

SITE DATA

ACREAGE +/- 520 ACRES
TAX PARCEL NOS. (See Devp. Standards for listing)
EXISTING ZONING

BP(CD) AND R-4 FOR SMALL 3.1 ACRE PARCEL AND
10.2 ACRE PARCEL EACH ALONG I-485 AS SHOWN ON
THE TECHNICAL DATA SHEET RZ-1)

PROPOSED ZONING

- (i) BP (CD) & BP (CD) SPA FOR CORPORATE PARK WEST (AS DEFINED BELOW)
- (ii) O-3 (CD) FOR CORPORATE PARK EAST (AS DEFINED BELOW)

PROPOSED USES

(i) ALL USES PERMITTED BY RIGHT OR UNDER PRESCRIBED
CONDITIONS IN THE BP DISTRICT FOR CORPORATE PARK WEST,
TOGETHER WITH ALL ACCESSORY USES PERMITTED IN SUCH
DISTRICT; AND (ii) ALL USES PERMITTED BY RIGHT OR UNDER
PRESCRIBED CONDITIONS IN THE O-3 DISTRICT FOR THE CORPORATE
PARK EAST, TOGETHER WITH ALL ACCESSORY USES PERMITTED IN
SUCH DISTRICT. (See Devp. Standards for detail)

DEVELOPMENT LIMITATIONS

(i) UP TO 2,625,000 SQUARE FEET OF OFFICE USES AND 200 HOTEL ROOMS
FOR CORPORATE PARK WEST; AND (ii) UP TO 3,900,000 SQUARE FEET OF
OFFICE USES, 600 HOTEL ROOMS AND 800 RESIDENTIAL UNITS FOR
CORPORATE PARK EAST TOGETHER WITH CONVERSION AND TRANSFER
RIGHTS SET FORTH IN THE DEVELOPMENT STANDARDS.

MAXIMUM BUILDING HEIGHT

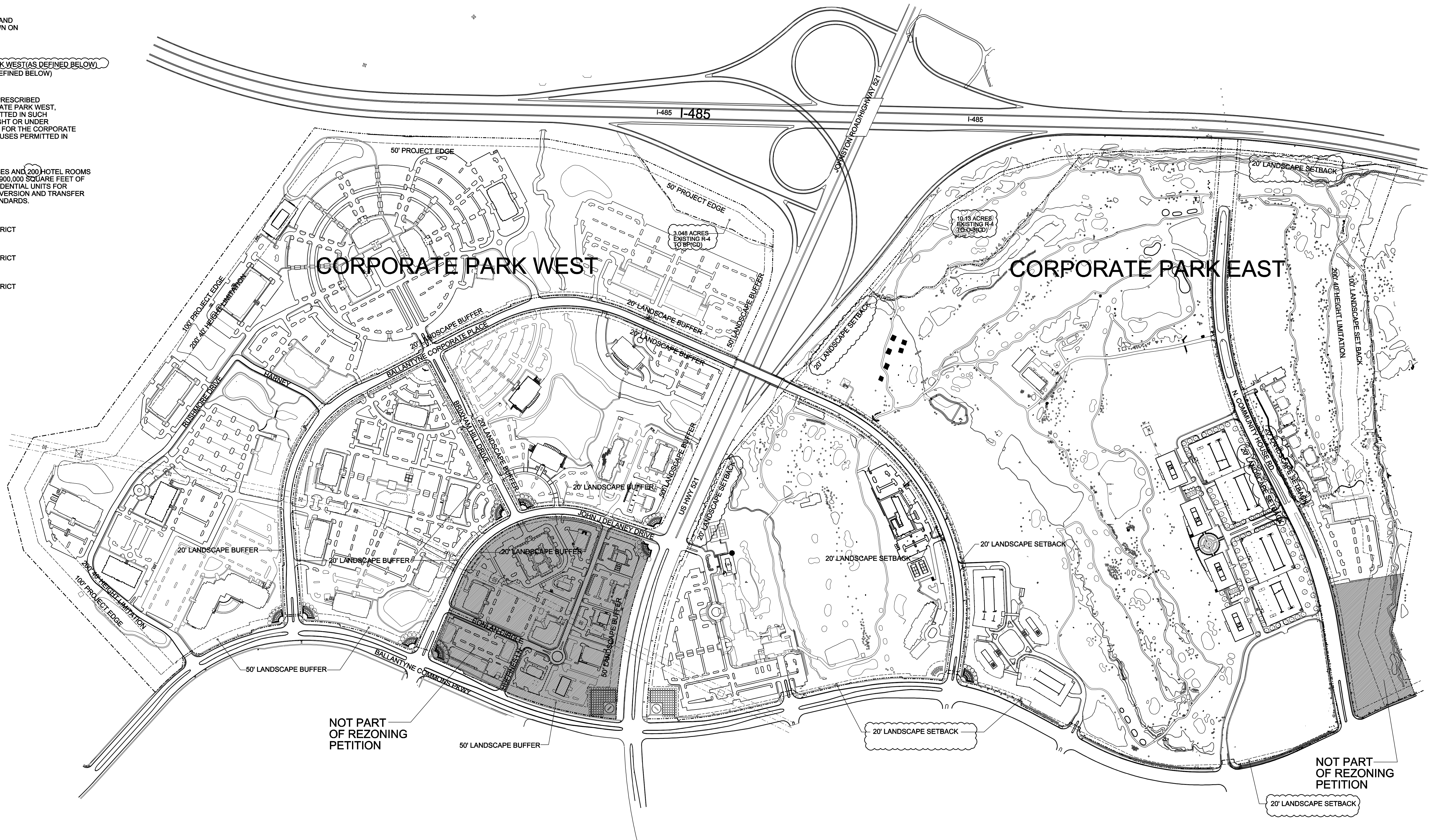
AS ALLOWED BY THE APPLICABLE ZONING DISTRICT

PARKING

AS ALLOWED BY THE APPLICABLE ZONING DISTRICT

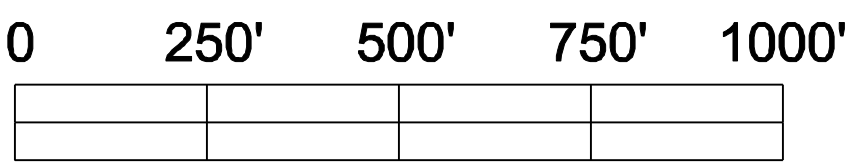
SETBACKS

AS ALLOWED BY THE APPLICABLE ZONING DISTRICT

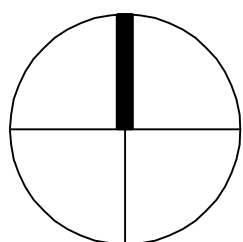


BALLANTYNE CORPORATE PARK
TECHNICAL DATA SHEET
PETITION NO. 2011-044

AUGUST 31, 2011



NORTH



RZ-1

BALLANTYNE CORPORATE PARK DEVELOPMENT STANDARDS
August 30, 2011

NOTE: The following Development Standards relate to Rezoning Petition No. 2011 - 044 (the "Rezoning Petition") regarding that area generally known as the Ballantyne Corporate Park, and more specifically that certain approximately 520 acre property defined below as the "Corporate Park" or the "Site" (it being understood that certain portions of the area initially included in the Corporate Park have been excluded from this Rezoning Petition as set forth shown as shaded on Sheet RZ-1). The Rezoning Plan (as defined below and which includes these Development Standards) associated with the Rezoning Petition super-cedes in all respects, as to the Corporate Park defined below, all prior rezoning plans, amendments and related administrative correspondence promulgated as part of the overall master planned community known as Ballantyne, including without limitation the initial Ballantyne Petition No. 93-236 approved by the Mecklenburg County Commission on 10/18/93 and subsequent amendments approved by the Mecklenburg County Commission referenced as Petitions Nos. 94-23(6) and 96(), as well as administrative amendments/approvals dated as of 7/28/93, 3/21/94, 9/26/95, 8/14/96, 12/31/96 (referencing Development Standards dated 12/04/96), and such other administrative approvals and amendment.

A. DEVELOPMENT DATA TABLE

- Site Acreage: ±520 acres
- Tax Parcel Nos.: 223-151-01, 08, 09, 11, 12, 13, 14, 15, 20, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37 & 38, 223-154-01, 03, 04, 05, 06, 07, 08 & 09; 223-155-01, 02, 03-04, 05, 06, 07 & 11; 223-161-02, 05, 07, 08, 09 & 10; 223-165-01, 02, 03 & 04; 223-501-50, 53, 54, 55, 56, 57, 58, 59 & 60
- Existing Zoning: BP (CD) and R-3 (for small 3.1 acre parcel and 10.2 acre parcel each along I-485 as shown on the Technical Data Sheet RZ-1)
- Proposed Zoning: (i) BP (CD) and BP (CD) SPA for Corporate Park West (as defined below) and (ii) O-3 (CD) for Corporate Park East (as defined below)
- Proposed uses: (See Development Standards for detail) (i) all uses permitted by right or under prescribed conditions in the BP district for Corporate Park West, together with all accessory uses permitted in such district; and (ii) all uses permitted by right or under prescribed conditions in the O-3 district for Corporate Park East, together with all accessory uses permitted in such district.
- Development Limitations: (i) up to 2,625,000 square feet of office uses and 200 hotel rooms for Corporate Park West; and (ii) up to 3,900,000 square feet of office uses, 600 hotel rooms and 600 residential units for Corporate Park East together with conversion and transfer rights set forth in the Development Standards.
- Floor Area Ratio: as allowed by the applicable zoning district as part of the planned/unified development more particularly described in the Development Standards.
- Maximum Building Height: as allowed by the applicable zoning district as part of the planned/unified development more particularly described in the Development Standards.
- Parking: as allowed by the applicable zoning districts as part of the planned/unified development plan more particularly described in the Development Standards.
- Amount of Open Space: 25% of Corporate Park West and 32% of Corporate Park East as more particularly set forth in the Development Standards.
- Setbacks: as allowed by the applicable zoning district as part of the planned/unified development more particularly described in the Development Standards.

NOTE: the provisions of the Development Standards set out below will control in the event of any conflicts between other aspects of the Rezoning Plan (including the Site Data) and the provisions of the Development Standards.

B. STATEMENT OF INTENT

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- Ballantyne Community.** Portions of the Corporate Business Park have been developed into a high quality mixed-use community to known as "Ballantyne Corporate Park". Ballantyne Corporate Park offers opportunities for employment, hospitality and recreation and is a portion of the overall approximately 2,010 acre Ballantyne master planned community (the "Ballantyne Community") which includes beyond the Corporate Park, housing, town centers, planned developments, park improvements and other quality features. The Petitioner seeks to build on the success of the Ballantyne Community by providing for increased opportunities for employment within Corporate Park West and employment and housing within Corporate Park East more in keeping with the vision of this area as an important urban center consistent with Mecklenburg County and City of Charlotte's adopted centers and corridors growth strategy.
- Corporate Park.** Reference is made to the approximately 520 acre property generally known as Ballantyne Corporate Park and more specifically shown on Sheet RZ-1 of this Rezoning Plan (the "Corporate Park" or the "Site"). The Corporate Park consists of that approximately 225 acre property located to the west of Highway 521 and north of Ballantyne Commons Parkway ("Corporate Park West") and that approximately 295 acre property located to the east of Highway 521 and north of Ballantyne Commons Parkway ("Corporate Park East") all as generally depicted on Sheet RZ-1 of this Rezoning Plan (it being understood that such property excludes those portions of area within the area initially designated as part of the Corporate Business Park that are shown shaded on Sheet RZ-1 of this Rezoning Plan).
- Quality Development.** Although much of Corporate Park West has been developed since approval of the initial master plan of the Ballantyne Community, Petitioner plans to continue development of remaining portions of Corporate Park West and engage in redevelopment of portions thereof in a manner in keeping with the quality of existing development within the Corporate Park. Similarly, although portions of Corporate Park East have been developed since approval of the initial master plan for the Ballantyne Community, Petitioner plans to continue development of Corporate Park East and engage in redevelopment of portions thereof in a quality manner and in an manner more in keeping with an urban center consistent with the adopted centers and corridors growth strategy.

C. GENERAL PROVISIONS

- Zoning Classifications:** BP (CD) and BP (CD) SPA [Corporate Park West]; O-3 (CD) [Corporate Park East]. These Development Standards form a part of the Technical Data Sheet associated with the Petition (as defined above) filed by the Bissell Companies. The Development Standards, Technical Data Sheet and other graphics attached hereto (collectively the "Rezoning Plan") together with the provisions of the City of Charlotte Zoning Ordinance (the "Ordinance") shall govern development of the Corporate Park (both Corporate Park West and Corporate Park East). The regulations established under the BP zoning classification shall govern development taking place in Corporate Park West and the regulations established under the O-3 zoning classification shall govern development taking place in Corporate Park East.
- Schematic Graphics.** As indicated, Petitioner plans to continue development of remaining portions of Corporate Park West and Corporate Park East and engage in redevelopment of portions thereof in a high quality manner consistent with past development but in a manner that is more in keeping with the urban center vision reflected in the adopted centers and corridors plan. Accordingly as in much as planning for portions of the remaining development and redevelopment of the Corporate Park have not yet advanced beyond the formative stage, the ultimate layouts of the developments & redevelopments proposed for the remaining portions of the Corporate Park, the exact alignments of possible additional streets, and points of access, the configurations and placements of parking areas and the precise locations, heights and masses of buildings to be constructed and other site elements have not been determined and as a consequence the Graphics which accompany the Rezoning Plan, among other site elements shown on the Rezoning Plan, are schematic in nature and are not to be considered as final development plans but rather as preliminary graphic representations of the types of development proposed for the various elements. As a result, various site elements are subject to alterations and modifications subject to the accompanying Development Standards and Section 6.207 of the Ordinance.

