

Address: 301-331 West Illinois Street, 440-448 North Franklin Street and 441-449 North Orleans Street

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RESIDENTIAL-BUSINESS-INSTITUTIONAL PLANNED DEVELOPMENT NO.

PLANNED DEVELOPMENT STATEMENTS

1. The area delineated herein as Residential-Business-Institutional Planned Development Number _____ ("Planned Development") consists of approximately 32,180 net square feet of property which is depicted on the attached PD Boundary and Property Line Map ("Property"). For purposes of this Planned Development, the Property consists of two sub-areas, delineated on the Sub-Area Map attached hereto as Sub-Area A and Sub-Area B. The Property is owned by Order of Friar Servants of Mary, USA Province, Inc., an Illinois not-for-profit corporation (the "Owner"). The "Applicant" for purposes of this Planned Development with respect to Sub-Area A is Illinois Franklin LLC, with the authorization of the Owner. The Owner is the "Applicant" for purposes of this Planned Development with respect to Sub-Area B.
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
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 Plans.

Ingress or egress shall be pursuant to the Plans 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.

All work proposed in the public way must be designed and constructed in accordance with the Department of Transportation Construction Standards for Work in the Public Way and in

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compliance with the Municipal Code of the City of Chicago. Prior to the issuance of any Part II approval, the submitted plans must be approved by the Department of Transportation.

4. This Plan of Development consists of 18 Statements, a Bulk Regulations and Data Table and the following maps and plans prepared by Fitzgerald Associates Architects and dated January 21, 2015 (collectively, the "Plans"): an Existing Zoning Map; an Existing Land-Use Area Map; a PD Boundary and Property Line Map; Sub-Area Map; Overall Site Plan; Sub-Area A: Site Plan; Sub-Area B: Site Plan; Sub-Area A: Tower - Ground Floor Plan (Illustrative); Sub-Area A: Tower - 2nd Floor Plan; Sub-Area A: Tower - 3rd-4th Floor Plans (Illustrative); Sub-Area A: Tower - 23rd Floor Plan; Sub-Area B: Priory - New 3rd Floor Plan (Illustrative); Sub-Area B: Priory - Roof Plan; Overall Landscape Plan; Sub-Area A: Landscape Plan; Sub-Area B: Landscape Plan; Sub-Area A: Green Roof Plan; Sub-Area A: Tower - West Elevation; Sub-Area A: Tower - North Elevation; Sub-Area A: Tower - East Elevation; Sub-Area A: Tower - South Elevation; Sub-Area B: Priory - West Elevation; Sub-Area B: Priory - North Elevation; and Sub-Area B: Priory - South Elevation. 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 spirit of the Chicago Building Code, 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 and the Zoning Ordinance, this Planned-Development shall control.
5. The following uses are permitted:
 - a. Sub-Area A: dwelling units located above the ground floor; eating and drinking establishments; day care; business equipment sales and service; business support services (excluding day labor employment agency); commutation services; eating and drinking establishments; payday/title secured loan stores and pawn shops; and, beverage retail sales; general retail sales; medical service; office; personal service; consumer repair or laundry service; co-located wireless communication facilities; accessory uses; non-accessory parking in accordance with the Bulk Regulations, and Data Table; accessory parking, including parking serving uses located within Sub-Area B.
 - b. Sub-Area B: dwelling quarters and group housing for clergy; religious assembly; day

care; co-located wireless communication facilities; accessory uses, including without limitation parish and clergy offices, community garden, and recreational, social or community uses customarily found in conjunction with religious uses; and accessory parking.

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

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Department of Planning and Development. Off-Premise signs are prohibited within the boundary of the Planned Development .

7. For purposes of height measurement, the definitions in the 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 site shall be in accordance with the attached Bulk Regulations and Data Table. For the purposes of FAR calculations and measurements, the definitions in the Zoning Ordinance shall apply. The permitted overall FAR identified in the Bulk Regulations Table has been determined using a Net Site Area of 32,180 square feet.
9. Upon review and determination, "Part II Review", pursuant to Section 17-13-0610 of the Zoning Ordinance, 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.
- LP... The Plans, shall be in substantial conformance with the Landscape Ordinance and any other corresponding regulations and guidelines. 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 13-32-125 of the Municipal Code, or any other provision of that Code.
12. The terms and conditions of development under this Planned Development ordinance may be modified administratively, pursuant to section 17-13-0611-A of the Zoning Ordinance 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.

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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 seek LEED certification and provide a green roof of not less than 50% of the net roof area of the improvements Sub-Area A, which is currently anticipated to consist of approximately 4,899 square feet of green roof.

15. This Planned Development shall be governed by Section 17-13-0612 of the Zoning

Ordinance. Should this Planned Development ordinance lapse, the Commissioner of DPD shall initiate a Zoning¹ Map Amendment to rezone the property to the DX-5 Mixed Use District.

16. The Applicant acknowledges and agrees that the rezoning of the Property from DX-5 Mixed Use-District to¹ this Planned-Development triggers the requirements of Section 2-45-110 of the Municipal Code (the "Affordable Housing Ordinance" or "AHO"). Any developer of a "residential" housing project within the meaning of the Affordable Housing Ordinance ("Residential Project") must: (i) develop affordable housing units as part of the Residential Project; (ii) pay a fee in lieu of the development of affordable housing units; or (iii) any combination of (i) and (ii). The Applicant further acknowledges and agrees that the project has received an affordable housing floor area bonus pursuant to Section 17-4-1004-B of the Zoning Ordinance; as set forth in the bonus worksheet attached hereto as Exhibit #1 ("Bonus Worksheet") - and Exhibit #2, the Affordable Housing Profile Form, and as a result is also subject to the requirements of the former Section 17-4-1004-D of the Zoning Code (the "Density Bonus Provisions"). Like the AHO, the Density Bonus Provisions require on-site affordable housing or payment of a fee in lieu of providing⁵ affordable housing, but the formulas for calculating the number of required affordable units and the amount of the in-lieu payment are different from the formulas in the AHO. If a planned development is subject to both the 2007 AHO and the former Density Bonus Provisions, the Applicant may elect to comply with either. In this case, the Applicant has elected to comply with the Density Bonus Provisions. In accordance with the formulas set forth in the former Section 17-4-1004-C and the Bonus Worksheet, the Applicant acknowledges and agrees that it must provide a minimum of 8,045 square feet of affordable housing floor area (the "Affordable Units") in the building receiving the affordable housing floor area bonus ("Eligible Building"), with an affordable unit mix comparable to the overall mix and approved by DPD's density bonus project manager, or make a cash payment in lieu of providing Affordable Units in the amount of \$1,106,992 ("Cash Payment"). Prior to the issuance of any building permits for the Eligible Building, including, without limitation, excavation, or foundation permits, the Applicant must either make the required Cash Payment or, if providing Affordable Units, enter into an affordable housing agreement with the City pursuant to the former Section 17-4-1004-E9 ("Affordable Housing Agreement"). 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

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against the Eligible Building. The City shall execute partial releases of the Affordable Housing Agreement prior to or at the time of the sale of each Affordable Unit to an income-eligible buyer at an affordable price, subject to the simultaneous execution and recording of a mortgage, restrictive covenant or similar instrument against such Affordable Unit. In addition to the Affordable Housing Agreement, the Applicant acknowledges and agrees that, pursuant to Section 17-4-1003-D3, the Bonus Worksheet will serve as an official record of bonuses and amenities. The Applicant must comply with the applicable affordable housing standards and requirements set forth in the former Section 17-4-1004, the terms of which are incorporated herein by this reference. Notwithstanding anything to the contrary contained in the former Section 17-4-1003-E, the Commissioner of DPD may enforce remedies for breach of the 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.

