

January 8, 2008

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VIA HAND DELIVERY

Zoning Commission of the
District of Columbia
441 4th Street, N.W.
Suite 210
Washington, D.C. 20001

Re: Minor Modifications to the Approved Architectural Plans in
Zoning Commission Order No. 06-46
Zoning Commission Case No. 06-46A

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Dear Members of the Zoning Commission:

On behalf of MR BP Office #1 LLC, MR BP Residential #1A LLC, MR BP Residential #1B LLC and MR BP Hotel #1 LLC (formerly MR N Street, LLC and MR Ballpark 5, LLC) (collectively, the "Applicant"), the owners of Lot 168 in Square 701 (formerly, Lots 3, 98-118, 144-147, 161, 162, 167, 815 and 824 in Square 701 and portions of the former public alley closed in D.C. Law 16-280) (the "Property"), we hereby submit this letter, which replaces the Applicant's November 28, 2007 letter to the Zoning Commission, and request that the Zoning Commission approve the minor modifications, as described herein, to the mixed-use development approved in Zoning Commission Order No. 06-46 ("Z.C. Order No. 06-46").; Z.C. Order No. 06-46 is attached hereto as Exhibit A. This letter incorporates recent recommendations from the Office of Planning. Action by the Zoning Commission is necessary to complete the entrance to the Navy Yard Metrorail Station, which is located at the northwest corner of the Property, by April 2008.

Enclosed with this letter are Z.C. Order No. 06-46 and the revised architectural plans illustrating the requested modifications; the architectural plans are attached hereto as Exhibit B. On November 28, 2007, the Applicant delivered a copy of the November 28, 2007 letter to the Office of Planning and Advisory Neighborhood Commission ("ANC") 6D, the ANC within which the Property is located. The Applicant has also delivered a copy of this letter and its accompanying exhibits to the Office of Planning and ANC 6D.

ZONING COMMISSION
District of Columbia
CASE NO. 06-46A
EXHIBIT NO. 6 ZONING COMMISSION
District of Columbia
CASE NO. 06-46A
EXHIBIT NO. 6

Z.C. Case No. 06-46 and the requested modifications are described below.

I. Background

On February 12, 2007, the Zoning Commission voted 5-0-0 to approve Zoning Commission Case No. 06-46 ("Z.C. Case No. 06-46"), a case concerning the Applicant's mixed-use development located within the Capitol Gateway Overlay District ("CG Overlay"). In Z.C. Case No. 06-46, WMATA, MR N Street SE, LLC and MR Ball Park 5, LLC, pursuant to the CG Overlay provisions of 11 DCMR (the "Zoning Regulations"), requested the Zoning Commission's review and approval of 762,800 square foot mixed use development consisting of office, residential, hotel, and retail uses and having a maximum building height of 110 feet. In addition to the review and approval under the CG Overlay provisions of the Zoning Regulations, the Applicant sought the approval of related variances and special exceptions to the Zoning Regulations. At its public meeting, the Zoning Commission determined that the only variance that could not be justified was the variance related to the architectural marker of a four-foot setback for 17 linear feet of the hotel façade along Half Street. As a result, the Zoning Commission ordered that the development be constructed without the architectural marker and published its order in the *D.C. Register* on November 23, 2007.

II. Requested Modifications

To commence and complete the above-grade construction of the development approved in Z.C. Order No. 06-46, the Applicant requests that the Zoning Commission grant the minor modifications as described below.

A. The Development as a Whole

For the development as a whole, the Applicant requests modifications from Z.C. Order No. 06-46 to: (1) decrease the office component of the project from 277,600 square feet of gross floor area to 267,162 square feet of gross floor area; (2) increase the hotel component from 105,560 square feet of gross floor area to 106,269 square feet of gross floor area; (3) increase the retail component from 51,010 square feet of gross floor area to 51,022 square feet of gross floor area to retail; (4) increase the residential component from 320,100 square feet of gross floor area to 320,511 square feet of gross floor area; and (5) reduce the floor area ratio ("FAR") for the development from 7.44 to 7.35. A recalculation of the gross floor area for the office portion of the development indicates that the actual gross floor area for the office portion of the development is 267,162 square feet, which is approximately 10,500 square feet less than the number provided in the Applicant's January 25, 2007 submission. With this correction, the gross floor area of the office component decreases from 277,600 square feet of gross floor area to 267,162 square feet of gross floor area, which results in a decrease in FAR from 7.44 to 7.35. The gross floor area for the residential, hotel and retail portions of the development increases by less than 1%. The Applicant intends to transfer approximately 10,500 square feet of commercial use to Square 700 as part of the combined lot development for Squares 700 and 701. With these modifications, the Applicant will construct a mixed-use development that has an FAR of 7.35 and contains approximately 753,466 square feet of gross floor area.

