

ORIGINAL

Council File # 99-1179

Ordinance # _____

Green Sheet # 103726

ORDINANCE
CITY OF SAINT PAUL, MINNESOTA

23

Presented By Mike Ham

Referred To _____ Committee Date : _____

1 An ordinance enacted pursuant to Section 17.07.1 of the Charter of
2 the City of Saint Paul and Section 409.20 of the Saint Paul
3 Legislative Code, creating a Commercial Development District on
4 property with the address of 2082 Ford Parkway
5
6

7 THE COUNCIL OF THE CITY OF SAINT PAUL DOES ORDAIN:
8

9 Section 1

10
11 The Ford Parkway Commercial Development District, as shown in Exhibit 1-1999, which
12 is attached to and incorporated by reference in this ordinance, is hereby created as a commercial
13 development district under Section 17.07.1 of the Charter of the City of Saint Paul and under
14 Section 409.20 of the Saint Paul Legislative Code.
15

16 Section 2

17
18 Notwithstanding Section 409.03 of the Saint Paul Legislative Code, no license shall be
19 issued except to a restaurant in this commercial development district.
20

PUBLISHED
JAN 7 2000

1
2
3
4
5

Section 3

99-1179

This ordinance shall be in force and take effect thirty days following its passage, approval and publication.

	Yeas	Nays	Absent
Benanav	✓		
Blakey	✓		
Bostrom	✓		
Coleman	✓		
Harris	✓		
Lantry	✓		
Reiter	✓		
	7	0	0

Requested by Department of:

By: Christine A Rozek

Form Approved by City Attorney

By: Virginia Baber

Approved by Mayor for Submission to Council

By: [Signature]

Adopted by Council: Date Jan 5, 2000

Adoption Certified by Council Secretary

By: [Signature]

Approved by Mayor: Date Jan 6 2000

By: [Signature]

PUBLISHED

JAN 7 1999

OFFICE OF LIEP
Christine Rozek
266-9108

Date:
November 5, 1999

GREEN SHEET
No. 103726 ⁹⁹⁻¹¹⁷⁹

Must be on Council Agenda by:
ASAP



1	DEPARTMENT DIRECTOR	4	CITY COUNCIL
2	CITY ATTORNEY		CITY CLERK
	BUDGET DIRECTOR		FIN. & MGT. SVC. DIR.
3	MAYOR (OR ASSISTANT)		

TOTAL # OF SIGNATURE PAGES 1 (CLIP ALL LOCATIONS FOR SIGNATURE)

ACTION REQUESTED:

An ordinance enacted pursuant to Section 17.07.1 of the Charter of the City of Saint Paul and Section 409.20 of the Saint Paul Legislative Code by creating a Commercial Development District on property with the address 2082 Ford Parkway.

RECOMMENDATIONS: APPROVE (A) OR REJECT (R)

___ PLANNING COMMISSION ___ CIVIL SERVICE COMMISSION
___ CIB COMMITTEE ___ BUSINESS REVIEW COUNCIL
___ STAFF A District 15 Council
___ DISTRICT COURT ___

SUPPORTS WHICH COUNCIL OBJECTIVE?

PERSONAL SERVICE CONTRACTS MUST ANSWER THE FOLLOWING:

1. Has the person/firm ever worked under a contract for this department?
YES NO
2. Has this person/firm ever been a City employee?
YES NO
3. Does this person/firm possess a skill not normally possessed by any Current City employee?
YES NO

Explain all YES answers on a separate sheet and attach.

INITIATING PROBLEM, ISSUE, OPPORTUNITY (Who, What, When, Where, Why):

Under the current liquor license limitations in Ward 3, creating a Commercial Development District is the only way Chipotle Mexican Grill (2082 Ford Pkwy) will be allowed to serve liquor.

ADVANTAGES IF APPROVED:

Chipotle Mexican Grill will be able to receive a liquor license.

DISADVANTAGES IF APPROVED:

None apparent; District 15 Community Council approved the application.

DISADVANTAGES IF NOT APPROVED:

Chipotle Mexican Grill will not be able receive a liquor license.

TOTAL AMOUNT OF TRANSACTION \$ _____ COST/REVENUE BUDGETED YES NO

FUNDING SOURCE _____ ACTIVITY NUMBER _____

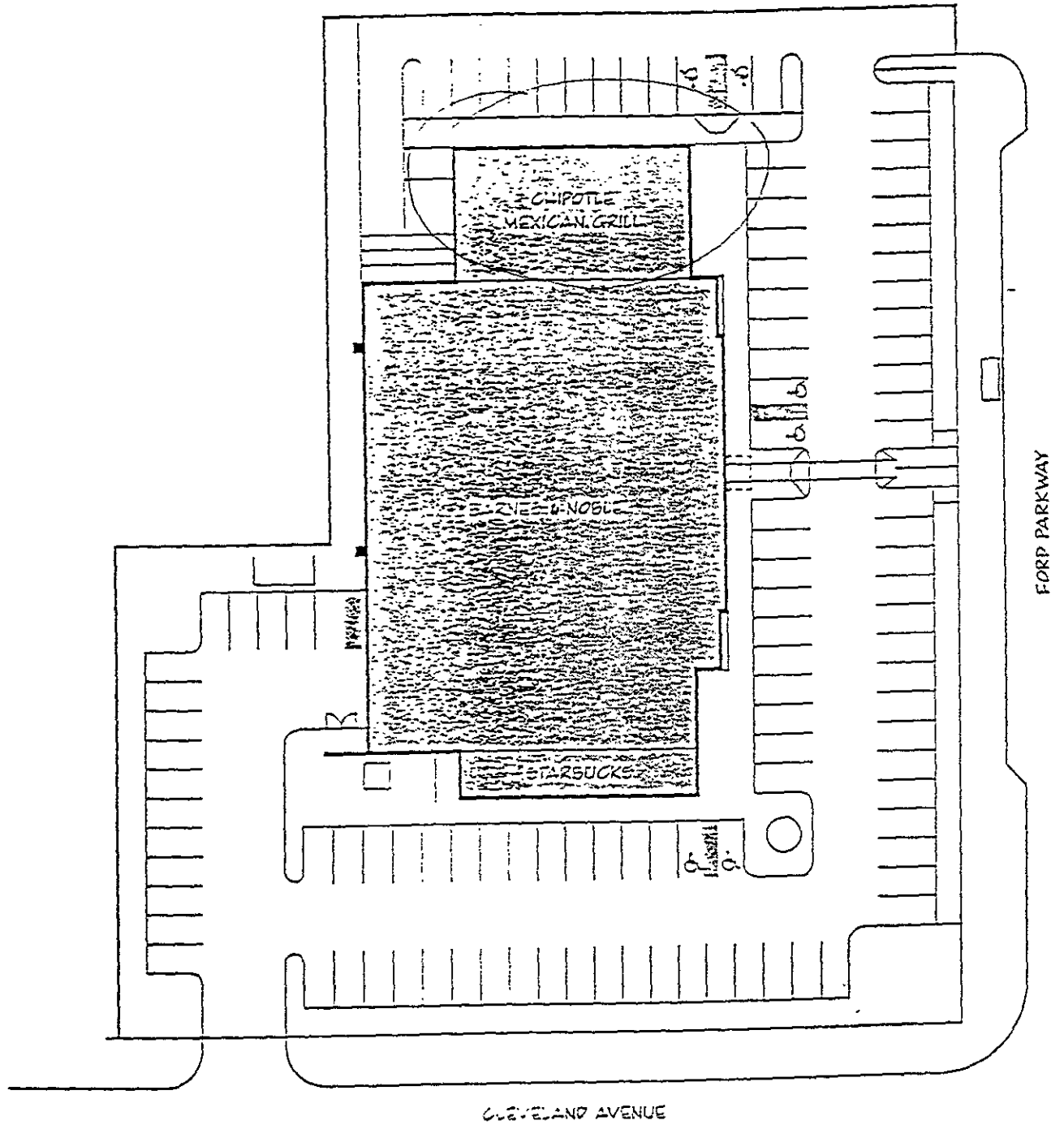
FINANCIAL INFORMATION: (EXPLAIN)

Council Research Center

DEC 08 1999

NOV 30 1999

CITY ATTORNEY



© 1999 Exater Realty Company

HIGHLAND CROSSING
 2078 - 2082 Ford Parkway - Saint Paul, MN 55116

99-1179

City of St. Paul City Council Proceedings ORDINANCE

Council File No. 99-1179 — By Mike Harris

An ordinance enacted pursuant to Section 17.07.1 of the Charter of the City of Saint Paul and Section 409.20 of the Saint Paul Legislative Code, creating a Commercial Development District on property with the address of 2082 Ford Parkway.

The Council of the City of Saint Paul Does Ordain:

SECTION 1

The Ford Parkway Commercial Development District, as shown in Exhibit 1-1999, which is attached to and incorporated by reference in this ordinance, is hereby created as a commercial development district under Section 17.07.1 of the Charter of the City of Saint Paul and under Section 409.20 of the Saint Paul Legislative Code.

SECTION 2

Notwithstanding Section 409.03 of the Saint Paul Legislative Code, no license shall be issued except to a restaurant in this commercial development district.

SECTION 3

This ordinance shall be in force and take effect thirty days following its passage, approval and publication.

Adopted by Council January 5, 2000

Yeas — Councilmembers Benanav, Blakey, Bostrom, Coleman, Harris, Lantry, Reltner — 7.
Nays — 0.

Approved by Mayor January 6, 2000

SUSAN KIMBERLY

(January 7, 2000)

LEGAL DESCRIPTION OF PROPERTY:

Lot 7 except the West 28 feet thereof; Lot 8; Lot 9, except the East 26 feet thereof, all in Block 3, Phalen View

COUNTY IN WHICH PROPERTY IS LOCATED:

Rainsey

AMOUNT DUE AND CLAIMED TO BE DUE AS OF DATE OF NOTICE, INCLUDING TAXES, IF ANY, PAID BY MORTGAGEE: \$101,566.89

THAT all pre-foreclosure requirements have been complied with; that no action or proceeding has been instituted at law or otherwise to recover the debt secured by said mortgage, or any part thereof; that this is registered property.

PURSUANT to the power of sale contained in said mortgage, the above described property will be sold by the Sheriff of said county as follows:

DATE AND TIME OF SALE: January 27, 2000 10:00 A.M.

PLACE OF SALE:

Sheriff's Main Office
Adult Detention Center
14 West Kellogg Blvd.
St. Paul, MN

to pay the debt secured by said mortgage and taxes, if any, on said premises and the costs and disbursements, including attorneys fees allowed by law, subject to redemption within 6 months from the date of said sale by the mortgagee(s), their personal representatives or assigns.

Mortgagee(s) released from financial obligation: NONE

THIS COMMUNICATION IS FROM A DEBT COLLECTOR ATTEMPTING TO COLLECT A DEBT. ANY INFORMATION OBTAINED WILL BE USED FOR THAT PURPOSE.

THE RIGHT TO VERIFICATION OF THE DEBT AND IDENTITY OF THE ORIGINAL CREDITOR WITHIN THE TIME PROVIDED BY LAW IS NOT

ANY, PAID BY MORTGAGEE: \$44,518.77

THAT all pre-foreclosure requirements have been complied with; that no action or proceeding has been instituted at law or otherwise to recover the debt secured by said mortgage, or any part thereof;

PURSUANT to the power of sale contained in said mortgage, the above described property will be sold by the Sheriff of said county as follows:

DATE AND TIME OF SALE: February 9, 2000 10:00 A.M.

PLACE OF SALE: Sheriff's Main Office,

14 West Kellogg Blvd, St. Paul, MN

to pay the debt secured by said mortgage and taxes, if any, on said premises and the costs and disbursements, including attorneys fees allowed by law, subject to redemption within six months from the date of said sale by the mortgagee(s) their personal representatives or assigns.

THE TIME ALLOWED BY LAW FOR REDEMPTION BY THE MORTGAGOR, THE MORTGAGOR'S PERSONAL REPRESENTATIVES OR ASSIGNS, MAY BE REDUCED TO FIVE WEEKS IF A JUDICIAL ORDER IS ENTERED UNDER MINNESOTA STATUTES SECTION 582.032 DETERMINING, AMONG OTHER THINGS, THAT THE MORTGAGED PREMISES ARE IMPROVED WITH A RESIDENTIAL DWELLING OF LESS THAN 5 UNITS, ARE NOT PROPERTY USED FOR AGRICULTURAL PRODUCTION, AND ARE ABANDONED.

Dated: December 14, 1999

U.S. BANK NATIONAL ASSOCIATION
TR U/A DTD 9/01/97 (HOME
EQUITY LOAN TRUST 1997-9)

Assignee of Mortgage

SHAPIRO & NORDMEYER
NANCY A. NORDMEYER
LAWRENCE P. ZIELKE

DATE OF MORTGAGE: January 7, 1998

ORIGINAL PRINCIPAL AMOUNT OF MORTGAGE: \$56,000.00

MORTGAGOR(S):
Michael Katch and Peggy Katch, Husband and

ASSIGNMENTS OF MORTGAGE:

And thereafter assigned to:
The First National Bank of Chicago, as Trustee
Dated August 18, 1999

Recorded: September 15, 1999

SPECIAL MEETING

AGENDA OF THE SAINT PAUL CITY COUNCIL

**Tuesday, November 30, 1999
7:00 p.m.**

**HILLCREST RECREATION CENTER
1978 Ford Parkway
Saint Paul, Minnesota**

**Nancy Anderson, Assistant Secretary to the Council
Mary Erickson, Clerical Support - 651-266-8565
Office of the City Council**

PUBLIC HEARING

- 1. Receive public testimony from citizens regarding the proposed creation of a commercial development district for Chipotle Mexican Grill, 2082 Ford Parkway. Designation of this area as a commercial development district will allow Chipotle to obtain a liquor license.**

99-1179

city of saint paul
planning commission resolution
file number 99-76
date November 5, 1999

Commercial Development District:
2082 Ford Parkway

Whereas, Highland Crossing LLC, owner of property located at 2082 Ford Parkway, has petitioned the City to establish a commercial development district pursuant to Section 17.07.1 of the City Charter and to Section 409.20 of the Saint Paul Legislative Code, for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licences allowed within the liquor patrol limits, and

Whereas, the Department of License, Inspections and Environmental Protection has consulted the Planning Commission for advice concerning the proposal's consistency with the City's comprehensive plan and zoning ordinance per section 409.20 of the Saint Paul Legislative Code, and

Whereas the Planning Commission has made the following findings of fact:

1. Chipotle Mexican Grill is a quick service restaurant offering Mexican foods. The Chipotle Mexican Grill at 2082 Ford Parkway opened in June, 1999 and is a tenant of Highland Crossing LLC, under a ten year lease, with two five year extension options. It is open every day from 11 a.m. until 10:00 p.m. The restaurant has about 20-25 employees. Currently, there are four other Chipotle restaurants in Minnesota with a national total of about 20 restaurants.

The primary focus of a Chipotle Mexican Grill is food; alcoholic beverages are offered to complement the menu. The Chipotle restaurant at 2082 Ford Parkway currently has a wine/strong malt liquor license but seeks a commercial development district to offer margaritas. The alcohol selections in all Chipotle restaurants are limited to bottled beer and premixed margaritas. The standard Chipotle sales from alcohol are less than two percent

moved by Faricy
seconded by _____
in favor Unanimous
against _____

Planning Commission Resolution
2082 Ford Parkway
Page Two

compared to sales from food. Approximately 25% of its customers are take-out customers.

2. A petition for a commercial development district at 2082 Ford Parkway was submitted to the city by Highland Crossing LLC on October 1, 1999 pursuant to Legislative Code Section 409.20. The petition was found sufficient by zoning staff (7 parcels eligible, 5 parcels need, and 5 parcels signed).
3. The proposed commercial development district is confined to the Chipotle site which has a gross floor area of 3,120 square feet.
4. The proposed commercial development district is consistent with the recently adopted land use plan which states the purpose of the plan is " To promote a balance of land uses in the city to strengthen the city's tax base." page 10.
5. The proposed commercial development district is consistent with The Highland Village Plan which states, "The intersection of Ford Parkway and Cleveland will be the center of the retail area shopping district. Within the district, the emphasis will be on businesses that sell shopping goods (clothing, shoe, jewelry, and book stores) and convenience goods (restaurants, and food and drug stores)." page 3.
6. The proposed commercial development district is consistent with existing zoning. The property is zoned B-2. Restaurant and liquor licensed establishments are permitted.

NOW, THEREFORE, BE IT RESOLVED, that the Planning Commission advises the Mayor and the City Council that the petition of Highland Crossing LLC to establish a commercial development district for the property at 2082 Ford Parkway is consistent with the comprehensive plan and zoning code and that the Planning Commission supports creation of the proposed district.

NEIGHBORHOOD COMMITTEE STAFF REPORT
=====

- 1. APPLICANT: Highland Crossing LLC DATE OF HEARING: To be determined
- 2. CLASSIFICATION: Commercial Development District
- 3. LOCATION: 2082 Ford Parkway
- 4. PLANNING DISTRICT: 15
- 5. LEGAL DESCRIPTION: Lot 3, Block 1, Highland Crossing
- 6. PRESENT ZONING: B-2 CODE REFERENCE: City Charter: Section 17.07.1
and Legislative Code: Section 409.20
- 7. STAFF INVESTIGATION AND REPORT: DATE: 10/27/99 BY: James Zdon

=====
=====

- A. PURPOSE: To allow the property at 2082 Ford Parkway (Chipotle Mexican Grill) to be designated as a commercial development district and be eligible to apply for an intoxicating liquor license.
- B. PARCEL SIZE: Chipotle is leasing 3,120 square feet of floor area from Highland Crossing LLC.
- C. EXISTING LAND USE: The property is occupied by a commercial building.
- D. SURROUNDING LAND USE:
 - North: Commercial drugstore in a B-2 district.
 - East: Commercial bookstore in a B-2 district
 - South: Residential apartments in a RM-2 district.
 - West: Commercial bank in a B-2 district.
- E. AUTHORITY FOR REVIEW: The City Charter, Section 17.07.1, provides for commercial development districts which are excepted from the cap on intoxicating liquor licenses in each ward. The Saint Paul Legislative Code, Section 409.20(c), provides an additional requirement that when the City Council considers creating or expanding a district, "...the Planning Commission shall be consulted for advice concerning the proposals for consistency with the city's comprehensive plan and zoning ordinances, and the Planning Commission shall report in writing to the City Council its findings and recommendations.
- F. DISTRICT COUNCIL RECOMMENDATION: The Highland District Council has reviewed and is in support of the application.

H FINDINGS:

1. Chipotle Mexican Grill is a quick service restaurant offering Mexican foods. The Chipotle Mexican Grill at 2082 Ford Parkway opened in June, 1999 and is a tenant of Highland Crossing LLC, under a ten year lease, with two five year extension options. It is open every day from 11 a.m. until 10:00 p.m. The restaurant has about 20-25 employees. Currently, there are four other Chipotle restaurants in Minnesota with a national total of about 20 restaurants.

The primary focus of a Chipotle Mexican Grill is food; alcoholic beverages are offered to complement the menu. The Chipotle restaurant at 2082 Ford Parkway currently has a wine/strong malt liquor license but seeks a commercial development district to offer margaritas. The alcohol selections in all Chipotle restaurants are limited to bottled beer and premixed margaritas. The standard Chipotle sales from alcohol are less than two percent compared to sales from food. Approximately 25% of its customers are take-out customers.

2. A petition for a commercial development district at 2082 Ford Parkway was submitted to the city by Highland Crossing LLC on October 1, 1999 pursuant to Legislative Code Section 409.20. The petition was found sufficient by zoning staff (7 parcels eligible, 5 parcels need, and 5 parcels signed). The petition is attached.
3. The proposed commercial development district is confined to the Chipotle site which has a gross floor area of 3,120 square feet.
4. The proposed commercial development district is consistent with the recently adopted land use plan which states the purpose of the plan is " To promote a balance of land uses in the city to strengthen the city's tax base." page 10.
5. The proposed commercial development district is consistent with The Highland Village Plan which states, "The intersection of Ford Parkway and Cleveland will be the center of the retail area shopping district. Within the district, the emphasis will be on businesses that sell shopping goods (clothing, shoe, jewelry, and book stores) and convenience goods (restaurants, and food and drug stores)." page 3.
6. The proposed commercial development district is consistent with existing zoning. The property is zoned B-2. Restaurant and liquor licensed establishments are permitted.

- I. STAFF RECOMMENDATION: Based on findings 1 through 6, staff recommends that the Planning Commission report to the City Council that the proposed commercial development district is consistent with the Comprehensive Plan and Zoning Code and that the Planning Commission supports creation of the proposed district.

HIGHLAND DISTRICT COUNCIL

99-1179

Building a Stronger Community Through Citizen Participation

1978 Ford Parkway, Saint Paul MN 55116

(651) 695-4005 Fax (651) 695-4007

Council Members

Officers:

Shawn Bartsh, President
Scott Bunin, Vice President
Mark Moeller, Treasurer
Angie Kline, Secretary

Members:

Grid 1: Tanya Refshauge
Grid 2: Lori Angus
Grid 3: Scott Bunin
Grid 4: Kristine Thompson
Grid 5: Dick Mitchell
Grid 6: Bill Barbeau
Grid 7: Mark Moeller
Grid 8: Ken Jefferson
Grid 9: Sally Couser
Grid 10: Shawn Bartsh
Grid 11: Chris Berg
Grid 12: Laura Deuberry

At Large:

John Grzybek
Angie Kline
Paul Heinerscheid
Greg McGee

Highland Business Association:

David Burley

West End Business Association

Dan Galles

Alternates:

Larry Hampel
Brian Merchant

Community Organizer:

Gayle Summers

Crime Prevention:

Linda Moeller

October 21, 1999

Jim Zdon
1300 City Hall Annex
24 West 4th Street
St. Paul MN 55102

Dear Jim,

The Highland District Council passed the following resolution:

"The Community Development Committee on May 13 met with representatives of Chipotle Mexican Grill Inc. to discuss an application by Chipotle for a Development District for 2082 Ford Parkway (formally Boston Market). Designation of a Development District allows Chipotle to apply for a liquor license at that location. The Community Development Committee voted to approve the designation on the condition that the Development District be only for Chipotle Mexican Grill Inc."

