

**PETITION FOR SPECIAL ASSESSMENTS FOR
SPECIAL ENERGY IMPROVEMENT PROJECTS**

A PETITION SEEKING THE IMPOSITION OF SPECIAL ASSESSMENTS AGAINST PROPERTY OWNED BY THE PETITIONER TO PAY THE COSTS OF VARIOUS SPECIAL ENERGY IMPROVEMENT PROJECTS WHICH SPECIALLY BENEFIT SUCH PROPERTY, INCLUDING A WAIVER OF ALL RIGHTS TO NOTICES, HEARINGS AND APPEALS RESPECTING THE REQUESTED SPECIAL ASSESSMENTS

To: The City Council (the **Legislative Authority**) of the City of Toledo, Ohio (the **Political Subdivision**).

The undersigned (the **Petitioner**) is the owner of 100% of the property described on **Exhibit A** attached hereto (the **Property**).

The Board of Directors of the Toledo, Oregon, Maumee, Northwood, Perrysburg, Sylvania, Whitehouse, Township of Monclova, Township of Springfield, Township of Swanton, Township of Sylvania, Ohio Advanced Energy Improvement Corporation (the **Corporation**), an Ohio nonprofit formed to govern the Northwest Ohio Advanced Energy Improvement District (the **District**) created within the boundaries of the City of Toledo, the City of Oregon, the City of Maumee, the City of Northwood, the City of Perrysburg, the City Sylvania, the Village of Whitehouse, the Township of Monclova, the Township of Springfield, the Township of Swanton, and the Township of Sylvania, Ohio, has approved a plan (the **Project Plan**) for the purpose of developing and implementing special energy improvement projects as defined in Ohio Revised Code Section 1710.01(I).

Pursuant to the Project Plan, the Corporation has caused special energy improvement projects to be provided from time to time. In accordance with Ohio Revised Code Chapter 1710 and the Project Plan, the Project Plan may be amended from time to time by supplemental plans (the **Supplemental Plans**) (the Project Plan and every Supplemental Plan together constituting the **Plan**) to provide for additional special energy improvement projects, and the District may be enlarged from time to time to include additional property so long as at least one special energy improvement project is designated for each parcel of real property within the additional territory added to the District.

As required by Ohio Revised Code Section 1710.02, the Petitioner, as the owner of the Property, being 100% of the area proposed to be assessed for the special energy improvement projects set forth in the Supplemental Plan (the **Authorized Improvements**), hereby petitions the Legislative Authority to approve the addition of the Property to the District, for the Authorized Improvements to be undertaken by the District, and for the total cost of those Authorized Improvements be assessed on the Property in proportion to the special benefits that will result from the Authorized Improvements.

In connection with this Petition and in furtherance of the purposes hereof, the Petitioner acknowledges that it has reviewed or caused to be reviewed (i) the Plan, (ii) the plans, specifications and profiles for the Authorized Improvements, (iii) the estimate of cost for the Authorized Improvements included in **Exhibit B** and (iii) the schedule of estimated special assessments to be levied for the Authorized Improvements also included in **Exhibit B**. The Petitioner acknowledges that the estimated special assessment for each parcel is in proportion to the benefits that may result from the Authorized Improvements.

Accordingly, the Petitioner hereby petitions for the construction of the Authorized Improvements identified in this Petition and the Supplemental Plan attached hereto as **Exhibit B**, as authorized under Ohio Revised Code Chapter 1710, and for the imposition of the special assessments identified herein and authorized under Ohio Revised Code Chapters 727 and 1710 (the **Special Assessments**) to pay the costs thereof.

In consideration of the Political Subdivision's acceptance of this Petition and the imposition of the requested Special Assessments, the Petitioner consents and agrees that the Property as identified in **Exhibit A** shall be assessed for all of the costs of the Authorized Improvements, including any and all architectural, engineering, legal, insurance, consulting, energy auditing, planning, acquisition, installation, construction, survey, testing and inspection costs; the amount of any damages resulting from the Authorized Improvements and the interest thereon; the costs incurred in connection with the preparation, levy and collection of the special assessments; the cost of purchasing and otherwise acquiring any real estate or interests therein; expenses of legal services; costs of labor and material; financing costs incurred in connection with the issuance, sale, and servicing of securities or other obligations which provide a loan to the Corporation or the Petitioner or to otherwise pay costs of the Authorized Improvements in anticipation of the provider of such financing receiving the special assessments, capitalized interest on, and financing reserve funds for, such obligations; and the Authority and District program administration fees; together with all other necessary expenditures. The Petitioner agrees to pay the Special Assessments in a timely manner whether or not the Petitioner receives annual and timely notices of the Special Assessments.

The Petitioner further acknowledges and confirms that the Special Assessments set forth herein and in **Exhibit B** are in proportion to, and do not exceed, the special benefits to be conferred on the Property by the Authorized Improvements identified herein. The Petitioner further consents to the levying of the assessments therefore against the Property by the Legislative Authority. The Petitioner acknowledges that these Special Assessments are fair, just, and equitable and being imposed at the specific request of the Petitioner.

The Petitioner hereby waives notice and publication of all resolutions, legal notices, and hearings provided for in the Ohio Revised Code with respect to the Authorized Improvements and the Special Assessments, particularly those in Ohio Revised Code Chapters 727 and 1710 and consents to proceeding with the Authorized

Improvements. Without limiting the foregoing, the Petitioner specifically waives any notices and rights under the following Ohio Revised Code Sections:

- The right to notice of the adoption of the Resolution of Necessity under Ohio Revised Code Sections 727.13 and .14;
- The right to limit the amount of the Special Assessment under Ohio Revised Code Sections 727.03 and 727.06;
- The right to file an objection to the Special Assessment under Ohio Revised Code Section 727.15;
- The right to the establishment of, and any proceedings by and any notice from an Assessment Equalization Board under Ohio Revised Code Sections 727.16 and .17;
- The right to file any claim for damages under Ohio Revised Code Sections 727.18 through 727.22 and Ohio Revised Code Section 727.43;
- The right to notice that bids or quotations for the Authorized Improvements may exceed estimates by 15%;
- The right to seek a deferral of payments of Special Assessments under Ohio Revised Code Section 727.251; and
- The right to notice of the passage of the Assessing Resolution or Ordinance under Ohio Revised Code Section 727.26.

The Petitioner consents to immediately proceeding with all actions necessary to acquire, install and construct the Authorized Improvements and impose the Special Assessments.

The Petitioner further agrees not to take any actions, or cause to be taken any actions, to place the Property in an agricultural district as provided for in Ohio Revised Code Chapter 929, and if the Property is in an agricultural district, the Petitioner, in accordance with Ohio Revised Code Section 929.03, hereby grants permission to collect any assessments levied against such Property.

The Petitioner acknowledges that the Special Assessments set forth herein and in the Exhibits hereto are based upon an estimate of costs, and that the final Special Assessments shall be calculated in the same manner, which, regardless of any statutory limitation thereon, may be more or less than the respective estimated assessments for the Authorized Improvements. In the event the final assessments exceed the estimated assessments, the Petitioner, without limitation of the other waivers contained herein, also waives any rights it may now or in the future have to object to those assessments, any notice provided for in Ohio Revised Code Chapters 727 and 1710, and any rights of appeal provided for in such Chapters or otherwise. The Petitioner further acknowledges and represents that the respective final assessments may be levied at such time as determined by the Township and regardless of whether or not any of the parts or portions of the Authorized Improvements have been completed.

The Petitioner further acknowledges that the final assessments for the Authorized Improvements, when levied against the Property, will be payable in cash within thirty

(30) days from the date of passage of the ordinance confirming and levying the final assessments and that if any of such assessments are not paid in cash they will be certified to the Auditor of the County, as provided by law, to be placed on the tax list and duplicate and collected as other taxes are collected. The Petitioner hereby waives the right to pay the final assessments for the Authorized Improvements in cash within thirty (30) days of the passage of the ordinance confirming and levying the final assessments and request that the unpaid final assessments for the Authorized Improvements be payable in a number of annual special assessments, together with interest at an annual rate, as set forth in the Supplemental Plan attached as **Exhibit B** and incorporated herein by reference.

Pursuant to Ohio Revised Code Section 1710.03(C), the Petitioner hereby appoints as its designee to carry out the rights and responsibilities of District members under Ohio Revised Code Chapter 1710 such representative as may be duly appointed by the Petitioner from time to time, which designation shall not expire unless and until Petitioner shall notify the Secretary of the District that said designation is no longer in effect or that Petitioner have made a new designation to replace said designation.

