

SEVENTH AMENDMENT TO THE GENERAL PLAN OF
MILWAUKEE METRO CENTER

REVISED GENERAL PLAN PROJECT DESCRIPTION
AND OWNER'S STATEMENT OF INTENT (THE "STATEMENT")

Except as specifically provided below, all terms will have the meanings set forth in Milwaukee Code of Ordinances Chapter 295 (the "Zoning Code").

The Milwaukee Metro Center planned development was originally approved by the Common Council of the City of Milwaukee (the "Common Council") on May 14, 1985 (the "Original General Plan") as a general planned development. The Original General Plan provided for the staged deferred development of a 58.2 acre site. The Original General Plan was amended in 1993 (the "First Amended GPD") to reflect changes required by the realignment of access configurations and to include property acquired by the owner since approval of the Original General Plan.

The First Amended GPD for Milwaukee Metro Center was amended in 1997 to accommodate significant proposed changes to the surrounding transportation network, including the relocation of Metro Center and an interim ramp from U.S. Highway 45 (the "Second Amended GPD"). The Second Amended GPD provided for a hotel and offices on 40.32 acres of land bounded on the north and west by West Metro Boulevard and bounded on the east by North 107th Street ("Area A") and for a single user new and used automobile dealership on 23.19 acres of land bounded on the south by West Metro Boulevard, on the east by Fond du Lac Freeway, on the north by West Good Hope Road and on the west by U.S. Highways 41 and 45 ("Area B"). Since the approval of the Second Amended GPD, Area B has been divided into three parcels. Three auto dealerships have been or are currently being developed on Area B pursuant to three separate detailed plans. Area A has remained undeveloped.

The Second Amended GPD was further amended in 2004 (the "Third Amended GPD"). The Third Amended GPD expanded the boundaries of Milwaukee Metro Center to include four adjacent parcels acquired by the Applicant since the Common Council approved the Second Amended GPD. The Third Amended GPD also amended the zoning regulations as they apply to Area A to allow the division of Area A into six separate parcels to be developed for light motor vehicle sales, rental, repair, body shop and outdoor storage (collectively, the "Light Motor Vehicle Uses"), and sit-down restaurant, general office, bank or other financial institution, medical office or health clinic uses.

The Third Amended GPD was further amended in 2004 (the "Fourth Amended GPD") to allow an off-premise sign on one parcel in Area B to advertise a different parcel in Area B.

The Fourth Amended GPD was further amended in 2006 (the "Fifth Amended GPD") to change the permitted uses for Parcel 6 of Area A and divide the parcel into three (3) lots.

The Fifth Amended GPD was further amended in 2007 (the "Sixth Amended GPD") to allow for a second light motor sales facility to be constructed on the west parcel (Hummer facility).

August Urbanek Development and Management Limited Partnership ("Applicant") owns Parcels 3, 4, and 5 in Area A and desires to amend the Sixth Amended GPD to combined Parcels 3, 4, and 5 of Area A into a single parcel, known as Parcel 3, and rename Parcel 6 (in the aggregate) as Parcel 4. Accordingly, the General Plan Project Description and Owner's Statement for the Milwaukee Metro Center is amended and restated as follows:

1. SIZE: The total area of land contained within the general planned development (the "GPD Site") is 68.74 acres. Of this 68.74 acres, 5.49 acres are devoted to public rights-of-way. The boundaries of the GPD Site are legally described on Exhibit A attached to this Statement and are depicted on the plat of survey submitted with the Third Amended GPD and labeled Plat of Survey II. Area A contains 43.49 acres. Area B contains 25.25 acres.

2. PERMITTED USES.

(a) Area A. Area A includes four separate parcels (individually, a "Parcel") and one outlot (the "Outlot"). The Parcels and the Outlot are identified on the general plan development site plan attached to this Seventh Amendment as Exhibit E and labeled Metro Auto Parc Site Plan. Said Exhibit E replaces in its entirety the site plan labeled Metro Auto Parc Site Plan attached to the Third Amended GPD in its Exhibit A at page 5 of 6.

The following uses are permitted uses at Area A:

- (i) Light Motor Vehicle Sales;
- (ii) Light Motor Vehicle Rental, Repair, Body Shop and Outdoor Storage provided such uses are accessory to Light Motor Vehicle Sales;
- (iii) Sit-down Restaurant;

- (iv) General Office;
- (v) Bank or Other Financial Institution;
- (vi) Medical Office;
- (vii) Health Clinic;
- (ix) Accessory Use Parking Lots and other accessory uses normally associated with the above listed permitted uses; and
- (x) As to Parcel 4 only, single family residential (and such accessory uses as may be permitted under the Zoning Code and/or any declaration of restrictions encumbering such Parcel).

(b) Area B. Area B includes three separate parcels: the Hummer Parcel, the Chevrolet Parcel and the parcel located between the Hummer Parcel and Chevrolet Parcel (the "Nissan Parcel"). The following uses are permitted within Area B:

- (i) General Office;
- (ii) Light Motor Vehicle Sales, Repair and Body Shop;
- (iii) Business Services;
- (iv) Commercial Hotel;
- (v) Community Serving Uses;
- (vi) Medical Office and Health Clinic;
- (vii) Private Non-commercial Club or Lodge; and
- (viii) Research and Development; and
- (ix) Off-premise signs.

