STATE OF ILLINOIS)
)
COUNTY OF DUPAGE)
)
CITY OF NAPERVILLE)

PETITION TO THE CITY OF NAPERVILLE
FOR DEVELOPMENT APPROVAL

THE UNDERSIGNED Petitioner, Karis Critical Member, LLC (hereinafter the "**Petitioner" or "Karis**"), respectfully submits this Petition to the City of Naperville (the "**City**") for approval of (i) a conditional use to allow the operation of a data center on the property legally described on Exhibit A (the "**Property**"); (ii) a variance from Section 6-9-3 of the Naperville Municipal Code of Ordinances (the "**Code**") for a reduction of the required parking for a data center from 211 spaces per building to 60 spaces per building for a Data Center Campus (defined hereafter); (iii) a variance from Section 6-2-12.3 of the Code to permit an increase in the height of the proposed equipment yard screen wall associated with each data center building from 15' to a maximum of 22'; (iv) a variance from Section 6-2-13.4 of the Code to permit an increase in the height of the security fence for the private electrical substation (Phase 2) to a maximum of 8'; and (v) such other relief from the Code as may be deemed necessary and appropriate to develop the Property as set forth herein.

BACKGROUND INFORMATION

1. The Owner of the Property commonly known as 1960 Lucent Lane, Naperville, Illinois 60562 is Franklin 1960 Lucent Lane, LLC, an Illinois limited liability company ("Owner").
2. Owner has submitted separate documentation authorizing Petitioner to seek the relief outlined in this Petition with respect to the Property.
3. Petitioner, having an office located at 2150 Goodlette-Frank Road N, Suite 501,

Naples, Florida 34102, is the contract purchaser of the Property.

4. The Property, which was historically a component of the Nokia Campus, consists of approximately 40-acres of vacant land generally located on the northwest corner of Warrenville Road and Naperville Road in the City of Naperville.
5. The Property is presently zoned in the City's Office, Research, and Light Industry (ORI) District.
6. In 2023, the City passed Ordinance No. 23-091 amending the ORI District regulations ("2023 ORI Amendment").
7. Among other changes, the 2023 ORI Amendment classified data centers as a conditional use in the ORI district.
8. Petitioner seeks a conditional use to permit the use of the Property for a data center.
9. The data center will be comprised of i) one or more buildings used for the warehouse of computer systems and associated components that process and distribute large amounts of data; and ii) a public utility substation (to the extent required for the support of the data center).
10. Petitioner has submitted the appropriate zoning applications together with necessary and appropriate supporting details for approval of the zoning and subdivision relief set forth herein.

SUMMARY OF DEVELOPMENT

The U.S. data center market is a crucial component in the evolution of technology, specifically including the rapid rise of artificial intelligence (AI). Data centers are the backbone to the operation of cloud computing, e-commerce, and global connectivity. Continuous and uninterrupted operation is core to the function of a data center. As such, data centers maintain a

constant employee presence across three daily shifts. Data centers incorporate tiered back-up systems to guarantee continual operation 24 hours a day, 7 days a week, 365 days a year. While data center capacity has grown at an annual rate of approximately 15% a year, growth in the market has been insufficient to meet demand. At the end of 2024, colocation vacancy rates were at an all-time low of 2.6%.

Both state and federal governments have identified the build-out of data center infrastructure as critical priorities. The Biden administration issued an executive order to facilitate the use of federal land for data center infrastructure, a policy the Trump administration has carried forward. In Illinois, Governor Pritzker established the Illinois Data Center Investment Program, a program that positions Illinois as a national leader in the race to attract data centers by offering a competitive edge against other states through robust sales tax incentives. When discussing the program, Governor Pritzker was quoted as saying:

> "In today's world, data centers are as critical a part of our infrastructure as our roads, trains and schools. With this legislation I signed into law, we are welcoming a surge of economic development, labor income, and good union jobs to Illinois – and not just here in the established market of Chicago, but across our whole state."

Fueled by state incentives and the support of the Illinois Department of Commerce and Economic Opportunity (DCEO), Illinois has become one of the top four or five data center markets in the United States. Between 2020 and 2023, DCEO estimates that the State's incentive program attracted $11 billion in total investment. In 2023, the data center industry's total fiscal support to state and local governments was estimated at $1.85 billion.

