



DENVER
THE MILE HIGH CITY

COMMUNITY PLANNING & DEVELOPMENT

CUSTOMER GUIDE

Appendix Page 1

Zone Map Amendment (Rezoning) for PUD - Application

1/26/12

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input checked="" type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name	Safeway Stores 45, Inc. and Safeway, Inc.	Representative Name	John Scales c/o Galloway
Address	1371 Oakland Blvd. Suite 200	Address	5300 DTC Parkway, Suite 100
City, State, Zip	Walnut Creek, CA 94596-8408	City, State, Zip	Greenwood Village, CO 80111
Telephone	303-843-7557	Telephone	303-770-8884
Email	jeff.fergot@safeway.com	Email	johnscales@gallowayus.com
*If More Than One Property Owner: All official map amendment applications for a PUD District shall be initiated by all the owners of the entire land area subject to the rezoning application, or their representatives authorized in writing to do so.		**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.	
Please attach Proof of Ownership acceptable to the Manager for all property owners, such as (a) Assessor's Record, (b) Warranty deed or deed of trust, or (c) Title policy or commitment dated no earlier than 60 days prior to application date.			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):	2150 S. Downing St., 2190 S. Downing St., 2190 S. Marion St., 2195 S. Marion St. and a portion of 1316 E. Evans Avenue		
Assessor's Parcel Numbers:	0526224036000, 0526224032000, 0526223044000, 0526224031000, and a portion of 0526223048000		
Legal Description: (Can be submitted as an attachment. If metes & bounds, a map is required.)	See attached Legal Descriptions		
Area in Acres or Square Feet:	5.26 Acres or 229,431 Square Feet		
Current Zone District(s):	PUD #349		
PROPOSAL			
Proposed Zone District	<input checked="" type="checkbox"/> General PUD	<input type="checkbox"/> Detailed PUD	U-MS-3
Proposing SubAreas?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
Intent of PUD:	Amend existing PUD to include Fuel Station as Allowed Use.		
Standard Zone District: Please list the zone district(s) on which the PUD will be based.	Amendment to PUD #349		
Deviations from Standard Zone District: Please provide a list of proposed deviations and an explanation of why the deviation is needed. Please provide as an attachment if necessary.	Deviation	Why deviation is necessary	
	To allow a new structure on the site along the E. Evans Avenue frontage.		

www.denvergov.org/rezoning



201 W. Colfax Ave., Dept. 205

Denver, CO 80202

(720) 865-2983 • rezoning@denvergov.org

REVIEW CRITERIA

<p>General Review Criteria: The proposal must comply with all of the general review criteria</p> <p>DZC Sec. 12.4.10.13</p>	<p><input checked="" type="checkbox"/> Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan</p> <p>Please provide an attachment describing relevant adopted plans and how proposed map amendment is consistent with those plan recommendations; or, describe how the map amendment is necessary to provide for an unanticipated community need.</p> <p><input checked="" type="checkbox"/> Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</p> <p><input checked="" type="checkbox"/> Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</p>
<p>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria</p> <p>DZC Sec. 12.4.10.14</p>	<p>Justifying Circumstances - One of the following circumstances exists:</p> <p><input type="checkbox"/> The existing zoning of the land was the result of an error.</p> <p><input type="checkbox"/> The existing zoning of the land was based on a mistake of fact.</p> <p><input type="checkbox"/> The existing zoning of the land failed to take into account the constraints on development created by the natural characteristics of the land, including, but not limited to, steep slopes, floodplain, unstable soils, and inadequate drainage.</p> <p><input checked="" type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that rezoning that it is in the public interest to encourage a redevelopment of the area to recognize the changed character of the area</p> <p><input type="checkbox"/> It is in the public interest to encourage a departure from the existing zoning through application of supplemental zoning regulations that are consistent with the intent and purpose of, and meet the specific criteria stated in, Article 9, Division 9.4 (Overlay Zone Districts), of this Code.</p> <p>Please provide an attachment describing the justifying circumstance.</p> <p><input type="checkbox"/> The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed Zone District.</p> <p>Please provide an attachment describing how the above criterion is met.</p>
<p>Additional Review Criteria for Rezoning to PUD District: The proposal must comply with all of the additional review criteria</p> <p>DZC Sec. 12.4.10.15</p>	<p><input checked="" type="checkbox"/> The PUD District is consistent with the intent and purpose of such districts stated in Article 9, Division 9.6 (Planned Unit Development).</p> <p><input checked="" type="checkbox"/> The PUD District and the PUD District Plan comply with all applicable standards and criteria station in Division 9.6.</p> <p><input checked="" type="checkbox"/> The development proposed on the subject property is not feasible under any other Zone Districts, and would require an unreasonable number of variances or waivers and conditions.</p> <p><input checked="" type="checkbox"/> The PUD District, the PUD District Plan establish permitted uses that are compatible with existing land uses adjacent to the subject property.</p> <p><input checked="" type="checkbox"/> The PUD District, the PUD District Plan establish permitted building forms that are compatible with adjacent existing building forms, or which are made compatible through appropriate transitions at the boundaries of the PUD District Plan (e.g., through decreases in building height; through significant distance or separation by rights-of-way, landscaping or similar features; or through innovative building design).</p> <p>Please provide an attachment describing how the above criteria are met.</p>

ATTACHMENTS

Please check any attachments provided with this application:


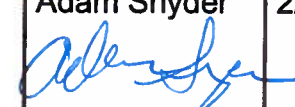
- ☒ Authorization for Representative
- ☒ Proof of Ownership Document(s)
- ☒ Legal Description
- ☐ Deviations
- ☒ Review Criteria

Please list any additional attachments:

Letter outlining General Review Criteria and Additional Review Criteria.

PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION

We, the undersigned represent that we are the owners of the property described opposite our names, or have the authorization to sign on behalf of the owner as evidenced by a Power of Attorney or other authorization attached, and that we do hereby request initiation of this application. I hereby certify that, to the best of my knowledge and belief, all information supplied with this application is true and accurate. I understand that without such owner consent, the requested official map amendment action cannot lawfully be accomplished.

Property Owner Name(s) (please type or print legibly)	Property Address City, State, Zip Phone Email	Property Owner Interest % of the Area to Be Rezoned	Please sign below as an indication of your consent to the above certification statement (must sign in the exact same manner as title to the property is held)	Date	Indicate the type of ownership documentation provided: (A) Assessor's record, (B) warranty deed or deed of trust, (C) title policy or commitment, or (D) other as ap- proved	Property owner representative written authori- zation? (YES/NO)
EXAMPLE John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	John Alan Smith Josie Q. Smith	01/01/12	(A)	NO
Safeway Stores 45, Inc. and Safeway, Inc.	1371 Oakland Blvd. Suite 200 Walnut Creek, CA 94596-8408 303-843-7557 jeff.fergot@safeway.com	98.23%	John Scales, Galloway & Company, as authorized representative 	4/20/12	(C) Title Commitment from Chicago Title Ins. Co.	Yes
FirstBank of Cherry Creek	PO Box 150097 Lakewood, CO 80215-0097 303-235-1324 adam.snyder@efirstbank.com	1.77%	Adam Snyder 	2/6/13	(A) Assessor's Record	No

(Address)

1. SCHEDULE

- a. Date of pre-application conference
City representative(s) present 10/20/2011.
- b. Submittal date of preliminary application 4/20/2012.
- c. Submittal date of completed application _____.
- d. Application is scheduled for a:
☐ Planning Board Hearing on _____.
☐ Planning Office Hearing on _____.
☐ Planning Staff Review.

2. DESCRIPTION OF PLANNED UNIT DEVELOPMENT (PUD)

The use of terms "Article" or "Section" refer to portions of the Revised Municipal Code of the City and County of Denver. It is required that the current terms and uses already defined in Section 59-2 of the Zoning Ordinance be used in describing this proposal. Terms like "retail" or "light industrial" require further definition. Gross floor area shall include interior balconies and mezzanines, but shall not include parking garages, any story of a building where at least seventy-five percent (75%) of that floor is occupied by mechanical equipment or any story where the ceiling is less than four (4) feet above grade. Attach additional sheets if necessary.

a. MAXIMUM GROSS FLOOR AREA FOR EACH PROPOSED USE

	Use	Maximum Square Feet
A.	Grocery Store (includes 1,800 SF Mezzanine)	56,000
B.	Four Single Family Residences	6,000
C.	Fuel Station (Kiosk with Canopy)	7,500
D.		
	Total Square Feet	69,500

MAXIMUM FLOOR AREA RATIO (F.A.R.) .30 : 1.

The floor area ratio is the ratio between the gross floor area of a building to the area of the zone lot on which the building is constructed. NOTE: Land area dedicated for public streets is not included in the area of the zone lot.

MAXIMUM NUMBER OF DWELLING UNITS: 4.

MAXIMUM NUMBER OF DWELLING UNITS PER ACRE N/A

*

b. LAND COVERAGE BY BUILDINGS AND IMPERVIOUS SURFACES

P.U.D at 2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street and a portion of
1316 E. Evans Avenue

(Address)

	SQUARE FT	% OF SITE AREA
Maximum area of building coverage (including garage(s) and all other accessory structures):	69,500	30.1
Maximum area of drives and parking:	135,194	60.0
Maximum area of other impervious surfaces:	0	0
MAXIMUM TOTAL OF BUILDING AND IMPERVIOUS SURFACES	204,694	90.1

*

c. LANDSCAPED AND/OR PERMEABLE AREAS

	SQUARE FEET	% OF SITE AREA.
Minimum area of live or organic landscaped lot coverage:	20,629	9.2
Approximate area of non-live material coverage (graveled or other areas with permeable surfaces):	0	0
MINIMUM TOTAL OF LANDSCAPED AND/OR PERMEABLE AREAS:	20,629	9.2

*

d. PROJECT AREA TOTALS (totals of “b” and “c” above)

	SQUARE FEET
Building and impervious surfaces:	204,694
Landscaped and/or permeable areas:	20,629
TOTAL SITE AREA: (This area must equal the site area listed on page 1)	225,323

*

e. SETBACKS

The minimum setbacks for buildings are shown on the District Plan. A building envelope may be used to graphically depict the minimum setbacks required.

North:	<u>5</u> feet		Front:	<u>n/a</u> feet
South:	<u>5</u> feet	OR	Rear:	<u>n/a</u> feet
East:	<u>1</u> feet		Side:	<u>n/a</u> feet
West:	<u>13</u> feet			

The minimum spacing between buildings shall be 20 feet

Permitted encroachments into the minimum setbacks for buildings shall conform to Section 59 – 134(b)(4) of the R-1 zone district.

Official Parkway Setback requirements for this P.U.D. are: n/a feet for buildings and n/a feet for signs.

(Address)

f. MAXIMUM HEIGHTS OF STRUCTURES

The maximum height of structures shall be 2 stories which shall not exceed a total of 35 feet NOTE: The height of a building shall be determined by the vertical distance from the highest point of a pitched roof or the top of parapet around a flat roof to the average elevation of the corners of the proposed building at the finished grade.

Rooftop features (such as solar collectors, antennas, chimneys, flues, vents and air conditioning equipment) may exceed the maximum height of structures by 5 feet.

Bulk plane restrictions ☐ shall ☒ shall not be required. If required, bulk plane restrictions shall conform to Section 59 – n/a of the n/a zone district. NOTE: Solar collectors and mechanical equipment are not exempted from bulk plane regulations!!

g. OFF-STREET PARKING

This project shall contain off-street parking spaces at the ratios shown in the following chart. If completed to the maximum floor area, the project shall contain a minimum of 248 off-street parking spaces. Parking for residential uses should be expressed in number of spaces per dwelling unit. NOTE: Any floor area utilized by a permitted use listed under 2.a. in a story where the ceiling is less than four (4) feet above grade shall be calculated into the off-street parking requirement.

<u>Grocery</u>	<u>3.8/1,000</u> square feet
Use A	Parking Ratio

<u>Residential</u>	<u>1/House</u> square feet
Use B	Parking Ratio

<u>Fuel</u>	<u>3.8/1,000</u> square feet
Use C	Parking Ratio

<u>n/a</u>	<u>n/a</u> square feet
Use D	Parking Ratio

NUMBER OF OFF-STREET PARKING SPACES PER
DWELLING UNIT: 1/House

MINIMUM NUMBER OF OFF-STREET PARKING SPACES FOR PERSONS
WITH DISABILITIES: 7.

