Business Planned Development No. 478

As Amended.

Plan Of Development

Statements.

1. The area delineated herein as a Business Planned Development (the "Property") consists of approximately 29,206 square feet, is commonly known as 50 -- 64 West Randolph Street, and is bounded on the south by West Randolph Street, on the east by North Dearborn Street, on the north by Couch Place, and on the west by a line approximately 161.04 feet west of North Dearborn Street, as shown on the attached "Property Line and Planned Development Boundary Map".
2. Permitted uses for the Property shall include offices, retail facilities, restaurants, satellite receiving dishes and any other uses designated as permitted and special uses in the B7-7 General Central Business District as of this date.
3. The Property is owned or controlled by Miller-Klutznick-Davis-Gary Company, a Colorado general partnership ("Applicant").
4. All applicable official reviews, approvals or permits are required to be obtained by the Owner or his successors, assignees or grantees.
5. Any dedication or vacation of streets or resubdivision of parcels shall require a separate submittal on behalf of the Owner and approval by the City Council.
6. Off-street parking and off-street loading facilities shall be provided in compliance with this Plan of Development.

7. Service drives or any other ingress or egress lanes not heretofore proposed to be dedicated, shall be adequately designed and paved in accord with the regulations of the Department of Public Works and in compliance with the Municipal Code of Chicago, to provide ingress and egress for motor vehicles, including emergency vehicles. There shall be no parking permitted within such paved areas.
8. Identification and business identification signs may be permitted within the area delineated herein as Business Planned Development, subject to the review and approval of the Commissioner of the Department of Planning.
9. The height restriction of any building or any appurtenance attached hereto shall be subject to:
 - a. height limitations as certified on form F.A.A.-117, or successor forms involving the same subject matter, and approved by the Federal Aviation Administration; and
 - b. airport zoning regulations now in effect as established by the Departments of Planning, Aviation and Law, and approved by the City Council.
10. These statements and the information set forth hereinafter illustrate the proposed development of the Property (the "Development") in accordance with the intent and purpose of the Chicago Zoning Ordinance. Prior to the demolition of all improvements currently located upon the Property, the following interim uses are permitted: offices, retail, restaurants, theatres, parking garages and any other uses currently existing on the Property. Any interim use of the Property during the time period from demolition of all existing improvements to construction of the Development shall be subject to the approval of the Department of Planning. Phase I of the Development will consist of a 40 story building containing offices, retail facilities and related uses, with four loading spaces on the first floor level. The first floor level of Phase I is depicted upon that drawing prepared by Lohan Associates, designated as "Phase I Ground Floor Plan", dated December 9, 1988, described upon Exhibit I to the Redevelopment Agreement ("Redevelopment Agreement") to be entered into by and between the Applicant and the City of Chicago. Upon completion of the development contemplated by Linpro Chicago Land Limited Partnership ("Linpro"), as set forth in that document entitled "Block 35, North Loop Project Redevelopment Agreement" ("Linpro Redevelopment Agreement"), by and between the City of Chicago and Linpro, Phase II will be commenced, which will (i) allow access to underground parking and loading, (ii) will include the improvement of the southernmost one-half of that portion of Couch Place located within Block 35 upon completion of the renovation of the Harris and Selwyn Theatres, subject to the review and approval of the Commissioner of Planning, and (iii) will allow access between the retail areas and the lobby of the Development and the retail arcade to be constructed in accordance with the Linpro Redevelopment Agreement upon the parcel to the

west of the Property. The ground floor and first floor of Phase II are depicted upon those drawings prepared by Lohan Associates designated "Parking/Dock Level Plan (Basement)" and "Phase II Ground Floor Plan", both of which are dated December 9, 1988, also described on Exhibit I to the Redevelopment Agreement.