Karis has developed over $2 billion in cold storage and logistics facilities nationwide. With

access to capital and unique development expertise, Karis Critical was formed to address the growing demand for data center infrastructure and to specifically invest in the land, energy and infrastructure behind the operation of the world's data center ecosystem. Karis seeks to leverage unique local resources, with a City-owned substation located within the industrial zoned Property, to develop a boutique data center campus.

The Property is zoned ORI and located within the I-88 technology and research corridor. The Property is part of a larger parcel (approximately 175 acres) that was originally developed in the 1960's and commonly known as the AT&T Indian Hill Bell Labs campus (the "Bell Labs Campus"). The Bell Labs Campus was originally established for research and development associated with electronic switching systems and printed circuit board fabrication. A long history of storage tanks located on the larger 200-acre campus and associated clean-up activities clearly evidence historic operations consistent with the existing industrial zoning. Improvements to the original campus, which were expanded over time, ultimately grew to more than 1,650,000 square feet of labs and associated office space.

In 2020, Nokia of America Corporation, then the owner of the Bell Labs Campus, sought the City's approval to resubdivide the property. Without approval of the subdivision, Nokia stated that the property is "substantially less marketable and will likely continue to languish as an underperforming asset within the City's tax base." The subdivision created four essential parcels:

- Lot 4. The northern area of the Bell Labs Campus, which became Lot 4, was identified as "undeveloped and economically idle". In association with the subdivision, the City also approved the rezoning of Lot 4 from ORI to R2 with a conditional use for a planned unit development to facilitate redevelopment that "efficiently utilizes the land and is compatible with the surrounding uses." Lot 4

was ultimately acquired by Pulte Home for the development of Naper Commons, a 232 unit mixed-residential development consisting of 161 single family and 66 townhomes. Application materials from Pulte cite the townhomes as an appropriate transition between more intensive use of Naperville Road and the Nokia Campus and the low-density single-family homes at the heart of the project.

- Lot 2. The area at the corner of Warrenville Road and Naperville Road, consisting of approximately 40 acres, became Lot 2 (also referred to herein as the Property). At the time of subdivision, Lot 2 was improved with a 5-story and approximately 600,000 square foot building and two associated parking garages. The original intent was to reposition the 600,000 square foot building on Lot 2 for multi-tenant office space. That plan was ultimately deemed infeasible and the improvements to Lot 2 were demolished in anticipation of redevelopment.
- Lot 3. Lot 3 comprises the area generally located between the Property (Lot 2) and Naper Commons (Lot 4). Lot 3 is improved with an approximately 1,050,000 square foot research and development facility and associated surface parking lots. Nokia has consolidated employees into the Lot 3 building with the "goal to preserve Nokia as a long-term City resident".
- Lot 1. Lot 1 is a small parcel on the west side of the property that was historically improved as an electrical substation for service of the Bell Labs Campus. Lot 1 was subdivided for the purposes of conveying the underlying property to the City of Naperville, merging its interests in the land and improvements to the land. The location of the City of Naperville substation on land that is wholly bound by the Property creates a unique situation which uniquely positions the Property for

development with the Data Center Campus.

In 2023, the City undertook a process to amend the terms of the ORI zoning district. By its terms, Ordinance No. 23-091 states that:

> City Council directed staff to review the City's Zoning Code (title 6 of the Naperville Municipal Code) and prepare an ordinance that provides the City with greater ability to control warehouse, storage, and distribution facilities in the ORI Zoning District to reduce the negative impacts on nearby office and residential neighbors resulting from all day and late night semi-truck traffic, noise, light pollution, and poor visual aesthetics associated with warehouse, storage and distribution facilities (referenced herein after as the "ORI Amendments");

While the City specifically limited warehouse, storage and distribution uses in the ORI District through Ordinance No. 23-091, the City also established new uses, making Life Sciences Facilities a permitted use and Data Centers a conditional use. By approving Data Centers as a conditional use in the ORI District the City has determined that the use is appropriate within the zoning district, but that the use may have unique impacts that should be evaluated on a case-by-case basis.

