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May 22, 2020

HAND-DELIVERED

Mr. Justin Proffitt, AICP
Director, Community Development Department
City of North Miami Beach
17050 N.E. 19th Ave
North Miami Beach, FL 33162-3100

RE: Dezer Intracoastal Mall LLC / Intracoastal Mall Redevelopment – 3501 Sunny Isles Boulevard, North Miami Beach, Florida – Second Amendment to Letter of Intent

Dear Mr. Proffitt:

Please accept this letter on behalf of Dezer Intracoastal Mall LLC (the “Applicant”), as the second amendment to the letter of intent date stamped received July 31, 2019 (the “Letter of Intent”), in connection with the public hearing application under process no. 19-3 (the “Application”) for that certain property generally located at 3501 Sunny Isles Boulevard, commonly known and referred to here as the “Intracoastal Mall” (or the “Property”).

Amendment of Application Information and Requests

The Applicant reaffirms its requests for approval of the conceptual master development plan, which has been prepared in accordance with the MU/EWF district regulations, as proposed to be amended by Staff, and acceptance and execution of a development agreement pursuant to Chapter 163 of the Florida Statutes. With this second amendment to the Letter of Intent, the Application and Letter of Intent are hereby amended to modify the proposed development program as follows:

FROM: Up to 380,000 square feet of commercial/retail space, 200,000 square feet of office space, 2,000 multi-family residential units, 250 hotel keys, and extensive public spaces.

TO: Up to 375,000 square feet of commercial/retail space, 200,000 square feet of office space, 2,000 multi-family residential units, 250 hotel keys, and extensive public spaces.

The Conceptual Master Plan has been revised to reflect the above reduction in commercial/retail space and incorporate corrections and comments received by the reviewing departments during the Technical Review of Applications for Development (TRAD) process. The purpose of this amendment to the proposed development program is to provide consistency with the most recent Traffic Impact Analysis dated March 23, 2020, as prepared by Kimley-Horn and Associates, Inc., which addressed comments issued by both the reviewing departments and the Florida Department of Transportation (FDOT).

The revised Conceptual Master Plan and written responses to the TRAD comments, including the Fiscal Impact Analysis comments issued by Lambert Advisory, LLC on May 11, 2020, and Planning and Zoning Comments issued on May 18, 2020, are enclosed with this resubmittal for your review and consideration. The enclosed Conceptual Master Plan has been prepared in accordance with the City's Code, as proposed to be amended by Staff.

Based on the foregoing, we ask for your favorable review of this submittal. Thank you in advance for your considerate attention to this matter. Should you have any questions or require additional information, please contact me directly.

Very truly yours,

HOLLAND & KNIGHT LLP



Tracy R. Slavens, Esq.

Enclosures

Cc: Daniel A. Espino, Esq., City Attorney
Sharon Cino, Planning & Zoning Manager
Arthur Gallagher, Esq.
Ms. Suria Yaffar, AIA
Mr. Adrian Dabkowski, P.E.
Joseph G. Goldstein, Esq.

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February 6, 2020

HAND-DELIVERED

Mr. Justin Proffitt, AICP
Manager, Planning & Zoning Department
City of North Miami Beach
17050 N.E. 19th Ave
North Miami Beach, FL 33162-3100

RE: Dezer Intracoastal Mall LLC / Intracoastal Mall Redevelopment – 3501 Sunny Isles Boulevard, North Miami Beach, Florida-Amendment to Letter of Intent

Dear Mr. Proffitt:

Please accept this letter on behalf of Dezer Intracoastal Mall LLC (the "Applicant"), as an amendment to the letter of intent date stamped received July 31, 2019 (the "Letter of Intent"), in connection with the public hearing application under process no. 19-3 (the "Application") for that certain property generally located at 3501 Sunny Isles Boulevard, commonly known and referred to here as the "Intracoastal Mall" (or the "Property").

I. Amendment of Application Information; and U.equests

The Application and Letter of Intent are hereby amended to:

1) Reflect the addition of the ASA College parcel (folio no. 07-2210-002-2641) and a portion of the FDOT parcel to the south (no folio number available) to the Application. Therefore, the Property size is also hereby amended from ± 26.3 acres to ± 29.08 acres. Below is an aerial image of the Property:



2) Amend the proposed development program to up to 380,000 square feet of commercial/retail space, 200,000 square feet of office space, 2,000 multi-family residential units, 250 hotel keys, and extensive public spaces.

