

January 29, 2009

File No. 081312
3rd Amendment to Detailed Planned Development (f.k.a. Home Depot)
7401 W. Goodhope Road-Existing Vacant Home Depot Site
Milwaukee, WI -9th Aldermanic District

Boulder Venture 34 LLC is proposing to redevelop a 10.8 acre vacant commercial site formerly occupied by Home Depot at 7401 W. Goodhope Road. The site is currently zoned Detailed Planned Development for a Home Depot use and we are requesting an Amendment to the existing Detailed Planned Development to allow for a grocery store as a permitted use. Please note that this Amendment shall only apply to Lot 1 CSM #7599 as shown on the attached Certified Survey map, and does not include the two out lots. The grocery store will sell liquor (upon obtainment of a liquor license) and may have an ancillary bank use within the store. The site and building remodel plans are included in this submittal.

I am requesting that this Amendment be placed on Schedule D of the City's Zoning Change Approval Cycle.

We currently have the land under contract and the land owner, Home Depot USA Inc. has provided us with their authorization to proceed forward with this zoning Amendment.

The following site improvements currently exist on site:

- A 102,000 s.f vacant Home Depot store with an additional 27,988 s.f outdoor garden center
- Asphalt parking lot with approximately 12 light poles, 23 feet in height, installed in curbed islands.
- Two existing monument signs, one at the Good Hope entry and the other at the N. 76th street entry, both signs for the dedicated use of Home Depot. The signs are 20 feet tall and double faced with a 10'x10' Home Depot panel on each side.
- There is currently no building signage. Home Depot removed it when they vacated the store.
- Curbed islands with landscape and decorative ornamental fencing on the east lot line and wood fence along the south property line.
- In general, the site topography is relative flat and it's designed to drain to a series of catch basins throughout the parking lot.

Boulder Venture 34 LLC is proposing the following improvements as part of the grocery store redevelopment:

- Reuse of the Home Depot Building, except that the lumber canopy at the front of the building will be demolished as will the exterior building materials storage and the will call areas at the southeast corner of the Home Depot.

- The existing outdoor garden center will be left "as is". The grocery use may use this area for seasonal storage and sales.
- An area of the parking lot may also be used for seasonal sales. The attached plan shows the location of the parking lot that will be used. The grocer really does not have a set program for this area as it depends on the opportunities they may arise. At other locations they have used the area for flowers, Christmas tree sales, fireworks stands and various promotional activities. These run anywhere from a couple of days to a number of weeks depending on the event. This is not an area that is constantly occupied as it is more on an as needed basis. Temporary use of the parking lot for seasonal sales may require a minor modification to the DPD.
- Two new entry/exit vestibules will be constructed for the grocery use.
- Landscape planters will be added along the front entry sidewalk.
- The exterior of the building will be remodeled so that is consistent with the District Design Standards. This includes removal of the Home Depot orange from the existing building. Refer to the enclosed plans for remodel details.
- The existing parking lot will be reused by the grocer. Refer to the enclosed site plans for remodel changes to the site. We believe that the existing landscape, lighting, utilities, circulation, parking, loading, screening, setbacks, and open spaces conform to the District Standards based on our intended reuse of the building and site and the City's previous approval of these items when they approved the Home Depot Detailed Planned Development in 2004.
- The existing monument/pylon signs structures will be reused by the grocer. New panels will be installed on these signs displaying the name of the grocery store. We believe these signs meet the District Standards since they were already approved under Home Improvement zoning use.
- The grocer will install new building signage. The enclosed plans show a conceptual sign on the building but this is not for formal approval. A future sign package will be submitted to the City for approval.
- We believe that the grocery use, including its interior bank and liquor sales, along with the outside sales area, conform to the District's permitted uses. The grocery store use is an accepted use per the Northwest Side Comprehensive Area Plan.
- Our design plans for the exterior remodel work will conform to the District's Standards.
- Gross land area: 10.76 acres-Lot 1 CSM #7599
- Maximum land covered by Building: 3.0 acres
- Maximum land covered by parking/drives: 6.33 acres
- Open space: 0.99 acres
- The site has 395 parking spaces.
- The parcel has one building, plus the existing outdoor garden center

As part of this DPD Amendment to permit the grocery store use, we are requesting that the following grocery operations and uses will be allowed under the Amendment:

- Sale of merchandise and displays along the storefront sidewalk
- Seasonal sales areas in the front field parking lot**, which may require administrative approval or a minor modification to the DPD

- The grocer may propose installation of a flag pole and the American flag at the store entry.
- Operation of a bank and ATM within the store
- Sale of Liquor. The grocer will be responsible to secure the liquor license associated with this.

