THE PEAK ON THE PARKWAY ECONOMIC DEVELOPMENT PROJECT PLAN

PREPARED BY:

THE CITY OF TULSA, OKLAHOMA

AND

THE TULSA AUTHORITY FOR ECONOMIC OPPORTUNITY

THE PEAK ON THE PARKWAY DISTRICT ECONOMIC DEVELOPMENT PROJECT PLAN

I. DESCRIPTION OF THE PROJECT

The Peak on the Parkway District Economic Development Project Plan is a project plan as defined under the Oklahoma Local Development Act, 62 O.S. § 850, *et seq.*(“Act”), and is referred to here as the “Project Plan.” The Project is being undertaken by the City of Tulsa, Oklahoma (“City”) in order to further creation of this area as a Multiple Use area and a Neighborhood area under Tulsa’s Comprehensive Plan, PlaniTulsa.

The City adopted the current Comprehensive Plan in 2023, noting that Multiple Use areas are “Mostly Commercial or Retail Uses” and Neighborhood areas are “Mostly Residential Uses”. These two land use designations are closely related as they typically abut one another.

The Project supports the following Comprehensive Plan goals:

Future Land Use:

Goal 1 Tulsa’s land use decisions promote fiscal stability and move the City towards the community’s vision.

Goal 6 Commercial areas and activity centers complement their surrounding neighborhoods.

Economic Development:

Goal 1 Economic growth and development contribute to a prosperous and diverse economy capable of providing access to economic opportunity for all Tulsans.

Housing and Neighborhoods:

Goal 3 Tulsa has a robust housing stock with an adequate mix of housing sizes, types, costs, and locations.

The Project Plan seeks to provide an economic structure and funding mechanism authorized by the Act to implement the priorities and goals identified in Tulsa’s Comprehensive Plan and to generate additional private investment throughout the Project Area. Public investments are planned to include development financing assistance and support for public education. The Project Plan, in Section IX(C) authorizes a revenue sharing formula to support the Tulsa Public Schools (Independent School District NO. I-1). Funding for these public investments will be generated primarily by the implementation of the Increment Districts described below:

A. THE PEAK ON THE PARKWAY TIF DISTRICTS

This project presents an opportunity to bring medical services and retail opportunities, add a substantial number of new housing units, and develop and revitalize a long-neglected area of the City. Additionally, the sites present a unique opportunity to help connect this neighborhood to downtown Tulsa and encourage and catalyze further private development in the area. Each TIF district brings a distinctive flavor and impact to the Project Area.

INCREMENT DISTRICT A:

District A of this development sits at the northern end of the Project Area. This phase is anticipated to include a medical office building, two (2) commercial mixed-use buildings, and several residential townhomes. The commercial buildings represent approximately 28,000 available square feet. This phase will be the first to be constructed and completed. The infrastructure to be built will connect the Peak project with the existing neighborhood and will open this previously undeveloped area to development and growth.

INCREMENT DISTRICT B:

District B of the Peak development is surrounded by district A . This phase is anticipated to feature several mixed-use buildings, including retail, commercial, and office components.

INCREMENT DISTRICT C:

District C is located at the southernmost end of the Project Area. This phase includes a large detention pond and green space, which will enhance the walkability and public access of the entire project. This phase is anticipated to be almost exclusively residential housing, with a mix of duplexes and quadplexes for rent. It is anticipated that this phase will include about 42 total housing units.

INCREMENT DISTRICT D:

District D is situated between districts A and C, located just north of district C. It is anticipated that this phase is expected to be the last to be activated and will prioritize residential multifamily development. Depending on the mix and density of these housing units, this phase could include approximately 240 units or more.

II. BOUNDARIES OF PROJECT AREA AND INCREMENT DISTRICTS

The Project Area is the area in which project activities will take place and project expenditures may be made. The Project Area is generally located on the west side of Reservoir Hill, bordered on the east by the Osage County line and on the west by Tisdale Parkway, extending north to Apache St and south to Pine Street. The legal description of the Project Area is on Exhibit A.

The Increment Districts are the areas from which the increment is generated. The Project Plan establishes boundaries for four Increment Districts. The boundaries of the Increment Districts are described on Exhibit B. The Increment Districts are labeled A-D on Exhibit B and will be assigned a number (e.g., Increment District No. 24) in the order they become effective by action of the Tulsa City Council as described in Section VIII below and as required by §856(B)(3). The Increment Districts are depicted on Exhibit C.

III. ELIGIBILITY OF PROJECT AREA

The Project Area is an enterprise area. It lies within an enterprise zone, designated by the Oklahoma Department of Commerce to be in a disadvantaged portion of the City of Tulsa. Further, the Project Area is a reinvestment area, as defined by the Act. Public improvements are required to serve as a catalyst to reverse economic stagnation or decline and to preserve and enhance the tax base.

IV. OBJECTIVES

The purpose of the Project Plan and the supporting Increment Districts is to support the development of the Peak on the Parkway District area through multiple types of private investment. These include but are not limited to residential structures, commercial developments, and high-quality mixed-use developments, as described in Section I above. Additionally, the Increment Districts are intended to support the creation of new housing units within the Project Area, at various levels of affordability, and to spur redevelopment and reinvestment in the neighborhoods surrounding the Peak on the Parkway area. Increment tax revenues apportioned from the Increment Districts will be used to pay for private and public costs of projects that support the following objectives:

A. To support the development of housing in a variety of types and with a range of prices, including housing that meets the goals of the Comprehensive Plan.

