

**NOVEMBER 15, 2016 ZONING HEARING
“OTHER BUSINESS”
COMMISSION DISTRICT 2**

ITEM 074

PURPOSE

To consider a stipulation amendment and site plan amendment for Greenstone Ventures, Inc. regarding rezoning application Z-34 of 2007 (Grove Street Partners, LLC), for property located on the east side of Cobb Galleria Parkway and on the western side of I-75, in Land Lots 980, 1013 and 1014 of the 17th District.

BACKGROUND

The subject property was rezoned to RRC (Regional Retail Commercial) in 2007 for a mixed use development consisting of residential, retail office and a hotel. In 2007 the proposal included 400,000 square feet of office (16 stories), 35,000 square feet of retail, a twenty-two story hotel with 250 rooms, and 50 residential units. The applicant’s proposal contains the same uses as the 2007 zoning action with exactly the same square footages and number of units. The applicant’s proposal seeks to move uses around to fit their development proposal. The applicant’s representative has submitted a detailed letter (Exhibit B) that goes into more detail about this proposed amendment. If approved, all previous stipulations not in conflict with this amendment should remain in effect.

RECOMMENDATION

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

ATTACHMENTS

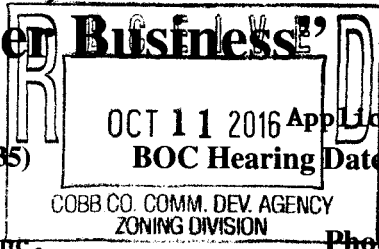
Other Business application and zoning stipulations.

(Site Plan and Stipulation Amendment)

Application for "Other Business"

Cobb County, Georgia

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



Application No.: OB- 74 -2016
Date Requested: November 15, 2016

Applicant: Greenstone Ventures, Inc. Phone #: (678) 589-7608
(applicant's name printed)

Address: Suite 320, 3301 Windy Ridge Parkway, **E-Mail:** delittle@greenstone-
Moore Ingram Johnson & Steele, LLP Atlanta, GA 30339 properties.com
John H. Moore

Address: Emerson Overlook, 326 Roswell Street
Marietta, GA 30060
(representative's name, printed)

BY: [Signature] Phone #: (770) 429-1499 **E-Mail:** jmoore@mij.com
(representative's signature)

Signed, sealed and delivered in presence of:

[Signature: Carolyn E. Cook] My commission expires: January 10, 2019
Notary Public



Titleholder(s): Cobb-Marietta Coliseum and
Exhibit Hall Authority Phone #: (770) 955-8000
(property owner's name printed)

Address: Two Galleria Parkway, Atlanta, GA 30339 **E-Mail:** _____

See Attached Exhibit "A" for Signature of
Titleholder's Representative
(Property owner's signature)

Signed, sealed and delivered in presence of:

_____ My commission expires: _____
Notary Public

Commission District: 2 (Ott) **Zoning Case:** Z-34 (2007)

Size of property in acres: 4.46± **Original Date of Hearing:** 04/17/2007
Zoning Decision Hearing: 07/17/2007

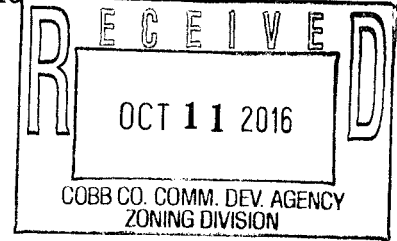
Location: Easterly side of Cobb Galleria Parkway; westerly side of Interstate 75;
(street address, if applicable; nearest intersection, etc.) northerly of Cumberland Boulevard

Land Lot(s): 980, 1013, 1014 **District(s):** 17th

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

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

OB Application No.: OB- 74 -2016
Application No.: Z-34 (2007)
Original Hearing Date: April 17, 2007
Date of Zoning Decision: July 17, 2007
Current Hearing Date: November 15, 2016



Applicant: Greenstone Ventures, Inc.
Titleholder: Cobb-Marietta Coliseum and Exhibit Hall Authority

COBB-MARIETTA COLISEUM AND EXHIBIT
HALL AUTHORITY

BY: Jerry W. Nix
Jerry W. Nix
Chairman

Date Executed: October 11, 2016

Address: Two Galleria Parkway
Atlanta, Georgia 30339

Telephone No.: (770) 955-8000

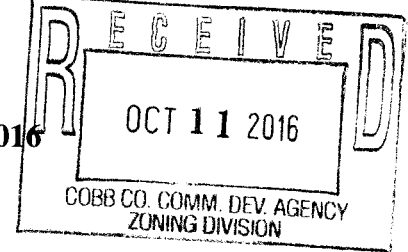
Signed, sealed, and delivered in the presence of:

[Signature]
Notary Public
Commission Expires: _____

[Notary Seal]
NOTARY PUBLIC
Cobb County, GEORGIA
My Commission Expires 01-30-19

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

OB Application No.: OB- 74 -2016
Application No.: Z-34 (2007)
Original Hearing Date: April 17, 2007
Date of Zoning Decision: July 17, 2007
Current Hearing Date: November 15, 2016



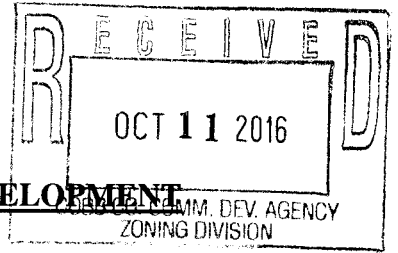
BEFORE THE COBB COUNTY BOARD OF COMMISSIONERS

Applicant: Greenstone Ventures, Inc.
Titleholder: Cobb-Marietta Coliseum and Exhibit Hall Authority

On July 17, 2007, the Cobb County Board of Commissioners approved the rezoning of an approximately 5.11 acre tract located on the easterly side of Cobb Galleria Parkway, the westerly side of Interstate 75, northerly of Cumberland Boulevard, in Land Lots 980, 1013, and 1014, 17th District, 2nd Section, Cobb County, Georgia (hereinafter "Property" or "Subject Property") to the Regional Retail Commercial ("RRC") zoning category for a mixed-use development, consisting of office, hotel, retail, condominiums, and related services.

Greenstone Ventures, Inc., as Applicant in this Application for "Other Business" (hereinafter "Applicant"), proposes development of the Subject Property pursuant to the RRC zoning classification, and seeks approval by the Cobb County Board of Commissioners for revisions to the previously approved site plan and stipulations. The proposed amendments are enumerated 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; together with any and all Departmental Comments and Staff Recommendations relating to the Subject Property from any prior zoning actions.
- (2) Development of the Subject Property shall be to the Regional Retail Commercial ("RRC") zoning category, as previously approved by the Cobb County Board of Commissioners on July 17, 2007, site plan specific to the "Overall Zoning Site Plan" (hereinafter "Site Plan") prepared for Applicant by Croy Engineering, LLC, dated September 29, 2016, and filed contemporaneously herewith. A reduced copy of the Site Plan as to the Subject Property is attached hereto as Exhibit "1" for ease of review and incorporated herein by reference.
- (3) The Subject Property consists of approximately 4.46 acres of total site area and shall be developed for a mixed-use development consisting of office, hotel, retail, condominiums, and related services.



I. STIPULATIONS APPLICABLE TO THE OVERALL DEVELOPMENT

- (1) Signage for the proposed, overall 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. There shall be monument signage at the designated entrance area, all as more particularly shown and reflected on the proposed Site Plan. Additionally, any building signage shall be allowed pursuant to Cobb County Code.
- (2) The entrance area, together with all islands and planted areas, shall be professionally designed, landscaped, irrigated, and maintained. These areas shall be part of the overall landscape plan approved by staff as part of the Plan Review Process.
- (3) Lighting within the overall development shall be environmentally sensitive, decorative, and themed to the architecture and style of the respective components of the development.
- (4) There shall be no tenant vehicles or vehicles of any type parked in front of the proposed retail building containing tenant identification signage or advertising signage. This provision shall be contained within any lease between Applicant and any prospective tenant, and Applicant agrees to enforce these provisions against any tenant which violates the foregoing. Additionally, there shall be no vehicles parked in front of the proposed retail building with "for sale" signs posted thereon.
- (5) Setbacks for the components of the overall proposed development shall be as more particularly shown and reflected on the referenced, proposed al Site Plan.
- (6) Minor modifications to the within stipulations, the referenced Site Plan, lighting, landscaping, signage, 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 a residential project or the overall square footage of a non-residential project;
 - (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.

- (7) 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.
- (8) 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.
- (9) 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.
- (10) Applicant agrees to comply with all Cobb County Stormwater Management requirements applicable to the Subject Property.
- (11) All utilities for the proposed overall development shall be located underground.
- (12) 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.
- (13) The following uses shall be prohibited from the proposed overall development:
 - (a) Video arcades as a primary use;
 - (b) Adult-themed bookstores as a primary use;
 - (c) Automotive sales, leasing, repair, and/or service facilities;
 - (d) Gas stations and self-service gas stations that sell gas and convenience stores;
 - (e) Truck and trailer leasing facilities;
 - (f) Automotive paint and body repair shops;
 - (g) Automotive upholstery shops;
 - (h) Billiards and pool halls which are the sole or predominant use;
 - (i) Bus stations (not to exclude bus stops);
 - (j) Fraternity and sorority house;
 - (k) Full-service gas stations;
 - (l) Light automotive repair;
 - (m) Rooming houses and boarding houses;
 - (n) Any form of adult entertainment business; and
 - (o) Nightclubs and bars, except that same would be permitted within a restaurant or hotel provided that they are an integral part of a restaurant operation.
- (14) As to the overall development, there shall be “zero lot lines” among the various components within the development so as to allow for the free flow of access, parking, and the like.
- (15) Detention and water quality facilities for the proposed development shall be in accordance with Cobb County Stormwater Management requirements.

- (16) Parking for the overall development shall be provided as per Cobb County Code.
- (17) There shall not be required decel lanes at the entrance to the proposed development.
- (18) Applicant agrees that there shall be no interparcel access established between Applicant and the adjacent properties unless and until the owners of each respective property so agree.
- (19) All construction and employee vehicles and equipment will be parked, and otherwise located on, the Subject Property during development of infrastructure and construction of the structures, and shall not be parked on or along Cobb Galleria Parkway.
- (20) Any existing curb, gutter, and sidewalk along Cobb Galleria Parkway which may be damaged during construction shall be replaced by Applicant following completion of the development.

II. OFFICE COMPONENT

- (1) The office tower shall consist of a maximum of sixteen (16) stories containing a maximum of 400,000 square feet of Class "A" office space.
- (2) The exterior façade of the office tower shall consist of glass, brick, stone, and stucco, or combinations thereof, and shall be complementary to the hotel and retail/residential components within the proposed development, and shall be substantially similar to the renderings attached hereto as Exhibit "2" and incorporated herein by reference.
- (3) Businesses within the office component shall utilize available surface parking surrounding the office tower and retail/residential building; as well as, the parking decks within the proposed development.

III. HOTEL COMPONENT

- (1) The proposed hotel tower shall consist of a maximum of twenty-two (22) stories containing a maximum of 155,000 square feet for 250 keys.
- (2) The exterior façade of the hotel tower shall consist of glass, brick, stone, and stucco, or combinations thereof, and shall be complementary to the office and retail/residential components within the proposed development, and shall be substantially similar to the renderings attached hereto as Exhibit "2" and incorporated herein by reference.
- (3) Included within the hotel tower may be restaurant facilities, indoor pool, concierge, and related guest facilities.

- (4) Guests of the hotel shall utilize available surface parking surrounding the hotel tower and retail/residential building; as well as, the parking decks within the proposed development.

IV. RETAIL AND RESIDENTIAL COMPONENTS

- (1) The retail and residential components shall be developed to share space in one structure, with residential condominium units located over retail.
- (2) There shall be a maximum of one 35,000 square feet of retail space.
- (3) The multi-story residential and retail building shall contain a maximum of fifty (50) luxury units, as shown and reflected on the referenced Site Plan. Specifics as to the units are as follows:
 - (i) Units shall consist of studio, one, two, and three bedrooms;
 - (ii) Unit size shall range from a minimum of seven hundred (700) square feet, and greater.
- (4) The building shall be constructed of stucco-type, brick, stone, stacked stone, and other hard-surface materials, and combinations thereof, and shall be complementary in style and architecture to the office and hotel towers.
- (5) There shall be levels of below grade parking and podium parking for residents, tenants, and customers of the multi-story residential and retail buildings. Additionally, there shall be surface parking, as more particularly shown and reflected on the Site Plan for retail customers and clients and guests of residents.
- (6) Access to the residential portion of the proposed community and parking may be gated.

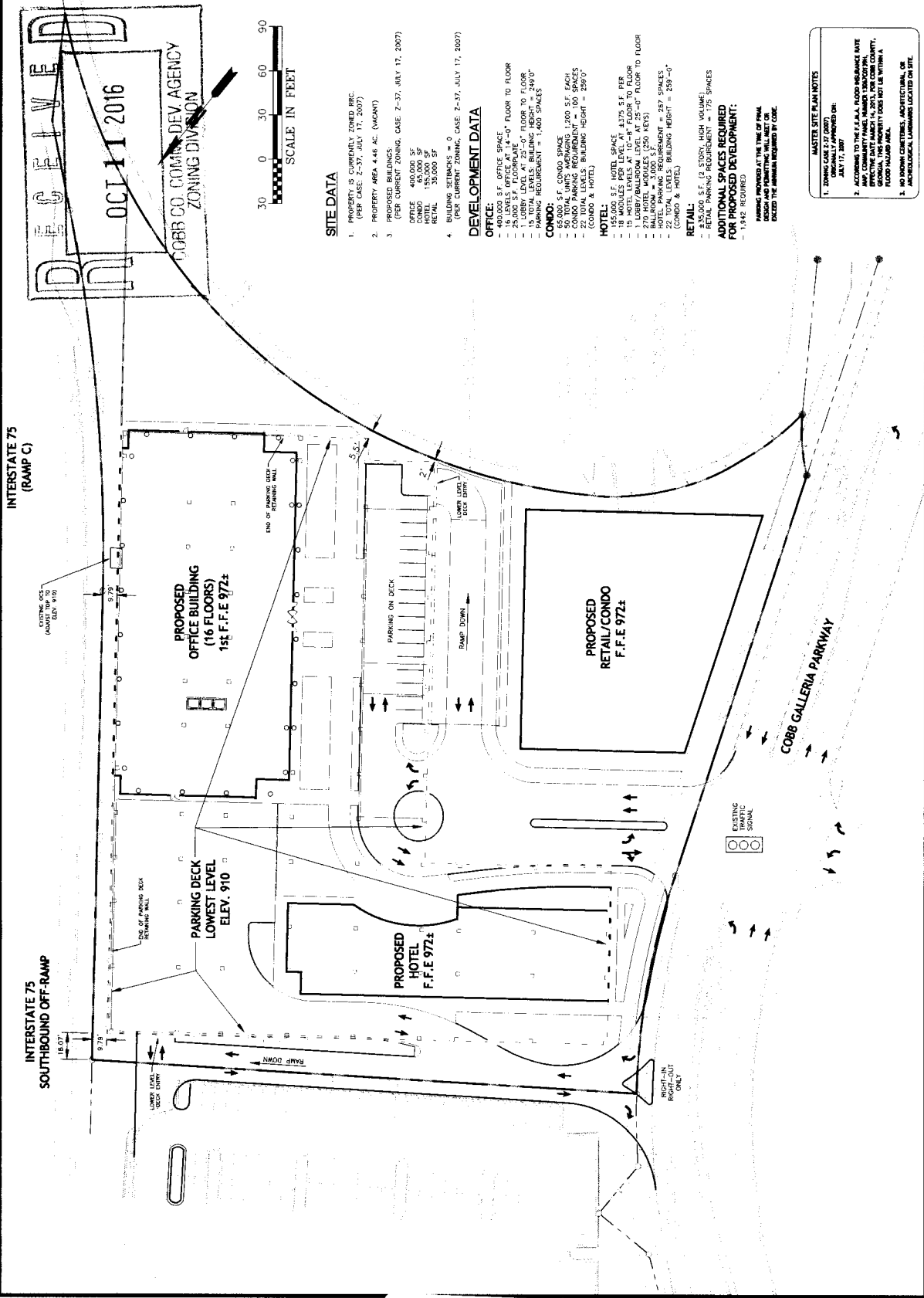
The amendments proposed and presented herein in no way adversely impact or affect the quality or integrity of the development initially approved by the Cobb County Board of Commissioners. If the requested approval of the Site Plan and amendments to the stipulations are approved, as submitted, they shall become an additional part of the final rezoning and shall be binding upon the Subject Property.

CROY ENGINEERING
 Engineers Planners Surveyors
 200 NORTH COBB PARKWAY, SUITE 415
 MARIETTA, GA 30067
 PHONE: (770) 971-5407 FAX: (770) 971-0520

ZONING SITE PLAN
 GREENSTONE - CEPAC SITE
 LAND LOT(S) 980,1013,1014
 OF THE 17th DISTRICT - SECTION
 MARIETTA, COBB COUNTY, GEORGIA



DATE FILED	09/29/2016
ORDERED BY	LCC
ISSUED	JULY 17, 2017
SCALE	1" = 50'
PROJECT NUMBER	1220.11
DRAWING NUMBER	2
SHEET	2 of 3



SITE DATA

- PROPERTY IS CURRENTLY ZONED RRC. (PER CASE: 2-37, JULY 17, 2007)
- PROPERTY AREA 4.46 AC. (VACANT)
- PROPOSED BUILDINGS:
 OFFICE 400,000 SF
 CONDO 45,000 SF
 RETAIL 33,000 SF
- BUILDING STAIRS = 0 (PER CURRENT ZONING, CASE: 2-37, JULY 17, 2007)

DEVELOPMENT DATA

- OFFICE:**
- 15 LEVELS OFFICE AT 14'-0" FLOOR TO FLOOR
 - 25,000 S.F. FLOORPLATE - FLOOR TO FLOOR
 - 15 TOTAL LEVELS BUILDING HEIGHT = 249'0"
 - PARKING REQUIREMENT = 1,400 SPACES
- CONDO:**
- 50 TOTAL UNITS AVERAGING 1,200 S.F. EACH
 - CONDO PARKING REQUIREMENT = 100 SPACES
 - CONDO BUILDING HEIGHT = 229'0" (CONDO & HOTEL)
- HOTEL:**
- 150,000 S.F. HOTEL SPACE
 - 15 HOTEL LEVELS AT 16'-0" FLOOR TO FLOOR
 - 1 LOBBY/BALLROOM LEVEL AT 25'-0" FLOOR TO FLOOR
 - BALLROOM = 3,000 S.F. (250 SEAT)
 - HOTEL PARKING REQUIREMENT = 287 SPACES (CONDO & HOTEL)
 - BUILDING HEIGHT = 229'-0"
- RETAIL:**
- 235,000 S.F. (2 STORY, HIGH VOLUME)
 - RETAIL PARKING REQUIREMENT = 175 SPACES

ADDITIONAL SPACES REQUIRED FOR PROPOSED DEVELOPMENT:

1,342 REQUIRED

SPACES PROVIDED AT THE TIME OF FINAL PERMITTING SHALL EXCEED THE AMOUNT REQUIRED BY CODE.

- MASTER SITE PLAN NOTES**
- ZONING CASE 2-37 (2007) ORIGINALLY APPROVED ON: JULY 17, 2007
 - ACCORDING TO THE F.S.A.A. FLOOD INSURANCE RATE MAP, THE PROPERTY IS LOCATED WITHIN A FLOOD-HAZARDOUS AREA. THE PROPERTY DOES NOT LIE WITHIN A FLOOD-HAZARDOUS AREA. THE PROPOSED DEVELOPMENT IS NOT A FLOOD-HAZARDOUS AREA. THE PROPOSED DEVELOPMENT IS NOT A FLOOD-HAZARDOUS AREA.

INTERSTATE 75 (RAMP C)

INTERSTATE 75 SOUTHBOUND OFF-RAMP

COBB GALLERIA PARKWAY

PROPOSED OFFICE BUILDING (16 FLOORS) 1st F.F.E. 972±

PARKING DECK LOWEST LEVEL ELEV. 910

PROPOSED HOTEL F.F.E. 972±

PROPOSED RETAIL/CONDO F.F.E. 972±

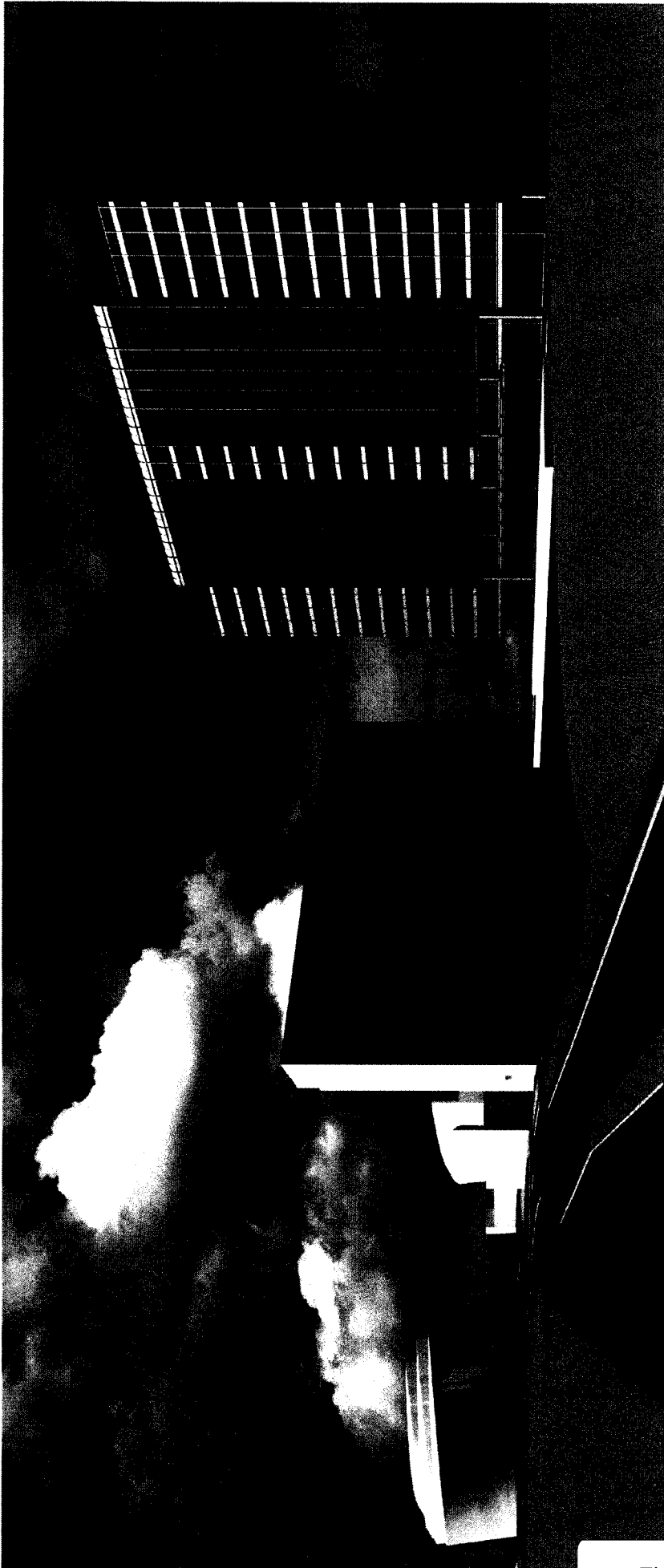


EXHIBIT "2"

WBA ARCHITECTURE · INTERIORS · PLANNING
OFFICE TOWER- EXTERIOR PERSPECTIVE 2
WAKEFIELD BEASLEY & ASSOCIATES ARCHITECTS, INC | WWW.WBASOCIATES.COM | ATLANTA · JACKSONVILLE · DUBLIN · PANAMA

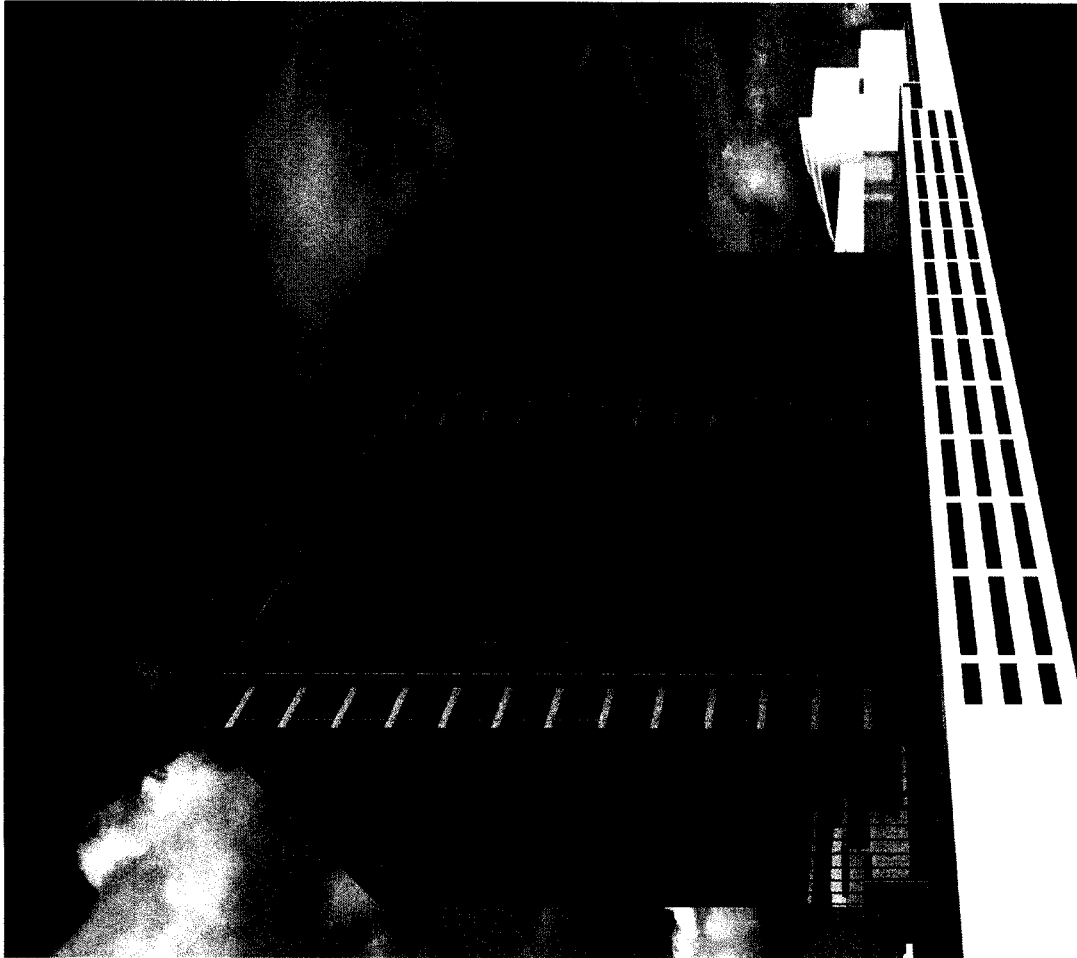
RECEIVED
OCT 11 2016
CROSS CO. COMM. DEV. AGENCY
ZONING DIVISION

ENCORE CENTER 100
ATLANTA, GEORGIA



GREENSTONE
PROPERTIES **D**

EXHIBIT "2"



RECEIVED
OCT 11 2016
COBB CO. COMM. DEV. AGENCY
ZONING DIVISION

WBA ARCHITECTURE - INTERIORS - PLANNING
OFFICE TOWER- EXTERIOR PERSPECTIVE 3

WHELFIELD BEASLEY & ASSOCIATES ARCHITECTS, INC. | WWW.WBASOCIATES.COM | ATLANTA - JACKSONVILLE - DUBAI - PANAMA

ENCORE CENTER 100
ATLANTA, GEORGIA



GREENSTONE
PROPERTIES

E

**ZONING SITE PLAN SUBMITTED FOR
APPROVAL BY BOARD OF
COMMISSIONERS PURSUANT TO
APPLICATION FOR “OTHER BUSINESS” –
NOVEMBER 15, 2016**

**SITE PLAN FOR
GALLERIA PARKWAY MIXED-USE
APPROVED BY BOARD OF
COMMISSIONERS PURSUANT TO
APPLICATION FOR REZONING
NO. Z-34 (2007) – JULY 17, 2007**

**OFFICIAL MINUTES OF COBB COUNTY
BOARD OF COMMISSIONERS ZONING
HEARING FOR Z-34 (2007) –
JULY 17, 2007**

**MINUTES OF ZONING HEARING
COBB COUNTY BOARD OF COMMISSIONERS
JULY 17, 2007
9:09 A.M.**

The Board of Commissioners' Zoning Hearing was held on Tuesday, July 17, 2007, at 9:09 a.m. in the second floor public meeting room of the Cobb County building, Marietta, Georgia. Present and comprising a quorum of the Board were:

Chairman Samuel S. Olens
Commissioner Helen Goreham
Commissioner Joe L. Thompson
Commissioner Tim Lee
Commissioner Annette Kesting

Z-34 GROVE STREET PARTNERS, LLC (Cobb-Marietta Coliseum and Exhibit Hall Authority, owners) requesting Rezoning from **OI** and **GC** to **RRC** for the purpose of a Mixed Use Development in Land Lots 980, 1013 and 1014 of the 17th District. Located on the eastern side of Cobb Galleria Parkway, north of Cumberland Boulevard and on the western side of I-75, north of Cumberland Boulevard.

The public hearing was opened and Mr. John Moore and Mr. Ron Sifen addressed the Board. Following presentations and discussion, the following motion was made:

MOTION: Motion by Thompson, second by Lee, to approve Rezoning to the **RRC** zoning district subject to:

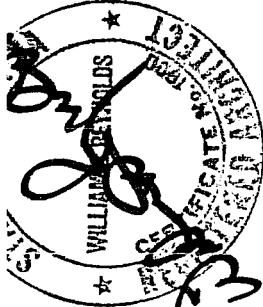
- **site plan received by the Zoning Division June 27, 2007, with the District Commissioner approving minor modifications (attached and made a part of these minutes)**
- **subject to Development of Regional Impact from the Atlanta Regional Commission and the Georgia Regional Transportation Authority (on file in the Zoning Division)**
- **letter of agreeable conditions from Mr. John Moore, dated June 27, 2007 with the following changes: (attached and made a part of these minutes)**
 - **Page #3 – Second paragraph: Amend to reflect the “northern” tower is twenty-two stories and the “southern” tower is sixteen stories.**
 - **Page #9 – Item No. 14 – Add to the end of paragraph: “There shall be interparcel access with the future development to the south.”**

- **project to be developed in general conformity to the Smallwood, Reynolds, Stewart, Stewart & Associates, Inc. drawings dated January 23, 2007 (attached and made a part of these minutes)**
- **Fire Department comments and recommendations**
- **Water and Sewer Division comments and recommendations**
- **Stormwater Management Division comments and recommendations**
- **Cobb DOT comments and recommendations *(the requirements for the proposed deceleration lane along Cobb Galleria Parkway will be deferred until the corridor and overall master plan are evaluated to determine the optimum location for the proposed improvement)***

VOTE: **ADOPTED** unanimously

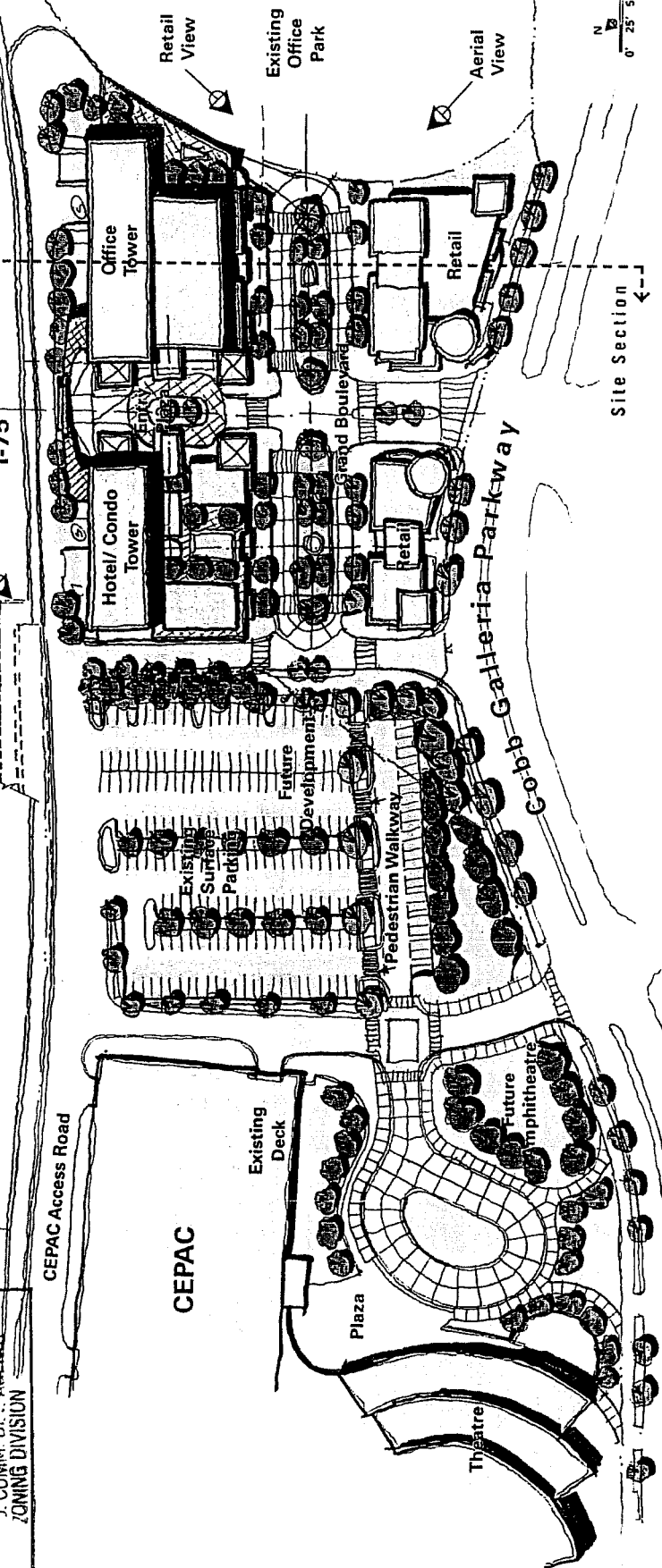
Min. Blk. 51 Petition No. 2-34
 Doc. Type Site Plan

Meeting Date July 7, 2007 Site Plan



RECEIVED
 JUN 27 2007
 J. COMM. AGENCY
 ZONING DIVISION

To Cumberland Station
 Pedestrian Connection to GRITA Parking Level 1-75



OFFICE:

- 400,000 SF Office Space
- 16 Levels Office at 14'-0" floor to floor
- 25,000 SF Floorplate
- 1 Lobby Level at 25'-0" floor to floor
- 15 Total Levels: Building Height = 249'-0"
- Parking Requirement = 1,400 spaces

CONDO:

- 65,000 SF Condo Space
- 50 Total Units averaging 1,200 SF each
- Condo Parking Requirement = 100 spaces
- 22 Total Levels: Building Height = 259'-0"
- (Condo & Hotel)

HOTEL:

- 155,000 SF Hotel Space
- 18 Modules per Level at ± 375 SF per
- 15 Hotel Levels at 10'-8" floor to floor
- 1 Lobby/Ballroom Level at 25'-0" floor to floor
- 270 Hotel Modules (250 Keys)
- Ballroom = 3,000 SF
- Hotel Parking Requirement = 267 spaces
- 22 Total Levels: Building Height = 259'-0"
- (Condo & Hotel)

RETAIL:

- ± 35,000 SF (2 Story, High Volume)
- Retail Parking Requirement = 175 spaces

PARKING:

- 1,942 Required + 840 GRITA + 25 CEPAC = 2,807 Total
- (750 spaces shared with CEPAC)



GALLERIA PARKWAY MIXED-USE

January 23, 2007



Smallwood, Reynolds, Stewart, Stewart & Associates, Inc.

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MOORE INGRAM JOHNSON & STEELE

A LIMITED LIABILITY PARTNERSHIP

WWW.MIJS.COM

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P.O. BOX 3305 • MARIETTA, GEORGIA 30061

TENNESSEE OFFICE

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G. LAMAR SMITH, JR
CAREY E. ATKINS**
STAYCE BURKHART**

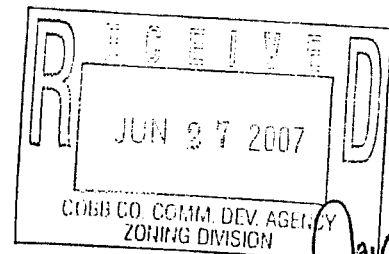
OF COUNSEL:
JOHN L. SKELTON, JR.†

† ALSO ADMITTED IN TN
• ALSO ADMITTED IN FL
** ALSO ADMITTED IN NM
*** ALSO ADMITTED IN NC
**** ALSO ADMITTED IN OH
•• ADMITTED ONLY IN TN
••• ADMITTED ONLY IN FL

June 27, 2007

Mr. John P. Pederson, AICP
Planner III
Zoning Division
Cobb County Community Development Agency
Suite 300
191 Lawrence Street
Marietta, Georgia 30060-1661

Min. Bk. 51 Petition No. Z-34
Doc. Type Letter of
agreeable conditions
Meeting Date July 17, 2007
Hand Delivered



RE: Application for Rezoning

Application No.: Z-34 (2007)

Applicant: Grove Street Partners, LLC

Owner: Cobb-Marietta Coliseum and
Exhibit Hall Authority

Property: 5.11 acres located on the
easterly side of Cobb Galleria
Parkway; westerly side of I-75;
south of Akers Mill Road;
Land Lots 980, 1013, and 1014,
17th District, 2nd Section,
Cobb County, Georgia

Dear John:

As you know, the undersigned and this firm represent the Applicant, Grove Street Partners, LLC (hereinafter referred to as "Applicant"), and the Property Owner, the Cobb-Marietta Coliseum and Exhibit Hall Authority as (hereinafter referred to as "Owner"), in the above-referenced Application for Rezoning with regard to a total tract of approximately 5.11 acres, more or less, located on the easterly side of Cobb Galleria Parkway; the westerly side of I-75; south of Akers Mill Road, Land Lots 980, 1013, and 1014, 17th District, 2nd Section, Cobb County,

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Georgia (hereinafter referred to as the "Property" or the "Subject Property"). After review and completion of the Development of Regional Impact ("DRI") process by the Atlanta Regional Commission and the Georgia Regional Transportation Authority; meetings with planning and zoning staff; reviewing the zoning staff comments and recommendations; and reviewing 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. 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; together with any and all Departmental Comments and Staff Recommendations relating to the Subject Property from any prior zoning actions.
- (2) Applicant seeks rezoning of the Subject Property from the existing zoning categories of General Commercial ("GC") and Office and Institutional ("OI") to the proposed zoning category of Regional Retail Commercial ("RRC"), site plan specific to the Site Plan prepared for Applicant by Smallwood, Reynolds, Stewart, Stewart & Associates, Inc. dated January 23, 2007, and submitted to the Cobb County Zoning Office on February 2, 2007, a copy of which is attached hereto for ease of reference.
- (3) The Subject Property consists of approximately 5.11 acres of total site area and shall be developed for a mixed-use development consisting of hotel, office, retail, and condominiums and related services.

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DESIGN AND CONCEPTUAL PLAN FOR OVERALL DEVELOPMENT

The design concept for the Mixed-Use Complex is focused on creating lively outdoor spaces for commercial and residential uses framed by a mix of high-rise and low-rise buildings suitable for a cultural destination. The street level activity is organized around the grand boulevard and an automobile/pedestrian plaza situated between the towers. The grand boulevard parallels Cobb Galleria Parkway and represents the Master Plan vision of a central street connecting the Cobb Energy Performing Arts Center ("CEPAC") at one end and future developments to the south. The boulevard will feature a linear green space incorporating public art, fountains, street furniture, and wide sidewalks. Fronting this boulevard will be attractive one and two-story retail facilities which will include arcades, planters, attractive signage, outdoor café type seating, and ample night lighting to create an active and safe pedestrian experience. Two retail out parcels containing 35,000 square feet flank the major automobile entrance from Cobb Galleria Parkway to this complex. This drive crosses the boulevard and terminates into the automobile/pedestrian plaza. This space provides automobile and pedestrian access to the hotel and office building entrances.

Organized around this plaza are two towers. The southern tower is twenty-two (22) stories and contains a 250 key hotel on the lower floors and fifty (50) luxury condominium units on the upper floors. Located at the base of this tower, and fronting the plaza and boulevard, are the major public spaces of the hotel, including a porte cochere, hotel lobby, condominium lobby, restaurant and lounge, junior ballroom, meeting rooms, and prefunction space. The northern tower is sixteen (16) stories and contains 400,000 square feet of "Class A" office space. Its street level is devoted to a grand entry lobby off the plaza drop-off and street retail fronting the boulevard.

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Both towers are envisioned as contemporary in character, with ample glass on their facades. The design encourages a strong dialogue with CEPAC without emulating the curved sculptural forms of the later.

A very important aspect of this design is vehicular and pedestrian traffic control and parking. A total of 2,697 parking spaces are located on six (6) levels of underground parking. As required, 700 spaces are for GRTA; 1,400 spaces for the offices; 267 spaces for the hotel; 100 spaces for the condominiums; and 175 spaces for the retail, with an additional 55 parallel parking spaces along the boulevard. There are three automobile access points onto the site. Applicant proposes extending the CEPAC service access road through the eastern side of the Subject Property, which would provide service access to the hotel, retail, and office building. There are two vehicular public access points along the Cobb Galleria Parkway. The first is located at the existing signalized intersection previously mentioned. This serves as the primary automobile entrance for the hotel guests, office tenants, and retail customers. This drive provides direct access to the drop-offs for the hotel and office building with speed ramps leading to their respective below grade parking.

An additional access point into the subterranean deck occurs at the southern end of the boulevard and is for the general public. The second vehicular entrance from the Cobb Galleria Parkway is at the northern end of the site and is limited to a right-in/right-out access point. This drive is for GRTA public parking with the parking entrance located under the hotel tower within view of the future Cumberland Station.

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STIPULATIONS APPLICABLE TO CONDOMINIUM UNITS

- (1) The condominium units shall consist of approximately 65,000 square feet of total space.
- (2) There shall be a maximum of fifty (50) condominium units averaging 1,200 square feet each.
- (3) Floor plans and finishes for the residential condominium units shall consist, at a minimum, of the following:
 - (a) Enhanced corian, granite, or marble counter tops, or other solid surface materials;
 - (b) Gas burning fireplaces as an upgrade;
 - (c) Minimum ceiling heights:
 - i) Minimum 9 feet from floor to finished ceiling and greater; and
 - ii) Minimum 10 feet between floors;
 - (d) European or upscale wooden face-frame cabinetry;
 - (e) Stainless steel appliances or equivalent;
 - (f) Extra-deep stainless steel sinks and side-by-side refrigerators/freezers as upgrades;
 - (g) A selection of hardwood flooring, high-end carpet, and tile throughout;
 - (h) Spacious open floor plans which eliminate the necessity for typical hallways within the units;

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- (i) Brushed chrome, brushed nickel, or oiled rubbed bronze bathroom and kitchen fixtures;
 - (j) Ceramic tile bathrooms and laundry rooms;
 - (k) Spacious walk-in closets;
 - (l) High-speed internet wiring in all rooms of each unit;
 - (m) Garden tubs with showers;
 - (n) Eight (8) foot entry doors subject to fire rating.
- (4) Parking requirements for the condominium portion of the overall development shall be one hundred (100) parking spaces, which shall be accomplished as previously set forth.
- (5) The proposed condominium units shall be "for sale" units only. A maximum of ten (10) percent of the proposed units may be leased at any one time.

STIPULATIONS APPLICABLE TO THE OVERALL DEVELOPMENT

- (1) There shall be master protective covenants for the entire development which will include all phases of the development; and concurrent therewith a master association, and possibly sub-associations, will be formed which will include all component parts of the proposed development. The master association shall be responsible for the oversight, upkeep, and maintenance of

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the entrance areas, common areas, open space areas, and the like contained within the overall development.

- (2) The master association, and any sub-associations, to be formed hereunder shall have architectural design regulations which shall control such items as signage for individual units, and other such usual and necessary covenants and restrictions to protect the quality and integrity of the total development.
- (3) Applicant agrees to construct all necessary roadway improvements, as more particularly shown and reflected on the referenced Site Plan.
- (4) Entrances to the proposed development shall be as more particularly shown and reflected on the referenced Site Plan and as detailed set forth above.
- (5) Entrance signage for the proposed overall 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.
- (6) 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, as more hereinafter more particularly set forth.
- (7) Lighting within the proposed development shall be environmentally sensitive, decorative, and themed to the architecture and style of the respective components of the development.

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- (8) Additionally, hooded security lighting shall be utilized on the buildings and throughout the walkways, parking, and parking deck areas.
- (9) There shall be no tenant vehicles or vehicles of any type parked in front of the proposed buildings containing tenant identification signage or advertising signage. This provision shall be contained within any lease between Applicant and any prospective tenant, and Applicant agrees to enforce these provisions against any tenant which violates the foregoing. Additionally, there shall be no vehicles parked in front of the proposed retail centers with "for sale" signs posted thereon.
- (10) 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.
- (11) 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.
- (12) 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.
- (13) All streets within the proposed development shall be private with the construction therefor complying in all

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respects as to materials, base, and other requirements to the Cobb County Code.

- (14) There shall be interparcel access between the proposed development and CEPAC, as more particularly shown and reflected on the referenced Site Plan.
- (15) 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.
- (16) Applicant agrees to comply with all Cobb County Stormwater Management requirements applicable to the Subject Property.
- (17) All utilities for the proposed development shall be located underground.
- (18) The following uses shall be prohibited from the proposed overall development:
 - (a) Video arcades as a primary use;
 - (b) Adult-themed bookstores as a primary use;
 - (c) Automotive sales, repair, and/or service facilities;
 - (d) Gas station;
 - (e) Truck and trailer leasing facilities;
 - (f) Automotive paint and body repair shops;
 - (g) Automotive upholstery shops;

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- (h) Billiards and pool halls which are the sole or predominant use;
 - (i) Fraternity and sorority house;
 - (j) Full-service gas stations;
 - (k) Light automotive repair;
 - (l) Rooming houses and boarding houses;
 - (m) Any form of adult entertainment business; and
 - (n) Nightclubs and bars, except that same would be permitted within a restaurant or hotel provided that they are an integral part of a restaurant or hotel operation.
- (19) As to the overall development, there shall be "zero lot lines" among the various components within the development so as to allow for the free flow of access, parking, and the like.

We believe the requested zoning, pursuant to the Site Plan and the stipulations set forth herein, is an appropriate use of the Subject Property. The proposed development will be complementary to the established Galleria complex and the new Cobb Energy Performing Arts Center which will open in the fall of 2007. The Applicant has gone to great detail in planning the development to ensure that it promotes the "live where you work" concept; that it is of the highest quality; that it is compatible with surrounding retail developments, businesses, and neighborhoods; and that it is an enhancement to the Subject Property and Cobb County as a whole. Additionally, with the partnering to provide pedestrian and parking for the Cumberland

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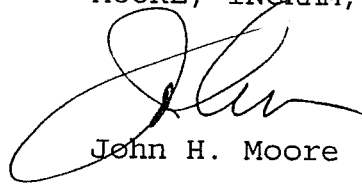
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Station, the Galleria complex, and the Cobb Energy Performing Arts Center, as well as future transit development within the Galleria area, Applicant has gone the extra mile to work with Cobb County to address traffic and related concerns. Thank you for your consideration in this request.

With kindest regards, I remain

Very truly yours,

MOORE, INGRAM, JOHNSON & STEELE, LLP



John H. Moore

JHM:cc

Attachment

c: Samuel S. Olens, Chairman
Helen C. Goreham
Annette Kesting
Joe L. Thompson
Tim Lee
(With Attachment)

Cobb County Planning Commission:
Murray Homan, Chairman
Judy Williams
Bob Hovey
Christi S. Trombetti
Bob Ott
(With Attachment)

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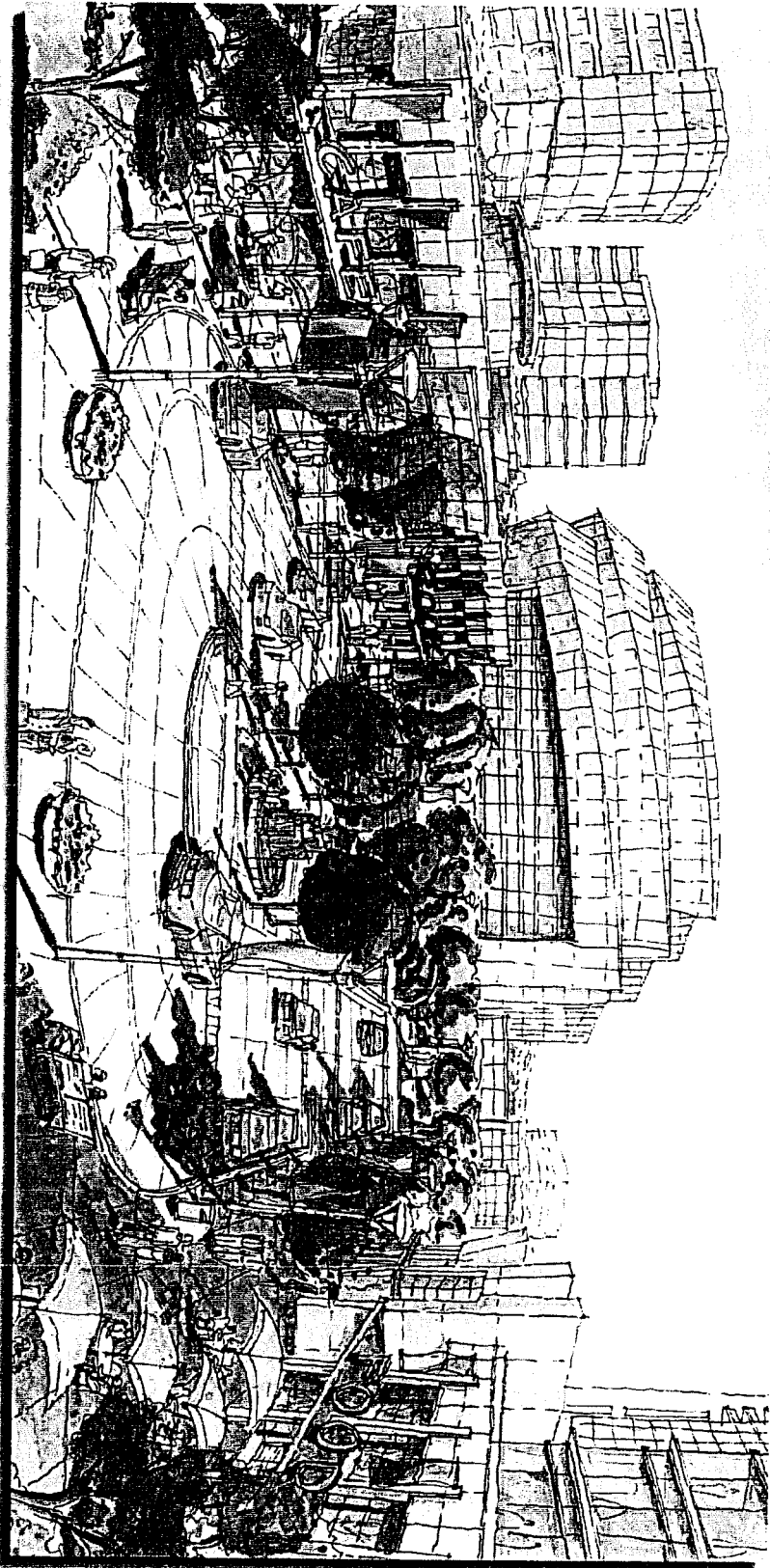
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- c: Shane Coldren, President
Vining's Civic Association
(With Attachment)
- Ron Sifen
Vining's Civic Association
(With Attachment)
- Grove Street Partners, LLC
(With Attachment)

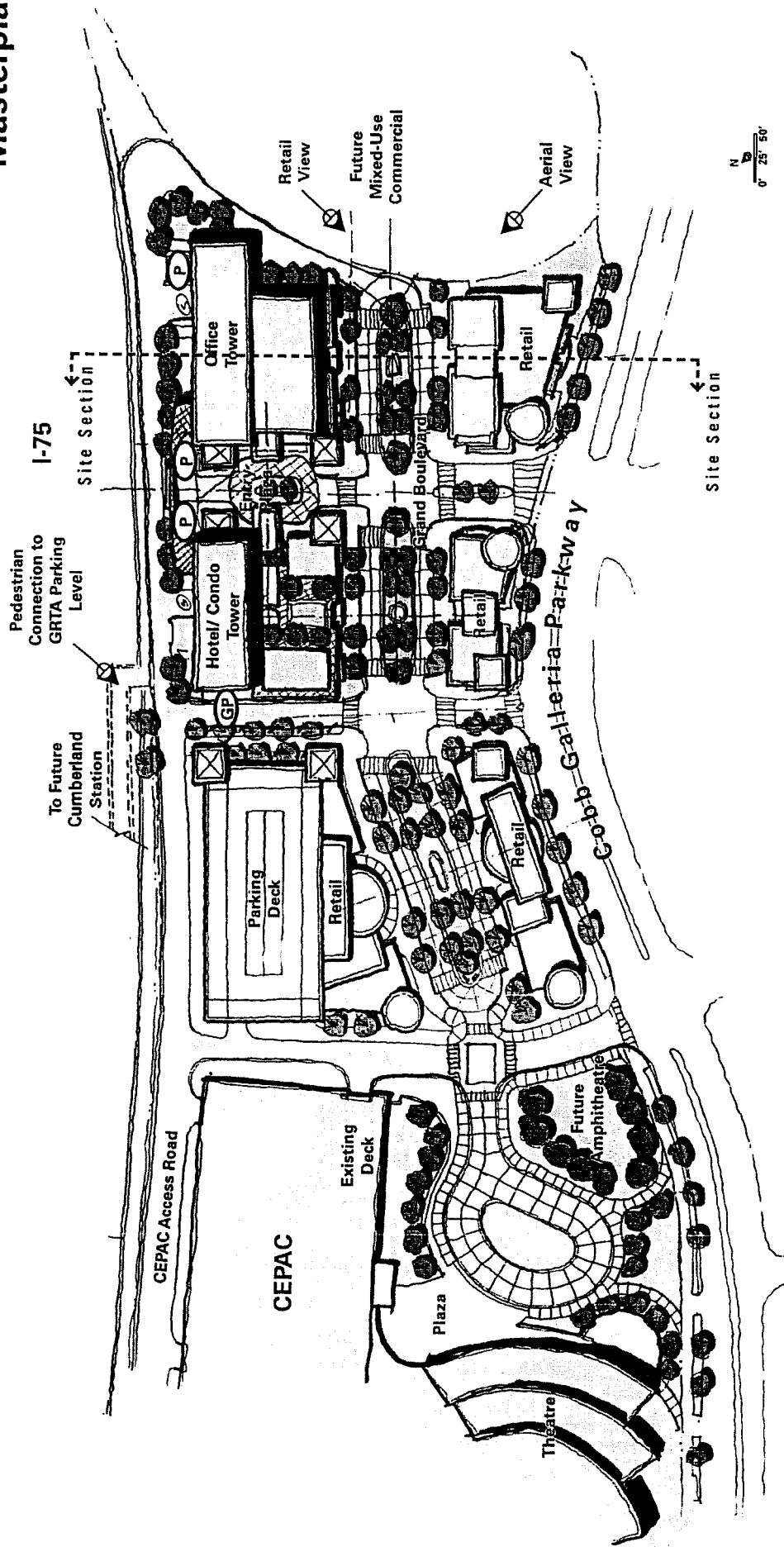
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Doc. Type January 23, 2007
drawings
Meeting Date July 17, 2007

GALLERIA PARKWAY MIXED-USE



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Masterplan



- P Parking Entrances
- GP GRTA Parking Entrances

GALLERIA PARKWAY MIXED-USE

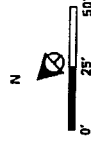
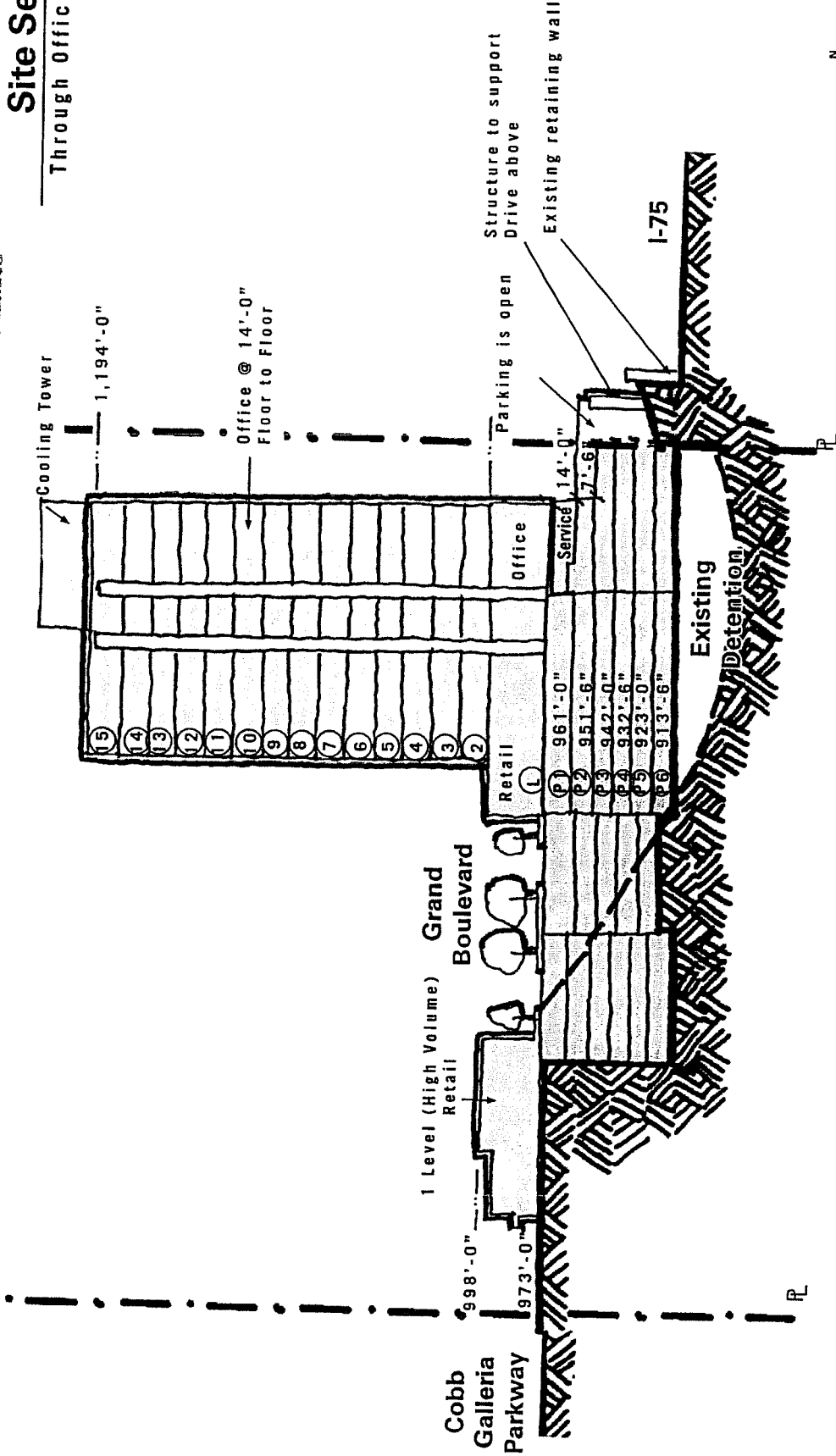
January 23, 2007



Smallwood, Reynolds, Stewart, Stewart & Associates, Inc.
 2220 West 10th Street, Suite 100, Oklahoma City, Oklahoma 73106
 Phone: (405) 521-1100 Fax: (405) 521-1101

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Site Section
 Through Office Tower



January 23, 2007
 GROVE STREET PARTNERS

GALLERIA PARKWAY MIXED-USE

Smallwood, Reynolds, Stewart, Stewart & Associates, Inc.

02/20/07 10:00 AM

**COBB COUNTY TAX ASSESSOR'S REPORT
AS TO EXEMPTION OF SUBJECT
PROPERTY FOR
TAX PARCEL NO. 17101400030**

PARID: 17101400030
COBB MARIETTA COLISEUM AND
EXHIBIT HALL

NEIGHBORHOOD: 17039990

TAX YEAR: 2016
COBB GALLERIA PKWY

Parcel

Class	Exempt - Public Property
Total Acres	5.1095
Total Land Sqft	222570
Address	COBB GALLERIA PKWY
Neighborhood	1703 - 9990 EXEMPT OR PUBLIC UTILITY

Owner

Owner	COBB MARIETTA COLISEUM & EXHIBIT HALL & AUTHORITY
-------	---

Legal

Tax District	7Y - CUMBERLAND CID SSD2
Subdivision Number	

