

EXHIBIT A – FILE NO. 060967

SOUTHGATE MARKETPLACE REDEVELOPMENT
3355 South 27th Street
Milwaukee, Wisconsin
AMENDED
DETAILED PLAN DEVELOPMENT PROJECT DESCRIPTION
AND OWNER'S STATEMENT OF INTENT
(Detailed Planned Development District Phase II)

1. OVERVIEW. Wal-Mart Real Estate Business Trust ("Wal-Mart") is the current owner of that portion of the Southgate Marketplace planned development consisting of an approximately 18.5-acre parcel (the "Site") bounded by S. 27th Street (U.S. Hwy. 41) on the east, W. Morgan Avenue on the south, W. Lakefield Drive on the west, S. 30th Street and the Kinnickinnic River on the west, and neighboring developed parcels to the north. The Site is located in the 11th aldermanic district of the City of Milwaukee. Wal-Mart proposes to expand its existing retail department store on the Site by adding the retail grocery store addition previously approved in the general planned development ("GPD") and the existing detailed planned development ("DPD") zoning for the site.

Wal-Mart's existing 135,400 square foot retail department store and a proposed 92,900 square foot retail grocery store addition were previously approved in the GPD rezoning ordinance for the Site adopted on June 22, 1999 as File No. 981538. The existing retail department store was constructed as phase I of the Site redevelopment consistent with the DPD rezoning ordinance also adopted on June 22, 1999 as File No. 981436. Wal-Mart now proposes to implement the phase II Site redevelopment (the full service grocery center addition) outlined in the GPD rezoning ordinance. Notwithstanding the GPD's allowance of a 92,600 square foot grocery store addition, in response to concerns raised by neighbors, Wal-Mart is proposing a lesser 67,890 square foot addition.

2. DPD PLANS. The vicinity map (Exhibit 2) shows the general location of the Site in the 11th aldermanic district. Access to the Site is from S. 27th Street, W. Lakefield Drive and S. 30th Street curb openings, as shown on the Site.

The legal description of the Site is as follows:

Parcel Three (3) of Certified Survey Map No. 6745, recorded November 16, 1999 on Reel 4592, Images 1266 to 1272, as

Document No. 7837655, being a redivision of Certified Survey Map No. 5902, being a part of the Northeast 1/4 and the Southeast 1/4 of the Northeast 1/4 of Section 13, Township 6 North, Range 21 East, City of Milwaukee, County of Milwaukee, State of Wisconsin.

The Site boundaries, adjacent public rights-of-way, easements and reservations adjacent to or within the Site are included in the National Survey Plat of Survey (Exhibit 3). The survey map also identifies buildings, pavements and appurtenances presently existing on the Site.

The Site plan (Exhibit 4) depicts the proposed location of the proposed building addition, open spaces, setbacks, buffers, pedestrian and vehicular circulation, parking and loading facilities and refuse collection areas. The grading plan (Exhibit 5) indicates existing and proposed topography at 1-foot contour intervals. The grading plan also shows how positive runoff of surface water will be achieved and the means by which ultimate disposal of the Site's surface waters will be accomplished. The utility plan (Exhibit 6) shows the existing location of storm and sanitary sewers, water mains and laterals, parking and roadway storm inlets and elevations. The landscape plan (Exhibit 7) shows the location, number, size and type of the upgraded landscape and screening elements proposed at the Site. Proposed elevations of the new building addition (Exhibits 8-A – 8-C), as well as upgrades to the front facade of the existing retail building, including materials, colors and window specifications, are depicted on the elevations. The upgraded wall signage on the building walls is depicted on the Exhibit 8-B. The lighting plan (Exhibit 9) depicts proposed upgrades to exterior lighting. Photographs of the existing Site conditions and immediate neighborhood are enclosed for reference.

