

Final Draft - revised 8/19/2013



**PROJECT PLAN
FOR THE CREATION OF
TAX INCREMENTAL FINANCING DISTRICT #9
EAST WISCONSIN AVENUE
CITY OF APPLETON, WISCONSIN**

DATE ADOPTED BY COMMON COUNCIL:

DATE ADOPTED BY JOINT REVIEW BOARD:

EXPENDITURE DEADLINE:

TID EXPIRATION DATE:

TAX INCREMENT DISTRICT #9 PROJECT PLAN

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**TAX INCREMENT DISTRICT #9
PROJECT PLAN**

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1

INTENT AND PURPOSE OF TAX INCREMENT FINANCING DISTRICT #9

Tax Increment Financing District Number 9 (the “District”) is being created by the City of Appleton under the authority provided by Wisconsin Statute Section 66.1105 “Tax Increment Law” to eliminate blight and stimulate the redevelopment of the business and industrial corridor located along east Wisconsin Avenue from Meade Street to Viola Street. The boundary generally extends from the intersection of Winnebago Street and Canadian National Railroad tracks on the west, to Hancock Street on the south, to Viola Street on the East to just south of Brewster Street on the north. A map of the District boundaries is included in Section 12. This area is primarily characterized by large blighted industrial properties and vacant buildings which have the potential to, and in some cases, already have created a blighting influence on the surrounding neighborhood. The District consists of approximately 48 acres of land currently zoned for residential, industrial and commercial use.

The District is being created as a “Blighted District” based upon the finding that at least 50%, by area of the real property within the District, is blighted within the meaning of Wisconsin Statute Section 66.1105 and 66.1333 described below. The map exhibit in Section 13 illustrates existing uses and conditions of the District, including identifying the approximately 37 acres (77%) of the District that is designated blighted.

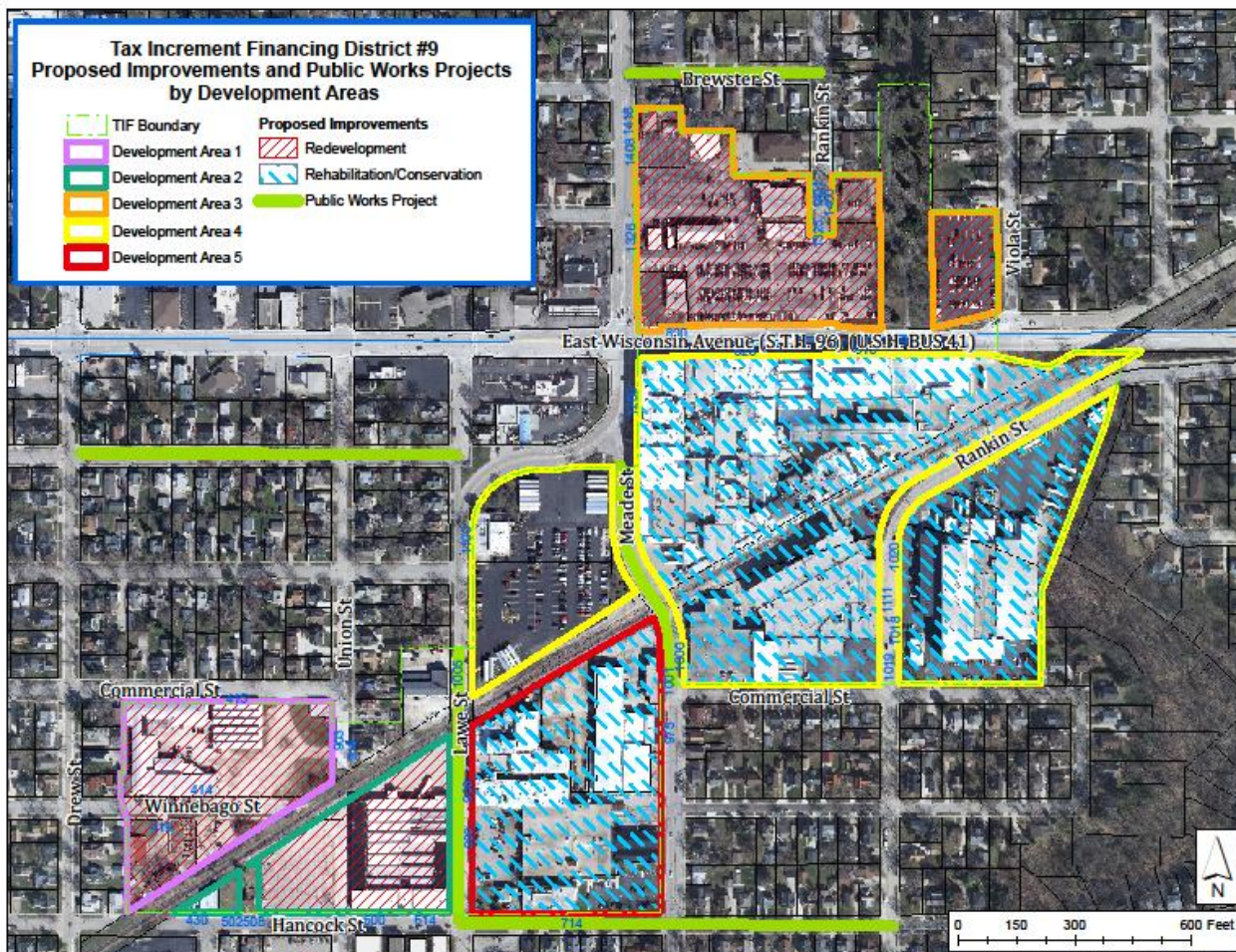
Blight is described as: *the presence of a substantial number of substandard or deteriorating structures or site improvements; inadequate street layout or faulty lot layout in relation to size, adequacy, accessibility or usefulness, or conditions which endanger life or property by fire and other causes, or any combination of such factors that impairs or arrests the sound growth of a city. This definition also includes land upon which building or structures have been demolished and which because of obsolete platting, diversity of ownership or deterioration of structures or site improvements, or otherwise, substantially impairs or arrests the sound growth of the community.*

This Project Plan outlines the City of Appleton’s role in assisting with the redevelopment of vacant, blighted, and underutilized properties and rehabilitation/conservation of existing properties as needed to support the urban renewal of this area. The investment in this District will:

- eliminate blight and foster urban renewal through public and private investment
- enhance the development potential of private property within and adjacent to the District

- stabilize property values in the area
- promote retention, expansion, attraction and reuse through the development of an improved area thereby facilitating the creation of new jobs and increased tax base
- increase the attraction of compatible residential and business uses in this area
- improve the overall appearance of public and private spaces
- strengthen the economic well-being and economic diversity of the area
- provide appropriate financial incentives to encourage business expansion and retention
- reduce the financial risks to the taxpayer by timing the implementation of the Project Plan with the creation of additional property value
- maximize the districts strategic location close to the Central Business District

The following map and narrative highlights the key development areas targeted for redevelopment and rehabilitation/conservation in this District that wouldn't happen otherwise but for the creation of this District.



Development Area 1: This area is predominately home to Eagle Supply & Plastics – a leading supplier of precision-machined industrial plastic parts and components, and a distributor of plastic sheet, rod, tube, strip and other plastic shapes. For the last few years, the City of Appleton/Appleton Redevelopment Authority has worked closely with Eagle Supply & Plastics as the owners made plans for ownership changes, expansion and imminent relocation to a site that can meet their business growth needs. The company move creates an opportunity to redevelop the site in a manner that will suit the neighborhood and leverage opportunities based on proximity to both the Wisconsin Avenue commercial corridor and Appleton’s Central Business District. The presence of historical contamination and the age of the existing structures present challenges to redevelopment that can be assisted with the creation of this District.

Development Area 2: This area is characterized by the “Old Sulpaco warehouse” that has been used by a local manufacturer for warehousing and storage. The manufacturer has indicated they no longer need the space and the facility. The presence of historical contamination and the age of the existing structures present challenges to redevelopment can be assisted with the creation of this District. This site is a prime redevelopment site due to its proximity to amenities such as Wisconsin Avenue and the Central Business District.

Development Area 3: This area includes a mixture of retail businesses and a large parking lot owned by Appvion, Inc. (formerly Appleton Papers). Appvion has been operating in Appleton, Wisconsin since its founding in 1907 and is North America’s largest producer of direct thermal papers and the world’s largest producer of carbonless paper. More recently, Appvion began using the company’s extensive knowledge of chemical microencapsulation technology to develop specific and proprietary product solutions for the consumer products industry. Those efforts have led to the creation of Appvion’s Encapsys division, an innovative and rapidly growing specialty chemical business.

Since 2008, through its capital investments and strategic partnerships, Appvion has transitioned from a business model that relied primarily on carbonless paper for its earnings to one where nearly half the company’s earnings are now derived from its growing thermal paper business and its innovative and growing microencapsulation division.

To support and accelerate its innovation and growth plans, Appvion is contemplating building a product design and innovation center. The innovation center is expected to assist Appvion with the retention of 78 highly skilled scientists/engineering/technical employees and will likely result in future job growth. The close proximity to Appvion’s existing production area is ideal for supporting the retention of existing jobs.

Development Area 4: This area is home to Appvion’s primary production campus and support facilities. Retention of this major employer is critically important. Rehabilitation/conservation of the existing facilities is anticipated with the creation of this District.

Development Area 5: This area includes several existing industries that support the manufacturing economic base of our community. Rehabilitation/conservation of these existing facilities as needed is anticipated with the creation of this District.

