KILBOURN SQUARE

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

Milwaukee Science Consortium, Inc. and City on a Hill, Inc. (f/k/a City of Hope) (collectively, "Owner") own approximately 15.35 acres of land, seven existing buildings totaling over 650,000 square feet of area and related improvements formerly used as the Sinai Samaritan West Campus (the "Site"). The site consists of roughly a four-block area bounded to the north by West State Street, to the east by North 20th Street, to the south by West Kilbourn Avenue and to the west by North 24th Street. The Site also includes two small parcels used for parking: a surface lot located at the northwest corner of State Street and North 22nd Street and a small parking structure located on Kilbourn Avenue between North 22nd and 23rd Streets. The Site is legally described on the application form and in the Plat of Survey (the "Survey") included with the original General Plan Project Description and Owner's Statement of intent (the "Original Statement").

The Owner has made substantial progress toward renovating existing buildings at the Site into an integrated mixed use development. Portions of two existing buildings were sold in 2004 and renovated by Gorman & Company for the development of affordable housing for families. A third existing building was sold in 2010 and expanded and renovated by Commonwealth Development Corp. for the development of affordable housing for senior citizens. The Owner expects, in future phases, to undertake new construction on one or more of the vacant parcels included within the Site.

This Third Amendment to the General Plan Project Description sets forth in paragraph 7 below the overall development concept for, along with a Statistical Sheet specific to this parcel, and descriptions of the Vicinity Map, signage and landscaping.

The uses that will be permitted at the Site are set forth in paragraph 3 below. The Owner has named the Site "Kilbourn Square."

1. A general plan development vicinity map showing the boundaries of the Site, the territory within 1,000 feet of the Site, proposed access to the Site and community facilities in the surrounding area was included with the Original Statement labeled Vicinity Map (the "Vicinity Map"). The Site is currently serviced by adequate public rights of way. West State Street, North 20th Street, West Kilbourn Avenue and North 24th Street abut the Site's boundaries. In addition, North 23rd Street and private driveways run through the Site. Both West State Street and Kilbourn Avenue connect the Site with Downtown Milwaukee eight blocks to the east. Access from the Site to the federal highway system is available five blocks to the south. As outlined on the Vicinity Map, community facilities in the surrounding area include: public schools to the north and south, Marquette University to the south, and Milwaukee Center for Independence and the Milwaukee Rescue Mission to the east.

2. The Survey included with the Original Statement shows the exterior boundaries, legal description and area of the Site. As mentioned above, the Site originally contained seven buildings totaling over 650,000 square feet of floor area. A number of these buildings remain inter-connected. The buildings are identified on the Survey as follows:

(a.) Building A was a small four-story building containing approximately 17,144 square feet and located at the north east corner of West Kilbourn Avenue and North 24th Street, but it has been demolished.

(b.) Building B is the original Sinai Samaritan Hospital building containing approximately 80,000-90,000 square feet. It is located near the center of the Site.

(c.) Building C contains approximately 33,445 square feet and is located to the rear of Building B near Kilbourn Avenue.

(d.) Building D is a six story, approximately 100,914 square foot building abutting Building B at the east.

(e.) Building E fronts on West State Street and contains approximately 32,536 square feet.

(f.) Building F is a 12-story building consisting of approximately 287,803 square feet of space and including a 250-seat auditorium/theater.

(g.) Building G contains approximately 93, 853 square feet and abuts Building F at the east.

(h.) In addition, there are two existing structures on the Site which may be demolished in the future. These structures include a three-story, 4,542 square foot building and a power house abutting Building B which contains the power generating facilities for the Site. Neither building will be demolished as long as it remains in active use.

The Site contains two large surface parking lots. These lots are located adjacent to North 20th Street and North 24th Street. In 2004, the southern 30% of the surface parking lot located adjacent to North 20th Street was sold to Gorman & Company to provide parking for its affordable housing development on the site. Additional parking is provided in a small surface lot located on West State Street to the north of Building E and in a small parking structure located on West Kilbourn Street to the south of Building C. There are presently a total of approximately 732 parking spaces on the Site.

The Site is bordered by a tree-lined landscape buffer. Mature trees and other landscaping elements are interspersed throughout the Site.

The size and configuration of each of the above-described buildings and related improvements are subject to change. The Owner may enlarge, diminish or demolish any of the buildings during the course of developing the Site.

3. A general planned development site plan showing the general location and dimensions of all existing structures and improvements was included with the original Statement

and labeled Site Plan (the "Site Plan"). The Site Plan has changed since then during the course of development. The following uses will be permitted at the Site: (Except as specifically provided below, all terms will have the meanings set forth in Milwaukee Code of Ordinances Chapter 295.)

