

**PETITION FOR SPECIAL ASSESSMENTS FOR  
SPECIAL ENERGY IMPROVEMENT PROJECTS AND AFFIDAVIT**

**A PETITION TO THE CITY OF COLUMBUS, OHIO SEEKING THE IMPOSITION OF  
SPECIAL ASSESSMENTS AGAINST REAL PROPERTY OWNED BY THE  
PETITIONER TO PAY THE COSTS OF VARIOUS SPECIAL ENERGY  
IMPROVEMENT PROJECTS WHICH SPECIALLY BENEFIT SUCH REAL  
PROPERTY, INCLUDING A WAIVER OF ALL RIGHTS TO NOTICES, HEARINGS  
AND APPEALS RESPECTING THE REQUESTED SPECIAL ASSESSMENTS**

To: The City Manager and City Council of the City of Columbus, Ohio

Henderson Partners, LLC, an Ohio limited liability company registered to do business in the State of Ohio (the “Petitioner”), is the owner of 100% of the real property described on **Exhibit A** attached to this Petition (the “Property”).

The Board of Directors of the Bexley, Columbus, Dublin, Grove City, Hilliard, Perry Township, Whitehall, Worthington Regional Energy Special Improvement District doing business under the registered trade name the Columbus Regional Energy Special Improvement District (the “Corporation”), an Ohio nonprofit corporation formed to govern the Columbus Regional Energy Special Improvement District (the “District”), initially created within the boundaries of the City of Columbus, Ohio, has approved a plan (the “Program Plan”) for the purpose of developing and implementing special energy improvement projects, as defined in Ohio Revised Code Section 1710.01(I). The Program Plan is attached to this Petition as **Exhibit C**.

Pursuant to the Program Plan, the Corporation has caused special energy improvement projects to be provided from time to time. In accordance with Ohio Revised Code Chapter 1710 and the Program Plan, the Program Plan may be amended from time to time by supplemental plans (the “Supplemental Plans”) (the Program Plan and every Supplemental Plan together constituting the “Plan”) to provide for additional special energy improvement projects, and the District may be enlarged from time to time to include additional property so long as at least one special energy improvement project is designated for each parcel of real property within the additional territory added to the District.

The Board of Directors of the Corporation has received the Supplemental Plan attached to this Petition as **Exhibit B**, including the description of the special energy improvement projects proposed to be constructed or installed on the Property (the “Authorized Improvements”), and related materials in support of the expansion of the District to include the Property.

As required by Ohio Revised Code Section 1710.02, the Petitioner, as the owner of the Property, being 100% of the area proposed to be added to the District and 100% of the area proposed to be assessed for the Authorized Improvements, hereby (a) petitions the City Council (the “Council”) of the City of Columbus, Ohio (the “City”) to (i) approve the addition of the Property to the District and (ii) approve an amendment and supplement to the Plan by the Supplemental Plan to include the Authorized Improvements and (b) requests that (i) the Authorized

Improvements be undertaken by the District, and (ii) the total cost of those Authorized Improvements be assessed on the Property in proportion to the special benefits that will result from the Authorized Improvements.

In connection with this Petition and in furtherance of its purposes, the Petitioner acknowledges that it has reviewed or caused to be reviewed (i) the Plan and the Supplemental Plan, (ii) the plans, specifications and profiles for the Authorized Improvements, (iii) the estimate of cost for the Authorized Improvements included in the Supplemental Plan and (iv) the schedule of estimated special assessments to be levied for the Authorized Improvements also included in the Supplemental Plan. The Petitioner acknowledges that the estimated special assessment is in proportion to the benefits that may result from the Authorized Improvements.

Accordingly, the Petitioner hereby petitions for the construction of the Authorized Improvements identified in this Petition and the Supplemental Plan attached to this Petition as **Exhibit B**, as authorized under Ohio Revised Code Chapter 1710, and for the imposition of the special assessments identified in this Petition and authorized under Ohio Revised Code Chapters 727 and 1710 (the “Special Assessments”) to pay the costs of the Authorized Improvements, in the amount set forth on **Exhibit B**. The Petitioner hereby acknowledges and agrees that the Authorized Improvements are being installed at one of three separate buildings all located on the Property, which as of the date of this Petition has one permanent parcel number in the records of the County Auditor of Franklin County, Ohio (as described on **Exhibit A**). In the event that at any time following the date of this Petition the Property is subdivided into multiple permanent parcels in the records of the County Auditor of Franklin County, Ohio, the Petitioner hereby requests that the Special Assessments be allocated among the resulting parcels containing any one or more of the buildings as follows:

<b><u>Building</u></b>	<b><u>Percentage of Special Assessments</u></b>
4380 North High Street* (43,747* sq. ft.)	100%
4416–4422 North High Street* (5,770* sq. ft.)	0%
4376–4386 North High Street* (5,174* sq. ft.)	0%

The Petitioner hereby certifies, represents, and warrants to the District and the City that the portion of the Special Assessments allocated to each building above are in proportion to, and do not exceed, the special benefits to be conferred on the building by the Authorized Improvements identified in this Petition.

The Petitioner hereby certifies, represents, and warrants to the District and the City that the actual costs of the Authorized Improvements have been ascertained. The Petitioner further agrees that it will be solely responsible for any costs of the Authorized Improvements in excess of the amount set forth on **Exhibit B**.

In consideration of the City’s acceptance of this Petition and the imposition of the requested Special Assessments, the Petitioner consents and agrees that the Property as identified in **Exhibit A** shall be assessed for all of the costs of the Authorized Improvements, including any and all

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\* As shown in the records of the County Auditor of Franklin County, Ohio on September 4, 2018

architectural, engineering, legal, insurance, consulting, energy auditing, planning, acquisition, installation, construction, surveying, testing and inspection costs; the amount of any damages resulting from the Authorized Improvements and the interest on such damages; the costs incurred in connection with the preparation, levy and collection of the Special Assessments; the cost of purchasing and otherwise acquiring any real estate or interests in real estate; expenses of legal services; costs of labor and material; trustee fees and other financing costs incurred in connection with the issuance, sale, and servicing of securities, nonprofit corporate obligations, or other obligations issued or incurred to provide a loan or to secure an advance of funds to the owner of the Property or otherwise to pay costs of the Authorized Improvements in anticipation of the receipt of the Special Assessments, capitalized interest on, and financing reserve funds for, such securities, nonprofit corporate obligations, or other obligations so issued, including any credit enhancement fees, trustee fees, program administration fees, financing servicing fees, and District administrative fees and expenses; an amount to reflect interest on unpaid Special Assessments which shall be treated as part of the cost of the Authorized Improvements for which the Special Assessments are made at an interest rate which shall be determined by the District or the Columbus-Franklin County Finance Authority as its Conduit Financing Entity to be substantially equivalent to the fair market rate that would have been borne by notes or bonds if notes or bonds had been issued by the District, the Columbus-Franklin County Finance Authority, or another issuer of notes or bonds to pay the costs of the Authorized Improvements; together with all other necessary expenditures.

In consideration of the Authorized Improvements, the Petitioner, for itself and its grantees and other successors with respect to the Property, agree to pay promptly all Special Assessments as they become due, and agree that the determination by Council of the Special Assessments in accordance with the terms hereof will be final, conclusive and binding upon the Petitioner and the Property. In further consideration of the Authorized Improvements, the Petitioner covenants and agrees to disclose, upon the transfer of the Property or any portion of the Property to be special assessed for the actual costs of the Authorized Improvements set forth in **Exhibit B**, in the deed to the transferee or in a separate instrument recorded with respect to the Property the existence of any outstanding Special Assessment for the Authorized Improvements and to require that transferee covenant to disclose that information in any subsequent deed or in a separate instrument recorded with respect to the Property at the time of the subsequent transfer so long as the Special Assessments remain unpaid. As a condition to each subsequent transfer while the Special Assessments remain unpaid, the Petitioner further covenants and agrees to provide expressly in the deed to any transferee or in a separate instrument recorded with respect to the Property at the time of the subsequent transfer (a) for the acquisition by the transferee of the Property subject to any outstanding Special Assessment and the transferee's assumption of responsibility for payment thereof and for the waiver by the transferee of any rights that the Petitioner has waived pursuant to this Petition, and (b) the requirement that each transferee from time to time of the Property covenant to include in the deed to any subsequent transferee or in a separate instrument recorded with respect to the Property at the time of the subsequent transfer the conditions described in clause (a) so long as the Special Assessments remain unpaid.

The Petitioner further acknowledges and confirms that the Special Assessments set forth in this Petition and in the Supplemental Plan attached as **Exhibit B** are in proportion to, and do not exceed, the special benefits to be conferred on the Property by the Authorized Improvements identified in this Petition. The Petitioner further consents to the levying of the Special Assessment

against the Property by the Council. The Petitioner acknowledges that these Special Assessments are fair, just and equitable and being imposed at the Petitioner's specific request.

The Petitioner hereby waives notice and publication of all resolutions, legal notices and hearings provided for in the Ohio Revised Code with respect to the Authorized Improvements and the Special Assessments, particularly those in Ohio Revised Code Chapters 727 and 1710 and consent to proceeding with the Authorized Improvements. Without limiting the foregoing, the Petitioner specifically waives any notices and rights under the following Ohio Revised Code Sections:

- The right to notice of the adoption of the Resolution of Necessity under Ohio Revised Code Sections 727.13 and .14;
- The right to limit the amount of the Special Assessment under Ohio Revised Code Sections 727.03 and 727.06;
- The right to file an objection to the Special Assessment under Ohio Revised Code Section 727.15;
- The right to the establishment of, and any proceedings by and any notice from an Assessment Equalization Board under Ohio Revised Code Sections 727.16 and .17;
- The right to file any claim for damages under Ohio Revised Code Sections 727.18 through 727.22 and Ohio Revised Code Section 727.43;
- The right to notice that bids or quotations for the Authorized Improvements may exceed estimates by 15%;
- The right to seek a deferral of payments of Special Assessments under Ohio Revised Code Section 727.251; and
- The right to notice of the passage of the Assessing Ordinance under Ohio Revised Code Section 727.26.

The Petitioner consents to the Council promptly proceeding with all actions necessary to facilitate the acquisition, installation, and construction of the Authorized Improvements and to impose the Special Assessments.

To the extent applicable, the Petitioner further agrees not to take any actions, or cause to be taken any actions, to place any of the Property in an agricultural district as provided for in Ohio Revised Code Chapter 929, and if any of the Property is in an agricultural district, the Petitioner, in accordance with Ohio Revised Code Section 929.03, hereby grants permission to collect any Special Assessments levied against such Property.

The Petitioner acknowledges that the Special Assessments set forth in this Petition and in the Exhibits to this Petition are based upon an estimate of costs, and that the final Special Assessments shall be calculated in the same manner, which, regardless of any statutory limitation on the Special Assessments, may be more or less than the respective estimated Special Assessments for the Authorized Improvements. In the event the final assessments exceed the estimated assessments, the Petitioner, without limitation of the other waivers contained in this Petition, also waives any rights it may now or in the future have to object to those assessments, any notice provided for in Ohio Revised Code Chapters 727 and 1710, and any rights of appeal provided for in such Chapters or otherwise. The Petitioner further acknowledges and represents

that the respective final assessments may be levied at such time as determined by the City and regardless of whether or not any of the parts or portions of the Authorized Improvements have been completed.

The Petitioner further acknowledges that the final Special Assessments for the Authorized Improvements, when levied against the Property, will be payable in cash within thirty (30) days from the date of passage of the ordinance confirming and levying the final assessments and that if any of such assessments are not paid in cash they will be certified to the County Auditor of Franklin County, Ohio as provided by law, to be placed on the tax list and duplicate and collected as other taxes are collected. Notwithstanding the foregoing, however, the Petitioner hereby waives the right to pay the final assessments for the Authorized Improvements in cash within thirty (30) days from the passage of the ordinance confirming and levying the final assessments and requests that the unpaid final assessments for the Authorized Improvements shall be payable in thirty-six (36) semi-annual installments, with collection commencing on the earliest date permitted by said County Auditor, but in no event sooner than the semiannual installment payment of first-half real property taxes for tax year 2019 due in collection year 2020 and payable with respect to the Property.

Pursuant to Ohio Revised Code Section 1710.03(C), the Petitioner hereby appoints as its designee to carry out the rights and responsibilities of District members under Ohio Revised Code Chapter 1710 such representative as may be duly appointed by the Petitioner from time to time, which designation shall not expire unless and until the Petitioner shall notify the Secretary of the District that said designation is no longer in effect or that Petitioner has made a new designation to replace said designation.

The Petitioner further waives any and all questions as to the constitutionality of the laws under which Authorized Improvements shall be acquired, installed, or constructed or the proceedings relating to the acquisition, installation, or construction of the Authorized Improvements, the jurisdiction of the City acting in connection with the acquisition, installation, or construction of the Authorized Improvements, all irregularities, errors and defects, if any, procedural or otherwise, in the levying of the assessments or the undertaking of the Authorized Improvements, and specifically waives any and all rights of appeal, including any right of appeal as provided in Ohio Revised Code Title 7, and specifically but without limitation, Ohio Revised Code Chapters 727 and 1710, as well as all such similar rights under the Constitution of the State of Ohio and the Charter of the City. The Petitioner represents that it will not contest, in a judicial or administrative proceeding, the undertaking of the Authorized Improvements, the estimated assessments, the final assessments, and any Special Assessments levied against the Property for the Authorized Improvements, or any other matters related to the foregoing.

