

LETTER OF INTENT

**THOMPSON MILLS VILLAGE
AMENDMENT TO 2008 PCD**

38.147 ACRES – HALL COUNTY, GEORGIA



JULY 6, 2023

OWNERS

VDC DEVELOPMENT GROUP, LLC

JAB DEVELOPMENT, LLC

DEVELOPER

VDC DEVELOPMENT GROUP, LLC

TMV PCD Amendment - Letter of Intent

Executive Summary

This Letter of Intent continues and amends the current PCD zoning approval of March 27, 2008, for the Thompson Mills Village development project by VDC Development Group, LLC, by adding 11.462 acres of property to the Project without increasing the currently approved densities for development, namely 529,212 square feet of nonresidential retail and office uses, 200 hotel rooms, and 168 residential units (collectively Vested Interests). At the same time, approval of this request will clarify prohibited and approved uses and resolve design-related conflicts between the prior approval and the Gateway Corridor Overlay District (GCOD). This will provide both certainty and flexibility, whether the property is developed by a single or multiple Developers, in one phase under common ownership or subdivided and developed in multiple phases.

This narrative answers questions posed by 17.380.060 (C) of the Hall County Code. The Applicant reserves the right to amend the application during the review process.

Approval will allow development of stormwater detention, interior roads, site infrastructure development and building construction to proceed, which will strengthen and broaden the tax base with a high quality and dynamic lifestyle development. This will fulfill the original vision for a high quality, new urbanist development approved at this location in 2008 by adjusting it in light of post-recession/post-COVID/new retail paradigm factors.

Project Location

The Thompson Mills Village Project (TMV), is located along the eastern side of Georgia State Route 347 (Friendship Road) in southern Hall County and along the north right of way of Thompson Mill Road in Gwinnett County. It is adjacent to the west of the current city limits of Braselton, Georgia, and is across the highway from the NGMC Braselton hospital and the Del Webb Village at Deaton Creek active adult community. It is also influenced by the Chateau Elan Winery& Resort, Chateau Elan Estates, several other residential neighborhoods and retail development near the intersection of SR 347 with SR 211 to the east. It adjoins property in Gwinnett in the OI and Mixed Use Overlay districts.

This portion of Hall County between Interstate 85 and Interstate I-985 has seen significant growth over the past 30 years. It is influenced by both the Gainesville MSA and Atlanta, Sandy Springs, Roswell MSA and is still rapidly developing.

The location is well-served by public roads and all utilities needed to serve the Project.



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Background

Slightly over 15 years ago on March 27, 2008, the Hall County Board of Commissioners approved zoning entitlements for a Planned Commercial Development district associated with 28.79 acres of land for 529,212 square feet of nonresidential retail and office uses, a 200-room hotel and 168 residential units and related surface or deck parking. Prior to zoning approval, the potential impacts from these proposed improvements, and the balance of the Thompson Mills Village project in Gwinnett, were reviewed by the GMRC as DRI #1693, which was an amendment to prior DRI #714. Both DRI reviews were found to be in the State's and therefore Region's interest.

Since that time:

- (1) The country suffered a major recession resulting in the sale of portions of the property;
- (2) A six-lane highway (SR 347 Friendship Road) and new hospital were completed, as were significant public water and sewer infrastructure projects;
- (3) Significant residential and commercial growth occurred in the immediate vicinity and general area;
- (4) Many of the ways people live, shop, work, relax and otherwise invest their time, treasure and talents changed due to experience with a global pandemic;
- (5) The property owners worked together to make investment-backed decisions, including surveys, engineering and recent site work for mass grading of the property in readiness for infrastructure development and building construction;
- (6) The property has been cleared, graded, and padded
- (7) Sewer and lift station plans have been approved.
- (8) Adjacent property with frontage along Friendship Road in Hall County (11.46 acres) has been purchased; and the master detention pond is proposed in this new location.
- (9) Grading plans have been approved by Hall County for a regional detention facility on a portion of the 11.46-acre tract but rezoning of the parcel is a condition to begin construction.

Now, the owners, VDC Development Group, LLC and JAB Development, LLC in accordance with the requirement in #9 above, want to bring the additional property into the project without increasing the initial development entitlements and to do so in a way that is harmonious with Hall County development regulations for Planned Commercial Developments within a Gateway Corridor Overlay District.

The accompanying Thompsons Mills Village Planned Commercial Development Design Standards (TMV PCD District Design Standards) do just that. The Standards are presented in a format that is already familiar to Hall County zoning staff. The Standards will apply for all development on the portion of the Project within Hall County. Similar standards relate to development of the remainder of the Project in Gwinnett County.

