

April 10, 2006

APR 11 2006

Ms. Margo Wheeler
Director of Planning and Development
City of Las Vegas
731 S. 4th Street
Las Vegas, NV. 89101

RE: Revised Letter of Justification for the Great Mall of Las Vegas-Northeast corner of Grand Montecito Parkway and Deer Springs Way; APN: 125-20-601-003 and 005; 125-20-603-001-004; 125-20-602-002, 003, 005-008

Dear Ms. Wheeler:

On behalf of our clients, Triple Five Nevada Development Corporation, we are requesting approval of the following applications for the Great Mall of Las Vegas, located on a 48.58 acre parcel on the northeast corner of Grand Montecito Parkway and Deer Springs Way:

- 1) Major Modification to change the land use designation from GC-TC (General Commercial Town Center) to UC-TC (Urban Center-Mixed Use) on the portion of the site located within the Town Center Plan. Change the land use designation from MS-TC (Main Street-Mixed Use) to UC-TC (Urban Center-Mixed Use) on the portion of the site located within the Montecito Town Center Plan.
- 2) Two Part Special Use Permit to allow a height of greater than 12 stories in the UC-TC land use category along the previously designated Durango Drive Corridor and to allow a height of greater than 12 stories in the UC-TC land use designation within the Montecito Town Center area.
- 3) Site Development Plan Review, with the following waivers to the Town Center Development Standards Manual
 - a. Town Center Edge Zone Standards, depicted on page 67 of the Town Center Development Standards Manual
 - b. Main Transition Zone, depicted on page 68 of the Town Center Development Standards Manual
 - c. Town Center Core, depicted on page 69 of the Town Center Development Standards Manual

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d. Waiver to the landscaping standards along the north boundary line of the project.

e. Waiver to the open space standards.

PROJECT DESCRIPTION

The Great Mall of Las Vegas is a unique mixed-use development project, unlike any other project approved or currently anticipated in the City of Las Vegas. It will consist of the following components:

- 1) *Commercial:* A regional mall, consisting of a total area of 1,575,000 square feet. This includes 1,280,000 square feet of office and retail areas; a 70,000 square foot theatre complex, additional entertainment and enclosed park areas of 20,000 square feet, and common areas of 205,000 square feet on the first, second and third floors of the mall area. The Floor Area Ratio of the commercial component is 0.744.
- 2) *Residential:* A residential component, consisting of a total of 900 units in two towers with a maximum height of 18 stories. The 18 story structures will be located along the northern and eastern boundaries of the project, as far from the Timberlake subdivision as possible. The total square footage of the residential component is 1,317,000 square feet. The condominium units will be placed on floors 4 through 18 in each of the buildings. The bedroom mix will consist of 300 one bedroom units; 498 two bedroom units and 102 three bedroom units.
- 3) *Parking:* The parking was determined by calculating the required parking for each individual office and retail use in the commercial component and by bedroom mix for the residential component. A total of 6,580 spaces are required for the office/retail component and 6,633 are provided. A total of 2,625 at grade spaces will be provided, with the remainder in above or below grade parking structures. All of the 1,676 spaces for the residential component will be provided in below-grade or above ground parking structures as well.
- 4) *Pedestrian Connectivity:* Pedestrian Plazas will be located at strategic points along Grand Montecito Parkway and Deer Springs Way. Walkways will be established between the residential and commercial components and between the parking areas and mall. There will also be a pedestrian access from the site to the Las Vegas Central Park to the north. Safe pedestrian access will also be provided for residents of the Timberlake community to the south.
- 5) *Vehicular Access:* Three points of access are provided to Grand Montecito Parkway; it is anticipated that two of these intersections will be signalized. There are two connections to the frontage road, with two additional point of

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access to Deer Springs Way. There have been several meetings with the neighbors to alleviate concerns regarding cut-through traffic on Doebrook; the traffic circulation pattern on the site plan reflects the agreement made with the neighbors.

MAJOR MODIFICATION

The request is to change the land use designation from GC-TC (General Commercial) to UC-TC (Urban Center-Mixed Use) on 21.122 acres located on the easterly portion of the project in the Town Center Area. Also to change the land use designation from MS-TC (Main Street) to UC-TC (Urban Center-Mixed Use) on 27.436 acres located on the westerly portion of the project in the Montecito Town Center Area. The methodology used in Town Center/Montecito to change a land use designation is the Major Modification process. There are no criteria for approving a major modification stated in the Centennial Hills Sector Plan, the Town Center Development Standards Manual, the Montecito Town Center Plan or Title 19. However, while a major modification application does not require the burden of proof or level of scrutiny of a General Plan Amendment, the determinations cited in Title 19.18.030 (I) are used to review these requests. These determinations are:

- 1) *The density and intensity of the proposal is compatible with the existing adjacent land use designations.*

The surrounding land use designations are PF-TC (Public Facility) to the north, which is developed as Las Vegas Central Park; MS-TC (Main Street Town Center) to the west, with a vacant property controlled by our client directly west of Grand Montecito Parkway, and a hospital farther to the west, which is approved for a maximum height of eight stories; to the south is Low Density Residential, developed for single family homes within the Timberlake community.

The current General Commercial Land Use category does not permit mixed use development according to the Permitted Uses Table of the Town Center Development Standards Manual. However, prior to the change to GC, this property was designated MS-TC, as are the other properties within the vicinity of this site. High density mixed use projects (25+ du/acre) are permitted in MS-TC with the approval of a Special Use Permit. The Centennial Hills Sector Plan describes Main Street Mixed Use (MS-TC) as follows:

“This designation is intended to encourage a cohesive mixed of interdependent uses including leisure shopping with office on the main floor and or similar uses and/or medium to high density residential on the upper floors in addition to providing amenities conducive to attracting pedestrian activity rather than automotive access and is there fore required to be a minimum of two stories in height.”

Clearly, high density mixed use projects were anticipated in this area of Town Center when the Centennial Sector Plan was adopted. This fits in well with the plan's description of UC-TC, which states:

"The intent of the Urban Center Mixed Use District is to encourage development with imaginative site and building design while maximizing the use of the property. These developments should have a compatible mixture of land uses and foster new employment opportunities and the provision of goods and services to the Northwest area of the City."

The regional mall and condominium tower mixed-use concept will provide exactly the types of imaginative development and services anticipated by both MS-TC and the UC-TC land use categories. With the conversion of many properties in the northwest area of the city to single family residential development, office, retail and entertainment services are sorely needed. The residential component of the project will offer a housing type and style not readily available in the City and will provide some housing opportunities for those who work in the mall office and retail employment centers.

- 2) *The zoning designation allowed by the proposed amendment will be compatible with existing adjacent land uses or zoning districts.*

The property is zoned T-C (Town Center), which is the appropriate district for all lands located within the Town Center Plan. There are no specific standards to the T-C zoning district; a better method to determine if the project is harmonious and compatible is to review the development pattern in the area.

The property west of Grand Montecito Parkway is approved for a hospital, with a site plan approved for buildings eight stories in height. Other retail, office and multi-family projects have been approved west of this site on properties ranging from Deer Springs Road to Elkhorn Road. To the north is Las Vegas Central Park, which provides recreational services for not only residents of the Northwest, but future residents of the condominium towers of this project. Pedestrian access is being provided to and from the park and the mall site. To the east is the frontage road and US-95, a heavily traveled freeway and to the south is the Timberlake subdivision, which was approved in the very early days of the creation of the Town Center plan and concept. Extreme care has been taken to ensure that the proposed mixed-use project and these homes are compatible by:

- a. The condominium towers have been placed as far away as possible from the single family dwellings, in conformance to the residential adjacency standards of Title 19.

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- b. A dense, substantial landscaped buffer is being provided between the mall area and the Timberlake residents.
- c. An agreement has been reached between the City, developer and residents pertaining to Doebrook Way, to reduce the possibility of cut-through traffic

A major retail center and intense mixed use project is appropriate in this area of Town Center, as it provides necessary goods and services for residents of the entire Northwest area and is located between US-95 and Grand Montecito Parkway. Also, residential towers of this height and intensity are not unprecedented in Town Center, as previous approvals have been granted along Durango Drive. Therefore, the proposal is clearly compatible with the area, given its location along major thoroughfares, retail, office, medical and multi-family uses.

- 3) *There are adequate transportation, recreation, utility and other facilities to accommodate the uses and densities permitted by the proposal.*

The property is adequately served by water and sewer utilities. Established recreational services are in existence directly north of the property; other entertainment venues will be provided as part of this project. The traffic study submitted to the Department of Public Works will determine what additional transportation improvements will be needed to mitigate impacts of this development.

- 4) *The proposed amendment conforms to other applicable adopted plans and policies.*

The proposal advances the following adopted plans and policies:

Section 3.4.3, which states: "The Main Street-Mixed Use district and the Urban Center Mixed Use (UC-TC) district both allow residential (low, medium and or high density) development as being part of any proposed project. If residential is developed as a part of a project in either of these land use districts, the residential development is precluded from developing on the ground floor". The Great Mall of Las Vegas implements this policy of the mixed-use section of the Centennial Hills Sector Plan.

Policy B1 of the Centennial Hills Sector Plan, which states: "Provide for a variety of commercial environments in the Centennial Hills Town Center Plan having distinct urban mixed uses and suburban character." The Great Mall will provide a regional shopping center that is distinct and unlike any other mall in the greater Las Vegas Valley. The intensity, style and mix of

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the is unique and will provide for a variety of commercial and residential environments as anticipated in this plan policy.

Program B1.3 of the Centennial Hills Sector Plan, which states: "The Urban Center Mixed Use areas should be developed with higher density residential development which can include compatible recreational uses." The proposed UC-TC is in an area of Town Center where intense, urban style development is anticipated. It not only included retail and office uses, but 90,000 square feet of entertainment areas, enclosed park, theatre and other common area and recreational venues.

Policy B3 of the Centennial Hills Sector Plan, which states: "Plan for the appropriate location of medium and high density residential uses throughout the Centennial Hills Town Center. Such locations shall be located in the mixed use districts and other appropriately designated areas." This site is ideally located for a high density mixed use project, given its location along US 95, other retail, office, medical and multi-family developments, its easy access to the frontage road, Grand Montecito Parkway and the Elkhorn overpass to the north.

Program B3.2 of the Centennial Hills Sector Plan, which states: "Buffering of adjacent single family development shall be done according to the City's adopted Las Vegas Urban Design Guidelines and Standards." It is the intention of our client to meet or exceed these standards.

Policy B4 of the Centennial Hills Sector Plan, which states: "Provide for a balance in the amount and location of commercial, institutional, and office land use to serve the projected population and reduce traffic on major roadways." The proposal offers an appropriate mix of residential, office, entertain and retail facilities sorely lacking in this area of Town Center. The very nature of a mixed use project helps to reduce traffic on major roadways by offering a wide variety of services and uses in a compact manner. It also will capture some trips as those living on site will not need to use their automobiles for reception of necessary goods and services.

Policy B5 of the Centennial Hills Sector Plan, which states: "Provide commercial and employment centered development in the Centennial Hills Town Center for the creation of jobs, services and traffic relief." This project will provide a substantial number of jobs not only for future residents of the development, but for the overall population of the Northwest area of the City.

In summary, the Major Modification to UC-TC (Urban Center-Mixed Use) is clearly in keeping with the existing and anticipated development pattern of this area of the City. It provides the high intensity mixed use projects that the original Town Center Plan and concept sought to attract and achieve. It will provide employment opportunist and a wide

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variety of goods and services not currently provided in this, or in any other area of the Las Vegas Valley.

SPECIAL USE PERMIT

The Town Center Development Standards Manual Permitted Use Table states that mixed-use projects are a permitted use in UC-TC and a Special Use Permit is not normally required. However, Section A (3) (C), in part states: "Developments in excess of twelve (12) stories along the Durango Corridor are possible with a Special Use Permit (SUP). There are no density limitations in the UC District." The Town Center Land Use Plan was completed prior to the adoption of the "S" curve alignment; it is appropriate to require a Special Use Permit. The Montecito Town Center Plan Section 2.2.6. states in part "Building heights generally do not exceed twelve stories (150 feet), but greater heights may be attained upon approval of a Special Use Permit by the City of Las Vegas." Title 19.18.060 (L) (1) lists the following determinations for approving an SUP:

- 1) *The proposed use can be conducted in a manner that is harmonious and compatible with existing surrounding land uses and with future surrounding land uses as projected by the General Plan.*

The site is bounded by Las Vegas Central Park to the north, the hospital to the west, retail/office uses to the northwest, additional retail to the southwest, at the southwest corner of Deer Springs Way and Riley Street and the Timberlake single family subdivision to the south. Substantial landscaping, well in excess of Code standards will be installed along the southern boundary of the property to provide a buffer for the neighbors. Also, several meetings have taken place between the developer, City and the neighbors to ensure that cut-through traffic is eliminated. The site is well suited for a regional mall with a residential component, given the fact that the properties on all sides of the project are designated for mixed use development. Its close proximity to US 95 and the Elkhorn overpass provide convenient access to the project. The services provided by this development are sorely overdue for this rapidly growing area of the City.

- 2) *The subject site is physically suitable for the type and intensity of land use being proposed.*

The size of the parcel is adequate to accommodate a project of this density and intensity of uses. Adequate utilities will be available to serve the development.

- 3) *Street or highway facilities providing access to the property are or will be adequate in size to meet the requirements of the proposed use; and*

As previously stated, the site has convenient access to US 95, the 215, Grand Montecito Parkway and Elkhorn Road. The traffic study submitted to the City will identify improvements needed to mitigate impacts created by this project.

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- 4) *Approval of the Special Use Permit at the site in question will not be inconsistent with or compromise the public health, safety and welfare or the overall objectives of the General Plan.*

The project will be subject to periodic inspections during and after construction to ensure the health, safety and public welfare of the residents of this area of the City are preserved. The project implements and advances

Centennial Hills Sector Plan and the Montecito Town Center Plan objectives for the placement of mixed-use projects. It also provides necessary goods and services for the residents and a balance of residential, commercial, office and entertainment uses for this area of the City.

SITE DEVELOPMENT PLAN

Title 19.18.050 (E) provides the following criteria for Site Development Plan Review:

The proposed development is compatible with adjacent development and development in the area;

The compatibility of the project with the surrounding area has been documented in the justification for the companion items. It is within an area that encourages high density mixed use projects as part of the Centennial Hills Sector Plan and the Town Center Development Standards Manual.

The proposed development is consistent with the General Plan, this Title, the Design Standards Manual, the Landscape, Wall and Buffer Standards and other duly-adopted city plans, policies and standards;

This project advances many of the goals, objectives, programs and policies of the Centennial Hills Sector Plan. It will meet or exceed all parking and landscaping sections of this Title. However, there are three waivers requested from the Town Center Development Standards Manual:

- a. Town Center Edge Zone Building Height Stepbacks and Build-to Line (Figure 10 of the Manual)
- b. Town Center Main Transition Zone Building height Stepbacks and Build-to-Line (Figure 11 of the Manual)
- c. Town Center Core Building Height Stepbacks and Build-to-Line (Figure 12 of the Manual)

Justification: The waivers to these figures of the Town Center Development Standards Manual are appropriate for the following reasons:

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1) *The Town Center Edge Zone, Main Transition Zone and Town Center Core Building Height Stepbacks and Build-to Line are, essentially, illustrations in the manual to guide future development. They have no text associated with them which can be applied to specific projects; therefore each project should be reviewed on a case-by-case basis.*

2) *These Figures are based on a street grid pattern that no longer exists and has significantly changed over time as the Town Center area has built out. Therefore, waivers to these are appropriate.*

3) *The figures are contrary to established planning practices used in other areas of the City and the Las Vegas Valley. The figures place the least intense, two story buildings along the major arterials and US 95, with the more intense uses more toward the interior of Town Center. A traditional approach to providing an appropriate transition would be to place the larger, more intense, 18 story towers oriented toward the freeway, with the lower buildings toward the interior, as shown on the site development plan.*

d. Waiver of the Town Center requirement to provide a 12 foot wide landscape planter where 15 feet is required along the north property line as stated on page 109, Section 2. B. 8.

Justification: The site plan shows a landscaped planter area varying in width from 20 to 30 feet, except along the Las Vegas Central Park frontage, where it is reduced in some areas to 12 feet. The overall average width of the planter exceeds the 15 foot minimum standard.

e. Waiver of the Open Space standards of the Code. Section 19.06.110E and Section 5.1.7 of the Montecito Town Center Plan.

Justification: Section 19.06.110E requires 20% of the gross land area to be provided for common open space. Section 5.1.7 of the Montecito Town Center Plan requires 20% of the gross land area to be open space with 12% attributable to the Montecito Town Center site proper, and the remaining 8% is the Montecito Town Center proportionate share of the City of Las Vegas open space planned and/or constructed in the northwest quadrant of the Town Center. The site development plan shows that a total of 16.5 % is being provided. This is further defined as 17.4% for the Montecito area and 15.45 for the Town Center area. However, many of the amenities provided in this project- including the entertainment center and enclosed parks cannot be counted toward the open space requirement, but they do provide active recreational opportunities and facilities. Also, future residents of the project will utilize the facilities provided in the Las Vegas Central Park, which is directly north of the mall. All of these factors justify this slight reduction in common open space.

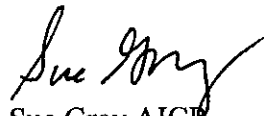
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SUMMARY

In summary, the proposal provides an imaginative site and building design while maximizing the use of the property as encouraged by the Centennial Hills Sector Plan. It provides commercial, office, recreational and employment services needed in this area of the City, particularly in light of the vast amount of ~~commercially-planned property converted for single family homes in the~~ Northwest area of the City. It has adequate transportation and other services to accommodate a project of this scope and intensity. It is anticipated this combination of regional mall and residential uses will be the central activity center in all of Town Center and can be constructed and operated in a manner that is harmonious and compatible with the existing and anticipated uses in Town Center.

We respectfully ask for your favorable consideration of this project. Please do not hesitate to contact us if you have any questions or need additional information.

Sincerely,
Perlman Design Group

A handwritten signature in black ink, appearing to read "Sue Gray", is written over a horizontal line.

Sue Gray AICP
Entitlements Manager

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