

**OCTOBER 21, 2014 ZONING HEARING
“OTHER BUSINESS”
COMMISSION DISTRICT 2**

ITEM OB-62

PURPOSE

To consider amending the site plan and the stipulations for TPA Group L.L.C. regarding zoning application Z-22 of 1998 (Hines Interests Limited Partnership), for property located near the northwesterly intersection of Cumberland Boulevard and Akers Mill Road in Land Lots 981, 1011 and 1012 of the 17th District.

BACKGROUND

The subject property was rezoned in 1998 to Regional Retail Commercial (RRC) as part of a mixed use development known as Overton Park. The master site plan has been amended a few times since 1998 as market conditions have changed. The property was originally approved to have an eighteen-story 350-room hotel, a restaurant and an eighteen-story office building. The applicant seeks to amend the site plan in order to place their office and hotel development on the property. The proposed office building would be sixteen-stories in height. The proposed hotel would be eighteen-stories in height with 350 rooms. Both buildings would have exteriors featuring glass, brick, stone, steel, concrete and stucco. Additionally, both building would share an eleven level parking deck that would have 1,550 parking spaces. The applicant has submitted a twenty-one paragraph stipulation letter, which is attached for review. If approved, all previous zoning stipulations not in conflict would remain in effect.

RECOMMENDATION

The Board of Commissioners conduct a Public Hearing and consider the proposed site plan and stipulation amendment.

STAFF COMMENTS

Cobb DOT: Recommend a FAA Study.

Water and Sewer: Records indicate that a 48-inch Cobb County Marietta Water Authority water main may be on the northern portion of the property.

ATTACHMENTS

Other Business application and stipulations.

(Site Plan and Stipulation Amendment)
Application for "Other Business"
Cobb County, Georgia

SEP 16 2014

OB-62

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

BOC Hearing Date Requested: October 21, 2014

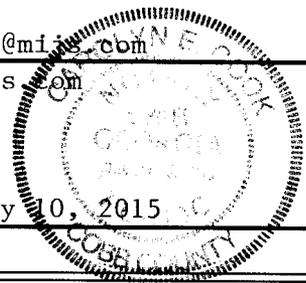
Applicant: TPA Group L.L.C. **Phone #:** (770) 436-3400
(applicant's name printed)

Address: Suite 750, 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
(representative's signature) Georgia Bar No. 519800 w7@mijs.com

Signed, sealed and delivered in presence of:
[Signature] **My commission expires:** January 10, 2015
Notary Public



Titleholder(s): Sentinel Properties, LLLP and ATK Applications, LLLP **Phone #:** _____
(property owner's name printed)

Address: _____ **E-Mail:** _____

See Exhibit "A" attached collectively hereto for signatures of Titleholders' representatives and contact information
(Property owner's signature)

Signed, sealed and delivered in presence of:

Notary Public **My commission expires:** _____

Commission District: 2 (Ott) **Zoning Case:** Z-22 (1998)

Date of Zoning Decision: 02/17/1998 **Original Date of Hearing:** 02/17/1998
OB - 09/15/1998 OB - 09/15/1998

Location: Westerly side of Cumberland Boulevard; northerly side of Akers Mill Road
(street address, if applicable; nearest intersection, etc.)

Land Lot(s): 981, 1011, 1012 **District(s):** 17th

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

EXHIBIT "A" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"
(Site Plan and Stipulation Amendment)

Application No.: Z-22 (1998)
Original Hearing Date: February 17, 1998
Date of Original Zoning Decision: February 17, 1998
Date of "Other Business" Zoning Decision: September 15, 1998
Current Hearing Date: October 21, 2014

SEP 16 2014

Applicant: TPA Group L.L.C.,
a Georgia limited liability company

Titleholders: Sentinel Properties, LLLP,
a Georgia limited liability partnership;
ATK Applications, LLLP,
a Georgia limited liability partnership;

SENTINEL PROPERTIES, LLLP,
a Georgia limited liability partnership

BY: VHK Enterprises, LLC,
a Georgia limited liability company
Its General Partner

BY: Kelly A. Johnson
Kelly A. Johnson,
Its Authorized Representative

Date Executed: 9/12/14

Address: 601 Delaware Ave.
Wilmington, DE 19801

Telephone No.: (302) 778-5416

Signed, sealed, and delivered in the presence of:

Regan Maeve Greco
Notary Public
Commission Expires: 10/15/15

[Notary Seal]



EXHIBIT "A" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"
(Site Plan and Stipulation Amendment)

Application No.: Z-22 (1998)
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Date of Original Zoning Decision: February 17, 1998
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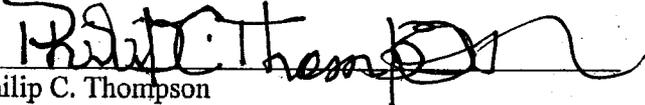
SEP 16 2014

Applicant: TPA Group L.L.C.,
a Georgia limited liability company

Titleholders: Sentinel Properties, LLLP,
a Georgia limited liability partnership;
ATK Applications, LLLP,
a Georgia limited liability partnership;

ATK APPLICATIONS, LLLP,
a Georgia limited liability partnership

BY: Kenson Advisory Services, Inc.,
a Georgia corporation,
Its General Partner

BY: 
Philip C. Thompson
President

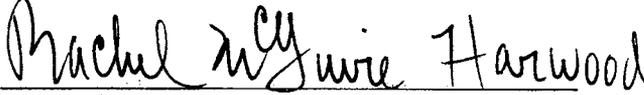
[Corporate Seal]

Date Executed: September 15, 2014

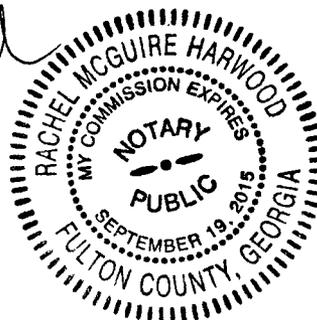
Address: Suite 700
1180 West Peachtree Street, N.W.
Atlanta, Georgia 30309-3407

Telephone No.: (404) 322-6520

Signed, sealed, and delivered in the presence of:


Notary Public
Commission Expires: 19 September 2015

[Notary Seal]



SEP 16 2014

CORPORATE RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS

WHEREAS, SENTINEL PARTNERS, LLLP (“Sentinel”), is a Georgia limited liability partnership which was formed for the express purpose of holding undivided ownership interests (“**Interests**”) in certain tracts of real property located in Land Lots 981, 982, 1011 and 1012 of the 17th District, 2nd Section of Cobb County, Georgia (the “**Property**”), to include specifically several tracts comprising 7.8 acres located on the east side of I-75 and north of the intersection of Akers Mill Road and Cumberland Parkway (the “**Development Tracts**”), as demarcated on the attached rendering of the Property (the “**Development Plat**”) prepared by Frontline Surveying dated March 21, 2014;

WHEREAS, for purposes of the sale of the Property and development of the Development Tracts, the Property which is currently zoned RRC must be resubmitted to the Cobb County Board of Commissioners (“**Cobb County Board**”) so as to allow certain variances in the development plans being submitted by TPA Group, L.L.C., a Georgia limited liability (TPA), as Purchaser pursuant to a certain Purchase and Sale Agreement dated as of May 19, 2014, as amended, (the “**PSA**”), by and between TPA as Purchaser and Sentinel Partners, LLLP and ATK Applications, LLLP, collectively as Seller;

WHEREAS, TPA has submitted to the Cobb County Community Development Agency (“**CCCD**”) certain development plans for the Property, together with the Development Plat; which delineate the contemplated usages for the Property;

WHEREAS, for the purposes of a Public Hearing before the Cobb County Board to approve the development plans and the Development Plat, the current owners of the Property [Sentinel Partners, LLLP and ATK Applications, LLLP] must authorize both (A) the sale of their respective Interests in and to the Property and (B) the submission of the development plans and the Development Plat undertaken by TPA so as to fulfill certain conditions precedent to Purchaser’s obligations under the PSA; and

WHEREAS, The Goldman Sachs Trust Company of Delaware (“GS Trust Company”), in its capacity as **Manager of VHK Enterprises, LLC, the General Partner of Sentinel Partners, LLLP**, has authority with respect to assets held in Sentinel Partners, LLLP to include the Interests in the Property;

RESOLVED that for purposes of the proposed sale of the Property to TPA pursuant to the PSA and the submission of development plans and the Development Plat to the Cobb County Board to accommodate the proposed development of the Development Tracts, any of the following individuals are authorized to undertake the following:

- a. Kelly A. Johnson, CTFA, Vice-President and Senior Trust Officer,
- b. Andrew Reinhart, Vice President and Trust Officer,
- c. _____,

each an authorized representative of GS Trust Company, acting individually (the “**Authorized Officers**”) are hereby empowered on behalf of GS Trust Company to enter into the PSA or any

other documents as maybe required in connection with the above described matters and transactions to include authorizing its lawyers, representatives and agents to submit the development plans and the Development Plat to the Cobb County Board and to take any other actions necessary to complete the entitlement process for the Development Tracts.

RESOLVED FURTHER, that the Authorized Officers are each authorized to act upon this Resolution until written notice of its revocation is received by Philip C. Thompson, Esquire as special counsel to GS Trust Company, and that the authority hereby granted shall apply with equal force and effect to the successors in office of the Authorized Officers.

CORPORATE SECRETARY'S CERTIFICATE

I, _____, Secretary of _____, a corporation incorporated under the laws of the [State of _____] (the "Company"), certify that the foregoing is a full, true and correct copy of the resolution of the Board of the Company, duly and regularly adopted by the Board of the Company in all respects as required by law.

I further certify that said resolution is still in full force and effect and has not been amended or revoked, and that the specimen signatures appearing below are the signatures of the officers authorized to sign for the Company by virtue of this resolution.

IN WITNESS WHEREOF, I have hereunto set my hand as such Secretary on September ____, 2014.

AUTHORIZED SIGNATURES

Kelly Johnson
(Signature)
Kelly Johnson
(Printed or Typewritten Name)
Vice President
(Title)

[Signature]
(Signature)
ANDREW J. REINHART IV
(Printed or Typewritten Name)
VICE PRESIDENT
(Title)

(Signature)

(Printed or Typewritten Name)

(Title)

[Signature]
(Signature)
SIDDHARTHA M. VELANDY
(Printed or Typewritten Name)
[Secretary] [Authorized Officer] of The
Goldman Sachs Trust Company of Delaware

EXHIBIT "B" - ATTACHMENT TO APPLICATION FOR "OTHER BUSINESS"
(Site Plan and Stipulation Amendment)

Application No.: Z-22 (1998)
Original Hearing Date: February 17, 1998
Date of Original Zoning Decision: February 17, 1998
Date of "Other Business" Zoning Decision: September 15, 1998
Current Hearing Date: October 21, 2014

SEP 16 2014

BEFORE THE COBB COUNTY BOARD OF COMMISSIONERS

Applicant: TPA Group L.L.C.,
a Georgia limited liability company

Titleholders: Sentinel Properties, LLLP,
a Georgia limited liability partnership;
ATK Applications, LLLP,
a Georgia limited liability partnership;

On February 17, 1998, the Cobb County Board of Commissioners approved the rezoning of an approximate 33.53 acre tract located on the east side of Interstate 75, the north and south sides of Akers Mill Road, west of Cumberland Boulevard (formerly Kennedy Parkway) to the Regional Retail Commercial ("RRC") zoning category. Development of the project was to occur in phases within designated areas as set forth on the Master Plan of Development approved at the time of rezoning, a true and correct copy of which is attached as Exhibit "1" and made a part of this Application for "Other Business." On September 15, 1998, the Cobb County Board of Commissioners approved an amendment to the overall Master Plan of Development; as well as amendments to certain stipulations relating to the Areas of development delineated on the revised Master Plan of Development. A true and correct copy of the amended Master Plan of Development is attached hereto as Exhibit "2" and made a part of this Application for "Other Business."

The property involved in this Application for "Other Business" is a 7.80 acre tract, designated on the amended Master Plan of Development as Area 4, located on the westerly side of Cumberland Boulevard and the northerly side of Akers Mill Road, easterly side of Interstate 75 and Interstate 285, Land Lots 981, 1011, and 1012, 17th District, 2nd Section, Cobb County, Georgia (hereinafter "Property" or "Subject Property" or alternatively, "Area 4"). The Applicant, TPA Group L.L.C. (hereinafter "Applicant"), is seeking to amend Area 4 of the previously approved and amended Master Plan of Development; as well as to amend certain stipulations approved and subsequently amended relating specifically to Area 4. The proposed amendments are enumerated as follows:

- (1) Applicant seeks approval of the Site Plan dated September 15, 2014, prepared for Applicant by Moreland Altobelli, specific as to the development of Area 4 only. A reduced copy of the proposed Site Plan as to the Subject Property is attached hereto as Exhibit "3" for ease of review and incorporated herein by reference.

