

**Zone Map Amendment (Rezoning) - Application**

1/26/12

11-2-12

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input checked="" type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name	SIVAN & LLC, SIVAN EIGHT & TERRIL BEENE LLC	Representative Name	Robert J. Gollick, Inc.
Address	1400 Glenarm Place and 128 Steele Street	Address	609 South Gaylord Street
City, State, Zip	Denver, Colorado 80202 and 80206	City, State, Zip	Denver, Colorado 80209
Telephone	303 722-8771	Telephone	303 722-8771
Email	bgollick@comcast.net	Email	bgollick@comcast.net
*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.		**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.	
Please attach Proof of Ownership acceptable to the Manager for 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):	100, 102, 114 and 128 Steele Street		
Assessor's Parcel Numbers:	0512125023000, 0512125005000, 0512125004000 & 0512125003000		
Legal Description: (Can be submitted as an attachment. If metes & bounds, a map is required.)	See Exhibit "C": Legal Description and ALTA/ACSM Title Survey		
Area in Acres or Square Feet:	0.590± acres or 25,704± square feet		
Current Zone District(s):	C-CCN (Cherry Creek North)		
PROPOSAL			
Proposed Zone District:	C-MX-12 (Center Mixed-Use)		

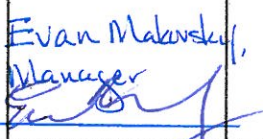
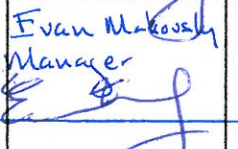
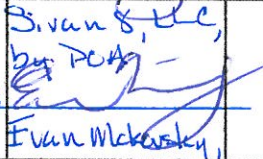
www.denvergov.org/rezoning

201 W. Colfax Ave., Dept. 205

Denver, CO 80202

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

REVIEW CRITERIA	
<p>General Review Criteria: The proposal must comply with all of the general review criteria</p> <p>DZC Sec. 12.4.10.13</p>	<p><input checked="" type="checkbox"/> Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan</p> <p>Please provide an attachment describing relevant adopted plans and how proposed map amendment is consistent with those plan recommendations; or, describe how the map amendment is necessary to provide for an unanticipated community need.</p> <p><input checked="" type="checkbox"/> Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</p> <p><input checked="" type="checkbox"/> Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</p>
<p>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria</p> <p>DZC Sec. 12.4.10.14</p>	<p>Justifying Circumstances - One of the following circumstances exists:</p> <p><input type="checkbox"/> The existing zoning of the land was the result of an error.</p> <p><input type="checkbox"/> The existing zoning of the land was based on a mistake of fact.</p> <p><input type="checkbox"/> The existing zoning of the land failed to take into account the constraints on development created by the natural characteristics of the land, including, but not limited to, steep slopes, floodplain, unstable soils, and inadequate drainage.</p> <p><input checked="" type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that rezoning that it is in the public interest to encourage a redevelopment of the area to recognize the changed character of the area</p> <p><input type="checkbox"/> It is in the public interest to encourage a departure from the existing zoning through application of supplemental zoning regulations that are consistent with the intent and purpose of, and meet the specific criteria stated in, Article 9, Division 9.4 (Overlay Zone Districts), of this Code.</p> <p>Please provide an attachment describing the justifying circumstance.</p> <p><input 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>
ATTACHMENTS	
<p>Please check any attachments provided with this application:</p> <p><input checked="" type="checkbox"/> Authorization for Representative</p> <p><input checked="" type="checkbox"/> Proof of Ownership Document(s)</p> <p><input checked="" type="checkbox"/> Legal Description</p> <p><input checked="" type="checkbox"/> Review Criteria</p>	
<p>Please list any additional attachments:</p>	
<p>Please Refer to the Addendum Pages for all Exhibits</p> <p>Exhibit "A": Description of Consistency with Adopted City Plans (DRMC 12.4.10.13(A, B & C))</p> <p>Exhibit "B": Description of Justifying Circumstances and Neighborhood Context (DRMC 12.4.10.14(A & B))</p> <p>Exhibit "C": Legal Description and ALTA Survey</p> <p>Exhibit "D": Proof of Ownership (Assessors records, two parcels)</p> <p>Exhibit "E": Letter of Authorization for Robert J. Gollick, Inc. to act as Representative</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%	John Alan Smith Josie Q. Smith	01/01/12	(A)	NO
SIVAN 8 LLC, SIVAN EIGHT & TERRI L BEEBE LLC	1400 Glenarm Place and 123 Steele Street Denver, Colorado 80202 and 80206 303 722-8771 bgollick@comcast.net					
Subject Property SIVAN 8 LLC	100 and 114 Steele Street Denver, Colorado	100%	Evan Makovsky, Manager 		A	Yes
Subject Property SIVAN EIGHT	102 Steele Street Denver, Colorado	100%	Evan Makovsky Manager 		A	Yes
Subject Property TERRI L BEEBE LLC	128 Steele Street Denver, Colorado	100%	Sivan 8, LLC, by PCAA By:  Evan Makovsky, Manager		A	Yes
	128 Steele Street Denver, Colorado					

www.denvergov.org/rezoning

November 2, 2012

Addendum Pages to the proposed Official Zone Map Amendment Application for:

100 Steele Street: Assessor's Number: 0512125023000

102 Steele Street: Assessor's Number: 0512125005000

114 Steele Street: Assessor's Number: 0512125004000

128 Steele Street: Assessor's Number: 0512125003000

Property Owners:

Property: 100 and 114 Steele Street

SIVAN 8 LLC

Property: 102 Steele Street

SIVAN EIGHT

1400 Glenarm Place 201

Denver, Colorado 80202-5033

Property: 128 Steele Street

TERRI L BEEBE, LLC

128 Steele Street 300

Denver, Colorado 80206-5218

Proposed Zoning: C-MX-12

Authorized Representative:

Robert J. Gollick, Inc. (Bob Gollick)

609 South Gaylord Street

Denver, Colorado 80209

303 722-8771

bgollick@comcast.net

EXHIBIT "A": DESCRIPTION OF CONSISTENCY WITH ADOPTED PLANS

(DRMC 12.4.10.13(A, B & C))

REVIEW CRITERIA

The proposed map amendment is consistent with the following three adopted plans.

- 1. Denver Comprehensive Plan 2000,**
- 2. Blueprint Denver, and**
- 3. Cherry Creek Area Plan (the Plan).**

REVIEW CRITERIA 1. Denver Comprehensive Plan 2000

LAND USE CHAPTER

Objective 1: Citywide Land Use and Transportation Plan

Strategy 1-B:

Ensure that the *Citywide Land Use and Transportation Plan* reinforces the cities character by building on a legacy of **high-quality urban design and stable, attractive neighborhoods**; encouraging preservation of historic buildings, districts and landscapes; and maintaining the integrity of the street grid, parks, parkways, and open space system.

Objective 3: Residential Neighborhoods and Business Centers

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.

Accommodating New Development

Objective 4 Land Use and Transportation

Strategy 1-C: Incorporate relevant recommendations from neighborhood, corridor and area plans that are supplements to Plan 2000. Examples are the plans for Stapleton, Lowry, Gateway, Federal Boulevard, Central Platte Valley and the Golden Triangle. ***(Cherry Creek Area Plan adopted by City Council in July of 2012)***

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.

Strategy 4-A: Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure, supports transit stations, increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods.

Strategy 4-B: Ensure that land use policies and decisions support a variety of mobility choices, including light rail, buses, paratransit, walking and bicycling, as well as convenient access for people with disabilities.