This resolution was passed by the full Council on 5-20-99.

Sincerely,

Gayle W. Summers
Community Organizer

99-1129

HIGHLAND DISTRICT COUNCIL

Building a Stronger Community Through Citizen Participation

1978 Ford Parkway, Saint Paul MN 55116

(615) 695-4005 Fax (651) 695-4007

Council Members

Officers:

Shawn Bartsh, President
Scott Bunin, Vice President
Mark Moeller, Treasurer
Angie Kline, Secretary

Members:

Grid 1: Tanya Refshauge
Grid 2: Lori Angus
Grid 3: Scott Bunin
Grid 4: Kristine Thompson
Grid 5: Dick Mitchell
Grid 6: Bill Barbean
Grid 7: Mark Moeller
Grid 8: Ken Jefferson
Grid 9: Sally Couser
Grid 10: Shawn Bartsh
Grid 11: Chris Berg
Grid 12: Laura Deuberry

At Large:

John Gzybek
Angie Kline
Paul Heinerschuid
Greg McGee

Highland Business Association:

David Burley

West End Business Association

Dan Galles

Alternates:

Larry Hampel
Brian Merciant

Community Organizer:

Gayle Summers

May 24, 1999

Councilmember Mike Harris
300 City Hall
15 W. Kellogg Blvd.
St. Paul MN 55102

Dear Mike;

At the May 20th Highland District Council meeting the Council heard from the representatives from Chipotle Mexican Grill Inc. After a brief discussion the Council Passed the following resolution:

The Highland District Council met with the representatives of Chipotle Mexican Grill Inc. to consider a request from Chipotle for a Commercial Development District for 2082 Ford Parkway (formally Boston Market). With the condition that the Commercial Development District be only for Chipotle Mexican Grill Inc. at that address. Designation of a Commercial Development District allows Chipotle to apply for a liquor license at that location.

Kaela Brennan, the attorney representing Chipotle is aware of the condition and will be requesting the property owner send a letter expressing his approval.

Sincerely,

Greg McGee, Chair
Community Development Committee

cc: Corinne Martens, LJEP
Kaela Brennan



PETITION TO CREATE OR EXPAND
A COMMERCIAL DEVELOPMENT DISTRICT

City Clerk
Room 170 City Hall
15 West Kellogg Boulevard
Saint Paul, MN 55102
266-8989

Staff use only
File no:
Fee:
Tentative hearing date:

APPLICANT

Property Owner Highland Crossing LLC
Address 1080 Montreal Avenue, Suite 400
City St. Paul St. MN Zip 55116 Daytime phone 651/690-1598
Contact person (if different) Jim Stolpestad

PROPERTY
LOCATION

Address/Location 2082 Ford Parkway
Legal description Lot 3, Block 1, Highland Crossing
(attach additional sheet if necessary)

TO THE HONORABLE MAYOR AND CITY COUNCIL:

Pursuant to Section 17.07.1 of the City Charter and to Section 409.20 of the Saint Paul Legislative Code, the owners of property within the proposed new or area of the expanded commercial development district hereby petition you to create or expand a commercial development district to include the above described property for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licenses allowed within the liquor patrol limit.

- Required map showing boundaries of proposed district
- Consent petition of owners of property within proposed district
- Consent petition of adjoining property owners
- Affidavit of petitioner
- Affidavit of person circulating consent petition(s)

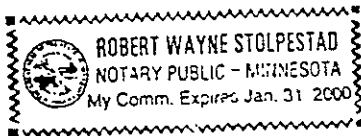
(attach additional sheet(s) explaining the proposal if necessary)

Subscribed and sworn to
before me this 13th day
of September, 1999.

[Signature]
Notary Public

Highland Crossing LLC
By: [Signature]
Its Chief Manager
Fee Owner of Property

Title: _____



99-1179

McGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041

TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 1, 1999

Mr. Bob Kessler
Director of Licensing
City of St. Paul
Office of License, Inspections and Environmental Protection
300 Lowry Professional Building
350 St. Peter Street
St. Paul, MN 55102

Via Messenger

Re: Petition to Create Commercial Development District
Chipotle Mexican Grill, 2082 Ford Parkway
Petitioner: Highland Crossing LLC
Our File No. 60,749-002

Dear Mr. Kessler:

Enclosed please find a Petition to Create a Commercial Development District at 2082 Ford Parkway. The tenant of the premises is Chipotle Mexican Grill of Colorado LLC, which currently has an on-sale wine and beer license. The property owner, and therefore the petitioner for the commercial development district, is Highland Crossing LLC. I enclose the following documents:

1. Petition to Create a Commercial Development District;
2. The consent of owners within the proposed commercial development district;
3. The consent of adjoining property owners within 100 feet;
4. A map of the proposed commercial development district;
5. An affidavit of the person circulating the petition;
6. An affidavit of the petitioner; and
7. A letter from an adjoining property owner supporting the petition.

Please feel free to contact me if you have any questions or need additional information.

Sincerely,

Kaela M. Brennan
Kaela M. Brennan
92:2 113 1-100 66
KATHLEEN MICHAELA BRENNAN

KMB/ms

Enc.

cc: James Stolpestad
Marc Simon

MCGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041
TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 22, 1999

Jim Zdon
Department of Planning
& Economic Development
11th Floor
25 West 4th Street
St. Paul, MN 55102

HAND-DELIVERED

Re: Chipotle Mexican Grill of Colorado, LLC
Commercial Development District – 2082 Ford Parkway Location
Our File No. 60,749-002

Dear Mr. Zdon:

You have asked me to provide some additional background information to supplement the pending commercial development district application and on-sale liquor license application for Chipotle Mexican Grill of Colorado, LLC.

Chipotle Mexican Grill is a quick-service, fresh, gourmet-quality Mexican restaurant. The entrees feature fresh ingredients, from which the customer may personalize his or her order.

Chipotle Mexican Grill was founded by Steve Eills, a Culinary Institute of America graduate. Based in Colorado, Chipotle Mexican Grill has become recognized as the leader in the fresh Mexican category with over 20 restaurants in several states. Chipotle decided to locate in Minnesota based on the numerous comments by Minnesotans visiting Colorado asking when Chipotle would come to Minnesota.

In Minnesota, in addition to the St. Paul 2082 Ford Parkway location, Chipotle currently operates two restaurants in Minneapolis, located at 800 Washington Avenue SE in the Stadium Village area and 3040 Excelsior Boulevard, one restaurant in St. Cloud, one restaurant that recently opened at 7638 West 150th Street in Apple Valley, and it plans to open additional restaurants in the metro area.

The primary focus of Chipotle Mexican Grill is food; alcoholic beverages are simply offered to compliment the menu. The alcohol selections in all Chipotle restaurants are limited to bottled beer and pre-mixed margaritas. The standard Chipotle sales from alcohol are small – less than two percent – compared to the sales from food. Margarita sales form an even smaller percentage of the already-low alcohol sales.

Mr. Jim Zdon
October 22, 1999
Page 2

The Chipotle Mexican Grill location at 2082 Ford Parkway in St. Paul opened in June 1999. It has enjoyed a great success. It is open every day from 11 a.m. until 10 p.m. The St. Paul location currently has about 20-25 employees. Approximately 25% of its customers are take-out customers. The St. Paul Chipotle is a tenant of Highland Crossing LLC, under a ten-year lease term, with two five-year extension options.

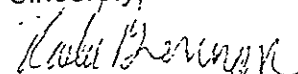
The St. Paul location currently has a wine/strong malt liquor license. Subject to the commercial development district, it has applied for an on-sale liquor license. Chipotle seeks a commercial development district to offer margaritas. It is not a bar. As always, the emphasis will remain on food. But Chipotle believes that margaritas would complement its menu. And Chipotle would like to offer a standard menu selection at all of its locations, including alcohol beverages. Chipotle presented its plan for a commercial development district to the Highland Community District Council neighborhood association, and the Council voted to support the application, requesting that the district be limited to Chipotle. Chipotle is also pleased by the support in the Highland Business Association.

I have enclosed some additional background information for your convenience:

- An informational brochure about Chipotle;
- A sample menu;
- A letter of support from the 2082 Ford Parkway property owner, Highland Crossings Shopping Center;
- A letter of support from the Highland District Council;
- A letter indicating sufficient parking for an on-sale liquor license, and noting access to 110 parking spaces in the immediate vicinity;
- A newspaper article reporting the first Minnesota Chipotle opening; and
- A brief biography of Chipotle Mexican Grill founder Steve Ells.

Chipotle is excited with the opportunity to improve its successful restaurant in St. Paul. We are happy to answer any questions you may have, and to provide any additional information.

Sincerely,



Kaela Brennan

Enclosures

McGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041
TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 25, 1999

Jim Zdon
Department of Planning
& Economic Development
11th Floor
25 West 4th Street
St. Paul, MN 55102

VIA FAX & U.S. MAIL

Re: Chipotle Mexican Grill of Colorado, LLC
Commercial Development District - 2082 Ford Parkway Location
Our File No. 60,749-002

Dear Mr. Zdon:

As you requested, I enclose some supplemental information concerning Chipotle Mexican Grill and its pending commercial development district application, including:

1. A petition list from Paul Dubruiel, indicating the application required signatures from five of the seven listed entities; and
2. A site plan for the building in which the Chipotle leased premises are located;

I am in the process of obtaining a visual representation of the various commercial entities neighboring Chipotle. Finally, Chipotle is leasing 3,120 total square feet of floor area from Highland Crossing LLC.

Please feel free to contact me if you have any questions or need additional information.

Sincerely,



Kaela Brennan

Enclosures

99-1179

OFFICE OF LICENSING INSPECTIONS AND ENVIRONMENTAL PROTECTION
Robert Kessler, Director



CITY OF SAINT PAUL
Norm Coleman, Mayor

LOWRY PROFESSIONAL BUILDING
Suite 300
350 St. Peter Street
Saint Paul, Minnesota 55102-1510

Telephone: 651-266-9000
Facsimile: 651-266-9000
651-266-9100

May 21, 1999

Kaela Brennan
McGrann Shea
220 LaSalle Plaza
800 LaSalle Avenue
Minneapolis MN 55402-2041

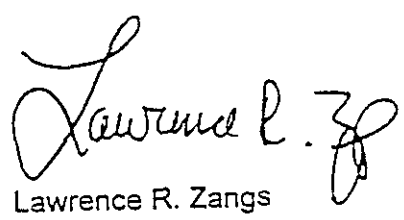
RE: 2082 Ford Pkwy - Zoning Code requirement for off-street parking for Chipotle Restaurant addition of liquor license.

Ms. Brennan:

There is sufficient off-street parking adjacent to the restaurant to meet the zoning code requirement to allow the addition of a liquor license to the existing restaurant.

The combination of the Chipotle restaurant(calculated 1space per 100 s.f.), Barnes and Nobles bookstore and Starbucks coffee shop requires 100 parking spaces. There are 11 spaces in the immediate vicinity of the building complex.

If you have any questions, call me at 651/266-9083.


Lawrence R. Zangs

JUN 02 1999

HIGHLAND CROSSING LLL

May 24, 1999

Honorable Mike Harris
Saint Paul City Council Member
City Hall, Room 310-C
Saint Paul, MN 55102

Re: Chipotle Mexican Grill
2085 Ford Parkway

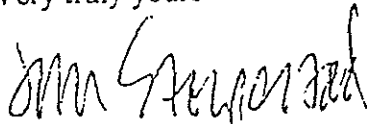
Dear Mike:

As the owner of the Highland Crossing Shopping Center, we are pleased to welcome Chipotle Mexican Grill to the property because we believe the restaurant will be a real asset to the Highland Park neighborhood.

We understand the Highland Community District Council recently decided to support Chipotle's request that a commercial development district be formed to enable the restaurant to serve certain menu items. We understand this district will be connected to the restaurant itself instead of the property leased to the tenant. I am writing to let you know that we support this request and hope you will do so as well when this matter comes before the City Council.

If you have questions or need additional information, please do not hesitate to contact me.

Very truly yours



James A. Stolpestad
Chief Manager

MAY 25 1999

Steve Ells, Chipotle Mexican Grill Founder & CEO

Chipotle Mexican Grill founder Steve Ells has always been interested in the fine art of cooking. His passion for it is what prompted this talented chef to become an entrepreneur.

After graduating from the University of Colorado in 1988 with a Bachelor of Arts degree in Art History, Ells attended the Culinary Institute of America in Hyde Park, New York, graduating from that prestigious institution in 1990.

As a classically trained chef schooled in the art of French cooking, Ells landed a job with Stars Restaurant in San Francisco, considered to be among the finest, if not the finest restaurant in the United States. His entrepreneurial skills began to flourish there as he learned the intricacies of operating a world-class restaurant.

But Ells recognized an entrepreneur's opportunity, not within the world of five-star restaurants, but at the local taquerias that were common in San Francisco's Mission District. He knew he could elevate that simple fare into something extraordinary using his classical chef's training. Driven by his vision, Ells set out to establish Chipotle Mexican Grill. People have been lining up for his premium quality burritos since the day he opened the doors to his now-famous restaurant.

With an emphasis on great-tasting food, quality, and simplicity, Ells has established a new niche in dining. And with recently-added partner McDonald's Corporation now involved in the company's expansion, Chipotle Mexican Grill is poised to become the country's best-known, most-talked about restaurant.

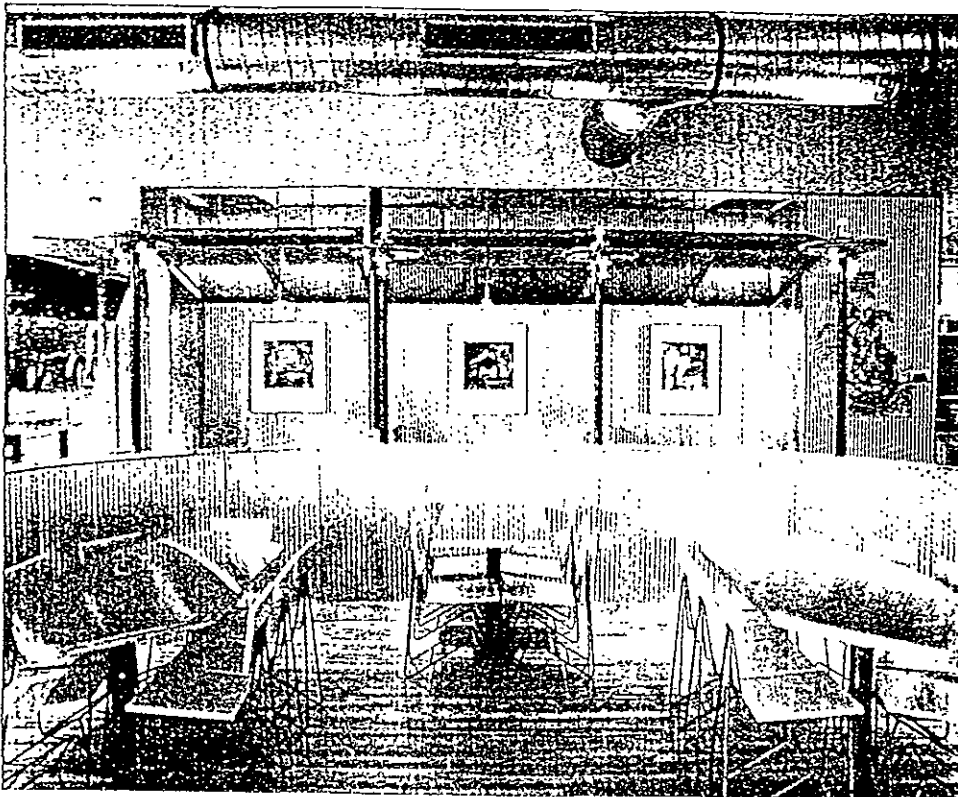
Colleagues and co-workers credit Ells' success to his willingness to push the boundaries of previously accepted norms of restaurant operations, and his tireless quest for quality in everything he does. Chipotle Mexican Grill is the direct result of Ells' refusal to compromise his vision, and charting a course quite contrary to the path followed by most chefs of his caliber.

Steve Ells is active in a number of local organizations and through Chipotle Mexican Grill a variety of charitable causes. He is a past board member of the American Institute of Wine and Food - Denver Chapter. Ells has recently been asked to serve on the board of Project Angel Heart, a philanthropic organization that provides free meals to those suffering with the HIV virus. He has also been asked to serve on the advisory board for the College of Liberal Arts and Sciences at the University of Colorado, his alma mater.



Chipotle Grill plans local debut

99-1179



The Denver-based "quick-service fresh-Mex" chain generates an average of \$1 million in revenues at each of its 18 locations. McDonald's has signed on as an equity partner.

RESTAURANTS There's room for all, competitors say

By Jennifer Franklin
Staff reporter

In March, a hot new restaurant will be trying to get fresh with the Twin Cities.

Chipotle Mexican Grill (pronounced Chi-pot-lay), a Denver-based chain, will open a store in Stadium Village, on the East Bank of the University of Minnesota, March 11. Two more are slated to open this year, one in Calhoun Commons (a development, now under construction, just northwest of Lake Calhoun that will have a Whole Foods as its anchor store) and one in the Highland Park neighborhood of St. Paul. The latest offering in the so-called "quick-service fresh-Mex" category, Chipotle will rival eateries like locally owned Baja Tortilla Grill and Madison, Wis.-based Pasqual's Southwestern Deli and Salsaria. Technically, both Chipotle and Pasqual's are Southwestern cuisine, but are similar enough to Baja Tortilla Grill to compete for the same market.

CHIPOTLE to page 30

CHIPOTLE

from page 3

Chipotle's chain comprises 16 stores in Colorado (two in Kansas City (one in Kansas and one in Missouri) and one in Columbus, Ohio. *Nation's Restaurant News* reported that in 1997 each of Chipotle's units generated around \$1 million in sales.

Now the home of the 20 ounce burrito is ready to make its move on Minnesota. And with Oak Brook Ill.-based McDonald's Corp. as one of its equity partners, Chipotle has powerful backing to compete with the incumbent fresh-Mex restaurants in town.

Dan Fogarty, director of marketing for Chipotle Mexican Grill Inc., thinks that the Twin Cities will be a great market for Chipotle's concept. "There are a lot of similarities between the Twin Cities and Denver," he said. "Lots of people from Minnesota visit our stores and ask us to open one out there."

All three competitors boast fresh ingredients, tasty fare, modest prices, quick service and (at many locations) liquor service as reasons why adults with exotic tastes and a limited amount of time and money will want to eat there. Each positions itself slightly differently in the category — Baja Tortilla Grill makes its own fresh tortillas and has a salsa bar with a variety of homemade salsas, Chipotle's menu of burritos and salsas serves margaritas and concentrates on a neighborhood atmosphere. Pasqual's offers a deli menu in addition to tacos and burritos, including salads and sandwiches. Pasqual's also does a catering business, which in the winter accounts for 30 percent of its business.

Baja Tortilla Grill is limited to just one location in the Twin Cities, but plans to open a second location in Minneapolis in the spring of 2000. By doing so, it will be competing directly with

"You'll find it's a new category, and new categories expand."

Dan Fogarty

CHIPOTLE MEXICAN GRILL INC.

south-of-the-border emporiums they can. And, following a national trend of a public with an insatiable appetite for Mexican food, the market can probably bear it.

Dick Grones, principal at Cambridge Commercial Realty, an Edina firm that represents several national restaurant chains, thinks that all three burgeoning chains can survive and thrive in the metro area. "It's so location-sensitive," he said. "As long as they pick their spots judiciously, they should all do well. I tend to see this as being something that's trending everywhere in the country."

Mike Platt, president and CEO of Bloomington-based Fresh Food Ventures Inc., the parent company of Baja Tortilla Grill, agreed with Grones. "[Chipotle] will probably succeed because it's smart and they're choosing good locations. But we will continue to prosper because our sales are very high and growing. Our sales are very high and growing because we have a lot of people like to try

new tastes and textures, and Mexican food, from Taco Bell to Mexican dinner houses, is growing in popularity."

Baja Tortilla Grill currently has three stores in the Twin Cities metro area, expects to open three more this year at several Byerly's locations, and would like to expand into greater Minnesota and beyond. Platt said that the company is looking to raise between \$1 million and \$2 million toward that goal.

"I think Uptown can handle a third [competitor in the category]," said Mike Mills, general manager of Pasqual's Hennepin Avenue store. "Baja Tortilla Grill opened a store two blocks away, and it really hasn't affected our business. There are just so many people in Uptown who like to eat out."

Fogarty compared the rising popularity of Mexican and Southwestern cuisine to booms in coffee and micro-brewed beer in recent years. "I think you'll find that it's a new category, and new categories expand," he said. "It's a good thing [for the consumer to have several different choices] because then people will know more about this kind of food, and they'll want our food." Fogarty added that savvy customers know they don't have to eat fast food in order to eat inexpensively and quickly. "We've been able to raise the bar on quick-service food."

Although it has a minority interest in Chipotle, McDonald's is nevertheless "one of our largest investors," said Fogarty. "They are a significant investor, but we have others, too. We operate as our own company," he said. But Fogarty added that, more than just getting money from the burger giant, Chipotle is getting validation. "This is the first time McDonald's has gone outside the company to invest in another restaurant. It just shows how god-dang cool the concept is."