The proposed redevelopment of this parcel will enhance the area by providing a vibrant use for a now vacant building. Please contact me at 414-271-1927 if you have any questions or concerns regarding this submittal.

Best regards,



Sharon Bell
Boulder Venture

Enclosures:

- 8 copies of the "Detailed Plan Project Description and Developers Statement of Intent"
- 8 copies of plans 11"x17" showing existing (light ink) and proposed (dark ink)
- 1 copy of plans 24" x 36" showing existing (light ink) and proposed (dark ink)
- 8 copies of ALTA Survey & Certified Survey Map
- 1 copy of Written Narrative and Plan in PDF format on CD
- 1 copy of Zoning Application
- 1 copy of Affidavit for Zoning Change
- 1 check for \$1200.00/Fee to Amend DPD
- 1 Letter of Authorization from Home Depot USA



Zoning Change Application

Date: 1/06/09 Quarter Section: NW 1/4 Ald. District: 9

I/We request that the Common Council of the City of Milwaukee amend the zoning regulations as they relate to the property located at: 7401 West Good Hope Road

I/We request that the current zoning: DPD be changed to N/A (proposed zoning).

Proposal: We request a Zoning Amendment of the 2004 Detailed Planned Development to permit a full-service grocery store and to approve any exterior building and/or site alterations

Requested by: Name: Sharon Bell
 (contact person) Address: 311 E. Chicago Street, Suite 210
 Telephone: 414-271-1927 Fax: 414-271-5387
 Email: sharon@boulderventure.com

Owner: Name: (via contractual control) Boulder Venture 34 LLC
 (if different from above) Address: 311 E. Chicago Street, Suite 210
 Telephone: 414-271-1927 Fax: 414-271-5387
 Email: sharon@boulderventure.com

The undersigned states that he/she is an owner of interest in the property or an agent for the owner and that the foregoing statements are true and correct to the best of his/her knowledge and belief.



 Signature

01-06-09

 Date

FEES (NON-REFUNDABLE PER CHP 200-33, CITY CODE):

- ESTABLISH General/Detailed Planned Development: \$2,000.00 (payable to: Milwaukee City Treasurer)
- AMEND General/Detailed Planned Development: \$1,200.00
- MINOR MODIFICATION to General/Detailed PD: Use minor modification application
- *See submittal checklist for submittal requirements - www.mkedcd.org/planning
- ESTABLISH an overlay district (DIZ/SPROD) \$2,000 (payable to: Milwaukee City Treasurer)
- Other Zoning Amendments: \$1,200.00 (payable to: Milwaukee City Treasurer)

Submit completed application, check, and affidavit required by s. 295-313 to:

Department of City Development
 Planning Administration
 809 N. Broadway, 2nd Floor
 Milwaukee, WI 53202
 Telephone: (414) 286-5715
www.mkedcd.org/planning

05/15/08

PLEASE FILL OUT TO THE BEST OF YOUR KNOWLEDGE:

Results	Projected
New jobs	200-250
Retained jobs	n/a
New housing units	n/a
New commercial and/or industrial space (SF)	n/a
Renovated commercial and/or industrial space	102,000 sf
Private investment	\$ 6,500,000

Affidavit for Zoning Change

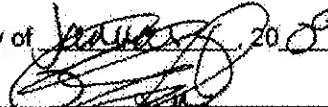
1. **POLICY (s. 295-313).** Each applicant for a zoning map amendment or approval of a planned development, and each applicant for a use variance or special use permit, shall submit to the city plan commission or the board of zoning appeals, as the case may be, a signed affidavit indicating whether the applicant is: (NOTE: DISCLOSE ALL RELEVANT AND REQUIRED INFORMATION ON A SEPARATE SHEET AND ATTACH TO THIS SHEET UPON SUBMITTAL)

