

WATERWAY RESIDENTIAL BUSINESS PLANNED DEVELOPMENT NO. TBD

1. The area delineated herein as Waterway Residential Business Planned Development Number ("Planned Development") consists of approximately 282,710 square feet of net site area (after right-of-way adjustments contemplated herein) together with certain portions of adjacent rights-of-way, as depicted on the attached Planned Development Boundary and Property Line Map ("Property"). 1000 S. Wells (Chicago), LLC (the "Applicant") is the owner of a portion of the Property and has requested this Planned Development with the authorization of the owner of the remainder of the property, Franklin Point Equities, LLC. This Planned Development is divided into Subareas (each, a "Subarea" and collectively, the "Subareas") as indicated on the attached Subarea Map.

2. 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 ("CDOT") on behalf of the Applicant or its successors, assign 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 Department of Planning and-Development-(the-"Department" or "DPD") and CDOT. Closure of all or any public street or alley during demolition or construction shall be subject to the review and approval of CDOT.

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

Prior to issuance of any Part II approvals for the Open Space Subarea, the Applicant shall submit an updated traffic study to CDOT that reviews the intersections of Harrison/LaSalle, Harrison/Clark, and Congress/Clark and reviews the feasibility of converting Clark between Congress and Harrison to two-way; provided, however, the Applicant shall not be responsible for the cost of any additional infrastructure that may be recommended in the updated traffic study to be provided prior to Part II approval.

Simultaneous with the construction of the improvements in the Open Space Subarea, and subject to issuance of all necessary permits by all governmental or quasi-governmental authorities having jurisdiction over such improvements, Applicant shall construct or cause to be constructed, at its sole cost, the following infrastructure improvements:

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Address: 650-658 S. Wells and 700-758 S. Wells; 223-3 13 W. Harrison Street; 301-321 W. Polk Street
and 201-249 W. Polk Street
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- a) Install a traffic signal at Wells Street/Polk Street prior to issuance of any certificate of occupancy;
 - b) Modify signal timings at Harrison Street/Wacker Drive/Franklin Street/Access Drive to accommodate a split phase for northbound and southbound to provide access for Building A or Building B (whichever is constructed first); and
 - c) Provide a perpetual easement for pedestrian passage on Wells Street in the width shown on the site plan (notwithstanding any building columns) with a height clearance that will meet CDOT standards (currently anticipated to be 15'3", but in no event less than 12') prior to issuance of any certificate of occupancy.
3. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors. All rights granted hereunder to the Applicant shall inure to the benefit of the Applicant's successors and assigns and, if different than the Applicant, the legal title holder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the Property, at the time of application for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made, shall be under single ownership or designated control. Single designated control for purposes of this statement shall mean that any application to the City for any amendment to this Planned Development or any other modification or change thereto (administrative, legislative or otherwise) shall be made or authorized by all the owners of the Property and any ground/air-rights lessors of the Property, subject, however, to the following exceptions and conditions: (a) any changes or modifications to this Planned Development applicable to or in a given subarea need only be made or authorized by the owners and/or any ground/air-rights lessors of such subarea; provided, however, that for so long as the Applicant or any affiliate thereof owns or controls any part of the Property, any application to the City for any such changes or modifications (administrative, legislative or otherwise) must in all cases be additionally authorized by the Applicant and (b) where portions of the improvements located on the Property have been submitted to the Illinois Condominium Property Act, the term "owner" shall be deemed to refer solely to the condominium association of the owners of such portions of the improvements and not to the individual unit owners therein. Nothing herein shall prohibit or in any way restrict the alienation, sale or any other transfer of all or any portion of the Property or any rights, interests or obligations therein including any ground or air-rights leases. Upon any alienation, sale or any other transfer of all or any portion of the Property or the rights therein including any ground or air-rights leases (but not including an assignment or transfer of rights pursuant to a mortgage or otherwise as collateral for any indebtedness) and solely with respect to the portion of the Property so transferred, the term "Applicant" shall be deemed amended to apply to the transferee thereof (and its beneficiaries if such transferee is a land trust) and the seller or transferor thereof (and its beneficiaries if such seller or transferor is a land trust) shall thereafter be released from any and all obligations or liability hereunder; provided, however that the Applicant's right to authorize changes or

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modifications to this Planned Development for so long as it owns or controls all or any portion of the Property as set forth in clause (a) of this Statement Number 3 above shall not be deemed amended or transferred to apply to a transferee (or its beneficiaries as aforesaid) unless expressly assigned in a written instrument executed by the original Applicant hereunder.

4. This Plan of Development consists of these 18 Statements, a Bulk Regulations Table and the following plans all prepared by Perkins + Will dated November 19, 2015 (collectively, the "Plans"):
- a. Existing Zoning Map
 - b. Planned Development Boundary and Property Line Map
 - c. Existing Land-Use Map
 - d. Sub-Area Map
 - e. Overall Site and Landscape Plan
 - f. Site Plan (Subareas 1-3)
 - g. Landscape / Plantings + Roof Plan (Subareas 1 -3)
 - h. Building Elevations (Subareas 1-3)

Where applicable, full-sized copies of the Plans are on file with the Department. In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development conforms to the intent and purpose of the Zoning Ordinance, and all requirements thereto, and satisfies the established criteria for approval as a Planned Development. In case of a conflict between the terms of this Planned Development Ordinance and the Zoning Ordinance, this Planned Development Ordinance shall control.

5. The following uses are permitted in this Planned Development:
- a. Residential uses (both on and above the ground floor): Multi-Unit residential
 - b. Public and Civic Uses: Day Care, Public Safety Services
 - c. Business and Commercial Uses:
Animal Services, Artist Work or Sales Space, Building Maintenance Services Business Support Services, Communication Service Establishment, Eating and Drinking Establishments, Financial Services, Food and Beverage Retail Sales, Medical Service, Office, Accessory Parking, Personal Service, Repair or Laundry Service, Consumer, Retail Sales, General.

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The following uses are permitted in Subareas 1 and 3 only and in conjunction with Site Plan Approval:

- a. Residential: Artist and Business Live/Work Space
- b. Public and Civic Uses:
 - i. Cultural Exhibits and Libraries (including, without limitation, museums)
 - ii. Parks and Recreation (incidental or accessory to the open space or other uses on the site; including, without limitation, community centers, recreation buildings and similar assembly uses)

The following uses are permitted in Buildings A and B only and in conjunction with Site Plan Approval:

- a. Public and Civic Uses: Schools
- b. Business and Commercial Uses: Lodging (Hotel/Motel and Vacation Rental)
- c. Residential Uses: Elderly Housing, Assisted Living

The following uses are permitted in Buildings A and E and the Open Space Sub-Area only and in conjunction with Site Plan Approval:

- a. Business and Commercial Uses: Participant Sports and Recreation (Outdoor)

As contemplated by Section 17-10-0503 of the Zoning Ordinance, up to 45 percent of the minimum required accessory parking spaces 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.

6. On-Premise signs and temporary signs, such as construction and marketing signs, shall be permitted within the Planned Development, subject to the review and approval of the Department. 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 Table. For the purposes of FAR calculations and measurements, the definitions in the Zoning Ordinance shall apply. The permitted FAR identified in the Bulk Regulations Table has been determined using a Net Site Area of 282,710 square feet.

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9. The Applicant shall obtain approvals from M WRD as may be required in order to release any stormwater from the development into the Chicago River. Stormwater detention facilities on the property shall be privately owned and maintained.
10. The Applicant acknowledges the importance of the Chicago River as a resource for both commerce and recreation and also acknowledges the City's goals of improving the appearance, quality and accessibility of the river, as contained in the waterway planned development guidelines contained in the Zoning Ordinance (Section 17-8-0912) and the Chicago River Corridor Design Guidelines and Standards. To further these goals, the Applicant agrees, as set forth in the Plans, to: (a) provide a minimum 30-foot building setback from the river with a continuous riverwalk as shown on the Landscape Plans, not including encroachments for structural columns or other structural support necessary for extending buildings and other building elements above the riverwalk beginning at a height of three (3) stories minimum above the lowest finished floor and extending to the top of such improvements, and will be landscaped in accordance with the Plans, and (b) permit connection of such riverwalk and landscaping with similar facilities on adjacent properties when adjacent properties are improved or redeveloped. The Applicant shall permit un-gated public access to the river setback and provide signage on the riverwalk and at riverwalk entries indicating that the riverwalk is open to the public during typical Chicago Park District hours. All riverwalk and landscaping improvements within the river setback must be substantially completed within eighteen (18) months of the issuance of all necessary permits by all governmental or quasi-governmental authorities having jurisdiction over such improvements including, without limitation, the Army Corps of Engineers, Metropolitan Water Reclamation District, IDNR-OWR, Coast Guard and CDOT, and provided that construction and planting may be delayed due to delays or inability to perform such acts due to causes beyond the reasonable control of the Applicant and provided that completion may be delayed if consistent with good landscape practice or if necessary to accommodate construction of later phases of development, but not longer than one year following receipt of the final occupancy certificate.

