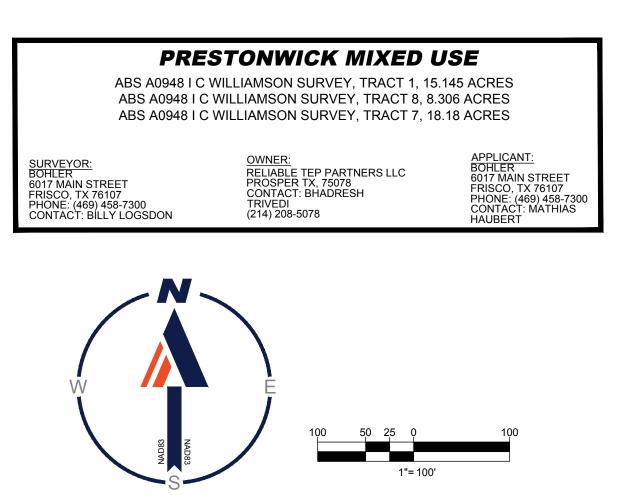




NOTES

1. THE THOROUGHFARE ALIGNMENT(S) SHOWN ON THIS EXHIBIT ARE FOR ILLUSTRATION PURPOSES AND DOES NOT SET THE ALIGNMENT. THE ALIGNMENT IS DETERMINED AT TIME OF FINAL PLAT



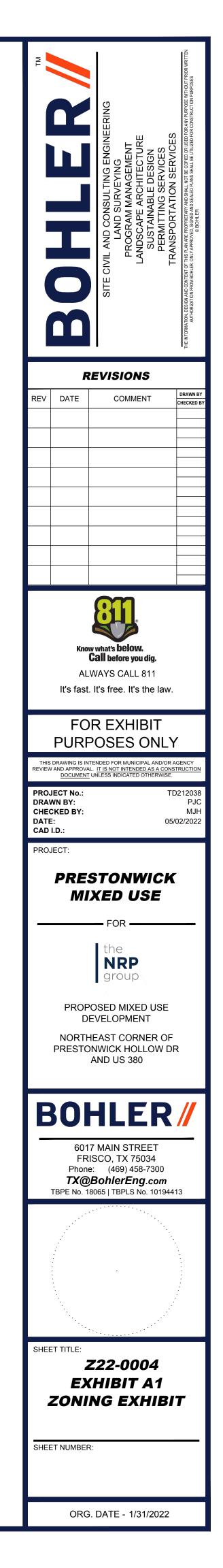


Exhibit A2 - Legal Description

BEING of a tract of land situated in the Town of Prosper, Collin County, Texas, a part of the I. C. Williamson Survey, Abstract Number 948, being part of a called 22.125 acre tract of land described in a Special Warranty Deed with Vendor's Lien to Reliable TEP Partners LLC, as recorded in Document Number 20141210001340920, Official Public Records Collin County, Texas (O.P.R.C.C.T.), being all of a called 18.180 acre tract of land described in a Special Warranty Deed with Vendor's Lien to Prosper Four Friends Group LLC, as recorded in Document Number 20151208001532990 (O.P.R.C.C.T.), and being further described as follows:

BEGINNING at a one-half inch iron rod found at the southeast corner of said 22.125 acre tract of land, said iron rod being at the southwest corner of a called 8.306 acre tract of land described in a Special Warranty Deed to Cothran Malibu Investments, Inc., as recorded in Document Number 20150402000365680, (O.P.R.C.C.T.) and said iron rod being in the north line of U.S. Highway 380 (a variable width right-of-way), from which a five-eighths inch iron rod found at the southeast corner of said 8.306 acre tract of land bears South 89 degrees 30 minutes 08 seconds East, 711.90 feet;

THENCE South 89 degrees 29 minutes 25 seconds West, 754.06 feet along the south line of said 22.125 acre tract of land and along the north line of U.S. Highway 380 to a five-eighths inch iron rod with cap stamped "GC OWEN 5560 SURVEYING" found at the southwest corner of said 22.125 acre tract of land, said iron rod being at the southeast corner of a Lot 5, Block A of Lot 2 - 12, Block A Prosper Crossing, an addition to the Town of Prosper, as recorded in Document Number 20170221010000800 (O.P.R.C.C.T.);

THENCE North 00 degrees 16 minutes 29 seconds West, 670.28 feet along the west line of said 22.125 acre tract of land to a one-half inch iron rod found in the east line of Lot 4, said Block A;

THENCE North 23 degrees 56 minutes 19 seconds West, 7.99 feet along the west line of said 22.125 acre tract of land and along the east line of said Lot 4 to a one-half inch iron rod found at the southwest corner of a called 6.98 acre tract of land described in a General Warranty Deed with Vendor's Lien to Sanskriti Uno, LLC, as recorded in Document Number 20161117001560400 (O.P.R.C.C.T.), from which a one-half inch iron rod with cap that is illegible found at the northwest corner of said 6.98 acre tract of land bears North 23 degrees 56 minutes 19 seconds West, 554.97 feet;

THENCE North 53 degrees 45 minutes 36 seconds East, 751.44 feet along the south line of said 6.98 acre tract of land to a one-half inch iron rod found in the east line of said 22.125 acre tract of land, said iron rod being in the west line of said 18.180 acre tract of land and said iron rod being at the southeast corner of said 6.98 acre tract of land, from which a one-half inch iron rod with cap that is illegible found in the east line of said 22.125 acre tract of land bears South 06 degrees 48 minutes 28 seconds East, 150.62 feet;