The initial development and historic use of the Bell Labs Campus, from AT&T, to Lucent Technologies and then Nokia, has all centered around the telecommunications industry. From the initial development of electric switching gear and the fabrication of printed circuit boards facilities to more recent development of 5G technology with Nokia, telecommunications has been a common theme for 60+ years. As part of the property is repositioned for the Data Center Campus, the hardware may be different but the theme of telecommunications and innovation carries forward and is consistent with the underlying zoning of the Property. The proposed data center use of the

Property provides a unique opportunity to maintain a high-tech operation that will drive significant new tax revenue for the City of Naperville. The land uses surrounding the Property are as follows:

- North:
  - City of Naperville ORI - remaining buildings from the Nokia Campus
  - City of Naperville R3 – Naper Commons Townhomes
- East:
  - Village of Lisle O-R (Office Research District)
- South:
  - City of Naperville ORI - Vacant
- West:
  - City of Naperville ORI – Chervon
  - Unincorporated DuPage County R3 – Indian Hill Woods Subdivision

The proposed data center is depicted on the site plan submitted herewith. Petitioner proposes two (2) separate data center buildings (collectively the "Data Center Campus"). The buildings are designed as mirror images of each other. Each building will consist of approximately 211,000 square feet. While the core function of each building is the warehousing of interconnected computer systems, each building will contain an approximately 30,000 square foot office component. The office components are designed as Class-A space that will house critical support personnel for the data center across 3 daily shifts. The office components are strategically oriented to the intersection of Warrenville Road and Naperville Road, a primary point of ingress/egress to the City of Naperville. The office components were designed to provide glass curtain wall with metal panel accenting that wraps two corners of each building to create character that is consistent with other office operations in the corridor.

The Data Center Campus will be developed in two phases. Phase 1 will consist of the building located in the southwest portion of the site ("Phase 1"). Phase 2 will consist of the second building along with an electrical substation ("Phase 2") in support of the building operations. The construction of Phase 2 is dependent on the availability of electric capacity. All of the site improvements comply with the required setbacks and bulk regulations set forth in the ORI district.

Ingress and egress for the Data Center Campus is consolidated at a single point of access on Lucent Lane south of the Phase 1 building. East of Lucent Lane, access to the site will be restricted through a security check point. The location of the check point provides sufficient stacking to avoid traffic conflicts on Lucent Lane. Drive aisles provide circulation around all four sides of each building; however, other points of connection to Lucent Lane or Weatherbee Lane will be limited to egress only or restricted for emergency ingress/egress. A 6' tall security fence will secure the perimeter of the buildings, but is intentionally removed from the public roadway frontage.

The core of the buildings will be constructed of pre-cast concrete, but significant architectural detailing will clearly distinguish the building from a typical industrial building. Aluminum curtain walls and punched window openings create architectural interest along primary facades of the building. The office component oriented to the hard corner of Warrenville Road and Naperville Road provides a signature architectural feature for the building with glass curtain wall, a sloped roof line, and metal paneling that evokes high-end finishes consistent with other office buildings in the I-88 corridor. These high-end finishes are then incorporated across the façade of the building, emphasizing a character that is commensurate with the level of investment and high-tech use of the building. The longer facades oriented to Warrenville Road and Naperville Road incorporate an aluminum curtain wall across the entirety of the base of the building. Punched window openings are located across the top of the building, repeating the rhythm or higher end building components. At the mid-point of the building and the corner opposite the office component, large aluminum curtain walls with metal paneling details provide purely aesthetic enhancement to evoke character consistent with Naperville's vision for the corridor.

The buildings will be approximately 42' in height as measured to the deck of the roof. A

parapet wall will extend to 50’ in height and a fully screened mechanical penthouse will extend approximately 10’ above the parapet wall. The overall building height is well-within the one hundred foot (100’) height limit established for ORI zoned properties in the Code.

A landscape plan has been submitted with the application materials in support of the proposed Data Center Campus. One of the most notable components of the landscape plan is the preservation of the large open landscape areas along both Warrenville Road and Naperville Road. The Phase 1 building maintains a minimum 314’ setback from Warrenville Road. The Phase 2 building maintains a minimum 267’ setback from Warrenville Road. This setback is roughly equivalent to a football field in length. South and east of the primary entrance drive, existing trees and prairie vegetation will be preserved. New shade trees will be installed along the entrance drive with a second layer of trees installed along the foundation of the each building. Between the setback to adjacent right-of-way, preservation of existing landscape, and planned supplemental landscape enhancements, Petitioner is using landscape as a complementary tool to improve the overall aesthetic of the Property.

Petitioner has also incorporated plans for an earthen berm along the south side of Weatherbee Lane. The berm, which will rise approximately 8’ in height, is intended to create a substantial buffer between the proposed Data Center Campus and recently constructed townhomes in Naper Commons. The planting plan for the berm includes a layer of evergreen and ornamental trees on the residential facing side of the berm. This plant material was strategically chosen to provide more of a solid screen on a pedestrian scale. Shade trees will be installed on the Data Center side of the berm. The shade trees will grow more substantial crowns, providing a second layer of screening above and beyond that provided by the evergreen and ornamental trees.

