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David Franchina

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17048-13-060



October 21, 2013

Christopher S. Walker
D 704.331.7515
F 704.353.3215
chris.walker@klgates.com

Via E-Mail/Hard Copy to Follow via FedEx

Mr. Bruce Nicholson
Program Manager
North Carolina Brownfields Program
217 W. Jones Street
Raleigh, North Carolina 27603

Re: Brownfields Property Application
Former Carolinas Auto Supply Warehouse Brownfields
Trade & Graham Associates, LLC
430 W. 4th Street and 427 W. Trade Street, Charlotte, Mecklenburg County

Dear Mr. Nicholson:

I am enclosing a Brownfields Property Application for Prospective Developer Trade & Graham Associates, LLC, which is seeking to buy the referenced properties as a Prospective Developer under the North Carolina Brownfields Program. As noted in the Application, financial information to demonstrate that Prospective Developer has the financial means to fully implement a Brownfields agreement and assure the safe reuse of the property will be submitted under separate cover pursuant to a request for confidential treatment.

I am also enclosing a Fee Consent Document executed by Prospective Developer and a check for \$30,000.00 for the Redevelopment Now Option for the referenced Brownfields project. There are significant time pressures for this project, and thus we are submitting the Fee Consent Document and check with the Application.

We look forward to working with you on another great project. Please contact me if you have any questions or concerns.

Sincerely,


Christopher S. Walker

Enclosures

cc: James M. Dulin (via e-mail and w/ enclosures)
David A. Franchina, Esq. (via e-mail and w/ enclosures)

LOE 11/05/13
23

17048-13-060
Carolina Auto

North Carolina Brownfields Program
Redevelopment Now Option Pilot

Fee Consent Document

I, the undersigned, am the authorized agent of Trade & Graham Associates, LLC ("Prospective Developer"), who the North Carolina Brownfields Program ("Program") has determined to be eligible to seek to engage in the brownfields process regarding a property and project that the Program has also determined to be eligible. *See* N.C.G.S. 130A-310.30, *et seq.* The property is known as the Carolinas Auto Supply Warehouse site and is located at 430 W. 4th Street and 427 W. Trade Street, Charlotte, Mecklenburg County, North Carolina. Prospective Developer is herewith paying a \$30,000.00 fee to the Program, by check payable to "DENR," in satisfaction of a Prospective Developer's obligations under N.C.G.S. 130A-310.39(a). Prospective Developer understands that payment of this fee entitles Prospective Developer to expedited Program review of technical documents and processing of a draft Brownfields Agreement and ancillary documents regarding the project in question. Prospective Developer further understands that payment of this fee in no way guarantees successful completion of the brownfields process regarding the project.

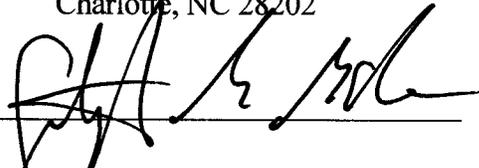
I understand that, pursuant to payment of the fees, the Program shall handle the subject project under the Program's expedited processing provisions, with appropriate staff resources, so long as Prospective Developer is engaging in the process in good faith and complying with the Program's procedures.

Should the Program determine that the resources required to complete the brownfields process in regard to the subject project ever exceed the fee set forth herein due to unforeseen technical, administrative, or regulatory complexities, the Program may (1) remove the project from the expedited processing program and return it to standard processing status, or (2) expend resources it deems reasonable seeking to negotiate an additional fee that the Program deems sufficient to complete the brownfields process in regard to the project.

Disclaimers:

- 1) The Program makes no promises or claims that payment of the subject fee will result in successful completion of the Brownfields process regarding this project.
- 2) Public comment shall be solicited pursuant to N.C.G.S. 130A-310.34, and may affect the outcome of the brownfields process regarding this project, including without limitation its timing and/or provisions/features of the Brownfields documents and plat.

Prospective Developer: Trade & Graham Associates, LLC
Mailing Address: 201 S. Tryon Street, Suite 550
Charlotte, NC 28202

By (signature): 

10/17/13
Date

Name typed or printed: Stephen M. McClure
Title typed or printed: Manager of Trade & Graham Development, LLC, which is the Operating Manager of Trade & Graham Associates, LLC

Brownfields Property Application
 North Carolina Brownfields Program
www.ncbrownfields.org

I. PROSPECTIVE DEVELOPER (PD) INFORMATION {USE TAB KEY TO GET TO NEXT DATA ENTRY LINE – DO NOT USE THE RETURN KEY}

A. PD information:

Entity name	Trade & Graham Associates, LLC	10/21/2013
Principal Officer	Stephen M. McClure	
Representative	Stephen M. McClure	
Mailing Address	201 S. Tryon Street, Suite 550 Charlotte, NC 28202	
E-mail address	smcclure@spectrum-properties.com	
Phone No.	704-358-1000	
Fax No.	704-358-9099	
Web site	www.spectrum-properties.com	

B. PD contact person information (i.e., individual who will serve as the NCBP's point of contact if different than above):

Name	David A. Franchina, Esq.
Company	K&L Gates LLP
Mailing Address	214 N. Tryon Street, Suite 4700 Charlotte, NC 28202
E-Mail Address	dave.franchina@klgates.com
Phone No.	704-331-7543
Fax No.	704-353-3243

C. Information regarding all parent companies, subsidiaries or other affiliates of PD (attach separate sheet(s) if necessary):

(Use for LLCs)

Member-managed or manager-managed? **Answer:** Manager-managed.