17. Pursuant to the Transit Infrastructure Improvements Bonus provisions of Section 17-4-1020 of the Zoning Ordinance, the Applicant has requested an increase in the floor area permitted on the Property based on a cash contribution for public transit infrastructure improvements. The Applicant shall make a cash contribution in the amount of One Million One Hundred Six Thousand Nine Hundred Ninety-Two Dollars (\$1,106,992.00), which corresponds to a floor area bonus of 1.0 over the net site area of 32,180 square feet. Pursuant to Section 17-4-1020-A of the Zoning Ordinance, the Applicant must enter into an agreement with the agency
18. Pursuant to the Adopt-a-Landmark Bonus provisions of Section 17-4-1022 of the Zoning Ordinance, the Applicant has requested an increase in the floor area of the Property based on the proposed restoration of concrete balconies at the Marina City residential towers located at 300 North State Street (the "Landmark Project"). Pursuant to Section 17-4-1022 of the Zoning Ordinance, the Commissioner of Department of Planning and Development (the "Commissioner"), acting on behalf of the City and the Commission on Chicago Landmarks, is authorized and directed to enter into an agreement with the Marina Towers Condominium Association, which is the association of owners of the Landmark Project established pursuant to the Illinois Condominium Property Act, regarding the manner in which funds for renovation work in the Landmark Building relating to the Adopt-A-Landmark Bonus, as approved by the Commission on Chicago Landmarks, will be used. On January 7, 2016, the Commission on Chicago Landmarks approved a Scope of Work and Budget for the Landmark Project, providing for the expenditure of One Million One Hundred Six Thousand Nine Hundred Ninety-Two Dollars (\$1,106,992.00) in project costs (the "Project Costs"), which corresponds to a floor area bonus of 1.0 over the net site area of 32,180 square feet. The agreement shall be in a form approved by the Corporation Counsel and shall be executed and submitted to the Department of Planning and Development prior to the issuance of any

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approvals pursuant to Section 17-13-0610 of the Chicago Municipal Code ("Part II")- The Commissioner may require evidence that the Project Costs have been funded by the Applicant as a condition to issuance of any Part II approvals. The terms and conditions of the Landmark Project Scope of Work and Budget may be modified administratively by the Commissioner in accordance with the provisions of Stateriient 12 of this Planned Development and as described in the Landmark Project Scope of Work and Budget.

19. The Applicant acknowledges that the Planned Development includes a building commonly known as Assumption Church and identified as Orange (OR) (potentially significant) in^the Chicago Historic' Resources Survey. This Planned Development does not propose any 'changes to the building or its use.

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RESIDENTIAL-BUSINESS-INSTITUTIONAL PLANNED DEVELOPMENT NO. BULK
REGULATIONS AND DATA TABLE

Gross Site Area (sf):	57,785
Area of Public Rights-of-Way (sf):	25,605
Net Site Area (sf):	
Sub-Area A:	15,675
Sub-Area B:	16,505
Overall:	32,180
Max. Floor Area Ratio (FAR):	
Sub-Area A:	15.2
Sub-Area B:	1.2
Overall, including bonuses:8.0 FAR Bonuses (over total net site area; bonus-floor area is allocated to Sub-Area A):	
Affordable Housing:	1.0
Adopt-A-Landmark:	- 1.0
Transit Infrastructure Improvements: 1.0 Maximum Number of Dwelling Units:	
Sub-Area A:	245
Sub-Area B: 10	
Overall: 255 Minimum Off-Street Parking:	

Sub-Area A*: 109

Sub-Area B: 0

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Minimum Bicycle Parking:

Sub-Area A:

Sub-Area B: Minimum Off-Street Loading:

Sub-Area A:

Sub-Area B: Maximum Building Height:

Sub-Area A:

Sub-Area B: Minimum Setbacks:

Sub-Area A:

Sub-Area B:

50 0

1 (10' x25') 0

298' 69'

In substantial conformance with the Plans. In substantial conformance with the Plans.

*As contemplated by Section 17-10-0503 of the Zoning Ordinance, up to 25% of the number of parking spaces required for Sub-Area A as set forth on the Bulk Regulations and Data Table may be leased out on a daily, weekly or monthly basis to persons who are not residents, tenants, patrons, employees, or guests of the principal use. In addition, up to 35 parking spaces required for Sub-Area A may be allocated • for use by residents, tenants, patrons, employees or guests of uses located in Sub-Area B, and for purposes of this Planned Development such allocated spaces shall be considered accessory parking.

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REVIEW

WORKSHEET: FAR BONUS CALCULATION

Current - DX-5

Property Address: 311 West Illinois Street

Zoning District: Proposed - PD

ON-SITE BONUSES

Amenity	Amenity area (in sqft;)	Lot area (in sq.ft.)	Premium Factor	Base FAR	FAR Bonus calculated
Formula:					
				$\frac{D}{(A/B)^C - D}$	
Affordable Housing -On-Site			4	d)	-
Public Plaza and Pocket Park			-1	.-- . -'	
Chicago Riverwalk			1		
Winter Garden			1		
Through-Block Connection (Indoor) ;..			0.66		
Through-Block Connection (Outdoor)			1		
Sidewalk Widening			- 2 ' ■>		
Arcade			1.25		
Water Feature			0.3		
Upper-Level Setbacks (-7 &-10 Districts)			0.3		
: Upper-Level Setbacks (-12&-16 Districts)			0.4		
Lower-Level Planting Terrace			1		
Green Roofs			0.3		
Underground Parking (Levels -1 & -2) .			0.15		
Underground Parking (Level -3 or lower)			0.2		
Underground Loading			0.15		
Parking Concealed by Occupiable Space			0.4		
<u>FAR ■ Bonus Cap</u>					
<u>compare with</u>					
<u>1.00 (-5) 1.75 (-7) 2.50 (-10) 3.60 (-12) 4.80.(-16)</u>					

25%ofD

- 30% of D
- 30% of D
- 30% of D
- 25% of D

Total FAR Bonus On-Site Improvements

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Rev. May, 2014

OFF-SITE BONUSES

Calculation of Financial Contribution

Formula: Cash contribution for 1 sq.ft. of FAR bonus = 0.8 x median cost of 1 sq. ft. of buildable floor area

Amenity	Bonused Square Feet Desired	Discount Factor	median cost of 1 sqft. of buildable floor area (in \$): .See City Survey of Land-Cost	Base FAR	Financial Contribution
	A	B	C	D	E=A*B*C
Off-Site Park or Riverwalk		0.8			
Street Lighting and Landscaping		0.8			
Transit Station Improvements	32,180	0.8	43	5	51,106,992
Pedwav Improvements		0.8			
Affordable Housing	32,180	0.8	43	5	\$1,106,992
Education		0.8			
[Totals ~] , ;96.540] "					""."[\$3,320,976

Comparison to FAR E

Amenity	Total Bonused Square Feet Desir	Lot Area (in sq. ft.)	Base FAR	FAR Bonus calculated	FAR Bonus Cap:
Off-Sit or Rive					20% ofH ... '
Street Lighting and Landscaping					v.. 20%-of.H. • >•;;
Transit Station Improvements	32,180	32,180	5	1...	20%ofH.
Pedwav Improvements			5		' 20% ofH i ;
Adqpt-A-Landmark	32,180	32,180	("20% of H
Affordable Housing	32,180	32,180	5	1	• 20% of ■ 25% ofH (-7, -10) : 30% of H (i.12, -16)

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25% of H (-10) 30% of H
(-12. -16) .



