

Brenda Broeske

Subject: F Street - Appleton Development

From: Katie Bills <KBills@reinhartlaw.com>
Sent: Friday, June 10, 2022 3:05 PM
To: Matthew Rehbein <Matthew.Rehbein@Appleton.org>
Cc: Josh Lurie <josh@fstreetgroup.com>
Subject: RE: F Street - Appleton Development

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Matt,

Thanks for your time again today. To summarize, F Street Appleton 2, LLC ("Appleton 2") plans to start construction on Phase II of development in Appleton within the next few weeks. Phase II of the development will be located on Lot 2 of the attached CSM (which was submitted for recording today). Appleton 2's construction lender has required, as a condition of making the construction loan, that Appleton 2 transfer Lot 1 of the attached CSM and Lots 30-33 of the Southpoint Commerce Park Plat III to a separate entity. It does not want Appleton 2 to own Lot 1 and Lots 30-33 after it issues its construction loan. Accordingly, Appleton 2 proposes to sell to F Street Appleton 3, LLC ("Appleton 3") Lot 1 and Lots 30-33. Appleton 3 is an affiliated entity of Appleton 2.

The Declaration of Covenants and Deed Restrictions recorded as Document #552027 and the Declaration of Covenants and Deed Restrictions recorded as Document #408116 contain repurchase rights in favor of the City of Appleton ("City") in the event (1) a purchaser does not commence construction of a building within 1 year after the date of purchase, and (2) an owner sells vacant land.

We kindly request the City:

- (1) Waive any and all repurchase rights in connection with Appleton 2's transfer of Lot 1 and Lots 30-33 to Appleton 3; and
- (2) Waive any and all repurchase right in the event Appleton 3 does not commence construction of a building within 1 year of the date of purchase on Lot 1 or Lots 30-33 (since, if the transfer to Appleton 3 did not need to occur, Appleton 2 would have satisfied this requirement with the commencement of construction of Phase II, expected in the next few weeks).

We understand the City is willing to see if a special session can be held on June 15, followed by Common Council's meeting on June 15, to consider these requests. Please let us know if we are able to get scheduled.

Thank you again for your time today and please do not hesitate to reach out should you have any questions or wish to discuss further.

Best, Katie

Katherine G. Bills, Esq.

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1000 North Water Street, Suite 1700 | Milwaukee, WI 53202
233 South Wacker Drive, Suite 9400 | Chicago, IL 60606



From: Katie Bills
Sent: Friday, June 10, 2022 8:54 AM
To: Matthew Rehbein <Matthew.Rehbein@Appleton.org>
Cc: Josh Lurie <josh@fstreetgroup.com>
Subject: RE: F Street - Appleton Development

Hi Matt, Josh and I can do 2:30 today; I'll circulate an invite and call in # to hold the time for all of us. Thanks for making time.

Katie

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From: Matthew Rehbein <Matthew.Rehbein@Appleton.org>
Sent: Friday, June 10, 2022 8:03 AM
To: Katie Bills <KBills@reinhartlaw.com>
Cc: Josh Lurie <josh@fstreetgroup.com>
Subject: [EXTERNAL] RE: F Street - Appleton Development

Good Morning Katie,

I am around all day today, then out from June 13-22. Feel free to call me at 920.832.6463 anytime today or we can schedule something if easier. Thanks.

Matt

From: Katie Bills <KBills@reinhartlaw.com>
Sent: Thursday, June 9, 2022 8:40 PM
To: Matthew Rehbein <Matthew.Rehbein@Appleton.org>
Cc: Josh Lurie <josh@fstreetgroup.com>
Subject: F Street - Appleton Development

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Good Evening Matt,

I represent F Street Development Group. We are assisting F Street with its development in Appleton, WI. Would you have availability for a telephone call tomorrow or Monday? We have some questions regarding the Southpoint Commerce Declaration of Covenants and Deed Restrictions that we'd appreciate the opportunity to discuss with you.

Thanks, Katie

Katherine G. Bills, Esq.

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