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Application for "Other Business" Cobb County, Georgia

(Cobb County Zoning Division - 770-528-2035)

BOC Hearing Date Requested: March 15, 2011

Applicant: Seven Oaks Company, LLC Phone #: (770) 874-9100
(applicant's name printed)

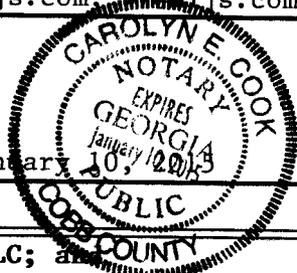
Address: Suite 400, 3350 Riverwood Parkway, Atlanta, GA 30339 E-Mail: _____

Moore Ingram Johnson & Steele, LLP
John H. Moore Address: Emerson Overlook, 326 Roswell Street
(representative's name/printed) Marietta, GA 30060

BY: [Signature] Phone #: (770) 429-1499 E-Mail: jmoore@mijs.com; 770@mijs.com
(representative's signature) Georgia Bar No. 519800

Signed, sealed and delivered in presence of:

Carolyn E. Cook My commission expires: January 10, 2013
Notary Public



Titleholder(s): TI Riverwood / Outparcels, LLC; Riverwood 200 VAF LLC; and Riverwood Mixed-Use LLC Phone #: _____
(property owner's name printed)

Address: _____ E-Mail: _____

See Exhibit "A" attached collectively hereto for Titleholders' signatures
(Property owner's signature)

Signed, sealed and delivered in presence of:

Notary Public My commission expires: _____

Commission District: 2 (Ott) Zoning Case: Z-61 (2005)

Date of Zoning Decision: 09/20/2005 Original Date of Hearing: 04/19/2005
09/18/2007-OB

Location: Intersection of Cobb Parkway and Cumberland Boulevard
(street address, if applicable; nearest intersection, etc.)

Land Lot(s): 977, 978, 1015, 1016 District(s): 17th

State specifically the need or reason(s) for Other Business: _____
See Exhibit "B" attached hereto and incorporated herein by reference.

(List or attach additional information if needed)

EXHIBIT "A" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"

Application No.: Z-61(2005)
Original Hearing Date: April 19, 2005
Date of Zoning Decision: September 20, 2005
Date of OB Decision: September 18, 2007
Current Hearing Date: March 15, 2011

Applicant: Seven Oaks Company, LLC
Property Owners: TI Riverwood / Outparcels, LLC ;
Riverwood 200 VAF LLC; and
Riverwood Mixed-Use LLC

RIVERWOOD 200 VAF, LLC

BY: Pamela C. Beam
TITLE: Vice President

Address: 3001 Summer Street
Stamford, CT 06904

Telephone No.: (203) 921-2054

Signed, sealed, and delivered in the presence of:

[Signature]
Notary Public
Commission Expires: May 31, 2012

[Notary Seal]

MARIA A.S. O'SHEA
NOTARY PUBLIC-STATE OF CT
NO. 148570
QUALIFIED IN FAIRFIELD CTY
EXPIRES MAY 31, 2012

EXHIBIT "A" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"

Application No.: Z-61(2005)
Original Hearing Date: April 19, 2005
Date of Zoning Decision: September 20, 2005
Date of OB Decision: September 18, 2007
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Applicant: Seven Oaks Company, LLC
Property Owners: TI Riverwood / Outparcels, LLC ;
Riverwood 200 VAF LLC; and
Riverwood Mixed-Use LLC

RIVERWOOD MIXED-USE, LLC

BY: *Pamela C. Beam*
TITLE: *Vice President*

Address: *3001 Summer Street*
Stamford, CT 06904

Telephone No.: *(803) 921-2054*

Signed, sealed, and delivered in the presence of:

[Signature]

Notary Public

Commission Expires: *May 31, 2012*

[Notary Seal]

MARIA A.S. O'BREA
NOTARY PUBLIC-STATE OF CT
NO. 148570
QUALIFIED IN FAIRFIELD CTY
EXPIRES MAY 31, 2012

EXHIBIT "A" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"

Application No.: Z-61(2005)
Original Hearing Date: April 19, 2005
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Applicant: Seven Oaks Company, LLC
Property Owners: TI Riverwood / Outparcels, LLC ;
Riverwood 200 VAF LLC; and
Riverwood Mixed-Use LLC

TI RIVERWOOD / OUTPARCELS, LLC

BY: _____
TITLE: _____

Address: TI Riverwood / Outparcels, LLC
2181 Newmarket Parkway
Marietta, Georgia 30067

Telephone No.: (678) 303-4100

Signed, sealed, and delivered in the presence of:

Notary Public
Commission Expires: _____

[Notary Seal]

EXHIBIT "B" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"
(SITE PLAN AND STIPULATION AMENDMENTS)

Application No.:	Z-61(2005)
Original Hearing Date:	April 19, 2005
Date of Zoning Decision:	September 20, 2005
Date of OB Decision:	September 18, 2007
Current Hearing Date:	March 15, 2011

Applicant: Seven Oaks Company, LLC
Property Owners: TI Riverwood / Outparcels, LLC;
Riverwood 200 VAF LLC; and
Riverwood Mixed-Use LLC

On September 20, 2005, the Cobb County Board of Commissioners approved the rezoning of an approximately 7.84 acre tract located at the intersection of Cobb Parkway and Cumberland Boulevard (hereinafter "Subject Property" or "Property") to the Urban Condominium ("UC") and Community Retail Commercial ("CRC") zoning categories. The purpose of rezoning the Property was for the development of a mixed-use community which, together with the property located adjacent and northwesterly of the Subject Property, would comprise the Riverwood mixed-use project. The approval of the rezoning request was site plan specific (a copy of which is attached hereto as Exhibit "1"); and was subject to the conditions set forth in the official minutes, as well as the letter of agreeable stipulations and conditions dated September 16, 2005, and filed September 20, 2005. Subsequently, on September 18, 2007, the Cobb County Board of Commissioners approved amendments to the Master Site Plan and certain stipulations related to the applicable portion of the Riverwood Project. A true and correct copy of the Master Site Plan Amendment dated August 15, 2007, and prepared for Applicant by Kimley-Horn and Associates, Inc. is attached hereto as Exhibit "2" and incorporated herein by reference.

Seven Oaks Company, LLC, as the developer and Applicant (hereinafter "Applicant"), presents this request for site plan and stipulation amendment which, if approved as submitted herein, shall be an amendment to the Master Site Plan Amendment as to Z-61 (2005) approved by the Board of Commissioners on September 18, 2007, as well as any applicable stipulations specific to the amendment of the Master Site Plan, and shall become part of the approved rezoning as to the Subject Property. The following are the amendments requested:

- (1) Applicant submits herewith the Master Site Plan Amendment dated February 7, 2011, prepared for Applicant by Kimley-Horn and Associates, Inc. which depicts the revisions for development of the Subject Property, as well as the revised development of property approved in Application for Rezoning No. Z-62 (2005), as amended September 18, 2007.

- (2) The retail component of 58,719 square feet in Buildings "A" and "B," Level I, shall be reduced to 24,000 square feet.
- (3) The proposed use for Building "G" shall be revised from office (hotel) to commercial use having 172,059 square feet.
- (4) This amendment results in no additional gross square footage being added to the project.
- (5) The balance and remainder of the stipulations and conditions specifically enumerated in the official minutes, and attachments thereto, of the Board of Commissioners Zoning Hearing held on September 20, 2005; as well as those amendments set forth in the official minutes, and attachments thereto, of the Board of Commissioners Zoning Hearing held on September 18, 2007, are unaltered by this request for Site Plan and Stipulation Amendment and shall remain in full force and effect.

The amendments requested and presented above in no way adversely impact or affect the remainder of the overall development. If the requested amendments are approved, as submitted, they shall become an additional part of the final rezoning and shall be binding upon the Riverwood Project.

AI

RIVERWOOD
SITE PLAN

RIVERWOOD
A Mixed-Use Development for
Cobb County
Georgia
11 RIVERWOOD LLC
2880 MARKET PARKWAY
ATLANTA, GA 30328

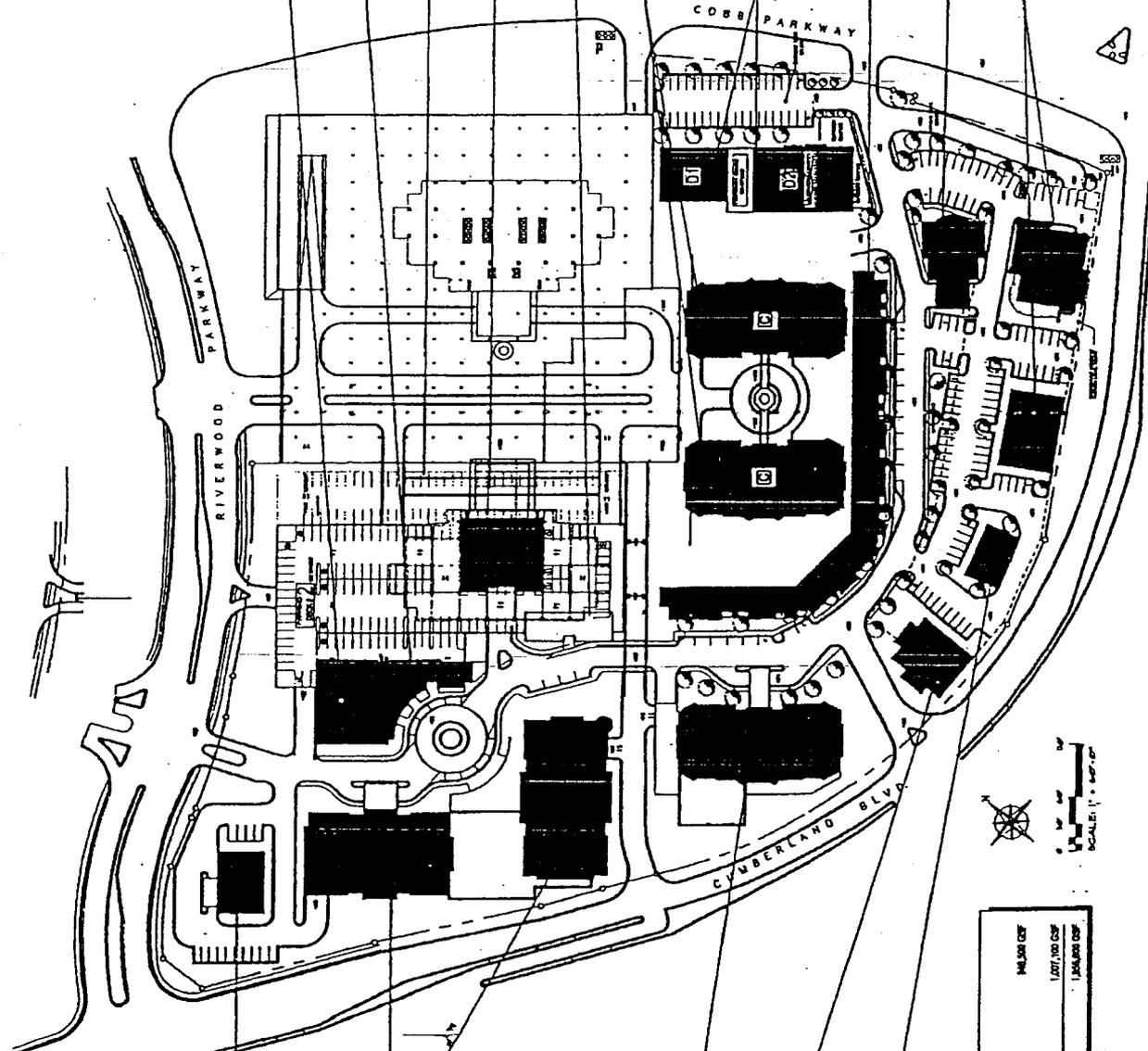
Mies Bolton Associates, Inc.
380 Peachtree Road, NE
Atlanta, Georgia
404-525-7800
www.miesbolton.com

NO. NUMBER SPACES AM
BLANK 300 CSF
CHECKED BY: JDO/JPC

Min. Bk. 37 Petition No. Z-61
Doc. Type Site Plan

Meeting Date 9/20/05

- RESTAURANT OVER PARKING DECK
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- 3 STORY RETAIL
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- 2 STORY OFFICE TOWER
OVER 4 LEVELS OF PARKING
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- 2 STORY RETAIL
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- 2 STORY RESIDENTIAL TOWER
OVER 4 LEVELS OF PARKING
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- RESTAURANT
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- RESTAURANT OVER PARKING DECK
APPROX. 1,000 CSF
18 SPACES IN PARKING DECK
- 18 SURFACE PARKING SPACES
4.8 SPACES PER 1,000 CSF



SEPTEMBER 14, 2005	14,500 CSF
PROPOSED DEVELOPMENT	1,000 CSF
WALTON COUNCIL	1,000 CSF
PROPOSED DEVELOPMENT	1,000 CSF
TOTAL	17,500 CSF

Exhibit "1"

**SITE PLAN FOR PROPOSED AMENDMENT
BY BOARD OF COMMISSIONERS
PURSUANT TO "OTHER BUSINESS"
APPLICATION – MARCH 15, 2011**