Does this P.U.D. comply with the use and maintenance requirements of Section 59-585(2)-(9)? Yes ☒ No ☐

P.U.D at 2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street and a portion of
1316 E. Evans Avenue

(Address)

Do the parking spaces and/or aisles in this P.U.D. comply with the requirements of Section 59-588, Chart No. 1? ☐ Yes ☒ No. If **no** complete the following section:

☒ **PARKING SPACE**

Universal space dimensions	<u>9'-0"x18'-6"</u>
Compact space dimensions	<u>8'-6"x17'-0"</u>
Large space dimensions	<u>n/a</u>
Ratio of compact spaces to large spaces	<u>1/3</u>

☒ **DRIVING AISLES**

Aisle widths	<u>24' Minimum</u>
Angle of stalls	<u>60 Degrees</u>

Will this project contain parking for bicycles? Yes ☒ No ☐ If yes, minimum bicycle parking requirements shall be 10. Will this (these) bicycle parking area(s) comply with the rules and regulations for dimensional and equipment standards of Section 59-582(e)? Yes ☒ No ☐. If not, bicycle parking fixtures and locations shall be approved by the City Bicycle Planner (720-865-2453).

h. OFF-STREET LOADING

This project contains 4 off-street loading space(s). Will this (these) space(s) conform with dimensions required in Section 59-599? Yes ☒ No ☐ If not, off-street loading space dimension requirements shall be: n/a.

i. SURFACE DRAINAGE

The rules and regulations of the Wastewater Management Division will require certain design and construction considerations to control surface water runoff. Does the site contain a flood hazard area as identified by the Federal Emergency Management Agency? ☐ Yes ☒ No Does the site contain wetland areas? ☐ Yes ☒ No For assistance in answering these questions, contact the Wastewater Management Division at 303-446-3400.

j. INTERIOR STREETS, DRIVES, PARKING AREAS AND PEDESTRIAN WALKWAYS

Interior streets, drives, parking areas and pedestrian walkways within the P.U.D. district, if any, are shown on the District Plan.

k. EASEMENTS

P.U.D at 2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street and a portion of
1316 E. Evans Avenue

(Address)

Existing and/or proposed utility and/or access easements are shown on the District Plan or are located as follows: n/a.

*See enclosed ALTA Survey dated 3/17/2010.

I. LANDSCAPING AND BUFFERING

Areas to be landscaped must be shown on the District Plan. However, a more detailed landscaping plan may be required by the Planning Office as a part of this application. All foliage shall be maintained in a healthy, growing and safe condition. NOTE: A detailed landscaped plan is required as a part of the site plan review phase after the rezoning is approved.

NUMBER OF EXISTING TREES: 46.

MINIMUM NUMBER OF TREES TO BE PLANTED:

On private property: 6.

On public right of way or in tree lawns: 6.

If street trees are proposed or required in the public right-of-way, such trees shall be installed in accordance with the requirements of the City Forester (303-964-2480). If street tree plantings are required within the right-of-way of a state highway, contact the Colorado Department of Transportation for approval (303-757-9930).

MINIMUM SIZE OF TREES AT TIME OF PLANTING:

Evergreens/Coniferous (height):. 6'.

Deciduous (caliper): 2".

Ornamental (caliper): n/a.

MINIMUM % OF EVERGREEN OR CONIFEROUS TREES: n/a.

MINIMUM NUMBER OF SHRUBS TO BE PLANTED ON PRIVATE PROPERTY: 73.

MINIMUM SIZE OF CONTAINER FOR PLANTED SHRUBS: 5Gal. Shrubs/1 Gal. Perennials.

Does the proposed P.U.D. comply with parking lot parking lot landscaping requirements of Section 59-585(11) Yes ☐ No ☒

All foliage shall be maintained in a healthy, growing and safe condition.

(Address)

FENCES AND/OR WALLS

The height of fences and/or walls which may be built in the P.U.D. district, except for the front setback space, shall be a minimum of 6 feet and a maximum of 8 feet measured on the uphill side of the fence/wall.

The height of fences and/or walls which may be built within the P.U.D. district front setback space shall be a minimum of 4 feet and a maximum of 8 feet measured on the uphill side of the fence/wall.

NOTE: Any fence heights exceeding the preceding requirements shall be subject to Section 59-38(11), Overheight Fences and Walls.

Will earthen berms or mounds be installed? Yes ☐ No ☒ Such earthen berms or mounds shall be landscaped and shown on the District Plan. The height of earthen berms or mounds shall be a minimum of n/a feet and a maximum of n/a feet.

m. BOAT, CAMPER, TRAILER AND RECREATIONAL VEHICLE STORAGE

Boat, camper, trailer and recreation vehicle storage ☐ is ☒ is not permitted on the property. All such storage facilities shall be shown on the District Plan. If boat, camper, trailer and recreation vehicle storage areas are permitted, screening fences **are required**. Such fences shall be **solid and view obstructing**. Fences shall be a minimum of n/a feet and a maximum of n/a feet in height.

MAXIMUM LENGTH OF BOAT, CAMPER, TRAILER AND/OR RECREATION VEHICLE PERMITTED: n/a.

n. DEDICATIONS AND IMPROVEMENTS

The owner understands that City ordinances and agency rules and regulations may require the dedication of additional street right-of-way and the construction of certain public improvements. VACATIONS AND/OR DEDICATIONS MUST BE APPROVED PRIOR TO OR AT THE PUBLIC HEARING ON THIS PROPOSAL. If this proposal involves the vacation of certain public rights-of-way for incorporation into the project area, contact the Public Works Department at 720-865-3124.

o. EXTERNAL EFFECTS

Vibration, heat, glare, radiation and fumes shall be regulated by Section 59-278(2) of the B-2 zone district.

Reflective glass **may not** be used.

(Address)

Every use, unless expressly exempted, shall be operated within a completely enclosed structure. ☐ Yes ☒ No

p. NATURAL TERRAIN

The existing grade of the site **will** be altered.

q. UTILITIES

Describe where the utilities (public and private) serving the property are located
Existing to Remain.

For information contact the following:

Denver Water Board	303-628-6100
Qwest	303-451-2706
Excel Energy	303-571-7502
Wastewater Management	303-446-3590

r. SIGNS

The project is regulated by the following:

Section 59-537, Signs permitted in all districts
Section 59-538, Sign area measurement
Section 59- n/a, Sign regulations for the n/a zone district.

If no specific regulations are referenced above, please indicate the following:

MAXIMUM NUMBER OF SIGNS:	<u>14.</u>
MAXIMUM SIGN AREA:	<u>200 Square Feet.</u>
TOTAL MAXIMUM SIGN AREA:	<u>1,300 Square Feet.</u>
NUMBER OF GROUND SIGNS ALLOWED:	<u>3.</u>
NUMBER OF JOINT ID SIGNS ALLOWED:	<u>1.</u>
MAXIMUM SIGN AREA PER JOINT ID SIGN:	<u>100 Square Feet/Face.</u>
TOTAL MAXIMUM JOINT ID SIGN AREA:	<u>100 Square Feet/Face.</u>
TEMPORARY SIGNS ALLOWED:	<u>1.</u>
NUMBER OF CANOPIES AND AWNINGS:	<u>0.</u>
CANOPIES AND AWNINGS WILL BE BACKLIT?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

NOTE: All ground, monument, and joint ID sign locations and setbacks must be shown on the District Plan.

(Address)

s. OUTDOOR STORAGE OF PRODUCTS, MATERIALS OR SOLID WASTE

Outdoor storage of products and/or materials ☒ is ☐ is not permitted. If permitted, what products and/or materials are allowed? Misc. season goods such as Christmas Trees or Nursery Products.

Fences for outdoor storage areas shall be provided. Said fences are solid and shall be a minimum of n/a feet and a maximum of n/a feet in height.

Outdoor storage of solid waste is permitted. If permitted, fences for such outdoor storage areas shall be provided . Said fences shall be solid and shall be a minimum of 4 feet and a maximum of 8 feet in height.

NOTE: All outdoor storage areas must be shown on the District Plan.

t. TRANSPORTATION

The current traffic volumes on streets in or adjacent to the project must be shown on the Existing Conditions Map. These volumes are available for major streets from the Transportation Engineering Division (720-865-3150), the Community Planning & Development Agency Office (720-865-2915) or may be estimated by the applicant based on a professional traffic study. Streets for which no estimate is available should be so noted on the Existing Conditions Map.

The projected traffic volumes (current traffic volumes on streets in or adjacent to the project + site generated traffic) must be shown on the District Plan. Site generated traffic should be estimated based on the proposed project type, size, and other relevant factors. Ratios for estimating traffic are available in the Institute of Transportation Engineers reference books at the library.

For projects with total daily site generated traffic of more than 200 vehicle trips, or for projects in areas with special problems, a more detailed analysis may be required, and the applicant should contact the Transportation Engineering Division for further guidance.

PUBLIC TRANSPORTATION

The nearest bus stop is located (where?): On Evans Avenue just North of Liquor Store.

u. SCHOOLS

Future school sites **will not** be dedicated as a part of this project.

(Address)

v. HOME OCCUPATIONS

Home occupations **are** permitted. If so permitted, home occupations shall conform to Section 59-132(4) of the R-1 zone district.

w. USES BY TEMPORARY PERMIT

Uses by temporary permit are regulated by Section 59-277(2) of the B-2 zone district.

x. ACCESSORY USES

Accessory uses are regulated by Section 59-277(3) of the B-2 zone district.

y. INTERIM USES

Prior to the development of this project, the property will be used on an interim basis for the following uses within the existing buildings: n/a.

z. PHASING

Will the project be developed in phases? ☐ Yes ☒ No If yes, specify the phasing and the improvements to be constructed in each phase. n/a.

Anticipated starting date 1st Quarter 2013.

Anticipated completion date 3rd Quarter 2013.

NOTE: A separate site plan review is required for all P.U.D.'s prior to obtaining zoning or building permits for construction. Contact the Zoning Administration (720-865-3000) for more details. This process may be started after the Planning Board hearing has been completed.

3. WRITTEN STATEMENT

On an attached page a written statement is given generally describing:

- a.** The proposed P.U.D. and the market which it is intended to serve.
- b.** The proposed P.U.D. and its relationship to the Denver Comprehensive Plan. Where the applicant's objectives are not in substantial conformance with the Denver Comprehensive Plan, the applicant should discuss the changing conditions that justify approval of the proposed P.U.D. District. For help on this contact the Community Planning & Development Agency Office (720-865-2915).
- c.** How, the proposed P.U.D. District is to relate to the character of the surrounding neighborhood.

(Address)

4. EXISTING CONDITIONS MAP

The Existing Conditions Map is attached following the written statement described above. See attached Survey.

5. DISTRICT PLAN

The District Plan is attached following the Existing Conditions Map.

This application includes the following listed and attached drawings or renderings:

- ☐ architectural concepts
- ☐ building elevations
- ☐ facade treatments
- ☐ exterior building materials
- ☐ and/or other important features (list): n/a.

6. ACKNOWLEDGMENT

The applicant for this P.U.D. is the owner or owners of all the property contained within the proposed P.U.D. District or is the agent for the owner or owners of all the property contained within the proposed P.U.D. District. NOTE: Agents must supply proof of agency from the owner or owners of the property at the time of application.

The applicant understands that vested property rights shall be created ninety (90) days after the approval of this District Plan by the Denver City Council. These vested property rights shall remain vested for a period of three (3) years in accordance with Section 59-29.

John C. Scales

Print or type Applicant's Name(s)



Applicant's Signature(s)

Adam Snyder



Applicant's Signature(s)

P.U.D at 2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street and a portion of
1316 E. Evans Avenue

(Address)

PUD SUMMARY SHEET

Application #

Address/Location

Total Land Area

2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street

225,323 Square Feet (5.1727 Acres)

Permitted Uses	
Use A	Grocery Store
Use B	Single Family Residences
Use C	Fuel Station

	Proposed Uses			
	Use A	Use B	Use C	Total
Maximum Gross Floor Area (sq. ft.)	56,000 SF	6,000 SF	7,500 SF	69,500 SF
Floor Area Ratio (nonresidential uses)				.3:1 max.
Maximum Number of Dwelling Units	0	4	0	4
Density (dwelling units per acre)	N/A	N/A	N/A	N/A
Maximum Land Coverage				
Buildings:	56,000	6,000	7,500	69,500 SF
Drives and Parking:				135,194 SF
Other	0	0	0	0
Parking				
Minimum Number of Spaces				248
Ratios (spaces:gross floor area):				3.5/1000 SF
Landscaping				
Area of Live Landscaping (sq. ft.):				20,629 SF
Area of Non-Live Landscaping (sq.ft.):	0	0	0	0

Building Setbacks					
North	5	Feet	Front	n/a	feet
South	5	Feet	Rear	n/a	feet
East	1	Feet	Side	n/a	feet
West	13	Feet			

Parkway Setbacks					
Buildings	n/a	Feet	Signs	n/a	feet
Required Separation Between Buildings:					
				20	feet

P.U.D at 2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street and a portion of
1316 E. Evans Avenue

(Address)

Maximum Building Height			
Stories	2	Feet	35

NOTE: FOR COMPLETE PUD REQUIREMENTS, REFER TO APPLICATION # **2011I-00011**

EXHIBIT A

LEGAL DESCRIPTION FOR PUD #349

LEGAL DESCRIPTION

LOTS 7 THROUGH 29 INCLUSIVE AND LOTS 31 THROUGH 46 INCLUSIVE, BLOCK 17 EVANSTON SUBDIVISION. TOGETER WITH ALL THE ALLEY LAYING BETWEEN LOTS 7 THROUGH 23, AND LOTS 24 THROUGH 40 TOGETHER WITH THE EAST ONE HALF OF THE ALLEY ADJOINING LOTS 41 THROUGH 46, AND TOGETHER WITH LOT 30 (A VACATED 25- FOOT ALLEY), BLOCK 17 EVANSTON SUBDIVISION;

TOGETHER WITH SOUTH MARION STREET LAYING BETWEEN BLOCK 17 AND BLOCK 18, EVANSTON SUBDIVISION

TOGETHER WITH LOTS 5 THROUGHT 23 INCLUSIVE, BLOCK 18 EVANSTON SUBDIVISION AS RECORDED IN BOOK 4, AT PAGE 47 (COUNTY OF ARAPAHOE, IN THE YEAR 1887) CITY AND COUNTY OF DENVER, STATE OF COLORADO.

