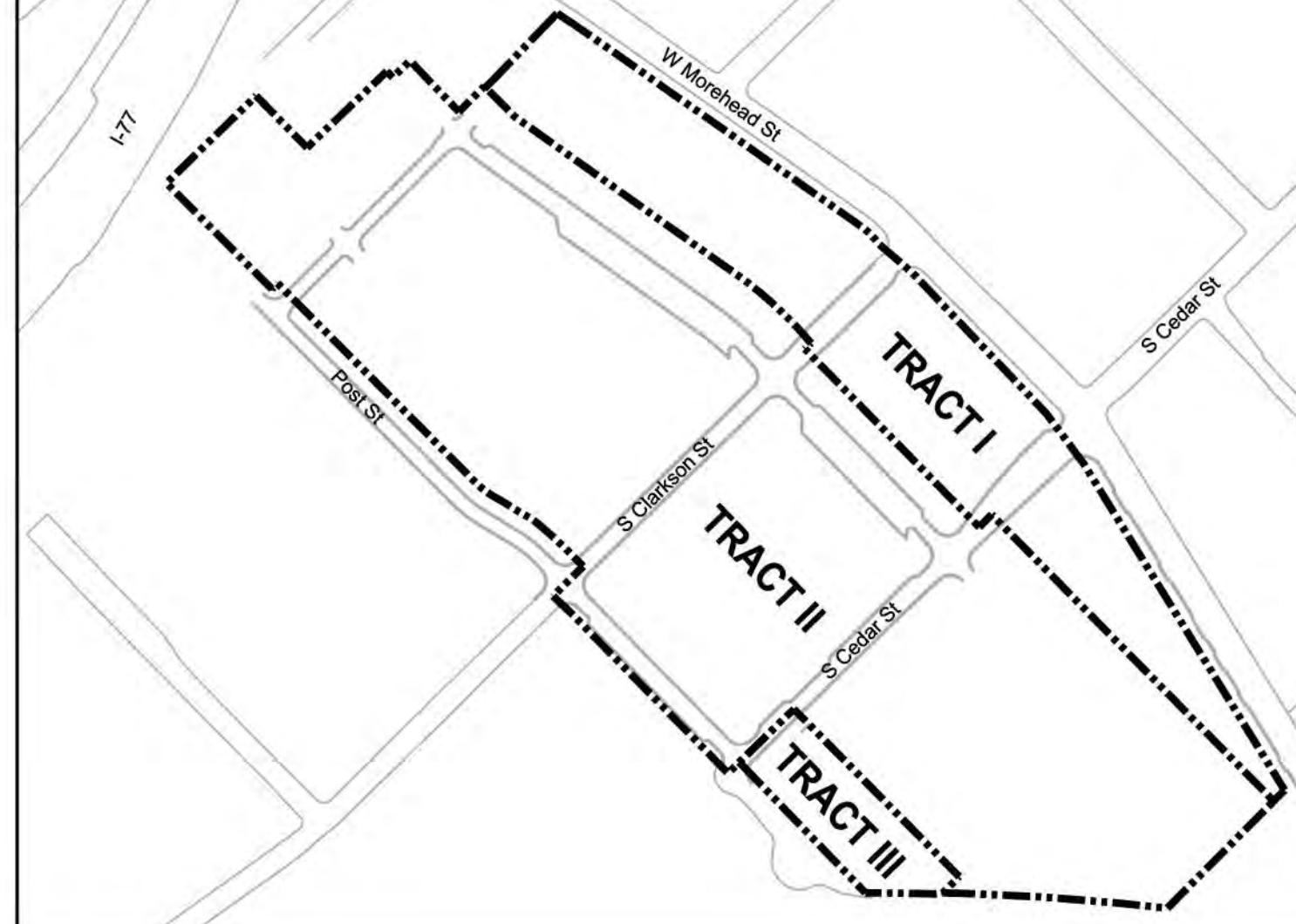


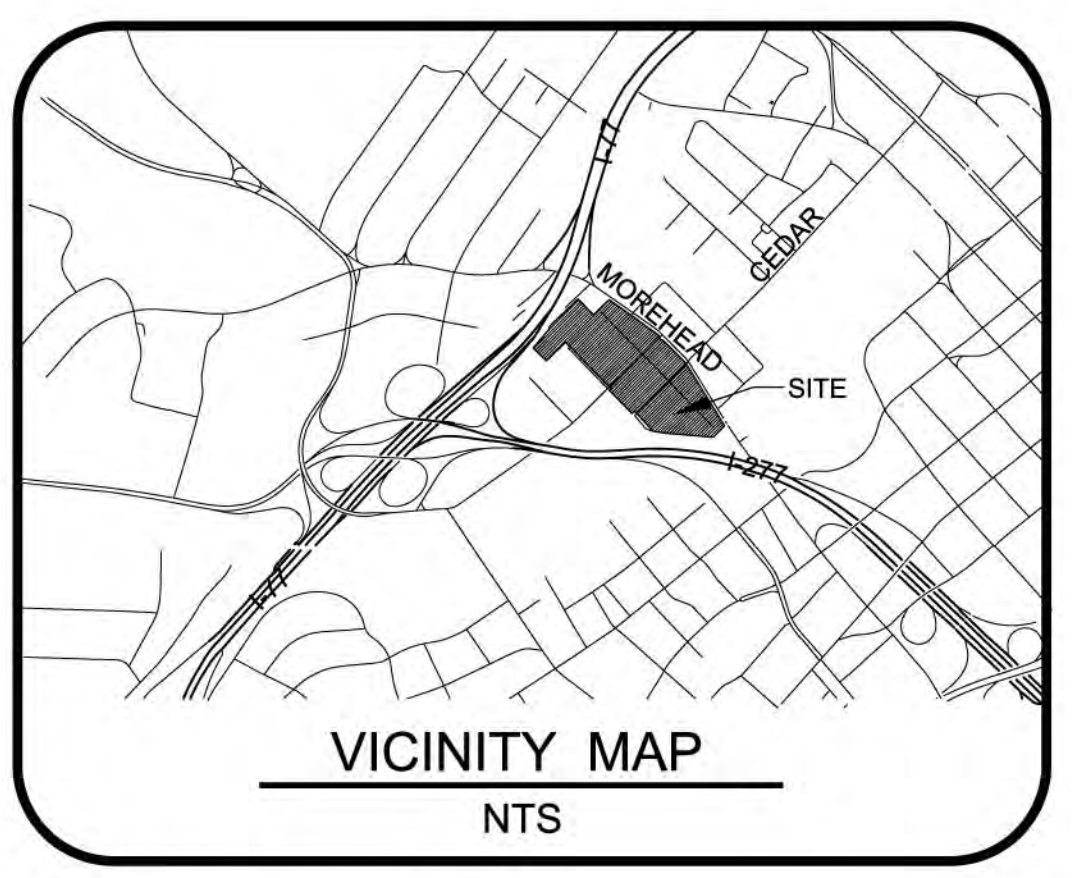
FIGURE 1. TRACT LIMITS



SECURITY FENCE TYPE 'A'



SECURITY FENCE TYPE 'B'



SITE DEVELOPMENT DATA

Site Development Data:
--Site Area: 17.91 AC
--Existing Zoning: MUDD

Tract I
--Proposed Zoning: MUDD-O (3.82 AC)
--Tax Parcel #: 073-252-11; 073-252-10; 073-252-09; 073-256-01; 073-256-02; 073-141-05

Tract II
--Proposed Zoning: I-2(CD) (13.46 AC)
--Tax Parcel #: 073-252-13; 073-142-01; 073-255-01; 073-252-07

Tract III
--Proposed Zoning: I-2(CD) (0.63 AC)
--Tax Parcel #: 073-142-03

ADJACENT PROPERTY OWNER

- | | |
|--|--|
| 1 MUDD 07325212 CAROLINA SCHOOL SUPPLY LLC C/O THE CONFORMITY CORP PO BOX 33366 CHARLOTTE, NC 28233 | 9 MUDD 07313203 DOUGLAS EDWARD & DANIELLE C BIALY 3532 MOUNTAIN BROOK RD CHARLOTTE, NC 28210 |
| 2 MUDD 07324208 IRENE H FAMILY & LP BLACKMON JOHN G 2019 QUEENS RD E CHARLOTTE, NC 28207-2727 | 10 MUDD 07313302 PAMELA P DRAKE PATRICIA P HUBBARD 2309 WILLOWBROOK DR MATTHEWS, NC 28104 |