In addition, the following uses are permitted provided they are located within a general office or commercial hotel:

- (i) Government Office;
- (ii) Bank or other Financial Institution;
- (iii) Travel Agency;

- (iv) Sit-down Restaurant;
- (v) Personal Service Establishment;
- (vi) Indoor and Outdoor Recreation Facilities, Health Club and Theater; and
- (vii) Tavern;

In addition, the accessory uses normally associated with any of the above listed uses are permitted in Area B. Finally, Day Care Center uses are permitted within Area B.

As mentioned above, Area B has been developed with three separate Light Motor Vehicle Sales Facilities pursuant to three separate detailed plans for Area B.

3. BUILDING LOCATION AND SIZE.

(a) Area A. Excluding Parcel 4, Area A will be developed as an integrated commercial development, generally composed of uses that generate low traffic volumes; however, each end-user will develop its respective Parcel to suit its specific use. The exact locations and height of proposed structures, open spaces, pedestrian and vehicular circulation systems, refuse collections facilities and lighting facilities will be described in a detailed planned development application for each Parcel submitted prior to development.

Buildings for Light Motor Vehicle Uses will be developed on Parcels 1, 2 and 3 (collectively, the "Motor Vehicle Use Parcels"). Parcels 1 and 2 may be developed with a maximum aggregate building floor area of 90,000 square feet contained in one or two principal buildings. Parcel 3 may be developed with a maximum aggregate building floor area of 90,000 square feet contained in one or two principal buildings. The hours of operation of the Light Motor Vehicle Uses will be restricted as follows: motor vehicle sales will be restricted to 9:00 a.m. to 9:00 p.m. Monday through Thursday and 9:00 a.m. to 10:00 p.m. Friday and Saturday; motor vehicle rental, repair and body shop services will be restricted to 7:00 a.m. to 7:00 p.m. Monday through Saturday. No vehicle test drives will be permitted on residential streets, including North 107th Street south of Metro Boulevard. No vehicle will be displayed with its hood or trunk lid up or doors open. No vehicle will be displayed on a ramp or moving platform except in specialty display areas. No more than four vehicles will be displayed at the same time in any specialty display area.

Parcel 4 may be divided into a maximum of three lots, and a single family residence (and attached garage) may be constructed on each lot. The exterior walls of any residence constructed on a lot shall be comprised of brick, stone, wood or other natural materials (including "Hardi-Plank"). No vinyl or aluminum shall be allowed except for soffits, gutters and downspouts.

A stormwater detention pond currently exists on the Outlot.

(b) Area B (west parcel) The west parcel currently has been developed with a single light motor vehicle facility (Hummer). An additional light motor vehicle facility (Smart Car) will be developed on the north end of this west parcel.

The Smart Car facility will have a maximum aggregate building floor area of 6,000 sq. ft. The aggregate area does not include the floor area of the five level "Architectural display element" and associated equipment room.

The hours of operation will be consistent with the hours of operation at the current Hummer and Chevrolet facilities: 7:30 am to 8:00 pm Monday through Friday and Saturday 8:00 am to 5:00 pm. No vehicle test drives will be permitted on residential streets north of 107th and south of Metro Boulevard. No vehicles will be displayed on a ramp or moving platform except in specialty display areas.

4. SPACE BETWEEN STRUCTURES.

(a) The minimum spacing between buildings (other than permitted accessory structures in Parcel 4 of Area A) shall be the greater of 25 linear feet or one half the combined height of the two buildings in questions, but in any event, not less than required by the Wisconsin Building Code.

(i) Area B (west parcel). The spacing between the Hummer facility and the proposed Smart Car facility will be approximately 200 feet. Buildings will be not less than required by the Wisconsin Building Code.

5. SETBACKS.

(a) Parcel 4 in Area A. The minimum front yard setback shall be 50 feet. Rear yard setbacks shall be 25 feet. Minimum side yard setbacks shall be 6.25 feet from either lot line but the aggregate setback from both lot lines shall be at least 25 feet.

(b) All Other Parcels. Setbacks shall be at least 25 feet around the perimeter of the Proposed GPD Site. In addition, setbacks of at least 10 feet will be maintained along the common lot lines of the Parcels.

6. SCREENING.

(a) Area A. A landscape plan for each Parcel (other than Parcel 4), reflective of the design standards set forth in this paragraph 6(a) shall be submitted as part of the detailed plan application for that Parcel, except that a landscape plan of the entire 60 foot buffer area described in paragraph 6(a)(i) below will be submitted concurrent with the first detailed planned development application submitted for either of Parcels 1, 2 or 3. Screening on each Parcel will be installed simultaneously with the completion of development of such Parcel pursuant to a detailed plan and will be continuously maintained.

(i) Adjacent Uses. Trees, shrubs, hedges, berms and combinations thereof will be located throughout Area A to screen Area A from adjacent uses. In addition, a 1,700 feet long, 60 feet deep landscape buffer will be located along the south boundary of Parcels 1, 2 and 3 as shown on the Site Plan. The buffer will include 15 feet of existing vegetation (scrub and sparse trees) and a 45 feet wide, 10 feet tall berm. The berm will be landscaped with over 400 trees and shrubs (the majority of which will be planted), including three rows of evergreens that will range from 6 feet to 8 feet in height when installed and two rows of mixed deciduous trees that will range from 2.5 inch to 3 inch caliper when installed. The rows of trees will be spaced approximately ten feet apart. On the portion of the berm located adjacent to residential property, the conifers will be spaced approximately 15 feet apart and the deciduous trees will be spaced approximately 25 feet apart. On the portion of the berm located adjacent to the cemetery, the conifers will be spaced approximately 17 to 20 feet apart and the deciduous trees will be spaced approximately 30 feet apart. There is an existing five foot chain link fence located within five to seven feet north of the south property line of Area A. Any fence installed to replace this existing fence will be vinyl coated or painted black.