PREPARED ON AND FOR THE BEHALF OF
GALLOWAY INC.

5300 DTC PARKWAY SUITE 100
GREENWOOD VILLAGE, CO 80111

DATE PREPARED 02/03/2013

JOB NO. SAF001463.01

PREPARED BY: MATTHEW DUHAIME P.E., P.L.S.

Exhibit A - PUD #349 Legal Description.doc

ILLUSTRATION FOR EXHIBIT A

NOTE:

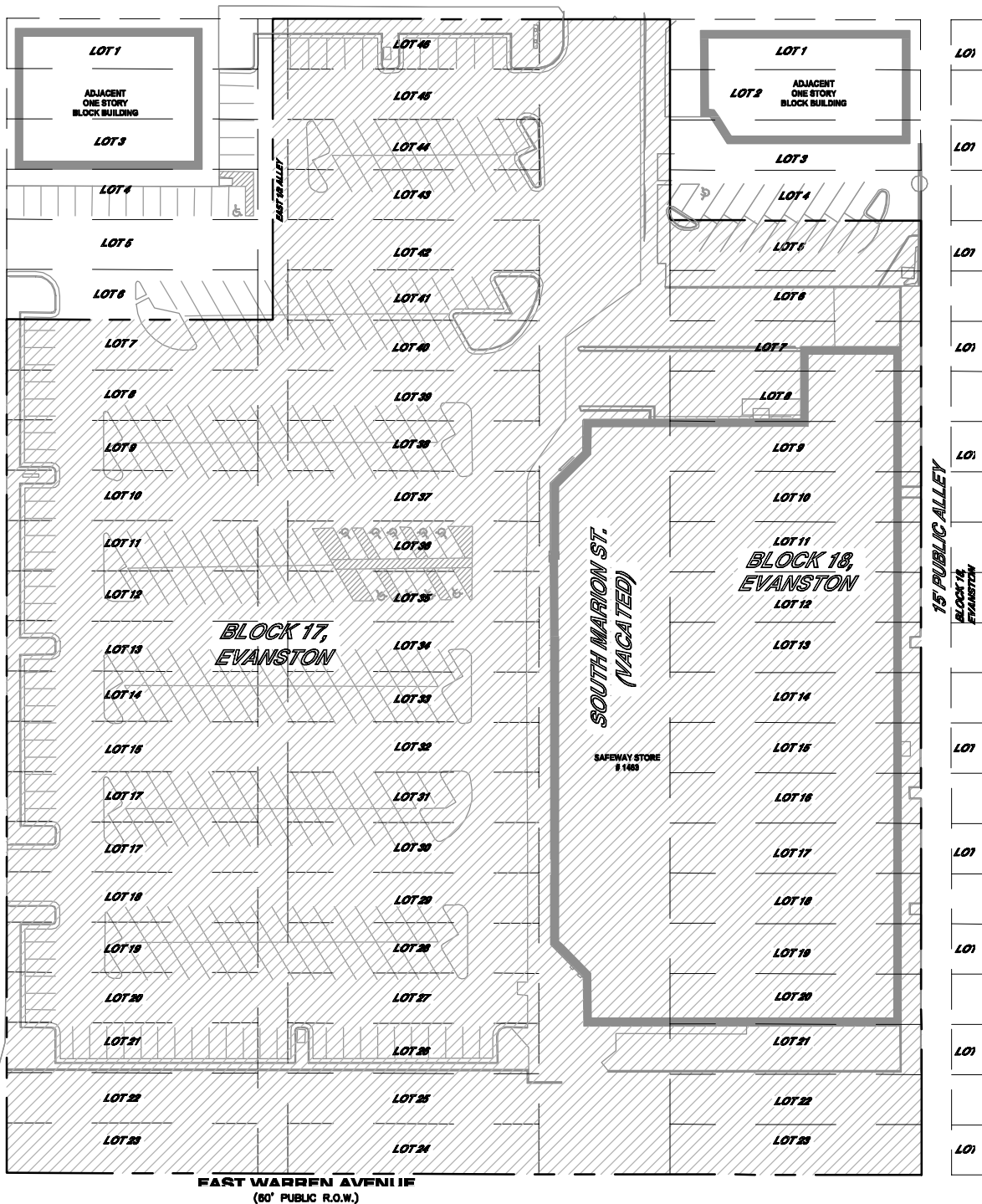
THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

EAST EVANS AVENUE
(110' PUBLIC R.O.W.)

SOUTH DOWNING STREET
(PUBLIC R.O.W. VARIES)



SCALE: 1"=80'



PREPARED FOR:

SAFEMART

6900 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600

FOR PUD #349

EVANS AND DOWNING STREET
DENVER, CO

PREPARED BY:

Galloway

Planning, Architecture, Engineering

5300 DTC Parkway, Suite 100
Greenwood Village, CO 80111
303.770.8884 O
303.770.3536 F
www.gallowayUS.com



PUD DEVELOPEMENT PLAN AS DESCRIBED AT
BOOK 10 PAGES 80-85 REC# 9400063782

Project No: SAF001463.01

Designed By: MFD

Date: 02/02/2013

SAFEMART STORE #1463
DENVER, COLORADO

Sheet Scale: 1" = 80'

Drawn By: JAR

Disk File: SAF001463.01 PUD EX2

EXHIBIT B

LEGAL DESCRIPTION FOR U-MS-3

LEGAL DESCRIPTION

PART OF BLOCK 18 EVANSTON SUBDIVISION, SITUATED IN THE NW1/4 OF SECTION 26, T4S., R.68W., OF THE 6TH P.M. CITY AND COUNTY OF DENVER STATE OF COLORADO AND BEING PARTICULARLY DESCRIBED AS FOLLOWS:

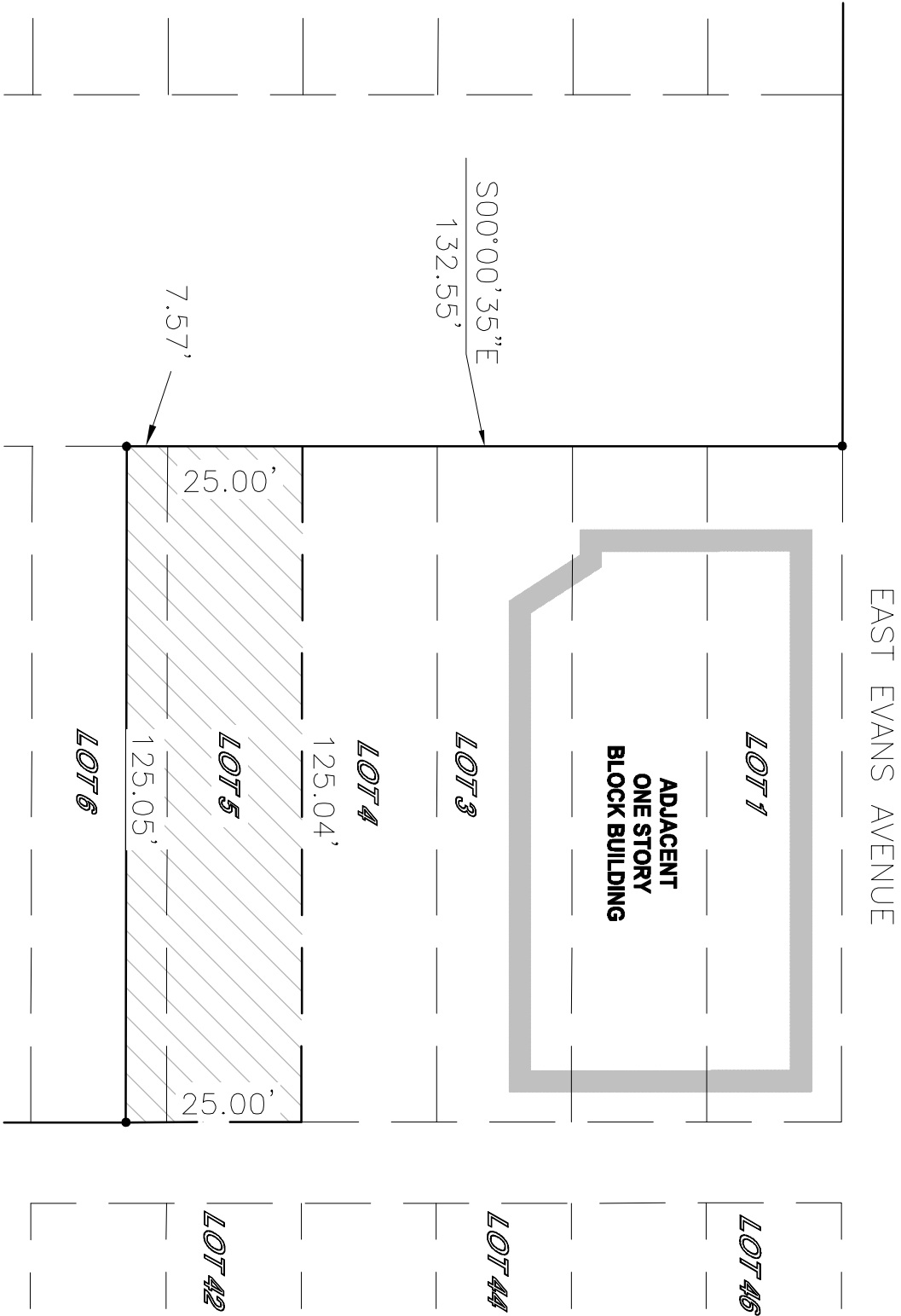
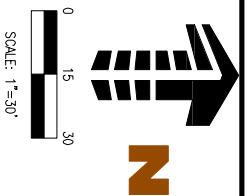
ALL OF LOT 5 AND THE NORTH 7.57' OF LOT 6.
SAID PARCEL CONTAINS 4069 SQ. FT. MORE OR LESS.

PREPARED ON AND FOR THE BEHALF OF
GALLOWAY INC.
5300 DTC PARKWAY SUITE 100
GREENWOOD VILLAGE, CO 80111
DATE PREPARED 10/21/2012
JOB NO. SAF0014963.01
PREPARED BY: MATTHEW DUHAIME P.E., P.L.S.

Exhibit B - U-MS-3 Legal Description.doc

ILLUSTRATION FOR EXHIBIT B

NOTE:
THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED
SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED
DESCRIPTION.



PREPARED FOR:

SAFEWAY

6900 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600

FOR PORTION OF PUD
TO BE ZONED U-MS-3

EVANS AND DOWNING STREET
DENVER, CO

PREPARED BY:

Galloway

Planning, Architecture, Engineering
5300 DTC Parkway, Suite 100
Greenwood Village, CO 80111
303.770.8894 O
303.770.3636 F
www.gallowayUS.com
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Project No: SAF001463.01

Designed By: MFD

Date: 10/21/2012

SAFEWAY STORE #1463
DENVER, COLORADO

Sheet Scale: 1" = 30'

Drawn By: JAR

Disk File: SAF001463.01 PUD EX

EXHIBIT C

LEGAL DESCRIPTION FOR PUD #G

LEGAL DESCRIPTION

A PARCEL OF LAND SITUATED IN THE NW ¼ OF SECTION 26, T.4S., R.68W., OF THE 6TH P.M. BEING A PART OF BLOCKS 17 AND 18, EVANSTON, CITY AND COUNTY OF DENVER, STATE OF COLORADO, AND PART OF THE ALLEYS IN SAID BLOCK 17 AS VACATED BY ORDINANCE NO. 63 RECORDED MARCH 14, 1969 IN BOOK 9854 AT PAGE 246 AND BY ORDINANCE NO. 855 RECORDED NOVEMBER 15, 1993 AT RECEPTION NO. 9300157429, AND PART OF SOUTH MARION STREET AS VACATED BY ORDINANCE NO. 855 RECORDED NOVEMBER 15, 1993 AT RECEPTION NO. 9300157429, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID BLOCK 18, SAID POINT LYING ON THE INTERSECTION OF THE SOUTHERLY R.O.W. LINE OF EAST EVANS AVENUE AND THE EASTERLY R.O.W. LINE OF VACATED SOUTH MARION STREET; THENCE S00° 00'35" E ALONG SAID EASTERLY R.O.W. LINE AND THE WESTERLY LINE OF SAID BLOCK 18 A DISTANCE OF 132.55 FEET; THENCE S89°56'11"E A DISTANCE OF 125.05 FEET TO A POINT LYING ON THE WESTERLY LINE OF A 15 FOOT ALLEY IN SAID BLOCK 18; THENCE S00°02'06"E ALONG SAID WESTERLY LINE OF DISTANCE OF 442.49 FEET TO THE SOUTHEAST CORNER OF LOT 23, IN SAID BLOCK 18, SAID POINT LYING ON THE NORTHERLY R.O.W. LINE OF EAST WARREN AVENUE; THENCE N89°52'16"W ALONG SAID NORTHERLY R.O.W. LINE A DISTANCE OF 455.60 FEET TO A POINT LYING ON THE INTERSECTION OF SAID NORTHERLY R.O.W. LINE AND THE EASTERLY R.O.W. LINE OF SOUTH DOWNING STREET; THENCE N00°00'28"E ALONG SAID EASTERLY R.O.W. LINE A DISTANCE OF 424.82 FEET TO THE NORTHWEST CORNER OF LOT 7, SAID BLOCK 17; THENCE S89°52'40"E ALONG THE NORTH LINE OF SAID LOT 7 A DISTANCE OF 132.56 FEET TO A POINT ON THE CENTER LINE OF THE 15 FOOT VACATED ALLEY LYING IN SAID BLOCK 17; THENCE N00°00'36"E ALONG SAID ALLEY CENTERLINE A DISTANCE OF 149.88 FEET TO A POINT LYING ON THE SAID SOUTHERLY R.O.W. LINE OF EAST EVANS AVENUE; THENCE S89°55'22"E ALONG SAID SOUTHERLY R.O.W. LINE A DISTANCE OF 197.61 FEET TO THE POINT OF BEGINNING.

