

Village of Grafton



Tax Increment District No. 5 Project Plan

February 8, 2006 – Joint Review Board Initial Meeting

February 28, 2006 – Plan Commission Public Hearing

April 17, 2006 - Plan Commission Approval

April 18, 2006 - Village Board Approval

April 20, 2006 – Joint Review Board Approval

Prepared by

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I. INTRODUCTION

This project plan for Tax Increment District No. 5 (the "TID No. 5") (the "Project Plan") in the Village of Grafton, Wisconsin (the "Village") has been prepared in compliance with Wisconsin Statutes Section 66.1105(4)(d). The Project Plan establishes a need for certain projects, proposed improvements within TID No. 5, an estimated time schedule, and an estimated budget. The Project Plan will need to be approved by the Village Board. The Project Plan is to be used as the official plan that guides development within TID No. 5. Implementation of the Project Plan, and construction of the proposed improvements, will require an item-by-item authorization by the Village Board. Public expenditures for projects listed in the Project Plan will be based on the development status of the land and economic conditions existing at the time each project is scheduled for construction. The Village Board is not required to make public expenditures described in the Project Plan, and may finance only projects identified, as required, by Wisconsin Statutes Section 66.1105(2)(f) with tax increment revenues. A copy of the Project Plan will be submitted to the Wisconsin Department of Revenue and used as the basis for their certification of TID No. 5 in the Village.

In addition to the creation of TID No. 5 and the adoption of this Project Plan, an annexation petition has been submitted and will need to be approved by the Village Board, and a rezoning petition will also need approval, and conditional use approval may need to occur dependent upon building size and proposed occupants. Following the successful completion of these three items, it is anticipated that the Village will enter into a Development Agreement (the "Agreement") with the property owner(s) in TID No. 5. It is intended that the Agreement will set forth certain conditions with respect to development in TID No. 5, and may also provide for certain grants and incentives being made by the Village to facilitate the increment to be generated in TID No. 5.

In brief, the identified area of TID No. 5 is best described as the Northeast quadrant of STH 60 and N. Port Washington Road, encompasses 4 tax key parcels and adjacent right of way with an approximate 99 acres.

II. STATEMENT OF KIND, NUMBER AND LOCATION OF PROPOSED PUBLIC IMPROVEMENTS WITHIN THE DISTRICT

TID No. 5 will be created to eliminate blight, and to rehabilitate certain property in the impacted area as authorized by Wisconsin Statutes Section 66.1105(4)(gm)4.a, as defined in Wisconsin Statutes Section 66.1105(2)(a). TID No. 5 will provide greater employment opportunities, broaden the property tax base, and relieve the tax burden on Village residents and homeowners. The creation of TID No. 5 will make the Village competitive with other surrounding communities by creating new commercial and taxable property. Therefore, the Village contemplates developing TID No. 5, which shall include costs for infrastructure improvements. Any cost directly or indirectly related to achieving this objective is considered a "project cost" and is eligible to be paid from tax increments of TID No. 5, although such costs are not required to be funded by the Village even if they are listed in the Project Plan. In addition to Village staff, the costs of planning, engineering, design, surveying, legal, financing and other consultant fees, testing, environmental studies, permits necessary for the public work, easements, judgments, or claims for damages, and other expenses are considered project costs. There are public improvements contemplated within TID No. 5.

III. GENERAL LISTING OF ESTIMATED PROJECT COSTS

The following is a general description of allowable tax increment district expenditures.

A. Municipal Infrastructure Improvements

In general, municipal infrastructure improvements will be necessary to facilitate the implementation of TID No. 5. These public improvements are detailed specifically in Section V of this project plan. A majority of these improvements will consist of acquiring right-of-way, widening, and improving State Trunk Highway 60 and Port Washington Road, revamping the on/off ramps of Interstate 43, and providing appropriate ingress/egress to the site. Water, sewer, storm sewer, curb and gutter, traffic

signs, traffic control devices, and other public amenities such as sidewalks and street lights are contemplated as part of this plan.

B. Imputed Administrative Costs

Costs include, but shall not be limited to, a portion of the salaries of employees of the Village, including the Administrator, Clerk, Building Inspector, Assessor, Public Works Employees, Director of Planning and Development, and others directly involved with the creation, administration, and providing of public service to TID No. 5.

C. Consultant Costs

Costs include fees incurred by any attorney, financial advisor, engineer, planner, surveyors, economic impact study costs, reproduction of maps, and other contracted services, if any.

D. Land Assembly/Relocation Costs

There are no anticipated land assembly and/or relocation costs associated with the implementation of TID No. 5 Project Plan.

However, as part of the requirement under property acquisition and relocation the State of Wisconsin Statutes indicate the Village and the Community Development Authority are authorized to make payments to, or with respect to, persons (including families, business concerns and others) being displaced from the project for moving expenses and losses of property for which reimbursement or compensation is not otherwise made, when such projects and expenditures are approved by the Village Board. Any persons being displaced during the course of the project relocated from properties within the area during the course of the project execution, shall be afforded the opportunity to be relocated in available accommodations which are decent, safe, sanitary, and otherwise habitable and which are within their financial means, all in accordance with a Relocation Plan, prepared pursuant to Sections 32.19 and 32.25 to 32.27 and 66.431 (10) of the Wisconsin Statutes and subsequently approved by the Wisconsin Department of Commerce.

E. Finance Costs

Costs include interest, finance fees, bond discounts, bond redemption premiums, bond legal opinions, ratings, capitalized interest, bond insurance and other expenses related to financing any identified improvements contained in the Project Plan.

F. Discretionary Payments

Payments or advances made, at the discretion of the Village Board, which are found to be necessary or convenient to the creation of TID No. 5, or the implementation of the Project Plan. These payment or advances may include certain development incentives to be negotiated on a parcel-by-parcel basis or by individual development projects as an incentive to attract new taxable property into TID No. 5. This provision will be executed if, and only if, the discretionary payments are necessary for private construction to occur generating additional tax increment revenue resulting from the implementation of the Project Plan.

IV. PROJECT SPECIFICS

The public improvements as set forth in Section V of this document are necessary for the removal of blight and the development of an area consisting of approximately 99 acres primarily identified in the northeast quadrant of STH 60 and Port Washington Road. This development area will be referred to hereafter as "Grafton Commons". It is expected that prior to Village Board approval of this project plan, the Plan Commission and Village Board will take action to approve an annexation petition of this entire area since the property is currently located in the Town of Grafton. Upon annexation of the described property, it is further anticipated that a rezoning petition will be undertaken and approved by the Village Board. Finally, subsequent to Village Board approval of this project plan, it is anticipated that the Plan Commission and Village Board will review and approve a site plan and a developer's agreement that will allow for Grafton Commons to evolve.

It is anticipated that projected taxable increment will be approximately \$37.4 million. Expenditures identified in this project plan approximate \$4.1 million and are expected to be repaid by TID No. 5 in eight calendar years, or by calendar year 2014. This analysis is contained in Exhibit 1 entitled, "Financing Plan." While state law allows for blighted districts such as TID No. 5 to remain open for 27 years, it is highly expected that the successful development of TID No. 5 will close much earlier, and the new increment will be placed on the general Village tax roll thereby benefiting the entire Village as well as the overlapping taxing authorities.

With the elimination of blight and the implementation of this Project Plan, it is anticipated that Grafton Commons will provide a strong regional presence in Ozaukee County. With its location along the I43 corridor as it intersects with STH 60, it is expected that Grafton Commons will attract patrons from the nearby counties, including Sheboygan to the North, Washington to the West, and Milwaukee to the South. Potential commercial, office and retail uses include a 150,000 square foot "big box" user, and potentially 15 other commercial, office and retail users generating a total square footage of uses nearly 350,000 square feet. Village officials have had preliminary discussions with "Costco" an upscale wholesale club as the primary anchor of Grafton Commons. Obviously, this may change subject to further review and discussions to take place subsequent to TID No. 5 Project Plan approval.

V. PROJECT COSTS ASSOCIATED WITH TID No. 5

Soft Costs

TID Project Plan	\$7,500
Fiduciary Impact Study	\$16,289
Traffic Impact Study	\$20,112
Village Consultant Fees	\$32,000
Economic Impact Study	\$20,000
Total	<u>\$95,901</u>

Future Public Improvements

Port Washington Rd Improvements	\$1,466,725
Port Washington Road Water Main	\$55,132
I-43 Ramps/Traffic Lights	\$325,000
STH 60 Intersection Improvements	\$260,000
STH 60 Dedicated Turn Lane	\$100,000
Sewer and Water Eventual Easement	\$400,000
Total	<u>\$2,606,857</u>

Developer's Incentive	\$440,000
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SUBTOTAL TID PROJECT COSTS	<u>\$3,142,758</u>
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Additional TID Related Costs

Capitalized Interest	\$145,838
Costs of Issuance	\$60,450
Total Additional TID Related Costs	<u>\$206,288</u>

ESTIMATED TOTAL TID COSTS	<u>\$3,349,046</u>
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Estimated Borrowing Costs	\$716,131
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TOTAL TID INCREMENT PAYMENT TO VILLAGE	<u>\$4,065,177</u>
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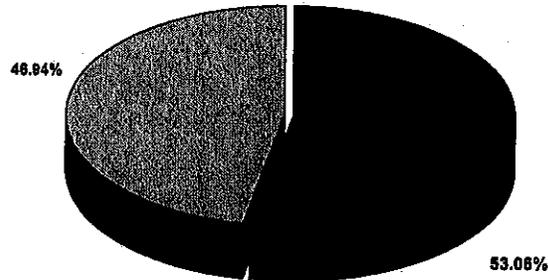
CONTINGENCY (Includes Imputed Administrative Costs)	\$500,000*
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* Amount included as part of this Project Plan for unforeseen eligible expenditures.

VI. FINANCING METHODS

General obligation debt of the Village is limited by state law to 5 percent of the equalized property value. The following chart summarizes the general obligation debt capacity and indebtedness of the Village as of calendar year-end 2005.

2005 Equalized Valuation (TID - IN)	\$994,070,400
Legal Percentage Allowed	<u>5.00%</u>
Legal Debt Capacity	\$49,703,520
Principal Debt Outstanding	<u>\$26,371,030</u>
Unused Margin of Indebtedness	\$23,332,490
Percent of Legal Debt Incurred	53.06%
Percent of legal debt available	46.94%



While it is the Village's intent to use its General Obligation authority to finance the public improvements identified, the Village will not exclude the possibility of Revenue and Lease Revenue Bond instruments as alternatives. The Village is further allowed to apply for and receive a State Trust Fund Loan as administered by the Board of Commissioners of Public Lands.

The Village may also facilitate the implementation of TID No. 5 by providing grants, low interest loans, and other developer incentives for the development of TID No. 5, which can

include land writedown expenses and/or advancements made from specific Village funds. Such financial incentives would ultimately be secured through various provisions of the Developer's agreement, and will provide "added" or "extended" taxable property value resulting from Grafton Commons."

VII. TIMETABLE

The time schedule set forth below is preliminary and is to be used for budgeting and planning purposes only. The Village Board is not mandated to make the improvements defined in this project plan; each project will require item-by-item review and approval. The decision to proceed with a particular project will be based on the economic conditions and budgetary constraints existing at the time a project is scheduled for consideration. Actual implementation of the projects proposed in the Project Plan may be accelerated or deferred, depending on conditions existing at that time.

TIF No. 5 DISTRICT TIMELINE

February 1, 2006 – Submittal of all necessary documentation to Village Administrator

February 8, 2006 – Joint Review Board holds initial meeting.

February 28, 2006 – Plan Commission Meeting and Public Hearing on TID No. 5 Project Plan.

April 12, 2006 – Plan Commission Meeting and Public Hearing on Rezoning.

April 17, 2006 – Plan Commission adopts Resolution on TID No. 5 Project Plan and submits recommendation to Village Board for the Annexation and Rezoning.

April 18, 2006 – Village Board approves Annexation and Rezoning Ordinances.

April 18, 2006 – Village Board adopts Resolution approving Project Plan and adopts Resolution creating TID No. 5 and submits it to Joint Review Board.

April 20, 2006 – Joint Review Board reviews and takes action on TID No. 5 Resolution and Project Plan.

April 21, 2006 – Village Board notified of Joint Review Board action.

After April 22, 2006 – Submittal to Department of Revenue for Certification

VIII. ECONOMIC IMPACT ON THE VILLAGE; ECONOMIC FEASIBILITY STUDY

Hurtado Consulting, LLC was retained by the Village of Grafton to analyze and estimate the economic impact of the proposed blight elimination of TID No. 5, and its transformation into a retail, office and commercial area. This study was commissioned in by the Village in calendar year 2005. According to this study, the nature of this area and its excellent location relative to highway and freeway corridors will draw citizens from a wide range beyond the Village of Grafton. The following contains excerpts from the Executive Summary from that study, which clearly addresses the economic impact one can reasonably expect from the creation of TID No. 5.

Local Demographic and Market Conditions

The Village of Grafton, with an estimated 2004 population of 11,160, is a growing community that is expected to experience a greater percentage growth in population than Ozaukee County from 2000 to 2009.

Median household income, an indicator of a community's ability to support its retail business sector, in the Village of Grafton was estimated to be \$59,928 in 2004. This figure is lower than that for all of Ozaukee County and higher than median household income for the State of Wisconsin. Growth is keeping pace with that for Ozaukee County and exceeds the state average.

Overall, the Village has strong ability to support its retail business sector and continues to grow in that ability. The same is true for Ozaukee County. The Village is underserved by retail establishments within Village boundaries. At first impression, stores in the proposed retail center would take up currently unmet market demand from Village households unless they were direct competitors to existing retail businesses in Grafton.

Impacts of the Proposed Retail Center

Impacts of the proposed retail center on existing retail sector in the Village of Grafton were initially developed using estimates of "Pull Factors" for stores in the proposed retail center measured against the estimated consumer demand available in the Village of Grafton.

A broad range of retail categories were considered in order to provide a comprehensive examination of the impacts of the proposed development upon the local market. The broader retail categories will provide information about the impacts of other retailers that are not yet known.

A sales surplus and leakage analysis was also conducted to determine if people that are living within the Village are shopping inside or outside of the community. We supplemented this analysis with commentary about specific retail types that may be directly affected by the proposed retail center.

In the pull factor analysis for Ozaukee County, examining 2004 per capita retail sales, the County is losing potential sales to an outside area. The close proximity of Ozaukee County to Milwaukee County is a likely explanation for this effect. Milwaukee is within a reasonable driving distance and offers many retail amenities.

In the pull factor analysis for the Village of Grafton, again looking at 2004 per capita retail sales, the Village is drawing in sales from other areas. The retail categories that appear to be the strongest pull for the Village include apparel and accessories of which the subcategory of shoes

stores is a very strong draw with a pull factor of four (4). Other draws include food stores, gasoline stations, hardware & lumber as well as a very strong draw with a pull factor of approximately five (5) for general merchandise and department stores.

