

**ORDINANCE #68374**  
**Board Bill No. 44**

An ordinance approving a blighting study and redevelopment plan dated January 27, 2009 for the 2703 S. 9th Street Redevelopment Area ("Plan") after finding that said Redevelopment Area ("Area") is blighted as defined in Section 99.320 of the Revised Statutes of Missouri, 2000, as amended (the "Statute" being Sections 99.300 to 99.715 inclusive, as amended); containing a description of the boundaries of the Area in the City of St. Louis ("City"), attached hereto and incorporated herein as Attachment "A", finding that redevelopment and rehabilitation of the Area is in the interest of the public health, safety, morals and general welfare of the people of the City; approving the Plan attached hereto and incorporated herein as Attachment "B", pursuant to Section 99.430; finding that there is a feasible financial plan for the development of the Area which affords maximum opportunity for development of the Area by private enterprise; finding that no property in the Area may be acquired by the Land Clearance for Redevelopment Authority ("LCRA") of the City of St. Louis, a public body corporate and politic created under Missouri law, through the exercise of eminent domain; finding that none of the property within the Area is occupied, but if it should become occupied the Redeveloper shall be responsible for relocating any eligible occupants displaced as a result of implementation of the Plan; finding that financial aid may be necessary to enable the Area to be redeveloped in accordance with the Plan; finding that there shall be available up to five (5) year real estate tax abatement; and pledging cooperation of this St. Louis Board of Aldermen ("Board") and requesting various officials, departments, boards and agencies of the City to cooperate and to exercise their respective powers in a manner consistent with the Plan.

**WHEREAS**, by reason of the predominance of defective or inadequate street layout, insanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete platting, inadequate or outmoded design and conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals or welfare in the present condition and use of the Area; and

**WHEREAS**, this Board has considered the "Blighting Study and Redevelopment Plan for the 2703 s. 9th Street Area" dated January 27, 2009 consisting of a Title Page; a Table of Contents Page, nine numbered pages and Exhibits "A" – "F" attached hereto and incorporated herein as Attachment "B" ("Plan"); and based on the information in the Plan, specifically the Blighting Report in Exhibit "F" to the Plan, considered each parcel of property in the Area and found the preponderance of the Area to be blighted, and

**WHEREAS**, such conditions are beyond remedy and control solely by regulatory process in the exercise of the police power and cannot be dealt with effectively by ordinary private enterprise without the aids provided in the Statute; and

**WHEREAS**, there is a need for the LCRA to undertake the redevelopment of the Area as a land clearance project under the Statute, pursuant to plans by or presented to the LCRA under Section 99.430.1 (4); and

**WHEREAS**, the LCRA has, after considering each individual parcel of property in the Area and finding the Area to be blighted, approved the Plan and recommended approval of the Plan to the Planning Commission of the City of St. Louis ("Planning Commission") and to this Board; and;

**WHEREAS**, it is desirable and in the public interest that a public body, the LCRA, undertake and administer the Plan; and

**WHEREAS**, the LCRA and the Planning Commission have made and presented to this Board the studies and statements required to be made and submitted by Section 99.430 and this Board has been fully apprised by the LCRA and the Planning Commission of the facts and is fully aware of the conditions in the Area; and

**WHEREAS**, the Plan has been presented and recommended by LCRA and the Planning Commission to this Board for review and approval; and

**WHEREAS**, a general plan has been prepared and is recognized and used as a guide for the general development of the City and the Planning Commission has advised this Board that the Plan conforms to that general plan; and

**WHEREAS**, under the provisions of the Statute, it is required that this Board take such actions as may be required to approve the Plan; and

**WHEREAS**, this Board has duly considered the reports, recommendations and certifications of the LCRA and the Planning Commission; and

**WHEREAS**, the Plan prescribes land use and street and traffic patterns which may require, among other things, the vacation of public rights-of-way, the establishment of new street and sidewalk patterns or other public actions; and

**WHEREAS**, this Board is cognizant of the conditions which are imposed on the undertaking and carrying out of a redevelopment project, including those relating to prohibitions against discrimination because of race, color, creed, national origin, sex, marital status, age, sexual orientation or physical handicap; and

**WHEREAS**, in accordance with the requirements of Section 99.430 of the Statute, this Board placed a public notice in a newspaper of general circulation in the City that a public hearing would be held by this Board on the Plan, and a hearing was held at the time and place designated in that notice and all those who were interested in being heard were given a reasonable opportunity

to express their views; and

**WHEREAS**, it is necessary that this Board take appropriate official action respecting the approval of the Plan.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:**

**SECTION ONE.** There exists within the City of St. Louis ("City") a blighted area, as defined by Section 99.320 of the Revised Statutes of Missouri, 2000, as amended (the "Statute" being Sections 99.300 to 99.715 inclusive, as amended) described in Attachment "A", attached hereto and incorporated herein, known as the 2703 S. 9th Street Area ("Area"). The existence of deteriorated property and other conditions constitutes an economic or social liability to the City and presents a hazard to the health and well-being of its citizens. These conditions, therefore, qualify the Area as blighted within the meaning of Section 99.320(3) of the Revised Statutes of Missouri, 2000 as amended, and is evidenced by the Blighting Report attached as Exhibit "F" ("Blighting Report") to the Blighting Study and Redevelopment Plan for the Area dated January 27, 2009 which is attached hereto, and labeled Attachment "B" and incorporated herein by reference ("Plan").

**SECTION TWO.** The redevelopment of the Area, as provided by the Statute, is necessary and in the public interest, and is in the interest of the public health, safety, morals and general welfare of the people of the City.

**SECTION THREE.** The Area qualifies as a redevelopment area in need of redevelopment under the provision of the Statute, and the Area is blighted as defined in Section 99.320 of the Statute.

**SECTION FOUR.** The Plan (including the Blighting Report) having been duly reviewed and considered, is hereby approved and incorporated herein by reference, and the President or Clerk of this St. Louis Board of Aldermen ("Board") is hereby directed to file a copy of the Plan with the Minutes of this meeting.

**SECTION FIVE.** The Plan is feasible and conforms to the general plan for the City.

**SECTION SIX.** The financial aid provided and to be provided for financial assistance pertaining to the Area is necessary to enable the redevelopment activities to be undertaken in accordance with the Plan, and the proposed financing plan for the Area is feasible.

**SECTION SEVEN.** The Plan for the Area will afford maximum opportunity, consistent with the sound needs of the City as a whole, for the redevelopment of the Area by private enterprise, and private developments to be sought pursuant to the requirements of the Statute.

**SECTION EIGHT.** The Plan provides that the Land Clearance for Redevelopment Authority of the City of St. Louis ("LCRA") may acquire no property in the Area by the exercise of eminent domain .

**SECTION NINE.** None of the property within the Area is currently occupied. If it should become occupied, all eligible occupants displaced by the Redeveloper(s) ("Redeveloper(s)" being defined in Section Twelve, below) shall be given relocation assistance by the Redeveloper(s) at its expense, in accordance with all applicable federal, state and local laws, ordinances, regulations and policies.

**SECTION TEN.** The Plan gives due consideration to the provision of adequate public facilities.

**SECTION ELEVEN.** In order to implement and facilitate the effectuation of the Plan hereby approved, it is found and determined that certain official actions must be taken by this Board and accordingly this Board hereby:

- (a) Pledges its cooperation in helping to carry out the Plan;
- (b) Requests the various officials, departments, boards and agencies of the City, which have administrative responsibilities, likewise to cooperate to such end and to execute their respective functions and powers in a manner consistent with the Plan; and
- (c) Stands ready to consider and take appropriate action upon proposals and measures designed to effectuate the Plan.

**SECTION TWELVE.** All parties participating as owners or purchasers of property in the Area for redevelopment ("Redeveloper(s)") shall agree for themselves and their heirs, successors and assigns that they shall not discriminate on the basis of race, color, creed, national origin, sex, marital status, age, sexual orientation or physical handicap in the sale, lease, or rental of any property or improvements erected or to be erected in the Area or any part thereof and those covenants shall run with the land, shall remain in effect without limitation of time, shall be made part of every contract for sale, lease, or rental of property to which Redeveloper(s) is a party, and shall be enforceable by the LCRA, the City and the United States of America.

**SECTION THIRTEEN.** In all contracts with private and public parties for redevelopment of any portion of the Area, Redeveloper(s) shall agree:

- (a) To use the property in accordance with the provisions of the Plan, and be bound by the conditions and procedures set forth therein and in this Ordinance;

- (b) That in undertaking construction under the agreement with the LCRA and the Plan, bona fide Minority Business Enterprises ("MBE's") and Women's Business Enterprises ("WBE's") will be solicited and fairly considered for contracts, subcontracts and purchase orders;
- (c) To be bound by the conditions and procedures regarding the utilization of MBE's and WBE's established by the City;
- (d) To adhere to the requirements of the Executive Order of the Mayor of the City, dated July 24, 1997, as has been extended.
- (e) To comply with applicable requirements of Ordinance No. 60275 of the City (First Source Jobs Policy, as codified at St. Louis City Revised Code Chapter 3.90);
- (f) To cooperate with those programs and methods supplied by the City with the purpose of accomplishing, pursuant to this paragraph, minority and women subcontractors and material supplier participation in the construction pursuant to the Plan. The Redeveloper(s) will report semi-annually during the construction period the results of its endeavors under this paragraph, to the Office of the Assistant Director-Certification and Compliance of the City and the President of this Board; and
- (g) That the language of this Section Thirteen shall be included in its general construction contract and other construction contracts let directly by Redeveloper(s).

The term MBE shall mean a sole proprietorship, partnership, corporation, profit or non-profit organization owned, operated and controlled by minority group members who have at least fifty-one percent (51%) ownership. The minority group member(s) must have operational and management control, interest in capital and earnings commensurate with their percentage of ownership. The term Minority Group Member(s) shall mean persons legally residing in the United States who are Black, Hispanic, Native American (American Indian, Eskimo, Aleut or Native Hawaiian), Asian Pacific American (persons with origins from Japan, China, the Philippines, Vietnam, Korea, Samoa, Guam, U.S. Trust Territory of the Pacific Islands, Laos, Cambodia or Taiwan) or Asian Indian American (persons with origins from India, Pakistan or Bangladesh). The term WBE shall mean a sole proprietorship, partnership, corporation, profit or non-profit organization owned, operated and controlled by a woman or women who have at least fifty-one percent (51%) ownership. The woman or women must have operational and managerial control, interest in capital and earnings commensurate with their percentage of ownership.

The term "Redeveloper(s)" as used in this Section shall include successors in interest and assigns.

**SECTION FOURTEEN.** A Redeveloper(s) which is an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes shall hereby be entitled to real property ad valorem tax abatement which shall not include any Special Business District, Neighborhood Improvement District, Commercial Improvement District or any other single local taxing district created in accordance with Missouri law, whether now existing or later created, for a total period of up to five (5) years from the commencement of such tax abatement, in accordance with the following provisions:

If property in the Area is sold by the LCRA to an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes, or if any such corporation shall own property within the Area, then for up to the five (5) years after the date the redevelopment corporation shall acquire title to property in the Area, taxes on that property shall be based upon the assessment of land, exclusive of any improvements thereon, during the calendar year two years preceding the calendar year during which the corporation shall have acquired title to that property. In addition to such taxes, any such corporation shall for up to the same five (5) year period make a payment in lieu of taxes to the Collector of Revenue of the City of St. Louis in an amount based upon the assessment on the improvements located on the property during the calendar year two years preceding the calendar year during which such corporation shall have acquired title to that property. If property shall be tax exempt because it is owned by the LCRA and leased to any such corporation, then such corporation for up to the five (5) years of the lease shall make payments in lieu of taxes to the Collector of Revenue of the City in an amount based upon the assessment on the property, including land and improvements, during the calendar year two years preceding the calendar year during which such corporation shall lease that property.

All payments in lieu of taxes shall be a lien upon the property and, when paid to the Collector of Revenue of the City shall be distributed as all other property taxes. These partial tax relief and payment in lieu of taxes provisions, during up to said five (5) year period, shall inure to the benefit of all successors in interest in the property of the redevelopment corporation, so long as such successors shall continue to use the property as provided in this Plan and in any agreement with the LCRA. In no event shall such benefits extend beyond five (5) years after the redevelopment corporation shall have acquired title to the property.

**SECTION FIFTEEN.** Any proposed modification which will substantially change the Plan must be approved by this Board in the same manner as the Plan was first approved. Modifications which will substantially change the Plan include, but are not necessarily limited to, modifications on the use of eminent domain, to the length of tax abatement, to the boundaries of the Area, or to other items which alter the nature or intent of the Plan.

The Plan may be otherwise modified (e.g. urban design regulations, development schedule) by the LCRA, provided that such revisions shall be effective only upon the consent of the Planning Commission of the City.

SECTION SIXTEEN. The sections of this Ordinance shall be severable. In the event that any section of this Ordinance is found by a court of competent jurisdiction to be invalid, the remaining sections of this Ordinance are valid, unless the court finds the valid sections of the Ordinance are so essential and inseparably connected with and dependent upon the void section that it cannot be presumed that this Board would have enacted the valid sections without the void ones, or unless the court finds that the valid sections standing alone are incomplete and are incapable of being executed in accordance with the legislative intent.

ATTACHMENT "A"

THE 2703 S. 9<sup>TH</sup> STREET AREA  
LEGAL DESCRIPTION

CB 847 9TH ST  
26 FT X 140 FT  
DAGGETT ADDN  
BLK 3 LOT 41  
BTO SEE 0847 00 01700  
  
0847-00-01707  
2703 S. 9th Street

ATTACHMENT "B"  
Form: 12/09/08

BLIGHTING STUDY AND REDEVELOPMENT PLAN  
FOR THE  
2703 S. 9<sup>TH</sup> STREET  
PROJECT # 1386  
LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY  
OF THE CITY OF ST. LOUIS  
January 27, 2009

MAYOR  
FRANCIS G. SLAY

BLIGHTING STUDY AND REDEVELOPMENT PLAN FOR  
2703 S. 9<sup>TH</sup> STREET AREA

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**EXHIBITS**

- "A" LEGAL DESCRIPTION
- "B" PROJECT AREA PLAN
- "C" PROPOSED LAND USE
- "D" ACQUISITION MAP
- "E" EQUAL OPPORTUNITY AND NON-DISCRIMINATION GUIDELINES
- "F" BLIGHTING REPORT

**A. EXISTING CONDITIONS AND FINDINGS OF BLIGHT**

1. DELINEATION OF BOUNDARIES

The 2703 S. 9th Street Redevelopment Area ("Area") encompasses approximately 0.08 acres in the Soulard Neighborhood of the City of St. Louis ("City") and is located on the west side of S. 9th St. with Sidney St. to the north and Lynch St. to the south.

The legal description of the Area is attached and labeled Exhibit "A". The boundaries of the Area are delineated on Exhibit "B" ("Project Area Plan").

2. GENERAL CONDITION OF THE AREA

The Area comprises one parcel of City Block 847 .The Area is in poor condition. The parcel by parcel physical conditions within the Area are shown on Exhibit "B" (Project Area Plan) and enumerated in Exhibit "F" (Blighting Report).

Unemployment figures, computed by the Missouri State Employment Service, indicate an 8.2% unemployment rate for the City as of September, 2008. It is estimated that this rate is prevalent for residents of the neighborhoods surrounding the Area.

There are currently no jobs within the Area.

3. PRESENT LAND USE OF THE AREA

Existing land uses within the Area include an unoccupied single family residential building.

The land use, including the location of public and private uses, streets and other rights-of-way, is shown on Exhibit "B".

4. PRESENT LAND USE AND DENSITY OF SURROUNDING PROPERTIES

The properties surrounding the Area are primarily used for residential and commercial purposes.

Residential density for the surrounding neighborhoods is approximately 8.33 persons per acre.

5. CURRENT ZONING

The Area is currently zoned "K" Unrestricted District pursuant to the Zoning Code of the City, which is incorporated in this Plan by reference.

6. FINDING OF BLIGHT

None of the property within the Area is occupied and it is in the conditions outlined in Exhibit "F". The existence of deteriorated property constitutes an economic or social liability to the City and presents a hazard to the health and well-being of its citizens. The preponderance of properties in the Area has been determined to be blighted within the meaning of Section 99.300 *et seq.*, of the Revised Statutes of Missouri (the Land Clearance for Redevelopment Authority Law) as evidenced by the Blighting Report attached hereto, labeled Exhibit "F" and incorporated herein by this reference.

**B. PROPOSED DEVELOPMENT AND REGULATIONS**

1. DEVELOPMENT OBJECTIVES

The primary objectives of this Plan are to eliminate blight within the Area and to facilitate the redevelopment of the Area into productive residential uses.

2. PROPOSED LAND USE OF THE AREA

The proposed land uses for the Area are residential uses permitted in Areas designated "D" Multiple Family Residential District by the City of St. Louis Zoning Code. Redeveloper(s) authorized by the Land Clearance for Redevelopment Authority of the City of St. Louis ("LCRA") to develop property in the Area (hereafter referred to as "Redeveloper(s)") shall be permitted to use said property only for the above proposed uses.

Exhibit "C" (Proposed Land Use) shows the proposed uses for the Area. The 2005 Strategic Land Use Plan designated it as a Business/Industrial Preservation Area ( BIPA).

3. PROPOSED ZONING

Residential uses of this property may be "grandfathered" use. Otherwise, the zoning for the Area may require a change to "D" Multiple Family Dwelling District. All land coverage and building intensities shall be governed thereby.

4. RELATIONSHIP TO LOCAL OBJECTIVES

The proposed land uses, zoning, public facilities and utility plans are appropriate and consistent with local objectives as defined by the General Plan of the City of St. Louis which includes the "Strategic Land Use Plan of the City of St. Louis" (2005). Any specific proposal to the LCRA for redevelopment of the Area or any portion of the Area shall contain, among other things, adequate provisions for traffic, vehicular parking, safety from fire, adequate provisions for light and air, sound design and arrangement and improved employment opportunities.

5. PROPOSED EMPLOYMENT FOR THIS AREA

No new jobs will be created in this Area because the proposed redevelopment is residential.

6. CIRCULATION

The Proposed Land Use Plan (Exhibit "C") indicates the proposed circulation system for the Area. The layouts, levels and grades of all public rights-of-way may remain unchanged except for the vacation of the alley in the block.

Rights-of-way changes will be subject to the review and approval of the City Department of Streets, and all vacations of rights-of-way are subject to approval by ordinance.

7. BUILDING AND SITE REGULATIONS

The Area shall be subject to all applicable federal, state and local laws, ordinances, regulations and codes, including but not limited to, the City Building Code, Zoning District Regulations, and stipulations of the Planning and Urban Design Agency ("PDA") of the City. The population densities, land coverage, and building intensities of redevelopment shall be governed by the Zoning Code. No changes in the building codes or ordinances are required.

A Redeveloper(s) shall redevelop the Area in accordance with this Plan and the redevelopment agreement (if any) ("Agreement"), and shall maintain all structures, equipment, paved areas, and landscaped areas controlled by the Redeveloper(s) in good and safe order both inside and outside, structurally and otherwise, including necessary and proper painting. Failure to meet these requirements may result in suspension of tax abatement.

8. URBAN DESIGN

a. **Urban Design Objectives**

The property shall be redeveloped such that it is an attractive residential asset to the surrounding neighborhood.

b. **Urban Design Regulations**

- 1.) **Rehabilitation** shall respect the original exterior in terms of design and materials. Window and door shapes and detailing shall be compatible with the original design
- 2.) **New construction** or alterations shall be positioned on their lot so that any existing recurrent building masses and spaces is continued as well as the pattern of setback from the street.
- 3.) **Exterior Materials** All new building materials on facades visible from the street(s) shall be compatible in type and texture with the dominant materials of adjacent buildings. Artificial masonry such as "Permastone" is not permitted. A submission of all building materials shall be required prior to approval.
- 4.) **Architectural Details** on existing structures shall be maintained in a similar size, detail and material. Where they are badly deteriorated, similar details salvaged from other buildings may be substituted. Both new and replacement window and doorframes shall be limited to wood or color finished aluminum on the street facing facades, including basement windows. Raw or unfinished aluminum and glass block are not acceptable. Awnings of canvas only are acceptable.
- 5.) **Roof Shapes.** When one roof shape is employed in a predominance of existing buildings in a block, any proposed new construction or alteration should be viewed with respect to its compatibility with the existing adjacent buildings.
- 6.) **Roof Materials** shall be slate, tile, copper or asphalt shingles where the roof is visible from the street. Brightly colored asphalt shingles are not appropriate.

c. **Landscaping**

The property shall be well-landscaped. Perimeter street trees of a minimum caliper of 2-1/2 inches and generally 30-35 feet on center as determined by the Parks Department of the City, depending upon tree type, utilities, curb cuts, etc., shall be provided along all public or private streets - preferably in tree lawns along the curb. If necessary, sidewalks shall be notched to accommodate the trees.

Ornamental or shade trees should be provided in the front lawns along with evergreen accent shrubs.

Existing, healthy trees shall be retained, if feasible.

d. **Fencing**

Fencing in the front yards shall be limited to ornamental metal with a black matte finish. Fencing behind the building line and not facing a street may be chain link with a black matte finish, or a good quality, privacy fence provided it is not wood stockade style. Fencing facing a side street shall be ornamental metal or a good quality board fence up to six (6) feet in height provided landscaping is provided between the fence and the sidewalk.

9. PARKING REGULATIONS

Parking shall be provided in accordance with the applicable zoning and building code requirements of the City, including PDA standards. This will provide adequate vehicular parking for the Area.

Where feasible, parking shall be limited to the rear of the property off the alley, and at least one space shall be provided for each residential unit. In addition, surface parking shall not extend beyond the established building line. Surface parking along public streets shall be buffered by a continuous evergreen hedge at least two and one-half (2 ½) feet high on planting and maintained at three and one-half (3 ½) feet high at maturity.

10. SIGN REGULATIONS

All new signs shall be limited as set out in the City Code, PDA stipulations, this Plan and agreements between the LCRA and the Redeveloper(s). All new signs shall be restricted to standard sale/lease signs.

11. BUILDING, CONDITIONAL USE AND SIGN PERMITS

No building, conditional use, or sign permits shall be issued by the City without the prior written approval of the LCRA.

12. PUBLIC IMPROVEMENTS

No additional schools, parks, recreational and community facilities or other public facilities will be required. Additional water, sewage or other public utilities may be required depending on development. The cost of such utility improvements will be borne by the Redeveloper(s).

If funds are available to the LCRA, it may provide public improvements including, but not limited to, measures for the control of traffic, improvements to street lighting, street trees, and any other improvements which may further the objectives of this Plan.

When developed in accordance with this Plan, the Area will comprise a coordinated, adjusted and harmonious redevelopment that promotes the health, safety, morals, order, convenience, prosperity, general welfare, efficiency and economy of the City.

**C. PROPOSED SCHEDULE OF REDEVELOPMENT**

The implementation of this Plan shall take place in a single phase initiated within approximately one (1) year(s) of approval of this Plan by ordinance and completed within approximately two (2) year(s) of approval of this Plan by ordinance.

The LCRA may alter the above schedule as economic conditions warrant.

**D. EXECUTION OF PROJECT**

1. ADMINISTRATION AND FINANCING

The LCRA is empowered by Missouri law to administer redevelopment of all types pursuant to this Plan and can do so to the extent and in the manner prescribed by the Land Clearance for Redevelopment Authority Law of Missouri.

All costs associated with the redevelopment of the Area will be borne by the Redeveloper(s).

Implementation of this Plan may be financed by funds obtained from private and/or public sources, including, without limitation, revenue bonds, bank loans, and equity funds provided by the Redeveloper(s).

2. PROPERTY ACQUISITION

The Property Acquisition Map, Exhibit "D" attached, identifies all the property located in the Area. The LCRA **may not** acquire any property in the Area by the exercise of eminent domain.

3. PROPERTY DISPOSITION

If the LCRA acquires property in the Area, it may sell or lease the property to Redeveloper(s) who shall agree to redevelop such property in accordance with this Plan and the Agreement between such Redeveloper(s) and the LCRA. Any property acquired by the LCRA and sold to Redeveloper(s) will be sold at not less than its fair value, taking into account and giving consideration to those factors enumerated in Section 99.450, R.S.Mo. (2000) as amended, for uses in accordance with this Plan.

4. RELOCATION ASSISTANCE

None the property within the Area is currently occupied. If it should become occupied, all eligible occupants displaced as a result of the implementation of the Plan shall be given relocation assistance in accordance with all applicable federal, state and local laws, ordinances, regulations and policies.

**E. COOPERATION OF THE CITY**

The City and its Board of Aldermen, by enacting an ordinance approving this Plan, pledges its cooperation to enable the project to be carried out in a timely manner and in accordance with this Plan.

**F. TAX ABATEMENT**

A Redeveloper which is an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes shall hereby be entitled to real property ad valorem tax abatement which shall not include any Special Business District, Neighborhood Improvement District, Commercial Improvement District, or any other single local taxing district created in accordance with Missouri law, whether now existing or later created, for a total period of up to five (5) years from the commencement of such tax abatement, in accordance with the following provisions of this Plan:

If property in the Area is sold by the LCRA to an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes, or if any such corporation shall own property within the Area, then for five (5) years after the date the redevelopment corporation shall acquire title to such property, taxes on such property shall be based upon the assessment of land, exclusive of any improvements thereon, during the calendar year two years prior to the calendar year during which such corporation shall have acquired title to such property. In addition to such taxes, any such corporation shall for the same five (5) year period make a payment in lieu of taxes to the Collector of Revenue of the City of St. Louis in an amount based upon the assessment on the improvements located on the property during the calendar year two years prior to the calendar year during which such corporation shall have acquired title to such property. If property shall be tax exempt because it is owned by the LCRA and leased to any such corporation, then such corporation for five (5) years of such lease shall make payments in lieu of taxes to the Collector of Revenue of the City in an amount based upon the assessment on the property, including land and improvements, during the calendar year two years prior to the calendar year during which such corporation shall lease such property.

All payments in lieu of taxes shall be a lien upon the property and, when paid to the Collector of Revenue of the City shall be distributed as all other property taxes. These partial tax relief and payment in lieu of taxes provisions, during up to said five (5) year period, shall inure to the benefit of all successors in interest in the property of the redevelopment corporation, so long as such successors shall continue to use such property as provided in this Plan and in any contract with the LCRA. In no event shall such benefits extend beyond five (5) years after the redevelopment corporation shall have acquired title to the property.

**G. COMPLIANCE WITH AFFIRMATIVE ACTION AND NONDISCRIMINATION LAWS AND REGULATIONS****1. LAND USE**

A Redeveloper(s) shall not discriminate on the basis of race, color, creed, national origin, marital status, sex, age, sexual orientation or physical handicap in the lease, sale or occupancy of the Area.

**2. CONSTRUCTION AND OPERATIONS**

A Redeveloper(s) shall not discriminate on the basis of race, color, creed, national origin, marital status, sex, age, sexual orientation or physical handicap in the construction and operation of any project in the Area and shall take such affirmative action as may be appropriate to afford opportunities to everyone in all activities of the project, including enforcement, contracting, operating and purchasing.

**3. LAWS AND REGULATIONS**

A Redeveloper(s) shall comply with all applicable federal, state and local laws, ordinances, executive orders and regulations regarding nondiscrimination and affirmative action, including the City Guidelines for Minimum Utilization of Minority Enterprises, dated January 1, 1981 as may be amended, and the "Equal Opportunity and Nondiscrimination Guidelines" in Exhibit "E", attached.

**4. ENFORCEMENT**

All of the provisions of this Section G shall be incorporated in an Agreement between the LCRA and a Redeveloper(s), which Agreement shall be recorded in the office of the Recorder of Deeds. The provisions of G (1) and G (3) shall be covenants running with the land, without limitation as to time, and the provisions of G (2) shall be for the duration of this Plan and any extension thereof.

