

Memorandum

To: The City Council of the City of Kansas City, Missouri

From: Christopher Frantze, Partner; Mark McDermed, Associate; Maddy Musson, Associate

Re: Pre-Hearing Memorandum Addressing Criteria for Establishment of Chouteau Crossings Community Improvement District Pursuant to Sec. 74-303(c), Kansas City, Missouri Code of Ordinances

Date: May 13, 2026

This memorandum is submitted on behalf of WWW Crossings LLC, a Delaware limited liability company (the “**Petitioner**”) in connection with the Petition for the Creation of Chouteau Crossings Community Improvement District (the “**District**”) in the City of Kansas City, Missouri (the “**City**”), as attached hereto as **Exhibit A** (the “**Petition**”). This memorandum is provided pursuant to Section 74-303(c) of the Kansas City, Missouri Code of Ordinances (the “**City Code**”), which requires that, prior to the public hearing to establish a proposed community improvement district (a “**CID**”), petitioners or their representatives shall provide a detailed letter or memorandum to City Council addressing the criteria contained in Section 74-303 of the City Code.

The proposed District comprises approximately 6.895 acres of real property and is located south of Interstate 35 and east of NE Chouteau Trafficway in the City. The Petitioner seeks to establish the District as a political subdivision of the State of Missouri under Sections 67.1401 to 67.1571 RSMo (the “**CID Act**”), for a term of eighteen (18) years following the effective date of the ordinance establishing the District.

The Petitioner additionally seeks a determination that the District constitutes a blighted area pursuant to Section 67.1421.2(3)(i) of the CID Act and Section 74-302 of the City Code, thereby authorizing the District to exercise the additional powers set forth in Section 67.1461.2 of the CID Act. Accordingly, this memorandum addresses both the general criteria for establishment of a CID under Section 74-303(a) of the City Code and the additional criteria applicable to CIDs seeking blight-related powers under Section 74-303(b) of the City Code.

I. Criteria for Establishment of a CID Under Section 74-303(a) of the City Code

Section 74-303(a) of the City Code provides that, prior to approving a petition to establish a CID, City Council shall consider, among other things, the criteria enumerated in subsections (a)(1) through (a)(5). Each criterion is addressed in turn below.

A. Alignment with City Goals

Section 74-303(a)(1) of the City Code requires the City Council to consider alignment with City goals expressed in the City’s comprehensive plan, area plans, and economic development policies.

The establishment of the District is consistent with the following goals of the City's comprehensive plan, the KC Spirit Playbook (the "**Playbook**"):

- Diversity and Opportunity. The Playbook defines this goal as: "Ensure the built environment strives to eliminate disparities, embrace diversity, and create economic opportunity." The proposed District will create economic opportunity by filling a large vacancy and returning an operating grocery store to the District, restoring employment opportunities and consumer access to food within the surrounding area.
- Strong and Accessible Neighborhoods. The Playbook defines this goal as: "Create strong and desirable neighborhoods and ensure housing choice and affordability." The proposed District will strengthen the surrounding residential area by restoring a key neighborhood asset: an operating grocery store.
- Connected City. The Playbook defines this goal as: "Increase mobility options and create a more connected city." The proposed District will create a more connected city by repairing and replacing parking facilities and internal drives to provide safe vehicular and pedestrian conditions within the District and the surrounding transportation network.

In addition to the Playbook, the proposed District is consistent with the following vision statements and policy directives of the Briarcliff-Winwood Area Plan (the "**Area Plan**"):

- Revitalize Existing Commercial Corridors. The Area Plan defines this directive as: "Target economic incentives to priority zones to assist with higher costs and challenges associated with revitalizing and redeveloping aging or obsolete commercial sites." The proposed District will revitalize existing commercial corridors by restoring the District from a state of vacancy and disrepair.
- Encourage Economic Development. The Area Plan defines this vision statement as: "Encourage economic development by attracting, retaining, and supporting business." The proposed District will encourage economic development by returning commercial activity and employment to the District and supporting ongoing retail operations through the remediation of deteriorated infrastructure.
- Promote Stable Neighborhoods and Neighborhood Identity. The Area Plan defines this directive as: "Promote stable neighborhoods that build on the excitement of many cultures and that attract high quality new development in strategic locations" and "[a]ggressively target property maintenance and code enforcement issues." The proposed District will promote stable neighborhoods by restoring active oversight and maintenance of the property and decreasing the potential for code violations, illegal activities, and urban decline commonly resulting from vacant properties.