11. The Plan of Development, hereby attached, shall be subject to the "Rules and Regulations and Procedures in Relation to Planned Developments," as adopted by the Commissioner of the Department of Planning.
12. In the event construction of the Development has not commenced within ten years of the effective date of this ordinance, this planned development will expire, and the Property would revert to its underlying zoning and other development guidelines then in force.
13. This Plan of Development, including the Existing Zoning Map, the Property Line and Planned Development Boundary Map, the Generalized Land Use Plan, the Table of Use and Bulk Regulations and Data and all other exhibits hereto, all of which are attached hereto and incorporated herein, shall be applicable to the Property and no other controls shall apply to the Property.
14. This ordinance will be effective only upon the execution of the Redevelopment Agreement.

[Exhibits "C", "D" (Parking/Dock Level Plan and Phase II Ground Floor Plan), Planned Development Boundary Map, Existing Zoning and Preferential Street Map and Generalized Land Use Plan printed on pages 1014 through 1019 of this Journal.]

Use and Bulk Regulations and Data attached to this Plan of Development reads as follows:

Planned Development

Use And Bulk Regulations And Data.

1. Net Site Area: Approximately 29,206 square feet.
2. Gross Site Area: 46,310 square feet.
3. Uses: Offices, retail facilities, restaurants, satellite receiving dishes, signage, and any other uses designated as permitted and special uses in the B7-7 General Central Business District on the date of this application.

4. Maximum Floor Area Ratio: 26.83.
5. Maximum Percentage of Land Coverage: 100%.
6. Minimum Number of Parking Spaces: There will be no off-street parking located upon the Property during Phase I. During Phase II, there will be a minimum of 40 off-street parking spaces.
7. Minimum Number of Loading Spaces: 4.
8. Total Maximum Building Area: 783,716 floor area ratio square feet (excluding mechanical and storage penthouse, mid-level mechanical mezzanine, public arcades, and below grade floors).
9. Maximum Height: 600 feet.
10. Minimum Setbacks: 35 foot setback at a height of 50 feet along the west property line; otherwise no minimum setback.
11. Minimum Distances Between Buildings: There shall be no required minimum distance between buildings.

Reclassification Of Area Shown On Map Nos. 2-F And 2-G (As Amended).