All of the provisions of Section G shall be enforceable against the Redeveloper(s), its heirs, successors or assigns, by the LCRA, the City, any state having jurisdiction or the United States of America.

**H. MODIFICATIONS OF THIS PLAN**

Any proposed modification which will substantially change this Plan shall be approved by the St. Louis Board of Aldermen in the same manner as this Plan was first approved. Modifications which will substantially change this Plan include, but are not necessarily limited to, modifications on the use of eminent domain, to the length of tax abatement, to the boundaries of the Area, or other items which alter the nature or intent of this Plan.

This Plan may be otherwise modified (e.g. urban design regulations, development schedule) by the LCRA, provided that such revisions shall be effective only upon the consent of the PDA.

**I. DURATION OF REGULATION AND CONTROLS**

The regulation and controls set forth in this Plan shall be in full force and effect for twenty-five years commencing with the effective date of approval of this Plan by ordinance, and for additional ten (10) year periods unless before the commencement of any such ten (10) year period the St. Louis Board of Aldermen shall terminate this Plan as of the end of the term then in effect, except as provided in Section G (4) of this Plan.

**J. EXHIBITS**

All attached exhibits are hereby incorporated by reference into this Plan and made a part hereof.

**K. SEVERABILITY**

The elements of this Plan satisfy all requirements of state and local laws. Should any provisions of this Plan be held invalid by a final determination of a court of law, the remainder of the provisions hereof shall not be affected thereby, and shall remain in full force and effect.

**ATTACHMENT "A"**

**THE 2703 S. 9<sup>TH</sup> STREET AREA  
LEGAL DESCRIPTION**

CB 847 9TH ST  
26 FT X 140 FT  
DAGGETT ADDN  
BLK 3 LOT 41  
BTO SEE 0847 00 01700

**0847-00-01707**  
2703 S. 9th Street

See attached Exhibits B, C & D

**EXHIBIT "E"**  
**FORM: 02/08/08**

**EQUAL OPPORTUNITY AND NONDISCRIMINATION GUIDELINES**

In any contract for work in connection with the redevelopment of any property in the Area, the Redeveloper(s) (which term shall include Redeveloper(s), any designees, successors and assigns thereof, any entity formed to implement the project of which the Redeveloper(s) is affiliated), its contractors and subcontractors shall comply with all federal, state and local laws, ordinances, or regulations governing equal opportunity and nondiscrimination (Laws). Moreover, the Redeveloper(s) shall contractually require its contractors and subcontractors to comply with such laws.

The Redeveloper(s) and its contractor will not contract or subcontract with any party known to have been found in violation of any such Laws, ordinances, regulations or these guidelines.

The Redeveloper(s) shall fully comply with Executive Order #28 dated July 24, 1997, as has been extended, relating to minority and women-owned business participation in City contracts.

The Redeveloper(s) agrees for itself and its successors and assigns, that there shall be covenants to ensure that there shall be no discrimination on the part of the Redeveloper(s), its successors or assigns upon the basis of race, color, creed, national origin, sex, marital status, age, sexual orientation or physical handicap in the sale, lease, rental, use or occupancy of any property, or any improvements erected or to be erected in the Area or any part thereof, and those covenants shall run with the land and shall be enforceable by the LCRA, the City, and the United States of America, as their interests may appear in the project.

Redeveloper(s) shall fully comply (and ensure compliance by "anchor tenants") with the provisions of St. Louis City Ordinance #60275 (First Source Jobs Policy) which is codified at Chapter 3.90 of the Revised Ordinances of the City of St. Louis.

**EXHIBIT "F"**

**Blighting Report for the  
2703 S. 9th Street Redevelopment Area**

As outlined below, the Area suffers from a multitude of physical and economic deficiencies including defective and inadequate streets, insanitary or unsafe conditions, deterioration or inadequate site improvements, improper subdivision or absolute platting and conditions which endanger life or property by fire or other curses.

As a result of these factors the preponderance of the property in the Area is an economic liability for the City, its residents and the taxing districts that depend upon it as a revenue source, as well as a sound, health safety liability. It, therefore, qualifies as a "blighted area" as such time is defined in Section 99.320(3) of the Missouri Revised Statute (2000) as amended.

Subject Property is: \_\_\_\_\_ vacant land \_\_\_\_\_ X \_\_\_\_\_ unoccupied residential  
\_\_\_\_\_ unoccupied/occupied commercial

Subject Property is: \_\_\_\_\_ X \_\_\_\_\_ secured \_\_\_\_\_ unsecured

The subject property \_\_\_\_\_ has \_\_\_\_\_ X \_\_\_\_\_ has not a predominance of defective or inadequate streets  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_ X \_\_\_\_\_ has \_\_\_\_\_ has not insanitary or unsafe conditions  
If answer is yes, explain: There have been reported occasions of illegal dumping on the premises.

The subject property \_\_\_\_\_ X \_\_\_\_\_ has \_\_\_\_\_ has not deterioration of site conditions  
If answer is yes, explain: Buildings are in need of tuck-pointing and porches need replacing

The subject property \_\_\_\_\_ has \_\_\_\_\_ X \_\_\_\_\_ has not improper subdivision or absolute platting  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_ X \_\_\_\_\_ has \_\_\_\_\_ has not conditions which endanger life or property by fire or other cause. If answer is yes, explain: Both buildings are unoccupied and at risk of fire if illegally occupied.

The subject property \_\_\_\_\_ X \_\_\_\_\_ does \_\_\_\_\_ does not retard the provision of housing accommodations  
If answer is yes, explain: Neither of the buildings is habitable in their current condition.

The subject property \_\_\_\_\_ X \_\_\_\_\_ does \_\_\_\_\_ does not constitute an economic liability  
If answer is yes, explain: Property cannot be rented or leased in the condition of blight they are in.

The subject property \_\_\_\_\_ does \_\_\_\_\_ X \_\_\_\_\_ does not constitute a social liability  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_ X \_\_\_\_\_ is \_\_\_\_\_ is not a menace to the public health, safety, morals or welfare in its present condition and use. If answer is yes, explain: The buildings are dangerous due to lack of maintenance.

The subject property \_\_\_\_\_ X \_\_\_\_\_ is \_\_\_\_\_ is not detrimental because of dilapidation, deterioration, age or obsolescence. If answer is yes, explain: Porches are dangerous and need to be replaced. Tuck-pointing is required.

The subject property \_\_\_\_\_ is \_\_\_\_\_ X \_\_\_\_\_ is not detrimental because of lack of air sanitation or open space. If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_ is \_\_\_\_\_ X \_\_\_\_\_ is not detrimental because of high density of population.  
If answer is yes, explain: \_\_\_\_\_

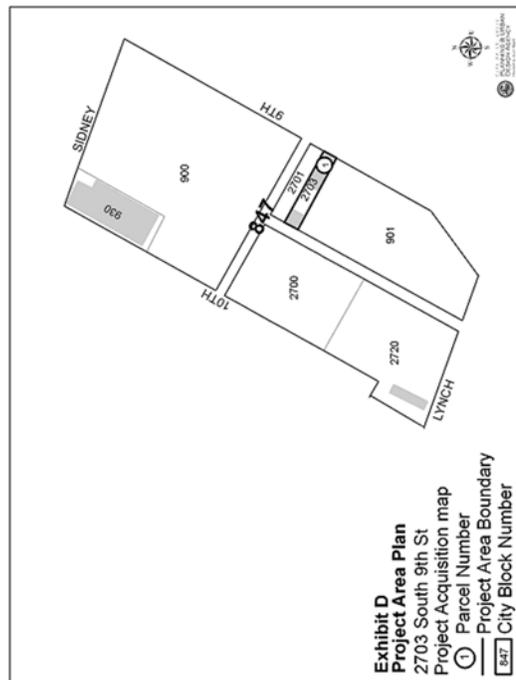
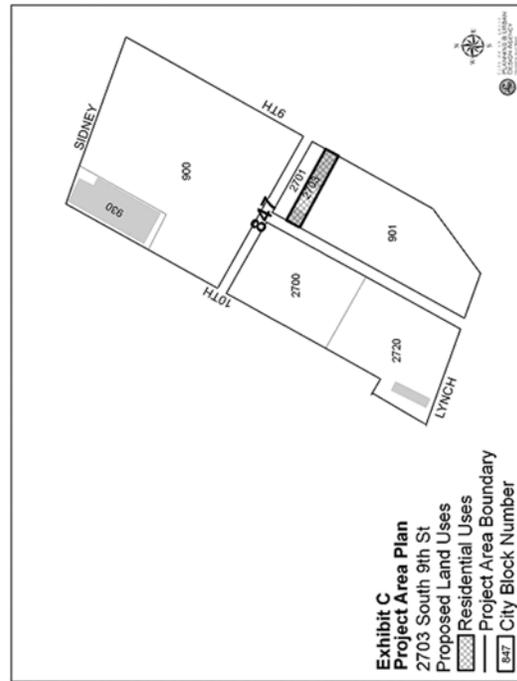
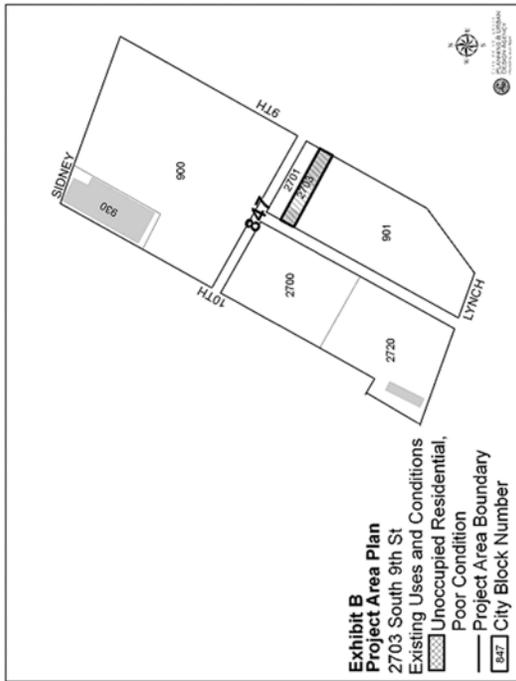
The subject property \_\_\_\_\_ is \_\_\_\_\_ X \_\_\_\_\_ is not detrimental because of overcrowding of buildings, overcrowding of land. If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_ X \_\_\_\_\_ has \_\_\_\_\_ has not conditions which endanger life or property by fire and other causes. If answer is yes, explain: Vacant buildings should be secured so that vagrants cannot use the property for illegal activity, which could lead to fires, refuse dumping, etc.

The subject property \_\_\_\_\_ has \_\_\_\_\_ X \_\_\_\_\_ has not a combination of factors that are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency.  
If answer is yes, explain: \_\_\_\_\_

**Approved: June 9, 2009**

ORDINANCE NO. 68374 – EXHIBITS B, C & D



**ORDINANCE #68375**  
**Board Bill No. 45**

An ordinance approving a blighting study and redevelopment plan dated March 24, 2009 for the Dick Gregory/Aldine/Dr. Martin Luther King Ave. Redevelopment Area ("Plan") after finding that said Redevelopment Area ("Area") is blighted as defined in Section 99.320 of the Revised Statutes of Missouri, 2000, as amended (the "Statute" being Sections 99.300 to 99.715 inclusive, as amended); containing a description of the boundaries of the Area in the City of St. Louis ("City"), attached hereto and incorporated herein as Attachment "A", finding that redevelopment and rehabilitation of the Area is in the interest of the public health, safety, morals and general welfare of the people of the City; approving the Plan attached hereto and incorporated herein as Attachment "B", pursuant to Section 99.430; finding that there is a feasible financial plan for the development of the Area which affords maximum opportunity for development of the Area by private enterprise; finding that no property in the Area may be acquired by the Land Clearance for Redevelopment Authority ("LCRA") of the City of St. Louis, a public body corporate and politic created under Missouri law, through the exercise of eminent domain; finding that none of the property within the Area is occupied, but if should become occupied the Redeveloper shall be responsible for relocating any eligible occupants displaced as a result of implementation of the Plan; finding that financial aid may be necessary to enable the Area to be redeveloped in accordance with the Plan; finding that there shall be available up to ten (10) year real estate tax abatement; and pledging cooperation of this St. Louis Board of Aldermen ("Board") and requesting various officials, departments, boards and agencies of the City to cooperate and to exercise their respective powers in a manner consistent with the Plan.

**WHEREAS**, by reason of the predominance of defective or inadequate street layout, insanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete platting, or the existence of conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals or welfare in the present condition and use of the Area; and

**WHEREAS**, this board has considered the "Blighting Study and Redevelopment Plan for the Dick Gregory/Aldine/Dr. Martin Luther King Ave. Redevelopment Area" dated March 24, 2009, consisting of a Title Page; a Table of Contents Page, nineteen (19) numbered pages including Exhibits "A" – "F" attached hereto and incorporated herein as Attachment "B" ("Plan"); and based on the information in the Plan, specifically the Blighting Report in Exhibit "F" to the Plan, considered each parcel of property in the Area and found the preponderance of the Area to be blighted, and

**WHEREAS**, such conditions are beyond remedy and control solely by regulatory process in the exercise of the police power and cannot be dealt with effectively by ordinary private enterprise without the aids provided in the Statute; and

**WHEREAS**, there is a need for the LCRA to undertake the redevelopment of the Area as a land clearance project under the Statute, pursuant to plans by or presented to the LCRA under Section 99.430.1 (4); and

**WHEREAS**, the LCRA has, after considering each individual parcel of property in the Area and finding the Area to be blighted, approved the Plan and recommended approval of the Plan to the Planning Commission of the City of St. Louis ("Planning Commission") and to this Board; and;

**WHEREAS**, it is desirable and in the public interest that a public body, the LCRA, undertake and administer the Plan; and

**WHEREAS**, the LCRA and the Planning Commission have made and presented to this Board the studies and statements required to be made and submitted by Section 99.430 and this Board has been fully apprised by the LCRA and the Planning Commission of the facts and is fully aware of the conditions in the Area; and

**WHEREAS**, the Plan has been presented and recommended by LCRA and the Planning Commission to this Board for review and approval; and

**WHEREAS**, a general plan has been prepared and is recognized and used as a guide for the general development of the City and the Planning Commission has advised this Board that the Plan conforms to that general plan; and

**WHEREAS**, under the provisions of the Statute, it is required that this Board take such actions as may be required to approve the Plan; and

**WHEREAS**, this Board has duly considered the reports, recommendations and certifications of the LCRA and the Planning Commission; and

**WHEREAS**, the Plan prescribes land use and street and traffic patterns which may require, among other things, the vacation of public rights-of-way, the establishment of new street and sidewalk patterns or other public actions; and

**WHEREAS**, this Board is cognizant of the conditions which are imposed on the undertaking and carrying out of a redevelopment project, including those relating to prohibitions against discrimination because of race, color, creed, national origin, sex, marital status, age, sexual orientation or physical handicap; and

**WHEREAS**, in accordance with the requirements of Section 99.430 of the Statute, this Board placed a public notice in a newspaper of general circulation in the City that a public hearing would be held by this Board on the Plan, and a hearing was held

at the time and place designated in that notice and all those who were interested in being heard were given a reasonable opportunity to express their views; and

**WHEREAS**, it is necessary that this Board take appropriate official action respecting the approval of the Plan.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:**

**SECTION ONE.** There exists within the City of St. Louis ("City") a blighted area, as defined by Section 99.320 of the Revised Statutes of Missouri, 2000, as amended (the "Statute" being Sections 99.300 to 99.715 inclusive, as amended) described in Attachment "A", attached hereto and incorporated herein, known as the Dick Gregory/Aldine/Dr. Martin Luther King Ave. Area ("Area"). The existence of deteriorated property and other conditions constitutes an economic or social liability to the City and presents a hazard to the health and well-being of its citizens. These conditions, therefore, qualify the Area as blighted within the meaning of Section 99.320(3) of the Revised Statutes of Missouri, 2000 as amended, and is evidenced by the Blighting Report attached as Exhibit "F" ("Blighting Report") to the Blighting Study and Redevelopment Plan for the Area dated March 24, 2009 which is attached hereto, and labeled Attachment "B" and incorporated herein by reference ("Plan").

**SECTION TWO.** The redevelopment of the Area, as provided by the Statute, is necessary and in the public interest, and is in the interest of the public health, safety, morals and general welfare of the people of the City.

**SECTION THREE.** The Area qualifies as a redevelopment area in need of redevelopment under the provision of the Statute, and the Area is blighted as defined in Section 99.320 of the Statute.

**SECTION FOUR.** The Plan (including the Blighting Report) having been duly reviewed and considered, is hereby approved and incorporated herein by reference, and the President or Clerk of this St. Louis Board of Aldermen ("Board") is hereby directed to file a copy of the Plan with the Minutes of this meeting.

**SECTION FIVE.** The Plan is feasible and conforms to the general plan for the City.

**SECTION SIX.** The financial aid provided and to be provided for financial assistance pertaining to the Area is necessary to enable the redevelopment activities to be undertaken in accordance with the Plan, and the proposed financing plan for the Area is feasible.

**SECTION SEVEN.** The Plan for the Area will afford maximum opportunity, consistent with the sound needs of the City as a whole, for the redevelopment of the Area by private enterprise, and private developments to be sought pursuant to the requirements of the Statute.

**SECTION EIGHT.** The Plan provides that the Land Clearance for Redevelopment Authority of the City of St. Louis ("LCRA") may acquire no property in the Area by the exercise of eminent domain. .

**SECTION NINE.** None of the property within the Area is currently occupied. If it should become occupied all eligible occupants displaced by the Redeveloper(s) ("Redeveloper(s)" being defined in Section Twelve, below) shall be given relocation assistance by the Redeveloper(s) at its expense, in accordance with all applicable federal, state and local laws, ordinances, regulations and policies.

**SECTION TEN.** The Plan gives due consideration to the provision of adequate public facilities.

**SECTION ELEVEN.** In order to implement and facilitate the effectuation of the Plan hereby approved, it is found and determined that certain official actions must be taken by this Board and accordingly this Board hereby:

- (a) Pledges its cooperation in helping to carry out the Plan;
- (b) Requests the various officials, departments, boards and agencies of the City, which have administrative responsibilities, likewise to cooperate to such end and to execute their respective functions and powers in a manner consistent with the Plan; and
- (c) Stands ready to consider and take appropriate action upon proposals and measures designed to effectuate the Plan.

**SECTION TWELVE.** All parties participating as owners or purchasers of property in the Area for redevelopment ("Redeveloper(s)") shall agree for themselves and their heirs, successors and assigns that they shall not discriminate on the basis of race, color, creed, national origin, sex, marital status, age, sexual orientation or physical handicap in the sale, lease, or rental of any property or improvements erected or to be erected in the Area or any part thereof and those covenants shall run with the land, shall remain in effect without limitation of time, shall be made part of every contract for sale, lease, or rental of property to which Redeveloper(s) is a party, and shall be enforceable by the LCRA, the City and the United States of America.

**SECTION THIRTEEN.** In all contracts with private and public parties for redevelopment of any portion of the Area, Redeveloper(s) shall agree:

- (a) To use the property in accordance with the provisions of the Plan, and be bound by the conditions and procedures

set forth therein and in this Ordinance;

(b) That in undertaking construction under the agreement with the LCRA and the Plan, bona fide Minority Business Enterprises ("MBE's") and Women's Business Enterprises ("WBE's") will be solicited and fairly considered for contracts, subcontracts and purchase orders;

(c) To be bound by the conditions and procedures regarding the utilization of MBE's and WBE's established by the City;

(d) To adhere to the requirements of the Executive Order of the Mayor of the City, dated July 24, 1997, as has been extended.

(e) To comply with applicable requirements of Ordinance No. 60275 of the City (First Source Jobs Policy, as codified at St. Louis City Revised Code Chapter 3.90);

(f) To cooperate with those programs and methods supplied by the City with the purpose of accomplishing, pursuant to this paragraph, minority and women subcontractors and material supplier participation in the construction Pursuant to the Plan. The Redeveloper(s) will report semi-annually during the construction period the results of its endeavors under this paragraph, to the Office of the Assistant Director-Certification and Compliance of the City and the President of this Board; and

(g) That the language of this Section Thirteen shall be included in its general construction contract and other construction contracts let directly by Redeveloper(s).

The term MBE shall mean a sole proprietorship, partnership, corporation, profit or non-profit organization owned, operated and controlled by minority group members who have at least fifty-one percent (51%) ownership. The minority group member(s) must have operational and management control, interest in capital and earnings commensurate with their percentage of ownership. The term Minority Group Member(s) shall mean persons legally residing in the United States who are Black, Hispanic, Native American (American Indian, Eskimo, Aleut or Native Hawaiian), Asian Pacific American (persons with origins from Japan, China, the Philippines, Vietnam, Korea, Samoa, Guam, U.S. Trust Territory of the Pacific Islands, Laos, Cambodia or Taiwan) or Asian Indian American (persons with origins from India, Pakistan or Bangladesh). The term WBE shall mean a sole proprietorship, partnership, corporation, profit or non-profit organization owned, operated and controlled by a woman or women who have at least fifty-one percent (51%) ownership. The woman or women must have operational and managerial control, interest in capital and earnings commensurate with their percentage of ownership.

The term "Redeveloper(s)" as used in this Section shall include successors in interest and assigns.

**SECTION FOURTEEN.** The Redeveloper(s) may seek ten (10) year real estate tax abatement pursuant to Sections 99.700 - 99.715, Revised Statutes of Missouri, 2000, as amended, upon application as provided therein. Such real estate tax abatement shall not include any Special Business District, Neighborhood Improvement District, Commercial Improvement District, or any other similar local taxing district created in accordance with Missouri law, whether now existing or later created.

In lieu of the ten (10) year abatement outlined above, a Redeveloper(s) which is an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes shall hereby be entitled to real property ad valorem tax abatement which shall not include any Special Business District, Neighborhood Improvement District, Commercial Improvement District or any other single local taxing district created in accordance with Missouri law, whether now existing or later created, for a total period of up to ten (10) years from the commencement of such tax abatement, in accordance with the following provisions:

If property in the Area is sold by the LCRA to an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes, or if any such corporation shall own property within the Area, then for up to the first ten (10) years after the date the redevelopment corporation shall acquire title to property in the Area, taxes on that property shall be based upon the assessment of land, exclusive of any improvements thereon, during the calendar year two (2) years prior to the calendar year during which the corporation shall have acquired title to that property. In addition to such taxes, any such corporation shall for up to the same ten (10) year period make a payment in lieu of taxes to the Collector of Revenue of the City of St. Louis in an amount based upon the assessment on the improvements located on the property during the calendar year two (2) years prior to the calendar year during which such corporation shall have acquired title to that property. If property shall be tax exempt because it is owned by the LCRA and leased to any such corporation, then such corporation for up to the first ten (10) years of the lease shall make payments in lieu of taxes to the Collector of Revenue of the City in an amount based upon the assessment on the property, including land and improvements, during the calendar year two (2) years prior to the calendar year during which such corporation shall lease that property.

All payments in lieu of taxes shall be a lien upon the property and, when paid to the Collector of Revenue of the City shall be distributed as all other property taxes. These partial tax relief and payment in lieu of taxes provisions, during up to said ten (10) year period, shall inure to the benefit of all successors in interest in the property of the redevelopment corporation, so long as such successors shall continue to use the property as provided in this Plan and in any agreement with the LCRA. In no event shall such benefits extend beyond ten (10) years after the redevelopment corporation shall have acquired title to the property.

**SECTION FIFTEEN.** Any proposed modification which will substantially change the Plan must be approved by this Board in the same manner as the Plan was first approved. Modifications which will substantially change the Plan include, but are not necessarily limited to, modifications on the use of eminent domain, to the length of tax abatement, to the boundaries of the Area, or to other items which alter the nature or intent of the Plan.

The Plan may be otherwise modified (e.g. urban design regulations, development schedule) by the LCRA, provided that such revisions shall be effective only upon the consent of the Planning Commission of the City.

**SECTION SIXTEEN.** The sections of this Ordinance shall be severable. In the event that any section of this Ordinance is found by a court of competent jurisdiction to be invalid, the remaining sections of this Ordinance are valid, unless the court finds the valid sections of the Ordinance are so essential and inseparably connected with and dependent upon the void section that it cannot be presumed that this Board would have enacted the valid sections without the void ones, or unless the court finds that the valid sections standing alone are incomplete and are incapable of being executed in accordance with the legislative intent.

**EXHIBIT "A"****THE DICK GREGORY/ALDINE/DR. MARTIN LUTHER KING AREA  
LEGAL DESCRIPTION****1524 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
40 FT X 117 FT 2 IN  
WAGONER PLACE ADDN  
BOUNDARIES N-BRANUM E-ALLEY  
S JASPER W-WAGONER PL

**1528 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
50 FT X 117 FT  
HAMMETTS ADDN  
BOUNDED S-266 FT 9 IN N OF EASTON  
W WAGONER PL

**1700 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
34 FT X 117 FT  
HAMMETT ADDN  
BLOCK 3  
BOUNDED S-316 FT 9 IN N NL OF EASTON

**1702 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
32 FT X 117 FT  
WAGONER PLACE ADDN  
BOUNDED S-350 FT 9 IN N NL EASTON

**1704 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
32 FT X 117 FT  
HAMMETTS ADDN BLOCK 3  
BOUNDARIES N-FOSTER E-ALLEY  
S HERRON W-WAGONER PL

**1710 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
32 FT X 117 FT  
WAGONER ADDN  
BOUNDED S-414 FT 9 IN N NL OF EASTON

**1714 DICK GREGORY PL.**

CB 5638 DICK GREGORY PL  
56 FT 8 IN X 117 FT / 3/4 IN/117 FT 4 IN  
WAGONER PL ADDN  
BD S-446 FT 9 IN N OF DR M L KING DR

**1802 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
30 FT X 117 FT

WAGONER PL ADDN  
BLOCK 2  
BOUNDED S-685 FT 9 IN N OF EASTON

**1820 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
40 FT X 117 FT  
WAGONER PL 4 ADDN  
BOUNDED N-362 FT S SL OF N MARKET

**1822 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
36 FT X 117 FT  
WAGONER PLACE ADDN  
BLOCK 4  
BOUNDED 326 FT S SL OF N MARKET

**1832 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
50 FT X 117 FT  
WAGONER ADDN  
BOUNDARIES N-276 FT S OF NO MARKET ST  
E-ALLEY S-SCHWARTZ W-WAGONER PL

**1900 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
31 FT X 117 FT  
HAMMETTS ADDN  
BOUNDED N-ALLEY

**1904 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
35 FT X 117 FT 6 IN  
WAGONER ADDN  
BOUNDED N-210 FT S SL OF N MARKET

**4642 ALDINE AVE.**  
C. B. 4476 ALDINE  
70 FT X 131 FT 9 IN  
WAGONER PLACE ADDN  
BLOCK-2 LOT-N & W O

**4648 ALDINE AVE.**  
C. B. 4476 ALDINE  
55 FT X 131 FT 9 IN  
WAGONER PLACE ADDN  
BLOCK 2 LOT M

**4635 MARTIN LUTHER KING DR.**  
C. B. 4475 ALDINE  
83 FT X 139 FT 6 IN  
WAGONER PL ADDN  
BLOCK 3 LOT D E-OF C

**4647 MARTIN LUTHER KING DR.**  
C B 4476 EASTON  
55 FT X 120 FT  
HAMMETTS ADDN  
LOT L W-K  
BTO SEE 4476-00-00700

ATTACHMENT "B"  
Form: 02/23/09

BLIGHTING STUDY AND REDEVELOPMENT PLAN  
FOR THE  
DICK GREGORY/ALDINE/DR. MARTIN LUTHER KING AREA  
PROJECT # 1398

LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY  
 OF THE CITY OF ST. LOUIS  
 March 24, 2009

MAYOR  
 FRANCIS G. SLAY

**BLIGHTING STUDY AND REDEVELOPMENT PLAN FOR  
 DICK GREGORY/ALDINE/DR. MARTIN LUTHER KING AREA**

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### **A. EXISTING CONDITIONS AND FINDINGS OF BLIGHT**

#### 1. DELINEATION OF BOUNDARIES

The Dick Gregory/Aldine/Dr. Martin Luther King Redevelopment Area ("Area") encompasses approximately 2.1 acres in the Greater Ville Neighborhood of the City of St. Louis ("City") and is located in an area bounded by North Market St. on the north, Cora Ave. on the east, Martin Luther King Dr. on the south, and Marcus Ave. on the west.