The Standards are based on other successful new urbanism type developments in Georgia adapted to this site's location, features, surroundings, and Project objectives. Representative projects include but are not limited to: Vickery Village (Forsyth County), Halcyon (Cumming), Suwanee Town Center (Suwanee), Trilith (Fayetteville), Jonquil (Smyrna), Sugar Hill Town Center (Sugar Hill), Town Brookhaven (Brookhaven), Emory Point (DeKalb County), and Avalon (Alpharetta), among others.

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Equivalent Density Comparison

The following table shows the dilution of Equivalent Densities per acre by keeping the 2008 Density caps intact but increasing the Project acreage:

<u>Vested Interest</u>	<u>2008 (approved)</u>	<u>2023 (amendment)</u>
Acreage	28.79	38.147
592,212 office/retail	20,570 SF/ac	15,524.5 SF/ac
200 hotel rooms	6.947 rooms/ac	5.243 rooms/ac
168 residential units	5.835 units/ac	4.404 units/ac

For comparison, if the current request were instead to be pro-rata per acre based on the 2008 approvals, the uses would increase by over 30%. The request is to add the land without increasing the impacts.

Approved Uses

The owners and developer have crafted a synergistic blend of intended uses which complement the existing area while also creating a dynamic mix of sustainable long-term uses which look forward. Of equal importance a broad range of uses are intentionally being prohibited within the Project. Please see the accompanying TMV PCD District Design Standards for 33 prohibited uses. Uses for which approval is sought include the following:

Non-residential Uses

Advertising agencies

All medical, healthcare and dental uses, including ambulatory surgery centers, clinics, facilities, laboratories, offices, radiology/imaging services, etc., other than a hospital

Amenities (Sec. 17.20.080)

Any retail or retail service establishment, including the making of articles sold at retail on the premises providing the conditions of Chapter 17.210 are met. Examples include but are not limited to Bakeries, cafes and coffeeshops; Chocolatiers, confectioners, sweet shops, soda fountains and ice cream parlors; Delicatessen/meat/seafood market, etc.

Artisanal manufacturing and fabrication as inside uses, provided all materials produced shall be available for purchase on the premises (e.g., novelty items, pottery, etc.)

Artist studios for arts, crafts, dance, drama, music and photography

Assisted living facility, with or without memory care

Banks, credit unions, brokerage, financial services, mortgage lending and investments, other than title pawns and payday lending

Brew pubs (HC Code 5.30.176), Georgia-based farm winery tasting rooms (HC Code 5.30.177), wine tastings (HC Code 5.30.175) and distilled spirits sales (HC Code 5.60), including off-premises catered events (HC Code 5.60.065), and all forms of licenses referenced at HC Code 5.30.40 A - D.

Bus stations, shuttle, and transit stops

Business services

Churches and other places of worship

Commercial indoor recreation (escape room, pickle ball, climbing wall, trampolines, bowling, game rooms, etc.)

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Commercial outdoor recreation

Durable medical equipment sales & rental

Education/training facilities or classrooms - corporate, medical, public or private

Fitness centers, wellness programs & health clubs

Health studio, physical therapist, reducing salon

Hotels - an interior access lodging facility with amenities which typically include, but are not required to provide full-service restaurant, room-service, concierge services, meeting rooms, etc.

Institutional, except penal, including those of a religious or philanthropic nature, such as museums, art galleries, or libraries

Neighborhood grocery - may occupy portions of two floors

Offices, financial, general, legal, medical, professional, etc., without regard to the ratio or percentage of floor area relative to lot area

Optometrist/ophthalmological office, clinic or optical/vision center

Personal services - travel agency, hair salon, spas, dog walking, etc.

Pet care shop (no animal sales)

Pharmacy with sale of convenience goods

Private duty nursing services

Public Art

Public Gathering Spaces, outdoors or indoors

Radio and television studios

Restaurants, cafes, sit down, fast serve, and drive-in, rooftop or other outdoor dining and drive-through facilities, including designated food truck areas for community events

Outdoor sales of malt beverages, wine and distilled spirits by restaurants, or for celebrations, festivals and other outdoor events may occur anywhere within the property, from a licensed establishment on the premises (within the 38.147 acres) or from a county licensed alcoholic beverage caterer(s) holding a county-issued event offsite catering permit.