The Petitioner acknowledges and understands that the City and the Corporation will be relying upon this Petition in taking actions pursuant to it and expending resources. This Petition therefore shall be irrevocable and shall be binding upon the Petitioner, any successors or assigns of the Petitioner, the Property, and any grantees, mortgagees, lessees, or transferees of the Property. The Petitioner acknowledges that it has had an opportunity to be represented by legal counsel in this undertaking and has knowingly waived the rights identified in this Petition.

The Petitioner further deposes and states that this Petition and actions provided for herein impose burdens and obligations upon the Property and provide for Special Assessments to be levied upon the Property in accordance with this Petition, and that this Petition is available for inspection at the office of the Clerk of Council of the City.

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**IN WITNESS WHEREOF**, the Petitioner has caused this petition to be executed by its undersigned duly authorized signatory.

**PETITIONER:**

HENDERSON PARTNERS, LLC  
an Ohio limited liability company

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address for notices to Petitioner:

Henderson Partners, LLC

c/o Newmark Knight & Frank

35 N. Fourth St., Suite 510

Columbus, Ohio 43215

STATE OF \_\_\_\_\_ )

)

SS:

COUNTY OF \_\_\_\_\_ )

On the \_\_\_\_\_ day of \_\_\_\_\_, 2018, \_\_\_\_\_, as the \_\_\_\_\_ of HENDERSON PARTNERS, LLC, personally appeared before me, a notary public in and for the State of Ohio, who acknowledged the execution of the foregoing Petition on behalf of HENDERSON PARTNERS, LLC and that the same was the free act and deed of such officer and of such limited liability company.

**IN WITNESS WHEREOF**, I have hereunto subscribed my name and affixed my official seal on the day and year aforesaid.

[SEAL]

\_\_\_\_\_  
Notary Public

## **EXHIBIT A**

### **LEGAL DESCRIPTION OF PROPERTY**

The real property subject to this Petition and owned by Henderson Partners, LLC is located at the commonly used mailing addresses 4400 North High Street, Columbus, Ohio with Franklin County Auditor Parcel ID No. 010-083826-00, and having the following legal description:

#### **Legal Description**

##### **PARCEL ONE:**

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, BEING PART OF QUARTER TOWNSHIP 2, TOWNSHIP 2, RANGE 18, UNITED STATES MILITARY LANDS, ALL OF LOTS 323, 324, RESERVE "E" AND A 20 FOOT WIDE ALLEY (VACATED BY ORDINANCE NUMBER 1443-74 ON SEPTEMBER 16, 1974), PART OF LOT 325 AND A 8 FOOT WIDE ALLEY (VACATED BY ORDINANCE NUMBER 1443-74 ON SEPTEMBER 16, 1974) OF ROSEMARY EAST, AS THE SAME ARE NUMBERED AND DELINEATED UPON THE RECORD PLAT THEREOF OF RECORD IN PLAT BOOK 18, PAGE 3, RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO (ALL REFERENCES MADE ARE OF SAID RECORDER'S OFFICE, UNLESS OTHERWISE NOTED) AND BEING ALL OF THE 2.376 ACRE TRACT CONVEYED TO 4400 NORTH HIGH REALTY COMPANY, LLC IN INSTRUMENT NUMBER 200610230211598 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIPE SET AT THE INTERSECTION OF THE EAST RIGHT OF WAY OF NORTH HIGH STREET (WIDTH VARIES; BEING 45 EASTERLY OF THE CENTERLINE OF SAID NORTH HIGH STREET) AND THE SOUTH RIGHT OF WAY OF SCHREYER PLACE (50 FEET WIDE), BEING THE NORTHWEST CORNER OF SAID LOT 323 AND THE NORTHWEST CORNER OF SAID 2.376 ACRE TRACT;

THENCE, ALONG THE SOUTH RIGHT OF WAY OF SAID SCHREYER PLACE, THE NORTH LINE OF SAID LOT 323, SAID 20 FOOT WIDE ALLEY AND SAID LOT 324, PART OF THE NORTH LINE OF SAID LOT 325 AND THE NORTH LINE OF SAID 2.376 ACRE TRACT, SOUTH 88° 41' 04" EAST, 220.61 FEET TO A ONE (1) INCH IRON PIPE FOUND AT THE NORTHEAST CORNER OF SAID 2.376 ACRE TRACT AND THE NORTHWEST CORNER OF THE LAWRENCE AND EVANGELINE E. SUMMERFORD TRACT (DEED BOOK 2506, PAGE 68);

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ARE TRACT, THE WEST LINE OF SAID SUMMERFORD TRACT, ACROSS SAID LOT 325 AND ACROSS SAID 8 FOOT WIDE ALLEY, SOUTH 00° 06' 54" WEST, 169.99 FEET TO AN IRON PIPE SET AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND IN THE SOUTH LINE OF SAID 8 FOOT WIDE ALLEY;

THENCE, ALONG A NORTHERLY LINE OF SAID 2.376 ACRE TRACT AND THE SOUTH LINE OF SAID 8 FOOT WIDE ALLEY, SOUTH 88° 37'23" EAST, 149.80 FEET TO A ONE (1) INCH IRON PIPE FOUND AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE NORTHWEST CORNER OF THE COLUMBIA GAS OF OHIO INC. 224 SQUARE FEET TRACT (DEED BOOK 2533, PAGE 152);



THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ACRE TRACT AND THE WEST LINE OF SAID 224 SQUARE FEET TRACT, SOUTH 00° 05' 45" WEST, 16.00 FEET TO AN IRON PIPE SET AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE SOUTHWEST CORNER OF SAID 224 SQUARE FEET TRACT;

THENCE, ALONG A NORTHERLY LINE OF SAID 2.376 ACRE TRACT AND THE SOUTH LINE OF SAID 224 SQUARE FEET TRACT, SOUTH 88° 37' 23" EAST, 14.00 FEET TO A ONE (1) INCH IRON PIPE FOUND AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT, THE SOUTHEAST CORNER OF SAID 224 SQUARE FEET TRACT AND IN A WESTERLY LINE OF THE BOARD OF EDUCATION OF THE CITY SCHOOL DISTRICT OF COLUMBUS, OHIO 7.35 ACRE TRACT (DEED BOOK 1386, PAGE 124);

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ACRE TRACT AND A WESTERLY LINE OF SAID 7.35 ACRE TRACT, SOUTH 00° 05' 45" WEST, 148.67 FEET TO A ONE (1) INCH SOLID IRON PIN FOUND AT A SOUTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND A SOUTHWESTERLY CORNER OF SAID 7.35 ACRE TRACT;

THENCE, ALONG A SOUTHERLY LINE OF SAID 2.376 ACRE TRACT AND A NORTHERLY LINE OF SAID 7.35 ACRE TRACT, NORTH 88° 40' 43" WEST, 160.90 FEET TO AN IRON PIPE SET AT A SOUTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND A SOUTHWESTERLY CORNER OF SAID 7.35 ACRE TRACT;

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ACRE TRACT AND A WESTERLY LINE OF SAID 7.35 ACRE TRACT, SOUTH 00° 07' 00" WEST, 54.82 FEET TO AN IRON PIPE SET AT A SOUTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT, A SOUTHWESTERLY CORNER OF SAID 7.35 ACRE TRACT AND IN THE NORTH RIGHT OF WAY OF EAST HENDERSON ROAD (60 FEET WIDE);

THENCE, ALONG THE SOUTH LINE OF SAID 2.376 ACRE TRACT, THE NORTH RIGHT OF WAY OF SAID EAST HENDERSON ROAD AND ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 430.00 FEET, A DELTA ANGLE OF 04° 07' 25", AN ARC LENGTH OF 30.95 FEET, WITH A CHORD BEARING AND DISTANCE OF NORTH 75° 44' 56" WEST, 30.94 FEET TO A MAG NAIL SET AT A SOUTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE SOUTHWEST CORNER OF THE KENNETH J. STOFFER AND DONALD C. STOFFER ORIGINAL 0.227 ACRE TRACT (OFFICIAL RECORD VOLUME 4157 J-20);

THENCE, ALONG A WESTERLY LINE OF SAID 2.376 ACRE TRACT AND THE EAST LINE OF SAID ORIGINAL 0.227 ACRE TRACT, NORTH 00° 07' 00" EAST, 53.84 FEET TO A POINT (PASSING A ONE (1) INCH IRON PIPE FOUND AT 47.78 FEET) AT A SOUTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE NORTHEAST CORNER OF SAID ORIGINAL 0.227 ACRE TRACT;

THENCE, ALONG A SOUTHERLY LINE OF SAID 2.376 ACRE TRACT AND THE NORTH LINE OF SAID ORIGINAL 0.227 ACRE TRACT, NORTH 88° 54' 00" WEST, 204.88 FEET TO A MAG NAIL SET AT A SOUTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT, THE NORTHWEST CORNER OF SAID ORIGINAL 0.227 ACRE TRACT AND IN THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET;

THENCE, ALONG A WESTERLY LINE OF SAID 2.376 ACRE TRACT AND THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET BEING 33 FEET EASTERLY AND PARALLEL WITH THE CENTERLINE OF SAID NORTH HIGH STREET, NORTH, 207.87 FEET TO A MAG NAIL SET AT A NORTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE SOUTHWEST CORNER OF THE CITY OF COLUMBUS TRACT (DEED BOOK 947, PAGE 227);

THENCE, ALONG A NORTHERLY LINE OF SAID 2.376 ACRE TRACT, THE SOUTH LINE OF SAID THE CITY OF COLUMBUS TRACT AND CONTINUING ALONG THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET, SOUTH 88° 43' 00" EAST, 12.00 FEET TO A ONE (1) INCH IRON PIPE FOUND AT A NORTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT;

THENCE, ALONG A WESTERLY LINE OF SAID 2.376 ACRE TRACT, THE EAST LINE OF SAID THE CITY OF COLUMBUS TRACT AND CONTINUING ALONG THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET BEING 45 FEET EASTERLY AND PARALLEL WITH THE CENTERLINE OF SAID NORTH HIGH STREET, NORTH, 121.80 FEET TO THE POINT OF BEGINNING CONTAINING 2.592 ACRES, SUBJECT HOWEVER TO ALL LEGAL HIGHWAYS, LEASES, AGREEMENTS, EASEMENTS, RESTRICTIONS OF RECORD AND OF RECORDS IN THE RESPECTIVE UTILITIES OFFICES. IRON PIPES SET ARE 30" X 1" O.D. WITH ORANGE PLASTIC CAPS INSCRIBED P.S. 6579, UNLESS OTHERWISE NOTED. THE FOREGOING DESCRIPTION WAS PREPARED FROM ACTUAL FIELD MEASUREMENTS IN ACCORDANCE WITH CHAPTER 4733-37 OHIO ADMINISTRATIVE CODE IN AUGUST 2007. BASIS OF BEARINGS IS THE EAST LINE OF SAID NORTH HIGH STREET HELD AS NORTH AS PER INSTRUMENT NO. 200610230211598.

LESS AND EXCEPTING therefrom the following 0.001 acre tract as conveyed by Henderson Partners, LLC to the City of Columbus, Ohio by document recorded on February 3, 2009 of record in Instrument No. 200902030013370.

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, BEING PART OF QUARTER TOWNSHIP 2, TOWNSHIP 2, RANGE 18, UNITED STATES MILITARY LANDS, BEING PART OF THE 2.592 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200801250012314, RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG NAIL FOUND IN THE EASTERLY RIGHT OF WAY OF NORTH HIGH STREET AT THE SOUTHWEST CORNER OF SAID 2.592 ACRE TRACT, AND THE NORTHWEST CORNER OF THE 0.224 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200803190042400, SAID RECORDER'S OFFICE;

THENCE, ALONG SAID RIGHT OF WAY AND WESTERLY LINE OF SAID 2.592 ACRE TRACT, (PARALLEL WITH AND 33 FEET EASTERLY OF THE CENTERLINE OF SAID NORTH HIGH STREET) NORTH, 207.87 FEET TO A MAG NAIL FOUND AT A NORTHWEST CORNER OF SAID 2.592 ACRE TRACT AND THE SOUTHWEST CORNER OF A TRACT CONVEYED TO THE CITY OF COLUMBUS, AS SHOWN OF RECORD IN DEED BOOK 947, PAGE 227, SAID RECORDER'S OFFICE;

THENCE, ALONG A NORTHERLY LINE OF SAID 2.592 ACRE TRACT (SOUTHERLY LINE OF SAID CITY OF COLUMBUS TRACT), SOUTH 88 DEG. 43' 00" EAST, 12.00 FEET TO A FOUND 1" IRON PIPE AT THE SOUTHEAST CORNER OF SAID CITY OF COLUMBUS TRACT;

THENCE, ACROSS SAID 2.592 ACRE TRACT, (PARALLEL WITH AND 45 FEET EASTERLY OF SAID CENTERLINE OF NORTH HIGH STREET), SOUTH, 207.83 FEET TO AN IRON PIPE AT THE INTERSECTION OF SAID LINE WITH THE SOUTHERLY LINE OF SAID 2.592 ACRE TRACT (NORTHERLY LINE OF SAID 0.224 ACRE TRACT);

THENCE, ALONG THE SOUTH LINE OF SAID 2.592 ACRE TRACT (NORTH LINE OF SAID 0.224 ACRE TRACT), NORTH 88 DEG. 54' 00" WEST, 12.00 FEET TO THE PLACE OF BEGINNING CONTAINING 0.057 ACRES (2,493.60 SQUARE FEET), SUBJECT HOWEVER TO ALL LEGAL HIGHWAYS, LEASES, AGREEMENTS, EASEMENTS, RESTRICTIONS OF RECORD AND OF RECORDS IN THE RESPECTIVE UTILITIES OFFICES. IRON PIPES SET ARE 30" X 1" O.D. WITH ORANGE PLASTIC CAPS INSCRIBED P.S. 6579, UNLESS OTHERWISE NOTED. THE FOREGOING DESCRIPTION WAS PREPARED FROM ACTUAL FIELD MEASUREMENTS IN ACCORDANCE WITH

CHAPTER 4733-37 OHIO ADMINISTRATIVE CODE IN AUGUST 2007. BASIS OF BEARINGS IS THE EAST LINE OF SAID NORTH HIGH STREET HELD AS NORTH AS PER INSTRUMENT NUMBER 200801250012314.