- a. Delinquent in the payment of any property tax, special assessment, special charge or special tax due to the city, provided that all appeals of the tax, assessment or charge have been concluded or the time to appeal has expired. YES NO
- b. A party against whom the city has an outstanding judgment, provided that all appeals of the judgment have been concluded or the time to appeal has expired. YES NO
- c. A party against whom the city has outstanding health or building and zoning code violations or orders from the commissioner of health or commissioner of neighborhood services that are not actively being abated, provided that all appeals of orders to correct violations have been concluded or the time to appeal has expired. YES NO
- d. A party who has been convicted of violating an order of the commissioner of health or commissioner of neighborhood services within the past year, provided that all appeals of the conviction have been concluded or the time to appeal has expired. YES NO
- e. The owner of premises found to be in violation of s. 80-10 to whom the commissioner of neighborhood services has charged the costs of police enforcement pursuant to s. 80-10-4, provided that all appeals of these charges have been concluded or the time to appeal has expired. YES NO

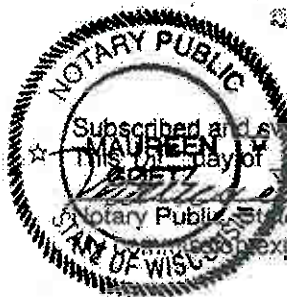
2. **NON-INDIVIDUAL APPLICANTS**

- a. **Corporations.** If the applicant is a corporation, a duly authorized officer or director of the corporation shall submit the affidavit required by sub. 1. The affidavit shall attest to whether each officer and director of the corporation as well as each shareholder owning 5% or more of voting stock, fits any of the descriptions in sub. 1-a to e.
- b. **Partnerships.** If the applicant is a partnership or limited partnership, a duly authorized partner, general partner or limited partner shall submit the affidavit required by sub. 1. The affidavit shall attest to whether each partner, general partner and limited partner fits any of the descriptions in sub. 1-a to e.
- c. **Limited Liability Companies.** If the applicant is a limited liability company, a duly authorized member or manager of the company shall submit the affidavit required by sub. 1. The affidavit shall attest to whether each member and manager of the company fits any of the descriptions in sub. 1-a to e.
- d. **Nonstock Corporations.** If the applicant is a nonstock corporation, a duly authorized officer or director of the corporation shall submit the affidavit required by sub. 1. The affidavit shall attest to whether each officer and director of the corporation fits any of the descriptions in sub. 1-a to e.

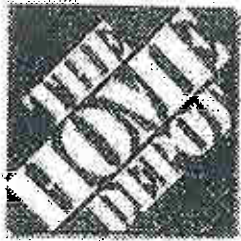
Dated at Milwaukee, Wisconsin, this 6th day of January, 2009.



Petitioner



Subscribed and sworn to before me
this 6th day of January, 2009
Notary Public, State of Wisconsin
My commission expires: May 3, 2009



1100 East Woodfield Road, Suite 300 • Schaumburg, IL 60173

Direct Dial: (630) 635-9629

Fax (630) 635-9685

e-mail: brett_soloway@homedepot.com

January 6, 2009

City of Milwaukee
Department of City Development
Planning Administration
809 N. Broadway, 2nd Floor
Milwaukee, WI 53202

Boulder Venture 34, LLC
311 E. Chicago Street, Suite 210
Milwaukee, WI 53202
Attention: Robert E. Schmidt II

Re: Home Depot zoning authorization

Ladies and Gentlemen:

Home Depot U.S.A., Inc. ("**Home Depot**"), as owner of the property commonly known as 7401 West Good Hope Road, Milwaukee, Wisconsin (the "**Property**"), previously entered into a purchase and sale agreement with Boulder Venture 34, LLC ("**Boulder Venture**") for the sale of the Property. Home Depot understands that in connection with Boulder Venture's intended use of the Property as a grocery store ("**Intended Use**"), Boulder Venture intends to submit a request to the City of Milwaukee ("**City**") to amend the existing Detailed Planned Development (the "**PD**") in effect with respect to the Property as required to permit such grocery store use (the "**PD Amendment**"). Provided that Boulder Venture's application(s) to the City are related to the PD Amendment as necessary to allow the Intended Use, and that either (i) the City's final approval of the PD Amendment is contingent upon Boulder Venture's closing with Home Depot and acquisition of fee title to the Property (the "**Closing**"), or (ii) the PD Amendment does not become effective unless and until the Closing occurs, then Home Depot hereby authorizes Boulder Venture to submit all necessary applications to, and make all necessary submittals required by, the City to obtain the PD Amendment to allow the Intended Use.

Very truly yours,

Home Depot U.S.A., Inc.

By: 

Brett D. Soloway, Counsel

cc: Bradley I. Dallet, Esq.
Gregg M. Dorman, Esq.

VICINITY MAP



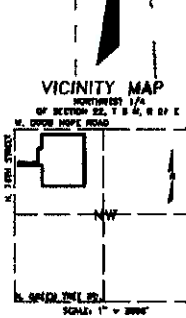
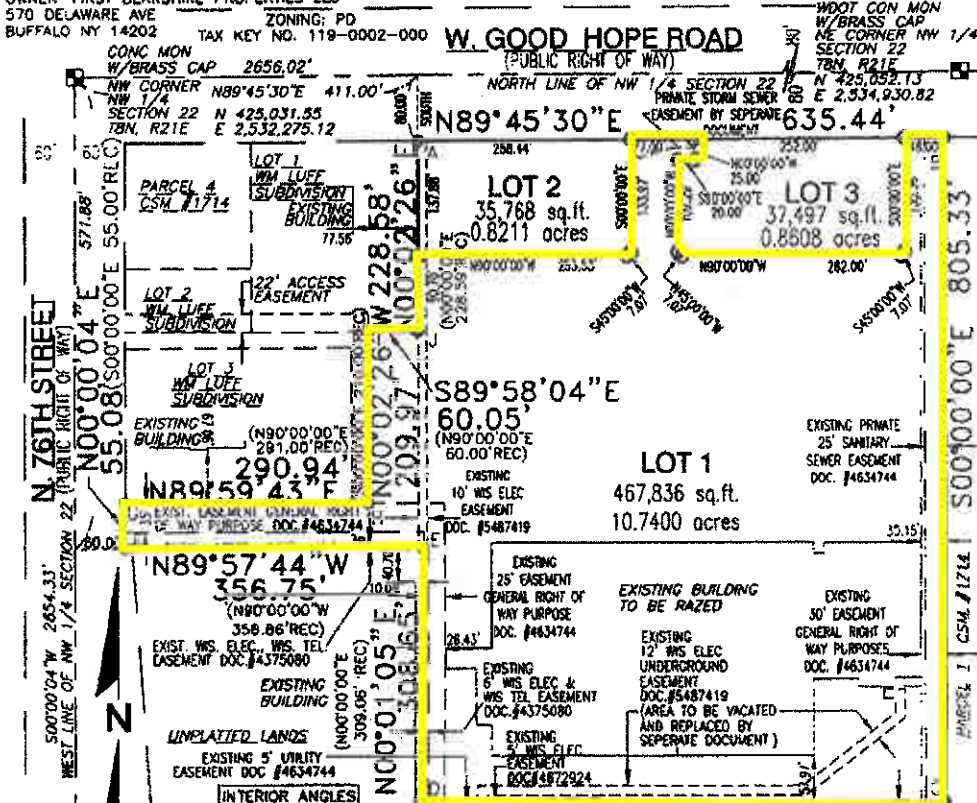
PLAT OF SURVEY

DCD # 2456

CERTIFIED SURVEY MAP NO. 7599

A division of Parcel 2 of Certified Survey Map No. 1714, being part of the Northwest 1/4 of the Northwest 1/4 of Section 22, Town 8 North, Range 21 East, in the City of Milwaukee, Milwaukee County, Wisconsin.