- COPY - 99-1179

CITY OF SAINT PAUL

CONSENT OF ADJOINING PROPERTY OWNERS FOR CREATION OR EXPANSION OF A COMMERCIAL DEVELOPMENT DISTRICT

We, the undersigned, owners of the property within 100 feet of the total contiguous description of real estate owned, purchased, or sold by THE PETITIONER within one year preceding the date of this petition acknowledge that we have been presented with the following:

1. A copy of the petition of Highland Crossing LLC (name of petitioner) to create or expand a commercial development district on property located at 2082 Ford Parkway, for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licenses allowed within the liquor patrol limit.

2. A copy of Section 17.07 of the City Charter and Section 409.20 of the Saint Paul Legislative Code; and acknowledge that we are aware that there is no limitation on the number of on-sale intoxicating liquor licenses in a commercial development district, except as set forth in Section 17.07.2(6) of the City Charter. We hereby consent to the petition of: Highland Crossing LLC to create/expand a commercial development district. (name of petitioner)

We consent to the approval of this commercial development district as it is explained to us by the applicant or his/her representative.

Table with 4 columns: ADDRESS OR P.I.N. #, RECORD OWNER, SIGNATURE, DATE. Contains 6 rows of property owner consent data with handwritten signatures and dates.

NOTE: This petition shall not be considered as officially filed until the lapse of seven (7) working days after it is received by the City Clerk. Any signator of this petition may withdraw his/her name therefrom by written request within that time.

AFFIDAVIT
OF PERSON CIRCULATING THE CONSENT PETITION

STATE OF MINNESOTA)

: SS

COUNTY OF RAMSEY)

Gail P. Brown, being first duly sworn, deposes and states that he/she is the person who circulated the consent petition consisting of 1 pages; that affiant represents that the parties described on the consent petition are all the respective owners of the properties placed immediately before each name; that affiant is informed and believes that each of the parties described on the consent petition is an owner of the property which is within 100 feet of any property owned, purchased, or sold by petitioner within one (1) year preceding the date of this petition which is contiguous to the property described in the petition; that none of the parties described in the consent petition has purchased or is purchasing property from the petitioner that is contiguous to the property described on the consent petition within one (1) year of the date of the petition; that this consent was signed by each of said owners in the presence of this affiant, and that the signatures are the true and correct signatures of each and all of the parties so described.

Gail P. Brown

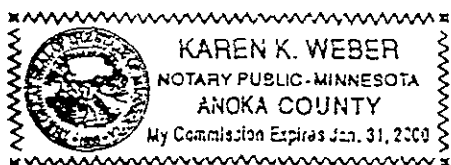
NAME McGrann Shea Franzen Carnival
Straughn & Lamb, Chtd
800 LaSalle Avenue, Suite 2200
~~Minneapolis MN 55402~~
ADDRESS

612-338-2525

TELEPHONE NUMBER

Subscribed and sworn to before me
this 1 day of October, 1999

Karen K. Weber
NOTARY PUBLIC



PETITION TO CREATE OR EXPAND
A COMMERCIAL DEVELOPMENT DISTRICT
AFFIDAVIT OF PETITIONER

STATE OF MINNESOTA)

: SS

COUNTY OF RAMSEY)

Highland Crossing LLC, by its
The petitioner, Chief Manager, Jim Stolpestad, being first duly sworn, deposes and states that the consent petition contains signatures from at least two-thirds (2/3) of all eligible properties within 100 feet of all property owned, purchased, or sold by petitioner within one (1) year preceding the date of this petition which is contiguous to the property described in the petition; petitioner is informed that the consent petition must contain signatures from each and all owners of jointly-owned property in order to constitute consent from that property and that failure to obtain consent from each and all owners could invalidate the consent petition; petitioner believes that the consent petition was signed by each of said owners and that the signatures are the true and correct signatures of each and all of the parties so described.

Jim Stolpestad

Jim Stolpestad
NAME

1080 Montreal Avenue, Suite 400
ADDRESS

651/690-1598
TELEPHONE NUMBER

Subscribed and sworn to before me
this 1 day of October, 1999

William M. Bertram
NOTARY PUBLIC

MM #20187427

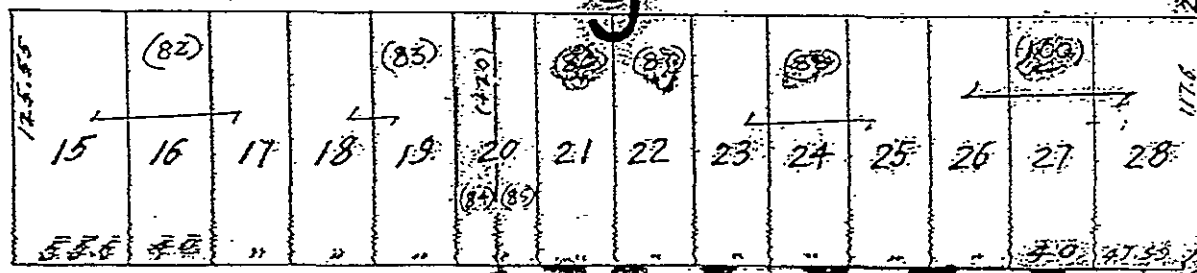
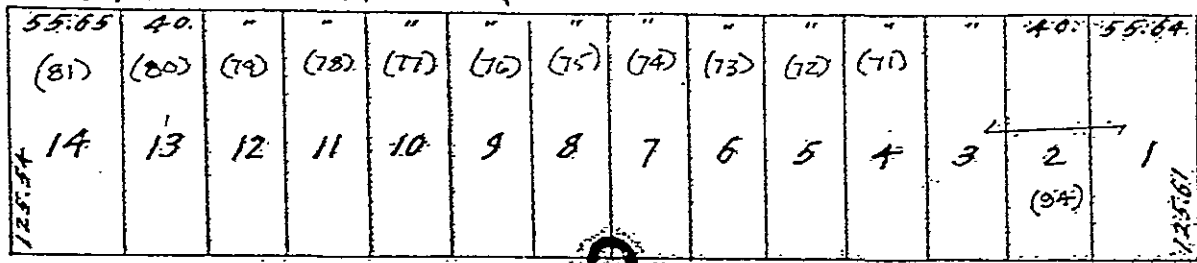
Expires 1/31/2005

1728 2311

AVE.

99-1129

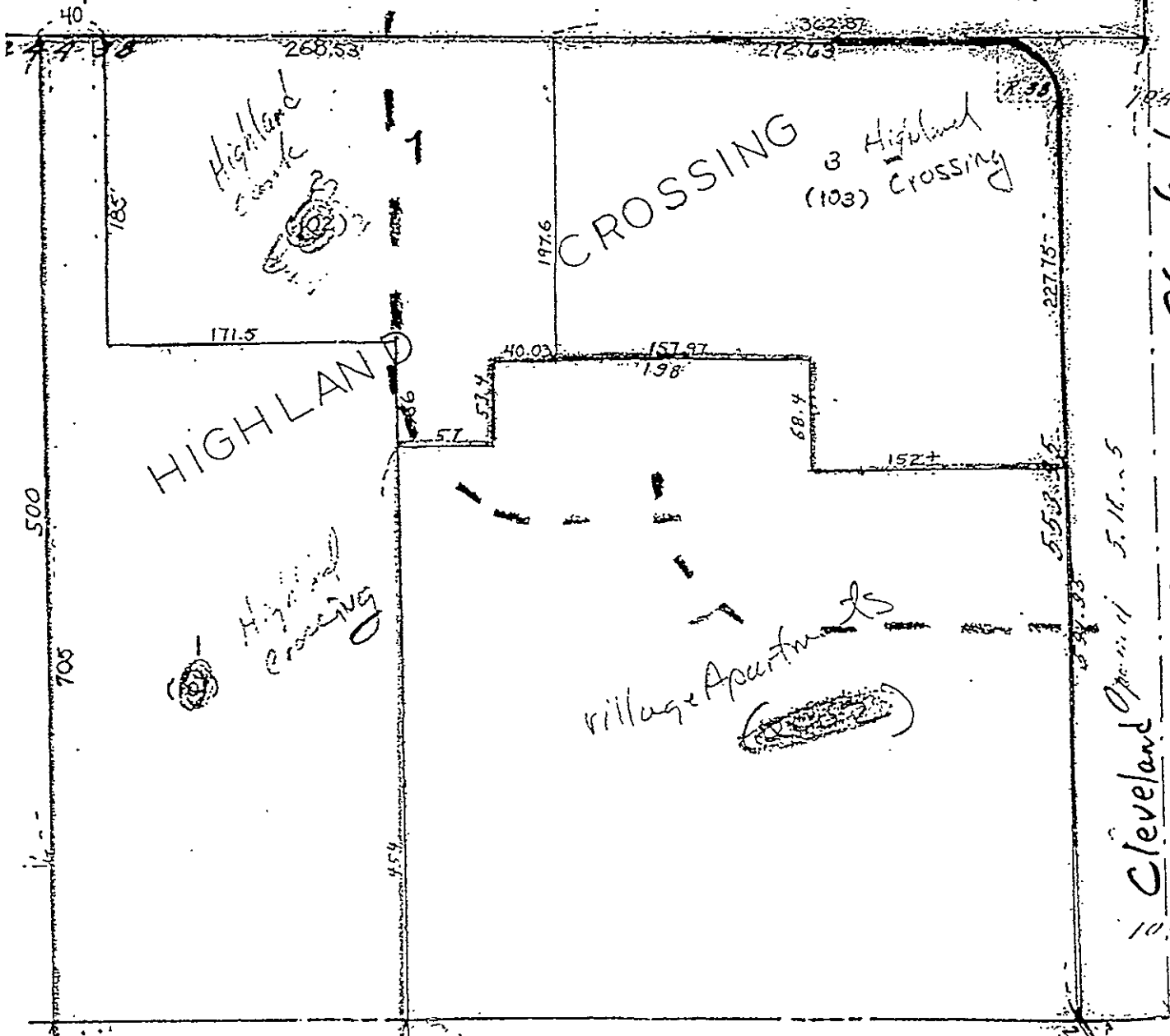
FINN



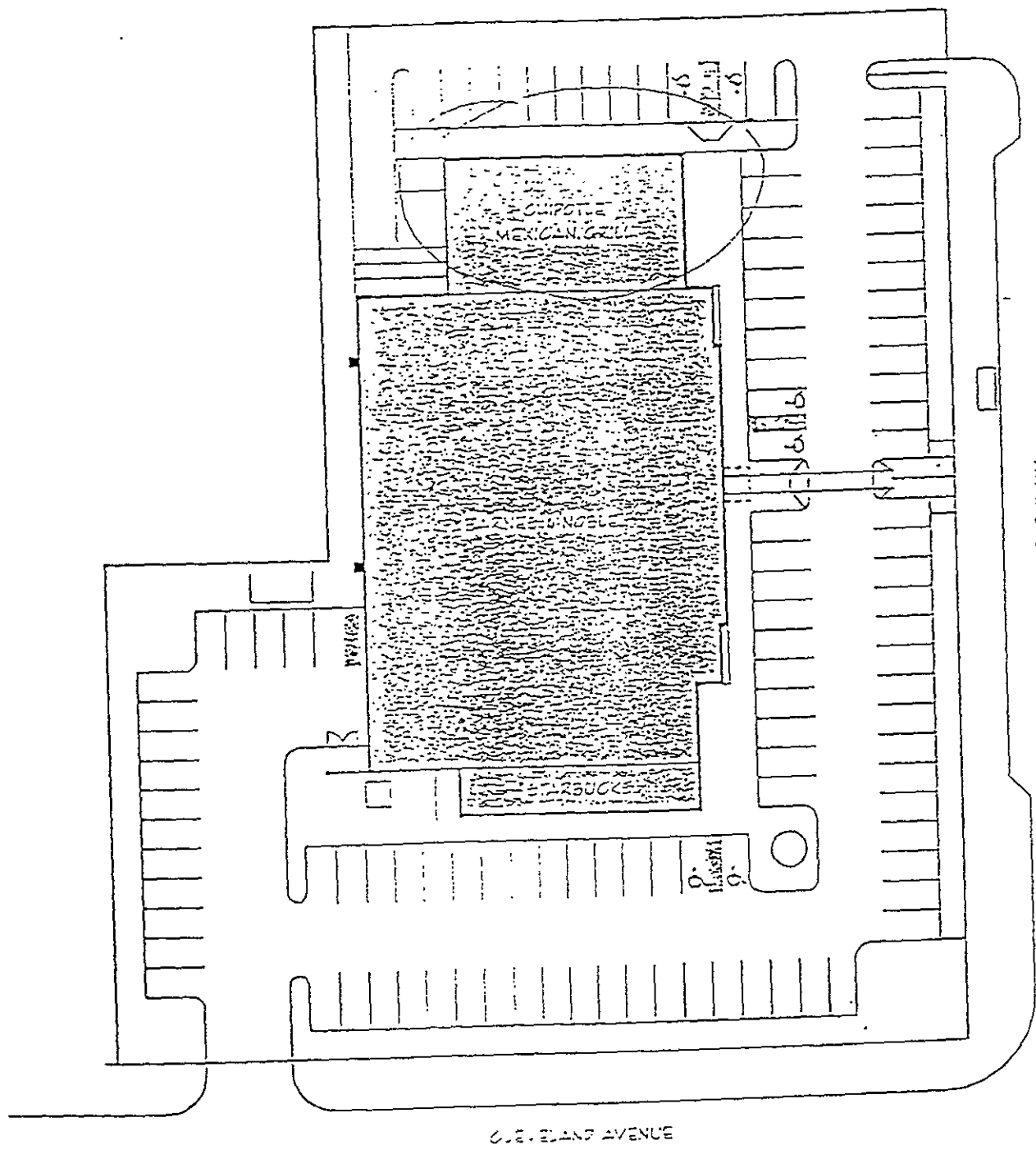
Ford

PARKWAY

100'



Cleveland
 Apartment 5. 11. 5
 Back 30
 Cleveland



© 1999 Exeter Realty Cor

HIGHLAND CROSSING
 2078 - 2082 Ford Parkway - Saint Paul, MN 55116

ORIGINAL

Council File # 99-1179

Ordinance # _____

Green Sheet # 103726

ORDINANCE
CITY OF SAINT PAUL, MINNESOTA

23

Presented By Mike Ham

Referred To _____ Committee Date : _____

1 An ordinance enacted pursuant to Section 17.07.1 of the Charter of
2 the City of Saint Paul and Section 409.20 of the Saint Paul
3 Legislative Code, creating a Commercial Development District on
4 property with the address of 2082 Ford Parkway
5
6

7 THE COUNCIL OF THE CITY OF SAINT PAUL DOES ORDAIN:
8

9 Section 1

10
11 The Ford Parkway Commercial Development District, as shown in Exhibit 1-1999, which
12 is attached to and incorporated by reference in this ordinance, is hereby created as a commercial
13 development district under Section 17.07.1 of the Charter of the City of Saint Paul and under
14 Section 409.20 of the Saint Paul Legislative Code.
15

16 Section 2

17
18 Notwithstanding Section 409.03 of the Saint Paul Legislative Code, no license shall be
19 issued except to a restaurant in this commercial development district.
20

PUBLISHED
JAN 7 2000

1
2
3
4
5

Section 3

99-1179

This ordinance shall be in force and take effect thirty days following its passage, approval and publication.

	Yeas	Nays	Absent
Benanav	✓		
Blakey	✓		
Bostrom	✓		
Coleman	✓		
Harris	✓		
Lantry	✓		
Reiter	✓		
	7	0	0

Adopted by Council: Date Jan 5, 2000

Adoption Certified by Council Secretary

By: [Signature]

Approved by Mayor: Date Jan 6 2000

By: [Signature]

Requested by Department of:

By: Christine A Rozek

Form Approved by City Attorney

By: Virginia Baber

Approved by Mayor for Submission to Council

By: [Signature]

PUBLISHED

JAN 7 1999

OFFICE OF LIEP
Christine Rozek
266-9108

Date:
November 5, 1999

GREEN SHEET
No. 103726 ⁹⁹⁻¹¹⁷⁹

Must be on Council Agenda by:
ASAP

ASSIGN
NUMBERS FOR
ROUTING
ORDER

1	DEPARTMENT DIRECTOR	4	CITY COUNCIL
2	CITY ATTORNEY		CITY CLERK
	BUDGET DIRECTOR		FIN. & MGT. SVC. DIR.
3	MAYOR (OR ASSISTANT)		

TOTAL # OF SIGNATURE PAGES 1 (CLIP ALL LOCATIONS FOR SIGNATURE)

ACTION REQUESTED:

An ordinance enacted pursuant to Section 17.07.1 of the Charter of the City of Saint Paul and Section 409.20 of the Saint Paul Legislative Code by creating a Commercial Development District on property with the address 2082 Ford Parkway.

RECOMMENDATIONS: APPROVE (A) OR REJECT (R)

<input type="checkbox"/> PLANNING COMMISSION	<input type="checkbox"/> CIVIL SERVICE COMMISSION
<input type="checkbox"/> CIB COMMITTEE	<input type="checkbox"/> BUSINESS REVIEW COUNCIL
<input type="checkbox"/> STAFF	<input checked="" type="checkbox"/> <u>District 15 Council</u>
<input type="checkbox"/> DISTRICT COURT	

SUPPORTS WHICH COUNCIL OBJECTIVE?

PERSONAL SERVICE CONTRACTS MUST ANSWER THE FOLLOWING:

- Has the person/firm ever worked under a contract for this department?
YES NO
- Has this person/firm ever been a City employee?
YES NO
- Does this person/firm possess a skill not normally possessed by any Current City employee?
YES NO

Explain all YES answers on a separate sheet and attach.

INITIATING PROBLEM, ISSUE, OPPORTUNITY (Who, What, When, Where, Why):

Under the current liquor license limitations in Ward 3, creating a Commercial Development District is the only way Chipotle Mexican Grill (2082 Ford Pkwy) will be allowed to serve liquor.

ADVANTAGES IF APPROVED:

Chipotle Mexican Grill will be able to receive a liquor license.

DISADVANTAGES IF APPROVED:

None apparent; District 15 Community Council approved the application.

DISADVANTAGES IF NOT APPROVED:

Chipotle Mexican Grill will not be able receive a liquor license.

TOTAL AMOUNT OF TRANSACTION \$ _____ COST/REVENUE BUDGETED YES NO

FUNDING SOURCE _____ ACTIVITY NUMBER _____

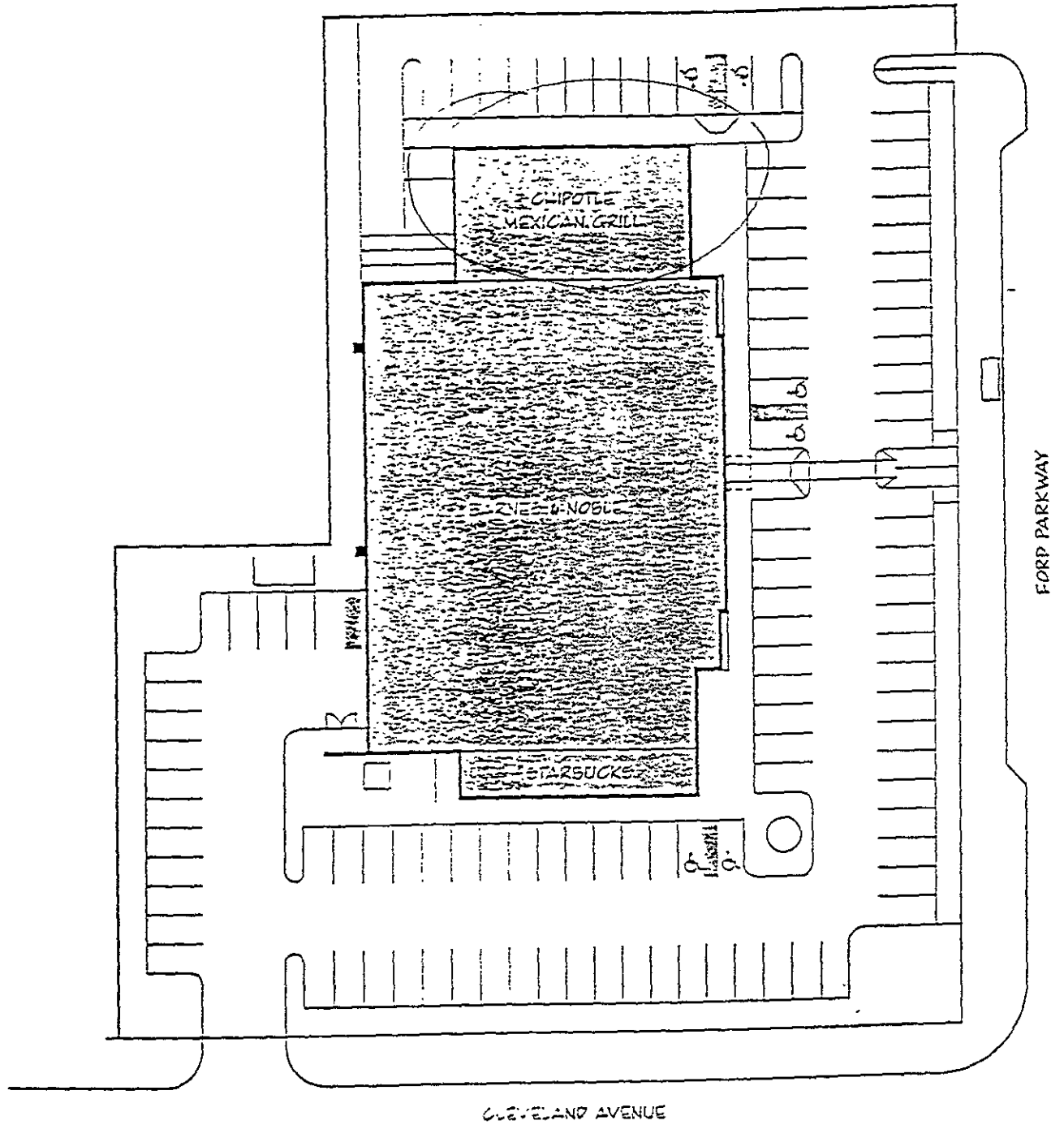
FINANCIAL INFORMATION: (EXPLAIN)

Council Research Center

DEC 08 1999

NOV 30 1999

CITY ATTORNEY



© 1999 Exater Realty Company

HIGHLAND CROSSING
 2078 - 2082 Ford Parkway - Saint Paul, MN 55116

99-1179

City of St. Paul City Council Proceedings ORDINANCE

Council File No. 99-1179 — By Mike Harris

An ordinance enacted pursuant to Section 17.07.1 of the Charter of the City of Saint Paul and Section 409.20 of the Saint Paul Legislative Code, creating a Commercial Development District on property with the address of 2082 Ford Parkway.

