

REC'D JUN 09 2008

Since 1973

Mr. Steve Heitz  
Pace Properties  
1401 S. Brentwood Boulevard  
Suite 900  
St. Louis, Missouri 63144

DATE: June 6, 2008  
INVOICE NO.: 6  
CBB JOB NO.: 34-2007-1

INVOICE

Proposed Walgreens Store at Olive Boulevard & Graeser Road in Creve Coeur, Missouri  
Contract Letter dated February 8, 2007  
Extras to Contract - Months of April & May 2008  
Including meeting time; attendance at Creve Coeur City Council  
12-May-08

DATE 6-9-08  
LOTTA 1611

Salaries			
Principal	2 Hours @	\$150.00 per Hour =	\$300.00
Sr. Engineer I	0 Hours @	\$105.00 per Hour =	\$0.00
Sr. Engineering Tech II	0 Hours @	\$85.00 per Hour =	\$0.00
Staff Engineer III	0 Hours @	\$75.00 per Hour =	\$0.00
Cadd Technician	0 Hours @	\$55.00 per Hour =	\$0.00
Field Technician	0 Hours @	\$45.00 per Hour =	\$0.00
			<u>\$300.00</u>

Expenses		
Transportation	\$15.15	<u>\$15.15</u>

Amount of This Invoice \$315.15

PLEASE SEND REMITTANCE TO:  
P.O. BOX 28727  
ST. LOUIS, MISSOURI 63146

IF THE FACE OF THIS DOCUMENT HAS MICROPRINTING DO NOT CASH IT. MISSING THE BACKGROUND WILL EXPOSE A HIDDEN VOID WHEN PHOTOCOPIED.

Pace Realty Fund, LLC  
% Pace Properties, Inc.  
1401 S. Brentwood Blvd.  
Suite 900  
St. Louis, MO 63144

Southwest Bank  
St. Louis, MO 63110

4-98  
810

Date 2/27/2007 Check No. 2463 Check Amount 490.00

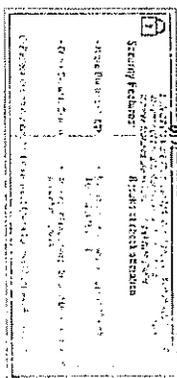
Four Hundred Ninety AND 00/100 DOLLARS

Pay to the order of:

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Crawford, Bunte, Brammeier  
1830 Craig Park Court  
PO Box 28727  
St. Louis, MO 63146

⑈ 2463 ⑈ ⑆ 081400980 ⑆ 088579 ⑈



20014021631 01 0000400277 00  
SOUTHWEST BANK 001000000 031007  
0070002068 < MRIBANK 00700012050 <

ENDORSE HERE  
X  
PAY TO THE ORDER OF  
MISSOURI STATE BANK  
& TRUST CO.  
ST. LOUIS, MO  
⑈ 081001714 ⑈  
FOR DEPOSIT ONLY  
CRAWFORD, BUNTE, BRAMMEIER  
DO NOT WRITE, STAMP, OR SIGN OVER THIS LINE

Account Number 88579  
Check Number 2463  
Amount \$490.00  
Posting Date 2007 Mar 16  
Document Type 30  
Tran Code 210  
Posting Seq Number 20014021631  
Capture Seq Number 20014021631  
D/C D

**CBB** Crawford, Bunte, Brammeier  
 Traffic and Transportation Engineers  
 Since 1973

Mr. Rick Meyer, III, Vice President  
 Pace Properties  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, Missouri 63144

DATE: September 24 2006  
 INVOICE NO.: 3  
 CBB JOB NO.: 79-2006

INVOICE

Traffic Impact and Signal Warrants Study  
 Proposed Walgreens Store at Olive Boulevard and Graesser Road/Dautel Lane in  
 Creve Coeur, Missouri. Contract Letter dated March 22, 2006.

LUMP SUM CONTRACT AMOUNT	\$4,900.00
100% COMPLETE	\$4,900.00
PREVIOUSLY BILLED	\$4,410.00
AMOUNT OF THIS INVOICE	<b>\$490.00</b>

Pace-Creve Coeur Associates LLC  
Ollve-Graeser TDD  
TDD Expenditure  
Note Request #1

<u>Invoice Date</u>	<u>Vendor</u>	<u>Reference</u>	<u>Budget Category</u>	<u>Amt</u>
7/23/2009	Jenkins & Kling	45421	Legal	3,560.00
8/21/2009	Jenkins & Kling	45680	Legal	2,993.50
9/23/2009	Jenkins & Kling	46086	Legal	6,063.31
10/20/2009	Jenkins & Kling	46422	Legal	4,156.00
11/20/2009	Jenkins & Kling	46649	Legal	3,161.75
12/23/2009	Jenkins & Kling	47053	Legal	5,356.62
1/25/2010	Jenkins & Kling	47384	Legal	11,082.92
2/23/2010	Jenkins & Kling	47534	Legal	4,151.93
3/23/2010	Jenkins & Kling	47878	Legal	3,917.77
4/27/2010	Jenkins & Kling	48205	Legal	826.83
5/26/2010	Jenkins & Kling	48529	Legal	231.00
				<u>45,501.63</u>

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1020	Pace Realty Fund, LL	1611	08/09 45421	8/17/2009		Corporate	3,560.00	0.00	3,560.00
Payor: Pace Realty Fund, LLC				Date	Check No.		Check Amount		
Payee: Jenkins & Kling, P.C.				8/20/2009	3000		3,560.00		

**ON THE REVERSE OF THIS DOCUMENT HAS MICROPRINTING. DO NOT CASH IF MISSING. THE BACKGROUND WILL EXPOSE A HIDDEN VOID WHEN PHOTOCOPIED.**

Pace Realty Fund, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd.  
 Suite 900  
 St. Louis, MO 63144

Southwest Bank  
 St. Louis, MO 63110

4-98  
 810

Date  
 8/20/2009

Check No.  
 3000

Check Amount  
 \$3,560.00

**Three Thousand Five Hundred Sixty AND 00/100 DOLLARS**

Pay to the order of:

Jenkins & Kling, P.C.

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

**Copy**

**JENKINS & KLING, P.C.**

10 South Brentwood  
Suite 200  
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

F = FORMATION COST  
A = ADMINISTRATIVE COST

Olive-Graeser TDD  
c/o Pace Properties  
1401 S. Brentwood, Suite 900  
St. Louis, Missouri 63144

July 23, 2009

Attention: Steven F. Heitz

File # 2617-001  
Inv #: 45421

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
F Jan-07-09	Several emails re: finalizing district development agreement; review agreement re: counterparts provision and remaining blanks.	0.60	\$144.00	SLK
F Jan-09-09	Draft language re: waiver of conflict for Hutkin representation and TDD representation.	0.30	\$46.50	NJN
F Jan-12-09	Revise language re: J&K as TDD counsel and waiver of conflict. Forward to S. Heitz for review and comment.	0.40	\$62.00	NJN
F Jan-13-09	Conference re: finalizing development agreement and items outstanding.	0.50	\$120.00	SLK
F	Draft and revise correspondence with property owners and Pace re: J&K as TDD counsel, need legal descriptions of all properties, mechanics of execution of district development agreement, and whether multiple originals will be necessary.	0.60	\$93.00	NJN
F Jan-14-09	Review global email drafts to all parties' counsel re: document finalization and revise same.	0.30	\$72.00	SLK
F	Obtain contact information for property owners and attorneys involved. Telephone conference with S. Heitz re: exhibits needed for district development agreement, mechanics of	0.70	\$108.50	NJN

Invoice #:

45421

execution. Review correspondence from property owners re: consent to J&K as TDD counsel. Obtain most recent version of district development agreement.

F	Jan-19-09	Conference re: finalizing development agreement and items still needed for finalizing agreement.	0.30	\$64.50	SLK
F		Exchange emails with property owners and attorneys re: names of entities that own the property, legal descriptions, and execution of district development agreement.	0.40	\$62.00	NJN
F	Jan-20-09	Revise district development agreement re: Jenkins & Kling as TDD counsel, notice information, entity names, signature and notary blocks, and general cleanup and finalizing of agreement. Correspondence with credit union counsel re: final version of agreement, need notice information for his client.	2.80	\$434.00	NJN
F	Jan-23-09	Conference with W. Biermann re: owner of Wolff property and legal description; review correspondence re: same.	0.20	\$31.00	NJN
F	Feb-02-09	Review legal description of credit union property forwarded by J. Blanner. Correspondence with B. Biermann re: legal description of Wolff property.	0.20	\$31.00	NJN
F	Feb-04-09	Correspondence with S. Heitz re: update on district development agreement. Review files for legal description of Hutkin property.	0.40	\$62.00	NJN
F	Feb-09-09	Review correspondence from B. Biermann re: Wolff legal description; review attached quitclaim deed.	0.20	\$31.00	NJN
F	Feb-10-09	Correspondence with S. Heitz and I. Ness re: legal descriptions of TDD property.	0.20	\$31.00	NJN
F	Feb-13-09	Telephone conference with S. Noles re: status of TDD agreement.	0.20	\$31.00	NJN
F	Feb-17-09	Correspondence with B.	0.20	\$31.00	NJN

Invoice #:

45421

Biermann re: discrepancy in legal descriptions  
for Wolff property.

F	Feb-23-09	Review district development agreement re: conditions to effectiveness of agreement, conditions to parties' obligations under agreement. Draft memo re: same.	0.70	\$108.50	NJN
F		Revise district development agreement by adding legal descriptions.	0.20	\$31.00	NJN
F		Correspondence with J. Blanner re: his client's information for notice provision of district development agreement.	0.20	\$31.00	NJN
F		Review St. Louis County records online re: ownership of Hutkin property. Add 10923 Olive Partners, L.L.C. as party to district development agreement.	0.30	\$46.50	NJN
F		Correspondence with B. Biermann re: following up on Wolff legal description discrepancy.	0.20	\$31.00	NJN
F	Feb-25-09	Correspondence with S. Heitz re: update on TDD agreement.	0.20	\$31.00	NJN
F		Check Missouri Secretary of State records re: names of property owner entities. Update TDD agreement re: name of Wolff entity; prepare signature blocks and notice provisions for Wolff. Update agreement re: credit union f/k/a Monsanto Credit Union. Insert credit union legal description.	0.40	\$62.00	NJN
F		Check St. Louis County real estate records to ensure TDD agreement reflects current owners of the properties.	0.40	\$62.00	NJN
F		Telephone conference with B. Biermann re: legal description discrepancy for Wolff property.	0.20	\$31.00	NJN
F	Feb-27-09	Review correspondence from B. Biermann re: status of solving legal description discrepancy. Update TDD agreement re: new Wolff contact information received from B. Biermann.	0.20	\$31.00	NJN

Invoice #:

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F	Mar-04-09	Confirm entity ownership of property; draft correspondence re: execution of TDD agreement.	0.60	\$93.00	KNR
F		Prepare TDD agreement for signature.	0.20	\$31.00	NJN
F	Mar-05-09	Correspondence with C. Lumley and property owners re: changes to TDD agreement since City approval.	0.30	\$46.50	NJN
F	Mar-23-09	Telephone conference with S. Heitz re: need for formation deadline extension; review email to City Administrator re: same.	0.40	\$96.00	SLK
F		Correspondence with B. Biermann re: legal description of Wolff property for TDD agreement.	0.20	\$31.00	NJN
F	Mar-30-09	Correspondence with all parties re: approval of changing date for TDD extension in the agreement.	0.20	\$31.00	KNR
F		Revise Wolff legal description in TDD agreement per corrected legal description received from B. Biermann.	0.20	\$31.00	NJN
F	Apr-01-09	Respond to email of D. Huff re: TDD; conference re: date changes needed on development agreement.	0.40	\$96.00	SLK
F	Apr-10-09	Review agenda for city council meeting next Monday; prepare for meeting.	0.30	\$46.50	NJN
F	Apr-13-09	Conference re: City hearing to extend time to form TDD.	0.30	\$72.00	SLK
F		Prepare for tonight's city council meeting re: update on status of TDD.	0.20	\$31.00	NJN
F		Attend city council meeting re: approval of ordinance extending time limits for formation of TDD in TDD agreement.	1.70	\$263.50	NJN
F	Apr-14-09	Correspondence with D. Ryan re: request for copy of approved Bill No. 5187 amending deadlines for formation of TDD.	0.20	\$31.00	NJN

Invoice #:

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Apr-15-09	Exchange emails with S. Heitz re: issues with parties signing TDD agreement. Review City ordinance #5082 re: extending deadlines in TDD agreement provided other signatories consent.	0.30	\$46.50	NJN
Apr-21-09	Revise TDD agreement per city ordinance revising deadlines for TDD formation. Correspondence with property owners re: same.	0.40	\$62.00	NJN
	Exchange emails with S. Noles and D. Hutkin re: execution of TDD agreement.	0.30	\$46.50	NJN
Apr-27-09	Review signature pages received from Pace. Telephone conference with B. Biermann re: will deliver Wolff signature pages.	0.20	\$31.00	NJN
Apr-28-09	Review Wolff signature pages on TDD agreement. Correspondence with B. Biermann re: need Wolff's title on signature and notary blocks; need 8 total original signature pages.	0.20	\$31.00	NJN
May-01-09	Draft correspondence to D. Huff responding to request for updated status on execution of the TDD agreement.	0.20	\$31.00	KNR
	Forward most recent copy of TDD agreement to T. Stern; explain that we've sent it to his attorney but have not heard back.	0.20	\$31.00	NJN
	Review correspondence among City and other TDD parties re: possible meeting to resolve differences. Review correspondence to D. Huff re: update on signatures to TDD document.	0.30	\$46.50	NJN
May-13-09	Review Wolff signature pages to TDD agreement.	0.20	\$31.00	NJN
May-14-09	Correspondence with S. Noles re: status of signatures on TDD agreement.	0.20	\$31.00	NJN
May-27-09	Telephone conference with S. Heitz re: T. Stern signing TDD agreement.	0.20	\$31.00	NJN
Jun-03-09	Conference re: status and signature issues.	0.30	\$72.00	SLK

Invoice #:

45421

	F Follow up on execution of TDD agreement and receiving executed pages.	0.30	\$46.50	KNR
	F Telephone conference with S. Heitz re: status of signatures on TDD agreement.	0.20	\$31.00	NJN
Jun-05-09	F Review correspondence by Stern's attorney; update Pace on status of execution of TDD agreement.	0.20	\$31.00	KNR
	F Exchange emails with I. Ness re: status of issues with layout of improvements, T. Stern signature on TDD agreement.	0.30	\$46.50	NJN
Jun-08-09	F Telephone conference with S. Heitz re: communications with T. Stern attorney re: TDD agreement. Forward emails to S. Heitz re: same.	0.20	\$31.00	NJN
Jun-10-09	F Review TDD agreement to determine whether permissible to file TDD petition prior to closing on construction loan.	0.20	\$31.00	NJN
Jun-11-09	F Correspondence with S. Heitz re: filing TDD petition before closing on construction loan.	0.20	\$31.00	NJN
	Totals	21.30	<u>\$3,557.50</u>	

**DISBURSEMENTS**

Feb-10-09 St. Louis County Recorder of Deeds - Photocopy Service Expense for Plat

**Disbursements**

2.50

**Receipts**

Totals

\$2.50

\$0.00

**Total Fees & Disbursements**

\$3,560.00

Previous Balance

\$0.00

Previous Payments

\$0.00

**Balance Due Now**

\$3,560.00

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	#45680	8/31/2009		TDD agreement	2,993.50	0.00	2,993.50
Payor: Pace-Creve Coeur Associates, LLC					Date	Check No.	Check Amount		
Payee: Jenkins & Kling, P.C.					9/28/2009	1009	2,993.50		

Pace-Creve Coeur Associates, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, MO 63144  
 (314)968-9898

First National Bank  
 St. Louis, MO 63105

80-460  
 810

Date 9/28/2009  
 Check No. 1009  
 Check Amount \$2,993.50

Two Thousand Nine Hundred Ninety Three AND 50/100 DOLLARS

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Pay to the order of:

Jenkins & Kling, P.C.  
 10 South Brentwood  
 Suite 200  
 St. Louis, MO 63105-1694

Copy

**JENKINS & KLING, P.C.**

10 South Brentwood  
Suite 200  
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

Olive-Graeser TDD  
c/o Pace Properties  
1401 S. Brentwood, Suite 900  
St. Louis, Missouri 63144

August 21, 2009

Attention: Steven F. Heitz

File # 2617-001  
Inv #: 45680

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Jul-07-09 F	Telephone conference with M. Perkins re: coordinating signing of TDD Agreement; emails re: same.	0.50	\$120.00	SLK
Jul-08-09 F	Review correspondence from Pace re: getting all parties to sign TDD agreement. Telephone conference with S. Heitz re: coordinating signature of T. Stern.	0.20	\$31.00	NJN
Jul-09-09 F	Telephone conference with M. Perkins re: meeting to exchange signatures on TDD agreement.	0.20	\$31.00	NJN
F	Telephone conferences with I. Ness re: status of Stern signature, change to TDD agreement re: notice provision.	0.20	\$31.00	NJN
F	Revise TDD agreement re: notice provision for Stern attorney. Correspondence with property owners re: same.	0.20	\$31.00	NJN
Jul-10-09 F	Telephone conferences with I. Ness and S. Heitz re: T. Stern signature on TDD agreement.	0.20	\$31.00	NJN
Jul-13-09 F	Telephone conference with I. Ness re: Stern signature on TDD agreement. Forward signature page to Pace.	0.20	\$31.00	NJN

Invoice #:

45680

Jul-14-09	F Telephone conference with I. Ness re: status of execution of TDD agreement.	0.20	\$31.00	NJN
Jul-15-09	F Respond to S. Heitz email re: final version of TDD agreement.	0.20	\$31.00	NJN
Jul-17-09	F Several telephone conferences re: final signatures; telephone conference with Pace re: need to change the developer entity in the TDD agreement due to tax issues on developer notes; further emails re: same; exchange emails with S. Noles re: same.	0.90	\$216.00	SLK
	F Review issues re: amending TDD agreement to change developer for tax purposes. Telephone conference with I. Ness re: meeting on Monday to exchange signature pages on TDD agreement.	0.20	\$31.00	NJN
Jul-20-09	F Review memo on new TDD law provisions; telephone conference with S. Heitz re: same and time lines.	1.40	\$336.00	SLK
	F Telephone conference with I. Ness re: delivery of Stern signature pages for TDD agreement.	0.20	\$31.00	NJN
	F Telephone conference with S. Heitz re: meeting to collect signature pages. Finalize TDD agreement for attachment to signature pages.	0.40	\$62.00	NJN
	F Review changes in Missouri law re: requirement for public hearing in connection with filing TDD petition.	0.20	\$31.00	NJN
	F Find and print Urban Law journal article.	0.30	\$24.00	JEB
Jul-21-09	F Review draft of TDD petition.	0.70	\$168.00	SLK
	F Conference re: preparation of petition and new public hearing requirement; telephone conference with D. Huff and S. Heitz re: need to file early and extend formation dates.	0.90	\$216.00	SLK
	F Draft petition.	0.30	\$46.50	NJN

Invoice #:

45680

	F Telephone conference with I. Ness re: status of exchanging signatures.	0.20	\$31.00	NJN
	F Correspondence with S. Heitz re: need map showing boundaries of TDD. Review Pace's proposed changes to TDD agreement.	0.20	\$31.00	NJN
	F Draft email to property owners re: proposed amendments to TDD agreement.	0.40	\$62.00	NJN
Jul-22-09	F Continue drafting and revising email to property owners and City re: proposed changes to TDD agreement; forward to Pace for review.	0.30	\$46.50	NJN
	F Telephone conference with I. Ness re: status of signatures.	0.20	\$31.00	NJN
	F Review correspondence from City re: proposed amendments to TDD agreement; forward to Pace. Exchange emails with C. Lumley re: exchange of signatures on TDD agreement.	0.40	\$62.00	NJN
	F Review and revise petition.	2.00	\$310.00	NJN
	F Revise petition and correct property owners.	0.70	\$56.00	JEB
Jul-23-09	F Telephone conference with B. Kistner re: status.	0.20	\$48.00	SLK
	F Telephone conference with I. Ness re: questions about TDD agreement amendment. Correspondence with Pace re: same.	0.30	\$46.50	NJN
	F Correspondence with C. Lumley re: getting on city council's August 10 agenda.	0.20	\$31.00	NJN
	F Continue drafting and revising petition. Forward draft of same to Pace for review.	1.30	\$201.50	NJN
Jul-30-09	F Telephone conference with S. Heitz re: various issues with petition, TDD agreement, and ordinance to be drafted for review by City.	0.30	\$46.50	NJN
	F Telephone conference with M. Perkins re: deadline for submitting draft ordinance to	0.20	\$31.00	NJN

Invoice #:

45680

City for review, cover letter addressing anticipated timeline for TDD formation.

	F	Legal research: whether petition filed before August 28, 2009, for TDD formed after that date is subject to new TDD legislation becoming effective on that date.	0.30	\$46.50	NJN
	F	Review information re: Missouri statutory requirements for TDDs with operating budgets in excess of \$1 million. Obtain City of Clayton resolution aimed at compliance with statute.	0.20	\$31.00	NJN
Jul-31-09	F	Exchange emails with S. Heitz and D. Huff re: issues with amendments to TDD agreement and filing TDD petition.	0.60	\$93.00	NJN
	F	Draft amendments to TDD agreement. Draft ordinance of Creve Coeur City Council approving same.	1.30	\$201.50	NJN
		Totals	16.90	<u>\$2,935.50</u>	

**DISBURSEMENTS**

Photocopy Expense

**Disbursements**

58.00

**Receipts**

Totals

\$58.00

\$0.00

**Total Fees & Disbursements**

\$2,993.50

Previous Balance

\$3,560.00

Previous Payments

\$0.00

**Balance Due Now**

\$6,553.50

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
740	Pace Creve Coeur As	1875	43-1626878	9/23/2009		TDD Legal	6,063.31	0.00	6,063.31
Payor: Pace-Creve Coeur Associates, LLC Payee: Jenkins & Kling, P.C. Date: 10/13/2009 Check No. 1022 Check Amount 6,063.31									

Pace-Creve Coeur Associates, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, MO 63144  
 (314)968-9898

First National Bank  
 St. Louis, MO 63105

80-460  
 810

Date 10/13/2009  
 Check No. 1022  
 Check Amount \$6,063.31

Pay to the order of: **Six Thousand Sixty Three AND 31/100 DOLLARS**  
 VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Jenkins & Kling, P.C.  
 10 South Brentwood  
 Suite 200  
 St. Louis, MO 63105-1694

**Copy**

**JENKINS & KLING, P.C.**

10 South Brentwood  
Suite 200  
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

Olive-Graeser TDD  
c/o Pace Properties  
1401 S. Brentwood, Suite 900  
St. Louis, Missouri 63144

September 23, 2009

Attention: Steven F. Heitz

File # 2617-001  
Inv #: 46086

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Aug-03-09 F	Review draft of city ordinance to extend TDD agreement provisions.	0.30	\$72.00	SLK
F	Continue drafting ordinance re: amendments to TDD agreement. Draft cover letter to City explaining same and discussing anticipated timeline, any expected obstacles.	0.80	\$124.00	NJN
F	Draft notice of public hearing.	0.20	\$31.00	NJN
F	Exchange emails with D. Huff re: conference call to discuss outstanding issues. Forward draft ordinance and letter to City to D. Huff and S. Heitz for review and comment.	0.40	\$62.00	NJN
F	Draft notice for public meeting; amend exhibit; draft motion for court to approve notice	1.20	\$96.00	JEB
Aug-04-09 F	Conference call with D. Huff re: open issues; telephone conference with D. Hutkin re: status.	0.80	\$192.00	SLK
F	Conference call with D. Huff re: formation issues, TDD agreement amendments, meeting with property owners and Pace lenders.	0.50	\$77.50	NJN

	F	Draft and revise correspondence with TDD property owners re: meeting on Thursday to discuss amendments to TDD agreement and whether everyone consents to filing petition early.	0.70	\$108.50	NJN
	F	Amend TDD Agreement	0.50	\$40.00	JEB
Aug-05-09	F	Telephone conferences and correspondence with I. Ness re: T. Stern attending meeting. Forward same to Pace.	0.30	\$46.50	NJN
	F	Revise amendment to TDD agreement. Forward to Pace for review and comment.	0.70	\$108.50	NJN
	F	Revise amendment to TDD agreement and City ordinance per comments from Pace general counsel. Revise cover letter to City re: same. Forward final versions of amendment and ordinance to City and property owners.	0.90	\$139.50	NJN
	F	Forward amendment and ordinance to S. Noles. Telephone conferences with S. Heitz re: Pace lender attending, other attendees. Telephone conference with B. Biermann re: Wolff attending.	0.30	\$46.50	NJN
	F	Exchange emails with City re: its comments to amendment and ordinance.	0.20	\$31.00	NJN
Aug-06-09	F	Meeting with all parties re: amendment issues; review revised first amendment, meeting summary memo and revised ordinance.	1.90	\$456.00	SLK
	F	Prepare documents for meeting with property owners. Draft and revise agenda for meeting.	0.90	\$139.50	NJN
	F	Meeting with property owners and City to discuss amendments to TDD agreement and city council meeting on Monday.	1.40	\$217.00	NJN
	F	Revise TDD agreement to add current owners of developer property as parties. Revise first amendment re: same and per discussions with property owners and City at meeting. Revise ordinance re: same.	1.80	\$279.00	NJN

Invoice #:

46086

	F Draft and revise letter to C. Lumley summarizing meeting, changes to TDD agreement, and request for emergency reading of ordinance. Forward drafts to S. Heitz for review and comment.	1.00	\$155.00	NJN
	F Telephone conference with S. Heitz re: removing Pace-Graeser from documents and revising language re: timing of filing of petition. Update TDD agreement, first amendment, and ordinance re: same. Finalize letter to C. Lumley.	0.50	\$77.50	NJN
	F Continue revising indenture.	1.60	\$248.00	NJN
	F Attend TDD meeting; draft letter to city counsel.	1.60	\$128.00	JEB
Aug-07-09	F Telephone conference with S. Heitz re: City comments to our revisions to proposed ordinance after meeting with property owners. Correspondence with C. Lumley re: same.	0.20	\$31.00	NJN
Aug-10-09	F Telephone conference with C. Lumley re: TDD agreement language on formation deadline. Revise same; forward to C. Lumley for review and comment.	0.50	\$77.50	NJN
	F Telephone conferences with S. Heitz and D. Huff re: city council meeting tonight.	0.20	\$31.00	NJN
	F Prepare for city council meeting.	0.40	\$62.00	NJN
	F Attend city council re: first reading of ordinance approving revisions to TDD agreement; speak on behalf of clients.	3.20	\$496.00	NJN
Aug-11-09	F Correspondence with S. Noles re: last night's city council meeting.	0.20	\$31.00	NJN
	F Telephone conference with S. Heitz re: whether 1-ft strip of property owned by McAlpin trust should be included in TDD.	0.20	\$31.00	NJN
	F Review substitute bill approving TDD	0.40	\$62.00	NJN

Invoice #:

46086

agreement amendments as revised by C. Lumley.  
Correspondence with C. Lumley re: same.

Aug-17-09	Telephone conference with S. Heitz re: first amendment to TDD agreement. Review correspondence from City and property owners re: same.	0.20	\$31.00	NJN
	Revise City ordinance re: TDD agreement amendments to provide correct legal names of current owners of developer property and to indicate what material has been added. Revise first amendment to TDD agreement to comply with language of proposed City ordinance. Correspondence with property owners re: status of City's review of ordinance, need approval and execution of first amendment.	0.80	\$124.00	NJN
	Review legal description of TDD in TDD agreement and draft petition. Correspondence with S. Heitz re: 1-foot strip of McAlpin property is included in legal description; amendment to TDD agreement is needed to remove the property or add the McAlpin trust as a party.	0.30	\$46.50	NJN
Aug-18-09	Exchange emails with S. Noles re: execution of first amendment to TDD agreement.	0.20	\$31.00	NJN
	Telephone conference with S. Heitz re: problem with 1-foot strip of McAlpin property; McAlpin will quitclaim the property to Highlands Holding Co.	0.20	\$31.00	NJN
	Review TDD petition for information still needed; correspondence with S. Heitz re: same.	0.20	\$31.00	NJN
	Review TDD Act re: whether it requires petition to state where tax revenues will be deposited. Revise petition re: TDD's control and jurisdiction of transportation projects.	0.40	\$62.00	NJN
Aug-20-09	Telephone conference with S. Heitz re: status update on signatories to TDD agreement. Correspondence with I. Ness re: Stern approval of first amendment.	0.20	\$31.00	NJN

Invoice #:

46086

Aug-21-09	Review correspondence from property owners re: executing first amendment and consenting to filing petition early. Telephone call to S. Heitz re: property owners' review of petition.	0.20	\$31.00	NJN
Aug-24-09	Review TDD consent and agreement received from lender; telephone conference with S. Heitz re: same and TDD concerns; telephone conference with city attorney re: consent and agreement issues.	0.90	\$216.00	SLK
	Review information provided by Pace for exhibits to petition. Finalize petition. Forward draft of petition to I. Ness.	1.20	\$186.00	NJN
	Prepare for city council meeting.	0.20	\$31.00	NJN
	Attend city council meeting re: approval of ordinance approving amendments to TDD agreement.	1.50	\$232.50	NJN
Aug-25-09	Review email re: city's position on letter for cross access; email S. Heitz and D. Huff re: same.	0.40	\$96.00	SLK
	Correspondence with I. Ness re: outcome of city council meeting. Telephone conference with I. Ness re: Stern execution of TDD agreement and first amendment.	0.30	\$46.50	NJN
Aug-26-09	Correspondence with D. Ryan re: obtaining final, signed copy of ordinance approving TDD agreement amendments. Forward same to S. Heitz. Review ordinance to ensure it incorporates the correct revisions.	0.40	\$62.00	NJN
	Correspondence with S. Heitz re: McAlpin deed conveying 1-foot strip to Highlands Holding Company. Review deed to ensure legal description matches those of petition and district development agreement and to confirm correct grantee.	0.50	\$77.50	NJN
Aug-27-09	Telephone conference and correspondence with S. Heitz re: document execution. Review status	0.50	\$77.50	NJN

Invoice #:

46086

of signatures on TDD agreement and first amendment. Forward TDD petition to S. Heitz.

	F Telephone conference with B. Biermann re: execution of first amendment; forward latest version of same to B. Biermann for signature by S. Wolff.	0.20	\$31.00	NJN
	F Revise first amendment to incorporate information in recitals re: City approval.	0.20	\$31.00	NJN
	F Telephone conferences with I. Ness re: Stern execution of documents, status of all parties' signatures. Review letter and documents received from I. Ness to be held in trust.	0.40	\$62.00	NJN
Aug-28-09	F Update petition to provide for service upon City to be delivered to C. Lumley.	0.20	\$31.00	NJN
	F Review TDD agreement/first amendment signature pages and cover letters re: delivering documents in trust from Wolff, City, and McAlpin. Review TDD agreement and first amendment to ensure all signatures complete except Hutkin.	0.60	\$93.00	NJN
Aug-31-09	F Finalize TDD petition and sign.	0.40	\$96.00	SLK
	F Telephone conference with I. Ness re: status of closing.	0.20	\$31.00	NJN
	F Prepare petition for filing.	0.40	\$62.00	NJN
	F Conference with S. Heitz to exchange fully-executed documents.	0.70	\$108.50	NJN
	F Forward copies of fully-executed TDD agreement, 1st amendment, and petition to S. Heitz.	0.30	\$46.50	NJN
	F Draft letters to property owners re: enclosing fully-executed originals of TDD agreement and 1st amendment, file-stamped copy of petition, and status of Pace closing.	0.20	\$31.00	NJN

Invoice #:

46086

Totals

36.20

\$5,763.00

**DISBURSEMENTS**

**Disbursements**

**Receipts**

Filing Fee

133.00

Photocopy Expense

161.75

Postage Expense

5.56

Totals

\$300.31

\$0.00

**Total Fees & Disbursements**

\$6,063.31

Previous Balance

\$6,553.50

Previous Payments

\$3,560.00

**Balance Due Now**

\$9,056.81

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	46422	10/20/2009		Legal/TDD	4,156.13	0.00	4,156.13
Payor: Pace-Creve Coeur Associates, LLC Payee: Jenkins & Kling, P.C. Date: 11/17/2009 Check No. 1037 Check Amount 4,156.13									

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Pace-Creve Coeur Associates, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, MO 63144  
 (314)968-9898

First National Bank  
 St. Louis, MO 63105

80-460  
 810

Date 11/17/2009  
 Check No. 1037  
 Check Amount \$4,156.13

Four Thousand One Hundred Fifty Six AND 13/100 DOLLARS

Pay to the order of:

Jenkins & Kling, P.C.  
 10 South Brentwood  
 Suite 200  
 St. Louis, MO 63105-1694

Copy

**JENKINS & KLING, P.C.**

10 South Brentwood  
Suite 200  
St. Louis, MO 63105-1694

Ph: 314-721-2525

Fax: 314-721-5525

43-1626878

Olive-Graeser TDD  
c/o Pace Properties  
1401 S. Brentwood, Suite 900  
St. Louis, Missouri 63144

October 20, 2009

Attention: Steven F. Heitz

File # 2617-001  
Inv #: 46422

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Sep-01-09 F	Draft memorandum providing checklist of actions necessary/desirable preformation, upon formation, and just after formation of TDD, annual maintenance requirements, and other matters to be dealt with in the future.	1.40	\$217.00	NJN
Sep-02-09 F	Draft motion for substitution of petitioners for Pace-Creve Coeur Associates, L.L.C.	0.60	\$93.00	NJN
F	Draft order granting motion for substitution of parties by consent.	0.60	\$93.00	NJN
F	Memorandum to court re: C. Lumley's petition should be held for entry of appearance rather than served on him.	0.20	\$31.00	NJN
F	Finalize packets of documents to property owners.	0.20	\$31.00	NJN
Sep-08-09 F	Review City of Creve Coeur answer filed in formation lawsuit.	0.20	\$31.00	NJN
Sep-09-09 F	Continue drafting checklist of actions before and after TDD formation.	0.40	\$62.00	NJN

Invoice #:

46422

Sep-10-09	F Continue drafting checklist of actions to do before and after TDD formation.	2.80	\$434.00	NJN
	F Review TDD agreement and draft compliance checklist of regular and one-time obligations of TDD.	0.30	\$46.50	NJN
Sep-15-09	F Review revised TDD Act to determine when court can/must order public hearing and notice of public hearing to be published. Respond to S. Heitz inquiry re: same, status of filing of responsive pleadings by City and MoDOT, drafting motions/proposed orders substituting parties and for public hearing and published notice.	0.60	\$93.00	NJN
Sep-16-09	F Revise motion to substitute.	0.40	\$94.00	MPS
	F Research whether TDD can/should file application for Missouri sales and use tax exemption. Update TDD formation memorandum re: same.	0.50	\$77.50	NJN
Sep-18-09	F Continue reviewing TDD agreement and drafting compliance checklist re: regular and one-time obligations of TDD.	0.50	\$77.50	NJN
Sep-21-09	F Continue revising motion for public hearing and notice of same. Draft proposed order re: same.	1.20	\$186.00	NJN
Sep-22-09	F Continue drafting and revising motion for public hearing and notice and proposed order granting motion.	0.70	\$108.50	NJN
	F Continue drafting list of TDD obligations under TDD agreement.	0.60	\$93.00	NJN
Sep-23-09	F Continue drafting and revising memorandum detailing TDD obligations and deadlines under TDD agreement. Calendar TDD's reporting requirements to the City and other deadlines in agreement.	2.40	\$372.00	NJN
	F Review Department of Revenue requirements for submitting documents after imposition of new TDD sales tax. Review timing	0.40	\$62.00	NJN

Invoice #:

46422

requirements to determine when we would need to submit same in order to minimize lag time before tax is imposed.

Sep-24-09	F Review motion for public hearing.	0.30	\$70.50	MPS
	F Draft agenda for first board of directors meeting.	0.40	\$62.00	NJN
	F Draft ballots for imposition of sales tax by unanimous petition of property owners.	0.80	\$124.00	NJN
	F Telephone call to S. Heitz re: MoDOT has not been served in formation litigation yet; should be served by end of next week at the latest; motions to substitute parties and to schedule public hearing have been drafted.	0.20	\$31.00	NJN
Sep-25-09	F Draft proposed order forming TDD.	1.20	\$186.00	NJN
Sep-28-09	F Conference re: TDD acreage calculation due to dedication.	0.20	\$48.00	SLK
	F Calculate acreage of TDD properties. Draft share ledger.	0.40	\$62.00	NJN
	F Correspondence with TDD property owners and City re: update on formation litigation, confirmation of acreage.	0.30	\$46.50	NJN
	F Exchange emails with S. Heitz re: acreage of Pace property with and without new Dautel.	0.20	\$31.00	NJN
	F Continue drafting proposed order forming TDD.	1.80	\$279.00	NJN
Sep-30-09	F Continue drafting and revising proposed order forming TDD. Review new requirements of TDD Act to ensure order is in compliance with law.	3.50	\$542.50	NJN
	F Draft bylaws of the District.	1.60	\$248.00	NJN
Totals		24.90	\$3,932.50	

Invoice #:

46422

**DISBURSEMENTS**

**Disbursements**

**Receipts**

	Photocopy Expense	79.75	
	Postage Expense	47.43	
Sep-18-09	Service of process on MoDOT	30.00	
Sep-24-09	Corporate Book and Seal	66.45	
	Totals	<u>\$223.63</u>	<u>\$0.00</u>
	<b>Total Fees &amp; Disbursements</b>		<u><b>\$4,156.13</b></u>
	Previous Balance		\$9,056.81
	Previous Payments		\$9,056.81
	<b>Balance Due Now</b>		<u><b>\$4,156.13</b></u>

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	45649	11/20/2009		TDD - Legal	3,161.75	0.00	3,161.75
Payor: Pace-Creve Coeur Associates, LLC					Date	Check No.	Check Amount		
Payee: Jenkins & Kling, P.C.					12/2/2009	1047	3,161.75		

Pace-Creve Coeur Associates, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, MO 63144  
 (314)968-9898

First National Bank  
 St. Louis, MO 63105

80-460  
 810

Check No. 1047  
 Check Amount \$3,161.75

Date 12/2/2009

Three Thousand One Hundred Sixty One AND 75/100 DOLLARS

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Pay to the order of:

Jenkins & Kling, P.C.  
 10 South Brentwood  
 Suite 200  
 St. Louis, MO 63105-1694

**Copy**

**JENKINS & KLING, P.C.**

10 South Brentwood  
Suite 200  
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

Olive-Graeser TDD  
c/o Pace Properties  
1401 S. Brentwood, Suite 900  
St. Louis, Missouri 63144

November 20, 2009

Attention: Steven F. Heitz

File # 2617-001  
Inv #: 46649

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Oct-01-09	Conference re: director make-up and staggering per the development agreement.	0.40	\$96.00	SLK
	Continue drafting and revising bylaws of the District.	2.60	\$403.00	NJN
Oct-06-09	Exchange emails with S. Heitz re: service on MoDOT, when we can file motion requesting scheduling of public hearing. Telephone call to A. Roark re: entering appearance, consenting to our motions.	0.50	\$77.50	NJN
Oct-09-09	Telephone call to A. Roark re: MoDOT consenting to our motions. Correspondence with S. Noles and S. Heitz re: status update on TDD litigation, projected timeline for public hearing and formation of TDD.	0.50	\$77.50	NJN
Oct-12-09	Draft agenda for initial property owners' meeting; begin gathering and drafting necessary documents for same.	0.90	\$139.50	NJN
Oct-13-09	Draft resolution authorizing first actions of the board of directors.	1.10	\$170.50	NJN
	Draft resolution approving and ratifying TDD agreement and first amendment.	0.70	\$108.50	NJN

Invoice #:

46649

	F Draft resolution approving custodian of records and Sunshine Law policies.	0.40	\$62.00	NJN
Oct-14-09	F Telephone conference with A. Roark re: MoDOT filing its answer, our request for MoDOT to consent to substitution of parties and public hearing. Exchange emails with S. Heitz and S. Noles re: same, scheduling public hearing. Research requirements of The Countian re: lead time needed to submit items for publication in order to determine earliest possible public hearing date.	0.70	\$108.50	NJN
	F Continue drafting resolution re: TDD's records policies and appointing custodian of records. Draft TDD's request for records form to attach as exhibit to resolution.	1.20	\$186.00	NJN
	F Draft resolution imposing TDD sales tax.	1.40	\$217.00	NJN
	F Draft resolution authorizing TDD to procure directors & officers liability insurance coverage.	0.30	\$46.50	NJN
	F Draft TDD's bidding and contracting guidelines. Draft resolution approving same.	1.50	\$232.50	NJN
	F Legal Research: whether selecting Pace as agent for purpose of completing the Infrastructure Improvements may be done without competitive bidding process.	0.40	\$62.00	NJN
Oct-19-09	F Respond to email from S. Heitz re: status of scheduling public hearing.	0.10	\$15.50	NJN
Oct-20-09	F Review S. Heitz email re: dedication of Dautel; telephone conference with S. Heitz re: same; conference re: TDD Development Agreement provisions re: Dautel.	0.80	\$192.00	SLK
	F Review correspondence from S. Heitz re: procedure for dedicating Dautel; discuss whether temporary slope and construction easement will be necessary between Pace and TDD after dedication but before construction complete.	0.20	\$31.00	NJN

Invoice #:

46649

Date	Description	Hours	Amount	Client
Oct-22-09	Check docket for status update on MoDOT answer to petition.	0.10	\$15.50	NJN
Oct-23-09	Review MoDOT answer to petition to form district. Telephone call to A. Roark re: consenting to our motions to substitute parties and schedule public hearing; telephone conference with C. Lumley re: same; correspondence with S. Heitz re: same. Telephone conference with Theresa at City re: reserving room at City for public hearing. Finalize motions to substitute parties and to schedule public hearing and proposed orders for same; forward to A. Roark and C. Lumley for review and comment. Respond to S. Heitz inquiry re: when we can expect final formation of TDD.	1.40	\$217.00	NJN
Oct-26-09	Exchange emails with C. Lumley and A. Roark re: motions for substitution of parties and for public hearing. Review correspondence from A. Roark re: MoDOT does not object to our motions but will not sign off on any pleading submitted by opposing counsel; determine strategy for having motions approved quickly.	0.50	\$77.50	NJN
Oct-27-09	Review issues re: motion for public hearing and procedural options to obtain order.	0.70	\$164.50	MPS
	Prepare proposed orders for substitution of parties and setting public hearing for filing with court, in light of fact that MoDOT will not sign but does not object. Exchange emails with C. Lumley and A. Roark re: same.	1.00	\$155.00	NJN
Oct-29-09	Telephone conference with court clerk re: whether we will give notice or the clerk as noted in the order. Draft letter to A. Roark and C. Lumley re: court orders to substitute parties and scheduling the public hearing.	0.60	\$93.00	NJN
	Legal research: whether court clerk must sign notice for publication. Finalize notice of public hearing for publication in The Countian. Exchange emails with property owners re: update on litigation; court orders substituting	0.70	\$108.50	NJN

Invoice #:

46649

parties and scheduling public hearing. Exchange emails with S. Heitz re: public hearing.

	F Walk Consent Order substituting parties and Setting Public Hearing.	0.40	\$64.00	SJS
Oct-30-09	F Review procedures for hearing on motion for formation of district; determine when hearing on formation can be scheduled. Respond to emails from property owners re: whether their attendance at hearing is necessary.	0.20	\$31.00	NJN
	Totals	19.30	<u>\$3,151.50</u>	

**DISBURSEMENTS**

Photocopy Expense

**Disbursements**

10.25

**Receipts**

Totals

\$10.25

\$0.00

**Total Fees & Disbursements**

\$3,161.75

Previous Balance

\$4,156.13

Previous Payments

\$4,156.13

**Balance Due Now**

\$3,161.75

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	431626878	1/25/2010		Olive-Graesser TDD	11,353.42	0.00	11,353.42
1740	Pace Creve Coeur As	1875	47053	1/26/2010		TDD forming	5,356.62	0.00	5,356.62

Payor: Pace-Creve Coeur Associates, LLC      Date: 2/3/2010      Check No.: 1067      Check Amount: 16,710.04  
 Payee: Jenkins & Kling, P.C.

THE FACE OF THIS DOCUMENT HAS MICROPRINTING. DO NOT CASH IF MISSING. THE BACKGROUND WILL EXPOSE A HIDDEN VOID WHEN PHOTOCOPIED.

Pace-Creve Coeur Associates, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, MO 63144  
 (314)968-9898

First National Bank  
 St. Louis, MO 63105

80-460  
 810

Date: 2/3/2010      Check No.: 1067      Check Amount: \$16,710.04

Sixteen Thousand Seven Hundred Ten AND 04/100 DOLLARS

Pay to the order of:

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Jenkins & Kling, P.C.  
 10 South Brentwood  
 Suite 200  
 St. Louis, MO 63105-1694

Copy

**JENKINS & KLING, P.C.**

10 South Brentwood  
Suite 200  
St. Louis, MO 63105-1694

Ph: 314-721-2525

Fax: 314-721-5525

43-1626878

Olive-Graeser TDD  
c/o Pace Properties  
1401 S. Brentwood, Suite 900  
St. Louis, Missouri 63144

December 23, 2009

Attention: Steven F. Heitz

File # 2617-001  
Inv #: 47053

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Nov-02-09	Continue drafting and revising proposed order forming TDD. Finalize for review by client and opposing counsel.	3.40	\$527.00	NJN
F				
	Review proof of publication of notice for public hearing to run in The Countian.	0.20	\$31.00	NJN
F				
Nov-04-09	Telephone conference with S. Heitz re: changes to proposed order forming TDD. Correspondence with A. Roark re: authorization to speak with S. Heitz about intergovernmental agreement. Forward MoDOT answer to S. Heitz. Determine whether first property owners' meeting could be held in December. Forward proposed draft order to A. Roark and C. Lumley for review.	1.10	\$170.50	NJN
F				
Nov-05-09	Telephone conference with C. Lumley re: proposed order forming TDD; public hearing; whether intergovernmental cooperation agreement will be necessary.	0.20	\$31.00	NJN
F				
Nov-06-09	Prepare notice of publication of first meeting of owners of record of real property within the district.	0.30	\$46.50	NJN
F				

Invoice #:

47053

	F	Continue preparing documents for first property owners' and board of directors' meetings.	0.90	\$139.50	NJN
Nov-09-09		Continue preparing for first meetings of the property owners and board of directors.	0.50	\$77.50	NJN
	F	Research procedures for opting in/opting out of Missouri sales tax holidays.			
	F	Review and analysis of federal court decision in Day v. Robinwood re: constitutionality of property owners electing directors in MO special districts; review and analysis of Missouri statutes cited therein and corresponding provisions of TDD Act; analysis of how decision affects our TDD and preparation of memorandum re: same.	3.00	\$465.00	NJN
Nov-10-09	F	Exchange emails with A. Roark re: TDD formation order.	0.20	\$31.00	NJN
Nov-11-09	F	Exchange emails with C. Lumley re: how to proceed in light of court order in Day v. Robinwood re: property owner election procedures.	0.40	\$62.00	NJN
Nov-12-09	F	Draft notice of evidentiary hearing on petition to form TDD. Revise proposed formation order re: City and/or County taking over new Dautel, date/time of initial meetings. Prepare exhibits to order forming TDD. Exchange emails with C. Lumley re: revised order, how to handle appointment of City board members, initial terms of board members, formation hearing, and initial meetings.	1.10	\$170.50	NJN
	F	Schedule first property owners' and board of directors' meetings. Telephone conference with S. Heitz re: same and intergovernmental cooperation agreements. Multiple correspondence with property owners re: initial meetings and directors' terms.	0.90	\$139.50	NJN
	F	Revise ballot by unanimous petition to include language consenting to voting procedure, in light of Day v. Robinwood decision.	0.50	\$77.50	NJN

Invoice #:

47053

Nov-13-09	Reschedule initial board and property owners' meetings. Continue revising property owner ballots approving sales tax per Day v. Robinwood court order. Review emails from property owners proposing directors. Continue preparing exhibits to proposed order forming TDD.	0.70	\$108.50	NJN
	Perform searches on each property owner re: adjudication of incapacity, voting-related crimes, and other convictions in compliance with Day v. Robinwood order and section 115.133, RSMo.	0.60	\$93.00	NJN
	Continue drafting and revising resolutions and other documents for initial board and property owners' meetings.	1.20	\$186.00	NJN
Nov-16-09	Telephone conference with S. Heitz re: bookkeeping and budget preparation, depository bank, D&O insurance. Continue drafting and revising resolutions, bylaws, and other documents for first meetings.	0.20	\$31.00	NJN
Nov-17-09	Telephone conference with S. Heitz re: depository bank, bookkeeping, and D&O insurance for TDD. Finalize proposed order forming TDD for filing.	0.50	\$77.50	NJN
	Correspondence with property owners re: director nominations, first meetings, proposed order forming TDD, and staggered director terms. Review correspondence re: T. Stern does not want to serve as director.	0.40	\$62.00	NJN
Nov-18-09	Correspondence with property owners re: nominees for directors.	0.30	\$46.50	NJN
	Determine earliest possible hearing date on motion to enter results of election by unanimous petition, after property owners' meeting on December 16, 2009. Review TDD Act procedures for election on sales tax. Revise unanimous ballot approving sales tax to incorporate statutory references in affidavit re: authority and consent to election procedures.	0.50	\$77.50	NJN

Invoice #:

47053

	F	Draft letter to Missouri Ethics Commission re: notice of newly created political subdivision.	0.40	\$62.00	NJN
	F	Continue drafting and revising resolutions and other documents for initial meetings of property owners and directors.	1.20	\$186.00	NJN
Nov-19-09	F	Continue drafting and revising documents and preparing for initial board and property owners' meetings.	2.60	\$403.00	NJN
	F	Prepare books for TDD records.	0.30	\$46.50	NJN
	F	Legal Research: state law regarding competitive bidding requirements. Analysis of whether state law imposes any requirements on appointing Pace as TDD's agent for purposes of completing infrastructure improvements.	0.30	\$46.50	NJN
	F	Legal Research: review TDD Act to determine whether we have to file motion and hold hearing to enter results of property owner sales tax election or can simply file results with the court.	0.50	\$77.50	NJN
	F	Draft and revise resolution designating Pace as District's agent for purpose of completing Infrastructure Improvements per section 2.3 of TDD agreement.	0.50	\$77.50	NJN
Nov-20-09	F	Legal Research: Whether Sunshine Law permits us to charge fee for certifying documents produced in response to records request.	0.30	\$46.50	NJN
	F	Continue preparing documents for initial board and property owners' meetings.	1.10	\$170.50	NJN
	F	Correspondence with property owners re: nominations for directors.	0.20	\$31.00	NJN
	F	Prepare application for Missouri sales/use tax exemption for TDD.	0.40	\$62.00	NJN
	F	Draft and revise motion to enter results of property owner election by unanimous petition and proposed order and judgment re: same.	1.80	\$279.00	NJN

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Nov-23-09	F Telephone conference and correspondence with S. Heitz re: upcoming public hearing, directors and officers of TDD, D&O insurance. Update resolutions re: board members and no fee charged by Pace for accounting services. Correspondence with C. Lumley re: City directors, getting City Council opinion on directors at meeting tonight. Telephone call from S. Heitz re: proposed order forming TDD.	0.90	\$139.50	NJN
Nov-24-09	F Prepare notice of public hearing to be posted at the City; correspondence with S. Heitz re: same. Draft script for public hearing.	0.70	\$108.50	NJN
Nov-25-09	F Telephone call from S. Heitz re: whether posting notice of public hearing at the City is necessary under TDD Act. Correspondence with property owner re: which hearings and meetings he needs to attend.	0.20	\$31.00	NJN
	F Continue drafting and revising motion and order re: entering results of property owner sales tax election. Draft certification of petition for signature by circuit clerk.	0.90	\$139.50	NJN
	F Draft and revise resolution designating Pace Properties to carry out bookkeeping and accounting functions needed by the TDD.	0.80	\$124.00	NJN
	F Draft resolution approving a whistleblower protection policy.	0.30	\$46.50	NJN
	F Analysis of whether pleading should be filed stating that public hearing was held in accordance with court order and transcript will be kept on file with the District's records.	0.20	\$31.00	NJN
	F Draft letter to Missouri Department of Revenue re: providing documents required by DOR to collect the TDD sales tax.	0.30	\$46.50	NJN
Nov-30-09	F Review draft of public hearing dialogue; conference re: posting of notice; review proposed meeting agenda.	0.70	\$168.00	SLK
	F Exchange emails with C. Lumley re: City	0.20	\$31.00	NJN

Invoice #:

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Council designation of City representatives on  
TDD board.

F Telephone conference with S. Heitz re: public hearing, draft resolutions, and meeting notice packets; forward documents to S. Heitz for review. Draft letter to property owners and directors re: notice of first meetings, enclosing proposed documents to be approved at meetings.

1.60

\$248.00

NIN

Totals

33.50

\$5,252.00

**DISBURSEMENTS**

Photocopy Expense  
Postage Expense  
Westlaw Legal Research

**Disbursements**

67.50  
12.34  
24.78

**Receipts**

Totals

\$104.62

\$0.00

**Total Fees & Disbursements**

**\$5,356.62**

Previous Balance

\$3,161.75

Previous Payments

\$3,161.75

**Balance Due Now**

**\$5,356.62**

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	431626878	1/25/2010		Olive-Graeser TDD	11,353.42	0.00	11,353.42
1740	Pace Creve Coeur As	1875	47053	1/26/2010		TDD forming	5,356.62	0.00	5,356.62

Payor: Pace-Creve Coeur Associates, LLC Date: 2/3/2010 Check No.: 1067 Check Amount: 16,710.04  
 Payee: Jenkins & Kling, P.C.

THE FRONT OF THIS DOCUMENT HAS MICROPRINTING. DO NOT CASH IF MISSING. THE BACKGROUND WILL EXPOSE A HIDDEN VOID WHEN PHOTOCOPIED.

Pace-Creve Coeur Associates, LLC  
 % Pace Properties, Inc.  
 1401 S. Brentwood Blvd., Suite 900  
 St. Louis, MO 63144  
 (314)968-9898

First National Bank  
 St. Louis, MO 63105

80-460  
 810

Date: 2/3/2010 Check No.: 1067 Check Amount: \$16,710.04

Sixteen Thousand Seven Hundred Ten AND 04/100 DOLLARS

Pay to the order of:

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Jenkins & Kling, P.C.  
 10 South Brentwood  
 Suite 200  
 St. Louis, MO 63105-1694

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