The legal description of the Area is attached and labeled Exhibit "A". The boundaries of the Area are delineated on Exhibit "B" ("Project Area Plan").

#### 2. GENERAL CONDITION OF THE AREA

The Area comprises portions of City Blocks 4476 & 5638 and includes the following addresses: 1524-1714, 1802, and 1820-1904 Dick Gregory Pl., 4642-48 Aldine Ave., & 4635 and 4647 Martin Luther King Dr. The Area is in poor condition. The parcel by parcel physical conditions within the Area are shown on Exhibit "B" (Project Area Plan) and enumerated in Exhibit "F" (Blighting Report).

Unemployment figures, computed by the Missouri State Employment Service, indicate an 8.2% unemployment rate for the City as of December, 2008. It is estimated that this rate is prevalent for residents of the neighborhoods surrounding the Area.

There are currently no jobs within the Area.

#### 3. PRESENT LAND USE OF THE AREA

Existing land uses within the Area include 12 single-family buildings, 2 four-family buildings, 1 mixed-use building, and 2 vacant lots.

The land use, including the location of public and private uses, streets and other rights-of-way, is shown on Exhibit "B".

#### 4. PRESENT LAND USE AND DENSITY OF SURROUNDING PROPERTIES

The properties surrounding the Area are primarily used for residential purposes.

Residential density for the surrounding neighborhoods is approximately 13.33 persons per acre.

#### 5. CURRENT ZONING

The Area is currently zoned "C" Multiple Family Residential District and "G" Local Commercial and Office District pursuant to the Zoning Code of the City, which is incorporated in this Plan by reference.

#### 6. FINDING OF BLIGHT

None of the property within the Area is occupied and it is in the conditions outlined in Exhibit "F". The existence of deteriorated property constitutes an economic or social liability to the City and presents a hazard to the health and well-being of its citizens. The preponderance of properties in the Area has been determined to be blighted within the meaning of Section 99.300 *et seq.* of the Revised Statutes of Missouri (the Land Clearance for Redevelopment Authority Law) as evidenced by the Blighting Report attached hereto, labeled Exhibit "F" and incorporated herein by this reference.

### **B. PROPOSED DEVELOPMENT AND REGULATIONS**

#### 1. DEVELOPMENT OBJECTIVES

The primary objectives of this Plan are to eliminate blight within the Area and to facilitate the redevelopment

of the Area into productive residential and commercial uses.

2. PROPOSED LAND USE OF THE AREA

The proposed land uses for the Area are commercial uses permitted in Areas designated "I" Central Business District by the City of St. Louis Zoning Code. Redeveloper(s) authorized by the Land Clearance for Redevelopment Authority of the City of St. Louis ("LCRA") to redevelop property in the Area (hereafter referred to as "Redeveloper(s)") shall not be permitted to use said property for the following:

pawn shops, adult bookstores, X-rated movie houses, massage parlors or health spas, auto and truck dealers (new or used), pinball arcades, pool halls, secondhand or junk shops, tattoo parlors, truck or other equipment rentals requiring outside storage, blood donor facilities, free standing package liquor stores, check cashing centers, any use (except for financial institutions or pharmacies) that utilizes a sales or service window or facility for customers who are in cars, or restaurants that sell products to customers who are in cars or who consume the sold products in cars parked on the restaurant premises, or sell products through a sales window to customers who are in cars or to pedestrians outside the building for immediate consumption by the customer either on or off the premises, automobile service or stations.

Exhibit "C" (Proposed Land Use) shows the proposed uses for the Area. The 2009 Strategic Land Use Plan designated it as a Neighborhood Preservation and Neighborhood Development Area (NPA) and an Opportunity Area (OA).

3. PROPOSED ZONING

The zoning for the Area can remain "C" Multiple Family Residential District and "G" Local Commercial and Office District. All land coverage and building intensities shall be governed thereby.

4. RELATIONSHIP TO LOCAL OBJECTIVES

The proposed land uses, zoning, public facilities and utility plans are appropriate and consistent with local objectives as defined by the General Plan of the City of St. Louis which includes the "Strategic Land Use Plan of the City of St. Louis" (2005). Any specific proposal to the LCRA for redevelopment of the Area or any portion of the Area shall contain, among other things, adequate provisions for traffic, vehicular parking, safety from fire, adequate provisions for light and air, sound design and arrangement and improved employment opportunities.

5. PROPOSED EMPLOYMENT FOR THIS AREA

The exact number of new jobs created will depend on the nature of the commercial development.

6. CIRCULATION

The Proposed Land Use Plan (Exhibit "C") indicates the proposed circulation system for the Area. The layouts, levels and grades of all public rights-of-way may remain unchanged except for the vacation of the alley in the block.

Rights-of-way changes will be subject to the review and approval of the City Department of Streets, and all vacations of rights-of-way are subject to approval by ordinance.

7. BUILDING AND SITE REGULATIONS

The Area shall be subject to all applicable federal, state and local laws, ordinances, regulations and codes, including but not limited to, the City Building Code, Zoning District Regulations, and stipulations of the Planning and Urban Design Agency ("PDA") of the City. The population densities, land coverage, and building intensities of redevelopment shall be governed by the Zoning Code. No changes in the building codes or ordinances are required.

A Redeveloper(s) shall redevelop the Area in accordance with this Plan and the redevelopment agreement (if any) ("Agreement"), and shall maintain all structures, equipment, paved areas, and landscaped areas controlled by the Redeveloper(s) in good and safe order both inside and outside, structurally and otherwise, including necessary and proper painting. Failure to meet these requirements may result in suspension of tax abatement.

8. URBAN DESIGN

a. **Urban Design Objectives**

The property shall be redeveloped such that it is an attractive residential asset to the surrounding neighborhood.

**b. Urban Design Regulations**

- 1.) **Rehabilitation** shall respect the original exterior in terms of design and materials. Window and door shapes and detailing shall be compatible with the original design
- 2.) **New construction** or alterations shall be positioned on their lot so that any existing recurrent building masses and spaces are continued as well as the pattern of setback from the street.
- 3.) **Exterior Materials** All new building materials on facades visible from the street(s) shall be compatible in type and texture with the dominant materials of adjacent buildings. Artificial masonry such as "Permastone" is not permitted. A submission of all building materials shall be required prior to approval.
- 4.) **Architectural Details** on existing structures shall be maintained in a similar size, detail and material. Where they are badly deteriorated, similar details salvaged from other buildings may be substituted. Both new and replacement window and doorframes shall be limited to wood or color finished aluminum on the street facing facades, including basement windows. Raw or unfinished aluminum and glass block are not acceptable. Awnings of canvas only are acceptable.
- 5.) **Roof Shapes.** When one roof shape is employed in a predominance of existing buildings in a block, any proposed new construction or alteration should be viewed with respect to its compatibility with the existing adjacent buildings.
- 6.) **Roof Materials** shall be slate, tile, copper or asphalt shingles where the roof is visible from the street. Brightly colored asphalt shingles are not appropriate.

**c. Landscaping**

The property shall be well-landscaped. Perimeter street trees of a minimum caliper of 2-1/2 inches and generally 30-35 feet on center as determined by the Parks Department of the City, depending upon tree type, utilities, curb cuts, etc., shall be provided along all public or private streets - preferably in tree lawns along the curb. If necessary, sidewalks shall be notched to accommodate the trees.

Ornamental or shade trees should be provided in the front lawns along with evergreen accent shrubs.

Existing, healthy trees shall be retained, if feasible.

**d. Fencing**

Fencing in the front yards shall be limited to ornamental metal with a black matte finish. Fencing behind the building line and not facing a street may be chain link with a black matte finish, or a good quality, privacy fence provided it is not wood stockade style. Fencing facing a side street shall be ornamental metal or a good quality board fence up to six (6) feet in height provided landscaping is provided between the fence and the sidewalk.

**9. PARKING REGULATIONS**

Parking shall be provided in accordance with the applicable zoning and building code requirements of the City, including PDA standards. This will provide adequate vehicular parking for the Area.

Where feasible, parking shall be limited to the rear of the property off the alley, and at least one space shall be provided for each residential unit. In addition, surface parking shall not extend beyond the established building line. Surface parking along public streets shall be buffered by a continuous evergreen hedge at least two and one-half (2 ½) feet high on planting and maintained at three and one-half (3 ½) feet high at maturity.

**10. SIGN REGULATIONS**

All new signs shall be limited as set out in the City Code, PDA stipulations, this Plan and agreements between the LCRA and the Redeveloper(s). A uniform signage plan must be prepared by the Redeveloper(s) for the entire project. All new signs shall be restricted to those identifying the names and/or business of the person or firm occupying the premises.

New wall signs shall not obstruct any architectural building elements, and shall project no more than eighteen (18) inches from the face of the building: **Upper Level** signage shall be located just below or above the top floor windows facing in any direction regardless of street orientation, shall not exceed 2% of the area of the façade on which it appears nor have letters more than one foot in height for each ten foot (10') of building height provided that the maximum shall be ten foot (10') high letters (i.e. maximum sign letter height on a fifty foot (50')

high building shall be five feet (5'). **Pedestrian level** signage shall be below the second floor window sill of a structure and/or above the store front windows or on the sides of building perpendicular to the street. The total pedestrian level signage per business per façade shall be the lessor of fifty (50) sq. ft. on ten percent (10%) of the ground floor façade area.

Projecting signs shall be governed by the City Code, but may not obscure an architectural building element.

Canvas awnings with signs are permitted, provided they are compatible with the overall design and architectural details of the building upon which they are to be placed and are placed neatly within the window or door opening. Signage on awnings may be located on the sloping portion of the canvas awning, on the front of a canopy or on the awning valance. In no case shall signage be allowed on both an awning and a building for the same business. Logos and graphic elements may be up to ten (10) sq. ft. in size (depending on the size of the awning), while names or brand copy shall be in proportion to the size of the awning, but in no case shall lettering be more than twelve inches (12") high.

11. **BUILDING, CONDITIONAL USE AND SIGN PERMITS**

No building, conditional use, or sign permits shall be issued by the City without the prior written approval of the LCRA.

12. **PUBLIC IMPROVEMENTS**

No additional schools, parks, recreational and community facilities or other public facilities will be required. Additional water, sewage or other public utilities may be required depending on development. The cost of such utility improvements will be borne by the Redeveloper(s).

If funds are available to the LCRA, it may provide public improvements including, but not limited to, measures for the control of traffic, improvements to street lighting, street trees, and any other improvements which may further the objectives of this Plan.

When developed in accordance with this Plan, the Area will comprise a coordinated, adjusted and harmonious redevelopment that promotes the health, safety, morals, order, convenience, prosperity, general welfare, efficiency and economy of the City.

**C. PROPOSED SCHEDULE OF REDEVELOPMENT**

The implementation of this Plan shall take place in a single phase initiated within approximately one (1) year of approval of this Plan by ordinance and completed within approximately two (2) years of approval of this Plan by ordinance.

The LCRA may alter the above schedule as economic conditions warrant.

**D. EXECUTION OF PROJECT**

1. **ADMINISTRATION AND FINANCING**

The LCRA is empowered by Missouri law to administer redevelopment of all types pursuant to this Plan and can do so to the extent and in the manner prescribed by the Land Clearance for Redevelopment Authority Law of Missouri.

All costs associated with the redevelopment of the Area will be borne by the Redeveloper(s).

Implementation of this Plan may be financed by funds obtained from private and/or public sources, including, without limitation, revenue bonds, bank loans, and equity funds provided by the Redeveloper(s).

2. **PROPERTY ACQUISITION**

The Property Acquisition Map, Exhibit "D" attached, identifies all the property located in the Area. The LCRA may not acquire any property in the Area by the exercise of eminent domain.

3. **PROPERTY DISPOSITION**

If the LCRA acquires property in the Area, it may sell or lease the property to Redeveloper(s) who shall agree to redevelop such property in accordance with this Plan and the Agreement between such Redeveloper(s) and the LCRA. Any property acquired by the LCRA and sold to Redeveloper(s) will be sold at not less than its fair value, taking into account and giving consideration to those factors enumerated in Section 99.450, R.S.Mo. (2000) as amended, for uses in accordance with this Plan.

4. RELOCATION ASSISTANCE

The property within the Area is currently unoccupied. If it should become occupied, all eligible occupants displaced as a result of the implementation of the Plan shall be given relocation assistance in accordance with all applicable federal, state and local laws, ordinances, regulations and policies.

**E. COOPERATION OF THE CITY**

The City and its Board of Aldermen, by enacting an ordinance approving this Plan, pledges its cooperation to enable the project to be carried out in a timely manner and in accordance with this Plan.

**F. TAX ABATEMENT**

Redeveloper(s) may seek ten (10) year real estate tax abatement pursuant to Sections 99.700 - 99.715, Revised Statutes of Missouri, 2000, as amended, upon application as provided therein. Such real estate tax abatement shall not include taxes collected for any Special Business District, Neighborhood Improvement District, Commercial Improvement District, or any other similar local taxing district created in accordance with Missouri law, whether now existing or later created.

In lieu of the ten (10) year abatement outlined above, Redeveloper(s) which is an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes shall hereby be entitled to real property ad valorem tax abatement which shall not include taxes collected for any Special Business District, Neighborhood Improvement District, Commercial Improvement District, or any other single local taxing district created in accordance with Missouri law, whether now existing or later created, for a total period of up to ten (10) years from the commencement of such tax abatement, in accordance with the following provisions:

If property in the Area is sold by the LCRA to an urban redevelopment corporation formed pursuant to Chapter 353 of the Missouri Statutes, or if any such corporation shall own property within the Area, then for up to the first ten (10) years after the date the redevelopment corporation shall acquire title to property in the Area, taxes on that property shall be based upon the assessment of land, exclusive of any improvements thereon, during the calendar year two (2) years prior to the calendar year during which the corporation shall have acquired title to the property. In addition to such taxes, any such corporation shall for up to the same ten (10) year period make a payment in lieu of taxes to the Collector of Revenue of the City of St. Louis in an amount based upon the assessment on the improvements located on the property during the calendar year two (2) years prior to the calendar year during which such corporation shall have acquired title to that property. If property shall be tax exempt because it is owned by the LCRA and leased to any such corporation, then such corporation for up to the first ten (10) years of the lease shall make payments in lieu of taxes to the Collector of Revenue of the City in an amount based upon the assessment on the property, including land and improvements, during the calendar year two (2) years prior to the calendar year during which such corporation shall lease that property.

All payments in lieu of taxes shall be a lien upon the property and, when paid to the Collector of Revenue of the City shall be distributed as all other property taxes. These partial tax relief and payment in lieu of taxes provisions, during up to said ten (10) year period, shall inure to the benefit of all successors in interest in the property of the redevelopment corporation, so long as such successors shall continue to use the property as provided in this Plan and in any Agreement with the LCRA. In no event shall such benefits extend beyond ten (10) years after the redevelopment corporation shall have acquired title to the property.

**G. COMPLIANCE WITH AFFIRMATIVE ACTION AND NONDISCRIMINATION LAWS AND REGULATIONS**

1. LAND USE

A Redeveloper(s) shall not discriminate on the basis of race, color, creed, national origin, marital status, sex, age, sexual orientation or physical handicap in the lease, sale or occupancy of the Area.

2. CONSTRUCTION AND OPERATIONS

A Redeveloper(s) shall not discriminate on the basis of race, color, creed, national origin, marital status, sex, age, sexual orientation or physical handicap in the construction and operation of any project in the Area and shall take such affirmative action as may be appropriate to afford opportunities to everyone in all activities of the project, including enforcement, contracting, operating and purchasing.

3. LAWS AND REGULATIONS

A Redeveloper(s) shall comply with all applicable federal, state and local laws, ordinances, executive orders and regulations regarding nondiscrimination and affirmative action, including the City Guidelines for Minimum Utilization of Minority Enterprises, dated January 1, 1981 as may be amended, and the "Equal Opportunity and Nondiscrimination Guidelines" in Exhibit "E", attached.

4. **ENFORCEMENT**

All of the provisions of this Section G shall be incorporated in an Agreement between the LCRA and a Redeveloper(s), which Agreement shall be recorded in the office of the Recorder of Deeds. The provisions of G (1) and G (3) shall be covenants running with the land, without limitation as to time, and the provisions of G (2) shall be for the duration of this Plan and any extension thereof.

All of the provisions of Section G shall be enforceable against the Redeveloper(s), its heirs, successors or assigns, by the LCRA, the City, any state having jurisdiction or the United States of America.

**H. MODIFICATIONS OF THIS PLAN**

Any proposed modification which will substantially change this Plan shall be approved by the St. Louis Board of Aldermen in the same manner as this Plan was first approved. Modifications which will substantially change this Plan include, but are not necessarily limited to, modifications on the use of eminent domain, to the length of tax abatement, to the boundaries of the Area, or other items which alter the nature or intent of this Plan.

This Plan may be otherwise modified (e.g. urban design regulations, development schedule) by the LCRA, provided that such revisions shall be effective only upon the consent of the PDA.

**I. DURATION OF REGULATION AND CONTROLS**

The regulation and controls set forth in this Plan shall be in full force and effect for twenty-five years commencing with the effective date of approval of this Plan by ordinance, and for additional ten (10) year periods unless before the commencement of any such ten (10) year period the St. Louis Board of Aldermen shall terminate this Plan as of the end of the term then in effect, except as provided in Section G (4) of this Plan.

**J. EXHIBITS**

All attached exhibits are hereby incorporated by reference into this Plan and made a part hereof.

**K. SEVERABILITY**

The elements of this Plan satisfy all requirements of state and local laws. Should any provisions of this Plan be held invalid by a final determination of a court of law, the remainder of the provisions hereof shall not be affected thereby, and shall remain in full force and effect.

**EXHIBIT "A"**

**THE DICK GREGORY/ALDINE/DR. MARTIN LUTHER KING AREA  
LEGAL DESCRIPTION**

**1524 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
40 FT X 117 FT 2 IN  
WAGONER PLACE ADDN  
BOUNDARIES N-BRANUM E-ALLEY  
S JASPER W-WAGONER PL

**1528 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
50 FT X 117 FT  
HAMMETTS ADDN  
BOUNDED S-266 FT 9 IN N OF EASTON  
W WAGONER PL

**1700 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
34 FT X 117 FT  
HAMMETT ADDN  
BLOCK 3  
BOUNDED S-316 FT 9 IN N NL OF EASTON

**1702 DICK GREGORY PL.**  
C B 5638 DICK GREGORY PL  
32 FT X 117 FT  
WAGONER PLACE ADDN  
BOUNDED S-350 FT 9 IN N NL EASTON

**1704 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
32 FT X 117 FT  
HAMMETTS ADDN BLOCK 3  
BOUNDARIES N-FOSTER E-ALLEY  
S HERRON W-WAGONER PL

**1710 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
32 FT X 117 FT  
WAGONER ADDN  
BOUNDED S-414 FT 9 IN N NL OF EASTON

**1714 DICK GREGORY PL.**

CB 5638 DICK GREGORY PL  
56 FT 8 IN X 117 FT / 3/4 IN/117 FT 4 IN  
WAGONER PL ADDN  
BD S-446 FT 9 IN N OF DR M L KING DR

**1802 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
30 FT X 117 FT  
WAGONER PL ADDN  
BLOCK 2  
BOUNDED S-685 FT 9 IN N OF EASTON

**1820 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
40 FT X 117 FT  
WAGONER PL 4 ADDN  
BOUNDED N-362 FT S SL OF N MARKET

**1822 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
36 FT X 117 FT  
WAGONER PLACE ADDN  
BLOCK 4  
BOUNDED 326 FT S SL OF N MARKET

**1832 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
50 FT X 117 FT  
WAGONER ADDN  
BOUNDARIES N-276 FT S OF NO MARKET ST  
E-ALLEY S-SCHWARTZ W-WAGONER PL

**1900 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
31 FT X 117 FT  
HAMMETTS ADDN  
BOUNDED N-ALLEY

**1904 DICK GREGORY PL.**

C B 5638 DICK GREGORY PL  
35 FT X 117 FT 6 IN  
WAGONER ADDN  
BOUNDED N-210 FT S SL OF N MARKET

**4642 ALDINE AVE.**

C. B. 4476 ALDINE  
70 FT X 131 FT 9 IN  
WAGONER PLACE ADDN  
BLOCK-2 LOT-N & W O

**4648 ALDINE AVE.**

C. B. 4476 ALDINE  
55 FT X 131 FT 9 IN  
WAGONER PLACE ADDN

BLOCK 2 LOT M

**4635 MARTIN LUTHER KING DR.**

C. B. 4475 ALDINE  
83 FT X 139 FT 6 IN  
WAGONER PL ADDN  
BLOCK 3 LOT D E-OF C

**4647 MARTIN LUTHER KING DR.**

C B 4476 EASTON  
55 FT X 120 FT  
HAMMETTS ADDN  
LOT L W-K  
BTO SEE 4476-00-00700

See attached Exhibits B, C & D

**EXHIBIT "E"**  
**FORM: 02/08/08**

**EQUAL OPPORTUNITY AND NONDISCRIMINATION GUIDELINES**

In any contract for work in connection with the redevelopment of any property in the Area, the Redeveloper(s) (which term shall include Redeveloper(s), any designees, successors and assigns thereof, any entity formed to implement the project of which the Redeveloper(s) is affiliated), its contractors and subcontractors shall comply with all federal, state and local laws, ordinances, or regulations governing equal opportunity and nondiscrimination (Laws). Moreover, the Redeveloper(s) shall contractually require its contractors and subcontractors to comply with such laws.

The Redeveloper(s) and its contractor will not contract or subcontract with any party known to have been found in violation of any such Laws, ordinances, regulations or these guidelines.

The Redeveloper(s) shall fully comply with Executive Order #28 dated July 24, 1997, as has been extended, relating to minority and women-owned business participation in City contracts.

The Redeveloper(s) agrees for itself and its successors and assigns, that there shall be covenants to ensure that there shall be no discrimination on the part of the Redeveloper(s), its successors or assigns upon the basis of race, color, creed, national origin, sex, marital status, age, sexual orientation or physical handicap in the sale, lease, rental, use or occupancy of any property, or any improvements erected or to be erected in the Area or any part thereof, and those covenants shall run with the land and shall be enforceable by the LCRA, the City, and the United States of America, as their interests may appear in the project.

Redeveloper(s) shall fully comply (and ensure compliance by "anchor tenants") with the provisions of St. Louis City Ordinance #60275 (First Source Jobs Policy) which is codified at Chapter 3.90 of the Revised Ordinances of the City of St. Louis.

**EXHIBIT "F"**

**Blighting Report for the Dick Gregory/Aldine/Martin Luther King  
Redevelopment Area**

As outlined below, the Area suffers from a multitude of physical and economic deficiencies including defective and inadequate streets, insanitary or unsafe conditions, deteriorating or inadequate site improvements, improper subdivision or obsolete platting and conditions which endanger life or property by fire or other causes.

As a result of these factors the preponderance of the property in the Area is an economic liability for the City, its residents and the taxing districts that depend upon it as a revenue source, as well as a public, health and safety liability. It, therefore, qualifies as a "blighted area" as such time is defined in Section 99.320(3) of the Missouri Revised Statute (2000) as amended.

Subject Property is:  vacant land  unoccupied residential  
 unoccupied commercial

Subject Property is:  secured  unsecured

The subject property  has  has not a predominance of defective or inadequate streets

If answer is yes, explain: \_\_\_\_\_

The subject property  has  has not insanitary or unsafe conditions

If answer is yes, explain: There are 15 unoccupied buildings in the area. Unoccupied buildings are subject to illegal dumping, rat infestation, use by transients, and fire. There are 2 vacant lots in the area, many of which are subject to overgrowth and dumping.

The subject property \_\_\_\_\_X\_\_\_\_\_ has \_\_\_\_\_ has not deterioration of site conditions  
If answer is yes, explain: All of the buildings in the area are significantly deteriorated, with rotten wood, broken and cracked steps, missing mortar, missing windows, flaking paint, and missing systems.

The subject property \_\_\_\_\_ has \_\_\_\_\_X\_\_\_\_\_ has not improper subdivision or absolute platting  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_X\_\_\_\_\_ has \_\_\_\_\_ has not conditions which endanger life or property by fire or other cause. If answer is yes, explain: \_\_\_\_\_ There are 15 unoccupied buildings in the area which are subject to illegal dumping and use by transients, which combined make it a significant risk for fire.

The subject property \_\_\_\_\_ does \_\_\_\_\_X\_\_\_\_\_ does not retard the provision of housing accommodations  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_X\_\_\_\_\_ does \_\_\_\_\_ does not constitute an economic liability  
If answer is yes, explain: The unoccupied buildings and debris strewn vacant lots drag down the values of the surrounding properties.

The subject property \_\_\_\_\_ does \_\_\_\_\_X\_\_\_\_\_ does not constitute a social liability  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_X\_\_\_\_\_ is \_\_\_\_\_ is not a menace to the public health, safety, morals or welfare in its present condition and use. If answer is yes, explain: The unoccupied buildings and vacant lots are subject to illegal dumping, rat infestation, and fire.

The subject property \_\_\_\_\_X\_\_\_\_\_ is \_\_\_\_\_ is not detrimental because of dilapidation, deterioration, age or obsolescence. If answer is yes, explain: Many of the buildings in the area significantly deteriorated, with rotten wood, broken and cracked steps, missing mortar, flaking paint, and missing systems.

The subject property \_\_\_\_\_ is \_\_\_\_\_X\_\_\_\_\_ is not detrimental because of lack of air sanitation or open space. If answer is yes, explain: \_\_\_\_\_

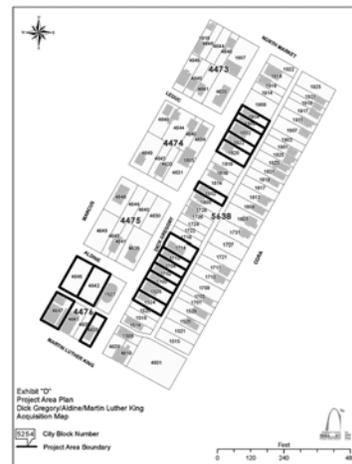
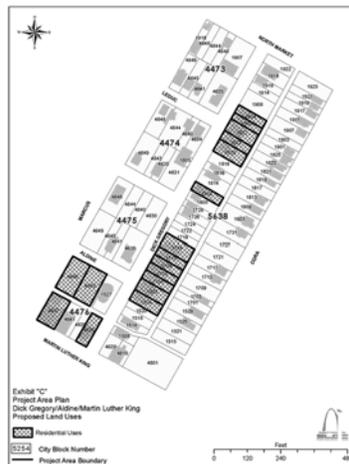
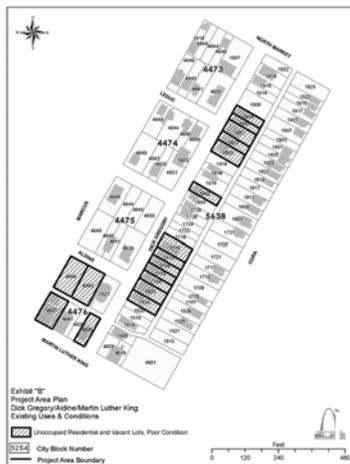
The subject property \_\_\_\_\_ is \_\_\_\_\_X\_\_\_\_\_ is not detrimental because of high density of population.  
If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_ is \_\_\_\_\_X\_\_\_\_\_ is not detrimental because of overcrowding of buildings, overcrowding of land. If answer is yes, explain: \_\_\_\_\_

The subject property \_\_\_\_\_X\_\_\_\_\_ has \_\_\_\_\_ has not a combination of factors that are conducive to ill health, transmission of disease, infant mortality, and juvenile delinquency. If answer is yes, explain: The unoccupied buildings and vacant lots are subject to illegal dumping and rat infestation. The unoccupied buildings are also subject to use by transients and as unsafe 'play areas' by neighborhood children.

