

AMENDED GENERAL AND FINAL PLAN OF DEVELOPMENT FOR FRY'S SOUTH POINT PLAZA

SECTION 32, TOWNSHIP 1 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA

LEGAL DESCRIPTION OF FRY'S SOUTH POINT PLAZA:

THAT PART OF THE SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 32, TOWNSHIP 1 NORTH, RANGE 4 EAST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SAID SECTION 32; THENCE EAST (BASIS OF BEARING) ALONG THE SOUTH LINE OF SAID SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 32, A DISTANCE OF 646.00 FEET TO A POINT; THENCE NORTH 0° 26' 48" EAST A DISTANCE OF 35.60 FEET TO A POINT ON THE NORTH LINE OF THE SOUTH 35.00 FEET OF THE SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 32, SAID POINT BEING THE TRUE POINT OF BEGINNING OF THE PARCEL HEREIN DESCRIBED; THENCE WEST ALONG SAID NORTH LINE A DISTANCE OF 571.00 FEET TO A POINT; THENCE NORTH 44° 48' 36" WEST A DISTANCE OF 74.66 FEET TO A POINT ON THE EAST LINE OF THE WEST 35.00 FEET OF THE SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 32; THENCE NORTH 0° 26' 48" EAST ALONG SAID EAST LINE A DISTANCE OF 587.35 FEET TO A POINT ON THE SOUTH LINE OF KNOELL GARDENS, AS RECORDED IN BOOK 143 OF MAPS, PAGE 43, RECORDS OF MARICOPA COUNTY, ARIZONA; THENCE NORTH 89° 58' 04" EAST ALONG SAID SOUTH LINE OF KNOELL GARDENS, A DISTANCE OF 587.00 FEET TO A POINT; THENCE SOUTH 0° 26' 48" WEST ALONG A LINE PARALLEL WITH THE WEST LINE OF SAID SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 32, A DISTANCE OF 607.12 FEET TO THE TRUE POINT OF BEGINNING OF THE PARCEL HEREIN DESCRIBED. EXCEPT THAT NOTION CONVEYED TO THE CITY OF TEMPE IN DOC. NO. 84-49847, RECORDS OF MARICOPA COUNTY, ARIZONA. CONTAINING 8.167 ACRES, MORE OR LESS.

LEGAL DESCRIPTION OF PARCEL TO NORTH:(PARCEL #1)

THAT PART OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 32, TOWNSHIP 1 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 32; THENCE EAST ALONG THE SOUTH LINE OF SAID SECTION 32 A DISTANCE OF 646.00 FEET; THENCE NORTH 0° 26' 48" EAST A DISTANCE OF 35.60 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF BASELINE ROAD; THENCE WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 49.00 FEET; THENCE CONTINUING WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 571.00 FEET; THENCE NORTH 44° 48' 36" WEST A DISTANCE OF 74.66 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF 48TH STREET; THENCE NORTH 90° 38' 48" EAST ALONG SAID EAST RIGHT-OF-WAY LINE A DISTANCE OF 151.03 FEET; THENCE CONTINUING NORTH 90° 38' 48" EAST ALONG SAID EAST RIGHT-OF-WAY LINE OF THE HEREIN DESCRIBED PARCEL OF LAND; THENCE CONTINUING NORTH 90° 38' 48" EAST ALONG SAID EAST RIGHT-OF-WAY LINE A DISTANCE OF 210.37 FEET; THENCE NORTH 89° 58' 04" EAST A DISTANCE OF 587.00 FEET; THENCE SOUTH 0° 26' 48" WEST A DISTANCE OF 35.00 FEET; THENCE SOUTH A DISTANCE OF 131.63 FEET; THENCE WEST A DISTANCE OF 114.59 FEET; THENCE SOUTH A DISTANCE OF 150.78 FEET TO THE TRUE POINT OF BEGINNING.