B. To repurpose and activate vacant and underutilized property and support retail and commercial investment.

V. STATEMENT OF PRINCIPAL ACTIONS

Implementation actions for the project, including all necessary, appropriate and supportive steps, will consist principally of the following:

A. Project planning, design, and approval.

B. Leveraging private development, including multifamily, mixed-use, and commercial, pursuant to development or redevelopment agreements with the Tulsa Authority for Economic Opportunity, a public trust ("Authority") or other public trust designated by the City.

C. Assisting the financing of other public development costs and facilities, including without limitation planning, financing, acquisition, construction, and long-term leasing or disposition of property and public facilities pursuant to development or redevelopment agreements with private developers or designated public entities, and providing for development of public or private facilities to be financed in whole or in part by apportioned tax increments from the Increment Districts created pursuant to this Project Plan.

D. Financing authorized Project Costs in support of economic development and neighborhood revitalization within the Project Area.

E. Distribution of a portion of the ad valorem increment to Tulsa Public Schools (Independent School District I-1).

VI. ESTABLISHMENT OF INCREMENT DISTRICTS

A. CREATION OF INCREMENT DISTRICTS

This Project Plan establishes four Increment Districts, identified herein as Increment District A, Increment District B, Increment District C, and Increment District D, three of which are ad valorem and sales tax increment districts. Increment District C is an ad valorem only tax increment district:

1. Increment District A

The ad valorem increment shall be all those ad valorem taxes from Increment District A generated by valuation in excess of the base assessed value of the District, as determined by the Osage County Assessor in accordance with Section 862 of the Act.

The sales tax increment shall be the undedicated portion of the City's sales tax (2%) generated by all sales in Increment District A that are taxable under the sales tax code of Oklahoma (including all amendments thereto and revisions thereof).

The sales tax increment shall also include the undedicated portion of the City's sales and use taxes generated by investment, construction, and development in Increment District A that is taxable under the sales tax code of Oklahoma (including all amendments thereto and revisions thereof),pursuant to a development agreement approved by the Tulsa Authority for Economic Opportunity that obligates the developer to provide monthly reporting of sales and use taxes in connection with the project to the Authority and City, within the Increment District.

The increment of ad valorem and sales taxes from Increment District A shall be apportioned to pay Project Costs authorized by Section IX of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District A by the City or the period required for the payment of such authorized Project Costs, whichever is less.

2. Increment District B

The ad valorem increment shall be all those ad valorem taxes from Increment District B generated by valuation in excess of the base assessed value of the District, as determined by the Osage County Assessor in accordance with Section 862 of the Act.

The sales tax increment shall be the undedicated portion of the City's sales tax (2%) generated by all sales in Increment District B that are taxable under the sales tax code of Oklahoma (including all amendments thereto and revisions thereof)

The sales tax increment shall also include the undedicated portion of the City's sales and use taxes generated by investment, construction, and development in Increment District B that is taxable under the sales tax code of Oklahoma (including all amendments thereto and revisions thereof), pursuant to a development agreement approved by the Tulsa Authority for Economic Opportunity that obligates the developer to provide monthly reporting of sales and use taxes in connection with the project to the Authority and City, within the Increment District.

The increment of ad valorem and sales taxes from Increment District B shall be apportioned to pay Project Costs authorized by Section IX of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District B by the City or the period required for the payment of such authorized Project Costs, whichever is less.

3. Increment District C

The ad valorem increment shall be all those ad valorem taxes from Increment District C generated by valuation in excess of the base assessed value of the District, as determined by the Osage County Assessor in accordance with Section 862 of the Act.

The increment of ad valorem taxes from Increment District C shall be apportioned to pay Project Costs authorized by Section IX of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District C by the City or the period required for the payment of such authorized Project Costs, whichever is less.

4. Increment District D

The ad valorem increment shall be all those ad valorem taxes from Increment District D in excess of the taxes produced by the base assessed value of the District, as determined by the Osage County Assessor in accordance with Section 862 of the Act.

The sales tax increment shall be the undedicated portion of the City's sales tax (2%) generated by all sales in Increment District D that are taxable under the sales tax code of Oklahoma (including all amendments thereto and revisions thereof).

The sales tax increment shall also include the undedicated portion of the City's sales and use taxes generated by investment, construction, and development in Increment District D that is taxable under the sales tax code of Oklahoma (including all amendments thereto and revisions thereof),pursuant to a development agreement approved by the Tulsa Authority for Economic Opportunity that obligates the developer to provide monthly reporting of sales and use taxes in connection with the project to the Authority and City, within the Increment District.

The increment of ad valorem and sales taxes from Increment District D shall be apportioned to pay Project Costs authorized by Section IX of this Project Plan for a period not to exceed 25 fiscal years after the creation of Increment District D by the City or the period required for the payment of such authorized Project Costs, whichever is less.

B. DEFERRED DATE OF CREATION

Each Increment District shall commence as of the date determined by the Tulsa City Council for that Increment District in accordance with Section 856(B)(2) of the Act. Each Increment District shall be comprised of the area for that Increment District described in Exhibit B and shown on Exhibit C.

