

NOTICE OF MEETING AND PLANNING COMMISSION AGENDA



CITY OF OSAGE BEACH PLANNING COMMISSION MEETING

1000 City Parkway
Osage Beach, MO 65065
573.302.2000
www.osagebeach.org

TENTATIVE AGENDA

REGULAR MEETING

March 8, 2022 - 6:00 PM
CITY HALL

**** Note:** All cell phones should be turned off or on a silent tone only. Complete meeting packets are available on the City's website at www.osagebeach.org.

CALL TO ORDER

PLEDGE OF ALLEGIANCE

ROLL CALL

APPROVAL OF MINUTES

- A. Motion to approve February 8, 2022

NEW BUSINESS

- A. Rezoning Case 418 - Jim Nugent Harpers Cove Investment Company - Rezoning from A-1 (Agriculture) and C-1 (General Commercial) to R-1b (Single Family) and R-3 (Multi Family)
- B. Topsider Subdivision - Motion to recommend approval of the preliminary and final plats to the Board of Aldermen.

REPORTS

ADJOURN

Remote viewing is available on Facebook at *City of Osage Beach, Missouri* and on YouTube at *City of Osage Beach*

Representatives of the news media may obtain copies of this notice by contacting the following:

Tara Berreth, City Clerk
1000 City Parkway
Osage Beach, MO 65065
573.302.2000 x 1020

If any member of the public requires a specific accommodation as addressed by the Americans with Disabilities Act, please contact the City Clerk's Office forty-eight (48) hours in advance of the meeting at the above telephone number.

THE CITY OF OSAGE BEACH, MISSOURI
PLANNING COMMISSION MINUTES OF THE REGULAR MEETING

February 8, 2022

Call to Order

Chairman Susan Ebling called the Planning Commission of the City of Osage Beach, Missouri, to order at the regular meeting on February 8, 2022, at 6:00 p.m. at City Hall. Everyone stood for the Pledge of Allegiance.

Roll Call

The following Commissioners were present: Alan Blair, Chairman Susan Ebling, Tony Kim, Mayor John Olivarri, Alderman Bob O'Steen, Tony Kim, Jeff Dorhauer and Nancy Viselli. Also present: City Planner Cary Patterson, City Attorney Ed Rucker and City Clerk Tara Berreth.

Minutes – January 11, 2022

Mayor Olivarri made a motion to approve the January 11, 2022, minutes. This motion was seconded by Commissioner Viselli. Motion passes unanimously with a voice vote.

Planning Commission Statement

Chairman Susan Ebling read the statement regarding the responsibilities of the Planning Commission.

New Business

Special Use Permit Case #413 – Michael & Cheryl Castle request to allow Residential use in a Commercial District.

Chairman Ebling asked City Planner Cary Patterson for his comments. Planner Patterson said that this request is for a special use permit for Michael & Cheryl Castle to utilize the space attached to the restaurant (On the Rise Bakery – 5439 Osage Beach Parkway). This space has been used for office and storage. Currently has three rooms, two bathrooms including shower and tub, laundry room with washer and dryer and kitchen area. Making minor improvements. Planner Patterson recommended approval of this application. Chairman Ebling asked the applicants if they had any further comments. They responded that they did not. Chairman Ebling asked City Attorney Ed Rucker if he had any comments. He replied he did not and the case was ready for a recommendation.

Commissioner Dorhauer made a motion to recommend approval to the Board of Aldermen. This motion was seconded by Alderman O'Steen. Motion passes unanimously with a roll call vote. (Ayes: Alan Blair, Chairman Susan Ebling, Tony Kim, Mayor John Olivarri, Alderman Bob O'Steen, Tony Kim, Jeff Dorhauer and Nancy Viselli – Nays - 0)

Rezoning Case #417 – Arapaho, LLC – Rezoning from C-1 (General Commercial) with an E-3 Overlay for an Amphitheatre and accessory uses to C-1 (General Commercial) with an amended E-3 Overlay.