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- Number/Location of Buildings.** Since the Corporate Park is a large master planned community of over 520 acres to be developed and/or redeveloped over time, it is understood that specification and/or depiction of an exact number of buildings and locations of buildings is impractical. Accordingly, for the purposes of satisfying the provisions of Sections 6.206 and 6.207 of the Ordinance, and notwithstanding the depictions of buildings located on other portions of the Rezoning Plan, the Corporate Park may be developed and redeveloped for up to 100 principal buildings, and for such purposes, accessory buildings and structures shall not be considered in this limitation on the number of buildings and structures within the Corporate Park.

- Planned/Unified Development.** The Corporate Park shall be viewed as a planned/unified development plan as to the elements and portions of the Corporate Park generally depicted on the Rezoning Plan and those portions of the area initially considered part of the Ballantyne Corporate Park excluded from this Rezoning Petition as shaded on Sheet RZ-1 but included within the overall master planned Ballantyne Community (the "Abutting Parcels"). As such, side and rear yards, setbacks, buffers, building height separation standards, FAR requirements, and other similar zoning standards will not be required internally between improvements and other site elements located on the Corporate Park and the Abutting Parcels. Furthermore, the Petitioner and/or owner of the Site reserve the right to subdivide the portions or all of the Corporate Park and create lots within the interior of the Corporate Park and the Abutting Parcels without regard to any such internal separation standards and FAR requirements, provided, however, that all such subdivision standards along the exterior boundary of the Corporate Park (except those along the Abutting Parcels) shall be adhered to and all FAR requirements will be regulated by any entitlement limitations set forth in Section D below as to the Corporate Park as a whole and not individual portions or lots located therein. For lots that propose to exceed the FAR requirements, when viewed individually, the following procedure will be under taken to document utilization of the entitlement limitations: (i) the Petitioner will identify the lot/parcel that will be created and specify that it will be developed with improvements that exceed the individual allowed FAR as part of a request for an administrative amendment to the approval Ballantyne Conditional Zoning Plan; (ii) such administrative amendment would indicate how much of the approved square footage is allocated to this lot/parcel and how much development square footage remains available after such allocation for the remainder of undeveloped Site; (iii) a final plan for the new lot/parcel that indicates the amount of development rights that have been assigned to the lot/parcel, and includes a reference to the FAR administrative amendment shall be submitted; and (iv) the Petitioner will maintain a written record with the Planning Department, Engineering and Property Management and Neighborhood and Business Services of the remaining vacant land at the Site indicating what development rights remain.

- Vested Rights.** Pursuant to the provisions of Section 1.110 of the Ordinance and N.C.G.S. Section 160A-383.1, due to the master planned large scale nature of the development and/or redevelopment, the level of investment, the timing of development/redevelopment and certain infrastructure improvements, economic cycles and market conditions, this Petition includes vesting of the approved Rezoning Plan and conditional zoning district associated with the Petition for a five (5) year period, but such provision shall not be deemed a limitation on any other vested rights whether at common law or otherwise.

D. PERMITTED USES, DEVELOPMENT LIMITATIONS & OBLIGATIONS

- Uses & Limitations.** Corporate Park West shall be zoned BP(CD) SPA and BP(CD) (as to the current R-3 property), and Corporate Park East shall be zoned O-3 (CD). The following uses will be permitted within the Corporate Park, subject to and in accordance with the following limitations and provisions:
 - Corporate Park West may be developed for all uses permitted by right or under prescribed conditions in the BP district together with all accessory uses as permitted in such district. Subject to conversion and transfer rights for the Corporate Park set forth in this Section D and to the transportation phasing limitations set forth in this Rezoning Plan, office uses within Corporate Park West shall be limited to 2,625,000 square feet and hotel rooms to 200 rooms. For information purposes only but only as an estimate, it is estimated that the existing office entitlement within Corporate Park West is approximately 2,365,000 square feet resulting in an increase of approximately 260,000 square feet of office square footage from the current entitlements for Corporate Park West in existence as of the date of these Development Standards.

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- Corporate Park East may be developed for all uses permitted by right and under prescribed conditions in the O-3 district together with all accessory uses as permitted in such district; such uses include, without limitation, office, retail restaurant uses, hotel uses, residential uses, institutional uses and recreational uses (both indoor and outdoor uses such as a golf course facilities, tennis facilities, health club facilities and the like). Subject to conversion and transfer rights for the Corporate Park set forth in this Section D and to the transportation phasing limitations set forth in this Rezoning Plan, office uses within the Corporate Park shall be limited to 3,900,000 square feet, hotel uses limited to 600 hotel rooms and residential uses limited to 600 residential dwelling units. For information purposes only and as an estimate, it is estimated that the existing office entitlement within the Corporate Park East is approximately 3,100,000 square feet resulting in an increase of approximately 800,000 square feet of office square footage from the current entitlements for Corporate Park East in existence as of the date of these Development Standards.

- Principal uses other than office, hotel or residential uses set forth above in this Section D will absorb office square footage at the rate of one to one.
- It is understood that structured parking facilities and outdoor dining areas shall not be included in the square footage limitations set forth above, and residential and hotel uses shall be limited only by the unit or room limitations set forth above without regard to areas devoted to accessory uses such as restaurants, banquet and meeting rooms, management offices, clubhouse, recreational uses and the like.
- Other Development, Transfer Rights and Conversion Rights.**
 - Up to 300,000 square feet of office entitlement may be transferred to Corporate Park East from Corporate Park West and from Corporate Park West to Corporate Park East, provided that the total office entitlement within the Corporate Park does not change upon any such transfer.
 - Entitlement for up to 250 hotel rooms may be transferred from Corporate Park East to Corporate Park West and from Corporate Park West to Corporate Park East.
 - Additional hotel rooms may be developed within the Corporate Park by converting residential dwelling units into hotel rooms at the rate of one (1) residential unit converted into two (2) hotel rooms, up to a maximum of 100 hotel room created by such conversion (in other words not more than 50 units converted into such rooms), and additional residential dwelling units may be developed by converting hotel rooms into residential dwelling units at the rate of two (2) hotel rooms into one (1) residential dwelling unit.
 - Additional office square footage may be developed within the Corporate Park by converting hotel rooms into office square footage at the rate of one (1) hotel room converted for 1,000 square feet of office space created up to a maximum of 200 hotel rooms so converted. Furthermore, one (1) residential dwelling unit shall be added to the 200 unit "Residential Units Threshold" set out in Section M.1 below for every one (1) hotel room over 100 rooms that is converted into office square footage. By way of illustration only, if 150 hotel rooms are converted into office square footage as described above, then 150,000 square feet of office space may be added (150 X 1,000 = 150,000), and the Residential Units Threshold set out in Section M.1 below shall be increased by 30 residential dwelling units (150 - 100 = 50).
 - Hotel uses are intended to include any accessory uses normally associated with a hotel use which are permitted in the BP district as to Corporate Park West and the O-3 district as to Corporate Park East.

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- Residential dwelling units may include all residential types of units and uses (including any accessory uses which shall include, among other items, the caretaker house located within Corporate Park East) which are permitted in the O-3 district.

E. TRANSPORTATION COMMITMENTS

Substantial road improvements creating a roadway system for the Ballantyne Community and beyond have been undertaken over the many years since the initial approval of the master plan for the Ballantyne Community. Petitioner plans to provide or cause to be provided on its own or in cooperation with other parties who may implement portions of the improvements (including, without limitation, the cooperation of third parties and governmental bodies by way of a public/private partnership such as a synthetic tax increment financing plan or other public sector efforts and support) certain other roadway improvements set forth below to benefit overall traffic patterns throughout the area in accordance with the following implementation provisions (it is understood that the references to entitlement square footage and hotel rooms below include existing development entitlement for the "Corporate Park" as defined in this Rezoning Plan as well as proposed increases in entitlement contemplated by this Rezoning Plan for the Corporate Park, as defined herein):

- Existing Roadway Infrastructure:** Up to (a) 2,365,000 square feet of office square footage (or other permitted non-residential and non-hotel development) and 200 hotel rooms may be developed on Corporate Park West (subject to the benefit of conversion/transfer rights described in Section D above) (it being acknowledged that this includes an estimated 160,000 sf of on-built entitlement under the earlier rezoning petition) and (b) 2,535,000 square feet of office square footage (or other permitted non-residential and non-hotel development), 300 residential units and 600 hotel rooms (subject to the benefit of such conversion/transfer rights described in Section D above) (it being acknowledged that this includes an estimated 1,070,000 sf of on-built entitlement under the earlier rezoning petition leaving an estimated 575,000 of such current entitlement for development upon completion of certain improvements described below) may be developed on Corporate Park East, without completion of additional roadway improvements beyond those improvements in existence as of the date of the approval of this Rezoning Plan.
- John J. Delaney Drive (Project #1):** In addition to the development permitted in other subsections of this Section E, up to (a) an additional 260,000 square feet of office square footage (or other permitted non-residential and non-hotel development, subject to the benefit of such conversion/transfer rights described in Section D above) may be developed on Corporate Park West, and (b) an additional 300 residential units (subject to the benefit of such transfer/conversion rights described in Section D above) may be developed on Corporate Park East, upon completion of either (i) those roadway improvements referenced on Figure 2 on Sheet RZ-4 of the Rezoning Plan as the "Project 1: John J. Delaney Drive" improvements, or (ii) such other roadway improvements designed and intended as a suitable substitute to such John J. Delaney Drive, as may be acceptable to the Petitioner, CDOT and NCDOT, as applicable for roadway improvements within their respective road system authority.

The Petitioner will be responsible for the installation of a traffic signal at the intersection of John J. Delaney Drive and Section Hill Drive. The traffic signal will be installed once the parties of the intersection have been completed to determine that the appropriate traffic signal warrants have been met. The Petitioner will be responsible for all implementation costs, including the planning, design, interconnection, detection and traffic signal timing plans associated with the installation of this signal. The design of the supportive hardware for the signal will be determined by the Petitioner in consultation with CDOT during the design of intersection improvements.

Reference is made to that certain southbound John J. Delaney right turn lane shown as NCDOT's Responsibility" on Figure 2 of Sheet RZ-4 on the Rezoning Plan (the "NCDOT JJD Right Turn Lane"). If for any reason NCDOT fails to complete the NCDOT JJD Turn Lane as part of the John J. Delaney Drive improvements prior to the issuance of the first Certificate of Occupancy for the development referenced above in this Section E.2, such NCDOT JJD Turn Lane shall be deemed complete for the purposes of this Section E.2 upon satisfaction of the following conditions: (i) approval by

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CDOT of the design aspects associated with the NCDOT JJD Turn Lane and (ii) the deposit by the Petitioner with CDOT of cash, cash equivalents or credit instrument such as a completion bond or letter of credit in an amount equal to 1.10 times (X) the estimated construction costs of the NCDOT JJD Turn Lane.

Notwithstanding the foregoing, in the event that CDOT elects to complete the "Project 1: John J. Delaney Drive" improvements described above, the Petitioner agrees to dedicate the necessary right-of-way for these improvements to such as a golf course facilities, tennis facilities, health club facilities and the like. Subject to conversion and transfer rights for the Corporate Park set forth in this Section D and to the transportation phasing limitations set forth in this Rezoning Plan, office uses within the Corporate Park shall be limited to 3,900,000 square feet, hotel uses limited to 600 hotel rooms and residential uses limited to 600 residential dwelling units. For information purposes only and as an estimate, it is estimated that the existing office entitlement within the Corporate Park East is approximately 3,100,000 square feet resulting in an increase of approximately 800,000 square feet of office square footage from the current entitlements for Corporate Park East in existence as of the date of these Development Standards.

