



TO: Land Use, Transportation & Infrastructure Committee
FROM: Sara White, AICP, Senior City Planner
DATE: March 30th, 2017
RE: Official Zoning Map Amendment Application #2016I-00097 – 689 & 725 W. 39th Ave.,
700 W 40th Ave.
Rezoning from I-A UO-2 & I-B UO-2 to C-MX-20

Staff Report and Recommendation

Based on the criteria for review in the Denver Zoning Code, Staff recommends approval for Application #2016I-00097 for a rezoning from I-A UO-2 & I-B UO-2 to C-MX-20 for the property located at 689 & 725 W. 39th Ave. and 700 W. 40th Ave.

Request for Rezoning

Address: 689 & 725 W. 39th Ave., 700 W. 40th Ave.
Neighborhood/Council District: Globeville / Council District 9

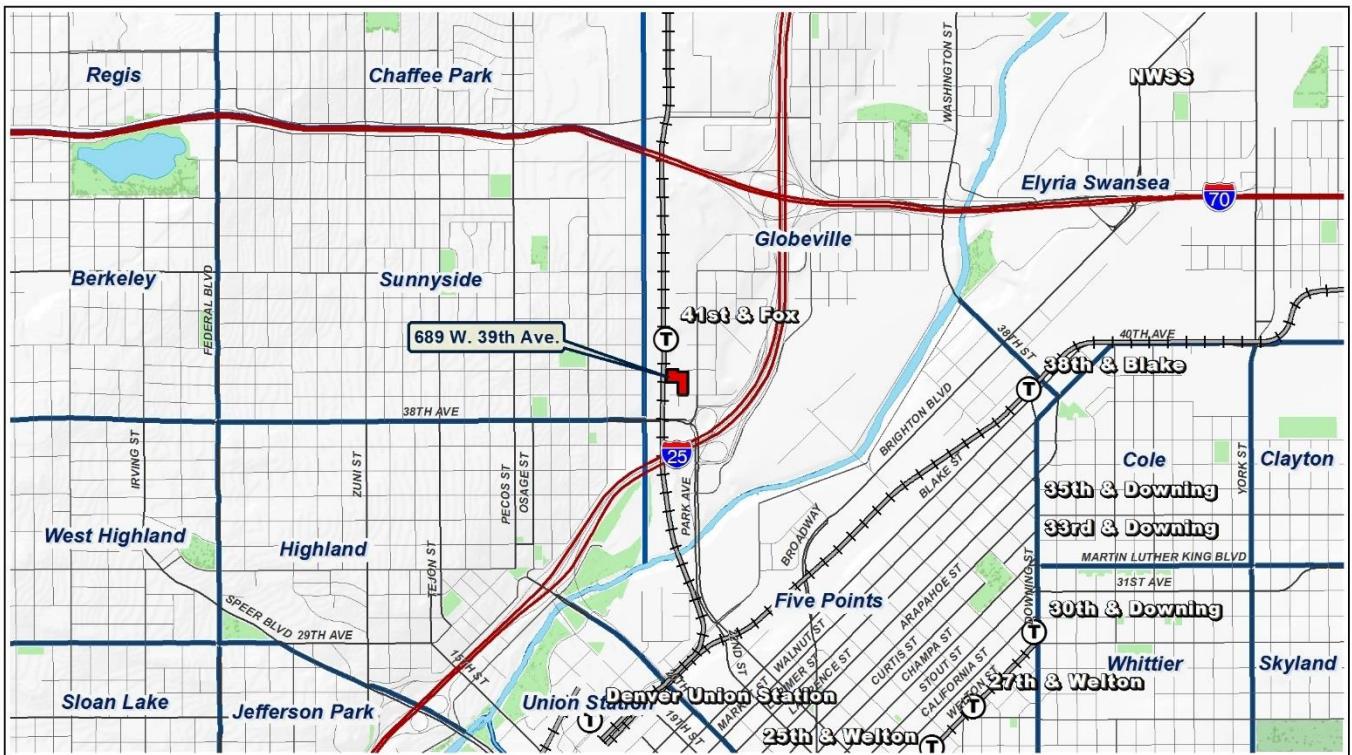
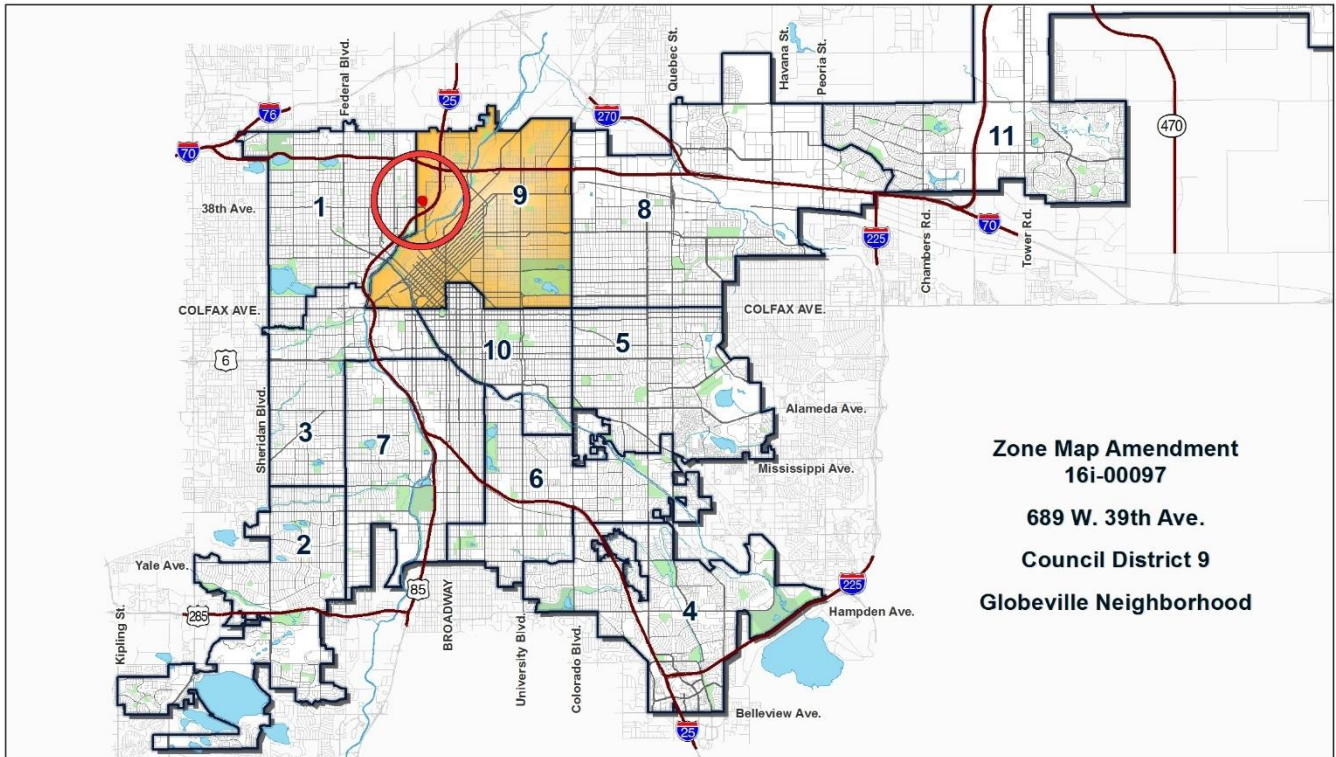
RNOs: Denver Neighborhood Association, Inc., Elyria Swansea/Globeville Business Association, Inter-Neighborhood Cooperation (INC), North Neighborhoods Democratic Council, Comunidades Unidades Globeville Elyria & Swansea, Globeville Civic Partners, Globeville K.A.R.E.S. North Highlands Neighbors Association, Globeville Civic Association #2, United Community Action Network Inc., Globeville Civic Association #1, Denver Urban Resident Association

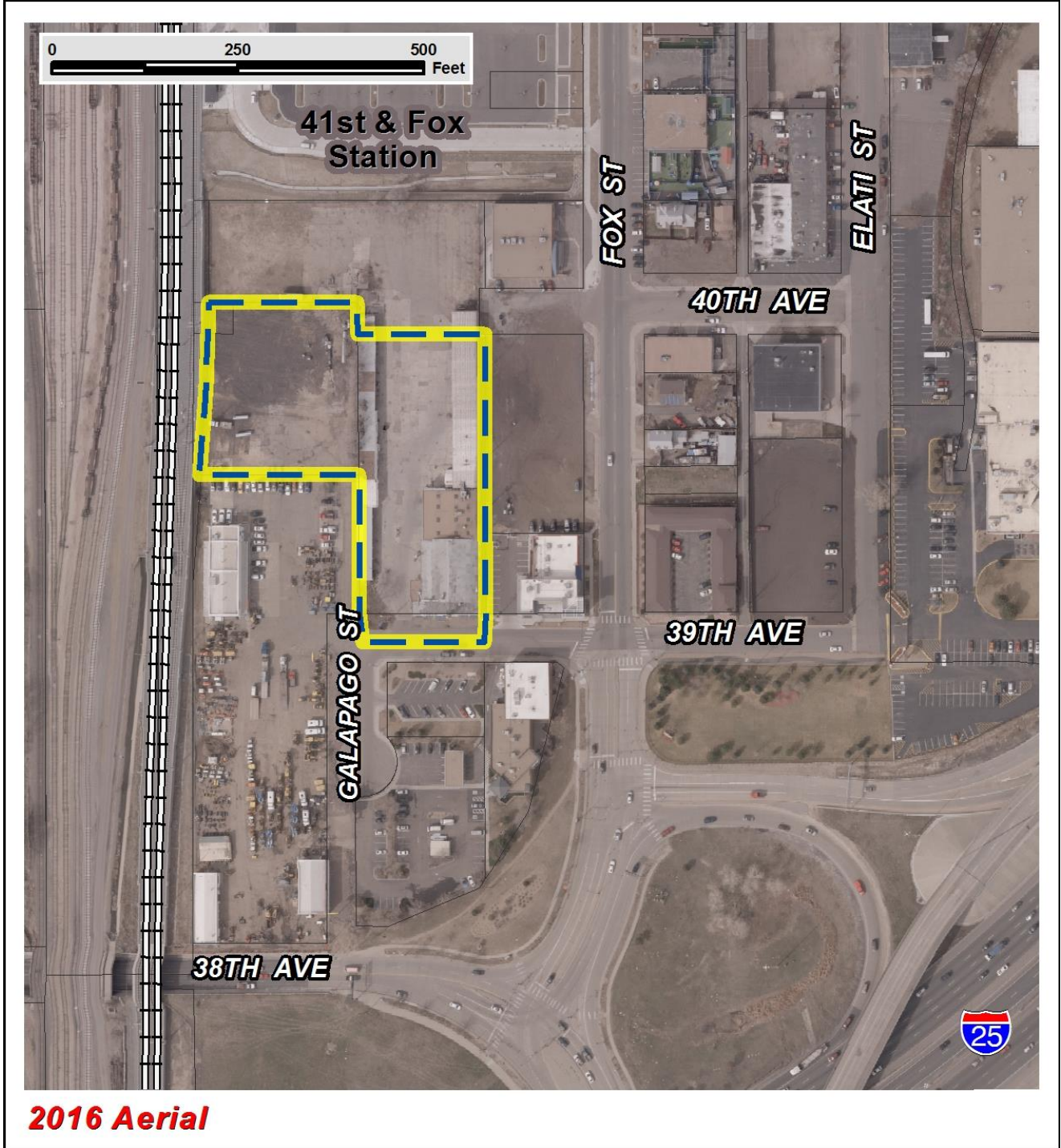
Area of Property: Approx. 2.56 acres

Current Zoning: I-A UO-2 & I-B UO-2
Proposed Zoning: C-MX-20
Property Owner(s): Fox Station I, LLC
Owner Representative: Tim Schlichting

Summary of Rezoning Request

- The subject properties are located at the northwest corner of W. 39th Avenue and Galapago Street.
- The properties to be rezoned consist of vacant land and several industrial uses.
- The proposed rezoning will allow for the property owners to redevelop in order to serve the new 41st & Fox rail transit station area.
- The **C-MX-20** (Urban **C**enter, **M**ixed **U**se, **20** story) zone district is intended for use in the Urban Core Neighborhood Context and to promote safe, active and pedestrian-scaled areas where heights of up to 20 stories are desired. Further details of the zone district can be found in Article 7 of the Denver Zoning Code (DZC).
- The current Billboard Use Overlay District, UO-2, is not proposed to be maintained.





