

 **STAFF REPORT**

Agenda Item :1

**DOCKET NUMBER: P.D. 18-01 LUCB MEETING: April 12, 2018**

**NAME:** Dealer's Auto Auction Planned Development

**LOCATION:** 11625 and 11811 Highway 64: south of Highway 64, approximately 1,668.98' east of Reed Hooker Road

**COUNCIL DISTRICTS:** District -1; Super District 9-Positions 1, 2 & 3

**OWNER OF RECORD:** Top Dog Trade Center, Inc. and Richardson Revocable Living Trust

**APPLICANT:** Andrews, LLC

**REPRESENTATIVE:** Nathan Bicks, Burch Porter Johnson

**ENGINEER:** Lee Davidson, The Reaves Firm, Inc. and Cindy Reaves, SR Consulting, LLC

**REQUEST:** Mixed use planned development to permit a wholesale car auction facility with vehicle storage and related activities; commercial outparcels along Highway 64; and a conservation area/easement

**EXISTING ZONING:** Conservation Agriculture (CA) District, but governed by PD 93-356 CO on 11625 Highway 64 and Conservation Agriculture (CA) and Conservation Agriculture Floodplain [CA(FP)] Districts on 11811 Highway 64

**CONCLUSIONS**

1. The site is addressed 11625 and 11811 Highway in the Eads Community. The site is approximately 1,668.98 feet east of Reed Hooker Road. The site includes the current Big Top Flea Market property (11625 Highway 64) and the 127+ acres of farmland to the east (11811 Highway 64).
2. The applicant is requesting to amend the Big Top Flea Market Planned Development/Top Dog Salvage (PD 93-356 CO) and add 127.34 acres of farmland. The amendment is to create a 36.7-acre auto auction site; 3 commercial outparcels with CMU-2 uses to include hotel uses and a convenience store with gasoline sales; and 78-acre Conservation and Detention Area
3. . Based upon the applicant's responses and staff review, the site has complied with the Planned Development General Provisions.

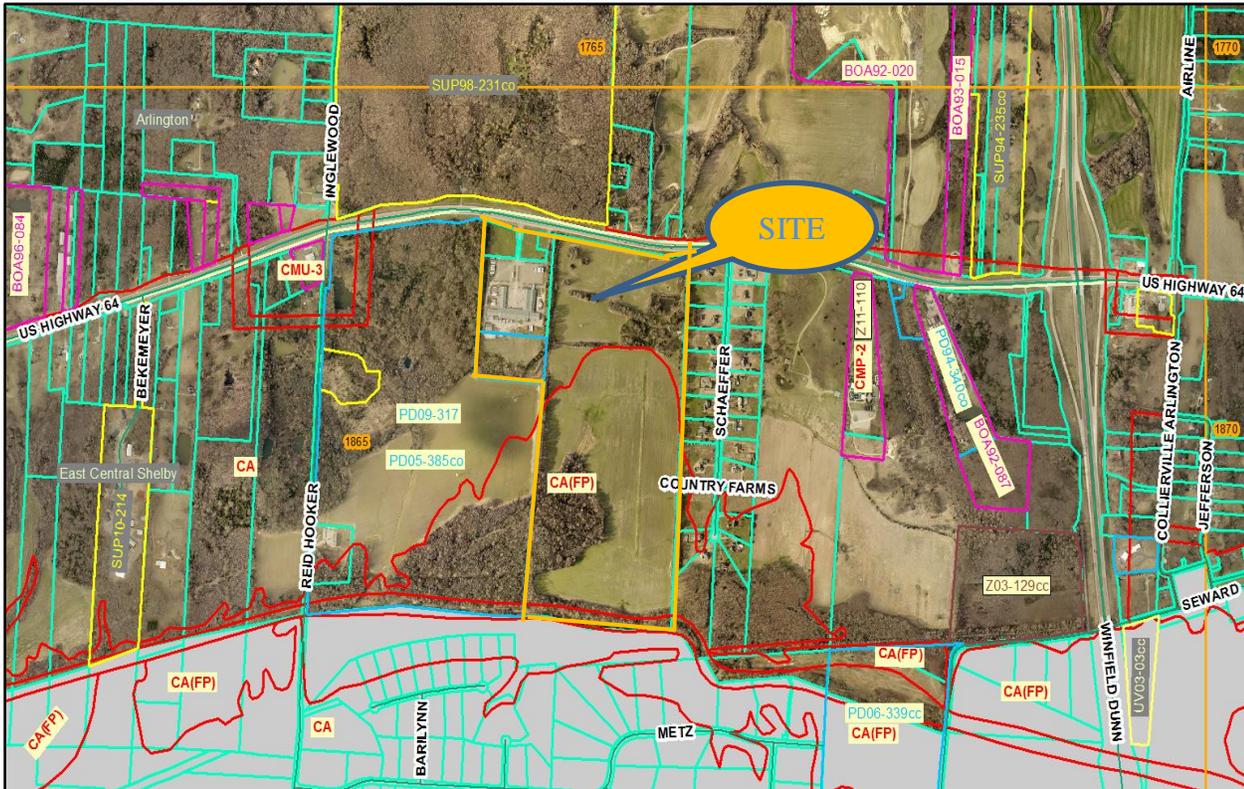
**RECOMMENDATION:**

*Approval with Conditions*

Staff Writer: Marion Jones

Email: [marion.jones@memphistn.gov](mailto:marion.jones@memphistn.gov)

## ZONING



The Site is outlined in orange.

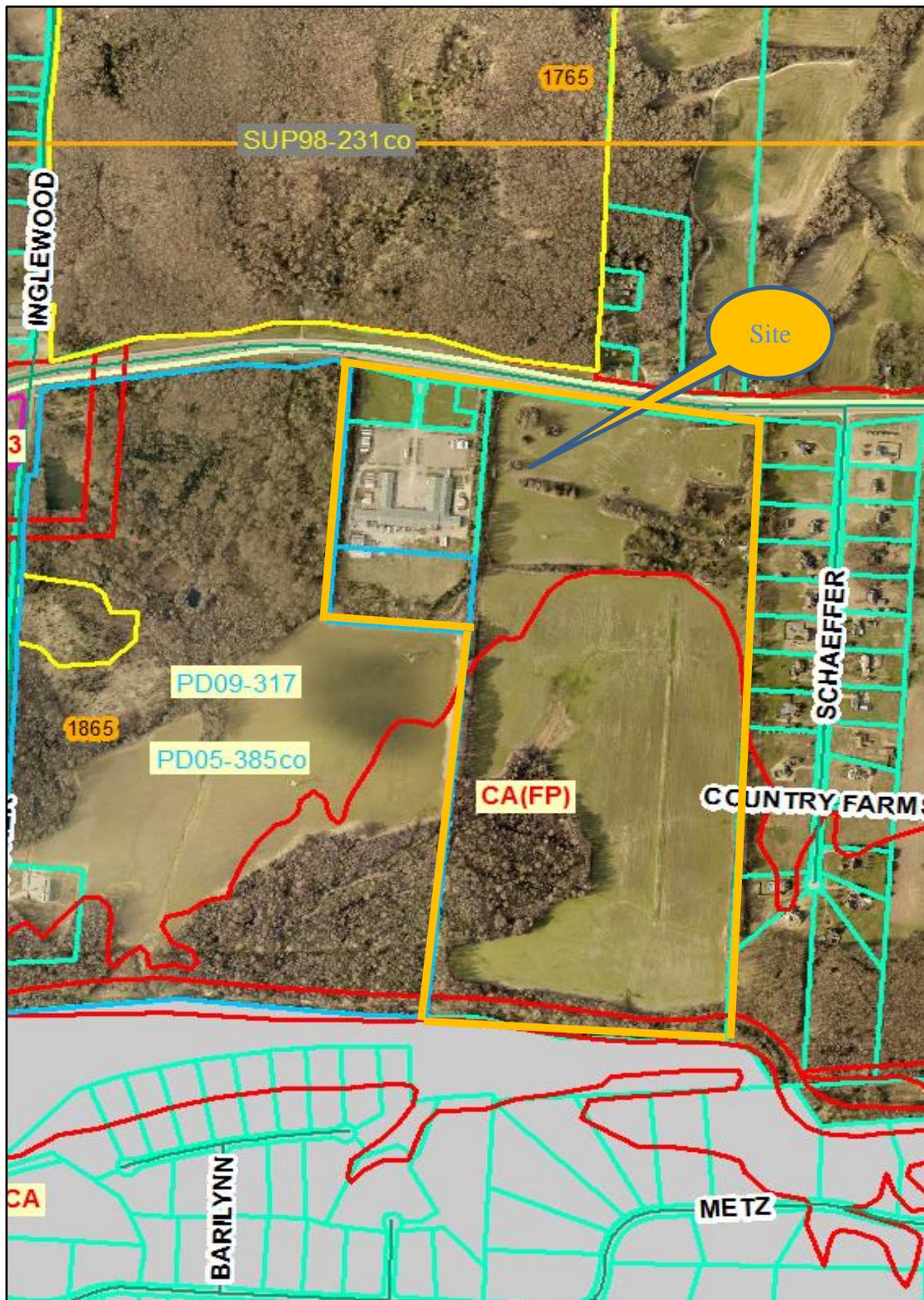
North: Across Highway 64, vacant land in the Conservation Agriculture (CA) District in the Town of Arlington.