3) Include a request for a waiver, by the Director of the Community Development Department, of the requirement for a liner building on multi-level parking garage structure in accordance with Section 24-58(K)(2)b.i. of the City's Code.

4) Withdraw request to amend the to the text of the Mixed-Use District (MU) regulations to provide for a minimum unit size of 400 square feet for dwelling units. Micro-units no longer proposed as part of the Application.

In addition, the Applicant hereby affirms its requests for:

1) an amendment to the text of the City's Zoning and Land Development Code (the "Code"), specifically to the Mixed-Use District (MU) and Mixed-Use/Eastern Waterfront District (MU/EWF) regulations;

2) approval of the conceptual master development plan, which has been prepared in accordance with the MU/EWF district regulations; and

3) acceptance and execution of a development agreement pursuant to Chapter 163 of the Florida Statutes.

II. Proposed Text Amendments to the MU District and MU/EWF District Regulations

As noted in our previously submitted materials, the MU and MU/EWF District Regulations were implemented prior to the Applicant's extensive efforts to retain renown architects and community planners to prepare a development plan for the Property. Once the Applicant engaged a design and engineering team, several items were identified in the district regulations that require modification in order to both achieve improved compatibility with the existing surrounding development and to accommodate the design that carves a new waterfront space through the center of the Property. The revised proposed text amendments are:

Amendments to MU District Regulations -Sec. 24-58:

- a. Deletion of Section 24-58(R)(2).
- b. Amendment of Section 24-58(S)(1)(a) to allow properties in the MU/EWF district to have a maximum building horizontal dimension of 560 feet.
- c. Amendment of Section 24-58(S)(1)(g) to provide a minimum requirement of twenty-five percent (25%) of active uses along the ground floor of a building when located on a primary street.
- d. Amendment of Section 24-58(S)(2) to allow MU/EWF projects to have a maximum block length of 600 feet.

Together, the above proposed amendments to Section 24-58 will allow for the effective design and creation of an active, distinctive, and pedestrian-friendly urban environment. Increasing the allowable building horizontal dimension and block length will allow for maximization of water views and green areas/open space on the Property, creating a continuous pedestrian experience with minimal vehicular conflicts. In addition, these text amendments allow for the significant physical and functional integration of uses and project components necessary to achieve the desired synergies and sense of place that are the hallmarks of quality mixed-use developments.

Amendments to MUIEWF District Regulations- Sec. 24-58. 7:

- a. Amendment to Section 24-58.7(E)(4) to revise Figure MU/EWF-1: Sub-Areas Regulating Plan, Figure MU/EWF-2: Street Network Connectivity Regulating Plan, Figure MU/EWF-3: Designated Publically Accessible Open Spaces and Greenway Systems Regulating Plan, and Figure MU/EWF-4: Building Heights Regulating Plan to match the proposed layout of the project and ensure compatibility with the patterns of development surrounding the Property.
- b. Amendment to Section 24-58.7(E)(5) to allow for the modification of a regulating plan or diagram so long as certain conditions are met.
- c. Amendment to Section 24-58.7(G)(1) to modify active use requirement for buildings fronting NE 35 Avenue.
- d. Amendment to Section 24-58.7(G)(2), Table MU/EWF-1 to correct a scrivener's error.
- e. Amendment to Section 24-58.7(H)(2) to allow for the deletion of a primary or secondary street in connection with a site plan review application.
- f. Amendment to Section 24-58.7(J), Table MU/EWF-2 to provide for maximum permitted heights in accordance with proposed Figure MU/EWF-4.

The above proposed amendments to Section 24-58.7 will enable the Applicant to design and redevelop the Property in a manner that is thoughtful, innovative, and consistent with the spirit of the district regulations. Specifically, these amendments are necessary to achieve improved site configuration, and pedestrian and vehicular circulation and orientation, as well as the creation of the canal, which bifurcates the majority of the Property. The canal was not envisioned in the current regulating plan or diagrams, is the focal point of the proposed development. Not only will this new landmark contribute to the sense of place and identity of the project, but it will also serve as a natural and attractive component that will dramatically enhance the experience of visitors and residents alike. As such, the proposed text amendments are needed to amend the regulating plan, and provide consistency for the project with the associated MU/EWF district regulations.