Chairman Ebling asked City Planner Cary Patterson for his comments. Planner Patterson said that this request is to rezone C-1 (General Commercial) with an E-3 Overlay for an Amphitheatre and accessory uses to C-1 (General Commercial) with an amended E-3 Overlay for an entertainment facility that will include pools, a video board, a stage for small music events, and accessory uses.

Planner Patterson added that the City is requiring that Beach Drive be rebuilt into a collector status street as determined by the City's contract engineer. The road will be reconstructed past the entrance into the Backwater Jacks complex. The reconstruction of Beach Drive will accommodate any future development

taking place in the corridor. Sunset Drive entrance into the complex will be gated and marked as a “private entrance, not for use as public access”. Commissioner Kirm asked for clarification about the entrances, and Planner Patterson responded with more detailed descriptions.

Planner Patterson then recommended approval of this application. Chairman Ebling then asked the applicant if they had any comments. Andy Prewitt stated he had nothing to add. Chairman Ebling asked City Attorney Ed Rucker if he had any comments. He replied he did not and the case was ready for a recommendation.

Alderman O’Steen made a motion to recommend approval to the Board of Aldermen. This motion was seconded by Commissioner Dorhauer. Motion passes unanimously with a roll call vote. (Ayes: Alan Blair, Chairman Susan Ebling, Tony Kirm, Mayor John Olivarri, Alderman Bob O’Steen, Tony Kirm, Jeff Dorhauer and Nancy Viselli – Nays - 0)

Reports

No reports

Adjourn

Chairman Susan Ebling adjourned the meeting at 6:16 p.m.

I, Tara Berreth, City Clerk, for the City of Osage Beach, Missouri, do hereby certify that the above foregoing is a true and complete journal of proceedings of the regular meeting of the Planning Commission of the City of Osage Beach, Missouri, held on February 8, 2022.

**PLANNING DEPARTMENT
REPORT TO THE
PLANNING COMMISSION**

Date:	March 8, 2022	Case Number:	418
--------------	---------------	---------------------	-----

Applicant: Jim Nugent Harpers Cove Investment Company

Location: 1,100 feet west of Case Road on the north side of Sycamore Valley Drive.

Petition: Rezone from A-1 (Agriculture) and C-1 (General Commercial) to R-1b (Single Family) and R-3 (Multi Family).

Existing Use: Vacant

Zoning: A-1 (Agriculture) and C-1 (General Commercial)

Tract Size: Approximately 34.1 acres

	<u>Surrounding Zoning:</u>	<u>Surrounding Land Use:</u>
<u>North:</u>	LU (Lake Use)	Lake of the Ozarks
<u>South:</u>	N/A	54 expressway corridor
<u>East:</u>	R-1a (Single Family)	Single-Family Subdivision
<u>West:</u>	PUD	Vacant Golf Course Scattered Single-Family

The Osage Beach Comprehensive Plan Designates this area as appropriate for: Moderate and High Density Residential

<u>Rezoning History</u>	<u>Case #</u>	<u>Date</u>
--------------------------------	----------------------	--------------------

City Wide Zoning

Utilities

<u>Water:</u> City	<u>Gas:</u> Private
<u>Electricity:</u> Ameren UE	<u>Sewer:</u> City

Access: Property will derive primary access via Sycamore Valley Drive

Analysis:

1. The applicants are the owners and perspective developers of the 34.1 acres in question. They attained the property approximately 50 years ago. The proposed developer has a contract to purchase and develop the land if the property is rezoned.
2. The applicants have submitted a request to rezone the subject property from A-1 (Agriculture) and C-1 (General Commercial) to R-1b (Single Family) and R-3 (Multi Family). The subject property was zoned as it is currently as part of the original zoning project for the City in the mid 1980's.
3. The owners of the property have a prospective buyer that wishes to place single family houses and multifamily units on the subject property.
4. The character of surrounding development is primarily residential and vacant land previously used for a golf course.
5. The R-1b district permits lots of 6500 square feet with single family dwelling units per lot. The R-3 zone allows multifamily facilities with one unit per 2500 square feet of property.

