

**AMENDMENT #1
CONCEPT PLAN & DEVELOPMENT PROGRAM STATEMENT
PLANNED DEVELOPMENT DISTRICT No. 79
Located at
SOUTHEAST CORNER OF READING RD & MLK BLVD**

1. APPLICANT/PETITIONER:

Uptown SEQ Holdings, LLC (via the developer, Terrex Uptown Investor, LLC "Developer")
3200 Madison Road, Suite 2B
Cincinnati, OH 45209

As may be subsequently assigned.

2. SUMMARY OF REQUEST

Applicant is requesting to amend the permitted uses within the approved City of Cincinnati Planned Development District No. 79 ("Development") that was previously approved by City of Cincinnati through Ordinance No. 280-2017 on or about October 5, 2017.

When originally approved, the Development was described as a "mixed-use" project and listed specific assets that were to be developed. This Amendment is intended to clarify the permitted uses within the Development to allow for the original vision to be successfully executed. The permitted uses for which Applicant seeks approval include office, research and development, laboratory, hotel, multifamily, retail, restaurant, entertainment, colleges, schools, parking and those uses specifically permitted under current City of Cincinnati zoning regulations for CC-A zoning districts as outlined in Section 1409-07, RM-0.7 zoning districts as outlined in Section 1405-05, Office General zoning districts as outlined in Section 1407-05, ML zoning districts as outlined in Section 1413-05 and IR zoning districts as outlined in Section 1417-03.

3. PROJECT SUMMARY & PHASING

When completed, the Proposed Development will include multiple buildings and below grade structured parking. Today, these buildings include an underground parking garage, one six-story building consisting of approximately 185,000 sft that is leased to UC (Digital Futures Building), one six-story building consisting of approximately 180,000 sft and a prepared building pad that is configured for a hotel concept, but this area could include or be utilized for other uses when developed. Future buildings within the Development will need to be approved through the Final Development Plan process with the City of Cincinnati.

4. TIMING

The major improvements in Phase I of the Development have been completed, as outlined above. Construction and development of future buildings and/or phases will continue as tenants/purchasers are identified for the remainder of the developable property within the Development.

5. SITE PLAN & SUMMARY

The Development is the initial project intended to be a large-scale, catalytic redevelopment of the area surrounding the new Martin Luther King Blvd. interchange with I-71 and has already resulted in large private and public investment. Generally, this area, including the Development, is currently being developed as the "Cincinnati Innovation District" ("CID") and will spur additional private and public investment in surrounding areas throughout the CID and Uptown neighborhoods.

The Development has and will continue to create a mixed-use, walkable environment where a mix of uses, a mix of types of users/industries and the other improvements in the CID are intended to create a place where research and innovation

is fostered among a diverse group of companies, people and institutions. Cincinnati is working to continue its work to be a place where companies come to spur innovation and to garner access to top-level talent and this Development is part of that effort.

The catalysts for this innovation ecosystem in Uptown include the existing institutions in the area that count Cincinnati Children's Hospital, Cincinnati Zoo & Botanical Garden, TriHealth, University of Cincinnati and UC Health among its constituents. This synergy between the Development's users, CID users/occupants and the neighborhood anchor institutions will catalyze both development and job growth in the Uptown area.

The site plan for the Development was previously approved and subsequent improvements will all be required to go through the Final Development Plan process with the City of Cincinnati.

6. ACCESS

The Proposed Development will enjoy three (3) points of access from public rights-of-way. The primary access and main entrance will be from Lincoln Ave. via an extension of the Winslow Ave. alignment into the Proposed Development. Further, there will be another point of access to/from Lincoln Ave. via the Bathgate curb-cut. The final point of access will be from/to Reading Road.

7. UTILITIES & INFRASTRUCTURE

Applicant has installed the utility infrastructure needed for the Development and it is currently serving the Development.

8. COMMUNITY ENGAGEMENT

Applicant has worked with various community groups, including the Avondale Community Council, Avondale Development Corporation and Uptown Consortium, Inc., to inform its planning for the Development.

City of Cincinnati owns property that is currently planned as "PHASE III" of the Development and by approving this Amendment #1 to the Concept Plan & Development Program Statement for Planned Development District No. 79, City of Cincinnati is consenting to this amendment.

APPLICANT:

UPTOWN SEQ HOLDINGS, LLC

BY: Thomas B. Rowe

Thomas B. Rowe

ITS: Authorized Representative

CONSENTING OWNERS:

UPTOWN GATEWAY OFFICE 1, LLC

BY: Thomas B. Rowe

Thomas B. Rowe

ITS: Authorized Representative

UPTOWN GATEWAY ACCESS, LLC

BY: Thomas B. Rowe

Thomas B. Rowe

ITS: Authorized Representative

3090 EXPLORATION AVE, LLC

BY: Children's Hospital Medical Center

By: Maura Moran-Berry
Maura Moran-Berry

ITS: Asst. VP, Real Estate