C. APPORTIONMENT FUND

During each respective period of apportionment, the apportionment fund shall constitute funds of the Authority or an alternative entity authorized by the City and shall not constitute a part of the general fund to be appropriated annually by the City Council.

VII. OVERSIGHT AND APPROVAL OF INCREMENT REVENUES FOR PROJECT COSTS

A. OVERSIGHT PROCEDURES

Prior to expenditure of funds from any Increment Districts established under this Project Plan, the proposed budgetary allocation of increment shall be considered and approved in accordance with the procedures contained in this Section VII.

B. INITIATION OF THE CONSIDERATION AND APPROVAL PROCESS

Initiation of the consideration and approval of expenditures from apportioned tax increments shall be undertaken by staff of the authority, acting under such procedures as it may prescribe from time to time.

C. TULSA AUTHORITY FOR ECONOMIC OPPORTUNITY ACTION AND APPROVAL OF DEVELOPMENT AGREEMENT

Upon receipt of the staff recommendation, the Tulsa Authority for Economic Opportunity may consider the budget allocation, and approve, deny, or modify such proposal.

VIII. PROJECT AND INCREMENT DISTRICTS AUTHORIZATIONS

A. The City is designated and authorized as the principal public entity to carry out and administer the provisions of this Project plan and to exercise all powers necessary or appropriate thereto as provided in Section 854 of the Act.

B. The Authority, or another public entity designated by the City, is authorized and designated to carry out those provisions of the project related to issuance of bonds or notes as provided in Sections 854(3) and 863 of the Act, subject to approval of the governing body of the City and any specific notes or bonds. The Authority is authorized to assist in carrying out this Project Plan and to exercise all powers necessary or appropriate thereto pursuant to Section 854 of the Act, except for approval of this Project Plan and those powers enumerated in paragraphs 1, 2, 3, 4, 7, 13 and 16 of Section 854. As a public entity designated by the City, the Authority, or another public entity designated by the City, is authorized to: (1) enter into development agreements by which assistance in development financing is provided to ensure the delivery of specific components of the project; (2) issue tax apportionment bonds or notes, or both; (3) pledge revenues from current and future fiscal years to repayment; (4) incur Project Costs pursuant to Section IX of this Project Plan; (5) provide funds to or reimburse the City for the payment of Project Costs and other costs incurred in support of the implementation of the project; and (6) incur the cost of issuance of bonds for payment of such costs and to accumulate appropriate reserves, if any, in connection with them. As authorized in Section VI(C) above, during each respective period of apportionment, the apportionment fund shall constitute funds of the Authority, or an alternative entity authorized by the City for that Increment Districts and shall not constitute part of the general fund to be apportioned annually by the City Council.

C. The Executive Director of the Authority or another designee of the Authority shall be the person in charge of implementation of the Project Plan in accordance with the provisions, authorizations, and respective delegations of responsibilities contained in this Project Plan.

IX. BUDGET OF ESTIMATED PROJECT COSTS TO BE FINANCED BY TAXES APPORTIONED FROM THE INCREMENT DISTRICTS

A. The Project Costs will be financed by the apportionment of ad valorem and sales tax increments from the Increment Districts. The Project Costs categories are:

Public Improvement and Infrastructure	$28,775,000.00
Development Financing Assistance	$57,500,000.00
TOTAL PROJECT COSTS:	**$86,275,000.00**

B. The tax increment revenues expected to be generated from the Increment Districts authorized for payment of Project Costs within the Project Area are as follows:

Increment District A	$20,900,000.00
Increment District B	$34,500,000.00
Increment District C	$32,600,000.00
Increment District D	$17,200,000.00
TOTAL:	**$105,200,000.00**

C. Project Costs does not include the specific revenues source for Tulsa Public Schools described in Section IX(C) below, and administrative and implementation costs up to four percent (4) of the annual ad valorem tax increments.

D. Ten percent (10%) of the ad valorem increment from Increment A shall be apportioned to Tulsa Public Schools (Tulsa Independent School Districts No. I-1) on an ongoing basis as a specific revenue source for a public entity in the area in accordance with Section 853(9) to be utilized to enhance its programs, mission, and services. The educational objectives to be funded from such apportioned revenues constitute the Public Schools Enhancement Program. The Public Schools Enhancement Program includes the development of public-school facilities and assistance for public school programs. During the effective lives of the Increment Districts, the 10% specific revenue stream should provide Tulsa Public Schools with revenues averaging $170,500 annually in the near term and up to $551,000 annually over the long term.

E. Assistance in Development Financing consists of public support provided to a private developer pursuant to a legally enforceable Development Agreement to ensure delivery of the project, or specific portions thereof. Assistance in development financing will be provided only for projects that are determined, in the Authority's discretion: (1) to meet the Authority's approved development goals and objectives for the Project Area, as expressed from time to time in the Authority's and City's plans and policies, and (2) to provide adequate consideration and public benefit in return for public investment.

F. Additional costs necessary or appropriate to implement this Project Plan that are to be financed by other than apportioned tax increments may be approved by the Authority or City at any time. The provisions of this Section IX are not a limitation on project related costs to be financed by sources other than apportioned tax increments.

