

RENTAL HOUSING DEVELOPMENT ASSISTANCE (RHDA)
Application for Rental Development Financing

PLEASE NOTE: AHFC Reserves the right to fund projects at a lower amount than requested, and the right to deny applications that do not coincide with the City's FY 2012-13 Action Plan goals and policy direction from the Austin City Council.

Project Name: 4800 Berkman

Project Address: Southwest corner of Berkman Dr. and Barbara Jordan Blvd. **Zip Code:** 78723

Total # units in project/property: 180
Total # units to be assisted with RHDA Funding: 148

Project type: Acquisition Rehabilitation New construction Refinance Rent Buy-Down

Amount of funds requested: 2,260,500 **Terms Requested:** 99 year term, 0% interest, fully forgivable

Role of applicant in Project (check all that apply): Owner Developer Sponsor

1. Applicant Information (If applicant is not acting as the developer, please provide all of the information below for the developer as well as for the applicant. If the developer involves multiple entities, is a partnership or joint venture, please provide duplicative information for each, and identify the entity that will serve as the "lead" organization).

DMA Development Company, LLC
Name
4101 Parkstone Heights Drive, Suite 310

Street Address
Austin, TX 78746

City

State, Zip

Telephone #

Janine Sisak

512-222-2222

janine@dma.com

Contact Person

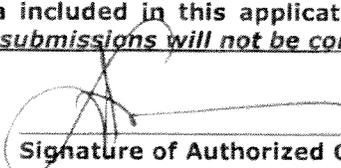
Contact Telephone #

E-mail addressTBD

Federal Tax ID Number or SS#

The applicant/developer certifies that the data included in this application and the exhibits attached hereto are true and correct. Unsigned/undated submissions will not be considered.

DMA Development Company, LLC
Legal Name of Developer/Entity


Signature of Authorized Officer

1/8/13
Date

President/Manager
Title

2. **A. Non-profit applicants/developers, attached copies of the following:**

1. A "certificate of status" issued by the Texas Secretary of State.
2. Federal IRS certification granting non-profit tax-exempt status.
3. Certified financial audit for most recent year which include the auditor's opinion and management letters.
4. Board resolution approving the proposed project and authorizing the request for funding

Not applicable.

B. For-profit applicants/developers, attach copies of the following:

1. For Corporations, Limited Partnerships, and Limited Liability Companies, a copy of a "certificate of status" issued by the Texas Secretary of State.
2. A current financial statement
3. Proof of sufficient reserves or a line of credit available, if necessary, in order to complete the proposed project.

See attached behind Tab 1.

3. **Project Type (Please check any that apply.)** This project is considered:

- Traditional Rental Housing** (serving low-income households, and resident services may or may not be provided)
- Transitional Housing** (case management services provided and residency limited to a certain length of time, usually no more than 24 months)
- Permanent Supportive Housing** (Considered long-term rental housing for very low-income families and individuals who are among the hardest to serve and who are most vulnerable to homelessness. This type of housing provides case management services to residents as needed).

If you checked Permanent Supportive Housing, please complete the information below.

A. Types of proposed PSH Units: Multi-family _____ Single-family _____

B. Numbers of proposed PSH Units:

- _____ Total Number of Units in project
- _____ Total Number of RHDA-assisted Units Proposed (include PSH units and non-PSH units)
- _____ Total Number of Permanent Supportive Housing (PSH) Units Proposed

C. Check the population or sub-population(s) proposed to be served and indicate the number of units dedicated to that population or sub-population.

Individuals or families headed by individuals that are:

1. _____ **Chronically homeless** as established in the HEARTH Act (Homeless Emergency and Rapid Transition to Housing Act of 2009) found at 24 CFR Part 577.

NUMBER OF UNITS _____

2. _____ Households that would otherwise meet the HUD definition of chronically homeless per the HEARTH Act, but **have been in an institution for over 90 days**, including a jail, prison, substance abuse facility, mental health treatment facility, hospital or other similar facility.

NUMBER OF UNITS _____

3. _____ Unaccompanied youth or families with children **defined as homeless under other federal statutes** who:

- a. have experienced a long-term period without living independently in permanent housing;
- b. have experienced persistent instability as measured by frequent moves over such period; and
- c. can be expected to continue in such status for an extended period of time because of chronic disabilities, chronic physical health or mental health conditions, substance

addiction, histories of domestic violence or childhood abuse, the presence of a child or youth with a disability, or multiple barriers to employment.

NUMBER OF UNITS _____

4. _____ A single adult or household led by an adult **'aging out' of state custody of the foster care or juvenile probation system**, where the head of household is homeless or at-risk of homelessness.

NUMBER OF UNITS _____

5. _____ Any other population **not defined above** but who would otherwise be eligible for or need permanent supportive housing services.

NUMBER OF UNITS _____

NOTE: APPLICANTS CHECKING C.1, C.2, C.3, or C.4 ABOVE MUST COLLECT AND REPORT INFORMATION INTO THE HOMELESS MANAGEMENT INFORMATION SERVICE (HMIS)

4. Project Description. Provide a brief project description that addresses items "A" through "L" below.

- a. Describe the tenant population, income levels, and services, if any, to be provided to or made available to residents.

The proposed development will serve the general population. Approximately 148 of the 180 units will be income restricted to those with incomes less than 60% of the Area's median income. 41% of the total units will be for tenants with approximate incomes less than 60% of the area's median income. 33% will be for tenants with approximate incomes less than 50% of the area's median income. 8% will be for tenants with approximate incomes less than 30% of the area's median income. 18% will be non-income restricted. For a family of 1, those approximate income levels are \$30,780, \$25,650, and \$15,390 respectively. For a family of 2, those approximate income levels are \$35,160, \$29,300, and \$17,580 respectively. For a family of 3, those approximate income levels are \$39,540, 32,950, and 19,700 respectively. The total restricted income percentage of the Development is 82%.

For this development, DMA will offer a full slate of supportive services, which may include educational programming, financial planning courses, character building programs, scholastic tutoring, and annual income tax preparation. DMA will encourage a high level of resident participation because doing so creates a safer and more prosperous community. DMA will also encourage volunteerism among our residents and within the broader Mueller community.

- b. Include the type of structure (multi-family or single-family), number and size of units in square feet.

The proposed development will be located on a 2.78 acres site on Berkman Drive, between Barbara Jordan Boulevard and Garcia Street. It will be a single multi-family structure, containing approximately 180 units, wrapped around a parking garage and an interior courtyard. The building will most likely be a combination of three and four stories. It will contain some ground floor commercial space on Berkman Drive. The unit mix is as follows:

74 one bedroom/one bath units at approximately 750 square feet
35 two bedroom/one bath units at approximately 1000 square feet
53 two bedroom/two bath units at approximately 1130 square feet
18 three bedroom/two bath units at approximately 1,344 square feet.

- c. Indicate whether the property is occupied at the time this application is being submitted.

The property is currently vacant and undeveloped.

- d. Indicate whether the project meets the requirements of the City's Vertical Mixed-Use (VMU) Ordinance, or is in a Planned-Unit Development (PUD) or Transit Oriented Development (TOD).

The project meets the requirements of the Mueller Planned-Unit Development District. Per City Ordinance No. 040826-61, which set forth the limitations and conditions of the PUD, the project is located an area designated as mixed-residential which permits multi-family and mixed use buildings. Additionally, City Ordinance No. 041216-83 created a tax increment financing reinvestment zone under Chapter 311 of the Texas Tax Code, which designated the Mueller property as a tax increment financing district named "Reinvestment Zone #16, City of Austin, Texas."

- e. Indicate whether the project will preserve existing affordable rental units.

There is no existing housing currently on the site. The project will bring new affordable rental units online and maintain their affordability for a 99 year compliance period.

- f. If there are existing structures, provide documentation from the taxing authority or another third-party source indicating the year the structure was built.

There are no existing structures on the site, therefore no residents will be displaced or relocated.

- g. Indicate the number of units reserved for Housing Choice Voucher holders (Section 8).

There are no units reserved for Section 8 households, although the community will accept Section 8 voucher holders.

- h. Indicate the number of units that are or will be made accessible and adaptable for persons with mobility, sight or hearing disabilities.

All units will be designed as adaptable, but will provide a greater level of accessibility than required of adaptable units. Specifically, all units will include accessibility features such as grab bars, roll-in showers, and sufficient turning radius in the kitchen and bathrooms. Additionally, five percent of the units will be designed as fully accessible for people with mobility impairments, while another two percent will be designed as accessible for those with vision and hearing impairments.

- i. Demonstrate the Project's compatibility with current Neighborhood Plan (if applicable).

Not Applicable. The site is located in a non- Neighborhood Planning area.

- j. Summarize the key financials of the project, clearly indicating the total project cost, the amount and intended use of AHFC funds being requested, and the amount(s) and provider(s) of other funding and the stage of those funding commitments.

The total project cost will be approximately \$25 Million. The construction funding sources include a construction loan from JP Morgan Chase Bank in the amount of \$15,000,000, a loan from the City of Austin in the amount of \$2,260,500, and investor equity in the amount of \$5,749,430. The majority of the developer fee (\$2,374,310) will not be paid during construction, so the total construction sources balance the total construction uses.

The construction loan from JP Morgan Chase Bank will carry an interest rate of approximately 4% and will require interest-only payments during the term of the loan. Construction loan interest, assuming the loan is fully drawn for one year, will be approximately \$600,000.

The Austin Housing Finance Corporation loan is a fully forgivable loan and therefore will have no payments during the construction period.

The permanent loan and a portion of the investor equity will pay off the construction loan. The permanent loan from Community Development Trust and underwritten by JPMorgan Chase Bank will be in the amount of \$8,800,000. The loan will carry an interest rate based on the 10-year Treasury rate, plus a spread, which is currently projected to be 6.5%.

The total equity available from RBC Capital Markets as a permanent source of funding will be \$14,248,575.

The Austin Housing Finance Corporation loan in the amount of \$2,260,500 will also be available as a permanent source of funding. It is a fully forgivable loan which is non-amortizing and does not require any repayment as long as the applicant is not in default of the loan agreement.

The final source of permanent funding will be the developer fee note in the amount of \$75,165.

Please attach the following to the description of the above items:

- k. A map (8 1/2" x 11") indicating the property location and the distance to the nearest Capital Metro Transit Stop to which residents will have access.
- l. Locate on the "Opportunity Map of Austin" the census tract in which the property lies. The map is attached to the Program Guidelines.

See attached beyond Tab 2.

5. Site Control and Demonstration of Value

Include evidence of site control such as a warranty deed or an current earnest money contract, and provide a real estate appraisal or current tax documentation that substantiates the value of the project.

See attached behind Tab 3.

6. Zoning

Include a letter from the City of Austin's Planning and Development Review Department (PDRD) verifying that the current zoning of the site for the proposed project is compatible with the anticipated use, or include documentation verifying that a request to change current zoning has been submitted to PDRD. Should the project be approved for funding, the appropriate zoning must be in place prior to execution of loan documents.

See attached behind Tab 4.

- 7. **S.M.A.R.T. Housing™.** Include a copy of the letter that indicates the project has been reviewed and meets S.M.A.R.T. Housing™ requirements.

See attached behind Tab 5.

- 8. **Development Team and Capacity.** Identify below the persons or entities anticipated to be involved in the project, such as lenders, attorneys, accountants, architects, engineers, general contractor, sub-contractors, property managers and consultants. Also, indicate if any person or entity involved is certified by the City of Austin as a minority or women-owned business enterprise (**MBE/WBE**), or if any of the entities are also **non-profit** organizations.

Please also provide narrative information about the skills you or your development team members have in the following areas:

- a. project management,
- b. market analysis,
- c. site selection and control,
- d. planning and construction,
- e. design, architecture and engineering,
- f. legal and accounting,
- g. federal funding rules and
- h. other funding source rules (e.g. Low Income Housing Tax Credits).

	Name and Contact Information	MBE? (Mark X if Yes)	WBE? (Mark X if Yes)	Non- profit? (Mark X if Yes)
Owner	Austin DMA Housing II, L.P.			
Developer	DMA Development Company, LLC		X	
Architect	Nelsen Partners, Inc.			
Engineer	Urban Design Group		X	
Construction Lender	JPMorgan Chase Bank, N.A.			
Other Lenders	N/A			
Attorney	Coats Rose			

Accountant	Novogradac and Company			
General Contractor	Carleton Construction, Ltd.	X		
Consultant (if Applicable)	N/A			
Property Management Provider	DMA Properties, LLC		X	
Other:	N/A			

9. **Development Schedule.** Complete the grid below. You may re-order the steps according to the appropriate sequence for your project and to add in any other significant steps integral to your project's development. If the multiple properties are involved, provide a development schedule for each property.

	DATE(S)
Securing and packaging project financing (award of tax credits)	<u>July 2013</u>
Environmental and/or historic review (AHFC)	<u>September 2013</u>
Acquisition and/or holding	<u>October 2013</u>
Construction Specifications and Cost estimates	<u>November 2013</u>
Construction Bids	<u>January 2014</u>
Construction Start	<u>March 2014</u>
Anticipated Draws (list all)	<u>March 2014</u> <u>April 2014</u> <u>May 2014</u> <u>June 2014</u>
End Construction	<u>September 2015</u>
Start of Rent-up	<u>September 2015</u>
Completion & Operation	<u>September 2016</u>

10. **Accessible and Adaptable Units.** Indicate the number of units proposed to be **accessible and adaptable** for persons with mobility, sight and hearing disabilities as required by RHDA Program Guidelines.

___171___ Units adaptable for persons with mobility disabilities
 ___9___ Units accessible for persons with mobility disabilities
 ___176___ Units adaptable for persons with sight and hearing disabilities
 ___4___ Units accessible for persons with sight and hearing disabilities

11. **Developer Capacity.** Provide narrative information on recent, similar, and successful experience in affordable housing development. Include experience using multiple fund sources, managing affordable rental developments, and previous working history with the Austin Housing Finance Corporation.

See DMA's corporate profile attached behind Tab 6. We have significant experience working with the Austin Housing Finance Corporation, both in a developer capacity and in a consulting capacity. Examples of such are Wildflower Terrace, La Vista de Guadalupe, Franklin Gardens (fka Chestnut Corner), Lyons Gardens, Oak Springs Villas, and Eberhart Place.

12. **Detailed Project Budget.** Use the following table, or comparable format, to provide a complete project budget. Add line-items as necessary. If this project has already received funding from AHFC, indicate by line item the amounts from the prior award.

DETAILED PROJECT BUDGET				
	Cost	Prior award of RHDA Funds (if any)	RHDA Funds Requested	Description or Comments
PREDEVELOPMENT				
Appraisal	5500		5500	
Environmental Review	5000		5000	
Engineering	40000		40,000	
Survey	10000		10000	
Architectural	400000		400000	
TOTAL PREDEVELOPMENT	460,500		460,500	
ACQUISITION				
Site and/or Land Structures	1,800,000		1,800,000	
Other (specify)				
TOTAL ACQUISITION	1,800,000		1,800,000	
CONSTRUCTION				
Infrastructure	0		0	
Site work	781262		0	
Demolition	0		0	
Concrete	2330040			
Masonry	1045544			
Rough carpentry	incl below			
Finish carpentry	3199483			
Waterproofing & Insulation	205000			
Roofing & Sheet Metal	605600			
Plumbing/Hot Water	1192350			
HVAC	874200			
Electrical	1891599			
Doors/Windows/Glass	567966			
Lath & Plaster/ Drywall & Acoustical	359907			
Tile work				
Soft & Hard Floor	401950			
Paint/Decorating/Blinds/Shades	613100			
Specialties/Special Equipment				
Cabinetry/Appliances	246000			
Carpet				
Other (Hardware)	406901			
Contractor Profit/GR/OH	2065000			
Construction Contingency	840750			
TOTAL CONSTRUCTION	17,626,652			
SOFT & CARRYING COSTS				
Legal	170000			
Audit/Accounting	25000			
Title/Recording	115000			
Architectural (Inspections)	20000			
Construction Interest, Loan Orig, and LOC	760000			
Perm Loan Orig, App Fee	97500			
Payment and Performance Bond	125000			
Construction Period Insurance	75000			
Construction Period Taxes	50000			
Relocation	0			

Marketing	30000			
Davis-Bacon Monitoring	7500			
Soils Report	5500			
City of Austin Fees	90000			
FFE	200000			
Tax Credit Fees	66150			
Developer Fee	2906888			
Reserves	753550			
TOTAL SOFT & CARRYING COSTS	5,497,088			
TOTAL PROJECT BUDGET	25,384,240			

13. Funds Proposal. Provide the following information to facilitate financial review of the proposed project:

- a. **Sources and Uses of Funds** - Complete **Tables A (below) & B (on the following page)**, identifying all sources and uses of funds to implement project and include evidence of funds anticipated (financial statements, commitment letters, etc.).

TABLE A: SOURCES OF FUNDS SUMMARY					Intended Use of Funds (Predevelopment, Acquisition, Construction, Soft Costs)
	Term	Interest Rate	Amount	Evidence (Deed/ Sales Contract)	
Owner Equity	N/A	N/A	14,248,575	LOI	Construction/Perm
Private Financing (List Lenders)					
JPMorgan Chase	18	6.2%	8,800,000	LOI	Permanent Financing
Other Sources (List Below)					
Deferred Developer Fee			75,165		Permanent Financing
Proposed RHDA Funds			2,260,500		
TOTAL			25,384,240		

TABLE B: USES OF FUNDS SUMMARY		
	Total Cost	Cost/Unit
Predevelopment	460,500	2,558
Acquisition	1,800,000	10,000
Hard Costs	17,626,652	81,259
Soft & Carrying Costs	5,497,088	30,539
Other Costs		
Total Project Costs	25,384,240	141,023

TOTAL ANNUAL Debt Service (DS)					
Cash-flow after Debt Serv (CF = NOI - DS)					
Debt Coverage Ratio (DCR = NOI/DS)					

14. Community Engagement Strategy or Efforts. Please provide a description of your organization's efforts or plans to engage neighborhood associations and other stakeholders in the area surrounding the proposed development. If no neighborhood association exists, provide an alternative plan to engage area residents, businesses and faith-based organization, for example.

The Mueller Neighborhood Association is aware of this proposed development and we are scheduled to present more details at the January and February regularly scheduled meetings. We worked with this same group several years ago when we were proposing Wildflower Terrace at Mueller, and we received their strong written support. We are also presenting to the Mueller Planning and Implementation Committee in January and will go through the New Construction Council process required for all developments at Mueller.

15. Description of Supportive Services. If supportive services are NOT to be provided, please stop here. For all other projects, if supportive services are to be provided to residents, provide a description of the services that includes the following information:

- a. A description of the supportive services to be provided to residents and/or clients.
- b. The number and types of residents/clients expected to be served annually.
- c. Describe the developer's experience and qualifications in providing the services to be offered.
- d. If services are not provided by the developer of the project, include a description of the organization(s) providing the services and a memorandum of understanding or some other type of agreement that indicates the relationship between the developer and service provider.
- d. Provide resumes of key personnel who will be actively involved in the delivery of services. Resumes should include information about certifications, licenses, years of experience, and education.
- f. Demonstrate financial capacity to provide support services and/or operate a supportive services program by providing the following information:
 - 1. Sources of Funds: Identify sources and amounts of funds that will be or are expected to be utilized to provide supportive services.
 - 2. Budget: Include a supportive services budget which reflects current and anticipated funding and expenses associated with the provision of services for three (3) years.

Please see evidence of our capacity to provide services behind Tab 8.

ATTENTION:

Please submit with the Application a completed "self-evaluation" using the following Scoring Criteria.

**RHDA PROGRAM
SCORING CRITERIA**

Applications received will be reviewed and evaluated according to the following criteria:

REQUIRED INFORMATION:

- | | | | |
|------------------------------|-----------------|--------------------------------|-----------------|
| 1. Applicant Information | <u> X </u> | 10. Accessible/Adaptable Units | X <u> </u> |
| 2a. Non-profit List of Items | <u> </u> | 11. Experience/Qualifications | X <u> </u> |
| OR | | 12. Project Budget | X <u> </u> |
| 2b. For-profit List of Items | X <u> </u> | 13. Funds Proposal: | |
| 3. Project Description | X <u> </u> | a. Sources | X <u> </u> |
| 4. Site Control/Value | X <u> </u> | b. Uses | X <u> </u> |
| 5. Zoning | X <u> </u> | c. Leveraging | X <u> </u> |
| 6. S.M.A.R.T. Housing | X <u> </u> | d. Operating Proforma | X <u> </u> |
| 7. Development Team | X <u> </u> | 14. Community Engagement | |
| 8. Development Schedule | X <u> </u> | Strategy or Efforts | X <u> </u> |
| 9. Developer Capacity | X <u> </u> | | |

EVALUATION CRITERIA:

Applications for proposed projects will be reviewed and scored on a competitive basis per the evaluation criteria below. Applications must receive a minimum score of **150** points out of a maximum score of **225** points. PLEASE NOTE: A score above the minimum score does not guarantee funding.

1. DEVELOPER EXPERIENCE AND QUALIFICATIONS (maximum 15 points) ___15___

- 15 points:** Developer has recent, similar, and successful completion of a development similar in size and scope with income-restricted units.
- 10 points:** Developer has recent, similar, and successful completion of a development **smaller** in size and scope with income-restricted units.
- 8 points:** Consultant directly involved who has successfully completed a development similar in size and scope with income-restricted units.
- 5 points:** Developer has recent, similar, and successful completion of a development similar in size and scope **without** income-restricted units

2. SOURCES & USES OF FUNDS (maximum 10 points) ___10___

- 10 points:** All sources and uses of funds are clearly indicated and sufficient evidence of funding availability and/or commitments are included.
- 5 points:** All sources and uses of fund are clearly indicated, but evidence of funding availability or commitments are incomplete.

3. DEBT COVERAGE RATIO (maximum 10 points) ___10___

- 10 points:** DCR of 1.25 or greater
- 6 points:** DCR between 1.21 - 1.24
- 4 points:** DCR between 1.15 - 1.20

4. **LEVERAGE** (maximum 10 points) _10_

RHDA Program funding (prior and current) relative to Total Project Costs equals:

- 10 points:** 25% or less
- 8 points:** 26% - 30%
- 6 points:** 31% - 35%
- 4 points:** 36% - 50%
- 0 points:** 51% or greater

5. **AFFORDABLE UNITS** (maximum 25 points) _16_

If development has a mix of 30%, 40%, and/or 50% MFI units, add the results for the percentage of units in each income category up to the maximum of 25 points. If the project has a percentage of units in a given income category that is not an exact multiple of ten as shown in the chart, please round up to the next multiple of 10 and use that point value.

% of G.O. Bond-assisted Units in Total Project										
% MFI	10%	20%	30%	40%	50%	60%	70%	80%	90%	100%
50%	3	5	7	9	11	13	15	17	19	25
40%	5	7	9	11	13	15	17	19	21	25
30%	7	9	11	13	15	17	19	23	24	25

6. **RHDA COST PER UNIT** in \$1,000s (maximum 10 points) _10_

	<u>Multi-Unit Structures</u>	<u>Single-Unit Structures</u>
10 points	<\$40/unit	<\$40/unit
8 points	<\$45/unit	<\$50/unit
6 points	<\$50/unit	<\$60/unit
4 points	<\$55/unit	<\$70/unit
2 points	<\$60/unit	<\$80/unit

7. **TRANSITIONAL HOUSING** (10 points) _____

10 points: Project will be developed and operated as transitional housing.

8. **PERMANENT SUPPORTIVE HOUSING (PSH)** (maximum 20 points) _____

20 points: Project will reserve units for PSH for the following populations:

- Chronically Homeless as established in the HEARTH Act (24 CFR Part 577)
- Have been in an institution for over 90 days
- Unaccompanied youth or families with children defined as homeless under other federal statutes
- Youth "aging out" of state custody or the foster care or the juvenile probation system

10 points: Project will reserve units for PSH for populations other than those listed above.

9. **GEOGRAPHIC DISPERSION** (maximum 25 points) _15_

Project is located in an area identified according to the Kirwan Institute's Opportunity Map of Austin (Map #2) as having greater opportunity for low-income households.

- 25 points:** Very High priority area
- 20 points:** High priority area
- 15 points:** Moderate priority area
- 10 points:** Low priority area

5 points: Very Low priority area

10. **PRIORITY LOCATION** (10 points) _10_

10 points: Project is located in a Vertical Mixed-Use (VMU) Corridor, or is a Planned-Unit Development (PUD) or Transit Oriented Development (TOD).

