

Site Plan Review Application

Per Article XII of the South Hadley Zoning By-Law

Proposed Commercial Development

501 Newton Street
South Hadley, MA
Parcel ID: 28-200

Submitted to:

South Hadley Planning Board
Town Hall
116 Main Street, Room 109
South Hadley, MA 01075

Owner & Applicant:

South Hadley Plaza, LLC
40 Island Pond Road
Springfield, MA 01118

RLA Project File: 191105

March 22, 2021

R LEVESQUE ASSOCIATES, INC

A LAND PLANNING SERVICES COMPANY

40 School Street · Westfield, MA 01085

p 413.568.0985 · f 413.568.0986 · www.rlaland.com



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501 NEWTON STREET
SOUTH HADLEY, MA
PARCEL ID: 28-200
RLA PROJECT #191105

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BY ILLUMINATE, DATED MARCH 24, 2021

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BY CAOLO & BIENIEK ASSOCIATES, INC., DATED MARCH 19, 2021

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BY R LEVESQUE ASSOCIATES, INC., DATED MARCH 22, 2021

SECTION 1
COVER LETTER

R LEVESQUE ASSOCIATES, INC.

40 School Street · Westfield, MA 01085
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March 22, 2021

Mr. Brad Hutchison, Chair
Town of South Hadley Planning Board
Town Hall
116 Main Street, Room 109
South Hadley, MA 01075

**Re: Site Plan Review Application
501 Newton Street
South Hadley, MA
Parcel ID: 28-200
RLA Project Number: 191105**

Dear Mr. Hutchison and Board Members,

On behalf our client, South Hadley Plaza LLC, our office is herein submitting a Site Plan Review Application for a proposed 12,803 square foot commercial building and associated improvements to be located at the above referenced property. Enclosed herewith please find the application, supplementation documents, and site plans for the proposed project.

Should you have any questions regarding this project, please do not hesitate to contact our office at your convenience.

Sincerely,

R. LEVESQUE ASSOCIATES, INC.

A handwritten signature in black ink, appearing to read "Jessica Allan". The signature is stylized and somewhat cursive.

Jessica Allan, AICP
Permitting Project Manager

cc: *South Hadley Plaza LLC*

A LAND PLANNING SERVICES COMPANY

SECTION 2
FORM SPR

FORM SPR

APPLICATION FOR SITE PLAN REVIEW

Date March 22, 2021

Is this for a Minor Site Plan Review as defined in the Rules & Regulations? no

File one completed application form together with two (2) copies of the site plan and a PDF of the all submitted materials with the Planning & Conservation Department. One (1) copy of Form SPR shall be concurrently filed with the Town Clerk.

To the Planning Board:

The undersigned herewith submits the accompanying Site Plan for review as required by Article XII of the Zoning By-Laws.

1. Applicant South Hadley Plaza, LLC

Address 40 Island Pond Road, Springfield, MA 01118

Telephone 413-241-5300 Email: rfalcone@rockys.com

2. Owner (if not applicant) _____

Address _____

3. Site Plan Preparer R Levesque Associates Inc

Title or License _____

Address 40 School Street, Westfield, MA Email: jessicaa@rlaland.com

4. Deed of property recorded in the Hampshire County Registry of Deeds,

Book 12265 Page 36

5. Location and description of property (street and number if any) _____

501 Newton Street

Assessors Map # 28 Parcel # 200

6. The subject property is presently in zoning district(s) – Sec 255-11: Business A-1

7. Is the property in an Overlay District(s) (Sect 255-15)? yes If so, what Overlay District(s):

Newton Street Smart Growth Overlay District

8. Fee Paid: Yes _____

No RY

Signature of Applicant

Rocco Falcone
myr

Town Clerk:

Date of Submission _____

Signature _____

SECTION 3

NARRATIVE ADDENDUM

NARRATIVE ADDENDUM TO
APPLICATIONS FOR SITE PLAN REVIEW

For

*Proposed Commercial Development
501 Newton Street
South Hadley, MA
Parcel ID (Map 28 Parcel 200)
RLA Project No. 191105*

Introduction & Property Description

On behalf of the applicant, South Hadley Plaza LLC, R. Levesque Associates, Inc. is herein submitting an Application for Site Plan Review for a proposed commercial development and associated site improvements as shown on the attached project plans entitled "Proposed Commercial Development" dated March 22, 2021 as prepared by R. Levesque Associates, Inc.

The subject property is a 9.2± acre site zoned primarily in the Business A-1 zoning district, with two sections of the property zoned Business A and Residence A-2. The proposed commercial development and associated site improvements are located solely within the Business A-1 Zoning District. The subject property has 505± feet of frontage along Newton Street and is surrounded by a mix of commercial and residential uses. The site is previously developed with multiple commercial buildings and serves as a commercial center at the Route 33/Route 116 intersection. The site is the location of the former Big Y, which was demolished in 2017.

Approximately 3.0± acres will be subdivided from the subject property for a residential multi-family development approved by the Planning Board on October 27, 2020 under the Chapter 40R Smart Growth Zoning Overlay District. The remaining 6.2± acres will encompass the existing commercial buildings, the proposed 12,620 SF commercial building, and associated 3,569 SF garden center.

The proposed commercial site improvements, particularly traffic and pedestrian circulation, will connect to the proposed site improvements for the approved residential multi-family development. In addition, modest façade upgrades / improvements are proposed for the existing 32,746 SF commercial building to provide architectural consistency between the proposed commercial building and the approved multi-family residential building.

