



City of Chicago



O2018-4017

Office of the City Clerk

Document Tracking Sheet

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| Meeting Date: | 5/23/2018 |
| Sponsor(s): | Misc. Transmittal |
| Type: | Ordinance |
| Title: | Zoning Reclassification Map No. 6-E at 2222-2230 S Michigan Ave - App No. 19658 |
| Committee(s) Assignment: | Committee on Zoning, Landmarks and Building Standards |

19658
INTRO DATE
MAY 23, 2018

ORDINANCE

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

SECTION 1. Title 17 of the Municipal Code of Chicago, the Chicago Zoning Ordinance, is hereby amended by changing all of the DS-3 and DS-5 Downtown Service District symbols and indications as shown on Map No. 6-E in the area bounded by

a line 148 feet south of and parallel to West Cermak Rd.; South Michigan Ave.; a line 247.85 feet south of and parallel to West Cermak Rd.; and South Wabash Ave.

to those of a DX-5 Downtown Mixed-Use District.

SECTION 2. Title 17 of the Municipal Code of Chicago, the Chicago Zoning Ordinance is hereby amended by changing all of the DX-5 Downtown Mixed Use District symbols and indications shown on Map No 6-E in the area bounded by

a line 148 feet south of and parallel to West Cermak Rd.; South Michigan Ave.; a line 247.85 feet south of and parallel to West Cermak Rd.; and South Wabash Ave.

to those of a Residential-Business Planned Development.

SECTION 3. This ordinance shall be in force and effect from and after its passage and due publication.

Common Address of Property: 2222-30 S. Michigan Ave.

STANDARD PLANNED DEVELOPMENT STATEMENTS

The Planned Development Statements describe the legal regulations and conditions that will control the development of the proposed project. The following statements shall be included in the ordinance; any proposed changes to these statements must be discussed and reviewed with the Chicago Department of Planning and Development. Based on the scope of the project, additional statements (listed at the end of this document) may be required. The following statements must be included in the ordinance:

1. The area delineated herein as Planned Development Number **TBD**, (Planned Development) consists of approximately **38,953.48** square feet of property which is depicted on the attached Planned Development Boundary and Property Line Map (Property) and is owned or controlled by the Applicant, TBD.
2. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors. All rights granted hereunder to the Applicant shall inure to the benefit of the Applicant's successors and assigns and, if different than the Applicant, the legal title holder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the Property, at the time of application for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made, shall be under single ownership or designated control. Single designated control is defined in Section 17-8-0400.
3. All applicable official reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees. Any dedication or vacation of streets or alleys or grants of easements or any adjustment of the right-of-way shall require a separate submittal to the Department of Transportation on behalf of the Applicant or its successors, assigns or grantees.

Any requests for grants of privilege, or any items encroaching on the public way, shall be in compliance with the Planned Development.

Ingress or egress shall be pursuant to the Planned Development and may be subject to the review and approval of the Departments of Planning and Development and Transportation. Closure of all or any public street or alley during demolition or construction shall be subject to the review and approval of the Department of Transportation.

Pursuant to a negotiated and executed Perimeter Restoration Agreement ("Agreement") by and between the Department of Transportation's Division of Infrastructure Management and the Applicant, the Applicant shall provide improvements and restoration of all public way adjacent to the property, which may include, but not be limited to, the following as shall be reviewed and determined by the Department of Transportation's Division of Infrastructure Management:

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| Applicant: | Hudson Michigan Avenue, LLC |
| Address | 2222 South Michigan Avenue |
| Introduced | May 23, 2018 TBD |
| Plan Commission: | TBD |

- Full width of streets
- Full width of alleys
- Curb and gutter
- Pavement markings
- Sidewalks
- ADA crosswalk ramps
- Parkway & landscaping

The Perimeter Restoration Agreement must be executed prior to any Department of Transportation and Planned Development Part II review permitting. The Agreement shall reflect that all work must comply with current Rules and Regulations and must be designed and constructed in accordance with the Department of Transportation's Construction Standards for work in the Public Way and in compliance with the Municipal Code of Chicago Chapter 10-20. Design of said improvements should follow the Department of Transportation's Rules and Regulations for Construction in the Public Way as well as The Street and Site Plan Design Guidelines. Any variation in scope or design of public way improvements and restoration must be approved by the Department of Transportation.

4. This Plan of Development consists of TBD Statements: a Bulk Regulations Table; an Existing Zoning Map; an Existing Land-Use Map; a Planned Development Boundary and Property Line Map; a Right of Way Adjustment map (if applicable); Site Plan (Sub-Area Map, if applicable); Floor Plans (typical, if applicable); Landscape Plan; a Green Roof Plan; and, Building Elevations (North, South, East and West) prepared by (name of architecture firm) and dated (date of Plan Commission presentation), submitted herein. Full-sized copies of the Site Plan, Landscape Plan and Building Elevations are on file with the Department of Planning and Development. In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development conforms to the intent and purpose of the Chicago Zoning Ordinance, and all requirements thereto, and satisfies the established criteria for approval as a Planned Development. In case of a conflict between the terms of this Planned Development Ordinance and the Chicago Zoning Ordinance, this Planned Development shall control.
5. The following uses are permitted in the area delineated herein as a Planned Development: **all permitted and special uses allowed in the DX-5 zoning district including restaurants, bars, event spaces, co-working offices, technology incubator, health club, private club, dwelling units, off-street parking.** The following uses shall be prohibited: (list uses as they are defined in the Chicago Zoning Ordinance).
6. On-Premise signs and temporary signs, such as construction and marketing signs, shall be permitted within the Planned Development, subject to the review and approval of the Department of Planning and Development. Off-Premise signs are prohibited within the boundary of the Planned Development.

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7. For purposes of height measurement, the definitions in the Chicago Zoning Ordinance shall apply. The height of any building shall also be subject to height limitations, if any, established by the Federal Aviation Administration.
8. The maximum permitted floor area ratio (FAR) for the Property shall be in accordance with the attached Bulk Regulations and Data Table. For the purpose of FAR calculations and measurements, the definitions in the Zoning Ordinance shall apply. The permitted FAR identified in the Bulk Regulations and Data Table has been determined using a net site area of **38,953.48** square feet and a base FAR of **3.8**.
9. Upon review and determination, Part II Review, pursuant to Section 17-13-0610, a Part II Review Fee shall be assessed by the Department of Planning and Development. The fee, as determined by staff at the time, is final and binding on the Applicant and must be paid to the Department of Revenue prior to the issuance of any Part II approval.
10. The Site and Landscape Plans shall be in substantial conformance with the Landscape Ordinance and any other corresponding regulations and guidelines, including Section 17-13-0800. Final landscape plan review and approval will be by the Department of Planning and Development. Any interim reviews associated with site plan review or Part II reviews, are conditional until final Part II approval.
11. The Applicant shall comply with Rules and Regulations for the Maintenance of Stockpiles promulgated by the Commissioners of the Departments of Streets and Sanitation, Fleet and Facility Management and Buildings, under Section 13-32-085, or any other provision of the Municipal Code of Chicago.
12. The terms and conditions of development under this Planned Development ordinance may be modified administratively, pursuant to Section 17-13-0611-A, by the Zoning Administrator upon the application for such a modification by the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors.
13. 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 to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
14. The Applicant acknowledges that it is in the public interest to design, construct, renovate and maintain all buildings in a manner that provides healthier indoor environments, reduces operating costs and conserves energy and natural resources. The Applicant shall obtain the number of points necessary to meet the requirements of the Chicago Sustainable Development Policy, in effect at the time the Part II review process is initiated for each improvement that is subject to the aforementioned Policy and must provide documentation verifying compliance.

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15. The Applicant acknowledges that it is the policy of the City to maximize opportunities for Minority and Women-owned Business Enterprises (“M/WBEs”) and city residents to compete for contracts and jobs on construction projects approved through the planned development process. To assist the city in promoting and tracking such M/WBE and city resident participation, an applicant for planned development approval shall provide information at three points in the city approval process. First, the applicant must submit to DPD, as part of its application for planned development approval, an M/WBE Participation Proposal. The M/WBE Participation Proposal must identify the applicant’s goals for participation of certified M/WBE firms in the design, engineering and construction of the project, and of city residents in the construction work. The city encourages goals of 26% MBE and 6% WBE participation (measured against the total construction budget for the project or any phase thereof), and (ii) 50% city resident hiring (measured against the total construction work hours for the project or any phase thereof). The M/WBE Participation Proposal must include a description of the Applicant’s proposed outreach plan designed to inform M/WBEs and city residents of job and contracting opportunities. Second, at the time of the Applicant’s submission for Part II permit review for the project or any phase thereof, the Applicant must submit to DPD (a) updates (if any) to the Applicant’s preliminary outreach plan, (b) a description of the Applicant’s outreach efforts and evidence of such outreach, including, without limitation, copies of certified letters to M/WBE contractor associations and the ward office of the alderman in which the project is located and receipts thereof; (c) responses to the Applicant’s outreach efforts, and (d) updates (if any) to the applicant’s M/WBE and city resident participation goals. Third, prior to issuance of a Certificate of Occupancy for the project or any phase thereof, the Applicant must provide DPD with the actual level of M/WBE and city resident participation in the project or any phase thereof, and evidence of such participation. In addition to the forgoing, DPD may request such additional information as the department determines may be necessary or useful in evaluating the extent to which M/WBEs and city residents are informed of and utilized in planned development projects. All such information will be provided in a form acceptable to the Zoning Administrator. DPD will report the data it collects regarding projected and actual employment of M/WBEs and city residents in planned development projects twice yearly to the Chicago Plan Commission and annually to the Chicago City Council and the Mayor.
16. This Planned Development shall be governed by Section 17-13-0612. Should this Planned Development ordinance lapse, the Commissioner of the Department of Planning and Development shall initiate a Zoning Map Amendment to rezone the property to (underlying zoning that formed the basis of this Planned Development).

PROJECT SPECIFIC PLANNED DEVELOPMENT STATEMENTS

In certain cases, additional Planned Development statements may be required based on the scope of the project. Please review the list below and discuss the any relevant statements with the Department of Planning and Development (DPD).

Planned Developments subject to Industrial Corridor Conversion Area Fees:

The Applicant acknowledges that the Property is located in the TBD Industrial Corridor Conversion Area, and has undergone a “rezoning” within the meaning of Chapter 16-8 of the Municipal Code (the “Industrial Corridor System Fund Ordinance”). As a result of this rezoning, the Planned Development is subject to the conversion fee provisions of the Industrial Corridor System Fund Ordinance. The purpose of the conversion fee is to mitigate the loss of industrial land and facilities in conversion areas by generating funds for investment in receiving industrial corridors in order to preserve and enhance the city's industrial base, support new and expanding industrial uses, and ensure a stable future for manufacturing and industrial employment in Chicago. The Applicant is required to pay the conversion fee in full prior to the issuance of the first building permit for any building in the Planned Development; provided, however, if the Planned Development is constructed in phases, the conversion fee may be paid on a pro rata basis as the first building permit for each subsequent new building or phase of construction is issued. The amount of the conversion fee due prior to the issuance of a building permit shall be calculated based on the fee rate in effect at the time of payment. The Applicant shall record a notice against the Property to ensure that the requirements of the Industrial Corridor System Fund Ordinance are enforced in accordance with Section 16-8-100.

Planned Developments seeking North Branch Industrial Corridor Floor Area Ratio Bonus:

The permitted Floor Area Ratio (FAR) identified in the Bulk Regulations Table has been determined using a Net Site Area of TBD square feet and a base FAR of TBD. The improvements to be constructed on the Property will be subject to the following North Branch Corridor Overlay Subdistrict A floor area bonus criteria; otherwise more specifically described in Section 17-7-0407 and other referenced portions of the Municipal Code of Chicago.