(ii) Parking and Auto Display Areas. Parking and auto display areas shall be landscaped in compliance with the Zoning Code standards for Type "A" landscaping (set forth in Exhibit B attached hereto).

(b) Area B (west parcel). There are no adjacent residential uses requiring screening. Nevertheless, a landscape plan will be submitted as part of the detailed plan application for the affected area of the west parcel.

(i) Parking and Auto Display Areas. Parking and auto display areas shall be landscaped in compliance with the Zoning Code standards for Type "A" landscaping.

7. OPEN SPACES (NONRESIDENTIAL PARCELS). All permanent open and unpaved areas shall be landscaped with a combination of grass and shrubs. All temporary unpaved areas shall be seeded. All landscaping will be continuously maintained. Landscaping shall be installed simultaneously with the completion of development pursuant to a detailed plan.

8. CIRCULATION.

(a) Traffic circulation within and to the GPD Site shall provide for safe and convenient movement of pedestrians and vehicles, including emergency and municipal vehicles and delivery vehicles. Metro Boulevard is the main public street providing a connection from U.S. Highways 41 and 45 to North 107th Street and thence North to West Good Hope Road. This connection was included by the Wisconsin Department of Transportation ("DOT") in its recommendations for improvements to the transportation system of the area including Metro Center. Non-public roadways, parking and loading areas shall be constructed in conformance with the standards of the American Concrete Institute and/or comparable public street standards.

(b) Area B (west parcel). Traffic circulation within the existing west parcel will be modified only slightly to allow for easy and direct access to the Smart Car facility. Plans will provide for safe and convenient movement of pedestrians and vehicles, including emergency and municipal vehicles and delivery vehicles.

9. PARKING. No on street parking shall be allowed. Off-street loading facilities shall be located near the uses they support and will be screened and landscaped. Off-street parking spaces shall be designed in accordance with applicable standards of the Zoning Code. Common parking areas servicing more than one building or use are permitted, except the total number of spaces to serve a particular building shall be located within 500 feet of that building. The minimum number of parking spaces required shall be as follows:

<u>Use</u>	<u>Minimum Ratio</u>
Commercial and Office Uses and Research and Development Uses	One space per 400 feet of gross floor area minimum

<u>Use</u>	<u>Minimum Ratio</u>
Light Motor Vehicle Uses	See Statistical Summary
Sit-down Restaurants and Taverns	One space per 125 square feet of gross floor area.
Commercial Hotel	One space per room plus one space per 400 square feet of net lobby or administrative space
Community-Serving Uses	One space per 300 square feet of gross floor area
Entertainment and Recreation Uses	To be determined in the detailed plan
Single Family Residential Uses	In conformity with the Zoning Code

(a) Area A. Up to 2,240 surface parking spaces will be developed and maintained on Area A for use as customer and employee parking and vehicle display and storage, allocated among the nonresidential Parcels as shown on the Statistical Sheet attached to this Statement as Exhibit D. The exact number and location of parking spaces will comply with the standards contained in this Seventh Amendment and will be described in a detailed planned development application for each Parcel submitted prior to development.

(b) Area B (west parcel). Minor parking modifications will be made to accommodate the new Smart Car facility, adjacent inventory, guests and employee parking. No on street parking shall be allowed.

10. LOADING AND DELIVERIES.

(a) Area A. Each auto dealer located within Area A will have no more than five vehicle delivery trips per day. Each auto dealer within Area A will prohibit vehicle delivery truck drivers from waiting in any public right of way.

(b) Area B. Hummer and Smart Car facilities will have no more than five vehicle delivery trips per day. Each facility within Area B will prohibit vehicle delivery truck drivers from waiting in any public right of way.

11. LIGHTING. Site lighting will be non-intrusive and focused to the interior of the development.

(a) Area A (Nonresidential Parcels). Light pole heights in Area A shall not exceed 24 feet. All site illumination on the Motor Vehicle Use Parcels will be dimmed to low intensity level at 10:00 p.m. Site lighting on Area A shall have cut-off fixtures that ensure that lighting levels and glare are controlled as follows:

(i) No light source shall be visible from an adjoining property or public right-of-way; and

(ii) Where adjoining properties are zoned residential, the maximum illumination at the property line shall be one foot-candle; in all other circumstances, the maximum illumination at a property line shall be five foot-candles.

(b) Area B (west parcel). The existing light pole location will be modified slightly. Any new poles will not exceed 24' in height. Illumination will be dimmed to low intensity level at 10:00 p.m. Site lighting shall have cut-off fixtures that ensure that lighting levels and glare are controlled as follows:

(i) No light source shall be visible from an adjoining property or public right-of-way.

12. UTILITIES (NONRESIDENTIAL PARCELS). All utility lines shall be installed underground. Transformers and substations may be exterior installed, but will be screened from view.

(a) The modification to the west parcel of Area B will be confined to an area less than one acre (43,560 sf). The modified area will include reconfiguration of the existing dry detention pond. No additional impervious surface area (the aggregate of building and paved surface) will be constructed. Additionally, the modified area will contain approximately 1,000 sf more landscape (green) area than presently exists.

