



201 W. Colfax Ave., Dept. 205
Denver, CO 80202
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www.denvergov.org/CPD

TO: Denver City Council
FROM: Scott Robinson, Senior City Planner
DATE: July 13, 2017
RE: Official Zoning Map Amendment Application #2016I-00143

Staff Report and Recommendation

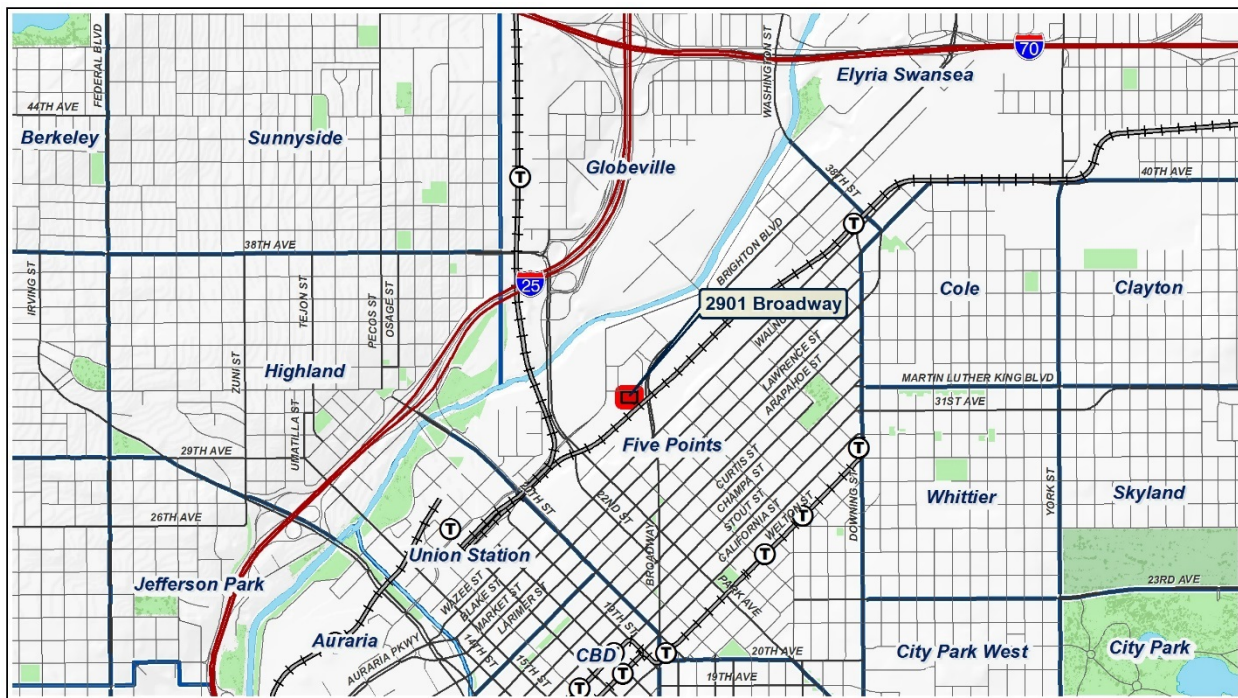
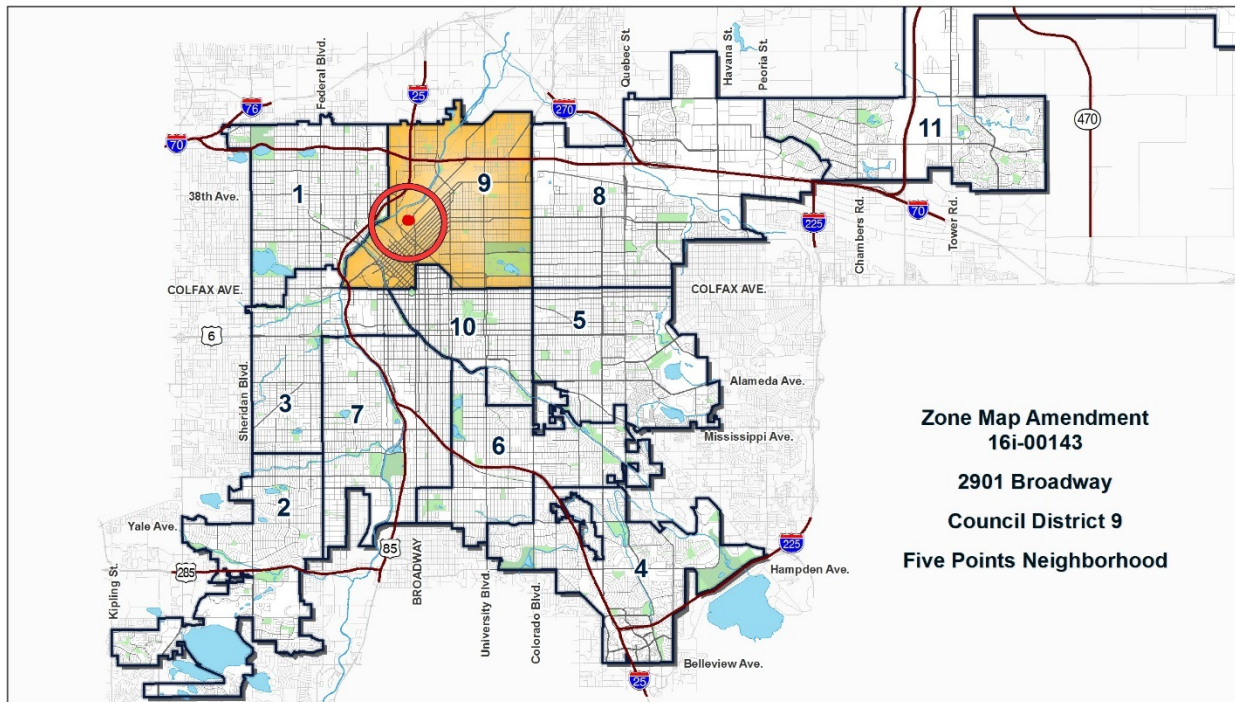
Based on the criteria for review in the Denver Zoning Code, Staff recommends approval for Application #2016I-00143.

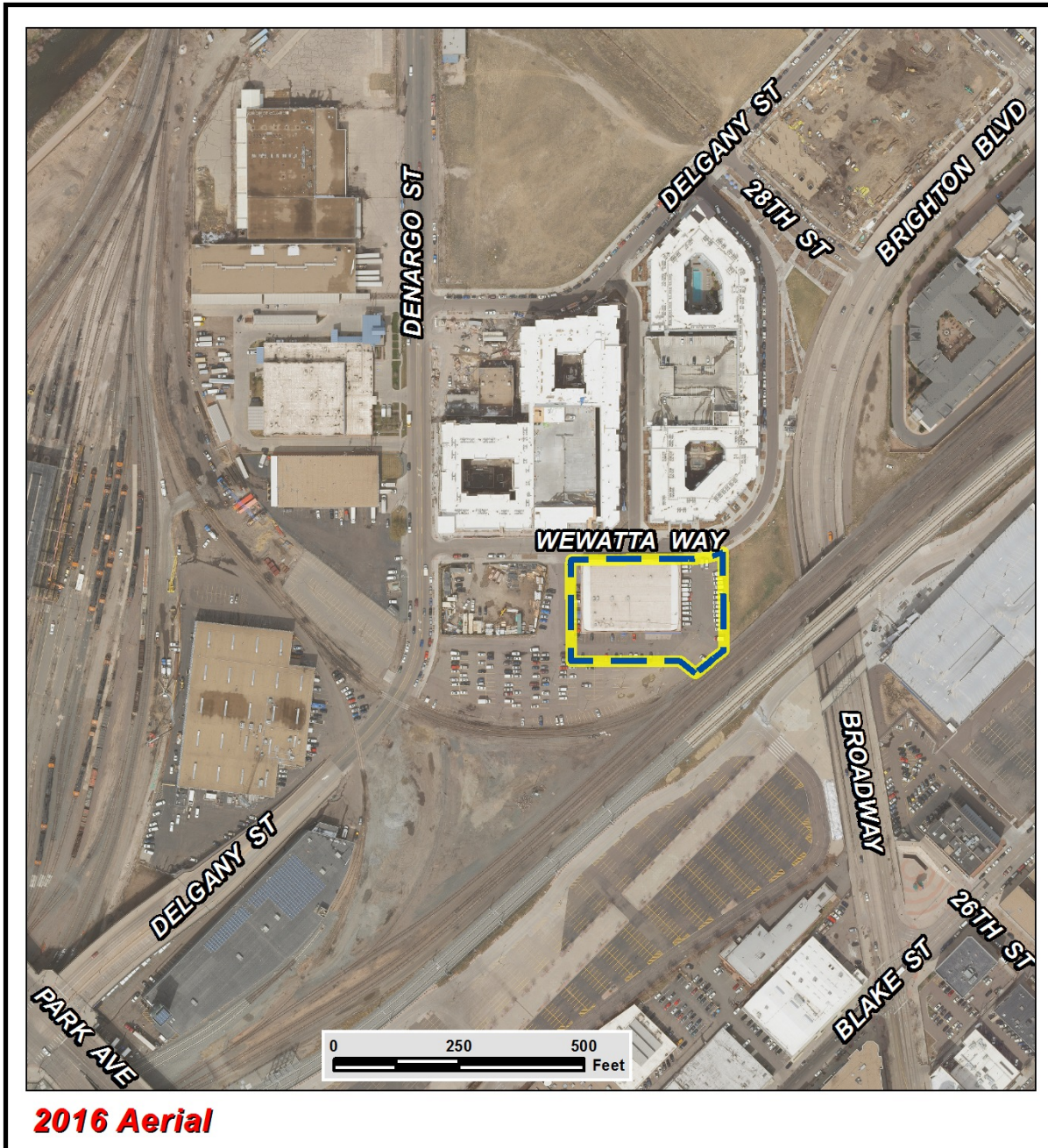
Request for Rezoning

Address:	2901 Broadway
Neighborhood/Council District:	Five Points / Council District 9
RNOs:	United Community Action Network, Inc.; RiNo, River North Art District; Inter-Neighborhood Cooperation; Elyria Swansea/Globeville Business Association; Denver Neighborhood Association, Inc.; Ballpark Neighborhood Association; Rio Norte
Area of Property:	1.44 acres
Current Zoning:	I-B UO-2 and R-MU-30 with waivers & conditions
Proposed Zoning:	C-MX-16
Property Owner(s):	BW 2901 Land LP
Owner Representative:	Jim West, GFF Architects

Summary of Rezoning Request

- The property is located in Denargo Market, on Wewatta Way between Denargo St. and Broadway.
- The property is currently used for a vehicle maintenance facility.
- The applicant is requesting the map amendment to allow for development of the site in a manner compatible with the Denargo Market area.
- The **C-MX-16** (Urban **C**enter, **M**ixed Use, **16** story maximum height) zone district is intended to promote safe, active, and pedestrian-scaled, diverse areas through the use of the general building forms and a wide range of uses. Further details of the zone districts can be found in Article 7 of the Denver Zoning Code (DZC).
- The applicant's request includes removing the Billboard Use Overlay, UO-2, on the property.





