

RESIDENTIAL-BUSINESS PLANNED DEVELOPMENT NO. _____
PLAN OF DEVELOPMENT STATEMENTS

1. The area delineated herein as *Residential-Business Planned Development No. _____*, (“Planned Development”), consists of approximately three hundred and three thousand, eight hundred and ninety-eight (303,898) square feet of property (the “Subject Property”), which is depicted on the attached Planned Development Boundary and Property Line Map, and is owned and/or controlled by the Applicant – *GW Six Corners LLC*, an Illinois limited liability company.
2. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different than the Applicant, shall inure to the benefit of the Applicant's successors and assigns and, if different than the Applicant, the legal title holder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance, the Subject Property, at the time of application for amendments, modifications or changes (administrative, legislative, or otherwise) to this Planned Development are made, shall be under single ownership or designated control. [*Single designated control* is defined in Section 17-8- 0400 of the Chicago Zoning Ordinance.]
3. All applicable official reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees. Any dedication or vacation of streets or alleys or grants of easements or any adjustment of the right-of-way shall require a separate submittal to the Department of Transportation on behalf of the Applicant or its successors, assigns or grantees.

Any requests for grants of privilege, or any items encroaching on the public way, shall be in compliance with the Planned Development.

Ingress or egress shall be pursuant to the Planned Development and may be subject to the review and approval of the Departments of Planning and Development and Transportation. Closure of all or any public street or alley during demolition or construction shall be subject to the review and approval of the Department of Transportation.

Pursuant to a negotiated and executed Perimeter Restoration Agreement (“Agreement”) by and between the Department of Transportation’s Division of Infrastructure Management and the Applicant, the Applicant shall provide improvements and restoration of all public way adjacent to the property, which may include, but not be limited to, the following as shall be reviewed and determined by the Department of Transportation’s Division of Infrastructure Management:

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- Full width of streets
- Full width of alleys
- Curb and gutter
- Pavement markings
- Sidewalks
- ADA crosswalk ramps
- Parkway & landscaping

The Perimeter Restoration Agreement must be executed prior to any Department of Transportation and Planned Development Part II review permitting. The Agreement shall reflect that all work must comply with current Rules and Regulations and must be designed and constructed in accordance with the Department of Transportation's Construction Standards for work in the Public Way and in compliance with the Municipal Code of Chicago Chapter 10-20. The design of said improvements should follow the Department of Transportation's Rules and Regulations for Construction in the Public Way as well as The Street and Site Plan Design Guidelines. Any variation in scope or design of public way improvements and restoration must be approved by the Department of Transportation.

4. This Plan of Development consists of seventeen (17) Statements: a Bulk Regulations and Data Table; an Existing Zoning Map; an Existing Land Use Map; a Planned Development Boundary and Property Line/ROW Adjustment Map; a Sub-Area Map; a Site Plan; a Sub-Area A Site Plan; a Sub-Area B Site Plan; a Landscape Plan; an Affordable Housing Units Plan and Building Elevations and Renderings, all of which were prepared by *Pappageorge Haymes Partners*, and dated TBD, and which are submitted herein. Full-sized copies of the Site Plan, Landscape Plan and Building Elevations are on file with the Department of Planning and Development. In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development conforms to the intent and purpose of the Chicago Zoning Ordinance, and all requirements thereto, and satisfies the established criteria for approval as a Planned Development. In case of a conflict between the terms of this Planned Development Ordinance and the Chicago Zoning Ordinance, this Planned Development shall control.

5. In each of the following Sub-Areas, the following uses shall be permitted within this Planned Development:

Sub-Area A: artist work or sales space; financial services; office; retail sales; food and beverage retail sales (including liquor sales as accessory use); eating and drinking establishments, including restaurant (limited and general); day care; sports and recreation (participant – indoor and children's play center); animal grooming (and accessory retail sales); medical service; personal services, accessory off-street parking and loading; non-accessory off-street parking; and related accessory uses.

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Sub-Area B: multi-unit residential, located on the ground floor and/or above the ground floor; artist live/work; vacation rental; accessory off-street parking and loading (including non-required); and related accessory uses.

6. On-Premise signs and temporary signs, such as construction and marketing signs, shall be permitted within the Planned Development, subject to the review and approval of the Department of Planning and Development (DPD). Off-Premise signs are prohibited within the boundary of the Planned Development.
7. For purposes of height calculations and measurements, the definitions in the Zoning Ordinance shall apply. The height of any building shall also be subject to height limitations established by the Federal Aviation Administration (FAA).
8. The maximum permitted floor area ratio (FAR) for the Property shall be in accordance with the attached Bulk Regulations and Data Table. For the purpose of FAR calculations and measurements, the definitions in the Zoning Ordinance shall apply. The permitted FAR identified in the Bulk Regulations and Data Table has been determined using a net site area of 303,898 square feet and a base FAR of 3.0.
9. Upon review and determination, Part II Review, pursuant to section 17-13-0610 of the Zoning Ordinance, a Part II Review Fee shall be assessed by the Department of Planning and Development (DPD). The fee, as determined by Staff at the time of submission, is final and binding on the Applicant and must be paid to the Chicago Department of Revenue, prior to the issuance of any Part II Approval.

Prior to the Part II Approval (Section 17-13-0610 of the Chicago Zoning Ordinance) in Sub-Areas A and B, the Applicant shall submit a site plan, landscape plan and building elevations for the specific Sub-Area for review and approval by the Department of Planning and Development (DPD). Review and approval by DPD is intended to assure that specific development components substantially conform with the Planned Development (PD) and to assist the City in monitoring ongoing development. Sub-Area Site Plan Approval Submittals (Section 17-13-0800) need only include that portion of the Property for which approval is being sought by the Applicant. If the Applicant is seeking approval for a portion of the Property that represents less than an entire Sub-Area, the Applicant shall also include a site plan for that area of the Property which is bounded on all sides by either public Rights-of-Way or the boundary of the nearest Sub-Area. The site plan provided shall include all dimensioned and planned street Rights-of-Way.

