J. PRESTON

LEVIS COMMONS

URBAN VILLAGE OVERLAY (UVO) DISTRICT

DECLARATION OF SITE DEVELOPMENT AND DESIGN STANDARDS

05/29/03

DILLIN

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Urban Village Overlay District
of
J. Preston Levis Commons

DECLARATION OF
SITE DEVELOPMENT AND DESIGN STANDARDS

This Declaration is adopted as of the __ day of May, 2003, by Levis Park Developers, LLC, an Ohio limited liability company ("Developer").

WHEREAS, Developer is the owner of certain real estate, being a portion of Blocks 1, 2, 4, 9, 10 and 11 in the Replat of the RePlat of Levis Park in the City of Perrysburg, Wood County, Ohio, and more specifically described on Exhibit "A" all of which real estate is referred to collectively as the "UVO Property" and

WHEREAS, Developer desires to establish for their own benefit and the benefit of all future owners or occupants of all or any part of the UVO Property certain standards as to the use, improvements, and enjoyment of UVO Property as an urban village and to subject the UVO Property for its benefit, and for the benefit of all future owners or occupants of any part of the UVO Property, to certain rights and restrictions in, over, and to the UVO Property and the use thereof, as hereinafter set forth (referred to collectively as the "Standards"); and

WHEREAS, Developer intends that the Standards shall also constitute site development and design standards for the purposes of compliance with the zoning regulations of the Perrysburg Municipal Code ("Zoning Code") including without limitation, Chapter 1277.

NOW, THEREFORE, in consideration of these premises and of the enhancement in value of the UVO Property, and to afford purchasers protection in the use and occupancy thereof and to provide a general plan for the improvement and development of the UVO Property as an architecturally harmonious, artistic and desirable subdivision, and for the purposes aforesaid, Developer hereby declares and stipulate that any portion of the UVO Property hereafter will be sold, conveyed or transferred subject to the following covenants, conditions, agreements and standards contained herein.

Set forth below are the standards for development for the UVO Property, which has been zoned as an Urban Village Overlay District. These standards and those established in the Zoning Code shall apply to all development within the UVO Property.

ARTICLE ONE

Definitions

Section 1. The following words when used in this Declaration or any supplement hereto (unless the context shall prohibit) shall have the following meaning:

a) "ACCESSORY STRUCTURES" are permitted and may contain parking, accessory dwelling units, home occupation uses, storage space, and trash receptacles. Sheds are not permitted as an accessory structure.

b) "ARCHITECTURAL GUIDELINES" shall mean the written architectural standards prepared by Developer for development within the UVO Property, as the same shall be amended from time to time.

c) "ARCHITECTURAL REVIEW COMMITTEE" or "ARC" shall mean and refer to the Architectural Review Committee as set forth in the Declaration of Easements, Restrictions and Covenants and Site Development Standards adopted by City of Perrysburg, Ohio City Council pursuant to the requirements of the Planned Business Park District (Chapter 1276 of the Perrysburg Municipal Code) and recorded in the office of the Wood County, Ohio Recorder on April 29, 2002 as Volume 2051, page 953 ("Restriction").

d) "DECLARATION" shall mean this Declaration of Site Development and Design Standards and shall include without limitation all restrictions, covenants, conditions and agreements referred to herein.

e) "DEVELOPER" shall mean and refer to Levis Park Developers, LLC, an Ohio limited liability company, and any successor to all or substantially all of its business.

f) "DEVELOPMENT PLANS" shall mean the plans and specifications for the use of any Lot as set forth in the Restrictions.

g) "HOME OCCUPATION" uses are not limited to accessory structures and shall mean a home-based business restricted to the owner or tenant of any residential dwelling unit plus one employee, and shall not include noxious or disruptive functions, including the disruption of parking for neighboring residents.

h) "IMPERVIOUS SURFACE" shall mean any material that substantially reduces or prevents the infiltration of storm water into previously undeveloped land. Impervious surfaces shall also mean any surface that has been compacted or covered with a layer of material so that it is highly resistant to infiltration by water. Impervious surface shall include compacted sand, lime rock and clay as well as conventional surfaces such as gravel driveways, parking areas, surfaced streets, roofs, sidewalks, structures and other similar surfaces.

i) "LINER BUILDING" shall mean a retail or business structure built to camouflage an unsightly facade such as a parking structure. Liner Buildings are generally narrow in depth and placed along the street and consistent with approved uses in Mixed-Use areas.

j) "LOT" shall mean and refer to any parcel or lots designated hereafter on a plat or replat, or subdivision thereof, recorded against the UVO Property, or portion thereof, improved or unimproved, on which a structure may be located.

k) "MAXIMUM OCCUPIED HEIGHT" shall be forty-five (45) feet measured from front exterior grade level to eight (8) feet above the highest occupied floor.

l) "MAXIMUM UNOCCUPIED HEIGHT" shall be sixty-seven (67) feet, six (6) inches measured from front exterior grade level to the highest unoccupied enclosed structure.

m) "MIXED USE" shall mean an area or structure that contains a mixture of commercial, office and/or residential uses.

n) "MULTI-FAMILY DWELLING" shall mean a structure designed to contain more than two dwelling units in which the units can share primary exterior entrances but where each dwelling unit has separate housekeeping and cooking facilities. Dwelling units within a multi-family dwelling may be attached through common walls or common floors.

o) "OPEN SPACE" shall mean any hardscaped; landscaped; grass or appropriate vegetation area but shall not include any interior landscaping or landscaped areas within parking areas.

p) "OWNER" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the UVO Property, including the Developer, but shall not mean or refer to any mortgagee or subsequent holder of a mortgage, unless and until such mortgagee or holder has acquired title pursuant to foreclosure or any proceedings in lieu of foreclosure.

q) "PUBLIC AND INSTITUTIONAL USES" shall mean buildings and uses such as libraries, schools, government buildings, churches or other uses approved by the ARC.

r) "SET BACKS" shall also be defined as "build to lines."

s) "SINGLE-FAMILY ATTACHED DWELLING" shall mean a structure containing more than one single-family dwelling unit in which the units are physically attached only by common walls. Each unit has its own housekeeping facilities, cooking facilities and separate exterior entrance way.

t) "TOWN CENTER" shall mean a mixed-use development that incorporates retail/residential/office/commercial/public/institutional and other related urban core uses allowed under Chapter 1277 of the Perrysburg Municipal Code (Urban Village Overlay District).

u) "UVO" shall mean the Urban Village Overlay District.

ARTICLE TWO

Other Restrictions

Section 1. Conflict with Zoning Code. The UVO Property is subject to the zoning regulations set forth in the Perrysburg Municipal Code ("Zoning Code"), and is currently classified as an "Urban Village Overlay District" and as a "Planned Business Park." Any conflict between these Standards and any other zoning regulations then in effect as to the UVO Property shall be resolved in favor of these Standards pursuant to Section 1277.07 (a)(2)(H) which allows City Council for the City of Perrysburg to approve design standards which deviate from other requirements of the Planning and Zoning Code.