Department Comments and Recommendations:

As you know, the main issue facing the lake area currently is the need for housing. With this being the case, requests of this type are likely to become common in the upcoming period of time, as developers try to answer the call for more housing in the area. The perspective developer plans to subdivide the property into 39 single family lots on the lake frontage and zone the remaining land R-3 so that they can determine what type of housing best addresses what the market is identifying as the greatest need when they are ready to develop that area. The R-3 zone will allow a developer the flexibility to build multifamily structures as well as smaller lot single family if that is what they determine to be the best market. With the City and the lake area looking for ways to address the housing shortage we face, providing property owners flexibility on the type of units they are allowed to build, is one way that the City can promote the type of development that can help address that need. **Keeping that in mind as well as the request being consistent with the recommendations of the Comprehensive Plan, the Planning Department recommends approval of this request.**



Date Received: _____
Case #: _____

REZONING/SPECIAL USE PERMIT APPLICATION

1. Name of property owner: Jim Nugent Harpers Cove Investment Company Phone: 573-348-3636
Address: 5635 Osage Beach Pkwy City: Osage Beach State MO Zip: 65065

List all owners of the property. If corporation or partnership, list names, addresses and phone numbers of principal officers or partners:

2. Name of landowner's representative, if different from above: Adam Scraphine Phone: 612-616-5801
Address: 7455 France Avenue S #351 City: Edina State: MN Zip: 55435

3. All correspondence relative to this application should be directed to whom? Adam Scraphine
adam@nhhproperties.com, 612-616-5801
Address: 7455 France Avenue S, #351 City: Edina State MN Zip: 55435

4. General location of property to be rezoned or for which special use permit is sought (Include street numbers for existing structures): Subject property is located at the intersection of Normandy Road and Sycamore Valley Road
Address: 1098 Rowan Road City: Osage Beach State MO Zip: 65065

5. Do you have a specific use proposed for this property? Yes No

Explain all uses: Residential uses that conform to the R-1B and R-3 zoning code.

6. Area of property in square feet or acres: 34.1 acres

7. Current zoning classification: A-1, R-1B, C-1

8. Sources of utilities: Water: City of Osage Beach Gas: Owner Supplied

Sewer: City of Osage Beach Electric: Ameren

9. Proposed zoning classification: R-1B and R3

10. How long have you owned this property? APPROX. 50 YEARS

11. Current use of property (describe all improvements): Vacant land with misc abandoned structures

12. Current use of all property adjacent to subject property: North: Lake of the Ozarks shoreline
South: State Highway 54 East: One residential home and a currently closed golf course West: A residential single-family neighborhood

February 18, 2022

Cary Patterson, City Planner
City of Osage Beach
1000 City Parkway
Osage Beach, MO 65065

Project: **Harper's Cove Development**
Location: **Sycamore Valley Road & Normandy Road, Osage Beach, MO 65065**
Subject: **Project Narrative**

Proposed Redevelopment:

The Harper's Cove Development consists of 38 single-family lots (phase I) and approximately 19 acres (phase II) of yet-to-be-determined residential use. Of the 38 lots in phase I, 16 are lakeshore lots and 22 are 2nd tier lots. The lots vary in size from .19 to .45 acres. Phase I has a density of 2.6 units per acre. There are 2 community spaces being integrated into phase I. The first will be located at Lot 6, along the lakeshore, and the second near the Elephant Rock on the west side of the site.

The entire project consists of approximately 34 acres of developable land situated ¼ mile northwest of the Case Road exit on Highway 54 in Osage Beach, Missouri. The northern property line consists of approximately 1350 feet of shoreline in Harper's Cove.

The developer, NHH Properties, will be acquiring the property from the current landowner in the 2nd quarter of 2022. Site development and construction is scheduled to commence late 2nd quarter of 2022.