Ozaukee County is experiencing a sales leakage in all retail categories except women's apparel. Simply put, Ozaukee residents do not have sufficient retail stores to meet their demand for goods and services. The sales surplus in women's apparel is strong compared to the leakages experienced in the other retail categories. The leakage in the general merchandise category may be explained in that while general merchandise stores, such as a Target and Wal-Mart, are located within the County, individuals living near the western, northern and southern ends of the County may find it more convenient to shop in adjacent counties.

The Village of Grafton, based on the existing retail market, is losing sales in the women's apparel; men's and boy's apparel; eating and drinking places and the appliance, TV & radio categories. None of the above characteristics is necessarily detrimental to the Village of Grafton. They merely describe the shopping patterns of Grafton residents and acknowledge the fact that, if certain goods are not available at stores within the Village, people merely travel to other locations where they are available. The significance of these characteristics is that they paint a picture of opportunity for new stores to locate within Grafton and take advantage of the lack of competitors within the Village.

Municipal Impacts

We analyzed the impact of the proposed retail center on the Village of Grafton and its taxpayers. To this end, we considered the additional tax base, property tax collections by taxing entity, added municipal operating expenses, added school operating costs and impacts (if any) on state shared revenues to the Village of Grafton.

The most significant economic impact on the Village of Grafton government will be the net change in property values and subsequent property tax collections. The net change in Grafton's tax base as a result of the proposed retail development is estimated to be \$39,367,400 when the

proposed retail center is fully built and leased. This figure includes a potential downward adjustment of assessed value in existing retail buildings that may see declines in sales, rents and values if their businesses cannot effectively compete with the businesses in the proposed retail center. We emphasize that the downward adjustment is our opinion and we have no hard evidence to verify any loss in value.

Employment

We estimate that approximately 907 individuals will be employed at the proposed development with the wholesale club being the largest employer having approximately 338 employees. We believe that many employees of stores located at the proposed retail center will come from outside of the Village of Grafton. Unemployment in all of Ozaukee County is low. The October 2004 estimated unemployment rate for Ozaukee County, as calculated by the Wisconsin Department of Workforce Development was 2.5%. The most recent estimate for the State of Wisconsin unemployment rate is 4.5 percent.

Wage data on retail occupations was obtained from the Wisconsin Department of Workforce Development and the overall payroll for the proposed development was estimated using the annual average salary for applicable categories multiplied by the estimated number of employees in the retail center. Average annual salary and median wage rates for typical employees of the retail center include:

Managers	\$38,820 or \$18.66/hour
Cashiers	\$16,630 or \$7.87/hour
Clerks	\$23,320 or \$9.44/hour
Sales	\$21,920 or \$8.76/hour

The estimated total payroll for the development would be approximately \$20.6 million per year. The actual results of TID No. 5 will, of course, be affected by the following factors:

A. Property Inflation Rate

The Village's property value on an equalized value base has increased 45 percent from 2000 to 2005, or an average of 8 percent annually. For the purpose of making conservative projections, the Village will use a 0 percent inflation factor.

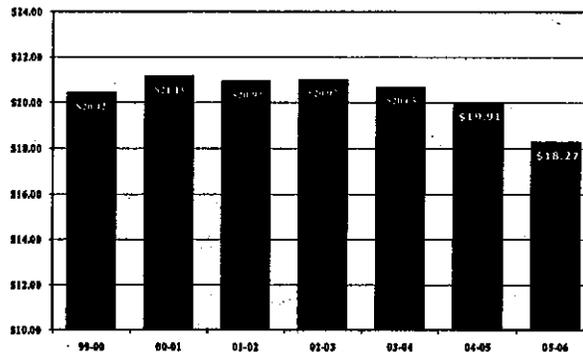
B. Increase in Property Value

TID No. 5 contains 4 tax key parcels and adjacent right of way for approximately 99 acres. The base value of TID No. 5 is approximately \$500,000.

The formation of TID No. 5 will enable the Village to make various improvements to this property, and elsewhere, which will stimulate the area economically and will evolve into a strong regional presence. The development and infrastructure improvements will create increased property valuation throughout the Village. The total increase in projected increment is estimated at \$37.4 million.

C. Full Value Tax Rate

The third variable to consider in projecting TID revenues is the full value tax rate. The full value tax rate is adjusted annually based on property valuation and the amount of funds required by all taxing jurisdictions to support their adopted annual operating budgets. The following chart summarizes the historic equalized full value tax rate between 2000 and 2005 for the Village. The cash-flow pro forma assumes a "flat" tax rate throughout the life of TID No. 5 - \$18.27.



IX. PROMOTES THE ORDERLY DEVELOPMENT OF THE VILLAGE

The creation of TID No. 5 will make the Village competitive with a strong regional and economic presence. The creation of TID No. 5 will provide financial resources for the Village to promote orderly development by expanding the tax base, providing new employment opportunities, and in general, promote public health, safety and general welfare. Currently, this site is situated in a perfect location to attract a regional economic presence at the Northwest quadrant of I-43 and STH 60. However, the property has continued to stand idle as other similar properties have developed economically. This is a result of major topographical and grading challenges that the site presents. In some cases the sloping terrain of the property changes by as much as 25 feet in elevation and has very limited flat areas to allow for building pads or parking lots. Allowing this property to develop without public intervention would result in development that would be disoriented and harm the orderly economic process of the Village in the future. In essence, to achieve a desired economic outcome, public intervention at this point in time is a result of the identification of future consequences the site will have on the Village's overall economic health.

In addition, because of the sites unique location relative to existing Village infrastructure, the needed infrastructural improvements (identified in the public improvements section of the project plan), place an enormous economic burden upon the site and provides additional reason as to why the property has not developed in an orderly fashion.

X. PROPOSED CHANGES OF ZONING ORDINANCES, MASTER PLAN, MAP, BUILDING CODES AND VILLAGE ORDINANCES

There are no proposed changes of zoning ordinances, master plan, map, building codes and Village ordinances required as a result of the execution of this Project Plan. The site is proposed to be rezoned Planned Unit Development (PUD) with the C-4 Freeway Interchange Business District as the basis for the formulation of the PUD regulations. In a sense, the master development plan for the site and addition PUD language will create a zoning district unto itself

that will be determined as part of the Plan Commission and Village Board approval process. Individual buildings and occupants may also apply for conditional use approval from the Village of Grafton. Conditional Uses, as indicated in the Village of Grafton Zoning Code, will provide additional regulations to reduce negative impact on surrounding properties or the neighborhood as a whole. Further requirements in the Village of Grafton Zoning Code will regulate the density on the site and preserve any natural resource features that are present.

The proposed rezoning of the property will conform to the Village's Master Land Use Plan, an amendment titled "*Village of Grafton I-43/Port Washington Road Corridor Plan Phase II*" which depicts the site for future commercial/retail development and recommends a C-4 Freeway Interchange Business or PUD Plan Unit Development District zoning. Ultimately, the Master Land Use Plan serves a broader area beyond the properties in the project plan and also identifies these properties for future commercial and office development.

XI. STATEMENT OF PROPOSED METHOD FOR THE RELOCATION OF ANY PERSONS TO BE DISPLACED

The implementation of this Project Plan will not necessitate the relocation of any person to be displaced.

However, as part of the requirement under property acquisition and relocation the State of Wisconsin Statutes indicate the Village and the Community Development Authority are authorized to make payments to, or with respect to, persons (including families, business concerns and others) being displaced from the project for moving expenses and losses of property for which reimbursement or compensation is not otherwise made, when such projects and expenditures are approved by the Village Board. Any persons being displaced during the course of the project relocated from properties within the area during the course of the project execution, shall be afforded the opportunity to be relocated in available accommodations which are decent, safe, sanitary, and otherwise habitable and which are within their financial means, all in accordance with a Relocation Plan, prepared pursuant to Sections 32.19 and 32.25 to 32.27

and 66.431 (10) of the Wisconsin Statutes and subsequently approved by the Wisconsin Department of Commerce.

XII. DISTRICT BOUNDARIES

Prior to considering the specific area to be included within TID No. 5, the Village established criteria to act as guidelines in their work. The boundary criteria are as follows:

1. The Village is limited by Wisconsin State Statute that requires no more than 12 percent of the Village's full or equalized value of taxable property to be contained within all Tax Increment Districts in the Village. The Village is in compliance with this requirement as justified as follows:

TID Limit per Statute (12% of 2005 Full Value)	\$119,288,448
2005 Increment Value only of all Grafton TIDs	(28,647,100)
Valuation available for New TID No. 5	90,641,348*

* as of most recent DOR Report

2. All lands within TID No. 5 shall be contiguous;
3. All land within TID No. 5 excludes wetlands as defined by the Wisconsin Department of Natural Resources.
4. The TID may include only whole units of property as assessed for general property purposes.

Village of Grafton

Sample Tax Increment District #5 -- Continental Properties Project

VILLAGE OF GRAFTON BORROWS FOR ALL PROJECTS / CONTINENTAL GUARANTEES REVENUE STREAM

ASSUMPTIONS

TID Inception date.....	2006
Legal Life of TID.....	2033
Annual Inflation rate.....	0.00%
Tax Rate per Village.....	\$18.27
Investment Earnings.....	4.00%
TID Limit per Village of Grafton (12% of 2005 Full Value)	\$119,288,448
2005 Value of Grafton TID's (#2, #3, #4 Increment Only)	\$28,647,100
Valuation Available for New TID's	\$90,641,348

	Costs	Percentage of
Village of Grafton Assessable	\$2,702,758	TIF Revenue 100.00%
	<i>(Includes add'l \$400,000 @ 5% Bad Money)</i>	

(1) Increment projections per Continental Properties estimates.

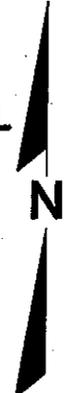
Valuation Date <i>A</i>	Jan. 1 District Valuation <i>B</i>	Inflation Increment <i>C</i>	(1) Projected Increment <i>D</i>	Dec. 31 TIF Increment Over Base <i>E</i>	Tax Rate <i>F</i>	Estimated TIF Revenue <i>G</i>	Estimated Investment Earnings <i>H</i>	Continental Guarantee 100.00% of Total Revenue <i>I</i>
2006	\$0	\$0	\$13,400,000	\$13,400,000				
2007	\$13,400,000	\$0	\$15,000,000	\$28,400,000	\$18.27	\$245,018		\$244,818
2008	\$28,400,000	\$0	\$9,000,000	\$37,400,000	\$18.27	\$683,298	\$64	\$518,932
2009	\$37,400,000	\$0		\$37,400,000	\$18.27	\$683,298	\$170	\$683,468
2010	\$37,400,000	\$0		\$37,400,000	\$18.27	\$683,298	\$314	\$683,612
2011	\$37,400,000	\$0		\$37,400,000	\$18.27	\$683,298	\$455	\$683,753
2012	\$37,400,000	\$0		\$37,400,000	\$18.27	\$683,298	\$633	\$683,931
2013	\$37,400,000	\$0		\$37,400,000	\$18.27	\$683,298	\$699	\$683,997
2014	\$37,400,000	\$0		\$37,400,000	\$18.27	\$683,298		
		\$0	\$37,400,000			\$4,180,176	\$2,936	\$4,182,512

TIF EXHIBIT

FEBRUARY 27, 2006

EXHIBIT NO. 181589-0AW

See included CSM 3616



10-017-11-004.00

10-020-06-006.00

TIF AREA
NW 1/4
NW 1/4
SEC 20
4,319,957 sq. ft.
99.1725 acres
(EXCLUDES WETLAND AREAS)

WETLANDS
AREA: 31,887 S.F.
0.7274 AC.

WETLANDS
AREA: 1,424 S.F.
0.0327 AC.

WETLANDS
AREA: 1,684 S.F.
0.0382 AC.

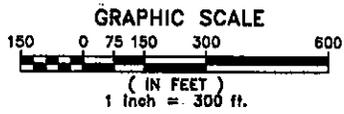
WETLANDS
AREA: 22,305 S.F.
0.5120 AC.

WETLANDS
AREA: 596 S.F.
0.0137 AC.

PORT WASHINGTON ROAD

U.S.H. #43

S.T.H. #60



National Survey & Engineering
A Division of R.A. Smith & Associates, Inc.

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16745 W. Blinwood Road
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Brookfield, WI 53005-5938
www.nseae.com
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FX100@nseae.com

LEGAL DESCRIPTION OF LANDS TO BE INCLUDED IN TID

PART OF THE NORTHWEST 1/4, NORTHEAST 1/4, SOUTHWEST 1/4 AND THE SOUTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 20 AND PART OF THE SOUTHEAST 1/4 AND SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 17 AND PART OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 18 AND THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 19, ALL IN TOWN 10 NORTH, RANGE 22 EAST, IN THE TOWN OF GRAFTON, OZAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST 1/4 OF SAID SECTION 20; THENCE SOUTH 88°53'02" WEST ALONG THE NORTH LINE OF THE NORTHEAST 1/4 OF SECTION 19 FOR A DISTANCE OF 50.01 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD AND THE POINT OF BEGINNING OF THE LANDS TO BE DESCRIBED; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 64.69 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 413.02 FEET TO A POINT; THENCE NORTH 02°00'34" WEST 380.26 FEET TO A POINT; THENCE SOUTH 87°59'26" WEST 323.00 FEET TO A POINT ON THE EAST LINE OF PORT WASHINGTON ROAD; THENCE SOUTH 02°00'34" EAST ALONG SAID EAST LINE 373.67 FEET TO A POINT; THENCE SOUTH 87°23'08" WEST 90.01 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 724.93 FEET TO A POINT; THENCE SOUTH 87°59'26" WEST ALONG SAID WEST LINE 20.00 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 500.00 FEET TO A POINT; THENCE NORTH 87°59'26" EAST ALONG SAID WEST LINE 10.00 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 29.99 FEET TO A POINT ON THE NORTH LINE OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 18; THENCE NORTH 88°59'23" EAST ALONG SAID SOUTH LINE 60.13 FEET TO A POINT ON THE WEST LINE OF THE SOUTHWEST 1/4 OF SECTION 17; THENCE NORTH 87°16'57" EAST ALONG THE NORTH LINE OF THE SOUTH 1/4 OF THE SOUTHWEST 1/4 OF SECTION 17 FOR A DISTANCE OF 64.89 FEET TO A POINT; THENCE SOUTH 02°00'34" EAST ALONG THE EAST LINE OF PORT WASHINGTON ROAD 413.22 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 223.02 FEET TO A POINT; THENCE SOUTH 41°28'50" EAST 198.95 FEET TO A POINT; THENCE SOUTH 02°36'52" EAST 111.19 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 1192.57 FEET TO A POINT ON THE EAST LINE OF USH "43"; THENCE SOUTHEASTERLY 893.05 FEET ALONG SAID EAST LINE AND THE ARC OF A CURVE WHOSE CENTER LIES TO THE SOUTHWEST, WHOSE RADIUS IS 5854.58 FEET AND WHOSE CHORD BEARS SOUTH 07°55'26" EAST 892.19 FEET TO A POINT; THENCE SOUTH 17°23'07" EAST ALONG SAID EAST LINE 875.78 FEET TO A POINT; THENCE SOUTH 38°56'25" EAST ALONG SAID EAST LINE 130.57 FEET TO A POINT ON THE NORTH LINE OF STH "60"; THENCE NORTH 87°31'44" EAST ALONG SAID NORTH LINE 531.40 FEET TO A POINT; THENCE SOUTH 02°28'16" EAST 180.00 FEET TO A POINT ON THE NORTH LINE OF STH "60"; THENCE SOUTH 87°31'44" WEST ALONG SAID SOUTH LINE 339.86 FEET TO A POINT; THENCE SOUTH 81°06'45" WEST ALONG SAID SOUTH LINE 254.83 FEET TO A POINT ON THE EAST LINE OF USH "43"; THENCE SOUTH 31°21'16" WEST ALONG SAID EAST LINE 104.15 FEET TO A POINT; THENCE

