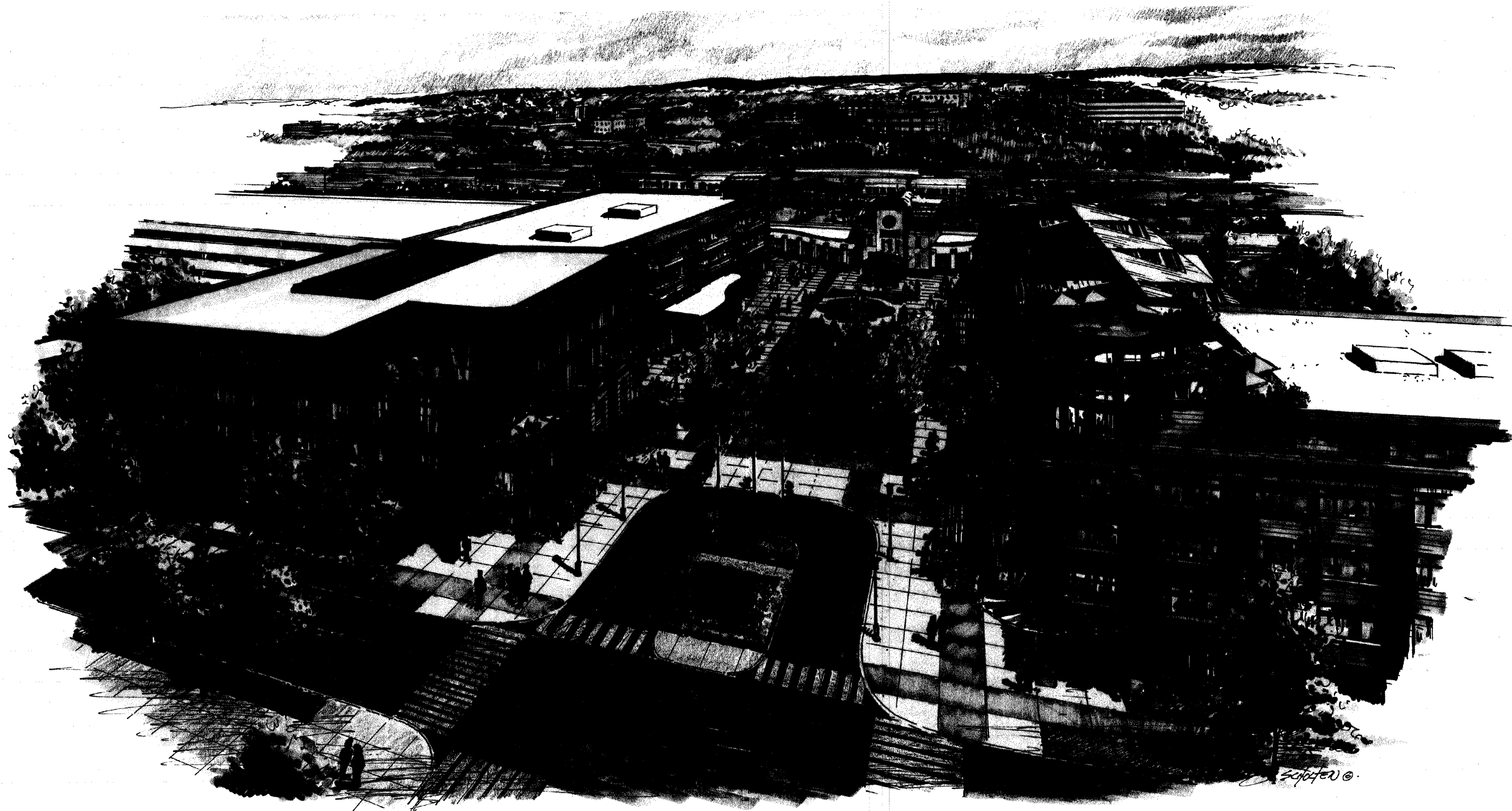


HERITAGE HILLS FILING NO. 2 FRAMEWORK PLAN
A ZONING ELEMENT OF THE HERITAGE HILLS PD, 4TH AMENDMENT
PART OF THE EAST 1/2 OF NE SECTION 10, TOWNSHIP 6 SOUTH, RANGE 67 WEST, 6TH P.M.
DOUGLAS COUNTY, COLORADO
PD PLANNING AREAS 9, 10, 12 AND 20
53.37 ACRES SP02-056



FRAMEWORK PLAN

CERTIFICATIONS

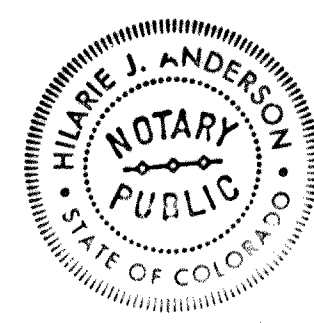
The undersigned as the owner or owner's representative of the lands described herein, hereby agree on behalf of themselves, their heirs and assigns to develop and maintain the property described hereon in accordance with this approved Framework Plan (FP) and in compliance with the Heritage Hills PD, 4th Amendment and the Douglas County Zoning Resolution.

Bradbury Properties, Inc., a Colorado Corporation
OWNERS / AGENT
Names of Landowners:

Thomas H Bradbury, Jr. 2/20/2004 Thomas H Bradbury 2/20/2004
Thomas H Bradbury, Jr., President Date Secretary Date

The foregoing instrument was acknowledged before me this 20th day of February, 2004, by Thomas H. Bradbury Jr., as President of Bradbury Properties Inc..
Witness my hand and seal

My commission expires 06/08/05 Melanie J. Anderson
Notary Public



COUNTY CERTIFICATION

This Framework Plan has been reviewed and, being determined to be in accordance with the Douglas County Zoning Resolution and the Heritage Hills Planned Development, 4th Amendment, is hereby approved.

Melanie A. Worley April 8, 2004
Melanie A. Worley, Chair Date
Janet Humann 4/2/04
Engineering Division Date
Scott M. L. Leliano 4-15-04
Director, Community Development Date

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1. Introduction

1.1 Intent of Framework Plan

Lincoln Station is a Transit Oriented Development (TOD) located on Park Meadows Drive, west of Interstate-25 and north of Lincoln Avenue in Douglas County, consisting of the land within Heritage Hills Filing No. 2, and designated as PA 9, 10, 12 and 20 of Heritage Hills P.D. 4th Amendment. As the current southern terminus for the Southeast Corridor light rail line, the station's location promotes a development theme of a mixed use suburban village center concept that balances commercial, retail, and office with residential uses, all within easy access to major highways and the RTD light rail and bus plaza.

Heritage Hills PD 4th Amendment was adopted to encourage, facilitate and entitle such development by increasing the commercial densities and adding multi-family uses for Lincoln Station; however, Douglas County and Owner deferred for greater definition within this Framework Plan of streetscapes; setback and height requirements; open space, parks and landscaping requirements; and parking standards for any portion of Lincoln Station to be developed as TOD. Douglas County and Owner acknowledge that all of Lincoln Station may not develop in a timely and economical manner as TOD. Unless otherwise approved by Douglas County by amendment of the Framework Plan, Owner commits (1) to develop the core village parcels east of Park Meadows Drive consisting of Lots 2, 3, 4, 5 and 6, Heritage Hills Filing No. 2 (or approved amendments to such plat), as TOD; and (2) to develop the core village parcels west of Park Meadows Drive consisting of Lots 11, 12, 13, 15 and 16, Heritage Hills Filing No. 2 (or approved amendments to such plat) as TOD if two or more of said west side lots are developed as TOD (collectively, the "TOD Lots"). The design of the improvements on the TOD Lots shall be measured by substantial compliance with this Framework Plan. Portions of Lincoln Station, other than the TOD Lots, are entitled to be and may be developed in accordance with the suburban development standards of Douglas County as more fully set forth in Heritage Hills PD 3rd Amendment, except without an amendment of this Framework Plan, approved by Douglas County, Owner will not develop big box retail (i.e., in excess of 40,000 GSF per single user) within Lincoln Station. An applicant for a Site Improvement Plan approval for parcels, other than the TOD Lots, within PA 9, 10, 12 and 20 may designate the development standards of Heritage Hills P.D. 3rd Amendment to be applicable to Douglas County's review of the submittal and not this Framework Plan or the TOD aspects of the Heritage Hills PD 4th Amendment; however, absent such designation, all Site Improvement Plan submittals shall be reviewed for substantial consistency with this Framework Plan and its amendments.

This Framework Plan is intended to encourage quality higher density development and to serve as a guide for TOD development within Lincoln Station. Although owners/developers are encouraged to comply with the objective guidelines contained in this Framework Plan, it is intended that a liberal and subjective construction of these guidelines will be utilized to accommodate and encourage design flexibility within Lincoln Station.

In making Site Improvement Plan submittals, owners/developers should, to the extent reasonably possible, implement the following subjective guidelines:

1. Take advantage of this site's unique location, excellent visibility and access to transit;
2. Provide adequate parking, given proximity to transit, and, if possible, develop shared parking programs;
3. Proposed uses should be easily identifiable and accessible all times of the day;
4. Provide adequate pedestrian and bicycle circulation by encouraging connectivity between individual development sites;
5. Enhance pedestrian interaction by providing human scale public/private spaces;
6. Provide attractive landscape and hardscape features;
7. Create nodes that provide quality living and/or people oriented services; and
8. Develop a coherent architectural expression that creates a special sense of place.

The Site Improvement Plan is a separate entitlement process required by Douglas County.

1.2 Context and Basis of Authority

This Framework Plan is authorized by Section 10-Additional General Standards of the Heritage Hills-4th Amendment Planned Development.

2. Site Plan

2.1 Land Uses

The Framework Plan provides in graphic and narrative form, the conceptual location and types of streets, open spaces, buildings, and other elements integral to a mixed-use urban village centered around the light rail transit station.

The Framework Plan establishes general design standards. The proposed graphic plan is one of many ways in which the actual overall site may develop. The graphic plan is intended to demonstrate visually how the narrative standards may be applied to the physical site and is not intended to portray the only manner in which the site may develop.

The mixed-use nature of Lincoln Station will encourage a variety of land uses that will encourage people to walk or ride to various destinations. To view all permitted uses see the Heritage Hills PD 4th Amendment, and subsequent amendments.

Design guidelines and standards shall be prepared and adopted by the Architectural Control Committee, created by the Declaration of Covenants, Conditions, and Restrictions, recorded on November 9, 2001, in Book 2178, Page 1322, and any amendments. Said standards may be modified from time to time. All buildings, landscaping, signage or other additions to Lincoln Station shall be reviewed and approved by the Architectural Control Committee prior to submittal to Douglas County. All building designs shall be compliant with then current guidelines and standards (except as may be otherwise approved by the Architectural Control Committee).

Applicant:

Bradbury Properties, Inc.
9137 E. Mineral Circle #180
Englewood, Colorado 80112
303. 708 1105

Planner/Landscape Architect:

THK Associates, Inc.
2953 S Peoria St., Suite 101
Aurora, CO 80014
303.770.7201

Architect:

42/40 Architecture Inc.
1621 Eighteenth Street, Suite 200
Denver, Colorado 80202-1267
303. 292 3388

Transportation Consultant:

Felsburg, Holt, & Ullevig
7951 E. Maplewood Avenue
Suite 200
Englewood, Colorado 80111
303. 721 1440

Parking Consultant:

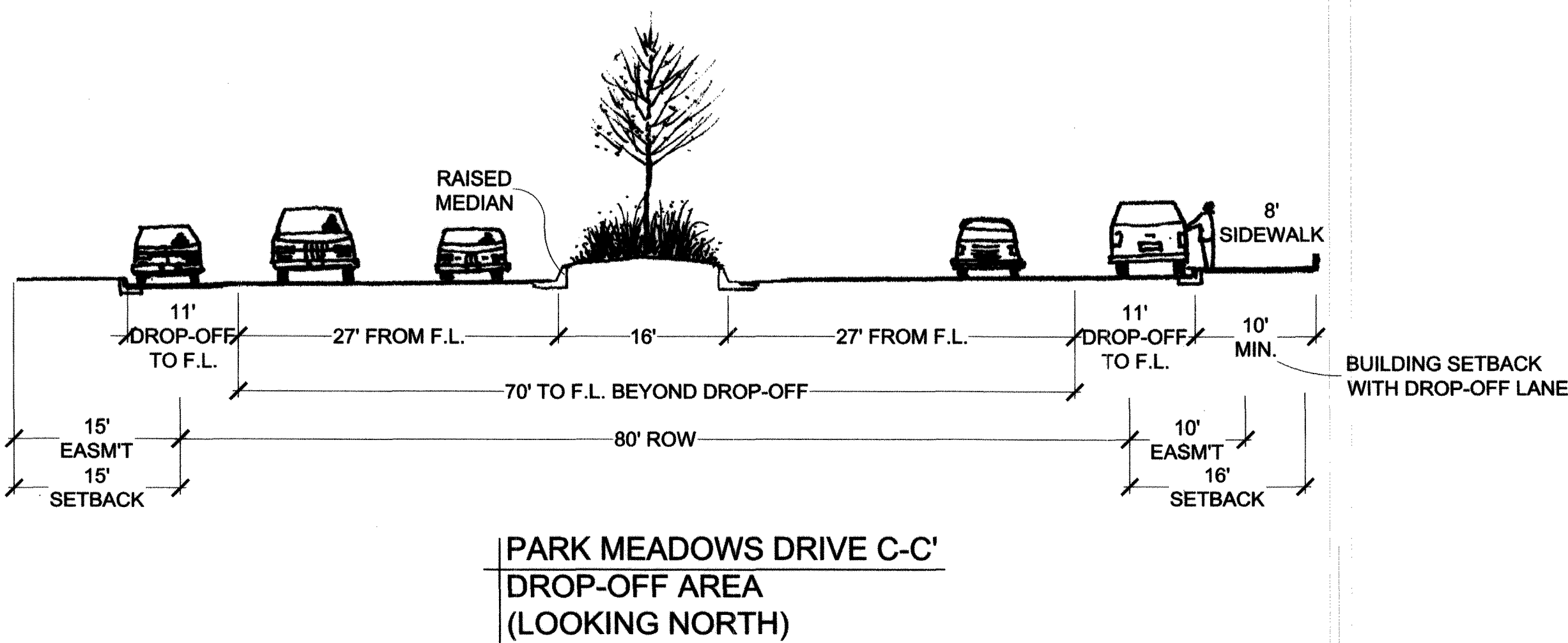
Walker Parking
5350 S. Roslyn St., Suite 220
Englewood, CO 80111
303. 694 6622

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Miscellaneous Street Sections

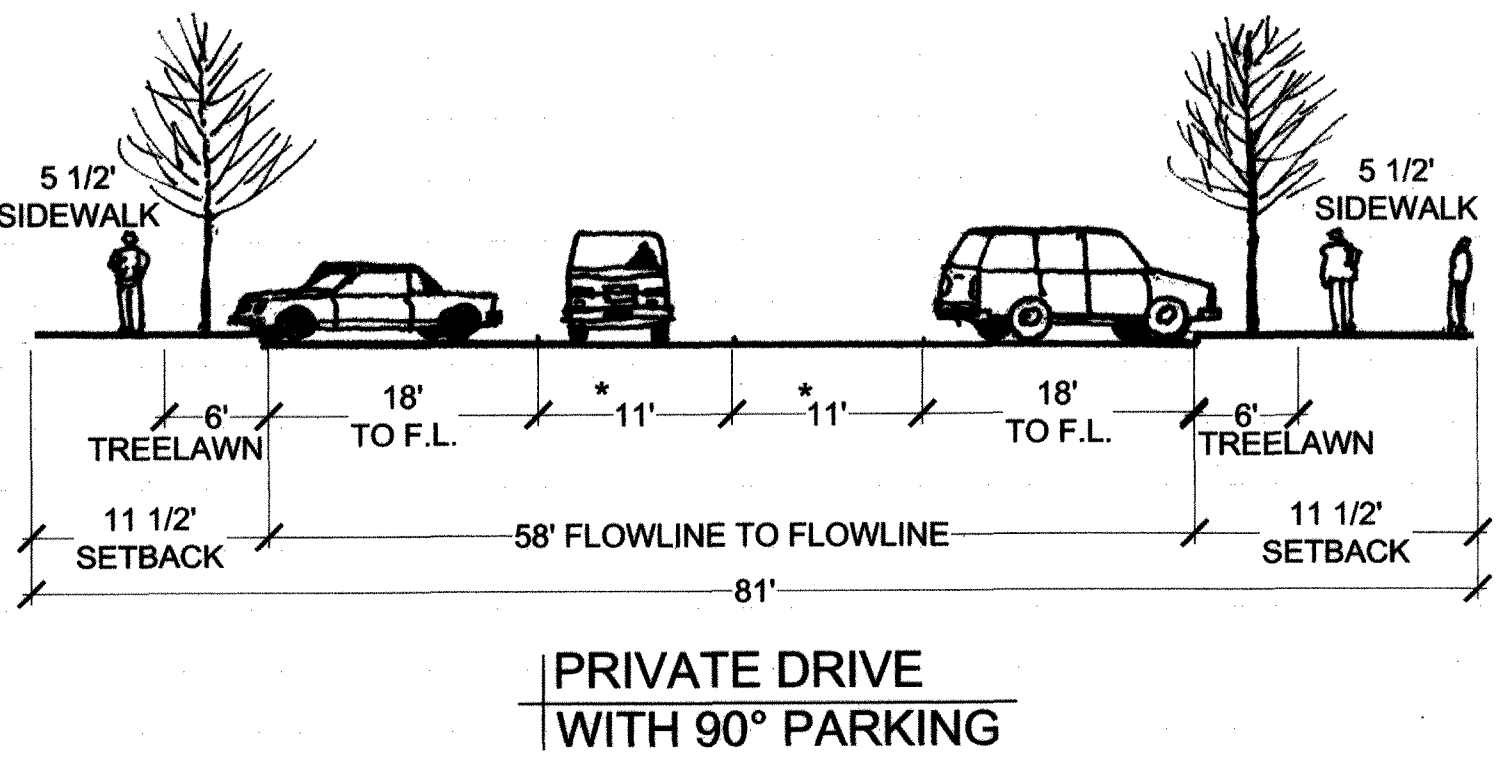
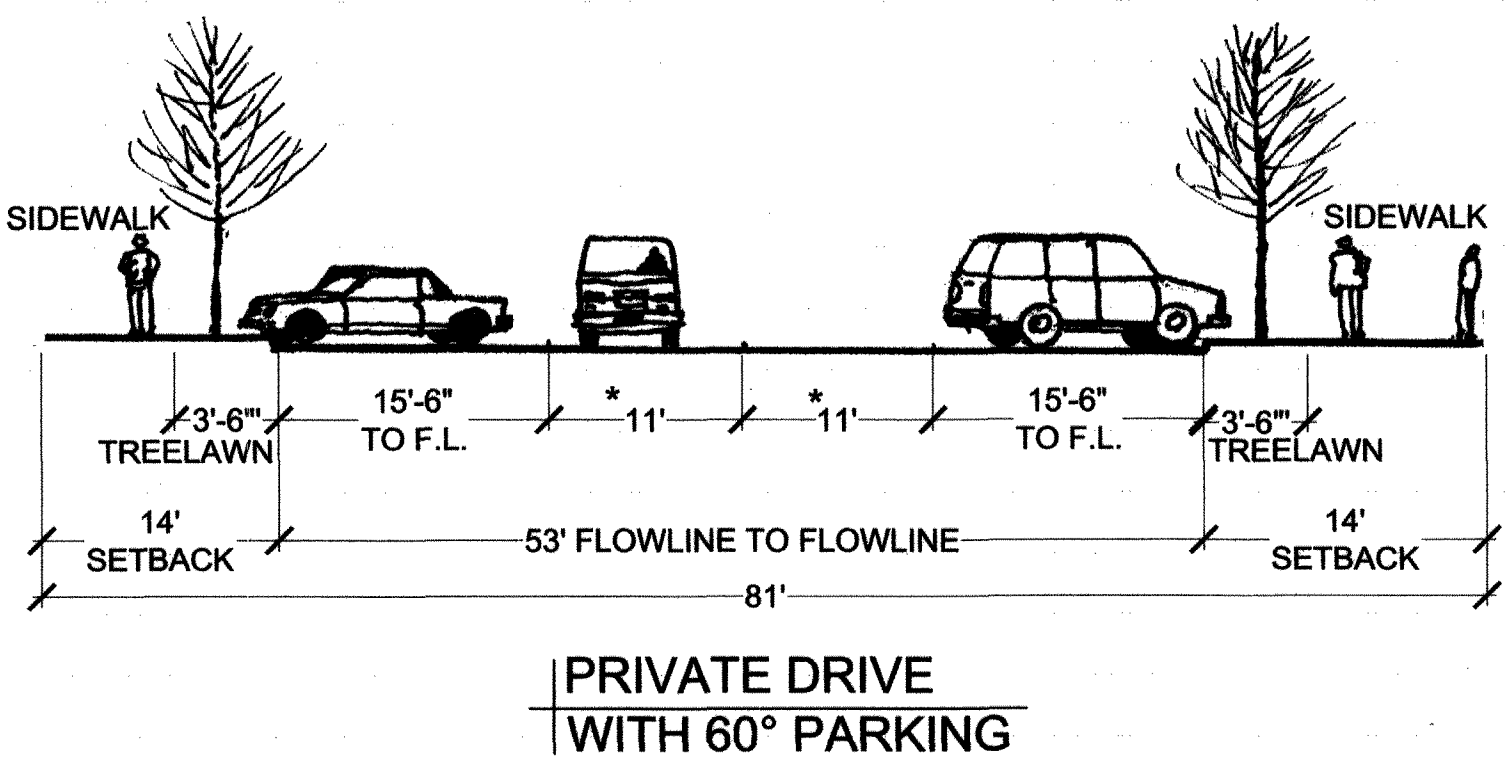
Section 2.2.3

Drop-Off Area



Section 2.2.5 Private-Drive With 60° Angle Parking

Section 2.2.6 Private-Drive With 90° Angle Parking

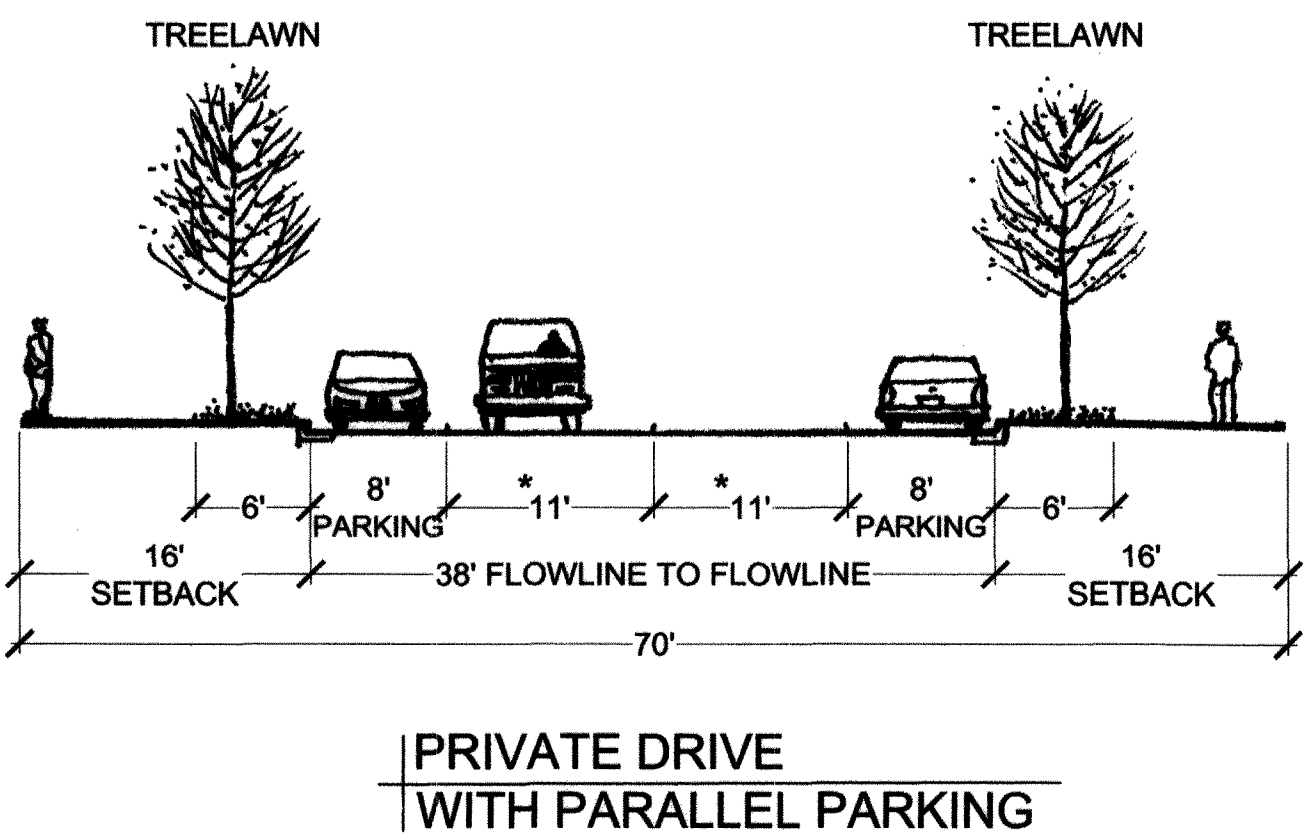


Notes:
* Or as approved by South Metro Fire Department at time of SIP process.

Notes:
* Or as approved by South Metro Fire Department at time of SIP process.

Section 2.2.4

Private-Drive With Parallel Parking



D. Piazza

The main pedestrian space at Lincoln Station is referred to as the "Piazza". It is centrally located within the project, and positioned so as to extend westerly from the light rail station. It is intended to act as a pedestrian thoroughfare as well as a collection and gathering location for various pedestrian connections throughout the project village. The Piazza should serve as an anchor for the abutting first floor of buildings to attract entertainment, retail, and restaurant uses, which in turn, should help enhance the urban experience by increasing pedestrian activity.

The Piazza, or portions of, will likely involve a mixture of surface paving alternatives, formal placement of shade trees, planter walls, seating areas, and fountains. The boundaries of the space will, generally, be defined by the architecture of the surrounding buildings.

The Piazza will be utilized in one of three ways, and, it will likely be constructed so as to allow any of the three to be implemented at different times during the life of the project as follows:

Alternative 1: A pedestrian-only space; no vehicular thoroughfare with the exception of service and emergency vehicle access.

Alternative 2: A pedestrian-oriented space that would also be bisected by a north/south street to accommodate slow-speed vehicular traffic.

Alternative 3: A pedestrian-oriented space that includes the north/south street, as well as an east/west street that directly connects Park Meadows Drive to the north/south street. This alternative may also provide parking along the east/west street. This alternative, if exercised by the developer, would be intended to provide better vehicular circulation for customers of the restaurant/retail venues, thus allowing easier access to Lincoln Station's various parking options. It would also offer an additional (though limited) on-street parking option along the east/west street, thus providing more necessary adjacent parking for some of the restaurant/retail uses.

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2.3 Setbacks and Build-to Lines

As described in this section, setbacks are the minimum required distance for a building or parking lot from adjacent property lines.

A. Buildings
Setbacks are 0', unless otherwise noted (including as shown in the cross-sections within this document) and/or as approved with a Site Improvement Plan. Building setbacks to the perimeter boundary adjacent to PA's 9, 10, 12 & 20 (as shown on Heritage Hills 4th Amendment) are as follows.

- The following are setbacks for principal and accessory buildings:
1. Minimum setback from Light Rail Right-Of-Way is 25 feet.
 2. Minimum setback from Omni Park is 25 feet.
 3. Minimum setback from residential PA3 in Heritage Hills 4th Amendment is 30'.
 4. Minimum setback from The Estates multifamily residential is 30 feet.
 5. Minimum setback from Crest Apartments is 20 feet.

B. Parking Lots
A 0 foot parking lot setback from the property line is allowed between adjacent parking lots within Heritage Hills Filing 2. The following are the setbacks to parcels adjacent to Heritage Hills Filing 2 (exceptions to the 0 foot setback requirement).

1. Heritage Hills PA3 - 10 feet.
2. Omni Park - 10 feet.
3. Eastern Property Line - 20 feet.
4. The Crest Apartments - 20 feet.
5. Estates Apartments - 10 feet.
6. Adjacent platted lot - 6 feet.

2.4 Building Heights

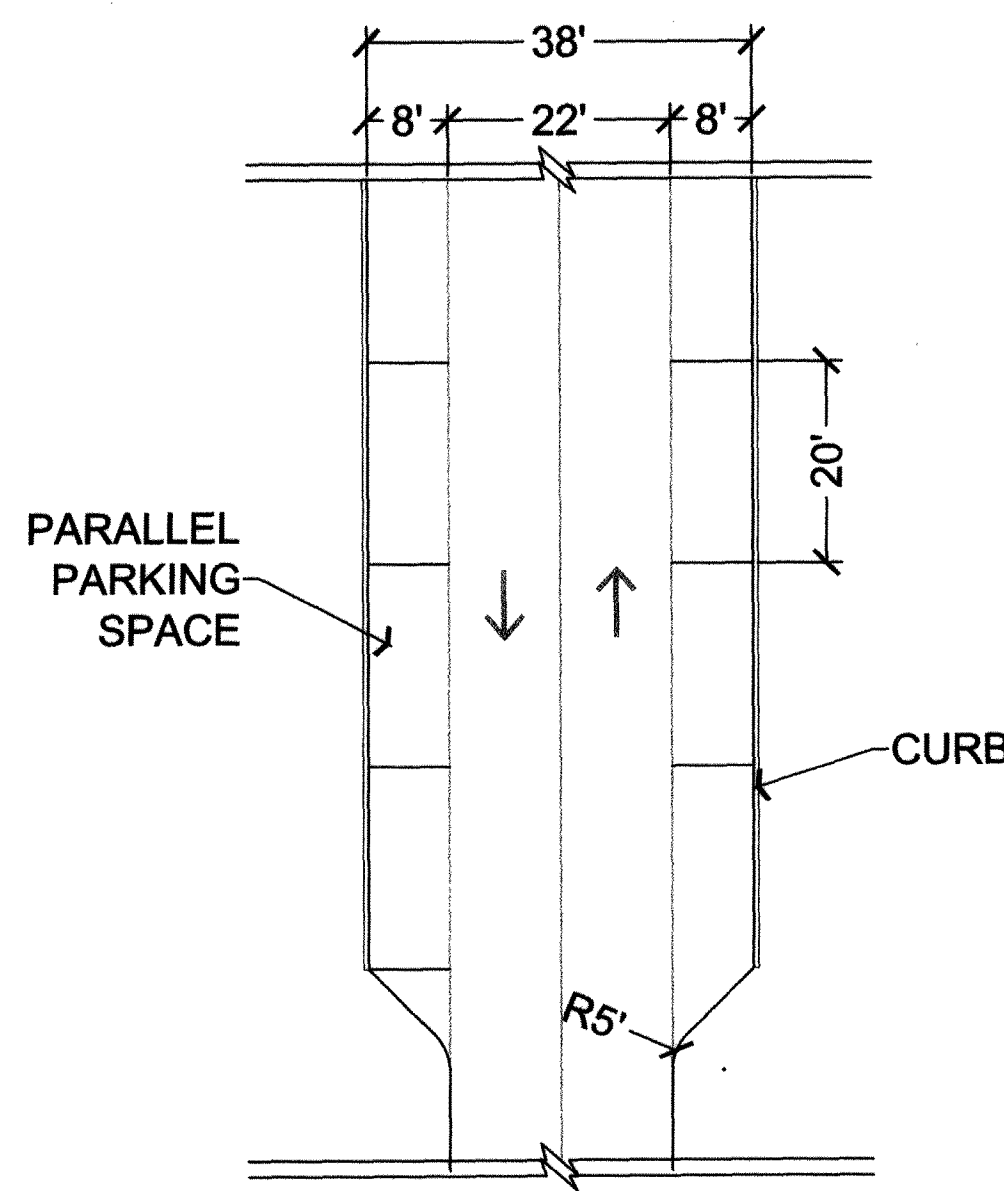
All building heights shall comply with the requirements of Centennial Airport, the F.A.A. and the Heritage Hills PD, as amended. All heights must be based on the most recent USGS Datum: Douglas County GPS Control Point 210020/CDOT Project Control Point #504, located near Lincoln Avenue and I-25: elevation 5988.42 or as amended.

2.5 Parking Configuration

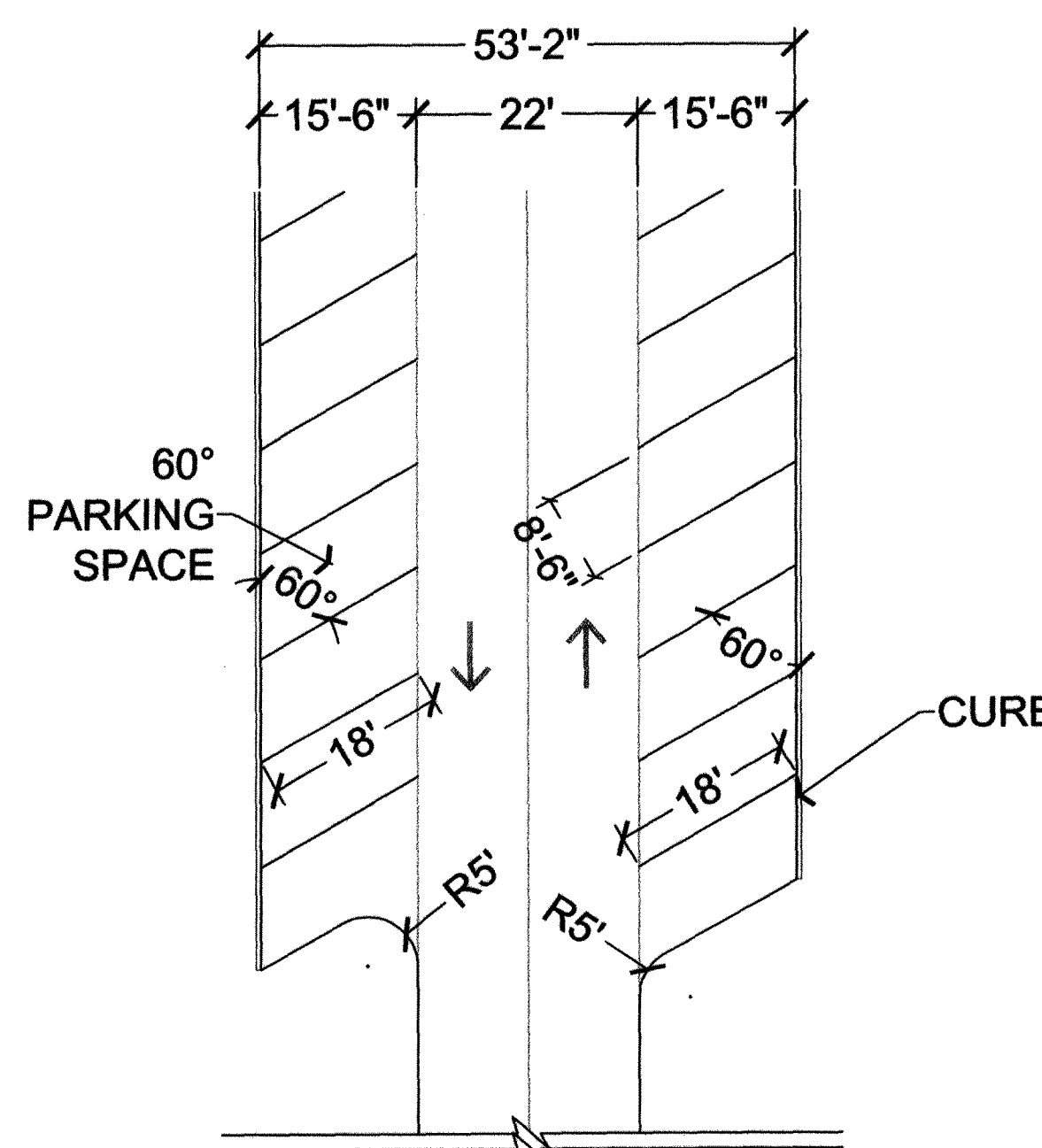
Vehicle parking will be provided to meet the location and quantity requirements of specific uses without undermining the function of other modes of transportation or detracting from the creation of attractive pedestrian environments.

- Generally, parking lot design should consider the following :
- Avoid dead-end aisles and, where feasible, provide connections to adjacent parking aisles, roads or lots; and, where dead-end situations are unavoidable, adequate space for unimpeded turnaround should be provided.
 - Angled parking is allowed within the parking lots and streets except Park Meadows Drive.
 - Separate parking areas from buildings by either a raised concrete walkway or landscaped strip.
 - Orient parking aisles perpendicular to buildings, where convenient, so pedestrian walks are parallel to moving cars.
 - Link buildings to the street sidewalk system as an extension of the pedestrian environment. Use design features such as walkways with enhanced paving, trellises, or special landscape treatments to achieve this objective.
 - Where possible, divide parking areas into a series of smaller, connected lots by using landscape buffers and other means to reduce the visual impact of large parking areas.
 - Use curbed landscaped islands to designate a change in direction of parking stalls and aisles.
 - Provide cross-access easements between adjacent lots and parcels in order to facilitate pedestrian and vehicular circulation.

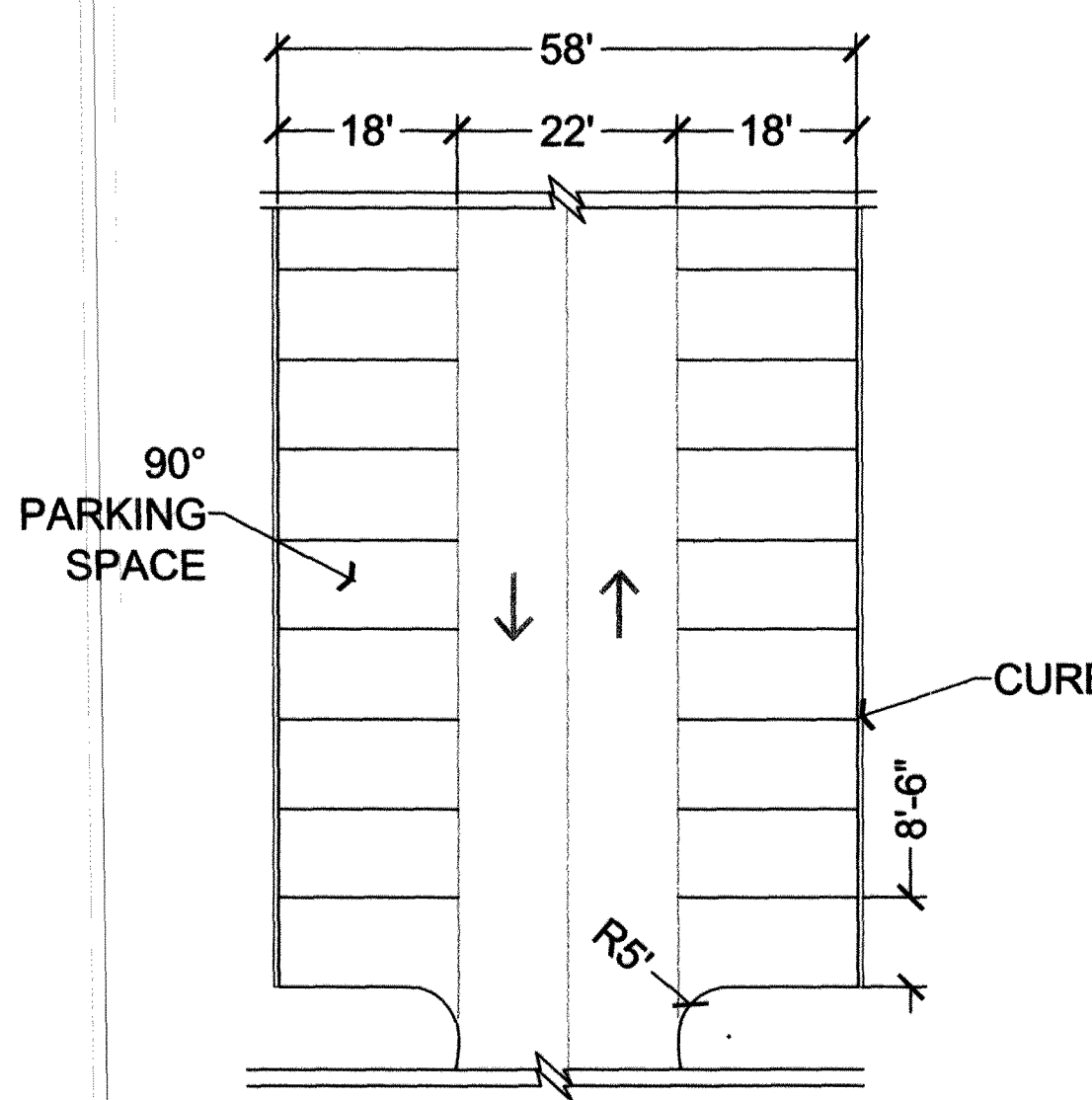
Layout 2.5.2: Parallel Parking



Layout 2.5.3: 60° Parking



Layout 2.5.1: 90° Parking



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2.6 Parking Standards

Per Douglas County Standards.

Parking Space and Aisle Dimension: Full Size

Full-Size Car			
Angle	0°	60°	90°
Width	8'	8'-6"	8'-6"
Length	20'	18'	18'
Aisle Width	11'/22'	11'/22'	11'/22'

Parking Space and Aisle Dimension: Compact Car

Compact Car			
Angle	0°	60°	90°
Width	8'	8'	8'
Length	18'	16'	16'
Aisle Width	11'/22'	22'	24'

2.7 Minimum Parking Ratios

The parking amounts indicated in traffic studies submitted to Douglas County for review and by the Sheet 15 Site plan represent a high build-out scenario; these parking amounts are compatible with traffic volume and progression studies for the site as a whole. Actual parking needs and designated spots will be evaluated as individual uses and site plans are proposed, and may be less. Parking amounts may be neither less than, nor more than, 10% of the required ration (i.e. 90-110% of the requirement). However, amounts in excess or less than this may be considered on a case-by-case basis. The applicant shall make written request to the Planning Division and provide industry documentation or other empirical evidence justifying the overage/deficiency request. The following numbers take into consideration that parking counts are inclusive of transit usage, and shared parking.

Office:	2.5 spaces per 1,000 s.f.
Retail:	4 spaces per 1,000 s.f.
Multi-family Residential:	1.3 space per unit.(inclusive of guest parking)
Hotel:	.75/Room
Performing Arts/Theater:	0.75 spaces per 1,000 s.f.
Restaurant:	6 spaces per 1,000 s.f.

Note: Tandem parking spaces within the Lincoln Station multi-family development can be counted toward the parking requirement. Compact cars shall be a maximum of 40 percent of total parking required as approved at the Site Plan Review. Pursuant to the Heritage Hills 4th Amendment private/commercial parking lots are a principal use.

A. Shared Parking

When opportunities exist for shared parking between different uses with staggered peak parking demand, make every effort to take advantage of this opportunity to reduce the total number of parking spaces within the development, especially in multi-tenant, performing arts/theatres and mixed-use commercial centers.

2.8 Pedestrian Circulation

The primary objectives in developing pedestrian circulation systems are safety, convenience, continuity, comfort and aesthetics. Consequently, the function of a pedestrian system is to direct pedestrian activities to a variety of primary and secondary nodes through safe and aesthetically pleasing environments.

In an effort to enhance activities and land uses throughout Lincoln Station, pedestrian connectivity between all uses should be established. Sidewalks should be provided along all sides of a lot that abut a publicly used street. Continuous pedestrian walkways should be provided to connect the public sidewalk to the principal customer entrances. Pedestrian walkways should provide a link between buildings, connecting residential, office and retail/commercial areas, social spaces, parking areas, and offsite activity centers. These linkages are not necessarily through the site but may be around the sites. They should also connect focal areas of pedestrian activity such as transit stops, street crossings, building and store entrances and social spaces that include trees, shrubs, lighting, signage, benches, flowerbeds, groundcovers or other similar amenities.

Sidewalks should be provided along the full length of the building facade abutting streets and parking areas. Pedestrian walkways should be distinguished from driving surfaces through the use of durable landscape treatments and/or low maintenance surface materials such as concrete pavers, bricks or colored/scored concrete.

2.9 Bicycle Parking

Off-street bicycle parking should be provided to encourage the use of alternative transportation modes. Bicycle parking should be located convenient to building entrances, avoiding conflicts with vehicular and pedestrian circulation. For non-residential uses over 2 acres, bicycle parking should be provided at the rate of 2 per 100 spaces of automobile parking furnished on the property, with a suggested minimum of 4 per property. Attached buildings may provide bicycle parking in centralized locations.

2.10 Open Space

A. General

Publicly accessible open spaces should be designed to accommodate a variety of activities and users ranging from active play by children to passive contemplation by adults. They should be located within easy walking distance of all residents of the village and should have easy and safe access. They should be visible from nearby streets, stores, residences and/or offices.

They should be pedestrian-friendly with amenities such as benches, water fountains and pedestrian lighting, high quality landscaping, sculpture and/or art.

They should have a safe and secure atmosphere at all times.

B. Design

Common open space should include but not be limited to two or more of the following amenities:

- 1) Benches for seating;
- 2) public art/sculpture;
- 3) water feature, such as a fountain;
- 4) a children's play structure;
- 5) a gazebo;
- 6) tables and chairs

They should be illuminated during hours of darkness for security and safety. Unless otherwise provided in covenants or agreements of record, nothing contained in the Framework Plan shall be construed or interpreted to create public easements or public rights of ingress and egress.

2.11 Service/Delivery/Trash Storage

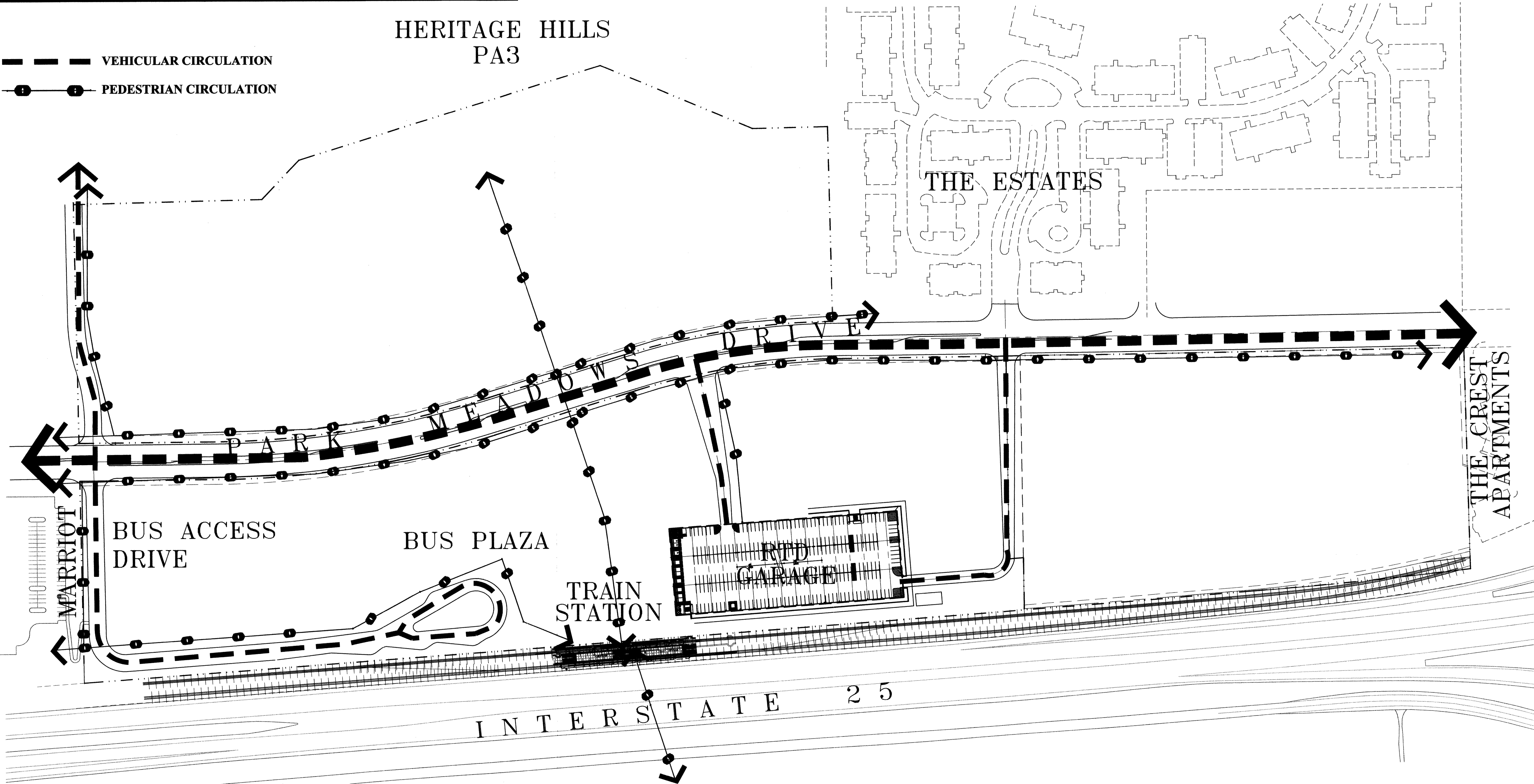
Service and storage areas should not front onto streets/drives and/or open spaces. Such areas should be located to the rear or side of buildings and screened from view from the street and/or open space. Screening material shall be the same and/or complimentary to the primary building material.

Refuse storage and pick-up areas should be combined with other service and loading areas to the extent practicable. All outdoor refuse containers shall be screened from view from adjacent properties and streets. Screening materials shall be the same or complimentary to the primary building material.

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CONCEPTUAL CIRCULATION PLAN



3.1 Landscape Guidelines

Lincoln Station will require that landscape plans be prepared by a qualified landscape architect and that all installations be performed by a qualified, licensed contractor. All landscaped areas will be required to have an underground, automatic irrigation system.

A. Landscape Area

All areas of a site not within the building or pavement areas should be landscaped to include trees, shrubs, turf and bedding plants. Each owner, or property owners association is responsible for installing and maintaining the landscape within the public right-of-way from back of curb to the property line. The Framework Plan outlines minimum landscape guidelines for each particular area. The outline specifies the landscape theme and the plant material list preferred for each area.

B. Parking Lot Landscape

Parking areas should have landscaped areas containing deciduous trees to provide shade and visual relief.

Landscaped islands are required in all parking areas that have more than 40 spaces. Such areas shall have at least two interior landscape islands with each island being, at a minimum, the size of two full size parking spaces (refer to Section 2.6 Parking Standards on Sheet 6). Where landscape islands are not required, additional landscaping and berming at the parking lot perimeter may be required. Individual islands may be aggregated into fewer larger islands with the overall intent of softening the effect of large paved parking areas. Landscaping may include pedestrian walkways connecting bays of parking to each other or to the building.

Screening of parking areas is required. Planting should be massed in large groups directly in the line of site of those elements.

Alternative parking design and associated landscape treatment may be proposed during the Site Improvement Plan process.

3.2 Specific Design Principles and Plant Lists

Use of drought tolerant plant material and well prepared mulch beds is encouraged. In addition, to help create an energetic, attractive and aesthetically balanced landscape, planting a mixture of evergreen and deciduous materials is encouraged. All focal areas and gathering spaces should make provisions for seasonal color, winter appearance and the use of annual and perennial flowerbeds.

Acceptable Minimum Plant Sizes (unless otherwise specified):

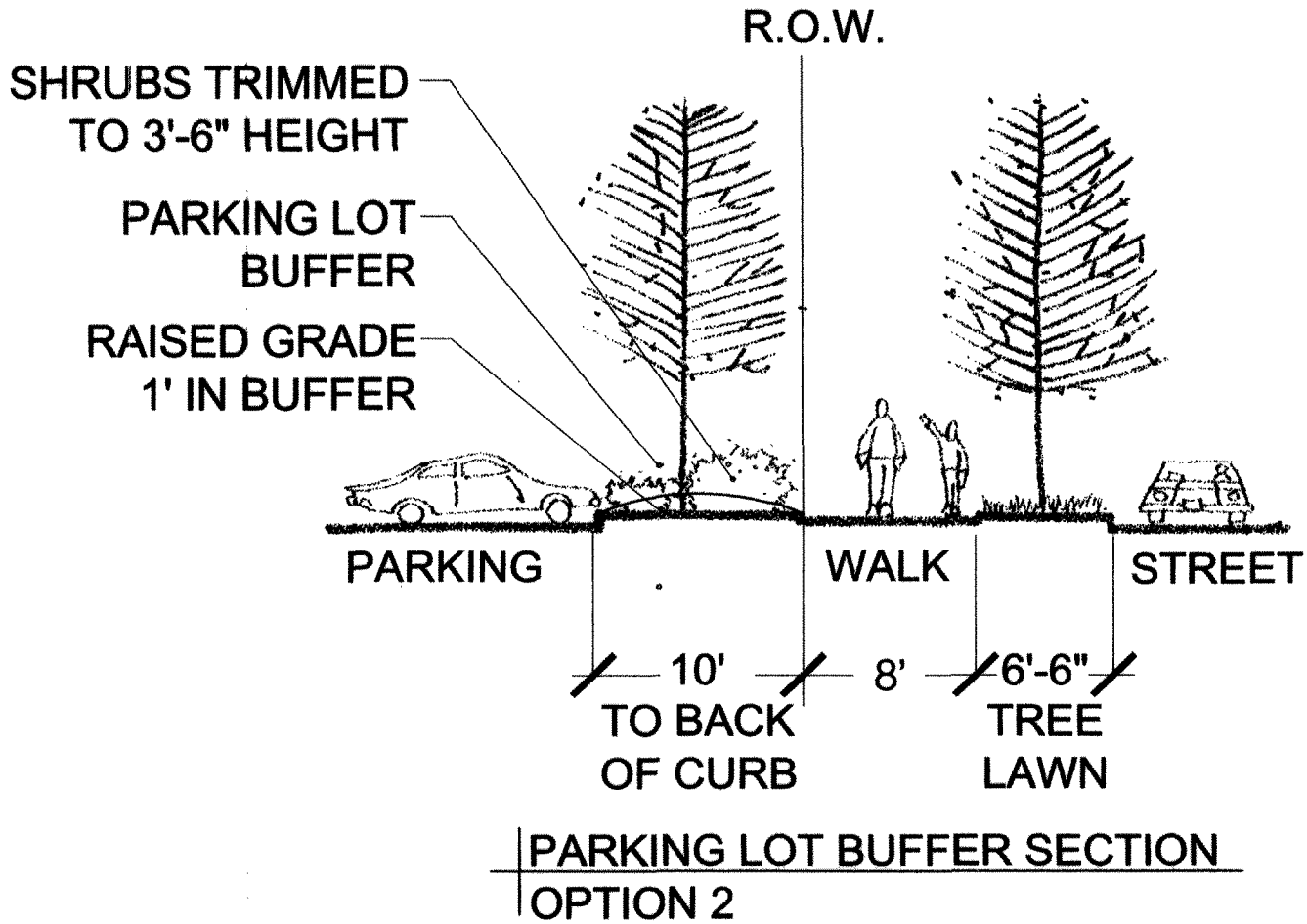
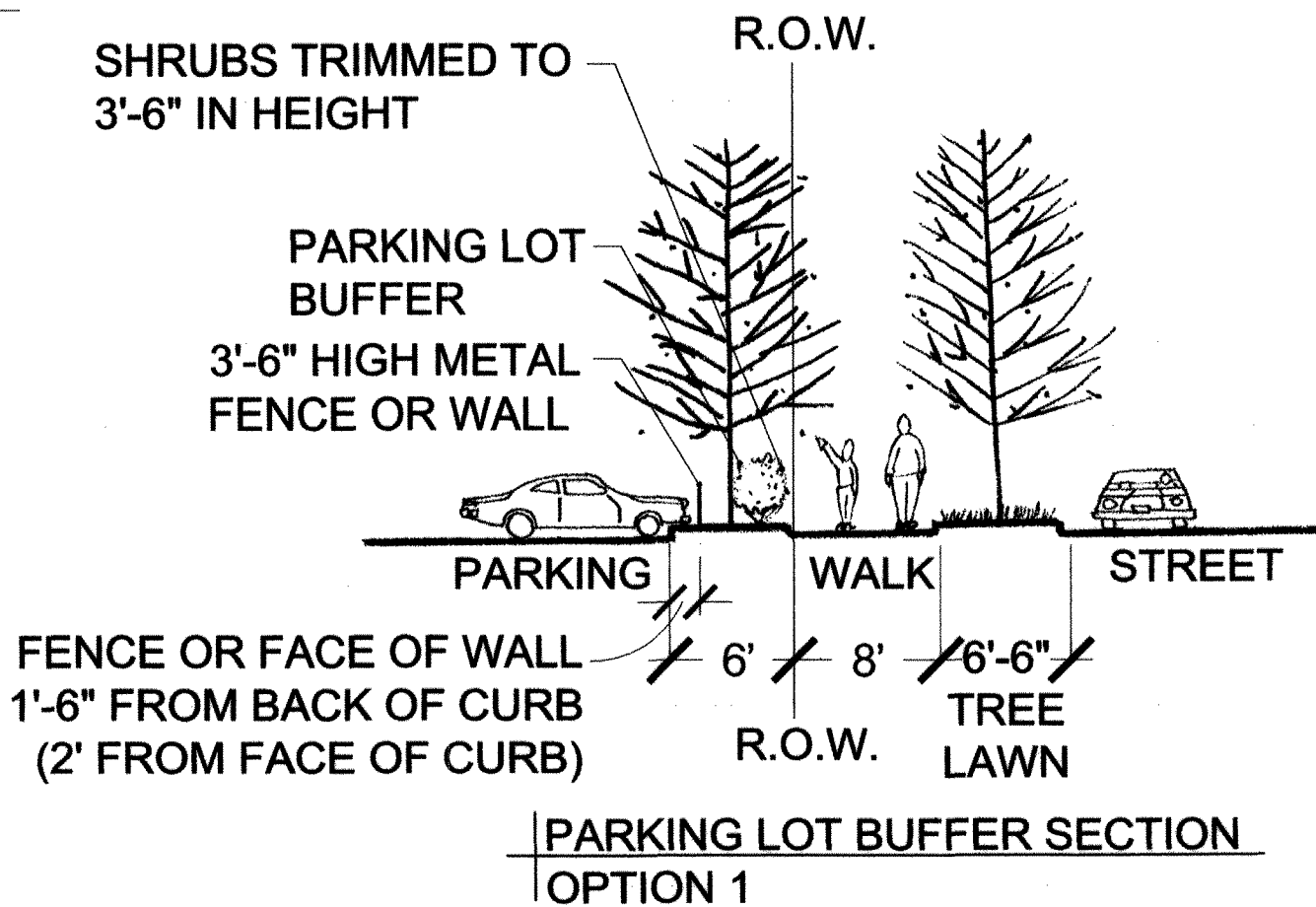
Plant Type	Minimum Size
Deciduous -Canopy Tree -Ornamental Tree	2.5" caliper adjacent to r.o.w. & in islands 2" caliper other locations 1.5" caliper
Evergreen Tree	8' minimum height
Shrubs	5 gallon container
Vines	1 gallon container
Groundcover	no minimum size (80% coverage within 2 years)

Extreme care should be taken to provide plant massing of similar water requirements. Irrigation system should avoid excessive and/or inadequate watering of individual plants.

The following are allowed parking lot screening techniques for all areas facing Park Meadows Drive and other public streets.

PARKING LOT BUFFER: OPTION 1

- 6' buffer with either deciduous or ornamental trees planted at a minimum: (1) 3" caliper deciduous tree for every 25 lineal feet of street frontage, or (1) 2" caliper ornamental tree for every 15 lineal feet of street frontage
- A 3'-6" high decorative screen wall or fence with planting which grow to a mature height or will be trimmed to a height of 3'-6" within the first two growing seasons.



PARKING LOT BUFFER: OPTION 2

- 10' landscape buffer including at a minimum: (1) 3" caliper deciduous tree for every 25 lineal feet of street frontage or (1) 2" caliper ornamental tree for every 15 lineal feet of street frontage
- Minimum of 10 shrubs for every 25 lineal feet of street frontage; within two growing seasons, shrubs should be at least 3'-6" in height to screen parked vehicles from street and adjacent properties

What follows are specific principles to utilize when developing individual sites within Lincoln Station, as well as plant lists that are to be used for each type of development or condition. Except for the Park Meadows Drive corridor, these plant lists may be expanded. However, each plan will be reviewed by Douglas County and the Architectural Control Committee for specific design and conformance with the overall design intent for Lincoln Station. As described, the landscape outline for each particular zone addresses streetscape and perimeter landscaping. Landscape within specific sites will allow design flexibility that most appropriately fits each particular user. Nevertheless, prior to installation, the proposed site landscape must be approved on the Site Improvement Plan.

A. Park Meadows Drive Corridor

Design Intent

Park Meadows Drive is the north/south physical connection through the Lincoln Station project. It is also a barrier. The design intent is to provide a strong planting plan that helps to tie the road with the development and make the two elements feel more as one.

This approach requires attention to 3 edges:

Right-of-way:

This area represents a long, narrow (approximately 5' wide) strip immediately behind the curb. A 6' tree lawn will be required (includes approximately 5' of ROW) which allows space for trees, and provides a buffer between vehicles and pedestrians. This tree lawn is the responsibility of each property owner and must be planted with deciduous trees 25' on center. The intent is to plant long rows of the same tree, on both sides of the road. No more than three species of trees within the tree lawn will be allowed at final buildout along Park Meadows Drive. This makes a strong statement that Lincoln Station is its own place along Park Meadows Drive, by providing a consistent visual element which changes throughout the year.

All planting shall respect vehicular sight lines for safety.

- Trees:
- Allee Elm
 - Ash varieties such as Patmore, Autumn Purple, Marshall Seedless
 - Red Maples such as Red Sunset, Autumn Blaze
 - Oak varieties: Swamp White, Bur Oak

Only one type of tree, planted 25' o.c., minimum of 500' long areas. The 500' dimension may require inclusion of street trees from adjacent property.

Median:

The median provides an opportunity to reduce the perceived scale of Park Meadows Drive. The median can also provide a stopping or safety zone for pedestrians crossing the road. The concept behind a median is to interrupt the width of paving with planting as well as to provide stronger direction by restricting turning movements. At Lincoln Station, the intent is to provide a raised (24") median with strong planting where possible, that helps reduce scale and lends a mass and aesthetic element to a road that currently has neither. By adding several layers of plants the median cuts the road width in half. The layers include larger 3" caliper deciduous trees at approximately 40 to 50 on center, with smaller 2" caliper ornamental trees between, and clusters of decorative ornamental grasses, as focal points throughout. The key to the success of the design is to plant the ornamental trees in large clusters, one tree type per cluster, at approximately 10'-12' on center.

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A ZONING ELEMENT OF THE HERITAGE HILLS PD, 4TH AMENDMENT

PART OF THE EAST 1/2 OF NE SECTION 10, TOWNSHIP 6 SOUTH, RANGE 67 WEST, 6TH P.M.

DOUGLAS COUNTY, COLORADO

PD PLANNING AREAS 9, 10, 12 AND 20

53.37 ACRES SP02-056

Trees: Allee Elm
Varieties of Ash, Red Maple and Oak

Ornamental Trees:
Crabapple varieties: Brandywine, Prairiefire, Radiant, Spring-Snow,
Hawthorne varieties
Ornamental Grasses: Varieties of Calamagrostis, Little Bluestem, Miscanthus

No evergreens;
Ornamental Trees: Multi-stem trees, spaced at 10'-15' on-center, minimum of 5 trees per cluster.

See Section 2.2.1 and Section 2.2.2 on Sheet 3 of 16.

Adjacent to R.O.W.:
This area is comprised of 10' and 15' easements and includes a walk within the easements. This area also includes the space between easement and building and/or parking lot. The intent is to allow each parcel to be designed and reviewed through the site plan review process. However, the other intention is to shape these spaces to provide variations in building setbacks, building front door treatment and provide a positive walking experience set back away from moving traffic, along Park Meadows Drive.

Landscaping in these areas is expected to relate to not only the proposed building, but to Park Meadows Drive. The landscape plan for each parcel will be reviewed on an individual, case by case basis.

B. East/West Streets

Design Intent
The design intent is to provide another vertical dimension to the street with the installation of trees. Due to the scale (width) of these streets, trees must be placed closer to the street edge than to the buildings. Wherever space allows, trees should be planted in lawn areas behind the curb, rather than using tree grates. Tree grates should only be used when tree lawns are less than 42" wide. Trees must be able to withstand pruning up to a height of at least 10', to allow visual access to retail storefronts.

Trees:
Allee Elm
Honey Locust
Ash varieties: Patmore Green, Autumn Purple
Red Maple types: Red Sunset, Autumn Blaze
Linden varieties
Chanticlear Pear

Ornamental Trees:
These may be substituted for larger trees in blocks where lower trees do not interfere with pedestrian movement and visual access to retail/commercial spaces.
Crabapple varieties
Hawthorne varieties

Shrubs:
Clusters or pockets of small shrubs may be placed at various locations within a block, including corners, building recesses, and gathering places.

C. North/South Streets

Design Intent
The intent is to provide planting that responds to the patterns of daily life. A tree can provide shade for a place to sit in the front yard and keep a parking space cool; an evergreen can screen the neighbor and provide year-round green; ornamental trees can become focal points when they flower. The residents will become more attached to the planting close to the home.

With this in mind, the planting design must take into account the issues of: street presentation with regular tree spacing that also relates to driveways, evergreen presence for a strong winter presence; ornamental trees for spring flowers and year-round character interest; shrubs that provide strong edges to reinforce outdoor spaces; some lawn areas to give a more manicured appearance.

Trees:
Allee Elm
Varieties of Ash, Red Maple, Linden, Oak
Honey Locust

Ornamental Trees:
Varieties of Crabapple, Hawthorn, Newport Plum, Ginnala Maple, Canada Red Chokecherry, Thinleaf Alder.

Large Shrubs:
Many types of large shrubs are available such as: Lilacs, hedge type Privet and Cotoneaster, Hawthorn, Forsythia, Mugho Pine, etc.
Shrub selection will be reviewed on an individual, case by case basis.

D. Perimeter Areas (Outer Edges of the Site)

Design Intent
Eastern Edge:
The eastern edge of the site fronts onto Light Rail tracks and I-25. The design intent in this area is to provide visual screening from portions of the tracks and interstate. When viewing this site from I-25, the design intent is to present the buildings and open spaces in an inviting and aesthetic sense. Elements such as service areas, trash containers, service roads, utility hardware/boxes typically associated with the rear of a building must be screened. This screening can be accomplished with planting and/or walls, which could also absorb/deflect some of the sound from Light Rail and I-25.

Large plant material is required to relate to the scale of buildings and I-25.

Trees:
Deciduous: Ash varieties
Linden varieties
Red Maple varieties

Evergreen: Ponderosa Pine
Austrian Pine
Colorado Blue Spruce

Shrubs:
Pfitzer Juniper
Mugho Pine
Privet
Cotoneaster
Forsythia
Common Lilac

Southern Edge:
The southern edge abuts an uphill embankment approximately 10' high, which is part of the Marriott site. This embankment forms the northern edge of the Marriot parking lot.

The design intent is to create a strong edge along the bus access drive and to soften the view of the existing slope. Street trees at regular spacing along the bus access road, together with evergreen trees and clusters of 6' tall shrubs, will achieve the design intent.

Plant material will include:
•Deciduous trees include varieties of Ash, Linden, and Maple. Only one type to be planted along the road.
•Evergreen trees include Austrian Pine.
•Shrubs include Viburnum, Dogwood, Spirea, Sumac and Forsythia.

Western Edge:
The western edge of the site is to be residential in character both on and off the site. This edge also represents views of the mountains, which must be highlighted with planting windows. The design intent is to provide architecture which presents itself not only for the interior bisecting street, but also from the western face. Elements such as service and delivery truck parking are not envisioned. The intent is to present the western edge as a backyard with long clusters of trees, ornamentals, and shrubs.

In anticipation of off-site residential construction, this site must be re-graded to provide the elevation needed to view over any adjacent structures. However, views of the mountains must also be maintained from the plaza and RTD platform area.

Planting must include:
• Deciduous trees that provide shade from the western, afternoon sun.
• Typical trees include varieties of Ash, Red Maple, Oak, Hackberry, Linden.
• Evergreen trees to provide winter interest, screening, and highlighting of views. Ponderosa Pine, Austrian Pine, and spruce can be used.
• Ornamental trees include varieties of Crabapple, Hawthorne, Ginnala Maple, Newport Plum, Thinleaf Alder, Canada Red Chokecherry.
• Large shrubs include: Pfitzer Juniper, Redtwig Dogwood, Privet, Peking Cotoneaster, Chokecherry, Forsythia, Common Lilac, Quince, and Serviceberry.

Northern Edge:
The northern edge abuts the existing "Estates" residential area and The Crest residential project. The design intent is to respond to existing structures, streets and views. This response must include screening of parking areas, and planting in long narrow areas along the property line.

Plant materials will include more of the screening type trees and shrubs:
• Evergreen trees include Ponderosa and Austrian Pine, Colorado Blue Spruce
• Small trees and large shrubs include Hawthornes, Privet, Peking Cotoneaster, Chokecherry, Forsythia, Lilac, Pfitzer Juniper and Mugho Pine

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DOUGLAS COUNTY, COLORADO
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53.37 ACRES SP02-056

CONCEPTUAL LANDSCAPE PLAN

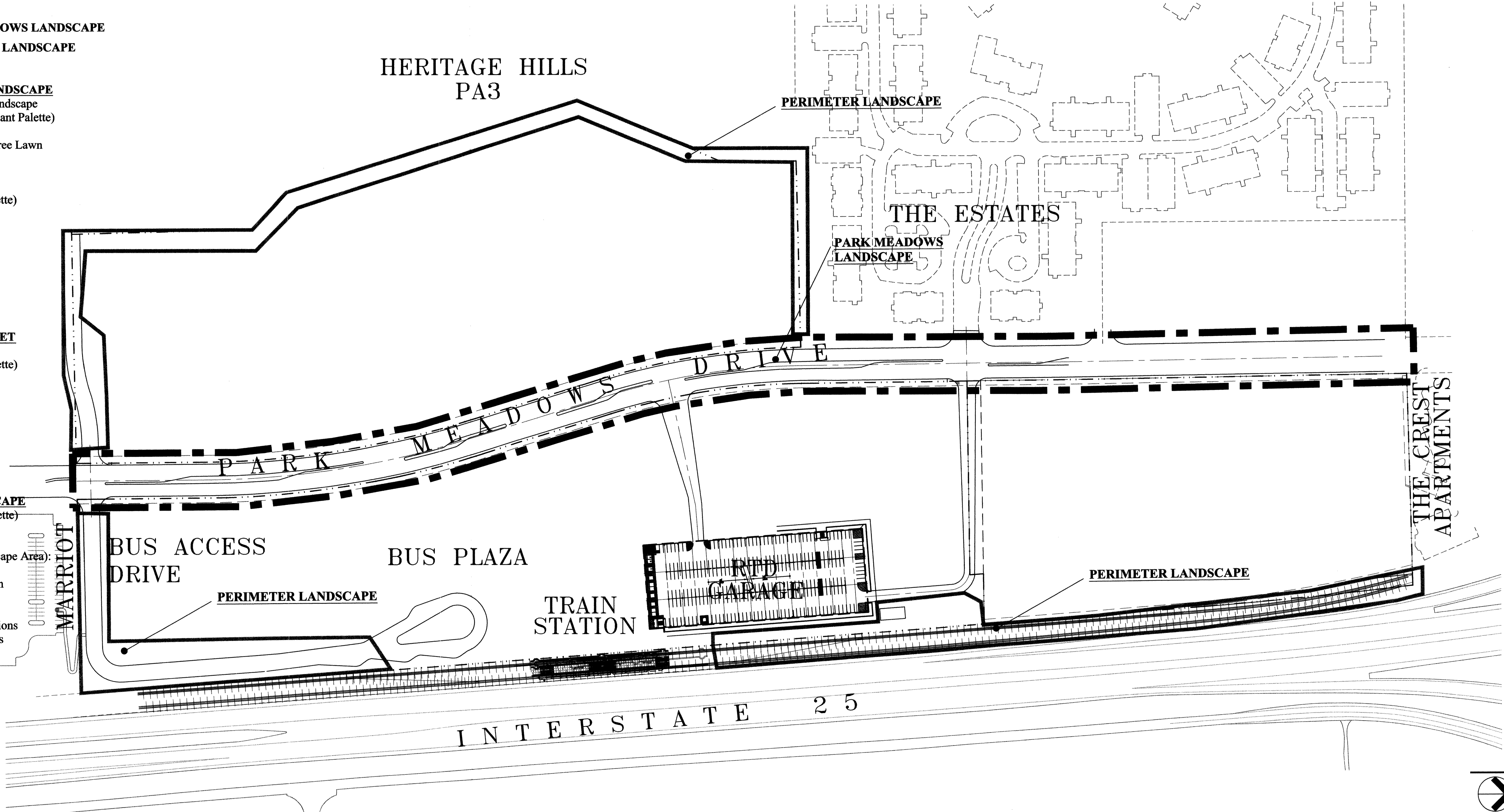
- PARK MEADOWS LANDSCAPE
- PERIMETER LANDSCAPE

PARK MEADOWS LANDSCAPE
(See sheets 3 and 4 for Landscape Section; See sheet 8 for Plant Palette)
8' Detached Walk
6' (From Back of Curb) Tree Lawn

EAST/WEST STREET LANDSCAPE
(See sheet 9 for Plant Palette)
10' Minimum Walk
4' Minimum Tree Lawn
Permitted Uses:
Lights
Signage
Benches
Planters
Tree grates

NORTH/SOUTH STREET LANDSCAPE
(See sheet 9 for Plant Palette)
10' Minimum Walk
4' Minimum Tree Lawn
Permitted Uses:
Lights
Signage
Benches
Planters
Tree grates

PERIMETER LANDSCAPE
(See sheet 9 for Plant Palette)
15' Plant Zone
Permitted Uses
(Within Perimeter Landscape Area):
Planting
Storm Water Detention
Utilities
Emergency Access
Below Grade Foundations
Retaining/Sound Walls



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3.3 Site Furniture

Appropriately placed site furniture chosen from a coherent palette of designs can add an important element of utility and functionality to Lincoln Station.

Benches, planters, trash receptacles, lighting, bollards, kiosks, bus shelters, restrooms, water fountains, and other such similar site furniture must be durable, easy to maintain, and aesthetically consistent throughout Planning Areas 9, 10, and 12.

B. Benches

Place benches near major building entryways, drop-off areas, transit stops and pedestrian plazas such that they are sheltered from winds, shaded in summer and open to direct sunlight in winter. Benches shall be metal with backs, 2 arms and anchored to concrete.

B. Waste Receptacles

Provide waste receptacles in public plazas, at entries to buildings, at transit stops. Waste receptacles shall be metal and the same or similar style and finishing as benches.

C. Tree Grates

In addition to adding visual and textural interest to all paved areas, the tree grates are used to protect the tree roots from compaction and to prevent the tree well from becoming a safety hazard. Tree grates shall be made of cast iron and should meet ADA requirements.

D. Bike Racks

Provide bike racks in appropriate locations, such as at entries to buildings, plazas, etc. The bike racks must be metal and able to accommodate a minimum of four (4) bicycles on each. The overall design must be coordinated with other site furniture.

E. Trash dumpsters

These unglamorous but essential accessories should be located near building service entries where they are easily accessible by trucks but shielded from predominately pedestrian spaces. Provide an 8x8 foot (minimum) concrete pad surrounded by screening materials similar to adjacent building. Soften the dumpster appearance with plant material.

Trash dumpsters and surrounding areas are to be designed as part of the Architectural Design process and submitted during the Site Improvement Plan submittal.

F. Planters

Planters shall be used and placed in groupings to add aesthetic appeal to the plazas and pedestrian activity areas.

G. Lighting

The standard light fixtures for public and private street and site lighting shall comply with the Douglas County lighting standards, as reflected in the Douglas County Zoning Resolution, as amended.

4. Architecture

4.1 Guidelines

Organization

The design guidelines are organized into the following sections:

A. Introduction

Provides an overview of the purpose, organization, applicability, and other aspects of the design guidelines.

B. Interpretation

Describes certain terms and how they are to be understood.

C. Applicability

The provisions of this section are applicable to all development within Lincoln Station.

D. Context and Compatibility

Establishes basic "rules of thumb" for integrating new development into the project.

A. Introduction

Purpose

These Guidelines are meant to serve as guidance for the projects future development and that will:

- a. Contribute to implementing the Station's overall Design Vision;

b. Provide Parameters that encourage and direct a cohesive design that lends itself to creating a place that has variety and interest yet has a look of an architecturally integrated district.

These guidelines are meant to set a precedence for the architectural character of the "place".

The guidelines do not seek to impose an overriding style, a limited color palette, or an artificial theme. They do seek to assist promoting positive design characteristics throughout the project. It is not the intent of these design guidelines to eliminate design freedom or discourage innovative design. The following is meant to be used as a guideline; however, all new designs must be reviewed and approved by the Lincoln Station Architectural Control Committee (LSACC).

B. Interpretation

To aid in the interpretation of these guidelines, a development applicant should understand the meaning of "should," "encouraged," and "discouraged." Guidelines, which employ the word "should", are intended to be applied as stated. An alternative measure may be considered, however, if it meets or exceeds the intent of the guideline. Guidelines using the words "encouraged" or "discouraged" are not mandatory, but express a more or less desirable design solution.

C. Applicability

The provisions of this section are applicable to all development within the Lincoln Station. Any new building, additions, exterior alterations, or landscaping, and any modification to an approved landscaping plan or parking lot design should adhere to these Guidelines as applicable.

The Guidelines will be utilized during the Station's Development. The approval process by the LSACC intends to achieve the highest level of design quality, and at the same time, provide the flexibility necessary to encourage creativity on the part of project designers in response to existing site conditions.

D. Context and Compatibility

This section establishes the basic "rules of thumb" for integrating new development into the project. This section describes the following and how they are to be treated:

- Section 1: Roofs

Section 2: Mechanical Equipment Screening

Section 3: Facades/Walls

Section 4: Doors/Windows

Section 5: Awnings

Section 6: Trash and Storage

Section 7: Outdoor Dinning/ Plaza Areas

Section 8: Lighting

The Streets, Plaza's and Landscaping establish the overall design armature, or point of reference for the development. These initial elements help to create an architectural unifying element that serves to tie the various buildings and uses together in order to create a "sense of place" that is greater than the sum of parts.

Generally, to create harmony between the design armature, all new structures, additions and uses should be compatible with the prevailing architectural character of the Project as it is built out.

The concept of "compatible" design is one of the most important concepts to be aware of when using these design guidelines. Compatible designs do not seek to imitate, but to reflect their surroundings in terms of design concepts, mass, scale, rhythm, color, materials, and building arrangement. Compatible designs will be in harmony with each other. All new construction and development should incorporate those characteristics that exhibit a positive distinctive architectural style and/or established functional or landscape patterns. New buildings and additions should be sited in a manner that is consistent with the overall Master Plan and should complement, rather than conflict, with existing adjacent buildings, landscape, streetscape, parking, and access.

Framework Plan 1/5
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HERITAGE HILLS FILING NO. 2 FRAMEWORK PLAN

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1.) Roofs:

Roofs may be flat with a parapet or sloped. Residential buildings should utilize sloped roofs. Office and Commercial buildings can use either. The visible portion of sloped roofs should be sheathed with a roofing material complementary to the architectural style of the building and other surrounding buildings. Colors should be negotiated with the LSACC but in general deeper tones are preferable, especially on sloping surfaces. Cornice lines of new buildings (horizontal rhythm element) should be aligned with buildings on adjacent parcels to avoid divergent clashes in building height. Radical roof pitches, which create overly prominent or out-of-character buildings, are strongly discouraged. The use of decorative parapets is encouraged if they have substantial visual interest, which incorporates horizontal and vertical articulation. The introduction of architectural vertical elements like towers, turrets or gateways are encouraged.

Recommended Roof Palette:

Standing Seam Metal Roofs (subdued colors)
Corrugated Metal Roofs
Tile Roofs
Slate Roofs
Zinc Roofs

Discouraged Roof Palette:

Crushed Stone (except where used as ballast on flat roofs)
Brightly Colored Tile (orange, blue, etc.)
Brightly Colored Metal Roofs

2.) Mechanical Equipment Screening:

Mechanical or utility equipment, whether on the roof, side of building, or ground should be screened. The method of screening shall be architecturally integrated with the structure in terms of materials, color, shape and size. Where freestanding mechanical equipment is provided, a continuous solid screen is desirable. On-roof mechanical equipment should be screened by solid or perforated/ventilated building elements (e.g. parapet wall or roof well) instead of after-the-fact add-on screening (e.g. wood or metal slats).

3.) Facades/Walls:

Building facades, including the storefronts, are the most important visual elements of commercial district structures. In an effort to promote quality design for new buildings, the following specific storefront and facade guidelines are presented.

Buildings should be oriented to connect with high activity areas, such as restaurant dining areas or major pedestrian areas, in order to create connections and linkages. Noise or odor generating activities in general, loading areas, trash and storage areas, and rooftop equipment in particular should be screened and located as far from the public view as possible or in designated areas as it pertains to the Framework Plan.

Long, blank, unarticulated street wall facades without window or door openings are strongly discouraged and should be divided into a series of structural bays (e.g. characterized by masonry piers which frame window and door elements). Monolithic wall facades should be "broken" by vertical and horizontal articulation characterized by:

- (a) breaks (reveals, recesses) in the surface of the wall itself
- (b) placement of window and door openings
- (c) the placement of balconies, awnings, and canopies

Avoid large unbroken solid facade surfaces at the storefront level. This can be achieved in a number of ways including:

- (a) dividing the facade into a series of display windows with smaller panes of glass
- (b) constructing the facade with small human scale materials such as brick or decorative tile along bulkheads
- (c) providing traditional recessed entries
- (d) careful sizing, placement, and overall design of signage
- (e) providing consistent door and window reveals
- (f) providing wainscot

Special design attention should be made where the building meets the Street / Plazas by:

- (a) scaling down the building at this level and introducing soffits, canopies and awnings
- (b) encourage relationship with to the Pedestrian with "show windows" and façade articulation
- (c) use transparent material to create a visual connection between people and displays in the building and Pedestrians outside of the building
- (d) fenestration at this level should not be mirrored, colored or reflective glass unless approved by the LSACC
- (e) create shadow and interest lines in the detailing at this level.
- (f) use quality, enduring material with small scale detailing at this level

Proportion Of Openings:

Maintain the predominant difference between upper story openings and street level storefront openings (windows and doors). Usually, there is a much greater window area at the storefront level for pedestrians to have a better view of the first floor behind, as opposed to upper stories that have smaller window opening.

Horizontal Rhythms:

Whenever a new building is proposed it should be respectful and identify the common horizontal elements (e.g. cornice line, window height/width, and spacing) found among adjacent structures and should develop the design utilizing a similar rhythm or alignment.

Building Facade Material Palette:

Building materials to be used on buildings are to be compatible with the materials used on significant adjacent buildings. The following tables present recommended and discouraged building materials for new buildings.

Recommended Materials For Structures:

Architectural Precast Concrete
Clear glass, frosted glass, glass block (storefront only)
Glass block (transom)
Exterior plaster (smooth troweled)
Face-brick
Cut stone, rusticated block (cast stone)
Ceramic tiles (bulkhead)
EIFS

Discouraged Materials For Structures:

Imitation masonry of any kind
Reflective or colored glass (unless approved by LSACC)
Parquet rough sawn or "natural" (unfinished) wood
Used brick with no fired face (salvaged from interior walls)
Coarsely finished "rough-sawn" on rustic materials (e.g. T-111 siding)
Vinyl Siding

Facade Color:

The use of light, subdued or neutral (earthtone) colors and natural building materials, such as brick, concrete or stone are encouraged. Adjacent buildings should be different, but complementary in color, texture and material. One base color should be used for the entire facade. Different trim colors are encouraged, but should not exceed three different colors, unless approved by the LSACC Primary colors are prohibited on facade exteriors. Stripes, polka dots, checkerboard patterns and other distracting paint combinations are prohibited.

4.) Doors and Windows:

Accentuate the door with simple details such as handsome door pulls, kickplates or an attractive painted sign. Doors to Retail Shops/Restaurants should contain a high percentage of glass in order to view the retail contents. Use of clear glass (88% light transmission) on the first floor is strongly recommended. Storefront windows should be as large as possible. Discourage introducing or changing the location or size of windows or other openings that alter the architectural rhythm, alignment or character of the original building.

Commercial storefront entries are typically recessed and/or sheltered by a covered arcade structure, canopy or awning. This provides more area for display space, a sheltered transition area to the interior of the Store/Restaurant and emphasizes the entrance.

5.) Awnings and Canopies

In Retail / Commercial areas, awnings are encouraged and should have a single color or two-color stripes. Lettering and trim, utilizing other colors is allowed but will be considered as sign area. Awning shape should relate to the window or door opening. Barrel shaped awnings should be used to complement arched windows while rectangular awnings should be used on rectangular windows. All awnings should be well maintained, washed regularly, and replaced when faded or torn.

6.) Trash and Storage:

Trash and storage must be inside the building or in a designated, remote enclosure as presented in the Master Plan. Large trash collectors are to be screened architecturally.

7.) Outdoor Dining/Plaza Area:

Outdoor Plaza areas are extensions of the exterior of the building space and should be designed to optimize the ambiance of the adjacent buildings with lighting, landscaping and street furniture. Provision for rain and sun protection should be provided.

In primary Retail / Commercial and plaza areas, patterned, colored concrete or unit pavers with articulated detailing is encouraged. Once the Plaza area color and materials are determined, all projects that interface with the Plaza must match that determined color and material.

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8.) Lighting:
Illumination should illuminate surfaces with minimal fixture glare and light pollution upward. New lights are subject to approval by the LSACC Building lighting shall comply with the standards of the Douglas County Zoning Resolution, as amended.

5. Signage

All signage at Lincoln Station shall conform to a specific set of guidelines as promulgated and enforced by the Lincoln Station Architectural Control Committee (LSACC), and approved by Douglas County.

Entry monuments may be proposed, which will promote overall identity of Lincoln Station, identify special use areas, and/or provide direction.

Permits issued by Douglas County, as well as approval of LSACC, are required prior to the construction of any signs. Submittals must include the locations, sizes, types, design and materials of all exterior signs. Signs are not permitted within easements if they interfere with the installation, operation or maintenance of the utilities for which the easement was dedicated.

5.1 Sign Design Standards

There are two main types of freestanding signs - "Lincoln Station" monument signs erected by the master developer at the main gateways to the project and project identification monument signs erected by the developer of each parcel or project.

A. Directional, Informational and Regulatory Signs

Regulatory and advisory signs within the right-of-way must comply with the Manual of Uniform Traffic Control Devices and may require a sign permit. Building mounted flags are considered part of the building design and reviewed at the time of SIP. Size, location, height of pole and illumination will be submitted to the LSACC for approval.

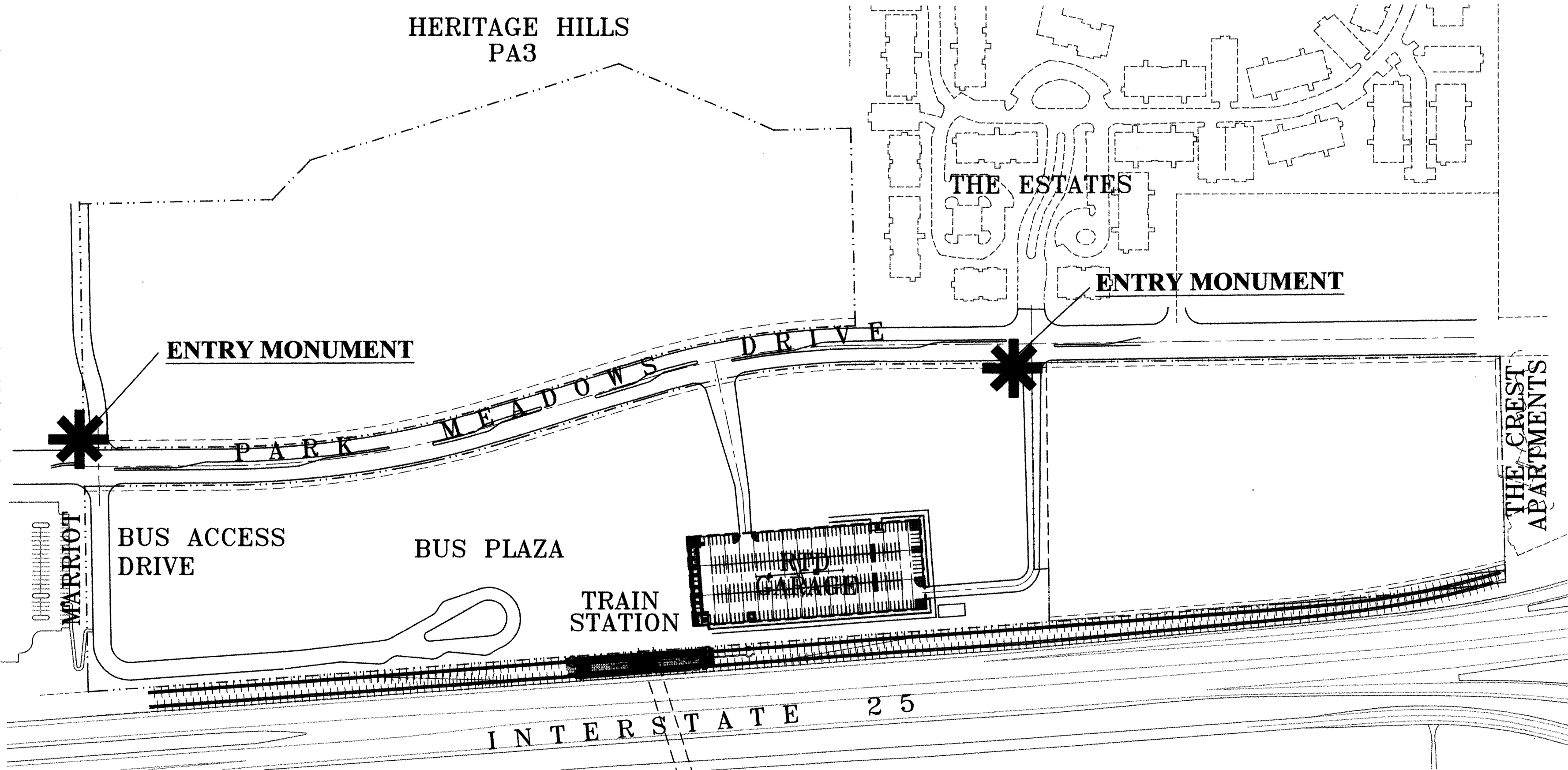
B. Illumination of Signs

Illumination of all signs except temporary signs is permitted subject to the following conditions:

- No blinking or flashing lights are permitted for any sign.
- Illumination should be from a concealed light source.
- Neither direct nor reflected light from any light source shall create a traffic hazard or distraction to motorists.

C. Overall Sign Plan

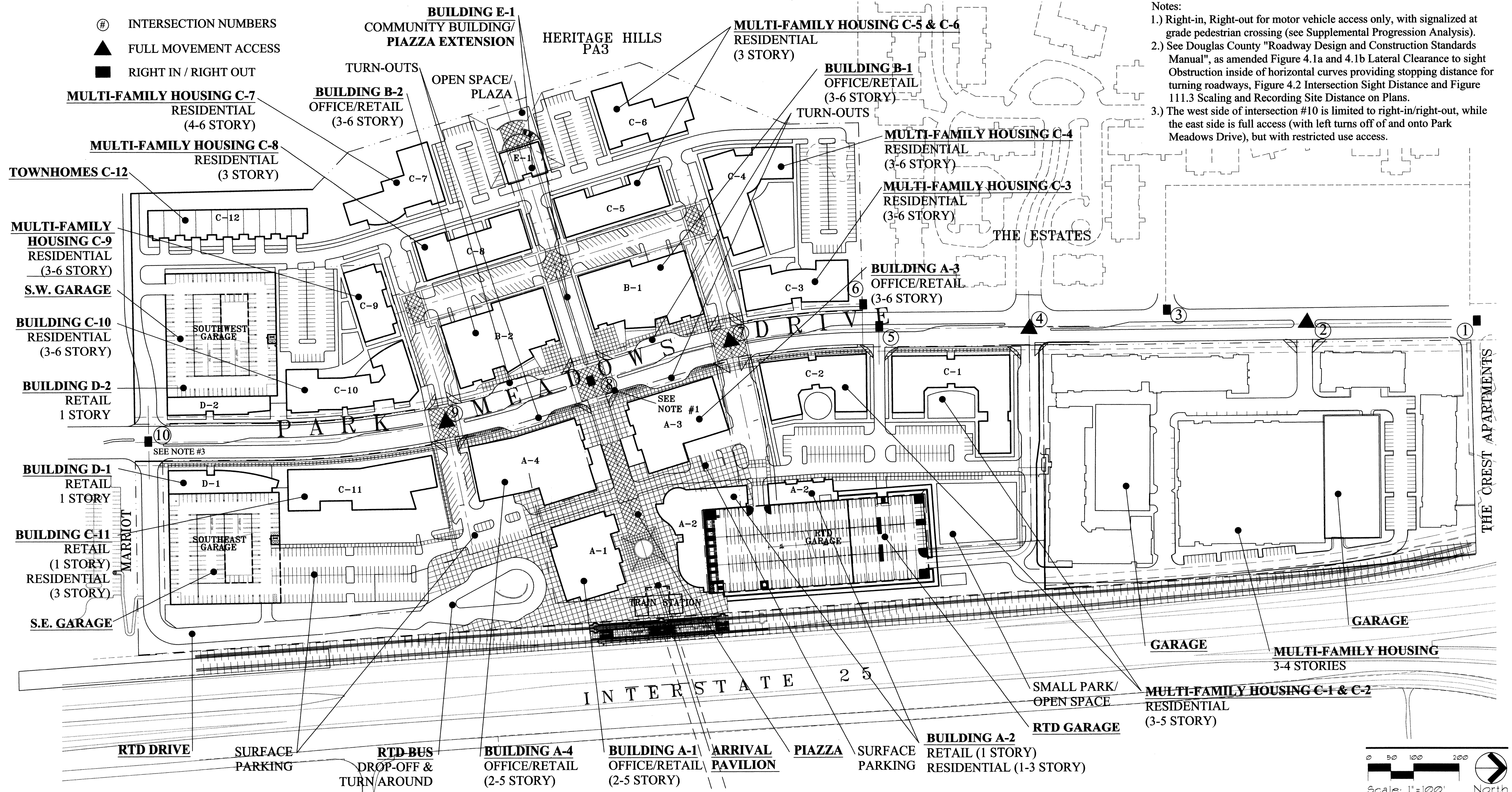
Specific locations for signage will be approved by the LSACC during site plan review.



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6. SAMPLE SITE PLAN



LINCOLN STATION
DOUGLAS COUNTY, COLORADO

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