The Council of the City of Saint Paul Does Ordain:

SECTION 1

The Ford Parkway Commercial Development District, as shown in Exhibit 1-1999, which is attached to and incorporated by reference in this ordinance, is hereby created as a commercial development district under Section 17.07.1 of the Charter of the City of Saint Paul and under Section 409.20 of the Saint Paul Legislative Code.

SECTION 2

Notwithstanding Section 409.03 of the Saint Paul Legislative Code, no license shall be issued except to a restaurant in this commercial development district.

SECTION 3

This ordinance shall be in force and take effect thirty days following its passage, approval and publication.

Adopted by Council January 5, 2000

Yeas — Councilmembers Benanav, Blakey, Bostrom, Coleman, Harris, Lantry, Reltner — 7.
Nays — 0.

Approved by Mayor January 6, 2000

SUSAN KIMBERLY

(January 7, 2000)

LEGAL DESCRIPTION OF PROPERTY:

Lot 7 except the West 28 feet thereof; Lot 8; Lot 9, except the East 26 feet thereof, all in Block 3, Phalen View

COUNTY IN WHICH PROPERTY IS LOCATED:

Rainsey

AMOUNT DUE AND CLAIMED TO BE DUE AS OF DATE OF NOTICE, INCLUDING TAXES, IF ANY, PAID BY MORTGAGEE: \$101,566.89

THAT all pre-foreclosure requirements have been complied with; that no action or proceeding has been instituted at law or otherwise to recover the debt secured by said mortgage, or any part thereof; that this is registered property.

PURSUANT to the power of sale contained in said mortgage, the above described property will be sold by the Sheriff of said county as follows:

DATE AND TIME OF SALE: January 27, 2000 10:00 A.M.

PLACE OF SALE:

Sheriff's Main Office
Adult Detention Center
14 West Kellogg Blvd.
St. Paul, MN

to pay the debt secured by said mortgage and taxes, if any, on said premises and the costs and disbursements, including attorneys fees allowed by law, subject to redemption within 6 months from the date of said sale by the mortgagee(s), their personal representatives or assigns.

Mortgagee(s) released from financial obligation: NONE

THIS COMMUNICATION IS FROM A DEBT COLLECTOR ATTEMPTING TO COLLECT A DEBT. ANY INFORMATION OBTAINED WILL BE USED FOR THAT PURPOSE.

THE RIGHT TO VERIFICATION OF THE DEBT AND IDENTITY OF THE ORIGINAL CREDITOR WITHIN THE TIME PROVIDED BY LAW IS NOT

ANY, PAID BY MORTGAGEE: \$44,518.77

THAT all pre-foreclosure requirements have been complied with; that no action or proceeding has been instituted at law or otherwise to recover the debt secured by said mortgage, or any part thereof;

PURSUANT to the power of sale contained in said mortgage, the above described property will be sold by the Sheriff of said county as follows:

DATE AND TIME OF SALE: February 9, 2000 10:00 A.M.

PLACE OF SALE: Sheriff's Main Office,

14 West Kellogg Blvd, St. Paul, MN

to pay the debt secured by said mortgage and taxes, if any, on said premises and the costs and disbursements, including attorneys fees allowed by law, subject to redemption within six months from the date of said sale by the mortgagee(s) their personal representatives or assigns.

THE TIME ALLOWED BY LAW FOR REDEMPTION BY THE MORTGAGOR, THE MORTGAGOR'S PERSONAL REPRESENTATIVES OR ASSIGNS, MAY BE REDUCED TO FIVE WEEKS IF A JUDICIAL ORDER IS ENTERED UNDER MINNESOTA STATUTES SECTION 582.032 DETERMINING, AMONG OTHER THINGS, THAT THE MORTGAGED PREMISES ARE IMPROVED WITH A RESIDENTIAL DWELLING OF LESS THAN 5 UNITS, ARE NOT PROPERTY USED FOR AGRICULTURAL PRODUCTION, AND ARE ABANDONED.

Dated: December 14, 1999

U.S. BANK NATIONAL ASSOCIATION
TR U/A DTD 9/01/97 (HOME
EQUITY LOAN TRUST 1997-9)

Assignee of Mortgage

SHAPIRO & NORDMEYER
NANCY A. NORDMEYER
LAWRENCE P. ZIELKE

DATE OF MORTGAGE: January 7, 1998

ORIGINAL PRINCIPAL AMOUNT OF MORTGAGE: \$56,000.00

MORTGAGOR(S):
Michael Katch and Peggy Katch, Husband and

ASSIGNMENTS OF MORTGAGE:

And thereafter assigned to:
The First National Bank of Chicago, as Trustee
Dated August 18, 1999

Recorded: September 15, 1999

SPECIAL MEETING

AGENDA OF THE SAINT PAUL CITY COUNCIL

**Tuesday, November 30, 1999
7:00 p.m.**

**HILLCREST RECREATION CENTER
1978 Ford Parkway
Saint Paul, Minnesota**

**Nancy Anderson, Assistant Secretary to the Council
Mary Erickson, Clerical Support - 651-266-8565
Office of the City Council**

PUBLIC HEARING

- 1. Receive public testimony from citizens regarding the proposed creation of a commercial development district for Chipotle Mexican Grill, 2082 Ford Parkway. Designation of this area as a commercial development district will allow Chipotle to obtain a liquor license.**

99-1179

city of saint paul
planning commission resolution
file number 99-76
date November 5, 1999

Commercial Development District:
2082 Ford Parkway

Whereas, Highland Crossing LLC, owner of property located at 2082 Ford Parkway, has petitioned the City to establish a commercial development district pursuant to Section 17.07.1 of the City Charter and to Section 409.20 of the Saint Paul Legislative Code, for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licences allowed within the liquor patrol limits, and

Whereas, the Department of License, Inspections and Environmental Protection has consulted the Planning Commission for advice concerning the proposal's consistency with the City's comprehensive plan and zoning ordinance per section 409.20 of the Saint Paul Legislative Code, and

Whereas the Planning Commission has made the following findings of fact:

1. Chipotle Mexican Grill is a quick service restaurant offering Mexican foods. The Chipotle Mexican Grill at 2082 Ford Parkway opened in June, 1999 and is a tenant of Highland Crossing LLC, under a ten year lease, with two five year extension options. It is open every day from 11 a.m. until 10:00 p.m. The restaurant has about 20-25 employees. Currently, there are four other Chipotle restaurants in Minnesota with a national total of about 20 restaurants.

The primary focus of a Chipotle Mexican Grill is food; alcoholic beverages are offered to complement the menu. The Chipotle restaurant at 2082 Ford Parkway currently has a wine/strong malt liquor license but seeks a commercial development district to offer margaritas. The alcohol selections in all Chipotle restaurants are limited to bottled beer and premixed margaritas. The standard Chipotle sales from alcohol are less than two percent

moved by Faricy
seconded by _____
in favor Unanimous
against _____

Planning Commission Resolution
2082 Ford Parkway
Page Two

compared to sales from food. Approximately 25% of its customers are take-out customers.

2. A petition for a commercial development district at 2082 Ford Parkway was submitted to the city by Highland Crossing LLC on October 1, 1999 pursuant to Legislative Code Section 409.20. The petition was found sufficient by zoning staff (7 parcels eligible, 5 parcels need, and 5 parcels signed).
3. The proposed commercial development district is confined to the Chipotle site which has a gross floor area of 3,120 square feet.
4. The proposed commercial development district is consistent with the recently adopted land use plan which states the purpose of the plan is " To promote a balance of land uses in the city to strengthen the city's tax base." page 10.
5. The proposed commercial development district is consistent with The Highland Village Plan which states, "The intersection of Ford Parkway and Cleveland will be the center of the retail area shopping district. Within the district, the emphasis will be on businesses that sell shopping goods (clothing, shoe, jewelry, and book stores) and convenience goods (restaurants, and food and drug stores)." page 3.
6. The proposed commercial development district is consistent with existing zoning. The property is zoned B-2. Restaurant and liquor licensed establishments are permitted.

NOW, THEREFORE, BE IT RESOLVED, that the Planning Commission advises the Mayor and the City Council that the petition of Highland Crossing LLC to establish a commercial development district for the property at 2082 Ford Parkway is consistent with the comprehensive plan and zoning code and that the Planning Commission supports creation of the proposed district.

NEIGHBORHOOD COMMITTEE STAFF REPORT
=====

- 1. APPLICANT: Highland Crossing LLC DATE OF HEARING: To be determined
- 2. CLASSIFICATION: Commercial Development District
- 3. LOCATION: 2082 Ford Parkway
- 4. PLANNING DISTRICT: 15
- 5. LEGAL DESCRIPTION: Lot 3, Block 1, Highland Crossing
- 6. PRESENT ZONING: B-2 CODE REFERENCE: City Charter: Section 17.07.1
and Legislative Code: Section 409.20
- 7. STAFF INVESTIGATION AND REPORT: DATE: 10/27/99 BY: James Zdon

=====
=====

- A. PURPOSE: To allow the property at 2082 Ford Parkway (Chipotle Mexican Grill) to be designated as a commercial development district and be eligible to apply for an intoxicating liquor license.
- B. PARCEL SIZE: Chipotle is leasing 3,120 square feet of floor area from Highland Crossing LLC.
- C. EXISTING LAND USE: The property is occupied by a commercial building.
- D. SURROUNDING LAND USE:
 - North: Commercial drugstore in a B-2 district.
 - East: Commercial bookstore in a B-2 district
 - South: Residential apartments in a RM-2 district.
 - West: Commercial bank in a B-2 district.
- E. AUTHORITY FOR REVIEW: The City Charter, Section 17.07.1, provides for commercial development districts which are excepted from the cap on intoxicating liquor licenses in each ward. The Saint Paul Legislative Code, Section 409.20(c), provides an additional requirement that when the City Council considers creating or expanding a district, "...the Planning Commission shall be consulted for advice concerning the proposals for consistency with the city's comprehensive plan and zoning ordinances, and the Planning Commission shall report in writing to the City Council its findings and recommendations.
- F. DISTRICT COUNCIL RECOMMENDATION: The Highland District Council has reviewed and is in support of the application.

H FINDINGS:

1. Chipotle Mexican Grill is a quick service restaurant offering Mexican foods. The Chipotle Mexican Grill at 2082 Ford Parkway opened in June, 1999 and is a tenant of Highland Crossing LLC, under a ten year lease, with two five year extension options. It is open every day from 11 a.m. until 10:00 p.m. The restaurant has about 20-25 employees. Currently, there are four other Chipotle restaurants in Minnesota with a national total of about 20 restaurants.

The primary focus of a Chipotle Mexican Grill is food; alcoholic beverages are offered to complement the menu. The Chipotle restaurant at 2082 Ford Parkway currently has a wine/strong malt liquor license but seeks a commercial development district to offer margaritas. The alcohol selections in all Chipotle restaurants are limited to bottled beer and premixed margaritas. The standard Chipotle sales from alcohol are less than two percent compared to sales from food. Approximately 25% of its customers are take-out customers.

2. A petition for a commercial development district at 2082 Ford Parkway was submitted to the city by Highland Crossing LLC on October 1, 1999 pursuant to Legislative Code Section 409.20. The petition was found sufficient by zoning staff (7 parcels eligible, 5 parcels need, and 5 parcels signed). The petition is attached.
3. The proposed commercial development district is confined to the Chipotle site which has a gross floor area of 3,120 square feet.
4. The proposed commercial development district is consistent with the recently adopted land use plan which states the purpose of the plan is " To promote a balance of land uses in the city to strengthen the city's tax base." page 10.
5. The proposed commercial development district is consistent with The Highland Village Plan which states, "The intersection of Ford Parkway and Cleveland will be the center of the retail area shopping district. Within the district, the emphasis will be on businesses that sell shopping goods (clothing, shoe, jewelry, and book stores) and convenience goods (restaurants, and food and drug stores)." page 3.
6. The proposed commercial development district is consistent with existing zoning. The property is zoned B-2. Restaurant and liquor licensed establishments are permitted.

- I. STAFF RECOMMENDATION: Based on findings 1 through 6, staff recommends that the Planning Commission report to the City Council that the proposed commercial development district is consistent with the Comprehensive Plan and Zoning Code and that the Planning Commission supports creation of the proposed district.

HIGHLAND DISTRICT COUNCIL

99-1179

Building a Stronger Community Through Citizen Participation

1978 Ford Parkway, Saint Paul MN 55116

(651) 695-4005 Fax (651) 695-4007

Council Members

Officers:

Shawn Bartsh, President
Scott Bunin, Vice President
Mark Moeller, Treasurer
Angie Kline, Secretary

Members:

Grid 1: Tanya Refshauge
Grid 2: Lori Angus
Grid 3: Scott Bunin
Grid 4: Kristine Thompson
Grid 5: Dick Mitchell
Grid 6: Bill Barbeau
Grid 7: Mark Moeller
Grid 8: Ken Jefferson
Grid 9: Sally Couser
Grid 10: Shawn Bartsh
Grid 11: Chris Berg
Grid 12: Laura Deuberry

At Large:

John Grzybek
Angie Kline
Paul Heinerscheid
Greg McGee

Highland Business Association:

David Burley

West End Business Association

Dan Galles

Alternates:

Larry Hampel
Brian Merchant

Community Organizer:

Gayle Summers

Crime Prevention:

Linda Moeller

October 21, 1999

Jim Zdon
1300 City Hall Annex
24 West 4th Street
St. Paul MN 55102

Dear Jim,

The Highland District Council passed the following resolution:

"The Community Development Committee on May 13 met with representatives of Chipotle Mexican Grill Inc. to discuss an application by Chipotle for a Development District for 2082 Ford Parkway (formally Boston Market). Designation of a Development District allows Chipotle to apply for a liquor license at that location. The Community Development Committee voted to approve the designation on the condition that the Development District be only for Chipotle Mexican Grill Inc."

This resolution was passed by the full Council on 5-20-99.

Sincerely,

Gayle W. Summers
Community Organizer

99-1129

HIGHLAND DISTRICT COUNCIL

Building a Stronger Community Through Citizen Participation

1978 Ford Parkway, Saint Paul MN 55116

(615) 695-4005 Fax (651) 695-4007

Council Members

Officers:

Shawn Bartsh, President
Scott Bunin, Vice President
Mark Moeller, Treasurer
Angie Kline, Secretary

Members:

Grid 1: Tanya Refshauge
Grid 2: Lori Angus
Grid 3: Scott Bunin
Grid 4: Kristine Thompson
Grid 5: Dick Mitchell
Grid 6: Bill Barbean
Grid 7: Mark Moeller
Grid 8: Ken Jefferson
Grid 9: Sally Couser
Grid 10: Shawn Bartsh
Grid 11: Chris Berg
Grid 12: Laura Deuberry

At Large:

John Gzybek
Angie Kline
Paul Heinerschuid
Greg McGee

Highland Business Association:

David Burley

West End Business Association

Dan Galles

Alternates:

Larry Hampel
Brian Merciant

Community Organizer:

Gayle Summers

May 24, 1999

Councilmember Mike Harris
300 City Hall
15 W. Kellogg Blvd.
St. Paul MN 55102

Dear Mike;

At the May 20th Highland District Council meeting the Council heard from the representatives from Chipotle Mexican Grill Inc. After a brief discussion the Council Passed the following resolution:

The Highland District Council met with the representatives of Chipotle Mexican Grill Inc. to consider a request from Chipotle for a Commercial Development District for 2082 Ford Parkway (formally Boston Market). With the condition that the Commercial Development District be only for Chipotle Mexican Grill Inc. at that address. Designation of a Commercial Development District allows Chipotle to apply for a liquor license at that location.

Kaela Brennan, the attorney representing Chipotle is aware of the condition and will be requesting the property owner send a letter expressing his approval.

Sincerely,

Greg McGee, Chair
Community Development Committee

cc: Corinne Martens, LJEP
Kaela Brennan



PETITION TO CREATE OR EXPAND
A COMMERCIAL DEVELOPMENT DISTRICT

City Clerk
Room 170 City Hall
15 West Kellogg Boulevard
Saint Paul, MN 55102
266-8989

Staff use only
File no:
Fee:
Temporary hearing date:

APPLICANT

Property Owner Highland Crossing LLC
Address 1080 Montreal Avenue, Suite 400
City St. Paul St. MN Zip 55116 Daytime phone 651/690-1598
Contact person (if different) Jim Stolpestad

PROPERTY
LOCATION

Address/Location 2082 Ford Parkway
Legal description Lot 3, Block 1, Highland Crossing

(attach additional sheet if necessary)

TO THE HONORABLE MAYOR AND CITY COUNCIL:

Pursuant to Section 17.07.1 of the City Charter and to Section 409.20 of the Saint Paul Legislative Code, the owners of property within the proposed new or area of the expanded commercial development district hereby petition you to create or expand a commercial development district to include the above described property for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licenses allowed within the liquor patrol limit.

- Required map showing boundaries of proposed district
- Consent petition of owners of property within proposed district
- Consent petition of adjoining property owners
- Affidavit of petitioner
- Affidavit of person circulating consent petition(s)

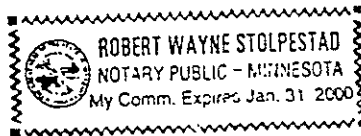
(attach additional sheet(s) explaining the proposal if necessary)

Subscribed and sworn to
before me this 13th day
of September, 1999.

[Signature]
Notary Public

Highland Crossing LLC
By: [Signature]
Its Chief Manager
Fee Owner of Property

Title: _____



99-1179

McGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041

TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 1, 1999

Mr. Bob Kessler
Director of Licensing
City of St. Paul
Office of License, Inspections and Environmental Protection
300 Lowry Professional Building
350 St. Peter Street
St. Paul, MN 55102

Via Messenger

Re: Petition to Create Commercial Development District
Chipotle Mexican Grill, 2082 Ford Parkway
Petitioner: Highland Crossing LLC
Our File No. 60,749-002

Dear Mr. Kessler:

Enclosed please find a Petition to Create a Commercial Development District at 2082 Ford Parkway. The tenant of the premises is Chipotle Mexican Grill of Colorado LLC, which currently has an on-sale wine and beer license. The property owner, and therefore the petitioner for the commercial development district, is Highland Crossing LLC. I enclose the following documents:

1. Petition to Create a Commercial Development District;
2. The consent of owners within the proposed commercial development district;
3. The consent of adjoining property owners within 100 feet;
4. A map of the proposed commercial development district;
5. An affidavit of the person circulating the petition;
6. An affidavit of the petitioner; and
7. A letter from an adjoining property owner supporting the petition.

Please feel free to contact me if you have any questions or need additional information.

Sincerely,

Kaela M. Brennan
Kaela M. Brennan
92:2 113 1-100 66
KATHLEEN MICHAELA BRENNAN

KMB/ms

Enc.

cc: James Stolpestad
Marc Simon

99-1179

MCGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041
TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 22, 1999

Jim Zdon
Department of Planning
& Economic Development
11th Floor
25 West 4th Street
St. Paul, MN 55102

HAND-DELIVERED

Re: Chipotle Mexican Grill of Colorado, LLC
Commercial Development District – 2082 Ford Parkway Location
Our File No. 60,749-002

Dear Mr. Zdon:

You have asked me to provide some additional background information to supplement the pending commercial development district application and on-sale liquor license application for Chipotle Mexican Grill of Colorado, LLC.

Chipotle Mexican Grill is a quick-service, fresh, gourmet-quality Mexican restaurant. The entrees feature fresh ingredients, from which the customer may personalize his or her order.

Chipotle Mexican Grill was founded by Steve Eills, a Culinary Institute of America graduate. Based in Colorado, Chipotle Mexican Grill has become recognized as the leader in the fresh Mexican category with over 20 restaurants in several states. Chipotle decided to locate in Minnesota based on the numerous comments by Minnesotans visiting Colorado asking when Chipotle would come to Minnesota.

In Minnesota, in addition to the St. Paul 2082 Ford Parkway location, Chipotle currently operates two restaurants in Minneapolis, located at 800 Washington Avenue SE in the Stadium Village area and 3040 Excelsior Boulevard, one restaurant in St. Cloud, one restaurant that recently opened at 7638 West 150th Street in Apple Valley, and it plans to open additional restaurants in the metro area.

The primary focus of Chipotle Mexican Grill is food; alcoholic beverages are simply offered to compliment the menu. The alcohol selections in all Chipotle restaurants are limited to bottled beer and pre-mixed margaritas. The standard Chipotle sales from alcohol are small – less than two percent – compared to the sales from food. Margarita sales form an even smaller percentage of the already-low alcohol sales.

Mr. Jim Zdon
October 22, 1999
Page 2

The Chipotle Mexican Grill location at 2082 Ford Parkway in St. Paul opened in June 1999. It has enjoyed a great success. It is open every day from 11 a.m. until 10 p.m. The St. Paul location currently has about 20-25 employees. Approximately 25% of its customers are take-out customers. The St. Paul Chipotle is a tenant of Highland Crossing LLC, under a ten-year lease term, with two five-year extension options.

