



OKLAHOMA RIVERFRONT REDEVELOPMENT PROJECT PLAN, AS AMENDED JANUARY 2023

PREPARED BY:
THE CITY OF OKLAHOMA CITY, OKLAHOMA

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OKLAHOMA RIVERFRONT REDEVELOPMENT PROJECT PLAN,
INCLUDING
INCREMENT DISTRICTS NUMBER FOUR (4) and FIVE (5),
CITY OF OKLAHOMA CITY

I. DESCRIPTION OF REDEVELOPMENT PLAN

This Oklahoma Riverfront Redevelopment Project Plan is a project plan as defined under the Oklahoma Local Development Act, 62 O.S. § 850, *et seq.* and an urban renewal plan as defined under the Oklahoma Urban Renewal Law, 11 O.S. § 38-101, *et seq.*, and is referred to herein as the "Plan".

The primary purpose of the Plan is to support the public and private redevelopment of a portion of the Oklahoma Riverfront. Specifically, this Plan contemplates the creation of a 68-acre campus for Dell, Inc. ("Dell"), including an office complex of one or more multi-story buildings for Dell's business service center in Oklahoma City. In addition to this anchor development, the Plan contemplates, but is not limited to, supportive and compatible commercial, office, retail, recreational, and residential development along and adjacent to the Oklahoma River(which, together with the Dell campus, constitutes the "Project"). The development and redevelopment of the Project Area is vital in order to support the achievement of the economic development objectives of the City of Oklahoma City ("City") and the objectives of the Scenic River Overlay District of the Oklahoma City Riverfront Redevelopment Authority ("Riverfront Authority").

II. DESCRIPTION OF PROJECT AREA AND INCREMENT DISTRICT

A. Redevelopment Plan Project Area Boundaries. The Project Area is the area in which Project activities will take place. The Project Area for the most part includes undeveloped, underdeveloped, and economically stagnant commercial and industrial areas (1) lying south of Interstate 40 to SW 30th Street between South May Avenue and South McKinley Avenue, and (2) south of Interstate 40 to SW 29th Street between ¼ mile west of Meridian Avenue east to South Vermont Avenue and South Portland Avenue, and (3) the area bounded by Reno Avenue, North Rockwell Avenue, Interstate 40, and South Eagle Lane. The Project Area is more specifically shown on Exhibit A and the description of Project Area boundaries is contained in Exhibit B.

B. Ad Valorem Increment District and Boundaries. The Ad Valorem Increment District shall be designated Increment District No. 4, City of Oklahoma City, and is shown on Exhibit A-1. A description of the Ad Valorem Increment District boundaries is contained in Exhibit B-1.

C. Sales Tax Increment District and Boundaries. The Sales Tax Increment District is the area in which the new employment and annual payrolls are located, which generate a sales tax increment in Oklahoma City. The Sales Tax Increment District is limited to a specific development site (the Dell business service center site), as shown on Exhibit C. The Sales Tax Increment District shall be designated Increment District No. 5, City of Oklahoma City. The Sales Tax Increment District boundaries description is contained in Exhibit D.

III. DEVELOPMENT AND REDEVELOPMENT PLAN OBJECTIVES

The objectives of the Project and Increment Districts No. 4 and No. 5, City of Oklahoma City are to:

- A.** Redevelop and revitalize areas of the Oklahoma Riverfront which are or have become unproductive, undeveloped, underdeveloped or blighted;
- B.** Promote economic development to increase sales tax revenues, raise property values, and improve economic stability;
- C.** Promote economic development to retain jobs and create new jobs;
- D.** Stimulate new investment in Oklahoma City;
- E.** Prohibit or restrict undesirable and incompatible land uses;
- F.** Preserve and enhance the tax base; and
- G.** Make possible investment, development and economic growth which would otherwise be difficult without the Project and the apportionment of incremental tax revenue.

IV. PROJECT IMPLEMENTATION ACTIONS

Implementation actions for the Project will consist of the following, together with all necessary, appropriate, and supportive steps.

A. Acquisition and Redevelopment.

1. Acquisition.

Real property required to implement the Project shall be acquired pursuant to Section XIV of this Plan and in accordance with federal, state and local laws. Certain tracts of land within the Project Area may be developed in accordance with this Plan without acquisition by the City or the Oklahoma City Urban Renewal Authority ("Renewal Authority") through individual redevelopment agreements entered into between the private sector and the City and/or the Oklahoma City Economic Development Trust ("OCEDT"), and/or the Oklahoma City Public Property Authority ("OCPPA"), and/or the Oklahoma City Redevelopment Authority ("Redevelopment Authority") and/or the Renewal Authority. The OCEDT, the OCPPA, and the Redevelopment Authority may be referred to in this Plan singly or collectively as "City Trust." The City, in its discretion, may authorize, direct, or designate one or more of these City Trusts, or another City-beneficiary trust, to carry out responsibilities under this Plan, as it deems appropriate.

2. Development and Redevelopment.

Negotiation, preparation, execution, and implementation of development and redevelopment agreements, including agreements for financing and construction by private developers, will be entered into as authorized by the Local Development Act, Title 62, Oklahoma Statutes, Section 850, et seq., or, with respect to property acquired by the

Renewal Authority, as authorized by the Urban Renewal Law, Title 11, Oklahoma Statutes, Section 38-101, et seq.

3. Private Redevelopment.

Redevelopment sites within a one-mile radius and those closest to the Dell campus will be developed in order to support Dell's operations. The developments in the Project Area as a whole include:

- a. Commercial redevelopment emphasizing employment-generating businesses and service-oriented retail pursuant to development agreements with a City Trust and/or the Renewal Authority; and
- b. Private residential redevelopment supporting all levels of compensation of Dell employees pursuant to development agreement(s) with a City Trust and/or the Renewal Authority.

4. Public Development.

Riverfront development will be provided with riverfront wharfs, parks, landscaping, open spaces, and recreational facilities, to be financed in whole or in part by apportioned tax increments and proceeds from the disposition of public land in the Project Area.

B. Public Support of Project Area Improvements.

In accordance with plans approved by the City and/or as specified by redevelopment agreement(s) between the Renewal Authority or a City Trust and a designated redeveloper, the City, the Renewal Authority, or a City Trust may construct, provide, assist, sponsor or implement the Project Area improvements listed below. Such improvements may be paid for or financed with apportioned tax increment revenues, other public resources, private funds, or a combination thereof

Public Roads. Roads and drainage improvements may be constructed by public and/or private entities to ensure adequate and continual ease of ingress and egress from potential redevelopment site(s) and the Project Area as a whole. Due to the unique topography of the Project Area and the prior land use of potential redevelopment site(s), new road construction in the Project Area shall include all necessary compaction, cut and fill, grading, base, curb and gutter, paving striping and signage.

Public Lighting. Suitable public lighting will be installed along the Oklahoma Riverfront "hike and bike" trail and the boundary shared with the Dell campus.

Landscaping. Landscaping around the Dell campus shall create a protective buffer and boundary. Additional landscaping schemes may be implemented within the Project Area and along the Oklahoma Riverfront pursuant to redevelopment agreements and landscaping plans approved by the Riverfront Authority.

Public Utilities Improvements. Public or private entities shall provide adequate public utilities improvements including water, sewer, electric, natural gas, cable and telecommunications to support the Dell campus and future developments in the Project Area.

Drainage. Storm water detention and water quality facilities, including any detention pond(s) required by City ordinance, may be provided and shall be in accordance with federal and state law.

Easements. Appropriate utility easements shall provide for easements in, over, across, and above, as necessary for utility improvements, making all utility connections accessible and available to the Dell campus and, as required by redevelopment agreements, to support additional redevelopment in the Project Area.

V. ELIGIBILITY OF THE REDEVELOPMENT PLAN PROJECT AREA AND INCREMENT DISTRICTS

A. Oklahoma Urban Renewal Law, 11 O.S. § 38-101, *et seq.*

The Project Area and Increment Districts are blighted as defined in the Urban Renewal Law, 11 O.S. § 38-101(8).

The Project Area and the Increment Districts as a whole are blighted due to a long-standing condition of arrested economic development which has impaired the financial vitality and growth of Oklahoma City and constitutes an economic liability. The Project Area is predominantly unproductive, undeveloped, and underdeveloped. The dominant land use in the Project Area has been industrial and commercial and a significant portion used for trash and waste landfill; the area is bisected by a flood plain and drainage issues and suffers from conditions inhibiting development.

B. Oklahoma Local Development Act, 62 O.S. § 850, *et seq.*

The Project Area and the Increment Districts are blighted within the meaning of the Urban Renewal Law and, therefore, are areas which meet and comply with the statutory definition of "reinvestment area." The Project Area and the Increment District are within a State designated "Enterprise Area." The Project Area and the Increment Districts meet and comply with these statutory definitions under the Local Development Act.

VI. FINANCIAL IMPACTS

Redevelopment in the area is estimated to stimulate new investment of more than \$150 Million and to create new direct annual payrolls approaching \$150 Million. The economic impact multiplier will exceed 2.0. Thus, the indirect economic impact will equal or exceed the economic activity projected within the Project Area. New personal income payrolls outside of the Project Area are estimated to range from \$21 Million annually to more than \$200 Million annually. New ad valorem taxes generated outside of the Project Area and Increment District No. 4 will be greater than the new ad valorem taxes generated within the Project Area and Increment District.

These positive impacts are directly stimulated by the Dell development and would not occur except for the Project. On balance, the predominant effects on all involved taxing jurisdictions are beneficial. Any negative impacts are those associated with healthy and moderate economic and job growth. The beneficial impacts are significant and vital to the long-term objectives of the affected taxing jurisdictions.

VII. ESTABLISHMENT OF INCREMENT DISTRICTS NO. 4 AND NO. 5, CITY OF OKLAHOMA CITY

- A. The increment of ad valorem taxes from Increment District No. 4, City of Oklahoma City, in excess of the base assessed value of the Ad Valorem Increment District, may be apportioned from time to time to pay Project Costs (as defined by this Section) authorized pursuant to Section X.B. of this Plan for a period not to exceed twenty-five (25) years, or the period required for the payment of such authorized Project Costs, whichever is less.
- B. The increment of The City of Oklahoma City sales taxes generated by Oklahoma City Increment District No. 5, as determined by a formula to be approved by resolution of the City Council in accordance with the Local Development Act, may be used to pay Project Costs authorized pursuant to Section X of this Plan, for a period not to exceed twenty-five (25) years from the effective date of Increment District No. 5, as provided by law, or the period required for payment of the Project Costs authorized pursuant to Section X of this Plan, whichever is less.
- C. During the period of apportionment, the apportionment fund shall constitute funds of the OCEDT, which is approved and authorized by the City to issue tax apportionment bonds or notes, and shall not constitute a part of the general fund to be apportioned annually by the governing body of the City.
- D. Project Costs shall mean (a) the costs authorized to be paid by apportioned tax increments pursuant to Section X.B. of this Plan and (b) additional costs necessary or appropriate to implementing this Plan authorized by Section X.C. which may be approved and incurred without amendment to this Plan.

VIII. AUTHORIZATIONS

- A. **Administration of Plan.** The City and OCEDT are is authorized to carry out and administer the provisions of this Plan and to exercise all powers necessary or appropriate thereto pursuant to Section 854, Title 62 of the Oklahoma Statutes. The OCPPA, the OCEDT, the Redevelopment Authority, and the Renewal Authority are the public entities of the City designated to assist in carrying out this Plan and to exercise all powers necessary or appropriate thereto pursuant to Section 854, Title 62 of the Oklahoma Statutes, except for approval of this Plan and those powers enumerated in paragraphs 1, 3, 4, 7, 13 and 16 of Section 854, Title 62.
- B. **Financing and Payment of Project Costs.** The OCEDT, the OCPPA, the Redevelopment Authority, and the Renewal Authority are authorized to: (1) issue tax apportionment bonds or notes, issue other bonds or notes, or both; (2) incur Project Costs, pursuant to Section X of this Plan; (3) provide funds to or reimburse the City or the Renewal Authority for the acquisition of redevelopment Project property, payment of Project Costs, and other payment of costs incurred in support of the implementation of the Project; and (4) incur the costs of issuance of bonds and accumulate appropriate reserves, if any, in connection with them.
- C. **Person in Charge.** The City Manager of Oklahoma City, Craig Freeman, or his successor in office, shall be the person in charge of implementation of the Plan in

accordance with the provisions, authorizations, and respective delegations of responsibilities contained herein. The City Manager, or his successor in office, is authorized to empower one or more designees to exercise responsibilities in connection with Project implementation.

IX. THE ESTIMATED RETURN ON PUBLIC INVESTMENT AND THE ESTIMATED PUBLIC AND PRIVATE INVESTMENT STIMULATED BY THE PROJECT.

A. Public Revenue Estimated to Accrue from the Project and Increment Districts.

Incremental ad valorem tax revenues are estimated to range between \$550,000 annually in the near term and \$1,650,000 annually over the longer term. It is also estimated that incremental sales tax revenues will be between \$150,000 annually in the near term and \$1,050,000 annually over the longer term. Because the economic multiplier for the Project is in excess of 2.0, the generative economic impact of the Project on public revenue outside of the Project Area will equal or exceed the new public tax revenues generated from within the Project Area. Thus, the increases in ad valorem tax revenues generated outside of the Project Area and Ad Valorem Increment District will be equal or exceed those which are generated within the Project Area. The same generative effect is true for sales taxes.

Because the proposed Project creates new investment and new jobs which did not previously exist either within Oklahoma City or within the State of Oklahoma, these new public revenues simply would not be created except for the Project and the public and related financial undertakings necessary for its implementation.

B. Private and Public Investments Expected from the Project and Increment Districts.

Within the Project Area, new private investment of more than \$150 Million is expected, supported by \$30 Million to \$45 Million in public investment.

The indirect generative effect of new investment and new jobs created within the Project Area will stimulate new investment outside of the Project Area, approaching \$200 Million. The impact on personal income with an economic multiplier of 3.19 creates a local economy output in excess of \$446 Million when new payroll within the Project Area equals or exceeds \$140 Million.

X. BUDGET OF ESTIMATED PROJECT COSTS TO BE FINANCED BY APPORTIONED TAX INCREMENTS

As authorized in this Section X, Project Costs may be financed by the apportionment of tax increments.

A. Types of Project Costs. The eligible Project Costs are the costs of property acquisition, disposition, relocation, site preparation, supporting public facilities, assistance in development financing, and costs related thereto incurred by a public entity in accordance with this Plan. The costs incurred or to be incurred by the City, the OCPPA, the OCEDT, the Renewal Authority, or the Redevelopment Authority in implementing this Plan include, but are not limited to, payment and/or reimbursement of costs advanced

in connection with the preparation and approval of the Project and this Plan, administrative costs, organizational costs, professional service costs, acquisition costs, and financing costs and fees.

B. Estimated Project Costs.

The Project Costs authorized to be financed by the apportionment of tax increments are estimated as follows:

Site Acquisition, Remediation, & Disposition	\$	14,703,000
Infrastructure Improvements		9,500,000
Assistance in Development Financing		10,000,000
TOTAL COSTS	\$	34,203,000

Plus financing costs and interest on repayment of Project Costs.

C. Additional Project Costs. Additional costs necessary or appropriate to implementing this Plan which are to be financed by other than apportioned tax increments may be approved by the City at any time. The provisions of this Section X are not a limitation on Project Costs to be financed by other than apportioned tax increments.

XI. PROJECT FINANCING PLAN

A. Financing Authorizations.

The implementation of this Plan shall be financed in accordance with financial authorizations, including both fund and asset transfers, authorized from time to time by the City Council of the City of Oklahoma City.

B. Financing Revenue Sources.

The revenue sources expected to finance Project Costs authorized by Section X are the portion of the increments generated by values in excess of the base assessed value within the Ad Valorem Increment District as defined by this Plan and by the sales tax increments generated by the Sales Tax Increment District calculated pursuant to the increment formula to be adopted by the City. It is estimated that incremental ad valorem tax revenues will be between \$550,000 annually in the near term and \$1,650,000 annually over the longer term. It is also estimated that incremental sales tax revenues will be between \$150,000 annually in the near term and \$1,050,000 annually over the longer term.

Project Costs will be paid by the City, the OCPPA, the OCEDT, the Redevelopment Authority, and the Renewal Authority. Additional supporting public improvements will be provided by the City. The financing of the projected private development in the Project Area will be provided by private equity and private mortgage financing, secured by private redevelopments, or pursuant to and in accordance with redevelopment agreements entered into between the private sector and the City, a City Trust, or the Renewal Authority.

C. Financial Reports and Audits.

The redevelopment activities undertaken by the Renewal Authority and the Redevelopment Authority, pursuant to this Plan, shall be reported by monthly financial statements and annual fiscal year audits provided to the City.

D. Community Development Block Grant Funds.

To the extent that community development funds or other funds from the City are required to finance the Project, they may be provided on an incremental basis.

E. Other Necessary and Supporting Costs.

The Renewal Authority, the OCPPA, the OCEDT, and the Redevelopment Authority are authorized to issue bonds and notes and to apply for and obtain grants from other sources for costs incurred or to be incurred in connection with the Project and the construction of facilities therein in addition to Project Costs to be financed pursuant to Section X.B.

XII. LAND USE PLAN

The "Land Use Plan" consists of the "Land Use Map" contained in Exhibit E1 and the landuse provisions contained in Section XIII.