PREPARED ON AND FOR THE BEHALF OF
GALLOWAY INC.
5300 DTC PARKWAY SUITE 100
GREENWOOD VILLAGE, CO 80111
DATE PREPARED 02/03/2013
JOB NO. SAF001463.01
PREPARED BY: MATTHEW DUHAIME P.E., P.L.S.

PUD #G Legal – Exhibit C.doc

ILLUSTRATION FOR EXHIBIT C

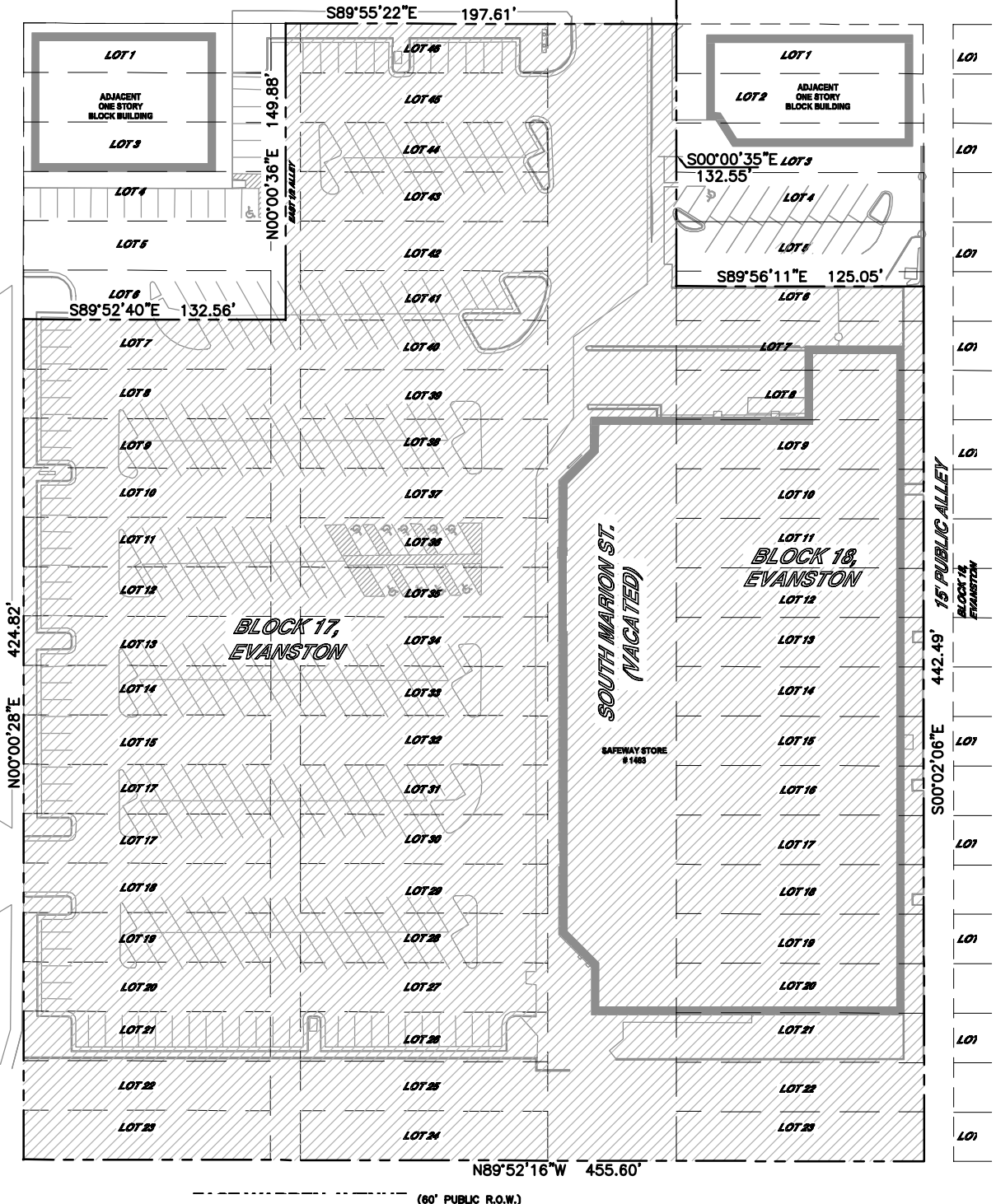
NOTE:

THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

EAST EVANS AVENUE
(110' PUBLIC R.O.W.)

(POINT OF BEGINNING)

SOUTH DOWNING STREET
(PUBLIC R.O.W. VARIES)



SCALE: 1"=80'

PREPARED FOR:

SAFeway

6900 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600

FOR PUD #G

EVANS AND DOWNING STREET
DENVER, CO

PREPARED BY:

Galloway

Planning, Architecture, Engineering

5300 DTC Parkway, Suite 100
Greenwood Village, CO 80111
303.770.8854 O
303.770.3536 F
www.gallowayUS.com

AS SURVEYED LEGAL DESCRIPTION

Project No: SAF001463.01

Designed By: MFD

Date: 02/02/2013

SAFeway STORE #1463
DENVER, COLORADO

Sheet Scale: 1" = 80'

Drawn By: JAR

Disk File: SAF001463.01 PUD EX3

June 28, 2012

Mr. Chris Gleissner
Community Planning and Development
201 W. Colfax Avenue
Denver, CO 80202-5350

**Re: Safeway Store #1463
2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street
Denver, Colorado
PUD Amendment – Application #2011I-00011**

Dear Chris,

As described on page 2 of the Application for Zone Map Amendment (Rezoning) for PUD and Sections 12.4.10.13 and 12.4.10.15 of the Denver Zoning Code, there are three general review criteria for all map amendments and five additional review criteria applied to rezoning or amendments to an existing PUD. Please see below for description of how proposed amendment is required in order to provide for unanticipated community need.

General Review Criteria

1. *Consistency with Adopted Plans* – The proposed map amendment is necessary to provide for an unanticipated community need at the time of the original development. In an effort to provide convenient services, grocery stores such as Safeway are expected to provide additional amenities such as on-site fuel to customers.
2. *Uniformity of District Regulations and Restrictions* – The addition of a fuel station is consistent with existing district regulations and restrictions which allow for a neighborhood shopping center that provides multiple customer services at one convenient location.
3. *Public Health, Safety and General Welfare* – By providing additional services such a fuel to the existing shopping center overall vehicular traffic along the existing commercial corridor and adjacent residential neighborhoods will be reduced.

Additional Review Criteria

1. *The PUD District is consistent with the intent and purpose of such districts stated in Article 9, Division 9.6* – Property is already subject to an existing PUD and proposed amendment is consistent with Division 9.6 in that a fuel station is consistent with existing commercial development within the PUD as well as adjacent commercial development along Evans.

Mr. Chris Gleissner
Community Planning and Development
Safeway PUD Amendment – App. #2011I-00011
June 28, 2012

2. *The PUD District and the PUD District Plan comply with all applicable standards and criteria station in Division 9.6* – Property is already subject to an existing PUD and in compliance with applicable standards outlined in Division 9.6.
3. *The Development proposed on the subject property is not feasible under any other Zone Districts, and would require and unreasonable number of variances or waivers and conditions* – Existing PUD is already established with specific criteria in place. Modification of existing criteria to accommodate the additional allowed use is not feasible.
4. *The PUD District, the PUD District Plan establish permitted uses that are compatible with existing land uses adjacent to the subject property* – Proposed fuel station is compatible with existing adjacent commercial uses along Evans.
5. *The PUD District, the PUD District Plan establish permitted building forms that are compatible with adjacent existing building forms, or which are made compatible through appropriate transitions at the boundaries of the PUD District Plan* – Appropriate transitions between adjacent residential development to the south are already in place. Addition of fuel kiosk and canopy at northern edge of site will not negatively impact existing transitions to the south and be consistent with existing commercial development along Evans.

Please feel free to contact me directly as noted below if you have any questions or require additional information.

Sincerely,
Galloway

John Scales
johnscale@gallowayUS.com

cc: Jeff Fergot – Safeway w/ attachments

**Safeway Store #1463
2150 & 2190 S. Downing Street, 2190 & 2195 S. Marion Street
Denver, Colorado
PUD Amendment Application #2011I-00011**

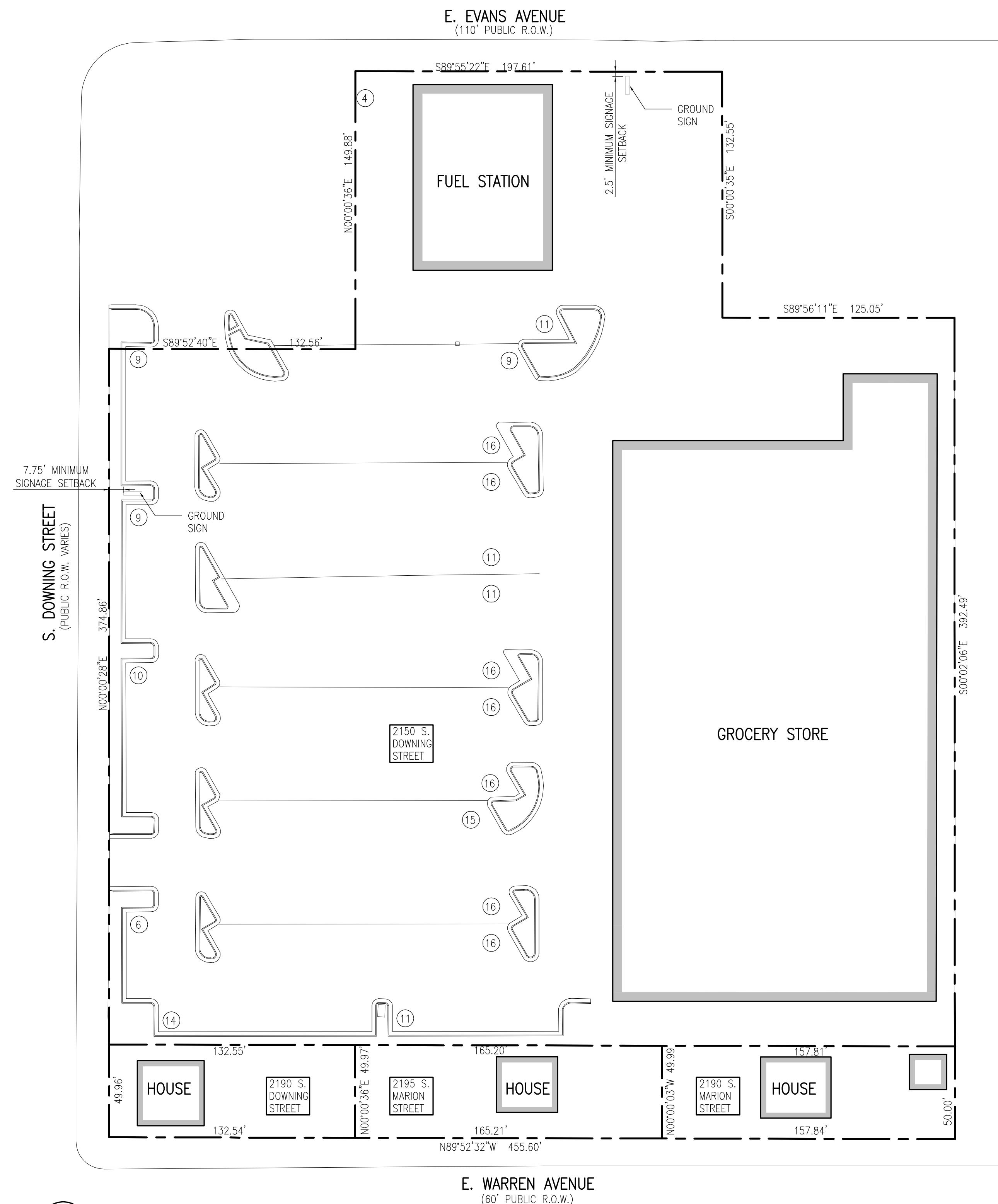
PUD Narrative

The existing PUD 349 Zone District does not allow Fuel Stations as an Accessory Use to a Grocery Store. Due to changes in market conditions not anticipated when the existing PUD was originally approved the applicant is requesting that the existing PUD be amended to include Fuel Stations as an Allowed Use within the PUD District.