Finally, the proposed District is consistent with the following policy areas of the Comprehensive Economic Development Strategy (the "**CEDS**"), developed by the Mid-America Regional Council:

- Business. The CEDS defines this policy area as: "Strengthen the region's economy by focusing on steps to support robust and emerging traded sectors, including efforts to enable existing businesses to grow and for the region to attract new firms. Encourage steps to increase the region's economic position relative to the nation and peer metros." The proposed District will strengthen the regional economy by reestablishing an operating grocery store within its boundaries and supporting local business growth.

- People. The CEDS defines this policy as: “Build a skilled workforce designed to meet the needs of business and to create economic opportunity for residents. Ensure that the region can develop, attract and retain the talent needed to increase the region’s place of innovation and sustain inclusive growth.” By returning an operating grocery store to the District, the proposed District will generate employment opportunities that strengthen the local workforce.
- Place. The CEDS defines this policy area as: “Invest in vital infrastructure to support economic growth, create vibrant places, a resilient region and increase access to opportunity.” The proposed District will provide for substantial additional capital investment in the grocery store and parking facilities, creating a vibrant commercial destination that strengthens regional resilience.

B. Community Benefits

Section 74-303(a)(2) of the City Code requires the City Council to consider the benefits to the community, with a stated preference for petitions that allocate at least ten percent (10%) of the CID’s total project sales tax revenues toward community benefits and services, including blight remediation.

The District sales tax revenues will be used to reimburse EM Real Estate LLC, a Missouri limited liability company, for the cost of renovations that will benefit the public by:

- Repairing and replacing the parking facilities and internal drives to provide for safe vehicular and pedestrian conditions;
- Combating economic uncertainty and returning an operating grocery store to the District to be utilized by the public; and
- Decreasing the potential for code violations, illegal activities, and urban decline commonly resulting from vacant properties.

Total anticipated District sales tax revenue over the proposed 18-year term is estimated at approximately \$7,237,362.00. Of that amount, approximately \$7,057,362 (representing 97% of total projected District sales tax revenues) will be allocated toward community benefits and services, including reimbursement for renovation expenses.

C. Existing CIDs Within the Proposed Boundaries

Section 74-303(a)(3) of the City Code requires the City Council to consider whether there are any existing CIDs within the boundaries of the proposed CID and if such existing CIDs support the establishment of the proposed CID as evidenced by a letter or similar evidence of support.

To the best of Petitioner’s knowledge and based upon a review of City records, there are no existing CIDs within the boundaries of the proposed District.

D. Tax Rate Analysis

Section 74-303(a)(4) of the City Code requires the City Council to consider the current tax rate and a breakdown of taxes being imposed within the proposed CID boundaries, how the proposed overall tax rate compares to neighboring cities in Missouri, and any impact on the City’s ability to impose additional taxes.

The proposed District sales tax rate is one percent (1%). The District is located in Clay County, so the total combined sales tax rate within the proposed District boundaries following establishment of the District would be approximately 10.975%.

Comparison of Neighboring Cities in Missouri

City	Combined Sales Tax Rate	State Tax	County Tax	City Tax
Kansas City	8.850%	4.225%	1.375% (Jackson)	3.250%
Kansas City	9.975%	4.225%	2.500% (Clay)	3.250%
Gladstone	9.725%	4.225%	2.500%	3.000%
Liberty	11.100%	4.225%	2.500%	4.375%
Independence	8.480%	4.225%	1.375%	2.880%

To the Petitioner's knowledge, the establishment of the proposed District and the imposition of the District sales tax is not expected to have any adverse impact on the City's ability to impose additional taxes.

E. Term of the District

Section 74-303(a)(5) of the City Code requires the City Council to consider whether a shorter term is desirable based upon the nature of improvements and services and the projected budget.

Under Section 67.1481 of the CID Act, a CID's term may not exceed twenty-seven (27) years. Here, Petitioner proposes a term of eighteen (18) years for the District, which is less than the statutory maximum and is the minimum duration reasonably required to accomplish the District's purposes.