In addition to the riverwalk, and subject to the receipt of all necessary permits and approvals, the Applicant or its successors and assigns, at its sole cost, shall design and construct the open space improvements as depicted on the Landscape Plan (hereinafter the "Park"). Upon completion of the Park, the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors, shall be responsible for maintaining and managing the Park for the purposes set forth herein, including ensuring that the Park's landscaping is well maintained, that the vegetation and plantings are kept in a healthy-condition and that the Park facilities are clean, well lit, litter free and clear of snow (hardscaped areas) and debris. The maintenance and management obligations contained herein shall continue for the life of this Planned Development and may, at the Applicant's election, be delegated or assigned to a homeowners association or master association. The Park shall be privately owned, maintained and, subject to occasional partial closure for

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private use but subject to the foregoing, shall remain accessible to the public during hours in which public parks are accessible to the public. All improvements within the Park must be substantially completed within the eighteen (18) month period set forth in this Statement 10 above, provided that plantings may be delayed if consistent with good landscape practice, but not longer than one year following the construction of the open space improvements set forth herein.

11. 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. 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.
 12. The Plans are deemed to be in conformance with the Landscape Ordinance and other corresponding regulations and guidelines. Final landscape plan review and approval will be by the Department. Any interim reviews associated with site plan review or Part II reviews, are conditional until final Part II approval.
 13. The Applicant shall comply with Rules and Regulations for the Maintenance of Stockpiles promulgated by the Commissioners of the Departments of Streets and Sanitation, Environment and Buildings, under Section 13-32-125 of the Municipal Code, or any other provision of that Code.
- " T4. 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 lessees, subject to Statement 3 above.

Prior to the Part II Approval (per Section 17-13-0610 of the Zoning Ordinance) in Sub-Area(s) 1 and 3, the Applicant shall submit a site plan, landscape plan and building elevations for the specific Sub-Area(s) for review and approval by the Department. Review and approval by the Department is intended to assure that specific development components substantially conform with the Planned Development and to assist the City in monitoring ongoing development. Sub-Area Site Plan Approval Submittals need only include that portion of the Property for which approval is being sought by the Applicant. If the Applicant is seeking approval for a portion of the Property that represents less than an entire Sub-Area, the Applicant shall also include a site plan for that area of the Property which is bounded on all sides by either public Rights-of-Way or the boundary of the nearest Sub-Area. The site plan provided shall include all dimensioned and planned street Rights-of-Way.

No Part II Approval for Subareas 1 or 3 shall be granted until Site Plan approval has been granted. If the Sub-Area Site Plan Approval Submittals substantially conform to the provisions of the Planned Development, the Department shall approve the submittal in a

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prompt and timely manner. Following approval by the Department, the approved Sub-Area Site Plan Approval Submittals, supporting data and materials shall be made part of the main file and shall be deemed to be an integral part of the Planned Development.

After approval of the Sub-Area Site Plan, changes or modifications may be made pursuant to the provisions of Statement 14. In the event of any inconsistency between approved plans and the terms of the Planned Development, the terms of the Planned Development shall govern. Any Sub Area Site Plan Approval Submittals shall, at a minimum, provide the following information:

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

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

15. The Applicant acknowledges that it is in the public interest to design, construct and maintain the project in a manner which promotes, enables and maximizes universal access throughout the Property., Plans for all buildings and improvements on the Property shall be reviewed and approved by the Mayor's Office for People with Disabilities to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
16. The Applicant acknowledges that it is in the public interest to design, construct, renovate and maintain all new buildings in a manner that provides healthier indoor environments, reduces operating costs and conserves energy and natural resources. At the time of site plan approval, all new buildings must demonstrate substantial compliance with the current City of Chicago Sustainable Development Policy set forth by the Planning and Development.

17. The Applicant acknowledges and agrees that the rezoning of the Property from DX-7 Mixed Use District to this Planned Development triggers the requirements of Section 2-45-110 of the Municipal Code (the "Affordable Requirements Ordinance" or "ARO"). Any developer of a "residential housing project" within the meaning of the ARO must: (a) develop affordable housing units as part of the residential housing project; (b) pay a fee in lieu of the development of affordable housing units; or (c) any combination of (a) and (b). The Applicant further acknowledges and agrees that the Planned Development has received bonus floor area pursuant to Section 17-4-1004-B of the Zoning Ordinance ("Bonus FAR"), and as a result is also subject to the requirements of Section 17-4-1004-D of the Zoning Ordinance (the "Density Bonus Provisions"). Like the ARO, the Density Bonus Provisions

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require the Applicant to either provide on-site affordable housing or pay a fee in lieu of providing affordable housing, but the formulas for calculating the required number of affordable units and the amount of the in lieu fee are different under the Density Bonus Provisions. If a Planned Development is subject to both the ARO and the 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. Accordingly, pursuant to the formulas set forth in Section 17-4-1004-C of the Zoning Ordinance and the attached Bonus Worksheet, the Applicant acknowledges and agrees that in exchange for the receipt of 494,743 square feet in Bonus FAR it must either: (x) devote a minimum of 123,686 square feet to affordable housing ("Affordable Floor Area"); or (y) make a cash payment in lieu of providing the Affordable Floor Area in the amount of \$8,707,477 (the "Cash Payment"); or (z) any combination of (x) and (y), in which event the amount of Affordable Floor Area and the amount of the Cash Payment shall be adjusted to account for the combination selected.

The Bonus FAR for this Planned Development has been allocated to Subareas 1-3 as follows:

| Subarea | Total FAR (sf) | Maximum Bonus FAR (sf) | Subarea FAR (sf)/ Overall PD FAR (sf) | Affordable Floor Area (sf) required | Cash Payment required |
|--------------|------------------|------------------------|---------------------------------------|-------------------------------------|-----------------------|
| 1 | 1,518,610 | 303,722 | 0.613899 | 75,931 | \$5,345,513.81 |
| 2 | 441,369 | 88,274 | 0.178424 | 22,069 | \$1,553,620.80 |
| 3 | 513,733 | 102,747 | 0.207677 | 25,687 | \$1,808,342.39 |
| Open Space | 0 | 0 | 0.0000 | 0 | \$0 |
| Total | 2,473,712 | 494,743 | 1.0000 | 123,686 | \$8,707,477 |

The Applicant may not transfer Bonus FAR between Subareas, but may apply the Bonus FAR in Subarea 1 to one or more buildings in such Subarea. The Cash Payment and Affordable Floor Area for the Planned Development as a whole shall be prorated among the individual buildings in the Planned Development based on the amount of Bonus FAR each building receives compared to the overall Bonus FAR in the Planned Development. For example, if the Applicant elects to make a Cash Payment in lieu of providing Affordable Floor Area for a building, such payment shall be calculated by multiplying \$8,707,477 (the total Cash Payment due for the Planned Development) by a fraction, the numerator of which shall be the amount of Bonus FAR such building receives and the denominator of which shall be 494,743 square feet (the total amount of Bonus FAR in the Planned Development).

Prior to the issuance of any building permit (including, without limitation, an excavation or foundation permit, but not including any site preparation or mass grading pennit that is not specific to a building) for any building receiving Bonus FAR, the Applicant must either enter into an affordable housing agreement with the City pursuant to Section 17-4-

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1004-E9 ("Affordable Housing Agreement") committing to provide the required Affordable Floor Area or make the required Cash Payment. If the Applicant elects to provide the Affordable Floor Area, the terms of the Affordable Housing Agreement and any amendments thereto are incorporated herein by this reference. The Applicant must comply with the applicable affordable housing standards and requirements set forth in Section 17-4-1004, the terms of which are incorporated herein by this reference. Notwithstanding anything to the contrary contained in Section 17-4-1003-E, the Commissioner of the Department of Planning and Development, or any successor department thereto, 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. In addition, notwithstanding anything to the contrary contained in Section 17-4-1003-E, if the Applicant subsequently reduces the overall floor area of the Planned Development (resulting in a corresponding reduction in Bonus FAR), the Department may adjust the requirements of this Statement 17 on a going forward basis (i.e., in calculating the required Affordable Floor Area and/or in lieu Cash Payment due for future construction) without amending the Planned Development; provided, however, the Department shall have no obligation to make retroactive adjustments to previous calculations of required Affordable Floor Area and/or Cash Payments for buildings that have received Part II Approval (per Section 17-13-0610 of the Zoning Ordinance). In order for any such changes to be effective, the Applicant shall update and resubmit the Bonus Worksheet to die Department for review and approval. The Applicant acknowledges and agrees that, pursuant to Section 17-4-1003-D3, the Bonus Worksheet (as updated in accordance with this Statement) will serve as an official record of bonuses and amenities.