11. **PRESERVATION OF AFFORDABLE UNITS** (10 points) _0_

10 points: Project is the rehabilitation and preservation of existing affordable housing units, or new units are being constructed to replace existing affordable units at the same location on a one-to-one replacement basis or a greater than one-to-one replacement basis.

12. **AFFORDABILITY PERIOD** (25 points) _25_

25 points: Affordability of project is for 99-years.

13. **PROJECT READINESS** (maximum 10 points) _4_

New construction

2 points each; maximum 10 points

The project meets the normal eligibility requirements under the existing program guidelines.

The property is already owned by the developer.

The project has completed all necessary design work and received site plan approval.

All environmental reviews have been completed.

The project has firm commitments from all financing sources.

Acquisition and Rehab

2 points each; maximum 10 points

The project meets the normal eligibility requirements under the existing program guidelines

All environmental reviews have been completed.

The project has firm commitments from all financing sources.

A General Contractor has been selected.

Closing on the acquisition of the property can be achieved in less than 30 days.

Acquisition of Completed Units

2.5 points each; maximum 10 points (A total score of 2.5 points will be rounded to 3; a total score of 7.5 points will be rounded to 8.)

The project meets the normal eligibility requirements under the existing program guidelines

All environmental reviews have been completed.

The project has firm commitments from all financing sources.

Closing on the acquisition of the property can be achieved in less than 30 days.

14. **PROPERTY MANAGEMENT** (maximum 10 points) _10_

10 points: Designated Property Management Entity has documented track record of success managing income-restricted properties of similar size and/or similar unit counts, and has the capacity to take on management of the proposed project.

8 points: Designated Property Management Entity has a documented track record of success managing income-restricted properties of smaller size and/or fewer units, and has the capacity to take on management of the proposed project.

4 points: Designated Property Management Entity has a documented track record of successful property management experience and has the capacity to take on management of the proposed project, but has not managed an income-restricted property.

15. **SUPPORTIVE SERVICES** (maximum 15 points)

 15

15 points:

- a. The developer has secured written agreements with organizations that will provide resident services, or has experienced and qualified staff (7 or more years of experience) able to provide the same services.
- b. Funds have been identified for the operation of resident services programs.
- c. A 3-year operating budget for the operation of the resident services programs is provided.

10 points:

- a. The developer has secured letters of intent from organizations that intend to provide resident services, or has experienced and qualified staff (3 to 6 years of experience) able to provide the same services.
- b. Funds have been identified for the operation of the resident services programs.
- c. A 3-year operating budget for the operation of the resident services programs is provided.

5 points:

- a. The developer has experienced and qualified staff (1 to 2 years of experience) able to provide the same resident services.
- b. Funds have been identified for the operation of the resident services programs.
- c. A 3-year operating budget for the operation of the resident services programs is provided.

16. **MBE/WBE PROJECT PARTICIPATION** (5 points)

 5

5 points: Development Team includes registered City of Austin minority- or women-owned business enterprises (M/WBE).

17. **PARTNERSHIP WITH OTHER NON-PROFIT ENTITIES** (5 points)

 0

5 points: Applicant provides evidence of commitment from another certified non-profit organization to partner on the project in some way.

TOTAL SCORE 155

**Rental Housing Development Assistance
Application for Rental Development Financing**

4800 Berkman

Austin, TX

Tab 2 – Maps

Included in this Exhibit are the following:

1. Map showing the property location and the distance to the nearest Capital Metro Transit Stop.
2. Opportunity Map of Austin identifying the site as being in a Moderate Priority Area.



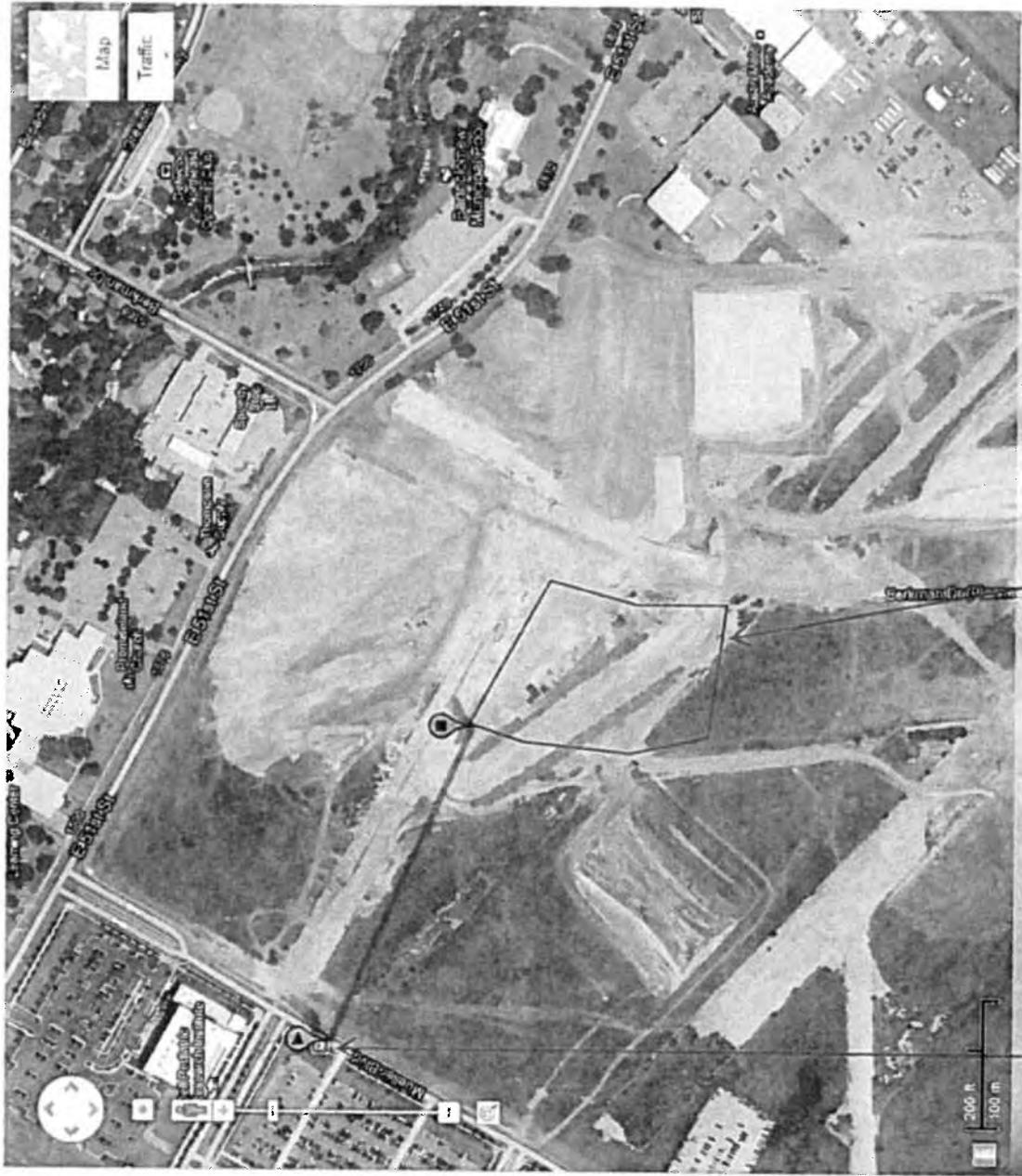
Get directions My places

Distance Measurement Tool

Click on the map to trace a path you want to measure

Units: Metric English [Learn more](#)

Total distance:
888.961 ft



CapMetro Bus Stop

Proposed Site Location

Experience MapsGL

**Rental Housing Development Assistance
Application for Rental Development Financing**

4800 Berkman

Austin, TX

Tab 4 – Zoning

The site is properly zoned because it is part of Ordinance No 040826-61, which governs the entire Mueller Redevelopment Area, and which is attached here. We have requested a letter from the City of Austin confirming that the site is properly zoned.

ORDINANCE NO. 040826-61

AN ORDINANCE REZONING AND CHANGING THE ZONING MAP FROM AVIATION SERVICES (AV) DISTRICT AND PLANNED UNIT DEVELOPMENT (PUD) DISTRICT TO PLANNED UNIT DEVELOPMENT (PUD) DISTRICT ON APPROXIMATELY 698.7 ACRES OF LAND, GENERALLY LOCATED AT IH-35 AND 51ST STREET AND COMMONLY KNOWN AS THE MUELLER PLANNED UNIT DEVELOPMENT.

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

PART 1. The zoning map established by Section 25-2-191 of the City Code is amended to change the base zoning district from aviation services (AV) district and planned unit development (PUD) district to planned unit development (PUD) district on the property described at the Neighborhood Planning and Zoning Department in File No. C814-04-0055 as approximately 698.7 acres of land, the land being more particularly described by metes and bounds in Exhibit A (*Description of Property*) incorporated into this ordinance ("Property"), generally located at IH-35 and 51st Street, locally known as the Mueller Planned Unit Development, and as more particularly identified in the map attached as Exhibit B (*Zoning Map*).

PART 2. This ordinance, together with the attached Exhibits A through J, are the land use plan for the Mueller Planned Unit Development district ("PUD") created by this ordinance. The PUD will conform to the limitations and conditions set forth in the land use plan. If this ordinance and the attached exhibits conflict, this ordinance applies. Except as otherwise specifically provided by this ordinance, all other rules, regulations and ordinances of the City in effect on the effective date of this ordinance shall apply to the PUD.

PART 3. The attached exhibits are incorporated into this ordinance in their entirety as though set forth fully in the text of this ordinance. The exhibits are as follows:

- Exhibit A: Description of Property
- Exhibit B: Zoning Map
- Exhibit C: Land Use Plan
- Exhibit D: Zoning Use Summary Table
- Exhibit E: Site Development Regulations
- Exhibit F: Density Table
- Exhibit G: Park Plan
- Exhibit H: Street Cross Section Table
- Exhibit I: Off Street Parking Regulations and Ratios
- Exhibit J: Sign Districts Map

PART 4. Definitions.

(A) In this ordinance:

- (1) ACCESS LOT means a lot on a plat that provides street frontage and joint access for lots that are served by only an alley.
- (2) AMPHITHEATER means the use of a site for the presentation of plays, motion pictures, concerts, or other performances in a seated outdoor area.
- (3) COMMON COURTYARD means a lot on a plat that provides street frontage and common green area for lots that are served by only an alley.
- (4) COMMUNITY CENTER means the use of a site for the provision of meeting, recreational, or social activities primarily for the use of neighborhood residents.
- (5) EMPLOYMENT CENTER means the land use areas identified on Exhibit C (*Land Use Plan*) as EC-1 and EC-2. The Employment Center land use areas provide for larger scale commercial and employment uses. Regional retail and residential uses, as well as mixed-use buildings, are also permitted.
- (6) LAND USE AREA means the following use categories into which the PUD is divided and as identified on Exhibit C (*Land Use Plan*): Town Center, Mixed Residential, Employment Center, Open Space, and Seton.
- (7) MASTER DEVELOPER means the entity, its successors and assigns, that enters into a master development agreement with the City of Austin for the Mueller PUD.
- (8) MIXED RESIDENTIAL AREA means the land use areas identified on Exhibit C (*Land Use Plan*) as MR-1, MR-2, MR-3 and MR-4. The Mixed Residential land use areas allow a wide diversity of residential building types, including single family, multi-family as well as sites for commercial, civic, and mixed use buildings.
- (9) MUELLER HOUSE means a structure on one lot designed to appear like a large single family residence, but that is divided into four to six units, each with an individual entry.

- (10) OPEN SPACE means the land use areas identified on Exhibit C (*Land Use Plan*) as OS-1, OS-2, OS-3 and OS-4. The Open Space land use areas are intended to provide a continuous system of open space along the perimeter of the Mueller PUD community, and include community facilities such as the fire station, school, bow-trussed hangar, and control tower. Mixed-use buildings are permitted.
- (11) PLAYFIELD means an outdoor sodded or pervious area used for non-commercial recreational uses. Typical uses include baseball, football, and soccer fields.
- (12) ROW HOUSE means an attached two or three-story townhouse on its own lot.
- (13) SETON means the land use area identified on Exhibit C (*Land Use Plan*) as Seton. The Seton land use area provides for hospital uses and hospital-related uses such as office, civic, and commercial. Mixed-use buildings are permitted.
- (14) SHOP HOUSE means a row house with a ground level workspace or commercial space and upper level living space. The work space or commercial space and living space must be used and occupied by the same owner or occupant.
- (15) TOWN CENTER means the land use areas identified on Exhibit C (*Land Use Plan*) as TC-1 and TC-2. The Town Center land use areas are a mixed-use district providing neighborhood retail/commercial and service uses along a pedestrian-oriented shopping street and multiple sites for higher density office, residential housing, and civic uses. Mixed use buildings are permitted.
- (16) YARD HOUSE means a detached single-family residence. An accessory dwelling unit may be constructed over the garage.

(B) All other terms have the meaning provided in the Code.

PART 5. Use Regulations.

- (A) The locations of the land use areas within the PUD are shown on Exhibit C (*Land Use Plan*).

- (B) Permitted, conditional and prohibited uses applicable to each land use area are shown in Exhibit D (*Zoning Use Summary Table*).
- (C) Drive-in service is prohibited as an accessory use to a commercial use or civic use in the Seton area.

PART 6. In accordance with Section 25-2-411(A) (*Planned Unit Development District Regulations*) of the City Code, the following site development regulations apply to the PUD instead of otherwise applicable City regulations.

(A) Zoning.

- (1) Section 25-2-243 (*Proposed District Boundaries Must be Contiguous*) does not apply to the PUD.
- (2) Subsection (B) (6) of Section 25-2-403 (*Land Use Plan Expiration and Amendment*) is modified to provide that shifting development intensity in a manner that results in an "E" or "F" level of service on a roadway segment or at an intersection included in the traffic impact analysis governing the PUD is only a substantial amendment if shifting development intensity is the sole reason for the "E" or "F" level of service.
- (3) Subsection (H)(3) of Section 25-2-411 (*Planned Unit Development District Regulations*) is modified to delete the requirement that a maximum floor to area ratio be provided for multifamily development.
- (4) Subsection (I)(2) of Section 25-2-411 (*Planned Unit Development District Regulations*) is modified to delete the requirement that a maximum floor to area ratio be provided for nonresidential uses.
- (5) Subsection (I)(4)(a) of Section 25-2-411 (*Planned Unit Development District Regulations*) is modified to provide that the front and side yard requirements for nonresidential uses in the PUD are as established in Exhibit E (*Site Development Regulations*).
- (6) Subsection (I)(5) of Section 25-2-411 (*Planned Unit Development District Regulations*) is modified to delete the requirement that the number of curb cuts and driveways be shown on the land use plan.
- (7) Section 25-2-423 (*Rezoning If Development Applications Expire Or Are Not Approved*) is modified to provide that the Director of the

Neighborhood Planning and Zoning Department may request that Council initiate a rezoning only if a preliminary plan or site plan for a portion of the property is not approved on or before August 26, 2007.

- (8) This subsection applies to compatibility standards within the PUD.
 - (a) Except as provided in this subsection, Chapter 25-2, Article 10 (*Compatibility Standards*) does not apply within the PUD.
 - (b) Notwithstanding Subsection (8) (a), development outside of the PUD triggers the compatibility standards of Chapter 25-2, Article 10 (*Compatibility Standards*) for development within the PUD.
 - (c) The compatibility standards in Subsections (A), (B), (C), and (D) of Section 25-3-86 (*Compatibility Standards*) apply to development within the PUD.
- (9) Subsections (K)(1) and (2) of Section 25-2-411 (*Planned Unit Development District Regulations*) are modified to provide that the open space requirement for the PUD is as established in Exhibit F (*Density Table*).

(B) Site Development.

- (1) Site development regulations applicable to each land use area are established in Exhibits E (*Site Development Regulations*) and F (*Density Table*).
- (2) Development of the Property is subject to the Mueller PUD Criteria Manual adopted in accordance with Chapter 1-2 (*Adoption of Rules*).
- (3) At the time an application for approval of a site plan is submitted for development of any portion of the PUD, an IPM plan shall be submitted to the Watershed Protection and Development Review Department for review and approval. The IPM plan shall comply with the guidelines in Section 1.6.9.2 (D) and (E) of the Environmental Criteria Manual.
- (4) Subsection (98) of Section 25-1-21 (*Definitions*) is modified to provide that the Director of the Watershed Protection and Development Review Department may allow a site to cross a public alley if the uses on the site and the lot sizes on the site are similar.

- (5) Subsection (B) of Section 25-5-21 is modified to provide that the director may approve development phasing if the date proposed for beginning construction on the final phase is not more than seven years after the approval date for the site plan. Planning Commission approval is required for development phasing if the date proposed for beginning construction of a phase is more than seven years after the approval date of the site plan.
 - (6) Subsection (B) of Section 25-5-81 (*Site Plan Expiration*) is modified to provide that a site plan for development in the PUD expires seven years after the date of its approval.
- (C) Landscaping.
- (1) Subsection (B) of Section 25-2-1003 (*General Requirements*) is modified to provide that a street yard 1,000 square feet or less in size is not required to be landscaped.
 - (2) Subsection (F) of Section 25-2-1005 (*Trees*) is modified to provide that a newly planted tree must be located in a landscaped area that is at least six and one half feet wide as measured from back of the curb.
 - (3) Subsections (A)(1) and (A)(2) of Section 25-2-1006 (*Visual Screening*) are modified to provide that only the structural components of a water quality control or stormwater drainage facility must be screened as required by Section 25-2-1006(A) and that water quality control facilities and stormwater drainage facilities that serve as amenities do not require screening.
 - (4) Subsection (C) of Section 25-2-1006 (*Visual Screening*) does not apply to development within the PUD.
 - (5) Section 25-2-1007 (*Parking Lots*) is modified to provide that a parking area with 12 motor vehicle parking spaces or less is not required to have landscaped islands, peninsulas, or medians.
- (D) Subdivision.
- (1) Section 25-4-61 (*Changes to an Approved Preliminary Plan*) is amended to provide that, except as otherwise provided in this section, an amendment to an approved preliminary plan shall be submitted and

reviewed as a minor revision. An amendment that meets the criteria of a minor deviation shall be reviewed as a minor deviation.

- (2) Subsection (2) of Section 25-4-62 (*Expiration of Approved Preliminary Plan*) is modified to provide that an approved preliminary plan covering land in the PUD expires 15 years after the date the application for its approval is filed.
- (3) Section 25-4-153 (*Block Length*) is modified to provide that the block length of an open space block that is adjacent and parallel to a right-of-way is not limited.
- (4) Section 25-4-171 (*Access to Lots*) is modified to provide that a lot that fronts on a common courtyard or access lot and that abuts an alley is not required to abut a dedicated public street.
- (5) Parkland.
 - (a) Section 25-4-212 (*Dedication of Parkland Required*) is modified to provide that approximately 68 acres of the PUD area as identified on Exhibit C (*Land Use Plan*) shall be dedicated to the City as parkland. Except as otherwise provided in this section, each parcel shall be dedicated on or before the 10-year anniversary of the date on which the City transfers the parcel to the Master Developer. The Director of the Parks and Recreation Department may extend the dedication date by up to five years for good cause.
 - (b) The infrastructure identified on Exhibit G (*Park Plan*) shall be constructed before a parcel is dedicated to the City. The Director of the Parks and Recreation Department must approve plans before construction commences.

(E) Transportation.

- (1) Subsection (A) of Section 25-6-2 (*Driveway Approaches Described*) is modified to provide that a type 1 driveway approach is a concrete driveway approach that provides access from a roadway to property on which a yard house, row house, shop house, or Mueller House with a driveway that serves four or fewer parking spaces is located.
- (2) Subsection (B) of Section 25-6-2 (*Driveway Approaches Described*) is modified to provide that a type 2 driveway approach is a concrete

driveway approach that provides access from a roadway other than a principal roadway to property used for a purpose other than a yard house, row house, shop house, or Mueller House with a driveway that serves four or fewer parking spaces.

- (3) The following Code provisions do not apply to development within the PUD:
 - (a) Section 25-6-116 (*Desirable Operating Levels for Certain Streets*);
 - (b) Subsection (D)(1) of Section 25-6-117 (*Waiver Authorized*);
 - (c) Subsection (B) of Section 25-6-141 (*Action on Application*);
 - (d) Section 25-6-173 (*Collector Streets*); and
 - (e) Section 25-6-172 (*Arterial Streets*).
- (4) Section 25-6-171 (*Standards for Design and Construction*) is modified to provide that a roadway must be designed and constructed in accordance with Exhibit H (*Street Cross Section Table*). The director may approve the use of an innovative roadway design that is not listed on Exhibit H.
- (5) Subsection C of Section 25-6-292 (*Design and Construction Standards*) is modified to provide that direct vehicular access from a lot to an alley is permitted and preferred.
- (6) Section 25-6, Article 7 (*Off-Street Parking*) and Section 25-6, Appendix A (*Tables of Off-Street Parking and Loading Requirements*) do not apply in the PUD. Development in the PUD shall comply with Exhibit I (*Off-Street Parking Regulations and Ratios*).
- (7) A site plan or building permit for the Property may not be approved, released, or issued, if the completed development or uses of the Property, considered cumulatively with all existing or previously authorized development and uses, generate traffic that exceeds the total traffic generation for the Property as specified in that certain Traffic Impact Analysis ("TIA") prepared by WHM Transportation Engineering, dated March 3, 2004, or as amended and approved by the Director of the Watershed Protection and Development Review Department. All development on the Property is subject to the recommendations

contained in the memorandum from the Transportation Review Section of the Watershed Protection and Development Review Department, dated May 17, 2004. The TIA shall be kept on file at the Watershed Protection and Development Review Department.

(F) Drainage and Environment.

Section 25-7-153 (*Maintenance of Certain Detention Basins and Appurtenances*) and Section 25-8-231 (*Water Quality Control Maintenance and Inspection*) are modified to provide that a detention basin or water quality control facility located in an open space land use area that has been dedicated to the City shall be maintained by the Master Developer.

(G) Signs.

- (1) Subsection (B)(7) of Section 25-10-23 (*Hazardous Signs Described and Prohibited*) is modified to provide that a person may not install, maintain, or use a sign that has less than nine feet of clearance and that is located within the sight safety triangle established in Figure 6-6 of the Transportation Criteria Manual.
- (2) Section 25-10-81 (*Sign Districts Described; Hierarchy Established*) is modified to provide that the PUD is divided in the sign districts shown on Exhibit J (*Sign Districts*).
- (3) Section 25-10-123 (*Expressway Corridor Sign District Regulations*) is modified to provide that:
 - (a) Employment Center 1 (EC-1) in the Expressway Corridor is considered one site for the purpose of signage;
 - (b) Employment Center 1 (EC-1) in the Commercial Sign district (except the Seton area) is considered one site for the purpose of signage; and
 - (c) in EC-1, one freestanding sign is permitted for each 250 feet of street frontage.
- (4) Section 25-10-130 (*Commercial Sign District Regulations*) is modified to provide that:
 - (a) in the Town Center, each tenant may have a wall sign that is a projecting sign;

- (b) Employment Center 2 (EC-2) is considered one site for the purpose of signage;
 - (c) the Town Center is considered one site for the purpose of signage;
 - (d) in EC-2 and the Town Center, one freestanding sign is permitted for each 250 feet of street frontage; and
 - (e) a projecting sign described in Subsection (4) (a) must comply with Subsection (D) of Section 25-10-129 (*Downtown Sign District Regulations*).
- (5) Subsection (D) of Section 25-10-191 (*Sign Setback Requirements*) is modified to provide that a sign support more than 24 inches and not more than 36 inches in diameter must be set back so that it is not located within the sight safety triangle as established in Figure 6-6 of the Transportation Criteria Manual.
- (6) Subsection (E) of Section 25-10-191 (*Sign Setback Requirements*) is modified to provide that a sign support more than 36 inches in diameter must be set back so that it is not located within the sight safety triangle as established in Figure 6-6 of the Transportation Criteria Manual.
- (7) Subsection (F) of Section 25-10-191 (*Sign Setback Requirements*) is modified to provide that a sign is permitted within 12 feet of a street right-of-way if the sign is not located within the sight safety triangle as established in Figure 6-6 of the Transportation Criteria Manual.

PART 7. Chapter 3151 (*Preservation of View of the State Capitol*) of the Texas Government Code exempts the construction, redevelopment, or improvement of the Robert Mueller Airport under a redevelopment and reuse plan adopted by the City from requirements of the chapter. In accordance with the Government Code, Sections 25-2-162 (*Capitol View Corridor Overlay District*) and 25-2-642 (*Capitol View Corridor Overlay District Regulations*) are modified to provide that the requirements of the corridor do not apply within the PUD.

