

EXHIBIT A TO PETITION FOR DEVELOPMENT APPROVAL

BRIXMOR HOLDINGS 6 SPE, LLC

DESCRIPTION OF CASE

(REVISED IN RESPONSE TO OCTOBER 23, 2019 CITY COMMENTS)

THE APPLICANT

Brixmor Holdings 6 SPE, LLC, a Delaware limited liability company (the “Applicant”), is owner of the shopping mall commonly known as Westridge Court, 204 Illinois Route 59, Naperville, Illinois (the “Property”). The Applicant makes this application for approval of certain signage variances, all as described in greater detail below.

THE PROPERTY

The Property is an approximately 49.65 acre L-shaped parcel with frontage on Illinois Route 59, Aurora Road and Jefferson Avenue. The Property includes approximately 473,398 gross square feet of in-line retail and out parcel space with multiple points of access from all three right of way frontages. It is zoned B2 Community Shopping District. The Applicant currently has a petition pending with the City to subdivide the Property into six lots of record. The petition also includes requests for parking, floor area ratio and loading variances. Notwithstanding the division of the Property, the Applicant intends to record a blanket reciprocal easement agreement (the “REA”) to ensure that the Property will continue to function as a cohesive retail center with potentially multiple owners. The REA will address basic operational issues such as, but not limited to, shared parking, access, drainage, and utility easements.

PROPOSED SIGNAGE

In order to identify tenants on the Property, there is an existing ground sign located at the southern principal entrance to the shopping center (the “South Sign”) which is currently legal, non-conforming as to height, sign area, electronic message board area and property setback. The Applicant intends to maintain the current location of the South Sign, but it will refurbish the sign so that its style and appearance are consistent with the North Sign, as discussed below. The proposed work to the South Sign includes covering the existing brick base with a more modern stone face, enlarging and upgrading the tenant cabinet to identify more tenants, the addition of energy efficient, LED backlighting, the addition of new, channel letter, back lit center identification and enhanced landscaping at the base. The updated South Sign will be 32 feet in height from base to top of the structure. The stone base of the South Sign will be between 3 to 10 feet in height and 19 feet at its widest point at grade. The tenant identification and shopping center components of the South Sign will be approximately 27 feet in height and about 14 feet in width. The shopping center identification portion of the South Sign will be 29.5 square feet and the tenant identification portion will be 318 square feet for a total, single face area of 348 square feet.

The Applicant also proposes a new, second ground sign at the northwest corner of the Property (the “North Sign”). The North Sign will include the same design elements as the South Sign.

The height will be the same (i.e., 32 feet) except that stone base will be 10 feet in height and then 22 feet of shopping center and tenant identification signage. The South Sign will have 29.5 square feet of shopping center identification and 226.50 square feet of tenant identification for a total, single sign face area of 256 square feet.

It is worth noting that there had historically been a ground sign which was similar in appearance and size to the South Sign and which was located close to the proposed location of the North Sign. The Illinois Department of Transportation, however, condemned a portion of the Applicant's property, which included the ground sign, as part of an effort to widen State Route 59. For reference, attached hereto are photos of the sign that was removed in connection with the condemnation.

In addition to the North Sign and the South Sign, the Applicant has two ground signs on Aurora Avenue (the "East Aurora Sign" and the "West Aurora Sign"). The Applicant does not propose to make any changes to the East Aurora Sign or the West Aurora Sign.

PROPOSED ZONING VARIANCES

The Applicant seeks the following zoning variances with respect to the North Sign:

1. An increase in the maximum sign area to 256 square feet instead of the maximum 90 square feet.
2. An increase in the maximum sign height to 32 feet instead of the maximum 10 feet.
3. A reduction in the minimum setback from a major arterial street to 5.23 feet instead of the required 10 feet;
4. A reduction in the minimum setback from an interior property line to 18.36 feet instead of the required 40 feet; and
5. To allow the North Sign to function as an off premise sign to identify uses on proposed interior lots.

The Applicant seeks the following zoning variances with respect to the South Sign:

1. An increase in the maximum sign area for the South Sign to 347.50 square feet instead of the maximum 90 square feet.
2. An increase in the maximum sign height for the South Sign to 32 feet instead of the maximum 10 feet.
3. An increase in the maximum percentage that a changeable sign may occupy relative to overall maximum sign area of a ground sign from 50% to 140%; and
4. To allow the South Sign to function as an off premise sign to identify uses on proposed interior lots.

The Applicant also seeks a variance with respect to the East Aurora Sign to allow it to function as an off premise sign to identify uses on proposed interior lots.