South: Vacant land. PD 09-317 CO, Rockgate Center PD was approved for a time extension to expire on August 13, 2019. PD 09-317 CO is a mixed-use plan that contains single-family and multi-family residential, institutional land for a church/school, office and commercial land uses. Residential development in the Conservation Agriculture (CA) and Conservation Agriculture Floodplain [CA(FP)] Districts.

East: Residential in the Conservation Agriculture (CA) District.

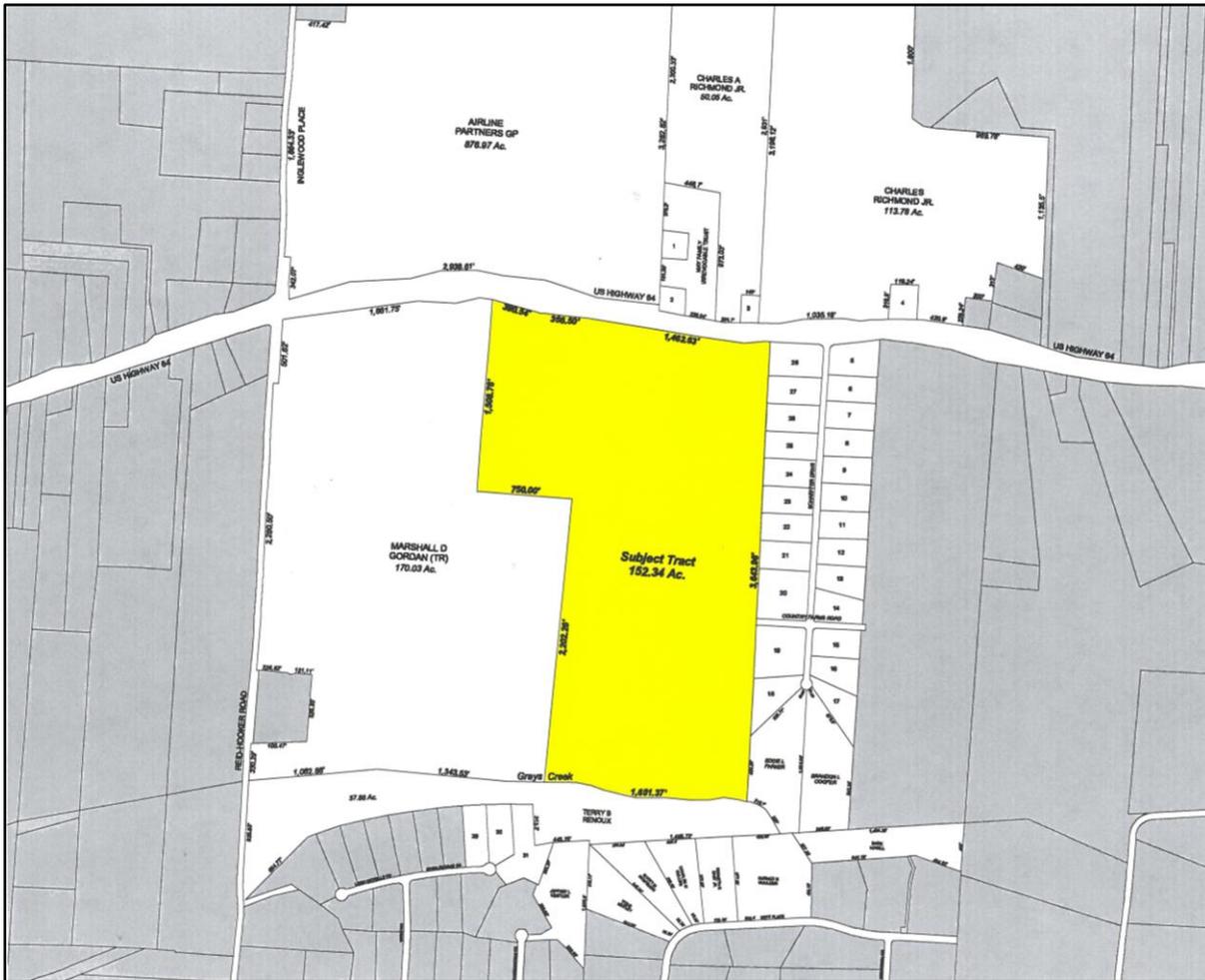
West: There is a single-family house located near the southeast corner of the Highway 64 and Reid Hooker intersection. The remainder of the tract is vacant. PD 09-317 CO, Rockgate Center PD was approved for a time extension to expire on August 13, 2019. PD 09-317 CO is a mixed-use plan that contains single-family and multi-family residential, institutional land for a church/school, office and commercial land uses.

**BIRDS EYE VIEW**



The site is outlined in orange.