MOBILITY CHAPTER

Objective 4: Changing Travel Behavior

Strategy 4-E

Continue to promote mixed-use development, which enables people to **live** near work, retail and services.

LEGACIES CHAPTER

Objective 2 New Development, Traditional Character

Strategy 2-E

Ensure that the Zoning Code reinforces quality urban design.

Objective 3 Compact Urban Development

Strategy 3-A

3-A Identify areas in which increased density and new uses are desirable and can be accommodated.

ECONOMIC ACTIVITY CHAPTER

Objective 6 Preferred Housing Development

Encourage mixed-use, mixed-income housing development in Denver's core area and along transit lines.

Strategies

6-A Support mixed-use development consistent with the goals of the Comprehensive Plan's land-use and mobility strategies.

6-E Identify and capitalize on opportunities to develop housing along transit lines.

ENVIRONMENTAL SUSTAINABILITY CHAPTER

Strategy 2-F Conserve land by:

- Promoting infill development within 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.

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

SUMMARY: *As listed above there are numerous Objectives and Strategies that are contained in Denver Comprehensive Plan 2000 that are supportive of the proposed map amendment. In particular, the Land Use Chapter in it's detailed description of infill development.*

REVIEW CRITERIA 2: Blueprint Denver

Blueprint Denver has designated the subject property as an *Area of Change* with a land use designation of **Regional Center**, which is defined (in Blueprint Denver) as follows:

Regional Centers

Ideally, a regional center has a balance of retail, employment and **residential** uses; however, many began as one major use, such as a regional shopping center or a large office park. These centers cover a fairly large area and are dense enough to encompass both the dominant use and a wide variety of other uses. These centers have an atmosphere that is attractive to patrons from throughout the region. **Cherry Creek is an example of a regional center** where a major shopping center is at the core of many other uses concentrated in a small area.

Urban Centers: Blueprint Denver calls for improving and adding new centers to create vibrant urban areas that serve not only Denver neighborhoods, but also the region. Downtown and **Cherry Creek are Denver's centers with the greatest regional draw.**

As stated in Blueprint Denver, much of Denver's growth will be accommodated by infill **development on vacant land** or through **redevelopment** of existing sites. *The proposed map amendment will meet that statement by providing the entitlement ability to develop a residential project on a partially vacant parcel located at a key intersection.*

Compact development: "...improve neighborhood cohesion, reduce urban sprawl and residents more directly connect to services and amenities within their immediate living environment." **Note:** *Development of the subject property will "connect" residents with the services and amenities Cherry Creek provides without the necessity of driving.*

Plan Strategy: Direct Growth to Areas of Change

There are 26 Areas of Change that serve as the basis of the Blueprint Denver concept. Certain features may characterize an Area of Change, such as:

- Areas undergoing positive change that is expected to continue
- Areas along corridors with frequent bus service that can accommodate development, especially where there is potential for a pedestrian-friendly shopping environment
- Areas with special opportunities such as where major public or private investments are planned

Blueprint Denver expects an additional 30,000 jobs and 15,000 new housing units in the remaining Areas of Change by 2020. If growth is redirected from the Areas of Stability to the Areas of Change, the model results are positive — **less development intrusion and traffic in the neighborhoods and more redevelopment along corridors** and near transit stations with little or no increase in traffic. Slight reductions in traffic may even result where land uses are mixed and highly coordinated with transit access.

Most of the Areas of Change already are developed to varying degrees. In most cases, there is enough capacity of public facilities — such as streets, sewers and schools — so that additional development will be able to take advantage of existing infrastructure in the area. However, these areas have not realized their full development potential. **Some are zoned incorrectly for accommodating future development.**

“An ideal place to direct development is vacant land near downtown”. This statement is taken from Blueprint Denver, page 23, and is even truer today than it was when Blueprint was adopted. There is a need for housing near the Central Business District; this need will continue to grow. People need a place to live near where they work, play and can take advantage of transit. The subject site, First Avenue and within walking distance of RTD stops, is ideal for residential development.

SUMMARY: *The subject property is designated as an “area of change” as a Regional Center. This is precisely the intent of the proposed C-MX-12 zoning and the effect approval will have on the neighborhood. Providing more residential units and thus more residents where they will work and play.*

Review Criteria 3. Cherry Creek Area Plan (Plan)

Note: *The following portion of this application contains excerpts and paraphrasing from the Plan. Page numbers are included to reference of the entire section of the Plan cited.*

The Plan summarizes the key issues identified in the planning process that need to be addressed in the area. These key issues are presented as Accomplishments, Challenges and Opportunities. The Vision and Vision Elements for the Cherry Creek Area included in this Plan provide a framework for implementation. (Page 7)

Challenges

Cherry Creek retail must be supported and encouraged to find ways to stay successful and competitive, given the changing nature of the retail environment and the growing number of shopping districts throughout the region offering the pedestrian-oriented, mixed-use shopping and lifestyle experience. (Page 8)

Opportunities

A wide array of development opportunities exist ranging from small residential infill to large underdeveloped parcels with outdated buildings or with interim uses as surface parking lots. (Page 9)

A.4.C 1ST and Steele Intersection

The 1st Avenue and Steele Street intersection is one of the **primary nodes of opportunity and development activity in Cherry Creek**. Several properties adjacent to the 1st and Steele intersection are expected to undergo redevelopment over the next 10 years. Traffic and property access patterns may change as a result of these redevelopments...

(Page 24)

Recommendation B.1 Target Growth Appropriately

Blueprint Denver designates Areas of Change and Areas of Stability to guide decisions on where growth should be targeted within the City of Denver. For Cherry Creek to remain prosperous, growth and change should occur in Areas of Change while enhancing the established residential neighborhoods within Areas of Stability. By encouraging the strategic growth of the area, the quality of life in the residential Areas of Stability will be enhanced while promoting continued success in the Areas of Change within Cherry Creek. (Page 28) The subject property is designated an area of change within Blueprint Denver.

Recommendation B.1.B Areas of Change

- Acknowledge that to remain prosperous, Cherry Creek must continue to grow and change. In order for this growth to occur in a way that reinforces the quality of life for Cherry Creek residents, the bulk of this growth should occur in these areas rather than stable neighborhoods. (Page 29)
- Modify land use policy, zoning regulations and design guidelines to encourage appropriate reinvestment to assure that Areas of Change continue to mature in positive ways. (Page 29)

Recommendation B.2 Enhance the Pedestrian Nature and Character

Character throughout Cherry Creek varies dependent on the subarea. Each subarea has developed a distinct character through reinvestment and redevelopment over time. These individual identities have been crafted utilizing high quality character defining features consistently across the subareas. (Page 30)

B.2.A Streetscape

- Design and install streetscape elements that promote high levels of pedestrian activity including pedestrian lighting, seating, landscaping, trash receptacles, and bike racks as appropriate to the area's character.
- Promote compact development patterns within a highly connected street grid and buildings that make efficient use of available land and help create a very walkable place.

- Encourage consistent shallow, block-sensitive building setbacks with some offset for patio seating or public plazas help create active, vibrant streets.
- Retain the regular street, sidewalk and block pattern which offers a high degree of connectivity for pedestrians, bicycles and vehicles. (Page 30)

B.2.B Architecture

The architecture of the buildings has a direct correlation to the understanding of a place. Buildings provide comfort, shelter, activity, destinations, identity, or other iconic symbol. People interact with these structures and are provided a sense of place through the detailing, scaling elements and purpose behind the design of each building. The combination of buildings provides the artistic palette informing continued design choices throughout the subareas.