Finally, the Applicant seeks a variance with respect to the West Aurora Sign to allow it to function as an off premise sign to identify uses on proposed interior lots.

ADHERENCE TO ZONING VARIANCE STANDARDS FOR NORTH SIGN

A. Increase in Maximum Sign Area

The requested variance for the North Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the “Zoning Ordinance”). Section 6-2-1 of the Zoning Ordinance provides that this section of the City’s Municipal Code was adopted with the purpose and intent of “improving and protecting the public health, safety, comfort, convenience and general welfare of the people” of the City of Naperville. The larger, taller sign promotes the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger, more visible sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the larger signage promotes the general welfare of the City’s residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City’s Comprehensive Master Plan for the Northwest Sector (the “Plan”). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical

to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora, directly across the street where signage standards are much less restrictive.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. An additional consideration is that the Applicant is attempting to site a sign in an already built environment as compared to a new development. Numerous existing site conditions constrain the Applicant's options as to the location of the sign. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the Applicant had a sign that was similar in size and design on the northern end of the center for many years, but the sign was lost as a result of a condemnation action. Finally, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

Finally, it is worth noting that as a result of the Applicant's subdivision of the Property, it could have three smaller ground signs along the Illinois Route 59 frontage. The allowance of two larger signs, however, will allow for the consolidation of signage area and reduce the overall number of signs along the right of way frontage.

B. Increase in Maximum Sign Height

The requested variance for the North Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. The larger, taller sign promotes the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger,

more visible sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the larger signage promotes the general welfare of the City's residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora, directly across the street where signage standards are much less restrictive.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. An additional consideration is that the Applicant is attempting to site sign in an already built environment as compared to a new development. Numerous existing site conditions constrain the Applicant's options as to the location of the sign. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the Applicant had a sign that was similar in size and design on the northern end of the center for many years, but the sign was lost as a result of a condemnation action. Finally, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

Finally, it is worth noting that as a result of the Applicant's subdivision of the Property, it could have three smaller ground signs along the Illinois Route 59 frontage. The allowance of two larger signs, however, will allow for the consolidation of signage area and reduce the overall number of signs along the right of way frontage.

C. Reduction in Minimum Setback (Arterial Street)

The requested variance for the North Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. The larger, taller sign, which is proximate to the right of way, promotes the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger, more visible sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the signage promotes the general welfare of the City's residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora, directly across the street where signage standards are much less restrictive.

Site conditions also create a hardship for the Applicant. If the Applicant were to adhere to the required setback, it would encroach on a drive aisle that services its parking lot as well as a point of access to the property to the north which is owned by an unrelated party. In addition, there are substantial underground electric utilities located within that drive aisle. The costs of engineering and relocating the electric lines would be substantial.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. The Applicant is attempting to locate a sign in an already built environment as compared to a new development. Numerous existing site conditions constrain the Applicant's options as to the location of the sign. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the Applicant had a sign that was similar in size and design on the northern end of the center for many years, but the sign was lost as a result of a condemnation action. Finally, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size and proximity to the right of way are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

D. Reduction in Minimum Setback (Interior Lot Line)

The requested variance for the North Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the “Zoning Ordinance”). Section 6-2-1 of the Zoning Ordinance provides that this section of the City’s Municipal Code was adopted with the purpose and intent of “improving and protecting the public health, safety, comfort, convenience and general welfare of the people” of the City of Naperville. Signs which are close to entrances to the shopping center promote the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger, more visible sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, conveniently located sign promotes the general welfare of the City’s residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City’s Comprehensive Master Plan for the Northwest Sector (the “Plan”). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive.

Similarly, with respect to the requested interior lot line set back relief, the Applicant’s ability to site the sign is constrained by existing site conditions. First, locating the sign further south would necessarily eliminate a number of parking spaces. More importantly, the sign and the

attendant required landscaping would interfere with a north south drive aisle which in turn could result in the loss of more parking spaces. This interference would also result in very inefficient traffic movements in this part of the shopping center.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. An additional consideration is that the Applicant is attempting to site a sign in an already built environment as compared to a new development. Numerous existing site conditions constrain the Applicant's options as to the location of the sign. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the Applicant had a sign that was similar in size and design on the northern end of the center for many years, but the sign was lost as a result of a condemnation action. Finally, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

E. Operation as Off Premise Signage

The requested variance for the North Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. Signs which identify tenants across an entire shopping center promote the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the larger signage promotes the general welfare of the City's residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify

commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. An additional consideration is that the Applicant is attempting to site a sign in an already built environment as compared to a new development. Finally, the request arises only because the Applicant seeks to subdivide in order to promote redevelopment and possible disposition of certain lots. In the absence of this effort to shore up the success of the shopping, no request for off premise signage would be needed. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the Applicant had a sign that was similar in size and design on the northern end of the center for many years, but the sign was lost as a result of a condemnation action. Finally, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