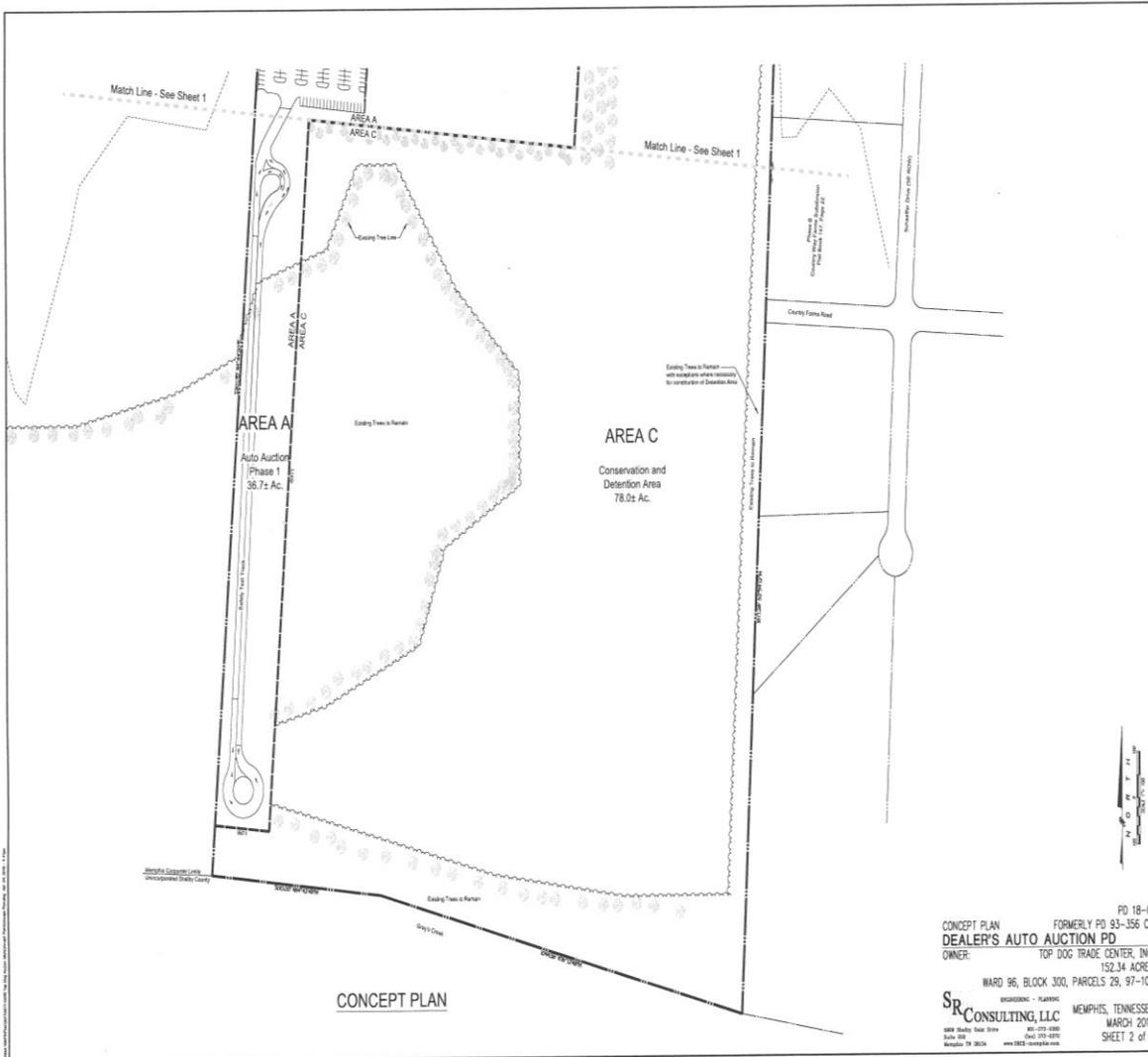
**VICINITY MAP**



**List of Property Owners**

Lot #	Owners Name
1	Yates Freddie M & Barbara J
2	Pinson Barbara J And Willie B Anderson
3	Matthews Bobbie L And Bobbie L Thomas
4	Haden Jesse E & Julia A
5	Casey Colleen
6	Brown Irvin & Betty H
7	Jamison Scott W
8	Russell Kenneth H & Geraldine
9	Kiihnl Ronald T & Holly M
10	Watts Johnny L & Elizabeth A
11	Jackson Valerie N
12	State Of Tennessee
13	Moore Mike & Ann
14	Carbone Cosimo D & Jeanette P Carbone
15	Espinoza Berenice & Mario
16	Russell Michael R & Kimberly A
17	Oti Chiemezie & Nyanday
18	Brown Steven R & Cynthia R
19	Desai Vippul K
20	Cage Leroy Jr.
21	Bartlett Christopher C & Kristin L
22	Bland Steve D & Vicki L
23	Mickens Calvin & Keshia
24	Jackson Anna M
25	Ward Terrance L
26	Robinson David J
27	King Latonya D
28	Bruce Sammie & Ada B
29	Behymer Ronald T & Stephanie L
30	Callaway Kari-Kristen A
31	Johnson Kevin





**CONCEPT PLAN SUBMITTED FOR TRC (MARCH 20, 2018)**



**ELEVATIONS**



**LETTER OF INTENT**



LAW OFFICES  
Burch, Porter & Johnson, PLLC  
130 North Court Avenue  
Memphis, TN 38103  
Phone: 901.524.5000  
Fax: 901.524.5024  
bpjlaw.com

January 2, 2018 Revised March 21, 2018

Memphis/Shelby County Land Use Control Board  
125 North Main, 4<sup>th</sup> Floor  
Memphis, Tennessee 38103

Re: Dealers Auto Auction of Memphis, LLC—Planned Development application

Dear Members of the Board:

This letter is submitted as a Letter of Intent for the application of Dealers Auction of Memphis, LLC, ("Dealers Auction") for approval its proposed planned development at 11625 Highway 64 in Memphis. This proposal is an adaptive re-use of the current planned development at this location on which Top Dog Salvage currently conducts its retail operations (Big Top Flea Market P.D. #93-356 CO) and also includes approximately 127 acres to the east. As shown on the Concept Plan, Area A will consist of the re-use of the existing Top Dog site with additional property to the east. Area B will consist of future commercial outparcels along Highway 64. Area C will consist of a conservation area to act as a buffer between the future expansion/future commercial areas and the adjacent residential properties.

Dealers Auto Auction is a niche wholesale business that sells autos to car dealers for resale. Because its business is not targeted to the general public, it is unlike ordinary car dealerships in several respects:

- \*auctions are only held at limited times during the work week, typically 1-2 times per week, and normal business hours are 8 a.m. - 5 p.m. (Monday-Friday).
- \*Because of its specific market clientele, there is little need for the usual signage, lighting and other features associated with car dealerships.
- \*all auction activities will occur inside the facility and there will be no outdoor intercoms.
- \*the design of the facility includes on-site test area for buyers to drive vehicles, thereby eliminating the need for off-site test drives.
- \*enhanced landscaping, including berms and beefed up greenery, will assure visual screening from Highway 64 and neighboring properties.
- \*there will be no appreciable traffic increase from the current use because of the limited nature of sales activities on site.

We would appreciate your support of this application.

Sincerely,

BURCH, PORTER & JOHNSON, PLLC

Nathan A. Bicks

### PHOTOGRAPHS BY GOOGLE INSTANT STREET VIEW



11625 Highway 64



Entrance into site



View of Building on the site



11811 Highway 64 next to 11625 (white fence)

# 11811 Highway 64





Highway 64 near Schaeffer Road

**PUBLIC NOTICE:** 45 Public Notices were mailed on Tuesday, March 27, 2018.

**SIGN AFFIDAVIT:**

The public notice sign was posted on April 1, 2018.

AFFIDAVIT

Shelby County  
State of Tennessee

I, Melanie Jones, being duly sworn, depose and say that at 10:30 am on the 1st day of April, 2018 I posted four Public Notice Signs pertaining to Case No. PD 18-01 along the subject property on Highway 64 providing notice of a Public Hearing before the April 12, 2018 Land Use Control Board for consideration of a proposed Land Use Action (Planned Development), a photograph of said sign(s) being attached hereon and a copy of the sign purchase receipt or rental contract attached hereto.

Melanie Jones 04/02/2018  
Owner, Applicant or Representative Date

Subscribed and sworn to before me this 2 day of April, 2018

Kurt Sweeney  
Notary Public  
My commission expires: 01/20/2020

ROBERT M. SWEENEY  
STATE OF TENNESSEE  
NOTARY PUBLIC  
SHELBY COUNTY  
MY COMMISSION EXPIRES

**PUBLIC NOTICE SIGNS:**



4 public notice signs posted along Highway 64.

**MARCH 19, 2018 NEIGHBORHOOD MEETING SIGN-IN SHEET**

SIGN IN SHEET				
Date: 3/19/18	Dealer's Auto Auction P.D. a Mixed Use Planned Development			
Contact	Address	Phone Number	Email	
1 Johnny Watts	3000 Schaeffer Dr	901-867-4820	WATTS-JOHNNY@comcast.net	
2 Elizabeth Watts	"	"	"	
3 Ken Russen	3040 Schaeffer Dr	901-378-7016	KenRussell@bellsouth.net	
4 Phillip Butler	8094 Dogwood-	901-508-2669	phillip.cantobuyer@gmail.com	
5 LEE DAVIDSON	6800 Poplar	901-761-2016	LDAVIDSON@REAVESFIRM.COM	
6 Willie Richardson	11811 Hwy 64 Eads, TN	901-867-0093		
7 Kenneth Richardson	2650 Knoxville Loop Falls, TN 38028	Cell: 901-490-3590 901-466-1907 Home	N/A	
8 Ravis Cobbett	11340 Furwixds Dr.	901-212-7197	Ckray3967@AOL.net	
9 Mary Coking	2430 W Reid Hooker Rd	901-230-9316		
10 David Robinson	3055 SCHAEFFER DR	901-246-7133	ACROPEITS@AOL.COM	
11 Jeff Kiestler	2640 Foresterian CV	901-212-1190	Jeff.Kiestler@bellsouth.net	
12 Jim Drain	11496 Leighmichelle cv Eads	901-277-1007	jim.draineptsupply.com	
13 Don Thomas	11806 Hwy 64	901-487-1826		
14 CDR JC Bogan	2332 N REED HOOKER RD	901-791-0477	CDRJCBOGAN@BELLSSOUTH.NET	
15 Michael Russell	2860 Schaeffer Dr Eads	901-921-6879	michaelrayrussell@gmail.com	
16 Rita Hallum	2868 Summer Oaks Bartlett, TN 38134	901-277-6356	rita.hallum@crye-leike.com	
17				
18				
19				
20				

**SUMMARY OF NEIGHBORHOOD MEETING:**

We had the second neighborhood meeting on 3/19/18  
 We started the meeting at 6:10 and it ended at 8:05 pm.  
 The new plan was presented and there was lots of discussion on the conservation easement and its advantage to the development.

Mr. Bogan discussed his concerns with the aquifer and we assured him we would exceed the required testing and informed him that DAA has two other locations that are on septic systems and he has had no problems or complaints. We also discussed the operation of the auction, lighting, hours of operation and answered questions.

There was a little discussion on the unimproved stub street and if there would be any advantage to abandon or close it if the two adjacent owners wanted the additional land or does it give them enough protection by not being improved.

We felt this was a very informative meeting and sensed with the separation of the conservation easement that this was a positive step in the right direction.

### **Staff Analysis**

The site is addressed 11625 and 11811 Highway in the Eads Community. The site is approximately 1,668.98 feet east of Reed Hooker Road. The site includes the current Big Top Flea Market property (11625 Highway 64) and the 127+ acres of farmland to the east (11811 Highway 64).

The "Eads" area is defined as the area on the south side of Highway 64 from the west side of Cobb Road to the Shelby-Fayette County line. The "Eads" area is proposed for de-annexation by the City of Memphis. The City of Memphis Administration (Mayor) and the Memphis City Council officially began this process with the approval of a resolution on Tuesday, January 23, 2003.

This site is subject to an ordinance that will detach it from the City of Memphis. As a result of the official action begun by the City of Memphis, sanitary sewer will not be extended beyond the Memphis Corporate Limits unless a previous agreement is in place. In addition, a representative from the City Engineering Division suggested that OPD Staff also obtain comments from the County Engineer's Office on current and future development proposals located in the area(s) proposed for deannexation. The Shelby County Engineer's Office was contacted and asked for comments on this case (Refer to page 22).

### **REQUEST**

The applicant is requesting to amend the Big Top Flea Market Planned Development/Top Dog Salvage (PD 93-356 CO) and add 127.34 acres of farmland zoned Conservation Agriculture and Conservation Agriculture Floodplain. The amendment is to create a 36.7-acre auto auction site; 3 commercial outparcels with CMU-2 uses to include hotel uses and a convenience store with gasoline sales; and 78-acre Conservation and Detention Area.

#### Dealer's Auto Auction

This use is designated as Area A, Phase I on the outline plan. The auto auction use is for dealers to purchase vehicles with office and light maintenance uses such as locksmith and glass providers, mechanic shop and car wash accessory uses and a 20-acre future expansion of the inventory area. The letter of intent states:

Dealers Auto Auction is a niche wholesale business that sells autos to car dealers for resale. Because its business is not targeted to the general public, it is unlike ordinary car dealerships in several respects:

- \*auctions are only held at limited times during the work week, typically 1-2 times per week, and normal business hours are 8 a.m. - 5 p.m. (Monday-Friday).
- \*Because of its specific market clientele, there is little need for the usual signage, lighting and other features associated with car dealerships.
- \*all auction activities will occur inside the facility and there will be no outdoor intercoms.
- \*the design of the facility includes on-site test area for buyers to drive vehicles, thereby eliminating the need for off-site test drives.
- \*enhanced landscaping, including berms and beefed up greenery, will assure visual screening from Highway 64 and neighboring properties.
- \*there will be no appreciable traffic increase from the current use because of the limited nature of sales activities on site.

This site will permit the owner to relocate operations from several scattered sites near the Memphis International Airport to one facility and provide an opportunity for the business to expand in to the 20-acre future expansion area. Business activities and services provided will include areas for:

- Decommission/inspection/clean
- Marshalling
- Test Drive area
- Pre-auction wash
- Auction activities will be conducted inside the building
- Auction staging
- Outdoor storage/storage behind the building.

The site is currently on a septic tank system. Refer to the Health Department comments on pages 23-25. The plans are to remain on septic tank.

#### Commercial Outparcels

The outline plan shows three (3) commercial outparcels along Highway 64. The combined acreage for the commercial outparcels is 16.5+ acres. Two of the outparcels were created by the previous planned development. The larger outparcel closest to the Conservation and Detention Area is being added. It is 11.5+ acres. The applicant is proposing Commercial Mixed Use -2 (CMU-2) District uses with certain exceptions and two additional uses (hotel uses and one convenience store with gasoline sales as reflected in the conditions).

#### Conservation and Detention Area

The applicant is proposing a 78+ acres Conservation and Detention Area. This area was initially identified for a single-family rural development. Due to the septic tank failures in this area and objections from the neighbors, a conservation easement is proposed. The conditions on page 18 govern the uses, ownership and maintenance of this area.

The applicant plans to create a lake in this area to provide the needed fill material for the development proposed in Areas A and B.

#### **4.10.3 Planned Development General Provisions**

The governing bodies may grant a special use permit for a planned development which modifies the applicable district regulations and other regulations of this development code upon written findings and recommendations to the Land Use Control Board and the Planning Director which shall be forwarded pursuant to the provisions contained in section 4.10.3:

- The proposed development will not unduly injure or damage the use, value and enjoyment of surrounding property nor unduly hinder or prevent the development of surrounding property in accordance with the current development policies and plans of the City and County.
- An approved water supply, community waste treatment and disposal, and storm water drainage facilities that are adequate to serve the proposed development have been or will be provided concurrent with the development.
- The location and arrangement of the structures, parking areas, walks, lighting and other service facilities shall be compatible with the surrounding land uses, (see UDC sub-section 4.10.3C).
- Any modification of the district standards that would otherwise be applicable to the site are warranted by the design of the outline plan and the amenities incorporated therein, and are not inconsistent with the public interest.
- Homeowner's associations or other responsible party shall be required to maintain any and all common open space and/or common element.
- Lots of record are created with the recording of a planned development final plan.

The applicant's responses to these general provisions are provided on page 28. Based upon the applicant's responses and staff review, the site has complied with the Planned Development General Provisions.

**RECOMMENDATION:** Approval subject to the following conditions on pages 18-20 of this report.

## OUTLINE PLAN CONDITIONS

The applicant's recommended conditions are in black.  
Green Parenthesis ( ) denotes a deletion of a word or phrase.  
OPD Staff conditions or modifications are in red.

### I. Uses Permitted

#### A. Area A

1. Dealer's auto auction and office uses accessory to the auction.
2. Permit related light maintenance accessory uses including locksmiths and glass providers, mechanic shop and car wash. **The following are prohibited onsite:**
  - A. **Vehicle painting operations.**
  - B. **Body work.**
  - C. **Outdoor intercom system.**

#### B. Area B - Any use permitted by right in the Commercial Mixed Use-2 (CMU-2) District subject to sewer or septic availability with Hotel uses and one convenience store with gas pumps also permitted. The following uses are prohibited:

1. Bar, Tavern, Cocktail Lounge, Nightclub
2. Tattoo, Palmist, Psychic or Medium
3. **Container Home**
4. **Pawnshop**
5. **Retail Sales Outdoors (vendor), Flea Market**
6. **Vapor Shop**
7. **Light manufacturing or assembly of equipment, instruments, or goods**
8. **Microbrewery and microdistillery**

#### C. Area C – Conservation and Detention Area

1. **The Conservation Area shall be created, owned and maintained as provided by Sub-Section 6.2.4(A-C) of the UDC.**
2. **A man-made lake shall be permitted in the Conservation Area and shall be shown and recorded on a final plat. A final plat for Area C shall be recorded with either Area A and/or B or shall be recorded separately.**
3. **Easement to be recorded under separate instrument number and referenced on the recorded final plat.**

### II. Bulk Regulations: The bulk regulations of the CMU-2 District shall apply with the following exceptions:

- A. **The maximum height of any building shall be 35 feet.**
- B. Area A Maximum (green) floor area permitted shall be 100,000 square feet

### III. Access and Circulation

- A. Permit five curb cuts along US Highway 64 frontage, design and location to be approved by the City Engineer.
- A. The City/County Engineer shall approve the design, number and location of curb cuts. Any nonconforming curb cuts shall be modified to meet current City/County Standards or closed with curb, gutter and sidewalk.
- B. The width of internal private drives shall be governed by the (Subdivision Regulations) Unified Development Code.
- C. Parking shall be in accordance with the (Zoning Regulations) Chapter 4.5 of the Unified Development Code.
- D. Provide internal circulation between the Area B Commercial outparcels. Common ingress/egress easements shall be shown on the final plats.
- E. Adequate queuing spaces shall be provided between the street right-of-way and any proposed gate/guardhouse/card reader per Section 4.4.8 of the Unified Development Code.
- F. All commons, open areas, lakes, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by a Property Owner's Association.