Existing Context

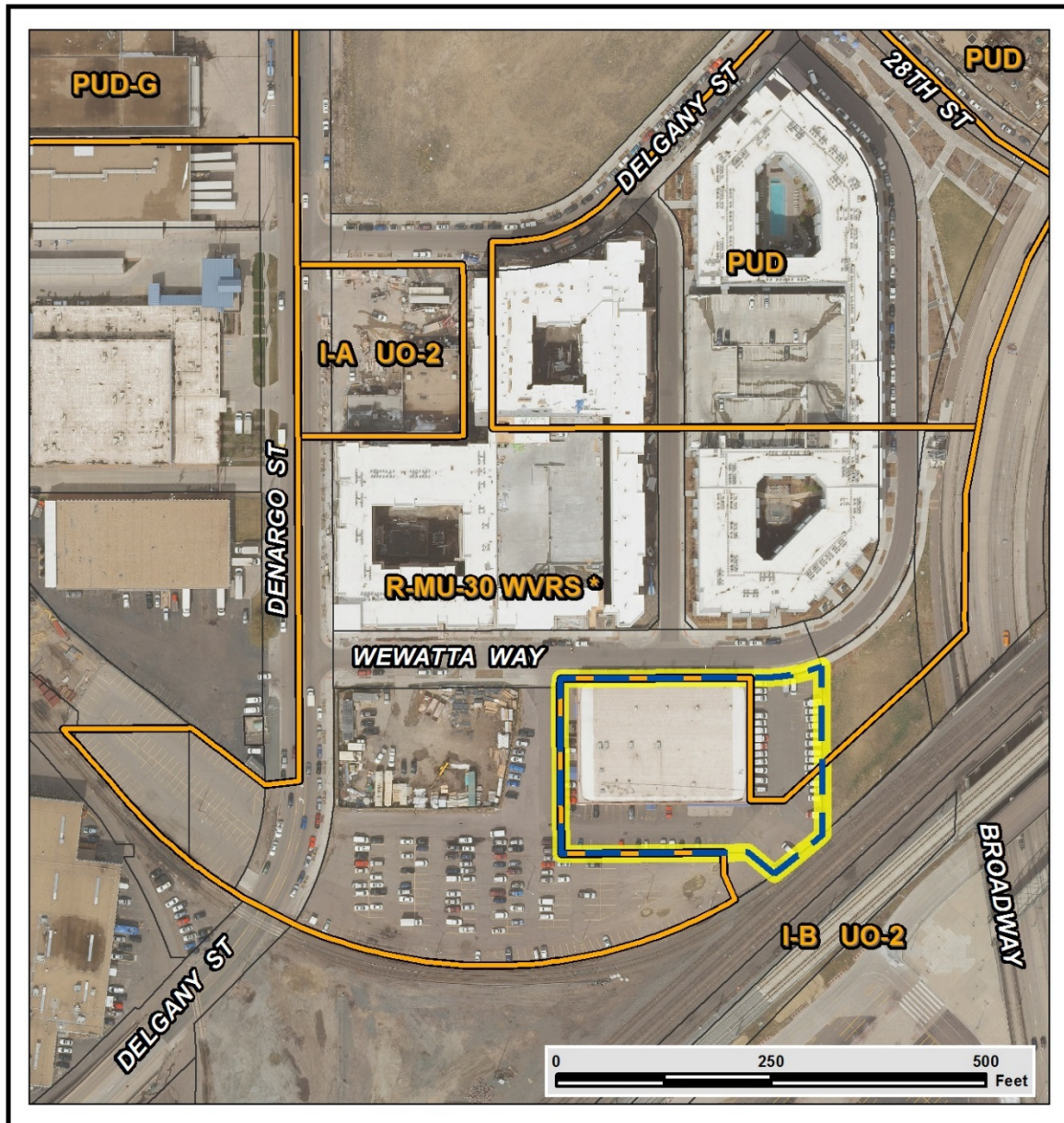
The property is at the southwest end of the Brighton Blvd. corridor, just north of the Ballpark area, on the site of the former Denargo Market. The site is bounded by railroad tracks to the south and the South Platte River is about one-quarter mile to the north. Three apartment buildings have recently been built nearby, as part of the Denargo Market redevelopment. There is bus service on Brighton Blvd. and Park Ave. West, and Union Station is about three-quarters of a mile to the southwest. The property is

adjacent to the Denargo Market General Development Plan (GDP), but is not within the GDP or governed by the associated urban design standards and guidelines.

The following table summarizes the existing context proximate to the subject site:

	Existing Zoning	Existing Land Use	Existing Building Form/Scale	Existing Block, Lot, Street Pattern
Site	I-B UO-2, R-MU-30 with waivers and conditions	Vehicle maintenance and repair business	1-story brick industrial building	The Denargo Market area is cut off by railroads on two sides and the South Platte on another. Street connections are provided to Park Ave. West and Broadway/Brighton Blvd. The block pattern is irregular. Vehicle parking is provided in structures for new residential buildings and in surface lots for industrial uses.
North	R-MU-30 with waivers and conditions	Residential	4-story apartment building with structured parking	
South	I-B UO-2	Railroad junction	N/A	
East	R-MU-30 with waivers and conditions, I-B UO-2	Railroad, Broadway, Rockies parking	4-story parking garage across Broadway	
West	R-MU-30 with waivers and conditions, I-B UO-2	Parking and storage	N/A	

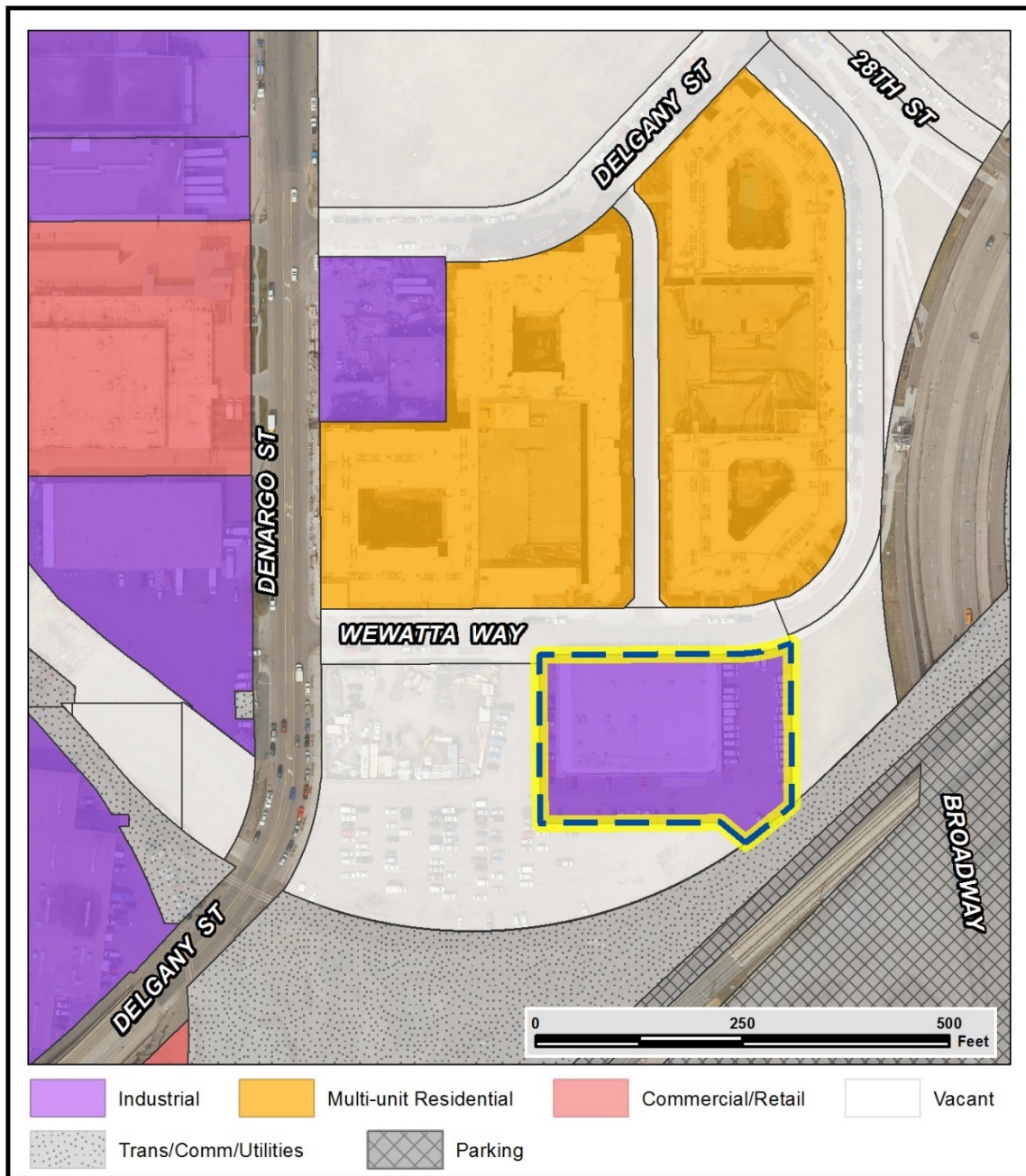
1. Existing Zoning



Most of the property is zoned I-B UO-2. The I-B General Industrial District is defined in Denver Zoning Code (DZC) Section 9.1.2.1.C as “an employment area containing industrial uses that are generally more intensive.” The zone district allows the General and Industrial building forms, with a maximum floor area ratio of 2.0. There is no maximum height defined, and required setbacks range from zero to 20 feet. The range of allowed uses is very broad. The UO-2 use overlay allows billboards on the property.

The northeast portion of the property is zoned R-MU-30 with waivers and conditions. The R-MU-30 zone district is described in Former Chapter 59 (FC59) Section 301(a)(3) as a “primarily residential district allowing higher density multiple unit dwellings of a density appropriate to the center-city and other activity centers such as light rail transit stations. Supporting commercial development, such as consumer retail and service uses and small-scale office uses, is encouraged to create a truly mixed-use environment.” The maximum height allowed under the base zoning is 140 feet, and there is no required front setback, except for one and two unit residential structures, which have a 10 foot required front setback. The R-MU-30 portion of the property was not rezoned into the Denver Zoning Code in 2010 because, when the property was rezoned in 2007, there were four waivers and a condition applied. Relevant waivers limit the maximum height to 75 feet and allow zero foot setbacks.

2. Existing Land Use Map



3. Existing Building Form and Scale



Site – from Wewatta Way



North – from Wewatta Way



East – from Denargo St.



South – from Denargo St.



West – from Wewatta Way
Source: Google Maps

Summary of City Agency Referral Comments

As part of the DZC review process, the rezoning application is referred to potentially affected city agencies and departments for comment. A summary of agency referral responses follows:

Asset Management: Approved – No comments.

Environmental Health: Approved

- A historical fill area exists on the site. DEH concurs with the rezoning request; however, fill material may be encountered during development that may require special handling and disposal.
- General Notes: Most of Colorado is high risk for radon, a naturally occurring radioactive gas. Due to concern for potential radon gas intrusion into buildings, DEH suggests installation of a radon mitigation system in structures planned for human occupation or frequent use. It may be more cost effective to install a radon system during new construction rather than after construction is complete.
- If renovating or demolishing existing structures, there may be a concern of disturbing regulated materials that contain asbestos or lead-based paint. Materials containing asbestos or lead-based paint should be managed in accordance with applicable federal, state and local regulations.
- The Denver Air Pollution Control Ordinance (Chapter 4- Denver Revised Municipal Code) specifies that contractors shall take reasonable measures to prevent particulate matter from becoming airborne and to prevent the visible discharge of fugitive particulate emissions beyond the property on which the emissions originate. The measures taken must be effective in the control of fugitive particulate emissions at all times on the site, including periods of inactivity such as evenings, weekends, and holidays.
- Denver's Noise Ordinance (Chapter 36–Noise Control, Denver Revised Municipal Code) identifies allowable levels of noise. Properties undergoing Re-Zoning may change the acoustic environment, but must maintain compliance with the Noise Ordinance. Compliance with the Noise Ordinance is based on the status of the receptor property (for example, adjacent Residential receptors), and not the status of the noise-generating property. Violations of the Noise Ordinance commonly result from, but are not limited to, the operation or improper placement of HV/AC units, generators, and loading docks. Construction noise is exempted from the Noise Ordinance during the following hours, 7am–9pm (Mon–Fri) and 8am–5pm (Sat & Sun). Variances for nighttime work are allowed, but the variance approval process requires 2 to 3 months. For variance requests or questions related to the Noise Ordinance, please contact Paul Riedesel, Denver Environmental Health (720-865-5410).
- Scope & Limitations: DEH performed a limited search for information known to DEH regarding environmental conditions at the subject site. This review was not intended to conform to ASTM standard practice for Phase I site assessments, nor was it designed to identify all potential environmental conditions. In addition, the review was not intended to assess environmental conditions for any potential right-of-way or easement conveyance process. The City and County of Denver provides no representations or warranties regarding the accuracy, reliability, or completeness of the information provided.

Development Services: Approved – No comments.

Public Works – City Surveyor: Approved – No comments.

Public Review Process

	Date
CPD informational notice of receipt of the rezoning application to all affected members of City Council and registered neighborhood organizations:	3/3/17
Property legally posted for a period of 15 days and CPD written notice of the Planning Board public hearing sent to all affected members of City Council and registered neighborhood organizations:	5/2/17
Planning Board voted 7-2 at the public hearing to recommend approval to City Council:	5/17/17
CPD written notice of the Land Use, Transportation and Infrastructure Committee meeting sent to all affected members of City Council and registered neighborhood organizations, at least ten working days before the meeting:	5/22/17
Land Use, Transportation and Infrastructure Committee of the City Council moved the bill forward:	6/6/17
Property legally posted for a period of 21 days and CPD written notice of the City Council public hearing sent to all affected members of City Council and registered neighborhood organizations:	6/26/17
City Council Public Hearing:	7/17/17

- Summary of Other Public Outreach and Input
 - **Registered Neighborhood Organizations (RNOs)**
 - To date, no comment letters have been received from Registered Neighborhood Organizations.
 - **Other Public Comment**

- To date, no other comment letters have been received.

Criteria for Review / Staff Evaluation

The criteria for review of this rezoning application are found in DZC, Sections 12.4.10.7 and 12.4.10.8, as follows:

DZC Section 12.4.10.7

1. Consistency with Adopted Plans
2. Uniformity of District Regulations and Restrictions
3. Public Health, Safety and General Welfare

DZC Section 12.4.10.8

1. Justifying Circumstances
2. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements

1. Consistency with Adopted Plans

The following adopted plans apply to this property:

- Denver Comprehensive Plan 2000
- Blueprint Denver (2002)
- River North Plan (2003)

Denver Comprehensive Plan 2000

The proposal is consistent with many Denver Comprehensive Plan strategies, including:

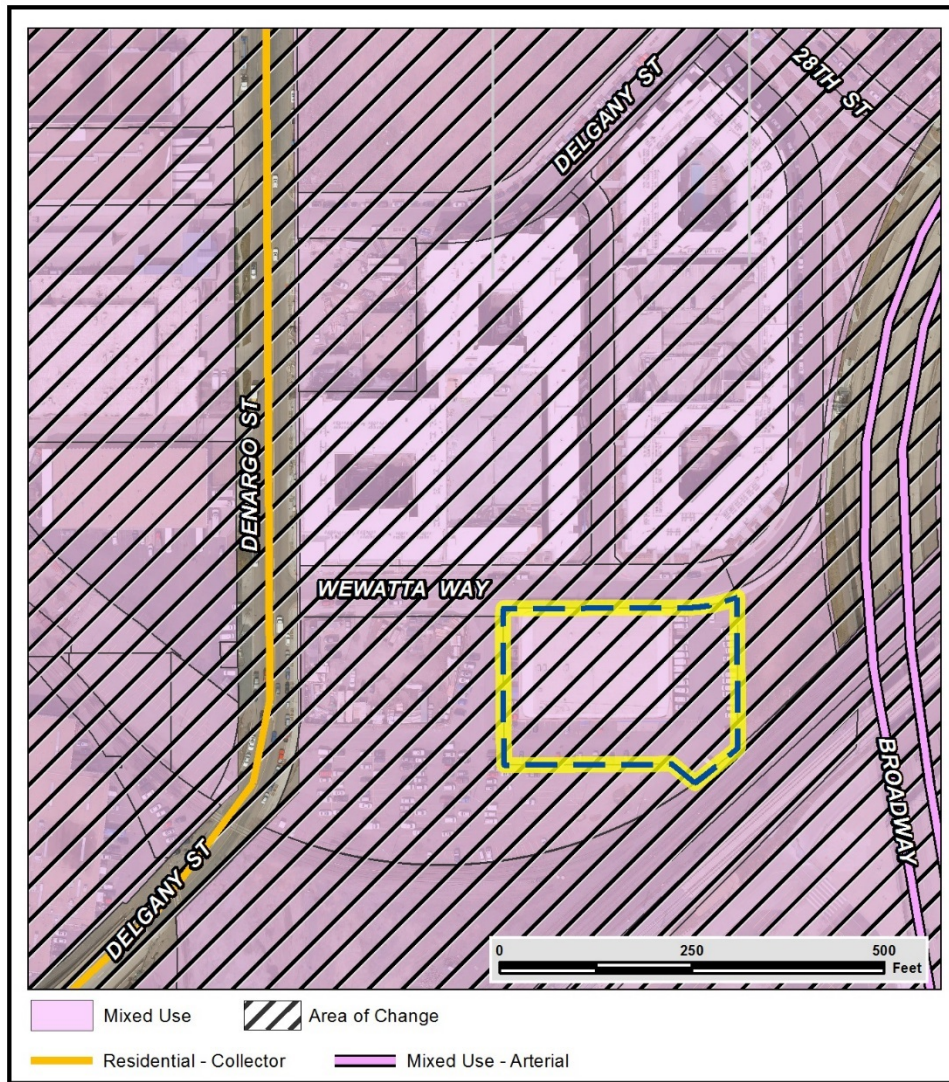
- Environmental Sustainability Strategy 2-F – *Conserve land by promoting infill development with Denver at sites where services and infrastructure are already in place; designing mixed use communities and reducing sprawl so that residents can live, work and play within their own neighborhoods.*
- Land Use Strategy 3-B – *Encourage quality infill development that is consistent with the character of the surrounding neighborhood; that offers opportunities for increased density and more amenities; and that broadens the variety of compatible uses.*
- Mobility Strategy 4-E – *Continue to promote mixed-use development, which enables people to live near work, retail and services.*
- Housing Strategy 6-A – *Support mixed-use development consistent with the goals of the Comprehensive Plan's land-use and mobility strategies.*

The proposed map amendment would enable mixed-use development at a location where services and infrastructure are already in place. The C-MX-16 zone district would allow a variety of uses compatible with the emerging development surrounding the property. The rezoning is consistent with these plan recommendations.

Blueprint Denver

According to the 2002 Plan Map adopted in Blueprint Denver, this site has a concept land use of Mixed-Use and is located in an Area of Change.

Future Land Use



Mixed-Use districts “have a sizeable employment base as well as housing. Intensity is higher in mixed-use areas than in other residential areas. Land uses are not necessarily mixed in each building or development or even within each block. But within the neighborhood, residential and non-residential uses are within walking distance of one another. The proportion of residential to commercial uses varies considerably from one mixed-use district to another” (p. 41). The proposed C-MX-16 zone district allows a wide mix of uses in an urban, pedestrian friendly form, consistent with the Mixed-Use designation of Blueprint Denver.

Area of Change / Area of Stability

As noted, the site is in an Area of Change. In general, “The goal for Areas of Change is to channel growth where it will be beneficial and can best improve access to jobs, housing and services with fewer and shorter auto trips” (p. 127). Blueprint Denver provides additional specific guidance for

the Brighton Boulevard Area of Change: “A mixture of housing, retail services, and office development is ideally suited for redeveloping this sub-area” (p. 136).

The rezoning application is consistent with the Blueprint Denver Area of Change recommendations. Access to jobs, housing, and services can improve in the mixed use zone districts, and the C-MX-16 zone district allows a mix of housing, retail, and office uses.

Street Classifications

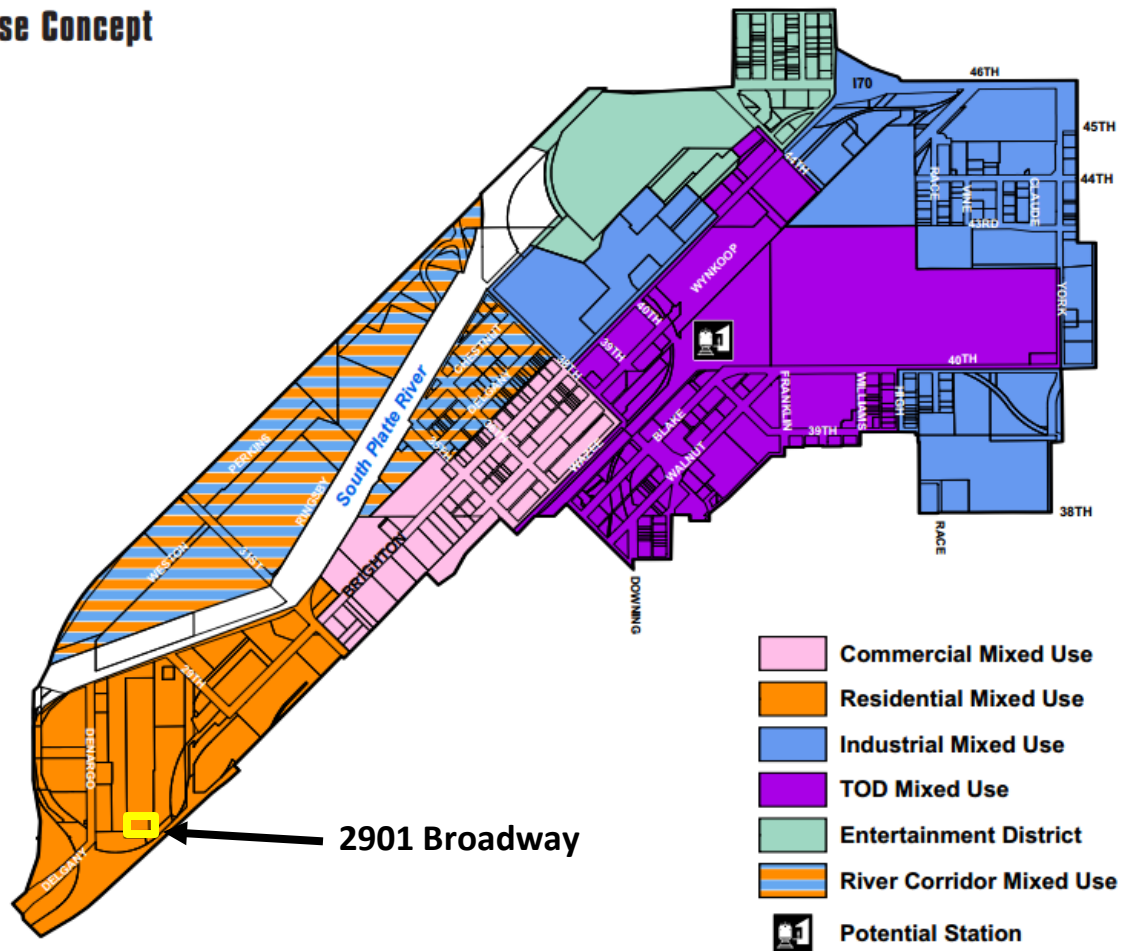
Blueprint Denver classifies Broadway as a Mixed-Use Arterial. According to Blueprint Denver, “arterials are designed to provide a high degree of mobility and generally serve longer vehicle trips to, from, and within urban areas” (p. 51). Mixed-Use streets are intended for “high-intensity mixed-use commercial, retail, and residential areas with substantial pedestrian activity” (p. 57). The proposed C-MX-16 zone district would allow residential mixed-use development at an intensity consistent with the intent of the Mixed-Use Arterial designations.

Wewatta Way is not classified by Blueprint Denver, as the plan predates the construction of the street. The streets internal to the Denargo Market area that did exist in 2002 are classified as Undesignated Locals, so it is reasonable to assume Wewatta Way would be as well. Local streets “are influenced less by traffic volumes and are tailored more to providing local access. Mobility on local streets is typically incidental and involves relatively short trips at lower speeds to and from other streets” (p. 51). Wewatta Way provides local access to the property in question, connecting it to Denargo St., a Residential Collector, and Broadway/Brighton Blvd. The proposed C-MX-16 zone district would allow development consistent with the street classifications and other recommendations of Blueprint Denver.

River North Plan

The River North Plan was adopted by City Council in 2003, and applies to the subject property. It designates the area Residential Mixed-Use and includes specific recommendations for the Denargo Market area, including “facilitate the redevelopment of the Denargo Market area into an exciting mixed-use community” (p. 59).

Land Use Concept



The plan recommends “Residential Mixed-Use zoning, Commercial Mixed-Use zoning, or a combination of both” for the Residential Mixed-Use areas (p. 84). The plan recommendations for the Denargo Market area are to “create a compact, mixed-use, pedestrian friendly development” and “insure that urban design reinforces the pedestrian oriented and transit-supportive character of the area and creates friendly and useable public spaces” (p. 76). The plan does not include specific building height recommendations, but suggests there should be “appropriate massing, scale, building heights and building size for new development with height limits along the South Platte River” (p. 76). This site is not located along the river where such height limits would apply.

The proposed C-MX-16 zone district is consistent with the recommendations of the River North Plan, allowing residential, office, and retail uses in a pedestrian-friendly form. The allowed 16 story maximum height is appropriate for an urban development near downtown. The design and build-to requirements of the C-MX-16 zone district would ensure an urban form compatible with a new, pedestrian-oriented development.

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to C-MX-16 would result in the uniform application of zone district building form, use and design regulations.

3. Public Health, Safety and General Welfare

The proposed official map amendment furthers the public health, safety, and general welfare of the City primarily through implementation of the city's adopted land use plan. The rezoning would facilitate the redevelopment of the property into a new, safe, and walkable environment.

4. Justifying Circumstance

The application identifies changed or changing conditions as the Justifying Circumstance under DZC Section 12.4.10.8.A.4, "The land or its surrounding environs has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area or to recognize the changed character of the area." As discussed above, many adopted plan recommendations state that redevelopment of the area is desired, and there is significant construction activity in the area currently. Two new apartment buildings in the Denargo Market area have recently opened, and a third is nearly complete. The city is also in the midst of a major reconstruction of Brighton Blvd., adding bike and pedestrian amenities through the area. The character of the River North area in general, and Denargo Market in particular, is changing rapidly and the rezoning request is justified to recognize the change.

5. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements

The requested C-MX-16 zone district is within the Urban Center Neighborhood Context. The neighborhood context generally consists of multi-unit residential and mixed-use commercial strips and commercial centers (DZC, Division 7.1). According to the plans described above, the Denargo Market area is intended to develop as a mixed-use urban center, and the recent development in the area has been consistent with this goal. The proposed zoning would allow the subject property to develop in a manner consistent with the Urban Center context.

According to the zone district intent stated in the Denver Zoning Code, the C-MX-16 district "applies to areas or intersections served primarily by major arterial streets where a building scale of 3 to 16 stories is desired" (DZC Section 7.2.2.2.C). The site is directly served by a local street, but the property is in an area served by arterial streets. The nearest arterial streets are immediately to the east (Broadway/Brighton Blvd.) and one block south (Park Ave. West) and they directly serve the larger Denargo Market development. Both arterials have transit service, with the stop at Park Ave. West and Delgany St. being served by many routes. The area is also served by bicycle infrastructure, with the South Platte River Trail nearby and the Brighton Blvd. cycle tracks currently under construction. The Denargo Market development is intended to be a dense, mixed-use area, so while the site in question does not have direct access to arterial streets, the area is served by major arterials, transit, and bicycle infrastructure. Thus, the street classifications and desired building heights in this area are consistent with the zone district purpose and intent statements.

Rezoning Application #2016I-00143
2901 Broadway
July 13, 2017
Page 16

Attachments

1. Application
2. R-MU-30 zoning ordinance with waivers and conditions


Zone Map Amendment (Rezoning) - Application

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name		Representative Name	
Address		Address	
City, State, Zip		City, State, Zip	
Telephone		Telephone	
Email		Email	
<p>*If More Than One Property Owner: All standard zone map amendment applications shall be initiated by all the owners of at least 51% of the total area of the zone lots subject to the rezoning application, or their representatives authorized in writing to do so. See page 3.</p>		<p>**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.</p> <p>SEE ATTACHED</p>	
<p>Please attach Proof of Ownership acceptable to the Manager for each property owner signing the application, 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.</p>			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):			
Assessor's Parcel Numbers:			
Area in Acres or Square Feet:			
Current Zone District(s):			
PROPOSAL			
Proposed Zone District:			
Does the proposal comply with the minimum area requirements specified in DZC Sec. 12.4.10.3:	<input type="checkbox"/> Yes	<input type="checkbox"/> No	

REVIEW CRITERIA	
<p>General Review Criteria: The proposal must comply with all of the general review criteria DZC Sec. 12.4.10.7</p>	<input 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. 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.
	<input 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.
	<input 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>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria DZC Sec. 12.4.10.8</p>	<p>Justifying Circumstances - One of the following circumstances exists:</p> <input type="checkbox"/> The existing zoning of the land was the result of an error. <input type="checkbox"/> The existing zoning of the land was based on a mistake of fact. <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. <input type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area to recognize the changed character of the area. <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. Please provide an attachment describing the justifying circumstance.
	<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. Please provide an attachment describing how the above criterion is met.
	<p>REQUIRED ATTACHMENTS</p> <p>Please ensure the following required attachments are submitted with this application:</p> <input type="checkbox"/> Legal Description (required to be attached in Microsoft Word document format) <input type="checkbox"/> Proof of Ownership Document(s) <input type="checkbox"/> Review Criteria
<p>ADDITIONAL ATTACHMENTS</p> <p>Please identify any additional attachments provided with this application:</p> <input type="checkbox"/> Written Authorization to Represent Property Owner(s)	
<p>Please list any additional attachments:</p> 	

PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION/PETITION

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 of the Zone Lots 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 approved	Property owner representative written authorization? (YES/NO)
EXAMPLE John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	<i>John Alan Smith</i> <i>Josie Q. Smith</i>	01/01/12	(A)	NO
Brent Heath BW 2901 Land LP	2901 Broadway Denver, CO 80216	100%		2/24/17	B	YES

CREAI BW-2901 GP, LLC

UNANIMOUS CONSENT OF MANAGER AND MEMBER

The undersigned, being the sole Manager ("**Manager**") and sole Member ("**Member**") of **CREAI BW-2901 GP, LLC**, a Delaware limited liability company (the "**Company**"), do hereby consent, pursuant to the Delaware Limited Liability Company Act and the Limited Liability Company Agreement of the Company dated March 28, 2016 to the following:

1. OFFICERS

RESOLVED, that each of the following-named persons be and they hereby are elected as officers of the Company for the office or offices set forth below opposite his or her name, and to hold any such office to which elected until his or her successor should be chosen and qualified in his or her stead, or until his or her earlier death, resignation, retirement, disqualification or removal from office

Stephen T. Clark - Chairman
M. Timothy Clark – President
Brent D. Heath – Vice President, Treasurer, and Secretary

BE IT FURTHER RESOLVED, that each of the foregoing officers may, without the joinder of any other officer, Manager or Member, act on behalf of the Company to transact any business or act authorized in the Company Agreement.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of and effective the 28th day of March, 2016.