The unique, transparent collaborative approach has allowed the development team to attract best-in-class project partners to the Harper's Cove Development. The partner's deep local roots have allowed the project to quickly gain traction and proceed through the concepting and design development phase while putting the local community needs first. The same partner's regional and nationwide resources have allowed the project to obtain attractive funding options and have broken down barriers in supply chains, allowing the project to proceed in a timely manner. The development team believes that this project will assist in alleviating the local housing shortage and provide relief in the much-needed middle-market housing stock.

Some of the Key Project Partners are:

Marketing & Sales
Krantz & Associates,
Re/Max Lake of the Ozarks
krantzproperties.com

Site Development & Construction
Thomas Construction
thomasbuilder.com

Civil Engineering & Site Design
Shoreline Surveying and Engineering
shorelineses.com

Dock Installation
Atlas Docks
atlasdocks.com

City and Neighborhood Betterment:

The proposed redevelopment of this parcel from commercial (C-1) and single-family residential (A-1 & R-1B) to platted single-family (R-1B) and medium density housing (R-3) will provide a multitude of benefits to the city and the surrounding community in the following ways:

- Improves the site with more active uses and attractive, newer buildings.
- Provides housing and increased, yet reasonable density near convenient, local retail uses.
- Multiple landscaped plazas and community areas adds character and provides a public benefit to the project.

Comprehensive Plan & Housing Challenges:

The current comprehensive plan has recommended residential uses for locations like this site. The proposed residential use for this site is more compatible with neighboring properties than the existing commercial zoning. Since the release of the most recent Comprehensive Plan, Osage Beach has positioned itself as the region's center of commerce and employment. This site is poised to assist in alleviating the challenges that have come with the growth that the city has experienced over the last 15 to 20 years.

Landscape:

The proposed landscape at the site will be a combination of natural preservation with clean and contemporary around the amenity and public spaces and additional enhanced landscaping near the project entrances with seasonal annuals for color. The amenity areas will contain a mixture of over story and under-story trees with a full accompaniment of shrubs and perennial plants. The proposed planting palette is comprised of native and adapted plant materials, which will use less water and require less maintenance over time.

This development is well positioned to meet and exceed the City's goals as outlined in the Comprehensive Plan. We firmly believe that the redevelopment of the site will be an improvement for both the neighborhood and the overall City.

Please contact me with any questions or concerns.

Sincerely,



Adam M Seraphine
NHH Properties



**Rezoning Case 418
Location Map**

PLANNING DEPARTMENT REPORT
TO THE
PLANNING COMMISSION

Date: **March 8, 2022**

Subdivision Name: Topsider Subdivision Preliminary and Final Plats

Location: 4877 Osage Beach Parkway

Section/Township/Range: 1/39/15

Applicant: Topsider Condominiums, LLC.

Surveyor: Miller Surveying and Engineering

Tract Size: 10.5 acres

Zoning: PUD

Surrounding Land Use:

North: Mcfield Subdivision

South: Osage Beach Pkwy Corridor

East: Osage Beach Pkwy Corridor

West: Lake of the Ozarks

Department Comments

Preliminary:

- 1) The plat was reviewed for code compliance and was found to be consistent with the preliminary plat requirements.
- 2) All public improvements, (i.e., roadways, water, and sewer services, etc.) must be designed and built to city design standards. The City Engineer will review the plans to serve the buildings as permits are applied for and plans are submitted for review.

Final:

- 1) The plat was reviewed for code compliance and was found to be consistent with the final plat requirements.
- 2) An Engineers Estimate and a Letter of Credit for 125% of the estimated cost of construction will be required prior to Board of Aldermen approval of the Final Plat.

With the approval of the public improvement plans and the submittal of the engineer's estimate and letter of credit, staff recommends approval of both the Preliminary and Final Plats.