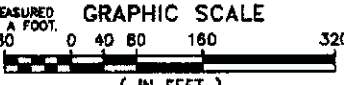
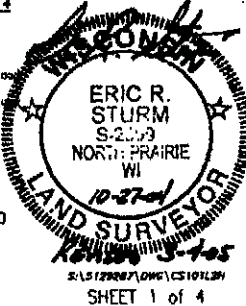
OWNER: FIRST BERKSHIRE PROPERTIES LLC
 570 DELAWARE AVE ZONING: PD
 BUFFALO NY 14202 TAX KEY NO. 119-0002-000



BEARINGS ARE REFERENCED TO THE NORTH LINE OF THE NW 1/4 OF SECTION 22 WHICH BEARS N89°45'30"E AS RECORDED ON CERTIFIED SURVEY MAP #1714.

ALL DIMENSIONS SHOWN ARE MEASURED TO THE NEAREST HUNDREDTH OF A FOOT.

National Survey & Engineering
 A Division of R.A. Smith & Associates, Inc.
 262-781-1000
 Fax 262-791-7273
 16745 W. Bluemound Road
 Suite 200
 Brookfield, WI 53005-5100
 www.nse.com
 # 1121001.dwg
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● INDICATES 1" IRON PIPE FOUND
 ○ INDICATES SET IRON PIPE, 1.315" OUTSIDE DIAMETER, AT LEAST 18" LONG, WEIGHING 1.88 LBS. PER LINEAL FOOT

THIS SURVEY WAS PREPARED BY ERIC R. STURM, REGISTERED LAND SURVEYOR S-2309.

SERVICES DIVISION
 Central Drafting & Records Manager
 ENGR. IN CHARGE
 APPROVED

DEPARTMENT OF CITY DEVELOPMENT
 CITY OF MILWAUKEE
 FEB 04 2006
 STAFF APPROVED

**** ATLA SURVEY AVAILABLE JANUARY 16, 2009 ****

PLAT OF SURVEY

DLD # 2456

CERTIFIED SURVEY MAP NO. 1599

A division of Parcel 2 of Certified Survey Map No. 1714, being part of the Northwest 1/4 of the Northwest 1/4 of Section 22, Town 8 North, Range 21 East, in the City of Milwaukee, Milwaukee County, Wisconsin.

SURVEYOR'S CERTIFICATE

STATE OF WISCONSIN)
)SS
WAUKESHA COUNTY }

I, ERIC R. STURM, Registered Land Surveyor, do hereby certify:

THAT I have surveyed, divided and mapped a division of Parcel 2 of Certified Survey Map No. 1714, being part of the Northwest 1/4 of the Northwest 1/4 of Section 22, Town 8 North, Range 21 East, in the City of Milwaukee, Milwaukee County, Wisconsin, which is bounded and described as follows:

COMMENCING at the Northwest corner of the Northwest 1/4 of Section 22; thence North 88°45'30" East along the North line of said Northwest 1/4 Section 411.00 feet to a point; thence South 00°00'00" East 80.00 feet to a point on the South line of West Good Hope Road and the point of beginning of the lands to be described; thence North 88°45'30" East 635.44 feet to a point; thence South 00°00'00" East 585.33 feet to a point; thence North 89°58'12" West 628.78 feet to a point; thence North 00°01'06" East 308.85 feet to a point; thence North 89°57'44" West 356.75 feet to a point on the East line of North 78th Street; thence North 00°00'04" East along said East line 55.08 feet to a point; thence North 89°58'43" East 290.94 feet to a point; thence North 00°02'26" West 209.97 feet to a point; thence South 89°58'04" East 60.05 feet to a point; thence North 00°02'28" East 228.58 feet to the point of beginning. Containing 541,101 square feet or 12.4220 acres.

THAT I have made the survey, land division and map by the direction of HOME DEPOT U.S.A., INC.

THAT the map is a correct representation of all the exterior boundaries of the land surveyed and the land division thereof made.

THAT I have fully complied with Chapter 236 of the Wisconsin Statutes and Chapter 119 of the Milwaukee Code in surveying, dividing and mapping the same.