XIII. LAND USE

A. Permitted Land Use Categories.

The permitted uses, as shown on the Land Use Map Exhibit E1, are:

1. Permitted Uses:

a. Commercial Office and Retail. Uses may include a wide range of commercial, office and service-oriented retail supported by parking facilities, including, but not limited to, high profile office complexes which create a positive, progressive image for the City while complementing and supporting the use, image and natural aesthetic qualities of the Oklahoma River; and, retail complexes which provide riverfront shopping and eating establishments that are accessible by street, as well as from riverfront wharfs, sidewalks and recreational trails.

b. Commercial and Mixed-Use Residential. Commercial uses include general business services, retail, and possibly hotel to complement the proposed development in the Project Area, the Will Rogers World Airport, the Oklahoma City downtown commerce and entertainment districts, the State Fairgrounds Park, and businesses and industry located in the southwest quadrant of the greater Oklahoma City area. Mixed-use residential developments include single-family and multi-family developments with integrated space for retail support services,

including but not limited to, dry cleaners, pharmacies, banks, grocery and convenience stores and automobile service stations.

c. Public. Recreational development along the Oklahoma Riverfront include, but are not limited to, riverfront wharfs, multi-purpose recreational trails, pedestrian sidewalks, parks and public open spaces, with the necessary and appropriate streets, parking, and other supportive public amenities.

d. Vicinity Protection Program. The City shall implement a site protection program limiting and restricting land use to the extent allowed by law and subject to vested property rights in order to protect and enhance redevelopment in the Project Area. At a minimum the City will adopt and implement zoning or use restrictions to prohibit or limit the following uses within one mile of the Dell campus:

- i. Adult entertainment uses;
- ii. Communication services (including cell towers, antennas, etc.);
- iii. Underground injection wells;
- iv. Aboveground flammable liquid storage;
- v. Manufacturing and food processing centers;
- vi. Automobile, machinery, or farm implement sales;
- vii. Mining and/or processing oil or gas;
- viii. Mining and/or processing minerals and raw materials;
- ix. Sanitary landfills;
- x. Outdoor storage of vehicles, travel trailers or equipment;
- xi. Recycling processing centers
- xi. Warehousing and commercial mini-warehouse storage;
- xii. Automobile wash establishments;
- xiii. Automobile service station and auto repair, auto body and auto parts installation establishments;
- xiv. Pawn shops;
- xv. Bail bonds offices; and
- xvi. Single-wide manufactured homes.

B. Specific Regulations, Controls, and Restrictions to be Imposed by the Plan on the Sale, Lease, or Other Disposition of All Real Property Acquired.

In order to achieve the objectives of this Plan and in order to assist redevelopers in redeveloping the property, the Renewal Authority, acting on behalf of the City, will subject land to be redeveloped to specific regulations and controls at the time of land disposition. Such specific regulations and controls shall include, but are not limited to, floor area ratio, building coverage, height, setback, building envelope, arcade, open areas, sign control, exterior lighting, off-street parking and off-street loading.

The Renewal Authority shall review the proposal and plans for redevelopment, and it shall prescribe such controls, regulations, restrictions and obligations in redevelopment contracts, deeds of disposition, and other related documents as it determines to be appropriate to carry out the objectives of the Plan.

C. Duration of Controls, Effective Date and Renewal Provisions

Building requirements which are implemented by covenants in disposition or other documents shall be effective until January 1st of the year 2025, or extensions thereof as provided in disposition agreements or by extension action of the City Council of the City of Oklahoma City. The effective date of the provisions of this Amended Plan shall be the date of approval of this Amended Plan by the City Council of the City of Oklahoma City.

XIV. REDEVELOPMENT PLAN PROPOSALS

A. Land Acquisition.

1. Identification of Real Property to be Acquired.

a. The Renewal Authority may acquire real property in the Project by direct negotiation and/or upon approval by authorizing resolution of the City Council of the City of Oklahoma City by exercise of the power of eminent domain granted by law to the Renewal Authority. In addition:

i. Title to and interest in highway (including interstate), railroad, and street rights-of-way and other public use land, will be acquired by the Renewal Authority as necessary to carry out the Plan objectives, subject to the provisions of Subsection 3 of this Section (declaring conditions when acquisition may be excluded). The City consents to the acquisition through eminent domain of any such property in which it may have a legal or beneficial interest.

ii. Real property in the Project Area identified for acquisition from the City, which was acquired with restricted funds, shall be purchased at market value, and the City shall where possible, invest such proceeds in projects and improvements along the Oklahoma River in the Project Area.

b. Under the provisions of this Section, the Renewal Authority may, as it determines appropriate, acquire a lesser interest in property than fee simple, which lesser interest may include acquisition of one or more structures, but excluding the land or some interest therein where the acquisition of such lesser interest will serve the objectives of this Plan and where its requirements for redevelopment are otherwise met.

2. Special Conditions Under Which Properties Not Designated for Acquisition May be Acquired.

Properties not designated for acquisition may be acquired by the Renewal Authority if the respective owners thereof do not voluntarily comply with the requirements and controls contained in this Plan; provided, however, that the codes and ordinances of the City and the laws of the State of Oklahoma may be employed to achieve compliance with the requirements of this Plan and achievement of its redevelopment objectives.

3. Special Conditions Under Which Properties Designated for Acquisition May be Excluded.

Properties may be specifically excluded from acquisition for the purpose of this Plan where it is determined by the Renewal Authority, and/or by the independent action of the City, that the purposes of the Plan may be achieved without such acquisition of one or more parcels comprising all or a portion of a designated redevelopment parcel upon approval of a redevelopment agreement with the owner thereof.

B. Reports to the City.

The Renewal Authority, the OCEDT, the OCPPA, and the Redevelopment Authority shall provide to the City, upon request, periodic reports detailing activities undertaken in the Project Area.

C. Redevelopers' Obligations

Redevelopment of land in the Project Area shall be made subject to the redevelopment requirements specified by redevelopment agreements. The purpose of such redevelopment requirements is to assure that the renewal of the Project Area will conform to the planning and design objectives of the Plan. It is, therefore, the obligation of all redevelopers not only to comply with these requirements, but also to familiarize themselves with the overall Plan and to prepare development or redevelopment proposals which are in harmony with the Plan.

All such proposals will be subject to design review, comment and approval by the appropriate authority prior to approval and prior to commencement of construction.

The redeveloper will be obligated, under the terms of the redevelopment agreement, to carry out certain specified improvements, in accordance with the Plan, within a reasonable period of time as set forth in the instrument.

The redeveloper will not be permitted to dispose of property until the improvements are completed, without prior written consent, which consent will not be granted except under conditions that will prevent speculation and protect the interests of the City.

D. Underground Utility Lines.

When required by the City, utility distribution lines, whether public or private, shall be placed underground.

E. Other Provisions Necessary to Meet State and Other Local Requirements.

The land in the Project Area is to be made available to public or private enterprises for redevelopment as provided in this Plan.

F. Modification of the Plan.

This Plan may be modified as provided by state law as now in effect or as it may hereafter be amended. Amendments to provisions regarding the Increment Districts, financing authorizations, or Project Costs shall be deemed to be amendments to the Plan only insofar as it is a project plan as defined under the Oklahoma Local Development Act, 62 O.S. § 850, et seq. and not insofar as it is an urban renewal plan as defined under the Oklahoma Urban Renewal Law, 11 O.S. § 38-101, et seq.

G. Planning and Zoning.

The land use provisions contained in this Plan shall be implemented and supplemented by the zoning ordinances and other codes of the City.

XV. LAND DISPOSITION

A. Methods.

Land disposition, pursuant to this Amended Plan, may be accomplished by methods which comply with the laws of the State of Oklahoma.

B. Procedures for Contracts with Respect to Land Disposition and Uses or Redevelopment of Land.

1. Applicability.

The Renewal Authority shall comply with the following procedures when it proposes to enter into contracts or agreements with respect to land or the redevelopment thereof for private uses, other than for retention or disposition of property for public use, in accordance with the Plan.

2. Obligations to be Imposed.

The Renewal Authority shall require the purchaser or redeveloper to devote the property to the uses provided in this Plan and to agree to development in accordance with the Plan.

3. Notice.

Prior to entering into any agreement for land disposition to a private purchaser or any agreement for private redevelopment, the Renewal Authority shall give at least ten (10) days notice by publication in a newspaper of general circulation in the City of Oklahoma City, which notice shall state the address and office hours of the Renewal Authority, recite that the Renewal Authority is considering a proposal to enter into an agreement for disposal of land for private redevelopment, containing the name of each proposed redeveloper, and set forth a description of the land involved. The terms of the proposal shall be available for public inspection at the office of the Renewal Authority.

i. Approval.

Approval of any contracts or agreement or disposition of land, land use, or redevelopment of land pursuant to negotiation shall be pursuant to a public meeting of the Renewal Authority. Ten (10) days' notice of the first such meeting at which approval may be considered shall be given by a publication in a newspaper of general circulation in the City of Oklahoma City, which notice shall specify the time and place of the meeting, the nature of the agreement to be approved, and the proposed purchaser or redeveloper.

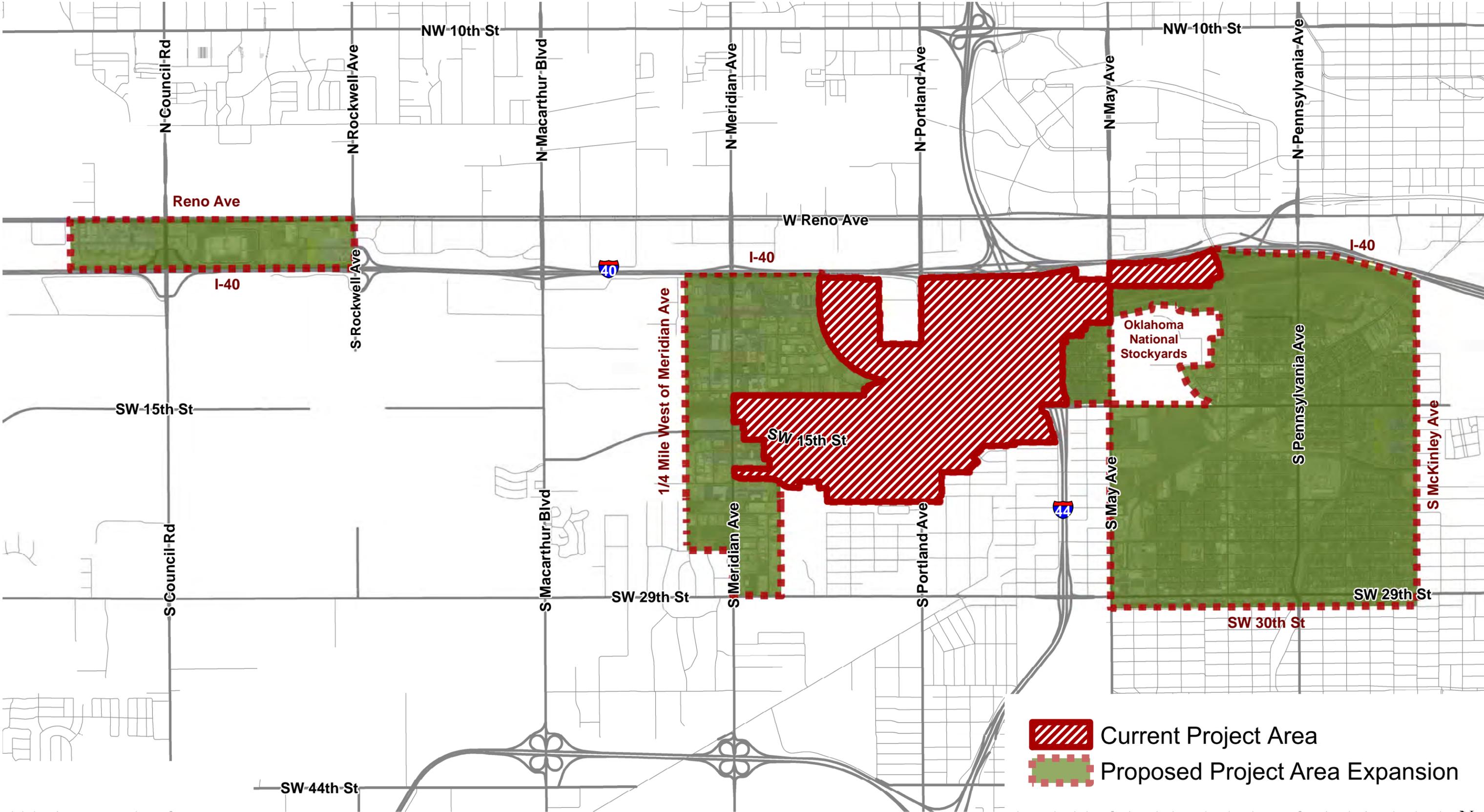
XVI. RELOCATION

- A.** Because only undeveloped and underdeveloped properties are contemplated for potential acquisition, no residential or business relocation appears to be applicable at this time.
- B.** Relocation services and benefits, if any, will be provided in accordance with applicable provisions of the state and federal law and policies adopted by the Renewal Authority.

XVII. REFERENCES

1. Oklahoma City Comprehensive Plan 2000
2. Scenic River Overlay District, adopted February 3, 1987 (Zoning Overlay)
3. String of Pearls as amended through August 26, 1993

EXHIBIT A - Map of Boundary - Amended Oklahoma Riverfront Redevelopment Project Area



-  Current Project Area
-  Proposed Project Area Expansion

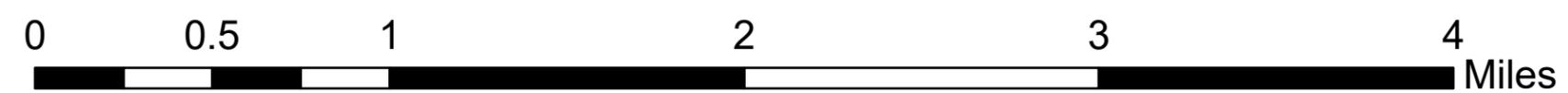


Exhibit A-1

Map of Boundary Increment District No. 4, Oklahoma City

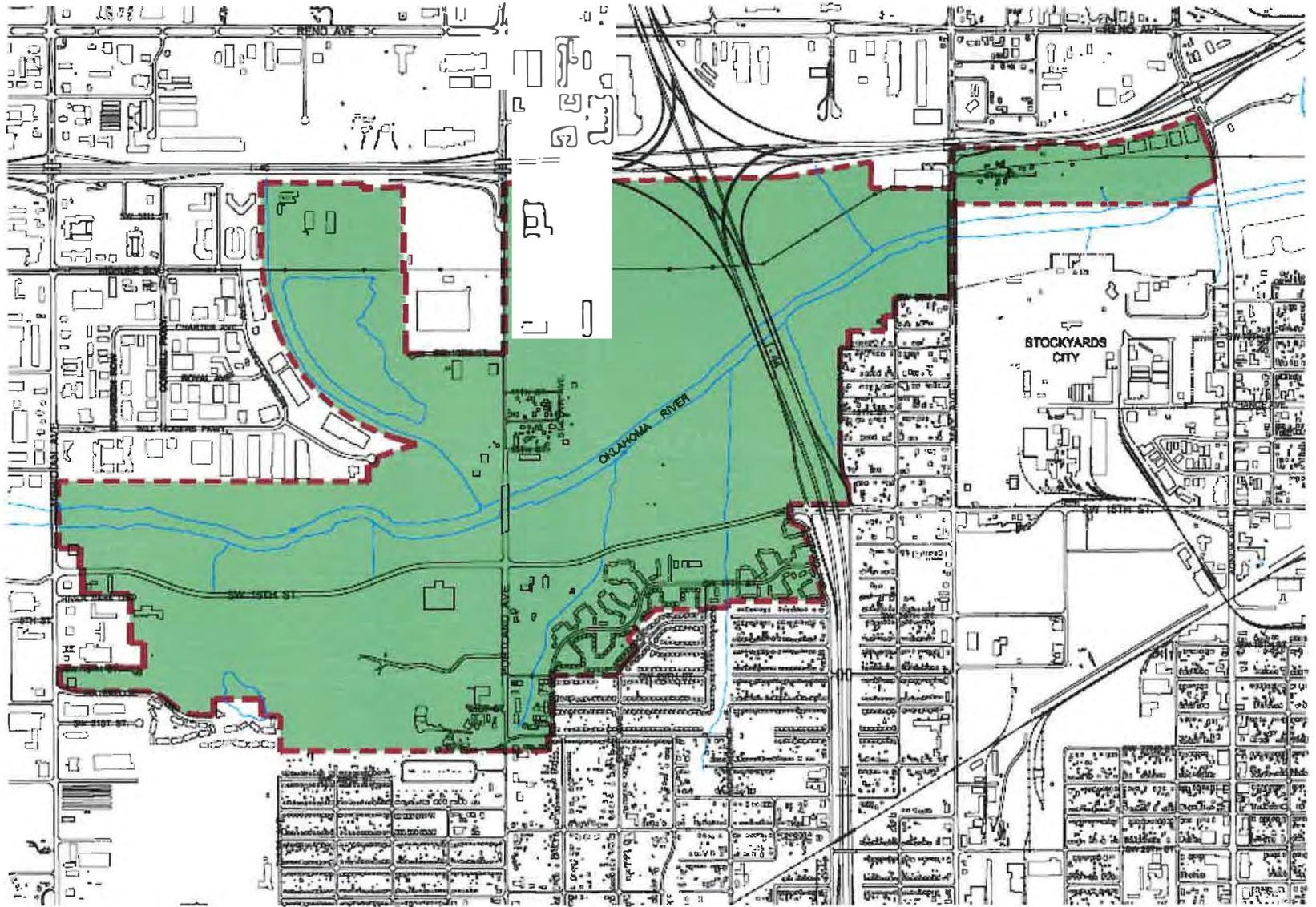


EXHIBIT B

BOUNDARY DESCRIPTION – AMENDED OKLAHOMA RIVERFRONT REDEVELOPMENT PROJECT AREA

WESTERLY PORTION

Beginning at the Southwest Corner of the Southeast Quarter (SE/4) of Section 31, Township 12 North Range 4 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence Northerly 70 feet to the intersection of the South line of the West Reno Industrial Park Plat as recorded in Plat Book 50 Page 77 of the Oklahoma County records, said point being 55 feet Westerly of the Southwest Corner of Lot 5 Block 1;

Thence Easterly along the apparent North Right-of-Way line of W Reno Avenue, also being the South line of the West Reno Industrial Park Plat a distance of 910 feet to the Southeast Corner of said plat, said point also being the Southeast Corner of Lot 27 Block 5;

Thence continuing Easterly along the apparent North Right-of-Way line of W Reno Avenue, a distance of 1,376.11 feet to the east line of a deed filed for record in Book 6379 Page 1431 of the Oklahoma County Records;

Thence continuing Easterly along the apparent North Right-of-Way line of W Reno Avenue, a distance of 363.00 feet (more or less) to the East line of Section 31, Township 12 North Range 4 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence continuing Easterly along the apparent North Right-of-Way line of W Reno Avenue, said apparent Right-of-Way line being 75.00 feet north of the South line of Section 32, Township 12 North Range 4 West, a distance of 2,885.00 feet (more or less) to a point on the West line of a deed filed for record in Book 10395 Page 1822 of the Oklahoma County Records;

Thence continuing Easterly along the apparent North Right-of-Way line of W Reno Avenue, a distance of 2,364.54 feet (more or less) to a point on the East line of said Section 32;

Thence continuing Easterly, a distance of 65.00 feet to a point at the intersection of the apparent Right-of-Way lines of both W Reno Avenue and S Rockwell Avenue, said point being 65.00 feet East of the West line of Section 33, Township 12 North Range 4 West and 75.00 feet North of the South line of said Section 33;

Thence Southerly along the extension of the apparent Right-of-Way line of S Rockwell Avenue, a distance of 150.00 feet to the intersection of the apparent Right-of-Way lines of both W Reno Avenue and S Rockwell Avenue, said point being 75.00 feet South of the North line of Section 4, Township 11 North Range 4 West and 65.00 feet East of the West line of said Section 4;

Thence continuing Southerly along the apparent East Right-of-Way line of S Rockwell Avenue, a distance of 300.00 feet (more or less) to the Southwest Corner of a deed file for record in Book 6775 Page 1401 of the Oklahoma County Records;

Thence continuing Southerly along the apparent East Right-of-Way line of S Rockwell Avenue, a distance of 1,018 feet (more or less) to the intersection of I-40 Westbound and the extension of the East Right-of-Way line of S Rockwell Avenue;

Thence Westerly along I-40 Westbound, a distance of 7,965 feet (more or less) to the intersection of I-40 Westbound and the West line of the Northeast Quarter (NE/4) of Section 6, Township 11 North Range 4 West of the Indian Meridian;

Thence Northerly along the West line of said Northeast Quarter (NE/4), a distance of 103 feet (more or less) to the intersection of the apparent Right-of-Way line of I-40 Westbound, said point being the Southwest corner of Eagle Point Business Park Plat as recorded in Plat Book 49 Page 73A of the Oklahoma County records;

Thence continuing Northerly along the West line of said Northeast Quarter (NE/4), also being the West line of said Eagle Point Business Park Plat, a distance of 1,303.99 feet (more or less) to the Northwest Corner of said Northeast Quarter (NE/4), said point also being the **Point or Place of Beginning**.

EASTERLY PORTION

Beginning at the Southeast Corner of the Southeast Quarter (SE/4) of Section 10, Township 11 North Range 4 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence Westerly along the South line of said Southeast Quarter (SE/4), a distance of 50.00 feet to the intersection of the extension of the apparent Right-of-Way line of S Meridian Avenue;

Thence Northerly along the extension of the apparent Right-of-Way line of S Meridian Avenue, a distance of 50.00 feet to the Southeast corner of Boecking's Acres Re-Plat as recorded in the Oklahoma County Records;

Thence continuing Northerly along the apparent Right-of-Way line of S Meridian Avenue, also being the East line of said Boecking's Acres Re-Plat, a distance of 1,216.00 feet (more or less) to the Northeast corner of Lot 12 Block 3 of said plat;

Thence Westerly along the apparent South Right-of-Way line of SW 26th Street, a distance of 1,266.57 feet (more or less) to the intersection of the apparent South Right-of-Way line of SW 26th Street and the extension of the East line of Boecking's Acres Re-Plat;

Thence Northerly along the extension of the East line of said Plat, a distance of 50.00 feet to the Southeast corner of Lot 1 Block 11;

Thence continuing Northerly along the East line of Boecking's Acres Re-Plat, a distance of 1,334.00 feet (more or less) to the Northeast corner of said Plat, said point also being the Southwest corner of Interstate Meridian Park Plat as recorded in the Oklahoma County Records;

Thence continuing Northerly along the West line of said Interstate Meridian Park Plat, also being the West line of the East Half of the Northeast Quarter (E/2 NE/4) of Section 10, Township 11 North Range 4 West of the Indian Meridian, a distance of 1,532.53 feet (more or less) to the Northwest corner of said Plat;

Thence continuing Northerly along said West line of the East Half of the Northeast Quarter (E/2 NE/4), a distance of 1,104.23 feet (more or less) to the Northwest corner of said East Half of the Northeast Quarter (E/2 NE/4), said point also being on the South line of Aero-Meridian Industrial Park Plat as recorded in Plat Book 42 Page 38 of the Oklahoma County Records;

Thence continuing Northerly along the West line of the East Half of the Southeast Quarter (E/2 SE/4) of Section 3, Township 11 North Range 4 West of the Indian Meridian, a distance of 515.35 feet (more or less) to a point on the West line of Aero-Meridian Industrial Park Plat;

Thence continuing Northerly along the West line of Aero-Meridian Industrial Park Plat, a distance of 3,054.10 feet (more or less) to the Northwest corner of said Plat, said point also being the intersection of the West line of the East Half of the Northeast Quarter (E/2 NE/4) of Section 3, Township 11 North Range 4 West of the Indian Meridian and the apparent South Right-of-Way line of I-40;

Thence continuing Northerly along the West line of the East Half of the Northeast Quarter (E/2 NE/4) of said Section 3, a distance of 175 feet (more or less) to the intersection of I-40 Eastbound and the West line of the East Half of the Northeast Quarter (E/2 NE/4) of said Section 3;

Thence Easterly along I-40 Eastbound, a distance of 3,769 feet (more or less) to the intersection of I-40 Eastbound and the extension of the West line of a Drainage Right-of-Way;

Thence Southerly along the extension of the West line of said Drainage Right-of-Way, a distance of 135 feet (more or less) to the Northeast corner of a deed filed for record in Book 6584 Page 2100 of the Oklahoma County Records;

Thence Easterly across said Drainage Right-of-Way, a distance of 195 feet (more or less) to the Northwest corner of a deed filed for record in Book 12987 Page 1593 of the Oklahoma County Records;

Thence Easterly along the apparent Right-of-Way line of I-40 Eastbound, a distance of 990.58 feet (more or less) to a jog in said Right-of-Way line;

Thence Southerly along the apparent Right-of-Way line of I-40 Eastbound, a distance of 55.44 feet (more or less) to a jog in said Right-of-Way line;

Thence Easterly along the apparent Right-of-Way line of I-40 Eastbound, a distance of 467.47 feet (more or less) to the Northeast corner of said deed filed for record in Book 12987 Page 1593 of the Oklahoma County Records;

Thence Southerly along the East line of said deed, a distance of 931.61 feet (more or less) to the Southeast corner of aforementioned Book 12987 Page 1593, said point also being on the North line of a deed filed for record in Book 5398 Page 1689 of the Oklahoma County Records;

Thence Easterly along the North line of said deed filed for record in Book 5398 Page 1689, a distance of 70 feet (more or less) to the Northeast corner of said deed;

Thence Southerly along the East line of said deed, a distance of 863.00 feet (more or less) to the Southeast corner of said deed, said point also being the Southwest corner of a deed filed for record in Book 4392 Page 224 of the Oklahoma County Records;

Thence continuing Southerly along the extension of the East line of said deed filed for record in Book 5398 Page 1689, a distance of 40 feet (more or less) to a point on the apparent South Right-of-Way line of SW 10th Street;

Thence Easterly along the apparent South Right-of-Way line of SW 10th Street, a distance of 1,110.00 feet (more or less) to a point on the East line of the Southeast Quarter (SE/4) of Section 2, Township 11 North Range 4 West of the Indian Meridian;

Thence continuing Easterly along the extension of the South Right-of-Way line of SW 10th Street, a distance of 50 feet (more or less) to the apparent East Right-of-Way line of S Portland Avenue, said point also being on the West line of a deed filed for record in Book 14877 Page 899 of the Oklahoma County Records;

Thence Northerly along the apparent East Right-of-Way line of S Portland Avenue, a distance of 1,867.51 feet (more or less) to a point on the South apparent Right-of-Way line of I-40 Eastbound, said point also being the Northwest corner of a deed filed for record in Book 8145 Page 1956 of the Oklahoma County Records;

Thence Easterly along an Easterly extension of the South Right-of-Way line of I-40, (spanning the I-40/I-44 Interchange) a distance of 3,323 feet (more or less) to a point of intersection of the apparent South Right-of-Way of I-40 and the apparent East Right-of-Way of I-44;

Thence Northeasterly along the South Right-of-Way line of I-40 Eastbound, a distance of 945 feet (more or less) to the Northwest corner of a tract of land owned by OG&E, said point being 196.00 feet North of a deed filed for record in Book 2378 Page 233 of the Oklahoma County Records;

Thence Southerly along the West line of a tract of land owned by OG&E, a distance of 296.00 feet to the Southwest corner of a tract of land owned by OG&E as filed in said Book 2378 Page 233 of the Oklahoma County Records;

Thence Easterly along the South line of a tract of land owned by OG&E, a distance of 948.00 feet (more or less), to a point on the East line of the Northeast Quarter (NE/4) of Section 1, Township 11 North Range 4 West of the Indian Meridian, said point also being the Southeast corner of a deed filed for record in Book 1634 Page 383 of the Oklahoma County Records;

Thence Northerly along the East line of the Northeast Quarter (NE/4) of said Section 1, also being along the approximate center of S May Avenue, a distance of approximately 400 feet (more or less) to the South edge of I-40 Eastbound;

Thence Easterly along the South edge of I-40 Eastbound, a distance of approximately 10,710 feet (more or less) to the intersection of the South edge of I-40 Eastbound and the apparent West Right-of-Way line of S Western Avenue;

Thence Southerly along the apparent West Right-of-Way line of S Western Avenue, a distance of approximately 2,300 feet (more or less) to a point on the North line of a deed filed for record in Book 10311 Page 1726 of the Oklahoma County records;

Thence Northwesterly along the North line of aforementioned deed, a distance of 1,709 feet (more or less) to the intersection of S Douglas Avenue and SW 10th Street, said point also being the Northwest corner of said deed filed in Book 10311 Page 1726 of the Oklahoma County records;

Thence Northwesterly continuing along the extension of the North line of aforementioned deed, a distance of 42.5 feet (more or less) to the Southeast corner of Block 3 of Delmar Heights Plat as recorded in the Oklahoma County records;

Thence Westerly along the South line of Block 3 of Delmar Heights, a distance of 600.00 feet (more or less) to a point on the apparent East Right-of-Way line of S McKinley Avenue, said point also being the Southwest corner of Lot 32 Block 3 of said Delmar Heights;

Thence Southerly along the apparent East Right-of-Way line of S McKinley Avenue, also being along the extension of the West line of Lot 32 Block 3 of Delmar Heights, a distance of 355.00 feet (more or less) to the Southwest corner of Block 8 of said Delmar Heights Plat;

Thence continuing Southerly along the apparent East Right-of-Way line of S McKinley Avenue, also being along the extension of the West line of said Block 8 of Delmar Heights Plat, a distance of 1,440.00 feet (more or less) to the Southwest corner of Block 24 of said Delmar Heights Plat;

Thence continuing Southerly along the extension of the apparent East Right-of-Way line of S McKinley Avenue, a distance of 33.00 feet (more or less) to a point on the South line of the Southeast Quarter (SE/4) of Section 5, Township 11 North Range 3 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence continuing Southerly along the extension of the apparent East Right-of-Way line of S McKinley Avenue, a distance of 33.00 feet (more or less) to the Northwest corner of Block 3 of Jones Grove Addition Plat as recorded in the Oklahoma County records;

Thence continuing Southerly along the apparent East Right-of-Way line of S McKinley Avenue, also being along the extension of the West line of said Block 3 of Jones Grove Addition Plat, a distance of 2,567.00 feet (more or less) to the Southwest corner of Block 35 of said Jones Grove Addition Plat;

Thence continuing Southerly along the extension of the apparent East Right-of-Way line of S McKinley Avenue, a distance of 60.00 feet (more or less) to the Northwest corner of Block 1 of Higgins Heights Addition Plat as recorded in the Oklahoma County records;

Thence continuing Southerly along the apparent East Right-of-Way line of S McKinley Avenue, also being along the extension of the West line of said Block 1 of Higgins Heights Addition Plat, a distance of 2,565.60 feet (more or less) to the Southwest corner of Block 21 of said Higgins Heights Addition Plat;

Thence continuing Southerly along the extension of the apparent East Right-of-Way line of S McKinley Avenue, a distance of 33.00 feet (more or less) to a point on the South line of the Southeast Quarter (SE/4) of Section 8, Township 11 North Range 3 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence continuing Southerly along the extension of the apparent East Right-of-Way line of S McKinley Avenue, a distance of 33.00 feet (more or less) to the Northwest corner of Block 1 of Academy Heights Plat as recorded in Plat Book 7 Page 92 of Oklahoma County records;

Thence continuing Southerly along the apparent East Right-of-Way line of S McKinley Avenue, also being along the West line of said Block 1 of Academy Heights Plat, a distance of 300.00 feet to the Southwest corner of said Block 1;

Thence continuing Southerly along the extension of the apparent East Right-of-Way line of S McKinley Avenue, also being along the extension of the West line of said Block 1 of Academy Heights Plat, a distance of 25.00 feet (more or less) to the Centerline of SW 30th Street;

Thence Westerly along the Centerline of SW 30th Street, a distance of approximately 8,575 feet (more or less) to the intersection of the Centerline of SW 30th Street and the West line of the Northwest Quarter (NW/4) of Section 18, Township 11 North Range 3 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence Westerly along the extension of the Centerline of SW 30th Street, a distance of 33.00 feet (more or less) to the intersection of the extension of the Centerline of SW 30th Street and the extension of the East line of Block 2 of May Park Addition Plat as recorded in the Oklahoma County records;

Thence Northerly along the extension of the East line of Block 2 of said May Park Addition Plat, also being along the extension of the apparent West Right-of-Way line of S May Avenue, a distance of 30.00 feet (more or less) to the Southeast corner of said Block 2;

Thence Northerly along the apparent West Right-of-Way line of S May Avenue, also being along the East line of Block 2 of May Park Addition Plat, a distance of 300.00 feet to the Northeast corner of said Block 2;

Thence Northerly along the extension of the apparent West Right-of-Way line of S May Avenue, a distance of 33.00 feet (more or less) to the North line of the Northeast Quarter (NE/4) of Section 13, Township 12 North Range 4 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence continuing Northerly along the extension of the apparent West Right-of-Way line of S May Avenue, a distance of 33.00 feet (more or less) to the Southeast corner of Stander's Boulevard Addition Plat as recorded in the Oklahoma County records;

Thence continuing Northerly along the apparent West Right-of-Way line of S May Avenue, also being along the East line of Stander's Boulevard Addition Plat, a distance of 2,616 feet (more or less) to the Northeast corner of Stander's First Addition Plat as recorded in the Oklahoma County records, said point also being on the South line of a deed filed for recorded in Book 11136 Page 998 of the Oklahoma County records;

Thence continuing Northerly along the apparent West Right-of-Way line of S May Avenue, a distance of 325.60 feet (more or less) to the Southeast corner of Hutchison's 2nd Addition Plat as recorded in the Oklahoma County records;

Thence continuing Northerly along the apparent West Right-of-Way line of S May Avenue, also being along the East line of said Hutchison's 2nd Addition Plat, a distance of 471.00 feet (more or less) to the Northeast corner of Hutchison's Addition as recorded in the Oklahoma County records;

Thence continuing Northerly along the extension of the apparent West Right-of-Way line of S May Avenue, a distance of 25.00 feet (more or less) to the intersection of the extension of the apparent West Right-of-Way line of S May Avenue and the approximate Centerline of SW 20th Street;

Thence continuing Northerly along the apparent West Right-of-Way line of S May Avenue, a distance of 1,795.50 feet (more or less) to the Northeast corner of Versaw Garden Addition Plat as recorded in the Oklahoma County records, said point being the intersection of the West Right-of-Way line of S May Avenue and the South Right-of-Way line of SW 15th Street;

Thence Westerly along the apparent South Right-of-Way line of SW 15th Street, a distance of approximately 1,185 feet (more or less) to the intersection of the Centerline of I-44 Northbound Service Road and the extension of the apparent South Right-of-Way line of SW 15th Street;

Thence Northerly along the approximate Centerline of I-44 Northbound Service Road, a distance of 125 feet (more or less) to the intersection of the approximate Centerline of I-44 Northbound Service Road and the North margin of SW 15th Street;

Thence Westerly along the North margin of SW 15th Street (spanning I-44), a distance of 715 feet (more or less) to the intersection of the North margin of SW 15th Street and the apparent West Right-of-Way line of S Grand Boulevard;

Thence Southerly along the extension of the apparent West Right-of-Way line of S Grand Boulevard, a distance of approximately 125 feet (more or less) to the intersection of the West Right-of-Way line of S Grand Boulevard and the South margin of SW 15th Street;

Thence Southeasterly along the apparent West Right-of-Way line of S Grand Boulevard, a distance of approximately 1,100 feet (more or less) to the Southeast corner of a legal description described on page 29 of the Housing Authority of the City of Oklahoma City Declaration filed in Book 11865 Page 53 of the Oklahoma County records;

Thence along and with the South line of said legal description on page 29 of the Housing Authority of the City of Oklahoma City Declaration filed in Book 11865 Page 53, the following six (6) courses as described:

1. South 89°52'30" West along the north line of Blocks 3 and 4 of said Industrial Boulevard Addition, a distance of 1150.00 to a point lying on the centerline of said Section 12;
2. Thence South 00°16'00" East along said centerline a distance of 46.27 feet to the Northeast Corner of Block 7, Rockwood Addition;
3. Thence South 89°51'00" West a distance of 262.27 feet;
4. Thence South 00°09'00" East a distance of 25.00 feet;
5. Thence South 89°51'00" West along a line a distance of 605.07 feet, said line being the North Boundary of Block 9 of said Rockwood Addition;
6. Thence South 45°00'00" West a distance of 456.30 feet to the Northernmost corner of Lot 3 Block 10 of the Replat of Rockwood Addition;

Thence Southeasterly along the Northeasterly line of Lot 3 Block 10 of said Replat of Rockwood Addition Plat as recorded in the Oklahoma County records, a distance of 155.00 feet to the Easternmost corner of said Lot 3 Block 10;

Thence continuing Southeasterly along the extension of the Northeasterly line of said Lot 3 Block 10, a distance of 25.00 feet to the Centerline of SW 18th Street;

Thence Southwesterly along the Centerline of SW 18th Street, a distance of 385.08 feet (more or less) to the intersection of the Centerline of SW 18th Street and the Centerline of SW 20th Street;

Thence Westerly along the Centerline of SW 20th Street, a distance of 784.00 feet (more or less) to the intersection of the Centerline of SW 20th Street and the intersection of S Saint Clair Avenue;

Thence Southerly along the Centerline of S Saint Clair Avenue, a distance of 660.00 feet (more or less) to the intersection of the Centerline of S Saint Clair Avenue and the Centerline of SW 22nd Street;

Thence Westerly along the Centerline of SW 22nd Street, a distance of 50.00 feet (more or less) to the intersection of the Centerline of SW 22nd Street and the extension of the West line of Lot 6 Block 40 of Rockwood Addition Plat as recorded in the Oklahoma County records;

Thence Southerly along the extension of the West line of said Lot 6 Block 40, a distance of 25.00 feet to the Northwest corner of said Lot 6 Block 40, said point also being on the apparent South Right-of-Way line of SW 22nd Street;

Thence continuing Southerly along the West line of said Lot 6 Block 40, a distance of 150.00 feet to the Southwest corner of said Lot 6;

Thence continuing Southerly along the extension of the West line of said Lot 6 Block 40 of Rockwood Addition, a distance of approximately 5.50 feet (more or less) to the South line of the Northwest Quarter (NW/4) of Section 12, Township 11 North Range 4 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence Westerly along the South line of the Northwest Quarter (NW/4) of said Section 12, Township 11 North Range 4 West, a distance of approximately 505 feet (more or less) to the Southwest corner of said Northwest Quarter (NW/4);

Thence Westerly along the South line of the Northeast Quarter (NE/4) of Section 11, Township 11 North Range 4 West, a distance of approximately 2640.43 feet (more or less) to the Southwest corner of the Northeast Quarter (NE/4) of said Section 11;

Thence along and with a legal description on page 3 of a deed filed for record at the Oklahoma County records filed in Book 13472 Page 1161, the following nine (9) courses as described:

1. North 00°04'00" West on the East line of said NW/4 a distance of 379.13 feet;
2. Thence North 89°48'15" West a distance of 217.33 feet;
3. Thence North 00°11'45" East a distance of 190.00 feet;
4. Thence North 89°48'15" West a distance of 555.94 feet;
5. Thence South 00°11'45" West a distance of 190.00 feet;
6. Thence North 89°48'15" West a distance of 198.65 feet to a point of curvature;
7. Thence Northwesterly along a curve to the right having a radius of 445.90 feet (a chord bearing of North 66°52'07" West and a chord length of 347.53 feet) for an arc length of 356.99 feet to a point of reverse curve;
8. Thence Northwesterly along a curve to the left having a radius of 445.90 feet (a chord bearing of North 66°52'07" West and a chord length of 347.53 feet) for an arc length of 356.99 feet to a point;
9. Thence South 00°08'15" East a distance of 650.00 feet;

Thence Easterly along the North line of the Southwest Quarter (SW/4) of Section 11, Township 11 North Range 4 West of the Indian Meridian, a distance of 289.54 feet (more or less) to the Northeast corner of a deed filed for record in Book 12058 Page 108 of the Oklahoma County records, said point also being the Northwest corner of the East Half (E/2) of said Southwest Quarter (SW/4);

Thence Southerly along the West line of the East Half (E/2) of said Southwest Quarter (SW/4), a distance of 2,633.61 feet (more or less) to a point on the South line of the Southwest Quarter of

Section 11, Township 11 North Range 4 West of the Indian Meridian, said point also being the Southwest corner of the East Half (E/2) of the Southwest Quarter (SW/4) of said Section 11;

Thence continuing Southerly along the West line of the East Half (E/2) of the Northwest Quarter (NW/4) of Section 14, Township 11 North Range 4 West of the Indian Meridian, a distance of 33.00 feet (more or less) to the intersection of the apparent South Right-of-Way line of SW 29th Street and the West line of the East Half (E/2) of said Northwest Quarter (NW/4);

Thence Westerly along the apparent South Right-of-Way line of SW 29th Street, a distance of 1,320.00 feet (more or less) to the intersection of the West line of the Northwest Quarter (NW/4) of said Section 14 and the apparent South Right-of-Way line of SW 29th Street;

Thence continuing Westerly along the apparent South Right-of-Way line of SW 29th Street, a distance of 50.00 feet (more or less) to the intersection of the apparent West Right-of-Way line of S Meridian Avenue and the apparent South Right-of-Way line of SW 29th Street;

Thence Northerly along the extension of the apparent West Right-of-Way line of SW 29th Street, a distance of 50.00 feet (more or less) to a point on the South line of the Southeast Quarter (SE/4) of Section 10, Township 11 North Range 4 West of the Indian Meridian, Oklahoma County Oklahoma, said point being the **Point or Place of Beginning**.

Less and Except a tract of land known as the “Oklahoma National Stockyards”, being generally described as follows:

Beginning at the Southwest corner of the Southwest Quarter (SW/4) of Section 6, Township 11 North Range 3 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence Northerly along the West line of said Southwest Quarter (SW/4), a distance of 2,422.00 feet (more or less) to a point, said point being located 225.00 feet South of the Northwest corner of the Southwest Quarter (SW/4) of said Section 6;

Thence Northeasterly along the South line of a deed filed for record in Book 1884 Page 639 of the Oklahoma County records, a distance of 1122.97 feet (more or less) to a point on the North line of the Southwest Quarter (SW/4) of said Section 6;

Thence Easterly along the North line of said Southwest Quarter (SW/4), a distance of 75.00 feet;

Thence Northerly along said deed filed for record in Book 1884 Page 639 of the Oklahoma County records, a distance of 163.00 feet;

Thence Easterly continuing along said deed, a distance of 725.00 feet;

Thence Southerly continuing along said deed, a distance of 163.00 feet to a point on the North line of the Southwest Quarter (SW/4) of said Section 6;

Thence Easterly along the North line of said Southwest Quarter (SW/4), a distance of approximately 1,325 feet (more or less) to the intersection of the apparent West Right-of-Way line of S Agnew Avenue and the North line of the Southwest Quarter (SW/4) of said Section 6;

Thence Southwesterly, a distance of approximately 213 feet (more or less) to the intersection of the extension of the West line of Fourth Stock Yards Addition Plat as recorded in the Oklahoma County records;

Thence Southerly along the West line of said Fourth Stock Yards Addition, a distance of approximately 633 feet (more or less) to the Northeast corner of a deed filed for record in Book 9205 Page 1858 of the Oklahoma County records;

Thence Westerly along the apparent South Right-of-Way line of SW 10th Street, a distance of 250.00 feet;

Thence Southerly along the West line of a deed filed for record in Book 9205 Page 1858 and Book 14356 Page 225, a distance of 700.00 feet to the intersection of the West line of said deeds and the apparent North Right-of-Way line of Exchange Avenue;

Thence continuing Southerly along the extension of the West line of said deed filed for record in Book 14356 Page 225, a distance of approximately 70 feet (more or less) to the intersection of the apparent South Right-of-Way line of Exchange Avenue and the extension of the West line of said deed, said point also being on the North line of Stockyards Industrial Addition Plat as recorded in the Oklahoma County records;

Thence Westerly along the North line of said Stockyards Industrial Addition, also being the apparent South Right-of-Way line of Exchange Avenue, a distance of approximately 830.70 feet (more or less) to the Northwest corner of said Stockyards Industrial Addition Plat;

Thence along and with Stockyards Industrial Addition Plat as recorded in the Oklahoma County records in Plat book 41 Page 84, the following seven (7) courses as described;

1. South 06°03'00" East a distance of 170.10 feet;
2. Thence South 26°05'00" East a distance of 170.00 feet;
3. Thence South 34°25'00" East a distance of 764.50 feet;
4. Thence South 50°40'00" East a distance of 42.92 feet;
5. Thence North 50°05'00" East a distance of 158.74 feet;
6. Thence South 61°20'00" East a distance of 254.47 feet;
7. Thence South 00°06'00" East a distance of 111.20 feet to a point on the South line of Section 6, Township 11 North Range 3 West of the Indian Meridian, Oklahoma County Oklahoma;

Thence Westerly along the South line of Section 6, Township 11 North Range 3 West of the Indian Meridian, Oklahoma County Oklahoma, a distance of 2,881.30 feet to the **Point or Place of Beginning**.

EXHIBIT B-1
Boundary Description
Increment District No. 4, Oklahoma City

A tract of land lying in Section 6, Township 11 North, Range 3 West of the Indian Meridian, and lying in Sections 1, 2, 11 and 12, Township 11 North, Range 4 West of the Indian Meridian, Oklahoma City, Oklahoma County, Oklahoma, being generally along and on both sides of the Oklahoma! River from South Agnew Avenue on the East to South Meridian Avenue on the West, and being generally described as follows:

BEGINNING at the point of intersection of the East Right of Way line of South Meridian Avenue and the South line of INSTALLMENT 6 OF METROPOLITAN INDUSTRIAL PARK ADDITION, an addition to Oklahoma City, according to the recorded plat at Plat Book 46, page 92, in the office of the County Clerk of Oklahoma County;

THENCE Easterly along the South line of Blocks 14 and 15 of said INSTALLMENT 6 OF METROPOLITAN INDUSTRIAL PARK ADDITION and INSTALLMENT 7 OF METROPOLITAN INDUSTRIAL PARK ADDITION, an addition to Oklahoma City, according to the recorded plat at Plat Book 48, page 25, in the office of the County Clerk of Oklahoma County, to the Southwest corner of Lot 6, Block 15 of said INSTALLMENT 7 OF METROPOLITAN INDUSTRIAL PARK ADDITION;

THENCE Northerly along the West line of said Lot 6, Block 15, to the point of intersection with the South Right of Way line of Will Rogers Parkway;

THENCE Northeasterly on a curve to the Left along said Right of Way line of Will Rogers Parkway to the point of intersection with the Northern line of said Lot 6, Block 15;

THENCE, Easterly along the Northern line of said Lot 6, Block 15, to the most Northern corner of said Lot;

THENCE Northwesterly on a curve to the Right along the Eastern line of Blocks 15, 11 and 4 of METROPOLITAN INDUSTRIAL PARK ADDITIONS, additions to Oklahoma City according to the recorded plats thereof, said line also being the Western line of a City of Oklahoma City Drainage Right of Way, to the Northeast corner of said Block 4;

THENCE extending Northerly along the West line of said Drainage Right of Way to the South Right of Way line of Interstate 40;

THENCE Easterly along the South Right of Way line of Interstate 40, extending Easterly on the same line across the Right of Way of Interstate 44, and continuing Easterly along said South Right of Way line of Interstate 40 to its intersection with the West Right of Way line of South Agnew Avenue;

THENCE Southerly along the West Right of Way line of South Agnew Avenue to a point of intersection with the East line of Block 6, LEWIS ADDITION to Oklahoma City, according to the recorded plat thereof;

THENCE continuing Southerly along the Eastern line of Blocks 6 and 5 of said LEWIS ADDITION to the South Right of Way line of Southwest 6th Street;

THENCE Westerly along the South Right of Way line of said Southwest 6th Street to its intersection point with the West Right of Way line of South May Avenue;

THENCE Southerly along the West Right of Way line of South May Avenue to its point of intersection with the North right-of-way line of Southwest 8th Street;

THENCE Westerly along the North Right of Way line of Southwest 8th Street to its point of intersection with the West Right of Way line of South Brookline Avenue;

THENCE Southerly along the West Right of Way line of South Brookline Avenue to the North Right of Way line of Cedar Street;

THECE Westerly long the North Right of Way line of Cedar Street to the Southwest corner of said Lot 35, Block 2, PACKINGTON ADDITION, an addition to Oklahoma City according to the recorded plat thereof;

THENCE Southerly along the East line of Lot 15, Block 3, said PACKINGTON ADDITION to the Northeast corner of Lot 15, Block 2, DAVIDOR'S MORRIS VIEW ADDITION, an addition to Oklahoma City, according to the recorded plat thereof;

THENCE Westerly along the North line of Block 2, said DAVIDOR'S MORRIS VIEW ADDITION, and extended to its intersection point with the West Right of Way line of South Drexel Avenue;

THENCE Southerly along the West Right of Way line of South Drexel Avenue to the East Right of Way line of Interstate 44;

THENCE Southeasterly along the East Right of Way line of Interstate 44 to its intersection point with the North Right of Way line of Southwest 15th Street;

THENCE Westerly along the North Right of Way line of Southwest 15th Street to its intersection point with the West Right of Way line of Interstate 44 and South Grand Boulevard;

THENCE Southeasterly along the West Right of Way line of South Grand Boulevard to the Northeast corner of Block 4, REPLAT OF INDUSTRIAL BOULEVARD ADDITION, an addition to Oklahoma City, according to the recorded plat at Plat Book 23, page 92, in the office of the County Clerk of Oklahoma County;

THENCE Westerly along the North lines of Blocks 4 and 3 of said REPLAT OF INDUSTRIAL BOULEVARD ADDITION to its intersection point with the East Right of Way line of South Independence Avenue;

THENCE Southerly along the East Right of Way line of South Independence Avenue to its intersection point with the South Right of Way line of Southwest 18th Street;

THENCE Westerly along the extended South Right of Way line of Southwest 18th Street and along the North line of Lot 14, Block 7, REPLAT OF PART OF BLOCKS 21 THRU 24 & 26 THRU 28 ROCKWOOD ADDITION, an addition to Oklahoma City, according to the plat recorded at Plat Book 41, Page 63 in the office of the County Clerk of Oklahoma County, to its intersection point with the West Right of Way line of South Independence Avenue;

THENCE Southerly along the West Right of Way line of South Independence Avenue to the Northeast corner of Lot 1, Block 9, said REPLAT;

THENCE Westerly and Southwesterly along the North line of Block 9 and the Northwestern lines of said Block 9 and Block 10 of said REPLAT to the Northern most corner of Lot 3, Block 10 of said REPLAT;

THENCE Southeasterly along the Northern line of said Lot 3 to its intersection point with the Northern Right of Way line of Southwest 18th Street;

THENCE Southwesterly along the Northern Right of Way line of Southwest 18th Street to its intersection point with the North Right of Way line of Southwest 20th Street;

THENCE Westerly along the North Right of Way line of Southwest 20th Street and extended Westerly along said line to its intersection point with the West Right of Way line of South St. Clair Avenue;

THENCE Southerly along the West Right of Way line of South Saint Clair Avenue and extended along said line to its intersection point with the South line of the North Half (N/2) of said Section 12, Township 11 North, Range 4 West of the Indian Meridian;

THENCE Westerly along the South line of said North Half (N/2) to the Southwest corner of said North Half (N/2) of Section 12, Township 11 North, Range 4 West of the Indian Meridian;

THENCE continuing Westerly along the South line of the North Half (N/2) of Section 11, Township 11 North, Range 4 West of the Indian Meridian to its intersection point with the East Right of Way line of South Meridian Avenue;

THENCE Northerly along the East Right of Way line of South Meridian Avenue to the POINT OF BEGINNING.

LESS AND EXCEPT Twelve (12) tracts of land particularly described as follows:

LESS AND EXCEPT Tract No. 1: Warranty Deed recorded at Book 7889, Page 1134, being particularly described as follows:

A tract of land in the Southeast Quarter (SE/4) of the Northeast Quarter (NE/4) of Section Two (2), Township Eleven (11) North, Range Four (4) West of the Indian Meridian, Oklahoma County, Oklahoma, more particularly described as follows:

BEGINNING at a point North 00°03'40" West, 344.90 feet and South 89°55'14" West, 124.12 feet from the Southeast corner of the Northeast Quarter (NE/4); THENCE North 89°52'29" West, a distance of 998.24 feet; THENCE North 00°17'20" West, a distance of 586.90 feet to the South Right of Way of Interstate 40; THENCE continuing with said Right of Way Southeast on a curve to the right with a radius of 5963.64 feet, a length 477.94 feet, a chord bearing of South 85°34'44" East and a chord length of 447.96 feet; THENCE South 83°36'32" East, a distance of 408.33 feet; THENCE South 43°39'53" East, a distance of 179.78 feet; THENCE South 03°43'14" East, a distance of 379.84 feet to the POINT OF BEGINNING.

LESS AND EXCEPT Tract No. 2: Warranty Deed recorded at Book 5564, Page 1040, being particularly described as follows:

A tract of land in Section Two (2), Township Eleven (11) North, Range Four (4) West of the Indian Meridian, Oklahoma County, Oklahoma, more particularly described as follows:

BEGINNING at a point South 00°03'40" East 2644.10 feet and North 89°52'29" West 33.00 feet from the Northeast Corner of said Section 2, Township 11 North, Range 4 West; THENCE North 89°52'29" West, 1148.31 feet to a point; THENCE North 00°17'20" West, 931.80 feet to a point; THENCE with a curve having a tangent bearing of South 88°29'21" East, a curve to the right with a radius of 5963.64 feet a distance of 60.04 feet to a point; THENCE South 00°17'20" East, 586.90 feet to a point; THENCE South 89°52'29" East, 998.24 feet to a point; THENCE North 89°55'14" East, 91.12 feet to a point; THENCE South 00°03'40" East, 344.90 feet to the POINT OF BEGINNING.

LESS AND EXCEPT Tract No. 3: Warranty Deed recorded at Book 4392, Page 224, being particularly described as follows:

Part of the Southeast Quarter (SE/4) of Section Two (2), Township Eleven (11) North, Range Four (4) West of the Indian Meridian, in Oklahoma County, Oklahoma, more particularly described as follows:

BEGINNING at the Northeast corner of said Southeast Quarter (SE/4); THENCE West along the North line of said Southeast Quarter Section, a distance of 1110 feet; THENCE South and parallel with the East line of said Quarter Section, a distance of 863.0 feet; THENCE East and parallel with the North line of said Quarter Section a distance of 1110 feet to the East line of said

Quarter Section; THENCE North along the East line of said Quarter Section a distance of 863.0 feet to the POINT or PLACE OF BEGINNING.

LESS AND EXCEPT Tract No. 4: Joint Tenancy Warranty Deed recorded at Book 6954, Page 1114, being particularly described as follows:

A tract of land in Section 1, Township 11 North, Range 4 West of the Indian Meridian, being a part of Lot 11, being 4 acres, more or less, more particularly described as follows:

BEGINNING 610 feet East of the Southwest corner of the Northeast Quarter (NE/4); THENCE West 205 feet; THENCE Northwesterly 388 feet; THENCE Northeasterly 826.55 feet; THENCE Southerly to the POINT or PLACE OF BEGINNING.

LESS AND EXCEPT Tract No. 5: Oklahoma Gas & Electric (OG&E) Sub-station, being particularly described as follows:

Report of Commissioners, Case No. 145740, recorded at Book 2355, Page 31:

A part of the Northeast Quarter (NE/4), Section 1, Township 11 North, Range 4 West of the Indian Meridian, being particularly described as follows:

BEGINNING at a point that is 1382 feet South and 488 feet West of the Northeast corner of said Northeast Quarter (NE/4); THENCE West and parallel to the North line of said Northeast Quarter (NE/4), a distance of 460 feet; THENCE South and parallel to the East line of said Northeast Quarter (NE/4), a distance of 268.5 feet; THENCE East and parallel to the North line of said Northeast Quarter (NE/4), a distance of 460 feet; THENCE North a distance of 268.5 feet to the POINT OR PLACE OF BEGINNING.

AND

Quit Claim Deed recorded at Book 2378, Page 233:

BEGINNING at a point that is 1750.5 feet South and 488 feet West of the Northeast corner of said Northeast Quarter (NE/4); THENCE North and parallel to the East line of said Northeast Quarter (NE/4), a distance of 100 feet; THENCE West and parallel to the North line of said Northeast Quarter (NE/4), a distance of 460 feet; THENCE South and parallel to the East line of said Northeast Quarter (NE/4), a distance of 100 feet; THENCE East a distance of 460 feet to the POINT OR PLACE OF BEGINNING.

AND

Warranty Deed recorded at Book 1634, Page 383:

A tract of land located in the Northeast Quarter of Section 1, Township 11 North, Range 4 West of the Indian Meridian in Oklahoma County, Oklahoma, described by metes and bounds as follows, to-wit:

COMMENCING at a point in the East line of Section 1, Township 11 North, Range 4 West of Indian Meridian, 1750.5 feet South of the Northeast corner of said Quarter-section for the POINT OR PLACE BEGINNING; THENCE West and parallel with the North line of said Quarter-section a distance of 488 feet; THENCE North and parallel with the East line of said Quarter-section a distance of 368.5 feet; THENCE East and parallel with the North line of said Quarter-section a distance of 488 feet to the East line of said Quarter-section; THENCE South along said line to the POINT OR PLACE OF BEGINNING.

LESS AND EXCEPT Tract No. 6: Articles of Conversion of Watersedge (B) Corporation recorded at Book 7887, Page 407, particularly described by Quit Claim Deed recorded at Book 5150, Page 533, being particularly described as follows:

A part of the Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West of the Indian Meridian, Oklahoma County, Oklahoma, being more particularly described as follows:

COMMENCING at the Southwest corner of the Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West; THENCE South $89^{\circ}48'15''$ East along the South line of said Northwest Quarter (NW/4) a distance of 1033.00 feet for a POINT or PLACE OF BEGINNING; THENCE continuing South $89^{\circ}48'15''$ East and along said South line a distance of 809.70 feet; THENCE North $00^{\circ}08'15''$ West a distance of 771.07 feet; THENCE North $57^{\circ}28'08''$ West for a distance of 52.11 feet; THENCE on the arc of a curve to the left having a radius of 501.00 feet for a distance of 291.49 feet; THENCE South $89^{\circ}11'46''$ West a distance of 489.58 feet; THENCE South $00^{\circ}08'15''$ East a distance of 868.02 feet to the POINT or PLACE OF BEGINNING.

AND

A part of the Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West of the I.M., Oklahoma County, Oklahoma, being more particularly described as follows:

COMMENCING at the Southwest corner of said Northwest Quarter (NW/4); THENCE North $00^{\circ}08'15''$ West on the West line of said Northwest Quarter (NW/4) for a distance of 815.00 feet to the POINT or PLACE OF BEGINNING; THENCE continuing North $00^{\circ}08'15''$ West on said West line for a distance of 60.00 feet; THENCE North $89^{\circ}11'45''$ East for a distance of 691.00 feet; THENCE on the arc of a curve to the right having a radius of 169.87 feet for a distance of 46.69 feet; THENCE on the arc of a curve to the left having a radius of 229.87 feet for a distance of 63.17 feet; THENCE North $89^{\circ}11'45''$ East for a distance of 233.40 feet; THENCE South $00^{\circ}08'15''$ East for a distance of 60.00 feet; THENCE South $89^{\circ}11'45''$ West for a distance of 232.70 feet; THENCE on the arc of a curve to the right having a radius of 289.87 feet for a distance of 79.66 feet; THENCE on the arc of a curve to the left having a radius of 109.87 feet

for a distance of 30.20 feet; THENCE South 89°11'45" West for a distance of 691.70 feet to the POINT or PLACE OF BEGINNING.

AND

A part of the Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West of the I.M., Oklahoma County, Oklahoma, being more particularly described as follows;

COMMENCING at the Southwest corner of said Northwest Quarter (NW/4); THENCE North 00°08'15" West on the West line of said Northwest Quarter (NW/4) for a distance of 925.00 feet; THENCE North 89°11'45" East for a distance of 690.63 feet; THENCE on the arc of a curve to the right having a radius of 199.87 feet for a distance of 54.93 feet; THENCE on the arc of a curve to the left having a radius of 199.87 feet for a distance of 54.93 feet; THENCE North 89°11'45" East for a distance of 233.75 feet to the POINT or PLACE OF BEGINNING; THENCE continuing North 89°11'45" East for a distance of 488.88 feet; THENCE on the arc of a curve to the right having a radius of 561.00 feet for a distance of 326.40 feet; THENCE South 57°28'08" East for a distance of 82.17 feet; THENCE South 32°31'52" West for a distance of 60.00 feet; THENCE North 57°28'08" West for a distance of 82.17 feet; THENCE on the arc of a curve to the left having a radius of 501.00 feet for a distance of 291.49 feet; THENCE South 89°11'45" West for a distance of 489.58 feet; THENCE North 00°08'15" West for a distance of 60.00 feet to the POINT or PLACE OF BEGINNING.

LESS AND EXCEPT Tract No. 7: ALL of the MERIDIAN 2000 SOUTH BUSINESS PARK, an addition to Oklahoma City according to the recorded plat at Plat Book 49, page 16, in the office of the County Clerk of Oklahoma County;

LESS AND EXCEPT Tract No. 8: Warranty Deed recorded at Book 6581, Page 1687, being particularly described as follows:

A part of the Northwest Quarter (NW/4) of Section Eleven (11), Township Eleven (11) North, Range Four (4) West of the Indian Meridian, Oklahoma County, Oklahoma, being more particularly described as follows:

COMMENCING at the Southwest Corner of said Northwest Quarter (NW/4); THENCE North 00°08'15" West on the West line of said Northwest Quarter (NW/4) for a distance of 1060.00 feet to the POINT or PLACE OF BEGINNING; THENCE North 89°11'45" East for a distance of 250.00 feet; THENCE South 00°08'15" East for a distance of 135.00 feet to a point on the North line of a 60.00 foot road easement; THENCE South 89°11'45" West on the North line of said 60.00 foot road easement for a distance of 250.00 feet to a point on the West line of said Northwest Quarter (NW/4), said point begin 925.00 feet North 00°08'15" West of the Southwest corner of said Northwest Quarter (NW/4); THENCE North 00°08'15" West on the West line of said Northwest Quarter (NW/4) for a distance of 135.00 feet to the POINT or PLACE OF BEGINNING.

TOGETHER WITH THE EASEMENT RESERVED IN WARRANTY DEED FILED AUGUST 14, 1990 AND RECORDED IN BOOK 6079, PAGE 165, RECORDS OF OKLAHOMA COUNTY, STATE OF OKLAHOMA, OVER THE EAST 10 FEET OF THE WEST 60.00 FEET OF THE FOLLOWING DESCRIBED PROPERTY:

A part of the Northwest Quarter (NW/4) of Section Eleven (11), Township Eleven (11) North, Range Four (4) West of the Indian Meridian, Oklahoma County, Oklahoma, being more particularly described as follows:

BEGINNING at the Southwest corner of said Northwest Quarter (NW/4) of Section Eleven (11), Township Eleven (11) North, Range Four (4) West of the Indian Meridian; THENCE North $00^{\circ}08'15''$ West on the West line of said Northwest Quarter (NW/4) for a distance of 1190.00 feet to a POINT or PLACE OF BEGINNING; THENCE North $89^{\circ}11'45''$ East for a distance of 250.00 feet; THENCE South $00^{\circ}08'15''$ East and parallel to the West line of said Northwest Quarter (NW/4) for a distance of 130.00 feet; THENCE South $89^{\circ}11'45''$ West for a distance of 250.00 feet to a point on the West line of said Northwest Quarter (NW/4); THENCE North $00^{\circ}08'15''$ West on the West line of said Northwest Quarter (NW/4) for a distance of 130.00 feet to the POINT or PLACE OF BEGINNING.

LESS AND EXCEPT Tract No. 9: Warranty Deed recorded at Book 6079, Page 165, being particularly described as follows:

A part of the Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West of the Indian Meridian, Oklahoma County, Oklahoma, being more particularly described as follows:

BEGINNING at the Southwest Corner of said Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West of the Indian Meridian; THENCE North $00^{\circ}08'15''$ West on the West line of said Northwest Quarter (NW/4) for a distance of 1190.00 feet to a POINT or PLACE OF BEGINNING; THENCE North $89^{\circ}11'45''$ East for a distance of 250.00 feet; THENCE South $00^{\circ}08'15''$ East and parallel to the West line of said Northwest Quarter (NW/4) for a distance of 130.00 feet; THENCE South $89^{\circ}11'45''$ West for a distance of 250.00 feet to a point on the West line of said Northwest Quarter (NW/4);

THENCE North $00^{\circ}08'15''$ West on the West line of said Northwest (NW/4) for a distance of 130.00 feet to the POINT or PLACE OF BEGINNING.

LESS AND EXCEPT Tract No. 10: Trustee's Deed recorded at Book 9364, Page 872, being particularly described as follows:

A tract of land located in the Northwest Quarter (NW/4) of Section 11, Township 11 North, Range 4 West, of the Indian Meridian, Oklahoma County, Oklahoma, being more particularly described as follows:

COMMENCING at the Southwest corner of said Northwest Quarter (NW/4); THENCE North 00°08'15" West a distance of 1190.00 feet; THENCE North 89°11'45" East a distance of 359.21 feet to the POINT OF BEGINNING; THENCE continuing North 89°11'45" East a distance of 301.52 feet; THENCE South 00°08'15" East a distance of 265.00 feet, to a point on a road easement recorded in Book 5150, Page 528; THENCE South 89°11'45" West, along the North line of said road easement, a distance of 301.52 feet; THENCE North 00°08'15" West a distance of 265.00 feet to the POINT OF BEGINNING.

LESS AND EXCEPT Tract No. 11: Special Warranty Deed recorded at Book 7210, Page 1743, being particularly described as follows:

A part of Northwest Quarter (NW/4) of Section Eleven (11), Township Eleven (11) North, Range Four (4) West of the Indian Meridian, Oklahoma County, Oklahoma, more particularly described as follows:

COMMENCING at a point on the West line of the Northwest Quarter (NW/4) of Section 11, 1,190 feet North of the Southwest Corner of said NW/4 as the POINT or PLACE OF BEGINNING; THENCE running North 89°11'45" East, a distance of 871.20 feet to a point; THENCE North 00°08'15" West a distance of 250 feet to a point; THENCE South 89°11'45" West a distance of 871.20 feet to a point on the West line of said Quarter Section; THENCE South along the West line of said Quarter Section a distance of 250.00 feet to the POINT or PLACE OF BEGINNING.

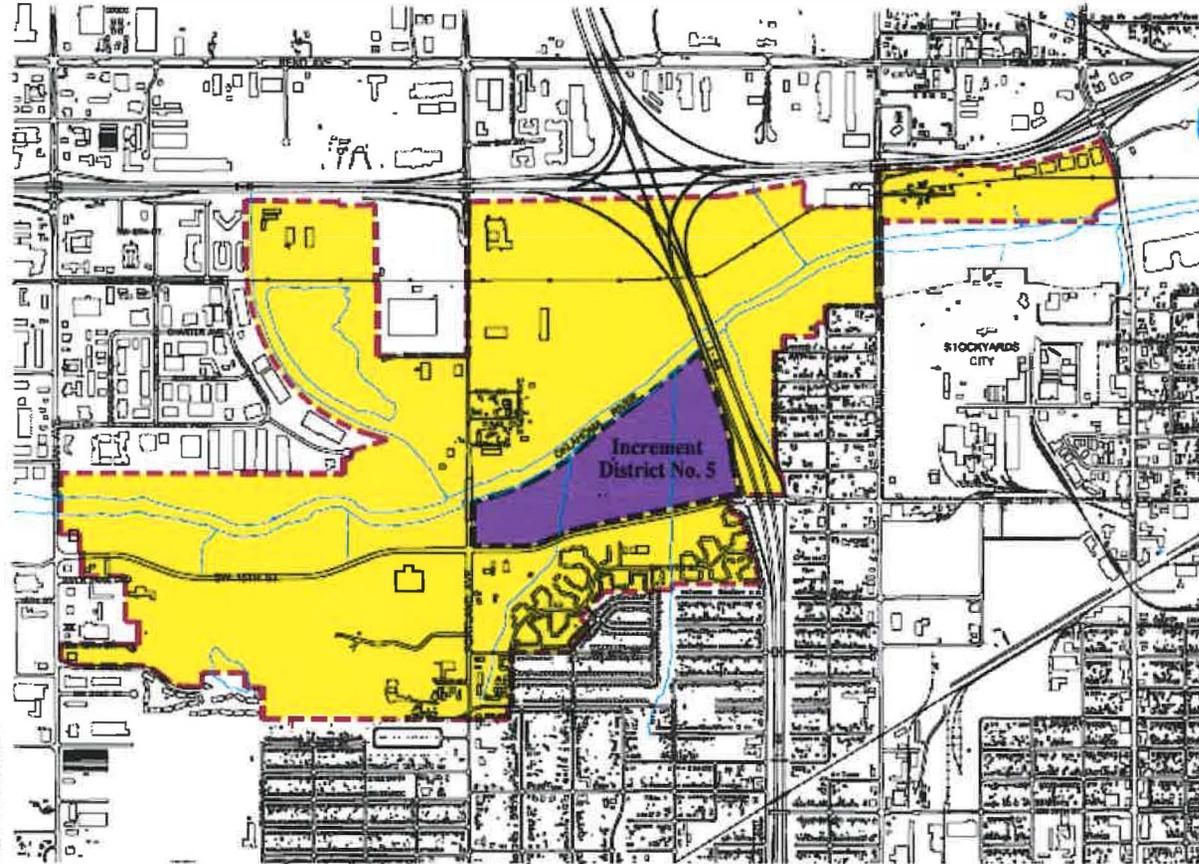
LESS AND EXCEPT Tract No. 12: Warranty Deed recorded at Book 9584, Page 1393, being particularly described as follows:

A part of the Northwest Quarter (NW/4) of Section Eleven (11), Township Eleven (11) North, Range Four (4) West, I.M., Oklahoma County, Oklahoma, more particularly described as follows:

COMMENCING at the Southwest corner of said Northwest Quarter (NW/4) of Section 11; THENCE North 00°08'15" West along the West line of said Northwest Quarter (NW/4) a distance of 1690 feet to the POINT or PLACE OF BEGINNING; THENCE North 89°11'45" East a distance of 345.00 feet; THENCE South 00°08'15" East a distance of 250.00 feet; THENCE South 89°11'45" West a distance of 345.00 feet; THENCE North 00°08'15" West along said West line of said Northwest Quarter (NW/4) a distance of 250.00 feet to the POINT or PLACE OF BEGINNING.

EXHIBIT "C"

Map of Boundaries - Tax Increment No. 5, Oklahoma City



Prepared 3/9/2005 by the City of Oklahoma City Planning Dept., Long Range Planning Division

EXHIBIT D

Boundary Description - Tax Increment No. 5, Oklahoma City

LEGAL DESCRIPTION

A tract of land lying in the South Half (S/2) of Section 1 and the North Half (N/2) of Section 12, Township 11 North, Range 3 West of the Indian Meridian, Oklahoma County, Oklahoma, being more particularly described as follows:

COMMENCING at the Northwest corner of said Section 12;

THENCE South 00°10'22" East, along the west line of said Section 12, a distance of 214.97 feet;

THENCE North 89°49'38" East, perpendicular to said west line, a distance of 100.00 feet to a point on the east right of way line of Portland Avenue and the POINT OF BEGINNING;

THENCE North 64°19'35" East a distance of 342.57 feet;

THENCE North 60°27'43" East a distance of 285.59 feet;

THENCE North 71°01'07" East a distance of 599.03 feet;

THENCE North 62°42'49" East a distance of 219.35 feet;

THENCE North 55°13'33" East a distance of 255.84 feet;

THENCE North 49°33'59" East a distance of 175.44 feet;

THENCE North 44°18'04" East a distance of 313.40 feet;

THENCE North 47°16'44" East a distance of 167.64 feet;

THENCE North 52°19'06" East a distance of 236.75 feet;

THENCE North 55°14'03" East a distance of 280.66 feet;

THENCE North 59°08'44" East a distance of 193.20 feet;

THENCE North 64°30'57" East a distance of 234.62 feet;

THENCE South 50°27'11" East a distance of 33.76 feet;

THENCE South 18°54'05" East a distance of 844.03 feet;

THENCE South 18°41'36" East a distance of 225.73 feet;

THENCE South 20°26'10" East a distance of 219.32 feet;

THENCE South 00°07'58" East a distance of 179.29 feet to a point on a non-tangent curve;

THENCE Southwesterly along a curve to the left having a radius of 1195.93 feet (said curve being subtended by a chord which bears South 80°13'45" West a distance of 207.90 feet) an arc distance of 208.16 feet;

THENCE South 75°14'34" West a distance of 89.35 feet to a point of curvature;

THENCE Southwesterly along a curve to the right having a radius of 6950.00 feet (said curve being subtended by a chord which bears South 77°19'26" West a distance of 504.81 feet) an arc distance of 504.92 feet;

THENCE South 79°24'19" West a distance of 1172.61 feet to a point of curvature;

THENCE Southwesterly along a curve to the left having a radius of 1195.93 feet (said curve being subtended by a chord which bears South 71°51'22" West a distance of 314.27 feet) an arc distance of 315.18 feet to a point of reverse curvature;

THENCE Southwesterly along a curve to the right having a radius of 1095.93 feet (said curve being subtended by a chord which bears South 77°03'20" West a distance of 483.74 feet) an arc distance of 487.76 feet;

THENCE South 89°48'20" West a distance of 334.54 feet;

THENCE North 83°17'26" West a distance of 208.21 feet to a point on the east right of way line of Portland Avenue;

THENCE North 00°10'22" West a distance of 298.99 feet to the POINT OF BEGINNING.

Said tract contains an area of 2,857,595 square feet or 65.6082 acres more or less.

EXHIBIT "E1"

Land Use Map - Permitted and Proposed Uses

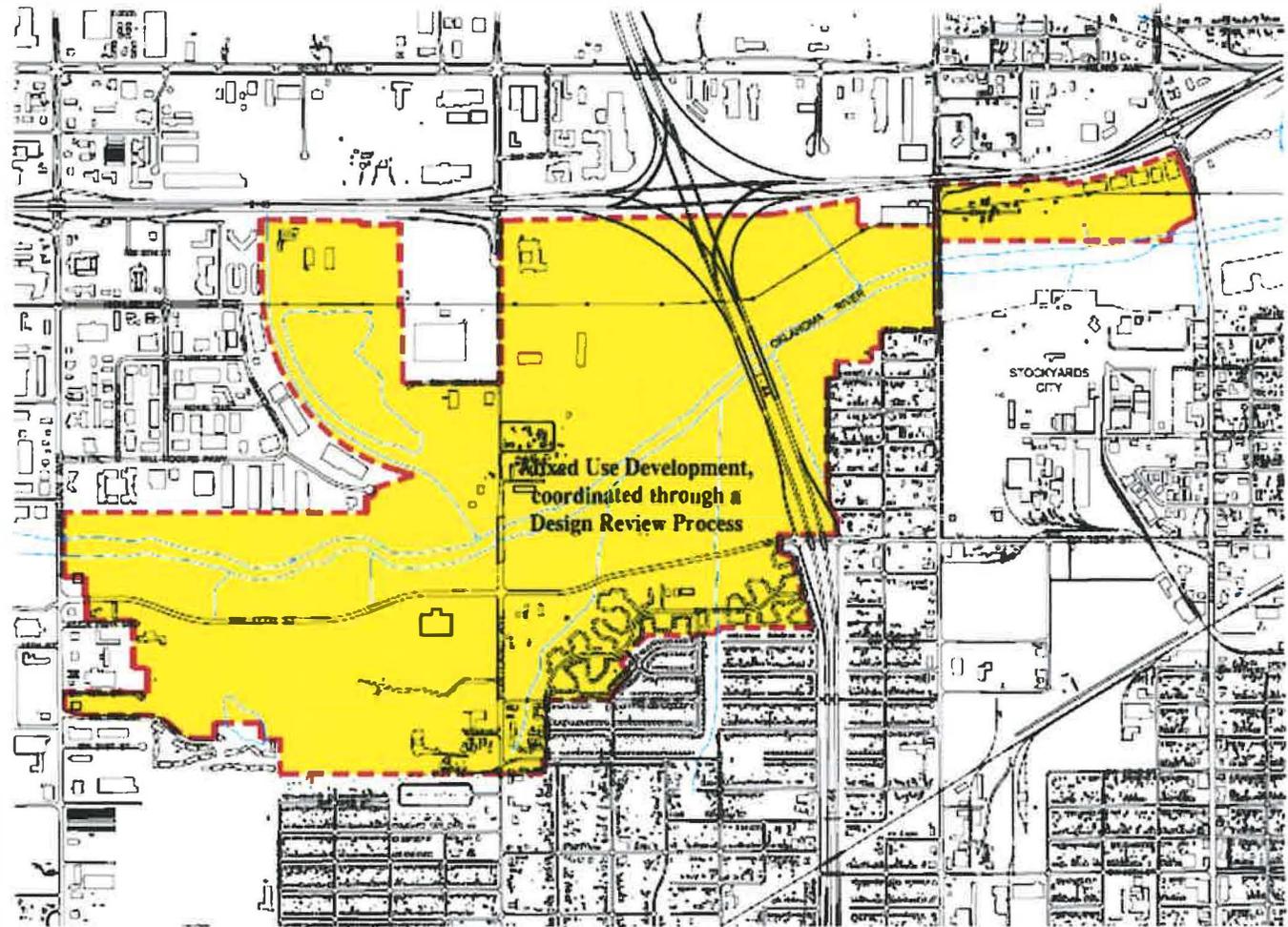


EXHIBIT E2

Proposed Improvements - Doll Illustrative Plan



North

0 100' 200'
Scale: 1" = 200'
October 11, 2004

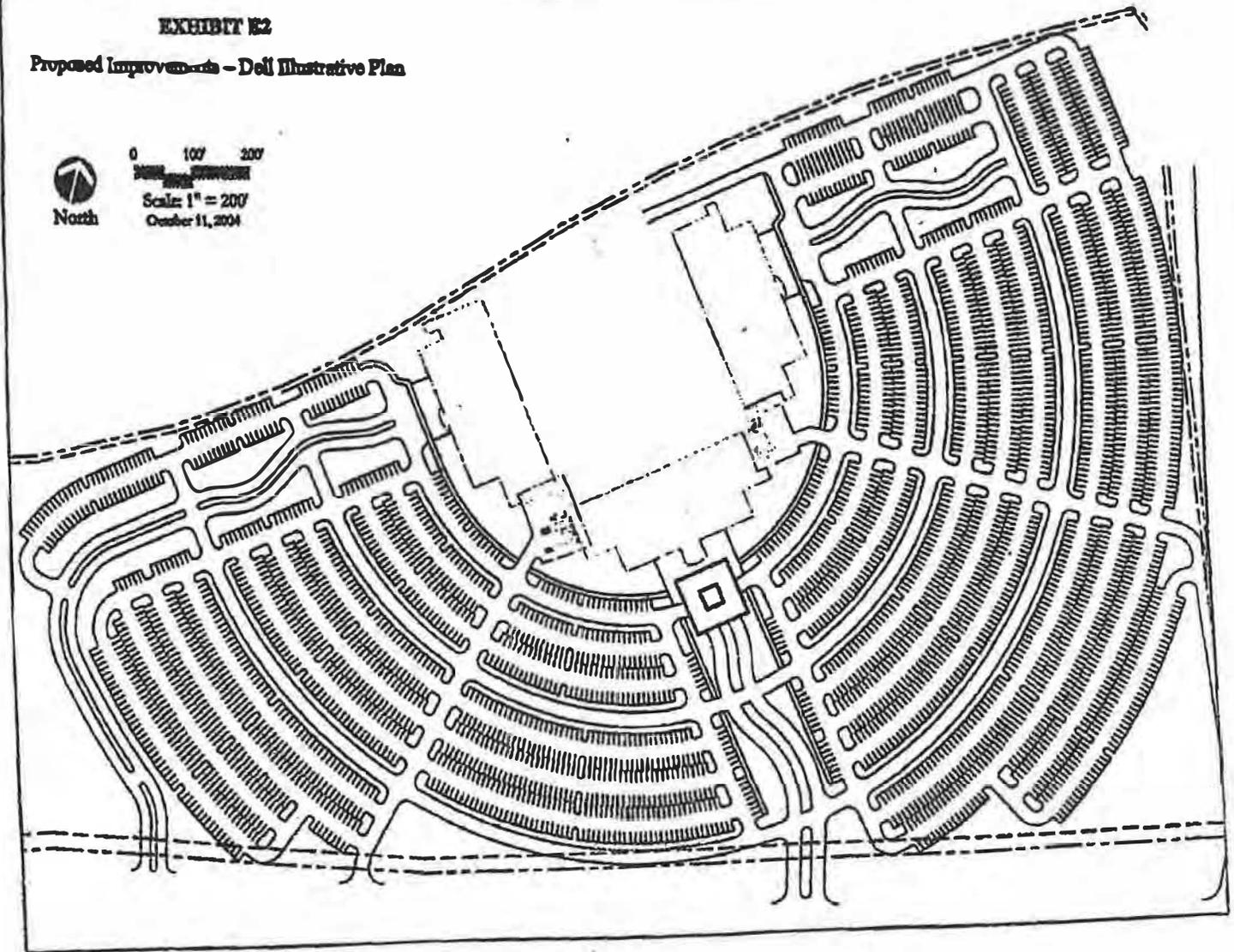
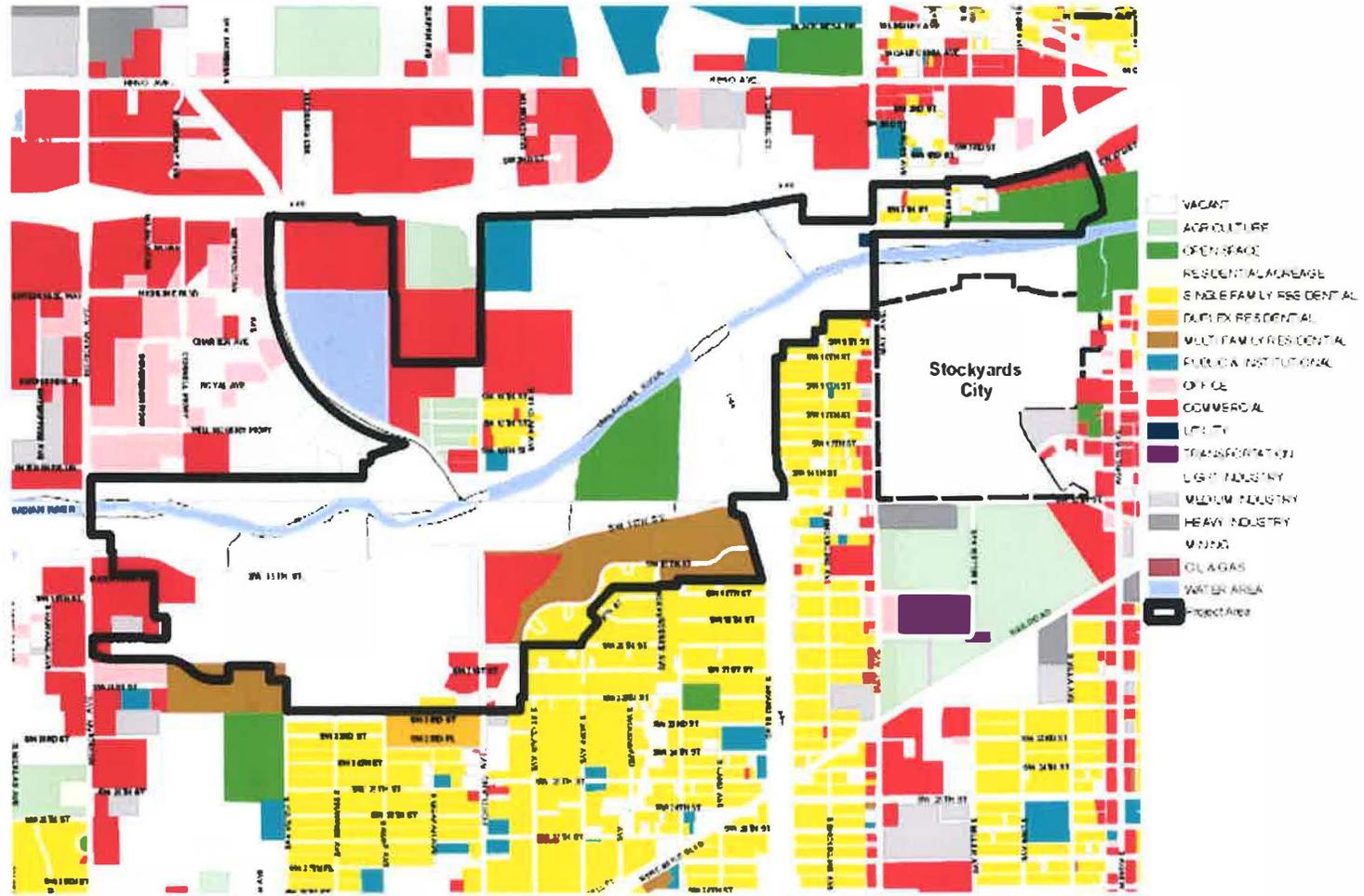


EXHIBIT "F"

Map of Existing Use of Real Property in Project Area



Revised: 10/24/11 by City of Dallas Planning Department

EXHIBIT "F2"

Map of Structural Conditions Located in Project Area

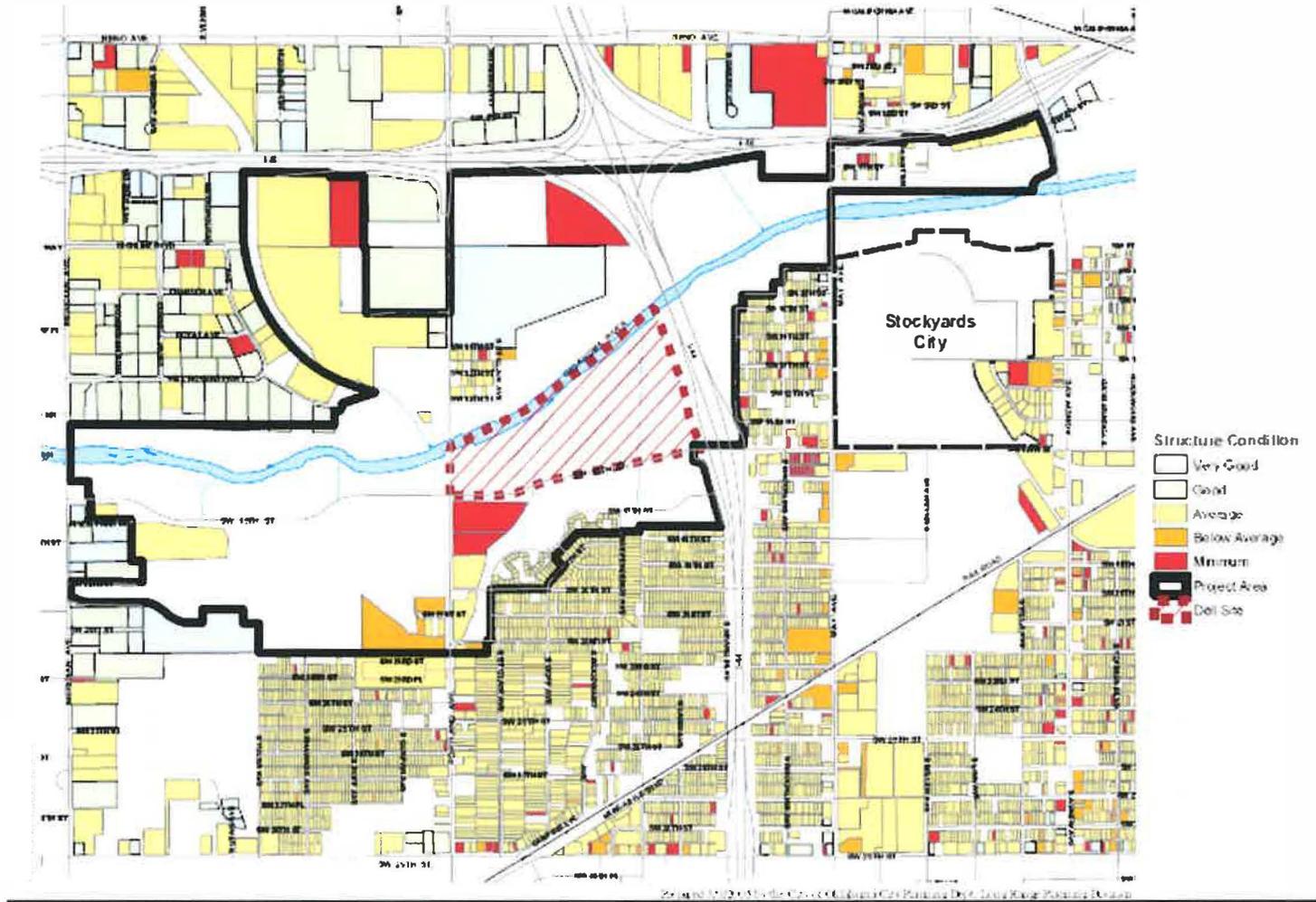


EXHIBIT "G"
Map of Enterprise Zones

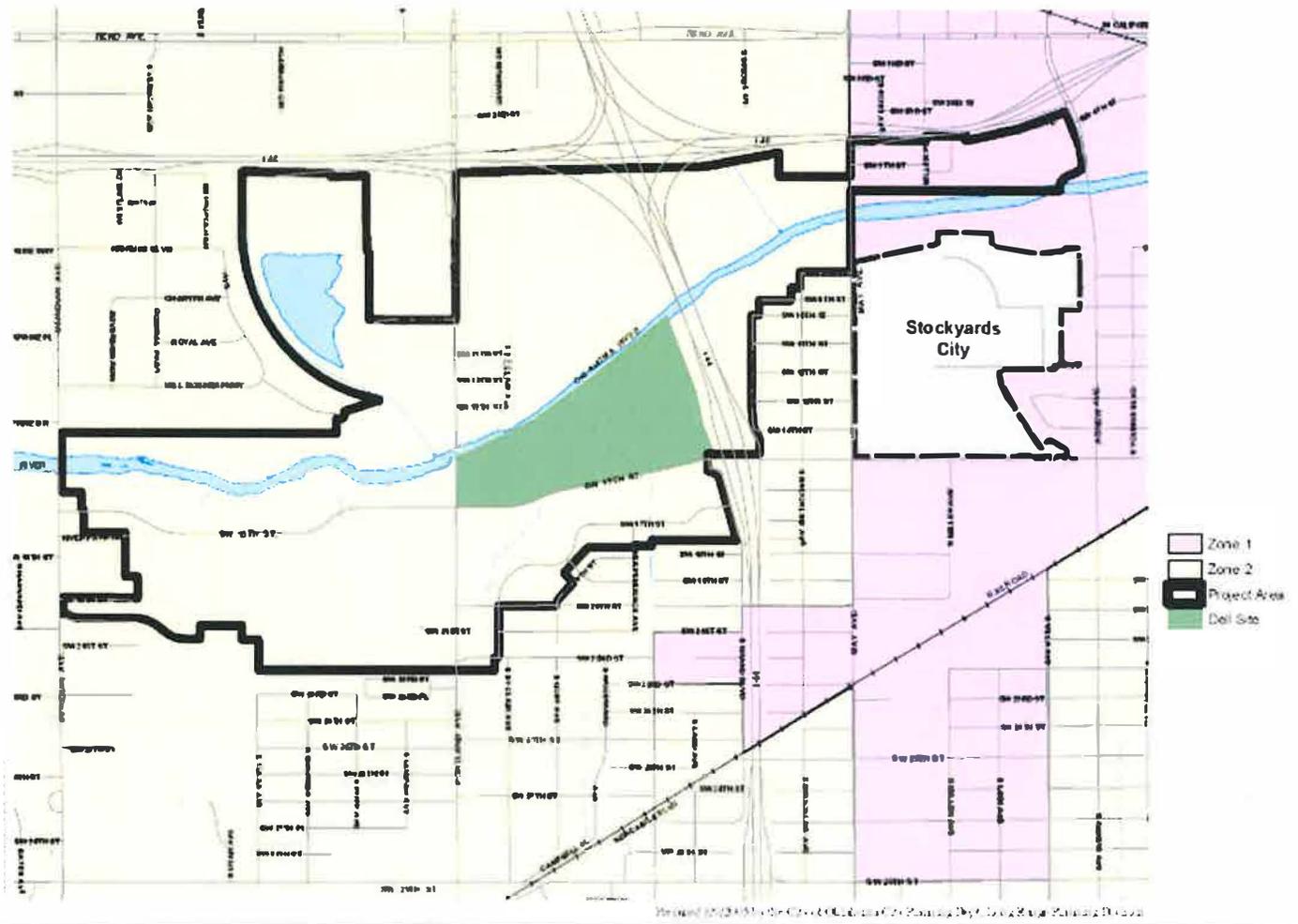
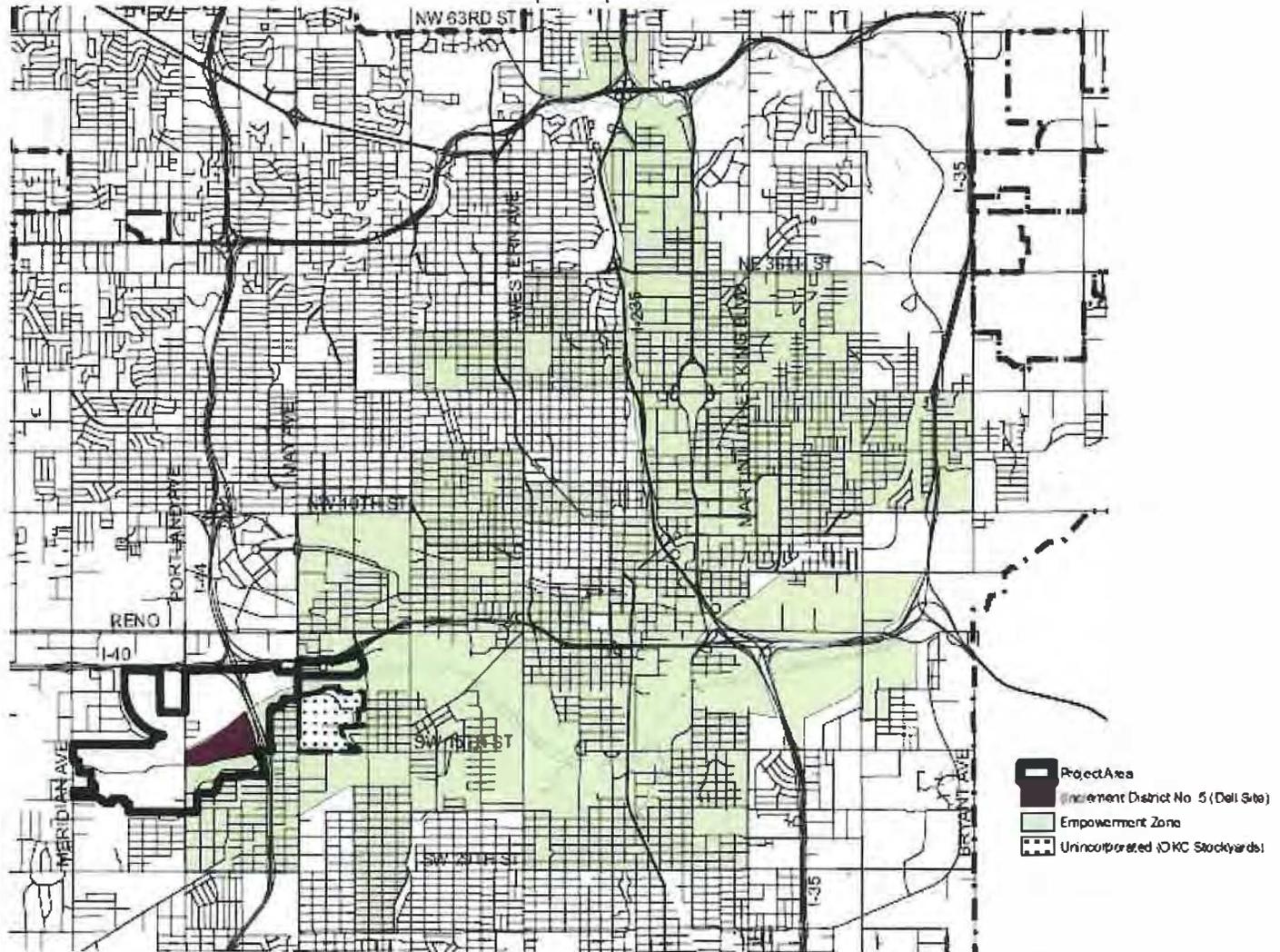


EXHIBIT "H"

Map of Empowerment Zone



Revised 11/2005 by the City of Oklahoma City Planning Dept., Local Range Planning Division

EXHIBIT I- Project Area Expansion Analysis – Land Use (Commercial & Industrial)

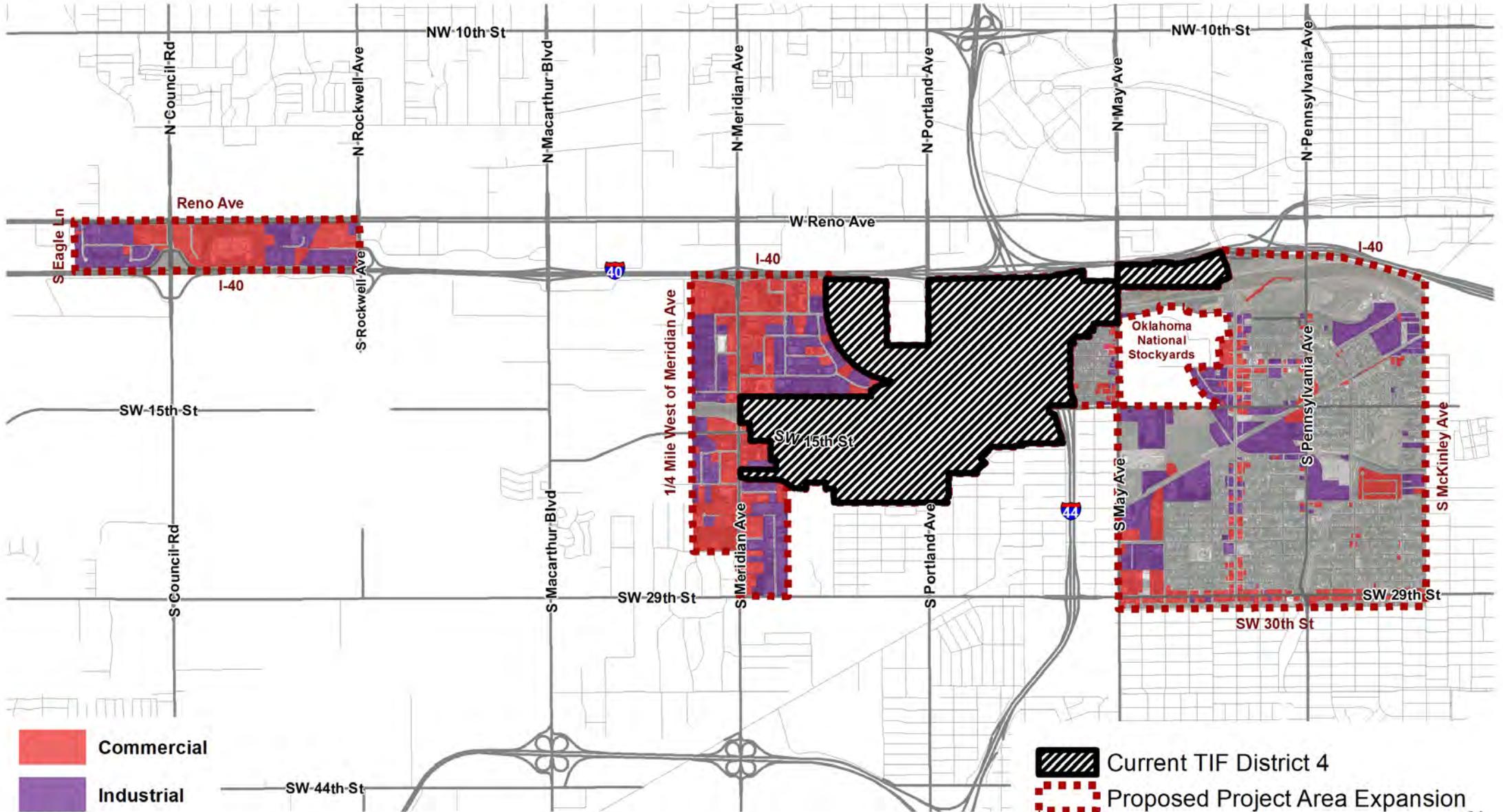


EXHIBIT I – Project Area Expansion Analysis – Taxable Market Value (Commercial & Industrial)

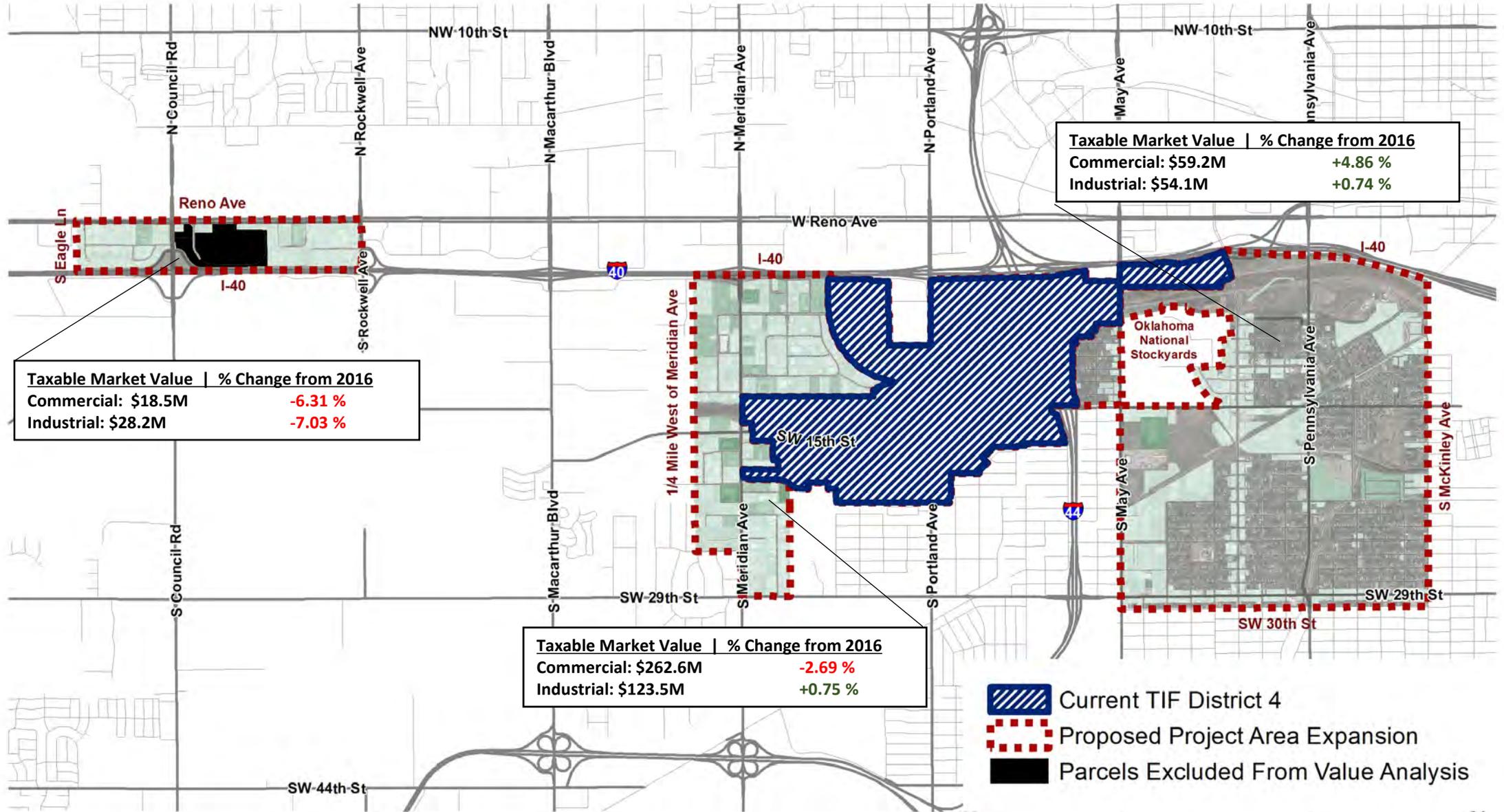


EXHIBIT I – Project Area Expansion Analysis – Construction & Sales Since 2018 (Commercial & Industrial) 12/6/2021

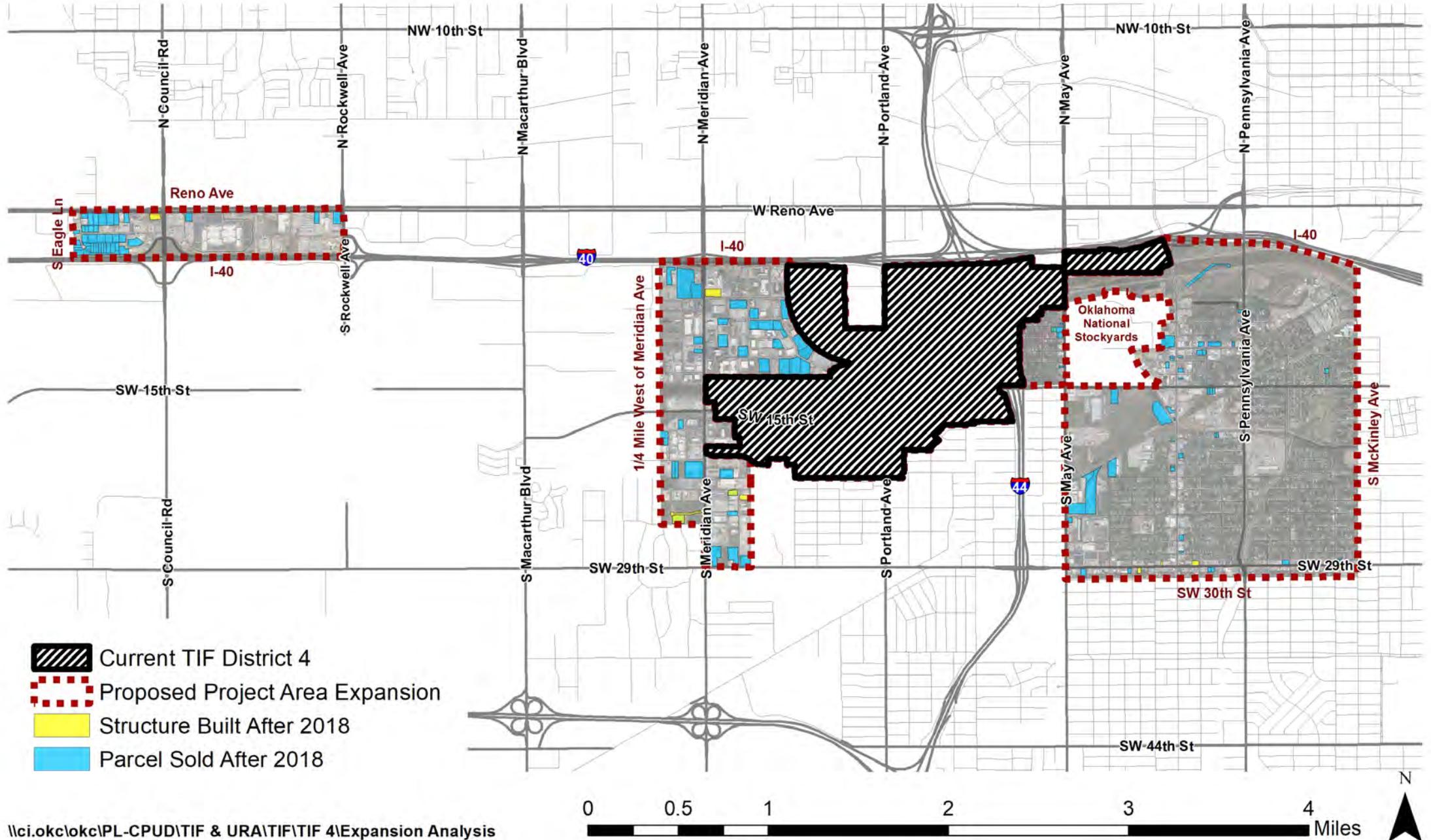


EXHIBIT I – Project Area Expansion Analysis – Structure Age Overview (Commercial & Industrial)

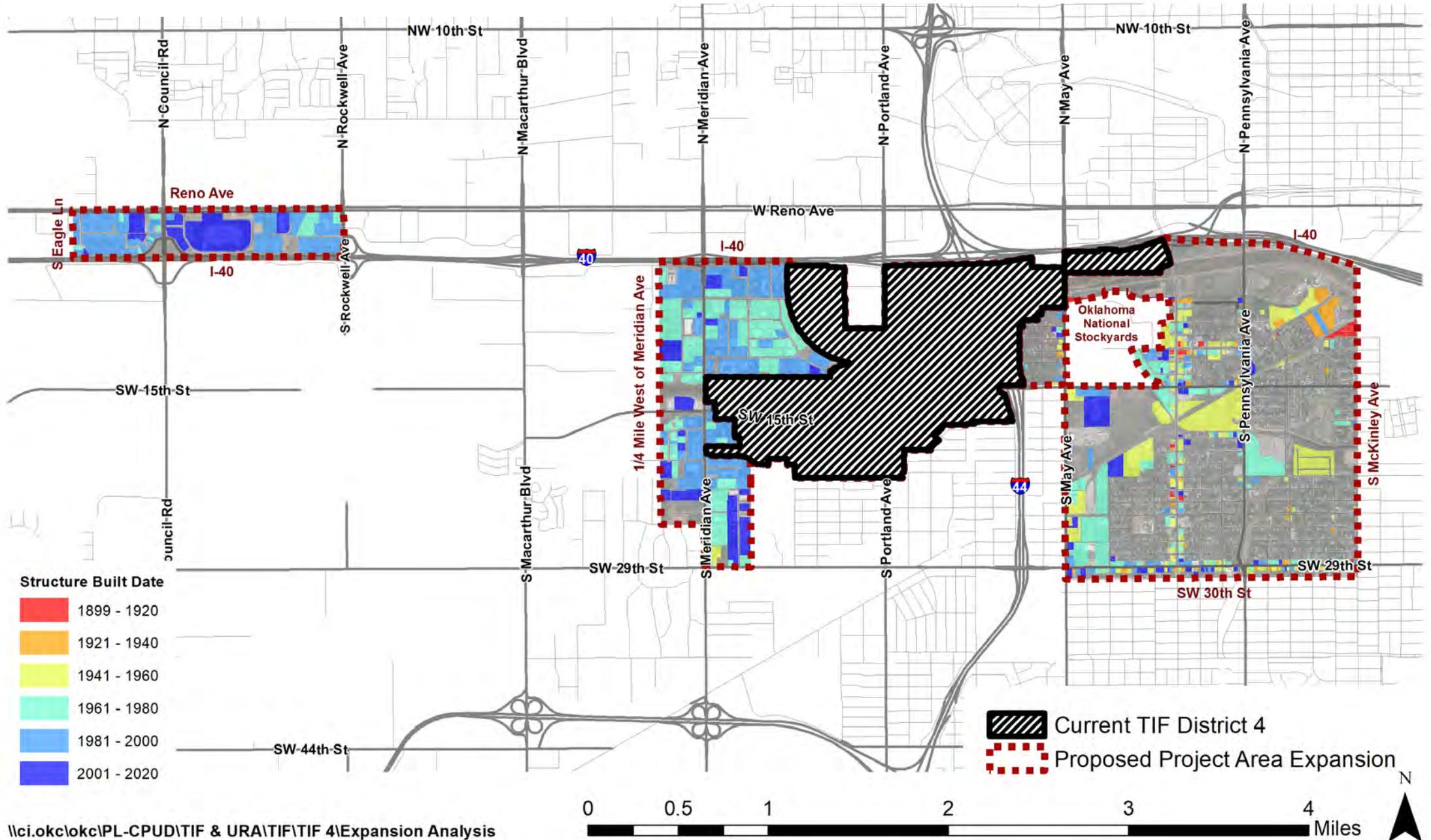


EXHIBIT I – Project Area Expansion Analysis – Road Pavement Conditions

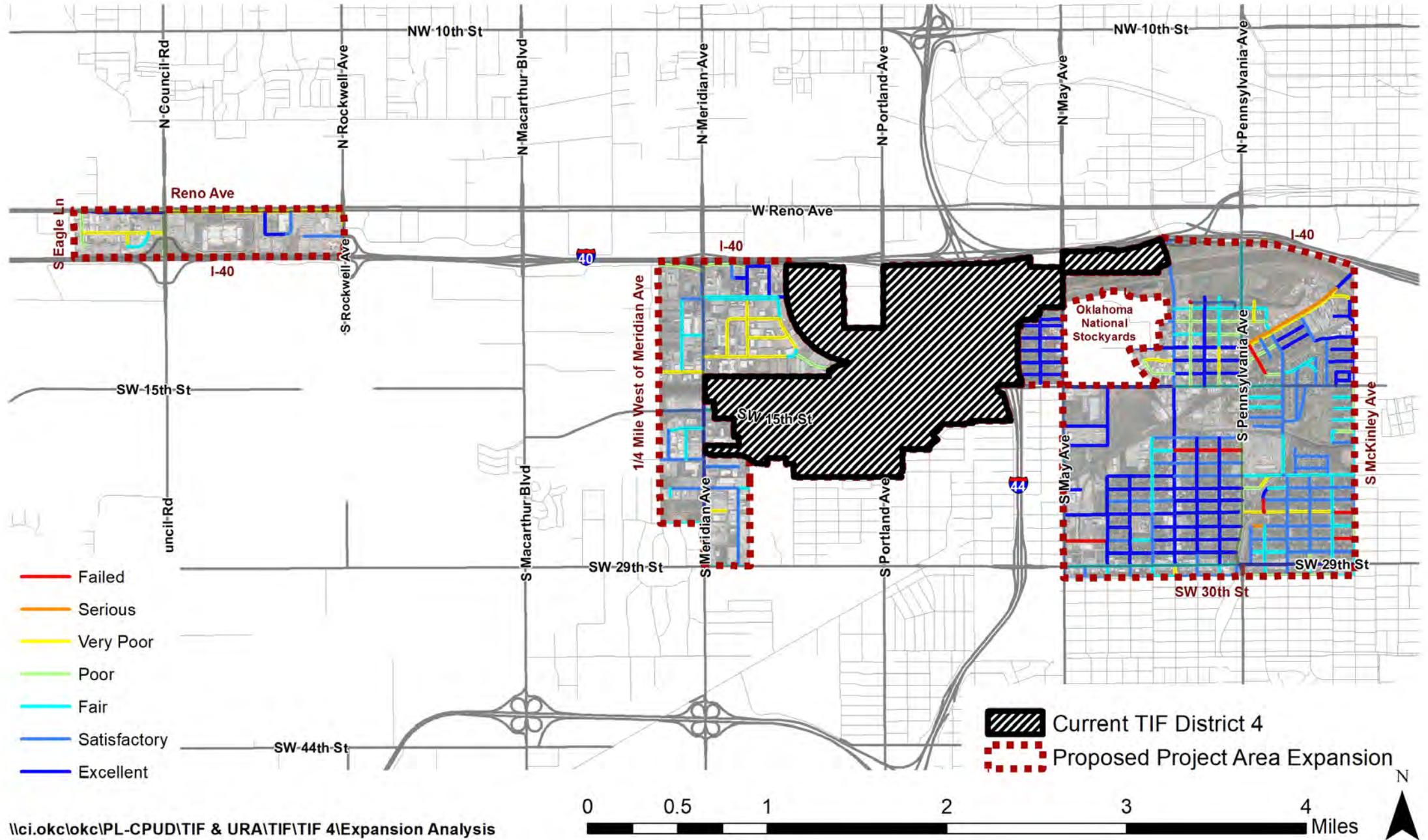


EXHIBIT I – Project Area Expansion Analysis – Public Works Projects

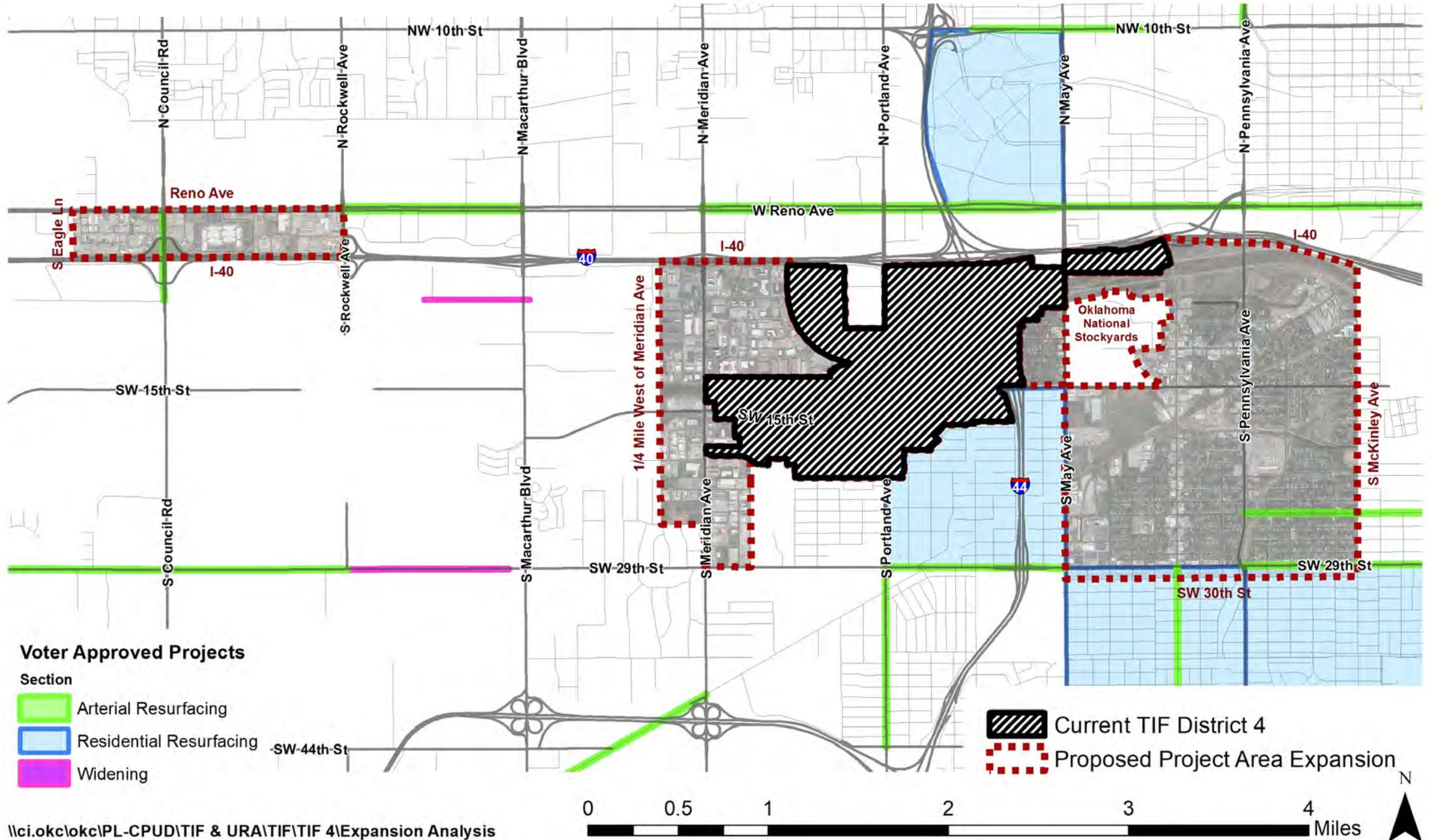
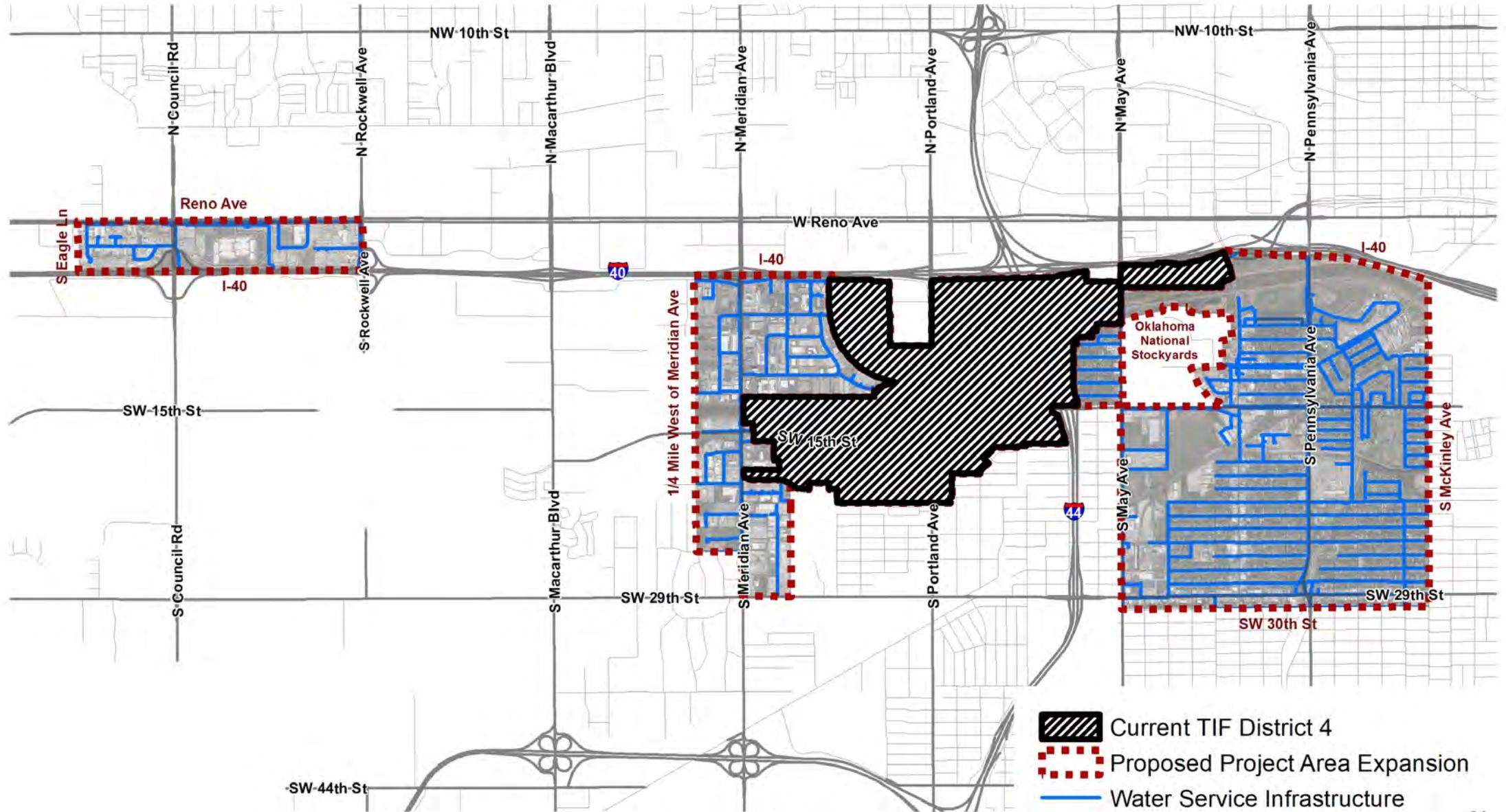


EXHIBIT I – Project Area Expansion Analysis – Water Service Infrastructure



- Current TIF District 4
- Proposed Project Area Expansion
- Water Service Infrastructure

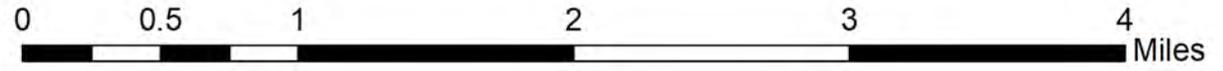
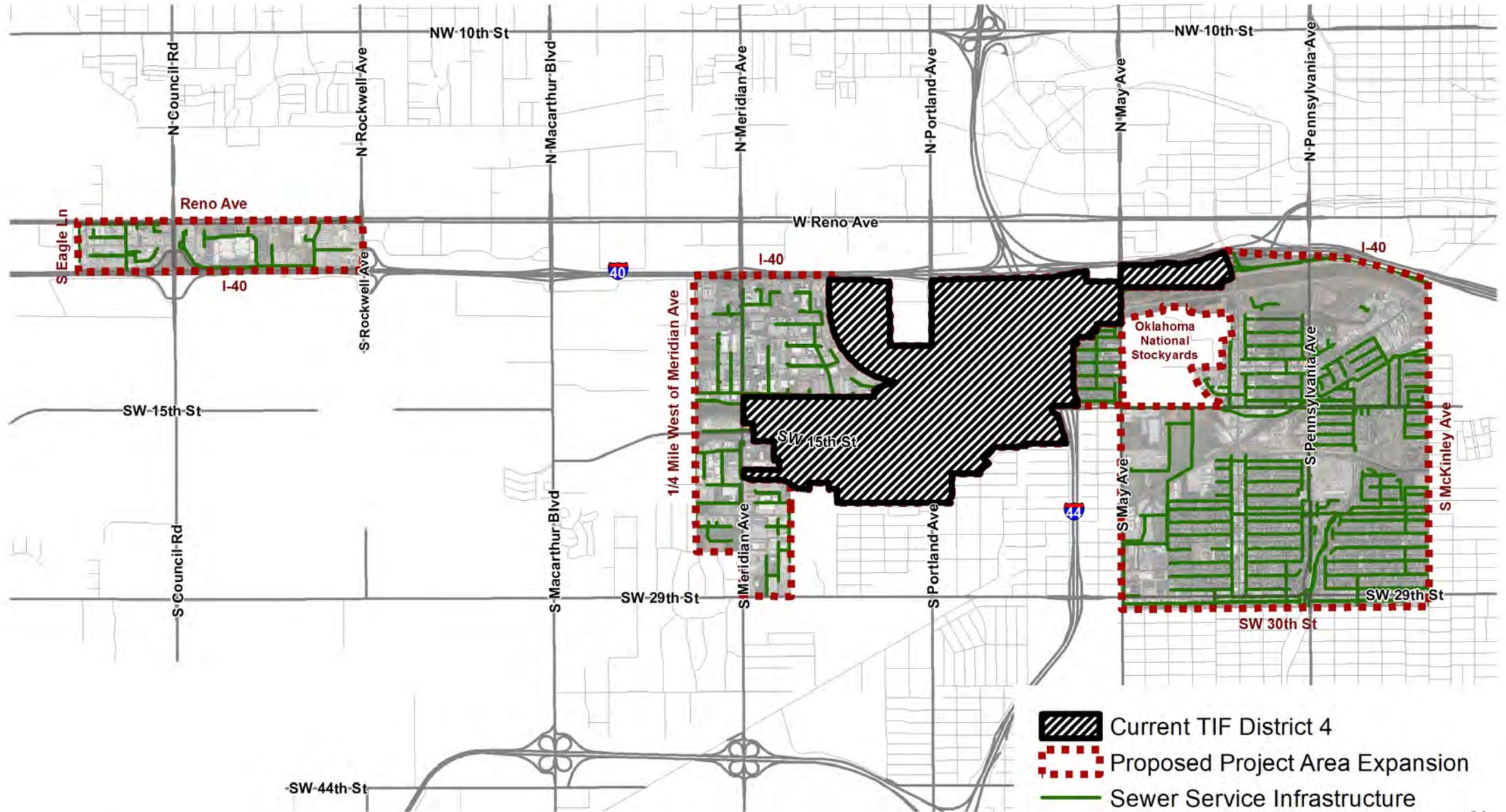


EXHIBIT I – Project Area Expansion Analysis - Sewer Service Infrastructure



-  Current TIF District 4
-  Proposed Project Area Expansion
-  Sewer Service Infrastructure