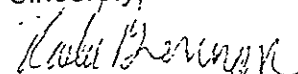
The St. Paul location currently has a wine/strong malt liquor license. Subject to the commercial development district, it has applied for an on-sale liquor license. Chipotle seeks a commercial development district to offer margaritas. It is not a bar. As always, the emphasis will remain on food. But Chipotle believes that margaritas would complement its menu. And Chipotle would like to offer a standard menu selection at all of its locations, including alcohol beverages. Chipotle presented its plan for a commercial development district to the Highland Community District Council neighborhood association, and the Council voted to support the application, requesting that the district be limited to Chipotle. Chipotle is also pleased by the support in the Highland Business Association.

I have enclosed some additional background information for your convenience:

- An informational brochure about Chipotle;
- A sample menu;
- A letter of support from the 2082 Ford Parkway property owner, Highland Crossings Shopping Center;
- A letter of support from the Highland District Council;
- A letter indicating sufficient parking for an on-sale liquor license, and noting access to 110 parking spaces in the immediate vicinity;
- A newspaper article reporting the first Minnesota Chipotle opening; and
- A brief biography of Chipotle Mexican Grill founder Steve Ells.

Chipotle is excited with the opportunity to improve its successful restaurant in St. Paul. We are happy to answer any questions you may have, and to provide any additional information.

Sincerely,



Kaela Brennan

Enclosures

McGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041
TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 25, 1999

Jim Zdon
Department of Planning
& Economic Development
11th Floor
25 West 4th Street
St. Paul, MN 55102

VIA FAX & U.S. MAIL

Re: Chipotle Mexican Grill of Colorado, LLC
Commercial Development District - 2082 Ford Parkway Location
Our File No. 60,749-002

Dear Mr. Zdon:

As you requested, I enclose some supplemental information concerning Chipotle Mexican Grill and its pending commercial development district application, including:

1. A petition list from Paul Dubruiel, indicating the application required signatures from five of the seven listed entities; and
2. A site plan for the building in which the Chipotle leased premises are located;

I am in the process of obtaining a visual representation of the various commercial entities neighboring Chipotle. Finally, Chipotle is leasing 3,120 total square feet of floor area from Highland Crossing LLC.

Please feel free to contact me if you have any questions or need additional information.

Sincerely,



Kaela Brennan

Enclosures



CITY OF SAINT PAUL
Norm Coleman, Mayor

LOWRY PROFESSIONAL BUILDING
Suite 300
350 St. Peter Street
Saint Paul, Minnesota 55102-1510

Telephone: 651-266-9000
Facsimile: 651-266-9000
651-266-9100

May 21, 1999

Kaela Brennan
McGrann Shea
220 LaSalle Plaza
800 LaSalle Avenue
Minneapolis MN 55402-2041

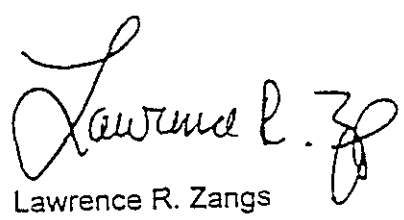
RE: 2082 Ford Pkwy - Zoning Code requirement for off-street parking for Chipotle Restaurant addition of liquor license.

Ms. Brennan:

There is sufficient off-street parking adjacent to the restaurant to meet the zoning code requirement to allow the addition of a liquor license to the existing restaurant.

The combination of the Chipotle restaurant(calculated 1space per 100 s.f.), Barnes and Nobles bookstore and Starbucks coffee shop requires 100 parking spaces. There are 11 spaces in the immediate vicinity of the building complex.

If you have any questions, call me at 651/266-9083.


Lawrence R. Zangs

HIGHLAND CROSSING LLL

May 24, 1999

Honorable Mike Harris
Saint Paul City Council Member
City Hall, Room 310-C
Saint Paul, MN 55102

Re: Chipotle Mexican Grill
2085 Ford Parkway

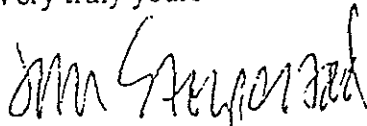
Dear Mike:

As the owner of the Highland Crossing Shopping Center, we are pleased to welcome Chipotle Mexican Grill to the property because we believe the restaurant will be a real asset to the Highland Park neighborhood.

We understand the Highland Community District Council recently decided to support Chipotle's request that a commercial development district be formed to enable the restaurant to serve certain menu items. We understand this district will be connected to the restaurant itself instead of the property leased to the tenant. I am writing to let you know that we support this request and hope you will do so as well when this matter comes before the City Council.

If you have questions or need additional information, please do not hesitate to contact me.

Very truly yours



James A. Stolpestad
Chief Manager

MAY 25 1999

Steve Ells, Chipotle Mexican Grill Founder & CEO

Chipotle Mexican Grill founder Steve Ells has always been interested in the fine art of cooking. His passion for it is what prompted this talented chef to become an entrepreneur.

After graduating from the University of Colorado in 1988 with a Bachelor of Arts degree in Art History, Ells attended the Culinary Institute of America in Hyde Park, New York, graduating from that prestigious institution in 1990.

As a classically trained chef schooled in the art of French cooking, Ells landed a job with Stars Restaurant in San Francisco, considered to be among the finest, if not the finest restaurant in the United States. His entrepreneurial skills began to flourish there as he learned the intricacies of operating a world-class restaurant.

But Ells recognized an entrepreneur's opportunity, not within the world of five-star restaurants, but at the local taquerias that were common in San Francisco's Mission District. He knew he could elevate that simple fare into something extraordinary using his classical chef's training. Driven by his vision, Ells set out to establish Chipotle Mexican Grill. People have been lining up for his premium quality burritos since the day he opened the doors to his now-famous restaurant.

With an emphasis on great-tasting food, quality, and simplicity, Ells has established a new niche in dining. And with recently-added partner McDonald's Corporation now involved in the company's expansion, Chipotle Mexican Grill is poised to become the country's best-known, most-talked about restaurant.

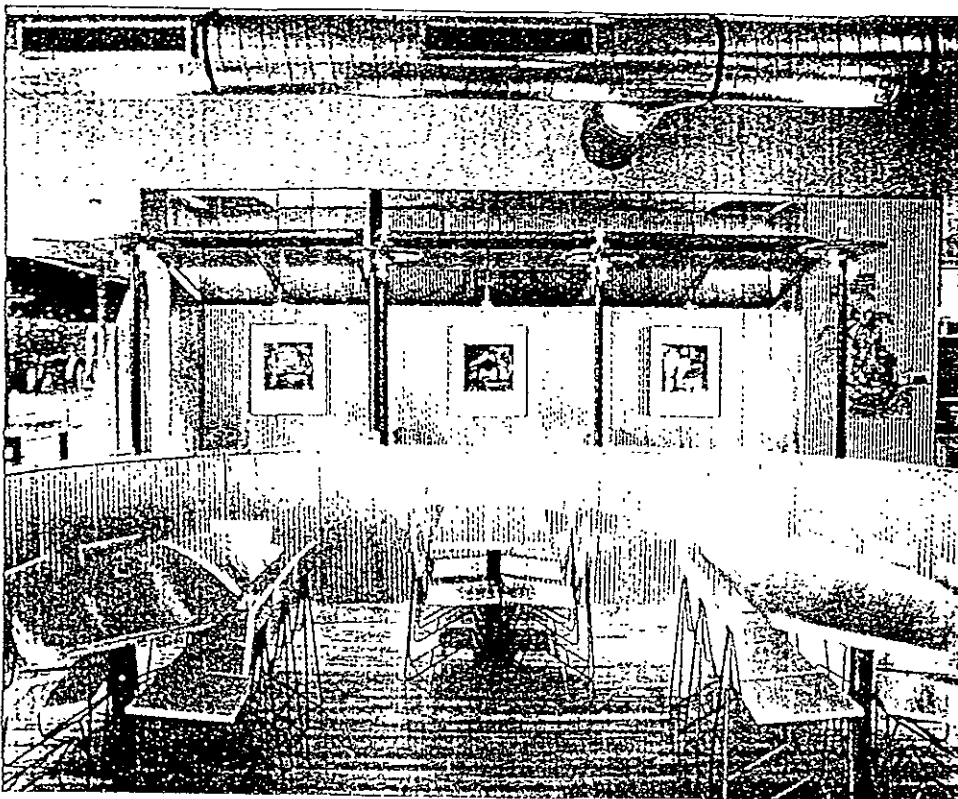
Colleagues and co-workers credit Ells' success to his willingness to push the boundaries of previously accepted norms of restaurant operations, and his tireless quest for quality in everything he does. Chipotle Mexican Grill is the direct result of Ells' refusal to compromise his vision, and charting a course quite contrary to the path followed by most chefs of his caliber.

Steve Ells is active in a number of local organizations and through Chipotle Mexican Grill a variety of charitable causes. He is a past board member of the American Institute of Wine and Food - Denver Chapter. Ells has recently been asked to serve on the board of Project Angel Heart, a philanthropic organization that provides free meals to those suffering with the HIV virus. He has also been asked to serve on the advisory board for the College of Liberal Arts and Sciences at the University of Colorado, his alma mater.



Chipotle Grill plans local debut

99-1179



The Denver-based "quick-service fresh-Mex" chain generates an average of \$1 million in revenues at each of its 18 locations. McDonald's has signed on as an equity partner.

RESTAURANTS There's room for all, competitors say

By Jennifer Franklin
Staff reporter

In March, a hot new restaurant will be trying to get fresh with the Twin Cities.

Chipotle Mexican Grill (pronounced Chi-poot-lay), a Denver-based chain, will open a store in Stadium Village, on the East Bank of the University of Minnesota, March 11. Two more are slated to open this year, one in Calhoun Commons (a development, now under construction, just northwest of Lake Calhoun that will have a Whole Foods as its anchor store) and one in the Highland Park neighborhood of St. Paul. The latest offering in the so-called "quick-service fresh-Mex" category, Chipotle will rival eateries like locally owned Baja Tortilla Grill and Madison, Wis.-based Pasqual's Southwestern Deli and Salsaria. Technically, both Chipotle and Pasqual's are Southwestern cuisine, but are similar enough to Baja Tortilla Grill to compete for the same market.

CHIPOTLE to page 30

CHIPOTLE

from page 3

Chipotle's chain comprises 16 stores in Colorado (two in Kansas City (one in Kansas and one in Missouri) and one in Columbus, Ohio). *Nation's Restaurant News* reported that in 1997 each of Chipotle's units generated around \$1 million in sales.

Now the home of the 20 ounce burrito is ready to make its move on Minnesota. And with Oak Brook Ill.-based McDonald's Corp. as one of its equity partners, Chipotle has powerful backing to compete with the incumbent fresh-Mex restaurants in town.

Dan Fogarty, director of marketing for Chipotle Mexican Grill Inc., thinks that the Twin Cities will be a great market for Chipotle's concept. "There are a lot of similarities between the Twin Cities and Denver," he said. "Lots of people from Minnesota visit our stores and ask us to open one out there."

All three competitors boast fresh ingredients, tasty fare, modest prices, quick service and (at many locations) liquor service as reasons why adults with exotic tastes and a limited amount of time and money will want to eat there. Each positions itself slightly differently in the category — Baja Tortilla Grill makes its own fresh tortillas and has a salsa bar with a variety of homemade salsas, Chipotle's menu is focused on neighborhood and concentrates on a neighborhood price. Pasqual's offers a deli menu in addition to tacos and burritos, including salads and sandwiches. Pasqual's also does a catering business, which in the winter accounts for 30 percent of its business.

Baja Tortilla Grill is limited to just one location in the Twin Cities (St. Paul). By contrast, Chipotle has 16 locations all over

"You'll find it's a new category, and new categories expand."

Dan Fogarty

CHIPOTLE MEXICAN GRILL INC.

south-of-the-border emporiums they can. And, following a national trend of a public with an insatiable appetite for Mexican food, the market can probably bear it.

Dick Grones, principal at Cambridge Commercial Realty, an Edina firm that represents several national restaurant chains, thinks that all three burgeoning chains can survive and thrive in the metro area. "It's so location-sensitive," he said. "As long as they pick their spots judiciously, they should all do well. Trend wise, they're doing something that's trending everywhere in the country."

Mike Platt, president and CEO of Bloomington-based Fresh Food Ventures Inc., the parent company of Baja Tortilla Grill, agreed with Grones. "[Chipotle] will probably succeed because they're smart and they're choosing good locations. But we will continue to prosper because our sales are very high and gross margins are high and growing rapidly. Most people like to try

new tastes and textures, and Mexican food, from Taco Bell to Mexican dinner houses, is growing in popularity."

Baja Tortilla Grill currently has three stores in the Twin Cities metro area, expects to open three more this year at several Byerly's locations, and would like to expand into greater Minnesota and beyond. Platt said that the company is looking to raise between \$1 million and \$2 million toward that goal.

"I think Uptown can handle a third [competitor in the category]," said Mike Mills, general manager of Pasqual's Hennepin Avenue store. "Baja Tortilla Grill opened a store two blocks away, and it really hasn't affected our business. There are just so many people in Uptown who like to eat out."

Fogarty compared the rising popularity of Mexican and Southwestern cuisine to booms in coffee and micro-brewed beer in recent years. "I think you'll find that it's a new category, and new categories expand," he said. "It's a good thing [for the consumer to have several different choices] because then people will know more about this kind of food, and they'll want our food." Fogarty added that savvy customers know they don't have to eat fast food in order to eat inexpensively and quickly. "We've been able to raise the bar on quick-service food."

Although it has a minority interest in Chipotle, McDonald's is nevertheless "one of our largest investors," said Fogarty. "They are a significant investor, but we have others, too. We operate as our own company," he said. But Fogarty added that, more than just getting money from the burger giant, Chipotle is getting validation. "This is the first time McDonald's has gone outside the company to invest in another restaurant. It just shows how god-dang cool the concept is."

- COPY - 99-1179

CITY OF SAINT PAUL

CONSENT OF ADJOINING PROPERTY OWNERS FOR CREATION OR EXPANSION OF A COMMERCIAL DEVELOPMENT DISTRICT

We, the undersigned, owners of the property within 100 feet of the total contiguous description of real estate owned, purchased, or sold by THE PETITIONER within one year preceding the date of this petition acknowledge that we have been presented with the following:

1. A copy of the petition of Highland Crossing LLC (name of petitioner) to create or expand a commercial development district on property located at 2082 Ford Parkway, for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licenses allowed within the liquor patrol limit.

2. A copy of Section 17.07 of the City Charter and Section 409.20 of the Saint Paul Legislative Code; and acknowledge that we are aware that there is no limitation on the number of on-sale intoxicating liquor licenses in a commercial development district, except as set forth in Section 17.07.2(6) of the City Charter. We hereby consent to the petition of:

Highland Crossing LLC to create/expand a commercial development district. (name of petitioner)

We consent to the approval of this commercial development district as it is explained to us by the applicant or his/her representative.

Table with 4 columns: ADDRESS OR P.I.N. #, RECORD OWNER, SIGNATURE, DATE. Contains 6 rows of property records with signatures and dates.

NOTE: This petition shall not be considered as officially filed until the lapse of seven (7) working days after it is received by the City Clerk. Any signator of this petition may withdraw his/her name therefrom by written request within that time.

AFFIDAVIT
OF PERSON CIRCULATING THE CONSENT PETITION

STATE OF MINNESOTA)

: SS

COUNTY OF RAMSEY)

Gail P. Brown, being first duly sworn, deposes and states that he/she is the person who circulated the consent petition consisting of 1 pages; that affiant represents that the parties described on the consent petition are all the respective owners of the properties placed immediately before each name; that affiant is informed and believes that each of the parties described on the consent petition is an owner of the property which is within 100 feet of any property owned, purchased, or sold by petitioner within one (1) year preceding the date of this petition which is contiguous to the property described in the petition; that none of the parties described in the consent petition has purchased or is purchasing property from the petitioner that is contiguous to the property described on the consent petition within one (1) year of the date of the petition; that this consent was signed by each of said owners in the presence of this affiant, and that the signatures are the true and correct signatures of each and all of the parties so described.

Gail P. Brown

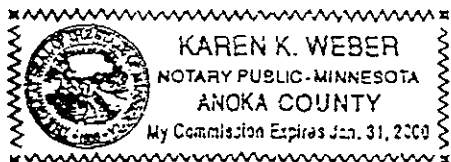
NAME McGrann Shea Franzen Carnival
Straughn & Lamb, Chtd
800 LaSalle Avenue, Suite 2200
~~Minneapolis MN 55402~~
ADDRESS

612-338-2525

TELEPHONE NUMBER

Subscribed and sworn to before me
this 1 day of October, 1999

Karen K. Weber
NOTARY PUBLIC



PETITION TO CREATE OR EXPAND
A COMMERCIAL DEVELOPMENT DISTRICT
AFFIDAVIT OF PETITIONER

STATE OF MINNESOTA)

: SS

COUNTY OF RAMSEY)

Highland Crossing LLC, by its
The petitioner, Chief Manager, Jim Stolpestad, being first duly sworn, deposes and states that the consent petition contains signatures from at least two-thirds (2/3) of all eligible properties within 100 feet of all property owned, purchased, or sold by petitioner within one (1) year preceding the date of this petition which is contiguous to the property described in the petition; petitioner is informed that the consent petition must contain signatures from each and all owners of jointly-owned property in order to constitute consent from that property and that failure to obtain consent from each and all owners could invalidate the consent petition; petitioner believes that the consent petition was signed by each of said owners and that the signatures are the true and correct signatures of each and all of the parties so described.

Jim Stolpestad

Jim Stolpestad
NAME

1080 Montreal Avenue, Suite 400
ADDRESS

651/690-1598
TELEPHONE NUMBER

Subscribed and sworn to before me
this 1 day of October, 1999

William M. Bertram
NOTARY PUBLIC

MM #20187427

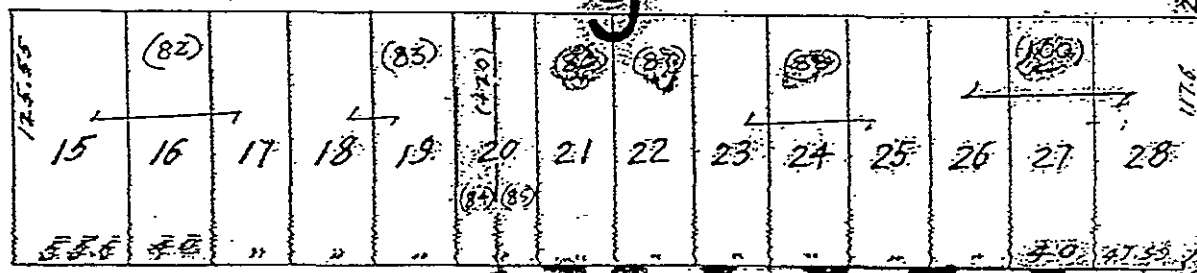
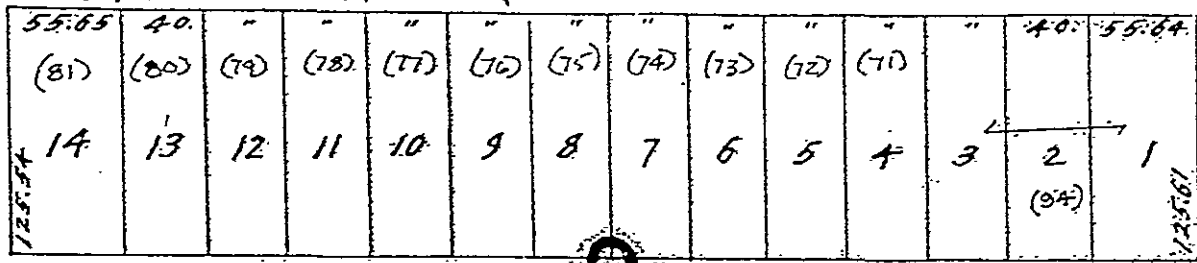
Expires 1/31/2005

1728 2311

A.V.E.