PARCEL TWO:

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, AND BOUNDED AND DESCRIBED AS FOLLOWS:

BEING A PART OF QUARTER TOWNSHIP 2, TOWNSHIP 1, RANGE 18, U.S. MILITARY LANDS, ALSO BEING ALL OF THAT CERTAIN TRACT SHOWN OF RECORD IN DEED BOOK 2747, PAGE 698 AND A PART OF PARCEL 1, AS THE SAME IS SHOWN OF RECORD IN DEED BOOK 2427, PAGE 686, RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE EASTERLY LINE OF NORTH HIGH STREET (33' EAST OF CENTERLINE) WITH THE NORTHERLY LINE OF HENDERSON ROAD (60.0' IN WIDTH); THENCE FROM SAID POINT OF BEGINNING, NORTH AND ALONG THE EASTERLY LINE OF NORTH HIGH STREET, A DISTANCE OF 45.79' TO A POINT; THENCE 88 DEGREES 54' E., A DISTANCE OF 204.88' TO A POINT; THENCE S 0 DEGREES 07' W., A DISTANCE OF 53.79' TO A POINT IN THE NORTHERLY RIGHT-OF-WAY LINE OF HENDERSON ROAD (60.1' IN WIDTH); THENCE WITH A CURVE BEARING TO THE LEFT, THE LONG CHORD WHICH BEARS N. 84 DEGREES 39' 31" W., A DISTANCE OF 82.94' TO A POINT AT THE END OF SAID CURVE; THENCE N 88 DEGREES 01' 30" W. AND CONTINUING ALONG THE NORTHERLY LINE OF HENDERSON ROAD, A DISTANCE OF 122.22' TO A POINT OF BEGINNING, AND CONTAINING 0.227 ACRES.

LESS AND EXCEPTING therefrom the following 0.0029 acre tract as conveyed by Kenneth J. Stoffer and Donald C. Stoffer to the City of Columbus, Ohio by document recorded on May 1, 2007 of record in Instrument No. 200705010075575.

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, PART OF QUARTER TOWNSHIP 2, TOWNSHIP 1, RANGE 18, U.S. MILITARY LANDS AND BEING A PART OF A TRACT OF LAND CONVEYED TO DONALD C. STOFFER AND KENNETH J. STOFFER IN OFFICIAL RECORD 04157, PAGE J20 AS RECORDED IN THE FRANKLIN COUNTY RECORDER'S OFFICE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEING A PARCEL OF LAND LYING ON THE LEFT SIDE OF THE CENTERLINE OF SURVEY OF EAST HENDERSON ROAD MADE BY THE CITY OF COLUMBUS AS RECORDED IN PLAT BOOK 112, PAGE 1 OF THE RECORDS OF FRANKLIN COUNTY AND BEING LOCATED WITH THE FOLLOWING DESCRIBED POINTS IN THE

BOUNDARY THEREOF;

BEGINNING FOR REFERENCE AT THE INTERSECTION OF THE CENTERLINES OF EAST HENDERSON ROAD AND NORTH HIGH STREET, SAID POINT BEING STATION 58+51.99 EAST HENDERSON ROAD AND STATION 64+75.00 NORTH HIGH STREET;

THENCE ALONG THE CENTERLINE OF EAST HENDERSON ROAD SOUTH  $86^{\circ} 09' 06''$  EAST A DISTANCE OF 32.47 FEET TO A POINT LOCATED AT STATION 58+84.46 EAST HENDERSON ROAD;

THENCE NORTH  $03^{\circ} 50' 54''$  EAST A DISTANCE OF 30.00 FEET TO AN IRON PIN FOUND ON THE GRANTOR'S SOUTHWESTERLY PROPERTY CORNER AND AT THE INTERSECTION OF THE EASTERLY RIGHT-OF-WAY LINE OF NORTH HIGH STREET WITH THE NORTHERLY RIGHT-OF-WAY LINE OF EAST HENDERSON ROAD, SAID IRON PIN BEING 30.00 FEET LEFT OF STATION 58+84.46 EAST HENDERSON ROAD, THE TRUE POINT OF BEGINNING.

THENCE NORTH  $02^{\circ} 49' 07''$  EAST A DISTANCE OF 18.22 FEET ALONG THE GRANTOR'S WESTERLY PROPERTY LINE AND THE SAID RIGHT OF WAY LINE OF HIGH STREET TO AN IRON PIN SET, AND BEING 33.00 FEET RIGHT OF STATION 65+22.63 NORTH HIGH STREET;

THENCE SOUTH  $85^{\circ} 45' 15''$  EAST, A DISTANCE OF 2.94 FEET TO AN IRON PIN SET 35.94 FEET RIGHT OF STATION 65+22.56 NORTH HIGH STREET;

THENCE SOUTH  $06^{\circ} 50' 31''$  EAST, A DISTANCE OF 10.68 FEET TO AN IRON PIN SET 37.70 FEET LEFT OF STATION 58+89.05 EAST HENDERSON ROAD;

THENCE SOUTH  $51^{\circ} 03' 31''$  EAST, A DISTANCE OF 9.70 FEET TO AN IRON PIN SET 32.12 FEET LEFT OF STATION 58+96.99 EAST HENDERSON ROAD;

THENCE SOUTH  $76^{\circ} 30' 30''$  EAST, A DISTANCE OF 12.68 FEET TO AN IRON PIN SET 30.00 FEET LEFT OF STATION 59+09.49 EAST HENDERSON ROAD;

THENCE NORTH  $86^{\circ} 09' 06''$  WEST A DISTANCE OF 25.03 FEET ALONG THE GRANTOR'S SOUTHERLY PROPERTY LINE AND THE SAID RIGHT OF WAY LINE OF EAST HENDERSON ROAD TO THE TRUE POINT OF BEGINNING, CONTAINING 128 SQUARE FEET (0.0029

ACRE).

THE ABOVE DESCRIBED AREA IS CONTAINED WITHIN FRANKLIN COUNTY AUDITOR'S PERMANENT PARCEL NUMBER 010-083834.

GRANTOR RESERVES THE RIGHT OF INGRESS AND EGRESS TO AND FROM THE RESIDUAL AREA.

SAID STATIONS BEING THE STATION NUMBERS AS STIPULATED BY PLANS ON FILE IN THE CITY OF COLUMBUS, 1728 DR. E HENDERSON ROAD.

THIS DESCRIPTION IS BASED ON A SURVEY FOR THE CITY OF COLUMBUS FROM 2000-2001 BY M-E COMPANIES INC., AND PREPARED UNDER THE DIRECTION OF RONALD J. YARANO, REGISTERED SURVEYOR NO. 7169.

BASIS OF BEARINGS WAS DETERMINED BY GPS OBSERVATIONS UTILIZING FRANKLIN COUNTY ENGINEER'S MONUMENTS ASTRO AND FRANK 72 ON MARCH 30, 2000.

IRON PINS ARE TO BE SET AFTER CONSTRUCTION AND ARE 5/8" X 30" TOPPED BY A PLASTIC CAP STAMPED "CITY OF COLUMBUS RIGHT-OF-WAY MARKER".

FURTHER LESS AND EXCEPTING therefrom the following 0.001 acre tract as conveyed by Henderson Partners, LLC to the City of Columbus, Ohio by document recorded on February 3, 2009 of record in Instrument No. 200902030013370.

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, BEING PART OF QUARTER TOWNSHIP 2, TOWNSHIP 2, RANGE 18, UNITED STATES MILITARY LANDS, BEING PART OF THE 0.224 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200803190042400 RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG NAIL FOUND IN THE EASTERLY RIGHT OF WAY OF NORTH HIGH STREET AT THE NORTHWEST CORNER OF SAID 0.224 ACRE TRACT, AND THE SOUTHWEST CORNER OF THE 2.592 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200801250012314, SAID RECORDER'S OFFICE;

THENCE ALONG THE NORTHERLY LINE OF SAID 0.224 ACRE TRACT (SOUTHERLY LINE OF SAID 2.592 ACRE TRACT), SOUTH 88 DEG. 54' 00" EAST, 12.00 FEET TO A SET IRON PIPE;

THENCE, ACROSS SAID 0.224 ACRE TRACT, (PARALLEL WITH AND 45 FEET EASTERLY OF SAID CENTERLINE OF NORTH HIGH STREET, SOUTH 43.24 FEET TO A MAG NAIL SET AT THE INTERSECTION OF SAID LINE WITH THE SOUTHERLY LINE OF SAID 0.224 ACRE TRACT, AND A NORTHERLY LINE OF A 128 SQUARE FOOT PARCEL CONVEYED TO THE CITY OF COLUMBUS, OHIO, PARCEL 82 WD, (REVISED) IN INSTRUMENT NUMBER 200705010075575, SAID RECORDER'S OFFICE;

THENCE, ALONG THE SOUTHERLY LINE OF SAID 0.224 ACRE TRACT (NORTHERLY LINE OF SAID CITY OF COLUMBUS TRACT, NORTH 53 DEG. 52' 38" WEST, 9.00 FEET TO A MAG NAIL FOUND AT AN ANGLE POINT;

THENCE, CONTINUING ALONG SAID LINE, NORTH 09 DEG. 39' 38" WEST, 10.68 FEET TO A MAG NAIL FOUND AT THE NORTHEAST CORNER OF SAID CITY OF COLUMBUS TRACT;

THENCE, ALONG A SOUTHERLY LINE OF SAID 0.224 ACRE TRACT (NORTHERLY LINE OF SAID CITY OF COLUMBUS TRACT) NORTH 88 DEG. 34' 22" WEST 2.94 FEET TO A MAG NAIL FOUND AT THE SOUTHWEST CORNER OF SAID 0.224 ACRE TRACT, NORTHWEST CORNER OF SAID CITY OF COLUMBUS TRACT AND IN THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET;

THENCE, ALONG SAID RIGHT OF WAY AND THE WESTERLY LINE OF SAID 0.224 ACRE TRACT, (PARALLEL WITH AND 33 FEET EASTERLY OF THE CENTERLINE OF SAID NORTH HIGH STREET) NORTH, 27.57 FEET TO THE PLACE OF BEGINNING CONTAINING 0.001 ACRES (436 SQUARE FEET), SUBJECT HOWEVER TO ALL LEGAL HIGHWAYS, LEASES, AGREEMENTS, EASEMENTS, RESTRICTIONS OF RECORD AND OF RECORDS IN THE RESPECTIVE UTILITIES OFFICES. IRON PIPES SET ARE 30" X 1" O.D. WITH ORANGE PLASTIC CAPS INSCRIBED P.S. 6579, UNLESS OTHERWISE NOTED. THE FOREGOING DESCRIPTION WAS PREPARED FROM ACTUAL FIELD MEASUREMENTS IN ACCORDANCE WITH CHAPTER 4733-37 OHIO ADMINISTRATIVE CODE IN AUGUST 2007. BASIS OF BEARINGS IS THE EAST LINE OF SAID NORTH HIGH STREET HELD AS NORTH AS PER INSTRUMENT NUMBER 200801250012314.

Parcel No.: 010-083826-00

## **EXHIBIT B**

### **COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT PROGRAM PLAN**

#### **SUPPLEMENT TO PLAN FOR 4400 NORTH HIGH STREET, COLUMBUS, OHIO PROJECT**

As more fully provided by the Columbus Regional Energy Special Improvement District Program Plan (together with all previously approved supplemental plans, the “Plan”), the Columbus Regional Energy Special Improvement District (the “District”) has undertaken the administration of a property assessed clean energy (“PACE”) program (the “Program”). The Program will provide financing secured by special assessments on real property for special energy improvement projects.