17. 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 Zoning Map Amendment

to rezone the property to the DX-7 Downtown Mixed-Use District.

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

| | |
|------------------------------------|---------|
| Gross Site Area (sf): | 317,968 |
| Area of Public Rights-of-Way (sf): | 35,258 |
| Net Site Area (sf): | |
| Total: | 282,710 |
| Sub-Areal: | 127,022 |
| Sub-Area 2: | 48,029 |
| Sub-Area 3: | 33,435 |
| Open Space: | 74,224 |
| Base Floor Area Ratio: | 7.0 |
| Affordable Housing Bonus: | 1.75 |

Total Max. Floor Area Ratio: 8.75
Per Sub-Area 1: 11.96
Per Sub-Area 2: 9.19
Per Sub-Area 3: 15.37
Open Space: 0

Maximum Number of Dwelling Units:

Total: 2,699
Sub-Areal: 1,706
Sub-Area 2: 452

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Sub-Area 3:

Open Space: Minimum Off-Street Parking Spaces: Sub-Area 2: All Other Sub-Areas:

Minimum Bicycle Parking Spaces: Minimum Off-Street Loading Spaces: Maximum Building Height:

Sub-Area 1:

Sub-Area 2:

Sub-Area 3:

Open Space: Minimum Setbacks:

541 0

230

.45 parking spaces per dwelling unit None required for non-residential uses 1 for every 2 parking spaces 1 (10' x 25') per building

600 feet 380 feet

500 feet

0

In accordance with Plans.

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Existing Zoning Map

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10 STORY RESIDENTIAL

17 STORY RESIDENTIAL 4 3 FLOORS COMMERCIAL
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Existing Land Use Map

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LEGEND

PROPERTY LINE PD BOUNDARY SUBAREA BOUNDARY

PROPERTY LINE + PD BOUNDARY

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PROPERTY LINE + PD BOUNDARY

GROSS
127,022 SF

148,434

SUB AREA 1

SI"

NET.

L

PROPERTY LINE +

PD BOUNDARY

GROSS 75,267 SF NET 74,224 SF

SUB AREA OS

GROSS- 60,661 SF NET 48,029 SF

SUB AREA 2

SUB AREA 3

GROSS 37,723 SF NET 33,435 SF
PUBLIC EASEMENT: WIDTH 5'-8" LENGTH. EAST EDGE OF PROPERTY
HEIGHT: 12'-0" MINIMUM ABOVE GRADE

PROPERTY LINE

L

W POLK STREET 60' 120'

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Sub Area Map

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W POLK STREET 30' 60' 120'
LEGEND

PROPERTY LINE

PD BOUNDARY

SUB AREA BOUNDARY

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Phasing Plan (J)

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Landscape Plantings and Details

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Key Plan

GREEN ROOF 7000 SF / 50% NET MINIMUM

Sub Area 1 - Building A Roof Plan

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Sub Area 1 - Building A Landscape Plan

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Key Plan

Note See North Elevation for Building Heights

Sub Area 1 - Building A South Elevation

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Address 650 658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
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Plan Commission Public Hearing November 19, 2015

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Key Plan

Sub Area 1 - Building A West Elevation

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street; 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015
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J (..llli Key Plan
Area 1 - Building B Site Plan (J)

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street. 301-321 W Polk Street and 201-219 W Polk Street
City Council Introduction- June 17, 2015
Plan Commission Public Hearing- November 19, 2015

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X---X- Key Plan

Sub Area 1 - Building B Roof

GREEN ROOF- 12000 Sf- . 50% NET MINIMUM /^T^

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Applicant- 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells. 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015
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Key Plan

Sub Area 1 - Building B North Elevation

Applicant: 1000 South Wells Chicago, LLC
Address-650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street; 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Sub Area 1 - Building B East Elevation

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Stieet. 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction. June 17, 2015
Plan Commission Public Hearing: November 19, 2015

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Note- See North Elevation for Building Heights

Key Plan

Sub Area 1 - Building B South Elevation

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Sub Area 1 - Building B West Elevation

Applicant 1000 South Wells Chicago, LLC Address-650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street City Council Introduction: June 17, 2015 Plan Commission Public Hearing: November 19, 2015

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TYPICAL PARKING AREA DESIGN 8' X 18' STALL AT 90
DFGREF TO MINIMUM 22 FT DRIVE AISLE WIDTH OR

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Key Plan
Sub Area 1 - Building C Site Plan (J)

Applicant- 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street; 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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PUBLICATION**

Key Plan

GREEN ROOF- 5,500 Sq / 50% NET MINIMUM (LA

Sub Area 1 - Building C Roof Plan (U

Applicant- 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street; 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Sub Area 1 - Building C Landscape Plan

Applicant 1000 South Wells Chicago, LLC
Address' 650-658 S. Wells and 700 758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015 PERKINS+WILL
Plan Commission Public Hearing November 19, 2015

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MATERIAL LEGEND

- GL-1 CLEAR GLASS COLOR 1
- GL-2 GLASS SPANDREL PANEL; MATCH COLOR 1
- GL-3 CLEAR GLASS COLOR 2
- MTL-1 METAL PANEL, METAL COPING, METAL TRIM
- MTL-2 ALUMINUM FRAME
- MTL-3 BALCONY, GUARDRAIL
- MTL-4 METAL PANEL PENTHOUSE
- LV-1 ARCHITECTURAL LOUVER

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Key Plan

Sub Area 1 - Building C North Elevation

Applicant- 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Stieet
City Council Introduction: June 17, 2015
Plan Commission Public Hearing November 19, 2015

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MATERIAL LEGEND
GL-1 CLEAR GLASS COLOR 1
GL-2 GLASS SPANDREL PANEL; MATCH COLOR 1
GL-3 CLEAR GLASS COLOR 2
MTL-1 METAL PANEL, METAL COPING, METAL TRIM
MTL-2 ALUMINUM FRAME
MTL-3 BALCONY, GUARDRAIL
MTL-4 METAL PANEL PENTHOUSE
LV-1 ARCHITECTURAL LOUVER

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NOVEMBER 17 2015

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MATERIAL LEGEND:
GL-1 CLEAR GLASS COLOR *J
GL-2 GLASS SPANDREL PANEL; MATCH COLOR 1
GL-3 CLEAR GLASS COLOR 2
MU-1 METAL PANEL, METAL COPING, METAL TRIM
MTL-2 ALUMINUM FRAME
MTL-3 BALCONY, GUARDRAIL
M1L-4 METAL PANEL PENTHOUSE
LV-1 ARCHITECTURAL LOUVER

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Sub Area 1 - Building C South Elevation

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street; 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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MATERIAL LEGEND

- GL-1 CLEAR GLASS COLOR 1
- GL-2 GLASS SPANDREL PANEL, MATCH COLOR 1
- GL-3 CLEAR GLASS COLOR 2
- MTL-1 METAL PANEL, METAL COPING, METAL TRIM
- MTL-2 ALUMINUM FRAME
- MTL-3 BALCONY, GUARDRAIL
- MTL-4 METAL PANEL PENTHOUSE
- LV-1 ARCHITECTURAL LOUVER

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Note See North Elevation for Building Heights

Key Plan

Sub Area 1 - Building C West Elevation

Applicant: 1000 South Wells Chicago, LLC
Address: 650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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PLAZA WITH FOUNTAIN

- SUB AREA 2 BOUNDARY LINE PD BOUNDARY LINE PROPERTY LINE
- PARKING ENTRY
- TYPICAL PARKING AREA DESIGN- 8' X 18' STALL AT 90 DEGREE TO MINIMUM 22 FT DRIVE AISLE WIDTH OR 8 5' X 18' STALL AT 90 DEGREES TO MINIMUM 20 FT DRIVE AISLE WIDTH PER CZO 17-10-1001
- RESIDENTIAL ENTRY
- PUBLIC EASEMENT

Key Plan

Sub Area 2 - Building D Site Plan

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Applicant 1C00 South Wells Chicago, LLC

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Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Sub Area 2 - Building D Landscape Plan

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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MATERIAL LEGEND

- GL-1 CLEAR GLASS COLOR 1
- GL-2 GLASS SPANDREL PANEL; MATCH COLOR 1
- GL-3 CLEAR GLASS COLOR 2
- MTL-1 METAL PANEL, METAL COPING, METAL TRIM
- MTL-2 ALUMINUM FRAME
- M1L-3 BALCONY, GUARDRAIL
- MTL-4 METAL PANEL PENTHOUSE
- LV-1 ARCHITECTURAL LOUVER

Key Plan

Sub Area 2 - Building D North Elevation

Applicant: 1000 South Wells Chicago, LLC
Address: 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction: June 17, 2015
Plan Commission Public Hearing: November 19, 2015