13. SIGNS (NONRESIDENTIAL PARCELS). Specific signage pursuant to the following standards will be contained in detailed plans, which will show specific signs and locations.

(a) Off-premise Signs. One off-premise sign may be located on the Hummer Parcel. This sign may advertise the light motor vehicle sales facility located on the Chevrolet Parcel. This sign shall be a "Type A Freestanding Sign"

(as defined in Exhibit C attached hereto), be no more than 24 feet tall and have not more than ___ square feet of sign area.

(b) On-premise Freestanding Signs.

(i) Area A. One freestanding sign may be located on each Parcel to advertise the use of such Parcel. Each freestanding sign may be 18 feet in height. The maximum display area of any freestanding sign shall not exceed 100 square feet if a Type A Freestanding Sign, or 50 square feet if a "Type B Freestanding Sign" (as defined in Exhibit C attached hereto).

(ii) Area B. There will be no additional free standing signs.

(c) On-premise Building Signs. Illuminated and non-illuminated wall signs and projecting signs identifying commercial buildings, may be used at Area A and Area B.

(i) Area A. Wall signs and projecting signs may be used to advertise the uses located within Area A. One wall sign or projecting sign per each twenty-five lineal feet of building façade may be located on each building. The maximum display area of any wall sign may not exceed 90 square feet if a "Type A Wall Sign" (as defined in Exhibit C attached hereto) or 32 square feet if a "Type B Wall Sign" (as defined in Exhibit C attached hereto) except that the square footage allocation for two adjoining 25 foot building façade segments may be combined to allow a sign larger than the maximum amount specified.

(ii) Area B (west parcel). A wall sign located on the proposed Smart Car facility shall not exceed 235 square feet.

(d) Other Advertising Devices. Except during grand opening events, no balloons, pennants, flags, streamers, spinners, tinsels or other similar advertising devices shall be used on Area A.

(e) Construction Signs. Non-illuminated signs of up to 36 square feet each and advertising construction may be located at Area A and Area B provided that such signs are removed upon completion of the advertised construction.

(f) Traffic Control Signs. Signs directing vehicular and pedestrian traffic, which may be illuminated, may be located on Area A and Area B. These signs shall conform to the requirements of the Zoning Code and the Manual on Uniform Traffic Control Devices, as applicable.

EXHIBIT A

Legal Description of General Planned Development

LOT 1, METRO AUTO PARK, LOTS 1 AND 2 OF CERTIFIED SURVEY MAP NO. 7179, PARCEL 2 OF CERTIFIED SURVEY MAP NO. 6374, PARCELS 1 AND 2 OF CERTIFIED SURVEY MAP NO. 7026, AND LANDS IN THE NORTHEAST 1/4, SOUTHEAST 1/4, SOUTHWEST 1/4 AND NORTHWEST 1/4 OF THE NORTHEAST 1/4 OF SECTION 19, TOWNSHIP 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 SAID NORTHEAST 1/4 SECTION; THENCE SOUTH 00°49'45" EAST ALONG THE WEST LINE OF SAID 1/4 SECTION 1122.01 FEET TO A POINT; THENCE NORTH 82°01'15" EAST 226.76 FEET TO A POINT ON THE EAST LINE OF U.S. HIGHWAY 41 AND 45 AND THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE NORTH 09°27'15" EAST 100.00 FEET TO A POINT; THENCE SOUTH 80°32'45" EAST 40.00 FEET TO A POINT; THENCE NORTH 09°27'15" EAST 100.00 FEET TO A POINT; THENCE NORTH 80°32'45" WEST 40.00 FEET TO A POINT; THENCE NORTH 09°27'15" EAST 80.00 FEET TO A POINT; THENCE NORTH 31°43'43" EAST 225.30 FEET TO A POINT; THENCE NORTH 77°49'15" EAST 598.61 FEET TO A POINT; THENCE SOUTH 88°34'45" EAST 151.76 FEET TO A POINT; THENCE SOUTH 57°13'19" EAST 815.02 FEET TO A POINT; THENCE SOUTH 45°11'45" EAST 444.66 FEET TO A POINT; THENCE SOUTHEASTERLY 296.91 FEET ALONG THE ARC OF A CURVE WHOSE CENTER LIES TO THE SOUTHWEST WHOSE RADIUS IS 494.16 FEET WHOSE CHORD BEARS SOUTH 62°28'12" EAST 292.46 FEET TO A POINT; THENCE SOUTH 45°15'29" EAST 49.65 FEET TO A POINT; THENCE SOUTH 43°15'15" WEST 375.98 FEET TO A POINT; THENCE SOUTH 00°53'19" EAST 155.31 FEET TO A POINT; THENCE NORTH 87°10'09" EAST 496.40 FEET TO A POINT ON THE CENTERLINE OF NORTH 107TH STREET; THENCE SOUTH 00°53'19" EAST ALONG SAID CENTERLINE 267.99 FEET TO A POINT; THENCE SOUTH 87°10'09" WEST 1893.19 FEET TO A POINT; THENCE SOUTH 00°49'45" EAST 28.73 FEET TO A POINT; THENCE SOUTH 87°10'09" WEST 564.89 FEET TO A POINT; THENCE NORTH 00°49'45" WEST 366.21 FEET TO A POINT; THENCE NORTH 12°45'03" EAST 199.02 FEET TO A POINT; THENCE NORTH 05°36'21" WEST 200.92 FEET TO A POINT; THENCE NORTH 00°49'45" WEST 396.86 FEET TO THE POINT OF BEGINNING.

