

LORRAINE PRINDLE
Senior Paralegal
(612) 492-6594
FAX (612) 340-2644
Prindle.lorraine@dorsey.com

October 31, 2016

VIA E-MAIL AND U.S.MAIL

Planning Division
City of Bloomington
1800 W. Old Shakopee Road
Bloomington, MN 55431

Re: 1700 American Boulevard East, Bloomington, MN-Grand Lodge Hotel (the
"Property")
PID 02-027-24-11-0056

Dear Sir or Madam:

We request a zoning compliance letter on the above Property confirming the following information regarding the Property, as shown on and in the form of the letter attached hereto issued by the City of Bloomington on March 15, 2010:

Current Zoning and Comprehensive Land Use Plan Designation

Conformance with Current Zoning Requirements

Stating the Utilities Serving the Property

Right to Rebuild Following Casualty

No Further Approval or Licenses Required

Compliance with Subdivision Regulations

No Application(s) Pending

Certificate of Occupancy

Violations Outstanding or Development Related Fees Paid

Flood Zone Designation

Planning Division
City of Bloomington
October 31, 2016
Page 2

Enclosed please find a check in the amount of \$95, payable to the City of Bloomington, for the zoning compliance letter.

Please address this letter to: GWR Minnesota Property Owner LLC, c/o Great Wolf Resorts, Inc., 525 Junction Road, Suite 6000 South, Madison, Wisconsin 53717, Attention: Craig Johnson, General Counsel but send it to my attention by email followed by a hard copy.

Thank you.

Sincerely,

DORSEY & WHITNEY LLP

A handwritten signature in cursive script, appearing to read "Lorraine M. Prindle".

Lorraine M. Prindle
Senior Paralegal

cc: Mark Hamel
Derek J. Taylor



March 15, 2010

WSI (I)-MOA, LLC
ATTN: Rachel J. Elvester
Fabyanske, Westra, Hart & Thomson
800 LaSalle Avenue, Suite 1900
Minneapolis, MN 55402

Re: 1700 American Boulevard East (Property) - Grand Lodge Hotel
PID 02-027-24-11-0056

Dear Ms. Elvester:

In response to a request from you dated March 11, 2010, requesting certain land use information regarding the Property, please be advised of the following as of the date hereof:

- 1) Current Zoning and Comprehensive Land Use Plan Designation: The land is zoned FD-1(PD, AR-22) -- Freeway Development with Planned Development and Airport Runway Overlay Zones and is subject to the use restrictions and performance standards in the Bloomington City Code. The Comprehensive Plan Land Use Plan designates the Property as Community Commercial.
- 2) Conformance with Current Zoning Requirements: The Property use as a full service hotel with associated water park is a Conditional Use in the FD-1 Zoning District. As a Planned Development, the use is allowed without the issuance of a Conditional Use Permit. The property received all required approvals in 2004 for a 357,980 square foot, eight story, full service hotel and water park. The approval was for a 403 room hotel and a 68,480 square foot water park. The proposed development contained 593 parking spaces (500 surface parking and 93 lower level garage spaces).

When the property was constructed and inspected, the property was in compliance with all the applicable City Codes and the Development Agreement for the development. Considering materials and records on file, I cannot determine the level of continued compliance with the City Code development standards. To complete such a review, I will require an as-built survey including all parking delineated; detailed lighting plans, landscaping plans, and elevation information and exact use details.

The following approvals have been granted for the Property:

- April 19, 2004 -- Revised final development plan for a hotel development, The Wirth Companies, Inc. (Case 6001A-04)

WSI (I)-MOA, LLC

March 15, 2010

Page 2

- September 27, 2009 -- Revised final development plan for building exterior modification and change in condition, Decathlon Exchange, LLC, 08/23/2004, Approval. (Case 6001B-04)
- October 4, 2004 -- MSP Airport Zoning Permit--height variance for two tower cranes and two mobile cranes to construct the Grand Lodge and Water Park of America , The Wirth Companies, Inc. (Case 6001C-04)
- December 18, 2006 -- Variance to increase sign area from 225 sq ft to 250.96 sq ft, Variance to increase allowed sign area from 400 sq ft to 466.75 sq ft on the north elevation, Variance to increase the allowed sign area from 400 sq ft to 494 square on the east elevation, Water Park of America. (Case 6001ABC-06)

The aforementioned sign variances remain in full force and effect unless the property is vacated and the signs are not used for 365 consecutive days.

- 3) Utilities serving the property: According to the City of Bloomington Public Works Division records, the property is served by water, sanitary sewer and storm sewer. All other utilities are provided by non-City providers. Please contact the appropriate provider for detailed information on other services to the property.
- 4) Right to Rebuild Following Casualty: The full service hotel with associated water park may continue following casualty, in accordance with the applicable Final Development Plan at the time of reconstruction. If the property is non-conforming to the approved Final Development Plan, which cannot be accurately determined without a full review of an as built survey and development details, and in the event of casualty, the Property would be required to meet the requirements of the Final Development Plan when reconstructed.
- 5) No Further Approvals or Licenses Required: The current use by its present owners (full service hotel with associated water park) is a conditional use under the Zoning Ordinance may be continued without necessity of any rezoning, special exceptions, use permit, variance or other approval. I am not aware of any other permit or license required by this jurisdiction that a purchaser must obtain before it may acquire the Project or before the Project may continue to be used in the manner in which it is presently being used.
- 6) Compliance with Subdivision Regulations: The Project complies with, or is otherwise exempt from, applicable subdivision regulations. In December of 1998, a Plat was approved and subsequently filed.
- 7) No Application(s) Pending: No application for rezoning of the Project, or for a special or conditional use permit or variance in connection with the Property or Project, is now pending. No proceeding to challenge zoning or other governmental approval or use of the Project is pending, or to the best of my knowledge, overtly threatened.
- 8) Certificate of Occupancy: I am unable to locate a certificate of occupancy for the Project from our records. When the building was constructed, the Certificate of Occupancy was the final inspection card which is stored on a construction site. Once all the inspectors had signed the card, which acted as the Certificate of occupancy and we do not have a copy in our office.

WSI (I)-MOA, LLC

March 15, 2010

Page 3

I have no reason to believe a Certificate of Occupancy was not properly issued given the case file history described above and computer records documenting over 80 inspections for the foundation permit (Permit #0407717) and over 130 inspections for the building permit (Permit #0410891), which the final entries affirmed the completion of the permit card.

The absence of a Certificate of Occupancy under such circumstances would not give rise to any enforcement action affecting the Project. It is not necessary for a new purchaser of the Property to obtain either a new Certificate of Occupancy or an amendment to the existing Certificate of Occupancy in order to own, use and occupy the Project in the manner which it is approved.

- 9) Violations Outstanding or Development Related Fees Paid: I am unaware of any documented violations applicable to any zoning, subdivision, building or similar ordinances or regulations applicable to the Project within the past three years, or any pending or contemplated enforcement proceedings against the Project. All required fees have been paid in connection with the development and use of the Project, including any impact-related fees, have been paid, and no such fees which would have applicability to the Project are otherwise pending or known at this time.
- 10) Flood Zone Designation: The Property is not located in a Flood Hazard Overlay Zoning District. The Flood Insurance Rate Map (FIRM) for the City of Bloomington designates the Property as Zone X on Panel Number 2753C0457E dated September 2, 2004.

This information was researched by the person signing this letter on behalf of the City of Bloomington, on request, as a service. The undersigned certifies that the above information is believed to be accurate based on or relating to the information supplied in the request for this zoning verification and the information on file with the City of Bloomington. The City assumes no liability for errors or omissions. All information was obtained from public records which may be inspected during regular business hours.

Please contact me at (952) 563-8926 or lpease@ci.bloomington.mn.us for any questions.

Sincerely,



Londell Pease, Planner
Community Development Division