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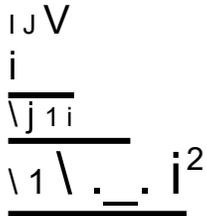
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MATERIAL LEGEND-
GL-1 CLEAR GLASS COLOR 1
GL-2 GLASS SPANDREL PANEL, MATCH COLOR 1
GL-3 CLEAR GLASS COLOR 2
MTL-1 METAL PANEL, METAL COPING, METAL TRIM
MTL-2 ALUMINUM FRAME
MTL-3 BALCONY, GUARDRAIL
MTL-4 METAL PANEL PENTHOUSE
LV-1 ARCHITECTURAL LOUVER



Key Plan

Note See North Elevation for Building Heights

Sub Area 2 - Building D East Elevation

Applicant: 1000 South Wells Chicago, LLC K.BJW«Q* Address: 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street; 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction: June 17, 2015
Plan Commission Public Hearing: November 19, 2015

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material legend
 gl-1 clear glass color 1
 gl-2 glass spandrel panel; match color 1
 gl-3 clear glass color 2
 mtl-1 metal panel, metal coping, metal trim
 mtl-2 aluminum frame
 mtl-3 balcony, guardrail
 mtl-4 metal panel penthouse
 lv-1 architectural louver

Note See North Elevation for Building Heights

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Key Plan

Sub Area 2 - Building D South Elevation

Applicant 1000 South Wells Chicago, LLC
 Address 650-65B S Wells and 700-768 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
 City Council Introduction June 17, 2015
 Plan Commission Public Hearing November 19, 2015

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MATERIAL LEGEND

- GL-1 CLEAR GLASS COLOR 1
- GL-2 GLASS SPANDREL PANEL; MATCH COLOR 1
- GL-3 CLEAR GLASS COLOR 2
- MTI.-1 METAL PANEL, METAL COPING, METAL TRIM
- MTL-2 ALUMINUM FRAME
- MTL-3 BALCONY, GUARDRAIL
- MTL-4 METAL PANEL PENTHOUSE
- LV-1 ARCHITECTURAL LOUVER

Note See North Elevation for Building Heights

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Key Plan

Sub Area 2 - Building D West Elevation

Applicant 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Sheet and 201-249 W Polk Street
City Council Introduction: June 17, 2015
Plan Commission Public Hearing November 19, 2015

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RIVERWALK TRANSITION TO
RIVER CITY

Key Plan

GREEN ROOF 5000 SF / 50% NET MINIMUM

Sub Area 3 - Building E Roof Pla

Applicant- 1000 South Wells Chicago, LLC
Address: 650-658 S Wells and 700-758 S Wells. 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Applicant 1000 South Wellr, Chicago, LLC
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Address 650-658 S Wells and 700-758 S Wells. 223-313 W Harrison Street; 301-321 W. Polk Street and 201-249 W Polk Street City Council Introduction June 17, 2015 Plan Commission Public Hearing November 19, 2015

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Key Plan

Sub Area 3 - Building E East Elevation

Applicant: 1000 South Wells Chicago, LLC
Address 650-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W. Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Key Plan

Sub Area 3 - Building E South Elevation

Applicant 1000 South Wells Chicago, LLC
Address G50-658 S Wells and 700-758 S Wells, 223-313 W Harrison Street, 301-321 W Polk Street and 201-249 W Polk Street
City Council Introduction June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Note See North Elevation for Building Heights

Sub Area 3 - Building E West Elevation

Applicant 1000 South Wells Chicago, LLC
Address. 650-658 S Wells and 700-758 S Wells; 223-313 W Harrison Street. 301-321 W Polk Street and 201-219 W Polk Street
City Council Introduction. June 17, 2015
Plan Commission Public Hearing November 19, 2015

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Affordable Housing Profile Form (Rental)

Submit this form to the Department of Planning & Development for each project that triggers an affordability requirement (including CPAN, ARO, and the Density Bonus).

This completed form should be returned (via e-mail, fax, postal service or interoffice mail), to: Marcia Baxter, Department of Planning & Development, 121 N. LaSalle Street, Chicago, IL 60602. E-mail: Marcia.Baxtsr@cityofchicago.org <mailto:Marcia.Baxtsr@cityofchicago.org>; Telephone: (312) 744-0696.

For information on these programs/requirements, visit www.cityofchicago.org/dpd
<<http://www.cityofchicago.org/dpd>>

Date:

SECTION 1: DEVELOPMENT INFORMATION

Development Name: Franklin Point Development Address: 650 South Weils

Ward: 25th Ward

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

Type of City involvement: Land write-down
(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

(JeT) No

Developer Name: 1000 s. Weils (Chicago), llc Developer Contact (Project Coordinator): Colin Kihnke

Developer Address: 225 West Ohio Street, Chicago, IL 60654

Email address: cmk@cmkdev.com <mailto:cmk@cmkdev.com> May we use email to contact you?

Telephone Number: 312-376-2020

SECTION 3: DEVELOPMENT INFORMATION

a) Affordable units required

For ARO projects: x 10%*= (always round up) Total units total affordable units required

*20% if TIF assistance is provided

For Density Bonus projects: 494*743 X 25% = 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.citvofchicago.org/zoning <http://www.citvofchicago.org/zoning> 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:

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Estimated date for completion of construction of the affordable units: n/a

| 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 to proceed? |
|-------------------|-----------------|-------------------------|---------------------------|----------------------|---------------------------|--|-------------------------|
| 1 bed/1 bath | - | - | 800 | \$1000 | \$759 | 60% AMI | |
| Affordable Units | | | | | | | |
| Market Rate Units | | | | | N/A | N/A | |

When do you expect to make the payment -in-lieu? Fall/Winter 2015

(typically corresponds with issuance of building permits) Month/Year For ARO projects, use

the following formula to calculate payment owed:

$$X \$100,000 = \$$$

$$X 10\% =$$

Amount owed

Number of total units in development (round up to nearest whole number)

*NOTE: See attached chart for breakdown by sub-area

For Density Bonus projects, use the following for TruTartocan1CLalB"Paavrnenrowed:

$$494.743 \times 22 \times 80\% \times \$$$

$$= \$ 8,707,477$$

Bonus Floor Area (sq ft) median price per base FAR foot Amount owed

| Submarket (Table for use with the Density Bonus fees-in-lieu calculations) | Median Land Price per Base FAR Foot |
|---|-------------------------------------|
| Loop: Chicago River on north/west; Congress on south; Lake Shore Dr on east | \$31 |
| North: Division on north; Chicago River on south/west; Lake Shore Dr. on east | \$43 |
| South: Congress on north; Stevenson 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 |

11- -1-7-1%

Date

Authorization to Proceed (to be completed by Department of HED)

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Date

Marcia Baxter \C/ir i* Department of Planning & Development

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Developer/Project Manager

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DEPARTMENT OF PLANNING and DEVELOPMENT CITY OF
CHICAGO

RESOLUTION

WATERWAY RESIDENTIAL BUSINESS PLANNED DEVELOPMENT 650-658 S. WELLS ST., 700-758 S. WELLS ST., 223-313 W. HARRISON ST., 301-321 W. POLK ST., AND 201-249 W. POLK ST.

WHEREAS, the applicant, 1000 S. WELLS (CHICAGO), LLC, proposes to rezone the site from a DX-7 (Downtown Mixed Use District) to a Water-way Residential Business Planned Development. The site is vacant and unimproved. The proposal will establish four (4) subareas, construct five (5) mixed-use high rise buildings with a total of 2,699 dwelling units consisting of approximately 867 condo units 1720 rental units, and 112 townhouse units and approximately 16,500 square feet of retail; and

WHEREAS, This development is being submitted by the applicant as a mandatory planned development application and an application for a Planned Development was introduced to the City Council on June 17, 2015; and

WHEREAS, proper legal notice of the hearing before the Chicago Plan Commission was published in the Chicago Sun-Times on November 5, 2015. The proposed Zoning Application was considered at a public hearing by this Plan Commission on November 19, 2015. The Applicant was separately notified of this hearing; and

WHEREAS, the Plan Commission has reviewed the applications with respect to the provisions of the Chicago 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 application, with the recommendation and explanation contained in the written report dated November 19, 2015, a copy of which is attached hereto and made a part hereof; and

WHEREAS, the Chicago 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 November 19, 2015 giving due and proper consideration to the Chicago Zoning Ordinance; and

121 NORTH LASALLE STREET, ROOM 1000, CHICAGO ILLINOIS 60602

FINAL

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

1. THAT the final application dated November 19, 2015 be approved as being in conformance with the provisions, terms and conditions of the corresponding Zoning application; and
2. THAT this Plan Commission recommends approval to the City Council Committee on Zoning, Landmarks and Building Standards of the final zoning application dated November 19, 2015; and
3. 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 findings of fact of the Chicago Plan Commission regarding the zoning map amendment application.