| 3 MUDD 07324211 IRENE H FAMILY & LP BLACKMON JOHN G 2019 QUEENS RD E CHARLOTTE, NC 28207-2727 | 11 MUDD 07313401 JOHN WAYNE ADAMS 600 MORRIS ST CHARLOTTE, NC 28202 |
| 4 MUDD 07324209 BOXER BUILDING LLC 4275 PIEDMONT ROW DR #800 CHARLOTTE, NC 28210 | 12 I-2 07325114 COMPANY CHARLOTTE PIPE & FOUNDRY PO BOX 35430 CHARLOTTE, NC 28235 |
| 5 MUDD 07324301 800 CEDAR M GROUP I LLC 1100 SOUTH TRYON ST #200 CHARLOTTE, NC 28203 | 13 I-2 07325202 COMPANY CHARLOTTE PIPE & FOUNDRY PO BOX 35430 CHARLOTTE, NC 28235 |
| 6 MUDD 07324302 800 CEDAR M GROUP I LLC 1100 SOUTH TRYON ST #200 CHARLOTTE, NC 28203 | 14 I-2 07325204 UNITED AIR FILTER CO PO BOX 34215 CHARLOTTE, NC 28235 |
| 7 MUDD 07324303 800 CEDAR M GROUP I LLC 1100 SOUTH TRYON ST #200 CHARLOTTE, NC 28203 | 15 I-2 07325215 COMPANY CHARLOTTE PIPE & FOUNDRY PO BOX 35430 CHARLOTTE, NC 28235 |
| 8 MUDD 07313202 CHARLES DANIEL R/T WATTS HELEN LEE WATTS R/T LAMKI 1530 QUEENS RD #604N CHARLOTTE, NC 28207-2574 | |