Topsider Subdivision

ISSUING DATE: 02/20/2022
 RECORDS:
 DRAWN BY: LRS
 SCALE: 1"=40'
 PROJECT #: 21-026

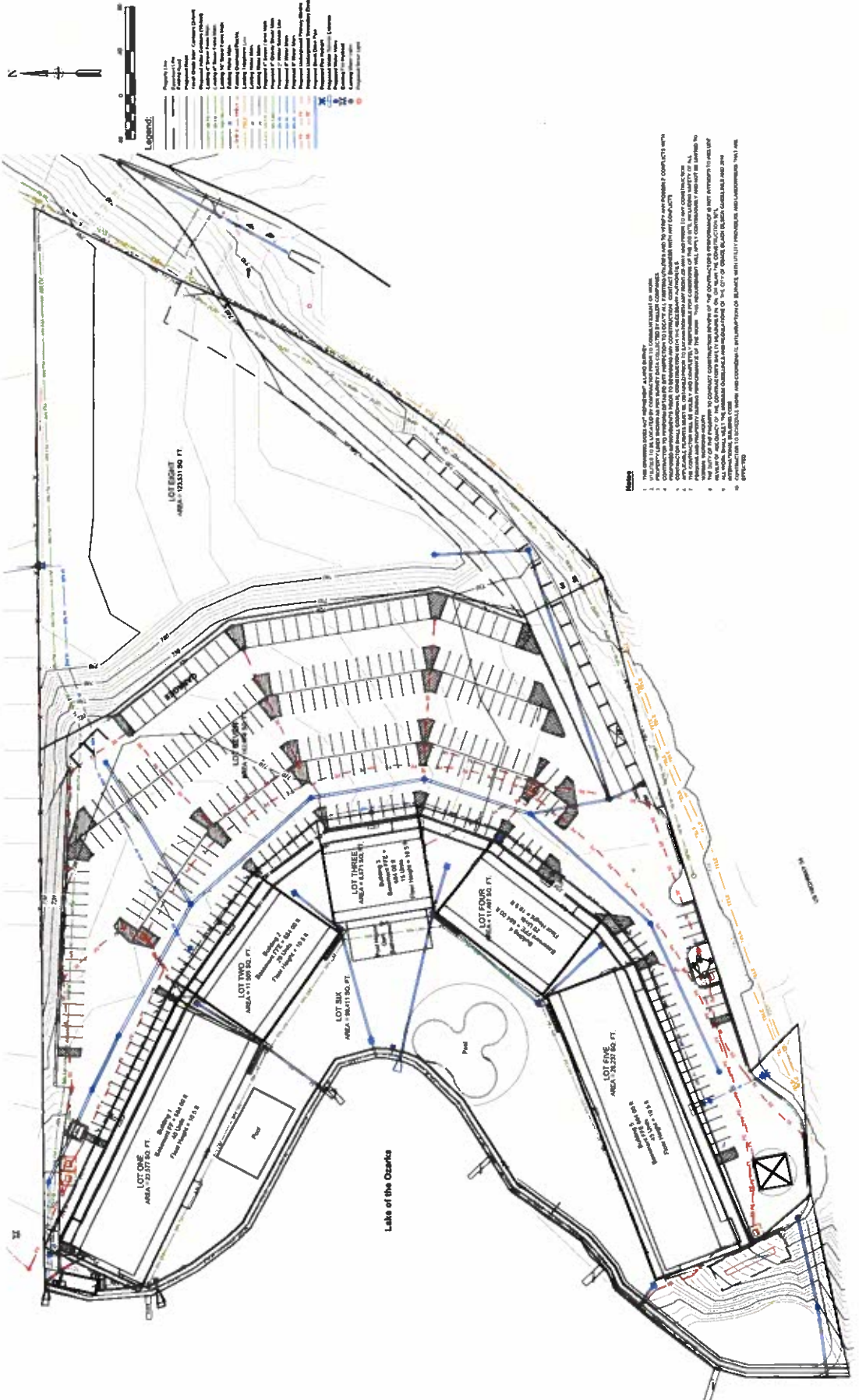
TOPSIDER CONDOMINIUMS
 PRELIMINARY PLAT
 PART OF THE NORTHWEST QUARTER OF
 SECTION 12, TOWNSHIP 39 NORTH, RANGE 16 WEST
 CAMDEN COUNTY, MISSOURI

NO Violation of Any Laws by
 this Plan



MILLER COMPANIES
 Engineering - Land Surveying - Construction Services
 1000 S. Brentwood
 St. Louis, MO 63104
 (314) 433-1000
 mlc@mlc.com

SHEET
 PLAN-01



Legend:

Symbol/Color	Description
Blue line	Proposed Utility Lines
Red line	Proposed Easements
Green line	Proposed Right-of-Way
Black line	Proposed Building Footprints
Black line	Proposed Parking Spaces
Black line	Proposed Driveways
Black line	Proposed Walkways
Black line	Proposed Fences
Black line	Proposed Retaining Walls
Black line	Proposed Stormwater Management
Black line	Proposed Landscaping
Black line	Proposed Other Structures
Black line	Proposed Other Features
Black line	Proposed Other Elements
Black line	Proposed Other Details
Black line	Proposed Other Annotations
Black line	Proposed Other Markings
Black line	Proposed Other Symbols
Black line	Proposed Other Indicators
Black line	Proposed Other References
Black line	Proposed Other Citations
Black line	Proposed Other Sources
Black line	Proposed Other Dates
Black line	Proposed Other Authors
Black line	Proposed Other Reviewers
Black line	Proposed Other Approvals
Black line	Proposed Other Permits
Black line	Proposed Other Licenses
Black line	Proposed Other Certificates
Black line	Proposed Other Registrations
Black line	Proposed Other Filings
Black line	Proposed Other Publications
Black line	Proposed Other Distributions
Black line	Proposed Other Deliverables
Black line	Proposed Other Outputs
Black line	Proposed Other Results
Black line	Proposed Other Findings
Black line	Proposed Other Conclusions
Black line	Proposed Other Recommendations
Black line	Proposed Other Suggestions
Black line	Proposed Other Comments
Black line	Proposed Other Notes
Black line	Proposed Other Remarks
Black line	Proposed Other Observations
Black line	Proposed Other Insights
Black line	Proposed Other Discoveries
Black line	Proposed Other Achievements
Black line	Proposed Other Milestones
Black line	Proposed Other Landmarks
Black line	Proposed Other Monuments
Black line	Proposed Other Memorials
Black line	Proposed Other Tributes
Black line	Proposed Other Honors
Black line	Proposed Other Awards
Black line	Proposed Other Prizes
Black line	Proposed Other Rewards
Black line	Proposed Other Benefits
Black line	Proposed Other Incentives
Black line	Proposed Other Encouragements
Black line	Proposed Other Motivations
Black line	Proposed Other Inspirations
Black line	Proposed Other Encouragements
Black line	Proposed Other Motivations
Black line	Proposed Other Inspirations
Black line	Proposed Other Encouragements
Black line	Proposed Other Motivations
Black line	Proposed Other Inspirations

Notes:

1. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
2. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
3. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
4. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
5. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
6. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
7. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
8. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
9. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.
10. THE DESIGNER HAS CONDUCTED VISUAL SURVEY AND PHOTOGRAPHIC SURVEY OF THE SITE AND HAS FOUND NO OBSTACLES TO THE PROPOSED DEVELOPMENT.

TOPSIDER SUBDIVISION

DRAWING DATE:	1/15/22
REVISIONS:	
DRAWN BY:	L.R.S.
SCALE:	
PROJECT #:	MC 21207
SHEET:	3 OF 3
FIELD BOOK:	MA-295 PG 25
MO LSC NO.:	2011027104

The Declarant expressly reserves the following Development Rights and Special Declarant Rights as enumerated in Article XVII of the Topsider Declaration, which is recorded in Book _____ at Page _____ in the Camden County Recorder of Deeds Office.