#### IV. Landscaping and Signs

- A. Streetscape Plate S-10, S-11, or S-12 (without the sidewalk) or an equivalent alternative shall be provided along Highway 64 right-of-way subject to the approval of the Planning Director or his designee. Natural vegetation shall be preserved wherever feasible and supplemented as needed.
- B. A 25-foot-wide landscape screen Plate N-1 modified (no fence) shall be provided and maintained on the west property line. Natural vegetation shall be preserved wherever feasible and supplemented with evergreen trees/shrubs as needed.
- C. Interior Landscaping shall be provided in accordance with 4.5.5D and E of the UDC.
- D. A landscape plan shall be submitted for this project as required by Section 4.6.3.
- E. Required landscaping shall not be placed on sewer or drainage easements and shall be setback from overhead or underground utilities.
- F. Signs in accordance with the CMU-2 District.
  - 1. All detached signs shall be ground-mounted, monument in style.
  - 2. All detached signs shall include an irrigated landscaped area equal to 2 times the area of the sign.
  - 3. All signs shall include color and materials that match the building.

#### V. Site Lighting

- A. Security lighting designed so as not to glare onto adjoining properties.
- B. A lighting plan demonstrating conformance with Chapter 4.7 of the Unified Development Code shall be shown on the Final Plat(s).

#### VI. Drainage

- A. Drainage improvements, including (possible) on-site detention, shall be provided under contract in accordance with the (Subdivision Regulations) Unified Development Code and the City of Memphis Drainage Design Manual.
  - B. All drainage emanating on-site shall be private in nature and no public easements will be accepted.
  - C. Existing and proposed septic tanks are subject to Health Department’s approval.
- VII. The Land Use Control Board may modify the bulk, access, parking, landscaping, loading, screening, signage and other site requirement if equivalent alternatives are presented.
- VIII. A final plan shall be filed within five (5) years of the approval of the outline plan. The Land Use Control Board may grant extension at the request of the applicant. This development will supersede the Big Top Flea Market Planned Development (PD 93-356 CO.) previously approved on a portion of this site.
- VIII. Any final plan shall include the following:
- A. The outline plan conditions.
  - B. A standard subdivision contract as defined by the (Subdivision Regulations) Unified Development Code for any needed public improvements.
  - C. The location and dimensions of buildable areas, pedestrian and utility easements and required landscaping and (screen) buffer areas.
  - D. The content of all landscaping and screening to be provided.
  - E. The location and ownership, whether public or private of any easement.
  - F. The following note shall be placed on the final plat of any development requiring on-site storm water detention facilities. The areas denoted by “Reserved for Storm Water Detention” shall not be used as a building site or filled without first obtaining written permission from the City Engineer. The stormwater detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by the property owner and/or property owners’ association. Such maintenance shall be performed so as to ensure that the system operates in accordance with the approved plan on file in the City Engineer’s Office. Such maintenance shall include, but not be limited to removal of sedimentation, repair of drainage structures.

**INFORMATION:**

**STREET FRONTAGE:** 2100’ +/- along Highway 64

**PLANNING DISTRICT:** East Central Shelby

**CENSUS TRACT:** 210.10

**ATLAS PAGE:** 1865

**PARCEL ID:** 09630 00097  
09630 00098

09630 00099  
09630 00029

### **DEPARTMENTAL COMMENTS**

The following comments were provided by agencies to which this application was referred:

#### **City Engineer:**

CITY ENGINEERING COMMENTS DATE: **4/5/2018**

CASE: **PD 18-01**

NAME: **Dealers Auto Auction PD**

#### **Sewers**

1. City sanitary sewers are not currently available.
2. A sanitary sewer extension will be required to serve this site and shall be at developer's expense.
3. The developer shall extend sanitary sewers through the site to serve upstream properties.

#### **Traffic Control Provisions**

4. The developer shall provide a traffic control plan to the city engineer that shows the phasing for each street frontage during demolition and construction of curb gutter and sidewalk. Upon completion of sidewalk and curb and gutter improvements, a minimum 5-foot-wide pedestrian pathway shall be provided throughout the remainder of the project. In the event that the existing right of way width does not allow for a 5-foot clear pedestrian path, an exception may be considered.
5. Any closure of the right of way shall be time limited to the active demolition and construction of sidewalks and curb and gutter. Continuous unwarranted closure of the right of way shall not be allowed for the duration of the project. The developer shall provide on the traffic control plan, the time needed per phase to complete that portion of the work. Time limits will begin on the day of closure and will be monitored by the Engineering construction inspectors on the job.
6. The developer's engineer shall submit a Trip Generation Report that documents the proposed land use, scope and anticipated traffic demand associated with the proposed development. A detailed Traffic Impact Study will be required when the accepted Trip Generation Report indicates that the number of projected trips meets or exceeds the criteria listed in Section 210-Traffic Impact Policy for land Development of the City of Memphis Division of Engineering Design and Policy Review Manual.

#### **Curb Cuts/Access**

7. The City Engineer shall approve the design, number and location of curb cuts.
8. Any existing nonconforming curb cuts shall be modified to meet current City Standards or closed with curb, gutter and sidewalk.

### **Drainage**

9. Drainage improvements, including on-site detention, shall be provided under a Standard Subdivision contract in accordance with Unified Development Code and the City of Memphis Drainage Design Manual.

### **Site Plan Notes**

10. Provide internal circulation between adjacent phases, lots, and sections. Common ingress/egress easements shall be shown on the final plats.
11. Adequate queuing spaces in accordance with the current ordinance shall be provided between the street right-of-way line and any proposed gate/guardhouse/card reader.
12. Adequate maneuvering room shall be provided between the right-of-way and the gate/guardhouse/card reader for vehicles to exit by forward motion.

### **General Notes**

13. The width of all existing off-street sewer easements shall be widened to meet current city standards.
14. All commons, open areas, lakes, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by a Property Owner's Association. A statement to this effect shall appear on the final plat.
15. Required landscaping shall not be placed on sewer or drainage easements.

### **County Engineer's Office:**

I have completed my review of the revised application material for PD 18-01 that was submitted yesterday. After our telephone conversation this morning, I know that the submitted "Concept Plan" is actually an "Outline Plan".

The outline Plan Conditions addresses "Access and Circulation":

- A. Permit five curb cuts along US Highway 64 frontage, design and location to be approved by the City Engineer.
- B. The width of internal private drives shall be governed by the Subdivision Regulations.
- C. Parking shall be in accordance with the Zoning Regulations.

It is my understanding that the design plans for Area B and Area C will be submitted at a later date for review and approval by the City Engineer and/or the County Engineer. The issue here will be allowing driveways within the area of the acceleration lane.

The supporting letter from Burch, Porter, Johnson states that the new project (Area A) will include the existing Top Dog site with additional property to the east. If this additional area is intended to store more vehicles for auction and not for additional customers, and as the supporting letter from Burch, Porter, Johnson states "there will be no appreciable traffic increase from the current use because of the limited nature of sales activities on site". If this is accurate, then the County Engineering Department has no comments as long as the project is built in accordance with all Local, State and Federal laws and regulations.

**City Fire Division:**

No comments received

**City/County Health Department:**

**Water Quality Board and Septic Tank Program**

**OPD File # PD 18-01**  
**Dealers Auto Auction Planned Development**  
**11625 US Highway 64**

1. Subsurface sewage disposal systems for a proposed commercial usage **must** be an engineer-designed system by a licensed engineer holding a valid license issued by the State of Tennessee.
2. The minimum acreage for a lot to have a subsurface sewage disposal system is two (2) acres. If the lot has a proposal to be subdivided, each of the subdivided lots **must** have a minimum of two (2) acres for the installation of a subsurface sewage disposal system.
3. This lot has an existing subsurface sewage disposal system, which was installed in 1994 that shows one thousand-fifty (1050') feet of field line and a one thousand (1000)-gallon septic tank were installed for the former Bid Top Flea Market.
4. Subsurface sewage disposal systems for commercial usage **must** be an engineer-designed system and this existing system must be certified that it can properly dispose of all effluent generated daily at the site.
5. As outlined in Rules and Regulations to Govern Subsurface Sewage Disposal Systems Chapter 0400-48-01-.03, areas consisting of fill material shall be excluded from the area considered for the installation of the disposal field unless soil conditions provide for adequate filtration and will prevent outcropping of sewage effluent.
6. Subsurface sewage disposal systems or field lines cannot be installed within the designated boundaries of the 100-year floodplain or flood zone as designated by the Federal Emergency Management Agency (FEMA) map for Shelby County.
7. If any monitoring wells were installed as part of an environmental site assessment, they must be filled as outlined in Section 6 of the Shelby County Well Construction Code.
8. If any abandoned water wells are present on this site, they must be filled and abandoned as outlined in Section 9 of the Shelby County Well Construction Code.
9. In addition, any gullied land or areas consisting of fill materials shall be excluded from the area considered for the installation of a subsurface sewage disposal system.
10. Should you have any additional questions, please contact the Water Quality Branch & Septic Tank Program at (901) 222-9599 in order to secure the appropriate permit.
11. Any effluent generated at the site must be disposed of properly.