THENCE North 06 degrees 48 minutes 28 seconds West, 182.18 feet along the east line of said 6.98 acre tract of land and along the west line of said 18.180 acre tract of land to a one-half inch iron rod with cap stamped "BOHLER ENG" set at the northwest corner of said 18.180 acre tract of land, said iron rod being at the northeast corner of said 6.98 acre tract of land, from which a one-half inch iron rod with cap stamped "PIERCE MURRAY" found in the north line of said 6.98 acre tract of land bears Southwesterly, 87.04 feet along a non-tangent curve to the right having a central angle of 04 degrees 32 minutes 02 seconds, a radius of 1,100.00 feet, a tangent of 43.54 feet, and whose chord bears South 87 degrees 05 minutes 34 seconds West, 87.02 feet;

THENCE Northeasterly, 380.97 feet along the north line of said 18.180 acre tract of land and along a curve to the left having a central angle of 19 degrees 50 minutes 38 seconds, a radius of 1,100.00 feet, a tangent of 192.41 feet, and whose chord bears North 74 degrees 54 minutes 15 seconds East, 379.07 feet to a one-half inch iron rod found for corner;

THENCE North 54 degrees 04 minutes 38 seconds East, 625.13 feet along the north line of said 18.180 acre tract of land to a one-half inch iron rod found at the northeast corner of said 18.180 acre tract of land, said iron rod being in the west line of a called 330.801 acre tract of land described in a Special Warranty Deed with Vendor's Lien to 330 Prosper L.P., as recorded in Document Number 20060811001152020 (O.P.R.C.C.T.);

THENCE South 00 degrees 30 minutes 47 seconds East, 1,247.06 feet along the east line of said 18.180 acre tract of land and along the west line of said 330.801 acre tract of land to a one-half inch iron rod with cap stamped "SPIARS" found at the southeast corner of said 18.180 acre tract of land, said iron rod being at the northeast corner of said 8.306 acre tract of land, from which a five-eighths inch iron rod found at the southeast corner of said 8.306 acre tract of land bears South 00 degrees 30 minutes 22 seconds East, 508.30 feet;

THENCE South 89 degrees 29 minutes 14 seconds West, 712.45 feet along the south line of said 18.180 acre tract of land and along the north line of said 8.306 acre tract of land to a one-half inch iron rod with cap that is illegible found at the southwest corner of said 18.180 acre tract of land, said iron rod being at the northwest corner of said 8.306 acre tract of land and said iron rod being in the east line of said 22.125 acre tract of land;

THENCE Southeasterly, 21.01 feet along the east line of said 22.125 acre tract of land, along the west line of said 8.306 acre tract of land and along a curve to the right having a central angle of 02 degrees 00 minutes 24 seconds, a radius of 600.00 feet, a tangent of 10.51 feet, and whose chord bears South 01 degrees 31 minutes 55 seconds East, 21.01 feet to a one-half inch iron rod found for corner;

THENCE South 00 degrees 30 minutes 28 seconds East, 487.11 feet along the east line of said 22.125 acre tract of land and along the west line of said 8.306 acre tract of land to the **POINT OF BEGINNING** and containing 1,451,474 square feet or 33.321 acres of land.

BASIS OF BEARING:

The basis of bearing is derived from the GPS observations using the Texas WDS RTK Cooperative Network - Texas State Plane Coordinate System, North Central Zone (4202), NAD83 and referenced to the City of Frisco geodetic monuments.



Z22-0004 Exhibit B Statement of Intent

STATEMENT OF INTENT: Remove total acreage from PD 38 and create an individual planned mixed-use development including Commercial, Retail, Professional and Medical Office (Lots 1, 2, and 3), and Residential Multi-family (Lot 4 and 5x). Exhibit A further depicts the approximate areas of each component.

STATEMENT OF PURPOSE: The purpose of this Planned Development District is to create development within the district that encourages a mixed-use urban environment with entertainment and hospitality uses along with all retail and office uses supported by a residential component.



Z22-0004 Exhibit C

Planned Development Standards

STATEMENT OF EFFECT: Conformance with the Town's Zoning Ordinance and Subdivision Ordinance: Except as otherwise set forth in these Development Standards, the regulations of the Town's Zoning Ordinance, as it exists or may be amended, and the Subdivision Ordinance, as it exists or may be amended, shall apply

A. BASE ZONING DISTRICT:

- The portion of the Property shown as Lot 1, Lot 2, and Lot 3 on Exhibit A1 Zoning Exhibit and Exhibit D – Zoning Site Plan, shall be developed and used in accordance with "C" – Commercial District zoning regulations except as provided herein.
- The portion of the Property shown as Lot 4 on Exhibit A1 Zoning Exhibit and Exhibit D – Zoning Site Plan shall be developed and used in accordance with the "MF" Multifamily District zoning regulations except as provided herein.
- 3) The portion of the Property shown on Exhibit A1 Zoning Exhibit and Exhibit D Zoning Site Plan as Lot 5x shall be an open space lot.
- 4) Lot 5x shall be owned and maintained by the owner of Lot 4.

B. SCREENING AND FENCING:

- 1) All screening and fencing in the Planned Development area shall conform to the specifications as follows:
 - i. Fencing shall be generally installed as shown on Exhibit D Zoning Site Plan.
 - ii. All fencing shall be rod iron or masonry (brick, stone, stucco). Solid wood fencing is prohibited.

C. LANDSCAPING:

- 1) All external property lines of the Planned Development area shall have landscaped screening as follows:
 - i. US 380 Landscape
 - a. The landscape easement shall be thirty (30) feet in width.
 - b. Tree plantings shall be provided at minimum rate of a four (4) inch Caliper shade tree (at the time of planting) per twenty-five (25) lineal feet. Shrub plantings shall be provided at a lineal rate of 40 five (5) gallon shrubs (at the time of planting) per a minimum thirty (30) lineal feet.

BOHLER//

- **c.** Berms within Landscape Easement ranging in height from 3' to 6' and have an overall average height of 4.5' or more.
- ii. Richland Blvd Landscape
 - **a.** The landscape easement shall be twenty-five (25) feet in width.
 - b. Tree plantings shall be provided at a minimum rate of a four (4) inch caliper shade tree per twenty (20) linear feet. Shrub plantings shall be provided at a minimum rate of 20 ten (10) gallon shrubs per thirty (30) linear feet.
 - **c.** Berms along the north side of Richland Boulevard, as permitted by gas easement holder of average 4' height.
 - **d.** Berms along south side of Richland Boulevard within Landscape Easement with minimum height of 3'.
- iii. East Buffer
 - a. The landscape easement shall be twenty-five (25) feet in width.
 - b. Tree plantings shall be provided at minimum rate of a four (4) inch Caliper shade tree (at the time of planting) per twenty (20) lineal feet. Shrub plantings shall be provided at a lineal rate of 40 five (5) gallon shrubs (at the time of planting) per a minimum thirty (30) lineal feet.
- iv. West Buffer
 - **a.** The landscape buffer shall be five (5) feet in width.
 - b. One small (ornamental) tree and one five (5) gallon shrub shall be plated every 15 linear feet. Clustering of trees and shrubs shall be permitted.
- v. Parking Buffer
 - **a.** Parking abutting perimeter landscape areas shall be screened from the adjacent roadway by shrubs or berms.
- 2) Multifamily screening along the west boundary of Lot 4 will not be required.

D. PARKING:

- 1) Parking shall be incorporated for Lot 4 as follows:
 - i. All parking must be provided on-site
- 2) Parking ratios shall be incorporated for Lot 4 as follows:
 - i. 1.65 spaces per one-bedroom unit.
 - ii. 2.0 spaces per two-bedroom unit.



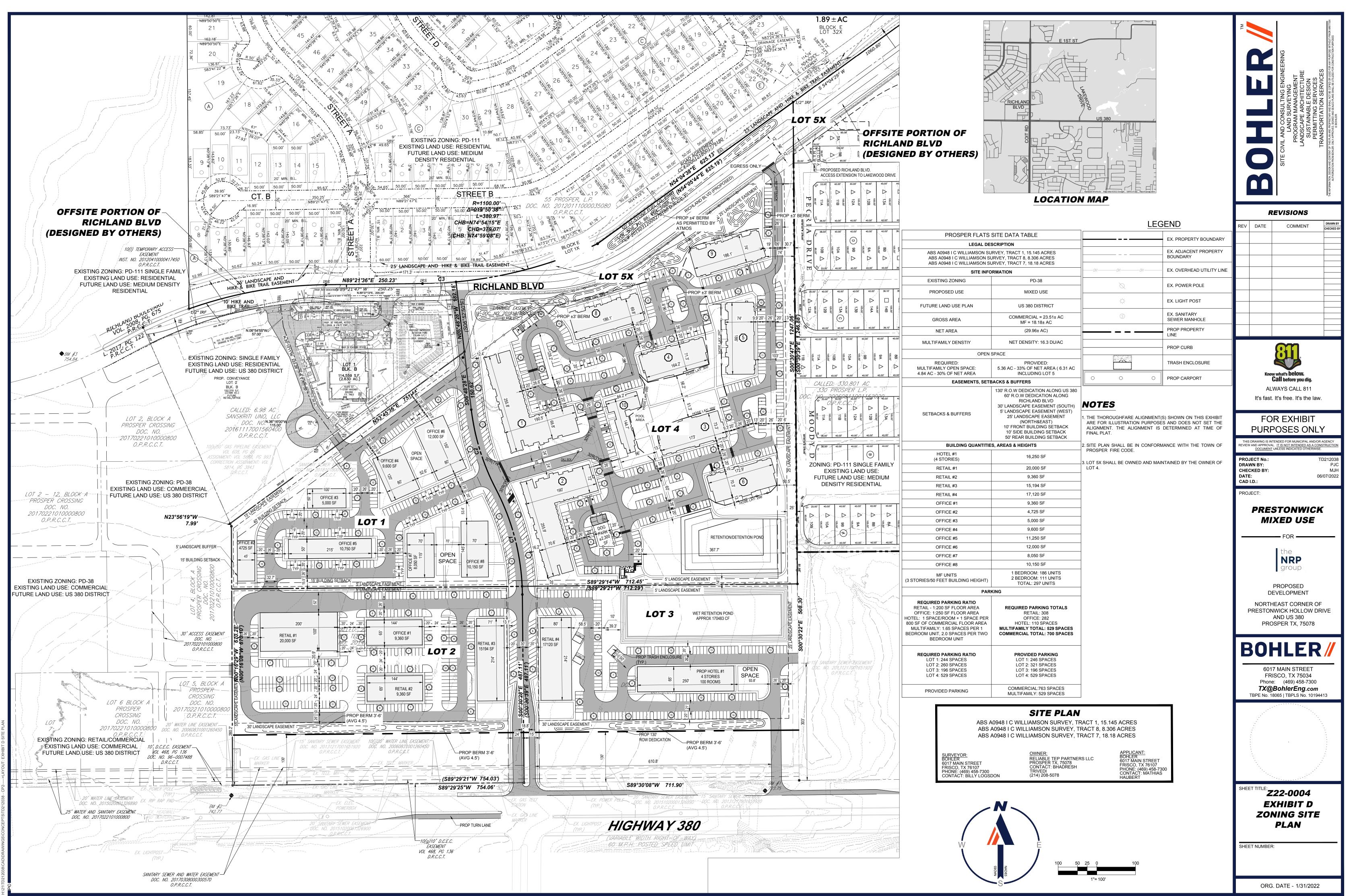
E. LOT USE REGULATIONS AND RESTRICTIONS:

Use regulations shall be in accordance with "C" – Commercial District for Lot 1, Lot 2, and Lot 3 and "MF" – Multifamily District for Lot 4, subject to the following conditions:

- 1) Lot 1, Lot 2, and Lot 3:
 - i. Permitted Uses:
 - a. Inline (end cap) Drive-through restaurants
 - a. A maximum of two end cap drive-thru's shall be permissible
 - b. End cap drive-thru shall only be permissible on Lot 2 and Lot 3

2) Lot 4:

- i. Minimum Building Setbacks:
 - a. Front Yard Setback: Ten feet (10')
 - b. Side Yard Setback: Ten feet (10')
 - c. Rear Yard Setback: Fifty feet (50')
- ii. Minimum Unit Dwelling Area:
 - a. One (1) Bedroom Unit: Six Hundred Fifty square feet (650 SF)
 - b. Two (2) Bedroom Unit: One Thousand Fifty square feet (1050 SF)
 - c. Three (3) Bedroom and larger units are prohibited.
- iii. Maximum Permitted Density:
 - a. Density shall not exceed (16.5) units per net acre. This includes ROW dedication for Richland Blvd and Lot 5x Open Space.



DEVELOPMENT SCHEDULE

HOTEL BREAKING GROUND	Q1 2023
COMMERCIAL BREAKING GROUND	Q1 2023
MULTIFAMILY BREAKING GROUND	Q1 2023
OFFICE BREAKING GROUND	Q3 2023

Exhibit F1



Sample Retail Elevations

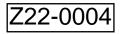
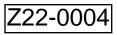


Exhibit F1

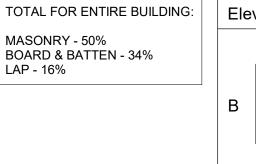


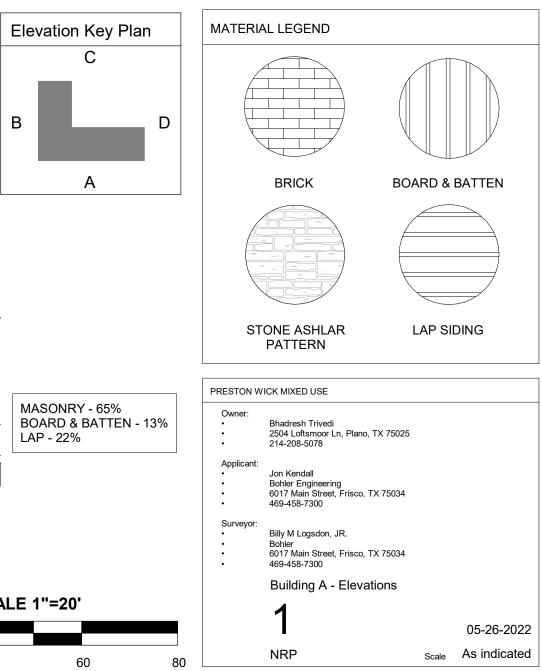
Sample Office Elevations





Building Type A - Elevation A (1 1" = 20'-0"







2 Building Type A - Elevation B 1" = 20'-0"

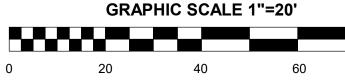
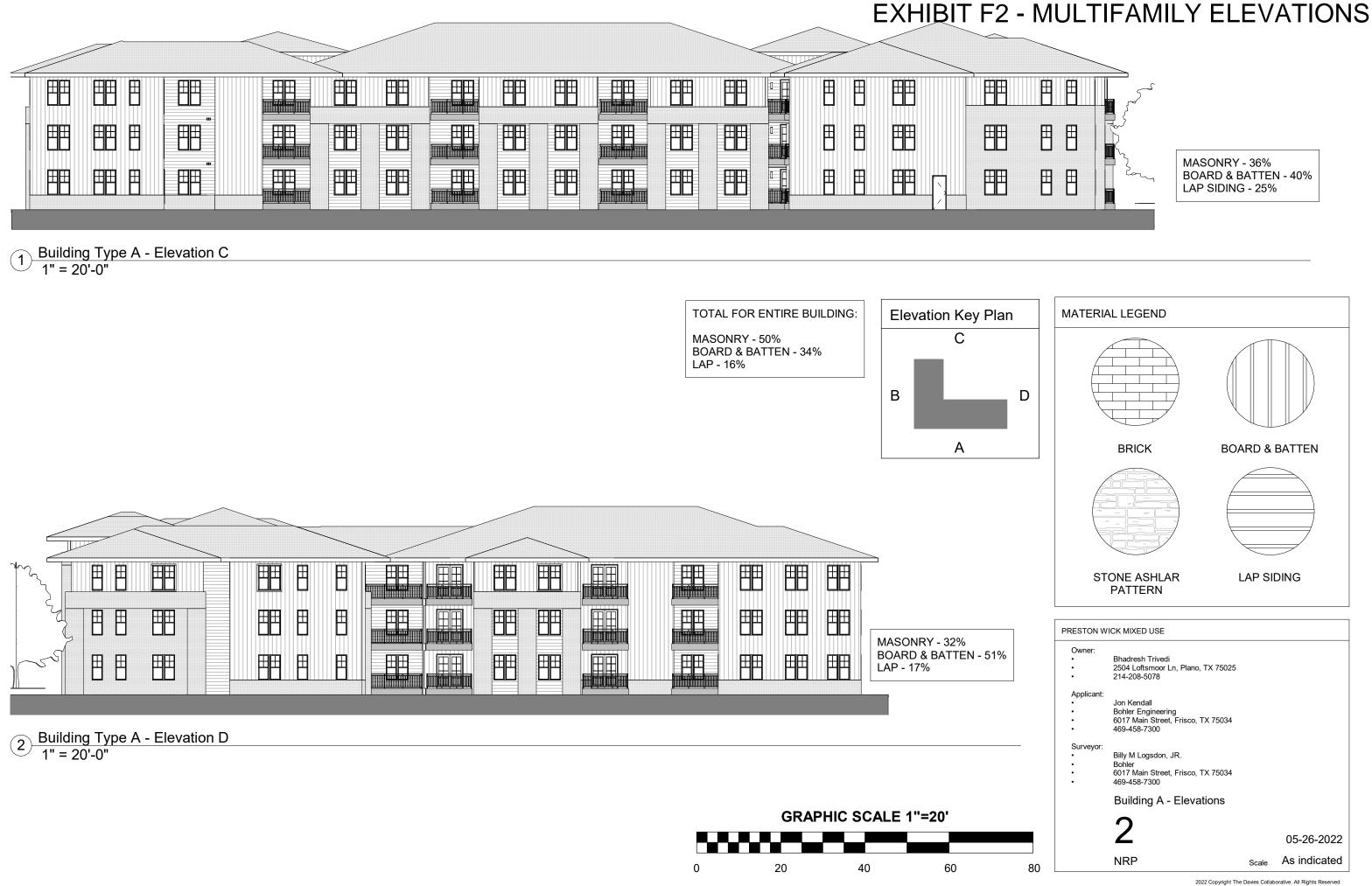
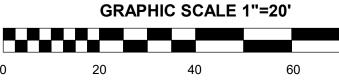


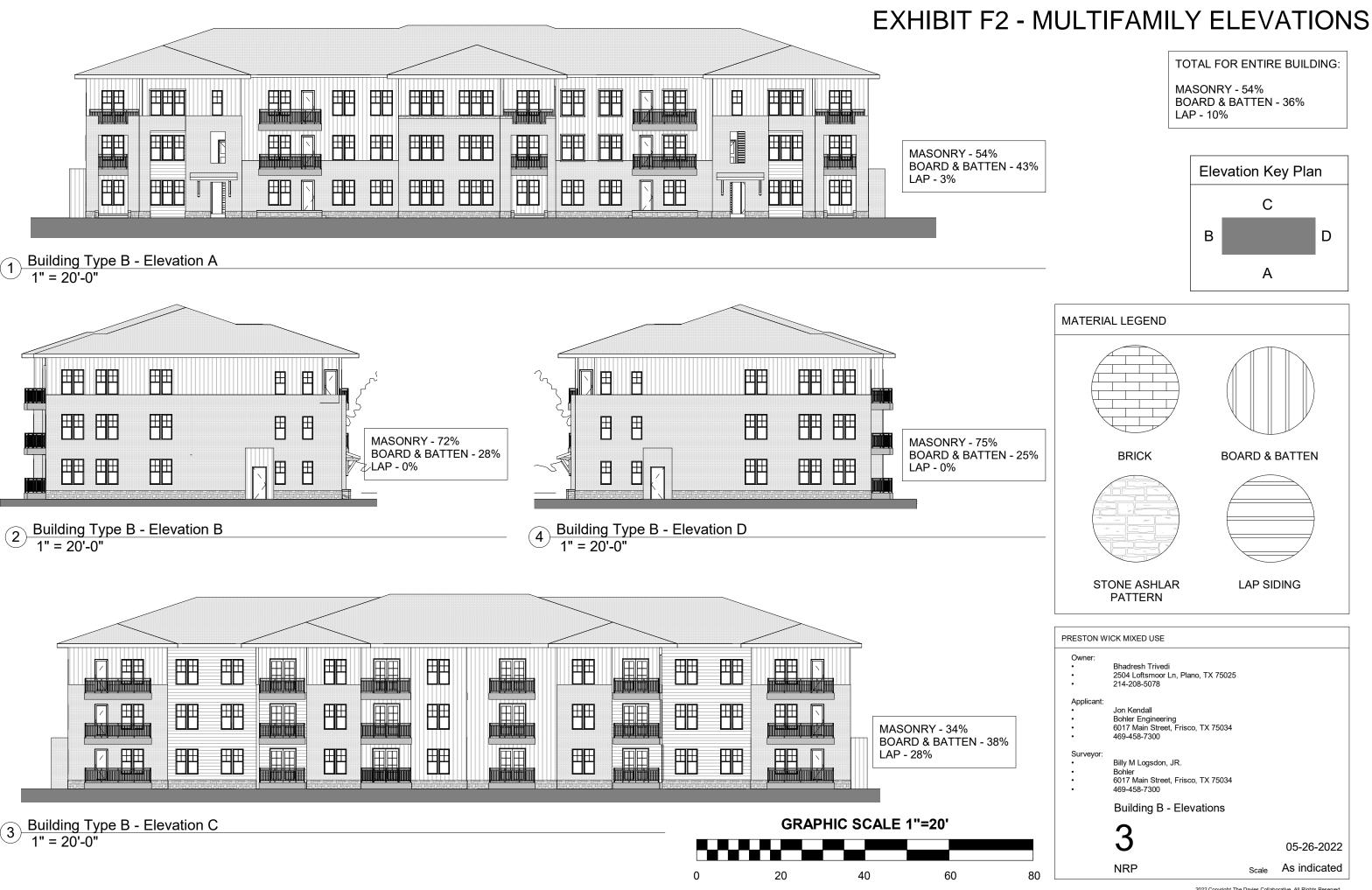
EXHIBIT F2 - MULTIFAMILY ELEVATIONS

MASONRY - 68% BOARD & BATTEN - 33%

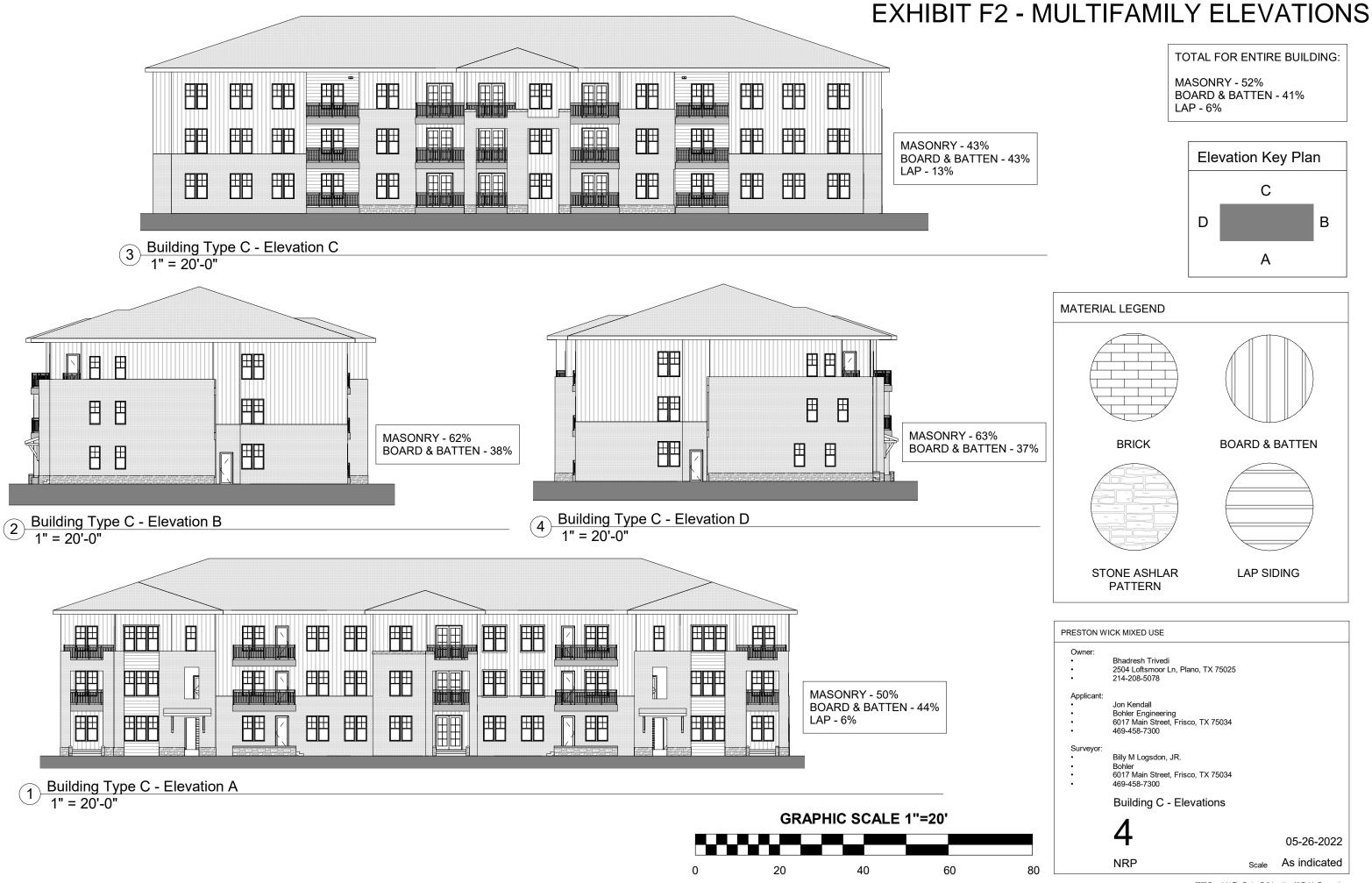
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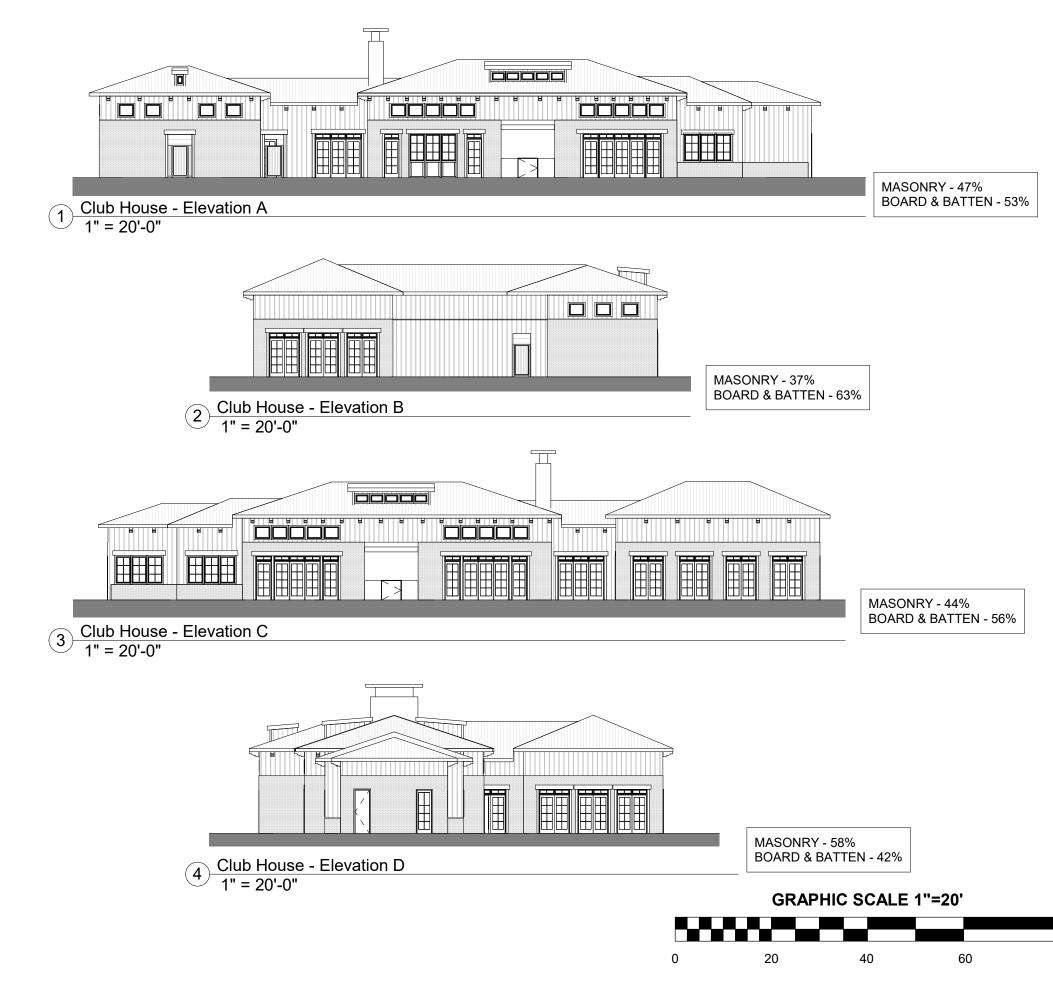
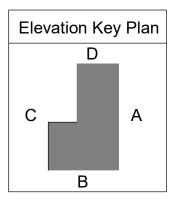
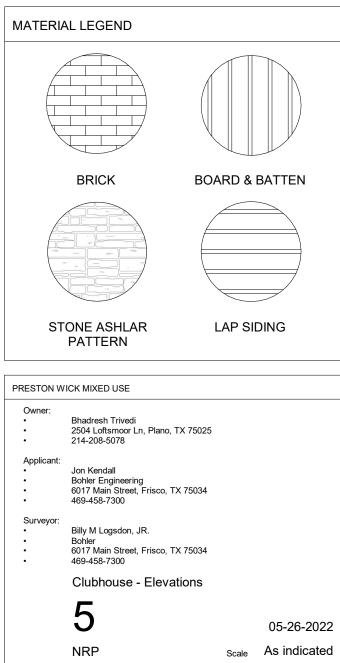


EXHIBIT F2 - MULTIFAMILY ELEVATIONS

TOTAL FOR ENTIRE BUILDING:

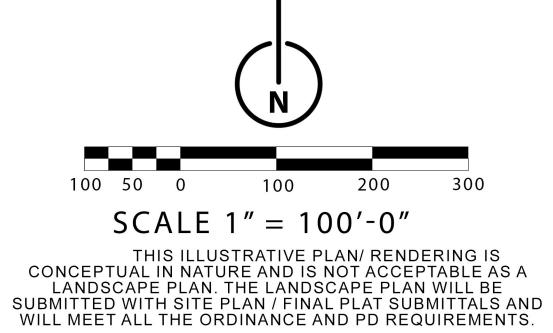
MASONRY - 46% BOARD & BATTEN - 54%





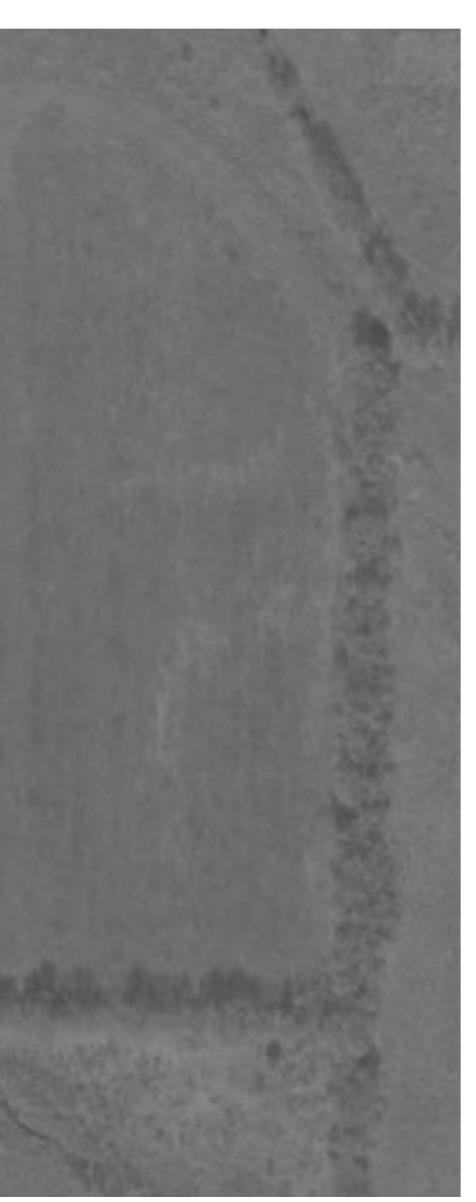
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PROSPER FLATS Prosper, Texas Illustrative Landscape Plan



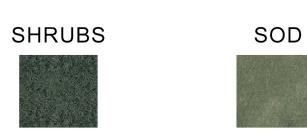


LANDSCAPE CALCULATIONS

US-380		
Property Line Length (LF)	1465	
# of Shade Trees	1	
per LF	25	
# of Shrubs	40	
per LF	30	
TOTAL SHADE TREES	59 (4) inch trees	
TOTAL SHRUBS	1953 5g shrubs	
Richland		
Property Line Length (LF)	980	
# of Shade Trees	1	
per LF	20	
# of Shrubs	20	
per LF	30	
TOTAL SHADE TREES	49 (4) inch trees	
TOTAL SHRUBS	653 10g shrubs	
East Buffe		
Property Line Length (LF)	1500	
# of Shade Trees	1	
per LF	20	
# of Shrubs	40	
per LF	30	
TOTAL SHADE TREES	75 (4) inch trees	
TOTAL SHRUBS	2000 5g shrubs	
West Buffe		
Property Line Length (LF) # of Ornamental Trees	550	
	1	
per LF # of Shrubs	15	
	1	
per LF	15 27 (2) inch traca	
TOTAL ORNAMENTAL TREES	37 (3) inch trees	
TOTAL SHRUBS	37 5g shrubs	

PLANT SCHEDULE





PLANT SUGGESTIONS

LARGE TREES

Quercus muehlenbergii/Chinkapin Oak Taxodium distichum/Bald Cypress Ulmus crassifolia/Cedar Elm Quercus virginiana/Southern Live Oak

SMALL TREES

Aesculus glabra "Arguta"/Texas Buckeye Cercis canadensis var. texensis/Texas Redbud llex vomitoria/Yaupon Holly

SHRUBS

Abelia x grandiflora/Glossy Abelia llex cornuta/Burford Holly Symphoricarpos orbiculatus/Coral Berry Leucophyllum frutescens/Texas Sage Nandina domesfica/Standard Nandina Ilex vomitoria 'Nana'/Dwarf Yaupon Holly Hesperaloe parviflora/Red Yucca

LANDSCAPE NOTES

• Trees shall have an average spread of crown of greater than fifteen (15) feet at maturity. Trees having a lesser average mature crown of fifteen (15) feet may be substituted by grouping the same so as to create the equivalent of fifteen (15) feet crown of spread. Unless otherwise specified herein, trees shall be of a minimum of three (3) inches in caliper as measured twelve (12) inches above natural soil level and seven (7) feet in height at time of planting.

• Shrubs other than dwarf variety shall be a minimum of two (2) feet in height when measured immediately after planting. A screening hedge, where required, shall be planted and maintained so as to form a continuous, unbroken, solid visual screen that will be three (3) feet in height within one (1) year after planting. Any parking area abutting the landscape perimeter will be screened from the adjacent street as approved by the Town. Parking areas that are beyond sixty (60) feet from the property line do not require screen-ing unless adjacent to a residential zoning district or a residential development.

• Evergreen trees such as conifers intended for screening will have a minimum height of six (7) feet at the time of planting. Evergreen shrubs intended for required screening shall be a minimum of seven (7) gallons and be capable of attaining six (6) feet in height in two growing seasons.

 Ornamental (Small) trees will have a minimum size of three (3) inch caliper and miniimum seven (7) feet in height at time of planting.

 Foundation plantings of a single row of shrubs are required along the front façade of all multifamily buildings adjacent to a public street.planting.

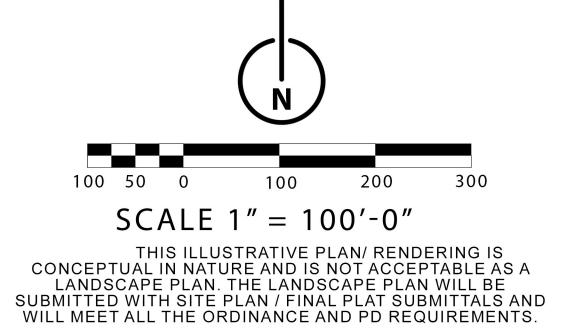
No trees are permitted within the gas easement. Said trees will need to located elsewhere on the site.





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PROSPER FLATS Prosper, Texas Illustrative Site Plan









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