Due to the nature of their operations, all data centers incorporate substantial infrastructure

associated with cooling and back-up power generation. Cooling infrastructure will be located on an elevated rooftop platform. Rooftop cooling infrastructure is screened by an approximately 10' tall masonry parapet wall. Back-up power generation will be provided by a series of generators located in the equipment yard adjacent to the back of each building. Each building, will itself, provide screening of the equipment yard from Warrenville Road and Naperville Road respectively. The screen wall will enclose the perimeter of the equipment yard, providing screening from Lucent Lane, Weatherbee Lane, and from within the Nokia Campus. Notably, generators are used solely in the event of a power outage or for periodic testing to ensure their operation. While the scale of the equipment yard is certainly increasing, it should be noted that the existing Nokia Campus includes both enclosed and unenclosed equipment yards proximate to Lucent Lane and Weatherbee Lane.

CONDITIONAL USE TO ALLOW A DATA CENTER IN THE ORI DISTRICT

a. The establishment, maintenance or operation of the conditional use will not be detrimental to, or endanger the public health, safety and general welfare

The proposed development of the Property as a data center will promote the general welfare of the City. The Property originally developed as a tech campus as early as 1965 when Bell Labs occupied the site and moved its corporate headquarters to Naperville. Since that time, the site has evolved based upon market needs over the years. In 2020, the City approved the Preliminary/Final Plat of Subdivision of Nokia Campus recorded as document number R2020-085330 "Nokia Plat". Along with the Nokia Plat approvals, the City zoned Lot 4 depicted on the Nokia Plat for residential use and the remaining Nokia Campus property remained zoned ORI. The ORI zoning designations established within the Corridor were assigned with the intent to make the Corridor the "Silicon

Valley" of the Midwest and home to large corporate headquarters and tech businesses. [1] However, throughout the years, large corporate campuses have been dismantled and the face of the corridor has evolved accordingly.

The Property was originally improved with a large-scale office structure (approximately 600,000 square feet) uniquely designed for a single tenant, large corporate user. The building set primarily vacant for approximately 25 years before being demolished in 2024. Given prevailing rents, not only in the I-88 corridor but also in the larger Chicago metro region, there is zero market for new suburban office development. In fact, over the last 15 years, there has been exactly one significant new office project in the Chicago suburban market and that building was only 100,000 square feet[2]. Given trends in the market, it's critical that Naperville find new and relevant uses that preserve the integrity of the corridor while maintaining tax and employment bases.

The proposed development of the Property will facilitate substantial investment in the City that will produce new construction jobs, long-term employment opportunities at the facility, and significant new tax revenue streams. The proposed use of the property as a Data Center Campus is generally consistent with historic "technological" uses in the corridor and will be maintaining integrity of the area as a center for large-scale corporate operations.

b. The conditional use will not be injurious to the use and enjoyment of other property in the immediate area for the purposes already permitted, nor substantially diminish and impair property values in the neighborhood.

The proposed development of the Property as a Data Center Campus will not impair the use or enjoyment of other property in the general area. The Property was originally part of a larger 175-acre site that was the home to AT&T Bell Labs, which opened in 1966. Over the last several

[1] https://www.choosedupage.com/not-your-fathers-corridor-the-re-reinvention-of-the-i-88-region/

[2] Chicago Suburban Office Market Report, Newmark, 4Q2024.

years, the corporate campus has been resubdivided to evolve with changing market demographics within the I-88 Corridor. Most recently, the City approved the Naper Commons subdivision in 2020, which included rezoning and a conditional use for a planned unit development for a residential community on 64-acres of what was originally part of the Bell Labs campus. The Property is the last remaining piece from the original corporate campus. The Property is bound by Warrenville Road and Naperville Road, with the I-88 tollway sitting in close proximity just south of the Property. Roadway frontage typically creates value through beneficial means of ingress/egress that is necessary for commercial development. That said, the use is unique and is generally a low traffic generator that will consequently maintain a private access point off Lucent Lane. As such, the Data Center Campus will not interrupt the flow of traffic in this heavily traveled area.