X. FINANCING PLAN AND REVENUE SOURCES

A. FINANCING PLAN

Some Project Costs, in anticipation of private investment, may be financed and funded by the City from apportioned tax increments or from sources other than apportioned tax increments, which may be reimbursed once increment is generated by the development within an Increment Districts. Private developers within the Project Area may be required to construct the necessary improvements for specific projects at their initial expense, and the financing of such private developments will be provided by private equity and private financing. Most Project Costs incurred in connection with the implementation of this Project Plan will be financed on a pay-as-you-go basis.

B. FINANCING AUTHORIZATIONS

The implementation of the Project Plan shall be financed in accordance with financial authorizations, including both fund and asset transfers, authorized from time to time by the City and/or the Authority, as appropriate.

C. FINANCING REVENUE SOURCES

The revenue sources expected to finance Project Costs authorized by Section IX are the portion of the increments attributable to investment and development within the Increment Districts. Project Costs will be paid by the City and/or the Authority. Increment generated from within the Increment Districts will provide the funding of Project Costs to be paid by the City and/or Authority.

D. FINANCIAL REPORTS AND AUDITS

The development activities undertaken by the City, pursuant to this Project Plan, shall be accounted for and reported by the appropriate and necessary annual fiscal year audits and reports.

E. OTHER NECESSARY AND SUPPORTING COSTS

The Authority, or another public entity designated by the City, is authorized to issue bonds and notes and to apply for and obtain grants from other sources for costs incurred or to be incurred in connection with the project and the construction of improvements therein in addition to Project Costs to be financed pursuant to Section IX.

XI. ESTIMATED PRIVATE AND PUBLIC INVESTMENTS STIMULATED BY THE PROJECT, AND ASSOCIATED FINANCIAL IMPACTS

A. ESTIMATED PRIVATE AND PUBLIC INVESTMENTS EXPECTED FROM THE PROJECT AND INCREMENT DISTRICTS

Given the scope of the project objectives, the density of the desired development, and the timeframe for implementation of the project, the total private investment is anticipated to exceed two hundred million dollars over the life of the Project Plan.

B. PUBLIC REVENUES ESTIMATED TO ACCRUE FROM THE PROJECT AND INCREMENT DISTRICTS

The estimated incremental increases in ad valorem tax revenue, which will serve as the revenue source for financing the Project Costs authorized by Section IX, is the public revenue directly attributable to the project defined by establishment of the Increment Districts. Both the City and the State will experience increases in tax revenues that are not a part of the Increment Districts. Ad valorem taxing entities will experience additional revenues from increasing values of the Project Area and other property near the project.

This increased development is estimated to increase market and assessed values for property within the Increment Districts which, in turn, will result in increases in annual ad valorem tax revenues (“ad valorem increments”) of approximately $1,705,000 to $5,510,000 over the term of the Project Plan, and annual sales tax revenues (“sales tax increments”) of approximately $45,000 to $106,700 over the term of the Project Plan. The total incremental revenues estimated to be generated over the 25-year lifespan of the Increment Districts approach $105,200,000.

The private development is anticipated to result in slight increases in demand for services by or in costs to several of the affected taxing entities. The impacts on business activities within the Increment Districts are positive. The economic benefits of the project are positive for the City, for business activities, and for the community as a whole, including the affected taxing jurisdictions. The aggregate impacts on the City from implementation of the Project Plan are positive and include the achievement of the objectives set forth in Section IV.

C. ECONOMIC IMPACT ON BUSINESS ACTIVITIES

The economic benefits of the project for the City and the affected taxing jurisdictions indicate positive financial impacts for the community as a whole. The aggregate impacts on the City from implementation of the Project Plan are positive and include the achievement of the objectives set forth in Section IV. With the addition of approximately 300 multi-family housing units in this project, retail and service activities in the larger community will benefit from increased traffic and sales revenues.

D. FINANCIAL IMPACTS ON TAXING JURISDICTIONS

The development anticipated by the project will not result in a measurable increase in demand for services by or in costs to the affected taxing entities, whose public sector costs will be substantially defrayed from apportioned tax increments derived from development within the increment districts.

i. Tulsa Public Schools

The type of development anticipated may slightly increase demand upon services for Tulsa Public Schools ("TPS"). There are multifamily properties that may draw families in addition to single people and couples without children. However, if the anticipated residential developments do eventually increase the demand for services upon the public schools, the 10% specific revenue stream outlined in Section IX above will more than account for the financial impact of such an increase because those revenues are not offset in TPS's state school aid calculations.

To illustrate fully the positive net impacts of the 10% specific revenue source that will be allocated to TPS, consider that, without an increment district and without taking into account offsets in the state school aid formula, TPS currently receives approximately $0.53 out of every ad valorem tax dollar collected within its jurisdiction[1]. However, sinking fund levies are not available for operating purposes (and levies are always calculated to be sufficient to amortize debt), so only $0.35 of every ad valorem tax dollar collected is available for TPS operating purposes.[2] When taking into account offsets in state school funding, the net benefit TPS receives from every ad valorem tax dollar collected decreases further to $0.05.[3] With the proposed Project and Increment Districts A, B, C, and D, TPS will continue to receive $0.35 ($0.05 net of school aid offsets) out of every tax dollar for operating purposes from values up to the each Increment District's base assessed value, and, in addition, TPS will receive an apportioned revenue stream from taxes generated above the based assessed value in the amount of $0.10 of every tax increment dollar from the proposed increment district. Each tax increment dollar apportioned to TPS, specifically, is worth two times the value of a non-increment dollar derived through ordinary ad valorem processes when accounting for state school aid offsets. Specific revenue sources under a Project

[1]69.14 = total TPS mill levy, including sinking fund and allocated county wide 4-mill; 115.65= total mill levy; 69.14/115.65 = 59.78% = TPS's overall percentage share of tax dollars for all purposes.

