



Memphis and Shelby County
Office of Planning and Development

CITY HALL 125 NORTH MAIN STREET-SUITE 468 MEMPHIS, TENNESSEE 38103-2084 (901) 576-6619

Don

APPLICATION FOR
PLANNED DEVELOPMENT APPROVAL

Date: 9/23/2011

Case #: 110 11-317

PLEASE TYPE OR PRINT

Name of Development: Overton Square Planned Development

Property Owner of Record: Overton Square Investors, LLC Attn: Blake Fisher Phone #: 303-414-1964

Mailing Address: 5619 DTC Parkway, Ste. 1150 City/State: Greenwood Village, CO Zip 80111

Property Owner E-Mail Address: bffisher@fisher-capital.com

Applicant: Loeb Properties, Inc. Attn: Matt Prince Phone # 901-761-3333

Mailing Address: 825 Valleybrook Dr. City/State: Memphis, TN Zip 38120

Applicant E-Mail Address: MattP@loebproperties.com

Representative: Steve Barlow, Atty. Brewer & Barlow Phone #: 901-866-1442

Mailing Address: 20 S. Dudley, Ste. 806 City/State: Memphis, TN Zip 38103

Representative E-Mail Address: steve@brewerbarlow.com

Engineer/Surveyor: The Reaves Firm, Inc. Phone # 901-761-2016

Mailing Address: 5880 Ridge Bend Rd. City/State: Memphis, TN Zip 38120

Engineer/Surveyor E-Mail Address: info@reavesfirm.com

Street Address Location: Subject property is bounded by Cooper, Monroe, Florence & Trimble

Distance to nearest intersecting street: See description above

| | Parcel 1 | Parcel 2 | Parcel 3 |
|---------------------------|----------------------------|----------|----------|
| Area in Acres: | <u>3.359 Ac.</u> | | |
| Existing Zoning: | <u>CMU-3, 1 & RU-3</u> | | |
| Existing Use of Property | <u>Paved Parking</u> | | |
| Requested Use of Property | <u>Mixed Uses</u> | | |

Pre-Application Conference held on: _____ with _____

Neighborhood Meeting Requirement Met: Yes or No (Circle one)
(If yes, documentation must be included with application materials)

I (we) hereby make application for the Planned Development described above and on the accompanying materials. I (we) accept responsibility for any errors or omissions which may result in the postponement of the application being reviewed by the Memphis & Shelby County Land Use Control Board at the next available hearing date. I (We), owner(s) of the above described property hereby authorize the filing of this application and the above named persons to act on my behalf.

[Signature] 9/26/11 [Signature] 9/27/11
Property Owner of Record Date Applicant Date

REQUIREMENTS PRIOR TO APPLICATION SUBMISSION

PRE-APPLICATION CONFERENCE - Not more than six (6) months nor less than five (5) working days prior to filing an application, the applicant shall arrange for a mandatory pre-application conference with OPD. After consultation with an OPD staff member and obtaining his/her signature on the application a full application may be submitted.

NEIGHBORHOOD MEETING - At least ten (10) days prior to a public hearing before the Land Use Control Board, the applicant shall provide an opportunity to meet with representatives from neighborhoods adjacent to the development site. To comply with this requirement, the applicant shall send a letter to the neighborhood associations and all adjacent property owners to the site requesting to meet with them concerning the application. It is the responsibility of the applicant to schedule and hold this neighborhood meeting.

The following documentation shall be provided to OPD to verify compliance with this requirement: A copy of the letter sent to neighborhood associations and abutting property owners and a copy of the mailing list used to send notice.

