

C.R.D.A

OCT 30 2014

CRDA

Casino Reinvestment Development Authority
www.njcrda.com



15 South Pennsylvania Avenue
Atlantic City, NJ 08401

APPLICATION FORM

The application, with supporting documentation, must be filed with the Land Use Administrative Officer for review at least fifteen [15] business days prior to the meeting at which the application is to be considered.

To be completed by CRDA staff only.

Date Filed 10/30/14 Application No. 2014-10-1247
Application Fees: CL# 62082 \$3,050.00 Escrow Deposit CL# 62082 \$17,400.00

Scheduled for:
Review for Completeness _____ Hearing: _____

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1. SUBJECT PROPERTY

Location: 2821-2901 Boardwalk & Adjacent beach parcels

Tax Map Page _____ Block 30 Lot(s) 1 & 2
Page _____ Block 1 Lot(s) 48-53
Page _____ Block _____ Lot(s) _____

Dimensions Frontage 660.2' Depth (approx.) 475' Total Area (approx.) 313,500

Zoning District RSC & Beach

2. APPLICANT

Name Tropicana Atlantic City Corp., d/b/a Tropicana Casino & Resort

Email thughes@tropicana.net

Address Iowa Avenue & Boardwalk, Atlantic City, NJ 08401

Telephone Number 609-340-4335

Applicant is a: Corporation Partnership Individual

3. DISCLOSURE STATEMENT

Pursuant to N.J.S 40:55D-48.1 [Application by corporation or partnership; list of stockholders owning 10% of stock or 10% interest in partnership.] Disclosure of owners of organization and property subject to application. [A corporation or partnership applying to a governing body of a municipality]Any organization making an application for development under this act [for permission to subdivide a parcel of land into six or more lots, or applying for a variance to construct a multiple dwelling of 25 or more family units or for approval of a site to be used for commercial purposes] shall list the names and addresses of all members, stockholders or individual partners (collectively, "interest holders")*owning at least 10% of its stock of any class or at least 10% of the interest in the partnership], including any other organization holding at least a 10% ownership interest in the organization, and shall also identify the owner of the property subject to the application, including any organization holding at least a 10% ownership interest in the property [as the case may be]. In accordance with 40:55D-48.2 [Disclosure of 10% ownership interest of corporation or partnership which is 10% owner of applying corporation or partnership.] Listing of names and addresses of interest holders of applicant and owner organization. If [a corporation or partnership] an organization owns an interest equivalent to 10% or more of another organization the stock of a corporation, or 10% or greater interest in a partnership, subject to the disclosure requirements hereinabove described, [pursuant to section 1 of this act that organization shall list the names and addresses of its interest holders holding 10% or greater interest in the [partnership, as the case may be, and] organization. [This requirement shall be followed by every corporate stockholder or partner in a partnership, until the names and addresses of the stockholders and individual partners, exceeding the 10% ownership criterion established in this act, have been listed.] In accordance with recently added 40:55D-48.3 Disclosure of all officers and trustees of a non-profit organization. A non-profit organization filing an application for development under this act shall list the names and addresses of all officers and trustees of the non-profit organization. In accordance with 40:55D-48.4 [Failure to comply with act; disapproval of application.] Approval of application. a. No municipal planning board, board of adjustment or [municipal] governing body shall approve the application of any [corporation or partnership] organization or non-profit organization which does not comply with this act. Any approval not in compliance with this act shall be voidable in a proceeding in lieu of prerogative writ in the Superior Court. b. Any party, including any member of the public, may institute a proceeding in lieu of prerogative writ in the Superior Court to challenge any PROPOSED AMENDMENTS TO MUNICIPAL LAND USE LAW approval granted by a municipal planning board, board of adjustment or governing body on the grounds that such action is void for the reasons stated in subsection a. of this section, and if the court shall find that the approval was not in compliance with this act, the court may declare the approval to be void. In accordance with 40:55D-48.5 [Concealing names of owners;] Organization or non-profit organization failing to disclose; fine. Any [corporation or partnership which conceals] organization or nonprofit organization failing to disclose in accordance with this act, [the names of stockholders owning 10% or more of its stock, or of individual partners owning a 10% or greater interest in the partnership, as the case may be,] shall be subject to a fine of \$1,000 to \$10,000, which shall be [recovered] recoverable in the

name of the municipality in any court of record in the State in a summary manner pursuant to the "Penalty Enforcement Law" (N.J.S.A. 2A:58-1 et seq.).