99-1129

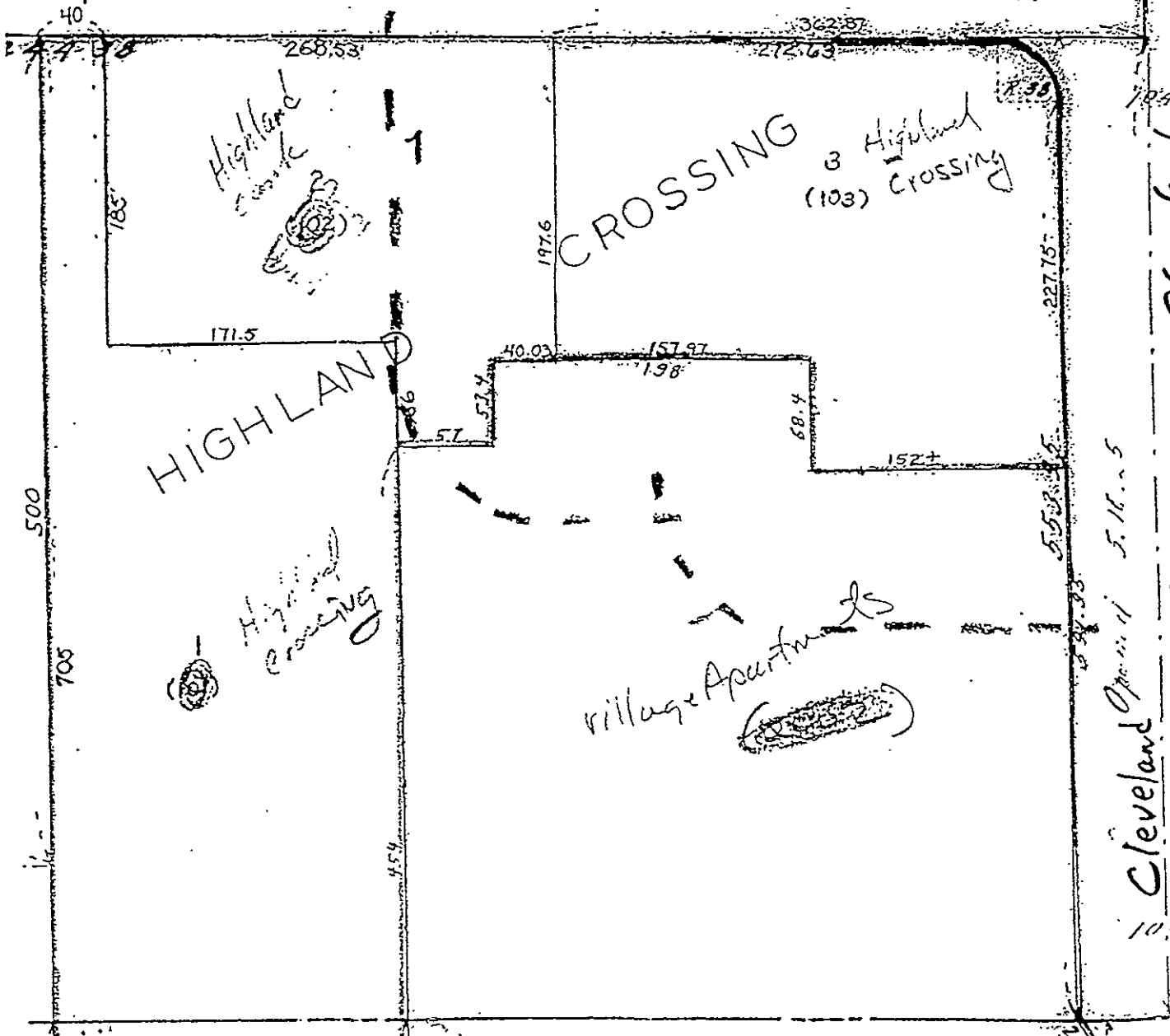
FINN



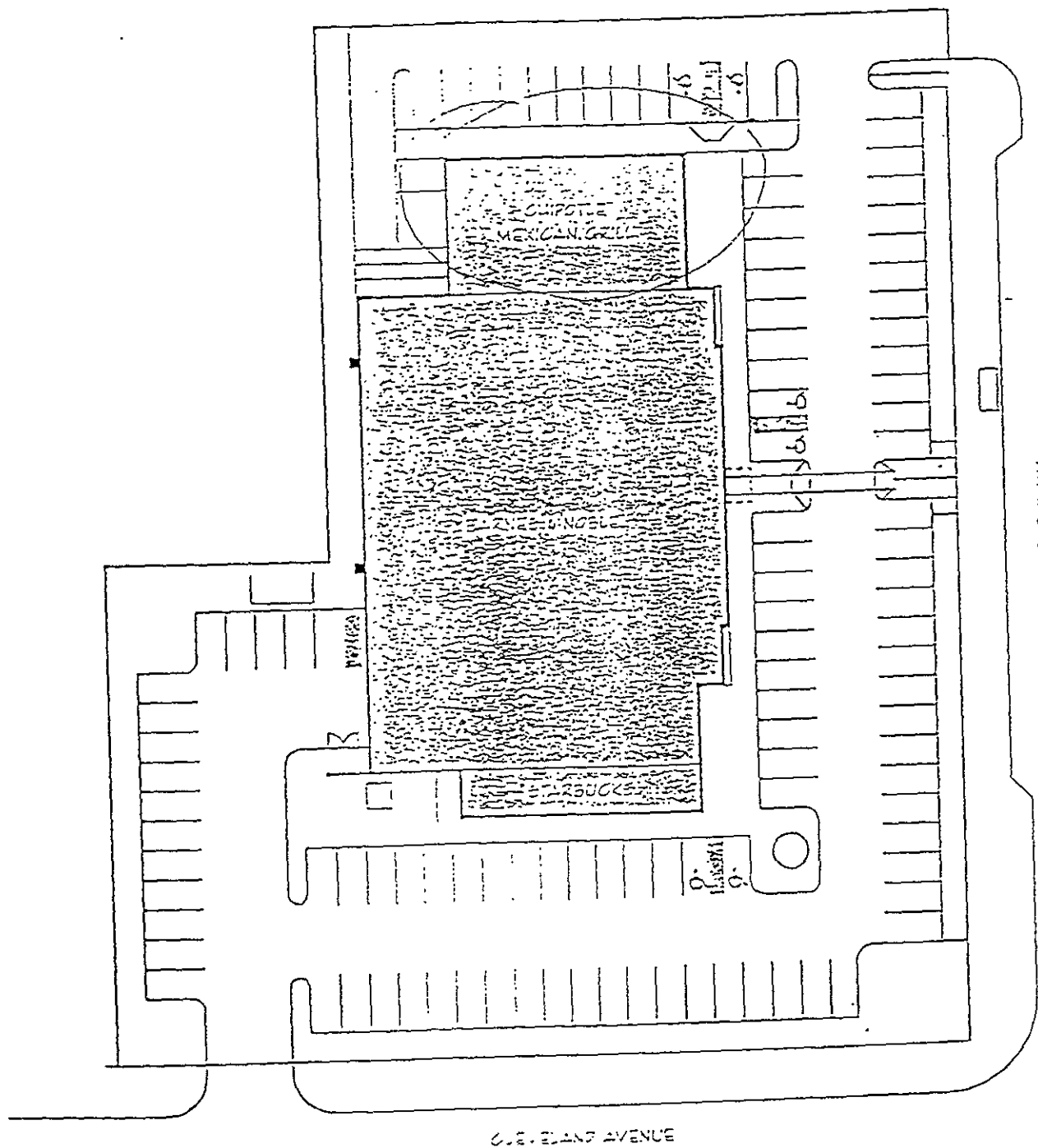
Ford

PARKWAY

100'



Cleveland Parkway Cleveland 10.8'



© 1999 Exeter Realty Cor

HIGHLAND CROSSING
 2078 - 2082 Ford Parkway - Saint Paul, MN 55116

ORIGINAL

Council File # 99-1179

Ordinance # _____

Green Sheet # 103726

ORDINANCE
CITY OF SAINT PAUL, MINNESOTA

23

Presented By Mike Ham

Referred To _____ Committee Date : _____

1 An ordinance enacted pursuant to Section 17.07.1 of the Charter of
2 the City of Saint Paul and Section 409.20 of the Saint Paul
3 Legislative Code, creating a Commercial Development District on
4 property with the address of 2082 Ford Parkway
5
6

7 THE COUNCIL OF THE CITY OF SAINT PAUL DOES ORDAIN:
8

9 Section 1

10
11 The Ford Parkway Commercial Development District, as shown in Exhibit 1-1999, which
12 is attached to and incorporated by reference in this ordinance, is hereby created as a commercial
13 development district under Section 17.07.1 of the Charter of the City of Saint Paul and under
14 Section 409.20 of the Saint Paul Legislative Code.
15

16 Section 2

17
18 Notwithstanding Section 409.03 of the Saint Paul Legislative Code, no license shall be
19 issued except to a restaurant in this commercial development district.
20

PUBLISHED
JAN 7 2000

1
2
3
4
5

Section 3

99-1179

This ordinance shall be in force and take effect thirty days following its passage, approval and publication.

	Yeas	Nays	Absent
Benanav	✓		
Blakey	✓		
Bostrom	✓		
Coleman	✓		
Harris	✓		
Lantry	✓		
Reiter	✓		
	7	0	0

Adopted by Council: Date Jan 5, 2000

Adoption Certified by Council Secretary

By: [Signature]

Approved by Mayor: Date Jan 6 2000

By: [Signature]

Requested by Department of:

By: [Signature: Christine A. Rozek]

Form Approved by City Attorney

By: [Signature: Virginia Baber]

Approved by Mayor for Submission to Council

By: [Signature]

PUBLISHED

JAN 7 1999

OFFICE OF LIEP
Christine Rozek
266-9108

Date:
November 5, 1999

GREEN SHEET

No. 103726 ⁹⁹⁻¹¹⁷⁹

Must be on Council Agenda by:
ASAP

ASSIGN
NUMBERS FOR
ROUTING
ORDER

1	DEPARTMENT DIRECTOR	4	CITY COUNCIL
2	CITY ATTORNEY		CITY CLERK
	BUDGET DIRECTOR		FIN. & MGT. SVC. DIR.
3	MAYOR (OR ASSISTANT)		

TOTAL # OF SIGNATURE PAGES 1 (CLIP ALL LOCATIONS FOR SIGNATURE)

ACTION REQUESTED:

An ordinance enacted pursuant to Section 17.07.1 of the Charter of the City of Saint Paul and Section 409.20 of the Saint Paul Legislative Code by creating a Commercial Development District on property with the address 2082 Ford Parkway.

RECOMMENDATIONS: APPROVE (A) OR REJECT (R)

PLANNING COMMISSION CIVIL SERVICE COMMISSION
 CIB COMMITTEE BUSINESS REVIEW COUNCIL
 STAFF District 15 Council
 DISTRICT COURT

SUPPORTS WHICH COUNCIL OBJECTIVE?

PERSONAL SERVICE CONTRACTS MUST ANSWER THE FOLLOWING:

- Has the person/firm ever worked under a contract for this department?
YES NO
- Has this person/firm ever been a City employee?
YES NO
- Does this person/firm possess a skill not normally possessed by any
Current City employee?
YES NO

Explain all YES answers on a separate sheet and attach.

INITIATING PROBLEM, ISSUE, OPPORTUNITY (Who, What, When, Where, Why):

Under the current liquor license limitations in Ward 3, creating a Commercial Development District is the only way Chipotle Mexican Grill (2082 Ford Pkwy) will be allowed to serve liquor.

ADVANTAGES IF APPROVED:

Chipotle Mexican Grill will be able to receive a liquor license.

DISADVANTAGES IF APPROVED:

None apparent; District 15 Community Council approved the application.

DISADVANTAGES IF NOT APPROVED:

Chipotle Mexican Grill will not be able receive a liquor license.

TOTAL AMOUNT OF TRANSACTION \$ _____ COST/REVENUE BUDGETED YES NO

FUNDING SOURCE _____ ACTIVITY NUMBER _____

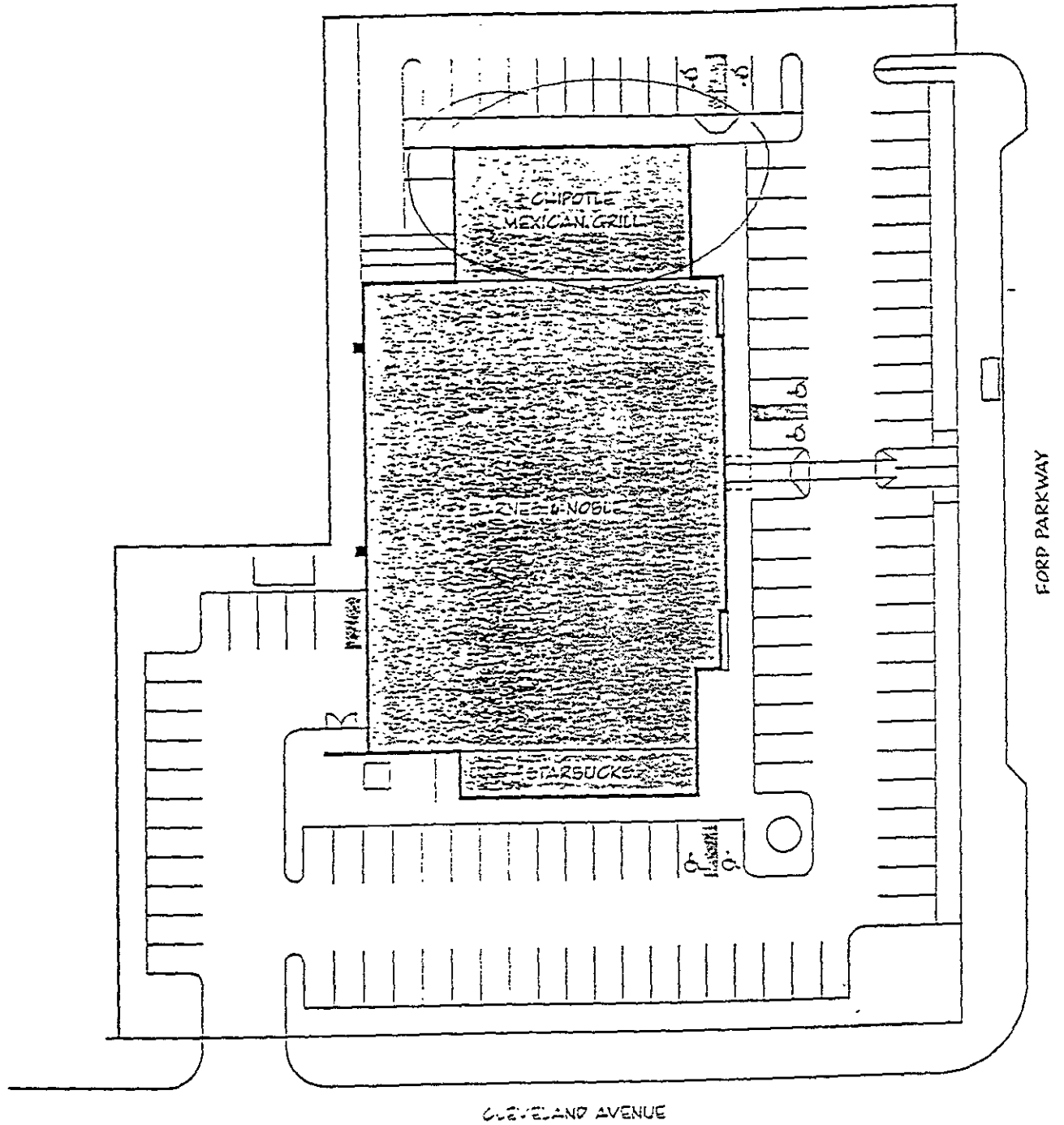
FINANCIAL INFORMATION: (EXPLAIN)

Council Research Center

DEC 08 1999

NOV 30 1999

CITY ATTORNEY



© 1999 Exater Realty Company

HIGHLAND CROSSING
 2078 - 2082 Ford Parkway - Saint Paul, MN 55116

99-1179

City of St. Paul City Council Proceedings ORDINANCE

Council File No. 99-1179 — By Mike Harris

An ordinance enacted pursuant to Section 17.07.1 of the Charter of the City of Saint Paul and Section 409.20 of the Saint Paul Legislative Code, creating a Commercial Development District on property with the address of 2082 Ford Parkway.

The Council of the City of Saint Paul Does Ordain:

SECTION 1

The Ford Parkway Commercial Development District, as shown in Exhibit 1-1999, which is attached to and incorporated by reference in this ordinance, is hereby created as a commercial development district under Section 17.07.1 of the Charter of the City of Saint Paul and under Section 409.20 of the Saint Paul Legislative Code.

SECTION 2

Notwithstanding Section 409.03 of the Saint Paul Legislative Code, no license shall be issued except to a restaurant in this commercial development district.

SECTION 3

This ordinance shall be in force and take effect thirty days following its passage, approval and publication.

Adopted by Council January 5, 2000

Yeas — Councilmembers Benanav, Blakey, Bostrom, Coleman, Harris, Lantry, Reltner — 7.
Nays — 0.

Approved by Mayor January 6, 2000

SUSAN KIMBERLY

(January 7, 2000)

LEGAL DESCRIPTION OF PROPERTY:

Lot 7 except the West 28 feet thereof; Lot 8; Lot 9, except the East 26 feet thereof, all in Block 3, Phalen View

COUNTY IN WHICH PROPERTY IS LOCATED:

Rainsey

AMOUNT DUE AND CLAIMED TO BE DUE AS OF DATE OF NOTICE, INCLUDING TAXES, IF ANY, PAID BY MORTGAGEE: \$101,566.89

THAT all pre-foreclosure requirements have been complied with; that no action or proceeding has been instituted at law or otherwise to recover the debt secured by said mortgage, or any part thereof; that this is registered property.

PURSUANT to the power of sale contained in said mortgage, the above described property will be sold by the Sheriff of said county as follows:

DATE AND TIME OF SALE: January 27, 2000 10:00 A.M.

PLACE OF SALE:

Sheriff's Main Office
Adult Detention Center
14 West Kellogg Blvd.
St. Paul, MN

to pay the debt secured by said mortgage and taxes, if any, on said premises and the costs and disbursements, including attorneys fees allowed by law, subject to redemption within 6 months from the date of said sale by the mortgagee(s), their personal representatives or assigns.

Mortgagee(s) released from financial obligation: NONE

THIS COMMUNICATION IS FROM A DEBT COLLECTOR ATTEMPTING TO COLLECT A DEBT. ANY INFORMATION OBTAINED WILL BE USED FOR THAT PURPOSE.

THE RIGHT TO VERIFICATION OF THE DEBT AND IDENTITY OF THE ORIGINAL CREDITOR WITHIN THE TIME PROVIDED BY LAW IS NOT

ANY, PAID BY MORTGAGEE: \$44,518.77

THAT all pre-foreclosure requirements have been complied with; that no action or proceeding has been instituted at law or otherwise to recover the debt secured by said mortgage, or any part thereof;

PURSUANT to the power of sale contained in said mortgage, the above described property will be sold by the Sheriff of said county as follows:

DATE AND TIME OF SALE: February 9, 2000 10:00 A.M.

PLACE OF SALE: Sheriff's Main Office,

14 West Kellogg Blvd, St. Paul, MN

to pay the debt secured by said mortgage and taxes, if any, on said premises and the costs and disbursements, including attorneys fees allowed by law, subject to redemption within six months from the date of said sale by the mortgagee(s) their personal representatives or assigns.

THE TIME ALLOWED BY LAW FOR REDEMPTION BY THE MORTGAGOR, THE MORTGAGOR'S PERSONAL REPRESENTATIVES OR ASSIGNS, MAY BE REDUCED TO FIVE WEEKS IF A JUDICIAL ORDER IS ENTERED UNDER MINNESOTA STATUTES SECTION 582.032 DETERMINING, AMONG OTHER THINGS, THAT THE MORTGAGED PREMISES ARE IMPROVED WITH A RESIDENTIAL DWELLING OF LESS THAN 5 UNITS, ARE NOT PROPERTY USED FOR AGRICULTURAL PRODUCTION, AND ARE ABANDONED.

Dated: December 14, 1999

U.S. BANK NATIONAL ASSOCIATION
TR U/A DTD 9/01/97 (HOME
EQUITY LOAN TRUST 1997-9)

Assignee of Mortgage

SHAPIRO & NORDMEYER
NANCY A. NORDMEYER
LAWRENCE P. ZIELKE

DATE OF MORTGAGE: January 7, 1998

ORIGINAL PRINCIPAL AMOUNT OF MORTGAGE: \$56,000.00

MORTGAGOR(S):
Michael Katch and Peggy Katch, Husband and

ASSIGNMENTS OF MORTGAGE:

And thereafter assigned to:
The First National Bank of Chicago, as Trustee
Dated August 18, 1999

Recorded: September 15, 1999

SPECIAL MEETING

AGENDA OF THE SAINT PAUL CITY COUNCIL

**Tuesday, November 30, 1999
7:00 p.m.**

**HILLCREST RECREATION CENTER
1978 Ford Parkway
Saint Paul, Minnesota**

**Nancy Anderson, Assistant Secretary to the Council
Mary Erickson, Clerical Support - 651-266-8565
Office of the City Council**

PUBLIC HEARING

- 1. Receive public testimony from citizens regarding the proposed creation of a commercial development district for Chipotle Mexican Grill, 2082 Ford Parkway. Designation of this area as a commercial development district will allow Chipotle to obtain a liquor license.**

99-1179

city of saint paul
planning commission resolution
file number 99-76
date November 5, 1999

Commercial Development District:
2082 Ford Parkway

Whereas, Highland Crossing LLC, owner of property located at 2082 Ford Parkway, has petitioned the City to establish a commercial development district pursuant to Section 17.07.1 of the City Charter and to Section 409.20 of the Saint Paul Legislative Code, for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licences allowed within the liquor patrol limits, and

Whereas, the Department of License, Inspections and Environmental Protection has consulted the Planning Commission for advice concerning the proposal's consistency with the City's comprehensive plan and zoning ordinance per section 409.20 of the Saint Paul Legislative Code, and

Whereas the Planning Commission has made the following findings of fact:

1. Chipotle Mexican Grill is a quick service restaurant offering Mexican foods. The Chipotle Mexican Grill at 2082 Ford Parkway opened in June, 1999 and is a tenant of Highland Crossing LLC, under a ten year lease, with two five year extension options. It is open every day from 11 a.m. until 10:00 p.m. The restaurant has about 20-25 employees. Currently, there are four other Chipotle restaurants in Minnesota with a national total of about 20 restaurants.

The primary focus of a Chipotle Mexican Grill is food; alcoholic beverages are offered to complement the menu. The Chipotle restaurant at 2082 Ford Parkway currently has a wine/strong malt liquor license but seeks a commercial development district to offer margaritas. The alcohol selections in all Chipotle restaurants are limited to bottled beer and premixed margaritas. The standard Chipotle sales from alcohol are less than two percent

moved by Faricy
seconded by _____
in favor Unanimous
against _____

Planning Commission Resolution
2082 Ford Parkway
Page Two

compared to sales from food. Approximately 25% of its customers are take-out customers.