No Part II Approval for any portion of the Property shall be granted until Site Plan approval has been granted. Following approval by DPD, the approved Sub-Area Site Plan Approval Submittals, supporting data and materials shall be made part of the main file and shall be deemed to be an integral part of the PD.

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After approval of the respective Sub-Area Site Plan(s), changes or modifications may be made pursuant to the provisions of Statement 12. In the event of any inconsistency between approved plans and the terms of the PD, the terms of the PD shall govern. Any Sub-Area Site Plan Approval Submittals shall, at a minimum, provide the following information:

- fully-dimensioned site plan (including a footprint of the proposed improvements);
- fully-dimensioned building elevations;
- fully-dimensioned landscape plan(s); and,
- statistical information applicable to the subject Sub-Area, including floor area, the applicable floor area ratio, uses to be established, building heights and setbacks.

Sub-Area Site Plan Approval Submittals shall include all other information necessary to illustrate substantial conformance to the PD.

10. The Site and Landscape Plans shall be in substantial conformance with the Landscape Ordinance and any corresponding regulations and guidelines, including Section 17-13-0880 of the Zoning Ordinance. Final landscape plan review and approval will be by the Department of Planning and Development (DPD). Any interim reviews associated with Site plan review or Part II Reviews, are conditional until final Part II Approval.
11. The Applicant shall comply with Rules and Regulations for the Maintenance of Stockpiles promulgated by the Commissioners of the Departments of Streets and Sanitation, Fleet and Facility Management and Buildings, under Section 13-32-085, or any other provision of the Municipal Code of Chicago.
12. The terms and conditions of development, under this Planned Development Ordinance, may be modified administratively, pursuant to Section 17-13-0611-A of the Zoning Ordinance, by the Zoning Administrator, upon written application for such modification, by the Applicant, its successors and assigns and, if different than the Applicant, the legal titleholders and any ground lessors.
13. The Applicant acknowledges that it is in the public interest to design, construct and maintain the project in a manner which promotes, enables and maximizes universal access throughout the Subject Property. Plans for all buildings and improvements, within the Planned Development Boundary, shall be reviewed and approved by the Mayor's Office for People with Disabilities (MOPD), to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.

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14. The Applicant acknowledges that it is in the public interest to design, construct, renovate and maintain all buildings in a manner that provides healthier indoor environments, reduces operating costs and conserves energy and natural resources. The Applicant shall obtain the number of points necessary to meet the requirements of the Chicago Sustainable Development Policy, in effect at the time the Part II review process is initiated for each improvement that is subject to the aforementioned Policy and must provide documentation verifying compliance.
15. The Applicant acknowledges and agrees that the rezoning of the Property from *RS-3 Residential Single-Unit (Detached House) District* to *B3-3 Community Shopping District*, and then to this *Residential-Business Planned Development (PD)*, triggers the requirements of Section 2-44-085 of the Municipal Code of Chicago (the “Affordable Requirements Ordinance” or the “ARO”). The PD is located in an inclusionary housing area, within the meaning of the ARO and permits the construction of 346 dwelling units [in Sub-Area B]. The Applicant intends to construct a 346-unit rental building, within Sub-Area B of the PD.

Developers of rental housing projects in inclusionary housing areas must provide 10/20% of the units in the project as affordable housing at a weighted average of 60/80/100% of the AMI, as described in subsection (F)(2) of the ARO. Regardless of the applicable percentage of affordable units in the rental project, developers must construct at least 25% of the affordable units on-site and another 25% on-site or off-site (collectively, the “Required Units”), and may satisfy the balance of their affordable housing obligation through: (a) the establishment of additional on-site or off-site affordable units; (b) payment of a fee in lieu of the establishment of on-site or off-site affordable units; or (c) any combination thereof. All on-site affordable units must be accessible dwelling units, as required under subsection (W)(10) of the ARO, and developers must give preference in leasing accessible units to people with disabilities. All off-site affordable units must have at least two bedrooms and must be located in a downtown district, inclusionary housing area, or community preservation area. Whether on-site or off-site, developers must give preference in leasing affordable units of two bedrooms or more to multi-person households, as specified in the ARO rules. If a residential project is located in a transit-served location, off-site units must be located in a substantially comparable transit-served location.

The Applicant has elected the 20% option as set forth in the chart in subsection (F)(2) of the ARO. As a result, the Applicant’s affordable housing obligation is 69 affordable units (20% of 346) and half of those affordable units are Required Units. The Applicant has agreed to satisfy its affordable housing obligation by providing all 69 affordable units in the rental building in the PD (Sub-Area B), as set forth in the Affordable Housing Profile (AHP) attached hereto.

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If the Applicant requests any material change to its method of compliance with the ARO, such as locating affordable units off-site instead of on-site or changing the target affordability level after the passage of this PD, DOH may adjust the AHP as requested, in accordance with the ARO, without amending the PD, provided however, the Applicant must update and resubmit the revised AHP to DOH for review and approval and, at DOH's request, provide an informational presentation to Plan Commission on such change. Prior to the issuance of any building permits for any residential building in the PD, including, without limitation, excavation or foundation permits, the Applicant must execute and record an Inclusionary Housing Agreement ("IHA") in accordance with subsection (N) of the ARO. The terms of the IHA and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the IHA will be recorded against the PD and will constitute a lien against such property. The Commissioner of DOH may enforce remedies for any breach of this Statement 15, including any breach of any IHA, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the PD.