October 27, 2005
Eric R. Sturm
Eric R. Sturm, Registered Land Surveyor S-2309
WISCONSIN LAND SURVEYOR
NORTH PRAIRIE WI

PLAT OF SURVEY

CERTIFIED SURVEY MAP NO. 7599

DUP LAST

A division of Parcel 2 of Certified Survey Map No. 1714, being part of the Northwest 1/4 of the Northwest 1/4 of Section 22, Town 8 North, Range 21 East, in the City of Milwaukee, Milwaukee County, Wisconsin.

CORPORATE OWNER'S CERTIFICATE

HOME DEPOT U.S.A., INC., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, as owner, certifies that said corporation caused the land described on this map to be surveyed, divided and mapped as represented on this map in accordance with the requirements of Chapter 119 of the Milwaukee Code of Ordinances.

IN consideration of the approval of the map by the Common Council of the City of Milwaukee and in accordance with Chapter 119 of the Milwaukee Code, the undersigned agrees:

- A. That all utility lines to provide electric power and telephone service and cable television or communications systems lines or cables to all lots in the Certified Survey Map shall be installed underground in easements provided therefore, where feasible.

THIS agreement shall be binding on the undersigned and assigns.

IN WITNESS WHEREOF HOME DEPOT U.S.A., INC. has caused these presents to be signed by Brett D. Soloway, Corporate Counsel at Arlington Heights, Illinois, this 1st day of FEBRUARY, 2005.

In the presence of:

HOME DEPOT U.S.A., INC.

Dennis M. Nash
DENISE M. NASH

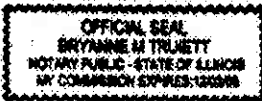
Brett D. Soloway
BRETT D. SOLOWAY, CORPORATE COUNSEL

STATE OF ILLINOIS

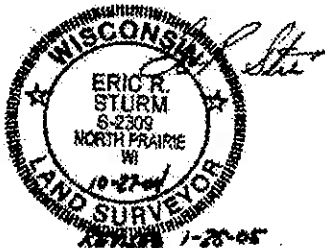
SS

COUNTY OF COOK

PERSONALLY came before me this 1st day of FEBRUARY, 2005, Brett D. Soloway, Corporate Counsel of HOME DEPOT U.S.A., INC. to me known as the person who executed the foregoing instrument, and to me known to be the Corporate Counsel of the Corporation, and acknowledged that he executed the foregoing instrument as such, by its authority.



Brynne M. Truett (SEAL)
Notary Public, State of ILLINOIS
My commission expires 12-28-08



Sheet 3 of 4 Sheets

PLAT OF SURVEY

71082456

CERTIFIED SURVEY MAP NO. 1599

A division of Parcel 2 of Certified Survey Map No. 1714, being part of the Northwest 1/4 of the Northwest 1/4 of Section 22, Town 8 North, Range 21 East, in the City of Milwaukee, Milwaukee County, Wisconsin.

CERTIFICATE OF CITY TREASURER

STATE OF WISCONSIN)
MILWAUKEE COUNTY)

I, WAYNE F. WHITTOW, being the duly elected, qualified and acting City Treasurer of the City of Milwaukee, certify that in accordance with the records in the office of the City Treasurer of the City of Milwaukee there are no unpaid taxes or unpaid special assessments on the land included in this Certified Survey Map.

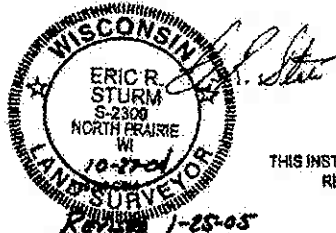
4-8-05
DATE

Wayne F. Whittow
WAYNE F. WHITTOW, CITY TREASURER

COMMON COUNCIL CERTIFICATE OF APPROVAL

I certify that this Certified Survey Map was approved under Resolution File No. 050202 adopted by the Common Council of the City of Milwaukee on May 3, 2005

Ronald D. Leonhardt
RONALD D. LEONHARDT, CITY CLERK
Tom Barrett
TOM BARRETT, MAYOR