The Petitioner further waives any and all questions as to the constitutionality of the laws under which Authorized Improvements shall be acquired, installed or constructed or the proceedings relating thereto, the jurisdiction of the Political Subdivision acting in connection therewith, all irregularities, errors and defects, if any, procedural or otherwise, in the levying of the assessments or the undertaking of the Authorized Improvements, and specifically waives any and all rights of appeal, including any right of appeal as provided in Ohio Revised Code Title 7, and specifically but without limitation, Ohio Revised Code Chapters 727 and 1710, as well as all such similar rights under the Constitution of the State of Ohio. The Petitioner represents that it will not contest, in a judicial or administrative proceeding, the undertaking of the Authorized Improvements, the estimated assessments, the final assessments and any Special Assessments levied against the Property for the Authorized Improvements, or any other matters related to the foregoing.

The Petitioner acknowledges and understands that the Political Subdivision and the Corporation all will be relying upon this Petition in taking actions pursuant thereto and expending resources. Therefore this Petition shall be irrevocable and shall be binding upon the Petitioner, any successors or assigns thereof, the Property, and any grantees, mortgagees, lessees, or transferees thereof. The Petitioner acknowledges that it has had an opportunity to be represented by legal counsel in this undertaking and has knowingly waived the rights identified herein.

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EXHIBIT A

DESCRIPTION OF PROPERTY

The Property subject to this Petition is located at the commonly used address of 155 S. Superior Street, Toledo, Ohio with the Lucas County Auditor parcel numbers 18-71781 and 18-71801.

EXHIBIT B

SUPPLEMENTAL PLAN

As more fully provided by the Initial Plan For the Improvements, Services, and Operation of the Toledo Ohio Advanced Energy Improvement District (together with all previously approved supplemental plans, the “Plan”), the Northwest Ohio Advanced Energy Improvement District (the “District”) has undertaken the administration of a property assessed clean energy (“PACE”) program (the “Program”). The Program will provide financing secured by special assessments on real property for special energy improvement projects.

Through a Petition submitted in connection with this Supplemental Plan, Platform II Superior LLC (the “Property Owner”) has requested and consented to certain special assessments by the District with respect to certain real property owned by the Property Owner and located at the commonly used address 155 S. Superior Street, Toledo, Ohio with Lucas County Auditor Parcel ID Nos. 18-71781 and 18-71801 (together, the “Property”). A proposed schedule for special assessments to be assessed against the Property to pay the costs of the Authorized Improvements is attached hereto as Attachment A. The special assessments shall be allocated among the parcels consisting of the Property as follows:

<u>Parcel Number</u>	<u>Proportion of Total Special Assessments</u>
18-71781	85.6%
18-71801	14.4%

The Property Owner hereby certifies, represents, and warrants to the City of Toledo, Ohio (the “City”) and the District that the actual costs of the Authorized Improvements have been ascertained. The Authorized Improvements applicable to the Property will include: acquiring, installing, equipping, and improving energy efficiency improvements on its Property, including, without limitation, interior LED lighting and lighting controls, an energy efficient TPO roof, high-efficiency furnaces and air conditioner systems, an energy efficient building envelope, and related improvements. As required by Ohio Revised Code Section 1710.01(K), said Authorized Improvements are anticipated to reduce or support the reduction of energy consumption, allow for reduction in demand, or support the production of clean, renewable energy. A detailed description of the Authorized Improvements is attached to this Supplemental Plan as Attachment B.

The Property Owner will cause this Supplemental Plan promptly to be filed with the Board of Directors of the District and with the Clerk of Council of the City.

The undersigned owner of real property to be located within the District acknowledges that the District and the City are subject to Ohio public records laws, including Ohio Revised Code Section 149.43 *et seq.* The undersigned property owner agrees to the disclosure of certain property owner information by the District or the City to the extent required by law.

BY EXECUTING THIS SUPPLEMENTAL PLAN, THE PROPERTY OWNER IDENTIFIED BELOW HEREBY AUTHORIZES AND CONSENTS TO THIS SUPPLEMENTAL PLAN, AND ALL DISTRICT DOCUMENTS (AS DEFINED IN THE PLAN) AND AGREES TO PERFORM THE OBLIGATIONS OF THE PROPERTY OWNER CONTAINED IN THIS SUPPLEMENTAL PLAN.

