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Legislation Details (With Text)

File #: SO2011-6329
Type: Ordinance **Status:** Passed
File created: 7/28/2011 **In control:** City Council
Final action: 7/24/2013
Title: Zoning Reclassification Map No. 2-F at 324-514 W Harrison St, 511-537 S Clinton St, 401-439 W Van Buren St, 508-534 S Canal St, 401-535 S Canal St and 700-750 S Wells St - App No. 17308
Sponsors: Misc. Transmittal
Indexes: Map No. 2-F
Attachments: 1. SO2011-6329.pdf, 2. O2011-6329.pdf

Date	Ver.	Action By	Action	Result
7/24/2013	1	City Council	Passed as Substitute	Pass
7/23/2013	1	Committee on Zoning, Landmarks and Building Standards	Recommended to Pass	
6/25/2013	1	Committee on Zoning, Landmarks and Building Standards	Held in Committee	Pass
9/1/2011	1	Committee on Zoning, Landmarks and Building Standards	Held in Committee	Pass
7/28/2011	1	City Council	Referred	

SUBSTITUTE ORDINANCE

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

SECTION 1. That the Chicago Zoning Ordinance, be amended by changing all of the Waterway Business Residential Planned Development 1065, Residential Planned Development 1163, DX-12 Downtown Mixed-Use District, and DX-7 Downtown Mixed-Use District symbols and indications as shown on Map No. 2-F in the area bounded by

West Van Buren Street; the South Branch of the Chicago River; West Harrison Street; a line 160.1 feet east of and parallel to South Clinton Street; a line 60 feet north of and parallel to West Harrison Street; a line 98.95 feet east of and parallel to South Clinton Street; West Harrison Street; South Clinton Street; West Congress Parkway; South Canal Street

to those of DX-12 Downtown Mixed-Use District which is hereby established in the area above described.

SECTION 2. That the Chicago Zoning Ordinance, be amended by changing all of the DX-12 Downtown Mixed-Use District symbols and indications as shown on Map No. 2-F in the area bounded by

West Van Buren Street; the South Branch of the Chicago River; West Harrison Street; a line 160.1 feet east of and parallel to South Clinton Street; a line 60 feet north of and parallel to West Harrison Street; a line 98.95 feet east of and parallel to South Clinton Street; West Harrison Street; South Clinton Street;

West Congress Parkway; South Canal Street

to those of Waterway Business-Residential Planned Development Number 1065, as amended, which is hereby established in the area above described, subject to such use and bulk regulations as are set forth in the attached Plan of Development, which is made a part of this Ordinance.

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

V/>o/

Department of Housing and Economic Development

CITY OF CHICAGO

MEMORANDUM

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

FROM:

Andrew Mooney Secretary Chicago
Plan Commission

DATE: July 19, 2013

**RE: Proposed Amendment to Planned Development No. 1065 for the
property generally located at 324 West Harrison Street.**

On July 18, 2013, the Chicago Plan Commission recommended approval of the proposed amendment submitted by International Property Developers North America Inc. A copy of the proposed amendment 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 Housing and Economic Development 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 1000, CHICAGO, ILLINOIS H0602

Chicago Plan Commission

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**REPORT to the
CHICAGO PLAN COMMISSION from the
DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
JULY 18, 2013**

FOR APPROVAL: PROPOSED AMENDMENT TO PLANNED DEVELOPMENT NO. 1065 (APPLICATION NO. 17308)

APPLICANT: INTERNATIONAL PROPERTY DEVELOPERS NORTH AMERICA, INC.

LOCATION: 324 WEST HARRISON STREET

Pursuant to the provisions of the Chicago Zoning Ordinance, Title 17 of the Municipal Code of Chicago, the Department of Housing and Economic Development hereby submits this report and recommendation regarding a proposed amendment to Planned Development No. 1065 for your review and recommendation to the Chicago City Council. The application for this amendment to the Zoning Ordinance was introduced into the City Council on July 28, 2011. Proper legal notice of the public hearing on this application was published in the Chicago Sun-Times on July 3, 2013; the Applicant, International Property Developers North America Inc., was separately notified of this hearing.

The Applicant proposes to renovate the existing former Chicago Main Post Office and construct three adjacent high-rises, with maximum heights not to exceed 1,000 feet, 1,000 feet and 2,000 feet, in order to provide a mixed-use development, containing approximately 10,000,000 square feet of floor area. Such space will be developed containing approximately 1,200 hotel rooms, 6,750 residential units, 800,000 square feet of retail and 4,500 accessory and non-accessory parking spaces; along with office, restaurant and accessory and related uses. No change is proposed to the underlying zoning of DX-12 (Downtown Mixed-Use District) as a part of this proposal; and, upon approval, Planned Development No. 1065, as amended, will be re-established.

This request is being submitted as a mandatory amendment to an existing planned development, pursuant to Sections 17-13-0611-A(1-3), due to the proposed change in the character of the development, the increase in the maximum permitted floor area ratio and the increase in the number of dwelling units.

PROJECT BACKGROUND

PD 1065 was originally established in 2007 and encompasses the existing structure generally referred to as the former Chicago Main Post Office; as well as, the vacant parcel of land bounded by West Van Buren Street on the north, the Eisenhower (I-290) Expressway on the south, the South Branch of the Chicago River on the

east and the Post Office on the west. PD 1065 allowed for a Floor Area Ratio of 12.0 and the

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provision of 300 residential units, 300 hotel rooms and 400 parking spaces within the Post Office. However, to date, no portion of the improvements contemplated in PD 1065 has been provided.

The original Post Office, containing approximately 300,000 square feet of floor space, was constructed in 1921. In 1931, certain portions of the northern and southern ends of the original structure were demolished to make way for an addition, which was constructed around the northern, southern and western perimeters of the remainder of the Post Office. This subsequent development, opened in 1934, brought the building's total square footage up to 2,500,000, the quantity still present in the structure as of this proposed amendment.

SITE AND AREA DESCRIPTION

The subject property is located within the Near West Side Community Area, the 25th Ward and the boundaries of the Canal Street/Congress Expressway Tax Increment Finance District. It is surrounded by property zoned DX-7, DC-12 and -16 (Downtown Core Districts) and PD 27 to the north; property zoned DS-5 (Downtown Service District) and DX-5 to the south; the Chicago River lies directly east of the subject site, on the other side of which is property zoned DX-12 and DC-16; and, property zoned DX-7 and -12 and PD 701 to the west.

The site is not located within the boundaries of the Lake Michigan and Chicago Lakefront Protection District, nor is it located within the boundaries of a Chicago Landmark District; however, the Post Office has been designated as Orange-rated, per the Chicago Historic Resources Survey and has been placed on the National Register of Historic Places by the United States Department of the Interior's National Park Service.

The site is served by the Chicago Transit Authority bus routes #7 (Harrison), #36 (Broadway), #37 (Sedgwick), #60 (Blue Island/26th), #124 (Navy Pier), #125 (Water Tower Express), #156 (LaSalle) and #157 (Streeter/Taylor); a CTA rail station at Clinton on the Blue Line; Amtrak and six Metra train lines (North Central, Milwaukee District North and West, BNSF Railway, Heritage Corridor and Southwest Service) via Union Station; the Rock Island District Metra train line via the LaSalle Street Station; and, Megabus and Greyhound; all with stops located within approximately $\frac{1}{2}$ -mile of the site.

PROJECT DESCRIPTION

This three phase proposal would result in the renovation of the Post Office and construction of three adjacent high-rises, as follows:

- The Phase I Post Office will maintain its existing height of 230'; however, certain portions of the interior will be removed in order to create light-wells, the presence of which will allow for approximately 2,150 residential units to be provided throughout the entire remaining floor plates of the upper six (6) levels of the building. The lower floors of the Post Office will be renovated to accommodate restaurant, retail and parking uses; while the roof will contain common open

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space available for all residents of the development.

- The Phase I North Tower will have a maximum height allowance of 1,000'. The structure will contain approximately 1,000 residential units and approximately 300 hotel rooms, as well as, office, restaurant and retail uses. The five (5) floor base of this tower will be designed to contain retail and additional restaurant space, along with common lobbies and other gathering areas.
- Also included in Phase I construction will be the base of the Phase II South Tower, the base of the Phase III West Tower and a five (5) level skybridge which will span South Canal Street and connect the base of the West Tower to the Post Office. The Phase II South Tower base will include retail and restaurant space, built atop a below-grade parking system. The Phase II South Tower base will seamlessly connect to the Phase I North Tower base and will be designed to allow for the future construction of the Phase II South Tower; in the interim, the roof of the Phase II South Tower base will serve as common open space for the residents of the development. The Phase III West Tower base will contain a maximum of 15 levels of above-grade parking and a connection to the below-grade platforms for the Clinton Street station on the Chicago Transit Authority's Blue Line. The Phase III West Tower base will also be designed to allow for the future construction of the Phase III West Tower; in the interim, however, the roof of the Phase III West Tower base will have a green roof that will not be accessible by the public.
- The Phase II South Tower will have a maximum height allowance of 2,000'. The structure will contain approximately 2,750 residential units and approximately 600 hotel rooms, as well as, office, restaurant and retail uses.
- The Phase III West Tower will have a maximum height allowance of 1,000'. The structure will contain approximately 850 residential units and approximately 300 hotel rooms, as well as, office, restaurant and retail uses.