MANAGER:

CYPRESS REAL ESTATE ADVISORS, INC.,
a Delaware corporation

By:


M. Timothy Clark, President

MEMBER:

CREA PARTNERS I, L.P.
a Delaware limited partnership

By: CREA Partners I Management, L.P., as
General Partner

By: CREA Partners I GP, L.L.C., its
General Partner

By:


M. Timothy Clark, President

February 24, 2017

Via email

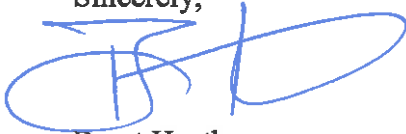
Ms. Heidi Tippetts
Operations Coordinator
Community Planning and Development City and County of Denver

Re: Rezoning Application 3204, 3206 Denargo and 2901 Broadway, Denver, CO 80216

Dear Ms. Tippetts:

Please let this letter serve as notice that Jim West with GFF Architects and Chase Hill and Dudley Simmons with Argyle Residential are hereby deemed agents for the purposes of the rezoning efforts on the above referenced tracts.

Sincerely,



Brent Heath
Vice President
CREAI BW-2901 GP, LLC
General Partner for BW-2901 Land, L.P.



Brent Heath
Vice President
CREAI BW-2901 GP, LLC
Managing Member for Artex MF Land, LLC



**ARCHITECTS
INTERIORS
LANDSCAPE
PLANNING**

Dallas
2808 Fairmount Street, Suite 300
Dallas, Texas | 75201
214.303.1500

Fort Worth
3300 West 7th Street, Suite 110
Fort Worth, Texas | 76107
817.303.1500

February 13, 2017
REVISED April 4, 2017

Mr. Scott Robinson
Senior City Planning
Community Planning & Development
201 W. Colfax Ave.
Dept. 205
Denver, CO 80202

RE: Zone Map Amendment - 2901 Broadway Denver, CO 80216

Dear Scott:

This Document will serve as the REVISED supporting documentation for the Zone Map Amendment Application for 2901 Broadway, Denver, CO 80216, currently zoned as **I-B, UO-2 and R-MU-30 w/ waivers and conditions**, to be rezoned as **C-MX-16**. It is being revised to address the comments received from you on March 31, 2017.

Review Criteria complying with DZC Sec. 12.4.10.7:

- A. Consistency with Adopted Plans.** There are currently 4 Plans adopted by the City which pertain to this site. *The 38th & Blake Height Amendments, Blueprint Denver, Comprehensive Plan 2000 and the River North Plan.* It is my belief, and that of the property owner, that this parcel complies with all of the adopted Plans for this parcel, and that the Zone Map should be amended as requested for the following reasons:

38th & Blake Height Amendments:

- This parcel lies outside of the boundaries of the 38th & Blake Height Amendment as shown on the Amendments map shown on page 7 of the Amendments [attached];

Blueprint Denver:

- This parcel is identified as being within an Area of Change and will help to satisfy the Strategies outlined in Blueprint Denver for bringing development into the Area of Change;
- This parcel is identified as part of a mixed-use area by the Plan Map in Blueprint Denver. Amending the Zone Map will bring this parcel in line with the Blueprint Denver Land Use Map;

Denver Comprehensive Plan 2000:

- This parcel is part of the Central Platte Valley area that the Comp Plan 2000 envisions for mixed-use redevelopment, "that will extend the density and vitality of Downtown northwesterly to the banks of the South Platte River."
- This parcel fulfills one of the key components of the Denver 2000 Comp Plan by redeveloping vacant, and/ or underutilized land, especially close-in to the downtown core in order to conserve land by designing for mixed-use communities.

River North Plan:

- This rezoning of this parcel of land will bring it in line with the mixed-use, particularly residential mixed-use, designation identified by the River North Zoning Plan. Consistent with other adopted plans, this parcel has been identified as being under-utilized by the River North Plan.
- The River North Plan lists as one of its General Framework Goals the addition of new development to create, "a unique environment both in terms of an eclectic mix of uses and

exciting, innovative architecture,” as to improve connections to River North, Downtown and other nearby neighborhoods.

Summary: This proposed map amendment is consistent with all of the relevant adopted codes.

- B. Uniformity of District Regulations and Restrictions.** The rezoning of this parcel will maintain uniformity of district regulations and restrictions. This property will become C-MX-16 and will allow this parcel to be more fully integrated into the Denargo Marketplace neighborhood which is across Wewatta Way from the parcel, bringing residential units to the area and further reducing the industrial use of the land as is currently zoned and bringing in a greater density and vitality to the neighborhood as recommended in the Area of Change designation.
- C. Public Health, Safety and General Welfare.** This Zoning Map Amendment will promote the health, safety, and general welfare of the area’s residents, tenants, and visitors by having a zoning designation that is inline with the Adopted Plans of the City of Denver,

Review Criteria complying with DZC Sec. 12.4.10.8:

- A. Justifying Circumstances.**
 - 4. The land or its surrounding environs has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area or to recognize the changed character of the area. As outlined above, this parcel has been identified by Blueprint Denver, the Denver Comprehensive Plan 2000, and the River North Plan as being an Area of Change and is recognized as being underutilized and in need of being redeveloped into a mixed-use neighborhood.
- B. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements.** The Zoning designation being applied for in this application will allow still allow for a mix of uses as does currently exist, however it will also allow for a higher density of use for the parcel to conform with the Adopted Plans and offer a mix of zoning uses for the property. In addition, allowing a higher density and a mix of uses, particularly adjacent to the existing residential buildings across Wewatta Way will help to promote an active, pedestrian-oriented neighborhood.

Additional information/ criteria:

- A.** It is the intent of the owner to remove the UO-2 billboard overlay from the property;
- B.** It is the intent of the Owner to rezone only to the property line and not to the centerline of Wewatta Way, since it is a Private Street within the Denargo Market Metropolitan Area;

I look forward to discussing the Zoning Map Amendment application for this parcel of land with you in great depth. Should you have any questions or comments, please do not hesitate to contact me.

Best Regards,



James West, RA, LEED® AP
Associate Principal/ Studio Director

cc: Dudley Simmons
Chase Hill
James T. Johnson
Meaghan Turner
Kevin Lora
Project File

WHEN RECORDED RETURN TO:
C/O Cypress Real Estate Advisors, Inc., 1601 South Mopac
Expressway, Suite 175
Austin, TX 78746

DR: \$ 630.00

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED is made on April 12th 2016 between

Broadway 29 LLC, a Delaware limited liability company ("Grantor"), duly organized and existing under the laws of the State of Delaware whose legal address is 27777 Franklin Road, Suite 200 Southfield, MI 48034

and

BW-2901 Land, LP, a Delaware limited partnership ("Grantee"), duly organized and existing under the laws of the State of Delaware whose legal address is C/O Cypress Real Estate Advisors, Inc. 1601 South Mopac Expressway, Suite 175, Austin, TX 78746

WITNESS, that the Grantor, for and in consideration of Six Million Three Hundred Thousand Dollars and No/100's (\$6,300,000.00), the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed and by these presents does grant, bargain, sell, convey and confirm unto the Grantee and the successors and assigns of the Grantee forever, all of the real property, together with the fixtures and improvements located thereon owned by grantor, if any, situate, lying and being in the County of DENVER and State of COLORADO, described as follows:

See Exhibit A attached hereto and made a part hereof.

Also Known As: 2901 Broadway, Denver, CO 80216-5026

TOGETHER WITH, all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or in equity, of, in and to the above bargained premises, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above bargained and described, with the appurtenances, unto the Grantee, its successors and assigns forever. The Grantor, for itself and its successors and assigns, does covenant and agree that it shall and will WARRANT and FOREVER DEFEND the above bargained premises in the quiet and peaceable possession of the Grantee and the successors and assigns of the Grantee, against all and every person or persons lawfully claiming the whole, or any part thereof, by, through or under the Grantor, except those specific exceptions set forth in Exhibit B Attached hereto and made a part hereof.

EXECUTED AND DELIVERED on the date set forth above.

Broadway 29 LLC, a Delaware limited liability company
By RINO II LLC, A Michigan limited liability company, Its Manager

[Signature]
By Gary Shiffman, Manager

STATE OF Michigan

} ss.

COUNTY OF Oakland

The foregoing instrument was acknowledged before me this 12th day of April, 2016 by Gary Shiffman Manager of RINO II LLC, A Michigan limited liability company Manager of Broadway 29 LLC, a Delaware limited liability company

Witness my hand and official seal.

My commission expires:

[Signature]
Notary Public

Expiration Date:

Special Warranty Deed, Page 1 of 4

SHEREL E. SHAND
NOTARY PUBLIC, OAKLAND COUNTY, MI
MY COMMISSION EXPIRES: OCT. 18, 2020 File # F0541414
ACTING IN OAKLAND COUNTY

EXHIBIT "A"

Parcel One:

A piece or parcel of land situated in the Northeast $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of Section 27, Township 3 South, Range 68 West of the 6th Principal Meridian, described as follows, to-wit: Beginning at a point that is 417.58 feet distant Westerly from the North and South centerline of said Section 27, measured along a straight line at right angles thereto at a point thereon that is 75.67 feet distant South of the center of said Section measured along said North and South centerline; thence Southerly along a straight line that is parallel with said North and South centerline of Section 27, 148.63 feet to a point; thence Westerly along a straight line at right angles to said North and South centerline of Section 27, 222.17 feet to a point; thence Northerly along a straight line that is parallel with said North and South centerline of Section 27, 148.63 feet to a point; thence Easterly along a straight line at right angles to said North and South centerline of Section 27, 222.17 feet to the Point of Beginning, City and County of Denver, State of Colorado.

Parcel Two:

A piece or parcel of land situated in the Northeast $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of Section 27, Township 3 South, Range 68 West of the 6th Principal Meridian, described as follows, to-wit:

Commencing at a point that is 417.58 feet distant Westerly from the North and South centerline of said Section 27, measured along a straight line at right angles thereto at a point thereon that is 75.67 feet distant South of the center of said Section, measured along said North and South centerline; thence Southerly along a straight line that is parallel with said North - South centerline of Section 27, a distance of 148.63 feet to the point of beginning; Thence on a deflection angle to the left of 90 degrees 00 minutes 00 seconds, a distance of 34.64 feet; Thence on a deflection angle to the left of 41 degrees 50 minutes 04 seconds, a distance of 224.45 feet; thence on a deflection angle to the right of 122 degrees 54 minutes 00 seconds, a distance of 63.64 feet to a point of non-tangent curve; thence along the arc of said curve to the right, the chord of which deflects to the right an angle of 55 degrees 31 minutes 43 seconds from the last described course, having a radius of 2940.87 feet, a central angle of 02 degrees 42 minutes 10 seconds, an arc distance of 138.73 feet to a point of tangent; thence Southwesterly along said tangent, 48.00 feet to a point of tangent curve; thence along the arc of said curve to the right having a radius of 564.03 feet, a central angle of 12 degrees 08 minutes 47 seconds, a distance of 119.57 feet; thence on a deflection angle to the right from the chord of the last described curve of 98 degrees 39 minutes 52 seconds, a distance of 31.56 feet; thence on a deflection angle to the right of 27 degrees 23 minutes 24 seconds, a distance of 27.72 feet; thence on a deflection angle to the left of 90 degrees 04 minutes 23 seconds, a distance of 186.48 feet; thence on a deflection angle to the right of 90 degrees 00 minutes 00 seconds, a distance of 55.00 feet; thence on a deflection angle to the right of 90 degrees 00 minutes 00 seconds, a distance of 222.17 feet, more or less, to the true Point of Beginning, City and County of Denver, State of Colorado.

