

**BUSINESS IMPROVEMENT DISTRICT NO. 21
MILWAUKEE DOWNTOWN
YEAR EIGHT OPERATING PLAN**

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SEPTEMBER 9, 2004

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I. INTRODUCTION

Under Wisconsin Statutes section 66.1109, cities are authorized to create Business Improvement Districts ("BIDs") upon the petition of at least one property owner within the proposed district. The purpose of the BID statute is ". . . to allow businesses within those districts to develop, to manage and promote the districts and to establish an assessment method to fund these activities." 1983 Wis. Act 184, Section 1, legislative declaration. See Appendix A.

On or about July 16, 1997, the City of Milwaukee (the "City") received a petition from property owners which requested creation of a BID known as the Milwaukee Downtown Management District (the "District"). On October 14, 1997, the Common Council of the City of Milwaukee adopted resolution no. 970900, creating the District and approving the initial operating plan for the District (the "Initial Operating Plan"). On November 4, 1997, the Mayor of the City appointed members to the board of the District (the "Board") in accordance with the requirements set forth in Article III.D. of the Initial Operating Plan. The purpose of the District is to sustain the competitiveness of Downtown and ensure a safe, clean environment conducive to business activity. In this regard, the District is authorized to manage and maintain services which supplement those services currently provided by the City to owners and occupants in the District.

Pursuant to the BID statute, this Year ~~Eight~~ Operating Plan (the "Operating Plan") for the District has been prepared to establish the services proposed to be offered by the District, proposed expenditures by the District and the special assessment method applicable to properties within the District for its ~~eighth~~ year of operation. This Plan has been developed by the District Board with technical assistance from the Department of City Development, the Department of Public Works and the Police Department.

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II. DISTRICT BOUNDARIES

The District boundaries cover approximately 120 square blocks and encompass the City's Downtown. The District boundaries include North 4th Street and North 10th Street to the west; West St. Paul Avenue, the Menomonee River, and West Clybourn Street to the south; Lake Michigan to the east and Schlitz Park to the north. Boundaries of the BID are shown in Appendix B of this Operating Plan. A narrative listing of the properties included in the District is set forth in Appendix C.

III. PROPOSED OPERATING PLAN

A. Plan Objectives

The objectives of the District are to increase pedestrian traffic Downtown and to better enable Downtown to compete for customers with suburban residential and commercial areas. The District proposes to achieve its objectives by among other methods, supplementing the maintenance and security services provided by the City in order to increase the safety and cleanliness (and the perceived safety and cleanliness) of Downtown. The City will continue to provide its current level of maintenance and policing services. The City and the District have entered into the cooperation agreement on file in the District's office (the "Cooperation Agreement").

B. Proposed Activities

The District offers Downtown owners and occupants additional safety personnel, enhanced sidewalk cleaning, supplemental public space maintenance and integrated marketing and promotional services to complement the base level of services currently being provided by the City. As a supplement to City services, the District retains and manages its own safety and maintenance staff and develops and implements its own marketing initiatives. The District has also hired an executive director, who reports to the Board, to implement and manage the day to day activities of the District and to supervise all District staff and independent contractors. The following are the activities proposed by the District for calendar year 2005. The District may, from time to time and as it deems necessary, adjust the size and scope of the activities and staffing levels described below, but only so long as such adjustments in activities and staff are part of the activities identified in this Operating Plan. The District may not undertake new activities except as included in duly approved operating plans for future years.

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1. Public Service Ambassadors Program. The District will continue to sponsor a Public Service Ambassador Program to provide safety and goodwill services to Downtown, supplemental to existing City police services. The aim of the program is to increase the public's comfort and sense of security through a visible, uniformed presence in addition to law enforcement.

The District may implement this program either by hiring staff directly or by hiring independent contractors to provide staff. In

either case, a PSA director, who will report to the executive director, will be hired to manage this program, hire and supervise staff and maintain communications with police. Public Service Ambassadors ("PSAs"), including shift supervisors, will be retained to provide up to 45,000 on-duty hours. The District, in cooperation with the City Police Department, the Greater Milwaukee Convention and Visitor's Bureau, the Shops at Grand Avenue and other City departments and resources, will develop an intensive initial training program, as well as on-going in-service and field training, for PSAs. Training will focus on available City services, preventing and reporting crime, dealing with panhandlers and the homeless, applicable sanitation and building codes, radio communications, first aid and CPR, Milwaukee history and local attractions, general retailing (as sponsored by management for the Shops at Grand Avenue), communications skills and interactions with residents and visitors. For a portion of their training PSAs will be paired with police officers or experienced PSAs patrolling their beats. Training will be supplemented by a book of Operating Rules and Procedures serving as a guide for handling both common and unusual incidents.

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Following their training, uniformed but unarmed PSAs will be assigned "beats" to patrol on foot. Beat assignments will be based on the amount of foot traffic in the area, hours of business operation, special event schedules, police beat assignments and crime statistics and trends. Generally, PSAs will be deployed on beats to maximize the provision of security services during peak hours like weekday lunch hours, before and after business hours and for special events. During weekday shifts, "beats" will range from 10 to 16 blocks. During evenings and on weekends, PSAs will be deployed in a more concentrated area where people congregate. In addition to the previously described "beats", a beat may include The Shops of Grand Avenue Guest Services Center and/or any other indoor venue, so long as providing PSA services at such venue furthers the purposes outlined in this Operating Plan and any services unique to the indoor venue are provided on a revenue-neutral basis so that the District avoids incurring any costs disproportionately benefiting any individual property owner. A schedule for deploying PSAs on their beats shall be developed by the District's executive director together with the PSA director and altered as appropriate for weather, redeployment for special events and for changing circumstances.

PSAs' primary responsibilities will be to assist and direct workers, shoppers and visitors and to observe and report suspicious behavior. PSAs must familiarize themselves with the businesses and residents in their beats and be able to recognize suspicious behavior. PSAs will be supplied with uniforms to create an official but approachable appearance and will be equipped with two-way radios to report any incidents to a PSA supervisor/dispatcher linked directly to the City Police Department. One PSA supervisor/dispatcher shall be on duty whenever PSAs are on patrol. Using two-way radios and telephones, the PSA supervisor will maintain communications among PSAs, other Downtown security personnel and City police.

The City Police Department shall provide the District with the ability to monitor police calls for service. The District will permit any on-duty police officers assigned to the Downtown area to work out of the District office. The agreement between the District and the City Police Department regarding services to be provided is more fully described in the letter from Chief of Police Arthur L. Jones dated July 17, 1997 on file in the District's office.

The District will pursue partnerships with other service providers. These partnerships may include development of a policy for referring panhandlers and the homeless to appropriate resources and/or working with other Downtown security resources to share information and develop response strategies.

2. Clean Sweep Ambassadors Program. The District will continue to sponsor a Clean Sweep Ambassador Program to provide additional sidewalk cleaning and public space maintenance, to implement special projects and, more generally, to introduce an active, positive force in Downtown.

The District may provide cleaning, maintenance, graffiti removal and landscaping services in any manner deemed reasonable by the District Board, including hiring staff directly or hiring independent contractors to provide staff. In any event, a CSA director will be selected, who will report to the District's executive director, to manage this program, hire and supervise staff and serve as a liaison among City departments and property owners and businesses. During the summer months, a minimum of 12 full-time equivalent Clean Sweep Ambassadors ("CSAs") will report directly to the CSA director. Fewer CSAs may service the District during the winter

months. Full-time CSA staff will be trained in maintenance, safety and informational services and furnished with identifiable uniforms. In addition, the District may retain other staff and/or independent contractors as it deems reasonable to perform the tasks necessary to implement the program.

The maintenance efforts of CSAs, other staff and independent contractors retained, paid and uniformed by the District will complement the efforts of the City Department of Public Works. CSAs will manually sweep sidewalks and riverwalks, pick up litter and remove graffiti each day. Weather permitting, CSAs will mechanically sweep public sidewalks and riverwalks in a rotation consistent with the City's street sweeping schedule--with approximately one fifth of the District being swept each working day. From April through October, CSAs will also power wash and steam clean sidewalks and clean, maintain, water, plant and weed tree wells and planters. CSAs will be assigned "beats" depending on the public use of the area and the need for services. A schedule for deploying CSAs and their tasks, shall be developed by the District's executive director and the CSA director and altered as appropriate for restrictions imposed by weather and redeployment as necessary in the judgment of District staff.

In addition to their daily cleaning and maintenance duties, the District may deploy CSAs to accomplish special projects. These projects may range from the installation and removal of holiday lights to set up and clean up for special events.

In servicing all aspects of the CSA program, CSAs and other staff servicing this program will maintain a friendly and helpful presence Downtown. Working during busy hours in recognizable uniforms, they will create an aura, not only of cleanliness, but also of safety. CSAs will be trained in crime resistance and to furnish helpful information and directions to residents and visitors. CSAs will remain in contact with the District office and its other resources using two-way radios or cellular telephones.

3. Marketing Initiatives. District staff will coordinate and/or contract to implement public relations programming to promote the cleaner, safer, friendlier Downtown being created through District efforts. Marketing and programming will aim to encourage increased use of Downtown, to attract businesses to locate

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Downtown and to convince both constituents of the District and potential users that Downtown is a positive destination with unique qualities and amenities.

District staff will continue the District's marketing efforts commenced in previous years of operation, including utilizing the graphics package developed and materials purchased. District staff will organize an internal communications program to inform members about District activities and benefits. Internal communications may include a semi-annual newsletter, an annual report and various print and e-mail notices. District staff will maintain an umbrella-advertising theme, graphics package and media relations program. District staff will cross sell Downtown's assets with various seasonal promotions, including a Downtown Trolley Loop promotion and a Grand Rapids high-speed ferry promotion, if available.

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In addition, District staff will develop and/or contract for other marketing initiatives, attractions and/or events promoting Downtown. Among these marketing initiatives, the District will continue the comprehensive marketing campaign targeted at residents in the area including Milwaukee, Waukesha, Ozaukee, Washington, Racine and Kenosha Counties, and upgrade marketing to other target markets such as the Fox Valley and Northern Illinois. The campaign may include public relations and advertising on busboards, billboards, news coverage and in print, television and radio ads to reinforce positive impressions and to encourage businesses, residents and tourists to locate within and use Downtown. The District has purchased and will maintain traveling information kiosks and/or similar devices which may be staffed and deployed at various events (inside and outside of Downtown) to increase District visibility and outreach. The District may undertake other marketing initiatives and programming reasonably estimated to attract and retain businesses, residents and tourists to Downtown as deemed appropriate by the District Board.

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Finally, the District will continue its sponsorship of holiday lighting each November. Each year, the District will cause lighting purchased by the District in previous years to be reinstalled. In addition, the District may spend and/or solicit additional money as it deems necessary to purchase additional holiday lighting. For the winter of 2004-2005, the District will sponsor the sixth annual City

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of Lights Festival in Downtown. This festival will continue previous year's street lighting efforts, encourage private owner roofline lighting and implement intense lighting displays in select Downtown parks such as Pere Marquette Park, Ziedler Union Square and Cathedral Square.

The District may contract with Milwaukee Downtown, Inc. to coordinate and implement the marketing initiatives described above, as well as related activities. In connection with contracting with Milwaukee Downtown, Inc., the District intends to donate \$ _____, to Milwaukee Downtown, Inc. to provide operating funds necessary to implement marketing initiatives and related activities.

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C. Proposed Expenditures and Financing Method

The 2005 proposed annual operating budget for the District is \$2,620,155, \$2,452,155 will be the amount received from District assessments. \$168,000 is additional income that is anticipated to come from several sources, including voluntary contributions from tax-exempt properties. See Appendix D. Of these amounts, \$776,620 will finance the Public Service Ambassadors Program, \$643,772 will fund the Clean Sweep Ambassadors Program, \$819,139 will pay for public information, marketing and promotions and \$390,624 will be reserved for administrative expenses and a contingency (including, without limitation, the salaries of a full-time executive director and other District staff, legal fees, insurance costs and office expenses). In the event that the Board reasonably determines that amounts allocated to any particular program are not needed for that program, unneeded amounts for one program may be used for another program. In addition, any funds collected but unspent pursuant to previous years' operating plans and any unanticipated voluntary contributions or other income will be made available in 2005 (for any purpose set forth in this Operating Plan, including without limitation for public information, marketing and promotions). The Board shall have the authority and responsibility to prioritize expenditures and to revise the budget as necessary to match the funds actually available.