NOTE: 1. ABOVE LEGAL DESCRIPTION AND PARCEL BOUNDARIES SHOWN ON THE ATTACHED SITE PLAN ARE BASED ENTIRELY ON AN ALTA SURVEY PREPARED BY HESS - ROUND TREE ENGINEERS, PHOENIX, ARIZONA, AND DATED NOVEMBER 11, 1970 (FILE NO. 164-87140). 2. NO FIELD SURVEY OR MEASUREMENT WERE PERFORMED, NOR WERE ANY MONUMENTS SET IN THE FIELD BY THIS SURVEYOR.



LEGAL DESCRIPTION OF MIDDLE PARCEL (PARCEL #3)

THAT PART OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 32, TOWNSHIP 1 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 32; THENCE EAST ALONG THE SOUTH LINE OF SAID SECTION 32 A DISTANCE OF 646.00 FEET; THENCE NORTH 0° 26' 48" EAST A DISTANCE OF 35.60 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF BASELINE ROAD, SAID POINT BEING THE TRUE POINT OF BEGINNING; THENCE WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 49.00 FEET; THENCE NORTH 44° 48' 36" WEST A DISTANCE OF 74.66 FEET; THENCE EAST A DISTANCE OF 11.20 FEET; THENCE NORTH 1° 21' 04" WEST A DISTANCE OF 38.78 FEET; THENCE NORTH 71° 55' 00" WEST A DISTANCE OF 4.53 FEET; THENCE NORTH 14° 00' 00" WEST A DISTANCE OF 19.40 FEET; THENCE WEST A DISTANCE OF 165.48 FEET; THENCE SOUTH A DISTANCE OF 72.00 FEET; THENCE WEST A DISTANCE OF 170.00 FEET; THENCE NORTH A DISTANCE OF 81.41 FEET; THENCE WEST A DISTANCE OF 165.78 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF 48TH STREET; THENCE NORTH 0° 26' 48" EAST ALONG SAID EAST RIGHT-OF-WAY LINE A DISTANCE OF 147.01 FEET; THENCE EAST A DISTANCE OF 150.78 FEET; THENCE NORTH A DISTANCE OF 321.33 FEET; THENCE NORTH A DISTANCE OF 128.63 FEET; THENCE NORTH 89° 58' 04" EAST A DISTANCE OF 118.63 FEET; THENCE SOUTH 0° 26' 48" WEST A DISTANCE OF 574.12 FEET TO THE TRUE POINT OF BEGINNING.

LEGAL DESCRIPTION OF PARCEL TO SOUTH:(PARCEL #2)

THAT PART OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 32, TOWNSHIP 1 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 32; THENCE EAST ALONG THE SOUTH LINE OF SAID SECTION 32 A DISTANCE OF 646.00 FEET; THENCE NORTH 0° 26' 48" EAST A DISTANCE OF 35.60 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF BASELINE ROAD; THENCE WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 49.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 183.00 FEET; THENCE NORTH 84° 19' 05" WEST A DISTANCE OF 106.42 FEET TO A POINT ON THE NORTH 48 FOOT RIGHT-OF-WAY LINE OF BASELINE ROAD; THENCE WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 29.00 FEET; THENCE NORTH 44° 48' 36" WEST A DISTANCE OF 74.66 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF 48TH STREET; THENCE NORTH 90° 38' 48" EAST ALONG SAID EAST RIGHT-OF-WAY LINE A DISTANCE OF 151.03 FEET; THENCE EAST A DISTANCE OF 165.78 FEET; THENCE SOUTH A DISTANCE OF 81.41 FEET; THENCE EAST A DISTANCE OF 170.00 FEET; THENCE SOUTH A DISTANCE OF 72.00 FEET; THENCE EAST A DISTANCE OF 165.48 FEET; THENCE NORTH 14° 00' 00" EAST A DISTANCE OF 19.40 FEET; THENCE SOUTH 1° 21' 04" WEST A DISTANCE OF 4.53 FEET; THENCE SOUTH 14° 00' 00" EAST A DISTANCE OF 38.78 FEET; THENCE WEST A DISTANCE OF 11.20 FEET; THENCE SOUTH A DISTANCE OF 164.40 FEET TO THE TRUE POINT OF BEGINNING.