- (2) Applicant seeks to amend the stipulations applicable to Area 4 which are more particularly set forth in the letter of agreeable stipulations and conditions dated February 13, 1998, page 5, section titled “Phase IV – 12.56 acres, more or less” (approved by the Board of Commissioners as part of the initial rezoning on February 17, 1998); as well as the stipulations applicable to Area 4 within the letter of agreeable stipulations and conditions dated August 5, 1998, page 7, section titled “Area IV – 12.56 acres” (approved by the Board of Commissioners as part of an “Other Business” amendment on September 15, 1998), by deleting said stipulations in their entirety and inserting in lieu thereof the following:

AREA 4 – 7.80 Acres
(Pursuant to Site Plan dated September 15, 2014)

- (1) The Property is designated as Area IV on the previously approved Master Plan of Development (Z-22 (1998)) and is located on the westerly side of Cumberland Boulevard and the northerly side of Akers Mill Road, easterly side of Interstate 75 and Interstate 285 and contains approximately 7.80 acres. Applicant seeks development of the Property for an office tower and hotel and related uses, including a parking deck and surface parking site plan specific to the Site Plan dated September 15, 2014, prepared by Moreland Altobelli and submitted with this Application for “Other Business.”
- (2) The office tower shall consist of a maximum of sixteen (16) stories containing a maximum of 400,000 square feet.
- (3) Parking for tenants of the proposed office tower shall be accomplished by providing connectivity to a parking deck, having a maximum of eleven (11) levels and containing approximately 1,550 available parking spaces.
- (4) The exterior finish of the proposed office tower shall consist of glass, brick, stone, steel, concrete, and stucco, or combinations thereof.
- (5) The proposed hotel shall be a maximum of eighteen (18) stories in height, having a maximum of 350,000 square feet, and shall contain a maximum of three hundred fifty (350) guest rooms, together with related office space and meeting rooms.
- (6) The proposed hotel shall have approximately thirty (30) surface level parking spaces for staff and guests.
- (7) Parking required for the office tower and hotel is based upon the Urban Land Institute’s methodology for shared parking. As an example, this methodology is shown and reflected on that certain table attached hereto as Exhibit “4” and incorporated herein by reference. If the size of the office tower or hotel, or both, is reduced, the maximum required parking may be reduced by using the Urban Land Institute’s shared parking methodology as referenced on the attached Exhibit. The reduction in parking will be detailed during the plan review process as final sizing of the office tower and hotel are

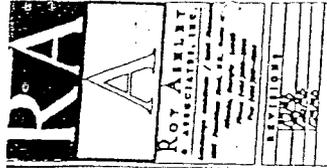
then determined and parking for the development shall be set pursuant to said methodology.

- (8) Detention for the overall development shall be as agreed between Cobb County Stormwater Management and the Applicant.
- (9) The entrances to the proposed development shall be as more particularly shown and reflected on the referenced Site Plan.
- (10) Entrance signage for the proposed development shall be ground-based, monument-style signage, with the finish, materials, and color being in conformity with the architecture and design of the various components. Such signage shall contain no flashing sign components.
- (11) The entrance areas, together with all islands and planted areas, shall be professionally designed, landscaped, and maintained. These areas shall be part of the overall landscape plan approved by staff as part of the plan review process.
- (12) Lighting within the proposed development shall be environmentally sensitive, decorative, and themed to the architecture and style of the respective buildings of the development.
- (13) Additionally, hooded security lighting shall be utilized on the exteriors of the buildings and throughout the walkways, surface parking areas, and parking deck areas.
- (14) Minor modifications to the within stipulations, the referenced Site Plan, lighting, landscaping, architecture, site features, and the like, may be approved by the District Commissioner, as needed or necessary, except for those that:
 - (a) Increase the density of the overall square footage of the development;
 - (b) Reduce the size of an approved buffer adjacent to a property that is zoned the same or in a more restrictive zoning district;
 - (c) Relocate a structure closer to the property line of an adjacent property that is zoned the same or in a more restrictive zoning district;
 - (d) Increase the height of a building that is adjacent to a property that is zoned the same or in a more restrictive zoning district; or
 - (e) Change an access location to a different roadway.
- (15) All setbacks and buffer areas may be penetrated for purposes of access, utilities, and stormwater management, including, but not limited to, detention/retention facilities, drainage facilities, and any and all slopes or other required engineering features of the foregoing.

- (16) Applicant agrees to comply with all Cobb County development standards and ordinances relating to project improvements, except as approved by the Board of Commissioners or by the Department of Transportation or Community Development Agency, as their authority may allow.
- (17) All streets within the proposed development shall be private with the construction therefor complying in all respects as to materials, base, and other requirements to the Cobb County Code.
- (18) All landscaping referenced herein shall be approved by the Cobb County Arborist as part of the plan review process and incorporated into the overall landscape plan for the proposed development.
- (19) Applicant agrees to comply with all Cobb County Stormwater Management requirements applicable to the Subject Property.
- (20) All utilities for the proposed overall development shall be located underground.
- (21) As to the overall development, there shall be “zero lot lines” between the office tower and hotel within the development so as to allow for the free flow of access, parking, and the like.

The amendments proposed and presented herein in no way adversely impact or affect the quality or integrity of the established Overton Park 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 Subject Property and the overall development.

Unless otherwise specifically set forth herein, the balance and remainder of the stipulations and conditions enumerated in the official minutes, and attachments thereto, of the Board of Commissioners Zoning Hearing held on February 17, 1998; as well as the official minutes, and attachments thereto, of the Board of Commissioners Zoning Hearing held on September 15, 1998, in Application No. Z-22 (1998), are unaltered or unchanged by this request for Site Plan and Stipulation Amendment.



MASTER PLAN
OF
DEVELOPMENT

ATLANTA GEORGIA

OVERTON

DATE	1/29/98
BY	JR
SCALE	AS SHOWN
OWNER	KENNEDY FAMILY TRUST
PROJECT	OVERTON
NO.	1

TOTAL SITE SUMMARY

TOTAL SQUARE FEET	170,000 SF
TOTAL ACRES	34.0 +/-
TOTAL DENSITY	50,000 SF/AC
ALL AREAS ARE BASED ON NET DEVELOPABLE AREA	
TOTAL PARKING PROVIDED	3,794 SPACES
EXISTING ZONING	O-1002
PROPOSED ZONING	RC

AREA 4

OFFICE/MOTEL/2ND ROOMY - 10 STORY	175,000 SF
OUTPARCEL	175,000 SF
TOTAL SQUARE FEET	175,000 SF
TOTAL ACRES	350,000 SF
DENSITY	12.5 +/-
PARKING PROVIDED	1,461 SPACES

400 UNIT RESIDENTIAL - 6 STORY

OUTPARCEL	400,000 SF
TOTAL SQUARE FEET	1,500 SF
TOTAL ACRES	407,500 SF
DENSITY	6.1 +/-
PARKING PROVIDED	66,000 SF/AC
	340 SPACES

550,000 SF

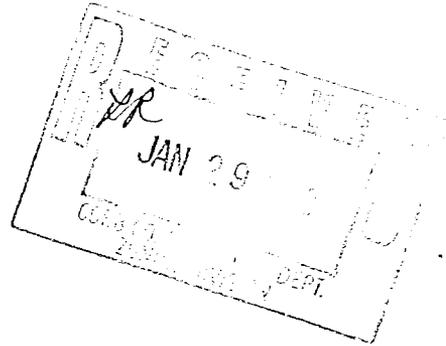
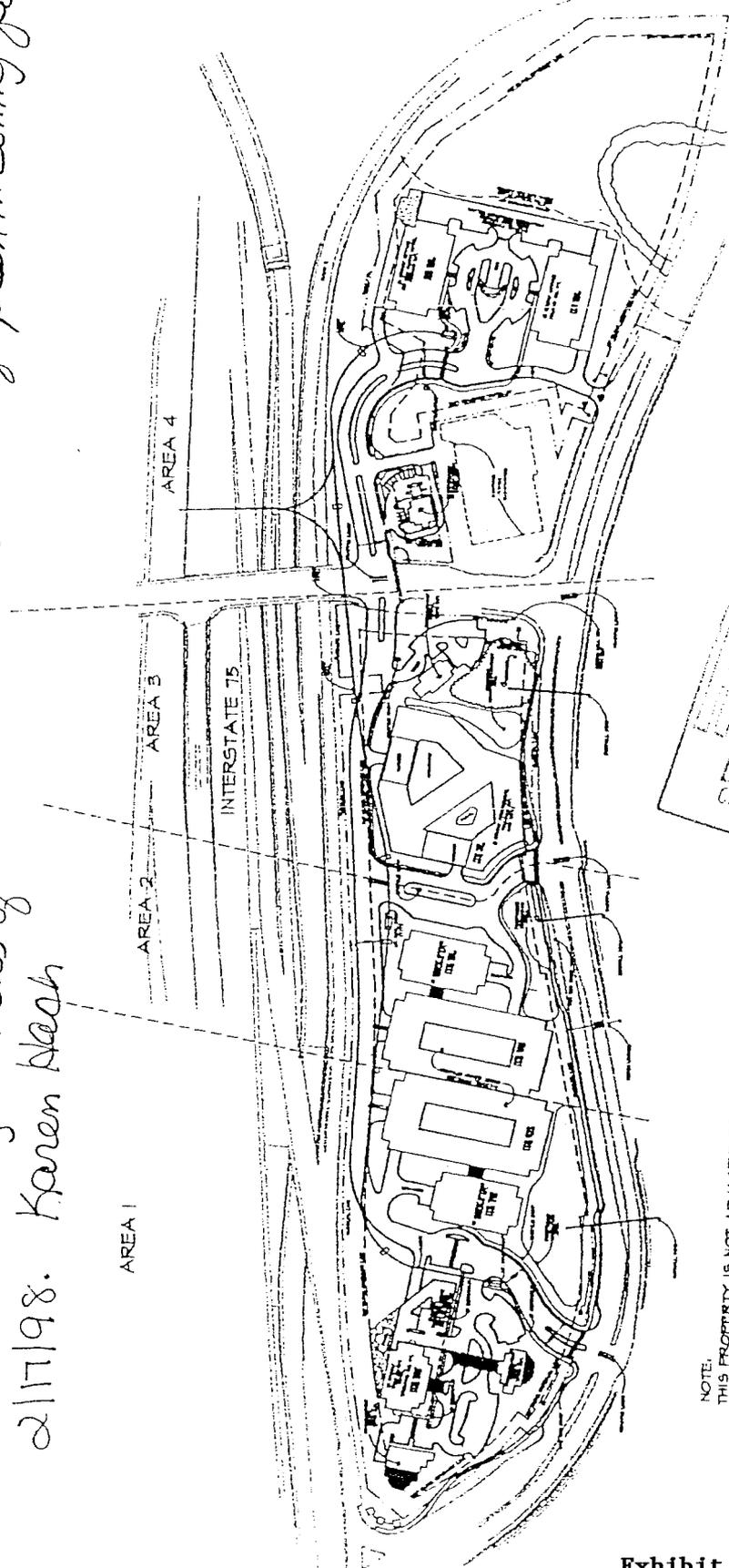
TOTAL SQUARE FEET	550,000 SF
TOTAL ACRES	10,000 SF/AC
DENSITY	3.0 +/-
PARKING PROVIDED	1,400 SPACES

OUTPARCEL

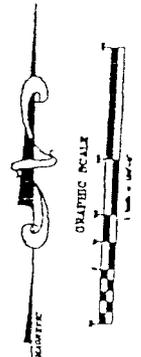
TOTAL SQUARE FEET	15,000 SF
TOTAL ACRES	608,000 SF
DENSITY	10.5 +/-
PARKING PROVIDED	58,140 SF/AC
	1,250 SPACES

Note: Large plan in zoning file

Site plan as referenced in BOE zoning minutes of 2/17/98. Karen Blech



APPLICANT: HINES INTERESTS
OWNER: KENNEDY FAMILY TRUST



NOTE:
THIS PROPERTY IS NOT ADJACENT TO A RESIDENTIAL DISTRICT. THUS, A LANDSCAPE BUFFER IS NOT REQUIRED.