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The Board shall approve an annual operating budget for the District each year. Prior to approving any annual operating budget, the District will mail a public hearing notice and make available a copy of the proposed annual operating plan and budget to all owners of real property within the District. In addition, a Class 2 notice of the public hearing will be published in a

local newspaper of general circulation. The District Board will hold a public hearing and approve the annual operating plan and budget for the District for that year. If any year's annual operating budget exceeds the prior year's annual operating budget by 4% or more, such budget must be approved by a 2/3 majority of the entire District Board. (This Year Eight Operating Plan was unanimously approved by _____ Board members in attendance at the Board meeting of September 9, 2004.) Any capital improvements costing more than \$10,000 each or \$30,000 in the aggregate for any one year must be approved by a 2/3 majority of the entire District Board. For the purposes of this Operating Plan, "capital improvement" means any physical item that is permanently affixed to real estate including, without limitation, street lighting and sidewalk improvements. The term "capital improvement" shall not include, among other things, any maintenance equipment or supply, any communications equipment, any vehicles, any seasonal improvement or any holiday lighting or decorations. After the District Board has approved the annual operating plan and budget, they will be sent to the City for approval, adoption and inclusion in the City's annual budget for that year.

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The 2004 assessed valuation of all property subject to assessment within the proposed District boundaries was approximately \$ _____ billion. The method of assessing annual operating expenses against properties located within the District is set forth in Article IV of this Operating Plan. Any change in the method of assessing annual operating expenses against properties located within the District must be approved by a 3/4 majority of the entire District Board and a majority of the Common Council of the City. Subsequent revisions to this Operating Plan will specify any additional assessment methodologies and amounts for operating expenses. In addition, if any year's annual aggregate assessment to property owners exceeds the prior year's annual aggregate assessment by 6% or more, such increased assessment must be approved by the owners of property assessed by the District having a property tax assessed valuation equal to at least 3/4 of the aggregate property tax assessed valuation of all property assessed by the District.

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The District may not borrow funds without approval of a 2/3 majority of the entire District Board.

D. Organization of the District Board

The Mayor shall appoint members to the District Board. The Board shall be responsible for implementation of this Operating Plan. This requires the

Board to negotiate with providers of services and materials to carry out the Operating Plan; to enter into various contracts; to monitor the effectiveness of the District's activities, to ensure compliance with the provisions of applicable statutes and regulations; and to make reimbursements for any overpayments of District assessments.

Wisconsin Statutes section 66.1109(3)(a) requires that the Board be composed of at least five members and that a majority of the Board members be owners or occupants of property within the District.

The Board shall be structured and operate as follows:

1. Board size - 19 members.

2. Composition -

(a) Three members shall be representatives of each of the three largest (as measured by assessed valuation) multi-tenant office buildings in the District. In 2005, U.S. Bank Center, 411 East Wisconsin Avenue and 100 East Wisconsin Avenue are the three largest office buildings.

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(b) Two members shall be representatives of the fourth through the ninth largest (as measured by assessed valuation) multi-tenant office buildings in the District. In 2005, Plaza East, the Milwaukee Center, the Reuss Federal Plaza, 875 East Wisconsin and Schlitz Park RiverCenter are the fourth through the ninth largest multi-tenant office buildings.

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(c) Three members shall be representatives of any multi-tenant office buildings in the District.

(d) Three members shall be representatives of owner-occupied or single tenant buildings in the District with assessed valuations in excess of \$5,000,000. One member from this category shall be a representative of The Northwestern Mutual Life Insurance Company.

(e) One member will be a designee of The Shops of Grand Avenue or its successors and assigns.

- (f) Two members shall be owners or operators of street-level retail businesses located within the District (which businesses may include, without limitation, restaurants).
- (g) Two members shall be representatives of hotels located within the District. Such hotels shall not be owned or controlled by the same entity or individuals.
- (h) One member shall be a representative of a tax-exempt entity making a voluntary contribution to the District of not less than ~~\$50,887~~ in the year 2005, which minimum contribution shall increase each year by the proportionate increase in the District operating budget for that year.
- (i) Two members shall be "at large" members who shall not represent any particular constituency but who shall be owners and/or occupants of real property located within the District used for commercial purposes.

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For purposes of measuring the assessed valuations of any building or site set forth above, all contiguous buildings and/or sites connected above- or below-ground, separated only by an intervening street and with identical ownership shall be included as one building or site. (For example, the U.S. Bank Center, consisting of property located at 777, 811 and 827 East Wisconsin Avenue, constitutes one site.) Each year, the Board shall reconfirm the assessed valuations, ownerships and occupancies of all properties located within the District. If the assessed valuation, ownership or occupancy of any particular building or site in any year ceases to satisfy the criteria set forth above, the Board shall rearrange such building or site in the appropriate category. In addition to the composition requirements set forth above, one member of the Board shall also be a member of the board of directors of Westtown Association as long as the Westtown Association remains in existence, and one member of the Board shall also be a member of the board of directors of East Town Association as long as the East Town Association remains in existence. In satisfying the categories for Board members set forth above, the geographic representation of Board members shall be varied to the extent possible.

- 3. Term - Appointments to the Board shall generally be for a period of three years, except that the "at large" members designated under

subparagraph 2(i) above shall be appointed for a period of two years. To the extent possible, the terms of members representing each of the categories set forth in subparagraph (2) above shall be staggered so that the terms of not more than 60% of the representatives of any one category shall expire simultaneously.

4. Compensation - None.
5. Meetings - All meetings of the Board shall be governed by the Wisconsin Open Meetings Law if and as legally required.
6. Record Keeping - Files and records of the Board's affairs shall be kept pursuant to public record requirements.
7. Staffing and Office - The Board may employ staff and/or contract for staffing services pursuant to this Operating Plan and subsequent modifications thereof. In 2005, the Board shall employ, at minimum, a full-time executive director and a full-time administrative assistant. The Board shall maintain an office for the District, which shall be centrally located in Downtown. The District's current office is located at 600 East Wells Street, but such office may be relocated as the District Board deems reasonable. All District staff, including PSAs and CSAs, may work out of the District office.
8. Meetings - The Board shall meet regularly, at least once every three months. The Board has adopted rules of order (by-laws) to govern the conduct of its meetings.
9. Executive Committee - The Board shall elect from its members a chair, a vice-chair, a secretary, a treasurer and an assistant secretary who shall comprise an Executive Committee of the Board. At least one member of the Executive Committee shall be elected from the category of members set forth in subparagraphs (2)(a) or (b) above. Moreover, the member representing The Northwestern Mutual Life Insurance Company under subparagraph (2)(d) above shall be elected to some office on the Executive Committee. The Executive Committee shall be authorized to oversee the day to day operations of the District, subject to the by-laws adopted by the Board.
10. Non-voting Members - At the option of a majority of the members of the Board, representatives of the Greater Milwaukee Convention and Visitors Bureau, the Milwaukee Redevelopment Corporation, the

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Metropolitan Milwaukee Association of Commerce (and/or similar organizations) may be invited to attend meetings of the Board or Executive Committee as nonvoting members.

E. RELATIONSHIP TO MILWAUKEE DOWNTOWN, INC. AND ALLIANCE FOR DOWNTOWN PARKING AND TRANSPORTATION, INC.

The District is a separate entity from Milwaukee Downtown, Inc., a private, not for profit corporation, exempt from taxation under section 501(c)(3) of the Internal Revenue Code, notwithstanding the fact that some or all of the members, officers and directors of each entity may be shared. Milwaukee Downtown, Inc. shall remain a private organization, not subject to the open meeting law, and not subject to the public records law except for its records generated in connection with the Board. The Board may contract with Milwaukee Downtown, Inc. to provide marketing and promotional services to the District and donate operating funds to Milwaukee Downtown, Inc. to facilitate the provision of such services, all in accordance with this Operating Plan.

The District and Milwaukee Downtown, Inc. are also separate entities from Alliance for Downtown Parking and Transportation, Inc. (the "Alliance"), a private, not for profit corporation, notwithstanding the fact that the District Board appoints all members to the board of directors of the Alliance. The Alliance shall remain a private organization, not subject to the open meeting law, and not subject to the public records law except for its records generated in connection with the Board. The Board may work in tandem with the Alliance and other Downtown commercial organizations to improve and mitigate adverse parking and transportation issues impacting Downtown Milwaukee and to promote positive parking and transportation options within the area, consistent with the purposes of this Operating Plan.

IV. METHOD OF ASSESSMENT

A. Annual Assessment Rate and Method

The annual assessment for District operating expenses will be levied against each property within the District in direct proportion to the current assessed value of each property for real property tax purposes as of the date the District held the public hearing regarding its Year ~~Eight~~ Operating Plan (September 9, 2004). No owner of property within the District shall be eligible to receive or be subject to any reductions or increases in its assessment as a result of a decrease or increase in the assessed value for

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their property occurring after such date. In addition, the amount of an assessment against a particular property may change from year to year if that property's assessed value changes relative to other properties within the District.

Appendix C identifies each property included in the District and shows the proposed BID assessment for each property for the eighth year of operation. Such proposed assessments are based on the assessed value and classification estimated in 2004 pursuant to the foregoing formula.

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In addition, any amounts due to the District from a property owner pursuant to a contract between the District and the property owner may, at the option of the District Board, become a special assessment against that property upon 30 days' prior written notice to the property owner.

B. Excluded and Exempt Property

The BID statute requires explicit consideration of certain classes of property. In compliance with the law, the following statements are provided.

1. Wisconsin Statutes section 66.1109(1)(f)(1m): The District will contain property used exclusively for manufacturing purposes, as well as properties used in part for manufacturing. These properties will be assessed according to the method set forth in this Operating Plan because it is assumed that they will benefit from development in the District.
2. Wisconsin Statutes section 66.1109(5)(a): Property used exclusively for residential purposes will not be assessed. Mixed use properties containing some residential use will be fully assessed by the District.
3. In accordance with the interpretation of the City Attorney regarding Wisconsin Statutes section 66.1109(1)(b), property exempt from general real estate taxes has been excluded from the District. Owners of tax exempt property adjoining the District and expected to benefit from District activities will be asked to make a financial contribution to the District on a voluntary basis. Funds collected in this manner in any given year may be used in any manner deemed appropriate by the Board. In addition, those tax exempt properties adjoining the District which are later determined no longer to be exempt from general property taxes and whose owners consent in

writing shall automatically become included within the District and subject to assessment under any current operating plan without necessity to undertake any other act.

V. PROMOTION OF ORDERLY DEVELOPMENT OF THE CITY

A. Enhanced Safety and Cleanliness

Under Wisconsin Statutes section 66.1109(1)(f)(4), this Operating Plan is required to specify how the creation of the District promotes the orderly development of the City. The District will enhance the safety and cleanliness of Downtown and, consequently, encourage commerce in the City. Increased business activity in the City will increase sales tax revenues and property tax base.

B. City Role in District Operation

The City has committed to assisting owners and occupants in the District to promote its objectives. To this end, the City has played a significant role in creation of the District and in the implementation of this Operating Plan. In furtherance of its commitment, the City shall:

1. Perform its obligations and covenants under the Cooperation Agreement.
2. Provide technical assistance to the District in the adoption of this and subsequent operating plans and provide such other assistance as may be appropriate.
3. Collect assessments, maintain the same in a segregated account and disburse monies to the Board.
4. Receive annual audits as required per Wisconsin Statutes section 66.1109(3)(c).
5. Provide the Board, through the Office of Assessment, on or before July 1 of each year, with the official City records on the assessed value of each tax key number within the District as of January 1 of each year for purposes of calculating the District assessments.