Martin Cabrera, Jr. Chairman
Chicago Plan Commission

Approved: November 19, 2015 WRBPD
No.

FINAL

**REPORT to the
CHICAGO PLAN COMMISSION from
THE DEPARTMENT OF PLANNING AND DEVELOPMENT BUREAU
OF PLANNING AND ZONING**

FOR APPROVAL:

APPLICANT: LOCATION:

NOVEMBER 19, 2015

WATERWAY RESIDENTIAL BUSINESS PLANNED DEVELOPMENT

1000 S. WELLS (CHICAGO), LLC

650-658 S. WELLS ST., 700-758 S. WELLS ST., 223-313 W.

HARRISON ST., 301-321 W. POLK ST., AND 201-249 W. POLK ST.

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 on a proposed Planned Development for your review and recommendation to the Chicago City Council. The application for this amendment to the Chicago Zoning Ordinance was introduced into the City Council on June 17, 2015. Notice of the public hearing was published in the Chicago Sun-Times on November 4, 2015. The applicant was separately notified of this public hearing.

This application is submitted by the Applicant, as a mandatory planned development pursuant to Section 17-8-0512-B Tall Buildings, which states that planned development review and approval is required when the proposed project meets or exceeds 180 feet in the DX-7 Downtown Mixed Use District.

Additionally, section 17-8-0513-B requires planned development review and approval when a proposed residential development meets or exceeds 200 dwelling units in the DX-7 Downtown Mixed Use District and section 17-4-1004, referring to the request to take an additional Floor Area through the Affordable Housing Opportunity Fund.

Furthermore, Section 17-8-0509 (Development Along Waterways) requires planned development review and approval for the development of land for any building, structure, or parking area, when any portion of the land is located within 100 feet of any waterway.

SITE AND AREA DESCRIPTION

The Planned Development currently consists of approximately 6.57 acres, bounded by West Polk Street at the south, West Harrison Street at the north, South Wells Street at the east and the south branch of the Chicago River to the west. The site is located in the Loop Community Area and is in the River South Tax Increment Finance District. The site is not located in a Designated Chicago Landmark District, an industrial corridor or the Lake Michigan and the Chicago Lakefront Protection District.

The land uses along South Wells Street and in the immediate area include residential, small scale retail, Institutional, accessory and non-accessory parking lots and commercial uses. River City condominiums (Planned Development No. 225) a mixed used apartment building to the south, the Vetro Building a high-rise apartment building located across the street at 611 South Wells and the Wells Street Tower condominium building located at 701 S. Wells Street. The area to the east of the site is primarily zoned DX-7 and DX-12 Downtown Mixed Use District and Planned Development No. 225.

PUBLIC TRANSPORTATION

The site is immediately accessible via public transit from CTA's #12 Roosevelt bus line, 16th/18th bus line, 36, 148, 855 and the # 24 Wentworth bus line. The site is also served by the CTA's Roosevelt Road Station with access to the Red, Orange, Blue and Green line train approximately one mile from the site. Additionally, the LaSalle Street Metra Station, located at LaSalle Street and Congress Parkway, is served by the Rock Island District line, which offers daily service between Joliet and Chicago.

The Brown, Orange, Pink and Purple "L" Lines have stations at LaSalle Street and Van Buren Street approximately one quarter mile to the north. The Red Line has a station at Harrison Street and State Street approximately 2,000 feet east of the site. There are four Divvy Bike Sharing Stations in proximity of the subject site; Wells Street and Polk Street (13-position docking station), Financial Place and Congress Parkway (28-position docking station), Federal Street and Polk Street (19-position docking station) and Canal Street and Harrison Street (9-position docking station).

PROJECT DESCRIPTION

The applicant proposes to rezone the site from a DX-7 (Downtown Mixed Use District) to a Waterway Residential Business Planned Development. The site is vacant and unimproved. The proposal will establish four (4) subareas, construct five (5) mixed-use high rise buildings with a total of 2,699 dwelling units consisting of approximately 867 condo units 1720 rental units, and 112 townhouse units and approximately 16,500 square feet of retail.

The project will be developed in phases and the first phase of the project will include a multi-story high rise building identified on the site plan as Building D (Subarea 2) with 452 dwelling units and 230 accessory parking spaces and accessory uses. The publicly accessible open space and a continuous publicly accessible riverwalk are also part of Phase 1 but located in Subarea OS and centrally located within the site.

The future phases of the project will include Subarea 1 and include a total of 1,706 dwelling units and 768 minimum accessory parking spaces divided amongst three buildings identified on the site plan as Building, A, B, and C. Subarea 3 includes Building E and proposes 541 proposed dwelling units and 265 accessory parking spaces with accessory spaces and accessory uses. The total time line of all phase of the project to full project completion is estimated at 8-10 years for full built out.

DESIGN

Building D (Subarea 2) is a thirty-one (31) story mixed-use high-rise building with ground floor retail and accessory parking. The building will sit on a five (5) story podium and on the West Elevation by a series of duplex townhomes that are attached at the base of the building. The bulk of the podium for the proposed project will include approximately 6,000 square feet of ground floor retail fronting South Wells Street and the private plaza located north of Building D. The maximum height of the building to the top of structure is contemplated at three-hundred (380) feet tall.

The ground floor area fronting existing South Wells Street and proposed West Polk Street is defined with an aluminum and glass storefront system. The second, third and fourth levels contain the minimum required accessory parking spaces and are defined by a mix of material which include architectural window glass, metal panel and concrete. Level six contains the amenity space and floors six (6) through thirty (30) contain the dwelling units consisting of studios, one, two and three

bedroom units. The 31st floor is for mechanical penthouse, elevator over run and additional amenity space. The North, East, South and West elevations for the residential tower are defined by an architectural aluminum and glass wall system, accentuated by balconies and an architectural metal panel system. All future buildings will be of similar design quality and include the same high quality architectural materials as provided in Building D.

ACCESS/CIRCULATION

All accessory parking for the planned development will be provided throughout the buildings and occur internal to the site. Buildings A and B will have access off West Harrison Street opposite Franklin Street; Buildings C and D will each have an access drive from South Wells Street while Building E will have an access drive off of the proposed extension of West Polk Street.

Loading for the project will be provided by five loading docks: two internally off the proposed access drive on Harrison Street serving Buildings A and B, one from South Wells Street serving Building C and two from the proposed West Polk Street extension serving Buildings D and E. All loading will occur internal to the site and within the building envelope.

Pedestrian access for the riverwalk will occur from West Harrison Street and proposed West Polk Street. Access to the publicly accessible open space will occur from existing South Wells Street and proposed West Polk Street via proposed walk way system.

SUSTAINABILITY & LANDSCAPE

The newly proposed development for this project will meet the requirements of the City of Chicago's Sustainable Matrix by achieving a Green Roof over the 50 % of the net roof area for the high-rise building and achieve basic LEED certification as defined by the U.S. Green Building Council. Once at full build-out the development will provide a total of 42,500 square feet of green roof.

A total of 14 new trees are contemplated along South Wells Streets and will be planted within planters as approved by CDOT. The project will also provide a total of 66,640 square feet of open space and 23,610 square feet of riverwalk area that will be accessible to the general public. All future development within the planned development is required to meet the requirements of the City of Chicago's Sustainable Matrix.

BULK/USE/DENSITY

The site is currently zoned DX-7, Downtown Mixed-Use District and has a maximum allowable Floor Area Ratio (F.A.R) of 7.0. This proposed Residential Business Planned Development will have an F.A.R of 8.75, which the applicant achieved via one density bonuses allowed in the DX-7 Downtown District. The project is also taking an additional 1.75 F.A.R through the Affordable Housing Bonus via a cash payment of \$8,707,477 to the City of Chicago Affordable Housing Opportunity Fund. The base F.A.R of 7.0 and the F.A.R bonus will allow the project to achieve a maximum F.A.R. of 8.75.

RECOMMENDATION

The Department of Planning and Development has reviewed the project materials submitted by the Applicant

and have concluded that the proposed development would be appropriate for the site for the following reasons:

1. The project complies with the Standards and Guidelines for Planned Developments in the Zoning Ordinance (Section 17-8-0900).
 - a. Compliance with Zoning. The proposed Planned Development would increase the maximum Floor Area Ratio (F.A.R.) stipulated but would remain consistent with the surrounding community. This project would have similar uses as the surrounding areas, which include residential, commercial, and accessory parking.
 - b. Urban and Building Design. The building urban design and emphasizes on quality materials provide for an improved urban environment. Additionally the contrast -among the various types of architectural styles and vocabulary along both South Wells Street and West Polk Street provide an active street frontage.
 - c. Motor vehicle parking would be accessed from a proposed curb cut along existing South Wells Street and a proposed curb cut along proposed West Polk Street. Pedestrian/vehicle conflicts will be minimized by the significant setback of the parking entrance from West Polk Street and South Wells Street, providing a greater sight angle for drivers, and by a pedestrian warning light at the parking garage entrance;
2. The proposed development is compatible with the character of the surrounding area in terms of uses, density, and building scale.