Through a Petition submitted in connection with this Supplemental Plan, Henderson Partners, LLC (the “Property Owner”) has requested and consented to certain special assessments by the District with respect to certain real property owned by the Property Owner and located at the commonly used addresses 4400 North High Street, Columbus, Ohio, with Franklin County Auditor Parcel ID No. 010-083826-00 (the “Property”). A proposed schedule for special assessments to be assessed against the Property to pay the costs of the Authorized Improvements is attached hereto as Attachment A.

The Property Owner hereby certifies, represents, and warrants to the City of Columbus, Ohio (the “City”) and the District that the actual costs of the Authorized Improvements have been ascertained. The Authorized Improvements applicable to the Property will include: the acquisition, construction, installation, improvement, and equipping of high-efficiency mechanical systems and building automation controls, high-efficiency chillers, high-efficiency LED lighting systems, and related improvements. As required by Ohio Revised Code Section 1710.01(K), said Authorized Improvements are anticipated to reduce or support the reduction of energy consumption, allow for reduction in demand, or support the production of clean, renewable energy. A detailed description of the Authorized Improvements is attached to this Supplemental Plan as Attachment B.

The Property Owner will cause this Supplemental Plan promptly to be filed with the Board of Directors of the District and with the Clerk of Council of the City.

**The undersigned owner of real property located within the District acknowledges that the District and the City are subject to Ohio public records laws, including Ohio Revised Code Section 149.43 *et seq.* The undersigned property owner agrees to the disclosure of certain property owner information by the District or the City to the extent required by law.**



**BY EXECUTING THIS SUPPLEMENTAL PLAN, THE PROPERTY OWNER IDENTIFIED BELOW HEREBY AUTHORIZES AND CONSENTS TO THIS SUPPLEMENTAL PLAN, AND ALL DISTRICT DOCUMENTS (AS DEFINED IN THE PLAN) AND AGREES TO PERFORM THE OBLIGATIONS OF THE PROPERTY OWNER CONTAINED IN THIS SUPPLEMENTAL PLAN.**

**PROPERTY OWNER:**

HENDERSON PARTNERS, LLC  
an Ohio limited liability company

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address for notices to Petitioner:

Henderson Partners, LLC

c/o Newmark Knight & Frank

35 N. Fourth St., Suite 510

Columbus, Ohio 43215

Description of Real Property Subject to this Supplemental Plan:

The real property subject to this Supplemental Plan and owned by Henderson Partners, LLC is located at the commonly used mailing address 4400 North High Street, Columbus, Ohio, with Franklin County Auditor Parcel ID No. 010-083826-00, and having the following legal description:

[See Next Page]

Legal Description

PARCEL ONE:

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, BEING PART OF QUARTER TOWNSHIP 2, TOWNSHIP 2, RANGE 18, UNITED STATES MILITARY LANDS, ALL OF LOTS 323, 324, RESERVE "E" AND A 20 FOOT WIDE ALLEY (VACATED BY ORDINANCE NUMBER 1443-74 ON SEPTEMBER 16, 1974), PART OF LOT 325 AND A 8 FOOT WIDE ALLEY (VACATED BY ORDINANCE NUMBER 1443-74 ON SEPTEMBER 16, 1974) OF ROSEMARY EAST, AS THE SAME ARE NUMBERED AND DELINEATED UPON THE RECORD PLAT THEREOF OF RECORD IN PLAT BOOK 18, PAGE 3, RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO (ALL REFERENCES MADE ARE OF SAID RECORDER'S OFFICE, UNLESS OTHERWISE NOTED) AND BEING ALL OF THE 2.376 ACRE TRACT CONVEYED TO 4400 NORTH HIGH REALTY COMPANY, LLC IN INSTRUMENT NUMBER 200610230211598 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIPE SET AT THE INTERSECTION OF THE EAST RIGHT OF WAY OF NORTH HIGH STREET (WIDTH VARIES; BEING 45 EASTERLY OF THE CENTERLINE OF SAID NORTH HIGH STREET) AND THE SOUTH RIGHT OF WAY OF SCHREYER PLACE (50 FEET WIDE), BEING THE NORTHWEST CORNER OF SAID LOT 323 AND THE NORTHWEST CORNER OF SAID 2.376 ACRE TRACT;

THENCE, ALONG THE SOUTH RIGHT OF WAY OF SAID SCHREYER PLACE, THE NORTH LINE OF SAID LOT 323, SAID 20 FOOT WIDE ALLEY AND SAID LOT 324, PART OF THE NORTH LINE OF SAID LOT 325 AND THE NORTH LINE OF SAID 2.376 ACRE TRACT, SOUTH 88° 41' 04" EAST, 220.61 FEET TO A ONE (1) INCH IRON PIPE FOUND AT THE NORTHEAST CORNER OF SAID 2.376 ACRE TRACT AND THE NORTHWEST CORNER OF THE LAWRENCE AND EVANGELINE E. SUMMERFORD TRACT (DEED BOOK 2506, PAGE 68);

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ARE TRACT, THE WEST LINE OF SAID SUMMERFORD TRACT, ACROSS SAID LOT 325 AND ACROSS SAID 8 FOOT WIDE ALLEY, SOUTH 00° 06' 54" WEST, 169.99 FEET TO AN IRON PIPE SET AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND IN THE SOUTH LINE OF SAID 8 FOOT WIDE ALLEY;

THENCE, ALONG A NORTHERLY LINE OF SAID 2.376 ACRE TRACT AND THE SOUTH LINE OF SAID 8 FOOT WIDE ALLEY, SOUTH 88° 37'23" EAST, 149.80 FEET TO A ONE (1) INCH IRON PIPE FOUND AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE NORTHWEST CORNER OF THE COLUMBIA GAS OF OHIO INC. 224 SQUARE FEET TRACT (DEED BOOK 2533, PAGE 152);

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ACRE TRACT AND THE WEST LINE OF SAID 224 SQUARE FEET TRACT, SOUTH 00° 05' 45" WEST, 16.00 FEET TO AN IRON PIPE SET AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE SOUTHWEST CORNER OF SAID 224 SQUARE FEET TRACT;

THENCE, ALONG A NORTHERLY LINE OF SAID 2.376 ACRE TRACT AND THE SOUTH LINE OF SAID 224 SQUARE FEET TRACT, SOUTH 88° 37' 23" EAST, 14.00 FEET TO A ONE (1) INCH IRON PIPE FOUND AT A NORTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT, THE SOUTHEAST CORNER OF SAID 224 SQUARE FEET TRACT AND IN A WESTERLY LINE OF THE BOARD OF EDUCATION OF THE CITY SCHOOL DISTRICT OF COLUMBUS, OHIO 7.35 ACRE TRACT (DEED BOOK 1386, PAGE 124);

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ACRE TRACT AND A WESTERLY LINE OF SAID 7.35 ACRE TRACT, SOUTH 00° 05' 45" WEST, 148.67 FEET TO A ONE (1) INCH SOLID IRON PIN FOUND AT A SOUTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND A SOUTHWESTERLY CORNER OF SAID 7.35 ACRE TRACT;

THENCE, ALONG A SOUTHERLY LINE OF SAID 2.376 ACRE TRACT AND A NORTHERLY LINE OF SAID 7.35 ACRE TRACT, NORTH 88° 40' 43" WEST, 160.90 FEET TO AN IRON PIPE SET AT A SOUTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT AND A SOUTHWESTERLY CORNER OF SAID 7.35 ACRE TRACT;

THENCE, ALONG AN EASTERLY LINE OF SAID 2.376 ACRE TRACT AND A WESTERLY LINE OF SAID 7.35 ACRE TRACT, SOUTH 00° 07' 00" WEST, 54.82 FEET TO AN IRON PIPE SET AT A SOUTHEASTERLY CORNER OF SAID 2.376 ACRE TRACT, A SOUTHWESTERLY CORNER OF SAID 7.35 ACRE TRACT AND IN THE NORTH RIGHT OF WAY OF EAST HENDERSON ROAD (60 FEET WIDE);

THENCE, ALONG THE SOUTH LINE OF SAID 2.376 ACRE TRACT, THE NORTH RIGHT OF WAY OF SAID EAST HENDERSON ROAD AND ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 430.00 FEET, A DELTA ANGLE OF 04° 07' 25", AN ARC LENGTH OF 30.95 FEET, WITH A CHORD BEARING AND DISTANCE OF NORTH 75° 44' 56" WEST, 30.94 FEET TO A MAG NAIL SET AT A SOUTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE SOUTHWEST CORNER OF THE KENNETH J. STOFFER AND DONALD C. STOFFER ORIGINAL 0.227 ACRE TRACT (OFFICIAL RECORD VOLUME 4157 J-20);

THENCE, ALONG A WESTERLY LINE OF SAID 2.376 ACRE TRACT AND THE EAST LINE OF SAID ORIGINAL 0.227 ACRE TRACT, NORTH 00° 07' 00" EAST, 53.84 FEET TO A POINT (PASSING A ONE (1) INCH IRON PIPE FOUND AT 47.78 FEET) AT A SOUTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE NORTHEAST CORNER OF SAID ORIGINAL 0.227 ACRE TRACT;

THENCE, ALONG A SOUTHERLY LINE OF SAID 2.376 ACRE TRACT AND THE NORTH LINE OF SAID ORIGINAL 0.227 ACRE TRACT, NORTH 88° 54' 00" WEST, 204.88 FEET TO A MAG NAIL SET AT A SOUTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT, THE NORTHWEST CORNER OF SAID ORIGINAL 0.227 ACRE TRACT AND IN THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET;

THENCE, ALONG A WESTERLY LINE OF SAID 2.376 ACRE TRACT AND THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET BEING 33 FEET EASTERLY AND PARALLEL WITH THE CENTERLINE OF SAID NORTH HIGH STREET, NORTH, 207.87 FEET TO A MAG NAIL SET AT A NORTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT AND THE SOUTHWEST CORNER OF THE CITY OF COLUMBUS TRACT (DEED BOOK 947, PAGE 227);

THENCE, ALONG A NORTHERLY LINE OF SAID 2.376 ACRE TRACT, THE SOUTH LINE OF SAID THE CITY OF COLUMBUS TRACT AND CONTINUING ALONG THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET, SOUTH 88° 43' 00" EAST, 12.00 FEET TO A ONE (1) INCH IRON PIPE FOUND AT A NORTHWESTERLY CORNER OF SAID 2.376 ACRE TRACT;

THENCE, ALONG A WESTERLY LINE OF SAID 2.376 ACRE TRACT, THE EAST LINE OF SAID THE CITY OF COLUMBUS TRACT AND CONTINUING ALONG THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET BEING 45 FEET EASTERLY AND PARALLEL WITH THE CENTERLINE OF SAID NORTH HIGH STREET, NORTH, 121.80 FEET TO THE POINT OF BEGINNING CONTAINING 2.592 ACRES, SUBJECT HOWEVER TO ALL LEGAL HIGHWAYS, LEASES, AGREEMENTS, EASEMENTS, RESTRICTIONS OF RECORD AND OF RECORDS IN THE RESPECTIVE UTILITIES OFFICES. IRON PIPES SET ARE 30" X 1" O.D. WITH ORANGE PLASTIC CAPS INSCRIBED P.S. 6579, UNLESS OTHERWISE NOTED. THE FOREGOING DESCRIPTION WAS PREPARED FROM ACTUAL FIELD MEASUREMENTS IN ACCORDANCE WITH CHAPTER 4733-37 OHIO ADMINISTRATIVE CODE IN AUGUST 2007. BASIS OF BEARINGS IS THE EAST LINE OF SAID NORTH HIGH STREET HELD AS NORTH AS PER INSTRUMENT NO. 200610230211598.

LESS AND EXCEPTING therefrom the following 0.001 acre tract as conveyed by Henderson Partners, LLC to the City of Columbus, Ohio by document recorded on February 3, 2009 of record in Instrument No. 200902030013370.

