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ORDINANCE NUMBER 16-51

THE GRAND MILLENNIUM CENTER PUD DISTRICT

**AN ORDINANCE OF THE CITY OF WESTFIELD AND WASHINGTON
TOWNSHIP, HAMILTON COUNTY, INDIANA CONCERNING AMENDMENTS TO
THE UNIFIED DEVELOPMENT ORDINANCE AND ZONING MAP**

This is a Planned Unit Development District Ordinance (to be known as the "**THE GRAND MILLENNIUM CENTER PUD DISTRICT**") to amend the Unified Development Ordinance of the City of Westfield and Washington Township, Hamilton County, Indiana (the "Unified Development Ordinance"), enacted by the City of Westfield pursuant to its authority under the laws of the State of Indiana, Ind. Code § 36-7-4 et seq., as amended.

WHEREAS, the City of Westfield, Indiana (the "City") and the Township of Washington, both of Hamilton County, Indiana are subject to the Unified Development Ordinance;

WHEREAS, the Westfield-Washington Advisory Plan Commission (the "Commission") considered a petition (**Petition No. 1701-PUD-02**), requesting an amendment to the Unified Development Ordinance and to the Zoning Map with regard to the subject real estate more particularly described in **Exhibit A** attached hereto (the "Real Estate");

WHEREAS, the Commission forwarded **Petition No. 1701-PUD-02** to the Common Council of the City of Westfield, Hamilton County, Indiana (the "Common Council") with a favorable recommendation (7-0) in accordance with Indiana Code § 36-7-4-608, as required by Indiana Code § 36-7-4-1505;

WHEREAS, the Secretary of the Commission certified the action of the Commission to the Common Council on March 7, 2017;

WHEREAS, the Common Council is subject to the provisions of the Indiana Code §36-7-4-1507 and Indiana Code § 36-7-4-1512 concerning any action on this request; and

NOW, THEREFORE, BE IT ORDAINED by the Common Council of the City of Westfield, Hamilton County, Indiana, meeting in regular session, that the Unified Development Ordinance, and Zoning Map are hereby amended as follows:

Section 1. Applicability of Ordinance.

- 1.1 The Unified Development Ordinance and Zoning Map are hereby changed to designate the Real Estate as a Planned Unit Development District to be known as the "**The Grand Millennium Center PUD District**" (the "District").
- 1.2 Development of the Real Estate shall be governed by (i) the provisions of this Ordinance and its exhibits, and (ii) the provisions of the Unified Development Ordinance, as amended and applicable to the Underlying Zoning District or a Planned Unit Development District, except as modified, revised, supplemented or expressly made inapplicable by this Ordinance.
- 1.3 Chapter ("Chapter") and Article ("Article") cross-references of this Ordinance shall hereafter refer to the section as specified and referenced in the Unified Development Ordinance.
- 1.4 All provisions and representations of the Unified Development Ordinance that conflict with the provisions of this Ordinance are hereby made inapplicable to the Real Estate and shall be superseded by the terms of this Ordinance.

Section 2. Definitions. Capitalized terms not otherwise defined in this Ordinance shall have the meanings ascribed to them in the Unified Development Ordinance.

- 2.1 District Line: The perimeter of a District Area, as depicted in **Exhibit B**.
- 2.2 Illustrative Character Exhibit: Corporate Office Building: The architectural building elevations for a corporate office building, attached hereto as **Exhibit E**.
- 2.3 Illustrative Character Exhibit: Hotel and Convention Center: The architectural building elevations for a hotel and convention center, attached hereto as **Exhibit D**.
- 2.4 Illustrative Character Exhibit: Mixed-Use Building: The architectural building elevations for a mixed-use building, attached hereto as **Exhibit F**.
- 2.5 Illustrative Character Exhibit: Multi-Story Parking Garage: The architectural building elevations for a Multi-Story Parking Garage, attached hereto as **Exhibit G**.
- 2.6 Multi-Story Parking Garage: A building designed for vehicle parking where there are multiple floors or levels on which parking takes place.

Section 3. District Areas. The Real Estate is hereby divided into three (3) districts as illustrated on the District Area Exhibit, attached hereto as **Exhibit B**, as follows:

- A. Multi-Family District;
- B. Commercial District; and,
- C. Mixed-Use District

Each district may be referred to as a "District Area" within this PUD Ordinance. Development of each District Area shall be regulated as set forth in this Ordinance. The Real Estate shall be developed in accordance with the District Area Exhibit. An example layout of how the Real Estate may develop

is attached hereto as **Exhibit C**.

Section 4. **Underlying Zoning District(s).** The Underlying Zoning District of Multi-Family District and the Mixed-Use District shall be the MF2: Multi-Family Medium Density District (the “Underlying Zoning District”). The Underlying Zoning District for the Commercial District shall be the GB: General Business District (the “Underlying Zoning District”).