See attached Corporate Disclosure Statement

Name _____	Address _____	Interest _____
Name _____	Address _____	Interest _____
Name _____	Address _____	Interest _____
Name _____	Address _____	Interest _____

4. If Owner is other than the applicant, provide the following information on the Owner(s):
 Owner's Name Tropicana AC Sub Corp owns a portion of the property as does City of Atlantic City
 Email thughes@tropicana.net
 Address Iowa Avenue & Boardwalk
 Telephone Number 609-340-4335

5. PROPERTY INFORMATION:

Restrictions, covenants, easements, association by-laws, existing or proposed on the property:
 Yes [attach copies] _____ No _____ Proposed License agreement with City for Beach property to be provided
 Present use of the premises: Casino hotel & resort and public beach

Note: All deed restrictions, covenants, easements, association bylaws, existing and proposed must be submitted for review and must be written in easily understandable English in order to be approved.

6. **Applicant's Attorney** Joseph R. Dougherty, Esq.
 Email jdougherty@jdnjlaw.com
 Address 5409 Winchester Avenue, Ventnor, NJ 08406
 Telephone Number 609-431-0490
 FAX Number _____

7. **Applicant's Engineer** Jon Barnhart of Arthur W. Ponzio & Associates
 Email jbarnhart@awponzio.com
 Address 401 North Dover Avenue, Atlantic City, NJ 08401
 Telephone Number 609-344-8194
 FAX Number _____

8. **Applicant's Planning Consultant** same as Engineer
 Email _____
 Address _____
 Telephone Number _____
 FAX Number _____

9. **Applicant's Traffic Engineer** n/a

Email _____
Address _____
Telephone Number _____
FAX Number _____

10..List any other **Expert** who will submit a report or who will testify for the Applicant: [Attach additional sheets as may be necessary]

Name William Salerno of SOSH Architects
Field of Expertise Architect
Email bsalerno@sosharch.com
Address 1020 Atlantic Ave, Atlantic City, NJ 08401
Telephone Number 609-345-5222
FAX Number _____

11. APPLICATION REPRESENTS A REQUEST FOR THE FOLLOWING:

SUBDIVISION:

_____ Minor Subdivision Approval
_____ Subdivision Approval [Preliminary]
_____ Subdivision Approval [Final]
Number of lots to be created _____ Number of proposed dwelling units ____
(including remainder lot) (if applicable)

SITE PLAN:

X _____ Site Plan Approval
X _____ Preliminary Site Plan Approval [Phases (if applicable) _____]
X _____ Final Site Plan Approval [Phases (if applicable) _____]
_____ Amendment or Revision to an Approved Site Plan
Area to be disturbed (square feet) < 100
Total number of proposed dwelling units n/a
_____ Request for Waiver From Site Plan Review and Approval
Reason for request: _____

MISC:

_____ Informal Review
_____ Appeal decision of an Administrative Officer [N.J.S. 40:55D- 70a]
_____ Map or Ordinance Interpretation of Special Question [N.J.S. 40:55D-70b]
_____ Variance Relief (hardship) [N.J.S. 40:55D-70c(1)]
X _____ Variance Relief (substantial benefit) [N.J.S. 40:55D-70c(2)]
X _____ Variance Relief (use) [N.J.S. 40:55D-70d]
X _____ Conditional Use Approval [N.J.S. 40:55D-67]
_____ Direct issuance of a permit for a structure in bed of a mapped street, public drainage way, or flood control basin [N.J.S. 40:55D-34]
_____ Direct issuance of a permit for a lot lacking street frontage [N.J.S. 40:55D-35]

12. Section(s) of Ordinance from which a variance is requested and justification for said request: [attach additional pages as needed] see attached

13. **Waivers Requested** of Development Standards and/or Submission and justification for request.

Requirements: [attach additional pages as needed] to be supplied

14. Attach a copy of the Notice to appear in the official newspaper of the municipality and to be mailed to the owners of all real property, as shown on the current tax duplicate, located within the State and within 200 feet in all directions of the property, which is the subject of this application. The Notice must specify the sections of the Ordinance from which relief is sought, if applicable.