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, BEING PART OF QUARTER TOWNSHIP 2, TOWNSHIP 2, RANGE 18, UNITED STATES MILITARY LANDS, BEING PART OF THE 2.592 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200801250012314, RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG NAIL FOUND IN THE EASTERLY RIGHT OF WAY OF NORTH HIGH STREET AT THE SOUTHWEST CORNER OF SAID 2.592 ACRE TRACT, AND THE NORTHWEST CORNER OF THE 0.224 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200803190042400, SAID RECORDER'S OFFICE;

THENCE, ALONG SAID RIGHT OF WAY AND WESTERLY LINE OF SAID 2.592 ACRE TRACT, (PARALLEL WITH AND 33 FEET EASTERLY OF THE CENTERLINE OF SAID NORTH HIGH STREET) NORTH, 207.87 FEET TO A MAG NAIL FOUND AT A NORTHWEST CORNER OF SAID 2.592 ACRE TRACT AND THE SOUTHWEST CORNER OF A TRACT CONVEYED TO THE CITY OF COLUMBUS, AS SHOWN OF RECORD IN DEED BOOK 947, PAGE 227, SAID RECORDER'S OFFICE;

THENCE, ALONG A NORTHERLY LINE OF SAID 2.592 ACRE TRACT (SOUTHERLY LINE OF SAID CITY OF COLUMBUS TRACT), SOUTH 88 DEG. 43' 00" EAST, 12.00 FEET TO A FOUND 1" IRON PIPE AT THE SOUTHEAST CORNER OF SAID CITY OF COLUMBUS TRACT;

THENCE, ACROSS SAID 2.592 ACRE TRACT, (PARALLEL WITH AND 45 FEET EASTERLY OF SAID CENTERLINE OF NORTH HIGH STREET), SOUTH, 207.83 FEET TO AN IRON PIPE AT THE INTERSECTION OF SAID LINE WITH THE SOUTHERLY LINE OF SAID 2.592 ACRE TRACT (NORTHERLY LINE OF SAID 0.224 ACRE TRACT);

THENCE, ALONG THE SOUTH LINE OF SAID 2.592 ACRE TRACT (NORTH LINE OF SAID 0.224 ACRE TRACT), NORTH 88 DEG. 54' 00" WEST, 12.00 FEET TO THE PLACE OF BEGINNING CONTAINING 0.057 ACRES (2,493.60 SQUARE FEET), SUBJECT HOWEVER TO ALL LEGAL HIGHWAYS, LEASES, AGREEMENTS, EASEMENTS, RESTRICTIONS OF RECORD AND OF RECORDS IN THE RESPECTIVE UTILITIES OFFICES. IRON PIPES SET ARE 30" X 1" O.D. WITH ORANGE PLASTIC CAPS INSCRIBED P.S. 6579, UNLESS OTHERWISE NOTED. THE FOREGOING DESCRIPTION WAS PREPARED FROM ACTUAL FIELD MEASUREMENTS IN ACCORDANCE WITH

CHAPTER 4733-37 OHIO ADMINISTRATIVE CODE IN AUGUST 2007. BASIS OF BEARINGS IS THE EAST LINE OF SAID NORTH HIGH STREET HELD AS NORTH AS PER INSTRUMENT NUMBER 200801250012314.

PARCEL TWO:

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, AND BOUNDED AND DESCRIBED AS FOLLOWS:

BEING A PART OF QUARTER TOWNSHIP 2, TOWNSHIP 1, RANGE 18, U.S. MILITARY LANDS, ALSO BEING ALL OF THAT CERTAIN TRACT SHOWN OF RECORD IN DEED BOOK 2747, PAGE 698 AND A PART OF PARCEL 1, AS THE SAME IS SHOWN OF RECORD IN DEED BOOK 2427, PAGE 686, RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE EASTERLY LINE OF NORTH HIGH STREET (33' EAST OF CENTERLINE) WITH THE NORTHERLY LINE OF HENDERSON ROAD (60.0' IN WIDTH); THENCE FROM SAID POINT OF BEGINNING, NORTH AND ALONG THE EASTERLY LINE OF NORTH HIGH STREET, A DISTANCE OF 45.79' TO A POINT; THENCE 88 DEGREES 54' E., A DISTANCE OF 204.88' TO A POINT; THENCE S 0 DEGREES 07' W., A DISTANCE OF 53.79' TO A POINT IN THE NORTHERLY RIGHT-OF-WAY LINE OF HENDERSON ROAD (60.1' IN WIDTH); THENCE WITH A CURVE BEARING TO THE LEFT, THE LONG CHORD WHICH BEARS N. 84 DEGREES 39' 31" W., A DISTANCE OF 82.94' TO A POINT AT THE END OF SAID CURVE; THENCE N 88 DEGREES 01' 30" W. AND CONTINUING ALONG THE NORTHERLY LINE OF HENDERSON ROAD, A DISTANCE OF 122.22' TO A POINT OF BEGINNING, AND CONTAINING 0.227 ACRES.

LESS AND EXCEPTING therefrom the following 0.0029 acre tract as conveyed by Kenneth J. Stoffer and Donald C. Stoffer to the City of Columbus, Ohio by document recorded on May 1, 2007 of record in Instrument No. 200705010075575.

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, PART OF QUARTER TOWNSHIP 2, TOWNSHIP 1, RANGE 18, U.S. MILITARY LANDS AND BEING A PART OF A TRACT OF LAND CONVEYED TO DONALD C. STOFFER AND KENNETH J. STOFFER IN OFFICIAL RECORD 04157, PAGE J20 AS RECORDED IN THE FRANKLIN COUNTY RECORDER'S OFFICE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEING A PARCEL OF LAND LYING ON THE LEFT SIDE OF THE CENTERLINE OF SURVEY OF EAST HENDERSON ROAD MADE BY THE CITY OF COLUMBUS AS RECORDED IN PLAT BOOK 112, PAGE 1 OF THE RECORDS OF FRANKLIN COUNTY AND BEING LOCATED WITH THE FOLLOWING DESCRIBED POINTS IN THE

BOUNDARY THEREOF;

BEGINNING FOR REFERENCE AT THE INTERSECTION OF THE CENTERLINES OF EAST HENDERSON ROAD AND NORTH HIGH STREET, SAID POINT BEING STATION 58+51.99 EAST HENDERSON ROAD AND STATION 64+75.00 NORTH HIGH STREET;

THENCE ALONG THE CENTERLINE OF EAST HENDERSON ROAD SOUTH  $86^{\circ} 09' 06''$  EAST A DISTANCE OF 32.47 FEET TO A POINT LOCATED AT STATION 58+84.46 EAST HENDERSON ROAD;

THENCE NORTH  $03^{\circ} 50' 54''$  EAST A DISTANCE OF 30.00 FEET TO AN IRON PIN FOUND ON THE GRANTOR'S SOUTHWESTERLY PROPERTY CORNER AND AT THE INTERSECTION OF THE EASTERLY RIGHT-OF-WAY LINE OF NORTH HIGH STREET WITH THE NORTHERLY RIGHT-OF-WAY LINE OF EAST HENDERSON ROAD, SAID IRON PIN BEING 30.00 FEET LEFT OF STATION 58+84.46 EAST HENDERSON ROAD, THE TRUE POINT OF BEGINNING.

THENCE NORTH  $02^{\circ} 49' 07''$  EAST A DISTANCE OF 18.22 FEET ALONG THE GRANTOR'S WESTERLY PROPERTY LINE AND THE SAID RIGHT OF WAY LINE OF HIGH STREET TO AN IRON PIN SET, AND BEING 33.00 FEET RIGHT OF STATION 65+22.63 NORTH HIGH STREET;

THENCE SOUTH  $85^{\circ} 45' 15''$  EAST, A DISTANCE OF 2.94 FEET TO AN IRON PIN SET 35.94 FEET RIGHT OF STATION 65+22.56 NORTH HIGH STREET;

THENCE SOUTH  $06^{\circ} 50' 31''$  EAST, A DISTANCE OF 10.68 FEET TO AN IRON PIN SET 37.70 FEET LEFT OF STATION 58+89.05 EAST HENDERSON ROAD;

THENCE SOUTH  $51^{\circ} 03' 31''$  EAST, A DISTANCE OF 9.70 FEET TO AN IRON PIN SET 32.12 FEET LEFT OF STATION 58+96.99 EAST HENDERSON ROAD;

THENCE SOUTH  $76^{\circ} 30' 30''$  EAST, A DISTANCE OF 12.68 FEET TO AN IRON PIN SET 30.00 FEET LEFT OF STATION 59+09.49 EAST HENDERSON ROAD;

THENCE NORTH  $86^{\circ} 09' 06''$  WEST A DISTANCE OF 25.03 FEET ALONG THE GRANTOR'S SOUTHERLY PROPERTY LINE AND THE SAID RIGHT OF WAY LINE OF EAST HENDERSON ROAD TO THE TRUE POINT OF BEGINNING, CONTAINING 128 SQUARE FEET (0.0029

ACRE).

THE ABOVE DESCRIBED AREA IS CONTAINED WITHIN FRANKLIN COUNTY AUDITOR'S PERMANENT PARCEL NUMBER 010-083834.

GRANTOR RESERVES THE RIGHT OF INGRESS AND EGRESS TO AND FROM THE RESIDUAL AREA.

SAID STATIONS BEING THE STATION NUMBERS AS STIPULATED BY PLANS ON FILE IN THE CITY OF COLUMBUS, 1728 DR. E HENDERSON ROAD.

THIS DESCRIPTION IS BASED ON A SURVEY FOR THE CITY OF COLUMBUS FROM 2000-2001 BY M-E COMPANIES INC., AND PREPARED UNDER THE DIRECTION OF RONALD J. YARANO, REGISTERED SURVEYOR NO. 7169.

BASIS OF BEARINGS WAS DETERMINED BY GPS OBSERVATIONS UTILIZING FRANKLIN COUNTY ENGINEER'S MONUMENTS ASTRO AND FRANK 72 ON MARCH 30, 2000.

IRON PINS ARE TO BE SET AFTER CONSTRUCTION AND ARE 5/8" X 30" TOPPED BY A PLASTIC CAP STAMPED "CITY OF COLUMBUS RIGHT-OF-WAY MARKER".

FURTHER LESS AND EXCEPTING therefrom the following 0.001 acre tract as conveyed by Henderson Partners, LLC to the City of Columbus, Ohio by document recorded on February 3, 2009 of record in Instrument No. 200902030013370.

SITUATED IN THE STATE OF OHIO, COUNTY OF FRANKLIN, CITY OF COLUMBUS, BEING PART OF QUARTER TOWNSHIP 2, TOWNSHIP 2, RANGE 18, UNITED STATES MILITARY LANDS, BEING PART OF THE 0.224 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200803190042400 RECORDER'S OFFICE, FRANKLIN COUNTY, OHIO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG NAIL FOUND IN THE EASTERLY RIGHT OF WAY OF NORTH HIGH STREET AT THE NORTHWEST CORNER OF SAID 0.224 ACRE TRACT, AND THE SOUTHWEST CORNER OF THE 2.592 ACRE TRACT CONVEYED TO HENDERSON PARTNERS, LLC IN INSTRUMENT NUMBER 200801250012314, SAID RECORDER'S OFFICE;

THENCE ALONG THE NORTHERLY LINE OF SAID 0.224 ACRE TRACT (SOUTHERLY LINE OF SAID 2.592 ACRE TRACT), SOUTH 88 DEG. 54' 00" EAST, 12.00 FEET TO A SET IRON PIPE;



THENCE, ACROSS SAID 0.224 ACRE TRACT, (PARALLEL WITH AND 45 FEET EASTERLY OF SAID CENTERLINE OF NORTH HIGH STREET, SOUTH 43.24 FEET TO A MAG NAIL SET AT THE INTERSECTION OF SAID LINE WITH THE SOUTHERLY LINE OF SAID 0.224 ACRE TRACT, AND A NORTHERLY LINE OF A 128 SQUARE FOOT PARCEL CONVEYED TO THE CITY OF COLUMBUS, OHIO, PARCEL 82 WD, (REVISED) IN INSTRUMENT NUMBER 200705010075575, SAID RECORDER'S OFFICE;

THENCE, ALONG THE SOUTHERLY LINE OF SAID 0.224 ACRE TRACT (NORTHERLY LINE OF SAID CITY OF COLUMBUS TRACT, NORTH 53 DEG. 52' 38" WEST, 9.00 FEET TO A MAG NAIL FOUND AT AN ANGLE POINT;

THENCE, CONTINUING ALONG SAID LINE, NORTH 09 DEG. 39' 38" WEST, 10.68 FEET TO A MAG NAIL FOUND AT THE NORTHEAST CORNER OF SAID CITY OF COLUMBUS TRACT;

THENCE, ALONG A SOUTHERLY LINE OF SAID 0.224 ACRE TRACT (NORTHERLY LINE OF SAID CITY OF COLUMBUS TRACT) NORTH 88 DEG. 34' 22" WEST 2.94 FEET TO A MAG NAIL FOUND AT THE SOUTHWEST CORNER OF SAID 0.224 ACRE TRACT, NORTHWEST CORNER OF SAID CITY OF COLUMBUS TRACT AND IN THE EASTERLY RIGHT OF WAY OF SAID NORTH HIGH STREET;

THENCE, ALONG SAID RIGHT OF WAY AND THE WESTERLY LINE OF SAID 0.224 ACRE TRACT, (PARALLEL WITH AND 33 FEET EASTERLY OF THE CENTERLINE OF SAID NORTH HIGH STREET) NORTH, 27.57 FEET TO THE PLACE OF BEGINNING CONTAINING 0.001 ACRES (436 SQUARE FEET), SUBJECT HOWEVER TO ALL LEGAL HIGHWAYS, LEASES, AGREEMENTS, EASEMENTS, RESTRICTIONS OF RECORD AND OF RECORDS IN THE RESPECTIVE UTILITIES OFFICES. IRON PIPES SET ARE 30" X 1" O.D. WITH ORANGE PLASTIC CAPS INSCRIBED P.S. 6579, UNLESS OTHERWISE NOTED. THE FOREGOING DESCRIPTION WAS PREPARED FROM ACTUAL FIELD MEASUREMENTS IN ACCORDANCE WITH CHAPTER 4733-37 OHIO ADMINISTRATIVE CODE IN AUGUST 2007. BASIS OF BEARINGS IS THE EAST LINE OF SAID NORTH HIGH STREET HELD AS NORTH AS PER INSTRUMENT NUMBER 200801250012314.