The full proposed text amendment language, as revised pursuant to this amended letter of intent, is enclosed with this application for your consideration.

III. **Conceptual Master Plan**

The Conceptual Master Plan has been revised to incorporate corrections and comments received by the reviewing departments during the Technical Review of Applications for Development (TRAD) meeting held on September 13, 2019.

The proposed development program has been amended to provide consistency with the Traffic Impact Analysis dated January 17, 2020, as prepared by Kimley-Horn and Associates, Inc, and is now limited to up to 380,000 square feet of commercial/retail space, 200,000 square feet of office space, 2,000 multi-family residential units, 250 hotel keys, and extensive public spaces. In addition, you will notice that the site has been reconfigured to provide improved overall alignment circulation, interconnectivity, and configuration of Blocks N1-3 and S1-4. The proposed revisions to the conceptual Master Plan also include the relocation of the elevated park to the ground along the central park and waterfront, the addition of a dog park on the southeast corner, and a play area on the northwest corner. With the proposed revisions, the proposed open space amounts to 425,466 square feet (34%). Lastly, please note that it has been determined that the right-of-way dedication along NW 35th Avenue is not needed with the proposed roadway improvements. Therefore, the proposed plan preserves the entrance to the shopping center and existing conditions along NW 35th Avenue. However, in the event a future right-of-way dedication along NW 35th Avenue is required, the Applicant reserves the right to use the dedicated portion of Property for setback calculation purposes in order to ensure compliance with applicable setback requirements.

The revised Conceptual Master Plan and written responses to the TRAD comment are enclosed with this resubmittal for your review and consideration.

IV. **Development Agreement**

The proposed redevelopment of the Intracoastal Mall is intended to be built in phases with an extended development timeline. The Applicant is seeking the approval of a development agreement in order to vest the conceptual master development plan and establish clear criteria for the development of the project. The Applicant has prepared a draft development agreement for the City's consideration. This agreement is consistent with the requirements of the Florida Local Government Development Agreement Act (Sections 163.3220-163.3243 of the Florida Statutes) and Section 24-214 of the City's Code. The development agreement is intended to establish conditions applicable to the project over its development timeline and ensure that the redevelopment of the Intracoastal Mall is built in accordance with the conceptual master development plan.

Based on the foregoing, we ask for your favorable review of this submittal. Thank you in advance for your considerate attention to this matter. Should you have any questions or require additional information, please contact me directly.

Very truly yours,

HOLLAND & KNIGHT LLP



Tracy R. Slavens, Esq.

Enclosures

Cc: Sarah L. Johnston, Esq., City Attorney
Sharon Cino, Planning & Zoning Manager
Arthur Gallagher, Esq.
Ms. Suria Yaffar, AIA
Mr. Bernard Zyscovich, AIA
Mr. Adrian Dabkowski, P.E.
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July 31, 2019

HAND-DELIVERED

RECEIVED

Mr. Justin Proffitt, AICP
Manager, Planning & Zoning Department
City of North Miami Beach
17050 N.E. 19th Ave
North Miami Beach, FL 33162-3100

JUL 31 2019

BY: W(r)uCZ-

RE: Dezer Intracoastal Mall LLC / Intracoastal Mall Redevelopment – 3501 Sunny Isles Boulevard, North Miami Beach, Florida – Letter of Intent for an Application seeking 1) a Text Amendment to the Zoning and Land Development Code; 2) Approval of a Conceptual Master Development Plan; and 3) Acceptance of a Development Agreement Pursuant to Chapter 163, F.S.

Dear Mr. Proffitt:

Please accept this letter of intent on behalf of Dezer Intracoastal Mall LLC (the "Applicant"), in support of its public hearing application for approval of a conceptual master development plan and proffer of development agreement for that certain +/-26.3 acre property generally located at 3501 Sunny Isles Boulevard in North Miami Beach, Florida (the "City"). The site is commonly known and referred to here as the "Intracoastal Mall" (or the "Property") and is further identified by folio no. 07-2210-002-2640 The Applicant is seeking:

- 1) an amendment to the text of the City's Zoning and Land Development Code (the "Code"), specifically to the Mixed-Use District (MU) and Mixed-Use/Eastern Waterfront District (MU/EWF) regulations;
- 2) approval of the conceptual master development plan, which has been prepared in accordance with the MU/EWF district regulations; and
- 3) acceptance and execution of a development agreement pursuant to Chapter 163 of the Florida Statutes.

