

City of Chicago



O2020-3081

Office of the City Clerk **Document Tracking Sheet**

Meeting Date:

6/17/2020

Sponsor(s):

Misc. Transmittal

Type:

Ordinance

Title:

Zoning Reclassification Map Nos. 11-5 and 11-G at 4400-4424 and 4401-4415 N Clarendon Ave - 20429

Committee(s) Assignment:

Committee on Zoning, Landmarks and Building Standards

#20429 INTRO DATE JUNE 17,2020

ORDINANCE

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

SECTION 1: That the Chicago Zoning Ordinance be amended by changing all the Residential-Business Planned Development Number 138, symbols and indications as shown on Map Number 11-F and 11-G in the area bounded by to include:

West Sunnyside Avenue; North Clarendon Avenue; a line approximately 176.96 feet north of and parallel to West Montrose Avenue; a line approximately 85.01 feet east of an parallel to North Clarendon Avenue; a line approximately 162.96 feet north of and parallel to West Montrose Avenue; a line approximately 136.61 feet east of and parallel to North Clarendon Avenue; West Montrose Avenue; the public alley next west of and parallel to North Clarendon Avenue; a line approximately 154.33 feet south of and parallel to West Agatite Avenue; a line approximately 472.54 feet west of and parallel to North Clarendon Avenue; West Agatite Avenue; the public alley next west of and parallel to North Clarendon Avenue,

to those of a Residential-Business Planned Development Number 138, as amended.

SECTION 2: This ordinance shall be in force and effect from and after its passage and due publication.

ADDRESS: 4400-24 and 4401-15 North Clarendon Avenue

RESIDENTIAL-BUSINESS PLANNED DEVELOPMENT NUMBER 138, AS AMENDED PLANNED DEVELOPMENT STATEMENTS

- 1. The area delineated herein as Residential-Business Planned Development Number 138, as amended ("Planned Development") consists of approximately 195,591 gross square feet (approximately 131,186 net square feet) of property which is depicted on the Planned Development Boundary/Sub-Area Map referenced below (the "Property"). For purposes of this Planned Development, the Property consists of three subareas, delineated on the Planned Development Boundary/Sub-Area Map. Montrose and Clarendon LLC is the applicant ("Applicant") for this amended Planned Development, and is the owner of subareas A and C, which are the subject of this amended Planned Development.
- 2. The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different than the Applicant, the legal titleholders and any ground lessors. All rights granted hereunder to the Applicant shall inure to the benefit of the Applicant's successors and assigns and, if different than the Applicant, the legal titleholder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Municipal Code ("Municipal Code"), the Property, at the time of application for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made, shall be under single ownership or designated control. Single designated control is defined in Section 17-8-0400 of the Municipal Code.
- 3. All applicable official reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees. Any dedication or vacation of streets or alleys or grants of easements or any adjustment of the right-of-way shall require a separate submittal to the Department of Transportation ("CDOT") on behalf of the Applicant or its successors, assigns or grantees. Any requests for grants of privilege, or any items encroaching on the public way, shall be in compliance with the Plans. Ingress or egress shall be pursuant to the Plans and may be subject to the review and approval of the Department of Planning and Development ("DPD") and CDOT. Closure of all or any public street or alley during demolition or construction shall be subject to the review and approval of CDOT. All work proposed in the public way must be designed and constructed in accordance with the CDOT Construction Standards for Work in the Public Way and in compliance with the Municipal Code. Prior to the issuance of any Part II Approval, the submitted plans must be approved by CDOT.
- 4. This plan of development consists of these seventeen (17) Statements, a Bulk Regulations and Data Table, a Subarea A Affordable Housing Profile Form, a Subarea B Affordable Housing Profile Form, the Administrative Approvals (defined below) and the following exhibits prepared by Hartshorne Plunkard Architecture (collectively, the "Plans"), all of which are incorporated herein and made a part hereof by this reference:
 - a. Existing Aerial Map
 - b. Existing Land-Use Map
 - c. Existing Zoning Map

Applicant: Address: Montrose and Clarendon LLC

4400-24 and 4401-15 North Clarendon Avenue June 17, 2020

Introduced: June 17, 202

Plan Commission: TBD

- d. Planned Development Boundary/Sub-Area Map
- Overall Site/Landscape Plan c.
- f. Subarea A Site Plan
- Subarea A Landscape Plan g.
- h. Subarea B Site Plan
- Subarea B Landscape Plan i.
- j. Subarea B Interim Site/Landscape Plan
- Subarea C Site Plan k.
- 1. Subarea C Landscape Plan
- Subarea A Green Roof Plan m.
- Subarca B Green Roof Plan n.
- Subarea C Green Roof Plan 0.
- Subarea A 4th Floor Plan p.
- Subarea A Typical Floor Plan q.
- Subarea B Typical Floor Plan T.
- Subarea A East Elevation S.
- Subarea A North Elevation 1.
- Subarea A South Elevation u.
- ν. Subarea A West Elevation
- Subarea B East and West Elevations w.
- Subarea B North and South Elevations X.
- Subarea C Elevations у.

Full-sized copies of the Site/Landscape Plans and Building Elevations are on file with the Department of Planning and Development. The Subarea A Affordable Housing Profile Form, Subarea B Affordable Housing Profile Form, and the Plans are not attached hereto, but are on file with the Department of Planning and Development.

The following minor change and site plan approval letters are hereby incorporated by reference and made part of this Planned Development (collectively, the "Administrative Approvals"):

- Minor Change Approval to Mariah DiGrino dated July 3, 2019 aa.
- Administrative Relief to Daniel Retzner dated October 27, 2017 bb.
- Administrative Relief to Mariah DiGrino dated October 21, 2016 CC.

In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development conforms to the intent and purpose of the Municipal Code, and all requirements thereof, and satisfies the established criteria for approval as a Planned Development. In case of a conflict between the terms of this Planned Development Ordinance and the Municipal Code, this Planned Development Ordinance shall control.

5. The following uses are permitted within the Planned Development:

Applicant: Address:

Montrose and Clarendon LLC

4400-24 and 4401-15 North Clarendon Avenue June 17, 2020

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Subarea A: dwelling units located at or above the ground floor (multi-unit residential and townhouse); cultural exhibits and libraries; day care; lodge or private club; community centers; recreation buildings and similar assembly use; postal service; religious assembly; school; animal services (sales and grooming and veterinary clinic); artist work or sales space; business equipment sales and service; business support services; communication service establishments; eating and drinking establishments; entertainment and spectator sports (indoor special event including incidental liquor sales and small venues (1-149 occupancy)); banks; food and beverage retail sales (liquor sales as package goods and accessory use); medical service; office; personal service; dry cleaning (drop-off or pick-up); coin-operated laundromat; retail sales (general); sports and recreation (participant, indoor, physical fitness center, children's play center); valuable objects dealer; catering & shared kitchen; laundry/dry cleaning plant (maximum 2 employees); wireless communication facilities (co-located); accessory parking; non-accessory parking; and, accessory and related uses.

Subarea B: dwelling units located at or above the ground floor (multi-unit residential); accessory parking; construction staging directly related to the provision of the improvements proposed for Subareas A and C; and, accessory and related uses.

Subarea C: colleges and universities; cultural exhibits and libraries; day care; lodge or private club; community centers, recreation buildings, and similar assembly use; postal service; religious assembly; school; animal services (sales and grooming and veterinary clinic); artist work or sales space; business equipment sales and service; business support services; communication service establishments; eating and drinking establishments; entertainment and spectator sports (indoor special event including incidental liquor sales and small venues (1-149 occupancy)); banks; food and beverage retail sales (liquor sales as package goods and accessory use); medical service; office; personal service; dry cleaning (drop-off or pick-up); coin-operated laundromat; retail sales (general); sports and recreation (participant, outdoor, indoor, physical fitness center, children's play center); valuable objects dealer; catering & shared kitchen; laundry/dry cleaning plant (maximum 2 employees); wireless communication facilities (co-located); accessory parking; and, accessory and related uses.

6. Subsequent to the completion of construction or the provision of the improvements proposed for Subareas A and C and prior to the issuance of the final Certificate of Occupancy for the improvements proposed in Subarea A, either of the following conditions must be fulfilled: (i) Part II Review, pursuant to Section 17-13-0610 of the Municipal Code, for the improvements proposed for Subarea B, as described in Planned Development Statement 5 and the exhibits associated with this Planned Development, must have commenced; or, (ii) the improvements depicted in the Subarea B Interim Site/Landscape Plan, as described in the exhibits associated with this Planned Development, must be completely installed or otherwise provided by the following June 1st, if such Certificate of Occupancy for Subarea A is requested at such a time when seasonal weather conditions would not allow completion of the Subarea B Interim Site/Landscape Plan.

Applicant: Address: Introduced: Montrose and Clarendon LLC 4400-24 and 4401-15 North Clarendon Avenue June 17, 2020

Plan Commission:

TBD

- 7. On-premise signs and temporary signs, such as construction and marketing signs, shall be permitted within the Planned Development, subject to the review and approval of DPD. Off-Premise signs are prohibited within the boundary of the Planned Development.
- 8. For purposes of height measurement, the definitions in the Municipal Code shall apply. The height of any building shall also be subject to height limitations, if any, established by the Federal Aviation Administration.
- 9. The maximum permitted Floor Area Ratio ("FAR") for the site shall be in accordance with the attached Bulk Regulations and Data Table. For the purposes of FAR calculations and measurements, the definitions in the Municipal Code shall apply. The permitted FAR identified in the Bulk Regulations Table has been determined using a Net Site Area of 131,186 square feet.
- 10. Upon review and determination, Part II Review, pursuant to Section 17-13-0610 of the Municipal Code, a Part II Review fee shall be assessed by DPD. The fee, as determined by staff at the time in accordance with the Municipal Code, is final and binding on the Applicant and must be paid to the Department of Revenue prior to the issuance of any Part II Approval.
- 11. The Site and Landscape Plans shall be in substantial conformance with the Landscape Ordinance and any other corresponding regulations and guidelines, including Section 17-13-0800 of the Municipal Code. Final landscape plan review and approval will be by DPD. Any interim reviews associated with site plan review or Part II Reviews, are conditional until final Part II Approval.
- 12. The Applicant shall comply with Rules and Regulations for the Maintenance of Stockpiles promulgated by the Commissioners of the Departments of Streets and Sanitation, Information and Assets, and Buildings, under Section 13-32-125 of the Municipal Code, or any other provision of that Code.
- 13. The terms and conditions of development under this Planned Development ordinance may be modified administratively, pursuant to Section 17-13-0611-A of the Municipal Code by the Zoning Administrator upon the application for such a modification by the Applicant, its successors and assigns and the legal titleholders and any ground lessors.
- 14. The Applicant acknowledges that it is in the public interest to design, construct and maintain the project in a manner which promotes, enables and maximizes universal access throughout the Property. Plans for all buildings and improvements on the Property shall be reviewed and approved by the Mayor's Office for People with Disabilities to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
- 15. The Applicant acknowledges that it is in the public interest to design, construct, renovate and maintain all buildings in a manner that provides healthier indoor environments, reduces operating costs and conserves energy and natural resources. The Planned Development will be

Applicant:

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Montrose and Clarendon LLC 4400-24 and 4401-15 North Clarendon Avenue June 17, 2020

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LEED certified (Leadership in Energy and Environmental Design) and include a green roof over at least 50 percent of the Net Roof Area; provided, however, that if any portion of this Planned Development receives tax increment financing, such portion shall be LEED certified and include a green roof over 100 percent of the Net Roof Area of that portion.

16. The Applicant acknowledges and agrees that the rezoning the Property from Institutional Planned Development 138 and RM5 (Residential Multi-Unit District) to, first, the B3-5 (Community Shopping District), then back to Planned Development 138, for construction of this Planned Development triggers the requirements of Section 2-45-110 of the Municipal Code (the 2007 Affordable Requirements Ordinance or "ARO"). Any developer of a "residential housing project" within the meaning of the ARO must: (i) set aside 10 percent of the housing units in the residential housing project as affordable units ("Affordable Units") if the developer receives city land or zoning assistance, or 20 percent if the developer receives financial assistance, such as tax increment financing ("TIF"); (ii) pay a fee in lieu of the development of the Affordable Units; or (iii) any combination of (i) and (ii). The foregoing compliance options are referred to herein as Option (i), Option (ii), and Option (iii).

In Subarea A, the Applicant intends to construct a total of 381 dwelling units and has filed an application for TIF for the project. If the Applicant receives TIF funds, the Subarea A project will require 77 Affordable Units (20 percent x 381 = 76.2, rounded up = 77) under Option (i), or an in lieu fee ("Cash Payment") in the amount of \$7,700,000 (77 x \$100,000) under Option (ii), or a combination under Option (iii). If the Applicant does not receive TIF funds, the Subarea A project will require 39 Affordable Units (10 percent x 381 = 38.1, rounded up = 39) under Option (i), or a Cash Payment in the amount of \$3,900,000 (39 x \$100,000) under Option (ii), or a combination under Option (iii). The Applicant has elected to comply with the ARO in Subarea A through a combination under Option (iii), as described below and in the Affordable Housing Profile Form for Subarea A, referenced in Statement 4 above. First, the Applicant will provide 20 Affordable Units in Subarea A, regardless of whether the project receives TIF funds. If the Applicant receives TIF funds, 10 of the 20 Affordable Units will be affordable to households earning no more than 50 percent of the Chicago Primary Metropolitan Statistical Area Median Income ("AMI") and the other 10 will be affordable to households earning no more than 60 percent of AMI. If the project does not receive TIF funds, all 20 Affordable Units will be affordable to households earning no more than 60 percent of AMI. Second, the Applicant will satisfy its remaining ARO obligation by making a Cash Payment in the amount of \$5,700,000 (77 required Affordable Units – 20 provided Affordable Units = 57 x \$100,000) if the Applicant receives TIF funds, or \$1,900,000 (39 required Affordable Units - 20 provided Affordable Units $= 19 \times 100,000$) if it does not.

In Subarea B, the Applicant intends to construct a total of 250 dwelling units without any TIF or other financial assistance from the city, and has elected to comply with the ARO by making a Cash Payment in the amount of \$2,500,000 (250 dwelling units x 10 percent = 25 required Affordable Units x \$100,000 per unit), as set forth in the Affordable Housing Profile Form for Subarea B referenced in Statement 4 above.

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Montrose and Clarendon LLC 4400-24 and 4401-15 North Clarendon Avenue June 17, 2020

Introduced:

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At the time of each Part II Review for Subarea A or Subarea B, Applicant may update and resubmit the applicable Affordable Housing Profile Form to DPD for review and approval. If the Applicant subsequently reduces or increases the number of dwelling units in either subarea, DPD may adjust the requirements of this Statement 16 (i.e., number of required Affordable Units and/or amount of Cash Payment) accordingly without amending the Planned Development. Prior to the issuance of any building permits within Subarea A or Subarea B, including, without limitation, excavation or foundation permits, the Applicant must make the required Cash Payment. The Applicant intends to develop Subarea A and Subarea B as separate projects in phases, and the Cash Payment for each subarea shall be calculated separately and paid at the time building permits are sought for the applicable subarea. In the case of Subarea A, where the Applicant is providing Affordable Units, the Applicant must also execute and record an affordable housing agreement in accordance with Section 2-45-110(i)(2) of the Municipal Code prior to the issuance of any building permits for Subarea A. The terms of the affordable housing agreement and any amendments thereto are incorporated herein by this reference. The Applicant acknowledges and agrees that the affordable housing agreement will be recorded against Subarea A, or the applicable portions thereof, and will constitute a lien against such property. commissioner of DPD may enforce remedies for any breach of this Statement 16, including any breach of any affordable housing agreement, and enter into settlement agreements with respect to any such breach, subject to the approval of the Corporation Counsel, without amending the Planned Development.

17. This Planned Development shall be governed by Section 17-13-0612 of the Municipal Code. Should this Planned Development ordinance lapse, the commissioner of DPD shall initiate a zoning map amendment to rezone the Property to the B3-5 (Community Shopping District).

Applicant: Address: Introduced: Montrose and Clarendon LLC

4400-24 and 4401-15 North Clarendon Avenue June 17, 2020

Plan Commission:

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RESIDENTIAL-BUSINESS PLANNED DEVELOPMENT NO. 138 **BULK REGULATIONS AND DATA TABLE**

Gross Site Area, 195,591 square feet = Net Site Area, 131,186 square feet + Area Remaining in Public Way, 64,405 square feet

Net Site Area (sf)	131,186
Sub-Area 'A'	85,160
Sub-Area 'B'	31,608
Sub-Area 'C'	14,419
Maximum Floor Area Ratio (FAR)	5.0
Sub-Area 'A'	5.08
Sub-Area 'B'	6.87
Sub-Area 'C'	0.43
Maximum Floor Area (sf)	655,930
Sub-Area 'A'	432,448
Sub-Area 'B'	217,282
Sub-Area 'C'	6,200
Maximum Number of Dwelling Units	631 ¹
Sub-Area 'A'	
Sub-Area 'B'	
Sub-Area 'C'	381
	250
	0
Maximum Commercial Floor Area	36,200
(net rentable sf)	
Sub-Area 'A'	30,000
Sub-Area 'B'	o `
Sub-Area 'C'	6,200
Maximum Site Coverage	Per Site Plans

Up to 37% of the total number of dwelling units may be efficiency units. Minimum Lot Area (MLA) per dwelling unit shall be calculated based on the overall net site area.

Applicant: Address:

Introduced:

Montrose and Clarendon LLC 4400-24 and 4401-15 North Clarendon Avenue June 17, 2020 TBD

Plan Commission:

Minimum Building Setbacks	Per Site Plan
	,

Applicant: Address: Introduced: Plan Commission:

Montrose and Clarendon LLC 4400-24 and 4401-15 North Clarendon Avenue June 17, 2020 TBD

Minimum Number of Off-Street	446
Parking Spaces	
Sub-Area 'A'	275
Sub-Area 'B'	160
Sub-Arca 'C'	11
Minimum Number of Off-Street	1-10'x50'; 1 – 10'x30'; and 4-
Loading Berths	10'x25'
Sub-Area 'A'	1-10'x50'; 1 - 10'x30'; and 2-
	10'x25'
Sub-Area 'B'	1-10'x25'
Sub-Area 'C'	1-10'x25'
Maximum Building Height (feet)	
Sub-Area 'A'	284'
Sub-Area 'B'	157'
Sub-Area 'C'	20'

Montrose and Clarendon LLC 4400-24 and 4401-15 North Clarendon Avenue June 17, 2020 TBD

Applicant: Address: Introduced: Plan Commission:

#20429 INTRO DATE JUNE 17, 2021

CITY OF CHICAGO

APPLICATION FOR AN AMENDMENT TO THE CHICAGO ZONING ORDINANCE

1.	ADDRESS of the property Applicant is seeking to rezone:					
	4400-4424 and 4401-4415 North Clarendon Avenue					
2.	Ward Number that pro	perty is located in: 46tl	n Ward			
3.	APPLICANT Montrose and Clarendon LLC					
	ADDRESS c/o The Harlem Irving Companies, Inc., 4104 North Harlem Avenue					
	CITY Norridge	STATE_ <u>IL</u>	ZIP CODE <u>60706</u>			
	PHONE (773) 625-3036 EMAIL gfix@harlcmirving.com					
	CONTACT PERSON Greg Fix					
4.	Is the applicant the owner of the property? YES X NO If the applicant is not the owner of the property, please provide the following information regarding the owner and attach written authorization from the owner allowing the applicant to proceed. OWNER					
	CITY	STATE	ZIP CODE			
	PHONE	EMAIL	CONTACT PERSON			
5.	If the Applicant/Owner of the property has obtained a lawyer as their representative fo the rezoning, please provide the following information:					
	ATTORNEY Mariah l	DiGrino - DLA Piper L	LP (US)			
	ADDRESS_444 West	Lake Street, Ste. 900	CITY Chicago			

6.	If the applicant is a corporation please provide the names of all shareholders as disclosed on the Economic Disclosure Statements:
	See Economic Disclosure Statements filed with this Application.
7.	On what date did the owner acquire legal title to the subject property? 2016
8.	Has the present owner previously rezoned this property? If yes, when?
	Yes; In 2016, the property was rezoned to Residential-Business Planned Development
	No. 138.
	Present Zoning District Residential-Business Planned Development
9.	No. 138.
	Proposed Zoning District Residential-Business Planned Development
	No. 138, as amended
10.	Lot size in square feet (or dimensions) 99,579 square feet
11.	Current Use of the Property mixed use residential and commercial
12.	Reason for rezoning the property Amendment to existing Planned Development to allow for additional uses in Subareas A and C that are ordinarily allowed in the underlying B3-5 district.
13.	Describe the proposed use of the property after the rezoning. Indicate the number of dwelling units; number of parking spaces; approximate square footage of any commercial space; and height of the proposed building. (BE SPECIFIC)
	The Applicant seeks an amendment to the PD to incorporate additional nonresidential uses that would ordinarily be allowed in the underlying B3-5 zoning district, to facilitate occupancy of the ground level commercial spaces.
14.	The Affordable Requirements Ordinance (ARO) that requires on-site affordable housing units and/or a financial contribution for residential housing projects with ten or more units that receive a zoning change which, among other triggers, increases the allowable floor area, or, for existing Planned Developments, increases the number of units (see attached fact sheet or visit www.cityofchicago.org/ARO for more information). Is this project subject to the ARO?
	YESNOX

COUNTY OF COOK STATE OF ILLINOIS

duly sworn on oath, states that all of the above sta submitted herewith are true and correct.	ONTROSE AND CLARENDON LLC, being first tements and the statements contained in the documents
Submitted herewith are true and correct.	
	www Huly
	gnature of Applicant
Subscribed and Sworn to before me this day of May, 2020.	
	"OFFICIAL SEAL"
h HET M	BRIDGET E TORRES
Notary Prolic	Notary Public, State of Illinois My Commission Expires 3/24/2022
	·
For Off	ce Use Only
Date of Introduction:	
File Number:	
Ward:	



DLA Piper LLP (US)
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Suite 900
Chicago, Illinois 60606-0089
www.dlapiper.com

Mariah DiGrino mariah.digrino@us.dlapiper.com T 312.368 7261 F 312.251.5833

June 10, 2020

The Honorable Tom Tunney, Chairman City of Chicago Committee on Zoning Room 304, City Hall 121 North LaSalle Street Chicago, Illinois 60602

Re: Application for Amendment to Residential-Business Planned Development No. 138 Montrose and Clarendon, LLC.

Dear Chairman Tunney:

The undersigned, Mariah DiGrino, an attorney with the law firm of DLA Piper LLP (US), which firm represents Montrose and Clarendon, LLC, the applicant for an amendment to the Chicago Zoning Ordinance to amend Residential-Business Planned Development No. 138, certifies that she has complied with the requirements for Section 17-13-0107 of the Chicago Zoning Ordinance by sending written notice to such property owners who appear to be the owners of the property within the subject area not solely owned by the applicant, and to the owners of all property within 250 feet of each direction of the lot line of the subject property, exclusive of public roads, streets, alleys and other public ways. Said written notice was sent by First Class U.S. Mail, no more than 30 days before filing the application.

The undersigned certifies that the notice contained the address of the property sought to be rezoned; a statement of the intended use of the property; the name and address of the applicant; the name and address of the owner; a statement that the applicant intends to file the application for change in zoning on approximatelyJune 102020 and a source for additional information on the application.

The undersigned certifies that she has made a bona fide effort to determine the addresses of the parties to be notified under Section 17-13-0107 of the Chicago Zoning Ordinance, and that the accompanying list of names and addresses of surrounding property owners within 250 feet of the subject site is a complete list containing the names and addresses of the people required to be served.

Very truly yours,

Mariel 4. Dis

Mariah DiGrino

Subscribed and sworn to before me This 60th day of June, 2020.

Notary Public

BETH HARRINGTON Official Seal Notary Public – State of Illinois My Commission Expires Dec 21, 2021

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DLA Piper LLP (us) 444 West Lake Street Suite 900 Chicago, Illinois 60606-0089 www.dlapiper.com

Mariah DiGrino mariah digrino@us dlapiper com T 312 368 7261 F 312 251 5833

June 10, 2020

FIRST CLASS MAIL

Dear Sir or Madam:

As required by Section 17-13-0107 of the Municipal Code of the City of Chicago, please be informed that on or about June 10 2020, the undersigned, on behalf of Montrose and Clarendon, LLC (the "Applicant"), intends to file an application to rezone the property located at 4400-4424 and 4401-4415 North Clarendon Avenue in Chicago, Illinois (the "Property") in the Residential-Business Planned Development No. 138, as amended to Residential-Business Planned Development No. 138. A boundary description of the Property is set forth on the reverse side of this letter.

The Property is currently utilized for commercial and residential uses. The application seeks approval to allow for additional non-residential uses that would ordinarily be allowed in the underlying B3-5 zoning district to allow for the establishment of a veterinary clinic and other non-residential uses in the retail/commercial spaces at the base of the building in Subarea A and in the building in Subarea C.

Please note that the Applicant is not seeking to rezone or purchase your property. You are receiving this notice as required by the Chicago Municipal Code because the assessor's tax records indicate that you own property within 250 feet of the Property.

I am an authorized representative of the Applicant and my address is 444 West Lake Street, Suite 900, Chicago, IL-60606. The Applicant, Montrose Clarendon, LLC, is located at c/o The Harlem Irving Companies, Inc., 4104 N. Harlem Ave., Norridge, Illinois 60706.

Please contact me at 312-368-7261 or my colleague Liz Butler at (312) 368-4092 with questions.

Very truly yours,

DLA Piper LLP (US)

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Mariah DiGrino



June 10, 2020 Page Two

EXHIBIT A

BOUNDARY DESCRIPTION OF THE PROPERTY

WEST SUNNYSIDE AVENUE: NORTH CLARENDON AVENUE: A LINE APPROXIMATELY 176.96 FEET NORTH OF AND PARALLEL TO WEST MONTROSE AVENUE; A LINE APPROXIMATELY 85.01 FEET EAST OF AN PARALLEL TO NORTH CLARENDON AVENUE: A LINE APPROXIMATELY 162.96 FEET NORTH OF AND PARALLEL TO WEST MONTROSE AVENUE; A LINE APPROXIMATELY 136.61 FEET EAST OF AND PARALLEL TO NORTH CLARENDON AVENUE; WEST MONTROSE AVENUE: THE PUBLIC ALLEY NEXT WEST OF AND PARALLEL TO NORTH CLARENDON AVENUE: APPROXIMATELY 154.33 FEET SOUTH OF AND PARALLEL TO WEST AGATITE AVENUE; A LINE APPROXIMATELY 472.54 FEET WEST OF AND PARALLEL TO NORTH CLARENDON AVENUE; WEST AGATITÉ AVENUE; THE PUBLIC ALLEY NEXT WEST OF AND PARALLEL TO NORTH CLARENDON AVENUE

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party	/ submittii	ng this EDS. Include d/b/a/ if applicable:
Montrose and Clarendon Holdings, LLC		
Check ONE of the following three b	oxes:	
the contract, transaction or other under "Matter"), a direct or indirect interest in name: Montrose and Clarendon, LLC OR 3. [] a legal entity with a direct of	ing, or an ctaking to in excess of	ticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal right of control of the Applicant (see Section II(B)(1)) bisclosing Party holds a right of control:
B. Business address of the Disclosing	Party:	c/o The Harlem Irving Companies, Inc.
		4104 N. Harlem Ave., Norridge, IL 60706
C. Telephone: (773) 625-3036 F	ax:(773)	625-0056 Email: Igerlach@harlemiriving.com
D. Name of contact person: Lawrence	A. Gerlach	, -
E. Federal Employer Identification No	o. (if you	have one):
F. Brief description of the Matter to w property, if applicable):	which this	EDS pertains. (Include project number and location of
Amendment to Planned Development No. 138 for	r property loc	ated at 4400-24 and 4401-15 North Clarendon Avenue
G. Which City agency or department i	is requesti	ng this EDS? Department of Planning and Development
If the Matter is a contract being handle complete the following:	ed by the (City's Department of Procurement Services, please
Specification #		and Contract #
Ver.2018-1	Pag	e 1 of 15

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOS	NG PARTY	
1. Indicate the nature of the D [] Person [] Publicly registered business co [] Privately held business corpora [] Sole proprietorship [] General partnership [] Limited partnership [] Trust	[x] Limited liability poration [] Limited liability liability point venture [] Not-for-profit	ty partnership corporation fit corporation also a 501(c)(3))? [] No
2. For legal entities, the state (or t	oreign country) of incorporation	or organization, if applicable:
Delaware		····
3. For legal entities not organized business in the State of Illinois as a [] Yes [x] No		
B. IF THE DISCLOSING PARTY	IS A LEGAL ENTITY:	
the entity; (ii) for not-for-profit c are no such members, write "no me similar entities, the trustee, execu limited partnerships, limited liab each general partner, managing me indirectly controls the day-to-day in	orporations, all members, if any mbers which are legal entities") or, administrator, or similarly si ility companies, limited liabilismber, manager or any other personangement of the Applicant.	; (iii) for trusts, estates or other tuated party; (iv) for general or ty partnerships or joint ventures, son or legal entity that directly or
NOTE: Each legal entity listed be	ow must submit an EDS on its o	wn behalf.
Name See attached Schedule A	Title	
2. Please provide the following in indirect, current or prospective (i.e ownership) in excess of 7.5% of the	within 6 months after City action	on) beneficial interest (including

corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant See attached Schedule B SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? []Yes [x] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary))		
[x] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED	CHILD SUI	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	
	•	ectly owns 10% or more of the Disc tions by any Illinois court of compo	**
[] Yes [] No [x]	No person d	irectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [] No			
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] I Party nor any Affiliated I performance of any publi inspector general, or integinvestigative, or other sin	In the 5-year Entity [see decontract, to grity complinition of the contract of the complication of the complication of the complication of the contract of the	the Matter is a contract being handle period preceding the date of this E efinition in (5) below] has engaged, he services of an integrity monitor, ance consultant (i.e., an individual of designated by a public agency to he as well as help the vendors reform to	DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

can be considered for agency contracts in the future, or continue with a contract in progress).

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
None
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None.
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [x] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		ecause it or any of its affiliates (as defined in the meaning of MCC Chapter 2-32, explain
NA NA		
	" the word "None," or no response a imed that the Disclosing Party certif	* *
D. CERTIFICAT	ION REGARDING FINANCIAL II	ITEREST IN CITY BUSINESS
Any words or tern	ns defined in MCC Chapter 2-156 ha	ave the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge to of the City have a financial interest in his or natity in the Matter?
[] Yes	[x] No	
•	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or entaxes or assessment "City Property Sal	tity in the purchase of any property its, or (iii) is sold by virtue of legal	dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[x] No	
-		nes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	g Party further certifies that no prohity official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Di Party with respect to the Matter: (Add sheets if necessary):	
A. CERTIFICATION REGARDING LOBBYING	
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is no federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allot the City and proceeds of debt obligations of the City are not federal funding.	
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS	
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) a Disclosing Party has found records of investments or profits from slavery or slaveholder in policies. The Disclosing Party verifies that the following constitutes full disclosure of all s records, including the names of any and all slaves or slaveholders described in those records.	surance such
x 1. The Disclosing Party verifies that the Disclosing Party has searched any and all received the Disclosing Party and any and all predecessor entities regarding records of investments of from slavery or slaveholder insurance policies during the slavery era (including insurance pissued to slaveholders that provided coverage for damage to or injury or death of their slave the Disclosing Party has found no such records.	or profits policies
comply with these disclosure requirements may make any contract entered into with the Ci connection with the Matter voidable by the City.	Party re to ity in

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?	
[] Yes	[] No	•
If "Yes," answer the three of	questions belo	ow:
 Have you developed an federal regulations? (See 4 Yes 	•	re on file affirmative action programs pursuant to applicable 60-2.)
•	he Equal Em	ting Committee, the Director of the Office of Federal Contract ployment Opportunity Commission all reports due under the
[] Yes		[] Reports not required
3. Have you participated in equal opportunity clause?	n any previou	us contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to que	estion (1) or (2	2) above, please provide an explanation:

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement. City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

Date: 5/14/20

Montrose and Clarendon Holdings, LLC, a Delaware limited liability company

Name: Lawrence A. Gerlach

Title: Authorized Signatory

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[x] No	
which such person	is connected; (3) the na	me and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to hip, and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[x] No	
^ ^		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[x] The Applicant is not publicly traded on any exchange.
• ' '	cofflaw or problen	entify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

[] Yes	*
[] No	
[x] N/A – I am not an Applicant that is a "contractor" as de	fined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by Mo	CC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.	

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further disclosures are required.]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon	c/o The Harlem Irving Companies, Inc.	100% (Direct)
Holdings, LLC	4104 N. Harlem Avc.	
,	Norridge, IL 60706	\ \
Montrose Clarendon Partners	c/o The Harlem Irving Companies, Inc.	15% (Indirect)
LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ŞECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party subn	nitting this EDS. Include d/b/a/ if applicable:			
Montrose and Clarendon, LLC				
Check ONE of the following three boxes:	Check ONE of the following three boxes:			
the contract, transaction or other undertaking "Matter"), a direct or indirect interest in excename: OR	or anticipated to hold within six months after City action on g to which this EDS pertains (referred to below as the ess of 7.5% in the Applicant. State the Applicant's legal rect right of control of the Applicant (see Section II(B)(1))			
B. Business address of the Disclosing Party				
	4104 N. Harlem Ave., Norridge, IL 60706			
C. Telephone: (773) 625-3036 Fax: (773) 625-0056 Email: lgerlach@harlemirving.com			
D. Name of contact person:Lawrence A Gerl	ach			
E. Federal Employer Identification No. (if y	you have one):			
F. Brief description of the Matter to which property, if applicable):	this EDS pertains. (Include project number and location of			
Amendment to Planned Development No. 138 for proper	ty located at 4400-24 and 4401-15 North Clarendon Avenue			
G. Which City agency or department is requ	uesting this EDS? Department of Planning and Development			
If the Matter is a contract being handled by to complete the following:	the City's Department of Procurement Services, please			
Specification #	and Contract #			
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Par	
[] Person [] Publicly registered business corporation	[x] Limited liability company [] Limited liability partnership
[] Privately held business corporation	[] Joint venture
[] Sole proprietorship	Not-for-profit corporation
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership	[] Yes [] No
[] Trust	[] Other (please specify)
2. For legal entities, the state (or foreign coun	try) of incorporation or organization, if applicable:
Delaware .	
3. For legal entities not organized in the State business in the State of Illinois as a foreign ent	of Illinois: Has the organization registered to do aity?
[x] Yes [] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for not-for-profit corporations are no such members, write "no members whice similar entities, the trustee, executor, administ limited partnerships, limited liability compa	plicable, of: (i) all executive officers and all directors of s, all members, if any, which are legal entities (if there ch are legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or enics, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or to of the Applicant.
NOTE: Each legal entity listed below must sul	bmit an EDS on its own behalf.
Name	Title
See attached Schedule A	
	oncerning each person or legal entity having a direct or onths after City action) beneficial interest (including

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corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a

Name	Business Address	Percentage Interest in the Applican
See attached Schedule E		
		·
SECTION III IN OFFICIALS	COME OR COMPENSATION	TO, OR OWNERSHIP BY, CITY ELEC
	Party provided any income or conceding the date of this EDS?	npensation to any City elected official during
_	Party reasonably expect to proving the 12-month period following	de any income or compensation to any City the date of this EDS? [] Yes [x]
If "yes" to either of the describe such income	• •	he name(s) of such City elected official(s) a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship t (subcontracto lobbyist, etc.)	• •	Fees (<u>indicate whether</u> <u>paid or estimated</u> .) NOTE: "hourly rate" or "t.b.d." is
DLA Piper LLP (US) - retained	not an acceptable response d 444 W Lake St , Suite 900 Attorney \$15,000 (est.)		not an acceptable response. \$15,000 (est.)	
			•	·
			1	
(Add sheets if necessary)				
[] Check here if the Disc	closing Part	y has not retaine	ed, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	IS .		
A. COURT-ORDERED	CHILD SU	PPORT COMP	LIANCE	
Under MCC Section 2-92 remain in compliance with	•			at contract with the City must e contract's term.
Has any person who direct arrearage on any child su	•	•		closing Party been declared in etent jurisdiction?
[]Yes []No [x]	No person d	lirectly or indire	ectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in compliance			d agreement for pay	ment of all support owed and
[] Yes [] No				
B. FURTHER CERTIFIC	CATIONS			
Procurement Services.] I Party nor any Affiliated E performance of any publi inspector general, or integinvestigative, or other sin	n the 5-year Entity [see decontract, to grity complinitar skills, of cy vendors	r period precedi lefinition in (5) the services of a lance consultant designated by a as well as help t	ng the date of this E below] has engaged in integrity monitor, (i.e., an individual public agency to he the vendors reform t	independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: None
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None.
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [x] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
here (attach addition	nal pages if necessary):	
NA		
	the word "None," or no response a ned that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or terms	defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable inqu		he best of the Disclosing Party's knowledge e of the City have a financial interest in his or entity in the Matter?
[] Yes	[x] No	
•	eked "Yes" to Item D(1), proceed ems D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employee other person or entit taxes or assessments "City Property Sale"	shall have a financial interest in y in the purchase of any property s, or (iii) is sold by virtue of legal	his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter inv	olve a City Property Sale?	
[]Yes	[x] No	
· ·		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	Party further certifies that no proby official or employee.	nibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?
[] Yes	[] No
If "Yes," answer the three	uestions below:
Have you developed an federal regulations? (See 4	I do you have on file affirmative action programs pursuant to applicable I CFR Part 60-2.) [] No
	Joint Reporting Committee, the Director of the Office of Federal Contractive Equal Employment Opportunity Commission all reports due under the ots?
[] Yes	[] No [] Reports not required
equal opportunity clause?	any previous contracts or subcontracts subject to the
[] Yes	[] No
If you checked "No" to que	stion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

(

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

Date: 5/14/20

Montrose and Clarendon, LLC, a Delaware limited liability company

By: Montrose and Clarendon Holdings, LLC, a Delaware limited liability company, its sole member

Name: Lawrence A. Gerlach

Title: Authorized Signatory

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

wnom such persor	n nas a tamilial relationship	p, and (4) the precise nature of such familial relationship.
which such person	is connected; (3) the name	e and title of such person, (2) the name of the legal entity the and title of the elected city official or department head to
[] Yes	[x] No	

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[x] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[x] The Applicant is not publicly traded on any exchange.
	offlaw or probler	entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which
		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

[] Yes
[] No
[x] N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further disclosures are required.]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon Holdings, LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	100% (Direct)
Montrose Clarendon Partners LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	15% (Indirect)
PR III Montrose Development, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
.PRISA III Investments, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III REIT Operating LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
PRISA III Fund LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
State Board of Administration of Florida	1801 Hermitage Blvd., Suite 100 Tallahassee, FL 32308	9.99% (Indirect)

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submi	tting this EDS. Include d/b/a/ if applicable:
PRISA III Fund PIM, LLC	
Check ONE of the following three boxes:	
the contract, transaction or other undertaking "Matter"), a direct or indirect interest in excess name: OR	anticipated to hold within six months after City action on to which this EDS pertains (referred to below as the ss of 7.5% in the Applicant. State the Applicant's legal ect right of control of the Applicant (see Section II(B)(1))
B. Business address of the Disclosing Party:	c/o PGIM Real Estate
D. Dusiness address of the Disclosing Party.	7 Giralda Farms, Madison, NJ 07490
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com
D. Name of contact person: David Barra	
E. Federal Employer Identification No. (if yo	ou have one):
F. Brief description of the Matter to which the property, if applicable):	is EDS pertains. (Include project number and location of
Amendment Application for PD 138, 4400	-24 and 4401-15 North Clarendon Avenue.
G. Which City agency or department is reque	sting this EDS? Planning & Development and Law
If the Matter is a contract being handled by th complete the following:	e City's Department of Procurement Services, please
Specification #	and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Par Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	rty: ✓ Limited liability company ☐ Limited liability partnership ☐ Joint venture ☐ Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? ☐ Yes ☐ No ☐ Other (please specify)
	try) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State business in the State of Illinois as a foreign ent	of Illinois: Has the organization registered to do ity?
Yes No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for not-for-profit corporations are no such members, write "no members whic similar entities, the trustee, executor, administ limited partnerships, limited liability compa	plicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there have legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity listed below must sub	omit an EDS on its own behalf.
Name See attached Schedule A	Title

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

		,		
listed below may be require	ed to submit an EDS on	its own behal	f.	
Business Address	Percentage Ir	Percentage Interest in the Applicant		
ME OR COMPENSATION	N TO, OR OWNERSH	IIP BY, CITY	Y ELECTEI	
	npensation to any City (elected officia	I during the No	
• • •	•	ensation to an	ıy City ✓ No	
	he name(s) of such City	y elected offic	ial(s) and	
official's spouse or domestic	c partner, have a financ	ial interest (as		
	ty elected official(s) an	nd/or spouse(s)/domestic	
	Business Address ME OR COMPENSATION provided any income or conning the date of this EDS? y reasonably expect to provide 12-month period following pove, please identify below to compensation: ficial or, to the best of the Dinofficial's spouse or domestion icipal Code of Chicago ("Medical No") No	Business Address Percentage In ME OR COMPENSATION TO, OR OWNERSE provided any income or compensation to any City ing the date of this EDS? y reasonably expect to provide any income or compe 12-month period following the date of this EDS? pove, please identify below the name(s) of such City compensation: ficial or, to the best of the Disclosing Party's knowl official's spouse or domestic partner, have a finance inicipal Code of Chicago ("MCC")) in the Disclosing No pelow the name(s) of such City elected official(s) ar	provided any income or compensation to any City elected officiang the date of this EDS? Tyes y reasonably expect to provide any income or compensation to any e 12-month period following the date of this EDS? Tyes prove, please identify below the name(s) of such City elected office compensation: ficial or, to the best of the Disclosing Party's knowledge after reasofficial's spouse or domestic partner, have a financial interest (as nicipal Code of Chicago ("MCC")) in the Disclosing Party? No pelow the name(s) of such City elected official(s) and/or spouse(s)	

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	s	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities th I support obligations throughout the	•
* *	•	ectly owns 10% or more of the Disc ations by any Illinois court of compo	<u> </u>
Yes No Z	No person d	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No		•	
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Êntities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

	. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below:
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.
co me of	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all current employees of the Disclosing Party who were, at any time during the 12-onth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none").
the of the po	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a mplete list of all gifts that the Disclosing Party has given or caused to be given, at any time during to 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in ecourse of official City business and having a retail value of less than \$25 per recipient, or (iii) a ditical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient.
C.	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1.	The Disclosing Party certifies that the Disclosing Party (check one) is is not
	a "financial institution" as defined in MCC Section 2-32-455(b).
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
ple Me	We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in CC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a edatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32	•	because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
	the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
Yes	✓ No	
•	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or ent taxes or assessmen "City Property Sale	te shall have a financial interest in lity in the purchase of any property ts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	-
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
·
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined

by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

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Ver.2018-1

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant? Yes No	
If "Yes," answer the three questions below:	
1. Have you developed and do you have on file affirmative action programs pursuant to applic federal regulations? (See 41 CFR Part 60-2.) Yes No	able
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Compliance Programs, or the Equal Employment Opportunity Commission all reports due under applicable filing requirements? Yes Reports not required	
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause? Yes No	
If you checked "No" to question (1) or (2) above, please provide an explanation:	

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PRISA III Fund PIM, LLC		
(Print or type exact legal name of Disclosin	ng Party)	
By: See Attached		
(Sign here)		
(Print or type name of person signing)		
(Print or type title of person signing)		
Signed and sworn to before me on (date) _		,
at County,	(state).	
Notary Public	-	J.
Commission expires:		

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

Date: May 22,2020

PRISA III Fund PIM, LLC, a Delaware limited liability company

By: PGIM, Inc., a New Jersey corporation, its

WH2

Name: David J. Barra Title: Vice President

sole member

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Yes No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

			, is the Applicant or any Owner identified as a building code of MCC Section 2-92-416?
	Yes	No	
the A		• •	icly traded on any exchange, is any officer or director of de scofflaw or problem landlord pursuant to MCC Section
	Yes	No	The Applicant is not publicly traded on any exchange.
as a l		v or problem l	tify below the name of each person or legal entity identified andlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□ No
\square N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further disclosures are required.

disclosures are required]

Executive Officers and Directors of Disclosing Parties. None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon	c/o The Harlem Irving Companies, Inc.	100% (Direct)
Holdings, LLC	4104 N. Harlem Ave.	i
	Norridge, IL 60706	
Montrose Clarendon Partners	c/o The Harlem Irving Companies, Inc.	15% (Indirect)
LLC	4104 N. Harlem Ave.	,
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Λ. Legal name of the Disclosing Party	submitt	ing this EDS. Include d/b/a/ if applicable:		
PRISA III Fund REIT, Inc.				
Check ONE of the following three bo	oxes:			
the contract, transaction or other under "Matter"), a direct or indirect interest in name: Montrose and Clarendon, LLC OR 3. a legal entity with a direct or	ng, or ar taking to a excess	nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal		
State the legal name of the entity in wh	ich the I	Disclosing Party holds a right of control:		
B. Business address of the Disclosing Party: c/o PGIM Real Estate				
	•	7 Giralda Farms, Madison, NJ 07490		
C. Telephone: (312) 228-6555 Fa	ax:	Email: david.barra@pgim.com		
D. Name of contact person: David Barr	a			
E. Federal Employer Identification No	. (if you	have one):		
F. Brief description of the Matter to w property, if applicable):	hich this	EDS pertains. (Include project number and location of		
Amendment Application for PD 138	4400-2	24 and 4401-15 North Clarendon Avenue.		
G. Which City agency or department is	s request	ing this EDS? Planning & Development and Law		
If the Matter is a contract being handled complete the following:	d by the	City's Department of Procurement Services, please		
Specification #		and Contract #		
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: Person Limited liability company Publicly registered business corporation Limited liability partnership ✓ Privately held business corporation Joint venture Not-for-profit corporation Sole proprietorship General partnership (Is the not-for-profit corporation also a 501(c)(3))? Limited partnership M Yes \square No Trust Other (please specify) 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Maryland 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Organized in Illinois Yes **V** No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title See attached Schedule A

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."						
NOTE: Each legal enti-	y listed below may be require	ed to submit an EDS on	its own behalf	f.		
Name See attached Schedule B	Business Address	Percentage In	Percentage Interest in the Applicant			
SECTION III INCO	OME OR COMPENSATION	N TO, OR OWNERSH	ПР ВҮ, СІТҮ	ELECTED		
<u> </u>	y provided any income or con ling the date of this EDS?	npensation to any City ϵ	elected official Yes	during the No		
	ty reasonably expect to provi he 12-month period following	•	ensation to an	y City No		
If "yes" to either of the describe such income of	above, please identify below to compensation:	he name(s) of such City	y elected offici	al(s) and		
inquiry, any City electe Chapter 2-156 of the M	fficial or, to the best of the Did official's spouse or domestic unicipal Code of Chicago ("Mar No") No below the name(s) of such Cithe financial interest(s).	c partner, have a financi ICC")) in the Disclosing	ial interest (as g Party?	defined in		
						

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTH	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	•
~ ·	•	ectly owns 10% or more of the Disc ations by any Illinois court of comp	•
Yes No	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in compliant		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Parterifications), the Disclosing Party must explain below:	rt B (Further
If the letters "NA," the word "None," or no response appears on the lines above, it will be presumed that the Disclosing Party certified to the above statements.	e conclusively
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following complete list of all current employees of the Disclosing Party who were, at any time dur month period preceding the date of this EDS, an employee, or elected or appointed offic of Chicago (if none, indicate with "N/A" or "none"). None	ing the 12-
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the followicomplete list of all gifts that the Disclosing Party has given or caused to be given, at any the 12-month period preceding the execution date of this EDS, to an employee, or electer official, of the City of Chicago. For purposes of this statement, a "gift" does not include made generally available to City employees or to the general public, or (ii) food or drink the course of official City business and having a retail value of less than \$25 per recipier political contribution otherwise duly reported as required by law (if none, indicate with "none"). As to any gift listed below, please also list the name of the City recipient.	time during ed or appointed e: (i) anything a provided in or (iii) a
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION	
 C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION 1. The Disclosing Party certifies that the Disclosing Party (check one) is is not 	
a "financial institution" as defined in MCC Section 2-32-455(b).	
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:	
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We pledge that none of our affiliates is, and none of them will become, a predatory lender as MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an arpredatory lender may result in the loss of the privilege of doing business with the City."	s defined in

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
	the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
Yes	✓ No	
•	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or ent taxes or assessment "City Property Sale	te shall have a financial interest in lity in the purchase of any property ts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.	
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profit from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.	S
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:	е
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.	
A. CERTIFICATION REGARDING LOBBYING	
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):	•
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entitie registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts obehalf of the Disclosing Party with respect to the Matter.)	S
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to p	oay

any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

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Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?
Yes	□ No
If "Yes," answer the three of	uestions below:
 Have you developed an federal regulations? (See 4 Yes 	d do you have on file affirmative action programs pursuant to applicable 1 CFR Part 60-2.) No
•	Joint Reporting Committee, the Director of the Office of Federal Contract ne Equal Employment Opportunity Commission all reports due under the nts? No Reports not required
3. Have you participated i equal opportunity clause?Yes	any previous contracts or subcontracts subject to the
If you checked "No" to que	stion (1) or (2) above, please provide an explanation:
	,

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PRISA III I	Fund REIT, Inc.		
(Print or type	e <u>exact legal name</u> of D	Disclosing Party)	
By: See A	ttached		
(Sign			
(Print or type	e name of person signir	ng)	
(Print or type	e title of person signing	5)	
Signed and s	sworn to before me on ((date)	
at	County,	(state).	
Notar	y Public		
			`
Commission	expires:		

[signature page to EDS]

CENTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accorde and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the cath associated with notarization.

De May 22, 1020

PRISA III Fund REIT, Inc., a Maryland corporation

By: PRISA III Fund LP, a Delaware limited partnership

By: PRISA III Fund GP, LLC, a Delaware limited liability company, its general partner

By: PRISA III Fund PIM, LLC, a Delaware limited liability company, its sole member

By: PGIM, Inc., a New Jersey corporation, its sole members

Name: David J. Barra

Title: Vice President

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	✓ No	
• •		blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	□No	The Applicant is not publicly traded on any exchange.
•	offlaw or problen	entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□ No
$\ \ \ \ \ \ \ \ \ \ \ \ \ $
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP. LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further disclosures are required.]

Executive Officers and Directors of Disclosing Parties.

None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon	c/o The Harlem Irving Companies, Inc.	100% (Direct)
Holdings, LLC	4104 N. Harlem Ave.	į
	Norridge, IL 60706	
Montrose Clarendon Partners	c/o The Harlem Irving Companies, Inc.	15% (Indirect)
LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitti	ng this EDS. Include d/b/a/ if applicable:				
PRISA III Fund GP, LLC	PRISA III Fund GP, LLC				
Check ONE of the following three boxes:					
the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: OR	ticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal				
3. ✓ a legal entity with a direct or indirect State the legal name of the entity in which the D PRISA III Fund LP	right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:				
B. Business address of the Disclosing Party:	c/o PGIM Real Estate				
	7 Giralda Farms, Madison, NJ 07490				
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com				
D. Name of contact person: David Barra	· · · · · · · · · · · · · · · · · · ·				
E. Federal Employer Identification No. (if you	have one):				
F. Brief description of the Matter to which this property, if applicable):	EDS pertains. (Include project number and location of				
Amendment Application for PD 138, 4400-2	4 and 4401-15 North Clarendon Avenue.				
G. Which City agency or department is requesti	ing this EDS? Planning & Development and Law				
If the Matter is a contract being handled by the complete the following:	City's Department of Procurement Services, please				
Specification #	and Contract #				
Ver.2018-1 Pag	ge 1 of 15				

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: Person ✓ Limited liability company Limited liability partnership Publicly registered business corporation Privately held business corporation Joint venture Sole proprietorship Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? General partnership Limited partnership Yes ∏No Other (please specify) Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Organized in Illinois Yes ✓ No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. NOTE: Each legal entity listed below must submit an EDS on its own behalf. Name Title See attached Schedule A

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal entit	y listed below may be require	ed to submit an EDS on	i its own bena	all.
Name See attached Schedule B	Business Address	Percentage In	nterest in the	Applicant
SECTION III INCO OFFICIALS	OME OR COMPENSATION	N TO, OR OWNERSE	НР ВҮ, СІТ	Y ELECTED
•	y provided any income or con ling the date of this EDS?	npensation to any City	elected offici	ial during the 📝 No
	ty reasonably expect to provine 12-month period following		pensation to a	ny City ☑ No
If "yes" to either of the a describe such income or	above, please identify below to compensation:	he name(s) of such Cit	y elected offi	cial(s) and
inquiry, any City elected	fficial or, to the best of the Did official's spouse or domestic unicipal Code of Chicago ("Mo No	c partner, have a financ	ial interest (a	
If "yes," please identify partner(s) and describe	below the name(s) of such Cithe financial interest(s).	ity elected official(s) ar	nd/or spouse(s)/domestic

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
		·	,
(Add sheets if necessary)			
Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	•
~ -	•	ectly owns 10% or more of the Disc ations by any Illinois court of compo	•
Yes No	No person o	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

	. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further extifications), the Disclosing Party must explain below:
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.
co	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all current employees of the Disclosing Party who were, at any time during the 12-onth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none").
the off ma	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all gifts that the Disclosing Party has given or caused to be given, at any time during a 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a litical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient.
	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1.	The Disclosing Party certifies that the Disclosing Party (check one) is is not
	a "financial institution" as defined in MCC Section 2-32-455(b).
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
ple M0	We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in CC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a edatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

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If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):		
If the letters "NA	" the word "None " or no response	appears on the lines above, it will be
	amed that the Disclosing Party cert	
D. CERTIFICAT	ION REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or tern	ns defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter?
Yes	✓ No	
	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed t	to Items D(2) and D(3). If you checked "No" to Part E.
official or employed other person or entaxes or assessment "City Property Sal	ee shall have a financial interest in tity in the purchase of any property nts, or (iii) is sold by virtue of legal	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ken pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	
•	* * * •	ames and business addresses of the City officials if the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts or behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to p

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs $\Lambda(1)$ and $\Lambda(2)$ above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?
☐ Yes ☐ No
If "Yes," answer the three questions below:
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.) Yes No
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements? Yes No Reports not required
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause? No
If you checked "No" to question (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PRISA III Fund GP, LLC			
(Print or type	exact legal name of Discl	losing Party)	
By: See Att	tached		
(Sign l	nere)		
(Print or type	name of person signing)		
(Print or type	title of person signing)		
Signed and sv	worn to before me on (date	e)	
at	County,	(state).	
Notary	Public		
Commission e	exnires:		

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

Date: May 22,2020

PRISA III Fund GP, LLC, a Delaware limited liability company

By: PRISA III Fund PIM, LLC, a Delaware limited liability company, its sole member

By: PGIM, Inc., a New Jersey corporation, its sole member

Name: David J. Barra Title: Vice President

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

	'familial relationship" with an electe	ed city official or department head?	
Yes	No		
If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity twhich such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.			

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building coscofflaw or problem landlord pursuant to MCC Section 2-92-416?			
	Yes	No	
the		• •	icly traded on any exchange, is any officer or director of de scofflaw or problem landlord pursuant to MCC Section
	Yes	No	The Applicant is not publicly traded on any exchange.
as	• • • • • • • • • • • • • • • • • • • •	v or problem l	tify below the name of each person or legal entity identified andlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
\square N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required.]

Executive Officers and Directors of Disclosing Parties: N

None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon Holdings, LLC	c/o The Harlem Irving Companies. Inc. 4104 N. Harlem Ave.	100% (Direct)
	Norridge, IL 60706	
Montrose Clarendon Partners LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave.	15% (Indirect)
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Giralda Farms	
PRIST III PEIRO	Madison, NJ 07490	0.504 (1.11)
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	
DDICA III Cond DCIT Inc	Madison, NJ 07490	90.750/ (Indianat)
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate 7 Giralda Farms	80.75% (Indirect)
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
Transfer and B.	7 Giralda Farms	ours / o (man ear)
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:			
PRISA III Fund LP			
Check ONE of the following three boxes:			
Indicate whether the Disclosing Party submitting this EDS is: 1. ☐ the Applicant OR 2. ✓ a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: Montrose and Clarendon, LLC OR 3. ☐ a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:			
B. Business address of the Disclosing Party: c/o PGIM Real Estate			
	7 Giralda Farms, Madison, NJ 07490		
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com		
D. Name of contact person: David Barra			
E. Federal Employer Identification No. (if you l	have one):		
F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):			
Amendment Application for PD 138, 4400-24 and 4401-15 North Clarendon Avenue.			
G. Which City agency or department is requesti	ng this EDS? Planning & Development and Law		
If the Matter is a contract being handled by the Complete the following:	City's Department of Procurement Services, please		
Specification #	and Contract #		
Ver.2018-1 Pag	e 1 of 15		

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: Limited liability company Person Publicly registered business corporation Limited liability partnership Privately held business corporation Joint venture Sole proprietorship Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? General partnership Limited partnership ☐ Yes \square No Other (please specify) Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Yes Organized in Illinois **V** No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title See attached Schedule A

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."		
NOTE: Each legal entity listed below may be require	ed to submit an EDS on its own behalf.	
Name Business Address See attached Schedule B	Percentage Interest in the Applicant	
SECTION III INCOME OR COMPENSATION OFFICIALS	N TO, OR OWNERSHIP BY, CITY ELECTEI	
Has the Disclosing Party provided any income or con 12-month period preceding the date of this EDS?	npensation to any City elected official during the Yes No	
Does the Disclosing Party reasonably expect to provie elected official during the 12-month period following	·	
If "yes" to either of the above, please identify below t describe such income or compensation:	he name(s) of such City elected official(s) and	
Does any City elected official or, to the best of the Diinquiry, any City elected official's spouse or domestic Chapter 2-156 of the Municipal Code of Chicago ("Manage of Yes No	c partner, have a financial interest (as defined in	
If "yes," please identify below the name(s) of such Ci partner(s) and describe the financial interest(s).	ty elected official(s) and/or spouse(s)/domestic	

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	\mathbf{S}	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	·	antial owners of business entities th I support obligations throughout the	
- -	•	ectly owns 10% or more of the Disc ations by any Illinois court of compe	
Yes No	No person d	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		
1. [This paragraph 1 app	lies only if	the Matter is a contract being handle	ed by the City's Department of

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

predatory lender may result in the loss of the privilege of doing business with the City."

MCC Section 2-32	• • •	necause it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
ICAL LAGA HINLA H	41 1981 19	
	the word "None," or no response a ned that the Disclosing Party certification.	ppears on the lines above, it will be fied to the above statements.
D. CERTIFICATION	ON REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or terms	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable inc		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
Yes	⊘ No	
	cked "Yes" to Item $D(1)$, proceed tems $D(2)$ and $D(3)$ and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employe other person or enti taxes or assessment "City Property Sale	e shall have a financial interest in lety in the purchase of any property s, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter inv	volve a City Property Sale?	·
Yes	No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

nust disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies ssued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not sederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?
Yes	No
If "Yes," answer the three	questions below:
1. Have you developed as federal regulations? (See	nd do you have on file affirmative action programs pursuant to applicable 41 CFR Part 60-2.) No
-	e Joint Reporting Committee, the Director of the Office of Federal Contract the Equal Employment Opportunity Commission all reports due under the ents? No Reports not required
3. Have you participated equal opportunity clause? Yes	in any previous contracts or subcontracts subject to the No
If you checked "No" to que	estion (1) or (2) above, please provide an explanation:

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

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PRISA III Fund LP	
(Print or type exact legal name of Disclo	osing Party)
By: See Attached	
(Sign here)	
(Print or type name of person signing)	
(Print or type title of person signing)	
(x min or type time or person signing)	
Signed and sworn to before me on (date))
at County,	(state).
Notary Public	
Commission expires:	

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

Date: Way 22, 2020

PRISA III Fund LP, a Delaware limited partnership

By: PRISA III Fund GP, LLC, a Delaware limited liability company, its general partner

By: PRISA III Fund PIM, LLC, a Delaware limited liability company, its sole member

By: PGIM, Inc., a New Jersey corporation, its sole member

By: ____

Name: David J. Barra Title: Vice President

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Currently have a "familial relationship" with an elected city official or department head?

Yes

No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code at to MCC Section 2-92-416?
Yes	✓ No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
•	flaw or probler	dentify below the name of each person or legal entity identified m landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT ... APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
\square N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon	c/o The Harlem Irving Companies, Inc.	100% (Direct)
Holdings, LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
Montrose Clarendon Partners	c/o The Harlem Irving Companies, Inc.	15% (Indirect)
LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Giralda Farms	•
	Madison, NJ 07490	
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	ļ
	Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2018-1

A. Legal name of the Disclosing Party submitt	ing this EDS. Include d/b/a/ if applicable:
PR III Montrose Development, LLC	
Check ONE of the following three boxes:	
the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: Montrose and Clarendon, LLC	ng this EDS is: nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal
OR 3. a legal entity with a direct or indirect or a legal name of the entity in which the I	t right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:
B. Business address of the Disclosing Party:	c/o PGIM Real Estate
	7 Giralda Farms, Madison, NJ 07490
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com
D. Name of contact person: David Barra	
E. Federal Employer Identification No. (if you	have one):
F. Brief description of the Matter to which this property, if applicable):	EDS pertains. (Include project number and location of
Amendment Application for PD 138, 4400-2	24 and 4401-15 North Clarendon Avenue.
G. Which City agency or department is request	ing this EDS? Planning & Development and Law
If the Matter is a contract being handled by the complete the following:	City's Department of Procurement Services, please
Specification #	and Contract #
	ge 1 of 15

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: Person ✓ Limited liability company Limited liability partnership Publicly registered business corporation Privately held business corporation Joint venture Sole proprietorship Not-for-profit corporation General partnership (Is the not-for-profit corporation also a 501(c)(3))? Limited partnership Yes □No Other (please specify) **Trust** 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Organized in Illinois Yes **V** No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: 1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title See attached Schedule A

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant See attached Schedule B SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? Yes If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
✓ Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	•
* 1	•	ectly owns 10% or more of the Disc ations by any Illinois court of compo	
Yes No	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in compliant		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
,
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is ✓ is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
	' the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
Yes	✓ No	
	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or ent taxes or assessmen "City Property Sale	ee shall have a financial interest in lity in the purchase of any property ts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected nis or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain ne meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the App	plicant?
Yes] No
If "Yes," answer the three ques	stions below:
1. Have you developed and defederal regulations? (See 41 C	lo you have on file affirmative action programs pursuant to applicable CFR Part 60-2.) No
•	int Reporting Committee, the Director of the Office of Federal Contract Equal Employment Opportunity Commission all reports due under the? No Reports not required
3. Have you participated in an equal opportunity clause? Yes	ny previous contracts or subcontracts subject to the
If you checked "No" to questic	on (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PR III Montros	se Development,	LLC
(Print or type exa	ect legal name of Di	isclosing Party)
By: See Attac	hed	
(Sign here	:)	
(Print or type nar	ne of person signin	g)
(Print or type title	e of person signing))
Signed and swort	n to before me on (o	date)
at	County,	(state).
Notary Pu	blic	
Commission exp	ires:	

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

Date: May 12, 2020

PR III Montrose Development, LLC, a Delaware limited liability company

By: PRISA III Investments, LLC, a Delaware limited liability company, its sole member and manager

By: PRISA III REIT Operating LP, a Delaware limited partnership, its sole member

By: PRISA III OP GP, LLC, a Delaware limited liability company, its general partner

By: PRISA III Fund LP, a Delaware limited partnership, its manager

By: PRISA III Fund GP, LLC, a Delaware limited liability company, its general partner

By: PRISA III Fund PIM, LLC, a Delaware limited liability company, its sole member

By: PGIM, Inc., a New Jersey corporation, its sole member

(

By: Name: David J. Barra
Title: Vice President

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

currently have a "fan	nilial relationship" w	rith an elected city official or department head?
Yes	▼ No	
which such person is	connected; (3) the r	ame and title of such person, (2) the name of the legal entity to name and title of the elected city official or department head to ship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	√ No	
	• • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
• • • •	offlaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
N/A − I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP . Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon Holdings, LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	100% (Direct)
Montrose Clarendon Partners LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	15% (Indirect)
PR III Montrose Development, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III Investments, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III REIT Operating LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
PRISA III Fund LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
State Board of Administration of Florida	1801 Hermitage Blvd., Suite 100 Tallahassee, FL 32308	9.99% (Indirect)

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitti	ng this EDS. Include d/b/a/ if applicable:
PRISA III Investments, LLC	
Check ONE of the following three boxes:	
the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: Montrose and Clarendon, LLC OR 3. a legal entity with a direct or indirect	aticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal right of control of the Applicant (see Section II(B)(1))
State the legal name of the entity in which the D	Disclosing Party holds a right of control:
B. Business address of the Disclosing Party:	c/o PGIM Real Estate
	7 Giralda Farms, Madison, NJ 07490
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com
D. Name of contact person: David Barra	
E. Federal Employer Identification No. (if you	have one):
F. Brief description of the Matter to which this property, if applicable):	EDS pertains. (Include project number and location of
Amendment Application for PD 138, 4400-2	4 and 4401-15 North Clarendon Avenue.
G. Which City agency or department is requesti	ing this EDS? Planning & Development and Law
If the Matter is a contract being handled by the complete the following:	City's Department of Procurement Services, please
Specification #	and Contract #
Ver.2018-1 Pag	ge 1 of 15

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PART	ΓΥ
1. Indicate the nature of the Disclosing P Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	Party: Limited liability company Limited liability partnership Joint venture Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? Yes No Other (please specify)
2. For legal entities, the state (or foreign cou	untry) of incorporation or organization, if applicable:
3. For legal entities not organized in the State business in the State of Illinois as a foreign entities.	te of Illinois: Has the organization registered to do ntity?
☐ Yes ☑ No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEG	GAL ENTITY:
the entity; (ii) for not-for-profit corporation are no such members, write "no members wh similar entities, the trustee, executor, admini- limited partnerships, limited liability comp	applicable, of: (i) all executive officers and all directors of ns, all members, if any, which are legal entities (if there nich are legal entities"); (iii) for trusts, estates or other istrator, or similarly situated party; (iv) for general or panies, limited liability partnerships or joint ventures, mager or any other person or legal entity that directly or nt of the Applicant.
NOTE: Each legal entity listed below must s	submit an EDS on its own behalf.
Name See attached Schedule A	Title
indirect, current or prospective (i.e. within 6 to ownership) in excess of 7.5% of the Applicar	concerning each person or legal entity having a direct or months after City action) beneficial interest (including nt. Examples of such an interest include shares in a hip or joint venture, interest of a member or manager in a

an EDS on its own behalf.
an iso on its own behan.
ercentage Interest in the Applicant
OWNERSHIP BY, CITY ELECTED
o any City elected official during the Yes V No
me or compensation to any City this EDS? Yes No
of such City elected official(s) and
rty's knowledge after reasonable ve a financial interest (as defined in e Disclosing Party?

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
Check here if the Disc	losing Party	has not retained, nor expects to ret	ain, any such persons or entities.
SECTION V CERTIF	FICATIONS	S	
A. COURT-ORDERED	CHILD SUF	PPORT COMPLIANCE	
	•	ntial owners of business entities the support obligations throughout the	▼
		ectly owns 10% or more of the Disc tions by any Illinois court of compe	
Yes No I	No person di	irectly or indirectly owns 10% or m	ore of the Disclosing Party.
If "Yes," has the person er is the person in compliance		court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-32		because it or any of its affiliates (as defined in hin the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response imed that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or tern	ns defined in MCC Chapter 2-156 l	nave the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter?
Yes	✓ No	
•	ecked "Yes" to Item $D(1)$, proceed Items $D(2)$ and $D(3)$ and proceed t	to Items D(2) and D(3). If you checked "No" o Part E.
official or employ other person or en- taxes or assessmen "City Property Sal	ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ken pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	
		imes and business addresses of the City officials ify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts or behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs $\Lambda(1)$ and $\Lambda(2)$ above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the App	
Yes	No
If "Yes," answer the three ques	stions below:
1. Have you developed and do federal regulations? (See 41 C	by you have on file affirmative action programs pursuant to applicable FR Part 60-2.) No
•	nt Reporting Committee, the Director of the Office of Federal Contract Equal Employment Opportunity Commission all reports due under the No Reports not required
3. Have you participated in an equal opportunity clause? Yes	ny previous contracts or subcontracts subject to the No
If you checked "No" to question	n (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PRISA III In	ivestments, LLC		
(Print or type	exact legal name of Dis	sclosing Party)	
By: See Att	ached		
(Sign h	nere)	,	
(Print or type	name of person signing	2)	
(Print or type	title of person signing)		
Signed and sw	vorn to before me on (da	ate)	
at	County,	(state).	
Notary	Public		
Commission e	expires:		

[signature page to EDS]

CHARMICATION

Und a penalty of perjury, the person signing below: (1) was costs that he/she is an incred to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, (increases the descriptions and statements contained in this EDS, and included plicable Appendices to the complete as of the date furnished to the City; and the desired period of the first open apprised of the first open apprised of the first open apprised of the first associated with notarization.

D. May 22, 2020

mited PRISA III Investments, LLC, a Delanliability company PRISA III HELT Operating LP, a ware By: limited partnership, its sole mend PRISA III OP GP, LLC, a Delaw ... imited By: liability commany, its general nam mited By: PRISA III and LP, a Delaw ... partners! manager PRISA III Fund GP, LLC, a Delaw . . !imited By: liability company, its general particular By: PRISA Fig. and PIM, LLC, limited if May company, its sole er . New Jersey con-, its PGIM, 1: By: sole mega Name: David J.

Title: Vice Prese and

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Yes No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	✓ No	
	• • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
	offlaw or problen	entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
$\ \ \ \ \ \ \ \ \ \ \ \ \ $
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

Name <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

Sole Member of PR III Montrose Development, LLC PRISA III Investments, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

Sole Member of PRISA III Fund PIM, LLC PGIM, Inc.

[PGIM, Inc is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required.]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon Holdings, LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	100% (Direct)
Montrose Clarendon Partners LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	15% (Indirect)
PR III Montrose Development, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III Investments, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III REIT Operating LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
PRISA III Fund LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
State Board of Administration of Florida	1801 Hermitage Blvd., Suite 100 Tallahassee, FL 32308	9.99% (Indirect)

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitti	ng this EDS. Include d/b/a/ if applicable:
PRISA III OP GP, LLC	
Check ONE of the following three boxes:	
the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: OR 3. ✓ a legal entity with a direct or indirect	aticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal right of control of the Applicant (see Section II(B)(1))
State the legal name of the entity in which the Derivative PRISA III REIT Operating LP	Disclosing Party holds a right of control:
B. Business address of the Disclosing Party:	c/o PGIM Real Estate
	7 Giralda Farms, Madison, NJ 07490
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com
D. Name of contact person: David Barra	
E. Federal Employer Identification No. (if you	have one):
F. Brief description of the Matter to which this property, if applicable):	EDS pertains. (Include project number and location of
Amendment Application for PD 138, 4400-2	4 and 4401-15 North Clarendon Avenue.
G. Which City agency or department is requesti	ing this EDS? Planning & Development and Law
If the Matter is a contract being handled by the complete the following:	City's Department of Procurement Services, please
Specification #	and Contract #
Ver.2018-1 Pag	ge 1 of 15

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PAR	TY
Indicate the nature of the Disclosing Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	✓ Limited liability company
2. For legal entities, the state (or foreign co	ountry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State business in the State of Illinois as a foreign	ate of Illinois: Has the organization registered to do entity?
☐ Yes ☑ No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LE	EGAL ENTITY:
the entity; (ii) for not-for-profit corporation are no such members, write "no members we similar entities, the trustee, executor, admir limited partnerships, limited liability com	applicable, of: (i) all executive officers and all directors of ons, all members, if any, which are legal entities (if there thich are legal entities"); (iii) for trusts, estates or other inistrator, or similarly situated party; (iv) for general or apanies, limited liability partnerships or joint ventures, anager or any other person or legal entity that directly or ent of the Applicant.
NOTE: Each legal entity listed below must	submit an EDS on its own behalf.
Name See attached Schedule A	Title
	n concerning each person or legal entity having a direct or months after City action) beneficial interest (including

ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None."	•			
NOTE: Each legal entit	y listed below may be require	ed to submit an EDS or	n its own beha	lf.
Name See attached Schedule B	Business Address	Percentage Interest in the Applicant		
SECTION III INCO OFFICIALS	ME OR COMPENSATION	N TO, OR OWNERS!	нір ву, сіт	Y ELECTE
<u> </u>	provided any income or coning the date of this EDS?	npensation to any City	elected officia	al during the No
<u> </u>	ty reasonably expect to provi le 12-month period following		•	ny City ✓ No
If "yes" to either of the a describe such income or	bove, please identify below t compensation:	he name(s) of such Cit	y elected offic	cial(s) and
inquiry, any City elected	ficial or, to the best of the Did official's spouse or domestic unicipal Code of Chicago ("Moreon No	c partner, have a financ	cial interest (as	
If "yes," please identify partner(s) and describe t	below the name(s) of such Cihe financial interest(s).	ity elected official(s) ar	nd/or spouse(s)/domestic

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	•
. .	•	ectly owns 10% or more of the Disc ations by any Illinois court of compe	•
Yes No	No person d	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No		•	
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
•
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is ✓ is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

MCC Section 2-3		because it or any of its affiliates (as defined in nin the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response amed that the Disclosing Party cert	appears on the lines above, it will be ified to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156	nave the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter?
Yes	✓ No	
	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed t	to Items D(2) and D(3). If you checked "No" o Part E.
official or employ other person or en taxes or assessmen "City Property Sal	ee shall have a financial interest in tity in the purchase of any property nts, or (iii) is sold by virtue of legal	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ken pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	avolve a City Property Sale?	
Yes	No	
		nmes and business addresses of the City officials ify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

connection with the Matter voidable by the City.	
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profrom slavery or slaveholder insurance policies during the slavery era (including insurance policies sued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.	fīts es
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, Disclosing Party has found records of investments or profits from slavery or slaveholder insurance olicies. The Disclosing Party verifies that the following constitutes full disclosure of all such ecords, including the names of any and all slaves or slaveholders described in those records:	
	_
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS	
DECITON VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS	
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated the City and proceeds of debt obligations of the City are not federal funding.	by
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated to	by
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated the City and proceeds of debt obligations of the City are not federal funding.	•
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated the City and proceeds of debt obligations of the City are not federal funding. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing	•

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Ap Yes	pplicant?] No
If "Yes," answer the three que	estions below:
1. Have you developed and d federal regulations? (See 41 C	lo you have on file affirmative action programs pursuant to applicable CFR Part 60-2.) No
•	int Reporting Committee, the Director of the Office of Federal Contract Equal Employment Opportunity Commission all reports due under the Property No Reports not required
3. Have you participated in an equal opportunity clause? Yes	ny previous contracts or subcontracts subject to the No
If you checked "No" to question	on (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PRISA III OP GP, LLC	
(Print or type exact legal name of Disclo	sing Party)
By: See Attached (Sign here)	
(Sign here)	
(Print or type name of person signing)	
(Print or type title of person signing)	
Signed and sworn to before me on (date)	-
at County,	(state).
Notary Public	
Commission expires:	

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is a straight to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, the varrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the EDS form shall constitute making the oath associated with notarization.

1 May 22, 2020

PRISA III OP GP, LLC, a Delaw limited liability company

By: PRISA III Fund LP, a Delaware limited partnership, its manager

By: PRISA III Fund GP, LLC, a Delay and limited liability company, its general part.

By: PRISA III Fund PIM, LLC, a Delaware limited liability company, its sole member

By: PGIM, Inc., a New Jersey corporation, its sole member.

By: ____

Name: David J. Barra Title: Vice President

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Currently have a "familial relationship" with an elected city official or department head?

Yes

No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	⊘ No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
• , ,	offlaw or problem	entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
$\ \ \ \ \ \ \ \ \ \ \ \ \ $
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required.]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon	c/o The Harlem Irving Companies, Inc.	100% (Direct)
Holdings, LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
Montrose Clarendon Partners	c/o The Harlem Irving Companies, Inc.	15% (Indirect)
LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
<u> </u>	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	1
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
`	7 Giralda Farms	
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	-

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party subm	nitting this EDS. Include d/b/a/ if applicable:
PRISA III REIT Operating LP	
Check ONE of the following three boxes:	
the contract, transaction or other undertaking "Matter"), a direct or indirect interest in excename: Montrose and Clarendon, LLC	r anticipated to hold within six months after City action on g to which this EDS pertains (referred to below as the ess of 7.5% in the Applicant. State the Applicant's legal
OR 3. a legal entity with a direct or indirect the legal name of the entity in which the	rect right of control of the Applicant (see Section II(B)(1)) ne Disclosing Party holds a right of control:
B. Business address of the Disclosing Party:	c/o PGIM Real Estate
Ç •	7 Giralda Farms, Madison, NJ 07490
C. Telephone: (312) 228-6555 Fax:	Email: david.barra@pgim.com
D. Name of contact person: David Barra	
E. Federal Employer Identification No. (if y	ou have one):
F. Brief description of the Matter to which t property, if applicable):	this EDS pertains. (Include project number and location of
Amendment Application for PD 138, 440	0-24 and 4401-15 North Clarendon Avenue.
G. Which City agency or department is requ	esting this EDS? Planning & Development and Law
If the Matter is a contract being handled by to complete the following:	he City's Department of Procurement Services, please
Specification #	and Contract #
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PAI	RTY
1. Indicate the nature of the Disclosing Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	Limited liability company
2. For legal entities, the state (or foreign c	ountry) of incorporation or organization, if applicable:
3. For legal entities not organized in the Susiness in the State of Illinois as a foreign	tate of Illinois: Has the organization registered to do entity?
☐ Yes ✓ No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A L	EGAL ENTITY:
the entity; (ii) for not-for-profit corporation are no such members, write "no members visimilar entities, the trustee, executor, admitted partnerships, limited liability corporations."	f applicable, of: (i) all executive officers and all directors of ions, all members, if any, which are legal entities (if there which are legal entities"); (iii) for trusts, estates or other inistrator, or similarly situated party; (iv) for general or mpanies, limited liability partnerships or joint ventures, manager or any other person or legal entity that directly or ment of the Applicant.
NOTE: Each legal entity listed below must	t submit an EDS on its own behalf.
Name See attached Schedule A	Title
indirect, current or prospective (i.e. within ownership) in excess of 7.5% of the Applic	on concerning each person or legal entity having a direct or 6 months after City action) beneficial interest (including eant. Examples of such an interest include shares in a earship or joint venture, interest of a member or manager in a

limited liability compan state "None."	y, or interest of a beneficiary	of a trust, estate or othe	r similar entity. If none,
NOTE: Each legal entit	y listed below may be require	ed to submit an EDS on	its own behalf.
Name See attached Schedule B	Business Address	Percentage Int	terest in the Applicant
SECTION III INCO OFFICIALS	ME OR COMPENSATION	N TO, OR OWNERSH	IP BY, CITY ELECTED
-	provided any income or cor ing the date of this EDS?	npensation to any City e	elected official during the Yes No
	ty reasonably expect to provine 12-month period following		ensation to any City Yes No
If "yes" to either of the a	bove, please identify below to compensation:	the name(s) of such City	elected official(s) and
inquiry, any City elected	fficial or, to the best of the D l official's spouse or domestinicipal Code of Chicago ("N No	c partner, have a financia	al interest (as defined in
If "yes," please identify partner(s) and describe t	below the name(s) of such C he financial interest(s).	ity elected official(s) and	d/or spouse(s)/domestic

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	-	antial owners of business entities the support obligations throughout the	_
· -	•	ectly owns 10% or more of the Disc ations by any Illinois court of compe	_ •
Yes No 🗸	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively
presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
· · · · · · · · · · · · · · · · · · ·
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

MCČ Section 2-32		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
	the word "None," or no response a med that the Disclosing Party certif	ppears on the lines above, it will be ied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 ha	ave the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge to of the City have a financial interest in his or natity in the Matter?
Yes	. No	
•	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or ent taxes or assessmen "City Property Salo	e shall have a financial interest in hity in the purchase of any property its, or (iii) is sold by virtue of legal	dding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	
•	` * * •	nes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
_	Party further certifies that no proh ty official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts or behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applie	cant?
Yes	0
If "Yes," answer the three question	ons below:
1. Have you developed and do y federal regulations? (See 41 CFI Yes N	•
Compliance Programs, or the Equapplicable filing requirements?	Reporting Committee, the Director of the Office of Federal Contract all Employment Opportunity Commission all reports due under the No Reports not required
3. Have you participated in any equal opportunity clause? Yes N	previous contracts or subcontracts subject to the
If you checked "No" to question ((1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

PRISA III R	(EII Operating LP		
(Print or type	exact legal name of Dis	sclosing Party)	
By: See At	tached		
(Sign l	nere)		
(Print or type	name of person signing))	
(Print or type	title of person signing)		~
Signed and sv	worn to before me on (da	ate)	•,
at	County,	(state).	
Notary	Public		
Commission	expires:		

[signature page to EDS]

CERTIFICATION

Under penalty of perjury, the person signing below: (1) we must that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf or the Disclosing Party, (2) corrants that of certifications and statements contained in this EDS, and adapplicable Appendices one true, accurate and complete as of the date furnished to the City; and (3) being apprised of the form of alternative oath and acknowledges same, that submission of the FDS form shall constitute making the own associated with notarization.

Dat May 22,2020

PRISA III RETT Operating LP, a Delaware limited partnership

By: PRISA III OF GP, LLC, a Delaware limited liability company, its general partner

By: PRISA Hi fund LP, a Delaware limited partnership its manager

By: PRISA Hill and GP, LLC, a Delaware limited liability company, its general partner

By: PRISA III Fund PIM, LLC, a Delaware limited limited company, its sole member

By: PGIM in a New Jersey corporation, its

sole\ne

Name: David J. Chara

Title: Vice President

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

		an elected city official or department head?
Yes	▼ No	
which such person	is connected; (3) the name	e and title of such person, (2) the name of the legal entity to e and title of the elected city official or department head to p, and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

3. If yes to (1) or	(2) above, please ide	entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to whic
Yes	□No	The Applicant is not publicly traded on any exchange.
* *	• • •	blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	⊘ No	
	m fandiora parsaam	to MCC Section 2-92-416?

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
N/A − I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required.]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon Holdings, LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	100% (Direct)
Montrose Clarendon Partners LLC	c/o The Harlem Irving Companies, Inc. 4104 N. Harlem Ave. Norridge, IL 60706	15% (Indirect)
PR III Montrose Development, LLC	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	85% (Indirect)
PRISA III Investments, LLC		
PRISA III REIT Operating LP	c/o PGIM Real Estate 85% (Indirect) 7 Giralda Farms Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate 80.75% (Indirect) 7 Giralda Farms Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate 7 Giralda Farms Madison, NJ 07490	80.75% (Indirect)
State Board of Administration of Florida	1801 Hermitage Blvd., Suite 100 Tallahassee, FL 32308	9.99% (Indirect)

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2018-1

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:			
Montrose Clarendon Partners, LLC			
Check ONE of the following three boxes:			
Indicate whether the Disclosing Party submitting this EDS is: 1. [] the Applicant OR 2. [x] a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: Montrose and Clarendon, LLC			
OR 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:			
B. Business address of the Disclosing Party:			
C. Telephone: (312) 642-0850 Fax: (312) 642-9696 Email: Igerlach@harlemirving.com			
D. Name of contact person: Lawrence A. Gerlach			
E. Federal Employer Identification No. (if you have one):			
F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):			
Amendment to Planned Development No. 138 with respect to property located at 4400-24 and 4401-15 North Clarendon Avenue			
G. Which City agency or department is requesting this EDS? Department of Planning and Development			
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:			
Specification # and Contract #			

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY	Y
 Indicate the nature of the Disclosing Parallel Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 	[x] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (ls the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
	ntry) of incorporation or organization, if applicable:
3. For legal entities not organized in the State business in the State of Illinois as a foreign en	e of Illinois: Has the organization registered to do tity?
[] Yes [] No	[x] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
the entity; (ii) for not-for-profit corporations are no such members, write "no members whice similar entities, the trustee, executor, administ limited partnerships, limited liability compared to the compar	oplicable, of: (i) all executive officers and all directors of s, all members, if any, which are legal entities (if there ch are legal entities"); (iii) for trusts, estates or other strator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or t of the Applicant.
NOTE: Each legal entity listed below must su	bmit an EDS on its own behalf.
Name See attached Schedule A	Title
	concerning each person or legal entity having a direct or nonths after City action) beneficial interest (including

ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant See attached Schedule B SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? []Yes [x] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [x] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? []Yes [x] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none,

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

state "None."

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
,			
(Add sheets if necessary)			
[x] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities the discussion of support obligations throughout the	
	•	ectly owns 10% or more of the Disc ations by any Illinois court of comp	-
[]Yes [x]No []	No person o	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [] No			
B. FURTHER CERTIFIC	CATIONS		

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: N/A
,
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [x] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

predatory lender may result in the loss of the privilege of doing business with the City."

MCC Section 2-32		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
NA		
	" the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 l	have the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge re of the City have a financial interest in his or entity in the Matter?
[] Yes	[x] No	
-	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed t	to Items D(2) and D(3). If you checked "No" o Part E.
official or employ other person or en taxes or assessmen "City Property Sal	ee shall have a financial interest in tity in the purchase of any property nts, or (iii) is sold by virtue of legal	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter in	volve a City Property Sale?	•
[] Yes	[x] No	
•	, , , . -	mes and business addresses of the City officials ify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	g Party further certifies that no prolity official or employee.	nibited financial interest in the Matter will be

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party nust disclose below or in an attachment to this EDS all information required by (2). Failure to omply with these disclosure requirements may make any contract entered into with the City in onnection with the Matter voidable by the City.			
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of he Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies ssued to slaveholders that provided coverage for damage to or injury or death of their slaves), and he Disclosing Party has found no such records.			
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such ecords, including the names of any and all slaves or slaveholders described in those records:			
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS			
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.			
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by			
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not rederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.			
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing			

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the	Applicant?	
[]Yes	[] No	
If "Yes," answer the three	questions below:	
 Have you developed an federal regulations? (See 4) Yes 	•	ile affirmative action programs pursuant to applicable
	he Equal Employm	ommittee, the Director of the Office of Federal Contract tent Opportunity Commission all reports due under the
[] Yes	[]No []R	Leports not required
3. Have you participated i equal opportunity clause?	n any previous con	tracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to que	estion (1) or (2) abo	ove, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Montrose Clarendon Partners, LLC

By: The Harlem and Irving Companies, Inc., its Administrative Manager

(Print or type exact-legal name of Disclosing Party)

By:

Lawrence A. Gerlach

(Print or type name of person signing)

Vice President

(Print or type title of person signing)

Signed and sworn to before me on (date) 5-14-2020

at / COOK

County, <u>allinis</u> (state).

Notary Public

Commission expires:

"OFFICIAL SEAL"
BRIDGET E TORRES

Notary Public, State of Illinois
My Commission Expires 3/24/2022

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] Yes	[x] No	
which such person	is connected; (3) the nam	e and title of such person, (2) the name of the legal entity to e and title of the elected city official or department head to o, and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[x] No	
		blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[x] The Applicant is not publicly traded on any exchange.
•	cofflaw or problen	entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

[] Yes
[] No
[x] N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

Schedule A Response to EDS Section II.B.1 Montrose and Clarendon, LLC

<u>Name</u> <u>Title</u>

Montrose and Clarendon Holdings, LLC Sole Member of the Applicant

PR III Montrose Development, LLC Managing Member of Montrose and Clarendon Holdings, LLC

PRISA III Investments, LLC Sole Member of PR III Montrose Development, LLC

PRISA III REIT Operating LP Sole Member of PRISA III Investments, LLC

PRISA III OP GP, LLC General Partner of PRISA III REIT Operating LP

PRISA III Fund LP Manager of PRISA III OP GP, LLC

PRISA III Fund GP, LLC General Partner of PRISA III Fund LP

PRISA III Fund PIM, LLC Sole Member of PRISA III Fund GP, LLC

PGIM, Inc. Sole Member of PRISA III Fund PIM, LLC

[PGIM, Inc. is a registered investment advisor. In accordance with Rule 1(g) of the Rules Regarding Economic Disclosure Statement and Affidavit, PGIM, Inc. has concurrently provided its most recent Form ADV. No further

disclosures are required]

Executive Officers and Directors of Disclosing Parties: None

Schedule B Response to EDS Section II.B.2 Schedule of Ownership Interests - Montrose and Clarendon, LLC

Entity/Individual	Business Address	Ownership Interest
Montrose and Clarendon	c/o The Harlem Irving Companies, Inc.	100% (Direct)
Holdings, LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	·
Montrose Clarendon Partners	c/o The Harlem Irving Companies, Inc.	15% (Indirect)
LLC	4104 N. Harlem Ave.	
	Norridge, IL 60706	
PR III Montrose	c/o PGIM Real Estate	85% (Indirect)
Development, LLC	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Investments, LLC	c/o PGIM Real Estate	85% (Indirect)
	7 Gıralda Farms	
	Madison, NJ 07490	
PRISA III REIT Operating	c/o PGIM Real Estate	85% (Indirect)
LP	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund REIT, Inc.	c/o PGIM Real Estate	80.75% (Indirect)
	7 Giralda Farms	
	Madison, NJ 07490	
PRISA III Fund LP	c/o PGIM Real Estate	80.75% (Indirect)
	7 'Giralda Farms	
	Madison, NJ 07490	
State Board of	1801 Hermitage Blvd., Suite 100	9.99% (Indirect)
Administration of Florida	Tallahassee, FL 32308	

^{*}State Board of Administration of Florida is an instrumentality of the State of Florida, created and constituted pursuant to the Constitution of the State of Florida to, among other things, manage and maintain assets of pension and other public funds established by the State of Florida. Pursuant to Rule 1(a) and Rule 1(c), no further disclosure is required.