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

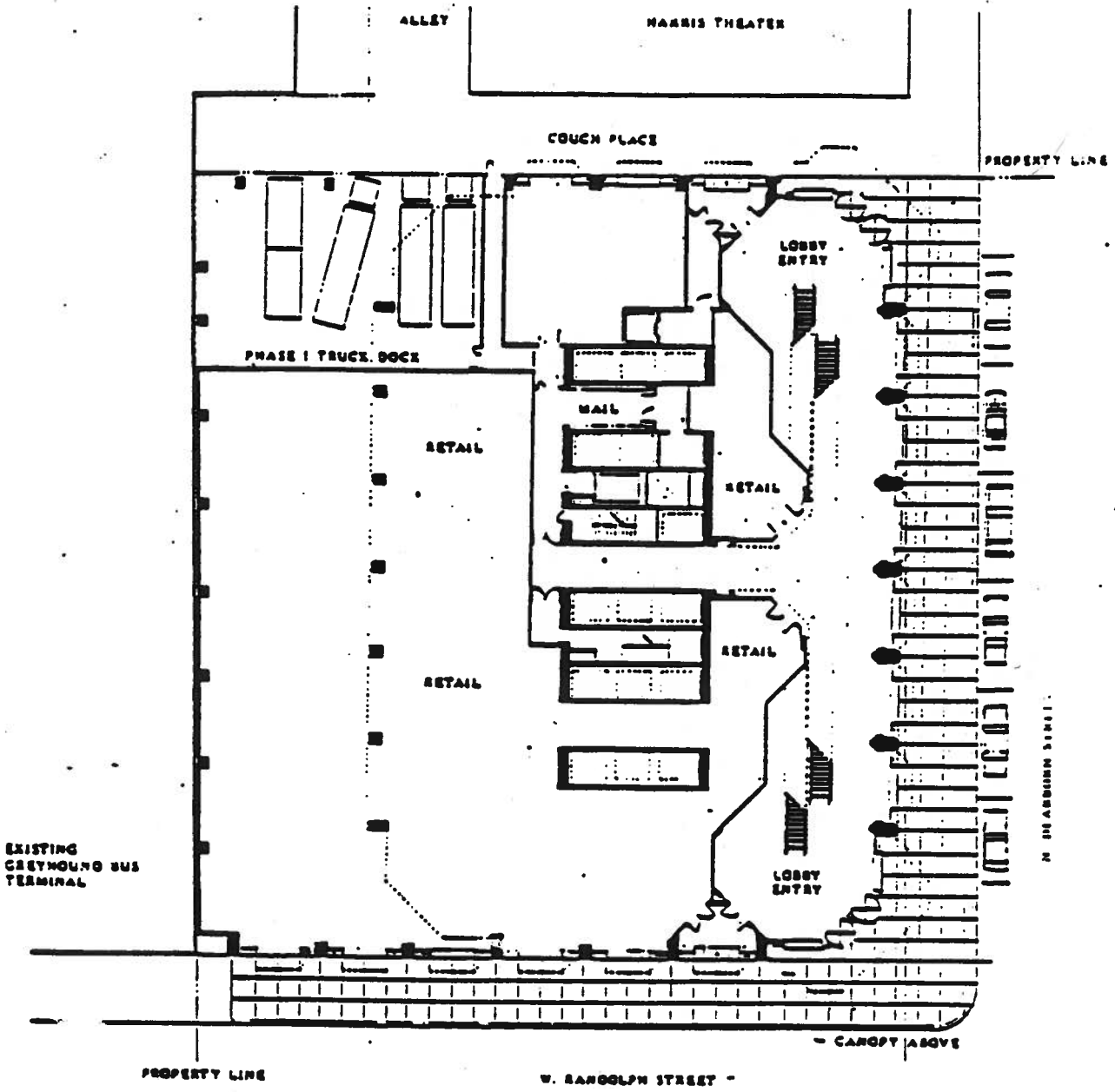
SECTION 1. That the Chicago Zoning Ordinance be amended by changing all the C1-4 Restricted Commercial District symbols and indications as shown on Map Nos. 2-F and 2-G in area bounded by

a line 100 feet south of and parallel to West Adams Street; South Halsted Street; West Adams Street; the alley next east of and parallel to South Halsted Street; West Quincy Street; South Halsted Street; a line 200 feet south of and parallel to West Adams Street; and a line 125 feet west of and parallel to South Halsted Street,

to those of a C3-5 Commercial-Manufacturing District and a corresponding use district is hereby established in the area above described.

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

Exhibit "C".