The proposed master development plan for the redevelopment of the Intracoastal Mall contemplates a mixed use development composed of residential, retail, and office uses that will implement the City's vision for the Property.

Background

The Intracoastal Mall was originally developed in the late 1980s as an open air shopping center and is currently improved with 234,026 square feet of retail uses. Its location, at the gateway of the eastern entrance to the City, has allowed the Intracoastal Mall to be a successful shopping center for decades. In recent years, the City has identified the Property's potential to become a true community center. As such, the Property is designated on the City's Comprehensive Plan Future Land Use Map as MU/EWF and correspondingly zoned MU/EWF.

With this application, the Applicant seeks to redevelop the Property with an innovative plan that incorporates the desired mix of uses while creating new waterfront and multiple layers of public spaces for the community to enjoy. In order to accomplish its design, modifications are needed to update the MU and MU/EWF district regulations. Additionally, because a number of existing tenants wish to continue serving the community at this location, the project will require a phased redevelopment. As such, the Applicant is proposing a Conceptual Master Development Plan and is proffering a Development Agreement that will ensure the project is developed in accordance with the design being presented herein. Thus, the Applicant is seeking approval of the following requests:

Application / Requests & Justifications

1. Text Amendments to MU District and MU/EWF District Regulations

The MU and MU/EWF District Regulations were implemented prior to the Applicant's extensive efforts to retain renown architects and community planners to prepare a development plan for the Property. Once the Applicant engaged a design and engineering team, several items were identified in the district regulations that require modification in order to both achieve improved compatibility with the existing surrounding development and to accommodate the design that carves a new waterfront space through the center of the Property. The proposed text amendments are:

Amendments to MU District Regulations-Sec. 24-58:

- a. Amendment to height standards to allow stories above the ground floor to have a maximum height of eighteen feet and allow a movie theater use to have a maximum story height of thirty-five feet. (Sec. 24-58(R)(2))
- b. Amendment to design standards for building configuration and design to allow buildings to have a maximum horizontal dimension of 560 feet, provide for specified locations of ground floor active uses on primary streets, and provide for a minimum unit size of 400 square feet for dwelling units. (Sec. 24-58(S)(1))
- c. Amendment to block requirements to allow MU/EWF projects to have a maximum block length of 600 feet. (Sec. 24-58(S)(2))

Amendments to MUIEWF District Regulations-Sec. 24-58.7:

- a. Amendment to Figure MU/EWF-1: Sub-Areas Regulating Plan, Figure MU/EWF-2: Street Network Connectivity Regulating Plan, Figure MU/EWF-3:

Designated Publically Accessible Open Spaces and Greenway Systems Regulating Plan, and Figure MU/EWF-4: Building Heights Regulating Plan to match the proposed layout of the project and ensure compatibility with the patterns of development surrounding the Property. (Sec. 24-58.7(E)(4))

- b. Amendment to allow for the modification of a regulating plan or diagram so long as certain conditions are met. (Sec. 24-58.7(E)(5))
- c. Amendment to modify building frontage design along NE 35 Avenue (Sec. 24-58.7(0)(1))
- d. Amendment to Table MU/EWF-1 to correct a scrivener's error. (Sec. 24-58.7(0)(2))
- e. Amendment to allow for the deletion of a primary or secondary street m connection with a site plan review application. ((Sec. 24-58.7(H)(2))
- f. Amendment to Table MU/EWF-2 to provide for maximum permitted heights in accordance with proposed Figure MU/EWF-4. (Sec. 24-58.7(1))

The full proposed text amendment language and regulating plans are enclosed with this application for your consideration. These amendments will enable the Applicant to design and redevelop the Property in a manner that is thoughtful, innovative, and consistent with the spirit of the district regulations.