[2]41.20 = TPS operating levies (does not include sinking fund but includes countywide 4-mill); 115.65 = total mill levy; 41.20/115.65 = 35.62% = TPS's percentage share of tax dollars for operating purposes.

[3] By offsetting TPS's 15.45-mill certification of need levy and 75% of the countywide 4-mill levy in its Foundation Aid calculation, and a theoretical 20-mill levy in its Salary Incentive Aid calculation, the state school aid formula effectively offsets 85% of TPS's non-sinking fund ad valorem revenue, with the end result that TPS's net effective operating mill levy is only 6.75 mills, which is only 5.8% of the total 2026 mill levy of 115.65 mills.

Plan consist of project funds to be used for purposes of the Project Plan and are appropriately classified as non-ad valorem revenue (such as gifts, grants, or donations), and are not subject to offset in the state school aid formula.

	Amount Collected	TPS Operational Share	
		TPS Operational + Building Shares	*TPS Operational + Building Shares Net of School Aid Offsets*
Ad Valorem	$100	$32	$5
Incremental Revenue	$100	$10	$10

ii. *Osage County*

No specific measurable demand for increased services upon Osage County is anticipated to result from this Project.

iii. *Osage County Health Department*

No specific measurable demand for increased services upon Osage County Health Department is anticipated to result from this project.

iv. *Tulsa Technology Center*

No specific measurable demand for increased services upon Tulsa Technology Center is anticipated to result from this project.

E. LAND USE

Existing uses and conditions of real property in the Project Area are shown on the attached Exhibit D. A map showing the proposed improvements to and proposed uses of the real property in the Project Area are shown on the attached Exhibit E. No changes in the Comprehensive Plan are necessary to accommodate the project.

EXHIBIT A: PROJECT AREA LEGAL DESCRIPTION

Beginning at a point 27.44 feet N56°34'14"W of the NW corner of the NW corner of the SW quarter of the NW quarter of the SE quarter of Section 26 Township 20N Section 12E; thence N32°40'36"W for 25.15 feet; thence N30°51'50"W for 27.96 feet; thence N29°16'17"W for 350.37 feet; thence N29°16'16"W for 91.99 feet; thence N29°16'17"W for 92.93 feet; thence N24°49'27"W for 16.48 feet; thence N24°49'29"W for 47.66 feet; thence N24°49'27"W for 461.68 feet; thence N25°10'47"W for 418.95; thence N13°19'28"W for 485.43 feet; thence N6°20'25"W for 427.74 feet; thence N2°34'24"W for 442.97 feet; thence N15°48'09"E for 273.88 feet; thence N22°13'03"E for 381.34 feet; thence N23°34'29"E for 709.04 feet; thence N88°21'42"E for 499.89 feet; thence S1°10'52"E for 246.35 feet; thence S88°25'31"W for 25.60 feet; thence S1°03'21"E for 386.97 feet; thence S56°00'39"W for 27.7 feet; thence S44°53'06"W for 56.08 feet; thence S34°31'23"W for 78.99 feet; thence S27°34'14"W for 44.67 feet; thence S8°06'07"W for 64.09 feet; thence S5°23'14"E for 50.36 feet; thence S17°17'22"E for 49.16 feet; thence S28°32'10"E for 51.86 feet; thence S33°58'44"E for 26.03 feet; thence S33°48'44"E for 5.89 feet; thence S44°12'51"E for 126.47 feet; thence S10°48'53"E for 86.30 feet; thence S3°49'42"W for 99.76 feet; thence S1°10'46"E for 268.03 feet; thence S89°06'20"W for 16.67 feet; thence S1°11'21"E for 1,332.90 feet; thence N88°52'14"E for 8.94 feet; thence S1°11'32"E for 1,036.09 feet; thence S88°37'27"W for 191.91 feet; thence S1°21'04"E for 37.38 feet; thence S1°55'10"E for 9.36 feet; thence N56°07'35"W for 138.16 feet to the point of beginning.