- Principal uses other than office, hotel or residential uses set forth above in this Section D will absorb office square footage at the rate of one to one.
- It is understood that structured parking facilities and outdoor dining areas shall not be included in the square footage limitations set forth above, and residential and hotel uses shall be limited only by the unit or room limitations set forth above without regard to areas devoted to accessory uses such as restaurants, banquet and meeting rooms, management offices, clubhouse, recreational uses and the like.
- Other Development, Transfer Rights and Conversion Rights.**
 - Up to 300,000 square feet of office entitlement may be transferred to Corporate Park East from Corporate Park West and from Corporate Park West to Corporate Park East, provided that the total office entitlement within the Corporate Park does not change upon any such transfer.
 - Entitlement for up to 250 hotel rooms may be transferred from Corporate Park East to Corporate Park West and from Corporate Park West to Corporate Park East.
 - Additional hotel rooms may be developed within the Corporate Park by converting residential dwelling units into hotel rooms at the rate of one (1) residential unit converted into two (2) hotel rooms, up to a maximum of 100 hotel room created by such conversion (in other words not more than 50 units converted into such rooms), and additional residential dwelling units may be developed by converting hotel rooms into residential dwelling units at the rate of two (2) hotel rooms into one (1) residential dwelling unit.
 - Additional office square footage may be developed within the Corporate Park by converting hotel rooms into office square footage at the rate of one (1) hotel room converted for 1,000 square feet of office space created up to a maximum of 200 hotel rooms so converted. Furthermore, one (1) residential dwelling unit shall be added to the 200 unit "Residential Units Threshold" set out in Section M.1 below for every one (1) hotel room over 100 rooms that is converted into office square footage. By way of illustration only, if 150 hotel rooms are converted into office square footage as described above, then 150,000 square feet of office space may be added (150 X 1,000 = 150,000), and the Residential Units Threshold set out in Section M.1 below shall be increased by 30 residential dwelling units (150 - 100 = 50).
 - Hotel uses are intended to include any accessory uses normally associated with a hotel use which are permitted in the BP district as to Corporate Park West and the O-3 district as to Corporate Park East.

- North Community House at Ballantyne Commons Parkway Improvements (Project #3):** In addition to the development permitted in other subsections of this Section E, up to an additional 250,000 square feet of office square footage (or other permitted non-residential and non-hotel development, subject to the benefit of such conversion/transfer rights described in Section D above) may be developed on Corporate Park East upon completion of either (i) the roadway improvements referenced on Figure 3 on Sheet RZ-4 of the Rezoning Plan as the "Project 2: US 521 at Ballantyne Commons Parkway" improvements, or (ii) such other roadway improvements designed and intended as a suitable substitute to such US 521 at Ballantyne Commons Parkway improvements, as may be acceptable to the Petitioner, CDOT and NCDOT, as applicable for roadway improvements within their respective road system authority.

- North Community House Road Improvements (Project #4):** In addition to the development permitted in other subsections of this Section E, up to an additional 750,000 square feet of office square footage (or other permitted non-residential and non-hotel development, subject to the benefit of such conversion/transfer rights described in Section D above) may be developed on Corporate Park East upon completion of either (i) the roadway improvements referenced on Figure 5 on Sheet RZ-4 of the Rezoning Plan as the "Project 4: North Community House Road" improvements, or (ii) such other roadway improvements designed and intended as a suitable substitute to such North Community House Road improvements, as may be acceptable to the Petitioner, CDOT and NCDOT, as applicable for roadway improvements within their respective road system authority.

The Petitioner will be responsible for the installation of two traffic signals along N. Community House Road; one at the intersection of N. Community House Road and Endhaven Lane and a second signal at the intersection of N. Community House Road and a cross street located near N. Community House Road (located north of Ballantyne Commons Parkway (the exact location to be determined later by the Petitioner and CDOT). These traffic signals will be installed once volume studies of each intersection have been completed to determine that the appropriate traffic signal warrants have been met. The Petitioner will be responsible for all implementation costs, including the planning, design, interconnection, detection and traffic signal timing plans associated with the installation of each of these signals. The design of the supportive hardware for the signals will be determined by the Petitioner in consultation with CDOT during the design of the roadway and/or intersection improvements

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- Order of Improvements.** The roadway improvements referenced in subsections 2 - 5 of this Section E above are not required to be completed in any sequence, but rather the level of development is subject to substantial completion of the applicable roadway improvements set forth for such corresponding development; it being understood that the Initial Development may be undertaken and completed based upon the roadway improvements that are currently in existence as of the date of approval of this Rezoning Petition.

G. TIMING OF COMPLETION AND CO ISSUANCE

- The referenced roadway improvements described in subsections E.2 - 5 above must be substantially completed prior to the issuance of the final Certificate of Occupancy for the first space located within the first building or improvements associated with the development set out in such subsections. By way of illustration only, development of the additional 375,000 square feet of office space associated with the Ballantyne Commons Parkway/Highway 521 improvements described in subsection E.3 above may be started prior to substantial completion of such roadway improvements, but subject to flexibility made available pursuant to subsection E.7b, below, substantial completion of such roadway improvements shall have occurred prior to the issuance of the first final certificates of occupancy for the first space located within the first building or improvements associated with the additional 375,000 square feet of office square footage.
- Notwithstanding anything to contrary contained herein, CDOT and NCDOT, as applicable to roadway improvements within their respective road system authority and upon consultation with the Planning Director, may agree to grant additional time within which the certain or all of the roadway improvements may be completed, provided that good efforts continue to complete the applicable improvements as soon as practicable. This provision shall be in addition to the ability of the Petitioner, CDOT and NCDOT, as applicable to the roadway improvements within their respective road system authority, to agree to alternative roadway improvements as a substitute to the applicable required improvements as described above.
- CDOT/NCDOT Standards.** All of the foregoing roadway improvements will be subject to the standards and criteria of CDOT and NCDOT, as applicable to the roadway improvements within their respective road system authority. It is understood that such improvements may be undertaken by the Petitioner on its own or in conjunction with other agency or department agree to proceed with condemnation of any such land; in such event, the Petitioner shall reimburse the applicable agency or department for the cost of any such condemnation proceedings including compensation paid by the applicable agency or department for any such land and the expenses of such proceedings.

- Right of Way Abandonment.** The Petitioner reserves the right to pursue the abandonment of existing rights of way in the Site in accordance with normal right of way abandonment procedures.
- Non-Transportation Phasing.** The above transportation improvements commitments shall be in addition to the phasing of certain uses otherwise set forth in this Rezoning Plan.

H. DRIVEWAYS AND STREETS

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- The Rezoning Plan is not intended to fix and determine the ultimate number and locations of roadway connections which Petitioners may have to thoroughfares nor to establish their precise locations but merely to establish the minimum number of roadways.
- Additional driveways and streets may be installed with approval from the appropriate governmental authorities subject to applicable statutes, ordinances and regulations.
- Shifts in street alignments may occur where dictated by engineering and site constraints.

I. ARCHITECTURAL STANDARDS

The following architectural standards and design guidelines shall govern development within the Corporate Park in a manner generally consistent with the application of such guidelines to date for the Corporate Park under the existing rezoning plan and petition for the Ballantyne Community.

1. Architectural Controls

- A coordinated inventory of streetscape elements will be utilized within the Corporate Park for various development elements so as to create a coherent image, identity and sense of community.
- All rooftop mechanical and electrical equipment and ground mounted utilities will be screened from view at grade.
- All perimeter loading and service areas will be screened from view at grade.
- The character of the office and residential elements within the Corporate Park will be compatible so as to provide a sense of community and continuity.
- All dumpsters and service areas will be screened from public streets and adjoining properties when viewed at grade.

G. STREETScape AND LANDSCAPING

- Streetscape Standards.** Sidewalk and planting strips shall conform to the standards of the applicable zoning district.
- Sidewalk/Pedestrian Network.** Reference is made to the illustrative sidewalk and pedestrian/bicycle network generally depicted on Sheet RZ-5 (the "Pedestrian Mobility Network"). Development shall take place within the Corporate Park in a manner so as to substantially preserve the Pedestrian Mobility Network, and additional sidewalk and pedestrian/bicycle elements shall be added to the Pedestrian Mobility Network as development takes place. For instance, as buildings are constructed within the Corporate Park, Petitioner will install sidewalks and pedestrian/bicycle connections in order to link such improvements to the existing Pedestrian Mobility Network and nearby amenities including "Active/Usable Open Space" (as defined below) in a manner generally consistent with the current Pedestrian Mobility Network. These features shall be installed to promote, as much as practicable, the pedestrian experience within the Corporate Park. Portions of the Pedestrian Mobility Network may be altered and/or replaced as long as the essential nature of the Pedestrian Mobility Network is not substantially changed.
- Buffer Areas.** All buffers in the Corporate Park West will be subject to the regulations established for the BP district and in the Corporate Park East to the regulations in the O-3 district, and also as the Abutting Parcels as allowed as part of the planned/unified development provisions set forth in the General Provisions above.

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L. LANDSCAPING

- Landscaping within the Corporate Park shall satisfy the minimum requirements of the Ordinance for the BP district as to Corporate Park West and the O-3 district as to Corporate Park East, in effect as of the date of the filing of the Rezoning Petition.
- Landscaping areas within the Corporate Park will be planted and improved in sequences which are keyed to the development taking place on each parcel as development.

M. INTENTIONALLY OMITTED

N. ENVIRONMENTAL FEATURES

- Tree Ordinance Compliance.** Since the Corporate Park (as defined in this Rezoning Plan) is a master planned, unified development, tree save requirements set forth in the Tree Ordinance applicable to development and redevelopment in the Corporate Park (as defined in this Rezoning Plan) may be met using any area within the Corporate Park (as defined in this Rezoning Plan) such that individual parcels within the Corporate Park will not be required to provide tree save areas within such parcel boundaries provided that the overall tree save areas and requirements for the overall Corporate Park are in compliance.
- Storm Water Management.**
 - Storm water runoff from the Corporate Park will be managed through a variety of proven techniques.
 - For development of pervious areas within the boundaries of the Corporate Park (as defined in this Rezoning Petition), the Post Construction Controls Ordinance (the "PCCO") shall not apply if storm water runoff from the proposed building area drains to an existing bay which has been demonstrated to have been previously master planned, designed and constructed to treat storm water runoff from the proposed built-upon-area per the 1999 NCDENR BMP design criteria for Water Quality. For development of pervious areas exceeding these criteria and for redevelopment, PCCO compliance will be required. Reference is made to that certain Technical Memorandum dated as of August 30, 2011 prepared by Kinley-Horn and Associates and approved by City of Charlotte Land Development officials and other officials responsible for the implementation of the PCCO and related storm water matters (the "Technical Memorandum"). The Technical Memorandum is intended to provide guidance in the implementation of storm water aspects and the PCCO in connection with development of the Corporate Park and may be relied upon in connection therewith by the Petitioner (its affiliates and successors and assigns).
- Greenway Matters.**
 - The North Community House I-485 Improvements referenced on Sheet RZ-4 shall include bicycle lanes and improvements and pedestrian connections as described on the Pedestrian/Mobility Network to allow access to the Mecklenburg County Greenway in the location generally depicted on Sheet RZ-5.

O. OPEN SPACE

- Percentage of Open Space.** At least 25% of Corporate Park West and 32% of Corporate Park East (each an "Open Space Threshold" and together the "Open Space Thresholds") must be devoted to open space, provided that the specific locations of such open space may change as long as such thresholds are maintained. The area devoted to setbacks, buffers and project edges may be counted toward the Open Space Thresholds, provided however a minimum of 50% of the Open Space Thresholds, in the aggregate and for both Corporate Park West and Corporate Park East, must constitute "Active/Usable Open Space" as defined in subsection J. 2b, below.

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P. USE OF OPEN SPACES

- The open space areas may be used for landscaping, lawns, screening, buffer areas and the like as well as for pedestrian and bicycle pathways, streets, berms, walls, fences, art features, signs and graphics, lighting fixtures, water features/fountains, drainage, water quality, storm water detention, utility lines and facilities, parks, golf courses and other types of recreational facilities, and other similar uses and structures, but not for parking, loading, storage, service or trash handling areas.
- "Active/Usable Open Space" shall contain features that characterize active and/or usable open space areas such as: landscaping, lawns, gardens, benches and other seating areas, pedestrian and bicycle paths, art features, water features/fountains, parks, fishing ponds, creeks, putting greens, golf courses and other types of recreational facilities and other similar facilities and improvements.
- Open spaces may be designed to incorporate natural drainage ways, heavily wooded areas and steep slopes. In open space areas where existing natural vegetation has been excessively cleared to accommodate pedestrian and bicycle pathways, streets, berms, walls, fences, signs and graphics, lighting fixtures, water features/fountains, drainage, water quality, storm water detention, utility lines and facilities, and other similar uses structures, the cleared, unimproved areas will be appropriately landscaped.

K. SIGNAGE

- Master Signage Plan.** Master signage and graphics systems have been adopted and will conform to the applicable regulations.
- Complementary.** All freestanding building and tenant identification signs and graphics installed within building areas will be complementary in scale and appearance to the structures which they identify. Public information signs and graphics will be easily understood and complementary in scale and appearance.
- Sign Flex Option.** In addition, existing and new signage is allowed pursuant to the approved "sign flex option" plan for the Ballantyne Community, such plan and approval being incorporated herein by reference.

L. LIGHTING

- Design.** All new lighting fixtures shall be full cut-off type lighting fixtures with the exception of lower landscape accent lighting that may be installed along the driveways, and sidewalks, but existing lighting may remain.
- Wall Pak.** No "wall pak" lighting will be allowed on any new buildings constructed on the Site, however architectural lighting on building facades, such as sconces, will be permitted. Existing "wall pak" lighting on the existing building(s) may remain.
- Pedestrian Scale.** Pedestrian scale lighting may be installed throughout the Site.