3. USES. A 135,400 square foot retail department store and a 92,600 square foot retail grocery store addition, including all of the uses described in this paragraph, were approved under the GPD rezoning ordinance in place for the Site. The one-story retail department store offers miscellaneous sundry items, household goods, gardening items, clothing, and personal items and incorporates photo supplies and onsite processing, optical and sporting goods for retail trade to customers. A three bay drive-through oil change area is in place. An outdoor garden center provides potted and packaged nursery stock and assorted garden supplies and tools. A seasonal sales area for the garden center is located in the parking lot east of the garden center and south of the first full row of parking. The building is serviced by a three-bay depressed truck loading dock located on the west elevation. The dock is screened from neighboring properties with a 12 foot high masonry screen wall integral with the outside edge of the loading dock. Parking for patrons is provided via parking fields to the east and north for most

patrons, and to the south for oil change and garden center patrons. The GPD ordinance contemplated the addition of a 92,600 square foot full service grocery center to the north end of the phase I department store. Notwithstanding the existing permitting for a larger grocery store addition, Wal-Mart proposes only a 67,890 square foot grocery addition.

A cart containment system will be added to cause shopping carts to lock if patrons attempt to take the carts off-site. This system is designed to alleviate the nuisance to the neighbors of carts being strewn throughout the neighborhood.

Overnight parking of RV recreational vehicles and camping vehicles shall be prohibited on the Site.

4. DESIGN STANDARDS. The grocery addition will allow Wal-Mart to upgrade several design components on the Site. The front building facade of the retail building will be refreshed with several architectural elements, including well-detailed pediments and pilasters, high profile cornices at parapets and lobby facade articulation, as well as a new, more moderate color scheme. Wal-Mart will enhance the buffering behind, not only the grocery building addition, but also the existing retail building. Ten (10) Norway Spruce Evergreen trees and four (4) Prairie Fire Flowering Crabapple trees will be installed along West Lakefield Drive to provide screening for the proposed Pallet and Bale storage area. Additional flowering shrubs will be installed in the existing shrub beds to restore those areas to the intent of the original landscape plan and specifications. Two damaged shade trees along West Lakefield and 30th Street will be replaced. These areas will be fully irrigated to help sustain the plant material.

5. SPACE BETWEEN STRUCTURES. Existing and new building additions shall comply with all applicable building codes including the City's fire code. The grocery addition shall be developed adjoining the existing retail store building to minimize unusable areas on the Site and to maximize the open areas.

6. SETBACKS. A setback of approximately 10 feet shall be maintained around the perimeter of the Site. Such perimeter setback, as well as open areas on the Site intended to recreate a grid pattern, shall be landscaped and used only as open space, direct access to the Site utility rights of way and stormwater management areas.

7. SCREENING. Additional fencing, berming and landscaping shall be added behind both the proposed grocery store addition and the existing retail store building to enhance the buffer between the Site's commercial uses and neighbors along West Lakefield Drive as further described in Section 4 above.

8. OPEN SPACES. Parking lots and landscaping have been planned to create a clear, uncluttered and well designed atmosphere. Employees will retrieve shopping carts and litter from the lots several times during store open hours. Landscape islands will be professionally attended and equipped with internal irrigation.

9. CIRCULATION, PARKING AND LOADING. Wal-Mart retained Traffic Analysis and Design ("TAD") to conduct a traffic study of the Site and area. While the proposed grocery site addition will add approximately 3,530 additional daily trips at the Site, onsite and roadway improvements proposed by TAD and to be implemented by Wal-Mart, at its expense, should improve even existing traffic flows in the area.

10. LANDSCAPING. New landscape islands shall be created and new vegetation added consistent with the landscape plan. Landscaping will be professionally attended and equipped with internal irrigation to ensure maintenance.

11. LIGHTING. The location, type and height of Site lighting luminaries is identified on lighting plan (Exhibit 9). The basic concept is pole-mounted luminaries with multi-head metal halide sources and shielded enclosures. Pole height would be 40'-0" from grade. Dark anodized aluminum poles and enclosures would be used. The shielded luminaries will minimize "light spillage" and glare to adjoining properties.

12. UTILITIES. All utility lines have been installed and shall be maintained underground.

13. SIGNAGE. The location, size, type and height of building-mounted and non-building mounted signage is shown and scheduled on the signage plan (Exhibit 8-B).