The Property will be developed with one primary point of ingress/egress via West Lucent Lane. Based on Petitioner's extensive experience with development of data center facilities, Petitioner believes that the proposed ingress/egress will sufficiently service the intended use of the Property. Internal to the Property, Petitioner has designed a series of private drive aisles which are essential to the function of security requirements for the Data Center Campus. Necessary and appropriate easements will be granted as necessary to ensure perpetual private rights of access and two (2) additional emergency access points will be reserved along both West Lucent Lane and Weatherbee Lane.

Stormwater management for the Property was originally constructed as a component of the Nokia Campus. The stormwater management on site was provided to accommodate the Nokia Campus, which included multiple interconnected office buildings comprising approximately 1.6 million square feet and served by a combination of parking decks, and surface parking lots. Over

the years, the Nokia Campus has been consolidated and/or redeveloped in segments. Most recently, the City approved the residential subdivision Naper Commons, comprised of 64 acres and developed with its own stormwater management system. Phase 1 of the Data Center campus can be accommodated through existing stormwater facilities. Future development of Phase 2 of the Data Center campus will require minor expansion of stormwater facilities as depicted in the engineering plans.

Public utilities are readily available and will be extended through and across the Property as a component of private project expenses. A new public utility electric substation will be developed, if required, with the future Phase 2 building.

The Property is part of an Industrial district. Zoned ORI, the proposed Data Center Campus represents a low-impact use. It will be developed as a secure facility, focused on internal operation rather than external impacts. Operations will occur within the four walls of the large industrial building that incorporates unique high-end architectural finishes. While the Data Center Campus may be seen in the distance, secluded over 300' north of Warrenville Road and behind an extensive existing tree line, the operation of the facility will have little impact on the use or operation of property near the facility.

The development of a Data Center Campus represents a unique level of investment. Data center developers are attracted to certain locations due to existing utility infrastructure. Still, existing infrastructure is typically insufficient to support the ultimate requirements of a data center (electric load in particular), so development of a data center typically entails significant new private investment in upgrades to utility infrastructure. The ultimate development, which is typically backed by institutional investment, results in uniquely high values within a sub-market. These values bolster revenue stream for local governmental jurisdictions that rely heavily on

property taxes.

c. The establishment of the conditional use will not impede the normal and orderly development and improvement of the adjacent property for uses permitted in the district

The Property is largely isolated. The Property is bound by public right-of-way along three sides and the I-88 tollway sits just south of the Property. The Data Center Campus will be accessed via a secured and gated entrance off West Lucent Lane. In addition, today, there are a significant number of mature trees fronting Warrenville Road. With the Data Center building being situated over 300 feet north of Warrenville Road and behind the existing vegetation, the location and placement of the Data Center Campus creates the private setting that is necessary and desirable for the operations of the Data Center Campus.

The existing stormwater basin and proposed landscape berm along Weatherbee Lane will maintain the private enclave necessary for the Data Center Campus operations and provide an appropriate transition between land uses. Given the context of the Property, the proposed site plan, and additional measures taken by the Petitioner to maintain a secluded environment, the proposed development will not impair the normal and orderly use and improvement of surrounding properties.

d. The establishment of the conditional use is not in conflict with the adopted comprehensive master plan.

The Property is presently zoned and has been historically utilized under an ORI (Office, Research, and Light Industrial) zoning designation within the broader framework of the City's I-88 Corridor. While the I-88 Corridor has historically been limited to major employment type uses (i.e. Bell Labs and BP), the City's Land Use Master Plan contemplates move diversification of land uses as a means of addressing persistent office vacancy. Nevertheless, the City's more recent publication, the Naperville I-88 Corridor Strategy ("Corridor Strategy"), focuses on maintaining the integrity of the I-88 corridor as a jobs engine for the City of Naperville. The Corridor Strategy

identifies established industry clusters which provide a natural framework for future growth. The most well-established cluster in the City of Naperville is Information Technology- an employment cluster that dovetails with the type of jobs created at a Data Center Campus. The Karis Data Center Campus will produce both direct IT employment opportunities and indirect contact opportunities for established IT businesses in the City I-88 Corridor. The proposed Data Center Campus is consistent with the City's long-term vision to grow employment and long-term value in uniquely positioned properties throughout the I-88 Corridor.