Topsider Condominiums, LLC declares and submits Lot One and Lot Seven to the Topsider Condominium. Lot Two, Lot Three, Lot Four, Lot Five, Lot Six and Lot Eight are subject to the Development Rights stated below.

These Development Rights and Special Declarant Rights apply to Lots One through Eight of the Topsider Subdivision and may be exercised at any time and in any order. Lot One and Lot Seven of Topsider Subdivision have been added to the condominium contemporaneously with the recording of this Plat. The Developer expressly reserves the right to add Lots Two through Eight of Topsider Subdivision to the Project in the future. The Developer expressly reserves the right to withdraw any part of the Topsider Subdivision from the Condominium Project, including Lot One, Lot Two, Lot Three, Lot Four, Lot Five, Lot Six, Lot Seven, which is designated as Common Area on this plat, but in such event, the Developer shall provide sufficient access and parking to all Units within the Topsider Condominium. The Developer expressly reserves the right to exercise all the Development Rights and Special Declarant Rights with respect to any part or any portion of the Topsider Subdivision in the future without limitation.

The following Development Rights and Special Declarant Rights as enumerated in Article XVII of the Topsider Declaration:

ARTICLE XVII DEVELOPMENT RIGHTS AND SPECIAL DECLARANT RIGHTS

Section 18.1. General Development Rights. The Declarant reserves unto itself, and for the benefit of its successors and assigns, the following Development Rights:

- i. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, to connect with and make use of utility lines, wires, pipes and conduits located with the Land or Project for construction, sales purposes, and for any other reason deemed necessary by Declarant for the further development or maintenance of the Project, provided that the Declarant shall be responsible for the cost of any services used;
- ii. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, to use the Common Elements for ingress and egress, for the repair and construction of Condominium Units, the Common Elements, the Limited Common Elements or any other portion of the Land or the Project, including the movement and temporary storage of construction materials and equipment, and for the installation of signs and lighting for construction, sales and promotional purposes;
- iii. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, to subdivide or convert Condominium Units into Common Elements;
- iv. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, to relinquish any portion of the Land or the Project from the Project;
- v. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, to complete all improvements shown on the Plat and Plans, to exercise the Development Rights of the Declarant, to maintain and make use of all rights reserved to the Declarant, to make the Condominium subject to a resale association, to appoint or remove any officer or Executive Board member during any period of Declarant Control of the Association, and any and all other Special Declarant Rights as are allowed now or in the future may be allowed by the Act; and
- vi. Until the construction, marketing and sale of all Units is completed, including any future Units which may be created under Section 18.2 of this Declaration, to amend this Declaration from time to time, without the approval or consent of the Association, and

The City of Ocala Beach offers no enforcement for the foregoing information on this sheet. The City of Ocala Beach offers no approval or denial for these development/declaration rights.

vii. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, to exercise any and all Development Rights and Special Declarant Rights that are currently allowed by the Act, or that in the future may be allowed by the Act.

viii. Until the construction, marketing and sale of all Condominium Units has been completed, including any future Condominium Units which may be created under Section 18.2 of this Declaration, the Declarant reserves the right to construct garages on any part or portion of the Property, including any portion of the Common Elements. In the event that the Declarant does construct garages in the future the Declarant reserves the right to collect all proceeds from the sale of all rights to lease the garages. The garages may only be issued by Unit Owners.

The real estate subject to these Development Rights and Special Declarant Rights is the Property legally described on Exhibit A, Exhibit B and Exhibit C hereto. The Property legally described on Exhibit B, at Phase 1 of the Project, and was submitted to the condominium upon its creation; however, the Declarant hereby reserves the right to add the Property legally described on Exhibit C, in whole, or in part, or in phases. Nothing in this Declaration shall require the Declarant to submit any of the Property legally described on Exhibit C to the condominium.

