

EXHIBIT D

The Avenues PUD

Written Description

April 16, 2025

RE Parcel #s:

155494 0000 155494 1000 155494 1055
155494 1060 155494 2000 155494 2100

I. Introduction

The Avenues was originally approved as a Planned Unit Development on February 25, 1986 (City of Jacksonville Ordinance 86-1-57), as amended by City of Jacksonville Ordinance 2001-366-E, which consolidated numerous other amendments and/or approvals as listed in said Ordinance and amended and restated the project description and development specifications for The Avenues (“The Avenues”, the “PUD”, “The Avenues PUD”, or the “Mall Site”). The Mall Site has a Land Use designation of Regional Commercial (RC), predating Ordinance 2020-0044-E.

Jacksonville Avenues Limited Partnership (the “Developer”) is seeking additional amendments to the PUD for the purposes more particularly set forth below, including, without limitation, adding multi-family residential units within the Avenues Mall Site and as part of The Avenues PUD on the property more particularly described in Exhibit “B” attached hereto and made a part hereof, together with the Multi-Family Parking Area as hereinafter defined (the “Multi-Family Parcel”). The RC Land Use designation permits a multi-family residential density equal to that of Community General Commercial (CGC) in the Urban Area of 40 units per acre with a mix of uses. This PUD amendment will allow the development of up to 266 multi-family residential units on the Multi-Family Parcel (the “Multi-Family Units”), as shown on the Site Plan for the Multi-Family Parcel attached hereto as Exhibit “C” and made a part hereof (the “Multi-Family Site Plan”). The amendments to the Avenues PUD specifically relating to the Multi-Family Units are more particularly set forth in Paragraph II.G. below.

Except for the specific amendments to the PUD set forth in this PUD Written Description, the Multi-Family Site Plan, the revised Avenues PUD Site Plan attached hereto as Exhibit “A” (the “Site Plan”) and made a part hereof, and the related attachments and Exhibits, the Applicant seeks no other changes to the PUD, and all other provisions in The Avenues PUD shall remain unchanged and in full force and effect, as and when applicable, as more particularly set forth below.

In the event of any conflict between the provisions of this Written Description and/or the related attachments and Exhibits and the provisions of The Avenues PUD, the Jacksonville Zoning Code, or any other rules, ordinances, requirements of the City of Jacksonville or any agency, or

documents, the provisions hereof shall control and supersede, and any contrary provisions will be deemed inapplicable.

II. Changes to The Avenues PUD

The changes to The Avenues PUD are as follows:

A. Zoning Code References

Section I. C. of the PUD shall be revised to provide that all citations to the City Zoning Code in this Written Description amending the PUD shall refer to Chapter 656 of the City of Jacksonville Ordinance Code in effect at the time of approval of this Amended PUD, provided, however, that all other references to City of Jacksonville requirements in The Avenues PUD shall continue to refer to the City ordinances or requirements in effect at the time of approval of The Avenues PUD. Notwithstanding the foregoing or anything to the contrary, any reference to CCG-1 shall include the Multi-Family Units permitted herein, without the requirement of a zoning exception therefor.

B. Overview/Development Description; Addition of Multi-Family Units

Section II. of the PUD shall be amended to delete the provisions of Section II. on Page 6 through the Note on Page 7 stating that “Active Recreation and residential dwelling units are not included within this development”.

Section II. of the PUD and any other applicable provisions of the PUD shall also be amended (1) to provide that The Avenues includes approximately 94.6 acres of real property, of which approximately 68 acres are Regional Shopping Center/ CCG-1, approximately 5.5 acres are Outparcel 1/CCG-1, approximately 1.6 acres are Outparcel 2/CCG-1, approximately 16 acres are Preserve/Retention, and approximately 3.5 acres are Multi-Family Residential, and (2) to delete the third full paragraph of Section II. regarding the original Development of Regional Impact approved in 1986, which has now expired.