ADHERENCE TO ZONING VARIANCE STANDARDS FOR SOUTH SIGN

A. Increase in Maximum Sign Area

The requested sign variance for the South Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the “Zoning Ordinance”). Section 6-2-1 of the Zoning Ordinance provides that this section of the City’s Municipal Code was adopted with the purpose and intent of “improving and protecting the public health, safety, comfort, convenience and general welfare of the people” of the City of Naperville. The larger, taller sign promotes the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger, more visible sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the larger signage promotes the general welfare of the City’s residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City’s Comprehensive Master Plan for the Northwest Sector (the “Plan”). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical

to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. A compounding factor is that the Applicant is attempting to site a sign in an already built environment as compared to a new development. Numerous existing site conditions constrain the Applicant's options as to the location of the signs. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the South Sign has been in place for many years and is undergoing a refurbishment which will only enhance its appearance. In addition, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

Finally, it is worth noting that as a result of the Applicant's subdivision of the Property, it could have three smaller ground signs along the Illinois Route 59 frontage. The allowance of two larger signs, however, will allow for the consolidation of signage area and reduce the overall number of signs along the right of way frontage.

B. Increase in Maximum Sign Height

The requested sign variance for the South Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. The larger, taller sign promotes the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger, more visible sign also affords greater convenience for drivers as they seek out individual retailers

in a very crowded and fast moving environment. Finally, the larger signage promotes the general welfare of the City's residents by creating a greater opportunity for shoppers to patronize tenants in the City, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. A compounding factor is that the Applicant is attempting to site a sign in an already built environment as compared to a new development. Numerous existing site conditions constrain the Applicant's options as to the location of the sign. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the South Sign has been in place for many years and is undergoing a refurbishment which will only enhance its appearance. In addition, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

Finally, it is worth noting that as a result of the Applicant's subdivision of the Property, it could have three smaller ground signs along the Illinois Route 59 frontage. The allowance of two larger signs, however, will allow for the consolidation of signage area and reduce the overall number of signs along the right of way frontage.

C. Increase in Area for Changeable Sign

The requested sign variance for the South Sign meet the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. The larger area for changeable signage promotes the safety and convenience of the citizens of Naperville. The changeable signage is for the benefit of the movie theater on the Property. The movie theater has little to no visibility from Route 59 since it is set so far back from the right of way. By clearly identifying the theater and its offerings, it is easier for drivers to locate the theater without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The larger, more visible sign also affords greater convenience for drivers as they seek out the theater in a very crowded and fast moving environment. Finally, the larger signage promotes the general welfare of the City's residents by creating a greater opportunity for increased theater patrons, thus increasing tax revenue, rather than driving to other theaters outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center, particularly a theater with little street visibility, and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers and tenants within those shopping centers face an increasingly competitive market. There is also a lot of competition for consumers' discretionary entertainment spending given the many options to view movies these days. The Applicant, and more particularly the tenant, face the hardship of attracting and retaining customers in a highly competitive entertainment environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet tenant demands for strong business identification opportunities, it risks losing those tenants.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. The layout of the shopping center and the location of the theater tenant is such that the theater tenant has very little visibility from the street. Thus, the hardships faced by the Applicant and its tenant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the South Sign, including the changing image sign, has been in place for many years and is undergoing a refurbishment which will only enhance its appearance. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

D. Operation as Off Premise Sign

The requested sign variance for the South Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. Signs which identify tenants across an entire shopping center promote the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other

drivers at risk. The sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the signage promotes the general welfare of the City's residents by creating a greater opportunity for shoppers to patronize tenants in the shopping center, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. An additional consideration is that the Applicant is attempting to site a sign in an already built environment as compared to a new development. Finally, the request arises only because the Applicant seeks to subdivide in order to promote redevelopment and possible disposition of certain lots. In the absence of this effort to shore up the success of the shopping, no request for off premise signage would be needed. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the South Sign has been in place for many years. The Applicant's rehab and upgrading of the sign will only improve the appearance of the surrounding area. In addition, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for the Fox Valley Mall and Yorkshire Shopping Plaza. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

ADHERENCE TO ZONING VARIANCE STANDARDS FOR THE EAST AURORA SIGN

The requested sign variance (operation as an off premise sign) for the East Aurora Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the "Zoning Ordinance"). Section 6-2-1 of the Zoning Ordinance provides that this section of the City's Municipal Code was adopted with the purpose and intent of "improving and protecting the public health, safety, comfort, convenience and general welfare of the people" of the City of Naperville. Signs which identify tenants across an entire shopping center promote the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the signage promotes the general welfare of the City's residents by creating a greater opportunity for shoppers to patronize tenants in the shopping center, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City's Comprehensive Master Plan for the Northwest Sector (the "Plan"). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive. It is particularly important for customers using Aurora Avenue to be able to identify tenants within the shopping center.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. An additional consideration is that the request arises only because the Applicant seeks to subdivide in order to promote redevelopment and possible disposition of certain lots. In the absence of this effort to shore up the success of the shopping, no request for off premise signage would be needed. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. The East Aurora Sign has been in place for many years. The Applicant's rehab and upgrading of the sign will only improve the appearance of the surrounding area. In addition, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for other retailers. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.

ADHERENCE TO ZONING VARIANCE STANDARDS FOR THE WEST AURORA SIGN

The requested sign variance (operation as an off premise sign) for the West Aurora Sign meets the applicable standards set forth in Section 6-3-6:2 of the City of Naperville Municipal Code as follows:

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

The proposed variance is in harmony with the general purposes and intent of the City of Naperville Zoning Ordinance (the “Zoning Ordinance”). Section 6-2-1 of the Zoning Ordinance provides that this section of the City’s Municipal Code was adopted with the purpose and intent of “improving and protecting the public health, safety, comfort, convenience and general welfare of the people” of the City of Naperville. Signs which identify tenants across an entire shopping center promote the safety and convenience of the citizens of Naperville. By clearly identifying the tenants in the shopping center, it is easier for drivers to locate certain retailers without the hazard of slowing down considerably or making last minute lane changes which also put other drivers at risk. The sign also affords greater convenience for drivers as they seek out individual retailers in a very crowded and fast moving environment. Finally, the signage promotes the general welfare of the City’s residents by creating a greater opportunity for shoppers to patronize tenants in the shopping center, thus increasing sales tax revenue, rather than driving to other destinations outside of the City.

In addition, the proposed variance is in harmony with the City’s Comprehensive Master Plan for the Northwest Sector (the “Plan”). At the time that the Plan was adopted in 1996, the Westridge Court shopping center had been developed on the Property. The Plan sought to further solidify commercial and mixed use development along Illinois Route 59. By allowing signage which permits easy identification of businesses in the shopping center and ensures their long-term and sustained viability, the City promotes this core purpose of the Plan – solidifying commercial developments along Illinois Route 59.

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; and

The Applicant faces a significant hardship if the City strictly enforced the Zoning Ordinance. It is well known that owners of large shopping centers, such as the Applicant, face an increasingly competitive market. Many shopping center owners face increasing vacancies as tenants consolidate locations, go out of business or reduce their footprint. In general, there is a lot of retail space that is competing for a shrinking pool of tenants. There is also a lot of competition from on line shopping options. In short, the Applicant faces the hardship of attracting and retaining tenants in a rapidly shifting and highly competitive retail environment.

When deciding to sign a new lease or renew an existing lease, tenants carefully scrutinize which locations best position their businesses to be successful. A significant factor in success is the

ability to draw customers to their stores. Signage which allows for easy identification is critical to drawing those customers. If the applicant is unable to meet these tenant demands for strong business identification opportunities, it risks losing those tenants, particularly to the City of Aurora directly across the street where signage standards are much less restrictive. It is particularly important for customers using Aurora Avenue to be able to identify tenants within the shopping center.

Moreover, these hardships are unique to the Property and not generally applicable to other properties with the same zoning classification. While the retail market's difficult conditions are widespread, they are acute for owners of large shopping centers, particularly one that is almost 50 acres in size and has almost 475,000 square feet of retail space. The City certainly has other properties with the B2 Community Shopping District zoning classification, but the challenges facing the Applicant are exponentially magnified. An additional consideration is that the Applicant seeks to subdivide in order to promote redevelopment and possible disposition of certain lots. In the absence of this effort to shore up the success of the shopping, no request for off premise signage would be needed. Thus, the hardships faced by the Applicant are not generally applicable to similarly zoned properties.

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, if granted, will not alter the essential character of the neighborhood and will not be a substantial detriment to adjacent property. As noted, the South Sign has been in place for many years. The Applicant's rehab and upgrading of the sign will only improve the appearance of the surrounding area. In addition, Illinois Route 59 is and will continue to be a strong retail and commercial corridor. Signs of similar size are already located on the west side of Illinois Route 59 for other retailers. Accordingly, if the variance is granted, it will be very much in keeping with the character of the area and will not adversely impact nearby properties.