2. A petition for a commercial development district at 2082 Ford Parkway was submitted to the city by Highland Crossing LLC on October 1, 1999 pursuant to Legislative Code Section 409.20. The petition was found sufficient by zoning staff (7 parcels eligible, 5 parcels need, and 5 parcels signed).
3. The proposed commercial development district is confined to the Chipotle site which has a gross floor area of 3,120 square feet.
4. The proposed commercial development district is consistent with the recently adopted land use plan which states the purpose of the plan is " To promote a balance of land uses in the city to strengthen the city's tax base." page 10.
5. The proposed commercial development district is consistent with The Highland Village Plan which states, "The intersection of Ford Parkway and Cleveland will be the center of the retail area shopping district. Within the district, the emphasis will be on businesses that sell shopping goods (clothing, shoe, jewelry, and book stores) and convenience goods (restaurants, and food and drug stores)." page 3.
6. The proposed commercial development district is consistent with existing zoning. The property is zoned B-2. Restaurant and liquor licensed establishments are permitted.

NOW, THEREFORE, BE IT RESOLVED, that the Planning Commission advises the Mayor and the City Council that the petition of Highland Crossing LLC to establish a commercial development district for the property at 2082 Ford Parkway is consistent with the comprehensive plan and zoning code and that the Planning Commission supports creation of the proposed district.

NEIGHBORHOOD COMMITTEE STAFF REPORT
=====

- 1. APPLICANT: Highland Crossing LLC DATE OF HEARING: To be determined
- 2. CLASSIFICATION: Commercial Development District
- 3. LOCATION: 2082 Ford Parkway
- 4. PLANNING DISTRICT: 15
- 5. LEGAL DESCRIPTION: Lot 3, Block 1, Highland Crossing
- 6. PRESENT ZONING: B-2 CODE REFERENCE: City Charter: Section 17.07.1
and Legislative Code: Section 409.20
- 7. STAFF INVESTIGATION AND REPORT: DATE: 10/27/99 BY: James Zdon

=====
=====

- A. PURPOSE: To allow the property at 2082 Ford Parkway (Chipotle Mexican Grill) to be designated as a commercial development district and be eligible to apply for an intoxicating liquor license.
- B. PARCEL SIZE: Chipotle is leasing 3,120 square feet of floor area from Highland Crossing LLC.
- C. EXISTING LAND USE: The property is occupied by a commercial building.
- D. SURROUNDING LAND USE:
 - North: Commercial drugstore in a B-2 district.
 - East: Commercial bookstore in a B-2 district
 - South: Residential apartments in a RM-2 district.
 - West: Commercial bank in a B-2 district.
- E. AUTHORITY FOR REVIEW: The City Charter, Section 17.07.1, provides for commercial development districts which are excepted from the cap on intoxicating liquor licenses in each ward. The Saint Paul Legislative Code, Section 409.20(c), provides an additional requirement that when the City Council considers creating or expanding a district, "...the Planning Commission shall be consulted for advice concerning the proposals for consistency with the city's comprehensive plan and zoning ordinances, and the Planning Commission shall report in writing to the City Council its findings and recommendations.
- F. DISTRICT COUNCIL RECOMMENDATION: The Highland District Council has reviewed and is in support of the application.

H FINDINGS:

1. Chipotle Mexican Grill is a quick service restaurant offering Mexican foods. The Chipotle Mexican Grill at 2082 Ford Parkway opened in June, 1999 and is a tenant of Highland Crossing LLC, under a ten year lease, with two five year extension options. It is open every day from 11 a.m. until 10:00 p.m. The restaurant has about 20-25 employees. Currently, there are four other Chipotle restaurants in Minnesota with a national total of about 20 restaurants.

The primary focus of a Chipotle Mexican Grill is food; alcoholic beverages are offered to complement the menu. The Chipotle restaurant at 2082 Ford Parkway currently has a wine/strong malt liquor license but seeks a commercial development district to offer margaritas. The alcohol selections in all Chipotle restaurants are limited to bottled beer and premixed margaritas. The standard Chipotle sales from alcohol are less than two percent compared to sales from food. Approximately 25% of its customers are take-out customers.

2. A petition for a commercial development district at 2082 Ford Parkway was submitted to the city by Highland Crossing LLC on October 1, 1999 pursuant to Legislative Code Section 409.20. The petition was found sufficient by zoning staff (7 parcels eligible, 5 parcels need, and 5 parcels signed). The petition is attached.
3. The proposed commercial development district is confined to the Chipotle site which has a gross floor area of 3,120 square feet.
4. The proposed commercial development district is consistent with the recently adopted land use plan which states the purpose of the plan is " To promote a balance of land uses in the city to strengthen the city's tax base." page 10.
5. The proposed commercial development district is consistent with The Highland Village Plan which states, "The intersection of Ford Parkway and Cleveland will be the center of the retail area shopping district. Within the district, the emphasis will be on businesses that sell shopping goods (clothing, shoe, jewelry, and book stores) and convenience goods (restaurants, and food and drug stores)." page 3.
6. The proposed commercial development district is consistent with existing zoning. The property is zoned B-2. Restaurant and liquor licensed establishments are permitted.

- I. STAFF RECOMMENDATION: Based on findings 1 through 6, staff recommends that the Planning Commission report to the City Council that the proposed commercial development district is consistent with the Comprehensive Plan and Zoning Code and that the Planning Commission supports creation of the proposed district.

HIGHLAND DISTRICT COUNCIL

99-1179

Building a Stronger Community Through Citizen Participation

1978 Ford Parkway, Saint Paul MN 55116

(651) 695-4005 Fax (651) 695-4007

Council Members

Officers:

- Shawn Bartsh, President
- Scott Bunin, Vice President
- Mark Moeller, Treasurer
- Angie Kline, Secretary

Members:

- Grid 1: Tanya Refshauge
- Grid 2: Lori Angus
- Grid 3: Scott Bunin
- Grid 4: Kristine Thompson
- Grid 5: Dick Mitchell
- Grid 6: Bill Barbeau
- Grid 7: Mark Moeller
- Grid 8: Ken Jefferson
- Grid 9: Sally Couser
- Grid 10: Shawn Bartsh
- Grid 11: Chris Berg
- Grid 12: Laura Deuberry

At Large:

- John Grzybek
- Angie Kline
- Paul Heinerscheid
- Greg McGee

Highland Business Association:

David Burley

West End Business Association

Dan Galles

Alternates:

- Larry Hampel
- Brian Merchant

Community Organizer:

Gayle Summers

Crime Prevention:

Linda Moeller

October 21, 1999

Jim Zdon
 1300 City Hall Annex
 24 West 4th Street
 St. Paul MN 55102

Dear Jim,

The Highland District Council passed the following resolution:

"The Community Development Committee on May 13 met with representatives of Chipotle Mexican Grill Inc. to discuss an application by Chipotle for a Development District for 2082 Ford Parkway (formally Boston Market). Designation of a Development District allows Chipotle to apply for a liquor license at that location. The Community Development Committee voted to approve the designation on the condition that the Development District be only for Chipotle Mexican Grill Inc."

This resolution was passed by the full Council on 5-20-99.

Sincerely,

Gayle W. Summers
 Community Organizer

99-1129

HIGHLAND DISTRICT COUNCIL

Building a Stronger Community Through Citizen Participation

1978 Ford Parkway, Saint Paul MN 55116

(615) 695-4005 Fax (651) 695-4007

Council Members

Officers:

Shawn Bartsh, President
Scott Bunin, Vice President
Mark Moeller, Treasurer
Angie Kline, Secretary

Members:

Grid 1: Tanya Refshauge
Grid 2: Lori Angus
Grid 3: Scott Bunin
Grid 4: Kristine Thompson
Grid 5: Dick Mitchell
Grid 6: Bill Barbean
Grid 7: Mark Moeller
Grid 8: Ken Jefferson
Grid 9: Sally Couser
Grid 10: Shawn Bartsh
Grid 11: Chris Berg
Grid 12: Laura Deuberry

At Large:

John Gzybek
Angie Kline
Paul Heinerschuid
Greg McGee

Highland Business Association:

David Burley

West End Business Association

Dan Galles

Alternates:

Larry Hampel
Brian Merciant

Community Organizer:

Gayle Summers

May 24, 1999

Councilmember Mike Harris
300 City Hall
15 W. Kellogg Blvd.
St. Paul MN 55102

Dear Mike;

At the May 20th Highland District Council meeting the Council heard from the representatives from Chipotle Mexican Grill Inc. After a brief discussion the Council Passed the following resolution:

The Highland District Council met with the representatives of Chipotle Mexican Grill Inc. to consider a request from Chipotle for a Commercial Development District for 2082 Ford Parkway (formally Boston Market). With the condition that the Commercial Development District be only for Chipotle Mexican Grill Inc. at that address. Designation of a Commercial Development District allows Chipotle to apply for a liquor license at that location.

Kaela Brennan, the attorney representing Chipotle is aware of the condition and will be requesting the property owner send a letter expressing his approval.

Sincerely,

Greg McGee, Chair
Community Development Committee

cc: Corinne Martens, LJEP
Kaela Brennan



PETITION TO CREATE OR EXPAND
A COMMERCIAL DEVELOPMENT DISTRICT

City Clerk
Room 170 City Hall
15 West Kellogg Boulevard
Saint Paul, MN 55102
266-8989

Staff use only
File no:
Fee:
Temporary hearing date:

APPLICANT

Property Owner Highland Crossing LLC
Address 1080 Montreal Avenue, Suite 400
City St. Paul St. MN Zip 55116 Daytime phone 651/690-1598
Contact person (if different) Jim Stolpestad

PROPERTY
LOCATION

Address/Location 2082 Ford Parkway
Legal description Lot 3, Block 1, Highland Crossing
(attach additional sheet if necessary)

TO THE HONORABLE MAYOR AND CITY COUNCIL:

Pursuant to Section 17.07.1 of the City Charter and to Section 409.20 of the Saint Paul Legislative Code, the owners of property within the proposed new or area of the expanded commercial development district hereby petition you to create or expand a commercial development district to include the above described property for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licenses allowed within the liquor patrol limit.

- Required map showing boundaries of proposed district
- Consent petition of owners of property within proposed district
- Consent petition of adjoining property owners
- Affidavit of petitioner
- Affidavit of person circulating consent petition(s)

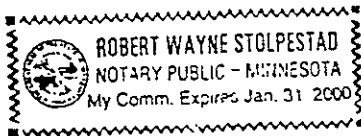
(attach additional sheet(s) explaining the proposal if necessary)

Subscribed and sworn to
before me this 13th day
of September, 1999.

[Signature]
Notary Public

Highland Crossing LLC
By: [Signature]
Its Chief Manager
Fee Owner of Property

Title: _____



99-1179

McGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041

TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 1, 1999

Mr. Bob Kessler
Director of Licensing
City of St. Paul
Office of License, Inspections and Environmental Protection
300 Lowry Professional Building
350 St. Peter Street
St. Paul, MN 55102

Via Messenger

Re: Petition to Create Commercial Development District
Chipotle Mexican Grill, 2082 Ford Parkway
Petitioner: Highland Crossing LLC
Our File No. 60,749-002

Dear Mr. Kessler:

Enclosed please find a Petition to Create a Commercial Development District at 2082 Ford Parkway. The tenant of the premises is Chipotle Mexican Grill of Colorado LLC, which currently has an on-sale wine and beer license. The property owner, and therefore the petitioner for the commercial development district, is Highland Crossing LLC. I enclose the following documents:

1. Petition to Create a Commercial Development District;
2. The consent of owners within the proposed commercial development district;
3. The consent of adjoining property owners within 100 feet;
4. A map of the proposed commercial development district;
5. An affidavit of the person circulating the petition;
6. An affidavit of the petitioner; and
7. A letter from an adjoining property owner supporting the petition.

Please feel free to contact me if you have any questions or need additional information.

Sincerely,

Kaela M. Brennan
Kaela M. Brennan
92:2 113. 1-100 66
RECEIVED
OCT 1 1999

KMB/ms

Enc.

cc: James Stolpestad
Marc Simon

99-1179

MCGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041
TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 22, 1999

Jim Zdon
Department of Planning
& Economic Development
11th Floor
25 West 4th Street
St. Paul, MN 55102

HAND-DELIVERED

Re: Chipotle Mexican Grill of Colorado, LLC
Commercial Development District – 2082 Ford Parkway Location
Our File No. 60,749-002

Dear Mr. Zdon:

You have asked me to provide some additional background information to supplement the pending commercial development district application and on-sale liquor license application for Chipotle Mexican Grill of Colorado, LLC.

Chipotle Mexican Grill is a quick-service, fresh, gourmet-quality Mexican restaurant. The entrees feature fresh ingredients, from which the customer may personalize his or her order.

Chipotle Mexican Grill was founded by Steve Eills, a Culinary Institute of America graduate. Based in Colorado, Chipotle Mexican Grill has become recognized as the leader in the fresh Mexican category with over 20 restaurants in several states. Chipotle decided to locate in Minnesota based on the numerous comments by Minnesotans visiting Colorado asking when Chipotle would come to Minnesota.

In Minnesota, in addition to the St. Paul 2082 Ford Parkway location, Chipotle currently operates two restaurants in Minneapolis, located at 800 Washington Avenue SE in the Stadium Village area and 3040 Excelsior Boulevard, one restaurant in St. Cloud, one restaurant that recently opened at 7638 West 150th Street in Apple Valley, and it plans to open additional restaurants in the metro area.

The primary focus of Chipotle Mexican Grill is food; alcoholic beverages are simply offered to compliment the menu. The alcohol selections in all Chipotle restaurants are limited to bottled beer and pre-mixed margaritas. The standard Chipotle sales from alcohol are small – less than two percent – compared to the sales from food. Margarita sales form an even smaller percentage of the already-low alcohol sales.

Mr. Jim Zdon
October 22, 1999
Page 2

The Chipotle Mexican Grill location at 2082 Ford Parkway in St. Paul opened in June 1999. It has enjoyed a great success. It is open every day from 11 a.m. until 10 p.m. The St. Paul location currently has about 20-25 employees. Approximately 25% of its customers are take-out customers. The St. Paul Chipotle is a tenant of Highland Crossing LLC, under a ten-year lease term, with two five-year extension options.

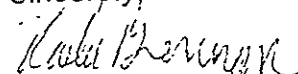
The St. Paul location currently has a wine/strong malt liquor license. Subject to the commercial development district, it has applied for an on-sale liquor license. Chipotle seeks a commercial development district to offer margaritas. It is not a bar. As always, the emphasis will remain on food. But Chipotle believes that margaritas would complement its menu. And Chipotle would like to offer a standard menu selection at all of its locations, including alcohol beverages. Chipotle presented its plan for a commercial development district to the Highland Community District Council neighborhood association, and the Council voted to support the application, requesting that the district be limited to Chipotle. Chipotle is also pleased by the support in the Highland Business Association.

I have enclosed some additional background information for your convenience:

- An informational brochure about Chipotle;
- A sample menu;
- A letter of support from the 2082 Ford Parkway property owner, Highland Crossings Shopping Center;
- A letter of support from the Highland District Council;
- A letter indicating sufficient parking for an on-sale liquor license, and noting access to 110 parking spaces in the immediate vicinity;
- A newspaper article reporting the first Minnesota Chipotle opening; and
- A brief biography of Chipotle Mexican Grill founder Steve Ells.

Chipotle is excited with the opportunity to improve its successful restaurant in St. Paul. We are happy to answer any questions you may have, and to provide any additional information.

Sincerely,



Kaela Brennan

Enclosures

McGRANN SHEA FRANZEN CARNIVAL STRAUGHN & LAMB, CHARTERED
ATTORNEYS AT LAW

WILLIAM R. McGRANN
ANDREW J. SHEA
DOUGLAS J. FRANZEN
DAVID S. ANDERSON
DOUGLAS M. CARNIVAL
ROBERT O. STRAUGHN
PETER L. COOPER
KATHLEEN M. LAMB
RICHARD L. EVANS
COREY J. AYLING
HENRY M. HELGEN III
RANDOLPH W. MORRIS
SCOTT B. CROSSMAN

2200 LASALLE PLAZA
800 LASALLE AVENUE
MINNEAPOLIS, MINNESOTA 55402-2041
TELEPHONE (612) 338-2525
FACSIMILE (612) 339-2386

PAMELA HODGES NISSEN
KEITH N. JACKSON
KATHLEEN MICHAELA BRENNAN
CARLA J. PEDERSEN
WILLIAM R. SEEHAFFER

October 25, 1999

Jim Zdon
Department of Planning
& Economic Development
11th Floor
25 West 4th Street
St. Paul, MN 55102

VIA FAX & U.S. MAIL

Re: Chipotle Mexican Grill of Colorado, LLC
Commercial Development District - 2082 Ford Parkway Location
Our File No. 60,749-002

Dear Mr. Zdon:

As you requested, I enclose some supplemental information concerning Chipotle Mexican Grill and its pending commercial development district application, including:

1. A petition list from Paul Dubruiel, indicating the application required signatures from five of the seven listed entities; and
2. A site plan for the building in which the Chipotle leased premises are located;

I am in the process of obtaining a visual representation of the various commercial entities neighboring Chipotle. Finally, Chipotle is leasing 3,120 total square feet of floor area from Highland Crossing LLC.

Please feel free to contact me if you have any questions or need additional information.

Sincerely,



Kaela Brennan

Enclosures



CITY OF SAINT PAUL
Norm Coleman, Mayor

LOWRY PROFESSIONAL BUILDING
Suite 300
350 St. Peter Street
Saint Paul, Minnesota 55102-1510

Telephone: 651-266-9000
Facsimile: 651-266-9000
651-266-9100

May 21, 1999

Kaela Brennan
McGrann Shea
220 LaSalle Plaza
800 LaSalle Avenue
Minneapolis MN 55402-2041

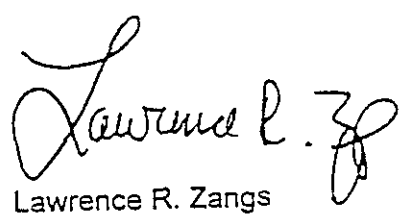
RE: 2082 Ford Pkwy - Zoning Code requirement for off-street parking for Chipotle Restaurant addition of liquor license.

Ms. Brennan:

There is sufficient off-street parking adjacent to the restaurant to meet the zoning code requirement to allow the addition of a liquor license to the existing restaurant.

The combination of the Chipotle restaurant(calculated 1space per 100 s.f.), Barnes and Nobles bookstore and Starbucks coffee shop requires 100 parking spaces. There are 11 spaces in the immediate vicinity of the building complex.

If you have any questions, call me at 651/266-9083.


Lawrence R. Zangs

HIGHLAND CROSSING LLL

May 24, 1999

Honorable Mike Harris
Saint Paul City Council Member
City Hall, Room 310-C
Saint Paul, MN 55102

Re: Chipotle Mexican Grill
2085 Ford Parkway

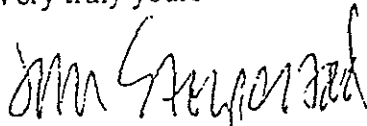
Dear Mike:

As the owner of the Highland Crossing Shopping Center, we are pleased to welcome Chipotle Mexican Grill to the property because we believe the restaurant will be a real asset to the Highland Park neighborhood.

We understand the Highland Community District Council recently decided to support Chipotle's request that a commercial development district be formed to enable the restaurant to serve certain menu items. We understand this district will be connected to the restaurant itself instead of the property leased to the tenant. I am writing to let you know that we support this request and hope you will do so as well when this matter comes before the City Council.

If you have questions or need additional information, please do not hesitate to contact me.

Very truly yours



James A. Stolpestad
Chief Manager

MAY 25 1999

Steve Ells, Chipotle Mexican Grill Founder & CEO

Chipotle Mexican Grill founder Steve Ells has always been interested in the fine art of cooking. His passion for it is what prompted this talented chef to become an entrepreneur.

After graduating from the University of Colorado in 1988 with a Bachelor of Arts degree in Art History, Ells attended the Culinary Institute of America in Hyde Park, New York, graduating from that prestigious institution in 1990.

As a classically trained chef schooled in the art of French cooking, Ells landed a job with Stars Restaurant in San Francisco, considered to be among the finest, if not the finest restaurant in the United States. His entrepreneurial skills began to flourish there as he learned the intricacies of operating a world-class restaurant.

But Ells recognized an entrepreneur's opportunity, not within the world of five-star restaurants, but at the local taquerias that were common in San Francisco's Mission District. He knew he could elevate that simple fare into something extraordinary using his classical chef's training. Driven by his vision, Ells set out to establish Chipotle Mexican Grill. People have been lining up for his premium quality burritos since the day he opened the doors to his now-famous restaurant.

With an emphasis on great-tasting food, quality, and simplicity, Ells has established a new niche in dining. And with recently-added partner McDonald's Corporation now involved in the company's expansion, Chipotle Mexican Grill is poised to become the country's best-known, most-talked about restaurant.