If FAR Bonus calculated exceeds FAR Bonus Cap, the effective FAR Bonus for Off-Site Improvements is equal to the FAR Bonus' Cap

Summary

Base FAR ,	5 . ' ■ ■ .
FAR Bonus Tor On-Site Improvements	■ 0 .
FAR Bonus for Off-Site Improvements	3
Total FAR	'8

Total Financial Contribution

(Maximum Rpor Area with/Base FAR ,	160,900'sf
Floor Area with FAR Bonus On-Site Improvements	[No On-Site Improvements]
Floor Area of FAR Bonus Off-Site Improvements	96,540 sf
Total Maximum Floor Area	257,440 sf

Date

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Received by (Dept. of Planning & Dev.) Date

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2007 Affordable Housing Profile Form (Rental)

Submit this form to the Department of Planning & Development for projects that are subject to the 2007 ARCX projects syb will be subject to the 2015 ARO/More information is online at www\:\blt^6lc^iS&qo1o^%R8. %.

This completed form should be returned to: Kara Breems, Department of Planning &

E-mail: (312) 744-6476

Date:

SECTION 1: DEVELOPMENT INFORMATION

Development Name: 3Eleven

Development Address: 311 West Illinois Street

Ward: 42

If you are working with a Planner at the City, what is his/her name? Dan Klaiber

Type of City involvement: Land writedown
(check all that apply) Financial Assistance (If receiving tif assistance, will tif funds be used for housing construction? *) *if yes. please provide copy of the TIF Eligible: Expenses X Zoning increase, PD, or City Land purchase

SECTION 2: DEVELOPER INFORMATION

Developer Name: Illinois Franklin LLQ

Developer Contact (Project Coordinator): Dominic Addicci

Developer Address: 1 North Wacker Drive, Suite 2400, Chicago, Illinois 60606

Email address: daddue@a^t^l^b^l^g^a^j^r^n^

Telephone Number: (.312)441-4103

SECTION 3: DEVELOPMENT INFORMATION 'Developer is electing to pay the fee in lieu* a) Affordable units required

For ARO projects: $\frac{x}{Total\ units} \times 10\% =$ (always round up) total affordable units required
*20% if TIF assistance is provided

For Density Bonus projects: $32,180 \times 25\% = 8,045$
Bonus Square Footage* Affordable sq. footage required

*Note that the maximum allowed bonus is 20% of base FAR in dash-5; 25% in dash-7 or -10, and 30% of base FAR in dash-12 or-16 (www.xftvofchicaao.orq/zonlriq for zoning info).

b) building details

In addition to water, which of the following utilities will be included in the rent (circle applicable): Cooking gas electric gas heat electric heat other (describe on back)

Is parking included in the rent for the: affordable units? yes no market-rate units? yes no

If parking is not included, what is the monthly cost per space?

Estimated date for the commencement of marketing:

Estimated date for completion of construction of the affordable units:

licable (see; example)

SECTION 4: PAYMENT IN LIEU OF UNITS

When do you expect to make the payment -in-lieu? Building permit's, anticipated April 2016 (typically corresponds with issuance of building permits) Month/Year

For ARQ-projects, use the following formula:

For each unit configuration, fill out a separate row, as appropriate

Unit Type*	Number of Units	Number of Bedrooms/Unit	Total Square Footage/Unit	Expected Market Rent	Proposed Affordable Rent*	Proposed Level of Affordability (60% or less of AMI)	Unit Mix OK. Eto proceed?
------------	-----------------	-------------------------	---------------------------	----------------------	---------------------------	--	---------------------------

1 bedroom, 1 bathroom, 800 sq ft, \$800/month, \$640/month

Affordable Units - Developer is electing to pay in lieu of units



Market Units

N/A N/A
 N/A ■■■■ ■ N/A
 N/A N/A

Number of total units to be developed
 X \$100,000 = \$ _____
 (round up to nearest whole number)

For Density Bonus projects, use the following formula to calculate payment owed:

$$\frac{32,180}{x 80\%} \times \$43$$

= \$ 1,106,992 Bonus Floor Area (sq ft)

Submarket (Table for use-with-the Density Bonus fees-in-lieu calculations)	Median Land Price per Base FAR Foot
» Lopp: Chicago River on to Dr on east	..\$31
North/Division on north; GWCA River on east; Chicago River on west; Lake Shore Dr. on east	..\$43
South: Congress on south; Steyenson on south; Chicago River on west; Lake Shore Dr. on east	\$22
West: Lake on north; Congress on south; Chicago River on east; Racine on west	\$29

Authorization to Proceed (to be completed by Developer &-DPD)

Kara Breems,
Department of Planning & Development

Developer/Project Manager

Existing Land-Use Area Map

Residential Commercial
Residential
24-story 5-story 25-story

Religious

Commercial 6-story

Residential 43-story

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Proposed Planned Development
Boundary

Applicant: Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA JhE JOHN BUCK

COMPANY

Province, Inc. (Sub-Area B)
FitzGerald

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PD Boundary and Property Line Map

N. FRANKLIN ST N ORLEANS ST

Applicant:

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Sub-Area Map

N. ORLEANS ST
145 W

Applicant:

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The John Buck Company FitzGerald

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Existing Zoning Map

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Indicates Area of Planned Development

Zoning District Boundaries

Applicant:

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Overall Site Plan

N. FRANKLIN ST.

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0' 25' 00"

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Sub-Area A: Site Plan

EXISTING
CHURCH
TO
REMAIN

N FRANKLIN STREET (TWO-WAY) ^

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o' 15' 3o' V The John Buck Company

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Sub-Area B: Site Plan

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Sub-Area A: Tower - Ground Floor Plan

Applicant:

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0' 5' 10" 20

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA TheJoHNBuCKCoMPAJNY Province, Inc. (Sub-Area B)
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Sub-Area A: Tower - 2nd Floor Plan

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0' 5' 10' 20'

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Sub-Area A: Tower - 3rd - 4th Floor Plans

Applicant:

Address: Introduction: Plan Commission:

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA Province, Inc. (Sub-Area B)
301-331W. Illinois Street, 440448 N. Franklin Street & 441-449 U. Orleans Street Chicago, IL September 24, 2015 February 18, 2016

0' 5' 10' 20'

10

The John Buck CompanyFitzgerald

Sub-Area A: Tower - 23rd Floor Illustrative Plan

Applicant:

Address: Introduction: Plan Commission:

23'-0"

23'-0"

27'-0" 73'-0"

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA Province, Inc. (Sub-Area B)
301-331W. Illinois Street, 440448 N. Franklin Street & 441-449 N. Orleans Street Chicago, IL September 24, 2015 February 18, 2016
20-

ULT

0' 5- 10'

The John Buck Company FitzGerald

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Sub-Area B: Priory - New 3rd Floor Illustrative Plan

EXISTING CHURCH

Lru i
0' 1 10' 20'

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Sub-Area B: Priory - Roof Plan

O

EXISTING CHURCH

wT7--r%/v.r?

Applicant:

Address: Introduction: Plan Commission:

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA Province, Inc. (Sub-Area B)
301-331W. Illinois Street, 440448 N. Franklin Street & 441449 N. Orleans Street Chicago, IL September 24, 2015 February 18, 2016
16'

i n r
0' 4' 8'

The John Buck Company FitzGerald

13

Overall Landscape Plan

Applicant.