The District's renovation of the former Sun Fresh Market and associated parking facilities is a capital-intensive project addressing significant blighting conditions, including vacancy, economic deterioration, and dilapidated pavement. Based on anticipated revenues, the District is not expected to fully reimburse the construction budget until approximately year sixteen, not accounting for reasonable costs incurred in the operation of the CID or other reimbursable expenses expressly contemplated by the Five Year Plan. The remaining two years provide a necessary cushion to account for potential revenue shortfalls due to economic downturns, delays in occupancy, ongoing administrative costs, and future maintenance and capital expenditures needed to sustain the physical improvements. A shorter term would risk leaving the investment unreimbursed and potentially allow the blighting conditions to reemerge.

II. Additional Criteria for Establishment of a CID Seeking Blight-Related Powers Under Section 74-303(b) of the City Code

Section 74-303(b) of the City Code provides that, prior to approving a petition to establish a CID with additional powers under Section 67.1461.2, RSMo, related to blighted areas, the City Council shall consider, among other things, the criteria enumerated in subsections (b)(1) through (b)(3). Each criterion is addressed in turn below.

A. Prioritization of Exterior and Public Improvements

Section 74-303(b)(1) requires the City Council to consider whether the completion of exterior improvements and public improvements is prioritized above all other improvements.

The District's proposed renovations include improvements to the façade of the previous Sun Fresh Market and a complete repair and repaving of the parking facilities, including demolition and replacement of deteriorated portions of the same. The deteriorated condition of the parking facilities creates a hazard to vehicles and pedestrians and impedes emergency access and proper traffic circulation. As such, the renovation will prioritize repairing and replacing the parking facilities and internal drives to provide safe vehicular and pedestrian conditions, as such prioritization is more fully described in Exhibit B-2 and B-3 to the Petition.

B. Petitioner's Ownership at Time of Blight

Section 74-303(b)(2) requires the City Council to consider whether any petitioner was the owner of property within the proposed CID boundaries at such time as the blighting factors and conditions might reasonably have been determined to first occur and remain unabated.

Petitioner acknowledges that it was the owner of the property at the time the blighting factors and conditions first arose. However, the economic blighting conditions are primarily attributable to the Sun Fresh Market's closure and departure, not to any act or omission of Petitioner and routine maintenance and upkeep were performed on the real property and improvements within the District during the five years preceding the filing. That routine maintenance was consistent with ordinary standards of property upkeep and did not constitute neglect or willful disregard of the property. The gradual physical deterioration of the property could not have been prevented absent a substantial capital outlay for rehabilitation, renovation, or reconstruction of the structural, mechanical, and infrastructure systems. Sun Fresh Market closed for business during the first quarter of 2026 and vacated the building. This closure triggered the vacancy, potential for deferred maintenance and reduced oversight, and increased susceptibility to structural decline, code violations, and illegal activity that now constitute the blighting conditions. Although Petitioner held title throughout this period, the loss of Sun Fresh Market, an event driven by Sun Fresh Market's independent business decision, alongside the gradual deterioration of property that could not be prevented absent a significant and non-routine outlay of capital costs, were the predominant causes of the blighting conditions and out of the reasonable control of the Petitioner.

With respect to the deteriorated condition of the parking facilities, asphalt cracking, crumbling, and uneven surfaces are conditions consistent with the ordinary wear of paved surfaces during an extended period of active commercial use rather than owner neglect. However, the cumulative deterioration has now risen to a level requiring capital improvements that exceed the scope of ordinary upkeep. Additionally, the costs associated with re-opening a vacant grocery store are such that it would be economically infeasible without a public-private partnership such as the CID requested by the Petition. Rather than allowing these conditions to persist, Petitioner has filed the Petition proposing a complete renovation and anticipates commencing construction upon approval and formation of the District.

C. Public Revenue Funding of Interior Remediation

Section 74-303(b)(3) requires the City Council to consider whether more than twenty-five percent (25%) of the costs of remediation of blighting conditions located on the interior of any private property shall be funded by public revenues.

The proposed District seeks to use public revenue to facilitate the renovation of the grocery store and parking facilities and for any other purposes permitted by the CID Act.

The total estimated remediation costs are approximately \$4,370,000, all of which are anticipated to be CID eligible—however, the Developer is proposing a \$3,000,000 cap on total CID cost reimbursements (the “**CID Cap**”). The total estimated cost of the project can be attributed to the following categories (the “**Total Project Cost**”):

- Exterior improvements and public improvements: \$300,000
- Exterior Façade: \$200,000
- Interior remediation and structure repairs of private property: \$3,390,000
- Professional Services: \$480,000

Of the Total Project Cost, \$300,000 of parking / public improvements and \$200,000 of exterior façade work will first be reimbursed from the CID Cap, as more fully described by Exhibit B-3 to the Petition. The remaining \$2,500,000 of costs available under the CID Cap will then be reimbursed for costs attributed to interior demolition, remediation, and repair, as and if such additional CID revenues become available for interior improvements.