(a) All types of office use, ranging from general offices to professional offices, offices of banks and other financial institutions (which may include drive-thrus) and membership organization offices;

(b) Intermediate and skilled nursing care facilities and nursing homes, provided that no such facilities shall provide treatment to individuals recovering from drug and alcohol addictions;

(c) Medical offices and health clinics provided that no such facilities shall provide treatment to individuals recovering from drug and alcohol addictions;

(d) Colleges, universities, specialty or personal instruction schools and dormitories serving the same;

(e) Research or testing laboratories including medical research laboratories and all types of research and development facilities;

(f) Day care centers which may operate up to 24 hours per day and which may include sick child care;

(g) Schools, including nursery, elementary or secondary schools, either public, parochial private, provided that no schools shall be dedicated to educating expelled students, juvenile offenders or truants;

(h) Social service facilities limited to providing training, education and/or counseling services and not providing any kind of alcohol or drug-related programs.

(i) Community centers or food preparation facilities (for both off-site consumption and consumption on-site by residents, owners, occupants, tenants and students at the site) and including catering service;

(j) Public or quasi-public facilities including all types of government facilities other than prisons, jails, community correctional centers or correctional facilities (whether residential or non-residential);

(k) General retail establishments, business service or grocery stores with a maximum of 15,000 square feet of total area. A general retail establishments, business service or grocery store at the Site may be integrated into a larger mixed use development project;

(l) Parking lots and parking structures as principal or accessory uses;

(m) Single family, two family and multifamily dwellings, including a dwelling unit for an on-site manager and his or her family;

(n) Restaurants at which food and beverages may be served for consumption either on the premises or as "take-out" off the premises, provided that no restaurants shall have a drive-thru facility for dispensing food or beverages primarily to customers in motor vehicles;

(o) Churches or religious assemblies with a congregation not to exceed 150 members;

(p) Dormitories accessory to permitted church or religious assembly uses; and
(q) Indoor storage facilities and indoor wholesale and distribution facilities.

4. None of the uses permitted under paragraph 3 above shall include mental health assisted living, where treatment is the basis for admission, or homeless shelter. None of the uses permitted under paragraph 3 above shall include any type of drug or alcohol-related detoxification center or facility. Further, there shall be no dispensing at the Site of drugs or medicines for psychiatric care or drug or alcohol rehabilitation.

5. Any new improvements on the Site shall be designed and constructed in accordance with the design standards included with the Original Statement and labeled Design Standards for New Structures. In additions, a separate detailed plan must be submitted to the City of Milwaukee Department of City Development for each stage of development, pursuant to Milwaukee Code of Ordinances section 295-907, et seq. Each detailed plan must conform to the development concepts set forth in this Statement and any companion materials.

6. All signage will be consistent with an integrated mixed use development and comply with the signage standards included with the Original Statement and labeled Signage Standards.

7.Owner intends to develop housing on the vacant parcels within the Site located bounded by West State Street, North 23rd Street and North 24th Street in the next phase of site development, but until such time this parcel will continue to be utilized for parking. The proposed development will contain low density, affordable housing for families in the form of townhomes, with a central area of green space and a common building for use by residents.

Vicinity Map

A Vicinity Map showing the boundaries of the Site, the territory within 1,000 feet of the Site, proposed access to the Site and community facilities in the surrounding area is included with this Third Amended General Plan Project Description. The Site is currently serviced by adequate public rights of way. West State Street, North 23rd Street and North 24th Street abut the Site. West State Street connects the Site with downtown Milwaukee eight blocks to the east. Access from the Site to the Federal highway system is available five blocks to the south. Community facilities in the surrounding area include: public schools to the north and south, Marquette University to the south, City on a Hill directly adjacent to the Site, and the Milwaukee Rescue Mission to the east.

Landscaping

The existing landscaping surrounding the Site will be preserved as much as possible. In addition, a landscape plan for the surface parking included in the Site Plan will be developed and included in the Detail Plan Project Description to be submitted once the Owner is able to develop a coordinated landscape plan for the proposed development.

Signage

Owner plans to install four monument style signs on the site. Proposed locations of the monument signs are depicted on the Site Plan.

STATISTICAL SHEET

SPECIFIC TO THE VACANT PARKING PARCEL AT 2303 W. STATE ST.

TO BE DEVELOPED FOR HOUSING IN THE NEXT PHASE OF SITE DEVELOPMENT

STATISTICAL COMPARISONS	SQUARE FEET	% OF TOTAL
Gross land area	104,110	100.0%
Land covered by principal buildings	Maximum of 40,025	Up to 38.4%
Land devoted to parking and drives	Maximum of 24,000	Up to 23.0%
Land devoted to Landscaped Open Space	Minimum of 48,260	At least 46.3%

SUMMARY INFORMATION	NUMBER
Proposed dwelling unit density	Maximum of 36 units
Proposed number of buildings	Maximum of 18
Dwelling units per building	Maximum of 8
Bedrooms per dwelling unit	3 and 4
Parking spaces	1:1 ratio per residential unit, plus up to 10 spaces for common use for a maximum total of 46