This statement does not include all ARO requirements and options. It is intended to provide an overview of the application of the ARO to this PD. In the event of any conflict between this statement and the terms and conditions of the ARO, the ARO shall govern.

16. The Applicant acknowledges that it is the policy of the City to maximize opportunities for Minority and Women-owned Business Enterprises ("M/WBEs") and city residents to compete for contracts and jobs on construction projects approved through the planned development process. To assist the city in promoting and tracking such M/WBE and city resident participation, an applicant for planned development approval shall provide information at three points in the city approval process. First, the applicant must submit to DPD, as part of its application for planned development approval, an M/WBE Participation Proposal. The M/WBE Participation Proposal must identify the applicant's goals for participation of certified M/WBE firms in the design, engineering and construction of the project, and of city residents in the construction work. The city encourages goals of 26% MBE and 6% WBE participation (measured against the total construction budget for the project or any phase thereof), and (ii) 50% city resident hiring (measured against the total construction work hours for the project or any phase thereof). The M/WBE Participation Proposal must include a description of the Applicant's proposed outreach plan designed to inform M/WBEs and city residents of job and contracting opportunities. Second, at the time of the Applicant's submission for Part II permit review for the project or any phase thereof, the Applicant must submit to DPD (a) updates (if any) to the Applicant's preliminary outreach plan, (b) a description of the Applicant's outreach efforts and evidence of such outreach, including, without limitation, copies of certified letters to M/WBE contractor associations and the ward office of the alderman in which the project is located and receipts thereof; (c) responses to the Applicant's outreach efforts, and (d) updates (if any) to the applicant's M/WBE and city resident participation goals. Third, prior

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to issuance of a Certificate of Occupancy for the project or any phase thereof, the Applicant must provide DPD with the actual level of M/WBE and city resident participation in the project or any phase thereof, and evidence of such participation. In addition to the forgoing, DPD may request such additional information as the department determines may be necessary or useful in evaluating the extent to which M/WBEs and city residents are informed of and utilized in planned development projects. All such information will be provided in a form acceptable to the Zoning Administrator. DPD will report the data it collects regarding projected and actual employment of M/WBEs and city residents in planned development projects twice yearly to the Chicago Plan Commission and annually to the Chicago City Council and the Mayor.

17. This Planned Development shall be governed by Section 17-13-0612. Should this Planned Development ordinance lapse, the Zoning Administrator shall initiate a Zoning Map Amendment to rezone the property to *B3-3 Community Shopping District*.

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Bulk Regulations & Data Table

	Sub-Area A	Sub-Area B	Total
Gross Site Area (sf):	154,392	201,212	355,611
Area of Public Right-of-Way (sf):	32,001	19,440	51,441
Net Site Area (sf):	122,391	181,772	304,170
Maximum Floor Area (sf):	30,408	379,804	410,212
Maximum Floor Area Ratio:	0.25	2.09	1.35
Min. Required Setbacks			
Front:	0 ft	10'-0"	
Side:	0 ft	10'-0"	
Rear:	0 ft	30'-0"	
Maximum Number of Dwelling Units			
Standard Units:	0	268	
Efficiency Units:	0	78	
Total Units:	0	346	
Maximum Building Height:	18'-0"	62'-0"	