The following strategies promote appropriate architectural elements:

- Orient buildings and entries toward the street using context sensitive setbacks.
- Include design elements and details such as pedestrian scaled signage, transparent windows, storefronts, building entries, building articulation, patio seating, pedestrian plazas and courtyards.
- Study the use of upper story setbacks and height datum lines to maintain a comfortable pedestrian scale at the street and to allow sunlight to reach the street.
- Provide visual interest at ground level and active ground floor uses along the building frontage; articulate facade treatments by creating a regular pattern of storefronts, providing a range of entry features and signage.
- Encourage a regular rhythm of buildings and building entries along the street.
- Place buildings to define the street edge. (Page 31)

B.2.C Land Use

The following land use strategy reinforces the distinct character of the Cherry Creek Shopping District subarea.

- In mixed-use areas, promote the use of design elements that link the building directly to the street. Uses are horizontally and vertically mixed and include regional and neighborhood-serving retail, large and small-scale office uses, specialized high-end boutiques, low and mid-rise multi-family, stacked flats, row house, duplex, single family and accessory dwelling units. (Page 31)

Recommendation B.4 Great Neighborhoods

New development in each of these areas (neighborhoods) should enhance the individual character of the neighborhood responding specifically to their qualities and locations. (Page 34)

Note: The proposed C-MX-12 zone district responds well to the character and the existing area zoning. The property to the south is zoned and planned for a 12-story

structure. The site adjacent to the west is entitled for a structure of 140 feet in height. This area will become a new “center” in Cherry Creek.

Recommendation B.4.B Encourage the Continued Evolution of Mixed-Use Neighborhoods

The Cherry Creek Shopping District subarea has evolved into an 18-hour, mixed-use neighborhood consisting of retail, commercial and residential uses. Continued development in the district has resulted in the introduction of residential units in the district, encouraging expanded options and diversity for residents. This district has seen an introduction of high quality urban design introduced into a former pattern of renovated and obsolete commercial space. This emergence of quality, design integrity and mix of uses has set the standard for future development. This development results in active streetscapes with layers of pedestrian amenities such as seating, planters, art, cafés and adjoining active retail space. Continued development in this district should reinforce the new standard of quality and pedestrian activity. (Page 34)

The Cherry Creek Plan is clear in its goal of encouraging a “Prosperous Cherry Creek”. As the plan states, Denver’s Comprehensive Plan (Plan 2000) recommends enhancing existing business centers to retain and expand a variety of high quality uses, support Denver’s business climate, create jobs, complement neighboring residential areas and to generate public revenue. Plan 2000 specifically recommends maintaining Cherry Creek as a premier retail destination in the Denver Metro Area and Rocky Mountain Region. Together, the Cherry Creek Shopping Center and Cherry Creek North generate nearly 5% of Denver’s sales tax revenue on 0.14% of Denver’s land area. The proposed map amendment will add additional residents to the Shopping Center District providing the necessary population to support the retail businesses thus assuring a “Prosperous Cherry Creek”.

Recommendation B.3 Concentrate Economic Activity

Enhance successful **redevelopment** in currently **designated areas of change** by identifying appropriate uses, scale and intensities. (Page 36)

Four of the “Key Issues” detailed in the Plan are: (Page 44)

- Encourage High Quality Investment
- Continued Reinvestment
- Mixed-Use District (retain and enhance)
- Importance of **Residential Development**: Cherry Creek’s continued success depends on attracting more people to the area and having more people live within walking distance of the business and retail destinations. These factors contribute greatly to sustaining the area’s economic and community vitality.

Development of the subject property under the proposed rezoning will meet the stated goals and the expectations of these Key Issues.

Recommendation D.1: Economic Vitality

The Cherry Creek Area and its neighborhoods are recognized for their high quality of life.... Areas such as this do not retain this quality and advantage without **positive change.** (Page 46)

D.1.A Synergistic Mix of Uses

The Cherry Creek Area has thrived with its diverse mix of uses. From its origins as a residential neighborhood, shopping district and mall, expanded uses have included offices, hotels and **higher density residential**. The area has proven to be very attractive to all of these development types, so plan recommendations focus on enhancing amenities and removing public policy impediments. (Page 46)

D.1.B More Housing

Residential uses contribute significantly to the vitality of the area. While Cherry Creek North and East continue to experience infill development, the greatest potential for new residential is as a part of mixed-use development in the Shopping District... Where appropriate, this housing will include retail, office or hotel uses to further the mixed-use character of the area. The area has proven to be very attractive to residential development, so plan recommendations focus on enhancing amenities and removing public policy impediments. (Page 46)

The intent of this map amendment is to have the entitled ability to develop a mixed-use project that is primarily residential.

Recommendation D.2: Reinvesting in the Future

D.2.B Development Opportunities

A wide array of development opportunities exist including small residential infill, **outdated buildings and underdeveloped parcels**. Highly visible opportunities include:

- First Avenue and Steele Street (**Subject Property**)

Note: *The Plan designates the subject as a **"Key Development Opportunity"** site and states:*

Plan concepts and recommendations point to the benefit of attracting **more people - residents**, employees, and visitors - and reinvestment to areas of change, namely the **Shopping District** and Cherry Creek Triangle. Study of land and development economics point to the need for updated land use and regulatory strategies in these areas. A wide array of development opportunities exist including small residential infill, **outdated buildings and underdeveloped parcels**. There are a number of surface parking lots with redevelopment potential. (Page 48 and 49)

Land use regulatory tools including **zoning**, general development plans, and design standards and guidelines are available tools to establish the regulatory framework to **achieve high quality private development**. (Page 48)

Cherry Creek Shopping District

The Plan acknowledges four distinct subareas within Cherry Creek. The subject property lies within the “Cherry Creek Shopping District” subarea. The Plan describes the Shopping Center District as the region’s most vibrant upscale retail and mixed-use district. It is Denver’s premier retail destination, and as such, it creates amenity and value to entire Cherry Creek Area, as well as to the City, region and state. The Shopping District encompasses Cherry Creek Shopping Center and Cherry Creek North Business Improvement District, (creating) a synergistic combination found in few other cities. Mixed-use districts east of Steele Street are also included within the Shopping District subarea in order to improve the connectivity of these mixed-use areas across 1st Avenue and Steele Street. While best known for its variety of local and national retailers, both large and small, as well as its exclusive retail, the Shopping District is **becoming increasingly mixed-use with the introduction of more housing**, hotel and office uses above retail, along with the office and **residential towers** to the east. The Shopping District must continually reinvest in and reinvent itself to retain its competitive position and exclusive reputation for high quality and successful retail. All four corners of the 1st and Steele intersection are considered **catalytic redevelopment sites**. (Page 56)

KEY ISSUES: CHERRY CREEK NORTH RETAIL DISTRICT (BID AREA)

The Plan lists “Key Issues” that impact the subject subarea. The relevant issues follow:

Development economics. A study of land and development economics conducted for this plan (KHO Consulting, 2011) indicates that the **current zoning** makes redevelopment challenging in the BID area. In addition to the height limit, the C-CCN zone district’s relatively high parking ratios and low floor area ratio are the critical factors in limiting the potential for BID properties to redevelop. Retaining C-CCN zoning as-is will limit the ability of the BID to attract additional mixed-use development including retail, high quality office space, hotels, and more residential units. The proposed map amendment will remove the C-CCN zoning barrier and allow the appropriate CMX zone districts necessary for redevelopment to occur. (Page 57)

Subarea Recommendations: Entire Shopping District (Subarea)

Enhance retail quality and district character through appropriate change. Positive change is needed throughout the Shopping District to enhance this vibrant mixed-use regional center. (Page 58)

- **Regional Center.** Continue to support a mix of uses in the Regional Center (the subject is in the Regional Center category displayed on the Future Land Use Map on page 63 of the Plan) including office, retail, commercial, multifamily **residential** and hotels.

- **Scale.** Maximum building heights in the Shopping District should range from 4 to 12 stories, per the Maximum Building Heights Map (Page 63).

The proposed C-MX-12 zoning is in compliance with the recommendation of 12 stories at this intersection/

Continue to attract shoppers. The Cherry Creek Shopping District must continue to attract shoppers from the nearby neighborhoods as well as the city and region. Having daily needs met **within walking distance** of all parts of the area and nearby neighborhoods is important to quality of life and greater sustainability. (Page 58)

- **More residential,** hotel and office development in Shopping District and other nearby Areas of Change, such as Cherry Creek Triangle.

For Cherry Creek to thrive there is a need for additional residential units in the BID area. Residential use supports retail. The proposed zone district permits a mix of residential as well as commercial uses that will benefit the entire Shopping District subarea.

The Cherry Creek Plan further defines most of the Shopping District subarea as a Regional Center on the “Future Land Use Map”. The Plan also recommends height limitations for the subarea that range from 12-stories to 3-stories. The subject property is clearly displayed on the Plan shown as a 12-story area from First Avenue north for the length of the subject property. The proposed C-MX-12 zone district permits a maximum height of 12-stories, which is per the above recommendation in the adopted Plan.

Implementation Activities

One of the strategies recommended for implementation of the plan vision is the use of map amendments or rezonings. The proposed C-MX-12 zone district is one of the implementation tools that will enhance the character of the Shopping Center Districts subarea within the guidelines of the adopted Cherry Creek Plan. (Page 80)

SUMMARY: *The proposed C-MX-12 zoning is in complete conformance with the adopted Cherry Creek Area Plan. The Plan recommends more housing, more investment, more development in the Shopping District and of most significance 12 stories of height at this location. This is the exact result development of this site will have under the C-MX-12 zone district.*

Exhibit "B":**Section "A" Description of Justifying Circumstances****(DRMC 12.4.10.14(A & B))**

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.

The proposed C-MX-12 zone district map amendment is in response to the changed and changing conditions in the Cherry Creek area. The redevelopment of the Cherry Creek Mall several years ago was the catalyst for development to occur throughout the Cherry Creek neighborhood. Numerous residential developments along with several commercial and retail projects have changed Cherry Creek into one of Denver's finest neighborhoods in which to live, work and shop. The public interest for the citizens of Denver is best served by adoption of this map amendment, which will provide the services, amenities, employment opportunities and residential development necessary for positive planned growth to occur.

The subject 0.59± acre parcel was zoned C-CCN through a legislative map amendment several years ago. Since its inception only one project has developed using that zone district. The limited allowable height, restrictions on density and high parking requirement has forced a series of PUD zonings like no other area in the City. The existing C-CCN zone district cannot meet the development needs for this site or provide the City and area residents the quality and assurances that are necessary for such an important site. Thus one of the changed conditions that justify this map amendment is the adoption of the new zoning code by the City and County of Denver in June of 2010. The new code provides the C-MX-12 zone district which being "form based" provides the assurance that the structure(s) will meet the expectations of the area residents and the City. Design elements such as how the building relates to the street, the maximum height, maximum build to lines as well as parking controls provide assurances for a structure that will be an asset to the neighborhood.

Cherry Creek Area Plan

However, possibly **the most significant of the "changed conditions"** is the adoption of the Cherry Creek Area Plan (the Plan) by City Council on July 16th of 2012 that is supportive of this zoning request and described in the section above. The proposed map amendment is supported by numerous recommendations, strategies and goals stated in the Plan.

Additional examples of the changed conditions, which support and justify this request, are as follows:

- The adoption by City Council of “Blueprint Denver”,
 1. Approval of the site as an “**Area of Change**” for a **Regional Center** within “Blueprint Denver”,
 2. Successful development of Clayton Lane including the J.W. Marriot Hotel and the Janus Building,
 3. Recent development by “Western Development Group, LLC” of NorthCreek, a highly regarded, first class, mixed-use project a few blocks west of this site,
 4. The approval of the Fillmore Street Plaza PUD 617, and
 5. The need for additional residential dwelling units is consistent with the development patterns that the neighborhood has experienced.
 6. The adoption of the 2010 Zoning Code, which provides “form-based”, zoning tools to address the development goals of the City and the neighbors for infill sites,
 7. The “opening” of Fillmore Plaza as a City street, and
 8. The desire for individuals to live near where they work and play.

The area conditions have changed significantly, providing the legal basis for this zone change request and make the proposed amendment reasonable and necessary to the promotion of the public health, safety and general welfare. The public interest for the citizens of Denver is best served by adoption of this map amendment, which will provide support for the services, amenities, employment opportunities and provide residential development necessary for positive planned growth to occur.

Section “B” Neighborhood Context

The proposed amendment is to provide the framework for the development of a property located on one of Cherry Creek’s most important intersections. This proposed map amendment request approval of the C-MX-12 zone district. All of the MX designated zone districts are mixed-use. The C-MX-12 zone district was adopted by City Council to respond to development parcels such as this and are categorized as Urban Center Neighborhood Context. The Zoning Code describes the neighborhood context of the C-MX districts as consisting of **multi-unit residential** and mixed-use commercial strips and commercial centers allowing **multiple unit residential buildings** along with commercial buildings that may be live-work. The general intent is to encourage mixed-use developments with the building(s) being located close to the street. The Urban Center Neighborhood Context, C-MX-12, (from the Zoning Code) is characterized by **high building heights** to promote a dense urban character. Lower scale structures are typically found in areas transitioning to a less dense urban neighborhood. This is precisely the nature of the proposed zoning with the surrounding zoning already in place for 12 story structure(s) thus the proposed C-MX-12 zone district will compliment the existing allowable height and uses already permitted.

The effect of the proposed amendment will be immediate and positive. Retail services in Cherry Creek are struggling to survive with many already closed. The vacancy rate is at a record high. To survive and thrive, the area needs increased density, **more residential units** with more shoppers, more activity to draw and attract tourists and keep them coming back. Zoning proposals such as this one can be the catalyst for smart growth with density where it should be and people living and shopping where they work. Development of the subject property under the guidelines of the mixed-use zoning will provide quality residential units, employment opportunities and limited retail at a highly visible intersection that is in need of redevelopment. The inclusion of ground floor commercial space will bring activity to the immediate area. The addition of residential units in the Shopping District will bring shoppers and diners to the area who for the most part will walk to their destinations. Redevelopment of the subject property will help define the eastern edge of the commercial district.

As paraphrased from the Zoning Code, the **General Purpose** of the C-MX or Mixed Use Zone Districts is intended to promote safe, active, and pedestrian-scaled, diverse areas through the use of building forms that clearly define and activate the public street edge. The districts are intended to enhance the convenience, ease and enjoyment of transit, walking, shopping and public gathering within and around the city's neighborhoods. They are also intended to ensure new development contributes positively to established residential neighborhoods and character, and improve the transition between commercial development and adjacent residential neighborhoods. The Mixed Use districts are focused on creating mixed, diverse neighborhoods at the neighborhood scale by requiring a shallow front setback with high build-to requirements.

The proposed height of 12 stories is consistent with existing buildings located to the west and south; the project's height is critical to its viability. Land values in the District are very high, while significant portions of the existing building stock are poor. In order for the Cherry Creek North Commercial District, an "area of change" as described in Blueprint Denver, to stay viable into the future, new projects in the district must have adequate density to provide the quality of design desired in the adopted Plan. Twelve stories is a very appropriate height in relation to the project's specific location in the District and the Plan's recommendation for height thus providing the project with adequate density to be viable and accomplish the goals of the Plan.