Section 2. Conflict with Restrictions. The UVO Property is also subject to a certain Declaration of Easements, Restrictions and Covenants and Site Development Standards adopted by City of Perrysburg, Ohio, City Council pursuant to the requirements of the Planned Business Park District (Chapter 1276 of the Perrysburg Municipal Code) and recorded in the office of the Wood County, Ohio Recorder on April 29, 2002 as Volume 2051, page 953 ("Restrictions"). Any conflict between these Standards and the Restrictions shall be resolved in favor of these Standards.

Section 3. Conflict with 2001 Restrictions. The portion of the UVO Property described on Exhibit C attached hereto, being a portion of Block 4 and Block 9 in the Replat of the Replat of Levis Park, a subdivision in the City of Perrysburg, Wood County, Ohio is also subject to a certain Declaration of Easements, Covenants and Restrictions, recorded in the office of the Wood County Recorder on April 17, 2001 at Volume 772, page 35 ("2001 Restrictions"). Any conflict between these Standards and the 2001 Restrictions shall be resolved in favor of these Standards.

ARTICLE THREE

Developer Review

Prior to submission of Development Plans to the Architectural Review Committee (ARC) as outlined below, Development Plans must be submitted to the Developer for review, to assure compliance with the requirements of Article Four below. Developer's approval of plans shall follow the guidelines established in Article Three of the Restrictions. Development Plans submitted in compliance with Article Three of the Restrictions shall also comply with this Article.

ARTICLE FOUR

Architectural Review

Section 1. Architectural Review Committee (ARC) The Architectural Review Committee established pursuant to the Restrictions shall have the responsibility of reviewing all Development Plans against the Architectural Guidelines, the Standards, and all applicable zoning requirements, including Chapter 1277 of the Zoning Code, and is granted full authority to approve said plans in writing should they be found to comply with all the requirements of the same. The ARC's approval of plans shall follow the guidelines established in Article Four of the Restrictions. Development Plans submitted in compliance with Article Four of the Restrictions shall also comply with this Article

Section 2. General UVO Requirements. The purpose of this Section is to allow for flexibility in zoning when the result will be the development of a compact urban village with the following emphases:

a) Unified architectural themes that allow for creative interpretation of traditional designs and building materials while clearly creating an integrated urban village environment;
b) Neighborhoods, activity areas, and open space around a well-designed transportation network where pedestrian activity is strongly supported;
c) Shops, cafes, restaurants and personal or business services that generate high pedestrian activity along ground floor locations and office space or residential apartments on the upper floors of Town Center or peripheral Residential uses;
d) A design where commercial, office, retail, institutional and public single lot uses can be incorporated into the overall urban village fabric.
e) Residential areas intermixed within close proximity of shops and places of work;
f) An emphasis on people and neighborhoods where they live, work and play.
g) A design where open space, public and institutional uses, and recreational uses are interwoven into the urban fabric of the overall village context.

A. Lot Requirements. Lot requirements are defined in the following table based upon the usage classification (i.e. retail, town center, single family residential, multi-family residential, office). The definitions for each classification appear below the table. If there is a question as to the appropriate usage classification for a user, the ARC will determine the most appropriate classification at its discretion.

Usage	Minimum Lot Width Or Area	Minimum Open Space	Front Yard Setback	Sum of Side Yard Setback[5]	Rear Yard Setback	Maximum Occupied Height[6]
MIXED USE AREAS						
Town Center[1]	NONE	NONE	0'	0'	0'	3 stories/45'
Retail[2]	75'	5%	0'	0'	0'	3 stories/45'
Office[3]	75'	5%	0'	0'	0'	3 stories/ 45'
MULTI FAMILY RESIDENTIAL AREAS[4]	5,000 SF	15%	<20'	0'	15'	4 stories/45'
Single Family Attached	8-14upa	15%	<20'	0	0	4 stories/45'
Multi-Family Attached	15-25 upa	15%	<20'	0	0	4 stories/45'
Apartments and Condominiums	25-35 upa	15%	<20'	0	0	4 stories/45'
Accessory structures	660 sf	-	-	-	-	2 stories

[1]Town Center – Uses include retail businesses, residential, assisted living, personal services, business services, offices and banks, restaurants and bars, commercial schools, entertainment facilities, hotels/motels, social activities, and professional activities in a village streetscape atmosphere requiring structures to be close together and shared.

[2]Retail – Primary uses include service businesses, restaurants, motels/hotels, entertainment facilities, public and semi-public uses, social activities, public services, essential services, accessory uses, retail businesses, personal services, business services, offices and banks, commercial schools, professional activities, automotive services, sales and repair, child daycare centers and other uses usually on individual lots. Secondary uses may include residential per the discretion of the ARC.

[3]Office – Primary uses includes business offices, professional offices and activities, laboratories, essential services, accessory uses, and research and testing facilities on individual lots or within a complex promoting similar activities. Secondary uses may include residential per the discretion of the ARC.

[4]Multi-Family Residential Area – Area includes single-family attached dwellings, multi-family attached dwellings, apartments and condominiums, bed and breakfast establishments, assisted living residences, senior housing, customary home occupations and accessory uses, except as regulated by the Zoning Code.

[5]Setbacks To allow for creative interpretation of traditional designs and pedestrian activity while clearly creating an integrated urban village environment no more than 50% of a structure shall be set further back than the setback or build-to line location.

[6]The height of buildings that are used for residential and non-residential purposes shall not exceed forty-five (45) feet in Maximum Occupied Height measured from front exterior grade level to eight (8) feet above the highest occupied floor. The height of enclosed unoccupied building elements may exceed the Maximum Occupied Height by no more than fifty percent (50%). Purely decorative unoccupied elements such as flagpoles, spires and steeples may be located on top of unoccupied enclosed space, to a total building height of no more than two times the Maximum Occupied Height (=90 feet).

B. Site Development. In keeping with the architectural theme to create an integrated urban village environment, the criteria in this section for public roads may vary from current city subdivision standards and shall be submitted for review and approval to the ARC and City Council.

a) Street Design and Materials. The use of brick, cobblestone, pavers, stamped pavement and other pavement products shall be encouraged for street surfaces. For specific UVO Site Development areas with public roadways, pavement design must be based on calculations that anticipate future traffic conditions and must be submitted to and approved by the ARC and City Council. Creative landscaped islands, boulevards and round-abouts are also encouraged.
b) Street R-O-W. The right of way width standard shall be a maximum of 60' on all public streets within the UVO district. Urban Village streets have fairly narrow drive lanes to shorten pedestrian crossings and inhibit drivers from traveling at high speeds. Specific UVO Site Development areas with landscaped islands; boulevards, obstructions (such as street furniture) and/or on-street parking may deviate from the r-o-w requirement with the approval of the ARC and City Council.
c) Utility Easements along Streets. All public street utility easements shall fit within the planned street R-O-W located under pavements and sidewalks as is necessary. Deviation from this requirement will be considered and approved by the ARC and City Council on specific UVO Site Development areas that prove a variation is necessary.
d) Roadway Widths. The Urban Village roadway widths shall be 20-29 feet, (back to back of curb). Locations and dimensions are not fixed but shall be designed to accommodate the intended use. Specific UVO Site Development areas with

landscaped islands, boulevards and/or on-street parking may deviate from public roadway requirements with the approval of the ARC and City Council.