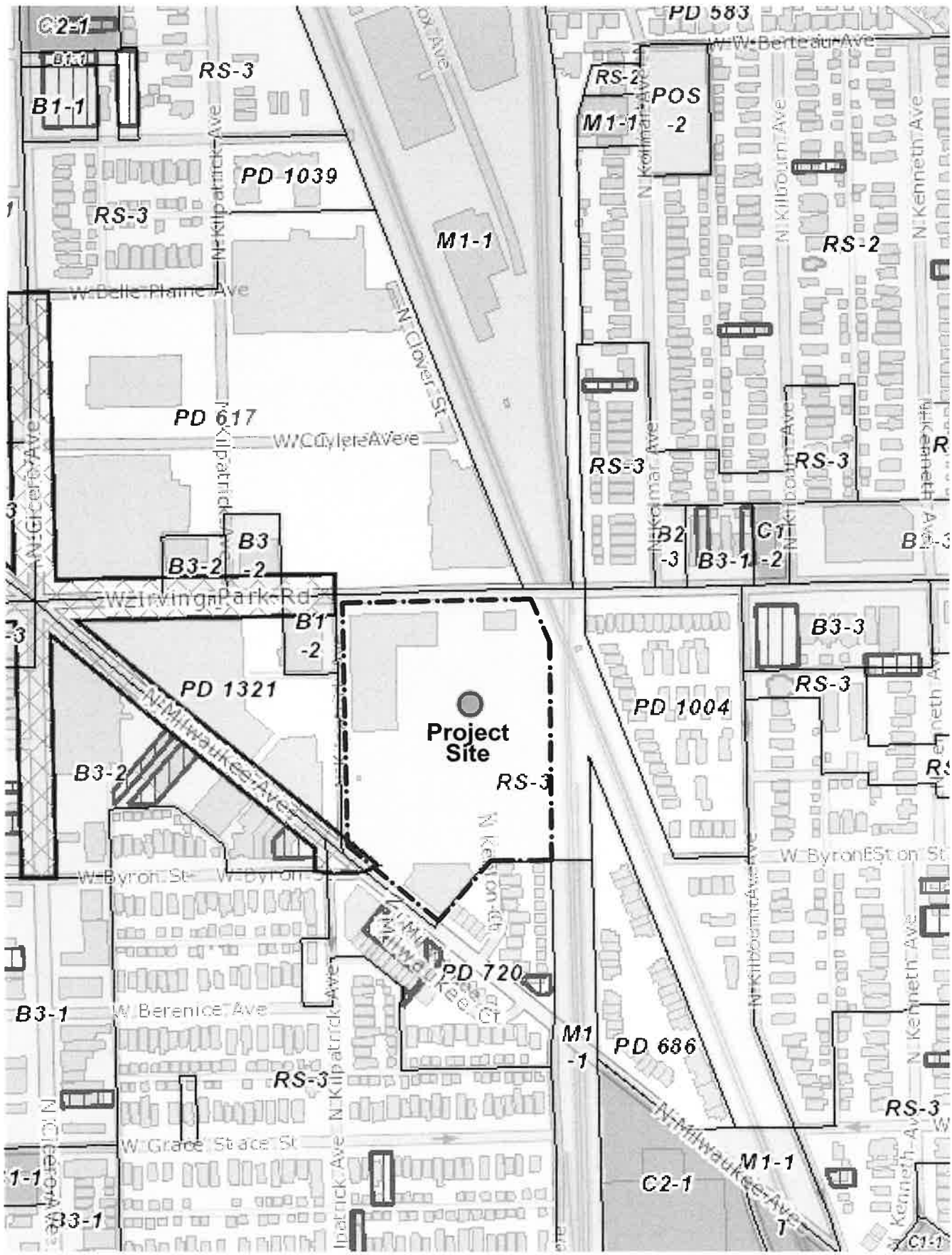
Parking & Loading Regulations Table

	Sub-Area A	Sub-Area B
Accessory Car Parking Spaces:	(Gross Area - 10,000 Sq Ft) x 2.5 Spaces / 1,000 Sq Ft	0.5 / Dwelling Unit
Per Zoning:	56	177
Provided:	125	205
Accessory Bicycle Spaces:	1 / Car Parking Space (max. 50)	1 / Dwelling Unit
Per Zoning:	50	346
Provided:	30	346
Loading Spaces:	Bldg Gross Floor Area (0-9,999 Sq Ft)	Bldg Gross Floor Area (200,000+ Sq Ft)
Per Zoning:	0	(2) 10 x 25 ft
Provided:	0	(2) 10 x 25 ft

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Bulk Reg. & Data Table
 Scale: 1" = 1'-0"

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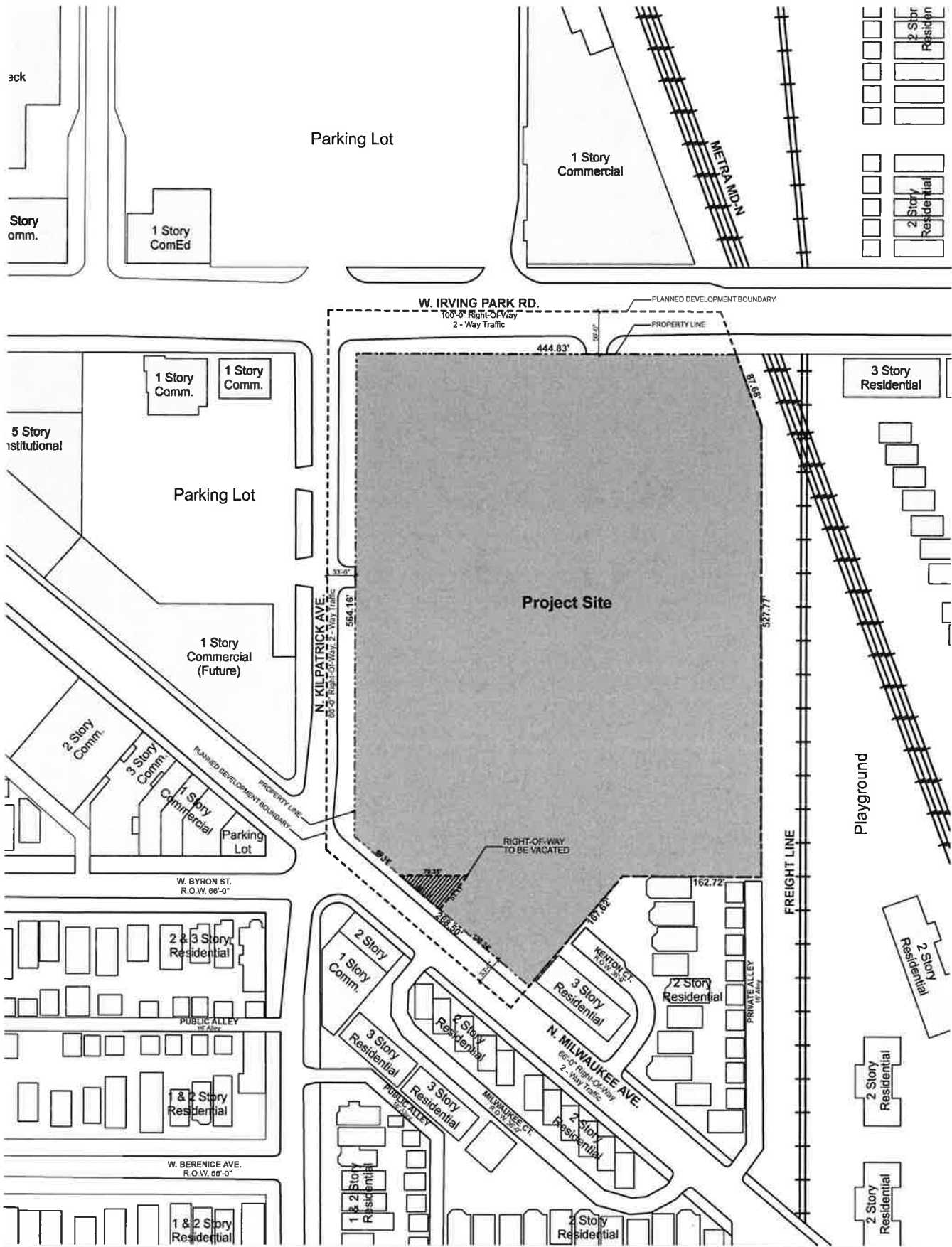