Variations (cont'd):

CONDITIONS OF APPROVAL:

PLANNED DEVELOPMENT (P406) Hold a public hearing for SOUTHPOINT PLAZA (T. Rowe Price Realty, owner) for an Amended General and Final Plan of Development #80CF-96.16 for Southpoint Plaza Shopping Center consisting of 102,629 s.f. (total area) located at 2700 W. Baseline Rd.

- Variations: a. Reduce the minimum required rear yard setback for Parcel 1 from 40' to 29'3" along the east property line of the existing in-line shop area. b. Reduce the minimum required side yard setback for Parcel 1 from 40' to 0' along the south side of the in-line shop area adjacent to Fry's. c. Reduce the minimum required rear yard setback for Parcel 1 from 40' to 5' along the east side of the existing restaurant pad building. d. Reduce the minimum required side yard setback for Parcel 1 from 40' to 20'5" along the south side of the existing restaurant pad building. e. Reduce the minimum required front yard setback for Parcel 2 from 50' to 0' along the west side of the existing in-line shop area. f. Reduce the minimum required side yard setback for Parcel 2 from 40' to 0' along the north side of the existing in-line shop area adjacent to Fry's. g. Reduce the minimum required rear yard setback for Parcel 2 from 40' to 0' along the east property line.

CONDITION(S) OF APPROVAL:

- 1. a. Public Works Department approval of all roadway, alley and utility easement dedications, driveways, storm water retention and street drainage plans, water and sewer construction drawings, refuse pickup, and off-site improvements. b. Off-site improvements to bring roadways to current standards include: (1) Water lines and fire hydrants. (2) Sewer lines. (3) Storm drains. (4) Roadway improvements including street lights, curb, gutter, bikepath, sidewalk, bus shelter and related amenities. c. Fees to be paid with the development of this project include: (1) Water and sewer development fees. (2) Water and/or sewer participation charges. (3) Inspection and testing fees. 2. a. All street dedications shall be made within six (6) months of Council approval. b. Public improvements must be installed prior to the issuance of any occupancy permits. Any phasing shall be approved by the Public Works Department. c. All new and existing, as well as on-site and off-site, utility lines (other than transmission lines) shall be placed under ground prior to issuance of occupancy permit for this (re)development in accordance with Ordinance No. 88.85. 3. Due to new property lines being created on this site, approval of CCR's in a form acceptable to the City Attorney and Community Development Director must take place prior to recordation of the plan or plat. These CCR's should provide that a single entity will ultimately be responsible for maintaining all landscaping, both required by Ordinance and in the common area on site, according to the landscape plan approved by the City, and that such provision may not be amended without prior approval by the City Attorney and Community Development Director. 4. No variances may be created by future property lines without prior approval of the City of Tempe. 5. This plan shall be recorded prior to issuance of permits, and shall reflect cross access to be maintained throughout this site over the driving aisles. No changes or modifications to the driving aisles will be allowed without the prior approval of the Engineering Department. 6. A covenant and agreement regarding maintenance and usage of off-street parking spaces within the center shall be agreed to and recorded as part of the Amended General and Final Plan of Development for Southpoint Plaza. 7. Applicant shall comply with all relevant comments of staff markups dated 3/13/96 prior to recordation. 8. All previously applicable conditions of approval shall be adhered to.

PREVIOUS VARIANCES:

Re: BA50316/BA960011 - SHEPLERS WESTERN WEAR Approved variance request by SHEPLERS WESTERN WEAR to allow an increase in the maximum allowable sign area from 80 s.f. to 131.50 s.f. located at 2700 W. Baseline Rd. in the PCC-1, Planned Commercial Center District.

OWNERSHIP (NORTH PARCEL #1 AND SOUTH PARCEL #2)

This is to certify that we have reviewed this plan and hereby approve the development as shown.

By: [Signature] Owner Subscribed and sworn to before me this 1st day of March, 1996.

By: [Signature] Notary Public OFFICIAL SEAL DESHIEL BROWN Notary Public - Arizona MARICOPA COUNTY My Commission Expires November 6, 1996

OWNERSHIP (MIDDLE PARCEL #3)

This is to certify that we have reviewed this plan and hereby approve the development as shown.

By: [Signature] Owner Authorized agent Subscribed and sworn to before me this 4th day of March, 1996.