THIS INSTRUMENT WAS DRAFTED BY ERIC R. STURM, REGISTERED LAND SURVEYOR S-2308

09014799 #09014799
REGISTERS OFFICE Milwaukee County, WI SS Amount 17.00
RECORDED AT 10:46 A.M.
MAY 20 2005
REGISTER OF DEEDS

Sheet 4 of 4 Sheets

**OUTDOOR SALES AREA FOR PROPOSED GROCERY STORE
7401 WEST GOOD HOPE ROAD, MILWAUKEE**

N. 76TH STREET

OUTDOOR SALES AREA

CEXISTING TRAFFIC SIGNAL

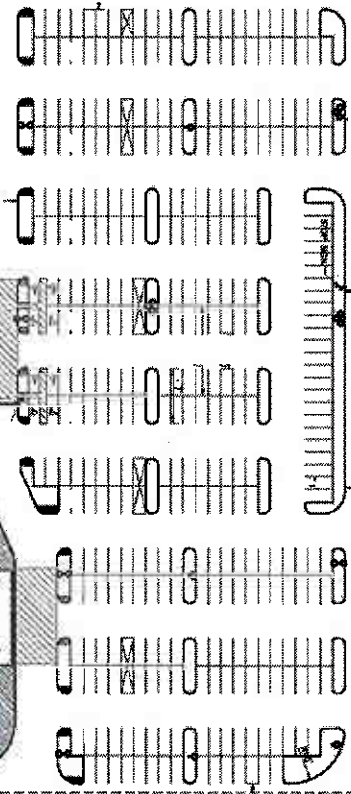
W. GOOD HOPE ROAD

OUTDOOR
GARDEN CENTER

PROPOSED GROCERY STORE

OUTLOT

OUTLOT



SCALE: 1/8" = 1'-0"

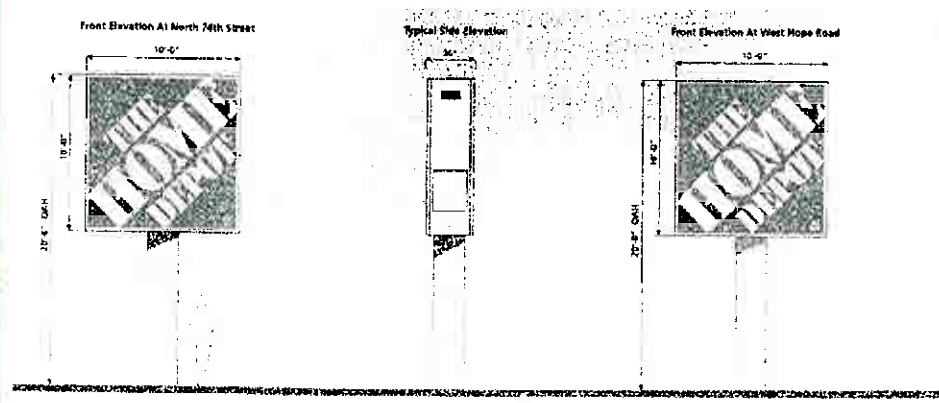
PICTURES OF THE SITE



PICTURES OF THE SITE



EXISTING SIGNAGE PLAN



- OF Internally Lit Pylon Signs (OSy2)**
- 1) 10'-0" x 12'-0" when 10' Column Centered from 2'-0" x 25" steel pipe 30" Deep
 - 2) Column 100000 Wip. 100' Maximum Height To Match 10' 100000 10' 10' 10' 10'
 - 3) Sign Face To Be Made By Sign Company Frame 32'x12' Attached To Aluminum Tube Frame
 - 4) 100' Signs From 72" High 4'x12' 100000 Frame Cover A Frame To Be Made To Match 10' 10' 10' 10'
 - 5) 100' Signs To Be Made From An Aluminum Tube Support
 - 6) Column To Be Internally Lit With 100' 100' 100' 100' 100' 100' 100' 100'
 - 7) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 8) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 9) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 10) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 11) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 12) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 13) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 14) Sign Column To Be Over 100' 100' 100' 100' 100' 100' 100' 100'
 - 15) Overall Sign Height To Be 20'-0"