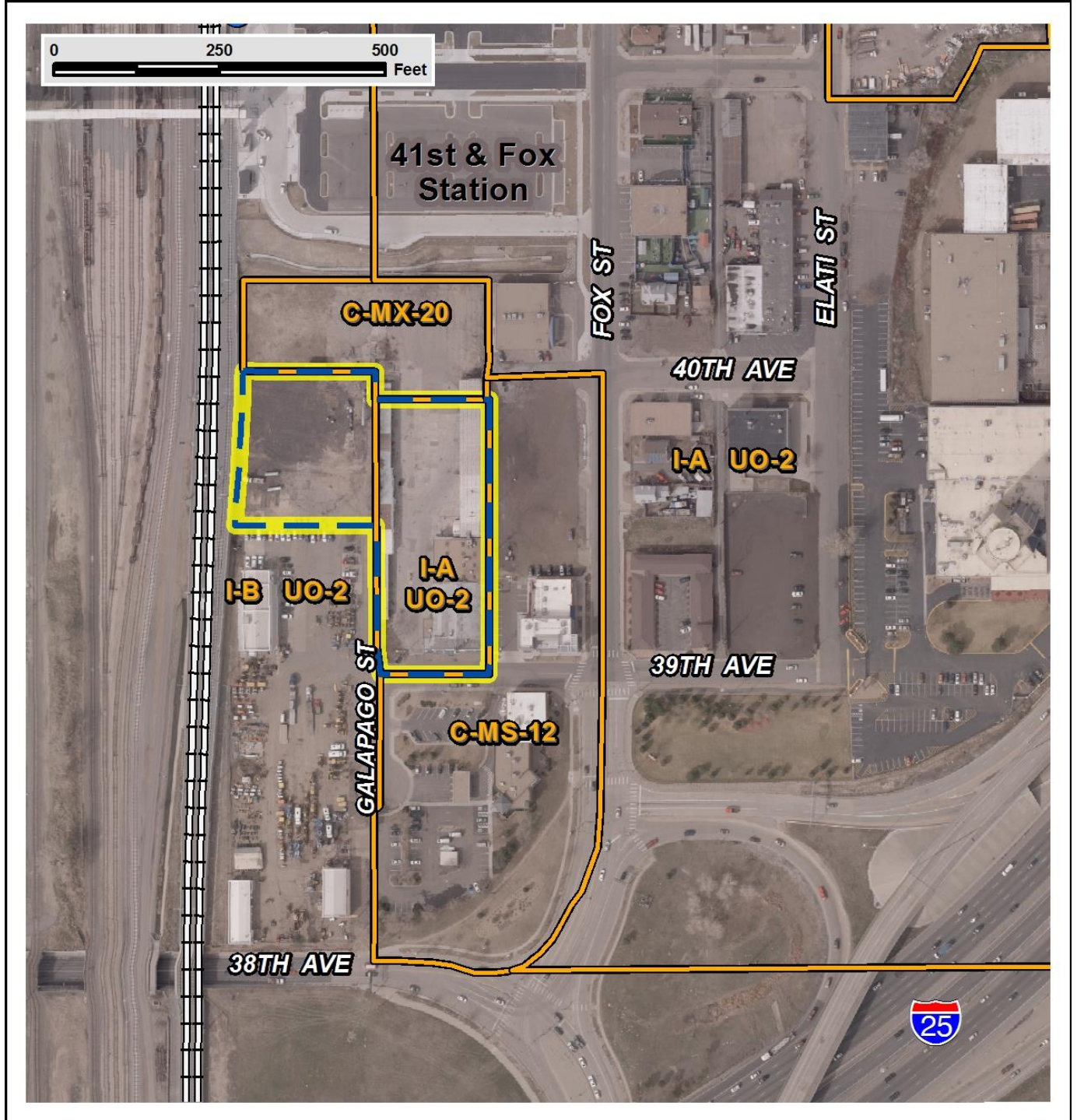
Existing Context

Located in southwest Globeville, the property lies within a predominantly industrial district that is separated from Globeville’s primarily residential area to the northeast by I-25 and I-70. Although the built environment, zoning and neighborhood context around the property is primarily industrial, recently adopted plans encourage redevelopment of the station area into an urban center along future commuter rail service with the opening of the B and G rail lines.

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 & I-A, UO-2	Industrial	1-2 stories	A limited orthogonal grid extends along Fox Street from 38 th Ave. to 44 th Ave. The grid is limited by the rail corridor to the west, I-25 to the south and east, and by large industrial sites and I-70 to the north. The area has limited access from other neighborhoods, including 44 th Ave from the southeast portion of Globeville, 38 th Ave from the Sunnyside neighborhood (west), and Fox Street to Park Avenue that provides direct access to downtown.
North	C-MX-20	Park-n-Ride, rail station	N/A	
South	C-MS-12	Commercial Retail & Office, surface parking	1-2 stories	
East	C-MS-12	Commercial Retail & Office, surface parking	1-2 Story	
West	I-B, UO-2	Industrial, Railroad right-of-way	0-1 Story	

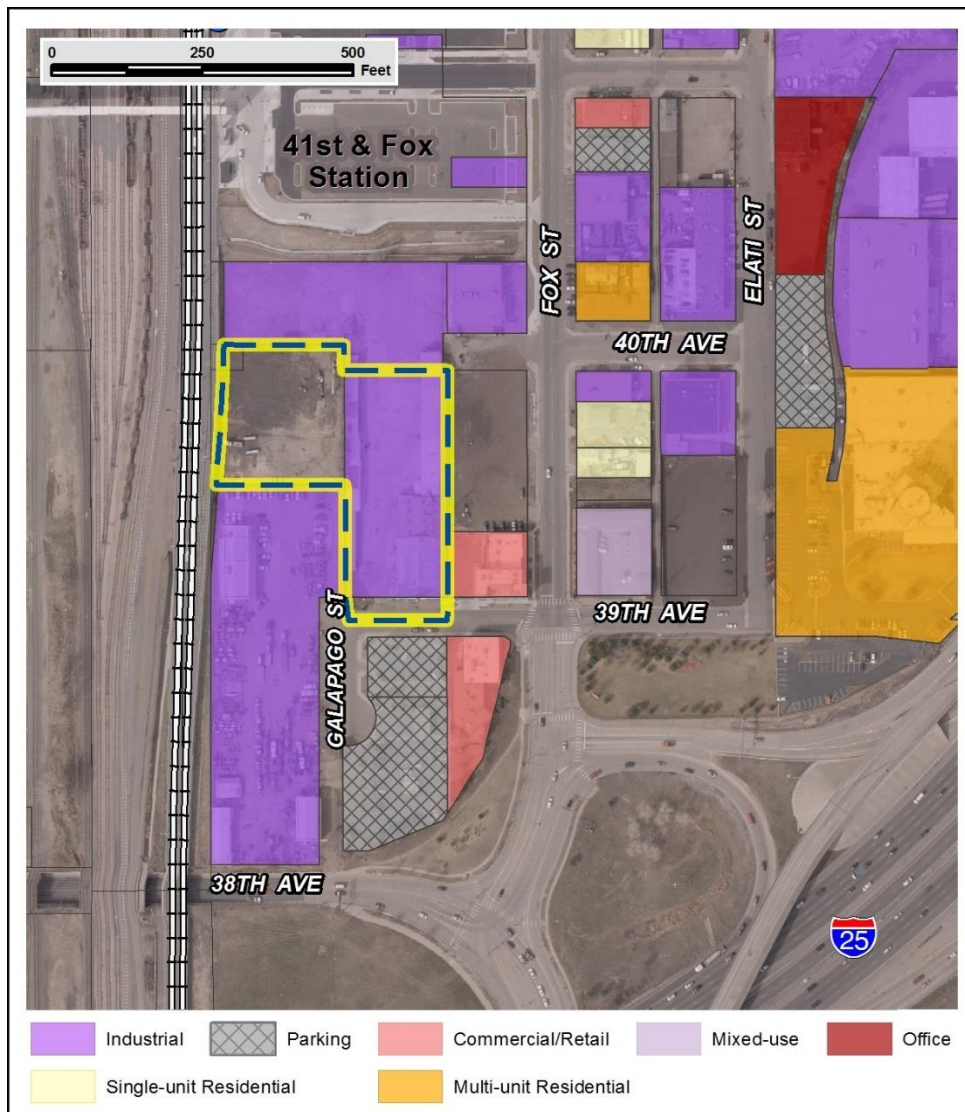
1. Existing Zoning



The current zone districts I-B UO-2 (or General Industrial) and I-A UO-2 (Light Industrial) are intended as employment areas containing industrial uses. I-B uses are generally more intensive than uses permitted in the I-A Zone District. The overall purpose of these districts is to promote industrial development and economic activity. No new residential uses may be established in either zone district in order to promote and continue a stable employment base for the city. General and Industrial Building forms are allowed with no limit to the building height. See DZC Division 9.1.

The UO-2 Overlay, Billboard Use Overlay District allows for the potential of a billboard as an outdoor general advertising device, subject to minimum separation and distance requirements. The applicant proposes to zone out of this use overlay, removing the billboard allowance (See DZC Section 9.4.4.7).

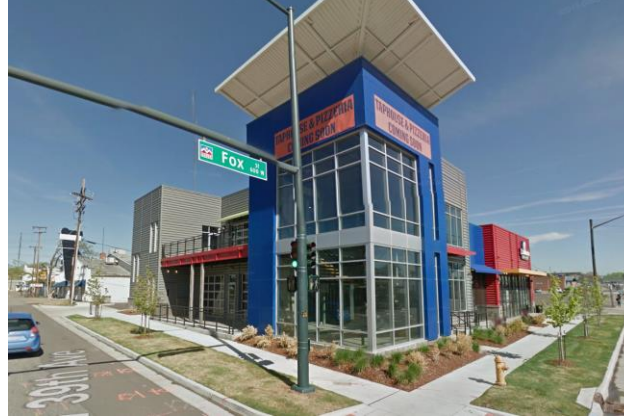
2. Existing Land Use Map



3. Existing Building Form and Scale
Photos from Google Street View



Site - from 39th Ave.



East - at 39th and Fox



North - along Fox St.



West - Industrial and Rail right-of-way corridor.



South - along 39th Ave.

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:

Assessor: Approved – No Comments

Asset Management: Approved – No Comments

Denver Public Schools: Approved – No Comments

GIS: Approved – No Comments

Environmental Health: Approved - See Comments

Notes. The principal historical uses of the property has been industrial. Additionally, the property falls within the footprint of the Vasquez Boulevard/Interstate 70 (VB/I-70) Superfund site. DEH approves of the proposed rezoning, but because of potential impacts to soil and groundwater from the historical uses of the property and surrounding properties DEH suggests that prior to redevelopment a site assessment be performed to characterize environmental conditions and assess whether proposed future uses are compatible with existing environmental conditions.

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.

Parks and Recreation: Approved – No Comments

Public Works – ROW – Surveyor: Approved with revisions

Public Works – Wastewater: Approved – No Comments

Development Services: Approved – No Comments

Office of Economic Development: Approved – No Comments

City Attorney’s Office: Approved – No Comments

Public Review Process

- CPD staff provided Informational notice of receipt of the rezoning application to affected members of City Council and registered neighborhood organizations on December 28th, 2016.
- The property was legally posted announcing the March 15th, 2017 Denver Planning Board public hearing, and written notification of the hearing has been sent to all affected registered neighborhood organizations and City Council members. The Planning Board unanimously voted to recommend approval of the requested zone change.
- Following Planning Board review, the rezoning application is referred to the Land Use, Transportation and Infrastructure Committee of the City Council for review at a public meeting. The Committee meeting is tentatively scheduled for April 4, 2017.
- Following committee review, the rezoning application is typically referred to the full City Council for final action at a public hearing, which is tentatively scheduled for May 15, 2017.
- Other Public Outreach and Input
 - **Registered Neighborhood Organizations (RNOs)**
 - A letter of support dated January 14, 2017 was received from the United Community Action Network and the Globeville Civic Association #2.
 - A letter of support dated February 22, 2017 was received from the Globeville Civic Partners.
 - Both letters are attached to this report.
 - **Other Public Comment**

As of the date of this staff report, no additional comments 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)
- 41st and Fox Station Area Plan (2009)
- Globeville Neighborhood Plan (2014)

Denver Comprehensive Plan 2000

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

Environmental Sustainability Strategies: 2-F: Promoting infill development within Denver at sites where services and infrastructure are already in place, creating more density near transit, and Designing mixed use communities and reducing sprawl, so that residents can live, work and play within their own neighborhoods.