ADDITIONAL CONSIDERATIONS UNDER ORDINANCE No. 23-091

1. Property Location. The Property is located at the intersection of Naperville Road and Warrenville Road, just south of Interstate 88 and has been part of the City's I-88 Corridor for the last 60 years. Naperville Road is a principial arterial roadway under the jurisdiction of the DuPage County Division of Transportation and carries an average daily load of approximately 30,000 vehicles. Warrenville Road is an arterial roadway also under the jurisdiction of the DuPage County Division of Transportation and carries an average daily load of approximately 11,000 vehicles. Access to the Property is via Lucent Lane to the west and Weatherbee Lane to the north. Lucent Lane/Freedom Drive is improved with a traffic signal and provides direct access to the Tollway. Weatherbee Lane is also improved with a traffic signal. This existing roadway configuration is commensurate with the historic operation of the Property with an approximately 600,000 sq ft office building and two associated parking garages. The property is uniquely positioned at the intersection of two major thoroughfares and proximate to the tollway, making it a primary candidate for commercial/industrial land

uses consistent with historic operations.

2. Anticipated truck and customer traffic and parking generation. A Traffic Impact Study was prepared by KLOA, Inc. The Traffic Impact Study specifically evaluates the anticipated traffic loads associated with the proposed Data Center Campus. The Traffic Impact Study finds that the proposed Data Center Campus will generate low volumes of traffic, especially when compared to previous uses of the Property as a multi-story office building. The Traffic Impact Study concludes that the roadway system has sufficient reserve capacity to accommodate the traffic generated by the proposed development and that no roadway improvements and/or traffic control modifications are required.
3. Current and proposed roadway capacities. The above referenced Traffic Impact Study concludes that the roadway system has sufficient reserve capacity to accommodate the traffic generated by the proposed development and that no roadway improvements and/or traffic control modifications are required.
4. Site Access. The Proposed Data Center Campus does not materially alter established access for the Property. No modifications are proposed to Naperville Road or Warrenville Road. Limited modifications are required on Weatherbee Lane and Lucent Lane. The Traffic Impact Study finds that the proposed access is appropriate and will not impair the operation of nearby properties.
5. Visibility of the property from major thoroughfares. As outlined above, the proposed Data Center Campus will generally maintain setbacks to major thoroughfares that were established with historic development of the Property. Along Warrenville Road, the proposed Data Center Campus preserves a sizable forested area that has developed over

the last 20 years. Nearer the intersection and extending north along Naperville Road, the proposed Data Center Campus also maintains the sizable stormwater detention basin that provides a native feature and significant open space at the intersection of Naperville Road and Warrenville Road.

Proposed building design. The orientation and design of the buildings emphasize the intersection of Warrenville Road and Naperville Road. The primary office component and significant architectural features are specifically oriented to the intersection, creating a view corridor that is consistent with other significant buildings in the vicinity.

VARIANCE FROM SECTION 6-9-3 TO ALLOW A REDUCTION IN THE REQUIRED PARKING FROM 211 SPACES PER BUILDING TO 60 SPACES PER BUILDING

a. The variance is in harmony with the general purpose and intent of this Title and the adopted comprehensive master plan

The purpose of the City's off-street parking requirements is to ensure adequate parking is provided depending on the intensity of the land use. As such, the City has a schedule of off-street parking requirements illustrating the different levels of parking required based upon land use ranging from residential, to commercial/retail, to industrial uses. Unfortunately, the City has not yet established a parking requirement exclusive to data centers. As such, the City is applying a required parking ratio of 1 parking space per 1,000 square feet of gross floor area of the data center. This yields a requirement of 211 spaces per Data Center building proposed, which vastly exceeds what is necessary to serve the Data Center Campus. By way of background, Data Centers do not operate at a high

capacity. Data centers generally have a low employee-to-building ratio. Petitioner anticipates there will approximately 60 employees per building and not all employees will be working in each building at the same time.

In this instance, each building is expected to be occupied 24 hours a day and 7 days a week over the course of three (3) shifts. The first shift will have two staggering working hours from 7:30AM-4:00PM and 8:00AM-5:00PM ("First Shift"). The second shift will extend from 4:00PM-12:00AM ("Second Shift") and the third shift will extend from 11:30PM to 7:30AM ("Third Shift"). Petitioner expects 25 employees and up to 20 tenant employees occupying the Data Center during the First Shift. There will be between 6-10 employees occupying the Data Center between the Second Shift and Third Shift, respectively. Data center operations typically have a limited number of visitors on site each day. As such, the demand for parking is driven by the number of employees. Assuming each employee drives themselves to work at the Data Center Campus, we can reasonably assume the Petitioner should provide a minimum one parking space per employee. Considering the worst case scenario of the most occupants in a building during the First Shift (approximately 45 people) and any overlap between shifts, the proposed configuration of 60 spaces per building is more than adequate to serve each building within the Data Center Campus.