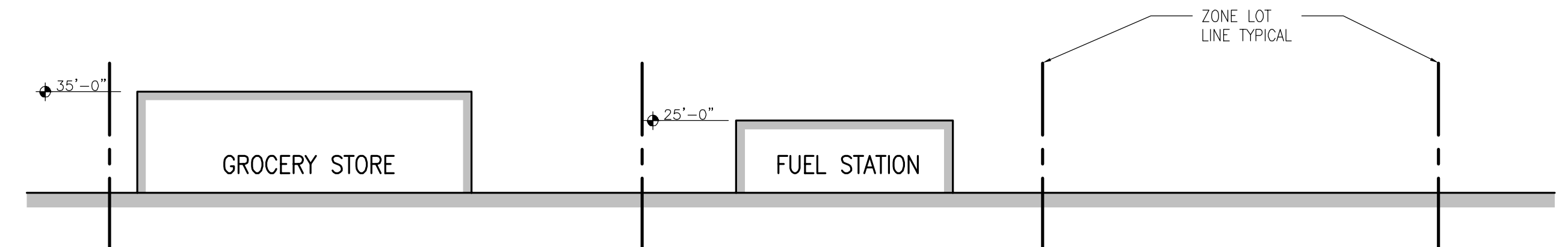
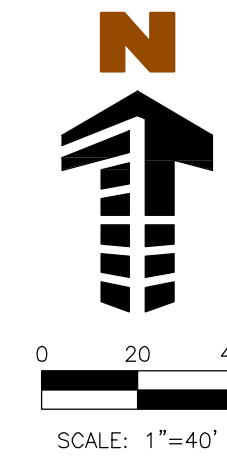
The proposed PUD amendment will allow Safeway to add an additional amenity to the existing shopping center and provide an additional service to the surrounding neighborhood and commercial corridor along Evans Avenue. The proposed amended PUD is consistent with the Denver Comprehensive Plan in that it encourages expansion of business uses within commercial areas to better serve adjacent residential areas by increasing the availability of neighborhood services in a central and convenient location.

The proposed amendment to the PUD will relate to the existing character of the surrounding neighborhood in a fashion similar to that of the existing shopping center. Commercial development will continue to be located primarily along the commercial corridor adjacent to Evans Avenue while the residential portion is to remain at the rear of the site away from Evans Avenue and adjacent to existing residential areas.

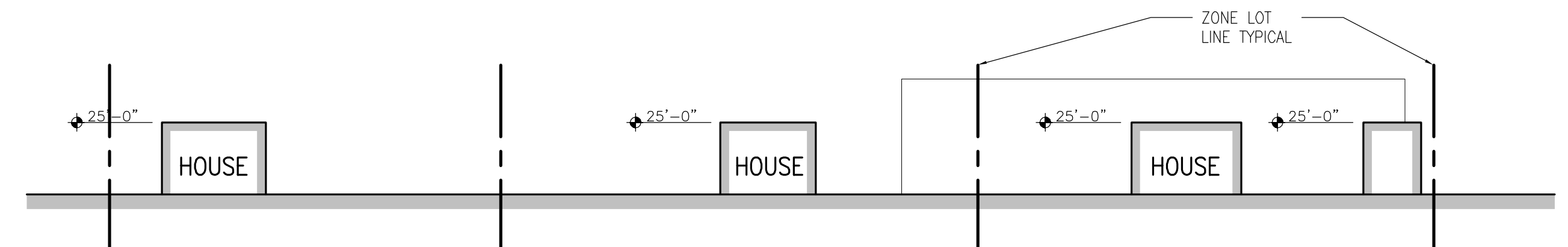
SAFeway STORE No. 1463
PUD DISTRICT PLAN AND ELEVATIONS
2150 S. DOWNING STREET
2190 S. MARION STREET
2190 S. DOWNING STREET
2195 S. MARION STREET
CITY AND COUNTY OF DENVER, STATE OF COLORADO



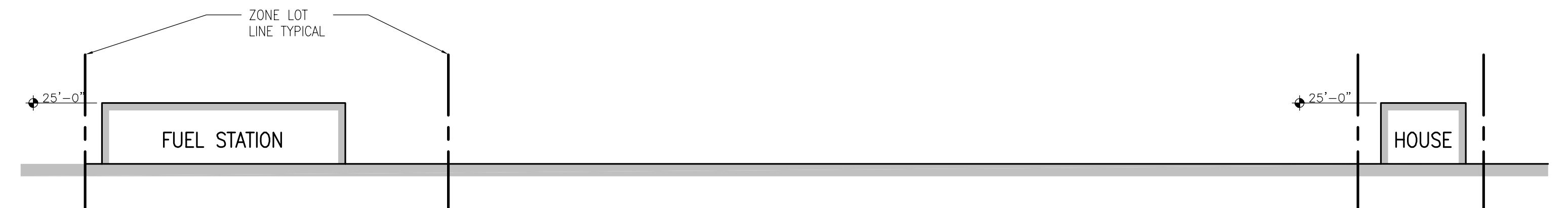
1 PUD DISTRICT PLAN
SCALE: 1" = 40'



2 PUD DISTRICT NORTH ELEVATION
SCALE: 1" = 40'



3 PUD DISTRICT SOUTH ELEVATION
SCALE: 1" = 40'



4 PUD DISTRICT WEST ELEVATION
SCALE: 1" = 40'



5 PUD DISTRICT EAST ELEVATION
SCALE: 1" = 40'

SAFeway STORE No. 1463

PUD SUBAREA MAP

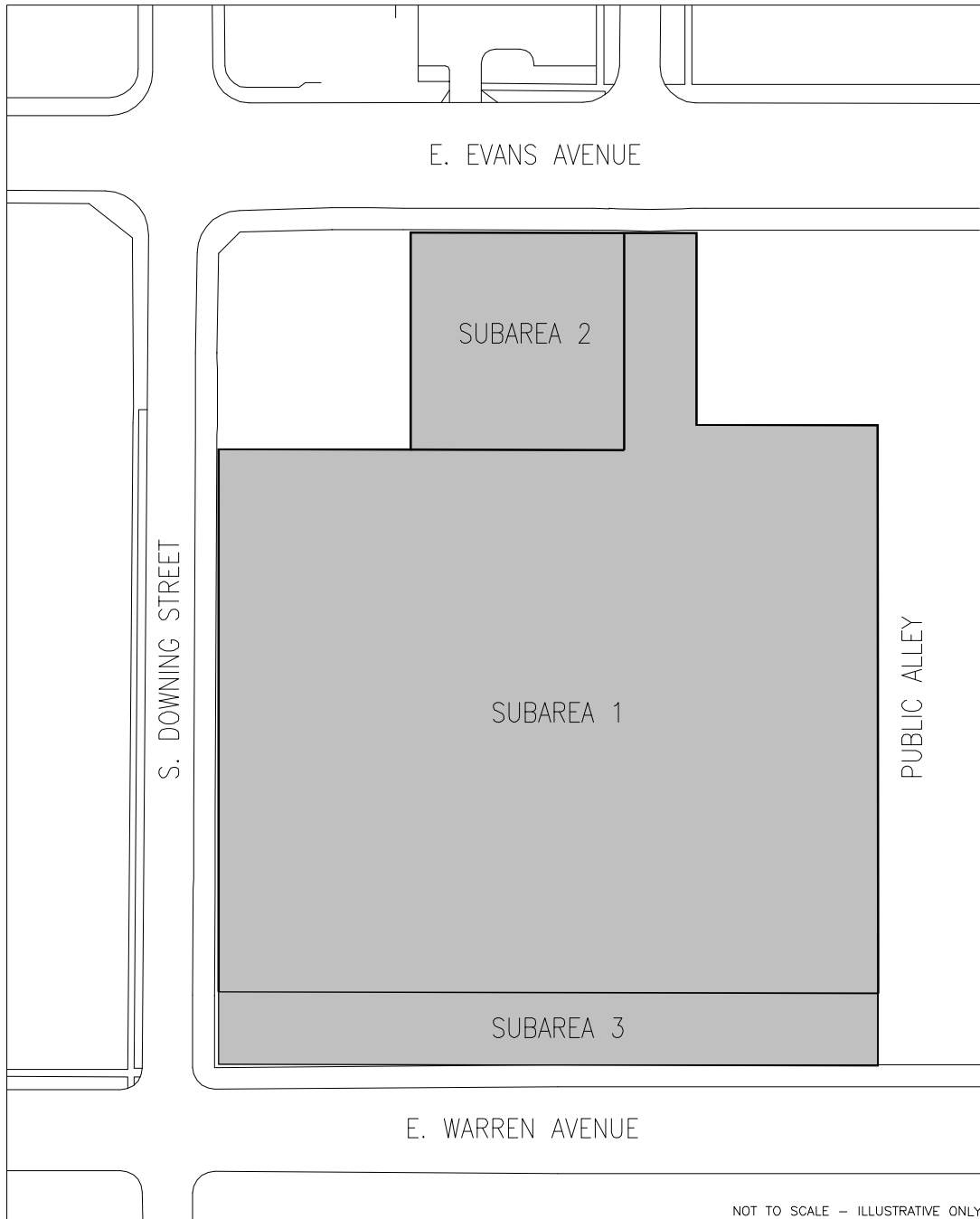
2150 S. DOWNING STREET

2190 S. MARION STREET

2190 S. DOWNING STREET

2195 S. MARION STREET

CITY AND COUNTY OF DENVER, STATE OF COLORADO



PUD AMENDMENT PROCEDURE:

THIS PUD MAY BE AMENDED BY SUBAREA, BY METES AND BOUNDS PARCEL, OR BY PLATTED LOT RATHER THAN AMENDING THE ENTIRE PUD SO LONG AS SUCH SUBAREA, PARCEL OR LOT AMENDMENTS ARE CONSISTENT WITH THIS PUD AS A WHOLE.

PREPARED FOR:



8900 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600

PREPARED BY:



6320 DTC Parkway, Suite 100
Overland Park, KS 66111
316.770.1884
316.770.3888
www.gallowayks.com
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SAFeway STORE No. 1463

PART OF THE NW 1/4 OF SECTION 26, T. 4 S., R. 68 W., 6th P.M.
CITY AND COUNTY OF DENVER, STATE OF COLORADO
LOCATED AT 2150 SOUTH DOWNING STREET

SCHEDULE

- 1 PROPOSED 460 S.F. FUELING KIOSK
- 2 PROPOSED FUEL CENTER CANOPY
- 3 PROPOSED UNDERGROUND STORAGE TANKS
- 4 PROPOSED CANOPY COLUMN WITH WINDOW WASH ASSEMBLY AND TOWEL DISPENSER; TYPICAL OF 6.
- 5 PROPOSED MULTIPLE PRODUCT FUEL DISPENSER; TYPICAL OF 6.
- 6 PROPOSED GUARD POSTS; TYPICAL OF 12.
- 7 PROPOSED GARDEN WALL
- 8 PROPOSED AIR STATION, TRASH RECEPTACLE, AND POLE MOUNTED LIGHT ON CONCRETE PAD
- 9 EXISTING POLE SIGN.
- 10 PROPOSED TANK VENT RISER
- 11 EXISTING SIDEWALK
- 12 PROPOSED PEDESTRIAN ACCESS TO EVANS RIGHT-OF-WAY.
- 13 PROPOSED ADA ACCESS TO EVANS RIGHT-OF-WAY.
- 14 EXISTING FIRE HYDRANT AND POCKET EASEMENT.
- 15 SITE TRIANGLE

SITE LEGEND

- ZONE LOT LINE
- PARCEL BOUNDARY LINE
- EASEMENT BOUNDARY LINE
- EXISTING IMPROVEMENT
- EXISTING SCREEN WALL
- PROPOSED IMPROVEMENT
- PROPOSED BUILDING (SEE SHEET 4 FOR ADDITIONAL DETAIL)
- EXISTING BUILDING
- EXISTING CANOPY
- PROPOSED CANOPY
- EXISTING CURB AND GUTTER
- PROPOSED CURB AND GUTTER
- EXISTING PARKING STRIPE
- PROPOSED PARKING STRIPE
- EXISTING SIDEWALK
- PROPOSED SIDEWALK
- EXISTING CANOPY COLUMN
- PROPOSED CANOPY COLUMN
- EXISTING SITE LIGHTING
- PROPOSED SITE LIGHT
- EXISTING STREET LIGHT
- EXISTING FIRE HYDRANT
- EXISTING UTILITY POLE
- EXISTING MANHOLE COVER
- PROPOSED MANHOLE COVER
- UTILITY PEDESTAL
- EXISTING INLET
- PROPOSED INLET
- EXISTING CART CORRAL
- PARKING COUNT
- SET BACK