SOUTH 22°31'43" WEST 795.08 FEET TO A POINT; THENCE SOUTH 03°20'36" WEST ALONG SAID EAST LINE 441.67 FEET TO A POINT ON THE SOUTH LINE OF THE NORTHWEST 1/4 OF SECTION 20; THENCE SOUTH 87°30'25" WEST ALONG SAID SOUTH LINE 271.41 FEET TO A POINT ON THE WEST LINE OF USH "43"; THENCE NORTH 02°44'16" WEST ALONG SAID WEST LINE 188.78 FEET TO A POINT; THENCE NORTH 03°20'36" EAST ALONG SAID WEST LINE 454.28 FEET TO A POINT; THENCE NORTH 12°28'16" WEST ALONG SAID WEST LINE 527.38 FEET TO A POINT; THENCE NORTH 32°00'43" WEST ALONG SAID WEST LINE 149.53 FEET TO A POINT ON THE SOUTH LINE OF STH "60"; THENCE SOUTH 87°31'59" WEST ALONG SAID SOUTH LINE 1147.95 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD; THENCE NORTH 02°13'43" WEST ALONG SAID WEST LINE 12.06 FEET TO A POINT ON THE SOUTH LINE OF STH "60"; THENCE SOUTH 87°43'02" WEST ALONG SAID SOUTH LINE 37.05 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD EXTENDED; THENCE NORTH 02°13'43" WEST ALONG SAID WEST LINE AND ITS EXTENSION 638.64 FEET TO A POINT; THENCE NORTH 87°46'17" EAST ALONG SAID WEST LINE 20.00 FEET TO A POINT; THENCE NORTH 02°13'43" WEST ALONG SAID WEST LINE 699.69 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 0.88 FEET TO THE POINT OF BEGINNING.

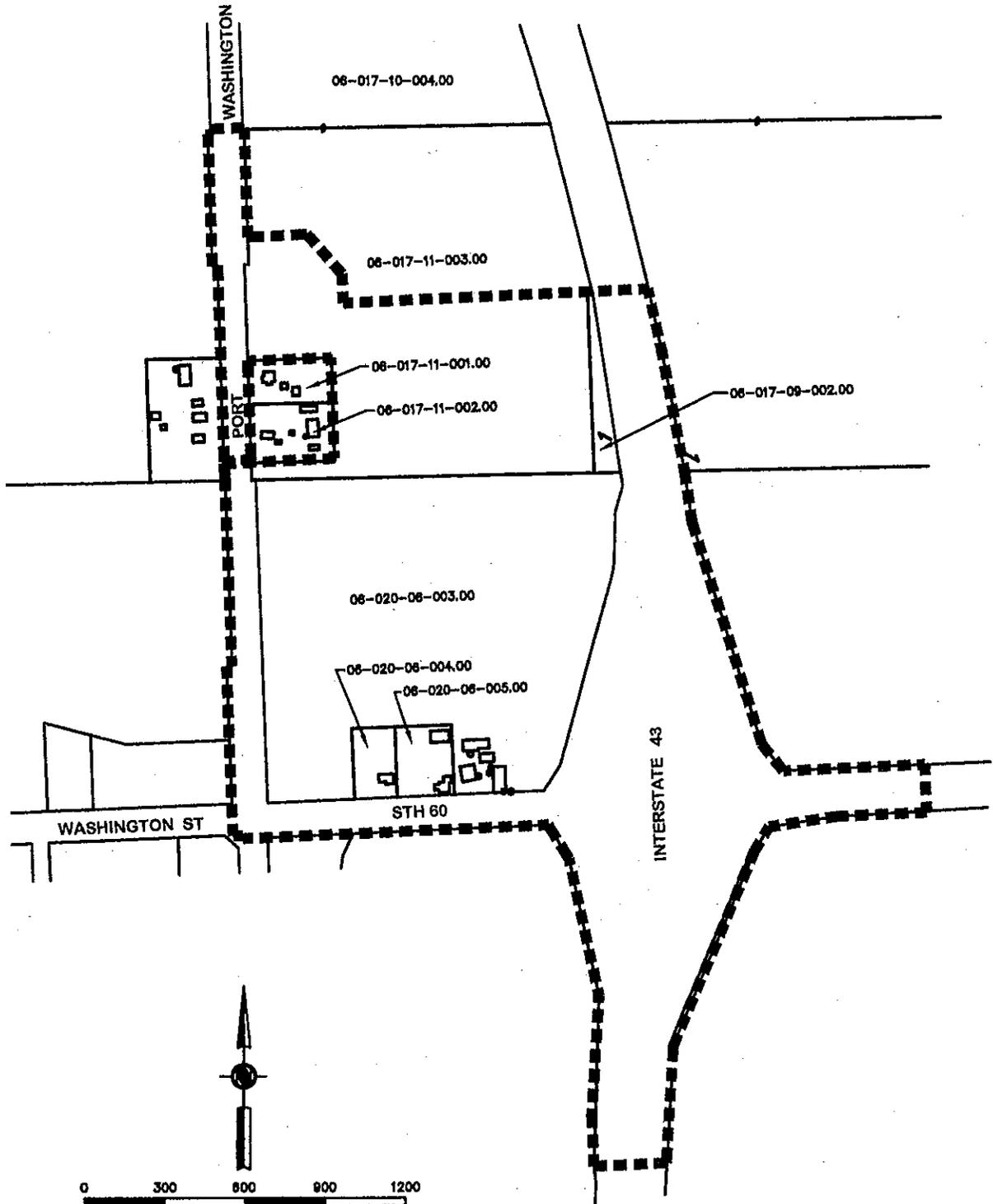
CONTAINING 4,377,633 SQUARE FEET OR 100.4966 ACRES.

EXCEPTING ALL WETLAND AREAS (57,676 SQUARE FEET OR 1.3241 ACRES) FROM THE TIF DISTRICT.

TOTAL TIF AREA: 4,319,957 SQUARE FEET OR 99.1725 ACRES.

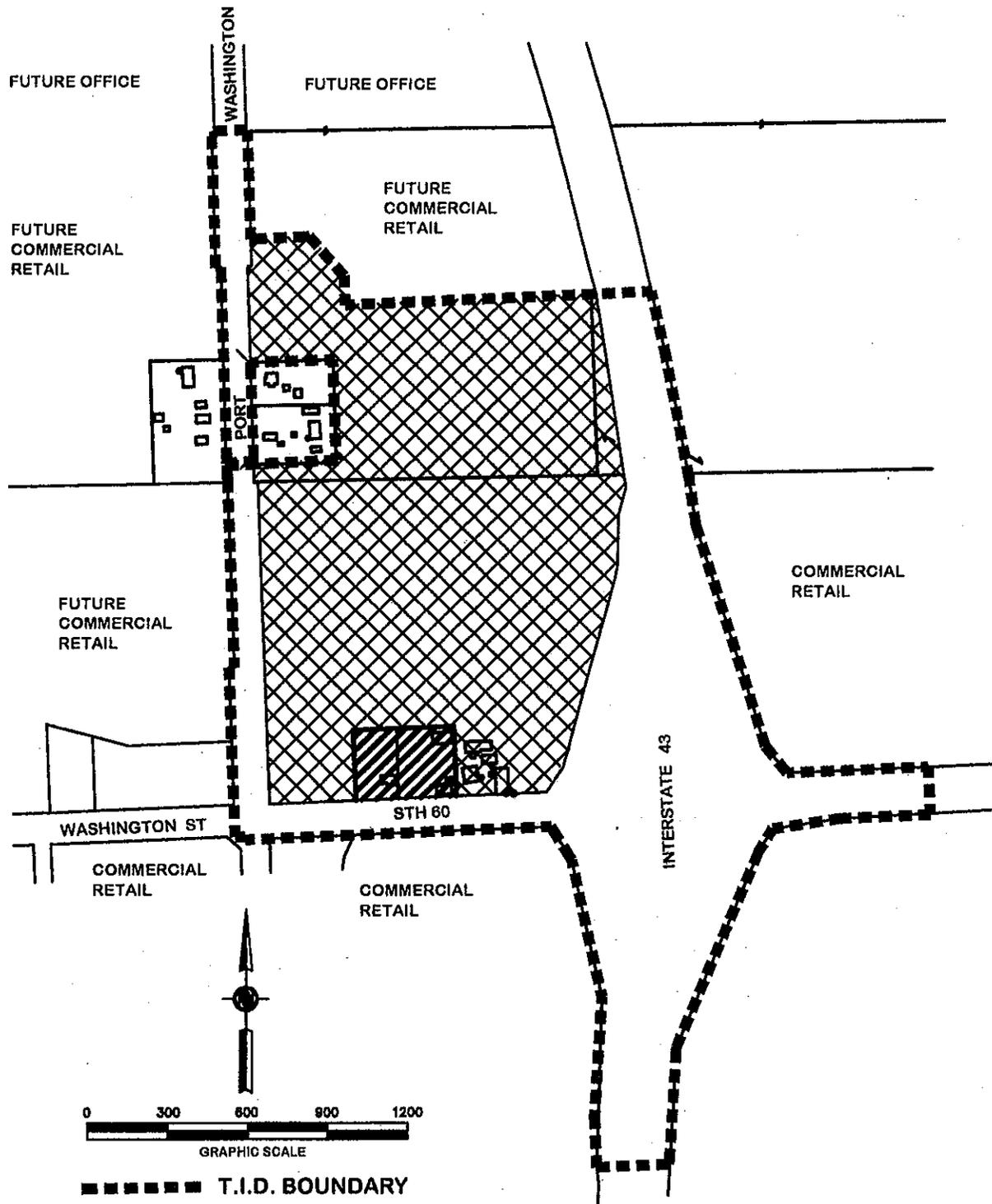
PREPARED BY:	ERIC R. STURM, RLS
DATE:	FEBRUARY 27, 2006
SURVEY NO.:	161589

MAP NO.1- DISTRICT BOUNDARY(PROJECT AREA) T.I.D. NUMBER 5



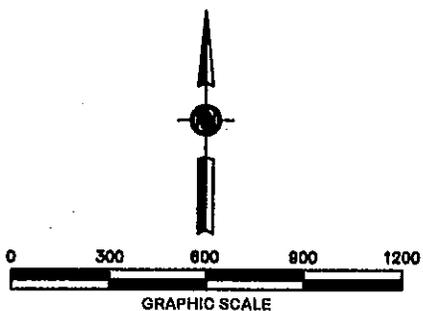
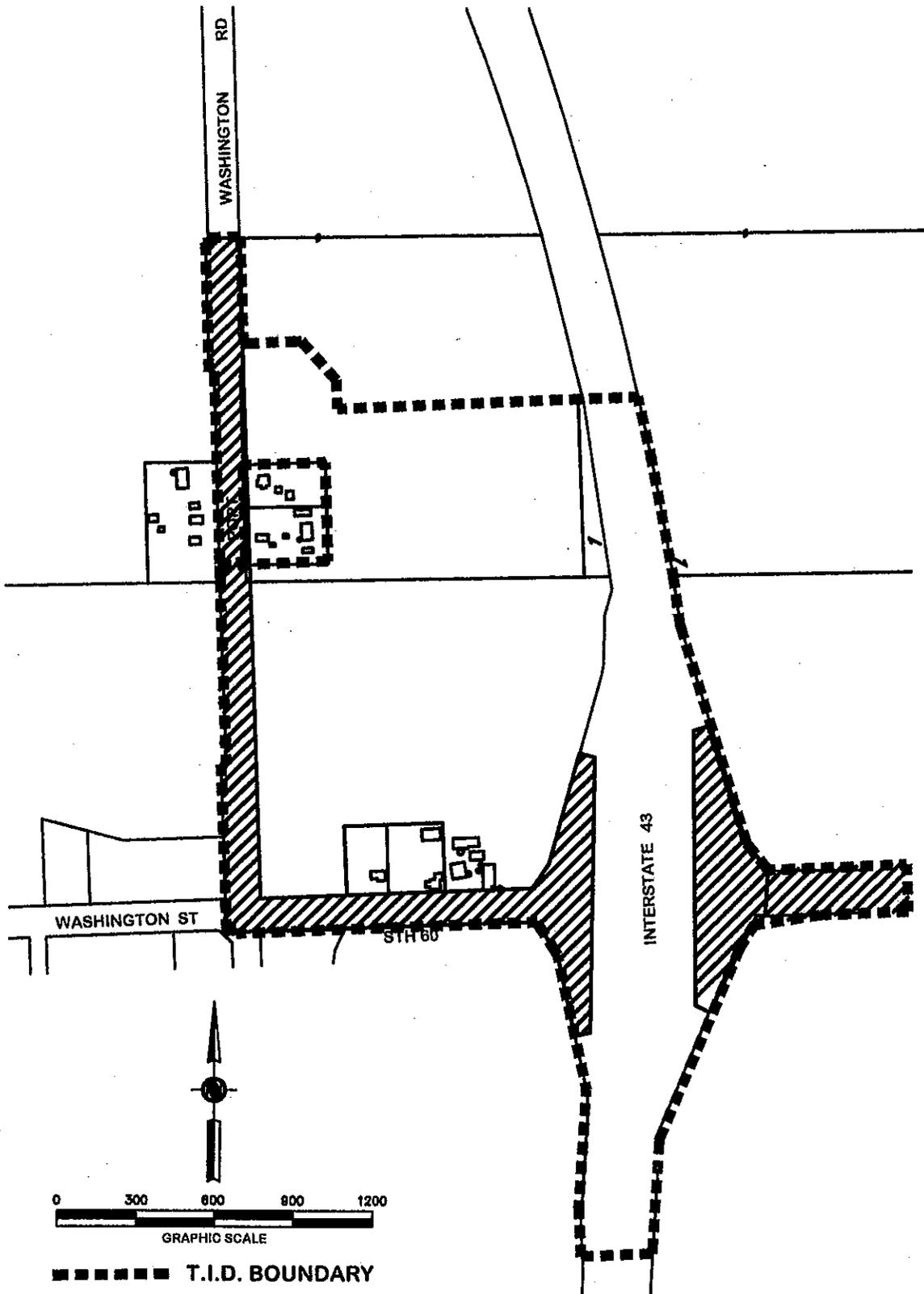
■■■■■■ T.I.D. BOUNDARY

