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March 1, 2017

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

Re: Application Submittal: Rezoning, Comprehensive Plan Amendment, and Text
Amendment Submittal.
Our File #27,171-01

Dear Glen:

This firm represents Delta Metro Lands LLC (the "Applicant"), an affiliate of the owner of Mall of America, with regard to the proposed rezoning and guidance of the properties addressed as 8200 28th Avenue South and 8201 24th Avenue South (together, the "Adjoining Lands"), east of the Mall of America in the City of Bloomington (the "City"). The purpose of this letter is to provide the required narrative for the following applications:

1. Comprehensive Guide Plan Amendment

The Adjoining Lands site is currently guided as "Innovation and Technology" in the City's Land Use Guide Plan (the "Guide Plan"). Applicant requests the City amend the Guide Plan to reclassify the Adjoining Lands as "High Intensity Mixed Use," consistent with the existing Mall of America properties. Reguiding the Adjoining Lands to High Intensity Mixed Use will allow for the high-quality investment in development that furthers the broader vision of the South Loop District. The amendment will allow the property to develop in a manner that builds on the South Loop District's character as a regional mixed-use destination, take advantage of the existing infrastructure investments by the City, and transform the district to a more urban character.

2. Rezoning from CO-2 to CX-2 District

Applicant requests that the City rezone the Adjoining Lands from the Commercial-Office/Mixed Use (CO-2) District to the Mixed Use (CX-2) District. In conjunction with the Comprehensive Plan map amendment, the rezoning the Adjoining Lands to CX-2 will allow the property to accommodate development that includes a broad mix of uses, while efficiently using existing

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transit and transportation infrastructure. The applications will further the South Loop District's character as an international mixed-use destination.

3. Text Amendment to the CX-2 District

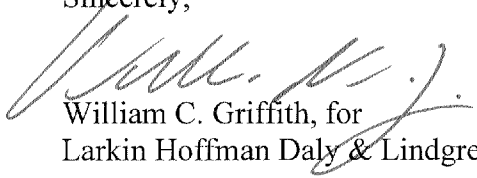
Applicant requests that the City amend the uses allowed in the CX-2 District under Section 21.207.01 and Table 21.209(f). Applicant further seeks to revise or create new definitions for uses under Section 19.03, as well as an amendment to Section 21.301.01, which governs the development intensity and site characteristics for the CX-2 District. The proposed text amendment language is attached.

Please find the following attached materials:

1. Completed application form;
2. Memorandum of proposed text amendment language;
3. Comprehensive Plan amendment fee of \$1,660;
4. Rezoning application fee of \$1,660;
5. Ordinance amendment fee of \$1,660; and
6. Survey and legal description.

Please let me know if you have any questions. Thank you.

Sincerely,



William C. Griffith, for
Larkin Hoffman Daly & Lindgren Ltd.

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Direct Fax: 952-842-1729
Email: wgriffith@larkinhoffman.com

Enclosures

cc: Kurt Hagen

(Per First American Title Insurance Company Commitment for Title Insurance, Commitment No. NCS-780355-MPLS.
Commitment Date February 22, 2016, Revised March 23, 2016)

The land described in the Survey is the same as described in said Title Commitment described as follows:

Lot 1, Block 1, Mall of America 4th Addition, according to the recorded plat thereof, Hennepin County, Minnesota.

ABSTRACT and TORRENS Property: Certificate of Title No. 1394616.

The Torrens (registered) portion of the land is described as follows:
That part of Lot 1, Block 1, Mail of America 4th Addition embraced within that part of the Northwest Quarter of the Southeast Quarter of Section 1, Township 27, Range 24 described as follows:
Beginning at the Northeast corner of said Northwest Quarter of the Southeast Quarter of said Section 1, then East along the North line of said Northwest Quarter, 660 feet to the North 330 feet East and south 330 feet West along the North line of said Northwest Quarter, 660 feet to the East line of Northwest Quarter of the North line of said Southeast Quarter of said Section 1, then North 330 feet East and south 330 feet West along the North line of said Northwest Quarter, 660 feet to the East line of Northwest Quarter of Southeast Quarter of said Section 1, thence North to the point of beginning.

* The plat of MALL OF AMERICA 4TH ADDITION was filed of record on December 13, 1991, as R.T. Document No. 2222351 and December 17, 1991, as G.R. Document No. 5855514.

[] Bearings and/or dimensions listed within brackets are per plat or record documents.

(A)	Denotes Abstract
AD	Denotes advertising/irrig. sign.
AG	Denotes baggage/traffic sign
CB	Denotes catch basin
CC	Denotes center control box
CEB	Denotes communications box
DE	Denotes electric box
EMH	Denotes electric manhole
GAS	Denotes gas line
GPSP	Denotes gas pipe
GW	Denotes gas meter
GH	Denotes guy wire
GTP	Denotes ground
HC	Denotes hand hole
HC	Denotes hand communication hand hole
HHE	Denotes electric hand hole
HYD	Denotes fire hydrant
LC	Denotes light
LC	Denotes light rail control light
LRC	Denotes low voltage power pole
MC	Denotes monitoring
MCWELL	Denotes overhead electric
OE	Denotes overhead power line
PKS	Denotes parking sign
PP	Denotes power pole
PP	Denotes power line light pole
RRCL	Denotes railroad crossing light
SP	Denotes street power pole
SAN S	Denotes sanitary sewer
SMH	Denotes storm manhole
SP	Denotes sprinkler box
ST S	Denotes storm sewer
(T)	Denotes Trench
TCS	Denotes traffic control sign
TL	Denotes traffic light
TS	Denotes telephone box
TMH	Denotes telephone manhole
TRANS	Denotes electric transformer
TR	Denotes traffic
UG COM	Denotes underground communication
UG	Denotes underground cable TV
UG EC	Denotes underground electric
UG TELE	Denotes underground telephone
WMH	Denotes water manhole
WMH	Denotes water meter
WD	Denotes decorative brick

- 1) Survey bearing basis: Hennepin County Coordinate System.
- 2) "No Buildings Observed" on the surveyed property in the process of conducting the fieldwork.
- 3) There was no evidence of recent earth-moving work, building construction or building additions observed in the process of conducting the fieldwork.
- 4) There are no proposed changes in street right of way lines per the City of Minneapolis Engineering Department. There was no evidence of recent street or sidewalk construction or repairs observed in the process of conducting the fieldwork.
- 5) There were no wetland delineation markers observed in the process of conducting the fieldwork.
- 6) The property has access to and from 82nd Street E, a daily access public street and highway.

(1) Visible above ground evidence of utilities is shown here on field location. Underground utilities are shown hereon for reference only.

(2) Other underground utilities of which we are uncertain may exist. Verify all utilities critical to construction or design.

(3) Contact COWPER STATE ONE CALL at 651-454-0002 (800-292-1188) for precise aerial location of utilities prior to any excavation.

FLOOD ZONE NOTE

The subject property lies within Zone X (Area determined to be outside the 0.2% annual chance floodway) per the National Flood Insurance Program, Flood Insurance Rate Map Community Panel Number 275230 0419 E. State Street, St. Joseph, MO 64504. This information was obtained from the FEMA Map Service Center web site.

1,367,365 Sq. Ft. or 31,390 Acres

Parking Information: Parking area point striping, as maintained, is indicated on this survey. There is additional joint point striping in some areas which is not shown.

Parking spaces maintained: 1896 Regular Spaces
6 Handicap Spaces
1902 Total Spaces

First American Title Insurance Company Commitment for Title Insurance, Commitment No. NCS-780355-MPLS, Commitment Date February 22, 2016, Revised March 23, 2016, was relied upon as to matters of record.

Expenditures are indicated as money with dollar numbers unless otherwise noted. Items not listed below are standard

Exceptions are indicated on survey with circled numbers unless otherwise noted. Items not listed below are standard

9. Easements for drainage and utility purposes as shown on the recorded plat of Mall of America 45th Addition, recorded December 13, 1991, as Document No. 2222351 (Torres) and recorded December 17, 1991, as Document No. 5855514 (Astrack).
10. The boundaries of the registered portion of the land description have been judicially determined and the corners marked by Judicial Monuments pursuant to Order recorded June 5, 1979 as Document No. 1323284 (Torres), as recited on the Certificate of Title.
11. Easement for drainage purposes, together with any incidental rights, in favor of Hennepin County, Minnesota, as granted and described in the Quit Claim Deed, dated March 12, 1981, recorded March 13, 1981 as Document No. 6450721 (Astrack), and also the Quit Claim Deed, dated January 10, 1980, recorded March 13, 1981 as Document No. 6171374 (Astrack). [Lies entirely within the public rights of way of 24th Ave. S and 66th Shoreway Rd. - not shown]
12. Easement for sidewalk and bikeway purposes, together with any incidental rights, in favor of the City of Bloomington, Minnesota, as described in the Easement, dated December 13, 1991, recorded December 17, 1991 as Document No. 5855515 (Torres).
13. Terms, conditions, covenants, restrictions, provisions and easements set forth in the Metropolitan Airports Commission Ordinance of Aviation and Clearance Easements, dated November 24, 2009, as recorded December 30, 2009, as Document No. A9450033 and Document No. T4702330, as modified by Amendment Number 1 to Metropolitan Airports Commission Declaration of Aviation and Clearance Easements, dated August 31, 2010, as recorded October 30, 2010 as Document No. A10450033, and the Ordinance of the State of Minnesota, Chapter 66A, Stats. 66A.01, Stats. 66A.02, Stats. 66A.03, Stats. 66A.04, Stats. 66A.05, Stats. 66A.06, Stats. 66A.07, Stats. 66A.08, Stats. 66A.09, Stats. 66A.10, Stats. 66A.11, Stats. 66A.12, Stats. 66A.13, Stats. 66A.14, Stats. 66A.15, Stats. 66A.16, Stats. 66A.17, Stats. 66A.18, Stats. 66A.19, Stats. 66A.20, Stats. 66A.21, Stats. 66A.22, Stats. 66A.23, Stats. 66A.24, Stats. 66A.25, Stats. 66A.26, Stats. 66A.27, Stats. 66A.28, Stats. 66A.29, Stats. 66A.30, Stats. 66A.31, 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This is to certify that this map or plot and the survey on which it is based were made in accordance with the 2016 Minimum Standard Detail Requirements for ALTA/NSPS Land Title Surveys, jointly established and adopted by ALTA and NSPS, and includes items 1, 2, 3, 4, 8, 16, 17, and 18 of Table A thereof. The field work was completed on May 24, 2016.

SUNDE LAND SURVEYING, LLC.

By: Mark S. Hanson
Mark S. Hanson, P.L.S. Minn. Lic. No. 15480