2

STATEMENT OF KIND, NUMBER AND LOCATION OF PROPOSED PUBLIC WORKS AND IMPROVEMENT PROJECTS WITHIN THE DISTRICT OR THE 1/2 MILE BUFFER ZONE

The following is a list of proposed public works and improvement projects the City either directly, or through other entities, may implement in conjunction with this District. Any costs directly or indirectly related to the public works and improvements are considered “project costs” and eligible to be paid with tax increment revenues of the tax incremental district. The map exhibit in Section 14 Proposed Improvements and Public Works Projects by Development Areas illustrates the proposed public works and improvement projects locations.

A. Municipal Infrastructure Improvements

- Construction and/or reconstruction of the streets to facilitate development and rehabilitation projects within the District. Scope of work may include right-of-way acquisition, land assembly, grading, gravel, curb and gutter, asphalt, streetlights, traffic signals, walkways, concrete paving, lighting, signage, and related appurtenances.
- Construction and/or reconstruction of a sanitary sewer collection system to facilitate development and rehabilitation projects within the District. The scope of work may include sewer mains, manholes, laterals, force main, lift stations, and related appurtenances.
- Construction and/or reconstruction of the water distribution system to facilitate development and rehabilitation projects within the District. Projects may include water mains, valves, hydrants, service connections, laterals and other related appurtenances.
- Construction and/or reconstruction of storm water drainage facilities to support development and rehabilitation projects within the District. Projects may include retention or detention basins, conveyance systems, storm sewer mains, manholes, inlets, drains and related appurtenances.
- Installation of electric and/or natural gas service or the relocation of existing services to facilitate blight elimination and redevelopment or rehabilitation in the District and provide better service. Acquisition of equipment to service the District.
- Installation of telephone, fiber, and cable or the relocation of existing services to facilitate blight elimination and redevelopment or rehabilitation in the District and provide better service. Acquisition of equipment to service the District.
- The costs associated with the design, implementation, purchase and maintenance of streetscape amenities to improve the aesthetic appearance of this District, including but not limited to, decorative lighting, banners and/or flags, public art, landscaping and/or planters, benches and other pedestrian elements to encourage the viability of the businesses in the district and attract high quality development.

- B. **Administrative Costs:** These include, but not limited to, a portion of the salaries of the City employees, professional fees, and others directly involved in the projects for the District over the implementation of the project plan. Audit expenses and any expenses associated with dissolving the District are also eligible costs.
- C. **Organizational Costs:** These include, but are not limited to, publication and printing costs in connection with this Project Plan as well as the fees for the financial consultants, attorney, engineers, planners, surveyors, and other contracted services.
- D. **Professional Services:** These include, but are not limited to, those costs incurred for architectural, planning, engineering and legal advice and services.
- E. **Financing Costs:** Interest, finance fees, bond discounts, redemption premiums, legal opinions, credit ratings, capitalized interest, insurance and other expenses related to financing. This would also include payment on any advances made by the City of Appleton using revenues in excess of external debt service in later years to repay up-front principal and interest payments made with City funds on the district's behalf.
- F. **Land Assembly, Clearance, and Real Estate Acquisitions:** In order to eliminate blight and promote rehabilitation and redevelopment, it may be necessary to assist developers or for the City to acquire and demolish blighted or underutilized properties within the District. These may include but are not limited to, the cost of acquisitions, clearance/demolition, titles, easements, appraisals, consultant fees, closing costs, surveying and mapping, and the lease and/or the sale of property at or below market price to encourage or make feasible an economic development project that is consistent with the intent of this District.
- G. **Relocation Costs:** In the event any property is acquired for the projects, expenses including the cost of the relocation plan, director, staff, publications, appraisals, land and property acquisition costs and relocation benefits as required by Wisconsin Statutes Section 32 are considered eligible project costs.
- H. **Development Incentives (Cash Grants and/or Loans):** As a partner in the future redevelopment and rehabilitation/conservation of this District, the City of Appleton may enter into agreements with property owners, lessees, or developers for the purpose of sharing costs to encourage the desired kind of improvements based on the purpose of this District and assure tax base is generated sufficient to recover project costs. This assistance is regularly needed in redevelopment projects to offset the additional costs in re-use versus cornfield development. Not every project will demand the same level of funding. These payments would be negotiated on a project basis in order to attract new taxable property or rehabilitate existing property in the District. No cash grants or loans will be provided until the Common Council adopts a development agreement and a copy of such agreement will be retained in the City's official records for the TID.
- I. **Environmental Audits and Remediation:** Costs related to all environmental assessments and remediation will be considered eligible project costs.
- J. **Promotion and Development:** Promotion and development of the District including professional services or marketing, recruitment, realtor commissions and fees in lieu of commissions, marketing services and materials, advertising costs, administrative costs and support of development organizations.
- K. **Project Outside the Tax Increment District:** Pursuant to Wisconsin Statutes Section 66.1105(2)(f)1.n, the city may undertake projects within territory located within one-half (1/2) mile of the boundary of the district provided that (1) the project is located within the City's

corporate boundaries, and (2) the projects are approved by the Joint Review Board. The cost of projects completed outside the District pursuant to this section are eligible Project Costs and may include any project cost that would otherwise be eligible if undertaken within the District. Specific Public Works projects identified at the time of the District creation in the ½ mile boundary area of this District are identified in Section 14 on the Map of Proposed Improvements and Public Works Projects by Development Areas.

- L. Payments Made at the Discretion of the Common Council:** These payments may include but are not limited to payments which are found to be necessary or convenient to the creation of the District or the implementation of the Project Plan that support the goals of the District as outlined in Section 1.

The above-identified lists of proposed public works projects are the projected activities at this time that may be required in the District. Future development and rehabilitation of this area as it begins to occur may dictate additions or deletions from the above list. The City of Appleton reserves the right to such additions or deletions to the project list to the full extent allowed by the law.

In the event any of the projects are not reimbursable out of the special TIF fund under Wisconsin Statutes Section 66.1105, in the written opinion of nationally recognized bond counsel or a court of record so rules in a final order, then such project or projects shall be deleted herefrom and the remainder of the projects hereunder shall be deemed the entirety of the projects for purposes of the project plan.

The City reserves the right to implement only those projects that remain economically viable as the project period proceeds.

Project costs as outlined in the plan are any eligible expenditure made or estimated to be made or monetary obligations incurred or estimated to be incurred by the City or by the Developer. Project costs incurred by developer must be in accordance with agreement as approved by the Common Council. Any income, special assessments, or other revenues, including user fees or charges, will diminish project costs. To the extent the project costs benefit the municipality outside the District, a proportionate share of the cost is not a project cost. Specific Public Works projects identified at the time of the District creation in the ½ mile boundary area of this District are identified in Section 14 on the Map of Proposed Improvements and Public Works Projects by Development Areas. Costs identified in this plan are preliminary estimates made prior to design considerations and are subject to change after planning is completed. Prorations of costs in this plan are also estimates and subject to change based upon implementation, future assessment policies, and user fee adjustments.

3

QUALIFICATION BASED ON CITY VALUATION

The following calculations demonstrate the City is in compliance with Wisconsin Statute Section 66.1105(4)(gm)4.c, which requires the equalized value of the taxable property in the proposed District, plus the value increment of all existing Tax Increment Districts, does not exceed 12% of the total equalized value of taxable property within the City.

STEP 1: Calculation of Maximum Equalized Property Value Allowed within Tax Increment Districts in the City of Appleton

Equalized Value (as of January 1, 2013)		Maximum Allowable TIF Property Value
\$4,622,312,200	x 12% =	\$554,677,464

STEP 2: Calculation of Equalized Property Value Currently Located and Proposed to be Located within Tax Increment Districts

Tax Incremental Districts	Equalized Value
TIF District #3 Increment	36,429,300
TIF District #5 Increment	6,976,100
TIF District #6 Increment	85,112,900
TIF District #7 Increment	9,889,100
TIF District #8 Increment	4,311,500
Proposed Base of TIF District #9 Creation	21,605,500
Proposed Base of TIF District #10 Creation	25,577,800
Total Existing Increment Plus Proposed Base	\$189,902,200

The equalized value of the increment of existing Tax Incremental Districts within the City, plus the base value of the proposed District, totals **\$189,902,200**. This value equals 4.11% of the City total equalized value and is substantially less than the maximum of **\$554,677,464** in equalized value permitted for the City of Appleton. The City is, therefore, in compliance with the statutory equalized valuation test and may proceed with creation of this district.

4

LIST OF PROJECT COSTS

All costs are based on 2013 prices and are preliminary estimates that are based on best information available. The plan is not meant to be a budget nor an appropriation of funds for specific projects, but a framework within which to manage projects understanding the District can be in effect for a twenty-seven year period allowed by Wisconsin Statute. The City of Appleton reserves the right to increase these costs to reflect inflationary increases and other uncontrollable circumstances between 2013 and the time of construction. The City retains the right to delete projects or change the scope and/or timing of projects implemented as the Common Council individually authorizes them, without amending the Plan.

Project/Activity	Total Cost	Estimated Timing
• Municipal Infrastructure Improvements	\$250,000	2023-2024
• Municipal Improvements within the ½ Mile Boundary	\$711,200	2016-2019
• Development Incentives	\$5,367,511	2014-2018
• Other Costs - Administrative, Professional, Environmental, and Promotion Services Costs. Filing fees and fees charged by State. Audit Costs.	\$160,400	2014-2022
• Financing Costs* <ul style="list-style-type: none"> ○ General Fund Advance Interest Expense \$225,957 ○ General Obligation \$378,164 	\$604,121	2014-2040
TOTAL:	\$7,093,232	2014-2040

***NOTE:**

The financing costs do not include potential interest reimbursement to the developers but an allowance is included in the financial forecast (chart 5) in the line Development contractual payments.

The financial forecast shows this district closing owing \$43,726 to the General Fund for advances made. If developers’ incentives do not take the full 90% of increment during the life of the District then the general fund interest will be paid in full and the District can close earlier. Since no development agreements have been negotiated, the Project Plan has conservatively shown the payments at 90% of the tax incremental revenue.

The financing costs associated with the proposed project costs for this District are incorporated into the financing schedules for the District. See *Section 7: Description of the Methods of Financing and the Time When Such Costs or Monetary Obligations are to be Incurred* for financing details for the District.

5

LIST OF NON-PROJECT COSTS

There are no anticipated “non-project costs” associated with this Plan at this time.

6

ECONOMIC FEASIBILITY STUDY

The charts and tables on the following pages show the City of Appleton will be able to obtain the necessary funds to implement the proposed projects and revenue from the District will be sufficient to pay all external general obligation note holders and development incentives. Chart 1 presents the City’s equalized value and Chart 2 provides the full faith and credit borrowing capacity of the City. Equalized valuation projections were made using two methods as detailed in Chart 1. The straight-line method was chosen for purposes of this analysis to be conservative. Chart 2 projects the general obligation borrowing capacity of the City taking into account the existing debt of the City, the five-year Capital Improvement Plan, and assuming a 1% increase per year beyond the Capital Plan. As shown, the debt balance projected is well below the net borrowing capacity.

Chart 3 projects revenues sufficient to finance all of the projects of the District and Chart 4 presents the breakdown of increment by taxing entity assuming similar weighted average components as 2013 rate.

The pro forma is based on the following assumptions:

- The base value of the District is \$21,605,500.
- The tax rate is projected at \$24.2833 for 2013, dropping to \$23.7833 for the remaining life of the District. The drop in tax rate takes into account levy restrictions at the State level. Valuations are projected to increase only .5% per year due to inflation.
- The base value of the District is estimated to increase \$26,798,600 in new construction value based on the following schedule:

Year	Projected Increment Added
2013 Base Value Real Estate & Personal Property	\$21,605,500
January 1, 2014	\$ 0
January 1, 2015	\$ 6,202,900
January 1, 2016	\$ 12,100,700
January 1, 2017	\$ 7,095,000
January 1, 2018	\$ 300,000
January 1, 2019	\$ 300,000
January 1, 2020	\$ 300,000
January 1, 2021	\$ 300,000
January 1, 2022	\$ 200,000
Total Increment:	\$ 26,798,600 <i>Net of base value</i>

**CITY OF APPLETON
GENERAL OBLIGATION BORROWING CAPACITY**

Budget Year	Equalized Value	Gross Debt Limit	Debt Balance	Net G.O. Borrowing Capacity	
2012	\$4,651,408,600	\$232,570,430	\$30,984,868	\$201,585,562	0.1332
2013	4,622,312,200	231,115,610	24,207,906	206,907,704	0.1047
2014	4,622,312,200	231,115,610	30,838,445	200,277,165	0.1334
2015	4,630,312,200	231,515,610	39,464,456	192,051,154	0.1705
2016	4,642,612,200	232,130,610	42,374,195	189,756,415	0.1825
2017	4,649,707,200	232,485,360	52,540,579	179,944,781	0.2260
2018	4,650,007,200	232,500,360	53,066,000	179,434,360	0.2282
2019	4,650,307,200	232,515,360	53,597,000	178,918,360	0.2305
2020	4,650,607,200	232,530,360	54,133,000	178,397,360	0.2328
2021	4,650,907,200	232,545,360	54,674,000	177,871,360	0.2351
2022	4,651,107,200	232,555,360	55,221,000	177,334,360	0.2375
2023	4,651,107,200	232,555,360	55,773,000	176,782,360	0.2398
2024	4,651,107,200	232,555,360	56,331,000	176,224,360	0.2422
2025	4,651,107,200	232,555,360	56,894,000	175,661,360	0.2446
2026	4,651,107,200	232,555,360	57,463,000	175,092,360	0.2471
2027	4,651,107,200	232,555,360	58,038,000	174,517,360	0.2496
2028	4,651,107,200	232,555,360	58,618,000	173,937,360	0.2521
2029	4,651,107,200	232,555,360	59,204,000	173,351,360	0.2546
2030	4,651,107,200	232,555,360	59,796,000	172,759,360	0.2571
2031	4,651,107,200	232,555,360	60,394,000	172,161,360	0.2597
2032	4,651,107,200	232,555,360	60,998,000	171,557,360	0.2623
2033	4,651,107,200	232,555,360	61,608,000	170,947,360	0.2649
2034	4,651,107,200	232,555,360	62,224,000	170,331,360	0.2676
2030	4,651,107,200	232,555,360	62,846,000	169,709,360	0.2702
2031	4,651,107,200	232,555,360	63,474,000	169,081,360	0.2729
2032	4,651,107,200	232,555,360	64,109,000	168,446,360	0.2757
2033	4,651,107,200	232,555,360	64,750,000	167,805,360	0.2784
2034	4,651,107,200	232,555,360	65,398,000	167,157,360	0.2812
2035	4,651,107,200	232,555,360	66,052,000	166,503,360	0.2840
2036	4,651,107,200	232,555,360	66,713,000	165,842,360	0.2869
2037	4,651,107,200	232,555,360	67,380,000	165,175,360	0.2897
2038	4,651,107,200	232,555,360	68,054,000	164,501,360	0.2926
2039	4,651,107,200	232,555,360	68,735,000	163,820,360	0.2956

CITY OF APPLETON

Tax Incremental District # 9 Revenue Forecast

Chart 3

Base Value	21,605,500	Inflation Factor	0.50%
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	Construction Year	Valuation Year	Revenue year	Inflation Increment	Value Added	Valuation Increment	Land Sales	Tax Rate	District Revenue
	2012	2013	2014	0	0	0	0	23.7833	0
1	2013	2014	2015	0	0	0	0	23.7833	0
2	2014	2015	2016	108,028	6,202,900	6,310,928	0	23.7833	150,095
3	2015	2016	2017	139,582	12,100,700	18,551,210	0	23.7833	441,209
4	2016	2017	2018	200,784	7,095,000	25,846,994	0	23.7833	614,727
5	2017	2018	2019	237,262	300,000	26,384,256	0	23.7833	627,505
6	2018	2019	2020	239,949	300,000	26,924,205	0	23.7833	640,346
7	2019	2020	2021	242,649	300,000	27,466,854	0	23.7833	653,252
8	2020	2021	2022	245,362	300,000	28,012,216	0	23.7833	666,223
9	2021	2022	2023	248,089	200,000	28,460,305	0	23.7833	676,880
10	2022	2023	2024	250,329	0	28,710,634	0	23.7833	682,834
11	2023	2024	2025	251,581	0	28,962,215	0	23.7833	688,817
12	2024	2025	2026	252,839	0	29,215,054	0	23.7833	694,830
13	2025	2026	2027	254,103	0	29,469,157	0	23.7833	700,874
14	2026	2027	2028	255,373	0	29,724,530	0	23.7833	706,947
15	2027	2028	2029	256,650	0	29,981,180	0	23.7833	713,051
16	2028	2029	2030	257,933	0	30,239,113	0	23.7833	719,186
17	2029	2030	2031	259,223	0	30,498,336	0	23.7833	725,351
18	2030	2031	2032	260,519	0	30,758,855	0	23.7833	731,547
19	2031	2032	2033	261,822	0	31,020,677	0	23.7833	737,774
20	2032	2033	2034	263,131	0	31,283,808	0	23.7833	744,032
21	2033	2034	2035	264,447	0	31,548,255	0	23.7833	750,322
22	2034	2035	2036	265,769	0	31,814,024	0	23.7833	756,642
23	2035	2036	2037	267,098	0	32,081,122	0	23.7833	762,995
24	2036	2037	2038	268,433	0	32,349,555	0	23.7833	769,379
25	2037	2038	2039	269,775	0	32,619,330	0	23.7833	775,795
26	2038	2039	2040	271,124	0	32,890,454	0	23.7833	782,244
27	2039	2040	2041	272,480	0	0	0	23.7833	0

Totals					26,798,600		0		16,912,857
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									8,200,883
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CITY OF APPLETON
Tax Incremental District # 9
Taxing Entity Breakdown

Year	City	Appleton Schools	FVTC	Outagamie County	Total Tax Increment
2013	0	0	0	0	0
2014	0	0	0	0	0
2015	0	0	0	0	0
2016	51,227	57,592	12,173	29,103	150,095
2017	150,585	169,292	35,782	85,550	441,209
2018	209,806	235,871	49,854	119,196	614,727
2019	214,167	240,774	50,891	121,673	627,505
2020	218,550	245,701	51,932	124,163	640,346
2021	222,955	250,652	52,979	126,666	653,252
2022	227,382	255,629	54,031	129,181	666,223
2023	231,019	259,719	54,895	131,247	676,880
2024	233,051	262,003	55,378	132,402	682,834
2025	235,093	264,299	55,863	133,562	688,817
2026	237,145	266,606	56,351	134,728	694,830
2027	239,208	268,926	56,841	135,899	700,874
2028	241,281	271,256	57,333	137,077	706,947
2029	243,364	273,598	57,828	138,261	713,051
2030	245,458	275,952	58,326	139,450	719,186
2031	247,562	278,317	58,826	140,646	725,351
2032	249,677	280,695	59,328	141,847	731,547
2033	251,802	283,085	59,833	143,054	737,774
2034	253,938	285,485	60,341	144,268	744,032
2035	256,085	287,899	60,851	145,487	750,322
2036	258,242	290,323	61,364	146,713	756,642
2037	260,410	292,761	61,879	147,945	762,995
2038	262,589	295,210	62,397	149,183	769,379
2039	264,779	297,672	62,917	150,427	775,795
2040	266,980	300,147	63,440	151,677	782,244
					16,912,857

7

DESCRIPTION OF THE METHODS OF FINANCING AND THE TIME WHEN SUCH COSTS OR MONETARY OBLIGATIONS ARE TO BE INCURRED

The City of Appleton expects to finance City project costs primarily from the sale of general obligation notes issued under Wisconsin Statutes 67.12(12). City borrowing will be phased to coincide with need and refinancing schedule as necessary to properly manage the District's affairs. It is anticipated the Developer will attain their own financing; however the City may make developer incentive payments up to 90% of the increment generated to a maximum value agreed upon. The contracted payments will include an allowable interest reimbursement up to 200 basis points above the all-inclusive interest cost on Appleton's general obligation notes. Chart 5 on the subsequent pages presents the detailed financial forecast for the District, followed by the debt maturity schedule. Another option for financing is the use of developer-funded or "pay as you go" financing which minimizes the risk of non-performance of the TID to the City, while still assisting development that would not occur without assistance of a tax increment district. The type and method of financing each project in this District shall be made on a project by project basis to support the success of the District.

Plan Implementation:

Projects identified will provide the necessary anticipated governmental services to the area. A reasonable and orderly sequence is outlined in this Plan. However, it is anticipated the improvements will be made over a twenty-two year period based on the statutory guidelines for this tax increment district. Public debt and expenditures should be made at the point private development occurs to assure increment is sufficient to cover expenses.

The order in which public improvements are made should be adjusted in accordance with development and execution of development agreements. The City of Appleton reserves the right to alter the implementation of this Plan to accomplish this objective.

If financing as outlined in this Plan proves unworkable, the City reserves the right to use alternate financing solutions for the projects as they are implemented.

CITY OF APPLETON
Tax Incremental District # 9
Financial Forecast

Chart 5

	2013	2014	2015	2016	2017	2018	2019	2020	2021
Revenues:									
Tax Increments	0	0	0	150,095	441,209	614,727	627,505	640,346	653,252
Investment Earnings	1	3	4	5	17	43	97	416	775
General Fund Advance	3,000	12,000	12,000	7,000	(10,000)	(20,000)	(9,488)	0	0
Total Revenues	3,001	12,003	12,004	157,100	431,226	594,770	618,114	640,762	654,027
Expenses:									
Development contractual payments	0	0	0	135,086	397,088	553,254	564,755	576,311	587,927
Business Improvement Façade Grants	0	0	0	10,000	10,000	10,000	0	0	0
Administrative - Filing fees/Audit	2,650	1,650	1,750	1,750	1,900	1,900	2,000	2,000	2,100
Professional, Environmental & Promotion	0	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
2016 G.O. Note Interest	0	0	0	0	7,810	6,248	6,248	6,248	6,248
2016 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2017 G.O. Note Interest	0	0	0	0	0	15,900	12,720	12,720	12,720
2017 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2018 G.O. Note Interest	0	0	0	0	0	0	8,850	7,080	7,080
2018 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2019 G.O. Note Interest	0	0	0	0	0	0	0	3,000	2,400
2019 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2023 G.O. Note Interest	0	0	0	0	0	0	0	0	0
2023 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2024 G.O. Note Interest	0	0	0	0	0	0	0	0	0
2024 G.O. Note Principal	0	0	0	0	0	0	0	0	0
General Fund Advance Interest at 5%	75	454	1,076	1,605	1,611	441	226	0	0
Allowance for Interest Expense	(75)	(454)	(1,076)	(1,605)	(1,611)	(441)	0	0	0
Total Expenses	2,650	11,650	11,750	156,836	426,798	597,302	604,799	617,359	628,475
Excess of Revenues over Expenditures	351	353	254	264	4,428	(2,532)	13,315	23,403	25,552
Beginning Fund Balance	0	351	704	958	1,222	5,650	3,118	16,433	39,836
Ending Fund Balance	351	704	958	1,222	5,650	3,118	16,433	39,836	65,388

CITY OF APPLETON
Tax Incremental District # 9
Financial Forecast

Chart 5

2022	2023	2024	2025	2026	2027	2028	2029	2030	2031
666,223	676,880	682,834	688,817	694,830	700,874	706,947	713,051	719,186	725,351
1,231	1,779	2,490	1,627	1,029	1,038	1,050	564	182	873
0	0	0	60,000	120,000	150,000	50,000	(55,000)	(60,000)	0
667,454	678,659	685,324	750,444	815,859	851,912	757,997	658,615	659,368	726,224
599,601	609,192	614,551	619,935	625,347	630,787	636,252	641,746	647,267	652,816
0	0	0	0	0	0	0	0	0	0
2,100	2,250	8,250	2,350	2,350	2,450	2,450	2,600	2,600	2,700
0	0	0	0	0	0	0	0	0	0
6,248	6,248	5,248	3,248	1,124	0	0	0	0	0
0	0	50,000	50,000	56,200	0	0	0	0	0
12,720	12,720	12,720	10,720	6,720	2,360	0	0	0	0
0	0	0	100,000	100,000	118,000	0	0	0	0
7,080	7,080	7,080	7,080	7,080	5,540	2,000	0	0	0
0	0	0	0	0	77,000	100,000	0	0	0
2,400	2,400	2,400	2,400	2,400	2,400	2,400	1,200	0	0
0	0	0	0	0	0	0	60,000	0	0
0	0	7,813	6,250	6,250	6,250	6,250	6,250	6,250	6,250
0	0	0	0	0	0	0	0	0	0
0	0	0	7,813	6,250	6,250	6,250	6,250	6,250	6,250
0	0	0	0	0	0	0	0	0	0
0	0	0	1,500	6,075	13,129	18,785	19,599	17,704	17,090
0	0	0	(1,500)	(6,075)	(13,129)	(18,785)	(19,599)	(17,704)	(17,090)
630,149	639,890	708,062	809,796	813,721	851,037	755,602	718,046	662,367	668,016
37,305	38,769	(22,738)	(59,352)	2,138	875	2,395	(59,431)	(2,999)	58,208
65,388	102,693	141,462	118,724	59,372	61,510	62,385	64,780	5,349	2,350
102,693	141,462	118,724	59,372	61,510	62,385	64,780	5,349	2,350	60,558

CITY OF APPLETON
Tax Incremental District # 9
Financial Forecast

Chart 5

2032	2033	2034	2035	2036	2037	2038	2039	2040	Totals
731,547	737,774	744,032	750,322	756,642	762,995	769,379	775,795	782,244	16,912,857
2,026	1,972	1,159	342	414	504	536	510	251	20,938
0	0	0	(70,000)	(75,000)	(75,000)	(75,000)	(75,000)	(71,743)	(182,231)
733,573	739,746	745,191	680,664	682,056	688,499	694,915	701,305	710,752	16,751,564
658,392	663,997	669,629	675,290	680,978	686,696	692,441	698,216	704,020	15,221,574
0	0	0	0	0	0	0	0	0	30,000
2,700	2,800	2,800	2,950	2,950	3,050	3,050	3,150	9,150	80,400
0	0	0	0	0	0	0	0	0	80,000
0	0	0	0	0	0	0	0	0	54,918
0	0	0	0	0	0	0	0	0	156,200
0	0	0	0	0	0	0	0	0	112,020
0	0	0	0	0	0	0	0	0	318,000
0	0	0	0	0	0	0	0	0	65,950
0	0	0	0	0	0	0	0	0	177,000
0	0	0	0	0	0	0	0	0	23,400
0	0	0	0	0	0	0	0	0	60,000
6,250	3,125	0	0	0	0	0	0	0	60,938
0	125,000	0	0	0	0	0	0	0	125,000
6,250	6,250	3,125	0	0	0	0	0	0	60,938
0	0	125,000	0	0	0	0	0	0	125,000
17,944	18,841	19,783	19,023	16,349	13,416	10,337	7,104	3,790	225,957
(17,944)	(18,841)	(19,783)	(19,023)	(16,349)	(13,416)	(10,337)	(7,104)	(3,790)	(225,731)
673,592	801,172	800,554	678,240	683,928	689,746	695,491	701,366	713,170	16,751,564
59,981	(61,426)	(55,363)	2,424	(1,872)	(1,247)	(576)	(61)	(2,418)	0
60,558	120,539	59,113	3,750	6,174	4,302	3,055	2,479	2,418	0
120,539	59,113	3,750	6,174	4,302	3,055	2,479	2,418	0	0

8

PROPOSED CHANGES IN ZONING ORDINANCES, MASTER PLAN, BUILDING CODES, MAPS AND CITY ORDINANCES

At this time, there are no changes to building codes or other City ordinances proposed for the implementation of this Project Plan. The City anticipates a portion of the District may require rezoning and amendment to the City's Comprehensive Plan prior to redevelopment that will be consistent with the purpose of the District and the goals identified in the City's Comprehensive Plan.

9

ORDERLY DEVELOPMENT OF THE CITY OF APPLETON

The District contributes to the orderly development of the City by providing for the elimination of blighting influences, improving and maintaining an attractive area for private investment, ensuring a healthy tax base, and the retention and creation of jobs for a more vibrant economy.

The Project Plan is complimentary to the adopted *City of Appleton's Comprehensive Plan, 2010-2030* (Comprehensive Plan). The District is specifically identified in Chapter 15 – Wisconsin Avenue Corridor of the Comprehensive Plan. This Comprehensive Plan summarizes the results of the detailed analysis given to the corridor and lays out a plan to encourage restored vitality in this important section of our community. This plan was guided by public input obtained through a series of workshops attended by interested business owners and residents of the corridor.

The Comprehensive Plan states that redevelopment within the corridor will result in improved economic vitality of individual businesses and the commercial district as a whole, lower vacancy rates, increased property values, new housing and businesses, and a more attractive environment.

The Comprehensive Plan for the Wisconsin Avenue Corridor encourages and recommends:

1. Support Brownfield remediation to the highest possible clean-up standard.
2. Renovation of existing structures in this area.
3. Buildings should be attractively designed and closely blend in with other buildings in the corridor. Buildings should feature a prominent entrance that is oriented to Wisconsin Avenue.
4. Explore the potential of bicycle racks and lockers for commercial developments.
5. Adequate on-site parking should be provided to meet City standards. Internal parking lot landscaping should be provided on lots with more than 20 parking stalls.

10

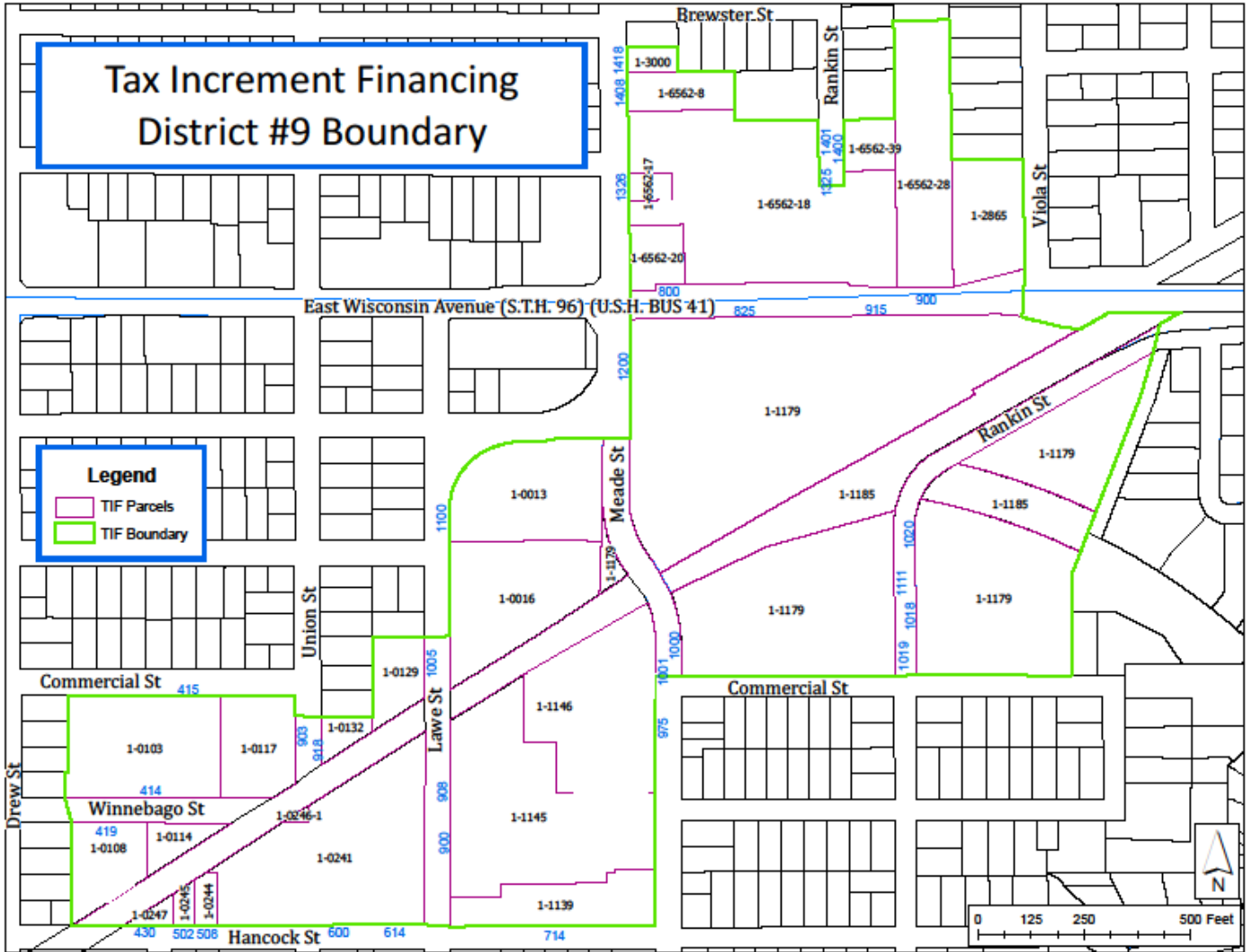
ESTIMATE OF PROPERTY TO BE DEVOTED TO RETAIL USE

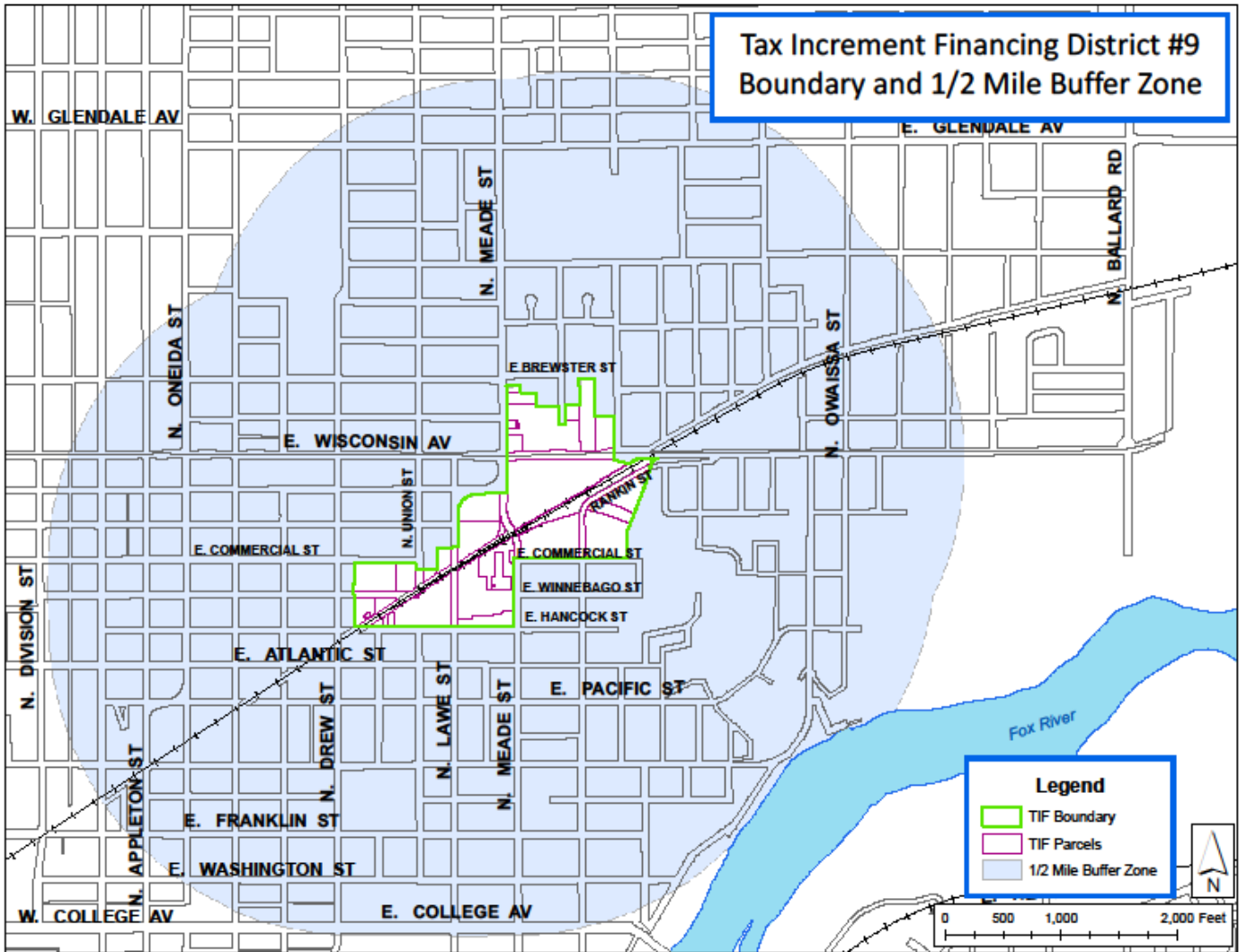
Pursuant to Section 66.1105(5)(b) of the Wisconsin State Statutes, the City estimates that less than 10% of the real property within the District will be devoted to retail business at the end of the District's maximum expenditure period.