Planned Developments seeking Floor Area Ratio Bonuses:

The permitted Floor Area Ratio (FAR) identified in the Bulk Regulations Table has been determined using a Net Site Area of TBD square feet and a base FAR of TBD. The improvements to be constructed on the Property will be subject to the following Neighborhood Opportunity Fund floor area bonus criteria; otherwise more specifically described in Sections 16-14-010, 17-4-1000 and other referenced portions of the Municipal Code of Chicago:

1. The minimum floor area bonus for any “D” district is 0.5 FAR.
2. Each of the following D districts shall have the following maximum floor area bonus:

- a. DR-3, DX-3, DS-3 = 2.75 FAR
 - b. DR-5, DX-5, DS-5 = 3.1 FAR
 - c. DR-7, DX-7 = 4.5 FAR
 - d. DX-10, DR-10 = 3.8 FAR
 - e. DX-12, DC-12 = 6.4 FAR
 - f. DX-16, DC-16 = No Maximum FAR
- 3. Neighborhoods Opportunity Fund shall be designated to receive 80% of bonus payment.
 - 4. Local Impact Fund shall be designated to receive 10% of bonus payment.
 - 5. Citywide Adopt-a-Landmark Fund shall be designated to receive 10% of bonus payment.

Neighborhoods Opportunity Fund

All funds deposited in the Neighborhoods Opportunity Fund shall be used for projects located in, or directly benefiting, qualified investment areas. The Neighborhoods Opportunity Fund may be used to finance improvements in the following categories:

- 1. commercial establishments that provide goods and services which may include grocery stores, retail establishments and restaurants that sell food primarily for consumption on premises, and;
- 2. cultural establishments that provide recreational and educational opportunities; and,
- 3. incubation, mentoring and training of small businesses that otherwise qualify as authorized uses under (a) or (b) above.

The Neighborhoods Opportunity Fund may be used for the following costs when they are necessary, or desirable for, or in support of, one or more authorized uses:

- 1. acquisition, rehabilitation or demolition of substandard, obsolete or vacant buildings;
- 2. planning, design and construction, not to exceed 30% of total project costs;
- 3. planning, design and construction of public infrastructure directly related to projects under subsections (a) and (b) of this section;
- 4. financing related to projects under subsections (a), (b) and (c) of this section;
- 5. job support used to recruit, hire and retain job seekers who reside in qualified investment areas for identified jobs created by projects funded under subsections (a), (b) or (c) of this section; and,
- 6. business incubation, mentoring and training.

Local Impact Fund

All funds deposited in the Local Impact Fund shall be used for specific improvements located within one mile of the Planned Development (PD). Funds derived from multiple PDs can be used for a common local improvement project, provided such project is located within one mile of each PD. If the PD does not identify specific improvements, then DPD, in consultation with the alderman of the ward in which the PD is located, may allocate such funds to eligible improvements located anywhere in

the downtown area. The Local Impact Fund may be used to finance improvements in the following categories:

1. Off-Site Park and Open Space – funds may be distributed to the Chicago Park District, the Chicago Department of Transportation (CDOT) or another City department or sister agency to support the creation or improvement of pocket parks, improvements to the Chicago Riverwalk or other public park spaces.
2. Pedestrian, Streetscape and Infrastructure Improvements – funds may be distributed to CDOT or another City department or sister agency to support pedestrian, streetscape and infrastructure improvements that the applicant is not otherwise obligated to undertake. Qualifying pedestrian, streetscape and infrastructure improvements may include, without limitation, raised planters, special pavers, decorative or historic street lighting, pedestrian lighting, flag and banner poles, hanging baskets, bicycle infrastructure and facilities and bridge house improvements. Plans should demonstrate the maximum use of trees without obstructing the public way or views of retail uses. Street lighting components should be selected from the City’s lighting palette. Pavement treatments and materials should reflect those generally used in the immediate area.
3. Transit Infrastructure Improvements – funds may be distributed to the Chicago Transit Authority, CDOT or another City department or sister agency to support improvements to transit stations and other public transit infrastructure. Qualifying improvements may include, without limitation, new access easements, improvements, remediation and repairs to connecting passageways, mezzanines, concourse areas, tracks and other public transit structures and facilities.
4. Local Adopt-a-Landmark – funds may be distributed to property owners of buildings, structures, works of art or other objects that have been designated as “Chicago Landmarks” under the Chicago Landmarks Ordinance or which have been identified as contributing to the historic or architectural significance of any district designated as a “Chicago Landmark” under the Chicago Landmarks Ordinance, to support specific restoration projects.
5. Alternative Use of Local Impact Funds – upon the recommendation of the Commissioner of DPD, after consultation with the Chicago Board of Education and the alderman of the ward in which the PD is located, the PD may allocate funds to the Public Schools Capital Improvement Program to support construction of new schools, school expansions or related improvements.
6. In-Kind Provision of Local Improvements – in lieu of the required cash contribution to the Local Impact Fund, the PD may provide for applicants to undertake specific local improvement projects, including infrastructure improvements, themselves. DPD shall review proposals for in-kind improvements on a case-by-case basis in consultation with the alderman of the ward in which the PD is located; applicant shall submit project documentation, including but not limited to, detailed site-specific cost estimates for the improvements, appropriate drawings, detailed construction commitments, a construction schedule and a performance bond for completion

of the improvements. If a proposal for in-kind improvements is approved, the applicant shall enter into an agreement with the applicable City department or sister agency specifying the type of improvements to be provided, the value of the improvements, the timeline for completion of the improvements and any other terms or conditions the Commissioner of DPD deems necessary or desirable.

Any sister agency that receives funds under the Neighborhood Opportunity Bonus, either through DPD or directly from the applicant, must enter into an agreement with the City regarding the manner in which the funds will be used. Any funds that have not been used upon completion of the local improvement project shall be returned to the Local Impact Fund and will be eligible to be applied to other approved local improvement project costs.

The Commissioner of DPD, or the Commissioner's designee, is authorized to execute all agreements with sister agencies and landmark property owners on behalf of the City; all such agreements must be in a form approved by the corporation counsel.

Changes to local improvements or local landmark restoration projects specified in a PD, or the substitution of one type of local improvement or landmark for another, or the manner in which payments are made or satisfied, shall be deemed minor changes and may be permitted by the Zoning Administrator, in consultation with the alderman of the ward in which the PD is located.

Citywide Adopt-a-Landmark

All funds deposited in the Citywide Adopt-a-Landmark Fund, or those combined with funds from the Local Impact Fund and/or the Neighborhoods Opportunity Fund, shall be used to support restoration of buildings, structures, works of art or other objects that have been designated as "Chicago Landmarks" under the Chicago Landmarks Ordinance; or, have been identified as contributing to the historic or architectural significance of any district designated as a "Chicago Landmark" under the Chicago Landmarks Ordinance, subject to the following criteria and guidelines:

1. Restoration projects must be consistent with landmark guidelines.
2. Except as provided in paragraph 5 below, the Commission on Chicago Landmarks must approve the scope of work and associated budget for the restoration project pursuant to its standard review and approval procedures.
3. Funds must be used for substantial interior or exterior renovation work that is visible from a public street or within a portion of the interior that is open to the public; such work must exceed normal maintenance work.
4. DPD will give priority to projects that have not been completed and that address exterior envelope issues. DPD may also establish other funding priorities by rule. For projects that have not been completed, the property owner of the landmark receiving the funds must enter into an agreement with the City and the Commission on Chicago Landmarks regarding the manner in which the funds will be used. All agreements must be in a form approved by

the Corporation Counsel. Any funds that have not been used upon completion of the restoration project shall be returned to the Citywide Adopt-a-Landmark Fund will be eligible to be applied to other approved landmark restoration project costs.

5. Completed projects under \$30,000 are eligible for adoption, provided DPD has previously approved the scope of work and budget for such projects.

Standard Density Bonus PD Statement

The Applicant acknowledges that the project has received a bonus FAR of [____], pursuant to Sec. 17-4-1000 of the Zoning Ordinance. With this bonus FAR, the total FAR for the Planned Development is [____]. In exchange for the bonus FAR, the Applicant is required to make a corresponding payment, pursuant to Sections 17-4-1003-B & C, prior to the issuance of the first building permit for any building in the Planned Development; provided, however, if the Planned Development is constructed in phases, the bonus payment may be paid on a pro rata basis as the first building permit for each subsequent new building or phase of construction is issued. The bonus payment will be recalculated at the time of payment (including partial payments for phased developments) and may be adjusted based on changes in median land values in accordance with Section 17-4-1003-C.3

The bonus payment will be split between three separate funds, as follows: 80% to the Neighborhoods Opportunity Fund, 10% to the Citywide Adopt-a-Landmark Fund and 10% to the Local Impact Fund. In lieu of paying the City directly, the Department may: (a) direct developers to deposit a portion of the funds with a sister agency to finance specific local improvement projects; (b) direct developers to deposit a portion of the funds with a landmark property owner to finance specific landmark restoration projects; or, (c) approve proposals for in-kind improvements to satisfy the Local Impact portion of the payment.

Alternative Payment Scenarios

Usage of Local Impact Funds

In this case, the Applicant will contribute the Local Impact portion of the bonus payment for construction of [identify specific local improvement project] (the "Project") The Project is located within one mile of the Planned Development site, as required by Sec. 17-4-1005-C. The Applicant must make such payment, or the applicable portion thereof in the case of a phased development, prior to the issuance of the first building permit for the Planned Development or applicable phase thereof. The City must enter into an intergovernmental agreement regarding the manner in which the funds will be used.

Payment of Local Impact Funds to Sister Agency

In this case, the Department of Planning and Development has directed the Applicant to contribute the Local Impact portion of the bonus payment to [identify sister agency] for construction of [identify specific local improvement project] (the “Project”). The Project is located within one mile of the Planned Development site, as required by Sec. 17-4-1005-C. The Applicant must make such payment, or the applicable portion thereof in the case of a phased development, prior to the issuance of the first building permit for the Planned Development or applicable phase thereof. The City and the [sister agency] must enter into an intergovernmental agreement regarding the manner in which the funds will be used.

Payment of Local Impact Funds to Landmark Owner

In this case, the Department of Planning and Development has directed the Applicant to contribute the Local Impact portion of the bonus payment to [identify landmark property owner] (the “Landmark Owner”) for construction of [identify specific landmark project] (the “Landmark Project”). The Landmark Project is located within one mile of the Planned Development site, as required by Sec. 17-4-1005-C. The Applicant must make such payment, or the applicable portion thereof in the case of a phased development, prior to the issuance of the first building permit for the Planned Development or applicable phase thereof. The Landmark Owner shall enter into an agreement with the City and the Commission on Chicago Landmarks regarding the manner in which the funds will be used. The agreement must be in a form approved by the Corporation Counsel.

Payment of Local Impact and Citywide Adopt-a-Landmark Funds to Landmark Owner

In this case, the Department of Planning and Development has directed the Applicant to contribute the Local Impact and Citywide Adopt-a-Landmark portions of the bonus payment (the “Landmark Funds”) to [identify landmark property owner] (the “Landmark Owner”) for construction of [identify specific landmark project] (the “Landmark Project”). The Landmark Project is located within one mile of the Planned Development site, as required by Sec. 17-4-1005-C. The Applicant must deposit the Landmark Funds, or the applicable portion thereof in the case of a phased development, with a third party escrow agent prior to the issuance of the first building permit for the Planned Development or applicable phase thereof and the City, the Landmark Owner and the escrow agent shall enter into an escrow agreement in a form acceptable to the Corporation Counsel in order to assure that the Project is completed and paid for in a timely manner.