The following language shall be added to Section II. of the PUD: “Notwithstanding anything to the contrary, in addition to the other uses approved within The Avenues PUD, multi-family residential development shall be a permissible use without an exception within the Avenues PUD and within the CCG-I District.”

Except as set forth in this application, there is no change to the approved uses, non-residential square footages, or intensities or densities within the PUD. Notwithstanding the foregoing, to the extent that any of the specific provisions or requirements of the PUD have not been met or fulfilled as of the date hereof, this Amendment shall continue to allow, but shall not operate to reimpose the same.

C. Regional Shopping Center; Outparcel 1; Outparcel 2

The language in the first two sentences of Section II. 1. shall be deleted as follows: “The regional shopping mall will house six department store anchors. This two-story center will provide many luxurious amenities including a food court and fountains”. The remainder of Section II., 1. shall be amended to reflect the revised acreages set forth in Paragraph B. above.

The language in the first sentence of Section II. 2. relating to the acreage for Outparcel 1 shall be revised to substitute “approximately 5.5” for “3.76”, and the language in the first sentence of Outparcel 2 on Page 9 shall be revised to substitute “An approximately 1.6 acre site” for “A 2.5 net acre site”, as the acreage for Outparcel 2.

D. Development Standards

The language in the first sentence of Section III. A. (1), Regional Shopping Center Uses, shall be amended to read as follows: “The uses within the regional mall shall conform to the CCG-I classification of the City of Jacksonville Zoning Code Section 656.313, and in addition, shall allow multi-family residential development without an exception”, as set forth in Paragraph II. B. of this Written Description.

The language in Section III. A. (2), Site Development Standards, shall be amended to change the minimum lot size for the regional mall site from “76.18” to “approximately 68” acres gross.

Vehicular access to public roads for all parcels within the Mall Site shall continue to be provided via the ring road that encircles the perimeter of the Mall Site, as a non-exclusive perpetual easement as specifically set forth in The Avenues PUD, and all separate parcels within the Avenues PUD shall be deemed to have direct access to public roads at all times.

The language in Section III. C. (1) and (1) shall be deleted, and the existing 4,433 Mall Site parking spaces within the Avenues PUD shall be used for all non-residential parking for the Mall Site. In addition, the language in Section III. C. (2) shall be deleted, and all requirements of the City of Jacksonville Zoning Code in effect at the time of approval of this amended PUD shall apply.

Except as hereafter provided for the Multi-Family Units, landscaping and drainage will be as currently provided for the Mall Site.

All acreages, square footages and other dimensions in the PUD are approximate. To the extent that any terms or provisions of the PUD are no longer applicable, correct or relevant due to changes in circumstances, post-development facts, as-built status, passage of time, or other factors not addressed in this Written Description, such provisions shall be deemed to be changed or deleted as appropriate and applicable, provided that no conditions or requirements of the City Council shall be changed without an additional modification or amendment to the PUD.

The Mall Site/ Avenues PUD shall be considered, reviewed and evaluated as a unified integrated PUD for permitting and development approval purposes when and where applicable, rather than as separate independent development parcels within the PUD boundaries subject to stand alone review.

Notwithstanding anything in the Jacksonville Zoning Code or otherwise to the contrary, due to the mixed-use nature of the PUD and the addition of multi-family residential uses thereto, no buffers, setbacks, landscaping, lighting or other requirements that would traditionally be implemented or required between or because of uncomplimentary uses shall apply to this PUD.

E. Submission of Development Plans

Section III. L., requiring submittal of a preliminary plan for an entire parcel to be submitted to the Planning Commission pursuant to Section 656.333, Jacksonville Zoning Code, prior to or simultaneously with any request for verification of substantial compliance with the PUD, shall be deleted in its entirety.

