

February 1, 2007

A. Mack Pogue, Chairman  
Lincoln Property Company Commercial, Inc.  
3300 Lincoln Plaza  
500 North Akard Street  
Dallas, Texas 75201

Dear Mr. Pogue,

Responsible Growth for Northcross (RGFN), which represents thousands of residents and numerous businesses from the neighborhoods surrounding Northcross Mall, requests that you halt the current redevelopment at Northcross Mall. We also request meaningful ongoing discussions between Lincoln and RG4N, to begin prior to February 10 and to occur during a complete sixty day development moratorium at Northcross, aimed at establishing a mutually agreed redevelopment plan for the site.

The goals of Lincoln Property Company (LPC) are, understandably, to be successful and profitable. LPC highlights some extraordinary developments on its website, which proclaims, "Lincoln Property Company is one of the most respected and diversified service firms in the United States." The residents of the Northcross area in Austin want to help LPC continue to attain those goals and demonstrate the strength of that proclamation. Together, we can create a plan for Northcross that will be profitable for LPC as well as a vital addition to the city and our neighborhoods. We also believe this project has the potential to gain national recognition for LPC as a leader in community-oriented urban redevelopment.

Our goal, with which we believe you would agree, is to ensure that growth and development at Northcross Mall enhances the long-term vitality and economic well-being of the surrounding neighborhoods that, in turn, will put more money back into the development. We agree that Northcross needs to be redeveloped. We also support your right to build a profitable development. However, the current plan, which includes a 225,000+ sq. ft., 24-Hour Wal-Mart Supercenter in the midst of central Austin neighborhoods, is unacceptable here. LPC's plan will significantly harm our neighborhoods through traffic that will overwhelm street capacity, strains on infrastructure (including utilities and emergency response services), increased criminal activity, trash, noise and light pollution, and run-off pollution to Shoal Creek, which runs south through many of our backyards and the urban green belt directly to Town Lake.

Just as important as the numerous harms the plan will cause our neighborhoods is the character of the plan, which is inconsistent with the City of Austin's Vision and Values as well as with the new direction for urban redevelopment underway or planned in nearby areas such as the Triangle, Mueller and Crestview Station. We view Northcross Mall as an opportunity to build on the progress being made in central Austin to transform underutilized, centrally-located areas into more urban, pedestrian-friendly engines of economic growth.

We request that you join with us in meaningful partnership to envision and plan a pedestrian-friendly, mixed-use, "village center"-type redevelopment that serves the character and needs of the surrounding neighborhoods while also ensuring a successful business endeavor for Lincoln Property Company. Responsible Growth for Northcross supports a redevelopment plan for Northcross that:

- Includes grocery and other retailers of a size and scale compatible with a site surrounded by single-family homes and surface roads.
- Aligns with the City of Austin's new urban development model, which is working successfully for other central Austin neighborhood developments at the Triangle, the old Mueller Airport and the future Crestview Station.

- Complies with applicable provisions of the new commercial design standards and mixed-use standards.
- Supports the economic vitality of local businesses.
- Encourages pedestrian traffic while maintaining accessibility options.
- Protects quality of life in the surrounding neighborhoods.

We have developed a concrete example of a plan for Northcross we would support that also addresses neighborhood needs and concerns while offering you a development model with profit projections greater than the current plan. We would like the opportunity to present this example to you and discuss how we can create a win-win situation for Lincoln and for the neighborhoods. We request an initial meeting between Lincoln and RG4N representatives prior to the end of the sixty day period to which you committed in December. We also request that you extend a complete sixty day moratorium on all activity related to the Northcross project while participating in the additional meetings necessary for us to work in meaningful partnership toward an agreed solution. By honoring these requests, you will demonstrate your desire to operate in good faith with the Northcross-area community and show future clients of LPC that you have earned the right to call your company one of the most respected firms in the United States.

We look forward to your response and to working with you in a mutually-beneficial, growth-oriented partnership. You may direct your response to RG4N Vice President Hope Morrison (, \_\_\_\_\_). You may also respond to me after February 3 at \_\_\_\_\_ or \_\_\_\_\_.

Sincerely,

Paige Hill, President  
Responsible Growth For Northcross  
P.O. Box 66127  
Austin, Texas 78766

ENC: Signatures collected at our January 31, 2007 community meeting from area residents in support of our requests.

CC: William C. Duvall, President, Lincoln Property Company Commercial, Inc.  
Robert Dozier, Executive Vice President, Lincoln Retail Group  
Austin Mayor Will Wynn  
Austin City Council Members  
Austin Assistant City Manager Laura Huffman