



Donald L. Warner, III

Partner

513.651.6939 (t)

dwarner@fbtlaw.com

October 17, 2025

VIA HAND DELIVERY

Cincinnati City Council
Melissa Autry, Clerk of Council
801 Plum St., Room 308
Cincinnati, Ohio 45202

RE: Petition to establish the Convention District Community Authority as a new community authority and a new community district pursuant to Chapter 349 of the Ohio Revised Code

Dear Clerk Autry:

Enclosed please find the above-referenced petition (the "Petition") presented and filed collectively by the Port of Greater Cincinnati Development Authority, 3CDC Master Parking Commercial LLC, MCA Center LLC, Cincinnati Association for the Performing Arts, 641 Walnut LLC, 101 West Fifth LLC, Fourth and Race Development LLC, Fifth Third Bank, National Association, Fountain Place, LLC, 120 East Sixth, LLC, the Hamilton County Land Reutilization Corporation, Urban Legacy VIII, LLC, the City of Cincinnati, Ohio, and Cincinnati Hotel Owner (OH), LLC (collectively, the "Developers") to establish the Convention District Community Authority (the "Authority") pursuant to Ohio Revised Code Chapter 349. This Petition is being filed by the Developers with you, as Clerk of Council of the City Council (the "Council") of Cincinnati, Ohio, pursuant to Ohio Revised Code Section 349.03.

If the Council determines that the Petition is sufficient, a notice of public hearing must be published once each week for three consecutive weeks before the public hearing. Such public hearing must occur not less than thirty (30) days or more than forty-five (45) days from the date (today) that the Petition is filed with you, as the Clerk of Council, on behalf of the Council.

Please contact me if you have any questions or comments. Thank you for your assistance in this matter.

Sincerely,

FROST BROWN TODD LLP

Donald L. Warner, III

Enclosure

PETITION FOR THE ORGANIZATION
OF A NEW COMMUNITY AUTHORITY

TO THE CITY COUNCIL OF CITY OF CINCINNATI, OHIO:

Pursuant to Chapter 349 of the Ohio Revised Code, the PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY, a port authority and a body corporate and politic organized and existing under the laws of the State of Ohio (as to PARCELS 1 and 2 as described in EXHIBIT A-2 attached hereto); 3CDC MASTER PARKING COMMERCIAL LLC, an Ohio limited liability company (as to PARCEL 3 as described in EXHIBIT A-2 attached hereto); MCA CENTER LLC, an Ohio limited liability company (as to PARCELS 4 and 5 as described in EXHIBIT A-2 attached hereto); the CINCINNATI ASSOCIATION FOR THE PERFORMING ARTS, an Ohio non-profit corporation (as to PARCEL 6 as described in EXHIBIT A-2 attached hereto); 641 WALNUT LLC, an Ohio limited liability company (as to PARCELS 7, 8, and 9 as described in EXHIBIT A-2 attached hereto); 101 WEST FIFTH LLC, an Ohio limited liability company (as to PARCEL 10 as described in EXHIBIT A-2 attached hereto); FOURTH AND RACE REDEVELOPMENT LLC, an Ohio nonprofit limited liability company (as to PARCEL 11 as described in EXHIBIT A-2 attached hereto); FIFTH THIRD BANK, NATIONAL ASSOCIATION (as to PARCEL 12 as described on Exhibit A-2); FOUNTAIN PLACE, LLC, an Ohio limited liability company (as to PARCELS 13 and 14 as described in EXHIBIT A-2 attached hereto); 120 EAST SIXTH, LLC, an Ohio limited liability company (as to PARCELS 15 and 16 as described in EXHIBIT A-2 attached hereto); the HAMILTON COUNTY LAND REUTILIZATION CORPORATION, an Ohio non-profit corporation (as to PARCEL 17 as described in EXHIBIT A-2 attached hereto); URBAN LEGACY VIII, LLC, an Ohio limited liability company (as to PARCEL 18 as described in EXHIBIT A-2 attached hereto); the CITY OF CINCINNATI, an Ohio municipal corporation (as to PARCELS 19 and 20 as described in EXHIBIT A-2 attached hereto), and CINCINNATI HOTEL OWNER (OH), LLC, a Delaware limited liability company (as to PARCEL 21 as described in EXHIBIT A-2 attached hereto) (each a “Developer” and, together the “Developers”), hereby submit this petition to the City Council of the City of Cincinnati, Ohio (the “City Council”) for the organization of a new community authority (the “Authority”) to be known as the Convention District Community Authority.

For purposes of the organization of the Authority, the Developers constitute a “developer” within the meaning of Section 349.01(E) of the Ohio Revised Code, and the City of Cincinnati, Ohio (the “City”) is the only “proximate city” as that term is defined in Section 349.01(M) of the Ohio Revised Code. The Developers further state as follows in compliance with the requirements of Section 349.03 of the Ohio Revised Code:

1. The Authority is named the “Convention District Community Authority.”
2. The principal office of the Authority shall be located at 1203 Walnut Street, Cincinnati, Ohio 45202, or such other location as may hereafter be determined by the Board of Trustees of the Authority.
3. Attached to this Petition as Exhibit A-1 is a map of all the land comprising the new community district (the “District”), all of which land is located within the corporate boundaries of the City. Legal description(s) of all the parcel(s) in the District (collectively,

the “Property”) are attached as Exhibit A-2. The properties highlighted in blue on Exhibit A-1 and described on Exhibit A-2 will be included in the District. The total acreage of the properties to be included in the District will be approximately 35 acres. The Developers own or control all such acreage to be included in the District within the meaning of Section 349.01(E) of the Ohio Revised Code.

4. The Developer’s current plans for the development of the Property comply with the applicable zoning regulations set forth under Chapter 1411 of the City’s Municipal Code, which govern the development of properties located in the Downtown Development district (DD). All of the Property is located in the DD zoning district. A certification of the existing zoning regulations applicable to the Property are attached to this Petition as Exhibit B.

5. Attached to this Petition as Exhibit C is a current plan indicating the proposed new community development program (the “Program”) for the District; the land acquisition and land development activities; community facilities and services the Authority will undertake under such program; the proposed method of financing these activities through the issuance and sale of revenue bonds (“Revenue Bonds”), including a description of the bases, timing, and manner of collecting any proposed community development charges intended to support debt service payable on the Revenue Bonds (the “Community Development Charges”); and the projected total population of, and employment within, the new community.

6. Consistent with Section 349.04 of the Ohio Revised Code, the Board of Trustees (“Board of Trustees”) governing the Authority should consist of seven (7) members: three (3) of those members to be citizen members appointed by the City Council of the City of Cincinnati; three (3) of those members to be appointed by the Developer; and one (1) of those members to be appointed by the City Council of the City of Cincinnati to serve as a representative of local government. None of the Board members appointed by the City may be employees of any of the Developers. The initial appointment of each member of the Board of Trustees, and any reappointment or appointment of successor members thereafter, shall be for the term established by the resolution to be adopted by the City Council of the City of Cincinnati pursuant to Section 349.04 of the Ohio Revised Code. As authorized by Section 349.04 of the Revised Code, the Trustees of the Authority will be appointed by this alternative method and shall not be elected.

7. Attached to this Petition as Exhibit D is a preliminary economic feasibility analysis, including the area development pattern and demand, location and proposed District size, present and future socio-economic conditions, public services provision, financial plan, and a statement of the Developers’ management capability.

8. The development will comply with all applicable environmental laws and regulations.

9. The Authority may only be dissolved in accordance with a resolution passed by the Board of Trustees of the Authority and with the concurring approval of the City Council of the City of Cincinnati by resolution or ordinance. Unless otherwise agreed by

the obligees of the Authority, the Authority may not be dissolved so long as any bond, note or other legal indebtedness, including any Revenue Bond of the Authority or other third-party issuer remains outstanding.

10. Each of the undersigned Developer representatives hereby represents and warrants that he or she is duly authorized and empowered to execute and deliver this Petition on behalf of such entity to the City Council of the City of Cincinnati for its review and consideration.

Attached Exhibits A-1, A-2, B, C, and D are part of this Petition.