**GUIDE FOR SUBMITTING
PLANNED DEVELOPMENT APPLICATION**

- A. **THE APPLICATION** - Five (5) collated sets of this application in accordance with the requirements of the Unified Development Code and as outlined below shall be submitted to OPD. The following information is required to be submitted for consideration as a complete application, and except for copies of the Outline and/or Site/Concept Plan, shall be provided on sheets of 8.5"x11" in size. The application with original signatures shall be completed either with legible print or typewritten. Each application set shall be compiled in the following order:
- 1) One (1) original Application, 8.5"x11" Outline and/or Site/Concept Plan, Legal Description, Vicinity Map, 2-3 sets of gummed-backed Mailing Labels, 2 sets of paper copied Mailing Labels, Letter of Intent, 20"x24" Outline and/or Site/Concept Plan, copy of Deed(s).
 - 2) Four (4) sets of copies in the following order: Application, 8.5"x11" Outline and/or Site/Concept Plan, Legal Description, and Vicinity Map, Letter of Intent, 20"x24" Outline and/or Site/Concept Plans.
 - 3) A compact disc with all submittal documents in "PDF" and any proposed conditions in "WORD".
- (For additional information concerning these requirements contact Land Use Control Section at (901) 576-6619.)*
- B. **LETTER OF INTENT** - The letter shall include the following:
- a) A brief narrative statement generally describing the nature, location and extent of the development and the market it is intended to serve.
 - b) A list of any professional consultants associated with the proposed development.
 - c) A written statement generally describing the relationship of the proposed development to the current policies and plans of the City and County. The statement shall include how the proposed development is to be designed, arranged and operated in order to limit impact to neighboring properties.
 - d) A description of the applicant's planning objectives, the approaches to be followed in achieving those objectives.
- C. **OUTLINE PLAN**
- 1) Five (5) copies of an Outline Plan shall be submitted and drawn at a scale of not less 1"=100' for developments of less than 150 acres, 1"=200' for developments between 150 and 1,000 acres, and 1"=300' feet for developments in excess of 1,000 acres. If property is encumbered by easements, show type and location on plot plan.
 - 2) Five (5) copies of legal description shall be attached to plot plan if not shown or described on the plan
- D. **SITE/CONCEPT PLAN** - Five (5) copies of the site/concept plan shall be submitted and depict the following: (a) property boundary lines and dimensions, existing utilities and easements, roadways, rail lines and public rights-of-way, crossing adjacent to the subject property; (b) the proposed height, dimensions and arrangements of buildings on the property; (c) the type and location of proposed landscaping; (d) the location of points of ingress/egress (driveways), parking lots and loading areas on the site; and (e) any proposed substantial re-grading of the site and any significant topographical or physical features of the site including water courses or ponds. Site/Concept plans shall be drawn at a scale of not less 1"=100' for developments of less than 150 acres, 1"=200' for developments between 150 and 1,000 acres, and 1"=300' feet for developments in excess of 1,000 acres.
- E. **VICINITY MAP**
- 1) Five (5) copies showing the subject property (boldly outlined) and all parcels within a 500' radius. If the 500' radius includes less than 25 property owners, the radius shall be extended at 100' intervals to reach a minimum of 25 property owners provided, however, that the maximum total radius is 1,500'. Show for each parcel its dimensions, owner's name (on the vicinity map unless prior approval is given to do otherwise) and the public streets, alleys or private drives that it abuts. In situations where the parcels on the map are so small that the property owner's names are unable to fit and numbered legend is used, every effort should be made to place the legend on the map itself and not a separate sheet.
 - 2) Three (3) copies of vicinity map without the owner's name.
- F. **LIST OF NAMES AND ADDRESSES**
- 1) Two (2) complete lists of names and mailing addresses, including zip codes, of all owners shown on the vicinity map, typewritten on 1"x 2^{5/8}" self-adhesive mailing labels and 2 paper sets. Three (3) sets of gummed back mailing labels and paper copies are needed for subject properties located in Shelby County but within five (5) miles of the Memphis City limits.
 - 2) Five (5) self-adhesive mailing labels (1"x 2^{5/8}" each for the owner of record, applicant, representative and/or engineer/surveyor.
- G. **FILING FEES** *(All Fees Are Subject To Change without Prior Notice)*
- 1) Planned Development: 5.0 Acres or less=\$1,000. Each additional acre or fraction thereof =\$75, Maximum =\$5,000. Make check payable to "M/SC Office of Planning and Development"

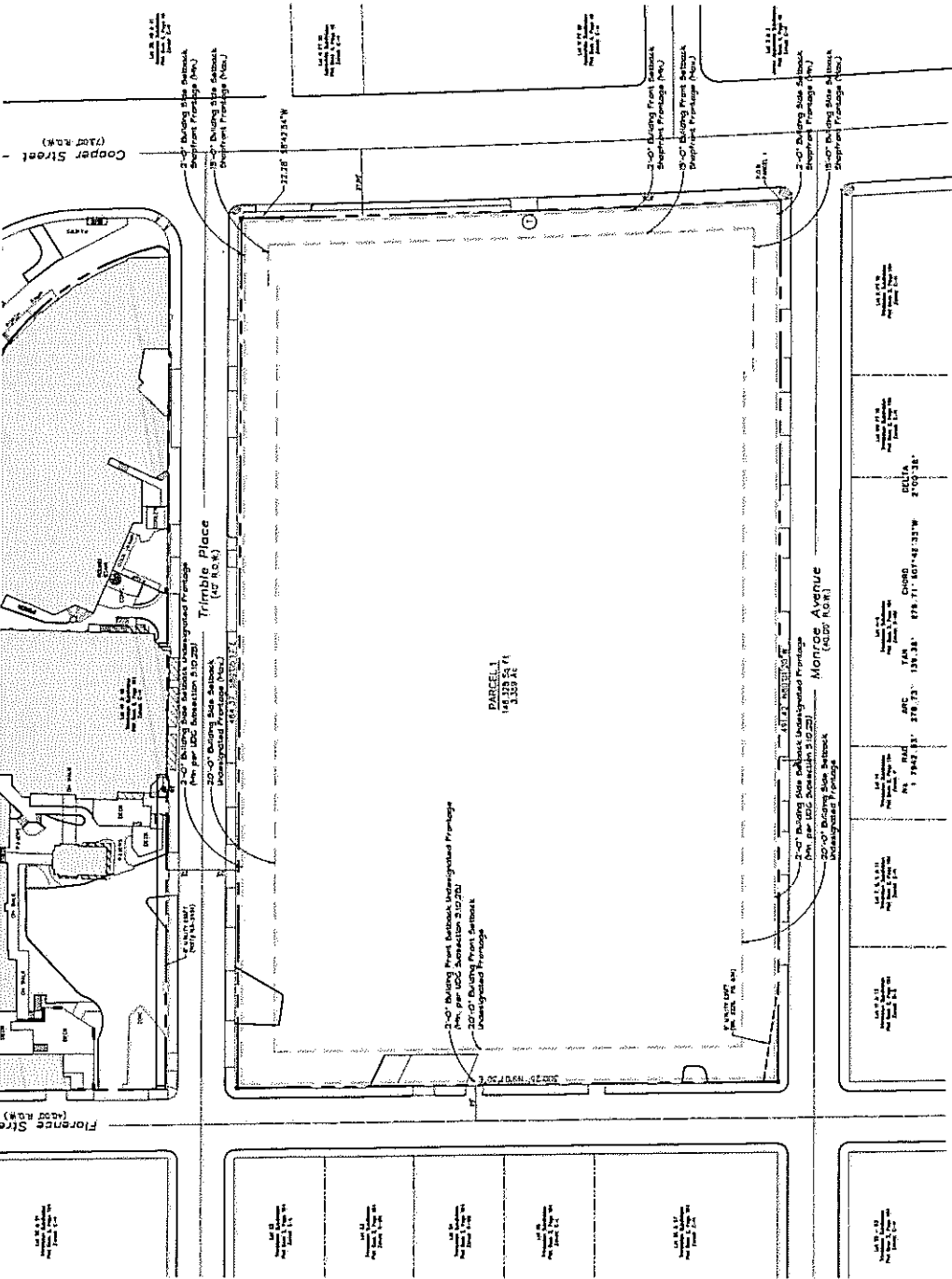
LAND USE OWNERSHIP DISCLOSURE

Please identify every person who has an ownership interest of 10% or more in the subject application whether they be the current owners, the contract buyers, or the lenders. If current owner or contract buyers are public corporations, please note the fact and list no other owners. Only lenders which are not institutions (banks, saving and loans or credit unions) need be listed.

| NAMES | ADDRESSES |
|--|-----------------------------------|
| CURRENT OWNERS <u>Overton Square Investors</u> | <u>5619 DTC Parkway, Ste 1150</u> |
| <u>Attn: Blake Fisher</u> | _____ |
| _____ | _____ |
| _____ | _____ |
| CONTRACT | |
| OWNERS/BUYERS <u>Loeb Properties, Inc.</u> | <u>825 Valleybrook Dr.</u> |
| _____ | _____ |
| _____ | _____ |
| <u>NON-INSTITUTIONAL LENDERS INCLUDING SELLER(S) IF THE PENDING SALE IS OWNER FINANCED</u> | |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |



NOT TO SCALE



40 0 40
GRAPHIC SCALE IN FEET
SCALE: 1"=40'

OUTLINE PLAN PD #F-##
OVERTON SQUARE PD
OWNERS: OVERTON SQUARE INVESTORS
DEVELOPER: LOEB PROPERTIES, INC.
3.359 ACRES
WARD 17, BLOCK 73, PARCEL 1, 2, 3, 11
MEMPHIS, TENNESSEE
SEPTEMBER 2011
SHEET 2 of 3



Overton Square PD Application
Outline Plan
Loeb Properties • Memphis, TN
01.11.07.03 • September 22, 2011
CONTRACT: 18-0111-0001

Vicinity Map



Date: 09/19/11
 Prepared By:
 Property Research Data
 PRD Job #11-060

Planning Objectives: Overton Square Planned Development

(Conformance with Planned Development Purpose, Applicability and General Provisions 4.11.1, 2 &3)

History and Need for New Development

The proposed planned development is located in Overton Square, a historically important place in Memphis. Overton Square was originally built as a commercial center in an early twentieth century neighborhood and became our City's first entertainment district in the 1970's. For many decades, Overton Square has drawn people from all over this region and beyond to its collection of restaurants, theatres and retail uses. In recent years retail activity has dwindled in Overton Square as in many of our traditional neighborhood centers as retail has moved to suburban locations. It has been 40 years since the original collection of restaurants were developed as "Overton Square" the entertainment center. For a variety of reasons, a number of those have closed, leaving behind an under-utilized but centrally located commercial district.

Description of Proposed Development

This planned development proposes the strategic commercial redevelopment of a core portion of Overton Square. The newly revitalized commercial center will provide shopping conveniently located for surrounding residents and will draw regional audiences for theater, entertainment and the arts. The development will provide structured parking as a public facility in support of many existing and future restaurants, existing theaters, and other businesses within walking distance to the new parking facility.

A primary objective is to restore Overton Square as the commercial, cultural and social center of the neighborhood, with a regional draw. Residents from surrounding neighborhoods will have an enjoyable walk or bicycle trip to shop, eat or go to the theater. Regional customers and tourists will be drawn to Overton Square to enjoy the ambience of a restored neighborhood and arts center in a historic district. Motorist will be encouraged to park once and walk to their destination.

Relationship to City Plans

The Overton Square Planned Development will help to further implement the vision set forth in the City sponsored "Heart of the Arts" Plan. The City has agreed to support the implementation of this Plan through the construction of a publicly accessible parking facility on site. A drainage detention facility under the garage will significantly advance the City's efforts to reduce flooding in the neighborhoods located within the Lick Creek drainage area.

Conformance with Midtown Overlay

The Overton Square Planned Development will be designed and constructed to substantially comply with the Midtown Overlay guidelines. The parking structure will be screened from Cooper Street, which is designated "Shopfront" frontage in the Midtown Overlay. New buildings along Cooper will be pulled up to the sidewalk, and building elevations will be sensitively designed to fit into the historic character of Overton Square and Midtown, with minor variations where necessary to appropriately connect the revitalized commercial center to the publicly accessible parking structure. Streetscapes along Cooper will feature wide sidewalks, street trees, curbside parking and bicycle racks. Building elevations will conform to Midtown Overlay regulations. The planned development will reduce by more than 50% the amount of property in the footprint that is used for surface paved parking, and will maximize the benefit of the smaller surface parking footprint by building a multi-level garage. The parking garage will include a storm water drainage detention facility designed by the City to resolve in part the Lick Creek flooding problem.

Existing Zoning is Unplanned and Out of Date

The proposed site zoning is currently split between Commercial Mixed Use Districts, CMU-1 and CMU-3 and Residential Mixed Use (RU-3). The current pattern has evolved through incremental changes over years and is not based on any master plan for the property or neighborhood. A development which followed the existing zoning pattern would not yield the appropriate mix of uses or urban design necessary to restore Overton Square as a commercial, cultural and social center of the neighborhood. Rezoning to one Commercial Mixed Use (CMU) District would allow the desired mix of uses but would not provide for the level of design review involved in a planned development.

A New Planned Development is Needed

A new planned development is needed to restore Overton Square as a commercial, cultural and social center of the neighborhood and as a central contributor to the success of the City sponsored "Heart of the Arts" plan. The plans and proposed conditions submitted with this planned development application are designed to substantially conform to the guidelines of the Midtown Overlay. Variations are requested only where necessary to appropriately fit the new development into the existing neighborhood and to accommodate the interconnection between the new commercial buildings, existing commercial properties and the public access parking garage. Cooper Street will be revitalized with new amenities that will encourage pedestrian and bicycle traffic, improve motorized vehicular traffic flows and provide improved parking options, while at the same time an underground storm water detention facility will be installed by the City to accomplish the objective of abating the Lick Creek flooding dilemma.

Proposed Conditions
Overton Square Planned Development
PD-11-3__

I. Uses Permitted

Uses shall be permitted in accordance with the Commercial Mixed Use (CMU-1) District in Article 1.5.1 of the Midtown District Overlay with the following additional uses.

- A. A multi-level parking garage and surface parking lot shall be permitted without any additional special use permit.
- B. Restaurants with sale of alcoholic beverages or brew pub shall be permitted without any additional special use permit.
- C. Bar, Tavern, Cocktail Lounge, Nightclub shall be permitted without any additional special use permit.
- D. Restaurant, Drive-in subject to site plan review by the Office of Planning and Development.
- E. Photo Finishing Laboratory
- F. Multi-modal Facility

II. Building and Parking Placement and Minimum Lot Area

- A. Setback Area, and Required Building Frontages
 - 1. Buildings along Cooper Street shall be located in accordance the requirements of Shopfront Frontage designation (Article 1.6.5) as specified by the Midtown Overlay (MO) District.
 - 2. Any building located at the corner of Cooper Street and Monroe Avenue shall conform to the requirements of Shopfront Frontage designation (Article 1.6.5) as specified by the Midtown Overlay (MO) District. Monroe Avenue shall be considered a side street.
 - 3. Any building located at the corner of Cooper Street and Trimble Place shall conform to the requirements of Shopfront Frontage designation (Article 1.6.5) as specified by the Midtown Overlay (MO) District. Trimble Place shall be considered a side street.
- B. Parking Structure Setback

The parking structure setback from Florence Street, Monroe Avenue and Trimble Place shall conform to Article 3.10.2 Undesignated Frontage Standards in the Unified Development Code.

C. Other Buildings

Any other buildings not on frontages regulated as Shopfront as described in Condition II A. above shall be governed by Article 3.10.2 Undesignated Frontage Standards for CMU-1 with the following exception:

Height shall be governed by the Height Map (Article 1.7) in the Midtown Overlay

D. Minimum Lot Area

There shall be no minimum lot area.

III. Building Elements

A. Maximum Uninterrupted Façade, Transparency -- Windows and doors, Building Entrance

1. Buildings fronting Cooper Street shall conform to all Elements requirements applying to building facades in accordance with Article 1.6.5 Shopfront Frontage designation in the Midtown Overlay District.
2. Buildings located at the corner of Cooper Street and Monroe Avenue and Cooper Street and Trimble Place shall conform to Article 1.6.5 in the Midtown Overlay District but shall be regulated as side streets.

B Building Height, Ground Floor Elevation, Floor to Floor Height

1. All buildings shall conform to the maximum height permitted by the Height Map (Article 1.7) in the Midtown Overlay
2. All new buildings with frontage on Cooper Street shall conform to the minimum ground floor elevation as applicable.
3. All new buildings with frontage on Cooper Street shall conform to the minimum floor to floor heights for a site located on a frontage designated Shopfront.

IV. Streetscape Standards (Midtown Overlay Article 1.8) and Landscape Requirements

1. Streetscape Plate S-1 or S-2 shall be installed and maintained along Cooper Street.
2. Streetscape Plate S-1, S-2, S-3 or S-4 shall be installed and maintained adjacent to the parking garage along Monroe Avenue and Trimble Place.
3. Streetscape Plate S-1, S-2, S-3, S-4 or S-13 shall be installed and maintained along Florence Street adjacent to the parking garage.
4. Additional landscaping shall be provided in the setback between the parking garage and Florence Street.
5. Streetscape Plate S-1, S-2, S-3, S-4, S-8, S-9, S-13 or S15 shall be installed and maintained for the portion of the site adjacent to the surface parking.

6. A detailed streetscape/landscape plan shall be submitted on any final plat which shall be reviewed by the Office of Planning and Development for conformance with Midtown Overlay District.

V. Site Development Standards --Location, Design and Screening of Loading, Service Areas, and Mechanical Equipment

1. A detailed plan of any loading and service areas and proposed screening shall be shown on the Final Plat and shall conform to Article 4 of the Unified Development Code subject to review and approval by the Office of Planning and Development.
2. All roof, ground and wall mounted mechanical equipment shall be screened in accordance with Article 4.7.8 D of the Unified Development Code.

VI. Signs

Signs shall conform to Article 4.10 Signs in the Unified Development Code.

VII. Outdoor Site Lighting

Outdoor Lighting shall conform to Article 4.8 Outdoor Site Lighting in the Unified Development Code.

VIII. Public Improvements

A. Sidewalks

The sidewalks along Cooper Street, Monroe Avenue, Florence Street and Trimble Avenue shall be reconstructed to match the required streetscapes in Condition 4 of this document.

B. Drainage

1. Onsite detention shall be provided for this site.
2. Drainage improvements including on-site detention shall be provided under a Standard Subdivision contract in accordance with the Subdivision Regulations and the City of Memphis Drainage Design Manual.
3. Drainage data for assessment of on-site detention requirements shall be submitted to and approved by the City Engineer.
4. Required landscaping shall not be placed on sewer or drainage easements.

IX. Access and Circulation

The City Engineer shall approve the design, number and location of curb cuts.

- X. Administrative Deviations apply to this site in accordance with Article 1.3.6 Midtown Overlay District.

- XI. Modifications to the concept plan may be approved administratively if they are in conformance with these planned development conditions.
- XII. The Land Use Control Board may modify the building and parking placement, building elements streetscapes and landscaping, site development standards, signs, outdoor site lighting and public improvements if equivalent alternatives are presented. Any adjacent property owner who is dissatisfied with the modifications approved by the Land Use Control Board may within ten days of such action file a written appeal to the Director of the Office of Planning and Development to have such action reviewed by the Memphis City Council.
- XIII. A final plan shall be filed within five (5) years of the approval of the outline plan. The Land Use Control Board may grant extensions at the request of the applicant.
- XIV. Existing lots on the site of this planned development shall be revoked with the filing of the first final plan.
- XV. Final Plans

Any final plan shall include the following:

- A. The outline plan conditions.
- B. A Standard Subdivision Contract as required by the Subdivision Regulations for any required public improvements.
- C. The exact locations and dimensions including height of buildings, parking areas, utility easements, drives, and required landscaping and screening for this development.
- D. The location and ownership, whether public or private, of any easement.
- E. All common open areas, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by the property owner and/or a property owners association. A statement to this effect shall be shown on the Final Plat.
- F. The areas denoted by "Reserved for Stormwater Detention" shall not be used as a building site or filled without first obtaining written permission from the City Engineer. The storm water detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by a property owner and/or owners association. Such maintenance shall be performed so to ensure that the system operates in accordance with the approved plan located in the City Engineer's Office. Such maintenance shall include but not be

limited to removal of sedimentation, fallen objects, debris and trash; mowing; outlet cleaning and repair of drainage structures.

- G. A property owners association may be required for the ownership and maintenance requirements of the Common Open Space areas (including medians). If a property owners association is needed, an instrument number for the recordation of the association shall be placed on the Final Plat prior to or concurrent with its recording with the Shelby County Register.

McDonalds Corporation
5645 Murray Rd
Memphis, TN 38119-3831

McDonell W Ellen
2692 Holly Springs Dr
Germantown, TN 38138-6269

McKinnon Leo H
62 S Cooper St
Memphis, TN 38104

MG Holdings LLC
6104 Macon Rd
Memphis, TN 38134-7502

Migliara Lawrence Jr.
673 Cypress Dr
Memphis, TN 38112-1709

Mirabile Properties
1900 Whitten Rd
Memphis, TN 38133-7026

Morrison Group
169 St Albans Fwy
Memphis, TN 38111

Nicholson Robert G
28 Diana St
Memphis, TN 38104

Overton Square Investors LLC
5619 Dtc Parkway
Greenwood Village, CO 80111

Pannell Faye
2126 Madison Ave
Memphis, TN 38104-6502

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2126 Madison Ave
Memphis, TN 38104-6502

Reagor Terry Realtors Inc.
2045 Madison Ave
Memphis, TN 38104-2748

Rioniotis Irene S
56 E Charlotte Cir
Memphis, TN 38117-2872

Roundabout Real Estate LLC
36 Galloway Oaks Cv
Memphis, TN 38111

Schwartz Roger J & Susan G
296 Buena Vista Pl
Memphis, TN 38112-5404

Schwartz Stephen J And Susan K
682 S Cox St
Memphis, TN 38104

Seyer Steven M
490 Cummins Dr
Chaffee, MO 63740

A N Investments LLC
820 Herbert Rd
Cordova, TN 38018

Bank Of Bartlett
6281 Stage Rd
Memphis, TN 38134

Beauvais Yves J
2167 Madison Ave
Memphis, TN 38104

Benitone Jerry D
2144 Monroe Ave
Memphis, TN 38104-4229

Boughton Daniel
6511 Kansas Ln
Takoma Park, MD 20912-4719

Campbell Jay
5029 Minden Rd
Memphis, TN 38117

Caruthers Jerry R
2075 Madison Ave
Memphis, TN 38104-2750

Chittom Family LP
31 Florence St
Memphis, TN 38104-4157

Circle K Stores Inc.
PO Box 52085
Phoenix, AZ 85072

Circuit Playhouse Inc.
51 S Cooper St
Memphis, TN 38104

Clark G Lewis
2151 Monroe Ave
Memphis, TN 38104-4230

Clark Richard L And Dianne R Dixon (RS)
2035 Madison Ave
Memphis, TN 38104-2748

Clover Properties LP
PO Box 171247
Memphis, TN 38187-1247

Cohen Degra L
19 N Cooper St
Memphis, TN 38104-6507

Cole AP Memphis TN LLC
450 N Brand Blvd
Glendale, CA 91203

Collier George P III & Angie B
2183 Monroe Ave
Memphis, TN 38104-4230

Colonial House LP
397 Twelve Oaks Cir
Memphis, TN 38117

Deaton Jane L D And TD Investments LLC
PO Box 3546
Little Rock, AR 72203

Delta Bluff LLC
35 Union Ave
Memphis, TN 38103

Draughon Mary E F
2662 Lockesley Cv
Germantown, TN 38139

Emission LLC
4554 Kings Park
Memphis, TN 38117

Equity First LLC
1968 Nelson Ave
Memphis, TN 38104

Exchange Club Family Center Of The
2180 Union Ave
Memphis, TN 38104-4205

FQI LLC
1060 Brookfield Rd
Memphis, TN 38119

Friedman Eden And Morris J Kriger
331 S Yates Rd
Memphis, TN 38120-2429

Gordon Debora L
29 Diana St
Memphis, TN 38104-4101

Hamilton Elnora Y (LE) And L C Hamilton
167 Pickett Rd
Memphis, TN 38109

Hays Glenn T & Martha K
1921 Vinton Ave
Memphis, TN 38104-5232

Holder L Mark & Kathleen A K
2165 Monroe Ave
Memphis, TN 38104-4230

Iho Memphis TN LLC
200 E 61st St
New York, NY 10065-8550

Iris Restaurant Group LLC
2146 Monroe Ave
Memphis, TN 38104

Johns Kathryn And Stephen G Johns (RS)
30 Diana St
Memphis, TN 38104

Jones Arthur R
2111 Union Ave
Memphis, TN 38104-4233

Lapusnak Eugene & Lynn
27 E Yates
Memphis, TN 38120

Lawson Tresa C
36 Diana St
Memphis, TN 38104-4106

Lincoln Barry T & Martha K
29 Florence St
Memphis, TN 38104-4157

Loeb Brothers Realty LP
PO Box 171247
Memphis, TN 38187-1247

Loeb Realty Co. Inc.
PO Box 171247
Memphis, TN 38187-1247

M & M Investments
1949 Russell Bond
Millington, TN 38053

Makowsky Jerome B
PO Box 241990
Memphis, TN 38124

Sharpe Sam H & Ann P
2166 Monroe Ave
Memphis, TN 38104-4229

Shearer Nelly G
2161 Madison Ave
Memphis, TN 38104-6524

Singh Satnam & Manjit Kaur
1817 Oak Spring Dr
Cordova, TN 38016

Smith Rachael E
2157 Court Ave
Memphis, TN 38104-6516

Sowell John G & Linda B
2815 Lombardy
Memphis, TN 38111

Spray Josh
2170 Monroe Ave
Memphis, TN 38104

Summers Family Trust
2181 Madison Ave
Memphis, TN 38104

Toon Shannon
2181 Monroe Ave
Memphis, TN 38104

Turner Holding LLC
2040 Madison Ave
Memphis, TN 38104-2747

Union Avenue Methodist Church
2117 Union Ave
Memphis, TN 38104-4233

Union Planters National Bank
250 River Chase Pkwy
Birmingham, AL 35244

Ward Jeffrey B Revocable Living Trust
836 Eaton St
Memphis, TN 38120-2807

Whitworth George E & Sylvia L
4444 Walnut Grove Rd
Memphis, TN 38117-2450

Williams Bennie R & Erma
9601 Mourning Dove Cv
Germantown, TN 38139-5668

Young Greta Cooper
2157 Monroe Ave
Memphis, TN 38104-4230

Younger Sharon R
2240 Jefferson Ave
Memphis, TN 38104

Annesdale Park Assn.
Jenny Garnett
1136 Carr Avenue
Memphis, TN 38104

Annesdale Snowden Historic District Assn.
Linda Lipinski
774 Snowden Circle East
Memphis, TN 38104

Central Gardens Area Assn.
Steven King
1771 Carr Avenue
Memphis, TN 38104

Cooper Young Neighborhood Assn.
Emily Bishop
2298 Young Avenue
Memphis, TN 38104

Crosstown Neighborhood Assn
Robert Taylor
343 N. Montgomery Street
Memphis, TN 38104

East End Neighborhood Assn.
Carol Ann Mallory
2240 Jefferson Avenue
Memphis, TN 38104

Evergreen Historic District
Chris Sullivan
1755 Forrest Avenue
Memphis, TN 38112

Green Meadows- Poplar Glen
John Dulaney
2428 Madison Avenue
Memphis, TN 38104

Idlewild Neighborhood Assn.
Rodney Nash
2119 Avenue
Memphis, TN 38104

Idlewild Neighborhood Assn.
Margo Mueller
2033 Cowden Avenue
Memphis, TN 38104

Vollintine Evergreen Community Assn.
Mary Wilder
1680 Jackson Avenue
Memphis, TN 38107

Midtown North Community Assn.
Dorothy Cox
2375 Shasta Avenue
Memphis, TN 38108

Rozelle Annesdale Area Assn.
Linda Williams
990 S. Willet Street
Memphis, TN 38114

Rozelle Annesdale Area Assn.
Francis Harris
1053 Rozelle Street
Memphis, TN 38114

Tucker Jefferson Neighborhood Assn.
Sara Goff
2111 Jefferson Avenue
Memphis, TN 38104

Joseph Hardin
2080 Court Avenue
Memphis, TN 38104

| Lot # | Owner's Name |
|-------|---|
| 1 | Pannell Faye |
| 2 | Cohen Degra L |
| 3 | Campbell Jay |
| 4 | Singh Satnam & Manjit Kaur |
| 5 | Clover Properties LP |
| 6 | Benitone Jerry D |
| 7 | Iris Restaurant Group LLC |
| 8 | Hays Glenn T & Martha K |
| 9 | Young Greta Cooper |
| 10 | Ward Jeffrey B Revocable Living Trust |
| 11 | McKinnon Leo H |
| 12 | Delta Bluff LLC |
| 13 | Circuit Playhouse Inc. |
| 14 | Caruthers Jerry R |
| 15 | Draughon Mary E F |
| 16 | Hamilton Elnora Y (LE) And L C Hamilton |
| 17 | Lincoln Barry T & Martha K |
| 18 | Williams Bennie R & Erma |
| 19 | Lawson Tresa C |
| 20 | Johns Kathryn And Stephen G Johns (RS) |
| 21 | Nicholson Robert G |
| 22 | McDonnell W Ellen |
| 23 | Clark Richard L And Dianne R Dixon (RS) |
| 24 | A N Investments LLC |
| 25 | Gordon Debora L |
| 26 | Schwartz Roger J & Susan G |
| 27 | M & M Investments |
| 28 | Rioniotis Irene S |



SINCE 1887

September 27, 2011

Mr. Josh Whitehead, ACIP
Planning Director
Memphis & Shelby County
Office of Planning & Development
125 N. Main Street, Suite 468
Memphis, Tennessee 38103

RE: Overton Square Planned Development

Dear Mr. Whitehead,

Please find attached an application for Planned Development for 0 Cooper Street, which is bordered by Cooper Street to the east, Monroe to the south, Florence to the west and Trimble to the north. The site is located in historically significant, Overton Square.

This site is very unique for several reasons. Overton Square was one of the City of Memphis' first entertainment districts. In the 1970's and 80's, citizens enjoyed the many restaurants, theatres and retail uses in the district. Since then activity at Overton Square has diminished greatly with many of the businesses having closed leaving behind tremendous vacancy and urban blight conditions.

The planned development proposes a commercial redevelopment of this significant core area in Overton Square. The development will provide structure parking as a public facility that will support the many existing and future restaurants, existing theaters and other businesses. Additionally, a drainage detention structure will be incorporated into the parking facility in an effort to reduce flooding in the neighborhoods within the Lick Creek drainage area. Future commercial buildings are also planned that will provide shopping and entertainment.

Currently, the site is split between Commercial Mixed Use Districts – CMU-1, CMU-3 and Residential Mixed Use (RU-3). The purpose of this application is to rezone the property to one Commercial Mixed Use (CMU) District that would allow the desired mix of uses. We feel this is vitally important. The existing zoning pattern will not yield the appropriate mix of uses or urban design necessary to restore Overton Square as a successful neighborhood and regional arts center.

The plans and proposed conditions are designed using the guidelines of the Midtown Overlay. Historic buildings along Madison, which are not a part of this application, will be purchased by the Applicant for

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substantial renovations to complement development at the proposed PD site, and new buildings along Cooper within the proposed PD will be pulled up to the sidewalk. Variations are requested only where necessary to fit the new development into the existing neighborhood and to accommodate the interconnection between the new commercial buildings, existing commercial properties and public access to the parking garage.

To summarize, a new planned development is essential to restore Overton Square to a neighborhood friendly district that will provide shopping, dining, arts and other cultural events.

Thank you for your time and consideration in this matter. Please do not hesitate to call with any questions or concerns.

Sincerely,

A handwritten signature in black ink, appearing to read "Loeb", written in a cursive style.

Robert E. Loeb