B. Residential Portion of the Development

For the residential portion of the development, the Applicant requires a minor modification from Z.C. Order No. 06-46 to: (1) reconfigure the residential square footage in the development and reduce the massing of the residential portion of the development adjacent to Cushing Place; (2) modify the courtyard landscape design and façade materials; (3) relocate the fire control room to accommodate residential lobby functions within one structural bay; (4) include storefront projections as shown in the original application, provided that the Applicant receives the necessary approvals to construct such projections, or, in the alternative, reduce the projections to eight-inch architectural features (from the current design of four feet) if the required approvals are not received; (5) combine the hotel shuttle elevators with the retail shuttle elevators for a single elevator location on Monument Place; (6) refine the design of retail storefront frames on the lower portion of the façade; (7) eliminate the projection from the residential lobby along N Street into a primary retail area; and (8) modify the terra cotta color in the façade treatment and the extent of terra cotta at the base of the building.

In order to provide apartment units of reasonable depths and widths, the Applicant has reconfigured the residential square footage in the development and reduced the massing of the portion of the development identified as "Residential 2" on page A5 of Exhibit B. The plans, which were approved in Z.C. Order No. 06-46, depict massing which projects into the courtyard and areas behind elevator shafts that are too narrow to provide functional living space. By reducing the massing that projects into the courtyard, the Applicant is able to reallocate the residential square footage to other units, thus creating more apartment units with depths and widths that allow for functional residential space. To complement this reconfiguration and to provide occupants with more physical space and amenities, the Applicant has also incorporated more balconies into the design of the portion of the development identified as "Residential 1" on page A5 of Exhibit B. The result of these modifications is the creation of apartment units with a more reasonable configuration.

The Applicant has also modified its courtyard landscape plan. The modified courtyard landscape plan, as shown on page A4 of Exhibit B, includes more green space and two separate terraces for "Residential 1" and "Residential 2." The two separate terraces are now compliant with Fair Housing regulations. The courtyard façade materials are consistently metal throughout and vary by color and texture according to the massing of the building. The modified courtyard and courtyard façade materials create an environment that centers on green space and encourages outdoor activity.

In order to fit all residential functions, i.e. the fire control room and lobby, into one structural bay, the Applicant relocated the fire control room for the residential lobby fronting Half Street. The amount of retail frontage on Half Street has not been reduced by this modification. This modification coordinates the rhythm of the façade treatments and enhances the ground floor retail by shifting retail frontage from one corner tenant to as many as three tenants along Half Street. With the Zoning Commission's approval, this modification enables the Applicant to house all residential functions within one structural bay and to highlight the preferred uses located at street level.

The attached architectural plans include a building design with and without storefront projections on the residential portion of the development. These projections provide a varied experience for the pedestrian at street level and were included in the design approved under Z.C. Order No. 06-46. However, the Applicant, because additional public space approval is necessary, requests that the Zoning Commission approve both building designs. The Applicant will pursue the building design with the storefront projections of up to four feet as originally approved in Z.C. Order No. 06-46. However, if the Applicant is unable to secure the necessary approvals to construct the storefront projections shown on page A13 of Exhibit B, the Applicant will modify the proposed storefront projections as shown on page A13a of Exhibit B.

The Applicant has also modified the hotel and residential portions of the development to accommodate the demands of prospective retail tenants. The shuttle elevators have been consolidated to service both the hotel and retail tenants. The Applicant has eliminated the projection into retail space from the residential lobby along N Street to accommodate critical functions including a security desk, properly sized mailroom and management offices which are now shown on page A13 of Exhibit B. This change does not affect the overall ground floor retail space a percentage of ground floor space, nor does it modify retail frontage.

The Applicant has modified the design of the retail storefront frames on the lower portion of the building façade on Half Street to provide flexibility in color and the location of projections and entrances. The heights and sizes of the frames are now more varied to create a more active street-level design. The flexibility created by the design of the retail storefront frames on the lower portion of the building façade enables retail tenants to accent their storefronts with their signature colors, projections and/or store entrances. The Applicant has also modified the extent to which terra cotta is used at the base of the building.

With the Zoning Commission's approval, these modifications improve the mixed-use development approved in Z.C. Order No. 06-46. Accordingly, the Applicant respectfully requests that the Zoning Commission grant the Applicant's proposed modifications to the residential portion of the development.

C. Hotel Portion of the Development

With respect to the hotel portion of the development, the Applicant requests a minor modification from Z.C. Order No. 06-46 to permit openings that meet the standards of the prospective occupant of the hotel portion of the development. Following the Zoning Commission's approval of the development, the original hotel operator was unable to execute certain necessary agreements to proceed with development of the intended brand at the site. As a result, the Applicant has sought a replacement hotel operator. The new hotel operator requires the Applicant to request that the openings approved in Z.C. Order No. 06-46 be modified to meet the tenant's standards. The modified openings are shown on page A9 of Exhibit B and adhere to the setback requirements for this street. With the Zoning Commission's approval, this modification will facilitate the design and operation of the hotel portion of the development. As a result of the modifications, the gross floor area devoted to hotel use has increased by 709 square feet or less than 1%.