Section 5. **Illustrative Character Exhibit.** Buildings constructed on the Real Estate shall be substantially similar in quality and character with the Illustrative Character Exhibit: Hotel and Convention Center; Illustrative Character Exhibit: Corporate Office Building; Illustrative Character Exhibit: Mixed-Use Building; and Illustrative Character Exhibit: Multi-Story Parking Garage attached hereto as **Exhibit D**, **Exhibit E**, **Exhibit F**, and **Exhibit G**, respectively (collectively, “Character Exhibits”). These Character Exhibits are hereby incorporated as a compilation of images designed to capture the intended quality of structures to be constructed on the District. Although the exhibits do not necessarily represent the final design or specify a required architectural style or element, they do hereby establish a benchmark for the quality and appearance of structures that are permitted to be constructed and that contribute to the District’s intent and vision.

Section 6. **Permitted Uses.** All uses permitted in the Underlying Zoning District shall apply to the Real Estate, except as otherwise modified below.

6.1 Special Exceptions and Prohibited Uses of the Underlying Zoning District shall be prohibited in all Districts.

6.2 **Commercial District:**

A. **Additional Uses:** In addition to the uses permitted within the underlying GB District, the following uses shall be permitted in the Commercial District:

- i. Convention Center
- ii. Multi-Story Parking Garage

B. **Prohibited Uses:** The following uses shall be prohibited in the Commercial District:

- i. Garden and Lawn Center
- ii. Mortuary
- iii. Nursery (plants)
- iv. Restaurant, Fast Food

6.3 **Mixed-Use District:**

A. **Additional Uses:** In addition to the uses permitted within in the underlying MF-2 District, the following uses shall be permitted in the Mixed-Use District:

- i. Multi-Story Parking Garage
- ii. All GB uses permitted in the UDO, unless otherwise modified

herein.

- B. Prohibited Uses: The following uses shall not be permitted in the Mixed-Use District:
 - i. Mortuary
 - ii. Nursery (plants)
- C. First-Floor Uses: Non-residential uses shall be required on the first floor of all multi-story buildings within the Mixed-Use District.

Section 7. General Regulations. The standards of Chapter 4: Zoning Districts as applicable to the Underlying Zoning District shall apply to the development of the Real Estate, except as otherwise modified below.

7.1 MF2: Multi-Family Medium Density District (Article 4.11)

- A. Location: Article 4.11(C) shall not apply.
- B. Maximum Density: Article 4.11(D) shall be modified to allow the following:
 - i. Multi-Family District: 500 units in the Multi-Family District; and,
 - ii. Mixed-Use District: 250 units in the Mixed-Use District.
- C. Maximum Dwelling Units per Structure: Article 4.11(E) shall be modified to allow the following:
 - i. Multi-Family District: 500 units per structure in the Multi-Family District; and,
 - ii. Mixed-Use District: 250 units per structure in the Mixed-Use District.
- D. Minimum Setback Lines: Article 4.11(H) shall be modified to allow the following:
 - i. Multi-Family District
 - a. Setback from West District Line: 20 feet
 - b. Setback from East and South District Lines: 40 feet
 - c. All other Setbacks: 10 feet
 - ii. Mixed-Use District
 - a. All minimum setbacks shall be zero (0) feet.
- E. Project Perimeter Setback: Article 4.11 (J) shall not apply.
- F. Maximum Building Height: 3 stories or a height equivalent to a 2:1 Proximity Slope from the Multi-Family District's east District Line (e.g., a Building with a setback of 80 feet may have a maximum building height of 40 feet), whichever is greater.
- G. Minimum Distance Between Buildings: 15 feet

7.2 GB: General Business District (Article 4.16)

A. Minimum Building Setback Lines:

- i. Front Yard: 10 feet
- ii. Side Yard: 10 feet
- iii. Rear Yard: 10 feet

B. Maximum Building Height: 8 stories

Section 8. **US Highway 31 Overlay District.** The regulations of Article 5.2 Overlay Districts; U.S. Highway 31 Overlay District (the “U.S. 31 Overlay”) shall apply to the development of the Real Estate, except as otherwise modified below.

8.1 Permitted Uses: Article 5.2(C) shall apply, except as otherwise modified below.

- A. In addition to the uses permitted within the U.S. 31 Overlay, “Hotels” “Convention Center”, and “Multi-Story Parking Garage” shall be permitted uses within the U.S. 31 Overlay.

8.2 Minimum Lot Size: Article 5.2(D) shall be modified to default to the applicable Underlying Zoning District standard.

8.3 Maximum Building Height: Article 5.2(E)(1) shall be modified to default to the applicable Underlying Zoning District standard, as modified under Section 7 of this Ordinance.

8.4 Minimum Front Yard, Side Yard, and Rear Yard: Article 5.2(E)(3), (4) and (5) shall be modified to default to the applicable Underlying Zoning District standard, as modified under Section 7 of this Ordinance.