Notwithstanding the foregoing, Petitioner also proposes to land bank additional parking between the Phase 1 and Phase 2 buildings, which can accommodate up to 114 additional parking spaces. Should additional parking be necessary for the operations of the Data Center, Petitioner would agree to install additional parking in the area depicted on the site plan.

b. Strict enforcement of this Title would result in practical difficulties or impose exceptional hardships due to special and unusual conditions which are not generally found on other properties in the same zoning district

Strict enforcement of this Title would result in practical difficulties because this Title does not provide a parking requirement applicable to data centers. As such, the variance is derived from a subjective interpretation that does not take into account the practical day-to-day operations of a Data Center. Granting the relief will allow the Petitioner to provide adequate parking in excess of what will realistically be used, which number is derived from the historic operations of data centers and Petitioner's other successful data center projects across the country. To ensure there is no shortfall in parking, Petitioner has agreed to land bank 114 parking stalls located in the area between the Phase 1 and Phase 2 buildings. Should 60 parking spaces per building prove to not be adequate to serve the Data Center Campus, Petitioner will install additional parking as depicted on the site plan on an as-needed basis.

c. The variance, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property

The variance will not alter the essential character of the neighborhood. The Property has been historically zoned ORI. Until recently, the Property was improved with approximately 600,000 square feet of office space, with two associated parking decks and surface parking. Accordingly, the Property has historically been improved for very intensive use.

The proposed Data Center Campus represents a significant reduction in intensity of use. In fact, the redevelopment of the Property will result in a net reduction of impervious area. While Petitioner could build excess parking supply, it is neither beneficial to the project, the environment, or the surrounding neighborhood. In the event that additional parking was required based on actual use of the Property, Petitioner has responsibly land banked area to be designated for expansion of the available parking supply.

VARIANCE FROM SECTION 6-2-12.3 OF THE CODE TO PERMIT AN INCREASE IN THE HEIGHT OF THE PROPOSED EQUIPMENT YARD SCREEN WALL FROM 15' TO A MAXIMUM OF 22'

a. The variance is in harmony with the general purpose and intent of this Title and the adopted comprehensive master plan

The Code provides that walls which enclose outside storage shall be a minimum of six feet and a maximum of fifteen feet in height. The Code seeks to balance the interest in screening outdoor equipment with the scale or compatibility of the surrounding built context. Here, Petitioner proposes a twenty-two foot screen wall around the perimeter of the equipment yard located off the back of each data center building. Each data center building will be fifty to sixty feet to the top of the parapet wall. The proposed screen wall is designed as an integrated component of the overall building design, using building materials, colors, and a height that both screen mechanical equipment and is a complement to the architectural design of the building. To this end, the proposed screen wall is in harmony with the general purpose and intent of the Zoning Ordinance and the City's Comprehensive Plan.

b. Strict enforcement of this Title would result in practical difficulties or impose exceptional hardships due to special and unusual conditions which are not generally found on other properties in the same zoning district

Strict enforcement of this Title would impose exceptional hardships due to unusual conditions which are unique to the operation of a data center. Most buildings in the City's I-88 corridor, be they industrial or office in nature, utilize one or more generators for the purpose of providing back-up power for the building. A data center has unique power requirements, both in terms of total power consumed and its guarantee of continuous power to support building operations. As a result of a data center's unique power requirements, the scale and operation of

back-up generators is unique to other uses in the zoning district. Petitioner's proposed screen wall, which exceed the height permitted under the Code, is specifically intended to mitigate potential issues surrounding the operation of generators that are required to meet the data center's power requirements.

c. The variance, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property

The variance will not alter the essential character of the neighborhood. The Property has been historically zoned ORI. Until recently, the Property was improved with a 5-story approximately 600,000 square feet of office space, with two associated parking decks and surface parking. Petitioner's proposed redevelopment and use of the property is significantly less intensive than the historic use of the Property. A variance to increase the height of the screening wall from fifteen feet to twenty-two feet will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. Much to the contrary, Petitioner believes that the proposed screening wall will directly benefit adjacent properties by providing better screening/treatment of outdoor elements associated with the operation of the data center.

