Exhibit L

WELLS + ASSOCIATES

MEMORANDUM

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To: District of Columbia Zoning Commission

Cc: Eric Siegel, 1333 M Street, SE, LLC
Leila Batties, Holland & Knight

From: Jami L. Milanovich, P.E.
Jason J. Shetler, E.I.T.

Date: June 30, 2014

Re: Preliminary Traffic Assessment
1333 M Street, SE
Washington, DC

OVERVIEW

1333 M Street, SE, LLC (referenced herein as the Applicant) proposes to redevelop the property located at 1333 M Street in southeast Washington, D.C. The subject site is located on Squares 1048S, 1067S, and 1025E in Ward 6, as shown on Figure 1. The site is zoned M (General Industry) and is occupied by two vacant buildings. The Applicant proposes a Planned Unit Development (PUD), which would include multi-story mixed-use redevelopment that would contain approximately 517,491 square feet (SF) of residential space (673 residential units) and approximately 10,370 SF of ground floor retail space in three buildings. In conjunction with the PUD, a map amendment will be sought, which will rezone the property from the M (General Industry) District to the C-3-C District. The proposed development will be phased as summarized in Table 1:

Table 1
Phasing Summary

Phase/Building Number	Residential Component	Retail Component
Phase I		
Building 1A	218 units	---
Phase II		
Building 1B	133 units	7,200 SF
Phase III		
Building 2	234 units	3,170 SF
Phase IV		
Building 3	88 units	---
Total	**673**	**10,370 SF**

The phasing diagram is shown on Figure 2.

Upon full build out, the proposed redevelopment will provide approximately 227 off-street parking spaces in two multi-level below-grade parking garages. Access to the parking garages will be provided via M Street, SE. The site circulation plan is shown on Figure 3.

Wells + Associates currently has completed the required scoping process with the District Department of Transportation (DDOT). A full traffic impact study will be provided under separate cover once complete. A preliminary assessment for the 1333 M Street redevelopment is provided herein.

SITE TRIP GENERATION

The total number of trips generated by the proposed redevelopment would be comprised of vehicular trips and non-auto trips. The vehicular trips for the proposed retail use would be further divided between trips new to the roadway network and pass-by trips, or trips made to/from the site made en route to another destination.

As shown in Table 2, the Institute of Transportation Engineers' (ITE) Trip Generation (9th Edition) Land Use Code (LUC) 220 (Apartment) and LUC 820 (Retail) were used to estimate the total number of trips to/from the redeveloped site. The square footage of retail land use and number of dwelling units for residential use were selected as the independent variables.

Internal Trips

According to ITE, mixed-use developments have a naturally occurring synergy between the various land uses and, therefore, would have a certain number of trips that are shared between the on-site uses. Accordingly, it is anticipated that a certain percentage of the trips generated by the retail uses would be "captured" internally. As a result, the volume of external trips generated by the site would be reduced. Based on the ITE methodology for estimating internal trips, the proposed redevelopment would generate an estimated four AM peak hour internal trips and an estimated 28 PM peak hour internal trips, as shown on Table 2.

Table 2
Trip Generation Summary

Land Use	AM Peak Hour			PM Peak Hour		
	In	Out	Total	In	Out	Total
Apartments – LUC 220 (673 DU)						
Total Trips[1]	67	267	334	252	136	388
Internal Trips	*(1)*	*(1)*	*(2)*	*(8)*	*(6)*	*(14)*
External Trips	66	266	332	244	130	374
Non-auto Trips	*(33)*	*(133)*	*(166)*	*(122)*	*(65)*	*(187)*
New Vehicle Trips	**33**	**133**	**166**	**122**	**65**	**187**
Retail – LUC 820 (10,370 SF)						
Total Trips[1]	24	15	39	63	68	131
Internal Trips	*(1)*	*(1)*	*(2)*	*(6)*	*(8)*	*(14)*
External Trips	23	14	37	57	60	117
Non-Auto Trips	*(3)*	*(2)*	*(5)*	*(9)*	*(9)*	*(18)*
Vehicle Trips	20	12	32	48	51	99
Pass-by Reduction[3]	*(3)*	*(2)*	*(5)*	*(16)*	*(17)*	*(33)*
New Vehicle Trips	**17**	**10**	**27**	**32**	**34**	**66**
Development Totals						
Total Trips[1]	91	282	373	315	204	519
Internal Trips	*(2)*	*(2)*	*(4)*	*(14)*	*(14)*	*(28)*
External Trips	89	280	369	301	190	491
Non-Auto Trips	*(36)*	*(135)*	*(171)*	*(131)*	*(74)*	*(205)*
Vehicle Trips	53	145	198	170	116	286
Pass-by Reduction[3]	*(3)*	*(2)*	*(5)*	*(16)*	*(17)*	*(33)*
New Vehicle Trips	**50**	**143**	**193**	**154**	**99**	**253**

[1] Trips generated using Institute of Transportation Engineers (ITE) Trip Generation, Ninth Edition.