PHASE I - GROUND FLOOR PLAN
 MKDG OFFICE TOWER
 LOMAN ASSOCIATES, ARCHITECTS
 9 December 1988

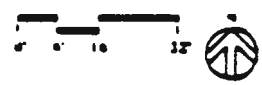
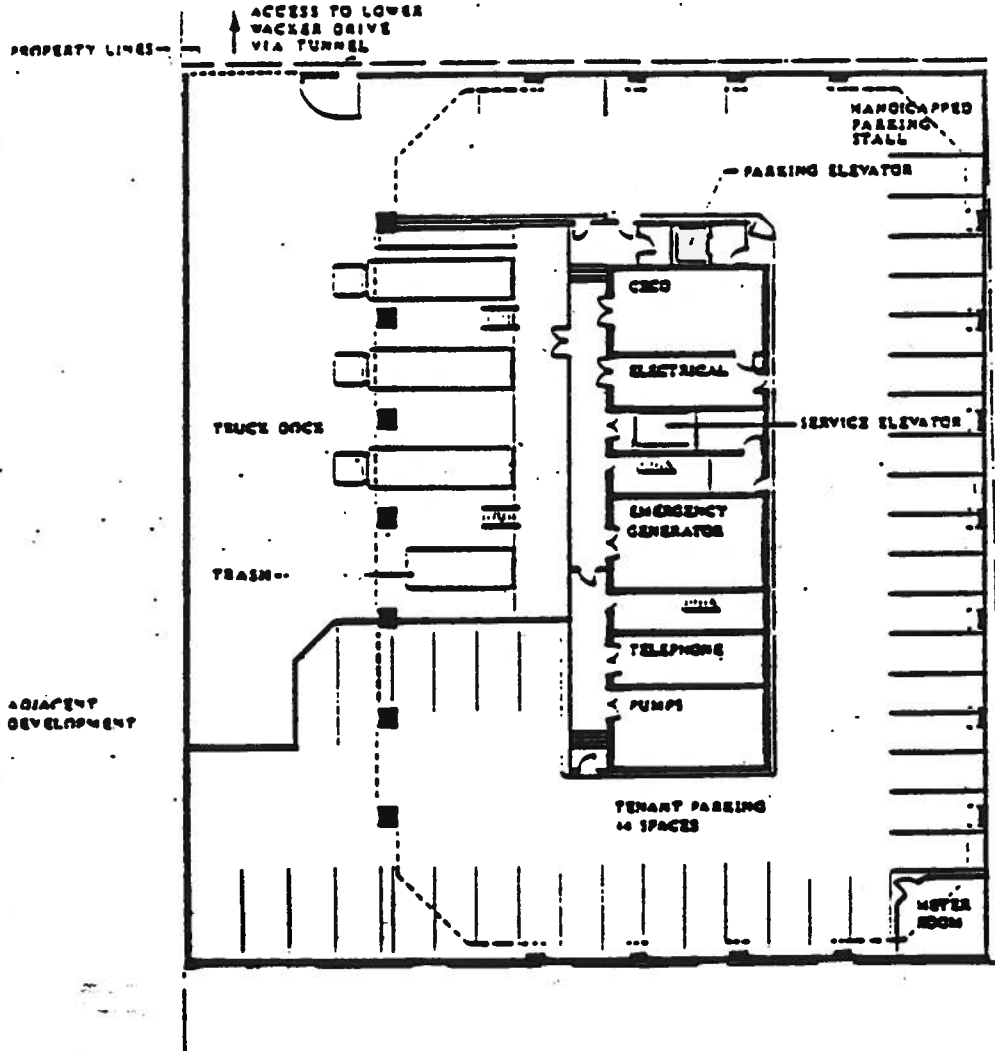


Exhibit "D"
Parking/Dock Level Plan.