Parcel No.: 010-083826-00

## **SUPPLEMENTAL PLAN—ATTACHMENT A**

### **Schedule of Special Assessments**

The Property will be subject to special assessments for the Authorized Improvements in accordance with Ohio Revised Code Chapter 1710.

Total assessment costs:	\$1,533,880.08
Estimated semi-annual special assessments for 18 years:	\$42,607.78
Number of semi-annual assessments:	36
First semi-annual installment due:	January 31, 2020

[Continued Next Page]

The schedule of Special Assessments for the Authorized Improvements is as follows:

Special Assessment Payment Date <sup>2</sup>	Special Assessment Installment Amount <sup>3</sup>
January 31, 2020	\$42,607.78
July 31, 2020	42,607.78
January 31, 2021	42,607.78
July 31, 2021	42,607.78
January 31, 2022	42,607.78
July 31, 2022	42,607.78
January 31, 2023	42,607.78
July 31, 2023	42,607.78
January 31, 2024	42,607.78
July 31, 2024	42,607.78
January 31, 2025	42,607.78
July 31, 2025	42,607.78
January 31, 2026	42,607.78
July 31, 2026	42,607.78
January 31, 2027	42,607.78
July 31, 2027	42,607.78
January 31, 2028	42,607.78
July 31, 2028	42,607.78
January 31, 2029	42,607.78
July 31, 2029	42,607.78
January 31, 2030	42,607.78
July 31, 2030	42,607.78
January 31, 2031	42,607.78
July 31, 2031	42,607.78
January 31, 2032	42,607.78
July 31, 2032	42,607.78
January 31, 2033	42,607.78
July 31, 2033	42,607.78
January 31, 2034	42,607.78
July 31, 2034	42,607.78
January 31, 2035	42,607.78
July 31, 2035	42,607.78
January 31, 2036	42,607.78
July 31, 2036	42,607.78
January 31, 2037	42,607.78

<sup>2</sup> Pursuant to Ohio Revised Code Chapter 323, the Special Assessment Payment Dates identified above are subject to adjustment by the Franklin County Auditor under certain conditions.

<sup>3</sup> Pursuant to Ohio Revised Code Section 727.36, the Franklin County Auditor may charge and collect a fee in addition to the amounts listed in the above schedule.

July 31, 2037	42,607.78
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## SUPPLEMENTAL PLAN—ATTACHMENT B

### Description of Authorized Improvements

The Authorized Improvements are expected to consist of the following energy efficiency elements:

<b>ECMs</b>	<b>Project Cost</b>	<b>Annual Utility Savings</b>	<b>Annual O&amp;M Savings</b>	<b>Simple Payback (yrs)</b>	<b>Useful Life (yrs)</b>
Recommission Mechanical Systems and Install Building Automation Controls	\$76,652	\$43,297	\$7,624	1.5	15.0
Install new High Efficiency Chillers	\$755,583	\$16,050	\$12,199	26.7	20.0
Upgrade Lighting System to LED Technology	\$50,951	\$11,680	\$693	4.1	20.0
<b>Totals</b>	<b>\$903,186</b>	<b>\$71,027</b>	<b>\$20,516</b>	<b>9.9</b>	<b>19.6</b>

**EXHIBIT C**

**COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT  
PROGRAM PLAN**

[See Attached]

## **COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT PROGRAM PLAN**

The Columbus Regional Energy Special Improvement District (the “District”) will administer a property assessed clean energy (“PACE”) program (the “Program”). The Program will provide financing secured by special assessments on real property for special energy improvement projects. Pursuant to Section 1710.02(F) of the Ohio Revised Code, NC Plaza LLC, as the initial owner of real property within the District (the “Owner”) authorizes, consents to, and submits to the City of Columbus, Ohio for approval this plan for the Program (as the same may be amended and supplemented from time to time in accordance with its terms, the “Plan”) to provide for the Program’s administration and to set forth the terms and conditions of participation in the Program.

The District is established pursuant to the special energy improvement district provisions of Chapter 1710 of the Ohio Revised Code. This Plan refers to Chapter 1710 and any and all future amendments to the special energy improvement district provisions of Chapter 1710 as the “Act.” Any specific statutory reference contained in this Plan shall also refer to any succeeding or amending statutory provision.

Participation in the District’s Program is limited to property owners who have agreed to add their property to the District and who otherwise meet the Program’s terms and conditions. These terms and conditions are addressed in this Plan, and include, without limitation, an application, a petition, a schedule of assessments to be made on included property (“Assessment Schedule”), and the governing documents forming the District. The District’s governing documents include its Articles of Incorporation, Code of Regulations, resolutions duly adopted by the board of directors of the District, and the applicable resolutions and ordinances of the participating political subdivision where the real property is located (collectively, the “Governing Documents”). As a condition to participation in the District and the Program, each property owner must review and agree to the Governing Documents and further must review, agree to, and execute this Plan, an application, a petition, and an Assessment Schedule. The Governing Documents, this Plan, the applications, the petitions, and the Assessment Schedules are referred to herein collectively as the “District Documents.” In addition to the District Documents, property owners may be required to agree to and execute an agreement to impose special assessments as a condition to receiving financing of special energy improvement projects from the District.

The District Documents establish the terms and conditions of the Program. The Program terms and conditions may be amended from time to time as described in Part X of this Plan. **By agreeing to and executing the District Documents, each property owner consents to the terms and conditions of all District Documents.**

## **I. Purpose of the Program**

The Program is intended to assist property owners, whether private or public, who own real property within participating political subdivisions to obtain financing for special energy improvement projects, as that term is defined in the Act (the “Authorized Improvements”). Obligations, including but not limited to special assessment reimbursement agreements, special assessment revenue bonds and revenue notes, loan obligations or other evidences of indebtedness, and nonprofit corporation securities (collectively, the “Program Obligations”) may be issued by the District or on behalf of the District by a third party. Program Obligations or the proceeds from the sale of the Program Obligations may be used to finance Authorized Improvements that benefit properties within the District and any costs incurred by the District in connection with the issuance of Program Obligations. Participating political subdivisions shall levy special assessments on real property included in the District, the payment of which may pay the Program Obligations and the costs of administering the Program. Special assessment payments levied to finance Authorized Improvements will be due and payable by property owners at the same time real property taxes are due; provided, however, that certain Program Obligations may require special assessments to be due and payable by property owners only to the extent that such property owners fail to pay an obligation of the property owner secured by special assessments, such as a loan, in which case special assessments will only be due and payable by property owners if actually levied.

**Nothing in this Plan shall be construed as a representation on the part of any participating political subdivision, the District, the board of directors of the District, or any of the directors, officers, agents, members, independent contractors, or employees of the District or board of directors that the Program is the best financing option available. Property owners are advised to conduct independent research to determine the best course of action.**

## **II. The District’s Governance, Program Administrator, and Conduit Financing Entity**

The District shall be governed, pursuant to the District Documents and the Act, by the Board of Directors (“Board”) of the Columbus Regional Energy Special Improvement District, Inc., a nonprofit corporation organized under the laws of the State of Ohio (the “Corporation”) to govern the District.

Pursuant to the Act, other Ohio law, and the Code of Regulations of the Corporation, the Board may from time to time, and under such conditions as the Board determines, delegate any or all of the authority contained in this Plan to its sub-committee or to an agent, independent contractor, or employee of the District or the Board.

This Plan specifically contemplates that, as authorized in the Act, the District may contract for the services of a “Program Administrator” and for the services of a “Conduit Financing Entity.”

The Program Administrator may provide, without limitation, the following services: (i) pursuant to Part III of this Plan, developing and administering eligibility guidelines, creating and



administering an application, setting criteria and developing a list of pre-approved contractors, procuring resources or cooperating with property owners to procure resources, and administering referrals; (ii) pursuant to Part IV of this Plan, marketing, program design, cooperating with property owners to implement Authorized Improvements, and other administrative services; and (iii) establishing and administering a revolving loan facility providing financing for certain special energy improvement projects.

The Conduit Financing Entity shall be the Columbus-Franklin County Finance Authority. The Conduit Financing Entity may provide, without limitation, the following services: (i) pursuant to Part III of this Plan, financing Authorized Improvements and cooperating with property owners to obtain financing for Authorized Improvements; (ii) pursuant to Part IV of this Plan, tracking and administering Program Obligations, administering special assessments, budgeting, and conducting or overseeing the audit process; and (iii) assisting with marketing efforts relating to the District.

### **III. Program Eligibility, Approvals, Financing, and Procurement**

The Board is hereby authorized to create, administer, amend, and abolish a process by which property owners join the Program. The process by which property owners join the Program may include, without limitation, the following requirements:

- (A) Eligibility. The Board is hereby authorized to create, administer, amend, and abolish eligibility requirements for the Program. The Board is further authorized to determine, in each individual case, whether property is eligible for participation in the Program.

To be eligible for participation in the Program, each property owner must file a petition with the Board requesting to add its property to the District and requesting the levy of special assessments to be used to pay or secure Program Obligations issued or used to finance Authorized Improvements. Each parcel of real property added to the District must have at least one Authorized Improvement. The petition to add property to the District shall be considered by the District in accordance with this Plan and the other District Documents. If the District approves the petition, it shall submit the petition to the executive officer and legislative body of the participating political subdivision in which the real property is located. A property owner may file more than one petition and may amend or withdraw any petition filed at any time before the petition is approved by the legislative body of the participating political subdivision in which the real property is located. Petitions shall conform to the requirements of Ohio Revised Code Chapter 1710 and any requirements of the Board.

To be eligible for participation in the Program, each property owner must agree to be bound by the terms of this Plan. The Plan for the District may be amended and supplemented from time to time in accordance with its terms, including, specifically, by supplements to the Plan which identify additional Authorized Improvements within the District to be subject to the Plan or add property to the District and subject such additional property to the Plan. To be eligible for

participation in the Program, each property owner, with the exception of the Owner, must file a supplement to this Plan (the “Supplemental Plan”) with the Board and the clerk of the legislative body of the participating political subdivision in which the real property is located identifying the Authorized Improvements to be undertaken as part of the Plan applicable to real property within the District or to be added to the district. Supplemental Plans shall include such other information as may be required by the Board. Supplemental Plans shall conform to the requirements of Ohio Revised Code Chapter 1710 and any requirements of the Board.

- (B) Application. The Board is hereby authorized to create, administer, amend, and abolish an application, including a pre-application, for participation in the Program. The Board further may set the terms and conditions for the application’s use and evaluation.
- (C) Contractors. The Board is hereby authorized to require property owners to complete Authorized Improvements through the work of pre-approved contractors. The Board is further authorized to create criteria for the approval of contractors and to determine which contractors meet the criteria and are approved. The Board may communicate which contractors have been pre-approved to property owners by any means the Board deems appropriate, and the Board shall determine whether property owners comply with its pre-approved contractor’s requirements.

**Nothing in this Plan or the District Documents shall be construed to be a recommendation or guarantee of reliability of pre-approved contractors by any participating political subdivision, the District, the Board, or any of the directors, officers, agents, members, independent contractors, or employees of the District or Board.**

- (D) Procurement and Referrals. The Board is hereby authorized to procure supplies, services, contracts, financing, and other resources related to the completion of Authorized Improvements. The Board is further authorized to refer property owners to suppliers, service providers, contractors, lenders, and the providers of other resources related to the completion of Authorized Improvements and the administration of District activities.

Pursuant to the Act, the Board shall adopt written rules prescribing competitive bidding procedures for the District and for Authorized Improvements undertaken by the District on behalf of property owners, which competitive bidding procedures may differ from competitive bidding procedures applicable to the City or the procedures in Chapter 735 of the Ohio Revised Code and may specify conditions under which competitive bidding is not required. Except as specified in the Act and in this Plan, the District Documents shall not be construed to eliminate or alter the competitive bidding procedures applicable to the City as a participating political subdivision.

- (E) Financing. The Board is hereby authorized to finance Authorized Improvements through the use or issuance of Program Obligations. The Board may hire such legal and financial professionals as may be required to successfully finance Authorized Improvements through the use or issuance of Program Obligations.

#### **IV. Program Services**

The Board is hereby authorized to provide ongoing services to the District, its property, and the property owners. All services provided under this Plan shall be deemed to be services provided in furtherance of Authorized Improvements provided under this Plan. Such services, without limitation, may include the following:

- (A) Program Design. The Board is hereby authorized to design comprehensive services to establish and maintain the Program's legal and programmatic framework.
- (B) Program Administration. The Board is hereby authorized to educate the public on the Program and its purposes, market the program to the public, process applications, verify aspects of the Authorized Improvements, assure the Program's overall quality and the quality of Authorized Improvements, serve customers, and assist property owners in the origination and closing processes.
- (C) Marketing. The Board is hereby authorized to market the Program and promote the District's image through means such as developing literature and brochures, conducting public relations, collecting data, managing information, cooperating with members, creating electronic and print marketing materials, and holding special events.
- (D) Authorized Improvement Implementation. The Board is hereby authorized to cooperate with property owners for the implementation of Authorized Improvements, including cooperating with property owners for the addition of property to the District and the approval of petitions and Supplemental Plans by participating political subdivisions and the Board.
- (E) Tracking and Administration of Program Obligations. The Board is hereby authorized to create, administer, amend, and abolish procedures for the tracking and administration of Program Obligations issued or used to finance Authorized Improvements. Without limitation, the administration of special assessments may include reporting delinquent special assessments, following-up with delinquent property owners, and coordinating with delinquent property owners. The Board may hire such professionals as may be required to successfully track and administer Program Obligations.
- (F) Administering Special Assessments. The Board is hereby authorized to create, administer, amend, and abolish procedures for the administration of special assessments levied pursuant to the District Documents. Without limitation, the

administration of special assessments may include calculating the amount of special assessments, preparing certifications of special assessments for the county auditor, billing the special assessments, and considering property owners' claims regarding the calculation or billing of special assessments. The Board may hire such professionals as may be required to successfully administer special assessments.