MEMPHIS AND SHELBY COUNTY  
**HEALTH DEPARTMENT**

HUGH A. BARNES, M.P.H.  
*Director*

SHERMAN KAHN, M.D.  
*Health Officer*



DR. W. W. HERENTON  
*Mayor of Memphis*

JIM ROUNT  
*Mayor of Shelby County*

December 9, 1994

Big Top Flea Market  
11625 Hwy. 64  
Eads, TN 38026

Sub Surface Sewage Disposal Plans Submitted to Rural Sanitation

Date Submitted: December 7, 1994

Date Approved: December 8, 1994

Sub Surface Sewage Disposal System Location: 11625 Hwy. 64

Dear Sir:

Enclosed is a copy of an approved sub surface sewage disposal plan. Please provide your building and plumbing contractors with a copy so that the building location and the plumbing stubout will be complemented.

However, if for any reason you or your contractors find it necessary to alter the building location, the vicinity of the plumbing stubout, or the placement of the septic system, you MUST consult your septic system installer before implementing any changes. The installer MUST submit a revised septic tank plot plan to the Health Department for approval. THE PLUMBING STUBOUT MUST BE LESS THAN TWELVE (12) INCHES DEEP.

Your cooperation and compliance with these requirements will be appreciated. Any questions concerning these procedures can be directed to the undersigned at (901) 576-7576.

Sincerely,

Michael Hopper, Supervisor  
RURAL SANITATION

MH/jda

Enclosures



**Memphis Light, Gas and Water:**

No comments received

**Construction Code Enforcement:**

No comments received

**Bell South:**

No comments received

**APPLICATION (NEEDS TO BE CHANGED WHEN NEW APPLICATION IS SUBMITTED)**



*Memphis and Shelby County*  
*Office of Planning and Development*

CITY HALL 125 NORTH MAIN STREET-SUITE 468 MEMPHIS, TENNESSEE 38103-2084 (901) 576-6601

**APPLICATION FOR PLANNED DEVELOPMENT APPROVAL  
 (OUTLINE PLAN APPROVAL/OUTLINE PLAN AMENDMENT)**

Date: March 26, 2018 Case #: \_\_\_\_\_

PLEASE TYPE OR PRINT

Name of Development: Dealer's Auto Auction P.D. (formerly Big Top Flea Market P.D.)

Property Owner of Record: Top Dog Trade Center, Inc. Phone #: 901-867-3300

Mailing Address: 11625 Highway 64 City/State: Memphis, TN Zip 38028

Property Owner E-Mail Address: rcallansr@callanssalvage.com

Applicant: Pruitt Andrews LLC Phone # 901-685-2500

Mailing Address: 5851 Ridge Bend City/State: Memphis, TN Zip 38028

Applicant E-Mail Address: rcallansr@callanssalvage.com

Applicant E-Mail Address: bthomas@cityllc.com

Representative: Nathan Bicks - Burch Porter Johnson, PLLC Phone #: 901-524-5146

Mailing Address: 103 North Court Avenue City/State: Memphis, TN Zip 38103

Representative E-Mail Address: nbicks@bpjlaw.com

Engineer/Surveyor: SR Consulting, LLC Phone # 901-373-0380

Mailing Address: 5909 Shelby Oaks Drive, Suite 200 City/State: Memphis, TN Zip 38134

Engineer/Surveyor E-Mail Address: cindy@srce-memphis.com

Street Address Location: 11625 Highway 64

Distance to nearest intersecting street: South side of Hiway 64, 1669 feet east of Reed Hooker Road

	Parcel 1	Parcel 2	Parcel 3
Area in Acres:	25.00	127.34	
Existing Zoning:	CA	CA	
Existing Use of Property	Commercial	Agriculture	
Requested Use of Property	Mixed Use	Mixed Use	

Commercial / Conservation Area

**Medical Overlay District:** Per Section 8.2.2D of the UDC, no Planned Developments are permitted in the Medical Overlay District.

**Unincorporated Areas:** For residential projects in unincorporated Shelby County, please provide the following information:

Number of Residential Units: \_\_\_\_\_ Bedrooms: \_\_\_\_\_

Expected Appraised Value per Unit: \_\_\_\_\_ or Total Project: \_\_\_\_\_

**Amendment(s):** Is the applicant applying for an amendment to an existing Planned Development?

Yes  No

The following modifications to existing planned developments are considered amendments: 1) a change to the permitted uses in a planned development, except in situations where a use of a higher classification is proposed to be changed to a use of a lower classification; 2) a modification to conditions that phases the uses, and 3) a conversion of public streets. See Section 9.6.11E(1) of the UDC for further details.

#### 4.10.3 Planned Development General Provisions

The governing bodies may grant a special use permit for a planned development which modifies the applicable district regulations and other regulations of this development code upon written findings and recommendations to the Land Use Control Board and the Planning Director which shall be forwarded pursuant to provisions contained in section 4.10.3:

Please address each sub-section below (Provide additional information on a separate sheet of paper if needed).

- The proposed development will not unduly injure or damage the use, value and enjoyment of surrounding property nor unduly hinder or prevent the development of surrounding property in accordance with the current development policies and plans of the City and County.

A large conservation easement will be provided on the east side of the property to buffer the surrounding properties to the east.

- An approved water supply, community waste water treatment and disposal, and storm water drainage facilities that are adequate to serve the proposed development have been or will be provided concurrent with the development.

Adequate facilities currently exist on site for Phase 1 and facilities will be updated as needed for this development.

- The location and arrangement of the structures, parking areas, walks, lighting and other service facilities shall be compatible with the surrounding land uses... (see UDC sub-section 4.10.3C)

Phase 1 will utilize the existing service facilities with additional facilities consistent with the existing development.

- Any modification of the district standards that would otherwise be applicable to the site are warranted by the design of the outline plan and the amenities incorporated therein, and are not inconsistent with the public interest.

The development is consistent with similar developments in the area.

- Homeowners' associations or some other responsible party shall be required to maintain any and all common open space and/or common elements.

The entire Auto Auction property will remain under one ownership.

- Lots of records are created with the recording of a planned development final plan.

A final plat will be recorded.

**REQUIREMENTS PRIOR TO APPLICATION SUBMISSION**

**PRE-APPLICATION CONFERENCE** - Not more than six (6) months nor less than five (5) working days prior to filing an application, the applicant shall arrange for a mandatory pre-application conference with OPD.

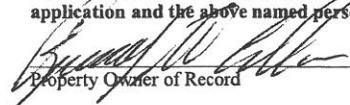
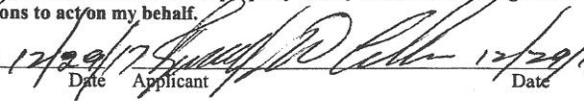
**Pre-Application Conference held on:** 12/6/2017 with Chip Saliba

**NEIGHBORHOOD MEETING** - At least ten (10) days, but not more than 120 days, prior to a hearing before the Land Use Control Board, the applicant shall provide an opportunity to discuss the proposal with representatives from neighborhoods adjacent to the development site (Section 9.3.2).

**Neighborhood Meeting Requirement Met:**  Yes or  Not Yet  
(If yes, documentation must be included with application materials)

**SIGN POSTING** - A sign or signs shall be erected on-site no more than 30 days or less than 10 days prior to the date of the Land Use Control Board hearing. See Sub-Section 9.3.4C of the UDC for further details on sign posting.

I (we) hereby make application for the Planned Development described above and on the accompanying materials. I (we) accept responsibility for any errors or omissions which may result in the postponement of the application being reviewed by the Memphis & Shelby County Land Use Control Board at the next available hearing date. I (We), owner(s) of the above described property hereby authorize the filing of this application and the above named persons to act on my behalf.

	<u>12/29/17</u>		<u>12/29/17</u>
Property Owner of Record	Date	Applicant	Date

<u>Kenneth P. Reed</u>	<u>2-5-18</u>
Property Owner of Record	Date

**GUIDE FOR SUBMITTING  
PLANNED DEVELOPMENT APPLICATION  
(OUTLINE PLAN APPROVAL/OUTLINE PLAN AMENDMENT)**

- A **THE APPLICATION** - Two (2) collated sets of this application in accordance with the requirements of the Unified Development Code and as outlined below shall be submitted to OPD. The following information is required to be submitted for consideration as a complete application, and except for copies of the Outline and/or Site/Concept Plan, shall be provided on sheets of 8.5"x11" in size. The application with original signatures shall be completed either with legible print or typewritten. Each application set shall be compiled in the following order:
- 1) This application, 8.5"x11" Outline and/or Site/Concept Plan, Legal Description, Vicinity Map, 2-3 sets of gummed-backed Mailing Labels, 2 sets of paper copied Mailing Labels, Letter of Intent, 20"x24" Outline and/or Site/Concept Plan (folded), copy of Deed(s).
  - 2) A compact disc with all submittal documents in "PDF" and any proposed conditions in "WORD".