HARRIS THEATER



PARKING / DOCK LEVEL PLAN • (BASEMENT)
 MKDG OFFICE TOWER
 LONAN ASSOCIATES ARCHITECTS
 9 December 1988

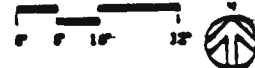
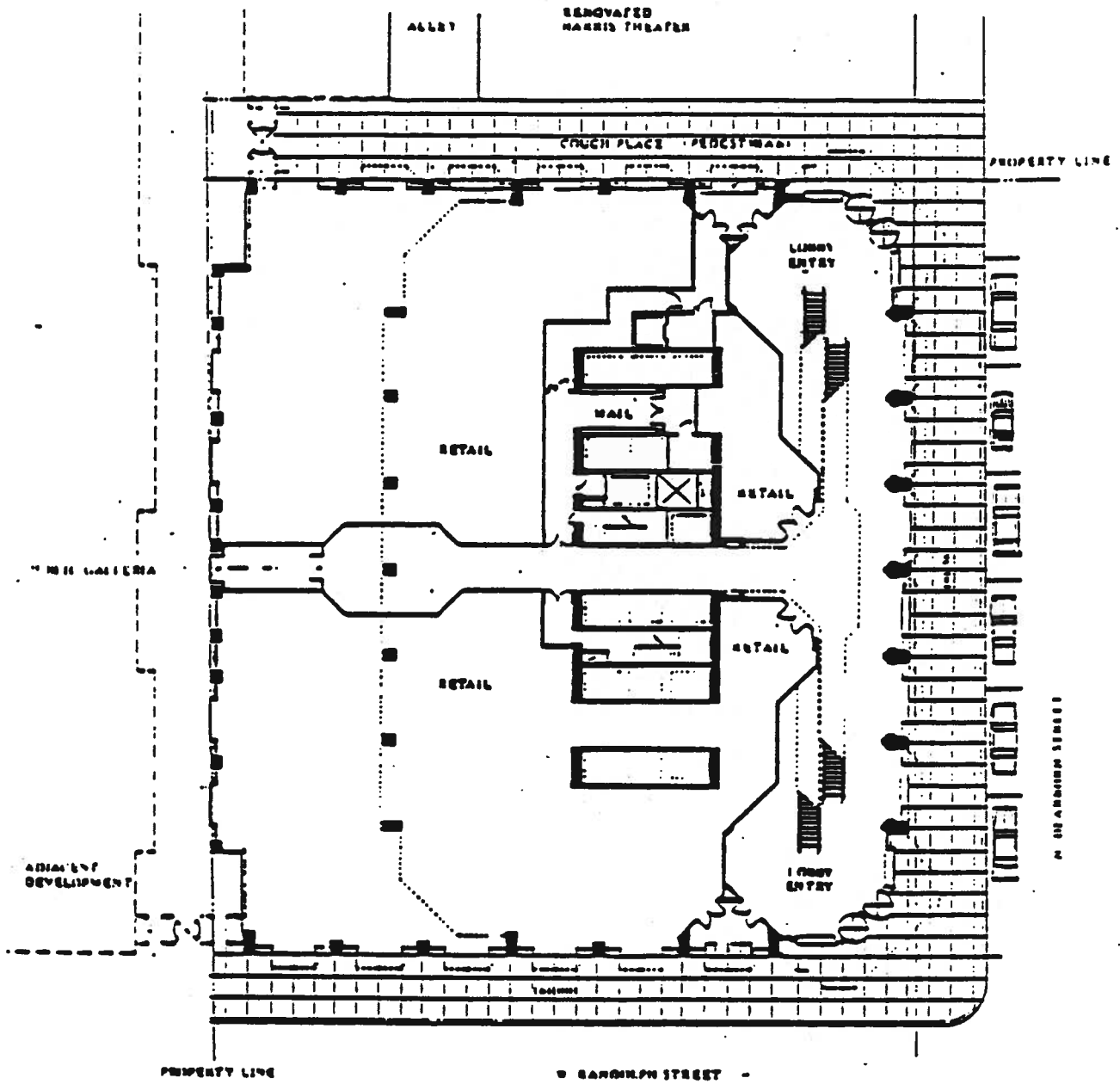