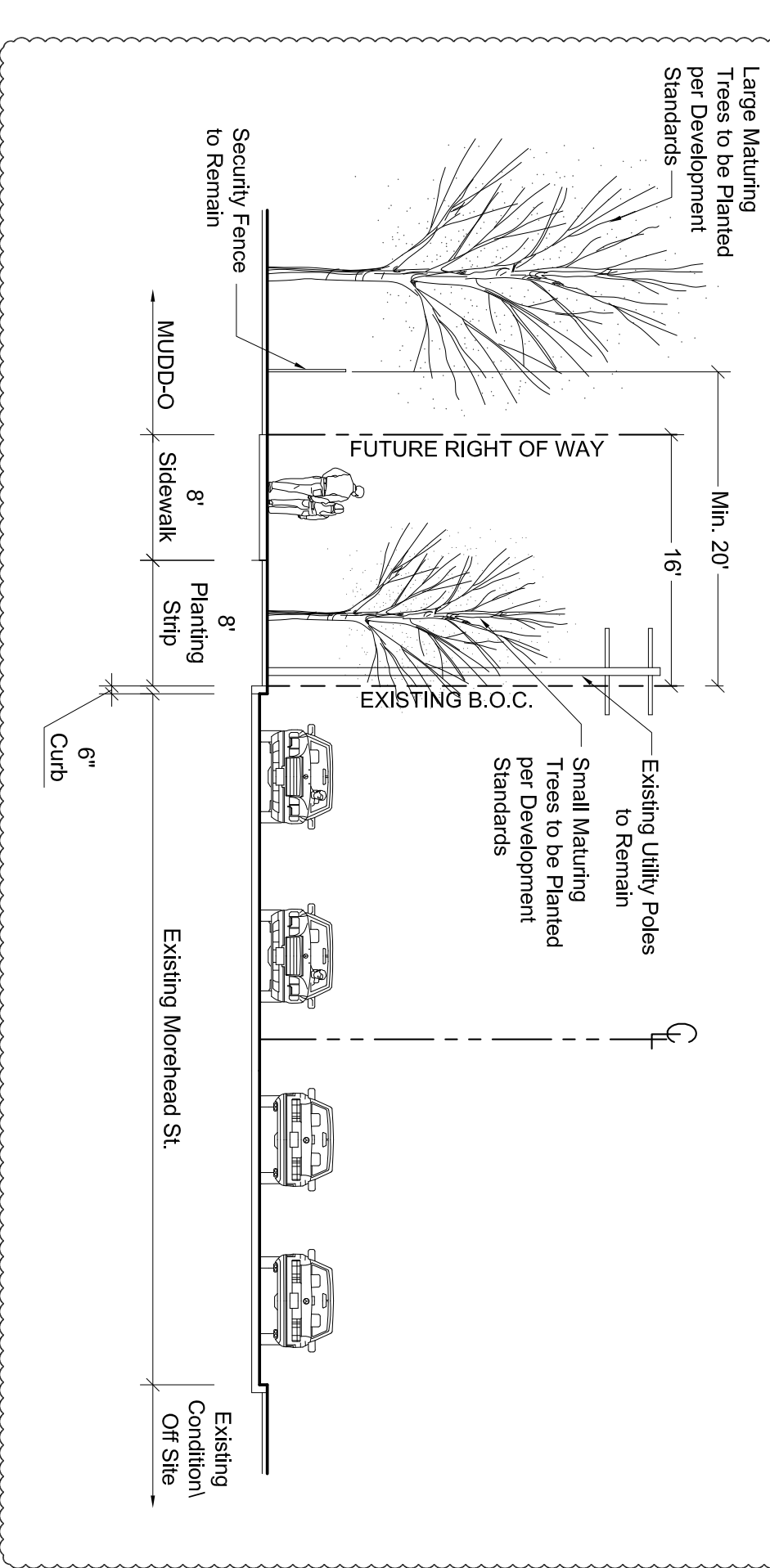
RECEIVED
By Michael Cataldo at 11:28 am, May 25, 2012

LEGEND

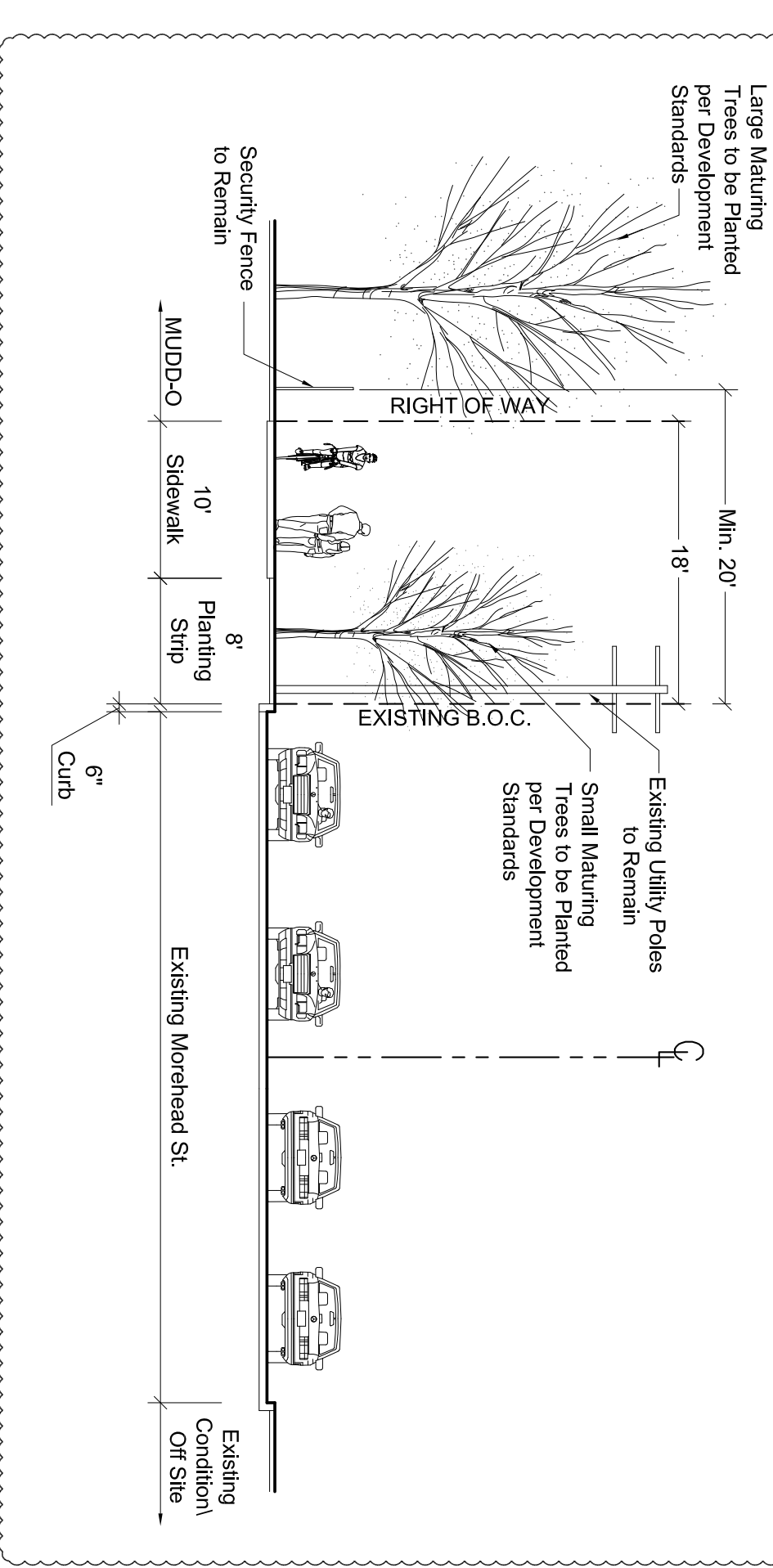
- SITE BOUNDARY
- SETBACK / REAR YARD
- REQUIRED BUFFER
- MAXIMUM BUILDING & PARKING ENVELOPE
- PROPOSED FENCE TYPE 'A'
- PROPOSED FENCE TYPE 'B'
- PROPOSED LARGE MATURING STREET TREE
- PROPOSED SMALL MATURING STREET TREE