CONTAINING 68.741 ACRES.

EXHIBIT B

Landscaping Standards

A. PERIMETER LANDSCAPING AND EDGE TREATMENTS

1. Type of Landscape Treatment. All landscaped perimeters shall have trees planted 25 feet on center, either base shrubs or a low wall, and curbing to prevent landscaping from encroaching on public sidewalks. Variations in required landscaping and edge treatments occur because some situations require a more substantial edge, such as a masonry element or ornamental metal fencing, and because some situations call for eye-level surveillance through the perimeter area, while others dictate that the view of what is behind the perimeter should be obscured. Type "A" landscaping is primarily intended for application along street frontages of light motor vehicle parking lots. It requires regularly-spaced trees and continuous base shrubs, but not fences or walls. Fences are allowed, but not required. Plantings in the low-level and high-level zones shall create a continuous edge of plants. However, the eye-level zone shall be kept mostly open, consistent with the standards of paragraph 2.E. below, to allow for surveillance between parking lots and streets.

2. Requirements. Table A below contains the fence/wall and landscaping requirements. Prior to issuance of any permit for a use for which perimeter landscaping and edge treatments are required by this chapter, a landscaping and screening plan with specifications and an installation schedule shall be submitted to the commissioner for approval. When interpreting the requirements of Table A, the following standards shall apply:

a. Trees. Where required, trees shall be at least 2.5-inch-caliper size at the time of planting and of a deciduous street tree variety, including but not limited maple, linden and ash, that has a leaf and branch structure that creates a uniform crown and an opaque tree canopy. If ornamental trees are used, they shall be spaced not more than 20 feet apart and the landscaped area must measure at least 10 feet in width. If an ornamental tree projects over a public sidewalk, such projection shall be at least 7 feet above grade.

b. Shrubs. Required shrubs may be either deciduous or coniferous, but shall meet the size requirements of Table A.

c. Landscaped Area. All required plantings shall be located within a landscaped area that meets the minimum width requirement of Table A and abuts the street property line of the property for which the landscaping is required. Where the landscaped area abuts a public sidewalk, a curb shall be provided or the landscaped area shall be recessed to prevent the depositing of soil, wood chips and other landscaping materials on the sidewalk.

d. Residential Buffers. A parking lot or structure which is within 25 feet of a wholly residential use shall be screened with an opaque wall or fence at least 6 feet in height erected and maintained between the parking area and the lot line separating the residential use from the parking area. If any adjoining building or fence meeting these height and opacity standards is on or substantially on the common property line, no wall or fence need be erected adjacent to the building or fence. If a residential fence is within 3 feet of the required fence or wall, the required height may be reduced to 3.5 feet. If there is an elevation difference between the parking area and the adjacent residential use, the height of the required fence shall be measured from the point of the higher elevation. Where the required fence or wall abuts a residential front yard, the height of the fence or wall shall be reduced to 3.5 feet. In no case shall a fence or wall be less than 3.5 feet in height. Where the parking area abuts an alley, no fence or wall shall be required.

e. Fence or Wall. Where a masonry wall, a fence with decorative metal pickets or a combination masonry wall/fence with decorative metal pickets is required, such wall or fence shall be provided throughout the length of the landscaped area. Masonry piers shall be spaced not more than 25 feet apart and shall also be provided on corners and at changes in fence direction. Piers shall be at least 16 inches wide and 16 inches deep, and shall have a minimum height of 3 feet and a maximum height of not more than one foot above the fence or wall. A decorative metal fence shall have an opacity not exceeding 50%, with fence pickets at least 0.75 inches wide and spaced no farther apart than an average of 5 inches on center. Masonry materials shall, in terms of color, texture and material type, be similar to or compatible with the materials used on the building located on the premises for which landscaping is required. If such building is not of masonry construction, the piers may be omitted or constructed of non-masonry material.

f. Berms. Berms shall not be considered a substitute for the landscaping and perimeter features required under this subsection.

g. Additional Plantings. Additional plantings are permitted and encouraged.

h. Encroachment into Public Right-of-Way. The required landscaped area may encroach into the public right-of-way if a masonry-pier-and-metal fence or a masonry wall conforming with the standards of paragraph 2.E. is provided. Such fence or wall shall be located on the non-public portion of the landscaped area. No tree or shrub shall be planted in the public right-of-way unless such planting is authorized by a permit issued by the commissioner of public works pursuant to section 116-52 of the City of Milwaukee Code of Ordinances.

i. Maintenance. Required landscaping and perimeter features shall be kept free of refuse and debris. All plant materials shall be maintained on an ongoing basis, including seasonal tree and plant replacement. Established trees shall not be removed and replaced with trees of smaller caliper, even if those trees meet the standards of this subsection.