The proposed Planned Development would be consistent in bulk, density, and Floor Area Ratio (F.A.R.) with the surrounding area. The proposed project will remain at an underlying zoning of DX-7 Downtown Mixed Use District and achieve a maximum total Floor Area Ratio (F.A.R.) to 8.75 by use of the Affordable Housing Opportunity Fund.

4

This project would have similar uses as the surrounding area, which includes residential, commercial, and accessory parking. In terms of building scale several building located directly east of the proposed site include large scale mixed use high-rise buildings.

3. The public infrastructure facilities and city services will be adequate to serve the proposed development at the time of occupancy.

Per 17-13-0308-E - Transportation, Traffic Circulation and Parking: The pedestrian access point for the residential building is located on South Wells Street for Building D. Pedestrian access for retail patrons occur along South Wells Street and loading will occur internal to the site

At the request of the City the applicant will provide a (5'-8") foot permanent easement along the western portion of South Wells Street to widen the portion of South Wells Street. The site

plan has been reviewed by other City departments and all comments received have been incorporated into the revised application.

4. Promotes environmentally sustainable development practices (per 17-9-0908-A), as evidenced by the project providing a 50% green roof and committing to obtain LEED certification for Subarea D and the building located in future phases will also be required to provide a 50% Green Roof and achieve basic L.E.E.D certification.
5. The project meets the purpose and criteria set forth in the Chicago Zoning Ordinance and its adoption would not have any adverse impact on the public's health, safety or welfare:

Per 17-13-0308-C, the proposed development is compatible with surrounding commercial and residential development in terms of land use, as well as, the density and scale of the physical structure.

Per 17-13-0308-D, the proposed underlying zoning for this planned development (DX-7) is consistent with other downtown mixed-use zoning districts; both adjacent to this site and in the immediate area.

Based on the foregoing, it is the recommendation of the Department of Planning and Development that the revised application for a Waterway Residential Business Planned Development for 1000 S. WELLS (CHICAGO), LLC be approved and the recommendation to the City Council Committee on Zoning, Landmarks and Building Standards be "As-Revised, Passage Recommended"

Department of Planning and Development Bureau of
Planning and Zoning

5

RECEIVED

CITY OF CHICAGO

Initial:

APPLICATION FOR AN AMENDMENT TO THE CHICAGO ZONING
ORDINANCE

1. ADDRESS of the property Applicant is seeking to rezone:
1. 650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison Street: 301-321 W. Polk Street and
1. 201-249 W. Polk Street

2. Ward Number that property is located in: 25th Ward
3. APPLICANT 1000 S. Wells (Chicago), LLC
ADDRESS c/o CMK Companies. 225 W. Ohio Street
CITY Chicago STATE IL ZIP CODE 60654
PHONE (312)376-2020 CONTACT PERSON Colin Kihnke
4. Is the applicant the owner of the property? YES In part NO In part
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.
*** Note: The Applicant owns approximately 2 acres of the Property. The Applicant is contract purchaser of the remaining 4.57 acres, which is currently owned by the following entity.**
OWNER Franklin Point Equities, LLC, c/o Kleinberg Kaplan Wolff Cohen
. ADDRESS 551 Fifth Avenue
CITY NewYork STATE NY ZIP CODE 10176
PHONE (212) 880-9861 CONTACT PERSON Christopher M. Terry, Esq.
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) - Richard Klavviter & Katie Jahnke Dale
ADDRESS 203 N. LaSalle Street. Suite 1900
STATE IL ZIP CODE 60601
FAX (312)251-2856 EMAIL katie.dale@dlapiper.com <<mailto:katie.dale@dlapiper.com>>
CITY Chicago PHONE (312) 368-2153
6. If the applicant is a legal entity (Corporation, LLC, Partnership, etc.) please provide the names of all owners as disclosed on the Economic Disclosure Statements:
See enclosed EDS forms
7. On what date did the owner acquire legal title to the subject property? Various dates between 2008

7. and 2015
8. Has the present owner previously rezoned this property? If yes, when?
No. !
9. Present Zoning District DX-7 Downtown Mixed-Use District
Proposed Zoning District Waterway Residential-Business Planned Development
10. Lot size in square feet (or dimensions) 282,710 sf (6.49 acres)
11. Current Use of the Property Vacant
12. Reason for rezoning the property The project triggers a mandatory planned development under the
12. Chicago Zoning Ordinance.
13. Describe the proposed use of the property after the rezoning. Indicate the number of dwelling units; number of parking spaces; approximate square footage of any commercial space; and height of the proposed building. (BE SPECIFIC)
- To allow for construction of a mixed-use project containing multiple buildings to be constructed in phases. The project will include an overall maximum 8.75 FAR (including available bonuses) and approximately 2,699 residential dwelling units. The project will include residential, public and civic, commercial and recreational uses, parking, and accessory and incidental uses detailed in the enclosed Planned Development statements.
14. On May 14th, 2007, the Chicago City Council passed the Affordable Requirements Ordinance (ARO) that requires on-site affordable housing units or a financial contribution if residential housing projects receive a zoning change under certain circumstances. Based on the lot size of the project in question and the proposed zoning classification, is this project subject to the Affordable Requirements Ordinance? (See fact Sheet for more information)

YES X
of Planning and Development
CITY OF CHICAGO

MEMORANDUM

Alderman Daniel S. Solis
Chairman, City Council Committee on Zoning

Patricia Acquario Chicago Plan Commission

November 20, 2015

RE: Proposed Residential Business Planned Development for property generally located at 650
-658 South Wells, 700-758 South Wells Street, 223-313 West Harrison Street, 301-321
West Polk Street and 201-249 West Polk Street.

On November 19, 2015, the Chicago Plan Commission recommended approval of the proposed
planned development submitted by 1000 South Wells (Chicago), LLC. A copy of the proposed
planned development is attached. I would very much appreciate your assistance in having this
introduced at the next possible City Council Committee on Zoning hearing.

Also enclosed is a copy of the staff report to the Plan Commission which includes the Department of
Planning and Development, bureau of Planning and Zoning recommendation and a copy of the
Resolution. If you have any questions in this regard, please do not hesitate to contact me at 744-
5777.

cc: Steve Valenziano
PD Master File (Original PD, copy of memo)

121 NORTH LASALLE STREET, ROOM 1.000, CHICAGO, ILLINOIS 60602
Chicago Plan Commission November 19, 2015

Waterway Residential Business Planned Development

River Edge at Polk Looking North

View from the Harrison Street Budge

f

Building D - North & East Elevations

(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.

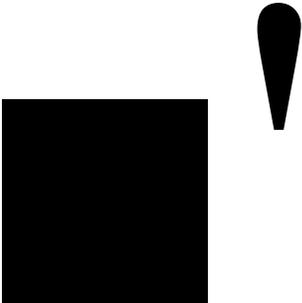
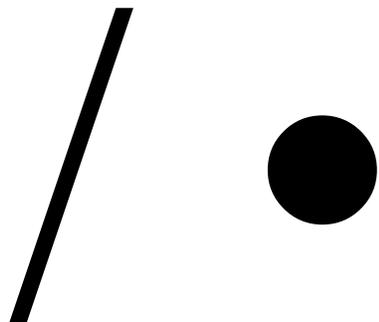
"Zoning Amendment for Planned Development located at

650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison Street;

This recertification is being submitted in connection with 301-321 w. Polk street and 201-249 w. Polk street

[identify the Matter]. Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized

to execute this EDS recertification on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in the Disclosing Party's original EDS are true, accurate and complete as of the date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.



1000 S. Wells (Chicago), LLC Date: // / 3/75
(Print or type legaj name of Disclosing Party)

By: '■ \ ■■ "

(sign here) \ Print or type name of signatory^.

Colin M. Kihnke

Title of signatory:

**As President of CMK Investment Corporation, as Manager of
CMK River Properties, LLC, as Co-Manager of River South Properties, LLC - Managing Member**

Signed and sworn to before me on [date] {i/\$/i5 , by
/Jjrt d'-. Ku.no <http://Ku.no> , at (jx^C County, ,U- [state].
. - V'''

Notary Public.

Commission expires: 6- 7V/6//? OfiteWSeal
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**NATALIE MUN02
Notary Public - State of Ilnhois**

Vcr. 11-01-05

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River South Properties, LLC Date: // } *>) / S (Print or type legal name of Disclosing Party)

By: \

(sign here)

Print or type name of signatory:

Colin M. Kihnke

Title of signatory:

As President of CMK Investment Corporation, as Manager of CMK River Properties. LLC, as Co-Manager of River South Properties, LLC

Signed and sworn to before me on [date] // 3f(S , by pAfeffe. MuneTL. , at Cook County, fjL_

Notary Public.