By: [Signature] Notary Public OFFICIAL SEAL DESHIEL BROWN Notary Public - Arizona MARICOPA COUNTY My Commission Expires November 6, 1996

APPROVALS

Approved by the Council of the City of Tempe, Arizona, this 21st day of March, 1996, as a General Plan of Development.

By: [Signature] Mayor [Signature] City Clerk

Approved by the City Engineering of the City of Tempe, Arizona, this 25th day of March, 1996.

By: [Signature] City Engineer

Approved by the City Planning Department of the City of Tempe, Arizona, this 25th day of March, 1996.

By: [Signature] Community Development Director



PROJECT SHEPLERS WESTERN WEAR TENANT SPACE EXPANSION 2700 WEST BASELINE ROAD

COVER SHEET

REVISIONS



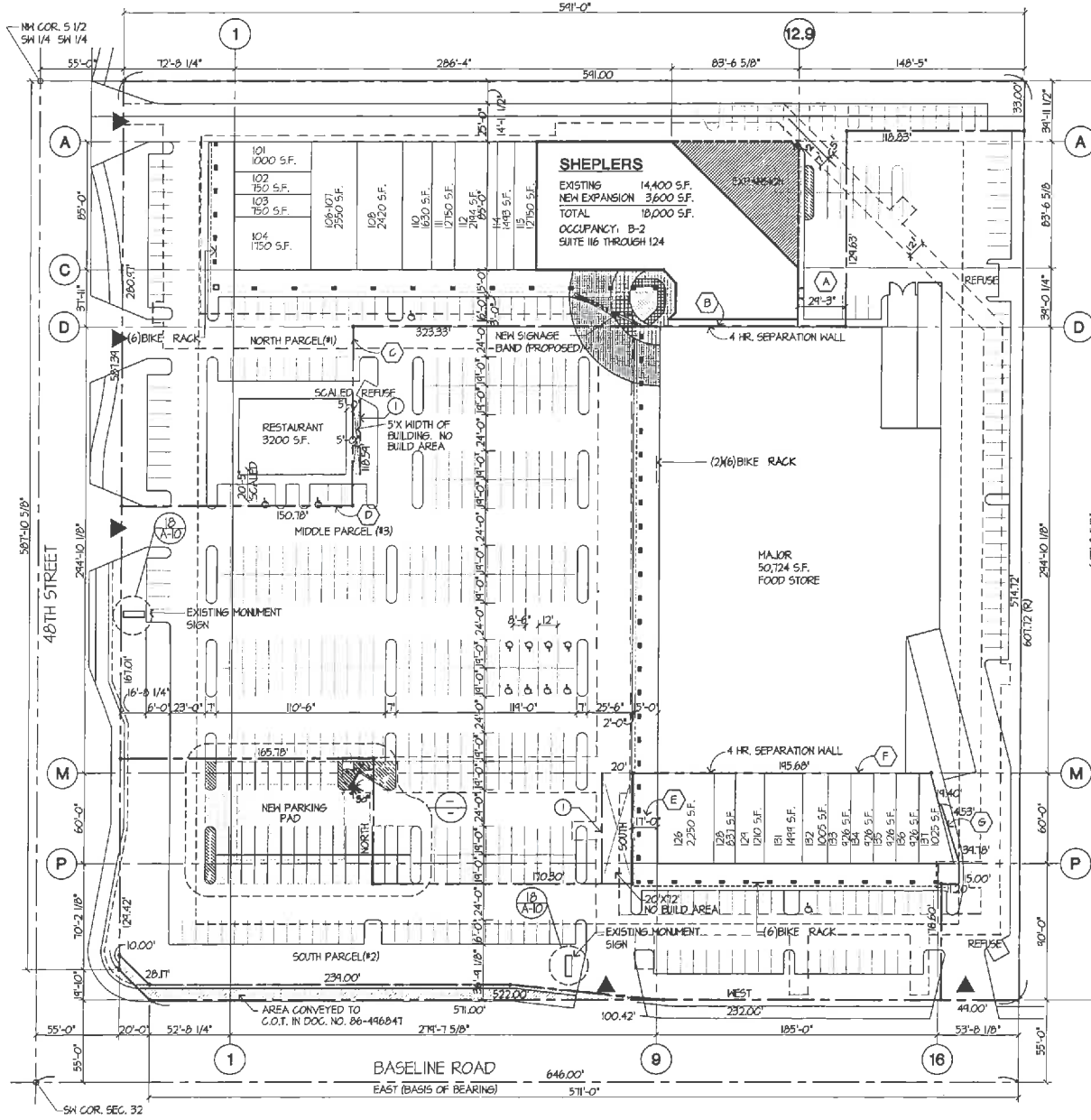
DATE 02/28/96 DRAWN BY OK DMJM # 6478.01