Excepting therefrom that portion conveyed in Special Warranty Deed recorded October 1, 2008, under Reception No. 2008134600.

Parcel Three:

A parcel of land being a portion of the Southwest quarter of Section 27, Township 3 South, Range 68 West of the 6th Principal Meridian, more particularly described as follows:

Basis of bearings: Bearings are based on the East line of the Northwest quarter of Section 27, Township 3 South, Range 68 West of the 6th P.M., bearing North 00°01'41" West.



Commencing at the center quarter corner of said Section 27; thence South 89°59'53" West along the East-West centerline of said Section 27, 417.55 feet; thence departing said East – West centerline, South 00°00'07" East, a distance of 75.62 feet to the Northeast corner of that certain parcel of land described as Parcel 1, in the Special Warranty Deed recorded August 7, 2002, at Reception No. 2002137766 in the records of the Denver County Clerk and Recorder, and the Point of Beginning;

Thence along the Easterly extension of the North boundary of said Parcel 1, North 89°58'19" East, a distance of 13.00 feet to the beginning of a tangent curve concave Northerly having a radius of 195.00 feet; thence Easterly along said curve through a central angle of 20°56'19" an arc length of 71.26 feet; thence South 00°01'41" East, a distance of 118.43 feet to a point on the Northwesterly boundary of that certain parcel of land described as Parcel 3 in said Special Warranty Deed; thence along the Northwesterly and the Northerly boundary of said Parcel 3 the following two (2) courses:

1. South 48°16'03" West, a distance of 64.74 feet;
2. South 89°58'19" West, a distance of 34.36 feet to the Southeast corner of said Parcel 1;

Thence along the East boundary of said Parcel 1, North 00°01'41" West, a distance of 148.63 feet to the Point of Beginning, City and County of Denver, State of Colorado.

Parcel Four: Access Easement

A non-exclusive easement for access, ingress and egress over the "Easement Area" set forth in that certain Agreement to Terminate Existing Easement Agreement and Grant of New Access Easement recorded October 1, 2008 at Reception No. 2008134605, being a portion of the Southwest quarter of Section 27, Township 3 South, Range 68 West of the 6th Principal Meridian, more particularly described as follows:

Basis of bearings: Bearings are based on the East line of the Northwest quarter of Section 27, Township 3 South, Range 68 West of the 6th P.M., and bearing North 00°01'41" West.

Commencing at the center quarter corner of said Section 27; thence South 89°59'53" West, along the East – West centerline of said Section 27, a distance of 639.71 feet; thence departing said East – West centerline, South 00°00'07" East, a distance of 75.72 feet to the Northwest corner of that certain parcel of land described as Parcel 1, in the Special Warranty Deed recorded August 7, 2002, at Reception No. 2002137766 in the records of the Denver County Clerk and Recorder, and the Point of Beginning; thence South 00°01'41" East, along the West boundary of said Parcel 1, a distance of 148.63 feet to the Southwest corner of said Parcel 1, also being the Northwest corner of that certain parcel of land described as Parcel 3 in said Special Warranty Deed; thence South 00°01'24" East along the West boundary of said Parcel 3, a distance of 54.90 feet to the Southwest corner of said Parcel 3; thence South 89°58'19" West, a distance of 40.00 feet; thence North 00°01'24" West, a distance of 54.90 feet; thence North 00°01'41" West, a distance of 148.62 feet; thence North 89°58'19" East, a distance of 40.00 feet to the Point of Beginning, City and County of Denver, State of Colorado.

Also known by street address as: **2901 Broadway Denver, CO 80216-5026**

A.P.N. # 2274-00-093-000

EXHIBIT B**List of Permitted Exceptions**

1. TAXES AND ASSESSMENTS FOR THE 2ND ¼ 2015 TAX YEAR AND SUBSEQUENT YEARS, A LIEN NOT YET DUE AND PAYABLE
2. THOSE MATTERS AFFECTING TITLE, IF ANY, REFLECTED ON THAT CERTAIN ALTA/ACSM LAND TITLE SURVEY JOB NO. 52116-01, DATED APRIL 6, 2016 PREPARED BY DALE C. RUSH ON BEHALF OF AZTEC CONSULTANTS, INC., 8000 SOUTH LINCOLN STREET, SUITE 201, LITTLETON, COLORADO 80122, AND SUCH OTHER MATTERS AFFECTING TITLE, IF ANY, WHICH WOULD BE DISCLOSED IN AN ACCURATE SURVEY.
3. RIGHTS OF TENANTS, AS TENANTS ONLY, UNDER UNRECORDED LEASES.
4. WARRANTY DEED CONTAINING RESERVATIONS TO UNION PACIFIC RAILROAD COMPANY RECORDED IN BOOK 6098 AT PAGE 196. (AFFECTS PARCEL ONE)

NOTE: MINERAL RESERVATIONS CONVEYED BY UNION PACIFIC RAILROAD COMPANY TO UNION PACIFIC LAND RESOURCES CORPORATION, RECORDED APRIL 26, 1995 UNDER RECEPTION NO. 9500046416.

NOTE: RELINQUISHMENT AND QUITCLAIM DEED FROM UNION PACIFIC RAILROAD COMPANY, A DELAWARE CORPORATION, INCLUDING NO SURFACE ENTRY RIGHTS, RECORDED FEBRUARY 23, 2010 UNDER RECEPTION NO. 2010020617.
5. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN COVENANT BY DENARGO MARKET, L.P., A DELAWARE LIMITED PARTNERSHIP RECORDED FEBRUARY 23, 2010 UNDER RECEPTION NO. 2010020701.
6. EASEMENTS AND INCIDENTAL PURPOSES AS CONTAINED IN RULE AND ORDER RECORDED FEBRUARY 17, 1998 UNDER RECEPTION NO. 9800022578. (AFFECTS PARCEL TWO)
7. RESERVATION OF ALL MINERALS AND MINERAL RIGHTS OF EVERY KIND AND CHARACTER, BUT NOT INCLUDING SURFACE RIGHTS AS MORE PARTICULARLY SET FORTH IN INSTRUMENT, BY UNION PACIFIC LAND RESOURCES CORPORATION IN DEED RECORDED APRIL 5, 1973 IN BOOK 671 AT PAGE 334. (AFFECTS PARCEL THREE)
8. THE EFFECT OF DENARGO MARKET GENERAL DEVELOPMENT PLAN RECORDED APRIL 4, 2007 UNDER RECEPTION NO. 2007054152 AND RECORDED OCTOBER 7, 2008 UNDER RECEPTION NO. 2008136480 AND 2ND MINOR AMENDMENT RECORDED SEPTEMBER 1, 2009 UNDER RECEPTION NO. 2009115958 AND 3RD AMENDMENT RECORDED JANUARY 10, 2014 UNDER RECEPTION NO. 2014003001. (AFFECTS PARCEL FOUR)
9. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AGREEMENT TO TERMINATE EXISTING EASEMENT AGREEMENT AND GRANT OF NEW ACCESS EASEMENT RECORDED OCTOBER 01, 2008 UNDER RECEPTION NO. 2008134605. (AFFECTS PARCEL FOUR)
10. THE EFFECT OF DENARGO MARKET SITE PLAN RECORDED FEBRUARY 25, 2009 UNDER RECEPTION NO. 2009023565 AND AMENDMENT THERETO RECORDED SEPTEMBER 28, 2009 UNDER RECEPTION NO. 2009128207 AND AMENDMENT NO. 2 RECORDED APRIL 12, 2012 UNDER RECEPTION NO. 2012049476. (AFFECTS PARCEL FOUR)
11. PERMANENT EASEMENT AS GRANTED TO THE CITY AND COUNTY OF DENVER BY QUIT CLAIM DEED RECORDED JANUARY 23, 2012 UNDER RECEPTION NO. 2012008119. (AFFECTS PARCEL TWO)
12. EASEMENTS, CONDITIONS, COVENANTS, RESTRICTIONS, RESERVATIONS AND NOTES ON THE PLAT OF DENARGO MARKET SUBDIVISION FILING NO. 2 RECORDED APRIL 12, 2012 UNDER RECEPTION NO. 2012049308. (AFFECTS PARCEL FOUR)
13. DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR DENARGO MARKET RECORDED MAY 04, 2012, UNDER RECEPTION NO. 2012059131. (AFFECTS PARCEL FOUR)

END OF EXCEPTIONS

This document has been recorded electronically. Please see the attached copy to view the County Recorder's stamp as it now appears in the public record.
Reception No. 20160416234
County: DENVER Date: 4-16-16
Submitted by: Fidelity National Title Co.

WHEN RECORDED RETURN TO:
C/O Cypress Real Estate Advisors, Inc., 1601 South Mopac
Expressway, Suite 175
Austin, TX 78746

DF: \$ 630.00

SPECIAL WARRANTY DEED

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whose legal address is 27777 Franklin Road, Suite 200 Southfield, MI 48034

and

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WITNESS, that the Grantor, for and in consideration of Six Million Three Hundred Thousand Dollars and No/100's (\$6,300,000.00), the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed and by these presents does grant, bargain, sell, convey and confirm unto the Grantee and the successors and assigns of the Grantee forever, all of the real property, together with the fixtures and improvements located thereon owned by grantor, if any, situate, lying and being in the County of DENVER and State of COLORADO, described as follows:

See Exhibit A attached hereto and made a part hereof.

Also Known As: 2901 Broadway , Denver, CO 80216-5026

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EXECUTED AND DELIVERED on the date set forth above.

Broadway 29 LLC, a Delaware limited liability company
By **RINO II LLC, A Michigan limited liability company, Its Manager**


By Gary Shiffman, Manager

STATE OF Michigan

} ss.

