RESOLUTION NO. 12-002

A RESOLUTION APPROVING THE INVOICES OF THE CITY OF CREVE COEUR FOR COSTS INCURRED IN CONNECTION WITH THE REALIGNMENT OF DAUTEL AND ACTIONS IN CONNECTION THEREWITH

WHEREAS, on December 8, 2009, the Circuit Court of the County of St. Louis, Missouri entered a Judgment and Order Organizing a Transportation Development District (the "***Order***") that established the Olive/Graeser Transportation Development District (the "***District***") as a political subdivision pursuant to and in accordance with the Missouri Transportation Development District Act, sections 238.200 to 238.280 of the Revised Statutes of Missouri, as amended (the "***TDD Act***"); and

WHEREAS, the Order established the District for the sole purpose of financing the Infrastructure Improvements (as defined in the Order), which are an authorized "project" within the meaning of Section 238.202.1(5) of the TDD Act, through the imposition of a transportation development district sales tax; and

WHEREAS, the District, the City of Creve Coeur, Missouri (the "***City***"), Pace-Creve Coeur Associates, L.L.C. (the "***Developer***"), and the owners of record of all real property within the District entered into that certain District Development Agreement dated August 31, 2009, as amended by that certain First Amendment to District Development Agreement dated August 31, 2009, and that certain Second Amendment to District Development Agreement dated August 17, 2010 (as amended, the "***District Development Agreement***"); and

WHEREAS, pursuant to Section 3.5(c) of the District Development Agreement, the City has submitted evidence of certain costs incurred by the City in connection with the realignment of Dautel (the "***City Invoices***") to allow the District to confirm that the costs constitute TDD Eligible Costs (as defined in the District Development Agreement); and

WHEREAS, the District has approved a trust indenture dated as of June 1, 2010 (as modified or amended, the "***Indenture***"), between the District and UMB Bank, N.A. as trustee (the "***Trustee***"); and

WHEREAS, pursuant to the Indenture, the District is authorized to issue subordinate Series B Notes (as defined in the Indenture), to finance certain excess costs of the Infrastructure Improvements and to reimburse the City and St. Louis County in connection with the Infrastructure Improvements, all as permitted by the Development Agreement; and

WHEREAS, Bond Counsel has yet to determine whether the transportation project costs submitted by the City are TDD Eligible Costs (as defined in the District Development Agreement); and

WHEREAS, the Board of Directors desires to approve the City Invoices, subject to: (a) Bond Counsel's determination that the costs are TDD Eligible Costs, and (b) any minor amendments made thereto pursuant to Bond Counsel's comments and/or suggestions.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE OLIVE/GRAESER TRANSPORTATION DEVELOPMENT DISTRICT, AS FOLLOWS:

Section 1. Definitions. All capitalized terms not defined herein shall have the meanings set forth in the District Development Agreement or the Indenture.

Section 2. Approval of City Invoices. The District hereby approves the City Invoices attached hereto as Exhibit "A" and incorporated herein by reference, in the total amount set forth therein, subject to: (a) Bond Counsel's determination that such costs are TDD Eligible Costs, and (b) any minor amendments made thereto pursuant to Bond Counsel's comments and/or suggestions.

Section 3. Payment of Reimbursable Transportation Project Costs. The District shall submit the City Invoices to the Trustee and request that Series B Notes be endorsed to reflect additions to the principal amount in the total amount set forth on the City Invoices, in accordance with the Indenture and the District Development Agreement.

Section 4. Authority to Execute Resolution. The chairman of the Board of Directors is hereby authorized and directed to execute this Resolution for and on behalf of and as the act and deed of the District. The assistant secretary or the secretary of the District is hereby authorized and directed to attest to this Resolution.

Section 5. Further Authority. All actions heretofore taken and any failures to act by the authorized representatives, agents, and employees of the District in connection with the transactions contemplated by this Resolution are hereby ratified and confirmed. The District shall, and the representatives, agents, and employees of the District are hereby authorized and directed to, take such further action and execute and deliver such other documents and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution and shall carry out, comply with, and perform the duties of the District with respect to the City Invoices.

Section 6. Severability. The sections, paragraphs, sentences, clauses, and phrases of this Resolution shall be severable. In the event that any such section, paragraph, sentence, clause, or phrase of this Resolution is found by a court of competent jurisdiction to be invalid, the remaining portions of this Resolution are valid, unless the court finds the valid portions of this Resolution are so essential to and inseparably connected with and dependent upon the void portion that it cannot be presumed that the District has enacted the valid portions without the void ones, or unless the court finds that the valid portions, standing alone, are incomplete and are incapable of being executed in accordance with the legislative intent.

Section 7. Governing Law. This Resolution shall be exclusively governed by and construed in accordance with the applicable laws of the State of Missouri.

Section 8. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

Adopted this 11th day of May, 2012.

I, the undersigned, Chair of the Board of Directors of the Olive/Graeser Transportation Development District, hereby certify that the foregoing Resolution was duly adopted by the Board of Directors at a meeting held, after proper notice given, on May 11th, 2012.

OLIVE/GRAESER TRANSPORTATION DEVELOPMENT DISTRICT

Steven F. Heitz, Chair of the Board of Directors

SEAL:

ATTEST:

Jennifer E. Beasley, Assistant Secretary of the
Olive/Graeser Transportation Development District

Exhibit "A"
City Invoices

(Attached hereto)

CHECK IS VOID IF ANY OF THE FOLLOWING SECURITY FEATURES ARE ABSENT. ORIGINAL DOCUMENT PRINTED ON CHEMICAL REACTIVE PAPER

CITY OF CREVE COEUR
ACCOUNTS PAYABLE
300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

PULASKI BANK
ST. LOUIS, MO 63141

80-7355/2810

CHECK DATE	CHECK NO.
08/12/2011	7191

AMOUNT
****200,000.00

PAY TWO HUNDRED THOUSAND DOLLARS AND 00 CENTS

TO THE ORDER OF
PACE-CREVE COEUR ASSOCIATES
1401 S. BRENTWOOD BLVD/
SUITE 900
ST. LOUIS, MO 63144

Mark C Perkins
AUTHORIZED SIGNATURE

Daniel N. Smith
AUTHORIZED SIGNATURE

RUB RED IMAGE - DISAPPEARS WITH HEAT. SECURITY FEATURES INCLUDED, DETAILS ON BACK. SEE BACK FOR ARTIFICIAL WATERMARK

⑈007191⑈ ⑆281073555⑆0670000114⑈

ENDORSE HERE

For Deposit Only

8090539

DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE
RESERVED FOR FINANCIAL INSTITUTION USE

THE SECURITY FEATURES INCLUDED WITHIN THIS CHECK EXCEED INDUSTRY STANDARDS

SECURITY FEATURES
TOWER / TIP
[illegible]
[illegible]
[illegible]
[illegible]
[illegible] TAMPER RESISTANT PAPER
[illegible] WATERMARK - HOLD AT AN ANGLE TO VIEW
FEDERAL RESERVE BOARD OF GOVERNORS REG. CC

0020 0004 20110816 0004 0019

FNB St. Louis >>081004601<<
0020 0004 20110816 0004 0019

006017722

Amount	Account	ItemSeq#	TranCode	TracerNum	CheckNum	ProcDate	Routing
000020000000	0000000670000114	942021353	00000090	00000000000	0000007191	20110817	28107355

Brothers, Tracy

From: Perkins, Mark C.
Sent: Monday, August 01, 2011 1:48 PM
To: Smith, Daniel N; Brothers, Tracy
Subject: FW: Agreement for Mutual Support of Road Realignment ("Agreement")
Attachments: image001.gif

Please prepare this in accordance with our normal bi-weekly bills payable in the amount of $200,000 to Pace-Creve Coeur Associates, and pls note this payment on the cover memo of the bills payable listing.

Mark Perkins, ICMA-CM
City Administrator
City of Creve Coeur
300 N. New Ballas Road
Creve Coeur, MO 63141
314.872.2511
www.creve-coeur.org

Invoice Approval 00065-1122
Vendor # Pace Creve Coeur Associates
Account #02-61-71-9510 $ Amt 200,000.-
Account # 11604 $ Amt _____
PO # P001275
Dept Approval _____
Description Daniel Road Realignment

From: Perkins, Mark C.
Sent: Monday, August 01, 2011 1:47 PM
To: Steve Heitz
Cc: Heines, Jim; Carl Lumley; Smith, Daniel N; Brothers, Tracy
Subject: FW: Agreement for Mutual Support of Road Realignment ("Agreement")

we will prepare this payment as part of our bills payable for the upcoming week, check should be available by Aug 13.

Mark Perkins, ICMA-CM
City Administrator
City of Creve Coeur
300 N. New Ballas Road
Creve Coeur, MO 63141
314.872.2511
www.creve-coeur.org

DATE PAID
AUG 12 2011
CK# 7191 AMT. PD 200,000.00

From: Steve Heitz [mailto:SHeitz@paceproperties.com]
Sent: Friday, July 29, 2011 9:24 AM
To: Perkins, Mark C.
Cc: Carl Lumley
Subject: Agreement for Mutual Support of Road Realignment ("Agreement")

Mark, as I mentioned in my voice mail to you attached is a letter requesting payment of the $200,000 in accordance with the referenced Agreement with all supporting documents referenced in the letter, including a copy of the Agreement. Please call me with any questions or concerns. Thanks for your consideration.

PACE
PROPERTIES

A MEMBER OF
CHAINLINKS
RETAIL ADVISORS

Steven F. Heitz
Vice President-Development
1401 South Brentwood Boulevard, Suite 900
St. Louis, Missouri 63144
Phone: 314.968.9898
Direct: 314.785.7645
Fax: 314.968.5050
E-mail: sheitz@paceproperties.com
Web: www.paceproperties.com

PACE

PROPERTIES

July 29, 2011

Via First Class Mail and E-mail

Mr. Mark Perkins
City Administrator
The City of Creve Coeur
300 N. New Ballas Road
Creve Coeur, MO 63141

Re: Agreement for Mutual Support of Road Realignment dated March 25, 2009 , as amended ("Agreement") between St. Louis County, City of Creve Coeur and Pace-Creve Coeur Associates, L.L.C.

Dear Mark:

We recently received final acceptance of the Dautel Road improvements, including the traffic signal, from MoDOT, which is the final condition to the payment of $200,000 from the City in accordance with the Agreement.

Pace completed the realignment of Dautel Road and dedicated Dautel Road to the public pursuant to City Ordinance No. 5186 on March 21, 2011, a copy of which is attached for your convenience ("Dedication Ordinance"). The Olive/Graeser Transportation Development District was formed by Judgment and Order filed with the Circuit Clerk of St. Louis County on December 8, 2009 as required by the Agreement (See the attached copy of the Judgment).

In addition, the Dautel Road improvements, including the traffic signal at the Olive Boulevard Dautel Road intersection have been approved by MoDOT, the City and St. Louis County pursuant to the following:

a. MoDOT has accepted the Dautel Road improvements and the traffic signal at the intersection of Olive Boulevard and Dautel Road per the attached e-mails.

b. The City has accepted the Dautel Road Improvements in the City ROW per the Dedication Ordinance.

c. St. Louis County has accepted the Dautel Road improvements in the County ROW per the attached Memorandum dated May 16, 2011.

Please remit payment in the amount of $200,000 to Pace-Creve Coeur Associates, L.L.C. and deliver the check to me. If you have any questions or concerns please contact me.

Thanks for your consideration.

Sincerely,

PACE PROPERTIES, INCORPORATED

Steven F. Heitz
Vice-President Development

Cc: Carl Lumley, Esq. (via e-mail)

AGREEMENT
FOR MUTUAL SUPPORT OF ROAD REALIGNMENT

THIS AGREEMENT made and entered into this 25th day of March, 2009, by and between St. Louis County (hereinafter "County"), the City of Creve Coeur, (hereinafter "City"), and Pace-Creve Coeur Associates, LLC (hereinafter "Developer"), for the mutual support of the realignment of Dautel Road.

WITNESSETH:

WHEREAS, the current intersection of Dautel Road and the north side of Olive Boulevard is not aligned with the corresponding intersection of Graeser Road and the south side of Olive Boulevard; and

WHEREAS, Developer has proposed a project that includes a realignment of Dautel Road and installation of a traffic signal; and

WHEREAS, Developer has requested a limited amount of public financial assistance in order to make it possible to complete such realignment in connection with its project; and

WHEREAS, City and County have determined that it is in the public interest to provide a limited amount of public financial assistance to make possible such realignment, and thereby the related installation of the traffic signal, for the benefit and improved safety of the public traveling through the City and adjoining unincorporated areas of the County; and

WHEREAS, this Agreement has been duly authorized by County Ordinance No. 23,888; and

WHEREAS, this Agreement has been duly authorized by City Resolution Nos. 811 and 825; and

WHEREAS, this Agreement has been duly authorized by the Developer;

NOW, THEREFORE, in consideration of the mutual covenants, promises, and representations contained herein, the parties agree as follows:

1. Upon completion of the realignment of Dautel Road and dedication thereof to the public by Developer on or before January 1, 2011, as described in the Site Development Plan approved by the City in its Ordinances 5051, 5052 and 5053, and in compliance with applicable permits, and upon formation of a TDD to be known as the Olive/Graeser Transportation Development District, City and County shall each pay Developer the sum of $200,000.00 (for a total of $400,000.00) as partial reimbursement of the costs of such realignment and dedication only after all deficiencies have been addressed by Developer and improvements have been accepted for maintenance as follows:
    a. Road improvements (including the new signal at Olive and

Dautel/Graeser) in MoDOT right-of-way will be accepted by MoDOT

b. Road improvements in City right-of-way will be accepted by City

c. Road improvements in County right-of-way will be accepted by County

2. Developer shall be solely responsible for completion of such realignment and dedication and shall pay all costs related thereto except as provided in paragraph 1. If the City or the County should hereafter expend any funds in connection with the realignment and dedication of Dautel Road by the Developer, the Developer shall reimburse the City and/or County for same. Developer is not the agent or contractor of City or County regarding the realignment and dedication.

3. City and Developer shall cause County to be expressly designated as a third party beneficiary under the pertinent provisions of any TDD District Development Agreement made and entered by City and Developer (with or without other parties) to facilitate the reimbursement of costs related to the installation of the traffic signal by means of a TDD sales tax, with the same rights as the City regarding potential future recovery of the monies to be paid hereunder from such TDD sales tax. Any payment made by County pursuant to paragraph 1 of this Agreement shall constitute a payment toward the Infrastructure Improvements as defined in the TDD District Development Agreement, and the TDD shall issue Series B Notes to the County in the amount of such funds in accordance with the terms of the TDD District Development Agreement, including interest payments. County understands and acknowledges that any such payment made by County will be subordinate to the recovery of the costs of the installation of the traffic signal and other related costs. County also acknowledges that reimbursement of County's contribution toward the project identified in paragraph 1 will be made from the proceeds of the TDD sales tax, and further that such recovery may never occur due to contingencies beyond the control of the parties including legal constraints concerning such matters as the duration of the TDD sales tax.. County understands and acknowledges that establishment of such a TDD and related Agreement is not a certainty. Accordingly, a breach of this provision shall not be deemed to have occurred unless such a TDD and related Agreement are established but County is not designated a third party beneficiary as provided herein

4. Changes in this Agreement, whether by modification or supplementation, must be accomplished by a formal amendment signed and approved by duly authorized representatives of the City, the County, and the Developer.

5. This Agreement shall be construed to be in accordance with the laws of the State of Missouri.

6. All the terms, covenants, and conditions of this Agreement shall inure to the benefit of and be binding upon the successors and assigns of all the parties hereto.

[Remainder of Page Intentionally Left Blank; Execution and Signature Page Follows]

IN WITNESS WHEREOF, the parties have entered into this Agreement on the date last written below:

Executed by Developer this 19th day of February, 2009.

Executed by the City this 22 day of September, 2008.

Executed by the County this 25th day of March, 2009.

PACE-CREVE COEUR ASSOCIATES, LLC
By: Pace-Graeser Associates, L.L.C., its Manager

Manager

ATTEST:

CITY OF CREVE COEUR

Mayor

SAINT LOUIS COUNTY, MISSOURI

County Executive

ATTEST:

City Clerk

ATTEST:

Administrative Director

APPROVED AS TO LEGAL FORM:

City Attorney

APPROVED:

Director, Department of Highways and Traffic

APPROVED AS TO LEGAL FORM:

County Counselor

APPROVED:

Accounting Officer

AMENDMENT TO AGREEMENT FOR MUTUAL SUPPORT OF ROAD REALIGNMENT

THIS AMENDMENT made and entered into this 24th day of August, 2010 by and between St. Louis County (hereinafter "County"), the City of Creve Coeur (hereinafter "City"), and Pace-Creve Coeur Associates, LLC (hereinafter "Developer"), amending that certain Agreement for Mutual Support of Road Realignment dated March 25, 2009 (hereinafter "Agreement"), as follows:

1. At the request of Developer, the parties hereby amend the Agreement by revising the deadline of January 1, 2011 set forth in section 1 thereof to be a new deadline of the earlier of January 1, 2012 or twelve months after the date of issuance of permits by the Missouri Department of Transportation for related work within the Olive Boulevard Right of Way in connection with the Site Development Plan approved by the City in its Ordinances 5051, 5052 and 5053.

2. Except as amended herein, the terms and conditions of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the parties have entered into this Amendment on the date last written below:

Executed by Developer this 4th day of August, 2010.

Executed by the City this 3 day of August, 2010.

Executed by the County this 24th day of August, 2010.

PACE-CREVE COEUR ASSOCIATES, LLC
BY: PACE-GRAESER ASSOCIATES, LLC, ITS MANAGER

MANAGER

ATTEST:

CITY OF CREVE COEUR

CITY ADMINISTRATOR

ATTEST:
CITY CLERK

SAINT LOUIS COUNTY, MISSOURI

COUNTY EXECUTIVE

ATTEST:
ADMINISTRATIVE DIRECTOR

APPROVED

DIRECTOR, DEPARTMENT OF HIGHWAYS AND TRAFFIC

APPROVED AS TO LEGAL FORM

CITY ATTORNEY

APPROVED AS TO LEGAL FORM

COUNTY COUNSELOR

APPROVED

ACCOUNTING OFFICER

Book:19424 - Page:837

[redacted]

201104010034 0

JANICE M. HAMMONDS, RECORDER OF DEEDS
ST. LOUIS COUNTY MISSOURI
41 SOUTH CENTRAL, CLAYTON, MO 63105

TYPE OF INSTRUMENT	GRANTOR	TO	GRANTEE
ASGMT	CITY OF CREVE COEUR		

PROPERTY DESCRIPTION: SECT 2 T 45 R 5

Lien Number	Notation	Locator

NOTE: I, the undersigned Recorder of Deeds, do hereby certify that the information shown on this Certification Sheet as to TYPE OF INSTRUMENT, the NAMES of the GRANTOR and GRANTEE as well as the DESCRIPTION of the REAL PROPERTY affected is furnished merely as a convenience only, and in the case of any discrepancy of such information between this Certification Sheet and the attached Document, the ATTACHED DOCUMENT governs. Only the DOCUMENT NUMBER, the DATE and TIME of filing for record, and the BOOK and PAGE of the recorded Document is taken from this CERTIFICATION SHEET.

RECORDER OF DEEDS DOCUMENT CERTIFICATION

STATE OF MISSOURI)
SS.
COUNTY OF ST. LOUIS)

Document Number
00340

I, the undersigned Recorder of Deeds for said County and State, do hereby certify that the following and annexed instrument of writing, which consists of 9 pages, (this page inclusive), was filed for record in my office on the 1 day of April 2011 at 01:16PM and is truly recorded in the book and at the page number printed above.

In witness whereof I have hereunto set my hand and official seal the day, month and year aforesaid.

CB
Deputy Recorder

SEAL OF THE RECORDER OF DEEDS FOR ST. LOUIS COUNTY, MO

Janice M. Hammonds
St. Louis County, Missouri

Mail to:

Destination code: 4002

RECORDING FEE 45.00
(Paid at the time of Recording)

BILL NUMBER 5306 ORDINANCE NUMBER 5186

AN ORDINANCE REPEALING ORDINANCE 5177 AND ACCEPTING THE DEDICATION OF THE NEW DAUTEL LANE RIGHT OF WAY AND MAINTENANCE OF THE PUBLIC ROAD PAVEMENT WITHIN SAID RIGHT OF WAY; AND VACATION OF THE EXISTING DAUTEL LANE RIGHT OF WAY, WITH AN EMERGENCY CLAUSE.

WHEREAS, contingent upon the completion of construction and final construction approval of Dautel Lane, the City of Creve Coeur wants to accept dedication of the new Dautel Lane right of way as identified as "Exhibit A"; and

WHEREAS, contingent upon the completion of construction and final construction approval of Dautel Lane, the City of Creve Coeur wants to vacate the right of way of the existing Dautel Lane as identified as "Exhibit B" except to the extent overlapped by the new Dautel Lane; and

WHEREAS, on or about July 14, 2008, the Planning and Zoning Commission recommended approval of such vacation and dedication by means of the Walgreen's Plat approval recommendation to Council; and

WHEREAS, on or about February 17, 2011 the City Council enacted Ordinance 5177 approving such vacation and dedication, but the exhibits attached thereto contained inadvertent errors;

NOW, THEREFORE, BE IT ORDAINED, by the City Council of the City of Creve Coeur, Missouri, as follows:

SECTION 1: Ordinance 5177 is repealed.

SECTION 2: The new Dautel Lane right of way as identified in "Exhibit A" is hereby accepted for dedication to the City of Creve Coeur. The City of Creve Coeur also accepts the maintenance of the Dautel Lane road pavement within said right of way.

SECTION 3: The right of way for the existing Dautel Lane as identified in "Exhibit B" is hereby vacated, except to the extent overlapped by the new Dautel Lane.

SECTION 4: This Ordinance is enacted on an emergency basis pursuant to Section 3.11(f) of the Charter upon first introduction due to the impending opening of the new right of way and shall take effect in accordance with Section 3.11(g) of the Charter, but only upon certification below by the City Administrator of completion of construction and final construction approval of the new Dautel Lane. After adoption and approval of this ordinance, and upon its becoming effective, a certified copy thereof may be duly filed in the Office of the Recorder of Deeds, St. Louis County.

ADOPTED THIS 28 DAY OF March, 2011.

A. J. WANG
PRESIDENT OF CITY COUNCIL

APPROVED THIS 28 DAY OF March, 2011.

A. J. WANG, COUNCIL PRESIDENT
ACTING FOR MAYOR DURING
TEMPORARY ABSENCE

PURSUANT TO SECTION 3.4 OF
THE CITY CHARTER

ATTEST:

DEBORAH RYAN, MRCC
CITY CLERK

The undersigned hereby confirms that it is the owner of the real property underlying the new Dautel Lane as described on Exhibit A and hereby dedicates the right of way for such roadway to the City of Creve Coeur, Missouri, subject to its acceptance as provided herein.

PACE-CREVE COEUR ASSOCIATES, L.L.C.
By: Pace-Graeser Associates, L.L.C., its Manager
By: Pace Realty Fund, L.L.C., its Manager
By: Pace Realty Investors, L.L.C., its Manager

By: _____
Mark A. Sedgwick, Manager

I hereby certify completion of construction and final construction approval of the new Dautel Lane as of the ___ day of _____, 2011.

_____
MARK PERKINS, CITY ADMINISTRATOR

The undersigned hereby confirms that it is the owner of the real property underlying the new Dautel Lane as described on Exhibit A and hereby dedicates the right of way for such roadway to the City of Creve Coeur, Missouri, subject to its acceptance as provided herein.

PACE-CREVE COEUR ASSOCIATES, L.L.C.
By: Pace-Graeser Associates, L.L.C., its Manager
By: Pace Realty Fund, L.L.C., its Manager
By: Pace Realty Investors, L.L.C., its Manager

By: _____
Mark A. Sedgwick, Manager

I hereby certify completion of construction and final construction approval of the new Dautel Lane as of the 21 day of March, 2011.

_____
MARK PERKINS, CITY ADMINISTRATOR

EXHIBIT A
PAGE 1 OF 2

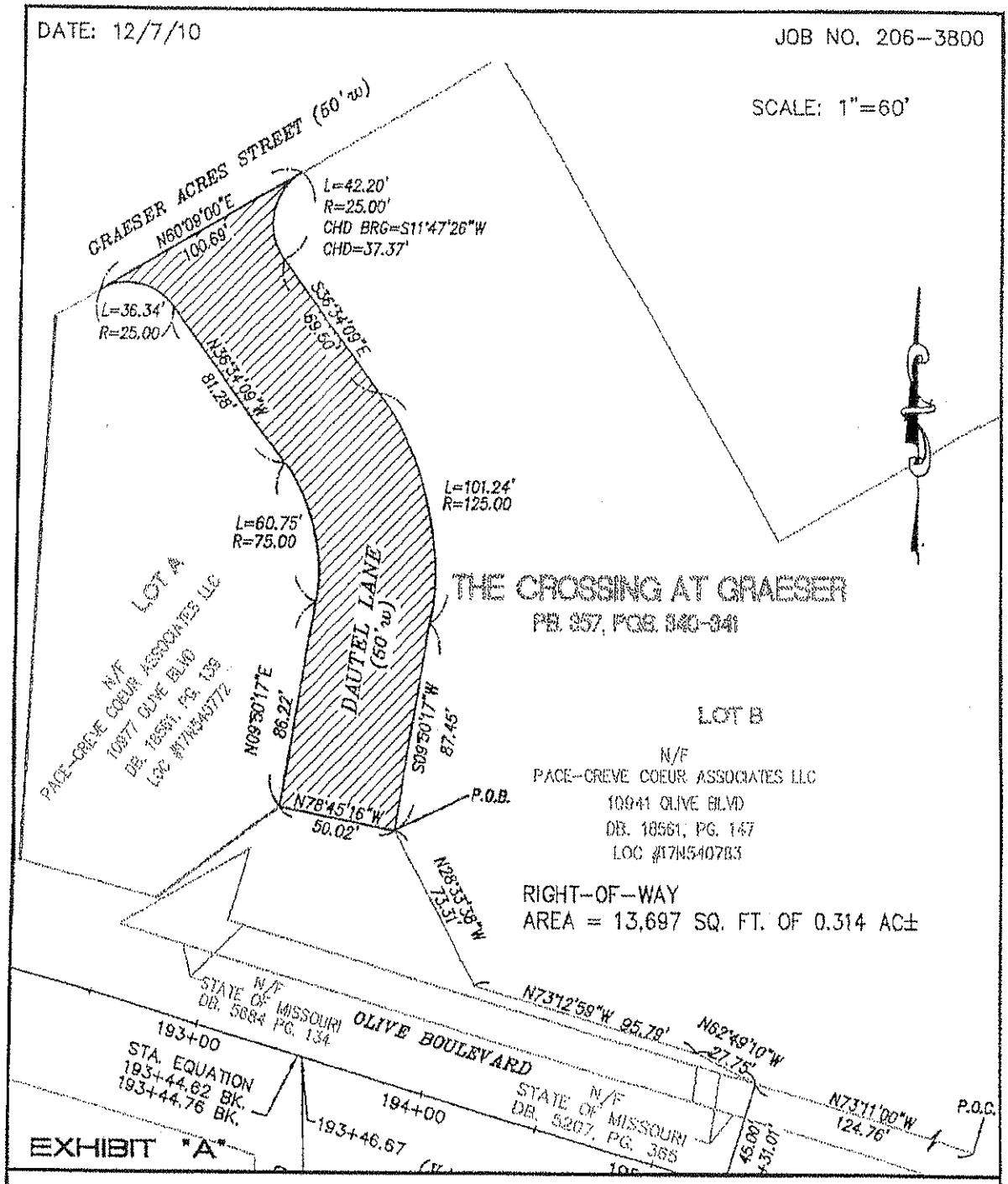
Property Description

Right-of-Way Dedication
City Right of Way

A tract of land being part of Dautel Lane, located in U.S. Survey 1962, and in the Northeast 1/4 of Section 2, Township 45 North, Range 5 East of the Fifth Principal Meridian, City of Creve Coeur, St. Louis County, Missouri being more fully described as follows:

Commencing at the southeast corner of Lot B of The Crossing At Graeser, a subdivision according to the plat thereof as recorded in Plat Book 357, Pages 340 & 341of above said records, said point also being located on the northeastern line of Olive Boulevard, 90 feet wide; thence along said northeastern line North 73 degrees 11 minutes 00 seconds West, 124.76 feet to a point being located 45 feet left of Centerline Station 195+31.01; thence leaving the northeastern line of Olive Blvd North 62 degrees 49 minutes 10 seconds West, 27.75 feet to a point; thence North 73 degrees 12 minutes 59 seconds West, 95.79 feet to a point; thence North 28 degrees 33 minutes 38 seconds West, 73.31 feet to the POINT OF BEGINNING of the tract herein described, said point being on the eastern line of the aforesaid Dautel Lane; thence North 78 degrees 45 minutes 16 seconds West, 50.02 feet to a point on the western line of said Dautel Lane; thence along the western line of Dautel Lane North 09 degrees 50 minutes 17 seconds East, 86.22 feet to a point of curvature; thence along a curve to the left having a radius of 75.00 feet and an arc length of 60.75 feet to the point of tangency; thence North 36 degrees 34 minutes 09 seconds West, 81.28 feet to a point of curvature; thence along a curve to the left having a radius of 25.00 feet and an arc length of 36.34 feet to a point on the Southern line of Graeser Acres Street (50 wide) thence along said Southern line North 60 degrees 09 minutes 00 seconds East, 100.69 feet to a point; thence in a southerly direction along a curve to the left having a radius of 25.00 feet, an arc length of 42.20 feet, the chord of which bears South 11 degrees 47 minutes 26 seconds West, 37.37 feet to a point of tangency on the Eastern line of the aforesaid Dautel Lane; thence along said eastern line South 36 degrees 34 minutes 09 seconds East, 69.50 feet to a point of curvature; thence along a curve to the right having a radius of 125.00 feet and an arc length of 101.24 feet to the point of tangency; thence South 09 degrees 50 minutes 17 seconds West, 87.45 feet to the Point of Beginning and containing 13,696 square feet or 0.314 acre more or less.

EXHIBIT A
PAGE 2 OF 2



RIGHT-OF-WAY DEDICATION PLAT

TRACT OF LAND BEING PART OF DAUTEL LANE
LOCATED IN NE 1/4 SEC 2, T.45 N., R. 5 E. OF THE 5TH P. M.,
CITY OF CREVE COEUR, ST. LOUIS COUNTY, MISSOURI

O:\DRAW3800\2063800\SURVEY\EXHIBITS\PRO-NORTH-ROW-EXHIBIT-2.DWG

EXHIBIT B
PAGE 1 OF 2

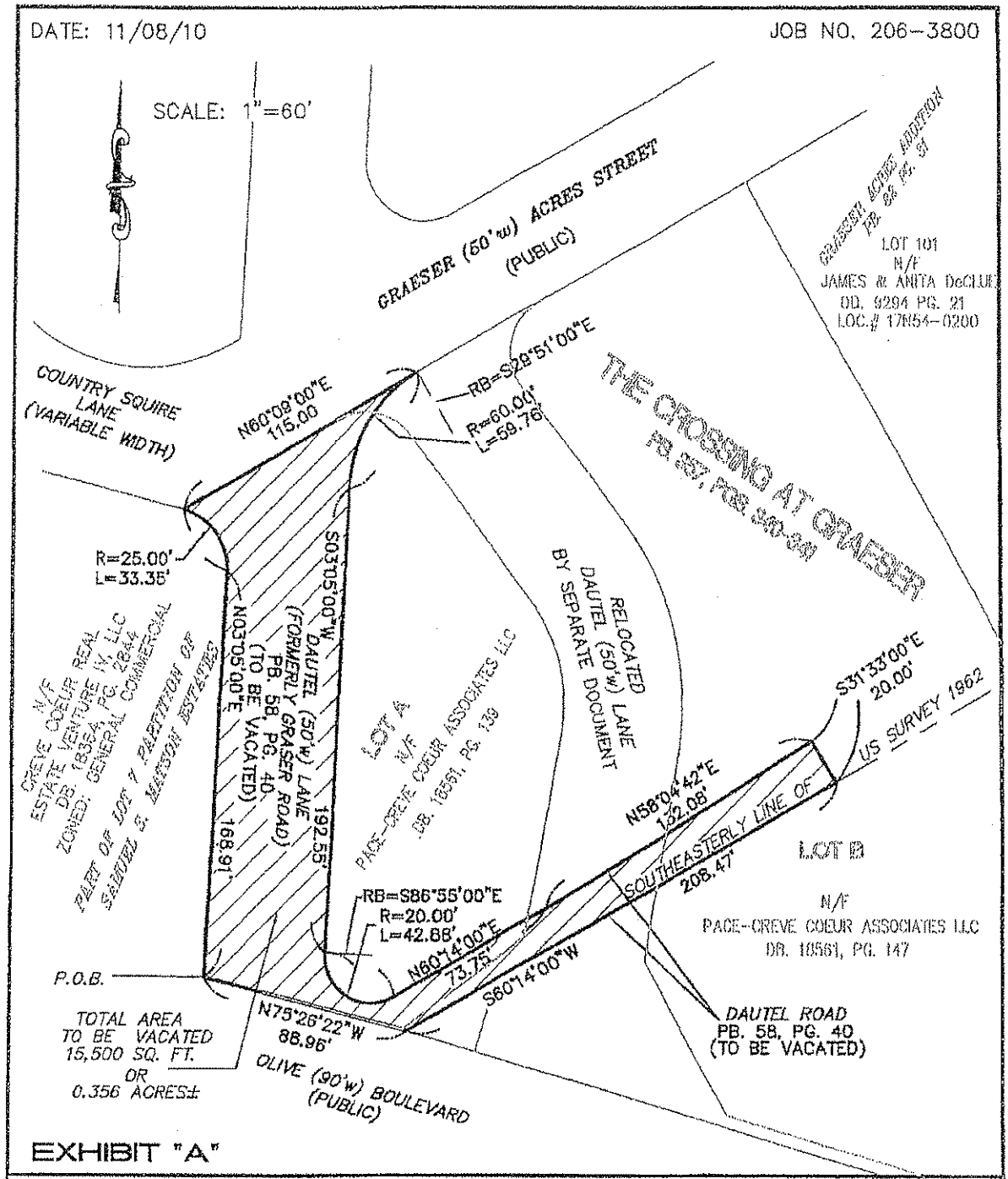
PROPERTY DESCRIPTION

Dautel Vacation

A tract of land being part of Dautel Lane and Dautel Road as established by Graeser Acres Plat One, a subdivision according to the plat thereof as recorded in Plat Book 58, Page 40 of the St. Louis County Records, located in U.S. Survey 1962, and in the Northeast 1/4 of Section 2, Township 45 North, Range 5 East of the Fifth Principal Meridian, City of Creve Coeur, St. Louis County, Missouri being more fully described as follows:

Beginning at the southwestern corner of Dautel Lane, (formerly Graeser Road) Road, 50 feet wide, said point also being located on the northern right-of-way line of Olive Boulevard, 90 feet wide; thence along the west line of above said Dautel Lane, North 03 degrees 05 minutes 00 seconds East, 168.91 feet to a point of curvature to the left; thence along said curve having a radius of 25.00 feet, a chord which bears North 35 degrees 08 minutes 04 seconds West, 30.93 feet an arc length of 33.35 feet to its intersection with the direct southwesterly prolongation of the southeastern right-of-way line of Graeser Acres Road, 50 feet wide; thence along said prolongation line North 60 degrees 09 minutes 00 seconds East, 115.00 feet to the beginning of a non-tangent curve to the left, said point also being located on the eastern line of above said Dautel Lane; thence along said eastern line the following courses and distances: along last said curve having a radius of 60.00 feet, a chord which bears South 31 degrees 37 minutes 00 seconds West, 57.32 feet and an arc length of 59.76 feet to a point of tangency; South 03 degrees 05 minutes 00 seconds West, 192.55 feet to a point of tangency; along said curve having a radius of 20.00 feet, a chord which bears South 58 degrees 20 minutes 30 seconds East, 35.13 feet and an arc length of 42.88 feet to a point of tangency, said point also being located on the northwestern line of Dautel Road, variable width; thence along the northwestern, eastern and southeastern line of Dautel Road, the following courses and distances: North 60 degrees 14 minutes 00 seconds East, 73.75 feet; North 58 degrees 04 minutes 42 seconds East, 132.08 feet; South 31 degrees 33 minutes 00 seconds East, 20.00 feet and South 60 degrees 14 minutes 00 seconds West, 208.47 feet to the northern right-of-way of above said Olive Boulevard; thence along said northern right-of-way line North 75 degrees 26 minutes 22 seconds West, 88.96 feet to the Point of Beginning and containing 15,500 square feet or 0.356 acres more or less according to calculations performed by Stock and Associates Consulting Engineers, Inc. on November 5, 2010.

EXHIBIT B
PAGE 2 OF 2



R.O.W. VACATION PLAT

A TRACT OF LAND BEING DAUTEL ROAD AND DAUTEL LANE, AS DEDICATED BY PLAT BOOK 58, PAGE 40, PART OF THE NE 1/2 OF SEC. 2, T. 45. N., R. 5. E. OF THE 5TH PRINCIPAL MERIDIAN, CITY OF CREVE COEUR AND ST. LOUIS COUNTY, MISSOURI

O:\DRAW3800\2063800\SURVEY\DAUTEL-VAC-EXHIBIT.DWG

STATE OF MISSOURI)
)SS
COUNTY OF ST. LOUIS)

I, Deborah Ryan, City Clerk within and for the City of Creve Coeur, in the State and County aforesaid, do hereby certify that the foregoing constitutes a full, true and correct copy of Ordinance No. 5186 of said city as approved by the City Council and signed by the Mayor, and is in effect for the City of Creve Coeur, MO, on the 28th day of March 2011, and as fully as the same appears on record in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of the City of Creve Coeur, Missouri, at my office in said City this 30th day of March 2011.

Deborah Ryan
City Clerk

Steve Heitz

From: James.Bodart@modot.mo.gov
Sent: Tuesday, July 26, 2011 12:23 PM
To: Steve Heitz
Cc: Carl Pahlmann; Tom Joyner; Terry Smith
Subject: RE: Completion of Olive at Dautel/Graeser intersection

Attachments: pic27938.gif; pic06900.jpg

pic27938.gif (5 KB)pic06900.jpg (8 KB)

Confirming partial acceptance for the Olive/Dautel/Graeser intersection, with the understanding that additional items for the rest of the project still need inspection and final acceptance.

Let me know if you need anything else at this time.

Jim Bodart
D6 Senior Traffic Specialist
West Area Permits
1590 Woodlake Drive
Chesterfield, MO 63017-5712
314.340.4318

From: "Steve Heitz" <SHeitz@paceproperties.com>
To: "Terry Smith" <tsmith@CBBTRAFFIC.COM>,
<James.Bodart@modot.mo.gov>
Cc: "Tom Joyner" <tjoyner@CBBTRAFFIC.COM>, "Carl Pahlmann"
<cpahlmann@CBBTRAFFIC.COM>
Date: 07/26/2011 08:29 AM
Subject: RE: Completion of Olive at Dautel/Graeser intersection

Jim, please confirm that MoDOT agrees that all punch list items related to the road improvement work at Olive Boulevard and the Graeser/Dautel intersection, including the traffic signal, have been completed and approved by MoDOT per the e-mail below from Terry Smith dated July 25, 2011. Thanks for your consideration. If you have any questions please contact me.

|(Embedded image moved to file: pic27938.gif) | Steven F. Heitz
Vice President-Development
1401 South Brentwood Boulevard, Suite 900
St. Louis, Missouri 63144
Phone: 314.968.9898
Direct: 314.785.7645
Fax: 314.968.5050
E-mail: sheitz@paceproperties.com
Web: www.paceproperties.com

From: Terry Smith [mailto:tsmith@CBBTRAFFIC.COM]
Sent: Monday, July 25, 2011 10:29 AM
To: James.Bodart@modot.mo.gov
Cc: Steve Heitz; Tom Joyner; Carl Pahlmann
Subject: Completion of Olive at Dautel/Graeser intersection

Jim, the following punch list items were completed:

1. Remove and replace the tapered ends of the Dautel Lane paved approach
attached to the curb & gutter. Completed on Friday July 15 and inspected on Monday July 18.

2. Remove the truncated dome mat on the west side of the Walgreen's
entrance on Olive Boulevard. Completed and inspected on Tuesday July 19.

3. Repair/replace the damaged ADA truncated dome mat on the southeast
corner of the signalized intersection. Completed and inspected on Tuesday July 19.

4. Remove the sonatube from the signal base on the southeast corner of the
intersection. Completed and inspected on Tuesday July 19.

5. Install all signs, reflectors, and delineators, per the permit plan.
Complete all signal and lighting punchlist items. Completed and inspected on Friday July 22.

All of these items were completed and passé inspection by our staff. The Signal punchlist items were completed by Gerstner Electric, and re-inspected by the MoDOT signal shop on Wednesday . A faulty load switch was replaced by Gerstner Electric on Thursday which completed any outstanding items for the signal. As of Friday all of the punch list items were completed and passed our inspection. In our opinion partial acceptance can be given for the intersection of Dautel Rd/Graeser Rd @ Olive. If you have any questions concerning these items, please contact me.

Thanks,

(Embedded image moved to file: pic06900.jpg)Terry M Smith

-----Original Message-----
From: James.Bodart@modot.mo.gov [mailto:James.Bodart@modot.mo.gov]
Sent: Friday, July 15, 2011 12:15 PM
To: sheitz@paceproperties.com
Cc: James.Collier@modot.mo.gov; Terry Smith; Jeffery.Baird@modot.mo.gov; Charles.Hawkins@modot.mo.gov; Ronald.Mize@modot.mo.gov; John.Pritchett@modot.mo.gov; Carl.Gibbs@modot.mo.gov
Subject: Re: Pace-Dautel Road Improvements

Thanks, Steve, for meeting us today. There are a few open items we found during the inspection. These items are:

Remove and replace the tapered ends of the Dautel Lane paved approach
attached to the curb & gutter.
Remove the truncated dome mat on the west side of the Walgreen's
entrance on Olive Boulevard.

Repair/replace the damaged ADA truncated dome mat on the southeast corner of the signalized intersection.
Remove the sonatube from the signal base on the southeast corner of the intersection.
Install all signs, reflectors, and delineators, per the permit plan.
Complete all signal and lighting punchlist items.

I am authorizing your outsource inspector to approve the completed punchlist items during my absence next week, if they choose to accept the responsibility. With their confirmation, MoDOT agrees to accept the part of the total permitted improvement that includes the Dautel Lane construction.

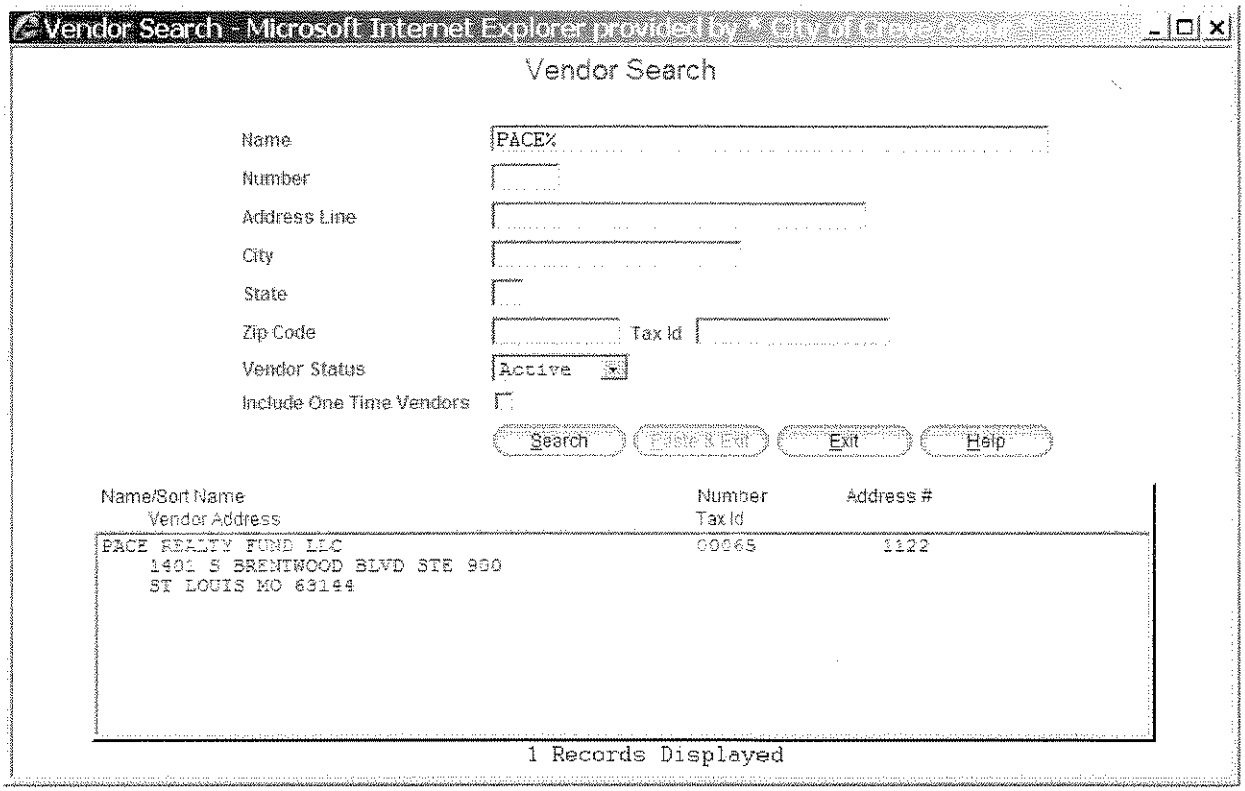
Terry: please let me know if I've left off any of your inspection items...
reminding you to check the Radio Interconnect equipment. If not, you may inspect and accept the above items, in MoDOT's behalf, for partial acceptance. Thank you.

Jim Bodart
D6 Senior Traffic Specialist
West Area Permits
1590 Woodlake Drive
Chesterfield, MO 63017-5712
314.340.4318

From: "Steve Heitz" <SHeitz@paceproperties.com>
To: <James.Bodart@modot.mo.gov>
Date: 06/27/2011 10:28 AM
Subject: Pace-Dautel Road Improvements

Jim, as we discussed, we entered into an Agreement For Mutual Support of Road Realignment with the City of Creve Coeur and St. Louis County. The agreement provides that the City and the County will reimburse Pace for certain costs in upon the completion of the realignment of Dautel Lane and dedication thereof to the public. We have completed the realignment of Dautel Lane and have dedicated Dautel Lane to the City of Creve Coeur and the portion of Dautel Lane in the MoDOT right-of-way to MoDOT. One of the conditions to payment is that MoDOT accepts the Dautel Lane road improvements (including the new signal at Olive and Graeser/Dautel) in the MoDOT right-of-way.

Please confirm that MoDOT has accepted the Dautel Lane road improvements (including the new signal at Olive and Graeser/Dautel) as such Dautel Lane road improvements are within the MoDOT right-of-way. Such road improvements would include the paving sections, curb and gutter and sidewalks within the MoDOT right-of way at the Olive Boulevard Dautel Lane intersection as well as the new signal at Olive Boulevard and Graeser/Dautel. Thanks for your consideration.


Vendor Search - Microsoft Internet Explorer provided by City of Creve Coeur
Vendor Search
Name
PACE%
Number
Address Line
City
State
Zip Code
Tax Id
Vendor Status
Active
Include One Time Vendors
Search
Clear & Exit
Exit
Help
Name/Sort Name
Vendor Address
Number
Tax Id
Address #
PACE REALTY FUND LLC
1401 S BRENTWOOD BLVD STE 900
ST LOUIS MO 63144
00065
1122
1 Records Displayed

CITY OF CREVE COEUR

300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

PURCHASE ORDER NO.
P001275

PURCHASE ORDER

ISSUE DATE
08/05/11

VENDOR NO.	ADDRESS NO.	DELIVERY REQUIRED	TERMS	SHIP VIA	F.O.B.	REQUISITION NO.
00065	1122	08/01/11				R001291

ISSUED TO
PACE REALTY FUND LLC
% PACE PROPERTIES INC
1401 S BRENTWOOD BLVD STE 900
ST LOUIS, MO 63144

SHIP TO
ADMINISTRATION
CITY OF CREVE COEUR
300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

FOR MORE INFORMATION CONTACT: ADMINISTRATION **TELEPHONE NO.:** 314-872-2511

ITEM NO.	QUANTITY	U / M	DESCRIPTION	UNIT PRICE	EXTENDED PRICE
1			DAUTEL ROAD REALIGNMENT	200000.00	200000.00
			ACCOUNT DISTRIBUTION:		
			02-61-71-9510-11604	200000.00	
			Tax Exempt	SUB-TOTAL	200000.00
				TAX	0.00
				SHIPPING AND HANDLING CHARGE	0.00
THIS ORDER IS EXEMPT FROM SALES AND USE TAX.			AREA : CAPITAL IMPROV.	**TOTAL OF PURCHASE ORDER**	200000.00

INSTRUCTIONS TO THE VENDOR:

1. Purchase order number must appear on all invoices, packing slips and correspondence.

LG DNS MP

PURCHASING AGENT

08/05/11

DATE

AUTHORIZED SIGNATURE

CITY OF CREVE COEUR

300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

PURCHASE ORDER NO.
P001275

PURCHASE ORDER

ISSUE DATE
08/05/11

VENDOR NO.	ADDRESS NO.	DELIVERY REQUIRED	TERMS	SHIP VIA	F.O.B.	REQUISITION NO.
00065	1122	08/01/11				R001291

ISSUED TO
PACE REALTY FUND LLC
% PACE PROPERTIES INC
1401 S BRENTWOOD BLVD STE 900
ST LOUIS, MO 63144

SHIP TO
ADMINISTRATION
CITY OF CREVE COEUR
300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

FOR MORE INFORMATION CONTACT: ADMINISTRATION **TELEPHONE NO.:** 314-872-2511

ITEM NO.	QUANTITY	U / M	DESCRIPTION	UNIT PRICE	EXTENDED PRICE
1			DAUTEL ROAD REALIGNMENT	200000.00	200000.00
			ACCOUNT DISTRIBUTION:		
			02-61-71-9510-11604	200000.00	
			Tax Exempt	SUB-TOTAL	200000.00
				TAX	0.00
				SHIPPING AND HANDLING CHARGE	0.00
THIS ORDER IS EXEMPT FROM SALES AND USE TAX.			AREA : CAPITAL IMPROV.	**TOTAL OF PURCHASE ORDER**	200000.00

INSTRUCTIONS TO THE VENDOR:

1. Purchase order number must appear on all invoices, packing slips and correspondence.

LG DNS MP

PURCHASING AGENT

08/05/11

DATE

AUTHORIZED SIGNATURE

CITY OF CREVE COEUR

300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

PURCHASE ORDER NO.
P001275

PURCHASE ORDER

ISSUE DATE
08/05/11

VENDOR NO.	ADDRESS NO.	DELIVERY REQUIRED	TERMS	SHIP VIA	F.O.B.	REQUISITION NO.
00065	1122	08/01/11				R001291

ISSUED TO
PACE REALTY FUND LLC
% PACE PROPERTIES INC
1401 S BRENTWOOD BLVD STE 900
ST LOUIS, MO 63144

SHIP TO
ADMINISTRATION
CITY OF CREVE COEUR
300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

FOR MORE INFORMATION CONTACT: ADMINISTRATION **TELEPHONE NO.:** 314-872-2511

ITEM NO.	QUANTITY	U / M	DESCRIPTION	UNIT PRICE	EXTENDED PRICE
1			DAUTEL ROAD REALIGNMENT	200000.00	200000.00
			ACCOUNT DISTRIBUTION:		
			02-61-71-9510-11604	200000.00	
			Tax Exempt	SUB-TOTAL	200000.00
				TAX	0.00
				SHIPPING AND HANDLING CHARGE	0.00
THIS ORDER IS EXEMPT FROM SALES AND USE TAX.			AREA : CAPITAL IMPROV.	**TOTAL OF PURCHASE ORDER**	200000.00

INSTRUCTIONS TO THE VENDOR:

1. Purchase order number must appear on all invoices, packing slips and correspondence.

LG DNS MP

PURCHASING AGENT

08/05/11

DATE

AUTHORIZED SIGNATURE

City of Creve Coeur
Qutotation/Requisition Form

This form must be completed for all purchases with a material value of $751 or more.

DEPARTMENT: FINANCE LINE ITEM: DAUTEL ROAD REALIGNMENT ACCOUNT: 02-61-71-9510-11604

ACTUAL ITEMS TO BE PURCHASED: DAUTEL ROAD REALIGNMENT

MUST COMPLETE ALL VENDOR INFORMATION AND VENDOR # (WHEN POSSIBLE)

VENDOR: PACE REALTY FUND LLC ADDRESS: 1401 S BRENTWOOD BLVD STE 900, ST. LOUIS, MO 63144

PHONE #: VENDOR #:

ITEM	QTY	UNIT	MOD/CAT#	ITEM DESCRIPTION	UNIT COST	TOTAL
1	1				200,000.00	200,000.00
2						0.00
3						0.00
4						0.00
					S & H	
					TOTAL	200,000.00

Attach additional sheets if needed.

VENDOR: ADDRESS:

PHONE #: VENDOR #:

ITEM	QTY	UNIT	MOD/CAT#	ITEM DESCRIPTION	UNIT COST	TOTAL
1						0.00
2						0.00
3						0.00
4						0.00
					S & H	
					TOTAL	0.00

VENDOR: ADDRESS:

PHONE #: VENDOR #:

ITEM	QTY	UNIT	MOD/CAT#	ITEM DESCRIPTION	UNIT COST	TOTAL
1						0.00
2						0.00
3						0.00
4						0.00
					S & H	
					TOTAL	0.00

RECOMMENDED VENDOR: PACE REALTY FUND LLC VENDOR # 00065 VENDOR ADDRESS # 1122

1291

Reason (mark all that apply)

Lowest Price ____ Environmental Pref. ____ Emergency Purchase ____ State Purchase Contract ____
Best Terms/Del. ____ Local/Reg. Pref. ____ Proprietary Item ____ Matches Existing Equipt. ____
Quality ____ Other ____ Sole Source ____ Other ____

If fewer than 3 bids obtained, why (mark all that apply)

Briefly describe how environmental preference as defined in Section 2-216(b) and 2-218(a)2 of the Purchasing policy was considered:

Briefly describe how local or regional buying preference as defined in Section 2-218(a)1 of the Purchasing policy was considered:

RECEIVED
AUG 01 2011
FINANCE DEPT.

Person taking quotes: ____ Date: ____ Dept. Head Approval/Date: DAN SMITH / 8-1-11

Finance Approval: ____ Date: ____

CA-22 (Rev 10/10)

VENDOR NO. 01540 CHECK DATE 08/12/2011 CK. NO. 7191

INVOICE NO.	INVOICE DATE	DESCRIPTION	INVOICE AMOUNT	DISCOUNT	NET AMOUNT
080111	08/01/11	DAUTEL ROAD REALIG	200000.00	0.00	200000.00
PACE-CREVE COEUR ASSOCIATES			200000.00	0.00	200000.00

CHECK IS VOID IF ANY OF THE FOLLOWING SECURITY FEATURES ARE ABSENT: ORIGINAL DOCUMENT PRINTED ON CHEMICAL REACTIVE PAPER

CITY OF CREVE COEUR
ACCOUNTS PAYABLE
300 N. NEW BALLAS RD.
CREVE COEUR, MO 63141

PULASKI BANK
ST. LOUIS, MO 63141

80-7355/2810

CHECK DATE	CHECK NO.
08/12/2011	7191

AMOUNT
****200,000.00

PAY TWO HUNDRED THOUSAND DOLLARS AND 00 CENTS

TO THE ORDER OF
PACE-CREVE COEUR ASSOCIATES
1401 S. BRENTWOOD BLVD/
SUITE 900
ST. LOUIS, MO 63144

RUB RED IMAGE - DISAPPEARS WITH HEAT

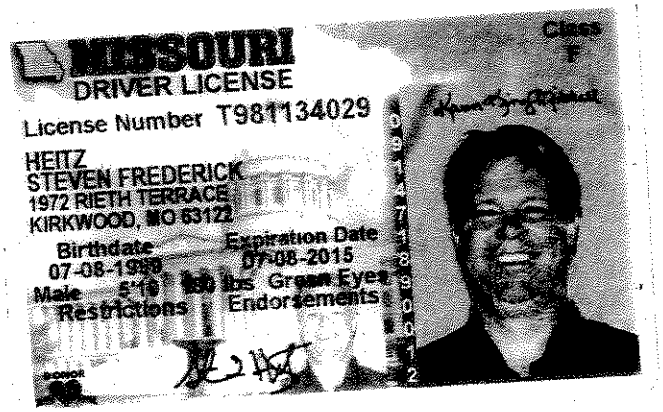
Mark C Peters
AUTHORIZED SIGNATURE

Daniel J. Smith
AUTHORIZED SIGNATURE

SECURITY FEATURES INCLUDED, DETAILS ON BACK.

SEE BACK FOR ARTIFICIAL WATERMARK

⑈007191⑈ ⑆281073555⑆06700001114⑈


MISSOURI
DRIVER LICENSE
License Number T981134029
HEITZ
STEVEN FREDERICK
1972 RIETH TERRACE
KIRKWOOD, MO 63122
Birthdate
07-08-1960
Expiration Date
07-08-2015
Male
Restrictions
Endorsements
Class
F