S. Downing St.
(PUBLIC ROW, WIDES)

EXISTING MORGAN LIQUORS
15=55337.69

E. Evans Ave.
(110' PUBLIC R.O.W.)

SAFeway FUELING KIOSK
460 SF

30' DENVER WATER EASEMENT
REC. NO. 9400080600
REC. NO. 9400080601

52.45' DENVER WATER EASEMENT
REC. NO. 9400080600
REC. NO. 9400080601

PUD SUB-AREA 2 (FUEL FACILITY) BOUNDARY

EXISTING FIRST BANK
NOT A PART OF THIS SIP

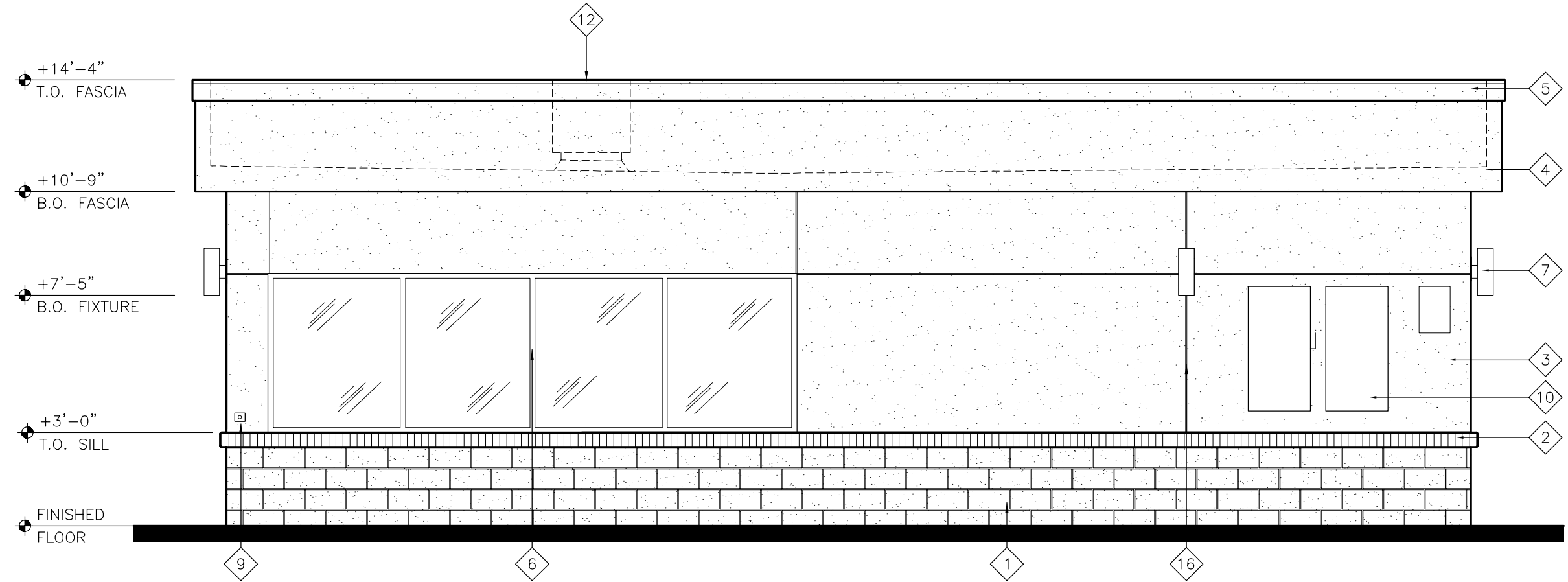
PREPARED BY:
Galloway
Planning Architecture, Engineering
600111C Parkway, Suite 100
Englewood, Colorado 80112-1412
Tel: (303) 778-8888
www.gallowayus.com

PREPARED FOR:
SAFeway
6000 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600

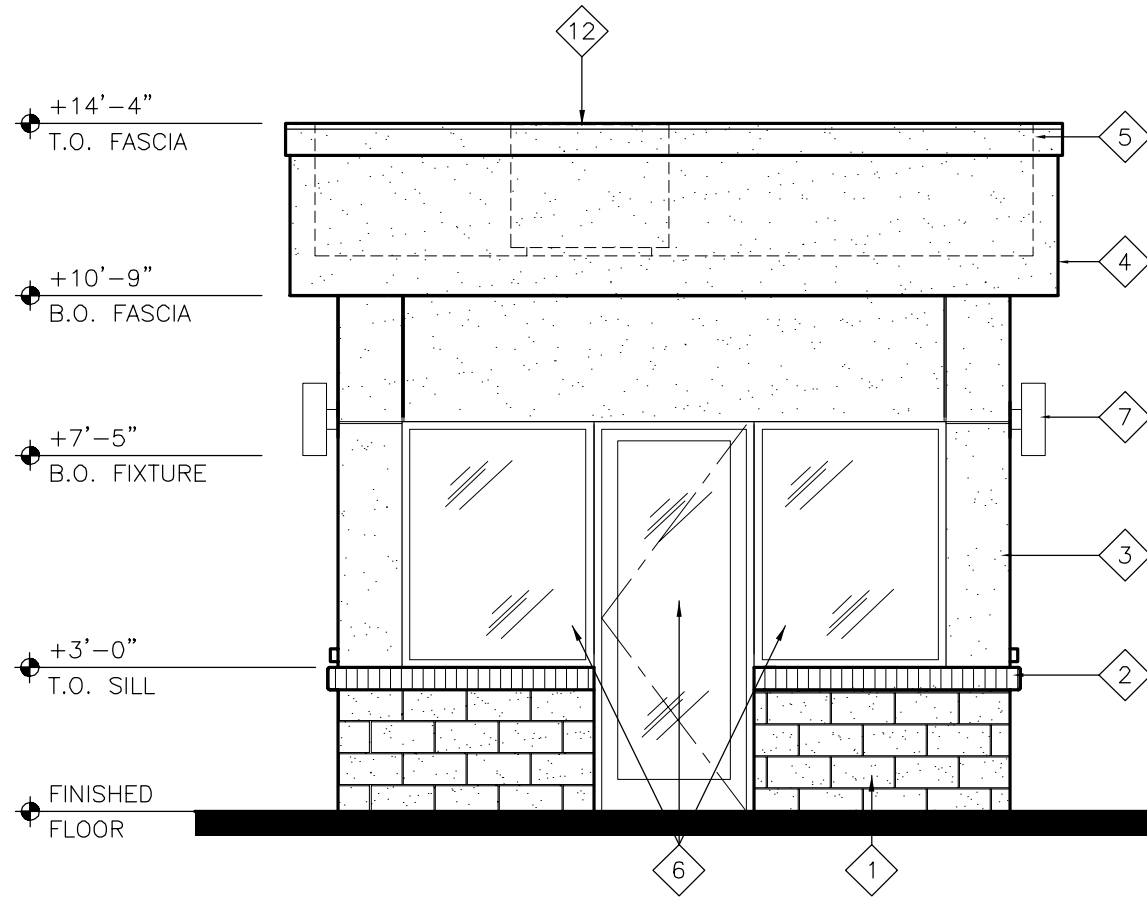
PLANNING BOARD EXHIBIT
SHEET 1 OF 2
AUGUST 15, 2013

SAFeway STORE No. 1463

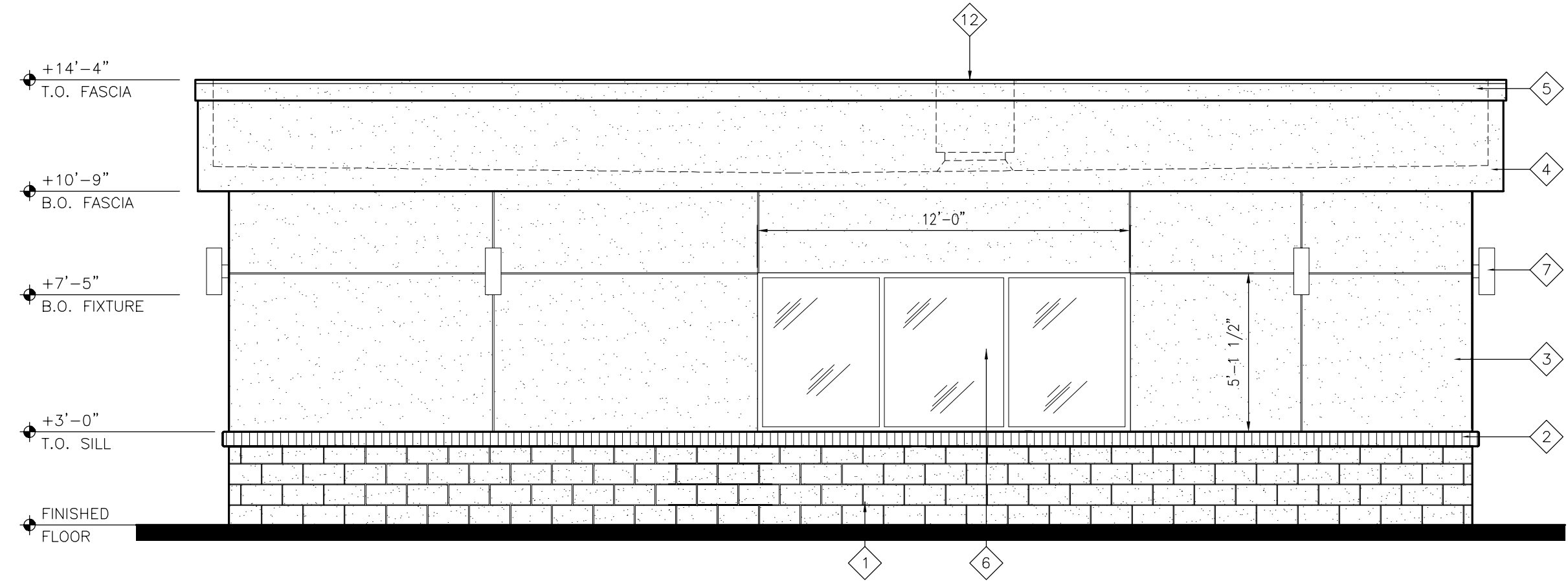
PART OF THE NW 1/4 OF SECTION 26, T. 4 S., R. 68 W., 6th P.M.
CITY AND COUNTY OF DENVER, STATE OF COLORADO
LOCATED AT 2150 SOUTH DOWNING STREET



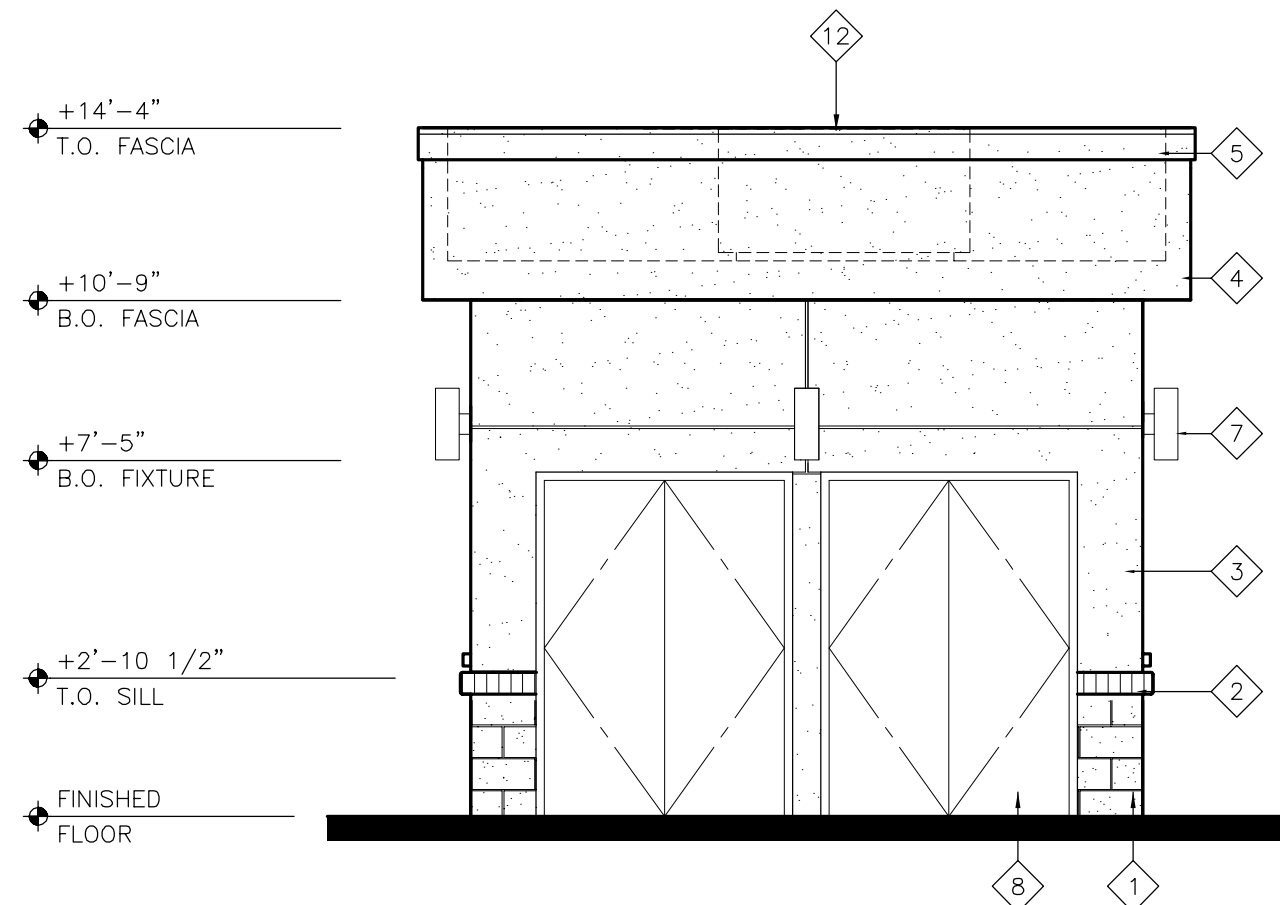
1 SOUTH KIOSK ELEVATION
SCALE: 1/4" = 1'-0"