Address: Introduction: Plan Commission:

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA Province, Inc. (Sub-Area B)
301-331W Illinois Street 440448 N: Franklin Street & 441449 N. Orleans Street Chicago, IL September 24, 2015 February 18, 2016

0' 25' 50-

The John Buck Company FitzGerald

14

Sub-Area A: Landscape Plan

Applicant:

Address: Introduction: Plan Commission:

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA Province, Inc. (Sub-Area B)
301-331W. Illinois Street 440448 N. Franklin Streets 441449 N. Orleans Street Chicago, IL September 24, 2015 February 18, 2016

LIU I f&

0' 15' 30' \ /

The John Buck Company Fitzgerald

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Sub-Area B: Landscape Plan

N ORLEANS STREET
(TWO-WAY);

114'-8"

JCT-0"
OFFSET 27-11"
-4-

EXISTING 5' HT "ORNAMENTAL METAL FENCE

V,

3

- PROPOSED
 - ORNAMENTAL TREE
 - SHRUB/PERENNIAL
 - LANDSCAPE BED
 - CONCRETE PAVING UNIT PAVERS
 - EXISTING 5HT ORNAMENTAL METAL FENCE
 - RELOCATED BIKE RACK 5'10" TREE GRATE

Applicant:

Address: Introduction: Plan Commission:

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA Province, Inc. (Sub-Area B)
301-331W. Illinois Street 440448 N. Franklin Street & 441449 N. Orleans Street Chicago; IL September 24, 2015 February 18, 2016

LIU

0' 15' 30' 15'

The John Buck Company FitzGerald

16

Sub-Area A: Green Roof Plan

14 443 SF
9 798 sf

GROSS ROOF AREA
 NETT ROOF AREA
 GREEN ROOF BREAKDOWN
 MECHANICAL PENT HOUSE GROIN ROOF 1 129 SF
 23RD FLOOR AMENITY DECK GREEN ROOF 2 037 SF
 5TH FLOOR TERRACE GREEN ROOF 1 254 SF
 10% OF TOTAL HARDSCAPE DECK AREA
 TOWARDS GREEN ROOF CALCULATION 479 SF

4 898 SF

TOTAL GREEN ROOF AREA (SOS GREEN ROOF TO ROOF RATIO)
 5TH FLOOR UNIT TERRACES
 MECHANICAL EQUIPMENT
 MECHANICAL PENTHOUSE ROOF DECK
 23RD FLOOR AMENITY DECK
 GREEN ROOF

Applicant:

Address: Introduction: Plan Commission:

IRS

0' 5' 10'

Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JOHN BUCK COMPANY
Province, Inc. (Sub-Area B) Flt/Cpralfl
301-331W. Illinois Street, 440448 N. Franklin Street & 441449 N. Orleans Street Chicago, IL H sJ.V!
September 24, 2015
February 18, 2016 17

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Sub-Area A: Tower - West Elevation

298' - 0"

TRANSPARENT GLASS AND METAL BALCONY RAIL

VISION GLASS 1 AND METAL WINDOW

VISION GLASS 2 AND METAL WINDOW

TRANSPARENT GLASS AND METAL BALCONY RAIL

PAINTED CONCRETE

PAINTED CONCRETE

BRICK

Applicant' Illinois Franklin LLC (Sub-AreaA) and Order of Friar Servants of Mary, USA TOT JoHNBuCK COMPANY
Province, Inc. (Sub-Area B) Pit7PoralH
Address: 301-331W. Illinois Street 440-448 N. Franklin Street & 441449 N. Orleans Street Chicago, IL Uj£&?
ifl\$
Introduction: September 24, 2015
Plan Commission: February 18,2016 18

Sub-Area A: Tower - North Elevation

STONE
BRICK

TRANSPARENT GLASS AND METAL BALCONY RAIL
VISION GLASS 1 AND METAL WINDOW
VISION GLASS 2 AND METAL WINDOW
TRANSPARENT GLASS AND METAL BALCONY RAIL

298' - 0"

Applicant: Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JOHN BUCK
COMPANY
Province, Inc. (Sub-Area B) Fit7PprP>Iri
Address: 301-331 W.Illinois Street 440448 N.Franklin St^&441449 N.Qteans Street Chicago, IL
Introduction: September 24, 2015
Plan Commission: February 18,2016
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Sub-Area A: Tower - East Elevation

298' - 0"

FIBER CEMENT RAINSCREEN

TRANSPARENT GLASS AND "... METAL BALCONY RAIL

TRANSPARENT GLASS AND METAL BALCONY RAIL

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(esse ■ r^T^ Jr^jw/n.-ft L^tsBJ .

Applicant:

Address: Introduction: Plan Commission:
Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JOHN BUCK COMPANY
Province, Inc. (Sub-Area B) Fit7-C5pr;alf1
301-331W. Illinois Street, 440448 N. Franklin Street & 441449 N. Orleans Street Chicago, IL UJ-MH^M^1^
September 24, 2015
February 18, 2016 20

Sub-Area A: Tower - South Elevation

298' - 0"

Applicant: Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JdiN
BUCK COMPANY Province, Inc. (Sub-Area B) FHvftpralri
Address: 301-331 W.Illinois Street 440448.N. Franklin Streets 441449 N.Orleans Street Chicago,!
IJJftSYifiS
Introduction: September 24, 2015
Plan Commission: February 18, 2016

21

Sub-Area B: Priory - West Elevation

Applicant: Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JOHNBUCKCOMPANY

Province, Inc. (Sub-Area B)

Address: 301-331W. Illinois Street. 440448 N. Franklin Street & 441-449 N. Orleans Street Chicago, IL

Introduction: September 24, 2015

Plan Commission: February 18, 2016 **22**

Priory - North Elevation

Applicant: Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JOHN BUCK COMPANY

Address: 301-331 Wif Street 440448 NTrankJinStjeet&441-449 N.C)rtens Street Chi^ {"^Jrl?!^

Introduction: September 24, 2015

Plan Commission: February 18,2016 23

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Sub-Area B: Priory - South Elevation

Applicant: Illinois Franklin LLC (Sub-Area A) and Order of Friar Servants of Mary, USA THE JOHN BUCK COMPANY

Province, Inc (Sub-Area B) ■Fit*rprralr

Address: 301-331W. Illinois'Street, 440448 N. Franklin Street &441-449 N. Orleans Street Chicago,

IL LI^Y.i.^:'.M

Introduction. September 24, 2015

Plan Commission. February 18,2016 24

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SEP 24 2015

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FEB 18 2015 i^/u^l^rfiL

Initial: jtbJUo_

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CITY OF CHICAGO

APPLICATION FOR AN AMENDMENT TO THE CHICAGO ZONING ORDINANCE

1. ADDRESS of the property Applicant is seeking to rezone:

301-331 West Illinois Street, 440-448 North Franklin Street, and 441-449 North Orleans Street

2. Ward Number that property is located in: 42nd Ward :

3. APPLICANT See attached Exhibit A. :

ADDRESS :

CITY STATE ZIP CODE

PHONE , CONTACT PERSON

4. Is the applicant the owner of the property? YES X NO X

If the applicant is not the owner of the property, please provide the following information regarding the owner and attach written authorization from the owner allowing the applicant to proceed.

OWNER Order of Friar Servants of Mary, USA Province, Inc.

ADDRESS 3121. W.Jackson Blvd. • : : :

CITY Chicago STATE IL ZIP CODE 60612

PHONE 773-533-0360 CONTACT PERSON lawencechoate@servitesusa.org

<mailto:lawencechoate@servitesusa.org>

5. If the Applicant/Owner of the property has obtained a lawyer as their representative for the rezoning, please provide the following information:

ATTORNEY DLA Piper LLP (US). Attn: Ted Novak and Marian DiGrino

ADDRESS 203 N. LaSalle St., Ste. 1900 CITY Chicago

PHONE 312-368-4037/7261

FAX 312-630-7398/312-251-5833

6. If the applicant is a corporation please provide the names of all shareholders as disclosed on the Economic Disclosure Statements:
See attached Economic Disclosure Statements.