VI. PLAN APPROVAL PROCESS

A. Public Review Process

The BID statute establishes a specific process for reviewing and approving operating plans. Pursuant to the statutory requirements, the following process will be followed:

1. The District shall submit its proposed Operating Plan to the Department of City Development.
2. The Zoning, Neighborhoods and Development Committee of the Common Council will review the proposed Operating Plan at a public meeting and will make a recommendation to the full Common Council.
3. The Common Council will act on the proposed Operating Plan.
4. If adopted by the Common Council, the proposed Operating Plan is sent to the Mayor for his approval.
5. If approved by the Mayor, this Year Eight Operating Plan for the District is approved and the Mayor will appoint, in accordance with Article III.D., new members to the Board to replace Board members approved whose terms have expired or who have resigned.

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VII. FUTURE YEAR OPERATING PLANS

A. Changes

It is anticipated that the District will continue to revise and develop this Operating Plan annually, in response to changing needs and opportunities in the District, in accordance with the purposes and objectives defined in this Operating Plan.

Wisconsin Statutes section 66.1109(3)(b) requires the Board and the City to annually review and make changes as appropriate in the Operating Plan. Therefore, while this document outlines in general terms proposed activities, information on specific assessed values, budget amounts and assessment amounts are based solely upon current conditions. Greater detail about subsequent years' activities will be provided in the required annual plan updates, and approval by the Common Council of such plan updates shall be conclusive evidence of compliance with this Operating Plan and the BID statute.

In later years, the District Operating Plan will continue to apply the assessment formula, as adjusted, to raise funds to meet the next annual budget. However, the method of assessing shall not be materially altered, except with the approval of a 3/4 majority of the entire District Board and consent of the City of Milwaukee. In addition, if any year's annual aggregate assessment to property owners exceeds the prior year's annual aggregate assessment by 6% or more, such increased assessment must be approved by the owners of property assessed by the District having a property tax assessed valuation equal to at least 3/4 of the aggregate property tax assessed valuation of all property assessed by the District. Further, as set forth in Article III.C. above, a 2/3 majority of the entire District Board must approve increases in the District operating budget exceeding 4% of the prior year's budget and capital improvement expenditures of over \$10,000 in any one instance or of \$30,000 in the aggregate in any one year.

B. Early Termination of the District

The City shall consider terminating the District if the owners of property assessed under the Operating Plan having a valuation equal to more than 50% of the valuation of all property assessed under the Operating Plan, using the method of valuation specified herein, or the owners of property assessed under the Operating Plan having an assessed valuation equal to more than 50% of the assessed valuation of all property assessed under the Operating Plan, file a petition with the City Plan Commission requesting termination of the District. On or after the date such a petition is filed, neither the Board nor the City may enter into any new obligations by contract or otherwise until the expiration of thirty (30) days after the date a public hearing is held and unless the District is not terminated.

Within thirty (30) days after filing of a petition, the City Plan Commission shall hold a public hearing on the proposed termination. Notice of the hearing shall be published as a Class 2 notice. Before publication, a copy of the notice with a copy of the Operating Plan and a copy of the detail map showing the boundaries of the District shall be sent by certified mail to all owners of real property within the District.

Within thirty (30) days after the date of such hearing, every owner of property assessed under the Operating Plan may send a written notice to the City Plan Commission indicating, if the owner signed a petition, that the

owner retracts the owner's request to terminate the District or, if the owner did not sign the petition, that the owner requests termination of the District.

If, after the expiration of thirty (30) days after the date of the public hearing, by petition or subsequent notification and after subtracting any retractions, the owners of property assessed under the Operating Plan having a valuation equal to more than 50% of the valuation of all property assessed under the Operating Plan, using the method of valuation specified in the Operating Plan, or the owners of property assessed under the Operating Plan having an assessed valuation equal to more than 50% of the assessed valuation of all properties assessed under the Operating Plan have requested the termination of the District, the City shall terminate the District on the date that the obligation with the latest completion date entered into to implement the Operating Plan expires.

C. Amendment, Severability and Expansion

This District has been created under authority of Wisconsin Statutes section 66.1109. Except as set forth in the next sentence, should any court find any portion of this statute invalid or unconstitutional its decision will not invalidate or terminate the District and this Operating Plan shall be amended to conform to the law without need of re-establishment. Should any court find invalid or unconstitutional the organization of the entire District Board, any requirement for a 2/3 or 3/4 majority vote of the District Board, the budgeting process or the automatic termination provision of this or any subsequent Operating Plan, the District shall automatically terminate and this Operating Plan shall be of no further force and effect.

Should the legislature amend the statute to narrow or broaden the definition of a BID so as to exclude or include as assessable properties a certain class or classes of properties, then this Operating Plan may be amended by a 2/3 majority of the entire District Board and a majority of the Common Council of the City of Milwaukee as and when they conduct their annual Operating Plan approval and without necessity to undertake any other act. This is specifically authorized under section 66.1109(3)(b).

D. Automatic Termination Unless Affirmatively Extended.

The District Board shall not incur obligations extending beyond ten years from the date on which the District was created. At the end of the tenth year of the District's existence, the District Board shall prepare an operating plan for the eleventh year that contemplates termination of the District at

the commencement of the eleventh year as set forth in Wisconsin Statutes section 66.1109(3)(b), unless the owners of property assessed by the District having a valuation equal to 60% of the valuation of all property assessed by the District affirmatively vote to continue the District.

In addition, the Board may elect by majority vote to terminate the District if the City is in default of any obligation or covenant of the City set forth in the Cooperation Agreement. In such event, the District shall terminate as set forth in Wisconsin Statutes section 66.1109(4m).

APPENDIX A

Wisconsin Statutes section

66.1109

66.1109 Business improvement districts. (1) In this section:

(a) "Board" means a business improvement district board appointed under sub. (3) (a).

(b) "Business improvement district" means an area within a municipality consisting of contiguous parcels and may include railroad rights-of-way, rivers, or highways continuously bounded by the parcels on at least one side, and shall include parcels that are contiguous to the district but that were not included in the original or amended boundaries of the district because the parcels were tax-exempt when the boundaries were determined and such parcels became taxable after the original or amended boundaries of the district were determined.

(c) "Chief executive officer" means a mayor, city manager, village president or town chairperson.

(d) "Local legislative body" means a common council, village board of trustees or town board of supervisors.

(e) "Municipality" means a city, village or town.

(f) "Operating plan" means a plan adopted or amended under this section for the development, redevelopment, maintenance, operation and promotion of a business improvement district, including all of the following:

1. The special assessment method applicable to the business improvement district.

1m. Whether real property used exclusively for manufacturing purposes will be specially assessed.

2. The kind, number and location of all proposed expenditures within the business improvement district.

3. A description of the methods of financing all estimated expenditures and the time when related costs will be incurred.

4. A description of how the creation of the business improvement district promotes the orderly development of the municipality, including its relationship to any municipal master plan.

5. A legal opinion that subs. 1. to 4. have been complied with.

(g) "Planning commission" means a plan commission under s. 62.23, or if none a board of public land commissioners, or if none a planning committee of the local legislative body.

(2) A municipality may create a business improvement district and adopt its operating plan if all of the following are met:

(a) An owner of real property used for commercial purposes and located in the proposed business improvement district designated under par. (b) has petitioned the municipality for creation of a business improvement district.

(b) The planning commission has designated a proposed business improvement district and adopted its proposed initial operating plan.

(c) At least 30 days before creation of the business improvement district and adoption of its initial operating plan by the municipality, the planning commission has held a public hearing on its proposed business improvement district and initial operating plan. Notice of the hearing shall be published as a class 2 notice under ch. 98.5. Before publication, a copy of the notice together with a copy of the proposed initial operating plan and a copy of a detail map showing the boundaries of the proposed business improvement district shall be sent by certified mail to all owners of real property within the proposed business improvement district. The notice shall state the boundaries of the proposed business improvement district and shall indicate that copies of the proposed initial operating plan are available from the planning commission on request.

(d) Within 30 days after the hearing under par. (c), the owners of property to be assessed under the proposed initial operating plan having a valuation equal to more than 40% of the valuation of all property to be assessed under the proposed initial operating plan, using the method of valuation specified in the proposed initial operating plan, or the owners of property to be assessed under the proposed initial operating plan having an assessed valuation equal to more than 40% of the assessed valuation of all property to be assessed under the proposed initial operating plan, have not filed a petition with the planning commission protesting the proposed business improvement district or its proposed initial operating plan.

(e) The local legislative body has voted to adopt the proposed initial operating plan for the municipality.

(3) (a) The chief executive officer shall appoint members to a business improvement district board to implement the operating plan. Board members shall be confirmed by the local legislative body and shall serve staggered terms designated by the local legislative body. The board shall have at least 5 members. A majority of board members shall own or occupy real property in the business improvement district.

(b) The board shall annually consider and may make changes to the operating plan, which may include termination of the plan, for its business improvement district. The board shall then submit the operating plan to the local legislative body for its approval. If the local legislative body disapproves the operating plan, the board shall consider and may make changes to the operating plan and may continue to resubmit the operating plan until local legislative body approval is obtained. Any change to the special assessment method applicable to the business improvement district shall be approved by the local legislative body.

(c) The board shall prepare and make available to the public annual reports describing the current status of the business improvement district, including expenditures and revenues. The report shall include an independent certified audit of the implementation of the operating plan obtained by the municipality. The municipality shall obtain an additional independent certified audit upon termination of the business improvement district.

(d) Either the board or the municipality, as specified in the operating plan as adopted, or amended and approved under this section, has all powers necessary or convenient to implement the operating plan, including the power to contract.

(4) All special assessments received from a business improvement district and all other appropriations by the municipality or other moneys received for the benefit of the business improvement district shall be placed in a segregated account in the municipal treasury. No disbursements from the account may be made except to reimburse the municipality for appropriations other than special assessments, to pay the costs of audits required under sub. (3) (c) or on order of the board for the purpose of implementing the operating plan. On termination of the business improvement district by the municipality, all moneys collected by special assessment remaining in the account shall be disbursed to the owners of specially assessed property in the business improvement district, in the same proportion as the last collected special assessment.

(4m) A municipality shall terminate a business improvement district if the owners of property assessed under the operating plan having a valuation equal to more than 50% of the valuation of all property assessed under the operating plan, using the method of valuation specified in the operating plan, or the owners of property assessed under the operating plan having an assessed valuation equal to more than 50% of the assessed valuation of all property assessed under the operating plan, file a petition with the planning commission requesting termination of the business improvement district, subject to all of the following conditions:

(a) A petition may not be filed under this subsection earlier than one year after the date the municipality first adopts the operating plan for the business improvement district.

(b) On and after the date a petition is filed under this subsection, neither the board nor the municipality may enter into any new obligations by contract or otherwise to implement the operating plan until the expiration of 30 days after the date of hearing under par. (c) and unless the business improvement district is not terminated under par. (e).

(c) Within 30 days after the filing of a petition under this subsection, the planning commission shall hold a public hearing on the proposed termination. Notice of the hearing shall be published as a class 2 notice under ch. 985. Before publication, a copy of the notice together with a copy of the operating plan and a copy of a detail map showing the boundaries of the business improvement district shall be sent by certified mail to all owners of real property within the business improvement district. The notice shall state the boundaries of the business improvement district and shall indicate that copies of the operating plan are available from the planning commission on request.

(d) Within 30 days after the date of hearing under par. (c), every owner of property assessed under the operating plan may send written notice to the planning commission indicating, if the owner signed a petition under this subsection, that the owner retracts the owner's request to terminate the business improvement district, or, if the owner did not sign the petition, that the owner requests termination of the business improvement district.