e) Street Radii Comer Radii & Clear Zones. The ARC recommends that corner curb radii shall be between 8 feet and 25 feet as determined by the intended use (residential areas up to 15 feet, and mixed use areas up to 25 feet). These fairly tight turning radii are intended to shorten pedestrian crossings and inhibit drivers from turning corners at high speeds. To allow emergency vehicles (e.g. fire trucks) to turn corners, a 25 foot radius Clear Zone may be established free of all vertical obstructions including but not limited to telephone poles, sign poles, fire hydrants, electrical boxes, or newspaper boxes. Curve and radius data and intersection details for public roads shall be submitted for review and approval to the ARC and City Council.

f) Utility and equipment locations. All utility distribution lines shall be located underground. All transformers, switchgear, phone pedestals/cabinets, mechanical equipment, other above-ground utility appurtenances and dumpsters shall be grouped in one area of the site, as far as is practical, preferably in the rear yard and adequately screened from public view with mounding, walls and/or landscaping. Where such locations are exposed to public view (such as at parking areas at the rear of buildings), screening shall be provided as far as is practical.

g) Utility and equipment screening. Dumpsters, mechanical equipment or other utility hardware on roof, ground or other parts of buildings shall be screened from public view with landscaping, materials harmonious with the building, or painted to match the building, at the discretion of the ARC.

h) Loading Area screening. Recessed and raised loading docks shall be screened from public right-of-ways. Recessed loading areas and loading areas with raised docks that open out to parking lots at rear of buildings shall be screened from view, except that the side providing truck access need not be screened. Service entrances located at rear of buildings shall be screened, unless such areas are comprised only of hollow metal service doors. Curbside loading spaces need not be screened from view.

i) Loading Space Requirements. In the Town Center areas, loading may be accomplished at curbside locations. Curbside loading spaces shall not be screened.

j) Loading in required yards. Loading spaces in other than Town Center areas, shall not occupy any part of a required yard setback, except locations at rear yards, per the discretion of the ARC.

k) Screen wall construction and materials. The construction materials and colors of walls and fences that are visible from any public right-of-way or parking area with more than five parking spaces shall be uniform and compatible with the architectural style, color and building materials of the principal building and its surroundings.

l) Fencing. Chain link fences are permitted only when they are not visible from any public right-of-way.

m) Open space area requirements. Open space shall be provided at ratios of 15% in Residential areas and 5% in mixed-use areas other than Town Center.

C. Building Design.

a) Consistency on all sides. In the UVO district exterior design elements for buildings shall contain details compatible with the following architectural styles: Georgian; Greek revival; Italianate; and Queen Anne. All elevations of a building shall be subject to review. The front facade shall be architecturally emphasized, but all sides of the building shall relate to the style of the front facade. Complexity and level of ornamentation may be reduced progressively on the sides and rear of buildings.
b) Orientation to street. Buildings shall be architecturally oriented to and the main entrance shall be located on: the street, public right-of-way or courtyard, unless deviation is appropriate, per the discretion of the ARC. In cases where there is an anti-access easement or access is not permitted from a particular road or public right-of-way, the building shall not be required to face the subject road or right-of-way.
c) Orientation of windows and doors. All windows and doors openings or frame fenestrations located within an opening shall be vertical in orientation. Traditional window designs, divided lights, transoms and sidelights are encouraged, along with storefronts, doors and framing components, which follow vertical enhancing, design elements. Linear strip windows, horizontally dominant window frames, and rectangular "picture windows" are discouraged, since they are not part of the traditional architectural vocabulary that is part of the Overlay District. The ARC may consider exceptions provided that the overall effect is in keeping with the goals of the Urban Village Overlay District.
d) Glass materials. Black, opaque and reflective glass materials are discouraged. Back painted, fritted, sandblasted or other translucent glass may be acceptable where structural elements or unoccupied space would be visible behind clear glass.
e) Building materials. Building materials should be restricted to masonry, brick, wood, stone, stucco, EIFS or materials of equal appearance consistent with the acceptable architectural styles of the UVO. Plywood, corrugated siding, plastic panels are prohibited from use in visible locations.
f) Rooflines. Flat rooflines are permitted with the use of cornices, parapets or some form of architectural emphasis along the roofline where adjacent buildings have a similar roofline. A varied roofline is recommended.
g) Roofing materials: Slate style shingles, fiberglass shingles and standing seam metal are permitted materials for sloped roofs per the discretion of the ARC.
h) Building heights. Heights shall be consistent with those of other similar uses. Individual structures should strive for a variety of heights, utilizing elements such as roofline variation, decorative towers, steeples, pediments, clerestories and domes, consistent with the overall architectural context and design code. Buildings that are used for residential and non-residential purposes shall not exceed forty-five (45) feet in Maximum Occupied Height measured from front exterior grade level to eight (8) feet above the highest occupied floor. The

height of enclosed unoccupied building elements may exceed the Maximum Occupied Height by no more than fifty percent (50%). Purely decorative unoccupied elements such as flagpoles, spires and steeples may be located on top of unoccupied enclosed space, to a total building height of no more than two times the Maximum Occupied Height (=90 feet).

i) Building massing. Individual buildings and any attached structures should strive for complementary building massing, reminiscent of traditional design. "Monoplanar" or monolithic appearances, with little variation in setbacks, wall fenestration, or rooflines are not recommended. Building massing should take into account adjacent property uses, sightlines, identity, and relationship to its site to accomplish building a contextual variety in its overall massing. As noted above, such elements as rooflines, and decorative architectural elements along with wall fenestration elements such as setbacks, pop-outs, window openings, trellises, pergolas, verandas, entrances, piers, pilasters, decorative panels, or grilles, and eaves or cornice lines will break down a structure's overall massing and bring a pedestrian scale to its overall context.

D. Colors.

a) Color variation. The use of sharply contrasting colors on buildings shall be limited. Color schemes should be kept simple with no more than one or two field or trim colors on any given building, unless deviation from this is appropriate.

b) Color consistency. The chosen color scheme should help tie all of the parts of the building together. Monolithic color schemes and appearances are discouraged. Typically, the color that is used in the storefront area may be repeated in the upper story windows or cornice area. Colors used at the front façade should be utilized on the sides and rear of buildings.

E. Landscaping.

a) Plant material selection. Plant materials shall be chosen which are indigenous, moderately fast growing and require low maintenance. The landscape design shall incorporate the entire site and consist of a palette of plants with year round appeal which might include annuals, perennials, shrubs and trees.

b) Parking lot landscaping. Parking areas and driveways shall be landscaped with groundcover, shrubs, trees or tree groupings.

c) Parking lot landscape area requirements. A minimum of six percent (6%) of the total interior parking lot area shall be landscaped with planted islands. A minimum of one (1) tree and two (2) shrubs shall be planted in interior islands for every 2500 square feet of parking lot. Creative alternatives are subject to review and approval of the ARC.

d) Exemptions. No interior parking area landscaping shall be required if the parking lot is not, nor will ever conceivably be visible from a public right-of-way.

e) Planting island requirements. Planted islands shall be at least 170 square feet in size with a pervious surface area adequate for proper root aeration and expansion. Creative alternatives are subject to review and approval of the ARC.

f) Screening materials. Where landscaping is used as screening it shall be opaque year round. Landscape screening shall be of a height and density so as to provide the full desired effect within three (3) growing seasons.

g) Street trees. All streets shall be planted with regularly spaced shade trees. Trees shall be selected in consultation with the ARC and the City of Perrysburg Street Tree Commission.

h) Street Furniture. Street furniture includes benches, trash receptacles, and street signs. Street furniture shall be chosen and placed in consultation with the ARC. Street furniture shall be located so as to maintain a clear pedestrian path. Street furniture shall be made of metal painted with a matte finish and and/or wood with a matte painted or natural finish and shall be maintained in good order and appearance by the owner. Street furniture shall be consistent in color and style along both sides of any street.

i) Registered professional required. A registered landscape architect shall sign all landscape plans.

j) Maintenance. The landscape plan shall include indication of a maintenance plan.