The publication and the service on the affected owners must be accomplished at least 10 days prior to the date scheduled by the Administrative Officer for the hearing. An affidavit of service on all property owners and a proof of publication must be filed before the application will be complete and the hearing can proceed.

15. Explain in detail the exact nature of the application and the changes to be made at the premises, including the proposed use of the premises:

[attach pages as needed] see attached

16. Is a public water line available? yes

17. Is public sanitary sewer available? yes

18. Does the application propose a well and septic system? no

19. Have any proposed new lots been reviewed with the Tax Assessor to determine appropriate lot and block numbers? no

20. Are any off-tract improvements required or proposed? yes

21. Is the subdivision to be filed by Deed or Plat? n/a

22. What form of security does the applicant propose to provide as performance and maintenance guarantees? Bond or letter of credit in accordance with the New Jersey Municipal Contracts law

23. Other approvals, which may be required and date plans submitted:

	Yes	No	Date Plans Submitted
Atlantic City Municipal Utilities Authority	<u>_____</u>	<u>X</u>	<u>_____</u>
Atlantic County Health Department	<u>_____</u>	<u>X</u>	<u>_____</u>
Atlantic County Planning Board	<u>_____</u>	<u>X</u>	<u>_____</u>
Atlantic County Soil Conservation Dist.	<u>X</u>	<u>_____</u>	<u>TBD</u>
NJ Dept of Environmental Protection	<u>X</u>	<u>_____</u>	<u>10/31/14</u>
Sewer Extension Permit	<u>_____</u>	<u>X</u>	<u>_____</u>
Sanitary Sewer Connection Permit	<u>_____</u>	<u>X</u>	<u>_____</u>
Stream Encroachment Permit	<u>_____</u>	<u>X</u>	<u>_____</u>

Waterfront Development Permit	_____	<u>X</u>	_____
Wetlands Permit	_____	<u>X</u>	_____
Tidal Wetlands Permit	_____	<u>X</u>	_____
Potable Water Construction Permit	_____	<u>X</u>	_____
Other	_____	<u>X</u>	_____
NJ Department of Transportation	<u>X</u>	_____	<u>TSD</u>
Public Service Electric & Gas Company	_____	<u>X</u>	_____
_____	_____	_____	_____

24. Certification from the Tax Collector that all taxes due on the subject property have been paid. *See attached*

25. List of Maps, Reports and other materials accompanying the application (attach additional pages as required for complete listing).

Quantity	Description of Item
_____	<i>See attached</i>
_____	_____
_____	_____

26. The Applicant hereby requests that copies of the reports of the professional staff reviewing the application be provided to the following of the applicant's professionals:
Specify which reports are requested for each of the applicant's professionals or whether all reports should be submitted to the professional listed.

Applicant's Professional	Reports Requested
<u>X</u> Attorney	<u>All reports</u>
<u>X</u> Engineer	<u>All reports</u>
_____	_____
_____	_____

CERTIFICATIONS

27. I, Tama Hughes, certify that the foregoing statements and the materials submitted are true. I further certify that I am the individual applicant or that I am an Officer of the Corporate applicant and that I am authorized to sign the application for the Corporation or that I am a general partner of the partnership applicant.

[If the applicant is a corporation, this must be signed by an authorized corporate officer. If the applicant is a partnership, this must be signed by a general partner.]

Sworn to and subscribed before me this
30 day of October, 2014.

Maryann S. Connor
Maryann S. Connor
Notary Public
NOTARY PUBLIC State of New Jersey
My Commission Expires 1/11/18

Tama B Hughes, VP Corp. Counsel
SIGNATURE OF APPLICANT

28. I certify that I am an officer of the Owner of the property which is the subject of this application, that I have authorized the applicant to make this application and that I agree to be bound by the application, the representations made and the decision in the same manner as if I were the applicant.

[If the owner is a corporation, this must be signed by an authorized corporate officer. If the owner is a partnership, this must be signed by a general partner.]

Sworn to and subscribed before me this
30 day of October, 2014.