(e) If after the expiration of 30 days after the date of hearing under par. (c), by petition under this subsection or subsequent notification under par. (d), and after subtracting any retractions under par. (d), the owners of property assessed under the operating plan having a valuation equal to more than 50% of the valuation of all property assessed under the operating plan, using the method of valuation specified in the operating plan, or the owners of property assessed under the operating plan having an assessed valuation equal to more than 50% of the assessed valuation of all property assessed under the operating plan, have requested the termination of the business improvement district, the municipality shall terminate the business improvement district on the date that the obligation with the latest completion date entered into to implement the operating plan expires.

(5) (a) Real property used exclusively for residential purposes and real property that is exempted from general property taxes under s. 70.11 may not be specially assessed for purposes of this section.

(b) A municipality may terminate a business improvement district at any time.

(c) This section does not limit the power of a municipality under other law to regulate the use of or specially assess real property.

APPENDIX B
District Boundaries

APPENDIX C

Listing of Properties Included in the District

DOWNTOWN MILWAUKEE
CLEAN*SAFE*FRIENDLY

TAXKEY #	ADD L	ADD H	DIR	STREET NAME	TYPE	OWNER	LOT AREA SQ. FT.	BLDG AREA SQ. FT.	ASSESSED VALUE LAND+BLD	BID ASSESSMENT	CL	BLDG TYPE
3610184112	1505	1555	N	RIVERCENTER	DR	SCHLITZ RIVERCENTER LLC	634,300	551,048	\$30,190,000	\$48,114.65	4	C310
3610279100	319	319	W	CHERRY	ST	MILWAUKEE PLATING COMPANY	15,000	0	\$98,100	\$156.34	2	C900
3610304111	201	229	W	CHERRY	ST	COMMERCE POWER LLC	165,667	0	\$1,723,500	\$2,746.79	4	C999
3610308100	1450	1462	N	COMMERCE	ST	THE BREWERY WORKS, INC	15,520	0	\$13,500	\$21.52	4	C900
3610309100	1442	1430	N	COMMERCE	ST	RIVERFRONT POWER LLC	22,943	0	\$174,400	\$277.95	4	C999
3610310110	1430	1430	N	COMMERCE	ST	THE BREWERY WORKS INC	49,296	0	\$98,600	\$157.14	4	C400
3610314110	1330	1330	N	COMMERCE	ST	RIVERFRONT POWER LLC	108,929	177,090	\$15,740,000	\$25,085.28	4	C800
3610317100	1345	1345	N	MARTIN L KING JR	DR	BREWERY WORKERS CREDIT UNION	22,275	4,687	\$409,000	\$651.83	4	C112
3610326000	1333	1335	N	MARTIN L KING JR	DR	BRIAN L MOSEHART	3,750	5,178	\$167,000	\$266.15	2	C402
3610327000	1331	1331	N	MARTIN L KING JR	DR	MATHEW WEGLARZ	3,975	7,290	\$200,000	\$318.75	3	
3610328111	1301	1325	N	MARTIN L KING JR	DR	NEW LAND INVESTMENTS	34,000	0	\$1,946,900	\$3,102.83	4	C112
3610409100	300	318	W	JUNEAU	AV	KNAPP STREET REALTY CORP	7,891	25,369	\$922,000	\$1,469.42	4	C900
3610412114	201	201	W	JUNEAU	AV	RIVERFRONT PLAZA JOINT	36,186	36,186	\$723,500	\$1,153.06	4	C430
3610415100	1141	1141	N	OLD WORLD THIRD	ST	GAROT HOSPITALITY INC	15,150	15,150	\$303,000	\$482.90	4	C112
3610421000	1137	1137	N	OLD WORLD THIRD	ST	RUSSELL DAVIS	2,850	5,909	\$317,000	\$505.21	4	C900
3610425000	1129	1135	N	OLD WORLD THIRD	ST	FRED USINGER INC	7,500	7,500	\$196,000	\$312.37	4	C400
3610426000	1125	1125	N	OLD WORLD THIRD	ST	CARMELINO CAPATI JR &	4,500	9,105	\$219,000	\$349.03	4	C900
3610427000	1121	1123	N	OLD WORLD THIRD	ST	FRED USINGER INC	3,000	3,000	\$36,700	\$58.49	4	C900
3610429000	1117	1119	N	OLD WORLD THIRD	ST	FRED USINGER, INC	3,750	3,750	\$46,700	\$74.43	4	C112
3610430000	1113	1115	N	OLD WORLD THIRD	ST	HIGHLAND BEACH SURFERS INC	3,750	1,038	\$90,900	\$144.87	4	C112
3610431000	1109	1111	N	OLD WORLD THIRD	ST	CHARLES E & ALLEEN M ALBERT	3,750	6,750	\$176,000	\$280.50	4	C112
3610432000	1105	1107	N	OLD WORLD THIRD	ST	CARMELINO R CAPATI &	3,750	3,550	\$200,000	\$318.75	4	C112
3610437000	1103	1103	N	OLD WORLD THIRD	ST	OLD WORLD DEV LLC	4,950	15,000	\$611,000	\$973.77	4	C900
3610438000	316	316	W	HIGHLAND	AV	FRED USINGER, INC	2,550	2,550	\$59,600	\$94.99	4	C900
3610515100	1048	1048	N	4TH	ST	THE MILWAUKEE TURNERS	15,000	15,000	\$884,000	\$1,408.86	4	C180
3610519100	1037	1037	N	OLD WORLD THIRD	ST	G VICTOR MADER	22,500	11,946	\$1,399,000	\$2,229.63	4	C112
3610521000	1033	1033	N	OLD WORLD THIRD	ST	MILWAUKEE JEWISH FEDERATION	4,425	17,464	\$338,000	\$538.68	4	C112
3610522000	1029	1031	N	OLD WORLD THIRD	ST	TOM AND PATTY LLC	3,075	7,134	\$207,000	\$329.90	4	C112
3610523000	1023	1027	N	OLD WORLD THIRD	ST	MADERS GERMAN RESTAURANT INC	5,824	9,360	\$231,000	\$368.15	4	C112
3610524000	1021	1021	N	OLD WORLD THIRD	ST	RICHARD WAGNER	2,936	5,576	\$139,000	\$221.53	4	C112
3610527000	1015	1019	N	OLD WORLD THIRD	ST	BUCK BRADLEY LLC	6,300	15,301	\$943,000	\$1,502.89	4	C160
3610528000	1013	1013	N	OLD WORLD THIRD	ST	THOMAS P EHR	3,000	3,920	\$154,000	\$245.43	4	C112
3610529000	1009	1011	N	OLD WORLD THIRD	ST	LENRAK LLC	3,000	7,000	\$277,000	\$441.46	4	C112
3610530000	1005	1007	N	OLD WORLD THIRD	ST	JAMES A BOUCHARD	1,980	3,600	\$138,000	\$219.93	4	C900
3610531110	332	332	W	STATE	ST	THE JOURNAL COMPANY	25,000	25,000	\$512,000	\$815.99	4	C112
3610534000	324	326	W	STATE	ST	BRIAN E O'LEARY	2,500	1,976	\$58,100	\$92.60	4	C112
3610535000	322	322	W	STATE	ST	SANDRA STONE RUFFALO	2,500	2,400	\$50,400	\$80.32	4	C112
3610536000	316	318	W	STATE	ST	JJSC LLC	2,400	6,666	\$331,000	\$527.52	4	C110
3610537000	1001	1001	N	OLD WORLD THIRD	ST	JJSC LLC	2,200	1,800	\$128,000	\$204.00	4	C110
3610538000	1003	1003	N	OLD WORLD THIRD	ST	ROBERT A BOUCHARD &	15,531	76,904	\$1,774,000	\$2,827.27	3	I100
3610539110	1044	1054	N	OLD WORLD THIRD	ST	HIGHLAND BEACH SURFER INC	48,971	0	\$2,057,000	\$3,278.30	4	C160
3610540111	1030	1030	N	OLD WORLD THIRD	ST	FRED USINGER INC	127,800	0	\$11,127,200	\$17,733.73	4	C600
3610559111	333	333	W	STATE	ST	JOURNAL/SENTINEL INC	6,466	6,466	\$1,120,000	\$1,784.98	4	C460
3610571100	330	340	W	KILBOURN	AV	THE JOURNAL COMPANY	356,540	356,540	\$27,757,000	\$44,237.11	4	C460
3610603116	333	333	W	KILBOURN	AV	MILWAUKEE MECCA HOTEL	29,210	232,960	\$6,151,000	\$9,803.02	4	C900
3610616111	340	340	W	WELLS	ST	THE ISAACS FAMILY LIMITED	15,652	15,652	\$626,100	\$997.83	4	C900
3610618115	302	302	W	WELLS	ST	MILWAUKEE MECCA HOTEL						