Accordingly, public revenues are anticipated to fund approximately 57% of the Total Project Costs attributable to interior demolition, remediation, and repair.

III. Conclusion

For the reasons set forth above, the Chouteau Crossings Community Improvement District satisfies the criteria set forth in Section 74-303(a) and Section 74-303(b) of the City Code. The Petitioner respectfully requests that the City Council proceed with the public hearing and approve the Petition for the creation of the District.



EXHIBIT A

**PETITION FOR THE CREATION OF CHOUTEAU CROSSINGS COMMUNITY
IMPROVEMENT DISTRICT**

[Inserted on the Following Page]

**PETITION FOR THE CREATION
OF
CHOUTEAU CROSSINGS COMMUNITY IMPROVEMENT DISTRICT
CITY OF KANSAS CITY, MISSOURI**

May 13, 2026

**PETITION FOR THE CREATION OF
CHOUTEAU CROSSINGS COMMUNITY IMPROVEMENT DISTRICT**

To the Mayor and City Council of the City of Kansas City, Missouri:

The undersigned real property owner (the "Petitioner"), being the owner of

- (1) more than fifty percent (50%) by assessed value of the real property; and
- (2) more than fifty percent (50%) per capita of all owners of real property

within the boundaries of the hereinafter described community improvement district, does hereby petition and request that the City Council of the City of Kansas City, Missouri create a community improvement district as described herein under the authority of Sections 67.1401 to 67.1571, RSMo (the "CID Act"). In support of this Petition, the Petitioner sets forth the following information in compliance with the CID Act:

1. District Name. The name for the proposed community improvement district ("CID" or "District") is:

Chouteau Crossings Community Improvement District.

2. Legal Description and Map. A legal description and boundary map of the proposed District are attached hereto as **Exhibit A-1**. The proposed district comprises approximately 6.895 acres and is located entirely within the City of Kansas City, Missouri. The owner of the real property within the District is set forth in **Exhibit A-2** attached hereto.

3. Five-Year Plan. A five-year plan as required by the CID Act is attached hereto as **Exhibit B-1** (the "Five Year Plan").

4. Form of District. The proposed district will be established as a political subdivision of the State of Missouri under the CID Act.

5. Board of Directors.

- a. Number. The District shall be governed by a Board of Directors (the "Board") consisting of five (5) members, who shall be appointed by the municipality in accordance with this Petition.

- b. Qualifications. Each Member of the Board ("Director") shall meet the following requirements:

- (1) Because there are no registered voters in the district as of the date of this Petition, at least one Director shall be elected to the Board pursuant to the requirements of Section 67.1451.2(3) of the CID Act (the "Disinterested Director"). Each Director shall meet the following requirements:

- i. be at least 18 years of age;

- ii. be and must declare to be either an owner of real property within the District ("Owner") or an authorized representative of an Owner, an owner of a business operating within the District ("Operator") or an authorized representative of such Operator, or a registered voter residing within the District, as provided in the CID Act;
 - iii. be and have been a resident of the State of Missouri for at least one year immediately preceding the date upon which he or she takes office in accordance with Article VII, Section 8 of the Missouri Constitution; and
 - iv. except for the initial directors named in this Petition, be nominated according to a slate submitted as described in this Petition.
- (2) The Disinterested Director shall meet the following requirements set forth in Section 67.1451.2(3) of the CID Act at all times when the requirements of Section 67.1451.2(3) of the CID Act are applicable:
 - i. reside within the municipality that established the district;
 - ii. be qualified and registered to vote under chapter 115 according to the records of the election authority as of the thirtieth day prior to the date of the applicable election;
 - iii. have no financial interest in any real property or business operating within the district; and
 - iv. not be a relative within the second degree of consanguinity or affinity to an owner of real property or a business operating in the district.
- c. Initial Directors. The initial directors ("Initial Directors") and their respective terms shall be as follows:
 - (1) Helen Turley – four (4) year term.
 - (2) Anthony Estrada – four (4) year term.
 - (3) Yasser Shalabi – two (2) year term.
 - (4) Arshad M. Alshalabi – two (2) year term.
 - (5) Yasser Shalabi – two (2) year term (the Disinterested Director).
- d. Terms. Each Initial Director named above shall serve for the term set forth opposite his/her name or until his/her successor is appointed in accordance with this Petition. Each successive Director (a "Successor Director") shall serve a four (4) year term or until his/her successor is appointed in accordance with this Petition. If, for any

reason, a Director is not able to serve his/her term, the remaining Directors shall elect an Interim Director to fill the vacancy of the unexpired term.

Notwithstanding anything to the contrary, any Director's failure to meet the qualification requirements set forth above, either in a Director's individual capacity or in a Director's representative capacity, shall constitute cause for the Board to take appropriate action to remove said Director.

- e. Successor Directors. Successor Directors shall be appointed by the Mayor with the consent of the City Council by resolution according to a slate submitted by the District to the City of Kansas City, Missouri's City Clerk (the "City Clerk"), as provided below. The City Clerk shall deliver the slate to the Mayor and the City Council upon receipt.

Following submission of the slate to the City Clerk:

- (1) the Mayor shall appoint the Successor Directors according to the slate submitted, and the City Council shall consent by resolution to the appointment; or
- (2) the Mayor, or the City Council, may reject the slate submitted and request that the District submit an alternate slate.

If an alternate slate is requested, the District shall submit an alternate slate to the City Clerk. The City Clerk shall deliver the alternate slate to the Mayor and the City Council. Following submission of the alternate slate to the City Clerk:

- (1) the Mayor shall appoint the Successor Directors according to the alternate slate submitted, and the City Council shall consent by resolution to the appointment; or
- (2) the Mayor, or the City Council, may reject the alternate slate submitted and request that the District submit another alternate slate.

The procedure described above shall continue until the Successor Directors are appointed or deemed to be appointed by the Mayor with the consent of the City Council.

6. Assessed Value. The total assessed value of all real property in the District, as reported by the Clay County, Missouri Assessor's Office as of the date of this Petition, is \$1,588,320. The official total assessed valuation for the District may change by the time the District is created. Petitioner owns real property within the District currently assessed at \$1,588,320, representing 100% of the assessed value of all real property within the District. The total assessed value of all real property located in the District for each of the five immediately preceding tax years is as attached hereto as Exhibit A-3.
7. Blight Determination. Pursuant to that certain Blight Study for the Chouteau Crossings Community Improvement District, dated as of May 13, 2026, Petitioners are seeking a

determination that the District is a blighted area pursuant to Section 67.1421.2(3)(i) RSMo and Sec. 74-302 of the Kansas City, Missouri Code of Ordinances. In order to permit the District to expend its revenues or loan its revenues pursuant to a contract entered into in accordance with Section 67.1461.2(2), RSMo, Petitioner further requests the City Council determine that the use of District revenues as described herein and pursuant to contracts with private property owners to finance the demolition, removal, renovation, reconstruction or rehabilitation of buildings and structures owned by such private property owners within the District is reasonably anticipated to remediate the blighting conditions within the District and will serve a public purpose. A proposed construction budget and proposed construction timeline are attached hereto as **Exhibits B-2** and **B-3**, respectively.

8. **Duration of District.** The District will continue to exist and function for a period of eighteen (18) years following the effective date of the ordinance establishing the District.
9. **Real Property and Business License Taxes.** The District will not have the power to levy a real property tax or impose business license taxes.
10. **Special Assessments.** The District will not have the power to impose special assessments.
11. **Sales Tax.** Qualified voters of the District may be asked to approve a sales tax of up to one percent (1%) ("**District Sales Tax**"), in accordance with the CID Act, to fund certain improvements within the District and/or to pay the costs of services provided by the District. If approved, the District Sales Tax is contemplated to be imposed upon retail sales within the District for a period of 18 years. Additional details about the estimated District Sales Tax are set forth in the Five Year Plan in **Exhibit B-1** attached to this Petition.
12. **Borrowing Limits.** Petitioner does not seek limitations on the borrowing capacity of the District.
13. **Revenue Limits.** Petitioner does not seek limitations on the revenue generation of the District.
14. **Authority Limits.** Petitioner does not seek limitations on the authority or powers of the District, except as set forth in this Petition.
15. **Audit.** The City Auditor shall have the right to examine or audit the records of the District and shall require that the District make such records available to the City Auditor within ten (10) days after a written request for the same is made.
16. **Public Benefits.** Petitioner estimates the total revenue generated by the District to be used for benefits to the public is Three Million Dollars and 00/100 Dollars (\$3,000,000.00), subject to interest at the lesser of (a) 8% or (b) the Wall Street Journal Prime Rate plus 2%. Such benefits to the public include (a) repairing and replacing the Parking Facilities and interior drives to provide for safe vehicular and pedestrian conditions; (b) combating economic uncertainty and returning an operating Grocery Store to the District to be utilized by the public; and (c) decreasing the potential for code violations, illegal activities, and urban decline commonly resulting from vacant properties