Stormwater

Due to the reduction in impervious area, the project qualifies as a redevelopment per Massachusetts DEP and South Hadley Stormwater Regulations, therefore stormwater requirements are only applicable to the maximum extent practicable. Peak rate runoff and water quality treatment are proposed as part of this project. Recharge requirements are not applicable. Please refer to the Stormwater Report for this project for more information.

Parking

The site has an existing parking lot which contains 278 existing off-street parking spaces within the 6.2± acres of the subject parcel for the commercial development. The site plan layout as proposed shows 250 off-street parking spaces, which is a reduction of 28 spaces from existing conditions. A total of 210 spaces are needed to meet the town's zoning requirements under §255-86 (Off-Street Parking) for both the existing and proposed commercial businesses.

EXISTING	SF (excludes storage space)	# OF SEATS	REQUIRED # SPACES	
Parthenon	2,786	92	31	1 space for every 3 seats
Dunkin' Donuts	1,768	19	6	1 space for every 3 seats
Egg and I	2,880	94	31	1 space for every 3 seats
Rocky's (existing)	7,000		28	4 spaces per 1,000 SF
US Military Office	3,000		9	3 spaces per 1,000 SF
Mandarin Gourmet	2,188	88	29	1 space for every 3 seats
General Cleaners	2,000		8	4 spaces per 1,000 SF
Dollar General	5,641		23	4 spaces per 1,000 SF
EXISTING TOTAL			165	
PROPOSED				
Rocky's (retail)	10,088		40	4 spaces per 1,000 SF
Rocky's (office)	113		1	3 spaces per 1,000 SF
Rocky's (garden center)	3,569		4	1 space per 1,000 SF
PROPOSED TOTAL			45	
TOTAL SPACES REQUIRED			210	

While there is no anticipated change in tenants at the existing commercial buildings, please note that a change in non-residential use (i.e., from office to restaurant) would change the parking requirements for the non-residential use and ultimately the number of required parking spaces for the entire commercial site.

Speed Mitigation

Speed tables were considered for the site; however, the addition of speed tables would require wholesale changes to the grading and drainage systems to integrate them into the main parking lot. The existing layout of plaza currently provides traffic calming based on its design. One speed table was added near the loop to the Dunkin' drive-through as the addition of the speed table works within the existing drainage patterns. A new crosswalk with ADA compliant ramps was added connecting the proposed residential building to the existing commercial building. A sidewalk connection is also proposed to connect the sidewalk at the residential building to the outdoor display area in front of the proposed commercial building.

Utilities

Redevelopment of the commercial site will utilize existing utility infrastructure to the greatest extent possible. Reciprocal easement agreements will be put into place between the commercial and residential property owners for shared utility services, where necessary.

Access to the sewer for the proposed commercial building will be through an existing line from Newton Street. There are no proposed changes to the existing sanitary sewer line or location. The new retail building will be utilizing the service from the previous Big Y building. The proposed water service connections for fire suppression and domestic water services will come off the existing 8" ductile iron water line located directly to the west of the proposed retail building. The commercial project will utilize the existing natural gas line from Newton Street, which previously served the former Big Y. Electric is shown on the plans to be pulled from a transformer is available behind the existing commercial building. Final routing will be determined by SHELD. Please refer to Sheet C-6 (Drainage and Utilities) of the submitted Plan Set.

Landscaping & Lighting

The site is a previously developed site of mostly impervious area and limited landscaping. Impervious area has been reduced by approximately 35,400 SF, increasing the green space to 24% of the total commercial parcel. The majority on the conversion of impervious to green space is between the proposed commercial building and the adjacent residential use at Stony Brook Village Condominiums. The 19 existing trees will remain, with an additional 31 trees proposed, more than doubling the amount of tree canopy on site.

Currently existing on site within the boundary of the proposed commercial development are 13 pole-mounted lights. The applicant proposes to utilize the existing locations and upgrade the poles to be consistent with the style and footcandle of the lighting approved for the multi-family residential development. Wall packs are also proposed on the new retail building. Please refer to the Photometrics Plan provided as supplemental material to this application request.

Operations

Operations of the new proposed commercial building will be like the existing Rocky's located within the current 32,746 SF shopping plaza located on site. Proposed hours of operations will be 8:00 AM – 8:00 PM. Deliveries will be twice a week by tractor-trailer truck, with timing for deliveries dictated by the vendor Ace Hardware. Dumpster for the proposed building will be located at the loading area and will be screened with a fenced enclosure and arborvitae. Property owner will limit its servicing of the new dumpster to not earlier than 7:00 AM or after 8:00 PM.

Site Plan Approval – Review Criteria

1. Compliance with all requirements of this bylaw, all other applicable regulations and bylaws, and consistency with the South Hadley Master Plan.

The project is an allowable use under the Business A-1 Zoning District and meets the dimensional regulations as set forth in Attachment 2 of the Zoning By-Law. Impervious coverage of this previously developed area has been reduced to meet the maximum coverage requirement, adding significant green space along the rear property boundary adjacent to the Stony Brook Village Condominiums. All setback requirements have been met, including a side yard of at least 50 feet between the proposed commercial building and the adjacent Residence A-1 Zoning District.

The commercial center at Lyman and Newton Street was noted in the 2010 Master Plan and the Town's draft 2020 plan as an area for redevelopment / economic development. The proposed commercial development will expand upon the approved multi-family development and further invest in the Route 116/Route 33 Commercial Focus Area as a mixed-use center.

2. Integration of the site into the existing terrain, surrounding landscape and built environment so as to minimize disruptions to natural processes, existing land forms, architectural character, and significant vistas.

