Pillsbury
Winthrop
Shaw
Pittman LLP

JOHN T EPTING
202-663-8879
john epting@pillsburylaw com

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By Hand Delivery

Ms Carol Mitten, Chair
District of Columbia Zoning Commission
441 Fourth Street, N W , Suite 210-S
Washington, DC 20001

Re: Downtown District Mount Vernon Triangle Overlay ("MVT Overlay") – Request for Decision on Zoning Commission Case No. 04-18

Dear Ms Mitten and Members of the Board·

The purpose of this request is to seek the Zoning Commission's final decision on Zoning Commission Case No 04-18 On behalf of L5K, LLC ("**L5K**"), the winner of the RLA Revitalization Corporation's ("**RLARC**") RFP to redevelop the old Wax Museum site, we are requesting that the Zoning Commission approve the MVT Overlay but entirely exempt the Wax Museum project parcel (Square 515, Lot 158) (the "**Property**") from the MVT Overlay

At the September 15, 2005, Zoning Commission hearing, Z C Case No 04-18 was deferred for final action until a later meeting date However, the uncertainty surrounding the additional restrictions that the MVT Overlay would impose on the Property are causing difficulty proceeding with the intended project ("**CityVista**"). In fact, closing was recently pushed back from an early October date to an indefinite future date partially as a result of the MVT Overlay's unknown impact However, L5K is still eager to proceed and as part of its continuing good efforts, the groundbreaking ceremony took place October 3, 2005

As we have previously stated to the Commission, L5K has been involved in extensive negotiations for redevelopment of the site with RLARC As a result of these negotiations, both L5K and RLARC signed several lengthy documents, including the Land Disposition and Development Agreement ("**LDA**"). Pursuant to the LDA and other requirements for the project, the Property has incurred significant design and use restrictions through a series of RLARC and other District government approvals and a Safeway lease

It is important for the Commission to realize that the project has included Office of Planning input throughout the processing and development of the submissions under

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EXHIBIT NO.29

the LDA. The LDA created the Architectural Review Committee ("**Committee**") that consisted of two members of the Office of Planning. The Committee has been instrumental in the CityVista design and site plan and has approved two sets of submissions by L5K As part of its agreements with RLARC and the submissions to the Committee, L5K brought a full size Safeway grocery store to the site, along with a significant portion of affordable dwelling units (20% of the total housing, both rental units and condominiums, is affordable, including units gauged at 30%, 50% and 80% AMI). In addition to covering over 55,000 square feet of first floor space, the Safeway lease significantly restricts other commercial uses on the Property. Further, the Safeway lease will not make any money for L5K. In fact, it is a "loss leader" for the CityVista project Therefore, CityVista is already encumbered by a great many non-profitable uses that will benefit the surrounding MVT Overlay area It is likely that the Safeway will have the same catalytic impact that Whole Foods Market did at 14th and P Streets, NW.

In addition, over the last several months L5K has been meeting and corresponding with the Office of Planning and has worked through many of their issues. Based on those meetings, L5K made significant design changes to the previously-approved project to incorporate more of the design requirements in the MVT Overlay. The Office of Planning issued a revised report approving the redesign of the project. Both the Office of Planning and L5K have been willing to work together in amicably evolving the project design, but the CityVista project cannot wait any longer All parties involved with CityVista must gain clarity on the MVT Overlay issue.

With the documentation that will govern the project largely completed and L5K, RLARC, L5K's lender, and contractors ready to proceed, L5K requests that the Property be exempted from the MVT Overlay so that the project can proceed to closing and construction can begin as soon as possible. As previously stated, L5K believes that the CityVista project more than adequately contributes to the MVT Overlay with the development that it will bring to the site.

In accordance with the foregoing, L5K respectfully requests that the Commission exempt the Property from the MVT Overlay completely L5K would appreciate the Commission's expedited consideration of this request

Sincerely,

John T Epting

John T. Epting

cc Ellen McCarthy
Jennifer Steingasser
Steven Cochran
Patricia Zingsheim
Ed West, Esq
L5K, LLC