VARIANCE FROM SECTION 6-2-13.4 OF THE CODE TO PERMIT AN INCREASE IN THE HEIGHT OF THE SECURITY FENCE FOR THE PRIVATE ELECTRICAL SUBSTATION FROM 6' TO A MAXIMUM OF 8'

a. The variance is in harmony with the general purpose and intent of this Title and the adopted comprehensive master plan

The City has seemingly contradictory provisions regulating fencing in an industrial zoning district. Under Section 6-2-12.3 of the Code, fences in an Industrial District may extend up to fifteen feet in height. Petitioner's plans incorporate a Code-complaint, eight foot metal picket fence that will secure the perimeter of the Data Center Campus. Petitioner

has included a specification for the proposed fence with the submittal materials. However, under the City's Code, Section 6-2-12.4 provides that fences associated with public or private utility facilities shall not exceed a height of six feet. Consistent with the design of the balance of the Data Center Campus, Petitioner seeks to maintain a minimum height of eight feet for the security fence around the perimeter of the private utility facility. Petitioner believes that maintaining a consistent eight foot tall fence around the Data Center Campus, including that part of the property utilized for private utility facilities, is in harmony with the intent of the underlying Code provisions.

b. Strict enforcement of this Title would result in practical difficulties or impose exceptional hardships due to special and unusual conditions which are not generally found on other properties in the same zoning district

Data centers are unique uses within an industrial district due to power requirement. Many data center campuses require individual electrical substations dedicated to the operation of the data center campus. In this case, strict enforcement of the City Code would result in practical difficulties associated with the development and ongoing security of the Data Center Campus. If the variance to permit an eight foot fence around the perimeter of the electrical substation is not granted, the Data Center Campus would be developed with two different fence specifications - an eight foot fence around the majority of the campus and a six foot fence around the electrical substation. This creates an absurd result. The data center operation has two layers of security - the perimeter security fence and restricted access to the building. The electrical substation, which will contain millions of dollars of infrastructure, has but a single layer of protection - the perimeter security fence. Petitioner believes that it is necessary and appropriate to extend the eight foot security fence around the perimeter of the electrical substation. Aside from the substation representing millions of dollars in infrastructure investment, the electrical substation will house

uniquely dangerous equipment which should emphasize the need for greater security associated therewith.

c. The variance, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property

The variance will not alter the essential character of the neighborhood. In the ORI District, fences are permitted up to a maximum of fifteen feet. As such, Petitioner could install a fifteen-foot fence around the perimeter of the Property. While Petitioner has no intention of doing so, it is legally permissible. If a fifteen foot fence is permissible around the perimeter of the Property, Petitioner's request to install an eight foot fence around the perimeter of the electrical substation will not alter the character of the neighborhood or be a substantial detriment to adjacent property.

WHEREFORE, by reason of the foregoing, the undersigned Petitioner requests approval of: (i) a conditional use to allow the operation of a data center on the Property; (ii) a variance from Section 6-9-3 of the Code for a reduction of the required parking for a data center from 211 spaces per building to 60 spaces per building; (iii) a variance from Section 6-2-12.3 of the Code to permit an increase in the height of the proposed equipment yard screen wall from 15' to a maximum of 22'; (iv) a variance from Section 6-2-13.4 of the Code to permit an increase in the height of the security fence for the private electrical substation to a maximum of 8'; and (v) such other relief from the Code as may be deemed necessary and appropriate to develop the Property as set forth herein.

RESPECTFULLY SUBMITTED this 27th day of August, 2025.

PETITIONER:

KARIS CRITICAL MEMBER, LLC

Rosanova & Whitaker, Ltd.
Attorney for the Petitioner

EXHIBIT A
LEGAL DESCRIPTION – THE "PROPERTY"

LOT 2 IN THE NOKIA CAMPUS SUBDIVISION, BEING A SUBDIVISION IN PART OF THE NORTH HALF OF SECTION 5, TOWNSHIP 38 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN AND THE SOUTH HALF OF SECTION 32, TOWNSHIP 39 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED AUGUST 6, 2020 AS DOCUMENT NO. R2020-85330, CERTIFICATE OF CORRECTION RECORDED JANUARY 28, 2022 AS DOCUMENT NO. R2022-10489, IN DUPAGE COUNTY, ILLINOIS, EXCEPTING ANY PART DEDICATED IN THE PLAT OF DEDICATION RECORDED JULY 30, 2021 AS DOCUMENT NO. R2021-115129.

Commonly known as: **1960 Lucent Lane, Naperville, IL 60563**

PIN: 08-05-207-037