F. Addition of Outparcel

The PUD shall also be amended to add an approximately seven thousand (7,000) square foot building labeled “Future Building Area” and further referenced as the Future Belk Outparcel, located near the southeast corner of the Site Plan as shown thereon. Notwithstanding anything to the contrary, the Future Building Area/Future Belk Outparcel may be developed and used for any permitted uses and structures, or any permissible uses by exception, within the CCG-1 District of the City of Jacksonville Zoning Code.

G. Written Description of The Avenues Multi-Family Units; Portions of RE Parcel Numbers 155494 1055 & 155494 2100

1. Amendment to PUD; Multi-Family Parcel Site Plan

The Avenues PUD shall be amended to add and allow for the development of up to 266 Multi-Family Units on the Multi-Family Parcel (constituting portions of RE Parcel Numbers is 155494–1055 and 155494–2100) described in Exhibit “B” hereto, as defined above. As noted above, the Multi-Family Parcel has a current land use designation of Regional Commercial (RC), predating Ordinance 2020-0044-E, which permits a residential density up to 40 units per acre in the Avenues PUD, with a mix of uses. Surrounding uses include CR and MU to the north; BP and MDR to the east; and CGC/BP to the west.

The site will be developed as an infill parcel on an impervious surface parking area that is surrounded by The Avenues Mall, with indoor shopping, commercial and restaurant facilities. This multi-family development will provide residential solutions for

employers in the area, is located in close proximity to arterial roads, is supplied with full urban services, and will have direct access to and be served by the JTA Rapid Transit bus station for the Green Line.

The Multi-Family Site Plan is attached hereto as Exhibit “C” and made a part hereof.

2. Quantitative Data

For Multi-Family uses:

- Total amount of non-residential floor area: minimum of 5,800 square feet.
- Total amount of recreation area: 23,500 square feet.
- Total amount of land coverage of all residential buildings and structures: 71,245 square feet.
- Phase schedule of construction: Single-phase construction

3. Uses and Restrictions

Permitted Uses:

- a) Multiple-family dwellings

4. Design Guidelines

- a) Lot Requirements

1. Minimum lot area: None
2. Maximum lot coverage: 95 percent
3. Minimum front yard: 0 feet
4. Minimum side yard: 0 feet
5. Minimum rear yard: 0 feet
6. Maximum height of structures: 60 feet; provided, however, that height may be unlimited where all required yards are increased by one foot for each one foot of building height or fraction thereof in excess of 60 feet.

- b) Parking and Access

1. Parking Requirements; Design Standards. The parking requirements for the Multi-Family Units shall: (a) be provided at a minimum of 1.30 parking spaces per unit; (b) be provided in the existing parking garage and in new parking spaces that will be created surrounding the multi-family residential development (the “Multi-Family Parking Area”); (c) be based upon the existing

geometry for the internal rows of parking fixed by the garage structure and locations of poles and drains, which results in unusual dimensions as follows: 17' aisles, with 70° angled spaces 9' wide by 17' long; and (d) not require a visual buffer/barrier along the edges or portions of parking lots for non-residential areas adjoining residential areas or districts.

2. Vehicular Access. Vehicular access to the Property shall be from the outer ring road, substantially as shown on the Avenues Site Plan attached hereto as Exhibit "A".
3. Pedestrian Access. Pedestrian access shall be provided by internal sidewalks that extend on the West, South and East sides of the Multi-Family Parcel and provide direct connectivity to the parking garage.

c) Signs

The following signage shall be permitted within the Mall Site for the Multi-Family Parcel:

1. Shared signage on the two (2) existing double faced monument signs for The Avenues, as agreed upon with the Developer.
2. Shared signage on the two (2) existing directional signs for The Avenues, as agreed upon with the Developer.
3. Wall signs not to exceed ten percent (10%) of the square footage of the occupancy frontage of the building are permitted.

d) Landscaping

Due to the fact that the Multi-Family Parcel is part of the integrated Avenues PUD and is being built on what is currently an existing impervious asphalt-paved surface parking lot for the Mall Site, with limited and isolated parking islands, each tree that will be removed will be replaced by the Multi-Family Parcel owner, at its expense, on the Multi-Family Parcel and on other property within the PUD owned by the Developer as agreed between parties.

e) Recreation and Open Space

The site will provide 18,500 square feet of Recreation and Open Space through open-air courtyards with a pool and a 5,000 square foot clubhouse with fitness center.

f) Utilities

- Water will be provided by the JEA.

