TOWN OF PROSPER, TEXAS **ORDINANCE NO. 07-088**

AN ORDINANCE AMENDING PROSPER'S ZONING ORDINANCE NO. 05-20 AND ORDINANCE 06-73; REZONING A TRACT OF LAND CONSISTING OF 83.608 ACRES, MORE OR LESS, SITUATED IN THE I.C. WILLIAMSON SURVEY, ABSTRACT NO. 948, IN THE TOWN OF PROSPER, COLLIN COUNTY, TEXAS, HERETOFORE ZONED PLANNED DEVELOPMENT-25-COMMERCIAL/MIXED USE (PD-25) IS HEREBY REZONED AND PLACED IN THE ZONING CLASSIFICATION OF PLANNED DEVELOPMENT-RETAIL (PD-R); DESCRIBING THE TRACT TO BE REZONED; PROVIDING FOR A PENALTY FOR THE VIOLATION OF THIS ORDINANCE; PROVIDING FOR REPEALING, SAVING AND SEVERABILITY CLAUSES; PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE; AND PROVIDING FOR THE PUBLICATION OF THE CAPTION HEREOF.

WHEREAS, the Town Council of the Town of Prosper, Texas (the "Town Council") has investigated and determined that Zoning Ordinance No. 05-20 and Ordinance No. 06-73 should be amended; and

WHEREAS, the Town of Prosper, Texas ("Prosper") has received a request from Alberta Development Partners LLC. ("Applicant") to rezone 83.608 acres of land, more or less, situated in the I.C. Williamson Survey, Abstract No. 948, in the Town of Prosper, Collin County, Texas; and

WHEREAS, the Town Council has investigated into and determined that the facts contained in the request are true and correct; and

WHEREAS, all legal notices required for rezoning have been given in the manner and form set forth by law, and public hearings have been held on the proposed rezoning and all other requirements of notice and completion of such zoning procedures have been fulfilled; and

WHEREAS, the Town Council has further investigated into and determined that it will be advantageous and beneficial to Prosper and its inhabitants to rezone this property as set forth below.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS:

SECTION 1: Findings Incorporated. The findings set forth above are incorporated into the body of this Ordinance as if fully set forth herein.

SECTION 2: Amendments to Zoning Ordinance No. 05-20 and Ordinance No. 06-73. Zoning Ordinance No. 05-20 and Ordinance No. 06-73 is amended as follows: The zoning designation of the below-described property containing 83.608 acres of land, more or less, situated in the I.C. Williamson Survey, Abstract No. 948, in the Town of Prosper, Collin County, Texas, (the "Property") and all streets, roads and alleyways contiguous and/or adjacent thereto is hereby rezoned as Planned Development-Retail

(PD-R). The property as a whole and the boundaries for each zoning classification are more particularly described in Exhibit "A" attached hereto and incorporated herein for all purposes as if set forth verbatim.

The development plans, standards, and uses for the Property in this Planned Development District shall conform to, and comply with 1) the statement of intent and purpose, attached hereto as Exhibit "B"; 2) the planned development standards, attached hereto as Exhibit "C"; 3) the conceptual development plan, attached hereto as Exhibit "D"; 4) the conceptual landscape plans, attached hereto as Exhibit "E"; 5) and the conceptual building elevations, attached hereto as Exhibit "F"; which are incorporated herein for all purposes as if set forth verbatim. Except as amended by this Ordinance, the development of the Property within this Planned Development District must comply with the requirements of all ordinances, rules, and regulations of Prosper, as they currently exist or may be amended.

Three original, official and identical copies of the zoning exhibit map are hereby adopted and shall be filed and maintained as follows:

a. Two (2) copies shall be filed with the Town Secretary and retained as original records and shall not be changed in any matter.

b. One (1) copy shall be filed with the Building Official and shall be maintained up-to-date by posting thereon all changes and subsequent amendments for observation, issuing building permits, certificates of compliance and occupancy and enforcing the Zoning Ordinance. Reproduction for information purposes may from time-to-time be made of the official zoning district map.

Written notice of any amendment to this Planned Development District shall be sent to all property owners within two hundred feet (200') of the specific area to be amended.

SECTION 3: No Vested Interest/Repeal. No developer or property owner shall acquire any vested interest in this Ordinance or in any other specific regulations contained herein. Any portion of this Ordinance may be repealed by the Town Council in the manner provided for by law.

SECTION 4: Unlawful Use of Premises. It shall be unlawful for any person, firm or corporation to make use of said premises in some manner other than as authorized by this Ordinance, and shall be unlawful for any person, firm or corporation to construct on said premises any building that is not in conformity with the permissible uses under this Zoning Ordinance.

SECTION 5: Penalty. Any person, firm, corporation or business entity violating this Ordinance or any provision of Prosper's Zoning Ordinance No. 05-20, or as amended, shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be fined any sum not exceeding Two Thousand Dollars

($2,000.00). Each continuing day's violation under this Ordinance shall constitute a separate offense. The penal provisions imposed under this Ordinance shall not preclude Prosper from filing suit to enjoin the violation. Prosper retains all legal rights and remedies available to it pursuant to local, state and federal law.

SECTION 6: Severability. Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. Prosper hereby declares that it would have passed this Ordinance, and each section, subsection, clause or phrase thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses and phrases be declared unconstitutional or invalid.

SECTION 7: Savings/Repealing Clause. Prosper's Zoning Ordinance No. 05-20 shall remain in full force and effect, save and except as amended by this or any other Ordinance. All provisions of any ordinance in conflict with this Ordinance are hereby repealed to the extent they are in conflict; but such repeal shall not abate any pending prosecution for violation of the repealed ordinance, nor shall the appeal prevent a prosecution from being commenced for any violation if occurring prior to the repealing of the ordinance. Any remaining portions of said ordinances shall remain in full force and effect.

SECTION 8: Effective Date. This Ordinance shall become effective from and after its adoption and publications as required by law.

DULY PASSED AND APPROVED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS ON THIS 23rd DAY OF OCTOBER, 2007.

APPROVED AS TO FORM:

Charles Niswanger, Mayor

ATTESTED TO AND
CORRECTLY RECORDED BY:

Matthew Denton, TRMC
Town Secretary

TOWN OF PROSPER
TEXAS

DATE OF PUBLICATION: NOVEMBER 1, 2007, *Dallas Morning News, Collin County Addition*

FIELD NOTE DESCRIPTION

STATE OF TEXAS
COUNTY OF COLLIN

BEING a tract of land situated in the I.C WILLIAMSON SURVEY, Abstract No. 948, Collin County, Texas and being a portion of a tract of land as described in a deed to W.H. Rasor, III et al as recorded in County Clerk's Number 97-0088102 of the Deed Records of Collin County, Texas (DRCCT) and being more particularly described as follows:

BEGINNING at a point found at the intersection of the centerline of STATE HIGHWAY NO. 380 (variable width Right-of-Way) and the centerline of COIT ROAD (variable width Right-of-Way);

THENCE departing said centerline of said STATE HIGHWAY NO. 380 and along the centerline of said COIT ROAD North 00 deg 12 min 56 sec West a distance of 1096.99 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for corner;

THENCE departing the centerline of said COIT ROAD and along the northerly line of said Rasor tract as follows:

North 89 deg 30 min 41 sec East a distance of 460.65 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for the beginning of a curve to the left having a radius of 1100.00 feet, and having a chord bearing North 75 deg 03 min 44 sec East and a chord distance of 548.95 feet;

Continuing along said curve to the left through a central angle of 28 deg 53 min 55 sec for an arc length of 554.81 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for the beginning of a curve to the right having a radius of 1100.00 feet, and having a chord bearing North 75 deg 03 min 44 sec East and a chord distance of 548.95 feet;

Continuing along said curve to the right through a central angle of 28°53'55" for an arc length of 554.81 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for corner;

North 89 deg 30 min 41 sec East a distance of 250.25 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for the beginning of a curve to the left having a radius of 1100.00 feet, and having a chord bearing North 77 deg 19 min 12 sec East and a chord distance of 464.59 feet;

Continuing along said curve to the left through a central angle of 24 deg 22 min 58 sec for an arc length of 468.12 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for corner;

THENCE North 54 deg 09 min 42 sec East a distance of 625.18 feet to a 1/2 inch iron rod with a red plastic cap stamped "W.A.I." set for corner;

THENCE departing said north line of 78.623 Acre tract South 00 deg 26 min 41 sec East a distance of 1831.83 feet to a point for corner, said point being in the centerline of said STATE HIGHWAY NO. 380;

THENCE along said centerline of STATE HIGHWAY NO. 380 South 89 deg 33 min 19 sec West a distance of 2741.93 feet to the POINT OF BEGINNING;

Containing within these metes and bounds 1s 83.608 acres or 3,641,949 square feet of land more or less.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared.

NOTES:

1. THE THOROUGHFARE ALIGNMENT(S) SHOWN ON THIS EXHIBIT ARE FOR ILLUSTRATION PURPOSES AND DOES NOT SET THE ALIGNMENT. THE ALIGNMENT IS DETERMINED AT TIME OF FINAL PLAT.
2. NO 100-YEAR FLOODPLAIN EXISTS ON THE PROPERTY.

NOTE: RICHLAND BLVD. IN THIS AREA IS SHOWN PER THE "ROAD AGREEMENT" DATED 12/18/06. THE TOWN OF PROSPER IS NOT A PARTY TO THIS AGREEMENT THEREFORE THE ALIGNMENT MUST BE RECONFIGURED AT THE TIME OF PRELIMINARY SITE PLAN APPROVAL.

