

AGREEMENT
Rezoning Application Z-14-006
560/568/576 Trabert Avenue
Atlanta, Georgia

This constitutes an agreement (the "Agreement") between **ALDERMAN DRIVE HOLDINGS, LLC** (the "Developer"), applicant in the above referenced Rezoning Application (the "Application"), and the **LORING HEIGHTS NEIGHBORHOOD ASSOCIATION, Inc.** (the "Association") outlining agreed upon conditions for the Developer's redevelopment of the property as more particularly described on the legal description attached hereto as Exhibit "A" and by reference incorporated herein (the "Property") pursuant to the approval of the Application, which proposes a rezoning of the Property. Developer agrees to be bound by this Agreement in its development of the Property, and the Association agrees that it will support the Application before the various City of Atlanta entities which will consider the Application. This Agreement is intended to supplement the written conditions, Site Plan, and Elevations that are a part of the ordinance approving the Application, which documents are by reference incorporated herein. To the extent that the conditions of this Agreement are more restrictive than or are not reflected in conditions applied to the Property by the Atlanta City Council, the conditions in this Agreement will control. This Agreement is subject to final approval of the Application by the Atlanta City Council and Mayor and issuance of any necessary permits to implement the Developer's intended improvements and uses permitted by the Application. Developer's use and development of the Property pursuant to the approval of the Application, shall comply with and be conditioned as follows:

1. **SITE PLAN.** The site shall be developed in accordance with the Site Plan attached hereto as Exhibit "B" prepared by Schneider Wright, Inc. dated 19 February 2014 and stamped received by the Office of Planning on 19 February 2014. ("Site Plan") The centerline of the access drive shall not vary more than 10 feet from that shown on the Site Plan. No other access drive shall be authorized. Notice of all future requests for administrative site plan amendments shall be provided in writing to the President of the Loring Heights Neighborhood Association, Inc. ("Loring Heights") for review and comment at least ten (10) days prior to filing with the City of Atlanta's Office of Planning. Requests for site plan amendments that exceed 20% of any quantified parameter, such as height, density, parking, and so forth, may be deemed a "major" site plan amendment by Loring Heights and require City Council review.
2. **EXTERIOR ELEVATIONS.** The exteriors of the buildings on the site shall be completed in concept with the two exterior concept sketches attached hereto as Exhibits "C-1" and "C-2" prepared by Schneider Wright, Inc. stamped received by the Office of Planning on 19 February 2014. Exterior materials used shall be substantially similar to the list attached hereto as Exhibit "D". If exterior materials differ substantially from this list, or would appear materially different from a visual perspective when viewed from the adjoining public right of way or the adjacent residential property to the east, such changes shall be provided in writing to the President of Loring Heights for review and comment at least twenty (20) business days prior to the filing of the building

construction permit with the City of Atlanta. Any comments that Loring Heights would like considered shall be delivered to the Developer in writing within ten (10) business days of receipt of the exterior materials and percentages documents by the President. If the President wishes to convene a neighborhood meeting to discuss such changes, the Developer agrees to attend such meeting subject to reasonable scheduling and provided it is requested within the 10 day time period. If such a meeting is requested, Developer agrees to delay filing such building construction permit up to an additional ten (10) business days to allow additional time for the meeting and for neighborhood comments to be completed. Any comments provided for consideration must not be inconsistent with Beltline façade requirements.