Maryann S. Connor
Maryann S. Connor
Notary Public
NOTARY PUBLIC State of New Jersey
My Commission Expires 1/11/18

Tama B Hughes, VP Corp. Counsel
SIGNATURE OF OWNER

29. I understand that the sum of \$ 17,400 has been deposited in an escrow account (Builder's Trust Account). In accordance with Resolution 11-60 of the Casino Reinvestment Development Authority approving Land Use Fees and Escrow Deposit Requirements, I further understand that the escrow account is established to cover the cost of professional services including engineering, planning, legal and other expenses associated with the review of submitted materials and the publication of the decision by the Board. Sums not utilized in the review process shall be returned. If additional sums are deemed necessary, I understand that I will be notified of the required additional amount and shall add that sum to the escrow account within fifteen (15) days.

30 day of October, 2014.

Maryann S. Connor
Maryann S. Connor
Notary Public
NOTARY PUBLIC State of New Jersey
My Commission Expires 1/11/18

Tama B Hughes, VP Corp. Counsel
SIGNATURE OF APPLICANT

Page 13a – Tropicana Façade Project-

Signature page for City signature as owner of the Beach Lots (Block 1, lots 48-53) on which certain improvements are proposed

CERTIFICATIONS

27. I, Tama Hughes, certify that the foregoing statements and the materials submitted are true. I further certify that I am the individual applicant or that I am an Officer of the Corporate applicant and that I am authorized to sign the application for the Corporation or that I am a general partner of the partnership applicant.

[If the applicant is a corporation, this must be signed by an authorized corporate officer. If the applicant is a partnership, this must be signed by a general partner.]

Sworn to and subscribed before me this
____ day of October, 2014.

NOTARY PUBLIC

SIGNATURE OF APPLICANT

28. I certify that I am an officer of the City of Atlantic City, the Owner of a portion of the property which is the subject of this application, that I have authorized the applicant to make this application and that I agree to be bound by the application, the representations made and the decision in the same manner as if I were the applicant.

[If the owner is a corporation, this must be signed by an authorized corporate officer. If the owner is a partnership, this must be signed by a general partner.]

Sworn to and subscribed before me this
21 day of November, 2014.

LENORA A. LAMPSON
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 4/6/2015

SIGNATURE OF OWNER

29. I understand that the sum of \$ _____ has been deposited in an escrow account (Builder's Trust Account). In accordance with Resolution 11-60 of the Casino Reinvestment Development Authority approving Land Use Fees and Escrow Deposit Requirements, I further understand that the escrow account is established to cover the cost of professional services including engineering, planning, legal and other expenses associated with the review of submitted materials and the publication of the decision by the Board. Sums not utilized in the review process shall be returned. If additional sums are deemed necessary, I understand that I will be notified of the required additional amount and shall add that sum to the escrow account within fifteen (15) days.

day of October, 2014.

SIGNATURE OF APPLICANT

CRDA

Casino Reinvestment Development Authority

www.njcrda.com



ESCROW SETUP INFORMATION

The Information below is necessary to initially set up your Escrow Account through TD Bank.

Applicant's Name: Tropicana Atlantic City Corp

Applicant's Address: Iowa Avenue & Boardwalk, Atlantic City, NJ 08401

*Applicant's Signature:

Fiona B Hughes, VP Corp Counsel

Applicant's Phone No.: 609-340-4335

Applicant's Email Address: thughes@tropicana.net

Applicant's Date of Birth: n/a

Tax Identification or Social Security Number: 27-1472063

Assigned Escrow #: _____

Should you require assistance or have any questions, please do not hesitate to contact Carl Wentzell in the Finance Dept at 609-347-0500 ext. 3215 or [CWentzell @NJCRDA.com](mailto:CWentzell@NJCRDA.com).

Tropicana Atlantic City Corp.
Tropicana AC Sub Corp
Tropicana Entertainment, Inc.

Corporate Disclosure Statement

Tropicana AC Sub Corp owns a portion of the property ("Project Property") to which this application applies. It is wholly owned by Tropicana Atlantic City Corp d/b/a Tropicana Casino and Resort, the Applicant and owner of the balance of the Project Property.

Tropicana Atlantic City Corp. is a wholly owned subsidiary of Tropicana Entertainment Inc. ("Tropicana Entertainment"). Tropicana Entertainment is a publicly traded company registered with and regulated by the U.S. Securities and Exchange Commission. Its last annual 10-K and more recent quarterly 10-Q reports are available online at <http://quicktake.morningstar.com/stocknet/secdocuments.aspx?symbol=tpca>.