- (G) Budgeting. The Board shall provide for the production of an annual report describing the District's budget, services delivered, revenues received, expenditures made, and other information about the District's activities. The annual report shall be made available to the Board and to the District's members. The Board may hire such professionals as may be required to successfully account for all District finances.
- (H) Auditing. The Board is hereby authorized to provide for an audit of the District in such manner as the Board deems appropriate. The Board may hire such professionals as may be required to successfully audit the District.
- (I) Other Services. The Board is hereby authorized to provide any other services authorized by the Act.

## **V. Fees**

Program Costs. The Board is hereby authorized to charge to property owners, as costs of administering the Program, any costs permitted by the Act. Such costs may include, without limitation, the following:

- (A) The cost of creating and operating the District, including creating and operating the Corporation, hiring employees and professional services, contracting for insurance, and purchasing or leasing office space or office equipment;
- (B) The cost of planning, designing, and implementing Authorized Improvements or services under this Plan or any Supplemental Plan, including payment of architectural, engineering, legal, appraisal, insurance, consulting, energy auditing, and planning fees and expenses, and, for services under this Plan or any Supplemental Plan, the management, protection, and maintenance costs of public or private facilities;
- (C) Any court costs incurred by the District in implementing this Plan or any Supplemental Plans;
- (D) Any damages resulting from implementing this Plan or any Supplemental Plan;
- (E) The costs of issuing, monitoring, paying interest on, and redeeming or refunding Program Obligations issued or used to finance Authorized Improvements or services under this Plan or any Supplemental Plan; and

- (F) The costs associated with the sale, lease, lease with an option to purchase, conveyance of other interests in, or other contracts for the acquisition, construction, maintenance, repair, furnishing, equipping, operation, or improvement of the District's territory, or between the District and any owner of property in the District on which an Authorized Improvement has been acquired, installed, equipped, or improved.

Pursuant to the Act, such Program costs may be included in the special assessments levied on real property within the District.

Application Fee. The Board is hereby authorized to set and charge an application fee for Program services provided by the District. The application fee may be non-refundable. The application fee may be credited to the cost of Authorized Improvements if the application is approved and an Authorized Improvement is made to the property for which application was made.

## **VI. Energy Efficiency and Renewable Energy Regulations and Requirements**

Energy Efficiency Reporting Requirements. Ohio Revised Code Section 1710.061 requires the Board to submit a quarterly report to each electric distribution utility ("EDU") with a District Authorized Improvement within the EDU's certified territory. The quarterly report submitted to the EDU must include the total number and a description of each new and ongoing District Authorized Improvement that produces energy efficiency savings or reduction in demand and other additional information that the EDU needs to obtain credit under Ohio Revised Code Section 4928.66 for energy efficiency savings or reduction in demand from such projects. The Board is hereby authorized to submit quarterly reports due required under Ohio Revised Code Section 1710.061. Property owners shall comply with Board requirements for information gathering and reporting to ensure Board compliance with Ohio Revised Code Section 1710.061.

Energy Efficiency Credits. The Board is hereby authorized to adopt rules governing energy efficiency credits associated with Authorized Improvements financed with Program Obligations or the proceeds of Program Obligations. Property owners shall comply with Board requirements in furtherance of energy efficiency credit programs.

Renewable Energy Credits. The Board is hereby authorized to adopt rules governing renewable energy credits associated with Authorized Improvements financed with Program Obligations or the proceeds of Program Obligations. Property owners shall comply with Board requirements in furtherance of renewable energy credit programs.

Monetizing Other Energy Efficiency or Renewable Energy Attributes. The Board is hereby authorized to adopt rules governing the monetization of any energy efficiency or renewable energy attributes of any Authorized Improvements financed with Program Obligations or the proceeds of Program Obligations. Property owners shall comply with Board requirements in furtherance of the monetization of such attributes.

## **VII. Statutory Requirements**

As provided in the District Documents:

- (A) Additional territory may be added to the District in accordance with the Act and the rules established by the Board pursuant to Part III of this Plan.
- (B) The District Documents may be amended or supplemented in accordance with their terms.
- (C) As described in this Plan, the Board is authorized to implement and amend this Plan, any Supplemental Plan, and any other plans for Authorized Improvements, public improvements, and public services, all in accordance with the Act.
- (D) The public improvements to be provided by the District are the Authorized Improvements identified in the petition and Supplemental Plan. The area where the Authorized Improvements will be undertaken will be the area identified in each petition requesting formation of the District or in any petition requesting addition of real property to the District. The method of assessment shall be in proportion to the special benefits received by each property owner within the District as a result of Authorized Improvements.
- (E) For the purpose of levying an assessment, the Board may combine levies for Authorized Improvements and public services into one special assessment to be levied against each specially benefited property in the District.

## **VIII. Changes in State and Federal Law**

The ability to issue or use Program Obligations to finance Authorized Improvements is subject to a variety of state and federal laws. If these laws change after property owners have applied to the District for financing, the District may be unable to fulfill its obligations under this Plan. **The District shall not be obligated to implement any provision of this Plan which is contrary to state or federal law. The District shall not be liable for any inability to finance Authorized Improvements as a result of state and federal law or any changes in state and federal law which reduce or eliminate the effectiveness of financing Authorized Improvements through the District's Program.**

## **IX. Releases and Indemnification**

The District has been created with the approval of the City of Columbus, Ohio, as a participating political subdivision, for the purposes of implementing this Plan and administering the Program. The District and any participating political subdivision shall be neither responsible nor liable for the installation, operation, financing, refinancing, or maintenance of Authorized Improvements. Property owners will be solely responsible for the installation, operation, financing, refinancing,

and maintenance of the Authorized Improvements. Participation in the Program does not in any way obligate the District or any participating political subdivision to ensure the viability of Authorized Improvements. Owners of assessed real property must pay the special assessments regardless of whether the Authorized Improvements are properly installed or operate as expected.

**By agreeing to and executing this Plan, each owner of real property included in the District (other than any political subdivision that owns real property included in the District) agrees to release, defend, indemnify, and hold harmless the District and the participating political subdivisions, including their directors, officers, members, agents, independent contractors, and employees, from and against any claims, actions, demands, costs, damages or lawsuits, arising out of or connected with participation in the Program, except as may arise from the acts or omissions of the District in breach of the Governing Documents, the Petition, or the Plan or the negligence of the District. Any political subdivision that owns real property included in the District agrees to release and hold harmless the District and the participating political subdivisions, including their directors, officers, members, agents, independent contractors, and employees, from and against any claims, actions, demands, costs, damages or lawsuits, arising out of or connected with the political subdivision's participation in the Program in its capacity as a property owner.**

#### **X. Changes in the Program Terms; Severability**

Participation in the Program is subject to the District Documents' terms and conditions in effect from time to time during participation. The District reserves the right to change this Plan and the terms and conditions of the District Documents at any time upon not less than 10 days' prior written notice. No such change will affect a property owner's rights or obligations under this Plan, including, without limitation, the payment (including the time schedule thereof) as set forth in the District Documents.

If any provision of the District Documents is determined to be unlawful, void, or for any reason unenforceable, that provision shall be severed from these District Documents and shall not affect the validity and enforceability of any remaining provisions.

#### **XI. Disclosure of Property Owner Information**

The District and any participating political subdivision may disclose information of the District to any agent of the District or to third parties when such disclosure is essential either to the conduct of the District's business or to provide services to property owners, including but not limited to where such disclosure is necessary to (i) comply with the law (ii) enable the District and participating political subdivisions and their agents to provide services or otherwise perform their duties, and (iii) obtain and provide credit reporting information. In order to receive funding for the Program and to enable communication regarding the State of Ohio's energy programs, property owners' names and contact information may be disclosed to their current electric utilities. Property owners' names, contact information, and utility usage data further may be disclosed to the District and its agents for the purpose of conducting surveys and evaluating the Program. The District

shall not disclose personal information to third parties for telemarketing, e-mail, or direct mail solicitation unless required to by law or court order.

**Each owner of real property located within the District acknowledges that the District is subject to Ohio public records laws, including Ohio Revised Code Section 149.43 *et seq.* Each property owner that executes this Plan agrees to the disclosure of certain property owner information as stated in this Part.**

## **XII. Initial Authorized Improvements**

The Owner has requested and consented to certain special assessments by the District with respect to certain real property owned by the Owner and located at 155 E. Broad Street, Columbus, Ohio 43215 and 20 South Third Street, Columbus, Ohio 43215 (the “Property”), which Property is described more specifically in **Exhibit A** attached to this Plan. A schedule of special assessments to be levied on the Property to pay the costs of the Authorized Improvements is attached to this Plan in **Exhibit B**.

The Authorized Improvements applicable to the Property will include: lighting retrofits, roofing improvements, domestic water supply pump acquisition and installation, AHU controls and RCx Lite acquisition and installation, and DHW fuel switch acquisition and installation and related improvements. As required by Ohio Revised Code Section 1710.01(K), said Authorized Improvements are anticipated to reduce or support the reduction of energy consumption, allow for reduction in demand, or support the production of clean, renewable energy. A detailed description of the Authorized Improvements is attached to this Plan in **Exhibit B**.



**EXHIBIT D**

**AMENDED ARTICLES OF INCORPORATION  
OF COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT**

[See Attached]

**\*201632700798\***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/22/2016	201632700798	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	300.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

BRICKER & ECKLER LLP  
CHRISTINA MILLER  
100 S THIRD ST  
COLUMBUS, OH 43215

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2452374**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT, INC.**

and, that said business records show the filing and recording of:

Document(s)

**DOMESTIC/AMENDMENT TO ARTICLES**

Document No(s):

**201632700798**

**Effective Date: 11/22/2016**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 22nd day of November, A.D. 2016.

A handwritten signature in black ink that reads "Jon Husted".

Ohio Secretary of State



Form 541 Prescribed by:

**JON HUSTED**  
OHIO SECRETARY OF STATE

Toll Free: (877) SOS-FILE (877-767-3453)  
Central Ohio: (614) 466-3910

[www.OhioSecretaryofState.gov](http://www.OhioSecretaryofState.gov)  
[bussarv@OhioSecretaryofState.gov](mailto:bussarv@OhioSecretaryofState.gov)

File online or for more information: [www.OHBusinessCentral.com](http://www.OHBusinessCentral.com)

Mail this form to one of the following:

Regular Filing (non expedite)  
P.O. Box 1329  
Columbus, OH 43216

Expedite Filing (Two business day processing time.  
Requires an additional \$100.00)

P.O. Box 1390  
Columbus, OH 43216

## Certificate of Amendment (Nonprofit, Domestic Corporation) Filing Fee: \$50

Check the appropriate box:

- ☒ Amendment to existing Articles of Incorporation by Members pursuant to Ohio Revised Code section 1702.38(C) (128-AMD)
- ☐ Amended and Restated Articles by Members pursuant to Ohio Revised Code section 1702.38(D) or by Directors pursuant to Ohio Revised Code section 1702.38(E) (126-AMAN) - The following articles supersede the existing articles and all amendments thereto.

Complete the following information:

Name of Corporation

Charter Number

**A copy of the resolution of amendment must be attached to this document.**

Note: If amended and restated articles were adopted, amended articles must set forth all provisions required in original articles other than with respect to the initial directors pursuant to Ohio Revised Code section 1702.38(A). In the case of adoption of the resolution by the directors, a statement of the basis for such adoption shall be provided.

**Required**

Must be signed by an authorized officer of the Corporation pursuant to the Ohio Revised Code section 1702.38(G).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Bricker & Eckler LLP

Signature

*J. C. Bell*

By (if applicable)

J. C. Bell

Print Name

Signature

By (if applicable)

Print Name

---

**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE MEMBERS OF  
COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT, INC.**

---

Pursuant to Section 1702.25, Ohio Revised Code and Section 1.08 of the Code of Regulations of the Columbus Regional Energy Special Improvement District, Inc. (the "Corporation") and in lieu of a meeting of Members of the Corporation for such purposes, the undersigned, being all of the Members of the Corporation entitled to notice of such meeting, do hereby waive such notice of such meeting and hereby take and authorize by unanimous written consent each and all of the following actions for amendment of the Articles of Incorporation of the Corporation and transaction of all such other business as hereinafter set forth:

**Approval of Amendment to Articles of Incorporation:**

**RESOLVED**, that Article First of the Articles of Incorporation of the Corporation, attached to these resolutions as Appendix I (the "Articles of Incorporation") is hereby amended to read as follows:

**FIRST**

Name of Corporation: The name of the Corporation shall, at any time and from time to time be the unique proper name only of each participating political subdivision, as defined in Ohio Revised Code ("ORC") Section 1710.02(E), of the special improvement district governed by the Board of Directors of the Corporation, separated by commas, and followed by the words "Regional Energy Special Improvement District, Inc." For demonstration purposes, as of the adoption of this Article First, the name of the Corporation shall be "Columbus, Worthington Energy Special Improvement District, Inc."