If manager-managed, provide name of manager and percent of ownership:

Name	Trade & Graham Development, LLC (Operating Manager)
Ownership (%)	15%
Mailing Address	201 S. Tryon Street, Suite 550 Charlotte, NC 28202
E-Mail Address	smcclure@spectrum-properties.com
Phone No.	704-358-1000
Fax No.	704-358-9099

For all LLCs, list all members of the LLC and provide their percent of ownership:

Name	LGP-4th & Trade, LLC (also a Manager)
Ownership (%)	85%
Mailing Address	4517 Randolph Road Charlotte, NC 28211
E-Mail Address	lhelms@smcmgt.com
Phone No.	704-366-6451
Fax No.	704-336-6429

Name
Ownership (%)
Mailing Address

E-Mail Address
Phone No.
Fax No.

Name
Ownership (%)
Mailing Address

E-Mail Address
Phone No.
Fax No.

Managers of manager-managed LLCs are required to execute all brownfield documents for the LLC; as to member-managed LLCs, state name of member who will sign these documents.

N/A

List all parent companies, subsidiaries and other affiliates:

PD does not have a corporate parent, but as noted above it is wholly owned by Trade & Graham Development, LLC and LGP-4th & Trade, LLC.

(Use for Partnerships)

Check one: General Partnership Limited Partnership

List all partners and percent of ownership:

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Is this person a general or limited partner?

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Is this person a general or limited partner?

List all parent companies, subsidiaries and other affiliates:

(Use for corporations other than LLCs)

(If information is the same as shown in 1.A., please indicate "same as 1.A." below.)

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

List all parent companies, subsidiaries and other affiliates:

(Use for individuals)

(If individual is the same as shown in 1.A., -please indicate "same as 1.A." above.)

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

- D. Does PD have or can it obtain the financial means to fully implement a brownfields agreement and assure the safe reuse of the property? *(Attach supporting documentation such as letters of credit, financial statements, etc.)*

Answer Yes.

Explanation PD has the financial means necessary to fully implement a brownfields agreement and assure the safe reuse of the property. In particular, PD has adequate financing from its lender to fully implement a brownfields agreement and assure the safe reuse of the property. A financing commitment from PD's lender will be submitted under separate cover pursuant to a request for confidential treatment.

- E. Does PD have or can it obtain the managerial means to fully implement a brownfields agreement and assure the safe use of the property?

Answer Yes.

Explanation PD will assume managerial responsibilities to ensure compliance with the requirements of a brownfields agreement and assure the safe use of the property.

- F. Does PD have or can it obtain the technical means to fully implement a brownfields agreement and assure the safe use of the property?

Answer Yes.

Explanation PD has retained K&L Gates LLP to provide necessary legal counsel with respect to the redevelopment of the property in the North Carolina Brownfields Program. In addition, PD has retained ECS Carolinas, LLP to provide environmental consulting services with respect to the redevelopment of the property in the North Carolina Brownfields Program.

- G. Does PD commit that it will comply (and has complied, if PD has had a prior project in the NCBP) with all applicable procedural requirements of the NCBP, including prompt payment of all statutorily required fees?

Answer Yes.

(List all NCBP project name(s) and NCBP project ID numbers where PD or any parent company, subsidiary and other affiliate of PD has been a party to.)

None.

- H. Does PD currently own the property?

Answer No.

If yes, when did PD purchase the property and from whom? (Provide name, address, telephone number and email address of the contact person for the current property owner.)

N/A

If no, provide the name, address, telephone number and e-mail address of the contact person for the current property owner

LGP-4th & Trade, LLC, 4517 Randolph Road, Charlotte, NC 28211, 704-366-6451, lhelms@smcmgt.com.

- I. If PD does not currently own the property, does PD have the property under contract to purchase?

Answer No.

If yes, provide date of contract. N/A

If no, when does the PD intend to purchase the property (e.g., after the project is determined to be eligible for participation in the NCBP, after PD receives a draft BFA, after the conclusion of the brownfields process)? Note: the Act requires the PD to demonstrate that it intends to either buy or sell the property.

PD intends to enter into an agreement with the property owner, LGP-4th & Trade, LLC, in the coming days, and PD will acquire ownership of the property immediately upon execution of the agreement. LGP-4th & Trade, LLC will receive its ownership interest in PD upon execution of the agreement.