COUNTY OF Oakland

The foregoing instrument was acknowledged before me this 12th day of April, 2016 by

Gary Shiffman Manager of RINO II LLC, A Michigan limited liability company Manager of Broadway 29 LLC, a Delaware limited liability company

EXHIBIT "A"

Parcel One:

A piece or parcel of land situated in the Northeast $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of Section 27, Township 3 South, Range 68 West of the 6th Principal Meridian, described as follows, to wit: Beginning at a point that is 417.58 feet distant Westerly from the North and South centerline of said Section 27, measured along a straight line at right angles thereto at a point thereon that is 75.67 feet distant South of the center of said Section measured along said North and South centerline; thence Southerly along a straight line that is parallel with said North and South centerline of Section 27, 148.63 feet to a point; thence Westerly along a straight line at right angles to said North and South centerline of Section 27, 222.17 feet to a point; thence Northerly along a straight line that is parallel with said North and South centerline of Section 27, 148.63 feet to a point; thence Easterly along a straight line at right angles to said North and South centerline of Section 27, 222.17 feet to the Point of Beginning, City and County of Denver, State of Colorado.

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Thence along the Easterly extension of the North boundary of said Parcel 1, North 89°58'19" East, a distance of 13.00 feet to the beginning of a tangent curve concave Northerly having a radius of 195.00 feet; thence Easterly along said curve through a central angle of 20°56'19" an arc length of 71.26 feet; thence South 00°01'41" East, a distance of 118.43 feet to a point on the Northwesterly boundary of that certain parcel of land described as Parcel 3 in said Special Warranty Deed; thence along the Northwesterly and the Northerly boundary of said Parcel 3 the following two (2) courses:

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Also known by street address as: **2901 Broadway Denver, CO 80216-5026**

A.P.N. # 2274-00-093-000

EXHIBIT B

List of Permitted Exceptions

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13. DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR DENARGO MARKET RECORDED MAY 04, 2012, UNDER RECEPTION NO. 2012059131. (AFFECTS PARCEL FOUR)

BY AUTHORITY

ORDINANCE NO.
SERIES OF 2007

230

COUNCIL BILL NO.
COMMITTEE OF REFERENCE:
Blueprint Denver

187

A BILL

For an ordinance changing the zoning classification, with waivers and a condition, for a portion of property between Brighton Boulevard to the Platte River and Denargo Street to 29th Avenue.

BE IT ENACTED BY THE COUNCIL OF THE CITY AND COUNTY OF DENVER:

Section 1. That upon consideration of a change in the zoning classification of the land area hereinafter described, Council finds:

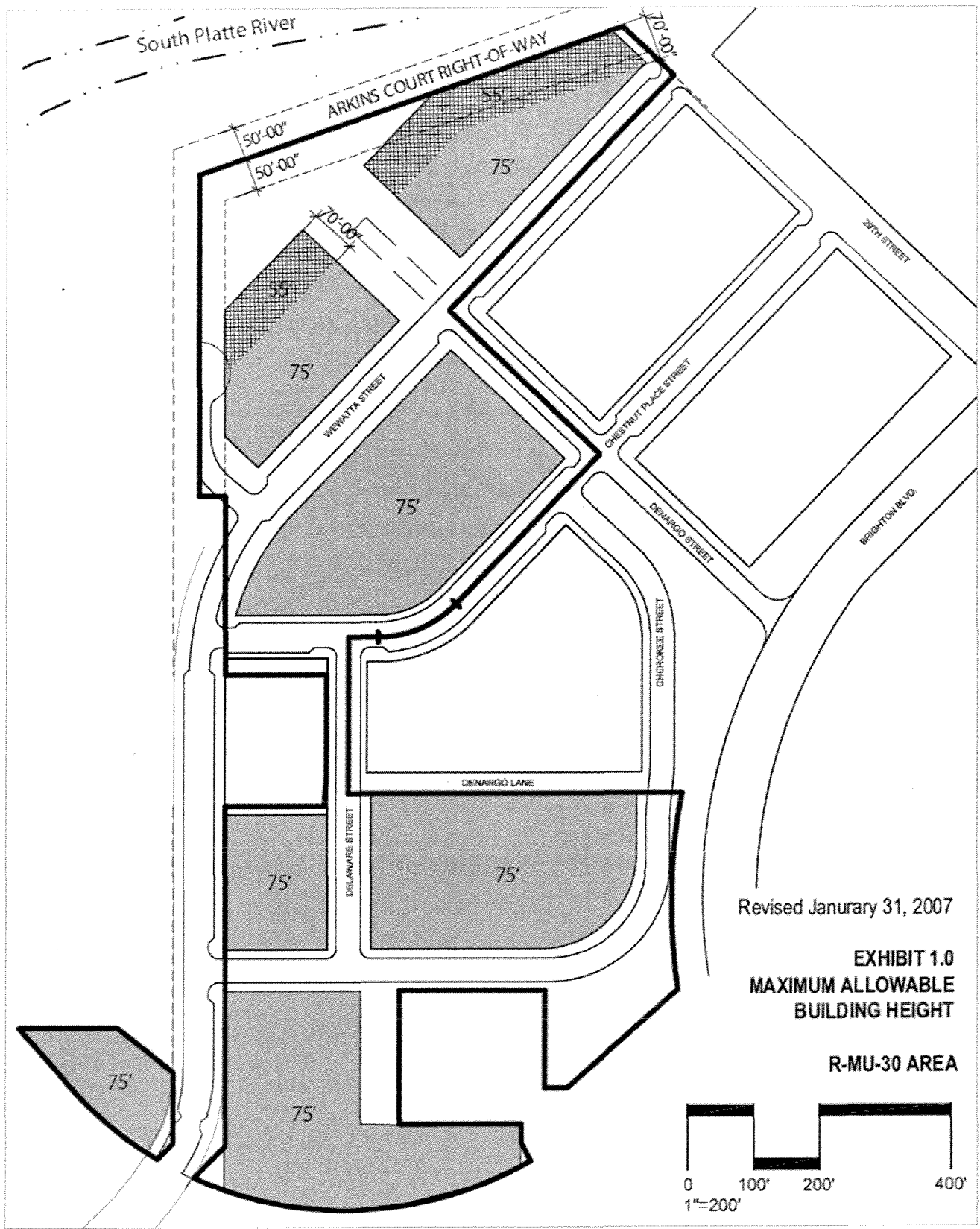
- 1. That the land area hereinafter described is presently classified as I-1 and I-2 with waiver;
- 2. That the owner proposes that the land area hereinafter described be changed to R-MU-30 with reasonable waivers and a reasonable condition it has approved;
- 3. That in the application the owner has represented that if the zoning classification is changed pursuant to the application, the owner will and hereby does:

(i) Waive Section 59-312(7) (Maximum building heights) of the Denver Revised Municipal Code and instead the maximum building height shall be seventy-five (75) feet, except for the location shown below, where the maximum height shall be fifty-five (55) feet.

The remaining provisions of Section 59-312(7) remain in full force and effect.

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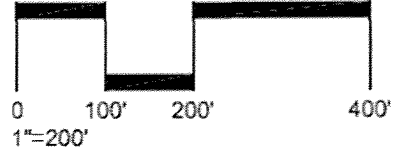
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 City & County Of Denver ORD R0 00 D0 00







Revised January 31, 2007

**EXHIBIT 1.0
MAXIMUM ALLOWABLE
BUILDING HEIGHT**

R-MU-30 AREA



-  R-MU-30 District
-  Proposed ROW
-  Maximum building height of 75'
-  Maximum building height of 55'

Note:
 1. Only 29th Street and Brighton Boulevard right-of-way are currently dedicated.
 2. The 55' height limit extends 70 feet back from the edge of the parcels that face the South Platte River.

1 (ii) Waive Sections 59-312(2) (Required unobstructed open space) of the Denver
2 Revised Municipal Code and instead the unobstructed open space requirement shall be a
3 minimum of twelve (12) percent as set forth in the Denargo Market General Development Plan
4 ("DM-GDP"), recorded in the Denver County Records at Reception No. 2007054152. The DM-
5 GDP allows for aggregation of open space, however, provided that the aggregated open space
6 shall: (1) enhance the connection to transit facilities, plazas, or streets; and (2) enhance the
7 pedestrian environment; and (3) enhance or create a public space, and in any event be publicly
8 accessible and a benefit to the neighborhood. The remaining provisions of Section 59-312(2)
9 remain in full force and effect.

10 (iii) Waive Section 59-312(3) (Setback for structures) of the Denver Revised
11 Municipal Code and instead setbacks for all structures shall be zero (0) feet. However, no
12 buildings shall be closer than one hundred sixty-six (166) feet from the centerline of the South
13 Platte River as defined in Ordinance No. 25, Series of 1894. This limitation shall not prevent
14 pedestrian-related plaza amenities as approved by Denver Parks and Recreation within the
15 aforesaid one hundred sixty-six (166) feet. The remaining provisions of Section 59-312(3)
16 remain in full force and effect.

17 (iv) Waive the three (3) year vesting period set forth in Section 59-314 (o) (Effect of
18 approved General Development Plan ("GDP")) of the Denver Revised Municipal Code and
19 instead the vesting period for the DM-GDP shall be ten (10) years. The remaining provisions of
20 Section 59-314(o) remain in full fore and effect.

21 4. The owner approves and agrees, as a reasonable condition to the requested change
22 in zoning classification related to the development, operation and maintenance of the land area
23 hereinafter described:

24 (i) The City's Affordable Housing Ordinance, as provided in the Denver Revised
25 Municipal Code Section 27-101 et seq., as may be amended from time to time, shall apply
26 provided however, that an Affordable Housing Plan ("AHP") for the entire DM-GDP shall be
27 submitted and approved by the City prior to the City's approval of the first site plan within the
28 DM-GDP area.

29 **Section 2.** That the zoning classification of the land area in the City and County of
30 Denver described as follows or included within the following boundaries shall be and hereby is
31 changed from I-1 and I-2 with waivers to R-MU-30 with reasonable waivers and reasonable
32 condition, which reasonable waivers are set forth in Subsections 3(i) through 3(iv) of Section 1

1 hereof, and with a certain reasonable condition approved by the owner, which reasonable
2 condition is set forth in Subsection 4(i) of Section 1 hereof:

3
4

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PARCEL A

A PARCEL OF LAND BEING A PORTION OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, IN THE CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEARINGS ARE BASED ON THE EAST LINE OF THE NORTHWEST QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEING MONUMENTED AS SHOWN HEREON AND BEARING NORTH 00°01'41" WEST.

BEGINNING AT THE MOST NORTHEASTERLY CORNER OF THAT PARCEL OF LAND KNOWN AS PARCEL 3 AS DESCRIBED AND RECORDED UNDER RECEPTION NO. 2002137766 IN THE OFFICE OF THE DENVER COUNTY CLERK AND RECORDER'S OFFICE. FROM WHENCE THE CENTER ONE-QUARTER CORNER OF SAID SECTION 27 BEARS NORTH 70°51'09" EAST, A DISTANCE OF 228.30 FEET;

THENCE ALONG THE BOUNDARY OF SAID PARCEL 3 THE FOLLOWING NINE (9) COURSES:

1. SOUTH 48°16'03" WEST, A DISTANCE OF 224.37 FEET;
2. SOUTH 89°58'19" WEST A DISTANCE OF 34.36 FEET;
3. NORTH 00°01'41" WEST, A DISTANCE OF 148.63 FEET;
4. SOUTH 89°58'19" WEST, A DISTANCE OF 222.17 FEET;
5. SOUTH 00°01'41" EAST, A DISTANCE OF 148.63 FEET;
6. SOUTH 00°01'24" EAST, A DISTANCE OF 54.90 FEET;
7. NORTH 89°58'19" EAST, A DISTANCE OF 185.99 FEET;
8. SOUTH 00°11'57" WEST, A DISTANCE OF 27.84 FEET;
9. SOUTH 27°11'27" EAST, A DISTANCE OF 31.56 FEET TO A POINT ON THE SOUTHERLY BOUNDARY OF THAT PARCEL OF LAND DESCRIBED AND RECORDED UNDER RECEPTION NO. 9500028258 ON MARCH 13, 1995 IN SAID RECORDS AND THE BEGINNING OF A NON-TANGENT CURVE.

THENCE ALONG SAID SOUTHERLY BOUNDARY AND ALONG THE ARC OF SAID NON-TANGENT CURVE TO THE RIGHT WHOSE CENTER BEARS NORTH 29°46'55" WEST, HAVING A RADIUS OF 564.03 FEET, A CENTRAL ANGLE OF 48°50'01" AND AN ARC LENGTH OF 480.73 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL OF LAND, ALSO BEING THE SOUTHEAST CORNER OF THAT PARCEL OF LAND DESCRIBED AND RECORDED UNDER RECEPTION NO. 9500069687 ON JUNE 15, 1995 IN SAID RECORDS, AND ALSO BEING A POINT ON THE SOUTHERLY EXTENSION OF THE EAST RIGHT-OF-WAY LINE OF DENARGO STREET AS RECORDED IN BOOK 5340 AT PAGE 155 ON SEPTEMBER 11, 1939 IN SAID RECORDS AND DEDICATED AS RIGHT-OF-WAY BY ORDINANCE NO. 278 OF SERIES 2001;

THENCE ALONG THE SOUTHERLY BOUNDARY OF SAID RECEPTION NO. 9500069687 AND CONTINUING ALONG THE EXTENSION OF THE AFOREMENTIONED CURVE TO THE RIGHT,

HAVING A RADIUS OF 564.03 FEET, A CENTRAL ANGLE OF 05°14'30" AND AN ARC LENGTH OF 51.60 FEET TO THE MOST EASTERLY CORNER OF DELGANY STREET AS DEDICATED BY ORDINANCE NO. 282 OF SERIES 2001 IN SAID RECORDS AND BEING A PORTION OF THAT PARCEL OF LAND DESCRIBED AND RECORDED IN BOOK 5340 AT PAGE 155 IN SAID RECORDS ON SEPTEMBER 11, 1939;

THENCE NORTH 44°55'19" EAST ALONG THE EXTENSION OF THE SOUTHEASTERLY BOUNDARY OF SAID DELGANY STREET, A DISTANCE OF 67.84 FEET TO A POINT ON THE EAST BOUNDARY OF SAID RECEPTION NO. 9500069687, ALSO BEING A POINT ON SAID SOUTHERLY EXTENSION OF THE EAST RIGHT-OF-WAY LINE OF DENARGO STREET;

THENCE NORTH 00°01'41" WEST ALONG SAID EAST BOUNDARY OF RECEPTION NO. 9500069687 AND ALONG SAID EAST RIGHT-OF-WAY LINE OF DENARGO STREET AND SAID LINE EXTENDED, A DISTANCE OF 518.65 FEET TO THE SOUTHWEST CORNER OF THAT PARCEL OF LAND DESCRIBED AND RECORDED UNDER RECEPTION NO. 2003061904 IN SAID RECORDS ON APRIL 02, 2003;

THENCE ALONG THE BOUNDARY OF SAID PARCEL OF LAND THE FOLLOWING FOUR (4) COURSES;

1. NORTH 89°58'19" EAST, A DISTANCE OF 149.79 FEET;
2. NORTH 04°00'45" EAST, A DISTANCE OF 44.11 FEET;
3. NORTH 00°01'41" WEST, A DISTANCE OF 156.00 FEET;
4. SOUTH 89°58'19" WEST, A DISTANCE OF 152.90 FEET TO A POINT ON SAID EAST RIGHT-OF-WAY LINE OF DENARGO STREET;

THENCE NORTH 00°01'41" WEST ALONG SAID EAST RIGHT-OF-WAY LINE OF DENARGO STREET, A DISTANCE OF 273.45 FEET;

THENCE SOUTH 89°58'19" WEST, A DISTANCE OF 40.00 FEET TO THE CENTERLINE OF SAID DENARGO STREET;

THENCE NORTH 00°01'41" WEST ALONG THE CENTERLINE OF SAID DENARGO STREET, A DISTANCE OF 492.13 FEET TO A POINT ON THE CENTERLINE OF ARKINS COURT AS DESCRIBED AND RECORDED UNDER RECEPTION NO. 9700003525 IN SAID RECORDS ON JANUARY 09, 1997 AND DEDICATED AS RIGHT-OF-WAY BY ORDINANCE NO. 284 OF SERIES 2001;

THENCE NORTH 70°49'48" EAST ALONG SAID CENTERLINE OF ARKINS COURT AND ALONG THE CENTERLINE OF THAT PORTION OF ARKINS COURT DESCRIBED AND RECORDED IN BOOK 5309 AT PAGE 272 IN SAID RECORDS ON JUNE 08, 1939 AND DEDICATED AS RIGHT-OF-WAY BY ORDINANCE NO. 284 OF SERIES 2001, A DISTANCE OF 683.04 FEET TO A POINT ON THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF 29TH STREET AS DESCRIBED AND RECORDED IN BOOK 5348 AT PAGE 374 IN SAID RECORDS ON OCTOBER 02, 1939 IN SAID RECORDS AND DEDICATED AS RIGHT-OF-WAY BY ORDINANCE NO. 781 OF SERIS 2001;

THENCE SOUTH 46°11'13" EAST ALONG SAID SOUTHWESTERLY RIGHT-OF-WAY LINE OF 29TH STREET, A DISTANCE OF 107.66 FEET;

THENCE SOUTH 43°47'48" WEST, A DISTANCE OF 495.85 FEET;

THENCE SOUTH 46°12'12" EAST, A DISTANCE OF 319.00 FEET;

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2

THENCE SOUTH 43°47'48" WEST, A DISTANCE OF 316.78 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE RIGHT;

THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT HAVING A RADIUS OF 165.00 FEET, A CENTRAL ANGLE OF 46°12'12" AND AN ARC LENGTH OF 133.06 FEET;

THENCE SOUTH 90°00'00" WEST, A DISTANCE OF 44.84 FEET;

THENCE SOUTH 00°00'00" EAST, A DISTANCE OF 238.43 FEET;

THENCE SOUTH 90°00'00" EAST, A DISTANCE OF 507.83 FEET TO A POINT ON THE WEST BOUNDARY OF THAT PARCEL OF LAND KNOWN AS PARCEL NO. 203 AS DESCRIBED AND RECORDED UNDER RECEPTION NO. 9800181458 IN SAID RECORDS AND DEDICATED AS RIGHT-OF-WAY BY ORDINANCE NO. 280 OF SERIES 2001 AND THE BEGINNING OF A NON-TANGENT CURVE TO THE LEFT;

THENCE ALONG SAID WEST BOUNDARY AND ALONG THE ARC OF THE SAID NON-TANGENT CURVE TO THE LEFT WHOSE CENTER BEARS SOUTH 79°15'43" EAST, HAVING A RADIUS OF 900.65 FEET, A CENTRAL ANGLE OF 19°13'17" AND AN ARC LENGTH OF 302.15 FEET TO THE POINT OF BEGINNING.

PARCEL A CONTAINING 17.278 ACRES (752,617 SQ. FT.), MORE OR LESS.

TOGETHER WITH:


PARCEL B:

BEGINNING AT THE MOST NORTHERLY CORNER OF SAID DELGANY STREET PARCEL AS DEDICATED BY ORDINANCE NO. 282 OF SERIES 2001. THENCE ALONG THE BOUNDARY OF THE SECOND DESCRIBED PARCEL OF LAND RECORDED UNDER SAID RECEPTION NO. 9500069687, THE FOLLOWING SIX (6) COURSES:

1. ALONG THE ARC OF A CURVE TO THE RIGHT WHOSE CENTER BEARS NORTH 30°41'06" EAST, HAVING A RADIUS OF 564.03 FEET, A CENTRAL ANGLE OF 21°00'52" AND AN ARC LENGTH OF 206.87 FEET;
2. NORTH 41°46'12" WEST, ALONG THE SOUTHWESTERLY BOUNDARY OF SAID SECOND DESCRIBED PARCEL OF LAND, A DISTANCE OF 85.63 FEET TO ITS MOST WESTERLY CORNER;
3. NORTH 89°58'19" EAST, ALONG THE NORTHERLY BOUNDARY OF SAID SECOND DESCRIBED PARCEL OF LAND, A DISTANCE OF 150.21 FEET TO A POINT ON THE SOUTHWESTERLY BOUNDARY OF THAT PARCEL OF LAND DESCRIBED AND RECORDED UNDER RECEPTION NO. 2003011068 ON JANUARY 17, 2003 IN SAID RECORDS;
4. SOUTH 51°59'48" EAST, ALONG SAID NORTHERLY BOUNDARY OF SAID SECOND DESCRIBED PARCEL OF LAND AND ALONG SAID SOUTHWESTERLY BOUNDARY OF RECEPTION NO. 2003011068, A DISTANCE OF 108.21 FEET TO THE SOUTHWEST CORNER OF SAID DENARGO STREET RIGHT-OF-WAY AS DEDICATED BY ORDINANCE NO. 278 OF SERIES 2001, ALSO BEING A POINT ON THE WEST BOUNDARY OF A PORTION OF DENARGO STREET AS DESCRIBED IN SAID BOOK 5340 AT PAGE 155;

1 Pursuant to section 13-12, D.R.M.C., this proposed ordinance has been reviewed by the office
2 of the City Attorney. We find no irregularity as to form, and have no legal objection to the
3 proposed ordinance. The proposed ordinance is not submitted to the City Council for approval
4 pursuant to § 3.2.6 of the Charter.
5

6 City Attorney:

7 BY: , Assistant City Attorney DATE: April 19, 2007
8