PROPERTY OWNER:

Platform II Superior LLC,
an Illinois limited liability company

By: Coda Holding LLC
Its: Manager

By: Martin Taradiza
Name: Martin Taradiza
Title: Manager

Address for notices to Property Owner:

Platform II Superior LLC
600 Waukegan Road, #129
Northbrook, Illinois 60062
Attention: Scott Krone

Description of Real Property Subject to this Supplemental Plan:

The real property subject to this Supplemental Plan is located at the commonly used address of 155 S. Superior Street, Toledo, Ohio with the Lucas County Auditor parcel numbers 18-71781 and 18-71801.

SUPPLEMENTAL PLAN—ATTACHMENT A

Schedule of Special Assessments

The Property will be subject to special assessments for the Authorized Improvements in accordance with Ohio Revised Code Chapter 1710.

Total assessment costs:	\$2,137,525.08
Estimated semi-annual special assessments:	\$56,250.66
Number of semi-annual special assessments:	38
First annual installment due:	January 31, 2020

Special Assessment Payment Date ¹	Special Assessment Installment for 18-71781 ²	Special Assessment Installment for 18-71801 ²
January 31, 2020	\$48,150.56	\$8,100.10
July 31, 2020	48,150.56	8,100.10
January 31, 2021	48,150.56	8,100.10
July 31, 2021	48,150.56	8,100.10
January 31, 2022	48,150.56	8,100.10
July 31, 2022	48,150.56	8,100.10
January 31, 2023	48,150.56	8,100.10
July 31, 2023	48,150.56	8,100.10
January 31, 2024	48,150.56	8,100.10
July 31, 2024	48,150.56	8,100.10
January 31, 2025	48,150.56	8,100.10
July 31, 2025	48,150.56	8,100.10
January 31, 2026	48,150.56	8,100.10
July 31, 2026	48,150.56	8,100.10
January 31, 2027	48,150.56	8,100.10
July 31, 2027	48,150.56	8,100.10
January 31, 2028	48,150.56	8,100.10
July 31, 2028	48,150.56	8,100.10
January 31, 2029	48,150.56	8,100.10
July 31, 2029	48,150.56	8,100.10
January 31, 2030	48,150.56	8,100.10
July 31, 2030	48,150.56	8,100.10

Special Assessment Payment Date ¹	Special Assessment Installment for 18-71781 ²	Special Assessment Installment for 18-71801 ²
January 31, 2031	\$48,150.56	\$8,100.10
July 31, 2031	48,150.56	8,100.10
January 31, 2032	48,150.56	8,100.10
July 31, 2032	48,150.56	8,100.10
January 31, 2033	48,150.56	8,100.10
July 31, 2033	48,150.56	8,100.10
January 31, 2034	48,150.56	8,100.10
July 31, 2034	48,150.56	8,100.10
January 31, 2035	48,150.56	8,100.10
July 31, 2035	48,150.56	8,100.10
January 31, 2036	48,150.56	8,100.10
July 31, 2036	48,150.56	8,100.10
January 31, 2037	48,150.56	8,100.10
July 31, 2037	48,150.56	8,100.10
January 31, 2038	48,150.56	8,100.10
July 31, 2038	48,150.56	8,100.10

¹ Pursuant to Ohio Revised Code Chapter 323, the Special Assessment Payment Dates identified above are subject to adjustment by the Lucas County Auditor under certain conditions

² Pursuant to Ohio Revised Code Section 727.36, the Lucas County Auditor may charge and collect a fee in addition to the amounts listed in the above schedule.

SUPPLEMENTAL PLAN—ATTACHMENT B

Description of Authorized Improvements

The Project is expected to consist of the following Authorized Improvements:

1. Interior LED lighting and lighting controls
2. Energy efficient TPO roof
3. High-efficiency furnaces and air conditioning systems
4. Building envelope

Total project cost: \$1,067,290.00

Total annual operation and maintenance savings: \$15,811

Total annual energy savings: \$17,203

Total cost including financing and other charges: \$1,179,111.26