In consideration of the foregoing, the Developers hereby request that the City Council of the City of Cincinnati, as the "organizational board of commissioners" under Section 349.03 of the Ohio Revised Code, determine that this Petition complies as to form and substance with the requirements of Section 349.03 of the Ohio Revised Code, and further requests that the City Council of the City of Cincinnati fix the time and place of a hearing on this Petition for the establishment of the Authority. Pursuant to Section 349.03(A) of the Ohio Revised Code, pending determination by the City Council of the City of Cincinnati that this Petition complies with Section 349.03 of the Ohio Revised Code, that hearing must be held not less than thirty (30) nor more than forty-five (45) days after the filing of this Petition with the Clerk of Council. This Petition may be executed in one or more counterparts, manually or by electronic signature, each of which shall be deemed as original for all purposes, and together shall constitute one and the same document.

[This Space Intentionally Left Blank.]

IN WITNESS WHEREOF, the Developers have caused this Petition for Organization of a New Community Authority to be executed by their respective duly authorized representatives as of the day and year first above written.

DEVELOPERS:

120 EAST SIXTH, LLC,
an Ohio limited liability company

DocuSigned by:
Caitlin Felvus
By: _____
Name: Caitlin Felvus
Title: CLO & SVP, HR

MCA CENTER LLC, an Ohio limited liability
company

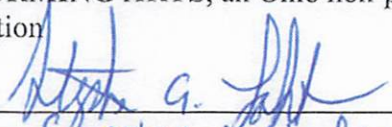
Signed by:
By: Bobby Maly
Name: Bobby Maly
Title: CEO

641 WALNUT LLC, an Ohio limited liability
company

DocuSigned by:

By: BOB DECK
Name: BOB DECK
Title: Managing Partner

**CINCINNATI ASSOCIATION FOR THE
PERFORMING ARTS**, an Ohio non-profit
corporation

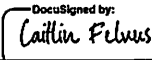
By: 
Name: Stephen A. Loftin
Title: President + CEO

**HAMILTON COUNTY LAND REUTILIZATION
CORPORATION,**
an Ohio non-profit corporation

By: Port of Greater Cincinnati Development
Authority, Management Company

By: DocuSigned by: Andrew Garth
Name: Andrew Garth
Title: EVP & General Counsel

FOUNTAIN PLACE, LLC, an Ohio limited liability company

By: 
Name: Caitlin Feivus
Title: CLO & SVP, HR

**FOURTH AND RACE REDEVELOPMENT,
LLC, an Ohio nonprofit limited liability company**

By: 
Name: Caitlin Felvus
Title: CLO & SVP, HR

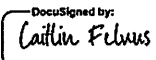
**FIFTH THIRD BANK,
NATIONAL ASSOCIATION**

DocuSigned by:
By: Thomas Neltner
Name: Thomas Neltner
Title: Director of Enterprise Workplace Services

URBAN LEGACY VIII, LLC, an Ohio limited liability company

By: 
Name: Caitlin Felvus
Title: CLO & SVP, HR

101 WEST FIFTH LLC, an Ohio limited liability company

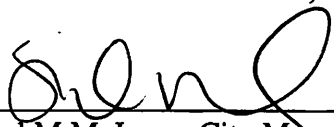
By: 
Name: Caitlin Felvus
Title: CLO & SVP, HR

**PORT OF GREATER CINCINNATI
DEVELOPMENT AUTHORITY**, a port authority
and a body corporate and politic organized and
existing under the laws of the State of Ohio

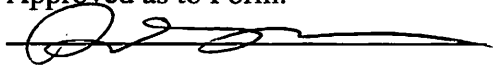
By:  DocuSigned by:
3350442CC7A24DF...

Laura N. Brunner, President and CEO

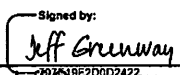
THE CITY OF CINCINNATI, OHIO

By: 
Sheryl M.M. Long, City Manager

Approved as to Form:



CINCINNATI HOTEL OWNER (OH), LLC,
a Delaware limited liability company

By:  _____
Name: Jeff Greenway
Title: Authorized Signatory

**3CDC MASTER PARKING COMMERCIAL
LLC, an Ohio limited liability company**

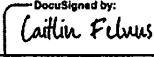
By: 
Name: Caitlin Feivus
Title: CLO & SVP, HR

EXHIBIT A-1

MAP OF NEW COMMUNITY DISTRICT

The Parcels comprising the Property are highlighted in blue below.

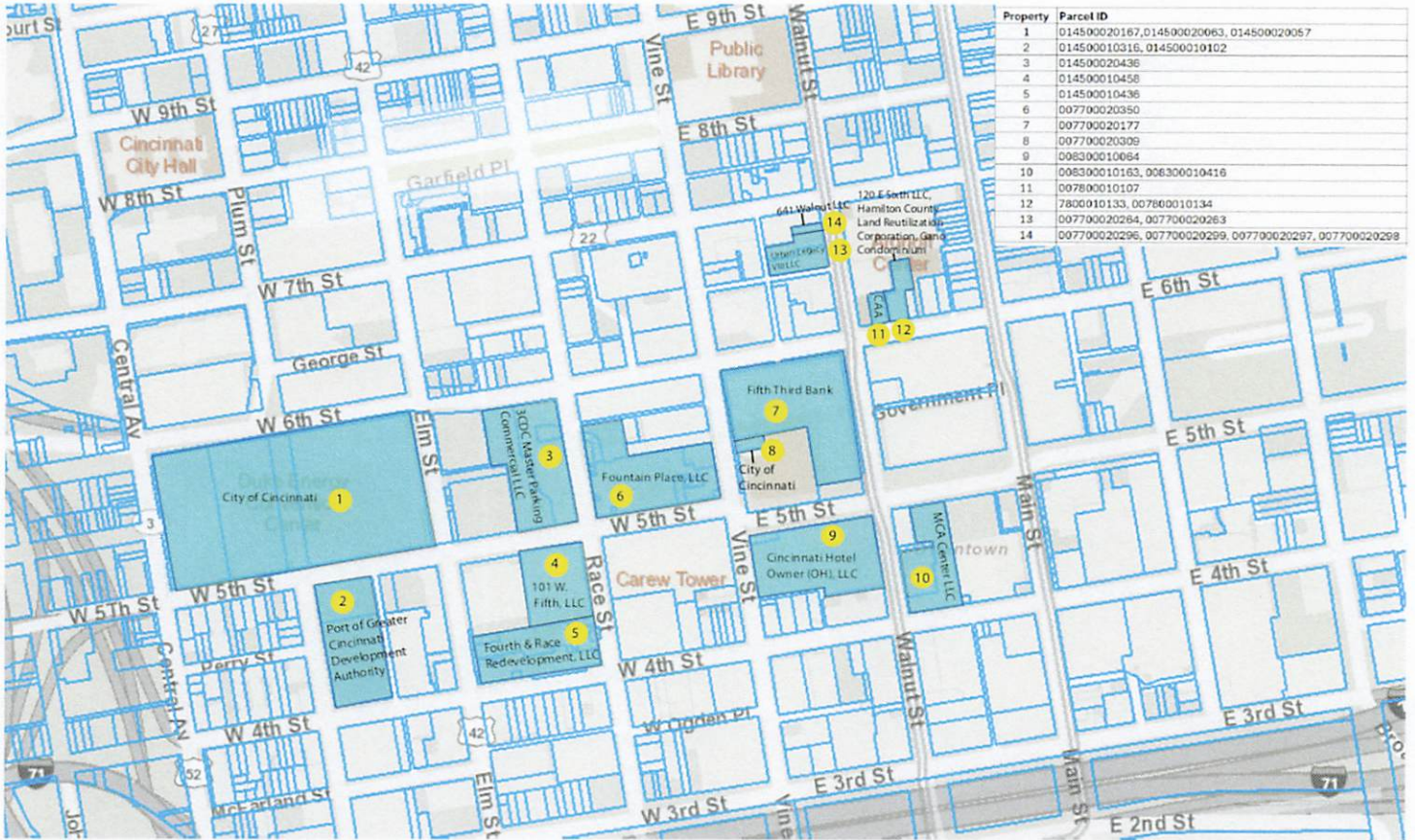


EXHIBIT A-2

LEGAL DESCRIPTION OF
NEW COMMUNITY DISTRICT

PARCEL 1:

Situate in Section 18, Town 4, Fractional Range 1, Cincinnati Township, City of Cincinnati, Hamilton County, Ohio and being all of In Lot 342 and a part of In Lot 341 by Israel Ludlow and Joel Williams as recorded in Deed Book E2, Pages 66 and 67 of the Hamilton County, Ohio Records and being more particularly described as follows:

Beginning at the Southeast corner of Fifth Street (66 foot right of way) and Plum Street (66 foot right of way); thence North 81 degrees 05 minutes 30 seconds East, along the South line of Fifth Street, a distance of 188.58 feet to the Southwest corner of Fifth Street and Home Street (20 foot right of way); thence South 9 degrees 06 minutes 10 seconds East, along the West line of Home Street, a distance of 121.88 feet; thence South 81 degrees 05 minutes 30 seconds West, parallel with the South line of Fifth Street, a distance of 188.85 feet to a point in the East line of Plum Street; thence North 8 degrees 58 minutes 30 seconds West, along the East line of Plum Street, a distance of 121.88 feet to the Southeast corner of Fifth Street and Plum Street and the place of beginning. Containing 23,000 square feet or 0.528 acres, more or less, and being part of the Perimeter Survey recorded in Plat Book 281, Page 99 of the Hamilton County, Ohio Plat Records. The above description is based on an actual field survey made by Thomas J. Howard, Ohio Registered Surveyor No. 5-005005 in October, 1989.

PPN: 145-0001-0316-00

Commonly known as 251 W. Fifth Street, Cincinnati, OH

PARCEL 2:

Situate in Section 18, Town 4, Fractional Range 1, Cincinnati Township, being all of in Lots 339 and 340 and a part of in Lot 341 by Israel Ludlow and Joel Williams as recorded in Deed Book E2, Pages 66 and 67 of the Hamilton County, Ohio records and being more particularly described as follows:

Commencing at the Southeast corner of Fifth Street (66' Right of Way) and Plum Street (66' Right of Way); thence South 08° 58' 30" East, along the East line of Plum Street, a distance of 121.88 feet to the real place of beginning for the property herein described; thence North 81° 05' 30" East, parallel with the South line of Fifth Street, a distance of 188.85 feet to a point in the West line of Home Street (20' Right of Way); thence South 09° 06' 10" East, along the West line of Home Street, a distance of 276.21 feet to the Northwest corner of Home Street and Fourth Street (66' Right of Way); thence South 81° 14' 20" West, along the North line of Fourth Street, a distance of 189.47 feet to the Northeast corner of Fourth Street and Plum Street; thence North 08° 58' 30" West, along the East line of Plum Street a distance of 275.72 feet to the Place of Beginning.

PPN: 145-0001-0102-00

Commonly known as 240 W. Fourth Street, Cincinnati, OH

PARCEL 3:

145 Situate in Section 18, Town 4, Fractional Range 1, City of Cincinnati, County of Hamilton, State of Ohio, and being known, numbered and designated as Lot Number Two (2) of the Dunnhumby Centre Subdivision as recorded in Plat Book 437, Pages 24-32, of the Hamilton County Recorder's Office Records.

PPN: 145-0002-0435-00

Commonly known as 595 Race Street, Cincinnati, OH

PARCEL 4:

Situate, lying and being in Section 18, Town 4, Fractional Range 1, Cincinnati Township, City of Cincinnati, Hamilton County, Ohio and being all of Lots 12 through 15 and part of Lot 11 of Hamilton County Subdivision as recorded in Deed Book V-2, Page 417, Hamilton County Recorder's Office, and also being part of In Lots 139 and 140 of the In Lots as recorded in Deed Book E-2, Pages 62 to 66, Hamilton County Recorder's Office and also being all of Tract B (a fee simple estate), all of Tract C (a fee simple estate) and all of Tract E (a fee simple estate) and also being part of Tract A (a fee simple estate) and part of Tract D (a fee simple estate) of Registered Land Certificate No. 78982 (City of Cincinnati) which is recorded in Hamilton County, Ohio Registered Land Records, and also being all of Traction Place (a 10 foot alley), and also being part of Mercantile Place (an 18 foot street), and being more particularly described as follows:

Beginning at the intersection of the south line of Fifth Street (a 130 foot street) and the west line of Traction Place (a 10 foot alley); thence North $81^{\circ} 08' 30''$ East along the south line of Fifth Street 112.70 feet to the west line of Tract B-2, Parcel 2 (Federal Reserve Bank); thence South $9^{\circ} 23' 30''$ East along the west line of Tract B-2, Parcel 2, and the west line of Tract B-2, Parcel 1 (Federal Reserve Bank) 334.83 feet to a point in the north line of Fourth Street (said point being 225.00 feet westwardly from the northwest corner of Fourth Street and Main Street (a 66 foot street); thence South $81^{\circ} 04' 50''$ West along the north line of Fourth Street 172.52 feet to the east line of Walnut Street (a 66 foot street); thence North $9^{\circ} 06' 00''$ West along the east line of Walnut Street 51.33 feet to the south line of the property presently owned by the Cincinnati College, an Ohio corporation, thence North $81^{\circ} 04' 50''$ East along said south line and 51.33 feet north of and parallel to the north line of Fourth Street 100.95 feet to the west line of Tract C of Registered Land Certificate No. 78982; thence North $9^{\circ} 08' 10''$ West along said west line 11.73 feet to the south line of Tract E of Registered Land Certificate No. 78982; thence South $81^{\circ} 04' 50''$ West along said south line 0.73 feet to the west line of said Tract E; thence North $9^{\circ} 08' 10''$ West along said west line 76.46 feet to the north line of said Tract E; thence North $81^{\circ} 08' 20''$ East along said north line 10.00 feet to a point in the west line of Tract C of Registered Land Certificate No. 78982; thence North $9^{\circ} 08' 10''$ West along said west line and the west line extended northwardly 75.17 feet to a point 15 feet north of the south line of Mercantile Place (an 18 foot street); thence South $81^{\circ} 08' 30''$ West along a line 15 feet north of and parallel to the south line of Mercantile Place 51.99 feet to the west line of Traction Place; thence North $9^{\circ} 06' 00''$ West along the west line of Traction Place 120.20 feet to the south line of Fifth Street and the Place of Beginning and

containing 33,378 square feet, more or less.

Included in the above described Tract are the following parcels of land registered under Registered Land Certificate Nos. 177272 and 177273:

Situate in the City of Cincinnati, Hamilton County, Ohio, being more particularly described as follows:

Tract A:

Beginning at a point in the north line of Fourth Street (a 66 foot street) a distance of 225.22 feet - westwardly from the northwest corner of Fourth Street and Main Street (a 66 foot street); thence North 16° 27' West a distance of 63.00 feet; thence South 74° West a distance of 11.72 feet; thence South 16° East a distance of 63.00 feet to the north line of Fourth Street; thence North 74° East along the north line of Fourth Street a distance of 12.24 feet to the Place of Beginning.

Tract B:

Beginning at a point in the north line of Fourth Street (a 66 foot street) a distance of 237.46 feet westwardly from the northwest corner of Fourth Street and Main Street (a 66 foot street); thence North 16° West a distance of 63.00 feet; thence South 74° West a distance of 21.50 feet; thence South 16° East a distance of 63.00 feet to the north line of Fourth Street; thence North 74° East along the north line of Fourth Street a distance of 21.50 feet to the Place of Beginning.

Tract C:

Beginning at a point in the North line of Fourth Street (a 66 foot street) a distance of 258.96 feet westwardly from the northwest corner of Fourth Street and Main Street (a 66 foot street); thence North 16° 00' a distance of 90 feet; thence North 74° East a distance of 7.14 feet; thence 16° West a distance of 26.31 feet; thence South 74° West a distance of 23.86 feet; thence North 16° West a distance of 83.19 feet to the north line of said Registered Land; thence South 74° 03' 30" West along the north line of said Registered Land, a distance of 12.55 feet; thence South 16° 13' East a distance of 136.45 feet; thence South 74° West a distance of 9.27 feet; thence South 16° 13' East a distance of 63.06 feet to a point in the north line of Fourth Street and thence North 74° East along the north line of Fourth Street, a distance of 37.79 feet to the Place of Beginning.

Tract D:

From a point in the north line of Fourth Street (a 66 foot street) which is 258.96 feet westwardly from the northwest corner of Fourth Street and Main Street (a 66 foot street); measure North 16° West a distance of 63.00 feet to the Place of Beginning; thence North 74° East a distance of 33.22 feet; thence North 16° 28' 20" West a distance of 136.46 feet to the north line of said Registered Land; thence South 74° 03' 30" West along the north line of said Registered Land a distance of 48.82 feet; thence South 16° East a distance of 83.19 feet; thence North 74° East a distance of 23.86 feet; thence South 16° East a distance of 26.31 feet; thence South 74° West a distance of 7.14 feet; thence South 16° East a distance of 27.00 feet to the Place of Beginning.

Tract E:

From a point in the north line of Fourth Street (a 66 foot street) which is South 74° West a distance of 296.75 feet from the northwest corner of Fourth Street and Main Street (a 66 foot street); measure North 16° 13' West a distance of 63.06 feet to the Place of Beginning; thence North 74° East a distance of 9.27 feet; thence North 16° 13' West a distance of 76.45 feet; thence South 74° 03' 30" West a distance of 10 feet; thence South 16° 13' East a distance of 76.46 feet; thence North 74° East a distance of 0.73 feet to the Place of Beginning.

PPN: 083-0001-0416-00

Commonly known as 115 E. Fifth Street, Cincinnati, OH

PARCEL 5:

Situate in Section 18, Town 4, Fractional Range 1, Miami Purchase, Cincinnati Township, in the City of Cincinnati, Hamilton County, Ohio, being part of In Lots 139 and 140 of said city and being more particularly described as follows:

Beginning at a point in the east line of Walnut Street (a 66 foot street) which is North 16° 11' West, 51.33 feet from the north line of Fourth Street (a 66 foot street); thence North 16° 11' West, along the east line of Walnut Street, 148.47 feet to the south line of Mercantile Place; thence North 74° 03' 30" East, along the south line of Mercantile Place, 110.13 feet to the westerly line of the land described in Registered Land Certificate of Title 62144; thence along the westerly line of said Registered Land, South 16° 13' East 60.17 feet, South 74° 03' 30" West 10 feet, South 16° 13' East 76.46 feet, North 74° 00' East 0.73 feet and South 16° 13' East 11.73 feet; and thence South 74° 00' West 100.95 feet to the place of beginning. Being the same premises described in Registered Land Certificate of Title No. 170856.

PPN: 083-0001-0163-00

Commonly known as 414 Walnut Street, Cincinnati, OH

PARCEL 6:

Situated in the City of Cincinnati, County of Hamilton, State of Ohio and being particularly described as follows:

Beginning at the point of intersection of the northerly right of way line of Sixth Street and the westerly right of way line of Dodson Alley; thence S 73° 22' 40" W along the northerly right of way line of Sixth Street a distance of 48.69 feet to a point; thence N 16° 36' 00" W along the easterly face of a proposed planter wall and along said face extended a distance of 89.77 feet to a point; thence N 73° 24' 00" E a distance of 10.28 feet to a point; thence N 16° 36' 00" W a distance of 9.33 feet to a point in the southerly building line of the Stanley J. Aronoff Center for the Performing Arts (formerly known as the Ohio Center For The Arts) building; thence N 73° 24' 00" E along said southerly building line a distance of 38.05 feet to a point in the westerly right of way line extended of Dodson Alley; thence S 16° 48' 31" E along said westerly right of way line and

along said line extended a distance of 99.08 feet to the point of beginning. The above described tract of land contains 4,711 square feet, more or less. Bearings are based upon a plat of survey by the City of Cincinnati Department of Public Works, Division of Engineering, as recorded in Plat Book 317, Page 31, Hamilton County, Ohio Recorder's Office. This legal description was prepared by Balke Engineers under the direction of Joseph D. Kuhlmann, Ohio Registered Surveyor No. 6823.

PPN: 078-0001-0107-00

Commonly known as 600 Walnut Street, Cincinnati, OH

PARCEL 7:

Situated in the City of Cincinnati, County of Hamilton, and State of Ohio, and being part of Lot No. 7, Square 2, of John A. Gano's Subdivision, plat of which subdivision is recorded in Deed Book "M" 1, Page 689 of the Official Records of the Hamilton County, Ohio Recorder and being Unit B of 641 Walnut Condominium for which the 641 Walnut Condominium Declaration of Ownership ("Declaration") is recorded at Official Record 11437, Page 617 of the Official Records of the Hamilton County, Ohio Recorder, for which the 641 Walnut Condominium plat is recorded in Plat Book 425, Pages 41 and 42 of the Official Records of the Hamilton County, Ohio Recorder, and together with the percent of undivided interest of the condominium appurtenant to the Unit B as set forth in the Declaration.

PPN: 077-0002-0298-00

Commonly known as 641 Walnut Street, Unit B, Cincinnati, OH

PARCEL 8:

Situated in the City of Cincinnati, County of Hamilton, and State of Ohio, and being part of Lot No. 7, Square 2, of John A. Gano's Subdivision, plat of which subdivision is recorded in Deed Book "M" 1, Page 689 of the Official Records of the Hamilton County, Ohio Recorder and being Unit A of 641 Walnut Condominium for which the 641 Walnut Condominium Declaration of Ownership ("Declaration") is recorded at Official Record 11437, Page 617 of the Official Records of the Hamilton County, Ohio Recorder, for which the 641 Walnut Condominium plat is recorded in Plat Book 425, Pages 41 and 42 of the Official Records of the Hamilton County, Ohio Recorder, and together with the percent of undivided interest of the condominium appurtenant to the Unit A as set forth in the Declaration.

PPN: 077-0002-0297-00

Commonly known as 641 Walnut Street, Unit A, Cincinnati, OH

PARCEL 9:

Situated in the City of Cincinnati, County of Hamilton, and State of Ohio, and being part of Lot No. 7, Square 2, of John A. Gano's Subdivision, plat of which subdivision is recorded in Deed Book "M" 1, Page 689 of the Official Records of the Hamilton County, Ohio Recorder and being Unit C of 641 Walnut Condominium for which the 641 Walnut Condominium Declaration of

Ownership ("Declaration") is recorded at Official Record 11437, Page 617 of the Official Records of the Hamilton County, Ohio Recorder, for which the 641 Walnut Condominium plat is recorded in Plat Book 425, Pages 41 and 42 of the Official Records of the Hamilton County, Ohio Recorder, and together with the percent of undivided interest of the condominium appurtenant to the Unit C as set forth in the Declaration.

PPN: 077-0002-0299-00

Commonly known as 641 Walnut Street, Unit C, Cincinnati, OH

PARCEL 10:

Situate In the Section 18, Town 4, Fractional Range 1, City of Cincinnati, Hamilton County, Ohio and being parts of the property conveyed to the City of Cincinnati by instruments recorded in Deed Book 3367, Pg. 526, Deed Book 3371, Pg. 866, Deed Book 3389, Pg. 230, Deed Book 3410, Pg. 458, Deed Book 3415, Pg. 133, Deed Book 3420, Pg. 696, Deed Book 3433, Pg. 508, Deed Book 3433, Pg. 519, and Deed Book 3456, Pg. 875 and being parts of Inlots 265, 266, and 267 by Israel Ludlow and Joel Williams recorded in Deed Book E2, Pg. 66, and being the same "Parcel 2" of a Consolidation Plat recorded in Plat Book 252, Pg. 65, and being more particularly described as follows:

Beginning at the northeast corner of said "Parcel 2", said point being the intersection of the southerly right of way of 5th Avenue and the westerly right of way of Race Street, thence, along the westerly right of way of Race Street and along the east line of said "Parcel 2", S 08° 58' 50" E a distance of 234.36 feet to the southeast corner of said "Parcel 2" and the northeast corner of a parcel "D-1" of a survey recorded in Plat Book 232, Pg. 72;

Thence, along the south line of said "Parcel 2" and along the north line of said parcel "D-1", S 81° 11' 00" W a distance of 196.92 feet to the southwest corner of said "Parcel 2" and the southeast corner of "Parcel 1" of a Consolidation Plat recorded in Plat Book 252, Pg. 65, and a point in the north line of said parcel "D-1";

Thence, along the west line of said "Parcel 2" and along the east line of said "Parcel 1", N 08° 45' 20" W a distance of 234.57 feet to the northwest corner of said "Parcel 2" and the northeast corner of said "Parcel 1", and a point in the south right of way of 5th Avenue;

Thence, along the north line of said "Parcel 2" and along the south right of way of 5th Avenue, N 81° 14' 40" E a distance of 196.00 feet to the Point of Beginning. Containing 46,063 Sq. Ft., 1.0575 Acres, more or less, as calculated from records. This description, prepared by Baumann Land Survey, Inc., is based on Plat Book 252, Pg. 65 and is not based on a field survey. Bearings based on O.R. 11484, Pg. 65.