Development of both the Phase II South Tower and the Phase III West Tower will be subject to Site Plan Approval by the Zoning Administrator, following review and comment by the Department of Housing and Economic Development and Chicago Plan Commission, subject to Statement No. 13 of this Planned Development and Sections 17-13-0610, 17-13-0611-A and 17-13-0800 of the Chicago Zoning Ordinance.

Phase I of this project is expected to generate an estimated 2,000 construction and 6,000-8,000 permanent jobs. The total project cost for Phase I is approximately \$1,500,000,000, with renovation and construction beginning as early as September 2013, allowing initial residential occupancy in the Post Office to start approximately 18 months later.

While the total project cost, construction timeline and job figures associated with the remainder of this development are not known at this time; at such time that the Applicant is ready to actively pursue such construction associated with the Phase II and III Towers, plans and development details will be submitted for review and comment by the Department of Housing and Economic Development and Chicago Plan Commission, subject to Statement No. 13 of this Planned Development and Sections 17-13-0610, 17-

FINAL

13-0611-A and 17-13-0800 of the Chicago Zoning Ordinance. DESIGN

In Phase I, certain common first floor interior elements, such as the lobby off of West Van Buren Street, as well as, the entire exterior of the Post Office will be restored according to the terms contained in the various covenants and related historical mandates which were placed on this building by both the United States' Postal Service and Department of Interior at the time of acquisition by the Applicant. The details and requirements of these restoration efforts are contained in Statement 17 of this Planned Development and will be monitored by the City of Chicago's Landmarks Commission, the State of Illinois' Historical Preservation Agency and the United States Department of the Interior's National Park Service.

Phase I also includes the construction of five (5) stories of multi-use retail, entertainment and commercial space on the sub-area located between the repurposed Post Office and the South Branch of the Chicago River (north of, south of and over the Eisenhower Expressway). The first three levels of this new retail structure will align with the lowest three levels of the Post Office, creating large expansive retail floors. The facade of this structure will consist of both reflective and transparent glass articulated with stainless steel metal cladding accents. The undulating form of the retail building allows for the formation of exterior terraces creating overlooks of the Chicago River and riverwalk features. The northern entry, at the base of this structure, will incorporate an enclosed three (3) story winter garden along West Van Buren Street. Rising above the northern portion of the retail structure is a 1000-foot tall, multi-use, glass tower containing hotel, office and residential uses. The tower will be clad with a glass and stainless steel curtain wall containing operable windows.

West of the Post Office, a 15-story parking structure will service the development on the former Holiday Inn site. Consisting of a concrete structural frame articulated with metal panels, perforated metal screening, reflective glass and cast concrete detailing, the parking structure will provide direct pedestrian access to the Post Office via a five (5) level skybridge. The 20'-wide steel frame will be enclosed by transparent glass to maximize the preservation of sight-lines from, and views of, the Post Office along Canal Street and create minimal intrusions into the historic facade of the Post Office.

As previously noted, at such time that the Applicant is ready to actively pursue such construction associated with the Phase II and III Towers, plans and development details will be submitted for review and comment by the Department of Housing and Economic Development and Chicago Plan Commission, subject to Statement No. 13 of this Planned Development and Sections 17-13-0610, 17-13-0611-A and 17-13-0800 of the Chicago Zoning Ordinance.

LANDSCAPING

The perimeter of project will include both shrubbery and street tree plantings; the entirety of amended PD 1065 will meet the requirements of the Chicago Landscape Ordinance. Approximately 35,000 square feet of additional open space, proposed for

public gathering areas adjacent to the Post Office, will be developed as plazas near building entry points and a buffer adjacent to South Canal Street. In total, approximately 55,000 square feet of ground level landscaped

area will be added as a part of this development, along with approximately 120 trees.

A proposed two-level landscaped river walk will be established along the entire eastern edge of the site, from West Van Buren to West Harrison Streets. The river level of the walk will extend 30'-40' from the river's edge to the face of the bases for the North and South Towers, passing under the Eisenhower (I-290) Expressway. This walkway's eastern 20' will be exposed clear to the sky and may, at various times, contain temporary outdoor seating and other gathering areas for the general public and patrons of the development's various restaurant and retail entities. This walkway will be accessible via external stairs from street level and internal elevators located in the North and South Tower bases. A second 20' wide river walk, covering the western 20' of the river level walk, will be provided at street level; giving the development 40' of river walk area which will be nearly unencumbered by structures.

The only encroachment into this area will be at the base of the North Tower, for a total of 2,636 square feet (with a linear measurement of 132') and extending in portions out approximately 25' into the 30' required river setback area. This encroachment is allowed, per the 2005, Chicago Plan Commission-approved, Chicago River Corridor Design Guidelines and Standards; provided, however, that such encroachments are offset by the provision of open space adjacent to the river walk equal to 2.5 times the encroachment. This proposed 2,636 square feet of encroachment should result in the provision of 6,590 square feet of such open space. However, there will actually be 9,472 square feet of adjacent, publicly-accessible open space, which will also meet the depth and linear requirements of the River Corridor Design Guidelines.

ACCESS/CIRCULATION

Accessory parking for approximately 4,500 cars will be provided in three distinct areas of the development. As a part of the Phase I construction, approximately 1,300 mechanically operated-only parking spaces will be made available on the middle two (2) levels, floors four (4) and five (5), of the Post Office, between the retail and residential floors. Access to these spaces will be via six (6) loading bays, located off West Harrison Street, in a portion of the building's former loading dock space. Also in Phase I, an additional approximately 650 below-grade parking spaces, in a standard driver-parked structure, will be provided beneath the Phase II South Tower base. Access to these spaces will also be off of West Harrison by means of a curb cut near the South Tower base. Finally, the remaining approximately 2,600 parking spaces will be provided in the base of the Phase III West Tower; however, the delivery of such spaces will be dependent on the intensity of uses provided throughout the development. At such time that these West Tower spaces are provided, access to them will be through ingress and egress points on West Congress Parkway and West Harrison, South Clinton and South Canal Streets.

Pursuant to the requirements for parking in a DX-12: A) no parking spaces need be

provided for hotel rooms, office, restaurant or retail space; B) one parking space per 1,000 square feet of hotel banquet, conference or meeting space is required for such space that exceeds 15,000 square feet; and, C) 0.55 parking spaces per unit are required for residential development. However, due to the proximity of public transit stations to the development (Section 17-10-0102-B), the provision of the South Tower's parking within a below-grade parking structure (Section 17-10-0102-C) and the quantity of dwelling units under 800 square feet (Section 17-10-0102-D), at approximately 4,500 spaces, this project will be providing appropriate

levels of parking to serve the proposed uses. As previously noted, at such time that the Applicant is ready to actively pursue such construction associated with the Phase II and III Towers, plans and development details will be submitted for review and comment by the Department of Housing and Economic Development and Chicago Plan Commission, subject to Statement No. 13 of this Planned Development and Sections 17-13-0610, 17-13-0611-A and 17-13-0800 of the Chicago Zoning Ordinance.

Individuals traveling on foot, bicycle or via some other non-motorized manner, or from any number of the nearby public transportation options, will be able to access all portions of the development from all adjacent public right-of-way from any direction, including directly from the aforementioned river walk.

SUSTAINABILITY

In Phase I, the Post Office will have a green roof system covering approximately 125,000 square feet (50% of the roof net site area) and this building will be Leadership in Energy and Environmental Design (LEED) certified. The North Tower and base, as well as, the South and West Tower bases will also have green roof systems covering approximately 80,000 square feet (50% of the combined roof net site area). In addition, the North Tower and base and the South Tower base will be Leadership in Energy and Environmental Design (LEED) certified. All such proposed Phase I development will meet the guidelines of the Sustainable Policy of the Department of Housing and Economic Development.

The Phase II South Tower and Phase III West Tower will be required to adhere to the Sustainable Policy of the Department of Housing and Economic Development, at such time that the Applicant is ready to actively pursue such construction.

BULK/USE/DENSITY

In 2007, when PD 1065 was originally established, the maximum Floor Area Ratio allowed in the Planned Development was 12.0; no Downtown Floor Area Bonuses were applied to that proposal.

While the project currently under consideration does not propose to change the underlying zoning of the Planned Development (DX) or increase the base FAR (12.0); it does contemplate the introduction of 6.23 FAR Bonuses, as detailed in Statement 8 of the Planned Development. The overall FAR for the Planned Development is 18.23, with FAR Bonuses accounting for 6.23 FAR. The FAR for the various portions of the project is as follows:

6

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- Post Office - 8.75
- North and South Tower Base - 3.07
- West Tower Base - 0.33
- North Tower - 7.30
- South Tower - 19.55
- West Tower - 24.97

Per the requirements of Section 17-4-1004-B (3), the Phase I North Tower, Phase II South Tower and Phase III West Tower are each obtaining a minimum of 20% of their respectively requested FAR Bonuses through the Affordable Housing Bonus. All additional FAR Bonuses are applied to each of the three towers in direct proportion to the amount of total FAR Bonus needed to construct each tower, as detailed in the Bulk Table. No

FAR Bonuses are necessary to complete the proposed renovations of the Post Office or to construct either the North and South or West Tower bases.