Tropicana Entertainment is also licensed and regulated by the NJ Casino Control Commission/NJ Division of Gaming Enforcement and substantial information regarding this corporation and its officers/directors is maintained and updated with the filings submitted to those NJ regulatory entities. The Applicant requests that the information in those state and federal filings be deemed sufficient to satisfy the extended disclosure required of its parent company, Tropicana Entertainment.

The addresses of the corporate entities referenced above are as follows:

Tropicana Atlantic City Corp., 3930 Hughes Parkway, 4th floor, Las Vegas, NV 89169
Tropicana AC Sub Corp, 3930 Hughes Parkway, 4th floor, Las Vegas, NV 89169
Tropicana Entertainment, Inc, 8345 W. Sunset Road, Las Vegas, Nevada 89113

Tropicana Façade Project
Attachments to Land Use Application

12. Section(s) of Ordinance from which a **variance is requested and justification for said request:**

Project elements relating to the Tropicana building facade:

The primary purpose of all of the electronic display features noted in the Project description below is for brand identification of the Tropicana hotel and casino product and the many offerings within the property. However, to justify the significant cost of the Project, the Applicant also needs to maintain the ability to include paid advertisement of off-premise and/or unrelated party brands in the content of the media message.

The Applicant has therefore submitted this application requesting that the façade improvements be considered for approval as a single, projecting, advertising sign since the various elements of the Project are contiguous and synchronized and essentially represent a single unit of messaging. The Applicant is accordingly requesting a Use Variance to permit an Advertising Sign in the RSC district and relief from certain of the requirements that are applicable to Advertising Signs in other districts (assuming they would be imposed on an Advertising Sign in the RSC district were it permitted). The justification for such various relief will be elaborated upon at the hearing but it is primarily to permit these improvement which will greatly enhance the public's experience in the Tourism District of Atlantic City and develop a multi-media attraction that is both consistent with the Master Plan and the historical evolution of a world famous Boardwalk that has been known throughout its existence for continuing to offer cutting edge, unique and grand attractions.

Based on the above, the following variance relief (and potentially other relief as needed) is being requested by this Application:

Code Section:	Relief requested/reason
163-71(J)	Use variance to permit an Advertising Sign within the RSC zone
163-71(I)(d)(2)	to permit a Projecting Sign to be approved as an Advertising Sign
163-71(I)(d)(3)(e)	to permit an Advertising Sign within 100 feet of a public park (beach)
163-71(I)(d)(4)	to permit the Advertising Sign size in excess of that limited by code
163-71(I)(d)(5)	to permit the Advertising Sign height in excess of that limited by code
163-71(I)(d)(5)	to permit the Advertising Sign illumination method that is different from that specified by code
163-71(D)(8)	to permit signage over a City right of way (Boardwalk)
163-71(D)(13)	to permit a Projecting Sign to extend greater than 4 feet from the wall supporting it

Project elements relating to the beach lighting:

As noted below, the Applicant is proposing the installation of twelve (12) freestanding light posts designed as metal fabricated light "trees" to be located in the area between the Boardwalk and the dune. These light trees will reflect a similar finish as the architectural metal facade to maintain a cohesive look throughout the project. These structures will not be located within the dune area and will not contain any messaging. They will provide additional and synchronized lighting to complement the experience created on the building façade, but they are primarily intended to provide lighting for the Boardwalk and beach areas they serve. The illumination from this lighting will, consistent with the Master Plan, certainly increase the public's comfort and safety on the areas of the beach and Boardwalk under them and therefore, as accessory uses to those public spaces within the Beach district, the Applicant is requesting the approval of these primarily utility features as Conditional Uses under the following code sections:

163-63(B)(2)	Accessory uses to principal uses in Beach District
163-142 (A)	Conditional uses permitted

15. Explain in detail the exact nature of the application and the changes to be made at the premises, including the proposed use of the premises:

In its most basic description, the Project proposes a very substantial and dynamic renovation of the façade signage and lighting features along the Boardwalk frontage of the Tropicana Casino and Resort as well as the installation of decorative and functional lighting for the beach and Boardwalk. More specifically, the Tropicana Façade Project represents a mixture of media features and architecture that will be synchronized and choreographed to create a unique media experience on the Atlantic City Boardwalk (as shown on the SOSH Architects plan sheets A-000 through A-500). The project is comprised of the primary media pylon that is the centerpiece of the façade (see SOSH Architects Sheet A-100 "Floor Plans"). The media pylon provides the property brand identification as well as a 16mm HD RGB LED media screen with dynamic control. There are five (5) supporting pylon media displays strategically placed on the facade to bring the experience down to pedestrian level. These supporting media features include 10mm HD RGB LED media screens. The area between the primary and secondary media features will be a layered architectural metal treatment with integrated RGB LED dynamic lighting that will be synchronized with the media features to create the dynamic environment (see SOSH Architects Sheet A-301 "Boardwalk Materials Elevation Plan").

To enhance the experience, there are also twelve (12) freestanding architectural metal fabricated "trees" located in the area between the Boardwalk and the dune. No structures will be located within the dune area. These trees will reflect a similar finish as the architectural metal facade to maintain a cohesive look throughout the project. These trees will also include RGB LED dynamic wash lighting that will also be synchronized with the facade. The facade, hotel towers and Boardwalk will be washed with RGB LED dynamic lighting as a supporting element to the multimedia display environment. All of these effects will be programmed from a single multichannel content management system that allows for seamless integration between all aspects of the project.

Sheet C-4 ("Site Development Plan") of the A.W. Ponzio Co. & Associates plan set shows the façade elements and beach lighting structures overlaid on their existing conditions survey. These structures are to be located in and over lands owned by the City of Atlantic City and will be the subject of license agreements with Atlantic City (see A.W. Ponzio Sheet C-6 "Public License Plan").

25. List of Plans included with Application

DWG. NO.	DRAWING TITLE	ISSUE:
ARCHITECTURAL		
A-000	COVER SHEET	■
A-100	FLOOR PLANS	■
A-300	EXTERIOR ELEVATION	■
A-301	BOARDWALK MATERIALS, ELEVATION & PLAN	■
A-500	DETAILS	■
CIVIL		
C-1	TITLE SHEET / AREA MAPS	■
C-2	PROPERTY SURVEY	■
C-3	EXISTING CONDITIONS PLAN / PROJECT AREA	■
C-4	SITE DEVELOPMENT PLAN	■
C-5	SOIL EROSION & SEDIMENT CONTROL PLAN	■
C-6	PUBLIC LICENSE PLAN	■

CAPRA SUBMISSION
10/30/2014

Casino Reinvestment Development Authority
Division of Land Use and Regulatory Enforcement
Notice of Application

Notice is hereby given that a written application has been filed by the undersigned with the Casino Reinvestment Development Authority for Preliminary and Final Site Plan approval for façade improvements including signage and lighting on the subject property and lighting elements on the Atlantic City beach, a waiver of certain Urban Design Standards, use and other variance relief from the signage provisions in the municipal land use ordinance 163-71 et. seq., conditional use approval and approval of any other variances required to permit the proposed improvements to the property shown as Block 30, lots 1 and 2 and Block 1, lots 48-53 on the official map of the City of Atlantic City, which site is located at 2821-2901 Boardwalk and the beach area across from that property in Atlantic City, New Jersey.

A public hearing on the above mentioned application has been scheduled for the _____ day of _____, 2014, at 10:00a.m. Said hearing shall take place at the offices of the Casino Reinvestment Development Authority at 15 South Pennsylvania Avenue, Atlantic City, New Jersey.

The public is invited to attend this meeting.

The application and all plans relative thereto have been filed with the Land Use Administrative Official, Casino Reinvestment Development Authority, Division of Land Use and Regulatory Enforcement, 15 S Pennsylvania Avenue, Atlantic City, NJ 08401, and are available for inspection Monday through Friday, 9:00 a.m. to 5:00 p.m.

This notice is given in compliance with the requirements of Section 163-198 of the Land Use Development Code of the City of Atlantic City and the N.J.S.A. 40:55D-12.

Name of Applicant:
Tropicana Atlantic City Corp
c/o Joseph R. Dougherty, Esq.
5409 Winchester Avenue
Ventnor, NJ 08406
609-431-0490