Payment of Citywide Adopt-a-Landmark and NOB Funds to Landmark Owner

In this case, the Department of Planning and Development has directed the Applicant to contribute the Citywide Adopt-a-Landmark and Neighborhoods Opportunity portions of the bonus payment to [identify landmark property owner] (the “Landmark Owner”) for construction of [identify specific landmark project] (the “Landmark Project”). The Landmark Project is located in a qualified investment area, as that term is defined in Chapter 16-14 of the Municipal Code, and satisfies the requirements of such chapter with respect to authorized uses of the Neighborhoods Opportunity Fund and Sec. 17-4-1006-C with respect to authorized uses of the Citywide Adopt-a-Landmark Fund. The Applicant must make such payment, or the applicable portion thereof in the case of a phased development, prior to the issuance of the first building permit for the Planned Development or applicable phase thereof. The Landmark Owner shall enter into an agreement with the City and the Commission on Chicago Landmarks regarding the manner in which the funds will be used. The agreement must be in a form approved by the Corporation Counsel.

In-Kind Improvements

In this case, the Department of Planning and Development has approved the Applicant’s proposal to construct [identify specific project] (the “Project”). Prior to the issuance of the first building permit for the Planned Development, the Applicant shall enter into an agreement with [identify applicable City department or sister agency] specifying the type of improvements to be provided, the value of the improvements, the timeline for completion of the improvements, and any other terms or conditions the Commissioner of Planning and Development deems necessary or desirable. The Applicant shall submit detailed site-specific cost estimates for the Project, drawings, detailed construction commitments, a construction schedule, and a performance bond for completion of the Project. The agreement must be in a form approved by the Corporation Counsel. The Applicant shall construct the Project in accordance with the requirements of Sec. 17-4-1005-E.

Planned Developments containing Sub-Areas

In each of the following Sub Areas, the following uses shall be permitted in this Planned Development (PD) (describe in detail which uses are permitted and which are excluded for each Sub-Area):

Sub-Area A: (list uses as they are defined in the Chicago Zoning Ordinance)

Sub-Area B: (list uses as they are defined in the Chicago Zoning Ordinance)

Planned Developments requiring Site Plan Approval

Prior to the Part II Approval (Section 17-13-0610 of the Chicago Zoning Ordinance) in Sub-Area(s) TBD, the Applicant shall submit a site plan, landscape plan and building elevations for the specific Sub-Area(s) for review and approval by the Department of Planning and Development (DPD). Review and approval by DPD is intended to assure that specific development components substantially conform with the Planned Development (PD) and to assist the City in monitoring ongoing development. Sub-Area Site Plan Approval Submittals (Section 17-13-0800) need only include that portion of the Property for which approval is being sought by the Applicant. If the Applicant is seeking approval for a portion of the Property that represents less than an entire Sub-Area, the Applicant shall also include a site plan for that area of the Property which is bounded on all sides by either public Rights-of-Way or the boundary of the nearest Sub-Area. The site plan provided shall include all dimensioned and planned street Rights-of-Way.

No Part II Approval for any portion of the Property shall be granted until Site Plan approval has been granted. Following approval by DPD, the approved Sub-Area Site Plan Approval Submittals, supporting data and materials shall be made part of the main file and shall be deemed to be an integral part of the PD.

After approval of the Sub-Area Site Plan, changes or modifications may be made pursuant to the provisions of Statement TBD. In the event of any inconsistency between approved plans and the terms of the PD, the terms of the PD shall govern. Any Sub Area Site Plan Approval Submittals shall, at a minimum, provide the following information:

- fully-dimensioned site plan (including a footprint of the proposed improvements);
- fully-dimensioned building elevations;
- fully-dimensioned landscape plan(s); and,
- statistical information applicable to the subject Sub-Area, including floor area, the applicable floor area ratio, uses to be established, building heights and setbacks.

Sub Area Site Plan Approval Submittals shall include all other information necessary to illustrate substantial conformance to the PD.

Planned Developments that trigger the Affordable Requirement Ordinance

Pilot ARO

The Applicant acknowledges and agrees that the rezoning of the Property from TBD to TBD, and then to this Planned Development (PD), for construction of the Project triggers the requirements of Section 2-45-115 of the Municipal Code (the “Affordable Requirements Ordinance” or the “ARO”). The Applicant further acknowledges and agrees that the Property is located in the TBD Pilot Area, pursuant to Section 2-45-117 of the Municipal Code (the “TBD ARO Pilot Area Ordinance” or the “Pilot”). The TBD Pilot Area is divided into TBD (possibly NA) zones: the TBD Zone and the TBD Zone; the Property is located in the TBD Zone. In the TBD Zone, pursuant to ARO, the percentage of units in a residential housing project required to be affordable for a period of 30 years, whether rental or for-sale, is increased from TBD % to TBD %. Any developer of a residential housing project in the Near

TBD Zone must provide the first TBD % of units required to be affordable (the “First Units”) either: (i) in the residential housing project, or (ii) with the approval of the Commissioner of the Department of Planning and Development (the “Commissioner”), in an off-site location within TBD miles of the Property and in the same or a different higher income area or downtown district, or (iii) any combination of (i) and (ii). In addition, the developer must provide the (second) TBD % of units required to be affordable (the “Additional Units”) either: (i) in the residential housing project, or (ii) with the Commissioner’s approval, in an off-site location anywhere within the TBD Pilot Area, regardless of distance from the project or income area, or (iii) any combination of (i) and (ii). The project has a total of TBD housing units. As a result, the Applicant’s affordable housing obligation is TBD affordable units (TBD % of TBD), consisting of TBD First Units and TBD Additional Units. Applicant has agreed to satisfy its affordable housing obligation by providing the First Units and the Additional Units in the rental building to be constructed in the Planned Development, as set forth in the Affordable Housing Profile Form attached hereto. In accordance with the ARO Pilot, the Applicant is required to lease the First Units to households earning up to TBD % of the Chicago Primary Metropolitan Statistical Area median income (“AMI”) at prices affordable to households at such income level, and the Additional Units to households earning up to TBD % or TBD % of AMI, as determined by rule and approved by the Commissioner, at prices affordable to households at such income level. If the Applicant subsequently reduces (or increases) the number of housing units in the project, or elects to build a for-sale project instead of a rental project, or (with the Commissioner’s approval) elects to construct off-site units instead of on-site units, the Applicant shall update and resubmit the Affordable Housing Profile Form to the Department of Planning and Development (“DPD”) for review and approval. DPD may adjust the requirements to reflect any such change without amending the Planned Development. Prior to the issuance of any building permits for any residential building in the Planned Development, including, without limitation, excavation or foundation permits, the Applicant must execute and record an affordable housing agreement in accordance with Section 2-45-115(L). The terms of the affordable housing agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the affordable housing agreement will be recorded against the Planned Development, or the applicable portion thereof, and will constitute a lien against such property. The Commissioner may enforce remedies for any breach of this Statement TBD, including any breach of any affordable housing agreement, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the Planned Development.

Downtown For-Sale Projects

The Applicant acknowledges and agrees that the rezoning of the Property from TBD to TBD, and then to this Planned Development (PD), triggers the requirements of Section 2-45-115 of the Municipal Code of Chicago (Affordable Requirements Ordinance or ARO). Any developer of a residential housing project within the meaning of the ARO must: (i) set aside 10% of the housing units in the residential housing project (Required Units) as affordable units, or with the Commissioner of the Department of Planning and Development’s (DPD) approval, provide the Required Units in an approved off-site location; (ii) pay a fee in lieu of the development of the Required Units; or, (iii) any

combination of (i) and (ii). The Property is located in a downtown district, within the meaning of the ARO, and the project has a total of TBD units. As a result, the Applicant's affordable housing obligation is TBD affordable units (10% of TBD rounded up/down). Applicant has agreed to satisfy its affordable housing obligation by making a cash payment to the Affordable Housing Opportunity Fund in the amount of [\$175,000] [\$150,000, if providing units on-site to the Chicago Housing Authority (CHA)] [\$225,000 if providing no units] per unit (Cash Payment) and/or providing TBD affordable units in the for-sale building to be constructed in the PD and/or providing TBD affordable units in an off-site building located at TBD and/or entering into an agreement with CHA to provide affordable units in the PD, as set forth in the Affordable Housing Profile Form attached hereto as Exhibit TBD. The Applicant agrees that the affordable units must be affordable to households earning no more than 100% of the Chicago Primary Metropolitan Statistical Area Median Income (AMI), as updated annually by the City of Chicago. If the Applicant subsequently reduces (or increases) the number of housing units in the PD, or elects to build a rental project instead, the Applicant shall update and resubmit the Affordable Housing Profile Form to DPD for review and approval; DPD may adjust the requirements or number of required Affordable Units without amending the PD. Prior to the issuance of any building permits for any residential building in the PD, including, without limitation, excavation or foundation permits, the Applicant must make the required Cash Payment and/or execute and record an affordable housing agreement in accordance with Section 2-45-115(L). The terms of the affordable housing agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the affordable housing agreement will be recorded against the PD, or the applicable portion thereof, and will constitute a lien against such property. The Commissioner of DPD may enforce remedies for any breach of this Statement TBD, including any breach of any affordable housing agreement, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the PD.

Downtown Rental Projects

The Applicant acknowledges and agrees that the rezoning of the Property from TBD to TBD, and then to this Planned Development (PD), triggers the requirements of Section 2-45-115 of the Municipal Code of Chicago (Affordable Requirements Ordinance or ARO). Any developer of a residential housing project within the meaning of the ARO must: (i) set aside 10% of the housing units in the residential housing project (Required Units) as affordable units, or with the Commissioner of the Department of Planning and Development's (DPD) approval, provide the Required Units in an approved off-site location; (ii) pay a fee in lieu of the development of the Required Units; or, (iii) any combination of (i) and (ii); provided, however, that residential housing projects with 20 or more units must provide at least 25% of the Required Units on-site or off-site. If the developer elects to provide affordable units off-site, the off-site affordable units must be located within a two-mile radius from the residential housing project and in the same or a different higher income area or downtown district. The Property is located in a downtown district, within the meaning of the ARO, and the project has a total of TBD units. As a result, the Applicant's affordable housing obligation is TBD affordable units (10% of

TBD rounded up/down), TBD of which are Required Units (25% of TBD, rounded up/down). Applicant has agreed to satisfy its affordable housing obligation by making a cash payment to the Affordable Housing Opportunity Fund in the amount of \$175,000 [\$150,000, if providing units on-site to the Chicago Housing Authority (CHA)] per unit (Cash Payment) and/or providing TBD affordable units in the rental building to be constructed in the PD and/or TBD affordable units in an off-site building located at TBD and/or enter into an agreement with CHA to provide affordable units in the PD, as set forth in the Affordable Housing Profile Form attached hereto as Exhibit TBD. The Applicant agrees that the affordable units must be affordable to households earning no more than 60% of the Chicago Primary Metropolitan Statistical Area Median Income (AMI), as updated annually by the City of Chicago. If the Applicant subsequently reduces (or increases) the number of housing units in the PD, or elects to build a for-sale project instead, the Applicant shall update and resubmit the Affordable Housing Profile Form to DPD for review and approval; DPD may adjust the requirements and number of required Affordable Units without amending the PD. Prior to the issuance of any building permits for any residential building in the PD, including, without limitation, excavation or foundation permits, the Applicant must make the required Cash Payment and/or execute and record an affordable housing agreement in accordance with Section 2-45-115(L). The terms of the affordable housing agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the affordable housing agreement will be recorded against the PD, or the applicable portion thereof, and will constitute a lien against such property. The Commissioner of DPD may enforce remedies for any breach of this Statement TBD, including any breach of any affordable housing agreement, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the PD.