EASTM 03511529.2

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DEPARTMENT OF PLANNING AND DEVELOPMENT CITY OF
CHICAGO

**RESIDENTIAL BUSINESS INSTITUTIONAL PLANNED DEVELOPMENT 301-331 WEST
ILLINOIS STREET; 440-448 NORTH FRANKLIN STREET; 441-449
NORTH ORLEANS STREET**

RESOLUTION

WHEREAS, th.6 Applicants, Illinois Franklin, LLC, and Order of Friar Servants of Mary, USA Province, Inc., have submitted an application seeking approval for a Residential Business Institutional Planned Development on a 32,180 square foot property currently zoned DX-5 (Downtown Mixed-Use District); and,

WHEREAS, Illinois Franklin, LLC, intends to construct a 24-story mixed use building with approximately 245 dwelling units and accessory parking on the property located at approximately 440-448 North Franklin Street/301-315 West Illinois Street, to be known as Subarea A; and,

WHEREAS, Order of Friar Servants of Mary, USA Province, Inc., intends to construct a one-story vertical expansion on an existing priory and incorporate an existing .Landmark church which is to remain in the planned development, located at approximately 317-331 West Illinois Street/441^49 North Orleans Street, to be known as Subarea B; and,

WHEREAS, the Applicants request to rezone the property was introduced to the City Council on September 24, 2015; and,

WHEREAS, proper legal notice of the hearing before the Plan Commission was published in the Chicago Sun-Times on February 3, 2016. The Applicants were separately notified of this hearing and the proposed zoning application was considered at a public hearing by this Plan Commission on February 18, 2016; and,

WHEREAS, the Plan Commission has reviewed the application with respect to the provisions of the Zoning Ordinance and finds that the proposal will be consistent With said provisions; and

WHEREAS, the Department of Planning and Development recommended approval of the

121 NORTH LASALLE STREET, ROOM 1000, CHICAGO, ILLINOIS 60602

FINAL

application, with the recommendation and explanation contained in the written report dated February 18, 2016, a copy of which is attached hereto and made a part hereof; and,

WHEREAS, the Plan Commission has fully reviewed the application and all informational submissions associated with the proposed amendment, the report and recommendation of the Commissioner of the Department of Planning and Development and all other testimony presented at the public hearing held on February 18, 2016, giving consideration to the Zoning Ordinance;

NOW, THEREFORE, BE IT RESOLVED BY THE CHICAGO PLAN COMMISSION:

1. THAT the above-stated recitals to this resolution together with the report of the Commissioner of the Department of Planning and Development be adopted as the application.
2. THAT this Plan Commission recommends approval to the City Council Committee on Zoning, Landmarks and Building Standards of the final zoning application dated February 18, 2016; and,

RBIPD No.
Approved: February 18, 2016

121 NORTH LASALLE STREET, ROOM 1000, CHICAGO, ILLINOIS 60602

FINAL

**REPORT to the
CHICAGO PLAN COMMISSION from the
DEPARTMENT OF PLANNING AND DEVELOPMENT
FEBRUARY 18, 2016**

**FOR APPROVAL: PROPOSED RESIDENTIAL BUSINESS INSTITUTIONAL PLANNED
DEVELOPMENT**

**APPLICANTS: 1) ILLINOIS FRANKLIN, LLC; and, 2) ORDER OF FRIAR
SERVANTS of MARY, USA PROVINCE, INC.**

**LOCATION: 301-331 WEST ILLINOIS STREET; 440-448 NORTH FRANKLIN
STREET; 441-449 NORTH ORLEANS STREET**

Pursuant to the provisions of the Chicago Zoning Ordinance, Title 17 of the Municipal Code of Chicago, the Department of Planning and Development hereby submits this report and recommendation regarding a proposed Residential Business Institutional Planned Development for your review and recommendation to the Chicago City Council. The application for the amendment to the Zoning Ordinance was introduced into the City Council on September 24, 2015. Proper legal notice of the public hearing on the application was published in the Chicago Sun-Times on February 3, 2016. The Applicants were separately notified of this hearing.

The Applicants, Illinois Franklin, LLC, and Order of Friar Servants of Mary, USA Province, Inc. are seeking approval to establish a Residential Business Institutional Planned Development on an approximately 32,180 square foot site. Illinois Franklin, LLC is planning to construct a 298' residential/mixed use building with approximately 245 dwelling units, ground floor commercial space and accessory parking on the eastern half of the site, to be known as Subarea A. Order of Friar Servants of Mary, USA Province, Inc. is planning to construct a one-story vertical expansion on an existing priory located on the western half of the site, which also includes a church that is proposed to remain and will collectively be known as Subarea B. The site is currently zoned DX-5 (Downtown Mixed-Use District) and will remain as such prior to establishing the proposed planned development. Pursuant to Sections 17-8-0512-B and 17-8-0513-B of the Chicago Zoning Ordinance, a planned

development application is required because the proposed tower's height exceeds 130' and the total number of dwelling units exceeds 150.

PROJECT BACKGROUND

Illinois Franklin, LLC, is the contract purchaser of an approximately 15,657 square foot eastern portion of the subject property. This property is currently improved as a parking lot with a minor parking garage structure as well and serves Assumption Church, located immediately to the west. Under the proposed planned development, this portion of the site

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FINAL

will be referred to as Subarea A and will be redeveloped with the proposed residential tower that is the subject of the planned development.

The western portion of the subject site is approximately 16,523 square feet and includes the Assumption Church building and a two-story priory located on the corner of West Illinois Street and North Orleans Street. The Order of Friar Servants of Mary, USA Province, Inc. is planning a one-story addition to the existing priory but no alterations to the existing church building. Assumption Church is an historic church in the Renaissance Revival architectural style from the 1880's and is listed as Orange-Rated under the Chicago Historic Resources Survey of Chicago. This western half of the proposed planned development will be referred to as Subarea B.

SITE AND AREA DESCRIPTION

The site is located within the broader Near North Side Community Area of Chicago which encompasses some of the most economically vibrant as well as diverse neighborhoods and business districts in Chicago. The proposed planned development boundary is bounded by North Franklin Street on the east, West Illinois Street on the north, an east-west public alley to the south and North Orleans Street to the west. The total net site area of the planned development is approximately 32,180 square feet.

The entire site is currently zoned DX-5 (Downtown Mixed-Use District). The surrounding zoning in the area generally also includes DX-7, DX-5 and DX-3 zoning districts as well as various planned development designations with very similar underlying zoning districts. The surrounding land uses in the area, include mixed use, residential, commercial and institutional. Building types in the area include other high rises, converted brick multi-story warehouse type structures as well as some older low-scale frame construction buildings. A variety of mixed use/residential towers are under construction in the broader area as well. Lastly, the site is not located within either the Lake Michigan and Chicago Lakefront Protection District or a tax increment financing area.

PROJECT DESCRIPTION

The Applicant is proposing to construct a 24-story mixed use building on the eastern half of the subject site (Subarea A). The new building will contain approximately 2,700 square feet of ground

floor commercial space, 109 enclosed parking spaces and a total of 245 dwelling units on floors five thru 22. Additionally, the building will contain various amenities for residents including provisions for at least 50 bicycles.

As previously discussed, the site includes an existing priory associated with the church that includes group quarters and common living space. The priory is currently a two-story structure. One additional story (approximately 3,000 square feet) is planned as part of this planned development to better accommodate the residents of the priory with improved common space, kitchen facilities and bedroom areas. Additionally, an approximately 7,200 square foot landscaped area in front of the priory is planned to be improved with new

2

FINAL

landscaping and will continue to be open to the public, essentially operating as park but not under the control of the Chicago Park District. Finally, no work or alterations to the existing church on site are planned as part of this planned development.