M. SPECIAL PROVISIONS FOR RESIDENTIAL AND RETAIL/RESTAURANT USES

- Residential Uses in Corporate Park East.** In order to encourage the development of residential dwelling units within the Corporate Park East, buildings containing, in the aggregate, at least 200 residential dwelling units (the "Residential Units Threshold") shall have been developed within Corporate Park East prior to development of the final 200,000 square feet of office square footage (or other commercial non-hotel square footage, and subject to the benefit of applicable conversion/transfer rights set forth in Section D) permitted as part of the entitlement provided for in Section D. This phasing requirement may be satisfied by way of development of residential units in shell condition located within buildings for which final certificates of occupancy have been issued (i.e. the units need not have received certificates of occupancy but must be at least in "shell condition"). The Residential Units Threshold shall be increased as provided in Section D.2.d. above.

N. RETAIL/RESTAURANT USES IN CORPORATE PARK

- In order to encourage the development of retail uses within the Corporate Park (both East and West), the entire ground floors of office buildings within Corporate Park may be devoted to retail/restaurant uses and such uses may be accessed either from within the interior of such building or by exterior entrances. In addition, the total square of such retail/restaurant uses within the buildings may exceed 10% of the total square footage of the buildings. It is understood that the development rights described in this subsection M.2. shall be permitted upon an amendment to the Ordinance that modifies the restrictions in the Ordinance to allow greater flexibility.
- In order to encourage the development of new retail, restaurant and/or personal service uses within the Corporate Park East, building(s) containing, in the aggregate, at least 10,000 square feet of either or any combination of retail, restaurant and/or personal service uses (the "Retail Uses Threshold") shall have been developed within Corporate Park East prior to development of the final 200,000 square feet of office square footage (or other commercial non-hotel square footage, and subject to the benefit of applicable conversion/transfer rights set forth in Section D) permitted as part of the entitlement provided for in Section D. This phasing requirement may be satisfied by way of development of either retail, restaurant and personal services uses in shell condition located within a building or buildings for which final certificates of occupancy have been issued (i.e. the retail, restaurant or personal service uses need not have received certificates of occupancy but must be at least in "shell condition").

O. BINDING EFFECT

- If the Petitioners' Rezoning Petition is approved, the development program established under the Rezoning Plan and other supportive documents shall, unless amended in the manner provided under the then applicable ordinances, be binding upon and inure to the benefit of the Petitioners and their respective heirs, devisees, personal representatives, successors in interest and assigns.
- Throughout this Rezoning Plan, the term "Petitioners" shall be deemed to include the heirs, devisees, personal representatives, successors in interest and assigns of the Petitioners.

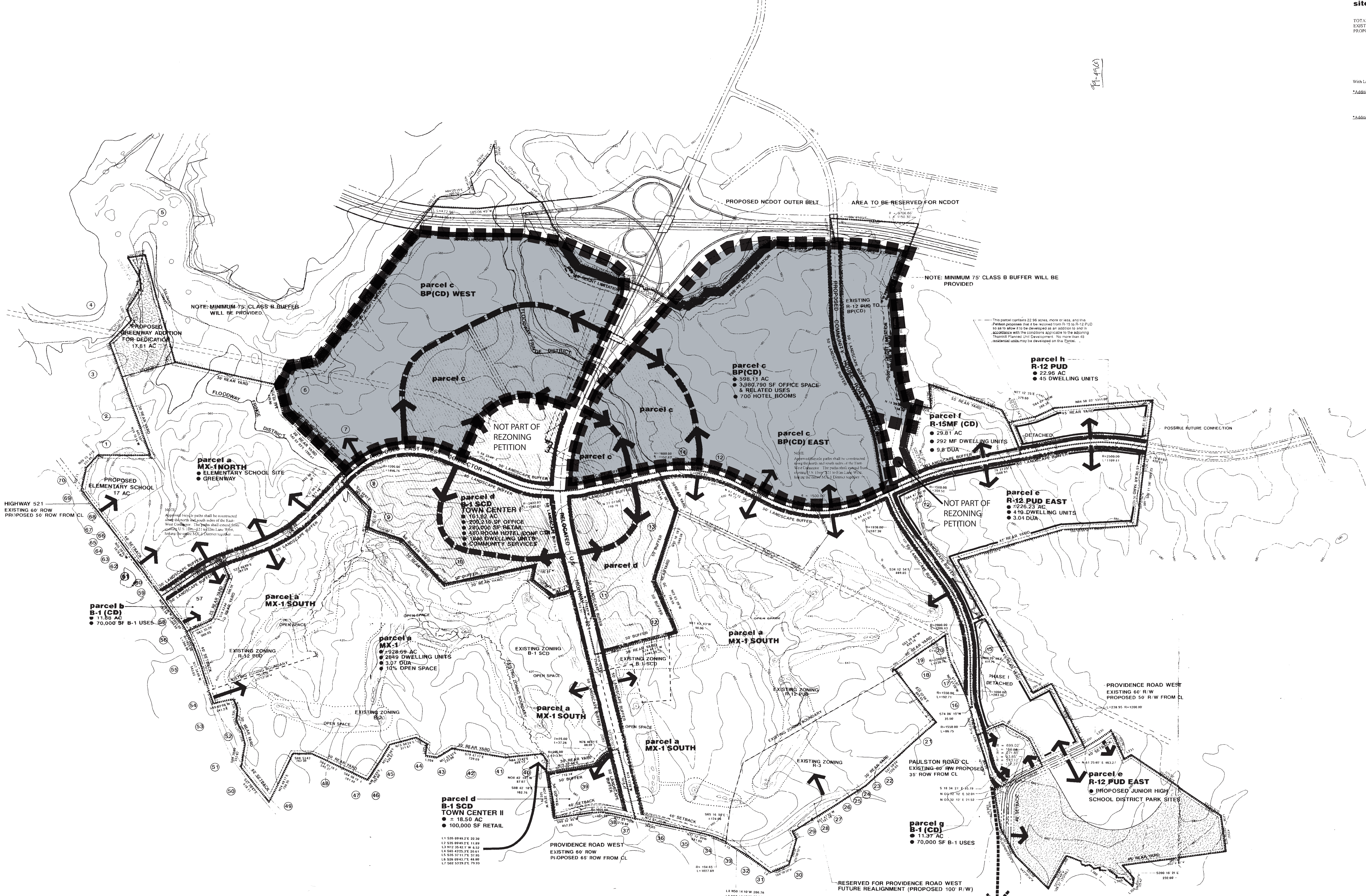
Bissell Development

BALLANTYNE CORPORATE PARK DEVELOPMENT STANDARDS PETITION NO. 2011-044

AUGUST 31, 2011

LSKBP

RZ-2



site data

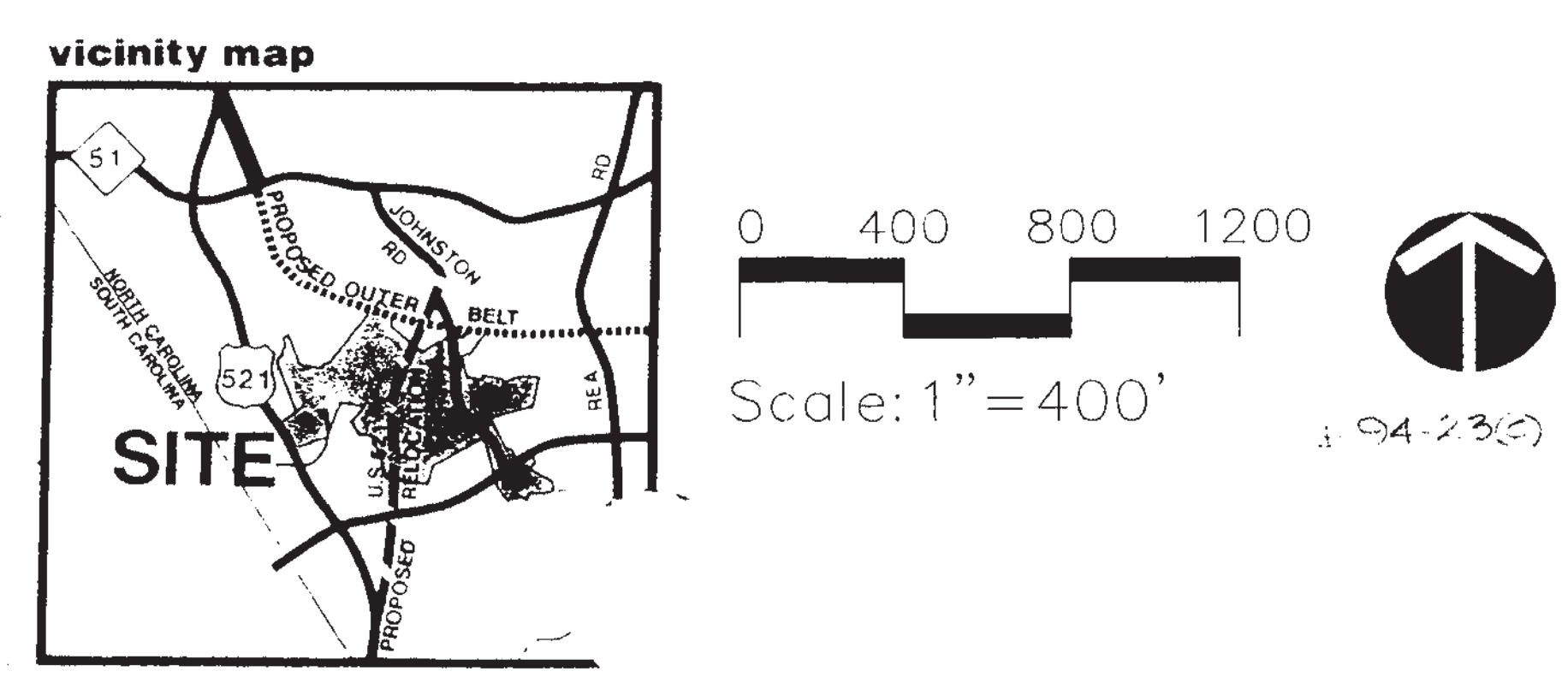
TOTAL AREA	2099.27 AC
EXISTING ZONING	R-12 PUD, B-1 SCD, R-3
PROPOSED ZONING	PARCEL A: MX-1 • 128.69 AC • 349 DWELLING UNITS • 1.07 DUA • 10% OPEN SPACE
	PARCEL B: B-1 (CD) • 11.88 AC • 70,000 SF B-1 USES
With Light Rail or Mass Transit	PARCEL C: BP(CD) • 598.11 AC • 3,980,790 SF OFFICE, RELATED USES • 700 HOTEL ROOMS
	PARCEL D: B-1 SCD - TOWN CENTER II • 18.50 AC • 100,000 SF RETAIL
	PARCEL E: R-12 PUD • 226.23 AC • 419 DWELLING UNITS • 3.04 DUA • 10% OPEN SPACE
	PARCEL F: R-15MF (CD) • 29.81 AC • 292 MULTI-FAMILY DWELLING UNITS • 9.8 DUA
	PARCEL G: B-1 (CD) • 11.37 AC • 70,000 SF B-1 USES
	PARCEL H: R-12 PUD • 22.95 AC • 45 DWELLING UNITS

- legend**
- ZONING BOUNDARY
 - YARDS & SETBACKS BUILDING ENVELOPE
 - PROPOSED PUBLIC ROAD FOR DEDICATION
 - PROPOSED ACCESS POINT & INTERNAL CIRCULATION
 - FLOODPLAIN
 - PROPOSED PUBLIC PARK SYSTEM DEDICATION
 - EXPANDED MIXED-USE CORE WITH LIGHT RAIL OR MASS TRANSIT
 - COMMON OPEN SPACE
 - PHASE LINES

LOCATOR MAP - BALLANTYNE COMMUNITY

roadway classification

Roadway	South Mecklenburg Interim District Plan Transportation Classification	Mecklenburg County Subdivision Ordinance Classification	Class	ROW	Number of Lanes
Outerbelt (I-485)	Outerbelt	Freeway/Expressway	I	350'	4 Lane
Relocated U.S. 521	Major Thoroughfare	Major Arterial	III	160'	4 Lane, Outer Loop to EastWest Connector Road
EastWest Connector Road (U.S. 521 Connector Road) (Realigned Providence Road)	Minor Thoroughfare	Major Arterial	III	130'	4 Lane, EastWest Connector Road to State Line
Community House Road (Paulston Road)	Minor Thoroughfare	Minor Arterial	IV	70'	2 Lane, Providence Road West to EastWest Connector Road