North arrow and scale bar (0 to 200 feet).

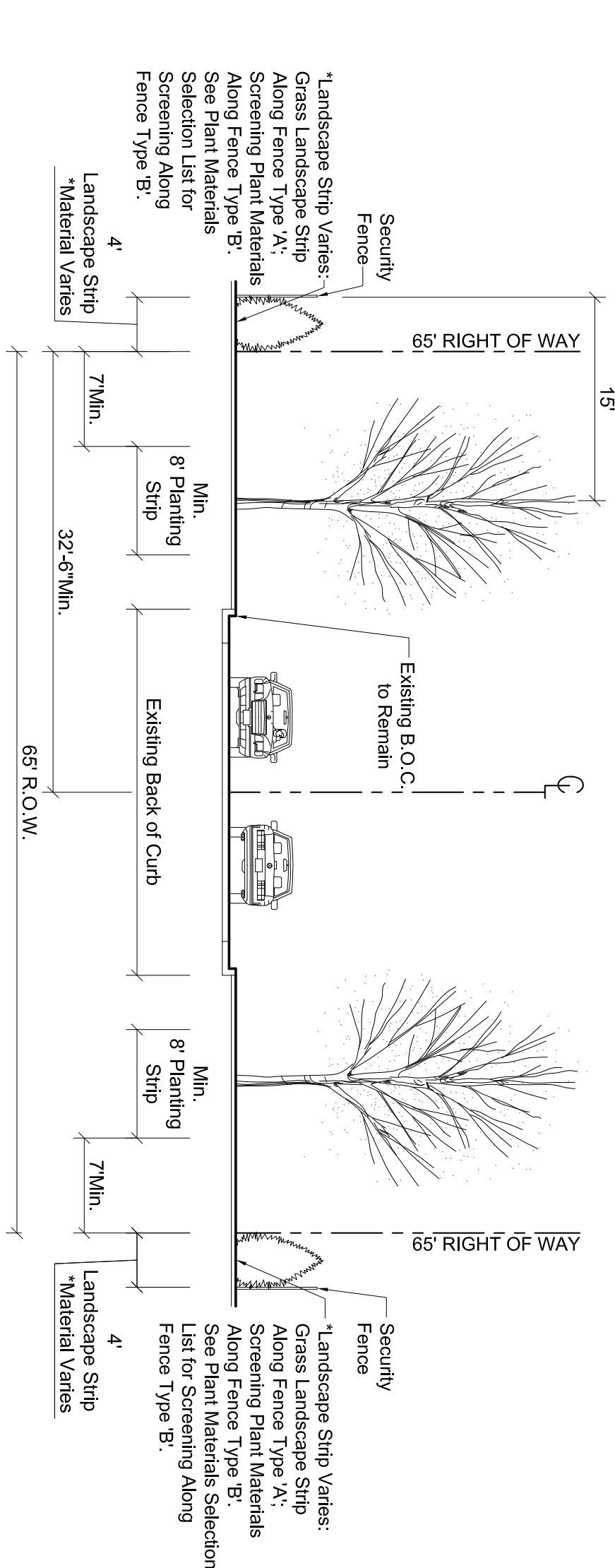
CROSS-SECTION 'A-1' - Morehead St. (Parcels A & C Frontage)



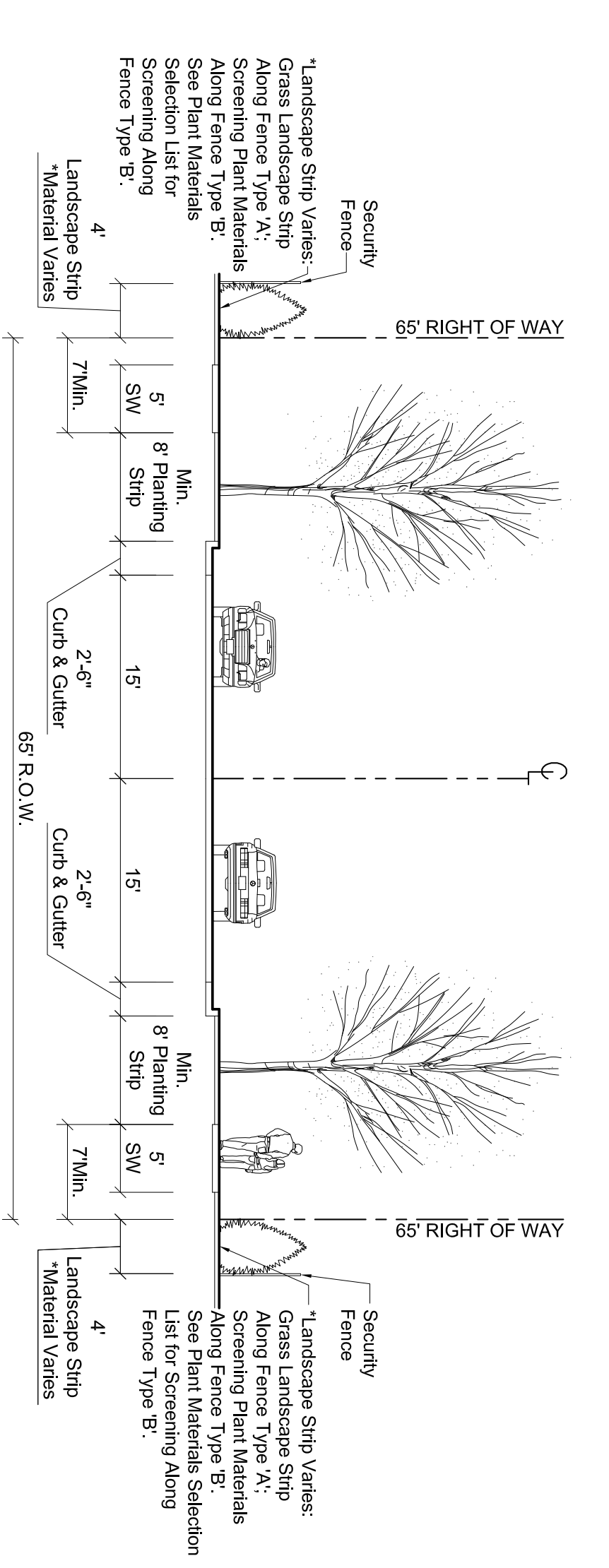
CROSS-SECTION 'A-2' - Morehead St. (Parcels B Frontage)



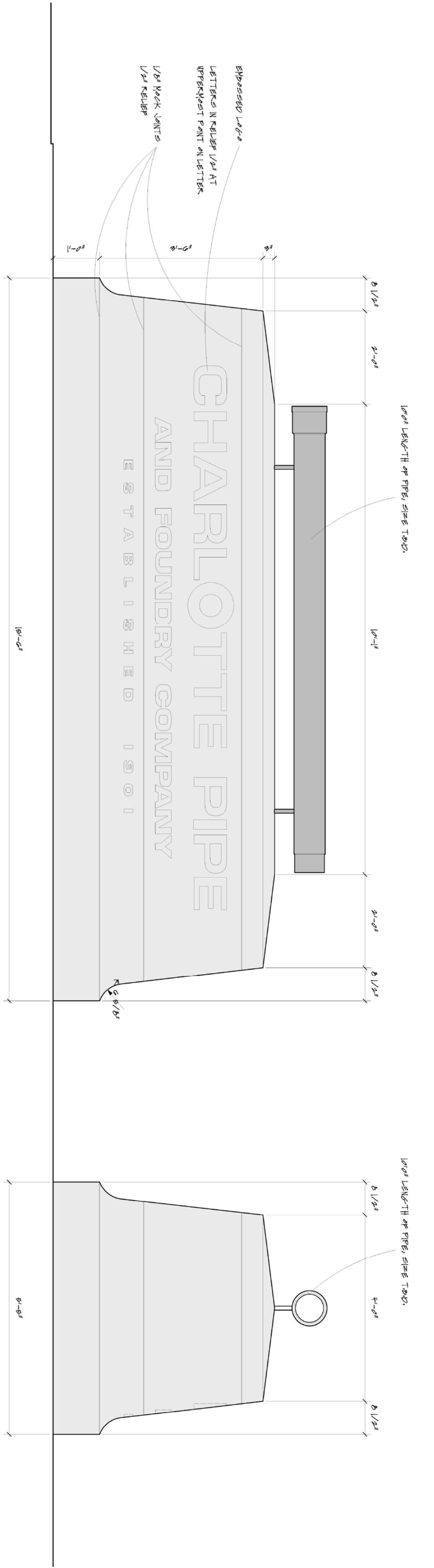
CROSS-SECTION 'B-1' - South Clarkson St. and South Cedar St. Interim Improvements



CROSS-SECTION 'B-2' - Local Industrial Street - South Clarkson St. and South Cedar St. Improvements Upon Building Permit



CONCEPTUAL ENHANCED GATEWAY FEATURE



NOT FOR CONSTRUCTION

CHARLOTTE PIPE & FOUNDRY COMPANY MONUMENT

2012.03.29

PROPOSED FENCE SCREENING: PLANT MATERIAL SELECTION

- Nellie Stevens Holly
- Emerald Green Arborvitae
- Willow Oak
- Kousa Dogwood
- Dwarf Burford Holly
- Krunkout Roses
- 'Jubilee' Sasanqua Camellia
- Autumn Flame Maple

REZONING PETITION NO. 2012-038

DEVELOPMENT STANDARDS

CHARLOTTE PIPE AND FOUNDRY COMPANY

REVISED MAY 22, 2012

DEVELOPMENT DATA TABLE

Site Area:	17.91 acres +/-
Existing Zoning:	MUDD
Tract I	3.82 acres +/-
Proposed Zoning:	MUDD-O
Tax Parcels:	073-141-05; 073-252-09; 073-252-10; 073-252-11; 073-256-01; 073-256-02
	Parcel A 1.85 acres +/-
	Parcel B 1.04 acres +/-
	Parcel C 0.94 acres +/-
Proposed Uses:	Any uses allowed in the MUDD Zoning District.
Maximum Development:	No limitations
Tract II	13.46 acres +/-
Proposed Zoning:	I-2(CD)
Tax Parcels:	073-142-01; 073-142-03; 073-252-07; 073-252-13; 073-255-01
	Parcel A 1.24 acres +/-
	Parcel B 5.12 acres +/-
	Parcel C 3.02 acres +/-
	Parcel D 4.08 acres +/-
Proposed Uses:	See Section 3(b)
Maximum Development:	150,000 square feet of gross floor area. See Section 3.
Tract III	0.63 acres=
Proposed Zoning:	I-2(CD)
Tax Parcel:	073-142-03
Proposed Uses:	See Section 3(c)
Maximum Development:	12,500 square feet of gross floor area. See Section 3.

1. General Provisions

These Development Standards form a part of Sheet RZ-1 and RZ-2 associated with the Rezoning Application filed by Charlotte Pipe and Foundry Company seeking rezoning for property located in the City of Charlotte southwest of West Morehead Street between I-77 and West John Belk Freeway (the "Site").

The purpose of this rezoning request is to create an Enhanced Gateway Feature on Tract I at the intersection between West Morehead Street and South Clarkson Street announcing the entrance to

CHF-3095408 v27

Petitioner's Foundry operations located on property adjacent to and southwest of the Site; to restore industrial zoning for Tract II so that it might be used in conjunction with Petitioner's adjoining Foundry operations, to establish a landscaped area thereon which will buffer Tract I, West Morehead Street and the Carolina School Supply Property from the industrial uses proposed for Tract II and Tract III, and to restore industrial zoning for Tract III so as to make its zoning consistent with its current use.

Development of the Site will be governed by Sheet RZ-1, Sheet RZ-2, these Development Standards and the applicable provisions of the City of Charlotte Zoning Ordinance (the "Ordinance").

Unless Sheet RZ-1, Sheet RZ-2 or these Development Standards establish more stringent standards, the regulations established under the Ordinance for the MUDD Zoning District shall govern all development taking place on Tract I.

Unless Sheet RZ-1, Sheet RZ-2 or these Development Standards establish more stringent standards, the regulations established under the Ordinance for the I-2 Zoning District shall govern all development taking place on Tract II and Tract III.

A former owner established a street network and installed a water and sewer system on the Site. Prior to acquiring the Site, the Petitioner entered into an agreement with this owner providing for the correction of certain deficiencies in this infrastructure which were uncovered by CMUD and CDOT during their inspections of the Site. The Petitioner is in the process of completing this corrective work and intends to preserve and make use of this existing infrastructure

2. MUDD-O Optional Provisions

The Petitioner proposes to utilize the MUDD-O provisions of the Ordinance in order to accommodate any variance from the provisions of the Sign Regulations of the Ordinance that may be required to establish the Enhanced Gateway Feature committed to under Section 8 of these Development Standards, all as generally specified and depicted on Sheet RZ-2.

3. Permitted Uses and Maximum Development

(a) Tract I

It is the Petitioner's current intention to develop Tract I into a green space as generally depicted on Sheet RZ-1 and not to erect any buildings on it. However, Petitioner reserves the right to develop within the building envelopes established for Tract I on Sheet RZ-1 any principal uses together with any incidental or accessory uses associated therewith which are permitted under the Ordinance by right or under prescribed conditions in the MUDD Zoning District.

(b) Tract II

The Petitioner is engaged in the business of manufacturing cast iron pipe and fittings and commercial castings within the Foundry which it operates on property located southwest of the Site. Tract II may be used for any Foundry purposes, including a training center, a warehouse, a drop lot, outside storage and any other incidental or accessory uses associated with its Foundry which are permitted under the Ordinance by right or under prescribed conditions in the I-2 Zoning District.

In no event, however, may any melting or casting of metal or other materials take place on any portion of Tract II.

Tract II may also be used for all uses permitted under the Ordinance in the I-1 Zoning District that are also permitted in the I-2 Zoning District.

The total amount of gross floor area which may be developed on Tract II may not exceed 150,000 square feet, subject to the following provisions:

- Areas devoted to a drop lot are not included in the square footage noted above, and
- Areas devoted to outside storage are not included in the square footage noted above.

(c) Tract III

Tract III may continue to be devoted to its current uses; namely: warehouse, light manufacturing and a two-sided outdoor billboard. Tract III may also be devoted to the same uses authorized above for Tract II; subject, however, to the square footage limitations set forth below.

It is the Petitioner's intent to preserve all existing rights to continue using such Tract for the two-sided outdoor billboard which is currently erected thereon.

The total amount of gross floor area which may be located on Tract III cannot exceed 12,500 square feet, subject to the following provisions:

Areas devoted to outside storage are not included in the square footage noted above, and

The area devoted to the outdoor billboard is not included in the square footage noted above.

4. Transportation Provisions

(a) Vehicular Access. Vehicular access to the Site shall be as generally depicted on Sheet RZ-1.

(b) Right of Way Dedication. The Petitioner agrees to dedicate and convey to the City of Charlotte or the State of North Carolina (in the case of additional right of way for West Morehead Street) by quitclaim deed and subject to a reservation for any necessary utility easements those portions of the Site needed to provide the following additional street rights of way prior to the first Certificate of Occupancy being issued for the Site.

(i) West Morehead Street.

Any additional right of way required from Parcel A and Parcel C of Tract I to provide 16 feet of right of way behind the existing curb, and any additional right-of-way required from Parcel B of Tract I to provide 18 feet of right-of-way behind the existing curb. (See Cross Sections A-1 and A-2 on Sheet RZ-2).

(ii) South Cedar Street

Any additional right-of-way required from Tract I, Tract II and Tract III to provide at a minimum 32.5 feet of right-of-way on either side of the existing centerline for South Cedar Street. Where existing pavement width exceeds 35 feet measured from back of curb, the right-of-way to be dedicated shall be

increased so as to accommodate adequately the streetscape elements of a local industrial street cross-section. (See Cross Section B-1 on Sheet RZ-2).

(iii) South Clarkson Street

Any additional right-of-way required from Tract I and Tract II to provide at a minimum 32.5 feet of right-of-way on either side of the existing centerline for South Clarkson Street. Where existing pavement width exceeds 35 feet measured from back of curb, the right-of-way to be dedicated shall be increased so as to accommodate adequately the streetscape elements of a local industrial street cross-section (See Cross Section B-1 on Sheet RZ-2).

(c) West Morehead Street Improvements.

(i) The Petitioner agrees to work with the City of Charlotte, its Department of Transportation ("CDOT") and the North Carolina Department of Transportation ("NCDOT") to enhance the streetscape along the Site's West Morehead Street frontage. In this connection the Petitioner agrees to offer to enter into a public/private joint venture agreement with the City of Charlotte for the relocation of the sidewalk currently running along West Morehead Street in front of Tract I under the terms of which the parties would agree as follows:

Petitioner:

- Subject to the City's agreement to reimburse the Petitioner for these costs and expenses and subject to NCDOT's approval, to cause its contractor to remove the existing sidewalk running along West Morehead Street in front of Tract I, to construct a new sidewalk located eight (8) feet behind the existing West Morehead Street curb line which will be eight (8) feet in width except between South Clarkson Street and South Cedar Street where it will be ten (10) feet in width, and to create a new planting strip between the existing curb line and the new sidewalk containing soils appropriate for planting new street trees;
- To dedicate and convey to the State of North Carolina or to its designee that portion of Tract I needed to accommodate this sidewalk relocation project in accordance with the specifications provided in Section 4(b)(i) of these Development Standards;
- At its expense, to cause its contractor to coordinate with NCDOT and CDOT on the planting of street trees within the eight (8) foot planting strip and, at its expense, to cause its contractor to furnish and plant street trees within the eight (8) foot planting strip at the spacing and locations recommended by CDOT and NCDOT; and
- At its expense to cause its engineer, after coordinating with NCDOT and CDOT on the project, to prepare construction documents for this sidewalk relocation project.

City:

- To reimburse the Petitioner for all costs and expenses it may incur in connection with this sidewalk relocation project except those related to right of way dedication, the preparation of construction documents and the furnishing and planting of street trees.

The Petitioner will have no maintenance obligations with respect to the eight (8) foot planting strip following completion of this sidewalk relocation project.

(ii) If the Petitioner and the City are unable to reach an agreement with respect to the sidewalk relocation project described under subparagraph 4(c)(i) above, then the Petitioner agrees at its sole cost and expense, to cause an engineer and a contractor, working in coordination with CDOT and NCDOT, to complete the construction documents and the sidewalk relocation project described in subparagraph 4(c)(i) above prior to the issuance of the first Certificate of Occupancy for any occupiable building on any part of a Parcel within Tract I.

(d) South Cedar Street Improvements.

If a building permit is issued for the construction of an occupiable building on any part of a Parcel within either Tract I or Tract II which abuts South Cedar Street, the Petitioner agrees at its expense to cause the entire portion of South Cedar Street beginning at West Morehead Street and running through Tract II and Tract III to Post Street to be transformed to a Local Industrial Street Section which is compliant with the Urban Street Design Guidelines prior to the issuance of the first Certificate of Occupancy for any occupiable building on any part of a Parcel within either Tract I or Tract II which abuts South Cedar Street. See Cross-Section B-2 on Sheet RZ-2 for specifications.

(e) South Clarkson Street

If a building permit is issued for the construction of an occupiable building on any part of a Parcel within either Tract I or Tract II which abuts South Clarkson Street, the Petitioner agrees at its expense to cause the entire portion of South Clarkson Street beginning at West Morehead Street and running through Tract II to Post Street to be transformed to a Local Industrial Street Section which is compliant with the Urban Street Design Guidelines prior to the issuance of the first Certificate of Occupancy for any occupiable building on a Parcel within either Tract I or Tract II which abuts South Clarkson Street. See Cross-Section B-2 on Sheet RZ-2 for specifications.

5. Streetscape and Buffer Provisions

Subject to the development and timing conditions set forth below, the Petitioner makes the following streetscape and buffer commitments:

(a) Streetscape Improvements. The Petitioner agrees to provide the streetscape improvements described below along West Morehead Street, South Clarkson Street and South Cedar Street.

(i) West Morehead Street:

Large maturing trees will be planted on Tract I no more than 120 feet on center within forty feet of the security fence which will be installed along West Morehead Street. These plantings will be located on the inside of the security fence, all as specified and generally depicted on Sheet RZ-2 as Cross-Section A-1 and A-2.

(ii) South Cedar Street and South Clarkson Street

To plant trees within the 8 foot planting strip established on Sheet RZ-2 along portions of South Cedar Street and South Clarkson Street as soon after this Rezoning Application is approved as favorable planting conditions exist (if not sooner planted), all as specified and generally depicted on Sheet RZ-2 as Cross-Section B-1.