As previously noted, at such time that the Applicant is ready to actively pursue such construction associated with the Phase II and III Towers, plans and development details will be submitted for review and comment by the Department of Housing and Economic Development and Chicago Plan Commission, subject to Statement No. 13 of this Planned Development and Sections 17-13-0610, 17-13-0611-A and 17-13-0800 of the Chicago Zoning Ordinance. The bulk and use details contained within the Planned Development Statements and Bulk Table, which accompany this report, will be the limitations under which Phases II and III can be developed in the future. All development parameters, including bulk, use and density, are in accordance with the stipulations of Section 17-4-0400 for the DX-12 zoning district.

RECOMMENDATION

The Department of Housing and Economic Development has reviewed the project materials submitted by the Applicant and compared this proposal for redevelopment of these underutilized parcels to the requirements of the Chicago Zoning Ordinance and existing development in the community. The area around this project is a diverse mix of commercial, institutional, office and residential developments and is adjacent to the Chicago River, the downtown Chicago Central Business District and numerous public transportation facilities. Based on the entirety of the department's analysis, DHED has concluded that this proposal is appropriate for this site and supports this development for the following reasons:

- 1) Ensures adequate public review of major development proposals (per 17-8-0101), as evidenced by the April 9, 2013 public meeting held in the community by the local alderman and Applicant, as well as, the review process necessitated by the United States Army Corps of Engineers, the Chicago Union Station Company, the National Railroad Passenger Corporation (Amtrak) and the Illinois Department of Transportation;
- 2) Promotes unified planning and development (per 17-8-0102), as evidenced through the coordination of open space, pedestrian and vehicular access throughout all sub areas and along the Chicago River;
- 3) Promotes economically beneficial development patterns that are compatible

7

FINAL

with the character of existing neighborhoods (per 17-8-0103), as evidenced by the design, massing and proposed uses being in context with the character of the immediate community and aligned with the planning objectives found in the 2009, Chicago Plan Commission-approved, Central Area Action Plan and the 2005, Chicago Plan Commission-approved, Chicago River Corridor Design Guidelines and Standards;

- 4) Ensures a level of amenities appropriate to the nature and scale of the project (per 17-8-0104), as evidenced by the open space, commercial and parking provisions being designed to serve the projected residential, hotel, office and other populations contained within PD 1065, along with the general public, and while being in accordance with the requirements of the Chicago Zoning Ordinance;
- 5) Promotes a flexible application of selected bulk, use and development standards to provide a creative, urban design (per 17-8-0105), as evidenced through both the proposed and pending height and elevation details, building design and floor area bonus amenities;
- 6) Encourages the protection and conservation of natural and historic resources (per 17-8-0106), as evidenced by the provision of a new section of publicly-accessible river walk and the restoration efforts

being proposed for the Post Office itself;

- 7) Promotes transit, pedestrian and bicycle use (per 17-8-0904-A-2), as evidenced through its proximity to public transit, the accommodations made for bicycle parking and the site's level of pedestrian accessibility;
- 8) Properly screens associated parking (per 17-08-0904-C-2) in shared facilities (per 17-08-0904-C-3) which imposes minimal impact on pedestrian traffic in D zoning districts (per 17-08-0904-D-1), as evidenced through the access to the enclosed structured parking being made available for all phases of this proposal with drop-off areas being provided at-grade on the south side of Sub Area B and separate from the open space and river walk amenities that are being provided on the roof of, and adjacent to various portions of this project;
- 9) Provides safe and attractive walkways and pedestrian routes (per 17-8-0905-A-1), as evidenced by the interior pathways and perimeter sidewalks and river walk which connect the proposal with adjacent parcels along public rights-of-way;
- 10) Provides active street-level spaces and avoids blank walls within proposed buildings to engage pedestrian interest (per 17-8-0905-A-2 and 17-8-0905-A-3), as evidenced by the visibility of the lobby areas from the adjacent public rights-of-way and those areas being encased behind facades dominated by glass at and above the pedestrian's eye-level, along with active open space being provided between buildings and adjacent to the entirety of the property's river walk;
- 11) Emphasizes building entries through architecture and design (per 17-8-0905-A-4), as evidenced through the design of the lobby areas and adjacent open space;
- 12) Provides structures that allow for direct pedestrian access from the surrounding sidewalks (per 17-8-0905-B-1 & 2), as evidenced by the placement of

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walkways, sidewalks and the river walk adjacent to the buildings, connected to their corresponding open space areas and leading to their respective entryways;

- 13) Avoidance of large expanses of blank walls (per 17-8-0905-B-4), as evidenced by the design and site details described in item 10 above;
- 14) Reinforces highly desirable urban features found throughout the surrounding community (per 17-8-0906-A-1), as evidenced by the river walk and open space provisions and connectivity to the adjacent parcels and public rights-of-way;
- 15) Building orientation and massing should create active street or building walls lining the sidewalk and close to both street frontages to help hold and give prominence to the corner (per 17-8-0906-B-1 & 4) while providing adequate separation between buildings on the interior of the site (per 17-8-0906-B-6), as evidenced by the base and tower locations at-grade and associated parking access points, found either below grade or away from primary pedestrian entry points and the provision of approximately 80,000 square feet of open space throughout property, including within the river walk system;
- 16) Service areas should be located away from the street and away from residential buildings and entrances (per 17-8-0906-D-1), as evidenced by the design and placement of the loading and trash receptacle within the Post Office, in the current loading dock area, and consequently blocked from view from a majority of the project's public access points and the river walk;
- 17) All sides and areas of the buildings that are visible to the public should be treated with materials, finishes and architectural details that are of high-quality and appropriate for use on primary street-facing facade (per 17-8-0907-A-4) and should have a clearly defined vertical appearance (per 17-8-0907-B-1), as

- evidenced through the material callouts in this report and on the elevations and the corresponding proposal renderings;
- 18) Promotes environmentally sustainable development practices (per 17-8-0908-A), as evidenced through the presence of a 205,000 square foot green roof and the pursuit of LEED certification, meeting the guidelines of the Sustainable Policy of the Department of Housing and Economic Development;
 - 19) Reduces the speed and contamination of stormwater runoff flows from the site (per 17-8-0908-B), as evidenced by the development's adherence to the requirements of the City of Chicago's Stormwater Management Ordinance;
 - 20) Provides inviting and usable open space containing unique features and substantial landscaping (per 17-8-0909-A-1, 2 & 3) that maximizes exposure to sunlight and allows for public gathering and activity in a visually attractive setting (per 17-8-0909-B-1 & 2) which supplements the numerous on-site amenities available to tenants and other individuals who will ultimately comprise the population of residents and office workers at this location (per 17-8-0909-C), as evidenced by the approximately 250,000 square feet of recreational and outdoor activity areas being established at ground level and throughout the publicly-accessible rooftop open spaces, in addition to the adjacent river walk area and separately, through the indoor recreational areas that will be established for residents and guests of the all phases of this project; and,

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- 21) Adheres to the waterway development requirements (per 17-8-0912), as evidenced through the setback, river walk, seawall and open space provisions and mitigations detailed in this report, as well as, in the site and landscape plans which accompany this proposal.

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. Specifically, per 17-13-0308:

- 1) Per 17-13-0308-A, the site lies within the boundaries of the 2009, Chicago Plan Commission-approved, Central Area Action Plan and is subject to the objectives found in the 2005, Chicago Plan Commission-approved, Chicago River Corridor Design Guidelines and Standards. Per redevelopment criteria in both documents, the Applicant's proposal adheres to the development objectives for the South West Loop area of the City and provides the necessary open space and river walk amenities.
- 2) Per 17-13-0308-B, the introduction of these residential and commercial uses, as described in this proposal, is consistent with adjacent development and aligns with the trend toward dense, high-rise, mixed-use structures being established in and around the Central Business District and furthers the City's long-term goal of improving the sustainability of neighborhoods already well served by transit.
- 3) Per 17-13-0308-C, the proposed development is compatible with surrounding residential and commercial development in terms of land use, as well as, the density and scale of the physical structure.
- 4) Per 17-13-0308-D, the proposed underlying zoning for this planned development (DX-12) is consistent with other zoning districts, both adjacent to this site and in the immediate area.
- 5) Per 17-13-0308-E, the public infrastructure facilities and City services will be adequate to serve the proposed development at the time of occupancy and the project will comply with the requirements for access in case of fire and other emergencies. The proposed project has been reviewed by the Mayor's Office for People with Disabilities and the Department of Transportation and all requested changes have been made. Copies of this application have been circulated to other City departments and agencies and no comments have been received which have not been addressed in the

application.

Based on the foregoing, it is the recommendation of the Department of Housing and Economic Development that this application for an amendment to Planned Development No. 1065 be approved and that the recommendation to the City Council Committee on Zoning, Landmarks and Building Standards be "As Amended, Passage Recommended"¹.