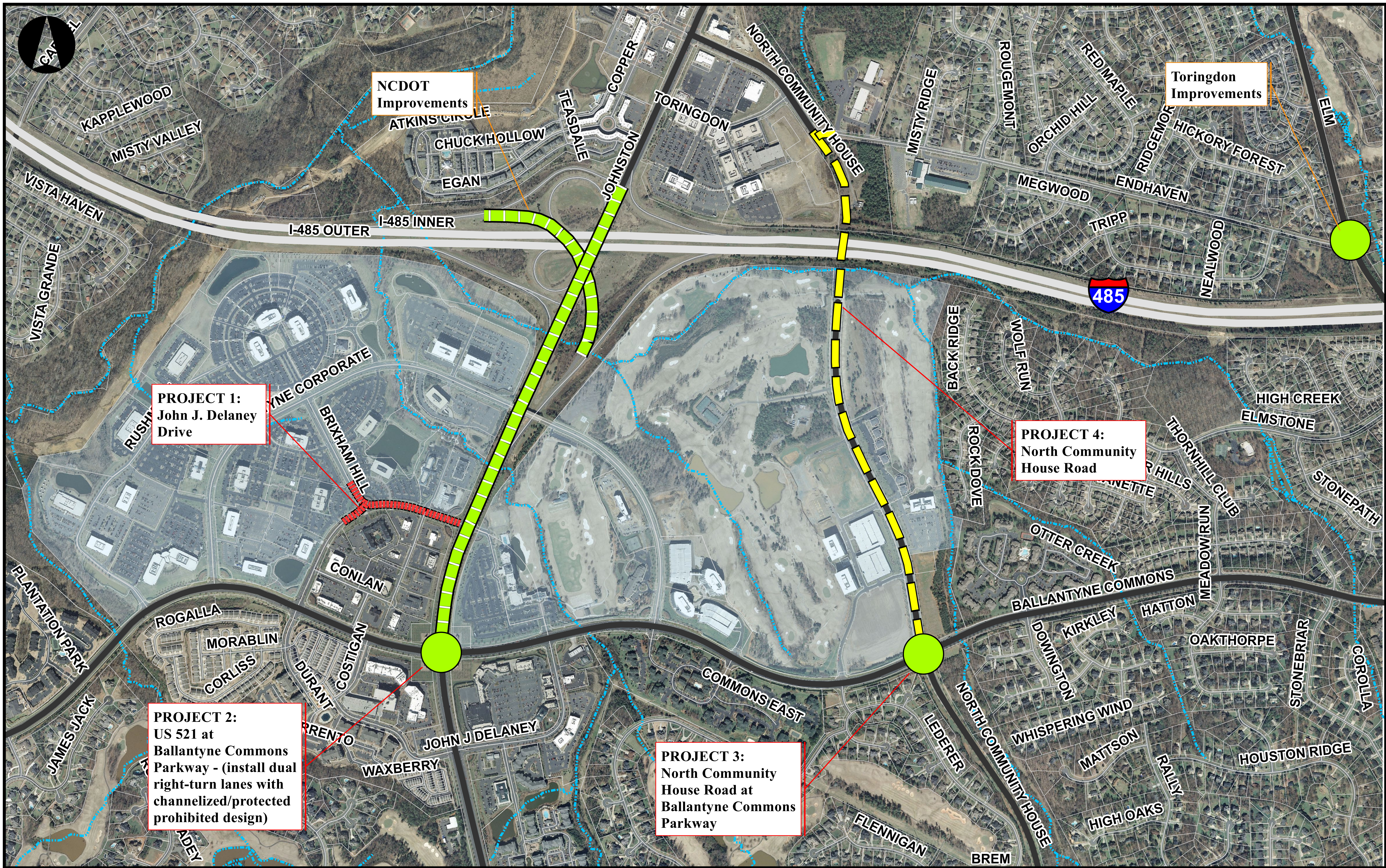
APPROVED BY COUNTY COMMISSION
DATE: August 15, 1994

FOR PUBLIC HEARING
PETITION NO. 94-23(c)
94-23(c)

PROPOSED ZONING AMENDMENT

BALLANTYNE

MECKLENBURG CO., NORTH CAROLINA



BALLANTYNE CORPORATE PARK



ASSOCIATED DEVELOPMENT & TRANSPORTATION IMPROVEMENT SUMMARY

NOTE:

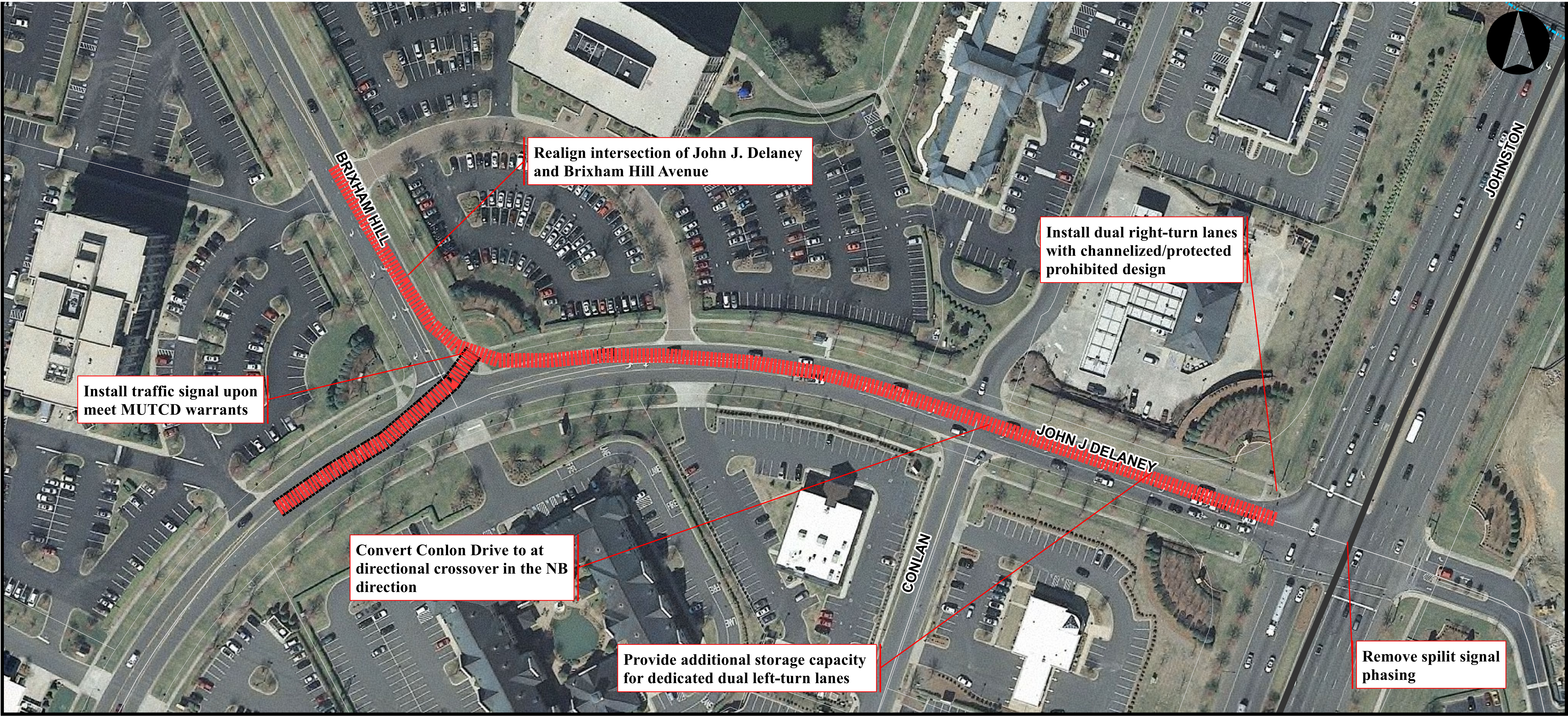
* SEE DEVELOPMENT STATNDARDS FOR FURTHER DESCRIPTION OF THE IMPROVEMENTS AND ASSOCIATED DEVELOPMENT. THE DEVELOPMENT STANDARDS SHALL CONTROL IN THE EVENT OF A CONFLICT.

** FOR PROJECTS # 1-4 DEVELOPMENT LISTED IS IN ADDTION TO OTHER DEVELOPMENT SET FORTH. SEE DEVELOPMENT STANDARDS FOR PROVISIONS RELATED TO TIMING OF COMPLETION AND OTHER MATTERS.

ASSOCIATED DEVELOPMENT

Project	Improvement*	Intensity**	Location
-	Existing Roadway Infrastructure	2,365,000 SF Non-Residential	Ballantyne Corporate Park West
		2,525,000 SF Non-Residential	Ballantyne Corporate Park East
		300 Dwelling Units	
		600 Hotel Rooms	
1	John J. Delaney Drive	Additional 260,000 sf Non-Residential	Ballantyne Corporate Park West
		Additional 300 Dwelling Units	Ballantyne Corporate Park East
2	Ballantyne Commons Parkway at US 521	Additional 375,000 sf Non-Residential	Ballantyne Corporate Park East
3	N. Community House at Ballantyne Commons Parkway	Additional 250,000 sf of Non-Residential	Ballantyne Corporate Park East
4	N. Community House Road	Additional 750,000 sf of Non-Residential	Ballantyne Corporate Park East





