FN 080269
EXHIBIT A

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City Lights - Phase I
Detailed Planned Development (DPD)

Project Description and Owner's Statement of Intent

October 31, 2008

The purpose of this DPD is to establish an office development that is consistent with the goals and objectives of the Menomonee Valley comprehensive plan and previously approved general planned development.

Proposed Project

Phase I of the project is the historical restoration of the Retort House facade and conversion of the interior to office space. The detailed plan integrates a street and walkway system linking historical buildings and parking areas.

The parcel (or lease lines) included in Phase I is wholly contained within a larger property, with the balance remaining undeveloped at this time. Portions will be developed in the future per the previously-approved General Plan Development. Also, note that the adjacent Machine Shop building to remain is located within the limits of Phase I. However, with the exception of some hardscape / landscape around its perimeter, no other work is planned at the Machine Shop.

All buildings on site have been in continuous use since the turn of the century and have generally remained in good repair and condition. Except for some window and door openings, the exterior of these buildings have been virtually unchanged and are restorable.

Current Ownership

The property is currently owned by Frank and Dominic Guiffre. Frank and Dominic Guiffre own over 2,000,000 square feet of commercial real estate in the greater Milwaukee area and have a successful track record of redeveloping and repositioning older industrial properties. The entire site was acquired in 1985 from Schwerman Trucking and the eastern half of the site (approximately 12.5 acres) was acquired in 2001. The proposed project is located in this area.

The parcel under consideration in this document is 219,737 square feet or 5.04 acres.

Current Use

The Retort House building currently functions as a general warehouse.

Project Overview

The site offers a very unique redevelopment opportunity due to its location and the historical significance of the existing structures. The property is bounded on the south by the Menomonee River, offers excellent freeway access and is just minutes from downtown Milwaukee via I-94.

Site Access

Access to the Phase I parcel is by way of the recently constructed 25th Street entrance drive on the west and from the east through adjoining parcels, with a public connection at the intersection of 17th Street and Mt. Vernon Avenue.

The vehicular circulation system will provide safe and convenient movement of pedestrians and vehicles, including accessibility by emergency, municipal and delivery vehicles. Primary vehicle circulation will be via the main roadway that runs east/west through the center of the Phase I parcel (south of the Retort House), and within the general parking lots located on the east and west. Currently the west entrance drive provides truck traffic access to the adjoining eastern property. The planned roadway can accommodate this traffic if necessary.

Total parking included in Phase I is 159 spaces as indicated below.

District Standards

#01 Uses: The proposed use of the building under development is professional office. No other uses are proposed as part of this submittal.

#02 Design Standards: Specific design standards conform to those set forth in the general plan development, and are enumerated as follows:

Site demolition and paving:
Existing site paving around the Retort House is to be removed/replaced as needed. The western parking lot paving is to remain. The eastern lot is to be repaved. Landscape islands will be installed as shown. The main drive through the site is to be a new asphalt road with curb and gutter. Off the main drive is a visitor parking lot adjacent to the building entrance. A portion of the service area will be paved for truck access and waste service. The remainder of the area north of the building will be compacted stone.

Site grading:
Pavement and green space will be graded as needed to provide positive drainage away from buildings and to maintain appropriate minimum slopes. Fixed elevations on all existing buildings, at the site perimeter and along the seawall dictate that internal grading and stormwater management be designed as captured areas.

Site utilities:
Site utilities will be replaced as needed. All will be located underground. Existing sanitary service is not adequate and a possible lift station may be included. Storm utility service will be upgraded as needed with catch-basins to collect stormwater. Portions of site run-off will first be run through biofiltration areas and rain gardens before entering the catch basins. A larger stormwater demonstration area will be located inside the visitor parking area and will highlight how biofiltration areas function. Due to soil conditions, no stormwater infiltration will occur on site. New water and gas connections will be required and will tie into existing service on site. New electrical service will be run to the northwest corner of the building.