EXHIBIT B: INCREMENT DISTRICTS LEGAL DESCRIPTIONS

TIF "A"

Phase 1:
Beginning at a point 138.78 feet S81°07'05"E from the NE corner of the NE quarter of the NE quarter of the NE quarter of 27 Township 20N Range 12E; Thence S89°37'18"W for 177.81 feet; Thence S1°23'28"E for 11.16 feet; Thence S89°12'32"W for 96.51 feet; Thence N86°14'54"W for 9.66 feet; Thence N83°44'50"W for 11.60 feet; Thence N79°19'44"W for 11.09 feet; Thence N77°07'34"W for 11.34 feet; Thence N71°20'44"W for 16.08 feet; Thence S89°43'03"W for 416.46 feet; Thence N18°15'08"W for 4.59 feet; Thence N1°36'51"E for 16.94 feet; Thence N6°50'37"E for 711.19 feet; Thence N23°56'15"E for 375.00 feet; Thence N44°23'58"E for 201.35 feet; Thence N85°59'28"E for 145.46 feet; Thence N0°54'03"W for 95.46 feet; Thence N89°03'05"E for 198.34 feet; Thence S1°18'21"E for 357.29 feet; Thence S66°35'20"W for 21.77 feet; Thence S60°56'46"W for 19.85 feet; Thence S53°23'33"W for 16.81 feet; Thence S52°54'26"W for 19.82 feet; Thence S47°23'09"W for 13.10 feet; Thence S45°00'00"W for 19.09 feet; Thence S40°36'03"W for 17.78 feet; Thence S35°10'02"W for 20.76 feet; Thence S30°24'38"W for 20.57 feet; Thence S28°48'39"W for 17.61 feet; Thence S20°33'20"W for 16.48 feet; Thence S19°53'09"W for 19.28 feet; Thence S14°37'15"W for 18.33 feet; Thence S10°37'09"W for 18.83 feet; Thence S4°58'11"W for 17.81 feet; Thence S2°00'34"W for 18.17 feet; Thence S2°32'41"E for 17.37 feet; Thence S8°28'15"E for 18.33 feet; Thence S10°00'31"E for 19.97 feet; Thence S17°16'54"E for 22.80 feet; Thence S20°33'23"E for 10.54 feet; Thence S23°27'35"E for 14.26 feet; Thence S25°08'41"E for 13.36 feet; Thence S28°26'32"E for 13.47 feet; Thence S33°22'01"E for 12.12 feet; Thence S34°54'09"E for 12.94 feet; Thence S38°59'26"E for 13.34 feet; Thence S41°11'11"E for 13.12 feet; Thence S43°27'05"E for 12.92 feet; Thence S46°32'55"E for 12.92 feet; Thence S50°37'50"E for 12.45 feet; Thence S53°07'46"E for 13.58 feet; Thence S56°18'36"E for 16.91 feet; Thence S60°15'19"E for 15.92 feet; Thence S63°52'10"E for 14.57 feet; Thence S68°04'30"E for 21.14 feet; Thence S1°18'30"E for 495.27 feet to the point of beginning.

LESS THAN EXCEPT

Beginning at a point 362.53 feet N25°27'39"W feet from the NE corner of the NE quarter of the NE quarter of the NE quarter of 27 Township 20N Range 12E; Thence N89°03'23"E for 35.85 feet; Thence along the arc of a curve to the left, having a radius of 24.75 feet, with a chord bearing of N45°33'48"E and an arc length of 37.48 feet; Thence N0°50'00"W for 103.19 feet; Thence N0°31'49"W for 26.66 feet; Thence N6°50'34"W for 18.64 feet; Thence N10°51'25"W for 18.35 feet; Thence N17°14'27"W for 14.99 feet; Thence N23°04'21"W for 22.99 feet; Thence N23°40'55"W for 24.00 feet; Thence N23°34'30"W for 23.14 feet; Thence N15°35'34"W for 17.22 feet; Thence N12°50'54"W for 22.55 feet; Thence N7°41'44"W for 14.40 feet; Thence N4°58'11"W for 17.81 feet; Thence N0°39'04"W for 135.76 feet; Thence along the arc of a curve to the left, having a radius of 23.45 feet, with a chord bearing of N43°31'53"W and an arc length of 35.10 feet; Thence S89°09'32"W for 210.21 feet; Thence along the arc of a curve to the left, having a radius of 28.95 feet, with a chord bearing of S53°55’26”W and an arc length of 35.60 feet; Thence S0°45'32"E for 455.48 feet; Thence along the arc of a curve to the left, having a radius of 24.42 feet, with a chord bearing of S48°35’37”W and an arc length of 40.77 feet; Thence N89°10'12"E for 220.27 feet to the point of beginning.

TIF “B”

Phase 2:
Beginning at a point 362.53 feet N25°27'39"W feet from the NE corner of the NE quarter of the NE quarter of the NE quarter of 27 Township 20N Range 12E; Thence N89°03'23"E for 35.85 feet; Thence along the arc of a curve to the left, having a radius of 24.75 feet, with a chord bearing of N45°33’48”E and an arc length of 37.48 feet; Thence N0°50'00"W for 103.19 feet; Thence N0°31'49"W for 26.66 feet; Thence N6°50'34"W for 18.64 feet; Thence N10°51'25"W for 18.35 feet; Thence N17°14'27"W for 14.99 feet; Thence N23°04'21"W for 22.99 feet; Thence N23°40'55"W for 24.00 feet; Thence N23°34'30"W for 23.14 feet; Thence N15°35'34"W for 17.22 feet; Thence N12°50'54"W for 22.55 feet; Thence N7°41'44"W for 14.40 feet; Thence N4°58'11"W for 17.81 feet; Thence N0°39'04"W for 135.76 feet; Thence along the arc of a curve to the left, having a radius of 23.45 feet, with a chord bearing of N43°31’53”W and an arc length of 35.10 feet; Thence S89°09'32"W for 210.21 feet; Thence along the arc of a curve to the left, having a radius of 28.95 feet, with a chord bearing of S53°55’26”W and an arc length of 35.60 feet; Thence S0°45'32"E for 455.48 feet; Thence along the arc of a curve to the left, having a radius of 24.42 feet, with a chord bearing of S48°35’37”W and an arc length of 40.77 feet; Thence N89°10'12"E for 220.27 feet to the point of beginning.

