

**MASTER PLANNED UNIT DEVELOPMENT  
AGREEMENT FOR STONE'S THROW  
CITY OF ROGERS, MINNESOTA**

This Master Planned Unit Development Agreement ("Agreement") effective the 29<sup>th</sup> day of April, 2009, is entered into between Hassan Mainstreet, LLC a Minnesota limited liability company ("Developer") and the City of Rogers, Hennepin County, Minnesota ("City").

**RECITALS**

1. Developer initially made application for a Master Development Plan for Planned Unit Development ("MPUD") of approximately 628 acres in Hassan Township, Hennepin County, Minnesota, in 2006; the development consists of seven (7) phases and includes mixed use residential, single family residential and commercial development and shall hereafter be known as the "Project".

2. The MPUD, plan sheets and zoning map, together with legal descriptions for each property that is a part of the Project, numbered T0 through WL1, prepared by Hill Engineering and submitted April 14, 2009, are attached hereto and included in this Agreement as **Exhibit A** ("Plan Sheets"), and these documents collectively depict and describe the Project. The MPUD and subsequent phases of the Project are governed by Rogers' City Code Section 125-244 through 125-255.

3. The Plan Sheets that are submitted as part of the MPUD show, conceptually, how development might occur within each phase of the MPUD. Final density and land uses within each phase shall be negotiated between the City and Developer as part of the Final Development Plan.

4. A Final Development Plan for the entire MPUD site shall be negotiated between Developer and the City before any individual phase preliminary or final plat can be approved.

5. Because there is a need for public utility services from Rogers, Developer made parallel applications in both Rogers and Hassan in anticipation of annexation into Rogers prior to finalizing development of the Project. The annexation of Developer's property from Hassan into Rogers was contemplated in the 2003 Orderly Annexation Agreement ("OAA") entered into between Hassan and Rogers, as amended in December of 2008, to allow the current annexation of the 628 acres comprising the Project; the entire Project known as "**Stone's Throw**" consisting of approximately 628 acres was finally annexed into Rogers by adoption of Resolution No. 2009-10 on March 24, 2009.

6. Annexation of the Project property comprising Stone's Throw will be completed upon the acceptance by the State of Minnesota, the Department of Boundary Adjustments, of the formal Resolution by the City approving the annexation; following completion of the annexation, all applications of Developer need only be considered by the City.

7. Over the period of time that the Project has been reviewed by the Town and the City, both communities have conducted various impact studies, including studies relating to the needs and layout for transportation, streets, park, trails, trunk water and sewer services; recently the City has commissioned a fiscal study by Ehlers and Associates to determine, among other factors, the financial impact to the City of providing needed utility services to the Project; the study is expected to be completed by June of 2009.

8. Under the Rogers' City Code, Section 125-244 through 125-255, Developer has applied for a MPUD and the zoning consistent with the comprehensive plan that follows such MPUD approval; that with approval of the MPUD and zoning classifications, Developer has evidence of development potential but does not have approval to commence construction of any part of the project.

9. The current application is not for physical development approvals. Physical development of Stone's Throw cannot occur until the Developer has submitted and the City has approved the following: Final Development Plan, preliminary plat, and final plat for the entire MPUD or for a specific part of the MPUD.

10. Developer has not requested Final Development Plan approval, preliminary or final plat approval of any phase within the MPUD and the Developer understands that before any development can occur within the MPUD, Final Development Plans, preliminary and final plats must be applied for, reviewed and approved by the City.

11. Developer understands and agrees that the following items must be negotiated between this Developer and the City before any phase preliminary or final plat can be approved:

- a. Specific use, layout and density for each individual phase of the MPUD.
- b. The determination of needed utilities includes trunk sewer and water, trunk transportation, streets (public and private); the estimated costs to provide these needed utilities and the respective responsibility for payment of these costs.
- c. Determination of the requirements, costs and responsibility for all other public utilities that will be needed to develop the entire MPUD.
- d. Public land dedications required of Developer, including rights-of-way, park, trails, open space, public land dedication for water tower and fire station; or cash equivalents.
- e. All wetland and floodplain issues must be resolved prior to final determination of densities.
- f. Overall density to be finally allowed within the MPUD and the layout of each phase of development within the MPUD.