3610619000	836	838 N	OLD WORLD THIRD ST	ANAT CHONGVATANABANDIT	3,750	3,606	\$268,000	\$427.12	4 C110
3610620000	830	834 N	OLD WORLD THIRD ST	ANAT PHOUNGPHOL	7,500	15,000	\$796,000	\$1,268.61	4 C560
3610621100	822	822 N	OLD WORLD THIRD ST	ANAT PHOUNGPHOL	11,250	11,250	\$462,000	\$736.30	4 C900
3610622000	823	823 N	2ND	CHALET AT THE RIVER LLC	15,000	150,000	\$4,468,000	\$7,120.78	4 C402
3610624000	808	808 N	OLD WORLD THIRD ST	CENTURY BUILDING LLC	18,750	111,894	\$2,193,000	\$3,495.05	4 C313
3610625000	206	206 W	WELLS	LOTS OF LUCK LLC	15,000	15,000	\$658,000	\$1,048.67	4 C900
3610627100	111	111	KILBOURN	KILBOURN BRIDGE ASSOCIATES	9,283	12,594	\$797,000	\$1,270.20	4 C312
3610629000	840	844 N	PLANKINTON	KILBOURN TOWN LLC	7,800	12,864	\$396,000	\$631.12	4 C112
3610630000	834	834 N	PLANKINTON	ROBERT E JOHN	4,800	18,560	\$350,000	\$557.80	4 C112
3610631000	830	830 N	PLANKINTON	ROBERT E JOHN	2,440	3,976	\$124,000	\$197.62	4 C112
3610632000	826	826 N	PLANKINTON	J MICHAEL BARTELS	4,880	24,000	\$1,089,000	\$1,735.57	4 C112
3610633000	814	820 N	PLANKINTON	J MICHAEL BARTELS	7,440	24,000	\$901,000	\$1,435.95	4 C112
3610634000	810	810 N	PLANKINTON	PLANKINTON PROFESSIONAL	2,520	12,550	\$329,000	\$524.34	4 C112
3610635000	808	808 N	PLANKINTON	ROBERT E JOHN	2,560	12,800	\$367,000	\$584.90	4 C112
3610642111	710	710 N	PLANKINTON	TOWNE REALTY, INC	29,707	121,612	\$5,939,000	\$9,465.15	4
3610647000	725	725 N	PLANKINTON	CASWELL INVESTMENTS	3,425	26,350	\$748,000	\$1,192.11	4 C112
3610648000	152	152 W	WISCONSIN	CASWELL INVESTMENTS	16,843	108,334	\$4,257,000	\$6,784.50	4 C313
3610649000	174	174 W	WISCONSIN	RIMKO REALTY LLP	4,250	34,000	\$1,672,125	\$2,664.91	4 C313
3610652100	215	215 W	WELLS	WISPARK LLC	16,143	16,143	\$653,772	\$1,041.93	4 C900
3610652200	749	749 N	2ND	WISPARK LLC	6,598	6,598	\$263,900	\$420.58	4 C313
3610653000	746	752 N	OLD WORLD THIRD ST	WISPARK LLC	11,250	11,250	\$455,625	\$726.14	4 C900
3610655100	735	735 N	2ND	WISPARK LLC	7,269	7,269	\$290,800	\$463.46	4 C313
3610658000	212	212 W	WISCONSIN	CENTRE THEATRES CORPORATION	21,600	104,955	\$1,000,000	\$1,593.73	4 C313
3610659000	720	720 N	OLD WORLD THIRD ST	WISCONSIN HOTEL COMPANY LL	15,000	160,200	\$2,492,000	\$3,971.57	4 C600
3610660000	200	208 W	WISCONSIN	PLANKINTON LLC	8,400	20,450	\$598,000	\$953.05	4 C112
3610661000	224	228 W	WISCONSIN	JAEDONG "DENNY" KIM	4,900	4,875	\$368,000	\$586.49	4 C110
3610662000	234	234 W	WISCONSIN	230 WISCONSIN GROUP LTD	6,025	16,410	\$396,000	\$631.12	4 C112
3610663000	236	240 W	WISCONSIN	HOTEL INVESTMENT PROPERTY	4,075	32,255	\$2,730,000	\$4,350.88	4 C313
3610664113	310	310 W	WISCONSIN	FEDERAL PLAZA ASSOCIATES	97,000	693,953	\$34,073,000	\$54,303.10	4 C311
3610665100	736	748 N	4TH	TOWNE REALTY, INC	22,200	120,444	\$2,725,000	\$4,342.91	4 C312
3610702000	815	819 W	WISCONSIN	TOWNE REALTY, INC	4,576	4,576	\$97,400	\$155.23	4 C900
3610703000	801	813 W	WISCONSIN	TOWNE REALTY, INC	22,057	22,057	\$384,000	\$611.99	4 C900
3610707110	735	735 W	WISCONSIN	TOWNE PETERSON LLC	63,000	111,109	\$2,968,000	\$4,730.19	4 C312
3610709100	625	625 N	7TH	TOWNE PETERSON LLC	7,275	7,275	\$97,100	\$154.75	4 C900
3610711000	712	714 W	MICHIGAN	7TH & MICHIGAN ASSOCIATES,	7,500	29,869	\$790,920	\$1,260.51	4 C313
3610712000	700	700 W	MICHIGAN	7TH & MICHIGAN ASSOCIATES,	15,000	27,802	\$730,080	\$1,163.55	4 C312
3610713111	633	633 W	WISCONSIN	THE CLARK BUILDING	71,400	424,295	\$8,456,000	\$13,476.57	4 C312
3610714111	611	611 W	WISCONSIN	DOWNTOWN VENTURES LLP	41,955	172,609	\$7,420,000	\$11,825.46	4 C600
3610719112	509	509 W	WISCONSIN	MILW CITY CENTER LLC	4,125,000	1,113,000	\$33,100,000	\$52,752.40	4 C600
3610739120	615	615 N	4TH	BOSTCO LLC	48,000	280,872	\$2,747,000	\$4,377.97	4 C460
3610750100	211	219 W	WISCONSIN	FB PROPERTIES JOINT VENTURE	24,000	105,078	\$3,150,000	\$5,020.24	4 C312
3610776114	105	105 W	MICHIGAN	105 111 LLC	93,989	357,660	\$15,279,000	\$24,350.57	4 C312
3610781000	555	555 N	PLANKINTON	IVORY RETAIL OFFICE INVESTORS LLC	40,000	152,463	\$3,006,000	\$4,790.75	4 C460
3610785100	503	521 N	PLANKINTON	FB PROPERTIES JOINT VENTURE	40,000	40,000	\$839,000	\$1,337.14	4 C900
3610786100	522	522 N	2ND	WISPARK LLC	32,500	76,642	\$1,568,000	\$2,498.97	4 C313
3610788000	176	176 W	CLYBOURN	FB PROPERTIES JOINT VENTURE	4,800	4,800	\$103,000	\$164.15	4 C900
3610789100	176	176 W	CLYBOURN	MILWAUKEE & ST PAUL RAILWAY	2,565	2,565	\$56,000	\$89.25	4 C900
3610790100	500	500 N	2ND	SOO LINE RAILROAD COMPANY	135	135	\$4,700	\$7.49	4 C900
3610799110	409	435 W	MICHIGAN	ISTAR CTL I LP	64,000	236,218	\$17,337,000	\$27,630.47	4 C311
3610814122	501	501 W	MICHIGAN	TIME INSURANCE COMPANY	127,718	370,160	\$25,350,000	\$40,401.01	4 C311
3610822110	633	633 W	MICHIGAN	DONALD R DREISKE	80,311	96,022	\$3,469,000	\$5,528.64	4 C600
3610825120	525	525 N	6TH	HONEYWELL, INC.	29,752	19,779	\$1,054,000	\$1,679.79	4 C313

3610834210	545	545 N	JAMES LOVELL	ST	7TH & MICHIGAN ASSOCIATES,	5,625	\$113,000	\$180.09	4 C900
3610835000	555	555 N	JAMES LOVELL	ST	THE SCHELLER JOINT REVOCABLE	5,046	\$383,000	\$610.40	4 C160
3610840111	803	803 W	MICHIGAN	ST	TOWNE REALTY, INC	132,334	\$3,912,000	\$6,234.66	4 C312
3610849100	531	533 N	8TH	ST	TOWNE REALTY, INC	9,600	\$85,600	\$136.42	4 C900
3610850110	521	521 N	8TH	ST	TOWNE REALTY, INC	7,200	\$245,000	\$390.46	4 C400
3610872110	431	431 N	5TH	ST	NATHAN APPLEBAUM, HYMAN A	159,679	\$1,051,000	\$1,675.01	4 C400
3610876100	404	404 W	ST PAUL	AV	CULLEN OAKLAND INC.	30,000	\$610,000	\$972.17	4 C900
3610877000	422	422 N	5TH	ST	CAFFEINE FACTORY LLC	7,500	\$305,000	\$486.09	4 C402
3610878100	420	420 W	ST PAUL	AV	FRANK G O'CONNOR JR	124,245	\$882,000	\$1,405.67	4 C400
3610886000	423	423 N	3RD	ST	DETHLOFF REVOCABLE TRUST	7,500	\$575,900	\$917.83	3 I100
3610888100	411	411 N	3RD	ST	D F INVESTMENTS	10,692	\$139,000	\$221.53	4 C400
3610901100	400	410 N	3RD	ST	CULLEN OAKLAND INC.	15,000	\$340,000	\$541.87	4 C900
36111713100	601	601 W	WELLS	ST	ALLRIGHT CORPORATION	158,916	\$5,000,000	\$7,968.64	4 C460
3611175000	738	740 N	JAMES LOVELL	ST	SHARED DOG VENTURES LLC	2,000	\$250,000	\$398.43	4 C920
3611176000	746	746 N	JAMES LOVELL	ST	STEVEN M LECHTER &	1,750	\$107,000	\$170.53	4 C160
3611177000	728	728 N	JAMES LOVELL	ST	LOVELL DEVELOPMENT LLC	15,000	\$500,000	\$796.86	4 C400
3611178100	723	723 N	6TH	ST	ALLRIGHT REALTY COMPANY	12,000	\$373,000	\$594.46	4 C900
36111721000	626	638 W	WISCONSIN	AV	THE CENTRAL MARKET PLACE CO	16,312	\$398,000	\$634.30	4 C900
36111720000	612	624 W	WISCONSIN	AV	WISCONSIN AVENUE PROPERTY	54,748	\$890,000	\$1,418.42	7 C104
36111723000	606	606 W	WISCONSIN	AV	MJM PARTNERSHIP	10,500	\$1,946,000	\$3,101.40	4 C313
3611601100	1104	1122 N	OLD WORLD THIRD	ST	RIVERFRONT PLAZA JOINT	105,328	\$8,816,000	\$14,050.31	4 C312
3611841110	1610	1610 N	2ND	ST	THE BREWERY WORKS INC	92,039	\$7,500,000	\$11,952.96	4 C310
3611842000	111	119 W	PLEASANT	ST	SCHLITZ PARK ASSOCIATES I	45,479	\$770,000	\$1,227.17	4 C310
3611844000	101	101 W	PLEASANT	ST	SCHLITZ PARK ASSOCIATES II	36,986	\$3,169,000	\$5,050.52	4 C310
3611852110	1542	1542 N	2ND	ST	SCHLITZ PARK ASSOCIATES II	51,181	\$127,000	\$202.40	4 C402
3611891000	1407	1441 N	MARTIN L KING JR	DR	GROHMAN INDUSTRIES INC	14,439	\$763,000	\$1,216.01	2 C400
3611901000	730	730 N	PLANKINTON	AV	MILWAUKEE RIVERFRONT PROPERTIES	405	\$241,000	\$384.09	4
3611951000	230	W	CHERRY	ST	THE BREWERY WORKS INC	41,463	\$375,700	\$598.76	
3611952000	210	W	CHERRY	ST	THE BREWERY WORKS INC	33,377	\$304,200	\$484.81	
3611953000	205	W	GALENA	ST	THE BREWERY WORKS INC	126,761	\$473,000	\$753.83	
3611954000	215	W	PLEASANT	ST	SCHLITZ PARK ASSOC II LTD	109,335	\$2,807,000	\$4,473.59	
3611961000	201	W	PLEASANT	ST	THE BREWERY WORKS INC	73,862	\$811,900	\$1,293.95	
3611962000	1500	N	2ND	ST	SCHLITZ PARK ASSOCIATES I	43,627	\$400,000	\$637.49	
3611963000	101	E	PLEASANT	ST	SCHLITZ PARK ASSOCIATES I	165,146	\$1,551,200	\$2,472.19	
3910101000	900	900 W	WISCONSIN	AV	WISCONSIN CLUB	118,250	\$4,194,000	\$6,684.10	4 C171
3920001111	751	751 N	PLANKINTON	AV	RIMKO REALTY LLP	15,604	\$519,000	\$827.14	4 C460
3920001121	135	135 W	WELLS	ST	GERMANIA LTD LIABILITY CO	14,682	\$2,354,000	\$3,751.64	4 C312
3920202000	843	863 N	PLANKINTON	AV	THANKS A LOT LLC	22,771	\$798,000	\$1,271.80	4 C900
3920203000	840	840 N	OLD WORLD THIRD	ST	JOANNE L CHARLTON	3,431	\$705,000	\$1,123.58	4 C313
3920302000	104	104 E	MASON	ST	CITY HALL SQUARE LLC	123,920	\$6,236,000	\$9,938.49	4 C400
3920401110	773	773 N	WATER	ST	WATER STREET INVESTMENT	73,250	\$6,050,000	\$9,642.06	4 C112
3920411000	753	757 N	WATER	ST	DERMOND ASSOCIATES LLC	10,025	\$850,000	\$1,354.67	4 C112
3920601110	733	745 N	WATER	ST	COMPASS PROPERTIES	300,871	\$13,009,000	\$20,732.81	4 C312
3920601120	731	731 N	WATER	ST	COMPASS PROPERTIES	81,039	\$1,135,000	\$1,808.88	4 C313
3920604110	100	100 E	WISCONSIN	AV	100 EAST WISCONSIN AVENUE	422,865	\$52,594,000	\$83,820.54	4 C311
3920605111	111	111 E	WISCONSIN	AV	PLAZA BLDG MANAGEMENT CORP	472,607	\$26,661,000	\$42,490.39	4 C311
3920614111	543	543 N	WATER	ST	BANC OONE BUILDING	286,884	\$6,354,000	\$10,126.55	4
3920651000	225	225 E	MICHIGAN	ST	MACKIE BUILDING COMPANY	45,975	\$1,868,000	\$2,977.08	4 C313
3920652100	525	531 N	BROADWAY	ST	EPA LLC	14,400	\$514,000	\$819.18	4 C900
3920656000	511	511 N	BROADWAY	ST	EPA LLC	7,200	\$264,000	\$420.74	4 C999
3920657000	503	507 N	BROADWAY	ST	DAVID V UHLEIN JR	7,200	\$236,000	\$376.12	4 C900
3920658000	500	500 N	WATER	ST	TAXMAN INVESTMENT CO	66,913	\$2,020,000	\$3,219.33	4 C160