- J. Describe all activities that have taken place on the property since PD or PD's parents, subsidiaries and/or other affiliates, and/or lessees or sublessees of PD, took ownership of or operated at the property (e.g., industrial, manufacturing or commercial activities, etc.). *(Include a list of all regulated substances as defined at NCGS § 130A-310.31(b)(11) that have been used, stored on, or otherwise present at the property while those activities were conducted, and explain how they were used.)*

PD has neither taken ownership nor operated at the property. LGP-4th & Trade, LLC, a member and manager of PD, currently owns the property. LGP-4th & Trade, LLC acquired the property in 1998, but it has only acted as a landlord with respect to the property since it took ownership. It has leased the property to an unrelated third party for surface parking. The property was already paved when LGP-4th & Trade, LLC acquired it, and LGP-4th & Trade, LLC has not conducted any grading or disturbed any soil at the property. LGP-4th & Trade, LLC has not conducted, and it has not permitted its tenant to conduct, any industrial or manufacturing activities at the property, or any activities involving the use of regulated substances (other than the fuels that are present in the cars that are parked at the property). Neither PD nor LGP-4th & Trade, LLC is aware of the use, storage, or presence of any regulated substances at the property since LGP-4th & Trade, LLC took ownership of it, other than the contamination identified during environmental assessment activities described below.

II. SITE INFORMATION

A. Information regarding the proposed brownfields property:

Proposed project name	Carolinas Auto Supply Warehouse		
acreage	1.4424	street address(es)	430 W. 4th Street and 427 W. Trade Street
city	Charlotte	County	Mecklenburg zip 28202
tax ID(s) or PIN(s)	07311302 and 07311305		

past use(s) Gasoline filling station, auto repair, and various commercial uses including a furniture store/warehouse, storage facility, typewriter/business machine repair shop, formal wear retail store, belting company, auto supply warehouse, car rental facility, and a Metro Goldwyn Mayer Film Exchange. For additional details, see (1) Dominion Due Diligence Group, Draft Phase I Environmental Site Assessment, Proposed Trade and Graham Apartments, Charlotte, NC dated September 24, 2012, labeled as Exhibit A on the CD enclosed herewith; and (2) Blackstone Consulting LLC, Draft Phase I Environmental Site Assessment, Proposed Development - The Mint, Charlotte, NC dated August 1, 2013, labeled as Exhibit B on the CD enclosed herewith.

current use(s) Surface parking lot.

cause(s)/source(s) of contamination:

known The former, decades-long uses of the subject property for gasoline filling stations and auto repair are known sources of contamination. Petroleum compounds and constituents and tetrachloroethylene have been detected in soils above regulatory standards. Petroleum compounds and constituents, tetrachloroethylene, and metals have been detected in groundwater above regulatory standards. Please see (1) ECS Carolinas, LLP, Phase II Environmental Site Assessment Report, Proposed Trade and Graham Apartments, Charlotte, NC dated August 28, 2013, labeled as Exhibit C on the CD enclosed herewith; and (2) Dominion Due Diligence Group, Draft Limited Phase II Environmental Site Assessment, Proposed Trade and Graham Apartments, Charlotte, NC dated November 16, 2012, labeled as Exhibit D on the CD enclosed herewith for additional information.

suspected The additional commercial uses of the subject property, the former presence of gasoline filling stations on adjacent properties, and several leaking underground storage tank incidents at adjacent and nearby properties are suspected sources of contamination.

- B. Regulatory Agency Involvement: List the site names and all identifying numbers (ID No.) previously or currently assigned by any federal, state or local environmental regulatory agencies for the property. The ID No's may include CERCLIS numbers, RCRA generator numbers for past and present operations, UST database, Division of Water Quality's incident management database, and/or Inactive Hazardous Sites Branch inventory numbers. *(In many instances, the PD will need to actively seek out this information by reading environmental site assessment reports, reviewing government files, contacting government officials, and through the use of government databases, many of which may be available over the internet.)*

Agency Name/ID No: None identified.

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

- C. In what way(s) is the property abandoned, idled, or underused?

The property is in a prime location in uptown Charlotte and is underused. The property is currently used for surface parking. The proposed transit-oriented, mixed-use, multi-family

residential and retail redevelopment will return the property to its highest and best use and will provide additional multi-family residential space in uptown Charlotte.

- D. In what way(s) is the actual or possible contamination at the property a hindrance to development or redevelopment of the property (attach any supporting documentation such as letters from lending institutions)?

The presence of petroleum and chlorinated solvent impacts from past gasoline filling station and auto service station use is a hindrance to the redevelopment of the property in that redevelopment activities could subject PD to cleanup liability if they are conducted without a brownfields agreement. Potential cleanup liability may also preclude sale or leasing of the property to third parties after redevelopment is completed. In addition, the known contamination and the associated potential cleanup liability may preclude financing of the redevelopment of the property.

- E. In what way(s) is the redevelopment of the property difficult or impossible without a brownfields agreement (attach any supporting documentation such as letters from lending institutions)?

The presence of petroleum and chlorinated solvent impacts from past gasoline filling station and auto service station use is a hindrance to the redevelopment of the property in that redevelopment activities could subject PD to cleanup liability if they are conducted without a brownfields agreement. Potential cleanup liability may also preclude sale or leasing of the property to third parties after redevelopment is completed. In addition, the known contamination and the associated potential cleanup liability may preclude financing of the redevelopment of the property.

- F. What are the planned use(s) of the redeveloped brownfields property to which the PD will commit? Be as specific as possible.

Mixed-use multi-family residential, retail, subsurface open-air parking, office, and open space.

- G. Current tax value of brownfields property: \$4,608,100 (combined value of two parcels comprising proposed brownfields property according to Mecklenburg County online tax records).

- H. Estimated capital investment in redevelopment project: \$35-37 million.

- I. List and describe the public benefits that will result from the property's redevelopment. Be as specific as possible. (Examples of public benefits for brownfields projects include job creation, tax base increases, revitalization of blighted areas, preserved green space, preserved historic places, improving disadvantaged neighborhood quality-of-life related retail shopping opportunities, affordable housing, environmental cleanup activities or set asides that have community or environmental benefits. In gauging public benefit, NCBP places great value upon letters of support from community groups and local government that describe anticipated improvements in quality of life for neighboring communities that the project will bring about. The inclusion of such support letters with this application is recommended and encouraged.)

The redevelopment of the property will return it to its highest and best use. Any impacted soil and groundwater will be addressed during redevelopment. Redevelopment will result in the creation of many jobs. Based on Urban Land Institute calculations, PD estimates that the redevelopment will generate 208 temporary construction jobs and 17 permanent jobs for the completed redevelopment. Notably, the redevelopment of the property will result in significant tax base increases for the City of Charlotte and Mecklenburg County.

The planned transit-oriented, mixed-use redevelopment will provide needed multi-family residential space in uptown Charlotte, result in an increase of the productive use of the property, will be compatible with surrounding redevelopment activities, and will provide a spur to additional community redevelopment, new tax revenue, and additional multi-family residential, retail, and other mixed-use space for the area.

A letter of community support from Charlotte Center City Partners is attached as Exhibit E.

Special Note: Please describe all environment-friendly technologies and designs PD plans to utilize in its redevelopment strategy. For example, environment friendly redevelopment plans could include: Leadership in Energy and Environmental Design (LEED) Certification, green building materials; green landscaping techniques such as using drought resistant plants; energy efficient designs, materials, appliances, machinery, etc.; renewable sources of energy, and/or recycling/reuse of old building materials such as brick or wood.

PD does not intend to seek LEED certification, but PD intends to evaluate incorporating principles from LEED and other environmentally friendly building programs into its redevelopment plans. In that regard, PD's redevelopment plans may include, but are not limited to, the use of green building materials, green landscaping techniques, energy efficient design, materials, appliances, and machinery, renewable energy sources, and recycling and reuse of old building materials.

- J. Who will own the brownfields property when the Notice of Brownfields Property is filed with the register of deeds at the conclusion of the brownfields process? (If information is the same as 1.A. above, please indicate.)

Name Same as 1.A. above.

Mailing Address

E-Mail Address

Phone No.

Fax No.

III. OTHER REQUIRED INFORMATION

- A. Brownfields Affidavit: PD must provide its certification, in the form of a signed and notarized original of the unmodified model brownfields affidavit provided by NCBP, that it did not cause or contribute to contamination at the property and that it meets all other

statutory eligibility requirements. *(Note: The form to use for this affidavit is attached to this application. It must be filled out signed notarized, and submitted with this application.)*
Is the required affidavit, as described above, included with this application?

Answer Yes, a Brownfields Affidavit is attached hereto as Exhibit F.

B. Proposed Brownfields Agreement Form: PD must provide the completed form Proposed Brownfields Agreement. *(Note: The form to use for this document is attached to this application. It must be filled out, initialed, and attached on your submittal.)*
Is the required Proposed Brownfields Agreement , as described above, included with this application?

Answer Yes, attached hereto as Exhibit G.

C. Location Map: PD must provide a copy of the relevant portion of the 1:24,000 scale U.S.G.S. topographic quadrangle map that shows the property clearly plotted, and that measures at least an 8 ½ by 11 inches. *(Note: these maps can be purchased through the above link, or often through retail outdoor recreation stores that can print out the relevant map. Often environmental reports have location maps that use this type of map as the base for its location map.)*
Is the required location map included with this application?

Answer Yes, a location map is attached hereto as Exhibit H.

D. Survey Plat: PD must provide a preliminary survey plat of the brownfields property with the property boundaries clearly identified, and a metes and bounds legal description that matches the property description on the plat. At this stage of the brownfields process; one or more existing survey plats from a previous property conveyance will suffice. *(Before the brownfields project enters the public comment phase of the brownfields process, the PD will be required to submit a final brownfields survey plat which includes the information listed in the brownfields survey plat guidance.)*
Is the required preliminary survey plat included with this application?

Answer Yes, a preliminary survey plat is attached hereto as Exhibit I.

E. Site Photographs: PD must provide at least one pre-redevelopment photograph of the property, in either hard copy or electronic format that shows existing facilities and structures. **Please note that the NCBP prefers to have electronic photos instead of or in addition to hard copies. Electronic copies of photographs should be emailed to: Shirley.Liggins@ncdenr.gov with a clear indication as to which Brownfields Application they apply to.**
Are photographs of the property included with this application?

Answer Yes, attached hereto as Exhibits J-1 and J-2.

Have electronic copies of the photographs been emailed to NCBP?

Answer Yes, Exhibits J-1 and J-2 were emailed to Shirley.Liggins@ncdenr.gov.

F. **Environmental Reports/Data:** If it makes an affirmative eligibility determination, the NCBP will request that PD provide any and all existing environmental reports and data for the property on **CD only**. The brownfields process may be expedited if PD submits such reports/data with this application.

Are any environmental reports/data being submitted with this application?

Answer Yes.

If environmental reports/data are being submitted with this application, please provide the **title, date and author** of each item being submitted:

- (1) **Dominion Due Diligence Group, Draft Phase I Environmental Site Assessment, Proposed Trade and Graham Apartments, Charlotte, NC dated September 24, 2012, labeled as Exhibit A on the CD enclosed herewith.**
- (2) **Blackstone Consulting LLC, Draft Phase I Environmental Site Assessment, Proposed Development - The Mint, Charlotte, NC dated August 1, 2013, labeled as Exhibit B on the CD enclosed herewith.**
- (3) **ECS Carolinas, LLP, Phase II Environmental Site Assessment Report, Proposed Trade and Graham Apartments, Charlotte, NC dated August 28, 2013, labeled as Exhibit C on the CD enclosed herewith.**
- (4) **Dominion Due Diligence Group, Draft Limited Phase II Environmental Site Assessment, Proposed Trade and Graham Apartments, Charlotte, NC dated November 16, 2012, labeled as Exhibit D on the CD enclosed herewith.**

IV. ADDITIONAL REQUIRED FORMS

The following forms are to be filled out and submitted with the application including the Responsibility and Compliance Affidavit and the Proposed Brownfields Agreement. Submittal of the Affidavit requires signature and notarization, and the Proposed Brownfields Application requires an initial.



Charlotte CENTER CITY Partners

October 18, 2013

North Carolina Department of Environment & Natural Resources
217 West Jones Street
Raleigh, NC 27603

RE: In Support of the Brownfields Property Application for the Spectrum Properties | Trade & Graham Associates LLC Redevelopment – Charlotte, North Carolina

To Whom It May Concern:

Over the decades, due to progressive planning practices and continued investment, Charlotte's downtown (called 'Uptown') has become the region's economic engine and premier commercial center, contributing to the city's success and reputation as a great place to do business and to have a wonderful quality of life.

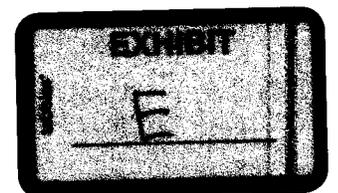
To continue to provide this quality of life and to compete in the global marketplace, Charlotte continually strives to attract the best and brightest talent. Providing high quality housing in vibrant neighborhoods is an essential aspect of the talent recruitment formula. Uptown's Third Ward with its new 5-acre park and AAA baseball stadium is a neighborhood where young people will want to live and play, if we can provide affordable housing as well.

That is why Charlotte Center City Partners is in full support of the Spectrum Properties | Trade & Graham Associates LLC application to the North Carolina Brownfields Program related to the redevelopment of the site at Trade and Grahams Streets into a 180-unit apartment complex. As great urban developers, Spectrum has been an incredible partner in helping to revitalize our downtown by building numerous housing units and office space. In addition to being close to the new park and ballpark, the proposed apartment complex will be located along a future streetcar line and adjacent to the site of Charlotte's future multimodal transit station, thus benefitting the city as a 'transit-oriented' development, helping to relieve congestion and to alleviate air pollution.

Spectrum will contribute to making Charlotte a better place by developing a hazardous site into a trademark housing development in the very core of our city. For these reasons, we wholeheartedly support their redevelopment of the Trade and Graham site and implore the Department of Environment & Natural Resources to approve the company's application to the North Carolina Brownfields Program.

Sincerely,

Michael J. Smith
President & CEO



**NORTH CAROLINA DEPARTMENT OF ENVIRONMENT
AND NATURAL RESOURCES
NORTH CAROLINA BROWNFIELDS PROGRAM**

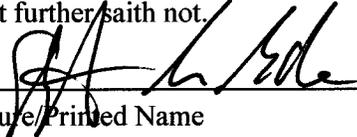
IN THE MATTER OF: Trade & Graham Associates, LLC

**UNDER THE AUTHORITY OF) AFFIDAVIT
NORTH CAROLINA GENERAL) RE: RESPONSIBILITY
STATUTES $\text{\textcircled{a}}$ 130A-310.30, et. seq.) AND COMPLIANCE**

Stephen M. McClure, being duly sworn, hereby deposes and says:

1. I am <<Manager>> of Trade & Graham Development, LLC, which is the Operating Manager of Trade & Graham Associates, LLC.
2. [if signatory is not President, add this paragraph: "I am fully authorized to make the declarations contained herein and to legally bind Trade & Graham Associates, LLC."]
3. Trade & Graham Associates, LLC is applying for a Brownfields Agreement with the North Carolina Department of Environment and Natural Resources, pursuant to N.C.G.S. $\text{\textcircled{a}}$ 130A, Article 9, Part 5 (Brownfields Act), in relation to the following 2 parcel(s) in Charlotte, Mecklenburg, County, North Carolina: 430 W. 4th Street (Tax ID 07311302) and 427 W. Trade Street (Tax ID 07311305)
4. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Trade & Graham Associates, LLC, and any parent, subsidiary or other affiliate meets the eligibility requirements of N.C.G.S. $\text{\textcircled{a}}$ 130A-310.31(b)(10), in that it has a *bona fide*, demonstrable desire to buy sell for the purpose of developing or redeveloping, and did not cause or contribute to the contamination at, the parcel(s) cited in the preceding paragraph.
5. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Trade & Graham Associates, LLC meets the eligibility requirement of N.C.G.S. $\text{\textcircled{a}}$ 130A-310.32(a)(1) in that it and any parent, subsidiary or other affiliate have substantially complied with:
 - a. the terms of any brownfields or similar agreement to which it or any parent, subsidiary or other affiliate has been a party;
 - b. the requirements applicable to any remediation in which it or any parent, subsidiary or other affiliate has previously engaged;
 - c. federal and state laws, regulations and rules for the protection of the environment.

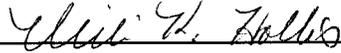
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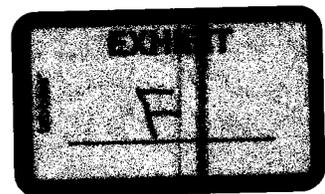
 Stephen M McClure
Signature/Printed Name

Date 10/17/13

Sworn to and subscribed before me

this 17th day of OCTOBER, 2013.

 Notary Public
VICKI K. HOLLIS



My commission expires: My Commission Expires 6-23-2016

(SEAL)



Preliminary Proposed Brownfields Agreement

I. Property Facts

- a. Property Address(es): 430 W. 4th Street and 427 W. Trade Street, Charlotte, NC 28202
- b. Property Seller: LGP-4th & Trade, LLC
- c. Property Buyer: Trade & Graham Associates, LLC
- d. Brief Property Usage History: Gasoline filling station, auto repair, and various commercial uses including a furniture store/warehouse, storage facility, typewriter/business machine repair shop, formal wear retail store, belting company, auto supply warehouse, car rental facility, and a Metro Goldwyn Mayer Film Exchange.

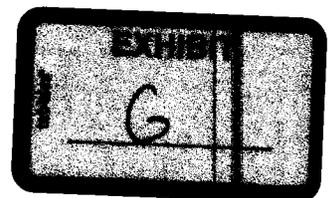
e. The planned reuse will potentially involve the following use classification(s) (check all that apply):

- School/childcare/senior care
- Residential
- Commercial, retail (specify) retail shops
- Other commercial (specify) restaurants, bars, personal service
- Office
- Light industrial
- Heavy industrial
- Recreational
- Open space
- Other (specify) Parking

II. Contaminant Information

a. The contaminant situation at the property is best described by the following (check all that apply):

- Contaminants are from an on-property source(s)
- Contaminants are from an off-property source(s)
- Contaminants are from an unknown source(s)
- Contaminants have not yet been documented on the property



b. Contaminated Media Table. (If known, check appropriate boxes below)

Contaminant Types	Soil		Groundwater and/or Surface Water		Private Wells		Vapor Intrusion	
	known	Suspected	known	Suspected	known	suspected	known	suspected
o r g a n i c s	Chlorinated Solvents (list):	tetrachloroethylene		tetrachloroethylene				tetrachloroethylene
	Petroleum: ASTs <input type="checkbox"/> USTs <input checked="" type="checkbox"/> Other <input checked="" type="checkbox"/>	C5-C8 Aliphatics; C9-C10 Aromatics; TPH-GRO; TPH-DRO benzo(a)pyrene		C5-C8 Aliphatics; C9-C10 Aromatics; TPH-GRO; TPH-DRO; naphthalene				petroleum compounds/constituents
	Other (list):							
i n o r g a n i c s	Metals (list):			lead; chromium				
	Other (list):							

III. Protective Measures

I am prepared to take steps necessary to make the property suitable for its planned uses while fully protecting public health and the environment. I propose that NCBP consider a brownfields agreement that will make the property suitable for the planned use(s) through the following mechanism(s) (check all that apply):

- Contaminant remediation to risk-based levels.
- Engineered Controls (e.g., low permeability caps, vapor mitigation systems, etc)
- Land use restrictions that run with the land that will restrict or prohibit uses that are unacceptable from a risk assessment/management perspective. (*Important Note: In any final brownfields agreement generated by the NCBP, land use restrictions will ultimately come with the continuing obligation to submit an annual certification that the Land Use Restrictions are being complied with and are recorded at the applicable register of deeds office.*)

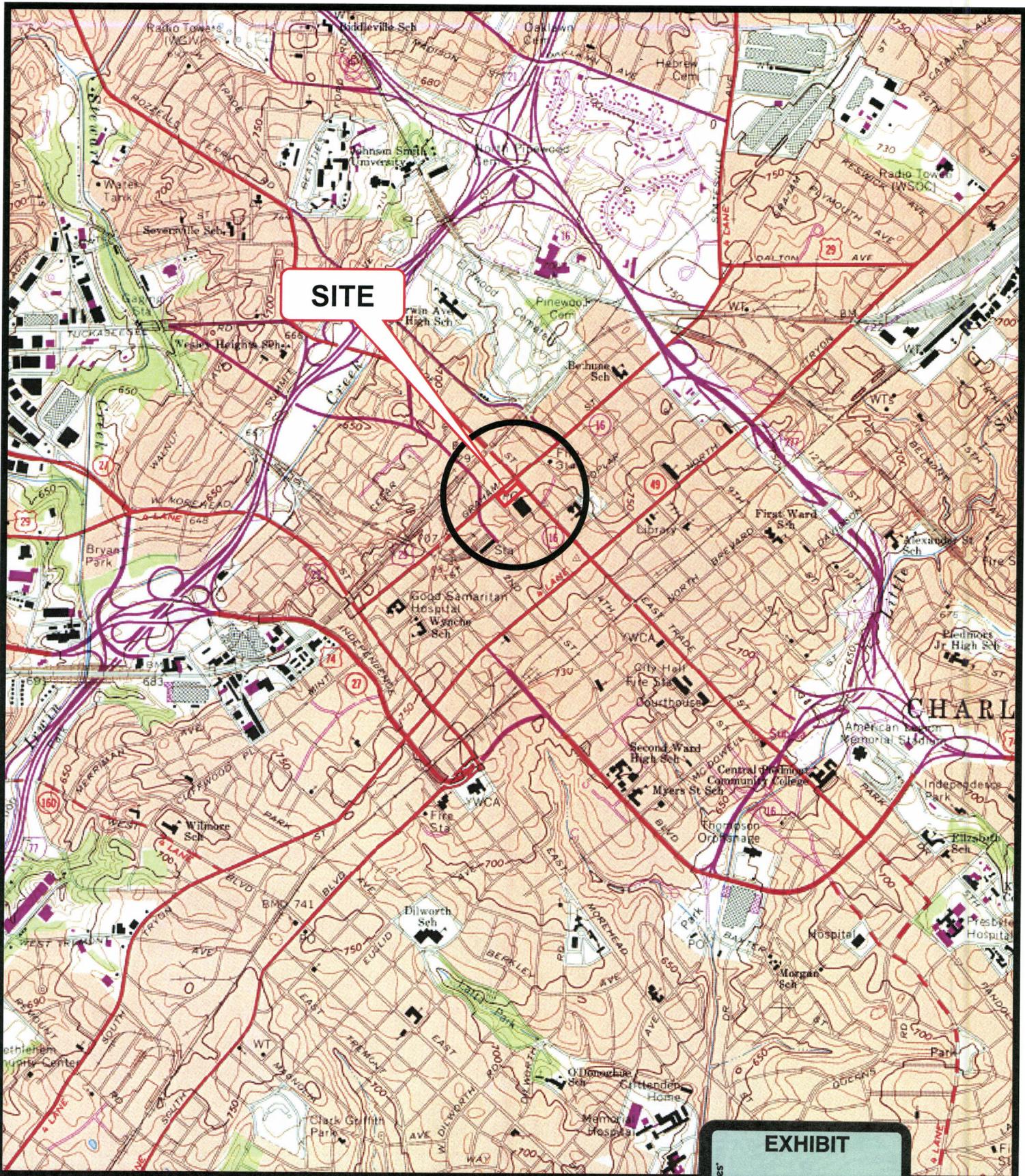
IV. Fees

In connection with a brownfields agreement, the Act requires that the developer pay fees to offset the cost to the Department of Environment and Natural Resources and the Department of Justice. In satisfaction of the Act, the following fees apply to any brownfields agreement that is developed for this project, subject to negotiation of the brownfields agreement:

- a. A \$2,000 initial fee will be due from the applicant PD when **both** of the following occur:
 - 1) NCBP receives this application and proposed brownfields agreement, AND
 - 2) NCBP notifies the applicant in writing that the applicant PD and the project are eligible for participation in the NCBP and continued negotiation of a brownfields agreement.
- b. A second fee of \$6,000 will be due from the PD prior to execution of the brownfields agreement. Should the prospective developer choose to negotiate changes to the agreement that necessitate evaluation by the Department of Justice, additional fees shall apply.
- c. Any addendum/modifications to the BFA or NBP after they are in effect will result in an additional fee of at least \$1,000.
- d. In the unexpected event that the environmental conditions at the property are unusually complex, such that NCBP's costs will clearly exceed the above amounts, NCBP and PD will negotiate additional fees.

 Please check this box and initial in space provided to indicate your acknowledgement of the above fee structure.

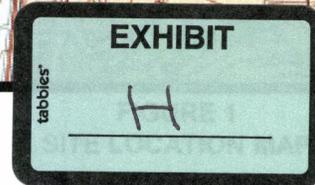
Date of Submittal: 10/21/2013



SOURCE:

USGS TOPOGRAPHIC MAP:
 CHARLOTTE EAST, DATED 1967
 PHOTOREVISED 1988
 NORTH CAROLINA QUADRANGLE

SCALE: 1" = 2,000'



PROPOSED TRADE AND GRAHAM APARTMENTS
 427 WEST TRADE STREET AND
 426 WEST 4TH STREET
 CHARLOTTE, MECKLENBURG COUNTY, NORTH
 CAROLINA
 ECS PROJECT NO. 08-9212



To see all the details that are visible on the screen, use the "Print" link next to the map.

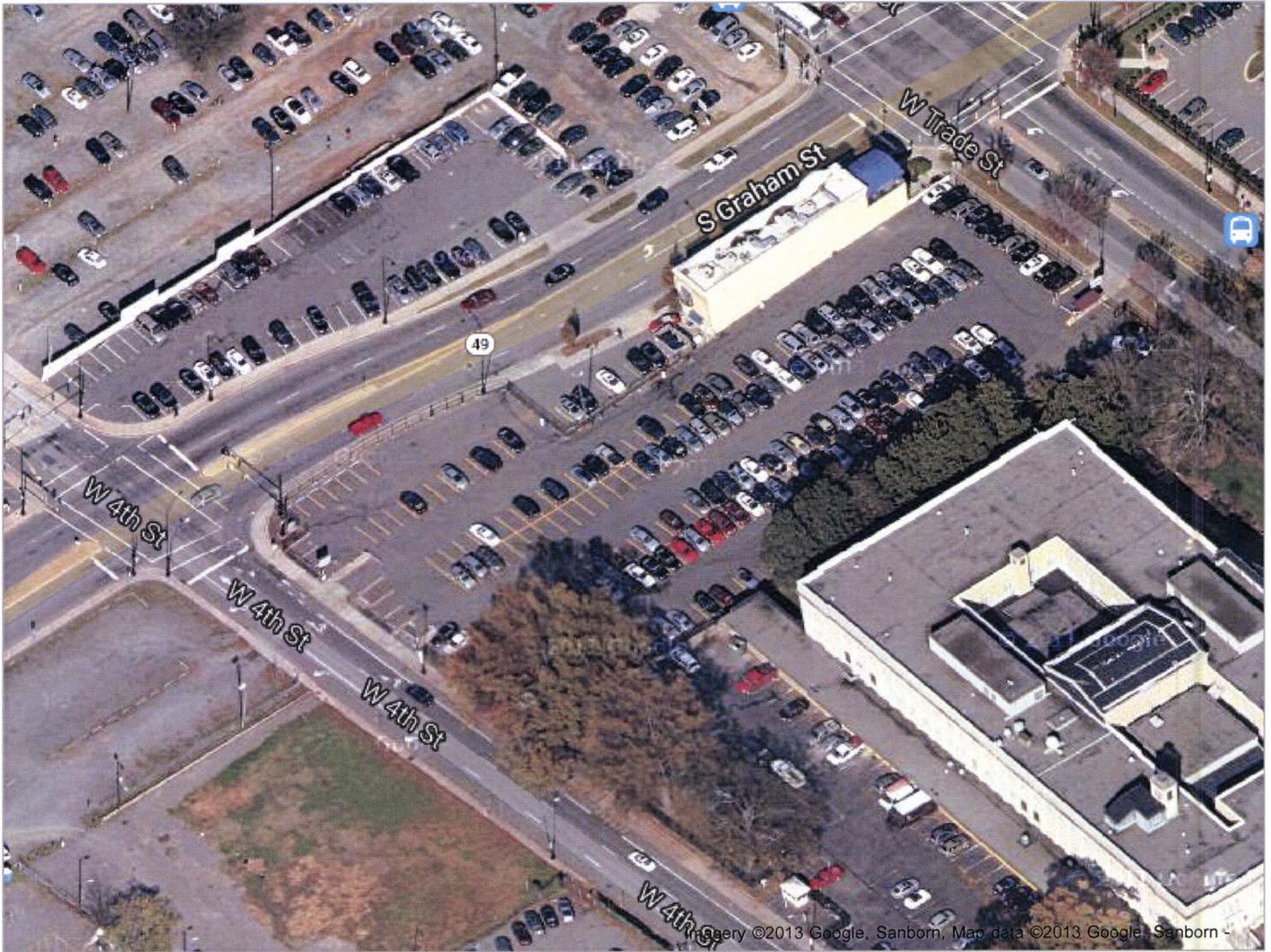


EXHIBIT
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J-1



EXHIBIT
J-2

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