MAP NO.2- EXISTING LAND USE T.I.D. NUMBER 5



- T.I.D. BOUNDARY
- SINGLE FAMILY RESIDENTIAL
- VACANT

MAP NO.3- PROPOSED PUBLIC IMPROVEMENTS T.I.D. NUMBER 5



- T.I.D. BOUNDARY
- ▨▨▨▨▨▨ PROPOSED PUBLIC IMPROVEMENTS

FEBRUARY 27, 2006
VILLAGE OF GRAFTON
OZAUKEE COUNTY, WISCONSIN

LAW OFFICES
HOUSEMAN & FEIND, LLP
1214 THIRTEENTH AVENUE
POST OFFICE BOX 104
GRAFTON, WISCONSIN 53024-0104

Robert L. Feind, Jr.
John M. Gallo
Michael P. Herbrand
Steven M. Cain

Jane E. Miller
Deborah S. R. Hoffmann

OF COUNSEL:
Ralph E. Houseman

TELEPHONE
(262) 377-0600
FACSIMILE
(262) 377-6080

April 19, 2006

Mr. Michael Rambousek
Director of Planning & Development
Village of Grafton
P.O. Box 125
Grafton, WI 53024

RE: Tax Incremental Financing District #5

Dear Mr. Rambousek:

At your direction, I have reviewed the project plan for Tax Incremental District #5 in the Village of Grafton. As you know, my review of the Plan is required by Section 66.1105(4)(f), Wis. Stats. This section requires that a project plan for a tax incremental district include the following information:

1. A statement listing the kind, number and location of all proposed public works or improvements within the district;
2. An economic feasibility study;
3. A detailed list of estimated project costs;
4. A description of the methods of financing, all estimated project costs and the time when the related costs or monetary obligations are to be incurred;
5. A map showing the existing uses and conditions of real property in the district;
6. A map showing proposed improvements and uses in the district;
7. Any proposed changes of zoning ordinances, master plan, if any, map, building codes and city ordinances;
8. A list of estimated non-project costs;
9. A statement of the proposed method for relocation of any persons to be displaced; and

April 19, 2006

page 2

10. The plan should further indicate how creation of the tax incremental district promotes the orderly development of the village.

My review of the project plan for Tax Incremental District #5, in the Village of Grafton, indicates that it is complete and complies with the requirements of Section 66.1105(f), as identified above. Each of the itemized elements set forth above can be found in the Plan. Should you have any further questions or concerns with regard to this matter, or this opinion, please do not hesitate to contact me.

Very truly yours,

HOUSEMAN & FEIND, LLP



Michael P. Herbrand

MPH:sl

EQUALIZED VALUE DETERMINATION REQUEST

COUNTY <i>(please type)</i>
Ozaukee
MUNICIPALITY
Village of Grafton
TAX INCREMENT DISTRICT NO.

CREATION RESOLUTION ADOPTION DATE

(April 20, , 20 06)

OFFICE USE ONLY	
AA	MUNICIPAL CODE

EFFECTIVE CREATION DATE: JANUARY 1, 20 06

RETURN TO:

Wisconsin Dept. of Revenue
 Tax Incremental Finance
 PO Box 8971, MS 6-97
 Madison, WI 53708-8971

Please see instructions on reverse side.

PART I. TAXING JURISDICTIONS AFFECTED		
	Name of Taxing Jurisdiction	Jurisdiction Number
Municipality	Village of Grafton	131
School District(s)	School District of Grafton	21452217011
Technical College	Milwaukee Area Technical College	40000900000
County	Ozaukee	45
Union High School	N/A	
Lake Management District	N/A	
Sanitary District	N/A	
Other	N/A	

PART II. DECLARATION			
<i>I declare that this application and attachments have been examined by me and, to the best of my knowledge and belief, are true, correct, and complete. I hereby request the Department of Revenue to determine the equalized value of this tax incremental district.</i>			
Clerk's signature	Telephone number	E-mail address	Date
Teri J Dylak	(262) 375-5300	tdylak@village.grafton.wi.us	11-21-2006

PART III. INDIVIDUAL TO CONTACT FOR ADDITIONAL INFORMATION	
Name and Title	E-mail address
Michael Rambousek, Director of Planning & Development	mrambousek@village.grafton.wi.us
Address	Telephone number
1971 Washington St/POBos 125 Grafton, WI 53024-0125	(262) 375-5303

(OVER)

COUNTY (please type) Ozaukee
MUNICIPALITY Village of Grafton
TAX INCREMENTAL DISTRICT NUMBER 5

LEGAL REQUIREMENTS

OFFICE USE ONLY	
AA	MUNICIPAL CODE

SEE INSTRUCTIONS ON REVERSE SIDE

ADOPTION OF PROJECT PLAN		
	INDICATE THE DATE(S) EACH ACTIVITY WAS COMPLETED	DATE
	Hearing notice sent by first class mail to chief executive of all local government entities having power to levy taxes on TID property and to school districts involved (by Planning Commission). Include copies.	2-03-2006
	Owners of property found blighted or in need of rehabilitation notified of finding and date of project plan hearing (not required for industrial district or mixed-use development districts).	2-10-2006
	Hearing notice published as class 2 notice by Planning Commission. Include proof of publication.	Date of First Insertion 2-7-2006
		Date of Second Insertion 2-14-2006
	Public hearing held (by Planning Commission).	2-28-2006
	Project plan adopted (by Planning Commission).	4-17-2006
ADOPTION OF TID PROJECT PLAN	All the following items must be included in project plan.	
	<input checked="" type="checkbox"/> A listing of the kind, number, and location of the proposed public works or improvements within the district	
	<input checked="" type="checkbox"/> An economic feasibility study	
	<input checked="" type="checkbox"/> A detailed list of estimated project costs	
	<input checked="" type="checkbox"/> A description of the methods of financing and the time when such costs or monetary obligations are to be incurred.	
	<input checked="" type="checkbox"/> A map showing existing uses and conditions of the real property	
	<input checked="" type="checkbox"/> A map showing proposed improvements and uses	
	<input checked="" type="checkbox"/> Proposed changes in zoning ordinances, master plan, map, building codes and city ordinances	
	<input checked="" type="checkbox"/> A list of estimated non-project costs	
	<input checked="" type="checkbox"/> A statement of a proposed method for the relocation of any displaced persons	
<input checked="" type="checkbox"/> A statement indicating how creation of the tax incremental district promotes the orderly development of the municipality		
<input checked="" type="checkbox"/> An opinion of the municipal attorney or of an attorney retained by the municipality advising whether the project plan is complete and complies with this section.		
	Project plan adopted (by Local Legislative Body) Check if included in the resolution.	4-18-2006
	<input checked="" type="checkbox"/> Findings that the project plan is feasible and in conformity with the master plan of the municipality (if any).	

CREATION OF TAX INCREMENTAL DISTRICT

INDICATE THE DATE(S) EACH ACTIVITY WAS COMPLETED		DATE
Hearing notice sent by first class mail to chief executive officer of all local government entities having power to levy taxes on TID property and to school districts involved.		2-03-2006
Hearing notice published as class 2 notice by Planning Commission. Include proof of publication.	Date of First Insertion	2-07-2006
	Date of Second Insertion	2-14-2006
Public hearing held (by Planning Commission). May be part of project plan hearing.		2-28-2006
CREATION RESOLUTION ADOPTED (by Local Legislative Body)		4-18-2006
CREATION OF TAX INCREMENTAL DISTRICT	Check Items Included in resolution.	
	<input checked="" type="checkbox"/> Boundaries designated (Note: Only whole parcels should be included. The TID must be contiguous. See further definitions and legal requirements in TIF Law, specifically s. 66.1105(2)(k) and 66.1105(4)(gm).)	
	<input checked="" type="checkbox"/> Creation date established.	
	<input checked="" type="checkbox"/> Name assigned per s. 66.1105(4)(c)3.	
	<input checked="" type="checkbox"/> Findings indicating that not less than 50%, by area, of the real property within such district meets at least one of the following criteria: (1) is a "blighted area"; (2) is in need of "rehabilitation or conservation work" within the meaning of s. 66.1337(2m)(a); (3) is suitable for "industrial sites" within the meaning of s. 66.1101; and has been zoned for industrial use, or (4) or suitable for mixed-use development within the meaning of s.66.1105(cm).	
	<input checked="" type="checkbox"/> Findings indicating that the improvement of such area is likely to enhance significantly the value of substantially all of the other real property in such district.	
	<input checked="" type="checkbox"/> Findings that the project costs relate directly to eliminating blight, directly serve to rehabilitate or conserve the area, directly serve to promote industrial development, or directly serve to promote mixed-use development, consistent with the purpose for which the tax incremental district is created. (If not exclusively blighted, rehabilitation or conservation, industrial or mixed-use, declaration shall be based on predominant classification with regard to area described.)	
	<input type="checkbox"/> Findings indicate that the equalized value of taxable property of the district plus the value increment of all existing districts does not exceed 12 percent of the total equalized value of taxable property within the municipality.	
	<input type="checkbox"/> Findings indicating the percentage of territory within the tax incremental district which is estimated will be devoted to retail business at the end of the maximum expenditure period if that estimate is over 35%.	
	<input checked="" type="checkbox"/> Findings confirming that any annexed territory was not within the boundaries of the municipality on January 1, 2004, unless at least 3 years have elapsed since territory annexed; or municipality entered into a cooperative plan boundary agreement (s.66.0307); or municipality and town enter into agreement pledging to pay town amount equal to the property taxes levied on the territory by the town for each of the next five years.	
<input checked="" type="checkbox"/> Findings confirming that any real property within the district that is found suitable for industrial sites is zoned for industrial use and will remain zoned for industrial use for the life of the tax incremental district (not required for blight or rehab districts).		
<input checked="" type="checkbox"/> Findings confirming that any property standing vacant for an entire 7-year period immediately preceding adoption of the resolution creating the district may not comprise more than 25% of the area in the district, unless the district is suitable for either industrial sites or mixed use development and the approved project plan promotes these uses.		
Approval of TID by Joint Review Board (within 30 days after receiving creation resolution).		4-20-2006

OVERLAPPING TIF DISTRICTS

Are any parcels in this TID also in all or part of any other TIF district? Yes No
 If "YES," indicate which TIF district(s) are overlapped.

ANNEXATION OF TID PARCELS

Were any parcels in this TID annexed from another municipality after Jan. 1 in the creation year? Yes No
 If "YES," indicate the date of the annexation and from what municipality. 4-18-2006 Town of Grafton

If tax payment pledge between town and city made, include copy of agreement. In Annexation Ordinance - Attached

INSTRUCTIONS

Fill in the county, municipality and TID number located in the upper left-hand corner of the form. This form lists the necessary steps to legally create a tax incremental district. Indicate date of each action. Also answer the questions on OVERLAPPING TIF DISTRICTS and ANNEXATION OF TID PARCELS.

STATE OF WISCONSIN } **SS**
Ozaukee County

Phil Paige, being duly sworn that he is the publisher of the **News Graphic**, a newspaper published in the City of Cedarburg, in said County, and that a notice, of which is annexed is a true copy, taken from such paper, has been published in said paper, once in each week for**2**..... weeks successively; that the first publication thereof was on the **seventh**..... day of **February**..... A.D. 2006 and that the last publication thereof was on the **fourteenth**..... day of **February**..... A.D. 2006.

Subscribed and sworn to before me
this **14th**..... day of **February**..... A.D. 2006

} **PHILIP PAIGE**

My commission expires **09-13-09**

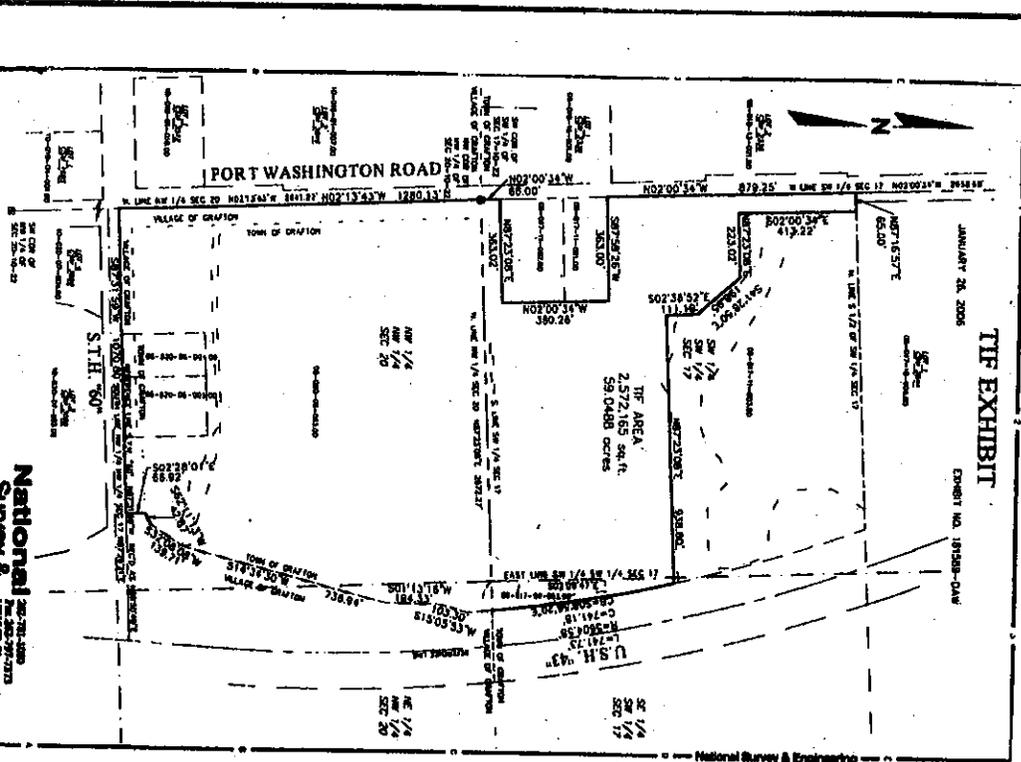
**VILLAGE OF GRAFTON
NOTICE OF PUBLIC HEARING BEFORE THE PLAN COMMISSION
CREATING A TAX INCREMENTAL DISTRICT AND
PROPOSED PROJECT PLAN
TAX INCREMENTAL DISTRICT NO. 5**

TO WHOM IT MAY CONCERN:

Please take notice that the Village of Grafton Plan Commission will hold a public hearing on Tuesday, February 29, 2005, at 8:00 p.m., in the lower level Board Room of Village Hall, 1971 Washington Street in the Village of Grafton. The purpose of this hearing is to consider a proposed tax incremental district the boundaries of which are to be within the area shown herein. (This area is currently located in the Town of Grafton and will be annexed to the Village of Grafton prior to action on the creation of this district).