[2] Internal Trips based on methodology outlined in ITE Trip Generation Handbook. AM internal capture assumed to be half that of PM.

[3] Pass-by Trips calculated per ITE Trip Generation Handbook. The AM peak and daily pass-by percentages were assumed to be half of the PM peak pass-by percentage.

Non-auto Trips

A portion of the external trips generated by the proposed redevelopment would be made via non-auto modes of transportation. The percentage of site-generated trips that would use public transportation is dependent on the proximity of the site to transit stops, the walkability of the surrounding area, the degree to which the use of public transit is encouraged, such as by implementation of a transportation demand management (TDM) program, and the availability of parking on-site. Journey-to-work census data for the

surrounding neighborhood indicates that 56 percent of residents commute via non-auto modes of transportation and an additional 12 percent carpool. Based on these factors, the non-auto mode split for the site was estimated to be 50 percent for the residential use. The non-auto mode split for the retail use was conservatively estimated to be 15 percent based on the neighborhood serving nature of the proposed retail use. Therefore, as shown in Table 2, 171 AM peak hour trips and 205 PM peak hour trips are projected to be made by non-auto modes of transportation.

Pass-by Trips

According to ITE, a portion of the external vehicle trips generated by retail and service uses are attracted from the surrounding roadway network and are trips not new to the surrounding roadways. Such "pass-by" trips are made as intermediate stops on the way to a primary destination. An example of a pass-by trip would be one in which a driver stops at the bank on his/her way home from work.

According to ITE, the average PM peak hour pass-by trip percentage for the shopping centers surveyed was 34 percent. Therefore, a PM peak hour pass-by rate of 34 percent was used. The AM peak hour was assumed to have a pass-by rate of 17 percent.

New External Vehicle Trips

The number of new external vehicle trips generated by the proposed redevelopment was calculated by subtracting the internal capture trips, non-auto trips, and pass-by trips. As shown in Table 2, the proposed redevelopment would generate an estimated 193 AM peak hour vehicular trips and 253 additional PM peak hour vehicular trips.

TRANSPORTATION DEMAND MANAGEMENT

Traffic and parking congestion can be solved in one of two ways: 1) increase supply or 2) decrease demand. Increasing supply requires building new roads, widening existing roads, building more parking spaces, or operating additional transit service. Within the study area of the proposed site, additional/enhanced transit service is likely. As part of DDOT's planned 22-mile streetcar priority system, a streetcar line is proposed connecting Buzzard Point to Anacostia. As part of the M Street/Southeast – Southwest Transportation Planning Study, DDOT evaluated alternatives for accommodating the streetcar line along M Street. Additionally, the Applicant is coordinating with other area stakeholders, including the ANC and the BID, to explore the possibility of extending existing Circulator service to a new stop at the 11th Street/M Street intersection. Finally, in conjunction with DDOT's Barney Circle project, DDOT is considering options that would include a pedestrian over the Southeast/Southwest Freeway connecting M Street to 14th Street. Such a connection would improve pedestrian access from the site to the Potomac Avenue Metro Station.

In addition to these potential transit and pedestrian improvements, the demand for travel and parking can be influenced by TDM plans implemented by those in the private sector. Typical TDM measures include incentives to use transit or other non-auto modes of transportation, bicycle and pedestrian amenities, parking management, alternative work schedules, telecommuting, and better management of existing resources. TDM plans are most effective when tailored to a specific project or user group and have been proven to be effective in reducing vehicle travel and parking demand.

The Applicant has developed a TDM plan with strategies to reduce the need for vehicular travel to/from the proposed redevelopment. Specifically, the TDM plan would include:

1) A member of the property management team will be designated as the Transportation Management Coordinator (TMC). The TMC will be responsible for ensuring that information is disseminated to tenants of the building. The position may be part of other duties assigned to the individual.

2) Information on and/or links to the following programs and services will be provided on the property management website:

   - Capital Bikeshare,
   - Car-sharing services,
   - Uber,
   - Ridescout,
   - Commuter Connections Rideshare Program, which provides complimentary information on a variety of commuter programs to assist in determining which commuting options work best for commuters,
   - Commuter Connections Guaranteed Ride Home, which provides commuters who regularly (twice a week) carpool, vanpool, bike, walk or take transit to work with a free and reliable ride home in an emergency, and
   - Commuter Connections Pools Program, which incentivizes commuters who currently drive alone to carpool. Participants can earn money for carpooling to work and must complete surveys and log information about their experience.

3) An electronic display will be provided in a common, shared space in the building and will provide public transit information such as nearby Metrorail stations and schedules, Metrobus stops and schedules, car-sharing locations, and nearby Capital BikeShare locations indicating the number of bicycles available at each location.

4) Convenient and covered secure bike parking facilities will be provided with each phase of the development with storage for a minimum of 224 bicycles for the entire development.

5) At initial occupancy, the Applicant will provide a one year Capital BikeShare membership or the registration fee for Car2Go, which would give each resident who chooses the Car2Go option a lifetime membership to Car2Go since it does not have an annual membership fee.

6) A minimum of 10 bicycle helmets will be made available for use by the residents.

PARKING ASSESSMENT

Vehicular Parking

According to the District of Columbia Municipal Regulations (DCMR), in the C-3-C district, one parking space is required for every four residential dwelling units. For retail use, one parking space is required for every 750 SF in excess of 3,000 SF. Therefore, the proposed redevelopment would be required to provide 176 off-street parking spaces. The redevelopment plans include a minimum of 227 parking spaces in a multi-level below-grade parking garage. A breakdown of parking by phase is provided in Table 3.

Table 3
Parking Summary by Phase

Phase/Building Number	Residential Component	Retail Component
Phase I – Building 1A		
Required	1 space/4units 218/4 = 55 spaces	> 3kSF, 1 space/750 SF (0-3,000)/750 = 0 spaces
Proposed	101†	0
Phase II – Building 1B		
Required	1 space/4units 133/4 = 33 spaces	> 3kSF, 1 space/750 SF (7,200-3,000)/750 = 6 spaces
Proposed	55	6
Phase III – Building 2		
Required	1 space/4units 234/4 = 59 spaces	> 3kSF, 1 space/750 SF (3,170-3,000)/750 = 1 space
Proposed	108	1
Phase IV – Building 3		
Required	1 space/4units 88/4 = 22 spaces	> 3kSF, 1 space/750 SF (0-3,000)/750 = 0 spaces
Proposed	0	0
Total		
Required	**169**	**7**
Proposed	**220**	**7**

† Includes 44 surface spaces on the site of Phase III. Upon completion of Phase III, the 44 surface spaces will be replaced by 109 garage spaces.

Bicycle Parking

According to the DCMR, bicycle parking spaces shall be provided for office, retail, and service uses, except retail and service uses in the C-3-C, C-4, and C-5 (PAD) Districts. Therefore, the proposed redevelopment is not required to provide bicycle parking under the DCMR. However, District law requires that one bicycle parking space be provided for every three residential dwelling units. Therefore, 224 bicycle parking spaces would be required for the residential component.

The proposed redevelopment will, at a minimum, provide parking in accordance with current DC law. As plans for the redevelopment are refined, the exact number and location of bicycle spaces will be identified.

LOADING ASSESSMENT

According to the DCMR, in the C-3-C district, a residential building with 50 or more dwelling units would require one 55-foot loading berth, one 200 SF loading platform, and one 20-foot service/delivery space. The residential units for the proposed project would be distributed in three buildings, each requiring a 55-foot loading berth, 200 SF loading platform, and a 20-foot service/delivery space. Retail uses with 8,000 to 20,000 SF of gross floor area require one 30-foot loading berth, one 100 SF loading platform, and one 20-foot service/delivery space. As retail space is distributed in two buildings yielding less than 8,000 SF per building, no loading is required for the retail component. A summary of the required and proposed loading facilities is provided in Table 4.

As proposed, the redevelopment would include two 30-foot loading berths with 100 SF loading platforms in lieu of the three 55-foot loading berths with 200 SF loading platforms. Also as proposed, two 20-foot service/delivery spaces would be provided in lieu of three. Therefore, the applicant will be requesting relief from the loading requirements. Relief from the 55-loading requirement is not anticipated to have a negative impact on the surrounding roadway network since large trucks for move-in/move-out activities and other deliveries are not common for these types of residential developments in urban environments. In order to ensure that the requested loading relief does not adversely impact the surrounding roadway network, a loading management plan will be implemented. The purpose of the loading management plan is to set forth guidelines and procedures for loading and delivery operations that will avoid adverse impacts on the residents of the proposed development and the surrounding community.