8.5 Minimum Aggregate of Side Yard: Article 5.2(E)(6) shall be modified as follows:

- A. Multi-Family District: 20 feet
- B. Mixed-Use District: 0 feet
- C. Commercial District: 20 feet

8.6 Minimum Lot Width: Article 5.2(E)(7) shall not apply.

8.7 Maximum Lot Coverage: Article 5.2(E)(9) shall not apply.

8.8 Landscaping Requirements: Article 5.2(G) shall not apply.

8.9 Architectural Requirements: Article 5.2(J) shall apply, except brick or stone is not required to be one of the three (3) materials used, unless otherwise required by this Ordinance.

8.10 Frontage Roads: Article 5.2(K) shall be modified to permit frontage roads to be placed a minimum of three hundred (300) feet from the Right-of-Way of U.S. Highway 31 and shall otherwise conform to all INDOT Standards.

Section 9. **Development Standards.** The standards of Chapter 6: Development Standards shall apply to the development of the Real Estate, except as otherwise modified below.

9.1 Architectural Standards: Article 6.3 shall apply to the development of the Real

Estate, except as otherwise modified below.

A. Multi-Family District

- i. Article 6.3(E)(2) shall be modified to allow architectural precast concrete panels as a permitted material. For the purposes of this PUD Ordinance, architectural precast concrete panels shall be considered a Masonry Material. For the purposes of this PUD Ordinance, the external face of all architectural precast concrete Panels used on the Real Estate shall be required aesthetic application (i.e., brick veneer, stone veneer, or other texture or design).
- ii. Article 6.3(E)(2)(b) shall be modified to require a minimum sixty percent (60%) of each Building Façade in the Multi-Family District, excluding windows and doors, shall be Masonry Materials.

B. Mixed-Use District

- i. Article 6.3(E)(2) shall be modified to allow architectural precast concrete panels and architectural metal panels as permitted materials. For the purposes of this PUD Ordinance, architectural precast concrete panels shall be considered a Masonry Material. For the purposes of this PUD Ordinance, the external face of all architectural precast concrete panels used on the Real Estate shall be required aesthetic application (i.e., brick veneer, stone veneer, or other texture or design).

C. Commercial District

- i. Article 6.3 (F)(2) shall be modified to allow architectural precast concrete panels, architectural metal panels, and glass (i.e. windows and faux windows) as primary building materials. For the purposes of this PUD Ordinance, the external face of all architectural precast concrete panels used on the Real Estate shall be required aesthetic application (i.e., brick veneer, stone veneer, or other texture or design).
- ii. Article 6.3(F)(2)(a)(ii) shall be modified to require an External Façade with less than one-hundred percent (100%) Masonry Materials to incorporate two (2) or more materials, excluding, windows, doors, and roofing material, provided, however, a minimum twenty-five percent (25%) of the building façade shall be Masonry Materials. For the purposes of this PUD Ordinance, architectural precast concrete panels shall be considered a Masonry Material. For the purposes of this PUD Ordinance, the external face of all architectural precast concrete panels used on the Real Estate shall be required aesthetic application (i.e., brick veneer, stone veneer, or other texture or design).

If the building facade is primarily comprised of glass (i.e. windows and faux windows) and architectural metal paneling,

then there is no minimum Masonry Materials requirement.

D. Multi-Story Parking Garage Standards

- i. Multi-Story Parking Garages shall be architecturally compatible and consistent with nearby and adjacent buildings, including roof lines, building elevation design, articulation, modulation and building materials.
- ii. The street-level of a Multi-Story Parking Garage shall not contain visible parking areas (aside from access points), security grills, or other parking security methods.
- iii. Security grilles shall be architecturally consistent with and integrated with the overall design of the building. Chain link fencing is not permitted for parking structure fencing.
- iv. Multi-Story Parking Garages shall be substantially similar in quality and character with the Illustrative Character Exhibit: Multi-Story Parking Garage, attached hereto as **Exhibit G**.

9.2 **Article 6.8 Landscaping Standards:** The Landscaping Requirements under Article 6.8 shall apply; except as otherwise modified below.

- A. There shall be no buffering required between Districts within the Real Estate.
- B. There shall be no buffering required around the perimeter of the Mixed-Use District.
- C. **Multi-Family Buffer:** Buffering shall be required at the eastern and southern District Lines of the Multi-Family District, as depicted on **Exhibit H**. All requirements for a Buffer B under Article 6.8(N) shall apply to these buffer yards.
- D. **Westfield Boulevard Buffer:** Buffering shall be required along the eastern side of Westfield Boulevard adjacent to the segment of Westfield Boulevard between David Brown Drive and the southern District Line of the Multi-Family District, as depicted on **Exhibit H**. All requirements for Buffer B under Article 6.8(N) shall apply to this buffer yard to the extent such improvements do not conflict with the final design and construction of Westfield Boulevard, as determined by the Director of the Public Works Department.
- E. **Parking Area Landscaping:** Article 6.8(O) shall not apply to Multi-Story Parking Garages.
- F. The developer shall give a best effort to preserve existing trees within the Multi-Family District.
- G. The developer shall preserve existing trees within the Commercial District as follows:
 - i. On the north side of the Anna Kendall Drain, all existing trees 4" caliper or greater within 100 feet of the centerline of the drain,

shall be preserved.