N

0' 50' 100' 200'
Scale 1"=100'

LEGEND

PP	Power Pole
GW	Guy Wire
MH	Manhole
WV	Water Valve
TP	Telephone Pedestal
WM	Water Meter
FH	Fire Hydrant
LP	Light Pole
IV	Irrigation Valve
CO	Clean Out
AC	Air Conditioner
TV	Cable Box
SB	Signal Box
SP	Signal Pole
SN	Sign
IRF	Iron Rod Found
IRS	Iron Rod Set
SS	Sanitary Sewer
SW	Storm Sewer

RESIDENTIAL

A PORTION OF W.H. RASOR, III ET AL CLERK'S FILE No. 97-0088102 (DRCCT)

TRACT 2
217.822 ACRES
(9,488,342 SQ. FT.)
(DRCCT)

RICHLAND BLVD.
(variable width Right-of-Way)

N 89°30'41" E 250.25'

N 54°09'42" E 625.18'

N 89°30'41" E 460.65'

C1 C2 C3

50' BI-STONE FUEL CO.
Volume 608, Page 988 &
Volume 568B, Page 993
Clerk's File No. 2004-0086392
(DRCCT)

PD-25
EXISTING
MIXED USE
ZONING

S 00°26'41" E 1831.83'

TRACT 1
330.801 ACRES
(14,409,688 SQ. FT.)
(DRCCT)

A PORTION OF W.H. RASOR, III ET AL CLERK'S FILE No. 97-0088102 (DRCCT)

10' DENTON COUNTY ELECTRIC COOPERATIVE EASEMENT
Clerk's File No. 96-007488
(DRCCT)

PD-25
COMMERCIAL
ZONING
56.08 AC.±

27.53 AC.±

COIT ROAD
(variable width Right-of-Way)

N 00°12'56" W 1096.99'

50' WIDE EASEMENT
TO COLLIN COUNTRY
Volume 4876, Page 1797 &
Clerk's File NO. 2001-0027588
(DRCCT)

MUSTANG - MIDWAY PLANO LTD
CLERK'S FILE NO. 96-0080755
(DRCCT)

A PORTION OF W.H. RASOR, III ET AL CLERK'S FILE No. 97-0088102 (DRCCT)

83.608 ACRES (GROSS)
3,641,949 SQ. FT.

73.442 ACRES (NET)
3,199,139 SQ. FT.

10' DENTON COUNTY COOPERATIVE EASEMENT
CLERK'S FILE NO. 96-007488
(DRCCT)

30' WIDE EASEMENT
TOWN OF PROSPER
FILE NO. 20060831001260450
(DRCCT)

60' WIDE TEMPORARY CONSTRUCTION EASEMENT
FILE NO. 20060831001260450
(DRCCT)

APPROXIMATE LOCATION OF
10' DANVILLE WATER SUPPLY CORPORATION ESMT.
Volume 703, Page 510
(DRCCT)

STATE HIGHWAY NO. 380
(variable width Right-of-Way)

S 89°32'10" W 2741.93'

POINT OF BEGINNING

CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING	DELTA ANGLE
C1	1100.00'	554.81'	548.95'	N 75°03'44" E	28°53'55"
C2	1100.00'	554.81'	548.95'	N 75°03'44" E	28°53'55"
C3	1100.00'	468.11'	464.59'	N 77°19'12" E	24°22'58"

CITY OF McKINNEY

BLUE STAR LAND, L.P.
VOL. 5132, PG. 3914
(DRCCT)

FLOOD NOTE
According to the Federal Emergency Management Agency, Flood Insurance Rate Map Community Panel No. 480141-0260G, dated January 19th, 1996, this property is within Flood Zone X.
Zone X – Areas determined to be outside the 500-year floodplain.

This flood statement does not imply that the property and/or the structure thereon will be free from flooding or flood damage. On rare occasions, greater floods can and will occur and flood heights may be increased by man-made or natural causes. This flood statement shall not create liability on the part of the surveyor.

No.	DATE	REVISION	APPROV.
3	09/19/07	NAME CHANGE	M.D.C.
2	08/02/07	TOWN COMMENTS	M.D.C.
1	07/31/07	TOWN COMMENTS	M.D.C.

Winkelmann & Associates, Inc.
CONSULTING CIVIL ENGINEERS & SURVEYORS
6750 HILLCREST PLAZA DRIVE, SUITE 190
DALLAS, TEXAS 75230
(972) 248-7080 FAX
(972) 248-7090

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I.C. WILLIAMSON SURVEY, ABSTRACT NO. 948
TOWN OF PROSPER
COLLIN CUNTY, TEXAS

ALBERTA DEVELOPMENT PARTNERS, LLC.
5460 SOUTH QUEBEC STREET, STE 100
GREEN VILLAGE, CO. 80111

EXHIBIT 'A'
PROSPER CROSSING
83.608 ACRES

Scale : 1"= 100' Date : 05/04/07
Designed By : W & A
Drawn By : ADF
Checked By : W & A
File : 52202exhA.DWG
Project No. : 52202.02

SHEET 1 OF 1

EXHIBIT B

ZONING FILE NO. Z07-14
PROSPER CROSSING
NE Corner
US 380 and Coit Road

PLANNED DEVELOPMENT CONDITIONS

I. **Statement of Intent:** Remove total acreage from the Brookhollow Pd 25 and create an individual planned development in accordance with underlying retail zoning.

II. **Statement of Purpose:** The purpose of this Planned Development District is to create development that occurs within the area designated by this Planned Development that encourages the following uses.

- Larger anchor uses
- Family, sit-down restaurants
- Upscale retail shops
- Individual pad site uses
- Entertainment uses
- Health clubs
- All retail and office uses

EXHIBIT C

ZONING FILE NO. Z07-14
PROSPER CROSSING
NE Corner
US 380 and Coit Road

PLANNED DEVELOPMENT CONDITIONS

I. **Statement of Effect:** Exhibit C shall not affect any regulation found in the Zoning Ordinance, Ordinance No. 05-20, as it exists or may be amended, except as specifically provided herein.

II. **General Regulations:** All regulations of the R (Retail) District set forth in Chapter 2, Section 20 of the Comprehensive Zoning Ordinance are included by reference and shall apply except as otherwise specified by this ordinance.

III. **Development Plans:**

A. Concept Plan: Development shall be in general conformance with the approved concept plan set forth in Exhibit C; however, in the event of conflict between the concept plan and the conditions, the conditions shall prevail.

B. Landscape Plan: Landscaping shall comply with Town standards and the standards listed in Section IV(C) of this exhibit and be in general conformance with the approved concept Landscape Plan and the associated cross sections set forth as Exhibits E, E.1, E.2, E.3, E.4, and E.5. In the event of a conflict between Town standards and the standards listed in Section IV(C) of this exhibit, the most restrictive standards shall apply.

C. Elevations: Building Elevations shall comply with Town standards and the standards as set forth in Sections 1, 2, and 3 of Exhibit F and be in general conformance with Exhibits F.1, F.2, F.3, and F.4. In the event of a conflict between Town standards and the standards listed in Exhibit F, the most restrictive standards shall apply.

IV. **Specific Regulations:**

A. Permitted Uses
(C) conditional development standards must be met per the Zoning Ordinance, No. 05-20, as it exists or may be amended.
(SUP) permitted with the approval of a specific use permit
List of permitted Uses:

1. Accessory Building
2. Administrative, Medical, or Professional Office
3. Antenna and/or Antenna Support Structure, Commercial (C)/(SUP)
4. Antenna and/or Antenna Support Structure, Non- Commercial (C)

5. Antique Shop
6. Artisan's Workshop
7. Auto Parts Sales, Inside
8. Automobile Repair, Minor
9. Bank, Savings and Loan, or Credit Union with drive thru facilities
10. Beauty Salon/Barber Shop
11. Bed and Breakfast Inn
12. Beer & Wine Package Sales **(C)**
13. Building Material and Hardware Sales, Major or Minor
14. Business Service
15. Cabinet/Upholstery Shop
16. Car Wash
17. Caretaker's/Guard Residence
18. Civic /Convention Center
19. College, University, Trade or Private Boarding School
20. Commercial Amusement, Indoor
21. Community Center
22. Convenience Store with Gas Pumps **(C)**
23. Convenience Store without Gas Pumps
24. Day Care Center, Child **(C)**
25. Dry Cleaning, Minor
26. Farmer's Market
27. Feed Store
28. Furniture, Home Furnishings and Appliance Store
29. Gas Pumps **(C)**
30. Governmental Office
31. Gunsmith
32. Gymnastics/Dance Studio
33. Health/Fitness Center
34. Homebuilder Marketing Center
35. Hospital
36. Hotel **(C)**
37. House of Worship
38. Household Appliance Service and Repair
39. Insurance Office
40. Locksmith/Security System Company
41. Massage Therapy, Licensed
42. Motel **(SUP)**
43. Motorcycle Sales/Service **(SUP)**
44. Municipal Uses Operated by the Town of Prosper
45. Museum/Art Gallery
46. Nursery, Minor
47. Office/Showroom
48. Park or Playground
49. Pet Day Care as an accessory use **(C)**
50. Print Shop, Minor

EXHIBIT C

51. Private Club **(SUP)**
52. Private Recreation Center
53. Private Utility, Other Than Listed
54. Residence Hotel **(C)**
55. Restaurant or Cafeteria including drive thru
56. Restaurant, Drive-In
57. Retail Stores and Shops
58. Retail/Service Incidental Use
59. School, Private or Parochial
60. School, Public
61. Stealth Antenna, Commercial **(C)**
62. Temporary Building **(C)**
63. Theatre, Neighborhood
64. Theatre, Regional
65. Utility Distribution/Transmission Facility
66. Veterinarian Clinic and/or Kennel, Indoor

B. Area and Yard Regulations

1. Front yard setback: 30'

2. Setbacks From Property Lines Not Adjacent to Streets:
   a. Side Yard/ Rear Yard –Per City Zoning Ordinance 05-20 as it exists or maybe amended.

3. Building Height : Buildings shall be a maximum of two stories, not to exceed forty feet in height. Buildings may exceed this restriction provided that one additional foot shall be added to any required setback from single family residential zoning for each foot that such structures exceed forty (40) feet. Buildings may exceed this restriction using such one-to-one ratio for a total maximum height of six (6) stories not to exceed seventy five (75) feet. Chimneys, antennas and other such architectural projections may extend above this height limit.

4. Minimum lot width shall be 100 ft.

5. Minimum lot depth shall be 100 ft.

6. Minimum lot area shall be 10,000 sf.

EXHIBIT C

C. Landscape Regulations-Refer to Exhibits E, E.1, E.2, E.3, E.4 & E.5

1. U.S. 380 - Tree plantings shall be provided at minimum rate of 1.25 three (3) inch Caliper trees (at the time of planting) per thirty (30) lineal feet. Shrub plantings shall be provided at a lineal rate of 37.5 five (5) gallon shrubs (at the time of planting) per a minimum thirty (30) lineal feet.

2. Coit Road - Tree plantings shall be provided at minimum rate of 1.25 three (3) inch Caliper trees (at the time of planting) per thirty (30) lineal feet. Shrub plantings shall be provided at a lineal rate of 37.5 five (5) gallon shrubs (at the time of planting) per a minimum thirty (30) lineal feet.

3. Richland Blvd. – Tree plantings shall be provided at a minimum rate of 1.33 three (3) inch caliper trees per thirty (30) linear feet. Shrub plantings shall be provided at a minimum rate of 20 ten (10) gallon shrubs per thirty (30) linear feet. A berm of a minimum height of four (4) feet shall be provided within the landscape buffer along Richland Boulevard in areas which are not encumbered by the gas line easement.

4. East Property Line - The landscape buffer will be increased from fifteen (15) feet per code to twenty five (25) in width. Tree plantings shall be provided at minimum rate of 1.33 three (3) inch Caliper trees (at the time of planting) per thirty (30) lineal feet. Shrub plantings shall be provided at a lineal rate of 40 five (5) gallon shrubs (at the time of planting) per a minimum thirty (30) lineal feet. Berming shall be accomplished where permitted by Energy Transfer within the relocated pipeline easement.

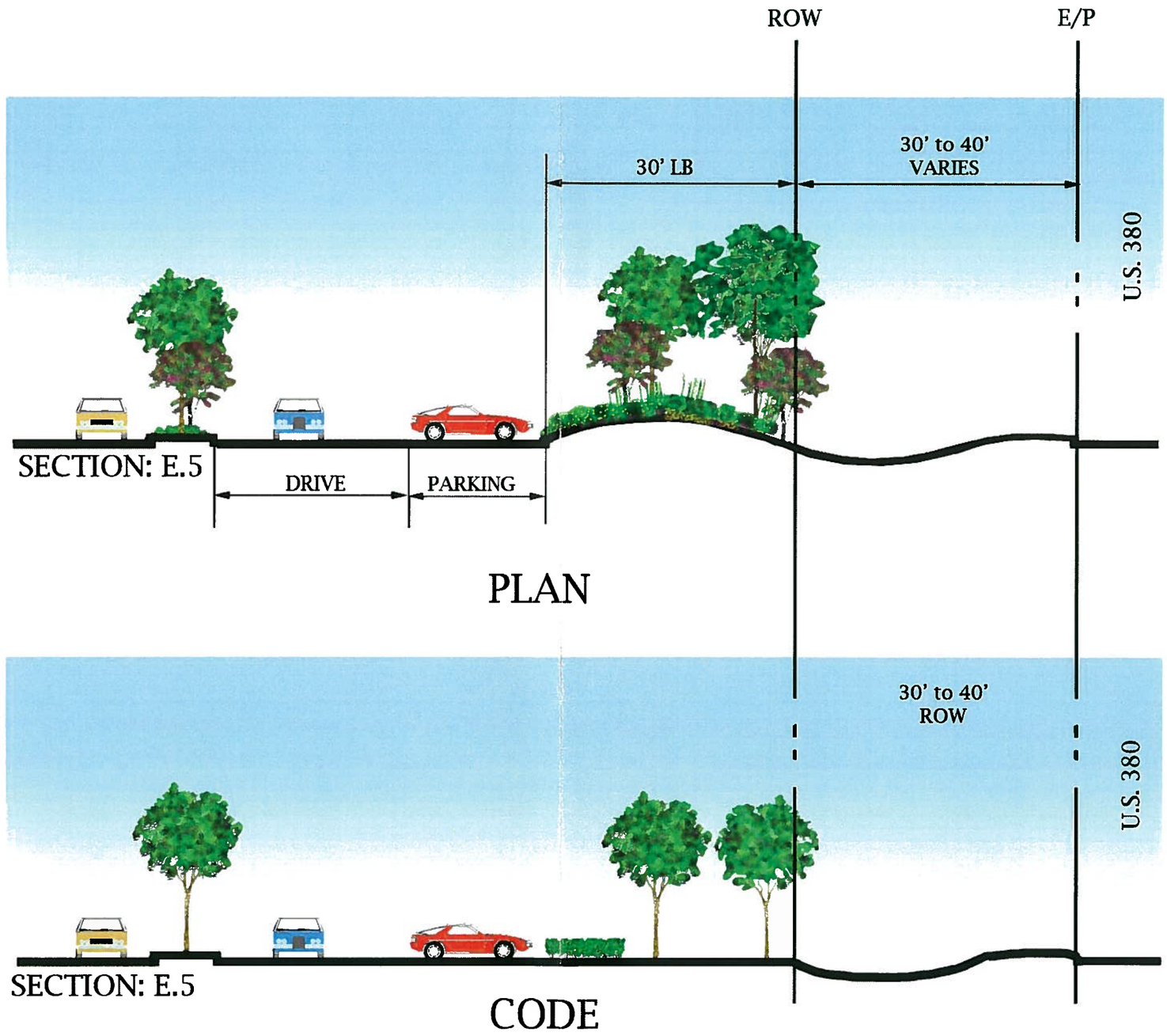
5. Parking abutting perimeter landscape areas shall be screened from the adjacent roadway by shrubs or berms.

6. Loading Areas – Where loading areas are adjacent to Richland Boulevard and the east property line, pine or cedar trees with a minimum height of ten (10) feet shall be provided at a minimum rate of one (1) tree per twenty (20) linear feet within the landscape buffer adjacent to the loading areas.

V. Special Regulations:

A. Utility Power Lines: New utility distribution and service lines for individual business establishments, buildings, signs and for any other site development features shall be placed underground. Existing overhead facilities may remain overhead.

EXHIBIT C



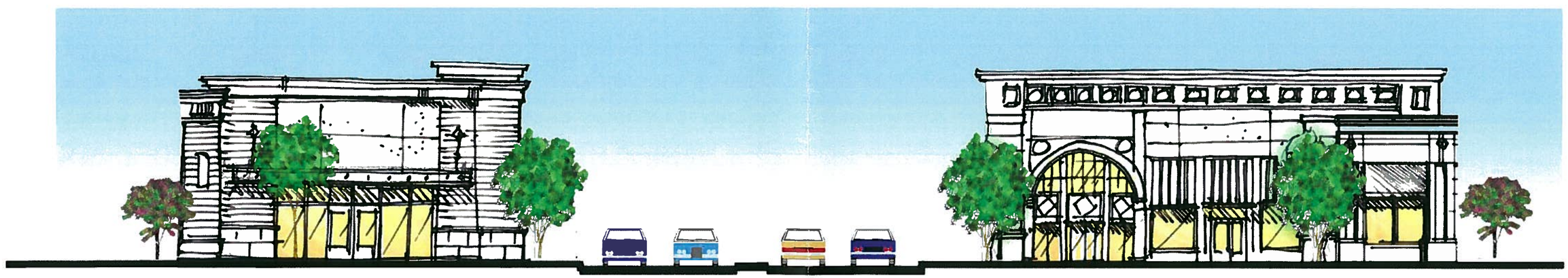
PROSPER CROSSING

0' 5' 10'
SCALE

Winkelmann & Associates, Inc.
CONSULTING CIVIL ENGINEERS ■ SURVEYORS
5760 HILLCREST PLAZA DRIVE, SUITE 100
DALLAS, TEXAS 75230
(972) 450-7090
(972) 450-7099 FAX

SECTION: E.4

PLAN



SECTION: E.4

CODE

PROSPER CROSSING

0' 5' 10'
SCALE

Winkelmann & Associates, Inc.
CONSULTING CIVIL ENGINEERS ■ SURVEYORS
5750 HILLCREST PLAZA DRIVE, SUITE 100
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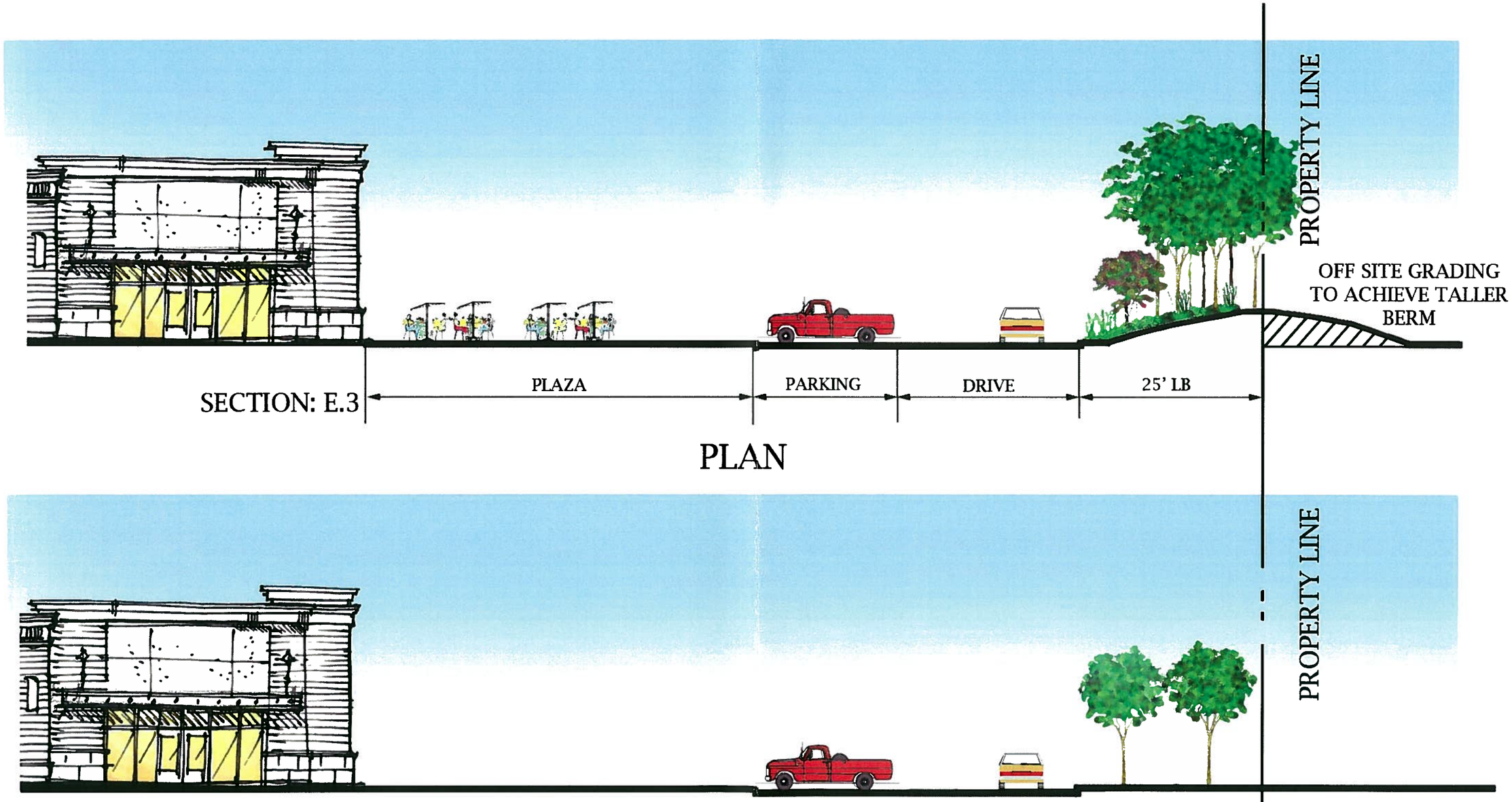

PROSPER CROSSING

0' 5' 10'
SCALE

Winkelmann
& Associates, Inc.
CONSULTING CIVIL ENGINEERS ■ SURVEYORS
5700 HILLCREST PLAZA DRIVE, SUITE 100
DALLAS, TEXAS 75230
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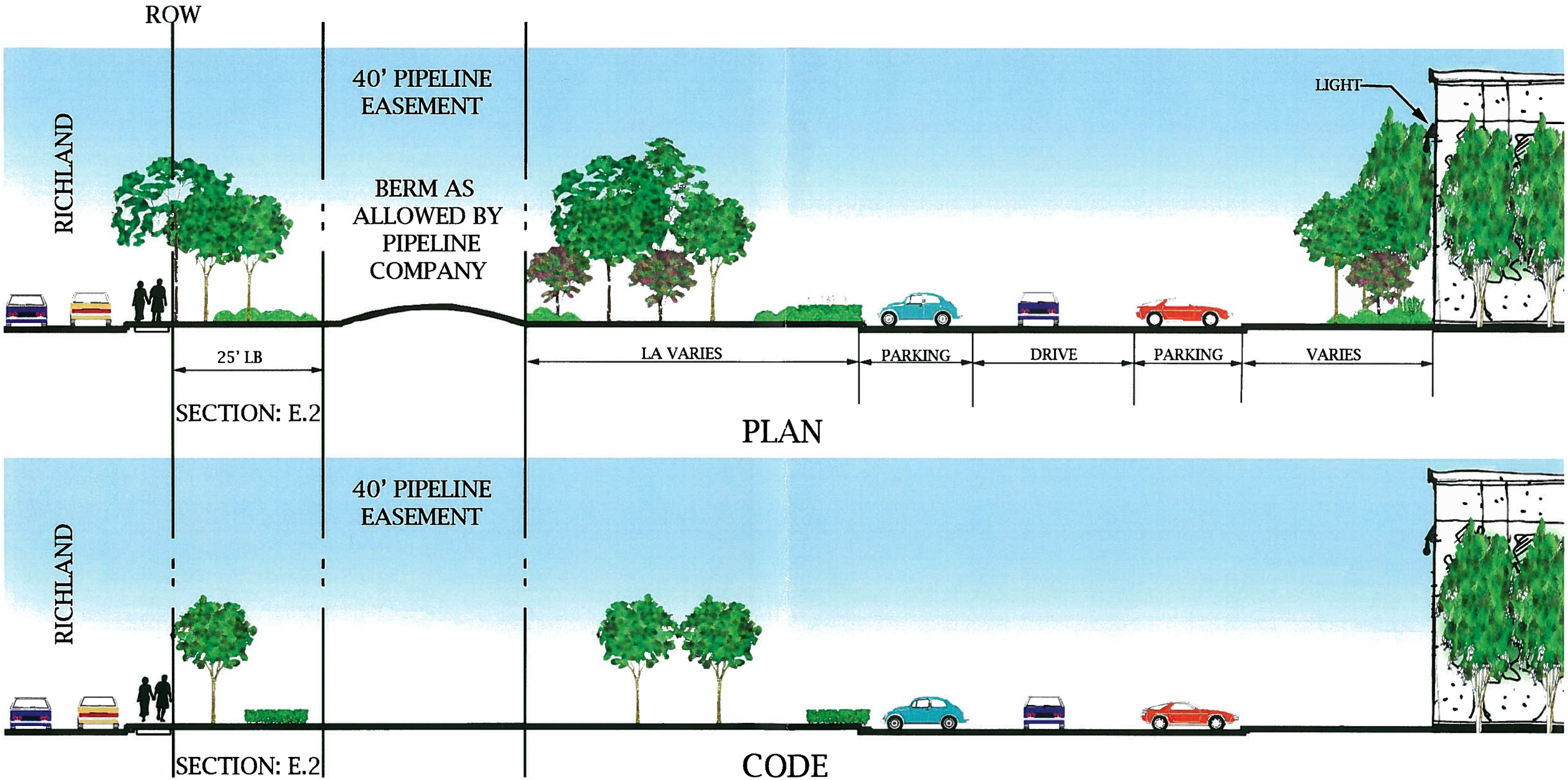

PROSPER CROSSING

0' 5' 10'
SCALE

Winkelmann & Associates, Inc.
CONSULTING CIVIL ENGINEERS ■ SURVEYORS
5750 HILLCREST PLAZA DRIVE, SUITE 100
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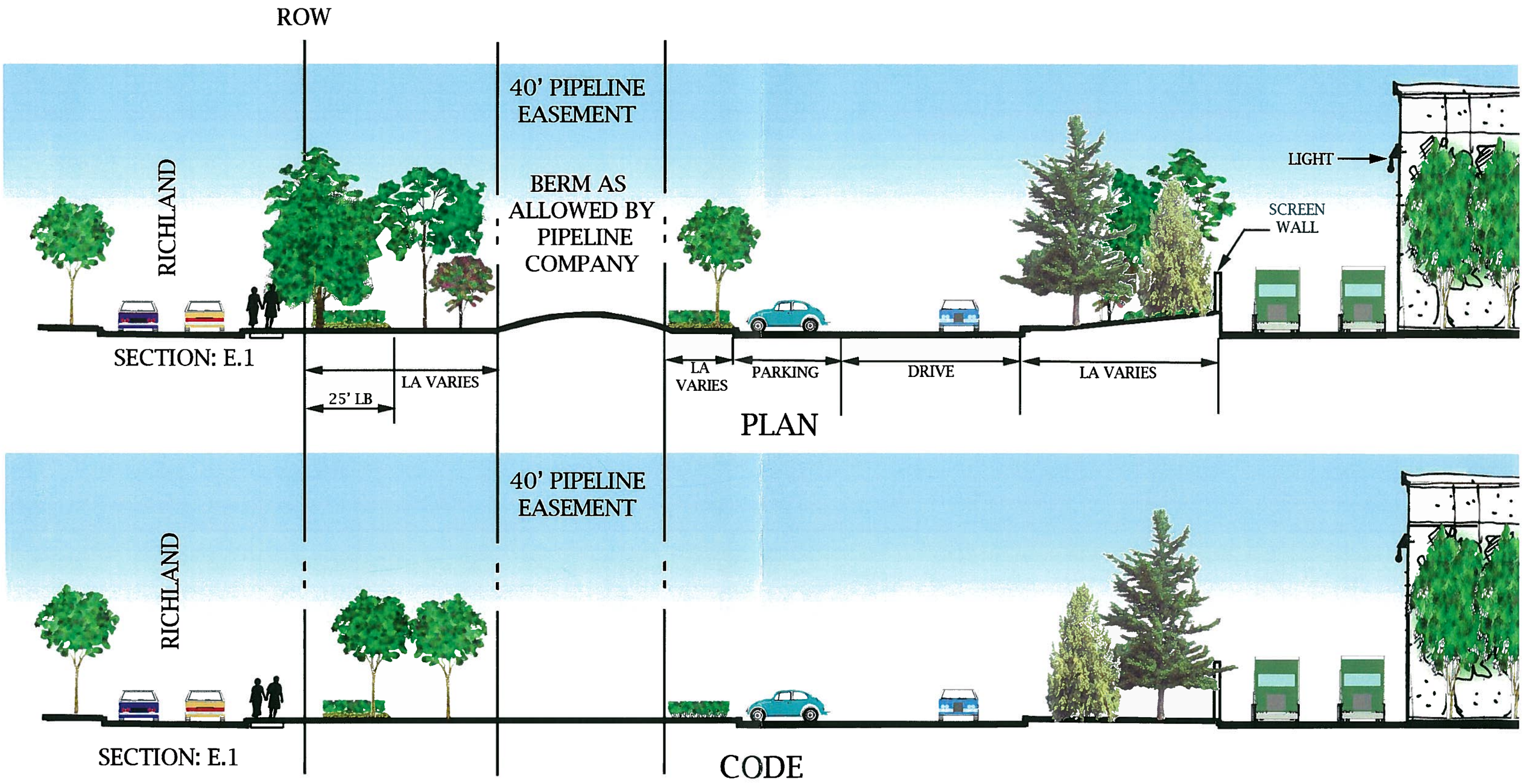

PROSPER CROSSING

0' 5' 10'
SCALE

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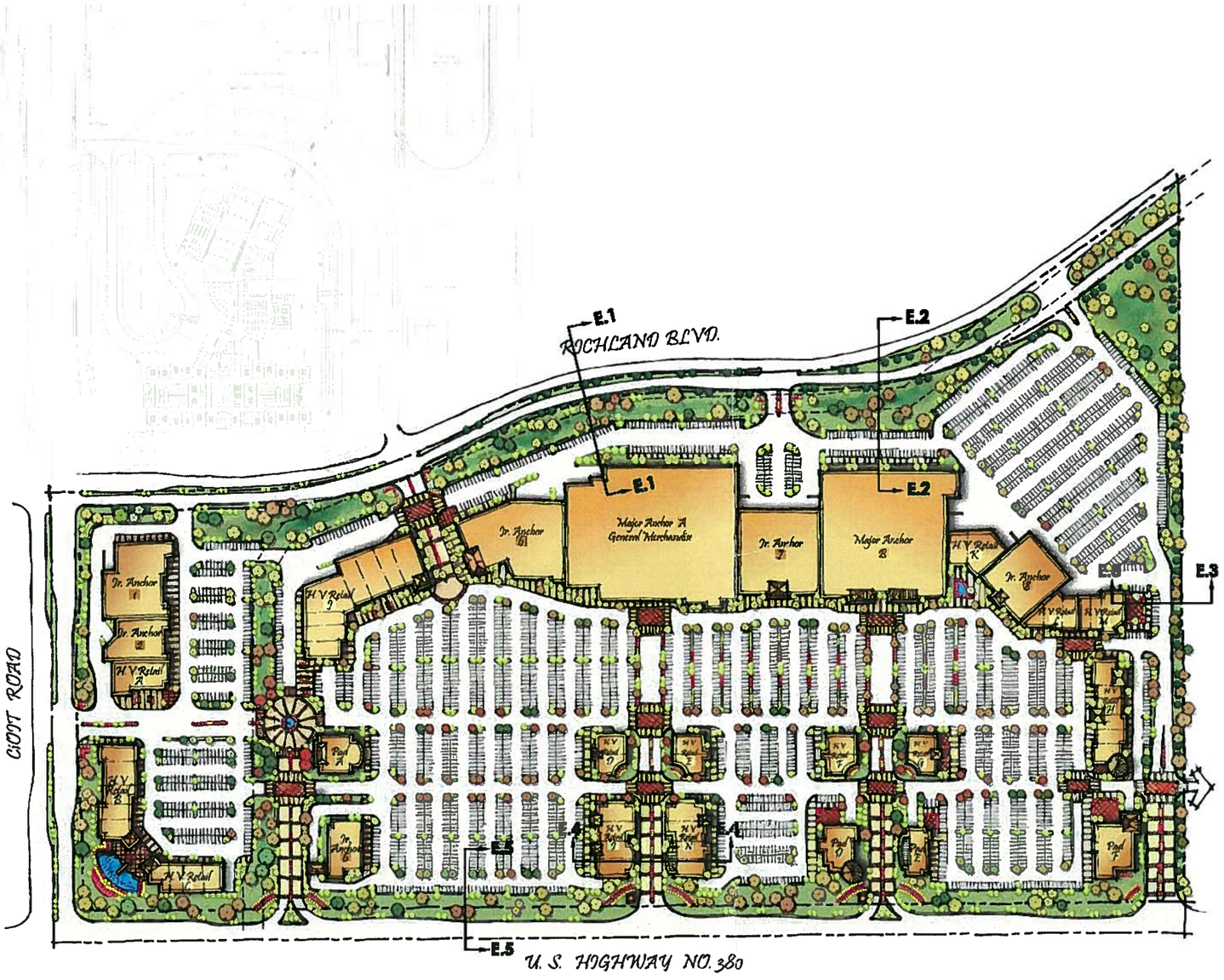
PROSPER CROSSING



SITE DATA

MAJOR ANCHOR	AC
TENANTS	
[illegible]	[illegible]
[illegible]	[illegible]
TOTAL GROSS LEASABLE AREA	[illegible]
TOTAL GROSS SUBSHEET AREA	[illegible]
MAJOR ANCHOR PARKING	
TOTAL PARKING	[illegible]
PARKING RATIO	[illegible]

JUNIOR ANCHOR	AC
TENANTS	
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
TOTAL GROSS LEASABLE AREA	[illegible]
TOTAL GROSS SUBSHEET AREA	[illegible]
JUNIOR ANCHOR PARKING	
TOTAL PARKING	[illegible]
PARKING RATIO	[illegible]

HIGH VISIBILITY RETAIL	AC
TENANTS	
[illegible]	[illegible]
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[illegible]	[illegible]
TOTAL GROSS LEASABLE AREA	[illegible]
TOTAL GROSS SUBSHEET AREA	[illegible]
TOTAL GROSS SUBSHEET AREA	[illegible]
HIGH VISIBILITY PARKING	
TOTAL PARKING	[illegible]
PARKING RATIO	[illegible]

PAD SITE	AC
TENANTS	
PAD A	[illegible]
PAD B	[illegible]
PAD C	[illegible]
PAD D	[illegible]
PAD E	[illegible]
PAD F	[illegible]
TOTAL GROSS LEASABLE AREA	[illegible]
TOTAL GROSS SUBSHEET AREA	[illegible]
PAD SITE PARKING	
TOTAL PARKING	[illegible]
PARKING RATIO	[illegible]
PARKING RATIO	[illegible]

SITE TOTALS	
TOTAL GROSS SITE AREA	[illegible]
TOTAL GROSS LEASABLE AREA	[illegible]
TOTAL GROSS SUBSHEET AREA	[illegible]
TOTAL PARKING	[illegible]
RATIO FOR RESTAURANT PARKING	[illegible]
RATIO FOR ALL OTHER PARKING	[illegible]

EXHIBIT 'E'

ALBERTA DEVELOPMENT PARTNERS, LLC
[illegible]
GREENWOOD VILLAGE, COLORADO [illegible]
[illegible]

PRELIMINARY SITE PLAN

SITE PLAN G3 08.28.07

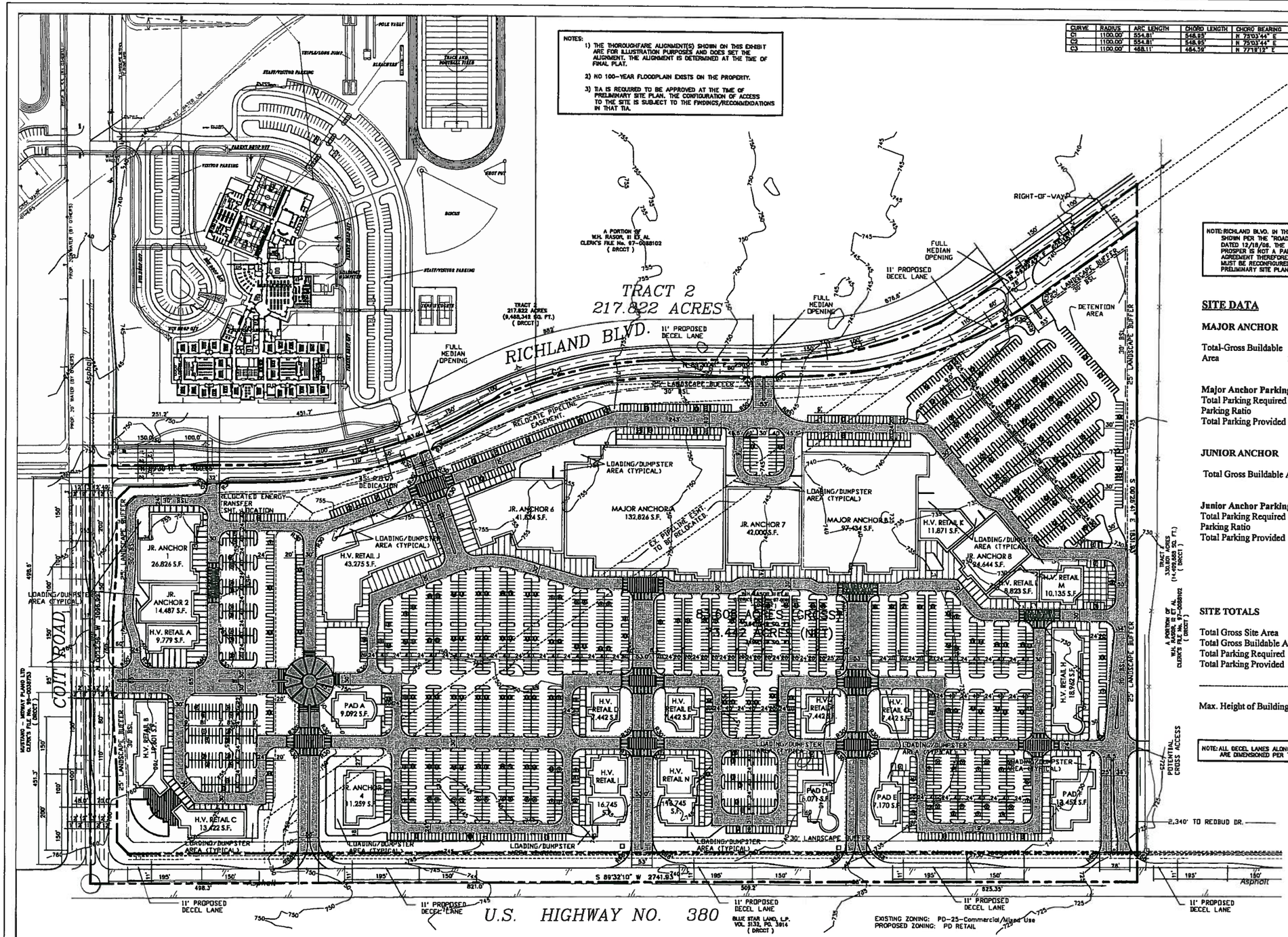
NOTES:

1) THE THOROUGHFARE ALIGNMENT(S) SHOWN ON THIS EXHIBIT ARE FOR ILLUSTRATION PURPOSES AND DOES SET THE ALIGNMENT. THE ALIGNMENT IS DETERMINED AT THE TIME OF FINAL PLAT.

2) NO 100-YEAR FLOODPLAIN EXISTS ON THE PROPERTY.

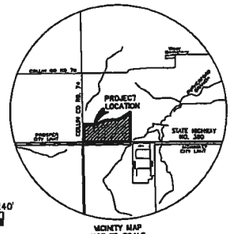
3) TIA IS REQUIRED TO BE APPROVED AT THE TIME OF PRELIMINARY SITE PLAN. THE CONFIGURATION OF ACCESS TO THE SITE IS SUBJECT TO THE FINDINGS/RECOMMENDATIONS IN THAT TIA.

CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING	DELTA ANGLE
C1	1100.00'	554.81'	548.95'	N 75°03'44" E	28°53'55"
C2	1100.00'	554.81'	548.95'	N 75°03'44" E	28°53'55"
C3	1100.00'	488.11'	484.59'	N 77°18'12" E	24°22'58"



N

0' 60' 120' 240'
Scale 1"=120'



VICINITY MAP
NOT TO SCALE

NOTE: RICHLAND BLVD. IN THIS AREA IS SHOWN PER THE "ROAD AGREEMENT" DATED 12/18/06. THE TOWN OF PROSPER IS NOT A PARTY TO THIS AGREEMENT THEREFORE THE ALIGNMENT MUST BE RECONFIGURED AT THE TIME OF PRELIMINARY SITE PLAN APPROVAL.

SITE DATA

MAJOR ANCHOR

Total-Gross Buildable Area 230,260 SF

Major Anchor Parking
Total Parking Required 921 Spaces
Parking Ratio 1 / 250
Total Parking Provided 921 Spaces

HIGH VISIBILITY RETAIL

Total Gross Buildable Area 199,329 SF

High Visibility Parking
Total Parking Required 797 Spaces
Parking Ratio 1 / 250
Total Parking Provided 797 Spaces

JUNIOR ANCHOR

Total Gross Buildable Area 161,040

Junior Anchor Parking
Total Parking Required 644 Spaces
Parking Ratio 1 / 250
Total Parking Provided 644 Spaces

PAD SITE

Total Gross Buildable Area 37,582

Pad Site Parking
Total Parking Req'd. 925 Spaces
Ratio Parking 1.00/75 SF
Total Parking Provided 927 Spaces

Ratio of All other Parking 4.00 / 1,000

SITE TOTALS

Total Gross Site Area	83.608 AC
Total Gross Buildable Area	628,211 SF
Total Parking Required	3,287 Spaces
Total Parking Provided	3,289 Spaces

Max. Height of Buildings 40 ft.

NOTE: ALL DECEL LANES ALONG U.S. HWY 380 ARE DIMENSIONED PER TIA REPORT.

EXHIBIT 'D'
PROSPER CROSSING
83.608 ACRES
I.C. WILLIAMSON SURVEY, ABSTRACT NO. 948
TOWN OF PROSPER
COLLIN COUNTY, TEXAS

Winkelmann & Associates, Inc.
CONSULTING CIVIL ENGINEERS ■ SURVEYORS
6750 HILLCREST PLAZA DRIVE, SUITE 100
DALLAS, TEXAS 75230
(972) 490-7090
(972) 490-7099 FAX
COPYRIGHT 2007, WINKELMANN & ASSOCIATES, INC.

EXHIBIT 'D'
CONCEPTUAL SITE PLAN
PROSPER CROSSING
PROSPER, TEXAS

I.C. WILLIAMSON SURVEY, ABSTRACT NO. 948
CITY OF PROSPER
COLLIN COUNTY, TEXAS

ALBERTA DEVELOPMENT PARTNERS, LLC.
5460 SOUTH QUEBEC STREET, SUITE 100
GREENWOOD VILLAGE, COLORADO 80111
(303) 771-4004

No.	DATE	REVISION	APPROV.
3	09/19/07	NAME CHANGE	M.D.C.
2	08/02/07	TOWN COMMENTS	M.D.C.
1	07/31/07	TOWN COMMENTS	M.D.C.

Scale : 1"= 120' Date :07/09/07
Designed By : M.D.C.
Drawn By : W.A.I.
Checked By : M.D.C.
File : 52202csp.dwg
Project No. : 52202.00

SHEET 1 OF 1

Prosper Crossing

EXHIBIT F

ARCHITECTURAL DESIGN GUIDELINES AND STANDARDS

September 21, 2007

ALBERTA
DEVELOPMENT
PARTNERS, LLC

Table of Contents

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Section 3 : Architectural Design – Pad Sites	6
Section 4 : Site Design and Planning – All Commercial Areas	7
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Section 6 : Submittals	9
Exhibit A-1 : High Visibility Area	10
Exhibit A-2 : Large Format	11
Exhibit A-3 : Pad Sites	12

General Information

The Prosper Crossing architecture is a simplistic yet contemporary style, creating simple, elegant compositions with a focus on illumination and transparency. Prosper Crossing,, a regional shopping center, shall reflect the dynamics and livelihood of its surroundings, while appropriately creating an inviting, casual and relaxed image.

The **"High Visibility Retail Areas"** are pedestrian friendly areas for the project. These areas are pedestrian oriented areas that serve as focal points of the development. "The High Visibility Retail Areas combine a complementary mix of uses in a casual and charming outdoor environment meant to enhance both daytime and nighttime activities. Reference Exhibit F.3.

The **"Major & Junior Anchor"** district provides opportunities for national retail tenants to develop prototypical building footprints and individual development criteria essential to the success of their operation yet provide compatible architectural detailing and finishes to the development. Reference Exhibits F.1 and F.2.

The **"Pad Site"** district is located adjacent US Highway 380. These sites, along with the High Visibility Area, serve as the front door for the development and establish a high quality visualization of the project. The sites will primarily feature restaurants, banks, retail, and other commercial uses. Reference Exhibit F.4.

The following information is based on the Town of Prosper Zoning code, and general knowledge of the Town of Prosper processes. The Town of Prosper Zoning Code shall take precedent unless otherwise noted in the PD Document and or Exhibits.

General Information

Zoning: PD (Planned Development)

Approvals: Planning approval of individual Site Plans (SP's). This process is intended to enhance and simplify the Towns approval process not to supercede it.

In Addition to the Town of Prosper Approval Process, Prosper Crossing Architectural Control Committee (PCACC) approval of the site plan, landscaping, building exterior design and materials shall be required.

Section 1: Architectural Design – High Visibility Retail Area

Building Design - The following is a summary of the design standards and guidelines for the High Visibility Retail Area tenants. Please refer to the PD and Town of Prosper Zoning Code for additional requirements. Refer to Exhibit F.3

Standards:

- Four sided design. All sides of a building open to view shall display a similar level of quality and architectural interest.
- Building design shall incorporate textured surfaces, projections, recesses, shadow lines, color, window patterns, overhangs, reveals, changes in parapet height to avoid monolithic shapes and surfaces.
- Emphasize entries.
- Exterior building materials shall be selected from the approved material palette and may be augmented with tenant selected materials provided that they maintain the overall quality and style of the project and are deemed appropriate by the PCACC.
- Variety of roof lines and parapet heights incorporating changes or elements at a maximum of every sixty lineal feet.
- Building facades shall employ techniques to provide additional interest and to subdivide the wall plane.
- Reinforce structural grid with pilasters and or colonnades.
- Horizontal Alignment of architectural elements such as windows, sills, cornices, banding, etc.
- Storefront to be clear aluminum, anodized. Tenant may use prototype storefront if approved in advance by the PCACC.
- Delivery, loading, trash, and other service areas must be screened or integrated into the building. Screening must be accomplished by a wall constructed of integrally colored CMU, architectural metal screening, stone, stucco, textured stained concrete, or brick to match the primary structure.
- Screening of all roof top or pad mounted mechanical units is required.

Guidelines:

- Detailing and accent materials are encouraged to add creativity and are not limited to the enclosed material palette. An example of these accent materials includes granite, wrought iron, slate, glass, tile, marble and others as appropriate.
- A variety of wall mounted light fixtures are encouraged, which fit the period or architectural style proposed.
- Integration of fabric/canvas awnings, flat metal awnings, and trellises is encouraged.
- Detailing is required to reflect the architectural style of the development.
- Integration of fabric/canvas awnings, flat metal awnings, and trellises is encouraged.
- Integration of raised planters or potted plants is encouraged.
- Use of site furnishings such as benches, tables, chairs, and fabric umbrellas is encouraged.

Section 2: Architectural Design – Major & Junior Anchor

Building Design - The following is a summary of the design standards and guidelines for the Major & Junior Anchor tenants. Please refer to the PD and Town of Prosper Zoning Code for additional requirements. Refer to Exhibits F.1 and F.2

Standards:

- Four sided design. All sides of a building open to view shall display a similar level of quality and architectural interest.
- Building design shall incorporate textured surfaces, projections, recesses, shadow lines, color, window patterns, overhangs, reveals, changes in parapet height to avoid monolithic shapes and surfaces.
- Emphasize entries.
- Exterior building materials shall be selected from the approved material palette and may be augmented with tenant selected materials provided that they maintain the overall quality and style of the project and are deemed appropriate by the PCACC.
- Variety of roof lines and parapet heights incorporating changes or elements at a maximum of every sixty lineal feet.
- Building facades shall employ techniques to provide additional interest and to subdivide the wall plane.
- Reinforce structural grid with pilasters and or colonnades.
- Horizontal Alignment of architectural elements such as windows, sills, cornices, banding, etc.
- Storefront to be clear aluminum, anodized. Tenant may use prototype storefront if approved in advance by the PCACC.
- Delivery, loading, trash, and other service areas must be screened or integrated into the building. Screening must be accomplished by a wall constructed of either integrally colored CMU, architectural metal screening, stone, stucco, textured stained concrete, or brick to match the primary structure.
- Screening of all roof top or pad mounted mechanical units is required.

Guidelines:

- Detailing and accent materials are encouraged to add creativity and are not limited to the enclosed material palette. An example of these accent materials includes granite, wrought iron, slate, glass, tile, marble and others as appropriate.
- A variety of wall mounted light fixtures are encouraged, which fit the period or architectural style proposed.
- Integration of fabric/canvas awnings, flat metal awnings, and trellises is encouraged.
- Detailing is required to reflect the architectural style of the development.
- Integration of fabric/canvas awnings, flat metal awnings, and trellises is encouraged.
- Integration of raised planters or potted plants is encouraged.
- Use of site furnishings such as benches, tables, chairs, and fabric umbrellas is encouraged.

Section 3: Architectural Design – Pad Sites

Building Design - The following is a summary of the design standards and guidelines for the Pad Site tenants. Please refer to the PD and Town of Prosper Zoning Code for additional requirements. These Buildings will be designed independently and will be reviewed and approved by both PCACC and the Town of Prosper for consistency in design and quality prior to the issuance of a building permit by the Town of Prosper. Refer to Exhibit F.4

Standards:

- Four sided design. All sides of a building open to view shall display a similar level of quality and architectural interest.
- Building design shall incorporate textured surfaces, projections, recesses, shadow lines, color, window patterns, overhangs, reveals, changes in parapet height to avoid monolithic shapes and surfaces.
- Emphasize entries.
- Exterior building materials shall be selected from the approved material palette and may be augmented with tenant selected materials provided that they maintain the overall quality and style of the project and are deemed appropriate by the PCACC.
- Variety of roof lines and parapet heights incorporating changes or elements at a maximum of every sixty lineal feet.
- Building facades shall employ techniques to provide additional interest and to subdivide the wall plane.
- Reinforce structural grid with pilasters and or colonnades.
- Horizontal Alignment of architectural elements such as windows, sills, cornices, banding, etc.
- Storefront to be clear aluminum, anodized. Tenant may use prototype storefront if approved in advance by the PCACC.
- Delivery, loading, trash, and other service areas must be screened or integrated into the building. Screening must be accomplished by a wall constructed of integrally colored CMU, architectural metal screening, stone, stucco, textured stained concrete, or brick to match the primary structure.
- Screening of all roof top or pad mounted mechanical units is required.

Guidelines:

- Detailing and accent materials are encouraged to add creativity and are not limited to the enclosed material palette. An example of these accent materials includes granite, wrought iron, slate, glass, tile, marble and others as appropriate.
- A variety of wall mounted light fixtures are encouraged, which fit the period or architectural style proposed.
- Integration of fabric/canvas awnings, flat metal awnings, and trellises is encouraged.
- Detailing is required to reflect the architectural style of the development.
- Integration of fabric/canvas awnings, flat metal awnings, and trellises is encouraged.
- Integration of raised planters or potted plants is encouraged.
- Use of site furnishings such as benches, tables, chairs, and fabric umbrellas is encouraged.

Section 4: Site Design and Planning – All Commercial Areas

Special site design requirements and constraints apply particularly to the High Visibility area. There may be additional requirements as set forth by the PD or the Town of Prosper Zoning Code.

Building Placement and Orientation:

- Maintain view corridors from US Highway 380, Coit Road and as appropriate along Richland Boulevard.

Parking:

- Parking shall be shared where such opportunities can be accommodated. Surface parking areas shall be broken up and appropriately landscaped. Each development site shall be required to demonstrate it has met its minimum parking requirements pursuant to the Planned Development Standards.

Site Utilities:

- Site utilities shall be coordinated with the size and location of the Landlord provided services. All utilities shall comply with the Town of Prosper and other agency requirements.

Grading:

- All finish grades shall provide positive drainage to the storm water system.
- Finish grades shall comply with ADA and all Town of Prosper requirements.
- Site walls shall be allowed under the following conditions:
    - Wall location and anchorage systems shall be coordinated with all underground utilities and shall not impact or restrict the use of the Landlord's common area.
    - Walls shall not impact an adjacent site or create a hardship for the development of adjacent land.
    - Walls shall be designed and sealed by a professional engineer licensed in the State of Texas.

Landscaping:

- The site landscaping shall be governed by the Town of Prosper Landscape Code and the Approved PD with the attached Exhibits, E, E.1, E.2, E.3, E.4 and E.5

Section 5: Building Materials

General: The materials and color ranges to be used throughout the Prosper Crossing development shall generally meet the intent of the graphic designs shown on Exhibits F.1, F.2, F.3, and F.4. Specific products, manufacturers, and colors will be specified at the time of the Preliminary Site Plan submittal.

Section 6: Submittals

Prosper Crossing Architectural Control Committee Review and Approval: All tenants shall have their building, site, landscape and signage design reviewed and approved by the PCACC as a condition of approval for the SP. It is strongly encouraged that the tenants obtain PCACC approval prior to their first SP submittal.

The followings items shall be submitted in their entirety for review by the PCACC. Incomplete submittals will not be reviewed.

- Site plan including parking, building footprint, accessory structure locations, sidewalks, special hardscape areas, plazas, site furnishings and light pole locations.
- Grading plan, with any retaining walls called out with top of wall and bottom of wall information.
- Preliminary utility plan, with storm, sanitary, power, gas and water connection points clearly delineated.
- Landscape plan and details.
- Building elevations including material designations, vertical and horizontal dimensions, building mounted lighting, and designation of elevation (i.e., North, South, etc.)
- Elevations of accessory structures such as trash enclosures, mechanical screens, etc.
- Samples of materials being used that are not a part of the Approved Exterior Finish Materials list.
- Lighting plan and photo metrics with fixture details.
- Sign submittal materials as listed in the High Visibility Tenant Signage Criteria.
- Requests for any waivers.
- Rendered building elevations and site plan are encouraged but not required.

The Prosper Crossing Architectural Control Committee will review the submittal for completeness and issue a letter informing the applicant of PCACC acceptance or rejection of the submittal. If the submittal is accepted, comments will be issued within 10 business days. If it is not accepted, a letter explaining concerns or identifying missing items will be returned with the submittal to the applicant.

The applicant shall submit eight (8) complete sets to the PCACC administrator at the following address:

Alberta Development Partners, LLC
5460 S. Quebec Street, Suite 100
Greenwood Village, CO 80111
303-771-4004

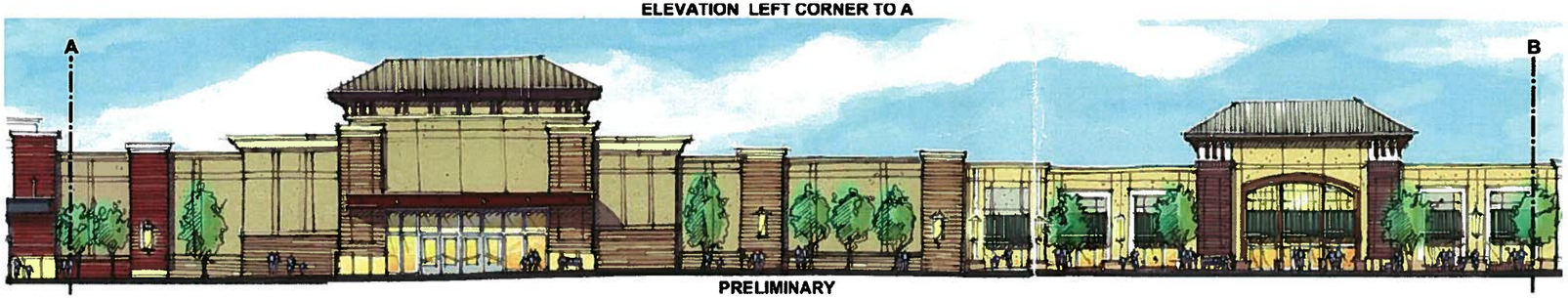
PCACC Board:

–Nate Jenkins, LEED, AP, Alberta Development PCACC Administrator
Don Provost, Alberta Development
Gary Ellermann, Alberta Development
Jerry Richmond, Alberta Development

PROSPER CROSSING

PRELIMINARY
OVERALL ELEVATION
NOT TO SCALE

PRELIMINARY
ELEVATION LEFT CORNER TO A



PRELIMINARY
ELEVATION A TO B

PRELIMINARY
ELEVATION B TO C

PRELIMINARY
ELEVATION C TO RIGHT CORNER

N

EXHIBIT 'F.1'

ALBERTA DEVELOPMENT PARTNERS LLC

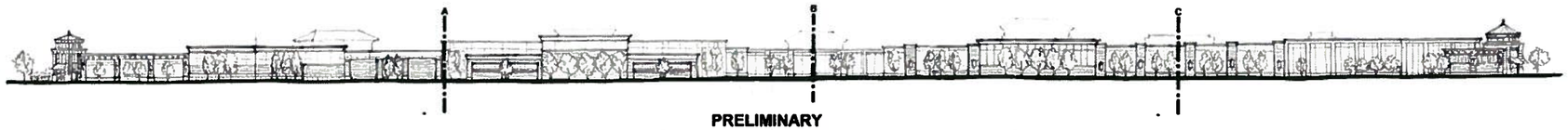
ALBERTA DEVELOPMENT PARTNERS, LLC
5460 SOUTH QUEBEC STREET, SUITE 100
GREENWOOD VILLAGE, COLORADO 80111
P: 303.771.4004
F: 303.771.4086

MBH ARCHITECTS
2175 MARINER SQUARE LOOP
ALAMEDA, CA 94501
TEL 510.865.8403
FAX 510.865.1651

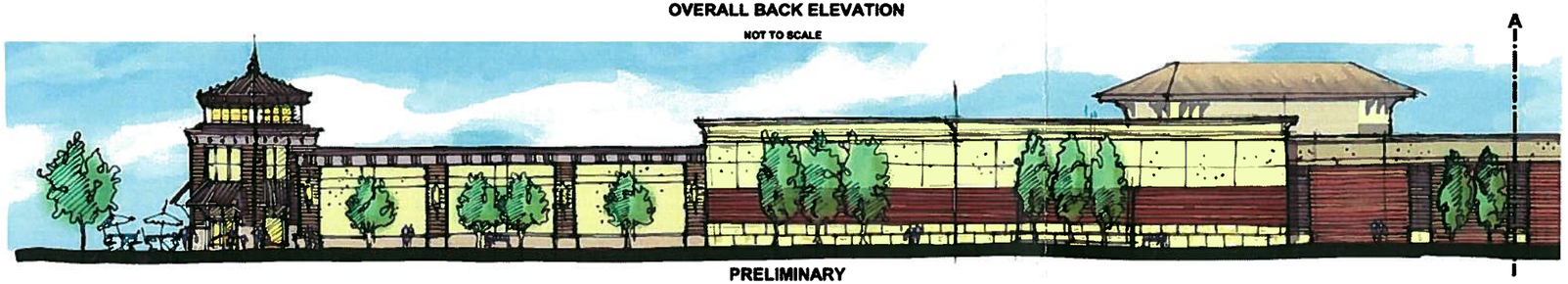
PRELIMINARY ELEVATIONS
SCALE: 1"=1/16"

SCALE 1/16"=1'-0"
0 4 8 16 32'

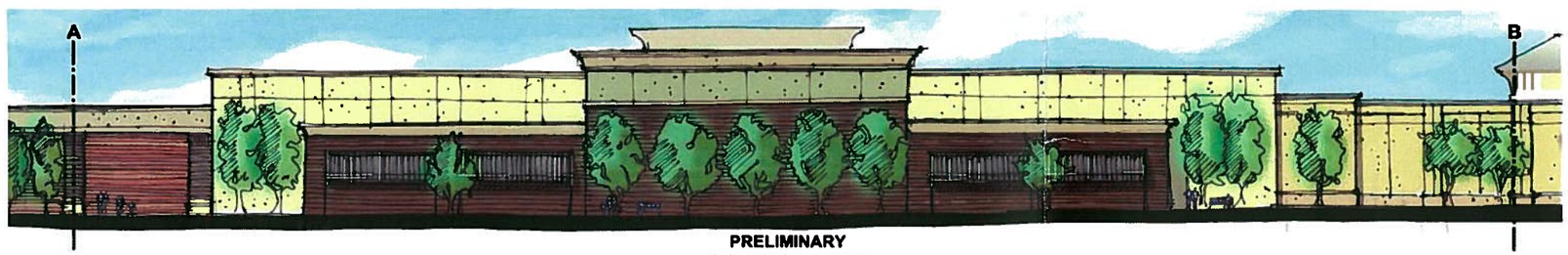
PROSPER CROSSING



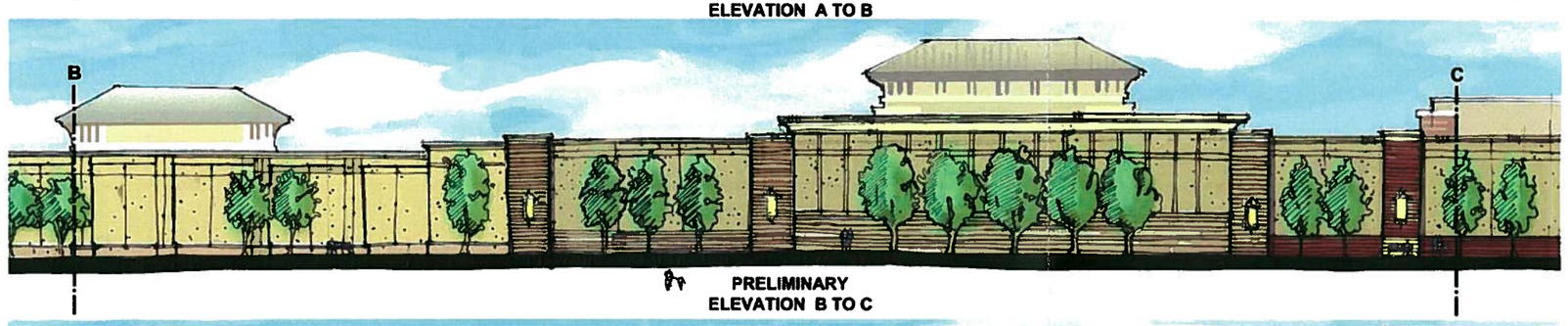
PRELIMINARY
OVERALL BACK ELEVATION
NOT TO SCALE



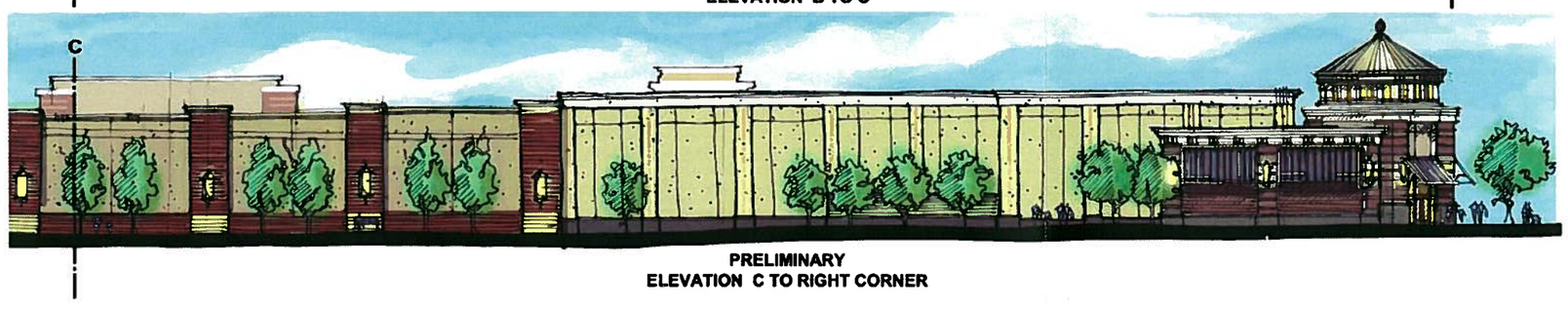
PRELIMINARY
ELEVATION LEFT CORNER TO A



PRELIMINARY
ELEVATION A TO B



PRELIMINARY
ELEVATION B TO C



PRELIMINARY
ELEVATION C TO RIGHT CORNER

N

EXHIBIT 'F.2'

ALBERTA DEVELOPMENT PARTNERS, LLC

ALBERTA DEVELOPMENT PARTNERS, LLC
5460 SOUTH QUEBEC STREET, SUITE 100
GREENWOOD VILLAGE, COLORADO 80111
P: 303.771.4004
F: 303.771.4006

MBH ARCHITECTS
2670 MARINER SQUARE LOOP
ALAMEDA, CA 94501
TEL 510 865 8443
FAX 510 865 1411

PRELIMINARY ELEVATIONS
SCALE: 1'=1/16"

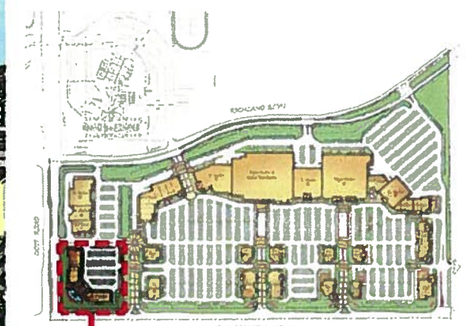
SCALE: 1/16"=1'-0"
0 4 8 16 32'

PRELIMINARY OVERALL
HIGH VISIBILITY ELEVATION
NOT TO SCALE

PROSPER CROSSING

A

PRELIMINARY
HIGH VISIBILITY ELEVATION



SEE ELEVATIONS

N

A

PRELIMINARY
HIGH VISIBILITY ELEVATION

EXHIBIT 'F.3'

ALBERTA DEVELOPMENT PARTNERS, LLC

ALBERTA DEVELOPMENT PARTNERS, LLC
5460 SOUTH QUEBEC STREET, SUITE 100
GREENWOOD VILLAGE, COLORADO 80111
P: 303.771.4004
F: 303.771.4084

MBH ARCHITECTS
2410 MARINER SQUARE LOOP
ALAMEDA, CA 94501
TEL 510.865.8442
FAX 510.865.1411

PRELIMINARY ELEVATIONS
SCALE: 1'=1/8"

SCALE: 1/8"=1'-0"
0 4 8 16'

ELEVATIONS 3A 09.19.07

PROSPER CROSSING

PRELIMINARY
PAD ELEVATION

PRELIMINARY
PAD ELEVATION

EXHIBIT 'F.4'

ALBERTA DEVELOPMENT PARTNERS, LLC
5460 SOUTH QUEBEC STREET, SUITE 100
GREENWOOD VILLAGE, COLORADO 80111
P: 303.771.4004
F: 303.771.4086

MBH ARCHITECTS
2478 MARINER SQUARE LOOP
ALAMEDA, CA 94501
TEL: 510.865.6443
FAX: 510.865.1651

PRELIMINARY ELEVATIONS
SCALE: 1"=1/8"

SCALE: 1/8"=1'-0"
0 4 8 16'

ELEVATIONS 4A 09.19.07