The Environment and Community: 4-A: Promote the development of sustainable communities and centers of activity where shopping, jobs, recreation and schools area accessible by multiple forms of transportation, providing opportunities for people to live where they work.

Land Use Strategies:

- 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.
- 4-A: Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure . . . increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods.
- 4-B: Ensure that land use policies and decisions support a variety of mobility choices (per Blue Print Denver land use and transportation vision, referenced below).

Mobility Strategy 4-E: Continue to promote mixed-use development, which enables people to live near work, retail and services.

Legacies Strategies:

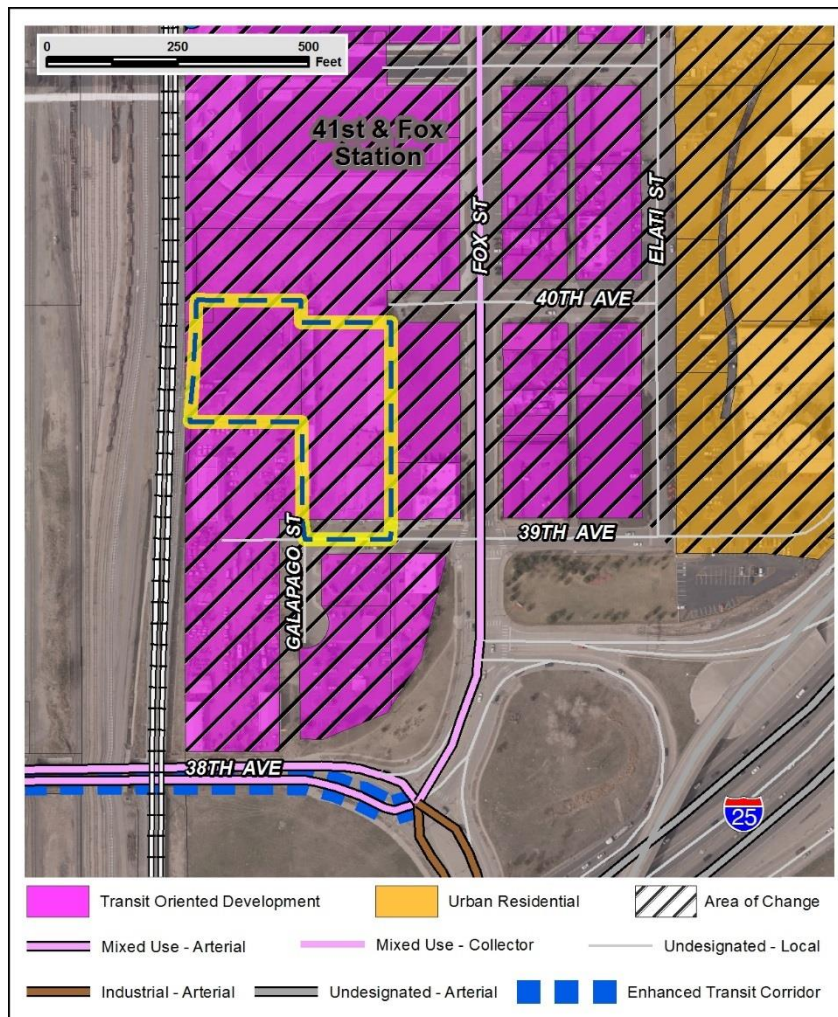
- 3-A: Identify areas in which increased density and new uses are desirable and can be accommodated.
3-B: Create regulations and incentives that encourage high-quality, mixed-use development at densities that will support Denver’s diverse housing needs and public transportation alternatives.

The proposed map amendment will enable mixed-use development at an infill location where services and infrastructure are already in place and where transit oriented development investment is taking place. The C-MX-20 zone district broadens the variety of uses and increased density appropriate for transit-oriented development infill development. The rezoning is consistent with these plan recommendations.

Blueprint Denver

Future Land Use

According to the updated Blueprint Denver Future Land Use Map, this site has a concept land use of Transit Oriented Development and is located in an Area of Change.



Transit-oriented developments have a direct correlation to the function of a mass transit system, and may accommodate a balanced mix of land uses (residential, retail, office entertainment, public facilities, etc). Development can be compact, mid-to high-density development, within a walkable environment with features active street edges, and attractive multi-story buildings that place less emphasis on auto parking. The proposed C-MX-20 zone district is intended to establish active, pedestrian-scaled, diverse areas through the use of development forms with uses that clearly define and activate the public street edge. The rezoning is consistent with this plan recommendation.

Area of Change / Area of Stability

The site and surrounding area 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 41st and Fox station area as a Transit Oriented Development (TOD) area of change that will have a rail transit stop as a focal point surrounded by TOD (p. 137).

The rezoning application is consistent with the Blueprint Denver Area of Change recommendations because it will enable growth in areas where investment is desired and where the benefits of growth are expected to achieve significant public benefits. The rail station will provide convenient access to jobs, housing, and services which is expected to increase transit use and walking, and reduce the number and length of automobile trips.

Street Classifications

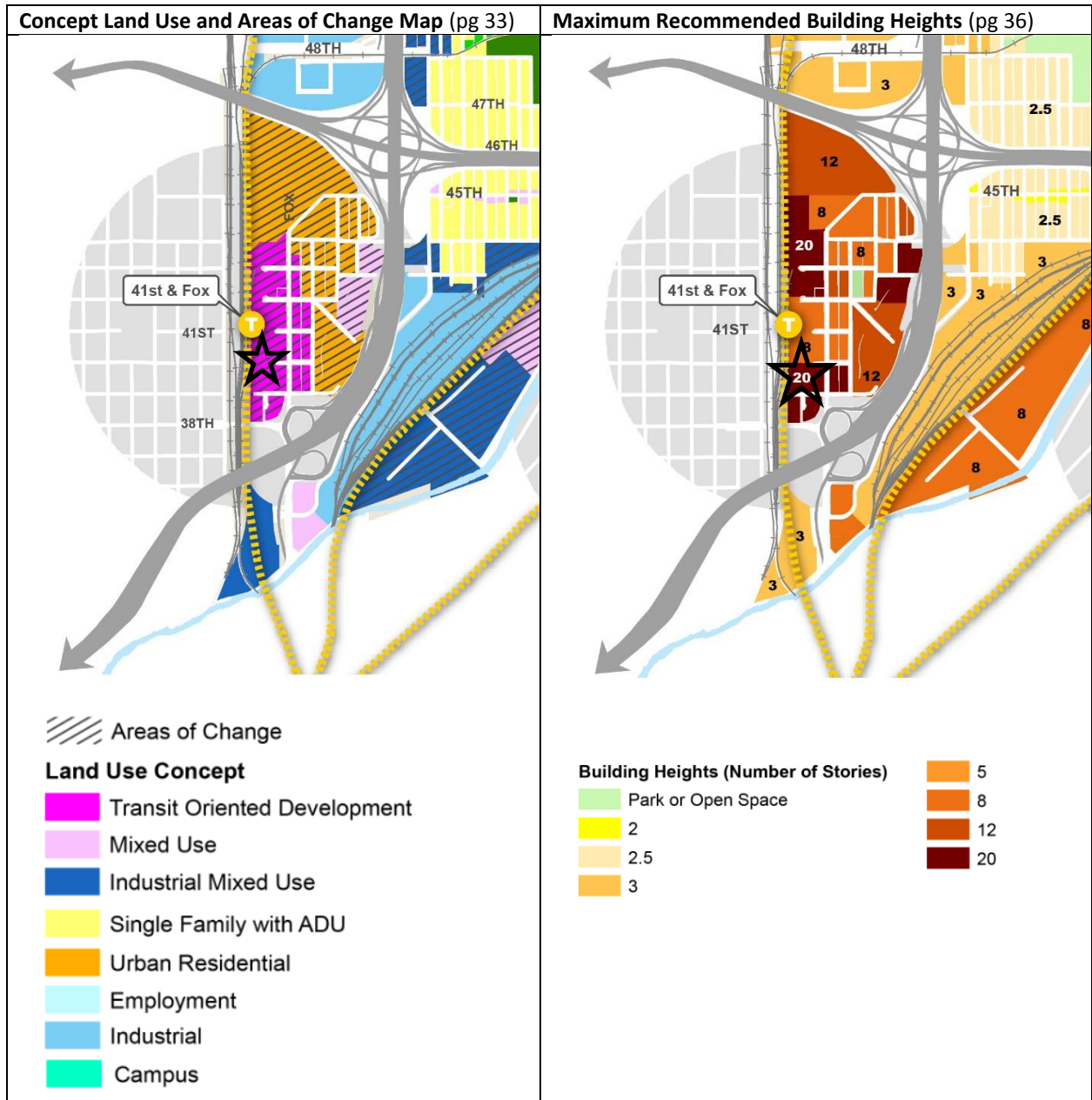
The site is accessed at the intersection of W. 39th Ave. and Galapago St., just a half block from Fox Street. Blueprint Denver classifies 39th and Galapago as local streets, and Fox street as a Mixed Use Arterial south of 39th Ave., and a Mixed Use Collector Street north of 40th Ave. Fox Street would provide the primary multi-modal access to and from the station area, with direct access to the site via 39th Ave.

According to Blueprint Denver, “arterial streets are designed to provide a high degree of mobility and generally serve longer vehicle trips to, from, and within urban areas, and collectors are designed to provide a greater balance between mobility and land access within residential, commercial and industrial areas (pg. 51).” Mixed Use streets are designed to emphasize walking, bicycling and land access over mobility.” (pg 55)

The C-MX-20 zone district is proposed near the station and near Fox Street with access along 39th avenue. This street access and multi-modal choices would support the high-intensity mixed uses imagined for these streets in Blueprint Denver. The proposed map amendment will enable growth in an area that Blueprint Denver identifies as appropriate for change and mixed uses along streets that promote walkable development within higher-intensity mixed use areas.

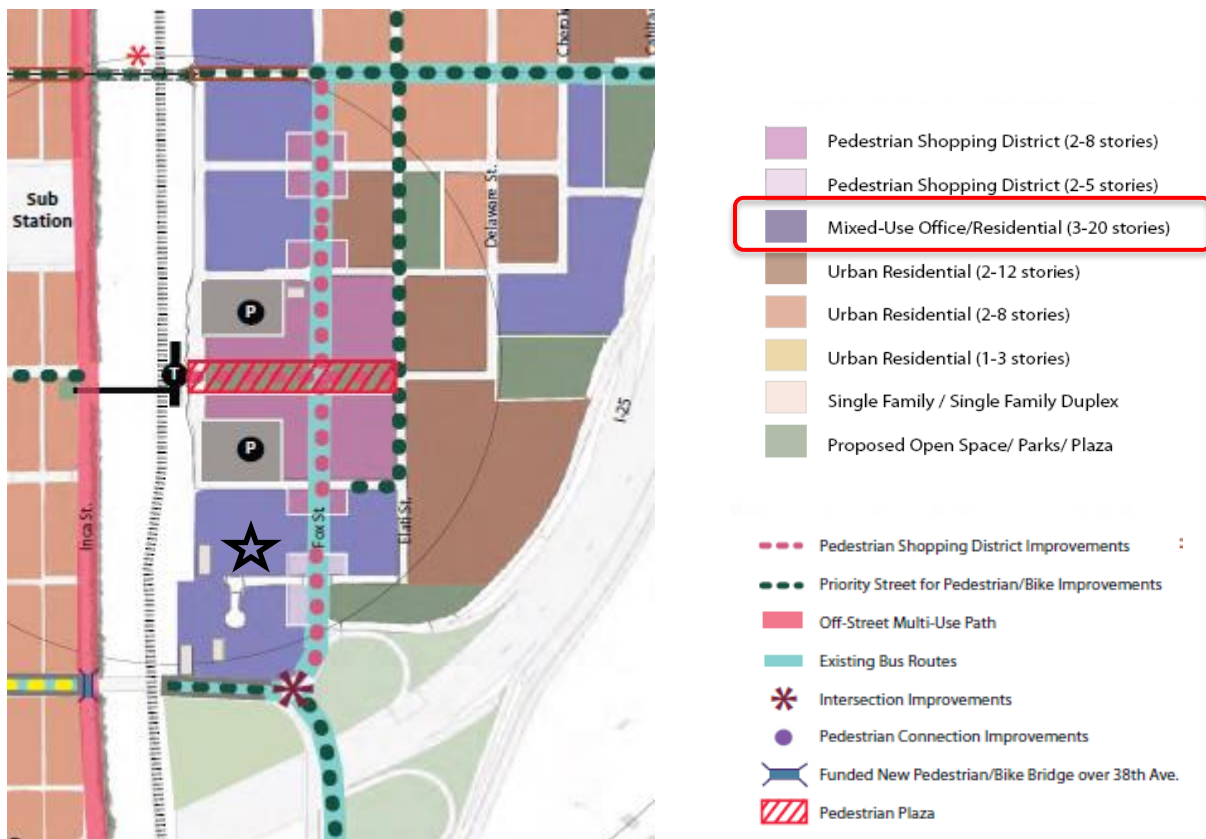
Small Area Plan: Globeville Neighborhood Plan

The Globeville Neighborhood plan was adopted by City Council in December 2014, and reinforces the land use and building height recommendations provided in the 41st and Fox Station Area plan. “The Globeville Neighborhood Plan does not update the recommendations of the 41st and Fox Station Area Plan . . .”, instead, it emphasizes the improvement of connectivity from the Globeville Residential Neighborhood Core to this area along 44th Avenue through capital investment in bike and pedestrian pathways. The proposed rezoning is consistent with the Land Use recommendation of Transit Oriented Development and a maximum building height of 20 stories.