It is not anticipated at the time of the creation of the District there will be a need to relocate persons or businesses in conjunction with this Plan. In the event relocation becomes necessary at some time during the implementation period, the City will take the following steps and actions as required by Wisconsin Statutes Section 32:

- A. Before negotiations begin for the acquisition of property or easements, all property owners will be provided with an informational pamphlet “The Rights of Landowners” prepared by the Wisconsin Department of Commerce, and if any person is to be displaced as a result of the acquisition, they will be given a pamphlet on “Relocation Rights” prepared by the Wisconsin Department of Commerce.
- B. The City will provide each owner a full narrative appraisal, a map showing the owners of all property affected by the proposed project, and a list of all or at least ten neighboring landowners to whom offers are being made.
- C. The City will file a relocation plan with the Wisconsin Department of Commerce and shall keep all records as required in Wisconsin Statutes Section 32.

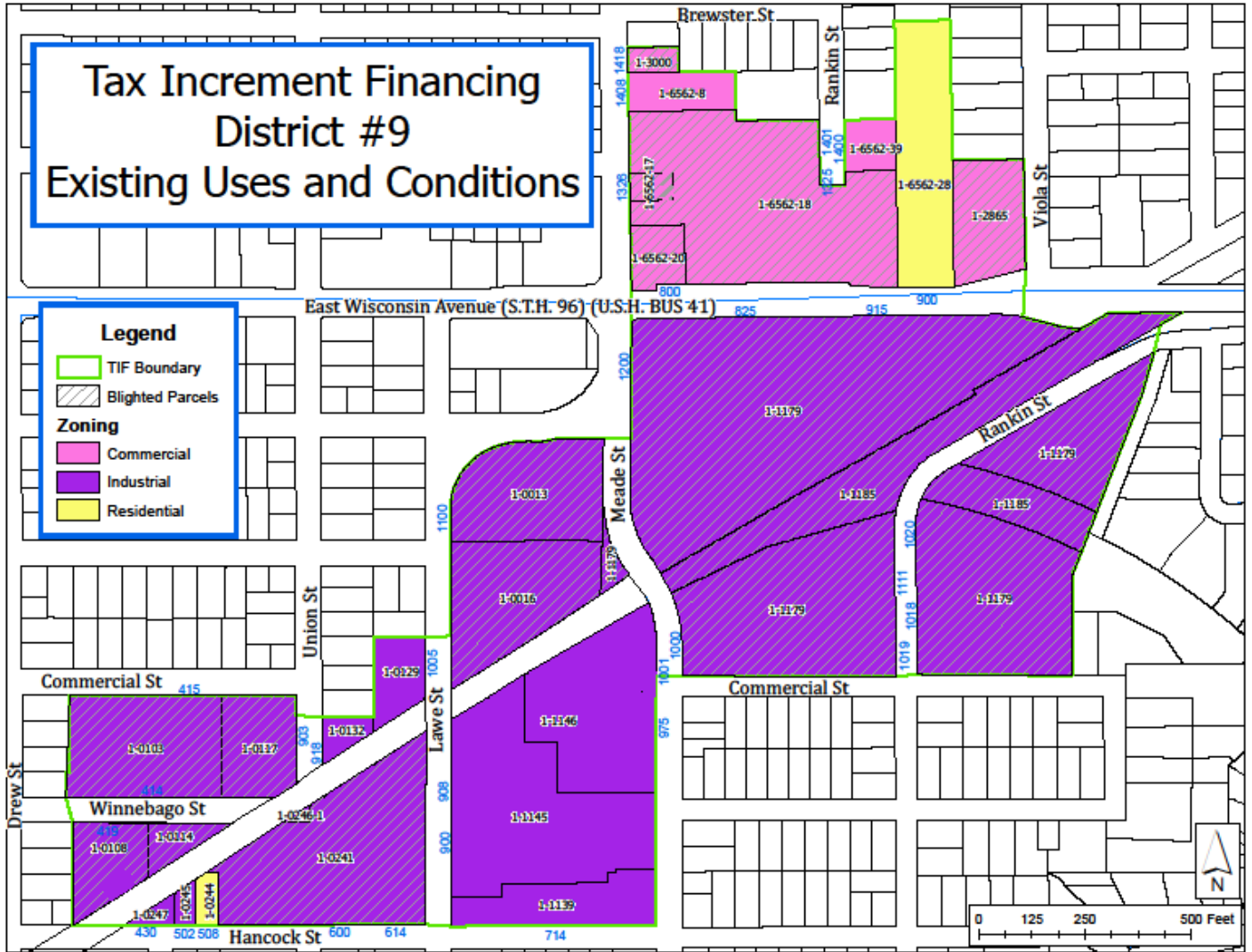
**MAP OF TIF DISTRICT # 9 BOUNDARIES AND TIF DISTRICT # 9 BOUNDARIES
WITH HALF MILE BUFFER ZONE**



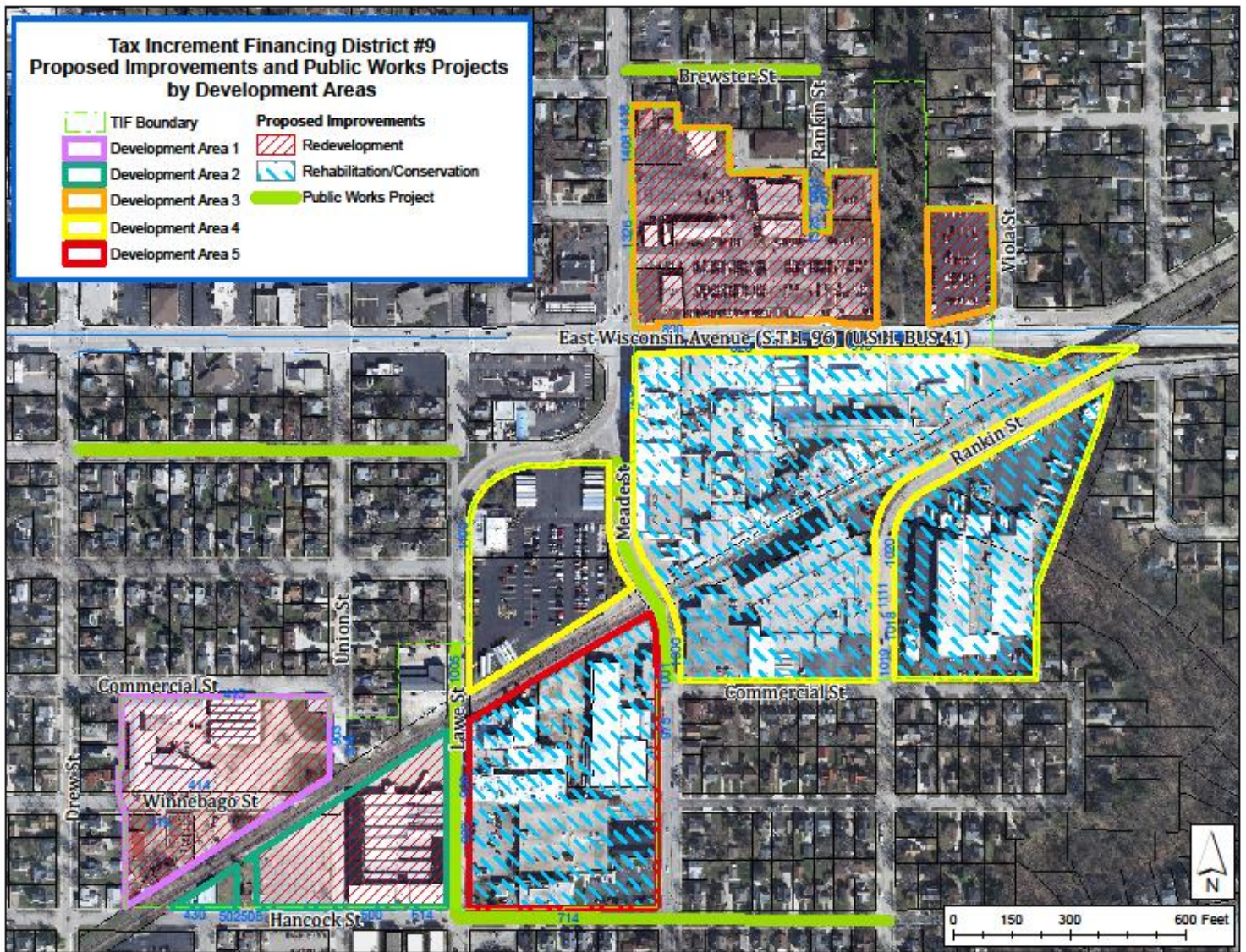


13

MAP OF EXISTING USES AND CONDITIONS



MAP OF PROPOSED IMPROVEMENTS AND PUBLIC WORKS PROJECTS BY DEVELOPMENT AREAS



Note: The above map highlights the key development areas targeted for redevelopment and rehabilitation/conservation uses within in this District. The narrative on Page 6 of the Project Plan is incorporated into this Section by reference and provides additional details on proposed uses. Due to the volume of information being displayed on this map the summary on Page 6 is intended to support this map exhibit.

The boundaries for the District include only whole parcels or non-taxable property and the District is contiguous. The following pages include a detailed list of parcels included in the District and the legal description.

Vacant Land:

Pursuant to Wisconsin State Statute s 66.1105(4)(gm)(1), property standing vacant for an entire 7-year period immediately preceding adoption of the resolution creating a tax incremental district may not comprise more than 25% of the area in the tax incremental district. Vacant property includes property where the fair market value or replacement cost value of structural improvements on the parcel is less than the fair market value of the land. Vacant property does not include property that is contaminated by environmental pollution, as defined in s. 661106 (1) (d). **This District does not include 25% or more vacant land.**

Annexed Land:

Pursuant to Wisconsin State Statute s 66.1105(4)(gm)(1), the District may not include any annexed territory that was not within the boundaries of the City on January 1, 2004, unless at least 3-years have elapsed since the territory was annexed by the City, unless the City enters into a cooperative plan boundaries agreement with the town from which the territory was annexed, or unless the City and town enter into another kind of agreement relating to the annexation expect that notwithstanding these conditions, the City may include territory that was not within the boundaries of the City on January 1, 2004 if the City pledges to pay the town an amount equal to the property taxes levied on the territory by the town at the time of the annexation for each of the next 5 years. **The District does not include property annexed into the City of Appleton since January 1, 2004.**

TIF DISTRICT #9 PARCEL LIST

TAX KEY#	NUM	DIR	ST	SUF	OWNER	ZONING	AREA (AC)	LAND VALUE	IMPROVEMENTS	TOTAL VALUE	BUSINESS NAME	Blight	Dev. Area
1-0103	414	E	WINNEBAGO	ST	EAGLE SUPPLY & PLASTICS INC	R1B/M2	1.98	\$69,300	\$170,700	\$240,000	Eagle Supply	x	1
1-0108	419	E	WINNEBAGO	ST	VERNON ROMENESKO	M2	0.75	\$22,300	\$43,900	\$66,200	Romenesko Realty	x	1
1-0114	0	E	WINNEBAGO	ST	WISCONSIN ELECTRIC POWER CO	M2	0.29	\$0	\$0	\$0		x	1
1-0117	903	N	UNION	ST	EAGLE SUPPLY & PLASTICS INC	M2	0.96	\$33,600	\$5,000	\$38,600		x	1
1-0241	600	E	HANCOCK	ST	APPLETON PAPERS INC	M2	3.28	\$67,500	\$121,300	\$188,800	Appleton Papers	x	2
1-0246-1	0	N	UNION	ST	CITY OF APPLETON	M2	0.03	\$0	\$0	\$0		x	2
1-0129	1005	N	LAWE	ST	LAWRENCE HOOYMAN	M2	0.51	\$51,000	\$135,900	\$186,900	SVM, LLC		2
1-0245	0	E	HANCOCK	ST	DAVID LECAPITAINE	M2	0.11	\$10,800	\$0	\$10,800			2
1-0247	430	E	HANCOCK	ST	ASI PROPERTIES LLC	M2	0.10	\$10,300	\$65,900	\$76,200	Acoustic Specialties		2
1-2865	0	N	VIOLA	ST	APPLETON PAPERS INC	C2	1.07	\$51,700	\$25,000	\$76,700		x	3
1-3000	1418	N	MEADE	ST	G & R PROPERTIES LLC	C2	0.17	\$27,700	\$112,200	\$139,900	4 unit apartment building	x	3
1-6562-17	1326	N	MEADE	ST	LONSWAY GROUP LLP	C2	0.15	\$38,100	\$113,700	\$151,800	Home Brew Market		3
1-6562-18	1401	N	RANKIN	ST	APPLETON PAPERS INC	C2	4.57	\$204,900	\$837,700	\$1,042,600	Happy Tap	x	3
1-6562-20	800	E	WISCONSIN	AV	PAULA'S PERFECT PIZZA KING LLC	C2	0.43	\$148,700	\$232,900	\$381,600	Pizza King	x	3
1-6562-39	1400	N	RANKIN	ST	LANCE GRAY REAL ESTATE HOLDINGS LLC	C2	0.34	\$36,300	\$138,700	\$175,000	JLM Advanced Tech Service		3
1-6562-8	1408	N	MEADE	ST	APPLETON PAPERS INC	C2	0.52	\$22,800	\$22,800	\$45,600	Appleton Papers-Meade North		3
1-1179	825	E	WISCONSIN	AV	APPLETON PAPERS INC	M2	16.39	\$577,500	\$9,422,500	\$10,000,000	Appleton Papers	x	4
1-1185	0				WISCONSIN CENTRAL LTD	M2	3.39	\$0	\$0	\$0		x	4
1-1139	714	E	HANCOCK	ST	APPLETON PAPERS INC	M2	1.12	\$48,700	\$850,200	\$898,900	Appleton Papers		5
1-1145	908	N	LAWE	ST	LUVATA APPLETON LLC	M2	3.46	\$134,200	\$620,600	\$754,800	Luvata Appleton		5
1-1146	975	N	MEADE	ST	I BAHCALL STEEL & PIPE INC	M2	2.39	\$83,700	\$340,100	\$423,800	Russell Metals, Bahcall		5
1-0013	1100	N	LAWE	ST	APPLETON PAPERS INC	M2	1.81	\$78,500	\$386,800	\$465,300	Appleton Papers	x	
1-0016	0	N	LAWE	ST	APPLETON PAPERS INC	M2	1.93	\$79,800	\$35,100	\$114,900		x	
1-0244	508	E	HANCOCK	ST	JORDAN BANDA	R1C	0.14	\$11,600	\$49,900	\$61,500			
1-6562-28	0	E	WISCONSIN	AV	CONGREGATION BNAI ISRAEL	R1B	1.90	\$0	\$0	\$0			
1-0132	918	N	UNION	ST	THOMAS HENNESSY	M2	0.21	\$16,900	\$52,600	\$69,500	INMAR ENTERPRISES		
							Total	48.00	\$1,825,900	\$13,783,500	\$15,609,400	Blighted acres	37.20
									Personal Property	\$5,996,100		Percentage blight	77.50 %
									Total:	\$21,605,500			

TIF DISTRICT # 9 LEGAL DESCRIPTION

DESCRIPTION: A TRACT OF LAND BEING PART OF THE SW ¼ OF SECTION 24, THE NW ¼ OF SECTION 25 AND THE NE ¼ OF SECTION 26, ALL IN T.21N., R.17E., OUTAGAMIE COUNTY, WISCONSIN BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 25;
THENCE N.89°20'56"E. 33.00' ALONG THE SOUTH LINE OF THE SW ¼ OF SAID SECTION 24 TO THE SOUTHERLY EXTENSION OF THE EAST LINE OF MEADE STREET AND BEING THE POINT OF BEGINNING;
THENCE N.00°51'39"W. 604.5' M/L ALONG SAID EXTENSION AND THEN THE EAST LINE OF MEADE STREET TO THE NW CORNER OF LOT 1 OF KUBITZ PLAT;
THENCE EASTERLY 120' M/L ALONG THE NORTH LINE OF SAID LOT 1 TO THE NE CORNER THEREOF;
THENCE SOUTHERLY 60' ALONG THE EAST LINE OF SAID LOT 1 TO THE SE CORNER THEREOF;
THENCE EASTERLY 132' M/L ALONG THE SOUTH LINE OF KUBITZ PLAT TO A POINT 285' M/L EAST OF THE WEST LINE OF THE SW ¼ OF SECTION 24;
THENCE SOUTHERLY 115.5' PARALLEL TO THE WEST LINE OF THE SW ¼ OF SAID SECTION 24;
THENCE EASTERLY 195' M/L ALONG A NORTH LINE OF TAX PARCEL NO.31-1-6562-18 TO THE WEST LINE OF RANKIN STREET;
THENCE SOUTHERLY 154' ALONG THE WEST LINE OF RANKIN STREET TO THE SOUTH LINE THEREOF;
THENCE EASTERLY 60.00' ALONG THE SOUTH LINE OF RANKIN STREET TO THE EAST LINE THEREOF;
THENCE NORTHERLY 154' ALONG THE EAST LINE OF RANKIN STREET TO THE NORTH LINE OF LANDS DESCRIBED IN W.D. DOC. No.1813454;
THENCE EASTERLY 119.82' ALONG THE NORTH LINE OF LANDS DESCRIBED IN SAID W.D. DOC. No.1813454 TO THE NE CORNER THEREOF;

THENCE NORTHERLY 231' M/L ALONG THE WEST LINE OF LANDS DESCRIBED IN VOL.51D.590 AND VOL.77D.251 TO THE NORTH LINE OF TAX PARCEL 31-1-6562-28;
THENCE EASTERLY 132' M/L ALONG THE NORTH LINE OF SAID TAX PARCEL 31-1-6562-28 TO THE WEST LINE OF FOX'S PLAT;
THENCE SOUTHERLY 327.5' M/L ALONG THE WEST LINE OF FOX'S PLAT TO THE NW CORNER OF LOT 5 OF SAID FOX'S PLAT;
THENCE EASTERLY 167.43' (RECORDED AS 168') ALONG THE NORTH LINE OF SAID LOT 5 TO THE WEST LINE OF VIOLA STREET;
THENCE SOUTHERLY 260' M/L ALONG THE WEST LINE OF SAID VIOLA STREET TO THE NW CORNER OF VIOLA STREET AND WISCONSIN AVENUE;
THENCE S.13°24'W. 111.34' M/L TO THE SOUTHERLY LINE OF WISCONSIN AVENUE;
THENCE S.75°56'34"E. 115.88' ALONG THE SOUTHERLY LINE OF WISCONSIN AVENUE;
THENCE S.83°33'36"E. 43.57' ALONG THE SOUTHERLY LINE OF WISCONSIN AVENUE TO THE NORTHWESTERLY LINE OF THE CANADIAN NATIONAL RAILROAD;
THENCE NORTHEASTERLY 75.93' M/L ALONG THE NORTHWESTERLY LINE OF SAID CANADIAN NATIONAL RAILROAD TO THE SOUTHERLY LINE OF WISCONSIN AVENUE;
THENCE N.89°20'56"E. 171.26' ALONG THE SOUTHERLY LINE OF SAID WISCONSIN AVENUE TO THE SOUTHEASTERLY LINE OF SAID CANADIAN NATIONAL RAILROAD;
THENCE SOUTHWESTERLY 52' M/L ALONG THE SOUTHEASTERLY LINE OF SAID CANADIAN NATIONAL RAILROAD TO THE NORTHEASTERLY EXTENSION OF THE WESTERLY LINE OF TAX PARCEL NO.31-1-1190-00;
THENCE SOUTHWESTERLY 178' M/L ALONG SAID EXTENSION AND THEN ALONG THE WESTERLY LINE OF SAID TAX PARCEL NO.31-1-1190-00 TO AN ANGLE POINT IN SAID WESTERLY LINE;
THENCE CONTINUE SOUTHWESTERLY 434.87' M/L ALONG THE WESTERLY LINE OF SAID TAX PARCEL NO.31-1-1190-00 AND THEN THE WESTERLY LINE OF TAX PARCEL NO.31-1-1191-00 TO AN ANGLE POINT IN SAID LINE;

THENCE SOUTHERLY 252.9' PARALLEL TO THE EAST LINE OF RANKIN STREET TO THE NORTH LINE OF COMMERCIAL STREET;

THENCE WESTERLY 367.5' TO THE NORTHEAST CORNER OF COMMERCIAL STREET AND RANKIN STREET;

THENCE WESTERLY 60' TO THE NORTHWEST CORNER OF COMMERCIAL STREET AND RANKIN STREET;

THENCE WESTERLY 499.41' ALONG THE NORTH LINE OF COMMERCIAL STREET TO THE NORTHEAST CORNER OF COMMERCIAL STREET AND MEADE STREET;

THENCE CONTINUE WESTERLY 60.0' ALONG THE WESTERLY EXTENSION OF THE NORTH LINE OF COMMERCIAL STREET TO THE WEST LINE OF MEADE STREET;

THENCE SOUTHERLY 590.6' ALONG THE WEST LINE OF MEADE STREET TO THE NORTHWEST CORNER OF MEADE STREET AND HANCOCK STREET;

THENCE WESTERLY 486.37' ALONG THE NORTH LINE OF HANCOCK STREET TO THE NORTHEAST CORNER OF HANCOCK STREET AND LAWE STREET;

THENCE NORTHWESTERLY 60.4' M/L TO THE SOUTHEAST CORNER OF BLOCK 10 OF BATEMANS ADDITION TO THE 1ST WARD, ALL ACCORDING TO THE RECORDED ASSESSOR'S PLAT OF THE CITY OF APPLETON;

THENCE WESTERLY 707' M/L ALONG THE SOUTH LINE OF BLOCK 10 AND THEN BLOCK 9 OF SAID BATEMANS ADDITION TO THE 1ST WARD, ALL ACCORDING TO THE RECORDED ASSESSOR'S PLAT OF THE CITY OF APPLETON TO THE SOUTHEASTERLY LINE OF THE CANADIAN NATIONAL RAILROAD;

THENCE CONTINUE WESTERLY 121' M/L TO A POINT ON THE NORTH LINE OF HANCOCK STREET WHERE IT INTERSECTS THE SOUTHERLY EXTENSION OF THE WEST LINE OF LOT 8 OF BLOCK 11 OF HERMAN ERBS ADDITION TO THE 1ST WARD, ALL ACCORDING TO THE RECORDED ASSESSOR'S PLAT OF THE CITY OF APPLETON;

THENCE NORTHERLY 241' M/L ALONG SAID EXTENSION AND THEN THE WEST LINE OF LOT 8 AND THEN LOT 3 OF SAID BLOCK 11 TO THE SOUTH LINE OF WINNEBAGO STREET;

THENCE NORTHWESTERLY 63.3' M/L TO A POINT ON THE NORTH LINE OF WINNEBAGO STREET, SAID POINT BEING ON THE EAST LINE OF THE WEST 100' OF

LOT 7 OF BLOCK 10 OF HERMAN ERBS ADDITION TO THE 1ST WARD, ALL ACCORDING TO THE RECORDED ASSESSOR'S PLAT OF THE CITY OF APPLETON; THENCE NORTHERLY 60.25' ALONG EAST LINE OF THE WEST 100' OF SAID LOT 7 TO THE NORTH LINE THEREOF; THENCE EASTERLY 10.00' M/L ALONG THE NORTH LINE OF SAID LOT 7; THENCE NORTHERLY 180.75' M/L ALONG THE WEST LINE OF THE EAST 10' OF LOT'S 6, 5 AND 4 OF SAID BLOCK 10 TO THE SOUTH LINE OF COMMERCIAL STREET; THENCE EASTERLY 533.4' ALONG THE SOUTH LINE OF COMMERCIAL STREET TO THE SOUTHWEST CORNER OF COMMERCIAL STREET AND UNION STREET; THENCE SOUTHERLY 51' M/L ALONG THE WEST LINE OF UNION STREET TO THE WESTERLY EXTENSION OF THE SOUTH LINE OF THE NORTH 60' OF LOT 6 OF BLOCK 15 OF HERMAN ERBS ADDITION TO THE 1ST WARD, ALL ACCORDING TO THE RECORDED ASSESSOR'S PLAT OF THE CITY OF APPLETON; THENCE EASTERLY 182' ALONG SAID EXTENSION AND THEN THE SOUTH LINE OF THE NORTH 60' OF LOT 6 OF SAID BLOCK 15 TO THE EAST LINE THEREOF; THENCE NORTHERLY 184' M/L ALONG THE EAST LINE OF LOTS 6 AND 1 TO THE NORTHWEST CORNER OF LOT 4 OF SAID BLOCK 15; THENCE EASTERLY 181.6' M/L ALONG THE NORTH LINE OF SAID 4 AND ITS EASTERLY EXTENSION TO THE EAST LINE OF LAWE STREET; THENCE NORTHERLY 325' M/L ALONG THE EAST LINE OF LAWE STREET TO A POINT OF CURVATURE; THENCE CONTINUE ALONG LAWE STREET R/W IN A NORTHEASTERLY DIRECTION 227.15' ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 171.00' TO A POINT ON THE SOUTH LINE OF SUMMER STREET; THENCE EASTERLY 28.90' M/L ALONG THE SOUTH LINE OF SUMMER STREET; THENCE NORTHEASTERLY 59.11' ALONG THE SOUTH LINE OF SUMMER STREET ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 233.00'; THENCE EASTERLY 171.35' M/L ALONG THE SOUTH LINE OF SUMMER STREET AND ITS EASTERLY EXTENSION TO THE EAST LINE OF MEADE STREET;

THENCE NORTHERLY 58.19' M/L ALONG THE EAST LINE OF MEADE STREET TO AN ANGLE POINT IN SAID EAST LINE;

THENCE CONTINUE NORTHERLY 27.99' M/L ALONG THE EAST LINE OF MEADE STREET TO AN ANGLE POINT IN SAID EAST LINE;

THENCE CONTINUE NORTHERLY 194.8' M/L ALONG THE EAST LINE OF MEADE STREET (Per PARTIAL STREET VACATION RECORDED IN VOL.735 ON PAGE 555 AS DOCUMENT NO.596290 OF THE OUTAGAMIE COUNTY REGISTER OF DEEDS OFFICE) AND ITS NORTHERLY EXTENSION THEREOF TO A POINT 33.00' SOUTH OF THE NORTH LINE OF THE NW ¼ OF SAID SECTION 25;

THENCE NORTHEASTERLY 33.2' M/L TO A POINT ON THE NORTH LINE OF THE NW ¼ OF SAID SECTION 25, SAID POINT BEING 33.00' EAST OF THE NW CORNER OF SAID SECTION 25 AND ALSO BEING THE POINT OF BEGINNING.

**OPINION OF THE CITY ATTORNEY ON THE COMPLIANCE OF THE
PROJECT PLAN WITH WISCONSIN STATUTE**



"...meeting community needs...enhancing quality of life."

LEGAL SERVICES DEPARTMENT

Office of the City Attorney

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August 19, 2013

Mayor Timothy M. Hanna
City of Appleton
100 North Appleton Street
Appleton, WI 54911-4799

Re: Tax Increment Finance Program Plan, City of Appleton
Tax Incremental District #9

Dear Mayor Hanna:

You have asked me for a legal opinion as to the legal sufficiency and statutory compliance of the proposed Tax Incremental Finance Plan for the City of Appleton Tax Incremental District #9. I have reviewed the Project Plan for said District as well as the appendices attached thereto, specifically as to their compliance with the provision of Section 66.1105(4), Wisconsin Statutes. It is my opinion that the Project Plan is in compliance with all of the provisions of Section 66.1105(4) of the Wisconsin Statutes dealing with the creation of Tax Incremental Financing Districts.

If you have any questions concerning this matter, please contact me at your earliest convenience.

Sincerely,

James P. Walsh
City Attorney

JPW:jls

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James P. Walsh
City Attorney

Ellen Totzke
Deputy City Attorney

Christopher R. Behrens
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Stacy Doucette
Assistant City Attorney