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Exist. Zoning Map
 Scale: NTS

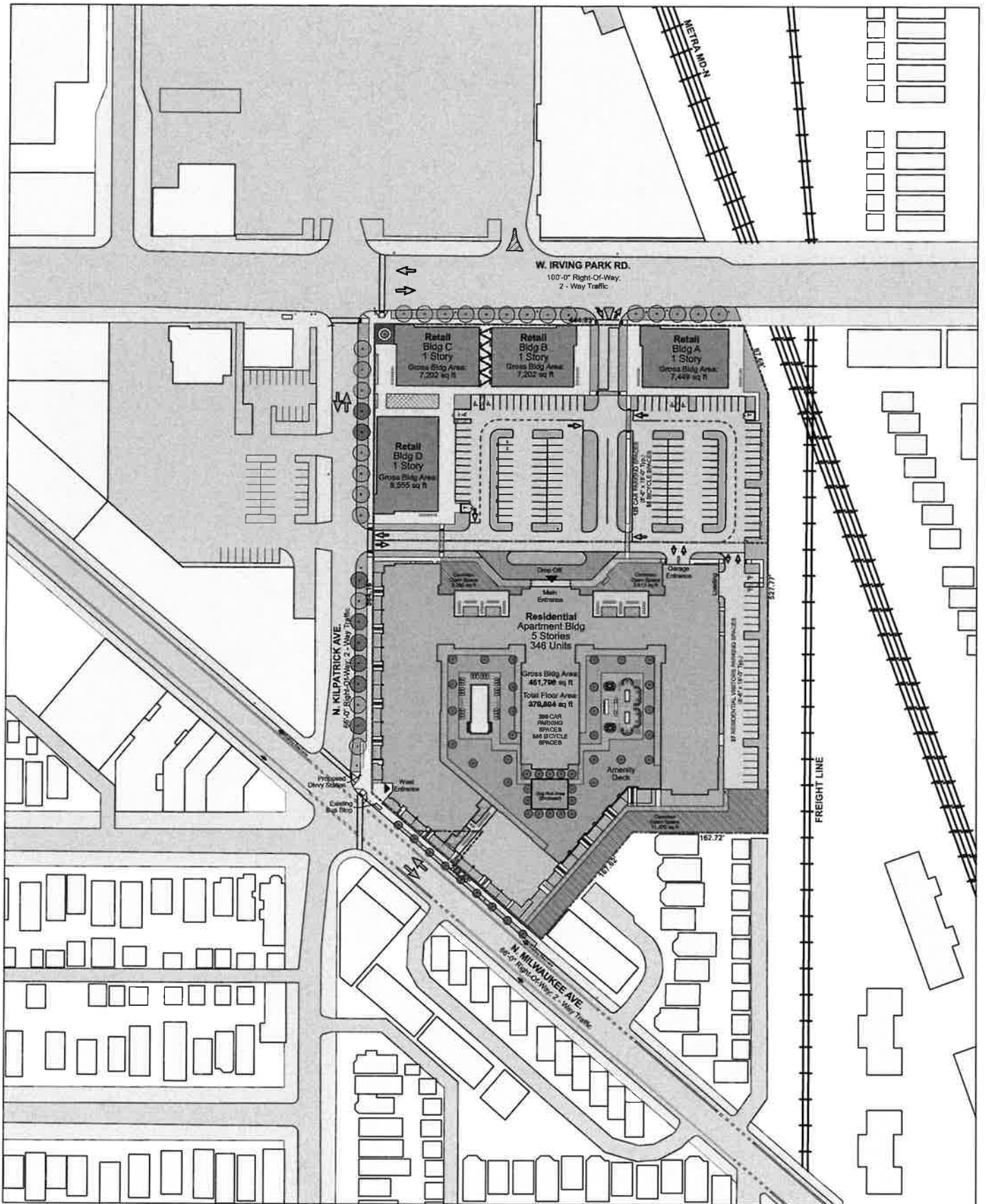
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Prop. Line, ROW Adjustment & PD Boundary Map
 1"=150'
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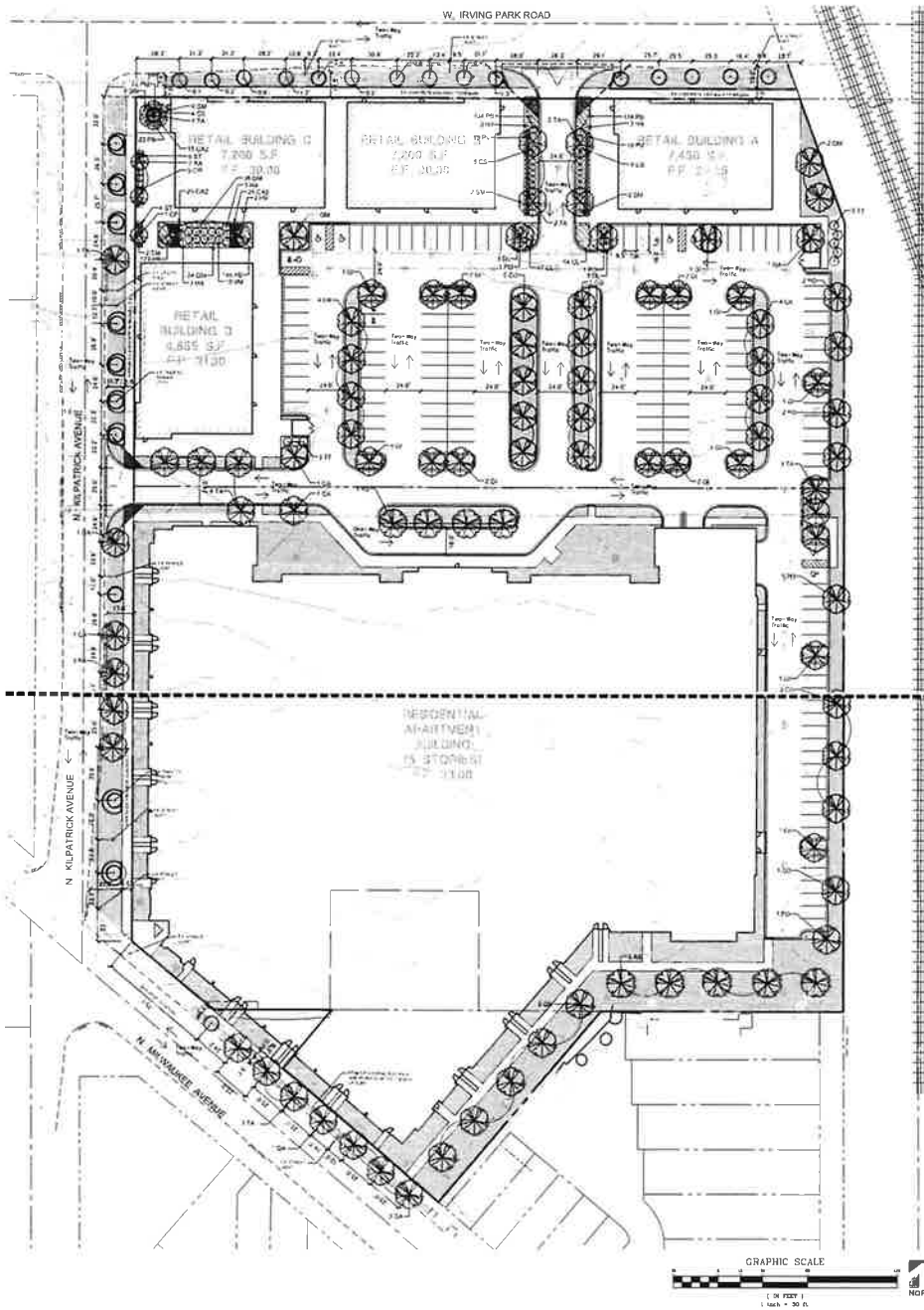
Site Plan
 Scale: 1"=150'-0"