F. Outdoor lighting.

a) Outdoor lighting. Outdoor lighting of a building, parking area or signage shall be directed so as not to directly shine on adjacent properties, and shall be consistent in architectural style with the overall urban village theme.

b) Street lighting. It is recommended that street lighting be provided on all streets, and be located at all intersections and along sidewalks at intervals consistent with the urban village theme that promotes pedestrian activity. Street lighting shall be scaled to the pedestrian; 14' is the recommended height. Street light fixtures shall be painted metal, matte finish, consistent in color and style on both sides of any street and chosen in consultation with the ARC.

c) A street lighting plan shall be submitted to the ARC for approval.

G. Outdoor Storage.

a) Screening. Outside storage of raw material, finished products and equipment must be visually screened from all sides visible from any public right-of-way. All dumpsters and trash locations must be fully screened with non-lockable closure gates on one side for access and removal.

b) Exemptions to screening. Utilize landscaping, screen walls or fencing to screen all storage facilities. For uses that require more than occasional access, three sides may be screened, but screened item(s) must not be visible from the public right-of-way.

c) Storage building design. Outdoor storage buildings shall be constructed in the same style as surrounding buildings.

d) Visibility from Public Right-of-Way. Locate outdoor storage out of view from the public right-of-way where possible, preferably behind the main building.

e) Accessory structures. May contain parking, accessory dwelling units, home occupation uses, storage space and trash receptacles. Home occupation uses are restricted to owner or tenant plus one employee, shall not include noxious or disruptive functions, may not disrupt parking for neighboring residents, shall not be greater than 660 square feet in footprint and shall not exceed two (2) stories in height. Sheds are not permitted.

H. Vehicular and Pedestrian Circulation.

a) Safety. The safe and functional movement of both vehicles and pedestrians on and off-site shall be provided as the first consideration in designing transportation networks within the UVO.
b) Outdoor events. Outdoor events and sales, and conditions for holding outdoor sales may be permitted at the discretion of the ARC.
c) Pedestrian circulation. Pedestrian circulation between parcels is encouraged.
d) Sidewalks. Where appropriate, sidewalks shall be provided on each side of every street and shall be creatively developed to interconnect different land use areas and open spaces.
e) Sidewalks and buildings. Pedestrian connections shall be provided between sidewalks and buildings.
f) Sidewalk width. Sidewalks along the front facades of buildings shall be an average of twelve (12) feet wide in Town Center areas. Sidewalks at sides and rear of buildings may be of lesser width, but in no case less than five (5) feet wide. Sidewalk widths within other UVO areas are to be determined by ARC review for each application as submitted, but in no case less than five (5) feet wide.

I. Off-street Parking Requirements.

a) Size of parking spaces and aisles shall be in compliance with the City of Perrysburg Planning and Zoning Code, Section 1282.01, unless specifically allowed otherwise by these Standards for the Mixed-use / Town Center area and residential neighborhoods;

b) The number of parking spaces, which are required in each usage classification, are as follows:

Town Center (Including all uses allowed) - one (1) for each 250 square feet of lease able floor space, except 1.25 spaces per dwelling unit; (4 / 1,000).

Retail - one (1) for each 250 of square feet of lease able floor space; (4/ 1,000 SF), on single use lots.

Office - a minimum of one (1) space for every 250 square feet of lease able floor space. However for medical office uses the ratio of parking spaces shall be one (1) space for every 200 square feet of lease able floor space on single use lots.

Multi-family Residential - One and one-quarter (1.25) spaces per dwelling unit, except single family attached dwellings: Two (2) spaces per dwelling unit.

Public and institutional - Shall not utilize shared parking and all off-street parking shall be located in the rear yard. The "Parking Area" for Institutional Uses shall be a minimum of one (1) space for every 200 square feet of floor space. However, the ratio of parking spaces actually constructed can be reduced to one (1) space for every 250 square feet of floor space, provided the balance of the "Parking Area" is set aside as green space (lawn or landscaping) in designs approved by the ARC.

c) Shared Parking - Where permissible, a shared-parking arrangement may be allowed for certain developments. Shared parking arrangements are meant to encourage a more "round the clock" usage of any parking facility, therefore generating a lower total parking space number for any one particular development site.

The ARC may consider the acceptance of a formula that can demonstrate certain combinations of mixed-uses and adjacent developments that will yield increased overall parking area utilization. Such formulas shall be consistent with the recommendations and current standards published by the Urban Land Institute or the Congress for New Urbanism.

d) Off-Street Surface Parking Lot Placement: Off-street surface parking lots shall be set back a minimum of 50 feet from Route 25. The ARC shall have discretion to make this requirement applicable elsewhere on prominent frontages, such as along key pedestrian connections, within significant vistas and within important public spaces. Surface parking lots may be built up to the property line on all other street frontages. Placement of parking lots should be related to both the building type served and the adjacent building type, which may require the lot to be screened by building or landscaping from streets.

e) Structured Parking Lot Placement Parking structures shall be set back a minimum of 50 feet from the property lines of all adjacent streets to reserve room for Liner Buildings between parking structures and the lot frontage. The Liner Building shall be no less than two stories in height. Liner Buildings may be detached from or attached to parking structures.

J. Drainage and water detention.

a) Detention as an amenity. Storm retention/detention facilities should be grouped together wherever possible to provide a water feature that can become a site amenity.

b) Impact on surrounding properties. Site grading and retention/detention facilities shall be designed to drain the site adequately without creating a negative impact to the drainage characteristics of the neighboring properties.

Section 3. Mixed-Use Area Standards.

A. Allowable occupancies.

a) Specialty and larger format Retail stores, general merchandise (department stores), cart-based retail vendors, kiosk-based retail vendors, service businesses, personal service businesses, banks, grocery stores, travel agencies, real estate offices, etc.
b) Offices, professional services, medical and dental offices, commercial schools.
c) Multi-family residential, above retail, office or other first floor uses.
d) Restaurants, cafes, bistros, nightclubs and bars.
e) Entertainment and recreational venues.
f) Theaters and cinemas.
g) Hotel / motel.
h) Conference facilities.
i) Parking, surface or structured.
j) Public and Institutional uses
k) Accessory structure uses
l) Open Space.
m) Other, as approved by ARC, consistent with goals of the Urban Village Overlay District Ordinance.

B. Maximum Height. Buildings that are used for residential and non-residential purposes shall not exceed forty-five (45) feet in Maximum Occupied Height measured from front facade grade to 8 feet above the highest occupied floor. The height of enclosed unoccupied building elements may exceed the Maximum Occupied Height by no more than fifty percent (50%). Purely decorative unoccupied elements such as flagpoles, spires and steeples may be located on top of unoccupied enclosed space, to a total building height of no more than two times the Maximum Occupied Height (=90 feet).

C. Orientation. Town Center area building entrances shall be oriented toward the major street, unless deviation is appropriate, per the discretion of the ARC. Buildings located on an intersection shall have the main entrance oriented toward the major street and any facade facing other streets shall have similar architectural styles. Retail, office, and institutional buildings and main entrances shall be oriented toward a street, right of way or courtyard.

D. Build-to line requirements. A minimum of 70% of the front facade of Town Center buildings shall have zero (0) front Setback along the sidewalk. The remaining 30% of the front facade may be set back a maximum of ten (10) feet to create entrances, courtyards and open spaces. Other uses shall have a zero (0) front setback requirement along the sidewalk and each individual UVO Development Site shall be evaluated by the ARC in relation to its adjacent property uses. The ARC encourages creative interpretation of traditional designs that will create an integrated urban village environment.

a) Exceptions from Build-to Lines may be granted by the ARC in order to avoid trees with calipers greater than eight (8) inches and on corner sites (within 50 feet of the comer) provided the exception does not encroach upon the Clear Zone.
b) Side or Rear setbacks: All side or rear setbacks are to be reviewed by the ARC.
c) Corner Setback: Buildings located at an intersection may have setback on the street designated as front facing and no setback on the other.

E. Ground floor use. The ground floor of Town Center buildings shall be restricted to retail businesses, personal services, restaurants, cafes and other uses that will encourage street level pedestrian-oriented activities. Other UVO Development Sites shall be evaluated by the ARC in relation to its adjacent property uses. The ARC encourages designs that will create an integrated urban village environment.

F. Upper level floor use. Offices and residential uses in Town Center buildings should be developed on the upper floors of the building. There are no upper floor level use restrictions of other mixed-use areas.

G. Public and Institutional Uses may include a mix of community and city buildings, meeting halls, libraries, post offices, schools, public recreational facilities, museums, performing arts centers or other uses permitted by the ARC and City Council; located within or adjacent to open spaces or parks or at the terminus of a street; shall not utilize shared parking and all off street parking shall be located in the rear yard.

G. Transparency. The ground floor of the building should be designed to be at least sixty percent (60%) transparent at the front facade, through the use of glass, to allow pedestrians to view the goods and services offered in ground floor businesses. Upper level transparency is recommended for buildings that face parks, squares or other significant vistas, per the discretion of the ARC.

H. Business signs. Wall signs, awning signs and projecting signs shall be permitted to identify ground-level businesses as authorized by the Comprehensive Sign Plan. Signage for upper level businesses shall be discouraged, but may be considered at the discretion of the ARC.

I. Open Space: Usable open space is required as part of the Mixed use areas and may include landscaped traffic islands, pedestrian plazas, landscaped sidewalk areas, general green space, playgrounds, tot lots, pocket parks and other recreational uses. Open spaces between buildings that create landscaped courtyards or walkways to the rear of the property or parking areas are strongly encouraged.

K. Pedestrian access. A network of multi-use pathways and/or sidewalks shall link open space, residential, mixed use and commercial areas within the UVO.

Section 4. Residential–General Requirements. The purpose of this Section is to allow for flexibility in zoning when the result will be residential development that is compatible with proximity or integration with a compact town center / urban village with the following emphases:

A. Allowable occupancies.

a) single-family attached dwellings (town homes),
b) multi-family dwellings,
c) apartments,
d) condominiums,
e) loft-style residential,
f) assisted living residences,
g) senior housing,
h) customary home occupations and
i) accessory structure uses.

B. Maximum Height. Buildings that are used for residential and non-residential purposes shall not exceed forty-five (45) feet in Maximum Occupied Height measured from front facade grade to 8 feet above the highest occupied floor. The height of enclosed unoccupied building elements may exceed the Maximum Occupied Height by no more than fifty percent (50%). Purely decorative unoccupied elements such as flagpoles, spires and steeples may be located on top of unoccupied enclosed space, to a total building height of no more than two times the Maximum Occupied Height (=90 feet).

C. Orientation. Residential area buildings entrances shall be oriented toward the street, right of way or courtyard unless deviation is appropriate, per the discretion of the ARC. Buildings located on an intersection shall have the main entrance oriented toward the major street and any facade facing other streets shall have similar architectural styles.

D. Build-to Lines/ Set Backs. Set back lines at the Levis Commons UVO district are considered "build-to lines."

d) Minimum Set back: A minimum of 50% of the front facade of residential buildings may have zero (0) to ten (10) foot front Setback along the sidewalk. The ARC encourages creative interpretation of traditional designs that will create an integrated urban village environment and where appropriate will consider an individual UVO Development Site in relation to its adjacent property set backs.
e) Exceptions from Build-to Lines may be granted by the ARC in order to avoid trees with calipers greater than eight (8) inches and on corner sites (within 50 feet of the comer) provided the exception does not encroach upon the Clear Zone.
f) Side or Rear setbacks: All Residential side or rear setbacks are to be reviewed by the ARC.

g) Corner Setback: Dwellings located at an intersection may have setback on street designated as front facing and no setback on the other.

E. Signage. All Residential identification signage may be placed in the right of way of streets announcing the entrance into a development as authorized by the Comprehensive Sign Plan. Signs may also be placed in landscaped islands or boulevards per the discretion of the ARC. Other signage shall be considered, per the discretion of the ARC.

F. Site Development.

a) Maximum Block Size: The maximum perimeter of any block shall be no more than 1600 feet. Pedestrian passages in the middle of the block shall be provided at intervals no greater than 250 feet, at the discretion of the ARC.
b) Alleys: Alleys may be incorporated in the Levis Commons UVO residential neighborhood to provide access to parking and service areas behind buildings. Alley locations and dimensions are not fixed but shall be designed to accommodate the alley's purpose. Additional curb cuts shall be added only with the permission of the ARC. Alleys may be incorporated into parking lots as drive aisles and fire lanes.
c) Lot Coverage: Multi-family dwellings may not cover more than eighty percent (80%) of an overall parcel area. This does not include any structured parking areas.
d) Building Fronts and Backs: The front or side of every building must face the street, right of way or courtyard. Rear facing buildings, overhead doors and service entries are prohibited on street facades.

G. Parking Requirements: The intent of these parking regulations is to encourage a balance between compact pedestrian oriented development and necessary car storage. The goal is to construct neither more nor less parking than is needed.

g) Minimum residential space requirements are as follows: 1.25 space per dwelling unit at multi-family residential, and 2 spaces per dwelling for single-family dwellings.
h) Minimum parking space dimensions The ARC recommends that head-in or diagonal parking shall be 9' x 17' with 10 foot drive lanes (20' for 2 way traffic) and parallel parking spaces shall be 6' x 2O' minimum with 10 foot drive lanes (20' for 2 way traffic). The selection of diagonal or parallel parking along any section of road shall be determined in consultation with the ARC.
i) On-Street Parking: On-street parking is permitted throughout the residential neighborhood. Parking need not be contiguous with the building or the use it serves.
j) The ARC encourages shared parking solutions. The applicant shall provide a parking analysis justifying the proposed shared parking solution.

H. Access to Off-Street Parking.

a) Alleys shall be the primary source of access to off-street parking. (Parking along alleys may be head-in, diagonal or parallel.)
b) Alleys may be incorporated into parking lots as standard drive aisles. Access to all properties adjacent to the alley shall be maintained. Access between parking lots across property lines is also encouraged.
c) Corner lots that have both rear and side access shall access parking through the rear.
d) Garage door(s): Where space permits, garage doors shall face the side or the rear, not the front. If positioned to streets, squares or parks they shall be no closer than 20 feet behind the principal plane of the building frontage and shall not exceed 10 feet in width.

I. Parking Lot Landscaping Requirements.

a) Landscape strips of at least six feet in width shall be provided between parking aisles of either head-in or diagonal parking. The objective is to create a continuous shade canopy. A diversity of tree species throughout the Levis Commons UVO area is encouraged. To minimize water consumption, the use of low-water vegetative ground cover other than turf is encouraged. Plant material and trees should be of native species that are climate and drought tolerant.

H. General Ancillary Restrictions.

a) The following shall be located in rear yards or side yards not facing side streets:
   Window and Wall Air Conditioners;
   All Utility Meters;
   Air Conditioning Compressors; and
   Irrigation and pool pumps.
b) The following shall be located in the rear yards only:
   Permanent Barbecues;
   Antennas
   Satellite dish antennas greater than 18" in diameter. In residential units over commercial in the Town Center, a satellite dish needs to be concealed well from public parking areas and walkways.

c) The following are prohibited:

Undersized shutters (the shutter or shutters must be sized so as to equal the width that would be required to cover the window opening.)
Plastic or inoperable shutters;
Clotheslines;
Clothes Drying Yards;
Reflective and/or bronze-tint glass;
Plastic or PVC roof files;
Backlit awnings;
Glossy-finish awnings; and
Fences made of chain link, barbed wire, or plain wire mesh, or rough-textured / "fortress style" wood fences.
Unpainted wood fences.

Section 5. Architectural Review Committee/Developer Liability. Neither the ARC nor Developer or their respective successors or assigns shall be liable in damages to anyone submitting plans to them for approval, or to any Owner or land affected by this Declaration, by reason of mistake in judgement, negligence of nonfeasance arising out of or in connection with the approval or disapproval or failure to approve any such plans and specifications. Every person who submits plans to the ARC for approval agrees, by submission of such plans and specifications, and every Owner or tenant of any of such building site agrees, by acquiring title thereto, or an interest therein, that he will not bring any action or suit against the ARC or Developer to recover any such damages.

Section 6. Variances. Variance requests must be submitted in written form to the ARC as a part of the Final Architectural Review or within thirty (30) days of denial of permit as a result of non-approval of a Final Architectural Review. The request must be specific, reference the Standard at issue and include the reason for the variance, as practical difficulties or undue hardship. The ARC reserves the right to grant variances from the provisions outlined with Article Four, provided the variance does not conflict with the general character and architecture desired for the overall development.

ARTICLE FIVE

Breach of Restrictions

Section 1. The Developer and the ARC reserve and are hereby granted the right in case of any violation or breach of any of the rules, regulations, rights, reservations, limitations, agreements, covenants, and conditions herein contained, to enter the Lot upon or as to which said violation or breach exists, and to summarily abate and remove, at the expense of the Owner thereof, any erection, thing or condition that may be or exist thereon contrary to the intent and meaning of the provisions hereof as interpreted by the Developer and/or the ARC, and the Developer and the ARC shall not, by reason thereof, be deemed guilty of any manner of trespass for such entry, abatement or removal. The Lot Owner shall immediately reimburse the Developer and/or the ARC for any costs, including court costs and attorney fees and disbursements, incurred in connection with the Developer's and/or the ARC's cure, abatement or removal of such violation. Any failure to so reimburse the Developer and/or the ARC shall give

the Developer and/or the ARC the right to place a lien upon such defaulting Owner's Lot for such amount as set forth in Article Nine hereof. A failure of the Developer or the ARC to enforce any of the rules, regulations, rights, reservations, limitations, agreements, covenants and conditions contained herein shall in no event be construed, taken or held to be a waiver thereof or acquiescence in or consent to any continuing, further or succeeding breach or violation thereof, and Developer and the ARC (as the case may be) shall at any and all times have the right to enforce the same.

Section 2. The Developer may, as it deems advisable, adopt such other reasonable rules and regulations consistent with the provisions and purpose of this Declaration for the use, maintenance, conservation and beautification of the UVO Property and for the health, comfort, safety and general welfare of the Owners and residents of the Lots in the UVO Property.

ARTICLE SIX

Owner's Association

Section 1. On or before the conveyance of the first Lot in thee UVO Property by the Developer, or thereafter, the Developer may cause to be formed an unincorporated association made up of the Owners of each Lot in the UVO Property, to be known as Levis Commons Urban Village Owner's Association ("Owner's Association). The Owner's Association shall function in addition to the owner's association established pursuant to the Restrictions. In the event the Developer has not formed the Owner's Association at the time all of the Lots within the UVO Property have been sold, the Lot owners may form the Association. Upon the formation of such Owner's Association, every Owner of a Lot in the UVO Property shall become a member thereof, and each such Owner, including the Developer, shall be entitled to a vote equal to its percentage ownership (determined by acreage carried to two decimal places) of UVO Property on each matter submitted to a vote of members for each Lot in the UVO Property owned by it.

Section 2. The Association, by a two-thirds (2/3) vote by written action without a meeting or by a majority vote at a duly called meeting may adopt such reasonable rules and regulations consistent with this Declaration as it may deem advisable for the operation of the Association.

Section 3. All expenses incurred by the Association shall be borne by each Owner of a Lot in the UVO Property. That portion of such expenses allocable to each such Lot Owner in the UVO Property shall be equal to the allocable expense times a fraction, the numerator of which is the number of acres (carried to two decimal places) owned by the Owner and the denominator of which the total acreage of the UVO Property.

Section 4. At such time as the right to appoint the members of the ARC is assigned by Developer to the Owner's Association, the Lot Owners shall appoint two (2) members of the ARC.

Section 5. Until such time as the Owner's Association is formed, the Developer may act instead of the Owner's Association and have all of the rights of the Owner's Association as described in this Article Six and in Article Seven below.

ARTICLE SEVEN

Annual Assessments

Each and every Lot Owner in the UVO Property shall be subject to an annual assessment equal to its percentage ownership (determined by acreage, carried to two decimal places) of the UVO Property in such amount as may be annually determined by the Owner's Association. The annual assessment for each calendar year shall be determined by the Owner's Association, prior to the end of the preceding calendar year and shall be payable to the Owner's Association in quarterly installments beginning on the first day of January of such year. The Owner's Association shall have a perpetual lien upon each of the Lots in the UVO Property to secure the payment of the annual assessment due for such Lot, plus interest thereon at the rate of fifteen percent (15%) per annum from and after the due date thereof, plus costs of collection, and each such assessment shall also be the personal obligation of the Owner of each Lot within the UVO Property at the time when the assessment fell due. Each assessment shall become a lien against the Lot for which such assessments to be paid on the first day of the month in which it is due. In default of the payment of any assessment within sixty (60) days of its due date, the lien for said charge may be recorded against the Lot for which the assessment remains unpaid by filing in the office of the Recorder of Wood County, Ohio, a "Notice of Lien" in substantially the following form which shall be recorded in the lien records of said Recorder:

NOTICE OF LIEN

Notice is hereby given that Levis Commons Urban Village Owners Association claims a lien for unpaid annual assessments for the years _____in the amount of $_____against the following described premises:

(Insert legal description)

Levis Commons Urban Village
Owners Association

By_____
President

STATE OF OHIO)
)SS:
COUNTY OF WOOD)

The foregoing instrument was acknowledged before me this __ day of _ _____, 20__, by _____, President of Levis Commons Urban Village Owners Association, an Ohio unincorporated association, on behalf of the Association.

_____
Notary Public

In the event any of said assessments are not paid when due, the Owner's Association may, when and as often as such delinquencies occur, proceed by process of law to collect the amount then due by foreclosure of said lien, or otherwise, and in such event, shall be entitled to recover and have and enforce against each defaulting Lot a lien for all interest due thereon plus its costs and expenses in that behalf, including title expense, court costs, attorney fees and

disbursements. No Owner may waive or otherwise escape liability for the annual assessments provided for herein by non-use or by abandonment of his Lot. Any Lot Owner shall notify the Owner's Association in writing at least ten (10) days prior to the sale or transfer of a Lot. The lien of assessments provided for herein shall be subordinate to the lien of any first mortgage. Sale or transfer of any Lot shall not affect the assessment lien. However, the sale or transfer of any Lot pursuant to foreclosure of a first mortgage shall extinguish the lien of such assessment as to payments which become due prior to such sale or transfer. No sale or transfer shall relieve such Lot from liability for any assessments thereafter becoming due or from the lien thereof.

The aforesaid annual assessments to be levied against each Lot Owner shall be equal to the product of the total annual budget for the Association times a fraction, the numerator of which is the acreage in such Lot and the denominator of which is the total acreage of all Lots within the UVO Property. The assessments shall be applied toward the payment of the following costs and expenses:

(a) for the discharge of all obligations of the Owner's Association as set forth herein or as established by the Association;

(b) for legal and accounting services for the Owner's Association;

(c) for the cost of collecting assessments, and expenses of maintaining the Association, and for any and all other purposes which the Association may determine from time to time to be for the general benefit of the Owners of Lots in the UVO Property; and

(d) for such other purposes as the Association shall deem to be in the best interests of the Lot Owners.

Such assessments may be increased, decreased or adjusted from time to time by the officers of the Owner's Association as the interest of the Lot Owners in the UVO Property may, in its judgment, require. The Owner's Association shall exercise its discretion and judgment as to the amount of its funds to be expended in connection with each of the purposes for which its funds are collected, and its discretion in reference thereto shall be binding upon all the interested parties. Upon demand of any Lot Owner and after payment of a reasonable charge therefor, the secretary or treasurer of the Owner's Association shall promptly issue a certificate setting forth whether all assessments have been paid for such Owner's Association, and, if not, the total amount of any unpaid assessments. Any such certificates stating that all assessments have been paid shall be conclusive evidence of such payment.

ARTICLE EIGHT

Miscellaneous Provisions

Section 1. Each grantee of the Developer, by the acceptance of a deed of conveyance, accepts the same subject to all restrictions, conditions, covenants, reservations, easements, and the jurisdiction, rights and powers of the Developer and the Association, as the case may be, created or reserved by this Declaration or by plat or deed restrictions heretofore

recorded, and all easements, rights, benefits, and privileges of every character hereby granted, created, reserved or declared and all impositions and obligations hereby imposed, shall run with the land and bind every Owner of any interest therein, and inure to the benefit of such Owner, in like manner as if the provisions of this Declaration were recited and stipulated in each and every deed of conveyance.

Section 2. The several restrictions, covenants, conditions, agreements and other provisions herein contained shall run with the land in the UVO Property, and shall be binding upon all persons (either natural, corporate, or otherwise) their heirs, executors, administrators, successors and assigns, who hold any interest whatsoever in the UVO Property or any Lots therein, regardless of how or in what manner said interest is acquired, until the first day of January 1, 2030, and except as otherwise provided in Section 3 hereof, at which time this Declaration shall be automatically extended for successive periods of ten (10) years.

Section 3. Except as otherwise set forth herein, these Standards may be amended prior to January 1, 2030 with the written approval of a majority of the then Owners of the Lots in the UVO Property (by percentage determined by acreage carried to two decimal places) and with the consent of the Developer, the ARC and the City of Perrysburg as may be required pursuant to the then current Zoning Code. The amendment shall become effective from and after filing with the Recorder of Wood County, Ohio of an instrument stating the amendment and signed by all approving parties with the formalities required by law. Except as set forth in the then applicable Zoning Code, these covenants and restrictions may be terminated after January 1, 2030, and may be amended or terminated thereafter with the written approval of the majority Owners of the Lots (by percentage determined by acreage carried to two decimal places) in the UVO Property upon the filing of an instrument as aforesaid with the Recorder of Wood County, Ohio.

Section 4. No restrictions imposed hereby shall be abrogated or waived by any failure to enforce the provisions hereof, regardless of the frequency and number of violations or breaches that may occur.

Section 5. Lot Owners shall be solely responsible for compliance with local, state and federal laws, ordinances, rules and regulations regarding the use of the Lots in addition to compliance with this Declaration.

Section 6. The invalidity of any restrictions hereby imposed, or of any provisions hereof, or of any part of such rules, regulations or provision, shall not impair or affect in any manner the validity, enforceability or effect of the rest of this Declaration.

Section 7. A violation of any of the rules and regulations adopted by the Developer, or by the Association, as the case may be, shall be deemed a violation of this Declaration and may be enjoined as herein provided.

Section 8. The rights, privileges and powers herein retained by the Developer shall be assignable to, and shall inure to the benefit of its successors and assigns.

IN WITNESS WHEREOF, Levis Park Developer, LLC and OI STS Levis Park, Inc. have executed this Declaration of Development and Design Standards on ____ day of May, 2003.

Witnessed:

Levis Park Developers, LLC

_____

By:_____
Larry B. Dillin, Member

_____

STATE OF OHIO
COUNTY OF LUCAS

Before me, a Notary Public in and for said County, personally appeared Larry B. Dillin, as Member on behalf of Levis Park Developers, LLC, an Ohio limited liability company, who acknowledged under oath that he executed the foregoing instrument as a free act and deed for the purposes expressed therein.

SWORN TO BEFORE ME and subscribed in my presence this ____ day of May, 2003.