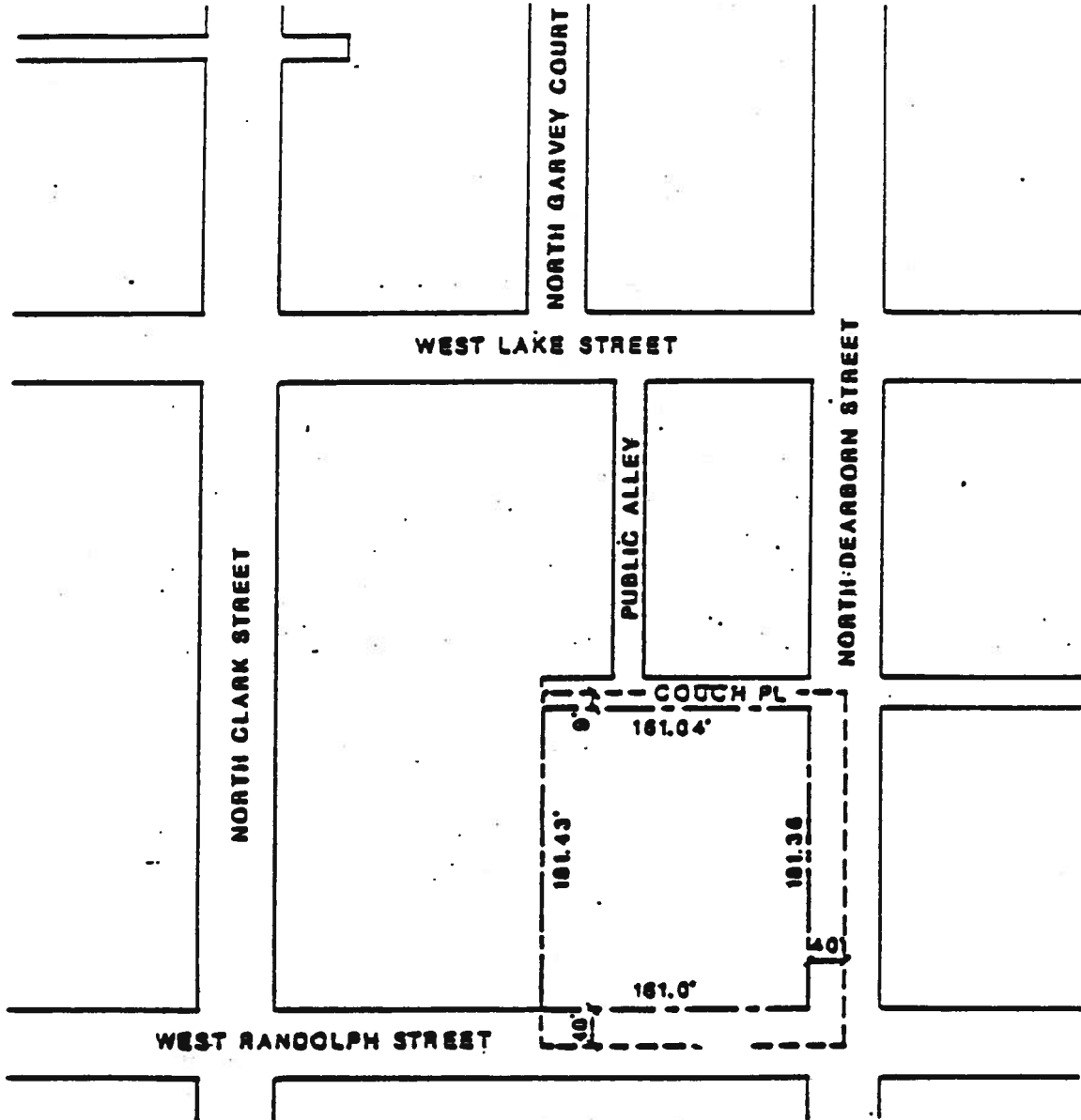
Exhibit "D"
Phase II, Ground Floor Plan.



PHASE II - GROUND FLOOR PLAN
 MKDG OFFICE TOWER
 LOMAS ASSOCIATES, ARCHITECTS
 9 December 1988



BUSINESS PLANNED DEVELOPMENT
BUSINESS PLANNED DEVELOPMENT
BOUNDARY MAP



APPLICANT:

————— PROPERTY LINE

----- PLANNED
DEVELOPMENT
BOUNDARY

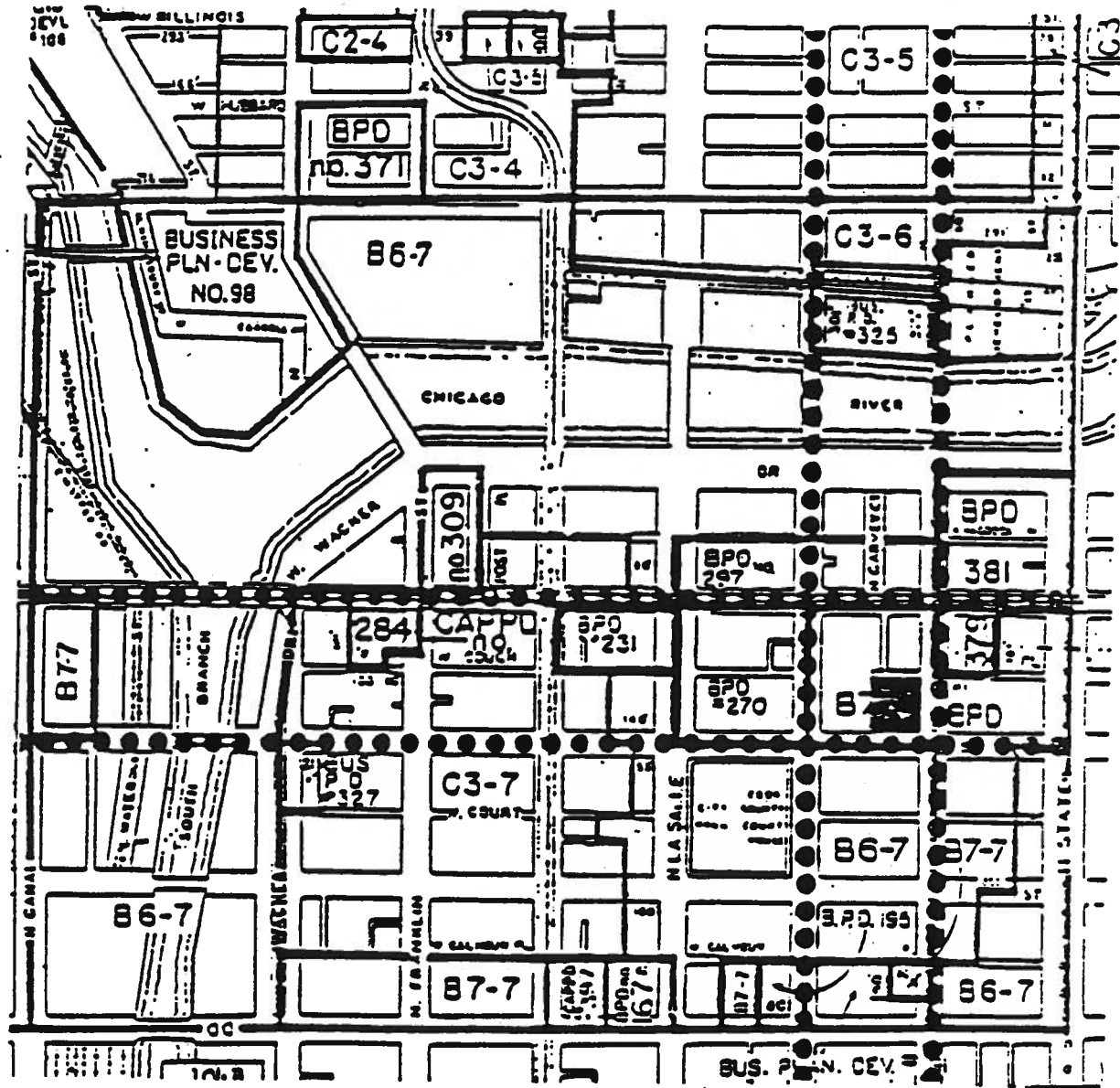
DATE: December 13, 1988

48,310 GROSS AREA
29,206 NET AREA



BUSINESS PLANNED DEVELOPMENT

EXISTING ZONING AND PREFERENTIAL STREET MAP



APPLICANT: Miller-Klutznick-Davis-Gray Co.
 737 North Michigan Avenue
 Suite 2350
 Chicago, Illinois 60611