Bureau of Planning and Zoning
Department of Housing and Economic Development

10

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Department of Housing and Economic Development
city of chicago

**324 WEST HARRISON STREET PROPOSED AMENDMENT TO PLANNED
DEVELOPMENT NO. 1065
(APPLICATION NO. 17308)**

RESOLUTION

WHEREAS, International Property Developers North America Inc., has submitted a zoning map amendment application seeking approval for an amendment to Planned Development No. 1065; and,

WHEREAS, the Applicant proposes to renovate the existing former Chicago Main Post Office and construct three adjacent high-rises, with maximum heights not to exceed 1,000 feet, 1,000 feet and 2,000 feet, in order to provide a mixed-use development, containing approximately 10,000,000 square feet of floor area. Such space will be developed containing approximately 1,200 hotel rooms, 6,400 residential units, 800,000 square feet of retail and 4,500 accessory and non-accessory parking spaces; along with office, restaurant and accessory and related uses; and,

WHEREAS, no change is proposed to the underlying zoning of DX-12 (Downtown Mixed-Use District) as a part of this proposal; and, upon approval, Planned Development No. 1065, as amended, will be re-established; and,

WHEREAS the Applicant's request to amend Planned Development No. 1065 was introduced to the City Council on July 28, 2011; and,

WHEREAS, proper legal notice of the hearing for this application before the Plan Commission was

published in the Chicago Sun-Times on July 3, 2013 and the Applicant was separately notified of this hearing; and,

WHEREAS, this proposed application was considered at a public hearing by this Plan Commission on July 18, 2013; and

WHEREAS, the Department of Housing and Economic Development recommended approval of the application, with the recommendation and explanation contained in the written report dated July 18, 2013, a copy of which is attached hereto and made a part hereof; and,

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

FINAL

WHEREAS, the Plan Commission has fully reviewed the application and all associated informational submissions, the report and recommendation of the Department of Housing and Economic Development and all other testimony presented at the public hearing held on July 18, 2013, giving consideration to the applicable provisions of the Zoning Ordinance.

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

1. THAT the above-stated recitals to this resolution together with the report of the Department of Housing and Economic Development be adopted as the findings of fact of the Plan Commission regarding this zoning map amendment application; and,
2. THAT this Plan Commission recommends approval, to the City Council Committee on Zoning, Landmarks and Building Standards, of the final zoning map amendment application dated July 18, 2013, as being in conformance with the provisions, terms and conditions of the Zoning Ordinance.

Martin Cabrera, Jr. Chairman
Chicago Plan Commission

PD No. 1065, as amended Approved: July 18,
2013

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

CITY OF CHICAGO

**APPLICATION FOR AN AMENDMENT TO THE
CHICAGO ZONING ORDINANCE**

1. **ADDRESS of the property Applicant is seeking to rezone:**
324-514 W. Harrison St.; 522-530 W. Harrison St.; 511-537 S. Clinton St.; 401-439 W. Van Buren St.;
508-534 S. Canal St.; 401-535 S. Canal St.; 700-750 S. Wells St.

2. **Ward Number that property is located in:** 2 (Ald- Robert Fioretti)

3. **APPLICANT** International Property Developers North America Inc.

ADDRESS c/o ft- Bougourd, 1PD (Guernsey) Ltd, Barclays, PO Box 671, Regency Court, Glatcgny
Esplanade

CITY St. Peter Port **STATE** Guernsey **ZIP CODE** GY1 3ST

PHONE (312) 726-8797 **CONTACT PERSON** John J- George (attorney)

4. **Is the applicant the owner of the property?** YES ☒ (one parcel) ☐ (other parcels) 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 application to proceed.

OWNER United States Postal Service (see attached sheets)

ADDRESS 475 ^"fant Plaza SW

CITY Washington **STATE** DC **ZIP CODE** 20260-1861

PHONE (202) 268-3389 **CONTACT PERSON** Tom A. Samra

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

ATTORNEY John J. George

ADDRESS 20 S. Clark St., Suite 400

CITY Chicago, IL 60603

PHONE (312) 726-8797

FAX (312) 726-8819

6. If the applicant is a corporation please provide the names of all shareholder* as disclosed on the Economic Disclosure Statements.

William Charles Davies

7. On what date did the owner acquire legal title to the subject property? October 2009

8. Has the present owner previously rezoned this property? If yes, when?
No.

9. Present Zoning District PD 1065. PQ 1163 Proposed Zoning District Waterway Business Residential Plan Development No. 1065, as amended
10. Lot size in square feet (or dimensions) 902.985 square feet
11. Current Use of the property Qld Main Post Office; USPS building, hotel, parking, vacant land
12. Reason for rezoning the property New proposed development - multi-building, mixed use development; see attached application materials.
13. Describe the proposed use of the property after the rezoning. **irui\<***t> the number of dwelling units; number of parking spaces; approximate square footage of any commercial space; and height of the proposed building. (BE SPECIFIC)**
New proposed development - multi-building, mixed use development; see attached application materials.
14. On May 14*, 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

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SUBSTITUTE ORDINANCE

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

SECTION 1. That the Chicago Zoning Ordinance, be amended by changing all of the Waterway Business Residential Planned Development 1065, Residential Planned Development 1163, DX-12 Downtown Mixed-Use District, and DX-7 Downtown Mixed-Use District symbols and indications as shown on Map No. 2-F in the area bounded by

West Van Buren Street; the South Branch of the Chicago River; West Harrison Street; a line 160.1 feet east of and parallel to South Clinton Street; a line 60 feet north of and parallel to West Harrison Street; a line 98.95 feet east of and parallel to South Clinton Street; West Harrison Street; South Clinton Street; West Congress Parkway; South Canal Street

to those of DX-12 Downtown Mixed-Use District which is hereby established in the area above described.

SECTION 2. That the Chicago Zoning Ordinance, be amended by changing all of the DX-12 Downtown Mixed-Use District symbols and indications as shown on Map No. 2-F in the area bounded by

West Van Buren Street; the South Branch of the Chicago River; West Harrison Street; a line 160.1 feet east of and parallel to South Clinton Street; a line 60 feet north of and parallel to West Harrison Street; a line 98.95 feet east of and parallel to South Clinton Street; West Harrison Street; South Clinton Street; West Congress Parkway; South Canal Street

to those of Waterway Business-Residential Planned Development Number 1065, as amended, which is hereby established in the area above described, subject to such use and bulk regulations as are set forth in the attached Plan of Development, which is made a part of this Ordinance.

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

FINAL FOR PUBLICATION

Plan of Development Statements Planned Development
No. 1065, as amended

1. The area delineated herein as Planned Development Number 1065, as amended, ("Planned Development") consists of approximately 548,752 square feet of property which is depicted on the attached Planned Development Boundary and Property Line Map ("Property") and is owned or controlled by the Applicant, International Property Developers North America Inc.
2. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors. All rights granted hereunder to the Applicant shall inure to the benefit of the Applicant's successors and assigns and, if different than the Applicant, the legal title holder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the Property, at the time of application for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made, shall be under single ownership or designated control. Single designated control is defined in Section 17-8-0400 of the Zoning Ordinance.
3. All applicable official reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees. Any dedication or vacation of streets or alleys or grants of easements or any adjustment of the right-of-way shall require a separate submittal to the Department of Transportation on behalf of the Applicant or its successors, assigns or grantees.

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

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

All work proposed in the public way must be designed and constructed in accordance with the Department of Transportation Construction Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago. Prior to the issuance of any Part II approval, the submitted plans must be approved by the Department of Transportation and the existing No-Build Restriction Ordinance (passed by the Chicago City Council January 21, 1931, and recorded as document 15943542 with the Cook County Recorder of Deeds) must be rescinded, to the extent this proposed development conflicts with parameters of this No-Build Restriction Ordinance.

All applicable National Railroad Passenger Corporation ("Amtrak"), Chicago Union Station Company ("CUSC") and Commuter Rail Board ("Metra") reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees prior to the

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13,2011
Plan Commission: July 18,2013

issuance of any Part II approvals for only Phase IB of this proposed development, per Statement 9 of this Planned Development Ordinance. Any development support infrastructure associated with the Planned Development, may require a separate submittal to, and review by, Amtrak, the CUSC or Metra on behalf of the Applicant or its successors, assigns or grantees and any associated approvals shall be in compliance with the Planned Development.

The construction and delivery of: 1) an elevator shaft, reaching a depth of 18.378' below grade, in the area indicated on the attached Overall Site Plan; 2) the associated elevator to be used within said shaft; and, 3) the appropriate space for a doorway to be established within the elevator lobby in the area indicated on the attached Overall Site Plan, will be provided by the Applicant, subject to review by the Chicago Transit Authority ("CTA") and must be designed in accordance with requirements as determined by the CTA and in compliance with the Municipal Code of Chicago. All applicable CTA reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees prior to the issuance of any Part II approvals for only Phase ID of this proposed development, per Statement 9 of this Planned Development Ordinance. Any public transit access infrastructure associated with the Planned Development, may require a separate submittal to, and review by, the CTA on behalf of the Applicant or its successors, assigns or grantees and any associated approvals shall be in compliance with the Planned Development. These elevator shaft, elevator and doorway space improvements will exclusively serve the Applicant's below grade parking structure and Indoor Through Block Connection, as detailed in the attached Overall Site Plan, Indoor Through Block Connection Downtown Floor Area Bonus Plan and Underground Parking Downtown Floor Area Bonus Plan, until such time that the CTA is prepared to provide the necessary infrastructure improvements to connect said elevator shaft, elevator and doorway space to the Clinton Street Blue Line Station. The funding, design and provision of the elevator shaft, elevator and doorway space improvements detailed in this Statement 14 will be the sole responsibility of the Applicant.