Small Area Plan: 41st and Fox Station Area Plan

The 41st and Fox Station Area Plan was adopted by City Council in November 2009, and applies to the subject properties. The plan concept is centered around the development of a high intensity activity node close to the station on the east side that includes a 41st Avenue plaza and a pedestrian shopping corridor along Fox Street. The applicable land use and building height recommendation in the 41st and Fox Station Area Plan is Mixed-Use Office / Residential (3-20 stories, purple color). This property would be within close proximity to Fox Street and could generate significant pedestrian activity to support mixed uses and retail along the Pedestrian Shopping District (dashed pink line), in support of the adjacent Pedestrian Shopping District land use that directly fronts Fox Street at the corners.



Mixed-Use Office/Residential (3-20 stories) has a sizable employment base as well as housing and may include a wide variety of uses including hotels and lodging. Intensity is higher in these areas than in the urban residential areas. Land uses are not necessarily mixed in each building but the area will include employment, services and residential uses within walking distance. The proportion of residential to commercial will vary from one development to another. Because these mixed-use developments are within the transit oriented development area, form of the buildings and pedestrian orientation are very important.

The C-MX-20 zone district adds minimum ground story activation transparency standards and build-to requirements, broadens the mix of uses and allows for versatile building forms to promote safe, active, and pedestrian-scaled, diverse areas through the use of development forms that will define and activate public street edges in a transit oriented environment that cannot be achieved under the current I-B and I-A zoning. The allowed use list excludes heavier manufacturing and industrial uses, and better implements the plan recommendation. It allows 20 stories which is consistent with the maximum height recommended by the plan. C-MX-20 is consistent with the Mixed-Use Office / Residential plan recommendations.

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to C-MX-20 will 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 through implementation of the City's adopted land use plans. Additionally, the proposed rezoning will allow redevelopment in a manner that will provide for an improved pedestrian experience and allow for the construction of higher density residential development in close proximity to transit, both which contribute to the Public Health, Safety and General Welfare.

4. Justifying Circumstance

The application identifies several 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 the recently adopted plan also recognized that the character of the area is changing. The opening of the 41st & Fox rail station, as well as other nearby rezonings to support Transit Oriented Development also contribute to the changing environs. These are appropriate justifying circumstances for the proposed rezoning.

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

C-MX-20 is an Urban Center Mixed Use Zone District that is intended to promote safe, active, and pedestrian-scaled, diverse areas through the use apartment and shop-front building forms that clearly define and activate the public street edge. This district is intended to enhance the convenience, ease and enjoyment of transit, walking, shopping and public gathering within and around the city's neighborhoods. See DZC 7.2.2.1.

Although the neighborhood context around the 41st and Fox station today is generally industrial with current I-A and I-B zoning, the proposed zone district of C-MX-20 will allow the station area to evolve

into the intended Urban Center as envisioned in adopted city plans, and meet the intent of this future, desired neighborhood context as a vibrant, walkable transit oriented development area.

According to the zone district intent stated in the Denver Zoning Code, “C-MX-20 applies to areas or intersections served primarily by arterial streets where a building scale of 3 to 20 stories is desired” (DZC Section 7.2.2.2.C). Although the site’s direct access is from 39th Avenue, it will primarily be served by Fox Street, which is a Mixed-Use Arterial. The street classifications and desired building heights in this area are consistent with the zone district purpose and intent statements.

Staff Recommendation

Based on the analysis set forth above, CPD staff finds that the application for rezoning the property located at 689 & 725 W. 39th Ave. and 700 W. 40th Ave. from I-B UO-2 and I-A UO-2 to C-MX-20 meets the requisite review criteria. Accordingly, staff recommends ***approval***.

Attachments

1. Application
2. UCAN/Globeville Civic Association #2 Letter of Support
3. Globeville Civic Partners Letter of Support

Zone Map Amendment (Rezoning) - Application

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	Fox Station I, LLC	Representative Name	Tim Schlichting
Address	1555 Blake Street, Suite 210	Address	2150 W. 29th Ave., Suite 410
City, State, Zip	Denver, CO 80202	City, State, Zip	Denver, CO 80211
Telephone	303.500.8977	Telephone	303.797.9119
Email	Chad.Brue@BrueCap.com	Email	tschlichting@lcpdevelopment.net
<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>	
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.			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):	700 W. 40th Ave., 689 W. 39th Ave., & 725 W. 39th Ave. (Parcel		
Assessor's Parcel Numbers:	0222300035000, 0222328003000, 0222327013000		
Area in Acres or Square Feet:	111,625 SF		
Current Zone District(s):	I-B, UO-2 (700 W. 40th Ave. & 689 W. 39th Ave.); I-A, UO-2 (725 W. 39th Ave.)		
PROPOSAL			
Proposed Zone District:	C-MX-20		
Does the proposal comply with the minimum area requirements specified in DZC Sec. 12.4.10.3:	<input checked="" 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>	<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 DZC Sec. 12.4.10.8</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 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 checked="" 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>
REQUIRED ATTACHMENTS	
Please ensure the following required attachments are submitted with this application:	
<input checked="" type="checkbox"/> Legal Description (required to be attached in Microsoft Word document format) <input checked="" type="checkbox"/> Proof of Ownership Document(s) <input checked="" type="checkbox"/> Review Criteria	
ADDITIONAL ATTACHMENTS	
Please identify any additional attachments provided with this application:	
<input checked="" type="checkbox"/> Written Authorization to Represent Property Owner(s)	
Please list any additional attachments:	
Survey of 725 W. 39th Ave. to delineate the portion of this property (Parcel 1) that is included in this application (Parcel 2 was previously re-zoned to C-MX-20).	

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
Tim Schlichting Fox Station I, LLC	2150 W. 29th Ave. Suite 410 Denver, CO 80211 303.797.9119 tschlichting@lcpdevelopment.net	100%	<i>Timothy J. Schlichting</i>	12/1/16	(B)	YES



DEVELOPMENT

Rezoning Application
700 W. 40th Ave., 689 W. 39th Ave. & 725 W. 39th Ave.
Legal Description

A PORTION OF LAND SITUATED IN THE SOUTHWEST QUARTER OF SECTION 22, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH P.M. CITY AND COUNTY OF DENVER, STATE OF COLORADO MORE PARTICULARLY DESCRIBED AS FOLLOWS:

700 W. 40TH AVE & 689 W 39TH AVE

PARCEL ONE:

LAND DESCRIPTIONS:

ALL OF BLOCKS NUMBERS THIRTY-SEVEN (37) AND FORTY-FOUR (44) IN VIADUCT ADDTION TO DENVER; ALSO AN UNPLATTED STRIP OF LAND ON THE WEST SIDE OF AND ADJOINING SAID BLOCKS, WHICH SAID STRIP IS PARTICULARLY DESCRIBED AS FOLLOWS, TO WIT: BEGINNING AT THE SOUTHWEST CORNER OF SAID BLOCK NUMBERED FORTY-FOUR (44), FIFTY-THREE AND FIFTY-THREE HUNDREDTHS (53.53) FEEET, MORE OR LESS, TO THE EAST LINE OF THE RIGHT OF WAY OF THE DENVER, UTAH AND PACIFIC RAILROAD AS FIXED AND DESCRIBED IN BOOK 607 AT PAGE 230 OF THE RECORDS OF THE CITY AND COUNTY OF DENVER; THENCE NORTHERLY ALONG THE EAST LINE OF SAID RAILROAD COMPANY'S RIGHT OF WAY, EIGHT HUNDRED AND FIFTEEN (815) FEET TO AN INTERSECTION WITH THE NORTH LINE OF SAID BLOCK THIRTY SEVEN (37) EXTENDED WESTERLY; THENCE EASTERLY ALONG THE EXTENDED NORTHERLY LINE OF SAID BLOCK THIRTY-SEVEN (37), FIFTY-THREE AND FIFTY THREE HUNDREDTHS (53.53) FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF SAID BLOCK THIRTY-SEVEN (37); THENCE SOUTHERLY ALONG THE WEST LINE OF SAID BLOCKS THIRTY-SEVEN (37) AND FORTY-FOUR (44), EIGHT HUNDERD AND FIFTEEN (815) FEET TO THE PLACE OF BEGINNING; TOGETHER WITH THAT PORTION OF VACATED WEST 39TH AVENUE PER ORDINANCE 82 SERIES OF 1926, LYING BETWEEN SAID BLOCKS THIRTY-SEVEN (37) AND FORTY-FOUR (44), VIADUCT ADDITION TO DENVER, AND TOETHER WITH THE VACATED SOUTH HALF OF WEST 40TH AVENUE PER ORDINANCE 115 SERIES OF 1926, ADJACENT TO LOT 30, BLOCK 37

ALSO

TOGETHER WITH THE VACATED WEST HALF OF GALAPAGO STREET PER ORDINANCE 116 SERIES OF 1947 ADJACENT TO LOTS 16 THROUGH 30, BLOCK 37 AND THE VACATED WEST HALF OF GALAPAGO PER ORDINANCE 850 SERIES OF 1991 ADJACENT TO LOTS 17 THROUGH 24, BLOCK 44, CITY AND COUNTY OF DENVER, STATE OF COLORADO,

EXCEPT THAT PORTION DEED CONVEYED IN DEED RECORDED SEPTEMBER 10, 1992 AT RECEPTION NO. 920105968, ALSO EXCEPTING THEREFROM PARCEL NO. CM-11 OF THE RTD CRMF SITE CORRIDOR LIGHT RAIL PROJECT, AS CONTAINED IN RULE AND ORDER RECORDED OCTOBER 5, 2011 AT RECEPTION NO. 2011111736.

PARCEL TWO:

A PART OF THE SOUTHWEST QUARTER OF SECTION 22, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING 415 FEET SOUTH OF THE NORTHWEST CORNER OF BLOCK TWENTY-EIGHT (28), VIADUCT ADDITION TO THE POINT OF BEGINNING, THENCE WEST 53.53 FEET TO THE EAST LINE OF THE CHICAGO, BURLINGTON AND QUINCY RAILWAY RIGHT-OF-WAY, THENCE SOUTH 40 FEET TO THE SOUTH LINE OF THE VACATED SOUTH HALF OF WEST 40TH AVENUE PER ORDINANCE 115, SERIES OF 1926, THENCE EAST 53.53 FEET; THENCE NORTH AT RIGHT ANGLES 40 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM PARCEL NO. CM-12 OF THE RTD CRMF SITE CORRIDOR LIGHT RAIL PROJECT, AS CONTAINED IN THE RULE AND ORDER RECORDED OCTOBER 5, 2011 AT RECEPTION NO. 2011111736.