#02 Design Standards, continued:

Pedestrian paving and building access:
Special pedestrian paving will extend between the east and west parking areas and will connect to the building main entrances. Elevated planters will be included throughout to lessen the amount of paved surface and to provide seasonal interest. The south entrance will include a shallow sloped ramp and stairs with turf, walkways, decorative plantings and walks. The east entrance will include a similar approach. Other entrances will include service stairs and/or ramps as needed. Exterior employee seating will be provided throughout. A future pedestrian connection to the river is planned, as well as a future riverside patio and "river walk" to be adjacent to the sea wall.

Landscape:
Plantings will be selected for color, bloom time, fragrance and hardiness. Species will be native or improved native cultivars, as selected from approved City of Milwaukee and Menomonee Valley Species Palette lists. Emphasis will be placed on grasses and forbs, with shrubs used as structural infill to the landscape. Trees will be located to provide shade for pedestrians and paved areas. Portions of ground cover will include turfgrass, but the majority of open space will be seeded with native low-maintenance seed mixes.

Exterior building renovation approach:
Alexander Eschweiler designed the building in 1901-1902 as the Retort House of the Milwaukee Gas Light Company. The building has been much altered in the past decades. The plan is to restore the façade to a state much closer to its original condition. The facade will be cleaned, tuck-pointed and restored in a manner consistent with the Department of Interior's historic restoration standards. Many of the openings that have been closed up will be re-opened; at the modern loading dock doors the original configuration of the openings will be restored; with minor exceptions, all openings will receive new windows whose configuration is based on the originals. The one-story addition connecting to the Machine Shop building will be removed.

Each typical bay of the original façade consisted of three tiers of openings: 1) a single door or double-hung window at the ground level; 2) a wider, tall arched opening containing a pair of door panels at a mezzanine level and windows above; and 3) a pair of windows near the top of the façade. In the 1960s, when an elevated floor was added inside the building, the lower level openings (1) were bricked in; the arched openings (2) were bricked in partially or completely; ten were widened and extended downward for overhead doors to serve as truck docks; the upper openings (3) were closed up with painted panels. More recently a large overhead door on the east façade replaced two sets of openings.

Because the floor will remain higher than the original floor level, the lowest tier of openings (1) will not be opened. The second tier openings (2) will be restored to their original configuration. In place of the original doors in the lower third of these window units there will either be fixed panels matching the door design or, on most of the south façade, windows. The upper openings (3) will receive new windows based on the original configuration. At the entry locations (center of south and east facades) the arched openings will be extended down to grade.

#03 Density: Not applicable.

#04 Space Between Structures: Both buildings in this parcel are existing to remain, thus there are no applicable minimums.

#05 Setbacks: All property setbacks are assumed to be 25' from the property lines or rights-of-way.

#06 Screening: Not applicable.

#07 Open Spaces: All open space shown per plan is designed for permanent installation and ease of maintenance.

#08 Circulation, Parking and Loading: All vehicle access conforms to the intent set forth above. Pedestrian and vehicle traffic are separated where possible. Loading facilities remain at both buildings, while the proposed renovation building includes its own enlarged service zone.

#09 Landscaping: Screening and interior plantings conform to the applicable zoning designation requirements and are enumerated above.

#10 Lighting: Vehicle, pedestrian and accent lighting confirm with applicable regulations. Pole fixtures will be located in the parking areas to provide acceptable minimum lighting for vehicular and pedestrian traffic. Cutoff-style fixtures will be selected to minimize light spill. Pedestrian-oriented pole fixtures will be located along all special paving areas for safety and illumination. Building-mounted door and exit lighting will be included as required by building code.

#11 Utilities: All utilities will be run underground as required. Exterior utility components will be screened as illustrated in the attached plans.

#12 and #13 Signage: No signage is included in this application.

Statistical Information
Note that all statistical information applies to the Phase I parcel only, not the entire property:

Item	Square Footage	Acreage	Percentage
Phase I Parcel (To lease lines)	219,737 SF	5.04 AC	100%
Building Footprints	35,796 SF	0.82 AC	16.3%
Building Areas, Gross	52,649 SF		
Parking, Drives and Other Hardscape	110,377 SF	2.54 AC	50.2%
Open Space	73,564 SF	1.68 AC	33.5%
Parking Ratio	3.0 / 1000 average: 159 striped per Phase I		