TIF “C”

Phase 3:
Beginning at a point 148.34 feet S87°09'33"E from the NE corner of the NE quarter of the SE quarter of the NE quarter of 27 Township 20N Range 12E; Thence S1°26'19"E for 1,038.33 feet; Thence S89°44'52"W for 204.92 feet; Thence S1°35'12"E for 48.01 feet; Thence N30°05'46"W for 482.01 feet; Thence N29°14'56"W for 107.91 feet; Thence N26°33'54"W for 178.96 feet; Thence N25°57'31"W for 79.59 feet; Thence N25°11'29"W for 82.20 feet; Thence N23°28'53"W for 80.15 feet; Thence N23°18'18"W for 111.67 feet; Thence S80°27'20"E for 323.67 feet; Thence N36°00'02"E for 148.97 feet; Thence N72°56'53"E for 88.39 feet; Thence N89°40'44"E for 205.92 feet to the point of beginning.

TIF "D"

Phase 4:
Beginning at a point 148.34 feet S87°09'33"E from the NE corner of the NE quarter of the SE quarter of the NE quarter of 27 Township 20N Range 12E; thence S89°40'44"W for 205.92 feet; Thence S72°56'53"W for 88.39 feet; Thence N51°41'01"W for 44.99 feet; Thence N46°51'39"W for 48.37 feet; Thence N41°35'00"W for 46.86 feet; Thence N36°10'28"W for 52.26 feet; Thence N30°18'41"W for 45.37 feet; Thence N26°33'54"W for 47.16 feet; Thence N21°39'21"W for 44.09 feet; Thence N16°08'52"W for 44.11 feet; Thence N4°01'55"W for 211.28 feet; Thence N18°07'34"W for 873.23 feet; Thence N89°43'03"E for 416.46 feet; Thence S71°20'44"E for 16.08 feet; Thence S77°07'34"E for 11.34 feet; Thence S79°19'44"E for 11.09 feet; Thence S83°44'50"E for 11.60 feet; Thence S86°14'54"E for 9.66 feet; Thence N89°12'32"E for 96.51 feet; Thence N1°23'28"W for 11.16 feet; Thence N89°37'18"E for 177.81 feet; Thence S1°26'19"E for 1,320.99 feet to the point of beginning.

EXHIBIT C: PROJECT AREA AND INCREMENT DISTRICTS MAP

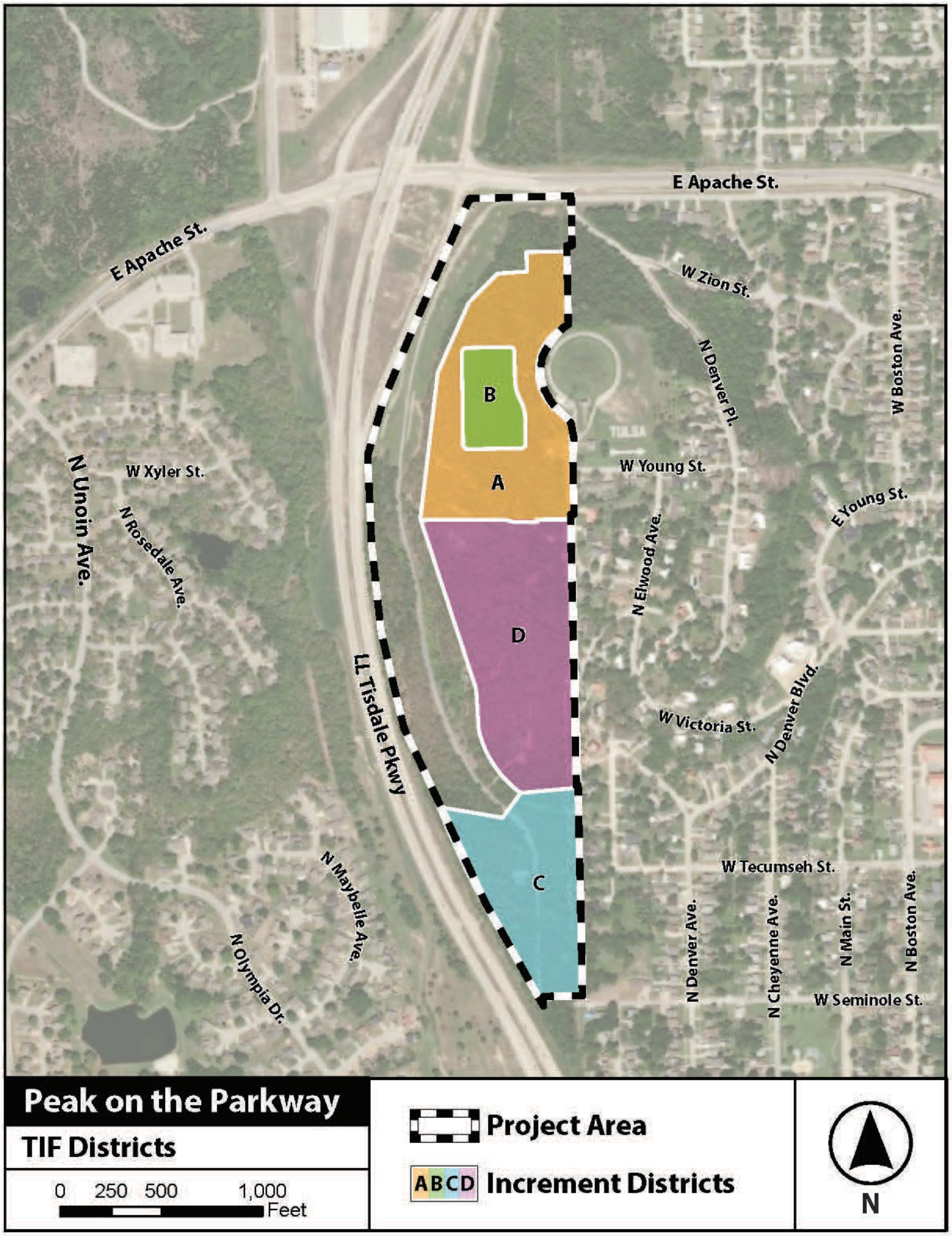

EXHIBIT D: EXISTING USES AND CONDITIONS

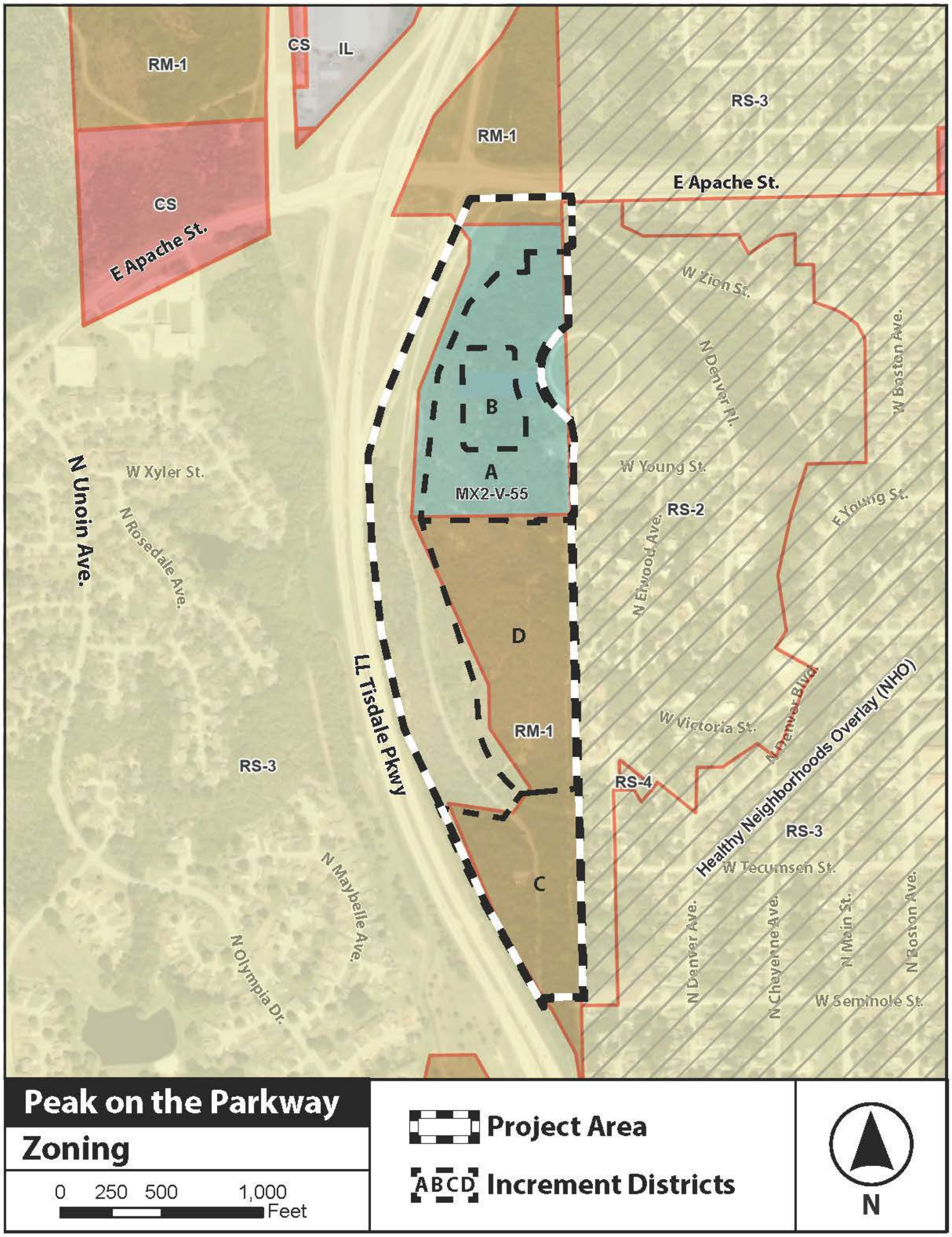

EXHIBIT E: PROPOSED USES AND IMPROVEMENTS