12. The MPUD, with attached plan sheets and zoning map approved by this Agreement show only how the Project could be developed but not how the Project will be developed; no Final Development Plan approval, preliminary plat or final plat approvals can be assumed as a result of execution of this Agreement; only upon final plat approval for a specific phase of development within the MPUD, in accordance with the then-approved development plans and specifications, will Developer be permitted to proceed with physical development of the Project.

**NOW, THEREFORE**, based upon the above Recitals, Developer and City agree as follows:

1. The above-paragraphs, numbers 1-12, are incorporated herein and are agreed to by both Developer and the City.
2. The MPUD, with plan sheets and map, identified in the attached **Exhibit A**, is hereby approved.















**Legal Description  
for The Planned Unit Development  
Known as Stone's Throw  
City of Rogers, County of Hennepin, Minnesota**

The Southwest Quarter of the Southwest Quarter of Section 36, Township 120, Range 23, except that part thereof which lies West of a line drawn parallel with and distant 40.0 feet Easterly of the West line of said Section 36.

Together with:

The East Half of the Southeast Quarter; the Northwest Quarter of the Southeast Quarter; and the Southeast Quarter of the Northeast Quarter; all in Section 36, Township 120, Range 23, Except that part of said Southeast Quarter of the Northeast Quarter described as follows: Commencing at the Southeast corner of said Southeast Quarter of the Northeast Quarter; thence Northerly along the East line thereof a distance of 465.0 feet to the actual point of beginning of the tract to be described; thence continue Northerly along said East line a distance of 210.0 feet; thence Westerly deflecting to the left 90 degrees a distance of 265.0 feet; thence Southerly deflecting to the left 90 degrees a distance of 210.0 feet; thence Easterly deflecting to the left 90 degrees a distance of 265.0 feet to the point of beginning, and also Except that part thereof acquired by the State of Minnesota in the Final Certificate dated April 12, 1974, recorded May 28, 1976 in the office of the Hennepin County Recorder as Doc. No. 4209521.

Together with:

The Northeast Quarter of the Southwest Quarter; the South Half of the Southwest Quarter of the Northeast Quarter; and the Southeast Quarter of the Northwest Quarter, all in Section 36, Township 120, Range 23.

Together with:

The West Half of the Southwest Quarter of the Southeast Quarter of Section 36, Township 120, Range 23.

Together with:

The Southeast Quarter of the Southwest Quarter of Section 36, Township 120, Range 23.

Together with:

The North half of the Southwest Quarter of the Northeast Quarter of Section 36, Township 120, Range 23;

Together with:

That part of the Northwest Quarter of the Northeast Quarter of said Section 36 described as commencing at a point on the East line of said Northwest Quarter distant 163 feet Southerly from the Northeast corner of said Northwest Quarter; thence Westerly parallel with the North line of said Northwest Quarter 200 feet; thence Southerly, deflecting to the left 81 degrees 464.01 feet to the actual point of beginning; thence Westerly parallel with said North line 225 feet; thence Northerly, deflecting to the right 99 degrees 464.01 feet; thence Easterly parallel with said North line 225 feet; thence Northeasterly 57.98 feet along a tangential curve to the left, having a radius of 83.06 feet and a central angle of 40 degrees; thence Northeasterly tangent to said curve to the South line of the North 130 feet of said Northwest Quarter of the Northeast Quarter; thence Westerly along said South line to the West line of the East 715.96 feet of said Northwest Quarter; thence Northerly along said West line to the North line of said Northwest Quarter; thence Westerly along said North line to the Northwest corner of said Northwest Quarter; thence Southerly along the West line of said Northwest Quarter to the Southwest corner of said Northwest Quarter; thence Easterly along the South line of said Northwest Quarter to the Southeast corner of said Northwest Quarter; thence Northerly along the East line of said Northwest Quarter to its intersection with a line drawn Easterly parallel with said North line of the Northwest Quarter from the point of beginning; thence Westerly parallel with said North line to the point of beginning.

Together with a non-exclusive easement for egress and ingress over and across that part of the Northwest Quarter of the Northeast Quarter of Section 36, Township 120, Range 23, not included within the above described property and lying Southwesterly of Interstate Highway No. 94, which lies within a strip of land 66 feet in width, the centerline of said strip is described as beginning at a point on the North line of said Section 36 distant 33 feet Westerly from the Northeast corner of said Northwest Quarter; thence Southwesterly 89.03 feet along a curve concave to the Northwest having a radius of 102.88 feet and a central angle of 49 degrees 35 minutes, the chord of said curve deflect 64 degrees 47 minutes 30 seconds, measured West to South, from the North line of said Section 36; thence Southwesterly tangent to said curve 101.89 feet; thence Southwesterly 57.98 feet along a tangential curve concave to the Northwest, having a radius of 83.06 feet and central angle of 40 degrees; thence Westerly parallel with the North line of said Northwest Quarter 516 feet and there terminating.

Together with:

The East Half of the Southwest Quarter of the Southeast Quarter of Section 36, Township 120 North, Range 23 West of the Fifth Principal Meridian, Hennepin County, Minnesota.

Together with:

The East Half of the Northwest Quarter of the Southwest Quarter of Section 36, Township 120 North, Range 23 West, Hennepin County, Minnesota.

The West Half of the Northwest Quarter of the Southwest Quarter of Section 36, Township 120 North, Range 23 West, Hennepin County, Minnesota, except that part thereof which lies West of a line drawn parallel with and distant 40.0 feet Easterly of the west line of said Section 36.

Together with:

The South 324.80 feet of the West half of the Southwest Quarter of the Northwest Quarter of Section 36, Township 120, Range 23, Hennepin County, Minnesota, except the West 40 feet thereof.

AND

The East Half of the Southwest Quarter of the Northwest Quarter of Section 36, Township 120 North, Range 23 West, Hennepin County, Minnesota.

Together with:

The East Half of the Southwest Quarter, except a strip of land 2 rods wide extending from center of the so called Territory Road North to the Northwest corner of the East Half of the Southwest Quarter of Section 25; also the West Half of the Northeast Quarter of the Northwest Quarter of Section 36; all in Township 120, Range 23, Hennepin County, Minnesota;

EXCEPT that part described as follows:

That part of the East half of the Southwest Quarter of Section 25, Township 120, Range 23, Hennepin County, Minnesota described as follows: Beginning at a point on the West line of said East Half of the Southwest Quarter distant 703.55 feet Northerly along said West line from the Southwest corner thereof; thence North 89 degrees 50 minutes 48 seconds East, assumed bearing, perpendicular to said West line 257.88 feet; thence North 27 degrees 16 minutes 07 seconds East 491.87 feet to the centerline of Territorial Road as the same is laid out and constructed; thence North 64 degrees 44 minutes 00 seconds West along said centerline 536.33 feet to said West line; thence South 0 degrees 09 minutes 12 seconds East along said West line 666.82 feet to the point of beginning.

Also EXCEPT that part described as follows:

That part of the East half of the Southwest Quarter of Section 25, Township 120, Range 23, Hennepin County, Minnesota described as follows: Beginning as a point on the West line of said East Half of the Southwest Quarter distant 703.55 feet Northerly along said West line from the Southwest corner thereof; thence North 89 degrees 50 minutes 48 seconds East, assumed bearing, perpendicular to said West line 257.88 feet; thence North 27 degrees 16 minutes 07 seconds East 491.87 feet to the centerline of Territorial Road as the same is laid out and constructed; thence South 64 degrees 05 minutes 21 seconds East, along said centerline

358.13 feet; thence South 27 degrees 28 minutes 40 seconds West 721.79 feet; thence North 89 degrees 56 minutes 39 seconds West 475.45 to a point on said West line distant 358.00 feet Southerly along said line from the point of beginning; thence North 00 degrees 03 minutes 21 seconds East along said West line 358.00 feet to the point of beginning.

All located in Hennepin County, Minnesota.

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