DESIGN/LANDSCAPING

The footprint of the proposed tower building measures approximately 95 feet along North Franklin Street by 150 feet along West Illinois Street. A small setback at the corner on both West Illinois Street and North Franklin Street will provide a recessed access to the commercial space while a small setback will also be located along West Franklin Street at the public alley. An additional setback area will be located near the middle of the overall site which will also include an approximately 500 square foot outdoor plaza separating the church from the tower. The remainder of the West Illinois Street facade of the building will not be setback from the street. The first floor will contain the ground floor commercial space as well as the building lobby/entry, bike storage and access to the enclosed parking area via the alley.

Floors two thru four will include the parking levels across the majority of the entire tower site. Floors five thru 22 include the residential units. Beginning at floor five, the tower is setback approximately 11 feet from West Illinois Street and the public alley giving residents at this level access to private balconies. Additional recessed balconies are located on the east as well as west facades giving additional outdoor space to some of the units. Floor 23 includes access to the rooftop amenity level as well as pool. The 24th floor includes additional residences while mechanicals will be located above that level.

The simple and modernly designed building will contain brick, stone and glass at the base, up to the fourth floor. Metal window and glass will dominate the middle of the tower while a fibre cement rainscreen will clad the top. Transparent glass with metal railings will comprise the balconies while transparent glass will also frame in the 23rd floor. The overall height of the building will be approximately 298'.

The existing two story priory is predominantly clad with limestone and masonry materials. The new addition will include metal siding in a compatible color with complimentary new windows. The overall

height of the priory upon completion will be approximately 37'. As stated, no changes to the existing church building are contemplated and the building will remain at approximately 69' in height.

The 6,200 square foot outdoor space includes seating, groundcover and trees. The sidewalk perimeter of the subject property along all sides of the proposed planned development will be improved with new trees in compliance with the Chicago Landscape Ordinance.

ACCESS/CIRCULATION

The site is very well served by public transportation including bus and rail. The Chicago Transit Authority's Brown Line Station at Merchandise Mart is approximately 800 feet to the southeast while the #37 Sedgwick and #65 Grand buses are east/west as well as north of the subject site, respectively. The project is seeking to take advantage of this proximity and will incorporate 109 total parking spaces in accordance with the Transit-Served Locations section of the Chicago Zoning Ordinance (17-10-0102-B), which allows for a reduction of up to 100% of the required parking spaces for residential projects within 1,320 feet of a CTA rail station entrance. Up to 35 of the parking spaces will be available to patrons of the church and priory located within Subarea B while up to 25% of the total will be available to the public.

The parking itself will be accessed via the public alley on the south side of the site. Two interior loading berths will also be accessed from this public alley. Also in accordance with the zoning ordinance, the tower will incorporate space for approximately 50 bicycles.

Pedestrian access to the tower will be achieved via several entrances on West Illinois Street as well as via the outdoor plaza that will separate the church and tower. The retail entrance will also be via West Illinois Street through a recessed entrance on the corner at North Franklin Street.

SUSTAINABILITY

In accordance with the City of Chicago's Sustainability Policy, the Applicant will achieve either LEED certification or Energy Star certification for the project. Also in accordance with the policy, the Applicant will provide a green roof totaling 50% of the net roof area. The project will also comply with the Storm Water Management Ordinance, implementing best practices in all storm water management.

BULK/USE/DENSITY

Per the proposed Bulk Table included as an exhibit to this report, the overall proposed maximum floor area ratio for this planned development will be 8.0, which includes the base zoning district FAR of 5.0 plus 3.0 sought via bonuses. Illinois Franklin, LLC, will be seeking a 1.0 FAR Affordable Housing bonus, 1.0 FAR Transit Infrastructure bonus and 1.0 FAR Adopt-A-Landmark bonus. This equates to three payments of \$1,106,992 each to the Affordable Housing Trust Fund, the CTA and to the Adopt-A-Landmark program. Illinois Franklin has worked with DPD's Historic Preservation Staff and has identified Marina City as the landmark to be adopted in this case. Please refer to the exhibits to this report for further details.

This Residential Business Institutional Planned Development includes the following uses: eating and drinking establishments; food and beverage retail sales; financial services; general retail sales; offices; personal services; multi-family dwelling units above the ground floor; group living quarters for clergy; religious assembly, and accessory parking.

The maximum number of dwelling units allowed for the proposed tower will be 245. The

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Minimum Lot Area (MLA) for the project will be 131, which is less than the minimum requirement under the Chicago Zoning Code of 154. In accordance with Section 17-4-0404-B of the Chicago Zoning Ordinance, Illinois Franklin will be utilizing the MLA reduction for affordable housing. Finally, in accordance with Section 17-4-0409-A, the maximum number of efficiency units proposed for the project will not exceed 40%.

RECOMMENDATION

The Department of Planning and Development has reviewed the project materials submitted by the Applicant and compared this proposal to existing development in the community. The area around this project consists of a mix of downtown zoning districts and planned developments and the project represents an opportunity to utilize the site's proximity to public transit while incorporating an appropriate mixed use development along West Illinois Street in Chicago's Near North Side Community Area.

Based on that analysis, the Department of Planning and Development has concluded that this proposal is appropriate for this site and supports this development for the following reasons:

1. The proposed rezoning of the subject property is appropriate under Chapter 17-13 of the Zoning Ordinance. Specifically, the proposed planned development zoning classification is compatible with surrounding zoning districts (17-13-0308-D) and the development is compatible with the character of the surrounding area in terms of uses, density and building scale (17-13-0308-C).

2. The project meets the purpose and criteria set forth in Chapter 17-8 of the Zoning Ordinance and its adoption would not have any adverse impact on the public's health, safety or welfare. Specifically, this project meets the following provisions of Chapter 17-8:
 - a. Promotes transit, pedestrian and bicycle use (per 17-8-0904-A) as evidenced by the project incorporating fewer automobile spaces and more bicycle spaces, capitalizing on the project's proximity to public transit;
 - b. Promotes economically beneficial development patterns that are compatible with the character of existing neighborhoods (per 17-8-0103), as evidenced through the project's design and massing keeping within the context of adjacent structures;
 - c. Provides street-level spaces within buildings that are designed to accommodate active uses or to otherwise engage pedestrian interest (per 17-8-0905-A-2), as evidenced by the incorporation of street level retail/commercial space fronting on West Illinois Street and North Franklin Street;
 - d. Promotes green design by conserving non-renewable energy and scarce materials (per 17-8-0908-A) as evidenced by the proposed green roof; and,
 - e. All sides and areas of the buildings that are visible to the public are treated

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FINAL

with materials, finishes and architectural details that are of high-quality and appropriate for use on primary street-facing facade (17-8-0907-A-4), as evidenced through the material callouts in this report and on the elevations.

3. The project is consistent with the Central Area Action Plan and the CTA Typology Study, which were both adopted by the Chicago Plan Commission in 2009. Specifically, the River North subdistrict of the Central Area Action Plan supports higher residential densities while the CTA Typology Study calls for projects that preserve the pedestrian experience, improve walkability, bicycling and access to transit.

4. The public infrastructure facilities and city services will be adequate to serve the proposed development at the time of occupancy. The proposed project has been reviewed by the Mayor's Office for People with Disabilities and the Department of Transportation and all requested changes have been made. Copies of this application have been circulated to other

City departments and agencies and no comments have been received which have not been addressed in the application.

5. The project will comply with the requirements for access in case of fire and other emergencies.

Based on the foregoing, it is the recommendation of the Department of Planning and Development that this application for a Residential Business Planned Development be approved, and that the recommendation to the City Council Committee on Zoning, Landmarks and Building Standards be "Pas'sage Recommended".

Bureau of Zoning and Land Use Department of Planning
and Development

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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:

A. Illinois Franklin 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 holding a direct or indirect interest in the Applicant. State the legal name of the

2. Applicant in which the Disclosing Party holds an interest:

OR

3. a legal entity with a right of control (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: One North Wacker Drive Suite 2400

Chiron. ILSOfiOfi

C. Telephone: 312-441-4103

Fax: 312-993-1082

Email: dadducci@tjbc.com

<mailto:dadducci@tjbc.com>

D. Name of contact person: Dominic Adducci

E. Federal Employer Identification No. (if you have one): n/a

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Application for planned development for property located at 301-331 West Illinois Street, 440-448 N. Franklin St. and 441-449 N. Orleans Street

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

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

Specification # J

and Contract #

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party:

- Person
- Publicly registered business corporation
- Privately held business corporation
- Sole proprietorship
- General partnership (Is
- Limited partnership
- Trust

- Limited liability company
- Limited liability partnership
- Joint venture
- Not-for-profit corporation
- the not-for-profit corporation also a 501(c)(3)?
- Yes No
- 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?

- W Yes No N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles of all executive officers and all directors of the entity. NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability partnership or joint venture, list below the name and title of each general partner, managing member, manager or any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE: Each legal entity listed below must submit an ED'S on its own behalf.

Name Title

Illinois Franklin Funds JV LLC

" ' " Managing Member ~

~"

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

Page 2 of 13

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: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the Disclosing Party
Illinois Franklin Funds JV LLC	1 N. Wacker Dr., Suite 2400, Chicago, IL	100%

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

Yes

No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

n/a

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, 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.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

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)

DLA Piper LLP (retained)

Business Relationship to Disclosing Party Address (subcontractor, attorney, lobbyist, etc.)

203 N. LaSalle St., Suite 1900, Chicago, IL Attorney

Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.

\$25,000 (Est.)

Fitzgerald Associates (retained)

111 W. Jackson, Suite 700, Chicago, IL

(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 Municipal Code 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?

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

B. FURTHER CERTIFICATIONS

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person 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 Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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2. **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, within a five-year period preceding 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 clause B.2.b. of this Section V;**
- d. **have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and**
- e. **have not, within a five-year period preceding 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.**

3. The certifications in subparts 3, 4 and 5 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").

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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 five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five 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 a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).

4. Neither the Disclosing Party, 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-Totating.

5. Neither the. Disclosing Party nor-any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of theU.S; Department of the Treasury or the Bureau of Industry and Security of the U.S. Departaient of Commerce or their successors: the Specially Designated Nationals List; the Denied Persons List; the Unverified List, the Entity List and the Debarred List.

6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) ofthe Municipal Code.

7. 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:

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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.

8. 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 execution date of this EDS, an employee, or elected or appointed official, ofthe City of Chicago (if none, indicate with "N/A" or "none").

N/A

9. To the best ofthe 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. Fpr 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 \$20 per recipient (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 Section 2-32-455(b) of the Municipal Code.

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 Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. 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 Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

n/a

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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 INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: 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., 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 interest and identify the nature of such interest:

Name	, Business Address	Nature of 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 paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

X 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:

N/A

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 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 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.

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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".

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 " " " "

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 -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

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 and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics <<http://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 the applicable ordinances.

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 transactions with the City. 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 on this EDS and any attachments to this EDS may be made available to the public 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 Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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F. 1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U. S. General Services Administration.

F.3 If the Disclosing Party is the Applicant, the Disclosing Party 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 F.1. and F.2. 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 Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Illinois Franklin LLC

(Print or type name of Disclosing Party)

Bv. J? <?.

(Sign here)

John A. BuckU . ..

(Print or type name of person signing)

Sole Member and Manager of Illinios Franklin Funds JV LLC, the Disclosing Party's Sole Member and manager (Print or type title of person signing)

Signed and sworn to before me on (date)

at CsMrt A. County, IllM/Q (state).

. Notary Public.

Commission expires:

OFFICIAL SEAL USA SIZEMORE Notiry Publics - Stats of Illinois , My Commission Expires May 13.2018

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**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 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code 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 cleric, 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 U.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 percent 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.

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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:

A. Order of Friar Servants of Mary, USA Province, Inc.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. the Applicant [Co-Applicant with Illinois Franklin LLC]
OR

2. a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the

2. Applicant in which the Disclosing Party holds an interest:
OR

3. a legal entity with a right of control (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: 3121W. Jackson Blvd.
Chicago, IL 60612

C. Telephone: 773-533-0360 Fax: 773-533-5201 Email: lawrencechoate@servitesusa.org

<mailto:lawrencechoate@servitesusa.org>

D. Name of contact person: Lawrence M Choate, OSM

E. Federal Employer Identification No. (if you have one): £E9B

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Application for planned development for property located at 301-331 West Illinois Street, 440-448 N. Franklin St. and 441-449 N. Orleans Street

G. Which City agency or department is requesting this ED S ? 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:

- Person
- Publicly registered business corporation
- Privately held business corporation
- Sole proprietorship
- General partnership (Is
- Limited partnership
- Trust

Limited liability company Limited liability partnership Joint venture

Not-for-profit corporation

the not-for-profit corporation also a 501(c)(3)?

BO Yes No

Other (please specify)

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

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 N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles of all executive officers and all directors of the entity. NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If - there are no such members, write "no members." For trusts, estates or other similar entities, list below . the legal titleholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability partnership or joint venture, list below the name and title of each general partner, managing member, manager or any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE: Each legal entity .listed below must submit an EDS on its own behalf.

Name	_ Title,
<u>John Fontana, OSM</u>	<u>President</u>
<u>Lawrence Choate, OSM</u>	<u>Treasurer</u>
<u>Gerald Horan, OSM</u>	<u>Director</u>
<u>Donald Siple, OSM</u>	<u>Director</u>
Michael Pontarelli, OSM Director	Michael Guimon, OSM Director

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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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: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the Disclosing Party
None		

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

Yes No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

n/a

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, 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.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

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.
Jack Kelly (retained)	1918 North Mendell St., Suite 300, Chicago, IL 60642	Architect	\$25,000 (Est.)	
Jeffrey Stahl (retained)	55 West Monroe, Suite 1200, Chicago, IL 60603	Attorney	\$25,000 (Est.)	;

(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 Municipal Code 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 [x] 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. Pursuant to Municipal Code Chapter 1 -23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g.j "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person 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 Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

2. 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, within a five-year period preceding 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 clause B.2.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding 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.

3. The certifications in subparts 3, 4 and 5 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").

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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 five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five 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 a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).

4. Neither the Disclosing Party, 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.

5. Neither, the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.

6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

7. 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.

8. 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 execution 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

9. 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 \$20 per recipient (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)

1. is is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

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 Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. 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 Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

n/a

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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 INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: 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., 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 interest and identify the nature, of such interest:

Name	Business Address	Nature of Interest
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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 paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

X 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 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 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."

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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".

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

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:

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SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

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 and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances 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 the applicable ordinances.

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 transactions with the City. 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 on this EDS and any attachments to this EDS may be made available to the public 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 Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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F.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

F.2. If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.

F.3. If the Disclosing Party is the Applicant, the Disclosing Party 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 F.1. and F.2. 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 Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items, in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Order of Friar Servants of Mary, USA Province, Inc.