Account Number	Account Type	Account Name	Account Description	Account Address	Account City	Account State	Account Zip	Account Phone	Account Fax	Account Email	Account Website	Account Status	Account Balance	Account Due Date	Account Term	Account Interest	Account Fee	Account Penalty	Account Other
3920659000	510	ST	WATER	TAXMAN INVESTMENT COMPANY	4,800	4,800	\$103,000					4	C900	\$164.15					
3920660100	514	ST	WATER	C-SYSTEMS INC	2,400	7,200	\$184,000					4	C112	\$293.25					
3920660200	518	ST	WATER	ST PAUL CROSSING LLP	4,800	16,616	\$343,000					4	C112	\$546.65					
3920661000	524	ST	WATER	ALISON ROSTANKOWSKI	2,400	8,800	\$225,000					4	C112	\$358.59					
3920662000	530	ST	WATER	WOMENS HEALTH SERV OF WI INC	4,800	10,000	\$452,000					4	C313	\$720.37					
3920663000	532	ST	WATER	SUPERIOR OFFICE SERVICE INC	4,800	16,800	\$256,000					4	C112	\$407.99					
3920664000	207	ST	MICHIGAN	MITCHELL BUILDING CORP	9,600	42,600	\$1,712,000					4	C313	\$2,728.46					
3920665000	229	AV	WISCONSIN	LEGAL AID SOCIETY OF MILW	3,977	48,000	\$782,000					4	C313	\$1,246.30					
3920666000	219	AV	WISCONSIN	MILWAUKEE BUILDING CORP	8,000	13,000	\$722,000					4	C112	\$1,150.67					
3920667000	631	AV	BROADWAY	MILWAUKEE BUILDING CORP	4,800	5,740	\$191,000					4	C112	\$304.40					
3920668000	627	AV	BROADWAY	MILWAUKEE BUILDING CORP	2,400	4,800	\$163,000					4	C112	\$259.78					
3920669000	625	AV	BROADWAY	MILWAUKEE BUILDING CORP	2,400	3,776	\$198,000					4	C112	\$315.56					
3920670000	611	AV	BROADWAY	JOSEPH IANNELLI & GRACE HW &	21,600	79,609	\$3,043,000					4	C313	\$4,849.71					
3920671000	210	ST	MICHIGAN	LOYALTY BUILDING CORP	7,200	22,620	\$0					4	C313	\$0.00					
3920672100	610	ST	WATER	GRAND AVENUE CLUB INC	6,000	18,000	\$422,000					4	C313	\$672.55					
3920674000	622	ST	WATER	TOON CITY II LLC	8,400	42,000	\$1,419,000					4	C313	\$2,261.50					
3920675000	624	ST	WATER	TOON CITY INC	2,400	8,300	\$494,000					4	C112	\$787.30					
3920676000	628	ST	WATER	ELK VI LLC	4,740	14,400	\$661,000					4	C112	\$1,053.45					
3920677110	632	ST	WATER	ELK VI LLC	6,120	6,120	\$291,000					4	C999	\$463.77					
3920681100	205	AV	WISCONSIN	TOON CITY INC	8,400	40,670	\$2,141,000					4	C112	\$3,412.17					
3920683000	225	ST	MASON	IRON BLOCK ASSOCIATES	3,900	30,848	\$1,618,000					4	C313	\$2,578.65					
3920689113	250	ST	WISCONSIN	TWO TWENTY FIVE PTNRS LTD	40,275	332,148	\$17,969,000					4	C311	\$28,637.70					
3920690113	200	AV	WISCONSIN	EAST MILWAUKEE OPERATING ASSOC I	15,800	153,201	\$7,366,000					4	C312	\$11,739.40					
3920696100	718	ST	WATER	700 NORTH WATER LLC	16,800	0	\$4,346,000					4	C460	\$6,926.34					
3920697000	734	ST	WATER	100 E WISCONSIN AV J. V.	12,000	96,000	\$1,478,000					4	C460	\$2,355.53					
3920700100	769	ST	BROADWAY	COMPASS PROPERTIES	14,080	14,080	\$590,000					4	C900	\$940.30					
3920702000	751	ST	BROADWAY	MARSHALL & ILSLEY BANK	9,600	67,200	\$1,755,000					4	C313	\$2,796.99					
3920703000	226	ST	MASON	757 N BROADWAY LLC	1,260	3,282	\$179,000					4	C112	\$285.28					
3920704000	224	ST	MASON	PENTA LLC	1,140	2,862	\$128,000					4	C112	\$204.00					
3920705100	216	ST	WATER	PENTA LLC	2,400	9,410	\$543,000					4	C921	\$865.39					
3920707111	778	ST	WATER	GRAY MAIDEN LLC	63,600	492,954	\$29,598,000					4	C311	\$47,171.17					
3920714110	777	ST	MILWAUKEE	M & I BUILDING CORP	21,600	64,890	\$1,290,000					4	C460	\$2,055.91					
3920715000	767	ST	MILWAUKEE	MILWAUKEE ATHLETIC CLUB	7,200	21,600	\$406,000					4	C460	\$647.05					
3920716000	763	ST	MILWAUKEE	MILWAUKEE ATHLETIC CLUB	2,400	3,268	\$148,000					4	C160	\$235.87					
3920717000	753	ST	MILWAUKEE	MILWAUKEE ATHLETIC CLUB	12,000	52,544	\$2,060,000					4	C312	\$3,283.08					
3920718100	758	ST	BROADWAY	MILWAUKEE ATHLETIC CLUB	28,740	186,550	\$6,990,000					4	C171	\$11,140.16					
3920723000	792	ST	BROADWAY	MILWAUKEE ATHLETIC CLUB	7,200	7,200	\$304,000					4	C900	\$484.49					
3920725000	733	ST	MILWAUKEE	PETER J KONDOS	5,880	5,878	\$259,000					4	C110	\$412.78					
3920726000	725	ST	MILWAUKEE	LEO R LICHTER, TRUSTEE OF	7,200	15,708	\$634,000					4	C112	\$1,010.42					
3920728000	324	AV	WISCONSIN	TOWNE REALTY INC	12,000	117,166	\$6,233,000					4	C312	\$9,933.71					
3920729000	312	AV	WISCONSIN	D&K MANAGEMENT LLC	14,400	68,655	\$4,280,000					4	C312	\$6,821.16					
3920733000	329	AV	WISCONSIN	JOHNSON BANK	3,400	13,846	\$1,501,000					4	C112	\$2,392.19					
3920734000	327	AV	WISCONSIN	HOWARD D SPECTOR	3,800	17,000	\$383,000					4	C112	\$610.40					
3920735000	319	AV	WISCONSIN	HOWARD D SPECTOR	7,200	28,800	\$537,000					4	C112	\$855.83					
3920736000	629	ST	MILWAUKEE	HOWARD D SPECTOR	3,000	9,000	\$177,000					4	C112	\$282.09					
3920737000	627	ST	MILWAUKEE	HOWARD D SPECTOR	2,400	6,400	\$136,000					4	C112	\$216.75					
3920738000	625	ST	MILWAUKEE	HOWARD D SPECTOR	16,200	65,106	\$1,554,000					4	C112	\$2,476.65					
3920739000	322	ST	MICHIGAN	SWITCH & DATA WI ONE LLC	7,200	39,423	\$1,709,000					4	C313	\$2,723.68					
3920740000	602	ST	BROADWAY	THE MC GEOCH REALTY GROUP	7,200	25,966	\$2,057,000					4	C112	\$3,278.30					
3920741000	508	ST	BROADWAY	606 N BROADWAY PARTNERSHIP	3,600	13,480	\$290,000					4	C112	\$462.18					
3920742000	612	ST	BROADWAY	A & K ENTERPRISES	3,600	3,600	\$278,000					4	C112	\$443.06					
3920743000	618	ST	BROADWAY	SGG 618 BROADWAY LLC	9,000	30,000	\$443,000					4	C112	\$706.02					

3920745000	301	315 E	WISCONSIN	AV	MARSHALL BLOCK, INC	16,200	51,914	\$763,000	\$1,216.01	4 C112
3920748000	322	330 E	CLYBOURN	ST	MICHAEL A IANNELLI & KAREN	10,320	10,320	\$382,000	\$608.80	4 C900
3920749000	320	320 E	CLYBOURN	ST	LORETTE RUSSENBARGER	4,080	11,730	\$389,000	\$619.96	4 C112
3920783000	433	433 E	MICHIGAN	ST	SAF CORP NKA	18,240	81,834	\$2,433,300	\$3,878.02	3 I100
3920784000	517	517 N	JEFFERSON	ST	SAF CORP NKA	17,760	17,760	\$484,000	\$771.36	4 C900
3920785000	501	501 N	JEFFERSON	ST	PETERS & FRISCH INV CO INC	7,200	10,760	\$744,000	\$1,185.73	4 C313
3920786000	412	412 E	CLYBOURN	ST	MARIETTA SCHIELD	2,400	2,400	\$99,100	\$157.94	4 C900
3920787000	500	500 N	MILWAUKEE	ST	UNIVERSAL FOODS CORPORATION	14,400	14,400	\$351,000	\$559.40	3 C016
3920787111	411	433 E	WISCONSIN	AV	TEACHERS INSURANCE & ANNUITY	117,840	654,165	\$89,180,000	\$142,128.68	4 C311
3920801100	424	424 E	WISCONSIN	AV	PFISTER CORPORATION	43,200	391,430	\$27,953,000	\$44,549.48	4 C600
3920803100	400	408 E	WISCONSIN	AV	CURRY-PIERCE LTD PTRNSHP	6,560	24,000	\$1,793,000	\$2,857.55	4 C112
3920806000	718	720 N	MILWAUKEE	ST	PALERMATHEN LLC	4,800	12,000	\$558,000	\$889.30	4 C112
3920807000	722	722 N	MILWAUKEE	ST	LCD 728 MILW LLC	2,400	6,080	\$284,000	\$452.62	4 C112
3920808000	724	728 N	MILWAUKEE	ST	LCD 728 MILW LLC	4,800	9,200	\$364,000	\$580.12	4 C112
3920809000	730	730 N	MILWAUKEE	ST	C M SCHMIDT	2,400	6,000	\$106,000	\$168.94	4 C112
3920810000	411	748 E	MASON	ST	HOTEL METRO LLC	14,400	62,343	\$2,800,000	\$4,462.44	4 C313
3920811000	419	433 E	WELLS	ST	DANIEL J HELFER	7,200	7,143	\$639,000	\$1,018.39	4 C110
3920812000	787	789 N	JEFFERSON	ST	MARVIN A ZETLEY	3,600	3,094	\$234,000	\$372.93	4 C112
3920813000	783	785 N	JEFFERSON	ST	MARVIN A ZETLEY	3,600	4,182	\$195,000	\$310.78	4 C112
3920814000	775	781 N	JEFFERSON	ST	SELZER-ORNST COMPANY	7,200	24,684	\$1,172,000	\$1,867.85	4 C921
3920815000	771	773 N	JEFFERSON	ST	FOX PROPERTIES LLC	2,400	5,900	\$235,000	\$374.53	4 C112
3920816000	767	769 N	JEFFERSON	ST	CAROL HARTTER	4,800	12,160	\$313,000	\$498.84	4 C112
3920817000	751	765 N	JEFFERSON	ST	WATTS, GEORGE	8,160	15,360	\$817,000	\$1,302.08	4 C112
3920818000	416	424 E	MASON	ST	M&I MARSHALL & ILSLEY BANK	6,240	578	\$304,000	\$484.49	4 C800
3920819000	752	764 N	MILWAUKEE	ST	FILLMORE BUILDING LLC	17,880	44,194	\$3,113,000	\$4,961.28	4 C313
3920820000	770	772 N	MILWAUKEE	ST	MICHAEL LORD	4,920	7,834	\$371,000	\$591.27	4 C313
3920821000	776	778 N	MILWAUKEE	ST	PAPPAS ENTERPRISES INC	6,000	10,716	\$446,000	\$710.80	4 C112
3920829100	770	770 N	JEFFERSON	ST	WASHINGTON SQUARE ASSOCIATES	30,480	277,439	\$5,508,000	\$8,778.25	4 C312
3920833110	788	788 N	JEFFERSON	ST	788 BUILDING LIMITED PARTNERSHIP	15,240	160,432	\$5,650,000	\$9,004.56	4 C312
3920838100	731	741 N	JACKSON	ST	WASHINGTON SQUARE ASSOCIATES	38,100	38,100	\$1,968,000	\$3,136.46	4 C900
3920839000	526	526 E	WISCONSIN	ST	JACKSON STREET REAL ESTATE	15,240	108,214	\$5,386,000	\$8,583.82	4 C312
3920840100	522	522 E	WISCONSIN	AV	PALMOLIVE BLDG CO LTD PTSHP	7,200	18,000	\$1,833,000	\$2,921.30	4 C313
3920841100	510	510 E	WISCONSIN	AV	MUTUAL S & L ASSN	8,040	8,040	\$593,000	\$945.08	4 C900
3920842110	706	706 N	JEFFERSON	ST	MUTUAL S & L ASSN	8,040	16,370	\$909,000	\$1,448.70	4 C313
3920844100	720	720 N	JEFFERSON	ST	THE MILWAUKEE CLUB	9,600	18,483	\$844,000	\$1,345.11	4 C920
3920848100	507	507 E	MICHIGAN	ST	MUTUAL S & L ASSN	4,800	4,800	\$256,500	\$408.79	4 C900
3920886113	615	615 E	MICHIGAN	ST	JOHNSON CONTROLS INC	89,200	92,026	\$22,470,600	\$35,812.03	4 C313
3920908111	617	617 E	WISCONSIN	AV	LEWIS CENTER LLC	91,440	149,760	\$7,955,000	\$12,678.11	4 C313
3920919111	727	733 N	VAN BUREN	ST	NORTHWESTERN MUTUAL	21,600	142,748	\$11,761,000	\$18,743.84	4 C312
3920924000	600	606 E	WISCONSIN	AV	VAN BUREN BUILDING COMPANY,	7,200	19,272	\$8,096,000	\$12,902.82	4 C312
3920930100	732	732 N	JACKSON	ST	600 WISCONSIN LLC	16,500	80,950	\$1,048,000	\$1,670.23	4 C312
3920934000	771	773 N	VAN BUREN	ST	JACKSON BUILDING COMPANY	2,400	4,040	\$2,768,000	\$4,411.44	4 C112
3920935000	765	769 N	VAN BUREN	ST	THOMAS J KUESEL	4,800	9,396	\$408,000	\$309.18	4 C313
3920936000	624	624 E	MASON	ST	MITCHELL INC	14,400	41,705	\$3,403,000	\$650.24	4 C313
3920937100	610	610 E	MASON	ST	BRUCE M PECKERMAN	4,272	13,138	\$947,800	\$5,423.46	4 C313
3920938100	604	604 E	MASON	ST	ZELM REALTY CO, PARTNERSHIP	6,225	17,560	\$821,000	\$1,510.54	7 20 7 A-
3920939000	762	762 N	JACKSON	ST	ZELM REALTY CO, PARTNERSHIP	3,870	3,870	\$165,000	\$1,308.45	4 C312
3920943100	790	790 N	JACKSON	ST	EXECUTIVE CLUB LIMITED	14,960	45,089	\$2,530,000	\$262.97	4 C999
3921178100	1005	1005 N	EDISON	ST	ROJAHN & MALANEY CO	18,640	18,784	\$521,000	\$4,032.13	4 C313
3921179100	100	110 E	STATE	ST	ROJAHN & MALANEY CO	5,875	5,875	\$349,000	\$830.33	4
3921183100	113	113 E	JUNEAU	AV	ZILBER FAMILY PARTNERSHIP	3,590	1,938	\$314,000	\$500.43	4 C160