- ii. A best effort shall be given to preserve existing trees elsewhere within the Commercial District.

9.3 Outdoor Public Space: Plazas, courtyards, gardens, public squares, and similar outdoor usable public spaces is encouraged for all primary structures within the Grand Millennium Center PUD District.

9.4 Public Art: At least one (1) piece of public art is encouraged within the Grand Millennium Center PUD District.

9.5 Outdoor Storage and Display: Not permitted.

9.6 Walls and Fencing: All walls and fencing should be architecturally-compatible with the associated building(s). Chain-link fencing and other non-decorative fencing is not permitted in the Grand Millennium Center PUD District.

Section 10. **Infrastructure Standards.** The District's infrastructure shall comply with the Unified Development Ordinance and the City's Construction Standards (see Chapter 7: Subdivision Regulations), unless otherwise approved by the Plan Commission or Department of Public Works in consideration to the preservation of the natural topography and environment and in consideration to the unique design intent of the District.

Section 11. **Design Standards.** The standards of Chapter 8: Design Standards shall apply to the development of the Real Estate, except as otherwise modified below.

11.1 Article 8.6 Open Space and Amenity Standards shall apply, except as otherwise modified below.

11.2 A minimum number of amenities shall not be required in the Multi-Family Area.

11.3 Trail Access: The Multi-Family Area shall include direct access to the proposed Cool Creek Trail and Greenway.

11.4 Pedestrian Network: Pedestrian connectivity into and within the Real Estate shall be required throughout and between all uses on the Real Estate. Common design themes, crosswalk material changes and/or treatment, street furniture, and similar items/features which enhance the pedestrian's experience are encouraged and shall be applied to the entire Real Estate.

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ALL OF WHICH IS ORDAINED/RESOLVED THIS 13th DAY OF MARCH, 2017.

WESTFIELD CITY COUNCIL

Voting For

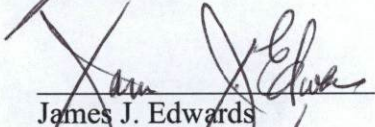
Voting Against

Abstain


Jim Ake

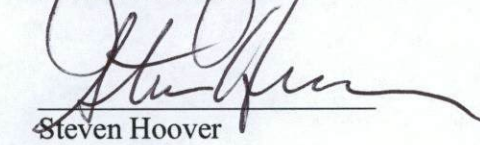
Jim Ake

Jim Ake


James J. Edwards

James J. Edwards

James J. Edwards


Steven Hoover

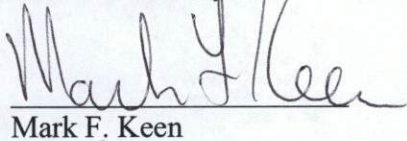
Steven Hoover

Steven Hoover

Robert L. Horkay

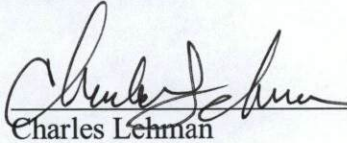
Robert L. Horkay

Robert L. Horkay


Mark F. Keen

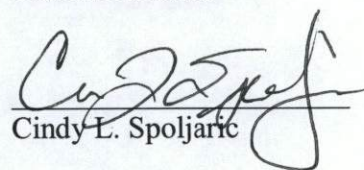
Mark F. Keen

Mark F. Keen


Charles Lehman

Charles Lehman

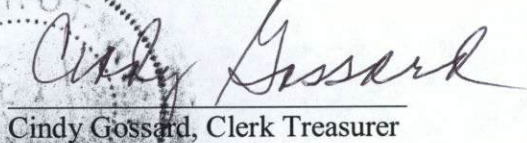
Charles Lehman


Cindy L. Spoljaric

Cindy L. Spoljaric

Cindy L. Spoljaric

ATTEST:


Cindy Gossard, Clerk Treasurer

I hereby certify that **ORDINANCE 16-51** was delivered to the Mayor of Westfield

on the 14 day of Mar, 2017, at 10:00A m.

Cindy Gossard
Cindy Gossard, Clerk-Treasurer

I hereby APPROVE **ORDINANCE 16-51**

this 14 day of March, 2017.

J. Andrew Cook
J. Andrew Cook, Mayor

I hereby VETO **ORDINANCE 16-51**

this _____ day of _____, 2017.