3. **LANDSCAPE PLAN.** The eastern boundary of the site adjoining 556 Trabert Avenue shall provide for a transitional buffer for a depth of 20 (twenty) feet in the location identified on the Site Plan pursuant to the provisions of zoning code section 16-11.006(3)(a). This transitional buffer area shall not be reduced in size or dimension. The Developer shall prepare a professionally designed Landscape Plan for the transitional buffer and the Trabert frontage areas, which buffer and frontage areas shall collectively be defined to be that area contained within "Area A" and "Area B" as delineated on the document attached hereto as Exhibit "E". ("Landscape Plan") The Landscape Plan shall provide that at least 75% of trees planted be a minimum of 3 inch caliper and 10 to 12 feet in height, provided that evergreens in excess of 10'0" in height shall be counted as having caliper equal to or greater than 3" for purposes of this agreement notwithstanding a multi-trunk or smaller caliper size for such evergreen. All shrubs planted shall be at least 5 gallons in size. The remaining 25% of trees planted may be ornamental and 6 feet in height at time of planting. Notwithstanding these tree planting size requirement percentages, the Developer shall have the right to contact the President of Loring Heights and present an alternate landscape design for "Area B" as delineated in Exhibit "E" which would relax the tree size requirements in that "Area B" in lieu of an alternate mix of varieties of ornamental and other trees. The President shall have the authority to approve such alternate landscape design for that "Area B" and if so approved Developer may incorporate said approved landscape design for said "Area B" into its Landscape Plan. In the transitional buffer immediately adjacent to and west of the existing residential building at 556 Trabert Avenue and extending 5'0" north of the front foundation and 5'0" south of the rear foundation of that residential building, at least two staggered rows of trees shall be planted to create an enhanced landscape screen ("The Residential Screen"); 1 row shall be planted along the fence at the adjoining residential property line which shall be evergreen all of which are at least 3 inch caliper, 10 to 12 feet in height, and of a faster growing variety. The Landscape Plan meeting these requirements shall be provided to the President of the Loring Heights for review and comment at least twenty (20) days prior to the Landscape Plan's submission to the City of Atlanta. Any comments that Loring Heights would like considered shall be delivered to the Developer in writing within ten (10) days of receipt of the Landscape Plan by the President. Any comments provided for consideration must not be inconsistent with Beltline landscape requirements. The specifications of The Residential Screen described above are subject to and subordinate to any future agreement between the owner of 556 Trabert Avenue and Alderman Drive Holdings, LLC as the Developer/owner. However,

prior to the effective date of any such future agreement, Alderman shall provide 30 days advance written notice of such agreement to the President of the Loring Heights Neighborhood Association, Inc. during which 30 day period LHNA, Inc. shall have the unilateral right to terminate such agreement, provided such termination is in writing and received by Alderman prior to the expiration of the 30 day period. If so terminated by LHNA, Inc., the specifications of The Residential Screen set forth above shall remain in place and be completed by Alderman.

4. USES. The following C-1 principal uses shall be prohibited: places of worship; clubs/lodges (provided that craft or hobby clubs such as painting, ceramics or knitting shall be authorized); nightclubs; commercial greenhouses; commercial recreation (provided that craft, hobby, clay and ceramic, and similar studios shall be authorized); laundry/dry cleaning; repair establishments; automobile/commercial vehicle sales and leasing where inventory is maintained, stored or bought on site; vault storage facility; service station/car washes; special event or convention facilities as a principal or revenue generating use, provided that special events or catered events that are associated with permitted principal uses, such as craft, hobby, clay and ceramic, and similar studios, shall be authorized; and MARTA or public utility facilities. All C-1 SUP's shall be prohibited except those authorized in 16-11.005(1)(l). All C-1 special administrative and special exceptions, except those related to zero-lot-line development and parking, shall be prohibited. Any request for an eating and drinking establishment as a principal use, or a bar, shall be deemed a major site plan amendment requiring neighborhood, ZRB and City Council review; provided that special or catered events that are accessory to a permitted use shall be authorized as zoned. This paragraph is not intended to apply to Beltline SAP regulations or requirements.
5. LOT CONSOLIDATION. A lot consolidation shall be filed prior to initiation of new construction consolidating these 3 lots into one lot.
6. HEIGHT AND DENSITY. The height shall not exceed that specified on the Site Plan, provided that it is acknowledged that the existing elevator override structure projects above the top of the penthouse roof on the mixed use building about +/- 6 feet. The density of development shall not exceed twenty (20) percent of the FAR specified on the site plan.
7. EXTERIOR LIGHTING. Exterior lighting shall meet all Beltline requirements. All exterior lights shall utilize cutoff luminaries that have a maximum 90 degree illumination. Exterior lighting emanating from the development shall not exceed 0.5 footcandle commencing at a point 10'0" north of the foundation of the residential property at 556 Trabert Avenue and extending 25'0" south of the rear foundation thereof and along the eastern property line that adjoins that adjacent single family residential property ("The Reduced Exterior Lighting Zone") provided that street lighting or other security lighting mandated by the City of Atlanta shall be excluded from this calculation. The specifications of The Reduced Exterior Lighting Zone described above are subject to and subordinate to any future agreement between the owner of 556 Trabert Avenue and Alderman Drive Holdings, LLC as the Developer/owner. However, prior to the effective