Each of these 8 foot planting strips will be installed at the back of the future curb line and planted with large maturing trees, 40 feet on center; except, however, where above ground utility lines exist, approved small maturing trees will be planted 30 feet on center. See Cross-Section B-2 on Sheet RZ-2 for specifications.

Additionally, to establish a four foot landscape strip abutting each public right-of-way, all as depicted on Sheet RZ-2 as Cross-Section B-1. Where this landscape strip abuts a Type 'A' Fence, grass shall be planted. Where abutting a Type 'B' Fence, this landscape strip shall be planted with suggested screening plant materials as depicted on RZ-2.

(b) Buffer Areas

The Petitioner agrees to establish Class B buffer areas on Tract II which abut Tract I and the Carolina School Supply Building Property, all as specified and generally depicted on Sheet RZ-1.

The buffer areas within Parcels A, B and C of Tract II will be established as soon after this Rezoning Application is approved as favorable planting conditions exist, if not sooner planted.

There currently exists on Parcel D of Tract II a large mound of dirt which will have to be removed before the prescribed buffer for that Parcel may be established. It is not economically feasible to incur the expenses associated with this removal until the Petitioner has a need to utilize this Parcel. The Petitioner, therefore, agrees to leave Parcel D as a vacant lot and to refrain from using it for any purpose other than off-site parking for Bank of America Stadium events until after it has completed grading this Parcel and establishing the Class B buffer on it. If Parcel D is used for off-site parking, the screening requirements established under the Ordinance will be satisfied.

6. Environmental Features

- (a) Petitioner agrees to comply with the approved and adopted Post Construction Controls Ordinance.
- (b) The Petitioner agrees to comply with the Tree Ordinance.

7. Design Guidelines

Future buildings constructed within Tracts II and III, when such buildings face South Clarkson Street, South Cedar Street or Tract I, will have a minimum of 50% of their facades (not including doors and windows) constructed of materials consisting of brick and/or other types of finished masonry materials. In addition, the use of metal siding on the building facades facing Clarkson Street, Cedar Street or Tract I will be limited to 10% of the wall area (not including doors and windows).

Expanses of solid walls constituting portions of future building elevations on Tract II and Tract III facing Clarkson Street, South Cedar Street or Tract I will incorporate appropriate architectural features so as to break up the mass and will include the use of glassed windows placed so as not to inhibit the intended use of the building by the user. Other architectural treatments such as wall sections containing different but complimentary building materials, colors or textures, may also be used for this purpose.

8. Enhanced Gateway Feature

Petitioner shall provide an Enhanced Gateway Feature at the intersection of West Morehead Street and South Clarkson Street announcing the entrance to the Petitioner's Foundry as soon after this Rezoning Petition is approved as favorable planting conditions exist.

The design of the monumental component of the Enhanced Gateway Feature is generally specified and substantially depicted on Sheet RZ-2. However, because the design of the monumental component has not yet been finalized, the Petitioner reserves the right to modify its size and appearance so long as the modifications are not material and do not exceed the dimensions specified in the next succeeding paragraph.

Subject to appropriate shop tolerances, the signage portion of the monumental component forming a part of the Enhanced Gateway Feature may not exceed 7 feet in height, including the cast iron pipe component forming a part of the monument and the sign face area of the monumental component may not exceed 100 square feet, excluding the cast iron pipe component forming a part of the monument.

9. Fencing

(a) Tract I

Petitioner may install (or, if already in place, retain) security fencing within Tract I which satisfies the specifications and runs along the alignments set forth on Sheet RZ-1.

For those portions of the fencing running along South Cedar Street and South Clarkson Street, the fencing shall be located a minimum of 4 feet outside of the additional right of way which the Petitioner has committed to dedicate for the particular street involved.

(b) Tract II

Petitioner may install (or, if already in place, retain) security fencing within Tract II which satisfies the specifications and runs along the alignments set forth on Sheet RZ-1.

For those portions of the fencing running along South Cedar Street and South Clarkson Street, the fencing shall be located a minimum of 4 feet outside of the additional right of way which the Petitioner has committed to dedicate for the particular street involved.

If such fencing is installed along South Cedar Street or South Clarkson Street, the Petitioner must provide the 4 foot landscape strip specified under Section 5(a)(ii) above between the fencing and the proposed right-of-way line to screen the fencing.

10. Signage

Subject to the Optional provisions for the signage portion of the Enhanced Gateway Feature identified in Section 2 of these Development Standards, and the provisions related to the two-sided billboard on Tract III contained in Section 3(c) of these Development Standards, all signage erected on the Site shall comply with the requirements of the Ordinance

11. Amendments to Rezoning Plan

Future amendments to Sheet RZ-1, RZ-2 and these Development Standards may be applied for by the then Owner or Owners of the Parcel or Parcels within the Site involved in accordance with the provisions of Chapter 6 of the Ordinance.

12. Binding Effect of the Rezoning Documents and Definitions

- (a) If this Rezoning Petition is approved, all conditions applicable to development of the Site imposed under these Development Standards and Sheet RZ-1 and RZ-2 will, unless amended in the manner provided under the Ordinance, be binding upon and inure to the benefit of the Petitioner and the current and subsequent Owner or Owners of the Site and their respective successors in interest and assigns.
- (b) Throughout these Development Standards, the terms, "Petitioner" and "Owner" or "Owners" shall be deemed to include the successors in interest and assigns of the Petitioner or the Owner or Owners of the Site (as the case might be) that may from time to time be involved in future development of any part of the Site.
- (c) Any reference herein to the Ordinance relating to Tract II and Tract III shall be deemed to refer to the requirements of the Ordinance in effect as of the date on which this Rezoning Petition is approved.