2 WEST KIOSK ELEVATION
SCALE: 1/4" = 1'-0"



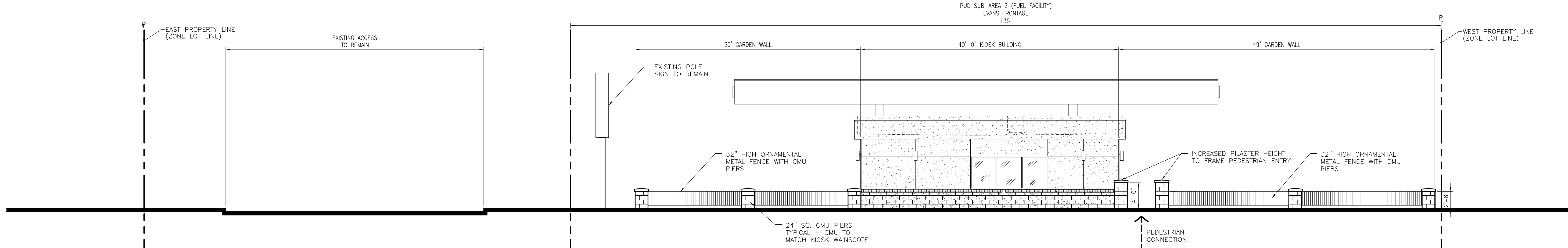
3 NORTH KIOSK ELEVATION
SCALE: 1/4" = 1'-0"



4 EAST KIOSK ELEVATION
SCALE: 1/4" = 1'-0"

MATERIALS LEGEND

- 1 SPLIT FACE MASONRY BLOCK, PAINT TO MATCH SAFeway GROCERY STORE (BENJAMIN MOORE - #HC-83 "GRANT BEIGE")
- 2 PRECAST CONCRETE SILL
- 3 E.I.F.S., COLOR TO MATCH SAFeway GROCERY STORE (BENJAMIN MOORE - #HC-83 "GRANT BEIGE")
- 4 E.I.F.S., COLOR TO MATCH SAFeway GROCERY STORE (DUNN-EDWARDS - #DE6172 "BUNGALOW TAUPE")
- 5 METAL CAP FLASHING AND E.I.F.S. CORNICE TO MATCH SAFeway GROCERY STORE (BENJAMIN MOORE - #1546 "GARGOYLE")
- 6 ALUMINUM STOREFRONT SYSTEM TO MATCH SAFeway GROCERY STORE CLEAR GLAZING (BLACK ANODIZED)
- 7 ARCHITECTURAL CYLINDER LIGHT, (BLACK ANODIZED)
- 8 HOLLOW METAL DOOR, PAINT TO MATCH ADJACENT E.I.F.S.
- 9 EMERGENCY SHUT OFF SWITCH
- 10 UTILITY GEAR, PAINT TO MATCH ADJACENT E.I.F.S.
- 11 NOT USED
- 12 ROOFTOP EQUIPMENT, SCREENED BY PARAPET
- 13 NOT USED
- 14 NOT USED
- 15 NOT USED
- 16 1" WIDE X 1" DEEP REVEALS, TYPICAL



6 EAST EVANS FRONTAGE (NORTH ELEVATION)
SCALE: 1/8" = 1'-0"

PREPARED BY:
Galloway
Planning Architecture Engineering
6000 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600
www.gallowayus.com

SAFeway
6000 South Yosemite Street
Englewood, Colorado 80112-1412
Tel: (303) 843-7600

PLANNING BOARD EXHIBIT
SHEET 2 OF 2
AUGUST 15, 2013

LETTER OF AUTHORIZATION

RE: **Safeway Fuel Facility, store #1463**
2150 South Downing Street
Denver, CO

Pleased be advised that Safeway Inc., as the property owner of the above referenced location, hereby authorizes Galloway and Company, Inc., 5300 DTC Parkway, Suite 100, Greenwood Village, CO 80111, to act on Safeway Inc.'s behalf as the design consultant for the proposed addition of a Safeway Fuel Facility at this location. Safeway Inc. hereby authorizes Galloway and Company, Inc., to apply for the necessary land development related approvals and permits necessary to develop said fuel facility.


Dennis Kinde

Safeway Inc.
6900 S. Yosemite Street
Centennial, CO 80112

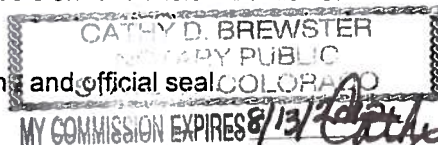
State of Colorado)
County of Denver) ss
)

ATTEST:

Subscribed and sworn to before me this 6th day of January, 2012

By Dennis Kinde as Denver Division Construction Director, Safeway Inc

WITNESS my hand and official seal




Notary Public

My Commission Expires: 8/13/2012



CHICAGO TITLE OF COLORADO, INC.

Commercial Department
1875 Lawrence St., Suite 1300
Denver, CO 80202
Main Phone: 303-291-9999 and Fax: 303-291-9997

March 9, 2010

Please Deliver to:

(see below)

Our Order Number: 1470223
Property Address: 2150 & 2190 South Downing
Street / 2190 & 2195 South Marion Street
Owner: Safeway Stores 45, Inc. and Safeway Inc.

Enclosed you will find the commitment for the above-referenced transaction. If you have questions, please contact your title officer, Jessica Broderick, at (303) 291-9935.

Distribution List

JoAnne Calabrese
Ph: 303-843-7573 / Fx: 303-843-7916
Email: joanne.calabrese@safeway.com

Del Miller
Email: del.miller@safeway.com

Wiring Instructions Enclosed.
We appreciate the opportunity to serve you!
jessica.broderick@ctt.com
chris.labarge@ctt.com



Chicago Title Insurance Company

COMMITMENT FOR TITLE INSURANCE

BY

Chicago Title Insurance Company

Chicago Title Insurance Company, a Missouri corporation ("Company"), for a valuable consideration, commits to issue its policy or policies of title insurance, as identified in Schedule A, in favor of the Proposed Insured named in Schedule A, as owner or mortgagee of the estate or interest in the land described or referred to in Schedule A, upon payment of the premiums and charges and compliance with the Requirements; all subject to the provisions of Schedule A and B and to the Conditions of this Commitment.

This Commitment shall be effective only when the identity of the Proposed Insured and the amount of the policy or policies committed for have been inserted in Schedule A by the Company.

All liability and obligation under this Commitment shall cease and terminate 6 months after the Effective Date or when the policy or policies committed for shall issue, whichever first occurs, provided that the failure to issue the policy or policies is not the fault of the Company.

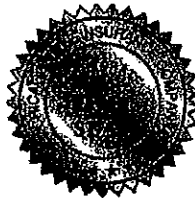
The Company will provide a sample of the policy form upon request.

IN WITNESS WHEREOF, Chicago Title Insurance Company has caused its corporate name and seal to be affixed by its duly authorized officers on the date shown in Schedule A.

Issued by:

CHICAGO TITLE INSURANCE COMPANY
1875 LAWRENCE STREET, SUITE 1300
DENVER, CO 80202
(303)291-9999
FAX (303)295-9997

Chicago Title Insurance Company



By:

Robert M. Miller

President

ATTEST:

Tom C. [Signature]

Secretary

Jessica [Signature]

Countersigned:

Authorized Signature

CONDITIONS

1. The term mortgage, when used herein, shall include deed of trust, trust deed, or other security instrument.
2. If the proposed Insured has or acquired actual knowledge of any defect, lien, encumbrance, adverse claim or other matter affecting the estate or interest or mortgage thereon covered by this Commitment other than those shown in Schedule B hereof, and shall fail to disclose such knowledge to the Company in writing, the Company shall be relieved from liability for any loss or damage resulting from any act of reliance hereon to the extent the Company is prejudiced by failure to so disclose such knowledge. If the proposed Insured shall disclose such knowledge to the Company, or if the Company otherwise acquires actual knowledge of any such defect, lien, encumbrance, adverse claim or other matter, the Company at its option may amend Schedule B of this Commitment accordingly, but such amendment shall not relieve the Company from liability previously incurred pursuant to paragraph 3 of these Conditions.
3. Liability of the Company under this Commitment shall be only to the named proposed Insured and such parties included under the definition of Insured in the form of policy or policies committed for and only for actual loss incurred in reliance hereon in undertaking in good faith (a) to comply with the requirements hereof, or (b) to eliminate exceptions shown in Schedule B, or (c) to acquire or create the estate or interest or mortgage thereon covered by this Commitment. In no event shall such liability exceed the amount stated in Schedule A for the policy or policies committed for and such liability is subject to the insuring provisions and Conditions and the Exclusions from Coverage of the form of policy or policies committed for in favor of the proposed Insured which are hereby incorporated by reference and are made a part of this Commitment except as expressly modified herein.
4. This Commitment is a contract to issue one or more title insurance policies and is not an abstract of title or a report of the condition of title. Any action or actions or rights of action that the proposed Insured may have or may bring against the Company arising out of the status of the title to the estate or interest or the status of the mortgage thereon covered by this Commitment must be based on and are subject to the provisions of this Commitment.
5. *The policy to be issued contains an arbitration clause. All arbitrable matters when the Amounts of Insurance is \$2,000,000 or less shall be arbitrated at the option of either the Company or the Insured as the exclusive remedy of the parties. You may review a copy of the arbitration rules at <<http://www.alta.org/>>.*

CHICAGO TITLE INSURANCE COMPANY

COMMITMENT FOR TITLE INSURANCE SCHEDULE A

Commitment Number: 1470223

1. **Effective date:** March 1, 2010 at 7:30 AM

2. **Policy or Policies to be issued:**

Policy Amount

Premium

(A) **Owner's Policy** (ALTA Owner's Policy (6-17-06))

Proposed Insured:

Safeway Stores 45, Inc., a Delaware corporation and Safeway
Inc., a Delaware corporation

(B) **Loan Policy** (ALTA Loan Policy (6-17-06))

Proposed Insured:

Work Charge

TOTAL:

\$ 600.00

\$ 600.00

3. **The estate or interest in the land described or referred to in this Commitment is:**
fee simple

4. **Title to the fee simple estate or interest in the land is at the Effective Date vested in:**
Safeway Stores 45, Inc., a Delaware corporation as to Parcel One;
Safeway Inc., a Delaware corporation as to Parcels Two, Three and Four

5. **The land referred to in this Commitment is described as follows:**
SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

Issued at: DENVER, COLORADO

CHICAGO TITLE OF COLORADO, INC.

CHICAGO TITLE INSURANCE COMPANY

SCHEDULE B - SECTION I REQUIREMENTS

Commitment Number: 1470223

- A. Payment to or for the account of the grantors or mortgagors of the full consideration for the estate or interest to be insured.
- B. Proper instrument(s) creating the estate or interest to be insured must be executed and duly filed for record in the office of the clerk and recorder of the county in which said property is located.
- C. Note: This report shall not be construed as a Title Guaranty, nor a Title Insurance Policy. The liability of this Company shall not exceed the charge paid by the applicant for this report, nor shall the Company be held liable to any party other than the applicant for this report.

END OF SCHEDULE B - SECTION I

Issued at: DENVER, COLORADO

CHICAGO TITLE OF COLORADO, INC.

ALTA Commitment - 2006 (Schedule B-1)

CHICAGO TITLE INSURANCE COMPANY

SCHEDULE B - SECTION II EXCEPTIONS

Commitment Number: 1470223

This policy does not insure against loss or damage (and the Company will not pay costs, attorneys' fees or expenses) that arise by reason of:

PART ONE

1. Any facts, rights, interests, or claims that are not shown by the Public Records but that could be ascertained by an inspection of the Land or that may be asserted by persons in possession of the Land.
2. Easements, liens or encumbrances, or claims thereof, not shown by the Public Records.
3. Any encroachment, encumbrance, violation, variation, or adverse circumstance affecting the Title that would be disclosed by an accurate and complete land survey of the Land and not shown by the Public Records.
4. Any lien, or right to a lien, for services, labor or material heretofore or hereafter furnished, imposed by law and not shown by the Public Records.
5. Defects, liens, encumbrances, adverse claims or other matters, if any, created, first appearing in the Public Records or attaching to the subsequent effective date hereof but prior to the date the proposed Insured acquires of record for value the estate or interest or mortgage thereon covered by this Commitment.
6. (a) Unpatented mining claims; (b) reservations or exceptions in patents or in Acts authorizing the issuance thereof; (c) water rights, claims or title to water, whether or not the matters excepted under (a), (b) or (c) are shown by the Public Record.
7. (a) Taxes or assessments that are not shown as existing liens by the records of any taxing authority that levies taxes or assessments on real property or by the Public Records; (b) proceedings by a public agency that may result in taxes or assessments, or notices of such proceedings, whether or not shown by the records of such agency or by the Public Records.
8. Water rights, claims or title to water, whether or not disclosed by the public records.
9. Statement of Lien claimed by the City and County of Denver in the amount of \$150.00, recorded August 13, 2007 at Reception No. 2007126404.
10. Reservation of easements for telephone lines and sewer lines, and purposes incidental thereto, as contained in Ordinance No. 63 recorded March 14, 1968 in Book 9854 at Page 246.
11. An easement for underground utility lines and incidental purposes granted to Public Service Company of Colorado by the instrument recorded June 28, 1968 in Book 9897 at Page 42.
12. An easement for sewer and incidental purposes granted to the City and County of Denver by the instrument recorded December 5, 1968 in Book 9964 at Page 268.
13. The effect of the Landscape Plan as contained in Warranty Deed recorded July 21, 1989 at Reception No. R-89-0065980.

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CHICAGO TITLE OF COLORADO, INC.

CHICAGO TITLE INSURANCE COMPANY

SCHEDULE B - SECTION II EXCEPTIONS (Continued)

Commitment Number: 1470223

14. Terms, conditions, provisions, agreements, easements and obligations specified under the Real Estate Exchange and Access Easement Agreement, which was recorded November 8, 1993 at Reception No. 9300155028.
15. Reservation of easements for all utility lines, and purposes incidental thereto, as contained in Ordinance No. 855 recorded November 15, 1993 at Reception No. 9300157429, according to the terms, conditions, provision, obligations and agreements contained therein.
16. Terms, conditions, provisions, agreements, easements and obligations specified under the Easement and Indemnity Agreement, which was recorded April 12, 1994 at Reception No. 9400063781.
17. The effect of the PUD Development Plan for Safeway Store No. 1463 recorded April 12, 1994 at Reception No. 9400063782, and any and all supplements and amendments thereto.
18. Terms, conditions, provisions, agreements, easements and obligations specified under the Easement Agreement, which was recorded May 13, 1994 at Reception No. 9400080600, and Easement Agreement Amendment in connection therewith recorded September 20, 1995 at Reception No. 9500115535.
19. Terms, conditions, provisions, agreements, easements and obligations specified under the Easement Agreement, which was recorded May 13, 1994 at Reception No. 9400080601.
20. Any loss, consequence or damage resulting from the fact that Denver County Assessor Map 5262 does not accurately depict the property and/or its dimensions as the same have been historically conveyed.

Issued at: DENVER, COLORADO

CHICAGO TITLE OF COLORADO, INC.

CHICAGO TITLE INSURANCE COMPANY

SCHEDULE B - SECTION II EXCEPTIONS (Continued)

Commitment Number: 1470223

21. Informational Note: The Company finds the following individuals/entities to be the Grantors on the Deeds which should have included portions of the vacated alley in Block 17 and of vacated South Marion Street:

Adjoining the West half of the vacated North-South alley in Block 17:

Lots 22 and 23 - Scott DeMuro
Lots 20 and 21 - Mindy M. Saethre
The South half of Lot 18 and Lot 19 - Jeannette E. Frechette
Lot 17 and the North half Lot 18 - Holland Properties Co., a Colorado general partnership

Adjoining the East half of the vacated North-South alley in Block 17:

Lots 24 and 25 - Lou Jean Sherrod
Lots 26, 27, 28 and 29 - Audrey L. Tripp, Norma Roccabruna, Doris Warren, Fred O. Bradley and Anne L. Taylor also known as Anne L. Williams

Adjoining the South half of the vacated East-West alley in Block 17:

Lot 29 - Audrey L. Tripp, Norma Roccabruna, Doris Warren, Fred O. Bradley and Anne L. Taylor also known as Anne L. Williams

Adjoining the West half of vacated South Marion Street:

Lots 24 and 25 - Lou Jean Sherrod
Lots 26, 27, 28 and 29 - Audrey L. Tripp, Norma Roccabruna, Doris Warren, Fred O. Bradley and Anne L. Taylor also known as Anne L. Williams

Adjoining the East half of vacated South Marion Street:

Lots 22 and 23 - Sandra R. Jenson also known as Sandra R. Jones, and Gerhard R. Onnen
Lots 20 and 21 - Lloyd L. Scott, IV
Lots 17, 18 and 19 - Ralph E. Yockey
Lots 15 and 16 - Robert J. McCracken
The South half of Lot 13 and Lot 14 - Tracy A.J. Dalrymple
Lot 12 and the North half of Lot 13 - Sharon Marie Lucero also known as Sharon Marie McDonald
The South 20 feet of Lot 10 and Lot 11 - Nolan Vander Ark and Ethel Joey Vander Ark
Lot 9 and the North 5 feet of Lot 10 - Robert Ellis Armbruster and Helen M. Armbruster
The South 10 feet of Lot 7 and Lot 8 - Constance Stevenson, Kent Johnson, David Johnson and Ruth E. Johnson
The South 17.5 feet of Lot 6 and the North 15 feet of Lot 7 - Rickie D. Dull, Carol A. Dull and John H. Port
Lot 5 and the North 7.5 feet of Lot 6 - Irene G. Redfern (Safeway subsequently conveyed this property Jon A. Nelson and Mary R. Nelson who in turn conveyed it to Firstbank of Cherry Creek, a Colorado corporation)

22. Any existing leases or tenancies, and any and all parties claiming by, through or under said lessees.

Issued at: DENVER, COLORADO

CHICAGO TITLE OF COLORADO, INC.

CHICAGO TITLE INSURANCE COMPANY

Title No.: 1470223

LEGAL DESCRIPTION

EXHIBIT "A"

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE COUNTY OF DENVER, STATE OF COLORADO, AND IS DESCRIBED AS FOLLOWS:

***** ALL LEGAL DESCRIPTIONS CONTAINED HEREIN ARE INVALID AS OF THE EFFECTIVE DATE AND ARE SUBJECT TO THE MATTERS REFERENCED IN EXCEPTIONS 20 AND 21 OF SCHEDULE B2 *****

Parcel One:

Part of Blocks 17 and 18, Evanston, City and County of Denver, State of Colorado, and part of the alleys in said Block 17 as vacated by Ordinance No. 63 recorded March 14, 1969 in Book 9854 at Page 246 and by Ordinance No. 855 recorded November 15, 1993 at Reception No. 9300157429, and part of South Marion Street as vacated by Ordinance No. 855 recorded November 15, 1993 at Reception No. 9300157429, being more particularly described as follows:

Beginning at the Northeast corner of said Block 17;

Thence South 89 degrees 53 minutes 32 seconds East, along the South right-of-way line of East Evans Avenue, a distance of 65.02 feet to the Northwest corner of Block 18 of said Evanston Subdivision;

Thence South 00 degrees 01 minute 06 seconds East, along the East line of vacated South Marion Street, a distance of 132.55 feet;

Thence South 89 degrees 54 minutes 21 seconds East, a distance of 125.05 feet to a point on the West line of the 15 foot alley in said Block 18;

Thence South 00 degrees 02 minutes 06 seconds East, along said West line, a distance of 392.50 feet to the Southeast corner of Lots 21, said Block 18;

Thence North 89 degrees 54 minutes 22 seconds West, along the south line of said Lot 21, a distance of 125.17 feet to the Southwest corner of said Lot 21;

Thence North 89 degrees 52 minutes 28 seconds West, a distance of 65.19 feet to the Southeast corner of Lot 26, said Block 17;

Thence North 89 degrees 49 minutes 38 seconds West, along the South line of said Lot 26, a distance of 125.10 feet to the Southwest corner of said Lot 26;

Thence North 89 degrees 52 minutes 56 seconds West, a distance of 15.00 feet to the Southeast corner of Lot 21, said Block 17;

Thence North 89 degrees 50 minutes 44 seconds West, along the South line of said Lot 21, a distance of 125.10 feet to the Southwest corner of said Lot 21;

Thence North 00 degrees 00 minutes 53 seconds East, along the East right-of-way line of South Downing Street, a distance of 374.88 feet to the Northwest corner of Lot 7, said Block 17;

Thence South 89 degrees 53 minutes 17 seconds East, along the North line of said Lot 7, a distance of 132.58 feet to a point on the centerline of the 15 foot vacated alley lying in said Block 17;

Thence North 00 degrees 01 minute 26 seconds West, along said alley centerline, a distance of 149.88 feet to a point on the South right-of-way line of East Evans Avenue;

Thence South 89 degrees 54 minutes 36 seconds East, along the South right-of-way line of East Evans Avenue, a distance of 132.59 feet to the True Point of Beginning,

City and County of Denver,

Issued at: DENVER, COLORADO

CHICAGO TITLE OF COLORADO, INC.

CHICAGO TITLE INSURANCE COMPANY

Title No.: 1470223

LEGAL DESCRIPTION

(Continued)

State of Colorado.

Parcel Two:

Lots 22 and 23,
Block 17,
Evanston,

TOGETHER with the West half of the alley adjoining said Lots as vacated by Ordinance No. 855, recorded November 15, 1993 at Reception No. 9300157429,
City and County of Denver,
State of Colorado.

Parcel Three:

Lots 24 and 25,
Block 17,
Evanston,

TOGETHER with the East half of the alley adjoining said Lots,
AND TOGETHER with the West half of South Marion Street, both as vacated by Ordinance No. 855, recorded November 15, 1993 at Reception No. 9300157429,
City and County of Denver,
State of Colorado.

Parcel Four:

Lots 22 and 23,
Block 18,
Evanston,

TOGETHER With the West half of South Marion Street, as vacated by Ordinance No. 855, recorded November 15, 1993 at Reception No. 9300157429,
City and County of Denver,
State of Colorado.

***** ALL LEGAL DESCRIPTIONS CONTAINED HEREIN ARE INVALID AS OF THE EFFECTIVE DATE AND ARE SUBJECT TO THE MATTERS REFERENCED IN EXCEPTIONS 20 AND 21 OF SCHEDULE B2 *****

Issued at: DENVER, COLORADO

CHICAGO TITLE OF COLORADO, INC.

CHICAGO TITLE INSURANCE COMPANY DISCLOSURE STATEMENT

- Pursuant to Section 38-25-125 of Colorado Revised Statutes and Colorado Division of Insurance Regulation 3-5-1 (Section 6), if the parties to the subject transaction request us to provide escrow-settlement and disbursement services to facilitate the closing of the transaction, then all funds submitted for disbursement must be available for immediate withdrawal.
- Colorado Division of Insurance Regulation 3-5-1, Paragraph C of Article VII, requires that "every title entity shall be responsible for all matters which appear of record prior to the time of recording whenever the title entity conducts the closing and is responsible for recording or filing of legal documents resulting from the transaction which was closed". Provided that CHICAGO TITLE INSURANCE COMPANY conducts the closing of the insured transaction and is responsible for recording the legal documents from the transaction, exception No. 5 in Schedule B-2 will not appear in the Owner's Title Policy and Lender's Title Policy when issued.
- If the sales price of the subject property exceeds \$100,000.00 the seller shall be required to comply with the Disclosure of Withholding Provisions of C.R.S. 39-22-604.5 (Nonresident Withholding).
- Section 39-14-102 of Colorado Revised Statutes requires that a Real Property Transfer Declaration accompany any conveyance document presented for recordation in the State of Colorado. Said Declaration shall be completed and signed by either the grantor or grantee.
- Recording statutes contained in Section 30-10-406(3)(a) of the Colorado Revised Statutes require that all documents received for recording or filing in the clerk and recorder's office shall contain a top margin of at least one inch and a left, right, and bottom margin of at least one-half of an inch. The clerk and recorder may refuse to record or file an document that does not conform to requirements of this paragraph.
- Section 38-25-109 (2) of the Colorado Revised Statutes, 1973, requires that a notation of the purchasers legal address, (not necessarily the same as the property address) be included on the face of the deed to be recorded.
- Regulations of County Clerk and Recorder's offices require that all documents submitted for recording must contain a return address on the front page of every document being recorded.
- Pursuant to Section 10-11-122 of the Colorado Revised Statutes, 1987 the Company is required to disclose the following information:
 - The subject property may be located in a special taxing district.
 - A Certificate of Taxes Due listing each taxing jurisdiction shall be obtained from the County Treasurer or the County Treasurer's authorized agent.
 - Information regarding special districts and the boundaries of such districts may be obtained from the Board of County Commissioners, the County Clerk and Recorder or the County Assessor.
- Pursuant to Section 10-11-123 of the Colorado Revised Statutes, when it is determined that a mineral estate has been severed from the surface estate, the Company is required to disclose the following information: that there is recorded evidence that a mineral estate has been severed, leased, or otherwise conveyed from the surface estate and that there is a substantial likelihood that a third party holds some or all interest in oil, gas, other minerals, or geothermal energy in the property; and that such mineral estate may include the right to enter and use the property without the surface owner's permission.
- Note: Notwithstanding anything to the contrary in this Commitment, if the policy to be issued is other than an ALTA Owner's Policy (6/17/06), the policy may not contain an arbitration clause, or the terms of the arbitration clause may be different from those set forth in this Commitment. If the policy does contain an arbitration clause, and the Amount of Insurance is less than the amount, if any, set forth in the arbitration clause, all arbitrable matters shall be arbitrated at the option of either the Company or the Insured as the exclusive remedy of the parties.

Denver Property Assessment and Taxation System (2.1.0.0)

1316 E EVANS AVE

Note: Enter schedule numbers without dashes

Owner	PIN	Legal Description	Pr
FIRSTBANK OF CHERRY CREEK PO BOX 150097 LAKEWOOD , CO 80215-0097	163114957 Schedule Number 0526223048000	EVANSTON B18 L1 TO 4 INC & N 7.5FT OF L6	CC BU

Assessment**Actual Value Year:** 2012**Actual Value:** \$1,240,700**Property****Year Built:** 2003**Square Footage:** 5025**Comparables**

PIN	Address	Year	Sales Price
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No comparables available for this property.