_____
Notary Public

SUBORDINATION OF LENDER

The undersigned, Fifth Third Bank, successor in interest to Capital Bank, N. A., mortgagee under that certain Mortgage and Security Agreement dated June 28, 2000 and recorded in Mortgage 1318-120 (the "Mortgage"), and secured party pursuant to UCC financing statement numbers 00-996 and 00-997 (the "Financing Statements") hereby subordinates the lien of the Mortgage and the lien perfected by the Financing Statements to the foregoing Declaration of Site Development and Design Standards, and the rights, restrictions and encumbrances created hereby, by the execution hereof, this ___ day of _____2003.

LENDER:
Fifth Third Bank, N.A.

By_____

Sign here:_____
Print here:_____
Sign here:_____
Print here:_____

State of Ohio)
) ss:
County of Lucas)

The foregoing instrument was acknowledged before me this ____ day of _____, 2003, by _____, its _____of Fifth Third Bank, N.A., a national banking association, on behalf of the association.

_____
Notary Public - State of Ohio

CONSENT AND SUBORDINATION OF LENDER

The undersigned, OI Levis Park STS, Inc., mortgagee under that certain Mortgage dated March 31, 2000, and recorded in Mortgage 1301-475 (the "Mortgage"), hereby consents to the adoption of the foregoing Declaration of Site Development and Design Standards and by the execution hereof this ___ day of _____, 2003, hereby subordinates the lien of the Mortgage to the rights, restrictions and encumbrances created hereby.

LENDER:
OI Levis Park STS, Inc.

Sign here:_____ By_____
Print here:_____ Its_____

Sign here:_____
Print here:_____

State of Ohio)
) ss:
County of Lucas)

The foregoing instrument was acknowledged before me this ____ day of _____, 2003, by _____, as _____ of OI Levis Park STS, Inc., a Delaware corporation, on behalf of the corporation.

_____
Notary Public - State of Ohio

CONSENT AND SUBORDINATION OF LENDER

The undersigned, Hillard, LLC, mortgagee under that certain Mortgage dated January ___, 2003, and recorded in Mortgage _____ (the "Mortgage"), hereby consents to the adoption of the foregoing Declaration of Site Development and Design Standards and by the execution hereof this ___ day of _____, 2003, hereby subordinates the lien of the Mortgage to the rights, restrictions and encumbrances created hereby.

LENDER:
Hillard, LLC

Sign here:_____ By_____
Print here:_____ Its_____

Sign here:_____
Print here:_____

State of Ohio)
) ss:
County of Lucas)

The foregoing instrument was acknowledged before me this ____ day of _____, 2003, by _____, as _____ of Hillard, LLC, a(n) _____ limited liability company, on behalf of the company.

_____
Notary Public - State of Ohio

URBAN VILLAGE OVERLAY DISTRICT

MIXED USE AREAS

RESIDENTIAL AREA

NO UVO DISTRICT

DILLIN

LEVIS·COMMONS·MASTER·PLAN

PERRYSBURG · OHIO

MAY · 2003

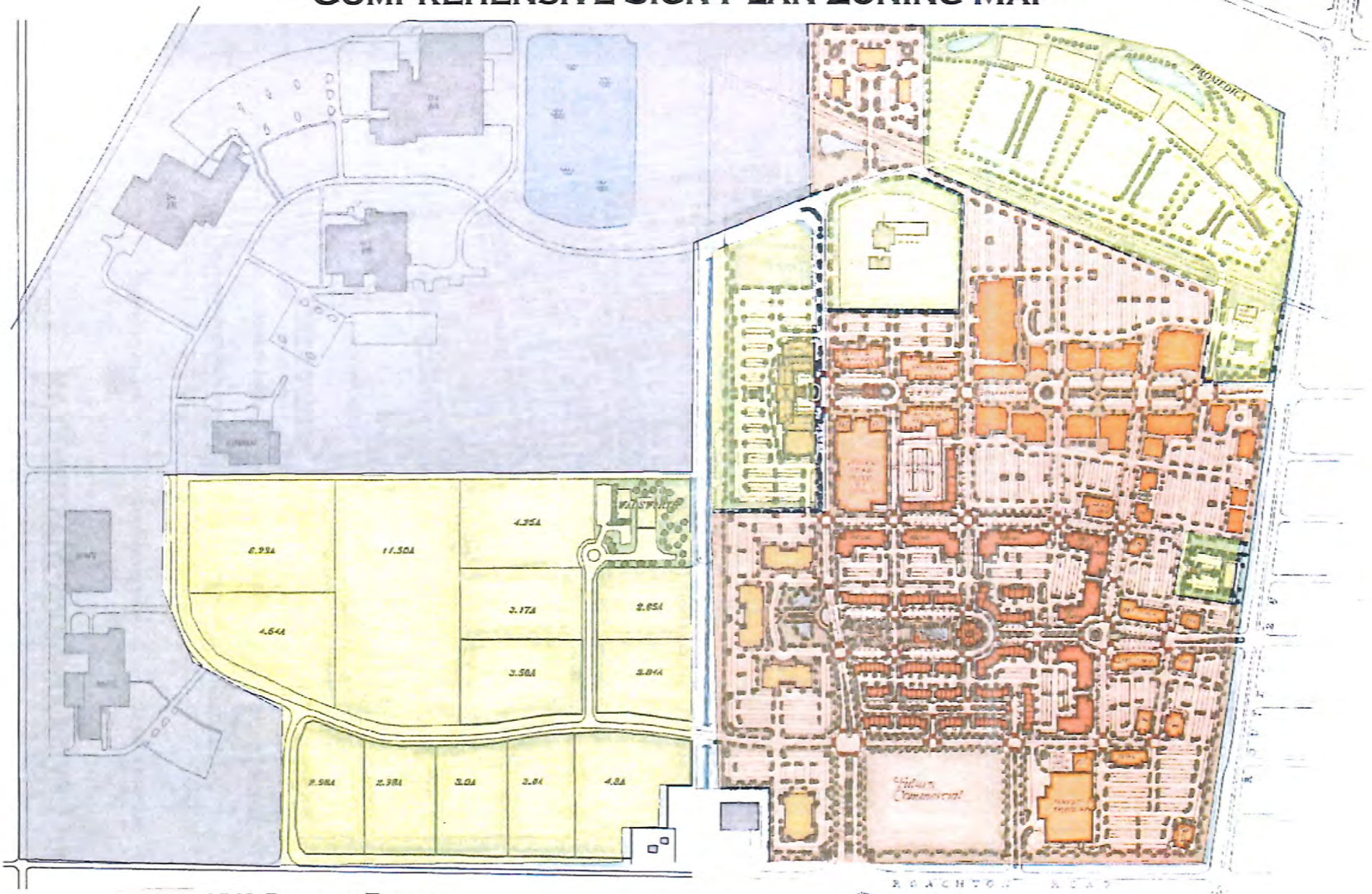
DILLIN · DEVELOPMENT · CORP ·

SCALE: 1" = 100'-0"

MBH ARCHITECTS
PARESI DESIGN/STUDIO

J. Preston Levis Commons

Comprehensive Sign Plan Zoning Map



UVO District Zoning

PBP Zoning

Not included in CSP

Levis·Commons·Master·Plan

DILLIN