(Print or type name of Disclosing Party)

John Fontana, OSM

(Print or type name of person signing)

President

(Print or type title of person signing)

Signed and sworn to before me on (date) ^oV.v^c^c *f3s ac^b,

Notary Public.

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**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 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code 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 U.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 percent 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.

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 percent (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 Municipal Code Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to Section 2-92-416 of the Municipal Code? "

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 Section 2-92-416 of the Municipal Code?

Yes No Not Applicable'

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

FILLING OUT THIS APPENDIX B CONSTITUTES ACKNOWLEDGMENT AND AGREEMENT THAT THIS APPENDIX B IS INCORPORATED BY REFERENCE INTO, AND MADE A PART OF* THE ASSOCIATED EDS, AND THAT THE REPRESENTATIONS MADE IN THIS APPENDIX B ARE SUBJECT TO THE CERTIFICATION MADE UNDER PENALTY OF PERJURY ON PAGE 12 OF THE ASSOCIATED EDS.

**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:

Illinois Franklin Funds JV LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. the Applicant [Co-Appltcant with Illinois Franklin LLC]

OR

2. a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the Applicant in which the Disclosing Party holds an interest: Illinois Franklin LLC

OR

3. a legal entity with a right of control (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: One North Wacker Drive Suite 2400
Chicago, IL 60606

C. Telephone: 312-441-153 Fax: 312-993-0028 Email: bkochalski@tjbc.com
<mailto:bkochalski@tjbc.com>

D. Name of contact person: Ben Kochalski

E. Federal Employer Identification No. (if you have one): n/a

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Application for planned development for property located at 301-331 West Illinois Street, 440-448 N. Franklin St. and 441-449 N. Orleans Street

G. Which City agency or department is requesting this EDS? 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 #

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party:

- Person
- Publicly registered business corporation
- Privately held business corporation
- Sole proprietorship
- General partnership (Is
- Limited partnership
- Trust

Limited liability company
Limited liability partnership
Joint venture •

Not-for-profit corporation
the not-for-profit corporation also a 501(c)(3)?
 Yes No
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 N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles of all executive officers and all directors of the entity.

NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability partnership or joint venture, list below the name and title of each general partner, managing member, manager or any other person or entity that controls the day-to-day management of the Disclosing Party.

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

Name Title

John A. Buck II . Managing Member

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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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: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

Disclosing Party

John A. Buck II

1N. Wacker Dr., Suite 2400, Chicago, IL 100%

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

Yes

No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

n/a

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, 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.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

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.

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Name (indicate whether retained or anticipated	Business Address	Relationship to Disclosing Party (subcontractor, attorney,	Fees (indicate whether paid or estimated.)	NOTE:
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to be retained)

lobbyist, etc.)

"hourly rate" or "t.b.d." is not an acceptable response.

N/A

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(Add sheets if necessary)

fc] 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 Municipal Code 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 [x] 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. Pursuant to Municipal Code Chapter 1 -23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Appiicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person 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 Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

2. 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, within a five-year period preceding 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 clause B.2.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding 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.

3. The certifications in subparts 3, 4 and 5 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 five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five 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 a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).

4. Neither the Disclosing Party, 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.

5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office: of Foreign Assets Control of the U.S.' Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.

6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters

6. 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the

6. Municipal Code.

' ...'

7. 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.

8. 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 execution 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

9. 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 \$20 per recipient (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)

1. is is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

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 Chapter 2-32 of the Municipal Code.

We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. 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 Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

N/A

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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 INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: 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., 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 DA., provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Name	Business Address	Nature of 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 paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

X 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:

im/a

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 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 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.

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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".

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 me applicable filing requirements?

Yes; No

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:

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SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

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 and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics <<http://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 the applicable ordinances.

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 transactions with the City. 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 on this EDS and any attachments to this EDS may be made available to the public 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 Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that: "

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F. 1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U. S. General Services Administration.

F.3 If the Disclosing Party is the Applicant, the Disclosing Party 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 F.1. and F.2. 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 Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1, F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Illinois Franklin Funds JV LLC

(Print or type name of Disclosing Party)

John A. Buck II

(Print or type name of person signing)

Sole Member and Manager

(Print or type title of person signing)

(state). Notary Public.

~ ~ - - - - - p--M

OFFICIAL 8E/U. LISA SIZEMOR-Notary Public - Stats of Illinois My Commission Expire* May 13,2016

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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 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code 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 U.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 percent 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 percent (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 Municipal Code Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to Section 2-92-416 of the Municipal Code?

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 Section 2-92-416 of the Municipal Code?

Yes No , Not Applicable

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

FILLING OUT THIS APPENDIX B CONSTITUTES ACKNOWLEDGMENT AND AGREEMENT THAT THIS APPENDIX B IS INCORPORATED BY REFERENCE INTO, AND MADE A PART OF, THE ASSOCIATED EDS, AND THAT THE REPRESENTATIONS MADE IN THIS APPENDIX B ARE SUBJECT TO THE CERTIFICATION MADE UNDER PENALTY OF PERJURY ON PAGE 12 OF THE ASSOCIATED EDS.

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

RECERTIFICATION

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

This recertification is being submitted in connection with [identify the Matter]. Under penalty of perjury, the person signing below is authorized to execute this EDS recertification on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in the Disclosing Party's original EDS are true, accurate and complete as of the date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.

Illinois Franklin LLC

(Print or type legal name of Disclosing Party) By:

(signhere) Print or type name of signatory: John A. Buck II

Title of signatory:

Sole Member and Manager of Illinois Franklin Funds JV LLC, the Disclosing Party's Sole Member and Manager

Signed and sworn to before me on [date] AZ4/t> , by

John A. Buck II, at COOS County, Public.

Notary Commission expires:

OFFICIAL SEAL SYLVIA CASTON-COLEMAN Notary Public - State of Illinois My Commission Expires Apr 22, 2018

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

RECERTIFICATION

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

This recertification is being submitted in connection with [identify the Matter]. Under penalty of perjury, the person signing below is authorized to execute this EDS recertification on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in the Disclosing Party's original EDS are true, accurate and complete as of the date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.

Illinois Franklin Funds JV LLC

(Print or type legal name of Disclosing Party)

By:

(signhere) Print or type name of signatory: John A. Buck II

Title of signatory:

Sole Member and Manager ¹

Signed and sworn to before me on [date] rdJp /, ?-0/ , by ^J0/m /16uatL JZ- ., at. f'mn f- . County, IX . ^//M^/ (j^>r^ur &h>sh*s\ Notary Public.

Commission expires: *^~<^2-- 2JD&

OFFICIAL SEAL SYLVIA CASTON-COLEMAN Notary Public - Slate of Illinois My Commission Expires Apr 22.2016

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

RECERTIFICATION

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

This recertification is being submitted in connection with Application for planned development for property located at 301-331 West Illinois Street, 440-448 N Franklin St. and N. Orleans St. [identify the Matter]. Under penalty of peijury, the person signing below: (1) warraifls That he/she is authorized to execute this EDS recertification on behalf of the Disclosing Party, (2) wan-ants that all certifications and statements contained in the Disclosing Party's original EDS are true, accurate and complete as ofthe date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.

Order of Friar Servants of Mary, USA Province, Inc. D t February 1, 2016
(Print or type legal name of Disclosing Party)

By: _r _ _ ^

(sign here)

Print or type name of signatory:

John Fontana, OSM

Title of signatory:

President

Signed and sworn to before me on [date]

^>-yr-n7S^>at C?/u^^d -"County, r-yl/^

Notary Public.

Commission expires: &/f-/%

OFFICIAL SEAL JEROME FCAUARY NOTARY PU8UC-STA^|_,N0c