3921186110	1147	1147 N	EDISON	ST	ZILBER FAMILY PARTNERSHIP	5,000	5,000	\$197,000	\$313.96	4 C900
3921187110	1128	1144 N	EDISON	ST	GREGG S WILKE SR	27,920	23,925	\$763,000	\$1,216.01	4 C400
3921189000	145	151 E	JUNEAU	AV	D&D REALTY ON WATER LLC	1,604	1,604	\$27,308	\$43.52	4 C900
3921192000	1139	1139 N	WATER	ST	D&D REALTY ON WATER LLC	1,080	2,448	\$219,000	\$349.03	4 C112
3921194100	1135	1135 N	WATER	ST	D&D REALTY ON WATER LLC	6,037	5,560	\$736,000	\$1,172.98	4 C560
3921196000	1129	1131 N	WATER	ST	WATER STREET INVESTMENTS	2,653	2,653	\$36,800	\$58.65	4 C999
3921197000	1127	1127 N	WATER	ST	SIDNEY GOLDBERG	2,700	2,194	\$258,000	\$411.18	4 C160
3921200000	1119	1125 N	WATER	ST	SCOTT HENRY MONICA SCHERFER	8,100	30,304	\$1,536,000	\$2,447.97	4 C112
3921202000	1115	1117 N	WATER	ST	SCOTT HENRY MONICA SCHERFER	5,400	5,400	\$182,000	\$290.06	4 C900
3921204000	1113	1113 N	WATER	ST	PRETZEL BOYS INC	2,700	2,700	\$119,000	\$189.65	4 C900
3921206000	1109	1111 N	WATER	ST	PRETZEL BOYS INC	2,700	2,240	\$237,000	\$377.71	4 C160
3921208000	1101	1107 N	WATER	ST	ROBERT C SCHMIDT JR	8,100	27,679	\$1,437,000	\$2,290.19	4 C112
3921209100	1122	1122 N	EDISON	ST	EDISON STREET PARTNERS	15,712	13,382	\$809,000	\$1,289.33	4 C400
3921304210	252	252 E	HIGHLAND	AV	GG 252 HIGHLAND LLC	14,744	54,104	\$2,000,000	\$3,187.46	4 C312
3921304220	250	250 E	HIGHLAND	AV	BREWERY HOUSING ASSOCIATES	3,494	3,494	\$82,400	\$131.32	4 C900
3921305111	1000	1000 N	MARKET	ST	MILW SCHOOL OF ENGINEERING	91,440	261,315	\$3,792,000	\$6,043.42	4 C314
3921333111	330	330 E	WELLS	ST	FLANDERS WESTBOROUGH	46,920	198,073	\$6,379,000	\$10,166.39	4 C460
3921335000	828	828 N	BROADWAY	ST	828 N BROADWAY PTRNSHP	7,200	43,632	\$1,156,000	\$1,842.35	4 C313
3921353110	1008	1012 N	BROADWAY	ST	FEDERAL RESERVE BANK	13,100	37,833	\$2,245,000	\$3,577.92	4 C312
3921361000	311	311 E	JUNEAU	AV	HISTORIC HOLDINGS LLC	15,792	15,180	\$306,000	\$487.68	4 C400
3921388100	839	839 N	JEFFERSON	ST	839 N JEFFERSON ST PTRNSHP	12,000	54,260	\$5,272,000	\$8,402.13	4 C312
3921389000	831	833 N	JEFFERSON	ST	KARL R KOPP	4,800	9,240	\$401,000	\$639.08	4 C160
3921390100	825	825 N	JEFFERSON	ST	NORTHTRIDGE COMPANY	11,400	57,000	\$3,598,000	\$5,734.23	4 C312
3921391210	811	817 N	JEFFERSON	ST	CATHEDRAL SQUARE LIMITED	6,540	13,265	\$644,000	\$1,026.36	4 C112
3921391220	418	432 E	WELLS	ST	CATHEDRAL SQUARE LIMITED	8,400	16,640	\$900,000	\$1,434.36	4 C112
3921395000	840	411 N	MILWAUKEE	AV	D&K MANAGEMENT LLC	14,400	46,607	\$4,108,000	\$6,547.04	4 C312
3921509111	716	716 E	CLYBOURN	ST	US BANK	104,306	298,332	\$8,436,000	\$13,444.69	4 C460
3921529110	777	777 E	WISCONSIN	AV	US BANK	108,140	1,077,607	\$169,583,000	\$270,269.20	4 C311
3921546000	720	720 E	WISCONSIN	AV	NORTHWESTERN MUTUAL LIFE	91,440	322,007	\$28,660,000	\$45,676.25	4 C311
3921558000	711	711 E	KILBOURN	AV	SR BODIES LLC	14,290	14,290	\$285,800	\$455.49	4 C999
3921561000	823	823 N	CASS	ST	REBEL FLATS PARTNERSHIP	4,200	5,358	\$446,000	\$710.80	4 C920
3921562000	819	819 N	CASS	ST	TODD ROBERT MURPHY	3,600	3,250	\$317,000	\$505.21	4 C920
3921563000	815	815 N	CASS	ST	MARGALETTE M DEMET	4,200	5,710	\$335,000	\$533.90	4 C920
3921565000	801	805 N	CASS	ST	BENJAMIN'S TOO, INC	2,400	4,022	\$279,000	\$444.65	4 C112
3921566000	724	726 E	WELLS	ST	CLARK WELLS LLC	2,400	2,014	\$169,000	\$269.34	4 C920
3921567000	718	718 E	WELLS	ST	CLARK WELLS LLC	3,400	5,129	\$310,000	\$494.06	4 C112
3921569000	802	802 N	VAN BUREN	ST	WIN 3 LLC	2,310	5,256	\$425,000	\$677.33	4 C102
3921574100	822	822 N	VAN BUREN	ST	WIS SCOTTISH RITE BODIES	22,965	22,965	\$734,000	\$1,169.80	4 C900
3921620000	829	829 N	MARSHALL	ST	DANIEL R MC CORMICK,	7,219	4,195	\$362,000	\$576.93	4 C920
3921621000	817	819 N	MARSHALL	ST	MARSHALL ST LLC	9,000	9,086	\$627,000	\$999.27	4 C920
3921622100	807	809 N	MARSHALL	ST	TAXMAN INVESTMENT CO	12,000	12,000	\$351,000	\$559.40	4 C900
3921636110	818	818 E	MASON	ST	NORTHWESTERN MUTUAL LIFE	95,832	542,005	\$46,489,000	\$74,090.83	4 C311
3921656112	800	800 E	WISCONSIN	AV	NORTHWESTERN MUTUAL LIFE	164,546	451,964	\$47,721,000	\$76,054.30	4 C460
3921679000	815	821 E	MICHIGAN	ST	US BANK	65,408	65,161	\$6,605,500	\$10,527.37	4 C460
3921700000	900	900 E	WELLS	ST	EVERETT G SMITH	5,040	3,232	\$381,000	\$607.21	4 C920
3921809111	404	404 E	LYON	ST	USL LAND LLC	17,950	0	\$98,800	\$157.46	3 IL00
3921818112	1531	1531 N	WATER	ST	USL LAND LLC	172,498	335,397	\$1,423,200	\$2,268.19	3 I100
3921941130	310	E	KNAPP	ST	1300 BROADWAY LLC	31,438	57,025	\$10,090,000	\$16,080.72	2 C402
3922061100	1433	1475 N	WATER	ST	BROOKWATER LTD PARTNERSHIP	51,277	71,057	\$1,847,000	\$2,943.62	2 C400
3922062100	1421	1421 N	WATER	ST	BERNARD J PECK & MIRIAM PECK	23,380	12,536	\$645,000	\$1,027.95	2 C400
3922077000	1301	1357 N	EDISON	ST	PARKING MANAGEMENT OF	45,618	45,618	\$1,224,000	\$1,950.72	4 C900
3922096112	1303	1303 N	BROADWAY	ST	M&I BUILDING CORP	70,854	70,854	\$1,062,800	\$1,693.81	4 C900