725 W. 39TH AVENUE

LOTS 1 TO 15, INCLUSIVE, BLOCK 38, VIADUCT ADDITION TO DENVER, AND THE EAST ½ OF VACATED GALAPAGO STREET PER ORDINANCE 116, SERIES OF 1947, ADJOINING SAID LOTS 1 TO 15, INCLUSIVE, BLOCK 38, VIADUCT ADDITION TO DENVER;

TOGETHER WITH THE WEST ONE-HALF OF VACATED ALLEY PER ORDINANCE 400, SERIES OF 1978, ADJACENT TO SAID LOTS 1 TO 15, INCLUSIVE, BLOCK 38, VIADUCT ADDITION TO DENVER, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

Rezoning Application
689 W. 39th Ave., 700 W. 40th Ave., & 725 W. 39th Ave.
Review Criteria
Consistency with Adopted Plans

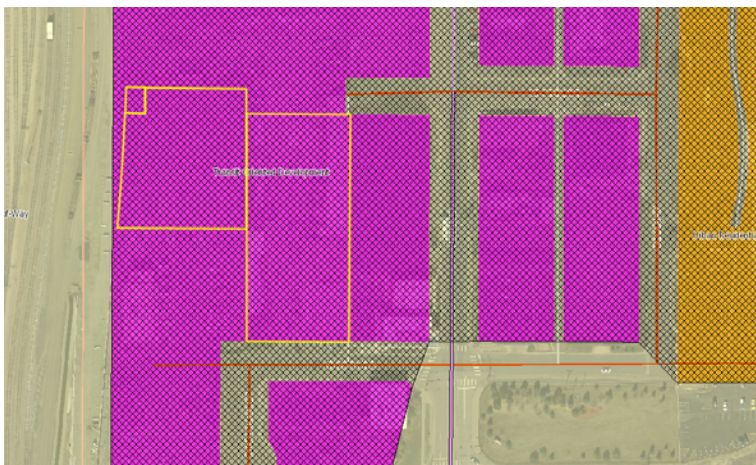
I. Blueprint Denver (2002)

Land Use Concept:

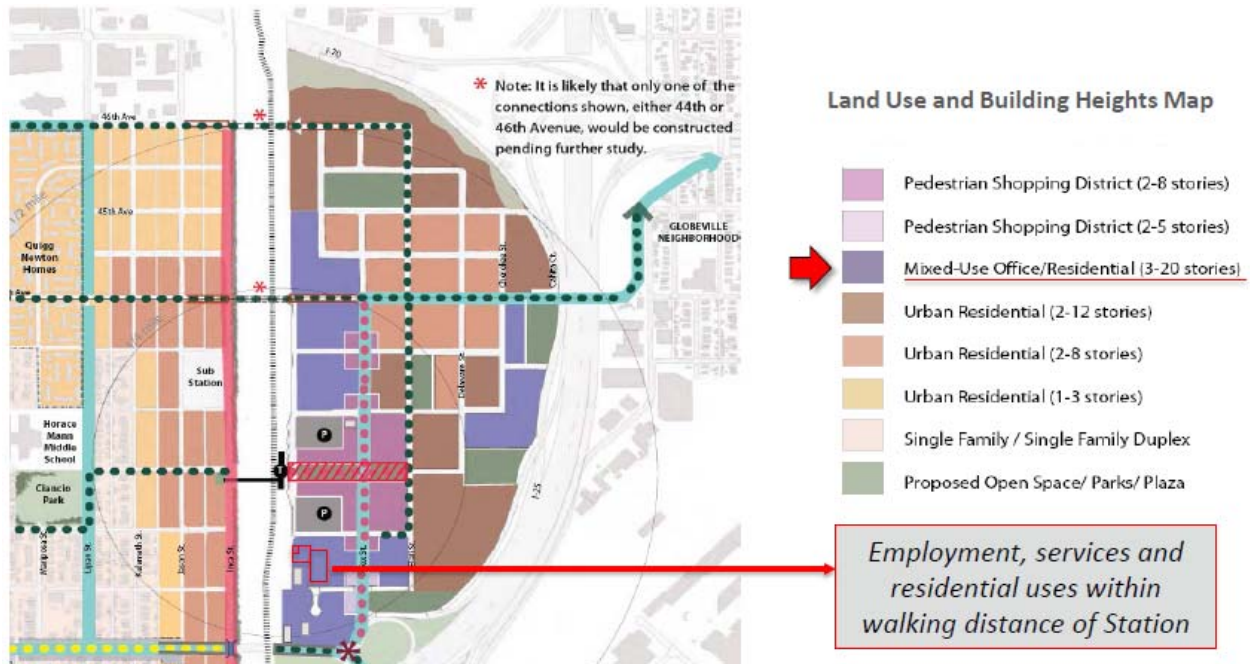
- Transit Oriented Development
- Area of Change

- A balanced mix of uses (residential, retail, office, entertainment, public facilities and others)
- Compact, mid- to high-density development
- Close proximity to transit, emphasizing a pedestrian-friendly and attractive pedestrian environment
- Multi-modal transportation connections (rail, bus, bicycle, pedestrian and others)
- Reduced emphasis on auto parking — including lowered parking requirements, shared parking, parking configurations that mitigate the visual impacts of automobiles, parking structures located near but not necessarily at stations and replacement of surface parking lots with structured parking
- Urban design guidelines to improve character and create a sense of place
- Attractive, multi-story buildings facing the station and adjacent streets
- A variety of housing types and prices, including affordable housing opportunities
- Access to open space and recreational amenities
- A high degree of connectivity between station area and surrounding neighborhoods

- ☐ **Blueprint Denver**
 - ☒ Area of Change
 - ☐ Future Street Classifications - Local
 - Mixed Use - Local
 - Undesignated - Local
 - ☐ Concept Land Use
 - Downtown
 - Transit Oriented Development
 - Mixed Use
 - Regional Center
 - Town Center
 - Urban Residential
 - Single Family Duplex
 - Single Family Residential
 - Commercial Corridor
 - Neighborhood Center
 - Pedestrian Shopping Corridor
 - Campus
 - Park
 - Entertainment, Cultural, Exhibition



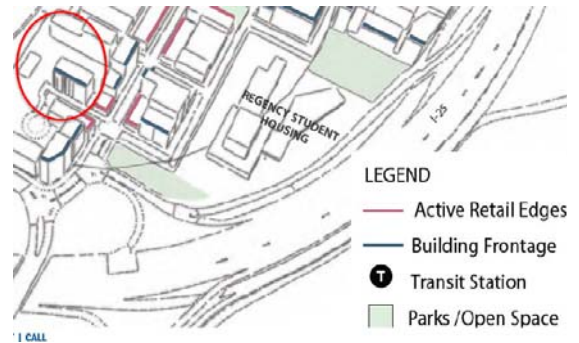
II. 41st & Fox Station Area Plan (2009)



Land Use:

1c. **Mixed-Use Office/Residential (3-20 stories)** has a sizable employment base as well as housing and may include a wide variety of uses including hotels and lodging. Intensity is higher in these areas than in the urban residential areas. Land uses are not necessarily mixed in each building but the area will include employment, services and residential uses within walking distance. The proportion of residential to commercial will vary from one development to another. Because these mixed-use developments are within the transit oriented development area, form of the buildings and pedestrian orientation are very important.

Urban Design - Character Concept:

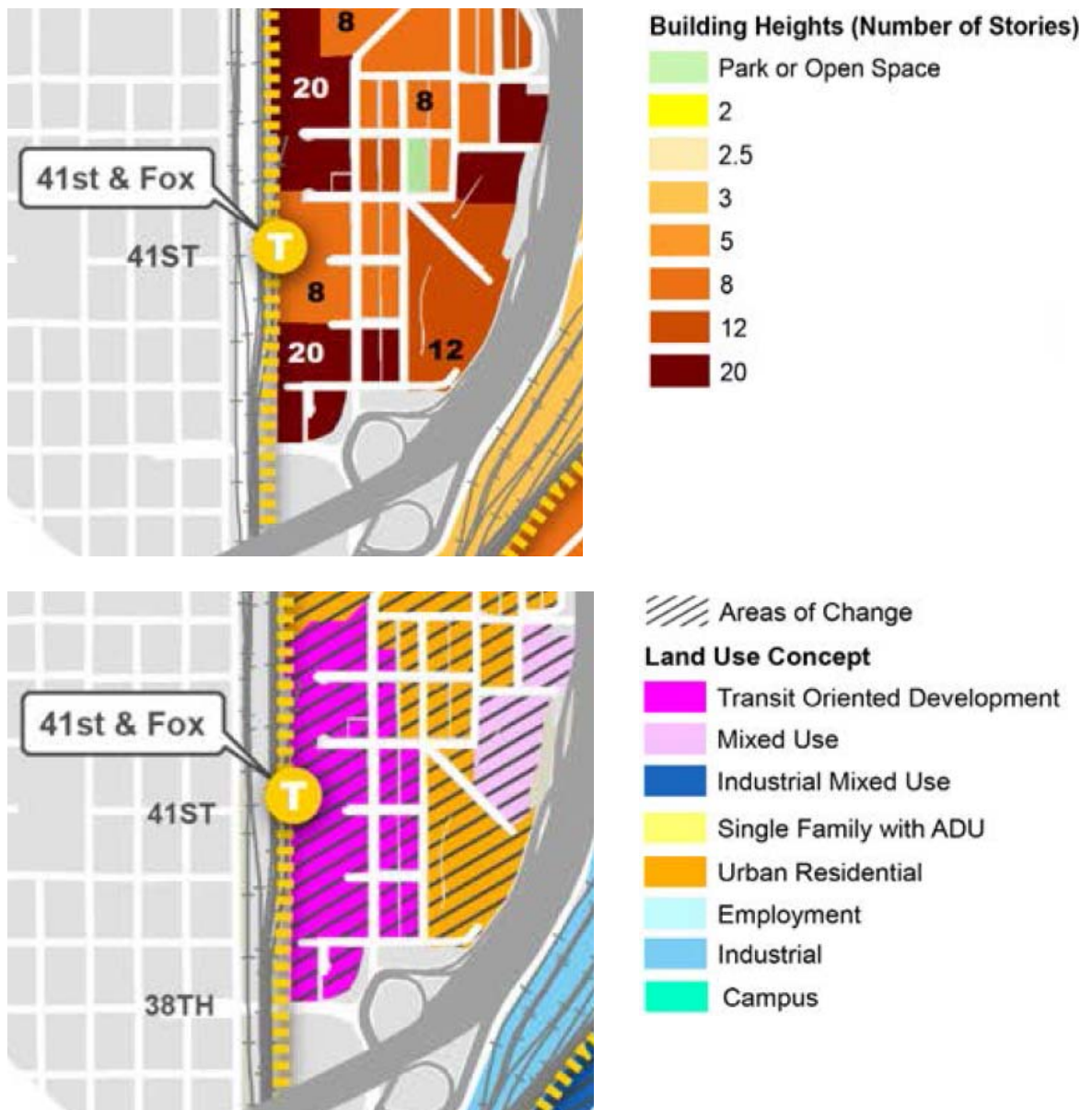


III. Globeville Neighborhood Plan (2014)

Supports land use and building height recommendations in 41st & Fox Station Area Plan

Concept Land Use and Building Height in the 41st and Fox Station Area Plan.

The concept land use and building height recommendations in this plan are intended to be fully consistent with the *41st and Fox Station Area Plan*. Should any inconsistencies be found, please refer to the adopted *Station Area Plan* for the official *Plan* guidance.





DEVELOPMENT

**Rezoning Application
689 W. 39th Ave., 700 W. 40th Ave., & 725 W. 39th Ave.
Review Criteria**

**Uniformity of District Regulations and Restrictions
and
Public Health, Safety and General Welfare**

Uniformity of District Regulations and Restrictions

The proposed rezoning to C-MX-20 will result in the uniform application of zone district building form, use and design regulations.

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 plans.