date of any such future agreement, Alderman shall provide 30 days advance written notice of such agreement to the President of the Loring Heights Neighborhood Association, Inc. during which 30 day period LHNA, Inc. shall have the unilateral right to terminate such agreement, provided such termination is in writing and received by Alderman prior to the expiration of the 30 day period. If so terminated by LHNA, Inc., the specifications of The Residential Screen set forth above shall remain in place and be completed by Alderman.


8. VALET PARKING. No valet parking shall be authorized unless it is in association with a special event hosted by an existing use.
9. IMPACT FEES. The Developer shall support any future legislation that directs Transportation Impact Fees to implementation of the Loring Heights Framework Plan at the request of Loring Heights Neighborhood Association, Inc.
10. ROOF UTILITIES. All rooftop utilities shall be screened from view from adjoining existing residential properties and Trabert Avenue.
11. EFFECTIVENESS. The effective date of this Agreement shall be that date evidencing the final approval of the Application. As used in this paragraph 11, "final approval" shall mean approval by the Mayor and City Council of the Application plus the expiration of any applicable appeal periods.
12. COUNTERPARTS. This Agreement may be executed in multiple counterparts, each of which shall be deemed to be an original, but all of which, together, shall constitute one and the same instrument.
13. SEVERABILITY. In the event that any provision or any portion of any provision of this Agreement, or the application thereof to any person or circumstance, shall to any extent be held invalid or unenforceable, the remainder of this Agreement, or the application of such remaining provisions or remaining portion of said provision to any other person or circumstance, shall not be affected thereby. Said remainder shall continue in full force and effect and shall be valid and enforceable to the fullest extent permitted by law.
14. GOVERNING LAW. This Agreement shall be governed, construed, performed, and enforced in accordance with the laws of the State of Georgia.
15. SECTION CAPTIONS DISREGARDED. The captions of the numbered sections of this Agreement are for purposes of identification and convenience only. Said captions shall not be considered or referred to in resolving questions of interpretation and construction of this Agreement and shall not be deemed to add to or subtract from the meaning of the content of any section of this Agreement.
16. MODIFICATIONS OR AMENDMENTS. No modification or amendment of this Agreement shall be valid or binding unless such modification is in writing, duly dated and signed by both parties.

17. SUCCESSORS AND ASSIGNS. The terms, conditions and obligations of this Agreement shall inure to the benefit of and be binding upon the parties hereto and the respective successors and assigns thereof.

IN WITNESS WHEREOF, the Developer and the Association have executed as of the date set forth beneath their signatures.


DEVELOPER:

ALDERMAN DRIVE HOLDINGS, LLC, a
Delaware limited liability company

By: 
Name: Brian E. Fees
Title: Managing Member

State of Georgia
County of Fulton

Sworn to and subscribed before me this 31st day of March, 2014, by Brian E. Fees, personally know to me.

 Notary
Donna J. Pickering
Notary Public, State of Georgia



[Signatures Continued on Following Page]

[Signatures Continued from Previous Page]

ASSOCIATION:

**LORING HEIGHTS NEIGHBORHOOD
ASSOCIATION, INC.**

By: Jeremy Faughtenberry
Name: JEREMY FAUGHTENBERRY
Title: PRESIDENT - LHNA

EXHIBIT "A"

LEGAL DESCRIPTION

SURVEY DESCRIPTION OF PROPERTY
576 TRABERT AVENUE TRACT 1

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING IN LAND LOT 148 OF THE 17TH DISTRICT, CITY OF ATLANTA, FULTON COUNTY, GEORGIA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TO FIND THE **POINT OF BEGINNING** COMMENCE AT AN IRON PIN FOUND (1/2" OPEN TOP PIPE) MARKING THE INTERSECTION FORMED BY THE EASTERLY RIGHT-OF-WAY LINE OF NORTHSIDE DRIVE, U.S. HIGHWAY NO. 41 (100' R/W) WITH THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND PROCEED IN A NORTHEASTERLY DIRECTION ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W), NORTH 74°24'06" EAST FOR A DISTANCE OF 270.00 FEET TO AN IRON PIN PLACED (1/2" RE-BAR) AND THE **POINT OF BEGINNING**,

FROM THE **POINT OF BEGINNING** THUS ESTABLISHED; CONTINUE ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) THE FOLLOWING COURSES AND DISTANCES: 1) NORTH 74°07'14" EAST, A DISTANCE OF 22.93 FEET TO A POINT; 2) THENCE NORTH 75°30'09" EAST FOR A DISTANCE OF 77.01 FEET TO AN IRON PIN FOUND (1/2" RE-BAR, 9.5 FEET TO FACE OF CURB); THENCE DEPARTING SAID SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND PROCEED SOUTH 01°50'25" EAST FOR A DISTANCE OF 283.70 FEET TO AN IRON PIN FOUND (3/8" RE-BAR); THENCE SOUTH 87°48'46" WEST FOR A DISTANCE OF 99.83 FEET TO AN IRON PIN FOUND (1/2" RE-BAR); THENCE NORTH 01°18'23" WEST FOR A DISTANCE OF 261.88 FEET TO AN IRON PIN PLACED (1/2" RE-BAR) ON THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND THE **POINT OF BEGINNING**. SAID TRACT OR PARCEL CONTAINING 0.61766 OF AN ACRE OR 26,905 SQUARE FEET.

SURVEY DESCRIPTION OF PROPERTY
568 TRABERT AVENUE, TRACT 2

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING IN LAND LOT 148 OF THE 17TH DISTRICT, CITY OF ATLANTA, FULTON COUNTY, GEORGIA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TO FIND THE **POINT OF BEGINNING** COMMENCE AT AN IRON PIN FOUND (1/2" OPEN TOP PIPE) MARKING THE INTERSECTION FORMED BY THE EASTERLY RIGHT-OF-WAY LINE OF NORTHSIDE DRIVE, U.S. HIGHWAY NO. 41 (100' R/W) WITH THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND PROCEED IN A NORTHEASTERLY DIRECTION ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) THE FOLLOWING COURSES AND DISTANCES: 1) NORTH 74°24'06" EAST FOR A DISTANCE OF 270.00 FEET TO AN IRON PIN PLACED (1/2" RE-BAR); 2) THENCE NORTH 74°07'14" EAST, A DISTANCE OF 22.93 FEET TO A POINT; 3) THENCE NORTH 75°30'09" EAST FOR A DISTANCE OF 77.01 FEET TO AN IRON PIN FOUND (1/2" RE-BAR, 9.5 FEET TO FACE OF CURB) AND THE **POINT OF BEGINNING**.

FROM THE **POINT OF BEGINNING** THUS ESTABLISHED; CONTINUE ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W), NORTH 76°00'16" EAST FOR A DISTANCE OF 79.78 FEET TO AN IRON PIN FOUND (1-1/4" CRIMPED TOP PIPE, 10.0 FEET TO FACE OF CURB); THENCE DEPARTING SAID SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND PROCEED SOUTH 02°35'26" EAST FOR A DISTANCE OF 150.69 FEET TO AN IRON PIN PLACED (1/2" RE-BAR); THENCE SOUTH 01°54'36" EAST FOR A DISTANCE OF 149.26 FEET TO AN IRON PIN FOUND (1/2" RE-BAR); THENCE SOUTH 87°45'40" WEST FOR A DISTANCE OF 80.15 FEET TO AN IRON PIN FOUND (3/8" RE-BAR); THENCE NORTH 01°50'25" WEST FOR A DISTANCE OF 283.70 FEET TO AN IRON PIN FOUND (1/2" RE-BAR) ON THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND THE **POINT OF BEGINNING**. SAID TRACT OR PARCEL CONTAINING 0.53297 OF AN ACRE, OR 23,216 SQUARE FEET.

SURVEY DESCRIPTION OF PROPERTY
560 TRABERT AVENUE, TRACT 3

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING IN LAND LOT 148 OF THE 17TH DISTRICT, CITY OF ATLANTA, FULTON COUNTY, GEORGIA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TO FIND THE **POINT OF BEGINNING** COMMENCE AT AN IRON PIN FOUND (1/2" OPEN TOP PIPE) MARKING THE INTERSECTION FORMED BY THE EASTERLY RIGHT-OF-WAY LINE OF NORTHSIDE DRIVE, U.S. HIGHWAY NO. 41 (100' R/W) WITH THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND PROCEED IN A NORTHEASTERLY DIRECTION ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) THE FOLLOWING COURSES AND DISTANCES: 1) NORTH 74°24'06" EAST FOR A DISTANCE OF 270.00 FEET TO AN IRON PIN PLACED (1/2" REBAR); 2) THENCE NORTH 74°07'14" EAST, A DISTANCE OF 22.93 FEET TO A POINT; 3) THENCE NORTH 75°30'09" EAST FOR A DISTANCE OF 77.01 FEET TO AN IRON PIN FOUND (1/2" REBAR) 4) THENCE NORTH 76°00'16" EAST FOR A DISTANCE OF 79.78 FEET TO AN IRON PIN FOUND (1-1/4" CRIMPED TOP PIPE) AND THE **POINT OF BEGINNING**.

FROM THE **POINT OF BEGINNING** THUS ESTABLISHED, AND CONTINUING ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W), NORTH 76°02'11" EAST, FOR A DISTANCE OF 54.53 FEET TO A NAIL PLACED; THENCE DEPARTING SAID RIGHT-OF-WAY LINE OF TRABERT AVENUE (50' R/W) AND PROCEED SOUTH 02°33'52" EAST FOR A DISTANCE OF 150.32 FEET TO AN IRON PIN PLACED (1/2" REBAR); THENCE SOUTH 75°38'33" WEST FOR A DISTANCE OF 54.54 FEET TO AN IRON PIN PLACED (1/2" REBAR); THENCE NORTH 02°35'26" WEST FOR A DISTANCE OF 150.69 FEET TO AN IRON PIN FOUND (1-1/4" CRIMPED TOP PIPE) AND THE **POINT OF BEGINNING**. SAID TRACT OR PARCEL CONTAINING 0.18460 OF AN ACRE, OR 8,041 SQUARE FEET.

EXHIBIT "B"

SITE PLAN

EXHIBIT C-1 and C-2

ELEVATIONS



Northeast Entry View



Northwest Entry View

Trabert Avenue Mixed-Use Development

560/ 568/ 576 Trabert Avenue

Atlanta, Georgia

Alderman Drive Holdings, LLC

EXHIBIT "D"

EXTERIOR MATERIALS LIST

EXHIBIT "D" - Exterior Elevation List

1. **Modular Porcelain Veneer Panels-**
 - Main façade material of first two levels of 568 and main exterior façade material for 576
 - Majority of tile to be light to medium toned, with honed texture and darker toned base coursing

2. **Vertical Masonry/ Clay Fired Veneer Pilasters-**
 - Both Buildings
 - Product to be darker-toned with repetitive horizontal accent banding

3. **Commercial Grade Wood-look Veneer Panels-**
 - 568 Only: Third and Penthouse Levels and
 - Selective exterior railings and fences on both buildings
 - Low Maintenance with medium-toned, wood-patterned finish

4. **Prefinished Corrugated and Flat Metal Panels**
 - 568 and 576 roof equipment screens, roof parapet flashing, canopy roofs, elevator override, and decorative exterior features
 - Dark-toned finish to coordinate with Vertical Pilasters and dark ceramic banding



5. **Exterior Exposed Concrete:**
 - Parged finish over existing concrete surfaces to coordinate with Vertical Pilasters and dark ceramic banding
 - No synthetic stucco used on project

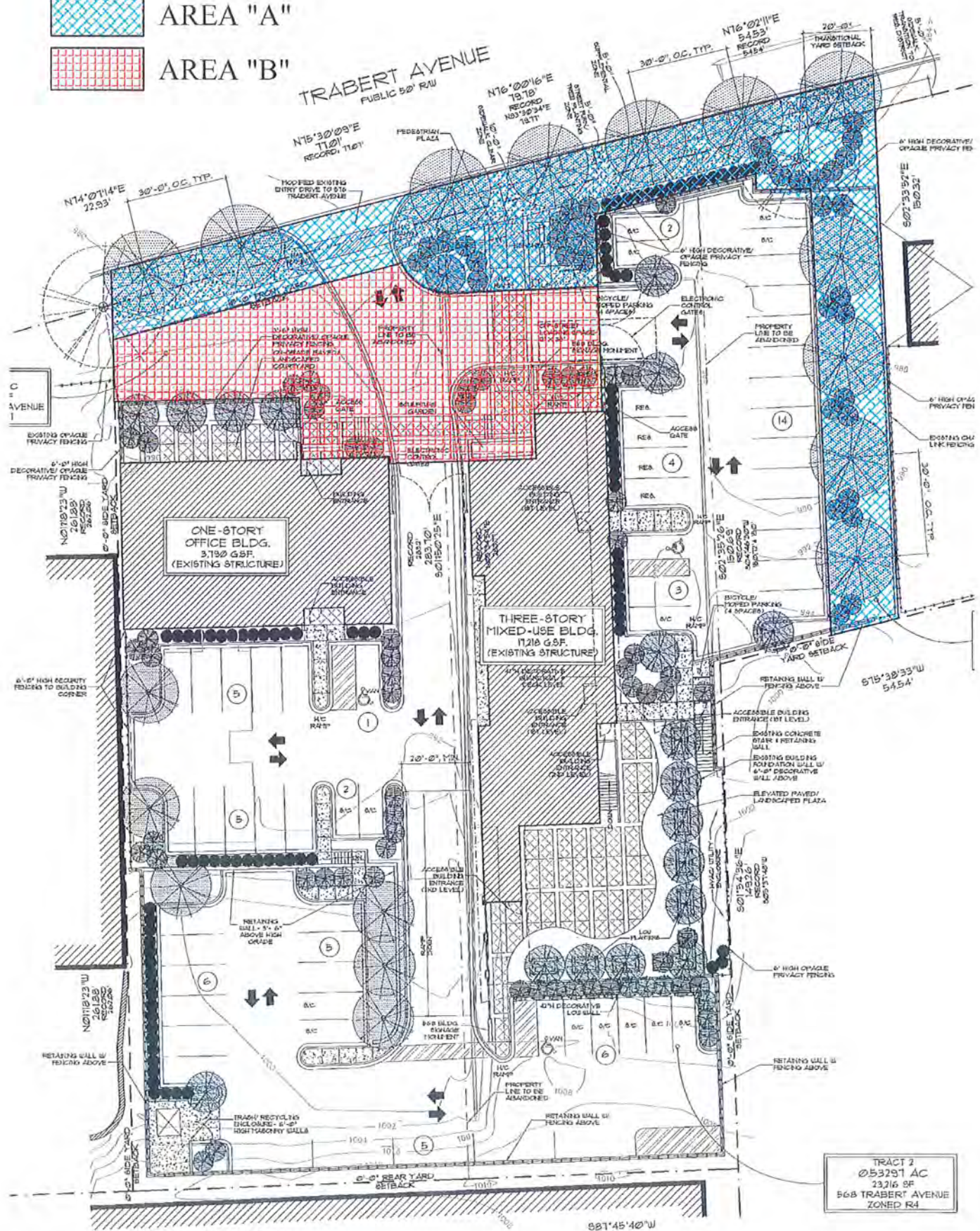
6. **Guardrailing:**
 - Metal framing with either intermediate stainless steel cable railing or wood look planks

7. **Storefront/ Curtainwall:**
 - Dark toned prefinished aluminum glazing system
 - Clear, Insulated Glass Units

EXHIBIT "E"

LANDSCAPE PLAN AREAS

 AREA "A"
 AREA "B"



TRACT 2
 0.53291 AC
 23216 SF
 568 TRABERT AVENUE
 ZONED R4

881'48'46" W
 99.83'
 RECORD
 100'

881'45'40" W
 80.15'
 RECORD
 114'48'00" W
 80'