

VILLAGE OF ANTIOCH, LAKE COUNTY
Department of Planning, Zoning & Building
Mailing Address: 874 Main Street Office Location: 882 - B Main Street
Antioch, Illinois 60002
Weekday Hours: 7:30 AM To 4:00 PM Phone: (847) 395-9462 Fax: (847) 395-9482

FILE NO. PZB _____
HEARING DATE _____

REQUEST FOR ZONING CODE AMENDMENT
BEFORE THE COMBINED PLANNING COMMISSION AND ZONING BOARD
VILLAGE OF ANTIOCH, ILLINOIS
(Submit original plus nineteen copies)

P E T I T I O N

TO: The Chairperson and Members of the Combined Planning Commission and Zoning Board of Appeals, Antioch, Illinois.

Petitioners (Names): Walton Illinois, LLC, as contract purchaser, with the authorization of the owner,
BMB Associates I, LLC

certify that they are the owner(s) of the following described real estate: **SEE ATTACHED**

(Attach the Legal Description as shown on Warranty Deed or recent Certified Plat of Survey)

PERMANENT INDEX NUMBER(S), (PIN): 02-SEE ATTACHED - _____.
(From latest real estate tax bill)

That said premises are now classified under the Zoning Ordinance as R-1 PUD (Clublands of Antioch) and that under said classification the petitioner(s) is/are prohibited from building/operating the following use(s): No change is sought to the existing zoning classification. The Petitioner seeks amendments, modifications and/or other relief related to PUD Ord. 02-09-32, September 16, 2002, the Clublands of Antioch Development Agreement (October 28, 2002) and other Village ordinances and agreements to facilitate development of the remaining 635 home sites in the Clublands development. A description of the key items of relief, titled "Application by Walton Illinois, LLC to the Village of Antioch, Illinois - Clublands of Antioch", a "Clublands HOA Lot Summary" and a "Clublands Lot and Land Summary" are attached hereto and made a part hereof.

Proposed building/ uses are depicted on the attached drawings prepared by:

Balsamo Olson & Lewis and Manhard Consulting, dated enclosed herewith, and made a part of this petition.

WHEREFORE, Petitioner(s) request, pursuant to rules and regulations, hold a public hearing as provided for by Illinois Statute and as a result of said hearing, recommend to the Board of

Trustees, Village of Antioch, that the Village Zoning Ordinance be so amended, as to modify the uses to which the above described premises may be put, and that said premises be reclassified, (re-zoned), from the present R-1 PUD Zoning District to the R-1 PUD Zoning District.
as amended

(Include a zoning plat if more than one zoning category is sought.)

Included with the underlying zoning request, and an integral part thereof, is a request for:

- ☐ A Special Use pursuant to Title 10.
- ☒ A Special Use - Planned Development pursuant to Title 10 et. seq.;
Concept Plan Review, file #DRC_____.
Amendment of existing PUD special use permit. Waiver of concept plan review is requested.
- ☒ Other - Please describe: _____

Amendment of existing Development Agreement and other relief as
necessary as described in the attached.

Such an amendment will not adversely affect the public health, safety, or general welfare of the community, and will be in conformity with the Comprehensive Plan in that:

The requested amendment to the Development Agreement, PUD special use permit and other relief will facilitate Petitioner's acquisition and development of the subject property. The Petitioner is not seeking to change the single-family residential use or zoning classification of the subject property, nor is the
Petitioner seeking to increase the proposed density of the Clublands subdivision beyond what is already permitted.

Other reasons for this request are as follows:

Given the Neumann Homes bankruptcy and the unfinished nature of the Clublands subdivision, an amendment to the existing Development Agreement is necessary to clarify the remaining rights and obligations of the successor developer. Further, an amendment to the PUD special use permit may be necessary to clarify and approve plans for the completion of subdivision improvements and amenities.

(Please attach relevant information concerning other governmental agency reviews of this request, including correspondence, file numbers, background studies, etc.)

Name of Applicant(s):	Walton Illinois LLC
Address of Applicant(s):	c/o Walton International Group (USA), Inc. 4800 North Scottsdale Road, Suite 4000 Scottsdale, Arizona 85251 Attn: Rob Leinbach

Name of Owner(s): BMB Associates I, LLC
c/o Cole Taylor Bank
Address of Owner(s): 9550 West Higgins Road
Rosemont, Illinois 60018

DLA Piper LLP (US)
203 N. LaSalle Street, Suite 1900
Chicago, IL 60601
Attn: Jesse Dodson

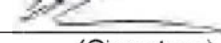
[illegible]

I (we) consent to the entry in or upon the premises described in this application by any authorized official of the Village of Antioch, Illinois, during normal working hours, for the purposes of: viewing the site and/or structures related to this request; and the posting, maintaining, and removing such notices as may be required by law.

I (we) certify that all of the above statements and the statements contained in any papers or plans submitted herewith are true to the best of my (our) knowledge and belief.

