

## UP SAIT

**South Tract - 175 Acres**

**Center Tract - 215 Acres**

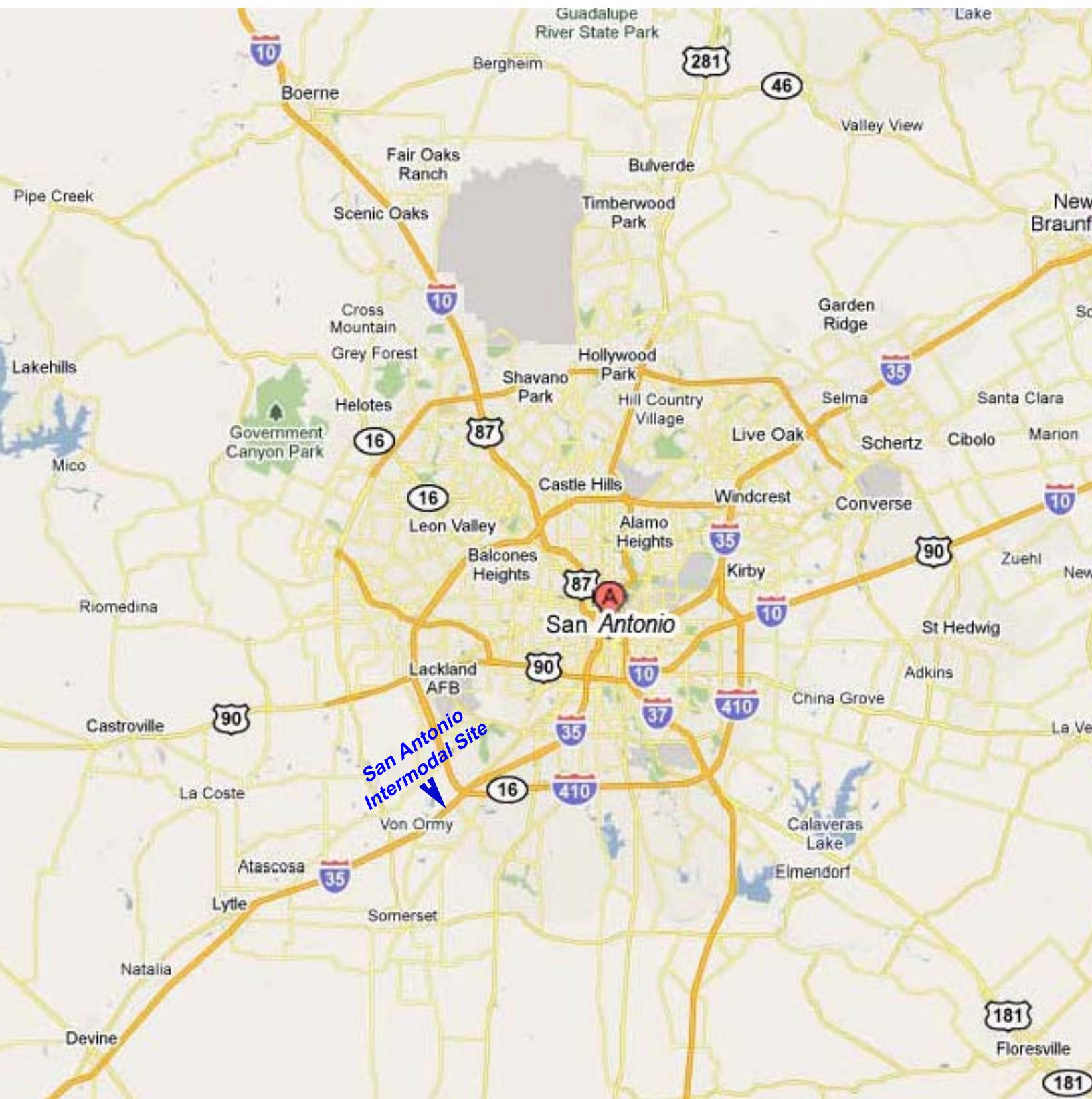
**North Tract - 474 Acres**

Image # 101007 6270



**UP SAIT**  
**CENTER TRACT - 215 ACRES**  
**SOUTH TRACT - 175 ACRES**

Image # 101007 6268



## **DEVELOPMENT REPORT UNION PACIFIC PROPERTY SAN ANTONO INTERMODAL YARD AREA**

This report was prepared to present development information (Utility availability, Development Regulations, Flood Plain information, etc.) on property owned by Union Pacific Railroad in the area of their Intermodal Yard in southwest Bexar County. For purposes of this report the property has been divided into three tracts known as the North, Center, and South Tracts. These divisions were made due to barriers such as roadways or other facilities that separate the areas.

### **SOUTH TRACT**

#### **DESCRIPTION:**

The “South” tract is bordered on the south by the Union Pacific Laredo Subdivision tracks, on the west and north by the Medina River, and on the east by the proposed Union Pacific Spine Road connecting the Intermodal Yard to Pearsall Road. The tract contains approximately 175 acres excluding the roadway and Medina River Flood Plain. Although Union Pacific’s property extends into the Medina River Flood plain that area is not considered developable and as noted is not included in the acreage total. In addition the 175 acres includes 40.8 acres of land that borders the Medina River and is either heavily wooded or below the top of the high bank of the river. Due to access issues and tree preservation issues this property is not considered developable. Some portions may be able to be used to meet Tree Canopy and Preservation requirements. The property is currently being farmed.

Three exhibits showing this tract are attached to this report. Exhibit S-1 shows the tract boundary along with proposed flood plains, potential roadways, potential detention ponds, and acreages. Exhibit S-2 is similar to Exhibit S-1 except that the potential roadway have been removed. Exhibit S-3 shows aerial topography for the tract. The topography shows one foot contours which were obtained during the Intermodal Yard design. Gross acreage of this tract is 175 +/- acres, the non usable acreage is 41 +/- acres and potential detention pond basin(s) are 9 +/- acres resulting in a Net acreage of 125.2 +/- acres. The detention basin area assumes that basin(s) six feet deep could be developed. The proposed Spine Roadway along the eastern side of the tract is not included in the acreage calculations.

#### **UTILITIES**

**Electricity:** The site is served by City Public Service (CPS), the City of San Antonio’s Municipal Gas and Electric Utility. There are three phase overhead electric lines along the north side of the Del Rio Subdivision of the Union Pacific Railroad west of the Intermodal Access Road. These lines follow

the west side of the Intermodal Yard Access Road into and serve the yard. There is also a three phase line along the west side and north side of the tract that serves the old farm headquarters and Bexar Metropolitan Water District's pump station. This line is planned to be removed when the Spine Road is constructed and an electric line installed along the road. Three phase power has also been extended south along the west side of the future Spine Road to serve the Intermodal Yard. Three phase power could also be extended from the north along the Spine Road alignment if dual feeds (separate substation feeds) were required.

**Water:** The majority of the site is located in San Antonio Water System's Service Area. As part of the Intermodal Yard Project a 16" water main was extended south on IH 35 to the Intermodal Yard Access Road. From there a 12" water main was extended up the roadway to the Intermodal Yard entrance. At the time of the extension there was unallocated capacity in the 16" and 12" mains. In discussions with SAWS on the extension of water service to the Intermodal Yard SAWS initially required a main extension north from IH 35 to Pearsall Road. This requirement was removed since the line would not have any customers to prevent stagnation of the water. It is likely that SAWS would require that a main (12" minimum) be extended along with the Spine Road as part of any development of this tract. If water requirements exceeded the available capacity of the existing mains SAWS could require that a main be extended out FM 2356 from a main currently planned near Loop 410. To reach the future intersection of the Spine Road and FM 2356 would require approximately 8,200 feet of main.

To obtain water service SAWS will require execution of a Utility Service Agreement. This agreement details what improvements will be required to serve a tract and to what extent and under what conditions SAWS would participate or provide credits for the cost of main extensions. Application for Water Service will require submission of a proposed development plan and water demand calculations. In addition to infrastructure costs applicants for water service are required to pay impact fees at the time of meter application. Fee schedules are available at [www.saws.org](http://www.saws.org).

**Sewer:** The site is located in the San Antonio Water System's service area. SAWS has a project under design called the Medina River Outfall which, when completed, will make sewer service available, subject to SAWS' regulations, to properties along the Medina River. SAWS is currently in negotiations with Union Pacific to acquire an easement through this tract for the referenced line. The alignment preferred by SAWS is shown on the attached exhibits and follows the Intermodal Yard Access Road and Spine Road alignment in this tract. Subject to being able to acquire the required easement the outfall should be completed by late 2013. In discussions between SAWS and Union Pacific Railroad (UPRR) representatives,

SAWS personnel advised UPRR that sewer service connections could be made at manholes which are anticipated to be approximately one thousand feet apart.

In addition to infrastructure costs applicants for sewer service are required to pay impact fees at the time of service application. Impact fee schedules are available at [www.saws.org](http://www.saws.org).

As with water service SAWS requires a Utility Service Agreement as a condition to obtaining sewer service. For limited development it may be possible to utilize on-site wastewater treatment facilities if the Medina River Outfall has not been completed.

Gas: City Public Service (CPS) does not have any gas service available in this area. CPS has a gas main on Fischer Road at IH 35. Service from this line would require an extension along IH 35 and then down the Intermodal Yard access road. This distance is approximately 10,200 feet. CPS does have a policy of subsidizing the cost of gas main extensions. The amount of subsidy depends on the anticipated gas usage.

## DEVELOPMENT REGULATIONS

This property is located in the extra territorial jurisdiction of the City of San Antonio and is also located in Bexar County. Issuance of any building permit or sale of tracts would require that a subdivision plat be prepared and processed through both the City and Bexar County. The county will handle primary review for drainage and flood plain issues while the City will review land planning, tree preservation and other issues. Phased or partial development will require the processing of a Master Development Plan through the City. A Master Development Plan lays out how the property will be developed and addresses issues such as drainage, street layout, and traffic.

Building Permits will be processed through Bexar County. The permit process in the County primarily focuses on life safety issues.

The County does not have any land use regulations and the City's zoning does not extend into the County so there are no regulatory restrictions on land use. There is a water treatment plant intake on the Medina River near the northwest corner of this tract and any development that would involve hazardous materials would likely be subject to increased scrutiny.

The City's Tree Preservation Ordinance applies in the ETJ so any development will need to comply with Tree Preservation and Canopy requirements.

## FLOOD PLAIN

The City of San Antonio, Bexar County, and the San Antonio River Authority jointly sponsored an update of the FEMA Flood plain Maps for Bexar County. Exhibits S-1 and S-2 show the limits of the flood plain as proposed by this study. The maps showing this flood plain are expected to become effective the end of September, 2010. As noted in the initial description of this tract the flood plain area is not included in the overall area.

## DRAINAGE

As part of their Unified Development Code the City of San Antonio requires that proposed development evaluate the impacts of their drainage downstream development. If the evaluation shows that the development will not have an adverse impact the City rules allow payment of a fee in lieu of providing storm water detention. However, Bexar County does not participate in the fee and generally requires that storm water detention be provided for larger development. For planning purposes the required volume of detention facilities can be estimated as 0.4 acre feet of storage for each acre of development. The area required for detention will depend on the depth of the pond. For planning purposes a depth of four feet provides a required pond area of approximately one acre for each acre of development.

Based on a developable area of 135 acres the following table gives an estimate of the area required for detention basins of various depths. The actual area will depend on basin configuration, basin depth, type of development and other factors.

Basin Depth	Surface Area
4 Feet	14 acres
5 Feet	11 acres
6 Feet	9 acres

As shown on the attached topographic exhibit (S-3) the site generally slopes from west to east towards the Medina River. Drainage of the tract could be accomplished by surface (earth or concrete channels) or subsurface (pipe) systems. Detention ponds could be placed along the bank of the Medina River to take advantage of the depth afforded by the river. All storm drain systems would need to be designed to City and County standards.

The contours shown on Exhibit S-3 are one foot aerial contours obtained prior to development of the Intermodal Yard.