Rezoning Application
689 W. 39th Ave., 700 W. 40th Ave., & 725 W. 39th Ave.
Review Criteria
Justifying Circumstance

Of the Justifying Circumstances identified in the application under DZC Section 12.4.10.8.A.4, the most applicable is the following: “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 identified above, several adopted plan recommendations state that redevelopment of the area is desired and that the character of the area is changing. Specifically, the Concept Land Use and Areas of Change map from the recently-adopted Globeville Neighborhood Plan (2014) identifies the 41st & Fox Station Area as an Area of Change. This is an appropriate Justifying Circumstance for the proposed rezoning. Additionally, the following changed or changing conditions to the site and surrounding area apply:

- The commuter rail station is under construction and is scheduled to open in Fall 2016
- Other properties surrounding the station were recently rezoned for future transit oriented development.
- Higher density mixed-use development has been approved for properties across the rail tracks to the east in Sunnyside that have a direct connection to this area via the pedestrian bridge.
- The nearby 25/70 General Development Plan at 4400 Fox Street was approved in July 2015 by the Denver Planning Board.
- Recent Regency student housing built at 42nd Ave and Elati St., and adjacent new retail built at 39th Avenue and Fox St.

41ST AND FOX STATION AREA



VISION: The 41st and Fox Station will develop over the coming decades into the focal point of a diverse, transit-supportive, and environmentally sustainable urban center. Many new residents and businesses will be drawn to the convenient location close to downtown and near some of Denver’s most vibrant urban neighborhoods.

- *Globeville Neighborhood Plan (2014)*

Rezoning Application
689 W. 39th Ave., 700 W. 40th Ave., & 725 W. 39th Ave.
Review Criteria

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

C-MX-20 is an Urban Center Mixed Use Zone District that is intended to promote safe, active, and pedestrian-scaled, diverse areas through the use of apartment and shop-front building forms that clearly define and activate the public street edge. This district is intended to enhance the convenience, ease and enjoyment of transit, walking, shopping and public gathering within and around the city’s neighborhoods. See DZC 7.2.2.1.

The neighborhood context around the 41st and Fox station today is a mix of legacy industrial zoning along with recently rezoned mixed use and main street zoning in anticipation of higher-density mixed-use development and greater street activation proximate to the light rail station. The proposed zone district of C-MX-20 for the subject properties will allow the station area to continue to evolve into the intended Urban Center as envisioned in adopted city plans, and meet the intent of this future, desired neighborhood context as a vibrant, walkable transit oriented development area.

According to the zone district intent stated in the Denver Zoning Code, “C-MX-20 applies to areas or intersections served primarily by arterial streets where a building scale of 3 to 20 stories is desired” (DZC Section 7.2.2.2.C). The site has two access points to the nearby Fox Street, a residential collector street, and commuter rail transit service is under construction and projected to open later this year. These complementary transportation facilities will support Mixed Use that is intended to enhance the convenience, ease and enjoyment of transit, walking, shopping and public gathering within and around the city’s neighborhoods, and in particular at the emerging 41st and Fox station area. The street classifications and desired building heights in this area are consistent with the zone district purpose and intent statements.

Examples of General Building Forms allowed in C-MX-20 zone district per DZC 7.3.3.4.C:



Date: November 14, 2016
To: Community Planning and Development
City and County of Denver
From: Fox Station I, LLC
Subject: Rezoning Application
689 W. 39th Ave., 700 W. 40th Ave., & 725 W. 39th Ave.
Authorization of Property Owner Representative


This letter authorizes Tim Schlichting with LCP Development to act as the Authorized Representative on behalf of Fox Station I, LLC for the proposed rezoning of the above-referenced property.

Property Owner:
FOX STATION I, LLC, a Colorado limited liability company

its Manager:

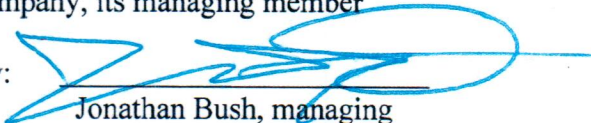
FOX DEV, LLC, a Colorado limited liability company,

By: Brue Capital Partners, LLC,
a Colorado limited liability company,
its Authorized Agent

By: 
Chad A. Brue, Manager

By: Littleton Capital Partners LLC,
a Colorado limited liability company,
its Manager

By: Denver City Town Company, LLC,
a Colorado limited liability
company, its managing member

By: 
Jonathan Bush, managing
member

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Summary

Details			
Name	Brue Capital Partners, LLC		
Status	Good Standing	Formation date	11/09/2011
ID number	20111622724	Form	Limited Liability Company
Periodic report month	November	Jurisdiction	Colorado
Principal office street address	1555 Blake St, Suite 210, Denver, CO 80202, United States		
Principal office mailing address	n/a		

Registered Agent	
Name	Chad A Brue
Street address	1555 Blake St, Suite 210, Denver, CO 80202, United States
Mailing address	n/a

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07/18/2016 11:16 AM
City & County of Denver
Electronically Recorded

R \$46.00

D \$280.76
WD

SPECIAL WARRANTY DEED

After recording, return to:

Shari Baker LLC
#489, 1630A 30th Street
Boulder, Colorado 80301

State Documentary Fee
Date
\$ 280.76

=====

This Special Warranty Deed (this "**Deed**") is dated this 15th day of July, 2016, between **Arnold Holdings, LLC**, a Colorado limited liability company, as owner of an undivided 50% interest, and **Sophicoll, L.L.C.**, a Colorado limited liability company, as owner of an undivided 50% interest, as Tenants in Common (collectively "**Grantor**") and **Fox Station 1, LLC**, a Colorado limited liability company ("**Grantee**"), whose address is 1555 Blake Street, Suite 210, Denver, Colorado.

WITNESSETH, that Grantor, for and in consideration of the sum of Ten Dollars (\$10.00), and other good and valuable consideration, the receipt whereof is hereby confessed and acknowledged by Grantor, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm unto Grantee, all of that certain real property, situate, lying and being in the City and County of Denver, State of Colorado, and more particularly described on Exhibit A attached hereto (the "**Property**");

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 Grantor, either in law or equity, of, in and to the Property;

SUBJECT TO the "**Permitted Exceptions**" attached hereto as Exhibit B;

TO HAVE AND TO HOLD the Property above bargained and described unto Grantee forever;
AND Grantor covenants and agrees to warrant and defend the quiet and peaceable possession of the Property by Grantee against every person who lawfully claims the Property or any part thereof, by, through or under Grantor, but not otherwise, subject to the Permitted Exceptions.

ADDITIONALLY, Grantor, for the consideration of the sum of Ten dollars (\$10.00), in hand paid, does hereby release and quitclaim to Grantee, its successors and assigns, the following real property located in the City and County of Denver, State of Colorado,



70498069

Witness my hand and official seal.

My commission expires: 6/25/18



Notary Public

**VALERIE L. TAPIA-RENFRO
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20054021605
MY COMMISSION EXPIRES 06/05/2018**

EXHIBIT A**LEGAL DESCRIPTION**

That certain real property situated in the County of Denver, State of Colorado, described as follows:

Parcel One:

All of blocks numbered thirty-seven (37) and forty-four (44) in Viaduct Addition to Denver; also an unplatted strip of land on the West side of and adjoining said blocks, which said strip is particularly described as follows, to wit: Beginning at the Southwest corner of said block numbered forty-four (44); thence Westerly on the extended Southerly line of said Block forty-four (44), fifty-three and fifty-three hundredths (53.53) feet, more or less, to the East line of the right of way of the Denver, Utah and Pacific Railroad as fixed and described in Book 607 at Page 230 of the Records of the City and County of Denver; thence Northerly along the East line of said railroad company's right of way, eight hundred and fifteen (815) feet to an intersection with the North line of said Block thirty seven (37) extended Westerly; thence Easterly along the extended Northerly line of said Block thirty-seven (37), fifty-three and fifty-three hundredths (53.53) feet, more or less, to the Northeast corner of said Block thirty-seven (37); thence Southerly along the West line of said Blocks thirty-seven (37) and forty-four (44), eight hundred and fifteen (815) feet to the Place of Beginning; together with that portion (now vacated) of West 39th Avenue lying between Blocks thirty-seven (37) and forty-four (44), Viaduct Addition to Denver, and together with the South half of West 40th Avenue (now vacated) adjacent to Lot 30, Block 37 also together with the West half of Galapago Street (now vacated) adjacent to Lots 16 through 30, Block 37 and the West half of Galapago lying within vacated West 40th Avenue, City and County of Denver, State of Colorado,

Except that portion conveyed in Deed recorded September 10, 1992 at Reception No. 920105968.

Also excepting therefrom Parcel No. CM-11 of the RTD CRMF Site Corridor Light Rail Project, as contained in the Rule and Order recorded October 5, 2011 at Reception No. 2011111736.

Parcel Two:

A part of the Southwest Quarter of Section Twenty-two (22), Township Three (3), Range

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Sixty-eight (68) West of the 6th Principal Meridian, City and County of Denver, State of Colorado, more particularly described as follows:

Commencing 415 feet South of the Northwest corner of Block Twenty-eight (28), Viaduct Addition, thence West 53.53 feet to the East line of the Chicago, Burlington and Quincy Railway right-of-way, thence South 40 feet to the South line of West 40th Avenue produced, thence East 53.53 feet to the produced West line of said Block Twenty-eight (28), thence North at right angles 40 feet to the place of beginning.

Excepting therefrom Parcel No. CM-12 of the RTD CRMF Site Corridor Light Rail Project, as contained in the Rule and Order recorded October 5, 2011 at Reception No. 2011111736.

Parcel Three:

Easement as set forth in the Access Easement Deed recorded May 17, 2013 at Reception No. 2013070948.

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EXHIBIT B**PERMITTED EXCEPTIONS**

1. **TENANCIES, AS TENANTS ONLY, AS LISTED ON THE RENT ROLL.**
2. **ORDINANCE NO. 115, SERIES OF 1926 VACATING WEST 40TH AVENUE (FORMERLY GREELEY AVE.) RESERVING TO THE CITY AND COUNTY OF DENVER AT ALL TIMES THE RIGHT TO CONSTRUCT, MAINTAIN AND REMOVE SEWERS, WATER PIPES AND APPURTENANCES, AND TO AUTHORIZE THE CONSTRUCTION, MAINTENANCE AND REMOVAL OF THE SAME THEREIN AND THEREON AS RECORDED APRIL 18, 1935 IN BOOK 4880 AT PAGE 443.**
3. **ORDINANCE NO. 116, SERIES OF 1947 VACATING GALAPAGO STREET AND RESERVING TO THE CITY AND COUNTY OF DENVER AT ALL TIMES THE RIGHT TO CONSTRUCT, MAINTAIN AND REMOVE SEWERS, WATER PIPES AND APPURTENANCES AND TO AUTHORIZE THE CONSTRUCTION, MAINTENANCE AND REMOVAL OF THE SAME THEREIN AND THEREFROM, AND SUBJECT TO THE CONTINUED RIGHT OF THE OWNERS TO MAINTAIN AND OPERATE EXISTING ELECTRIC LIGHT AND POWER LINES, TELEPHONE LINES, GAS MAINS AND PIPES RECORDED AUGUST 19, 1992 UNDER RECEPTION NO. 95493.**
4. **ORDINANCE NO. 82, SERIES OF 1926 VACATING A PORTION OF WEST 39TH AVENUE (FORMERLY BEECHER AVENUE) AND RESERVING TO THE CITY AND COUNTY OF DENVER AT ALL TIMES THE RIGHT TO CONSTRUCT, MAINTAIN AND REMOVE SEWERS, WATER PIPES AND APPURTENANCES AND TO AUTHORIZE THE CONSTRUCTION, MAINTENANCE AND REMOVAL OF THE SAME THEREIN AND THEREFROM RECORDED AUGUST 19, 1992 UNDER RECEPTION NO. 95494.**
5. **TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN ENVIRONMENTAL COVENANT RECORDED NOVEMBER 04, 2008 UNDER RECEPTION NO. 2008150962; AND AMENDED AND RESTATED ENVIRONMENTAL COVENANT RECORDED MARCH 10, 2016 UNDER RECEPTION NO. 2016031398.**
6. **TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS OF ORDINANCE NO. 527, SERIES OF 2012, CHANGING ZONING CLASSIFICATION RECORDED OCTOBER 26, 2012 UNDER RECEPTION NO. 2012147506.**
7. **TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN ACCESS EASEMENT DEED RECORDED MAY 17, 2013 UNDER RECEPTION NO. 2013070948.**
8. **ANY FACTS, RIGHTS, INTERESTS OR CLAIMS WHICH MAY EXIST OR ARISE BY REASON OF THE FOLLOWING FACTS SHOWN ON ALTA/ACSM LAND TITLE SURVEY CERTIFIED AUGUST 22, 2014 AND LAST REVISED SEPTEMBER 25, 2014 PREPARED BY POWER SURVEYING COMPANY, INC., JOB #14-07-16288.**

**A. CONCRETE WALL IN NORTHWESTERLY CORNER ENCROACHES ONTO ADJACENT PROPERTY
B. FENCE LINES DO NOT COINCIDE WITH PROPERTY LINES**

EXHIBIT C**LEGAL DESCRIPTION OF QUITCLAIMED PROPERTY**

That certain real property situated in the County of Denver, State of Colorado, described as follows:

A PARCEL OF LAND BEING A PART OF LOT 23, ALL OF LOTS 24 THROUGH 30, BLOCK 37, VIADUCT ADDITION TO DENVER, PART OF THE SOUTH HALF OF VACATED 40TH AVENUE, AS VACTED BY ORDINANCE NUMBER 115-1926, PART OF THE WEST HALF OF VACATED GALAPAGO STREET, AS VACATED BY ORDINANCE NUMBER 116-1947, AND A PORTION OF THE SOUTHWEST QUARTER OF SECTION 22, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: BEARINGS ARE BASED UPON A 20 FOOT RANGE LINE LOCATED WITHIN ELATI STREET BETWEEN 39TH AVENUE AND 40TH AVENUE, LOCATED WITHIN THE SOUTHWEST QUARTER OF SECTION 22, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH P.M., CITY AND COUNTY OF DENVER, STATE OF COLORADO, SAID LINE BEING MONUMENTED AT THE INTERSECTION OF SAID 40TH AVENUE AND ELATI STREET BY A FOUND .75" NAIL AND BRASS TAG SET IN A RANGE BOX AND AT THE INTERSECTION OF SAID 39TH AVENUE AND ELATI STREET BY A FOUND 3.25" COLORADO DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MARKER STAMPED P.L.S. # 2352, SAID LINE BEARING SOUTH 00°01'12" EAST A DISTANCE OF 455.00 FEET WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO.

COMMENCING AT SAID 20' RANGE POINT LOCATED AT THE INTERSECTION OF 40TH AVENUE AND ELATI STREET; THENCE NORTH 89°59'17" WEST ALONG THE SAID 20 FOOT RANGE LINE IN 40TH AVENUE BETWEEN SAID ELATI STREET AND FOX STREET A DISTANCE OF 346.03 FEET TO A RANGE POINT, SAID POINT BEING A FOUND 3.25" ALUMINUM CAP STAMPED 20680 IN A RANGE BOX; THENCE CONTINUING ALONG SAID 20 FOOT RANGE LINE NORTH 89°59'17" WEST A DISTANCE OF 325.70 FEET TO A POINT; THENCE DEPARTING SAID 20 FOOT RANGE LINE SOUTH 00°01'12" EAST A DISTANCE OF 20.00 FEET TO THE POINT OF BEGINNING, SAID POINT BEING THE INTERSECTION OF THE CENTERLINES OF VACATED GALAPAGO STREET AND VACATED 40TH AVENUE;

THENCE CONTINUING SOUTH 00°01'12" EAST ON SAID CENTERLINE OF VACATED GALAPAGO STREET A DISTANCE OF 230.71 FEET TO A SET #5 REBAR AND 2" ALUMINUM CAP STAMPED P.L.S. # 37929; THENCE DEPARTING SAID CENTERLINE NORTH 89°59'37" WEST A DISTANCE OF 209.91 FEET TO THE SOUTHEAST CORNER OF A PARCEL OF LAND DESCRIBED AT RECEPTION NUMBER 2006159668 AND A SET #5 REBAR AND 1.25" YELLOW PLASTIC CAP STAMPED P.L.S #37929; THENCE ALONG THE EASTERLY SIDE OF SAID RECEPTION NUMBER 2006159668 THE FOLLOWING THREE COURSES;

1.) NORTH 04°04'53" EAST A DISTANCE OF 86.74 FEET; THENCE 2.) NORTH 03°02'19" EAST A DISTANCE OF 33.46 FEET TO A POINT OF CURVE; 3.) THENCE ON THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2761.61 FEET, AN ARC LENGTH OF 70.94 FEET, A CENTRAL ANGLE OF 01°28'19", AND A CHORD WHICH BEARS NORTH 02°18'10" EAST A DISTANCE OF 70.94 FEET TO THE SOUTHEAST CORNER OF A PARCEL OF LAND DESCRIBED IN RECEPTION NUMBER 2011111736; THENCE ALONG THE EASTERLY LINE OF SAID RECEPTION NUMBER 2011111736 THE FOLLOWING TWO COURSES 1.) CONTINUING ON SAID CURVE HAVING A RADIUS OF

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2761.61 FEET, AN ARC LENGTH OF 29.57 FEET, A CENTRAL ANGLE OF 00°36'49" AND A CHORD WHICH BEARS NORTH 01°14'16" EAST A DISTANCE OF 29.57 FEET; 2.)THENCE NORTH 00°55'52" EAST A DISTANCE OF 10.35 FEET; THENCE SOUTH 89°59'17" EAST A DISTANCE OF 198.21 FEET TO THE POINT OF BEGINNING.

CONTAINING ±46,793 SQUARE FEET OR ±1.074 ACRES MORE OR LESS.

02681284.2

EXHIBIT A**PARCEL 1 ;**

LOTS 1 TO 15, INCLUSIVE, BLOCK 38, VIADUCT ADDITION TO DENVER, AND THE EAST 1/2 OF VACATED GALAPAGO STREET ADJOINING SAID LOTS 1 TO 15, INCLUSIVE, BLOCK 38, VIADUCT ADDITION TO DENVER;

TOGETHER WITH THE WEST ONE-HALF OF VACATED ALLEY ADJACENT TO SAID LOTS 1 TO 15, INCLUSIVE, BLOCK 38, VIADUCT ADDITION TO DENVER, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

PARCEL 2:

LOTS 12 TO 15, BLOCK 27 AND LOTS 16 TO 19, BLOCK 28, VIADUCT ADDITION TO DENVER, ACCORDING TO THE RECORDED PLAT THEREOF,

TOGETHER WITH ALL OF VACATED GALAPAGO STREET BETWEEN THE WESTERLY EXTENSION OF THE NORTH BOUNDARY LINE OF LOT 12, IN SAID BLOCK 27, AND THE CENTERLINE OF WEST 40TH AVENUE, NOW VACATED;

AND ALSO TOGETHER WITH THAT PORTION OF THE EAST 1/2 OF VACATED GALAPAGO STREET LYING SOUTH OF THE CENTERLINE OF SAID WEST 40TH AVENUE AND WEST OF THE NORIHERLY EXTENSION OF THE WEST BOUNDARY LINE OF BLOCK 38, IN SAID VIADUCT ADDITION TO DENVER,

AND ALSO TOGETHER WITH ALL OF VACATED WEST 40TH AVENUE LYING SOUTH OF AND ADJOINING LOT 15, IN SAID BLOCK 27 AND THE NORTH 1/2 OF VACATED WEST 40TH AVENUE LYING SOUTH OF AND ADJOINING LOT 16, IN SAID BLOCK 28;

AND ALSO TOGETHER WITH THAT PART OF THE SOUTHWEST 1/4 OF SOUTHWEST 1/4 OF SECTION 22, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN BOUNDED ON THE NORTH BY THE WESTERLY EXTENSION OF THE NORTH BOUNDARY LINE OF LOT 19 IN SAID BLOCK 28;

ON THE WEST BY THE EAST BOUNDARY LINE OF THE RIGHT OF WAY OF THE DENVER, UTAH AND PACIFIC RAILROAD COMPANY AS DESCRIBED IN DEED RECORDED IN BOOK 607 AT PAGE 230, OF THE RECORDS IN THE CLERK AND RECORDER'S OFFICE OF THE CITY AND COUNTY OF DENVER, STATE OF COLORADO;

ON THE SOUTH BY THE WESTERLY EXTENSION OF THE CENTERLINE OF VACATED WEST 40TH AVENUE (FORMERLY GREELEY AVENUE), AS SHOWN ON THE RECORDED PLAT OF VIADUCT ADDITION TO DENVER;

AND ON THE EAST BY THE WEST BOUNDARY LINE OF SAID BLOCK 28 AND BY THE SOUTHERLY EXTENSION OF SAID WEST BOUNDARY LINE.

AND ALSO TOGETHER WITH THE WEST ONE-HALF OF VACATED ALLEY ADJACENT TO LOTS 12 TO 15, IN SAID BLOCK 27, VIADUCT ADDITION TO DENVER, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

PARCEL 3:

AN EASEMENT FOR USE AND OPERATION OF A RAILROAD SPUR TRACK AS DESCRIBED IN WARRANTY DEED DATED MARCH 15, 1966 AND RECORDED ON APRIL 1, 1966 IN THE RECORDS OF THE CLERK AND RECORDER OF THE CITY AND COUNTY OF DENVER, STATE OF COLORADO IN BOOK 9581 AT PAGE 105, TO-WIT:

AN EASEMENT FOR USE AND OPERATION OF A RAILROAD SPUR TRACK AS NOW LOCATED OVER AND ACROSS THE WEST SEVENTEEN (17) FEET OF A PARCEL OF LAND DESCRIBED AS:

THAT PORTION OF THE SOUTHWEST 1/4 OF SOUTHWEST 1/4 OF SECTION 22, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF

Form 13773 10/2010 swd.open.rev.odt Special Warranty Deed Open (Photographic) ABN70487475.1 {25504803}

THE 6TH PRINCIPAL MERIDIAN BOUNDED ON THE NORTH BY THE WESTERLY EXTENSION OF THE NORTH BOUNDARY LINE OF THE SOUTH 1/2 OF SAID LOT 25, IN BLOCK 28;

ON THE WEST BY THE EAST BOUNDARY LINE OF THE RIGHT OF WAY OF THE DENVER, UTAH AND PACIFIC RAILROAD COMPANY AS DESCRIBED IN DEED RECORDED IN BOOK 607 AT PAGE 230, OF THE RECORDS IN THE CLERK AND RECORDER'S OFFICE OF THE CITY AND COUNTY OF DENVER, STATE OF COLORADO;

ON THE SOUTH BY THE WESTERLY EXTENSION OF THE SOUTH BOUNDARY LINE OF LOT 20, IN SAID BLOCK 28;

AND ON THE EAST BY THE WEST BOUNDARY LINE OF SAID BLOCK 28.

EXHIBIT B

Property Address: 725 W 39TH AVE DENVER CO 80216

EASEMENTS RESERVED IN ORDINANCE NO. 116, SERIES OF 1947 RECORDED SEPTEMBER 5, 1947 IN BOOK 6269 AT PAGE 137.

EASEMENT GRANTED IN INSTRUMENT RECORDED APRIL 1, 1966 IN BOOK 9581 AT PAGE 108.

EASEMENTS RESERVED IN ORDINANCE NO. 400 SERIES OF 1978 RECORDED AUGUST 7, 1978 IN BOOK 1720 AT PAGE 367.

EASEMENTS RESERVED IN ORDINANCE NO. 116, SERIES OF 1947 RECORDED AUGUST 19, 1992 UNDER RECEPTION NO. R-92-95493.

TERMS, CONDITIONS, AND PROVISIONS CONTAINED IN ORDINANCE 20150937 RECORDED MARCH 31, 2016 AT RECEPTION NO. 2016040106.

1-4

SPECIAL WARRANTY DEED

THIS DEED, Made this 31st day of August, 1992, is between
TEXACO REFINING AND MARKETING INC., a Delaware
corporation ("Grantor"),

and

WAGNER EQUIPMENT CO., a Colorado corporation ("Grantee"),
whose legal address is 18000 Smith Road
Aurora Colorado 80011

Doc Fee 27.50
WITNESSETH, That Grantor, for and in consideration of the sum
of Two Hundred Seventy-Five Thousand and No/100 Dollars
(\$275,000.00), the receipt and sufficiency of which sum is hereby
acknowledged, has granted, bargained, sold and conveyed, and by
these presents does grant, bargain, sell, convey and confirm, unto
Grantee, its successors and assigns forever, all the real property,
together with improvements, if any, situate, lying and being in the
City and County of Denver, State of Colorado, described as follows:

See Exhibit A attached hereto and incorporated herein by
this reference (the "Property"),

TOGETHER with all and singular the hereditaments and
appurtenances thereto 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 Grantor, either in law or equity, of, in
and to the above bargained premises, with the
hereditaments and appurtenances, and with all of
Grantor's interest, if any, in and to any and all water,
ditches, wells, reservoirs and drains and all water,
ditch, well, reservoir and drainage rights which are
appurtenant to, located on, under or above or used in
connection with the Property;

also known by street and number as: 705 and 805 West 39th Avenue,
Denver, Colorado 80216.

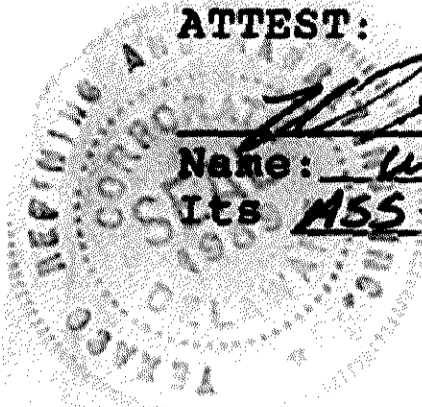
IT IS UNDERSTOOD AND AGREED by the parties hereto that the
covenants set forth in this conveyance shall be covenants running
with the land and improvements, and shall be binding upon the
Grantee and Grantee's successors and assigns.

TO HAVE AND TO HOLD the said premises above bargained and
described with the appurtenances, unto Grantee, its successors and
assigns forever. Grantor, for itself, and its successors and
assigns, does covenant and agree that Grantor shall and will
WARRANT AND FOREVER DEFEND the above-bargained premises in the
quiet and peaceable possession of Grantee, its successors and
assigns, against all and every person or persons claiming the whole
or any part thereof, by, through or under Grantor, SUBJECT TO the
matters described on Exhibit B hereto and by this reference
incorporated herein.

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on the date set forth above.

TEXACO REFINING AND MARKETING INC.,
a Delaware corporation

ATTEST:


W.L. Soula
Name: W.L. SOULA
Its: ASS'T. Secretary

By: Gene B. McGraw
Name: GENE B. MCGRAW
Its: VICE PRESIDENT

FORM APPROVED

VPW
VAN P. WILLIAMS

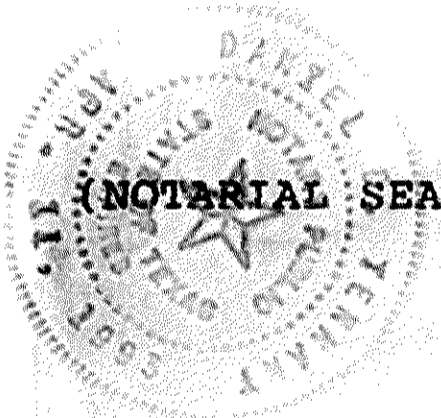
STATE OF Texas)
) ss.
COUNTY OF Harris)

The foregoing instrument was acknowledged before me this 31st day of August, 1992, by GENE B. MCGRAW as VICE PRESIDENT and by W.L. SOULA as ASS'T. Secretary of TEXACO REFINING AND MARKETING, INC., a Delaware corporation.

WITNESS my hand and official seal.

My commission expires: April 11, 1993.

Daniel D. Tennant
Notary Public

(NOTARIAL SEAL)


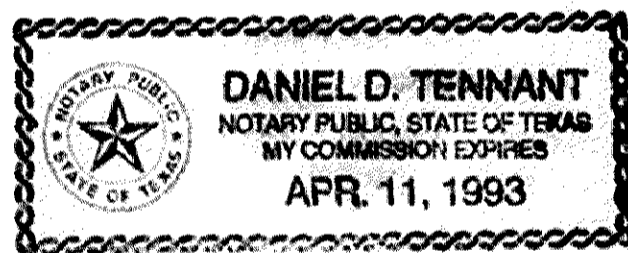


EXHIBIT A

LEGAL DESCRIPTION

A parcel of land located in the Southwest 1/4 of Section 22, Township 3 South, Range 68 West of the 6th Principal Meridian, and being a portion of Blocks 37 and 44, Viaduct Addition to Denver, City and County of Denver, State of Colorado, more particularly described as follows:

Commencing at the Southwest corner of said Southwest 1/4 of Section 22, thence North 00 degrees 00 minutes 00 seconds East along the West line of said Southwest 1/4, 40.00 feet; thence North 89 degrees 46 minutes 47 seconds East along the South line of Block 44 of Viaduct Addition to the City of Denver projected Westerly, 50.00 feet to a point on the East line of the Denver, Utah & Pacific Railroad (now Burlington Northern Railroad) right-of-way as described in Book 607 at Page 230 of the records of the City and County of Denver, and the point of beginning;

Thence North 00 degrees 00 minutes 00 seconds East along said East line of said railroad right-of-way, 625.00 feet; thence North 90 degrees 00 minutes 00 seconds East 219.15 feet to a point on the centerline of vacated Galapago Street; thence South 00 degrees 00 minutes 16 seconds, East along said centerline of vacated Galapago Street, 184.22 feet to a point on the North line of West 39th Avenue; thence North 89 degrees 59 minutes 32 seconds West along said North line of West 39th Avenue, 40.00 feet to the Southeast corner of Block 37 of said Viaduct Addition; thence South 00 degrees 00 minutes 16 seconds East along the West line of said Galapago Street and the East line of Block 44 of said Viaduct Addition, 440.10 feet to the Southeast corner of said Block 44; thence South 89 degrees 46 minutes 47 seconds West along the South line of said Block 44, 179.20 feet to the point of beginning;

LESS AND EXCEPT: Grantor expressly saves, retains, reserves and excepts from this conveyance unto itself and its successors and assigns, all oil, gas and other minerals (including but not limited to helium, lignite, sulphur and other solid, liquid and gaseous substances), regardless of the nature thereof and whether similar or dissimilar, and the right to explore for, develop and produce same, as well as the right to lease said lands for such purposes, and all mineral and royalty rights whatsoever in, on, and under the property; but Grantor, its successors and assigns, shall have no right to use, or right of ingress to or egress from any part of the surface of the above described land for any purpose and Grantor's exercise of its rights under this reservation shall not cause any damage or loss to any improvements now or hereafter located on the property; and any oil and gas drilling operations shall be conducted by means of wells, the surface locations of which are on other lands and which may be drilled into and bottomed in or under the above described land. Grantor is to receive all bonuses, rentals and royalties payable under any such lease or leases.

The above legal description was created by Boulder Land Consultants as shown on Improvement Survey Plat: Parcel "A" Texaco Bulk Plant, Denver, Co., dated August 4, 1992, Drawing No. 156-90AR.

EXHIBIT B

TITLE EXCEPTIONS

1. Taxes and assessments for the year 1992, a lien not yet due and payable.
2. Ordinance No. 116, Series of 1947 vacating a portion of Galapago Street and reserving to the City and County of Denver at all times the right to construct, maintain and remove sewers, water pipes and appurtenances and to authorize the construction, maintenance and removal of the same therein and therefrom, and subject to the continued right of the owners to maintain and operate existing electric light and power lines, telephone lines, gas mains and pipes recorded August 19, 1992 under Reception No. 95493.
3. An easement as granted to the City and County of Denver in instrument recorded June 22, 1982 in Book 2606 at Page 584.
4. Ordinance No. 82, Series of 1926 vacating West 39th Avenue (formerly Beecher Avenue) and reserving to the City and County of Denver at all times the right to construct, maintain and remove sewers, water pipes and appurtenances, and to authorize the construction, maintenance and removal of the same therein and thereon recorded August 19, 1992 under Reception No. 95494.
5. Ordinance No. 850, Series of 1991 vacating a portion of Galapago Street and providing that easements be and are hereby retained to protect the utilities in the vacated areas which utilities include power lines, gas lines, telephone lines and drainage facilities for water and sewage of the City and County of Denver recorded August 19, 1992 under Reception No. 95495.



Representing
Title Insurance Company
of Minnesota
6 07

Brownstein, Hyatt Farber
and Madden
410 17th Street #2200
Denver, CO. 80202

FOX STATION I, LLC

1025

Denver Manager of Finance

Date Type Reference
12/16/2016 Bill 121916

Original Amt.
2,000.00

Balance Due
2,000.00

12/16/2016
Discount
Check Amount

Payment
2,000.00
2,000.00

First Bank

2,000.00

BUSINESSCHECKSNOWMNC.COM - 303.426.1943 - 9409NL - bcnrl@centurylink.net

City and County of Denver
Community Planning and Development
201 W. Colfax Ave Dept 205
Denver, CO 80202
(720) 865-2780

Re-Zoning CPDPS Plan Impl
1x 2,000.00

2,000.00

SubTotal:
Total:

2,000.00
2,000.00

Check
Number : 001025

2,000.00

12/23/2016 10:57
#2781283 /303/2

DMB

Thank you!
We value your feedback.
Help us improve our services and systems
by taking our customer survey at
www.denvergov.org/CPD

From: armandopayan80@yahoo.com
To: [White, Sara E. - CPD Planning Services](#); [Jonathan Bush](#); [John Prosser](#)
Subject: Applicant # 20161-00097 Property address 689 and 725 west 39th ave also 700 west 40th ave
Date: Saturday, January 14, 2017 6:39:48 PM

This email will serve as a letter of support from UCAN and Globeville Civic Association #2.

We have met with the above applicants and I can tell you that there project has taken into consideration the key elements to any community and that is the schools (Garden Place Elementary), Banking, medical services, Nutrition/Grocery Store, and Working with the community to bring these institutions to enhance the neighborhood. As you know our neighborhoods have been neglected and the developer has taken the time to research and have an impact on our community. There commitment goes beyond words and have demonstrated to be an active participant with Garden Place Elementary School. As you know two other elementary schools have close down in our neighborhood and Garden Place Elementary School academic performance has been increasing and will be taken on additional enrollment because of the other schools being close.

However, the above applicant see's the need to enhance our community create a Smart Community one that is self sustaining, modernization, and preservation. We will be working with Panasonic and the above applicant has already had an impact and provided support to our community. These are the types of relationships that help enhance the quality of life for the residents and create Smart Growth not only for the City of Denver but for the state of Colorado. We support the rezoning request.

Let me know if you have any questions and or comments

Armando Payan
President
UCAN
Globeville Civic Association #2

Sent from Yahoo Mail. [Get the app](#)

Globeville Civic Partners

February 22, 2017

Ms. Sara White, AICP
Associate City Planner
Community Planning and Development
City and County of Denver
201 W. Colfax Ave. Dept. 205
Denver, CO 80202

RE: Proposed Rezoning of 689 W. 39th Avenue, 700 W. 40th Avenue, and a portion of 725 W. 39th Avenue

Dear Ms. White

Globeville Civic Partners (“GCP”), a duly Registered Neighborhood Organization with the City of Denver is pleased to write this letter of support for the rezoning application for the aforementioned property (the “39th & Fox Property”). This rezoning is for a total of 2.56 acres located north of 39th Avenue at Galapago Street and south of RTD’s 41st & Fox Light Rail Station.

GCP exists for the purpose of representing Globeville to ensure good land use decisions in and around Globeville and the National Western Stock Show Complex. As such, GCP and its members were instrumental in the creation and approval of the recently adopted Globeville Neighborhood Plan (the “Plan”), and we endorse the land use principles in the Plan.

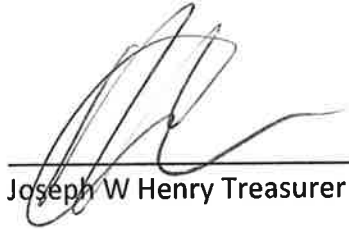
The rezoning application proposes to rezone the 39th & Fox Property from I-A and I-B to CMX-20. GCP is in support of this rezoning for the following reasons:

1. C-MX-20 zoning is consistent with the future vision for Globeville as articulated in the Plan.
2. The proposed new C-MX-20 zone district in the application exactly meets the intent and objectives of the Plan which, at this specific location calls for transit oriented development land use and up to 20 story buildings.
3. Globeville lacks many basic amenities and services that can be enabled by future development allowed under C-MX-20 and prohibited or limited in I-A and I-B.

4. This rezoning is an early implementation step informed by the Plan and will be a catalyst for positive change in Globeville particularly around the 41st and Fox Light Rail Station.

Sincerely,

Globeville Civic Partners



Joseph W Henry Treasurer

Cc: