

# JOSEPH FREED AND ASSOCIATES LLC

December 10, 2009

Mr. Bradley J. Murphy  
Department of Plan & Development  
City of Madison  
215 Martin Luther King, Jr. Blvd.  
Madison, WI. 53703

RE: Letter of Intent for  
Hilldale PUD – GDP – SIP Amendment Submittal

Dear Mr. Murphy:

Joseph Freed and Associates LLC (hereinafter “Developer” or “JFA”) proposes to amend the Hilldale PUD – GDP – SIP to accommodate the development of a Target store. This Letter of Intent is submitted together with the Land Use Application, legal description, General Development Plan, zoning text, filling fee for Plan Commission and Common Council consideration for approval.

## The Property:

The Developer represents two entities that collectively own the property commonly known as Hilldale (the “Property”): (i) Hilldale Land Company LLC owns Hilldale Mall which includes approximately 30 acres of land (the “Mall Property”); (ii) HD Annex LLC owns approximately 7 acres of land on University Avenue adjacent to Hilldale Mall (the “Target Site”); and (iii) HD Annex LLC owns a parking area on Frey Street (the “Parking Lot”). The Developer intends to convey the Target Site to Target Corporation for the development of the proposed Target store and retain the Mall Property and Parking Lot (collectively “Hilldale Shopping Center”). The General Development Plan for the Property is attached hereto as Exhibit A. The Specific Implementation Plan (“SIP”) for the Hilldale Shopping Center showing the new boundaries of JFA’s ownership and existing improvements are attached hereto as Exhibit B. In addition, the legal description for Hilldale Shopping Center is attached as Exhibit C.

## Proposal Description:

It is important to note that concurrent with this application, Target Corporation is submitting a separate application to the Plan Commission that is specifically focused on the proposed Target store; Target’s application will include information related to the Specific Implementation Plan for the Target Site as well as a new zoning text tailored to the Target Site. Separately, this Letter of Intent is narrowly focused on reestablishing the zoning text and land uses for Hilldale Shopping Center. Exhibit D contains the proposed zoning text for Hilldale Shopping Center which is identical to the current zoning text for the Property. In addition, a Certified Survey Map to create the Target Site is being submitted for City approval along with this application.

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This Letter of Intent does not propose changing the existing land uses at Hilldale Shopping Center. The intention of this proposal is to maintain the present land uses at Hilldale Shopping Center. In particular, the Developer proposes to continue utilizing the Parking Lot as a parking area – the Parking Lot has been used for vehicular parking for over twenty years. Prior applications changed the land use of the Parking Lot to open space for the purpose of providing an amenity for the hundreds of prospective residents of the proposed residential condominium towers planned for the Target Site. However, the proposed residential towers were not built and as a consequence the purpose of using open space to compliment the residential development cannot be achieved. Under this application, the Parking Lot will continue to contribute to the overall parking supply at Hilldale Shopping Center which addresses concerns expressed by shoppers and obligations to merchants with respect to the adequacy of parking at Hilldale. The SIP for Hilldale Shopping Center includes the Parking Lot landscaping and lighting plan attached hereto as Exhibit E. The Developer intends to upgrade the Parking Lot to City standards under this proposal.

Discussion and Input:

The Developer worked with the Alderman, City Staff and Community Organizations in advance of the Plan Commission Meeting, including:

- Alder Schmidt;
- City Staff; and
- The Hill Farms Neighborhood Association.

As always – please feel free to contact us if you have any questions or comments. Thank you for considering our proposal.

Sincerely,

JOSEPH FREED AND ASSOCIATES LLC

A handwritten signature in black ink that reads "Adam Fink". The signature is fluid and cursive, with the first name "Adam" and last name "Fink" clearly legible.

Adam Fink  
Development Manager