Such hearing shall also be for the purpose of considering the proposed project plan for the tax incremental district. The purpose of creating Tax Incremental District (TID) No. 5 - Grafton Commons is for the construction of public improvements which will encourage development opportunities, to eliminate blighted or underutilized conditions, encourage business development, create jobs, diversify tax base, promote other economic development activities on the east side of the Village of Grafton. Proposed projects include, but are not limited to: Roadway construction and improvements, storm sewer improvements, sanitary sewer improvements, water improvements and environmental costs, developer incentives, administration, planning and promotion, instance related costs, possible relocation costs and other related costs.

All interested parties will be given a reasonable opportunity to express their views on the proposed creation of the district, the proposed boundaries and the proposed project plan. A copy of the complete project plan is available for public review in the Village Clerk's Office, located in the upper level of Village Hall, 1971 Washington Street and at the U. S. Liberty Memorial Public Library, located at 1620 Eleventh Avenue in the Village of Grafton.



National Survey & Engineering
Surveyors & Engineers
1000 N. High Street, Suite 200
Cincinnati, OH 45202-3212
Tel: 513-763-1000
Fax: 513-763-1000

COUNTY Ozaukee
 MUNICIPALITY **Town**
 Village of Grafton
 TAX INCREMENTAL DISTRICT NUMBER **5**

TID PARCEL LIST
LOCALLY ASSESSABLE PROPERTY
 January 1, 20 06
 SEE INSTRUCTIONS ON REVERSE SIDE

PARCEL NUMBER	Classification	OTHER TAXING DISTRICTS						Overlapping TID #	ASSESSED VALUE OF REAL PROPERTY AS OF JANUARY 1, 20__		
		School District 2217 Grafton (Name)	School District (Name)	VTAE MATC (Name)	Urban High School (Name)	Special District (Name)	County OZAUKEE (Name)		LAND	IMPROVEMENTS	TOTAL
10-017-11-004.00	4	3,000		3,000			3,000	3,000		3,000	
	5	800		800		800	800	800		800	
	5M	600		600		600	600	600		600	
10-020-06-006.00	1	373,900		373,900		373,900	373,900	273,500		373,900	
	4	4,200		4,200		4,200	4,200	4,200		4,200	
	5	1,800		1,800		1,800	1,800	1,800		1,800	
	7	33,700		33,700		33,700	22,500	11,200		33,700	
TOTALS		418,000		418,000		418,000	133,300	284,700		418,000	

**TAX INCREMENTAL DISTRICT
ASSESSOR'S FINAL REPORT 2006
BASE YEAR VALUATION**

TOWN
 VILLAGE } of GRAFTON
 CITY }
COUNTY of OZAUKEE

SEE INSTRUCTIONS ON REVERSE SIDE

TID Number 5

Line No.		PARCEL COUNT		No. of Acres Only Whole No. Col. C	Value of Land Col. D	Value of Improvements Col. E	Total Value of Land and Improvements Col. F
		Land Col. A	Improvements Col. B				
1	Residential - Class 1	2	2	2.27	100,400	273,500	373,900
2	Commercial - Class 2	-	-				
4	Agricultural - Class 4	2		44.24	7,200		7,200
5	Undeveloped - Class 5	2		5.57	2,600		2,600
5m	Agricultural Forest - Class 5m	1		1.20	600		600
6	Forest - Class 6	-					
7	Other - Class 7	1	1	1.00	22,500	11,200	33,700
8	TOTAL ALL COLUMNS	8	3	54.28	133,300	284,700	418,000
9	Number of Personal Owners in Roll		8				
10	Boats and Other Watercraft Not Exempt					-	
11	Machinery, Tools and Patterns					-	
12	Furniture, Fixtures and Equipment					-	
13	All Other Personal Property Not Exempt					-	
14	TOTAL OF PERSONAL PROPERTY, Total of Lines 10 Through 13						-
15	Aggregate assessed value of all property within this TID subject to general property tax.						418,000

At what percent of full value are you assessing ALL GENERAL PROPERTY? 85.46%

Sign here
Curt T. Matthias
Assessor's Signature
Date 11/6/06

SPECIAL DISTRICT SUPPLEMENT - AREA A School District Name and No. GRAFTON, # 2217

Line No.		PARCEL COUNT		No. of Acres Only Whole No. Col. C	Value of Land Col. D	Value of Improvements Col. E	Total Value of Land and Improvements Col. F
		Land Col. A	Improvements Col. B				
1	Residential - Class 1	2	2	2.27	100,400	273,500	373,900
2	Commercial - Class 2	-	-				
4	Agricultural - Class 4	2		44.24	7,200		7,200
5	Undeveloped - Class 5	2		5.57	2,600		2,600
5m	Agricultural Forest - Class 5m	1		1.20	600		600
6	Forest - Class 6	-					
7	Other - Class 7	1	1	1.00	22,500	11,200	33,700
8	TOTAL ALL COLUMNS	8	3	54.28	133,300	284,700	418,000
9	Number of Personal Owners in Roll		8				
10	Boats and Other Watercraft Not Exempt					-	
11	Machinery, Tools and Patterns					-	
12	Furniture, Fixtures and Equipment					-	
13	All Other Personal Property Not Exempt					-	
14	TOTAL OF PERSONAL PROPERTY, Total of Lines 10 Through 13						-
15	Aggregate assessed value of all property within this SCHOOL DISTRICT subject to general property tax as contained within the TID only.						418,000

SPECIAL DISTRICT SUPPLEMENT

AREA B (check one)

School District Sanitary District Public Inland Lake Protection and Rehabilitation District

Name and Number NONE

Line No.		PARCEL COUNT		No. of Acres Only Whole No. Col. C	Value of Land Col. D	Value of Improvements Col. E	Total Value of Land and Improvements Col. F
		Land Col. A	Improvements Col. B				
1	Residential – Class 1						
2	Commercial – Class 2						
4	Agricultural – Class 4						
5	Undeveloped – Class 5						
5m	Agricultural Forest – Class 5m						
6	Forest – Class 6						
7	Other – Class 7						
8	TOTAL ALL COLUMNS						
9	Number of Personal Owners in Roll						
10	Boats and Other Watercraft Not Exempt						
11	Machinery, Tools and Patterns						
12	Furniture, Fixtures and Equipment						
13	All Other Personal Property Not Exempt						
14	TOTAL OF PERSONAL PROPERTY, Total of Lines 10 Through 13						
15	Aggregate assessed value of all property within this SPECIAL DISTRICT subject to general property tax.						

INSTRUCTIONS

BASE YEAR VALUATION – Complete this form and return it to the municipal clerk, only include property within the TID. No split parcels are allowed. The portion above the signature line and Area 'A' must be completed. Area 'B' should be used if there is more than one school district or any special districts.

SPECIAL DISTRICT SUPPLEMENT – Contains valuation areas for School, Sanitary, and Public Inland Lake Protection and Rehabilitation Districts. To complete, follow the instructions below:

1. In Area A enter the School District name, number, and total assessed value of the general taxable property of the School District that is located within the TID boundaries. If the area within the TID contains territory of two or more School Districts, determine the assessed value of each School District and complete Area B (if more than two school districts, photocopy form). Make certain Area B is identified by School District name and number.
2. If all or a portion of the TID contains territory in a Sanitary District, enter only the total assessed value of Sanitary District property which is located within the TID. Enter the name and number of the district in the space provided in Area B (check the appropriate box). If the TID contains territory in more than one Sanitary District, make a copy of this form and complete the Sanitary District portion (Area B) relabeling it Area C.
3. Completion of Area B for a Public Lake Protection and Rehabilitation District is the same as for item 2 above.
4. If both a Sanitary and Public Inland Lake Protection and Rehabilitation District occur in the same TID (or multiple combinations thereof), photocopy the number of forms (Area 'B') necessary and clearly indicate what district is being valued, including the name and number.

STATEMENT OF ASSESSMENT - YEAR 20 06
TAX INCREMENTAL DISTRICT NO. 5

WHEN COMPLETING THIS DOCUMENT
 DO NOT WRITE OVER SHADED AREA

45 131 FOR Village OF Grafton Ozaukee COUNTY
CO MUN T.V.C NAME OF MUNICIPALITY NAME OF COUNTY

Line No.		PARCEL COUNT		# of Acres Only Whole No. Col. C	Value of Land Col. D	Value of Improvements Col. E	Total Value of Land and Improvements Col. F
		Land Col. A	Improvements Col. B				
1	Residential - Class 1	2	2	2	100,400	273,500	373,900
2	Commercial - Class 2						
4	Agricultural - Class 4	2		44	7,200		7,200
5	Undeveloped - Class 5	2		6	2,600		2,600
5m	Agricultural Forest - Class 5m	1		1	600		600
6	Forest - Class 6						
7	Other - Class 7	1	1	1	22,500	11,200	33,700
8	TOTAL ALL COLUMNS	8	3	54	133,300	284,700	418,000
9	Number of Personal Owners in Roll			0			
10	Boats and Other Watercraft Not Exempt				NOTE: If lines 10 through 13 contain any values, please fill in line 9.		
11	Machinery, Tools and Patterns						
12	Furniture, Fixtures and Equipment						
13	All Other Personal Property Not Exempt						
14	TOTAL OF PERSONAL PROPERTY, Total of Lines 10 Through 13						0
15	AGGREGATE ASSESSED VALUE OF ALL PROPERTY ON THIS ROLL SUBJECT TO THE GENERAL PROPERTY TAX (Total of Lines 8 & 14). Must Agree With Total Value of School District(s) Listed Below						418,000
	School District Codes (Col. A)	SCHOOL DISTRICT NAMES (Col. B)					Assessed Value of School Districts in TID
							Assessed Value of General Property (Real Estate & Personal Property) Subject to the General Property Tax (Col. C)
20	2217	School District of Grafton					418,000
21							
22							
23							
24							
25							
26							
27	TOTAL COL. C (Col. C must equal line 15 above.)						
SEPARATE UNION HIGH SCHOOL DISTRICTS (In addition to and independent of school districts entered above.)							
28	NONE						
29							
VOCATIONAL AND TECHNICAL SCHOOL DISTRICTS (In addition to and independent of school districts entered above.)							
30	4000900000	Milwaukee Area Technical College					418,000
31							
32							



Village of Grafton

Office of the Village Clerk
1971 Washington Street
P.O. Box 125
Grafton, WI 53024
(262) 375-5300
fax (262) 375-5304
tdylak@village.grafton.wi.us

February 10, 2006

Re: Tax Increment District No. 5 / Village of Grafton

Dear Sir/Madam:

The Village of Grafton is proposing to create Tax Increment District No. 5 – Grafton Commons (TID No. 5). The purpose of creating TID No. 5 is for the construction of public improvements which will encourage development opportunities to eliminate blighted or underutilized conditions, encourage business development, create jobs, diversify tax base, promote other economic development activities on the east side of the Village of Grafton. Proposed projects include, but are not limited to: Roadway construction and improvements, storm sewer improvements, sanitary sewer improvements, water improvements, environmental costs, developer incentives, administration, planning and promotion, finance related costs and other related costs.

It is a requirement of the Wisconsin Statutes that all property owners within the proposed TID boundary be notified of the public hearing that will be held for review of the proposed boundary and project plan of the TID. The public hearing, at which the boundary and project plan for the creation of TID No. 5, will be held on Tuesday, February 28, 2006, at 6:00 p.m., in the lower level of Grafton Village Hall, 1971 Washington Street, in the Village of Grafton.

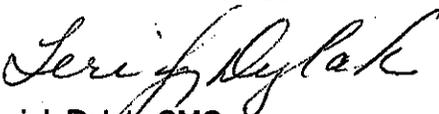
You are hereby invited to attend the public hearing to ask questions or make comments pertaining to the proposed TIF District and project plan. A general explanation of the TIF will be given at the public hearing. A copy of the map outlining the boundary of the proposed TIF district is enclosed for your review. A copy of the project plan is available for public review in the Village Clerk's Office, located in the upper level of Village Hall, 1971 Washington Street or at the U. S. S. Liberty Memorial Public Library, 1620 Eleventh Avenue.

As part of creating TID No. 5, the Wisconsin Statutes require a finding be made that at least 50 percent of the property located within the district be classed as "in need of conservation or rehabilitation work," "blighted," or "underutilized". The proposed tax increment financing district does not affect the valuation of your property. The plan is designed to make improvements that will contribute to the revitalization of the community.

If you have any questions prior to the public hearing, please contact Planning and Development Director Michael Rambousek at 375-5303.