LEGEND
FFE = FIRST FLOOR ELEVATION
MHE = MAXIMUM HEIGHT ELEVATION

Hines

Exhibit "1"

7-22 of 1998

AREA 1
 350,000 SF. HOTEL
 10,000 SF. RESTAURANT
 30,000 SF. RETAIL RESTAURANT
 TOTAL SF. 390,000 SF.
 TOTAL ACRES 9.00 (+/-) ACRES
 PARKING PROVIDED 9,000 UNITS
 PROP. DENSITY 43.33 SF./ACRE
 EX. DENSITY 21.11 SF./ACRE
 NET CHANGE 14,441 SF./ACRE

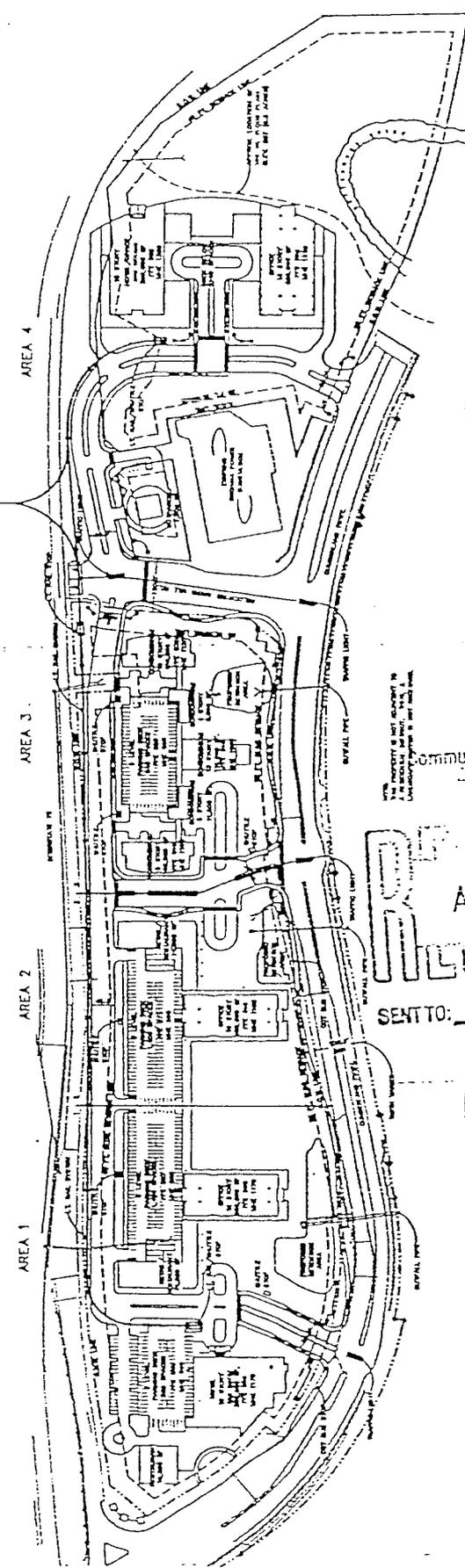
AREA 2
 350,000 SF. OFFICE
 14,000 SF. RESTAURANT
 TOTAL SF. 364,000 SF.
 TOTAL ACRES 5.30 (+/-) ACRES
 PARKING PROVIDED 1,400 SPACES
 PROP. DENSITY 68,078 SF./ACRE
 EX. DENSITY 70,000 SF./ACRE
 NET CHANGE -1,320 SF./ACRE

AREA 3
 105,000 SF. CONDOMINIUM - 10 STORY
 190,000 SF. CONDOMINIUM - 10 STORY
 117,000 SF. CONDOMINIUM - 13 STORY
 9,000 SF. CONDOMINIUM - 4 STORY
 TOTAL UNITS 400 UNITS
 TOTAL SF. 522,000 SF.
 TOTAL ACRES 6.07 (+/-) ACRES
 PARKING PROVIDED 840 SPACES
 PROP. DENSITY 85,997 SF./ACRE
 EX. DENSITY 88,000 SF./ACRE
 NET CHANGE 19,197 SF./ACRE

AREA 4
 350,000 SF. HOTEL
 400,000 SF. OFFICE - 10 STORY
 757,000 SF. RESTAURANT/RETAIL
 TOTAL SF. 1,507,000 SF.
 TOTAL ACRES 12.06 (+/-) ACRES
 PARKING PROVIDED 2,140 SPACES
 PROP. DENSITY 80,310 SF./ACRE
 EX. DENSITY 27,600 SF./ACRE
 NET CHANGE 32,448 SF./ACRE

SUMMARY
 TOTAL SF. 2,300,000 SF.
 TOTAL ACRES 34.0 (+/-) ACRES
 TOTAL PARKING PROVIDED 8,330 SPACES
 EXISTING ZONING RHC
 PROPOSED ZONING RHC
 PROPOSED TOTAL DENSITY 80,647 SF./ACRE
 EX. DENSITY 80,302 SF./ACRE
 NET CHANGE 19,285 SF./ACRE
 * ALL BUILDING SF. ARE BASED ON NET WATABLE AREA

Large Plan in file
Site plan approved at Bee zoning hearing on 9/15/98 (Other Business Item #5)
Caracaras



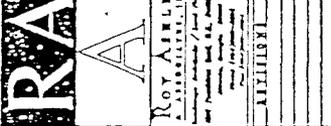
SENT TO: _____
 AUG - 5 1998

Cobb County
 Community Development Dept.

NATIONAL PARK SERVICE

NATIONAL PARK SERVICE

Exhibit "2"



MASTER PLAN OF DEVELOPMENT

OVERTON PARK
 ATLANTA, GA

DATE	1/27
BY	...
SCALE	1" = 100'
PROJECT NO.	...
DATE	...



SCALE: 1" = 100'

ALL INFORMATION PROVIDED BY THE ENGINEERING & SURVEYING FIRM IS BASED ON THE DATA PROVIDED BY THE CLIENT AND IS NOT TO BE USED FOR ANY OTHER PURPOSE WITHOUT THE WRITTEN CONSENT OF THE ENGINEERING & SURVEYING FIRM.

LINE	DATE	DESCRIPTION
1	11/15/11	PRELIMINARY
2	01/10/12	REVISED
3	03/05/12	REVISED
4	05/01/12	REVISED
5	07/01/12	REVISED
6	09/01/12	REVISED
7	11/01/12	REVISED
8	01/01/13	REVISED
9	03/01/13	REVISED
10	05/01/13	REVISED
11	07/01/13	REVISED
12	09/01/13	REVISED
13	11/01/13	REVISED
14	01/01/14	REVISED
15	03/01/14	REVISED
16	05/01/14	REVISED
17	07/01/14	REVISED
18	09/01/14	REVISED
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25	11/01/15	REVISED
26	01/01/16	REVISED
27	03/01/16	REVISED
28	05/01/16	REVISED
29	07/01/16	REVISED
30	09/01/16	REVISED
31	11/01/16	REVISED
32	01/01/17	REVISED
33	03/01/17	REVISED
34	05/01/17	REVISED
35	07/01/17	REVISED
36	09/01/17	REVISED
37	11/01/17	REVISED
38	01/01/18	REVISED
39	03/01/18	REVISED
40	05/01/18	REVISED
41	07/01/18	REVISED
42	09/01/18	REVISED
43	11/01/18	REVISED
44	01/01/19	REVISED
45	03/01/19	REVISED
46	05/01/19	REVISED
47	07/01/19	REVISED
48	09/01/19	REVISED
49	11/01/19	REVISED
50	01/01/20	REVISED
51	03/01/20	REVISED
52	05/01/20	REVISED
53	07/01/20	REVISED
54	09/01/20	REVISED
55	11/01/20	REVISED
56	01/01/21	REVISED
57	03/01/21	REVISED
58	05/01/21	REVISED
59	07/01/21	REVISED
60	09/01/21	REVISED
61	11/01/21	REVISED
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71	07/01/23	REVISED
72	09/01/23	REVISED
73	11/01/23	REVISED
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76	05/01/24	REVISED
77	07/01/24	REVISED
78	09/01/24	REVISED
79	11/01/24	REVISED
80	01/01/25	REVISED
81	03/01/25	REVISED
82	05/01/25	REVISED
83	07/01/25	REVISED
84	09/01/25	REVISED
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373	11/01/73	REVISED
374	01/0	

*2-22-98
 letter attachment
 to (strip #2)
 continued*

Based on ULI Rates

Hour of Day	Retail		Residential		Rest		Hotel		Office		Total	
	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday
6am	0	0	400	400	0	0	375	338	63	0	838	738
7	5	2	380	380	3	3	319	293	420	70	1126	648
8	10	8	360	360	8	5	244	225	1323	210	1945	597
9	24	23	348	348	15	9	206	188	1953	280	2546	567
10	39	34	340	340	30	12	169	150	2100	280	2678	536
11	50	55	340	340	45	15	131	131	2100	350	2886	541
12noon	55	64	340	340	75	45	113	113	1890	350	2473	561
1pm	57	71	340	340	105	68	113	113	1890	280	2505	591
2	55	75	340	340	90	68	131	131	2037	210	2654	614
3	54	75	340	340	90	68	131	150	1953	140	2568	633
4	50	68	348	348	75	68	169	188	1617	140	2258	671
5	45	56	360	360	105	90	1079	225	987	70	2576	731
6	47	49	368	368	135	135	263	263	483	70	1295	814
7	51	45	376	376	150	143	281	300	147	70	1005	864
8	50	45	384	384	150	150	338	338	147	70	1068	917
9	35	30	392	392	150	150	356	356	63	0	996	928
10	18	0	396	396	135	143	375	375	63	0	987	914
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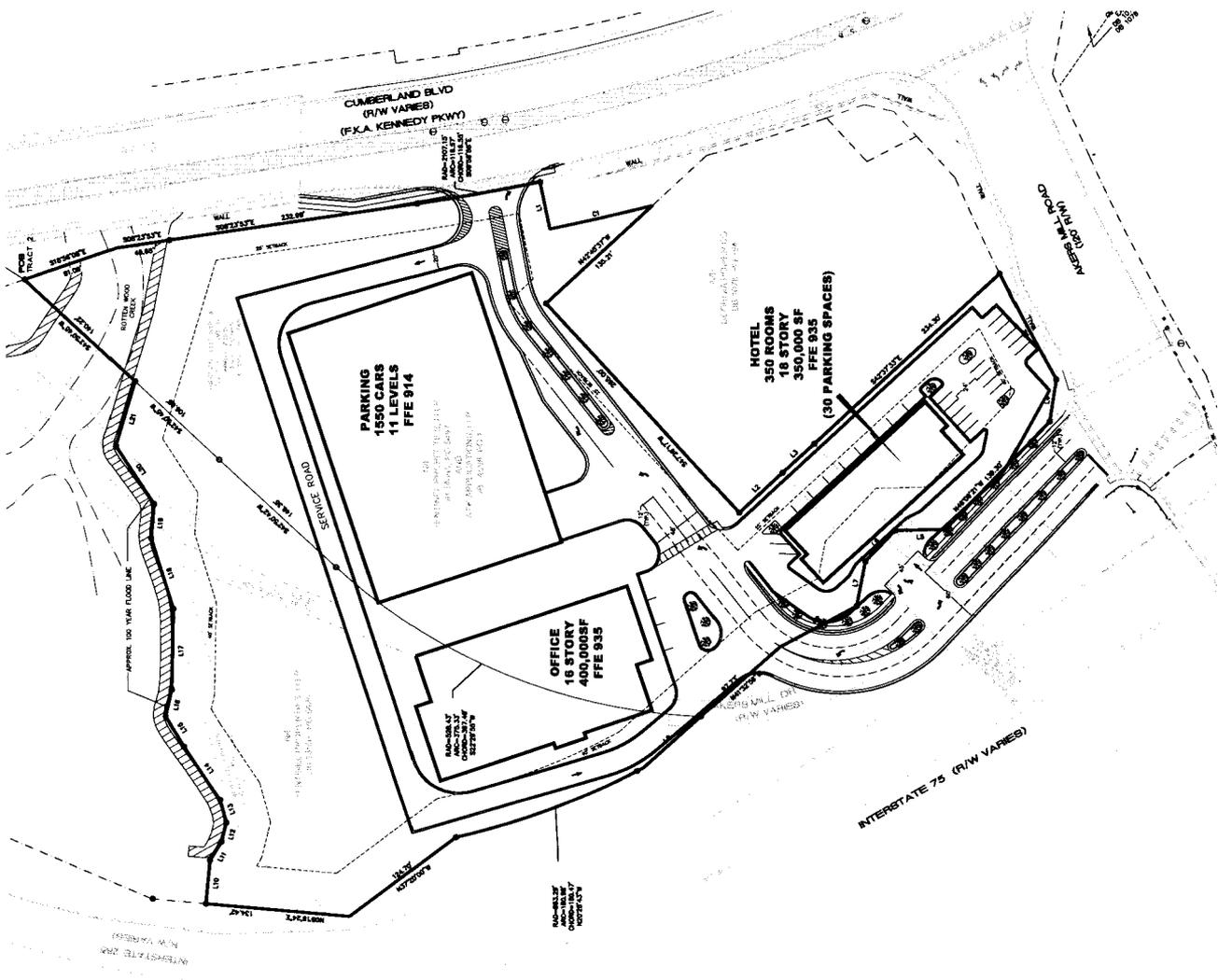
Based on Code