Commission expires:

Official Seal Notary Public-State of Illinois

•j-v commission Expires Sep 16..n

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650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison Street;

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CMKTeora'Irin, LLC

Date: If/s/tS

(Print or type, fegal name of Disclosing Party)

By: \ \ - ' \ -

(sign here) "\ Print or type name of

signatory:

Colin M. Kihnke

Title of signatory:

Manager

Signed and sworn to before me on [date] //d>//5 by
UltW, e. M<Uio <- ■-, at C&ok- County, /L-

Notary Public.

NATALIE SSUJtOZ Official Sea! Notary Public • State of Illinois My Commission Expires Sep 16. 2019

Ver. 11-01-05

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(Print or type legal name of Disclosing Party)

\\

CMK Holdings (Delaware), LLC
Print or type legal name of Disclosing Party

Date: // j5 115

By:

(sign here)

Print or type name of signatory

Colin M. Kihnke

Title of signatory:

President of CMK Investment Corporation, its Manager

Signed and sworn to before me on [date] ■ A/3./5L

^k-faJe Mttri&ZU- , at (jfiok.1 > County, _

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Notary Public.

NATALIE MUNOZ Official Seal Notary Public - state of Illinois My Commteoien Expires Sep 16 2019

Ver. 11-01-05

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^Zoning Amendmentor Planneecnjvelopment located at 650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison

This recertification is being submitted in connection with street; 301-321 w. Polk street and 201-249 w. Polk street [identify the Matter]. Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS recertification on behalf ofthe 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. \\

CMK Investn^nt Corporation

Date: jj f 3 / /*~>

(Print or type tergal name of Disclosing Party)

(sign here)

Print or type name of signatory^:

Colin M. Kihnke

Title of signatory:

Manager

by

[state].

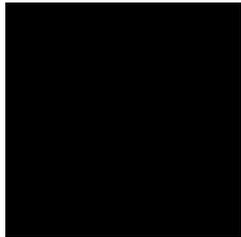
Signed and sworn to before me on [date]

A/kyfc/fe. Murtz-z--- , at

Cook

Commission expires:

By: " .



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County,

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Notary Public. •■ n-m

NATALIE MUNOZ Official Sod Notsry Puttie - Stele of Illinois 83y CcAtmSssts Empire
Sep 16,2019

Ver. 11-01-05

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Zoning Amendment or Planned Development located at 650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison street; 301-321 w. Polk street and 201-249 w. Polk street

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CMK River Properties, LLC Date: 11/15/15
(Print or type legal name of Disclosing Party)

By: [Signature]

(sign here)

Print or type name of signatory:

Colin M. Kihnke

Title of signatory:

President of CMK Investment Corporation, its Manager

Signed and sworn to before me on [date] 11/15/15 by AhjkJtZ MjU/J02-~, at Cook County, [L_

7 s"?..?""

Notary Public. •".^nrihin..?.,

NATALIE WtoQI Official 8sa) Notary PufeSe - Stats o7 Illinois My Commission Expires Sep 16.2019

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Ver. 11-01-05

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-i- \ /!
CMK Odonat^Trust (2012) UAD 12/21/12 Date: [/3/15

\ [Redacted Signature]

(Print or type legal name of Disclosing Party)
\\ .. ~"

(sign here) Print or type name of signatory:
By: \ V
Colin M. Kihnke

Title of signatory:

Grantor

Signed, and sworn to before me on [date] If/Zf/S by

/Ugfe//g MtifU-?. -:nt s CcoK. ' County, |L

Notary Public. %^^n^8>>fflfirfii riwq>>>wf>wi^<<ig>

1 \$\$rp Pst^s. Stots of Illinois
MgCet^sassteafipSnjS 8«p 16.2019

Ver. 11-01-05

(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.

^Zoning Amendment Tor PannectOdevelopment located at 650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison and 301-321 w. Polk street and 201-249 w. Polk street

This recertification is being submitted in connection with street; 301-321 w. Polk street and 201-249 w. Polk street [identify the Matter]. Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS recertification on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in the Disclosing Party's original EDS are true, accurate and complete as of the date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.

\\

jj

Colin Kihnkvflevocable Trust u/a/d 4/4/2004

Date: lf>

(Print or typ^e legal name of Disclosing Party) !

By: V,

(sign here) \\

Print or type name of signatory:

Colin M. Kihnke

Title of signatory:

Trustee

Signed .and sworn to before me on [date] ///3//5 , by /Ul&te Mq/fc^~~ at doa/C County, JL. [state].

Commission expires: ((hj/°J

Notary Public. ! #

botaue mmi Official (tool Wotery Puttie • State of Illinois My Commission Expires Sep 16, 2019

Vcr. 11-01-05

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W

New CMK Raroiy Trust uad 12/27/2004

(Print or tyrk b?gal name of Disclosing Party)

By: "

(sign here) \\
\\

Print or type name of signatory:

Colin M. Kihnke

Title of signatory:

Grantor

Signed and sworn to before me on [date] Hi

'jX?MiL M#JQo&*^-^_ , at Cook. County,
Notary Public.

Commission expires:
[state].

by JL-

*KATAifE mm**

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Ver. 11-01-05

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CMK Damselves Trust (2013) UAD 9/01/2013
(Print or type legal name of Disclosing Party)

Date: fi

By: \ ""

(sign here) ^\ Print or type name of signatory:

Colin M. Kihnke

Title of signatory: Trustee -

Signed and sworn to before me on [date] ///3/a5~ , by
A/kA/^ MujjJ>_^=^, at C-OOjk County, jUL [state].

~" "S" _ Notary Public..

Commission expires: _ 7 // *? / / / -

~ m ruin mil Oi irTfti ht> i<r> &l
NATALIE MUKOZ
Official Seal
Notary Public • 8tate ot Illinois <y Commission
Expires Sep 16, 2019

Ver. 11-01-05

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FRANKLIN POINT EQUITIES, LLC (Print or type legal name ofJJdisclosing Party)

By: _____
fc*
(sign here)

Print or type name of signatory:

Title of signatory: Norton Cher, as Manager of Biz-Che Waterfront, its Manager
n, 2.0\h , by

Signed and sworn to before me on [date] ^outywVx
_, at mfu] County, Ne^o °. ckV [state].

Commission expires: [p I xi I ZO

Ver. 11-01 -os

8AMANTHA BHOSHANIE SINGH
Notary Public, State of New York
NO.01SI6313772
Qualified in New York County
Commission Expires 10/27/20_jjl

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BIZ-CHE WATERFRONT, LLC
(Print or type legal name, ofTJdisclosing Party)

(sign here) /

Print or type name of signatory:

Title of signatory: Norton Cher, as
Manager

Signed and sworn to before me on [date] Hcy.iav^ey yj, ?f,\^> , by <^^Sf_ss^Wsf^li, :S,
at Nvg^o Wu. County, i\Qj^ HorK [state].
jL^~_^y^^ ^U^J-^^A^ /kXIy^ Notary Public.

Commission expires: Wsl'Xlh<.\k

SAMANTHA BHOSHANIE SINGH

Ver. 11-01-05

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Date:
BIZ-CHE WATERFRONT, LLC

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

(sign here) Print or type name of signatory:

"A n

Title of signatory: Norton Cher, as Manager

Signed and sworn to before me on [date] \ 1 ^0^girftVffi3Cl5 by ffttOoU foV^e. ^ , at mD5^ County, \U ry
NERSOAPWWO

**H0T/WPU8UC. STWEOFNWftOW NO.0tPH823407 QUALIFIED IN0UES6 COUNTY C0t^HSSION EXPtftIES
gy>H A.**

v^-A]lo> P.AftfctV⁵) ^tiaAM^)
Notary Public.

Commission expires: C\^X<-^- cQtO-l^

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Lend Lease Americas Holdings Inc.
(Print or type legal name of Disclosing Party)

By:
b&ms --heu.]

Title of signatory:

ceo

Signed and sworn to before me on [date] \IM&»b<r n,«30ir, by
"b^MS /)■ at ^eu>v|^ft> County, [state].

* ..Notary Public.

MICHELELUXENBERG Notary Public Stats of New York NO.01LU5034812 Qualified In New York County ^^ Commission Expires Oct. 17,20__

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Lend Lease River South Properties LLC Date:

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

f

Print or type name ScN£sjgnatory: Title,,of signatory;

Signed and sworn to before me on [date] fv/oV€^!?!y H, Q_o(^by

Dgy\iC -tUfffo^ , at \J&Q ^qTIC- County, pgjj [state].

Notary Public.