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Sub-area B Site Plan
Scale: 1"=80'-0"

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CODE	SPY	SCIENTIFIC NAME	COMMON NAME	HEIGHT	CONTAINER	REMARKS
PLANT SCHEDULE						
PALEOCLIMATIC TREES						
PA	1	Acacia saligna	Swamp Mahoe	12' H	BAK	
PA	2	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	3	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	4	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	5	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	6	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	7	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	8	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	9	Albizia leonensis	Swamp Mahoe	12' H	BAK	
PA	10	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CLIMATIC TREES						
CL	1	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	2	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	3	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	4	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	5	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	6	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	7	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	8	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	9	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	10	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CLIMATIC TREES						
CL	1	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	2	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	3	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	4	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	5	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	6	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	7	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	8	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	9	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	10	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CLIMATIC TREES						
CL	1	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	2	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	3	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	4	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	5	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	6	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	7	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	8	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	9	Albizia leonensis	Swamp Mahoe	12' H	BAK	
CL	10	Albizia leonensis	Swamp Mahoe	12' H	BAK	

CONCEPT PLANT SCHEDULE



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N
Landscape Plan
 Scale: 1" = 150'

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Legend:



Affordable Units



Market Rate Type A Units



Hearing/Visual Units



3955 N Kilpatrick Affordable Housing Units

PAPPAGEORGE HAYMES	Total Units					ARO Units				Market Rate Type A Units				Remaining Market Rate Type B Units				
	Duplex *	Studio	1BR	1BR+	2BR	Studio	1BR	1BR+	2BR	Studio	1BR	1BR+	2BR	Duplex	Studio	1BR	1BR+	2BR
Total Unit Type	27	78	123	27	91	23	22	0	8	14	23	6	16	27	41	78	21	67
Hearing Imp Units	-	-	-	-	-	5	4	0	2	3	4	1	3	5	8	16	4	13
Unit Type %	8%	23%	36%	8%	24%	43%	42%	0%	15%	24%	40%	10%	26%	12%	17%	33%	9%	29%
Total Units	346					53				59				234				
% Units	100%					15% On Site Fee in Lieu of 5%				17%				68%				
						(Total DU / 20%) = ARO Units				(Total DU - ARO Units) x 20% = Type A				% Remaining Units (Total DU - ARO Units - Type A)				

* The Two Level units are exempt from the accessible requirements.