17. Revocation of Signatures. THE PETITIONER ACKNOWLEDGES THAT THE SIGNATURE OF THE SIGNER OF THIS PETITION MAY NOT BE WITHDRAWN FROM THIS PETITION LATER THAN SEVEN (7) DAYS AFTER THE FILING HEREOF WITH THE CITY CLERK. IN THE EVENT THAT THE DISTRICT IS ESTABLISHED, A PROPERTY OWNER HAS THE RIGHT TO INITIATE A PETITION TO TERMINATE AS PROVIDED BY SECTION 67.1481, RSMO.

WHEREFORE, Petitioner respectfully requests that the City Council establish the requested Chouteau Crossings Community Improvement District in accordance with the information set forth in this Petition and that the Mayor appoint and the City Council consent to the proposed members for the Board of Directors as set forth in this Petition, and take all other appropriate and necessary action that is consistent with the CID Act to establish the requested district.

**EXECUTION PAGE FOR PETITION FOR THE CREATION OF
CHOUTEAU CROSSINGS COMMUNITY IMPROVEMENT DISTRICT**

Name of owner: WWW CROSSINGS LLC, a Delaware limited liability company
Owner's telephone number: (619) 616-1154
Owner's address: 4520 Main St., Ste. 1000, Kansas City, MO 64111
Owner's local mailing address: 4520 Main St., Ste. 1000, Kansas City, MO 64111
IF SIGNER IS DIFFERENT FROM OWNER:

Name of signer:	<u>Phil Nguyen</u>
State basis of legal authority to sign:	<u>Managing Member of Owner</u>
Signer's telephone number:	<u>(619) 616-1154</u>
Signer's mailing address:	<u>4520 Main St., Ste. 1000, Kansas City, MO 64111</u>

If owner is not an individual, state what type of entity (Mark Applicable Box):

☐	Corporation	☐	General Partnership
☐	Limited Partnership	☒	Limited Liability Company
☐	Partnership	☐	Urban Redevelopment Corporation
☐	Not-for-Profit Corporation	☐	Other

Map and parcel number(s): 18106001700900

Total Assessed value: \$1,588,320.

By executing this Petition, the undersigned represents and warrants that he is authorized to execute this Petition on behalf of the property owner named immediately below.

Date: 3/9/2026

WWW CROSSINGS LLC,
a Delaware limited liability company

By: 
Phil Nguyen, Managing Member

STATE OF MISSOURI)
) ss:
COUNTY OF _____)

On this _____ day of _____, 2026, before me appeared Phil Nguyen, to me personally known, who, being by me duly sworn did say that he is the Managing Member of WWW Crossings LLC, a Delaware limited liability company, and that said instrument was signed on behalf of said limited liability company, and said limited liability company acknowledged said instrument to be the free act and deed of said entity.

WITNESS my hand and official seal this _____ day of _____, 2026.

My Commission Expires: _____

Notary Public

*SEE
ATTACHED
CERTIFICATE*

CALIFORNIA ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of

San Diego

On March 9, 2026

Date

before me,

Emilio Jose Alvarenga, Notary Public

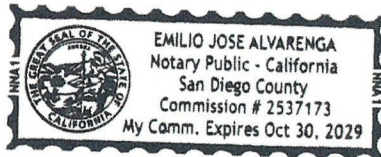
Here Insert Name and Title of the Officer

personally appeared

Phil Nguyen

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

[Signature]

Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer is Representing: _____

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer is Representing: _____

EXHIBIT A-1

LEGAL DESCRIPTION OF THE DISTRICT

Lot 1A, CHOUTEAU CROSSINGS REPLAT, a subdivision in the City of Kansas City, Clay County, Missouri