300 W. CLARENDON AVE. SUITE 400 PHOENIX, ARIZONA 85013 (602)264-0217 (602)264-1387

DMJM ARIZONA INC. PLANNING ARCHITECTURE ENGINEERING LANDSCAPE ARCHITECTURE

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AMENDED GENERAL AND FINAL PLAN OF DEVELOPMENT FOR FRY'S SOUTH POINT PLAZA



SITE PLAN CALCS. FOR FRY'S SOUTH POINT PLAZA

EXISTING ZONING	: PCC-1
NET SITE AREA	: 355,163 S.F., 0.167 ACRES
OCCUPANCY	: MIXED, B-2 AND A-3
CONSTRUCTION TYPE	: III 1-HR. AUTOMATIC FIRE SPRINKLERS AT MAJOR V N. AUTOMATIC FIRE SPRINKLERS AT SHOPS
BUILDING AREA	: 3,200 S.F.
PAD	: 27,452
SHOPS	: 39,063 + 10,000
MAJOR RETAIL	: 11,661 S.F.
WAREHOUSE	
TOTAL	: 102,616 S.F.
SITE COVERAGE ALLOWED	: 28% (WITH COVERED WALKWAY) 31.63% (WITH COVERED WALKWAY)
COVERED WALKWAY AREA	: 14,445 S.F.
LANDSCAPING (% OF SITE AREA)	
REQUIRED	: 10%
PROVIDED	: 15.26%
BIKE PARKING	
REQUIRED	: 24
PROVIDED	: 24
PARKING	
PROVIDED	: 454 SPACES
REQUIRED	: 445
RESTAURANT - 6/616 / 75	: 89 SPACES
RETAIL 79,060 / 250	: 316
WAREHOUSE 11,661 / 500	: 23
VET CLINIC 2,510 / 50	: 17 SPACES
TOTAL	: 445 SPACES

NORTH PARCEL (#1) (SUITES 101-124)

COVERED WALKWAY AREA	: 5,745 S.F.	
BIKE PARKING		
REQUIRED	: 10	
PROVIDED	: 6	
PARKING		
USE	AREA	PARKING REQ'D
DRINKING	1,499 / 75	: 19.99 SPACES
RETAIL	30,625 / 250	: 122.50
VET CLINIC	2,550 / 150	: 17.00
PAD - DRINKING	2,426 / 75	: 32.01 SPACES
BUILDING AREA PER PROPERTY RECORD CARD	: 37,601 S.F.	
TOTAL PARKING PROVIDED ON THIS SITE	: 149 SPACES	
TOTAL PARKING REQUIRED ON THIS SITE	: 77 SPACES	
PER AGREEMENT #146-XXX 2700 W BASELINE (MIDDLE PARCEL) PROVIDES TO THIS SITE	: 120 SPACES	

MIDDLE PARCEL (#3) (FRY'S STORE)

COVERED WALKWAY AREA	: 4,410 S.F.	
BIKE PARKING		
REQUIRED	: 10	
PROVIDED	: 12	
PARKING		
USE	AREA	PARKING REQ'D
RETAIL	39,063 / 250	: 156.25
WAREHOUSE	11,661 / 500	: 23.32
BUILDING AREA PER PROPERTY RECORD CARD	: 50,724 S.F.	
TOTAL PARKING PROVIDED ON THIS SITE	: 212 SPACES	
TOTAL PARKING REQUIRED ON THIS SITE	: 180 SPACES	
PER AGREEMENT #146-XXX 2700 W BASELINE (SOUTH PARCEL) PROVIDES TO THIS SITE	: 58 SPACES	
PER AGREEMENT #146-XXX 2700 W BASELINE (NORTH PARCEL) RECEIVES FROM THIS SITE	: 120 SPACES	
TOTAL PARKING AVAILABLE TO THIS SITE	: 190 SPACES	

SOUTH PARCEL (#2) (SUITES 126-157)

COVERED WALKWAY AREA	: 3,100 S.F.	
BIKE PARKING		
REQUIRED	: 4	
PROVIDED	: 6	
PARKING		
USE	AREA	PARKING REQ'D
RETAIL	9,372 / 250	: 37.49
DRINKING	2,250 / 500	: 30.00
BUILDING AREA PER PROPERTY RECORD CARD	: 11,622 S.F.	
TOTAL PARKING PROVIDED ON THIS SITE	: 105 SPACES	
TOTAL PARKING REQUIRED ON THIS SITE	: 61 SPACES	
PER AGREEMENT #146-XXX 2700 W BASELINE (MIDDLE PARCEL) RECEIVES FROM THIS SITE	: 38 SPACES	
TOTAL PARKING AVAILABLE TO THIS SITE	: 61 SPACES	

NOTE:

- THIS LINE SHALL BE CONSIDERED AN ASSUMED PROPERTY LINE PER UNIFORM BUILDING CODE 504(C) FOR BUILDING CODE PURPOSE ONLY.
- REPLACE EXISTING CATCH BASIN GRATES WITH BICYCLE SAFE GRATES.
- THE EXISTING WATERLINE WILL BE 9 FT FROM THE EDGE OF THE PROPOSED 'L' SHAPED WALL FOOTINGS. FROM FOOTING, THE TOP OF PIPE IS 3.2 FT BELOW FINISHED GRADE. THE PROPOSED FOOTING IS TO BE PLACED AT A MINIMUM DEPTH OF 1'-6" BELOW ADJACENT LOWEST GRADE. USING A PRESSURE DIAGRAM OF 1 TO 1 SLOPE, NO ADDITIONAL PRESSURE IS BEING APPLIED TO THE EXISTING WATERLINE BY THE PROPOSED FOOTING.
- PROVIDE PRESSURE/BACKFLOW PREVENTION DEVICE ON DOMESTIC/LANDSCAPE METTERS, SERVING ALL SUITES 101- 124

PROJECT
SHEPLERS WESTERN WEAR TENANT SPACE EXPANSION
2700 WEST BASELINE ROAD

TITLE

SITE PLAN

REVISIONS

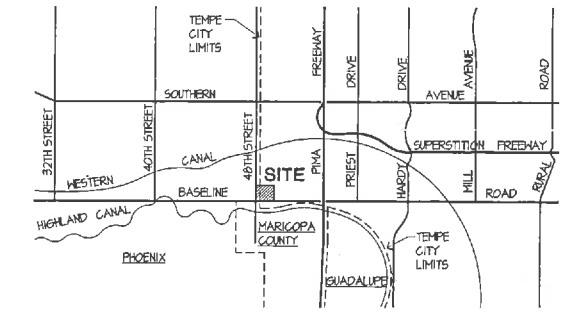
DATE 02/28/86
DRAWN BY CF
DMJM # 6478.01

300 W. CLARENDON AVE.
SUITE 400
PHOENIX, ARIZONA 85013
ARCHITECTURE
(602)264-1397

DMJM
ARIZONA INC.
PLANNING
ARCHITECTURE
ENGINEERING
LANDSCAPE ARCHITECTURE

LEGEND

[Symbol]	EXISTING TO BE REMOVED
[Symbol]	NEW BUILDING EXPANSION
[Symbol]	NEW & REVISED PARKING AREA
[Symbol]	NEW & REVISED LANDSCAPE AREA
[Symbol]	SETBACK VARIANCES (SEE LETTER DATED 2-28-86)



BOOK 412 PAGE 34
OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL
96-0197210
03/25/96 12:53
C.L.M.