All applicable Illinois Department of Transportation ("IDOT") reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees prior to the issuance of any Part II approvals for only Phase IB of this proposed development, per Statement 9 of this Planned Development Ordinance. Any improvements associated with this Planned Development which impact IDOT-controlled real estate, infrastructure or other related interests, may require a separate submittal to, and review and approval by, IDOT on behalf of the Applicant or its successors, assigns or grantees and any associated approvals shall be in compliance with the Planned Development.

4. This Plan of Development consists of 18 Statements and the following Exhibits: Bulk Regulations Table; Sub-Area Map; Planned Development Boundary and Property Line Map; Existing Land-Use Map; Existing Zoning Map; Public Right-of-Way Adjustment Map; Overall Site Plan; Sub-Area I Site Plan; Sub-Area II Site Plan; Sub-Area III Site Plan; Overall Landscape Plan; Sub-Area I Landscape Plan; Sub-Area II Landscape Plan; Sub-Area III Landscape Plan; Roof Plan and Green Roof Plan; maps specific to Phase I (Second Floor Plan, Third Floor Plan, Fourth/Fifth Floor Plan, Sixth/Seventh Floor Plan, Eighth/Ninth Floor

Applicant:	International Property Developers North America Inc.
Address:	324 West Harrison Street
Introduced:	July 13, 2011
Plan Commission:	July 18, 2013

FINAL FOR PUBLICATION

Plan, Post Office Residential Layout Plan, Typical Sub-Area II Tower Floor Plan, P1/P2 Floor Plan, P3 Floor Plan, P4 Floor Plan, Longitudinal Building Section, Transverse Building Section, South Elevation, East Elevation, North Elevation and West Elevation); Downtown Floor Area Bonus Plans (Public Plazas and Pocket Parks, Chicago Riverwalk Improvements, Winter Gardens, Outdoor Through-Block Connection, Indoor Through-Block Connection, Water Features in Public Open Spaces, Sidewalk Widening, Underground Parking Sub-Area II and Underground Parking Sub-Area III); Bonus Worksheet; Sub-Area I Interim Parking Plan; Sub-Area II Interim Parking Plan; Sub-Area III Interim Parking Plan; and, Area Infrastructure Improvements prepared by Antunovich Associates and dated July 18, 2013, submitted herein. Full-sized copies of the Site Plans, Landscape Plans and Building Elevations are on file with the Department of Housing and Economic Development. In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development conforms to the intent and purpose of the 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 the Planned Development Ordinance and the Zoning Ordinance, the Planned Development Ordinance shall control.

5. The following uses are allowed in the area delineated herein as the Planned Development: elderly housing; multi-unit residential; assisted living (elderly custodial care); nursing home (skilled nursing care); eating and drinking establishments (all, including taverns); entertainment and spectator sports (all allowed or permitted); food and beverage retail sales (including liquor store package goods and liquor sales as accessory use); hotel; office; retail sales (general); sports and recreation, participant (all allowed or permitted); wireless communications facilities; accessory and non-accessory parking; and, accessory and related uses.

The maximum number of residential units allowed in the Planned Development will be 6,769. Of that, a maximum of 2,155 residential units will be provided in the former Chicago Main Post Office; a maximum of 1,000 residential units will be provided in the Phase I North Tower; a maximum of 2,754 units will be provided in the Phase II South Tower; and, a maximum of 860 units will be provided in the Phase III West Tower.

The maximum number of hotel rooms allowed in the Planned Development will be 1,240. Of that, a maximum of 320 hotel rooms will be provided in the Phase I North Tower; a maximum of 600 hotel rooms will be provided in the Phase II South Tower; and, a maximum of 320 hotel rooms will be provided in the Phase III West Tower. Any quantity of hotel rooms provided within the former Chicago Main Post Office will be deducted from the overall maximum within this Planned Development of 1,240; thereby, directly reducing the maximum allowed quantity of hotel rooms available to be provided within the Phase I North Tower, Phase II South Tower or Phase III West Tower.

Development of both the Phase II South Tower and the Phase III West Tower will be subject to Site Plan Approval by the Zoning Administrator, following review and comment by the Department of Housing and Economic Development and Chicago Plan Commission, subject

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13, 2011
Plan Commission: July 18, 2013

FINAL FOR PUBLICATION

to Statement No. 13 of this Planned Development and Sections 17-13-0610, 17-13-061 1-A and 17-13-0800 of the Chicago Zoning Ordinance.

Minimum on-site accessory parking and loading space requirements for all uses, in all phases, will be subject to the parameters of the DX-12 zoning district, as listed in Section 17-10-0208. In addition, all such uses may apply all applicable off-street accessory parking exemptions and reductions, as found in Sections 17-10-0102-B (1-3), 17-10-0102-C and 17-10-0102-D. Minimum on-site accessory parking and loading space requirements for a certain phase (or for certain phases) may be satisfied through the provision of such space (or spaces) in another certain phase (or in other certain phases) of the Planned Development. Interim surface and structured accessory and non-accessory parking spaces may be provided in the Planned Development, provided such spaces meet the requirements of the Landscape Ordinance.

6. On-Premise signs and temporary signs, such as construction and marketing signs, shall be permitted within the Planned Development, subject to the review and approval of the Department of Housing and Economic Development. Off-Premise signs are prohibited within the boundary of the Planned Development.
7. For purposes of height measurement, the definitions in the Zoning Ordinance shall apply. The height of any building shall also be subject to height limitations, if any, established by the Federal Aviation Administration.
8. The maximum permitted Floor Area Ratio ("FAR") for the site shall be in accordance with the attached Bulk Regulations 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 548,752 square feet of property and a base FAR of 12.0. The improvements to be constructed on the Property will utilize the following series of FAR bonuses:

Description (list of all bonuses applied for and calculations) FAR

Base FAR:

Affordable Housing:

Public Plazas and Pocket Parks:

Chicago Riverwalk Improvements:

Winter Gardens:

Outdoor Through-Block Connection: Indoor Through-Block Connection: Water Features in Public Open Spaces: Sidewalk Widening: Underground Parking: Total Bonus FAR: Total FAR:

12.00

2.05

0.09

0.06

0.32

0.30

0.77

0.80

0.25

1.58

6.23

18.23

Applicant:

Address:

Introduced:

Plan Commission:

International Property Developers North America Inc. 324 West Harrison Street July 13, 2011 July IS, 2013

4

FINAL FOR PUBLICATION

FINAL

Pursuant to Section 17-4-1003-B, the Zoning Administrator may review and approve modifications to the aforementioned Floor Area Ratio Bonuses, made necessary due to unique circumstances that may arise throughout the provision of the project contemplated in this Planned Development Ordinance, provided the public benefit associated with the modifications is equal to, or of greater value than, the public benefit contained in this Planned Development Ordinance.

Pursuant to Section 17-4-1004-B of the Zoning Ordinance, the Applicant has requested affordable housing bonus floor area ("Bonus FAR") for the North and South Towers in Sub-Area 2 and the West Tower in Sub-Area 3 (each, an "Eligible Building"), as set forth in the bonus worksheet attached hereto (the "Bonus Worksheet"). In accordance with the formulas set forth in Section 17-4-1004-C and the Bonus Worksheet, the Applicant acknowledges and agrees that in exchange for the Bonus FAR it must either: (i) devote a minimum of 281,235 square feet in the Eligible Buildings to affordable housing ("Affordable Floor Area"); or (ii) make a cash payment in lieu of providing the Affordable Floor Area in the amount of \$26,098,631; or (iii) any combination of (i) and (ii); provided, however, the Applicant shall provide a minimum of 10% of the required Affordable Floor Area in accordance with the chart below.

The Applicant shall distribute the Affordable Floor Area among the Eligible Buildings proportionately based on the amount of Bonus FAR each building receives compared to the overall Bonus FAR in the Planned Development, as set forth in the chart below. If the Applicant elects to make a cash payment in lieu of providing any Affordable Floor Area, such payment shall be determined by multiplying \$26,098,631 by a fraction, the numerator of which shall be the amount of undeveloped Affordable Floor Area and the denominator of which shall be 281,235 square feet (the "Pro Rata Cash Contribution").