MAP OF THE DISTRICT



EXHIBIT A-2

PROPERTY OWNER WITHIN DISTRICT

Owner	Parcel	Legal Description	Street Address
WWW Crossings LLC, a Delaware limited liability company	18106001700900	Lot 1A, CHOUTEAU CROSSINGS REPLAT, a subdivision in the City of Kansas City, Clay County, Missouri.	4357 NE CHOUTEAU TRFY, KANSAS CITY, MO 64117

EXHIBIT A-3

**ASSESSED VALUE OF THE DISTRICT FOR FIVE IMMEDIATELY PRECEDING TAX
YEARS**

Map and parcel number(s):	18106001700900
2025 Total Assessed Value:	\$1,588,320.
2024 Total Assessed Value:	\$1,392,190.
2023 Total Assessed Value:	\$1,392,190.
2022 Total Assessed Value:	\$1,351,680.
2021 Total Assessed Value:	\$1,351,680.

EXHIBIT B-1

FIVE YEAR PLAN

1. Purpose

The purposes of the CID are to facilitate the Renovation of the Grocery Store and Parking Facilities (hereinafter defined) and for any other purposes permitted by the CID Act. There have been no capital maintenance outlays for the real property and improvements within the District during the five years preceding submission of this Petition (apart from routine maintenance and upkeep, which included servicing HVAC and refrigeration systems, plumbing and grease traps, electrical and lighting, flooring, fire and life safety systems, pest control, roofing, parking lot upkeep, and equipment such as checkout systems and automatic doors).

2. Anticipated Sources of Funds and Expenditures.

CID Year	Anticipated Revenue	Estimated Expenditures
1	Sales Tax: \$338,000	Administrative Expenses: \$10,000 Reimbursement for Renovation Expenses: \$328,000
2	Sales Tax: \$344,760	Administrative Expenses: \$10,000 Reimbursement for Renovation Expenses: \$334,760
3	Sales Tax: \$351,655	Administrative Expenses: \$10,000 Reimbursement for Renovation Expenses: \$341,655
4	Sales Tax: \$358,688	Administrative Expenses: \$10,000 Reimbursement for Renovation Expenses: \$348,688
5	Sales Tax: \$365,862	Administrative Expenses: \$10,000 Reimbursement for Renovation Expenses: \$355,862

3. Services and Improvements

All CID revenue (i.e., the proceeds of the District Sales Tax, which such District Sales Tax is anticipated to be imposed on retail sales within the District for a period of 18 years) will be used as follows:

- 1) Pay reasonable costs incurred in the operation of the CID, including insurance and audit costs, and the City of Kansas City, Missouri's annual CID reimbursement fee; and
- 2) Reimburse EM Real Estate LLC, a Missouri limited liability company, for a portion of all reasonable or necessary costs incurred in connection with the Renovation, including without limitation:
 - a. Professional service costs, including, but not limited to, architectural, engineering, legal, marketing, financial, planning or special services;
 - b. Costs of rehabilitation, reconstruction, or repair or remodeling of existing buildings and fixtures, including the Grocery Store and Parking Facilities;

- c. Costs of construction of public works or improvements;
- d. Interest on any obligations accruing during the estimated period of construction of the Renovation and for not more than eighteen months thereafter; and
- e. The specific costs identified in the proposed construction budget attached hereto as **Exhibit B-2**, subject to a proposed \$3,000,000 cap on total CID cost reimbursements (the "**CID Cap**"), which such CID Cap shall, as an addition, include interest calculated at the lesser of (a) 8%; or (b) the Wall Street Journal Prime Rate plus 2%.

3) Payment or reimbursement of any other costs or expenses permitted by the CID Act.

As used herein, the "Grocery Store" means the former Sun Fresh Market located within the District and the "Parking Facilities" means all existing parking and internal drive facilities located within the District. As used herein, the "**Renovation**" means substantial additional capital investment in the Grocery Store, consisting of a complete interior renovation (including interior demolition of certain walls, shelving, and previous grocery store infrastructure) and build out of the existing building, improvements to the façade of same, and a complete repair and repaving of the Parking Facilities (including demolition and replacement of deteriorated portions of the Parking Facilities).

As described herein, the Grocery Store and Parking Facilities located within the proposed District are in a state of vacancy and disrepair. The deteriorated condition of the paved parking areas and internal drives within the District constitute an insanitary and unsafe conditions. The dilapidated pavement creates a hazard to vehicles and pedestrians, increasing the risk of accidents, property damage, and injury. Furthermore, the degraded surface impedes emergency access and proper traffic circulation, further compromising public safety. The Grocery Store located within the District closed for business in 2026 and the previous grocery operator vacated the building. This closure has resulted in a large vacancy for the District, resulting in the potential for deferred maintenance and reduced oversight. Further, this closure is evidence of economic deterioration, because it reflects sustained financial instability and an inability to maintain viable operations. Since vacant or underperforming properties are more susceptible to structural decline, code violations, and illegal activity, there is an increased risk of insanitary or unsafe conditions in the absence of redevelopment.