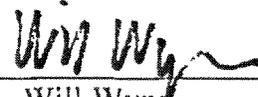
PART 8. The City staff is directed to prepare and adopt, on an emergency basis, a Mueller PUD Criteria Manual to implement the provisions of this ordinance.

PART 9. This ordinance takes effect on September 6, 2004.

PASSED AND APPROVED

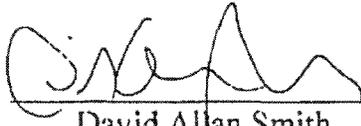
August 26, 2004

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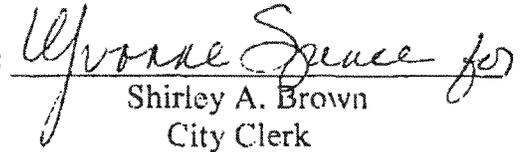
Will Wynn
Mayor

APPROVED:



David Allan Smith
City Attorney

ATTEST:



Shirley A. Brown
City Clerk

**ROBERT MUELLER MUNICIPAL AIRPORT
(RMMA)**

METES AND BOUNDS DESCRIPTION ,

&

SURVEY

1. For the purpose of identifying the area to be zoned by this application, use the 712.74 acre description minus the 13.94 acre description.

DESCRIPTION

DESCRIPTION OF 712.74 ACRES OF LAND, MORE OR LESS, OUT OF THE JAMES P. WALLACE SURVEY, THOMAS HAWKINS SURVEY, JOSEPH BURLESON SURVEY, A.B. SPEAR SURVEY, HENRY WARNELL SURVEY, AND J.C. HARRELSON SURVEY IN AUSTIN, TRAVIS COUNTY, TEXAS, SAME BEING OUT OF THE FOLLOWING TRACTS OF LAND DESCRIBED TO THE CITY OF AUSTIN IN THE FOLLOWING NINETY VOLUMES AND PAGES OF RECORD IN THE DEED RECORDS OF TRAVIS COUNTY, TEXAS:

428/242, 428/244, 428/245, 430/201, 621/031, 651/526,
665/095, 668/396, 680/257, 681/293, 682/289, 694/149,
2206/347, 776/621, 842/485, 2773/008, 2884/466, 3245/1776,
1826/447, 3707/1198, 2992/2154, 3050/2334, 3138/2341, 3062/1936,
2464/555, 2464/558, 3154/2186, 3380/480, 3154/2198, 3261/1612,
2889/283, 2675/332, 2971/1759, 3621/1981, 2988/2331, 3107/567,
3107/569, 3097/1578, 3241/1720, 2968/1899, 2982/807, 2884/462,
2884/469, 2940/2385, 3063/510, 2992/2172, 3948/320, 3972/205,
3808/370, 2376/157, 2683/579, 1111/053, 2012/421, 1947/078,
1964/397, 1950/094, 1946/385, 1949/332, 1872/131, 1994/238,
1959/430, 2054/266, 2171/381, 2178/344, 2692/463, 3330/1266,
2172/123, 3744/035, 1823/097, 1688/023, 1698/280, 1707/310,
1698/382, 1700/301, 2539/103, 1714/171, 1714/156, 1714/167,
1714/164, 1699/163, 2394/263, 2388/303, 1714/505, 1814/174,
2388/268, 2171/358, 2927/065, 2211/314, 2518/288, 3637/1979,
AND OUT OF THOSE PORTIONS OF STREETS VACATED IN ORDINANCE NUMBERS 570502-B OLD MANOR ROAD, 570509-B KLEBERG LANE, 580410-D OLD MANOR ROAD, 610105-A OLD MANOR ROAD AND NOLEN STREET, 690918-E OLD E. 51ST STREET(VOLUME 3758 PAGE 1317), 880414-E LOVELL DRIVE, WARWICK DRIVE, AND OLD MANOR ROAD (VOLUME 10942 PAGE 1004), AND 791011-K LOVELL DRIVE (VOLUME 6776 PAGE 2043), FILE NO. V 15-1512, NOLEN STREET, BY THE CITY COUNCIL OF THE CITY OF AUSTIN, AND OUT OF A PORTION OF LOVELL LANE, WARWICK

DRIVE, AND NOLEN STREET, AND OUT OF A PORTION OF LOTS 20 THROUGH 39, RIDGETOP GARDENS, A SUBDIVISION OF RECORD IN BOOK 3, PAGE 50, OF LOTS 1 AND 2, RIDGETOP GARDENS 26, OF RECORD IN BOOK 9, PAGE 168, OF LOTS R AND C.A.P., RESUBDIVISION OF WEST HALF OF LOT 31 AND EAST 82.50 FEET OF LOT 30, RIDGETOP GARDENS, OF RECORD IN BOOK 9 PAGE 10, OF LOTS 32A AND 32B, RESUBDIVISION OF EAST HALF OF LOT 32, RIDGETOP GARDENS, OF RECORD IN BOOK 9, PAGE 98, OF LOTS 1 THROUGH 8, S.R. NOLEN SUBDIVISION, OF RECORD IN BOOK 3, PAGE 144, OF THE REMAINDER OF BLOCKS A AND E AND ALL OF BLOCK D, DEVONSHIRE PARK, A SUBDIVISION OF RECORD IN BOOK 6, PAGE 128, OF LOTS 1 THROUGH 5, BLOCK A, LOTS 1 THROUGH 3, BLOCK B, AND LOTS 1 THROUGH 8, BLOCK F, DEVONSHIRE PARK SECTION ONE RESUBDIVISION, OF RECORD IN BOOK 9, PAGE 40, AND OF LOTS 1 THROUGH 5, BLOCK C AND LOTS 23 AND 24, BLOCK F, DEVONSHIRE PARK SECTION TWO, OF RECORD IN BOOK 14, PAGE 56, ALL OF THE PLAT RECORDS OF TRAVIS COUNTY, TEXAS; SAID 712.74 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a 1" square head galvanized bolt found at the north corner of this tract, same being the point of intersection of the southwest line of E. 51st Street and the southeast line of Interstate Highway 35, same also being in a southwest line of that tract described in a deed to the State of Texas, of record in Volume 4768, Page 714, Deed Records, Travis County, Texas, said point of beginning having Texas State Plane Coordinate (Texas Central Zone, NAD83(93)(HARN), U.S. Feet, Combined Scale Factor 0.999931), grid coordinate values of N= 10085780.592, E= 3124483.430, and surface coordinate values of N= 10086476.559, E= 3124699.034;

THENCE, with the northeast line of this tract and the existing southwest line of E. 51st Street, and the southwest line of said State of Texas tract, the following two courses numbered 1 through 2:

1. crossing said City of Austin tracts in Volume 2884 Page 466, Volume 3637 Page 1979, Volume 3707 Page 1198, and Volume 2773 Page 8, with a curve to the left,

whose arc is 180.66 feet, radius is 1213.92 feet, and intersection angle is $08^{\circ}31'38''$, the chord of which bears $S67^{\circ}24'07''E$ 180.50 feet to a 1/2" square head galvanized bolt found, from which point a 1" iron pipe found bears $N61^{\circ}13'18''E$ 1.12 feet;

2. crossing said City of Austin tracts in Volume 2992 Page 2154 and Volume 3050 Page 2334, with a curve to the right, a radius of 588.56 feet and an intersection angle of $9^{\circ}08'17''$, an arc distance of 93.87 feet, the chord of which bears $S67^{\circ}14'54''E$ 93.77 feet to a 1/2" iron rod set with a plastic cap at the east corner of said State of Texas tract, same being a point ninety feet south of the south line of the northern block of lots in said Ridgetop Gardens, same also being a point forty feet south of the southwest line of Airport Road, a fifty foot wide road described in a deed from W.T. Caswell to Travis County, Texas, of record in Volume 286 Page 40, Deed Records, Travis County, Texas, said roadway now being known as E. 51st Street and being occupied and monumented on the ground as a ninety foot wide road, from which point a 1/2" iron rod found bears $N26^{\circ}26'09''E$ 6.95 feet, and from which 1/2" iron rod set with a plastic cap another 1/2" iron rod found in the northeast line of E. 51st Street bears $N25^{\circ}50'27''E$ 88.17 feet;
3. THENCE, with the northeast line of this tract and the existing southwest line of E. 51st Street, a ninety foot wide road as occupied and monumented on the ground, said line being ninety feet south of and parallel with the south line of the north block of said Ridgetop Gardens and the north line of said Airport Road in Volume 286 Page 40, crossing said City of Austin tracts in Volume 3138 Page 2341, Volume 3062 Page 1936, Volume 3808 Page 370, Volume 2773 Page 8, Volume 2464 Page 555, Volume 2464 Page 558, Volume 3154 Page 2186, Volume 3380 Page 480, Volume 3154 Page 2198, Volume 3261 Page 1612, Volume 2889 Page 283, Volume 2675 Page 332, Volume 2988 Page 2331, Volume 3621 Page 1981, Volume 2971 Page 1759, Volume 3107 Page 569, Volume 3107 Page 567, Volume 3097 Page 1578, Volume 3241 Page 1720, Volume 3948 Page 320, Volume 2968 Page 1899, Volume 3972 Page 205, Volume 2884 Page 462, Volume 2884 Page 469, Volume 2940 Page 2385, Volume 3063 Page 510, and Volume 2992 Page 2172, $S62^{\circ}28'52''E$ at 134.82 feet passing $S27^{\circ}31'08''W$ 90.00 feet of a 1/2" iron pipe found in the north line of E. 51st Street, at 1283.33 feet passing $S27^{\circ}31'08''W$ 90.00 feet of a 1" iron pipe found in the north line

of E. 51st Street, in all a total of **2665.70 feet** to a 1/2" iron rod set with a plastic cap, from which point a 1/2" iron rod found bears **N13°00'18"E 8.37 feet**;

THENCE, with the irregular northeast line of this tract and the existing southwest line of E. 51st Street, a ninety foot wide road as occupied and monumented on the ground, the following nine courses numbered 4 through 12:

4. crossing said City of Austin tract in Volume 621 Page 31, with a curve to the left, whose arc is 184.71 feet, radius is 1702.35 feet and intersection angle is **6°13'00"**, the chord of which bears **S66°07'07"E 184.62 feet** to a 1/2" iron rod set with a plastic cap, from which point a 60d nail found bears **N21°18'26"E 4.94 feet**, and from which 1/2" iron rod set with a plastic cap a 1/2" iron rod found in the northeast line of E. 51st Street bears **N21°10'44"E 90.00 feet**;
5. crossing said City of Austin tract in Volume 621 Page 31, **S68°43'22"E 73.30 feet** to a 1" square head galvanized bolt found, from which point a 1/2" square head galvanized bolt found in the northeast line of E. 51st Street bears **N21°18'49"E 89.33 feet**;
6. crossing said City of Austin tract in Volume 621 Page 31, with a curve to the right, whose arc is 193.07 feet, radius is 1330.45 feet and intersection angle is **8°18'52"**, the chord of which bears **S64°32'56"E 192.90 feet** to a 1/2" iron rod found;
7. crossing said City of Austin tract in Volume 621 Page 31, **S60°20'26"E 147.97 feet** to a 1/2" iron rod found;
8. crossing said City of Austin tract in Volume 621 Page 31, with a curve to the right, whose arc is 406.60 feet, radius is 910.36 feet and intersection angle is **25°35'26"**, the chord of which bears **S47°40'24"E 403.23 feet** to a 1/2" iron rod found;

9. crossing said City of Austin tract in Volume 621 Page 31, S34°54'27"E 106.67 feet to a 1/2" iron rod found;
10. crossing said City of Austin tracts in Volume 621 Page 31 and Volume 428 Page 245, with a curve to the left, whose arc is 554.12 feet, radius is 1000.23 feet, and intersection angle is 31°44'29", the chord of which bears S50°43'15"E 547.06 feet to a 1/2" iron rod found;
11. crossing said City of Austin tract in Volume 428 Page 245, S66°37'37"E 366.27 feet to a 1/2" iron rod found; and
12. crossing said City of Austin tract in Volume 428 Page 245, with a curve to the left, whose arc is 345.30 feet, radius is 1477.39 feet, and intersection angle is 13°23'28", the chord of which bears S73°16'55"E at 342.13 feet passing a 1/2" iron rod found at the west corner of that portion of Old E. 51st Street vacated by City of Austin Ordinance No. 810129-K, of record in Volume 7344 Page 249, Deed Records, Travis County, Texas, in all a total of 344.51 feet to a 1/2" iron rod found with a cap at the west corner of Lot 1, FVMF Addition, a subdivision of record in Volume 80, Page 209, Plat Records, Travis County, Texas, from which point a 1" square head galvanized bolt found in the southwest line of E. 51st Street bears S84°46'30"E 243.88 feet;
13. THENCE, with the northeast line of this tract and the southwest line of said Lot 1, crossing said vacated Old E. 51st Street, S62°29'38"E at 10.43 feet passing 0.50 of one foot north of a 1/2" iron rod found, at 274.37 feet passing 0.20 of one foot north of a 1/2" iron rod found, at 307.48 feet passing 0.20 of one foot south of a 3/4" iron rod found, at 318.89 feet passing 0.16 of one foot north of a 1/2" iron rod found, at 986.35 feet passing a boat spike found, in all a total distance of 1001.07 feet to a cotton spindle found at the south corner of said Lot 1;

THENCE, with the northeast line of this tract and the southeast line of said Lot 1, the following two courses numbered 14 through 15:

14. N27°30'22"E 50.00 feet to a 1/2" iron rod found with a plastic cap; and
15. with the northwest line of said City of Austin tract in Volume 2376 Page 157, N22°59'00"E at 212.09 feet passing a 1/2" iron rod found with a cap, in all a distance of 419.51 feet to a brass cap in a concrete monument found in the existing southwest line of E. 51st Street, a ninety foot road as occupied and monumented on the ground;
16. THENCE, with the northeast line of this tract and the existing southwest line of E. 51st Street, a ninety foot road as occupied and monumented on the ground, in part crossing said City of Austin tract in Volume 2376 Page 157, and in part crossing said City of Austin tract in Volume 1832 Page 97, with a curve to the right, whose arc is 314.29 feet, radius is 852.39 feet, and intersection angle is 21°07'33", the chord of which bears S74°47'47"E 312.51 feet to a 1/2" iron rod set with a plastic cap in the northwest line of Lot 1A, of the Resubdivision of Lot 62, Manor Hills, Section 8, a subdivision in the City of Austin of record in Book 17, Page 98, Plat Records, Travis County, Texas, from which point a 1/2" iron rod found at the north corner of said Lot 1A bears N27°30'28"E 5.00 feet;

THENCE, with the northeast line of this tract, the following two courses numbered 17 through 18:

17. with the northwest line of said Lot 1A, S27°30'28"W 25.31 feet to a 1/2" iron rod found; and
18. with the northwest line of said Lot 1A and continuing with the northwest line of Lot 8A, of said Resubdivision of Lot 62, Manor Hills, Section 8, S23°04'23"W 188.55 feet to a 5/8" iron pipe found at the west corner of said Lot 8A;

THENCE, with the northeast line of this tract and the southwest line of said Lot 8A, the following four courses numbered 19 through 22:

19. S39°44'32"E 91.31 feet to a 1/2" iron rod set with a plastic cap;
20. S25°32'32"E 77.82 feet to a cross in concrete set;
21. S38°47'32"E 175.06 feet to a 1/2" iron rod found; and
22. S58°36'11"E 135.00 feet to a pk nail set at the south corner of said Lot 8A, in the northwest line of Old Manor Road, from which a 1/2" iron rod found in the northwest line of Old Manor Road and the southeast line of said Lot 8A bears N65°59'56"E 29.13 feet;

THENCE, with the irregular southeast line of this tract and the northwest line of Old Manor Road, the following three courses numbered 23 through 25:

23. with a curve to the left, whose arc is 187.82 feet, radius is 2250.00 feet, and intersection angle is 4°46'58", the chord of which bears S51°34'00"W 187.77 feet to a 1/2" iron rod found with a plastic cap;
24. with a curve to the left, whose arc is 60.24 feet, radius is 2250.00 feet, and intersection angle is 1°32'03", the chord of which bears S48°14'43"W 60.24 feet to a 1/2" iron rod found with a plastic cap; and
25. with the southeast line of said City of Austin tract in Volume 2683 Page 579, continuing with the southeast line of said portion of Old E. 51st Street vacated by Ordinance No. 690918-E, and continuing with the southeast line of said City of Austin tract in Volume 3744 Page 35, S47°28'30"W at 404.98 feet passing a 5/8" iron rod found with a tag at the north corner of that portion of Old Manor Road vacated in Ordinance No. 880414-D, of record in said Volume 10942, Page 997 and a north corner of that tract quitclaimed by the City of Austin to the State of Texas in a deed of record in Document No. 2000151986, Real Property Records, Travis County, Texas, from which point a 5/8" iron rod found bears S43°30'04"E 81.01 feet, and continuing with the northwest line of said

portion of Old Manor Road vacated in Volume 10942, Page 997, and of said State of Texas tract, in all a total distance of **538.97 feet** to 1/2" iron rod found at the south corner of said City of Austin tract in Volume 3744 Page 35, same being an interior ell corner of State of Texas tract;

THENCE, with an irregular southeast line of this tract, the following seven courses numbered 26 through 32:

26. with the southwest line of said City of Austin tract in Volume 3744 Page 35 and the northeast line of said State of Texas tract, **N42°51'31"W** at 304.10 feet passing a 1/2" iron rod found with a plastic cap at the west corner of said City of Austin tract in Volume 3744 Page 35 and the north corner of said State of Texas tract, same being the east corner of that tract described in a deed to the State of Texas, of record in Document No. 2000151989, Official Public Records, Travis County, Texas, and continuing with the northeast line of said State of Texas tract in Document No. 2000151989, in all a total distance of **319.99 feet** to a 5/8" iron rod found with a tag at an interior ell corner of this tract, same being the north corner of said State of Texas tract in Document No. 2000151989;
27. with the northwest line of said State of Texas tract in Document No. 2000151989, **S47°11'51"W** **223.28 feet** to a 5/8" iron rod found with a tag at an interior ell corner of this tract, same being the west corner of said State of Texas tract in Document No. 2000151989;
28. with the southwest line of said State of Texas tract in Document No. 2000151989, **S42°51'00"E** **99.15 feet** to a pk nail found at the south corner of said State of Texas tract in Document No. 2000151989, same being in the southeast line of said City of Austin tract in Volume 428 Page 245, and the northwest line of said State of Texas tract in Document No. 2000151986;
29. with the southeast line of said City of Austin tract in Volume 428 Page 245 and the northwest line of said State of Texas tract in Document No. 2000151986, **S26°33'20"W** at 370.36 feet passing a cross found in concrete, in all a total of **396.49 feet** to a punch hole found in concrete at an angle point in the southeast

line of said City of Austin tract and the northwest line of said State of Texas tract in Document No. 2000151986;

30. with the southeast line of said City of Austin tract and the northwest line of said State of Texas tract in Document No. 2000151986, **S57°42'29"E 41.78 feet** to a 3/8" iron pipe found; and
31. with the southeast line of said City of Austin tract in Volume 428 Page 245 and the northwest line of said State of Texas tract in Document No. 2000151986, **S28°33'02"W 127.11 feet** to a 1/2" iron rod found at an angle point in the northwest line of said State of Texas tract in Document No. 2000151986, same also being in the northwest line of said vacated portion of Old Manor Road; and
32. with the southeast line of said City of Austin tract in Volume 428 Page 245 and the northwest line of said vacated portion of Old Manor Road and of said State of Texas tract in Document No. 2000151986, **S47°23'12"W 104.60 feet** to a 1/2" iron rod found at the west corner of said State of Texas tract in Document No. 2000151986 and of said vacated portion of Old Manor Road, same being the north corner of that portion of Old Manor Road vacated by City of Austin Ordinance No. 880414-E, of record in Volume 10942, Page 1004, Real Property Records, Travis County, Texas;
33. THENCE, with a northeast line of this tract and of said vacated portion of Old Manor Road in Volume 10942, Page 1004, and the southwest line of said State of Texas tract in Document No. 2000151986 and of said vacated portion of Old Manor Road in Volume 10942, Page 997, **S74°23'59"E 112.05 feet** to a 1/2" iron rod found in concrete at the northeast corner of said vacated portion of Old Manor Road in Volume 10942, Page 1004, and the southeast corner of vacated portion of Old Manor Road in Volume 10942, Page 997, same being the northwest corner of Lot 1, Block A, Devonshire Park Section One Resubdivision, a subdivision of record in Book 9, Page 40, Plat Records, Travis County, Texas;

THENCE, with an irregular northeast line of this tract, the following courses numbered 34 through 40:

34. with the northeast line of said City of Austin tract in Volume 2539, Page 103 and of said Block A, and the southwest line of said State of Texas tract in Document No. 2000151986, **S62°09'12"E 271.80 feet** to a 5/8" iron rod found with a tag at the northwest corner of that 0.293 acre tract described in a deed to the State of Texas, of record in Document No. 2000151987, Official Public Records, Travis County, Texas;
35. with the west line of said 0.293 acre tract, crossing said City of Austin tract in Volume 2539, Page 103, and said Block A, and continuing across that portion of Warwick Drive vacated in said Volume 10942, Page 1004, **S02°54'55"E 183.39 feet** to a cotton spindle with tag found at the southwest corner of said 0.293 acre tract;
36. with the south line of said 0.293 acre tract, crossing said City of Austin Tract in Volume 2539, Page 103, and Block B of said Devonshire Park Section One, **N87°04'57"E 53.72 feet** to a cotton spindle with tag found at an angle point;
37. with the south line of said 0.293 acre tract, crossing said City of Austin tract in Volume 2539, Page 103, and said Block B, with a curve to the right, whose arc is 26.29 feet, radius is 660.00 feet, and the intersection angle is 2°16'57", the chord of which bears **N88°10'51"E 26.29 feet** to a cotton spindle with tag found at the southeast corner of said 0.293 acre tract. same being the southwest corner of that 0.349 acre tract described in said State of Texas deed in Document No. 2000151987;
38. with the south line of said 0.349 of one acre tract, crossing said City of Austin tract in Volume 2539, Page 103, with a curve to the right, whose arc is 146.01 feet, radius is 660.00 feet, and intersection angle is 12°40'31", the chord of which bears **S84°20'06"E 145.71 feet** to a cross found in concrete at the southeast corner of said 0.349 of one acre tract, from which point a cotton spindle found bears **S71°49'01"W 25.02 feet**;
39. with the east line of said 0.349 of one acre tract, crossing said City of Austin tract in Volume 2539, Page 103, **N12°09'29"E 64.44 feet** to a 1/2" iron rod

found at the northeast corner of said 0.349 of one acre tract, in the north line of said City of Austin tract, same being the southeast corner of said State of Texas tract in Document No. 2000151986, same being the southwest corner of that tract described in a deed to the Carter Family Partnership, of record in Volume 11359 Page 163, Real Property Records, Travis County, Texas;

40. with the north line of said City of Austin tract in Volume 2539 Page 103, and the south line of said Carter tract, $S62^{\circ}21'20''E$ 940.56 feet to a 1/2" iron rod found at an exterior ell corner of this tract, at the northeast corner of said City of Austin tract and the southeast corner of said Carter tract, same being in the west line of Manor Road, same being the northwest corner of that tract described in a deed for street to the City of Austin, of record in Volume 1914 Page 474, Deed Records, Travis County, Texas;

THENCE, with the east and south and southeast lines of this tract and the west and north lines of Manor Road, as shown on City of Austin Section Map Numbers 360, 330, and 244, the following nine courses numbered 41 through 49:

41. with the east line of said City of Austin tract and the west line of said street tract, with a curve to the left, whose arc is 134.12 feet, radius is 757.02 feet and intersection angle is $10^{\circ}09'02''$, the chord of which bears $S03^{\circ}43'49''W$ 133.94 feet to a 1/2" iron rod set with a plastic cap;
42. in part with the east line of said City of Austin tract in Volume 2539 Page 103 and in part with the east line of Block C, Devonshire Park Section Two, a Subdivision of record in Book 14, Page 56, Plat Records, Travis County, Texas, in part with the east line of that portion of Lovell Drive vacated by City of Austin Ordinance No.791011-K, and in part with the east line of Block F of said subdivision, in part with the west line of said street tract, and in part crossing said City of Austin tract in Volume 1698 Page 382, $S01^{\circ}21'12''E$ 903.24 feet to a 1/2" iron rod set with a plastic cap, from which point a 1/2" iron rod found on the east side of Manor Road bears $N88^{\circ}40'12''E$ 80.00 feet;

43. in part crossing said City of Austin tracts in Volume 1698 Page 382, Volume 1814 Page 174, Volume 1714 Page 505 and Kleberg Lane as vacated in City of Austin Ordinance No. 570509-B, with a curve to the right, whose arc is 1481.97 feet, radius is 762.43 feet and intersection angle is $111^{\circ}22'08''$, the chord of which bears $S54^{\circ}20'59''W$ 1259.45 feet to a 1/2" iron rod set with a plastic cap;
44. crossing said City of Austin tract in Volume 1714 Page 505, $N69^{\circ}58'23''W$ 241.22 feet to a 1" square head galvanized bolt found, from which point a 1" iron rod found in the south line of Manor Road bears $S20^{\circ}00'06''W$ 79.06 feet;
45. crossing said City of Austin tract in Volume 1714 Page 505, with a curve to the left, whose arc is 1324.11 feet, radius is 1472.70 feet and intersection angle is $51^{\circ}30'54''$, the chord of which bears $S84^{\circ}17'42''W$ 1279.96 feet to a 1/2" iron rod found, from which point a 1/2" iron rod found in the south line of Manor Road bears $S31^{\circ}21'58''E$ 79.98 feet;
46. in part crossing said City of Austin tract in Volume 1714 Page 505, and with the southeast line of that portion of Old Manor Road vacated in City of Austin Ordinance No. 610105-A, and of said City of Austin tracts in Volume 2178 Page 344, Volume 2171 Page 381, Volume 2692 Page 463, and Volume 2927 Page 65, $S58^{\circ}32'03''W$ 1053.37 feet to a 1/2" iron rod found;
47. with the southeast line of said City of Austin tract in Volume 2927 Page 65, $S58^{\circ}39'53''W$ 54.14 feet to a 1/2" iron rod found, from which point a 1/2" iron rod found in the south line of Manor Road bears $S35^{\circ}29'04''E$ 80.29 feet;
48. with the southeast line of said City of Austin tract in Volume 2927 Page 65, $S49^{\circ}31'01''W$ 261.13 feet to a 1" square head galvanized bolt found; and
49. with the southeast line of said City of Austin tract in Volume 2927 Page 65, $S49^{\circ}28'18''W$ 72.03 feet to a 1/2" iron rod found at the point of intersection of the northwest line of Manor Road and the northeast line of Anchor Road;

THENCE, with the southwest line of this, the following two courses numbered 50 through 51:

50. with the northeast line of Anchor Lane and the southwest line of said City of Austin tracts in Volume 2927 Page 65 and Volume 2211 Page 314, **N63°09'44"W 1027.86 feet** to a hilti nail found; and
51. with the northeast line of Anchor Lane, and continuing with the northeast line of a City of Austin tract in Volume 2211 Page 317, Deed Records, Travis County, Texas and continuing with the northeast line of vacated E. 38th 1/2 Street, in Ordinance R, Page 249, by the City Council of City of Austin, same being the northeast line of Lot 1, Block E, Manor Hill, a subdivision of record in Book 6 Page 10, Plat Records, Travis County, Texas, said Lot 1 being described in a deed to Pascal Jeannin, of record in Document No. 2000077002, Official Public Records, Travis County, Texas, and continuing, the northeast line of Lot 2 of said Block E, said Lot 2 being described in a deed to Robert P. Stern and Airline Crossing, Inc., of record in Volume 12499 Page 1724, Real Property, Travis County, Texas, and with the southwest line of said City of Austin tracts in Volume 2211 Page 314 and Volume 682 Page 289, **N63°11'58"W** at 268.36 feet passing 0.41 of one foot south of a 1/2" iron rod found, at 291.99 feet passing 0.19 of one foot south of a 1/2" iron rod found, at 783.12 feet passing 0.24 of one foot north of a 1/2" iron pipe found, in all a total of **1049.66 feet** to a 1/2" iron rod found at the point of intersection of the northeast line of Anchor Road and the east line of Airport Boulevard;

THENCE, with the west line of this tract and the east line of Airport Boulevard, the following two courses numbered 52 through 53:

52. with the east line of said City of Austin tract in Volume 682 Page 289 and crossing said City of Austin tract in Volume 668 Page 396, **N07°42'43"W 1926.44 feet** to a 1/2" iron pipe found, from which point a 1" square head galvanized bolt found in the west line of Airport Boulevard bears **S82°16'51"W 161.80 feet**;

53. crossing said City of Austin tract in Volume 668 Page 396, with a curve to the left. whose arc is 1469.04 feet, radius is 1989.88 feet and intersection angle is $42^{\circ}17'57''$, the chord of which bears $N28^{\circ}56'55''W$ 1435.91 feet to a 1/2" iron pipe found at an exterior ell corner of this tract, same being the southeast corner Lot 4, Block N, Delwood Section Two, a subdivision of record in Book 4, Page 282, Plat Records, Travis County, Texas, and the southeast corner of that portion of said City of Austin tract in Volume 668 Page 396 described in a deed to James Bascom Giles, et ux, of record in Volume 773 Page 477, Deed Records, Travis County, Texas;

THENCE, with the irregular northwest line of this tract, crossing said City of Austin tract in Volume 668 Page 396, and with the northwest line of said City of Austin tract in Volume 776 Page 621, and the southeast line of Lots 4 through 12, of said Block N, the following two courses numbered 54 through 55:

54. $N27^{\circ}18'32''E$ 737.72 feet to a 1/2" iron rod set with a plastic cap; and
55. $N07^{\circ}18'29''W$ 6.34 feet to a 1/2" iron pipe found;

THENCE, with the irregular southwest line of this tract and of said City of Austin tract in Volume 842 Page 485, and the northeast line of Lots 13 and 14, of said Block N, the following two courses numbered 56 through 57:

56. $N32^{\circ}25'25''W$ 115.25 feet to a 1/2" iron pipe found; and
57. $N49^{\circ}28'41''W$ 102.02 feet to a 1/2" iron pipe found;
58. THENCE, with the southwest line of this tract and of said City of Austin tract in Volume 2206 Page 347, and the northeast line of Lots 20, 19, 18, 17, 16, and 15, of Block H, of said Delwood Section two, $N61^{\circ}29'40''W$ 332.59 feet to a 1/2" iron pipe found;

THENCE, with the irregular northwest line of this tract and of said City of Austin tract in Volume 2206 Page 347, and the southeast line of said Lots 12, 11, 10, 9, and 8, of said Block H, the following four courses numbered 59 through 62:

59. N44°18'34"E 112.31 feet to a 1/2" iron rod found;
 60. N30°44'12"E 87.52 feet to a 1/2" iron rod set with a plastic cap;
 61. N17°16'12"E 92.63 feet to a 1/2" iron rod set with a plastic cap; and
 62. S88°01'02"E 106.10 feet to a pk nail set;
63. THENCE, with the southwest line of tract and of said City of Austin tract in Volume 680 Page 257, and the northeast line of Lots 8, 7, 6, 5, 4, 3, 2, and 1, of said Block H and continuing with the northeast line of Lots 22, 21, 20, 19, 18, and 17, of Block G, of said Delwood Section Two, N39°56'52"W 1025.58 feet to a 60d nail found;
 64. THENCE, with the southwest line of this tract and of said City of Austin tract in Volume 665 Page 95, with the northeast line of Lots 17 and 16, of said Block G, and continuing with the northeast line of that tract described in a deed to the Christian Center Assembly of God, of record in Document No. 1999007751, Official Public Record, Travis County, Texas, N62°30'49"W 445.22 feet to a brass disk in a concrete monument found at the most westerly corner of this tract, same being in the irregular southeast line of Interstate Highway 35, at the south corner of said State of Texas tract in Volume 4768 Page 714;

THENCE, with the irregular northwest line of this tract and the southeast line of said State of Texas tract in Volume 4768 Page 714, the following five courses numbered 65 through 69:

65. crossing said City of Austin tract in Volume 665 Page 95, N27°49'52"E 122.57 feet to a 1-1/2" iron rod found;
66. crossing said City of Austin tract in Volume 665 Page 95, with a curve to the right, whose arc is 398.57 feet, radius is 5704.58 feet, and intersection angle is 4°00'11", the chord of which bears N29°49'54"E 398.49 feet to a 1" square head galvanized bolt found;
67. crossing said City of Austin tract in Volume 665 Page 95, N31°48'31"E 406.45 feet to a 1/2" iron rod set with a plastic cap;
68. crossing said City of Austin tracts in Volume 665 Page 95, Volume 3245 Page 1776, Volume 1826 Page 447, and Volume 2773 Page 8, with a curve to the right, whose arc is 510.22 feet, radius is 5704.58 feet, and intersection angle is 5°07'28", the chord of which bears N34°22'12"E 510.05 feet to a 1/2" iron rod set with a plastic cap; and
69. crossing said City of Austin tracts in Volume 2773 Page 8 and Volume 2884 Page 466, N70°44'18"E 201.25 feet to the POINT OF BEGINNING and containing 712.74 acres, more or less, within these metes and bounds.

The deed data for Delwood Section Two follows:

Block	Lot	Grantee	Document or Volume/Page
G	16	Toa, Ben A. & Anna Y. Chan	2000203753
G	17	Massey, Jacquelyn Aleta	4733/1528
G	18	Saltsman, Kelly O. & Holly Boyd	13159/580
G	19	Reed, Linda A.	9148/134
G	20	Embree, Alice	9413/984
G	21	Doss, Leslie Floyd	12303/364

G	22	Kieke, Harry E.	1890/465
H	1	Vincent, Katie Sara & Anna Homa	13223/1283
H	2	Raney, Paul K.	11515/23
H	3	Meyer, Paul R.	6248/933
H	4	Blocker, Charles R. Trust	12553/436
H	5	Broussard, John M.	7831/248
H	6	Sierra, Carlos & Kimberly	13340/1530
H	7	Vaughan, Sharon M.	1999077728
H	8	Williams, Rhea H.	1035/54
H	9	Embree, Alice	10722/1529
H	10	Smith, Sidney S.	2546/377
H	11	Heinrich, Albert J. Jr. & Sarah C.	11267/27
H	12	Lenoir, John D. & Teresa C.	1999077767
H	14	Lowry, David T. & Mary S.	12093/4225
H	15	Genco, Francis C.	13154/814
H	16	Medford, Victoria M.	11428/1351
H	17	Schmidt, Olaf P.	3863/2395
H	18	Long, Caren S.	12069/1682
H	19	Devellis, Kenneth B.	6132/1739
H	20	Roseman, Bradley H.	12009/1481
N	14	Levack, Christopher & Laura Tyn	2000055776
N	13	Pena, Florentino	4022/1404
N	12	Torres, Sofia & Guadalupe Garci	11829/76
N	11	Hill, Cecil Eugene	4953/258
N	10	Trundle, Mildred A.	4353/277
N	9	Kloepper, Keith P. & Mollie C.	67444/341
N	8	Rudder, Dennis & Randy G. Cochra	2000160149
N	7	Sweat, Kevin & Carmel	12966/3063
N	6	Lay, Alice L.	3783/1981
N	5	Hymes, James P.	11327/1047
N	4	Dunlap, John P. Mrs.	4134/1254

Bearing Basis Note

The bearings described herein are Texas State Plane Grid bearings (Texas Central Zone, NAD83(93)(HARN), Combined Scale Factor 0.999931). The reference points for this project are City of Austin concrete monuments with brass disks: RM02, having grid coordinate values of N = 10085666.152, E = 3124231.610, and surface coordinate values of N= 10086362.111, E= 312447.197 and RM01, having grid coordinate values of N = 10085003.051, E = 3123742.390, and surface coordinate values of N= 10085698.964, E= 3123957.943, having a grid bearing of S36°25'08"W, and a grid distance of 824.038 feet.

SURVEYED BY:
McGRAY & McGRAY LAND SURVEYORS, INC.
3301 Hancock Dr., Ste. 6
Austin, TX 78731 (512)451-8591



Judith J. McGray

6-12-2001

Judith J. McGray, Reg. Professional Land Surveyor No. 2093 Date

Note: This copy of this description is not valid unless an original signature through an original seal appears on its face. There is a plat and report to accompany this description.

De01-011

REFERENCES

TCAD 02-1413-04-02: 02-1415-03-04: 02-1512-05-01: 02-1514-01-01: 02-1515-01-19: 02-1517-01-01: 02-1616-01-01: 02-1617-08-10: 02-1713-01-01: 02-1714-01-01: 02-1715-01-01: 02-1813-01-01: 02-1817-02-01: 02-1912-02-09,-10: 02-1915-01-05: 02-1916-01-01: 02-2014-01-01,-05,-07,-08,-09,-10,-11,-12,-17,-18: 02-2113-01-01,-10,-11,-15,-16,-18,-19,-20,-21,-27,-28,-29

AUSTIN GRID L-25, K-25, L-24

EXHIBIT A

CITY OF AUSTIN
TO

(
13.94 ACRES
JOSEPH BURLESON SUVEY,
HENRY WARNELL SURVEY,
& A.B. SPEAR SURVEY
911 EMERGENCY MANAGEMENT CENTER
CIP #8931-747-6100
)

DESCRIPTION

DESCRIPTION OF 13.94 ACRES OF LAND OUT OF THE JOSEPH BURLESON SURVEY, THE HENRY WARNELL SURVEY, AND THE A.B. SPEAR SURVEY, IN AUSTIN, TRAVIS COUNTY, TEXAS, SAME BEING ALL OF THAT CERTAIN 3.73 ACRE TRACT DESCRIBED IN A FINAL JUDGEMENT TO THE CITY OF AUSTIN, DATED AUGUST 22, 1969, OF RECORD IN VOLUME 3744, PAGE 35, DEED RECORDS, TRAVIS COUNTY, TEXAS, A PORTION OF THAT CERTAIN 88.69 ACRE TRACT DESCRIBED IN A DEED TO THE CITY OF AUSTIN, DATED SEPTEMBER 13, 1928, OF RECORD IN VOLUME 428, PAGE 245, DEED RECORDS, TRAVIS COUNTY, TEXAS, A PORTION OF TWO 2 ACRE TRACTS DESCRIBED AS FIRST TRACT AND SECOND TRACT IN A WARRANTY DEED TO THE CITY OF AUSTIN, DATED OCTOBER 20, 1961, OF RECORD IN VOLUME 2376, PAGE 157, DEED RECORDS, TRAVIS COUNTY, TEXAS, A PORTION OF THAT CERTAIN 1.83 ACRE TRACT DESCRIBED IN A WARRANTY DEED TO THE CITY OF AUSTIN, DATED OCTOBER 30, 1963, OF RECORD IN VOLUME 2683, PAGE 579, DEED RECORDS, TRAVIS COUNTY, TEXAS, AND A PORTION OF THAT CERTAIN 12,130 SQUARE FOOT TRACT DESCRIBED IN A DEED TO THE CITY OF AUSTIN, DATED FEBRUARY 26, 1951, OF RECORD IN VOLUME 1111, PAGE 53, DEED RECORDS, TRAVIS COUNTY, TEXAS, AND ALL OF THAT PORTION OF OLD EAST 51st STREET VACATED BY THE CITY OF AUSTIN IN ORDINANCE NO. 690918-E, DATED

SEPTEMBER 18, 1969, OF RECORD IN VOLUME 3758, PAGE 1317, DEED RECORDS, TRAVIS COUNTY, TEXAS; SAID 13.94 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a 1/2" iron rod found at the south corner of said 3.73 acre tract, same being the east corner of that 2.71 acre tract described in a deed to the State of Texas, of record in Volume 7653, Page 204, Deed Records, Travis County, Texas, said point having Texas State Plane Coordinate (Texas Central Zone, NAD83(93)(HARN), U.S. Feet, Combined Scale Factor 0.99989), grid coordinate values of N = 10082058.193, E = 3130107.253, same being in the northwest line of that 1.97 acre portion of Old Manor Road vacated by City of Austin Ordinance No. 880414-D, of record in Volume 10942, Page 997, Real Property Records, Travis County, Texas, said 1.97 acre tract also being quitclaimed by the City of Austin to the State of Texas in a deed of record in Volume 10718, Page 1250, Real Property Records, Travis County, Texas, same also being an exterior ell corner of that 1.709 acre tract described in a deed to the Texas Public Finance Authority, of record in Volume 11768, Page 63, Real Property Records, Travis County, Texas;

THENCE, with the irregular southeast line of this tract, the following four courses:

1. with the southwest line of said 3.73 acre tract and the northeast line of said 2.71 acre tract, **N42°51'31"W** at 304.10 feet passing a 1/2" iron rod found with plastic cap at the west corner of said 3.73 acre tract and the north corner of said 2.71 acre tract, same being in the southeast line of said 88.69 acre tract, and continuing across said 88.69 acre tract, in all a total distance of **319.99** feet to a 5/8" iron rod found with a tag at an interior ell corner of this tract;
2. continuing to cross said 88.69 acre tract, **S47°11'51"W 223.28** feet to a 5/8" iron rod found with a tag at an interior ell corner of this tract;

3. continuing to cross said 88.69 acre tract, **S42°51'00"E 99.15 feet** to a pk nail found in the southeast line of said 88.69 acre tract and the northwest line of said 2.71 acre tract;
4. with the southeast line of said 88.69 acre tract and the northwest line of said 2.71 acre tract, **S26°33'20"W 370.36 feet** to a cross set in concrete at the south corner of this tract, from which point a punch hole found at an angle point in the southeast line of said 88.69 tract and the northwest line of said 2.71 acre tract bears **S26°33'20"W 26.13 feet**;

THENCE, with the southwest line of this tract, crossing said 88.69 acre tract, **N42°53'41"W 455.23 feet** to a 1/2" iron rod set with a plastic cap at the west corner of this tract, from which point a 5/8" iron rod found bears **S42°17'46"W 310.53 feet**;

THENCE, with the irregular northwest line of this tract, the following four courses:

1. crossing said 88.69 acre tract, **N42°17'46"E 959.94 feet** to a boat spike found at an exterior ell corner of this tract, same being in the northeast line of said 88.69 acre tract and in the southwest line of Lot 1, F.V.M.F. Addition, a subdivision of record in Book 80, Page 209, Plat Records, Travis County, Texas, same also being the southwest line of that portion of Old 51st Street vacated by City of Austin Ordinance No. S10129-K, of record in Volume 7344, Page 249, Deed Records, Travis County, Texas;
2. with the northeast line of said 88.69 acres and the southwest line of said Lot 1 and of said vacated portion of Old 51st Street, **S62°29'38"E 14.72 feet** to a cotton spindle set at an interior ell corner of this tract, same being the south corner of said vacated portion of Old 51st Street and the west corner of that portion of Old East 51st Street vacated in Volume 3758, Page 1317, Deed Records, Travis County, Texas;
3. crossing Old East 51st Street, with the northwest line of said portion of Old 51st Street vacated in Volume 3758, Page 1317, and the southeast line of said portion of Old 51st Street vacated in

Volume 7344, Page 249, same being the southeast line of said Lot 1, **N27°30'22"E 50.00 feet** to a 1/2" iron rod set with a plastic cap at the west corner of said 2 acre First Tract and the north corner of said portion of Old East 51st Street vacated in Volume 3758, Page 1317, and the east corner of said portion of Old East 51st Street vacated in Volume 7344, Page 249, same also being an exterior ell corner of that certain 103.247 acre tract described in a deed to the City of Austin, of record in Volume 1823, Page 97, Deed Records, Travis County, Texas; and

4. continuing with the northwest line of said 2 acre First Tract and the southeast line of said Lot 1 and of said 103.247 acre tract, **N22°59'00"E 212.09 feet** to a 1/2" iron rod set with a plastic cap at the north corner of this tract;

THENCE, with the northeast line of this tract, the following two courses:

1. crossing said 2 acre First Tract, **S64°40'42"E 132.31 feet** to a 1/2" iron rod set with a plastic cap at an angle point; and
2. crossing said 2 acre First Tract, said 2 acre Second Tract, said 1.83 acre tract, and said 12,130 square feet tract, **S35°04'37"E 603.91 feet** to a 1/2" iron rod set with a plastic cap at the east corner of this tract, same being in the curving southeast line of said 1.83 acre tract and the northwest line of Old Manor Road, said curve having a radius of 2250.00 feet and an intersection angle of 01°32'02";

THENCE, with the southeast line of this tract, the following two courses:

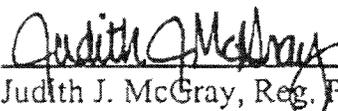
1. with the southeast line of said 1.83 acre tract, same being the northwest line of Old Manor Road, with said tangent curve to the left, an arc distance of 60.24 feet, the chord of which bears **S48°14'43"W 60.24 feet** to a 1/2" iron rod set with a plastic cap; and
2. with the southeast line of said 1.83 acre tract, continuing with the southeast line of said portion of Old 51st Street vacated in Volume 7344, Page 249, and continuing with the southeast line of said 3.73 acre tract, same being the northwest line of Old Manor Road, **S47°28'30"W** at 404.98 feet passing on line a 5/8" iron rod found

with a tag at the north corner of said portion of Old Manor Road vacated in Volume 10942, Page 997 and of said 1.97 acre State of Texas tract, from which point a 5/8" iron rod found bears S43°31'03"E 80.86 feet, and continuing with the northwest line of said portion of Old Manor Road vacated in Volume 10942, Page 997 and of said 1.97 acre State of Texas tract, in all a total distance of **538.96 feet** to the POINT OF BEGINNING and containing 13.94 acres within these metes and bounds.

Bearing Basis Note

The bearings described herein are Texas State Plane Grid bearings (Texas Central Zone, NAD83(93)(HARN), Combined Scale Factor 0.99989). The reference points for this project are TxDOT concrete monuments with brass disks: N2774020, having coordinate values of N = 10083684.743, E = 3128139.407 and A2274020, having coordinate values of N = 10083240.592, E = 3129135.887, having a grid bearing of S65°58'35"E, and a grid distance of 1090.983 feet.

SURVEYED BY: **McGRAY & McGRAY LAND SURVEYORS, INC.**
3301 Hancock Dr., Ste. 6
Austin, TX 78731 (512)451-8591

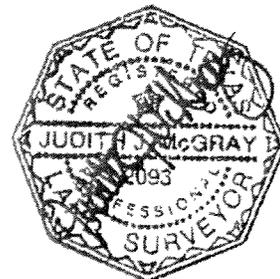


8-29-00

Judith J. McGray, Reg. Professional Land Surveyor No. 2093 Date

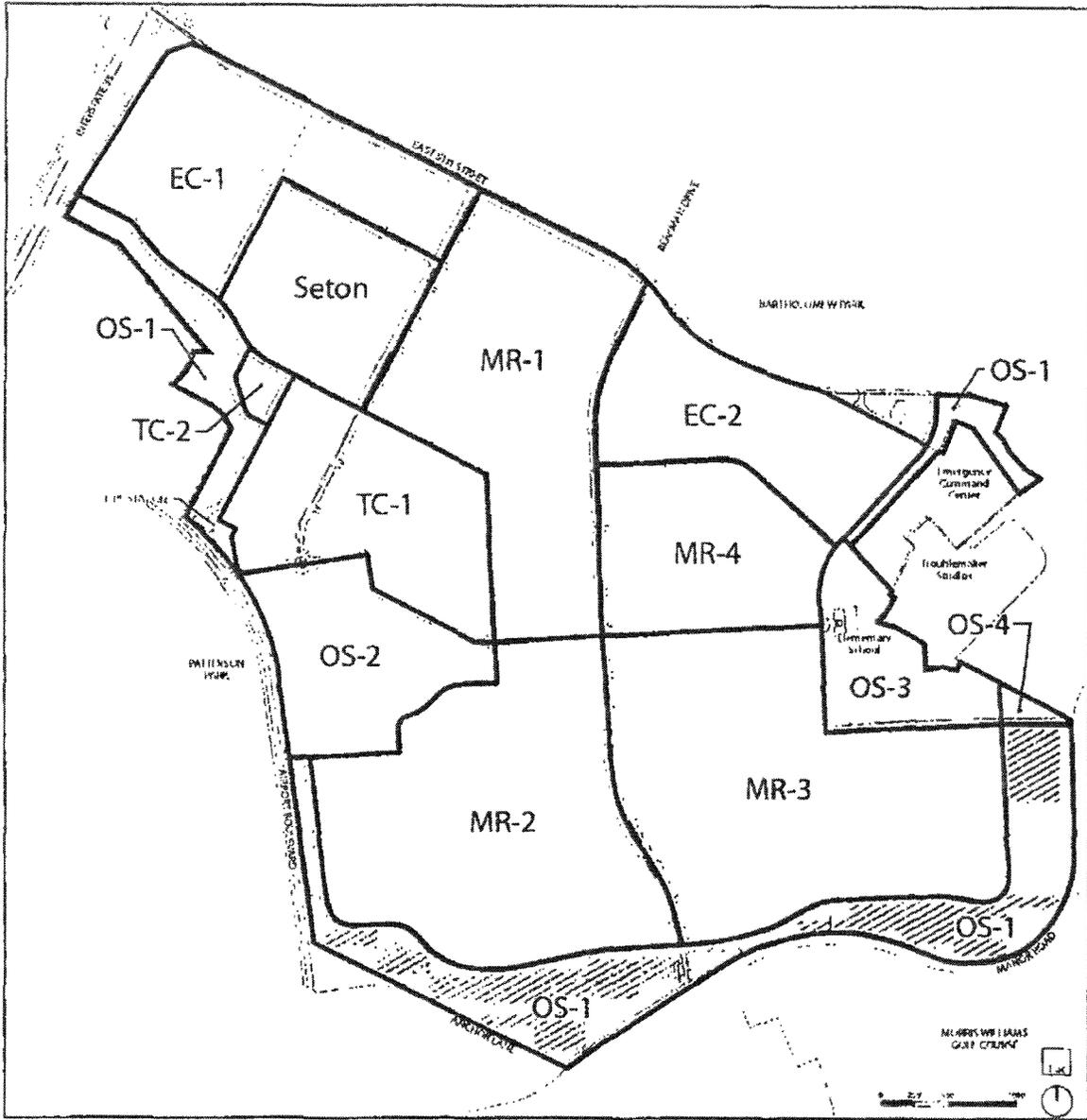
Note: This copy of this description is not valid unless an original signature through an original seal appears on its face. There is a plat to accompany this description. Dc00107-2

REFERENCES
TCAD 02-1817-0201
AUSTIN GRID L-25





 1" = 1000'	SUBJECT TRACT 	PLANNED UNIT DEVELOPMENT EXHIBIT B		CITY GRID REFERENCE NUMBER L24-25 K25
	PENDING CASE 	CASE #: C814-04-0055	DATE: 04-03	
	ZONING BOUNDARY 	ADDRESS: N I 35 @ E 51ST ST	INTLS: SM	
	CASE MGR: S. GAGER	SUBJECT AREA (acres): 698.800		



OPEN SPACE, TO BE DEDICATED AS PARKLAND TO CITY OF AUSTIN

- TC - TOWN CENTER
- MR - MIXED RESIDENTIAL
- EC - EMPLOYMENT CENTER
- OS - OPEN SPACE/COMMUNITY FACILITIES

LAND USE PLAN

MUELLER PLANNED UNIT DEVELOPMENT

AUGUST 26, 2004

EXHIBIT C

EXHIBIT D

MUELLER PLANNED UNIT DEVELOPMENT ZONING USE SUMMARY TABLE

P = Permitted Use C = Conditional Use Permit NP = Not Permitted

RESIDENTIAL USES	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4	OS-5
Bed & Breakfast (Group 1)	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Bed & Breakfast (Group 2)	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Condominium Residential	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Duplex Residential	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Group Residential	NP	NP	NP	NP	P+	NP								
Mueller House	NP	NP	NP	NP	NP	P	P	P	P	NP	NP	NP	NP	NP
Mobile Home Residential	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Multifamily Residential	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Retirement Housing (Small Site)	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Retirement Housing (Large Site)	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Rowhouse	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Shophouse	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Single-Family Attached Residential	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Single-Family Residential	NP	NP	NP	NP	NP	P	P	P	P	NP	NP	NP	NP	NP
Small Lot Single-Family Residential	NP	NP	NP	NP	NP	P	P	P	P	NP	NP	NP	NP	NP
Townhouse Residential	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Two-Family Residential	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Yard House	NP	NP	NP	NP	NP	P	P	P	P	NP	NP	NP	NP	NP
COMMERCIAL USES														
Administrative and Business Offices	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4	OS-5
Agricultural Sales and Services	P	P	P	P	P+	P	P	P	P	NP	NP	NP	NP	NP
Art Gallery	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Art Workshop	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP	NP
Automotive Rentals	P+	P+	P+	P+	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Automotive Repair Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Automotive Sales	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Automotive Washing (of any type)	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Building Maintenance Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Business or Trade School	P	P	P	P	P+	NP								
Business Support Services	P	P	P	P	P+	NP								
Campground	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Carrage Stable	P+	P+	P+	P+	NP	C	C	C	C	NP	NP	NP	NP	NP
Cocktail Lounge	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Commercial Blood Plasma Center	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Commercial Off-Street Parking	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Communications Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Construction Sales and Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Consumer Convenience Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP

+ The maximum cumulative gross floor area for an Administrative and Business Offices use and a Professional Office use is 80,000 square feet.

* An automotive rental use may keep not more than 20 vehicles on site. Maximum cumulative site area is 22,000 square feet in each Land Use Area.

+ A single occupant may not exceed 2,400 square feet of gross building area.

+ Maximum cumulative gross floor area is 200,000 square feet for a Business or Trade School use.

+ Maximum cumulative gross floor area is 20,000 square feet for a Business Support Services use.

* A single occupant may not exceed 5,000 square feet, unless greater square footage is approved as a condition.

MUELLER PLANNED UNIT DEVELOPMENT ZONING USE SUMMARY TABLE

P = Permitted Use C = Conditional Use Permit NP = Not Permitted

COMMERCIAL USES continued

	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4
Consumer Repair Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Convenience Storage	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Drop-Off Recycling Collection Facility	NP	NP	C	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Electronic Prototype Assembly	NP	NP	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Equipment Repair Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Equipment Sales	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Exterminating Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Financial Services #	P	P	P	P	P+	P	P	P	P	NP	NP	NP	NP
Food Preparation	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Food Sales #	P	P	P	P	P+	P	P	P	P	NP	NP	NP	NP
Funeral Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
General Retail Sales (Convenience) #	P	P	P	P	P+	P	P	P	P	NP	NP	NP	NP
General Retail Sales (General)	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP
Hotel-Motel	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Indoor Entertainment	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Indoor Sports and Recreation	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Kennels	P*	P*	P*	P*	NP	NP	NP	NP	NP	NP	NP	NP	NP
Laundry Services	P*	P*	P*	P*	C	NP							
Liquor Sales	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Marina	NP	NP	NP	NP	NP	NP	NP	NP	NP	P	NP	NP	NP
Medical Offices -- exceeding 5,000 sq. ft. gross floor area	P	P	P	P	P+	NP							
Medical Offices -- not exceeding 5,000 sq. ft. gross floor area	P	P	P	P	P	P	P	P	P	NP	NP	NP	NP
Monument Retail Sales	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Off-Site Accessory Parking	P	P	P	P	P	NP							
Outdoor Entertainment	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Outdoor Sports and Recreation	NP	NP	NP	NP	NP	NP	NP	NP	NP	P	P	P	P
Pawn Shop Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Personal Improvement Services	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP
Personal Services #	P	P	P	P	P+	P	P	P	P	NP	NP	NP	NP

+ Maximum cumulative gross floor area is 3,000 square feet for a General Retail Sales (Convenience) use. + A single occupant may not occupy more than 1,500 square feet. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building. + If the use is located on a street with 4 or more lanes, then pedestrian access from that street must be provided.

+ Maximum cumulative gross floor area is 4,000 square feet for a Financial Services use. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building. + If the use is located on a street with 4 or more lanes, then pedestrian access from that street must be provided.

+ Maximum cumulative gross floor area is 3,500 square feet for a Food Sales use. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building. + If the use is located on a street with 4 or more lanes, then pedestrian access from that street must be provided.

+ Maximum cumulative gross floor area is 400,000 square feet for a Medical Office use (exceeding 5,000 sq. ft. gross floor area).

* A kennel use must be conducted entirely within an enclosed structure.

* A single occupant may not exceed 2,000 Square feet.

+ Maximum cumulative gross floor area is 3,000 square feet for a Personal Services use. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building. + If the use is located on a street with 4 or more lanes, then pedestrian access from that street must be provided.

MUELLER PLANNED UNIT DEVELOPMENT ZONING USE SUMMARY TABLE

P = Permitted Use C = Conditional Use Permit NP = Not Permitted

COMMERCIAL USES continued	TC-1	TC-2	UC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4
Per Services	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP
Plant Nursery	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP
Printing and Publishing	P*	P*	P	P	NP	P**	P**	P**	P**	NP	NP	NP	NP
Professional Office	P	P	P	P	P+	P	P	P	P	NP	P	NP	NP
Recreational Equipment Maint. & Stor.	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Recreational Equipment Sales	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Research Assembly Services	NP	NP	P	P	P+	NP							
Research Services	NP	NP	P	P	P+	NP							
Research Testing Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Research Warehousing Services	NP	NP	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Restaurant (General) #	P	P	P	P	P+	P	P	P	P	NP	P	NP	NP
Restaurant (Limited) #	P	P	P	P	P+	P	P	P	P	NP	P	NP	NP
Scrap and Salvage	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Service Station	P*	P*	P*	P*	NP	NP	NP	NP	NP	NP	NP	NP	NP
Software Development	P	P	P	P	NP	P	P	P	P	NP	NP	NP	NP
Special Use Historic	NP	NP	NP	NP	NP	NP	P	NP	NP	NP	NP	NP	NP
Stables	NP	NP	NP	NP	NP	NP	NP	NP	NP	P	P	NP	NP
Theater	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP
Vehicle Storage	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Veterinary Services	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP

* A single occupant may not exceed 5,000 square feet of gross floor area or produce external noise, vibration, smoke, odor, heat, glare, fumes, electrical interference or waste runoff. Outdoor storage of materials and wholesale distribution of goods is prohibited. The use is limited to printing equipment typically used in a business office. ** A single occupant may not exceed 2,500 square feet of gross floor area or produce external noise, vibration, smoke, odor, heat, glare, fumes, electrical interference or waste runoff. Outdoor storage of materials and wholesale distribution of goods is prohibited. The use is limited to printing equipment typically used in a business office.

+ The maximum cumulative gross floor area for an Administrative and Business Offices use and a Professional Office use is 80,000 square feet.

+ Maximum cumulative gross floor area is 50,000 square feet for a Research Assembly Services use.

+ Maximum cumulative gross floor area is 400,000 square feet for Research Services use.

+ Maximum cumulative gross floor area is 5,000 square feet for a Restaurant (General) use. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building. + If the use is located on a street with 4 or more lanes, then pedestrian access from that street must be provided. + Drive in service is prohibited.

+ Maximum cumulative gross floor area is 2,000 square feet for a Restaurant (limited) use. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building. + If the use is located on a street with 4 or more lanes, then pedestrian access from that street must be provided. + Drive in service is prohibited.

* May have the capability of fueling not more than eight vehicles at one time.

MUELLER PLANNED UNIT DEVELOPMENT ZONING USE SUMMARY TABLE

P = Permitted Use C = Conditional Use Permit NP = Not Permitted

CIVIC USES	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4	Notes
Administrative Services	P	P	P	P	P	P	P	P	P	NP	NP	NP	NP	
Aviation Facilities	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Camp	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Cemetery	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Club or Lodge #	P	P	P	P	P+	NP	+ Maximum cumulative gross floor area is 10,000 square feet for a Club or Lodge use. + May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a pedestrian access from that street must be provided.							
College and University Facilities	P	P	P	P	P+	NP	+ Maximum cumulative gross floor area is 400,000 square feet.							
Communication Service Facilities	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Community Events	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Community Recreation (Private)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Community Recreation (Public)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Congregate Living	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Convalescent Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Convention Center	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Counseling Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Cultural Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Day Care Services (Commercial) #	P	P	P	P	P+	P	P	P	P	NP	NP	NP	NP	+ May not be the only use in a building. + Use with a # symbol may be located in a building with another use with a # symbol only if a use with no # symbol is located in the building.
Day Care Services (General)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Day Care Services (Limited)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Detention Facilities	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Employee Recreation	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Family Home	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Group Home, Class I (General)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Group Home, Class I (Limited)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Group Home, Class II	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Guidance Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Hospital Services (General)	P	P	P	P	P+	NP	+ A campground use is an accessory use to a hospital services (Limited, General) use. + The maximum cumulative gross site area for a campground use is 8,000 square feet in a Hospital Services (General, Limited) use. + Helipad (private use) as defined in Section 17-2, Article 3 (Helicopter & Helipad Facilities) is a permitted use of the property.							
Hospital Services (Limited)	P	P	P	P	P+	NP	+ A campground use is an accessory use to a hospital services (Limited, General) use. + The maximum cumulative gross site area for a campground use is 8,000 square feet in a Hospital Services (Limited, General) use.							
Local Utility Services	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Maintenance and Service Facilities	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Major Public Facilities	C	C	C	C	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Major Utility Facilities	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Military Installations	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Park and Recreation Services (General)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Park and Recreation Services (Special)	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Postal Facilities	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	
Private Primary Educational Facilities	P	P	P	P	NP	NP	NP	NP	NP	NP	NP	NP	NP	

MUELLER PLANNED UNIT DEVELOPMENT ZONING USE SUMMARY TABLE

P = Permitted Use C = Conditional Use Permit NP = Not Permitted

CIVIC USES continued	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4
Private Secondary Educational Facilities	P	P	P	P	NP	P	P	P	P	NP	P	P	P
Public Primary Educational Facilities	P	P	P	P	NP	P	P	P	P	NP	P	P	P
Public Secondary Educational Facilities	P	P	P	P	NP	P	P	P	P	NP	P	P	P
Railroad Facilities	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Religious Assembly	P	P	P	P	P	P	P	P	P	P	P	P	P
Residential Treatment	C	C	C	C	NP	C	C	C	C	NP	NP	NP	NP
Safety Services	P	P	P	P	P	P	P	P	P	P	P	P	P
Telecommunication tower - subject to 25-2-639 (13-2-235 and 13-2-273)	P*	P*	P*	P*	NP	NP	NP	NP	NP	NP	P	P	P
Transitional Housing	C	C	C	C	NP	C	C	C	C	NP	NP	NP	NP
Transportation Terminal	C	C	C	C	NP	NP	NP	NP	NP	NP	NP	NP	NP
All other Civic Uses	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
INDUSTRIAL USES													
Basic Industry	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4
Custom Manufacturing	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
General Warehousing and Distribution	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Light Manufacturing	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Limited Warehousing and Distribution	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Recycling Center	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
Resource Extraction	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP
AGRICULTURAL USES													
Urban Farm	TC-1	TC-2	EC-1	EC-2	SETON	MR-1	MR-2	MR-3	MR-4	OS-1	OS-2	OS-3	OS-4
All Other Agricultural Uses	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP	NP

* A single occupant may not exceed 5,000 square feet of gross floor area or produce external noise, vibration, smoke, odor, heat, glare, fumes, electrical interference or waste runoff. Outdoor storage of materials and wholesale distribution of goods is prohibited. ** A single occupant may not exceed 2,500 square feet of gross floor area or produce external noise, vibration, smoke, odor, heat, glare, fumes, electrical interference or waste runoff. Outdoor storage of materials and wholesale distribution of goods is prohibited.

EXHIBIT E
MUELLER P.U.D. - SITE DEVELOPMENT REGULATIONS

	MIXED RESIDENTIAL AREA (MRA)					
	RESIDENTIAL YARD HOUSE	RESIDENTIAL ROW/SHOP HOUSE	RESIDENTIAL MUELLER HOUSE	RESIDENTIAL MULTI-FAMILY	CIVIC	COMMERCIAL ²
Minimum Lot Size	2,500 SF, 3,500 SF on corner lot	1,375 SF, 1,500 SF on corner lot	7,000 SF	12,500 SF	2,500 SF	2,500 SF
Minimum Lot Width	30 FT., 35 FT. on corner lot	16 FT., 25 FT. on corner lot	70 FT.	80 FT.	25 FT.	25 FT.
Maximum Height	35 FT.	40 FT. and 3 stories	40 FT. and 3 stories	65 FT.	65 FT.	65 FT.
Minimum Front Yard Setback	5 FT.	5 FT.	10 FT.	5 FT.	0 FT.	0 FT.
Minimum Street Side Yard Setback	5 FT.	5 FT.	10 FT.	5 FT.	0 FT.	0 FT.
Minimum Interior Side Yard Setback	3 FT.-1 IN ¹	0 FT.	5 FT.	10 FT.	0 FT.	0 FT.
Minimum Rear Yard Setback	5 FT.	5 FT.	5 FT.	5 FT.	0 FT.	0 FT.
Maximum Impervious Cover	75%	95%	75%	90%	100%	100%

Footnotes

- 1) A minimum side yard of 3'-1" is permitted (measured from face of building to property line), provided that the adjoining sideyard setback is a minimum of 3'-11" to create a face-of-building to face-of-building space of at least 7 feet.
- 2) Commercial site development standards apply to Custom Manufacturing.

General Notes:

- Mixed use multifamily buildings with ground floor commercial use shall follow commercial site development regulations
- Uncovered steps or a porch or stoop may project into a required yard
- For parks, see site development regulations under Open Space.

MUELLER P. U. D. - SITE DEVELOPMENT REGULATIONS

	TOWN CENTER MIXED USE (TC)			
	ROW/SHOP HOUSE	MULTI-FAMILY	COMMERCIAL 13	CIVIC
Minimum Lot Size	1,375 SF 1,500 SF on corner lot	12,500 SF	2,500 SF	2,500 SF
Minimum Lot Width	18 FT. 21 FT. on corner lot	80 FT.	25 FT.	25 FT.
Maximum Height (TC-1) ²	40 FT. and 3 stories	100 FT.	100 FT.	100 FT.
Maximum Height (TC-2) ²	40 FT. and 3 stories	40 FT.	40 FT.	40 FT.
Minimum Front Yard Setback	5 FT.	0 FT.	0 FT.	0 FT.
Minimum Street Side Yard Setback	5 FT.	5 FT.	0 FT.	0 FT.
Minimum Interior Side Yard Setback	0 FT.	5 FT.	0 FT.	0 FT.
Minimum Rear Yard Setback	5 FT.	0 FT.	0 FT.	0 FT.
Maximum Impervious Cover	95%	95%	100%	100%

Footnotes:

- 1) Parking facilities in Town Center may be retained in common for reciprocal use by Town Center commercial and office users (tenants, but such facilities are not required), and may (but need not) be included as part of building lot
 - 2) Subject to compatibility standards external to the site
 - 3) Commercial site development standards apply to Custom Manufacturing
- General Notes**
- Mixed use multifamily buildings with ground floor commercial use shall follow commercial site development regulations
 - Uncovered steps or a porch or stoop may project into a required yard

MUELLER P. U. D. - SITE DEVELOPMENT REGULATIONS

	EMPLOYMENT CENTER (EC)			
	RESIDENTIAL ROW/SHOP HOUSE	RESIDENTIAL MULTI-FAMILY	CIVIC	COMMERCIAL ²
Minimum Lot Size	1,375 SF. 1,500 SF on corner lot	12,500 SF	3,600 SF. 4,030 SF on corner lot	3,600 SF
Minimum Lot Width	16 FT. 25 Ft. on corner lot	80 FT.	50 FT.	50 FT.
Maximum Height	40 FT. and 3 stories	75 FT.	75 FT.	75 FT.
Minimum Front Yard Setback	5 FT.	5 FT.	0 FT.	0 FT.
Minimum Street Side Yard Setback	5 FT.	5 FT.	0 FT.	0 FT.
Minimum Interior Side Yard Setback	0 FT.	10 FT.	10 FT.	10 FT.
Minimum Rear Yard Setback	5 FT.	5 FT.	10 FT.	10 FT.
Maximum Impervious Cover	95%	95%	90%	90%

Footnotes:

- 1) Subject to compatibility standards external to the site
- 2) Commercial site development standards apply to Custom Manufacturing.

General Notes:

- Mixed use multifamily buildings with ground floor commercial use shall follow commercial site development regulations.
- Uncovered stoops or a porch or stoop may project into a required yard

MUELLER P. U. D. - SITE DEVELOPMENT REGULATIONS

	SETON	OPEN SPACE (OS) ¹	
		CIVIC	COMMERCIAL
Minimum Lot Size	N/A	5,000 SF	5,000 SF
Minimum Lot Width	N/A	20 FT.	20 FT.
Maximum Height ²	120 FT. (Hospital services use, limited & general) 85 ft. (all other uses)	35 FT.	35 FT.
Minimum Front Yard Setback	0 FT.	5 FT.	5 FT.
Minimum Street Side Yard Setback	0 FT.	5 FT.	5 FT.
Minimum Interior Side Yard Setback	0 FT.	0 FT.	0 FT.
Minimum Rear Yard Setback	0 FT.	0 FT.	0 FT.
Maximum Impervious Cover	80%	75%	75%
Maximum Building Coverage	75%	N/A	N/A

Footnotes:

1. Includes all park sites; see additional regulations for the Fire Station, Elementary School Site & the Bow-Trussed Hangar Site.
2. Subject to compatibility standards external to the site.

MUELLER P. U. D. - SITE DEVELOPMENT REGULATIONS

OPEN SPACE			
	FIRE STATION SITE	ELEMENTARY SCHOOL SITE	BOW-TRUSSED HANGAR SITE
Minimum Lot Size	43,560 SF.	174,240 SF	12,000 SF
Minimum Lot Width	50 FT.	20 FT.	20 FT.
Maximum Height	35 FT.	50 FT.	50 FT.
Minimum Front Yard Setback	25 FT.	10 FT.	25 FT.
Minimum Street Side Yard Setback	10 FT.	10 FT.	10 FT.
Minimum Interior Side Yard Setback	10 FT.	10 FT.	10 FT.
Minimum Rear Yard Setback	25 FT.	10 FT.	30 FT.
Maximum Impervious Cover	65%	75%	85%

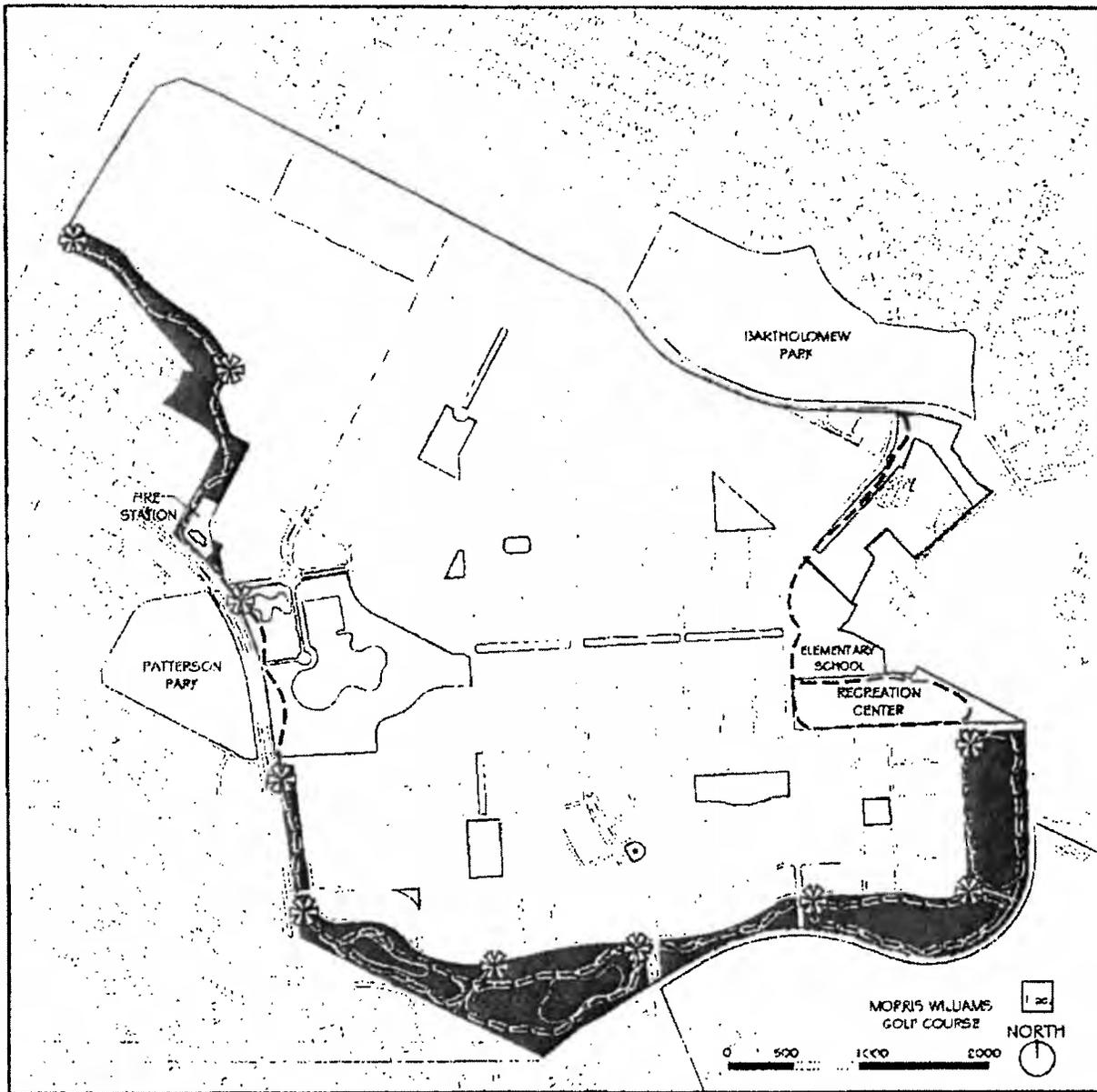
EXHIBIT F

MUELLER P.U.D. DENSITY TABLE

LAND USE AREA	LAND AREA (acres)	% OF TOTAL	MAXIMUM ALLOWABLE DENSITIES
MIXED RESIDENTIAL 1 (MR-1) (land area excludes neighborhood parks & open space)	48.5	6.9%	<ul style="list-style-type: none"> • Up to 1200 dwelling units, including Congregate Living units • Up to 300,000 gsf of office • Up to 20,000 gsf of commercial
MIXED RESIDENTIAL 2 (MR-2) (land area excludes neighborhood parks & open space)	61.5	8.8%	<ul style="list-style-type: none"> • Up to 20,000 gsf of civic use (excludes Congregate Living use) • Up to 850 dwelling units, including Congregate Living units • Up to 40,000 gsf of office • Up to 20,000 gsf of commercial
MIXED RESIDENTIAL 3 (MR-3) (land area excludes neighborhood parks & open space)	65.5	9.4%	<ul style="list-style-type: none"> • Up to 20,000 gsf of civic use (excludes Congregate Living use) • Up to 1,700 dwelling units, including Congregate Living units • Up to 40,000 gsf of office • Up to 20,000 gsf of commercial
MIXED RESIDENTIAL 4 (MR-4) (land area excludes neighborhood parks & open space)	24.1	3.4%	<ul style="list-style-type: none"> • Up to 20,000 gsf of civic use (excludes Congregate Living use) • Up to 500 dwelling units including Congregate Living units • Up to 20,000 gsf of commercial and/or office • Up to 20,000 gsf of civic use (excludes Congregate Living use) • Up to 1500 dwelling units, all of which shall be Multi-Family, Row house or Shop house Units. • Up to 1,000,000 gsf of commercial/civic/office
TOWN CENTER MIXED USE (TC-1 & TC-2)	42.0	6.0%	<ul style="list-style-type: none"> • Maximum Office/Civic of 2,191,068 gsf. • Up to 450,000 gsf of retail, subject to the Traffic Impact Analysis. • Up to 700 dwelling units, all of which shall be Multi-Family, Row house or Shop house units.
EMPLOYMENT CENTER 1 (EC-1)	50.3	7.2%	<ul style="list-style-type: none"> • Refer to Mueller PUD Zoning Use Summary Table for land use maximums. Cumulative maximum square footage for the 32,212 acre Seton tract shall be the lesser of 1,400,541 square feet or the size dictated by the total sizes and types of future facilities which generate a maximum traffic intensity of 21,950 day trips, 1,851 A.M. and 1,917 P.M. peak hour trips as contemplated in the RMAA, Caelius Traffic Impact Analysis. • Up to 220,000 gsf of film production and ancillary space associated with the Austin Film Society. • Maximum Office/Civic of 700,000 gsf. • Up to 30,000 gsf of commercial
EMPLOYMENT CENTER 2 (EC-2)	43.0	6.2%	<ul style="list-style-type: none"> • Up to 30,000 gsf of commercial • 139.7 acres (20% of land area) for greenways, parks, recreation and community centers, excluding school and fire station sites. Maximum gsf allowed within this area. • Up to 30,000 gsf associated with the Bow-Trussed Hanger site and buildings in OS-2; and • Up to 20,000 gsf of park-related ancillary structures • Elementary School Site: Up to 160,000 gsf for school and recreation center • Fire Station Site: Up to 20,000 gsf
OPEN SPACE/COMMUNITY FACILITIES (OS)	151.1	21.6%	
RIGHTS-OF-WAY (STREETS/ALLEYS)	180.5	25.8%	
TOTAL MAXIMUM RESIDENTIAL ALLOWED			6,450 Dwelling Units (Subject to Traffic Impact Analysis)
TOTAL MAXIMUM COMMERCIAL ALLOWED			5.33 Million Square Feet (Subject to Traffic Impact Analysis)
TOTAL LAND AREA	698.7	100%	

NOTES:

- 1) Row houses include Mueller House units for the purposes of this table.
- 2) All maximum allowable densities are subject to the Traffic Impact Analysis
- 3) So long as uses are permitted in a land use area, residential maximum allowable densities may be transferred from one land use area to another provided that the overall project maximum for residential density is not exceeded.
- 4) Open space is inclusive of neighborhood parks located in each of the mixed residential areas and the Town Center.



CITY OF AUSTIN PARKS

Linear park system with hike and bike trail, seating areas, overlooks, picnic areas, and landscaped wetponds and detention basins. Multi-purpose community playfields will be located in the southeast greenway.



TRAIL ACCESS



MUELLER OPEN SPACE/COMMUNITY FACILITIES

A diverse park and open space system including the Lake Park, and a series of smaller Neighborhood Parks, Pocket Parks, Linear Block Parks, Greenways, and Recreation and Community Centers.



HIKE AND BIKE TRAIL (GRAPHIC LAYOUT)

PARK PLAN

MUELLER PLANNED UNIT DEVELOPMENT

AUGUST 26, 2004

EXHIBIT G

EXHIBIT H

Street Cross-Section Table

Roadway Type	ROW	No. of Lanes	Curb Basis	Sidewalk*	Paving	Parking	Bike Lanes	Street Classification for Pavement Design Only
Transit Boulevard A	132'	2, divided	14.5'	Yes	2@24.5', 54' median	2 sides	Yes	Minor Arterial
Community Boulevard B	107'-116'	4, divided	14.5'	Yes	2@34'-35', 18' median	2 sides	Yes	Minor Arterial
Community Boulevard C	93'	4, divided	14.5'	Yes	2@23', 18' median	No	Off-Street Parallel	Minor Arterial
Community Boulevard C1	93'	3, divided	14.5'	Yes	18', 18' median, 28'	No	Yes	Minor Arterial
Neighborhood Boulevard D	70'	2	12'	Yes	45'	2 sides	Yes	Primary Collector
Linear Park Boulevard D1	112'-130'	2, divided	12'	Yes (median + curb basis)	2@19', 50'-68' median	2 sides	No	Neighborhood Collector
Greenway Street E	80'	2	12'-32'	Yes	36'	1 side	Off-Street parallel	Neighborhood Collector
Greenway Street at Seton E1	60', 26' easement	2	12'-38'	Yes	36'	1 side	Off-Street parallel	Neighborhood Collector
Town Center Main F	84'	2	20'	Yes	44'	2 sides	Wide outside lane	Neighborhood Collector
Neighborhood Connector H	60'	2	12'	Yes	36'	2 sides	No	Residential Collector
Neighborhood Local J	50'	1 (shared for 2-way traffic)	11'	Yes	28'	2 sides	No	Local
Neighborhood Local J1	50'	2	11'	Yes	28'	1 side	No	Local
Residential Alley K	20'	1 (shared for 2-way traffic)	2.5'	No	15'	No	No	Local

*All sidewalks shall have a minimum 4' width.

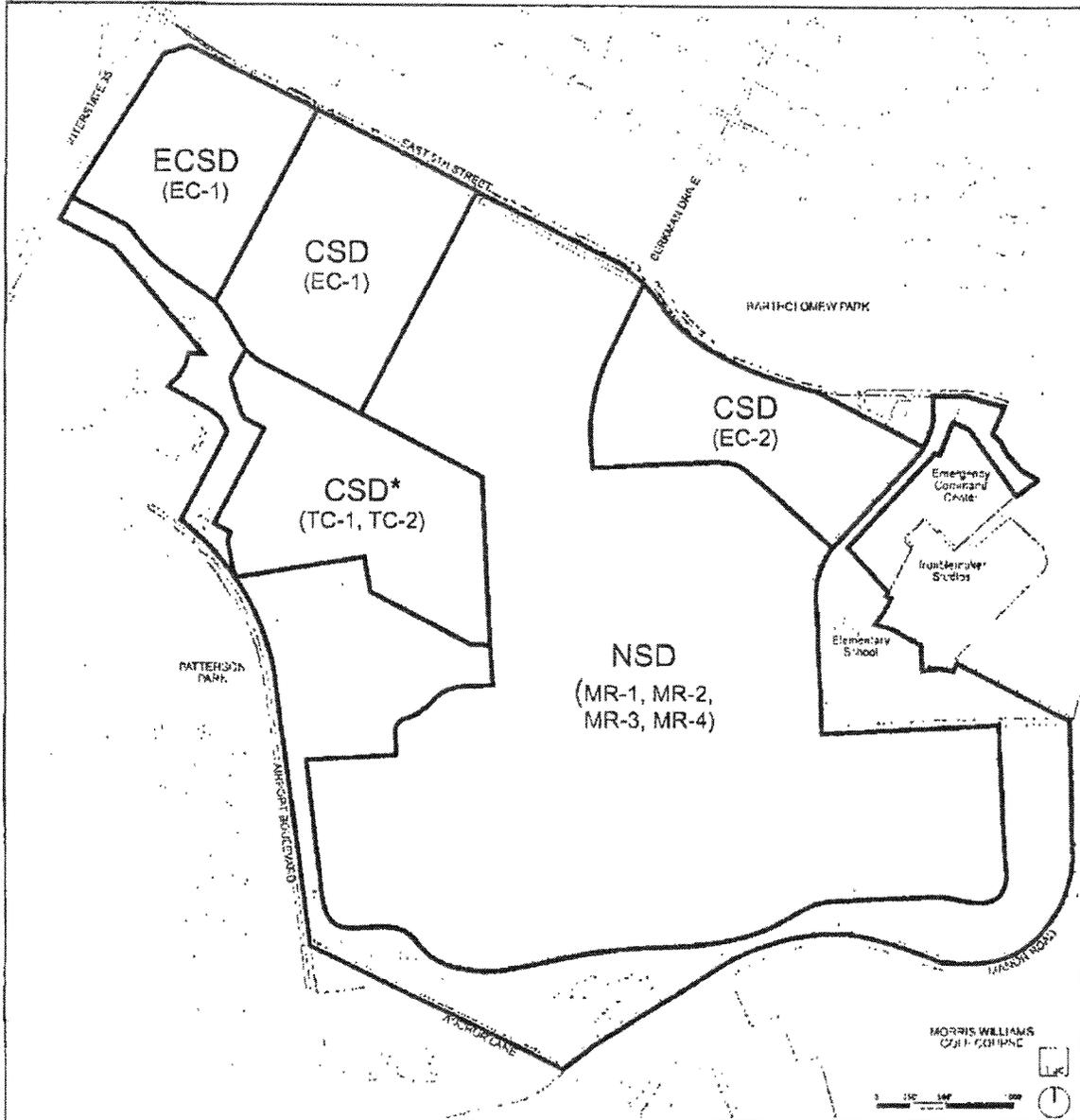
Note: Street cross-sections may be modified with the approval of both the Watershed Protection and Development Review Department and the Transportation, Planning and Sustainability Department or their successors.

August 26th, 2004

EXHIBIT I
OFF-STREET PARKING REGULATIONS AND RATIOS

- (1) There is no off-street loading requirement for a building with less than 10,000 square feet of gross building area. The director shall determine the location, number, and dimensions of the off-street loading for a larger building.
- (2) Except as approved by the director, parking in alleys is prohibited.
- (3) This section establishes minimum vehicular parking requirements.
 - (a) Except as otherwise provided in this subsection, a commercial use shall provide one parking space for every 500 square feet of gross building area.
 - (b) An office use shall provide one parking space for every 500 square feet of gross building area.
 - (c) A condominium residential, multi-family residential, group residential, Mueller House, and retirement housing (large and small site) use shall provide one parking space for the first bedroom of a dwelling unit and 0.5 parking space for each additional bedroom.
 - (d) A townhouse residential, single-family residential, duplex residential, yard house, row house, shop house, group home (Class I General, Class I Limited, and Class II), and family home use shall provide two parking spaces for each dwelling unit. A yard house is not required to provide additional parking for an accessory dwelling unit so long as the accessory dwelling unit does not contain more than 700 square feet of gross building area. A shop house is not required to provide additional parking for a commercial use if the commercial use does not exceed 750 square feet.
 - (e) A daycare services (commercial, general and limited), primary educational facilities (private and public), or secondary educational facilities (private and public) use shall provide one parking space for each employee.
 - (f) A hospital services (general and limited) use must provide one visitor parking space for every 4 beds and one parking space for every two employees.

- (g) An indoor entertainment use shall provide one parking space for every 15 seats.
 - (h) An amphitheater shall provide one parking space for every 15 seats.
 - (i) An indoor entertainment use or amphitheater located in the OS-2 land use area is part of the Town Center land use area for parking purposes.
 - (j) A community center shall provide one parking space for every 200 square feet of gross building area.
 - (k) A playfield shall provide eight parking spaces per field.
 - (l) Off-street parking is not required for park and recreational facilities, community recreation facilities (private), community recreation facilities (public), community events facilities and outdoor sports and recreation facilities (such as neighborhood parks, pavilions, picnic shelters or tables, playgrounds, swimming pools, boat rental facilities, basketball/sport courts, or bike rental facilities), except for playfields.
 - (m) The director shall determine the parking requirement for any use not listed in this subsection.
- (4) Except as otherwise provided in this section, bicycle parking shall be provided in accordance with Chapter 25-6, Appendix A of the City Code. A commercial use parking lot or garage shall provide not less than one bicycle parking space for every 20 motor vehicle parking spaces.
- (5) In the Town Center land use area, the required parking for a use may be located anywhere in the land use area. Community parking facilities are encouraged.



- CSD - COMMERCIAL SIGN DISTRICT
- ECSD - EXPRESSWAY CORRIDOR SIGN DISTRICT
- NSD - NEIGHBORHOOD SIGN DISTRICT
- OPEN SPACE (OS-1, OS-2, OS-3, OS-4) (NEIGHBORHOOD SIGN DISTRICT)

*Commercial sign district allowing projecting signs per 26-14-129

SIGN DISTRICTS

MUELLER PLANNED UNIT DEVELOPMENT

AUGUST 24, 2004

EXHIBIT J

**Rental Housing Development Assistance
Application for Rental Development Financing**

4800 Berkman

Austin, TX

Tab 5 – S.M.A.R.T. Housing

The application for the S.M.A.R.T. Housing Program has been submitted. Once we receive the letter stating that this project meets the program requirements, we will submit it under separate cover.

**Rental Housing Development Assistance
Application for Rental Development Financing**

4800 Berkman

Austin, TX

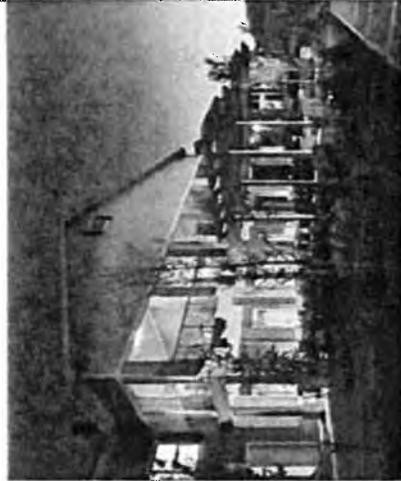
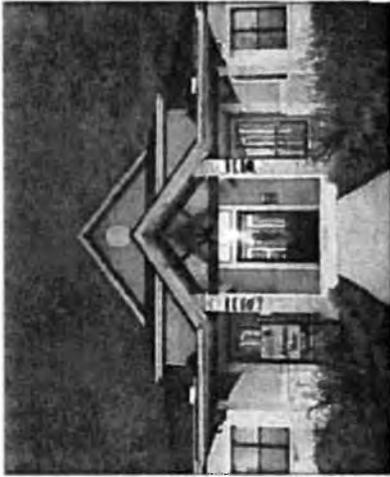
Tab 6 – Developer Capacity

Attached is DMA Development Company's corporate profile.

HOUSING DEVELOPMENT

MANAGEMENT

CONSULTING



The DMA Companies
 Diana McIver & Associates, Inc.
 DMA Development Company, LLC
 DMA Properties, LLC
 DMA Property Advisors, LLC

4101 PARKSTONE HEIGHTS DRIVE
 SUITE 310
 AUSTIN, TX 78746

www.dmacompanies.com

PHONE: 512-328-3232
 FAX: 512-328-4584

THE DMA COMPANIES

HOUSING DEVELOPMENT: **DMA Development Company, LLC (DDC)** was created in recognition of the need for affordable housing in small cities and rural communities. DMA Development enjoys an excellent reputation in the industry as a “for profit” developer with a “nonprofit” heart. Building upon the success of Diana McIver & Associates as development consultants for nonprofits, Diana McIver embarked upon the development of small to mid-size apartment communities in rural areas and smaller cities utilizing the Housing Tax Credit program. By building relationships with investors and lenders, and convincing them of the importance of building quality affordable housing beyond the boundaries of major metropolitan areas, DMA Development Company has been able to assist communities in Texas and in Georgia with their housing needs.

CONSULTING: **Diana McIver & Associates, Inc. (DMA)** provides a full range of development and financial services to individuals, organizations, and public agencies involved in the development, acquisition, and management of multifamily housing, with special emphasis on affordable and special needs housing. Services typically provided include demographic and feasibility analysis, site selection and negotiation, applications for financing, identification and selection of development team members, development oversight and coordination, financing, construction monitoring, and review of administrative and management functions.

MANAGEMENT: **DMA Properties, LLC (DP)** was formed for the purpose of providing property management services to multifamily rental communities developed by DMA Development Company. DMA Properties oversees 1,500 units of affordable and market rate housing and provides services for residents of DMA communities. **DMA Property Advisors, LLC (DPA)** was formed in October 2010 for the purpose of providing third party property management services to multifamily rental communities. DPA currently manages 160 units of affordable and market rate housing.

DMA DEVELOPMENT COMPANY, LLC

DMA DEVELOPMENT COMPANY, LLC (DDC) was formed in 1999 by Diana McIver for the purpose of developing and owning affordable and market-rate properties. It was an outgrowth of Diana McIver & Associates, Inc. (DMA), which has a successful history of providing development consulting services to nonprofit organizations. Both companies share staff and office space. The distinction between DMA Development Company, LLC (DDC), and Diana McIver & Associates, Inc. (DMA) is that DDC develops properties for its own portfolio, whereas DMA provides development services on a consulting basis for clients. DMA Development Company, LLC is 100% owned by Diana McIver and certified as a Historically Underutilized Business.



DMA DEVELOPMENT COMPANY, LLC—DEVELOPMENT EXPERIENCE SUMMARY

Property Name	City	# Of Units	Type	Placed In Service	Financing Structure
<i>Completed Developments</i>					
Sandia Crossing	Luling, TX	40	WF	2000	Housing Tax Credits
The Oaks at Winding Way	Gonzales, TX	40	WF	2000	Housing Tax Credits
Mariposa Gardens	Mathis, TX	66	WF	2001	Housing Tax Credits
Legend Oaks	Llano, TX	48	SR	2002	Housing Tax Credits/Housing Trust Funds
Eden Place	Seguin, TX	60	SR	2002	Housing Tax Credits/Housing Trust Funds
Mission Oaks	Refugio, TX	32	WF	2003	Housing Tax Credits/Housing Trust Funds
The Pines at Willowbrook	Hinesville, GA	80	WF	2003	Housing Tax Credits
Prairie Commons	Dallas, TX	72	WF	2004	Housing Tax Credits
Grove Park Terrace	Waxahachie, TX	60	WF	2004	Housing Tax Credits
Westview Ranch	Pearsall, TX	72	WF	2005	Housing Tax Credits
The Village at Morningstar	Texas City, TX	100	SR	2006	Housing Tax Credits/Housing Trust Funds/Fed. Home Loan Bank
Seton Home Center for Teen Moms	San Antonio, TX	24	SH	2006	Housing Tax Credits/San Antonio HOME Funds
The Arbors at Rose Park	Abilene, TX	80	SR	2007	Housing Tax Credits/Housing Trust Funds/Abilene HOME Funds
Prospect Point	Jasper, TX	72	WF	2009	Housing Tax Credits
Morningstar Villas	Texas City, TX	36	SR	2009	Housing Tax Credits
The Bluestone	Mabank, TX	76	WF	2009	Housing Tax Credits
The Grove at Brushy Creek	Bowie, TX	48	WF	2009	Housing Tax Credits/TCAP
Shady Oaks	Georgetown, TX	60	WF	2009	Housing Tax Credits
Sunchase Square	Lockhart, TX	96	WF	2009	HUD 221(d)(4) Mortgage Insurance Program
Cambridge Crossing	Corsicana, TX	60	SR	2010	TDHCA Exchange/TDHCA HOME Funds
Heritage Crossing	Santa Fe, TX	72	SR	2011	TDHCA Exchange/TDHCA HOME Funds
Wildflower Terrace	Austin, TX	201	SR	2012	Housing Tax Credits/City of Austin GO Bonds
Samuel J. Simmons NCBA Estates	Washington, DC	174	SR	2012	Multifamily Housing Revenue Bonds/4% Tax Credits
<i>Developments Completed: 23</i>		<i>Units Completed: 1669</i>			
<i>Developments Currently Under Construction</i>					
The Terrace at MidTowne	Midlothian, TX	92	SR	2013	Housing Tax Credits/TDHCA HOME Funds
The Overlook at Plum Creek	Kyle, TX	94	SR	2013	Housing Tax Credits/TDHCA HOME Funds
<i>Developments In Construction: 2</i>		<i>Units In Construction: 186</i>			

TOTAL DEVELOPMENTS: 25 **TOTAL UNITS: 1855** **Workforce Properties (WF): 13**
Senior Properties (SR): 11 **Supportive Housing (SH): 1**

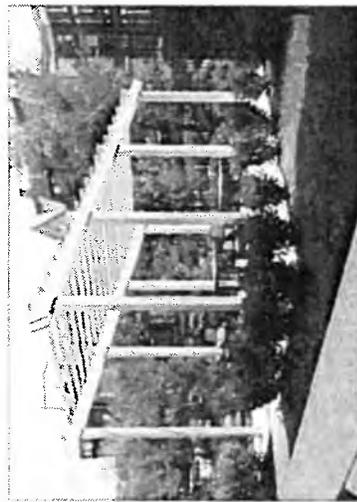
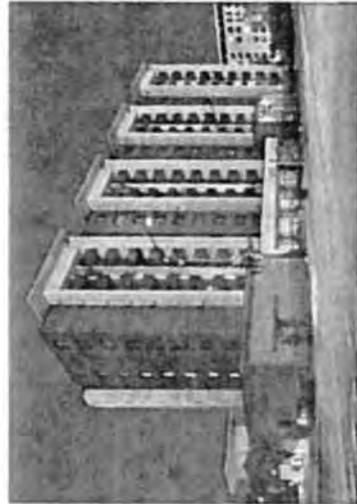
DMA DEVELOPMENT COMPANY PORTFOLIO — MIXED USE/HIGH RISE DEVELOPMENTS

DMA Development Company recently completed two high density, mid- to high-rise developments. Wildflower Terrace in Austin is a LEED certified building consisting of 201 units, ground floor commercial space, and a four story parking garage on 2.4 acres. Samuel J. Simmons NCBA Estates is a 174-unit senior development in Washington, DC originally constructed in 1981 under the HUD Section 202 Supportive Housing for the Elderly Program. DMA Development Company partnered with the National Caucus and Center on Black Aged to refinance and renovate the development.

Wildflower Terrace, 3801 Berkman Drive, Austin, TX



Samuel J. Simmons NCBA Estates, 2801 14th Street, Washington, DC



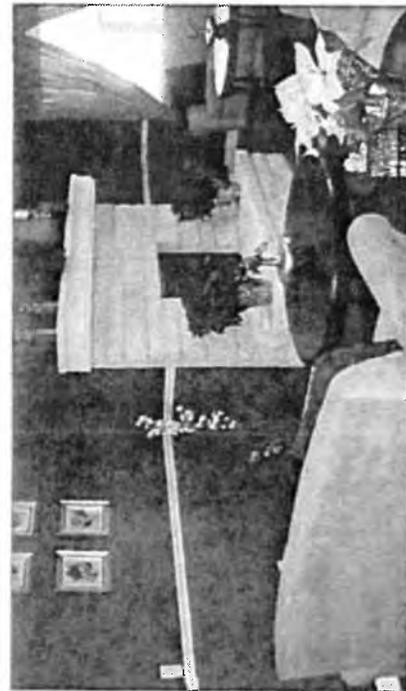
DMA DEVELOPMENT COMPANY PORTFOLIO — SENIOR COMMUNITIES

DMA Development Company has perfected its senior independent living design in recent years. The typical DMA senior community consists of one two- or three-story elevator structure surrounded by single story cottages. The elevator structure is attractive to seniors who want the security of proximity to the onsite staff and amenities, while the single story cottages, which often have integrated carports, are attractive to independent residents who are perhaps downsizing from single family homes.

Heritage Crossing, 12402 11th Street, Santa Fe, TX

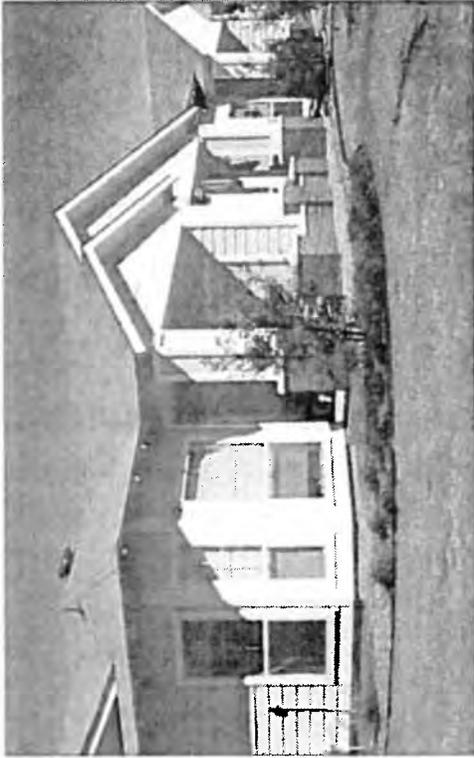


Cambridge Crossing, 1900 Cambridge Street, Corsicana, TX



DMA DEVELOPMENT COMPANY PORTFOLIO — SENIOR COMMUNITIES

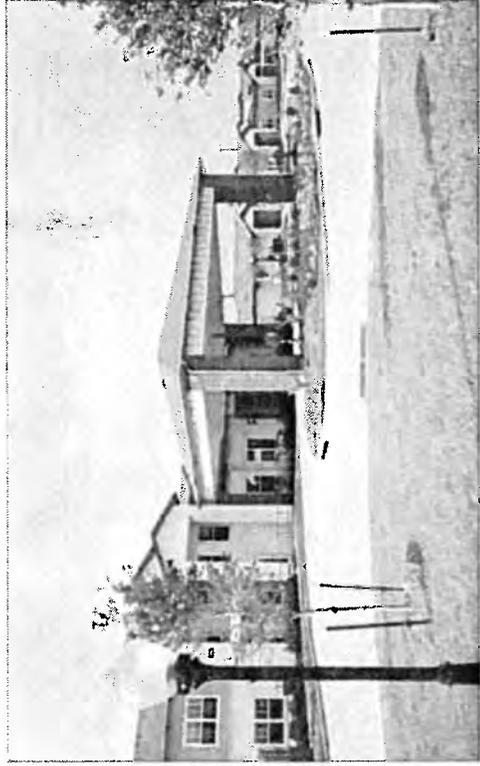
The Arbors at Rose Park, 2702 S. 7th Street, Abilene, TX



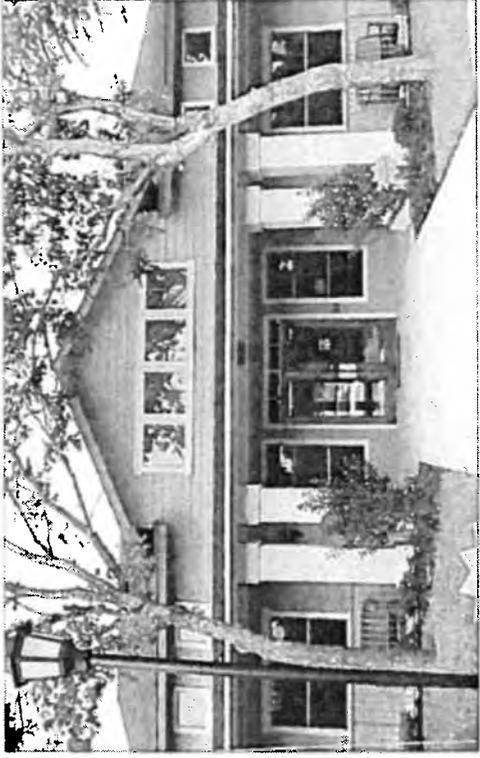
Legend Oaks, 101 Legend Hills Boulevard, Llano, TX



The Village at Morningstar, 3401 Magnolia, Texas City, TX



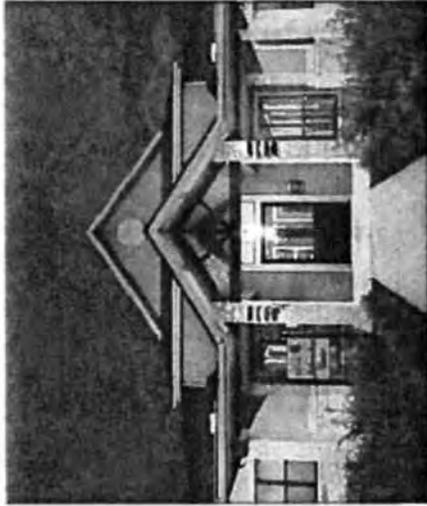
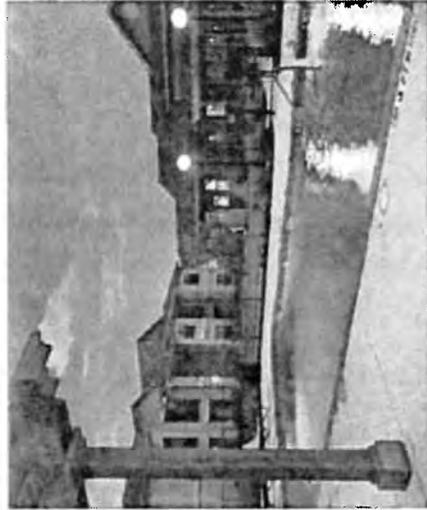
Eden Place, 1220 Jefferson Avenue, Seguin, TX



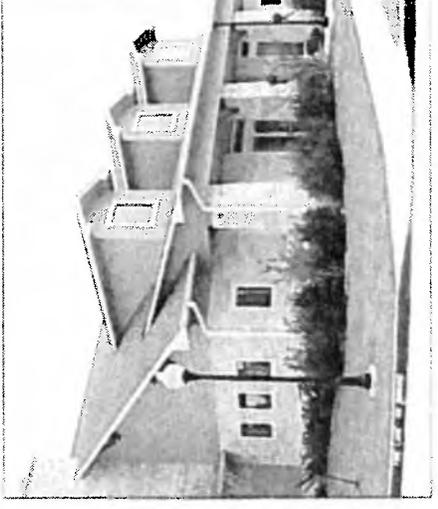
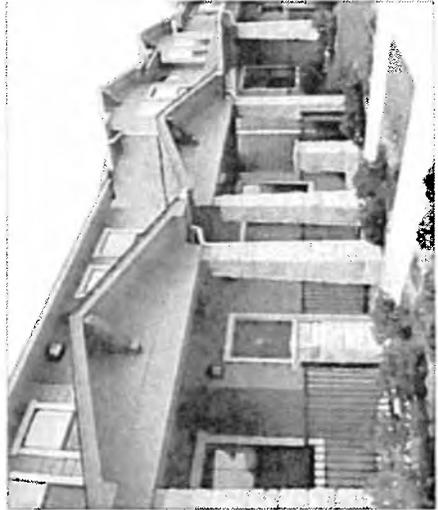
DMA DEVELOPMENT COMPANY PORTFOLIO — WORKFORCE HOUSING

DMA Development Company has developed and now manages 12 communities for families in Texas. These communities are designed with the resident population in mind, so all include recreational amenities for the residents, such as children's activity rooms, computer centers, play-scapes and in some cases swimming pools. Our management company also provides a full slate of supportive services at all of our properties, including youth mentoring, budget counseling and financial fitness, and resume and job interview skills training.

Sunchase Square, 1001 S. Guadalupe Street, Lockhart, TX

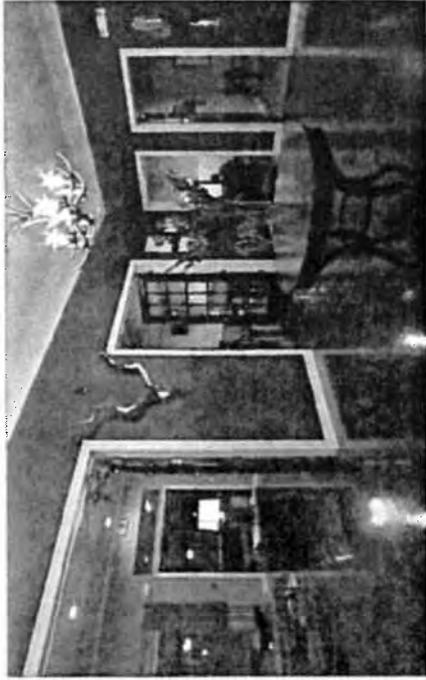


The Grove at Brushy Creek, 1101 El Dorado Street, Bowie, TX



DMA DEVELOPMENT COMPANY PORTFOLIO — WORKFORCE HOUSING CLUBHOUSES

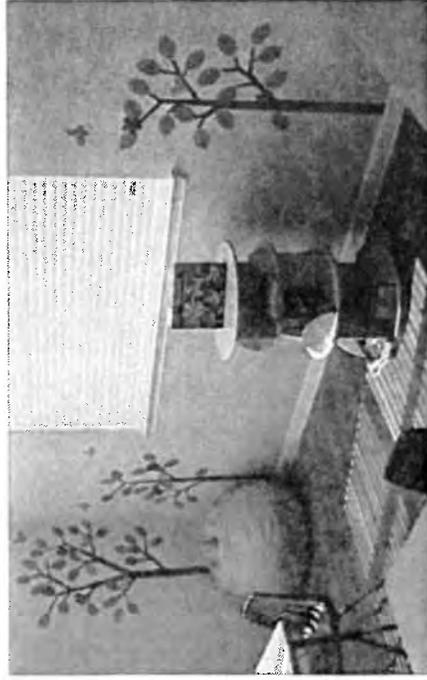
Sun Chase Square, 1001 S. Guadalupe Street, Lockhart, TX



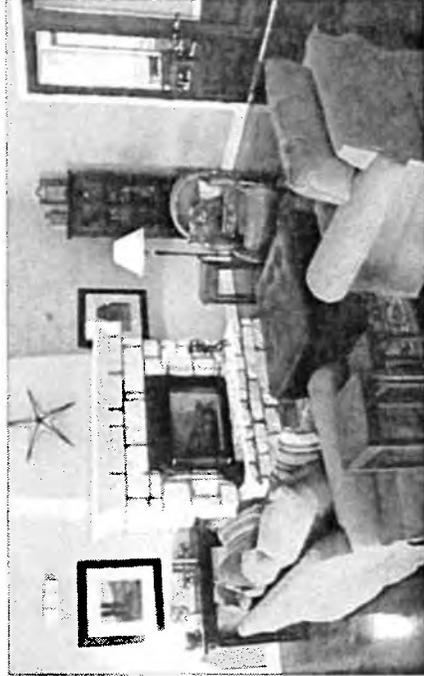
Westview Ranch, 225 Westview Avenue, Pearsall, TX



Prospect Point, 215 Premier Drive, Jasper, TX

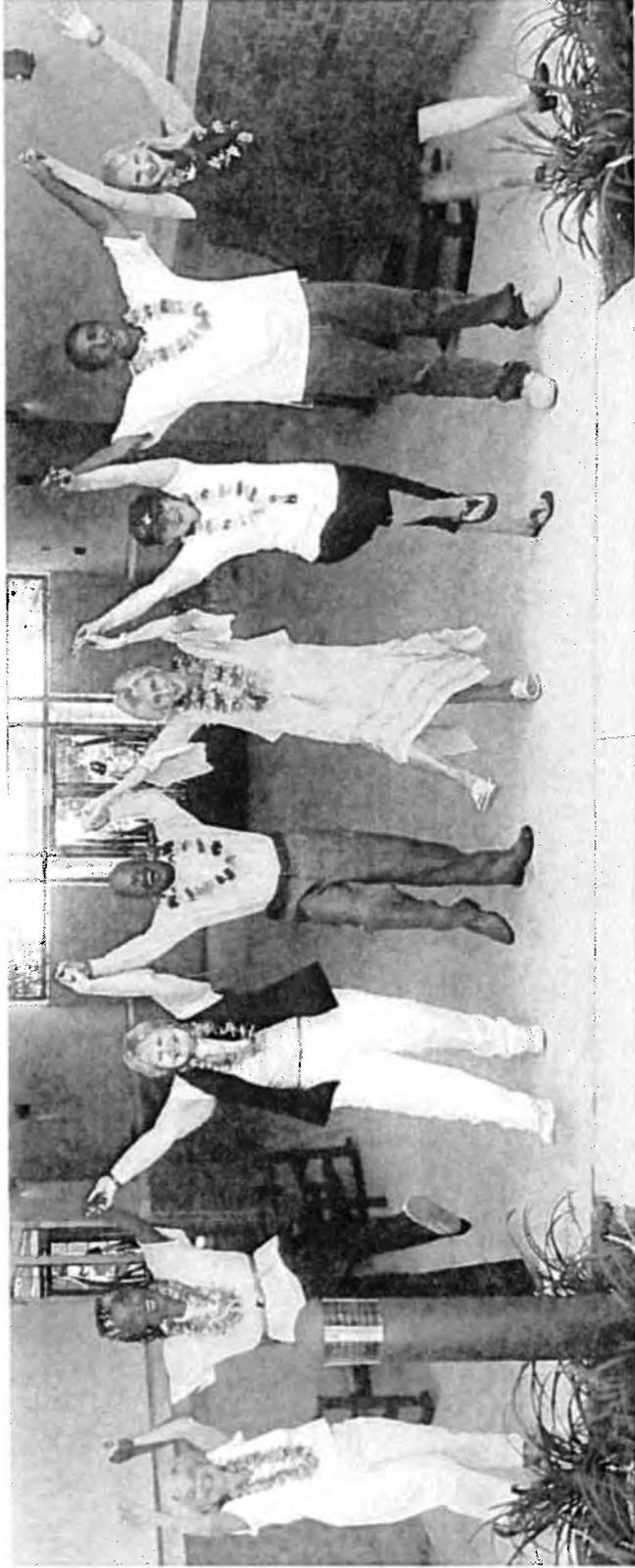


Prairie Commons, 9850 Military Parkway, Dallas, TX



DMA PROPERTIES — CREATING COMMUNITIES

DMA's apartment communities are all managed by DMA Properties, LLC, which is 100% owned by Diana McIver. DMA Properties provides a different menu of services at every property, depending on the resident needs in that particular community, but intended to foster a sense of community and resident responsibility. At our workforce housing communities, for example, DMA may offer services such as an aftercare program for school age children to include tutoring, computer classes, art and music classes, recreational activities, and character building curriculum. Adult classes are also offered in the areas of financial counseling/literacy, first time homebuyer education, English as a second language, and computer classes. At our senior communities, services are offered that encourage health and wellness, such as exercise classes and health screenings; facilitate social interaction such as potluck suppers, coffee gatherings, and movie nights; foster creativity, such as art and writing classes; and stimulate the mind, such as book clubs, literary salons, and computer classes. DMA encourages and supports volunteerism at all properties, both from the standpoint of encouraging our residents to volunteer in the community, as well as encouraging community volunteers to be active with our resident programs.



Company History

Diana McIver & Associates, Inc. was incorporated in January 1987, as the successor company to Conroy & McIver, a Texas general partnership founded by Pat Conroy and Diana McIver in 1979. DMA is wholly owned by Diana McIver and is certified by the State of Texas as a Historically Underutilized Business (HUB). Since inception, the company has expanded its focus from one of assisting nonprofit housing organizations with the development of housing for the elderly under a specialized federal program to one of providing a comprehensive package of services to address the needs of housing providers who must compete in an increasingly more complex environment. Today, DMA provides both development and financial services to a wide-ranging clientele including for profit companies, nonprofit organizations, and governmental agencies.

Major Accomplishments

Major accomplishments of **Diana McIver & Associates, Inc.** include:

- **Affordable Special Needs Housing.** Since 1980, the firm has provided development services to nonprofit organizations resulting in the successful development of nearly 300 projects of affordable special needs housing in 41 states. Many of these are financed under HUD's 202 Housing for the Elderly, HUD's 811 Housing for Persons with Disabilities, or the Housing Tax Credit Program (Section 42 of the Internal Revenue Code).
- **Affordable Multifamily Housing Development.** Since 1998, Diana McIver & Associates and its development affiliate, DMA Development Company, LLC, have been actively involved in the development of affordable multifamily housing through the utilization of the Housing Tax Credit Program. To date, DMA and DMA Development Company have successfully obtained funding for more than 40 tax credit developments in Texas, Colorado, Utah, Louisiana, Georgia, Kansas, and Washington, DC. Diana McIver is General Partner in a majority of these.

- **Affordable Housing Acquisition and Preservation.** DMA provided consulting services to nonprofit purchasers of existing federally assisted housing under the Low Income Housing Preservation & Resident Homeownership Act of 1990 (LIHPRHA) from 1994 until the program was terminated by the Congress in 1997. DMA served as consultants for the first sale to a community-based nonprofit in the country under the LIHPRHA program and successfully assisted nonprofit purchasers in obtaining more than \$76 million in financing to acquire and rehabilitate 17 LIHPRHA projects, totaling 1,660 units in 9 states.
- **Public Policy.** Ms. McIver's previous work for the U.S. Senate Committee on Aging has kept her involved in public policy issues affecting the elderly and persons with disabilities. In Texas, she is past president of the Texas Affiliation of Affordable Housing Providers, and has served on its Board of Directors since 2002. Since 2010, she has served on the Board of Directors of the Texas Association of Local Housing Finance Agencies (TALHFA). In January 2001, Diana received a congressional appointment to the fourteen-member Commission on Affordable Housing and Health Care Facility Needs of Seniors in the 21st Century. It was created as a bipartisan Commission, which released its report to the Congress in June 2002. In March 1995, Ms. McIver led the Special Housing Needs component of the White House Conference on Aging Mini-Conference on Elderly Housing. Executive Vice President, JoEllen Smith, has served on the Housing Committee of the Texas Association of Homes and Services for the Aging (TAHSA).
- **Affordable Housing Research.** In 2006, the City of Austin contracted with DMA to develop an Affordable Housing Element in conjunction with each of the City's planned Transit Oriented Districts (TODs), which accompany a planned commuter rail system for the Austin area. This study was completed in January 2009. Additionally, DMA provided consulting services for the City of Austin Affordable Housing Incentives Task Force, which recommended affordable housing incentives to the City Council in February 2007. DMA was also a consultant to ROMA Design Group in the development of Austin's Downtown Plan.

DIANA MCIVER & ASSOCIATES, INC. — HUD SECTION 202 AND 811 DEVELOPMENT MAP

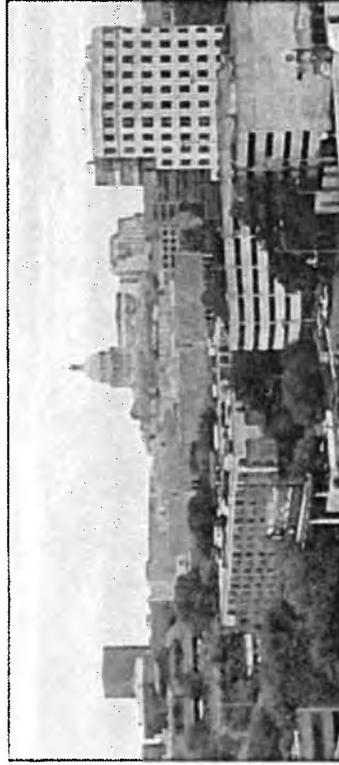
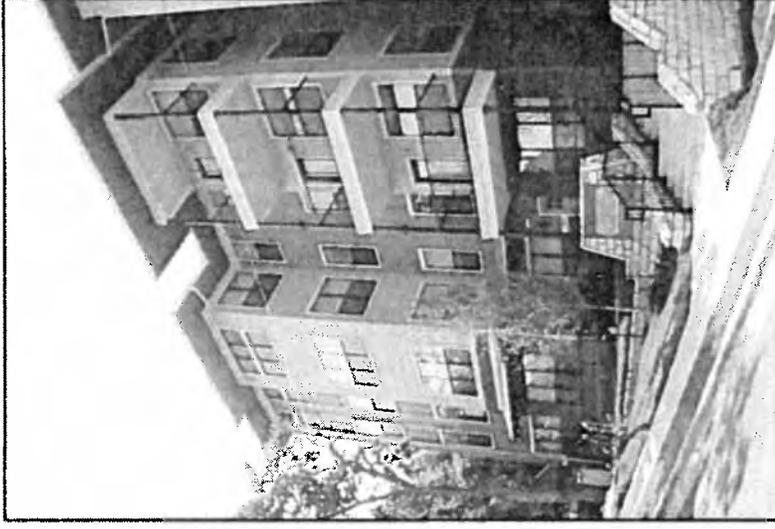
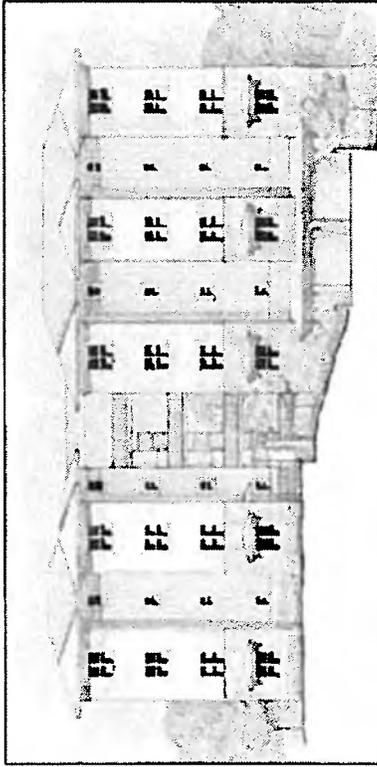


Diana McIver & Associates, Inc. has been involved in the award and development of more than 11,840 units of affordable housing under the HUD Section 202 and 811 programs.

DIANA MCIVER & ASSOCIATES, INC. — HOUSING TAX CREDIT PROJECTS FUNDED AS CONSULTANT

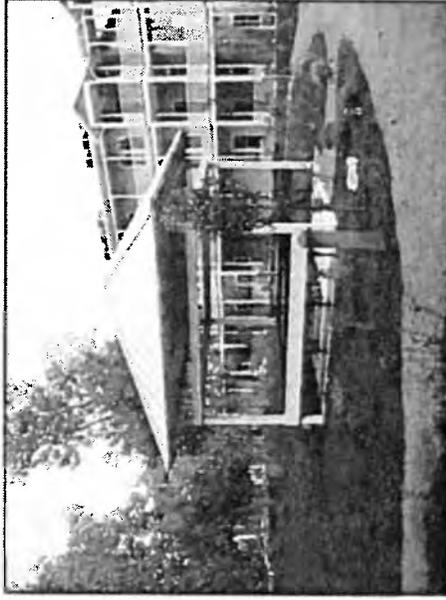
Project	Developer	Location	Awarded	Units
Pavilion Gardens	Volunteers of America National Services	Montrose, CO	1998	30
San Antonio Seniors Apartments	National Church Residences	San Antonio, TX	1998	50
Holiday Village Apartments	Mountainlands Community Housing Trust	Park City, UT	1999	80
Babcock North Expansion	Alamo Area Mutual Housing Association	San Antonio, TX	2001	72
Woodland Ridge	Alamo Area Mutual Housing Association	San Antonio, TX	2001	150
Bentley Place	Alamo Area Mutual Housing Association	San Antonio, TX	2003	208
Spring Garden V	Affordable Housing of Parker County, Inc.	Springtown, TX	2005	40
La Vista de Guadalupe	Guadalupe Neighborhood Development Corp	Austin, TX	2006	22
Oak Creek Apartments	Apartment Advisors	Conroe, TX	2006	176
Skyline Terrace	Foundation Communities	Austin, TX	2006	100
Good Samaritan Towers	Evangelical Lutheran Good Samaritan Society	Olathe, KS	2006	172
San Gabriel Crossing	Texas Housing Foundation	Liberty Hill, TX	2009	76
Skytop Apartments	Apartment Advisors	Conroe, TX	2009	192
The Canyons Retirement Community	Sears Methodist Retirement Systems, Inc.	Amarillo, TX	2009	111
Magnolia Acres	National Church Residences	Angleton, TX	2011	67
Bluebonnet Villa/Primrose Park	National Church Residences	Bedford, TX	2011	104
Parkview Place	National Church Residences	Huntsville, TX	2012	41
		TOTAL UNITS		1,691

FEATURED PROJECTS: LA VISTA DE GUADALUPE — AUSTIN, TEXAS



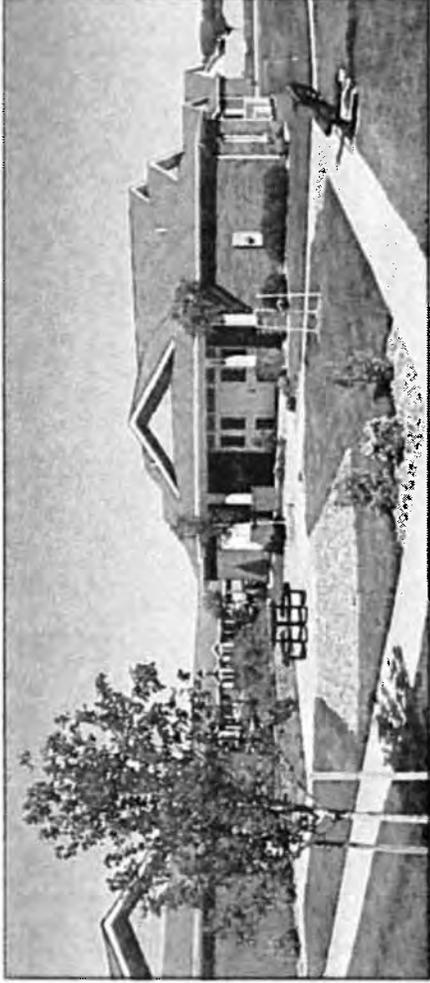
Completed in October of 2008, La Vista de Guadalupe is a 22 unit affordable rental community with breathtaking views of downtown Austin developed by the Guadalupe Neighborhood Development Corporation (GNDC.) DMA provided consultant services to GNDC for La Vista de Guadalupe's funding through the Housing Tax Credit Program. In addition to \$3,127,000 in tax credit equity, La Vista received \$2,138,000 from the City of Austin, \$93,000 from the Meadows Foundation, \$350,000 in land contribution from GNDC, and permanent financing of \$280,000 from Wells Fargo, ensuring the ability to serve residents at 30%, 40% and 50% Area Median Incomes.

FEATURED PROJECTS: LYONS GARDENS — AUSTIN, TEXAS



Completed in the Fall of 2004, Lyons Gardens is a premiere example of affordable senior housing developed through the HUD Section 202 program. This 54 unit, senior housing community is sponsored by Family Eldercare, a local nonprofit dedicated to meeting the daily needs of Austin's seniors, and combines a \$3.3 million HUD Section 202 fund reservation with seven other city, federal, and private foundation funding sources. Lyons Gardens features a computer lab, community room, ice cream shop, beauty parlor, and an extensively landscaped outdoor area equipped with a gazebo, fountain and walking paths. Seniors residing at Lyons Gardens also benefit from nearby public transportation stops and proximity to a senior center. Diana McIver and Associates served as Family Eldercare's consultant throughout the development/construction process and assisted in securing the additional funding sources needed to meet the \$5.8 million in total development costs. Lyons Gardens received the Terrance Duverney Excellence award in 2005.

FEATURED PROJECTS: MOHR PLACE II — WICHITA, KANSAS



Mohr Place II is a 24-unit project that serves qualifying low-income seniors in Wichita, Kansas. Completed in 2008, the project was funded through the award of a HUD Section 202 grant in the amount of \$2,375,100. The development consists of four single-story cottage-style buildings and a community center situated around a central green space. The project was designed to accommodate elderly residents, including adaptable units with accessible features such as oversized corridors and low counters, to allow initially independent seniors to age in place.

The development's Sponsor, The Mental Health Association of South Central Kansas (MHASCK), also partnered with DMA to develop 14 units of housing for persons with mental disabilities on the adjacent parcel of land through a separate HUD Section 811 grant of \$1,184,500. The dually-developed site allows MHA to efficiently deliver affordable housing options and provide much needed services for the area's seniors and mentally disabled individuals.

With DMA's help, MHASCK hopes to replicate this successful model at another site in Wichita. That site's Section 811 project, The Gardens at Wichita Place, received a FY 2009 award and is scheduled to complete construction in late 2012. The counterpart Section 202 application recently received a FY 2010-11 award for funding.

PROFILE OF OFFICERS

DIANA L. MCIVER, PRESIDENT

Diana McIver is the President and sole owner of Diana McIver & Associates, Inc., DMA Development Company, LLC, and DMA Properties, LLC. Ms. McIver also co-founded Conroy & McIver, the predecessor firm to DMA, in late 1979.

Ms. McIver has more than thirty years experience in the development of nonprofit-sponsored affordable housing. Since 1979, Ms. McIver has assisted nonprofit housing developers in obtaining more than \$600,000,000 in funding commitments for affordable housing for low income families, the elderly and persons with disabilities, primarily through federal grants, loans, and mortgage insurance programs. Formerly with the U.S. Senate Special Committee on Aging, Ms. McIver was instrumental in getting appropriations for the Section 202 Program upon its reinstatement in 1974 as well as staffing the first congressional hearings on congregate housing for the elderly. As Director of Elderly Programs for the National Center for Housing Management, Ms. McIver developed a Model Management System for Nonprofit Sponsors of Housing for the Elderly under a grant from the Administration on Aging. She also designed, developed, and delivered training programs across the country on such topics as Congregate Housing for the Elderly, Developing Section 202 Housing, Developing FmHA 515 housing, HUD's Section 8 Program, and Management of Housing for the Elderly.

In January 2001, Ms. McIver received a Congressional appointment to the fourteen-member Commission on Affordable Housing and Health Care Facility Needs for Seniors in the 21st Century, a bipartisan Commission charged with developing comprehensive aging-in-place strategies, which released its findings to the Congress in June 2002. In July 2002, she was elected to the Board of Directors for the Texas Affiliation of Affordable Housing Providers and served as its President during 2005/2006. She was elected to the Board of the Texas Association of Local Housing Finance Agencies in October 2010. In 2012, Ms. McIver received the Community Vision Award from the Austin Chapter of the AIA. She is a frequent speaker and lecturer and has authored several publications and articles on senior housing. Ms. McIver has a Bachelor of Arts in Sociology, College of Idaho, Caldwell, Idaho, and has completed graduate courses at George Washington University, Washington, DC.

JOELLEN SMITH, EXECUTIVE VICE PRESIDENT

JoEllen Smith has more than fourteen years of experience in senior and special needs housing. She joined DMA in March 1998 as a Development Assistant, where she assisted in DMA's activities under the Section 202 and Section 811 Programs. Following a successful career path of serving as DMA's 202/811 Program Manager and then Program Director, Ms. Smith was promoted to Vice President in July 2002 and to Executive Vice President in 2008. In this role she is responsible for client relations, business development activities, oversight of all DMA's 202/811 consulting services and providing leadership for DMA's 202/811 staff. Additionally, she manages several tax credit projects for DMA clients, specializing in those that involve HUD financing in addition to tax credits.

Ms. Smith received a Bachelor of Arts in Political Science from California State University, Long Beach, California, in May 1997 and a Certificate of Gerontology in 1996.

PROFILE OF OFFICERS

JANINE SISAK, SENIOR VICE PRESIDENT/GENERAL COUNSEL

Janine Sisak has eleven years of experience in the development of affordable housing. She joined DMA in December 2001 as a Development Associate, was promoted to Vice President in October 2005, named General Counsel in 2006, and promoted to Senior Vice President in September 2009. Ms. Sisak manages projects funded through the Section 202 and Section 811 programs, along with the Housing Tax Credit Program. As General Counsel, she handles all legal matters for the firm and is involved in closings and land acquisitions. Additionally, she handles all asset management responsibilities for DMA Development, working very closely with DMA Properties.

Prior to joining DMA, Ms. Sisak was an Employment Law Associate for Paul, Hastings, Janofsky & Walker LLP, New York, September 1998 through October 2000. She received her Bachelor of Arts in Economics from Tufts University, Medford, Massachusetts, where she graduated *cum laude* in May 1993. In May 1998, she received her Juris Doctorate from Fordham University School of Law, New York, New York, where she was Notes and Articles Editor for the Fordham Law Review. Ms. Sisak is a member of the State Bar of Texas and a Member of the New York Bar Association. She was a visiting lecturer at the Law School, College of Management, Rishon LeZion, Israel.

SERGIO AMAYA, EXECUTIVE VICE PRESIDENT, DMA PROPERTIES, LLC

Sergio Amaya has thirty years of experience in property and asset management and joined DMA Properties, LLC as Vice President in February 2005. In September 2009, Sergio was named Executive Vice President. In this role, Sergio oversees tax properties managed by DMA Properties, LLC, and develops policies and procedures for the firm's management activities. This includes activities related to budgeting, operations, personnel, maintenance, compliance, investor relations, and the supervision of more than 50 employees.

Sergio began his property management career as a part-time employee while a student at the University of Texas and evolved from onsite management responsibilities to the oversight of a national portfolio of multifamily and commercial properties. Prior to joining DMA Properties, Sergio served in key positions in several property management firms and most recently was the Managing Director for Kennedy Wilson where he supervised 2,600 units of residential properties in Austin, Dallas, College Station, San Marcos, and San Antonio.

KAREN SPARKS, VICE PRESIDENT/CONTROLLER

Karen Sparks has more than 25 years accounting experience and joined DMA in July 2007 as Controller for the DMA Companies. In May 2012, she was promoted to Vice President, where she oversees all of the financial operations and directs accounting and office staff. Prior to joining DMA, she was Vice President of Accounting for Wyndham Worldwide in Dallas and prior to that was Vice President of Accounting for Wyndham International and Senior Manager/Controller for the Trammel Crow Company. She has a BS in Business and Public Administration with a concentration in Accounting, University of Texas at Dallas, and is licensed as a Certified Public Accountant in the State of Texas.

PROFILE OF ASSOCIATES

Development/Consulting Staff

Audrey Martin, Director of Real Estate Development. Audrey Martin joined The DMA Companies in July 2012 in the newly-created position of Director of Real Estate Development. In this position she directs the firm's development activities with responsibilities ranging from planning to production to construction to cost certification. Audrey has nine years of experience in the development of multifamily affordable housing, including four years in the private sector working for real estate development companies, serving most recently as Director of Affordable Housing Development for a private development firm. Additionally, she has five years of experience with the Texas Department of Housing and Community Affairs (TDHCA), during which her career was split between the Multifamily Finance Division and the Real Estate Analysis Division. While at TDHCA, Audrey gained wide-ranging experience in multiple aspects of the housing tax credit program, as well as other state and federal funding programs such as the tax-exempt mortgage revenue bond, HOME Investment Partnership, CDBG, NSP, and Housing Trust Fund programs. While at TDHCA, Audrey oversaw the state's tax credit allocation process as the 9% Housing Tax Credit Program Administrator and also served as the Manager of the Real Estate Analysis Division where she oversaw the underwriting of all multifamily developments recommended for financing from TDHCA, as well as the amendment and cost certification processes. Audrey received her BBA in Finance from The University of Texas in 2003 and her MBA from Texas State University in 2009.

Teresa Bowyer, Project Coordinator. Teresa joined DMA in September 2010 as a Project Coordinator. In this role, Teresa assists DMA's Project Managers on projects developed for the DMA portfolio as well as those developed for DMA's consulting clients. Teresa graduated cum laude from Trinity University in May 2010 with a dual BA degree in Political Science and in Urban Studies. While there she held an internship with the U.S. District Court for the Western District of Texas and conducted development and policy research for local clients, including The City of San Antonio and a private commercial real estate developer.

Wayne Gerami, Project Coordinator. Wayne joined DMA in January 2012 and serves as a Project Coordinator on affordable housing development projects. Wayne graduated from the LBJ School of Public Affairs at the University of Texas in May 2011 where his primary focus was on Nonprofit Management. Wayne received a BA in Psychology from Framingham State University in May 2007. Most recently Wayne was a Policy Researcher for the Austin Chamber of Commerce and he has an extensive background of volunteer activities, including Habitat for Humanity and AmeriCorps.

Property Management Staff

Amanda Burrier, Systems Administrator. Amanda has seven years of administrative and customer service experience and joined DMA as Operations Assistant in May 2009. In July 2012, Amanda was promoted to Systems Administrator where she provides support to the property management staff. Amanda's primary focus is compliance and software systems implementation; however, she covers all facets of property management. She holds an Associate's degree in Communications from Austin Community College.

PROFILE OF ASSOCIATES

Accounting Staff

Nasrin Jozani, Staff Accountant. Nasrin Jozani has 20 years of accounting and bookkeeping experience and joined DMA in August 2007 where she provides accounting support for DMA's Vice-President/Controller and for DMA Properties, LLC. Ms. Jozani has a BS in Business Management from Woodbury University, Los Angeles, California.

Qiao Hu, Staff Accountant, CPA. Qiao joined DMA in January 2012 as a Staff Accountant. Prior to joining DMA she was a Staff Accountant for four years for Timothy P. Deegan CPAs and Company, Gainesville, Florida. Qiao received her Master in Accounting from Georgia Southern University in December 2007 and a degree in Business Administration from Bethel College in August 2004. She is a Certified Public Accountant in the State of Florida.

Dawn Delaney, Accounting Assistant. Dawn Delaney joined DMA in July 2009 in a part-time position to provide support to accounting staff and the DMA Controller. She became a full-time employee in 2010. Ms. Delaney graduated from the University of Texas in May 2006 with a BBA in Management.

Amanda Burkett, Accounting Assistant. Amanda joined DMA in September 2012 as an accounting assistant, where she provides support to DMA's accounting staff. Prior to joining DMA she was a Challenge Course Director at TBarM Camp Travis. Amanda received her bachelors in Psychology from The University of Texas in May 2010.

Administrative Support

Katherine Graves, Operations Assistant. Katherine joined DMA in April of 2011. She is responsible for supporting the day to day operations and staff of DMA Companies. Katherine graduated from the University of Texas at Austin in August of 2009 with a Bachelor of Science in Nutrition.

**Rental Housing Development Assistance
Application for Rental Development Financing**

4800 Berkman

Austin, TX

Tab 7 – Operating Proforma

See attached operating proforma.

ANNUAL OPERATING EXPENSES

General & Administrative Expenses				
Accounting	\$	10,000.00		
Advertising	\$	10,000.00		
Legal fees	\$	3,500.00		
Leased equipment	\$			
Postage & office supplies	\$	7,500.00		
Telephone	\$	6,000.00		
Other	<i>Describe</i>			
Other	<i>Describe</i>			
Total General & Administrative Expenses:				\$ 37,000.00
Management Fee:	Percent of Effective Gross Income:	5.00%		\$ 86,001.14
Payroll, Payroll Tax & Employee Benefits				
Management	\$	75,000.00		
Maintenance	\$	65,000.00		
Other	<i>Benefits</i>	25,200.00		
Other	<i>Describe</i>			
Total Payroll, Payroll Tax & Employee Benefits:				\$ 165,200.00
Repairs & Maintenance				
Elevator	\$	10,000.00		
Exterminating	\$	6,000.00		
Grounds	\$	15,000.00		
Make-ready	\$	25,000.00		
Repairs	\$	25,000.00		
Pool	\$			
Other	<i>Describe</i>			
Other	<i>Describe</i>			
Total Repairs & Maintenance:				\$ 81,000.00
Utilities (Enter development owner expense)				
Electric	\$	65,000.00		
Natural gas	\$	7,500.00		
Trash	\$	10,000.00		
Water & sewer	\$	70,000.00		
Other	<i>Describe</i>			
Other	<i>Describe</i>			
Total Utilities:				\$ 152,500.00
Annual Property Insurance:	Rate per net rentable square foot	\$	0.43	\$ 75,000.00
Property Taxes:				
Published Capitalization Rate:		Source:		
Annual Property Taxes:	\$	180,000.00		
Payments in Lieu of Taxes:	\$			
Other Taxes	<i>Describe</i>			
Other Taxes	<i>Describe</i>			
Total Property Taxes:				\$ 180,000.00
Reserve for Replacements:	Annual reserves per unit	\$	250.00	\$ 45,000.00
Other Expenses				
Cable TV	\$			
Supportive service contract fees	\$	25,000.00		
TDHCA Compliance fees	\$	5,920.00		
Security	\$	5,000.00		
Other	<i>Describe</i>			
Other	<i>Describe</i>			
Total Other Expenses:				\$ 35,920.00
TOTAL ANNUAL EXPENSES	Expense per unit	\$	4764.56	\$ 857,621.14
	Expense to Income Ratio		49.86%	
NET OPERATING INCOME (before debt service)				\$ 862,401.57
Annual Debt Service				
<i>JPMorgan Chase</i>	\$	667,463.83		
<i>Describe Source</i>	\$			
<i>Describe Source</i>	\$			
<i>Describe Source</i>	\$			
TOTAL ANNUAL DEBT SERVICE	Debt Coverage Ratio		1.29	\$ 667,463.83
NET CASH FLOW				\$ 194,937.73

**Rental Housing Development Assistance
Application for Rental Development Financing**

4800 Berkman

Austin, TX

Tab 8 – Description of Supportive Services

SUPPORTIVE SERVICES PLAN

The entire DMA team strongly believes that workforce housing should reflect the needs and wants of the persons who reside there and that the facility should be capable—in both its design and operations—to react to the changing needs of the residents. Based on its past experience, DMA Properties, LLC is well equipped to meet both the resident's shelter and non-shelter needs.

Because of the proposed location in Mueller, this structure assumes 41% of the units will be one-bedroom units and 49% will be two-bedroom units. Therefore, the targeted population will weigh more heavily towards one to three person households as opposed to large families with multiple children. Nevertheless, the large majority of residents will earn less than 60% of the area median income and will need a certain level of support beyond simply enjoying activities provided in the community areas, such as movie nights, exercise classes, social networking functions, educational programming, etc.

Therefore, for those residents needing a higher level of support, DMA would develop a slate of services that may include programming for children to include tutoring, computer classes, art and music classes, and recreational activities. Additionally, DMA may offer adult courses such as financial counseling/literacy, first time homebuyer education, English as a second language, health and wellness and computer classes. The following services will be among those provided.

Educational Services. DMA Properties offers a variety of classes at each multifamily property; some examples of classes are Basic Adult Education, GED Preparation, English as a Second Language, Vocational Training, Scholastic Tutoring, and a Computer Lab. Additionally, in 2011, DMA established the Camile Pahwa Scholarship Program, in memory of a DMA Vice President who died of cancer in 2010. Youth at DMA-owned properties may apply for educational and/or vocational scholarships under this program.

Financial Planning Courses. These programs are intended to teach residents how to improve the lives of people around them by better managing their finances. DMA Properties offers Legal Assistance, Financial Planning Assistance, and Credit Counseling. By helping the residents build a positive lifestyle, while integrating work and family, DMA Properties supports resident in gaining a positive perspective on future prospects. Towards that end, DMA Properties offices Home Buyers Education, Information and Referral Services, and Employment Counseling.

Character Building Programs. Courses on relevant topics such as teen dating violence, drug prevention, internet dangers, and self-defense will be offered on-site.

Scholastic Tutoring. DMA Properties will enlist volunteers to help school children complete their homework in a timely manner and to provide on-on-one time with students who are struggling in a particular discipline.

Annual income tax preparation. DMA Properties will identify a tax specialist who is willing to donate a certain number of regular hours a week during tax season to assist residents on a case-by-case basis.

While providing services to the residents, DMA aims to foster a community for the residents that is positive and supportive. DMA will encourage a high level of resident participation because doing so creates a safer and more prosperous community. DMA will also encourage volunteerism among our residents and within the broader Mueller community. For instance, we will encourage and facilitate volunteers from Wildflower Terrace to be involved in tutoring the children of the new multifamily development and we will facilitate reciprocal volunteerism among the older children through assistance with home chores or letter writing for our seniors at Wildflower. This type of intergenerational activity can be healthy for both population groups.

Staff Resumes

Please see the staff resumes in DMA's corporate profile, included in Tab 6. DMA Properties, LLC has more than 7 years of experience in providing similar support services in each of its workforce properties.

Operating Budget

The services described above are voluntary, and will generally be provided at no charge to the resident. For instance, the on-site resident manager or the residents' council will organize the social and educational activities and will be responsible for finding volunteer guest speakers or presenters. Any expense associated with these activities will be funded out of the larger project budget. The operating proforma included in Tab 7 includes \$25,000 annually, or \$2,083 a month for the provision of supportive services which is more than sufficient to pay for all supplies and related expenses necessary to carry out these activities.

The residents will also have access to information and referral free of charge. The on-site manager and/or supportive service coordinator will have information and brochures available so that residents can locate the appropriate service providers in the community. Generally, the services themselves are available at no cost, on a sliding fee scale, or co-pay system to participants.

Supportive Services Agreement

The following is a draft of the final Supportive Services Agreement between Austin DMA Housing II, LLC and DMA Properties, LLC.

Agreement for Services

4800 Berkman Austin, Texas

This agreement is entered into on the 8th day of January 2013, between Austin DMA Housing II, LLC (Owner), a Texas limited liability company, and DMA Properties, LLC (Service Provider), a Texas limited liability company which provides supportive services for senior citizens.

Whereas, Austin DMA Housing II, LLC, is the proposed owner of a development called 4800 Berkman, a 180-unit apartment complex to be developed at the southwest corner of Berkman Drive and Barbara Jordan Boulevard

Whereas, Austin DMA Housing II, LLC, intends to develop this housing as affordable housing with supportive services, utilizing the Low Income Housing Tax Credit program, and

Whereas, the residents of 4800 Berkman will benefit greatly from access to supportive services not currently available and which will enhance their lives, and

Whereas, DMA Properties, LLC, is a limited liability company which provides supportive services to families in the state of Texas, and

Whereas, DMA Properties, LLC seeks to improve the quality of life for persons residing in the proposed 4800 Berkman community,

Therefore, Austin DMA Housing II, LLC (Owner), and DMA Properties, LLC (Service Provider), hereby agree that DMA Properties, LLC, will provide supportive services to the residents of 4800 Berkman as follows:

I. Services to Be Provided

Austin DMA Housing II, LLC, will incorporate resident services as part of its housing mission at the 4800 Berkman community. All service programs will be coordinated and facilitated by the Manager of 4800 Berkman, in conjunction with the on-site Service Coordinator and the Vice President of DMA Properties, LLC. The basic on-site services to be offered by DMA Properties, LLC, will include, but not be limited to, the following:

1. DMA Properties, LLC will provide courses on topics such as financial planning, character building, annual income tax preparation, and on-site computer training courses at no costs to the residents.
2. DMA Properties, LLC will assist residents in finding employment or volunteer opportunities by coordinating services with local non-profit groups.
3. A Service Coordinator, employed by DMA Properties, LLC, will be available to the residents of 4800 Berkman 15 hours each week. The Service Coordinator will provide the following services 4800 Berkman residents:
 - Information and referral to other social service agencies that provide adult education programs, scholastic tutoring and specialized counseling.
 - Assistance in planning social activities such as potluck suppers, book clubs, movie nights, and educational programs.

II. Term of Agreement

This agreement will commence upon the completion of construction and occupancy of the apartments by eligible residents and will remain in effect for a minimum of five years. It may be renewed in five-year increments, at the option of both parties to the agreement.

III. Fees for Services

There will be no charge to the residents for the proposed services. Space for the activities will be provided rent-free in its community spaces. The costs related to the Service Coordinator as identified in Paragraph 3 will be paid to DMA Properties, LLC directly by Austin DMA Housing II, LLC, the owner of 4800 Berkman, from the property operating budget.

IV. Parties to Agreement

The parties to the agreement are:

Owner: Austin DMA Housing II, LLC
4101 Parkstone Heights Drive, Suite 310
Austin, TX 78746

Service Provider: DMA Properties, LLC
4101 Parkstone Heights Drive, Suite 310
Austin, TX 78746

Agreed to this 8th day of January 2013.

Austin DMA Housing II, LLC

By: 
Diana McIver, Manager of G.P.

DMA Properties, LLC

By: 
Diana McIver, President/Manager