D. Office Portion of the Development

With regard to the office portion of the development, the Applicant requests a minor modification from Z.C. Order No. 06-46 to: (1) change the material used in the screen wall located at the northwest corner of the development to a laminated glass with a silkscreen frit pattern for weather-proofing and safety purposes; (2) install a colored metal panel with integrated sunscreen along the façade at the intersection of Half Street and Monument Place; (3) relocate the fire control room consistent with the Department of Consumer and Regulatory Affairs' ("DCRA") standards and improve building circulation along the M Street frontage; and (4) replace the masonry façade treatment along the south and east elevations with a metal-paneled façade treatment along those elevations.

Following the Zoning Commission's approval of 55 M Street, WMATA expressed concern regarding the material used in the screen wall located at the northwest corner of the development and its ability to meet the visibility requirements established by WMATA. The material initially proposed for the screen wall consisted of a metal mesh design. WMATA found that this metal material limited its police officers ability to monitor the Metrorail station, and, alone, it was too permeable for weather infiltration to the station. In place of the metal material, the Applicant and WMATA have agreed to use a laminated glass with a silkscreen frit pattern at the entrance of the Metrorail station. Unlike the metal material, the laminated glass will not obstruct the view of police officers monitoring the Metrorail station, and provides a greater barrier to the elements, protecting patrons and equipment. Accordingly, the Applicant requests flexibility from Z.C. Order No. 06-46 to change the material used in the screen wall to a laminated glass with a silkscreen frit pattern. Colored lighting from the interior of the station will illuminate segments of the wall and provide washes of color visible from the exterior, continuing the design intent of the mesh design with LED lighting.

The Applicant requests flexibility from Z.C. Order No. 06-46 to install a colored metal panel with integrated sunscreen along the office façade at the intersection of Half Street and Monument Place. In Z.C. Case No. 06-46, the Applicant's design for 55 M Street included an architectural marker to provide visual relief for the development's façade along Half Street, which extended from M Street to N Street. At its public meeting, the Zoning Commission approved the design without the architectural marker along Half Street. To provide visual relief along the Half Street façade which extends from M Street to N Street, the Applicant proposes to install a colored metal panel and integrated sunscreen along the office façade at that intersection. The colored metal panel and integrated sunscreen will provide the development with visual relief at the intersection of Half Street and Monument Place by sectioning the façade along Half Street. The colored metal panel and integrated sunscreen will also provide a greater presence for retail located at that intersection. Thus, the Applicant requests approval from the Zoning Commission to install the colored metal panel and integrated sunscreen.

To comply with the latest DCRA ruling concerning fire control rooms and to improve ground floor circulation along M Street, the Applicant requests flexibility from Z.C. Order No. 06-46 to relocate the fire control room. The Applicant has moved the fire control room south of

its original location to provide a more visually appealing M Street façade. To accomplish this minor modification, the Applicant seeks the Zoning Commission's approval.

The Applicant requests approval to replace the masonry façade treatment along the south and east elevations with a metal-paneled façade treatment along those elevations. The purpose of this request is to achieve a more consistent appearance along the south and east elevations. With the Zoning Commission's approval, this request will complement the entire development by providing balance to the design characteristics of the office portion of the development.

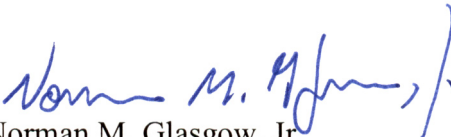
For the above stated reasons, the Zoning Commission should grant the requested modifications to the office portion of the development.

E. Interim Plan for Half Street

The Applicant continues to work with the District's Department of Transportation ("DDOT") and other agencies regarding the interim conditions for Half Street, prior to the completion of the development. The Applicant requests flexibility from Z.C. Order No. 06-46 to modify the interim plan for Half Street. The Applicant will maintain a construction fence on the east side of the right-of-way that will provide up to a 60 foot clear path for pedestrians on game days, as required by DDOT. The Applicant will provide pedestrians with overhead protection at the Metro entrance and will direct pedestrian traffic to the west side of the street when the stadium is not being used for games. The Applicant will also provide temporary paving of Half Street during the interim conditions period. These changes are the result of coordination with DDOT.

We thank you for your attention to this matter.

Sincerely,



Norman M. Glasgow, Jr.



Steven E. Sher

Encls.

cc: Matthew Jesick – Office of Planning (w/encls.)
ANC 6D (w/encls.)