	Sub-Area Two		Sub-Area Three	Totals
	North Tower	South Tower	West Tower	
Bonus FAR sf (affordable housing)	224,988	599,969	299,984	1,124,941
Square footage of affordable units required	56,247	149,993	74,996	281,235
Minimum amount of affordable square footage required	5,625	14,999	7,500	28,124
In-lieu payment owed	\$5,219,722	\$13,919,280	\$6,959,629	\$26,098,631

Prior to the issuance of a building permit (including, without limitation, an excavation or foundation permit) for any Eligible Building, the Applicant must make the required Pro Rata Cash Contribution for

any undeveloped Affordable Floor Area (if any) and/or provide a performance bond or other security in an amount equal to the Pro Rata Cash Contribution for each affordable unit to be developed ensuring construction of such affordable units in

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13, 2011
Plan Commission: July 18, 2013

5

FINAL FOR PUBLICATION

accordance with Section 17-4-1004-E6. The Applicant must also enter into an Affordable Housing Agreement with the City pursuant to Section 17-4-1004-E9 prior to the issuance of any building permits for the Eligible Building. The terms of the Affordable Housing Agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the Affordable Housing Agreement will be recorded against the Eligible Building and will constitute a lien against each affordable unit in an amount equal to the Pro Rata Cash Contribution for such unit. The City shall execute partial releases of the Affordable Housing Agreement prior to or at the time of the sale of each affordable unit to an income-eligible buyer at an affordable price, subject to the simultaneous execution and recording of a mortgage, restrictive covenant or similar instrument against such affordable unit. In addition to the Affordable Housing Agreement, the Applicant acknowledges and agrees that, pursuant to Section 17-4-1003-D3, the Bonus Worksheet (as updated in accordance with this Statement) will serve as an official record of bonuses and amenities. The Applicant must comply with the applicable affordable housing standards and requirements set forth in 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 Housing and Economic 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 size of any Eligible Building (resulting in a corresponding reduction in Bonus FAR), the Department may adjust the requirements of this Statement 8 (i.e., required Affordable Floor Area and/or in lieu cash payment) accordingly without amending the Planned Development; provided, however, the Applicant must provide the minimum amount of Affordable Floor Area as set forth in the chart above. In order for any such changes to be effective, the Applicant shall update and resubmit the Bonus Worksheet to the Department for review and approval.

Notwithstanding anything to the contrary contained herein, and although the Applicant is not requesting Bonus FAR in connection with the existing Old Post Office in Sub-Area 1 (and such building is not otherwise subject to an affordable housing requirement under the Municipal Code), the Applicant may elect to provide Affordable Floor Area in the existing Old Post Office as a component of the residential units constructed therein and may apply such Affordable Floor Area towards satisfying the amount of Affordable Floor Area required hereunder. Any affordable units provided in the Old Post Office pursuant to this paragraph must comply with all standards and requirements applicable to the affordable units in the Eligible Buildings, including, without limitation, the Design Guidelines set forth in Section 17-4-1004-E.8.

9. Upon review and determination, "Part II Review", pursuant to Section 17-13-0610 of the Zoning Ordinance, a Part II Review Fee shall be assessed by the Department of Housing and Economic Development. The fee, as determined by staff at the time, is final and binding on the Applicant and must be paid to the Department

of Revenue prior to the issuance of any Part II approval.

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13, 2011
Plan Commission: July 18, 2013

6

FINAL FOR PUBLICATION

10. The Site and Landscape Plans shall be in substantial conformance with the Landscape Ordinance and any other corresponding regulations and guidelines. Final landscape plan review and approval will be by the Department of Housing and Economic Development. Any interim reviews associated with site plan review or Part II reviews, are conditional until final Part II approval.
11. The Applicant shall comply with Rules and Regulations for the Maintenance of Stockpiles promulgated by the Commissioners of the Departments of Streets and Sanitation, Fleet and Facility Management and Buildings, under Section 13-32-125 of the Municipal Code, or any other provision of that Code.
12. The 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 to provide a landscaped river setback and continuous riverside trail as indicated on the Landscape Plan and River Walk Plan and Cross-Sections and permit connection of such setback and trail to the setback and trails of adjacent properties when the river edges of the adjacent properties are similarly improved. The Applicant shall permit ungated public access to this aforementioned river setback and provide signage on the river walk that the river walk is open to the public during typical Chicago Park District hours. All improvements within the river setback must be substantially completed prior to receipt of Certificate of Occupancy for Phase IB of the Planned Development, provided that planting may be delayed, if consistent with good landscape practice, but not longer than one year following receipt of the Certificate of Occupancy. The Applicant acknowledges that such request for any Phase IB Certificate of Occupancy must be made to the attention of, and approved by, the Commissioners of the Departments of Buildings, Housing and Economic Development and Transportation. The Applicant also acknowledges the desirability of wildlife habitat and other natural features in or near the water's edge and shall work with the City and interested parties to provide such features to the extent practical. In particular, trees in the riverwalk area shall be primarily canopy (overstory) species planted in soil having sufficient depth, volume and permeable surface to promote robust growth.
13. The terms and conditions of development under this Planned Development ordinance may be modified administratively, pursuant to this Statement 13 and Section 17-13-0611-A of the Zoning Ordinance by the Zoning Administrator upon the application for such a modification by the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors.

Prior to Part II Approval (per Section 17-13-0610) for the Phase II South Tower and the Phase III West Tower, the Applicant shall submit, for Site Plan Approval (per Section 17-13-0800), the corresponding Bulk Table, Site Plan, Green Roof Plan, Tower Setbacks Plan and Building Elevations, for review and approval by the Department of Housing and Economic Development. Review and approval by the

Department of Housing and Economic

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13, 2011
Plan Commission: July 18, 2013

7

FINAL FOR PUBLICATION

FINAL

Development is intended to assure that specific development components substantially conform with the Planned Development and to assist the City in monitoring ongoing development. The Applicant shall also submit a traffic study that contemplates the actual extent of the specific Phase proposed for development and which details the anticipated vehicular and pedestrian impact of such project on both the subject site and area infrastructure. Review and approval of such traffic study by the Department of Transportation is intended to assure that the proposed development will not establish an improperly mitigated burden on the existing infrastructure. If any such modifications are needed, the study shall detail the specific improvements, to be fully funded by the Applicant, which will provide for the necessary infrastructure upgrades.

In addition, the Applicant shall coordinate with the Fire Department and the Mayor's Office for People with Disabilities for their respective reviews of the specific Phase and such plans are also to be presented to the Chicago Plan Commission for review and comment. Only after all comments generated by such departmental and Plan Commission reviews have been addressed shall the Department of Housing and Economic Development consider granting Site Plan Approval. Following such Site Plan Approval by the Department of Housing and Economic Development, the 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.

All Site Plan Approval submittals shall, at a minimum, include the following information:

- fully-dimensioned site plan (including a footprint of the proposed improvements);
- fully-dimensioned building elevations;
- fully-dimensioned tower setbacks;
- fully-dimensioned green roof plan;
- fully-dimensioned downtown floor area bonus plan (as applicable);
- statistical information (bulk table) applicable to the specific Phase, including floor area (both base and bonus FAR, as applicable), uses (and associated quantities of such) to be established, sustainable development amenities, parking projections, building heights and setbacks; and,
 - traffic study detailing the anticipated vehicular and pedestrian impact.

All Site Plan Approval submittals shall include all other information deemed necessary to illustrate substantial conformance to the Planned Development. Changes or modifications to the Planned Development must be made pursuant to the provisions of this Statement 13 and Section 17-13-0611-A. In the event of any inconsistency between submitted plans and the terms of the Planned Development, the terms of the Planned Development shall govern.

14. Applicant commits to provide and fully-fund the Phase I, Phase II and Phase III infrastructure improvements, as detailed in the attached Area Infrastructure Improvements exhibit. The funding, design and provision of all infrastructure improvements detailed in the Area Infrastructure Improvements exhibit

will be the responsibility of the Applicant, will be subject to review and installation scheduling by the Department of Transportation and must be designed and constructed in accordance with the Department of Transportation

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13, 2011
Plan Commission: July 18, 2013

8

FINAL FOR PUBLICATION

Construction Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago.

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 buildings in a manner that provides healthier indoor environments, reduces operating costs, conserves energy and maximizes the preservation of natural resources. The Phase I former Chicago Main Post Office and North Tower, and the podiums of the Phase II South Tower and Phase III West Tower (to be constructed in Phase I), will have a green roof system covering a minimum of 205,000 square feet (representing the total of 50% of each structure's roof net site area); in addition, all four structures will be Leadership in Energy and Environmental Design (LEED) certified, meeting the guidelines of the Sustainable Policy of the Department of Housing and Economic Development. The Phase II South Tower and Phase III West Tower will be required to adhere to the Sustainable Policy of the Department of Housing and Economic Development, at such time that the applicant is ready to actively pursue such construction.
17. The improvements shall be designed, installed and maintained in substantial conformance with the Bulk Regulations and Data Table, the Site Plan, Landscape Plan and Building Elevations attached hereto. The landscaping (including street trees in the adjacent right-of-way) shall be designed, installed and maintained in substantial conformance with the landscaping and parkway tree provisions of the Chicago Zoning Ordinance and corresponding regulations and guidelines subject to the allowance for existing infrastructure. The Applicant acknowledges that the Planned Development includes a building commonly known as the former Chicago Main Post Office and identified as potentially significant in the Chicago Historic Resources Survey. Pursuant to the Zoning Ordinance, Section 17-8-0911 and Section 13-32-230 of the Municipal Code, the Applicant acknowledges that planned developments should give priority to the adaptive reuse of historic buildings which have been designated as a "Chicago Landmark" or color-coded red or orange in the Chicago Historic Resources Survey. Therefore, the applicant agrees to retain, preserve and rehabilitate the character-defining features of the building as a condition of this planned development and consistent with the plans and drawings incorporated herein. The character-defining features are identified as the historic Van Buren Office lobby interior and the building's exterior elevations, except as modified or otherwise changed consistent with these plans and drawings, including the demolition of portions of the building depicted therein. A scope of work to rehabilitate the significant features shall be

included as part of the Part II submittal. In general, original features and materials of the character-defining features should be retained and preserved as much as reasonably possible, while any changes should be compatible with the building's historic character. Such work to the character-defining

Applicant: International Property Developers North America Inc.
Address: 324 West Harrison Street
Introduced: July 13, 2011
Plan Commission: July 18, 2013

9

FINAL FOR PUBLICATION final

features shall be subject to the review and approval of the Department of Housing and Economic Development as a part of the Part II Review.