Hour of Day	Retail		Residential		Rest		Hotel		Office		Total	
	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday
6am	0	0	700	700	0	0	375	338	74	0	1149	1038
7	6	0	665	665	2	0	319	263	491	491	1482	928
8	14	0	630	630	4	0	244	225	1547	1474	2438	855
9	32	0	609	609	8	0	206	188	2284	1965	3138	797
10	51	0	595	595	15	0	169	150	2456	1965	3286	745
11	65	0	595	595	23	0	131	131	2456	2456	3270	726
12noon	73	0	595	595	38	0	113	113	2211	2456	3028	708
1pm	75	0	595	595	53	0	113	113	2211	1965	3046	708
2	73	0	595	595	45	0	131	131	2382	1474	3226	726
3	71	0	595	595	45	0	131	150	2284	982	3127	745
4	65	0	609	609	38	0	169	188	1891	982	2772	797
5	59	0	630	630	53	0	244	225	1154	491	2140	855
6	62	0	644	644	68	0	263	263	565	491	1600	907
7	67	0	658	658	75	0	281	300	172	491	1253	958
8	65	0	672	672	75	0	338	338	172	491	1322	1010
9	46	0	686	686	75	0	356	356	74	0	1237	1042
10	24	0	693	693	68	0	375	375	74	0	1233	1068
11	10	0	700	700	53	0	375	375	0	0	1137	1075
12	0	0	700	700	38	0	375	375	0	0	1113	1075

**SITE PLAN PRESENTED WITH
APPLICATION FOR “OTHER BUSINESS”
FOR CONSIDERATION OF APPROVAL
BY BOARD OF COMMISSIONERS
PURSUANT TO APPLICATION FOR
“OTHER BUSINESS” – OCTOBER 21, 2014**

BASELINE
 PROJECT NUMBER: 17-000000-000000-000000
 DATE: 11/15/17

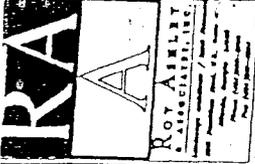
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4	ISSUE FOR PERMITTING	11/15/17	JL	4
5	ISSUE FOR PERMITTING	11/15/17	JL	5
6	ISSUE FOR PERMITTING	11/15/17	JL	6
7	ISSUE FOR PERMITTING	11/15/17	JL	7
8	ISSUE FOR PERMITTING	11/15/17	JL	8
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11	ISSUE FOR PERMITTING	11/15/17	JL	11
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100	ISSUE FOR PERMITTING	11/15/17	JL	100



AKERS MILL DEVELOPMENT



**MASTER PLAN OF DEVELOPMENT
APPROVED BY THE BOARD OF
COMMISSIONERS PURSUANT TO
APPLICATION FOR REZONING Z-22 (1998)
– FEBRUARY 17, 1998**



MASTER PLAN
OF
DEVELOPMENT

OVERTON

ATLANTA, GEORGIA

DATE	
SCALE	
DESIGN BY	
LODGED BY	
REVIEW	

TOTAL SITE SUMMARY

TOTAL SQUARE FEET	175,000 SF.
TOTAL ACREAGE	3,410 +/-
TOTAL DENSITY	50,363 SF/AC
ALL AREAS ARE BASED ON NET DEVELOPABLE AREA	
TOTAL PARKING PROVIDED	3,754 SPACES
EXISTING ZONING	O-1043
PROPOSED ZONING	RC

AREA 4

OFFICE/HOTEL/RES ROOMS - 10 STORY	175,000 SF.
OFFICE - 10 STORY	175,000 SF.
OUTPARCEL	15,000 SF.
TOTAL SQUARE FEET	350,000 SF.
TOTAL ACREAGE	12,36 +/-
DENSITY	27,466 SF/AC
PARKING PROVIDED	1,461 SPACES

AREA 3

400 UNIT RESIDENTIAL - 6 STORY	400,000 SF.
OUTPARCEL	15,000 SF.
TOTAL SQUARE FEET	407,500 SF.
TOTAL ACREAGE	61 +/-
DENSITY	66,800 SF/AC
PARKING PROVIDED	560 SPACES

AREA 2

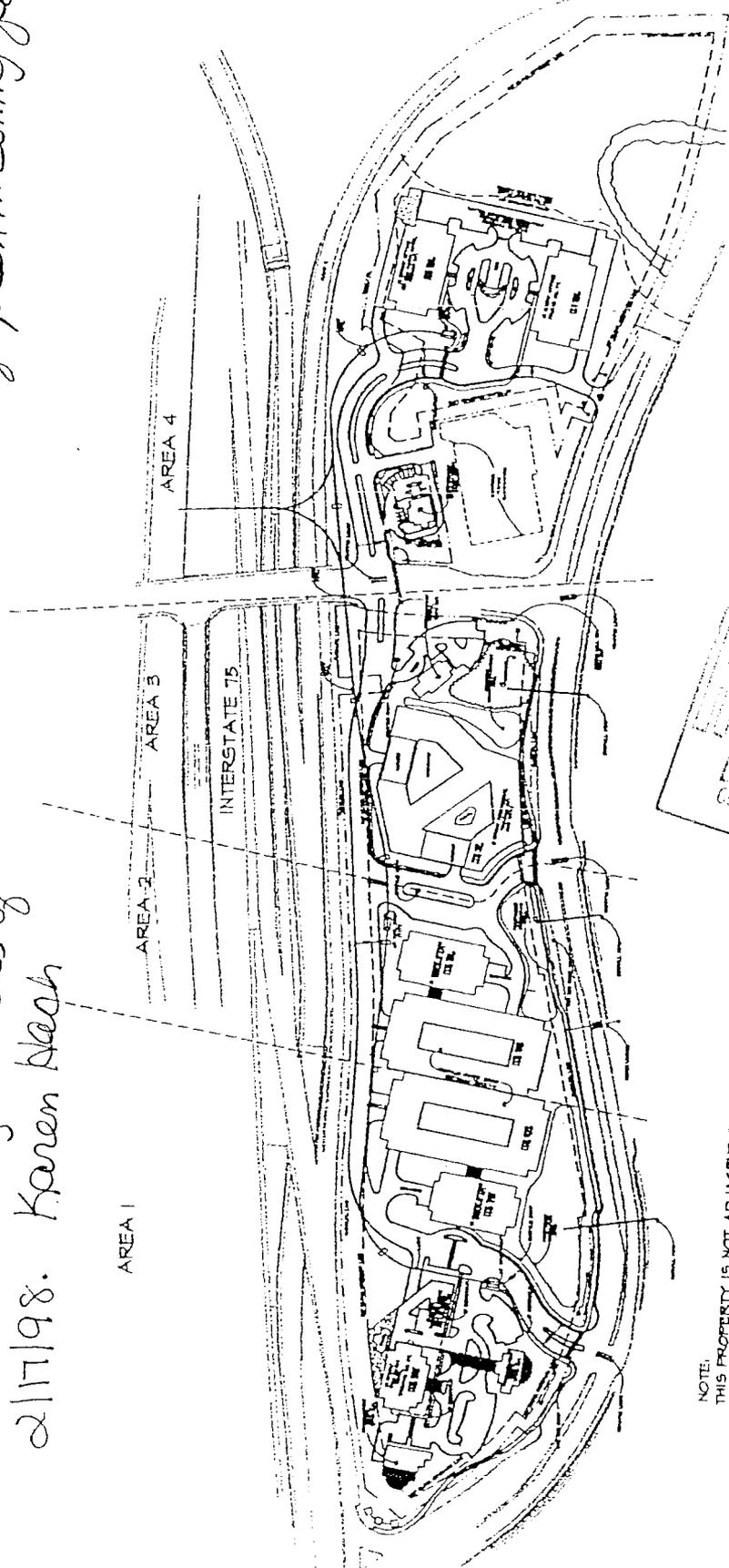
TOTAL SQUARE FEET	350,000 SF.
TOTAL ACREAGE	30 +/-
DENSITY	10,000 SF/AC
PARKING PROVIDED	1,400 SPACES

AREA 1

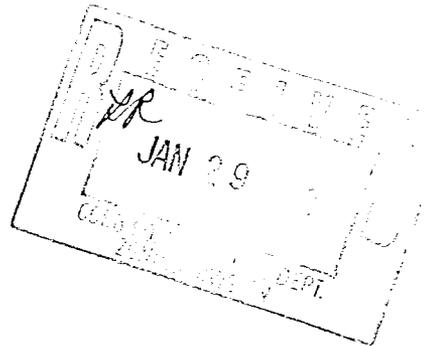
TOTAL SQUARE FEET	175,000 SF.
TOTAL ACREAGE	10.5 +/-
DENSITY	16,667 SF/AC
PARKING PROVIDED	1,246 SPACES

Note: Large plan in zoning file

Site plan as referenced in Boc zoning minutes of 2/17/98. Karen Heath



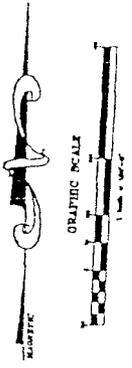
APPLICANT: HINES INTERESTS
OWNER: KENNEDY FAMILY TRUST



NOTE:
THIS PROPERTY IS NOT ADJACENT TO A RESIDENTIAL DISTRICT. THUS, A LANDSCAPE BUFFER IS NOT REQUIRED.

LEGEND
FFE = FIRST FLOOR ELEVATION
MHE = MAXIMUM HEIGHT ELEVATION

Hines



**AMENDED MASTER PLAN OF
DEVELOPMENT APPROVED BY THE
BOARD OF COMMISSIONERS PURSUANT
TO AMENDMENT TO APPLICATION FOR
REZONING Z-22 (1998) –
SEPTEMBER 15, 1998**

Z-22 of 1998

AREA 1
 476 ROOM HOTEL - 18 STORY
 RESTAURANT
 OFFICE - 16 STORY
 RETAIL/RESTAURANT
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

AREA 2
 OFFICE - 16 STORY
 RETAIL/RESTAURANT
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

AREA 3
 668 CONDO/RESIDENTIAL
 CONDO/RESIDENTIAL - 10 STORY
 CONDO/RESIDENTIAL - 13 STORY
 CONDO/RESIDENTIAL - 5 STORY
 CONDO/RESIDENTIAL - 4 STORY
 TOTAL UNITS
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

AREA 4
 350 ROOM HOTEL/OFFICE - 10 STORY
 OFFICE - 10 STORY
 RESTAURANT/METAL
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

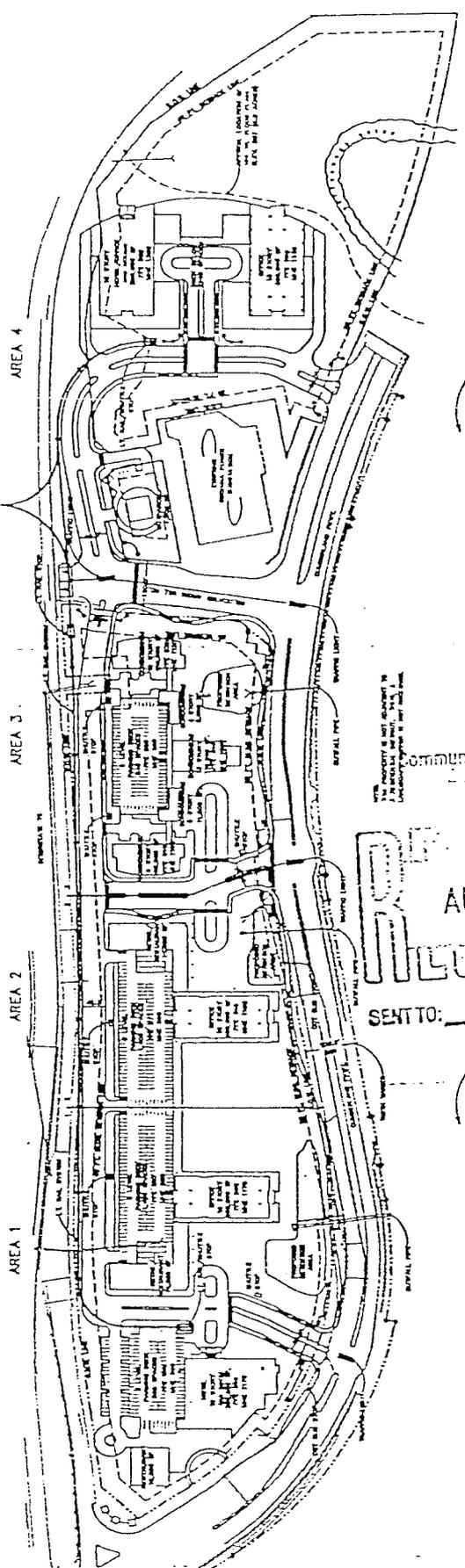
Large Plan in file.