Table 4
Loading Summary by Phase

Phase/Building Number	Residential Component	Retail Component
Phase I – Building 1A		
Required	≥ 50 units 1 berth @ 55' 1 platform @ 200 SF 1 service/delivery @ 20'	None
Proposed	1 berth @ 30' 1 platform @ 100 SF 1 service/delivery @ 20'	None
Phase II – Building 1B		
Required	None†	None
Proposed	None	None
Phase III – Building 2		
Required	≥ 50 units 1 berth @ 55' 1 platform @ 200 SF 1 service/delivery @ 20'	None
Proposed	1 berth @ 30' 1 platform @ 100 SF 1 service/delivery @ 20'	None
Phase IV – Building 3		
Required	≥ 50 units 1 berth @ 55' 1 platform @ 200 SF 1 service/delivery @ 20'	None
Proposed	None‡	None
Total		
Required	3 berth @ 55' 3 platform @ 200 SF 3 service/delivery @ 20'	None
Proposed	2 berth @ 30' 2 platform @ 100 SF 2 service/delivery @ 20'	None

† For zoning purposes, Building 1A and 1B is one building. Therefore, the building requires only one 55' berth, one 200 SF platform, and one 20' service/delivery space.

‡ At the request of DDOT, the originally proposed 30' loading berth and 100 SF platform was eliminated since the building is too small to allow front-in/front-out maneuvers. In lieu of on-site loading for this building, the Applicant will request an on-street loading zone on M Street in front of the building.

The following are the components of the plan:

1) A member of the on-site management team will be designated as a loading coordinator (duties may be part of other duties assigned to the individual). He or she will coordinate all loading activities of the residential building (including deliveries, trash disposal, and residential move-in and move-out activities). The loading coordinator will be responsible for informing tenants of the guidelines and procedures for loading and delivery operations. The loading coordinator will inform tenants of DDOT's regulations for moving trucks and will work with tenants when applying for DDOT permits for moving trucks.
2) A lease provision will require all tenants to use only the loading dock for deliveries and move-in/move-out activities, except in special circumstances as outlined in #5 below.
3) A lease provision will restrict all tenants from using trucks longer than 30 feet, except in special circumstances as outlined in #5 below.
4) All tenants will be required to notify the loading coordinator before moving in or out so that the loading coordinator can ensure no conflicting loading activities will occur and the proper permits, as required, can be obtained by the tenant from DDOT. The tenant shall provide the loading coordinator the following information: time and date that the truck is anticipated to arrive, size of truck being used, and name of the moving service (if applicable).
5) In the rare event that a truck longer than 30 feet is required, in accordance with DDOT policies, a permit is required and a temporary no parking zone can be established on an adjacent street to allow for curb-side loading or unloading adjacent to the building. In this case, the tenants shall notify the loading manager at least three weeks in advance. The loading manager will provide instructions to the tenant so proper permits can be obtained from DDOT and Emergency No Parking signs issued.
6) Permits are required by DDOT for trucks over 40 feet long. The loading coordinator will assist tenants in obtaining appropriate permits; however, issuance of permits is at the discretion of DDOT.
7) No truck idling shall be permitted anywhere on the premises.

The loading facilities for Building 1 and Building 2 are located off of a private street that is proposed in a generally north-south alignment between the two buildings. The private street will intersect M Street on the north and Water Street on the south. The loading facilities have been designed such that trucks accessing the loading berths and service/delivery spaces would enter and exit the site front-first from M Street. Due to the small footprint of Building 3 and its location in the corner of the site, the loading berth for the building, as originally proposed, would have required that trucks back-in from M Street.

As requested by DDOT, the on-site loading facilities for Building 3 have been eliminated from the plan (since front-in/front-out maneuvers cannot be provided due to the small size of the building). In lieu of on-site loading, the Applicant will request a curbside loading zone on M Street adjacent to Building 3.

CONCLUSIONS

In summary, the 1333 M Street, SE site would include demolishing the existing vacant uses on the site to allow for construction of a 527,861 SF mixed-use project. The proposed redevelopment will include approximately 673 residential units and 10,370 SF of retail space in three buildings. The proposed redevelopment is anticipated to generate 193 new AM peak hour vehicle trips and 253 new PM peak hour vehicle trips. A detailed traffic impact study will be conducted to evaluate the impact of the additional traffic generated by the proposed redevelopment.

