

1 (Published in the Topeka Metro News August 18, 2014)

2 **ORDINANCE NO. 19915**

3 AN ORDINANCE introduced by City Manager Jim Colson, adding additional area to the
4 Heartland Park Redevelopment District, a major motorsports complex and
5 redevelopment area, amending the Heartland Park Redevelopment Project
6 Plan, and approving a request to the Secretary of Commerce of the State of
7 Kansas for authority to issue additional sales tax and revenue (“STAR”)
8 bonds in excess of the amount previously approved, all pursuant to K.S.A.
9 12-17,160 *et seq.*, as amended.

10 WHEREAS, the STAR bonds financing act, K.S.A. 12-17,160, *et seq.*, as amended,
11 (“Act”) authorizes the City of Topeka (“City”) to add area to a previously approved STAR bond
12 project district, amend an existing STAR bond project plan, and request authority from the
13 Secretary of Commerce of the State of Kansas (“Secretary”) to issue additional STAR bonds in
14 an amount in excess of the amount previously approved by the Secretary; and

15 WHEREAS, City Ordinance No. 18515 effective on October 5, 2005, designates
16 Heartland Park of Topeka as a major motorsports complex, as defined by the Act, the boundaries
17 of which were to be co-extensive with the entire geographical area of the Heartland Park
18 Redevelopment District (“Redevelopment District”); and

19 WHEREAS, City Ordinance No. 18541 effective on December 14, 2005, adopted the
20 Heartland Park Redevelopment Project Plan (“Project Plan”) to facilitate the redevelopment of
21 Heartland Park of Topeka as a major motorsports complex within the Redevelopment District;
22 and

23 WHEREAS, on January 30, 2006, the Secretary approved the Heartland Park Topeka
24 Redevelopment/STAR Bond Project (“Project”) and also approved the issuance of
25 \$10,460,000.00 in STAR bonds or 50% of the Project’s project costs, as defined by the Act; and

26 WHEREAS, City Ordinance No. 18580, effective on March 10, 2006, authorized the
27 issuance of STAR bonds in the aggregate principal amount of \$10,405,000.00 to finance the
28 Project’s project costs, as defined by the Act; and

29 WHEREAS, the Governing Body adopted and approved, July 1, 2014, City Resolution
30 No. 8637, and published the same as required by the Act, giving notice of its consideration of a
31 proposed amendment which would expand the present Redevelopment District and amend the
32 present Project Plan to authorize the acquisition of certain interests in real estate within the
33 existing Redevelopment District and implement the proposed addition of area to the existing
34 Redevelopment District; and

35 WHEREAS, City Resolution No. 8637 also gave notice of the City's intent to request
36 from the Secretary authority to issue additional STAR bonds in excess of the amount previously
37 approved by the Secretary in relation to the Secretary's approval of the Project; and

38 WHEREAS, pursuant to the Act, within ten days following the adoption of City
39 Resolution No. 8637, the City sent a copy of City Resolution No. 8637 by certified mail, return
40 receipt requested, to the Board of Commissioners, Shawnee County, Kansas; the boards of
41 education of the Topeka Public Schools USD No. 501, the Shawnee Heights School District
42 USD No. 450, and the Auburn-Washburn Rural USD No. 437; and to each owner and occupant
43 of land within the proposed expanded Redevelopment District; and

44 WHEREAS, pursuant to the Act, notice of the public hearing scheduled by City
45 Resolution No. 8637 was published in the Topeka Metro News, the official city newspaper on
46 July 28, 2014 and August 4, 2014; and

47 WHEREAS, the proposed amendment described in City Resolution No. 8637 explicitly
48 implements authority the Act confers upon the City to add area to an existing STAR bond project
49 district, to amend an existing project plan, and to acquire unencumbered interests in real estate
50 within the boundaries of the existing Redevelopment District; and

51 WHEREAS, the proposed amendment described in City Resolution No. 8637 explicitly
52 implements authority the Act confers upon the City to make a request to the Secretary for
53 additional STAR bond issuance authority in an amount in excess of an amount previously
54 approved by the Secretary; and

55 WHEREAS, on July 21, 2014, the Board of County Commissioners, Shawnee County,
56 Kansas, ("Board") adopted County Resolution No. 2014-57, and published the same as required
57 by the Act, giving notice of the Board's consideration of written consent to the City's proposed
58 amendment expanding the existing boundaries of the Redevelopment District by adding area
59 including land outside the boundaries of the City and setting the same for public hearing on
60 August 21, 2014; and

61 WHEREAS, pursuant to the Act, within ten days following the adoption of County
62 Resolution No. 2014-57, a copy of County Resolution No. 2014-57 was sent by certified mail,
63 return receipt requested, to the Governing Body of the City of Topeka, Kansas; to the boards of
64 education of the Topeka Public Schools USD No. 501, the Shawnee Heights School District
65 USD No. 450, and the Auburn-Washburn Rural USD No. 437; and to each owner and occupant
66 of land within the proposed expanded Redevelopment District; and

67 WHEREAS, pursuant to the Act, notice of the public hearing scheduled by County
68 Resolution No. 2014-57 was published in the Topeka Metro News, the official county
69 newspaper, on August 11, 2014; and

70 WHEREAS, pursuant to the Act, on July 21, 2014, the Planning Commission of the City
71 of Topeka, Kansas found and determined that the amendment to the Project Plan is consistent
72 with the intent of the comprehensive plan for the development of the City; and

73 WHEREAS, on August 5, 2014, the Secretary determined that the proposed expanded
74 Redevelopment District is a “major motorsports complex” and an “eligible area” under the Act;
75 and

76 WHEREAS, a supplemental feasibility study demonstrates that the proposed
77 amendment’s benefits and tax increment revenue and other available revenues under the Act are
78 expected to exceed or be sufficient to pay for the proposed amendment’s project costs and that
79 the benefits derived from the Project and proposed amendment will exceed the cost and that the
80 income therefrom will be sufficient to pay the costs of the Project and the proposed amendment;
81 and

82 WHEREAS, on August 12, 2014, after complying with the notice and procedural
83 requirements of the Act, the Governing Body opened a public hearing on the proposed
84 amendment and request to the Secretary, a representative of the City presented the proposed
85 amendment expanding the Redevelopment District and amending the Project Plan, a
86 representative of the City submitted the City’s intent to request authority from the Secretary to
87 issue additional STAR bonds in excess of the amount previously approved, public comment was
88 received, and the public hearing was closed and concluded; and

89 WHEREAS, following conclusion of the public hearing on August 12, 2014, and upon
90 due consideration of the information and public comments received, the Governing Body passed,
91 pursuant to the Act and upon a 2/3 vote of its members, this Ordinance approving and adopting
92 the proposed amendment expanding the Redevelopment District and amending the Project Plan;
93 and

94 WHEREAS, following conclusion of the aforementioned public hearing on August 12,
95 2014, and upon due consideration of the information and public comments received, the
96 Governing Body passed, pursuant to the Act and upon a 2/3 vote of its members, this Ordinance
97 authorizing the City Manager to request authority from the Secretary to issue additional STAR
98 bonds in excess of the amount previously approved by the Secretary in relation to the Secretary’s
99 approval of the Project; and

100 WHEREAS, consistent with the legal description and map attached hereto as Exhibit A,
101 and incorporated herein by reference, the Governing Body desires to expand the Redevelopment
102 District to add area inclusive of land outside the City’s boundaries; and

103 WHEREAS, consistent with the proposed Amendment to the Heartland Park Topeka
104 Redevelopment/STAR Bond Project District Plan (“Amendment”), attached hereto as Exhibit B,
105 and incorporated herein by reference, the Governing Body desires to amend the Project Plan; and

106 WHEREAS, the Governing Body desires to authorize the City Manager to request
107 authority from the Secretary to issue additional STAR bonds in excess of the amount previously
108 approved by the Secretary in relation to the Secretary's approval of the Project.

109 NOW, THEREFORE, BE IT ORDAINED BY THE GOVERNING BODY OF THE
110 CITY OF TOPEKA, KANSAS:

111 SECTION 1. The Governing Body hereby finds and determines that the proposal to add
112 area to the existing Redevelopment District and to amend the existing Project Plan is appropriate,
113 desirable, and necessary to promote, stimulate, and develop the general and economic welfare of
114 the City of Topeka, and to promote the general welfare of its citizens.

115 SECTION 2. The Governing Body hereby finds and determines that the expanded
116 Redevelopment District described and depicted in Exhibit A, attached hereto and incorporated
117 herein by reference, qualifies as, and has been determined by the Secretary to constitute, a
118 "major motorsports complex" and an "eligible area" under the Act.

119 SECTION 3. The Governing Body hereby finds and determines that the expanded
120 Redevelopment District described and depicted in Exhibit A, attached hereto and incorporated
121 herein by reference, is a STAR bond project as defined in the Act.

122 SECTION 4. Pursuant to the Act, and subject to the written consent of the Board, the
123 boundaries of the Redevelopment District, established by the City in Ordinance No. 18515, shall
124 be expanded to add area including land outside the boundaries of the City. Upon the Board's
125 written consent, as set forth in the Act, the boundaries of the Redevelopment District shall be as
126 described and depicted in Exhibit A, attached hereto and incorporated herein by reference.

127 SECTION 5. The Governing Body hereby finds and determines that the Amendment, set
128 forth in Exhibit B, attached hereto and incorporated herein by reference, supplements, but does
129 not replace, the existing Project Plan, also set forth in Exhibit B, adopted by the City in
130 Ordinance No. 18541. Together with the existing Project Plan, the Amendment identifies all of
131 the STAR bond project areas.

132 SECTION 6. As more fully set forth in Exhibit B, attached hereto and incorporated
133 herein by reference, the Amendment involves the acquisition of real property and unencumbered
134 interests therein, all within the existing boundaries of the Redevelopment District, established by
135 the City in Ordinance No. 18515.

136 SECTION 7. As more fully set forth in Exhibit B, attached hereto and incorporated
137 herein by reference, the Amendment does not involve the acquisition of any real property or the
138 construction or improvement of any buildings or facilities in any part of the new area added to
139 the existing boundaries of the Redevelopment District, established by the City in Ordinance No.
140 18515.

141 SECTION 8. The Governing Body hereby finds and determines that the Amendment, set
142 forth in Exhibit B, attached hereto and incorporated herein by reference, is feasible. The
143 Governing Body further finds and determines that, taken together with the information contained
144 in and attached to the existing Project Plan, also set forth in Exhibit B, the Amendment includes
145 the information required by the Act.

146 SECTION 9. The Amendment, set forth in Exhibit B, attached hereto and incorporated
147 herein by reference, is hereby adopted and approved. Together with the existing Project Plan the
148 Amendment supplements, also set forth in Exhibit B, the Amendment is the STAR bond project
149 plan for the expanded Redevelopment District.

150 SECTION 10. The feasibility study that was prepared in relation to the Amendment shall
151 be supplemented as required by the Act.

152 SECTION 11. The City is hereby authorized to issue full faith and credit tax increment
153 bonds in the estimated amount of \$5,000,000.00 to finance the undertaking described in the
154 Amendment, set forth in Exhibit B, attached hereto and incorporated herein by reference, in
155 accordance with the provisions of the Act; provided, however, that such financing shall not
156 exceed 50% of the Project's project costs, as described in the Amendment. Such full faith and
157 credit tax increment bonds shall be issued in accordance with the general bond law, shall be
158 made payable, both as to principal and interest, from a pledge of certain incremental sales and
159 use tax revenue sources identified in KSA 12-17,169 and from a pledge of the City's full faith
160 and credit to use its ad valorem taxing authority for repayment thereof in the event all other
161 authorized sources of revenue are not sufficient, and shall have a maximum maturity that does
162 not exceed 20 years. These bonds shall be known as sales tax and revenue ("STAR") bonds.

163 SECTION 12. The City may issue such STAR bonds pursuant to the Amendment, set
164 forth in Exhibit B, attached hereto and incorporated herein by reference, unless, pursuant to the
165 Act, within sixty (60) days following August 12, 2014, the date of the public hearing on the
166 proposed amendment, a protest petition signed by three percent ("3%") of the qualified voters of
167 the City is filed with the City Clerk in accordance with the provisions of KSA 25-3601, *et seq.*
168 and amendments thereto.

169 SECTION 13. The Governing Body hereby finds and determines that the proposal to
170 request authority from the Secretary to issue additional STAR bonds in excess of the amount
171 previously approved is appropriate, desirable, and necessary to promote, stimulate, and develop
172 the general and economic welfare of the City of Topeka, and to promote the general welfare of
173 its citizens.

174 SECTION 14. The Governing Body hereby authorizes the City Manager to apply to the
175 Secretary for STAR bond issuance authority to issue additional STAR bonds in an amount in
176 excess of the amount previously approved by the Secretary in relation to the Project. The City

177 Manager shall provide the Secretary with all information the Secretary might require in order to
178 approve the request.

179 SECTION 15. The City Clerk shall transmit a copy of the legal description of the land
180 within the expanded Redevelopment District, a copy of this Ordinance adopting the Amendment,
181 and a map indicating the boundaries of the expanded Redevelopment District to the clerk,
182 appraiser, and treasurer of Shawnee County, Kansas, to the Board of County Commissioners of
183 Shawnee County, Kansas, and to the governing bodies of the Topeka Public Schools USD 501,
184 Shawnee Heights School District USD No. 450, and Auburn-Washburn Rural USD No. 437.

185 SECTION 16. This Ordinance shall take effect and be in force from and after its passage,
186 approval, and publication in the official City newspaper.

187 PASSED AND APPROVED by the Governing Body August 12, 2014.

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Larry E. Wolgast, Mayor

192

193 ATTEST:

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Larry E. Wolgast, Mayor

EXHIBIT A--1

STAR BOND DISTRICT BOUNDARY
JUNE 30, 2014

BEGINNING AT THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SECTION 7, T-13-S, R-16-E, SHAWNEE COUNTY, KANSAS;

THENCE EASTERLY ALONG THE SOUTH LINE OF SAID QUARTER SECTION, A DISTANCE OF 2482.25 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 7;

THENCE EASTERLY ALONG THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7, A DISTANCE 1409.90 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 1 BLOCK B OF HEARTLAND PARK SUBDIVISION. (SAID POINT ALSO BEING A CORNER OF FORBES FIELD SUBDIVISION.);

THENCE NORTHERLY AN APPROXIMATE DISTANCE OF 8360 FEET, MORE OR LESS TO POINT ON THE WESTERN LINE OF LOT 1 BLOCK A OF FORBES FIELD SUBDIVISION, SAID POINT ALSO BEING THE EASTERN MOST CORNER OF PARCEL "A" EXCEPTION AS IDENTIFIED ON THE PLAT OF SAID SUBDIVISION;

THENCE NORTHWESTERLY ALONG THE WEST LINE OF LOT 1 BLOCK A OF FORBES FIELD SUBDIVISION, A DISTANCE OF 4172.57 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF SAID LOT 1 BLOCK A AND A POINT ON THE SOUTHEASTERN LINE OF SOUTH TOPEKA INDUSTRIAL PLAZA SUBDIVISION;

THENCE NORTHEASTERLY ALONG THE SOUTHEASTERN LINE OF SOUTH TOPEKA INDUSTRIAL PLAZA SUBDIVISION, A DISTANCE OF 1161.84 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 9 BLOCK A OF SOUTH TOPEKA INDUSTRIAL PLAZA SUBDIVISION;

THENCE WESTERLY ALONG THE NORTH LINE OF LOT 9 BLOCK A OF SOUTH TOPEKA INDUSTRIAL PLAZA, A DISTANCE OF 392.70 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT 5 BLOCK A OF SOUTH TOPEKA INDUSTRIAL PLAZA NO. 2 SUBDIVISION;

THENCE NORTHERLY ALONG THE EAST LINE OF SOUTH TOPEKA INDUSTRIAL PLAZA NO. 2, A DISTANCE OF 953.57 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 30, T-12-S, R-16-E;

THENCE WESTERLY ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 30, T-12-S, R-16-E, A DISTANCE OF 572.79 FEET, MORE OR LESS, TO A POINT 760 FEET EAST OF THE SOUTHWEST CORNER OF SAID SECTION 30;

THENCE NORTHERLY ALONG A LINE 760 FEET EAST OF AND PARALLEL TO THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 30, AN APPROXIMATE DISTANCE OF 1530 FEET TO A POINT ON THE SOUTH LINE OF TERRA HEIGHTS SUBDIVISION;

THENCE WESTERLY ALONG THE SOUTH LINE OF TERRA HEIGHTS SUBDIVISION, A DISTANCE OF 340.5 FEET, MORE OR LESS TO, THE WEST RIGHT-OF-WAY LINE OF SW HEIGHTS ROAD;

THENCE NORTHERLY ALONG THE WEST RIGHT-OF-WAY LINE OF SW HEIGHTS ROAD AND CROSSING SW SANNEMAN DRIVE, A DISTANCE OF 195 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT B OF TERRA HEIGHTS SUBDIVISION;

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THENCE NORTHERLY ALONG THE EAST LINE OF LOT B OF TERRA HEIGHTS SUBDIVISION, A DISTANCE OF 583.35 FEET, MORE OR LESS, TO A POINT ON THE SOUTH LINE OF LOT 100 OF TERRA HEIGHTS SUBDIVISION;

THENCE WESTERLY, A DISTANCE OF 19.6 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF LOT 100 OF TERRA HEIGHTS SUBDIVISION;

THENCE NORTHERLY, A DISTANCE OF 340 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF LOT 101 OF TERRA HEIGHTS SUBDIVISION;

THENCE EASTERLY ALONG THE NORTH LINE OF TERRA HEIGHTS SUBDIVISION, A DISTANCE OF 662 FEET, MORE OR LESS, TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF THE ABANDONED MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY;

THENCE NORTH-NORTHWESTERLY ALONG THE WEST LINE OF THE ABANDONED MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY, A DISTANCE OF 2770 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 19, T-12-S, R-16-E;

THENCE CONTINUING NORTH-NORTHWESTERLY ALONG THE WEST LINE OF THE ABANDONED MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY, A DISTANCE OF 28 FEET, MORE OR LESS, TO NORTH RIGHT-OF-WAY LINE OF SE 45TH STREET;

THENCE WESTERLY ALONG THE NORTH RIGHT-OF-WAY LINE OF SE 45TH STREET, A DISTANCE OF 158 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD;

THENCE NORTHERLY ALONG THE EAST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD, A DISTANCE OF 1336 FEET, MORE OR LESS, TO A POINT ON THE WESTERLY RIGHT-OF-WAY OF THE BURLINGTON NORTHERN SANTA FE RAILROAD (FORMERLY THE ATCHISON TOPEKA AND SANTA FE RAILROAD);

THENCE NORTH-NORTHEASTERLY ALONG THE WEST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD, 4060 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 19, T-12-S, R-16-E;

THENCE WESTERLY ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 19, T-12-S, R-16-E, A DISTANCE OF 80 FEET, MORE OR LESS, TO A POINT BEING THE INTERSECTION OF THE SOUTHERLY EXTENSION OF THE WEST RIGHT-OF-WAY LINE OF SOUTH KANSAS AVENUE AND THE SOUTH LINE OF SAID SOUTHWEST QUARTER;

THENCE NORTH-NORTHEASTERLY, A DISTANCE OF 52 FEET, MORE OR LESS, TO THE INTERSECTION OF THE NORTH RIGHT OF WAY LINE OF SW 37TH STREET AND WEST RIGHT-OF-WAY LINE OF SOUTH KANSAS AVENUE, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF LOT 5 BLOCK F OF WHITE LAKES INDUSTRIAL PARK SUBDIVISION;

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THENCE NORTH-NORTHEASTERLY ALONG THE WEST RIGHT OF WAY LINE OF SOUTH KANSAS AVENUE TO THE SOUTH RIGHT-OF-WAY LINE OF SW CROIX STREET;

THENCE NORTHWESTERLY AND WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF SW CROIX STREET, A DISTANCE OF 1435 FEET, MORE OR LESS TO THE EAST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD;

THENCE WESTERLY ACROSS SOUTH TOPEKA BOULEVARD TO THE INTERSECTION OF THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD AND THE SOUTH RIGHT-OF-WAY LINE OF SW CROIX STREET IN THE SOUTHEAST QUARTER OF SECTION 13, T-12-S, R-15-E;

THENCE WESTERLY ALONG THE SOUTH RIGHT OF WAY LINE OF SW CROIX STREET, A DISTANCE OF 357.28 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF SW BRENDAN AVENUE;

THENCE SOUTHERLY ALONG THE EAST RIGHT-OF-WAY LINE OF SW BRENDAN AVENUE, A DISTANCE OF 570.36 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF BELLAIRE SUBDIVISION;

THENCE EASTERLY ALONG THE SOUTH LINE OF BELLAIRE SUBDIVISION, A DISTANCE OF 368.58 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF BELLAIRE SUBDIVISION AND THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD;

THENCE SOUTHERLY ALONG THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD, A DISTANCE OF 860 FEET, MORE OR LESS TO THE NORTH RIGHT-OF-WAY LINE OF SW 37TH STREET;

THENCE SOUTHERLY ACROSS SW 37TH STREET TO THE INTERSECTION OF THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD AND THE SOUTH RIGHT-OF-WAY LINE OF SW 37TH STREET IN THE NORTHEAST QUARTER OF SECTION 24, T-12S, R-15-E;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF SW 37TH STREET, A DISTANCE OF 200 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF SW 37TH TERRACE;

THENCE SOUTHERLY AND SOUTHWESTERLY ALONG THE EAST AND SOUTH RIGHT-OF-WAY LINE OF SW 37TH TERRACE, A DISTANCE OF 285 FEET, MORE OR LESS, TO A POINT ON THE NORTH LINE OF LOT 4 BLOCK A OF WHITE LAKES PLAZA SUBDIVISION;

THENCE SOUTHERLY, A DISTANCE OF 208.58 FEET, MORE OR LESS, TO A POINT ON THE SOUTH LINE OF LOT 4 BLOCK A OF WHITE LAKES PLAZA SUBDIVISION;

THENCE WESTERLY ALONG THE SOUTH LINE OF WHITE LAKES PLAZA SUBDIVISION, A DISTANCE OF 305.42 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT 8 BLOCK A OF SAID SUBDIVISION;

THENCE NORTHERLY, A DISTANCE OF 201.49 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF SAID LOT 8 BLOCK A;

THENCE WESTERLY ALONG THE SOUTH RIGHT OF WAY LINE OF SW 37TH TERRACE, A DISTANCE OF 86.00

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FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF SAID LOT 8 BLOCK A;

THENCE SOUTHERLY, A DISTANCE OF 201.59 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 12 BLOCK A OF WHITE LAKES PLAZA SUBDIVISION;

THENCE SOUTHERLY ALONG THE EAST LINE OF SAID LOT 12 BLOCK A, A DISTANCE OF 527.82 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF SAID LOT 12 BLOCK A;

THE WESTERLY ALONG THE SOUTH LINE OF SAID LOT 12 BLOCK A, A DISTANCE OF 579.63 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF SAID LOT 12, BLOCK A, THE SAME POINT BEING ON THE EAST LINE OF DICKINSON SUBDIVISION "C";

THENCE NORTHERLY ALONG THE EAST LINE OF DICKINSON SUBDIVISION "C", A DISTANCE OF 938.70 FEET, MORE OR LESS, TO THE SOUTH RIGHT-OF-WAY LINE OF SW 37TH STREET;

THENCE WESTERLY ALONG THE SOUTH RIGHT OF WAY LINE OF SW 37TH STREET, A DISTANCE OF 857.98 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF LOT 1 BLOCK A OF DICKINSON SUBDIVISION "C";

THENCE SOUTHERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 278.25 FEET, MORE OR LESS, TO A COMMON CORNER WITH EMMANUEL BAPTIST CHURCH SUBDIVISION NO. 2;

THENCE EASTERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 64.66 FEET, MORE OR LESS, TO A COMMON CORNER WITH EMMANUEL BAPTIST CHURCH SUBDIVISION NO. 2;

THENCE SOUTHERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 262.33 FEET, MORE OR LESS, TO A COMMON CORNER WITH EMMANUEL BAPTIST CHURCH SUBDIVISION NO. 2;

THENCE WESTERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 365.83 FEET, MORE OR LESS, TO A POINT ON THE EAST LINE OF KOWAN JARBOE AND KORTE SUBDIVISION;

THENCE SOUTHERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 300.00 FEET, MORE OR LESS, TO THE NORTH RIGHT-OF-WAY LINE OF SW 39TH STREET;

THENCE EASTERLY ALONG THE NORTH RIGHT-OF-WAY LINE OF SW 39TH STREET, A DISTANCE OF 249.37 FEET, MORE OR LESS;

THENCE SOUTHEASTERLY ALONG THE NORTH RIGHT-OF-WAY LINE OF SW 39TH STREET, A DISTANCE OF 815.45 FEET, MORE OR LESS, TO THE NORTHWESTERN RIGHT-OF-WAY LINE OF SW 38TH STREET;

THENCE CONTINUING SOUTHEASTERLY, A DISTANCE OF 75.00 FEET, MORE OR LESS, TO THE SOUTHEASTERN RIGHT-OF-WAY LINE OF SW 38TH STREET;

THENCE SOUTHEASTERLY ALONG THE NORTH RIGHT OF WAY LINE OF SW 39TH STREET, A DISTANCE OF 751.56 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT 1 BLOCK A OF INTERSTATE ACRES SUBDIVISION AND THE WEST RIGHT-OF-WAY LINE OF SW DEVON AVENUE;

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THENCE SOUTHERLY ACROSS SW 39TH STREET, A DISTANCE OF 64 FEET, MORE OR LESS, TO THE SOUTH RIGHT-OF-WAY LINE OF SW 39TH STREET AND THE NORTHWEST CORNER OF FOSTORIA SUBDIVISION;

THENCE SOUTHERLY ALONG THE WEST LINE OF FOSTORIA SUBDIVISION, A DISTANCE OF 27.32 FEET, MORE OR LESS;

THENCE SOUTHEASTERLY ALONG THE WEST LINE OF FOSTORIA SUBDIVISION AND THE I-470 HIGHWAY RIGHT-OF-WAY, A DISTANCE OF 267.98 FEET, MORE OR LESS;

THENCE EASTERLY ALONG THE SOUTH LINE OF FOSTORIA SUBDIVISION AND THE I-470 HIGHWAY RIGHT-OF-WAY, A DISTANCE OF 78.20 FEET, MORE OR LESS;

THENCE CONTINUING EASTERLY ON THE PREVIOUS BEARING, A DISTANCE OF 755 FEET, MORE OR LESS, TO THE EAST LINE OF SECTION 24, T-12-S, R-15-E;

THENCE SOUTHERLY ALONG THE EAST LINE OF SECTION 24, T-12-S, R-15-E, A DISTANCE OF 1235 FEET, MORE OR LESS, TO THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 125 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF THE REPLAT OF SEYMOUR SUBDIVISION;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 1050.87 FEET, MORE OR LESS;

THENCE SOUTHERLY ALONG THE RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 300.00 FEET, MORE OR LESS;

THENCE SOUTHWESTERLY ALONG THE RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 362.25 FEET, MORE OR LESS, TO THE NORTH RIGHT-OF-WAY LINE OF SW 42ND STREET;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 40.00 FEET, MORE OR LESS;

THENCE SOUTHERLY, A DISTANCE OF 80.00 FEET, MORE OR LESS, TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF SW 42ND AND A CORNER COMMON TO SEYMOUR SUBDIVISION NO. 3 AND FRITO LAY SUBDIVISION NO. 1;

THENCE SOUTHERLY, A DISTANCE OF 600.64 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF SEYMOUR SUBDIVISION NO. 3;

THENCE WESTERLY, A DISTANCE OF 428.50 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF SEYMOUR SUBDIVISION NO. 3 AND THE WEST LINE OF LOT 1 BLOCK A OF FRITO LAY SUBDIVISION NO. 1;

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STAR BOND DISTRICT BOUNDARY
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THENCE SOUTHERLY ALONG THE WEST LINE OF FRITO LAY SUBDIVISION NO. 1, A DISTANCE OF 610.80 FEET, MORE OR LESS, TO A POINT ON THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 25, T-12-S, R-15-E;

THENCE EASTERLY ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 25, T-12-S, R-15-E, A DISTANCE OF 1673 FEET, MORE OR LESS TO THE WEST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN SANTA FE RAILROAD (FORMERLY THE ATCHISON TOPEKA AND SANTA FE RAILROAD);

THENCE SOUTHERLY ALONG THE WEST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN SANTA FE RAILROAD, A DISTANCE OF 5360 FEET, MORE OR LESS, TO THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 36, T-12-S, R-15-E AND THE NORTHEAST CORNER OF LAIRD NOLLER SUBDIVISION;

THENCE WESTERLY ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 36, T-12-S, R-15-E, A DISTANCE OF 307.38 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF THE EAST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 36 AND THE NORTHWEST CORNER OF LAIRD NOLLER SUBDIVISION;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 36, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 36;

THENCE WESTERLY ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 36, A DISTANCE OF ONE EIGHTH MILE, MORE OR LESS, TO THE NORTHWEST CORNER OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 36;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 36, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF SECTION 1, T-13-S, R-15-E;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF 1, T-13-S, R-15-E, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 1;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 1, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 12, T-13-S, R-15-E;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF 12, T-13-S, R-15-E, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 12;

THENCE EASTERLY ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 12, A DISTANCE OF 1240 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD;

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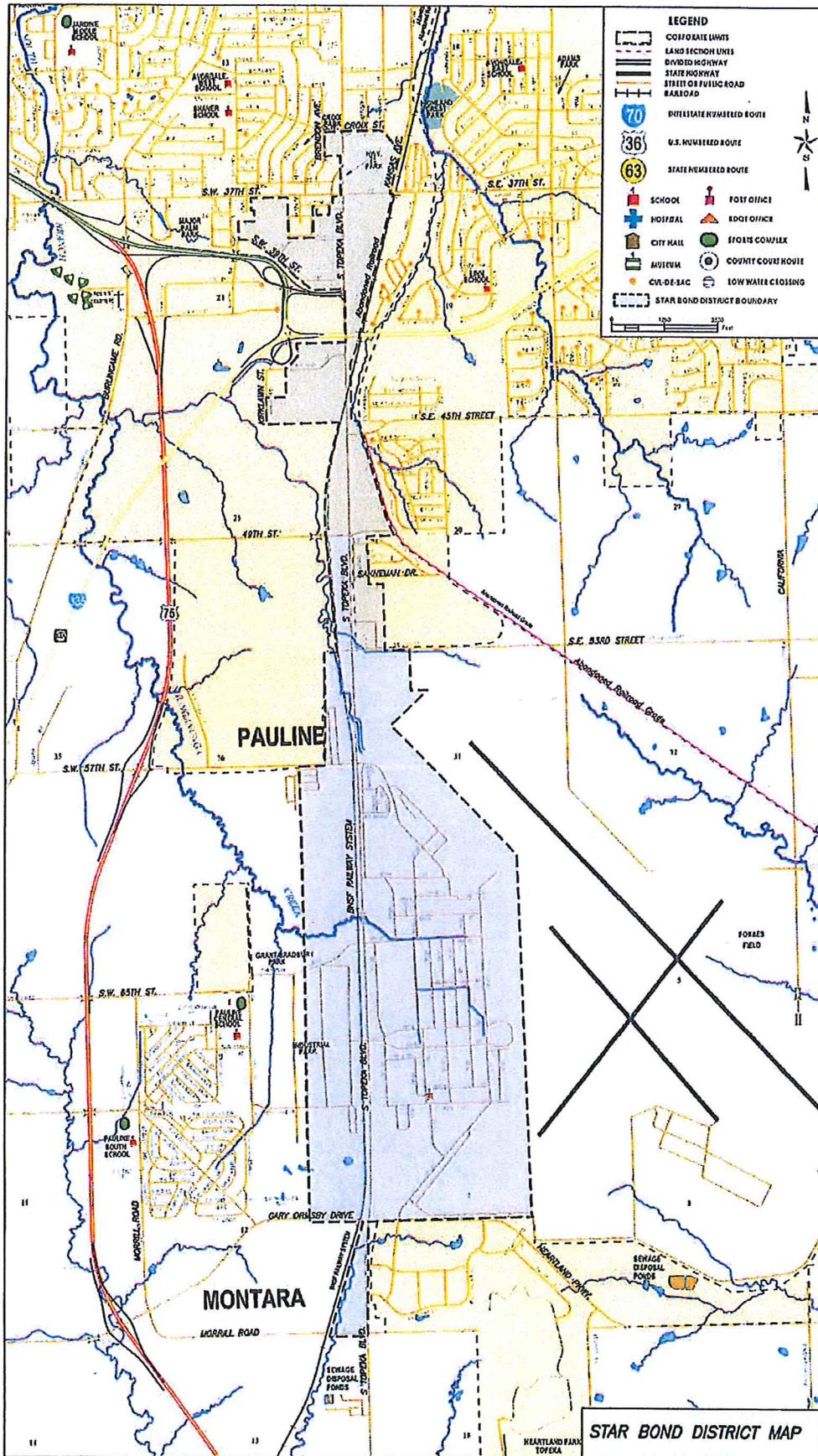
STAR BOND DISTRICT BOUNDARY
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THENCE SOUTHWESTERLY ALONG THE EAST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD, A DISTANCE OF 2790 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 12;

THENCE EASTERLY ALONG THE SOUTH LINE OF SAID SECTION 12, A DISTANCE OF 900 FEET, MORE OR LESS, TO THE WEST LINE OF SECTION 7, T-13-S, R-16-E;

THENCE NORTHERLY ALONG THE WEST LINE OF SECTION 7, T-13-S, R-16-E, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SECTION 7, T-13-S, R-16-E AND THE POINT OF BEGINNING.

EXHIBIT A-2



B-1

**AMENDMENT TO THE HEARTLAND PARK TOPEKA
REDEVELOPMENT/STAR BOND PROJECT DISTRICT PLAN
MAJOR MOTORSPORTS COMPLEX
HEARTLAND PARK TOPEKA REDEVELOPMENT/STAR BOND PROJECT
DISTRICT AND STAR BOND PROJECT AREA**

A. Summary of the Original and Supplemental Feasibility Studies

The STAR Bonds Financing Act, K.S.A. 12-17,160 *et seq.* (“the Act”), requires any city proposing to undertake a STAR bond project that may be financed with municipal sales tax and revenue (“STAR”) bonds, including full faith and credit tax increment bonds, to assess the “feasibility” of the project to determine whether it makes economic sense. To assist the governing body in this assessment, the Act requires a “feasibility study” which shows that the project’s benefits, available tax increment revenues and other available revenues are expected to exceed or be sufficient to pay for the project.

The original feasibility study entitled “Economic and Fiscal Impact Assessment of the Heartland Park Raceway in Topeka, Kansas” by Robert A. Baade, Ph.D. and Associates (August 12, 2005) (“Baade Report”) concluded that the project was expected to generate sufficient available sales tax revenue to pay for the redevelopment project and that the economic benefits from the project will exceed the costs. The Baade Report found that a strong and vibrant Heartland Park Topeka would have a significant, positive effect on economic development in the City, the region and the state through the creation of jobs and increased tax revenues.

EXHIBIT B-1

In 2012, Hedges & Company, a market research company serving the motorsports industries, issued a report which estimated that Heartland Park Topeka has an annual economic impact of nearly \$160 million, with more than \$138 million of this going directly into the economy of the greater Topeka metropolitan area.

The supplemental feasibility study conducted by Stuart Douthett, CPA, reasonably estimates that the expanded district will generate sufficient City and State sales tax increment revenues, assuming a base year from October 1, 2005 through September 30, 2005, to repay all STAR bonds on the Project District Plan, as amended, by March 31, 2026.

B. Summary of the Original and Supplemental Marketing Studies

The Baade Report previously examined the impact of the Heartland Park Topeka Redevelopment/STAR Bond Project upon similar businesses in the projected market area and, therefore, satisfies the requirements for a marketing study under the Act. This marketing study concluded that the only similar business in the projected market area is the Kansas Speedway in Wyandotte County, Kansas, and that the project will not have any materially adverse competitive or market impact on the Kansas Speedway.

The supplemental marketing study reflects that, since 2005, no other similar businesses have opened within the Heartland Park Topeka market area and that the amended Project described below will not have any materially adverse competitive or market impact on the Kansas Speedway.

C. The Amended Redevelopment/STAR Bond District Project Plan

Subject to certain encumbrances, Jayhawk Racing Properties, LLC ("Jayhawk") has title ownership in fee simple to the land and improvements ("Real Estate") located within the boundaries of the Heartland Park Topeka Redevelopment/STAR Bond Project District (the "Project District") and commonly known as Heartland Park Topeka, as set forth in the Legal Description attached hereto as Appendix A and graphically depicted in the map, sketch or drawing attached hereto as Appendix B, and said appendices are hereby fully incorporated herein by this reference. As of January 21, 2013, the Real Estate has an appraised value of \$15,300,000.00.

Through a conveyance by Special Warranty Deed, the City of Topeka, Kansas ("the City") has an estate in years in the Real Estate which shall revert upon expiration to Jayhawk and its successors and assigns in interest.

The governing body of the City has proposed to acquire from Jayhawk unencumbered fee simple title ownership to the Real Estate by an Amended Redevelopment/STAR Bond Project Plan ("Amended Project Plan") which: (1) expands the boundaries of the Project District and Project Area in a manner consistent with that proposed by City Resolution No. 8637 (i.e., the boundaries of the expanded Project District do not include any area not designated in or proposed by City Resolution No. 8637); (2) increases the cost of the Heartland Park Topeka Redevelopment/STAR Bond Project Plan by an additional \$10,000,000.00; (3) requires Jayhawk to contribute to the Amended Project Plan an amount equal to at least \$ 5,000,000.00 of its reversionary interest in the Real

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Estate; (4) requires the City to issue STAR bonds in the estimated principal amount of \$ 5,000,000.00 to finance the acquisition of the balance of Jayhawk's reversionary interest in the Real Estate; and (5) requires Jayhawk, upon receipt from the City of the amount identified in paragraph 4, to convey to the City fee simple title ownership to the Real Estate, with marketable title satisfactory to legal counsel for the City, free and clear of any mortgages and liens, and subject only to any such other encumbrances, easements and/or restrictions which may be of record.

The proposed amendment will enable the City to acquire unencumbered title ownership in fee simple to the Real Estate, an authorized project cost under the STAR Bonds Financing Act.

The proposed amendment also will expand the boundaries of the existing Project District as set forth in the Legal Description attached hereto as Appendix C and graphically depicted in the map, sketch or drawing attached hereto as Appendix D, and said appendices are hereby fully incorporated herein by this reference.

However, the proposed amendment does not involve the acquisition of any real estate in the area Resolution 8637 proposes to add to the Redevelopment District. Additionally, the proposed amendment does not involve the construction or improvement of any buildings or facilities in the area Resolution 8637 proposes to add to the Redevelopment District.

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APPENDIX A

REDEVELOPMENT DISTRICT LEGAL DESCRIPTION
AUGUST 12, 2005
PREPARED BY M. W. BERRY, L.S. #946

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A PORTION OF HEARTLAND PARK TOPEKA SUBDIVISION, LYING IN THE SOUTHWEST QUARTER AND SOUTHEAST QUARTER SECTION 7, THE SOUTHWEST QUARTER AND SOUTHEAST QUARTER OF SECTION 8, AND THE NORTHEAST QUARTER AND THE SOUTHEAST QUARTER OF SECTION 18, ALL IN TOWNSHIP 13 SOUTH, RANGE 16 EAST OF THE SIXTH PRINCIPAL MERIDIAN, SHAWNEE COUNTY, KANSAS, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER SECTION 7, T-13-S, R-16-E, SHAWNEE COUNTY, KANSAS;
THENCE N 88 DEGREES 07' 18" E 213.70 FEET ALONG THE NORTH LINE OF SAID SOUTHWEST QUARTER TO THE EASTERLY RIGHT-OF-WAY OF TOPEKA BOULEVARD (FORMERLY KNOWN AS US HIGHWAY NO. 75) AND THE POINT OF BEGINNING;
THENCE N 88 DEGREES 07' 18" E ALONG THE NORTH LINE OF HEARTLAND PARK TOPEKA SUBDIVISION, SHAWNEE COUNTY, KANSAS 2268.55 FT TO THE NORTHEAST CORNER OF SAID SOUTHWEST QUARTER;
THENCE N 88 DEGREES 07' 18" E ALONG THE NORTH LINE OF SAID SUBDIVISION 1409.90 FT TO THE NORTHEAST CORNER OF LOT 1, BLOCK B, OF SAID SUBDIVISION;
THENCE S 02 DEGREES 04' 31" E ALONG THE BOUNDARY OF SAID SUBDIVISION 650.00 FT TO THE MOST SOUTHERLY POINT OF SAID LOT 1, BLOCK B;
THENCE N 88 DEGREES 07' 18" E ALONG THE BOUNDARY OF SAID SUBDIVISION 1240.00 FT TO THE CENTERLINE OF SOUTHEAST ADAMS STREET;
THENCE CONTINUING ALONG THE BOUNDARY OF SAID SUBDIVISION THE FOLLOWING TWO COURSES:
N 88 DEGREES 27' 18" E 1147.85 FEET;
S 63 DEGREES 25' 07" E 1670.29 FEET TO THE LINE COMMON TO LOTS 1 AND 2, BLOCK D IN SAID SUBDIVISION;
THENCE CONTINUING ALONG THE BOUNDARY OF SAID SUBDIVISION THE FOLLOWING THREE COURSES:
S 63 DEGREES 25' 07" E 900.22 FEET;
N 86 DEGREES 16' 27" E 1053.80 FEET;
N 55 DEGREES 11' 33" E 910.15 FEET TO THE SOUTHEAST CORNER OF THE NORTH HALF OF THE SOUTHEAST QUARTER OF SECTION 8, T-13-S, R-16-E;
THENCE S 02 DEGREES 32' 18" E ALONG THE BOUNDARY OF SAID SUBDIVISION 1313.30 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 8;
THENCE S 98 DEGREES 14' 08" W ALONG THE BOUNDARY OF SAID SUBDIVISION 2612.01 FEET TO THE SOUTHWEST CORNER, SOUTHEAST QUARTER OF SAID SECTION 8;

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THENCE S 88 DEGREES 19' 21" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2621.19 FT TO THE SOUTHWEST CORNER THE SOUTHWEST
QUARTER OF SAID SECTION 8;
THENCE S 02 DEGREES 22' 39" E ALONG THE BOUNDARY OF SAID
SUBDIVISION 2638.05 FEET TO THE SOUTHEAST CORNER OF THE
NORTHEAST QUARTER OF SECTION 18, T-13-S, R-16-E;
THENCE S 02 DEGREES 22' 27" E ALONG THE BOUNDARY OF SAID
SUBDIVISION 1318.96 FEET TO THE SOUTHEAST CORNER OF THE NORTH
HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 18;
THENCE S 88 DEGREES 00' 15" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2638.04 FEET TO THE SOUTHWEST CORNER OF SAID NORTH
HALF;
THENCE N 02 DEGREES 18' 32" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 1319.82 FEET TO THE NORTHWEST CORNER OF THE
SOUTHEAST QUARTER OF SAID SECTION 18;
THENCE N 02 DEGREES 18' 22" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2629.66 FT TO THE NORTHWEST CORNER OF SAID NORTHEAST
QUARTER;
THENCE S 88 DEGREES 23' 32" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2146.71 FEET TO A POINT 361.50 FEET FROM THE
SOUTHWEST CORNER OF SECTION 7, T-13-S, R-16-E;
THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION THE FOLLOWING FOUR
COURSES:
N 01 DEGREES 52' 44" W 361.50 FEET;
S 88 DEGREES 23' 32" W 216.30 FEET;
N 01 DEGREES 52' 44" W 299.83 FEET;
S 88 DEGREES 23' 32" W 94.74 FEET;
THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, (SAID BOUNDARY
BEING THE EASTERLY RIGHT-OF-WAY OF TOPEKA BOULEVARD, FORMERLY
KNOWN AS US HIGHWAY NO. 75) THE FOLLOWING FOUR COURSES:
N 01 DEGREES 55' 59" W 906.14 FEET;
N 88 DEGREES 07' 18" E 9.90 FEET;
N 04 DEGREES 18' 42" E 288.60 FEET;
N 06 DEGREES 49' 42" E 813.00 FEET TO THE POINT OF BEGINNING;

EXCEPT THE FOLLOWING TWO PARCELS:

EXCEPTION PARCEL 1

LOT 1, BLOCK 1, HEARTLAND PARK TOPEKA SUBDIVISION, SHAWNEE
COUNTY, KANSAS;

AND

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EXCEPTION PARCEL NO. 2

A PART OF LOT 1, BLOCK H, HEARTLAND PARK TOPEKA SUBDIVISION,
SHAWNEE COUNTY, KANSAS, DESCRIBED AS FOLLOWS:
BEGINNING AT THE NORTHERNMOST CORNER OF SAID LOT 1;
THENCE S 46 DEGREES 52' 42" E ALONG THE SOUTH LINE OF HEARTLAND
PARKWAY (NOW KNOWN AS GARY ORMSBY DRIVE) 364.05 FEET;
THENCE S 43 DEGREES 07' 18" W 295.00 FEET TO THE NORTH LINE OF
PADDOCK DRIVE;
THENCE N 46 DEGREES 52' 42" W ALONG THE NORTH LINE OF PADDOCK
DRIVE 364.05 FEET;
THENCE N 43 DEGREES 07' 18" E ALONG THE EAST LINE OF DENISE
MCCLUGGAGE 295.00 FEET TO THE POINT OF BEGINNING.



EXHIBIT B-1
APPENDIX B

HEARTLAND PARK TOPEKA
REDEVELOPMENT
DISTRICT

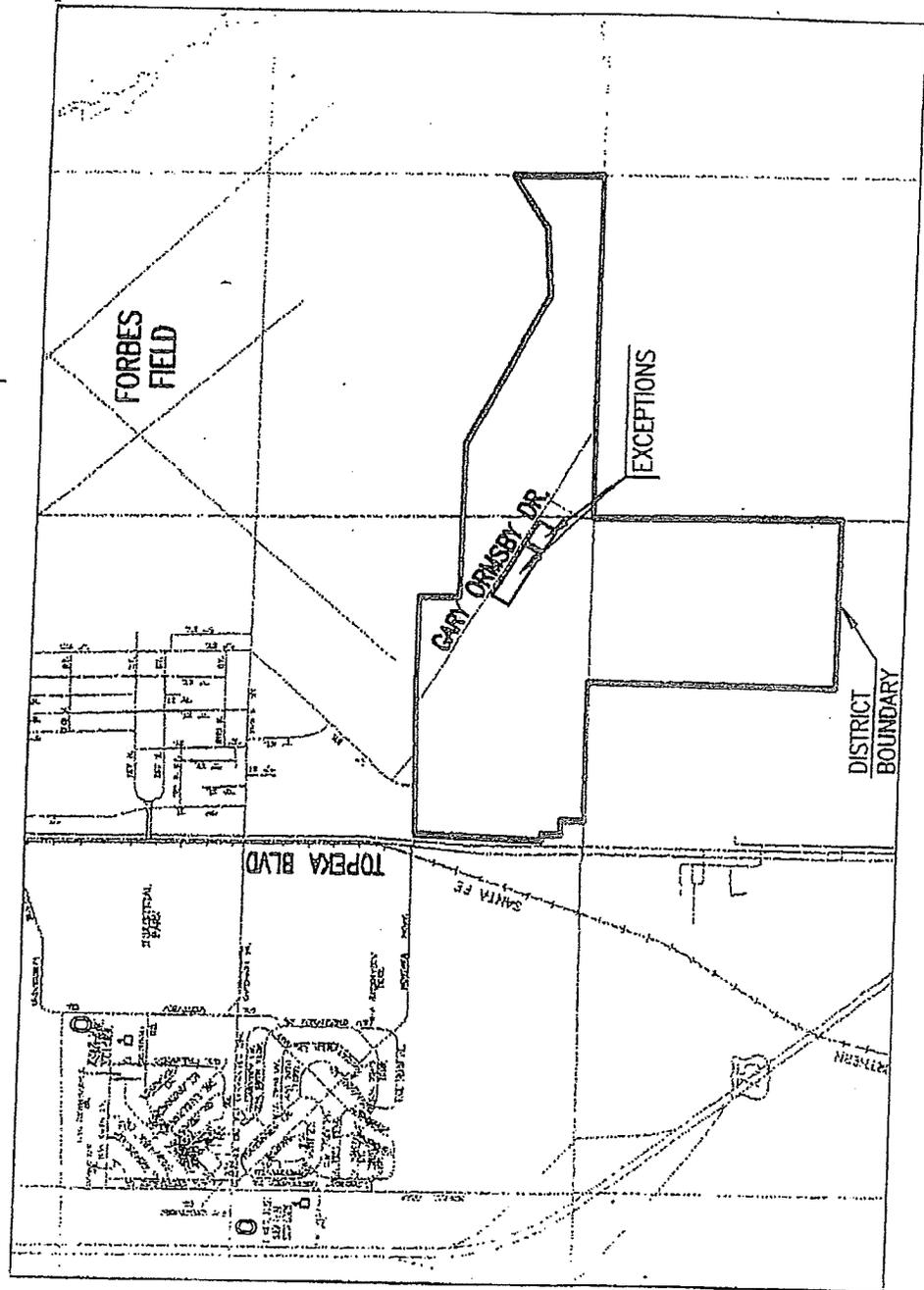


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APPENDIX C

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STAR BOND DISTRICT BOUNDARY
JUNE 30, 2014

BEGINNING AT THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SECTION 7, T-13-S, R-16-E, SHAWNEE COUNTY, KANSAS;

THENCE EASTERLY ALONG THE SOUTH LINE OF SAID QUARTER SECTION, A DISTANCE OF 2482.25 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 7;

THENCE EASTERLY ALONG THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7, A DISTANCE 1409.90 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 1 BLOCK B OF HEARTLAND PARK SUBDIVISION. (SAID POINT ALSO BEING A CORNER OF FORBES FIELD SUBDIVISION.);

THENCE NORTHERLY AN APPROXIMATE DISTANCE OF 8360 FEET, MORE OR LESS TO POINT ON THE WESTERN LINE OF LOT 1 BLOCK A OF FORBES FIELD SUBDIVISION, SAID POINT ALSO BEING THE EASTERN MOST CORNER OF PARCEL "A" EXCEPTION AS IDENTIFIED ON THE PLAT OF SAID SUBDIVISION;

THENCE NORTHWESTERLY ALONG THE WEST LINE OF LOT 1 BLOCK A OF FORBES FIELD SUBDIVISION, A DISTANCE OF 4172.57 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF SAID LOT 1 BLOCK A AND A POINT ON THE SOUTHEASTERN LINE OF SOUTH TOPEKA INDUSTRIAL PLAZA SUBDIVISION;

THENCE NORTHEASTERLY ALONG THE SOUTHEASTERN LINE OF SOUTH TOPEKA INDUSTRIAL PLAZA SUBDIVISION, A DISTANCE OF 1161.84 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 9 BLOCK A OF SOUTH TOPEKA INDUSTRIAL PLAZA SUBDIVISION;

THENCE WESTERLY ALONG THE NORTH LINE OF LOT 9 BLOCK A OF SOUTH TOPEKA INDUSTRIAL PLAZA, A DISTANCE OF 392.70 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT 5 BLOCK A OF SOUTH TOPEKA INDUSTRIAL PLAZA NO. 2 SUBDIVISION;

THENCE NORTHERLY ALONG THE EAST LINE OF SOUTH TOPEKA INDUSTRIAL PLAZA NO. 2, A DISTANCE OF 953.57 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 30, T-12-S, R-16-E;

THENCE WESTERLY ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 30, T-12-S, R-16-E, A DISTANCE OF 572.79 FEET, MORE OR LESS, TO A POINT 760 FEET EAST OF THE SOUTHWEST CORNER OF SAID SECTION 30;

THENCE NORTHERLY ALONG A LINE 760 FEET EAST OF AND PARALLEL TO THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 30, AN APPROXIMATE DISTANCE OF 1530 FEET TO A POINT ON THE SOUTH LINE OF TERRA HEIGHTS SUBDIVISION;

THENCE WESTERLY ALONG THE SOUTH LINE OF TERRA HEIGHTS SUBDIVISION, A DISTANCE OF 340.5 FEET, MORE OR LESS TO, THE WEST RIGHT-OF-WAY LINE OF SW HEIGHTS ROAD;

THENCE NORTHERLY ALONG THE WEST RIGHT-OF-WAY LINE OF SW HEIGHTS ROAD AND CROSSING SW SANNEMAN DRIVE, A DISTANCE OF 195 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT B OF TERRA HEIGHTS SUBDIVISION;

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THENCE NORTHERLY ALONG THE EAST LINE OF LOT B OF TERRA HEIGHTS SUBDIVISION, A DISTANCE OF 583.35 FEET, MORE OR LESS, TO A POINT ON THE SOUTH LINE OF LOT 100 OF TERRA HEIGHTS SUBDIVISION;

THENCE WESTERLY, A DISTANCE OF 19.6 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF LOT 100 OF TERRA HEIGHTS SUBDIVISION;

THENCE NORTHERLY, A DISTANCE OF 340 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF LOT 101 OF TERRA HEIGHTS SUBDIVISION;

THENCE EASTERLY ALONG THE NORTH LINE OF TERRA HEIGHTS SUBDIVISION, A DISTANCE OF 662 FEET, MORE OR LESS, TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF THE ABANDONED MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY;

THENCE NORTH-NORTHWESTERLY ALONG THE WEST LINE OF THE ABANDONED MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY, A DISTANCE OF 2770 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 19, T-12-S, R-16-E;

THENCE CONTINUING NORTH-NORTHWESTERLY ALONG THE WEST LINE OF THE ABANDONED MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY, A DISTANCE OF 28 FEET, MORE OR LESS, TO NORTH RIGHT-OF-WAY LINE OF SE 45TH STREET;

THENCE WESTERLY ALONG THE NORTH RIGHT-OF-WAY LINE OF SE 45TH STREET, A DISTANCE OF 158 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD;

THENCE NORTHERLY ALONG THE EAST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD, A DISTANCE OF 1336 FEET, MORE OR LESS, TO A POINT ON THE WESTERLY RIGHT-OF-WAY OF THE BURLINGTON NORTHERN SANTA FE RAILROAD (FORMERLY THE ATCHISON TOPEKA AND SANTA FE RAILROAD);

THENCE NORTH-NORTHEASTERLY ALONG THE WEST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD, 4060 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 19, T-12-S, R-16-E;

THENCE WESTERLY ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 19, T-12-S, R-16-E, A DISTANCE OF 80 FEET, MORE OR LESS, TO A POINT BEING THE INTERSECTION OF THE SOUTHERLY EXTENSION OF THE WEST RIGHT-OF-WAY LINE OF SOUTH KANSAS AVENUE AND THE SOUTH LINE OF SAID SOUTHWEST QUARTER;

THENCE NORTH-NORTHEASTERLY, A DISTANCE OF 52 FEET, MORE OR LESS, TO THE INTERSECTION OF THE NORTH RIGHT OF WAY LINE OF SW 37TH STREET AND WEST RIGHT-OF-WAY LINE OF SOUTH KANSAS AVENUE, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF LOT 5 BLOCK F OF WHITE LAKES INDUSTRIAL PARK SUBDIVISION;

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THENCE NORTH-NORTHEASTERLY ALONG THE WEST RIGHT OF WAY LINE OF SOUTH KANSAS AVENUE TO THE SOUTH RIGHT-OF-WAY LINE OF SW CROIX STREET;

THENCE NORTHWESTERLY AND WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF SW CROIX STREET, A DISTANCE OF 1435 FEET, MORE OR LESS TO THE EAST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD;

THENCE WESTERLY ACROSS SOUTH TOPEKA BOULEVARD TO THE INTERSECTION OF THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD AND THE SOUTH RIGHT-OF-WAY LINE OF SW CROIX STREET IN THE SOUTHEAST QUARTER OF SECTION 13, T-12-S, R-15-E;

THENCE WESTERLY ALONG THE SOUTH RIGHT OF WAY LINE OF SW CROIX STREET, A DISTANCE OF 357.28 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF SW BRENDAN AVENUE;

THENCE SOUTHERLY ALONG THE EAST RIGHT-OF-WAY LINE OF SW BRENDAN AVENUE, A DISTANCE OF 570.36 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF BELLAIRE SUBDIVISION;

THENCE EASTERLY ALONG THE SOUTH LINE OF BELLAIRE SUBDIVISION, A DISTANCE OF 368.58 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF BELLAIRE SUBDIVISION AND THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD;

THENCE SOUTHERLY ALONG THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD, A DISTANCE OF 860 FEET, MORE OR LESS TO THE NORTH RIGHT-OF-WAY LINE OF SW 37TH STREET;

THENCE SOUTHERLY ACROSS SW 37TH STREET TO THE INTERSECTION OF THE WEST RIGHT-OF-WAY LINE OF SOUTH TOPEKA BOULEVARD AND THE SOUTH RIGHT-OF-WAY LINE OF SW 37TH STREET IN THE NORTHEAST QUARTER OF SECTION 24, T-12S, R-15-E;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF SW 37TH STREET, A DISTANCE OF 200 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF SW 37TH TERRACE;

THENCE SOUTHERLY AND SOUTHWESTERLY ALONG THE EAST AND SOUTH RIGHT-OF-WAY LINE OF SW 37TH TERRACE, A DISTANCE OF 285 FEET, MORE OR LESS, TO A POINT ON THE NORTH LINE OF LOT 4 BLOCK A OF WHITE LAKES PLAZA SUBDIVISION;

THENCE SOUTHERLY, A DISTANCE OF 208.58 FEET, MORE OR LESS, TO A POINT ON THE SOUTH LINE OF LOT 4 BLOCK A OF WHITE LAKES PLAZA SUBDIVISION;

THENCE WESTERLY ALONG THE SOUTH LINE OF WHITE LAKES PLAZA SUBDIVISION, A DISTANCE OF 305.42 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT 8 BLOCK A OF SAID SUBDIVISION;

THENCE NORTHERLY, A DISTANCE OF 201.49 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF SAID LOT 8 BLOCK A;

THENCE WESTERLY ALONG THE SOUTH RIGHT OF WAY LINE OF SW 37TH TERRACE, A DISTANCE OF 86.00

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FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF SAID LOT 8 BLOCK A;

THENCE SOUTHERLY, A DISTANCE OF 201.59 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 12 BLOCK A OF WHITE LAKES PLAZA SUBDIVISION;

THENCE SOUTHERLY ALONG THE EAST LINE OF SAID LOT 12 BLOCK A, A DISTANCE OF 527.82 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF SAID LOT 12 BLOCK A;

THE WESTERLY ALONG THE SOUTH LINE OF SAID LOT 12 BLOCK A, A DISTANCE OF 579.63 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF SAID LOT 12, BLOCK A, THE SAME POINT BEING ON THE EAST LINE OF DICKINSON SUBDIVISION "C";

THENCE NORTHERLY ALONG THE EAST LINE OF DICKINSON SUBDIVISION "C", A DISTANCE OF 938.70 FEET, MORE OR LESS, TO THE SOUTH RIGHT-OF-WAY LINE OF SW 37TH STREET;

THENCE WESTERLY ALONG THE SOUTH RIGHT OF WAY LINE OF SW 37TH STREET, A DISTANCE OF 857.98 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF LOT 1 BLOCK A OF DICKINSON SUBDIVISION "C";

THENCE SOUTHERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 278.25 FEET, MORE OR LESS, TO A COMMON CORNER WITH EMMANUEL BAPTIST CHURCH SUBDIVISION NO. 2;

THENCE EASTERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 64.66 FEET, MORE OR LESS, TO A COMMON CORNER WITH EMMANUEL BAPTIST CHURCH SUBDIVISION NO. 2;

THENCE SOUTHERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 262.33 FEET, MORE OR LESS, TO A COMMON CORNER WITH EMMANUEL BAPTIST CHURCH SUBDIVISION NO. 2;

THENCE WESTERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 365.83 FEET, MORE OR LESS, TO A POINT ON THE EAST LINE OF KOWAN JARBOE AND KORTE SUBDIVISION;

THENCE SOUTHERLY ALONG THE BOUNDARY OF DICKINSON SUBDIVISION "C", A DISTANCE OF 300.00 FEET, MORE OR LESS, TO THE NORTH RIGHT-OF-WAY LINE OF SW 39TH STREET;

THENCE EASTERLY ALONG THE NORTH RIGHT-OF-WAY LINE OF SW 39TH STREET, A DISTANCE OF 249.37 FEET, MORE OR LESS;

THENCE SOUTHEASTERLY ALONG THE NORTH RIGHT-OF-WAY LINE OF SW 39TH STREET, A DISTANCE OF 815.45 FEET, MORE OR LESS, TO THE NORTHWESTERN RIGHT-OF-WAY LINE OF SW 38TH STREET;

THENCE CONTINUING SOUTHEASTERLY, A DISTANCE OF 75.00 FEET, MORE OR LESS, TO THE SOUTHEASTERN RIGHT-OF-WAY LINE OF SW 38TH STREET;

THENCE SOUTHEASTERLY ALONG THE NORTH RIGHT OF WAY LINE OF SW 39TH STREET, A DISTANCE OF 751.56 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF LOT 1 BLOCK A OF INTERSTATE ACRES SUBDIVISION AND THE WEST RIGHT-OF-WAY LINE OF SW DEVON AVENUE;

STAR BOND DISTRICT BOUNDARY
JUNE 30, 2014

THENCE SOUTHERLY ACROSS SW 39TH STREET, A DISTANCE OF 64 FEET, MORE OR LESS, TO THE SOUTH RIGHT-OF-WAY LINE OF SW 39TH STREET AND THE NORTHWEST CORNER OF FOSTORIA SUBDIVISION;

THENCE SOUTHERLY ALONG THE WEST LINE OF FOSTORIA SUBDIVISION, A DISTANCE OF 27.32 FEET, MORE OR LESS;

THENCE SOUTHEASTERLY ALONG THE WEST LINE OF FOSTORIA SUBDIVISION AND THE I-470 HIGHWAY RIGHT-OF-WAY, A DISTANCE OF 267.98 FEET, MORE OR LESS;

THENCE EASTERLY ALONG THE SOUTH LINE OF FOSTORIA SUBDIVISION AND THE I-470 HIGHWAY RIGHT-OF-WAY, A DISTANCE OF 78.20 FEET, MORE OR LESS;

THENCE CONTINUING EASTERLY ON THE PREVIOUS BEARING, A DISTANCE OF 755 FEET, MORE OR LESS, TO THE EAST LINE OF SECTION 24, T-12-S, R-15-E;

THENCE SOUTHERLY ALONG THE EAST LINE OF SECTION 24, T-12-S, R-15-E, A DISTANCE OF 1235 FEET, MORE OR LESS, TO THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 125 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF THE REPLAT OF SEYMOUR SUBDIVISION;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 1050.87 FEET, MORE OR LESS;

THENCE SOUTHERLY ALONG THE RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 300.00 FEET, MORE OR LESS;

THENCE SOUTHWESTERLY ALONG THE RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 362.25 FEET, MORE OR LESS, TO THE NORTH RIGHT-OF-WAY LINE OF SW 42ND STREET;

THENCE WESTERLY ALONG THE SOUTH RIGHT-OF-WAY LINE OF THE KANSAS TURNPIKE, A DISTANCE OF 40.00 FEET, MORE OR LESS;

THENCE SOUTHERLY, A DISTANCE OF 80.00 FEET, MORE OR LESS, TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF SW 42ND AND A CORNER COMMON TO SEYMOUR SUBDIVISION NO. 3 AND FRITO LAY SUBDIVISION NO. 1;

THENCE SOUTHERLY, A DISTANCE OF 600.64 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF SEYMOUR SUBDIVISION NO. 3;

THENCE WESTERLY, A DISTANCE OF 428.50 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF SEYMOUR SUBDIVISION NO. 3 AND THE WEST LINE OF LOT 1 BLOCK A OF FRITO LAY SUBDIVISION NO. 1;

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JUNE 30, 2014

THENCE SOUTHERLY ALONG THE WEST LINE OF FRITO LAY SUBDIVISION NO. 1, A DISTANCE OF 610.80 FEET, MORE OR LESS, TO A POINT ON THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 25, T-12-S, R-15-E;

THENCE EASTERLY ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 25, T-12-S, R-15-E, A DISTANCE OF 1673 FEET, MORE OR LESS TO THE WEST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN SANTA FE RAILROAD (FORMERLY THE ATCHISON TOPEKA AND SANTA FE RAILROAD);

THENCE SOUTHERLY ALONG THE WEST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN SANTA FE RAILROAD, A DISTANCE OF 5360 FEET, MORE OR LESS, TO THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 36, T-12-S, R-15-E AND THE NORTHEAST CORNER OF LAIRD NOLLER SUBDIVISION;

THENCE WESTERLY ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 36, T-12-S, R-15-E, A DISTANCE OF 307.38 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF THE EAST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 36 AND THE NORTHWEST CORNER OF LAIRD NOLLER SUBDIVISION;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 36, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 36;

THENCE WESTERLY ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 36, A DISTANCE OF ONE EIGHTH MILE, MORE OR LESS, TO THE NORTHWEST CORNER OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 36;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 36, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF SECTION 1, T-13-S, R-15-E;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF 1, T-13-S, R-15-E, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 1;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 1, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 12, T-13-S, R-15-E;

THENCE SOUTHERLY ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF 12, T-13-S, R-15-E, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 12;

THENCE EASTERLY ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 12, A DISTANCE OF 1240 FEET, MORE OR LESS, TO THE EAST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD;

STAR BOND DISTRICT BOUNDARY
JUNE 30, 2014

THENCE SOUTHWESTERLY ALONG THE EAST RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD, A DISTANCE OF 2790 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 12;

THENCE EASTERLY ALONG THE SOUTH LINE OF SAID SECTION 12, A DISTANCE OF 900 FEET, MORE OR LESS, TO THE WEST LINE OF SECTION 7, T-13-S, R-16-E;

THENCE NORTHERLY ALONG THE WEST LINE OF SECTION 7, T-13-S, R-16-E, A DISTANCE OF ONE HALF MILE, MORE OR LESS, TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SECTION 7, T-13-S, R-16-E AND THE POINT OF BEGINNING.

PROJECT PLAN
Major Motorsports Complex
Heartland Park Redevelopment District

A. Summary of the Feasibility Study

K.S.A. 12-1770 *et seq.*, as amended ("the Act"), requires any city proposing to undertake a redevelopment project that may be financed with municipal bonds, including full faith and credit tax increment bonds, to assess the "feasibility" of the project to determine whether it makes economic sense. To assist the governing body in this assessment, the Act requires a "feasibility study" which shows that the project's benefits, available tax increment revenues and other available revenues are expected to exceed or be sufficient to pay for the redevelopment. The study should also explain how the jobs and taxes obtained from the project will contribute significantly to the economic development of the state and the region.

The feasibility study entitled "Economic and Fiscal Impact Assessment of the Heartland Park Raceway in Topeka, Kansas" by Robert A. Baade, Ph.D. and Associates (August 12, 2005) ("Feasibility Study" or "Baade Report") concludes that the project is expected to generate sufficient available sales tax revenue to pay for the redevelopment and that the economic benefits from the project will exceed the costs.

The Feasibility Study finds that a strong and vibrant motorsports complex as proposed by Heartland Park would have a significant, positive effect on economic development in the City, the region and the state through the creation of jobs and increased tax revenues. In addition, the transient guest, sales and use taxes proposed as

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sources of revenue for this project have not been pledged to other bond projects and can be pledged for repayment of the STAR bonds under consideration.

B. Summary of the Marketing Study

The Baade Report also examined the impact of the redevelopment project upon similar businesses in the projected market area and, therefore, satisfies the requirements for a marketing study under the Act. This marketing study concluded that the only similar business in the projected market area is the Kansas Speedway in Wyandotte County, Kansas, and that the project will not have any materially adverse competitive or market impact on the Kansas Speedway.

C. The Redevelopment Project and Detailed Description of Proposed Construction and Improvements

The project seeks to redevelop Heartland Park Topeka as a major motorsports complex that will be utilized for hosting competitions involving motor vehicles, including, but not limited to, automobiles, motorcycles or other self-propelled vehicles other than a motorized bicycle or motorized wheelchair. The redevelopment project includes racetracks, all facilities directly related and necessary to the operation of the motorsports complex, including, but not limited to, parking lots, grandstands, suites and viewing areas, concessions, souvenir facilities, catering facilities, visitor and retail centers, signage and temporary hospitality facilities, but excluding hotels, motels, restaurants and retail facilities not directly related to or necessary to the operation of the facility.

The project involves the following proposed construction and improvements in the redevelopment project area: repairing and resurfacing the road

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course and all paddock areas; resurfacing the drag strip shut down area; construction of a timing and scoring building, a race control and stewards building, garages for competitors, a technical inspection building, a credential and security building at the tunnel entrance, a spectator's entrance walkover bridge, a medical facility, a shower building, a maintenance building, several commerce park buildings, a consolidated concession, souvenir and dining facility, a camping and recreational vehicle area, a top eliminator club building, additional spectator seating, pavilions behind the main grandstands. The project also includes parking lot lighting, perimeter fencing, improvements to the city-provided water system, repairs to perimeter roads on the property, a public address system, and various infield amenities and beautification improvements.

A detailed Description of the Project ("Description") is attached as Appendix A and hereby fully incorporated by reference. This attached Description is substantively identical to the District Plan attached as Exhibit B to City of Topeka Resolution No. 7676, relating to notice of a public hearing concerning the establishment of a redevelopment district within the City pursuant to K.S.A. 12-1770 *et seq.*, as amended.

**D. Description and Map of the Location of
the Major Motorsports Complex**

The redevelopment project area in which the project will create a major motorsports complex consists entirely of real property owned by the City of Topeka in the Heartland Park Topeka Subdivision as set forth in the Legal Description attached hereto as Appendix B and hereby fully incorporated by reference. The project area is located in the vicinity commonly known and referred to as Heartland Park Topeka near

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7530 S.W. Topeka Boulevard, Topeka, Kansas. A map which describes the boundaries of the facilities of the major motor sports complex is attached hereto as Appendix C.

E. Relocation Assistance Plan

The project plan neither requires nor contemplates the relocation of any persons, families and/or businesses as contemplated under the provisions of K.S.A. 12-1777, as amended.

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APPENDIX A

Description of the Project

Heartland Park Topeka
Repair and Development Project
2005-2008

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(Revised and Updated August 2005)

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Heartland Park Topeka Repair and Development Project

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 - Repair and resurface all paddock areas
 - Timing and Scoring building
 - Race Control and Stewards Building
 - Garages for Competitors
 - Technical Inspection Building
 - Consolidated Concession, Souvenir and Eating Facility
 - Medical Facility
 - Shower Building
 - Miscellaneous Fees and Expenses for Phase I
2. Phase II: Facility Improvements Necessary to Complete Heartland Park Topeka as a World Class Race and Entertainment Facility
 - Maintenance Building
 - Camping and RV Area
 - Additional Grandstand Seating
 - Pavillions behind main Grandstands
 - Infield Amenities and Beautification
 - Parking and Paddock Lighting and P. A System
 - Perimeter Fencing
 - Credential and Security Buildings
 - City Water and Sewer System Improvements
 - Outside Road Repairs

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- Drag Strip Resurfacing\
- Commerce Park Development
- Spectator Entry Bridge
- Top Eliminator Club Building
- Additional Fees and Expenses for Phase II & III

Heartland Park Topeka Repair and Development Project

History:

Heartland Park Topeka was built as a City of Topeka owned property in 1988 with a vision of it being a multi-use World Class Race and Entertainment Facility in the center of the United States. Road racing events for Indy cars, sports cars, AMA motorcycles and NHRA drag races were all expected to bring 1000's of people to Topeka Kansas each year. The SCCA National Championship Runoffs was also one of the key events planned for Heartland Park Topeka. The NHRA drag strip has been successful and profitable races have been presented for 17 years. The road course also had moderate success hosting spectator events such as the NASCAR truck races in the 1990s and other professional sports car races in the 1980s. However, the high expense of sanctioning professional road racing events and the losses in profit that can occur when inclement weather keeps spectators away quickly reduced interest by track management in road racing events. This resulted in the road course being sidelined to minimal usage as track management devoted most of their efforts toward promoting spectator events on the drag strip and in the 2000's, the dirt oval. This lack of balanced facility usage along with minimal interest in the facility by absentee ownership resulted in bankruptcy and closure of the facility in the fall of 2002. Heartland Park Topeka, one the City of Topeka's greatest projects was in disrepair, bankruptcy and closed; leaving \$1,150,000 in unpaid debt to local businesses, \$45,000,000 per year in unrealized economic stimulus to the community and a vision of a great opportunity not realized.

2003; A Change in the way Heartland Park Topeka Operates:

In the spring of 2003, the assets of Heartland Park Topeka and the track's management agreement with the City of Topeka were purchased by Raymond Irwin. Mr. Irwin has been a road racing track owner and operator for the last 20 years as well as a racer for the last 30 years. His repayment of all of the local debt and reestablishment of operations at the track in the spring of 2003 insured that Heartland Park Topeka would have another chance to achieve its true potential. However, achievement of that potential required a new operating philosophy: Attendance at events on the drag strip and dirt oval are always threatened by inclement weather. Amateur road course events, on the other hand, are generally rentals where the club rents the facility for their members and competitors and the activities occur rain or shine. Increasing the number of road course rentals while also promoting increased attendance at spectator driven events such as the NHRA National returned Heartland Park Topeka to a profitable and stable status in 2003 and 2004. However, this change in business methodology came too late to overcome the expenses of the disrepair left behind by previous operations. The cost for those capital repairs far exceeded the financial ability of Heartland Park Topeka to undertake and had to be undertaken through public funding.

The Timing was Right:

The Topeka community was vitally impacted by the sale and financial turnaround of the HPT facility. In addition, this impact has created renewed community appreciation and awareness of the race track and its events. Along with that new found appreciation, the relocation of the SCCA National headquarters to Topeka has focused even more attention on the benefits of racing to Kansas and

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Topeka. And, as a crowning accomplishment, Heartland Park Topeka was awarded the contract for the SCCA National Championship Runoffs for a minimum of three years; 2006:2008. In order for Heartland Park Topeka to be able to host this prestigious event, the City of Topeka, Shawnee County and the State of Kansas have committed to investing a total of \$15,000,000 to renovate and complete the development of Heartland Park Topeka into a World Class Racing and Entertainment Center. This commitment of renovation and development funding insures that the annual \$45,000,000 in economic impact from current operations will increase to \$60,000,000 in 2006 with the addition of the SCCA Runoffs to Heartland Park Topeka. In addition, because of the national media exposure from being the host to both of SCCA's premier amateur Championship events, increased business activities from the track and ancillary operations will result in economic stimulus to Topeka approaching \$100,000,000 per year by 2008.

The time is right to achieve the vision for Heartland Park Topeka that was foreseen in 1988 by the citizens of the City of Topeka, Shawnee County and the State of Kansas.

Why Public Funding?

An economic impact report developed by Washburn University in Topeka Kansas states that the community of Topeka will receive a \$60,000,000 stimulus from Heartland Park Topeka operations in 2006. Of this \$60.0 million, \$40,000,000 is in direct spending in the community by people attending events at the track. Comparison of this \$40.0 million in spending to the income derived by Heartland Park Topeka from those events indicates a 14.5:1 ratio; for every dollar that is spent at Heartland Park Topeka, those same tourists are spending \$14.50 at hotels, restaurants, gas stations and other facilities in the Topeka and surrounding communities. Unlike many other publicly funded facilities such as football stadiums, people attending Heartland Park Topeka typically stay an average of 2 nights each event; thus creating a monumental increase in local economic impact compared to the income derived by Heartland Park Topeka itself.

Who benefits the most from Heartland Park Topeka activities? Our community benefits, through direct spending, sales taxes and increased employment!

What Must Be Done :

Heartland Park Topeka was built in 1988 and the asphalt roads, paddock and track are 17 years old and long overdue for replacement. In addition, many buildings and facilities necessary to operate a racing facility were either never constructed, or have been neglected and must be rebuilt or replaced. The cracked and pot-holed asphalt track surfaces, the temporary construction trailers and the fire damaged maintenance building currently being used to conduct business will no longer suffice. Fast, smooth race surfaces, fan friendly facility improvements, modernization of present structures and the addition of new facilities to host different types of events will be completed so Heartland Park Topeka can finally become a World Class Racing and Entertainment Facility.

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Project Construction

Project Construction Overview:

This document summarizes the Costs, the Objectives and Benefits and critical Planning and Timing concerns for the specific components of the Repair and Development Project for Heartland Park Topeka. The economic data was provided by an economic impact study performed by Washburn University in the spring of 2004. The costs for the various components were compiled from bids submitted by local contractors, builders, and engineering companies. It is expected that the final costs will certainly vary, due to work order changes required by final facility and property conditions, additional modifications necessary to achieve specific final results, and changes in material costs.

Phase I: Repairs and Improvements necessary to be able to host the SCCA National Championship Runoffs & the SCCA Solo Championships, both in 2006

Phase II: Facility Improvements necessary to complete Heartland Park Topeka as a World Class Race and Entertainment Facility

Phase III: Construction of a Solo Pad necessary to retain the SCCA Solo National Championship event in Topeka (This actual work is now included in Phase I)

Objectives and Community Benefits:

Phase I: The SCCA National Championship Runoffs is an annual 10 day long convention type road racing event which convenes 10,000 drivers, crew, workers and manufacturing representatives from all over North America. These 10,000 racing enthusiasts come together to participate in 24 televised races which determine who will be the class champion of each of the 24 different SCCA National race series categories. The economic impact from the event from all of these competitors, crew and workers coming to Topeka will exceed \$10,000,000 per year. In addition, the facility that holds the SCCA National Championship Runoffs historically triples their attendance at all SCCA events as racers test their skills on the "Runoffs" course, resulting in additional economic benefit throughout the season. For amateur road racing, holding the SCCA National Championship Runoffs is comparable to hosting the Super Bowl. The facility and community that have the honor and distinction of being able to host the SCCA National Championship benefit not only from the significant economic impact of the event, but are also recognized both nationally and internationally as The World Center of Grassroots Motorsports. The improvements being performed will insure that Heartland Park Topeka is a World Class Racing and Entertainment facility capable and

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qualified to keep the Runoffs contract for many years. Historically, once awarded, the contract to hold this event has been extended by SCCA for 10 or more years.

Phase II: This part of the project will complete Heartland Park Topeka into a World Class Racing and Entertainment Facility capable of professionally presenting a diverse schedule of activities. The scheduled improvements will enhance every aspect of the facility; from increased seating in the grandstands along the drag strip to finally erecting the buildings necessary for properly conducting the business and operating functions of Heartland Park Topeka. Many of these improvements also help Heartland Park Topeka to achieve the goal of being a fan friendly facility where families can enjoy themselves and feel comfortable due to improved security and safety.

Phase III: The annual SCCA Solo Championship event will be moved to Heartland Park Topeka in 2006 from Forbes Field (Metropolitan Topeka Airport Authority) where it has been held for the last 11 years. The SCCA Solo Championship attendance of 2-3000 competitors and crew each year for the week long event generates over \$2,500,000 in economic impact for our community. The development of the south paddock in Phase I will provide the new location to host the SCCA Solo Championship. The ability of Heartland Park Topeka to host both of the premier SCCA Championship events, the Solo Championship and the National Runoffs, helps cement the bond between SCCA, Heartland, and Topeka, making it difficult for any other community to lure these two events away in the future; thus insuring that the combined economic impact of the two events of almost \$15,000,000 per year is retained by Topeka.

Project Planning and Timing:

- **Phase I:** This work must be completed in order to allow the SCCA National Championship Runoffs event to be presented at Heartland Park Topeka in September 2006. The asphalt work will be completed by the fall of 2005. The majority of the buildings will be started in 2005 and completed by spring 2006.
- Phase II:** The individual improvements will be completed on a priority basis with a finish date for the majority of the work by the fall of 2006, to coincide with the first SCCA Runoffs and SOLO events to be hosted by Heartland Park Topeka.
- Phase III:** The Solo Pad/South Paddock area will be completed by the fall of 2005 in order to allow HPT to host the both SCCA Solo and Runoffs Championships in the fall of 2006.
Note: All work originally designated for Phase III has been incorporated into the operations of Phase I

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Construction Costs

Phase I: Repairs and Improvements necessary to be able to host the SCCA National Championship Runoffs in the fall of 2006

1. Repair and resurface complete road course: Total length 2.5 miles:

The cost to repave the road course is considerably higher (approximately twice) than for areas such as the paddock due to the special "Polymer-slag" mixture necessary to provide a fast, long lasting and tough surface for the race track. In addition, due to the considerable deterioration of many areas of the current course, it was necessary to completely remove the present surface, then rebuild the substructure and finally relay the entire track with 6 + inches of asphalt. This added work has increased the cost of this work by more than 50% over the initial estimate which only covered surface grinding, crack repair and resurface costs provided by local asphalt companies.

2. Repair and resurface all paddock areas: 45 acres

The repair of currently used paddock areas inside the track will require substantial work above and beyond grinding and repaving due to the considerable heaving, cracking and general deterioration of the surface. In addition, about 25 acres which will be used for the SCCA SOLO pad is not presently asphalt and must be leveled and be graded and a sub base prepared in order to asphalt the entire area. Water, electrical hookups and several building modifications need to be constructed at this site to provide the necessary infrastructure to conduct the SCCA National Solo Championships.

3. Timing and Scoring building

This building is a necessary part of operating the road course for most if not all sanctioning bodies. This is one of the components of the original plan for Heartland Park Topeka that was never completed. This building will provide facilities for several uses, eliminating some of the smaller outbuildings in the original plan. Electronic, ADA compliance, and SCCA specific requirements have increased the cost of this building significantly over original estimates.

4. Race Control and stewards building: Included in the Timing Building (#3)

This area of the Timing Building is necessary to safely hold any SCCA National event, but it is also a standard part of every road racing facility of any importance. This Race Control facility was necessary for road racing operations but never built when HPT was first constructed.

5. Garages for Competitors:

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The garages are utilized by competitors during events not only for road course events, but also for drag racing and other functions at Heartland Park Topeka. This set of buildings will also be used to house track vehicles in the winter.

6. Technical Inspection Building:

This is a large enclosed pavilion style building that will be used for all events for technical inspections, teardowns and driver's meetings. A technical inspection building was part of the original plan for Heartland Park Topeka, but was never built, although this type of facility is a standard requirement for even small race facilities. This building will also house scales, showers, bathrooms, a small concession and souvenir facilities and a room for utility controls for the south paddock areas.

7. Consolidated concession, souvenir and eating facility:

The former concession building in the center of Heartland Park Topeka was a transplanted Wendy's hamburger stand; circa 1970's and is now demolished. A proper food facility which incorporates the following amenities will be built at the north end of the paddock and will service all events:

- Concession type food preparation and sales facility
- Souvenir stand
- Seating area for inside dining
- Outside seating for dining
- Children's play area adjacent to the outside seating area, secured by fencing
- Observation deck for hospitality and additional seating

This building will provide a modern, sanitary food preparation and sales area as well as fan friendly, comfortable seating inside and out. The close proximity of the souvenir stand to the eating area will foster increased souvenir sales and the secure children's play area will provide parents the opportunity to relax while their children play in safety without concern for traffic in the paddock. This type of customer satisfying facility is mandatory in today's consumer responsive entertainment market and will help identify Heartland Park Topeka as a World Class Facility for all events.

8. Medical Facility

The original medical facility at Heartland Park Topeka was a converted construction trailer that has not been usable for many years. A proper medical facility will satisfy both liability insurance concerns and the requirements of NHRA, SCCA and other event sanctioning bodies. The current souvenir building will be converted to provide this function, reducing the cost by not having to build a complete new Medical Facility.

9. Shower building: Included in the Technical Building (#6)

Modern race facilities have showers and dressing areas available for drivers and crew to clean up after events. The shower/changing area will be incorporated into the north side of the

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Technical Building, saving considerably on construction costs while achieving our goal of making Heartland Park Topeka into a World Class Race Facility.

10. Miscellaneous Fees and Expenses for Phase I:

In order to properly design and build the facilities being constructed, engineering, architectural and geotechnical experts have been employed. As in any other major construction project these services insure the quality and longevity of the project. Preparation of the land for road and drag strip resurfacing, leveling and preparing building sites and adjustment of the property to provide for proper drainage must be done by professional excavating companies.

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Phase II: Facility Improvements Necessary to Complete Heartland Park Topeka as
a World Class Race and Entertainment Facility

1. New Maintenance Building

A new maintenance building is being built to replace the old barn, which is no longer insurable since a fire damaged it several years ago.

2. Camping and RV Area

Spectator camping is a unique aspect of the NHRA National and SCCA Championship events. Several camping and RV areas will be developed within the track and on property north of Gary Ormsby Drive. Included in this development will be:

- RV Hookups
- Security Building
- Campfire areas
- Children's playground

3. Additional 4000 seats for Spectator

Continually increasing attendance is causing HPT to rapidly approach our maximum seating limit. By the 2007 season, it will be necessary to add more seats along the top of the west seating area of the drag strip. The cost per seat is a minimum of \$125, not including installation, due to current industry safety standards which require seating with kickboards closed off to prevent children from falling through, and adding seat backs to provide a premium seating.

4. Pavilions behind the main Grandstands

There are no covered areas of significant size for spectators to use for eating or if inclement weather occurs during an event. The addition of these covered pavilions will be of benefit for all events that have attendance of over 10,000 people.

5. Infield Amenities & Beautification.

This an initial list of the improvements that are being made to Heartland Park Topeka to create a competitor and fan friendly environment:

- Addition of more electrical hookups for competitors in the paddock

EXHIBIT B-2
APPDENIX A

- A covered pavilion in the staging lanes area for competitors waiting to compete with a concession area and a booth for buybacks or other event registrations
- Walkways from the tower for safe exit after events like the NHRA National event when large numbers of spectators crowd two narrow pedestrian bridges, the only direct means of getting to the parking lot.
- Landscaping, trees and green space are non-existent at Heartland Park Topeka. Spectator and competitor viewing areas, areas around pavilions, concessions, tower, and entry areas will be improved with the addition of landscaping, trees and green space.
- A brick walkway through the food court behind the main grandstand with lighting and comfortable surroundings.
- Tower improvements such as an elevator for ADA compliance
- Any number of improvements that help to bring fans back again and again to Heartland Park Topeka; a World Class Race Facility

6. Parking lot lighting and Public P.A. System

At the NHRA National, on Friday night, our capacity crowd leaves after the final round at around 10:00 pm and returns to their cars in the parking lot, which has no lights to provide security or to help them find their vehicles. Lighting throughout the north and south paddock along with a new expanded coverage public address system is being designed. These lights and p.a. system along with the perimeter fence in Item 7 will help bring security, safety and fan appreciation to Heartland Park Topeka.

7. Perimeter Fencing:

The frontage property along Topeka Blvd and Ormsby Drive has no fence to provide security or to prevent or restrict entry to the facility. In order to prevent unauthorized activities and other breaches in security, a perimeter fence and gates need to be placed around currently open parking areas. The fencing will also secure the VIP parking and RV areas just north of the main entrance; Gate C and the maintenance building and credentials building by the entrance tunnel; Gate G.

8. Credential and Security Building at Tunnel Entrance.

This building will be located outside the tunnel on the east side of the facility. A front area will be used to issue credentials, and the interior will provide a secure area for tickets and cash. In addition, bathroom facilities and an adjoining guard building will be part of this unit. The current credentials building is a construction trailer in disrepair.

9. Improvement to City provided Water System:

A review on the costs to improve water system pressure as provided by the city is being made. Currently water pressure during large events is inadequate for minimal fire suppression needs. In addition, connection to the City Sewer system is being investigated.

10. Repair of the outside roads on the property:

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APPENDIX A

Finish Line Drive, Hinson Way, 77th Street and all of the other roads providing access to and from Heartland Park Topeka were built in 1989 and are designated as city and county-streets. The almost 3.5 miles of roads and streets have had minimum repairs done and are in extremely poor condition and must be redone or they will be unusable. In addition, some of the roads were never completed. Repair costs are based upon milling and overlay repair only, not replacement. Replacement costs could be required if this work is not done soon., increasing the cost by as much as 50%.

11. Resurface the Drag Strip Shut Down Area: Included in Phase I (#1)

The shut down area of the drag strip is 16 years old the same as the road course. The NHRA is requiring repair of this area as mandatory to be able to safely continue to hold the O'Reilly NHRA Summer Nationals at Heartland Park Topeka. This repair will be done at the same time as the road course.

12. Commerce Park Buildings: (3 buildings to start)

This development will be a series of buildings located on the east edge of the main race track property. The presence of race and other businesses in a multi-building complex is a logical expansion for the track. For those businesses that need race track usage to test or demonstrate their products, having their operations located at Heartland Park Topeka is natural and beneficial.

A nationally recognized race organization is presently ready to move from Colorado to Heartland into a 12,000 square foot building as the first tenant of the Heartland Park Topeka "Gasoline Alley". This company employs 8-15 employees year round and have a annually sales of over \$2,500,000.

13. Spectator Entrance Walkover Bridge

Spectators entering the facility from the ticket office area (Gate A) must walk from the ticket office to the dirt track area and then back to the tower and grandstands; a distance of over 1400 feet. The addition of another walkover bridge from the ticket office directly over Finish Line Drive to the tower walkways would eliminate over ¼ mile of walking by our patrons; particularly difficult for those in wheelchairs.

14. Top Eliminator Club Building

The Top Eliminator Club (TEC) ticket is the most prestigious ticket to the NHRA event at Heartland Park Topeka. At present, patrons with TEC tickets have a tented area for hospitality and reserved seats about 300 feet from that tented area. The TEC building would combine the hospitality and seating areas into a single premium area, similar to other modern race facilities.



LETTER OF TRANSMITTAL

Professional Engineering Consultants, P.A.
1263 S.W. TOPEKA BLVD. • TOPEKA, KS 66612 • 785-233-8300 • FAX 785-233-8855
www.pec1.com • topeka@pec1.com

TO: FRIEDEN HAYNES AND FORBES DATE: 12 AUGUST 2005
555 S KANSAS PROJECT NO.: 05A18-001
TOPEKA, KS 66604 PROJECT: HEARTLAND PARK TOPEKA

ATTENTION: JOHN FRIEDEN REFERENCE: _____
FROM: M. W. BERRY, L.S.

WE ARE SENDING YOU: Attached Under separate cover via _____ the following items:
 Shop drawings Prints Plans Samples Specifications
 Copy of letter Change order _____

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REMARKS:

COPIES TO: RAYMOND IRWIN By: M.W. BERRY

* Enclosures are not as noted, kindly notify us at once.

EXHIBIT B-2
APPENDIX B

REDEVELOPMENT DISTRICT LEGAL DESCRIPTION
AUGUST 12, 2005
PREPARED BY M. W. BERRY, L.S. #946

PAGE 1 OF 3

A PORTION OF HEARTLAND PARK TOPEKA SUBDIVISION, LYING IN THE SOUTHWEST QUARTER AND SOUTHEAST QUARTER SECTION 7, THE SOUTHWEST QUARTER AND SOUTHEAST QUARTER OF SECTION 8, AND THE NORTHEAST QUARTER AND THE SOUTHEAST QUARTER OF SECTION 18, ALL IN TOWNSHIP 13 SOUTH, RANGE 16 EAST OF THE SIXTH PRINCIPAL MERIDIAN, SHAWNEE COUNTY, KANSAS, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER SECTION 7, T-13-S, R-16-E, SHAWNEE COUNTY, KANSAS;
THENCE N 88 DEGREES 07' 18" E 213.70 FEET ALONG THE NORTH LINE OF SAID SOUTHWEST QUARTER TO THE EASTERLY RIGHT-OF-WAY OF TOPEKA BOULEVARD (FORMERLY KNOWN AS US HIGHWAY NO. 75) AND THE POINT OF BEGINNING;
THENCE N 88 DEGREES 07' 18" E ALONG THE NORTH LINE OF HEARTLAND PARK TOPEKA SUBDIVISION, SHAWNEE COUNTY, KANSAS 2268.55 FT TO THE NORTHEAST CORNER OF SAID SOUTHWEST QUARTER;
THENCE N 88 DEGREES 07' 18" E ALONG THE NORTH LINE OF SAID SUBDIVISION 1409.90 FT TO THE NORTHEAST CORNER OF LOT 1, BLOCK B, OF SAID SUBDIVISION;
THENCE S 02 DEGREES 04' 31" E ALONG THE BOUNDARY OF SAID SUBDIVISION 650.00 FT TO THE MOST SOUTHERLY POINT OF SAID LOT 1, BLOCK B;
THENCE N 88 DEGREES 07' 18" E ALONG THE BOUNDARY OF SAID SUBDIVISION 1240.00 FT TO THE CENTERLINE OF SOUTHEAST ADAMS STREET;
THENCE CONTINUING ALONG THE BOUNDARY OF SAID SUBDIVISION THE FOLLOWING TWO COURSES:
N 88 DEGREES 27' 18" E 1147.85 FEET;
S 63 DEGREES 25' 07" E 1670.29 FEET TO THE LINE COMMON TO LOTS 1 AND 2, BLOCK D IN SAID SUBDIVISION;
THENCE CONTINUING ALONG THE BOUNDARY OF SAID SUBDIVISION THE FOLLOWING THREE COURSES:
S 63 DEGREES 25' 07" E 900.22 FEET;
N 86 DEGREES 16' 27" E 1053.80 FEET;
N 55 DEGREES 11' 33" E 910.15 FEET TO THE SOUTHEAST CORNER OF THE NORTH HALF OF THE SOUTHEAST QUARTER OF SECTION 8, T-13-S, R-16-E;
THENCE S 02 DEGREES 32' 18" E ALONG THE BOUNDARY OF SAID SUBDIVISION 1318.30 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 8;
THENCE S 38 DEGREES 14' 08" W ALONG THE BOUNDARY OF SAID SUBDIVISION 1613.01 FEET TO THE SOUTHWEST CORNER, SOUTHEAST QUARTER OF SAID SECTION 8;

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THENCE S 88 DEGREES 19' 21" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2621.19 FT TO THE SOUTHWEST CORNER THE SOUTHWEST
QUARTER OF SAID SECTION 8;
THENCE S 02 DEGREES 22' 39" E ALONG THE BOUNDARY OF SAID
SUBDIVISION 2638.05 FEET TO THE SOUTHEAST CORNER OF THE
NORTHEAST QUARTER OF SECTION 18, T-13-S, R-16-E;
THENCE S 02 DEGREES 22' 27" E ALONG THE BOUNDARY OF SAID
SUBDIVISION 1318.96 FEET TO THE SOUTHEAST CORNER OF THE NORTH
HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 18;
THENCE S 88 DEGREES 00' 15" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2638.04 FEET TO THE SOUTHWEST CORNER OF SAID NORTH
HALF;
THENCE N 02 DEGREES 18' 32" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 1319.82 FEET TO THE NORTHWEST CORNER OF THE
SOUTHEAST QUARTER OF SAID SECTION 18;
THENCE N 02 DEGREES 18' 22" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2629.66 FT TO THE NORTHWEST CORNER OF SAID NORTHEAST
QUARTER;
THENCE S 88 DEGREES 23' 32" W ALONG THE BOUNDARY OF SAID
SUBDIVISION 2146.71 FEET TO A POINT 361.50 FEET FROM THE
SOUTHWEST CORNER OF SECTION 7, T-13-S, R-16-E;
THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION THE FOLLOWING FOUR
COURSES:
N 01 DEGREES 52' 44" W 361.50 FEET;
S 88 DEGREES 23' 32" W 216.30 FEET;
N-01 DEGREES 52' 44" W 299.83 FEET;
S 88 DEGREES 23' 32" W 94.74 FEET;
THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, (SAID BOUNDARY
BEING THE EASTERLY RIGHT-OF-WAY OF TOPEKA BOULEVARD, FORMERLY
KNOWN AS US HIGHWAY NO. 75) THE FOLLOWING FOUR COURSES:
N 01 DEGREES 55' 59" W 906.14 FEET;
N 88 DEGREES 07' 18" E 9.90 FEET;
N 04 DEGREES 18' 42" E 288.60 FEET;
N 06 DEGREES 49' 42" E 813.00 FEET TO THE POINT OF BEGINNING;
EXCEPT THE FOLLOWING TWO PARCELS:

EXCEPTION PARCEL 1:

LOT 1, BLOCK 1, HEARTLAND PARK TOPEKA SUBDIVISION, SHAWNEE
COUNTY, KANSAS;

AND

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EXCEPTION PARCEL NO. 2

A PART OF LOT 1, BLOCK H, HEARTLAND PARK TOPEKA SUBDIVISION,
SHAWNEE COUNTY, KANSAS, DESCRIBED AS FOLLOWS:
BEGINNING AT THE NORTHERNMOST CORNER OF SAID LOT 1;
THENCE S 46 DEGREES 52' 42" E ALONG THE SOUTH LINE OF HEARTLAND
PARKWAY (NOW KNOWN AS GARY ORMSBY DRIVE) 364.05 FEET;
THENCE S 43 DEGREES 07' 18" W 295.00 FEET TO THE NORTH LINE OF
PADDOCK DRIVE;
THENCE N 46 DEGREES 52' 42" W ALONG THE NORTH LINE OF PADDOCK
DRIVE 364.05 FEET;
THENCE N 43 DEGREES 07' 18" E ALONG THE EAST LINE OF DENISE
MCCLUGGAGE 295.00 FEET TO THE POINT OF BEGINNING.



EXHIBIT B-2
APPENDIX C

HEARTLAND PARK TOPEKA
REDEVELOPMENT
DISTRICT