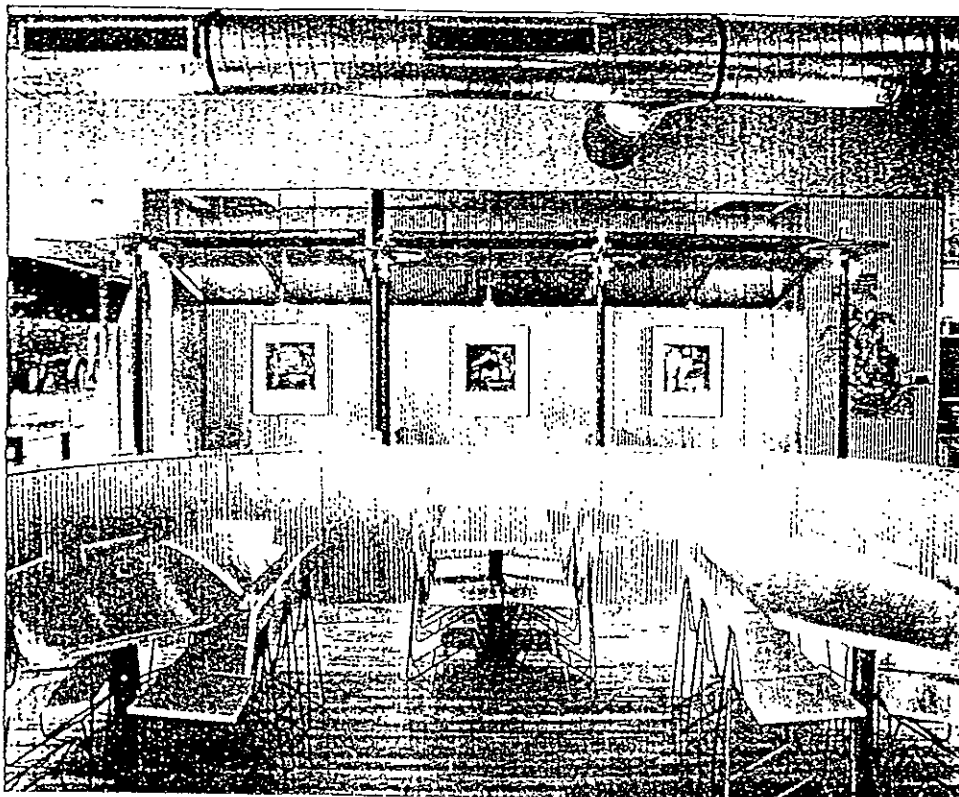
Colleagues and co-workers credit Ells' success to his willingness to push the boundaries of previously accepted norms of restaurant operations, and his tireless quest for quality in everything he does. Chipotle Mexican Grill is the direct result of Ells refusal to compromise his vision, and charting a course quite contrary to the path followed by most chefs of his caliber.

Steve Ells is active in a number of local organizations and through Chipotle Mexican Grill a variety of charitable causes. He is a past board member of the American Institute of Wine and Food - Denver Chapter. Ells has recently been asked to serve on the board of Project Angel Heart, a philanthropic organization that provides free meals to those suffering with the HIV virus. He has also been asked to serve on the advisory board for the College of Liberal Arts and Sciences at the University of Colorado, his alma mater.



Chipotle Grill plans local debut

99-1179



The Denver-based "quick-service fresh-Mex" chain generates an average of \$1 million in revenues at each of its 18 locations. McDonald's has signed on as an equity partner.

RESTAURANTS There's room for all, competitors say

By Jennifer Franklin
Staff reporter

In March, a hot new restaurant will be trying to get fresh with the Twin Cities.

Chipotle Mexican Grill (pronounced Chi-poot-lay), a Denver-based chain, will open a store in Stadium Village, on the East Bank of the University of Minnesota, March 11. Two more are slated to open this year, one in Calhoun Commons (a development, now under construction, just northwest of Lake Calhoun that will have a Whole Foods as its anchor store) and one in the Highland Park neighborhood of St. Paul. The latest offering in the so-called "quick-service fresh-Mex" category, Chipotle will rival eateries like locally owned Baja Tortilla Grill and Madison, Wis.-based Pasqual's Southwestern Deli and Salsaria. Technically, both Chipotle and Pasqual's are Southwestern cuisine, but are similar enough to Baja Tortilla Grill to compete for the same market.

CHIPOTLE to page 30

CHIPOTLE

from page 3

Chipotle's chain comprises 16 stores in Colorado (two in Kansas City (one in Kansas and one in Missouri) and one in Columbus, Ohio). *Nation's Restaurant News* reported that in 1997 each of Chipotle's units generated around \$1 million in sales.

Now the home of the 20 ounce burrito is ready to make its move on Minnesota. And with Oak Brook Ill.-based McDonald's Corp. as one of its equity partners, Chipotle has powerful backing to compete with the incumbent fresh-Mex restaurants in town.

Dan Fogarty, director of marketing for Chipotle Mexican Grill Inc., thinks that the Twin Cities will be a great market for Chipotle's concept. "There are a lot of similarities between the Twin Cities and Denver," he said. "Lots of people from Minnesota visit our stores and ask us to open one out there."

All three competitors boast fresh ingredients, tasty fare, modest prices, quick service and (at many locations) liquor service as reasons why adults with exotic tastes and a limited amount of time and money will want to eat there. Each positions itself slightly differently in the category — Baja Tortilla Grill makes its own fresh tortillas and has a salsa bar with a variety of homemade salsas; Chipotle's menu of burritos, quesadillas, margaritas and concentrates on a neighborhood atmosphere; Pasqual's offers a deli menu in addition to tacos and burritos, including salads and sandwiches. Pasqual's also does a catering business, which in the winter accounts for 30 percent of its business.

Baja Tortilla Grill is believed to be the first of its kind in the Twin Cities. The company, which has about 100 units in the Twin Cities and the

"You'll find it's a new category, and new categories expand."

Dan Fogarty

CHIPOTLE MEXICAN GRILL INC.

new tastes and textures, and Mexican food, from Taco Bell to Mexican dinner houses, is growing in popularity."

Baja Tortilla Grill currently has three stores in the Twin Cities metro area, expects to open three more this year at several Byerly's locations, and would like to expand into greater Minnesota and beyond. Platt said that the company is looking to raise between \$1 million and \$2 million toward that goal.

"I think Uptown can handle a third [competitor in the category]," said Mike Mills, general manager of Pasqual's Hennepin Avenue store. "Baja Tortilla Grill opened a store two blocks away, and it really hasn't affected our business. There are just so many people in Uptown who like to eat out."

Fogarty compared the rising popularity of Mexican and Southwestern cuisine to booms in coffee and micro-brewed beer in recent years. "I think you'll find that it's a new category, and new categories expand," he said. "It's a good thing [for the consumer to have several different choices] because then people will know more about this kind of food, and they'll want our food." Fogarty added that savvy customers know they don't have to eat fast food in order to eat inexpensively and quickly. "We've been able to raise the bar on quick-service food."

Although it has a minority interest in Chipotle, McDonald's is nevertheless "one of our largest investors," said Fogarty. "They are a significant investor, but we have others, too. We operate as our own company," he said. But Fogarty added that, more than just getting money from the burger giant, Chipotle is getting validation. "This is the first time McDonald's has gone outside the company to invest in another restaurant. It just shows how god-dang cool the concept is."

south-of-the-border emporiums they can. And, following a national trend of a public with an insatiable appetite for Mexican food, the market can probably bear it.

Dick Grones, principal at Cambridge Commercial Realty, an Edina firm that represents several national restaurant chains, thinks that all three burgeoning chains can survive and thrive in the metro area. "It's so location-sensitive," he said. "As long as they pick their spots judiciously, they should all do well. I tend to see this as being something that's trending everywhere in the country."

Mike Platt, president and CEO of Bloomington-based Fresh Food Ventures Inc., the parent company of Baja Tortilla Grill, agreed with Grones. "[Chipotle] will probably succeed, it's smart and they're choosing good locations. But we will continue to prosper because our sales are very high and growing fast, and we have a strong and growing market. Most people like to try

- COPY - 99-1179

CITY OF SAINT PAUL

CONSENT OF ADJOINING PROPERTY OWNERS FOR CREATION OR EXPANSION OF A COMMERCIAL DEVELOPMENT DISTRICT

We, the undersigned, owners of the property within 100 feet of the total contiguous description of real estate owned, purchased, or sold by THE PETITIONER within one year preceding the date of this petition acknowledge that we have been presented with the following:

1. A copy of the petition of Highland Crossing LLC (name of petitioner) to create or expand a commercial development district on property located at 2082 Ford Parkway, for the purpose of removing the property from restrictions on the number of on-sale intoxicating liquor licenses allowed within the liquor patrol limit.

2. A copy of Section 17.07 of the City Charter and Section 409.20 of the Saint Paul Legislative Code; and acknowledge that we are aware that there is no limitation on the number of on-sale intoxicating liquor licenses in a commercial development district, except as set forth in Section 17.07.2(6) of the City Charter. We hereby consent to the petition of:

Highland Crossing LLC to create/expand a commercial development district. (name of petitioner)

We consent to the approval of this commercial development district as it is explained to us by the applicant or his/her representative.

ADDRESS OR P.I.N. #	RECORD OWNER	SIGNATURE	DATE	
17-28-23-14-0002-2	Village Apartments II c/o Otness Management Co.			
17-28-23-11-0101-7	Highland Crossing LLC	<i>[Signature]</i>	9/13/99	OK
17-28-23-11-0102-0	The Highland Bank	<i>[Signature]</i>	9/30/99	OK
17-28-23-11-0100-4	2075 Ford Parkway LLC			
17-28-23-11-0088-5	Harold J. Lysne, Trustees Janet M. Lysne	<i>[Signature]</i>	9/20/99	0
17-28-23-11-0087-2	Harold J. Lysne, Trustees Janet M. Lysne	<i>[Signature]</i>	9/20/99	0
17-28-23-11-008609	Harold J. Lysne, Trustees Janet M. Lysne	<i>[Signature]</i>	9/20/99	0

NOTE: This petition shall not be considered as officially filed until the lapse of seven (7) working days after it is received by the City Clerk. Any signator of this petition may withdraw his/her name therefrom by written request within that time.

AFFIDAVIT
OF PERSON CIRCULATING THE CONSENT PETITION

STATE OF MINNESOTA)

: SS

COUNTY OF RAMSEY)

Gail P. Brown, being first duly sworn, deposes and states that he/she is the person who circulated the consent petition consisting of 1 pages; that affiant represents that the parties described on the consent petition are all the respective owners of the properties placed immediately before each name; that affiant is informed and believes that each of the parties described on the consent petition is an owner of the property which is within 100 feet of any property owned, purchased, or sold by petitioner within one (1) year preceding the date of this petition which is contiguous to the property described in the petition; that none of the parties described in the consent petition has purchased or is purchasing property from the petitioner that is contiguous to the property described on the consent petition within one (1) year of the date of the petition; that this consent was signed by each of said owners in the presence of this affiant, and that the signatures are the true and correct signatures of each and all of the parties so described.

Gail P. Brown

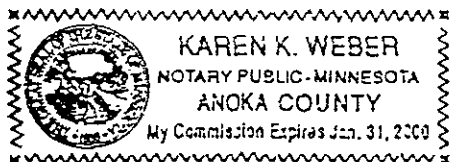
NAME McGrann Shea Franzen Carnival
Straughn & Lamb, Chtd
800 LaSalle Avenue, Suite 2200
~~Minneapolis MN 55402~~
ADDRESS

612-338-2525

TELEPHONE NUMBER

Subscribed and sworn to before me
this 1 day of October, 1999

Karen K. Weber
NOTARY PUBLIC



PETITION TO CREATE OR EXPAND
A COMMERCIAL DEVELOPMENT DISTRICT
AFFIDAVIT OF PETITIONER

STATE OF MINNESOTA)

: SS

COUNTY OF RAMSEY)

Highland Crossing LLC, by its
The petitioner, Chief Manager, Jim Stolpestad, being first duly sworn, deposes and states that the consent petition contains signatures from at least two-thirds (2/3) of all eligible properties within 100 feet of all property owned, purchased, or sold by petitioner within one (1) year preceding the date of this petition which is contiguous to the property described in the petition; petitioner is informed that the consent petition must contain signatures from each and all owners of jointly-owned property in order to constitute consent from that property and that failure to obtain consent from each and all owners could invalidate the consent petition; petitioner believes that the consent petition was signed by each of said owners and that the signatures are the true and correct signatures of each and all of the parties so described.

Jim Stolpestad

Jim Stolpestad
NAME

1080 Montreal Avenue, Suite 400
ADDRESS

651/690-1598
TELEPHONE NUMBER

Subscribed and sworn to before me
this 1 day of October, 1999

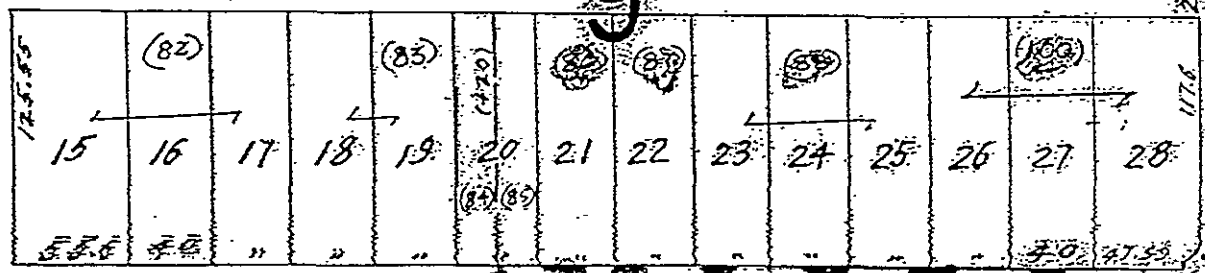
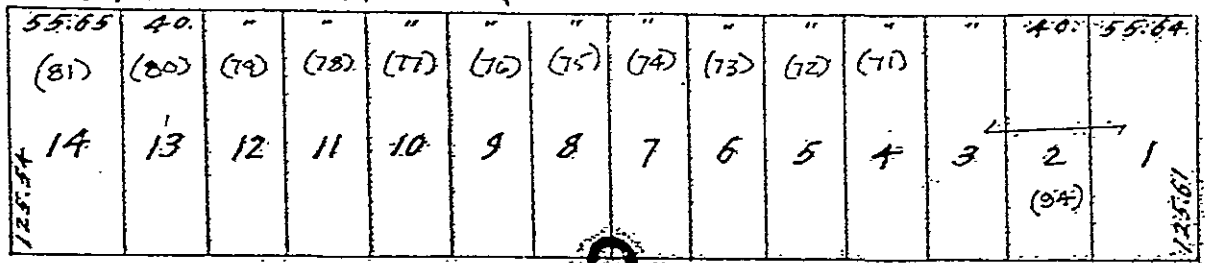
William M. Bertram
NOTARY PUBLIC

MM #20187427

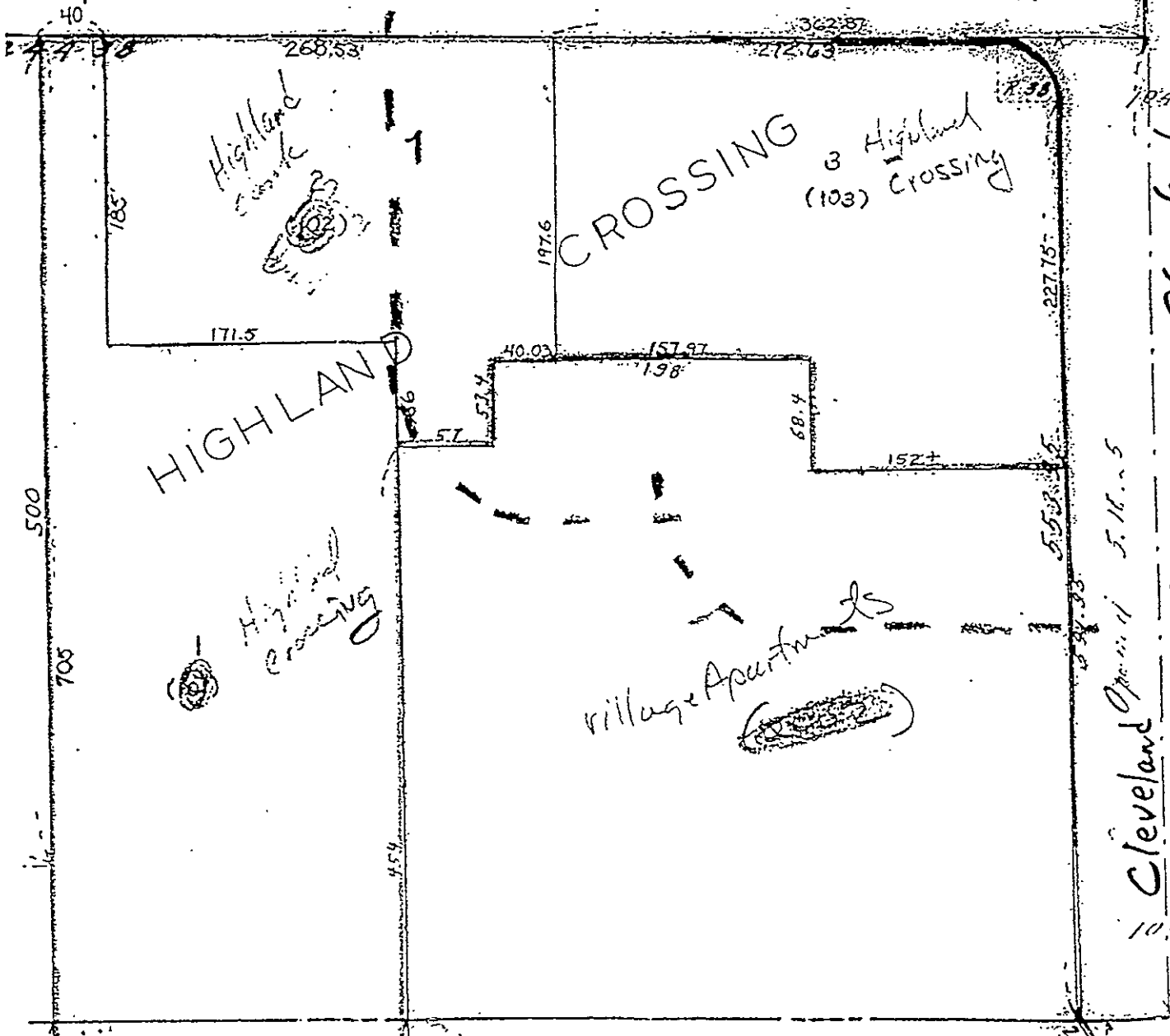
Expires 1/31/2005

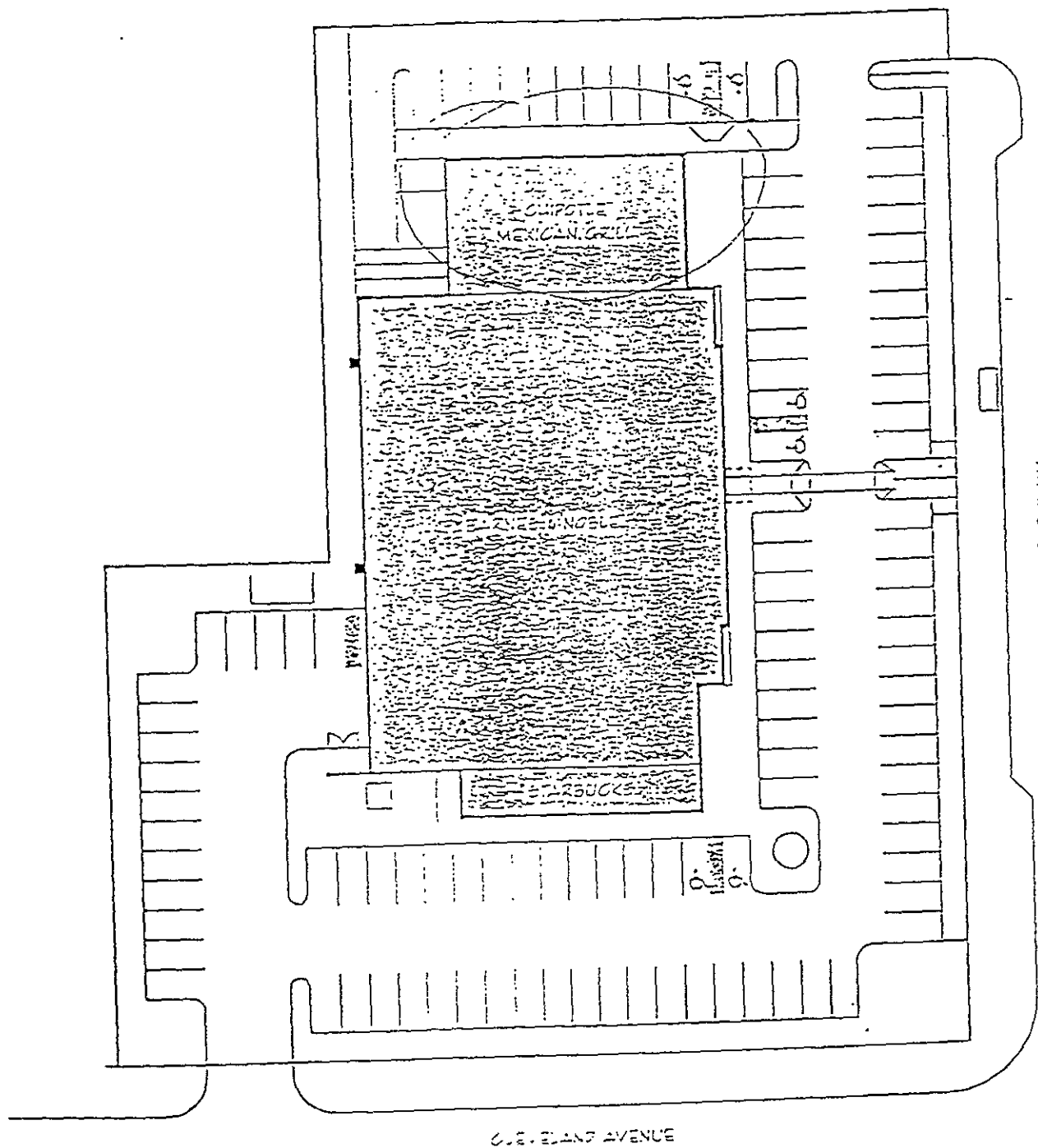
1728 2311 AVE.

FINN



Ford PARKWAY 100'





© 1999 Exeter Realty Cor

HIGHLAND CROSSING
 2078 - 2082 Ford Parkway - Saint Paul, MN 55116