

BILL NO. 2215

ORDINANCE NO. 14.403

AN ORDINANCE APPROVING A PETITION TO AMEND THE BOUNDARIES OF THE ARNOLD TRIANGLE TRANSPORTATION DEVELOPMENT DISTRICT AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION THEREWITH.

WHEREAS, the Arnold Triangle Transportation Development District (the "District") was formed on August 16, 2006, by virtue of an order entered by the Circuit Court of Jefferson County, Missouri (the "Order") pursuant to the Missouri Transportation Development District Act, Sections 238.200 to 238.275 of the Revised Statutes of Missouri, as amended (the "TDD Act"); and

WHEREAS, the City is the record owner of real property located within the current boundaries of the District;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF ARNOLD, MISSOURI, AS FOLLOWS:

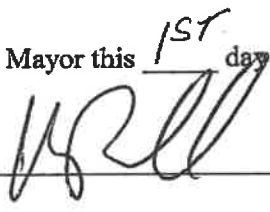
Section 1. The City Council hereby finds and determines that it is in the best interests of the City to amend the boundaries of the District.

Section 2. The Petition for Amendment of the Boundaries of the Arnold Triangle Transportation Development District Through the Removal of Certain Property and the Addition of Other Real Property (the "Petition"), in substantially the form attached as **Exhibit A** attached hereto, is hereby approved.

Section 3. The Law Office of Robert Sweeney, Esq., and Gilmore & Bell, P.C., are hereby authorized and directed to execute the Petition and are further authorized and directed to take such other steps as are necessary or desirable to carry out and comply with the intent of this Ordinance.

Section 4. This Ordinance shall be in full force and effect from and after the date of its passage by the City Council and approval by the Mayor.

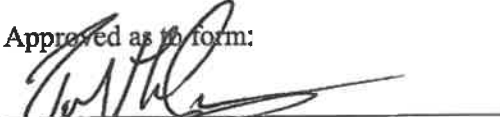
PASSED by the City Council and **APPROVED** by the Mayor this 1ST day of February, 2007.

Mayor 

(SEAL)

ATTEST:


City Clerk

Approved as to form:


City Attorney

1st Reading: 2-1-07
2nd Reading: 2-1-07

EXHIBIT A

**FORM OF THE PETITION FOR AMENDMENT OF THE BOUNDARIES OF THE ARNOLD
TRIANGLE TRANSPORTATION DEVELOPMENT DISTRICT THROUGH THE REMOVAL
OF CERTAIN PROPERTY AND THE ADDITION OF OTHER REAL PROPERTY**

**PETITION FOR AMENDMENT OF THE BOUNDARIES OF THE ARNOLD
TRIANGLE TRANSPORTATION DEVELOPMENT DISTRICT THROUGH THE
REMOVAL OF CERTAIN REAL PROPERTY AND THE ADDITION OF OTHER
REAL PROPERTY**

COME NOW Petitioners and, pursuant to the Missouri Transportation Development District Act, Sections 238.200 to 238.275 of the Revised Statutes Missouri, as amended (the “TDD Act”), petition the Court for the purpose of amending the boundaries of the Arnold Triangle Transportation Development District through (i) the removal of certain property as legally described in and illustrated on **Exhibit A** attached hereto and incorporated herein by this reference (the “Excluded Property”); and (ii) pursuant to Section 238.208 of the TDD Act, the addition of other real property as legally described in and illustrated on **Exhibit B** attached hereto and incorporated herein by this reference (the “Added Property”), and in support thereof state as follows:

THE PARTIES

1. Petitioner Arnold Triangle Transportation Development District (the “District”) is a political subdivision of the State of Missouri authorized to sue and be sued in its own name pursuant to Section 238.252 of the TDD Act and is, as of the date of this Petition, the owner of record of a portion of the real property located within the boundaries of the District, which portion is legally described in **Exhibit C** attached hereto and incorporated herein by reference.

2. Petitioner the City of Arnold, Jefferson County, Missouri, (the “City”) is a political subdivision of the state of Missouri and is, as of the date of this Petition, the owner of record of a portion of the real property located within the boundaries of the District, which portion is legally described in **Exhibit D** attached hereto and incorporated herein by reference. The City is also a “local transportation authority” within the meaning of Section 238.202.1(4) of

the TDD Act and an “affected local transportation authority” under Section 238.207.4(2) of the TDD Act.

3. Petitioner THF Arnold Triangle Development, L.L.C. (“THF”) is a limited liability company organized under the laws of the State of Missouri and is, as of the date of this Petition, the owner of record of a portion of the real property located within the boundaries of the District, which portion is legally described in **Exhibit E** attached hereto and incorporated herein by reference.

4. Petitioner Dierbergs Arnold 1031, L.L.C., (“Dierbergs Arnold”) is a limited liability company organized under the laws of the State of Missouri and is, as of the date of this Petition, the owner of record of a portion of the real property located within the boundaries of the District, which portion is legally described in **Exhibit F** attached hereto and incorporated herein by reference.

5. Petitioner Moss Enterprises, Inc., (“Moss”) is a corporation organized under the laws of the State of Missouri and is, as of the date of this Petition, the owner of record of a portion of the real property located within the boundaries of the District, which portion is legally described in **Exhibit G** attached hereto and incorporated herein by reference.

6. The City, the District, THF, Dierbergs Arnold, and Moss are, collectively, the owners of all real property within the District.

7. Respondent Missouri Highways and Transportation Commission (the “Commission”) is the constitutional authority responsible for constructing and maintaining the Missouri highway system and is a necessary party under Section 238.207.4(2) of the TDD Act.

BACKGROUND

8. The District was organized and established by that certain Consent Judgment and Order entered on August 16, 2006, by this Court in Cause No. 06JE-CC00120 (the "Initial Order"). A map of the District as created pursuant to the Initial Order is attached hereto and incorporated herein as **Exhibit H**, and a legal description of the District as created pursuant to the Initial Order is attached hereto and incorporated herein as **Exhibit I**.

9. At the time of entry of the Initial Order, the City was the owner of all real property within the boundaries of the District.

10. On September 13, 2006, a meeting of the owners of record of real property located within the District was held in accordance with Section 238.220.2 of the TDD Act and an order entered on September 12, 2006, by this Court for the purpose of electing the initial board of directors of the District.

11. On September 13, 2006, a meeting of the District's board of directors was held in accordance with Section 238.222.2 of the TDD Act, at which the board of directors of the District passed a resolution (i) imposing, upon majority approval of the "qualified voters" (as defined in the TDD Act) of the District, a transportation development district-wide sales tax at the rate of up to one percent (1.0%) for a period not to exceed forty (40) years from the date on which such tax is first imposed (the "TDD Sales Tax") and (ii) calling an election within the boundaries of the District on the question of whether to impose said TDD Sales Tax.

12. On January 8, 2007, the City, pursuant to Sections 238.215 and 238.216 of the TDD Act, filed its verified Unanimous Petition of Property Owners (the "Election Results") regarding the imposition of the TDD Sales Tax with the Clerk of this Court, thereby constituting an "election" under the TDD Act.

13. On January 8, 2007, the Clerk of this Court certified the Election Results and, in accordance with Sections 238.215 and 238.216 of the TDD Act, entered the same upon the records of this Court.

14. On January 8, 2007, the City, pursuant to Sections 238.215 and 238.216 of the TDD Act, filed the Election Results with the Clerk of Jefferson County, and the Clerk of Jefferson County spread the same upon the records of the Jefferson County Commission.

15. No TDD Sales Tax revenues are currently being generated within the District.

16. THF is duly authorized by authority of its manager and members to join in this petition to amend the boundaries of the District by the removal of the Excluded Property and addition of the Added Property as further described herein.

17. Dierbergs Arnold is duly authorized by authority of its manager and members to join in this Petition to amend the boundaries of the District by the removal of the Excluded Property and addition of the Added Property as further described herein.

18. Moss is duly authorized by authority of its board of directors to join in this Petition to amend the boundaries of the District by the removal of the Excluded Property and addition of the Added Property as further described herein.

19. On January 30, 2007, the District, acting through its board of directors, adopted Resolution 2007-____, authorizing the District to join the City in this Petition to amend the boundaries of the District the removal of the Excluded Property and addition of the Added Property, as further described herein.

20. On _____, 2007, the City, by Ordinance No. _____ duly passed and approved by its City Council, authorized the City to join in this Petition to amend the boundaries of the District by the removal of the Excluded Property and addition of the Added Property, as further described herein.

21. Pursuant to the TDD Act, the City, the District, THF, Dierbergs Arnold and Moss, as the property owners within the transportation development district, have unanimously approved of the removal of the Excluded Property and addition of the Added Property, as further described herein.

PETITION REQUIREMENTS: AMENDMENT OF DISTRICT BOUNDARIES

22. Petitioners, collectively, (a) are the owners of all real property within the boundaries of the District, currently and as amended as set forth herein, and (b) desire to amend the boundaries of the District through the removal of the Excluded Property and the addition of the Added Property, all of which is located within the corporate limits of the City.

23. The City is the record owner of all of the Excluded Property.

24. The District, THF, Dierbergs Arnold and Moss are the record owners of all of the Added Property.

25. The proposed boundary amendment as described above will increase the overall acreage of the District as created pursuant to the Initial Order.

26. Removal of the Excluded Property from the jurisdictional boundaries of the District will not have any effect on the amount of revenues anticipated to be generated by the TDD Sales Tax, nor will it have any effect on the Transportation Project (as such term is defined in the Initial Order and as set forth as Exhibit J attached hereto and incorporated herein by reference).

27. Addition of the Added Property from the jurisdictional boundaries of the District will have a positive impact on the amount of revenues anticipated to be generated by the TDD Sales Tax, but will not have any effect on the Transportation Project.

28. The description of the Transportation Project to be undertaken by the District shall remain the same.

29. There are currently, and upon the amendment of the District's boundaries as set forth herein, no persons eligible to be registered voters currently residing within the District.

30. The name and address of each Petitioner, each of which are also an owner of record of real property located within the District, are, as of the date of this Petition, as follows:

THF Arnold Triangle Development, LLC
2127 Innerbelt Business Center Drive
Suite 200
St. Louis, MO 63143
Attn: Jeffrey P. Otto

Dierbergs Arnold 1031, LLC
c/o 16690 Swingley Ridge Rd.
Chesterfield, MO 63017
Attn: Mr. Jerry Ebest
Vice President, Real Estate

Moss Enterprises, Inc.
1616 Big Bill Rd.
Arnold, Missouri
Attn: Norman R. Moss, Jr.

Arnold Triangle Transportation Development District
2127 Innerbelt Business Center Drive, Suite 200
St. Louis, Missouri 63114
Attn: Chairman

AND

City of Arnold, Missouri
2101 Jeffco Boulevard
Arnold, MO 63010

31. The name and address of each Respondent is as follows:

The Missouri Highways and Transportation Commission
105 West Capitol Avenue
Jefferson City, MO 65102

32. Upon the amendment of the District's boundaries as set forth herein, the jurisdictional boundaries of the District will remain contiguous.

33. A map and legal description of the proposed boundaries of the District following the removal of the Excluded Property and the addition of the Added Property (the "Amended Boundary"), are attached hereto and incorporated herein by reference as **Exhibit K**.

34. Upon the amendment of the District's boundaries, the name of the District will remain the Arnold Triangle Transportation Development District.

35. Upon the amendment of the District's boundaries, the board of directors of the District will continue to be composed of five (5) members.

36. Upon the amendment of the District's boundaries as set forth herein, the terms of office of the initial members of the board of directors of the District will continue to be staggered, with the two members receiving the highest number of votes having an initial three-year term, the two members receiving the next highest number of votes having an initial two-year term, and the member receiving the fewest votes having an initial one-year term. After the initial terms, all members of the board of directors of the District will be elected for three-year terms. The City and the Commission shall each appoint one advisor to the board of directors of the District as provided in Sections 238.220.4 and 238.220.5 of the TDD Act.

37. Upon the amendment of the District's boundaries as set forth herein, the Transportation Project will continue to be funded from the proceeds of the TDD Sales Tax. Pursuant to the TDD Act, all proceeds of the TDD Sales Tax shall be applied for the sole purpose of funding the Transportation Project; provided that, the District may deduct from the proceeds of the TDD Sales Tax the District's reasonable and actual cost of administering, collecting, enforcing and operating the TDD Sales Tax in the reasonable exercise of its discretion.

38. Upon the amendment of the District's boundaries as set forth herein and pursuant to Section 238.208 of the TDD Act, the Added Property shall be subject to the TDD Sales Tax.

39. Upon the amendment of the District's boundaries as set forth herein, the Excluded Property shall no longer be subject to the TDD Sales Tax.

40. Pursuant to Section 238.208 of the TDD Act, upon the amendment of the District's boundaries as set forth herein, the owners of record of the Added Property shall be allowed to vote at the next election scheduled for the District to fill vacancies on the board of directors and on any other question submitted to them by the board of directors of the District in accordance with the TDD Act. The owners of record of the Added Property shall have one vote per acre in the same manner as provided in subdivision (2) of subsection 2 of section 238.220 of the TDD Act.

41. Upon the amendment of the District's boundaries as set forth herein, the TDD Sales Tax shall continue to be imposed solely to pay the initial costs of constructing the Transportation Project and the repayment of obligations as and when issued with respect thereto. The District shall impose no other tax, assessment, toll or charge whatsoever without the prior written consent of the City.

42. The District does not, and upon amendment of District's boundaries, will not constitute an undue burden on any owner of property within the District and currently is not, and upon amendment of the boundaries, will not be unjust or unreasonable.

DISSOLUTION OF THE DISTRICT AND REPEAL OF THE SALES TAX

43. The District shall be dissolved only in compliance with Section 238.275 of the TDD Act.

44. In no event shall the TDD Sales Tax be repealed, in whole or in part, nor the District dissolved, until payment in full and satisfaction of all transportation development revenue bonds, transportation development revenue notes or other obligations, singly or in series,

issued by the District (which may include tax increment revenue notes or bonds issued by a third party that are payable in part from the TDD Sales Tax), except in accordance with the TDD Act.

WHEREFORE, Petitioners request that the Court enter a judgment and decree pursuant to the TDD Act:

1. Finding and certifying that this Petition is not legally defective and that the Respondent has been duly served with process in this action;
2. Finding and certifying that, upon the proposed amendment of the boundaries of the District as set forth herein, the District will remain contiguous;
3. Finding and certifying that the proposed boundary amendment of the boundaries of the District as set forth herein is neither illegal nor unconstitutional;
4. Finding and certifying that, upon the proposed amendment of the boundaries of the District as set forth herein, the District is not an undue burden on any owner of property within the District and is not unjust or unreasonable;
5. Finding and certifying that, upon the proposed amendment of the boundaries of the District as set forth herein, there are no persons eligible to be registered voters residing within the District and that the owners of record of the real property located within the District are the “qualified voters” pursuant to the TDD Act;
6. Finding and certifying that, upon the proposed amendment of the boundaries of the District as set forth herein, the District remains properly, duly, and lawfully organized;
7. Finding and certifying that, upon the proposed amendment of the boundaries of the District as set forth herein, the District remains a political subdivision pursuant to and in accordance with the TDD Act for the sole purpose of funding

the Transportation Project through the imposition and collection of the TDD Sales Tax;

8. Finding and certifying that, upon the amendment of the District's boundaries as set forth herein, the Added Property shall be subject to the TDD Sales Tax;
9. Finding and certifying that, upon the amendment of the District's boundaries as set forth herein, the Excluded Property shall no longer be subject to the TDD Sales Tax;
10. Finding and certifying that, upon the amendment of the District's boundaries as set forth herein, (i) the owners of record of the Added Property shall be allowed to vote at the next election scheduled for the District to fill vacancies on the board of directors and on any other question submitted to them by the board of directors in accordance with the TDD Act and (ii) the owners of record of the Added Property shall have one vote per acre in the same manner as provided in subdivision (2) of subsection 2 of section 238.220 of the TDD Act;
11. Ordering that the boundaries of the District be amended through the removal of the Excluded Property as described in **Exhibit A** and the addition of the Added Property as described in **Exhibit B** so that the boundaries of the District are as shown and described in **Exhibit K**.
12. Ordering that, upon amendment of the boundaries of the District as set forth herein, the board of directors of the District shall continue to be composed of the five (5) representatives of owners of real property in the District; and
13. Petitioners further request that the Court make any additional findings and orders and grant such further relief that the Court deems necessary and proper.

Respectfully submitted,

GILMORE & BELL, P.C.

By: _____
Mark D. Grimm #34660
Shannon W. Creighton #52465
One Metropolitan Square, Suite 2350
St. Louis, MO 63102
314-436-1000
314-436-1166 fax

Attorneys for Petitioner City of Arnold, Jefferson
County, Missouri

AND

HUSCH & EPPENBERGER, LLC

By: _____
Sarah C. Hellman # 50373
Kurt J. Schafers # 57849
190 Carondelet Plaza, Suite 600
St. Louis, MO 63105
314-480-1500
314-480-1505 fax

Attorneys for Petitioner Arnold Triangle
Transportation Development District and THF
Arnold Triangle Development, LLC

AND

By: _____
Dierbergs Arnold 1031, LLC

AND

By: _____
MOSS ENTERPRISES, INC.

EXHIBIT A

**LEGAL DESCRIPTION AND MAP OF THE EXCLUDED PROPERTY
(PROPERTY TO BE REMOVED FROM THE DISTRICT)**

TO BE PROVIDED

EXHIBIT B

**LEGAL DESCRIPTION AND MAP OF THE ADDED PROPERTY
(PROPERTY TO BE ADDED TO THE DISTRICT)**

TO BE PROVIDED

EXHIBIT C

**LEGAL DESCRIPTION AND MAP OF THE PROPERTY OWNED BY
ARNOLD TRIANGLE TRANSPORTATION DEVELOPMENT DISTRICT**

TO BE PROVIDED

EXHIBIT D

**LEGAL DESCRIPTION AND MAP OF THE PROPERTY OWNED BY
THE CITY OF ARNOLD**

TO BE PROVIDED

EXHIBIT E

**LEGAL DESCRIPTION AND MAP OF THE PROPERTY OWNED BY
THE ARNOLD TRIANGLE DEVELOPMENT, LLC**

TO BE PROVIDED

EXHIBIT F

LEGAL DESCRIPTION AND MAP OF THE PROPERTY OWNED BY
DIERBERGS ARNOLD 1031, LLC

TO BE PROVIDED

EXHIBIT G

LEGAL DESCRIPTION AND MAP OF THE PROPERTY OWNED BY
MOSS ENTERPRISES, INC.

TO BE PROVIDED

EXHIBIT H

MAP OF THE DISTRICT PURSUANT TO THE INITIAL ORDER

EXHIBIT H

MAP OF DISTRICT BOUNDARIES

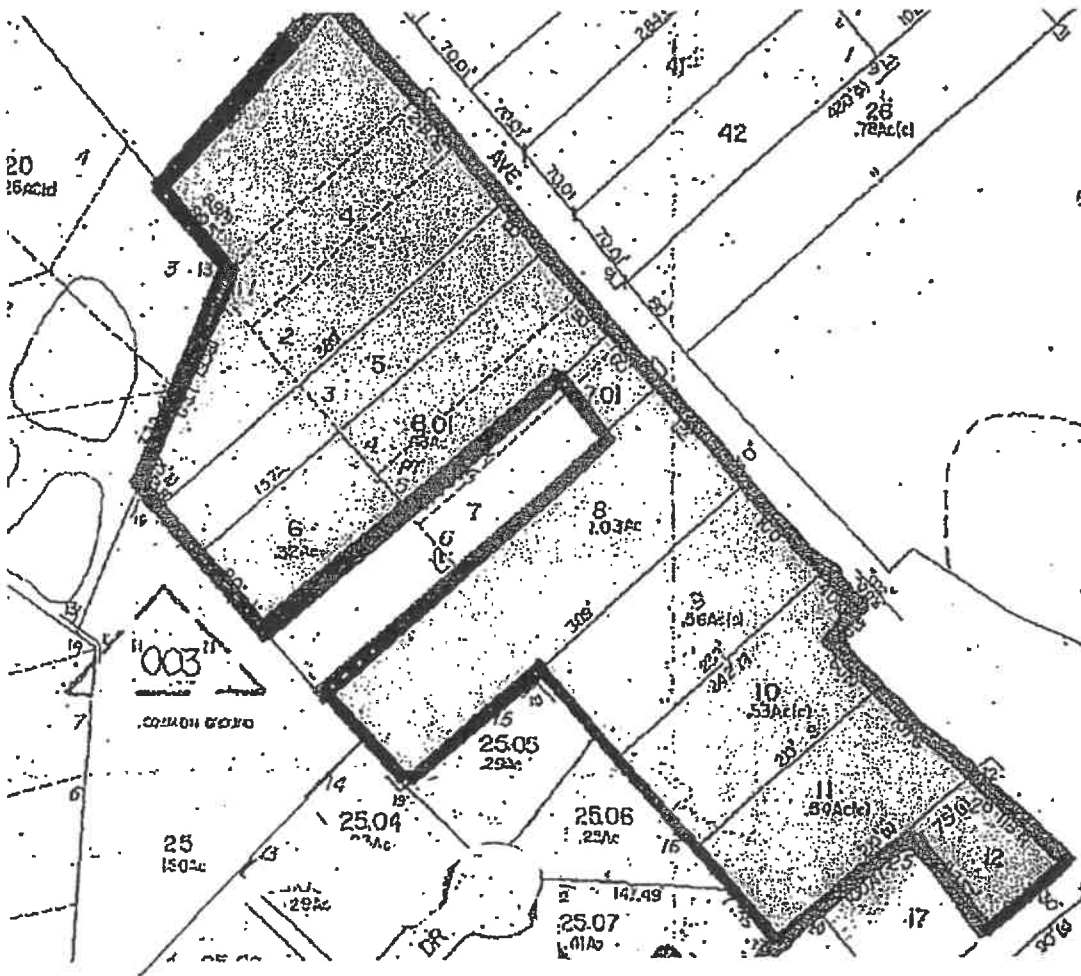


EXHIBIT I

LEGAL DESCRIPTION OF THE DISTRICT PURSUANT TO THE INITIAL ORDER

EXHIBIT I

LEGAL DESCRIPTION OF DISTRICT BOUNDARIES

A tract of land located in Lot 17 of U.S. Survey No. 2991, Township 43 North, Ranges 5 and 6 East and being composed of the Southeast part of a tract of 0.77 of an acre conveyed by Joseph Zipp and wife to Charles J. Siedler by deed dated June 30, 1908 and recorded in book 66, page 578 of the records in the Recorder's Office within and for Jefferson County, Missouri; also 0.23 of an acre conveyed by Hubert Becker and wife to Charles J. Siedler by deed dated December 3, 1908 and recorded in book 67 at page 171; also the Northwest part of a tract of 0.96 of an acre conveyed to Charles J. Siedler by James A. Gray and wife by deed dated February 17, 1916 and recorded in book 81 at page 501; also Lots 1 and 2 of Hubert Becker's Addition recorded in plat book 3, page 30, said entire tract so composed being described by metes and bounds as follows: Beginning at the most Southern corner of a tract of 0.47 of an acre conveyed by Charles J. Siedler and wife to Peter Frederitzi by deed dated December 3, 1908 and recorded in book 67 at page 172 and running thence South 39 degrees 15 minutes East 99.5 feet to the most Western corner of the tract of 0.23 of an acre conveyed by Hubert Becker and with to Charles J. Siedler as above recited; thence South 28 degrees 01 minute West 173.1 feet to a stone marking the most Western corner of the tract of 0.96 of an acre conveyed by James A. Gray and wife to Charles J. Siedler as above recited; thence South 39 degrees 40 minutes East 33.8 feet; thence North 51 degrees 01 minute East 389 feet to the most Eastern corner of Lot 2 of Hubert Becker's Addition; thence North 39 degrees 40 minutes West 100 feet to the most Northern corner of Lot 1 of said Addition and the most Eastern corner of the 0.23 of an acre above recited; thence North 43 degrees 30 minutes West 119.46 feet; thence South 46 degrees 25 minutes West 220.44 feet to the place of beginning.

All of Lot 3 of HUBERT BECKER'S ADDITION TO THE TOWN OF MAXVILLE, a subdivision as shown by plat on file in the Recorder's Office of Jefferson County, Missouri, in plat book 3, page 30.

ALSO, a parcel of land in Lot 17 of U.S. Survey 2991, Township 43, Ranges 5 and 6 East, described as follows, to wit: Beginning at the southeast corner of Lot 3 described above, thence South 51 degrees 01 minute West 157 feet to a stake for a corner; thence North 39 degrees 40 minutes West 50 feet; thence north 51 degrees 01 minute East, 157 feet to the Southwest corner of said Lot 3; then South 39 degrees 40 minutes East 50 feet to the place of beginning.

Located within the city limits of Arnold, Missouri
Being Parcel No. 01-9.0-30.0-1-003-005.

Lot 4 of Hubert Becker's Addition to the Town of Maxville, as shown by plat on file in the Recorder's Office of Jefferson County, Missouri, in plat book 3, page 30.

All that part of Lot 5 of Hubert Becker's Addition to the Town of Maxville, being a part of Lot 17 of Subdivision of U.S. Survey No. 2991, Township 43, Ranges 5 and 6 East, as shown by plat recorded in the Recorder's Office of Jefferson County, Missouri described as follows: Beginning at a point on the most Northerly line of said Lot 5, 10 feet, North 39 degrees 40 minutes West from the most Easterly corner of said Lot 5; thence continuing along said lot line, North 39 degrees 40 minutes West 40 feet to the most Northerly corner thereof; thence South 51 degrees 1 minutes West 232 feet to the most Westerly corner of said Lot 5; thence South 39 degrees 40 minutes East along the most Southerly line of said Lot 5, 40 feet; thence North 51 degrees 1 minute East 232 feet to the place of beginning.

A part of Lot 5 and 6 of HUBERT BECKER'S ADDITION to the Town of Maxville, as shown by plat recorded in Plat Book 3 at Page 30 of the Jefferson County Records more particularly described as follows:

Beginning at the most Eastern corner of Lot 6 of said Hubert Becker's Addition; thence South 51 degrees 01 minutes 00 seconds West, along the Southeasterly line of said Lot 6, a distance of 64.01 feet; thence North 40 degrees 05 minutes 05 seconds West a distance of 60.01 feet to a point on the Northwesterly line of the Southerly 10 feet of Lot 5; thence North 51 degrees 01 minutes 00 seconds East, along said Northwesterly line of the Southerly 10 feet of Lot 5, a distance of 64.45 feet to a point on the existing Southwesterly right of way line of Church Avenue and the Northeasterly line of said Lot 5; thence South 39 degrees 40 minutes 00 seconds East, along said right of way line, being also the Northeasterly line of said Lot 5 and the Northeasterly line of Lot 6, a distance of 60.00 feet to the Point of Beginning, containing 0.09 acres, more or less.

All that part of Lot 17 of U.S. Survey 2991 in Township 43, Ranges 5 and 6 East, described as follows: Beginning at the Easterly corner of Lot 6 of Hubert Becker's Addition to the Town of Maxville and running thence South 51 degrees 1 minute West 389 feet to a stone from which a post oak 14 inches in diameter bears North 60 degrees West 16 1/2 feet distant and a post oak 4 inches in diameter bears South 49 degrees 30 minutes East 9.7 feet distant; thence South 39 degrees 40 minutes East 112 feet to a lime stone 2 x 3 x 16 inches from which a post oak 8 inches in diameter bears North 8 degrees 15 minutes East 5.4 feet distant a post oak 5 inches in diameter bears South 56 degrees East 10.9 feet distant; thence North 51 degrees 1 minute East 389 feet to the Southwest side of Church Avenue or County Road North 39 degrees 40 minutes West 112 feet to the place of beginning, and being the same tract of land acquired by deed dated the 25th of April, 1914, from Hubert Becker and Anne E. Becker, his wife to Henry Marx, Sr. and recorded at Hillsboro, Jefferson County, Missouri, in record book 75, page 453.

All that part of Lot 17 of U.S. Survey 2991, Township 43 North, Range 6 East, Jefferson County, Missouri, described as follows: Beginning on the South side of Church Avenue and on the Northeast corner of land owned by Henry Marx, Sr., land and along said Marx land in a Southwesterly direction 232 feet; thence in a Southeasterly direction 100 feet; then East to Church Avenue 232 feet; thence along side Church Avenue (being a county road) 100 feet to the place of beginning.

All that part of Lot 17 of U.S. Survey No. 2991, described as follows: Beginning at a point on the West side of Church Avenue at the most Eastern corner of a tract of land conveyed by Hubert Becker and wife to August Meyer by Warranty Deed dated July 2, 1912, and recorded in book 72, page 377 of the Jefferson County Land Records, from which point the most Eastern corner of Lot 6 of Hubert Becker's Addition bears North 39 degrees 40 minutes West 212 feet distant; thence South 51 degrees 01 minute West along the Southeastern line of said Meyer tract 232 feet to the most Southern corner of said tract; thence South 39 degrees 40 minutes East parallel to Church Avenue 100 feet to a point; thence North 51 degrees 01 minute East 232 to a point in the Western line of Church Avenue; thence North 39 degrees 40 minutes West along said line 100 feet to the place of beginning, being the same real estate conveyed by Hubert Becker and Anna E. Becker, his wife to Barney K. Puers by Warranty Deed dated July 2, 1912 and recorded in book 72, page 378.

LESS and EXCEPTING therefrom that portion conveyed to State of Missouri, according to instrument recorded in book 323, page 106.

All that part of Lot 17 of U.S. Survey No 2991, described as follows:

Beginning at a point on the West line of the county road at the North corner of a tract conveyed by Anna Becker, et al, to Katie Arnold and husband, by deed recorded in book 100, page 177; thence South 41 degrees 40 minutes East along the West side of said road 107.6 feet; thence South 50 degrees West 404.7 feet; thence North 41 degrees 40 minutes West 107.6; thence North 50 degrees 404.7 feet to the place of beginning.

Less and excepting therefrom that part of said real estate conveyed to Gustave Vogel and wife, by deed dated February 6, 1960, recorded in book 294, page 616 of the Jefferson County Land Records.

Also, less and excepting therefrom that part of said real estate conveyed by John S. Becker and wife to State of Missouri, by instrument dated September 2, 1961 and recorded in book 318, page 621 of the Jefferson County Land Records.

Lot 26 of STARDUST ACRES, a subdivision as shown by plat on file in the Recorder's Office of Jefferson County, Missouri, in plat book 21, page 26.

LESS and EXCEPTING therefrom that portion conveyed to the State of Missouri, according to instrument recorded in book 367, page 72.

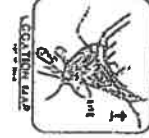
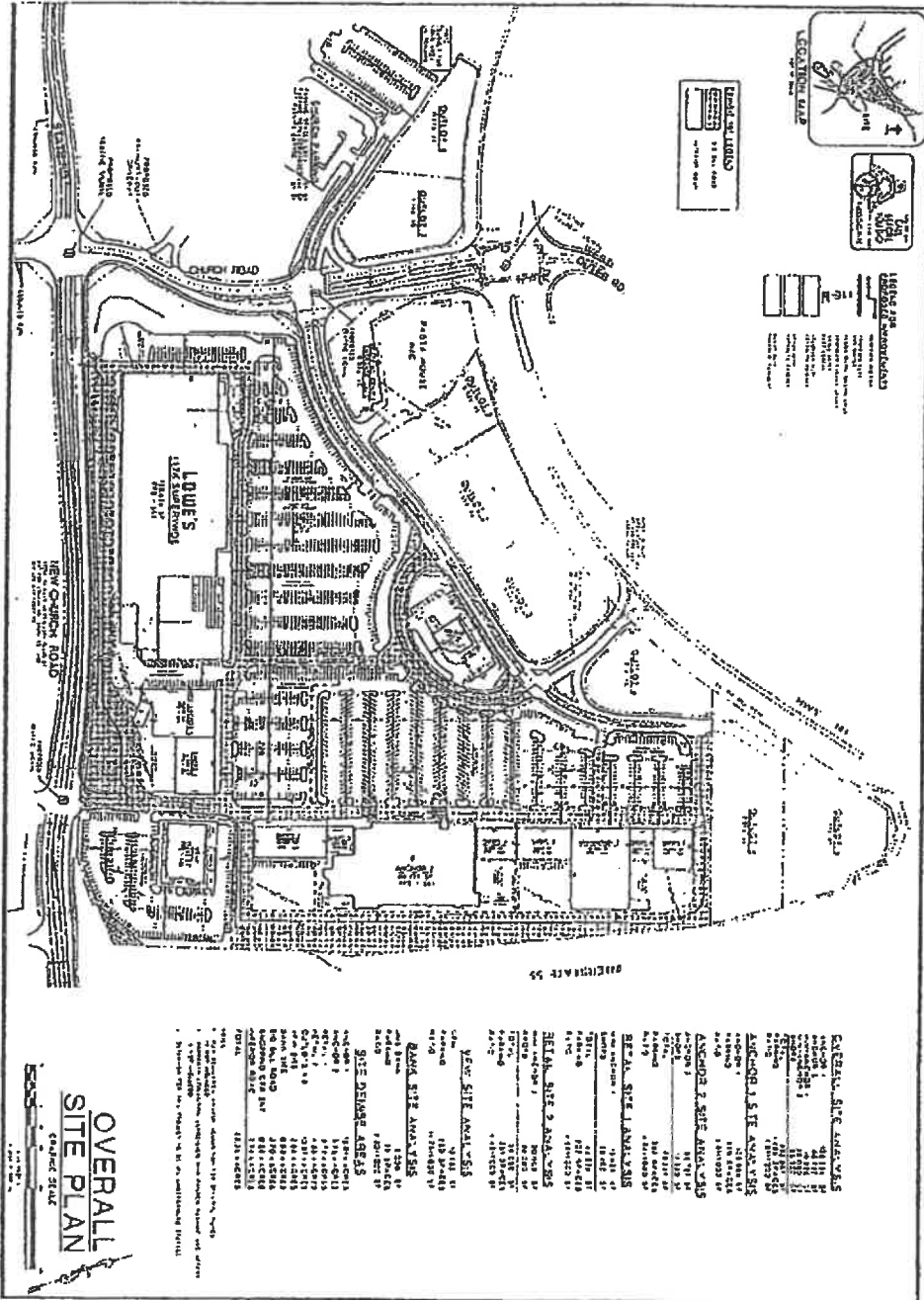
EXHIBIT J

TRANSPORTATION PROJECT DESCRIPTION

The Transportation Project consists of the construction of various road improvements in and around the District, including but not limited to, the construction of a relocated Church Road, the construction of a new intersection of Church Road, Missouri State Road and Old Lemay Ferry Road, the construction of a new intersection of Church Road and Big Bill Road, acceleration and de-acceleration lanes along the south side of Highway 141, the construction of a relocated Big Bill Road and the construction of internal roads, all as depicted on Exhibits J1 and J2 attached hereto.

The Transportation Project shall also include the following costs, to the extent related to the above improvements: (1) costs for demolition, earth work, utility construction and relocation; (2) right-of-way and other land acquisition costs required for the above improvements; (3) costs associated with the operation and maintenance of the Transportation Project; (4) costs for replacement of existing roadway surfaces, curbs and gutters or replacement or installation of sidewalks, traffic/pedestrian signalization, signage, street lighting and landscaping; (5) costs for professional fees, financing costs and insurance; and (6) the administrative, legal and accounting costs associated with the creation and continuation of the District.

EXHIBIT J-1



LEGEND

Site Analysis Areas

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OVERALL SITE ANALYSIS

ANALYSIS AREA: 1.00

ANALYSIS AREA: 2.00

ANALYSIS AREA: 3.00

ANALYSIS AREA: 4.00

ANALYSIS AREA: 5.00

ANALYSIS AREA: 6.00

ANALYSIS AREA: 7.00

ANALYSIS AREA: 8.00

ANALYSIS AREA: 9.00

ANALYSIS AREA: 10.00

ANALYSIS AREA: 11.00

ANALYSIS AREA: 12.00

ANALYSIS AREA: 13.00

ANALYSIS AREA: 14.00

ANALYSIS AREA: 15.00

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ANALYSIS AREA: 36.00

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ANALYSIS AREA: 46.00

ANALYSIS AREA: 47.00

ANALYSIS AREA: 48.00

ANALYSIS AREA: 49.00

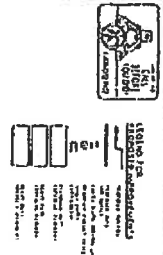
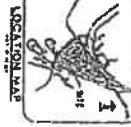
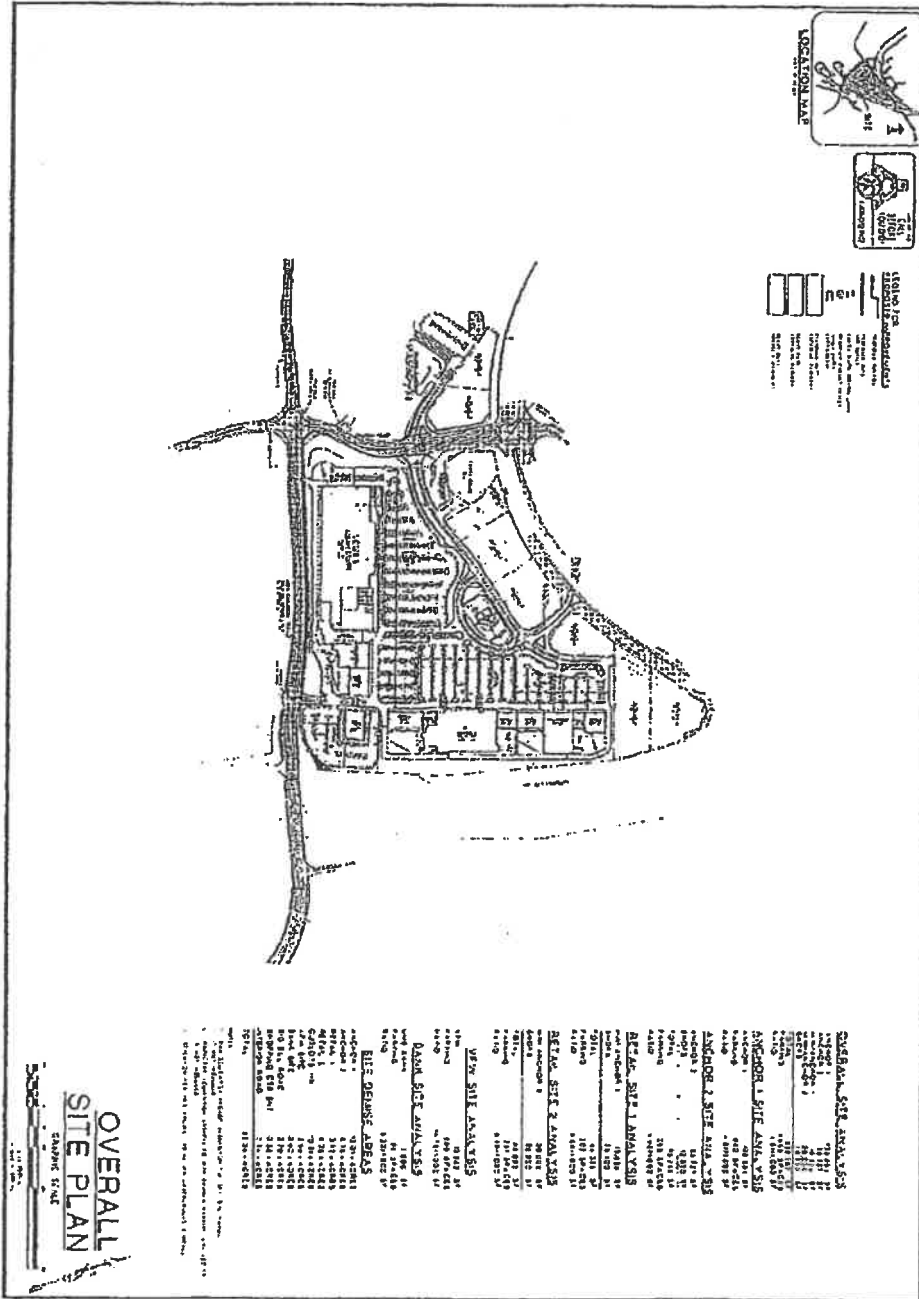
ANALYSIS AREA: 50.00

OVERALL SITE PLAN

GRAPHIC SCALE

<p>Project For PROPOSED COMMERCIAL DEVELOPMENT PHASE 1A BY THE AUTHOR DEVELOPMENT, LLC ST LOUIS, MO</p>	<p>W Wolfe & Associates Professional Engineers & Surveyors 1000 N. 1st St., Suite 100 St. Louis, MO 63102 Phone: (314) 433-1000 Fax: (314) 433-1001 www.wolfeandassociates.com</p>
<p>DATE: 12/15/11</p> <p>BY: [Signature]</p> <p>CHECKED: [Signature]</p> <p>SCALE: AS SHOWN</p>	<p>PROJECT NO. 11-001</p> <p>DATE: 12/15/11</p> <p>BY: [Signature]</p> <p>CHECKED: [Signature]</p>

EXHIBIT J-2



DESCRIPTION	AREA (SQ. FT.)	AREA (ACRES)
OVERALL SITE ANALYSIS		
Total Area	1,100,000	25.2
Building Footprints	1,000,000	22.9
Parking	100,000	2.3
Driveways	50,000	1.1
Landscaping	50,000	1.1
PHASE 1 SITE ANALYSIS		
Total Area	500,000	11.5
Building Footprints	450,000	10.2
Parking	50,000	1.1
Driveways	50,000	1.1
Landscaping	50,000	1.1
PHASE 2 SITE ANALYSIS		
Total Area	600,000	13.7
Building Footprints	550,000	12.5
Parking	50,000	1.1
Driveways	50,000	1.1
Landscaping	50,000	1.1

OVERALL SITE PLAN
SANDY SPRING

Prepared by:
PROPOSED COMMERCIAL DEVELOPMENT
ANNEX, MO
BY: THE ARNOLD DEVELOPMENT, L.L.C.
(ST. LOUIS, MO)

W
Wolfe & Associates
10000 N. 10th St.
Suite 100
Overland Park, MO 66214
Tel: 913-666-1100
Fax: 913-666-1101

EXHIBIT K

**MAP AND LEGAL DESCRIPTION OF THE BOUNDARIES OF THE DISTRICT
FOLLOWING THE REMOVAL OF THE EXCLUDED PROPERTY (THE "AMENDED
BOUNDARY")**

TO BE PROVIDED