- Sanitary sewer will be provided by the JEA.
- Electric will be provided by the JEA.

g) Wetlands

There are no wetlands within the proposed development area.

h) Development Plan Approval

With each request for verification of substantial compliance with this PUD for the Multi-Family Units, a preliminary development plan shall be submitted to the City of Jacksonville Planning and Development Department identifying all the existing and proposed uses within the Multi-Family Parcel, and showing the general layout thereof.

i) Statements

1) *How does the proposed PUD differ from the usual application of the Zoning Code?*

The proposed PUD allows for a mix of uses needed for housing and commercial service in the area. The proposed PUD will provide for a mixed-use development incorporating both residential and commercial uses. The mix of uses will provide the surrounding area with housing and commercial uses, more efficient than a strict application of the Zoning Code.

2) *Describe the intent for the continued operation and maintenance of those areas and functions described herein and facilities which are not to be provided, operated or maintained by the City.*

Common areas of the Multi-Family Parcel, including the Multi-Family Parking Area, will be maintained by the owner of the Multi-Family Parcel.

5. Justification for the Multi-Family Units within the Planned Unit Development Classification

The proposed project is consistent with the general purpose and intent of the City of Jacksonville 2045 Comprehensive Plan and Land Use Regulations. The proposed project will be beneficial to the surrounding neighborhood and community. In addition, the proposed project:

- 1) Is more efficient than would be possible through strict application of the Zoning Code, providing for development of the site as multi-family units offering housing in the area, as well as a mix of both residential and commercial uses within The Avenues Mall Site;

- 2) Is compatible with surrounding land uses, which are similar uses or supporting uses;
- 3) Allows for alternate use to meet market demand for housing; and
- 4) Is in close proximity to arterial roads and creates additional opportunities to use the exiting City of Jacksonville Public Transportation Infrastructure that is currently available.

H. Master Site Plan

Exhibit 2, PUD Master Plan; Map H-1, Proposed Amendment, March 1999, attached to The Avenues PUD, shall be replaced by the revised Avenues Site Plan dated _____ and attached hereto as Exhibit A. The changes primarily show the addition of the Multi-Family Units and the Future Building Area/Future Belk Outparcel within The Avenues PUD, amend the parking ratio as provided above and other Project Data as set forth thereon, and show the current locations of the retail and multi-family uses within The Avenues PUD.

The terms, provisions, rights, restrictions and conditions of The Avenues PUD, as amended hereby, shall run with the land. The currently designated owners, lessees and retail users/occupants of the PUD and/or the size and configuration of the center or building located therein, may be changed from time to time without an amendment or modification to the PUD.

EXHIBIT F

PUD Name

The Avenues

Land Use Table

| | | | |
|--|--------------|---------|---------------|
| Total gross acreage | 94.66 | Acres | 100 % |
| Amount of each different land use by acreage | | | |
| Single family | | Acres | % |
| Total number of dwelling units | | D.U. | |
| Multiple family | 3.34 | Acres | % |
| Total number of dwelling units | 266 | D.U. | |
| Commercial | 21.39 | Acres | 22.6 % |
| Industrial | | Acres | % |
| Other land use | | Acres | % |
| Active recreation and/or open space | 11.12 | Acres | 11.2 % |
| Passive open space | 15.88 | Acres | 16.8 % |
| Public and private right-of-way | 66.85 | Acres | 70.6 % |
| Maximum coverage of buildings and structures | 0 | Sq. Ft. | 60 % |