J. Andrew Cook, Mayor

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security Number in this document, unless required by law: Adam Horkay

This document prepared by:
Adam Horkay, EdgeRock Development, LLC, 733 E. State Road 32, Westfield, IN 46074

SCHEDULE OF EXHIBITS

Exhibit A	Legal Description
Exhibit B	District Map
Exhibit C	Example Layout
Exhibit D	Illustrative Character Exhibit – Hotel and Convention Center
Exhibit E	Illustrative Character Exhibit – Corporate Office Building
Exhibit F	Illustrative Character Exhibit: Mixed-Use Building
Exhibit G	Illustrative Character Exhibit: Multi-Story Parking Garage
Exhibit H	Buffer Yard Exhibit

EXHIBIT A
LEGAL DESCRIPTION

BEST POSSIBLE IMAGE

Part of the North Half of the Southeast Quarter of Section 1,
Township 18 North, Range 3 East, Hamilton County, Indiana,
more particularly described as follows:

Beginning 660.00 feet North 00 degrees 03 minutes 00 seconds
East (assumed bearing) of the Southeast corner of the North
Half of the Southeast Quarter of Section 1, Township 18 North,
Range 3 East and on the East line thereof; thence South 87 degrees
42 minutes 00 seconds West parallel with the South line of said
North Half 990.00 feet; thence South 00 degrees 04 minutes 30
seconds West 660.00 feet to a found stone on the South line of
said North Half which is 990.30 feet South 87 degrees 42 minutes
West of the Southeast corner thereof; thence South 87 degrees
42 minutes 00 seconds West on and along aforesaid South line
981.10 feet; thence North 02 degrees 18 minutes West 15.00 feet
to the Easterly right of way line of U. S. Highway #31; thence
North 39 degrees 41 minutes West on and along said Easterly
right of way line 105.60 feet; thence North 01 degrees 41 minutes
30 seconds West on and along said right of way line 1011.90 feet
to a found iron pipe at the Southwest corner of a tract deeded to
Curtis Automotive Devices, Inc., by Warranty Deed dated March 4,
1958 and recorded in Deed Record 156, pages 106 and 107; thence
North 88 degrees 54 minutes 30 seconds East 887.50 feet to a found
iron stake called for in said Deed to Curtis Automotive Devices, Inc.;
thence North 00 degrees 28 minutes West on and along the East line
of said Curtis Automotive Devices, Inc., 237.64 feet to the North
line of said North Half; thence North 88 degrees 14 minutes 30
seconds East on and along aforesaid North line 453.38 feet to a point
which is 730.62 feet South 88 degrees 14 minutes 30 seconds West of
the Northeast corner of said North Half; thence South 00 degrees 03
minutes 00 seconds West parallel with the East line of said North
Half 634.62 feet (625.16 feet measured); thence North 87 degrees 42
minutes 00 seconds East parallel with the South line of said North
Half 730.62 feet (730.87 feet measured) to the East line of said North
Half; thence South 00 degrees 03 minutes 00 seconds West on and
along aforesaid East line 41.25 feet to the place of beginning, con-
taining 32.466 acres, more or less.

INCLUDING:

Land Description

Tract 1 (Inst.#9709706827)

A part of the Northeast Quarter of Section 1, Township 18 North, Range 3 East of the Second Principal Meridian in Washington Township of Hamilton County, Indiana, being more particularly described as follows:

Commencing at the Northwest corner of the Northeast Quarter of Section 1, Township 18 North, Range 3 East of the Second Principal Meridian in Washington Township of Hamilton County, Indiana; thence North 90 degrees 00 minutes 00 seconds East (Assumed Bearing) along the North line of said Northeast Quarter 478.75 feet; thence South 00 degrees 32 minutes 53 seconds West 940.11 feet to the POINT OF BEGINNING of the following described real estate, said point being marked with a 5/8 inch diameter rebar with a yellow cap stamped "WEIHE ENGR LS 0012" ("capped rebar") near the intersection of two fence lines which represent the intersection of the East right-of-way for U.S. Highway No. 31 and the South right-of-way for the former Central Indiana Railway; thence continue South 00 degrees 32 minutes 53 seconds West 455.00 feet to a "capped rebar"; thence South 89 degrees 42 minutes 49 seconds East 586.00 feet parallel with the South right-of-way of said Railway to a point on a Manhole; thence South 00 degrees 32 minutes 53 seconds West 266.75 feet parallel with the East right-of-way of U.S. Highway No. 31 to a "capped rebar"; thence South 89 degrees 42 minutes 49 seconds East 99.80 feet parallel with the South right-of-way of said Railway; thence North 00 degrees 17 minutes 44 seconds East 731.74 feet to a "capped rebar" in a 8 feet high Chain Link Fence on the South right-of-way of said Railway; thence North 89 degrees 42 minutes 49 seconds West 682.58 feet along the aforesaid Railway right-of-way and fence line to the POINT OF BEGINNING. Containing 7.905 acres more or less.