The Renovation described herein will address each of these issues and benefit the public by (a) repairing and replacing the Parking Facilities and interior drives to provide for safe vehicular and pedestrian conditions; (b) combat economic uncertainty and return an operating Grocery Store to the District to be utilized by the public; and (c) decrease the potential for code violations, illegal activities, and urban decline commonly resulting from vacant properties.

EXHIBIT B-2

PROPOSED CONSTRUCTION BUDGET

Project Budget				
Scope	Interior or Exterior Component	Blighting Factor Remediated	Price / Estimate	CID Eligible
Electrical	Interior	Deterioration of Site Improvements	\$ 170,000	\$ 170,000
Flooring, Ceiling, Paint	Interior	Deterioration of Site Improvements	\$ 390,000	\$ 390,000
Exterior Façade	Exterior	Deterioration of Site Improvements	\$ 200,000	\$ 200,000
Structure Repairs	Exterior & Interior (including interior demo)	Deterioration of Site Improvements	\$ 240,000	\$ 240,000
FF&E (Other Improvement)	Interior	Deterioration of Site Improvements	\$ 2,100,000	\$ 2,100,000
Plumbing (Other Improvement)	Interior	Deterioration of Site Improvements	\$ 110,000	\$ 110,000
HVAC (Other Improvement)	Interior	Deterioration of Site Improvements	\$ 240,000	\$ 240,000
Parking Lot / Drives (Exterior Improvement)	Exterior	Insanitary or Unsafe Conditions	\$ 300,000	\$ 300,000
Interior Décor (Other Improvement)	Interior	Deterioration of Site Improvements	\$ 140,000	\$ 140,000
Professional Services - Legal	Interior & Exterior	Deterioration of Site Improvements	\$ 100,000	\$ 100,000
Professional Services - Engineering	Interior & Exterior	Deterioration of Site Improvements	\$ 380,000	\$ 380,000
Totals			\$ 4,370,000	\$ 4,370,000

Note: the above “CID Eligible” costs are anticipated to be subject to the \$3,000,000 CID Cap described in **Exhibit B-1** above.

EXHIBIT B-3

PROPOSED CONSTRUCTION TIMELINE

The Developer of the Renovation is prepared to commence construction upon approval and formation of the District and anticipates completing all contemplated demolition and improvements within 6 to 12 months thereafter. The Developer will begin the Parking Lot and Exterior Façade improvements immediately upon District formation, and these exterior improvements will be prioritized as compared to other, interior improvements. Developer will submit reimbursement requests from CID Revenues for the Parking Lot and Exterior Façade improvements first and request priority payment for same. If CID Revenue is not generated in an amount sufficient to address interior improvements, then those costs will not be reimbursed or shall only be partially reimbursed.

Project Timeline			
Scope	Estimated Commencement	Estimated Completion	Remediation of Blighting Factor
Electrical	Upon District formation	Approx. 6 months following commencement	Upon completion; approximately 6 months following commencement
Flooring, Ceiling, Paint	Upon District formation	Approx. 6 months following commencement	Upon completion; approximately 6 months following commencement
Exterior Façade	Upon District formation	Approx. 6 months following commencement	Upon completion; approximately 6 months following commencement
Structure Repairs	Upon District formation	Approx. 12 months following commencement	Upon completion; approximately 12 months following commencement
FF&E (Other Improvement)	Upon District formation	Approx. 12 months following commencement	Upon completion; approximately 12 months following commencement
Plumbing (Other Improvement)	Upon District formation	Approx. 6 months following commencement	Upon completion; approximately 6 months following commencement
HVAC (Other Improvement)	Upon District formation	Approx. 12 months following commencement	Upon completion; approximately 12 months following commencement
Parking Lot / Drives (Exterior Improvement)	Upon District formation	Approx. 6 months following commencement	Upon completion; approximately 6 months following commencement
Interior Décor (Other Improvement)	Upon District formation	Approx. 12 months following commencement	Upon completion; approximately 12 months following commencement