18. This Planned Development shall be governed by Section 17-13-0612 of the Zoning Ordinance; any such construction activity undertaken, and pursued with reasonable diligence, by the Applicant pursuant to this Section shall be deemed sufficient to vest the zoning authority contained within this Planned Development ordinance, in its entirety, on this Property. Should this Planned Development Ordinance lapse, the Commissioner of the Department of Housing and Economic Development shall initiate a Zoning Map Amendment to rezone the property to Planned Development 1065 (dated December 14, 2012).

Applicant: International Property Developers North America Inc.
 Address: 324 West Harrison Street
 Introduced: July 13, 2011
 Plan Commission: July 18, 2013

10

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Based on Drawings filed with PD Submission - 07/1G/2013

OLD CHICAGO POST OFFICE REDEVELOPMENT -- FINAL BULK REGULATIONS AND DATA TABLE

	Sub Area 1	Sub Area 2	Sub Area 3			
	Existing Old Post Office	Base	North Tower	South Tower	Base	West Tower
	Phase M	Ph*a» /B	Phase TC	Phase 7	P/Mse tO	Phase J
Gross Site Area (Net Site Area Remaining in Public F Way)		211,387 sf			108,425 sf	
Net Site Area	289,143 sf	195,144 sf			64,465 Sf	
Bonus FAR (Affordable Ho			1.15	3.07		4.65
			224,988 sf	599,969 sf		299,984 sf
Bonus FAR (Plazas & Pocl Perks) *	-	-	0.05	0.14		0.21
			9,938 sf	26,502 sf		13,251 si
Bonus FAR (Riverwalk) ■	-	-	0.04	0.09	-	0.14
			6,917 sf	18,445sf		9,222 sf
Bonus FAR (VWnler Garde	-	-	0.18	0.47	-	0.72
			34,622 sf	92,326 Sf		46,163 sf
Bonus FAR (Outdoor Thro Block Connection) *	•	•	0.17	0.45		0.69
			33,122 sf	88,326 sf		44,163sf
Bonus FAR (Indoor Throu Block Connection)"	-	-	0.43	1.16	-	1.75
			84,633 sf	225,688 sf		112,844 sf
Bonus FAR (Water Feature Public Spaces)"	-	-	0.45	1.20	-	1.81
			87,649 sf	233,731 sf		116,866 sf
Sonus FAR (Sidewalk Widening) *			0.14	0.38	-	0.57
			27,619 sf	73,651 sf		36,826 sf
Bonus FAR (Underground Parking) *	-	-	0.89	2.37	-	3.59
			173,796 sf	463,456 sf		231,728 sf
Total Bonus FAR *	-	-	3.50	9.34	-	14.13
			683,286 sf	1,822,098 St		911,048 sf
Masterplan Proposed FAR8.75	3.07	7.30	19.55	0.33	24.97	18.23
2,530,000 sf	600,000 sf	1,425,000 sf	3,815,000 sf	21,453 sf	1,610,000 sf	10,001,453 sf
Maximum Number of Resi2,155 units Units *	0	1,000 units	2,754 units	0	860 units	6,769 units

Maximum Number of Hotel Rooms	0	320 Rooms	600 Rooms	0	320 Rooms	1,240 Rooms
Maximum Number of Accessory Off Street Parking Spaces	653 spaces	-	-	2,595 spaces	-	4,548 spaces
Minimum Number of Accessory Off Street Loading Spaces	0	-	-	3 berths	-	16 berths
Building Setbacks	Per Site Plans					
Maximum Building Height	230'-0"	105'-0"	1,000'-0"	2,000MT	iso'-0"	1,000'-0"
Minimum Number of Bicycle Racks	0	125	125	0	125	500

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ADDRESS: DATE:

GREEN FEATURES: New Buildings : LEED Certified and so* Green poof

APPLICANT-. International' Property Developers North America Inc.

FORMER CHICAGO POST OFFICE SITE - 324 W. Hamson St. Chicago. IL July 18. 2013

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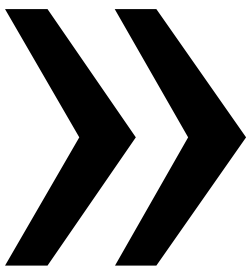
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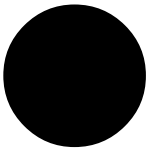
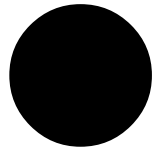
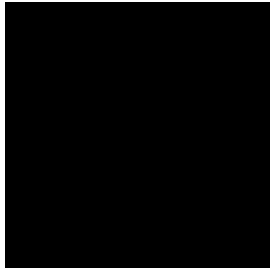
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Affordable Housing Profile Form (Rental)

Submit this form to the Department of Housing & Economic 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: Kara Breems, Department of Housing & Economic Development, 121 N. LaSalle Street, Chicago, IL 60602. E-mail: Kara.Breems@cityofchicago.org <mailto:Kara.Breems@cityofchicago.org>; Telephone: (312) 744-6746.

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

Date: June 20, 2013

SECTION 1: DEVELOPMENT INFORMATION

Development Name: Old Post Office

Development Address: 324 W. Harrison Street, Chicago Illinois Ward: 25th
Ward

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

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? *)

☒ X Zoning increase, PD, or City Land purchase *if yes, please provide copy of the TIF Eligible Expenses

SECTION 2: DEVELOPER INFORMATION

Developer Name. International Property Developers North America Inc. Developer Contact (Project Coordinator): Sue Sadler, Sadler Management Services Limited Developer Address: 5th Floor, Orleans

a) Affordable units required

*20% if TIF assistance is provided

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.cityofchicago.org/zoning <<http://www.cityofchicago.org/zoning>> for zoning info).

In addition to water, which of the following utilities will be included in the rent (circle applicable): TBD

Cooking gas electric gas heat electric heat other (describe on back)

Is parking included in the rent for the: affordable units? no market-rate units? no If parking is not included, what is the monthly cost per space? TBD

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Estimated date for the commencement of marketing: TBD Estimated date for

completion of construction of the affordable units: TBD For each unit configuration,

fill out a separate row, as applicable (see example).

Unit Type*	Number of Units	Number of Bedrooms/Unit	Total Square Footage/Unit	Expected Market Rent	Proposed Affordable Rent*	Proposed Level of Affordability	Unit Mix OK to proceed?
------------	-----------------	-------------------------	---------------------------	----------------------	---------------------------	---------------------------------	-------------------------

(60% or less
of AMI)

∇

 $WSmm$

Affordable Units	TBD	TBD	TBD	TBD	TBD	TBD	60%
------------------	-----	-----	-----	-----	-----	-----	-----

Market Rate Units	TBD	TBD	TBD	TBD	TBD	N/A	N/A
						N/A	N/A
						N/A	N/A

'Rent amounts updated annually in the "City of Chicago's Maximum Affordable Monthly Rent Chart"

TBD

Month/Year

SECTION 4: PAYMENT IN LIEU OF UNITS

When do you expect to make the payment -in-lieu?
(typically corresponds with issuance of building permits)

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

$$\text{X } \$100,000 = \$ \frac{\text{Number of total units in development}}{\text{(round up to nearest whole number)}}$$

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

$$1,124,941 \times 80\% \times \$29.00 = \$26,098,631.00^*$$

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

Authorization to Proceed (

Authorization to Proceed (to be completed by Department of HED)
{from table below}

*Please see attached schedule of the Density Bonus per each P	base of the Project
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

Kara Breems, date Department of Housing & Economic Development

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Schedule of Density Bonus Per Phase** of the Project

Sub-Area Two: North Tower Phase 1C Density Bonus Calculation

Density Bonus formula to calculate payment owed:

56,247 x 80% x Bonus Floor Area (sq ft)
\$29.00
median price per base FAR foot
\$5,219,722* Amount owed

*This amount owed represents the maximum in lieu payment if no affordable units were to be provided

The North Tower Phase 1 C requires a minimum amount of 5,625 square feet of affordable square footage to be provided in Phase 1C.

By way of example the amount of the cash in lieu payment for Phase 1C would be as follows with the minimum amount of affordable square footage being provided.***

\$26,098,631	x	(50,622/281,235)	=	\$4,697,754
Max. In Lieu		Undeveloped Affordable		Amount owed
Payment		Floor Area		

Sub-Area Two: South Tower Phase 2 Density Bonus Calculation

Density Bonus formula to calculate payment owed:

149,993 x 80% x \$29.00 = \$13,919,280*
Bonus Floor Area (sq ft) median price per base FAR foot Amount owed

*This amount owed represents the maximum in lieu payment if no affordable units were to be provided

The South Tower Phase 2 requires a minimum amount of 14,999 square feet of affordable square footage to be provided in Phase 2.

By way of example the amount of the cash in lieu payment for Phase 2 would be as follows with the minimum amount of affordable square footage being provided.

\$26,098,631 x Max. In Lieu Payment
(134,994/281,235) Undeveloped Affordable Floor Area
\$12,527,342 Amount owed

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Sub-Area Three: West Tower Phase 3 Density Bonus Calculation

Density Bonus formula to calculate payment owed:

$$\begin{array}{rclcl} 74,496 & \times & 80\% & \times & \$29.00 & = & \$6,959,629^* \\ \text{Bonus Floor Area (sq ft)} & & & & \text{median price per base FAR foot} & & \text{Amount owed} \end{array}$$

*This amount owed represents the maximum in lieu payment if no affordable units were to be provided

The West Tower Phase 3 requires a minimum amount of 7,500 square feet of affordable square footage to be provided in Phase 3.

By way of example the amount of the cash in lieu payment for Phase 3 would be as follows with the minimum amount of affordable square footage being provided.

$$\begin{array}{rclcl} \$26,098,631 & \times & (67,496/281,235) & = & \$6,263,671 \\ \text{Max. In Lieu} & & \text{Undeveloped Affordable} & & \text{Amount owed} \\ \text{Payment} & & \text{Floor Area} & & \end{array}$$

** References to Phases corresponds to the Phases as set forth in the Bulk Regulation and Data Table.

*** To calculate the cash in lieu payment for an individual Phase, it must be assumed that the Affordable Square Footage is fully provided the other two Phases.

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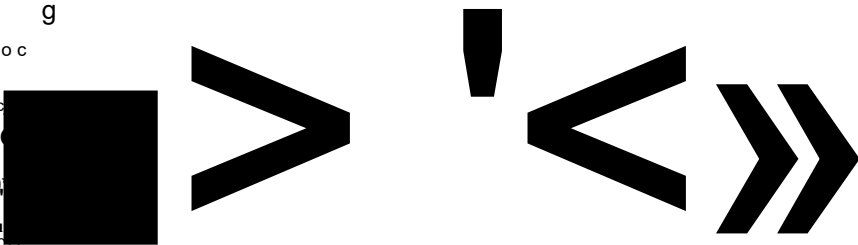
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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION 1 - GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable: INTERNATIONAL PROPERTY DEVELOPERS NORTH AMERICA, INC.

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:
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: c/o Sue Sadler; Sadler Management Services Limited

otn r-ioor - uneans Mouse; hamuna street, Liverpool L3 9NG, England

C. Telephone: 0WJ36e&\5

Fax:

Email: th^am@s^ien^

John J. George, 180 N. Stetson Ave., Suite 3700, Chicago, IL 60601

D. Name of contact person: Telephone: (312) 565-8439; Fax: (312) 565-8300; Email: jgeorge@srcattorneys.com
<mailto:jgeorge@srcattorneys.com>

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):

Old Main Post Office, 324 W. Harrison; amended and expanded Planned Development

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

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

Specification # not applicable

and Contract # not applicable

Page 1 of 13

SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

☐ Limited liability company ☐ Limited liability partnership ☐ Joint venture ☐ Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))?

☐ Yes

☐ No

☐ Other (please specify)

1. Indicate the nature of the Disclosing Party: ☐ Person ☐ Publicly registered business corporation ☒ Privately held business corporation ☐ Sole proprietorship ☐ General partnership (1
☐ Limited partnership
☐ Trust t

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?

☐ 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

William Charles Davies

Director (Chairman), President, Secretary

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
William Charles Davies	c/o Rachel Bougourd IPD (Guernsey) Limited Barclays Wealth Le Marchant House	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.

Page 3 of 13

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.
IL 60654 - Architect			Joe Antunovich, 224 W. Huron Street, Chicago, Estimated \$50,000
John J. George,	180 N. Stetson Avenue, Suite 3700, Chicago, IL 60601	- Attorney	Estimated \$50,000
Charles Hubbard,	Nations House, Edmund Street, Liverpool L3 9NY	- Consultant	Estimated \$50,000

(Add sheets if necessary)

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

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

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

☐ Yes ☒ No ☐ 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").

Page 5 of 13

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

Page 6 of 13

If the letters "N/A," 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 BDS, 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 ☒ 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):

Page 7 of 13

If the letters "N A," 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 N/A

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.

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.

13. 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:

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.

INTERNATIONAL PROPERTY DEVELOPERS NORTH AMERICA INC. (Print or type
name of Disclosing Party)

By: *^fc^AK. J}*
(Sign here)

William Charles Davies
(Print or type name of person signing)

..x

President
(Print or type title of person signing)

Signed and sworn to before me on (date) June ^,2013 at yZT)tfUOI4o County, \^^^dr\^k> (state).
^/J^^dj^ I^i/f?MjMit Notary Public.
Commission expires: ~M ^ U[£jlffif ^f7^

Page 12 of 13

NOTARY PUBLIC 24 bvd Princesse Charlotte
MC 98000 Monaco

**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 BDS 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.

F'

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

SECTION 1 -- GENERAL INFORMATION

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

WESTLOOP EQUITIES, L.L.C.

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: property that is the subject of the application.

OR

3. ☐ a legal entity with a right of control (see Section II.B. 1.) State the legal name of the entity in

3. which the Disclosing Party holds a right of control:

B. Business address of the Disclosing Party: 36 w. Randolph St., Suite 701

Chicago, IL 60601-3502

C. Telephone: (312)977-0777 Fax:

Email: mercury@m9rcuryview.c0m

<mailto:mercury@m9rcuryview.c0m>

D. Name of contact person: B9nitta Beika

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):

Old Main Post Office, 324 W. Harrison; amended and expanded Planned Development

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

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

Specification # jjp^pjdicabie

and Contract # not applicable

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

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

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

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

☐ Yes ☐ No ☒ N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

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

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

Name Title

Benitta Berke

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,

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
Estate of Leslie Barnard	233 S. Wacker Drive, Suite 7800, Chicago, IL	48%
Benitta Berke	36 W. Randolph Street, Chicago, IL	52%

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 Business retained or anticipated Address to be retained)

Not applicable

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? j

☐ Yes ☐ No

I

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 1 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").

Page 5 of 13

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

Page 6 of 13

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 ☒ 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):

Page 7 of 13

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.I., 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 N/A

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.

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:

Page 10 of 13

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:

Page 11 of 13

**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.

AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

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

A. 527 S. Clinton, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. ☐ the Applicant

OR

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

2. Applicant in which the Disclosing Party holds an interest: property that is the subject of the application.

OR

3. ☐ a legal entity with a right of control (see Section II.B: I.) State the legal name of the entity in which the Disclosing Party holds a right of control:

B. Business address of the Disclosing Party: 557 W. Polk Street, Suite 201

Chicago, IL 60607

C. Telephone: (312)441-1200

fax: (312)447-0922

Email: shadow@egsi.com <mailto:shadow@egsi.com>

Vahooman Mirkhaef

D. Name of contact person:

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):

Old Main Post Office, 324 W. Harrison; amended and expanded Planned Development

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

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

Specification # not applicable

and Contract # not applicable

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 ☐ Limited partnership ☐ Trust

☒ Limited liability company
☐ Limited liability partnership
☐ Joint venture
☐ Not-for-profit corporation
(Is the not-for-profit corporation also a 501(c)(3))?
N Yes 1 J No
☐ Other (please specify)

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

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

☐ Yes ☐ No ☒ N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

I. 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

Vahooman Mirkhaef	Manager
George Boromo	Manager
William Pacella	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 2-1 54-030 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
William Paceila	2558 S. Damen Ave., Chicago, IL 60608	26.67%
George Bonomo	2601 S. Archer, Chicago, IL 60608	26.67%
Vahooman Mirkhaef	557 W. Polk #201, Chicago, IL 60607	26.67%
Richard Simon	1550 S. Indiana #300, Chicago, IL 60605	10%

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 BDS is signed?

[]Yes [X]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 with 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.

Page 3 of 13

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
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not an acceptable response.

Not applicable

(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

I. 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 1 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 11.B.J. 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
- c. 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. orb. 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 ☒ 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):

Page 7 of 13

If the Disclosing Party enters "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 2-156-1 10 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. I., 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.

 * J 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 N/A

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.

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?

UYcs ☐ 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:

Page 10 of 13

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 (his) 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 2-1 54-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

Page 11 of 13

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. // / ///

JL

527 S. Clinton/L/C

(Print or type name of Disclosing Party)

K Sign here

Vahooman Mirkhaef

(Print or type name of person signing)

Manager

(Print or type title of person signing)
(state).

Notary Public.

Signature and Seal won't be before on (date) June 2nd at 9%, /> / Ctrtuty. <<nois (state)

Page 12 of 13

NOTARY SEAL YDRACNSLL notary Public - state of Illinois
MY COMMISSION EXPIRES

**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.