Account Number	Address	City	State	Zip	77,400	77,400	77,400	\$2,097,000	\$3,342.05	4 C900
3922127100	M & I MARSHALL & ILSLEY BANK	ST	ST	1214 N	4,821	4,821	4,821	\$744,000	\$1,185.73	4 C112
3922131000	BERNARD J PAGET	ST	ST	1247 N	2,410	2,410	2,410	\$115,000	\$183.28	4 C920
3922132000	DOUGLAS J WIED & SHIRLEY HW	ST	ST	1243 N	9,642	9,642	9,642	\$334,000	\$532.31	4 C900
3922133100	BERNARD J PAGET	ST	ST	1233 N	8,437	8,437	10,535	\$811,000	\$1,292.51	4 C160
3922136000	WARD & KENNEDY CO	ST	ST	1227 N	3,616	3,616	3,616	\$93,900	\$149.65	4 C900
3922137000	THOMAS DEER	ST	ST	1219 N	4,420	4,420	4,420	\$162,000	\$258.18	4 C112
3922138000	THOMAS DEER	ST	ST	1215 N	2,230	2,230	2,230	\$314,000	\$500.43	4 C112
3922139000	THOMAS DEER	ST	ST	1213 N	2,642	2,642	3,608	\$259,000	\$412.78	4 C112
3922140000	LESZ INC	ST	ST	1211 N	2,410	2,410	2,510	\$626,000	\$997.67	4 C112
3922141000	BARBARA L SHAFTON, SHAFTON	ST	ST	1207 N	4,200	4,200	12,144	\$132,000	\$210.37	4 C112
3922142000	CHARLOTTE VOLK	AV	AV	148 E	1,200	1,200	3,420	\$177,000	\$282.09	4 C160
3922143000	CHARLOTTE VOLK	AV	AV	144 E	1,800	1,800	1,800	\$302,000	\$481.31	4 C160
3922146100	DOUGLAS A ROSSI	AV	AV	134 E	7,259	7,259	3,592	\$618,000	\$984.92	4 C312
3922149110	1232 NORTH EDISON LLC	ST	ST	1232 N	23,513	23,513	17,112	\$648,400	\$1,033.37	4 C900
3922150110	1201 NORTH EDISON LLC	ST	ST	1201 N	25,932	25,932	25,932	\$22,119,000	\$35,251.67	4 C311
3922301100	MORTGAGE GUARANTY INSURANCE	AV	AV	250 E	105,851	105,851	210,552	\$18,330,000	\$29,213.04	4 C600
3922352000	MIP MILWAUKEE LLC	AV	AV	139 E	29,229	29,229	214,710	\$47,604,000	\$75,867.84	4 C311
3922361000	GREAT LAKES REIT LP	AV	AV	111 E	26,738	26,738	378,717	\$3,165,000	\$5,044.15	4 C312
3922401000	HALES CORNERS DEV CORP	ST	ST	815 N	15,936	15,936	30,793	\$0	\$0.00	
3922402000	BADGER XIX LTD PARTNERSHIP &	AV	AV	E	34,144	34,144	34,144	\$1,100,000	\$1,753.10	4 C311
3922423000	BEVERLY HILLS PROPERTIES	ST	ST	1010 N	2,593	2,593	11,860	\$31,664,000	\$50,463.81	4 C311
3922424000	ANTHONY A PALERMO	ST	ST	1000 N	59,645	59,645	283,450	\$3,000,000	\$4,781.18	4 C313
3922431000	RIVER BANK PLAZA BLDG	AV	AV	744 N	34,627	34,627	65,635	\$3,508,000	\$5,590.80	4
3922432000	CITY HALL SQUARE LLC	ST	ST	137 E	35,032	35,032	94,167	\$329,000	\$524.34	4
3922441000	ROYAL TAXMAN	ST	ST	115 E	5,923	5,923	8,014	\$181,000	\$288.46	4
3922442000	PACHEFSKY PROP LLC	ST	ST	767 N	2,001	2,001	4,000	\$192,000	\$306.00	4
3922511000	DAVID D VOIGHT	ST	ST	765 N	2,001	2,001	4,000	\$439,000	\$699.65	4
3922512000	TAP PROPERTIES LLC	ST	ST	761 N	1,801	1,801	4,617	\$280,000	\$446.24	4
3922513000	DEAN N JENSEN	ST	ST	759 N	1,751	1,751	3,340	\$663,000	\$1,056.64	4
3922514000	STOUT BROTHERS LLC	ST	ST	771 N	2,666	2,666	7,983	\$341,000	\$543.46	4
3922531000	1101 N MARKET ST PARTNERS	ST	ST	223 E	13,873	13,873	13,873	\$2,370,000	\$3,777.14	4
3922552000	1101 N MARKET ST PARTNERS	ST	ST	1101 N	30,803	30,803	60,069	\$28,200	\$44.94	4
3922571000	MARKET STREET PARTNERS II	ST	ST	1124 N	2,353	2,353	2,353	\$1,000,000	\$1,593.73	4
3922572000	MARKET STREET PARTNERS II	ST	ST	1114 W	15,345	15,345	12,778	\$42,743,000	\$68,120.72	4 C311
3930402100	FLANDERS WESTBOROUGH	AV	AV	330 E	79,123	79,123	457,480	\$2,389,000	\$3,807.42	4 C314
3930412000	HISTORIC HOLDINGS LLC	ST	ST	1020 N	12,492	12,492	37,673	\$7,790,000	\$12,415.14	4 C460
3930462000	NORTHWESTERN LIFE INS CO	ST	ST	777 N	71,751	71,751	0	\$535,000	\$852.64	4 C921
3930471000	BRUCE M PECKERMAN	ST	ST	920 E	467	467	5,635			

Account Number	Account Name	State	Address	City	Zip	Balance	Code
3930532000	MASON	ST	BRUCE M PECKERMAN &		7,956	\$239,000	4 C900
3930541000	MILWAUKEE	ST	TIMOTHY TUTTLE		470	\$206,000	4 C120
3930581000	MILWAUKEE	ST	DJDL HOLDINGS LLC		2,379	\$251,000	4 C402
3930592000	MILWAUKEE	ST	PLANET DEVELOPMENT LLC		2,330	\$344,000	4 C999
3930601000	WELLS	ST	CATHEDRAL PLACE, LLC		17,442	\$11,250,000	4 C133
3930602000	WELLS	ST	CATHEDRAL PLACE, LLC		1,957	\$1,385,000	4 C133
3930604000	WELLS	ST	CATHEDRAL CONDOMINIUMS, LLC		4,891	\$12,000,000	4 C133
3930611000	MILWAUKEE	ST	G/S PARTNERSHIP		475	\$41,200	4 C112
3930612000	MILWAUKEE	ST	G/S PARTNERSHIP		1,491	\$90,200	4 C112
3930613000	MILWAUKEE	ST	G/S PARTNERSHIP		1,490	\$78,700	4 C112
3930614000	MILWAUKEE	ST	G/S PARTNERSHIP		1,440	\$85,600	4 C112
3930631000	WELLS	ST	UNIVERSITY CLUB OF MILWAUKEE		18,326	\$2,255,000	4 C112
3930632000	PROSPECT	ST	UNIVERSITY CLUB OF MILWAUKEE		41,242	\$3,711,800	4 C112
3960251000	CASS	AV	US BANK		52,297	\$13,861,000	4 C112
3960252100	WISCONSIN	AV	GRAND VIEW DEVELOPMENT PARTNER:		61,954	\$38,000,000	4 C112
3970102100	3RD	ST	CULLEN OAKLAND INC		7,500	\$150,000	4 C112
3970106111	ST PAUL	AV	350 SAINT PAUL LLC		387,684	\$15,400,000	4 C112
3970108111	PLANKINTON	AV	JULIUS BERNSTEIN IRR TRUST		90,700	\$1,338,000	4 C112
3970152100	MICHIGAN	ST	MILWAUKEE HOTEL VENTURE LTD PART		44,457	\$11,224,000	4 C112
3970162110	WISCONSIN	AV	THE GRAND AVE CORP &		62,869	\$3,437,300	4 C112
3970173100	WISCONSIN	AV	FB PROPERTIES JOINT VENTURE		12,734	\$2,000,000	4 C112
3970181110	WISCONSIN	AV	BOSTCO, LLC		10,714	\$451,000	4 C112
3970181111	WISCONSIN	AV	MILWAUKEE REDEVELOPMENT CORP		5,090	\$474,000	4 C112
3970185000	WISCONSIN	AV	BOSTCO, LLC		14,167	\$1,774,000	4 C112
3970192100	ST PAUL	AV	PALMOLIVE BUILDING COMPANY		378	\$69,200	4 C112
3970193100	ST PAUL	AV	PALMOLIVE BUILDING COMPANY		4,284	\$583,000	4 C112
3970194100	ST PAUL	AV	PALMOLIVE BUILDING COMPANY		4,927	\$929,14	4 C112
3970195100	ST PAUL	AV	PALMOLIVE BUILDING COMPANY		4,927	\$596,000	4 C112
3970196100	ST PAUL	AV	PALMOLIVE BUILDING COMPANY		4,927	\$583,000	4 C112
3970197100	ST PAUL	AV	PALMOLIVE BUILDING COMPANY		4,890	\$601,000	4 C112
3970201000	WISCONSIN	AV	THE GRAND AVENUE CORP		9,345	\$894,08	4 C112
3970202000	WISCONSIN	AV	THE GRAND AVENUE CORP		4,856	\$561,000	4 C112
3970204000	WISCONSIN	AV	THE GRAND AVENUE CORP		11,636	\$342,800	4 C112
3970205000	WISCONSIN	AV	THE GRAND AVENUE CORP		11,269	\$822,500	4 C112
3970206000	WISCONSIN	AV	THE GRAND AVENUE CORP		9,345	\$797,300	4 C112
3970208100	WISCONSIN	AV	THE GRAND AVENUE CORP		4,487	\$708,000	4 C112
3970331000	WISCONSIN	AV	IVORY RETAIL OFFICE INVESTORS LLC		7,890	\$1,057,000	4 C112
3970332000	WISCONSIN	AV	IVORY RETAIL OFFICE INVESTORS LLC		89,639	\$950,000	4 C112
3970333000	WISCONSIN	AV	IVORY RETAIL OFFICE INVESTORS LLC		13,098	\$1,623,000	4 C112
3970334000	WISCONSIN	AV	IVORY HOTEL INVESTORS LLC		23,671	\$3,987,000	4 C112
3970335000	WISCONSIN	AV	AMERICAN SOCIETY FOR QUALITY INC		18,937	\$9,769,000	4 C112
3970421000	WISCONSIN	AV	IVORY RETAIL OFFICE INVESTORS LLC		15,307	\$1,793,000	4 C112
3970422000	WISCONSIN	AV	BOSTCO, LLC		19,277	\$3,442,000	4 C112
3970423000	WISCONSIN	AV	BOSTCO, LLC		26,054	\$5,351,000	4 C112
3981202100	JAMES LOVELL	ST	BADGER COACHES, INC		12,000	\$397,000	4 C470
3981203000	JAMES LOVELL	ST	BARBARA L SHAFTON		4,500	\$164,000	4 C110
3981204000	WISCONSIN	AV	BARBARA L SHAFTON		13,500	\$819,000	4 C112
TOTAL						15,010,508	\$2,452,155.00

APPENDIX D
Proposed 2005 Budget

BUSINESS IMPROVEMENT DISTRICT #21
CLEAN*SAFE*FRIENDLY
2005 BUDGET

INCOME

2005 BID #21 Assessments	\$2,452,155
Additional Income	<u>\$ 168,000</u>
TOTAL INCOME	\$2,620,155

EXPENSES

Clean Sweep Ambassador Program

Sidewalk Cleaning	\$ 486,362
Landscaping	\$ 147,110
Graffiti Removal	<u>\$ 10,300</u>
	\$ 643,772 (24.6% of total)

Public Service Ambassador Program \$ 766,620 (29.3% of total)

Administrative \$ 390,624 (14.9% of total)

Public Information/Marketing \$ 819,139 (31.3% of total)

TOTAL EXPENSES **\$2,620,155**