WALTON ILLINOIS LLC

APPLICANTS:

 12/19/2013
(Signature) applicant date

(Signature) applicant date

BMB ASSOCIATES I, LLC

OWNERS:

SEE ATTACHED.
(Signature) owner date

(Signature) owner date

DLA PIPER LLP (US)

APPLICANT'S
ATTORNEY:

 12-19-2013
(Signature) attorney date

=====

OFFICE USE ONLY

REC _____
VBoT _____
ORD _____

FLAT FEE \$ _____
ESCROW DEP. \$ _____

The undersigned, BMB Associates I, LLC, the owner of the real estate described in the foregoing Request For Zoning Code Amendment (the "**Amendment Request**") being submitted to the Village of Antioch (the "**Village**") Department of Planning, Zoning & Building hereby acknowledges the Amendment Request for purposes of consenting to the entry in or upon the premises described therein (the "**Property**") by any authorized official of the Village of Antioch, Illinois during normal working hours, for the purposes of: viewing the site and/or structures related to the Amendment Request and posting, maintaining and removing such notices as may be required by law. Such acknowledgment and consent is conditioned upon the understanding and agreement by the Village that any amendments to be made pursuant to the Amendment Request shall only be effective when and if the contract purchaser named in the Amendment Request acquires title to the Property.

OWNER:

BMB ASSOCIATES I, LLC, a Delaware limited liability company

By: Cole Taylor Bank, its Manager

By: 

Name: Craig Weber

Title: ESVP

PARCEL 1:

LOTS 4, 10, 11, 12, 13, 18, 35, 71, AND OUTLOTS "A" AND "B" IN CLUBLANDS OF ANTIOCH - PHASE 1, BEING A SUBDIVISION OF PART OF THE SOUTHEAST QUARTER OF SECTION 15, PART OF THE NORTHEAST QUARTER OF SECTION 22 AND PART OF THE NORTHWEST QUARTER OF SECTION 23, ALL IN TOWNSHIP 46 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 7, 2003 AS DOCUMENT NO. 5178886, IN LAKE COUNTY, ILLINOIS.

PARCEL 2:

LOTS 158, 159, 160, 161, 162, 164, 171, AND TOT LOT 1, IN CLUBLANDS OF ANTIOCH -PHASE 2, BEING A SUBDIVISION OF PART OF THE NORTHEAST 1/4 OF SECTION 22 AND THE SOUTHEAST 1/4 OF SECTION 15, TOWNSHIP 46 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED JULY 23, 2004 AS DOCUMENT NUMBER 5607281, IN LAKE COUNTY, ILLINOIS.

PARCEL 3:

LOTS 477, 478, 479, 480, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 610, 611, 612, 640, 645, 648, 649, 650, 651, 652, 653, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817 AND OUTLOTS U, V, W, Y AND Z AND TOT LOT 1, IN CLUBLANDS OF ANTIOCH - PHASE 3 EAST, BEING A SUBDIVISION OF PART OF SECTION 23, TOWNSHIP 46 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED JANUARY 3, 2005 AS DOCUMENT NUMBER 5710108, AS CORRECTED BY CERTIFICATE OF CORRECTION RECORDED JULY 13, 2006 AS DOCUMENT NUMBER 6026240, IN LAKE COUNTY, ILLINOIS.

PARCEL 4:

LOTS 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 22, 32, 33, 34, 42, 43, 44, 45, 46, 47, 48, AND 49 IN CLUBLANDS OF ANTIOCH - PHASE 3 EAST RESUBDIVISION, BEING A RESUBDIVISION OF LOTS 613 THROUGH 638 INCLUSIVE, LOTS 654 THROUGH 681 INCLUSIVE AND OUTLOT T IN CLUBLANDS OF ANTIOCH - PHASE 3 EAST, BEING A PART OF SECTION 23 TOWNSHIP 46 NORTH RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED OCTOBER 19, 2006 AS DOCUMENT NUMBER 6076899, IN LAKE COUNTY, ILLINOIS.

PARCEL 5:

LOTS 198, 210, 211, 212, 213, 214, 215, 216, 220, 225, 226, 227, 228, 231, 232, 233, 234, 235, 236, 238, 239, 269, 270, 271, 272, 273, 274, 278, 282, 283, 284, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 305, 309, 310, 311, 312, 313, 314, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 338, 339, 340, 341, 342, 343, 344, 349, 350, 351, 352, 353, 355, 356, 357, 358, 359, 360, 362, AND 369 IN CLUBLANDS OF ANTIOCH - PHASE 3 WEST, BEING A SUBDIVISION OF PART OF THE SOUTHEAST 1/4 OF SECTION 15 AND THE NORTHEAST 1/4 OF SECTION 22, TOWNSHIP 46 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED JANUARY 3, 2005 AS DOCUMENT NUMBER 5710109, AS CORRECTED BY CERTIFICATE OF CORRECTION RECORDED MARCH 7, 2006 AS DOCUMENT NUMBER 5957638 AND CERTIFICATE OF CORRECTION RECORDED JULY 13, 2006 AS DOCUMENT NUMBER 6026241, IN LAKE COUNTY, ILLINOIS.

PARCEL 6: (INTENTIONALLY OMITTED)

PARCEL 7:

THAT PART OF THE NORTHEAST QUARTER AND SOUTHEAST QUARTER OF SECTION 22, AND PART OF THE NORTHWEST QUARTER AND SOUTHWEST QUARTER OF SECTION 23, TOWNSHIP 46 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 23; THENCE SOUTH 00 DEGREES 11 MINUTES 03 SECONDS WEST ALONG THE WEST LINE OF SAID NORTHWEST QUARTER, A DISTANCE OF 1343.72 FEET TO THE PLACE OF BEGINNING, ALSO BEING THE SOUTHEAST CORNER OF OUTLOT H IN CLUBLANDS OF ANTIOCH - PHASE 2 RECORDED AS DOCUMENT NO. 5607281; THENCE SOUTH 89 DEGREES 48 MINUTES 57 SECONDS EAST ALONG THE SOUTH LINE OF OUTLOT F IN CLUBLANDS OF ANTIOCH - PHASE 1 RECORDED AS DOCUMENT NO. 5178886, A DISTANCE OF 896.68 FEET TO THE NORTHWEST CORNER OF OUTLOT S IN CLUBLANDS OF ANTIOCH - PHASE 3 EAST RECORDED AS DOCUMENT NO. 5710108; THENCE SOUTHERLY ALONG A WESTERLY BOUNDARY LINE OF SAID CLUB LANDS OF ANTIOCH - PHASE 3 EAST FOR THE FOLLOWING 11 COURSES: 1) THENCE SOUTH 08 DEGREES 04 MINUTES 26 SECONDS EAST, A DISTANCE OF 751.22 FEET; 2) THENCE SOUTH 86 DEGREES 32 MINUTES 51 SECONDS EAST, A DISTANCE OF 72.08 FEET; 3) THENCE SOUTH 19 DEGREES 02 MINUTES 17 SECONDS EAST, A DISTANCE OF 63.98 FEET; 4) THENCE SOUTH 18 DEGREES 14 MINUTES 13 SECONDS EAST, A DISTANCE OF 79.98 FEET; 5) THENCE SOUTH 07 DEGREES 24 MINUTES 56 SECONDS EAST, A DISTANCE OF 85.81 FEET; 6) THENCE SOUTH 00 DEGREES 16 MINUTES 52 SECONDS EAST, A DISTANCE OF 272.25 FEET; 7) THENCE SOUTH 52 DEGREES 34 MINUTES 37 SECONDS WEST A DISTANCE OF 583.96 FEET; 8) THENCE SOUTH 12 DEGREES 00 MINUTES 54 SECONDS WEST, A DISTANCE OF 217.08 FEET; 9) THENCE SOUTH 14 DEGREES 31 MINUTES 01 SECONDS WEST, A DISTANCE OF 140.00 FEET; 10) THENCE SOUTH 18 DEGREES 03 MINUTES 31 SECONDS WEST, A DISTANCE OF 66.12 FEET 11) THENCE SOUTH 14 DEGREES 47 MINUTES 52 SECONDS WEST A DISTANCE OF 139.99 FEET TO A POINT ON A SOUTHERLY BOUNDARY LINE OF SAID CLUBLANDS OF ANTIOCH - PHASE 3 EAST; THENCE EASTERLY ALONG SAID SOUTHERLY BOUNDARY LINE FOR THE FOLLOWING 9 COURSES: 1) THENCE SOUTH 77 DEGREES 44 MINUTES 01 SECONDS EAST, A DISTANCE OF 67.59 FEET; 2) THENCE SOUTH 86 DEGREES 57 MINUTES 25 SECONDS EAST, A DISTANCE OF 152.23 FEET; 3) THENCE NORTH 89 DEGREES 43 MINUTES 08 SECONDS EAST, A DISTANCE OF 500.00 FEET 4) THENCE SOUTH 49 DEGREES 51 MINUTES 29 SECONDS EAST, A DISTANCE OF 54.61 FEET; 5) THENCE NORTH 65 DEGREES 25 MINUTES 15 SECONDS EAST, A DISTANCE OF 86.05 FEET; 6) THENCE NORTH 89 DEGREES 43 MINUTES 08 SECONDS EAST, A DISTANCE OF 120.00 FEET; 7) THENCE SOUTH 45 DEGREES 41 MINUTES 11 SECONDS EAST, A DISTANCE OF 62.94 FEET; 8) THENCE NORTH 70 DEGREES 32 MINUTES 27 SECONDS EAST, A DISTANCE OF 97.05 FEET; 9) THENCE SOUTH 67 DEGREES 55 MINUTES 39 SECONDS EAST, A DISTANCE OF 149.97 FEET TO A POINT ON A WESTERLY BOUNDARY LINE OF SAID CLUBLANDS OF ANTIOCH - PHASE 3 EAST; THENCE SOUTHWESTERLY ALONG SAID WESTERLY BOUNDARY LINE FOR THE FOLLOWING 12 COURSES; 1) THENCE SOUTH 41 DEGREES 49 MINUTES 06 SECONDS WEST A DISTANCE OF 169.64 FEET; 2) THENCE SOUTH 54 DEGREES 04 MINUTES 18 SECONDS WEST, A DISTANCE OF 75.66 FEET; 3) THENCE SOUTH 57 DEGREES 31 MINUTES 14 SECONDS WEST, A DISTANCE OF 117.22 FEET; 4) THENCE SOUTH 56 DEGREES 45 MINUTES 54 SECONDS WEST, A DISTANCE OF 56.47 FEET; 5) THENCE SOUTH 50 DEGREES 39 MINUTES 34 SECONDS WEST, A DISTANCE OF 59.96 FEET; 6) THENCE SOUTH 43 DEGREES 11 MINUTES 28 SECONDS WEST, A DISTANCE OF 62.48 FEET; 7) THENCE SOUTH 35 DEGREES 17 MINUTES 11 SECONDS WEST A DISTANCE OF 67.10 FEET; 8) THENCE SOUTH 26 DEGREES 49 MINUTES 30 SECONDS WEST, A DISTANCE OF 71.58 FEET; 9) THENCE SOUTH 16 DEGREES 14 MINUTES 25 SECONDS WEST, A DISTANCE OF 76.08 FEET; 10) THENCE SOUTH 41 DEGREES 22 MINUTES 22 SECONDS WEST, A DISTANCE OF 82.53 FEET; 11) THENCE SOUTH 54 DEGREES 32 MINUTES 12 SECONDS WEST, A DISTANCE OF 82.53 FEET; 12) THENCE SOUTH 67 DEGREES 42 MINUTES 02 SECONDS WEST, A DISTANCE OF 117.17 FEET TO THE SOUTHWEST CORNER OF OUTLOT Y IN SAID CLUBLANDS OF ANTIOCH - PHASE 3 EAST; THENCE SOUTH 89 DEGREES 43 MINUTES 08 SECONDS WEST, A DISTANCE OF 1,043.31 FEET TO A POINT ON THE WEST LINE OF THE SOUTHWEST QUARTER

OF SAID SECTION 23; THENCE NORTH 00 DEGREES 11 MINUTES 41 SECONDS EAST ALONG SAID WEST LINE, A DISTANCE OF 1,151.42 FEET; THENCE SOUTH 89 DEGREES 50 MINUTES 38 SECONDS WEST, A DISTANCE OF 1,331.43 FEET TO A POINT ON THE WEST LINE OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 22; THENCE NORTH 00 DEGREES 11 MINUTES 49 SECONDS EAST ALONG SAID WEST LINE, A DISTANCE OF 490.47 FEET TO A POINT ON THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 22, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF OUTLOT P IN CLUBLANDS OF ANTIOCH - PHASE 3 WEST RECORDED AS DOCUMENT NO. 5710109; THENCE NORTH 00 DEGREES 09 MINUTES 28 SECONDS EAST ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 22 AND THE EASTERLY BOUNDARY LINE OF SAID CLUBLANDS OF ANTIOCH - PHASE 3 WEST, A DISTANCE OF 44.73 FEET; THENCE NORTHEASTERLY ALONG SAID EASTERLY BOUNDARY LINE FOR THE FOLLOWING 10 COURSES: 1) THENCE NORTH 41 DEGREES 09 MINUTES 44 SECONDS EAST, A DISTANCE OF 88.95 FEET; 2) THENCE NORTH 56 DEGREES 46 MINUTES 52 SECONDS EAST, A DISTANCE OF 86.26 FEET; 3) THENCE NORTH 70 DEGREES 54 MINUTES 22 SECONDS EAST A DISTANCE OF 82.75 FEET; 4) THENCE NORTH 72 DEGREES 52 MINUTES 25 SECONDS EAST A DISTANCE OF 79.14 FEET; 5) THENCE NORTH 88 DEGREES 41 MINUTES 51 SECONDS EAST, A DISTANCE OF 75.23 FEET; 6) THENCE NORTH 85 DEGREES 47 MINUTES 05 SECONDS EAST, A DISTANCE OF 45.25 FEET; 7) THENCE NORTH 59 DEGREES 02 MINUTES 09 SECONDS EAST A DISTANCE OF 186.00 FEET; 8) THENCE NORTH 11 DEGREES 01 MINUTES 15 SECONDS EAST, A DISTANCE OF 887.56 FEET; 9) THENCE NORTH 45 DEGREES 05 MINUTES 04 SECONDS EAST, A DISTANCE OF 152.00 FEET; 10) THENCE NORTH 89 DEGREES 24 MINUTES 47 SECONDS EAST, A DISTANCE OF 493.78 FEET TO THE PLACE OF BEGINNING, IN LAKE COUNTY, ILLINOIS.

PARCEL 8:

THAT PART OF SECTION 23, TOWNSHIP 46 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN LAKE COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 23; THENCE SOUTH 00 DEGREES 11 MINUTES 03 SECONDS WEST ALONG THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 23, A DISTANCE OF 2633.43 FEET TO THE SOUTHWEST CORNER OF SAID NORTHWEST QUARTER; THENCE SOUTH 00 DEGREES 11 MINUTES 41 SECONDS WEST ALONG THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 23, A DISTANCE OF 1642.20 FEET; THENCE NORTH 89 DEGREES 43 MINUTES 08 SECONDS EAST, A DISTANCE OF 1043.31 FEET TO THE PLACE OF BEGINNING; THENCE NORTH 67 DEGREES 42 MINUTES 02 SECONDS EAST, A DISTANCE OF 117.17 FEET; THENCE NORTH 54 DEGREES 32 MINUTES 12 SECONDS EAST, A DISTANCE OF 82.53 FEET; THENCE NORTH 41 DEGREES 22 MINUTES 22 SECONDS EAST, A DISTANCE OF 82.53 FEET; THENCE NORTH 16 DEGREES 14 MINUTES 25 SECONDS EAST, A DISTANCE OF 76.08 FEET; THENCE NORTH 26 DEGREES 49 MINUTES 30 SECONDS EAST, A DISTANCE OF 71.58 FEET; THENCE NORTH 35 DEGREES 17 MINUTES 11 SECONDS EAST, A DISTANCE OF 67.10 FEET; THENCE NORTH 43 DEGREES 11 MINUTES 28 SECONDS EAST, A DISTANCE OF 62.48 FEET; THENCE NORTH 50 DEGREES 39 MINUTES 34 SECONDS EAST, A DISTANCE OF 59.96 FEET; THENCE NORTH 56 DEGREES 45 MINUTES 54 SECONDS EAST, A DISTANCE OF 56.47 FEET; THENCE NORTH 57 DEGREES 31 MINUTES 14 SECONDS EAST, A DISTANCE OF 117.22 FEET; THENCE NORTH 54 DEGREES 04 MINUTES 18 SECONDS EAST, A DISTANCE OF 75.66 FEET; THENCE NORTH 41 DEGREES 49 MINUTES 06 SECONDS EAST, A DISTANCE OF 169.64 FEET; THENCE NORTH 67 DEGREES 55 MINUTES 39 SECONDS WEST, A DISTANCE OF 149.97 FEET; THENCE NORTH 85 DEGREES 07 MINUTES 40 SECONDS WEST, A DISTANCE OF 137.03 FEET; THENCE SOUTH 89 DEGREES 43 MINUTES 08 SECONDS WEST, A DISTANCE OF 740.00 FEET; THENCE NORTH 86 DEGREES 57 MINUTES 25 SECONDS WEST, A DISTANCE OF 152.23 FEET; THENCE NORTH 77 DEGREES 44 MINUTES 01 SECONDS WEST, A DISTANCE OF 67.59 FEET; THENCE NORTH 14 DEGREES 47 MINUTES 52 SECONDS EAST, A DISTANCE OF 139.99 FEET; THENCE NORTH 18 DEGREES 03 MINUTES 31 SECONDS EAST, A DISTANCE OF 66.12 FEET; THENCE NORTH 14 DEGREES 31 MINUTES 01 SECONDS EAST, A DISTANCE OF 140.00 FEET; THENCE NORTH 12 DEGREES 00 MINUTES 54 SECONDS EAST, A DISTANCE OF 217.08 FEET; THENCE NORTH 52 DEGREES 34 MINUTES 37 SECONDS EAST, A DISTANCE OF

583.96 FEET; THENCE NORTH 00 DEGREES 16 MINUTES 52 SECONDS WEST, A DISTANCE OF 196.40 FEET; THENCE NORTH 00 DEGREES 16 MINUTES 53 SECONDS WEST, A DISTANCE OF 75.85 FEET; THENCE NORTH 07 DEGREES 24 MINUTES 56 SECONDS WEST, A DISTANCE OF 85.81 FEET; THENCE NORTH 18 DEGREES 14 MINUTES 13 SECONDS WEST, A DISTANCE OF 79.98 FEET; THENCE NORTH 19 DEGREES 02 MINUTES 17 SECONDS WEST, A DISTANCE OF 63.98 FEET TO A POINT ON THE SOUTHERLY LINE OF A PARCEL OF LAND CONVEYED PER DEED DOCUMENT 5111921; THENCE SOUTH 86 DEGREES 32 MINUTES 51 SECONDS EAST ALONG SAID SOUTHERLY LINE, A DISTANCE OF 565.70 FEET TO A SOUTHWESTERLY CORNER OF THE LAKE COUNTY FOREST PRESERVE PROPERTY DESCRIBED IN A DEED RECORDED AS DOCUMENT NUMBER 5111922; THENCE ALONG THE SOUTHERLY LINE OF SAID LAKE COUNTY FOREST PRESERVE PROPERTY FOR THE FOLLOWING 9 COURSES: 1) THENCE NORTH 85 DEGREES 29 MINUTES 22 SECONDS EAST, A DISTANCE OF 122.98 FEET; 2) THENCE NORTH 56 DEGREES 16 MINUTES 18 SECONDS EAST, A DISTANCE OF 126.57 FEET; 3) THENCE SOUTH 77 DEGREES 48 MINUTES 41 SECONDS EAST, A DISTANCE OF 130.00 FEET TO A POINT ON A NON-TANGENT CURVE; 4) THENCE NORTHEASTERLY ALONG A CURVE CONCAVE SOUTHEASTERLY HAVING A CHORD BEARING OF NORTH 26 DEGREES 03 MINUTES 13 SECONDS EAST, A CHORD LENGTH OF 263.60 FEET, A RADIUS OF 550.00 FEET, AN ARC LENGTH OF 266.19 FEET TO A POINT OF TANGENCY; 5) THENCE NORTH 39 DEGREES 55 MINUTES 08 SECONDS EAST, A DISTANCE OF 400.53 FEET TO A POINT OF CURVATURE; 6) THENCE EASTERLY ALONG A CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 230.00 FEET, AN ARC LENGTH OF 340.55 FEET TO A POINT ON A NON-TANGENT LINE; 7) THENCE NORTH 34 DEGREES 45 MINUTES 14 SECONDS EAST, A DISTANCE OF 192.09 FEET; 8) THENCE NORTH 25 DEGREES 57 MINUTES 15 SECONDS WEST, A DISTANCE OF 30.39 FEET; 9) THENCE SOUTH 89 DEGREES 47 MINUTES 14 SECONDS EAST, A DISTANCE OF 635.91 FEET TO A POINT ON THE EAST LINE OF THE WEST 45 RODS OF THE EAST HALF OF SAID SECTION 23; THENCE SOUTH 00 DEGREES 12 MINUTES 46 SECONDS WEST ALONG SAID EAST LINE OF THE WEST 45 RODS, A DISTANCE OF 2190.43 FEET; THENCE NORTH 89 DEGREES 48 MINUTES 07 SECONDS WEST, A DISTANCE OF 325.40 FEET; THENCE SOUTH 00 DEGREES 42 MINUTES 50 SECONDS WEST, A DISTANCE OF 51.60 FEET; THENCE NORTH 89 DEGREES 41 MINUTES 46 SECONDS WEST, A DISTANCE OF 325.75 FEET; THENCE SOUTH 00 DEGREES 13 MINUTES 57 SECONDS WEST, A DISTANCE OF 697.59 FEET TO THE CENTER LINE OF MILLER ROAD; THENCE SOUTH 80 DEGREES 40 MINUTES 07 SECONDS WEST ALONG SAID CENTER LINE, A DISTANCE OF 1444.10 FEET TO A POINT ON THE WEST LINE OF THE EAST HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 23; THENCE NORTH 00 DEGREES 12 MINUTES 44 SECONDS EAST ALONG SAID WEST LINE, A DISTANCE OF 209.94 FEET; THENCE SOUTH 89 DEGREES 43 MINUTES 08 SECONDS WEST, A DISTANCE OF 285.64 FEET TO THE PLACE OF BEGINNING,

EXCEPTING THEREFROM THAT PART OF THE AFORESAID PARCEL FALLING WITHIN CLUBLANDS OF ANTIOCH - PHASE 3 EAST, BEING A SUBDIVISION OF PART OF SECTION 23, TOWNSHIP 46 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED JANUARY 3, 2005 AS DOCUMENT NUMBER 5710108, IN LAKE COUNTY, ILLINOIS.

AND EXCEPTING THERFROM THAT PART OF THE AFORESAID PARCEL FALLING WITHIN CLUBLANDS OF ANTIOCH - PHASE 3 EAST RESUBDIVISION, BEING A RESUBDIVISION OF LOTS 613 THROUGH 638 INCLUSIVE, LOTS 654 THROUGH 681 INCLUSIVE AND OUTLOT T IN CLUBLANDS OF ANTIOCH - PHASE 3 EAST, BEING A PART OF SECTION 23 TOWNSHIP 46 NORTH RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED OCTOBER 19, 2006 AS DOCUMENT NUMBER 6076899, IN LAKE COUNTY, ILLINOIS.

02-15-401-002	02-22-209-007	02-23-108-005	02-23-202-004	02-23-204-027
02-22-201-006	02-22-209-008	02-23-108-006	02-23-202-005	02-23-204-028
02-22-201-014	02-22-209-009	02-23-108-007	02-23-202-006	02-23-204-029
02-22-201-044	02-22-209-013	02-23-108-008	02-23-202-007	02-23-204-030
02-22-201-048	02-22-209-014	02-23-108-009	02-23-202-008	02-23-301-004
02-22-201-049	02-22-209-015	02-23-108-010	02-23-202-009	02-23-301-038
02-22-201-050	02-22-209-016	02-23-108-011	02-23-202-010	02-23-301-039
02-22-201-051	02-22-209-017	02-23-108-012	02-23-202-011	02-23-301-040
02-22-201-052	02-22-209-018	02-23-108-013	02-23-202-012	02-23-301-041
02-22-201-053	02-22-209-027	02-23-108-014	02-23-202-013	02-23-301-042
02-22-201-054	02-22-209-028	02-23-108-015	02-23-202-014	02-23-301-043
02-22-201-058	02-22-209-029	02-23-108-016	02-23-202-015	02-23-301-044
02-22-201-063	02-22-209-030	02-23-108-017	02-23-202-016	02-23-301-045
02-22-201-066	02-22-209-031	02-23-108-018	02-23-202-017	02-23-301-046
02-22-201-067	02-22-209-032	02-23-108-019	02-23-202-018	02-23-301-047
02-22-201-068	02-22-209-033	02-23-108-020	02-23-202-019	02-23-301-048
02-22-201-078	02-22-209-036	02-23-108-021	02-23-202-020	02-23-301-049
02-22-201-079	02-22-209-037	02-23-108-022	02-23-202-021	02-23-301-050
02-22-201-080	02-22-209-038	02-23-108-023	02-23-203-001	02-23-301-051
02-22-201-081	02-22-209-039	02-23-108-024	02-23-203-002	02-23-301-052
02-22-201-082	02-22-209-040	02-23-108-025	02-23-203-003	02-23-301-053
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02-22-204-023	02-22-209-043	02-23-108-028	02-23-203-006	02-23-301-056
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02-22-204-026	02-22-209-046	02-23-109-001	02-23-203-009	02-23-303-011
02-22-204-027	02-22-209-047	02-23-109-002	02-23-203-010	02-23-305-001
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02-22-204-047	02-23-104-003	02-23-109-007	02-23-203-015	02-23-306-002
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02-22-205-002	02-23-104-011	02-23-109-011	02-23-204-001	02-23-306-006
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02-22-207-009	02-23-104-021	02-23-110-003	02-23-204-007	02-23-307-001
02-22-207-010	02-23-104-024	02-23-110-00		

**APPLICATION BY WALTON ILLINOIS, LLC
TO THE VILLAGE OF ANTIOCH, ILLINOIS
CLUBLANDS OF ANTIOCH**

Walton Illinois, LLC (the “Petitioner”) has entered into a contract to purchase all subdivided lots and un-subdivided land owned by BMB Associates I, LLC (“Seller”), in the Clublands of Antioch development. The transaction includes 288 lots in subdivided Phases I-III, and land approved for development by the Village with 347 future lots in un-subdivided Phase IV, for a total of 635 homes. The entire Clublands development consists of 955 home sites. The Petitioner seeks amendments to the existing PUD, development agreement and/or such other approvals and relief as may be required related to the issues discussed below.

Clublands HOA

The Village’s approval of development entitlements for Clublands contemplate a single homeowners association (“HOA”) to cover all 955 homes. However, it is the Petitioner’s understanding that the recorded HOA documents submit only Phase I (containing 104 lots) to the HOA regime, with the ability to add Phase II, containing 91 lots. (See attached Clublands HOA Lot Summary.) There is no provision for adding Phases III or IV. The Petitioner has had several informal contacts with the board of directors of the current HOA, and both sides are exploring solutions in good faith. However, the Petitioner has determined that the submission of Phases II, III and/or IV to the existing HOA would be practically impossible because consents from current homeowners would be required, including both homeowners who are now included in the HOA regime and homeowners who are *not* now included in the HOA regime, and, potentially, their respective mortgagees.

The ability to create a separate HOA applicable to the Petitioner’s lots, under which the Petitioner retains powers as the “declarant/developer,” is important to the Petitioner’s ability to commence and complete construction of remaining homes as contemplated by the existing PUD. The Village’s subdivision code and existing PUD approvals contemplate a single HOA. The Petitioner requests such approvals and relief as may be required to create one or more separate HOAs which would be applicable to some or all of the lots and land to be acquired by the Petitioner, exclusive of existing homes owned by others.

Clubhouse

The original developer filed plans with the Village contemplating the construction of a clubhouse on “Outlot S.” However, the clubhouse has not been constructed. The Petitioner believes that the originally-planned clubhouse would be larger and more expensive to maintain than is necessary and appropriate to serve the needs of the Clublands community. Also, it is the Petitioner’s understanding that Outlot S has been transferred to the HOA, and therefore the Petitioner will not have ownership or control of the proposed clubhouse site.

Given the foregoing, the Petitioner seeks approval of modified plans for a clubhouse. The clubhouse will be of first-rate quality and will be scaled to be responsive to the needs of the Clublands community, without the need for excessive maintenance costs. Future savings on maintenance costs as compared to the previously planned clubhouse will ultimately be passed

along to individual homeowners. The Petitioner continues to propose that the clubhouse be constructed on Outlot S. However, such construction would require the consent of the HOA. As an alternative, the Petitioner may identify an alternative location for the clubhouse. The Petitioner is willing to allow all Clublands residents, current and future, the opportunity to use the Clubhouse. As a matter of fundamental fairness, all residents who will have rights to use the Clubhouse will be expected contribute to future maintenance of the clubhouse through assessments.

Miller Road Storm Sewer

It is the Petitioner's understanding that the construction of a stormwater detention reservoir and storm outfall sewer serving 511 lots of the Petitioner's 635 lots is required prior to issuance of any building permits for such 511 lots. (The attached Clublands Lot and Land summary includes a summary of lots affected by this requirement.) While the detention facility is on-site, the outfall sewer is off-site, and easements from third parties are required. The original developer and the Village attempted to secure such easements with no success, and it is the Petitioner's understanding that applicable governmental jurisdictions cannot, or will not, use powers of eminent domain to obtain the necessary easements. The Petitioner requests such approvals and relief as may be required to allow a pumping solution at the outfall point of the detention reservoir, which would remove the need for an off-site storm outfall sewer and related easements.

Other Relief

The Petitioner seeks such other ancillary and incidental relief as may be required consistent with the above. The Petitioner seeks no change to underlying zoning or residential land use or approved densities.

Clublands – HOA Lot Summary

<u>Phase</u>	<u>Total Lots in Phase</u>	<u>Lots Being Purchased</u>	<u>Sold and Occupied Lots</u>
<u>Improved Lots</u>			
I	104*	8	96
II	91**	7	84
IIIW	195	81	114
IIIE	<u>51</u>	<u>25</u>	<u>26</u>
Sub-total Improved Lots	441	121	320
<u>Partially Improved Lots</u>			
IIIE	31	31	
IIIE	<u>57</u>	<u>57</u>	
Sub-total Partially improved Lots	88	88	
<u>Raw Land</u>			
IIIE	79	79	
IV	<u>347</u>	<u>347</u>	
Sub-total raw land	<u>426</u>	<u>426</u>	
GRAND TOTALS	955	635	320

*In HOA

**Eligible to be brought into HOA

Clublands Lot and Land Summary

<u>Phase</u>	<u># of Lots Under Contract</u>	<u># of Lots Requiring Storm Sewer Outfall *</u>
Phase I	8	2
Phase II	7	5
Phase III	81	34
<u>Phase IIIE</u>	<u>25</u>	<u>14</u>
Sub-total (finished lots not requiring any further improvements)	121	55
Phase IIIE (31) (Requires curb, gutter roadway)	31	31
Phase IIIE(57) (Requires final lift on roadway)	<u>57</u>	<u>0</u>
Sub-total (partially finished Lots)	88	31
Phase IIIE(79) (Final Plat & Engineering approved but no work started)	<u>79</u>	<u>78</u>
Phase IV (Raw land with original Final plat and final engineering approved but not recorded.	<u>347(147.2 acres)</u>	<u>347</u>
<u>Totals</u>	635 lots	511 lots

*NOTE: The storm outfall sewer must be in place before any lot requiring it can receive a building permit.



CLUBHOUSE - RIGHT ELEVATION



CLUBHOUSE - LEFT ELEVATION

CLUBLAND OF ANTIOCH

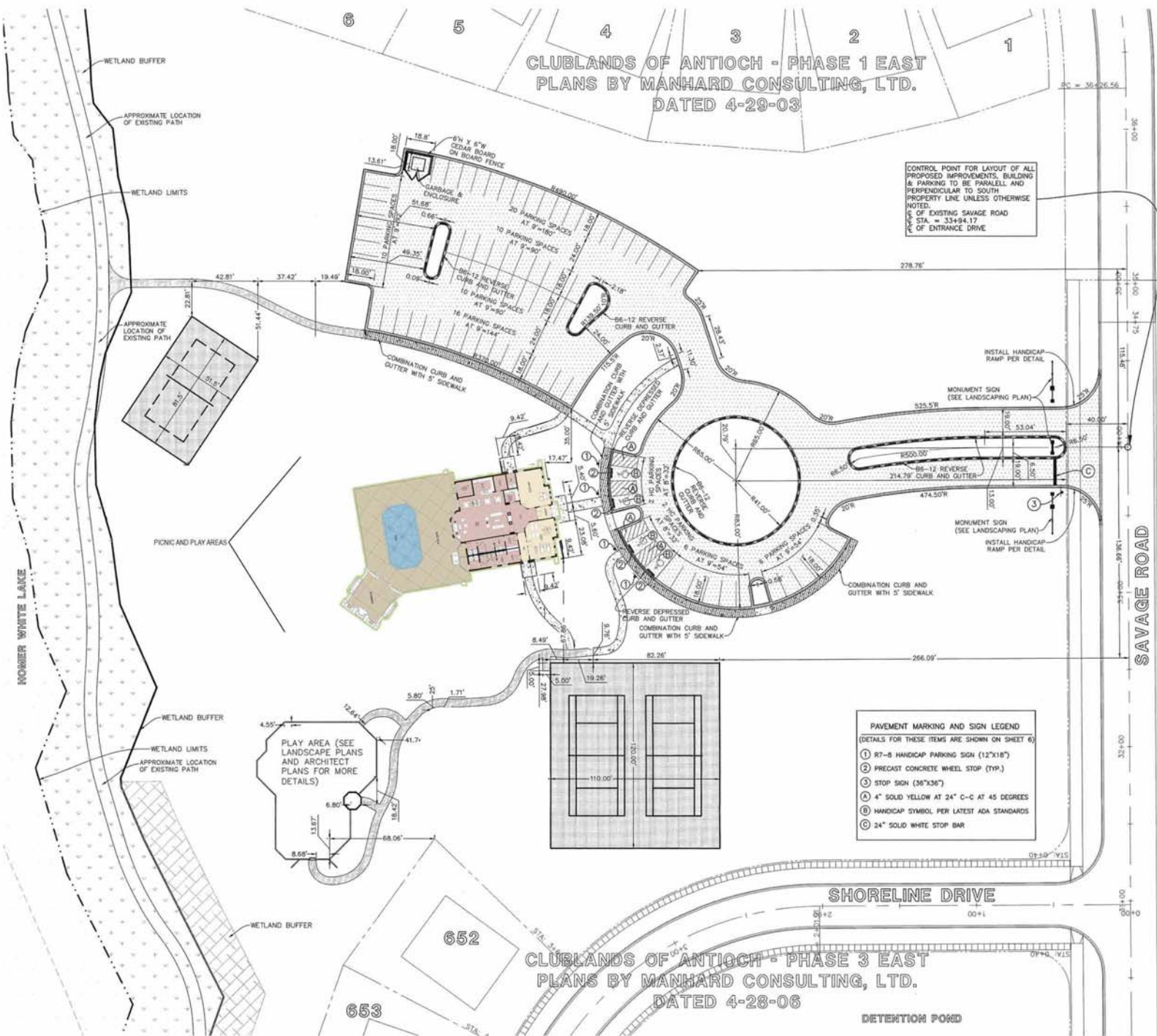
BOL
BALSARO OLSON & LEWIS, LTD.
ARCHITECTURE • LAND PLANNING

Walton Global Investments, INC.

CLUBLAND OF ANTIOCH



FLOOR PLAN



SITE PLAN