2. Conceptual Ma ter Development Plan

The City's Comprehensive Plan established a desired maximum density and intensity on the Property of 2,000 residential units and 2,500,000 square feet of nonresidential use. The City's Code implemented this desire by creating district regulations that would guide the design of development within the MU/EWF district. The Code provides:

The intent of the EASTERN MU/WF district is to establish a Mixed-use area that serves as the center of activity for the entire Eastern Shores neighborhood. The district shall provide for multi-family housing that enables residents to live on the waterfront. Providing new publically accessible open spaces as well as public access to and beautification of the waterfront are primary principals of the EASTERN MU/WF district. The district shall also improve the fire rescue station and provide a police sub-station to enhance the public services in the Eastern Shores neighborhood. Development patterns shall generally reflect planning and design principles that reduce traffic by designing a walkable neighborhood oriented around the five-minute walk. Additionally, there shall be primary orientation towards the waterfront, integration of housing, employment, shopping and recreation at the neighborhood level.

The land use principles for the MU/EWF District, set forth in Section 24-58.7(0)(1) of the Code, requires that the MU/EWF District "shall be developed as an identifiable place and shall act as an important center for living, working, shopping and entertainment. The mix of uses within the District, the sreels and the architectural character of individual buildings shall blend

together to contribute to a coherent identity and sense of place." To further this requirement, a regulating plan establishes the pattern of development envisioned within the MU/EWF District. The Applicant has engaged a team of leading design and engineering professionals to achieve this vision.

The Applicant is proposing to redevelop the Property with integrated well-planned mixed-use development consisting of 380,000 square feet of retail space, 2,000 multi-family residential units, up to 200,000 square feet of office space, and extensive public spaces. The Applicant is also proposing to exceed the open space requirements set forth by the district regulations.

The enclosed conceptual master development plan, prepared by Zyscovich Architects, envisions an urban mixed-use environment with active street frontages along NE 35th Avenue, interior streets, and provides active use along all levels fronting the perimeter and new internal waterfront areas. The conceptual master plan is truly placemaking. The plan was designed to provide primary orientation of all uses towards the waterfront and has created an extraordinary new waterfront environment. The conceptual master development plan provides extensive open space, which includes urban greenways, baywalks, waterfront promenades, plazas, and active pedestrian paths, as well as private open spaces for residents of the project.

Honoring the intent of the City's Code, this project will serve as the center of activity for the entire Eastern Shores neighborhood. The project will beautify and activate the waterfront, by providing new publically accessible open spaces as well as public access. In addition, the proposed conceptual master development plan contemplates the improvement of the fire rescue station and the addition of a community facility to enhance the public services in the Eastern Shores neighborhood. This project is intended to attract visitors, improve the quality of life of the City's residents, and encourage people to reside in the area. The master development plan is consistent with Policies 1.6.5 and 1.6.9 of the City's Comprehensive Plan, and Section 24.58.7 of the Code, which seek to maximize the economic and aesthetic of the MU/EWF district in light of its waterfront location.

3. Development Agreement

The proposed redevelopment of the Intracoastal Mall is intended to be built in phases with an extended development timeline. The Applicant is seeking the approval of a development agreement in order to vest the conceptual master development plan and establish clear criteria for the development of the project. The Applicant has prepared a draft development agreement for the City's consideration. This agreement is consistent with the requirements of the Florida Local Government Development Agreement Act (Sections 163.3220-163.3243 of the Florida Statutes) and Section 24-214 of the City's Code. The development agreement is intended to establish conditions applicable to the project over its development timeline and ensure that the redevelopment of the Intracoastal Mall is built in accordance with the conceptual master development plan.

Conclusion


The Intracoastal Mall, as proposed, is intended to be an landmark urban mixed-use development that will transform the City. The Property's desirable location and the project's

thoughtful design and mix of uses will attract residents, businesses, and visitors to the area and will establish an community gem in North Miami Beach. The residents and visitors to the project will enjoy a sophisticated metropolitan experience where they will be able walk between their homes, places of work, and the premiere shopping and dining destination in the City, all while enjoying picturesque waterfront views. Enclosed for your review in support of the Applicant's requests are copies of the application, draft text amendments, draft development agreement, conceptual master development plan, and required exhibits. The traffic analysis for the project will be submitted under separate cover.

Thank you in advance for your considerate attention to and favorable review of this application. Please do not hesitate to contact me should you need additional information or have additional questions regarding this matter.

Very truly yours,

HOLLAND & KNIGHT LLP



Tracy R. Slavens, Esq.

Enclosures

Cc: Sarah Johnston, Esq.
Arthur Gallagher, Esq.
Ms. Suria Yaffar, AIA
Mr. Bernard Zyscovich, AIA
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