PPN: 145-0001-0215-00; 145-0001-A215-00; 145-0001-B215-00

Commonly known as 101 West Fifth Street, Cincinnati, OH

PARCEL 11:

Situate in Section 18, Town 4, Fractional Range 1, BTM, City of Cincinnati, Hamilton County, Ohio, and being all of Lot 1 of the 4th and Race Redevelopment Subdivision as set forth on the record plat filed on September 13, 2018, and recorded in Plat Book 468, Pages 1 through 9, of the Hamilton County, Ohio Recorder's Records.

PPN: 145-0001-0435-00

Commonly known as 118 W. Fourth Street, Cincinnati, Ohio

PARCEL 12:

Situate, lying and being in Section 18, Town 4, Fractional Range 1, Cincinnati Township, City of Cincinnati, Hamilton County, Ohio and being part of Inlots 168 through 171 and 194 through 196 of the Inlots as recorded in Deed Book E. 2, pages 62 to 66, Hamilton County Recorder's Office and also being part of Lots 4 and 5, of William's Subdivision by Sheriff, no plat of which is recorded, and also being part of Registered Land Certificates Nos. 44996 (formerly owned by the Emery Realty, Inc.); and 55069 (City of Cincinnati) and all of Registered Land No. 39328 (formerly owned by the Song Shop, Incorporated), all of which are recorded in the Hamilton County, Ohio Registered Land Records and also being the narrowed portion of Fifth Street and also being part of Carew Place, Hatters Alley and Thorp Alley, as vacated, and being more particularly described as follows:

From the intersection of the south line of Sixth Street (a 66 foot street) and the east line of Vine Street (a 66 foot street) measure along the east line of Vine Street South 9° 01' 20" East, 12.00 feet; thence measure along a line parallel and 12.00 feet South of the South line of Sixth Street North 81° 04' 20" East, 12.00 feet to the Place of Beginning; thence continuing along a line parallel and 12.00 feet South of the South line of Sixth Street North 81° 04' 20" East, 374.79 feet to a point in a line 12.00 feet West of and parallel with the West line of Walnut Street (a 66 foot street) thence along a line parallel and 12.00 feet West of the West line of Walnut Street South 9° 08' 10" East, 21.34 feet to the North line of Registered Land Certificate of Title No. 44996 (formerly owned by The Emery Realty Inc.) of the Hamilton County, Ohio Registered Land Records; thence South 81° 01' 50" West (South 74° 10' West Registered Land) along the north line of said Registered Land 87.82 feet to the northwest corner of said Registered Land; thence South 9° 05' 35" East (South 15° 57' 25" East Registered Land) along the West line of said Registered Land 66.67 feet to the southwest corner of said Registered Land; thence North 81° 01' 50" East (North 74° 10' East Registered Land) along the South line of said Registered Land 87.87 feet to a point in a line 12 feet West of and parallel to the said West line of Walnut Street; thence South 9° 08' 10" East along a line 12 feet West of and parallel to the said West line of Walnut Street 299.59 feet to the North line of Fifth Street (a 140.76 foot street); thence South 81° 10' 30" West along the said North line of Fifth Street 68.15 feet to the Southeast corner of Registered Land Certificate of Title No. 39328 (formerly owned by the Song Shop, Incorporated) of the Hamilton County, Ohio Registered Land Records; thence North 8° 49' 05" West (North 15° 45' 35" West Registered Land) along the east line of said Registered Land 100.10 feet to the South line of Hatters Alley as Vacated; thence South 81° 10' 30" West (South 74° 14' West Registered Land) along the said South line of Hatters Alley 28.38 feet to a point in the west line of said Registered Land; thence South 9° 03' 30" East (South

16° 0' East Registered Land) along the said West line of Registered Land 100.10 feet to the said North line of Fifth Street; thence South 81° 10' 30" West along the said North line of Fifth Street 45.95 feet; thence North 9° 01' 20" West, 176.01 feet; thence South 80° 58' 40" West, 233.50 feet to a point in a line 12.00 feet East of and parallel with the East line of Vine Street (a 66 foot street); thence along a line parallel and 12.00 feet East of the East line of Vine Street North 9° 01' 20" West, 25.22 feet to a point in the South line of Registered Land Certificate of Title No. 55069 (City of Cincinnati) of the Hamilton County, Ohio Registered Land Records; thence North 81° 05' 40" East, (North 74° 07' East Registered Land) along the said South line of Registered Land 88.00 feet to the Southeast corner of said Registered Land; thence North 9° 01' 20" West (North 16° 0' West Registered Land) along the east line of said Registered Land 24.79 feet to the northeast corner of said Registered Land; thence South 81° 05' 40" West (South 74° 07' West Registered Land) along the north line of said Registered Land 88.00 feet to a point in a line 12.00 feet East of and parallel with the said East line of Vine Street; thence along a line parallel and 12.00 feet east of the east line of Vine Street North 9° 01' 20" West, 161.71 feet to the Place of Beginning and containing 93,428 square feet, more or less.

REGISTERED LAND:

Beginning at a point in the northerly line of Fifth Street (a 140.76 foot street), South 74° 14' West (South 81° 10' 30" West - C.B.D.), 80.15 feet from the intersection of the northerly line of said Fifth Street and the westerly line of Walnut Street (a 66 foot street); thence South 74° 14' West (South 81° 10' 30" West - C.B.D.) along the said northerly line of Fifth Street, 27.96 feet; thence North 16° 00' West (North 9° 3' 30" West - C.B.D.), 100.10 feet to a point in the southerly line of Hatters Alley, as vacated; thence North 74° 14' East (North 81° 10' 30" East - C.B.D.) along the said southerly line of Hatters Alley, 28.38 feet; thence South 15° 45' 35" East (South 8° 49' 05" East - C.B.D.) 100.10 feet to the Place of Beginning and containing 2,820 square feet, more or less.

PART OF REGISTERED LAND CERTIFICATE OF TITLE NO. 59030

From the intersection of the West line of Walnut Street (a 66 foot street) and the South line of Sixth Street (a 66 foot street) measure South 16° 0' East (South 9° 08' 10" East - C.B.D.) along the said West line of Walnut Street 99.97 feet to the Southeast corner of said Registered Land Certificate of Title No. 59030; thence measure South 74° 10' West (South 81° 01' 50" West - C.B.D.), 12.00 feet to the Place of Beginning; thence continuing South 74° 10' West (South 81° 01' 50" West - C.B.D.) 87.87 feet; thence North 15° 57' 25" West (North 9° 05' 35" West - C.B.D.), 66.67 feet; thence North 74° 10' East (North 81° 01' 50" East - C.B.D.), 87.82 feet to a point in a line 12.00 feet West of and parallel to said West line of Walnut Street; thence South 16° 00' East (South 9° 08' 10" East - C.B.D.) along a line 12.00 feet West of and parallel to said West line of Walnut Street, 66.67 feet to the Place of Beginning. Containing 5,855 square feet, more or less.

PART OF REGISTERED LAND CERTIFICATE OF TITLE NO. 55069

From the intersection of the East line of Vine Street (a 66 foot street) and the North line of Fifth Street (a 140.76 foot street) measure North 16° 0' West (North 9° 01' 20" West - C.B.D.) along the said East line of Vine Street 225.13 feet to the northwest corner of said Registered Land Certificate

of Title No. 55069; thence measure North 74° 07' East (North 81° 05' 40" East - C.B.D.) along the said North line of Registered Land, 12.00 feet for the Place of Beginning; thence continuing North 74° 07' East (North 81° 05' 40" East - C.B.D.) 88.00 feet; thence South 16° 0' East (South 9° 01' 20" East - C.B.D.) parallel with said Vine Street 24.79 feet; thence South 74° 07' West (South 81° 05' 40" West - C.B.D.) 88.00 feet to a point in a line 12.00 feet East of and parallel to Vine Street; thence North 16° 00' West (North 9° 01' 20" West - C.B.D.) along a line 12.00 feet east of and parallel to Vine Street; 24.79 feet to the Place of Beginning. Containing 2,182 square feet, more or less.