Approved: June 9, 2009

ORDINANCE NO. 68375 – EXHIBITS B, C & D



**ORDINANCE #68376**  
**Board Bill No. 56**

AN ORDINANCE DESIGNATING A PORTION OF THE CITY OF ST. LOUIS, MISSOURI AS A REDEVELOPMENT AREA KNOWN AS THE TAYLOR CARRIE REDEVELOPMENT AREA PURSUANT TO THE REAL PROPERTY TAX INCREMENT ALLOCATION REDEVELOPMENT ACT; APPROVING A REDEVELOPMENT PLAN AND A REDEVELOPMENT PROJECT WITH RESPECT THERETO; ADOPTING TAX INCREMENT FINANCING WITHIN THE REDEVELOPMENT AREA; MAKING FINDINGS WITH RESPECT THERETO; ESTABLISHING THE TAYLOR CARRIE SPECIAL ALLOCATION FUND; AUTHORIZING CERTAIN ACTIONS BY CITY OFFICIALS; AND CONTAINING A SEVERABILITY CLAUSE.

**WHEREAS**, the City of St. Louis, Missouri (the "City"), is a body corporate and a political subdivision of the State of Missouri, duly created, organized and existing under and by virtue of its charter, the Constitution and laws of the State of Missouri; and

**WHEREAS**, on December 20, 1991, pursuant to Ordinance No. 62477, the Board of Aldermen of the City created the Tax Increment Financing Commission of the City of St. Louis, Missouri (the "TIF Commission"); and

**WHEREAS**, the TIF Commission is duly constituted according to the Real Property Tax Increment Allocation Redevelopment Act, Sections 99.800 to 99.865 of the Revised Statutes of Missouri (2000), as amended (the "TIF Act"), and is authorized to hold public hearings with respect to proposed redevelopment areas and redevelopment plans and to make recommendations thereon to the City; and

**WHEREAS**, staff and consultants of the City and Taylor Carrie TIF, Inc. (the "Developer"), prepared a plan for redevelopment titled the "Taylor Carrie TIF Redevelopment Plan" dated December 19, 2008 (the "Redevelopment Plan") for an area consisting of eight tax parcels located in City Blocks 3417 and 4398 as well as a portion of Carrie Avenue and certain rights-of-way (the "Redevelopment Area" or "Area"), which Redevelopment Area is more fully described in the Redevelopment Plan, attached hereto and incorporated herein as **Exhibit A**; and

**WHEREAS**, the Redevelopment Plan proposes to redevelop the Redevelopment Area through the rehabilitation and redevelopment of all or a portion of the Redevelopment Area into commercial and industrial space, together with related improvements, as set forth in the Redevelopment Plan (the "Redevelopment Project," or "TIF Project"); and

**WHEREAS**, on February 11, 2009, after all proper notice was given, the TIF Commission held a public hearing in conformance with the TIF Act and received comments from all interested persons and taxing districts relative to the Redevelopment Area, the Redevelopment Plan, and the Redevelopment Project; and

**WHEREAS**, on February 11, 2009, the TIF Commission found that completion of the Redevelopment Project would provide a substantial and significant public benefit through the elimination of blighting conditions, the creation of new jobs in the City, the strengthening of the employment and economic base of the City, increased property values and tax revenues, stabilization of the Redevelopment Area, and facilitation of the economic stability of the City as a whole, and further found that without the assistance of tax increment financing in accordance with the TIF Act, the Redevelopment Project is not financially feasible and would not otherwise be completed; and

**WHEREAS**, on February 11, 2009, the TIF Commission voted to recommend that the Board of Aldermen adopt an ordinance in the form required by the Act (i) adopting tax increment financing within the Redevelopment Area, (ii) approving the Redevelopment Plan, (iii) approving and designating the Redevelopment Area as a "redevelopment area" as provided in the Act, (iv) approving the Redevelopment Project as described within the Redevelopment Plan, and (v) approving the issuance of one or more tax increment financing revenue notes in the amount as specified in the Redevelopment Plan; and

**WHEREAS**, the Developer has demonstrated that the Redevelopment Project would not reasonably be anticipated to be developed without the adoption of tax increment financing and, therefore, redevelopment of the Redevelopment Area in accordance with the Redevelopment Plan is not feasible and would not otherwise be completed; and

**WHEREAS**, the Board of Aldermen has received the recommendations of the TIF Commission regarding the Redevelopment Area and the Redevelopment Plan and finds that it is desirable and in the best interests of the City to designate the Redevelopment Area as a "redevelopment area" as provided in the TIF Act, adopt the Redevelopment Plan and Redevelopment Project in order to encourage and facilitate the redevelopment of the Redevelopment Area; and

**WHEREAS**, the Redevelopment Area qualifies for the use of tax increment financing to alleviate the conditions that qualify it as a "blighted area" as provided in the TIF Act and as set forth herein; and

**WHEREAS**, the property constituting the Redevelopment Area is underutilized, thus discouraging investment and encouraging crime and vagrancy, and the Redevelopment Area represents a social and economic liability to the City, and

**WHEREAS**, it is necessary and desirable and in the best interest of the City to approve the Redevelopment Project to allow for the redevelopment of the Redevelopment Area into commercial and industrial space, together with related improvements; and

**WHEREAS**, it is necessary and desirable and in the best interest of the City to adopt tax increment allocation financing

within the Redevelopment Area and to establish a special allocation fund for the Redevelopment Area in order to provide for the promotion of the general welfare through redevelopment of the Redevelopment Area in accordance with the Redevelopment Plan which redevelopment includes, but is not limited to, enhancement of the tax base, promotion of health, safety, order, convenience, prosperity and general welfare, stimulation of employment opportunities, providing for a stabilized population and plan for the optimal growth of the City of St. Louis, encouragement of a sense of community identity, safety and civic pride, and the elimination of impediments to land disposition and development in the City of St. Louis.

**BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:**

**SECTION ONE.** The Board of Aldermen hereby makes the following findings:

A. The Redevelopment Area on the whole is a “blighted area”, as defined in Section 99.805 of the TIF Act, and has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of tax increment financing. This finding includes, the Redevelopment Plan sets forth, and the Board of Aldermen hereby finds and adopts by reference: (i) a detailed description of the factors that qualify the Redevelopment Area as a “blighted area” and (ii) an affidavit, signed by the Developer and submitted with the Redevelopment Plan, attesting that the provisions of Section 99.810.1(1) of the TIF Act have been met, which description and affidavit are incorporated herein as if set forth herein.

B. The Redevelopment Plan conforms to the comprehensive plan for the development of the City as a whole.

C. In accordance with the TIF Act, the Redevelopment Plan states the estimated dates of completion of the Redevelopment Project and retirement of the financial obligations issued to pay for certain redevelopment project costs and these dates are twenty three (23) years or less from the date of approval of the Redevelopment Project.

D. A plan has been developed for relocation assistance for businesses and residences as set forth in Ordinance No. 62481 adopted December 20, 1991.

E. A cost-benefit analysis showing the economic impact of the Redevelopment Plan on each taxing district which is at least partially within the boundaries of the Redevelopment Area is on file with the St. Louis Development Corporation, which cost-benefit analysis shows the impact on the economy if the Redevelopment Project is not built, and if the Redevelopment Project is built pursuant to the Redevelopment Plan as well as a fiscal impact study on every affected political subdivision and sufficient information for the TIF Commission to evaluate whether the Redevelopment Project is financially feasible.

F. Redevelopment of the Redevelopment Area in accordance with the Redevelopment Plan is not financially feasible without the assistance of tax increment financing and would not otherwise be completed.

G. The Redevelopment Plan does not include the initial development or redevelopment of any “gambling establishment” as that term is defined in Section 99.805(6) of the TIF Act.

H. The Redevelopment Area includes only those parcels of real property and improvements thereon directly and substantially benefited by the proposed Redevelopment Project.

**SECTION TWO.** The Redevelopment Area described in the Redevelopment Plan is hereby designated as a “redevelopment area” as defined in Section 99.805(11) of the TIF Act.

**SECTION THREE.** The Redevelopment Plan as reviewed and recommended by the TIF Commission on February 11, 2009, including amendments thereto, if any, and the Redevelopment Project described in the Redevelopment Plan are hereby adopted and approved. A copy of the Redevelopment Plan is attached hereto as **Exhibit A** and incorporated herein by reference.

**SECTION FOUR.** There is hereby created and ordered to be established within the treasury of the City a separate fund to be known as the “Taylor Carrie Special Allocation Fund.” To the extent permitted by law and except as otherwise provided in the Redevelopment Plan, the City hereby pledges funds in the Taylor Carrie Special Allocation Fund for the payment of redevelopment project costs and obligations incurred in the payment thereof.

**SECTION FIVE.** Tax increment allocation financing is hereby adopted within the Redevelopment Area. After the total equalized assessed valuation of the taxable real property in the Redevelopment Area exceeds the certified total initial equalized assessed valuation of the taxable real property in the Redevelopment Area, the ad valorem taxes, and payments in lieu of taxes, if any, arising from the levies upon taxable real property in the Redevelopment Area by taxing districts and tax rates determined in the manner provided in Section 99.855.2 of the TIF Act each year after the effective date of this Ordinance until redevelopment costs have been paid shall be divided as follows:

A. That portion of taxes, penalties and interest levied upon each taxable lot, block, tract, or parcel of real property which is attributable to the initial equalized assessed value of each such taxable lot, block, tract, or parcel of real property in the area selected for the Redevelopment Project shall be allocated to and, when collected, shall be paid by the City Collector to the respective affected taxing districts in the manner required by law in the absence of the adoption of tax increment allocation financing;

B. Payments in lieu of taxes attributable to the increase in the current equalized assessed valuation of each taxable

lot, block, tract, or parcel of real property in the area selected for the Redevelopment Project and any applicable penalty and interest over and above the initial equalized assessed value of each such unit of property in the area selected for the Redevelopment Project shall be allocated to and, when collected, shall be paid to the City Treasurer, who shall deposit such payments in lieu of taxes into the Taylor Carrie Special Allocation Fund for the purpose of paying redevelopment costs and obligations incurred in the payment thereof. Payments in lieu of taxes which are due and owing shall constitute a lien against the real estate of the Redevelopment Project from which they are derived and shall be collected in the same manner as the real property tax, including the assessment of penalties and interest where applicable.

**SECTION SIX.** In addition to the payments in lieu of taxes described in Section Five of this Ordinance, fifty percent (50%) of the total additional revenue from taxes, penalties and interest which are imposed by the City or other taxing districts, and which are generated by economic activities within the area of the Redevelopment Project over the amount of such taxes generated by economic activities within the area of the Redevelopment Project in the calendar year prior to the adoption of the Redevelopment Project by ordinance, while tax increment financing remains in effect, but excluding personal property taxes, taxes imposed on sales or charges for sleeping rooms paid by transient guests of hotels and motels, taxes levied pursuant to Section 70.500 of the Revised Statutes of Missouri (2000) as amended, or taxes levied for the purpose of public transportation pursuant to Section 94.660 of the Revised Statutes of Missouri (2000) as amended, licenses, fees or special assessments other than payments in lieu of taxes and penalties and interest thereon, shall be allocated to, and paid by the collecting officer to the City Treasurer or other designated financial officer of the City, who shall deposit such funds in a separate segregated account within the Taylor Carrie Special Allocation Fund.

**SECTION SEVEN.** The Comptroller of the City is hereby authorized to enter into agreements or contracts with other taxing districts as is necessary to ensure the allocation and collection of the taxes and payments in lieu of taxes described in Sections Five and Six of this Ordinance and the deposit of the said taxes or payments in lieu of taxes into the Taylor Carrie Special Allocation Fund for the payment of redevelopment project costs and obligations incurred in the payment thereof, all in accordance with the TIF Act.

**SECTION EIGHT.** The City Register is hereby directed to submit a certified copy of this Ordinance to the City Assessor, who is directed to determine the total equalized assessed value of all taxable real property within the Redevelopment Area as of the date of this Ordinance, by adding together the most recently ascertained equalized assessed value of each taxable lot, block, tract or parcel of real property within the Redevelopment Area, and shall certify such amount as the total initial equalized assessed value of the taxable real property within the Redevelopment Area.

**SECTION NINE.** The Mayor and Comptroller of the City or their designated representatives are hereby authorized and directed to take any and all actions as may be necessary and appropriate in order to carry out the matters herein authorized, with no such further action of the Board of Aldermen necessary to authorize such action by the Mayor and the Comptroller or their designated representatives.

**SECTION TEN.** The Mayor and the Comptroller or their designated representatives, with the advice and concurrence of the City Counselor and after approval by the Board of Estimate and Apportionment, are hereby further authorized and directed to make any changes to the documents, agreements and instruments approved and authorized by this Ordinance as may be consistent with the intent of this Ordinance and necessary and appropriate in order to carry out the matters herein authorized, with no such further action of the Board of Aldermen necessary to authorize such changes by the Mayor and the Comptroller or their designated representatives.

**SECTION ELEVEN.** It is hereby declared to be the intention of the Board of Aldermen that each and every part, section and subsection of this Ordinance shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Aldermen intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Ordinance shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accord with the legislative intent.

**SECTION TWELVE.** After adoption of this Ordinance by the Board of Aldermen, this Ordinance shall become effective on the 30th day after its approval by the Mayor or adoption over his veto; *provided that* if, within ninety (90) days after the effective date of an ordinance authorizing the City to enter into a redevelopment agreement pertaining to the Redevelopment Project, the Developer or its affiliate or designee, has not (i) executed any redevelopment agreement with respect to a phase of the Project and (ii) paid all fees due to the City in accordance with the terms of such redevelopment agreement, the provisions of this Ordinance shall be deemed null and void and of no effect and all rights conferred by this Ordinance on Developer, shall terminate, *provided further*, however, that prior to any such termination the Developer may seek an extension of time in which to execute such redevelopment agreement, which extension may be granted in the sole discretion of the Board of Estimate and Apportionment of the City of St. Louis.

#### EXHIBIT A

#### TAYLOR CARRIE TIF REDEVELOPMENT PLAN

#### TAYLOR CARRIE

**TIF REDEVELOPMENT PLAN**

**Submitted to  
the City of St. Louis  
Tax Increment Financing Commission  
December 19, 2008**

**TAYLOR CARRIE  
TIF REDEVELOPMENT PLAN**

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**TAYLOR CARRIE  
TIF REDEVELOPMENT PLAN**

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**I. INTRODUCTION**

The following is a plan prepared for redevelopment of certain real property in the City of St. Louis (the "City") consisting of eight parcels in city blocks 3417 and 4398 and generally known and numbered as 5410 3rd Street, 400 Carrie Avenue, 420 Carrie

Avenue, 404 Carrie Avenue, 5450 Bulwer Avenue, 6108 Bulwer Ave, 800 East Taylor, and 840 - 880 East Taylor (the "Redevelopment Area" or "Area"). The Area currently contains eight commercial structures (the "Buildings"), related parking and adjacent land. A legal description and map of the Redevelopment Area are attached hereto as **Appendix 1** and incorporated herein by this reference.

The Redevelopment Area qualifies as a blighted area under Missouri's Real Property Tax Increment Allocation Redevelopment Act, Section 99.800-99.865 of the Revised Statutes of Missouri \_\_\_\_\_ (2000) (the "TIF Act"). This Redevelopment Plan contemplates the complete redevelopment of the Area into commercial and industrial uses (the "Redevelopment Project" or "Project").

This Redevelopment Plan proposes that the City initially authorize and issue one or more Tax Increment Financing Notes ("TIF Notes") in an amount up to Six Million One Hundred Fifty Thousand and No/100 Dollars (\$6,150,000.00) plus issuance costs to fund a portion of the costs of the Redevelopment Project. The TIF Notes issued shall be reimbursed solely from the revenue stream of Payments In Lieu of Taxes ("PILOTS") and Economic Activity Taxes ("EATS") generated by the Project over a twenty-three year period. One hundred percent of PILOTS within the Redevelopment Area and fifty percent of EATS will be allocated to retire the TIF Notes. The City may issue TIF Note(s) or other TIF obligations to the developer of the Project ("Developer") or a third party to evidence the City's obligation to reimburse the Developer for a portion of the costs of the Redevelopment Project. Such TIF Note(s) will be paid solely from revenues on deposit in the Taylor Carrie Special Allocation Fund, in accordance with and pursuant to the TIF Act. Upon receipt by the City of a written request by Developer and evidence that the Developer has met certain criteria agreed upon by the City and Developer in a Redevelopment Agreement, the City shall cause one of its agencies to immediately proceed to issue tax increment financing bonds ("TIF Bonds") to repay the TIF Note.

## **II. OVERVIEW OF TAX INCREMENT FINANCING**

In order to promote the redevelopment of a declining area or to induce new activity in an area that has been lacking in growth and development, the State of Missouri has provided statutory tools to counties and municipalities to assist private and initiate public, investment. One such tool is the TIF Act.

The TIF Act allows cities and counties to (1) identify and designate redevelopment areas that qualify as Blighted Areas, Conservation Areas, or Economic Development Areas as each are defined in the TIF Act; (2) adopt a redevelopment plan that designates the redevelopment area and states the objectives to be attained and the program to be undertaken; (3) approve a redevelopment project(s) for implementation of the redevelopment plan; and (4) utilize the tools set forth in the TIF Act to assist in reducing or eliminating those conditions that cause the area to qualify as a redevelopment area. Generally, the TIF Act allows municipalities to foster economic and physical improvements in a redevelopment or project area and to enhance the tax base of all taxing districts that levy taxes in such area. Within redevelopment areas, municipalities may use the power of eminent domain to provide necessary property acquisition for the implementation of a redevelopment plan and redevelopment project.

The concept of tax increment financing is outlined as follows: implementation of a redevelopment project within the redevelopment area will produce increased real estate assessments attributable to the redevelopment within the area. The area then generates PILOTS on the increased assessed value of the improved property. The project also generates new EATS resulting from operations within the redevelopment or project area. The TIF Act authorizes the capture of certain PILOTS and EATS in the redevelopment or project area over and above such levels within that area in the year prior to the approval of the redevelopment project. New development is made possible within the redevelopment area through the municipality's use of incremental revenues to finance certain costs of developing or redeveloping the area.

The municipality segregates these incremental revenues into a special account, the "special allocation fund," during the period of time in which the incremental revenues are dedicated to the purposes identified in the redevelopment plan. The municipality is further authorized to pledge additional net new revenues from the project to the purposes identified in the redevelopment plan. All taxing districts that levy taxes on property within the redevelopment or project area continue to receive tax revenues based upon property values which existed prior to the adoption of ordinances establishing the redevelopment or project area. Taxing districts also benefit from the increase in certain other taxes resulting from the increased economic activity in the redevelopment or project area. These taxes resulting from development of the redevelopment project are not deposited in the special allocation fund pursuant to the provisions of the TIF Act.

## **III. REDEVELOPMENT PLAN INCLUDING NECESSARY FINDINGS**

### **1. Legal Description of the Redevelopment Area**

A legal description and map of the Redevelopment Area are included herein as **Appendix 1**.

The Area includes the property located at 5410 3rd Street, 400 Carrie Avenue, 420 Carrie Avenue, 404 Carrie Avenue, 5450 Bulwer Avenue, 6108 Bulwer Ave, 800 East Taylor, and 840 - 880 East Taylor.

### **2. Redevelopment Plan Objectives**

The City of St. Louis has established the following objectives for the Taylor Carrie TIF Redevelopment Plan. These objectives are consistent with those purposes outlined in the TIF Act, as amended:

- To reduce or eliminate the conditions that cause the Redevelopment Area to be a “blighted area” as defined by Section 99.805(1) of the TIF Act and as described in this Redevelopment Plan;
- To enhance the public health, safety, and welfare of the community by curing blighting conditions and encouraging other improvements necessary for insuring the Area’s stability and existing and future redevelopment consistent with this Redevelopment Plan;
- To enhance the tax base by inducing development of the Redevelopment Area to its highest and best use, benefiting taxing districts and encouraging private investment in surrounding areas;
- To promote the health, safety, order, convenience, prosperity and the general welfare, as well as efficiency and economy in the process of development;
- To further objectives outlined in the City of St. Louis Strategic Land Use Plan (2005);
- To increase property values of the Area and surrounding areas;
- Bring jobs, investment and activity to North St. Louis, generating revenue for surrounding businesses and stability for the North Riverfront Neighborhood
- Demonstrate the viability and benefits from environmentally-friendly “green” buildings; and
- To stimulate construction and permanent employment opportunities and increased demand for services for the Area and surrounding areas.

3. Redevelopment Project

To satisfy the above objectives, the Redevelopment Project consists of:

- Commercial and Industrial Uses Rehabilitation of all or a portion of the Area into commercial and industrial space together with related improvements.

The Redevelopment Project is generalized to leave room for design creativity and owner specifications as needed, so that the Developer can respond to prospective occupant’s needs as well as market conditions as redevelopment of the Redevelopment Project progresses.

It is expected that the Redevelopment Project will capitalize on existing successful redevelopment activity in the North Riverfront Neighborhood, and, in so doing, will enhance the perception of this portion of St. Louis as a safe and active environment. The project will help stabilize and enhance the perception of security in the area. In addition, it is expected that the Project will encourage an increase in other redevelopment efforts in the vicinity of the Redevelopment Area.

The total estimated Redevelopment Project Costs for the Redevelopment Project at this time equal approximately \$46,437,000, excluding developer fees, as set forth in greater detail in **Appendix 2**. It should be noted that the costs set forth in **Appendix 2** are estimated based on the knowledge of the Redevelopment Project at this time and that the actual redevelopment cost items for implementing the Redevelopment Project may vary depending on market conditions and other factors.

4. General Land Uses to Apply

The general land uses proposed for the Area are commercial and industrial uses. A map profiling the general land uses to apply is attached hereto as **Appendix 8** and incorporated herein by this reference.

5. Redevelopment Schedule and Estimated Dates of Completion

It is estimated that implementation of the Redevelopment Project will be completed within thirty-six (36) months from the execution of a redevelopment agreement between the City and the Developer of this Redevelopment Project as contemplated herein. This date is merely an estimate, and such implementation may be accelerated or delayed as market or site conditions dictate. The estimated date for retirement of obligations incurred to finance the Redevelopment Project shall not be more than twenty-three (23) years from approval of the Redevelopment Project. The anticipated Redevelopment Program Schedule for the TIF Project is included herein as **Appendix 4**.

6. Recent Equalized Assessed Value of Parcels within the Redevelopment Area

The current Equalized Assessed Value of all property in the Redevelopment Area is attached as **Appendix 5**. These values are established and will be confirmed by the Assessor of the City of St. Louis. **Appendix 5** also includes historical information concerning the Equalized Assessed Value of the Redevelopment Area.

7. Estimated Equalized Assessed Value after Redevelopment

The total estimated Equalized Assessed Value of all property subject to PILOTS in the Redevelopment Area after redevelopment and completion of the Redevelopment Project Area is approximately \$17,020,000 (2011).

8. Acquisition

The use of eminent domain is not contemplated within the Area to complete the Redevelopment Project.

9. Blighted Area

As described in greater detail in the *Analysis of Conditions Representing a Blighted Area for the Taylor Carrie Redevelopment Area* attached hereto as **Appendix 3** and incorporated herein by this reference, the Redevelopment Area as a whole is a blighted area, and has not been subject to growth and development through investment by private enterprise and will not reasonably be expected to be developed without the adoption of tax increment financing. The Developer has executed an affidavit attesting to the existence of these conditions, which affidavit is included herein as **Appendix 6**.

The cost of redevelopment precludes private enterprise from developing the Redevelopment Area to its highest and best use without public assistance. The cost of curing the existing conditions of blight and rehabilitation of improvements as contemplated in this Redevelopment Plan is not economically viable if fully borne by the Developer.

10. Conforms with the Comprehensive Plan of the City

The Redevelopment Plan conforms to the development of the City as set forth in the "Strategic Land Use Plan" (2005). The northern portion of the Area is designated as a "Business and Industrial Preservation and Development Area." The southern portion of the Area is designated as "Business and Industrial Development Area." The Redevelopment Project for this TIF matches the goals set for both these designations.

11. Plan for Relocation Assistance

The relocation of residents or businesses is not anticipated to be necessary within the Redevelopment Area with respect to the Redevelopment Project; however, to the extent any relocation is necessary, this Plan will follow the regulations established by the City of St. Louis for relocation according to Ordinance 62481.

12. Cost Benefit Analysis

A cost benefit analysis showing the fiscal impact of the Project on each taxing district impacted by this Redevelopment Plan and sufficient information to determine the financial feasibility of the Project is on file with the St. Louis Development Corporation, 1015 Locust Street, Suite 1200, St. Louis, MO 63101.

If the TIF Redevelopment Project is completed, then each of the taxing districts will continue to receive all of the tax revenues currently received from the Redevelopment Area. Additionally, they will benefit from the additional real and personal property taxes and economic activity taxes which will be paid and not contributed to the TIF. The TIF Act allows for the collection of only 50% of the EATS for payment of project costs. The other 50% are distributed to the appropriate taxing authorities.

13. Does Not Include Gambling Establishment

The Redevelopment Plan does not include the initial development or redevelopment of any gambling establishment.

14. Reports to DED

As required by the TIF Act, the City shall report to the Department of Economic Development regarding the Redevelopment Area.

15. Historical Land Use of Property within the Redevelopment Area

The property is located near the Mississippi River in North St. Louis, across Interstate 70 from O'Fallon Park in the North Riverfront Neighborhood. The property has been used for a wide variety of uses over the years. The land in this area was originally part of the estates owned by John O'Fallon, Dr. John Gano Bryan, Edward Hempstead, and Lewis Bissell. Beginning in the 1840s, the area was subdivided for residential property. The area was annexed in 1876 to the City of St. Louis and became increasingly dominated by industrial uses. The northern portion of the Area was used as the Carrie Rail Yards. The rail yards have been subsequently been removed and the Area has served a variety of industrial uses. Currently, the Area is primarily vacant and underutilized and in mostly poor condition.

Sources: *City of St. Louis and "History of St. Louis Neighborhoods" by Norbury L. Wayman*

**IV. FINANCING PLAN**

1. Eligible Redevelopment Project Costs

The TIF Act provides for the use of tax increment revenues generated by a designated redevelopment area to pay all reasonable or necessary costs incurred, estimated to be incurred, or incidental to a redevelopment plan or redevelopment project within a designated TIF redevelopment area. A municipality may pledge all or any part of the funds in and to be deposited in the special allocation fund established for a redevelopment project area to the payment of redevelopment project costs and obligations within the redevelopment area, including the retention of funds for the payment of future redevelopment costs.

The estimated Redevelopment Project Costs to be incurred in connection with the TIF Project are approximately \$46,437,000, excluding developer fees, and are set forth in **Appendix 2**. More specifically, the TIF Act allows the City and/or its designated developer(s) to incur redevelopment costs associated with implementation of an approved Redevelopment Plan and approved Redevelopment Project. These costs include all reasonable or necessary costs incurred, and any costs incidental to a Redevelopment Project. Thus, this Redevelopment Plan anticipates that a portion of the sources of funds used to pay the Project Costs will come from the TIF revenues; such Project Costs, in accordance with the TIF Act, may include, but are not limited to:

- Costs of studies, surveys, plans and specifications;
- Professional service costs including, but not limited to, architectural, engineering, legal, marketing, financial, planning or special services;
- Property assembly costs including, but not limited to, acquisition of land and other real or personal property rights, or interests therein;
- Costs of rehabilitation, reconstruction, or repair or remodeling of existing buildings and fixtures;
- Costs of construction of new structures as permitted by the TIF Act, of public works or other improvements;
- Financing costs including, but not limited to, all necessary and incidental expenses related to the issuance of obligations, and which may include the payment of interest on any obligation issued under the provisions of this Redevelopment Plan accruing during the estimated period of construction of any Redevelopment Project for which such obligations are issued and for not more than eighteen months thereafter, and including reasonable reserves related thereto; and
- All or a portion of a taxing district’s capital costs resulting from the Redevelopment Project necessarily incurred or to be incurred in furtherance of the objectives of the Redevelopment Plan and Project, to the extent the City, by written agreement, accepts and approves such costs.

The costs shown on **Appendix 2** represent the total approximate costs of the project regardless of the source of funding. This table does not include all custom finishes over and above Developer-supplied finishes, which are unknown at this time. Typical plan implementation and financing costs are based on the experience of the Developer. It should be noted that these costs are based on the knowledge of the Project at this time and that the actual redevelopment cost items for implementing the Redevelopment Plan and the Redevelopment Project may vary from these estimates.

The following table illustrates the anticipated categories costs that will be funded in part by TIF, assuming the funding of up to \$6,150,000 in Redevelopment Project Costs.

| CATEGORY |   |
|----------|---|
|          | Acquisition Costs   |
|          | Demolition Costs (includes, but is not limited to, demolition of existing buildings and structures or parts thereof).   |
|          | Site Preparation and Improvements Costs (includes, but is not limited to, site work, street and sidewalk improvements, utility work, resetting of curbs, landscaping and lighting in the right of way).   |
|          | Financing Costs (includes, but is not limited to, loan fees, construction period interest, disbursing fees, construction monitoring and inspection fees, lender’s legal fees, loan appraisals, flood certificates, title, recording, disbursing costs, tax credit investor fees and any and all other costs incurred by the Developer in connection with obtaining financing for and a tax credit investor in the Redevelopment Project). |
|          | Environmental Testing, Remediation and/or Abatement Costs (includes, but is not limited to, the testing for and removal and disposal of toxic or hazardous substances or materials).  |
|          | Professional Service Costs (includes, but is not limited to, architectural, engineering, surveying, legal, marketing, advertising, financial, planning, or special services).   |

|                    |   |
|--------------------|---|
|                    | TIF Costs & Issuance Costs incurred by the Developer.   |
|                    | Rehabilitation, renovation or reconstruction of existing buildings and structures and construction of common improvements to the Redevelopment Area and construction of new structures as permitted by the TIF Act. |
| <b>\$6,150,000</b> | <b>TOTAL</b>  |

It is not the intent of **Appendix 2**, the table provided above, or this Redevelopment Plan to restrict the City or the Developer to the cost amounts, categories or allocations as outlined. During the life of the Redevelopment Area, Plan, and Project, other costs may be incurred or adjustments may be made within and among the line items specified in **Appendix 2** and additional categories may be added to the extent allowed by the TIF Act, if necessary and reasonable to accomplish the program objectives of the Redevelopment Plan.

2. Anticipated Sources of Funding to Pay Redevelopment Project Costs

There are five (5) principal sources of potential funds that are anticipated to be used to pay the costs of implementation of the Redevelopment Plan and the Redevelopment Project previously described. These sources are:

- Owner equity;
- Private financing;
- New Market Tax Credits
- Brownfield Tax Credits
- Funds available through the issuance of TIF notes, bonds, loans, or other certificates of indebtedness (herein collectively referred to as "TIF Note or other financial obligations"). It is contemplated that these funds will include those generated by a Community Improvement District (CID).

The anticipated type and term of the sources of funds are set forth in **Appendix 2**. It is not the intent of **Appendix 2** or this Redevelopment Plan to restrict the City or the Developer to the sources or source amounts as outlined. During the life of the Redevelopment Agreement, Plan, and Project, other sources may be found or adjustments may be made within or in addition to the sources specified in **Appendix 2**.

3. TIF Note Funding

This Redevelopment Plan proposes that the City initially authorize and issue one or more Tax Increment Financing Notes ("TIF Note") in an amount up to Six Million One Hundred Fifty Thousand and No/100 Dollars (\$6,150,000.00) plus issuance costs to fund a portion of the Redevelopment Project Costs associated with completion of the Redevelopment Project, with a term of retirement for all such issues not more than 23 years. The TIF Notes or other financial obligations will be issued only to finance the Redevelopment Project and Redevelopment Project Costs as outlined in **Appendix 2**, which are eligible costs as specified in Section 99.805(11) of the TIF Act, including any costs of issuing the TIF Notes or other financial obligations.

The Notes may be issued in one or more series and may include notes, temporary notes, or other financial obligations to be redeemed by TIF Notes upon completion of the Redevelopment Project. In addition, these Notes or other financial obligations may be privately placed. It is the City's intent to pay for the principal and interest on these Notes or other financial obligations, in any year, solely with money legally available for such purpose within the Taylor Carrie Special Allocation Fund.

The Taylor Carrie Special Allocation Fund will contain at least two accounts as provided for and in accordance with the TIF Act:

1. The "PILOTS Account" will contain all payments in lieu of taxes derived from all taxable lots, blocks, tracts, and parcels of real property (or any interest therein) within the Redevelopment Area as contemplated by this Redevelopment Plan and in accordance with the TIF Act; and
2. The "Economic Activity Taxes ("EATS") Account" will contain fifty percent (50%) of the total funds from taxes imposed by the City which are generated by the operations and activities within the Redevelopment Area, excluding licenses, fees or special assessments, and excluding personal property taxes and payments to the PILOTS Account, in accordance with the TIF Act.

Funds on deposit in the PILOTS Account and EATS Account will be pledged to the payment of the Redevelopment Project Costs. Such payment obligations shall not constitute debts or liabilities of the City, the State of Missouri, or any political subdivision thereof within the meaning of any constitutional or statutory debt limitation or restriction and neither the City nor the State of Missouri shall be liable thereon except from the PILOTS Account, and, to the extent appropriated by the City on an annual basis, the EATS Account, from funds derived from other taxes deposited into the Special Allocation Fund.

4. Evidence of Commitment to Finance Redevelopment Project Costs

**Appendix 7** contains a preliminary commitment letter providing evidence of a commitment to provide financing of Redevelopment Project Costs associated with the Redevelopment Project.

**APPENDIX 1  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN  
LEGAL DESCRIPTION AND MAP OF REDEVELOPMENT AREA**

A tract of land being part of City Blocks 4398 and 3417 of the City of St. Louis, Missouri, whose external boundaries are described as follows:

Beginning at point at the intersection of the North line of Carrie Avenue and the West line of North 3rd Street, then proceeding Southeastwardly along the West line of North 3rd Street to the intersection of the North line of Adelaide Avenue and the West line of North 3rd Street, then proceeding Southwestwardly along the North line of Adelaide Avenue to a point 306.04 feet East of the East line of Bulwer Avenue, then proceeding Northwestwardly 230.71 feet along a line that lies 25 feet southerly of and parallel with the centerline of the existing Terminal Railroad Association of St. Louis Track to a point on the East line of Bulwer Avenue, then proceeding Northwestwardly along the East line of Bulwer Avenue to the intersection of South Line of Carrie Avenue and the East Line of Bulwer Avenue, then proceeding Southwestwardly along the South line of Carrie Avenue to the intersection of the West line of North Broadway Street and the South line of Carrie Avenue, then proceeding Southwestwardly 411.96 feet to the Mark Train Expressway, also known as Interstate 70, then continuing Westwardly 862.75 feet along the boundary of said Mark Twain Expressway to a point 122 feet South of East Taylor Avenue, then Northwestwardly to a point on the South line of East Taylor Avenue, then Northeastwardly along the South line of East Taylor Avenue to the intersection of the West line of Broadway Street and the South line of East Taylor Avenue, then Southeastwardly along the West line of Broadway Street to the intersection of the North line of Carrie Avenue and the West line of Broadway Street, then Northeastwardly along the North line of Carrie Avenue to the point of Beginning. This area describes the City of St. Louis Assessor's Office tax identification parcels 34170000700, 34170000450, 34170000400, 34170000500, 34170000300, 34170000600, 43980000500, and 43980000400 as well as a portion of Carrie Avenue.

The Area shall include all or a portion of the parcels and right-of-ways more particularly described as follows:

**Parcel 1**

A parcel of land in Biddle's Estate Subdivision, and in City Block 4398 of the City of St. Louis, consisting of all of Lot 2 and part of Lots 1, 3 and 4 of said subdivision, and more particularly described as:

Commencing at the Southeast corner of Lot 2, which is the intersection of the Northwestern line of Carrie Avenue, 30 feet wide and the Southwestern line of North Broadway 108 feet wide; thence Southwesterly along the Northwest line of Carrie Avenue 411.96 feet to a point; thence in a straight line, in a Westerly direction, to a point, (the said point being exactly 221 feet Southeast of the Southeastern line of East Taylor Avenue, as measured along a line at right angles to said East Taylor Avenue and exactly 280 feet Northeast of the West corner of Lot No. 4, as measured along said Southeastern line of East Taylor Avenue); thence generally Westerly along a straight line to a point on the Southwestern line of said Lot 4, (said point being determined by the prolongation of the aforesaid straight line Westwardly to its intersection with the centerline of an unimproved former street, paralleling the aforesaid Southwestern line of Lot 4, and which intersection with said centerline is exactly 122 feet Southeast of the aforesaid Southeastern line of East Taylor Avenue, as measured along said centerline); thence Northwest along said Southwestern line of Lot 4 to its intersection with the Southeastern line of East Taylor Avenue; thence Northeastwardly along said Southeastern line of East Taylor 986.00 feet more or less to a point; thence leaving said Taylor Avenue in a Southeasterly direction a distance of 178.28 feet to a point; thence Northeastwardly on a line parallel to the Southeast line of Taylor Avenue a distance of 114.11 feet to the Southwest line of North Broadway; thence Southwardly along North Broadway 364.83 feet more or less to the point of beginning.

**Parcel 2**

That parcel located in St. Louis City Block 4398 and identified by the City of St. Louis Assessor's office as tax identification number 43980000400 more particularly described as follows:

Beginning at the intersection of the West line of North Broadway Street and the South line of East Taylor Avenue, then proceeding Southwestwardly 104.83 feet, then Southeastwardly 178.28 feet, then Northeastwardly 114.11 feet, then along the West line of North Broadway Street to the point of beginning, containing approximately 0.448 acres.

**Parcel 3**

A tract of land being parts of Lots 83, 84, 85, 86, 87, 88, 89, and 90 of John O'Fallon's Estate, together with vacated streets and alleys, and in Block 3417 of the City of St. Louis, Missouri, and individually more particularly described as:

1. The Eastern part of Lot 83 (former City Block 3417) having a front of 274 feet 1 inch on the North line of Adelaide Ave., a front of 273 feet 9 inches on the South line of Fair Ave. (vacated), and a front of 309 feet 9-1/2 inches on the West line of West Third St., and being bounded on the West by property now or formerly of St. Louis Merchants Bridge and Terminal Railway Company.
2. The Eastern part of Lot 84 (former City Block 3420) having a front of 425 feet 1/2 inch on the North line of Fair Ave. (vacated), a front of 429 feet 6 inches on the South line of Harris Ave. (vacated), and having a width of 300 feet 2-1/4 inches on the West line of West Third St., and being bounded on the West by property now or formerly of St. Louis Merchants Bridge and Terminal Railway Company.
3. Lot 85 (former City Block 3429), excepting therefrom that part conveyed to Terminal Railroad Association of St. Louis by deed recorded in Book 7955 page 408.
4. Lot 86 (former City block 3434), excepting therefrom that part conveyed to Terminal Railroad Association of St. Louis by deed in Book 7955 page 408.
5. Lot 87 (former City Block 3443), excepting therefrom that part conveyed to Terminal Railroad Association of St. Louis by deed in Book 7955 page 408.
6. Lot 88 (former City Block 3448), excepting therefrom that part conveyed to Terminal Railroad Association of St. Louis by deed recorded in Book 7955 page 408.
7. Lot 89 (former City Block 3457); excepting therefrom that part conveyed to Terminal Railroad Association of St. Louis by deed recorded in Book 7955 page 408.
8. Lot 90 (former City Block 3464), excepting therefrom that part conveyed to Terminal Railroad Association of St. Louis by deed recorded in Book 7955 page 408, also excepting therefrom that part conveyed to Norma L. Meyer by deed recorded in Book 7064 page 279, and also excepting therefrom that part conveyed to Leah Obin by deed recorded in Book 8772 page 259.
9. All streets, avenues and alleys which lie within or adjacent to the boundaries of the hereinabove described parcels, which were vacated by Ordinance No. 21512 approved by April 20, 1904.

The foregoing being the same property in part as described in deed from Frisco Construction Company to Rock Island-Frisco Terminal Railroad Company date February 14, 1907 and recorded in Book 1988 page 261, and deed from Rock Island-Frisco Terminal Railway Company to Chicago, Rock Island and Pacific Railroad Company dated June 28, 1957 and recorded in Book 7755 page 65 of the St. Louis city Records.

**Parcel 4**

A tract of land in Block 3417 of the City of St. Louis, Missouri, and being more particularly described as follows: Beginning at the intersection of the Southeast line of Carrie Avenue, 60 feet wide, with the Southwest line of West Third Street, 18 feet 6 inches wide; thence South 38 degrees 12 minutes 57 seconds East along said line of West Third Street, a distance of 310.00 feet to a point; thence South 55 degrees 54 minutes 02 seconds West, a distance of 43.11 feet to a point; thence North 38 degrees 12 minutes 57 seconds West along a line 43 feet Southwest of and parallel to the Southwest line of West Third Street, a distance of 310.00 feet to a point in the Southeast line of said Carrie Avenue; thence North 55 degrees 54 minutes 02 seconds East, a distance of 43.11 feet to the point of beginning.

**Parcel 5**

A Lot in Block 3417 of the City of St. Louis, Missouri, fronting 175 feet on the South line of Carrie Avenue, by a depth Southwardly, between parallel lines of 310 feet; bounded East by a line parallel with and 43 feet West of the West line of West Third Street, measured along a line at right angles to said West Third Street.

**Parcel 6**

That parcel located along the East line of Bulwer Avenue in St. Louis City Block 3417 and identified by the City of St. Louis Assessor's office as tax identification number 34170000450.

**Parcel 7**

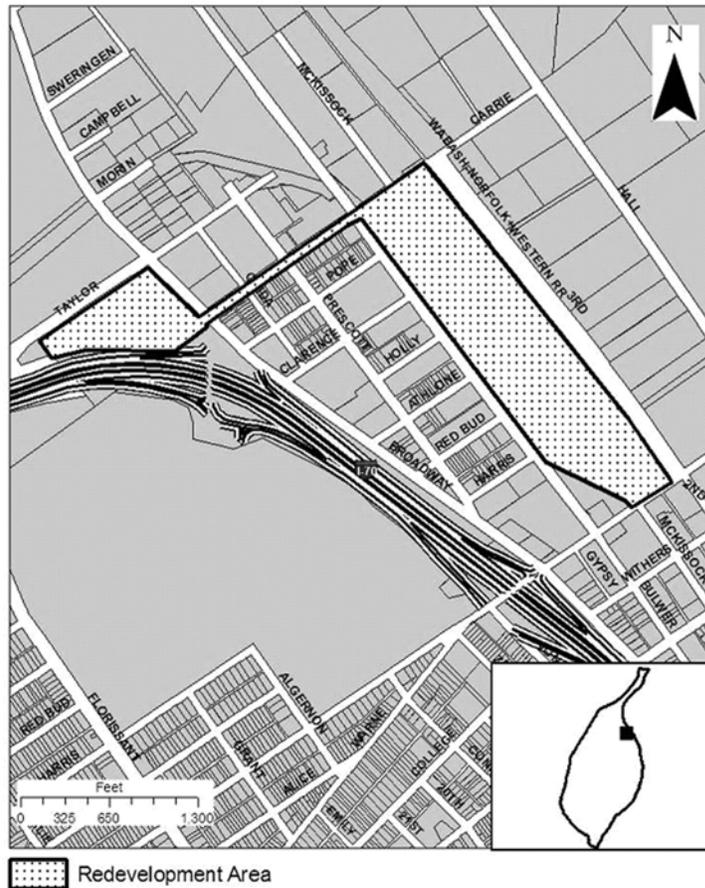
That parcel located in St. Louis City Block 3417 and identified by the City of St. Louis Assessor's office as tax identification number 43980000300, further described as follows:

Commencing at the intersection of the northwesterly right of way line of Adelaide Avenue and the northeasterly right of way line of Bulwer Avenue; thence north 40 degrees 16 minutes 37 seconds west, along the northeasterly right of way line of Bulwer Avenue, a distance of 630.78 feet to the intersection of said line and a line that lies 25.00 feet southerly of and parallel with the centerline of the existing terminal railroad association of St. Louis track, said point being the point of beginning of the following described tract; thence continuing north 40 degrees 16 minutes 37 seconds west, along said northeasterly right of way line, a distance of 292.47 feet to the southwesterly line of a tract of land conveyed to the Chicago, Rock Island, and Pacific Railroad Company as recorded in the Recorder's office of the City of St. Louis, Missouri, in Book 7755 on Page 65; thence south 61 degrees 36 minutes 14 seconds east, along said southwesterly line, a distance of 901.64 feet; thence south 48 degrees 48 minutes 09 seconds east, continuing along said southwesterly line, a distance of 102.09 feet to a point on the northwesterly line of Adelaide Avenue; thence south 52 degrees 39 minutes 38 seconds west, along said northwesterly right of way line, a distance of 37.46 feet to the intersection of said line and a line that lies 25.00 feet southerly of and parallel with the centerline of the existing terminal railroad association of St. Louis track; thence northwesterly, along said parallel line, being a curve to the left, having a radius of 832.91 feet and a chord bearing north 61 degrees 39 minutes 26 seconds west, a chord distance of 281.61 feet; thence north 69 degrees 47 minutes 54 seconds west, continuing along said parallel line, a distance of 230.71 feet; thence northwesterly continuing along said parallel line, being a curve to the right, having a radius of 1014.06 feet and a chord bearing north 66 degrees 13 minutes 39 seconds west. A chord distance of 204.06 feet to the point of beginning and containing 1.50 acres. Subject to easements, rights, and restrictions of record of existence, if any.

**Carrie Avenue Right of Way**

That portion of Carrie Avenue located from the West line of Third Street to the West line of North Broadway.

**MAP OF TAYLOR CARRIE REDEVELOPMENT AREA**



**APPENDIX 2  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN  
ANTICIPATED SOURCES AND USES OF FUNDS**

**TAYLOR CARRIE**

Sources and Uses

(Excluding developer fees)

|                                |                         |
|--------------------------------|-------------------------|
| <b>Total SF</b>                | \$ 955,700.00           |
| <b><u>USES</u></b>             |                         |
| Acquisition                    | \$ 8,906,200.00         |
| Shell                          | \$ 29,946,800.00        |
| Commissions                    | \$ 2,517,716.00         |
| Financing                      | \$ 851,604.00           |
| Arch & Eng                     | \$ 400,000.00           |
| Title and Survey               | \$ 72,959.00            |
| Loan Fees                      | \$ 219,275.00           |
| Legal and other professional   | \$ 60,000.00            |
| TIF / CID / NMTC related costs | \$ 300,000.00           |
| Taxes, CAM, Insurance          | \$ 61,950.00            |
| Contingency                    | \$ 2,100,000.00         |
| Remediation Costs              | \$ 1,000,000.00         |
| <b>TOTAL USES</b>              | <b>\$ 46,436,504.00</b> |
| <b><u>SOURCES</u></b>          |                         |
| Financing / equity             | \$ 35,416,504.00        |
| TIF                            | \$ 4,880,000.00         |
| CID                            | \$ 1,270,000.00         |
| NMTCs                          | \$ 4,000,000.00         |
| Brownfield Tax Credit Proceeds | \$ 870,000.00           |
| <b>TOTAL USES</b>              | <b>\$ 46,436,504.00</b> |

**APPENDIX 3  
ANALYSIS OF CONDITIONS REPRESENTING A BLIGHTED AREA FOR THE  
TAYLOR CARRIE REDEVELOPMENT AREA**

**ANALYSIS OF CONDITIONS REPRESENTING  
A BLIGHTED AREA**

for the

**TAYLOR CARRIE  
TIF REDEVELOPMENT AREA**

**TAYLOR CARRIE  
TIF REDEVELOPMENT PLAN**

**December 19, 2008**

**City of St. Louis, Missouri  
Tax Increment Financing Commission**

**TIF ELIGIBILITY**

The Taylor Carrie Redevelopment Area (the "Redevelopment Area" or "Area") established in the Taylor Carrie Redevelopment Plan (the "TIF Redevelopment Plan") is a blighted area based on the fact that it exhibits the factors set forth in Section 99.805(1) of the Revised Statutes of Missouri (the "TIF Act").

As defined, a "blighted area" is:

An area which, by reason of the predominance of defective or inadequate street layout, unsanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete platting, or the existence of conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals, or welfare in its present condition and use.

Blighting factors and conditions present in the Redevelopment Area include:

- 1) Deterioration of Site Improvements:
  - a. Buildings exteriors;
  - b. Buildings interiors;
  - c. Insufficient drainage;
  - d. Lack of maintenance; and
  - e. Presence of refuse
- 2) Unsanitary and unsafe conditions resulting from:
  - a. Deteriorated site improvements;
  - b. Insufficient drainage;
  - c. Illegal activity; and
  - d. Environmental contamination
- 3) Existence of Conditions which Endanger Lives or Property by Fire or Other Causes:
  - a. Deteriorating physical components; and
  - b. Environmental contamination

These factors and conditions are:

- 1) A Menace to the Public Health, Safety, Morals or Welfare
- 2) An Economic or Social Liability:
  - c. Deferred maintenance;
  - d. Required environmental remediation; and e. Uncompetitive position.

The factors listed above will persist and continue to decline until the comprehensive redevelopment of the Area is undertaken.

A map illustrating the boundaries of the area is attached hereto as Exhibit 1, along with photographs of conditions in the Area attached hereto as Exhibit 2.

## DATA COLLECTION METHODS

This study has been designed and conducted to comply with the specific requirements of Section 99.805 (1) RSMo. The study and the requisite fieldwork were performed in December, 2008. Observations and conclusions are based upon on-site inspections of the Redevelopment Area and familiarity with the local market.

In determining whether the proposed Redevelopment Area meets the eligibility requirements for Tax Increment Financing per the TIF Act, a number of sources of information were utilized; including, but not limited to, the following:

- A. Survey of the condition and use of the Redevelopment Area;
- B. Public documents and records relating to the history and/or condition of the Area;
- C. Analysis of existing uses; and
- D. Phase II Environmental Assessment of Union Pacific Rail Yard

## OVERVIEW OF THE REDEVELOPMENT AREA

The Redevelopment Area consists of eight structures (“Buildings”) related parking and land on eight parcels in city blocks 3417 and 4398 as shown on Appendix 1 to the TIF Redevelopment Plan.

## DISCUSSION OF BLIGHT IN THE REDEVELOPMENT AREA

### Blighting Factors and Conditions Present in the Redevelopment Area

#### 1) Deterioration of Site Improvements:

In general, deterioration refers to any physical deficiencies or disrepair in buildings or site improvements requiring treatment or repair. Deterioration may be evident in basically sound buildings containing minor defects, such as a lack of painting, loose or missing roof tiles, floor or ceiling plates, or holes and cracks over limited areas. Deterioration that is not easily curable, however, and that cannot be accomplished in the course of normal maintenance, includes buildings with defects in the primary and secondary building components. Primary building components include the foundation, exterior walls, floors, roofs, wiring, plumbing, etc. Secondary building components include the doors, windows, frames, fire escapes, gutters, downspouts, fascia materials, etc.

Particularly in the northern portion of the Area, the Buildings suffer from deterioration of most exterior building components. The exteriors suffer from deterioration due to previous periods of a lack of maintenance as well as age and use. The site visit revealed evidence of damage caused by both neglect and vandalism. The existing concrete block structure located on the old Carrie Rail Yards site is severely deteriorated. This structure also suffers from deterioration of all interior building components. Primary components including all interior utility systems are destroyed. These conditions, as well as the fact that the structure is filled with refuse, render the structure completely unusable in its current condition. It has also been completely vandalized and has become a place for vagrants to reside. The structure at 404 Carrie Avenue is in deteriorated condition. This property is filled with refuse, vehicles, and various pieces of scrap metal. The property at 400 Carrie Avenue is also filled with refuse and overgrown brush as well as piles of used tires.

The structures located in the southern portion of the Area are in substantially better condition; however, it is clear that many of these industrial and commercial structures are in need of repairs. In addition, these structures are mostly vacant and severely underutilized. If this situation continues, these structures will likely become deteriorated in the next few years.

**Existing Structures Located Within the Taylor Carrie Redevelopment Area**

| LOCATION               | DESCRIPTION  | ESTIMATED YEAR BUILT | CONDITION             | CURRENT USE                     |
|------------------------|--|----------------------|-----------------------|---------------------------------|
| 5410 Third             | Concrete block former office for rail yard                                 | Unknown              | Severely Deteriorated | Vacant                          |
| 404 Carrie Avenue      | Brick and wood structure used as office and warehouse for old storage yard | 1950                 | Deteriorated          | Underutilized/Vacant Commercial |
| 800 East Taylor Street | Stone and steel bus terminal   | 1991                 | Good                  | Transportation                  |
| 800 East Taylor Street | Brick and wood bus terminal utility building                               | 1991                 | Good                  | Transportation                  |

|                        |   |         |              |                                 |
|------------------------|---|---------|--------------|---------------------------------|
| 840 East Taylor Street | Brick and concrete office building  | 1920    | Fair         | Underutilized/Vacant Office     |
| 840 East Taylor Street | Brick and steel industrial warehouse with multiple additions over the years               | 1920    | Fair to Poor | Underutilized/Vacant Industrial |
| 840 East Taylor Street | Steel and vinyl prefabricated guard house and check-in site of trucks for industrial site | Unknown | Fair to Good | Underutilized/Vacant Industrial |
| 840 East Taylor Street | Steel prefabricated former warehouse and shop for industrial site                         | Unknown | Fair to Good | Underutilized/Vacant Industrial |

Sources: City of St. Louis and December, 2008 site visit

The infrastructure in the Area is in a deteriorated and unmarketable state in its current condition. Much of the northern portion of the Area lacks basic working connections to public utilities. Power lines hang loosely from the poles where they were previously connected when the Area was used as the Carrie Rail Yards. Carrie Avenue (and to some extent East Taylor Street) are in severely deteriorated condition due to years of truck and other traffic from the previous industrial uses. Potholes and major cracks are visible in all public rights-of-ways. The sewer drains are also severely deteriorated and will need to be replaced. Several of the entrances to the properties in the Area are deteriorated from use by semi-trailers. Both the northern and southern parking areas are in deteriorated condition, with the northern parking area being so deteriorated that large portions of the lot contain multiple pools of water. Very little of the original pavement is left in the northern parking area. Much of the lot has become overgrown and is filled with standing water. All portions of the Area have significant amounts of refuse and evidence of illegal dumping. During the site visit it was noted that used furniture, bags of trash, and automobile parts had been dumped in the Area.

The Area suffers from deterioration of site conditions. If these deficiencies are not corrected, they will cause damage to adjacent uses and public infrastructure. They cannot be corrected through normal maintenance but require rehabilitation, or replacement in order to be brought to an acceptable and marketable physical state.

2) Unsanitary or Unsafe Conditions:

In addition to the general physical deterioration of site improvements stated above, the Area contains unsanitary or unsafe conditions.