Section 18.2. Phasing. In accordance with and subject to the Act, the Declarant reserves the right, but not the obligation, from the date of the recording of this Declaration, to complete the construction of the units and the sale of some hundred (300) Condominium Units within the Project. Such development rights may be exercised with respect to different parcels of real estate at different times and no assurances are made as to when or what order such rights will be exercised, or if such rights will be exercised at all. The Declarant reserves the right to exercise any and all Development Rights and Special Declarant Rights reserved unto it for a period of fifty (50) years, which is defined as the Development Rights Period herein, from the date of recording of this Declaration, or until such time as three hundred (300) units are completed, whichever occurs first, as follows:

- I. The Declarant is constructing forty (40) Condominium Units, together the Limited Common Elements appurtenant to each such Condominium Unit, on Lot 1 of the Topsider Subdivision as shown on Exhibit F of this Declaration. The Declarant has the obligation to construct all improvements located and identified upon the Plat (Exhibit F) unless such improvement is labeled as "NEED NOT BE BUILT".
- II. The Declarant reserves the right to construct, market and sell an additional ten hundred and sixty (260) Condominium Units within the Project, to be located on Lot 2 and Lot 3 of the Topsider Subdivision, together with the Limited Common Elements appurtenant to each such Condominium Unit, on Lot 2 and Lot 3 of the Topsider Subdivision as shown on Exhibit G of this Declaration. The Declarant has the obligation to construct all improvements located and identified upon the Plat (Exhibit G) unless such improvement is labeled as "NEED NOT BE BUILT".
- III. The Declarant reserves the right to construct, market and sell up to eight (8) additional buildings plus accompanying Common Elements and Limited Common Elements. Although the Declarant has reserved such right to make improvements to the Project in the future, any additional Buildings, Units, Common Elements and Limited Common Elements NEED NOT BE BUILT.
- IV. The Declarant reserves the right to continue the Project, including any future Building Phases, in any location, except that, if the Declarant has entered into a binding purchase and sale agreement for the sale of a particular Condominium Unit, it will be obligated to construct the Condominium Building in which that Condominium Unit is located and to add that Condominium Building and Building Phase to the Project.
- V. The Declarant reserves the right to complete future Building Phases in any number of phases and in such order as the Declarant determines. However, the Declarant does not have any obligation to complete any future Building Phase until the entire Building Phase for the previous Building Phase has been completed. The Declarant reserves the right to complete any future Building Phase in any order and in any number of phases. All such future Building Phases that the Developer intends to add to the Project shall be consistent in terms of the quality of construction, general architectural style and principal materials used by the Developer in the completion of Phase One, provided that the Declarant may substitute construction materials and techniques so long as the construction is aesthetically pleasing and performed in a workmanlike manner. All residences in or created by authority of the Declaration affecting the use, quality or elimination of Condominium Units shall apply to such future Building Phases.
- VI. Upon the addition of Building Phases and Condominium Units to the Condominium in the future, the Associated Interest and Common Expense liability of all Condominium Units shall be reallocated by a formula based on the total number of square feet in a Unit's floor area (exclusive of Limited Common Elements) divided by the total number of square feet of floor area in all Units (exclusive of Limited Common Elements). Each Unit shall have one (1) vote in the election of the Board of Directors of the Condominium Association and one (1) vote in the election of the Board of Directors of the Condominium Association and of a vote to such additional Condominium Units shall be the date of the recording in the office of the Camden County Recorder of Deeds by the Declarant of the amendment to this Declaration creating such Condominium Units.
- vii. Upon the completion of the Project, or prior to the expiration of the Declarant's Development Rights reserved herein, the Declarant shall cause all Common Elements to be transferred and conveyed to the Association.

MILLER COMPANIES
 Engineering • Land Surveying • Environmental Services
 P.O. BOX 282 OGALE BEACH, MO 65065
 Eng: (373) 348-7799 Surv: (373) 348-6522 Fax: (373) 348-2884
 www.millerco.com

SECTION 12, TOWNSHIP 39 NORTH, RANGE 16 WEST, CAMDEN COUNTY, MISSOURI
 PART OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF