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January 12, 2009

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David M. Betz, AICP
Director of Development
City of Powell
47 Hall Street
Powell, OH 43065-8357

**RE: Application for Zoning Map Amendment and Sketch Plan;
P&P Real Estate, LLC, Applicant and Owner; Urban
Active Fitness Facility and Separate Retail Use**

Dear Mr. Betz:

As a follow up to our discussions, P&P Real Estate, LLC (P&P) has filed its petition to annex 9.774 acres, more or less, from Liberty Township to the City of Powell. The property proposed for annexation includes the approximately 6.94 acre property, owned by P&P, located generally at the southeast corner of Sawmill Parkway and Seldom Seen Road (and wrapping around the existing CVS property), together with adjacent segments of Sawmill Drive and Bunker Lane. The property is partly completed with an Urban Active Fitness (formerly Gold's Gym) facility and partly yet to be developed for future commercial use.

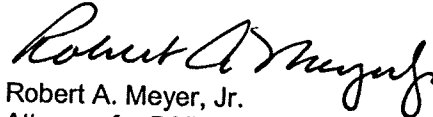
P&P's intention is to pursue a zoning process within the City of Powell to the Powell Planned Commercial District while annexation proceedings are progressing, with a view toward completing the zoning process (a combined preliminary and final development plan) contemporaneously with the conclusion of the annexation process. With respect to the zoning process, the goal as discussed with you from the outset is essentially to transfer the Liberty Township Planned Commercial Zoning, as approved and subsequently amended, to the property as it enters the City of Powell, and to address as part of the process the split of the 6.94 ± acre property into two parcels, one for the existing Urban Active Fitness facility and one for the future retail use. At this point, it is unlikely that the future developed of the undeveloped parcel will be as approved in Liberty Township, but our expectation is that when plans for future development are closer, we will pursue necessary approvals, effectively a plan amendment, at that time.

Accordingly, we are submitting our application for Zoning Map Amendment and Sketch Plan for review, together with a book (15 copies) including the Planned Commercial Zoning as approved and amended in Liberty Township, and certain clarifying materials, including the proposed lot split. The materials being submitted are far more detailed than would ordinarily be the case with a sketch plan submittal, but given the goal as set forth above and the fact the materials exist, we hope to provide the Planning and Zoning Commission with a full opportunity to review the current zoning early in the process. Our hope is that the materials submitted will also be able

to be approved as a combined Preliminary and Final Development Plan, with only modest adjustments as may be identified in our review process.

Thank you in advance for your assistance in this process, and we look forward to completing it in an orderly and cooperative fashion.

Sincerely,



Robert A. Meyer, Jr.
Attorney for P&P Real Estate, LLC

RAM:mkd
Enclosures
cc: Mark Yates
John Gragg, Esq.
Kevin Kershner
Ryan Dennison

**APPLICATION TO THE CITY OF POWELL
FOR PLANNED COMMERCIAL ZONING**

**P & P REAL ESTATE, LLC, APPLICANT
URBAN ACTIVE FITNESS PROPERTY
3434 Sawmill Drive
Powell, OH 43065**

January 12, 2009

**CITY OF POWELL
PLANNED COMMERCIAL ZONING APPLICATION**

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