The proposed commercial building will be integrated into the existing site. As a previously developed site, there are no natural processes, existing landforms, or significant vistas to be disrupted. The proposed building will utilize similar architectural details as the approved multi-family development for a consistency of architectural character. The existing 32,746 SF commercial building will have modest façade upgrades / improvements to provide a visual consistency between the three buildings.

3. Site design that, to the extent feasible:

(a) Avoids wetlands, wetland buffers, rivers, river resource areas, vernal pools, sensitive habitats, steep slopes, floodplains, and hilltops;

As this is a previously developed commercial site. There are no wetlands, wetland buffers, rivers, river resource areas, vernal pools, sensitive habitats, steep slopes, floodplains, or hilltops at the site.

(b) Minimizes obstruction of scenic views from publicly accessible locations;

The site is in a commercial corridor with no scenic views available from publicly accessible locations within the property limits.

(c) Preserves unique natural, scenic, cultural, or historical features;

There are no unique scenic, cultural or historic features within this previously developed site.

(d) Minimizes tree, vegetation and soil removal and grade changes;

The site is previously developed and mostly impervious surface under the existing conditions. Trees that are currently established on site will not be removed, and will be further enhanced with the planting of additional 25 trees. The existing grades are relatively flat and there are no significant

grade changes or soil removal needed for the construction of the proposed building.

(e) Provides open space with a scale and character that is appropriate to the surrounding area; and

A half-acre of additional green space will be added to the site along the eastern boundary and will provide a vegetative buffer between the proposed commercial building and Stony Brook Village Condominiums. The remainder of the site will remain as impervious and will provide parking to the numerous existing and proposed commercial businesses on site.

(f) Screens objectionable features from neighboring properties and roadways.

An existing 6' stockade fence and established vegetative buffer exist between the commercial property and abutters to the north and east of the property. An additional vegetative buffer / green space totaling 20,800 SF (or approximately ½ acre) will be added between the property line with Stony Brook Village Condominiums and the proposed commercial building. This new green space will be planted, providing additional screening between the commercial and residential uses.

Screening will not be provided from the roadway, as this is a commercial corridor and businesses will need visibility from the roadway for potential customers.

4. If the proposal requires a special permit, it must also conform to the special permit requirements in Article IX of this bylaw.

No Special Permit is required for the proposed use.

5. Structures shall be compatible with the character and scale of structures in the neighborhood and zoning district.

(a) Proposed structures shall be compatible in character and scale through the use of appropriate massing, roof and wall lines, facade proportions and detailing, fenestration, ornamentation, and other architectural techniques.

The proposed building is a one-story commercial building with a break in the roof line on the front façade. The scale of the proposed building is consistent with the existing 32,746 SF commercial building.

Although smaller in scale to the approved multi-family residential building to be constructed adjacent to the proposed commercial building, similar architectural materials and details will be used for a consistency in style. The proposed commercial building will have a masonry base with horizontal siding, corner boards & trim, with a projected cornice line along the top edge. Architectural façade improvements are also proposed for the existing 32,746 SF commercial building.

Please refer to conceptual architectural renderings provided as supplemental material to the application.

(b) A proposed building or buildings shall relate harmoniously to neighboring buildings and each other with adequate light, and air circulation and separation between buildings.

The proposed commercial building is sited to be harmonious with neighboring buildings, both existing and proposed, to provide for adequate light, air circulation and separation between the buildings. The distance between the approved multi-family residential building and the proposed commercial building is 48.9 feet.

(c) Where appropriate, buildings shall be arranged so as to define outdoor spaces, including streets and plazas.

The proposed commercial building is sited to face Newton Street. A trellis structure is envisioned at the front of the outdoor garden center and will define an area for vegetated display materials in front of the enclosure fence.

(d) The Planning Board may consider whether the location, size, and style of entrances are compatible with the neighborhood's character.

The location, size, and style of the entrances are compatible for this commercial node. The entrance of the proposed commercial building is designed with an outdoor patio area that will be used for the display of seasonal items.

(e) Buildings shall be designed to avoid large expanses of undifferentiated facades, and long, plain wall sections.

The façade of the proposed building will be segmented with windows similar in style to the ground level commercial fenestration of the adjacent

structure(s). The garden center will have a projected canopy or sunshades with cable support braces which is visible from the front of the building and will further break up the massing in the front of the building.

The entry façade will project forward and be slightly taller than the facades which flank the entrance. Horizontal siding of a different texture & finish will further assist in breaking up the front façade.

(f) The Planning Board shall consider whether fenestration is consistent with the neighborhood's and/or Town's character. The Planning Board may consider window type (double-hung, casement, etc.), alignment, proportions, percent of glazing, and proportion to facade, but may not regulate building materials.

As noted above, the fenestration will be consistent with the existing commercial building on site.

(g) Electrical and mechanical equipment (whether rooftop, ground level, or wall-mounted) shall be screened from public view using materials harmonious with the building or shall be located where they are not visible from any public way.

Rooftop mechanical equipment will be set back from the building perimeter & screened behind parapets which enclose the structure on three sides. Equipment will be located so as not be visible from public view.

(h) Applicants are encouraged to locate and design buildings such that they maximize solar access during cooler months and control solar gain during warmer months.

The proposed commercial building is sited with the entrance facing the west. The location of the entrance was determined more by existing and approved buildings on the currently developed site by solar gain.

6. Landscaping shall be an integral part of the proposed site design, and shall enhance the design and arrangement of structures, define usable public and private outdoor spaces, integrate the site into the surrounding landscape, as appropriate, and provide buffering from objectionable or noxious elements both within the site between the site and the surrounding area.

(a) Landscape plantings and other landscape elements shall be encouraged to create pedestrian-scale spaces and to maintain landscape continuity within the community.

The subject property is a previously developed commercial site of mostly impervious surface with modest landscaping. The site contains 19 existing trees and planting beds along Newton Street. The applicant proposes to provide an additional 31 trees, and 24 shrubs on the property. New landscape elements are in locations to create pedestrian-scale spaces and provide landscape continuity with the approved multi-family residential development.

(b) The need for irrigation, fertilization, and/or use of pesticides should be minimized through the selection of vegetation that thrives under the site's proposed conditions, including temperature, light, moisture, air circulation, soil type and quality, and stress from salt.

Plant materials selected are plants that will successfully grow in the site's existing conditions. Please refer to the Planting Schedule on Sheet C-7 (Landscape Plan) of the submitted Site Plan set.

(c) The preservation of mature plant species, hedgerows, and woodlots shall be encouraged and included as a design element in the development of the site and to serve as natural buffer.

The proposed project does not intend to remove any existing trees, hedgerows, or woodlot on site. An existing hedgerow of arborvitae that separates Stony Brook Village Condominiums from the commercial development will remain in place.

(d) Landscape buffers shall be provided between parking lots and public streets and between uses that may be incompatible, such as large-scale commercial uses and residences. Such buffers may include planted trees and shrubs, hedgerows, berms, existing forestland, or forest created through natural succession. The width of such buffer areas will depend upon the topography, scale of the uses, and their location on the property and nature of buffer composition, unless this bylaw indicates that specific widths are required for a particular situation. Where excessive noise contributes to the incompatibility, sound barrier fencing may be required.

As noted earlier, an established vegetative buffer exists between the commercial property and abutters to the north and east of the property. An additional vegetative buffer / green space totaling 20,800 SF (or approximately ½ acre) will be added between the property line with Stony

Brook Village Condominiums and the proposed commercial building. This new green space will be planted with 14 trees, providing additional screening between the commercial and residential uses.

(e) Screening shall be required for loading docks, storage areas, dumpsters, utility buildings and similar features. Screening may include planted trees and shrubs, hedgerows, berms, existing vegetation, and fences.

The loading dock and storage area will be located behind the proposed commercial building and out of public view from the front of the building. The loading dock and storage area will be screened from residential uses by an existing fence and hedgerow of arborvitae.

(f) The Planning Board may require that shade trees at least six feet tall and two-inch caliper be planted and maintained at twenty- to forty-foot intervals along roads, at a setback distance acceptable to the Highway Superintendent.

Shade trees along the public right of way are not recommended due to the limited planting space and the location of the above-ground electric / telecommunication wires that run along Newton Street.

(g) The Planning Board may require that at least 30% of a new parking area be shaded by tree and vegetation canopies upon their full growth.

There are no new parking areas proposed. In addition, the number of trees will be more than doubled from existing conditions.

(h) Where appropriate, planting areas should be designed to capture, use and infiltrate stormwater runoff.

An existing stormwater basin and drainage system will be used to capture and infiltrate stormwater runoff.

7. Site designs shall provide for the convenience and safety of vehicular, bicycle, and pedestrian movement within the site and should provide connections, wherever feasible and appropriate, to adjoining public ways and properties.

(a) The Planning Board shall encourage vehicular and pedestrian connections between adjacent sites, streets, bikepaths, and walkways to facilitate pedestrian use and to minimize traffic entering existing roads.

Crosswalks and sidewalks will be used to tie into the existing and proposed pedestrian network of the approved multi-family residential project. One speed table was added near the loop to the Dunkin' drive-through. Crosswalks have been incorporated to connect the proposed building to existing or approval buildings on the parcel. Vehicular circulation patterns will remain largely unchanged from the existing conditions.

(b) Where appropriate, the Planning Board may require bicycle parking spaces and racks in an area that does not conflict with vehicle circulation or parking.

A new bicycle rack has been proposed in front of the new commercial building. Please refer to Sheet C-4 (Site Layout).

(c) Curb cuts shall be minimized to the extent practical. Sites should be limited to one curb cut, unless safe and effective traffic management requires multiple curb cuts or unusual hardship exists. Curb cuts shall be located so as to minimize hazardous entrances and exits and turning movements.

No new curb cuts are proposed. All traffic to the proposed commercial building and the existing 32,746 SF commercial building can choose to use the primary access along Newton Street or Lyman Street access, which is proposed to be enhanced under the residential multi-family permit decision.

(d) The project, including any road and intersection improvements, shall not decrease the level of service (LOS) of adjacent roads or intersections below the existing conditions when the project is proposed. The Planning Board may consider the incremental nature of development and cumulative impacts on the LOS. This requirement to maintain LOS shall not apply to development within the South Hadley Falls Overlay District. The project proponent must demonstrate that all cumulative and incremental traffic impacts have been mitigated.

The LOS of the proposed intersection of Newton / Lyman will not decrease with the addition of the proposed 12,620 SF commercial building.

8. The site design shall provide for adequate measures to prevent pollution of surface or ground water, to minimize erosion and sedimentation, and to prevent changes in ground water levels, increased run-off and potential for flooding.

Two water quality units will be installed to provide additional water quality treatment to prevent pollution of stormwater / groundwater. Erosion control measures including silt fence and inlet silt sacks are proposed as part of this project. Impervious areas will be reduced thereby decreasing peak rate runoff values. Please see the project's Stormwater Report for additional information.

9. The site design shall minimize and/or mitigate adverse impacts on the Town's services and infrastructure.

The project proposes to utilize existing infrastructure. Impact to town services and infrastructure will be less than what was utilized by the former Big Y.

10. The site design shall minimize intrusion of light into adjacent properties and shall minimize excessive night-sky lighting while ensuring adequate light for safe use of the property.

Currently existing on site within the boundary of the proposed commercial development are 13 pole-mounted lights. The applicant proposes to utilize the existing locations and upgrade the poles to be consistent with the style and footcandle of the lighting approved for the multi-family residential development. Wall packs are also proposed on the new retail building. Please refer to the Photometrics Plan submitted as supplemental information to the application.

11. The site design shall place electric, telephone, cable TV, and other utilities underground where physically and environmentally feasible.

All utilities to be used by the proposed development are currently underground.

12. Drainage of the site shall recharge ground water to the extent practical. The peak rate of surface water flowing off-site shall not increase above predevelopment conditions and shall not adversely affect drainage on adjacent properties or public roads or increase turbidity of water flowing off-site.

Under existing conditions, the site is equipped with a detention basin sufficient for adequate recharge. Under proposed conditions, the onsite

impervious area will be reduced thereby increasing recharge rates throughout the site. Please refer to Stormwater Report.

13. In order to create more walkable and pedestrian-friendly developments, minimum frontage occupancy requirements apply in certain locations to create a sense of enclosure in the streetscape. As used herein, "frontage occupancy" means the percentage of the lot width at the front of the building that must be occupied by the facade of a building.

The site falls with a portion of Route 116 between Boynton Avenue and Camden Street and requires a 50% standard. The parcel has approximately 300 feet of continuous frontage along Route 116. The existing building, though setback by parking, is approximately 155 feet in width; therefore, the building meets the ratio.

END OF NARRATIVE ADDENDUM

SECTION 4

LOCUS MAP



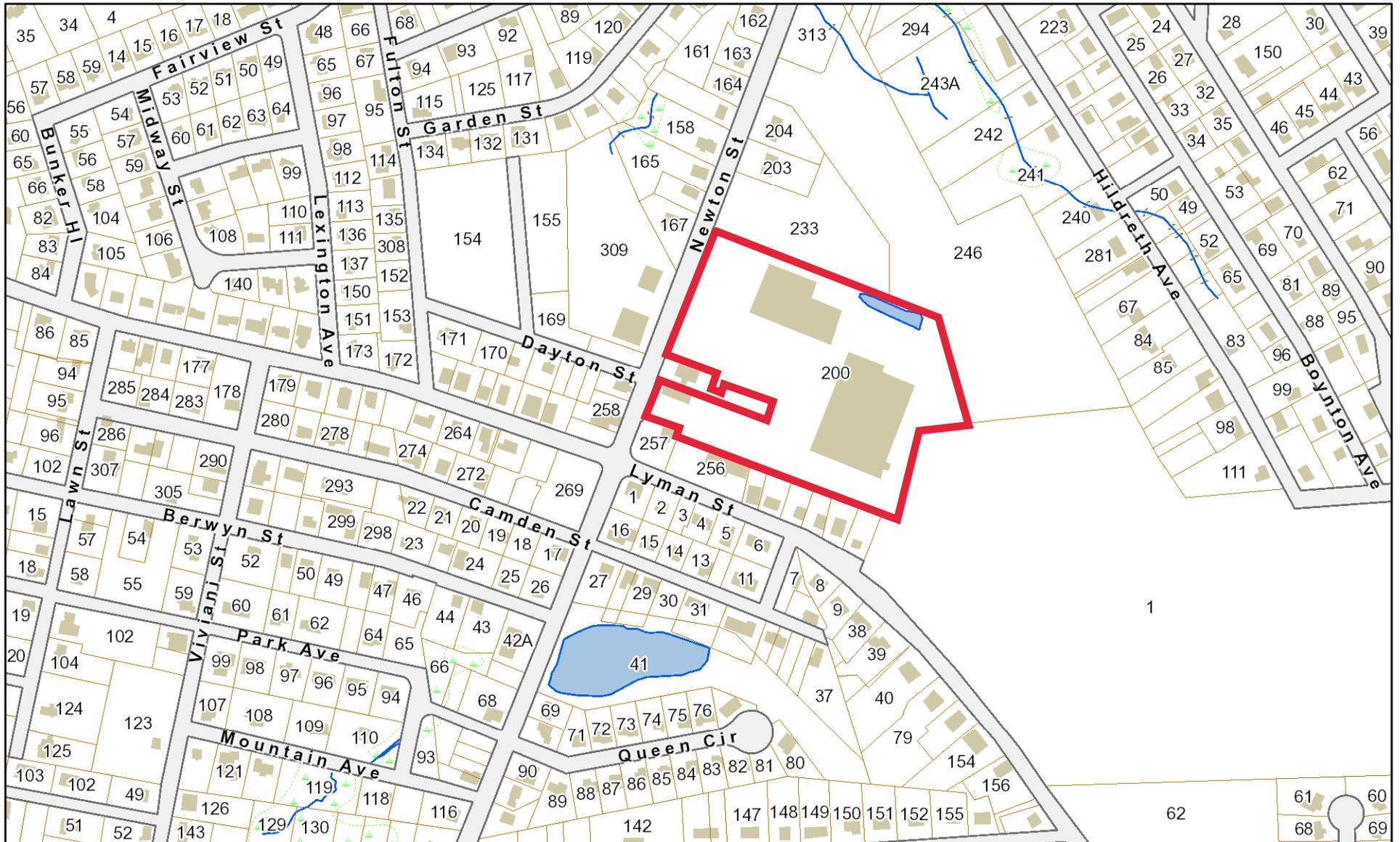
501 Newton Street

South Hadley, MA

1 inch = 400 Feet



February 3, 2021



Data shown on this map is provided for planning and informational purposes only. The municipality and CAI Technologies are not responsible for any use for other purposes or misuse or misrepresentation of this map.

SECTION 5

DEEDS

Hampshire County Registry of Deeds

Electronically Recorded Document

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Recording Information

Document Number	: 8172
Document Type	: DEED
Recorded Date	: May 06, 2016
Recorded Time	: 11:54:41 AM
Recorded Book and Page	: 12265 / 36
Number of Pages(including cover sheet)	: 6
Receipt Number	: 300222
Recording Fee (including excise)	: \$11,137.40

 MASSACHUSETTS EXCISE TAX
 Hampshire District ROD #13 001
 Date: 05/06/2016 11:54 AM
 ctrl# 036057 19959 Doc# 00008172
 Fee: \$11,012.40 Cons: \$2,415,000.00

Hampshire County Registry of Deeds
Mary Olberding, Register
 33 King Street
 Northampton, MA 01060
 413-584-3637
www.Masslandrecords.com

Recording Requested By, and
When Recorded, Return to:

Matt Darrah
Zodiac Title Services LLC
300 Broadhollow Road, Suite 100W
Melville, New York 11747

This Instrument Prepared by:

Kyle B. Beaty, Esq.
Winstead PC
500 Winstead Building
2728 N. Harwood Street
Dallas, TX 75201

501 Newton Street, South Hadley, MA

Special Warranty Deed

JPMCC 2004-C3 - 501 Newton Street LLC, a Delaware limited liability company ("Grantor"), whose address is c/o C-III Asset Management LLC, Attn: James Harbur, 5221 North O'Connor Blvd., Suite 600, Irving, TX 75039, for and in consideration of the sum of TWO MILLION FOUR HUNDRED FIFTEEN THOUSAND and NO/100 Dollars (\$2,415,000.00) cash and other good and valuable consideration to it paid by SOUTH HADLEY PLAZA, LLC, a Massachusetts limited liability company ("Grantee"), whose mailing address is 40 Island Pond Road, Springfield, Massachusetts 01118, the receipt and sufficiency of which are hereby acknowledged and confessed, has GRANTED, BARGAINED, SOLD, and CONVEYED, and by these presents does GRANT, BARGAIN, SELL, and CONVEY unto the Grantee that certain tract of land ("Land") described in **Exhibit "A"** hereto, together with all improvements thereon and all rights and appurtenances appertaining thereto (herein collectively called the "Property").

This conveyance is given and accepted subject to the permitted exceptions set forth on **Exhibit "B"** hereto and to any and all municipal or other governmental zoning laws, regulations and ordinances, if any, affecting the Property (herein called the "Permitted Encumbrances").

Grantee, by its acceptance hereof, agrees to assume and be solely responsible for payment of all ad valorem taxes pertaining to the Property that are due and payable in the calendar year 2016 and subsequent years; there having been a proper proration of same between Grantor and Grantee.

Grantee, by its acceptance hereof, acknowledges and agrees that any and all liability hereunder of Grantor, its agents, representatives or employees, including the special warranty of title herein contained, shall be limited to and satisfied solely from the Grantor's proceeds from the Property.

TO HAVE AND TO HOLD the Property and all improvements located thereon, together with all and singular the rights and appurtenances thereto in anywise belonging, unto Grantee, its legal representatives, successors, and assigns forever; and Grantor does hereby bind itself, its legal representatives, successors, and assigns to WARRANT AND FOREVER DEFEND all and singular the Property, subject to the Permitted Encumbrances, unto Grantee, its legal representatives, successors, and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through, or under Grantor, but not otherwise.

WITNESS THE EXECUTION HEREOF as of the 5th day of May, 2016.

GRANTOR:

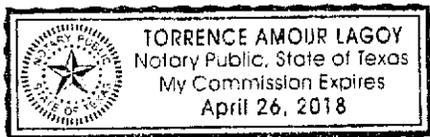
JPMCC 2004-C3 - 501 Newton Street LLC, a Delaware limited liability company

By: C-III Asset Management LLC, a Delaware limited liability company, its Manager

By: [Signature]
Name: Debra Morgan
Title: Servicing Officer

STATE OF TEXAS)
) ss.
COUNTY OF DALLAS)

This instrument was acknowledged before me on ~~May~~ April 27, 2016, by Debra Morgan, Servicing Officer of C-III Asset Management LLC, a Delaware limited liability company, the Manager of JPMCC 2004-C3 - 501 Newton Street LLC, a Delaware limited liability company, on behalf of said entity.



[Signature]
Notary Public # 12825050-5
My commission expires: 4.26.2018

Exhibit "A"

Land Description

501 Newton Street, South Hadley, Massachusetts

Real property in the City/Town of South Hadley, County of Hampshire, Commonwealth of Massachusetts, described as follows:

A certain parcel of land located in South Hadley, Massachusetts bounded and described as follows:

Beginning at railroad spike on the easterly sideline of Newton Street at the northwest corner of land now or formerly of O'Connell Oil Associates, Inc., and running thence:

N32°-38'-05"E the easterly sideline of Newton Street, 117.39 feet to a bound, thence;

S57°-11'-05"E, along land now or formerly of Fleet Bank of Massachusetts, N.A., 331.67 feet to a point, thence;

N32°-48'-55"E, along last named land, 50.00 feet to a point, thence;

N57°-11'-05"W, along last named land, 152.00 feet to a point, thence;

S32°-48'-55"W along last named land, 20.00 feet to a point, thence;

N57°-11'-05"W along last named land, 18.00 feet to a point, thence;

N32°-48'-55"E along last named land, 44.00 feet to a point, thence;

N57°-11'-05"W along last named land, 161.90 feet to a bound, thence;

N32°-38'-05"E, along the easterly sideline of Newton Street, 58.00 feet to a point, thence;

S57°-21'-55"E, along last named land, 0.50 feet to a point, thence;

N32°-38'-05"E, along last named land, 165.40 feet to a point, thence;

N57°-21'-55"W, along last named land, 0.50 feet to a point, thence;

N32°-38'-05"E, along last named land, 165.00 feet to an iron pipe, thence;

S56°-38'-35"E, along land now or formerly of Frank D. & Rita S. Falcetti, 690.67 feet to a bound, thence;

S03°-03'-15" E, along Parcel 2,322.31 feet to an iron pipe, thence; N84°-25'-06"W, along land now or formerly of the Roman Catholic Bishop of Springfield, 143.03 feet to an iron pipe, thence;

S24°-49'-04"W, along last named land, 266.01 feet to an iron pipe, thence;

N57°-03'-12"W, along land now or formerly of John A. Mikuszewski, William E. & Teresa M. Loftus, Robert C. & Joanne M. Holmes, Betty E. Palmer, Decio Realty Trust, Albert M. & Eduarda A. Valinho and Claire R. Remillard, 676.45 feet to a point, thence;

N32°-39'-19"E, along land now or formerly of O'Connell Oil Associates, Inc., 15.00 feet to a point, thence;

N57°-03'-12"W, along last named land, 111.01 feet to the point of beginning.

BEING the same premises conveyed to the grantor herein by deed recorded with the Hampshire County Registry of Deeds in Book 12125, Page 148.

Exhibit "B"

Permitted Encumbrances

- a. Liens for all current general and special real property taxes and assessments not yet due and payable;
- b. Covenants, conditions, restrictions, reservations, rights, rights of way, and easements of record, if any, including without limitation utility or municipal easements as presently installed;
- c. Any statement of facts an accurate survey and/or a personal inspection of the Property may disclose, including but not limited to any encroachments;
- d. Any laws, regulations, ordinances (including, but not limited to zoning, historic preservation, building and environmental) as to the use, occupancy, subdivision or improvement of the Property adopted or imposed by any governmental body, or the effect of any noncompliance with or any violation thereof, including but not limited to any disclosure and/or report required by ordinance;
- e. Rights of existing tenants and/or occupants of the Property, if any;
- f. Prior grants, reservations, exceptions or leases of coal, oil, gas, or other minerals;
- g. Any and all rights of redemption; and
- h. The following additional items:
 1. Any facts, rights, interests, or claims that are not shown by the Public Records but that could be ascertained by an inspection of the Land or that may be asserted by persons in possession of the Land.
 2. Any encroachment, encumbrance, violation, variation, or adverse circumstance affecting the Title that would be disclosed by an accurate and complete land survey of the Land and not shown by the Public Records.
 3. Easements, encumbrances and liens or rights to a lien for services, labor or material heretofore or hereafter furnished, imposed by law, and not shown by the Public Records.
 4. Real Estate Taxes and Municipal Charges which may constitute liens.
 5. Title to and rights of the public and others entitled thereto in and to those portions of the insured premises lying within the bounds of adjacent streets, roads, and ways.
 6. The exact acreage or square footage being other than as stated Schedule A or the plan(s) therein referred to.
 7. Memorandum of Lease by and between David T. Chase and Waldbaum, Inc., dated December 13, 1994 recorded in Book 4666, Page 251, as affected by Recognition and Non-Disturbance Agreement dated April 6, 1995 recorded in Book 4666, Page 250, Confirmation of Lease Term Agreement by and between South Hadley Limited Partnership and Walbaum, Inc, dated March 9, 1996 recorded in Book 4892, Page 120, Notice of Lease recorded in Book 5071, Page 258, Lease Assignment And Assumption Agreement dated April 9, 2003 recorded in Book 7134, Page 221, Sublease Assignment And Assumption Agreement dated April 9, 2003 recorded in Book 7134, Page 227 and, as further affected by Subordination, Non-Disturbance And Attornment Agreement dated October 29, 2004 recorded in Book 8077, Page 24.
 8. Memorandum of Lease by and between South Hadley Limited Partnership and Friendly Ice Cream Corporation dated September 9, 1997 recorded in Book 5288, Page 41, as affected by Subordination,

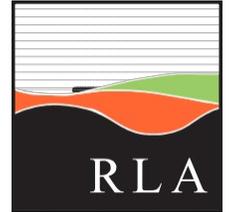
- Non-Disturbance And Attornment Agreement dated October 29, 2004 recorded in Book 8077, Page 13.
9. Notice of Lease by and between South Hadley Limited Partnership and Rocky's Hardware, Inc., dated February 17, 1998 and recorded in Book 5302, Page 139, as affected by Subordination, Non-Disturbance And Attornment Agreement dated October 29, 2004 recorded in Book 8077, Page 33.
 10. Subordination, Non-Disturbance And Attornment Agreement by and between Lori Donuts, Inc. and Nomura Credit & Capital, Inc., dated October 29, 2004 recorded in Book 8077, Page 42 as affecting an unrecorded lease dated July 8, 1997, by and between Lori Donuts, Inc. and South Hadley Limited Partnership.
 11. Subordination, Non-Disturbance And Attornment Agreement by and among South Hadley Limited Partnership, Nomura Credit & Capital, Inc. and M.G.A, Inc., dated October 29, 2004 recorded in Book 8077, Page 50, as affecting an unrecorded lease by and between M.G.A., Inc. and South Hadley Limited Partnership.
 12. Excepting that parcel of land conveyed by deed dated June 7, 2007 recorded in Book 9173, Page 272, being shown on a plan recorded in said registry in Plan Book 214, Page 43.
 13. Taking by the Town of South Hadley for sidewalk purposes by instrument dated July 14, 1961 recorded in Book 1356, Page 136.
 14. Subject to easement rights granted to Feegas Corporation as recited in a deed dated March 15, 1968 recorded in Book 1526, Page 292.
 15. Together with a right of way as recited in a grant by Feegas Corporation dated March 8, 1968 recorded in Book 1526, Page 297.
 16. Reciprocal Easement Agreement by and between David T. Chase and Fleet Bank of Massachusetts dated March 16, 1995 recorded in Book 4666, Page 223, as affected by Recognition and Non Disturbance Agreement, dated April 6, 1995 and recorded in Book 4666, Page 260; said easement area being shown on a plan recorded in said registry in Plan Book 178, Page 135.
 17. NOTE: Notice of Lease by and between David T. Chase and Baybank Valley Trust Company dated July 12, 1983 recorded in Book 2377, Page 188 was for a five year term, the terms of renewal being in a lease which was not recorded. NOTE: Notice of Activity and Use Limitation recorded in Book 6835, Page 22 was released by Termination of Notice of Activity and Use Limitation recorded in Book 8134, Page 248.
 18. Subject to those matters as shown on a plan prepared for David T. Chase and recorded in the Hampshire County Registry of Deeds in Plan Book 173, Page 85.

SECTION 6

CERTIFIED ABUTTERS LIST

R LEVESQUE ASSOCIATES, INC.

40 School Street · Westfield, MA 01085
p 413.568.0985 · f 413.568.0986 · www.rland.com



March 22, 2021

Ms. Melissa Couture Ribold, Associate Assessor
Town of South Hadley
Town Hall
116 Main Street, Room M7
South Hadley, MA 01075

**Re: Request for Certified Abutters List
501 Newton Street
South Hadley, MA
Parcel ID: 28-200
RLA Project Number: 191105**

Dear Ms. Ribold,

On behalf our client, South Hadley Plaza LLC, our office is herein submitting a request for a Certified Abutters List at the above referenced property. Please find attached a copy of the town form for the request, and a check for the required fee amount.

We respectfully request that you forward a copy of the abutters list to us and a copy of the abutters list with the mailing labels to the Planning & Conservation Department Office for the required legal notifications.

Should you have any questions regarding this request, please do not hesitate to contact our office at your convenience.

Sincerely,

R. LEVESQUE ASSOCIATES, INC.



Jessica Allan, AICP
Permitting Project Manager

cc: *South Hadley LLC*

Board of Assessors

116 Main Street, Room 104 South Hadley, MA. 01075-2896

Phone: 413-538-5017 x202

Fax: 413-538-7565

Email: mcronin@southhadleyma.gov

REQUEST FOR CERTIFIED ABUTTERS LIST

The fees for preparing the list is as follows:

Table with 2 columns: Parcel count and Fee. Rows: 50 parcels or less (\$15.00), 51-99 parcels (\$30.00), 100 parcels and up (\$75.00)

Payment MUST be made prior to release of list.

Received: [Empty box for stamp]

Date of Request: _____

Requested By: _____ Phone: _____

Name of Property Owner (if different from requestor): _____

Street Address of Property: _____

Map: _____ Parcel: _____ Unit: _____

The Assessors Office will generate & certify the requested abutters list for the appropriate boards. Please check the appropriate department. Planning Board, Board of Appeals, Conservation Commission, Selectboard, Board of Health, Other, Chapter 40A Section 11, Chapter 131 Section 40, Chapter 138 Section 15A (liquor license), 310 CMR, Please specify

Standard mailing labels of abutters are available for an extra charge of \$1.00 per page. (full or partial)

Labels _____ (Yes or No) Number of Sets _____

Office Use Only

Date List Prepared: _____ Labels Prepared: _____

List Fee: \$ _____ Label Fee: \$ _____ Total Fee Charged: \$ _____

Amount Paid: \$ _____ Date: _____

Check: # _____ Cash: \$ _____ Money Order: # _____

APPENDIX

**SITE PLANS “PROPOSED COMMERCIAL DEVELOPMENT”,
PREPARED FOR SOUTH HADLEY PLAZA LLC
BY R LEVESQUE ASSOCIATES, INC.
DATED MARCH 22, 2021**

**PHOTOMETRICS PLAN, PREPARED FOR SOUTH HADLEY PLAZA LLC
BY ILLUMINATE, DATED MARCH 24, 2021**

**PROPOSED BUILDING ELEVATIONS & DIMENSIONS,
PREPARED FOR SOUTH HADLEY PLAZA LLC
BY CAOLO & BIENIEK ASSOCIATES, INC.
DATED MARCH 19, 2021**

**PROPOSED BUILDING ELEVATIONS RENDERINGS,
PREPARED FOR SOUTH HADLEY PLAZA LLC
BY CAOLO & BIENIEK ASSOCIATES, INC.
DATED MARCH 19, 2021**

**STORMWATER REPORT, PREPARED FOR SOUTH HADLEY PLAZA LLC
BY R LEVESQUE ASSOCIATES, INC.
DATED MARCH 22, 2021**