Tract 2 (D.B. 324, Pg. 754)

A part of the Northeast Quarter of Section 1, Township 18 North, Range 3 East of the Second Principal Meridian in Washington Township of Hamilton County, Indiana, being more particularly described as follows:

Commencing at the Northwest corner of the Northeast Quarter of Section 1, Township 18 North, Range 3 East of the Second Principal Meridian in Washington Township of Hamilton County, Indiana; thence North 90 degrees 00 minutes 00 seconds East (Assumed Bearing) along the North line of said Northeast Quarter 478.75 feet; thence South 00 degrees 32 minutes 53 seconds West 940.11 feet to a point marked with a 5/8 inch diameter rebar with a yellow cap stamped "WEIHE ENGR LS 0012" ("capped rebar") near the intersection of two fence lines which represent the intersection of the East right-of-way for U.S. Highway No. 31 and the South right-of-way for the former Central Indiana Railway; thence continue South 00 degrees 32 minutes 53 seconds West 455.00 feet to a "capped rebar" at the POINT OF BEGINNING of the following described real estate; thence South 89 degrees 42 minutes 49 seconds East 586.00 feet parallel with the South right-of-way of said Railway to a point on a Manhole; thence South 00 degrees 32 minutes 53 seconds West 266.75 feet parallel with the East right-of-way of U.S. Highway No. 31 to a "capped rebar"; thence North 89 degrees 42 minutes 49 seconds West 586.00 feet parallel with the South right-of-way of said Railway to a "capped rebar" near an 8 feet high Chain Link Fence on the East right-of-way of U.S. Highway No. 31; thence North 00 degrees 32 minutes 53 seconds East 266.75 feet along the aforesaid East right-of-way to the POINT OF BEGINNING. Containing 3.589 acres more or less.

Tract 3 (Inst.#2004-39854)

A part of the Northeast Quarter and a part of the Southeast Quarter of Section One (1), Township Eighteen (18) North, Range Three (3) East, described as follows:

Begin at an iron stake and corner post in the Quarter section line 1184.00 feet West of the Southeast corner of the Northeast Quarter of Section One (1), Township Eighteen (18) North, Range Three (3) East; thence South 251.00 feet to an iron stake, thence South 89 degrees 40 minutes West 897.50 feet, to the intersection with the East right-of-way of U.S. Highway No. 31, by-pass, thence follow the said East right-of-way line North 00 degrees 33 minutes West 331.00 feet to a corner post; thence North 09 degrees 59 minutes 00 seconds West 144.7 feet to a corner post, thence North 01 degrees 53 minutes East 1126.6 feet to the intersection with the South right-of-way line of the Central Indiana Railroad; thence Easterly on and along said right-of-way line 889.1 feet to a large corner post, thence South 1338.6 feet to the PLACE OF BEGINNING. Containing 32.85 acres, more or less in Washington Township.

EXCEPT: A part of the Northeast Quarter of Section 1, Township 18 North, Range 3 East of the Second Principal Meridian in Washington Township of Hamilton County, Indiana, being more particularly described as follows:

Commencing at the Northwest corner of the Northeast Quarter of Section 1, Township 18 North, Range 3 East of the Second Principal Meridian in Washington Township of Hamilton County, Indiana; thence North 90 degrees 00 minutes 00 seconds East (Assumed Bearing) along the North line of said Northeast Quarter 478.75 feet; thence South 00 degrees 32 minutes 53 seconds West 940.11 feet to the POINT OF BEGINNING of the following described real estate, said point being marked with a 5/8 inch diameter rebar with a yellow cap stamped "WEIHE ENGR LS 0012" ("capped rebar") near the intersection of the two fence lines which represent the intersection of the East right-of-way for U.S. Highway No. 31 and the South right-of-way for the former Central Indiana Railway; thence South 00 degrees 32 minutes 53 seconds West 731.74 feet; thence South 89 degrees 42 minutes 49 seconds East 685.80 feet parallel with the South right-of-way of said Railway to a "capped rebar"; thence North 00 degrees 17 minutes 44 seconds East 731.74 feet to a "capped rebar" in an 8 feet high Chain Link Fence on the South right-of-way of said Railway; thence North 89 degrees 42 minutes 49 seconds West 682.58 feet along the aforesaid Railway right-of-way and fence line to the POINT OF BEGINNING. Containing 11.494 acres more or less.

Tract 4 (Inst.#9809871667):

The East Half of Lot Number Thirty (30) in Abel Doan's Addition, an Addition to the Town of Westfield in Hamilton County, Indiana, as per plat thereof, recorded in Deed Record 49, page 516, in the Office of the Recorder of Hamilton County, Indiana.

Also including interest in the following described parcel, to-wit: That portion of real estate which is between the East line of Lot 30 and the East line of Abel Doan's Addition to Westfield, in Hamilton County, Indiana, as per plat thereof and recorded in Deed Record 49, page 516 in the Office of the Recorder of Hamilton County, Indiana, described as follows:

Commence on the Northeast corner of said Lot 30, thence South along East side of said Lot 30 to South edge of Lot 30 thence along the extended South boundary of said Lot 30 to the East line of Abel Doan's Addition to Westfield; thence North along East line of Abel Doan's Addition to Park Street; thence West to the place of beginning.