Theater/Cinema/Auditorium

Residential Uses

Home occupations, provided conditions 1, 3, 4, 6, 7, 9, 10, 11, 12 and 13 of chapter 17.210 are met

Home offices

Residences, multifamily – A residential building, project of two or more buildings, or portion of a commercial building such as upper floor(s) over retail and/or office uses, whether fee simple, condominium or leased space, with units either stacked or placed side-by-side or as upper floor(s) of structures with other commercial uses, with such units used primarily for long-term rather than transient or short-term rental occupancy by three or more families in dwelling units living independently of each other. Units may be age-restricted in accordance with HUD rules and regulations or may be general market.

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Examples include stacked flats, lofts, big-house condominiums, Class A apartments, etc. Up to 100% of the approved residential units (168) may be within one structure.

Residences, single family attached – whether fee simple, condominium or leased – examples include but are not limited to townhomes with enclosed garages and live/work residential over retail. Units may be age-restricted in accordance with HUD rules and regulations or may be general market.

Transient occupancy of residential units (ex. hospital patient family stays, traveling nurses, relocations, etc.) provided all requirements of chapter 17.216 are met.

Vacation homes (Sec. 17.20.1305)

Other Uses

Bicycle share stations

Clock tower

Construction trailer, provided the conditions of chapter 17.210 are met

County, municipal and other public uses

Electric vehicle charging stations

Master detention pond and stormwater management systems

Parking – Enclosed, covered or uncovered, free, time-limited, secured, reserved, designated, or public access, valet and/or paid parking, whether parallel or angle parking along streets, surface parking lots, structured two-level high-low parking (two entrances with no interior ramp), hydraulic stacking systems, or multi-level decks with interior ramps. Parking may be shared between businesses, uses or parcels and does not need to be on the same lot. May include designated spaces for carpool, park and ride, dedicated rideshare and shared ownership vehicles.

Parks for leisure and scenic appeal

Public and/or private alleys

Public or private roads

Public Art

Public Gathering Spaces, outdoors or indoors

Sidewalk/Street Amenities – Benches, garbage cans, WIFI, sound system, lighting, kiosks, wayfinding, decorative crosswalks

Subdivisions

Temporary partial closure of portions of internal streets for celebrations and festivals, provided advance notice, signage and alternate means of circulation is provided and communicated to county emergency services.

Unlisted uses accessory to an Allowed/Permitted use

Utilities

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GDOT Coordination

Existing entrances at Village Way and Town Center Way were approved by GDOT in conjunction with the realignment of SR 347 Friendship Road. Discussion with GDOT of a Right-In/Right-Out only access from/to Friendship Road at the north end of the property for Traverse Road is ongoing. Permitting will occur in conjunction with roadway construction plan development. The south end of Traverse Road terminates at existing Deaton Creek Way and will be coordinated with Hall County's Engineering Division, which is the jurisdiction of authority.

Traffic Impact Study

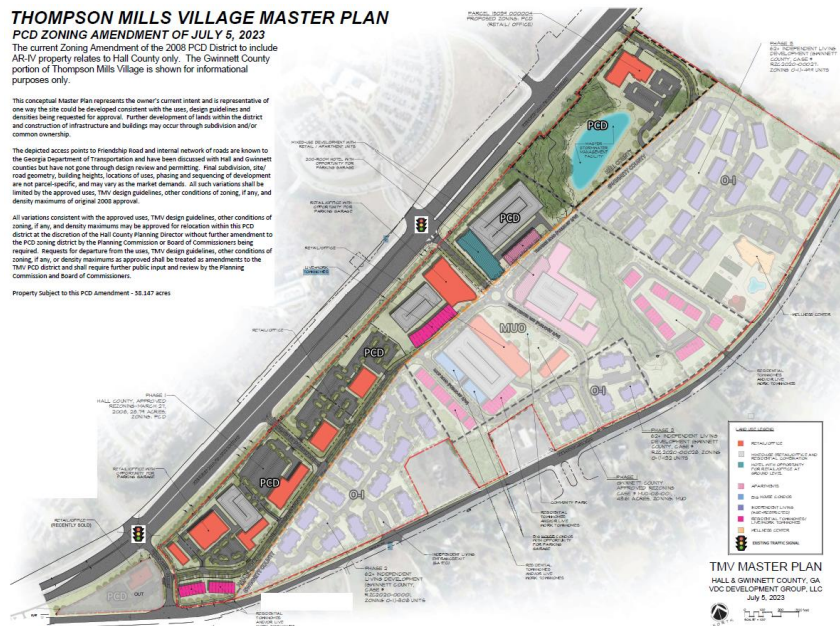
Although the TMV project includes more than 100 residential dwelling units in Hall County, this amendment to increase the project's land area by 11.462 acres does not increase the number of residential units or other development impacts. The 168 units approved March 27, 2008, and carried forward unchanged by this amendment, were included in traffic analysis previously reviewed by Hall County.

Water & Sewer Coordination

The Hall County portion of the Project is within the Gainesville Service Delivery area for water and within the Braselton Service Delivery area for sewer. Infrastructure from both jurisdictions needed to serve the Project is available at the site. A commitment to serve letter for water has been requested from the City of Gainesville and the Town of Braselton has provided a calculation for sewer taps.

Effect of Approval

Upon approval of this amendment by the Hall County Board of Commissioners the Master Plan, Design Standards and Letter of Intent of July 5, 2023, and conditions of zoning approval, if any, shall substitute for and replace prior approvals of the Master Plan, Narrative, Supplemental Conditions, Shook-Kelley building renderings and Conditions of Zoning of March 27, 2008. At all times the Owner's Vested Interests in the density caps shall remain in effect.



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Design Standards

Design Standards for Thompson Mills Village, which accompany this Letter of Intent and are incorporated here by reference, are based on the Gateway Corridor Overlay District (GCOD) requirements of Hall County found in Chapter 17.420 of the Hall County Code. Because quality architecture and other design standards are important to creating a sense of place and bringing the developer's vision for Thompson Mills Village to success, the TMV PCD District Design Standards (the Standards) intentionally differ from the GCOD in three key ways:

1. The GCOD requirements apply to roughly half of the property in Hall, but the entirety of the property in Hall County will be subject to the Standards. No subdivision of land has taken place or will take place to avoid quality design.
2. The GCOD requirements apply only to non-residential buildings and sites, but all buildings and sites within Thompson Mills Village will be subject to the Standards.
3. The GCOD has a list of only three prohibited uses (adult establishments, junk yards and billboard signs). The Standards identify 30 other prohibited uses in addition to the three prohibited uses by the GCOD. The developer views these 33 uses as not in keeping with the character of the location or Project. Many of these would be desired by others.

The developer recognizes that different parts of the county are not the same and one size does not fit all. The Standards are adapted to the location (NGMC Braselton, Chateau Elan, the Village at Deaton Creek, etc.) For purposes of the application the Standards are noted with highlighted text to note changes from the GCOD. This is to aid staff, officials and the public in comparing the Standards with the GCOD. Yellow highlighted text is used for proposed additional text whereas red highlighted text notes appropriate deletions. The combination of edits is also provided in merged format as a clean document that parallels the GCOD format and sequence but is specific to the Thompson Mills Village project. Approval of the resulting Standards as a single condition of zoning approval overlay will be in lieu of the otherwise required overlay of the standard language of the GCOD.

Architectural Review Board & Guidebook

A key function within the Standards is the creation of the Thompson Mills Village Architectural Review Board (ARB). The Board will prepare and maintain a graphics-based Design Guidebook with clearly stated and depicted examples, pictures, color palettes, etc. that are consistent with the Standards. Further, the ARB will develop the Master Sign Plan for approval by the Planning Director and will review all development plans before submission to County staff. An example overview follows.

Purpose of the Guidebook – This guidebook serves to provide a comprehensive and cohesive approach to executing the TMV PCD District Design Standards on the ground. It exists to complement and supplement existing buildings, roadways, uses and services in the vicinity of NGMC Braselton, Chateau Elan, and the Village at Deaton Creek in south Hall. This pedestrian-friendly commercial and residential infill project in both Hall and Gwinnett counties is within the rapidly urbanizing northeast Atlanta metropolitan region between I-85 and I-985. Quality and diverse architecture, hardscape and landscaping create visual interest and are key components of the sense of place by which the Thompson Mills Village development will be known.

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Implementation of the Guidebook:

- (1) Zoning amendment approval by the Hall County Planning Commission and BOC through public input for uses, site plan and design guidelines in narrative form (this Amendment action);
- (2) On-going staff review and approval of architectural standards consistent with the uses, site plan and narrative design guidelines; and
- (3) On-going compliance with TMV Architectural Review Board requirements for the development:
 - a. Buildings
 - i. Orientations and Mass
 - ii. Street Presence
 - iii. Elevations
 - iv. Articulations
 - v. Fenestrations
 - b. Hardscape
 - i. Sidewalks
 - ii. Site Furnishings
 - iii. Screening and Enclosures
 - iv. Monumentation
 - v. Signage & Wayfinding
 - c. Lighting
 - i. Streets
 - ii. Parking Lots
 - iii. Buildings & Signs
 - d. Landscaping
 - i. Trees
 - ii. Shrubs, Plants and Groundcovers



(Images are representative and may not depict the final tenants or configuration of specific buildings)

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Signage Master Plan

A coordinated program of monument, banner, wall, marque, pylon, directory, address and other signs allowed by Hall County, as modified by the Standards, shall be developed by the Architectural Review Board for approval by the county Planning Director before building permit issuance. The signage master plan shall specify the sign type, design, height, colors, illumination, and other specifications to give a coordinated appearance to the building or development. The county's review and approval of the signage master plan shall be based on the compatibility of the proposed signage with the siting and architecture of the subject building or development and the compatibility of the signage with surrounding land uses.

Preferred Conditions of Zoning I

1. The development caps approved March 27, 2008 (529,212 SF office/retail, 200 Hotel rooms, and 168 residential units) are not increased or decreased by this Amendment to the TMV PCD and may be used anywhere within the 38.147 acres as best suits the Project.
2. The site shall be developed in accordance with the conceptual Master Plan, Letter of Intent and Design Standards of July 5, 2023, submitted as part of this application. Minor changes can be approved by the Planning Director provided there is no increase in the total square footage of office/retail, number of hotel rooms or number of residential units, and there are no reductions in buffers.
3. The Thompson Mills Village PCD District Design Standards, as approved, shall serve as a uses and design overlay for the entire property in lieu of the GCOD requirements. Variances to the GCOD standards described in Application materials are granted by this approval.
4. Authority to administer design-related matters of the Thompson Mills Village PCD District are delegated to the Hall County Zoning Director, with right of appeal by the developer to the Hall County Planning Commission.
5. The development shall follow all Hall County development review processes and stormwater requirements as established by the Official Code of Hall County and any other applicable agency; however, site plans and building plans shall be reviewed by the TMV Architectural Review Board before submittal to Hall County or other review agencies.
6. These Conditions of Zoning Approval shall be placed on any plat or site plan prepared for the property,
7. Prior to issuance of a building permit for individual parcels a landscape and sign plan shall be submitted to the Planning Director for approval.

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Constitutional Issues and Preservation of Rights

Typical for similar applications of this type, as part of the zoning district amendment application review process Georgia law requires the Applicant to point out that refusal by Hall County to approve this zoning amendment (rezoning), or approval for a different district, other combination of uses or conditions of zoning without acceptance by the Owners, would be an arbitrary and unreasonable act and would be arbitrary and capricious, as well as vague, and result in a taking of the Applicant's and Property Owners' constitutional rights.

Potential areas of concern in properly handling this application and resulting actions include, but are not limited to, one or more violations of the:

US Constitution (Constitution of the United States)

Fifth Amendment and Fourteenth Amendment

Commerce Clause, Article I, Section 8, Clause 3

Just Compensation Clause of the Fifth Amendment

Georgia Constitution (Constitution of the State of Georgia of 1983)

Article I, Section I, Paragraph I

Article I, Section I, Paragraph II

Article I, Section III, Paragraph I

Article IX, Section II, Paragraph IV

Georgia Statutes (Official Code of Georgia Annotated, as amended), and

Zoning Procedures Law, O.C.G.A Section 36-66-1 et seq.

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Tract Exhibit

The Project is comprised of several parcels of record (Tracts) which total 38.147 acres. These Tracts are shown in the accompanying Exhibit. Corresponding Hall County Tax parcel IDs are shown.

Exhibit Tract	Hall County Tax Parcel ID	Owner	Acres ALTA	Part of 2008 approval	Part of this application
B	15039 000002 (east)	VDC	4.970	Y	Y
F	15039 000640	JAB	5.002	Y	Y
C	15039 000642	VDC	0.534	Y	Y
G	15039 000641	JAB	5.001	Y	Y
D	15039 000643	VDC	11.178	Y	Y
K	15039 000656	VDC	0.091	N	Y
J	15039 000004	VDC	11.371	N	Y
		TOTALS	38.147		

Notes:

VDC – VDC Development Group, LLC - Acquired various dates with Tract K acquired June 9, 2023

JAB – JAB Development, LLC – Acquired various dates

Tract A was purchased by Peach State Bank April 7, 2023 and is not part of this request

Total Project is: 38.147 Acres – 26.685 +11.462 (B, C, D, F, G, J & K) – No Tract A (PSB)

Legal Descriptions

The following legal descriptions are provided:

26.685 acres – Property east of Deaton Creek Way zoned PCD-2008 (Tracts B,C,D,F & G)

11.462 acres – Property zoned AR-IV comprised of Tracts J (11.371 acres) & K (0.091 acre) to be added to the TMV PCD District

38.147 acres – Combined property east of DCW to be zoned PCD-2023

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26.685-Acres Tract – Combined Tracts B, C, D, F & G zoned PCD (2008)

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING THE 392nd G.M.D. (CLINCHEM DISTRICT), HALL COUNTY, GEORGIA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD (80' PUBLIC RIGHT OF WAY) WITH THE EAST RIGHT OF WAY OF DEATON CREEK PARKWAY (VARIABLE PUBLIC RIGHT OF WAY), LYING SOUTH 75°59'12" EAST, A DISTANCE OF 79.49 FEET FROM A SCRIBED "X" FOUND AT THE INTERSECTION OF THE WEST RIGHT OF WAY OF DEATON CREEK PARKWAY AND THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD; THENCE ALONG THE EAST RIGHT OF WAY OF DEATON CREEK PARKWAY THE FOLLOWING COURSES AND DISTANCES: NORTH 14°29'16" EAST, A DISTANCE OF 129.65 FEET TO A POINT; THENCE 156.30 FEET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 240.00 FEET AND A CHORD BEARING AN D DISTANCE OF NORTH 04°10'07" WEST, A DISTANCE OF 153.55 FEET TO A POINT; THENCE NORTH 22°49'30" WEST, A DISTANCE OF 66.25 FEET TO THE INTERSECTION WITH THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD (VARIABLE PUBLIC RIGHT OF WAY); THENCE ALONG THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD THE FOLLOWING COURSES AND DISTANCES: 20.10 FEET ALONG AN ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2208.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 65°08'05" EAST, A DISTANCE OF 20.10 FEET TO A POINT; THENCE 247.60 FEET ALONG AN ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2207.74 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 62°27'54" EAST, A DISTANCE OF 247.47 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'24" EAST, A DISTANCE OF 126.61 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'26" EAST, A DISTANCE OF 519.10 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'08" EAST, A DISTANCE OF 60.00 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'24" EAST, A DISTANCE OF 622.61 FEET TO A 5/8" REBAR; THENCE NORTH 59°12'40" EAST, A DISTANCE OF 1298.79 FEET TO A CONCRETE MONUMENT; THENCE LEAVING THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD (VARIABLE PUBLIC RIGHT OF WAY) AND ALONG THE PROPERTY OF NOW OR FORMERLY JULIUS W. DAVIS JR. SOUTH 40°24'02" EAST, A DISTANCE OF 439.60 FEET TO THE HALL COUNTY AND GWINNETT COUNTY LINE; THENCE ALONG COUNTY LINE THE FOLLOWING COURSES AND DISTANCES: SOUTH 64°49'17" WEST, A DISTANCE OF 1298.87 FEET TO A CAPPED REBAR; THENCE SOUTH 52°52'06" WEST, A DISTANCE OF 79.49 FEET TO A POINT; THENCE SOUTH 52°52'24" WEST, A DISTANCE OF 627.08 FEET TO A 5/8" REBAR; THENCE SOUTH 52°49'02" WEST, A DISTANCE OF 60.38 FEET TO A 5/8" REBAR; THENCE SOUTH 52°50'11" WEST, A DISTANCE OF 522.20 FEET TO A 5/8" REBAR; THENCE SOUTH 52°54'32 WEST, A DISTANCE OF 327.50 FEET TO THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD (80' PUBLIC RIGHT OF WAY); THENCE ALONG THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD THE FOLLOWING COURSES AND DISTANCES: 55.71 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 2031.00 FEET AND A CHORD BEARING A DISTANCE OF NORTH 89°26'12" WEST, A DISTANCE OF 55.71 FEET TO A POINT; THENCE NORTH 79°18'48" WEST, A DISTANCE OF 57.91 FEET TO A POINT; THENCE 126.36 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 1906.97 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 82°45'37" WEST, A DISTANCE OF 126.34 FEET TO A POINT; THENCE NORTH 80°19'55" WEST, A DISTANCE OF 8.79 FEET TO A POINT; THENCE NORTH 77°51'06" WEST, A DISTANCE OF 38.95 FEET TO A POINT; THENCE NORTH 54°06'39" WEST, A DISTANCE OF 31.81 FEET TO THE **POINT OF BEGINNING**.

SAID TRACT CONTAINS 26.685 ACRES.

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11.462-Acres Tract – Combined Tracts J & K - zoned AR-IV

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING THE 392nd G.M.D. (CLINCHEM DISTRICT), HALL COUNTY, GEORGIA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD (80' PUBLIC RIGHT OF WAY) WITH THE EAST RIGHT OF WAY OF DEATON CREEK PARKWAY (VARIABLE PUBLIC RIGHT OF WAY), LYING SOUTH 75°59'12" EAST, A DISTANCE OF 79.49 FEET FROM A SCRIBED "X" FOUND AT THE INTERSECTION OF THE WEST RIGHT OF WAY OF DEATON CREEK PARKWAY AND THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD; THENCE ALONG THE EAST RIGHT OF WAY OF DEATON CREEK PARKWAY THE FOLLOWING COURSES AND DISTANCES: NORTH 14°29'16" EAST, A DISTANCE OF 129.65 FEET TO A POINT; THENCE 156.30 FEET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 240.00 FEET AND A CHORD BEARING AN D DISTANCE OF NORTH 04°10'07" WEST, A DISTANCE OF 153.55 FEET TO A POINT; THENCE NORTH 22°49'30" WEST, A DISTANCE OF 66.25 FEET TO THE INTERSECTION WITH THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD (VARIABLE PUBLIC RIGHT OF WAY); THENCE ALONG THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD THE FOLLOWING COURSES AND DISTANCES: 20.10 FEET ALONG AN ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2208.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 65°08'05" EAST, A DISTANCE OF 20.10 FEET TO A POINT; THENCE 247.60 FEET ALONG AN ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2207.74 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 62°27'54" EAST, A DISTANCE OF 247.47 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'24" EAST, A DISTANCE OF 126.61 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'26" EAST, A DISTANCE OF 519.10 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'08" EAST, A DISTANCE OF 60.00 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'24" EAST, A DISTANCE OF 622.61 FEET TO A 5/8" REBAR; THENCE NORTH 59°12'40" EAST, A DISTANCE OF 1298.79 FEET TO A CONCRETE MONUMENT BEING THE **TRUE POINT OF BEGINNING**; THENCE NORTH 58°42'24" EAST, A DISTANCE OF 251.19 TO A POINT; THENCE SOUTH 30°48'04" EAST, A DISTANCE OF 27.16 FEET TO A POINT; THENCE NORTH 59°11'56" EAST, A DISTANCE OF 300.00 FEET TO A POINT; THENCE NORTH 30°48'04" WEST, A DISTANCE OF 27.16 FEET TO A CONCRETE MONUMENT; THENCE NORTH 59°11'56" EAST, A DISTANCE OF 488.66 FEET TO A POINT; THENCE LEAVING THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD (VARIABLE PUBLIC RIGHT OF WAY) AND ALONG THE PROPERTY OF NOW OR FORMERLY HIGHPOINT BRASELTON PROPERTY OWNERS ACCOCIATION SOUTH 40°47'14" EAST, A DISTANCE OF 504.49 FEET TO THE HALL COUNTY AND GWINNETT COUNTY LINE; THENCE ALONG COUNTY LINE SOUTH 64°49'17" WEST, A DISTANCE OF 1065.53 FEET TO A 1/2" REBAR; THENCE LEAVING THE COUNTY LINE AND ALONG THE PROPERTY OF NOW OR FORMERLY VDC DEV GROUP, LLC NORTH 40°24'02" EAST, A DISTANCE OF 439.60 FEET TO THE **TRUE POINT OF BEGINNING**.

SAID TRACT CONTAINS 11.462 ACRES.

TMV PCD Amendment - Letter of Intent

38.147 Acres Tract – Tracts B, C, D, F, G, J & K

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING THE 392nd G.M.D. (CLINCHEM DISTRICT), HALL COUNTY, GEORGIA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD (80' PUBLIC RIGHT OF WAY) WITH THE EAST RIGHT OF WAY OF DEATON CREEK PARKWAY (VARIABLE PUBLIC RIGHT OF WAY), LYING SOUTH 75°59'12" EAST, A DISTANCE OF 79.49 FEET FROM A SCRIBED "X" FOUND AT THE INTERSECTION OF THE WEST RIGHT OF WAY OF DEATON CREEK PARKWAY AND THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD; THENCE ALONG THE EAST RIGHT OF WAY OF DEATON CREEK PARKWAY THE FOLLOWING COURSES AND DISTANCES: NORTH 14°29'16" EAST, A DISTANCE OF 129.65 FEET TO A POINT; THENCE 156.30 FEET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 240.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 04°10'07" WEST, A DISTANCE OF 153.55 FEET TO A POINT; THENCE NORTH 22°49'30" WEST, A DISTANCE OF 66.25 FEET TO THE INTERSECTION WITH THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD (VARIABLE PUBLIC RIGHT OF WAY); THENCE ALONG THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD THE FOLLOWING COURSES AND DISTANCES: 20.10 FEET ALONG AN ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2208.00 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 65°08'05" EAST, A DISTANCE OF 20.10 FEET TO A POINT; THENCE 247.60 FEET ALONG AN ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2207.74 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 62°27'54" EAST, A DISTANCE OF 247.47 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'24" EAST, A DISTANCE OF 126.61 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'26" EAST, A DISTANCE OF 519.10 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'08" EAST, A DISTANCE OF 60.00 FEET TO A 5/8" REBAR; THENCE NORTH 59°11'24" EAST, A DISTANCE OF 622.61 FEET TO A 5/8" REBAR; THENCE NORTH 59°12'40" EAST, A DISTANCE OF 1298.79 FEET TO A CONCRETE MONUMENT; THENCE NORTH 58°42'24" EAST, A DISTANCE OF 251.19 TO A POINT; THENCE SOUTH 30°48'04" EAST, A DISTANCE OF 27.16 FEET TO A POINT; THENCE NORTH 59°11'56" EAST, A DISTANCE OF 300.00 FEET TO A POINT; THENCE NORTH 30°48'04" WEST, A DISTANCE OF 27.16 FEET TO A CONCRETE MONUMENT; THENCE NORTH 59°11'56" EAST, A DISTANCE OF 488.66 FEET TO A POINT; THENCE LEAVING THE SOUTH RIGHT OF WAY OF STATE ROUTE 347 A.K.A. FRIENDSHIP ROAD (VARIABLE PUBLIC RIGHT OF WAY) AND ALONG THE PROPERTY OF NOW OR FORMERLY HIGHPOINT BRASELTON PROPERTY OWNERS ACCOCIATION SOUTH 40°47'14" EAST, A DISTANCE OF 504.49 FEET TO THE HALL COUNTY AND GWINNETT COUNTY LINE; THENCE ALONG COUNTY LINE THE FOLLOWING COURSES AND DISTANCES: SOUTH 64°49'17" WEST, A DISTANCE OF 1065.53 FEET TO A 1/2" REBAR; THENCE SOUTH 64°49'17" WEST, A DISTANCE OF 1298.87 FEET TO A CAPPED REBAR; THENCE SOUTH 52°52'06" WEST, A DISTANCE OF 79.49 FEET TO A POINT; THENCE SOUTH 52°52'24" WEST, A DISTANCE OF 627.08 FEET TO A 5/8" REBAR; THENCE SOUTH 52°49'02" WEST, A DISTANCE OF 60.38 FEET TO A 5/8" REBAR; THENCE SOUTH 52°50'11" WEST, A DISTANCE OF 522.20 FEET TO A 5/8" REBAR; THENCE SOUTH 52°54'32 WEST, A DISTANCE OF 327.50 FEET TO THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD (80' PUBLIC RIGHT OF WAY); THENCE ALONG THE NORTH RIGHT OF WAY OF THOMPSON MILL ROAD THE FOLLOWING COURSES AND DISTANCES: 55.71 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 2031.00 FEET AND A CHORD BEARING A DISTANCE OF NORTH 89°26'12" WEST, A DISTANCE OF 55.71 FEET TO A POINT; THENCE NORTH 79°18'48" WEST, A DISTANCE OF 57.91 FEET TO A POINT; THENCE 126.36 FEET ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 1906.97 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 82°45'37" WEST, A DISTANCE OF 126.34 FEET TO A POINT; THENCE NORTH 80°19'55" WEST, A DISTANCE OF 8.79 FEET TO A POINT; THENCE NORTH 77°51'06" WEST, A DISTANCE OF 38.95 FEET TO A POINT; THENCE NORTH 54°06'39" WEST, A DISTANCE OF 31.81 FEET TO THE **POINT OF BEGINNING**.

SAID TRACT CONTAINS 38.147 ACRES.

TMV Master Sign Plan

The accompanying Entrance Sign Concept by Baker Land Design is representative of the scale, presence, and character of monumentation for Thompson Mills Village as currently envisioned for the project's main entry from Friendship Road at Town Center Way. This is the existing signal on Friendship Road shared with the main entrance to the hospital.

This signature arrival point welcomes employees, residents, guests and visitors to this prestigious destination development. Together the sign face, associated hardscape and landscaping embody the timeless elegance of quality design and execution by craftsmen which will be associated with TMV.

Various features, elements, and materials from the main entryway monumentation will be repeated or appropriately reduced in size for use at the other entrances from Friendship Road and Deaton Creek Way in Hall and Thompson Mill Road in Gwinnett. Features, elements and materials may also be used internal to the development along the roads or within sites in either free-standing form or in combination with other signage detailed in the design standards.

This will provide a cohesive texture and reminder of the experience of this unique place, regardless of where one approaches or departs the development. Approval and modification of the master sign plan will be the responsibility of the TMV Architectural Review Board.