TABLE A FENCE/WALL AND LANDSCAPING REQUIREMENTS		
		Type A Landscaping
Required Fence/ Wall	Fence or wall required?	Optional
	Fence/wall height requirements	Fence optional; see below
	Fence/wall materials required	Fence not required
	Fence/wall opacity	Fence not required
	Fence/wall location in landscaped area	If provided, adjacent to parking
Allowable Fence/ Wall	Masonry wall	Up to 4 ft. high
	Decorative metal fence	Up to 6 ft. high
	Wood fence, open	Up to 4 ft. high
	Wood fence, opaque	Up to 4 ft. high
	Chain link fence (coated wire only, except that existing fence described in paragraph 6(a)(i) can remain uncoated)	Up to 6 ft. high

**TABLE A
FENCE/WALL AND LANDSCAPING REQUIREMENTS**

		Type A Landscaping
Trees and Shrubs Required & Allowed	Minimum landscaped area width	5 ft.
	Deciduous street-type trees	Minimum 1 every 25 ft.
	Ornamental tree option	Minimum 1 every 20 ft. if landscaped area is at least 10 ft. wide
	Shrub spacing requirement	2 staggered rows with plants a max. of 4 ft. on center in each row; if a 4-ft. opaque fence is provided only one row shall be planted, max. 3ft.
	Shrub size, min. (at time of planting)	2 ft. in diameter
	Shrub height, min. (at time of planting)	2 ft.
	Shrub height, max. (at maturity)	3.5 ft.

B. INTERIOR PARKING LOT LANDSCAPING

No interior parking lot landscaping shall be required for a parking lot having an area of less than 9,000 square feet. For a parking lot that is 9,000 square feet or more in area, one tree shall be provided for every 9,000 square feet of parking lot area or fraction thereof. Trees shall be at least 2.5-inch-caliper size at the time of planting and of a deciduous street tree variety, including but not limited to maple, linden and ash, that has a leaf and branch structure which creates a uniform crown and an opaque tree canopy. Required trees shall be evenly distributed throughout the parking lot; no parking space shall be located more than 54 feet from the base of a required tree.

C. VISION TRIANGLE

1. General. A vision triangle shall be provided at each intersection of 2 streets, an alley and a street, or an access drive and a street.

2. Description. A vision triangle is the triangular area formed by connecting the point of intersection of the curbs at the intersection of 2 streets, or the point of intersection of the alley or driveway line with the side of sidewalk closest to the property

line, with 2 other points each located an equal distance away from the point of intersection along the 2 lines that intersect. Where sidewalks are not present, the point of intersection shall be 4 feet streetside of the property line, along the alley or driveway line extended.

3. Required Vision Triangles. The measured distance along the intersecting lines, as specified in paragraph 2, shall be 10 feet for the intersection of an access drive and a street.

4. Objects Within Vision Triangle. Opaque fences and other opaque objects, such as but not limited to coniferous trees and shrubs and utility boxes, located in the vision triangle shall not exceed 3 feet in height. Semi-opaque and open fences and other semi-opaque objects, such as but not limited to deciduous trees and shrubs, sign and utility poles, traffic standards, and masonry fence piers not exceeding 16 inches in width, shall be permitted.

EXHIBIT C

Sign Standard Definitions

For the purposes of this Statement, a "Type A Freestanding Sign" shall mean a sign characterized by a continuous sign base that extends from grade to the display area and is at least as wide as the display area of the sign. Only individual letters or symbols may be internally illuminated on Type A Freestanding Signs. Type A Freestanding Signs include, but are not limited, to letters or symbols cut from an opaque panel such as metal, pin-set letters where individual letters may be back-lit, carved entablature-type signs and other general individual-letter, non-illuminated signs. Type A Freestanding Signs are commonly referred to as "monument signs."

For the purposes of this Statement, a "Type B Freestanding Sign" shall mean a sign with a display area that has a background that is designed as an integral part of the sign. A Type B Freestanding Sign is typically a plastic-panel-faced box sign. Other types of freestanding signs which do not have the characteristics of a Type A Freestanding Sign are included in this category. Type B Freestanding Signs may be mounted on one or multiple poles or may have monument-type bases.

For the purposes of this Statement, a "Type A Wall Sign" shall mean a sign with a display area that does not have a background that is designed as an integral part of the sign. Only individual letters or symbols may be internally illuminated on Type A Wall Signs. Type A Wall Signs include, but are not limited to, individual raised letters attached to the wall, letters or symbols cut from an opaque panel such as metal, pin-set letters where individual letters are back-lit, non-illuminated pin-set letters, carved entablature-type signs, and other general individual-letter, non-illuminated signs. Type A Wall Signs shall be attached only to flat, opaque wall surfaces.

For the purposes of this Statement, a "Type B Wall Sign" shall mean a sign with a display area that has a background that is designed as an integral part of the sign. A Type B Wall Sign is typically a plastic-panel-faced box sign. A permanent banner sign with a display area that is parallel to the building façade is also a Type B Wall Sign. Other types of wall signs which do not have the characteristics of a Type A Wall Sign, including but not limited to board signs and painted-on wall signs, are included in this category. Type B Wall Signs shall be attached only to flat, opaque wall surfaces.

For the purposes of this Statement, a "Type A Projecting Sign" shall mean a sign with a display area that does not have a background that is designed as an integral part of

the sign, except that a non-illuminated wood or metal board-type sign or a permanent banner sign shall be considered a Type A Projecting Sign. Only individual letters or symbols may be internally illuminated on Type A Projecting Signs. Type A Projecting Signs include, but are not limited to, letters or symbols cut from an opaque panel such as metal, pin-set letters where individual letters are back lit, and non-illuminated pin-set letters. If individual letters are used on a Type A Projecting Sign, they shall be applied to or affixed to a projecting board or to a cabinet not more than 12 inches thick in order for the sign to be considered a Type A Projecting Sign.

For the purposes of this Statement, a "Type B Projecting Sign" shall mean a sign with a display area that has an illuminated overall background. A Type B Projecting Sign is typically a plastic-panel-faced box sign. Other types of projecting signs which do not have the characteristics of a Type A Projecting Sign are included in the Type B Projecting Sign category.

EXHIBIT D
 STATISTICAL SHEET
 METRO AUTO PARC
 THIRD AMENDMENT TO GENERAL PLANNED DEVELOPMENT
AMENDED GPD STATISTICS

STATISTICAL COMPARISONS	AMENDED GPD			AREA A 63.27% of Amended GPD			AREA B 36.74% of Amended GPD		
	SQ. FT	ACRES	% OF TOTAL	SQ. FT	ACRES	% OF TOTAL	SQ. FT	ACRES	% OF TOTAL
Gross Land Area	----	68.74	----	----	43.49	----	----	25.25	----
Land on Site Devoted to Public Rights-of-way	----	5.49	----	----	3.44	7.89	----	2.06	----
Maximum Amount of Land on Site Covered by Principal Buildings	366,324	8.41	12.33	278,000	6.38	14.7	103,324	2.37	9.39
Maximum Amount of Land on Site Devoted to Parking and Drives	1,592,376	36.56	53.19	1,037,516	23.82	54.69	554,860	12.74	50.44
Minimum Amount of Land on Site Devoted to Open Space	794,705	18.24	26.53	442,735	10.16	23.32	351,970	8.08	32.00

AREA A STATISTICAL BREAKDOWN

SUMMARY INFORMATION	PARCEL 1	PARCEL 2	PARCEL 3	OUTLOT	PARCEL 4	TOTAL SITE
Number of Buildings	1-2	1-2	1-2	0	3	6 to 9
Parking Spaces	830	600	810	0	N/A	2,240
Maximum Parking Ratio (Spaces Per 1,000 Sq. Ft. of Building Area)	32	24	22	0	N/A	----

STATISTICAL COMPARISONS (EACH PARCEL)	Parcel 1 (sq. ft) (acres) (% of Parcel)	Parcel 2 (sq. ft) (acres) (% of Parcel)	Parcel 3 (sq. ft) (acres) (% of Parcel)	Parcel 4 (sq. ft) (acres) (% of Parcel)	Outlot (sq. ft) (acres) (% of Parcel)
Gross Land Area of Parcel	(564,489) (12.9589) (100%)	(435,600) (10) (100%)	(563,888) (12.9451) (100%)	(54,940) (1.2613) (100%)	(128,493) (2.9498) (100%)
Maximum Amount of Land Covered by Principal Buildings	(90,000) (2.1) (16%)	(90,000) (2.1) (21%)	(90,000) (2.1) (16%)	(8,200) (0.19) (15%)	(0) (0) (0)
Maximum Amount of Land Devoted to Parking and Drives	(365,904) (8.4) (64%)	(265,716) (6.1) (61%)	(370,696) (8.5) (66%)	(35,200) (0.81) (64%)	(0) (0) (0)
Minimum Amount of Land Devoted to Open Space	(108,900) (2.5) (20%)	(78,408) (1.8) (18%)	(115,434) (2.6) (20%)	(11,500) (0.269) (21%)	(128,493) (2.9498) (100%)

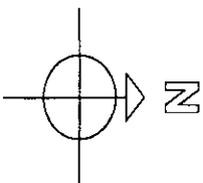
AREA B STATISTICAL BREAKDOWN

SUMMARY INFORMATION	AS APPROVED IN CURRENT GPD	AS DEVELOPED PURSUANT TO APPROVED DETAILED PLANS
Number of Buildings	2	4
Parking Spaces	1,386	Unknown
Maximum Amount of Land Covered by Principal Buildings	108,924 sq. ft./2.5 acres/10.8% of Area B	Unknown
Maximum Amount of Land Devoted to Parking and Drives	554,860 sq. ft./12.7378 acres/54.9% of Area B	Unknown
Minimum Amount of Land Devoted to Open Space	351,970 sq. ft./8.0801 acres/34.8% of Area B	Unknown
Maximum Building Floor Area	120,000 sq. ft. if Motor Vehicle Uses; 450,000 sq. ft. if Office or Research and Development	Unknown
Maximum Number of Stories	2	Unknown
Maximum Height	30 feet Architectural elements of a building may exceed 30 feet and will be considered under the detailed plan development submittal.	Unknown

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AO.1

N.T.S.

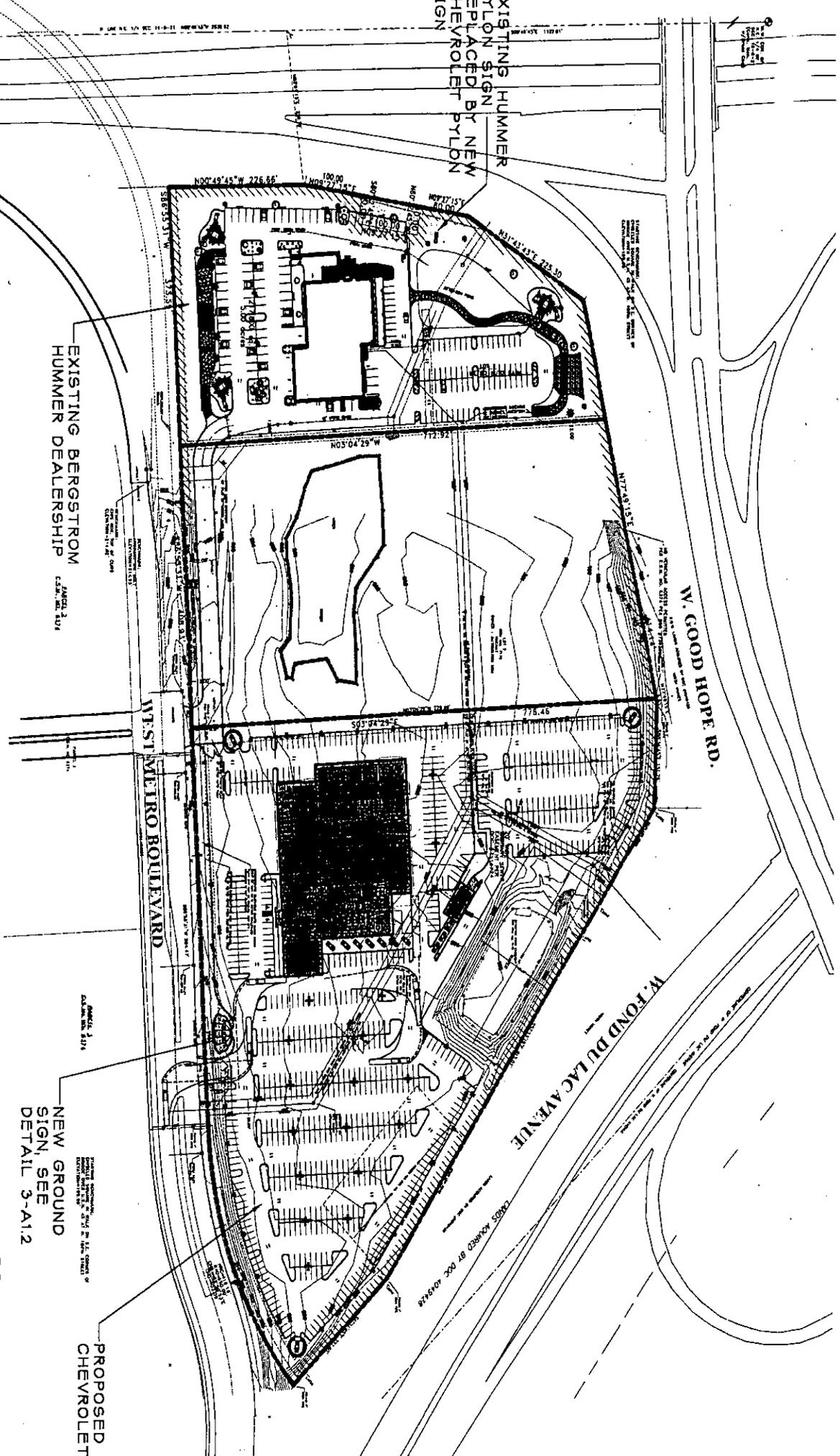
OVERALL SITE PLAN



NEW GROUND SIGN, SEE DETAIL 3-A1.2

EXISTING BERGSTROM HUMMER DEALERSHIP
C.S.M. NO. 8101

PROPOSED CHEVROLET



EXISTING HUMMER PYLON SIGN REPLACED BY NEW CHEVROLET PYLON SIGN

W. GOOD HOPE RD.

W. FOND DU LAC AVENUE

WEST METRO BOULEVARD

AREA A STATISTICAL BREAKDOWN

SUMMARY INFORMATION	PARCEL 1	PARCEL 2	PARCEL 3	PARCEL 4a, b, & c	OUTLOT 1
NUMBER OF BUILDINGS	1-2	1-2	1-2	3	0
PARKING SPACES	830	754	661	6	0
MAXIMUM PARKING RATIO (Spaces per 1,000 Squ. Ft. of Bldg Area)	32	29	25	1	0

STATISTICAL COMPARISONS (EACH PARCEL)	PARCEL 1 (SQU. FT.) (ACRES) (% OF PARCEL)	PARCEL 2 (SQU. FT.) (ACRES) (% OF PARCEL)	PARCEL 3 (SQU. FT.) (ACRES) (% OF PARCEL)	PARCEL 4a, b, & c (SQU. FT.) (ACRES) (% OF PARCEL)	OUTLOT 1 (SQU. FT.) (ACRES) (% OF PARCEL)
GROSS LAND AREA OF PARCEL	(564,489) (12.9589) (100%)	(521,216) (11.9655) (100%)	(464,954) (10.6739) (100%)	(54,938) ((1.2612) (100%)	(141,817) (3.2557) (100%)
MAXIMUM AMOUNT OF LAND COVERED BY PRINCIPAL BUILDINGS	(90,000) (2.1) (16%)	(90,000) (2.1) (17%)	(90,000) (2.1) (19%)	(8,700) (0.2) (16%)	(0) (0) (0)
MAXIMUM AMOUNT OF LAND DEVOTED TO PARKING AND DRIVES	(365,589) (8.4) (65%)	(332,185) (7.6) (64%)	(291,262) (6.7) (63%)	(3,180) (0.1) (6%)	(0) (0) (0)
MINIMUM AMOUNT OF LAND DEVOTED TO OPEN SPACE	(108,900) (2.5) (19%)	(99,031) (2.3) (19%)	(83,692) (1.9) (18%)	(43,058) (1) (78%)	(141,817) (3.2557) (100%)