*(For additional information concerning these requirements contact Land Use Control Section at (901) 576-6601.)*

## OUTLINE PLAN CONDITIONS SUBMITTED BY APPLICANT

### OUTLINE PLAN CONDITIONS:

- I. Uses Permitted
  - A. Area A
    1. Dealer's auto auction and office uses accessory to the auction.
    2. Permit related light maintenance accessory uses including locksmiths and glass providers, mechanic shop and car wash
  - B. Area B - Any use permitted by right in the Commercial Mixed Use-2 (CMU-2) District subject to sewer or septic availability with Hotel uses also permitted. The following uses are prohibited:
    1. Bar, Tavern, Cocktail Lounge, Nightclub
    2. Tattoo, Palmist, Psychic or Medium
  - C. Area C – Conservation and Detention Area – Easement to be recorded under separate instrument number
- II. Bulk Regulations: The bulk regulations of the CMU-2 District shall apply with the following exceptions:
  - A. The maximum height of any building shall be 35 feet.
  - B. Area A Maximum ground floor area shall be 100,000 Square Feet
- III. Access and Circulation
  - A. Permit five curb cuts along US Highway 64 frontage, design and location to be approved by the City Engineer.
  - B. The width of internal private drives shall be governed by the Subdivision Regulations.
  - C. Parking shall be in accordance with the Zoning Regulations.
- IV. Landscaping and Signs
  - A. Streetscape Plate S-10, S-11, or S-12 without the sidewalk shall be provided along Highway 64 right-of-way. Natural vegetation shall be preserved wherever feasible.
  - B. A 25 foot wide landscape screen Plate N-1 modified (no fence) shall be provided and maintained on the west property line. Natural vegetation shall be preserved wherever feasible.
  - C. Signs in accordance with the CMU-2 District.
- V. Site Lighting
  - A. Security lighting designed so as not to glare onto adjoining properties.
  - B. A lighting plan demonstrating conformance with Chapter 4.7 of the UDC shall be shown on the Final Plat(s).

- VI. Drainage
  - A. Drainage improvements, including possible on-site detention, shall be provided under contract in accordance with the Subdivision Regulations and the City of Memphis Drainage Design Manual.
  - B. All drainage emanating on-site shall be private in nature and no public easements will be accepted.
  - C. Septic tanks are subject to Health Department's approval.
  
- VII. The Land Use Control Board may modify the bulk, access, parking, landscaping, loading, screening, signage and other site requirement if equivalent alternatives are presented.
  
- VIII. A final plan shall be filed within five (5) years of the approval of the outline plan. The Land Use Control Board may grant extension at the request of the applicant.
  
- VIII. Any final plan shall include the following:
  - A. The outline plan conditions.
  - B. A standard subdivision contract as defined by the Subdivision Regulations for any needed public improvements.
  - C. The location and dimensions of buildable areas, pedestrian and utility easements and required landscaping and screen areas.
  - D. The content of all landscaping and screening to be provided.
  - E. The location and ownership, whether public or private of any easement.
  - F. The following note shall be placed on the final plat of any development requiring on-site storm water detention facilities. The areas denoted by "Reserved for Storm Water Detention" shall not be used as a building site or filled without first obtaining written permission from the City Engineer. The stormwater detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by the property owner and/or property owners' association. Such maintenance shall be performed so as to ensure that the system operates in accordance with the approved plan on file in the City Engineer's Office. Such maintenance shall include, but not be limited to removal of sedimentation, repair of drainage structures.

**LEGAL DESCRIPTION**

**PROPERTY DESCRIPTION**

BEGINNING AT A SET IRON PIN ON THE SOUTH LINE OF U.S. HIGHWAY 64, 7.80 FEET EAST OF A CONCRETE RIGHT-OF-WAY MONUMENT ON SAID SOUTH LINE OPPOSITE HIGHWAY STATION 298+00 (80' SOUTH OF CENTERLINE), SAID IRON PIN BEING 1,668.98 FEET EAST OF THE EAST LINE OF REED HOOKER ROAD AS MEASURED ALONG SAID SOUTH LINE; THENCE SOUTH 78 DEGREES 43 MINUTES 52 SECONDS EAST ALONG SAID SOUTH RIGHT-OF-WAY LINE 390.54 FEET TO A FOUND CONCRETE RIGHT OF WAY MONUMENT AT AN ANGLE POINT (120' SOUTH OF CENTERLINE OPPOSITE HIGHWAY STATION 302+00); THENCE SOUTH 88 DEGREES 04 MINUTES 19 SECONDS EAST ALONG SAID SOUTH RIGHT-OF-WAY LINE 366.50 FEET TO A SET IRON PIN ON THE EAST LINE OF THE MARSHALL D. GORDON 202 ACRES, SAID POINT ALSO BEING ON THE WEST LINE OF THE KENNETH R. RICHARDSON TRACT; THENCE SOUTH 0 DEGREES 27 MINUTES 56 SECONDS WEST ALONG SAID EAST LINE 1,426.21 FEET TO A SET IRON PIN; THENCE NORTH 89 DEGREES 32 MINUTES 04 SECONDS WEST A DISTANCE OF 750.0 FEET TO A SET IRON PIN; THENCE NORTH 0 DEGREES 27 MINUTES 56 SECONDS EAST A DISTANCE OF 1,508.76 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED PROPERTY CONTAINS 25.00 ACRES MORE OR LESS.

PARCEL ID:           096300 00099  
NEIGHBORHOOD:    00301A53

**DEED**



*Tom Leatherwood*  
Shelby County Register

As evidenced by the instrument number shown below, this document  
has been recorded as a permanent record in the archives of the  
Office of the Shelby County Register.

	
03176833	
09/05/2009 - 09:22 AM	
3 PGS : R - SUBDIVISION PLAT	
BUDDY 165772-3176833	
PLAT BOOK : 206	
PAGE : 14	
RECORDING FEE	45.00
DP FEE	2.00
TOTAL AMOUNT	47.00
TOM LEATHERWOOD	
REGISTER OF DEEDS SHELBY COUNTY TENNESSEE	



P.D. 93-356 CO  
CONDITIONS OUTLINE PLAN

I. Uses Permitted

An indoor flea market; and office, accessory to the flea market.

II. Bulk Regulations

- A. Minimum setback from U.S. Highway 64 shall be 100 feet for the accessory office and 500 feet for the Flea Market Structure.
- B. The minimum setback for the west, south and east property line shall be 25 feet.
- C. The maximum height of any building shall be 35 feet.
- D. Maximum Floor Area permitted:
  - 1. Flea Market - 1st Phase ----- 72,000 sq. ft.
  - 2. Flea Market - 2nd Phase ----- 88,500 sq. ft.
  - 3. Accessory Office ----- 3,100 sq. ft.

III. Access and Circulation

- A. Permit three curb cuts along U.S. Highway 64 frontage, design and location to be approved by the County Engineer.
- B. Construct an acceleration/deceleration lane along U.S. Highway 64 frontage subject to the approval of TDOT and County Engineer.
- C. The width of internal private drives shall be governed by the Subdivision Regulations.
- D. Parking shall be in accordance with the Zoning Regulations.

IV. Landscaping and Signs

- A. A 25 foot wide Plate A-1 modified shall be on the north property lines next to Highway 64 right-of-way. Natural vegetation shall remain wherever feasible.
- B. A 25 foot wide landscape screen Plate N-1 modified (no fence) shall be provided and maintained on the south, east and west property line. Natural vegetation shall be preserved wherever feasible.
- C. The parking area will be designed so as to retain as many of the mature trees on site as practical. A parking/landscape plan including a grading plan will be approved by the Office of Planning and Development prior to submittal of any final plan.
- D. One free standing, architecturally compatible, identification sign is permitted, directly in front of the main building, as shown on the outline plan, with a maximum height of 35 feet and a maximum sign area of 100 square feet.
- E. One free-standing, architecturally compatible identification sign is permitted at the main entrance set back a minimum of 15 feet from the public R.O.W. with a maximum height of 20 feet and a maximum area of 70 square feet.
- F. Two additional architecturally compatible entrance signs are permitted setback a minimum of 15 feet with a maximum height of 10 feet and maximum area of 35 square feet.
- G. The following types of signs shall be prohibited:
  - 1. Flashing, rotating or animated signs; signs with moving lights or signs which create the illusion of movement.
  - 2. "A-frame", sandwich-board or sidewalk signs.
  - 3. Off-premise advertising (billboard) signs.
  - 4. Temporary or portable signs.

V. Drainage

- A. Drainage improvements, including possible on-site detention, shall be provided under contract in accordance with the Subdivision Regulations and the city of Memphis Drainage Design Manual.
- B. This project must be evaluated by the Tennessee Department of Health and Environment regarding its jurisdiction over the water course on this site in accordance with the Water Quality Control Act of 1977 as amended (TCA 89-3-101 et seq).
- C. All drainage emanating on-site shall be private in nature and no public easements will be accepted.
- D. Septic tanks are subject to Health Department's approval.

VI. The Land Use Control Board may modify the bulk, access, parking, landscaping, loading, screening, signage and other site requirements if equivalent alternatives are presented.

VII. A final plan shall be filed within five (5) years of the approval of the outline plan. The Land Use Control Board may grant extension of the request of the applicant.

VIII. Any final plan shall include the following:

- A. The outline plan conditions.
- B. A standard subdivision contract as defined by the Subdivision Regulations for any needed public improvements.
- C. The location and dimensions of buildable areas, pedestrian and utility easements and required landscaping and screen areas.
- D. The content of all landscaping and screening to be provided.
- E. The location and ownership, whether public or private of any easement.
- F. The following note shall be placed on the final plat of any development requiring on-site storm water detention facilities: The areas denoted by "Reserved for Storm Water Detention" shall not be used as a building site or filled without first obtaining written permission from the City and/or County Engineer. The stormwater detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by the property owner and/or property owners' association. Such maintenance shall be performed so as to ensure that the system operates in accordance with the approved plan on file in the City and/or County Engineer's Office. Such maintenance shall include, but not be limited to: removal of sedimentation, repair of drainage structures.

OFFICE OF PLANNING AND DEVELOPMENT CERTIFICATE

THIS PLAN WAS APPROVED BY THE LAND USE CONTROL BOARD ON 1/13/94 AND THE SHELBY COUNTY BOARD OF COMMISSIONERS ON 7/28/94

BY: Cynthia Buchanan DATE 11/22/94  
DIRECTOR OFFICE OF PLANNING AND DEVELOPMENT

HEALTH DEPARTMENT CERTIFICATE

Approved by the Memphis and Shelby County Health Department.

DATE: 5-13-94 Michael Homan  
Local Health Department

SURVEYOR'S CERTIFICATE

I hereby certify that this is a Category I survey and that the ratio of precision of the survey is 1:10000 or greater; that this plan is a true and correct copy of the survey prepared by me or under my supervision in accordance with applicable state laws, the Subdivision Regulations and the specific conditions of the development relating to the practice of surveying.

By: Cynthia Buchanan (Seal/Date)  
Tennessee Certificate No. 1187

THIS PLAN IS BEING RE-RECORDED TO REFLECT CHANGES TO THE LANDSCAPING. A FENCE WAS ADDED TO THE A-1 PLATE AND THE N-1 PLATE WAS OMITTED ALONG PART OF THE WEST BOUNDARY. LARGER TREES WERE ADDED ALONG THE SOUTH BOUNDARY TO COMPENSATE FOR THE TREES OMITTED AT THE BUILDING ENTRANCE.

Cynthia Buchanan 7/6/95  
DIRECTOR OF PLANNING AND DEVELOPMENT

OFFICE OF PLANNING AND DEVELOPMENT CERTIFICATE

This plot is being re-recorded to reflect the addition of a 70' x 30' canopy located at the main entrance of the building, the addition of a 3,640 square foot parking building and to move the South line of Property 101.00' South. The A-1 and N-1 plates along Highway 64 were not moved.

By: Maria J. Baker Date 7/19/02  
Director of Planning and Development

02113282  
7/17/2002 - 03:32 PM  
PLAT BOOK : 199  
PAGE : 62

RECORDED BY: [Signature]  
DATE: JUL 7 2002  
TIME: 11:50 AM

THE LEXTERWOOD  
COUNTY OF MEMPHIS

OWNERS CERTIFICATE

WE, BIG TOP FLEA MARKET, INC., THE UNDERSIGNED OWNER OF THE PROPERTY SHOWN HEREON, HEREBY ADOPT THIS AS THE PLAN OF DEVELOPMENT AND DEDICATE THE STREETS, AS SHOWN TO THE PUBLIC USE FOREVER. WE HEREBY CERTIFY THAT WE ARE THE OWNERS OF THE SAID PROPERTY IN FEE SIMPLE. DULY AUTHORIZED SO TO ACT, AND THAT SAID PROPERTY IS UNENUMBERED BY TAXES WHICH HAVE BECOME DUE AND PAYABLE.

DATE: 3/18/94  
BIG TOP FLEA MARKET, INC. President  
BY: [Signature] Ron Callan  
Date: [Signature]

NOTARY'S CERTIFICATE

State of Tennessee  
County of Shelby

BEFORE ME, THE UNDERSIGNED, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AT AFORESAID, DULY COMMISSIONED AND QUALIFIED, PERSONALLY APPEARED RON CALLAN WITH WHOM I AM PERSONALLY ACQUAINTED AND WHO, UPON OATH, ACKNOWLEDGED HIMSELF TO BE PRESIDENT OF BIG TOP FLEA MARKET, INC., AND THAT HE AS SUCH PRESIDENT, EXECUTED THE FOREGOING INSTRUMENT FOR THE PURPOSE THEREIN CONTAINED BY SIGNING HIS NAME AS PRESIDENT.

IN WITNESS WHEREOF, I HERETO SET MY HAND AND AFFIX MY NOTARIAL SEAL AT MY OFFICE IN MEMPHIS THIS 18 DAY OF March 19 94  
Suzanne R. Rutz  
NOTARY PUBLIC

MY COMMISSION EXPIRES: My Commission Expires February 10, 1997

OWNER'S CERTIFICATE

RON CALLAN, the owner of the property shown, hereby adopt this plot as my plan of development and dedicate the streets, right-of-way, and grant the easements as shown and/or described to public use forever. I certify that I am the Owner(s) of the said property in fee simple, duly authorized to act, and that said property is not encumbered by any taxes (or mortgages) which have become due and payable.

[Signature]

NOTARY'S CERTIFICATE

STATE OF TENNESSEE  
COUNTY OF SHELBY

Before me the undersigned, a Notary Public in and for the said State and County, duly commissioned and qualified, personally appeared RON CALLAN with whom I am personally acquainted, and who upon his/her oath acknowledged himself to be the OWNER of THE PROPERTY the within named bargainer, and that he executed the foregoing instrument for the purposes therein contained. In witness whereof, I have hereunto set my hand and affixed my notarial seal at my office in SHELBY County this 18th day of March 2002

Notary Public: [Signature]  
My commission Expires: [Signature]



ENGINEER'S CERTIFICATE

It is hereby certified that this plot is true and correct, is in conformance with the design requirements of the zoning Ordinance, the Subdivision Regulations and the specific conditions of the development and takes into account all applicable laws and regulations.

By: Robert E. McCallum  
Tennessee Certificate No. 15749



FINAL PLAT

P.D. 93-356  
BIG TOP FLEA MARKET, PHASE I  
11,880 ACRES  
MAR. 11, 1994 SCALE NTS  
DISTRICT 2 BLOCK 4 PARCEL 28  
SHELBY COUNTY, TENNESSEE  
LOCATED IN:  
1 LOT

OWNER/ RON CALLAN  
DEVELOPER BIG TOP FLEA MARKET, INC.  
3155 MILLBRANCH, MEMPHIS, TN.

PREPARED BY: [Signature]  
RECORDING FEE: [Signature]  
DATE: JUL 7 2002  
TIME: 11:50 AM

THIS PROPERTY IS NOT LOCATED WITHIN A "SPECIAL FLOOD HAZARD AREA" AS DETERMINED FROM F.E.M.A. FLOOD INSURANCE RATE MAP COMMUNITY PANEL NUMBER 470214 0085B DATED 12-1-82.  
100 YR. FLOOD ELEV. 326.0 GRAYS CREEK SHEET 2 OF 3