Site plan as approved at Bee zoning hearing on 9/15/98 (Other Business Item #5)
Large Plan in file

SUMMARY
 TOTAL ACRES
 TOTAL PARKING PROVIDED
 EXISTING ZONING
 PROPOSED ZONING
 PROPOSED TOTAL DENSITY
 EX. DENSITY
 NET CHANGE
 * ALL SQUARE FT. ARE BASED ON NET WORKABLE AREA

MASTER PLAN OF DEVELOPMENT

OVERTON PARK
 ATLANTA GA



RECEIVED
 AUG - 5 1998

Cobb County
 Community Development Dept.
 RECEIVED

SENT TO: _____

DATE
 BY
 CHECKED BY
 APPROVED BY
 CDD 10/98

LEGEND
 1. EXISTING BUILDING FOOTPRINT
 2. EXISTING PARKING SPACES
 3. EXISTING DRIVEWAYS
 4. EXISTING SIDEWALKS
 5. EXISTING UTILITY LINES
 6. EXISTING BOUNDARY PLANT MATR



SCALE: 1" = 100'
 0' 100' 200'

**OFFICIAL MINUTES OF BOARD OF
COMMISSIONERS ZONING HEARING
AS TO APPLICATION FOR REZONING
NO. Z-22 (1998) – FEBRUARY 18, 1998**

Minutes of the meeting of the Cobb County Board of Commissioners Zoning Hearing held on **February 17, 1998** in the Second Floor Commissioners' Meeting Room, Cobb County Building, 100 Cherokee Street, Marietta, Georgia.

The meeting was called to order at 9:01 a.m. and the following members of the Cobb County Board of Commissioners were present and representing a quorum of the Board:

BOARD OF COMMISSIONERS

Bill Byrne, Chairman (left meeting at 3:05 p.m.)

G. Woody Thompson (Commissioner Thompson chaired the meeting after Chairman Byrne's departure)

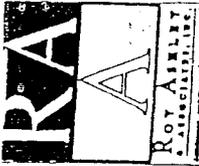
Gordon Wysong

William A. Cooper

Joe L. Thompson

Z-22

HINES INTERESTS LIMITED PARTNERSHIP (Gayle F. Kennedy, Nationsbank of GA NA and Sentinel Partners L.L.L.P., owners) for Rezoning from **OI and RM-12** to **RRC** for the purpose of High-rise Office, Retail and Residential Units in Land Lots 981, 1012, 1013, 1014, 1027 and 1028 of the 17th District. 33.53 acres. Located on the east side of I-75, the north and south sides of Akers Mill Road, west of Cumberland Boulevard (formerly Kennedy Parkway). Following the presentations, and upon query by the Board members, the applicant and/or applicant's representative confirmed *for the record* that: a) applicant pledges to work with the Board of Commissioners and the CID to insure that commitments are met regarding the approximately \$80,000.00 to be set aside by the CID for stabilization of the Akers Mill Ruins; b) that the applicant will run the necessary piping underneath Cumberland Boulevard so as to allow for the CID's installation of an irrigation system to water the crib wall system, c) affirmation that Cobb County has the right to decide to whom 5 acres of flood plain is donated; d) acknowledgment that due to property location, this development will be subject to CID assessment; and, e) confirmation that concept of the residential condominium units is to have all the units eventually sold and owned. Following these discussions, the Board of Commissioners **approved** Rezoning to the **RRC zoning district for a mixed use development of high-rise offices, retail uses and residential units subject to: 1) site plan submitted dated January 29, 1998 (reduced copy attached and made a part hereof), with Board of Commissioners' review/approval if there should be any future changes or requests (note that a rezoning application may be required pursuant to stipulation included in letter referenced in stipulation #3 below); 2) letter of agreeable conditions dated February 13, 1998 (attached and made a part hereof); 3) list of agreeable conditions entitled Georgia Conservancy Stipulations Inserts, attached and made a part hereof); 4) agreement that Cobb County will accept donation of the 5± acres lying within flood plain located in Phase IV of the development; 5) at time of development of the condominiums, the site plan is to be reviewed and approved by the Board of Commissioners (although stated within the February 13, 1998 letter - it is further confirmed that concept is to have all units sold and owned, and at least 25% of the completed units must be uninhabited and available for sale); 6) the non-residential property is subject to CID assessment. Motion by J. Thompson, second by Byrne, carried 5-0.**



ROY AINSLEY
ARCHITECTS, INC.

MASTER PLAN
OF
DEVELOPMENT

ATLANTA GEORGIA

OVERTON

DATE	01/29/99	
BY	RA	
SCALE	AS SHOWN	
PROJECT NO.	01-1042	
OWNER	KENNEDY FAMILY TRUST	
APPLICANT	HINES INTERESTS	
REVISIONS		
NO.	DATE	DESCRIPTION
1		

TOTAL SITE SUMMARY

175,000 SF.
TOTAL SQUARE FEET
175,000 SF.
TOTAL ACREAGE
12.38 +/-
TOTAL DENSITY
1461 SPACES
TOTAL PARKING PROVIDED
0-1042
PROPOSED ZONING
RRC

AREA 4

OFFICE HOTEL (50 ROOM) - 10 STORY
175,000 SF.
OFFICE - 10 STORY
175,000 SF.
OUTPARCEL
15,000 SF.
TOTAL SQUARE FEET
200,000 SF.
TOTAL ACREAGE
12.38 +/-
DENSITY
27866 SF/AC
PARKING PROVIDED
1461 SPACES

400 UNIT RESIDENTIAL - 6 STORY

400,000 SF.
OUTPARCEL
15,000 SF.
TOTAL SQUARE FEET
415,000 SF.
TOTAL ACREAGE
61 +/-
DENSITY
66,800 SF/AC
PARKING PROVIDED
560 SPACES

350,000 SF.

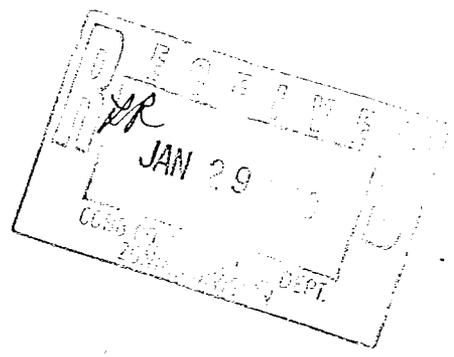
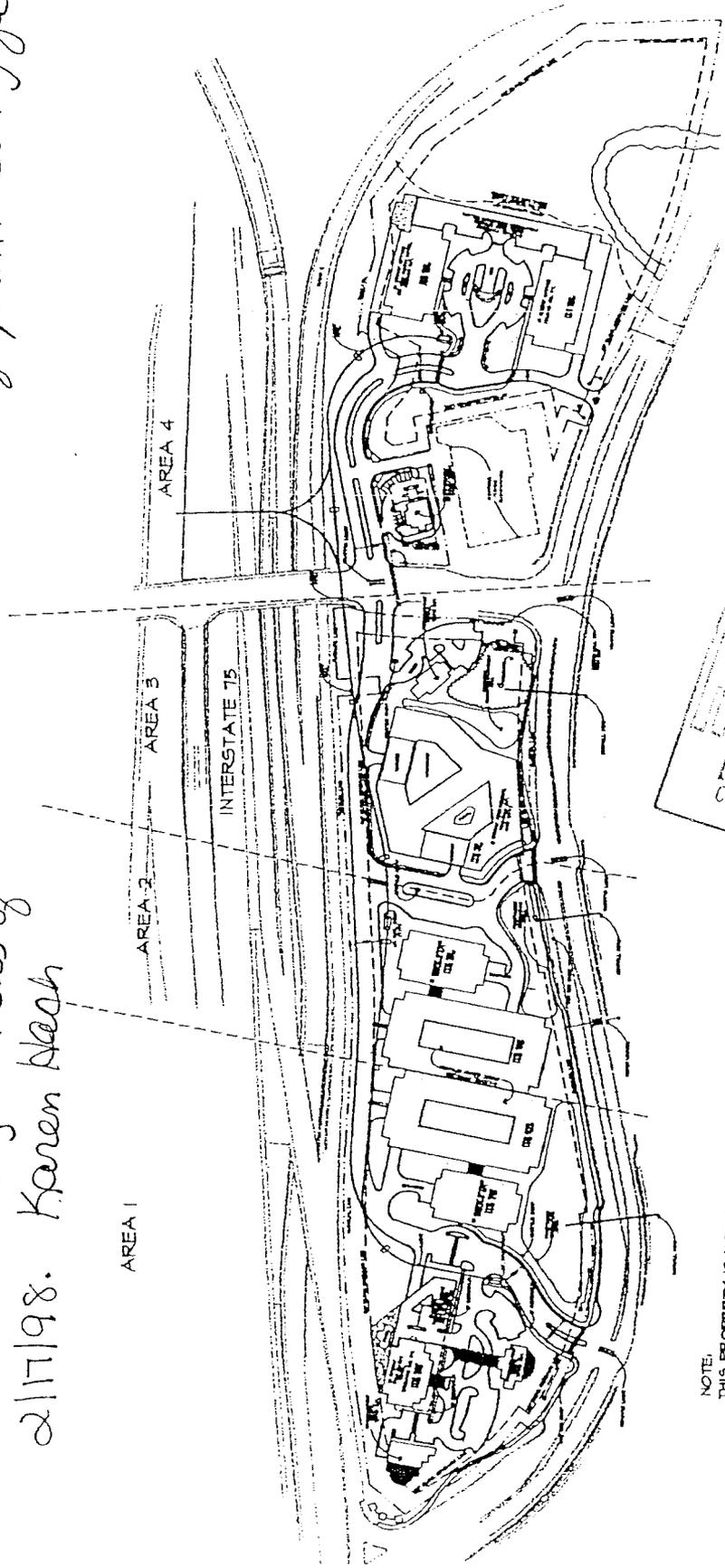
350,000 SF.
TOTAL SQUARE FEET
350,000 SF.
TOTAL ACREAGE
3.0 +/-
DENSITY
10,000 SF/AC
PARKING PROVIDED
1,400 SPACES

350,000 SF.

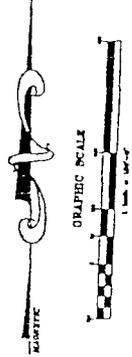
350,000 SF.
TOTAL SQUARE FEET
350,000 SF.
TOTAL ACREAGE
10.5 +/-
DENSITY
33,140 SF/AC
PARKING PROVIDED
1,258 SPACES

Note: Large plan in zoning file

Site plan as referenced in Boc zoning minutes of 2/17/98. Karen Bleck



APPLICANT: HINES INTERESTS
OWNER: KENNEDY FAMILY TRUST



NOTE:
THIS PROPERTY IS NOT ADJACENT TO A RESIDENTIAL DISTRICT. THUS, A LANDSCAPE BUFFER IS NOT REQUIRED.