Commission expires:

MICHELE LUXENBERG Notary Public, State of New York NO.01LU5034812 Qualified In New York County jtf Commission Expires Oct. 17,20LSL

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Lend Lease Americas Inc. Date:

(Print or type legal name of Disclosing Party)

By:

Title of signatory:-

■> Signed and sworn to before me on [date] iJck/flnUr , by

MICHELE LUXENBERG

Notary Public, State of New York No. 01LU5034812

Qualified in New York County, y Commission Expires Oct. 17,20ii

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Lend Lease Development Inc. Date: (Print or type legal name of Disclosing Party)

Title of signatory:

Signed and sworn to before me on [date] ^J^t/cV^W^ I ^cTio^ by ~1>WS *i£4>\ , at pcvtv Vfp/IA County, MN([state].

pi4j^~-----*' Notary Public. 7>

Commission expires: michele luxenberg . Notary Public, State of New York No.

01LU5034812 Qualified In New York
County i, Commlssion Expires Oct.
17,20 JI

VeI. 11-01-05

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J

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Print or type name of signatoiy:

Title of signatory: / Norton Cher, Member

fbtary Public.

Signed and sworn to before me on [date] Kc^ew\Vm>- n_t 20 >5 , by Napv^ cv,evv^^aMs\cvA^ at iMt^j Hex - k County, tw<^ HoAc [state].

Commission expires: 10/2.7/20^'

eAMANTHA BHOSHANIE SINGH NoSy Public, State ot New York Y NO.01SI6313772 Qualified in New Yo*; County Commission Expires 10/27/20_tf

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

SECTION I - GENERAL INFORMATION

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

A. CMK River Properties. 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 Applicant in which the Disclosing Party holds an interest: Illinois Writ (Chir. agr.), 11 c
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: 225 W. Ohio Street, 6th Floor
Chicago, IL 60654

C. Telephone: 312-376-2020 Fax: 312-376-2056 Email: cmk@cmkdev.com
<mailto:cmk@cmkdev.com>

D. Name of contact person: Colin Kihnke

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

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):

Zoning Amendment for Planned Development located at 650-658 S. Wells and 700-758 S. Wells; 223-313 W. Harrison Street; 301-321 W. Polk Street and 201-249 W. Polk Street

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

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

Specification # _____ and Contract # _____

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

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

- 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

Colin M. Kihnke, as President of CMK Investment Corporation, its Manager

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

CMK Holdings (Delaware), LLC, 225 W. Ohio Street, 6th Floor, Chicago, IL 60654 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):

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. |
|--|------------------|--|---|
|--|------------------|--|---|

(Add sheets if necessary)

[X] 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 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 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.

Page 4 of 13

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 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:

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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, 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):

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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

Page 8 of 13

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

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

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

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 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 <<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 maybe 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.

(Sign here) Colin M. Kihnke

CMK River Properties, CLC (Print or type name of Disclosing Party)

By: _____
(Print or type name of person signing)

President of CMK Investment Corporation, its Manager
(Print or type title of person signing)

Signed and sworn to before me on (date) _____,
at _____ County, _____ (state).

OmCttlfAL MRAHMCMAMHAM Maury Public • State of iWnois My CommUtlon Exalm Jan 20,2019

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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 TLB. 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
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 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: Bize Enterprises, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. the Applicant
OR

Property Owner

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: Franklin Point Equities, 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: 20 West 86 Street, Apt. 9A
New York, NY 10024

C. Telephone: (917)750-3167

Fax:

Email: abize@gmail.com

D. Name of contact person: Alex Blze

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

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):

Zoning Amendment for property located at 650-658 S Wells and 700-758 S. Wells; 223-313 W. Harrison; 301-321 W Polk street and 201-249 W.Polk Street

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

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

Specification # and Contract #

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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 DO
- 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: New York

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 M 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

Arnold Bize

Managing Member

Evelyn Bize

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 |
|--------------------|---|---|
| <i>Arnold Bize</i> | <i>20 West 86 Street, Apt. 9A, New York, NY 10024</i> | |
| Evelyn Bize | 20 West 86 Street, Apt. 9A, New York, NY 10024 | |

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):

None.

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. |
|--|------------------|--|---|
|--|------------------|--|---|

(Add sheets if necessary)

Ix) 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 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 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.I. 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:

None

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

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").

None

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.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

1. is DO 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): NA

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 |
|------|------------------|--------------------|
| N/A | | |

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

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): None

(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.

BIZE ENTERPRISES, LLC
(Print or type name of Disclosing Party)

(Sign here) Alex Bize, Manager
(Print or type name of person signing)

(Print or type title of person signing)

Signed and sworn to before me on (date) afSU^QV^ County l^Wj | qL\1. (state).

Notary Public.

CommissioyeM?Jwie&fMftYw* .

NO.0IHE8S31T05
QuaMed h SufWk County
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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 II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 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
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

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.

NA

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: Lend Lease International Pty Limited

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: 1000 S. Wells (Chicago) 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: i gvel 4
30 I he BoncJ 30 Hickson Road
N^loSffAustralia

C. Telephone: 319-423-1325 Fax: 312-245-1379 Email: Thomas.Weeks@lendlease.com

<mailto:Thomas.Weeks@lendlease.com>

D. Name of contact person: jnm Weeks

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):

Zoning Amendment for Planned Development located at 600-798 South Wells Street; 200-298 West Harrison Street; 701-99 West Park Street

Department of Planning and Development

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

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

Specification # N/A and Contract # N/A

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 []
[x] 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: Australia

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 Frank Robert Krile Director
Simon Gerrard Benson Director Paul James Hooper 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,

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 |
|--------------------------------|--|---|
| Lend Lease Corporation Limited | Level 4 30 The Bond 30 Hickson Road Millers Point NSW 2000. Australia. | 100% Direct Owner |

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):

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. |
|--|------------------|--|--|--|
|--|------------------|--|--|--|

(Add sheets if necessary)

Ix] 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 >5 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 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-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):

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

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): N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 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 <<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.

Lend Lease International Pty Limited
(Print or type name of Disclosing Party)

(Sign here) (Print or type name of person signing)

Gqyynqiyv^ -Secyl^v^j

(Print or type title of person signing)

Signed and sworn to before me on (date)
Commission expires:

PAUL MARTIN ETHERINGTOM
153 WALKER STREET NORTH SYDNEY
NSW AUSTRALIA . SOLICITOR AND NOTARY PUBUC

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

**N/A - The Disclosing Party only has an indirect ownership interest in the Applicant. 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 II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 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.

N/A - The Disclosing Party only has an indirect ownership interest in the Applicant.

**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 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: Lend Lease Corporation Limited

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 Applicant in which the Disclosing Party holds an interest: 1000 S. Wells (Chicago) 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: LeyeL4 Bond J 30 Hickson Road L
Millers Point
NSW 2000. Australia

C. Telephone: 31?-4??-1??5 Fax: 312-245-1379 Email: Thomas.Weeks(5)lendlease.com

D. Name of contact person: Tnm Wspks

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):

Zoning Amendment for Planned Development located at 600-798 South Wells Street; 200-298 West Harrknn Street; ?r)1-?99 West Pnlk Street

Department of Planning and Development

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

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

Specification # N/A and Contract # _N/A

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):

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. |
|--|------------------|--|--|--|
|--|------------------|--|--|--|

(Add sheets if necessary)

[x] 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 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 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").

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):

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:

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):
N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 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.

Page 9 of 13

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 <<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:

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.

Lend Lease Corporation Limited
(Print or type name of Disclosing Party)

(Sign here)
(Print

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(Print or typ

or type name or person signing)

t>|XW. Sec rifa

Signed and sworn to before me on (date) A^t^wW ^"&^>j

__/^xNo|aWPub

7

or type title of person signing)
Commission expires:

PAUL MARTIN ETHERINGTON 153 WALKER STREET NORTH SYDNEY NSW AUSTRALIA SOLICITOR AND NOTARY PUBLIC

"Annexure A" to EDS for Lend Lease Corporation Limited - Question II.B.I dated 18 November 2015

Name

Stephen Barry McCann
David Alexander Crawford
Colin Bruce Carter
Phillip Maxwell Colebatch
Stephen Dobbs
Jane Sharman Hemstritch
David John Ryan
Michael James Ullmer
Nicola Mae Wakefield Evans

Title

Director
Director
Director
Director
Director
Director
Director
Director
Director

Wendy Wonyi Lee Company Secretary, Lend Lease Corporation Limited 18 November 2015

PAUL MARTINI ETHERINGTON

153 WALKER STREET NORTH SYDNEY
NSW AUSTRALIA SOLICITOR AND NOTARY PUBLIC

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

APPENDIX A

N/A - The Disclosing Party only has an indirect ownership interest in the Applicant.

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 II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all

principal officers of the Disclosing Party; and (3) any person having more than a 7.5 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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N/A - The Disclosing Party only has an indirect ownership interest in the Applicant.

**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 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.