Specific Intent: Mixed Use-12

C-MX-12 applies to areas or intersections served primarily by major arterial streets where a building scale of 3 to 12 stories is desired.

The adopted area Plan recommends buildings up to 12 stories for the subject property. This coupled with the site enjoying frontage along First Avenue (a major arterial street) as well as Steele Street match the stated intent of the C-MX-12 district above.

Exhibit "C": Legal Description and ALTA Survey

Note: ALTA Survey Submitted as a separate document.

LEGAL DESCRIPTION:

LOTS 1-6, BLOCK 2, BURLINGTON CAPITOL HILL ADDITION, AND
PLOT A $\frac{1}{2}$, BLOCK 73, HARMANS SUBDIVISION,
CITY AND COUNTY OF DENVER,
STATE OF COLORADO,

TO FIDELITY NATIONAL TITLE COMPANY; ZOCOLO DEVELOPMENT; NOBLE PROPERTY GROUP;
TERRI L. BEEBE, LLC; AND SIVAN 8, LLC;

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY IN WHICH IT IS BASED
WERE MADE IN ACCORDANCE WITH THE MINIMUM STANDARD DETAIL REQUIREMENTS FOR
ALTA\ACSM LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND
NSPS IN 2011, AND INCLUDES ITEMS 1, 2, 3, 4, 6A, 8, 9, AND 11A OF
TABLE A THEREOF. THE FIELD WORK WAS COMPLETED ON 8-17-12.



ROGER KELLEY, REGISTERED LAND SURVEYOR COLORADO NO. 24667
FOR AND ON BEHALF OF BASELINE LAND SURVEYING, INC.

NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY
LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE
(3) YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT MAY
ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED
COMMENCED MORE THAN TEN (10) YEARS FROM THE DATE OF THE
CERTIFICATION SHOWN HEREON. C.R.S. 13-80-105(3)(a)

Exhibit "D": Proof of Ownership (Assessors records)
100 Steele Street

PROPERTY INFORMATION

Property Type: VACANT LAND

Parcel: 0512125023000

Name and Address Information

Legal Description

SIVAN 8 LLC

1400 GLENARM PL 201

DENVER, CO 80202-5033

BURLINGTON CAPITOL HILL ADD

B2 L5 & 6

Property Address: 100 STEELE ST

Tax District

166A

Assessment Information

	Actual	Assessed	Exempt	Taxable
Current Year				
Land	853100	247400		
Improvements	0	0		
Total	853100	247400	0	247400
Prior Year				
Land	853100	247400		
Improvements	0	0		
Total	853100	247400	0	247400

Style: Other

Reception No.: 2012043666

Year Built:

Recording Date: 04/03/12

Building Sqr. Foot: 0

Document Type: Warranty

Bedrooms:

Sale Price: 843750

Baths Full/Half: 0/0

Mill Levy: 88.949

Basement/Finished: 0/0

Lot Size: 6,250

[Click here for current zoning](#)

Zoning Used for Valuation: CCN

Note: Valuation zoning maybe different from City's new zoning code.

Exhibit "D": Proof of Ownership (Assessors records)

102 Steele Street

PROPERTY INFORMATION

Property Type: VACANT LAND

Parcel: 0512125005000

Name and Address Information

Legal Description

SIVAN EIGHT

1400 GLENARM PL 20

DENVER, CO 80202-5033

BURLINGTON CAPITOL HILL ADD

05121 B2 L3 & 4

Property Address: 102 STEELE ST

Tax District

166A

Assessment Information

	Actual	Assessed	Exempt	Taxable
Current Year				
Land	690600	200270		
Improvements	0	0		
Total	690600	200270	0	200270
Prior Year				
Land	690600	200270		
Improvements	0	0		
Total	690600	200270	0	200270

Style: Other

Reception No.:

Year Built:

Recording Date: / /

Building Sqr. Foot: 0

Document Type:

Bedrooms:

Sale Price:

Baths Full/Half: 0/0

Mill Levy: 88.949

Basement/Finished: 0/0

Lot Size: 6,250

[Click here for current zoning](#)

Zoning Used for Valuation: CCN

Note: Valuation zoning maybe different from City's new zoning code.



Print

**Exhibit "D": Proof of Ownership (Assessors records)
114 Steele Street**

PROPERTY INFORMATION

Property Type: INDUSTRIAL, MISC IMPS

Parcel: 0512125004000

Name and Address Information

Legal Description

SIVAN 8 LLC

1400 GLENARM PL 201
DENVER, CO 80202-5033L 1 & 2 BLK 2
BURLINGTON CAPITOL HILL ADD

Property Address: 114 STEELE ST

Tax District 166A

Assessment Information

	Actual	Assessed	Exempt	Taxable
Current Year				
Land	722300	209470		
Improvements	15100	4380		
Total	737400	213850	0	213850
Prior Year				
Land	722300	209470		
Improvements	15100	4380		
Total	737400	213850	0	213850

Style: Other

Reception No.: 2010038015

Year Built:

Recording Date: 04/08/10

Building Sqr. Foot: 0

Document Type: Quit Claim

Bedrooms:

Sale Price:

Baths Full/Half: 0/0

Mill Levy: 88.949

Basement/Finished: 0/0

Lot Size: 6,537

[Click here for current
zoning](#)

Zoning Used for
Valuation: CCN

*Note: Valuation zoning
maybe different from City's
new zoning code.*

 [Print](#)

Exhibit "D": Proof of Ownership (Assessors records)
128 Steele Street

PROPERTY INFORMATION

Property Type: COMMERCIAL - MEDICAL BUILDING Parcel: 0512125003000

Name and Address Information

Legal Description

TERRI L BEEBE LLC

128 STEELE ST 300
 DENVER, CO 80206-5218

PLOT A1/2 BLK 73 HARMANS SUB

Property Address: 128 STEELE ST

Tax District 166A

Assessment Information

	Actual	Assessed	Exempt	Taxable
Current Year				
Land	876900	254300		
Improvements	1000	290		
Total	877900	254590	0	254590
Prior Year				
Land	876900	254300		
Improvements	1000	290		
Total	877900	254590	0	254590

Style: Other
 Year Built: 1965
 Building Sqr. Foot: 7,124
 Bedrooms:
 Baths Full/Half: 0/0
 Basement/Finished: 0/0

Reception No.: 2011011026
 Recording Date: 01/28/11
 Document Type: Quit Claim
 Sale Price:
 Mill Levy: 88.949

Lot Size: 6,745

[Click here for current zoning](#)

Zoning Used for Valuation: CCN

Note: Valuation zoning maybe different from City's new zoning code.



November 6, 2012

Mr. Robert Gollick
President
Robert J. Gollick, Inc.
609 South Gaylord Street
Denver, CO 80209


RE: Zoning Submittal; 100, 102, 114, 128 Steele Street, Denver.

Dear Bob:


This letter serves as authorization for Robert J. Gollick, dba Robert J. Gollick, Inc., to act on behalf of Sivan 8 LLC, Sivan Eight, LLC and Terri L. Beebe LLC, for the purpose of submitting and processing the rezoning application for the parcels, identified above, located at the northeast corner of 1st Avenue and Steele Street in Denver.

Sincerely,

Sivan 8 LLC, a Colorado limited liability company


By: 
Evan Makovsky, Manager

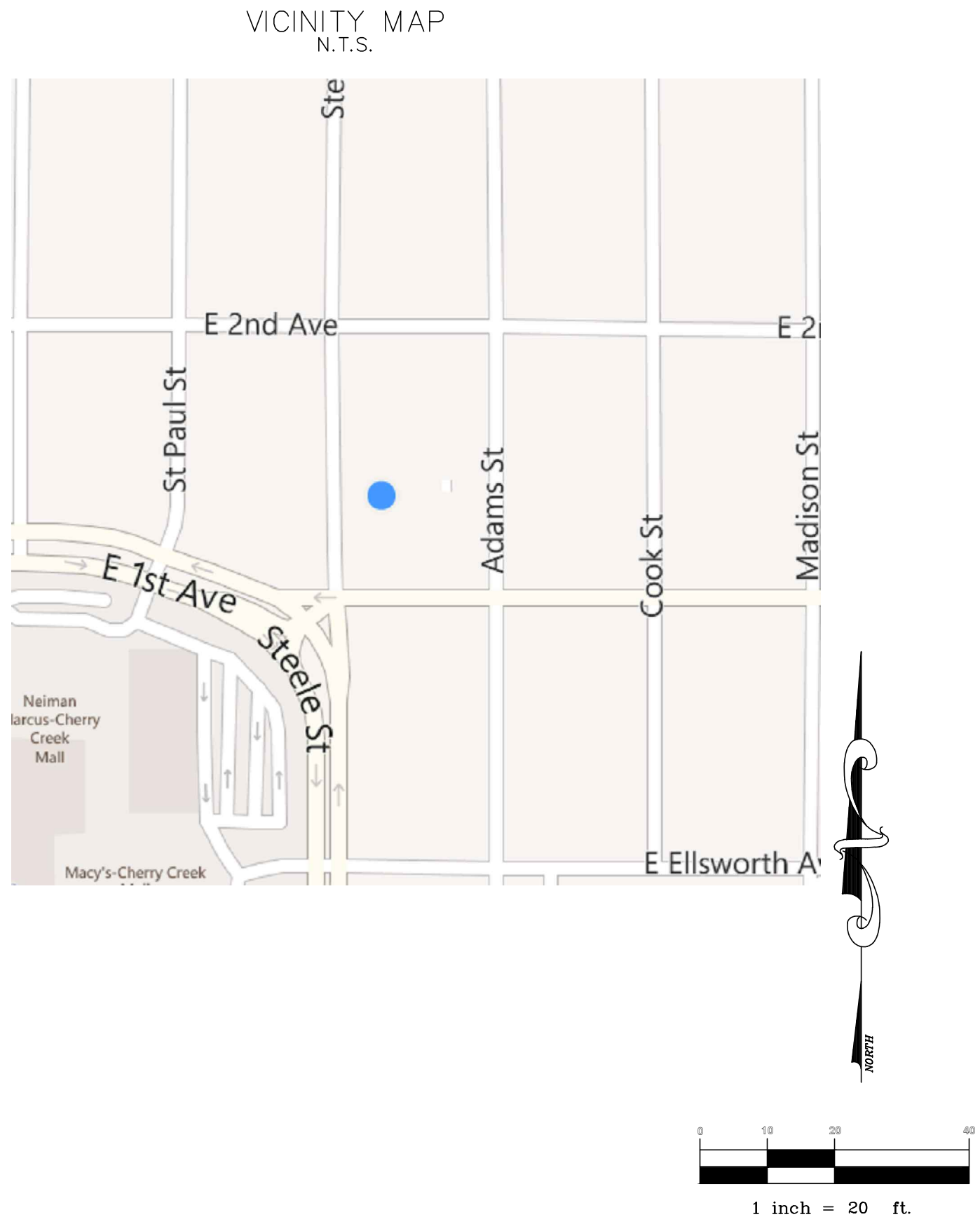
Sivan Eight LLC, a Colorado limited liability company

By: 
Evan Makovsky, Manager

Terri L. Beebe, LLC, a Colorado limited liability company

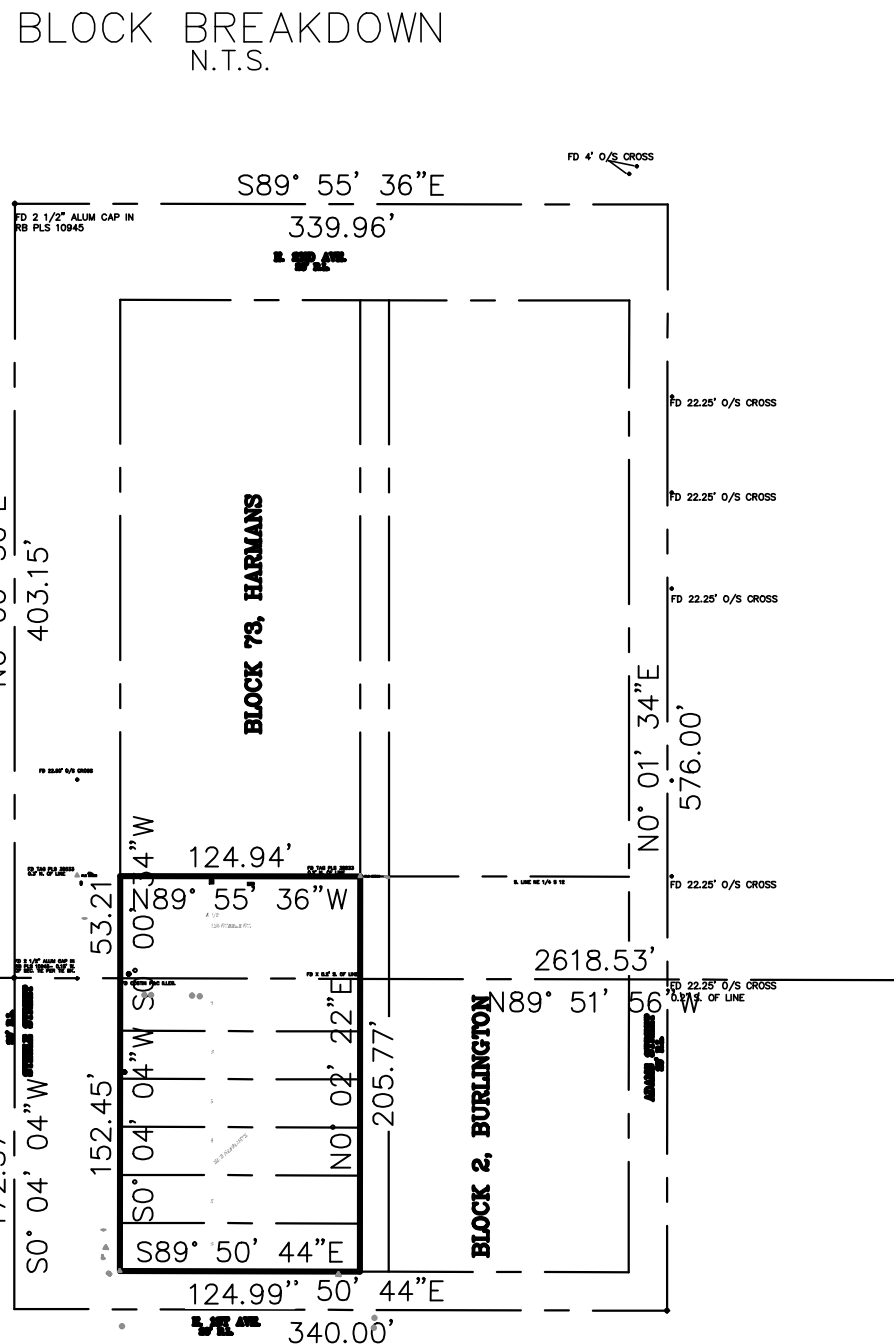
By: Sivan 8, LLC, a Colorado limited liability company, POA

By: 
Evan Makovsky, Manager



ALTA/ACSM LAND TITLE SURVEY

LOCATED IN THE NE & SE 1/4 OF SECTION 12,
TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE 6TH P.M.
CITY AND COUNTY OF DENVER, STATE OF COLORADO
SHEET 1 OF 1



SYMBOL LEGEND	
	BOLLARD
	FIRE HYDRANT
	GAS METER
	GAS VALVE
	HANDICAP ACCESS
	INLET
	BRICK PAVERS
	LIGHT POLE
	PARKING METER
	SIGN
	TRAFFIC POLE
	TELEPHONE MANHOLE
	SEWER MANHOLE
	STORM MANHOLE
	WATER MANHOLE
	WATER METER
	WATER VALVE
	UTILITY POLE
	AIR CONDITIONER UNIT
	TRAFFIC VAULT
	FOUND CHISELED CROSS
	FOUND MONUMENT AS NOTED
	FOUND TAG AS NOTED

LEGAL DESCRIPTION:

LOTS 1-6, BLOCK 2, BURLINGTON CAPITOL HILL ADDITION, AND
PLOT A 1/2, BLOCK 73, HARMANS SUBDIVISION,
CITY AND COUNTY OF DENVER,
STATE OF COLORADO,

TO FIDELITY NATIONAL TITLE COMPANY; ZOCCO DEVELOPMENT; NOBLE PROPERTY GROUP;
TERRI L. BEEBE, LLC; AND SIVAN 8, LLC;

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY IN WHICH IT IS BASED
WERE MADE IN ACCORDANCE WITH THE MINIMUM STANDARD DETAIL REQUIREMENTS FOR
ALTA/ACSM LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND
NSPS IN 2011, AND INCLUDES ITEMS 1, 2, 3, 4, 6A, 8, 9, AND 11A OF
TABLE A THEREOF. THE FIELD WORK WAS COMPLETED ON 8-17-12.



ROGER KELLEY, REGISTERED LAND SURVEYOR COLORADO NO. 24667
FOR AND ON BEHALF OF BASELINE LAND SURVEYING, INC.

NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY
LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE
(3) YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT MAY
ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED
COMMENCED MORE THAN TEN (10) YEARS FROM THE DATE OF THE
CERTIFICATION SHOWN HEREON. C.R.S. 13-80-105(3)(a)

GENERAL NOTES:

- BASIS OF BEARINGS FOR THIS PARCEL IS N 89°51'56" W BEING THE NORTH LINE OF THE SE 1/4 SEC. 12 BEING MONUMENTED BY A 3 1/4" CAP IN RANGE BOX STAMPED DWD 1986 FOR THE E 1/4 AND A 3 1/2" CAP STAMPED PLS 16396 CTR 1/4 S 12 1/4S R68W 6TH PM FOR THE CTR 1/4.
- TITLE COMMITMENTS REFERENCED HEREON WERE USED FOR THE LEGAL DESCRIPTIONS AND EASEMENTS OF RECORD.
- UTILITIES WERE LOCATED BY UCS ON THIS PROPERTY, AND ARE SHOWN HEREON.
- THE FIELD WORK ON THIS SURVEY WAS COMPLETED IN AUGUST, 2012.
- UNDERGROUND UTILITY LINES THAT ARE SHOWN HEREON WERE SCALED IN USING ASBUILT DRAWINGS PROVIDED BY THE RESPECTIVE DISTRICTS.
- NO BENCHMARK WAS UTILIZED ON THIS ALTA.
- THIS ZONED C-CO PARCEL HAS A 5' FRONT, AND NO OTHER LISTED SETBACKS, BUILDING HEIGHT RESTRICTION OF 55' AS SET FORTH IN THE ZONING CODE, ALONG WITH FAR AND PARKING RESTRICTIONS. PLEASE REVIEW.
- SAID DESCRIBED PROPERTY IS LOCATED WITHIN AN AREA HAVING A ZONE DESIGNATION "X" BY THE FEDERAL EMERGENCY MANAGEMENT AGENCY(FEMA), ON FLOOD INSURANCE RATE MAP NUMBER 0800460204G, WITH THE DATE OF IDENTIFICATION OF NOV. 17, 2005, IN DENVER COUNTY, STATE OF COLORADO, WHICH IS THE CURRENT PUBLISHED FLOOD INSURANCE RATE MAP FOR THE COMMUNITY IN WHICH SAID PREMISES ARE SITUATED.
- ALL MEASUREMENTS SHOWN ON THIS SURVEY ARE IN US SURVEY FEET.
- THE COMBINED AREA OF THESE LOTS IS 25,704 SQ. FT. OR 0.590 ACRES, MORE OR LESS.

TITLE POLICY NOTES:

THIS SURVEY DOES NOT CONSTITUTE A TITLE SEARCH BY BASELINE LAND SURVEYING, INC., (BLSI) TO DETERMINE OWNERSHIP OF THIS TRACT OR TO VERIFY THE DESCRIPTION SHOWN; THE COMPATIBILITY OF THIS DESCRIPTION WITH THAT OF ADJACENT TRACTS; NOR EASEMENTS OF RECORD. FOR ALL INFORMATION REGARDING EASEMENTS, RIGHT-OF-WAY OR TITLE OF RECORD, BLSI., RELIED UPON TITLE NO. F0413196, PREPARED BY FIDELITY NATIONAL TITLE COMPANY.

THE FOLLOWING COMMENTS ARE IN REGARDS TO FIDELITY NATIONAL TITLE COMPANY POLICY NO. F0413196 WITH AN EFFECTIVE DATE OF MAY 22, 2012. THE NUMBERS IN OUR COMMENTS CORRESPOND TO THE NUMBERING SYSTEM USED IN SAID TITLE COMMITMENT.

SCHEDULE A

ITEM: COMMENT:
1-5 BLSI., DID NOT EXAMINE OR ADDRESS THESE ITEMS.

SCHEDULE B SECTION 1

ITEM: COMMENT:
A-J BLSI., DID NOT EXAMINE OR ADDRESS THESE ITEMS.

SCHEDULE B-2

- | ITEM | COMMENTS |
|--------|--|
| 1. | VISIBLE EVIDENCE OF RIGHTS OR CLAIMS OF PARTIES IN POSSESSION ARE SHOWN HEREON TO THE BEST OF OUR KNOWLEDGE AND BELIEF. |
| 2. | VISIBLE EVIDENCE OF EASEMENTS OR CLAIMS OF EASEMENTS ARE SHOWN HEREON TO THE BEST OF OUR KNOWLEDGE AND BELIEF. |
| 3. | VISIBLE DISCREPANCIES, CONFLICTS IN BOUNDARY LINES, SHORTAGES IN AREA AND ENCROACHMENTS ARE SHOWN TO THE BEST OF OUR KNOWLEDGE AND BELIEF. |
| 4-9. | BLSI., DID NOT EXAMINE OR ADDRESS THESE ITEMS. |
| 10. | THE PROPERTIES INCLUDED IN BOOK 1090 PAGE 83 COVER THIS PARCEL; THE ELEVATION RESTRICTION IS 5434' PLUS 40', OR 5474' PER THE DIAGRAM. |
| 11. | THE PROPERTIES INCLUDED IN REC. NO. R-88-0340235 COVER THIS PARCEL; NOTHING TO BE PLOTTED. |
| 12-16. | BLSI., DID NOT EXAMINE OR ADDRESS THIS ITEM. |

TITLE POLICY NOTES:

THIS SURVEY DOES NOT CONSTITUTE A TITLE SEARCH BY BASELINE LAND SURVEYING, INC., (BLSI) TO DETERMINE OWNERSHIP OF THIS TRACT OR TO VERIFY THE DESCRIPTION SHOWN; THE COMPATIBILITY OF THIS DESCRIPTION WITH THAT OF ADJACENT TRACTS; NOR EASEMENTS OF RECORD. FOR ALL INFORMATION REGARDING EASEMENTS, RIGHT-OF-WAY OR TITLE OF RECORD, BLSI., RELIED UPON TITLE NO. F0413378, PREPARED BY FIDELITY NATIONAL TITLE COMPANY.

THE FOLLOWING COMMENTS ARE IN REGARDS TO FIDELITY NATIONAL TITLE COMPANY POLICY NO. F0413378 WITH AN EFFECTIVE DATE OF MAY 23, 2012. THE NUMBERS IN OUR COMMENTS CORRESPOND TO THE NUMBERING SYSTEM USED IN SAID TITLE COMMITMENT.

SCHEDULE A

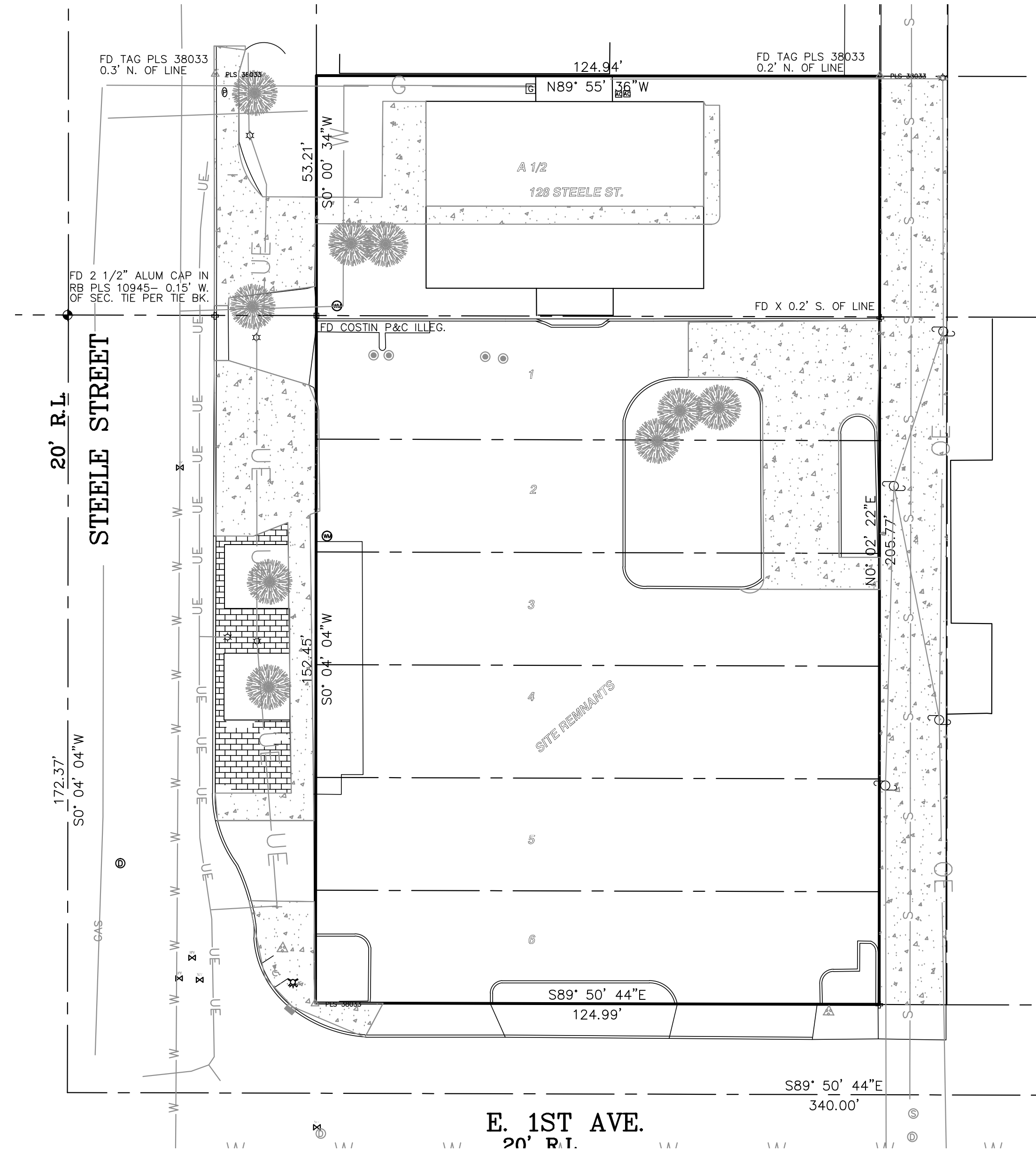
ITEM: COMMENT:
1-5 BLSI., DID NOT EXAMINE OR ADDRESS THESE ITEMS.

SCHEDULE B SECTION 1

ITEM: COMMENT:
A-J BLSI., DID NOT EXAMINE OR ADDRESS THESE ITEMS.

SCHEDULE B-2

- | ITEM | COMMENTS |
|------|--|
| 1. | VISIBLE EVIDENCE OF RIGHTS OR CLAIMS OF PARTIES IN POSSESSION ARE SHOWN HEREON TO THE BEST OF OUR KNOWLEDGE AND BELIEF. |
| 2. | VISIBLE EVIDENCE OF EASEMENTS OR CLAIMS OF EASEMENTS ARE SHOWN HEREON TO THE BEST OF OUR KNOWLEDGE AND BELIEF. |
| 3. | VISIBLE DISCREPANCIES, CONFLICTS IN BOUNDARY LINES, SHORTAGES IN AREA AND ENCROACHMENTS ARE SHOWN TO THE BEST OF OUR KNOWLEDGE AND BELIEF. |
| 4-8. | BLSI., DID NOT EXAMINE OR ADDRESS THESE ITEMS. |
| 9. | THE PROPERTIES INCLUDED IN BOOK 9854 PAGE 231 COVER THIS PARCEL; THE ELEVATION RESTRICTION IS 5434' PLUS 40', OR 5474' PER THE DIAGRAM. |
| 10. | THE PROPERTIES INCLUDED IN REC. NO. R-88-0340235 COVER THIS PARCEL; NOTHING TO BE PLOTTED. |
| 11. | THIS LEASE AT REC. NO. 9800042381 IS FOR A PORTION OF THE BUILDING, INCLUDING ROOF SPACE FOR AN ANTENNA, IN THE EXISTING BUILDING. |



ALL DRAWN & WRITTEN INFORMATION
HEREON IS THE PROPERTY OF BASELINE
LAND SURVEYING, INC. AND SHALL NOT BE
REPRODUCED, COPIED, OR TRANSMITTED
IN ANY MANNER WITHOUT THE WRITTEN
CONSENT OF BASELINE LAND SURVEYING,
INC. ANY REPRODUCTION OR TRANSMISSION
WITHOUT THE WRITTEN CONSENT OF
BASELINE LAND SURVEYING, INC. IS
PROHIBITED.

**BASELINE LAND
SURVEYING, INC.**

PROJECT # 10301
10475 Irma Dr., Unit 3, Northglenn Co 80233 (303) 457-3964