FORMER CHAPTER 59 (FC59) USE DETERMINATION:
IN PUD 626, A VETERINARY BUSINESS CAN BE CLASSIFIED AS A
PERMITTED PROFESSIONAL OR PERSONAL SERVICE USE

Date of Use Determination: March 18, 2022

Applicability: All property with the PUD 626 Zone District Designation

TABLE OF CONTENTS

Request for a Use Determination ............................................................................................................ 2
Applicable Zoning Rules and Review Criteria .......................................................................................... 2
  Applicable Zoning Rules ...................................................................................................................... 2
Analysis ................................................................................................................................................... 3
  PUD 626 Use Categories & Definitions ............................................................................................... 3
  Former Chapter 59 Use Definitions ..................................................................................................... 3
  Conclusion .......................................................................................................................................... 6
Final Use Determination and Decision .................................................................................................... 7
Appeal .................................................................................................................................................... 7
REQUEST FOR A USE DETERMINATION

On February 22, 2022, Confluence Park Apartments, LLC (Applicant), requested a primary use determination for the property they own that is fully contained in the Zone District Boundaries of PUD 626 (“PUD 626”). The request is to determine if a proposed business called Sploot Veterinary Care (“Sploot”) is a permitted primary use under PUD 626. Sploot would provide the following professional veterinary services and care to household pets:

- Wellness and preventive care, such as dental care, wellness exams, puppy and kitten exams, and vaccinations;
- Urgent care and sick visits, including emergency services, testing and radiology, and telehealth;
- Veterinary surgery, including spays and neuters, mass removals, bladder stone removals, intestinal & gastric foreign body removal, and dental surgeries; and
- Additional veterinary services, including behavioral services, dermatology, allergies, euthanasia, and nutrition.

A veterinary service is not listed specifically as a permitted primary use in the PUD; therefore, the Applicant requests a determination whether PUD 626 will allow such a use. A decision by the Zoning Administrator is required to determine which, if any, specifically permitted use in the PUD includes a veterinary use as described above.

APPLICABLE ZONING RULES AND REVIEW CRITERIA

APPLICABLE ZONING RULES

The Property is zoned PUD 626, a full copy of which is attached as Exhibit A to this determination. The property was rezoned from R-MU-3 with waivers and a condition to PUD 626 in 2009 by Ordinance No. 587, and the Property has not been rezoned to the Denver Zoning Code. Therefore, the Property is governed by Former Chapter 59 (FC59). PUD 626 sets forth several “uses by right” and specifies that the terms and uses defined in Section 59-2 of FC59 shall be used for purposes of administering PUD 626. Neither FC59 nor PUD 626 includes or defines specifically a “Veterinarian” or “Veterinary Services” land use.

Under general rules of zoning code interpretation, where PUD 626 states a specific use or definition, that use/definition will be enforced. Where the PUD is silent, the definitions of Former Chapter 59 will provide the applicable zoning guidance and rules. Lastly, where the PUD and Former Chapter 59 are either silent or vague, the decision of the Zoning Administrator is guided by the general authority for code interpretations stated in Former Chapter 59, Section 38(a), Administration.
**ANALYSIS**

**PUD 626 USE CATEGORIES & DEFINITIONS**

PUD 626 provides a list of “Proposed Permitted Uses” (Exhibit A, pp.5-6) that are organized into three general use categories:

1. Residential,
2. Retail, service, office, and
3. Arts, entertainment, recreation, institutions.

For purposes of this use determination, the Residential category clearly does not contain a proposed permitted use that could include animal services like the proposed veterinary services business.

The “Retail, service, office” category allows specific “Office: non-dental, non-medical” and “Retail, service, repair, consumer, small scale” uses, which are both further defined in the Definitions section of FC59. (Exhibit A, p. 6)

The “Arts, entertainment, recreation, institutions” category allows specific “Clinic, office, laboratory, dental, or medical” and “Professional or Personal Services” use, which are also further defined in FC59. (Exhibit A, p. 6)

PUD 626 provides one use definition that supersedes the same use definition in FC59. “Office: Medical, Dental” is defined by PUD 626 to mean: “Occupancy primarily for the provision of medical, dental, or other health services. Does not include and veterinary or animal services.” (Exhibit A, p. 5, emphasis added.) Therefore, the specific “Clinic, office, laboratory, dental or medical” use permitted in PUD 626 under the “Arts, entertainment, recreation, institutions” category, which is interpreted to include the PUD-defined “Office: Medical, Dental” use, clearly excludes a business like Sploot or similar veterinary/animal services use.

Accordingly, the only permitted uses listed as permitted in PUD 626 that could arguably include a veterinary/animal services use like Sploot are:

1. Retail, service, repair, consumer, small scale
2. Office: non-dental, non-medical, or
3. Professional or Personal Services

**FORMER CHAPTER 59 USE DEFINITIONS**

As described above, the three permitted uses in PUD 626 that might arguably allow the proposed Sploot veterinary service are all defined in FC59, as described, and analyzed below.

1. **Retail, service, repair, consumer small scale**

   “Establishments of ten thousand (10,000) square feet or fewer-of gross floor area engaged in the sale or rental of goods at retail, engaged in providing a service(s) to individuals, and/or engaged in the provision of repair services to consumers and households. This category
excludes animal sales or service; building and garden materials, supplies, sales, or rental; food sales or markets; and motor vehicle and related equipment sales, leasing, rental, or repair; as well as those uses listed under retail, service, repair, special. All uses shall be enclosed unless otherwise indicated.” FC59 §59-2 (242) (emphasis added).

The above-referenced and excluded “animal sales or service” is not a defined term or use in FC59; however, the use “Animal sales, service, or care, household pets” is defined in FC59 as: “An establishment engaged in sale, grooming, day care, boarding, or providing treatment or care for animals, including sales of animal supplies and overnight observation kennels for household pets only. The entire use must be enclosed, with specific procedures outlined for outdoor runs”. FC59 §59-2(16). The phrase “animal sales or services” referenced in the FC59 definition of “Retail, service, repair, consumer small scale” is interpreted to have the same meaning as the defined “Animal sales, service, or care, household pets” use found in §59-2 (16).

Under the above interpretation and analysis, the “Retail, service, repair, consumer small scale” use permitted in PUD626 clearly excludes an animal sales, service, or care business. Therefore, because there is no overriding definition or statement in the PUD document (Exhibit A), a veterinary service business like Sploot is not permitted as a “Retail, service, repair, consumer small scale” use otherwise allowed in PUD 626.

2. Office: non-dental, non-medical

“Occupancy primarily for the provision of professional, executive, management, or administrative services; excluding, however, clinic or office, dental or medical.” FC59 §59-2 (182).

The PUD 626 permitted “Office: non-dental, non-medical” does not specifically include or exclude an office or clinic providing animal/veterinary services in its definition. However, the specific “professional, executive, management or administrative” services listed that a permitted office use must primarily provide are substantially different from the primary services provided at a veterinary/animal service business like Sploot. Moreover, this “Office: non-dental, non-medical” expressly excludes medical or dental services for humans, which raises doubt whether the exact same services provided to animals would be allowed.

At a vet/animal service business, the primary services will not be executive, managerial, or administrative; they will be more like the excluded medical/dental office or clinic, such as diagnostic, testing, medical treatment/care, surgical, and respite services (to animals). In addition, the “Office: non-dental, non-medical” use permitted by PUD 626 typically would not generate the same type or volume of customers and vehicle traffic/deliveries or routinely involve the use and disposal of hazardous materials, while both the prohibited medical/dental office and the proposed veterinary use would. Accordingly, the permitted “Office, non-dental, non-medical” use allowed in PUD 626, as defined in FC59, is interpreted to exclude the provision of animal-care services like those proposed by a veterinary business like Sploot.
3. **Clinic, office, laboratory, dental, or medical**

“A building or group of buildings in which the primary use is the provision of health care services to patients or clients. Such services may include the following: medical, dental, psychiatric, psychological, chiropractic, dialysis, acupuncture, reflexology, massage therapy, mental health professional, physical and/or occupational therapy, related medical services, vocational training, placement service and social and recreational activities suitable for disabled adults and children or similar service or a laboratory which provides bacteriological, biological, medical, x-ray, pathological and similar analytical or diagnostic services to doctors or dentists. No fabricating is conducted on the premises, except the custom fabrication of dentures or similar dental appliances. *This definition excludes in-patient or overnight care, animal hospitals, veterinarians, or other similar services.* The sale of merchandise is allowed only as an accessory use. “FC59 §59-2 (70) (emphasis added).

Clearly, the “Clinic, office, laboratory, dental, or medical” use permitted in PUD626 excludes animal sales or services from being allowed as this use type. Therefore, because there is no overriding definition or statement in PUD 626 (Exhibit A), the exclusion also applies to PUD 626. An animal-care / veterinary business like Sploot cannot be permitted as a “Clinic, office, laboratory, dental, or medical” use under PUD 626.

4. **Professional or personal services**

“A service establishment including, but not limited to, barber shop, beauty shop, medical clinic, cleaner, bank, copy center, health club and other similar services.” FC59 §59-2 (214) (emphasis added).

As shown in the analysis above, when FC59 wishes to exclude veterinary services from a specific use type that encompasses similar uses, FC59 explicitly excludes “veterinarians” or “animal sales or services”. For example, with respect to the “Clinic, office, laboratory, dental or medical” use, which is included in PUD 626 and defined in FC59, the code specifies that “This definition excludes in-patient or overnight care, animal hospitals, veterinarians, or other similar services” FC59-2(70).

It is clear from the previous definitions that FC59 acknowledges that veterinarians and animal services are like medical/dental office and other clinical uses and to Retail, service, repair, and consumer uses. FC59 recognizes “Professional and Personal Services Use” as yet another specific type of use distinct from the “Clinic, office, laboratory, dental or medical” use and the “Retail, service, repair, consumer, small scale” use in that the definition cited above both expressly includes “medical clinic” and does not expressly exclude veterinary/animal services. In this case, since generic “medical clinics” are allowed with no express exclusion of animal services, and because a veterinary use is substantially similar in character and impact to a medical clinic and other referenced uses listed within the definition, a veterinary service business is properly included as “other similar service” in the above definition. Accordingly, a veterinary/animal services business like Sploot is allowed in PUD 626 as a permitted Professional and Personal Services primary use.
This interpretation is not weakened by the fact that FC59 defines a use called “Animal sales, service, or care, household pets only”, and that such use is not included in PUD 626. Many specific uses can be categorized under multiple defined uses in FC59 §59-2. For example:

- A “medical clinic” is included within the definition of the following FC59 uses: “Professional or personal services” and “Clinic, office, laboratory, dental or medical”
- A bank is included within the definitions of “Banking and financial services,” and “Professional or personal services.”
- A beauty and/or barbershop is included within the definitions or “Professional and personal services,” “Consumer service, large scale” “Consumer service, medium scale,” “Consumer service, small scale,” and “Retail, service, repair, consumer, small scale.”

It would be clearly contrary to FC59 to prohibit a barbershop in PUD 626 despite the allowance of “Professional or personal services” simply because “Consumer service, small scale” was not included in PUD 626. Similarly, it would be contrary to FC59 to prohibit Sploot or other veterinary services despite the allowance of “Professional and personal services” simply because “Animal sales, service, or care, household pets only” is not included in PUD 626. Therefore, veterinary services may be properly interpreted within the “Professional or personal services” use permitted in PUD 626.

CONCLUSION

Is ‘Sploot’, a full-service animal care/ veterinary business, a permitted use within the PUD 626 zone district? PUD 626 provides a list of proposed permitted uses, allotted area limitations on categories of permitted uses, and an intent to provide supportive commercial uses for the primarily residential project. Of all the uses permitted in PUD 626, four include activities that most closely capture the activities and services proposed by Sploot:

1. Office: Medical, Dental;
2. Retail, service, repair, consumer, small scale;
3. Office: non-dental, non-medical; and
4. Professional or Personal Services.

The first two of those four permitted uses, “Office, Medical, Dental” and “Retail, service, repair, consumer, small scale use,“ specifically exclude animal/veterinary services from their definitions. The definition of the third permitted use, “Office: non-dental, non-medical”, with its emphasis narrowed to offices providing primarily professional, executive, managerial, and administrative services, is contrary to the primary activities a proposed animal/veterinary services office or clinic would typically provide.

The definition of the fourth “Professional or personal service” use does not exclude animal/veterinary services, and expressly allows a “medical clinic”. The definition, in addition to allowing a “medical clinic,” also includes a catch-all allowance for “other similar services.” The range of typical veterinary services is substantially like the range of services offered by a permitted “medical clinic,” with the only difference being the species of patients (human vs. animal).

Allowing a veterinary/animal services use is also consistent with the express intent of PUD 626 to provide supporting commercial sales and services convenient to the hundreds of residents living in PUD.
Finally, the zoning of properties neighboring PUD 626 also speak to an intent to allow full-service animal care/veterinary businesses in the same neighborhood: The adjacent Commons PUD #531 zoning allow the same “Professional or personal services” use as PUD 626 and the adjacent C-RX-8 properties zoned under the Denver Zoning Code specifically allow animal sales/services for household pets, including veterinary clinics/offices.

**FINAL USE DETERMINATION AND DECISION**

Based on the above analysis, I determine that the provision of animal care / veterinary services the same or substantially like the services provided by the proposed Sploot business constitutes a “Professional or Personal Service” primary use as defined in FC59, §59-2(214). Accordingly, an animal care/veterinary service business is a permitted use in the PUD 626 zone district. This primary use determination applies only to properties with the PUD 626 zoning designation.

**APPEAL**

This final use determination may be appealed to the Denver Zoning Board of Adjustments within 15 days from the date of this written decision, according to FC59, §59-39 Appeals from the Department.

Approved by:

Tina Axelrad, Zoning Administrator

Date: March 18, 2022
APPLICATION FOR ZONE MAP AMENDMENT

Application # | 2009I-00017
Date Submitted | 09/03/09
Fee Required | $2,100
Fee Paid | $2,100

APPLICANT INFORMATION

Applicant Name | The Confluence, LLC by Raymond J. Suppa
Contact Name | Matt Chiodini
Address | 1444 Wazee Street, Suite 100
City, State, Zip | Denver, CO 80202
Telephone / Fax | (808) 739-0340 / (808) 739-0350
Email | supco@hawaii.rr.com

LEGAL DESCRIPTION OF SUBJECT PROPERTY

Addressed as 2166 15th Street, Parcel Number: 0233214144000; The southwest intersection of 15th Street and Little Raven Street

Subject Property Location [Please Include Assessor's Parcel Number(s)]

See Exhibit "C" Legal Description and Survey Map

Area of Subject Property (Acres/Sq Ft) | Present Zone District | Proposed Zone District (Waivers and Conditions Require Separate form)
------------------------------------------------- | --------------------- | ---------------------
1.2084 ACRES (52,638.72 SQUARE FEET) | RMU-30 with waivers and conditions | PUD

Describe the nature and effect of the proposed Zone Map Amendment

The nature of the proposed map amendment is to permit development of a 1.2± acre parcel of land located at the southwest corner of 15th Street and Little Raven Street. The proposed PUD requirements situate a high-rise tower fronting on Speer Boulevard and the Cherry Creek addressing the Downtown Area Plan objective of creating "Strong districts within a city that possess key anchors and gateways that contribute to their character and signal to people that they are entering a distinctive place". Along Little Raven street a building step back will be required to provide a sense of scale to the adjacent properties allowing the building to transition from the street to the taller structure. A mid-rise building along 15th street will provide an urban edge with a strong pedestrian environment that will create a point of identity and anchor the larger district.

The effect of the proposed Zone Map Amendment will be positive in many ways. Significant pedestrian enhancements such as extending the Commons Park Promenade, creating pedestrian connections through the site and along Cherry Creek from Little Raven Street to Confluence park and upgrading the 15th Street streetscape will provide a penetration through the site allowing the public to flow freely around the project.

Select Legal Basis for the Zone Map Amendment and explain in detail

The subject property has become one of the most visible in the Central Platte Valley District of Downtown Denver; it marks the entry into the urban environment of the Central Platte Valley, Lower Downtown and the Denver CBD. In 2001 the subject property was approved for R-MU-30 zoning with certain waivers and conditions, including various height limits and design criteria; as well as the inclusion of a 10% affordable housing component. The developer has acquired an additional parcel of land increasing the overall parcel size and adjusting its proximity to Little Raven Street providing additional street frontage.

Over the past 7 years this property and district have experienced a dramatic change. The most significant of these changes is that in 2001 the property had about 280 linear feet fronting an electric sub station that was surrounded by a barb wire fence to protect the large transformers and high voltage wires. Today the property has 280 feet abutting Confluence Park East. In addition, the increasing popularity of the Platte River and Cherry Creek greenways, Commons Park, and other area amenities has made the site more visible.

While the zoning of other property along the Cherry Creek allowed mixed use and 100’ tall buildings, the market conditions compelled the developers of some of the adjacent projects along the creek to abandon the mid-rise mixed use concept to build low rise residential structures resembling apartments and attached homes typically found in a suburban neighborhood.

Additionally, the current zoning has several limiting factors that have been identified as vital to the urban pedestrian environment. It does not provide for any setbacks or permit public access along Cherry Creek that could be used to link the walkway above Cherry Creek, which runs from Wazee Street to Little Raven, to Confluence Park and the Platte River. There are no provisions to break up the massing between the property lines that run from 15th Street to Cherry Creek, or to provide public access to Confluence Park from Little Raven creating a large horizontal mass of a building extending the entire length of the site.
The following are conditions that have changed in the area since the initial zoning in 2001:

1. The Public Service Company transformer sub-station located at the Confluence of Cherry Creek and the Platte River was removed and the site has been rehabilitated into the Confluence Park.

2. The owner/applicant has purchased additional property, enlarging the site, which enhanced the potential to extend the Commons Park promenade along Little Raven Street and to provide better access to the Cherry Creek bike/pedestrian path.

3. Blueprint Denver was adopted by City Council in 2002 designating the site as a mixed-use area of change. The document provides some guiding principles for areas of change such as orientation to the street, building scale, and transition to adjacent areas. In addition to these, attention to the diversity of housing types and prices, enhancing significant views from public places and improving and respecting parks and parkways have been identified to contribute to the urban design vision outlined in BluePrint Denver and reiterated in Downtown Area Plan adopted in 2007. The Downtown Area Plan further emphasizes creating an outdoor downtown, sustainable development and increasing our use of mass transit.

4. Redevelopment of the Historic Union Station as the transportation hub for the region is located less than a quarter mile from the site and is currently in the latter planning stages with construction anticipated to start in 2009. The proximity to this project will make commuting from our site more convenient and accessible.

5. Current development in the Central Platte Valley has yielded buildings of higher density and height since the initial zoning for the site was approved. Buildings utilizing high quality materials such as Gates Corp. World Headquarters (10 stories), 1900 16th Street (17 stories), Glass House (23 stories) have already been completed or are under construction.

State the land use and the development proposed for the subject property. Include the time schedule (if any) for development.

The proposed land uses for the property will primarily be a residential project with supportive commercial uses. The development of the site is separated into several components restricting development to specific areas of the site. The high-rise zone places the tallest massing at Cherry Creek and Speer Boulevard to establish a strong gateway entry to the city of Denver. The mid-rise zone continues the established streetscape with respect to the existing and proposed building heights along 15th street. The low-rise zone along Little Raven addresses the need to scale the building with adjacent properties and create a strong pedestrian connection to Commons Park.

A significant portion of the site has been retained as open space along the Confluence Park East and Cherry Creek property lines. A physical connection through the site from Little Raven Street into the park will also contribute to the pedestrian access in and around the site.

The anticipated time schedule is contingent upon approval of this zoning request, site plan approval, market conditions and project financing.

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<tr>
<th>Required Exhibits</th>
<th>Additional Exhibits</th>
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<tbody>
<tr>
<td>Applicant &amp; Owner Information Sheet</td>
<td>Exhibit &quot;A&quot; Applicant &amp; Owner Information</td>
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<td>Exhibit &quot;B&quot; Power of Attorney Statement</td>
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<td>Maps - Required for Final Submissions</td>
<td>Exhibit &quot;C&quot; Legal Description and Survey Map</td>
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<td>Exhibit &quot;D&quot; Existing Conditions and Utilities Maps</td>
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<td>Exhibit &quot;E&quot; PUD Supplemental Form</td>
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<td>Exhibit &quot;F&quot; Traffic Volumes</td>
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<td>Exhibit &quot;G&quot; District Plan</td>
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Signature

The Confluence, LLC
by Raymond J Suppa, __________________________________________

Date

07/24/09
**APPLICANT & OWNER INFORMATION SHEET**

[1] Section 59-648(c) of the Denver Revised Municipal Code requires that an applicant for rezoning provide the applicant's name, address, and respective ownership interest, if any, on the application. In addition, unless subject to paragraph [2] below, the applicant must provide, in the space provided on this form, a list of all the owners of the property and the holders of deeds of trust, identifying which owners and holders of deeds of trust are represented by the applicant.

[2] If the application is for designation of an area as B-2, B-3, R-X or PUD zone district, the applicant must submit the concurrence of the owners and holders of deeds of trust of the entire land area to be included in the proposed district (and any structures thereon). In such cases, this form must be completed for each individual owner, together with sufficient evidence of ownership for each owner and holder of a deed of trust. Documentation verifying ownership interest may include (but is not limited to): Copies of deeds, powers of attorney, and corporate/partnership registrations filed with the Secretary of State.

<table>
<thead>
<tr>
<th>Application Number</th>
<th>Applicant's Name</th>
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<td>2009I-00017</td>
<td>The Confluence, LLC by Raymond J. Suppa</td>
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**Property Address(es)**

2166 15th Street  
Denver, CO 80202

**Applicant's Address**

The Confluence, LLC  
by Raymond J. Suppa  
1444 Wazee Street  
Suite 100  
Denver, CO 80202

Copy to: Raymond J. Suppa, Manager  
4950 Kahala Avenue  
Honolulu, HI 96816

**NOTE:** If application is for rezoning to B-2, B-3, R-X or PUD, and the applicant is not the property owner, this form must be accompanied by a Power of Attorney statement from the property owner.

Indicate as accurately as possible the form of interest in the property, and the amount held by the individual or entity listed as “applicant” above.

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<th>Fee Title Owner (Has Deed of Ownership)</th>
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List the names and addresses of all owners and holders of Deeds of Trust for the property, if any, and indicate which owners or holders of deeds of trust are represented by the applicant in the space below (please add additional pages, if needed).

Suppa Properties, LLC - Holder of 1st Deed of Trust  
1444 Wazee St. Suite 100  
Denver, CO 80202

2166, LLC - Owner  
Raymond J. Suppa, Manager  
1444 Wazee St. Suite 100  
Denver, CO 80202

**Signature of Applicant**

The Confluence, LLC  
by Raymond J Suppa,  
Manager

**Date Signed**

07/24/09
1. SCHEDULE

a. Date of pre-application conference
   City representative(s) present  
   March 9\textsuperscript{th}, 2009 – Ellen Ittelson,
   Tyler Gibbs.

b. Submittal date of preliminary application  
   May 29\textsuperscript{th}, 2009.

c. Submittal date of completed application 
   June 2\textsuperscript{nd}, 2009.

d. Application is scheduled for a:
   - Planning Board Hearing on       August 19\textsuperscript{th}, 2009
   - Planning Office Hearing on
   - Planning Staff Review.

2. DESCRIPTION OF PLANNED UNIT DEVELOPMENT (PUD)

The proposed Zone Map Amendment is to permit development of a 1.2± acre parcel of 
land located at the southwest corner of 15th. Street and Little Raven Street. Approval of 
the map amendment will permit a variety of uses that will include residential units as well 
as neighborhood serving commercial uses. The proposed PUD requirements situates a 
high-rise tower fronting on Speer Boulevard and the Cherry Creek addressing the 
Downtown Area Plan objective of creating “Strong districts within a city that possess key 
anchors and gateways that contribute to their character and signal to people that they are 
entering a distinctive place”. Along Little Raven street a building step back will be 
required to provide a sense of scale to the adjacent properties allowing the building to 
transition from the street to the taller structure. A mid-rise building along 15th street will 
provide an urban edge with a strong pedestrian environment that will create a point of 
identity and anchor the larger district.

The site has been divided into multiple areas with limiting factors such as gross floor 
plate size, height, bulk-planes, and build-to zones as described in this PUD. A major 
portion of the site has been designated for landscaping, sidewalks and open space limiting 
the allowable building footprint at grade to a maximum of Twenty Four Thousand 
(24,000) square feet or Forty-Five (45%) percent ± of the site. The parking structure is 
allowed to be the full extents of the site below grade; the parking ratios have been 
adjusted to reflect the availability of mass transit in the Central Platte Valley.

DESIGN STANDARDS AND GUIDELINES

In addition to the development regulations established in this PUD document, the 
applicant has proposed development standards and guidelines that will be enabled by the 
PUD. The goal of the development guidelines and standards is to ensure that the 
development is compatible with the surrounding area and meets the intent of the PUD.

The guidelines have been directly influenced by the Commons Design Guidelines, the 
2007 Downtown Area Plan, and Blueprint Denver. The Guidelines address major items 
such as Landscaping (relating to the Commons and Confluence Park designs), Building 
Orientation (to respect views from existing developments and shading of the parks), 
Articulation, Materials and Fenestration (reinforcing contextual materials and modern
applications), Signage, and Balconies. These items reflect many of the preferred alternatives as described by the Downtown Area Plan and ground the building in contextual manner that it reflective of its time.

The Development Standards and Guidelines will be submitted to the Community Planning and Development Department and reviewed and adopted in accordance with Section 12-18 of the Denver Revised Municipal Code (Rule Making). Design review and approval will be provided by Community Planning and Development staff.

**DEFINITIONS**

The current terms and uses defined in Section 59-2 of the Zoning Ordinance shall be used in describing this proposal, with the addition of the following definitions:

**Balcony, interior:** An elevated floor space with one or more open faces that does not project beyond the outside faces of the exterior walls of a building.

**Building Floor plate, Gross:** The sum of the gross horizontal area of a single floor of a building structure, including interior and exterior balconies.

**Building height measurement:** The height of a building or structure shall be the vertical distance measured from the highest point of the building described below to the average elevation of the corners of a building at the finished grade. The highest point of the building shall be either the top of the parapet or coping of a flat-roofed building, or the ridge of a sloping roof. No occupied part of any building shall be constructed above the permitted height; however, unoccupied building features such as church spires, towers, flagpoles, antennas, chimneys, flues and vents, cooling towers, enclosures for tanks and elevator penthouses serving the roof including any vertical or sloped screen walls may extend a maximum of twenty (20) feet above the permitted height of the building. Elevator penthouses not serving the roof and other enclosed or unenclosed mechanical equipment including vertical or sloped screen walls for such equipment shall not exceed a height of twelve (12) feet above the permitted height of the building. The aggregate area of all penthouses and other roof structures shall not exceed thirty-three and one-third (33 1/3) percent of the area of the supporting roof. Such unoccupied building features, excluding church spires, towers, flagpoles and chimneys.

**Office: Medical, Dental:** Occupancy primarily for the provision of medical, dental or other health services. Does not include veterinary or animal services.

**PROPOSED PERMITTED USES:**

Any of all of the proposed uses are permitted as “uses by right” in any proposed structure(s) or anywhere on the site.

**Residential:**
- Dwelling, multiple unit
- Dwelling, single unit
- Live/work residential
- Residence for older adults
Retail, service, office:
Banking and financial services
Bookstore
Brewpub
Communications service
Eating Place
Food sales or market, small
Hotel
Liquor store (No liquor store or drugstore licensed to sell package liquors, not existing or operating on August 31, 1997, shall be established, operated, or maintained within one thousand (1,000) feet of another liquor store or drugstore licensed to sell package liquors. No liquor store or drugstore licensed to sell package liquors, not existing or operating on the July 31, 2000, shall be established, operated, or maintained within one thousand (1,000) feet of a community corrections facility.)
Office: non-dental, non-medical
Retail, service, repair, consumer, small scale

Arts, entertainment, recreation, institutions:
Child care center
Clinic, office, laboratory, dental or medical
Museums, other special purpose cultural institutions
Professional or personal services
Studio, professional
Theater, indoor

a. MAXIMUM GROSS FLOOR AREA FOR EACH PROPOSED USE

<table>
<thead>
<tr>
<th>Use</th>
<th>Maximum Square Feet</th>
</tr>
</thead>
<tbody>
<tr>
<td>A. Residential</td>
<td>385,000 SF</td>
</tr>
<tr>
<td>B. Retail, Service, Office, Hotel</td>
<td>88,000 SF</td>
</tr>
<tr>
<td>C. Arts, Entertainment, Recreation, Institutions</td>
<td>15,000 SF</td>
</tr>
<tr>
<td>Maximum Allowable Square Footage</td>
<td>385,000 SF</td>
</tr>
</tbody>
</table>

Allowable density shall be determined by the specific regulations for building height, setbacks, build-to zones, and parking. Measures of F.A.R. or ratios of dwelling units per acre are not used as measures of allowable density in this PUD.

BUILDING FLOORPLATE:
BELOW-GRADE PARKING ENVELOPE:
Please refer to Exhibit “G”, page A1.03 for a graphic depiction of the stated area. A portion of any structure designated as use for off-street parking, off-street loading, mechanical, electrical, storage or additional spaces to serve the primary structure will be allowed to extend underneath the entire site; except where existing easements restrict the location of any structure.

MID-RISE BUILDING ENVELOPE: (Little Raven and 15th Street Intersection)
Please refer to Exhibit “G”, page A1.04 for a graphic depiction of the stated area.
The Gross Building Floor plate of any structure located on a portion of the property between a line parallel to and One Hundred and Ten (110’-0”) feet Southwest from the 15th Street property line shall be no greater than Eight Thousand (8,000) SF per floor.

HIGH-RISE BUILDING ENVELOPE: (Little Raven Street and Cherry Creek) Please refer to Exhibit “G”, page A1.05 for a graphic depiction of the stated area. The Gross Building Floor plate of any structure located on a portion of the property between a line originating at the intersection of the Cherry Creek Setback and Confluence Park property lines extending perpendicular to the Cherry Creek property line diagonally across the site until it reaches the Mid-Rise Zone Line and a line parallel to and One Hundred and Forty (140’-0”) feet Southeast shall be no greater than Sixteen Thousand (16,000) SF per floor for the first vertical Forty Five (45’-0”) Feet. Above Forty Five feet the structure shall have a Gross Building Floor plate no greater than Ten Thousand (10,000) SF per floor.

BUILDING ORIENTATION:
Please refer to Exhibit “G”, page A1.05 for a graphic depiction. The High-Rise Building Envelope shall require that the structure be placed relatively on an East-West and North-South axis in contrast to the existing street grid, with the longer portion of the structure on the East-West axis. The axis shall be perpendicular to the Cherry Creek Setback line. The floor plate shall be a minimum ratio of 1:1.5 relative to its East-West and North-South axis, respectively. The building axis shall be allowed to be within 10° +/- of said axis and the ratio shall be allowed to adjust 10% in either dimension.

BUILD-TO ZONES:
Please refer to Exhibit “G”, page A1.04 and A1.05 for a graphic depiction. The Mid-rise and High-rise Building Envelope ground floor frontage along 15th and Little Raven Streets shall be located within Five (5’-0”) feet of the setback line for at least Sixty percent (60%) of the frontage excluding the required breezeway along Little Raven Street.

BUILDING STEPBACK:
Please refer to Exhibit “G”, page A1.05 for a graphic depiction. The High-rise Building Envelope shall be required to have a step back in the building façade of a minimum of Five (5’-0”) Feet along Little Raven Street at a vertical height of Forty Five (45’-0”) Feet above finished grade.

BREEZEWAY REQUIREMENT:
Please refer to Exhibit “G”, page A1.04 for a graphic depiction. The centerline of the breezeway shall originate One Hundred and Twenty Five (125’-0”) feet from the intersection of the 15th Street and Confluence Park East property lines extending East at a Seventy (70°) angle. The breezeway through the site shall be a minimum of Twenty five (25’-0”) feet in width. No structures shall be permitted to be built between finished grade and a height of Sixteen (16’-0”)
feet A.F.G. The breezeway shall be open to the public a minimum of 12 hours per day.

b. LAND COVERAGE BY BUILDINGS AND IMPERVIOUS SURFACES

<table>
<thead>
<tr>
<th>Description</th>
<th>SQUARE FT</th>
<th>% OF SITE AREA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Maximum area of building coverage (including garage(s) and all other</td>
<td>24,000 SF</td>
<td>45.6%</td>
</tr>
<tr>
<td>accessory structures):</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Maximum area of drives and parking:</td>
<td>10,000 SF</td>
<td>19%</td>
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<tr>
<td>Maximum area of other impervious surfaces:</td>
<td>15,638.72</td>
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<tr>
<td>MAXIMUM TOTAL OF BUILDING AND IMPERVIOUS SURFACES</td>
<td>49,638.72</td>
<td>94.3%</td>
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c. LANDSCAPED AND/OR PERMEABLE AREAS

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<tr>
<th>Description</th>
<th>SQUARE FT</th>
<th>% OF SITE AREA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minimum area of live or organic landscaped lot coverage:</td>
<td>3,000 SF</td>
<td>5.7%</td>
</tr>
<tr>
<td>Approximate area of non-live material coverage (gravelled or other areas</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>with permeable surfaces):</td>
<td></td>
<td></td>
</tr>
<tr>
<td>MINIMUM TOTAL OF LANDSCAPED AND/OR PERMEABLE AREAS:</td>
<td>3,000 SF</td>
<td>5.7%</td>
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</table>

d. PROJECT AREA TOTALS (totals of “b” and “c” above)

<table>
<thead>
<tr>
<th>Description</th>
<th>SQUARE FEET</th>
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<td>Building and impervious surfaces:</td>
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<tr>
<td>Landscaped and/or permeable areas:</td>
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</tr>
<tr>
<td>TOTAL SITE AREA: (This area must equal the site area listed on page 1)</td>
<td>52,638.72 SF</td>
</tr>
</tbody>
</table>

e. SETBACKS

Please refer to Exhibit “G”, page A1.02 for a graphic depiction of the setback.

All stated setbacks are for at-grade or above grade structures. Garage structure,
mechanical equipment, etc. will be allowed to extend to the property lines below
finished grading.

Little Raven Street Property Line: Ten (10’-0”) feet
15th Street Property Line: Ten (10’-0”) feet
Confluence Park East Property Line: Ten (10’-0”) feet at Mid-Rise Envelope
Thirty (30’-0”) feet at High-Rise Envelope
Cherry Creek Property Line: Thirty (30’-0”) feet

The minimum spacing between buildings shall be Zero (0’-0”) feet
Encroachments in to required setbacks shall be in conformance with Section 59-312 (4) Permitted encroachments into the minimum setbacks. In addition to the Table, Works of Art and Street furniture may project any distance into any setback space and Outside stairways, Access ramps and un-walled porches, terraces and patios (excluding private balconies) shall be allowed to project any distance into the Cherry Creek Setback.

f. **MAXIMUM HEIGHTS OF STRUCTURES**

**MID-RISE BUILDING ENVELOPE:**
A portion of any structure located on a portion of the property described as the Mid-rise Building Envelope shall have a height of a minimum of Twenty Five (25’-0”) feet and a maximum of Sixty Five (65’-0”) feet. The height shall be measured in accordance with Building Height Measurement as stated in the Definitions.

**HIGH-RISE BUILDING ENVELOPE:**
A portion of any structure located on a portion of the property described as the High-rise Building Envelope shall have a height of a maximum of Three Hundred and Fifty (350’-0”) feet. The height shall be measured in accordance with Building Height Measurement as stated in the Definitions.

**SETBACKS AND OPEN SPACE:**
All other portions of the site not listed above shall have a maximum building height limit of Zero (0’-0”) feet. Allowance for landscaping features, such as trellises, pergolas, works of art and street furniture that do not exceed Twenty (20’-0”) feet in height are permitted.

**BULK PLANE:**
Please refer to Exhibit “G”, page A1.06 for a graphic depiction of the bulk plane. Bulk plane restrictions shall be required when the Building Floorplate exceeds Nine Thousand (9,000) SF of any structure located on a portion of the property described as the High-Rise Envelope. The bulk plane shall originate along a line parallel and One Hundred (100’-0”) feet East of the Cherry Creek Setback line, originating at the maximum height of the High-Rise Building Envelope and sloping downward Thirty degrees (30°) East towards Little Raven Street.

g. **OFF-STREET PARKING**
The project shall contain a **maximum of 300** off-street parking spaces. There are no required parking ratios per use. A parking allocation plan for the uses incorporated in the design shall be provided at the time of site plan review.

**MINIMUM NUMBER OF OFF-STREET PARKING SPACES FOR PERSONS WITH DISABILITIES:** for all uses other than multi-unit dwellings, the number of such parking spaces shall be one (1) percent of the number of spaces; provided, however, that at least one (1) such parking space for disabled persons shall be required where twenty-five (25) or more spaces are provided. For multi-unit dwellings, off-street parking spaces for disabled persons shall be provided for two (1) percent of the dwelling units or for each dwelling unit occupied by a disabled
person, whichever is the greater requirement; provided, however, that at least one (1) such parking space shall be required where fifty (50) or more spaces are provided. Parking space for disabled persons shall be a minimum of twelve (12) feet wide and eighteen (18) feet long or an alternative size as suggested by the PUD/PBG rules and regulations. Accessible routes, passenger loading zones and other facilities for disabled persons shall be provided according to the guidelines contained in the PUD/PBG rules and regulations for site plan review.

This P.U.D. complies with the use and maintenance requirements of Section 59-585(3),(4),(5),(6),(7),(8) and (9) Use and maintenance of off-street parking space.

The parking spaces and/or aisles in this P.U.D. comply with the requirements of Section 59-588, Chart 1. Off-Street Parking.

Parking for bicycles: Residential and Nonresidential uses shall provide off-street bicycle parking spaces equal to five (5) percent of the total number of automobile off-street parking spaces provided.

h. OFF-STREET LOADING
This project will contain a maximum of 1 off-street loading space. Each loading space shall be at least ten (10) feet wide, twenty-six (26) feet long and fourteen (14) feet high.

i. SURFACE DRAINAGE
The rules and regulations of the Wastewater Management Division will require certain design and construction considerations to control surface water runoff. The site contains a flood hazard area Zone X (moderate to low risk area) as identified by the Federal Emergency Management Agency. The site does not contain wetland areas.

j. INTERIOR STREETS, DRIVES, PARKING AREAS AND PEDESTRIAN WALKWAYS
Interior streets, drives, parking areas and pedestrian walkways within the P.U.D. district, if any, will be shown at Site Planning Review. These items will be required to conform to the Design Guidelines and Standards enabled as part of the Zone Map Amendment. A detailed site plan is required as a part of the site plan review phase.

a. Alignment within ten (10’-0”) feet of the centerline of the private drive on the Southeast side of Little Raven Street will be maintained for a new curb cut into the site to allow for garage entry, off-street loading, trash and delivery’s, etc.

b. Drop-off, turn around, off-street loading and service areas will be provided on site near the location of the private drive off of Little Raven Street

k. EASEMENTS
An existing Utility Easement is located between a line parallel and Eight (8’-0”) feet Northwest from the current Little Raven Street property line.
l. **LANDSCAPING AND BUFFERING**

A detailed landscaped plan including but not limited to existing and proposed trees, size and species of proposed trees, size and species of proposed shrubs and grasses, height and materials of fences, retaining walls or earthen mounds, is required as a part of the site plan review phase.

If street trees are proposed or required in the public right-of-way, such trees shall be installed in accordance with the requirements of the City Forester. If street tree plantings are required within the right-of-way of a state highway, contact the Colorado Department of Transportation for approval.

m. **BOAT, CAMPER, TRAILER AND RECREATIONAL VEHICLE STORAGE**

Boat, camper, trailer and recreation vehicle storage is not permitted on the property.

n. **DEDICATIONS AND IMPROVEMENTS**

The owner understands that City ordinances and agency rules and regulations may require the dedication of additional street right-of-way and the construction of certain public improvements.

o. **EXTERNAL EFFECTS**

Vibration, heat, glare, radiation and fumes shall be regulated by Section 59-92. External effects of uses.

Reflective glass may not be used.

Every use, unless expressly exempted, shall be operated within a completely enclosed structure.

p. **NATURAL TERRAIN**

The existing grade of the site will be altered.

q. **UTILITIES**

A detailed utilities (public and private) plan depicting the size, location and capacities both proposed and existing is required as a part of the site plan review phase.

r. **SIGNS**

Signage shall be regulated by the following sections of Article V. Signs:

Sec. 59-536. Scope,
Sec. 59-537. Signs permitted in all districts,
Sec. 59-538. Sign area measurement,
Sec. 59-551. B-A-2, B-A-3, B-A-4, B-4, B-7, B-8, B-8-G, MS-1, MS-2, MS-3, I-1 and I-2 districts, and
Sec. 59-554. Special provisions for the B-5, B-5-T, B-7 and B-8-A districts.
s. **OUTDOOR STORAGE OF PRODUCTS, MATERIALS OR SOLID WASTE**
   Outdoor storage of products and/or materials is not permitted.

t. **TRANSPORTATION**
   The current traffic volumes on streets in or adjacent to the project have been submitted along with this document. See Exhibit “F” Traffic Volumes.

   The projected traffic volumes (current traffic volumes on streets in or adjacent to the project + site generated traffic) are required to be shown at the Site Plan Review phase. Site generated traffic should be estimated based on the proposed project type, size, and other relevant factors.

   **PUBLIC TRANSPORTATION**
   The nearest bus stop is located: One Hundred and Fifty (150’-0”) feet from the corner of 15th and Little Raven Street along the Northwest and Southeast bound directions of 15th Street.

   Redevelopment of the Historic Union Station as the transportation hub for the region is located less than a quarter mile from the site and is currently in the latter planning stages with construction anticipated to start in 2009.

u. **SCHOOLS**
   Future school sites will not be dedicated as a part of this project.

v. **HOME OCCUPATIONS**
   Home occupations shall be regulated by Section 59-89.(1) Permitted home occupations and (2) limitations on permitted home occupations.

   (1) **Permitted home occupations are limited to the following:**
   Craftwork;
   Custom dressmaking, millinery, tailoring, sewing of fabric for custom apparel and custom home furnishings;
   Fine arts studio, in which are created only individual works of art.
   Office;
   Repairing of clocks and watches but not including the sale of such items; and
   Tutoring, of not more than four (4) students simultaneously;

w. **USES BY TEMPORARY PERMIT**
   The uses and structures described below are allowed by temporary permit per Section 59-86. Uses allowed by temporary permit. Need not be enclosed.
   Sec. 59-86 (b) (2) Bazaar.
   Sec. 59-86 (b) (4) Temporary office.
   Sec. 59-86 (c) (4) Temporary outdoor sales.

x. **ACCESSORY USES**
   General conditions. Unless specifically excepted, all accessory uses must comply with the following general conditions:
a. Such use is clearly incidental and customary to and commonly associated with the operation of the use by right or use by special review; 
b. Such use is operated and maintained under the same ownership and on the same zone lot as the use by right or use by special review. Accessory uses may only be operated by the residents or occupants of the zone lot containing the use by right or use by special review; 
c. Such use does not include structures or structural features inconsistent with the use by right or use by special review.

y. INTERIM USES
Prior to the development of this project, the property will be used on an interim basis for the following uses within the existing buildings:
  i. any allowed or permitted use as stated above; 
  ii. any allowed or permitted use as stated above use within an existing building;

z. PHASING
The project will not be developed in phases.

Anticipated starting date N/A.
Anticipated completion date N/A.

NOTE: A separate site plan review is required for all P.U.D.’s prior to obtaining zoning or building permits for construction. Contact the Zoning Administration (720-865-3000) for more details. This process may be started after the Planning Board hearing has been completed.
3. **WRITTEN STATEMENT**

   **a. The proposed P.U.D. and the market which it is intended to serve.**

   The nature of the proposed map amendment is to permit development of a 1.2± acre parcel of land located at the southwest corner of 15th Street and Little Raven Street. Increases in housing density throughout the Central Platte Valley, Highlands and Downtown neighborhoods in proximity to our employment, transportation, cultural, business, civic and recreational amenities make for a better city. The convenience of living near to all of these centralized districts is an attraction for the entire personal and business communities. All of the permitted uses are appropriate for this urban setting and will add to the vitality and life to a property that currently is underutilized to area residents and visitors. Approval of the zone map amendment will permit a variety of uses that will include residential units as well as neighborhood serving commercial uses.

   Development of the property under the guidelines of the proposed PUD zone district will attract additional residents to the area and provide residential units near Colorado’s major employment center. This will help reduce area traffic and create an attractive and interesting project in an area that is undergoing extensive urban revitalization and development.

   The existing R-MU-30 zoning is no longer the highest and best use for this property. While the current allowed uses are compatible with the changes that have occurred in the area, the on building height and footprint do not take advantage of this unique site.

   **b. The proposed P.U.D. and its relationship to the Denver Comprehensive Plan. Where the applicant’s objectives are not in substantial conformance with the Denver Comprehensive Plan, the applicant should discuss the changing conditions that justify approval of the proposed P.U.D. District. For help on this contact the Community Planning & Development Agency Office (720-865-2915).**

   The proposed zoning relates to the “Denver Comprehensive Plan 2000” as well as “Blueprint Denver: An Integrated Land Use and Transportation Plan” in several significant ways which are described as follows:

   In Chapter 7 – Areas of Stability and Areas of Change of “Blueprint Denver: An Integrated Land Use and Transportation Plan” the City has designated this property as part of the Downtown area and thus an “Area of Change”. As Blueprint Denver states; Downtown is the center of the City itself and of the Denver metropolitan area. It has the most intense land-use development and transportation systems. The vision for downtown is to continue more of the same types of high quality office, hotel, retail, residential and mixed-use development.

   Further explanations of the changed conditions that justify this map amendment request are contained in Denver Comprehensive Plan 2000. Several of the objectives and resulting strategies that support the zoning request are listed below. They are
extracted from the Land Use Chapter, Housing Chapter and Neighborhood Chapter of Denver Comprehensive Plan 2000.

LAND USE CHAPTER
Objective 1: Citywide Land Use and Transportation Plan

Strategy 1-B:
Ensure that the Citywide Land Use and Transportation Plan reinforces the city’s character by building on a legacy of high-quality urban design and stable, attractive neighborhoods; encouraging preservation of historic buildings, districts and landscapes; and maintaining the integrity of the street grid, parks, parkways, and open space system.

Strategy 1-D:
Recognize the multiple transportation functions of arterial corridors, as well as their importance for commercial activity and projecting the city’s image

Strategy 1-H:
Encourage development of housing that meets the increasingly diverse needs of Denver's present and future residents in the Citywide Land Use and Transportation Plan.

Objective 3: Residential Neighborhoods and Business Centers
Accommodating New Development

Strategy 3-A:
Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure, supports transit stations, increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods.

Strategy 3-B:
Encourage quality infill development that is consistent with the character of the surrounding neighborhood; that offers opportunities for increased density and more amenities; and that broadens the variety of compatible uses.

Objective 4 _ Changing Travel Behavior
Strategy 4-E:
Continue to promote mixed-use development, which enables people to live near work, retail and services.

Denver’s Legacies Chapter

Objective 3 Compact Urban Development
Strategy 3-A
Identify areas in which increased density and new uses are desirable and can be accommodated.

Strategy 3-B
Create regulations and incentives that encourage high quality, mixed-use development at densities that will support Denver’s diverse housing needs and public transportation alternatives.

**Objective 4 Strong Connections**  
**Strategy 4-B**  
Focus incentives and design controls on private development fronting major new, existing and historic roadway corridors, including parkways, boulevards and avenues citywide. Specifically recognize and address significant intersections and gateways to the city.

**Objective 9 Park and Recreation Master Plan**  
**Strategy 9-B**  
Integrate sufficient open space and recreational amenities, small urban parks *(Confluence Park)*, into large-scale development plans.

**Mobility**

**Objective 3: Accommodating New Development:**  
**Strategy 3-C:**  
Provide safe and convenient pedestrian and bicycle facilities within urban centers and new development areas.

**Objective 8: Walking and Bicycling**  
**Strategy 8-A:**  
Ensure safe and convenient access and accommodation of bicycle riders, pedestrians and transit riders.

**Strategy 8-B:**  
Ensure that sidewalks are continuous along all major Denver streets and that they provide pedestrians and transit riders with direct access to commercial areas, education facilities, recreational facilities and transit stops.

**Economic Activity Chapter**

**Objective 2: Business Environment**  
**Strategy 2-B:**  
Reinforce and maintain Denver’s attractive quality of life as an economic asset. Denver’s natural environment, climate and outdoor activities; well-maintained and architecturally diverse neighborhoods; professional sports, recreation, cultural and arts activities; postsecondary education; and real and perceived public safety all contribute do Denver’s attractiveness to businesses as well as residents. Expanding housing uses in Downtown and other urban centers supports other uses and extends hours of activity.

**Objective 4 Business Centers**  
**Strategy 4-A:**
Ensure Downtown’s future as Denver’s preeminent center for business, tourism and entertainment, and as a focal point for the growth of information technology companies. To support Downtown economic development, the City should:

- Enhance **pedestrian connections among Downtown’s attractions and amenities** by extending the 16th Street Mall to the Central Platte Valley, creating pedestrian links between Downtown and close-in neighborhoods, reactivating 14th and 15th Streets, and connecting destinations within Downtown.

- Continue to **support development of high-density residential units** in and around Downtown.

c. **How, the proposed P.U.D. District is to relate to the character of the surrounding neighborhood.**

1. This map amendment application provides for the development of a 21st Century iconic tower that fulfills the intent of BluePrint Denver to create a more vibrant city and to pay attention to public places, respecting parks and enhancing views from the ground plane. The tower will become a beacon at the entrance of the city along Speer Boulevard, which the Denver Area Plan identifies as a Grand Boulevard.

2. The proposed zoning will provide major enhancements to the existing Confluence Park by providing valuable land area on our site back to the public realm. The shared use of the land will allow the completion of the park and fulfill the vision of The Greenway Foundation to honor this area as the “Birthplace of Denver”.

3. The current zoning promotes the development of the entire site with no open space. The proposed Zone Map Amendment provides setbacks along Cherry Creek and Confluence Park, expanding views and access while adding additional green space to the park and the site. The Zone Map Amendment application provides a minimum of 34% of the site as open public space which allows the development to organically mesh with the park and create a strong urban edge along 15th and Little Raven Streets. The proposed PUD will break down the stark dividing line between a private development and the public surface area of the enlarged park setting.

4. The proposed zone map amendment also provides additional setbacks on the site along Little Raven and 15th Street. The developer will finance and build the public extension of the Commons Park Promenade along Little Raven Street and continue the 15th Street streetscape, creating a continuity of design within the Central Platte Valley district. Additionally the setbacks and design requirements placed on the site will enhance the views from Downtown to Highlands along 15th Street.

5. The park has created a need for a mixed-use development to support the activities of the park and enhance its usability and safety. The zone map amendment application creates locations within the development that will be public gathering places and promote the use of the park.

6. The proposed Zone Map Amendment application greatly enhances circulation and views from, to, in and around the park while creating attractive and inviting entry and exit points to Confluence Park and the Cherry Creek and the Platte River pedestrian and bicycle trail systems.
4. EXISTING CONDITIONS MAP

Please see Exhibit “D” for the Existing Conditions Map

5. DISTRICT PLAN

Please see Exhibit “G” for the District Plan.

This application includes the following listed and attached drawings or renderings:

☐ architectural concepts
☐ building elevations
☐ facade treatments
☐ exterior building materials
☐ and/or other important features (list):

6. ACKNOWLEDGMENT

The applicant for this P.U.D. is the owner or owners of all the property contained within the proposed P.U.D. District or is the agent for the owner of owners of all the property contained within the proposed P.U.D. District. NOTE: Agents must supply proof of agency from the owner or owners of the property at the time of application.

The applicant understands that vested property rights shall be created ninety (90) days after the approval of this District Plan by the Denver City Council. These vested property rights shall remain vested for a period of three (3) years in accordance with Section 59-29.

The Confluence, LLC by Raymond J. Suppa, Manager

Print or type Applicant’s Name(s)


Applicant’s Signature(s)
PUD SUMMARY SHEET

Application # 2009I-00017
Address/Location 2166 15th Street, Denver Colorado 80202
Total Land Area 52,638.72 SF, 1.2084 Acres

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<th>Use B</th>
<th>Use C</th>
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<tr>
<td>Arts, Entertainment, Recreation, Institutions</td>
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Proposed Uses

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<th>Use C</th>
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<td>385,000 SF</td>
<td>88,000 SF</td>
<td>15,000 SF</td>
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<td>Parking</td>
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<tr>
<td>Number of Spaces</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Ratios (spaces:gross floor area):</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Landscaping</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Area of Live Landscaping (sq. ft.):</td>
<td>3,000 SF min</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Area of Non-Live Landscaping (sq.ft.):</td>
<td>49,638.72 SF max</td>
<td></td>
<td></td>
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</tbody>
</table>

Building Setbacks

| Little Raven Street Property Line | Ten (10'-0") Feet |
| 15th Street Property Line:       | Ten (10'-0") Feet |
| Confluence Park Property Line:   |                    |
| Mid-Rise Envelope                | Ten (10'-0") Feet |
| High-Rise Envelope               | Thirty (30'-0") Feet |
| Cherry Creek Property Line:      | Thirty (30'-0") Feet |

Parkway Setbacks

| Buildings | N/A Feet |
| Signs     | N/A feet |

Required Separation Between Buildings: 0 feet

Maximum Building Height

<table>
<thead>
<tr>
<th>Stories</th>
<th>Feet</th>
<th>350'- 0” in High-rise Envelope</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>65'-0” in Mid-Rise Envelope</td>
</tr>
<tr>
<td></td>
<td></td>
<td>0'-0” in all other areas</td>
</tr>
</tbody>
</table>

NOTE: FOR COMPLETE PUD REQUIREMENTS, REFER TO APPLICATION #2009I-00017
Allowable density shall be determined by the specific regulations for building
<table>
<thead>
<tr>
<th>Street Name</th>
<th>From</th>
<th>Cross Street</th>
<th>Direction</th>
<th>Date</th>
<th>24 HR Volume</th>
<th>AM Peak Hour Volume</th>
<th>PM Peak Hour Volume</th>
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</thead>
<tbody>
<tr>
<td>LITTLE RAVEN</td>
<td>S/O</td>
<td>BASSETT ST</td>
<td>NB&amp;SB</td>
<td>Thursday, October 13, 2005</td>
<td>1604</td>
<td>89</td>
<td>155</td>
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<tr>
<td>15TH ST</td>
<td>E/O</td>
<td>LAWRENCE ST</td>
<td>WB</td>
<td>Tuesday, November 11, 2003</td>
<td>8955</td>
<td>574</td>
<td>921</td>
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<tr>
<td>15TH ST</td>
<td>S/O</td>
<td>MARKET ST</td>
<td>NB</td>
<td>Wednesday, May 17, 2000</td>
<td>13038</td>
<td>828</td>
<td>1406</td>
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<td>15TH ST</td>
<td>SE/O</td>
<td>PLATTE ST</td>
<td>NB</td>
<td>Thursday, September 11, 2003</td>
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<tr>
<td>15TH ST</td>
<td>SE/O</td>
<td>PLATTE ST</td>
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<td>6078</td>
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<td>460</td>
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<td>15TH ST</td>
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<td>SE/O</td>
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<td>SB</td>
<td>Tuesday, September 09, 2003</td>
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<td>15TH ST</td>
<td>SE/O</td>
<td>PLATTE ST</td>
<td>NB</td>
<td>Monday, September 08, 2003</td>
<td>6071</td>
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<td>SE/O</td>
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<td>SB</td>
<td>Monday, September 08, 2003</td>
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<td>15TH ST</td>
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<td>15TH ST</td>
<td>W/O</td>
<td>WELTON ST</td>
<td>WB</td>
<td>Thursday, February 27, 2003</td>
<td>13600</td>
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</table>
LEGAL DESCRIPTION OF PARCEL 1 & PARCEL 2: CONTAINING AN COMBINED AREA OF 1.0254 ACRES (52,507.82 SQUARE FEET).

PARCEL 1: LEGAL DESCRIPTION PER TITLE COMMITMENT NUMBER S0010849-1-E:

THAT PART OF THE NE 1/4 NW 1/4 OF SECTION 33, IN TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH P.M., DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTHEASTERLY LINE OF CHERRY CREEK AS ESTABLISHED BY ORDINANCE NO. 86 OF THE CITY AND COUNTY OF DENVER, SERIES 1903, SAID POINT BEING THE POINT OF INTERSECTION OF SAID NORTHEASTERLY LINE OF CHERRY CREEK AND A LINE PARALLEL WITH THE NORTHWESTERLY LINE OF CHESTNUT STREET AND 863.7 FEET NORTHWESTERLY THEREFROM; THENCE NORTHEASTERLY ALONG A LINE PARALLEL WITH SAID NORTHWESTERLY LINE OF CHESTNUT STREET, 286 FEET TO A POINT IN THE SOUTHWESTERLY LINE OF 15TH STREET, SAID POINT BEING 863.7 FEET NORTHWESTERLY MEASURED ALONG SAID SOUTHWESTERLY LINE OF 15TH STREET FROM THE MOST EASTERLY CORNER OF BLOCK 5, EAST DENVER; THENCE SOUTHEASTERLY 125 FEET, MORE OR LESS, ALONG THE SOUTHWESTERLY LINE OF 15TH STREET TO A POINT 738 FEET NORTHWESTERLY MEASURED ALONG SAID SOUTHWESTERLY LINE OF 15TH STREET FROM THE MOST EASTERLY CORNER OF SAID BLOCK 5; THENCE SOUTHWESTERLY 357 FEET, MORE OR LESS, PARALLEL WITH THE NORTHWESTERLY LINE OF CHESTNUT STREET TO A POINT ON THE SAME NORTHEASTERLY LINE OF CHERRY CREEK; THENCE NORTHWESTERLY ALONG THE NORTHEASTERLY LINE OF CHERRY CREEK, 144 FEET TO THE PLACE OF BEGINNING.

CITY AND COUNTY OF DENVER
STATE OF COLORADO
CONTAINING AN AREA OF 0.9322 ACRES (40,605.72 SQUARE FEET).

PARCEL 2: LEGAL DESCRIPTION OF A 0.2732 ACRES (11,902 SQ. FT.) VACATED ROW PARCEL

THAT PART OF THE NE 1/4 NW 1/4 OF SECTION 33, IN TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH P.M., DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHWESTERLY LINE OF 15TH STREET, 738 FEET NORTHWESTERLY MEASURED ALONG THE SOUTHWESTERLY LINE OF 15TH STREET FROM THE MOST EASTERLY CORNER OF SAID BLOCK 5; THENCE SOUTH 45°06'12" EAST ALONG SAID SOUTHWESTERLY LINE OF 15TH STREET, 2.95 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE RIGHT; THENCE ALONG SAID CURVE TO THE RIGHT HAVING A RADIUS OF 20.00 FEET AND A CENTRAL ANGLE OF 86°43'35" AND THE NORTHWESTERLY LINE OF LITTLE RAVEN STREET AN ARC DISTANCE OF 30.27 FEET TO A POINT ON SAID NORTHWESTERLY LINE OF LITTLE RAVEN STREET; THENCE SOUTH 41°37'23" WEST ALONG SAID NORTHWESTERLY LINE OF LITTLE RAVEN STREET, 332.44 FEET TO AN ANGLE POINT ON SAID NORTHWESTERLY LINE OF LITTLE RAVEN STREET; THENCE SOUTH 45°53'10" EAST ALONG SAID NORTHWESTERLY LINE OF LITTLE RAVEN STREET, 4.07 FEET TO AN ANGLE POINT ON SAID NORTHWESTERLY LINE OF LITTLE RAVEN STREET; THENCE NORTH 43°21'38" WEST ALONG SAID NORTHWESTERLY LINE OF LITTLE RAVEN STREET, 33.71 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT ON THE NORTEASTERLY LINE OF CHERRY CREEK AS ESTABLISHED BY ORDINANCE NO. 86 OF THE CITY AND COUNTY OF DENVER, SERIES 1903; THENCE ALONG SAID CURVE TO THE RIGHT HAVING A RADIUS OF 313.39 FEET, A CENTRAL ANGLE OF 09°11'50" AND A CHORD BEARING NORTH 19°47'56" WEST – 50.32 FEET AND THE NORTEASTERLY LINE OF SAID CHERRY CREEK AN ARC DISTANCE OF 50.37 FEET TO A POINT AT THE INTERSECTION OF SAID NORTEASTERLY LINE OF CHERRY CREEK AND A LINE PARALLEL WITH THE NORTHWESTERLY LINE OF CHESTNUT STREET; THENCE NORTH 44°55'28" EAST PARALLEL WITH THE NORTHWESTERLY LINE OF CHESTNUT STREET, 362.34 FEET TO THE PLACE OF BEGINNING.

CITY AND COUNTY OF DENVER
STATE OF COLORADO
TOPOGRAPHIC SURVEY
A PORTION OF THE NORTHWEST ONE-QUARTER OF SECTION 33,
TOWNSHIP 3 SOUTH, RANGE 68 WEST, 6TH PRINCIPAL MERIDIAN
COUNTY AND COUNTY OF DENVER, COLORADO

THE COMPLIANCE NOTES

GENERAL NOTES

1. ALL INFORMATION RELATING TO SURVEY, MAPS AND DESCRIPTIVE MATERIALS
   HEREFORWITH INCLUDED FOR THE PLOT OR QUARTER IN WHICH THE SURVEY WAS
   TAKEN SHALL BE ACCURATE TO PAY ATTENTION TO THEIR APPLICABILITY TO THE
   SPECIFIC SITE AND ENVIRONMENT.
2. SITES AND PARCEL INFORMATION SHOWN ON THE SURVEY PLAT IS BASED
   ON INFORMATION COLLECTED AT THE DATE OF SURVEY AND MAY NOT BE
   APPLICABLE TO THE SITE AT THE TIME OF THE SURVEY.
3. ALL SURVEY INFORMATION SHOWN ON THE SURVEY PLAT IS BASED ON
   INFORMATION COLLECTED AT THE DATE OF SURVEY AND MAY NOT BE
   APPLICABLE TO THE SITE AT THE TIME OF THE SURVEY.

THE BENEFICIARY

1. CITY AND COUNTY OF DENVER, GOVERNMENT AGENCY

2. THE SURVEY INFORMATION SHOWN ON THE SURVEY PLAT IS BASED ON
   INFORMATION COLLECTED AT THE DATE OF SURVEY AND MAY NOT BE
   APPLICABLE TO THE SITE AT THE TIME OF THE SURVEY.

THE REQUISITE

1. ALL INFORMATION SHOWN ON THE SURVEY PLAT IS BASED ON INFORMATION COLLECTED
   AT THE DATE OF SURVEY AND MAY NOT BE APPLICABLE TO THE SITE AT THE TIME OF
   THE SURVEY.

THE SURVEYOR

1. THE SURVEY INFORMATION SHOWN ON THE SURVEY PLAT IS BASED ON INFORMATION
   COLLECTED AT THE DATE OF SURVEY AND MAY NOT BE APPLICABLE TO THE SITE AT
   THE TIME OF THE SURVEY.

THE CONTRACTOR

1. ALL INFORMATION SHOWN ON THE SURVEY PLAT IS BASED ON INFORMATION COLLECTED
   AT THE DATE OF SURVEY AND MAY NOT BE APPLICABLE TO THE SITE AT THE TIME OF
   THE SURVEY.
May 26, 2009  
The Confluence, LLC  
1444 Wazee St., Suite 100  
Denver CO. 80202  

Re: 2166 15th Street, Denver CO.  

Dear Sirs,  

Suppa Properties, LLC a Colorado limited liability company is the debt holder of the 1st Deed of Trust of the above re property.  

This letter authorizes The Confluence, LLC and 2166 LLC to proceed with the rezoning of the above re property.  

Sincerely,  

[Signature]

Raymond J. Suppa  
President of Suppa Corp.  
Manager of Suppa Properties, LLC  

---  

May 26, 2009  
The Confluence, LLC  
1444 Wazee St., Suite 100  
Denver CO. 80202  

Re: 2166 15th Street, Denver CO.  

Dear Sirs,  

2166 LLC a Colorado limited liability company is the owner of the above re property.  

This letter authorizes The Confluence, LLC to proceed with the rezoning of the above re property.  

Sincerely,  

[Signature]  

Raymond J. Suppa  
Manager of 2166 LLC
SPECIAL WARRANTY DEED

This deed is made as of this 14th day of May, 2009, between Raymond J. Suppa and Louann S. Suppa as Joint Tenants (hereinafter referred to as “Grantor”), and 2166 LLC, a Colorado limited liability company, whose legal address is 1444 Wazee St., Denver CO 80202 (hereinafter referred to as “Grantee”).

WITNESSETH, that Grantor, for and in consideration of the sum of Ten Dollars No/100ths Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto Grantee, and its successors and assigns forever, all the real property, together with improvements, if any, situate, lying, and being in the City and County of Denver, State of Colorado, described as follows:

See, Exhibit A, attached hereto and incorporated herein by this reference.

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, right, title, interest, claim, and demand whatsoever of Grantor, either in law or in equity, of, in, and to the above-bargained premises with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above-bargained and described with the appurtenances, unto Grantee and its successors and assigns forever. The Grantor, for itself, its successors and assigns, does covenant and agree to and with Grantee, and its successors and assigns, that Grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of Grantee, and its successors and assigns, against all and every person or persons lawfully claiming the whole or any part thereof, by, through, or under the Grantor, but not otherwise, subject, however, to those matters of record and taxes due and payable.
IN WITNESS WHEREOF, Grantor has signed, sealed, and delivered this Deed as of the date set forth above.

Raymond J. Suppa

Louann S. Suppa

STATE OF HAWAII )
COUNTY OF HONOLULU ) ss.

The foregoing Special Warranty Deed was acknowledged before me this 9th day of May, 2009, by Raymond J. Suppa to me known to be the individual described in and who executed the foregoing instrument, and acknowledged that he executed the same.

WITNESS my hand and official seal.

My commission expires: 03/21/2010

STATE OF HAWAII )
COUNTY OF HONOLULU ) ss.

The foregoing Special Warranty Deed was acknowledged before me this 9th day of May, 2009, by Louann S. Suppa to me known to be the individual described in and who executed the foregoing instrument, and acknowledged that she executed the same.

WITNESS my hand and official seal.

My commission expires: 03/21/2012

Application 2009I-00017

Page 28 of 57
EXHIBIT A

(Legal Description)

An undivided 6.6% undivided tenant in common interest in the following described real property located in the City and County of Denver, State of Colorado:

That part of the NE1/4 NW1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the Northeasterly line of Cherry Creek as established by Ordinance No. 86 of the City and County of Denver, Series of 1903, said point being the point of intersection of said Northeasterly line of Cherry Creek and a line parallel with the Northeasterly line of Chestnut Street and 863.7 feet Northeasterly therefrom; thence Northeasterly along a line parallel with said Northeasterly line of Chestnut Street, 286 feet to a point on the Southwesterly line of 15th Street, said point being 863.7 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of Block 5 East Denver; thence Southwesterly 125 feet, more or less, along the Southwesterly line of 15th Street to a point 738 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of said Block 5; thence Southwesterly 357 feet, more or less, parallel with the Northwesterly line of Chestnut Street to a point on the same Northwesterly line of Cherry Creek; thence Northwesterly along the Northwesterly line of Cherry Creek, 144 feet to the Place of Beginning,

AND

That part of the NW 1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the South end of the City and County of Denver 20 foot range line as monumented at the intersection of 15th Street and Little Raven Street as established by Ordinance No. 465 of the City and County of Denver, Series of 2005, said point being the point of intersection of said 15th Street and Little Raven Street by a
found 2 inch aluminum cap stamped “ENG. SURV. CO., PLS 17669” in a range box; thence N 64°56'05" W a distance of 57.63 feet to the Southwesterly right-of-way of 15th Street (80 foot right-of-way) and the Southeast corner of that parcel of land of record at Reception Number 2004223086, Records of the Recorder’s Office, City and County of Denver, and the point of beginning; thence S 45°06'12" E along said Southwesterly right-of-way of 15th Street a distance of 2.95 feet to a point of curvature; thence along the arc of a tangent curve to the right having a radius of 20.00 feet, a central angle of 86°43'35" and an arc length of 30.27 feet; thence the following three (3) courses and distances through the Little Raven Street (right-of-way varies) right-of-way:

1. S 41°37'23" W a distance of 332.44 feet;
2. S 45°53'10" E a distance of 4.07 feet;
3. S 43°21'38" W a distance of 33.71 feet to the Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek;

Thence the following three (3) courses and distances along said Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek:

1. N 24°25'37" W a distance of 10.20 feet;
2. N 21°14'31" W a distance of 17.46 feet;
3. N 17°13'30" W a distance of 24.36 feet;

Thence N 44°55'28" E along the South line of said parcel of land of Record at Reception Number 2004223086, passing the Southwest corner thereof at a distance of 5.69 feet, a distance of 362.34 feet to the Point of Beginning;

City and County of Denver,
State of Colorado.
After recording, return to:

Raymond J. Suppa
4950 Kahala Ave.
Honolulu Hawaii 96816

SPECIAL WARRANTY DEED

THIS DEED is made as of this 14th day of May, 2009, between Suppa Properties, LLC a Colorado limited liability company (hereinafter referred to as “Grantor”), and 2166 LLC a Colorado limited liability company, whose legal address is 1444 Wazee St Suite 100, Denver CO 80202 (hereinafter referred to as “Grantee”).

WITNESSETH, that Grantor, for and in consideration of the sum of Ten Dollars and No/100ths Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto Grantee, and its successors and assigns forever, all the real property, together with improvements, if any, situate, lying, and being in the City and County of Denver, State of Colorado, described as follows:

See, Exhibit A, attached hereto and incorporated herein by this reference.

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, right, title, interest, claim, and demand whatsoever of Grantor, either in law or in equity, of, in, and to the above-bargained premises with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above-bargained and described with the appurtenances, unto Grantee and its successors and assigns forever. The Grantor, for itself, its successors and assigns, does covenant and agree to and with Grantee, and its successors and assigns, that Grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of Grantee, and its successors and assigns, against all and every person or persons lawfully claiming the whole or any part thereof, by, through, or under the Grantor, but not otherwise, subject, however, to those matters of record and taxes due and payable.
IN WITNESS WHEREOF, Grantor has signed, sealed, and delivered this Deed as of the date set forth above.

Suppa Properties, LLC, a Colorado limited liability company,

By: Raymond J. Suppa, President of Suppa Corp., a Hawaii corporation as Manager of Suppa Properties, LLC, a Colorado limited liability Company, its Manager

By: 
Its: Raymond J. Suppa, President

HAWAII
STATE OF COLORADO )
CITY & ) ss.
COUNTY OF HONOLULU )

The foregoing Special Warranty Deed was acknowledged before me this 19 day of May, 2009, by Raymond J. Suppa, President of Suppa Corp., a Hawaii corporation as Manager of Suppa Properties, LLC., a Colorado limited liability Company, as Grantor.

WITNESS my hand and official seal.

My commission expires: 03/21/2013

Notary Public CHERYL A. NAKAOKA

NOTARY PUBLIC CERTIFICATION
Cheryl A. Nakaoka, First Circuit
Doc. Description: Special Warranty Deed

No. of Pages: 4 Date of Doc. MAY 19 2009

Cheryl A. M. MAY 19 2009
Notary Signature Date
EXHIBIT A

(Legal Description)

An undivided 61.06% undivided tenant in common interest in the following described real property located in the City and County of Denver, State of Colorado:

That part of the NE1/4 NW1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the Northeastely line of Cherry Creek as established by Ordinance No. 86 of the City and County of Denver, Series of 1903, said point being the point of intersection of said Northeastely line of Cherry Creek and a line parallel with the Northwesterly line of Chestnut Street and 863.7 feet Northwesterly therefrom; thence Northeastely along a line parallel with said Northwesterly line of Chestnut Street, 286 feet to a point on the Southwesterly line of 15th Street, said point being 863.7 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of Block 5 East Denver; thence Southwesterly 125 feet, more or less, along the Southwesterly line of 15th Street to a point 738 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of said Block 5; thence Southwesterly 357 feet, more or less, parallel with the Northwesterly line of Chestnut Street to a point on the same Northeastely line of Cherry Creek; thence Northwesterly along the Northeastely line of Cherry Creek, 144 feet to the Place of Beginning,

AND

That part of the NW 1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the South end of the City and County of Denver 20 foot range line as monumented at the intersection of 15th Street and Little Raven Street as established by Ordinance No. 465 of the City and County of Denver, Series of 2005, said point being the point of intersection of said 15th Street and Little Raven Street by a
found 2 inch aluminum cap stamped “ENG. SURV. CO., PLS 17669” in a range box; thence N 64°56’06” W a distance of 57.63 feet to the Southwesterly right-of-way of 15th Street (80 foot right-of-way) and the Southeast corner of that parcel of land of record at Reception Number 2004223086, Records of the Recorder’s Office, City and County of Denver, and the point of beginning; thence S 45°06’12” E along said Southwesterly right-of-way of 15th Street a distance of 2.95 feet to a point of curvature; thence along the arc of a tangent curve to the right having a radius of 20.00 feet, a central angle of 86°43’35” and an arc length of 30.27 feet; thence the following three (3) courses and distances through the Little Raven Street (right-of-way varies) right-of-way:

1. S 41°37’23” W a distance of 332.44 feet;
2. S 45°53’10” E a distance of 4.07 feet;
3. S 43°21’38” W a distance of 33.71 feet to the Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek;

Thence the following three (3), courses and distances along said Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek:

1. N 24°25’37” W a distance of 10.20 feet;
2. N 21°14’31” W a distance of 17.46 feet;
3. N 17°13’30” W a distance of 24.36 feet;

Thence N 44°55’28” E along the South line of said parcel of land of Record at Reception Number 2004223086, passing the Southwest corner thereof at a distance of 5.69 feet, a distance of 362.34 feet to the Point of Beginning;

City and County of Denver,
State of Colorado.
After recording, return to:

Paul J. Stann
1401 Wewatta St. Unit 1001
Denver CO 80202

SPECIAL WARRANTY DEED

THIS DEED is made as of this 24th day of May, 2009 between Paul J. Stann and Associates, LLC, a Colorado limited liability company, (hereinafter referred to as “Grantor”), 2166 LLC, a Colorado Limited Liability Company whose legal address is 1444 Wazee St. Suite 100, Denver CO. 80202 (hereinafter referred to as “Grantee”),

WITNESSETH, that Grantor, for and in consideration of the sum of Ten Dollars and No/100ths Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto Grantee, and its successors and assigns forever, all the real property, together with improvements, if any, situate, lying, and being in the City and County of Denver, State of Colorado, described as follows:

See, Exhibit A, attached hereto and incorporated herein by this reference.

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, right, title, interest, claim, and demand whatsoever of Grantor, either in law or in equity, of, in, and to the above-bargained premises with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above-bargained and described with the appurtenances, unto Grantee and its successors and assigns forever. The Grantor, for itself, its successors and assigns, does covenant and agree to and with Grantee, and its successors and assigns, that Grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of Grantee, and its successors and assigns, against all and every person or persons lawfully claiming the whole or any part thereof, by, through, or under the Grantor, but not otherwise, subject, however, to those matters of record and taxes due and payable.
IN WITNESS WHEREOF, Grantor has signed, sealed, and delivered this Deed as of the date set forth above.

Paul J. Stann and Associates, LLC, a Colorado limited liability company.

By: Paul J. Stann Manager

STATE OF COLORADO )
COUNTY OF Denver) ss.

The foregoing Special Warranty Deed was acknowledged before me this 21 day of May, 2009, by Paul J. Stann as Manager of Paul J. Stann and Associates, LLC., a Colorado limited liability Company, as Grantor.

WITNESS my hand and official seal.

My commission expires: 12/12/09

Notary Public
EXHIBIT A

(Legal Description)

An undivided 32.34% undivided tenant in common interest in the following described real property located in the City and County of Denver, State of Colorado:

That part of the NE1/4 NW1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the Northeasterly line of Cherry Creek as established by Ordinance No. 86 of the City and County of Denver, Series of 1903, said point being the point of intersection of said Northeasterly line of Cherry Creek and a line parallel with the Northwesterly line of Chestnut Street and 863.7 feet Northwesterly therefrom; thence Northeasterly along a line parallel with said Northwesterly line of Chestnut Street, 286 feet to a point on the Southwesterly line of 15th Street, said point being 863.7 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of Block 5 East Denver; thence Southwesterly 125 feet, more or less, along the Southwesterly line of 15th Street to a point 738 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of said Block 5; thence Southwesterly 357 feet, more or less, parallel with the Northwesterly line of Chestnut Street to a point on the same Northeasterly line of Cherry Creek; thence Northerly along the Northeasterly line of Cherry Creek, 144 feet to the Place of Beginning,

AND

That part of the NW 1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the South end of the City and County of Denver 20 foot range line as monumented at the intersection of 15th Street and Little Raven Street as established by Ordinance No. 465 of the City and County of Denver, Series of 2005, said point being the point of intersection of said 15th Street and Little Raven Street by a
found 2 inch aluminum cap stamped "ENG. SURV. CO., PLS 17669"
in a range box; thence N 64°56'06" W a distance of 57.63 feet to the
Southwesterly right-of-way of 15th Street (80 foot right-of-way) and
the Southeast corner of that parcel of land of record at Reception
Number 2004223086, Records of the Recorder's Office, City and
County of Denver, and the point of beginning; thence S 45°06'12" E
along said Southwesterly right-of-way of 15th Street a distance of 2.95
feet to a point of curvature; thence along the arc of a tangent curve to
the right having a radius of 20.00 feet, a central angle of 86°43'35"
and an arc length of 30.27 feet; thence the following three (3) courses
and distances through the Little Raven Street (right-of-way varies)
right-of-way:

1. S 41°37'23" W a distance of 332.44 feet;
2. S 45°53'10" E a distance of 4.07 feet;
3. S 43°21'38" W a distance of 33.71 feet to the Easterly
line of a concrete retaining wall on the Easterly side of
Cherry Creek;

Thence the following three (3) courses and distances along said
Easterly line of a concrete retaining wall on the Easterly side of
Cherry Creek:

1. N 24°25'37" W a distance of 10.20 feet;
2. N 21°14'31" W a distance of 17.46 feet;
3. N 17°13'30" W a distance of 24.36 feet;

Thence N 44°55'28" E along the South line of said parcel of land of
Record at Reception Number 2004223086, passing the Southwest
corner thereof at a distance of 5.69 feet, a distance of 362.34 feet to
the Point of Beginning;

City and County of Denver,
State of Colorado.
After recording, return to:

Raymond J. Suppa
4950 Kahala Ave.
Honolulu Hawaii 96816

CORRECTION DEED

THIS DEED is made as of this 20th day of June, 2009, between Paul J. Stann (hereinafter referred to as "Grantor"), and 2166, LLC, a Colorado limited liability company, whose legal address is 1444 Wazee Street, Suite 100, Denver, Colorado 80202 (hereinafter referred to as "Grantee").

WITNESSETH, that Grantor, for and in consideration of the sum of TEN DOLLARS and No/100ths Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto Grantee, and its successors and assigns forever, all the real property, together with improvements, if any, situate, lying, and being in the City and County of Denver, State of Colorado, described as follows:

See, Exhibit A, attached hereto and incorporated herein by this reference.

NOTE: No documentary fee required. The purpose of this deed is to correct a discrepancy in the transfer of a 5.94% tenant-in-common interest owned by Paul J. Stann. Paul J. Stann acquired a 5.94% interest in a deed recorded at Denver Clerk & Recorder reception number 2007036091. On May 26, 2009, Paul J. Stann & Associates LLC, transferred the 5.94% interest along with a 26.40% interest owned by Paul J. Stann and Associates, LLC to 2166 LLC in a deed recorded at Denver Clerk & Recorder reception number 2009064484. Since there was no transfer from Paul J. Stann to Paul J. Stann & Associates LLC they could not transfer the 5.94% interest so this deed corrects that whereby Paul J. Stann now transfers the 5.94% interest to 2166 LLC.

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, right, title, interest, claim, and demand whatsoever of Grantor, either in law or in equity, of, in, and to the above-bargained premises with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above-bargained and described with the appurtenances, unto Grantee and its successors and assigns forever. The Grantor, for itself, its successors and assigns, does covenant and agree to and with Grantee, and its successors and assigns, that Grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of Grantee, and its successors and assigns, against all and every
person or persons lawfully claiming the whole or any part thereof, by, through, or under the Grantor, but not otherwise, subject, however, to those matters of record and taxes due and payable.

IN WITNESS WHEREOF, Grantor has signed, sealed, and delivered this Deed as of the date set forth above.

Paul J. Stann

By: Paul J. Stann

By:

STATE OF COLORADO )
) ss.
COUNTY OF Denver )

The foregoing Correction Deed was acknowledged before me this 30th day of June, 2009, by Paul J. Stann to me known to be the individual described in and who executed the foregoing instrument, and acknowledged that he executed the same.

WITNESS my hand and official seal.

My commission expires: 12/12/09

M. Mascarenas
Notary Public
EXHIBIT A

(Legal Description)

An undivided 5.94% undivided tenant in common interest in the following described real property located in the City and County of Denver, State of Colorado:

That part of the NE1/4 NW1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the Northeasterly line of Cherry Creek as established by Ordinance No. 86 of the City and County of Denver, Series of 1903, said point being the point of intersection of said Northeasterly line of Cherry Creek and a line parallel with the Northwesterly line of Chestnut Street and 863.7 feet Northwesterly therefrom; thence Northeasterly along a line parallel with said Northwesterly line of Chestnut Street, 286 feet to a point on the Southwesterly line of 15th Street, said point being 863.7 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of Block 5 East Denver; thence Southeasterly 125 feet, more or less, along the Southwesterly line of 15th Street to a point 738 feet Northwesterly measured along said Southwesterly line of 15th Street from the most Easterly corner of said Block 5; thence Southwesterly 357 feet, more or less, parallel with the Northwesterly line of Chestnut Street to a point on the same Northwesterly line of Cherry Creek; thence Northwesterly along the Northeasterly line of Cherry Creek, 144 feet to the Place of Beginning,

AND

That part of the NW 1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the South end of the City and County of Denver 20 foot range line as monumented at the intersection of 15th Street and Little Raven Street as established by Ordinance No. 465 of the City and County of Denver, Series of 2005, said point being the
point of intersection of said 15th Street and Little Raven Street by a found 2 inch aluminum cap stamped "ENG. SURV. CO., PLS 17669" in a range box; thence N 64°56'06" W a distance of 57.63 feet to the Southwesterly right-of-way of 15th Street (80 foot right-of-way) and the Southeast corner of that parcel of land of record at Reception Number 2004223086, Records of the Recorder's Office, City and County of Denver, and the point of beginning; thence S 45°06'12" E along said Southwesterly right-of-way of 15th Street a distance of 2.95 feet to a point of curvature; thence along the arc of a tangent curve to the right having a radius of 20.00 feet, a central angle of 86°43'35" and an arc length of 30.27 feet; thence the following three (3) courses and distances through the Little Raven Street (right-of-way varies) right-of-way:

1. S 41°37'23" W a distance of 332.44 feet;
2. S 45°53'10" E a distance of 4.07 feet;
3. S 43°21'38" W a distance of 33.71 feet to the Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek;

Thence the following three (3) courses and distances along said Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek:

1. N 24°25'37" W a distance of 10.20 feet;
2. N 21°14'31" W a distance of 17.46 feet;
3. N 17°13'30" W a distance of 24.36 feet;

Thence N 44°55'28" E along the South line of said parcel of land of Record at Reception Number 2004223086, passing the Southwest corner thereof at a distance of 5.69 feet, a distance of 362.34 feet to the Point of Beginning;

City and County of Denver,
State of Colorado.

A-2
CORRECTION DEED

THIS DEED is made as of this 30 day of June, 2009, between Paul J. Stann and Associates, LLC, a Colorado limited liability company, (hereinafter referred to as “Grantor”), and 2166 LLC, a Colorado limited liability company, whose legal address is 1444 Wazee Street, Suite 100, Denver, Colorado 80202 (hereinafter referred to as “Grantee”).

WITNESSETH, that Grantor, for and in consideration of the sum of TEN Dollars No/100ths Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto Grantee, and its successors and assigns forever, all the real property, together with improvements, if any, situate, lying, and being in the City and County of Denver, State of Colorado, described as follows:

See, Exhibit A, attached hereto and incorporated herein by this reference.

NOTE: No documentary fee required. The purpose of this deed is to correct a discrepancy in the previous transfer of a 5.94% tenant-in-common interest owned by Paul J. Stann. Paul J. Stann acquired the 5.94% interest in a deed recorded at Denver Clerk & Recorder reception number 2007036091. On May 26, 2009, Paul J. Stann & Associates LLC, transferred the 5.94% interest along with a 26.40% interest owned by Paul J. Stann and Associates, LLC to 2166 LLC in a deed recorded at Denver Clerk & Recorder reception number 2009064484. Since there was no transfer from Paul J. Stann to Paul J. Stann & Associates, LLC they could not transfer the 5.94% interest so this deed corrects that whereby Paul J. Stann now transfers only the 26.40% interest owned by Paul J. Stann and Associates, LLC to 2166 LLC.

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, right, title, interest, claim, and demand whatsoever of Grantor, either in law or in equity, of, in, and to the above-bargained premises with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above-bargained and described with the appurtenances, unto Grantee and its successors and assigns forever. The Grantor, for itself, its successors and assigns, does covenant and agree to and with Grantee, and its successors and assigns,
that Grantor shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of Grantee, and its successors and assigns, against all and every person or persons lawfully claiming the whole or any part thereof, by, through, or under the Grantor, but not otherwise, subject, however, to those matters of record and taxes due and payable.

IN WITNESS WHEREOF, Grantor has signed, sealed, and delivered this Deed as of the date set forth above.

Paul J. Stann and Associates, LLC a Colorado limited liability company.

By: Paul J. Stann, its Manager

By: Paul J. Stann Manager

STATE OF COLORADO  )

) ss.

COUNTY OF  )

The foregoing Special Warranty Deed was acknowledged before me this 20th day of June, 2009, by Paul J. Stann as Manager of Paul J. Stann and Associates, LLC., a Colorado limited liability Company, as Grantor.

WITNESS my hand and official seal.

My commission expires: 12/12/09

[Notary Public Stamp]

[Notary Public Signature]
EXHIBIT A

(Legal Description)

An undivided 26.40% undivided tenant in common interest in the following described real property located in the City and County of Denver, State of Colorado:

That part of the NE1/4 NW1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the Northeasterly line of Cherry Creek as established by Ordinance No. 86 of the City and County of Denver, Series of 1903, said point being the point of intersection of said Northeasterly line of Cherry Creek and a line parallel with the Northwesternly line of Chestnut Street and 863.7 feet Northwesternly therefrom; thence Northeasterly along a line parallel with said Northwesternly line of Chestnut Street, 286 feet to a point on the Southwesterly line of 15th Street, said point being 863.7 feet Northwesternly measured along said Southwesterly line of 15th Street from the most Easterly corner of Block 5 East Denver; thence Southwesterly 125 feet, more or less, along the Southwesterly line of 15th Street to a point 738 feet Northwesternly measured along said Southwesterly line of 15th Street from the most Easterly corner of said Block 5; thence Southwesterly 357 feet, more or less, parallel with the Northwesternly line of Chestnut Street to a point on the same Northwesternly line of Cherry Creek; thence Northwesternly along the Northwesternly line of Cherry Creek, 144 feet to the Place of Beginning.

AND

That part of the NW 1/4 of Section 33, Township 3 South, Range 68 West of the 6th P.M., described as follows:

Beginning at a point on the South end of the City and County of Denver 20 foot range line as monumented at the intersection of 15th Street and Little Raven Street as established by Ordinance No. 465 of the City and County of Denver, Series of 2005, said point being the
point of intersection of said 15th Street and Little Raven Street by a found 2 inch aluminum cap stamped "ENG. SURV. CO., PLS 17669" in a range box; thence N 64°56'06" W a distance of 57.63 feet to the Southwesterly right-of-way of 15th Street (80 foot right-of-way) and the Southeast corner of that parcel of land of record at Reception Number 2004223086, Records of the Recorder's Office, City and County of Denver, and the point of beginning; thence S 45°06'12" E along said Southwesterly right-of-way of 15th Street a distance of 2.95 feet to a point of curvature; thence along the arc of a tangent curve to the right having a radius of 20.00 feet, a central angle of 86°43'35" and an arc length of 30.27 feet; thence the following three (3) courses and distances through the Little Raven Street (right-of-way varies) right-of-way:

1. S 41°37'23" W a distance of 332.44 feet;
2. S 45°53'10" E a distance of 4.07 feet;
3. S 43°21'38" W a distance of 33.71 feet to the Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek;

Thence the following three (3) courses and distances along said Easterly line of a concrete retaining wall on the Easterly side of Cherry Creek:

1. N 24°25'37" W a distance of 10.20 feet;
2. N 21°14'31" W a distance of 17.46 feet;
3. N 17°13'30" W a distance of 24.36 feet;

Thence N 44°55'28" E along the South line of said parcel of land of Record at Reception Number 2004223086, passing the Southwest corner thereof at a distance of 5.69 feet, a distance of 362.34 feet to the Point of Beginning;

City and County of Denver,
State of Colorado.
Pending Zone Map Amendment #2009I-00017

Application #2009I-00017
Location: 2166 15th St.

Proposed Rezoning
From: R-MU-30 w/ WVRS and Conditions
To: PUD

Map Date: 6/2/09

Version 5 of 5    Dated 09/03/09
Replaces Version Dated 08/10/09