LEGEND
FFE = FIRST FLOOR ELEVATION
MHE = MAXIMUM HEIGHT ELEVATION

Hines

MOORE INGRAM JOHNSON & STEELE

A LIMITED LIABILITY PARTNERSHIP

192 ANDERSON STREET

MARIETTA, GEORGIA 30060

POST OFFICE BOX 3305
MARIETTA, GEORGIA 30061

TELEPHONE
(770) 429-1499

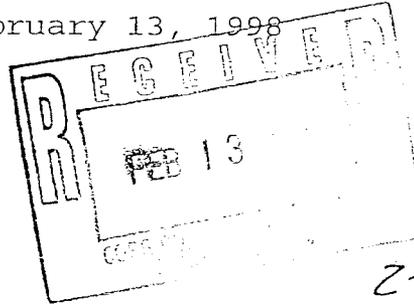
TELECOPIER
(770) 429-8631

JOHN H. MOORE
STEPHEN C. STEELE
WILLIAM R. JOHNSON
ROBERT D. INGRAM
J. BRIAN O'NEIL
G. PHILLIP BEGGS
ELDON L. BASHAM
MATTHEW J. HOWARD
SARAH L. BARGO
DIANE M. BUSCH
DAVID IAN MATTHEWS
JERE C. SMITH
CLAYTON O. CARMACK
MICHELLE S. DAVENPORT
KEVIN B. CARLOCK
ALEXANDER T. GALLOWAY III
G. ANDY ADAMEK

J. KEVIN MOORE
WILLIAM C. BUHAY
SUSAN S. STUART
MICHAEL W. KITCHENS
RODNEY R. McCOLLOCH
DANIEL A. LANDIS*
BRIAN D. SMITH
HARRY R. TEAR III
MICHAEL R. WING
W. TROY HART
JAMES E. ALBERTELLI**
JOSEPH H. AKERS
JEFFREY A. DAXE
JENNIFER L. SCOLIARD
MELISSA W. GILBERT
M. SUZANNE CAUSEY*

* ALSO ADMITTED IN NC
** ALSO ADMITTED IN FL

February 13, 1998



WRITER'S DIRECT DIAL NUMBER

Mr. Ed Thomas
Principal Planner
Zoning Division
Cobb County Community
Development Department
Suite 500
100 Cherokee Street
Marietta, Georgia 30090-9674

Hand Delivered

Z-22 of 1998
Letter as referenced in
BOC zoning minutes of
2/17/98. Karen Hoch

RE: Application for Rezoning

Application No.: Z-22 (1998)

Applicant: Hines Interests Limited
Partnership

Owners: Sentinel Partners, L.L.L.P. and
Gayle E. Kennedy and
NationsBank of Georgia, N.A.,
as Co-Trustees of the Trust
Established Under Item V of
the Last Will and Testament
of Albert Thornton Kennedy

Property: 33.53, more or less acres
located at the southeasterly
intersection of I-75 and
I-285, Land Lots 981, 1012,
1013, 1014, 1027, 1028,
17th District, 2nd Section,
Cobb County, Georgia

Dear Ed:

As you know, this firm represents Hines Interests Limited Partnership, the Applicant (hereinafter referred to as "Applicant"), and Sentinel Partners, L.L.L.P. and Gayle E. Kennedy and NationsBank of Georgia, N.A., as Co-Trustees of the Trust

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
Cobb County Community
Development Department
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*2-22-98/1998
letter (skip #2)
continued*

Established Under Item V of the Last Will and Testament of Albert Thornton Kennedy, (hereinafter collectively referred to as "Owner"), in their Application for Rezoning with regard to the above-referenced property. After meeting with planning and zoning staff, meetings with the Atlanta Regional Commission, meetings with interested area groups, and reviewing the staff comments and recommendations and the uses of surrounding properties, we have been authorized by the Applicant and Owner to submit this letter of agreeable stipulations and conditions, which, if the Application for Rezoning is approved, as submitted, shall become a part of the grant of the requested zoning and shall be binding upon the subject property. This letter shall supersede and replace in full our previous letter to you dated January 30, 1998. The referenced stipulations are as follows:

- (1) The stipulations and conditions set forth herein shall replace and supersede in full any and all prior stipulations and conditions, in whatsoever form, which are currently in place on the subject property.
- (2) Rezoning of the 33.53, more or less, acre tract shall be from the Office and Institutional ("O&I") and RM-12 zoning categories to the Regional Retail Commercial ("RRC") zoning category pursuant and specific to the Master Plan of Development prepared for Applicant and Owner by Roy Ashley & Associates, Inc. dated October 30, 1997, last revised January 29, 1998.
- (3) This project proposes a mix of retail, hotel, residential, and office uses to be developed in four (4) phases over an approximate period of ten (10) years as follows:

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
Cobb County Community
Development Department
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*2-22-98
letter (step #2)
continued*

PHASE I - 10.3 acres, more or less:

- (a) A hotel with a maximum height of sixteen (16) stories, a maximum of 300 rooms and associated meeting/conference space;
- (b) An office building with a maximum height of sixteen (16) stories and a maximum of 350,000 rentable square feet;
- (c) Two (2) commercial out parcels in the aggregate having a maximum square footage of 15,000 square feet;
- (d) Deck and surface parking provided for the above uses consists of 1,838 spaces; and
- (e) Parking required for the hotel and office building is based upon the Urban Land Institute's methodology for shared parking. As an example, this methodology is shown and reflected on that certain table attached hereto as Exhibit "A" and incorporated herein by reference. If the size of the office building or hotel, or both, are reduced, the maximum required parking may be reduced by using the Urban Land Institute's shared parking methodology as referenced on the attached exhibit. The reduction in parking will be detailed during the plan review process as final sizing of the office building and hotel are then determined and parking for the development shall be set pursuant to said methodology.

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
Cobb County Community
Development Department
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*2-22-98
letter (STIP #2)
continued*

PHASE II - 5.0 acres, more or less:

- (a) An office building with a maximum height of sixteen (16) stories and a maximum of 350,000 rentable square feet; and
- (b) Associated parking deck providing 1,400 parking spaces.

PHASE III - 6.1 acres, more or less:

- (a) Residential with a maximum of 400 units and a maximum height of six (6) stories:
 - i) Applicant and Owner agree that the proposed residential development shall conform to the requirements of the Georgia Condominium Act in the construction and development thereof.
 - ii) Additionally, Applicant agrees with regard to the development and operation of the project to the following:
 - 1. Twenty-five (25) percent of the residential units must be dedicated as "for sale" units.
 - 2. The remaining seventy-five (75) percent of the residential units can be marketed "for lease" upon the condition that any such lease contain therein an option for the lessee to purchase said unit on or before the expiration of eighteen (18) months from the effective date of the lease as to that unit.

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
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*2-22-98 1998
letter (strip #2)
continued*

3. Provided further, that if any one or more of the non-dedicated seventy-five (75) percent "for lease" units are sold, there shall be an automatic reduction concurrent therewith from the twenty-five (25) percent of dedicated units "for sale."
- (b) One (1) commercial out parcel with a maximum square footage of 7,500 square feet; and
 - (c) Parking will be provided in the form of surface and deck parking in the total number of 560 spaces. Parking required for the residential buildings will be provided at one space per bedroom. Parking for the commercial out parcel will be provided in accordance with standard Cobb County Zoning guidelines depending upon the final use for the facility. A portion of the parking required for the commercial out parcel may be contained in one of the parking decks that serve the residential buildings.

PHASE IV - 12.56 acres, more or less:

- (a) Office/hotel; if an office building, a maximum height of eighteen (18) stories and a maximum of 175,000 rentable square feet; if a hotel, a maximum of 350 rooms and associated meeting/conference space and a maximum height of eighteen (18) stories;
- (b) An office building with a maximum height of eighteen (18) stories and a maximum of 175,000 rentable square feet;

MOORE INGRAM JOHNSON & STEELE

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Principal Planner
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letter (skip #2)
continued*

- (c) One (1) commercial out parcel with a maximum of 7,500 square feet;
- (d) Parking by means of surface and deck parking to a total of 1,961 spaces; and
- (e) Parking required for the hotel and office building is based upon the Urban Land Institute's methodology for shared parking. As an example, this methodology is shown and reflected on that certain table attached hereto as Exhibit "A" and incorporated herein by reference. If the size of the office building or hotel, or both, are reduced, the maximum required parking may be reduced by using the Urban Land Institute's shared parking methodology as referenced on the attached exhibit. The reduction in parking will be detailed during the plan review process as final sizing of the office building and hotel are then determined and parking for the development shall be set pursuant to said methodology.

STORMWATER

- (4) As part of the Phase I improvements, the existing stormwater pond (Basin A) will be reconfigured to accommodate the proposed Master Plan layout. In this regard, Applicant has submitted a complete hydrological study for both the northern and southern portions of the proposed development to Cobb County Stormwater Management. The reconfigured stormwater management pond for Basin A will include an amenity feature which will allow for continuous re-circulation and aeration of the pond's water.

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
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*2-22 8/1998
letter (step #2)
continued*

- (5) As a part of Phase II improvements, the existing stormwater management pond for Basin B will also be modified to accommodate the proposed Master Plan layout. The reconfigured stormwater management pond for Basin B will also include an amenity feature which will allow for continuous re-circulation and aeration of the pond's water.

- (6) As a part of Phase III improvements, the existing culvert at Basin C underneath Cumberland Boulevard will be fitted with an outlet control structure to provide water quality treatment in this basin. The area around the outlet control structure adjacent to Cumberland Boulevard will be designated as a preservation area and will include passive recreation facilities such as park benches.

- (7) As a part of the Phase IV improvements, the bottom level of the proposed parking deck will be utilized to store stormwater run-off from this site. Applicant intends to convey by deed of gift to a recipient to be named later a portion of the Phase IV property lying within the 100 year flood plain and northerly of the proposed construction. This area shall be maintained in perpetuity as a natural green space area.

TRAFFIC AND ENVIRONMENTAL

- (8) From a traffic improvements and environmental standpoint, Applicant will accomplish the following:
 - (a) Construction of the portion of the proposed internal rear access road running parallel to I-75 that connects the Phase I and Phase II entrance off Cumberland Boulevard.

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
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letter (step #2)
continued*

- (b) Widen Cumberland Boulevard along its southbound lane to provide a deceleration/right-turn lanes into the proposed development's southern and northern most entrances.
- (c) As a part of the Phase II improvements, Applicant will complete the remaining portion of the project's rear loop road parallel to I-75 to its intersection with re-located Akers Mill Road.
- (d) With regard to Phase IV, Applicant will improve all internal public roads within this phase to handle the inflow and outflow of traffic.
- (e) Applicant agrees to the construction of a nine (9) foot wide bike path/sidewalk along Cumberland Boulevard and re-located Akers Mill Road frontages to facilitate the movement of bikers and pedestrians into and around the entire proposed development.
- (f) Applicant agrees to the construction of ample five (5) foot wide sidewalks internal to all phases of the proposed development to facilitate the movement of pedestrians amongst all facilities.
- (g) Applicant agrees to the dedication of necessary air rights to Cobb County at such time that the light rail system is developed for this area. Applicant further agrees to ensure that the layout of all permanent structures within the proposed development is done in a manner so as to facilitate the future construction of the light rail system.
- (h) Until such time that an alternate Cobb Galleria/Cumberland Mall area shuttle bus system is

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
Cobb County Community
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*2-22 8/1998
letter (stip #2)
continued*

established by the Cobb County CID TMA, Applicant agrees to provide shuttle bus service from the proposed development to the Galleria/Cumberland Mall area, including the new Cobb Community Transit transfer station at Cumberland Mall. This shuttle service will begin at such time as warranted by tenants' demands at the project and will operate on a continuous basis during normal working hours to facilitate the movement of people from the east side of I-75 over to these areas.

- (i) As part of the widening of the southbound lanes on Cumberland Boulevard to install a deceleration/right-turn lane into the two (2) main entrances at the southern parcel of the proposed development, Applicant agrees to coordinate with Cobb Community Transit for the construction of two (2) bus stops along this portion of Cumberland Boulevard. A third stop will be constructed in the vicinity of the Phase IV area of the development at the time this parcel is developed.
- (j) In anticipation of the increased usage of electric powered vehicles, Applicant will ensure that its designs, integral to the parking decks, the ability to retrofit a sufficient number of spaces with battery recharging facilities, to encourage the use of electric powered vehicles at the time such use becomes commercially viable.
- (k) Applicant has provided to the Cobb County Department of Transportation a traffic impact study for the entire proposed development and agrees to abide by the recommendations therein contained.

MOORE INGRAM JOHNSON & STEELE

Mr. Ed Thomas
Principal Planner
Zoning Division
Cobb County Community
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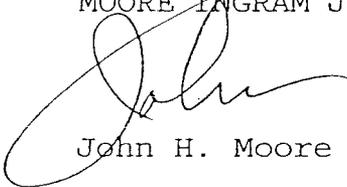
*2-22-98
letter (stip #2)
continued*

It is believed that the requested rezoning, pursuant to the referenced site plan and the stipulations contained herein, is an appropriate use of the subject property while taking into consideration the properties and owners thereof surrounding the proposed development and will provide an enhancement to the subject property and will allow for the utilization of the property in a manner suitable with the recent growth of the surrounding area. Thank you for your consideration of this request.

With kindest regards, I remain

Very truly yours,

MOORE INGRAM JOHNSON & STEELE, LLP



John H. Moore

JHM:cc

Attachment

c: Cobb County Board of Commissioners:
William J. Byrne, Chairman
William A. Cooper
George Woody Thompson, Jr.
Joe L. Thompson
Gordon J. Wysong

*2-22-98
 letter attachment
 to (strip #2)
 continued*

Based on ULI Rates

Hour of Day	Retail		Residential		Rest		Hotel		Office		Total	
	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday
6am	0	0	400	400	0	0	375	338	63	0	838	738
7	5	2	380	380	3	3	319	263	420	70	1126	648
8	10	8	360	360	8	5	244	225	1323	210	1945	597
9	24	23	348	348	15	9	206	188	1953	280	2548	567
10	39	34	340	340	30	12	169	150	2100	280	2678	536
11	50	55	340	340	45	15	131	131	2100	350	2686	541
12noon	55	64	340	340	75	45	113	113	1890	350	2473	561
1pm	57	71	340	340	105	68	113	113	1890	280	2505	591
2	55	75	340	340	90	68	131	131	2037	210	2654	614
3	54	75	340	340	90	68	131	150	1953	140	2568	633
4	50	68	348	348	75	68	169	188	1617	140	2258	671
5	45	56	360	360	105	90	1079	225	987	70	2576	731
6	47	49	368	368	135	135	263	263	483	70	1295	814
7	51	45	376	376	150	143	281	300	147	70	1005	864
8	50	45	384	384	150	150	338	338	147	70	1068	917
9	35	30	392	392	150	150	356	356	63	0	996	928
10	18	0	396	396	135	143	375	375	63	0	987	914
11	7	10	400	400	105	129	375	375	0	0	887	914
12	0	0	400	400	75	105	375	375	0	0	850	880

Based on Code

Hour of Day	Retail		Residential		Rest		Hotel		Office		Total	
	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday	Wkdy	Saturday
6am	0	0	700	700	0	0	375	338	74	0	1149	1038
7	6	0	665	665	2	0	319	263	491	491	1482	928
8	14	0	630	630	4	0	244	225	1547	1474	2438	855
9	32	0	609	609	8	0	206	188	2284	1965	3138	797
10	51	0	595	595	15	0	169	150	2456	1965	3286	745
11	65	0	595	595	23	0	131	131	2456	2456	3270	726
12noon	73	0	595	595	38	0	113	113	2211	2456	3028	708
1pm	75	0	595	595	53	0	113	113	2211	1965	3046	708
2	73	0	595	595	45	0	131	131	2382	1474	3226	726
3	71	0	595	595	45	0	131	150	2284	982	3127	745
4	65	0	609	609	38	0	169	188	1891	982	2772	797
5	59	0	630	630	53	0	244	225	1154	491	2140	855
6	62	0	644	644	68	0	263	263	565	491	1600	907
7	67	0	658	658	75	0	281	300	172	491	1253	958
8	65	0	672	672	75	0	338	338	172	491	1322	1010
9	46	0	686	686	75	0	356	356	74	0	1237	1042
10	24	0	693	693	68	0	375	375	74	0	1233	1068
11	10	0	700	700	53	0	375	375	0	0	1137	1075
12	0	0	700	700	38	0	375	375	0	0	1113	1075

* in addition to
letter of Feb. 13, 1998
stipulations.

February 17, 1998

Georgia Conservancy Stipulations Inserts

* agreed to by the
Developer.

2-22-98 - list as
referenced in Box zoning minutes of 2/17/98

Karen Black

1. Applicant and/or Owner shall not pursue or secure any additional curb cuts or traffic lights beyond those approved pursuant to the terms and conditions of that certain Development Agreement by and between Cobb DOT and the Owner dated July 13, 1995 and as incorporated in the Georgia Department of Transportation Kennedy Interchange plan (GA DOT Project # NH-IM-75-3(195)(01)) with the exception of seeking permission from Georgia DOT and Cobb DOT to align the rear access road into Area 3 of the subject property with the current approved signalized intersection that will provide access from the north to Area 4 off of relocated Akers Mill Road.
2. Peak storm water discharge rates from improvements located on the subject property only (not including storm water discharge passing through the subject property from I-75 and other areas west of I-75) shall not exceed peak 1985 discharge rates. Peak storm water discharge rates from improvements located upstream of the subject property (i.e., land areas to the west of I-75) as of December 1997 and those improvements associated with the widening of I-75 and the construction of the Kennedy Interchange (scheduled completion date of July 1999) shall generally conform with those set forth in that certain Hydrological Study by Greenhome & O'Mara (G&O) for the Kennedy Family Property dated October 3, 1997 as revised on October 20, 1997 and the Water Quality Design Memorandum by G&O for Overton Park dated November 6, 1997.
3. Water quality control structures installed by the Applicant and/or Owner at the outlet control devices for storm water ponds A and B and basin C shall prevent large water born solids (i.e., tires, cans, flotsam, and other debris) from being discharged into the Rottenwood Creek basin for storm events up to the design storms set forth in that certain Hydrological Study by Greenhome & O'Mara (G&O) for the Kennedy Family Property dated October 3, 1997 as revised on October 20, 1997 and the Water Quality Design Memorandum by G&O for Overton Park dated November 6, 1997, for each basin.
4. The reconfigured storm water management ponds in basins A and B and their associated water quality and water quantity control structures, along with the new water quality control structure in basin C, shall be systematically monitored and maintained by the Cobb County Department of Transportation pursuant to the terms and conditions of that certain Development Agreement by and between Cobb DOT and the Owner dated July 13, 1995. All other water quality structures (i.e., stormceptors) installed on the subject property by the Applicant and/or Owner shall be periodically monitored and maintained by the Applicant and/or Owner. Notwithstanding any other provision of this stipulation, all water quality and water quantity control structures installed, monitored, and maintained by the Applicant and/or Owner, shall be installed, monitored, and maintained in a manner consistent with that certain Hydrological Study by Greenhome & O'Mara (G&O) for the Kennedy Family Property dated October 3, 1997 as revised on October 20, 1997 and the Water Quality Design Memorandum by G&O for Overton Park dated November 6, 1997.

*2-22-98
Wick (stip #3)
continued*

5. All buildings constructed on the subject property shall be designed and constructed in a manner so that they do not create a visual impact as viewed from the surface of the Chattahoochee River and the area immediately adjacent to the river itself during the spring and summer seasons, down to a point on the river approximately 600 feet upstream from the I-75 bridge in the area where Rottenwood Creek confluences with the Chattahoochee River.
6. Should the Applicant and/or Owner desire to make any changes to the existing storm water outlet structures that run under Cumberland Parkway and outfall into the Rottenwood Creek basin as part of its storm water management program, all modifications to these structures shall be designed and installed in a manner so as to blend in with the natural environmental aesthetic conditions of the CRNRA in the Applicant and/or Owner's reasonable opinion.
7. Applicant and/or Owner will provide in every parking garage, designated preferential parking for carpools, vanpools, and other high occupancy vehicles.
8. If the Applicant and/or Owner seeks modification or other change in these stipulations, in addition to any other requirements of state and local law, such modification or other change must proceed as a petition for rezoning with specific notice by the Applicant and/or Owner to The Georgia Conservancy. This paragraph shall apply only to modifications or other changes as follows:
 - a. Any modification or change which would reduce the proposed number of residential units by more than twenty-five percent (25%); and
 - b. Any modification or change in Applicant's stated intention to convey by deed of gift to a recipient to be named later a portion of the Phase IV property lying within the 100 year flood plain and northerly of the proposed construction, and any change in Applicant's commitment to maintain such area in perpetuity as a natural green space area; and
 - c. Any modification or change to stipulations (4), (5), (6), (8)(e), (8)(f), (8)(g), (8)(h), (8)(i), and (8)(j); and
 - d. Any modification or change to Georgia Conservancy Stipulations 1-7 above.

**OFFICIAL MINUTES OF BOARD OF
COMMISSIONERS ZONING HEARING
AS TO AMENDMENT TO
APPLICATION FOR REZONING
NO. Z-22 (1998) – SEPTEMBER 15, 1998**

DO NOT UNSTAPLE. UNSTAPLING VIOLATES CERTIFICATION.

Minutes of the meeting of the Cobb County Board of Commissioners' Zoning Hearing held on **September 15, 1998** in the Second Floor Commissioners' Meeting Room, Cobb County Building, 100 Cherokee Street, Marietta, Georgia.

The meeting was called to order at 9:00 a.m. and the following members of the Cobb County Board of Commissioners were present and representing the entire Board:

BOARD OF COMMISSIONERS

Bill Byrne, Chairman
William A. Cooper
G. Woody Thompson
Gordon Wysong
Joe L. Thompson

Item #5

**TO CONSIDER SITE PLAN AND STIPULATION AMENDMENTS – Z-22 OF 1998
(HINES INTERESTS LIMITED)**

To consider Site Plan and Stipulation Amendments regarding application Z-22 of February 17, 1998 (Hines Interests Limited), for property located at the southeasterly intersection of I-75 and I-285 in Land Lots 981, 1012, 1013, 1014, 1027 and 1028 of the 17th District.

Mr. Danneman stated that subsequent to approval of the DRI, the method which ARC applies NOX ratings has been changed. Based on these changes the applicant can go back to the original density request and still be within the NOX limits. The site plan amendments were reported to include: increase in height of condominium project (with reduction in footprint), increase of office density, and addition of hotel to the project.

Following this report, the Board of Commissioners **approved** request for Site Plan and Stipulation Amendments regarding application Z-22 of February 17, 1998 (Hines Interests Limited), for property located at the southeasterly intersection of I-75 and I-285 in Land Lots 981, 1012, 1013, 1014, 1027 and 1028 of the 17th District **subject to: 1) site plan submitted (reduced copy attached and made a part hereof); 2) letter of agreeable conditions dated August 5, 1998 (attached and made a part hereof); 3) all other previously approved conditions/stipulations to remain in effect.** Motion by J. Thompson, second by Wysong, carried 5-0.



Georgia, Cobb County

I hereby certify the within and foregoing to be a true, correct and complete copy of the original that appears on record in the Cobb County Clerk's Office.

This 22nd day of July 2011

[Signature]
Deputy Clerk, Cobb County Board of Commissioners
Cobb County, Georgia

2-22 of 1998

AREA 1
 14,000 SF
 OFFICE - 10 STORY
 RESTAURANT
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

AREA 2
 10,000 SF
 RETAIL / RESTAURANT
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

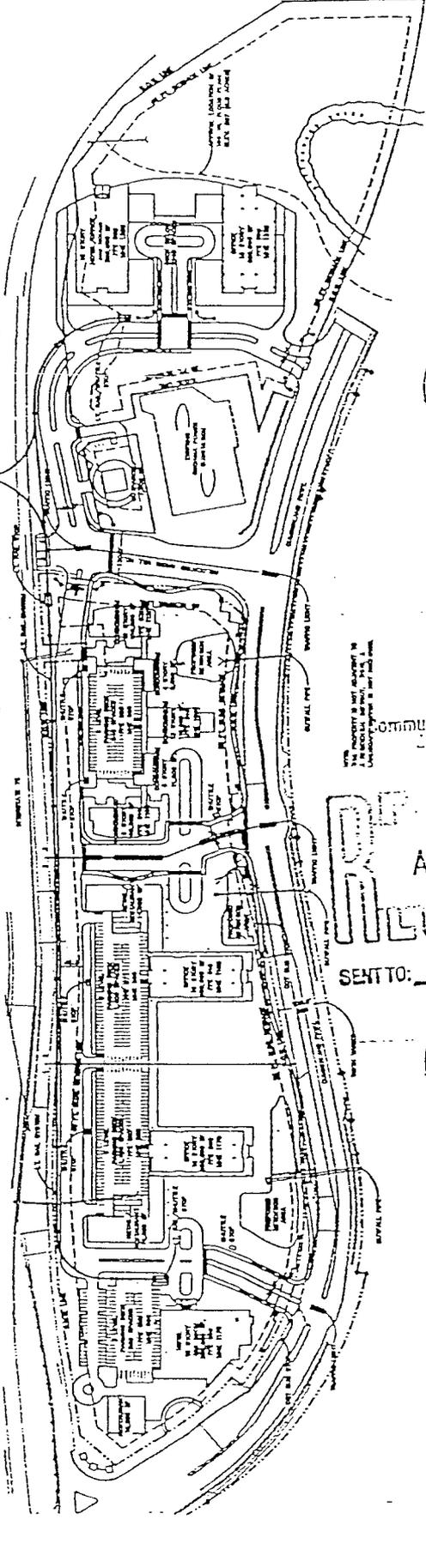
AREA 3
 10,000 SF
 CONDOMINIUM - 10 STORY
 CONDOMINIUM - 13 STORY
 CONDOMINIUM - 5 STORY
 CONDOMINIUM - 4 STORY
 TOTAL UNITS
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

AREA 4
 10,000 SF
 OFFICE - 10 STORY
 RESTAURANT/RETAIL
 TOTAL SF
 TOTAL ACRES
 PARKING PROVIDED
 PROP. DENSITY
 EX. DENSITY
 NET CHANGE

*Large Plan in file
 site plan as approved at Dec zoning
 hearings on 9/15/98 (Other Business Item #5)
 Carporting*

SUMMARY
 TOTAL SF
 TOTAL ACREAGE
 TOTAL PARKING PROVIDED
 EXISTING ZONING
 PROPOSED ZONING
 PROPOSED TOTAL DENSITY
 EX. DENSITY
 NET CHANGE
 * ALL BUILDING SF ARE BASED ON NET FINISHABLE AREA

AREA 1 AREA 2 AREA 3 AREA 4



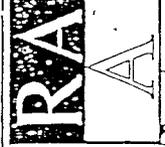
RECEIVED
 AUG - 5 1998

SENT TO: _____

NATIONAL PARK SERVICE

NATIONAL PARK SERVICE

Cobb County
 Community Development Dept.



ROY ARLBY
 ARCHITECTURE
 100 Peachtree Street, N.E.
 Atlanta, Georgia 30309
 Phone: (404) 525-1111
 Fax: (404) 525-1112

MASTER PLAN OF
 DEVELOPMENT

OVERTON
 PARK
 ATLANTA, GA

DATE	1/27/98
BY	RA
PROJECT NO.	98-001
SCALE	AS SHOWN
DATE	1/27/98

LEGEND
 1" = 100' NET FINISHABLE AREA
 1" = 100' EXISTING ZONING
 1" = 100' EXISTING PARKING
 1" = 100' EXISTING UTILITY LINES



SCALE: 1" = 100'
 0' 100' 200'

MOORE INGRAM JOHNSON & STEELE

A LIMITED LIABILITY PARTNERSHIP

JOHN H. MOORE
STEPHEN C. STEELE
WILLIAM R. JOHNSON
ROBERT D. INGRAM
BRIAN O'NEIL
PHILLIP BEGGS
EDMON L. BASHAM
MATTHEW J. HOWARD
ARAH L. BARGO
DIANE M. BUSCH
DAVID IAN MATTHEWS
DEREK C. SMITH
CLAYTON O. CARMACK
MICHELLE S. DAVENPORT
LEVIN B. CARLOCK
ALEXANDER T. GALLOWAY III
ANDY ADAMEK

J. KEVIN MOORE
WILLIAM C. BUHAY
SUSAN S. STUART
MICHAEL W. KITCHENS
RODNEY R. MCCOLLOCH
DANIEL A. LANDIS
BRIAN D. SMITH
HARRY R. TEAR III
MICHAEL R. WING
W. TROY HART
JOSEPH H. AKERS
JEFFREY A. DAXE
JENNIFER L. SCOLIARD
MELISSA W. GILBERT
M. SUZANNE CAUSEY
DEAN C. BUCCI

* ALSO ADMITTED IN NC

192 ANDERSON STREET
MARIETTA, GEORGIA 30060

POST OFFICE BOX 3305
MARIETTA, GEORGIA 30061

TELEPHONE
(770) 429-1499

TELECOPIER
(770) 429-8631

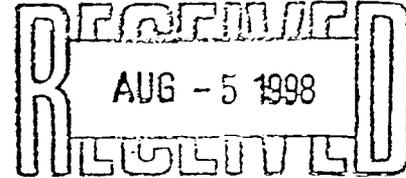
August 5, 1998

*Z-22 of 1998
stipulated letter
of 9/15/98 Box zoning
appearing (other
Business Item #5)
Caron Feng*

WRITER'S DIRECT DIAL NUMBER

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
Development Department
Suite 300
191 Lawrence Street
Marietta, Georgia 30060-1661

Hand Delivered
Cobb County
Community Development Dept.
ZONING DIVISION



RE: Application for Site Plan Amendment SENT TO: _____

Application No.: Z-22 (1998)

Applicant: Hines Interests Limited Partnership

Owners: Sentinel Partners, L.L.L.P. and Gayle E. Kennedy and NationsBank of Georgia, N.A., as Co-Trustees of the Trust Established Under Item V of the Last Will and Testament of Albert Thornton Kennedy

Property: 33.53, more or less acres located at the southeasterly intersection of I-75 and I-285, Land Lots 981, 1012, 1013, 1014, 1027, 1028, 17th District, 2nd Section, Cobb County, Georgia

Dear Mark:

As you know, we represent the above-referenced Applicant, Hines Interests Limited Partnership (hereinafter referred to as "Applicant"), and the Property Owners, Sentinel Partners, L.L.L.P. and Gayle E. Kennedy and NationsBank of Georgia, N.A., as Co-

MOORE INGRAM JOHNSON & STEELE

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
Development Department
Page Two
August 5, 1998

*Stipulation 198
2-22-98
pg #2*

Trustees of the Trust Established Under Item V of the Last Will and Testament of Albert Thornton Kennedy (hereinafter collectively referred to as "Owners"). As you are also aware, on or about February 17, 1998, the Board of Commissioners granted final approval of rezoning of the subject property from the Office and Institutional ("OI") and RM-12 zoning categories to the Retail and Residential Commercial ("RRC") zoning category, said rezoning being pursuant and specific to the Master Plan of Development prepared for Applicant and Owner by Roy Ashley & Associates, Inc. dated October 30, 1997, revised January 29, 1998, and submitted January 29, 1998, a copy of which was attached to the official minutes. The rezoning was further approved and conditioned upon certain stipulations, including, but not limited to review and approval by the Board of Commissioners of any future revisions to the Master Plan of Development previously approved by the Board.

After the initial submission to the Atlanta Regional Commission ("ARC") by Applicant in October 1997, the ARC's Transportation Planning Staff performed an "emissions analysis" for the development based on trip generation estimates, calculated as a function of proposed housing units and developable square footage.

The emissions analysis determined that the development as originally designed would produce 61.326 tons per year of nitrogen oxides, which would exceed the ARC policy of 50 tons per year pursuant to the Development of Regional Impact ("DRI"). This 50 tons of nitrogen oxides threshold was established based on the threshold established by the General Conformity section of the Federal Clean Air Act, which states that the federal government will not finance any project that produces 50 tons or greater of nitrogen oxides per year. The Applicant's original submission included the following land uses and densities:

- General Office 1,434,000 square feet;
- Residential 400 units;
- Restaurant 22,500 square feet;
- Hotel 300 rooms;
- Drive-In Bank 7,500 square feet.

MOORE INGRAM JOHNSON & STEELE

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
Development Department

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August 5, 1998

*Step letter
2-22-98
pg # 3*

As a result of the trip generations estimated for the development, the Applicant proposed the following transportation demand management strategies:

- (1) A nine (9) foot wide multi-use path along Kennedy Parkway (Cumberland Boulevard) and relocated Akers Mill Road and pedestrian pathways throughout the development;
- (2) Dedication of air and ground rights for the proposed future light rail or monorail system;
- (3) Designated bicycle-parking areas within each office building parking deck in anticipation of future need;
- (4) Coordination with the Cobb Community Transit ("CCT") to construct two (92) bus stops along Kennedy Parkway and another in the vicinity of the Phase IV area of the development; and
- (5) To provide shuttle bus service to the Galleria/Cumberland Mall area and the CCT Cumberland transfer station "on a continuous basis during normal working hours" until the Cobb CID/TMA establishes service to the development.

In the ARC's previous clean air model, the Applicant's proposed transportation enhancements to reduce travel by single occupant vehicles had no affect on the development's calculated nitrogen oxide output. In addition, the Applicant's proposed mixed-use concept was not given any consideration, and the proposed density of the development actually became a detriment to its ability to pass the existing nitrogen oxide standard.

With no credit given for the proposed transportation enhancements, the Applicant was forced to reduce the proposed office density of the development by 26.78 percent from 1,434,000 square feet to 1,050,000 square feet. This reduction was in addition to the Applicant's original reduction in office density from 1,780,000

MOORE INGRAM JOHNSON & STEELE

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
Development Department
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pg #4

square feet to 1,434,000 square feet (19.4 percent) in order to add the 400 residential units.

The ARC adopted a new Air Quality Benchmarks for DRI Evaluations system in July 1998. Under the new standards, the Applicant is given "Vehicle Motor Trip" ("VMT") credits for its proposed transportation enhancements that will help achieve a reduction in mobile source emissions. Based on the currently approved Overton Park land uses and densities, the development would receive the following VMT credits:

- I. Projects that meet the relevant density target levels will receive the following VMT credits:
 - A. For projects where Retail and Office are the dominant use:
Floor Area Ratios between .6 and .8 -.4%
- II. Projects that contain a 'mix' of uses will receive the following VMT credits:
 - A. For projects where Office is the dominant use:
If at least 10% of the floor area is residential space -.4%
(520,325 square feet versus
4,181,577 square feet or 12.44%)
- III. Projects that contain transportation service enhancements will receive the following VMT credits:
 - C. TMA that includes shuttle service to an activity center or node -.7%

MOORE INGRAM JOHNSON & STEELE

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
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*Step letter
2-27-98
pg #5*

IV. Projects that contain bicycle or pedestrian facilities within the site receive the following VMT credits:

E. Bike/ped networks in developments that meet one Density or Mixed Use target, and connect to adjoining uses	-6%
Total	-21%

Given the new Air Quality Benchmark evaluation format, the Applicant would not be penalized by increasing the office density to the original level of 1,434,000 square feet. In addition, while the residential component certainly adds an attractive "mixed-use" component to the development, given the project's proposed office density and proposed transportation enhancements, the development would still receive an acceptable 17 percent VMT credit reduction without the residential component.

Based on the foregoing, Applicant and Property Owners submit the following amendments to the Master Plan of Development approved by the Board of Commissioners on February 17, 1998, and if approved, as submitted, shall become an additional part of the grant of the final zoning and shall be binding upon the property. The requested amendments to the Master Plan of Development are as follows:

- (1) Applicant requests an amendment to the site plan pursuant and specific to that certain Master Plan of Development prepared for Applicant and Property Owners by Roy Ashley & Associates, Inc. dated August 4, 1998, copies of which are submitted herewith.
- (2) Revision to the specific phases of the Master Plan as follows:

MOORE INGRAM JOHNSON & STEELE

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
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Area I - 9.90 acres, more or less:

- (a) Increase the maximum height of the hotel from sixteen (16) stories to nineteen (19) stories, and increase the maximum number of rooms from 300 to 419 rooms and associated meeting/conference space;
- (b) Increase the total density of the two (2) commercial out parcels from 15,000 square feet to 24,500 square feet as follows:
 - i) Free-standing parcel having 10,500 square feet; and
 - ii) Parcel adjacent to office building having 14,000 square feet.

Area II - 5.3 acres, more or less:

- (a) Increase the density of the out parcel from 7,500 square feet to 14,000 square feet.

Area III - 6.07 acres:

- (a) Increase the height restriction for the residential development from six (6) stories to nineteen (19) stories; and
- (b) Increase the density of the out parcel from 7,500 square feet to 14,000 square feet.

MOORE INGRAM JOHNSON & STEELE

Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
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Area IV - 12.56 acres:

- (a) Increase the office density in the office/hotel development from 175,000 square feet to 350,000 square feet; and
- (b) Increase the density of the office building from 175,000 square feet to 400,000 square feet.

This letter shall also act as an amendment to the previous letter of agreeable stipulations and conditions dated February 13, 1998. All other provisions, stipulations, and conditions contained within the letter of February 13, 1998, and the subsequent minutes of the Board of Commissioners Zoning Hearing held on February 17, 1998, shall remain otherwise unaffected. We respectfully request that this application for site plan amendment be placed on the Board of Commissioners' "Other Business Agenda" for the next regularly scheduled Zoning Hearing on August 18, 1998.

We further believe that the development, when taken into consideration with the previous minutes and stipulations placed upon the development together with the amended stipulations and site plan contained herein, is an appropriate use of the subject property and will not only provide an enhancement to the subject property but will also provide a quality development and unique characteristics to this ever-growing and changing area of Cobb County. Thank you for your consideration in this matter. We look forward to the addition of this item to the upcoming Zoning Hearing agenda.

MOORE INGRAM JOHNSON & STEELE

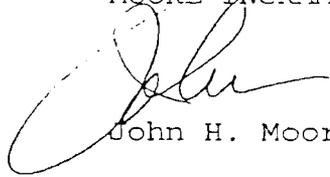
Mr. Mark A. Danneman
Zoning Administrator
Zoning Division
Cobb County Community
Development Department
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August 5, 1998

*Step letter
2-22-98
PS #8*

With kindest regards, I remain

Very truly yours,

MOORE INGRAM JOHNSON & STEELE, LLP



John H. Moore

JHM:cc
Enclosures