Sincerely,

VILLAGE OF GRAFTON

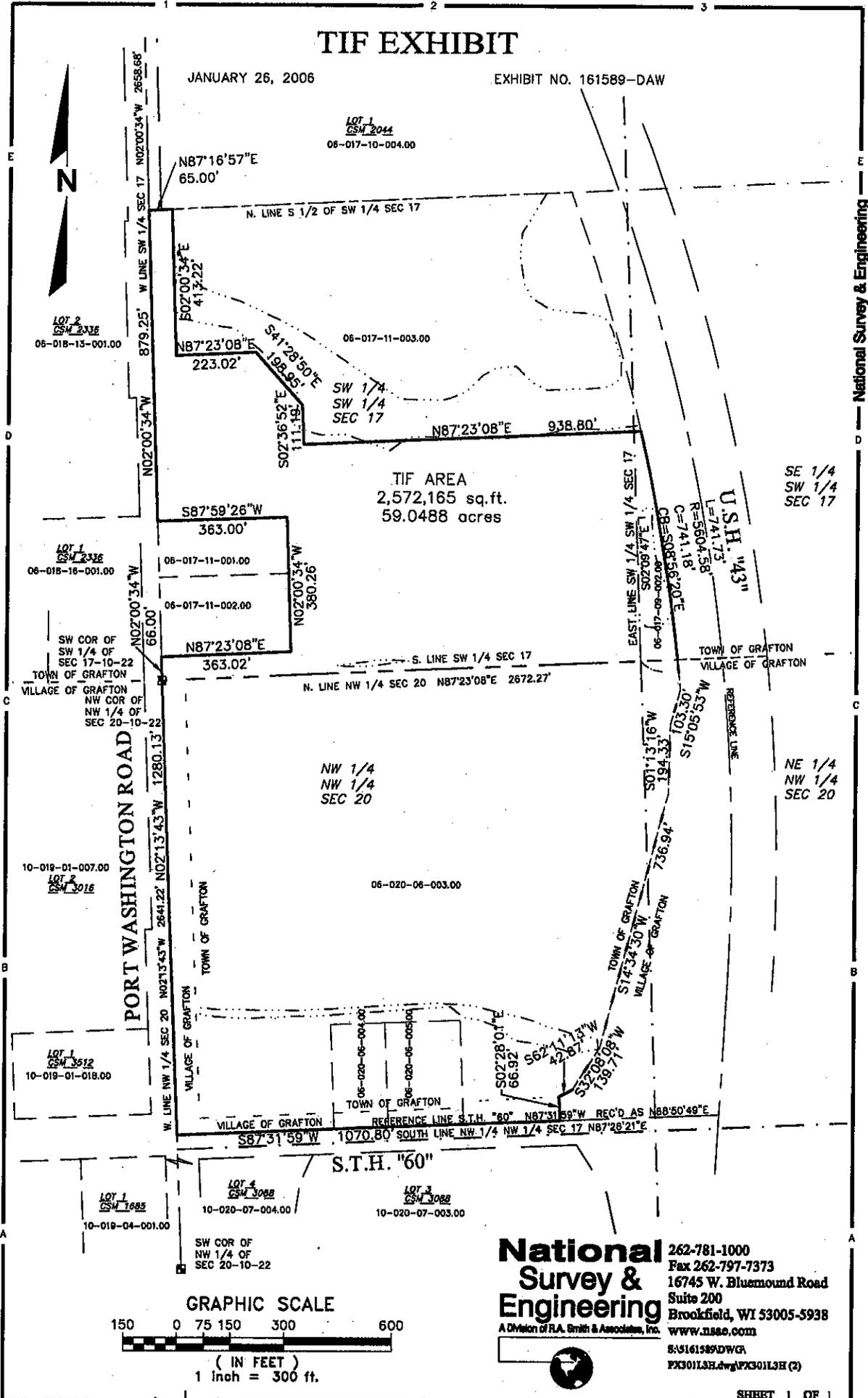

Teri J. Dylak, CMC
Village Clerk

Enclosure

TIF EXHIBIT

JANUARY 26, 2006

EXHIBIT NO. 161589-DAW



TIF AREA
2,572,165 sq. ft.
59.0488 acres

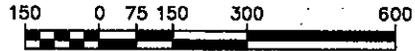
SE 1/4
SW 1/4
SEC 17

NE 1/4
NW 1/4
SEC 20

PORT WASHINGTON ROAD

National Survey & Engineering
 262-781-1000
 Fax 262-797-7373
 16745 W. Bluemound Road
 Suite 200
 Brookfield, WI 53005-5938
 www.nsee.com
 S:\161589\DWG
 FX3011SH.dwg\FX3011SH (2)

GRAPHIC SCALE

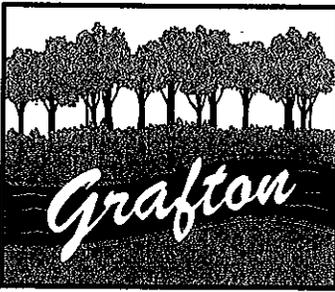


(IN FEET)
1 inch = 300 ft.

A Division of R.A. Smith & Associates, Inc.



National Survey & Engineering



Village of Grafton

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Grafton, WI 53024
(262) 375-5300
(262) 375-5304
tdylak@village.grafton.wi.us

February 3, 2006

Alan Kletti
Ozaukee County Board Representative
1134 Brookside Drive
Grafton, WI 53024

Mr. Michael Sargent
Milwaukee Area Technical College Representative
700 West State Street
Milwaukee, WI 53233

Dr. Terry Ziegler
Grafton School District Representative
1833 Fairhaven Drive
Cedarburg, WI 53012

Mr. Dave Eberhardt
Grafton Citizen Representative
1826 17th Avenue
Grafton, WI 53024

President James Brunquell
Village Board Representative
P O Box 125
Grafton, WI 53024

RE: Village of Grafton, Wisconsin Proposed Creation of Tax Incremental District Boundary and Project Plan for Tax Incremental District No. 5 – Grafton Commons

Enclosed is a copy of the Notice of Public Hearing on the proposed boundaries and project plan for the creation of Tax Incremental District No. 5– Grafton Commons within the Village of Grafton. This notice is being sent to you as required by Section 66.1105(4)(a) and (e), Wisconsin Statutes, to notify you of the hearing that will be held by the Plan Commission to consider the creation of the district, and establishment of the proposed boundaries and project plan for said district. (This area is currently located in the Town of Grafton and will be annexed to the Village of Grafton prior to action on the creation of this district).

In accordance with Section 66.1105(4m), a Joint Review Board was established and members confirmed by the Village Board. The Joint Review Board consists of the following five members:

- one representative has been chosen by the county that has power to levy taxes on the property within the tax incremental district / Alan Kletti – Ozaukee County
- one representative has been chosen by the school district that has power to levy taxes on the property within the tax incremental district / Dr. Terry Ziegler – Grafton School District
- one representative has been chosen by the vocational, technical and adult education district that has power to levy taxes on the property within the tax incremental district / Mr. Michael Sargent – Milwaukee Area Technical College
- one member has been chosen as the Village Board representative / President James Brunquell
- one public member has been chosen by the Village Board and Joint Review Board / David Eberhardt



A copy of the proposed plan is enclosed for your review. The Joint Review Board will meet on Wednesday, February 8, 2006 at 5:30 p.m. in the upper level Committee Room of Grafton Village Hall, 1971 Washington Street. Additional meetings may be called by any member, however; at least one additional meeting must be held after the public hearing to consider approval of the tax incremental financing proposal.

The public hearing before the Plan Commission has been set for Tuesday, February 28, 2006, at 6:00 p.m. The Plan Commission has been requested to take action on the proposed plan at this meeting. They will forward their decision to the Village Board for certification at their meeting on March 20.

As part of its deliberations, the Joint Review Board must review the public records, planning documents and the resolutions passed by the Plan Commission and the Village Board. Its decision, by majority vote, must be made and submitted to the Village not more than 30 days after the adoption of the Village Board certification resolution. The Joint Review Board has a tentative meeting scheduled for March 21, 2006, at 5:30 p.m., to take final action on the creation of Tax Incremental Financing District No. 5 – Grafton Commons. The decision to approve or deny the amendment shall be based on the following criteria:

- A. Whether development expected in the tax incremental district would occur without the use of tax incremental financing;
- B. Whether the economic benefits of the tax incremental district, as measured by increased employment, business and personal income and property value, are sufficient to compensate for the cost of the improvements; and
- C. Whether the benefits of the proposal outweigh any loss, if it occurs in the tax revenues of the overlying districts.

Should the Joint Review Board reject the tax incremental financing proposal, it must submit (in writing) a description as to why the proposal fails to meet one or more of these criteria.

The Village will provide administrative support for the Joint Review Board. The Village staff and its consultant is prepared to answer any questions regarding the proposal and urges all Review Board members to attend the public hearing on February 28.

Should you have any questions or need any additional information regarding this proposal, please contact Director of Planning and Development Michael Rambousek at (262) 375-5303.

Sincerely,

VILLAGE OF GRAFTON


Teri J. Dylak
Village Clerk

Enc.



Village of Grafton

Office of the Village Clerk
1971 Washington Street
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Grafton, WI 53024
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CLERK CERTIFICATION

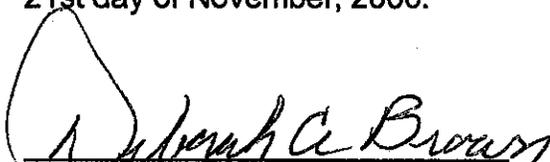
To Whom It May Concern:

I, Teri J. Dylak, Village Clerk for the Village of Grafton, Ozaukee County, Wisconsin, do hereby certify that the attached copy of Ordinance No. 011, Series 2006 / Approving the annexation of territory from the Town of Grafton to the Village of Grafton, as petitioned by Continental Grafton, LLC, and approved by the Village Board of the Village of Grafton on April 18, 2006, is a true and exact copy of the official ordinance on file in the Office of the Village Clerk, 1971 Washington Street, Village of Grafton, Ozaukee County, WI.

Given under my hand and the Corporate Seal of the Village of Grafton this 21st day of November, 2006.


Teri J. Dylak, CMC
Village Clerk

Subscribed to before me this
21st day of November, 2006.



Deborah A. Brown
Notary Public
Ozaukee County
Wisconsin, USA

Commission Expires: 2/3/08

0846437

RONALD A. VOIGT
OZAUKEE COUNTY
REGISTER OF DEEDS
PORT WASHINGTON, WI
TXID: 35638

RECORDED ON
08/01/2006 10:37AM

REC FEE: 19.00
TRANS FEE: 0.00
PAGES: 5
EXEMPT #: 0

Document Number

Document Title

An Ordinance approving the Annexation for Territory
from the Town of Grafton to the Village of Grafton.

Said Area Containing: 82.8446 acres as petitioned
and indicated on attached map and legal description.

Recording Area

Name and Return Address

Teri J. Dylak, CMC
Village Clerk
Village of Grafton
P.O. Box 125
Grafton, WI 53024-0125

\$19/PA

* See parcel list below

Parcel Identification

- *06-017-11-003.00 *
- 06-017-09-002.00
- 06-020-06-003.00
- 06-020-06-004.00
- 06-020-06-005.00 ↓

This information must be completed by submitter: document title, name & return address, and PIN (if required). Other information such as the granting clauses, legal description, etc. may be placed on this first page of the document or may be placed on additional pages of the document. **NOTE:** Use of this cover page adds one page to your document and \$2.00 to the recording fee. Wisconsin Statutes, 59.517. WRDA 288

VILLAGE OF GRAFTON

ORDINANCE NO. 011, SERIES 2006

**AN ORDINANCE APPROVING THE ANNEXATION OF PROPERTY
FROM THE TOWN OF GRAFTON TO THE VILLAGE OF GRAFTON**

The Village Board of the Village of Grafton do ordain as follows:

SECTION I. Territory Annexed. In accordance with Sec. 66.021 of the Wisconsin Statutes of 1969, as amended from time to time and the petition of annexation filed with the Village Clerk of the Village of Grafton on the 6th day of April, 2006, signed by the owners of at least one-half of the land in the area, the following territory in the Town of Grafton, Ozaukee County, Wisconsin is annexed to the Village of Grafton, Wisconsin:

See attached legal description and map of territory to be annexed

82.8446 Acres / Continental Grafton, LLC

SECTION II. Effect of Annexation. From and after the date of this ordinance, the territory described in Section I shall be a part of the Village of Grafton for any and all purposes provided by law, and all persons coming or residing within such territory shall be subject to all ordinances, rules and regulations governing the Village of Grafton.

SECTION III. Temporary Zoning Classification. Upon the recommendation of the Plan Commission, the described territory is hereby designated as part of the A-3 Agriculture Holding Zoning District.

SECTION IV. Ward Designation. The territory described in Section I of this Ordinance is hereby made a part of the Ward 5 of the Village of Grafton, subject to the ordinances, rules and regulations of the Village governing wards.

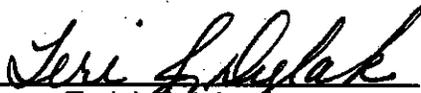
SECTION V. Payment to Township. The Village of Grafton does hereby ordain that, for the next 5-years, the Village of Grafton will make a payment of the equivalent taxes that would have been received by the Town of Grafton on said parcel prior to being annexed to the Village of Grafton.

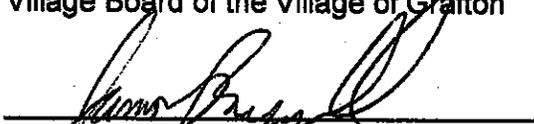
SECTION VI. Severability. If any provision of this ordinance is invalid or unconstitutional, such invalidity or unconstitutionality shall not affect the other provisions or applications of this ordinance which can give effect without the invalid or unconstitutional provisions or applications.

SECTION VI. Effective Date. This ordinance shall take effect and be in force upon passage and posting as required by law.

Approved this 18th day of April, 2006 by the Village Board of the Village of Grafton

Attest:


Teri J. Dylak
Village Clerk


James A. Brunnquell
Village President

Posted:


LEGAL DESCRIPTION OF LANDS TO BE ANNEXED

PART OF THE NORTHWEST 1/4 AND NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 20; PART OF THE SOUTHWEST 1/4 AND SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 17, AND PART OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 18, ALL IN TOWN 10 NORTH, RANGE 22 EAST, TOWN OF GRAFTON, OZAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF THE SOUTHWEST 1/4 OF SAID SECTION 17; THENCE SOUTH 88°53'02" WEST ALONG THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SECTION 18 FOR A DISTANCE OF 50.01 FEET TO A POINT ON THE EAST LINE OF LOT 1 OF CERTIFIED SURVEY MAP NO. 2338, AND THE WEST LINE OF PORT WASHINGTON ROAD; THENCE NORTH 02°00'34" WEST ALONG AFORESAID LINE 84.89 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 413.02 FEET TO A POINT; THENCE NORTH 02°00'34" WEST 380.26 FEET TO A POINT; THENCE SOUTH 87°59'28" WEST 323.00 FEET TO A POINT ON THE EASTERLY LINE OF PORT WASHINGTON ROAD; THENCE SOUTH 02°00'34" EAST ALONG SAID EASTERLY LINE 373.67 FEET TO A POINT; THENCE SOUTH 87°23'08" WEST 90.01 FEET TO A POINT ON THE WESTERLY LINE OF PORT WASHINGTON ROAD, AND THE EASTERLY LINE OF CERTIFIED SURVEY MAP NO. 2338; THENCE NORTH 02°00'34" WEST ALONG SAID EASTERLY LINE 724.90 FEET TO A POINT; THENCE SOUTH 87°59'28" WEST ALONG SAID EASTERLY LINE 20.00 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID EASTERLY LINE 500.00 FEET TO A POINT; THENCE NORTH 87°59'28" EAST ALONG SAID EASTERLY LINE 10.00 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID EASTERLY LINE 30.02 FEET TO A POINT ON THE NORTH LINE OF SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SAID SECTION 18; THENCE NORTH 88°59'23" EAST ALONG SAID NORTH LINE 60.01 FEET TO THE EAST LINE OF SAID SECTION 18; THENCE NORTH 87°18'57" EAST ALONG THE NORTH LINE OF THE SOUTH 1/2 OF THE SOUTHWEST 1/4 OF SECTION 17 FOR A DISTANCE OF 1442.35 FEET TO A POINT ON THE EASTERLY LINE OF USH "43"; THENCE SOUTHEASTERLY 1355.03 FEET ALONG SAID EAST LINE AND THE ARC OF A CURVE WHOSE CENTER LIES TO THE SOUTHWEST, WHOSE RADIUS IS 5854.58 FEET AND WHOSE CHORD BEARS SOUTH 12°31'05" EAST 1352.01 FEET TO A POINT ON THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SECTION 17; THENCE SOUTH 87°23'08" WEST ALONG SAID SOUTH LINE 250.43 FEET TO A POINT ON THE WESTERLY LINE OF USH "43"; THENCE SOUTHEASTERLY 86.89 FEET ALONG SAID WEST LINE AND THE ARC OF A CURVE WHOSE CENTER LIES TO THE SOUTHWEST, WHOSE RADIUS IS 5804.58 FEET AND WHOSE CHORD BEARS SOUTH 05°35'26" EAST 86.89 FEET TO A POINT; THENCE SOUTH 15°05'53" WEST ALONG SAID WEST LINE 103.30 FEET TO A POINT; THENCE SOUTH 01°13'16" WEST ALONG SAID WEST LINE 194.33 FEET TO A POINT; THENCE SOUTH 14°34'30" WEST ALONG SAID WEST LINE 736.94 FEET TO A POINT; THENCE SOUTH 32°08'08" WEST ALONG SAID WEST LINE 139.71 FEET TO A POINT; THENCE SOUTH 62°11'13" WEST 42.87 FEET TO A POINT ON THE NORTH LINE OF STH "60"; THENCE SOUTH 88°42'19" WEST ALONG SAID NORTH LINE 289.63 FEET TO A POINT; THENCE SOUTH 02°33'44" EAST ALONG SAID NORTH LINE 18.03 FEET TO A POINT; THENCE SOUTH 87°31'59" WEST ALONG SAID NORTH LINE 736.04 FEET TO A POINT ON THE EAST LINE OF PORT WASHINGTON ROAD; THENCE NORTH 02°13'43" WEST 1235.30 FEET TO A POINT ON THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 17; THENCE SOUTH 87°23'08" WEST ALONG SAID SOUTH LINE 85.01 FEET TO THE POINT OF BEGINNING.