**FURTHER RESOLVED**, that Article Third of the Articles of Incorporation is hereby amended to read as follows:

**THIRD**

The purpose for which the Corporation is formed shall be:

(A) To govern the Columbus, Worthington Regional Energy Special Improvement District, a special improvement district (as the same shall from time to time be named in accordance with Article First of these Articles of Incorporation, the "District") created pursuant to ORC Chapter 1710. The District's purpose is to enhance the value of properties within the District and improve the environment by developing and assisting in developing within the District special energy improvement projects. The

District will be authorized to provide special energy improvement projects pursuant to ORC Chapter 1710 that will benefit property and the environment within the boundaries of the District. The District will be authorized to take any other actions pursuant to ORC Chapter 1710 that may be taken by a special improvement district organized for the purpose of developing and implementing plans for special energy improvement projects. The City of Columbus, Ohio ("Columbus") and the City of Worthington, Ohio ("Worthington") are each a "participating political subdivision," as that term is defined in ORC Section 1710.01(E), that will be authorized to levy a special assessment on each property within their respective territorial within the District to pay for such improvements, based on the benefits those special energy improvement projects confer.

(B) To engage in any lawful act, activity, or business not contrary to, and for which a nonprofit corporation may be formed under, the laws of the State of Ohio.

(C) To have and exercise all powers, rights, and privileges conferred by the laws of the State of Ohio on nonprofit corporations or on special improvement districts, including, but not limited to, buying, leasing, or otherwise acquiring and holding, using or otherwise enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, of whatever nature and wheresoever situated, and buying and selling renewable energy credits, stocks, bonds, or any other security of any issuer as the Corporation by action of its Board may, at any time and from time to time, deem advisable.

(D) The reasons for establishing the District include enhancing the value of properties within the District and improving the environment. The District will enhance the public health, safety, peace, convenience, and welfare by developing and assisting in developing special energy improvement projects that reduce the territory's carbon footprint, promote the District as a location for green technology job creation, benefit property within the District, and improve the environment.

**FURTHER RESOLVED**, that Article Sixth of the Articles of Incorporation is hereby amended to read as follows:

**SIXTH**

The Corporation shall be controlled and managed under the direction of the Board. The Board shall at all times consist of at least five (5) individuals (individually a "Director").

(A) The municipal executive, as defined in ORC Section 1710.01(D), of each participating political subdivision of the District or an employee of each participating political subdivision who is involved with its planning or

economic development functions and who shall be appointed by and serve at the pleasure of such participating political subdivision's municipal executive each shall serve as a Director.

(B) A person appointed by and serving at the pleasure of the legislative authority of each participating political subdivision of the District each shall serve as a Director.

(C) The remaining Directors shall be Members or executive representatives of Members elected, designated, or appointed by the Members as described in the Code of Regulations of the Corporation.

The Board of Directors of the Corporation from time to time shall constitute the Board of Directors of the Corporation under ORC Chapter 1710.

**FURTHER RESOLVED**, that Article Seventh of the Articles of Incorporation is hereby amended to read as follows:

**SEVENTH** The territory within the District shall be described generally as that portion of the participating political subdivisions consisting of property owned by each property owner within a participating political subdivision that has petitioned the participating political subdivision for the development of a special energy improvement project, as that term is defined in ORC Section 1710.01(I). As provided in ORC Section 1710.02(A), the territory in the District may be noncontiguous if at least one special energy improvement project is designated for each parcel of real property included in the District. As further provided in Section 1710.02(A), additional territory may be added to the District for the purpose of developing and implementing plans for special energy improvement projects if at least one special energy improvement project is designated for each parcel of real property included within such additional territory and the addition of territory is authorized by the plan for the District under Chapter 1710. The addition of such territory shall be authorized in the plan for the District.

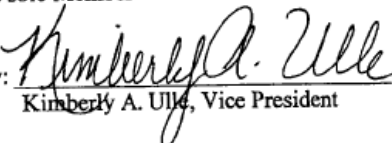
**FURTHER RESOLVED**, that Article Eleventh of the Articles of Incorporation is hereby amended to read as follows:

**ELEVENTH** The District is hereby authorized to use the trade name "Columbus Regional Energy Special Improvement District," and the Corporation is hereby authorized to use the trade name "Columbus Regional Energy Special Improvement District, Inc."

There being no further business to be taken by the undersigned Members pursuant to this action by unanimous written consent, each of the Members has signed this action as of the date indicated below, and this action by unanimous consent shall be filed with or otherwise entered in the minutes or other appropriate records of this Corporation.

**155 SPE, LLC,**  
a Delaware limited liability company

By: Edwards Associates 155, LLC,  
an Ohio limited liability company,  
its sole Member

By:   
Kimberly A. Ulle, Vice President


November 1, 2016



CERTIFICATE

The undersigned Secretary-Treasurer of the Columbus, Worthington Regional Energy Special Improvement District, Inc. hereby certifies that the foregoing resolutions were duly adopted by the majority of the voting members of the Corporation present in person, by use of authorized communications equipment, by mail, or by proxy at a meeting of the members held for that purpose, at which a quorum was present.

DATE: 11/18/16

  
\_\_\_\_\_  
Secretary-Treasurer  
Columbus, Worthington Regional Energy  
Special Improvement District, Inc.

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**APPENDIX I**  
**ARTICLES OF INCORPORATION**  
**OF**  
**COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT, INC.**

[See Attached]



DATE	DOCUMENT ID	DESCRIPTION	FILING	SUPD	PENALTY	CERT	COPY
12/10/2015	201534481846	DOMESTIC NONPROFIT CORP - ARTICLES (APR)	99.00	0.00	9.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

BRICKER & ECKLER LLP  
CHRISTINA MILLER  
100 SOUTH THIRD STREET  
COLUMBUS, OH 43215

STATE OF OHIO  
CERTIFICATE

Ohio Secretary of State, Jon Husted  
2452374

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT, INC.  
and, that said business records show the filing and recording of:

Document(s)  
DOMESTIC NONPROFIT CORP - ARTICLES  
Effective Date: 12/09/2015

Document No(s):  
201534481846



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio this  
10th day of December, A.D. 2015.

*Jon Husted*  
Ohio Secretary of State



Form 5326 Prescribed by:  
**JON HUSTED**  
**OHIO SECRETARY OF STATE**  
Telephone: (614) 467-4444  
Civildiv: (614) 467-4444  
www.ohiosecretaryofstate.gov  
secretary@ohiosecretaryofstate.gov  
Registration or for more information: www.ohiosecretaryofstate.gov

Notary Seal to one of the following:  
Register Filing Corporation  
614-467-4444  
Columbus, OH 43260  
County Filing Corporation  
614-467-4444  
Columbus, OH 43260

**Initial Articles of Incorporation**  
**(Nonprofit, Domestic Corporation)**  
**Filing Fee: \$125**  
**(114-ARH)**

First: Name of Corporation

Second: Location of Principal office in Ohio  
City  State   
County

Effective Date (Optional)  (The legal existence of the corporation begins upon the filing of the articles or on a later date specified that is not more than ninety days after filing)

Third: Purpose for which corporation is formed

**Note for Nonprofit Corporations:** The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit corporation secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided.

**Note:** ORC Chapter 1702 allows for additional provisions to be included in the Articles of Incorporation that are filed with this office. If including any of these additional provisions, please do so by including them in an attachment to this form.

The undersigned, being at least a majority of the incorporators of Columbus Regional Energy Special Improvement District, Inc.

J. Caleb Bell, Esq.  
Name  
100 South Third Street  
Mailing Address  
Columbus  
City  
Ohio  
State  
43215  
Zip Code

James Carter Page

Classmate only

\_\_\_\_\_

The Undersigned, A. Catch Ball, Esq., named herein as the

Statutory Agent Name \_\_\_\_\_

Statutory agent for Columbus Regional Energy Special Improvement District, Inc.  
Corporation Name

\_\_\_\_\_ hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Statutory Agent Signature WCBM

Individual Agent's Signature / Signature on behalf of Business Serving as Agent

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

**Required**  
Articles and original  
appointment of agent must  
be signed by the incorporator(s).

If the incorporator is an individual,  
then they must sign in  
the "signature" box and  
print his/her name  
in the "Print Name" box.

If the incorporator  
is a business entity, not an  
individual, then please print  
the entity name in the  
"signature" box, an  
authorized representative  
of the entity must sign in  
the "By" box and print his/her  
name and title/authority in the  
"Print Name" box.

*Jean Carter Ryan*  
Signature

Jean Carter Ryan, President

By

Columbus-Franklin County Finance Authority

Print Name

Signature

Signature

Signature

By

Signature

Print Name

Signature

Signature

Signature

By

Signature

Print Name

**EXHIBIT A**  
**ARTICLES OF INCORPORATION**

**ARTICLES OF INCORPORATION  
OF  
COLUMBUS REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT, INC.**

**THIRD:  
PURPOSE**

The purpose for which the Corporation is formed shall be:

(A) To govern the Columbus Regional Energy Special Improvement District, a special improvement district (the "District") created pursuant to Ohio Revised Code ("ORC") Chapter 1710. The District's purpose is to enhance the value of properties within the District and improve the environment by developing and assisting in developing within the District special energy improvement projects. The District will be authorized to provide special energy improvement projects pursuant to ORC Chapter 1710 that will benefit property and the environment within the boundaries of the District. The District will be authorized to take any other actions pursuant to ORC Chapter 1710 that may be taken by a special improvement district organized for the purpose of developing and implementing plans for special energy improvement projects. The City of Columbus, Ohio ("City") is a "participating political subdivision," as that term is defined in ORC Section 1710.04(E), that will be authorized to levy a special assessment on each property within the territorial boundaries of the City within the District to pay for such improvements, based on the benefits those special energy improvement projects confer.

(B) To engage in any lawful act, activity, or business not contrary to, and for which a nonprofit corporation may be formed under, the laws of the State of Ohio.

(C) To have and exercise all powers, rights, and privileges conferred by the laws of the State of Ohio on nonprofit corporations or on special improvement districts, including, but not limited to, buying, leasing, or otherwise acquiring and holding, using or otherwise enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, of whatever nature and wheresoever situated, and buying and selling renewable energy credits, stocks, bonds, or any other security of any issuer as the Corporation by action of its Board may, at any time and from time to time, deem advisable.

(D) The reasons for establishing the District include enhancing the value of properties within the District and improving the environment. The District will enhance the public health, safety, peace, convenience, and welfare by developing and assisting in developing special energy improvement projects that reduce the territory's carbon footprint, promote the District as a location for green technology job creation, benefit property within the District, and improve the environment.

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**FOURTH:  
RESTRICTIONS**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III of these Articles of Incorporation and to make distributions to its members as authorized by ORC Chapter 1702, including any distribution upon dissolution of the Corporation.

**FIFTH:  
MEMBERS**

The members of the Corporation ("Members") shall be those persons or organizations described in the Code of Regulations. The annual meeting of Members shall be determined by the Board of Directors ("Board") as described in the Code of Regulations.

**SIXTH:  
BOARD OF  
DIRECTORS**

The Corporation shall be controlled and managed under the direction of the Board. The Board shall consist of at least five (5) individuals (individually a "Director").

(A) One Director shall be the City's municipal executive—its Mayor—or an employee of the City who is involved with the City's planning or economic development functions and who shall be appointed by and serve at the pleasure of the Mayor.

(B) One Director shall be a person appointed by and serving at the pleasure of the City's Council (the "Council"), the City's legislative authority.

(C) The remaining Directors shall be Members or executive representatives of Members elected, designated, or appointed by the Members as described in the Code of Regulations of the Corporation.

The Board of Directors of the Corporation from time to time shall constitute the Board of Directors of the Corporation under ORC Chapter 1710.

**SEVENTH:  
TERRITORY**

The territory within the District shall be described generally as that portion of the City consisting of property owned by each property owner within the City that has petitioned the City for the development of a special energy improvement project, as that term is defined in ORC Section 1710.01(I). As provided in ORC Section 1710.02(A), the territory in the District may be noncontiguous if at least one special energy improvement project is designated for each parcel of real property included in the District. As further provided in Section 1710.02(A), additional territory may be added to the District for the purpose of developing and implementing plans for special energy improvement projects if at least one special energy improvement project is designated for each parcel of real property included within such additional territory and the addition of territory is authorized by the plan for the District under Chapter 1710. The addition of such territory shall be authorized in the plan for the District.

The following is a listing of properties that are initially included in the District, which are identified by owner and parcel number:



(c) upon filing the approved amendment and resolution with the Ohio Secretary of State; provided that such amendment shall be consistent with the applicable provisions of ORC Chapters 1702 and 1710.