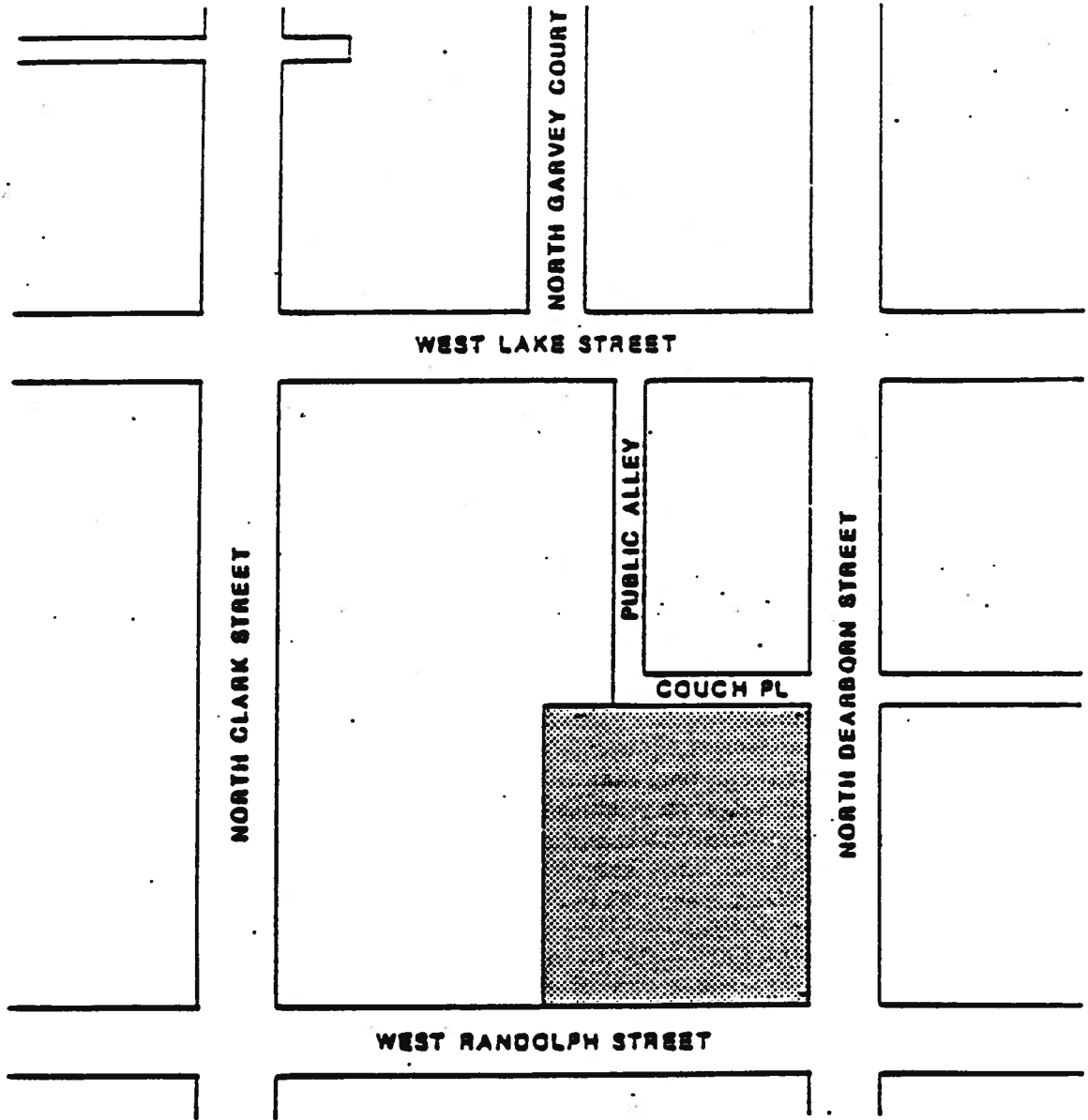
- ZONING DISTRICT
- PLANNED DEVELOPMENT BOUNDARY
- PREFERENTIAL STREETS

DATE: December 13, 1988



BUSINESS PLANNED DEVELOPMENT

GENERALIZED LAND USE PLAN



APPLICANT: Miller-Klutznick-Devis-Gray Co.
 737 North Michigan Avenue
 Suite 2350
 Chicago, Illinois 60611

 OFFICE, RETAIL AND RELATED USES

DATE: December 13, 1988