CONTAINING 3,608,710 SQUARE FEET OR 82.8446 ACRES.

262-781-1000

Fax 262-781-8466 engineering

Fax 262-797-7373 surveying

16745 W. Bluemound Road

Suite 200

Brookfield, WI 53005-5938

Branch Office

Oshkosh, WI

www.nsaee.com

Engineering

Surveying

Technical Services



Village of Grafton

Office of the Village Clerk
1971 Washington Street
P.O. Box 125
Grafton, WI 53024
(262) 375-5300
fax (262) 375-5304
tdylak@village.grafton.wi.us

**VILLAGE OF GRAFTON
STATEMENT OF POPULATION OF ANNEXED AREA**

I, Teri J. Dylak, Village Clerk for the Village of Grafton, Ozaukee County, Wisconsin, DO HEREBY CERTIFY, that the territory described territory herein was detached from the Town of Grafton, Ozaukee County and annexed to the Village of Grafton, pursuant to Sec 66.021 of the Wisconsin Statutes. This was accomplished by an ordinance adopted by the Village Board of the Village of Grafton at a regular meeting held on the 18th day of April, 2006.

I, further certify that said property being annexed to the Village of Grafton includes nine (9) persons as of the date of approval.

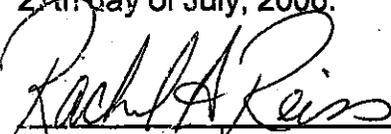
Given under my hand and the Corporate Seal of the Village of Grafton this 27th day of July, 2006.



Teri J. Dylak
Village Clerk

Subscribed before me this

27th day of July, 2006.



Rachel A. Reiss
Notary, Ozaukee County
Wisconsin, USA / Commission Expires: 06/07/2009



Village of Grafton

Office of the Village Clerk
1971 Washington Street
P.O. Box 125
Grafton, WI 53024
(262) 375-5300
fax (262) 375-5304
tdylak@village.grafton.wi.us

CLERK CERTIFICATION

To Whom It May Concern:

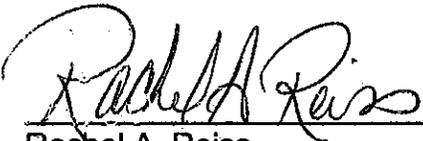
I, Teri J. Dylak, Village Clerk for the Village of Grafton, Ozaukee County, Wisconsin, do hereby certify that the attached copy of Joint Review Board Resolution No. 001, 2006 / Certifying Tax Incremental District No. 5 – Grafton Commons and Adopting the Project Plan, adopted by the Joint Review Board on April 20, 2006, is a true and exact copy of the official Resolution on file in the Office of the Village Clerk, 1971 Washington Street, Village of Grafton, Ozaukee County, WI.

Given under my hand and the Corporate Seal of the Village of Grafton this 17th day of October, 2006.



Teri J. Dylak, CMC
Village Clerk

Subscribed to before me this
17th day of October, 2006.



Rachel A. Reiss
Notary Public
Ozaukee County
Wisconsin, USA

Commission Expires: 06/07/2009

VILLAGE OF GRAFTON

RESOLUTION NO. 001, SERIES 2006

A RESOLUTION OF THE JOINT REVIEW BOARD
CERTIFYING TAX INCREMENTAL DISTRICT NO. 5
GRAFTON COMMONS AND ADOPTING THE PROJECT PLAN

WHEREAS, the Joint Review Board, for Tax Incremental District (TID) No. 5, Grafton Commons, Village of Grafton, Wisconsin, has reviewed the public record, planning documents and Resolution related to the project plan for TID No. 5, Village of Grafton, Wisconsin; and

WHEREAS, the Joint Review Board, for TID No. 5, Village of Grafton, Wisconsin, has received in an open meeting additional information from the Village of Grafton staff regarding the project plan for TID No. 5, Village of Grafton; and

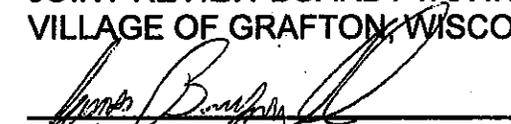
WHEREAS, the Joint Review Board for TID No. 5, Village of Grafton, Wisconsin, is desirous of promoting the redevelopment of the said area known as Grafton Commons.

NOW, THEREFORE BE IT RESOLVED, that the Joint Review Board hereby finds:

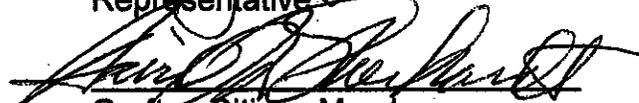
1. The development expected in TID No. 5, Village of Grafton, Wisconsin, would not occur without the use of tax incremental financing;
2. The economic benefits of TID No. 5, Village of Grafton, Wisconsin, as measured by increased employment, business and personal income and property value, are insufficient to compensate for the cost of the necessary improvements;
3. The benefits of the proposal outweigh the anticipated tax increments to be paid by the owners of property in the overlying taxing districts.

Adopted by the Joint Review Board for TID No. 5 this 20th day of April, 2006.

JOINT REVIEW BOARD / TAX INCREMENTAL DISTRICT NO. 5
VILLAGE OF GRAFTON, WISCONSIN

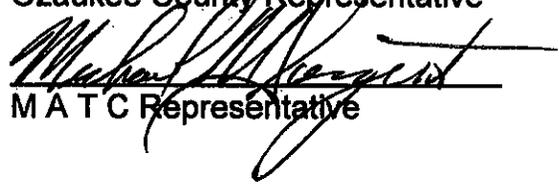

Village of Grafton Representative

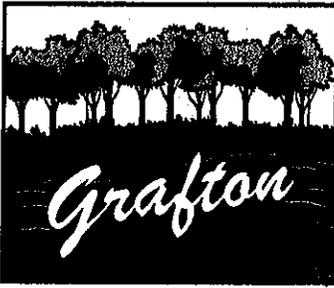

Grafton School District
Representative


Grafton Citizen Member

Attest: 
Teri J. Dylak-Village Clerk


Ozaukee County Representative


M A T C Representative



Village of Grafton

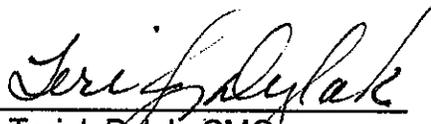
Office of the Village Clerk
1971 Washington Street
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(262) 375-5300
fax (262) 375-5304
tdylak@village.grafton.wi.us

CLERK CERTIFICATION

To Whom It May Concern:

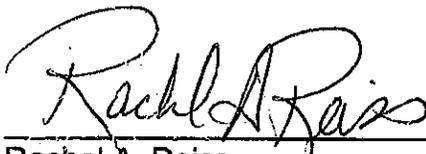
I, Teri J. Dylak, Village Clerk for the Village of Grafton, Ozaukee County, Wisconsin, do hereby certify that the attached copy of Village Board Resolution No. 018, 2006 / Designating the Proposed Boundaries and Approving a Project Plan for Tax Incremental District No. 5 – Grafton Commons, adopted by the Village Board on April 18, 2006, is a true and exact copy of the official Resolution on file in the Office of the Village Clerk, 1971 Washington Street, Village of Grafton, Ozaukee County, WI.

Given under my hand and the Corporate Seal of the Village of Grafton this 17th day of October, 2006.



Teri J. Dylak, CMC
Village Clerk

Subscribed to before me this
17th day of October, 2006.



Rachel A. Reiss
Notary Public
Ozaukee County
Wisconsin, USA

Commission Expires: 06/07/2009

VILLAGE OF GRAFTON

RESOLUTION NO. 018, SERIES 2006

**A RESOLUTION OF THE VILLAGE BOARD DESIGNATING THE PROPOSED BOUNDARIES
AND APPROVING A PROJECT PLAN FOR
TAX INCREMENTAL DISTRICT NO. 5 – GRAFTON COMMONS
GRAFTON, WISCONSIN**

WHEREAS, Section 66.1105 of the Wisconsin Statutes provides the authority and establishes procedures for creating tax incremental districts and approving the project plans; and

WHEREAS, the Plan Commission, after completing preliminary planning work, scheduled, gave public notice of, and on February 28, 2006, held a public hearing wherein interested parties were afforded a reasonable opportunity to express their views on the proposed creation of a tax incremental district, the proposed boundaries and the proposed project plan thereof, in accordance with the procedures specified in the tax increment laws; and

WHEREAS, prior to its publication, a notice of the public hearing was sent to the chief executives of Ozaukee County and the Milwaukee Area Technical College District (the other entities having the power to levy taxes on property located within the proposed District) and the Board of Education of the Grafton School District (the school district which includes property located within the proposed district), in accordance with the procedures specified in the tax increment laws; and

WHEREAS, after said public hearing the Plan Commission designated the boundaries of the proposed tax incremental district and recommended to the Village Board that it create such tax increment district within the area of said boundaries; and

WHEREAS, the Village has determined that the purpose of this tax increment district is to provide the necessary improvements in public infrastructure in order to eliminate blighted or underutilized conditions, with eminent domain being used for public purposes or with eminent domain being used for redevelopment purposes only by mutual consent between the Village of Grafton and the property owner, encourage economic development and redevelopment opportunities, encourage business retention and expansion, create jobs, and diversify tax base within the Grafton Commons; and

WHEREAS, it has been determined that without the creation of Tax Incremental District No. 5 – Grafton Commons, it is unlikely that any significant development within the property at the northeast corner of Port Washington Road and Washington Street will occur; and

WHEREAS, the project plan is in compliance with Sec. 66.1105(4)(f), Wis. Stats, hereto attached, which includes:

TABLE OF CONTENTS:

1. Introduction
2. Statement of Kind, Number and Location of Proposed Public Improvements
3. General Listing of Estimated Project Costs
4. Project Specifics
5. Project Costs Associated with TID No. 5
6. Financing Methods

7. Timetable
8. Economic Impact on the Village; Economic Feasibility Study
9. Promotes the Orderly Development of the Village
10. Proposed Changes of Zoning Ordinances, Master Plan, Map Building Codes and Village Ordinances
11. Statement of Proposed Method for the Relocation of any Persons to be Displaced
12. District Boundaries

APPENDIX A:

- | | |
|-----------|--|
| Exhibit 1 | Financing Plan |
| Exhibit 2 | Boundary Map and Parcel List |
| Exhibit 3 | Legal Description |
| Exhibit 4 | Map Showing Existing Uses and Conditions |
| Exhibit 5 | Map Showing Proposed Improvements and Uses |
| Exhibit 6 | Opinion of Attorney |

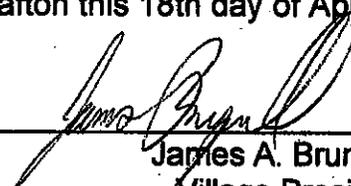
NOW, THEREFORE, BE IT RESOLVED, that the Village Board of the Village of Grafton, hereby creates Tax Incremental District No. 5 – Grafton Commons, Village of Grafton, Ozaukee County, Wisconsin, described in the attached plan.

BE IT FURTHER RESOLVED:

1. That not less than 50 percent of the real property within Tax Incremental District No. 5 – Grafton Commons is blighted or in need of conservation and rehabilitation work within the meaning of Section 66.1137(2m)(b), Wisconsin Statutes; and
2. That the improvements contemplated in Tax Incremental District No. 5 – Grafton Commons, Village of Grafton, will significantly enhance the value of substantially all real property in Tax Incremental District No. 5 – Grafton Commons area; and
3. That the proposed costs relate directly to eliminate blight and directly serve to rehabilitate or conserve the area consistent with the purpose for which the district is created; and
4. The aggregate value of equalized taxable property in Tax Incremental District No. 5 – Grafton Commons does not exceed 12 percent of the total value of equalized taxable property within the Village of Grafton.

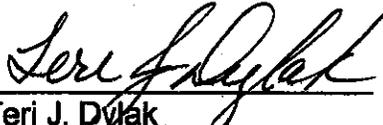
BE IT FURTHER RESOLVED, that the Village Clerk is hereby authorized and directed to certify this Resolution to the members of the Joint Review Board for their review.

Adopted by the Village Board of the Village of Grafton this 18th day of April, 2006.



James A. Brunnuell
Village President

Attest:



Teri J. Dylak
Village Clerk



Village of Grafton

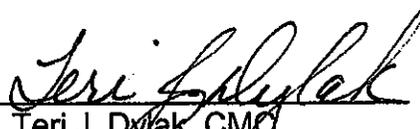
Office of the Village Clerk
1971 Washington Street
P.O. Box 125
Grafton, WI 53024
(262) 375-5300
fax (262) 375-5304
tdylak@village.grafton.wi.us

CLERK CERTIFICATION

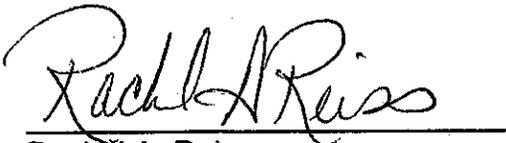
To Whom It May Concern:

I, Teri J. Dylak, Village Clerk for the Village of Grafton, Ozaukee County, Wisconsin, do hereby certify that the attached copy of Plan Commission Resolution No. 001, 2006 / Designating the Proposed Boundaries and Approving a Project Plan for Tax Incremental District No. 5 – Grafton Commons, adopted by the Plan Commission on April 17, 2006, is a true and exact copy of the official Resolution on file in the Office of the Village Clerk, 1971 Washington Street, Village of Grafton, Ozaukee County, WI.

