



OFFICE OF MANAGEMENT AND BUDGET
LOUISVILLE, KENTUCKY

GREG FISCHER
MAYOR

DANIEL FROCKT
CHIEF FINANCIAL OFFICER

September 12, 2019

Mr. Dan Reznick
V P of Business Development Tax
City Club Apartments
328 S. Jefferson St.
Chicago, Ill. 60661

RE: 2018 Calendar Year Request for Released Amount

Dear Mr. Reznick:

Pursuant to 800 City Apartments LLC's requesting the 2018 Calendar Year Released Amount of Tax Increment Financing ("TIF"), please let this letter serve as the documentation of 800 City Apartments LLC's compliance with regard to Sections 3.4 and 3.5 of Louisville's Local Participation Agreement (LPA) entered into on December 18, 2015.

Specifically, with regards to fulfillment of 800 City Apartments LLC's obligations under Sections 3.4 and 3.5 of the LPA and the first Amendment to the Local Participating Agreement dated August 19, 2019 relating to the 2018 Calendar Year Released Amount of TIF:

3.4a. The Certification of Use of Incremental Taxes received from 800 City Apartments LLC dated January 14, 2019 adequately described the expenditure of the 2017 paid increment of \$97,102.06 in the preceding calendar year as reimbursement for the total project expenditures to date of \$13,820,476.50.

3.5a. The 2017 Released amount of \$97,102.06 paid to 800 City Apartments LLC on September 17, 2018 constitutes the first payment made to 800 City Apartments LLC under the Local Participation Agreement. A request for the 2018 Released Amount of \$98,725.06 along with the previously paid 2017 Released Amount of \$97,102.06 would at this time make the aggregate total of the Released Amount paid to date of \$195,827.12.

3.5b An analysis and review of all development activities resulting from the Project within the Development Area as reported to Louisville through 2018 has been met as contained in accordance with the Certification of Use of Incremental Taxes and the detailed listing of \$13,820,476.50 in project expenditures (See Attachment).

3.5C A progress report on the current status of achieving the stated goals of the Project and the Development Area has been met in accordance with the Certification of Use of Incremental Taxes and the detailed listing of \$13,820,476.50 in project expenditures (See attachment).

Therefore, pursuant to Section 4.4 of Louisville's Local Participation Agreement with 800 City Apartments LLC, the calculated Released Amount for 2018 is \$98,725.06.

Please let me know if you have any questions regarding this letter.

Sincerely,



Daniel Frockt
Chief Financial Officer

Encl.

CC: Mayor Greg Fischer
Council President David James
Council Clerk Stephen Ott
Ellen Hesen
Mary Ellen Wiederwohl
Jeff Mosley
Laura Ferguson

CERTIFICATION OF USE OF INCREMENTAL TAXES

This Exhibit must be submitted annually by February 15 to certify the use of Incremental Taxes for the preceding calendar year. Failure to submit this annual exhibit by the due date will result in a delay by Louisville in the processing of outstanding Request for Disbursements.

Year in Which Increment Was Received: 2018
Amount of Increment Received: \$ 97,102.06
Increment was spent for the following:
Project Costs (Attach Supporting Detail): See Attached
Amount of Incremental Unspent: N/A

By signing this exhibit, I agree that I have proper authority to act on behalf of 800 City Apartments LLC ("Developer") with regard to the Development and Disbursement Agreement for the 800 Building Tax Increment Financing Project and certify on behalf of the Developer that the amounts reported above have been expended in connection with or related to the Project.

800 City Apartments LLC, a Delaware limited liability company

By: CCA #5 LLC, a Delaware limited liability company

Title: Manager

By: Jonathan Holtzman, Manager

Date: 1/24/19

State of Michigan ok
County of Oakland ok

The foregoing Certification of Use of Incremental Taxes was subscribed, sworn to and acknowledged before me this 14th day of January, 2019, by Jonathan Holtzman, Manager of CCA #5 LLC, a Delaware limited liability company, the Manager of 800 City Apartments LLC, a Delaware limited liability company.

My Commission Expires: 04/05/2019

Elizabeth Korona
Notary Public

ELIZABETH K KORONA
Notary Public, State of Michigan
County of Wayne
My Commission Expires 04-05-2019
Acting in the County of Oakland

Renovation at 800 S. 4th Street was completed in 2017 except for 13 apartments being completed in 2018 and 2019. 10 of the 13 units were completed in 2018 and the remaining units will be completed in 2019. The renovation turned the property into a 289 unit multifamily residential community with a restaurant on the first floor. The items below describe a high level review of the work that was completed.

- 1) Full interior renovation on 212 apartments and convert 22 three-and-four-bedroom apartments into 64 brand new studios and convertibles following the (NGBS) National Green Building Standard certification. Full interior renovation of 13 units being completed in 2018 and 2019 of which 10 were completed in 2018 and the remaining units will be completed in 2019.
 - a. Three tiers of interior unit finish packages: Deluxe (white appliance package), Premium (black appliance package) and Penthouse (stainless steel package)
 - b. Interior scope includes: new cabinet door and drawer fronts; kitchen appliance package including range microwave, countertops, sink and faucet; wood vinyl flooring in kitchen and living rooms; carpet in bedrooms and custom closets with wire shelving.
 - c. Over \$700,000 of capital improvements were made in 2018 included the full interior renovation of the 13 apartments that are being completed in 2018 and 2019.
- 2) Common area renovations
 - a. New rooftop pool
 - b. New rooftop Sky Park and Sky Club
 - c. New lobby
 - d. New theatre room
 - e. New mail room
 - f. Parking garage renovation
 - g. Vanilla box for restaurant /bar on first level
 - h. New fitness center, business center, sales center and conference room
 - i. Energy efficient LED lights throughout common areas
- 3) Additional improvements
 - a. Stripping, resealing and re-caulking every window and sliding door throughout the building to increase energy efficiency
 - b. Exterior façade repair and maintenance
 - c. Exterior streetlight improvements to enhance property curb appeal and improve neighborhood safety and walkability
 - d. Upgraded fire alarm system for the entire building
 - e. New roofs on all levels
 - f. Upgraded the mechanical systems and added new mechanical systems (level 29)
 - g. Added additional landscaping including a dog park and dog wash

APPLICATION AND CERTIFICATE FOR PAYMENT

Invoice #: 1036-19

To Owner: Village Green
 800 City Apartments, LLC
 30833 Northwestern Highway, Suite 300
 Farmington Hills, MI 48334

Project: 1036- 800 City Apartments

Application No.: 19

Period To: 4/30/2017

Project No.: 1036

Contract Date: 8/15/2015

From Contractor: Brinkmann Constructors
 18850 Chesterfield Grove Rd, Ste. 100
 Chesterfield, MO 63005

Via Architect: Hartshore Plunkard, LTD

Contract For: 800 Tower City Apartments

Distribution to:
 Owner
 Architect
 Contractor

CONTRACTOR'S APPLICATION FOR PAYMENT

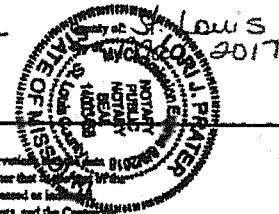
Application is made for payment, as shown below, in connection with the Contract. Construction Sheet is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information, and belief, the work covered by this Application for Payment has been completed in accordance with the Contract Documents. That all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. Original Contract Sum	\$9,407,823.00
2. Net Change By Change Order	\$4,412,953.50
3. Contract Sum To Date	\$13,820,476.50
4. Total Completed and Stored To Date	\$13,820,476.50
5. Retainage:	
a. 0.02% of Completed Work	\$0.00
b. 0.02% of Stored Material	\$0.00
Total Retainage	\$0.00
6. Total Earned Less Retainage	\$13,820,476.50
7. Less Previous Certificates For Payments	\$12,318,857.01
8. Current Payment Due	\$1,501,619.49
9. Balance To Finish, Plus Retainage	\$0.00

CONTRACTOR: Brinkmann Constructors
 By: [Signature] Date: 5/16/17
 Adam Jansen Project Manager

State of Missouri
 Subscribed and sworn to before me this 16th
 Notary Public: [Signature]
 My Commission expires: 8/19/2018



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with this Contract Documents, based on on-site observations and information comprising the above application, the Architect certifies to the Owner that, to the best of the Architect's knowledge, information, and belief, the Work has progressed as indicated and the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$1,501,619.49

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Construction Sheet that are changed to conform with the amount certified.)

ARCHITECT: [Signature]
 By: [Signature] Date: 05.30.17
 Hartshore Plunkard, LTD

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment, and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	Additions	Deductions
Total changes approved in previous months by Owner	\$3,084,122.50	\$0.00
Total Approved this Month	\$1,318,831.00	\$0.00
TOTAL	\$4,412,953.50	\$0.00
Net Changes By Change Order	\$4,412,953.50	

CONTINUATION SHEET

Application and Certificates for Payment, containing Contractor's signed certification is attached. In tabulations below, amounts are stated in the nearest dollar. Use Column I on Contracts where variable retainage for line items may apply.

Application No.: 18
 Application Date: 5/23/2017
 To: 4/30/2017
 Architect's Project No.: 1036

Invoice #: 1036-18 Contract: 1036- 888 City Apartments

A Item No.	B Description of Work	C Subtotal Value	D Work Completed		F Materials Presently Stored (Not to D or E)	G Total Completed and Stored To Date (D+E+F)	H % (G/C)	I Balance To Finish (C-G)	J Retainage
			From Previous Application (D+E)	This Period In Place					
75	Item 75	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
76	OCO #02 - Adjustment to Contract Documents	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
500	Owner Change Order #1	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
510	Owner Change Order #2	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
520	ICO #99 - July 18 Internal Adjustment	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
530	OCO #3	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
540	OCO #04	959,747.00	959,747.00	0.00	0.00	959,747.00	100.00%	0.00	0.00
550	ICO #96-September 23 Internal Adjustment	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
555	PCO #7 - Metal Sprinkler Pipe in Level 29	2,023.00	2,023.00	0.00	0.00	2,023.00	100.00%	0.00	0.00
560	PCO #8 - Escutcheon Plates on Sprinkler Heads in Corridors	12,394.00	12,394.00	0.00	0.00	12,394.00	100.00%	0.00	0.00
570	PCO #9 - Provide Domestic Granite for Level 24	6,387.00	6,387.00	0.00	0.00	6,387.00	100.00%	0.00	0.00
575	PCO #17 Additional CAT-6 Wiring in Units	8,262.00	8,262.00	0.00	0.00	8,262.00	100.00%	0.00	0.00
580	PCO #18 - Hard Hats for Village Green	435.00	435.00	0.00	0.00	435.00	100.00%	0.00	0.00
585	PCO #39 Level 1 Office Changes & Upgrades	3,033.00	3,033.00	0.00	0.00	3,033.00	100.00%	0.00	0.00
590	PCO #40 - include Renovation Units into Scope	387,823.00	387,823.00	0.00	0.00	387,823.00	100.00%	0.00	0.00
595	PCO #54 - HVAC Changes to '01 and '13 Units	34,762.00	34,762.00	0.00	0.00	34,762.00	100.00%	0.00	0.00
600	PCO #58 Additional Grounds for AT&T Closets	8,310.00	8,310.00	0.00	0.00	8,310.00	100.00%	0.00	0.00
605	PCO #60 - Add Access Control Relay for Elevator and 2 Control	1,056.00	1,056.00	0.00	0.00	1,056.00	100.00%	0.00	0.00
610	PCO #67 - Rebuilding Screen Wall at Dog Park	3,542.00	3,542.00	0.00	0.00	3,542.00	100.00%	0.00	0.00
615	PCO #43	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
620	PCO #31 - Relocation of Walls in '02 & '14 Units	2,735.00	2,735.00	0.00	0.00	2,735.00	100.00%	0.00	0.00
630	PCO #43 Revised Fire Alarm Scope of Work	403,162.00	403,162.00	0.00	0.00	403,162.00	100.00%	0.00	0.00
635	PCO #44 Additional Abatement Required in Interstitial Space	42,467.00	42,467.00	0.00	0.00	42,467.00	100.00%	0.00	0.00

CONTINUATION SHEET

Application and Certification for Payment, containing Contractor's signed certification is attached.
 In calculations below, amounts are stated to the nearest dollar.
 Use Column I on Contracts where variable retainage for line items may apply.

Application No.: 19

Application Date: 5/5/2017

To: 4/30/2017

Architect's Project No.: 1838

Invoice #: 1035-10

Contract: 1838- 808 City Apartments

A Item No.	B Description of Work	C Scheduled Value	D Work Completed		F Materials Properly Stored (Net to D or E)	G Total Completed and Stored To Date (D+E+F)	H % (G / C)	I Balance To Finish (C-G)	J Retainage
			From Previous Application (D+E)	This Period In Place					
640	PCO #48 Entry Door Slabs for Hybrid Units	5,383.00	5,383.00	0.00	0.00	5,383.00	100.00%	0.00	0.00
645	PCO #28 Added Bulkhead in Lobby Lounge	689.00	689.00	0.00	0.00	689.00	100.00%	0.00	0.00
650	GLA Design Fees	1,191.00	1,191.00	0.00	0.00	1,191.00	100.00%	0.00	0.00
660	ICO #97 - October 26 Internal Adjustment	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
670	OCO #07	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
680	OCO #08	139,928.50	139,928.50	0.00	0.00	139,928.50	100.00%	0.00	0.00
690	Owner Change Order #9	133,543.00	133,543.00	0.00	0.00	133,543.00	100.00%	0.00	0.00
700	OCO #10	175,015.00	175,015.00	0.00	0.00	175,015.00	100.00%	0.00	0.00
710	Owner Change Order #10	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
720	OCO #11	217,523.00	217,523.00	0.00	0.00	217,523.00	100.00%	0.00	0.00
730	OCO #12	148,549.00	0.00	148,549.00	0.00	148,549.00	100.00%	0.00	0.00
740	OCO #13	352,894.00	0.00	352,894.00	0.00	352,894.00	100.00%	0.00	0.00
750	OCO #14	325,729.00	0.00	325,729.00	0.00	325,729.00	100.00%	0.00	0.00
760	OCO #15	483,859.00	0.00	483,859.00	0.00	483,859.00	100.00%	0.00	0.00
770	ICO #66 - April 14 Internal Adjustment	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
1000	General Conditions	840,450.00	840,450.00	0.00	0.00	840,450.00	100.00%	0.00	0.00
1050	Surveying	2,000.00	2,000.00	0.00	0.00	2,000.00	100.00%	0.00	0.00
1055	PCO #7 - Metal Sprinkler Pipe in Level 29	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
2000	Demolition	248,987.00	248,987.00	0.00	0.00	248,987.00	100.00%	0.00	0.00
2065	Abatement	107,034.00	107,034.00	0.00	0.00	107,034.00	100.00%	0.00	0.00
2370	Construction Entrance/SWPPP	9,000.00	9,000.00	0.00	0.00	9,000.00	100.00%	0.00	0.00
2810	Irrigation	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
2820	Fencing	14,185.00	14,185.00	0.00	0.00	14,185.00	100.00%	0.00	0.00
2900	Landscaping	188,789.00	188,789.00	0.00	0.00	188,789.00	100.00%	0.00	0.00
3345	Concrete/Flatwork	191,240.00	191,240.00	0.00	0.00	191,240.00	100.00%	0.00	0.00
4210	Masonry	52,300.00	52,300.00	0.00	0.00	52,300.00	100.00%	0.00	0.00
4240	Masonry Repair/Tuckpointing	61,800.00	61,800.00	0.00	0.00	61,800.00	100.00%	0.00	0.00
5120	Structural Steel	248,508.00	248,508.00	0.00	0.00	248,508.00	100.00%	0.00	0.00
6100	Rough Carpentry Labor	5,000.00	5,000.00	0.00	0.00	5,000.00	100.00%	0.00	0.00
6110	Rough Carpentry Material	12,400.00	12,400.00	0.00	0.00	12,400.00	100.00%	0.00	0.00
6200	Finish Carpentry Material	149,281.00	149,281.00	0.00	0.00	149,281.00	100.00%	0.00	0.00

CONTINUATION SHEET

Application and Certification for Payment, containing Contractor's signed certification is attached.
 In tabulations below, amounts are stated to the nearest dollar.
 Use Column I on Contracts where variable retainage for line items may apply.

Application No.: 19
 Application Date: 5/5/2017
 To: 4/30/2017
 Architect's Project No.: 1036

Invoice #: 1036-19 Contract: 1036- 000 City Apartments

A Item No.	B Description of Work	C Scheduled Value	D Work Completed		F Materials Presently Stored (Not in D or E)	G Total Completed and Stored To Date (D+E+F)	H % (G/C)	I Balance To Finish (C-G)	J Retainage
			E From Previous Application (D+E)	F This Period In Place					
6201	Rom	215,000.00	215,000.00	0.00	0.00	215,000.00	100.00%	0.00	0.00
7100	Waterproofing	10,000.00	10,000.00	0.00	0.00	10,000.00	100.00%	0.00	0.00
7400	Sliding	71,160.00	71,160.00	0.00	0.00	71,160.00	100.00%	0.00	0.00
7500	Roofing	482,389.00	482,389.00	0.00	0.00	482,389.00	100.00%	0.00	0.00
7800	Sheet Metal	500.00	500.00	0.00	0.00	500.00	100.00%	0.00	0.00
7900	Frostopping	7,000.00	7,000.00	0.00	0.00	7,000.00	100.00%	0.00	0.00
7950	Facade Repairs	851,573.00	834,541.54	17,031.46	0.00	851,573.00	100.00%	0.00	0.00
8100	Metal Doors	171,828.00	171,828.00	0.00	0.00	171,828.00	100.00%	0.00	0.00
8200	Wood Doors	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
8300	Garage Doors	7,575.00	0.00	7,575.00	0.00	7,575.00	100.00%	0.00	0.00
8350	Translucent Glass Panels	38,884.00	38,884.00	0.00	0.00	38,884.00	100.00%	0.00	0.00
8400	Aluminum Storefronts	28,584.00	28,584.00	0.00	0.00	28,584.00	100.00%	0.00	0.00
8800	Glass Balcony Railings	540,855.00	540,855.00	0.00	0.00	540,855.00	100.00%	0.00	0.00
8850	Mirrors	53,904.00	53,904.00	0.00	0.00	53,904.00	100.00%	0.00	0.00
8920	Curtain-Wall Glazing	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
9250	Framing & Drywall	809,450.00	809,450.00	0.00	0.00	809,450.00	100.00%	0.00	0.00
9310	Flooring	197,983.00	197,983.00	0.00	0.00	197,983.00	100.00%	0.00	0.00
9900	Painting	133,981.00	133,981.00	0.00	0.00	133,981.00	100.00%	0.00	0.00
10300	Corner Guards	1,000.00	1,000.00	0.00	0.00	1,000.00	100.00%	0.00	0.00
10400	Signage	45,000.00	45,000.00	0.00	0.00	45,000.00	100.00%	0.00	0.00
10510	Lockers & Bike Racks	15,983.00	15,983.00	0.00	0.00	15,983.00	100.00%	0.00	0.00
10515	Mailboxes	18,858.00	18,858.00	0.00	0.00	18,858.00	100.00%	0.00	0.00
10520	Fire Extinguishers & Cabinets	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
10550	Fireplaces	14,853.00	14,853.00	0.00	0.00	14,853.00	100.00%	0.00	0.00
10610	Wire Shelving	7,412.00	7,412.00	0.00	0.00	7,412.00	100.00%	0.00	0.00
10800	Toilet & Bath Accessories	21,505.00	21,505.00	0.00	0.00	21,505.00	100.00%	0.00	0.00
11080	Theater Equipment	26,367.00	26,367.00	0.00	0.00	26,367.00	100.00%	0.00	0.00
11450	Appliances	188,828.00	188,828.00	0.00	0.00	188,828.00	100.00%	0.00	0.00
12500	Window Coverings	40,916.00	40,916.00	0.00	0.00	40,916.00	100.00%	0.00	0.00
12540	Cabinets	178,338.00	178,338.00	0.00	0.00	178,338.00	100.00%	0.00	0.00
12541	OCO #02 - Adjustment to Contract Documents - Cabinets	0.00	0.00	0.00	0.00	0.00	0.00%	0.00	0.00
12550	Granite Countertops	109,398.00	109,398.00	0.00	0.00	109,398.00	100.00%	0.00	0.00

CONTINUATION SHEET

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Application No.: 18
 Application Date: 5/5/2017
 To: 4/30/2017
 Architect's Project No.: 1036

Invoice #: 1036-18 Contract: 1036- 800 City Apartments

A Item No.	B Description of Work	C Scheduled Value	D Work Completed		F Materials Presently Stored (Not in D or E)	G Total Completed and Billed To Date (D+E+F)	H % (G / C)	I Balance To Finish (C-G)	J Retainage
			From Previous Applications (D+E)	This Period In Place					
12560	Kitchen Islands	38,445.00	38,445.00	0.00	0.00	38,445.00	100.00%	0.00	0.00
12570	Marble Tops	15,718.00	15,718.00	0.00	0.00	15,718.00	100.00%	0.00	0.00
12690	Entry Mat	183,654.00	183,654.00	0.00	0.00	183,654.00	100.00%	0.00	0.00
13000	Rooftop Construction and Furnishings	35,000.00	35,000.00	0.00	0.00	35,000.00	100.00%	0.00	0.00
13110	Pool	119,900.00	119,900.00	0.00	0.00	119,900.00	100.00%	0.00	0.00
14200	Elevators	74,480.00	74,480.00	0.00	0.00	74,480.00	100.00%	0.00	0.00
14800	Trash Compactor	15,000.00	15,000.00	0.00	0.00	15,000.00	100.00%	0.00	0.00
15300	Fire Suppression	119,299.00	119,299.00	0.00	0.00	119,299.00	100.00%	0.00	0.00
15400	Plumbing	848,001.00	848,001.00	0.00	0.00	848,001.00	100.00%	0.00	0.00
15800	HVAC	517,748.00	517,748.00	0.00	0.00	517,748.00	100.00%	0.00	0.00
16050	Electrical	1,085,181.00	1,085,181.00	0.00	0.00	1,085,181.00	100.00%	0.00	0.00
17150	GL Insurance	43,254.00	43,254.00	0.00	0.00	43,254.00	100.00%	0.00	0.00
17200	General Contractor - O&P	428,542.00	427,684.82	867.08	0.00	428,542.00	100.00%	0.00	0.00
17210	Pre-Construction Expense/Fee	79,883.00	79,883.00	0.00	0.00	79,883.00	100.00%	0.00	0.00
	Grand Totals	13,829,478.58	12,476,181.98	1,344,296.54	0.00	13,820,478.58	100.00%	0.00	0.00

FINAL CONDITIONAL LIEN WAIVER

To All Whom It May Concern:

Whereas, the undersigned, have been employed by 800 City Apartments, LLC to furnish General Contracting Services for the building known as 800 City Apartments. Now, therefore, know ye, that the undersigned for and in consideration of the sum of one million five hundred one thousand eight hundred nineteen and 49 / 100 (\$1,501,819.49) and other good and valuable considerations, upon receipt of, do here by waive and release any and all lien, and claim or right to lien on said above described building and premises under the Statutes of the State of Kentucky relating to Mechanics' Liens, on account of labor or materials, or both, furnished by the undersigned to aforesaid purchaser for said building and premises.

Provided further, this release shall not become effective until all checks given as part of the consideration hereof, shall have been honored and paid in full.

R.G. BRINKMANN COMPANY

By: *[Signature]*

STATE OF MISSOURI)

)SS

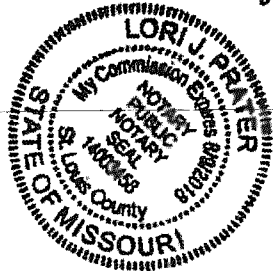
COUNTY OF ST. LOUIS)

Subscribed and sworn to before me this 16th day of May, 2017

[Signature]
(Notary Public)

My Commission Expires:

8/9/2018





CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
12/29/2017

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Commercial Lines - (248) 353-5800 USI Insurance Services National, Inc. 4000 Town Center, Suite 800 Southfield, MI 48075	CONTACT NAME: T.J. Murphy PHONE (A/C No., Ext.): 248-948-5643 FAX (A/C, No.): 866-773-5070 E-MAIL ADDRESS: thomas.murphy3@wellsfargo.com														
INSURED City Club Apartments LLC 31700 Middlebelt Road Suite 140 Farmington Hills, MI, 48334	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">INSURER(S) AFFORDING COVERAGE</th> <th style="text-align: center;">NAIC #</th> </tr> <tr> <td>INSURER A: Security National Insurance Company.</td> <td style="text-align: center;">19879</td> </tr> <tr> <td>INSURER B:</td> <td></td> </tr> <tr> <td>INSURER C:</td> <td></td> </tr> <tr> <td>INSURER D:</td> <td></td> </tr> <tr> <td>INSURER E:</td> <td></td> </tr> <tr> <td>INSURER F:</td> <td></td> </tr> </table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A: Security National Insurance Company.	19879	INSURER B:		INSURER C:		INSURER D:		INSURER E:		INSURER F:	
INSURER(S) AFFORDING COVERAGE	NAIC #														
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INSURER B:															
INSURER C:															
INSURER D:															
INSURER E:															
INSURER F:															

COVERAGES **CERTIFICATE NUMBER: 12560083** **REVISION NUMBER: See below**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

POLICY LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input checked="" type="checkbox"/> LOC OTHER:	SPP1110810 - 01	11/30/2017	11/30/2018	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (EA occurrence) \$ 300,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COM/OP AGG \$ 1,000,000 \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY				COMBINED SINGLE LIMIT (Per accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$				EACH OCCURRENCE \$ AGGREGATE \$ \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> Y/N If yes, describe under DESCRIPTION OF OPERATIONS below	N/A			PER STATUTE OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Named Insured 800 City Apartments, LLC
 Location: 800 S 4th Street Louisville, KY 40203

Louisville/Jefferson County Metro Government, its elected and appointed officials, employees, agents and successors are included as Additional Insured when required by written contract with respects to General Liability.

30 days notice of cancellation will be given.

CERTIFICATE HOLDER Louisville/Jefferson County Metro Government Finance Department, Risk Management Division 611 West Jefferson Street Louisville, KY 40202	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE
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