The lack of maintenance and deteriorated conditions makes the Area unsafe. The structures are either vacant or severely underutilized. These conditions provide a secluded area for criminal activity and vagrancy as well as a location for illegal dumping. During the site visit it was noted that on and near the Area and the Buildings are numerous instances of graffiti and other forms of vandalism. The deterioration and lack of proper drainage of the former Carrie Rail Yards portion of the Area has caused severe ponding of water. In addition, the piles of refuse and used tires have provided an area for mosquitoes to breed. According to the City of St. Louis Citizen’s Service Bureau, there has been at least one complaint and subsequent treatment of the area for mosquito infestation. These considerations constitute unsanitary or unsafe conditions.

The severe deterioration of the structure located at 5410 Third Street makes it completely unusable due to unsafe conditions. The building is currently unsecured and there is evidence that the structure is inhabited at times by vagrants. The windows of the structure have been broken and it is filled with refuse.

A Phase II Environmental Site Assessment of the former Union Pacific Rail Yard (Carrie Rail Yards) was completed December 3, 2008. As the Area was historically used as a rail yard and industrial site which contained storage tanks for various hazardous substances, the Phase I Environmental Site Assessment had identified multiple potential sources of environmental contamination, which required further investigation. The Phase II Assessment included 25 soil borings, soil sample collection, piezometer installation, groundwater sample collection, and laboratory analysis. These analyses revealed a number of significant environmental contamination issues in the Area. According to page five of the Assessment, the soil borings and samples revealed the following:

*“Seventeen of the 50 soil samples collected during this investigation exhibited concentrations of constituents above default target levels (DTLs)... Analysis of four of the surface soil samples detected contamination (specifically arsenic and benzo(a)pyrene) at concentrations exceeding Tier I Non-Residential RBTLs. In addition, traces of free product were observed in surface soil at SB-7.”*

Samples of groundwater also revealed serious environmental contamination as identified on page five of the Assessment:

*Groundwater in three of the nine piezometers sampled during this investigation exhibited concentrations of constituents*

*above default target levels (DTLs)... Groundwater sampled during this investigation detected hydrocarbon contamination in two of the nine sampling locations at concentrations exceeding Tier I Non-Residential RBTLs. In addition, free product was present on groundwater at SB-5."*

The Assessment identified the presence of arsenic, lead, benzo(a)pyrene, benzo(a)fluoranthene, and Total Petroleum Hydrocarbons (TPH) including GRO, DRO, and ORO at levels exceeding those permitted for non-residential properties. Effects of these substances in humans can range from mild to severe illnesses, various cancers, organ failure, to death. The presence of these contaminants will require extensive environmental clean-up of the Area at a significant cost to any future developer before the Area will be able to be developed.

These issues constitute unsanitary or unsafe conditions, prevent the full utilization of the Area and increase the cost of rehabilitation.

3) *Existence of Conditions which Endanger Lives or Property by Fire or Other Causes:*

The deteriorating condition of the Area has resulted in conditions that are unsafe and which present a danger to property and personal safety. Vandalism and graffiti are present in the Area. The vacant and underutilized (and in one case unsecured) structures in the Area provide an opportunity for break-ins. The Area has become a target for vandalism, illegal dumping and possible criminal activity. Vagrants have at times occupied one of the structures.

The lack of maintenance and piles of refuse, wood, and overgrown brush pose a potential fire hazard for the Area. The poor drainage of portions of the Area as well as refuse, including piles of used tires, provides breeding ground for mosquitoes. Overgrown areas provide secluded locations for criminal and gang-related activity to take place.

As noted above, the Phase II Environmental Site Assessment of the former Union Pacific Rail Yard (or Carrie Rail Yards) was completed December 3, 2008. The Assessment revealed the presence of unacceptable levels of the following contaminants: arsenic, lead, benzo(a)pyrene, benzo(a)fluoranthene, and Total Petroleum Hydrocarbons (TPH) including GRO, DRO, and ORO. These contaminants can cause moderate to severe illness, cancer, organ failure and death if present in humans.

These conditions present a danger to lives or property by fire or other causes.

**Impact of Noted Factors and Conditions Representing Blighted Conditions**

The conditions in their present state outlined above are a menace to the public health, safety, morals or welfare and are an economic or social liability.

1) *Menace to the Public Health, Safety, Morals, or Welfare:*

As discussed above, the Area exhibits factors that constitute a menace to the public health, safety, morals, or welfare in its present condition and use. The deteriorated condition of the property has negatively impacted surrounding residences and businesses through encouraging vagrancy, vandalism, and crime. The deteriorating, unsanitary, and unsafe conditions described above represent a menace to the public health and safety; the economic and environmental liability of the Area also represents a menace to the public welfare.

2) *Economic or Social Liability*

Due to the predominance of blighting factors discussed above, the Area in its current condition is a liability to the social welfare and economic independence of the City. As noted above, the Area suffers from a lack of investment. Deterioration of the Area has contributed to the lack of physical maintenance and underutilization of the Area. To overcome the underutilization of the Area, conditions that contribute to economic and social liability must be remediated in order to allow for natural growth of existing uses in the Area.

The Area in its current condition hampers the economic vitality and independence of the City by failing to generate sufficient tax revenue and discouraging reinvestment in, or maintenance of, the Area. The high cost of the environmental remediation required to use the Area presents an economic liability. The Area's physical condition and environmental contamination, combined with the underutilization of the Area, diminishes its potential to generate property and economic activity tax revenues for the City. The Area is well-located close to Interstate 70 and significant rail connections; however, in its current condition, is unmarketable. Without the comprehensive redevelopment of the Area, its physical condition will continue to deteriorate and its economic efficiency will suffer.

The physical condition of and resulting lack of reinvestment in the Area have resulted in economic underutilization. The economic underutilization of the property contributes to the eligibility of the Redevelopment Area. The comprehensive redevelopment of the site will foster much needed economic activity and contribute to the growth of the City.

Exhibit 1  
Taylor Carrie TIF Redevelopment Area  
Blight Analysis

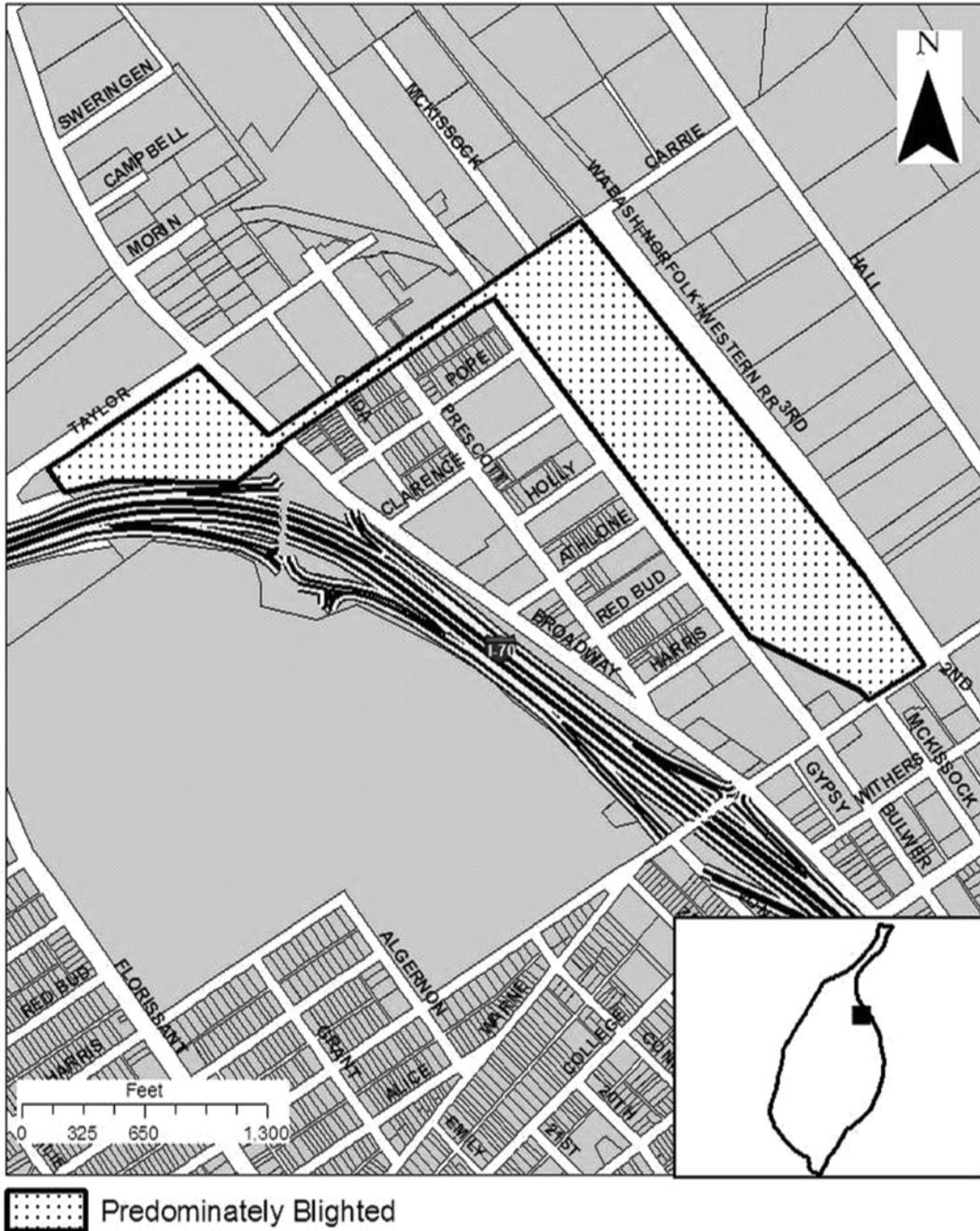


Exhibit 2: Photographs of Blighted Conditions



View of northern portion of the Area showing overgrown conditions on former rail yard



View facing south, showing extensive ponding and poor drainage in the Area



View of northern portion of the Area facing southeast, showing overgrown conditions



View of northern portion of the Area facing northeast



View of northern portion of the Area facing northwest, showing overgrown conditions



View of northern portion of the Area showing extensive ponding in old rail yard area



Pavement throughout the Area is severely deteriorated



Unsecured structure show evidence of vagrancy and vandalism



Unsecured and severely deteriorated structure covered in graffiti



Evidence of illegal dumping and refuse throughout the Area



Downed power lines from former industrial use



Property at 400 Carrie filled with refuse and used tires



Illegal dumping and deteriorated structure in northern portion of the Area



Street and sewer infrastructure is deteriorated on former industrial properties



View of underutilized industrial lot in southern portion of the Area



View of Metro bus shelter and turnaround located in the Area



Commercial building located at 840 East Taylor in southern portion of the Area



Industrial warehouse at 840 East Taylor



Industrial storage building located at 840 East Taylor



View of southern portion of the Area showing overgrown conditions and illegal dumping

**APPENDIX 4  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN  
ANTICIPATED REDEVELOPMENT PROJECT SCHEDULE**

|   |                   |
|---|-------------------|
| <b>First TIF Commission Meeting</b><br>((\$5,000 Application fee due)   | <b>12/10/2008</b> |
| <b>Submit Redevelopment Plan to TIF Commission</b><br>(at least 45 days prior to public hearing)  | <b>12/19/2008</b> |
| <b>Mailing of Notice of TIF Commission Public Hearing to Taxing Districts</b><br>(not less than 45 days prior to hearing) (RSMo. 99.830.3)  | <b>12/19/2008</b> |
| <b>First Publication of Notice of TIF Commission Public Hearing</b><br>(not more than 30 days prior to hearing) (RSMo. 99.830.1)  | <b>1/13/2009</b>  |
| <b>Written Notice to Property Owners</b><br>(not less than 10 days prior to public hearing) (RSMo. 99.830.3)  | <b>1/30/2009</b>  |
| <b>Second Publication of Notice of TIF Commission Public Hearing</b><br>(not more than 10 days prior to public hearing) (RSMo. 99.830.1)  | <b>2/2/2009</b>   |
| <b>Public Hearing by TIF Commission</b><br>(RSMo. '99.825)  | <b>2/11/2009</b>  |
| <b>TIF Commission Recommendation to Board of Aldermen</b><br>(within 90 days of TIF Public Hearing) (RSMo. 99.820.3)  | <b>2/11/2009</b>  |
| <b>TIF Ordinances Introduced adopting plan, approving project, establishing district, establishing special allocation fund, approving redevelopment agreement and authorizing issuance of TIF Notes</b><br>(between 14 and 90 days after hearing) (RSMo. 99.820.1[1]) | <b>5/1/2009</b>   |
| <b>HUDZ Committee Hearing on TIF Ordinances</b>   | <b>5/6/2009</b>   |
| <b>Second Reading of TIF Ordinances</b>   | <b>5/8/2009</b>   |
| <b>Perfection of Board Bill(s)</b>  | <b>5/15/2009</b>  |
| <b>Board of Estimate &amp; Apportionment</b>  | <b>5/13/2009</b>  |
| <b>Third Reading and Final Passage of TIF Ordinances</b>  | <b>5/22/2009</b>  |
| <b>Mayor Signs Bills</b>  | <b>6/1/2009</b>   |
| <b>Full Construction Commences</b>  | <b>8/1/2009</b>   |
| <b>Construction Complete</b>  | <b>12/31/2010</b> |

**APPENDIX 5  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN  
CURRENT AND HISTORICAL INFORMATION CONCERNING THE EQUALIZED ASSESSED VALUE  
OF REDEVELOPMENT AREA**

| <u>Street Address</u> | <u>Tax ID</u> | <u>Equalized Assessed Value (2008)</u> |
|-----------------------|---------------|--|
| 5410 3rd Street       | 34170000700   | \$ 464,800                             |
| 6108 Bulwer Ave       | 34170000450   | \$ 7,000                               |
| 420 Carrie Avenue     | 34170000400   | \$ 86,200                              |
| 404 Carrie Avenue     | 34170000500   | \$ 27,100                              |
| 5450 Bulwer Avenue    | 34170000300   | \$ 0                                   |
| 400 Carrie Avenue     | 34170000600   | \$ 2,100                               |
| 840 - 880 East Taylor | 43980000500   | \$ 304,100                             |
| 800 East Taylor       | 43980000400   | \$ 16,000                              |

HISTORY OF ASSESSED VALUE

| TERM | AV*       | % CHANGE |
|------|-----------|----------|
| 2004 | \$678,700 | -        |
| 2005 | \$790,200 | 16%      |
| 2006 | \$790,200 | 0%       |
| 2007 | \$907,300 | 15%      |
| 2008 | \$907,300 | 0%       |

\*Values consist of the entire property listed above.

Information concerning Economic Activity Taxes (EATs) is non-public and thus, not available at this time.

APPENDIX 6  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN  
DEVELOPER'S AFFIDAVIT

STATE OF MISSOURI )  
City OF ST. LOUIS )

AFFIDAVIT

I, the undersigned, am over the age of 18 years and have personal knowledge of matters stated herein.

The undersigned swears, affirms and certifies the following to be true to induce the approval of Tax Increment Financing for the Redevelopment Area described in the Taylor Carrie Tax Increment Financing Redevelopment Plan, initially dated December 19, 2008 (the "Redevelopment Plan").

1. I am a duly authorized representative of Green Street Properties, LLC (the "Developer") and am authorized by the Developer to attest to the matters set forth herein.
2. I am familiar with the Redevelopment Area described in the Redevelopment Plan. In my opinion, based on the factors set forth in the Redevelopment Plan, the Redevelopment Area, on the whole, qualifies as a "blighted area" as defined in Section 99.805(3) of the Missouri Revised Statutes (2000), and has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of tax increment financing.

And Further Affiant Sayeth Not.

Green Street Properties, LLC  
a Missouri limited liability company

By: Philip C. Hulse  
Name: Philip C. Hulse  
Title: MEMBER

Subscribe and sworn to before me this 15<sup>th</sup> day of Decemb 2008.

Melissa L. Howard  
Notary Public

My Commission Expires: 7/16/2011



APPENDIX 7  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN  
EVIDENCE OF COMMITMENT TO FINANCE PROJECT COSTS



9769 OLIVE BLVD  
ST LOUIS, MO 63132  
TEL: 314 989 1504  
FAX: 314 989 1513

December 8, 2008

Mr. Phil Hulse & Mr. Mike Clark  
Green Street Properties  
8235 Forsyth Boulevard  
Suite 305  
St. Louis, MO 63105

Re: Proposed Taylor Carrie TIF project, St. Louis, Missouri

Dear Phil Hulse and Mike Clark:

The purpose of this letter is to evidence Reliance Bank's preliminary commitment to provide financing for your proposed project involving the redevelopment of certain real property into commercial uses in the Taylor Carrie TIF in the City of St. Louis, Missouri (the "Project"). This correspondence is intended as a preliminary expression of the Bank's interest in this Project, and the potential funding of this Project is subject to several contingencies, including the review of customary due diligence, the issuance of the necessary tax increment financing by the City of St. Louis, and the review and approval of the Bank's Loan Committee, acting in its sole subjective discretion.

As we have discussed, financing of the Project would not be feasible without the assistance of tax increment financing. Therefore, please be advised that we are excited to provide financing for the Project should the City of St. Louis issue the necessary tax increment financing.

Should you have any questions, please do not hesitate to call

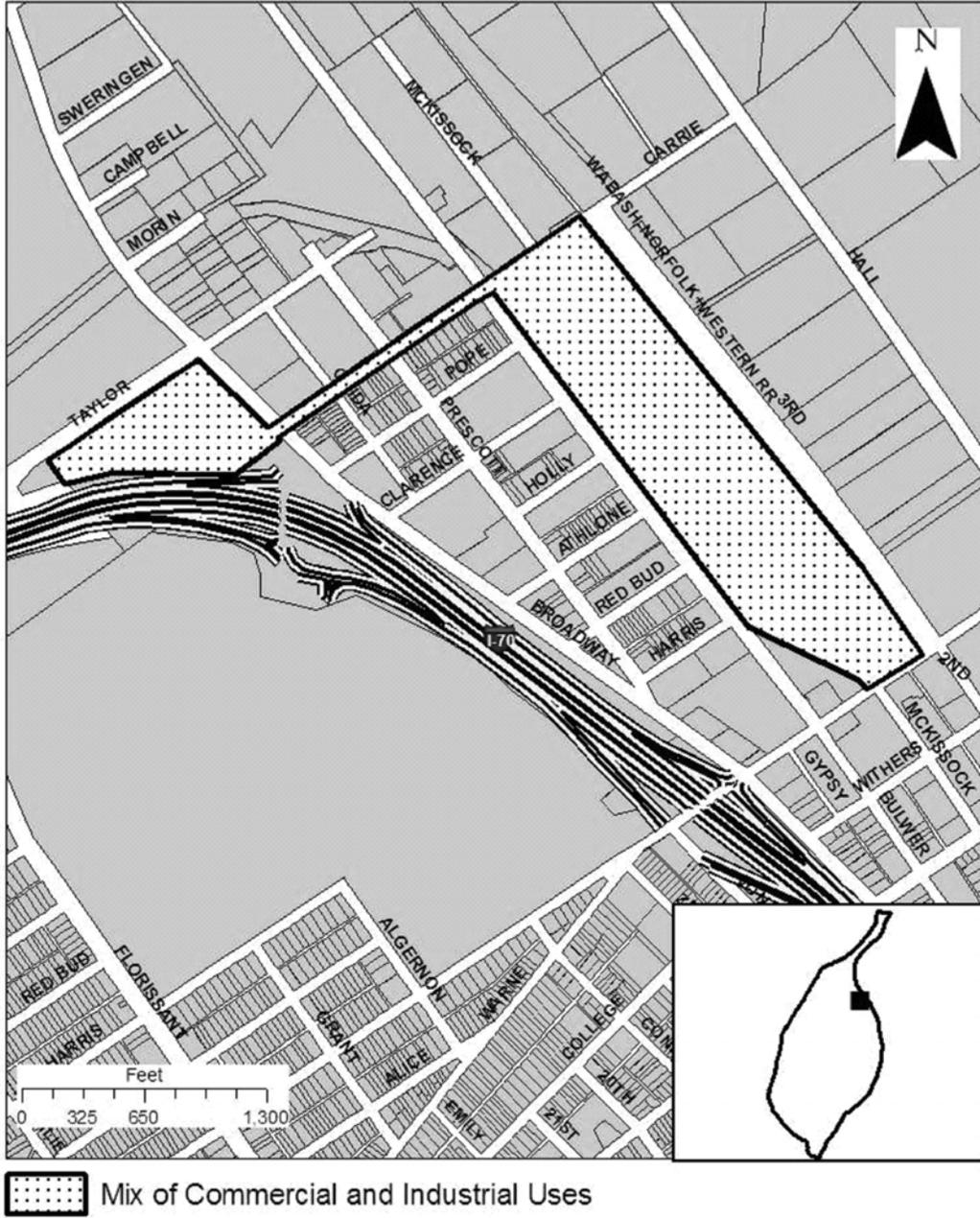
Sincerely,

A handwritten signature in black ink, appearing to read "Scott Von Rohr".

Scott Von Rohr  
Vice President

APPENDIX 8  
TAYLOR CARRIE TIF REDEVELOPMENT PLAN

GENERAL LAND USES TO APPLY



Approved: June 9, 2009

**ORDINANCE #68377**  
**Board Bill No. 60**

An ordinance recommended by the Board of Estimate and Apportionment approving the submission, ratification, execution and filing of Petition For the Creation of 14TH and Market Community Improvement District (“Petition”); finding a public purpose; finding blight; approving appointment of the initial Board of Directors thereto; approving the form of Special Assessment Petition (“Assessment Petition”); authorizing execution and submission of Assessment Petition; authorizing certain other actions; and containing a severability clause.

**WHEREAS**, the City of St. Louis, Missouri, a city organized under its charter and the Constitution and laws of the State of Missouri (the “City”), is authorized and empowered pursuant to the Community Improvement District Act, Sections 67.1401 to 67.1571, RSMo (the “CID Act”), to establish a community improvement district as proposed by a verified petition for the property described in said petition; and

**WHEREAS**, on May 8, 2009, the Petition was filed with the Register of the City; and

**WHEREAS**, on May 15, 2009, the Register did review and determine that the Petition substantially complied with the requirements of the CID Act;

**WHEREAS**, after notice of the public hearing by publication and individually to each property owner within the proposed District by correspondence, a public hearing was held on May 21, 2009, regarding the creation of the 14th and Market Community Improvement District (the “District”), all pursuant to Sections 67.1421.1 and 67.1431 of the CID Act; and

**WHEREAS**, the boundaries of the District encompass only property owned by the City and encompass the property on which the Kiel Opera House is located (the “Opera House Property”) and the Scottrade Center is located; and

**WHEREAS**, the Petition requests that the members of the initial Board of Directors of the District be appointed by the Mayor with the consent of the Board of Aldermen, as specified in Section 67.1451.5 of the CID Act; and

**WHEREAS**, the Petition provides that the District shall assist in the redevelopment of the Opera House Property into a special purpose civic building that will provide facilities for entertainment productions, conferences, assemblies, receptions, dining and associated functions (the “Project”), as well as provide the revenues from a special assessment to repay a portion of certain obligations to be issued as described in the succeeding recital; and

**WHEREAS**, as a source for the financing of the redevelopment and rehabilitation of the Opera House Property, it is contemplated that the District will dedicate the proceeds of a special assessment to pay a portion of the debt service of certain revenue bonds anticipated to be issued by the Authority (the “Bonds”), the proceeds of which Bonds will be used to pay a portion of the costs of the Project; and

**WHEREAS**, the Board of Aldermen hereby finds that the adoption of this Ordinance is in the best interest of the City and that the property owners, lessees, residents, and persons operating businesses and living in and at or near the District, and the public generally will benefit by the establishment of said District and elimination of the blighted conditions therein.

**NOW THEREFORE, BE IT ORDAINED BY THE BOARD OF ALDERMEN OF THE CITY OF ST. LOUIS AS FOLLOWS:**

**SECTION ONE.** The Board of Aldermen hereby adopts the foregoing recitals as findings. In order to further the development of the Opera House Property and to provide benefit to the public, the Mayor of the City executed the Petition and filed the Petition with the Register of the City. The Board of Aldermen hereby ratifies and confirms the execution of the Petition by the Mayor and the filing of the Petition with the Register of the City. The Board of Aldermen hereby approves the Petition. Pursuant to the CID Act and subject to the terms of the Petition, the 14th and Market Community Improvement District is hereby formed as a political subdivision of the State of Missouri; a copy of the Petition containing a legal description of the District’s boundaries is attached hereto as Exhibit A and incorporated herein by reference.

**SECTION TWO.** The Board of Aldermen hereby finds that the District includes a blighted area as defined in Section 67.1401.2.3(a) of the CID Act in that the Opera House Property is an area which by reason of the predominance of defective or inadequate street layout, insanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete platting, or the existence of conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals or welfare in its present condition and use.

The Board of Aldermen further finds and confirms that the Opera House Property is a portion of the City which has been found blighted pursuant to the Blighting Study and Redevelopment Plan for the 1400 Market St. Redevelopment Area dated April 21, 2009 approved by the LCRA on April 21, 2009, and approved by Ordinance No. \_\_\_\_\_ [Board Bill No. \_\_\_\_] and Chapter 99.300, *et seq.*, RSMo, and thus is a “blighted area” within the meaning of Section 67.1401.2.3(b) of the CID Act.

The Board of Aldermen also hereby finds that the action to be taken pursuant to the contract with the subtenant named in the Petition to renovate buildings and structures within the boundaries of the Opera House Property owned by the City in order to

assist in the clearance of blight is reasonably anticipated to remediate the blighting conditions within the boundaries of the District, and will serve a public purpose by remediating such blight, providing economic development, providing necessary commercial public conveniences within the District.

**SECTION TWO.** Pursuant to the CID Act, the District shall have all the powers necessary to carry out and effectuate the purposes and provisions of the CID Act except as may be limited by this Ordinance or by the Petition.

**SECTION THREE.** Pursuant to the CID Act, the District is authorized by the CID Act, at any time, to issue obligations, or to enter into agreements with other public entities with authority to issue obligations, for the purpose of carrying out any of its powers, duties, or purposes. Such obligations shall be payable out of all, part or any combination of the revenues of the District and may be further secured by all or any part of any property or any interest in any property by mortgage or any other security interest granted. Such obligations shall be authorized by resolution of the District, and if issued by the District (or another public entity for the benefit of the District as provided in the CID Act) shall have such terms and be issued in accordance with the requirements of the CID Act.

**SECTION FOUR.** The District shall terminate on the date(s) specified in the Petition.

**SECTION FIVE.** The Board of Directors of the District shall be appointed by the Mayor with consent of the Board of Aldermen as specified in the petition and in Section 67.1451 of the Act. The Mayor does hereby appoint the following named persons as Directors of the District, and by adoption of this Ordinance the Board of Aldermen of the City hereby consents to the initial appointment of the District’s Board of Directors as follows:

| <u>NAME</u>          | <u>INITIAL TERM</u>              |
|----------------------|----------------------------------|
| David Meyer          | 4 years from date of appointment |
| Christopher P. McKee | 4 years from date of appointment |
| Steven M. Weinstein  | 2 years from date of appointment |
| Peter McLaughlin     | 2 years from date of appointment |
| Marty Brooks         | 2 years from date of appointment |

The date of appointment for each of the initial Board of Directors shall be the date of passage of this Ordinance. No further action by the Mayor or Board of Aldermen of the City for appointment of the initial Board of Directors is necessary.

**SECTION SIX.** The Board of Directors of the District shall have its initial meeting on such date and at such time when a quorum of Board of Directors is available, at such place within the limits of the City as may be convenient to the Directors.

**SECTION SEVEN.** The Board of Aldermen acknowledges, that as described in the above recitals, the proceeds of an annual special assessment, which is to be levied on the tracts of land within the District at a maximum rate as set forth in the Petition are to assist in providing funding for the redevelopment of the Opera House Property. The Board of Aldermen hereby approves the Special Assessment Petition, in substantially the form attached as Exhibit B to this Ordinance and incorporated herein by this reference (the “Assessment Petition”), and authorizes the Mayor to execute the Assessment Petition and to cause the Assessment Petition to be delivered to the Board of Directors of the District. The Collector of Revenue of the City is hereby authorized and directed to collect, account for and distribute to the District the special assessments imposed and levied by the District in the manner set forth in the Assessment Petition and in Section 67.1541 of the CID Act.

**SECTION EIGHT.** Pursuant to the CID Act, the Board of Aldermen shall not decrease the level of publicly funded services in the District existing prior to the creation of the District or transfer the financial burden of providing the services to the District unless the services at the same time are decreased throughout the City, nor shall the Board of Aldermen discriminate in the provision of publicly funded services between areas included in the District and areas not so included.

**SECTION NINE.** Pursuant to Section 67.1421.6 of the CID Act, the City Register or the City Counselor on her behalf shall notify in writing the Missouri Department of Economic Development of the District’s creation.

**SECTION TEN.** The City shall take, and the officers, agents and employees of the City are hereby authorized and directed to take, such further action and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Ordinance.

**SECTION ELEVEN.** It is hereby declared to be the intention of the Board of Aldermen that each and every part, section and subsection of this Ordinance shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Aldermen intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Ordinance shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accord with the legislative intent.

**EXHIBIT A**

**PETITION FOR THE CREATION OF  
14<sup>TH</sup> AND MARKET COMMUNITY IMPROVEMENT DISTRICT**

**EXHIBIT B****SPECIAL ASSESSMENT PETITION****PETITION FOR THE CREATION OF  
14<sup>th</sup> AND MARKET COMMUNITY IMPROVEMENT DISTRICT****PETITION FOR THE CREATION OF  
14<sup>th</sup> AND MARKET COMMUNITY IMPROVEMENT DISTRICT**

This petition ("Petition") is submitted in accordance with the Community Improvement District Act, Sections 67.1401 to 67.1571, Revised Statutes of Missouri, as amended (the "Act"), by the entity whose signature appears below (the "Petitioner"). The Petitioner requests that the Board of Aldermen (the "Board of Aldermen") of the City of St. Louis, Missouri (the "City") hold a public hearing and approve and adopt the Petition in accordance with the Act to establish a community improvement district (the "District") in the City in accordance with this Petition.

**I. DESCRIPTION OF DISTRICT****A. Name of District**

The name of the District shall be 14<sup>th</sup> and Market Community Improvement District.

**B. Legal Description**

The District includes all of the real property (the "District Land") legally described on Exhibit A attached to this Petition and incorporated herein by this reference.

**C. Boundary Map**

A map illustrating the general boundaries of the District is attached to this Petition as Exhibit B (the "District Boundary Map") and incorporated herein by this reference.

**D. Parcel Identification Number for District Land**

The parcel identification numbers for the parcels comprising the District Land is set forth on Exhibit C attached hereto and incorporated herein by this reference.

**II. PETITIONER**

Based on the tax records of the Office of the Assessor (the "Assessor") of the City as of the date of filing this Petition, Petitioner:

- (a) owns more than fifty percent (50%) by assessed value of the District Land; and
- (b) represents more than fifty percent (50%) per capita of all owners of the District Land.

Petitioner acknowledges and confirms that it shall not propose an amendment to this Petition without first obtaining the consent of the current holders of any leasehold interests in real property within the District.

### III. FIVE-YEAR PLAN

The five-year plan for the District is attached as Exhibit D to this Petition and incorporated herein by this reference. The five-year plan sets forth the following: (a) a description of the purposes of the District; (b) a description of the services that the District will provide; (c) the improvements that the District will undertake; (d) the annual expenditures of the District for 2010 through 2014; and (e) an estimate of the costs of such improvements and services.

### IV. GOVERNANCE OF THE DISTRICT

#### A. Type of District

The District shall be a separate political subdivision governed by a Board of Directors (the "Board") appointed by the chief elected officer of the City (the "Mayor"), with the consent of the Board of Aldermen in accordance with Section 67.1451.5 of the Act. The District shall have all of the powers granted to, and/or exercisable by, a community improvement district in accordance with the Act, except to the extent its powers, if any, are expressly limited by this Petition. The powers of the District are limited as follows: (1) this District shall only levy a single special assessment as described in Section VI below; and (2) the District shall not seek to impose any sales taxes, real property taxes or business license taxes within the boundaries of the District.

#### B. Board of Directors

The District shall be governed by the Board, which shall be composed of five (5) members (the "Directors"). Each Director, during his or her term, shall meet the following requirements: (a) at least 18 years of age and (b) an Owner, as defined in the Act, of real property or of a business operating with the District. The initial Directors shall be appointed by the Mayor with the consent of the Board of Aldermen as follows: one (1) Director as a representative of the City; two (2) Directors as representatives of Opera House Redevelopment Company, LLC, a Delaware limited liability company (the "Redeveloper"); and two (2) Directors as representatives of Kiel Center Partners, L.P., a Missouri limited partnership ("KLP").

#### C. Terms for Directors

The terms of the Directors initially appointed shall be in accordance with the Act and shall be established upon such initial appointment. The term of office for each of the successor directors shall be for four (4) years, as permitted by the Act. Successive Directors shall be appointed by the Mayor as follows: in the case of appointment of the successor of a Director that is the representative of the City, a replacement Director as a representative of the City, and, for the other successive Directors, from a list of individuals submitted by the Board based on the requirements of the bylaws of the Board.

**V. ASSESSED VALUE**

According to the records of the Assessor for the City, as of the date of this Petition, the total assessed value of all of the real property within the District is \$0.00 as the real property is currently tax exempt. The Assessor has indicated that the current land value is \$1,236,700.

**VI. SPECIAL ASSESSMENT**

Pursuant to Sections 67.1501 and 67.1521 of the Act, upon the submission of a petition to levy a special assessment (the "Special Assessment Petition"), the District may, by resolution, impose special assessments up to the maximum rate (the "Maximum Assessment Rate") that is sufficient in amount to yield the funds necessary to pay the cost of collecting the special assessment, if any, the principal of and interest on bonds (the "Bonds") that may be issued by the Land Clearance for Redevelopment Authority of the City of St. Louis (the "Authority") for the benefit of the District to fund the Project (as that term is defined in the second succeeding paragraph) and other payment and deposit required under the indenture for the bonds. An estimate of the special assessments is set forth on the schedule on Exhibit E, attached to and incorporated by reference in this Petition. Said special assessment will be collected and applied in accordance with that certain Cooperation Agreement, among the District, the City and the Authority.

As stated above, the District will be funded by the imposition of a special assessment against real property within the District up to the Maximum Assessment Rate. The special assessment shall be levied in each year at the rates identified in said Special Assessment Petition (as imposed by the District) against parcel number 02090000200 (the "Scottrade Center"), currently leased by KLP, and parcel number 02090000100 (the "Kiel Opera House"), to be leased by the Redeveloper, based upon the benefit conferred upon each such parcel. Pursuant to the terms of the Sublease Agreement between the Authority and the Redeveloper (the "Redeveloper Sublease"), the Redeveloper, as lessee, is responsible for paying the special assessment on the Kiel Opera House. Pursuant to the terms of the Amended and Restated Lease and Redevelopment Agreement between the Authority and KLP, dated November 24, 1992 (the "Scottrade Sublease"), KLP, as lessee, is responsible for paying the special assessment on the Scottrade Center. At no time shall the District's levy rate for the special assessment exceed the Maximum Assessment Rate.

The proceeds of the special assessment will be applied towards eliminating blighting conditions in the District through the payment of debt service on the Bonds that may be issued by the Authority to pay the costs of the redevelopment and rehabilitation of the Kiel Opera House (the "Project" as further described in the Redeveloper Sublease). The special assessment is being imposed based upon the benefits conferred on each of the parcels leased pursuant to the Redeveloper Sublease and the Scottrade Sublease, by Redeveloper and KLP, respectively. With respect to the special assessment imposed upon the parcel leased by the Redeveloper, the Redeveloper will receive the benefit of a redeveloped Kiel Opera House as the Redeveloper will lease and oversee the operation of

the redeveloped Kiel Opera House under the terms of the Redeveloper Sublease. With respect to the special assessment imposed upon the parcel leased by KLP, KLP will receive the following benefits: (a) the Redeveloper will not compete with Scottrade Center on certain events; (b) the Redeveloper will cause a minimum number of shows to be produced per month at the Kiel Opera House; and (c) the Redeveloper will eliminate blight in the area and create an atmosphere more conducive to attract greater numbers of customers, visitors, events and exhibitions at the Scottrade Center.

**VII. SALES TAX**

The District will not impose any sales taxes within its boundaries.

**VIII. REAL PROPERTY TAXES**

The District will not impose any real property taxes within its boundaries.

**IX. BLIGHT DETERMINATION**

This Petition does include a request for a determination of blight for the real property within the District and located within the 1400 Market St. Redevelopment Area as described in the Blighting Study and Redevelopment Plan, dated April 21, 2009. Concurrently with the submission of this Petition, this Blighting Study and Redevelopment Plan for the 1400 Market St. Redevelopment Area is being submitted to the Board of Aldermen of the City. The entire District is located within the Station East Redevelopment Area.

**X. LIFE OF DISTRICT**

The District will continue to exist and function until the earlier of (a) thirty (30) years following the effective date of the City ordinance adopting and approving this Petition or (b) the redemption, maturity or defeasance of the Bonds or other notes or obligations issued by the Authority, for the benefit of the District, to fund the Project or other purposes of the District in accordance with the Act.

**XI. NO LIMITATIONS ON BORROWING CAPACITY AND REVENUE GENERATION OF DISTRICT**

The District shall have all powers and authority provided in the Act to borrow funds in order to provide services and complete such project improvements as are necessary and desirable to the District. The District shall have the authority, as set forth above, to impose a special assessment in accordance with the Act in order to generate revenue for the District. Petitioner does not seek to limit the borrowing capacity or revenue generation of the District and anticipates the pledge of revenues by the District to secure obligations issued to fund the provision of services, completion of such project improvements or other purposes of the District as set forth in this Petition.

**XII. REQUEST TO ESTABLISH DISTRICT**

By the execution and submission of this Petition, the Petitioner requests that the Board of Aldermen hold a public hearing in accordance with Section 67.1421 of the Act and adopt an ordinance approving the Petition and creating the District as set forth in this Petition and in accordance with the Act and this Petition.

**XIII. NOTICE TO PETITIONER**

The signature of Petitioner signing this Petition may not be withdrawn later than seven (7) days after this Petition is filed with the City Clerk.

**XIV. SEVERABILITY**

If any provision of this Petition shall be held or determined to be invalid, inoperative or unenforceable as applied in any particular case, or in all cases, because it conflicts with any other provision or provisions of this Petition or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance, or of rendering any other provision contained in this Petition invalid, inoperative or unenforceable to any extent whatsoever.

[SIGNATURE PAGE FOLLOWS]

**SIGNATURE PAGE FOR PETITION TO ESTABLISH  
14<sup>TH</sup> AND MARKET COMMUNITY IMPROVEMENT DISTRICT**

**Signature Page for Petition to Establish  
14th and Market Community Improvement District**

The undersigned requests that the Board of Aldermen of the City of St. Louis, Missouri hold a public hearing and approve an ordinance establishing the 14<sup>th</sup> and Market Community Improvement District according to the preceding Petition.

**PETITIONER/PROPERTY OWNER:** City of St. Louis, Missouri, a city organized under the its charter and the Constitution and laws of the State of Missouri

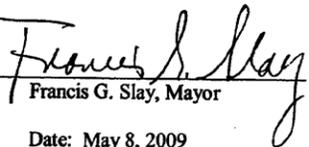
**ADDRESS AND TELEPHONE NUMBER:** City of St. Louis, Missouri  
City Hall  
1200 Market Street  
St. Louis, Missouri 63103  
Attention: Mayor  
(314) 622-3201

**MAP AND PARCEL ID NUMBER:** Owner of 7.26 acres within the District (See District Boundary Map attached as Exhibit B).  
  
Parcel ID Numbers: 02090000200 and 02090000100.

**ASSESSED VALUE:** Parcels are tax exempt and Office of Assessor of the City has indicated a land value of \$1,236,700 for the parcels.

By executing this Petition, the undersigned represents and warrants that he has received a copy of this Petition and its Exhibits, has read this Petition and its Exhibits, is authorized to execute this Petition on behalf of the property owner named immediately above and authorizes this signature page to be attached to the original of this Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his signature may not be withdrawn later than seven (7) days after this Petition is filed with the Clerk of the City.

CITY OF ST. LOUIS, MISSOURI

By:   
Francis G. Slay, Mayor

Date: May 8, 2009

STATE OF MISSOURI     )  
                                   ) ss.  
 CITY OF ST. LOUIS     )

Before me personally appeared Francis G. Slay, Mayor of the City of St. Louis, Missouri, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this 8 day of May, 2009.

My Commission Expires:

1-21-2011

Diane March  
 Notary Public



DIANE MARCH  
 My Commission Expires  
 January 21, 2011  
 St. Louis City  
 Commission #07090925

**CONSENT, AGREEMENT AND AFFIRMATION OF LESSEES**

Opera House Redevelopment Company, LLC, a Delaware limited liability company, as the lessee of parcel number 02090000100, Kiel Center Partners, L.P., a Missouri limited partnership, as the lessee of parcel number 02090000200, and St. Louis Blues Hockey Club, L.P., a Missouri limited partnership, as the sublessee of parcel number 02090000200, hereby consent to the establishment of the 14<sup>th</sup> and Market Community Improvement District as set forth in this Petition and agree and affirm that they will not seek to challenge the establishment of this Community Improvement District nor the imposition of the special assessments as described in this Petition.

OPERA HOUSE REDEVELOPMENT  
 COMPANY, LLC

By: SPORTS CAPITAL HOLDINGS (ST.  
 LOUIS) LLC

By: \_\_\_\_\_  
 Name: \_\_\_\_\_  
 Title: \_\_\_\_\_

By: MCEAGLE OPERA HOUSE, LLC

By: \_\_\_\_\_  
 Name: \_\_\_\_\_  
 Title: \_\_\_\_\_

STATE OF MISSOURI     )  
                                   ) ss.  
 CITY OF ST. LOUIS     )

On this \_\_\_\_\_ day of May in the year 2009, before me \_\_\_\_\_, a Notary Public in and for said state, personally appeared Francis G. Slay, Mayor of the City of St. Louis, Missouri, known to me to be the person who executed the within agreement in behalf of the City of St. Louis, Missouri and acknowledged to me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal at my office the day and year first above written.

My Commission Expires: \_\_\_\_\_

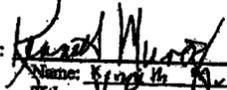
\_\_\_\_\_  
 Notary Public  
 Printed Name: \_\_\_\_\_

**CONSENT, AGREEMENT AND AFFIRMATION OF LESSEES**

Opera House Redevelopment Company, LLC, a Delaware limited liability company, as the lessee of parcel number 02090000100, Kiel Center Partners, L.P., a Missouri limited partnership, as the lessee of parcel number 02090000200, and St. Louis Blues Hockey Club, L.P., a Missouri limited partnership, as the sublessee of parcel number 02090000200, hereby consent to the establishment of the 14<sup>th</sup> and Market Community Improvement District as set forth in this Petition and agree and affirm that they will not seek to challenge the establishment of this Community Improvement District nor the imposition of the special assessments as described in this Petition.

OPERA HOUSE REDEVELOPMENT  
 COMPANY, LLC

By: SPORTS CAPITAL HOLDINGS (ST.  
 LOUIS) LLC

By:   
 Name: Kenneth M. Jones  
 Title: V.P.

By: MCEAGLE OPERA HOUSE, LLC

By: \_\_\_\_\_  
 Name: \_\_\_\_\_  
 Title: \_\_\_\_\_

STATE OF MISSOURI     )  
                                   ) ss.  
 CITY OF ST. LOUIS     )

On this \_\_\_\_\_ day of May in the year 2009, before me \_\_\_\_\_, a Notary Public in and for said state, personally appeared Francis G. Slay, Mayor of the City of St. Louis, Missouri, known to me to be the person who executed the within agreement in behalf of the City of St. Louis, Missouri and acknowledged to me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office the day and year first above written.

My Commission Expires: \_\_\_\_\_

Notary Public  
 Printed Name: \_\_\_\_\_

**CONSENT, AGREEMENT AND AFFIRMATION OF LESSEES**

Opera House Redevelopment Company, LLC, a Delaware limited liability company, as the lessee of parcel number 02090000100, Kiel Center Partners, L.P., a Missouri limited partnership, as the lessee of parcel number 02090000200, and St. Louis Blues Hockey Club, L.P., a Missouri limited partnership, as the sublessee of parcel number 02090000200, hereby consent to the establishment of the 14<sup>th</sup> and Market Community Improvement District as set forth in this Petition and agree and affirm that they will not seek to challenge the establishment of this Community Improvement District nor the imposition of the special assessments as described in this Petition.

OPERA HOUSE REDEVELOPMENT  
 COMPANY, LLC

By: SPORTS CAPTIAL HOLDINGS (ST.  
 LOUIS) LLC

By: \_\_\_\_\_  
 Name: \_\_\_\_\_  
 Title: \_\_\_\_\_

By: MCEAGLE OPERA HOUSE, LLC

By:   
 Name: Chris McKee  
 Title: Manager

KIEL CENTER PARTNERS, L.P.

By: *Kenneth W. Muroz*  
Name: Kenneth W. Muroz  
Title: Authorized Signatory

ST. LOUIS BLUES HOCKEY CLUB, L.P.

By: *Kenneth W. Muroz*  
Name: Kenneth W. Muroz  
Title: Authorized Signatory

STATE OF Missouri )  
  )SS.  
County OF St. Charles )

On this 24<sup>th</sup> day of May, 2009, before me, the undersigned, a notary public in and for the City and state aforesaid, came Kenneth W. Muroz, who is the Manager of Sports Capital Holdings (St. Louis), LLC, a Delaware limited liability company and a member of Opera House Redevelopment Company, LLC, and who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same for and on behalf of said entity and acknowledged said instrument to be the free act and deed of said entity.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires:

June 9, 2012

*Frank Yockis*  
Notary Public  
Printed Name:  
Frank Yockis



STATE OF MISSOURI )  
  )SS.  
\_\_\_\_\_ OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of May, 2009, before me, the undersigned, a notary public in and for the City and state aforesaid, came \_\_\_\_\_, who is the Manager of McEagle Opera House, LLC, a Missouri limited liability company and a member of Opera House Redevelopment Company, LLC, and who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same for and on behalf of said entity and acknowledged said instrument to be the free act and deed of said entity.

KIEL CENTER PARTNERS, L.P.

By: \_\_\_\_\_  
Name: Kenneth W.. Munoz  
Title: Authorized Signatory

ST. LOUIS BLUES HOCKEY CLUB, L.P.

By: \_\_\_\_\_  
Name: Kenneth W.. Munoz  
Title: Authorized Signatory

STATE OF \_\_\_\_\_ )  
  )SS.  
\_\_\_\_\_ OF \_\_\_\_\_ )

On this \_\_\_\_ day of May, 2009, before me, the undersigned, a notary public in and for the City and state aforesaid, came \_\_\_\_\_, who is the Manager of Sports Capital Holdings (St. Louis), LLC, a Delaware limited liability company and a member of Opera House Redevelopment Company, LLC, and who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same for and on behalf of said entity and acknowledged said instrument to be the free act and deed of said entity.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires: \_\_\_\_\_  
Notary Public  
Printed Name: \_\_\_\_\_

STATE OF MISSOURI )  
  )SS.  
County OF H. Clark

On this 21st day of May, 2009, before me, the undersigned, a notary public in and for the City and state aforesaid, came Chris McKee, who is the Manager of McEagle Opera House, LLC, a Missouri limited liability company and a member of Opera House Redevelopment Company, LLC, and who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same for and on behalf of said entity and acknowledged said instrument to be the free act and deed of said entity.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires:

Notary Public  
Printed Name:

STATE OF Missouri )  
 )SS.  
County OF St. Charles )

On this 8<sup>th</sup> day of May, 2009, before me, the undersigned, a notary public in and for the City and state aforesaid, came Kenneth W. Munoz, who is an authorized signatory of Kiel Center Partners, L.P., a Missouri limited partnership, and who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same for and on behalf of said entity and acknowledged said instrument to be the free act and deed of said entity.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires:

June 9, 2012

STATE OF Missouri )  
 )SS.  
County OF St. Charles )

*[Signature]*  
Notary Public  
Printed Name:  
F. Joann Yorks



On this 8<sup>th</sup> day of May, 2009, before me, the undersigned, a notary public in and for the City and state aforesaid, came Kenneth W. Munoz, who is an authorized signatory of St. Louis Blues Hockey Club, L.P., a Missouri limited partnership, and who is personally known to me to be the same person who executed the within instrument of writing and such person duly acknowledged the execution of the same for and on behalf of said entity and acknowledged said instrument to be the free act and deed of said entity.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

My Commission Expires:

June 9, 2012

*[Signature]*  
Notary Public  
Printed Name:  
F. Joann Yorks



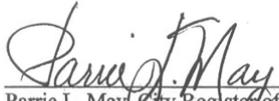
**VERIFICATION OF PETITION  
14<sup>TH</sup> AND MARKET COMMUNITY IMPROVEMENT DISTRICT**

VERIFICATION OF PETITION

14<sup>th</sup> and Market Community Improvement District

I, Parrie L. May, City Register for the City of St. Louis, Missouri, do hereby state that I have reviewed the attached Petition for the Creation of 14<sup>th</sup> and Market Community Improvement District (the "Petition"), which seeks the creation of 14th and Market Community Improvement District, and have verified and determined that (a) the Petition substantially complies with the requirements of Section 67.1421.2 of the Community Improvement District Act, Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri, as amended, and (b) the signatures of the signers were not withdrawn later than seven (7) days after this Petition was filed with this office.

Dated this 15 day of May, 2009.

  
Parrie L. May, City Register of the  
City of St. Louis, Missouri

**EXHIBIT A**  
**LEGAL DESCRIPTION OF THE DISTRICT LAND**

**EXHIBIT A**

**LEGAL DESCRIPTION OF THE DISTRICT LAND**

Beginning at a set cross at the Southeast corner of Lot 1 Kiel Center Subdivision a Resubdivision of City blocks 209 and 210, St. Louis, Missouri, Recorded in Plat Book 62, Pages 46 and 47. Said point being the west right-of-way of 14th Street and the north right-of-way of Clark Street intersection point; thence along the north right-of-way of Clark Street North 74 degrees 56 minutes 29 seconds West a distance of 504.62'; thence leaving said right-of-way line North 17 degrees 16 minutes 04 seconds East a distance of 94.26'; thence North 77 degrees 21 minutes 30 seconds East a distance of 36.66'; thence North 12 degrees 43 minutes 55 seconds West a distance of 14.50'; thence along a curve to the right an arc length of 95.84', having a radius of 183.04', with a chord bearing of North 02 degrees 16 minutes 03 seconds East, 94.75'; thence North 17 degrees 16 minutes 04 seconds East a distance of 150.43' to a set cross on the south right-of-way of Walnut Street; thence along the south right-of-way line of Walnut Street South 75 degrees 09 minutes 46 seconds East a distance of 93.79' to a set cross; thence North 17 degrees 13 minutes 38 seconds East a distance of 30.03' to a point; thence South 75 degrees 09 minutes 46 seconds East a distance of 40.04' to a point; thence North 17 degrees 13 minutes 38 seconds East a distance of 30.03' to a point; thence South 75 degrees 09 minutes 46 seconds East a distance of 40.04' to a point in the south right-of-way of Walnut Street and the east right-of-way of 15th Street intersection point; thence North 17 degrees 13 minutes 38 seconds East a distance of 328.02' to a point in the south right-of-way of Market Street and the east right-of-way of Walnut Street intersection point; thence along the south right-of-way of Market Street South 75 degrees 26 minutes 22 seconds East a distance of 331.12'; thence along the west right-of-way of 14th Street South 17 degrees 15 minutes 47 seconds West a distance of 758.68' to the Point of Beginning; having an area of, 7.26 Acres.

**EXHIBIT B  
DISTRICT BOUNDARY MAP**

**EXHIBIT B  
DISTRICT BOUNDARY MAP**

— = DISTRICT BOUNDARY

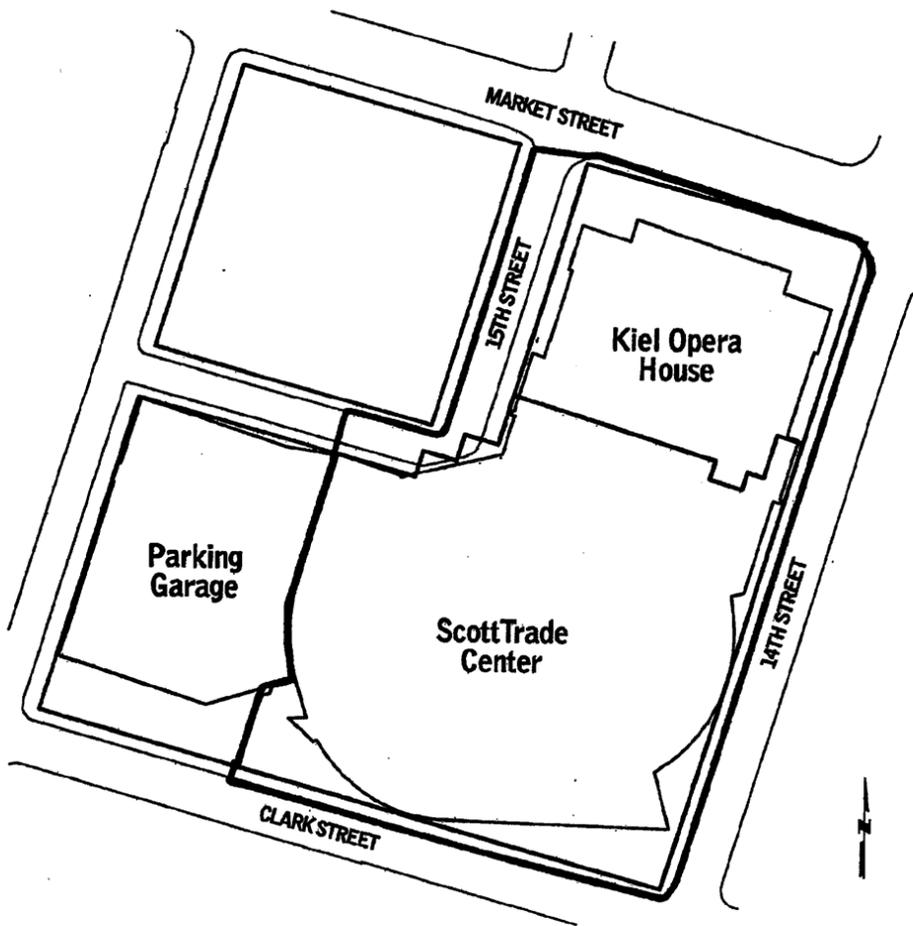


EXHIBIT C  
PARCEL IDENTIFICATION NUMBER

EXHIBIT C

PARCEL IDENTIFICATION NUMBER

| <u>PARCEL ID<br/>NUMBERS</u>   | <u>PROPERTY<br/>ADDRESSES</u>               | <u>2008 ASSESSED VALUE</u>                       | <u>ACREAGE</u> |
|--------------------------------|---|--|----------------|
| 02090000200 and<br>02090000100 | 1401 Clark Street and<br>1400 Market Street | \$0.00<br>(Tax Exempt)                           | 7.26           |
|                                |   | Current Land Value from<br>Assessor: \$1,236,700 |                |

EXHIBIT D  
FIVE-YEAR PLAN

**EXHIBIT D**

FIVE-YEAR PLAN

**A. Purposes of the District:**

**1. The purposes of the District are:**

- a. to levy and to collect special assessments, the proceeds of which will be used to eliminate blighting conditions in the District by providing funding for the redevelopment and rehabilitation of the Kiel Opera House; and
- b. to provide or to cause to be provided certain services for the benefit of the District, as described in Section B below.

**2. The District will cooperate with the lessees of the parcels making up the District:**

- a. to coordinate efforts to improve the District and to meet the purposes of the District; and
- b. to plan and to implement the provision of services and/or the development and construction of public improvements that are deemed by the District to be necessary and desirable.

**B. Services to be Provided to District:** The services to be provided to the District shall generally include, but not be limited to, (1) safety and security; (2) maintenance of publicly owned areas; (3) landscape and streetscape maintenance; (4) promotion of activities, exhibitions and events within the District; and (5) management and operations.

**1. Safety and security:**

The District may employ or contract for the provision of personnel to assist customers, patrons and visitors when they visit the District and to improve security and safety conditions in the District. Such services may include, but are not limited to:

- a. addressing public safety problems;
- b. coordinating communications between the City and its departments and the security and safety personnel of the District;
- c. identifying and reporting public nuisances and other City code violations by individuals in the District; and
- d. providing safety education for businesses within the District, the personnel of such businesses and visitors.

**2. Maintenance:**

The District may provide or contract for the provision of cleaning and maintenance services to publicly owned areas in order to improve the appearance and image of the District. Such services may include, but are not limited to:

- a. litter removal;
- b. purchase and maintenance of additional trash receptacles;
- c. sidewalks seeping by manual and mechanical devices;
- d. vacuuming sidewalks, streets, parks and gutters
- e. pressure washing surfaces within the District;
- f. steam cleaning sidewalks and street surfaces;
- g. weed abatement; and
- h. removal of graffiti, posters and handbills.

**3. Landscape and Streetscape Maintenance:**

The District may employ or contract for the provision of landscape and streetscape maintenance services to publicly owned areas to improve the appearance and image of the District. Such services may include, but are not limited to:

- a. purchase, maintain and install shrubs, flowers and other vegetation, where feasible;
- b. purchase and maintain pots and planters;
- c. provide, or cause to be provided, design services for planning the type and the location of benches, lighting, public art, banners, trash receptacles, shrubs, flowers and sidewalk repairs and replacement; and
- d. purchase, maintain, repair and/or install benches, lighting, public art, banners, trash receptacles, shrubs, flowers and sidewalks.

**4. Promotion of Activities, Exhibitions and Events within the District:**

The District may employ or contract for the provision services to promote activities, exhibitions and events within the District. Such services shall focus on the unique nature of the District and the sports and entertainment offered within the District.

**5. Management and Operations:**

The District may hire or contract for personnel to staff and to provide services to the District. In particular, the District may furnish and equip staff as necessary to provide the above services.

- C. Improvements within the District:** The improvement to be made within the District to eliminate blighting conditions within the District is the rehabilitation and redevelopment of the Kiel Opera House and the possible development and construction of certain public improvements within the District as described in Section B.

**D. Annual Expenditure Plan - 2010 – 2014:**

**1. YEAR ONE: (2010)**

In its first year, the District will oversee and confirm the elimination of blighting conditions within the District through the rehabilitation and redevelopment of the Kiel Opera House. It is anticipated the Kiel Opera House will be complete near the end of 2010.

The District will monitor progress of such rehabilitation and redevelopment and perform ongoing administration and oversight of the District funds. Collection of the District special assessment is expected to begin in 2010. It is anticipated that bonds will be issued by the Authority to finance the costs of the rehabilitation and redevelopment of the Kiel Opera House. The District may contract for administrative duties.

**2. YEAR TWO: (2011)**

In the second year of existence, the District will monitor progress on the continued provision of services identified in Section B. The District will also monitor any unfinished project improvements listed in year one.

The District will also remit special assessment revenues to the Authority for payment of debt service on the bonds issued by the Authority for the benefit of the District.

**3. YEAR THREE: (2012)**

In the third year of existence, the District will monitor progress on the continued provision of services identified in Section B.

The District will also remit special assessment revenues to the Authority for payment of debt service on the bonds issued by the Authority for the benefit of the District.

**4. YEAR FOUR: (2013)**

In the fourth year of existence, the District will monitor progress on the continued provision of services identified in Section B.

The District will also remit special assessment revenues to the Authority for payment of debt service on the bonds issued by the Authority for the benefit of the District.

**5. YEAR FIVE: (2014)**

In the fifth year of existence, the District will monitor progress on the continued provision of services identified in Section B.

The District will also remit special assessment revenues to the Authority for payment of debt service on the bonds issued by the Authority for the benefit of the District. Once such bonds have been fully repaid, the District anticipates that the District special assessment will be eliminated.

**E. Costs of Improvement and Services:**

The estimated costs associated with the rehabilitation and redevelopment of the Kiel Opera House are set forth below by the nature of the costs and the estimated amount of such costs:

| <u>NATURE OF COSTS</u>   | <u>AMOUNT OF COSTS</u> |
|--------------------------|------------------------|
| Hard Costs               | \$47,481,700           |
| Soft Costs               | 19,167,200             |
| Financing Costs          | 1,128,000              |
| Interest and Other Costs | 855,100                |
| Total Costs              | \$68,532,000           |

Because the foregoing costs are estimates, it is uncertain whether the actual costs for these improvements will exceed or be less than the estimates set forth above.

The costs associated with the services to be provided by the District will vary each year depending upon the determination of the Board as to the services to be made available in any given year.

**EXHIBIT E  
SPECIAL ASSESSMENT FOR 14<sup>TH</sup> AND MARKET  
COMMUNITY IMPROVEMENT DISTRICT**

**EXHIBIT E**

**SPECIAL ASSESSMENT FOR 14TH AND MARKET  
COMMUNITY IMPROVEMENT DISTRICT**

| <b><u>YEAR</u></b> | <b><u>TOTAL<br/>SPECIAL ASSESSMENT</u></b> | <b><u>SPECIAL ASSESSMENT<br/>OF<br/>REDEVELOPER</u></b> | <b><u>SPECIAL ASSESSMENT<br/>OF<br/>KLP</u></b> |
|--------------------|--|---|---|
| 2010               | 915,883.50                                 | 467,100.59  | 448,782.92                                      |
| 2011               | 915,883.50                                 | 467,100.59  | 448,782.92                                      |
| 2012               | 920,792.25                                 | 469,604.05  | 451,188.20                                      |
| 2013               | 925,318.50                                 | 471,912.44  | 453,406.07                                      |
| 2014               | 949,097.25                                 | 484,039.60  | 465,057.65                                      |
| 2015               | 966,054.75                                 | 492,687.92  | 473,366.83                                      |
| 2016               | 986,391.00                                 | 503,059.41  | 483,331.59                                      |
| 2017               | 999,906.00                                 | 509,952.06  | 489,953.94                                      |
| 2018               | 1,021,708.50                               | 521,071.34  | 500,637.17                                      |
| 2019               | 1,045,704.00                               | 533,309.04  | 512,394.96                                      |
| 2020               | 1,061,616.00                               | 541,424.16  | 520,191.84                                      |
| 2021               | 1,084,872.00                               | 553,284.72  | 531,587.28                                      |
| 2022               | 1,109,760.00                               | 565,977.60  | 543,782.40                                      |
| 2023               | 1,130,976.00                               | 576,797.76  | 554,178.24                                      |
| 2024               | 1,153,416.00                               | 588,242.16  | 565,173.84                                      |
| 2025               | 1,176,672.00                               | 600,102.72  | 576,569.28                                      |
| 2026               | 1,200,336.00                               | 612,171.36  | 588,164.64                                      |
| 2027               | 1,224,000.00                               | 624,240.00  | 599,760.00                                      |
| 2028               | 1,247,256.00                               | 636,100.56  | 611,155.44                                      |
| 2029               | 1,269,696.00                               | 647,544.96  | 622,151.04                                      |
| 2030               | 1,298,689.50                               | 662,331.65  | 636,357.86                                      |
| 2031               | 1,322,978.25                               | 674,718.91  | 648,259.34                                      |
| 2032               | 1,324,380.75                               | 675,434.18  | 648,946.57                                      |
| 2033               | 1,323,730.50                               | 675,102.56  | 648,627.93                                      |
| 2034               | 1,325,477.25                               | 675,993.40  | 649,483.85                                      |
| 2035               | 1,323,870.75                               | 675,174.08  | 648,696.67                                      |

The foregoing estimated special assessments are subject to revision based upon the debt service requirements associated with the Bonds as described in this Petition.

**SPECIAL ASSESSMENT PETITION**

14th and Market Community Improvement District  
City of St. Louis, Missouri  
\_\_\_\_\_, 2009

To the Board of Directors of the 14th and Market Community Improvement District:

**Petition**

The 14th and Market Community Improvement District (the "District") shall be authorized to levy special assessments (the "Special Assessment") against each Assessed Lot of real property benefited within the District for the purpose of providing revenue for the development of the CID Project. The CID Project shall consist of the planning, design, construction and equipping of the Opera House Property into a special purpose civic building that will provide facilities for entertainment productions, conferences, assemblies, receptions, dining and associated functions. The Special Assessment shall be levied in an aggregate amount of [BOND SIZE], payable in annual installments over the term of the [BOND SIZE] Land Clearance for Redevelopment Authority of the City of St. Louis, Missouri Special Revenue Bonds (Kiel Opera House Project) Series 2009A (the "Series 2009A Bonds"), in an amount sufficient to fund the costs of collection of the Special Assessment, the principal of and interest due on the Series 2009A Bonds, and other payments and deposits required under the Indenture. The Special Assessment shall be assessed against each of the two (2) Assessed Lots located within the District on the basis of the allocation of the common wall abutting each Assessed Lot. The allocation for the assessment of the Special Assessment based upon such abutting property shall be fifty-one percent (51%) against the Opera House Property and forty-nine percent (49%) against the Scottrade Property. This allocation of the Special Assessment provides a reasonable basis for the distribution of the benefit derived by each Assessed Lot with the funding and accomplishment of the CID Project. In no event may the Special Assessment exceed the annual installments relating to the Series 2009A Bonds.

**Definitions**

Each capitalized term not otherwise defined herein or by reference to another document shall have the meaning assigned to it in the Assessment Procedure set forth as Exhibit 1, attached hereto and incorporated herein by reference.

**Owners of Fee and Leasehold Interests**

The undersigned, the City of St. Louis, Missouri, is the owner of record of the fee interest (the "Fee Owner") of all of the real property located within the District. The undersigned, Opera House Redevelopment Company, LLC and Kiel Center Partners, L.P. are the owners of the leasehold interests in all of the real property within the District (the "Leasehold Owners" and, collectively with the Fee Owner, the "Owners").

**CID Project.** The CID Project shall consist of the planning, design, construction and equipping of the Opera House Property into a special purpose civic building that will provide facilities for entertainment productions, conferences, assemblies, receptions, dining and associated functions

**Waivers.** The Owners acknowledge and agree as follows:

- a) The Special Assessment does not exceed the benefit of the CID Project to be received by the Assessed Lots, and no other real property within the District will receive special benefits from the CID Project for which such other real property should be assessed.
- b) The Owners waive the right to pre-pay the Special Assessment.
- c) Pursuant to the terms of the Sublease Agreement Sublease, between the Issuer and Opera House Redevelopment Company, LLC, and the Amended and Restated Sublease Agreement, dated as of November 24, 1992, between Kiel Center Redevelopment Center and Kiel Center Partners, L.P., the Leasehold Owners will promptly pay each Annual Installment of the Special Assessment levied against the Assessed Lots pursuant to the Assessment Procedure set forth as Exhibit 1, attached hereto and incorporated herein by reference, as such Annual Installments become due.
- d) The determination of the District's Board of Directors of each Annual Installment (and approval thereof by the Issuer pursuant to the terms of the Cooperation Agreement) of the Special Assessment against the Assessed Lots located within the District shall be final, conclusive and binding upon the Owners.
- e) Neither the Owners nor any related entity of the Owners shall contest, in any judicial or administrative proceeding, the Special Assessment levied against the Assessed Lots within the District owned by the Owners.
- f) The Owners shall include in any deed conveying any Assessed Lot within the District or any portion thereof a covenant running with such Assessed Lot or portion thereof to be bound by the provisions of the Special Assessment Resolution, to timely pay each Annual Installment of the Special Assessment as they come due. So long as the Special Assessment is levied, this covenant running with the land shall be enforceable as if such purchaser or other transferee was originally a party bound by these terms.

**Authority to Sign**

The undersigned represent and covenant that the signatories to this Petition have full right and authority to sign this Petition and no other signatures or approvals are required. The undersigned further represent and covenant that:

- a) The City is a political subdivision organized and existing under the laws of the State of Missouri and its charter.
- b) The City has full power and authority to execute, deliver and perform this Petition and to enter into and perform the transactions contemplated by this Petition, that such execution, delivery and performance do not, and will not, violate any provision of law applicable to the undersigned or the undersigned's Charter and do not, and will not, conflict with or result in a default under any agreement or instrument to which the undersigned is a party or by which it is bound. This Petition has, by proper action, been duly authorized, executed and delivered by the undersigned and all steps necessary to be taken by the undersigned have been taken to constitute this Petition as a valid and binding obligation of the undersigned.
- c) Opera House Redevelopment Company, LLC is a Delaware limited liability company, and Kiel Center Partners, L.P. is a Missouri limited liability company;
- d) Opera House Redevelopment Company, LLC and Kiel Center Partners, L.P. each have full power and authority to execute, deliver and perform this Petition and to enter into and perform the transactions contemplated by this Petition, that such execution, delivery and performance do not, and will not, violate any provision of law applicable to the undersigned or the undersigned's organizational documents, and do not, and will not, conflict with or result in a default under any agreement or instrument to which the undersigned is a party or by which it is bound. This Petition has, by proper action, been duly authorized, executed and delivered by the undersigned and all steps necessary to be taken by the undersigned have been taken to constitute this Petition as a valid and binding obligation of the undersigned.

CITY OF ST. LOUIS, MISSOURI

By: \_\_\_\_\_  
Francis G. Slay, Mayor

By: \_\_\_\_\_  
Darlene Green, Comptroller

(SEAL)

APPROVED AS TO FORM

By: \_\_\_\_\_,  
City Counselor

ATTEST:

\_\_\_\_\_  
Parrie L. May, Register

**CONSENT, AGREEMENT AND AFFIRMATION OF LEASEHOLD OWNERS**

Opera House Redevelopment Company, LLC, a Delaware limited liability company, as the lessee of parcel number 02090000100, Kiel Center Partners, L.P., a Missouri limited partnership, as the lessee of parcel number 02090000200, and St. Louis Blues Hockey Club, L.P., as the sublessee of parcel number 02090000200, hereby consent and agree to terms of this Special Assessment Petition, the levying of the special assessment as described in this Petition, agree to pay the special assessment as indicated in this Petition and agree and affirm that they will not seek to challenge the submission of this Petition or the levying of the special assessment.

OPERA HOUSE REDEVELOPMENT COMPANY, LLC

By: SPORTS CAPITAL HOLDINGS (ST. LOUIS) LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: MCEAGLE OPERA HOUSE, LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_

Title: \_\_\_\_\_

KIEL CENTER PARTNERS, L.P.

By: SPORTS CAPITAL HOLDINGS (ST. LOUIS) LLC

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

ST. LOUIS BLUES HOCKEY CLUB, L.P.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**EXHIBIT 1**  
ASSESSMENT PROCEDURE  
14TH AND MARKET  
COMMUNITY IMPROVEMENT DISTRICT  
CITY OF ST. LOUIS, MISSOURI

ASSESSMENT PROCEDURE

The Special Assessment shall be imposed and Annual Installments of the Special Assessment shall be billed to and collected from real property within the District through the application of the procedures described below.

**A. DEFINITIONS**

Capitalized terms not otherwise defined herein shall have the meaning as set forth in the Indenture. The terms used herein shall have the following meanings:

“Act” means the Community Improvement District Act, Sections 67.1401 through 67.1571 of the Revised Statutes of Missouri, as amended.

“Administrator” means the official or designee of the District who shall be responsible for calculating the Annual Adjustment, preparing the CID Tax Bills, and such other responsibilities as provided herein, in the Indenture and the Cooperation Agreement, or by the Board of Directors.

“Annual Adjustment” means, as of the Calculation Date of each Fiscal Year beginning in the 2010 Fiscal Year and thereafter until the Special Assessment is terminated as provided for in Section G hereof an amount equal to the Maximum Special Assessment less any moneys in the Revenue Fund, Capitalized Interest Account and the Debt Service Fund under the Indenture available to pay the principal of and interest due and payable on the Series 2009A Bonds during the next succeeding Fiscal Year, which moneys are otherwise available for transfer pursuant to the Indenture for the purposes of paying principal of, redemption premium, if any, and interest on the Series 2009A Bonds.

“Annual Assessment Roll” means the Special Assessment Roll included herein as Appendix A-1, as amended from time to time by the District in accordance with the procedures herein.

“Annual Installment” means the portion of the Special Assessment due and payable each Calendar Year as set forth in Appendix A-1.

“Assessed Lot(s)” means any and all tracts, lots or parcels of real property located within the District.

“Board of Directors” means the Board of Directors of the District.

“Calculation Date” means the date as of which the Annual Adjustment is calculated, which shall be on or about August 1 of each Fiscal Year.

“CID Project” means those improvements funded with a portion of the proceeds of the Series 2009A Bonds.

“CID Tax Bill” means the bill prepared and mailed for each Assessed Lot each Fiscal Year pursuant to the provisions of Section E hereof.

“City” means the City of St. Louis, Missouri, a home rule charter city and a political subdivision of the State of Missouri.

“Cooperation Agreement” means the Cooperation Agreement by and among the Issuer, the City and the District, as modified, amended, supplemented, or replaced from time to time.

"Developer Payments Revenues" shall have the meaning assigned to such term in the Indenture.

"District" means the 14th and Market Community Improvement District, a political subdivision of the State of Missouri.

"District Administrative Costs" means the following costs directly related to the administration of the Special Assessment: reimbursement of the Board of Directors for actual out-of-pocket expenditures in performance of duties on the behalf of the District in an amount not to exceed \$5,000 in each Fiscal Year; the actual costs of computing the Annual Installments, including the costs of the Administrator, in an amount not to exceed \$\_\_\_\_\_ in each Fiscal Year; the actual costs of the Trustee (including legal counsel) in the discharge of the duties required herein or under the Bond Indenture; and any other out-of-pocket costs of the District in any way related to the administration of the Special Assessment, including, without limitation, the costs of legal counsel and other consultants and advisors, and costs related to commencing foreclosure and pursuing collection of delinquent Annual Installments, whether such costs are incurred by or on behalf of the District.

"Fiscal Year" means the period starting on each January 1 and ending on the following December 31.

"Indenture" means the Trust Indenture by and between the Issuer and the Trustee, as modified, amended, supplemented, or replaced from time to time.

"Issuer" means the Land Clearance for Redevelopment Authority of the City of St. Louis, Missouri, a public body corporate and politic created pursuant to the Land Clearance for Redevelopment Authority Law, Sections 99.300, et. seq., RSMo, as amended from time to time.

"Lot" means a lot or parcel with a tax map identification number assigned by the City Collector of City of St. Louis for real property tax purposes.

"Maximum Special Assessments" means the Special Assessments levied in each Fiscal Year by the District in an amount sufficient to fund the costs of collection of the Special Assessments, the principal of and interest due on the Series 2009A Bonds, and other payments and deposits required under the Indenture, in amounts for each Fiscal Year as shown on Exhibit A-1 attached hereto and incorporated herein by reference.

"Opera House Property" means one of the Assessed Lots that includes all of the real property legally described in the attached Exhibit 2, together with all buildings and improvements thereon and all rights, easements and appurtenances appertaining thereto. The Opera House Property encompasses the property upon which the Kiel Opera House is situated and on which the Project will be undertaken.

"Scottrade Property" means one of the Assessed Lots that includes all of the real property legally described in the attached Exhibit 3, together with all buildings and improvements thereon and all rights, easements and appurtenances appertaining thereto, as improved by the Project Improvements. The Scottrade Property encompasses property upon which the Scottrade Center is situated.

"Series 2009A Bonds" means the Issuer's Special Revenue Bonds (Kiel Opera House Project), Series 2009A, issued in the aggregate principal amount of [BOND SIZE] pursuant to the Indenture and any other obligations issued to refund the Series 2009A Bonds.

"Special Assessment" means the special assessment imposed on Assessed Lots pursuant to the Special Assessment Resolution, which shall be allocated to such Assessed Lots by the District pursuant to Section B hereof.

"Special Assessment Petition" means the Petition for Creation of 14th and Market Community Improvement District, dated May 8, 2009 executed by the owner of real property within the District, consented and agreed to and affirmed by the Lessees, requesting imposition of the Special Assessment pursuant to this Assessment Procedure and containing certain covenants running with the land in connection therewith.

"Special Assessment Resolution" means the resolution to be adopted by the District's Board of Directors on \_\_\_\_\_, 2009, authorizing the imposition of the Special Assessment and approving this Assessment Procedure.

"Trustee" means the trustee as specified in the Indenture, including any successors.

## **B. SPECIAL ASSESSMENT**

The Special Assessment is imposed pursuant to the Special Assessment Resolution in the amount of [BOND SIZE], as shown on Exhibit A-1 attached hereto, which amount is necessary to pay the Annual Installments on the Assessed Lots plus District Administrative Costs, the costs of collection of the Special Assessment and other payments and deposits required under the Indenture. The Special Assessment shall be allocated on the Annual Assessment Roll among the Assessed Lots on the basis set forth in the Special Assessment Petition.

## **C. THE ANNUAL INSTALLMENT**

The Special Assessment shall be payable in Annual Installments until the termination date as set forth in Section G. The Annual Installment due and payable each Fiscal Year shall be in the total amount shown on Appendix A-1 hereof for each Fiscal Year less the Annual Adjustment as calculated for that Fiscal Year. The Annual Installment shall be allocated each Fiscal Year among the Assessed Lots by the District on the basis of the Special Assessment of each such Assessed Lot relative to the total Special

Assessment of all of the Assessed Lots within the District, as shown on Exhibit A-1 attached hereto.

**D. ANNUAL ASSESSMENT ROLL**

The Annual Assessment Roll setting forth the Special Assessment levied against each Assessed Lot within the District and the Annual Installment due and payable therefrom is attached hereto as Appendix A-1. Each Fiscal Year, the District shall revise the Annual Assessment Roll for any new or subdivision of Assessed Lots, reallocation or revision of the Special Assessments, and the calculation of the Annual Installments thereof against each Assessed Lot within the District in accordance with Sections B and C hereof, including amounts necessary to reflect the Annual Adjustment. The Annual Assessment Roll shall also be revised such that the total of the Special Assessment and Annual Installments as shown on the Annual Assessment Roll shall equal the amount of the Outstanding Series 2009A Bonds plus interest as stated in Section B in the event that any of the Series 2009A Bonds are prepaid prior to maturity. Any reduction of the Special Assessment shall be allocated pro rata to the Assessed Lots (e.g., a reduction of five percent in the amount of the Special Assessment shall result in a reduction of five percent in the Special Assessment allocated to each Assessed Lot).

The District shall deliver a copy of such revised Annual Assessment Roll to the City Collector of Revenue and shall file and caused to be recorded a copy with the Recorder of Deeds of City.

**E. PREPARATION AND COLLECTION OF CID TAX BILLS**

The Administrator shall prepare a CID Tax Bill for each Assessed Lot to collect the Annual Installment each Fiscal Year as provided for in Section C hereof. Such CID Tax Bills shall be mailed to the City Collector on or about October 15 in each year and at the same time shall be mailed to the City at

City of St. Louis, Missouri  
City Hall  
1200 Market Street  
St. Louis, Missouri 63103  
Attention: Mayor

as the Fee Owner of record of each Assessed Lot, and to each Lessee at

Opera House Redevelopment Company, LLC  
1001 Boardwalk Springs Place  
O'Fallon, Missouri 63368  
Attention: Chris McKee

Kiel Center Partners, L.P.  
c/o Sports Capital Partners, LLC,  
280 Park Avenue, 30th Floor West  
New York, NY 10017

as the leasehold owners of record of each Assessed Lot. Such CID Tax Bills shall be due and payable on December 31 in each year. The payment due pursuant to the CID Tax Bill shall be collected by the City Collector in the same manner and at the same time as property taxes under Missouri law. Pursuant to the Cooperation Agreement, the District shall notify the City of the amount of the CID Tax Bill in a timely manner to allow the collection of the CID Tax Bill by the City. The Board of Directors may provide for other means of collecting the CID Tax Bills, to the extent permitted under the CID Act and as permitted in the Cooperation Agreement.

**F. ADMINISTRATIVE REVIEW**

An owner of an Assessed Lot claiming that a calculation error has been made in the amount of the CID Tax Bill to be collected from an Assessed Lot or in any other calculation made by the District pursuant to the terms hereof shall send a written notice describing the error to the District (or such other entity as may be designated by the District to hear such claims) and the City Collector not later than thirty (30) days after the due date (and if such date is after the due date, only after having paid the amount in dispute) of the CID Tax Bill which is alleged to have been calculated incorrectly or within thirty (30) days of receiving notice of any other calculation, prior to seeking any other remedy. The District (or the designee of the CID) and the City shall promptly review the notice, and if necessary, meet with the property owner, consider written and oral evidence regarding the alleged error and decide whether, in fact, such a calculation error occurred.

If the District and the City determine that a calculation error has been made that requires the CID Tax Bill to be modified or changed in favor of the property owner, a cash refund may not be made (except for the final year during which the CID Tax Bill shall be collected), but an adjustment may be made in the amount of the CID Tax Bill to be paid in the following year, as determined by the District and the City. The decision of the District and the City regarding an error in the calculation of a CID Tax Bill or any other calculation shall be conclusive as long as there is a reasonable basis for the determination of the City and the District.

**G. TERMINATION OF SPECIAL ASSESSMENT**

Except for any delinquent amounts owed and related penalties and interest, the Annual Installments shall be collected from the 2010

Fiscal Year until the repayment or defeasance of all of the Series 2009A Bonds. After such termination date and the collection of any delinquent Annual Installments, penalties and interest, the District shall cause a document evidencing the termination of the lien of the Special Assessment to be filed with the City Recorder.

#### **H. AMENDMENTS**

Immaterial amendments may be made to this Assessment Procedure by the Board of Directors without further notice under the CID Act and without notice to owners of Assessed Lots within the District. Immaterial amendments shall be those that (i) clarify or correct minor inconsistencies in the matters set forth herein, (ii) provide for lawful procedures for the collection and enforcement of the Annual Installments and other charges imposed herein so as to assure their efficient collection, and (iii) otherwise improve the ability of the District to fulfill its obligations to impose and collect the Annual Installments and charges imposed herein and to make revenues from the Special Assessment available for deposit with the Trustee pursuant to the Indenture. No such amendment shall be approved unless and until it has (i) been found and determined that the amendment is necessary and appropriate and does not materially adversely affect the rights of the owners of the Series 2009A Bonds and (ii) received an opinion of a nationally recognized bond counsel to the effect that the amendment is authorized pursuant to the terms of the CID Act, the Indenture, and the Special Assessment Resolution.

#### **I. INTERPRETATION OF PROVISIONS**

The Board of Directors shall make all interpretations and determinations related to the application of this Assessment Procedure, unless stated otherwise herein or in the Indenture, and as long as there is a rational basis for the determination made by the Board of Directors, such determination shall be conclusive.

#### **J. SEVERABILITY**

If any section or part of a section of this Assessment Procedure is declared invalid or unenforceable, the validity, force, and effect of any other section or part of a section herein shall not thereby be affected or impaired unless such other section or part of a section herein is wholly or necessarily dependent upon the section or part of a section so held to be invalid or unenforceable.

**Approved: June 9, 2009**