Given under my hand and the Corporate Seal of the Village of Grafton this 17th day of October, 2006.


Teri J. Dylak, CMC
Village Clerk

Subscribed to before me this
17th day of October, 2006.



Rachel A. Reiss
Notary Public
Ozaukee County
Wisconsin, USA

Commission Expires: 06/07/2009

VILLAGE OF GRAFTON

RESOLUTION NO. 001, SERIES 2006

**A RESOLUTION OF THE PLAN COMMISSION DESIGNATING THE PROPOSED
BOUNDARIES AND APPROVING A PROJECT PLAN FOR
TAX INCREMENTAL DISTRICT NO. 5 – GRAFTON COMMONS
GRAFTON, WISCONSIN**

WHEREAS, Section 66.1105 of the Wisconsin Statutes provides the authority and establishes procedures for creating tax incremental districts and approving the project plans; and

WHEREAS, the Plan Commission, after completing preliminary planning work, scheduled, gave public notice of, and on February 28, 2006, held a public hearing wherein interested parties were afforded a reasonable opportunity to express their views on the proposed creation of a tax incremental district, the proposed boundaries and the proposed project plan thereof, in accordance with the procedures specified in the tax increment laws; and

WHEREAS, prior to its publication, a notice of the public hearing was sent to the chief executives of Ozaukee County and the Milwaukee Area Technical College District (the other entities having the power to levy taxes on property located within the proposed District) and the Board of Education of the Grafton School District (the school district which includes property located within the proposed district), in accordance with the procedures specified in the tax increment laws; and

WHEREAS, the Plan Commission, after due consideration following said public hearing, has determined that the creation of a tax increment district within the area described by the boundary description, will provide the Village of Grafton with a viable method of financing the cost of needed public improvements within said area, create incentives and opportunities for private development including new development and the improvement of existing development, which will contribute to the overall development of the Village of Grafton; and

WHEREAS, the Village has determined that the purpose of this tax increment district is to provide the necessary improvements in public infrastructure in order to eliminate blighted or underutilized conditions, encourage economic development and redevelopment opportunities, encourage business retention and expansion, create jobs, and diversity tax base, within the Village of Grafton; and

WHEREAS, it has been determined that without the creation of Tax Increment Finance District No. 5 – Grafton Commons it is unlikely that any significant redevelopment within the Grafton Commons boundary area will occur; and

WHEREAS, the Plan Commission has prepared a project plan in compliance with Sec. 66.1105(4)(f), Wis. Stats, hereto attached, which includes:

Sections:

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APPENDIX A:

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| Exhibit 4 | Map Showing Existing Uses and Conditions ⁴ |
| Exhibit 5 | Map Showing Proposed Improvements and Uses |
| Exhibit 6 | Opinion of Attorne |

WHEREAS, in accordance with the procedures specified in the Tax Increment Law, before the Village Board and Joint Review Board may create any tax increment district, the Plan Commission must designate the boundaries of such district and submit its recommendation concerning the creation of such district to the Village Board.

NOW, THEREFORE, BE IT RESOLVED by the Plan Commission of the Village of Grafton, as follows:

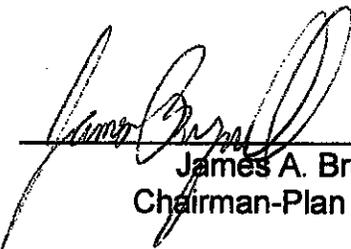
1. That the Plan Commission hereby designates the boundaries specified in the boundary description, attached hereto and known as Exhibit A, and entitled "Redevelopment Project Area and Tax Incremental District 5 – Grafton Commons" and TID No. 5 District Boundary – Project Area", as the boundaries of said Tax Incremental District No. 5 and recommends that the said district be created by the Village Board of the Village of Grafton within the area enclosed by said boundaries.

2. That the Plan Commission hereby adopts such project plan for the Tax Incremental District No. 5 – Grafton Commons, attached hereto and known as Exhibit B, and recommends to the Village Board the approval of such project plan.

3. That the Plan Commission hereby recommends that the Village Board adopt the resolution attached to this resolution as Exhibit C, and entitled A Resolution Creating Tax Incremental Financing District No. 5 – Grafton Commons, Village of Grafton, Wisconsin and Approving a Project Plan for Tax Incremental Financing District No. 5 – Grafton Commons and thereby formally create the district as of January 1, 2006 and approve its project plan in accordance with the provisions of the Tax Increment Law.

4. That the Village Clerk is hereby authorized and directed to provide the Village President, Village Board and Joint Review Board with certified copies of this resolution, upon its adoption by the Plan Commission.

Adopted by the Plan Commission of the Village of Grafton this 17th day of April, 2006.

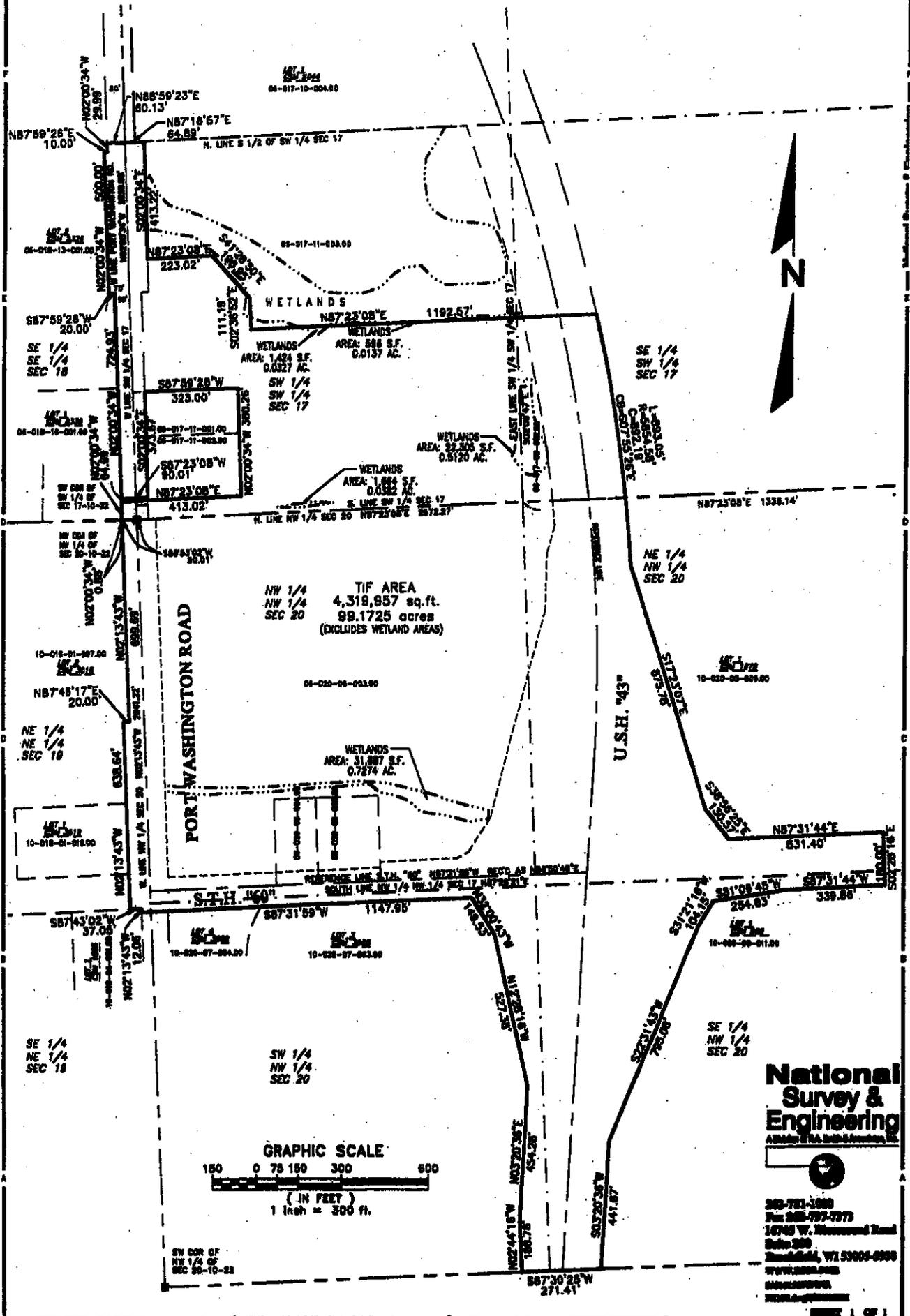


James A. Brunnuell
Chairman-Plan Commission

Attest:



Teri J. Dylak, Village Clerk
Secretary-Plan Commission



National Survey & Engineering
 A Division of N.A. Smith & Associates, Inc.

363-771-1000
 Fax 363-777-7773
 16745 W. Monument Road
 Suite 200
 Brookfield, WI 53005-0908
 www.nse.com
 NSE00000000
 NSE00000000

1 OF 1

LEGAL DESCRIPTION OF LANDS TO BE INCLUDED IN TID

PART OF THE NORTHWEST 1/4, NORTHEAST 1/4, SOUTHWEST 1/4 AND THE SOUTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 20 AND PART OF THE SOUTHEAST 1/4 AND SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 17 AND PART OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 18 AND THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 19, ALL IN TOWN 10 NORTH, RANGE 22 EAST, IN THE TOWN OF GRAFTON, OZAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST 1/4 OF SAID SECTION 20; THENCE SOUTH 88°53'02" WEST ALONG THE NORTH LINE OF THE NORTHEAST 1/4 OF SECTION 19 FOR A DISTANCE OF 50.01 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD AND THE POINT OF BEGINNING OF THE LANDS TO BE DESCRIBED; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 64.69 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 413.02 FEET TO A POINT; THENCE NORTH 02°00'34" WEST 380.26 FEET TO A POINT; THENCE SOUTH 87°59'26" WEST 323.00 FEET TO A POINT ON THE EAST LINE OF PORT WASHINGTON ROAD; THENCE SOUTH 02°00'34" EAST ALONG SAID EAST LINE 373.67 FEET TO A POINT; THENCE SOUTH 87°23'08" WEST 90.01 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 724.93 FEET TO A POINT; THENCE SOUTH 87°59'26" WEST ALONG SAID WEST LINE 20.00 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 500.00 FEET TO A POINT; THENCE NORTH 87°59'26" EAST ALONG SAID WEST LINE 10.00 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 29.99 FEET TO A POINT ON THE NORTH LINE OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 18; THENCE NORTH 88°59'23" EAST ALONG SAID SOUTH LINE 60.13 FEET TO A POINT ON THE WEST LINE OF THE SOUTHWEST 1/4 OF SECTION 17; THENCE NORTH 87°16'57" EAST ALONG THE NORTH LINE OF THE SOUTH 1/4 OF THE SOUTHWEST 1/4 OF SECTION 17 FOR A DISTANCE OF 64.89 FEET TO A POINT; THENCE SOUTH 02°00'34" EAST ALONG THE EAST LINE OF PORT WASHINGTON ROAD 413.22 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 223.02 FEET TO A POINT; THENCE SOUTH 41°28'50" EAST 198.95 FEET TO A POINT; THENCE SOUTH 02°36'52" EAST 111.19 FEET TO A POINT; THENCE NORTH 87°23'08" EAST 1192.57 FEET TO A POINT ON THE EAST LINE OF USH "43"; THENCE SOUTHEASTERLY 893.05 FEET ALONG SAID EAST LINE AND THE ARC OF A CURVE WHOSE CENTER LIES TO THE SOUTHWEST, WHOSE RADIUS IS 5854.58 FEET AND WHOSE CHORD BEARS SOUTH 07°55'26" EAST 892.19 FEET TO A POINT; THENCE SOUTH 17°23'07" EAST ALONG SAID EAST LINE 875.78 FEET TO A POINT; THENCE SOUTH 38°56'25" EAST ALONG SAID EAST LINE 130.57 FEET TO A POINT ON THE NORTH LINE OF STH "60"; THENCE NORTH 87°31'44" EAST ALONG SAID NORTH LINE 531.40 FEET TO A POINT; THENCE SOUTH 02°28'16" EAST 180.00 FEET TO A POINT ON THE NORTH LINE OF STH "60"; THENCE SOUTH 87°31'44" WEST ALONG SAID SOUTH LINE 339.86 FEET TO A POINT; THENCE SOUTH 81°06'45" WEST ALONG SAID SOUTH LINE 254.83 FEET TO A POINT ON THE EAST LINE OF USH "43"; THENCE SOUTH 31°21'16" WEST ALONG SAID EAST LINE 104.15 FEET TO A POINT; THENCE

SOUTH 22°31'43" WEST 795.08 FEET TO A POINT; THENCE SOUTH 03°20'36" WEST ALONG SAID EAST LINE 441.67 FEET TO A POINT ON THE SOUTH LINE OF THE NORTHWEST 1/4 OF SECTION 20; THENCE SOUTH 87°30'25" WEST ALONG SAID SOUTH LINE 271.41 FEET TO A POINT ON THE WEST LINE OF USH "43"; THENCE NORTH 02°44'16" WEST ALONG SAID WEST LINE 188.78 FEET TO A POINT; THENCE NORTH 03°20'36" EAST ALONG SAID WEST LINE 454.28 FEET TO A POINT; THENCE NORTH 12°28'16" WEST ALONG SAID WEST LINE 527.38 FEET TO A POINT; THENCE NORTH 32°00'43" WEST ALONG SAID WEST LINE 149.53 FEET TO A POINT ON THE SOUTH LINE OF STH "60"; THENCE SOUTH 87°31'59" WEST ALONG SAID SOUTH LINE 1147.95 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD; THENCE NORTH 02°13'43" WEST ALONG SAID WEST LINE 12.06 FEET TO A POINT ON THE SOUTH LINE OF STH "60"; THENCE SOUTH 87°43'02" WEST ALONG SAID SOUTH LINE 37.05 FEET TO A POINT ON THE WEST LINE OF PORT WASHINGTON ROAD EXTENDED; THENCE NORTH 02°13'43" WEST ALONG SAID WEST LINE AND ITS EXTENSION 638.64 FEET TO A POINT; THENCE NORTH 87°46'17" EAST ALONG SAID WEST LINE 20.00 FEET TO A POINT; THENCE NORTH 02°13'43" WEST ALONG SAID WEST LINE 699.69 FEET TO A POINT; THENCE NORTH 02°00'34" WEST ALONG SAID WEST LINE 0.88 FEET TO THE POINT OF BEGINNING.

CONTAINING 4,377,633 SQUARE FEET OR 100.4966 ACRES.

EXCEPTING ALL WETLAND AREAS (57,676 SQUARE FEET OR 1.3241 ACRES) FROM THE TIF DISTRICT.

TOTAL TIF AREA: 4,319,957 SQUARE FEET OR 99.1725 ACRES.

PREPARED BY:	ERIC R. STURM, RLS
DATE:	FEBRUARY 27, 2006
SURVEY NO.:	161589