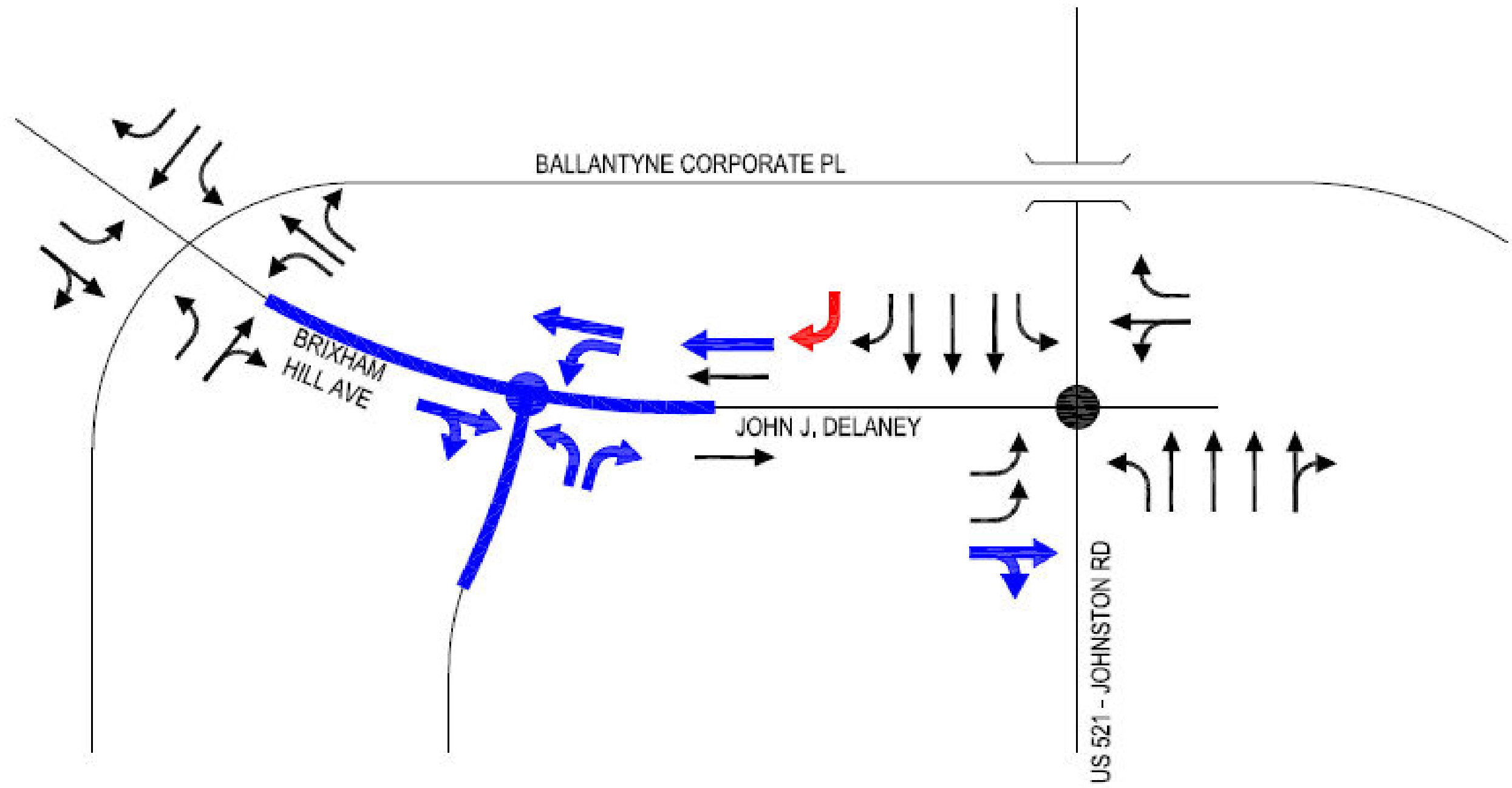
BALLANTYNE
CORPORATE
PARK

Legend

- JJD
- Interstate
- Streets
- Streams

PROJECT 1:
JOHN J.
DELANEY
DRIVE

TRANSPORTATION IMPROVEMENTS



LEGEND

- BACKGROUND LANE
- TRAFFIC SIGNAL
- NCDOT RESPONSIBILITY
- PETITIONER RESPONSIBILITY
- PROPOSED TRAFFIC SIGNAL

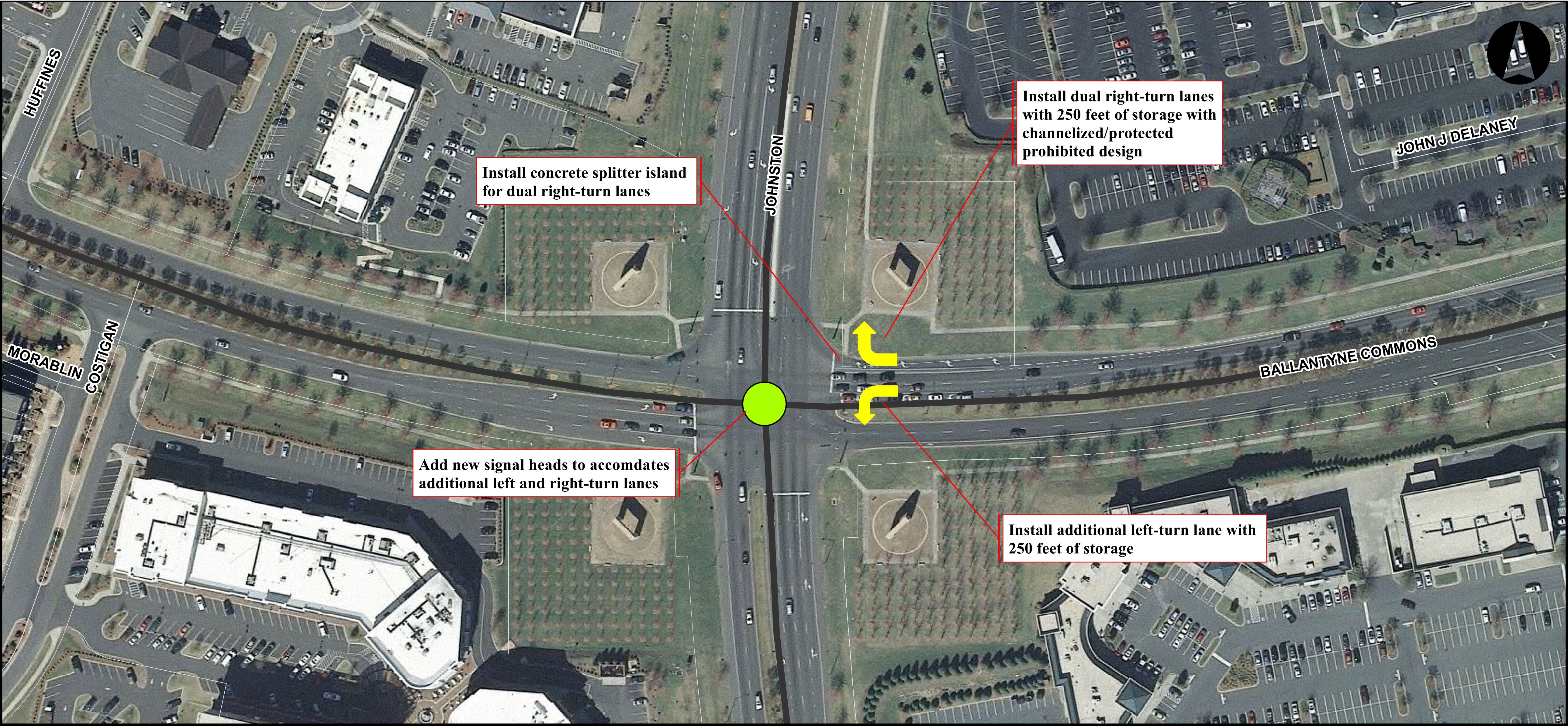
ASSOCIATED DEVELOPMENT

Improvement	Intensity	Location
John J. Delaney Drive	Additional 260,000 sf Non-Residential	Ballantyne Corporate Park West
	Additional 300 Dwelling Units	Ballantyne Corporate Park East

B
Bissell Development

Kimley-Horn
and Associates, Inc.

RZ-4.2



BALLANTYNE
CORPORATE
PARK

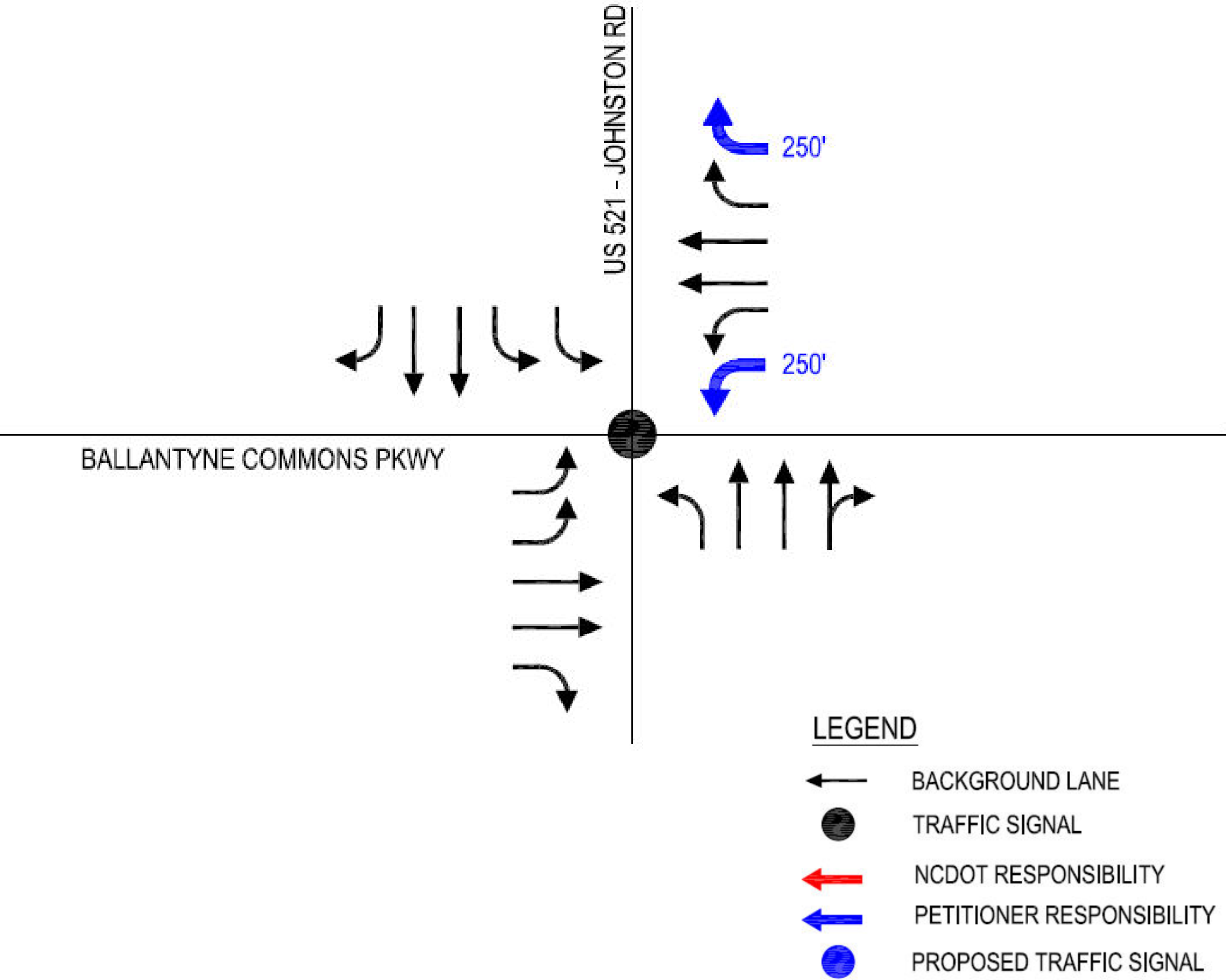
Legend

- Intersection Projects
- Interstate
- Streets
- Streams

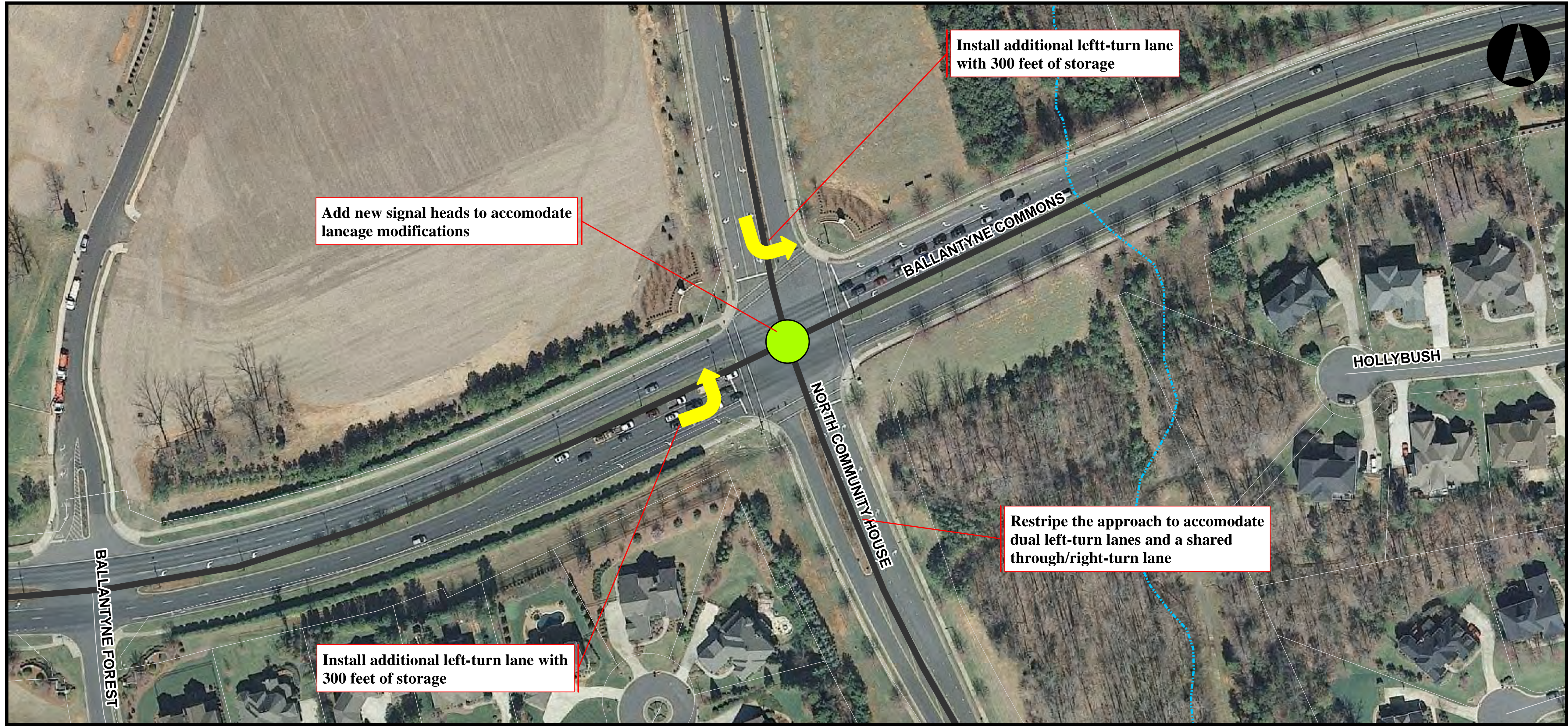
PROJECT 2:
US 521 at
BALLANTYNE
COMMONS
PARKWAY

TRANSPORTATION IMPROVEMENTS

ASSOCIATED DEVELOPMENT



Improvement	Intensity	Location
Ballantyne Commons Parkway at US 521	Additional 375,000 sf Non-Residential	Ballantyne Corporate Park East



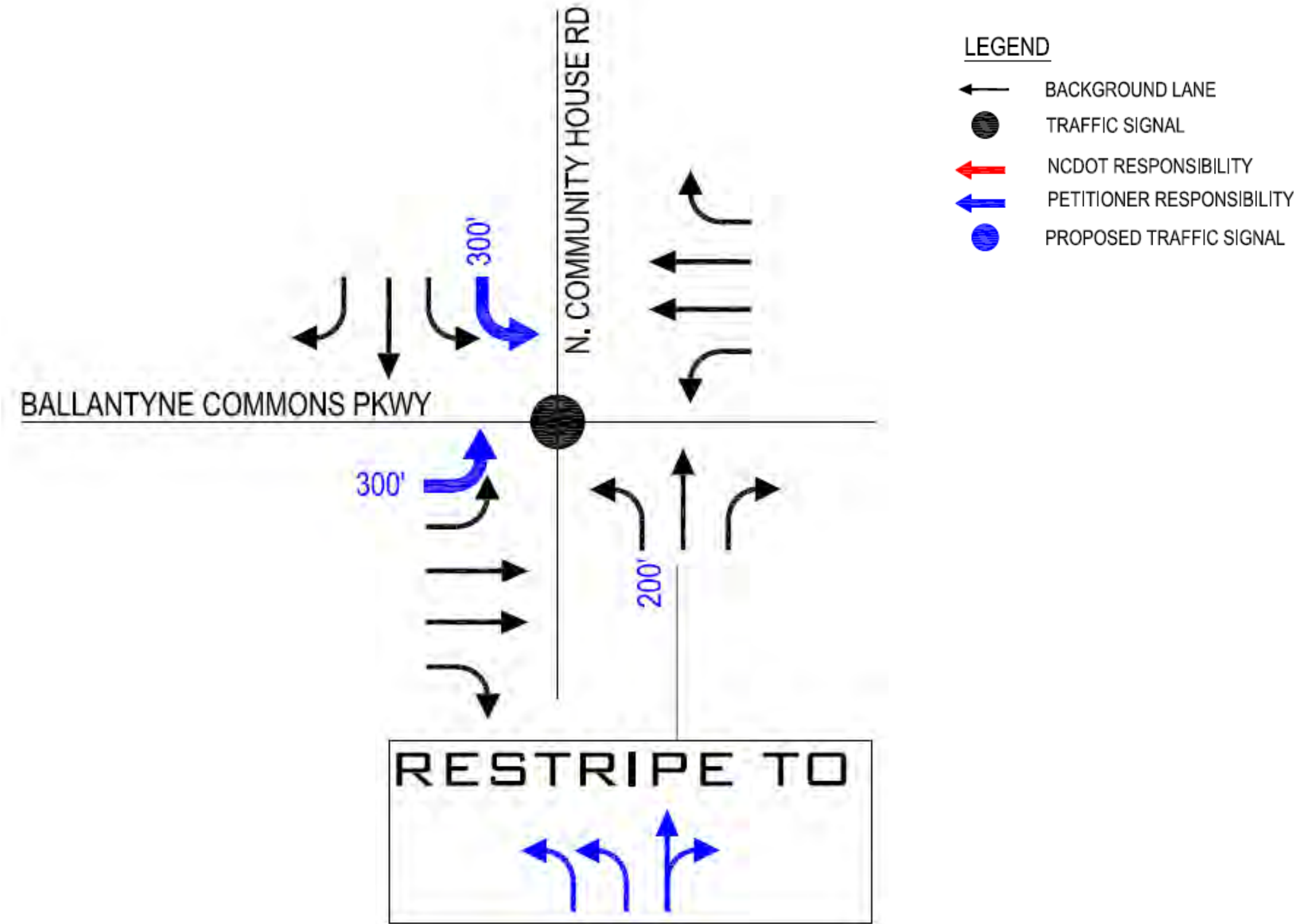
BALLANTYNE CORPORATE PARK

Legend

- Intersection Projects
- Interstate
- Streets
- Streams

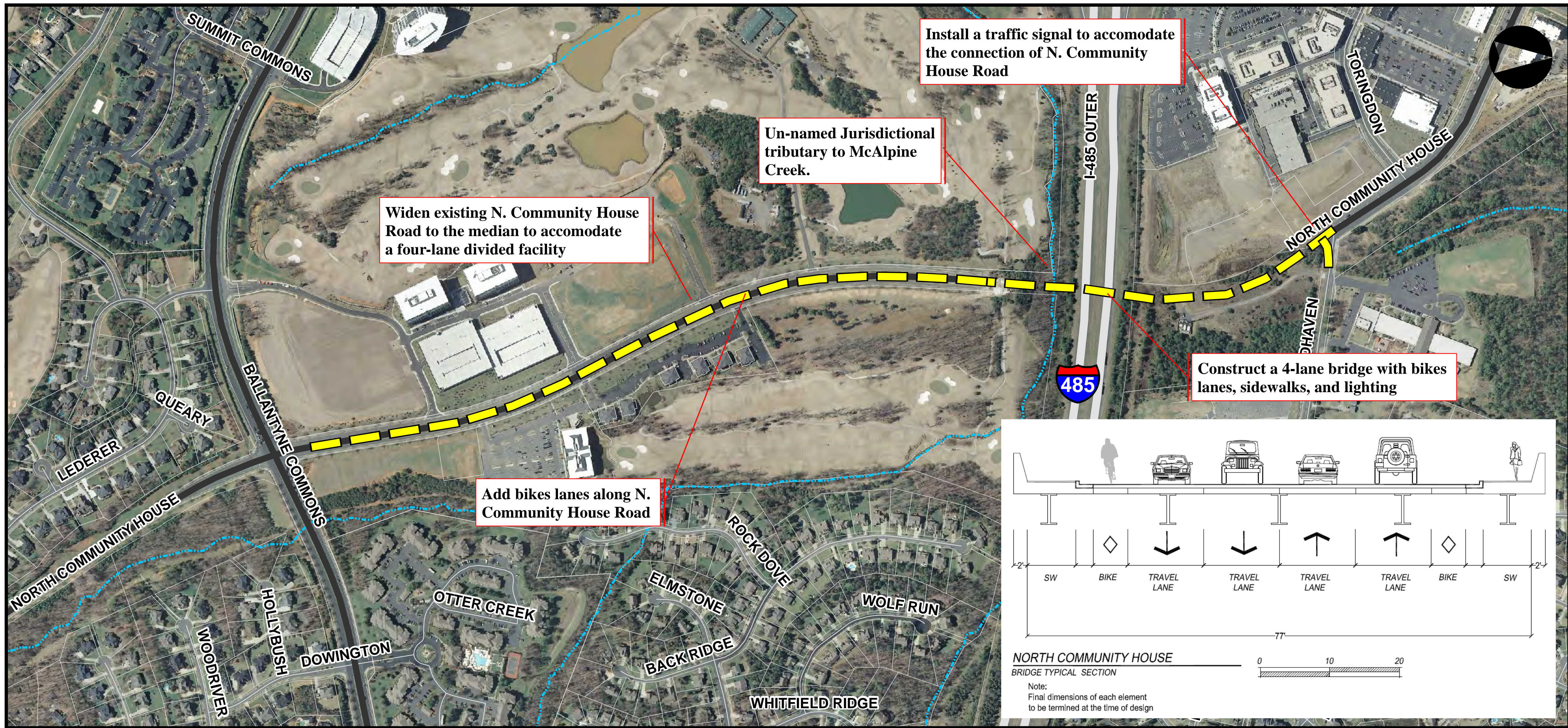
PROJECT 3:
BALLANTYNE
COMMONS
PARKWAY at
NORTH
COMMUNITY
HOUSE ROAD

TRANSPORTATION IMPROVEMENTS



ASSOCIATED DEVELOPMENT

Improvement	Intensity	Location
N. Community House at Ballantyne Commons Parkway	Additional 250,000 sf of Non-Residential	Ballantyne Corporate Park East

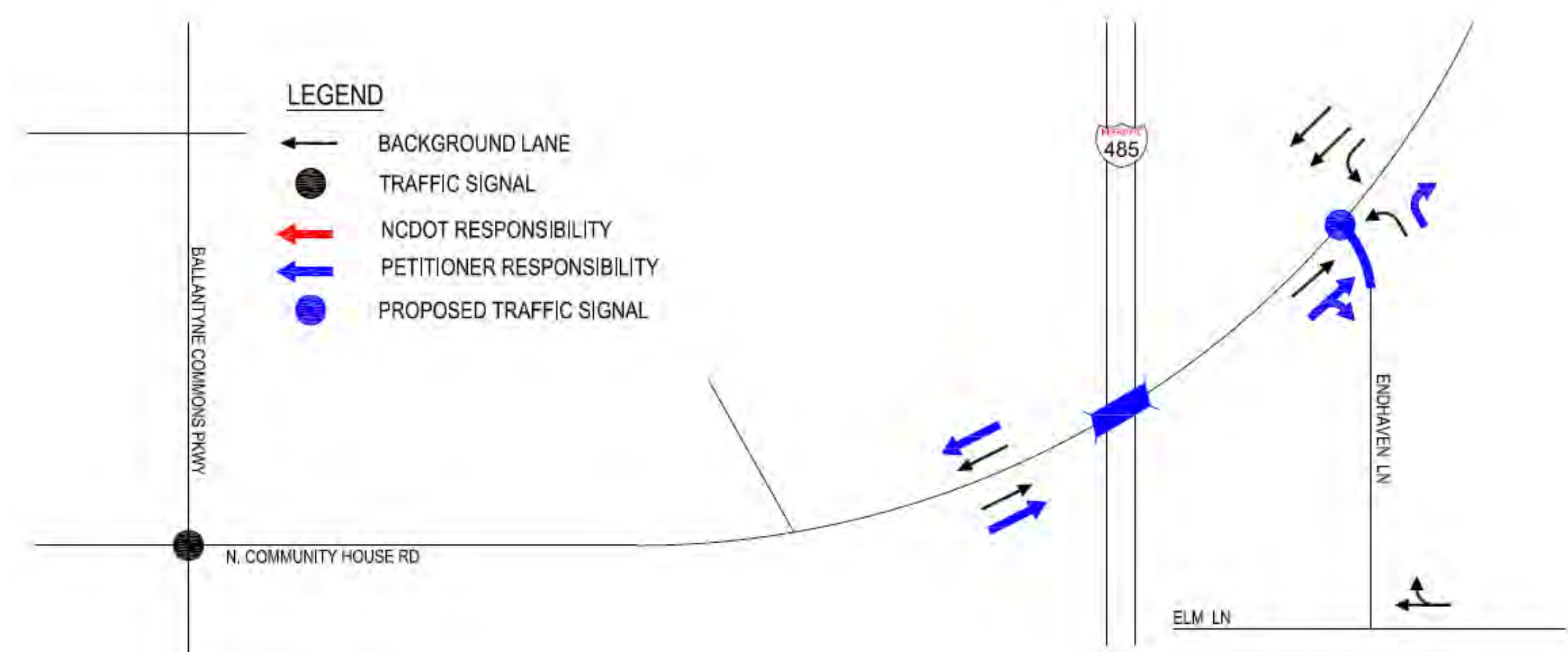


BALLANTYNE CORPORATE PARK

PROJECT 4:

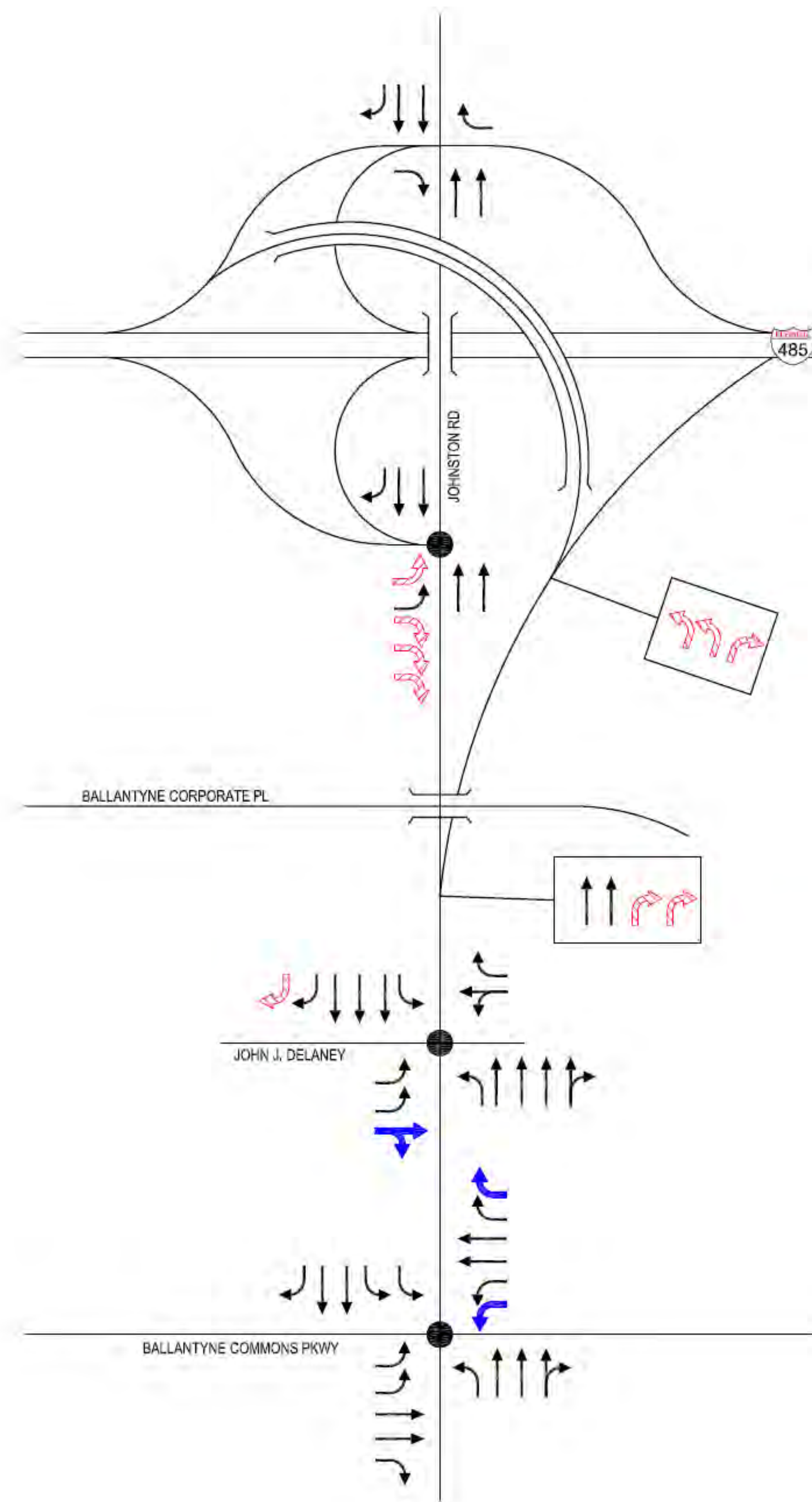
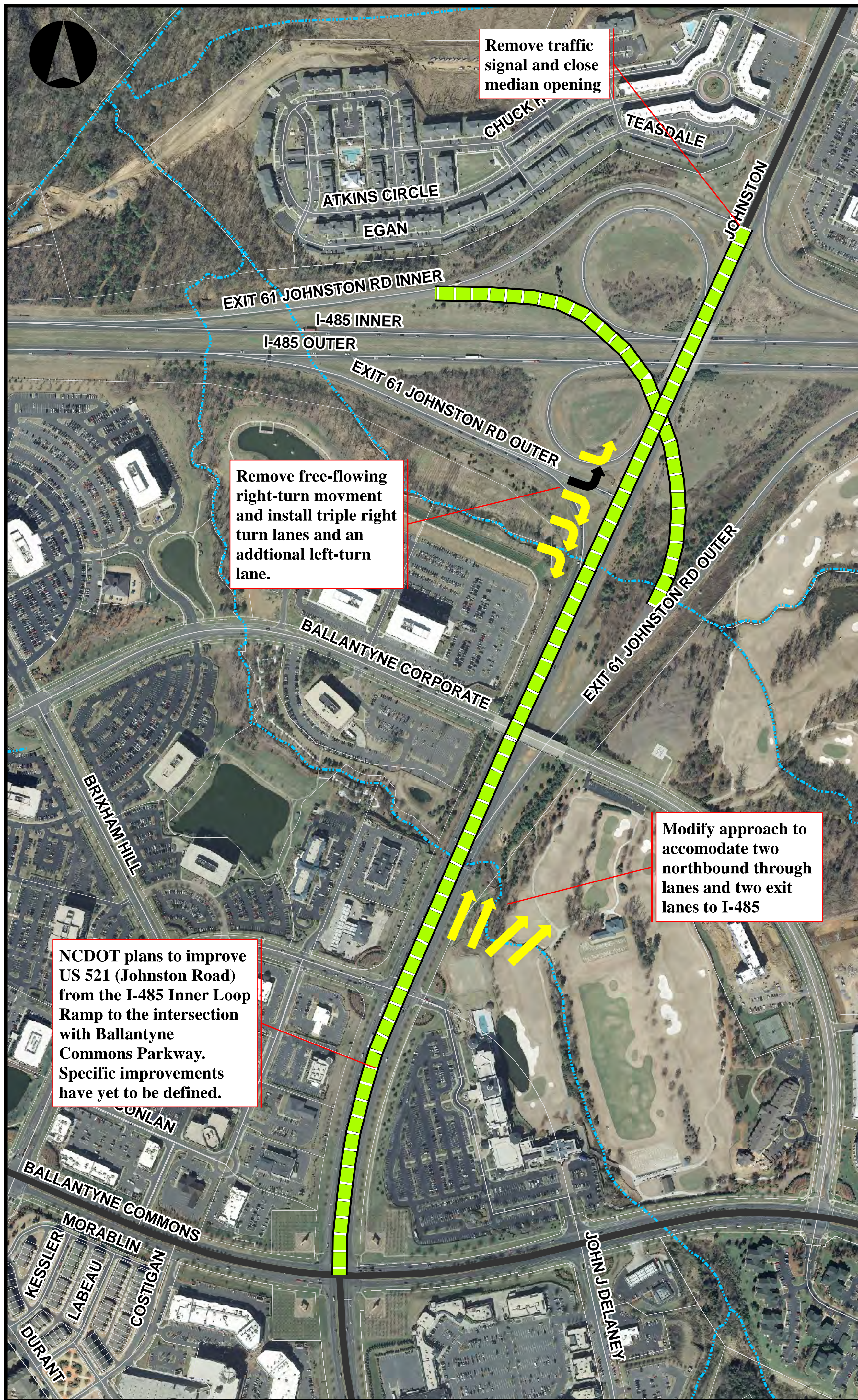
NORTH COMMUNITY HOUSE ROAD

TRANSPORTATION IMPROVEMENTS



ASSOCIATED DEVELOPMENT

Improvement	Intensity	Location
N. Community House Road	Additional 750,000 sf of Non-Residential	Ballantyne Corporate Park East

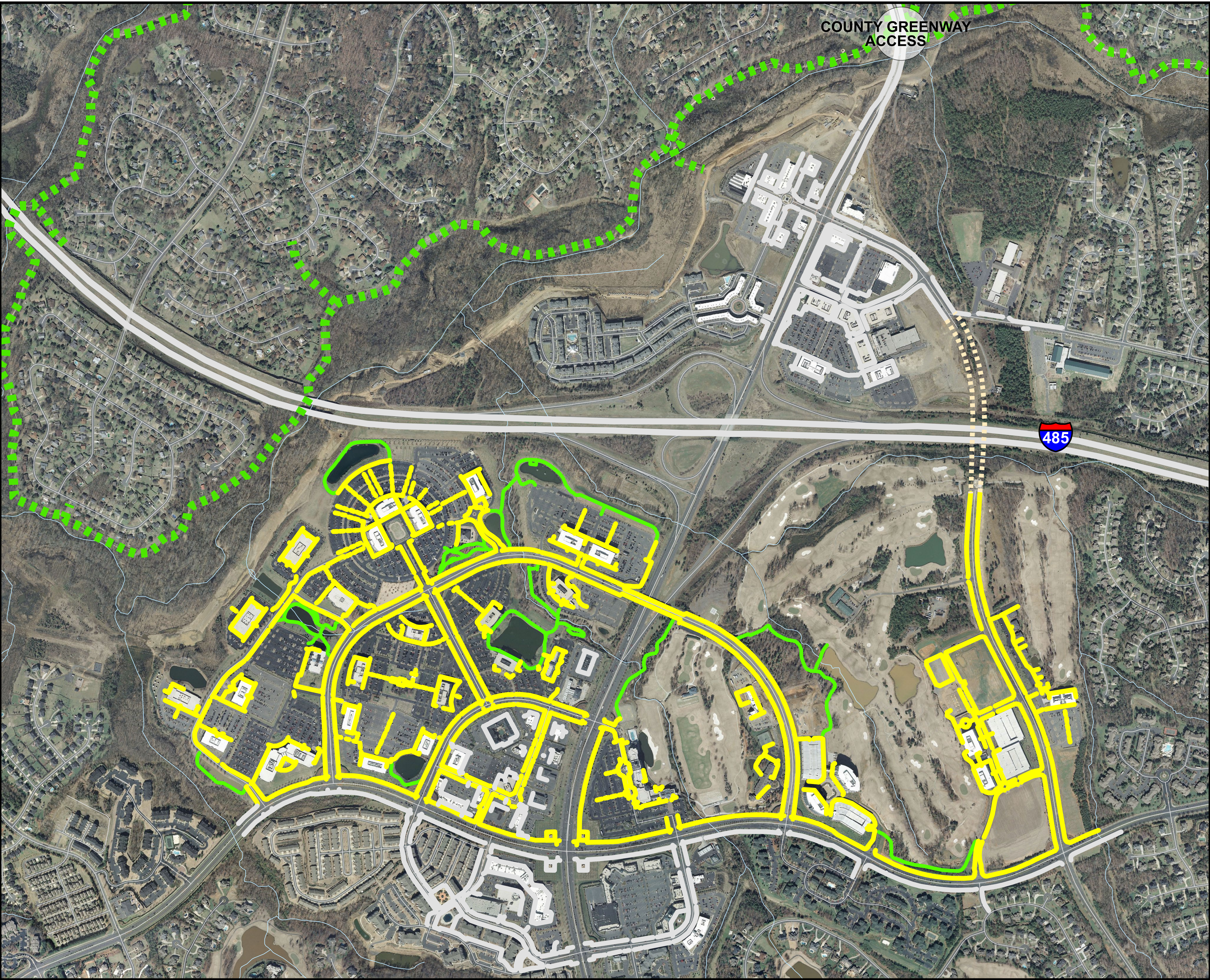


- LEGEND
- ← BACKGROUND LANE
 - TRAFFIC SIGNAL
 - RECOMMENDED TRAFFIC SIGNAL
 - ➡ RECOMMENDED LANE PER PROPOSED ENTITLEMENTS
 - ➡ R-4902 IMPROVEMENT BY NCDOT

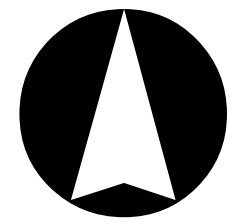
BALLANTYNE CORPORATE PARK

- Legend
- NCDOT Improvements
 - Streets
 - Streams

TIP R-4902 TRANSPORTATION IMPROVEMENTS



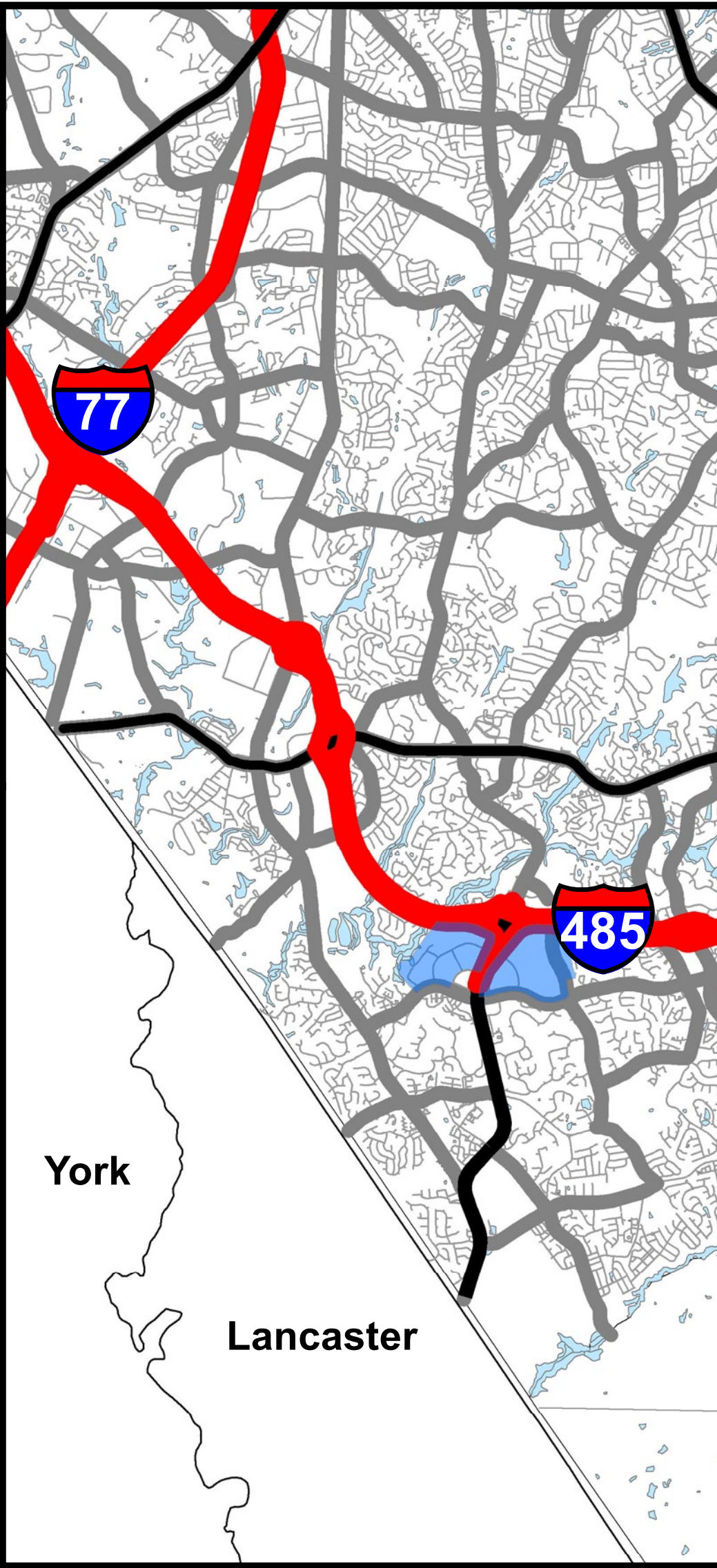
BALANTYNE CORPORATE PARK



Legend

Sidewalks

- Corporate Park
- Other
- Planned
- McAlpine Greenway
- Trails
- Interstate
- Streets
- Streams



PEDESTRIAN MOBILITY NETWORK