NARROWED PORTION OF FIFTH STREET

From the intersection of the northerly line of Fifth Street (a 140.76 foot street) and the westerly line of Walnut Street (a 66 foot street) measure South 81° 10' 30" West along the said North line of Fifth Street 12.00 feet for the Place of Beginning; thence South 9° 08' 10" East along a line 12.00 feet West of and parallel to the extension of the said West line of Walnut Street 15.76 feet; thence South 81° 10' 30" West along a line 15.76 feet South of and parallel to the North line of said Fifth Street 142.09 feet; thence North 9° 01' 20" West, 15.76 feet to a point in the North line of Fifth Street; thence North 81° 10' 30" East along the said North line of Fifth Street 142.06 feet to the Place of Beginning and containing 2,240 square feet, more or less.

PPN: 077-0002-0177-00 (177, 178, 203, 205, 218 thru 224, 227 & 244 Cons.)
Commonly known as 511 Walnut Street, Cincinnati, OH

PARCEL 13:

Situated in Section 18, Fractional Range 1, Town 4, in the City of Cincinnati, Cincinnati Township, Hamilton County, Ohio, and being all of Lot 3 of the Foundry Subdivision as set forth on the Record Plat filed in Plat Book 488, Pages 27-39, of the Hamilton County Recorder's Records.

PPN: 077-0002-0350-00
Commonly known as 50 W. Fifth Street (Lot 3), Cincinnati, OH

PARCEL 14:

Situated in Section 18, Fractional Range 1, Town 4, in the City of Cincinnati, Cincinnati Township, Hamilton County, Ohio, and being all of Lot 2 of the Foundry Subdivision as set forth on the Record Plat filed in Plat Book 488, Pages 27-39, of the Hamilton County Recorder's Records.

PPN: 077-0002-0349-00
Commonly known as 50 W. Fifth Street (Lot 2), Cincinnati, OH

PARCEL 15:

Situate in the City of Cincinnati, Hamilton County, Ohio, and being all of Unit A of Gano Condominium, as recorded in Plat Book 494, Pages 76-78 of the Records of Hamilton County, Ohio. The Declaration for Gano Condominium is recorded at Official Record Volume 14787, Page

2340 of the Records of Hamilton County, Ohio, as may be amended, together with the percentage of ownership in the Common Elements declared by the Declaration to be an appurtenance to the above Unit as the Declaration may be amended from time to time, which percentage interest shall automatically change in accordance with the amended Declarations as the same are filed of record pursuant to said Declaration. Said percentage interest shall attach to the additional Common Elements described in such amended Declarations, and shall be deemed to have been conveyed effective on the Recording of each such amended Declaration as though conveyed hereby.

PPN: 078-0001-0133-00

Commonly known as 114 E. Sixth Street, Unit A, Cincinnati, OH

PARCEL 16:

Situated in the City of Cincinnati, County of Hamilton and State of Ohio, Lot 13 of John S. Gano's Subdivision on the Northwest corner of Sixth Street and St. Clair Alley, fronting 30 feet on Sixth Street and extending back the same width along St. Clair Alley 90 feet to an alley.

PPN: 078-0001-0047-00

Commonly known as 122 E. Sixth Street, Cincinnati, OH

PARCEL 17:

Situate in the City of Cincinnati, Hamilton County, Ohio, and being all of Unit B of Gano Condominium, as recorded in Plat Book 494, Pages 76-78 of the Records of Hamilton County, Ohio. The Declaration for Gano Condominium is recorded at Official Record Volume 14787, Page 2340 of the Records of Hamilton County, Ohio, as may be amended, together with the percentage of ownership in the Common Elements declared by the Declaration to be an appurtenance to the above Unit as the Declaration may be amended from time to time, which percentage interest shall automatically change in accordance with the amended Declarations as the same are filed of record pursuant to said Declaration. Said percentage interest shall attach to the additional Common Elements described in such amended Declarations, and shall be deemed to have been conveyed effective on the Recording of each such amended Declaration as though conveyed hereby.

PPN: 078-0001-0134-00

Commonly known as 114 E. Sixth Street, Unit B, Cincinnati, OH

PARCEL 18:

TRACT I:

Located in the City of Cincinnati, Hamilton County, Ohio, this parcel lies on the west side of Walnut Street, just below Seventh Street. It comprises 22 feet and 8 inches from the southern portion of Lot 6 in John S. Gano's Subdivision, as recorded in Deed Book M-1, Page 689. The lot extends westward approximately 94 feet between parallel lines.

TRACT II:

Situated in the City of Cincinnati, Hamilton County, Ohio, this tract includes portions of Lots 5,

10, and 15 in Square 2 of John S. Gano's Subdivision (Deed Book M, Page 689). Beginning at the northwest corner of Walnut Street and Gano Alley, the boundary runs:

North along Walnut Street for 26 feet and $\frac{3}{4}$ inch,
West, parallel to Gano Alley, for 104 feet and 8 inches to a point 10 feet west of Lot 10's eastern boundary,
North, parallel to Lot 10's east line, for 9 feet and 4 inches,
West, parallel to Gano Alley, for 48 feet and $5\frac{1}{2}$ inches to a point 3 feet and 6 inches east of a brick party wall's center,
South, parallel to the party wall's center, for 35 feet and $4\frac{3}{4}$ inches to Gano Alley's north line,
East along Gano Alley's north line for 153 feet and 3 inches to the starting point.

TRACT III:

Located in the City of Cincinnati, Hamilton County, Ohio, within John S. Gano's Subdivision between Walnut and Vine Streets (recorded in Book M-1, Page 689). Starting at the southwest corner of Lot 15 (also the northeast corner of Lodge Alley and Gano Street), the boundary runs:

East along Gano Street for approximately 31 feet and 6 inches to the center of a three-story brick building's partition wall, North along the partition wall's center line for 47 feet, West, parallel to Gano Street, for approximately 31 feet and 6 inches to Lodge Alley's east line,
South along Lodge Alley's east line for 47 feet to the point of origin.
This property is known as the northeast corner of Lodge Alley and Gano Street.

TRACT IV:

Located in Cincinnati, Hamilton County, Ohio, this tract includes parts of Lots 10 and 15 from John S. Gano's Subdivision (Book M, Page 689). Beginning at Lot 10's southeast corner:

North along Lot 10's east line for 26.07 feet to the starting point,
Continuing north along the same line for 21 feet,
West, parallel to Gano Street's north line, for 62 feet and 6 inches to the northeast corner of an 18-inch-wide strip conveyed by Abraham Babinger to John Postel (Book 202, Page 20),
South along a party wall for 47 feet to Gano Street's north line,
East along Gano Street's north line for 3 feet and 6 inches from the party wall's center,
North, parallel to the party wall's center line, for 35.40 feet,
East, parallel to Gano Street's north line, for 48.41 feet,
South, parallel to Lot 10's east line, for 9.33 feet,
East, parallel to Gano Street, for 10 feet to the point of beginning.
This property is known as the rear of 629 Walnut Street.

TRACT V:

Located in Cincinnati, Hamilton County, Ohio, this parcel lies on the west side of Walnut Street between Sixth and Seventh Streets. It fronts 21 feet on Walnut Street and extends westward for 94 feet. Boundaries are:

East: Walnut Street,
North: Formerly owned by Eleanor Douglas,
West: A line 94 feet west of Walnut Street, parallel to it,
South: Formerly owned by William Teasdale (deceased).

This is the northern portion of Lot 5 in John S. Gano's Subdivision.

Parcel Number: 077-0002-0142-00 (including parcels 142, 143, 144, 149, 150, and 151 consolidated)

Common Address: 625 Walnut Street, Cincinnati, OH

PARCEL 19:

Situated in the City of Cincinnati, Hamilton County, Ohio and being more particularly described as follows:

COMMENCING at the intersection of the original east right of way line of Vine Street with the original south right of way line of Sixth Street; Thence along said east line of Vine Street, South 09°01'20" West, 223.72 feet; Thence leaving said east line North 80°58'40" East, 12.00 feet to the southwest corner of lands conveyed to Fifth Third Bank in Official Record 11619, Page 875 of the Hamilton County Recorder's Office in the current east line of Vine Street and recited in City Ordinance 155-1967 (unrecorded) and the POINT OF BEGINNING;

Thence along the south line of Fifth Third, North 80°58'40" East, 89.26 feet to a point witnessed by a set iron pin at South 09°07'03" East, 3.00 feet;

Thence leaving said south line a new division line, South 09°07'03" East, 43.39 feet to a set cross notch AND South 81°16'57 West, 89.33 feet to a set cross notch in the aforementioned current east line of Vine Street;

Thence along said east line, North 09°01'20" West, 42.92 feet to the POINT OF BEGINNING.

Common Address: 3CDC Via Vine Street

PPN: 077-0002-0309-00

PARCEL 20:

Parcel 1

Situate in Section 13, Town 4, Fractional Range 1, Cincinnati Township, Hamilton County, Ohio, and being more particularly described as follows:

Beginning at a set CN at the intersection of the West line of Elm Street and the North line of Fifth Street, measure with said Fifth Street South 80°20'59" West, 211.43 feet to a set CN;

thence South 30°04'02" West, 182.42 feet to a set CN;

thence South 80°04'37" West, 172.33 feet to a set CN;

thence North 09°55'23" West, 1.62 feet to a set PK nail;

thence South 80°17'59" West, 271.33 feet to a set CN at the intersection of said Fifth Street and the East line of Central Avenue;

thence with said Central Avenue North 09°47'31" West, 432.61 feet to a set PK nail at the intersection of said Central Avenue and the South line of Sixth Street;

thence with said Sixth Street North 80°04'37" East, 419.61 feet to a point;

thence North 79°48'15" East, 189.99 feet to a point;

thence North 80°04'02" East, 226.90 feet to a set PK nail in the West line of said Elm Street;

thence with said Elm Street South 09°55'31" East, 437.21 feet to the Place of Beginning.

Containing 364,147 square feet of land more or less (8.360 acres).
Bearings are based on Ohio State Plane Coordinate System.

Parcel 2

Situate in Section 13, Town 4, Fractional Range 1, Cincinnati Township, Hamilton County, Ohio, and being more particularly described as follows:

Beginning at a set PK at the intersection of the East line of Central Avenue and the South line of Sixth Street, measure with said Sixth Street North 80°04'37" East, 210.28 feet to a set CN; thence South 09°55'23" East, 7.14 feet to a set CN; thence South 80°24'59" West, 210.29 feet to a set PK in said East line of Central Avenue; thence North 09°47'31" West, 5.89 feet to the Place of Beginning.

Containing 1,370 square feet of land more or less.

Bearings are based on Ohio State Plane Coordinate System.

Parcel 3

Situate in Section 13, Town 4, Fractional Range 1, Cincinnati Township, Hamilton County, Ohio, and being more particularly described as follows:

Beginning at the intersection of the West line of Elm Street and the South line of Sixth Street, measure with said Sixth Street South 80°04'02" West, 226.90 feet to a set CN being the Place of Beginning;

thence South 09°55'58" East, 10.41 feet to a set CN;
thence South 80°24'59" West, 190.00 feet to a set CN;
thence North 09°55'23" West, 8.38 feet to a set PK in said South line of Sixth Street;
thence North 79°48'15" East, 189.99 feet to the Place of Beginning.

Containing 1,785 square feet of land more or less.

Bearings are based on Ohio State Plane Coordinate System.

Parcel 4

Situate in Section 13, Town 4, Fractional Range 1, Cincinnati Township, Hamilton County, Ohio, and being more particularly described as follows:

Beginning at a set PK at the intersection of the West line of Elm Street and the South line of Sixth Street, measure with said Elm Street South 09°55'31" East, 11.79 feet to a set CN; thence South 80°24'59" West, 42.89 feet to a point; thence North 09°55'58" West, 11.53 feet to a set CN in said South line of Sixth Street; thence North 80°04'02" East, 42.90 feet to the Place of Beginning.

Containing 500 square feet of land more or less.

Bearings are based on Ohio State Plane Coordinate System.

Common Address: 525 Elm Street

PPN: 145-0002-0057-00; 145-0002-0063-90; 145-0002-0414-00; 145-0002-0167-00

PARCEL 21:

Leasehold Parcel I:

Situate in the City of Cincinnati, County of Hamilton, and State of Ohio, and being all that part

of the following described tract located above 541.67 feet above sea level as ascertained by the City of Cincinnati datum plane:

Situate in Section 18, Town 4, Fractional Range 1, Cincinnati Township, Hamilton County, Ohio, and being all of in Lot 191 and part of in Lots 165, 166, 167, 190, and 192 as recorded in Deed Book "E-2", Pages 62- 66, Hamilton County, Recorder's Office, and also being all of Lots 1 and 2 and part of Postal Place as vacated by Ordinance No. 326-1977, of G.W. Jones' Subdivision as recorded in Deed Book 101, Page 304, Hamilton County, Ohio Recorder's Office, and more particularly described as follows:

Beginning at the point of intersection of the South line of Fifth Street and the East line of Vine Street; thence South 9° 10'30" East along the East line of Vine Street 195.42 feet to its point of intersection with the North line of Honing Alley;

Thence North 81° 10' 30" East along the North line of Honing Alley and said North line produced 208.61 feet to a point on the east line of Postal Place;

Thence South 9° 06' 30" East along the East line of Postal Place 29.67 feet to a point in the North line of R. A. Skilken's property as recorded in Certificate No. 68857 of the Hamilton County, Ohio Registered Land Records;

Thence North 81° 05' 45" East along the North line of said registered land 60.27 feet to a point;

Thence North 8° 49' 30" West 225.00 feet to a point in the South line of Fifth Street;

Thence South 81° 10' 30" West along the South line of Fifth Street 270.22 feet to the Point of Beginning, containing 54,473 square feet.

Being the same premises as conveyed to Host Cincinnati Hotel LLC, a Delaware limited liability company, by way of Amended and Restated Lease Agreement dated April 1, 2024 for an initial term through December 31, 2094 with up to three (3) renewal periods of ten (10) years each, by and between City of Cincinnati, an Ohio municipal corporation and Host Cincinnati Hotel LLC, a Delaware limited liability company, as evidenced by Memorandum of Lease and Termination of Lease, dated May 29, 2024 and recorded May 30, 2024, in Book 15177, Page 1417, in the Official Records of Hamilton County, Ohio.

Easement Parcel II:

TOGETHER WITH the non-exclusive easements for the benefit of Parcel I as created by Deed of Easements — Fountain Square South Hotel Building Project, dated May 19, 1978, filed for record May 19, 1978, and recorded in Deed Book 4118, Page 432 of the Hamilton County, Ohio Records for the purposes described in that instrument over, under and across the land described therein. Subject to the terms, provisions, and conditions set forth in said instrument.

Easement Parcel III:

TOGETHER WITH the non-exclusive easements for the benefit of Parcel I as created by Grant of Easements for Air Space, dated May 20, 1981, filed for record June 9, 1981, and recorded in Deed

Book 4212, Page 1245 of the Hamilton County, Ohio Records for encroachments of various widths and lengths of overhangs from existing building over the land described therein. Subject to the terms, provisions, and conditions set forth in said instrument.

Easement Parcel IV:

TOGETHER WITH the non-exclusive easements for the benefit of Parcel I as created by Grant of Easement to Host Cincinnati Hotel LLC, a Delaware limited liability company, dated May 12, 2006, and recorded May 16, 2006, in Book 10244, Page 2931, in the aforesaid records.

Easement Parcel V:

TOGETHER WITH the non-exclusive easements for the benefit of Parcel. I as created by Grant of Easement to Host Cincinnati Hotel LLC, a Delaware limited liability company, dated February 6, 2007, and recorded February 8, 2007, in Book 10469, Page 2044, in the aforesaid records.

Easement Parcel VI:

TOGETHER WITH the non-exclusive easements for the benefit of Parcel I as created by Atrium Easement - Fountain Square South Hotel Building Project dated May 19, 1978, and recorded May 19, 1978, in Book 4118, Page 445, in the aforesaid records; as affected by Amended Atrium Easement dated October 26, 1978, and recorded October 26, 1978, in Book 4137, Page 451, in the aforesaid records; and as further affected by Assignment of Recorded Documents to Cincinnati Plaza Company recorded February 1, 1979, in Book 4146, Page 912, in the aforesaid records.

For Information Only:

Property Address: 21 E Fifth Street, Cincinnati, OH 45202
Portion of Parcel ID Nos.: 083-0001-0B64-00, and 083-0001-0064-00

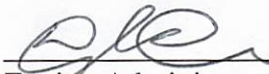
EXHIBIT B

ZONING REGULATIONS APPLICABLE TO
NEW COMMUNITY DISTRICT

I hereby certify that the following presents the applicable zoning regulations¹ with respect to the Property, as set forth in the Zoning Code of the City of Cincinnati.



¹ All of the Property is subject to the land use regulations for Downtown Development (DD) Use Subdistricts as codified under Chapter 1411 of the Cincinnati Municipal Code.



Zoning Administrator
City of Cincinnati, Ohio

EXHIBIT C
PROPOSED NEW COMMUNITY DEVELOPMENT PROGRAM

A. Proposed Community Facilities

The proposed Community Facilities, as defined in Ohio Revised Code 349.01(I) will include the financing, acquisition, construction, maintenance and operation of an approximately 700-room convention center hotel and related improvements (collectively, the “Community Facilities”) that will anchor the District and enhance the existing commercial, retail, office, restaurant, entertainment and other existing uses. The development and construction of the Community Facilities will be undertaken by Cincinnati CH (OH), LLC, a Delaware limited liability company (the “Hotel Developer”). The Developers shall have a right of use and enjoyment of the Community Facilities and Land Development within the New Community District on the same basis as members of the general public.

B. Proposed Method of Financing the Community Facilities and Services

The Developers seek to create the Authority to promote and coordinate the financing, acquisition, construction, operation, and maintenance of the Community Facilities. The Community Facilities are anticipated to require a capital investment in excess of \$600,000,000 to construct. In furtherance of the financing of the Community Facilities, (i) the City of Cincinnati (the “City”) will extend a \$50,000,000 loan to Hotel Developer (the “City Loan”) and (ii) the Port of Greater Cincinnati Development Authority, an Ohio port authority and or one or more additional governmental issuers of revenue bonds, including, but not limited to, the State of Ohio through its Ohio Enterprise Bond Fund, will issue one or more series of incentive revenue bonds (the “Revenue Bonds”). The Hotel Developer is expected to complete the construction of the Community Facilities.

The Revenue Bonds and the City Loan are anticipated to be repaid through (i) statutory service payments generated through tax increment financing implemented by the City pursuant to Ohio Revised Code (“R.C.”) Section 5709.41; (ii) payments in lieu of transient occupancy taxes implemented by the Board of Commissioners of Hamilton County, Ohio pursuant to R.C. Section 5739.093; (iii) payments in lieu of transient occupancy taxes implemented by the City pursuant to R.C. Section 5739.093; and (iv) Community Development Charges as further described below.

Charge Terms

The Community Development Charge will be imposed at the rate of one percent (1%) of all Chargeable Sales (as defined herein), and generally on the same terms and conditions as a sales tax imposed by a County on certain sales under applicable Ohio law.

The Community Development Charge will be imposed within the District upon approval

by the Board of Trustees. The Authority will assign its rights to such Community Development Charges to the issuers of the Revenue Bonds pursuant to one or more cooperative agreements associated with the financing of Community Facilities.

For the purposes of this Petition, “Chargeable Sales” shall mean (i) retail sales of food and beverage occurring on a Parcel, except sales from automatic vending machines, and (ii) Admissions Sales. For the avoidance of doubt, the exemption from sales taxes for sales of Food for human consumption off the premises where sold provided by Section 5739.02(B)(2) of the Ohio Revised Code does not apply to Chargeable Sales.

For purposes of this Petition, “Admissions Sales” shall mean amounts paid for Admission to events occurring on a Parcel as authorized under Section 715.013 of the Ohio Revised Code and implemented pursuant to Chapter 309 of the Municipal Code of the City of Cincinnati, Ohio. For the avoidance of doubt, the exemptions provided by Section 309-5 of the Municipal Code of the City of Cincinnati, Ohio do not apply to Admissions Sales.

Determination of Community Development Charges

The Authority will impose Community Development Charges on Chargeable Sales with the consent of the Developers in accordance with the Declaration, R.C. Chapter 349, and related rules and laws. It is anticipated that the Community Development Charges will be collected by an independent collection agent engaged by the Authority.

Calculation of Community Development Charges

The Community Development Charges will be collected on Chargeable Sales conducted on each Parcel included within the District in the manner determined in the Declaration in an amount equal one percent (1%) of the Price paid by each Consumer in connection with Chargeable Sales. For purposes of this Petition, “Price” and “Consumer” shall have the meanings assigned to them in Section 5739.01 of the Ohio Revised Code.

Timing and Collection of the Community Development Charges

Community Development Charges will be remitted to a third-party collection agent on a monthly basis.

EXHIBIT D
PRELIMINARY ECONOMIC FEASIBILITY ANALYSIS

A. Area Development Pattern and Demand

The primary uses of land in and near the District are residential, office, commercial and entertainment. The Developers anticipate the development of a convention center hotel within the district will enhance the existing uses within the District.

B. Location and Proposed District Size

The District is located in Hamilton County, Ohio in the Central Business District of the City as shown on the map attached as Exhibit A-1. Cincinnati's Central Business District is 729 acres. The parcels included in the District make up approximately 45 acres.

C. Present and Future Socio-Economic Conditions

The City of Cincinnati is the center of the Cincinnati-Middletown MSA (the "MSA," also known as the OH-KY-IN Metro Area) which is the 29th largest metropolitan statistical area in the nation with a population of 2.16 million people. And median age of 38 Cincinnati and Hamilton County are the largest city and county in the MSA respectively. The MSA is home to 1.05 million employees with over 400,000 in Hamilton County and 316,845 in the City. According to 2012 United States Census reports, 43% of the nation's population, 41% of the nation's purchasing power, 44% of the nation's manufacturing establishments, and 54% of the nation's manufacturing establishments, and 54% of the nation's value added by manufacturing is located within 600 miles of the city.

Several Fortune 500 corporations are headquartered in the MSA, including The Procter & Gamble Company (10,000 local employees), The Kroger Company (21,646 local employees), Macy's Inc. (7,500 local employees), Fifth Third Bancorp (7,000 local employees) American Financial Group, AK Steel, Cincinnati Financial and Western & Southern Financial Group. Over 400 Fortune 500 firms have operations in the MSA. Other large employers in the MSA are Children's Hospital Medical Center (18,502 employees), UC Health (9,816 employees), TriHealth Inc. (12,906 employees), and Cincinnati/Northern Kentucky International Airport (10,166 employees).

The MSA's economic base is diverse with 47.4% of the workforce in services in 2016, which includes education, health care, business services, hospital, and information services. Manufacturing and retail trade comprised 10.8% and 10.2 % of the workforce respectively. Government employees accounted for 12.2% Unemployment was 3.9% in September of 2017, below the state average of 4.7% and the national average of 4.1%

D. Public Services Provisions

The City provides the District with fire and EMS, police, refuse, water, sanitary sewer and storm sewer services. The Authority will not directly provide any public services utilities. The District is served by Cincinnati Public Schools. Gas and communications services are available from various service providers.

E. Financial Plan

As described in Exhibit C, the Developers anticipate that the proceeds of the Revenue Bonds, private debt, equity with respect to outside investors, and various combinations of each source, may collectively fund the construction of projects to be developed within the District. The Developers anticipate that Community Development Charges, as well as service payments in lieu of taxes and service payments in lieu of transient occupancy taxes will be sufficient to repay the Revenue Bonds, any private debt borrowed to fund its development, and provide an adequate return to attract equity investment to fund development within the District.

F. Developer's Management Capability

The Developers will designate the Cincinnati Center City Development Corporation, an Ohio nonprofit corporation ("3CDC") as the lead manager for the District. 3CDC wholly owns and controls five (5) of the entities comprising the Developer and is a non-profit, real estate development, management, and finance organization focused on strategically revitalizing Cincinnati's downtown urban core in partnership with the City of Cincinnati and the Cincinnati corporate community. 3CDC's work is specifically focused on the Central Business District and in Over-the-Rhine. Since 2004 3CDC has invested 1.7 billion dollars resulting in 207 buildings being restored to productive function, 49 new buildings constructed, and 5,918 parking spaces created. 3CDC currently owns and operates 327,501 SF of Office space, 336,628 SF of commercial space, and 5,918 Parking spaces spread throughout different parking garages and lots.