The proposed development will provide approximately 227 parking spaces in the below-grade parking garages. At each phase of development, the parking requirements outlined in the DCMR will be met or exceeded.

The Applicant proposes to provide two 30-foot loading berths in lieu of three 55-foot loading berths; therefore, the Applicant is seeking relief from the loading requirements. A loading management plan will be implemented to ensure that the requested relief does not adversely impact the surrounding area.

We trust that this preliminary assessment provides you with adequate information regarding the transportation strategy related to the proposed redevelopment. A full traffic impact study will be provided under separate cover once complete. Should you require any additional information, please do not hesitate to contact us at 703-917-6620, jlmilanovich@mjwells.com or jjshetler@mjwells.com.

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Figures

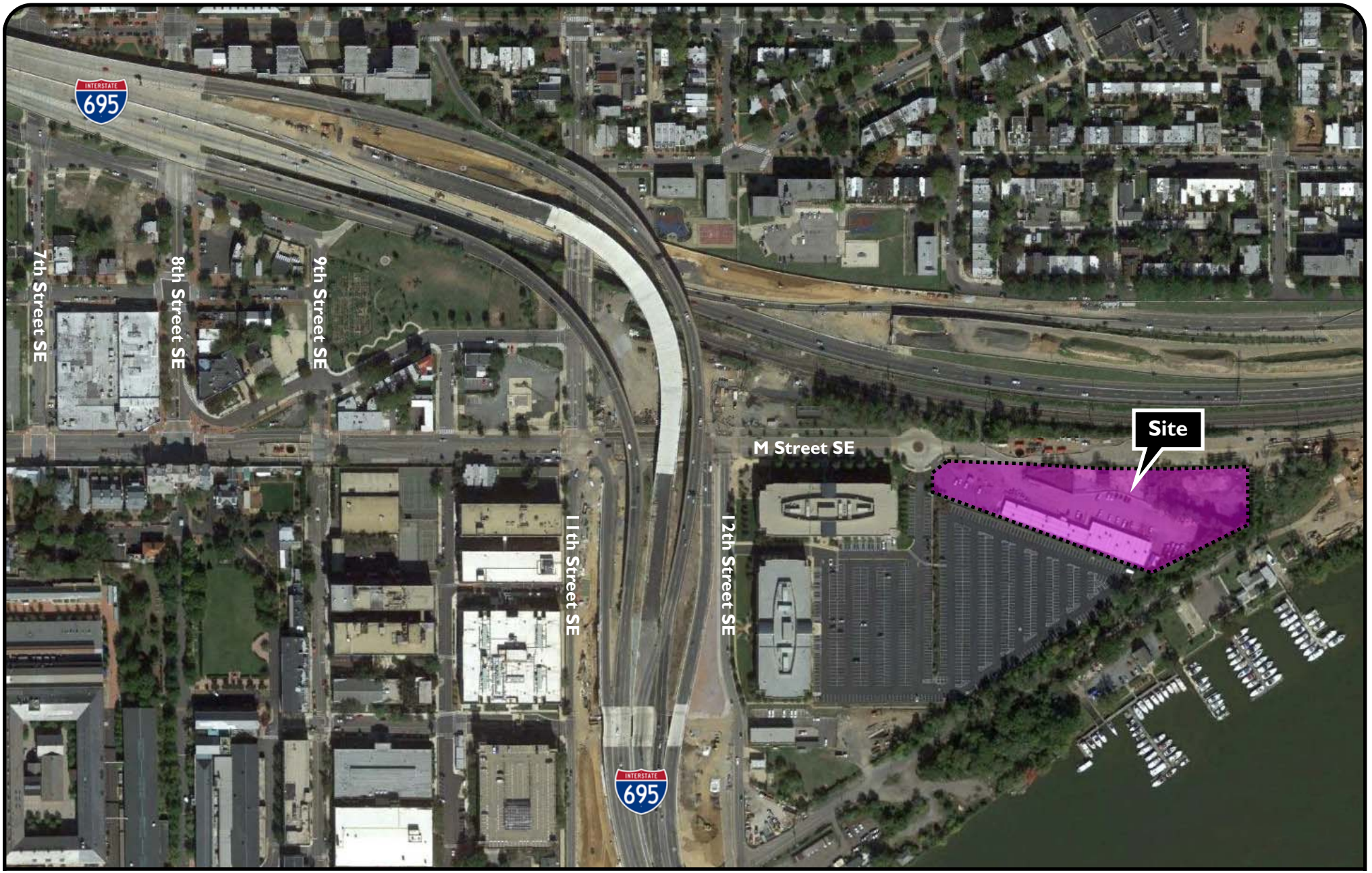

Figure 1
Site Location Map

North

1333 M Street, SE
Washington, DC

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Source: GTM Architects

Figure 2
Site Plan - Phasing Diagram

North

1333 M Street, SE
Washington, DC

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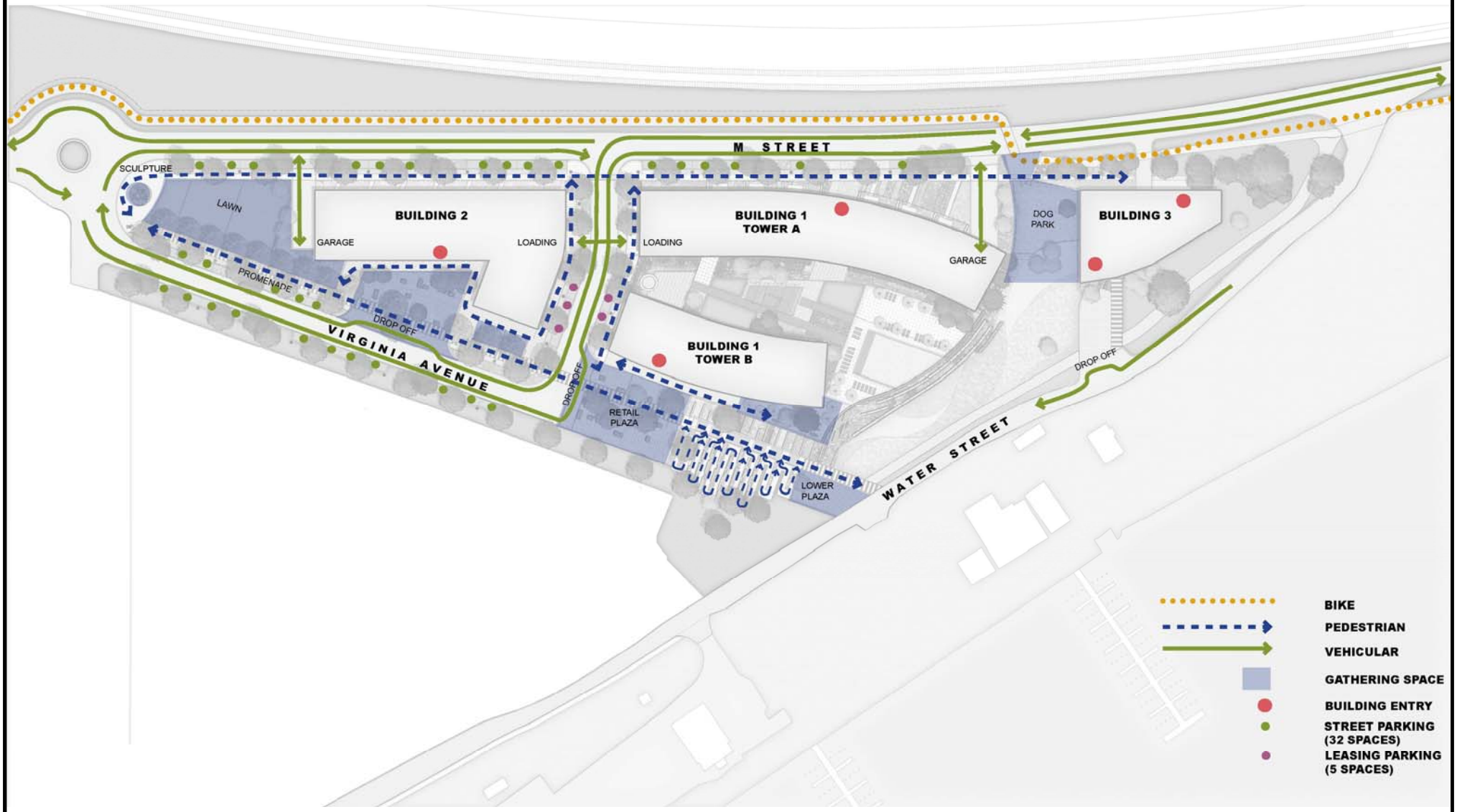

Source: Parker Rodriguez, Inc.

Figure 3
Site Circulation

North

1333 M Street, SE
Washington, DC

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