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Affordable Housing Units

Scale: NTS

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Material Legend

- 1 Face Brick
- 2 Fiber-Cement Panels
- 3 Fiber-Cement Siding
- 4 Vinyl Windows
- 5 Metal Canopy
- 6 Sheet Metal Coping
- 7 Metal Balcony System
- 8 Aluminum Storefront
- 9 Overhead Door
- 10 Metal Fence
- 11 Metal Panels
- 12 Concrete Brick



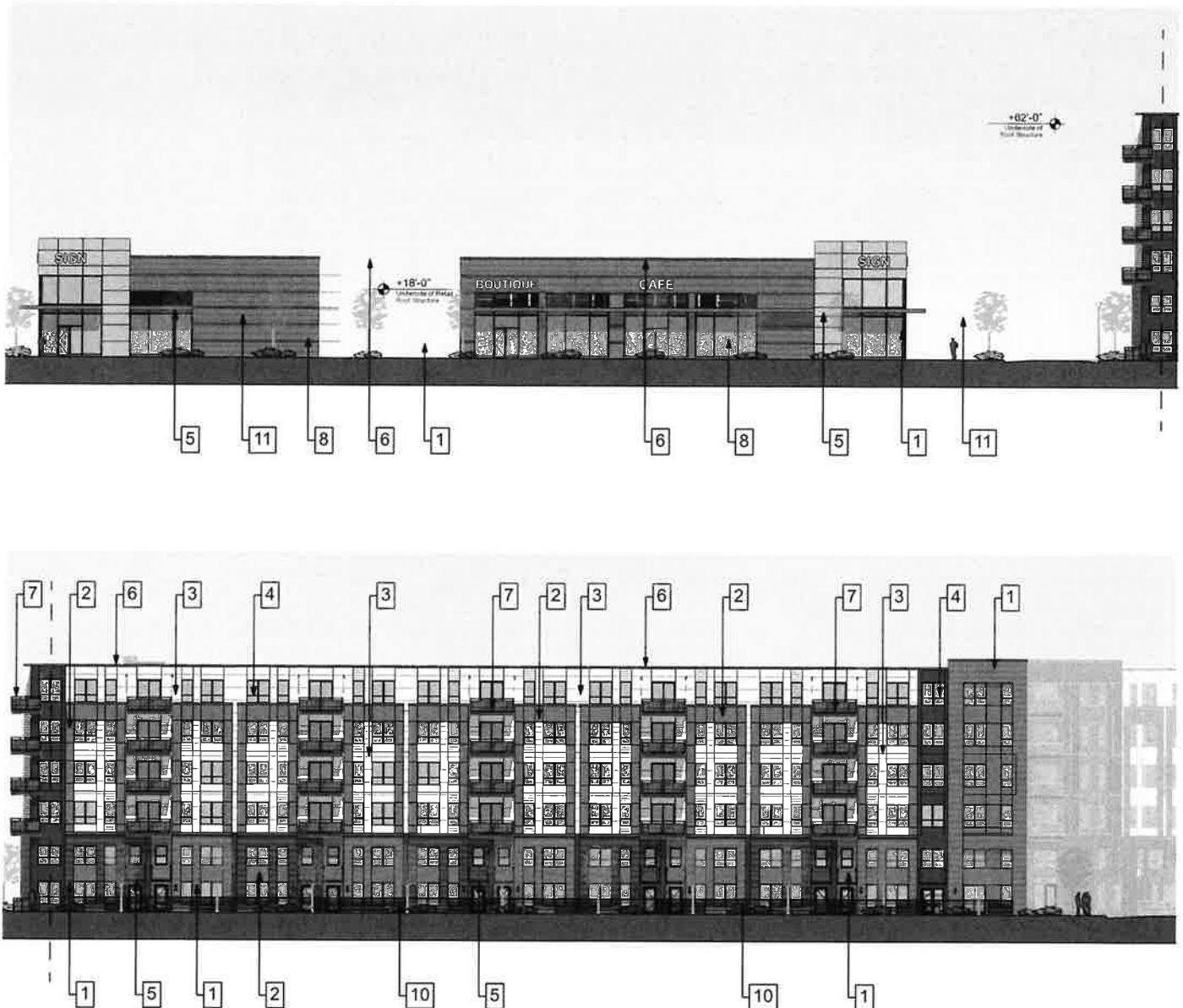
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Irving Park Elevation
 Scale: 1" = 40'

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Material Legend

- | | |
|-----------------------|------------------------|
| 1 Face Brick | 7 Metal Balcony System |
| 2 Fiber-Cement Panels | 8 Aluminum Storefront |
| 3 Fiber-Cement Siding | 9 Overhead Door |
| 4 Vinyl Windows | 10 Metal Fence |
| 5 Metal Canopy | 11 Metal Panels |
| 6 Sheet Metal Coping | 12 Concrete Brick |



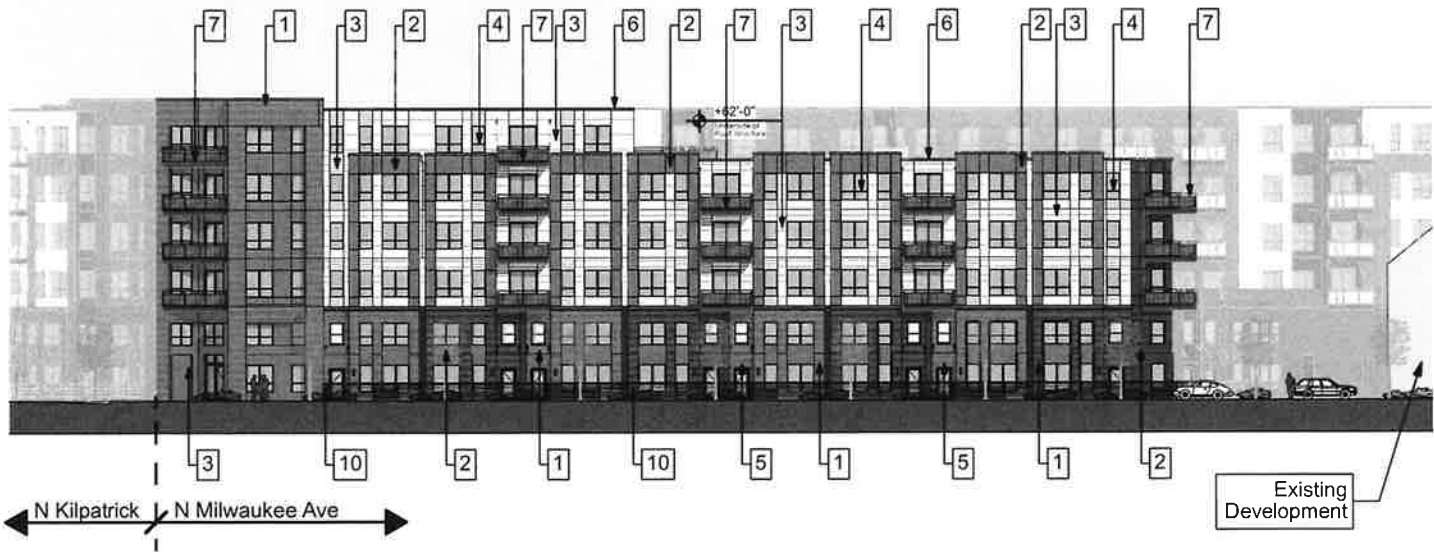
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Kilpatrick Elevation
 Scale: 1" = 40'

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Material Legend

- | | | | |
|---|---------------------|----|----------------------|
| 1 | Face Brick | 7 | Metal Balcony System |
| 2 | Fiber-Cement Panels | 8 | Aluminum Storefront |
| 3 | Fiber-Cement Siding | 9 | Overhead Door |
| 4 | Vinyl Windows | 10 | Metal Fence |
| 5 | Metal Canopy | 11 | Metal Panels |
| 6 | Sheet Metal Coping | 12 | Concrete Brick |



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Milwaukee Elevation
Scale: 1" = 40'

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1	Face Brick	7	Metal Balcony System
2	Fiber-Cement Panels	8	Aluminum Storefront
3	Fiber-Cement Siding	9	Overhead Door
4	Vinyl Windows	10	Metal Fence
5	Metal Canopy	11	Metal Panels
6	Sheet Metal Coping	12	Concrete Brick



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Material Legend

- | | |
|-----------------------|------------------------|
| 1 Face Brick | 7 Metal Balcony System |
| 2 Fiber-Cement Panels | 8 Aluminum Storefront |
| 3 Fiber-Cement Siding | 9 Overhead Door |
| 4 Vinyl Windows | 10 Metal Fence |
| 5 Metal Canopy | 11 Metal Panels |
| 6 Sheet Metal Coping | 12 Concrete Brick |



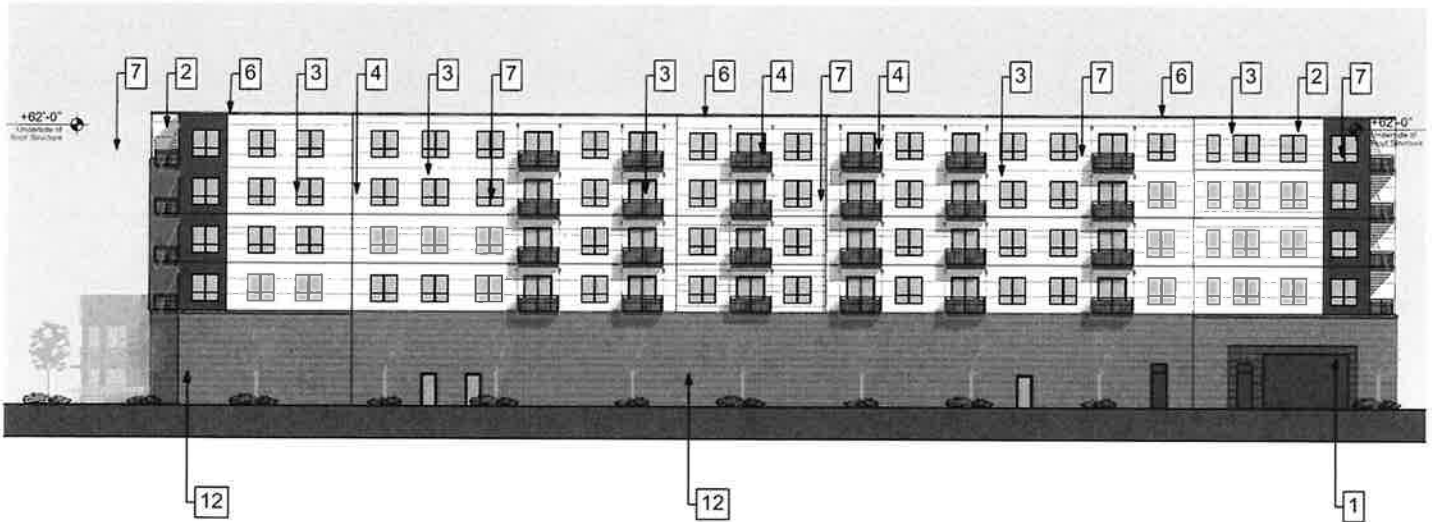
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Courtyard Elevation
 Scale: 1" = 40'

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Material Legend

- 1 Face Brick
- 2 Fiber-Cement Panels
- 3 Fiber-Cement Siding
- 4 Vinyl Windows
- 5 Metal Canopy
- 6 Sheet Metal Coping
- 7 Metal Balcony System
- 8 Aluminum Storefront
- 9 Overhead Door
- 10 Metal Fence
- 11 Metal Panels
- 12 Concrete Brick



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East Elevation

Scale: 1" = 40'

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