Higher Income Area Projects

The Applicant acknowledges and agrees that the rezoning of the Property from TBD to TBD, and then to this Planned Development (PD), triggers the requirements of Section 2-45-115 of the Municipal Code of Chicago (Affordable Requirements Ordinance or ARO). Any developer of a residential housing project within the meaning of the ARO must: (i) set aside 10% of the housing units in the residential housing project (the Required Units) as affordable units, or with the Commissioner of the Department of Planning and Development's (DPD) approval, provide the Required Units in an approved off-site location; (ii) pay a fee in lieu of the development of the Required Units; or, (iii) any combination of (i) and (ii); provided, however, that residential housing projects with 20 or more units must provide at least 25% of the Required Units on-site or off-site. If the developer elects to provide affordable units off-site, the off-site affordable units must be located within a two-mile radius from the residential housing project and in the same or a different higher income area or downtown district. The Property is located in a higher income area, within the meaning of the ARO, and the project has a total of TBD units. As a result, the Applicant's affordable housing obligation is TBD affordable units (10% of TBD rounded up/down), TBD of which are Required Units (25% of TBD, rounded up/down). Applicant has agreed to satisfy its affordable housing obligation by making a

cash payment to the Affordable Housing Opportunity Fund in the amount of \$125,000 [\$100,000, if providing units on-site to CHA] per unit (Cash Payment) and/or providing TBD affordable units in the rental/for sale building to be constructed in the PD and/or TBD affordable units in an off-site building located at TBD and/or entering into an agreement with the Chicago Housing Authority (CHA) to provide affordable units in the PD, as set forth in the Affordable Housing Profile Form attached hereto as Exhibit TBD. The Applicant agrees that the affordable rental/for sale units must be affordable to households earning no more than TBD% of the Chicago Primary Metropolitan Statistical Area Median Income (AMI), as updated annually by the City of Chicago. If the Applicant subsequently reduces (or increases) the number of housing units in the PD, the Applicant shall update and resubmit the Affordable Housing Profile Form to DPD for review and approval; DPD may adjust the number of required Affordable Units without amending the PD. Prior to the issuance of any building permits for any residential building in the PD, including, without limitation, excavation or foundation permits, the Applicant must make the required Cash Payment and/or execute and record an affordable housing agreement in accordance with Section 2-45-115(L). The terms of the affordable housing agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the affordable housing agreement will be recorded against the PD, or the applicable portion thereof, and will constitute a lien against such property. The Commissioner of DPD may enforce remedies for any breach of this Statement TBD, including any breach of any affordable housing agreement, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the PD.

Low-Moderate Income Rental or For Sale

The Applicant acknowledges and agrees that the rezoning of the Property from TBD to TBD, and then to this Planned Development (PD), triggers the requirements of Section 2-45-115 of the Municipal Code of Chicago (Affordable Requirements Ordinance or ARO). Any developer of a “residential housing project” within the meaning of the ARO must: (i) set aside 10% of the housing units in the residential housing project (Required Units) as affordable units; (ii) pay a fee in lieu of the development of the Required Units; or, (iii) any combination of (i) and (ii); provided, however, that residential housing projects with 20 or more units must provide at least 25% of the Required Units on-site. The Property is located in a low-moderate income area, within the meaning of the ARO, and the project has a total of TBD units. As a result, the Applicant’s affordable housing obligation is TBD affordable units (10% of TBD rounded up/down), TBD of which are Required Units (25% of TBD, rounded up/down). Applicant has agreed to satisfy its affordable housing obligation by making a cash payment to the Affordable Housing Opportunity Fund in the amount of \$50,000 per unit (Cash Payment) and/or providing TBD affordable units in the rental/for sale building to be constructed in the PD, as set forth in the Affordable Housing Profile Form attached hereto as Exhibit TBD. The Applicant agrees that the affordable rental/for sale units must be affordable to households earning no more than TBD of the Chicago Primary Metropolitan Statistical Area Median Income (AMI), as updated annually by the City of Chicago. If the Applicant subsequently reduces (or increases) the number of housing units in the PD, the Applicant shall update and resubmit the

Affordable Housing Profile Form to DPD for review and approval; DPD may adjust the number of required Affordable Units without amending the PD. Prior to the issuance of any building permits for any residential building in the PD, including, without limitation, excavation or foundation permits, the Applicant must make the required Cash Payment and/or execute and record an affordable housing agreement in accordance with Section 2-45-115(L). The terms of the affordable housing agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the affordable housing agreement will be recorded against the PD, or the applicable portion thereof, and will constitute a lien against such property. The Commissioner of DPD may enforce remedies for any breach of this Statement TBD, including any breach of any affordable housing agreement, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the PD.

2015 ARO PD Statement Template Addendum (City or IHDA Financing Included)

Notwithstanding the foregoing, if the Applicant receives Low-Income Housing Tax Credits, tax increment financing or other financial assistance whose affordability requirements exceed those of the Affordable Housing Ordinance from the City to develop affordable housing in any portion of the Planned Development (PD), the regulatory, redevelopment, loan or other agreement(s) to be executed by the City and the Applicant in connection with such tax credits or other financial assistance shall govern and control the Applicant's obligation to provide affordable housing for such subsidized portion of the PD.

Planned Developments along the Chicago River

The Applicant acknowledges the importance of the Chicago River as a resource for both commerce and recreation and also acknowledges the City's goals of improving the appearance, quality and accessibility of the river, as contained in the waterway planned development guidelines contain in the Chicago Zoning Ordinance (Section 17-8-0912) and the Chicago River Corridor Design Guidelines and Standards. To further these goals, the Applicant agrees to: (a) provide a landscaped 30-foot-wide river setback and continuous riverside trail as indicated on the Site Plan, Public and Common Open Space Plan and Landscape Plan; and, (b) permit connection of such setback and trail to the setback and trails of adjacent properties when the river edges of the adjacent properties are similarly improved. The Applicant shall permit un-gated public access to the river setback and provide signage on the riverwalk that the riverwalk is open to the public during typical Chicago Park District hours. All improvements within the river setback must be substantially completed prior to receipt of Certificate of Occupancy for the principal building, provided that planting may be delayed, if consistent with good landscape practice, but not longer than one year following receipt of the occupancy certificate.

Planned Developments involving Open Space

The Applicant acknowledges that it is in the public interest to ensure that adequate open space and recreational facilities are provided to serve new residential developments. As stated in the Open Space Impact Fee Ordinance Section 16-18-080 of the Municipal Code of Chicago, in the case of larger developments which are processed as Planned Developments, developers are encouraged to provide open space and recreational facilities on-site to serve new residents instead of paying open space impact fees.

All open spaces developed for use by the public must be in compliance with the Open Space Impact Fee Administrative Regulations and Procedures promulgated by the Commissioner of the Department of Planning and Development (DPD), pursuant to Section 16-18-110.

Any open space to be dedicated to the Chicago Park District must meet Chicago Park District standards and, where applicable, the park must be designed and constructed to Chicago Park District standards. Any conveyance of open space to the Chicago Park District, measuring two or more acres, shall be approved by the Chicago Park District. A Board issued resolution must be provided to DPD prior to the issuance of any Part II approval. Any conveyance of open space to the Chicago Park District, measuring less than two acres, shall be formalized in a contract that shall be provided to DPD prior to the issuance of any Part II approval.

Planned Developments involving Historic Preservation

Chicago Landmark/Chicago Landmark District

Pursuant to the Chicago Zoning Ordinance (Section 17-8-0911), a Planned Development (PD) gives priority to the preservation and adaptive reuse of Chicago Landmark buildings. The PD includes TBD, which is designated as a Chicago Landmark or has been identified as contributing to the historic or architectural significance of any district designated as a Chicago Landmark. Work to designated Chicago Landmarks is subject to the review and approval of the Commission on Chicago Landmarks pursuant to the Chicago Landmarks Ordinance, Section 2-120-740.

Excavation, Foundation Work or Adjacent New Construction

The Applicant acknowledges that the Planned Development (PD) project includes excavation, new foundations or other work adjacent to a Chicago Landmark building TBD, a contributing building TBD in a Chicago Landmark District TBD or a building identified in the Chicago Historic Resources Survey TBD. Pursuant to the Chicago Zoning Ordinance, Section 17-8-0911, the Applicant acknowledges that it is in the public interest to promote the preservation of historic resources. The Applicant shall submit a report, stamped by an engineer, identifying any protective measures that may be required for the historic building and those measures that will be incorporated during construction as part of the project. The report shall be submitted as part of the Part II Review application to the Planning, Design and Historic Preservation Division and be subject to the review and acceptance of the Department of Planning and Development.

Chicago Historic Resources Survey (Red/Orange)

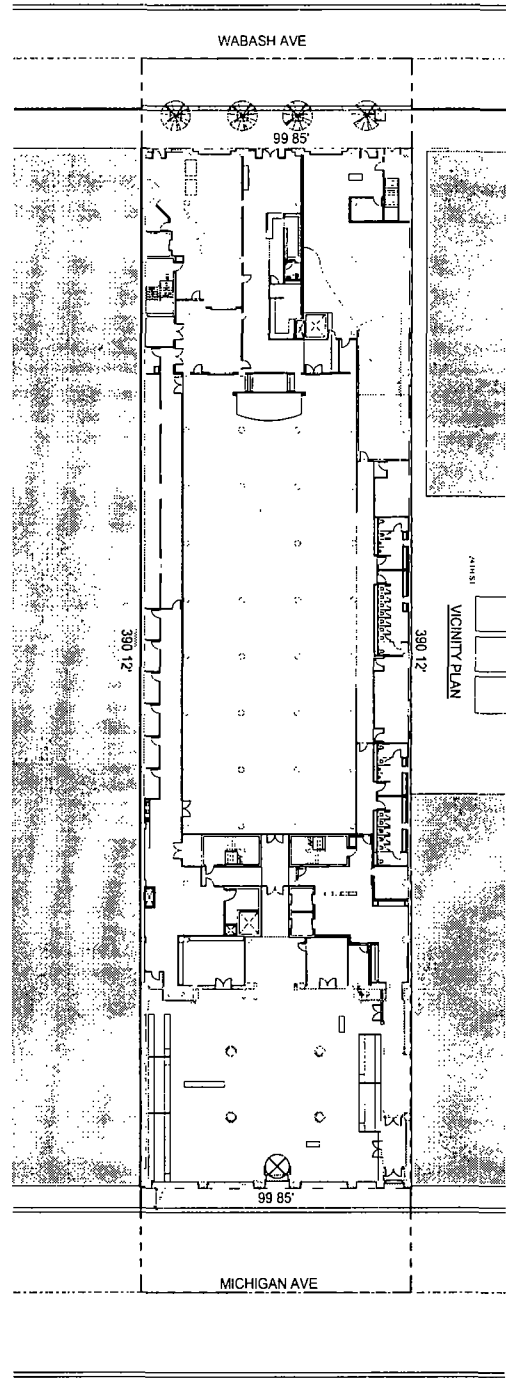
The Applicant acknowledges that the Planned Development (PD) includes a building commonly known as **the former Hudson Automobile Palace (2222-2230 S. Michigan Ave.)** and identified as potentially significant in the Chicago Historic Resources Survey. Pursuant to the Municipal Code of Chicago, Sections 17-8-0911 and 13-32-230, the Applicant acknowledges that PDs should give priority to the adaptive reuse of historic buildings which are color-coded red or orange in the Chicago Historic Resources Survey. Therefore, the Applicant agrees to retain and preserve the character-defining features of the building. The character-defining features are identified as **TBD**. In general, original features and materials of the character-defining features should be retained and preserved as much as reasonably possible, while any changes should be compatible with the building's historic character. Such work to the character-defining features shall be subject to the review and approval of the Department of Planning and Development as a part of the Part II Review.

Residential-Business Planned Development Number _____.

Bulk Regulations and Data Table.

| | |
|--|---|
| Maximum Floor-Area Ratio: | 3.8 |
| Net Site Area: | 38,953.48 square feet/.89 acres |
| Gross Site Area (46,242.53/1.06 acres) + Net Site Area (38,953.48/.89 acre) + Area Remaining in Public Right-of-Way (7,289.05/0.16 acre) | |
| Permitted Uses: | All permitted and special uses in the DX-5 including restaurants, bars, event spaces, co-working offices, technology incubator, health club, private club, dwelling units and off-street parking and related uses |
| Maximum number of Dwelling Units: | 4 |
| Minimum Number of Off-Street Parking Spaces | 0 |
| Minimum Number of Bicycle Parking Spaces | 2 |
| Minimum Number of Off-Street Loading Areas: | 1 |
| Setbacks from Property Line: | In accordance with Ground Floor/Site Plan |
| Maximum Percentage of Site Coverage: | In accordance with Ground Floor/Site Plan |
| Maximum Building Height: | In accordance with the Building Elevations |

HUDSON MICHIGAN, LLC
 2222 S MICHIGAN AVE., CHICAGO, IL 60616
 MAY 23, 2018



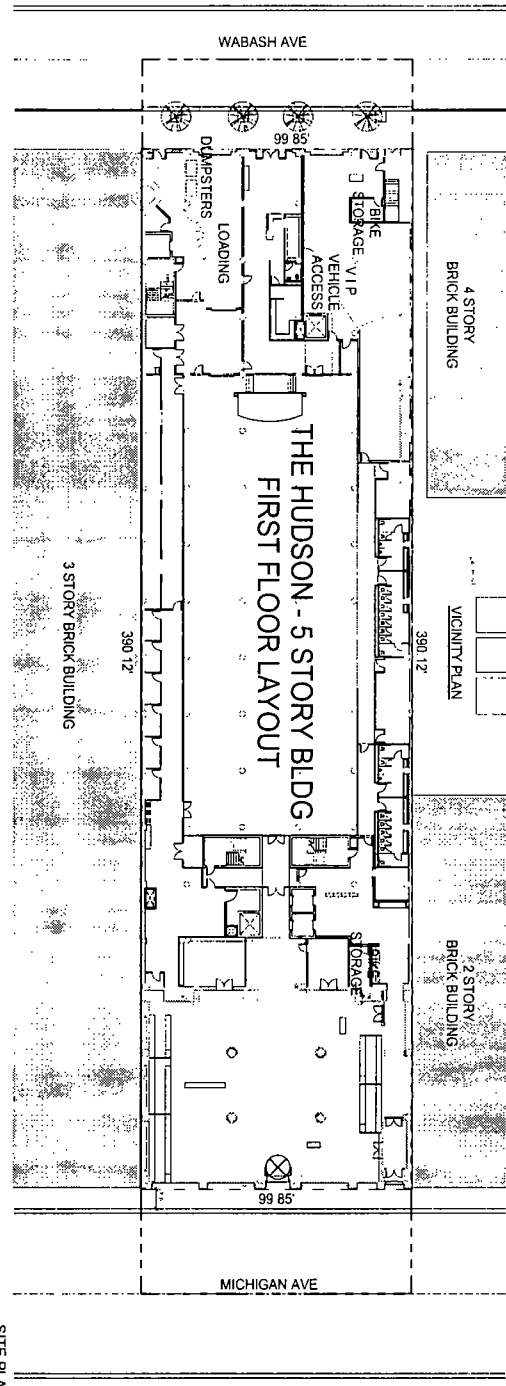
PLANNED DEVELOPMENT BOUNDARY & PROPERTY LINE MAP (1)

THE HUDSON
 2222 S MICHIGAN AVE
 CHICAGO, IL

WARE MALCOMB
 Leading Design for Commercial Real Estate

| PLANNED DEVELOPMENT BOUNDARY & PROPERTY LINE MAP | |
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HUDSON MICHIGAN, LLC
 2222 S MICHIGAN AVE., CHICAGO, IL 60616
 MAY 23, 2018



SITE PLAN (1)

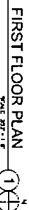
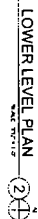
SITE PLAN

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THE HUDSON
 2222 S MICHIGAN AVE
 CHICAGO, IL

DATE: 05/23/18
 DRAWN BY: [Name]
 CHECKED BY: [Name]
 PROJECT: 2222 S MICHIGAN AVE
 SHEET: 1 OF 1

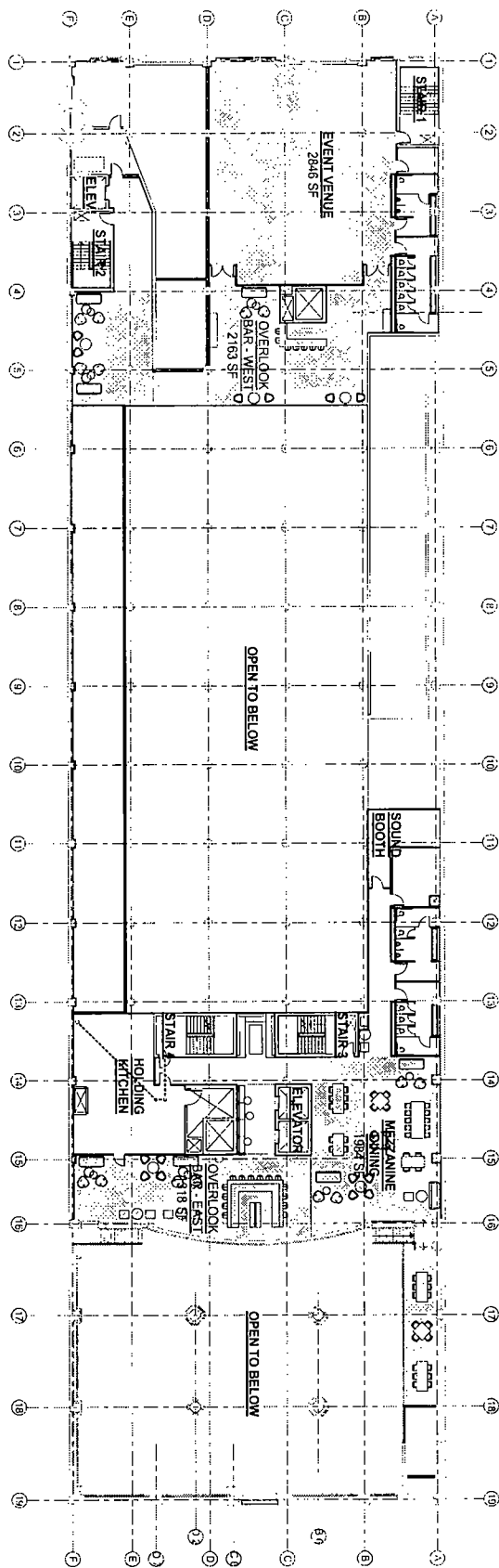
WARE MALCOMB
 Leading Design for Commercial Real Estate



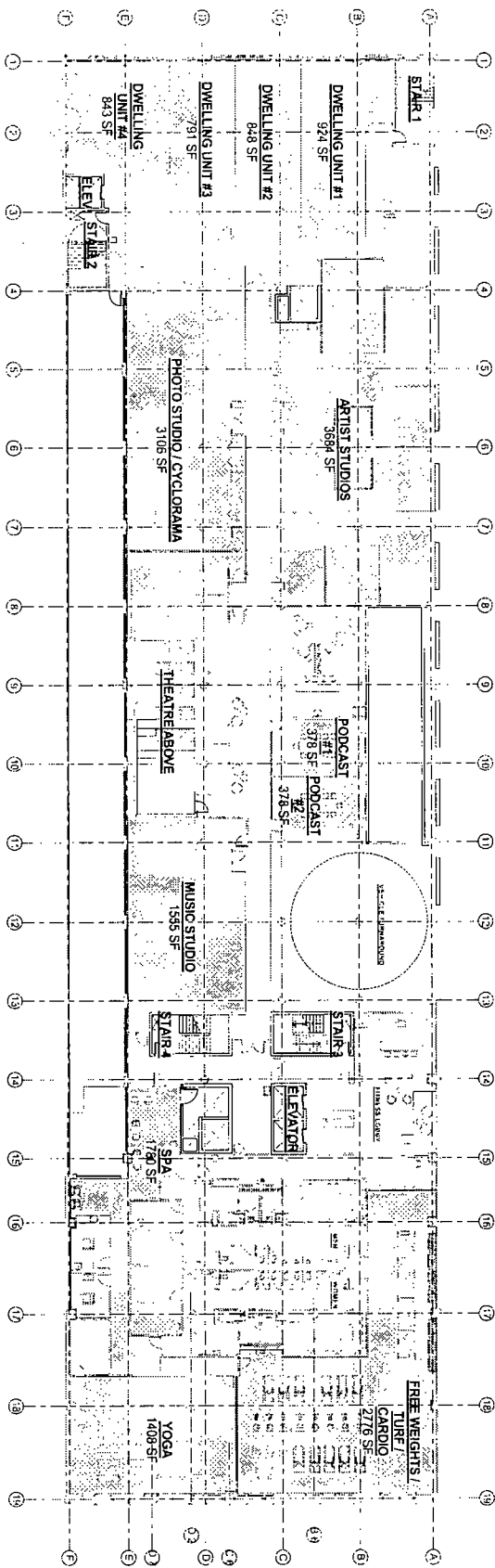
2222 S MICHIGAN AVE
CHICAGO, IL

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HUDSON MICHIGAN, LLC
2222 S MICHIGAN AVE., CHICAGO, IL 60616
MAY 23, 2018



SECOND FLOOR PLAN
SCALE: 1/8" = 1'-0"



THIRD FLOOR PLAN
SCALE: 1/8" = 1'-0"

THE HUDSON

2222 S MICHIGAN AVE
CHICAGO, IL

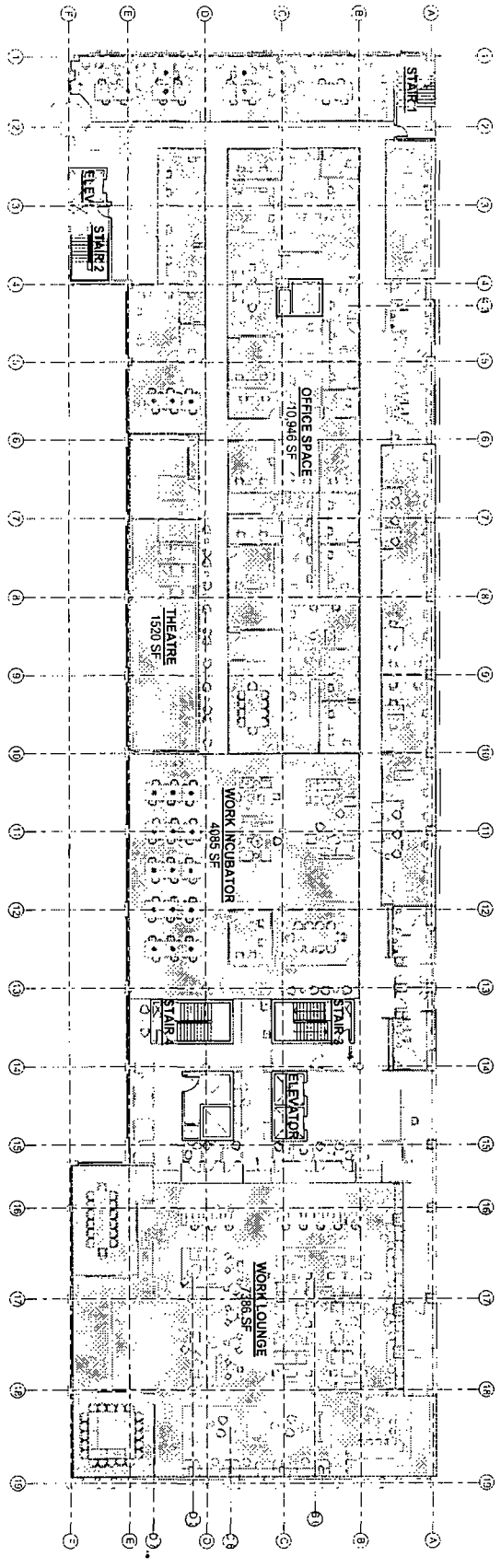
WARE MALCOMB
Leading Design for Commercial Real Estate

Project Name
Client
Address
City
State
Zip
Phone
Fax
Email

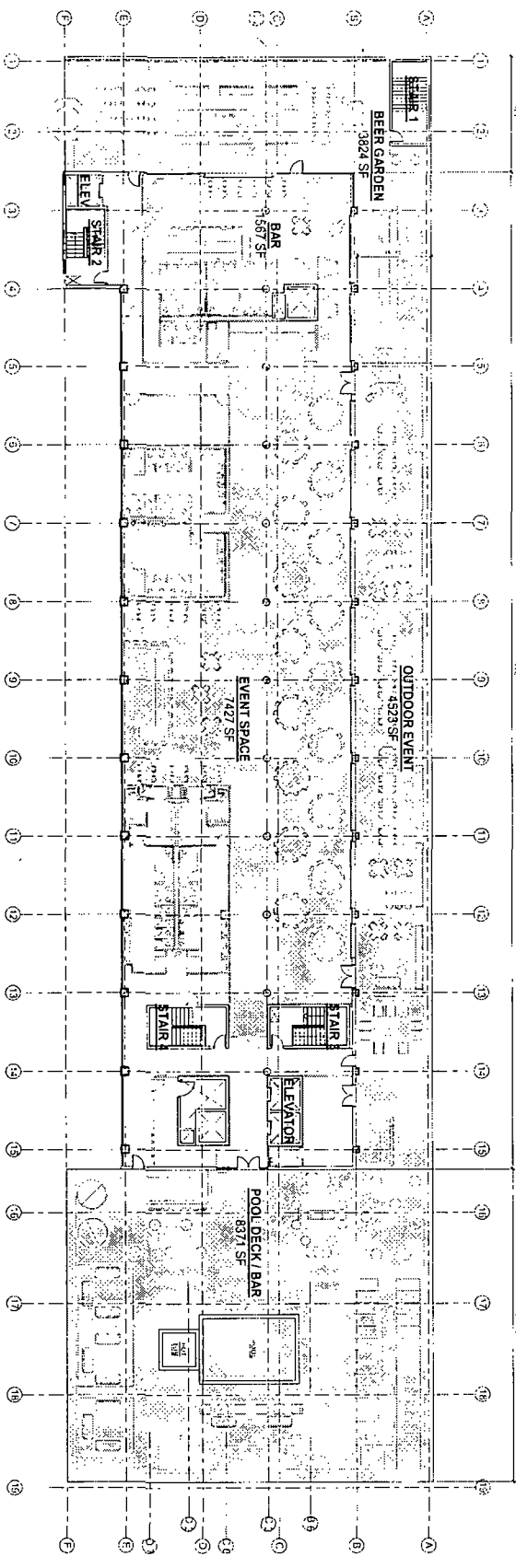
SECOND / THIRD FLOOR PLANS

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| 2 | 05/23/18 | ISSUED FOR PERMIT |
| 3 | 05/23/18 | ISSUED FOR PERMIT |
| 4 | 05/23/18 | ISSUED FOR PERMIT |

HUDSON MICHIGAN, LLC
 2222 S MICHIGAN AVE., CHICAGO, IL 60616
 MAY 23, 2018



FOURTH FLOOR PLAN (1)

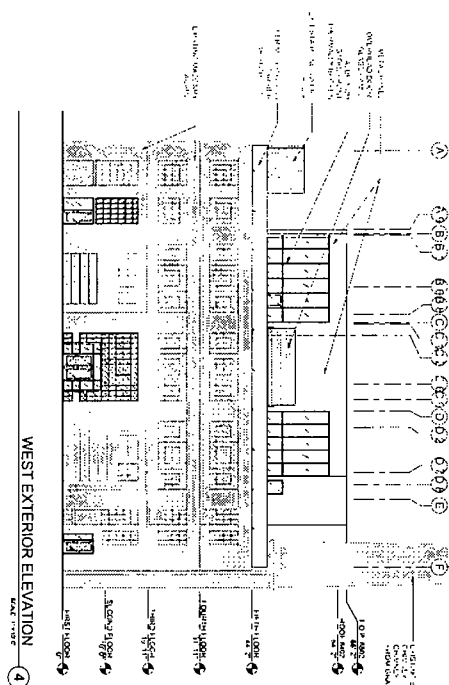


FIFTH FLOOR PLAN (2)

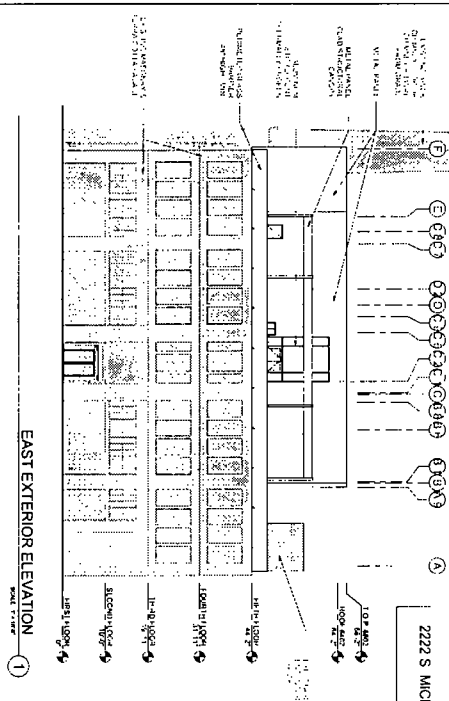
THE HUDSON 2222 S MICHIGAN AVE. CHICAGO, IL

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| FOURTH FLOOR / FIFTH FLOOR PLANS | |
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| 1 | FOURTH FLOOR PLAN |
| 2 | FIFTH FLOOR PLAN |



WEST EXTERIOR ELEVATION

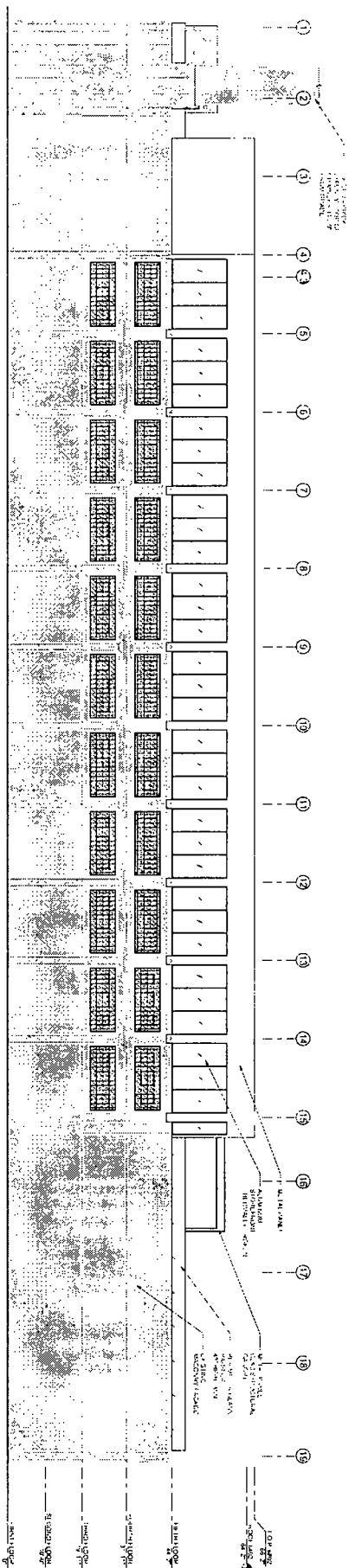


EAST EXTERIOR ELEVATION

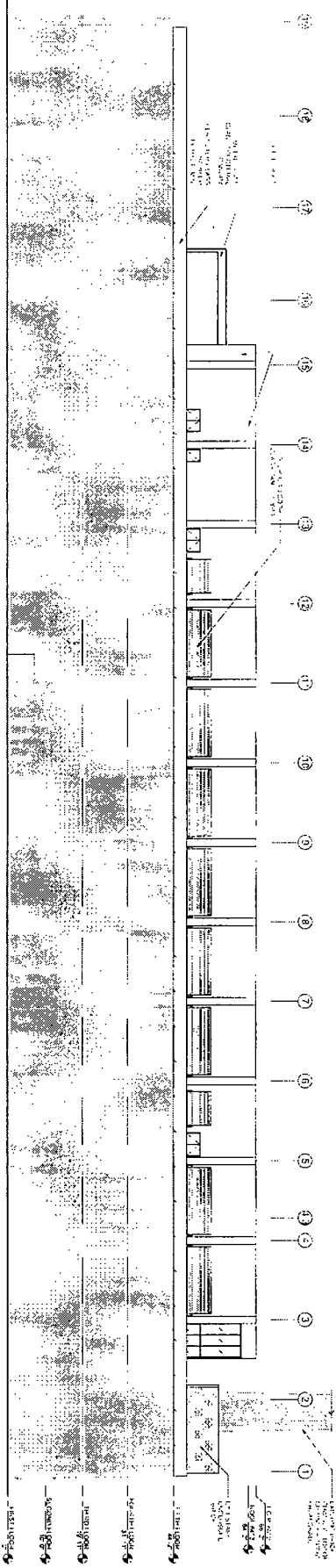
SCALE: 1" = 8'-0"

1

HUDSON MICHIGAN, LLC
2222 S MICHIGAN AVE., CHICAGO, IL 60616
MAY 23, 2018



SOUTH EXTERIOR ELEVATION



NORTH EXTERIOR ELEVATION

3

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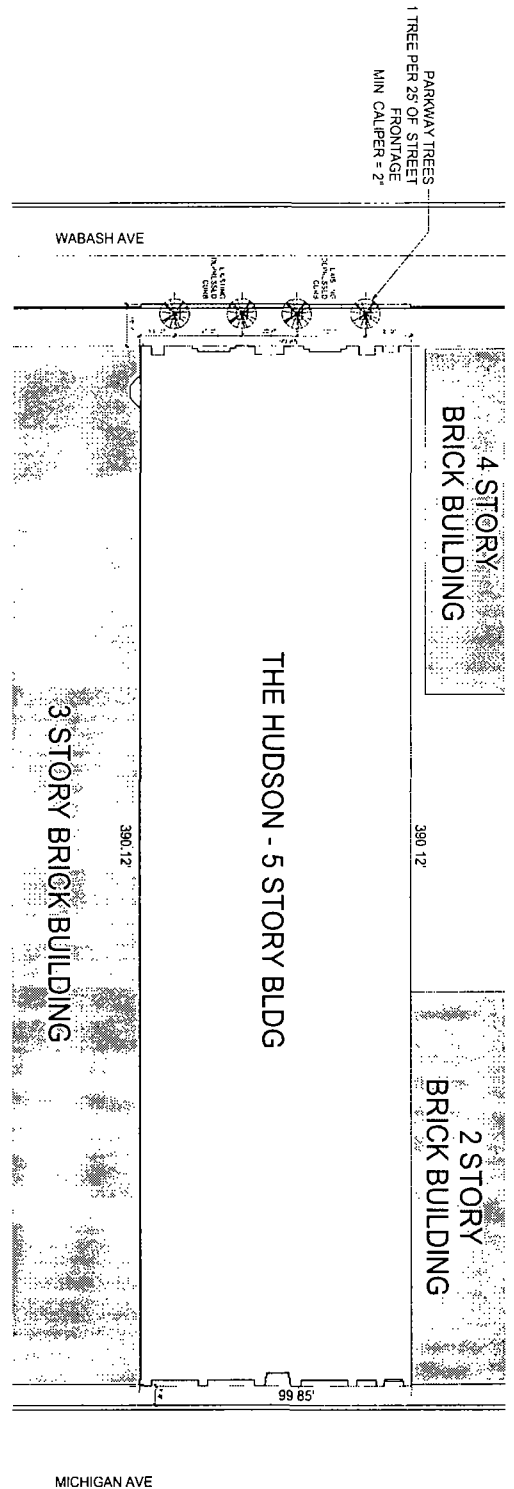
THE HUDSON

2222 S MICHIGAN AVE
CHICAGO, IL

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Lending Division for Commercial Real Estate

93

HUDSON MICHIGAN, LLC
 2222 S MICHIGAN AVE., CHICAGO, IL 60616
 MAY 23, 2018



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

THE HUDSON
 2222 S MICHIGAN AVE
 CHICAGO, IL

WARE MALCOMB
 Landscaping Design for Commercial Real Estate

| LANDSCAPE PLAN | |
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ALTA/NSPS LAND TITLE SURVEY

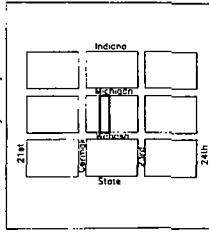
LEGAL DESCRIPTION.

THE NORTH 1/2 OF BLOCK 8 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 OF SECTION 27, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS (EXCEPTING THEREFROM THE EASTERLY 14 FEET, PREVIOUSLY DEDICATED AS PART OF MICHIGAN AVENUE)

TAX PARCEL 17-27-101-019

THE SURVEYOR HAS NOT BEEN PROVIDED ANY DOCUMENTATION ABOUT ROAD WIDENING, BUT THE TAX ASSESSOR'S MAP SHOWS MICHIGAN AVENUE AS BEING 80' WIDE AND OUR FIELD INVESTIGATION SUPPORTED THIS. SO, THE EASTERLY 14' OF BLOCK 8 IN CANAL TRUSTEES SUB OF THE W4 SECTION 27-39-14 HAS BEEN EXCEPTED FROM THE LEGAL DESCRIPTION HEREON AND THIS CONFORMS WITH THE PROPERTY BOUNDARY SHOWN BY UNITED SURVEY SERVICE LLC, PLAT OF SURVEY, DATED FEBRUARY 10, 2005

Vicinity Map



- Boundary of Property
- Found Survey Marker
- Set Survey Marker
- Storm Sewer Basin
- Sewer Manhole
- Water Valve
- Fire Hydrant
- Gas Valve
- Gas Meter
- Utility Handhole
- Light Pole
- Poured Mass
- Fire Department: Correction
- No Parking Sign



THIS SURVEY HAS BEEN PREPARED IN COOPERATION WITH FIRST AMERICAN TITLE INSURANCE COMPANY, CHICAGO, ILLINOIS, AND HAS BEEN REVIEWED AND APPROVED BY THEM FOR THE PURPOSES OF A TITLE SURVEY. THE EFFECTIVE DATE OF MARCH 28, 2017.

TABLE A. ITEMS

- 1) MONUMENTS FOUND OR SET AT ALL PROPERTY CORNERS AS SHOWN HEREON
- 2) THE PROPERTY ADDRESSES VISIBLE ON THE BUILDING ARE 2219-21 S. WABASH AVE., 2225 S. WABASH AVE. AND 2222 S. WABASH AVE.
- 3) AREA = 38,954 SQ. FT.
- 4) EXTERIOR DIMENSIONS OF THE BUILDING HAVE BEEN SHOWN HEREON
- 5) SQUARE FOOTAGE OF EXTERIOR FOOTPRINT = 38,975 SQ. FT.
- 6) SUBSTANTIAL FEATURES HAVE BEEN SHOWN HEREON
- 7) THE SOUTHERLY NEIGHBOR'S BUILDING AND THE NORTHERLY NEIGHBOR'S BUILDING (ON MICHIGAN AVE) ARE BUILT ADJOINING THE BUILDING ON THIS PROPERTY. CHATHAM MORTGAGE DIVISION SLAM REFERENCES TO BUILDING CORNERS SHOWN HEREON
- 8) THIS PROPERTY IS LOCATED 148 FEET SOUTHERLY OF CENNA, ROAD AND MICHIGAN AVENUE INTERSECTION

SCHEDULE B. ITEMS

- 1) ILLINOIS, HUSBANDS, CONDITIONS AND LIMITATIONS CONTAINED IN ORDINANCE DESIGNATING THE MOTOR ROW DISTRICT AS A CHICAGO LANDMARK, A COPY OF WHICH WAS RECORDED MARCH 15, 2001 AS DOCUMENT 0010204888 AFFECTS THIS PROPERTY
- 2) THE LAND LIES WITHIN THE BOUNDARIES OF SPECIAL SERVICE AREA NUMBER 12 AS DISCLOSED BY ORDINANCE RECORDED AS DOCUMENT 0010204888 AFFECTS THIS PROPERTY
- 3) ENVIRONMENTAL DISCLOSURE DOCUMENT FOR TRANSFER OF REAL ESTATE AFFECTS THIS PROPERTY
- 4) ENCROACHMENT OF THE 3 STORY BRICK & STONE BUILDING LOCATED ADJOINING THE BUILDING ON THIS PROPERTY AFFECTS THIS PROPERTY
- 5) ENCROACHMENT OF THE 3 STORY BRICK & STONE BUILDING LOCATED ADJOINING THE BUILDING ON THIS PROPERTY AFFECTS THIS PROPERTY

CLIENT: Netherland Commercial Investments

STATE OF ILLINOIS)
COUNTY OF KENDALL)
FIRST AMERICAN TITLE INSURANCE COMPANY
KELLEN CHAMBER INVESTMENTS

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2016 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND WERE COMPLETED ON APRIL 27, 2017, AT 10:00 A.M. AND 14 OF TABLE A-THE-FOOTPRINT WORK WAS COMPLETED ON APRIL 27, 2017, 2018

DATED THIS 11TH DAY OF MAY, 2018

UNP SURVEYORS, LLC
1000 N. Dearborn Ave.
Suite 100
Chicago, IL 60610
(312) 568-7220

UNP SURVEYORS, LLC
1000 N. Dearborn Ave.
Suite 100
Chicago, IL 60610
(312) 568-7220

ISSUE: APRIL 2005
LICENSE: 001-00111
STATE OF ILLINOIS
ILLINOIS PROFESSIONAL LAND SURVEYOR
LICENSE EXPIRATION DATE: NOVEMBER 30, 2018

File No. 50642.4

May 23, 2018

Dear Property Owner:

In accordance with the requirements for an Amendment to the Chicago Zoning Ordinance, specifically Section 17-13-0107, please be informed that on or about May 23, 2018, the undersigned will file an application for a change in zoning from DS-3 and DS-5 Downtown Service District to DX-5 Downtown Mixed-Use District and then to a Planned Development on behalf of Hudson Michigan, LLC for the property located at 2222-30 South Michigan Ave., Chicago, Illinois.

The applicant intends to use the subject property for renovation into a mixed-use facility with restaurants, bars, event spaces, co-working offices, a technology incubator, a health club, four dwelling units with zero off-street parking spaces.

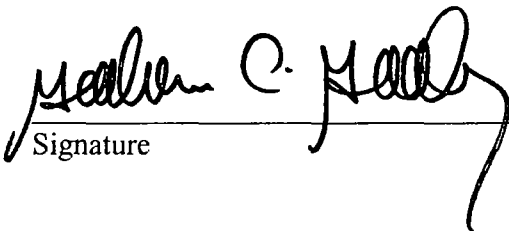
Hudson Michigan, LLC is located at 1420 S. Michigan Ave., Chicago, IL 60605.

The contact person for this application is Graham Grady, Taft Stettinius & Hollister, 111 E. Wacker Dr., Suite 2800, Chicago, IL 60605 at (312) 836-4036.

Please note that the applicant is not seeking to rezone or purchase your property. The applicant is required by law to send this notice because you own property within 250 feet of the property to be rezoned.

Very truly yours,

Graham C. Grady


Signature

"WRITTEN NOTICE"
FORM OF AFFIDAVIT
(Section 17-13-0107)

May 23, 2018

Honorable Daniel S. Solis
Chairman, Committee on Zoning
121 North LaSalle Street
Room 304, City Hall
Chicago, Illinois 60602

The undersigned, Graham C. Grady, being first duly sworn on oath deposes and states the following:

The undersigned certifies that he has complied with the requirements of Section 17-13-0107 of the Chicago Zoning Ordinance, by sending written notice to such property owners who appear to be the owners of the property within the subject area not solely owned by the applicant, and to the owners of all property within 250 feet in each direction of the lot line of the subject property, exclusive of public roads, streets, alleys and other public ways, or a total distance limited to 400 feet. Said "written notice" was sent by First Class U.S. Mail, no more than 30 days before filing the application.

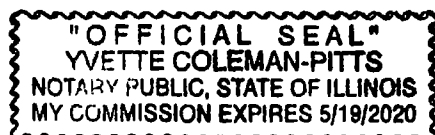
The undersigned certifies that the notice contained the address of the property sought to be rezoned; a statement of the intended use of the property; the name and address of the applicant; the name and address of the owner; and a statement that the applicant intends to file the application for a change in zoning on approximately May 23, 2018.

The undersigned certifies that the applicant has made a bona fide effort to determine the addresses of the parties to be notified under Section 17-13-0107 of the Chicago Zoning Ordinance, and that the accompanying list of names and addresses of surrounding property owners within 250 feet of the subject site is a complete list containing the names and addresses of the people required to be served.

Graham C. Grady
Signature

Subscribed and Sworn to before me this
15th day of May, 20 18.

Yvette Coleman-Pitts
Notary Public



Hudson Michigan Avenue, LLC
1420 South Michigan Avenue
Chicago, IL 60605

May 16, 2018

To Whom It May Concern:

This letter is to inform you that Graham C. Grady, Taft Stettinius & Hollister LLP is authorized to file a zoning map amendment application to rezone the property located at 2222-30 South Michigan Avenue, Chicago, Illinois in order to establish a Planned Development at this location.

Sincerely,

A handwritten signature in black ink, appearing to read 'Idonije', with a stylized flourish at the end.

Israel Idonije
Manager
Hudson Michigan Avenue, LLC

Hudson Michigan, LLC
2222 S. Michigan Ave.

Narrative
Planned Development Zoning Map Amendment Application

Current Zoning District: DS-5 and DS-3

Proposed Zoning District: DX-5, then to a Planned Development

The applicant owns the former Hudson Automobile Palace at 2222 S. Michigan Ave., constructed in 1923 and located in the Motor Row Landmark District. This is the largest and most architecturally significant automobile showroom in Motor Row. The redevelopment plan calls for a total rehabilitation of the existing four story building and the construction of a partial fifth floor addition for the redevelopment of the building into a mixed-use facility. The restaurant, bar and event spaces on the first floor and mezzanine will be open to the public. The facilities on the third floor and above will be comprised of a private entrepreneurial club featuring restaurants, bars, event spaces, co-working offices along with a technology incubator, health club facilities, residential suites (full kitchen dwelling units), outdoor deck and swimming pool. This will be the first major exterior and interior redevelopment of a building in the Motor Row District since the establishment of the landmark district in 2000.

A zoning map amendment a DX zoning district is necessary in order to accommodate the residential dwelling units which are integral to the redevelopment plan and offering of club amenities. This is a mandatory Planned Development because the entertainment facility has a seating capacity of 1,000 or more persons. This is a Type 1 rezoning because the proposal is to amend the zoning map to change this property from a zoning district that does not permit residential or household living uses to a zoning district that does allow residential or household living uses.

The project includes four (4) residential dwelling units of 791 s.f., 843 s.f., 848 s.f. and 924 s.f. The project includes 8,371 s.f. of open space on the fifth floor.

The city incentives are city-approval for a Cook County Class L landmark property tax classification and city-approval for New Market Tax Credits.

The history of the public review process has included a preliminary meeting with the Alderman of the 3rd Ward and a preliminary meeting with the Zoning Administrator and the Assistant Zoning Administrator. A PD intake meeting is scheduled for May 23, 2018. A community meeting is to be held in June, 2018 (date to be determined).

INTRO DATE
May 23, 2018

APPLICATION FOR AN AMENDMENT TO THE CHICAGO ZONING ORDINANCE

- PHONE 312-836-4036 FAX 312-966-8541 EMAIL ggrady@taftlaw.com

6. If the applicant is a legal entity (Corporation, LLC, Partnership, etc.) please provide the names of all owners as disclosed on the Economic Disclosure Statements.

Kelemen Caamano Investments Samnani Family Trust

2222 Michigan LLC Zihjun Wang/Leiqian Tai

Israel Idonije Linda Holdings, Inc.

Tibor Kelemen Ababa, Inc.

Horizon Family Investment

7. On what date did the owner acquire legal title to the subject property? 01/10/2018

8. Has the present owner previously rezoned this property? If yes, when?

No

9. Present Zoning District DS-3 and DS-5 Proposed Zoning District DX-5, then to a Residential-Business Planned Development

10. Lot size in square feet (or dimensions) 38,954 s f

11. Current Use of the property Vacant building

12. Reason for rezoning the property Require DX zoning in order to accomodate proposed residential uses and a Planned Development is required because occupancy may exceed 1,000 people

13. Describe the proposed use of the property after the rezoning. Indicate the number of dwelling units; number of parking spaces; approximate square footage of any commercial space; and height of the proposed building. (BE SPECIFIC)

Renovation into a mixed-use facility with restaurants, bars, event spaces, co-working offices, a technology

incubator, a health club, four dwelling units with zero off-street parking spaces The area of the building is

145,595 square feet. The height of the building is 66 feet, two inches

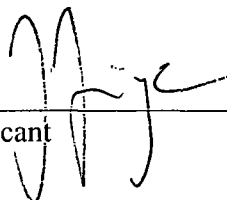
14. The Affordable Requirements Ordinance (ARO) requires on-site affordable housing units and/or a financial contribution for residential housing projects with ten or more units that receive a zoning change which, among other triggers, increases the allowable floor area, or, for existing Planned Developments, increases the number of units (see attached fact sheet or visit www.cityofchicago.org/ARO for more information). Is this project subject to the ARO?

YES NO X

COUNTY OF COOK
STATE OF ILLINOIS

ISRAEL IDONJE, being first duly sworn on oath, states that all of the above
statements and the statements contained in the documents submitted herewith are true and correct.

Signature of Applicant



Subscribed and Sworn to before me this
14th day of May, 2018.

Yvette Goleman-Pitts
Notary Public



For Office Use Only

Date of Introduction: _____

File Number: _____

Ward: _____

STATE OF TEXAS
COUNTY OF DALLAS
I, JAMES H. HARRIS, County Clerk,
do hereby certify that the within and foregoing
is a true and correct copy of the original
as the same appears from the records of the
County of Dallas, State of Texas.

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT
AND AFFIDAVIT**

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

Hudson Michigan Avenue, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. ☒ the Applicant

OR

2. ☐ a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: _____

OR

3. ☐ a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1))
State the legal name of the entity in which the Disclosing Party holds a right of control: _____

B. Business address of the Disclosing Party: 1420 S. Michigan Avenue

Chicago, IL 60605

C. Telephone: 8472247171 Fax: _____ Email: ii@realisgrp.com

D. Name of contact person: Israel Idonije

E. Federal Employer Identification No. (if you have one): _____

F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):

Hudson Michigan is a mixed use project located on 2222 S. Michigan Avenue in Chicago seeking a zoning map adjustment.

G. Which City agency or department is requesting this EDS? Department of Planning and Development

If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:

Specification # _____ and Contract # _____

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

- | | |
|---|---|
| <input type="checkbox"/> Person | <input checked="" type="checkbox"/> Limited liability company |
| <input type="checkbox"/> Publicly registered business corporation | <input type="checkbox"/> Limited liability partnership |
| <input type="checkbox"/> Privately held business corporation | <input type="checkbox"/> Joint venture |
| <input type="checkbox"/> Sole proprietorship | <input type="checkbox"/> Not-for-profit corporation |
| <input type="checkbox"/> General partnership | (Is the not-for-profit corporation also a 501(c)(3))? |
| <input type="checkbox"/> Limited partnership | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| <input type="checkbox"/> Trust | <input type="checkbox"/> Other (please specify) |
-

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

Delaware

3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

☒ Yes ☐ No ☐ Organized in Illinois

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) **for not-for-profit corporations**, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) **for trusts, estates or other similar entities**, the trustee, executor, administrator, or similarly situated party; (iv) **for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures**, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

NOTE: Each legal entity listed below must submit an EDS on its own behalf.

| Name | Title |
|----------------|---------|
| Israel Idonije | Manager |
| Tibor Kelemen | Manager |

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.

| Name | Business Address | Percentage Interest in the Applicant |
|-----------------------------|--|--------------------------------------|
| Kelemen Caamano Investments | 19712 MacArthur Blvd. #150 Irvine Ca 92782 | 17.39% |
| 2222 Michigan LLC | 1420 S. Michigan Ave, Chicago IL 60605 | 17.39% |

See attached supplemental sheet on ownership listing. _____

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? ☐ Yes ☒ No ☐

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? ☐ Yes ☒ No

If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:

Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party?

☐ Yes ☒ No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

| Name (indicate whether retained or anticipated to be retained) | Business Address | Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.) | Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response. |
|---|------------------|--|---|
| Taft Stettinius & Hollister LLP, 111 E Wacker Drive, Ste 2800 Chicago | Attorney | | estimated \$10,000 |
| Ware Malcomb | | | |

(Add sheets if necessary)

☐ Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

☐ Yes ☐ No ☐ No person directly or indirectly owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

☐ Yes ☐ No

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).

5. Certifications (5), (6) and (7) concern:

- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

NONE

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").

NONE

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

NONE

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

☐ is

☒ is not

a "financial institution" as defined in MCC Section 2-32-455(b).

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

☐ Yes

☒ No

NOTE: If you checked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

☐ Yes

☐ No

3. If you checked "Yes" to Item D(1), provide the names and business addresses of the City officials or employees having such financial interest and identify the nature of the financial interest:

| Name | Business Address | Nature of Financial Interest |
|------|------------------|------------------------------|
| | | |
| | | |
| | | |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

☒ 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

☐ 2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. **If the Matter is not federally funded**, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.

4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

☒ Yes

☐ No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

☒ Yes

☐ No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

☐ Yes

☒ No

☐ Reports not required

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

☒ Yes

☐ No

If you checked "No" to question (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Hudson Michigan Avenue, LLC

(Print or type exact legal name of Disclosing Party)

By: _____

(Sign here)

Israel Idonije

(Print or type name of person signing)

Manager

(Print or type title of person signing)

Signed and sworn to before me on (date) May 16, 2018,

at COOK County, ILLINOIS (state).

Yvette Coleman-Pitts
Notary Public

Commission expires: 5-19-2020



**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX A**

**FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS
AND DEPARTMENT HEADS**

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

☐ Yes

☒ No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX B**

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

☐ Yes

☒ No

2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

☐ Yes

☒ No

☐ The Applicant is not publicly traded on any exchange.

3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.

Ownership greater than 7.5%

| | |
|-----------------------------|------------------|
| - Horizon Family Investment | 17.39% ownership |
| - Samnani Family Trust | 17.39% ownership |
| -Zihjun Wang/Leiqian Tai | 8.70% ownership |
| -Linda holdings inc | 8.70% ownership |
| -Ababa inc | 8.70% ownership |

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT
AND AFFIDAVIT**

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

Israel Idonije

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. ☐ the Applicant

OR

2. ☐ a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: _____

OR

3. ☒ a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1))
State the legal name of the entity in which the Disclosing Party holds a right of control: _____

B. Business address of the Disclosing Party: 1420 S. Michigan Ave.

Chicago, IL 60605

C. Telephone: 312-624-7653 Fax: _____ Email: ii@realisgrp.com

D. Name of contact person: Israel Idonije

E. Federal Employer Identification No. (if you have one): _____

F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):

Zoning map amendment

G. Which City agency or department is requesting this EDS? Department of Planning & Development

If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:

Specification # _____ and Contract # _____

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

- | | |
|---|--|
| <input checked="checked" type="checkbox"/> Person | <input type="checkbox"/> Limited liability company |
| <input type="checkbox"/> Publicly registered business corporation | <input type="checkbox"/> Limited liability partnership |
| <input type="checkbox"/> Privately held business corporation | <input type="checkbox"/> Joint venture |
| <input type="checkbox"/> Sole proprietorship | <input type="checkbox"/> Not-for-profit corporation |
| <input type="checkbox"/> General partnership | (Is the not-for-profit corporation also a 501(c)(3))? |
| <input type="checkbox"/> Limited partnership | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| <input type="checkbox"/> Trust | <input type="checkbox"/> Other (please specify) |
-

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

- ☐ Yes ☐ No ☐ Organized in Illinois

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) **for not-for-profit corporations**, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) **for trusts, estates or other similar entities**, the trustee, executor, administrator, or similarly situated party; (iv) **for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures**, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name

Title

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.

| Name | Business Address | Percentage Interest in the Applicant |
|------|------------------|--------------------------------------|
| | | |
| | | |
| | | |

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? ☐ Yes ☒ No

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? ☐ Yes ☒ No

If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:

Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party?

☐ Yes ☒ No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

| Name (indicate whether retained or anticipated to be retained) | Business Address | Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.) | Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response. |
|--|------------------|--|--|
| N/A | | | |

(Add sheets if necessary)

☐ Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

☐ Yes ☒ No ☐ No person directly or indirectly owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

☐ Yes ☐ No

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).

5. Certifications (5), (6) and (7) concern:

- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.

9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").

10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

N/A

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").

N/A

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

☐ is

☒ is not

a "financial institution" as defined in MCC Section 2-32-455(b).

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

☐ Yes

☒ No

NOTE: If you checked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

☐ Yes

☒ No

3. If you checked "Yes" to Item D(1), provide the names and business addresses of the City officials or employees having such financial interest and identify the nature of the financial interest:

Name

Business Address

Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

☒ 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

☐ 2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.

4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

☐ Yes

☒ No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

☐ Yes

☐ No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

☐ Yes

☐ No

☐ Reports not required

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

☐ Yes

☐ No

If you checked "No" to question (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Israel Idonije

(Print or type exact legal name of Disclosing Party)

By: _____

(Sign here)

Israel Idonije

(Print or type name of person signing)

Manager

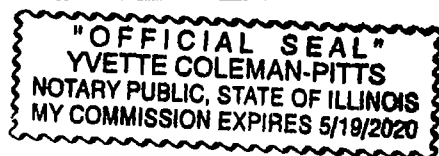
(Print or type title of person signing)

Signed and sworn to before me on (date) May 16, 2018.

at COOK County, ILLINOIS (state).

Yvette Coleman-Pitts
Notary Public

Commission expires: 5-19-2020



**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX A**

**FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS
AND DEPARTMENT HEADS**

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

☐ Yes

☒ No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX B**

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

☐ Yes

☒ No

2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

☐ Yes

☐ No

☐ The Applicant is not publicly traded on any exchange.

3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.