EXHIBIT B
DISTRICT MAP



EXHIBIT C
EXAMPLE LAYOUT



EXHIBIT D
ILLUSTRATIVE CHARACTER EXHIBIT:
HOTEL AND CONVENTION CENTER

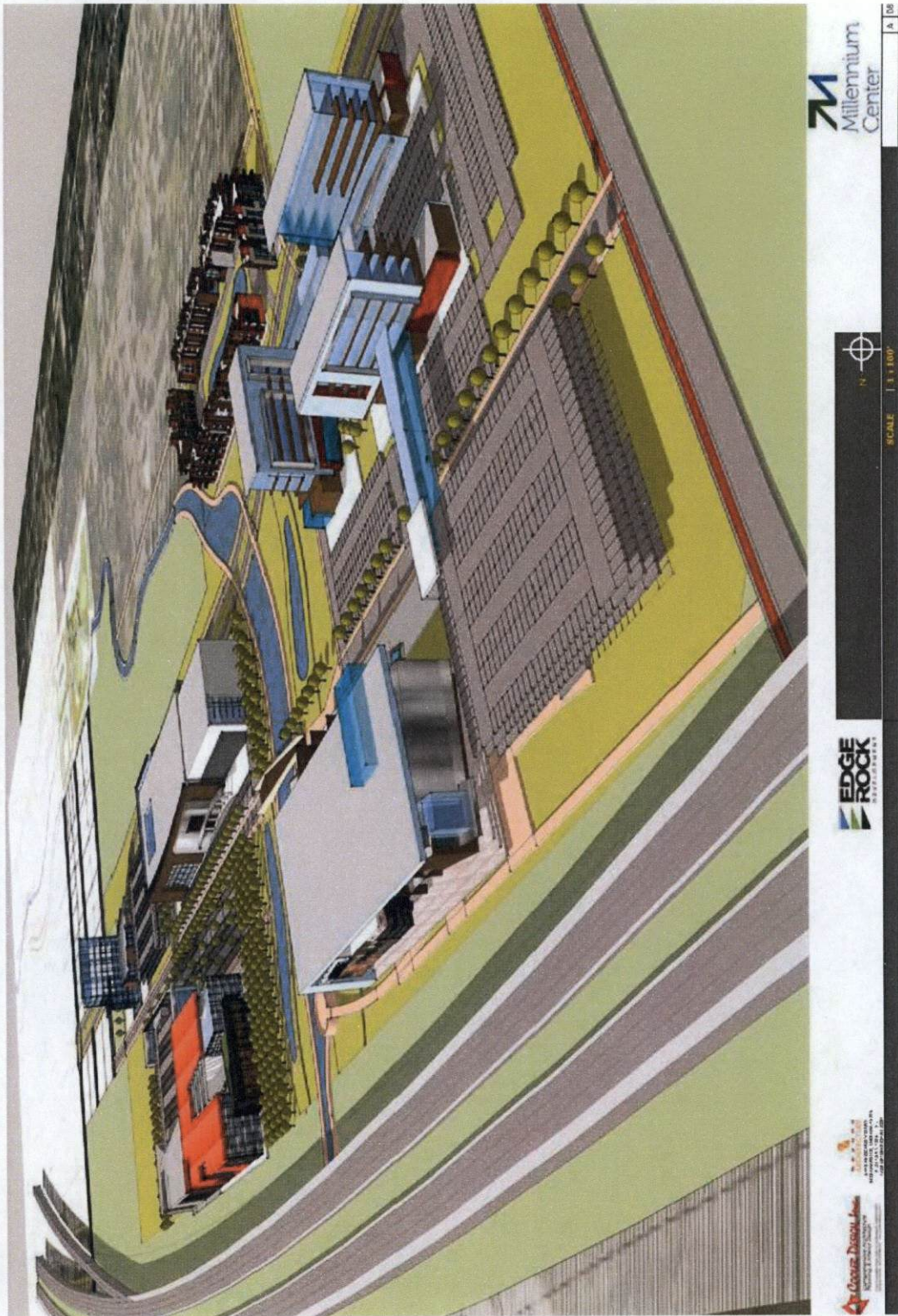


EXHIBIT E
ILLUSTRATIVE CHARACTER EXHIBIT:
CORPORATE OFFICE BUILDING

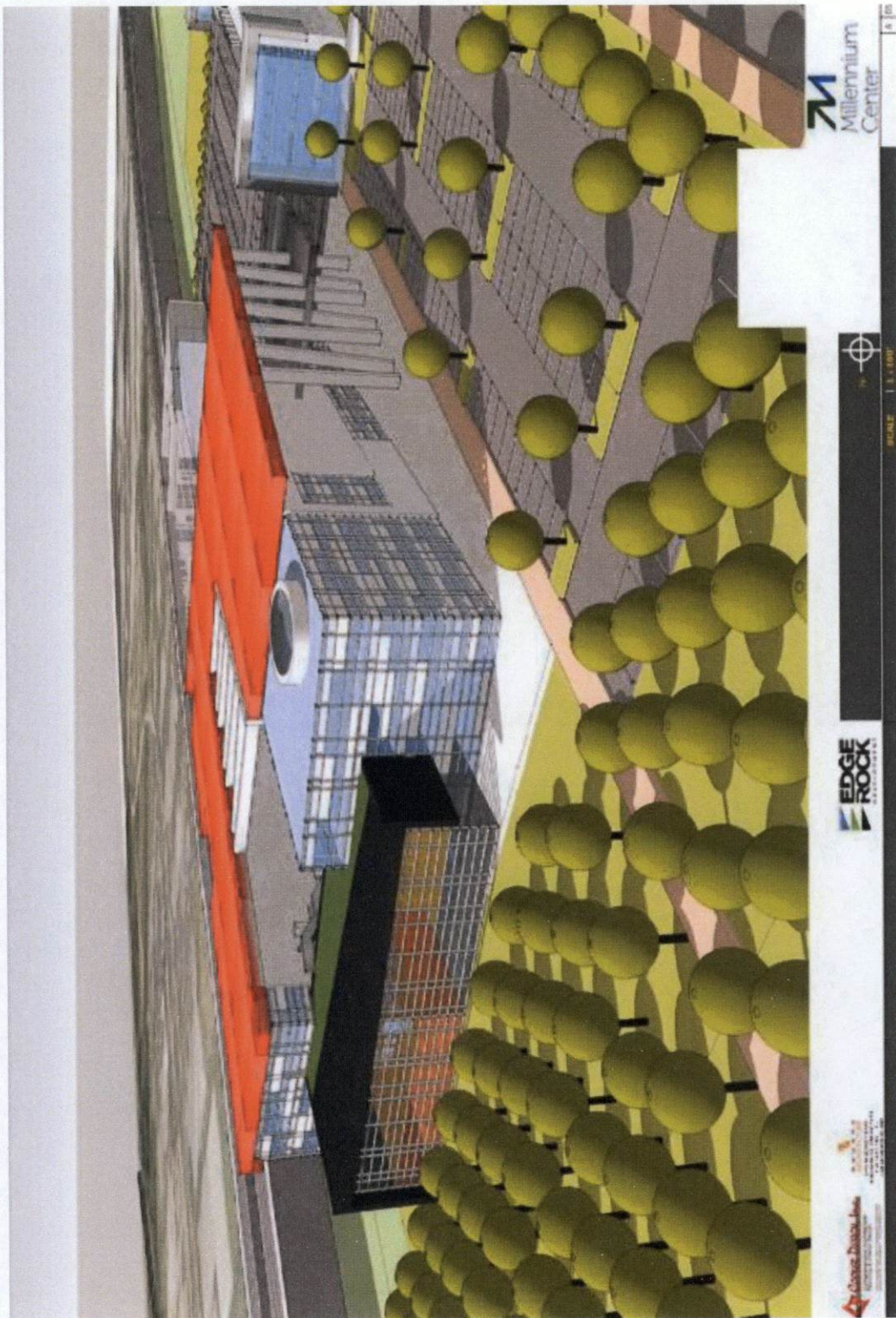


EXHIBIT F
ILLUSTRATIVE CHARACTER EXHIBIT:
MIXED-USE BUILDING



EXHIBIT G
ILLUSTRATIVE CHARACTER EXHIBIT:
MULTI-STORY PARKING GARAGE

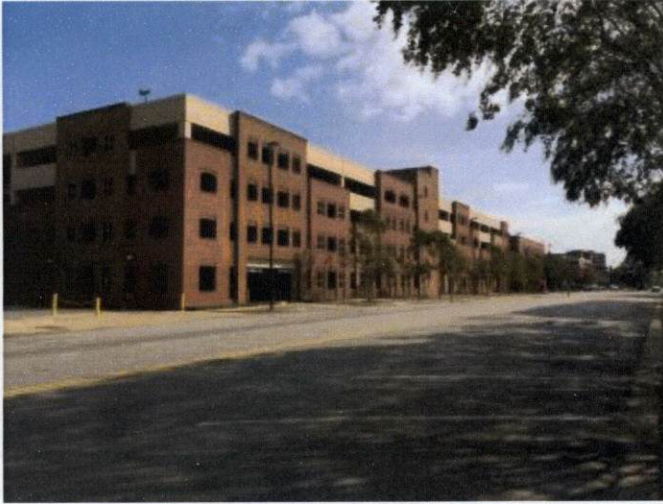


EXHIBIT H
BUFFER YARD EXHIBIT