## ACCESS

This tract does not have any current public road frontage. The development of the Intermodal Yard included construction of a roadway from IH 35 to the Intermodal Yard. This roadway is currently owned by Union Pacific but was designed to be converted into a public roadway to serve the Union Pacific Property. A roadway termed the "Spine Road" has been planned to extend north from the Intermodal Access Road to serve the

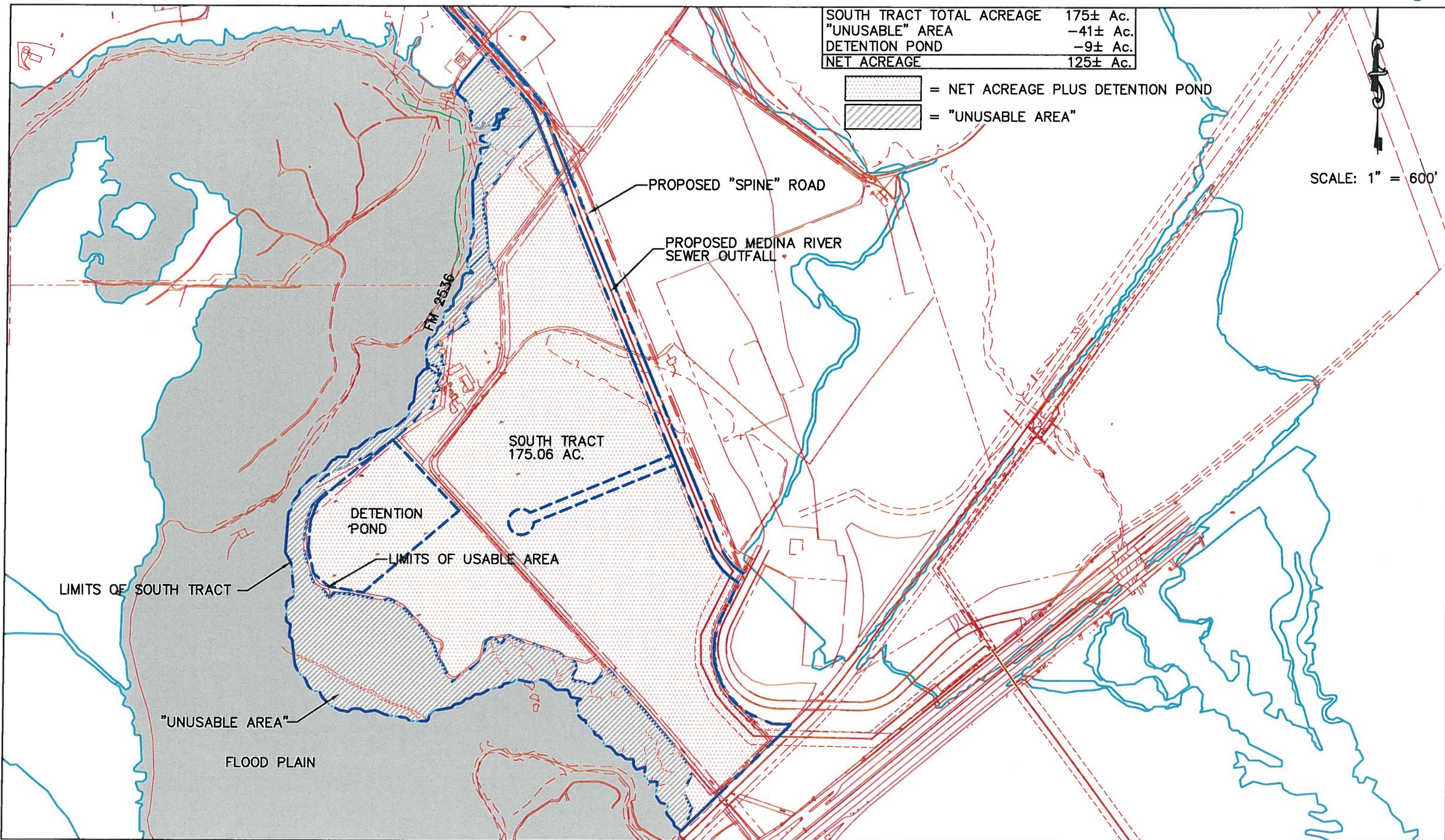
South, Center, and potentially the North tract. The roadway would involve a forty four foot wide roadway section in a seventy foot wide right-of-way. This roadway would also serve as a utility corridor for water, sewer, electric, gas and other utilities. An extension of this roadway could be made to serve development on this tract. The roadway could become a public a public roadway if the County agrees to assume ownership and maintenance of the existing roadway.

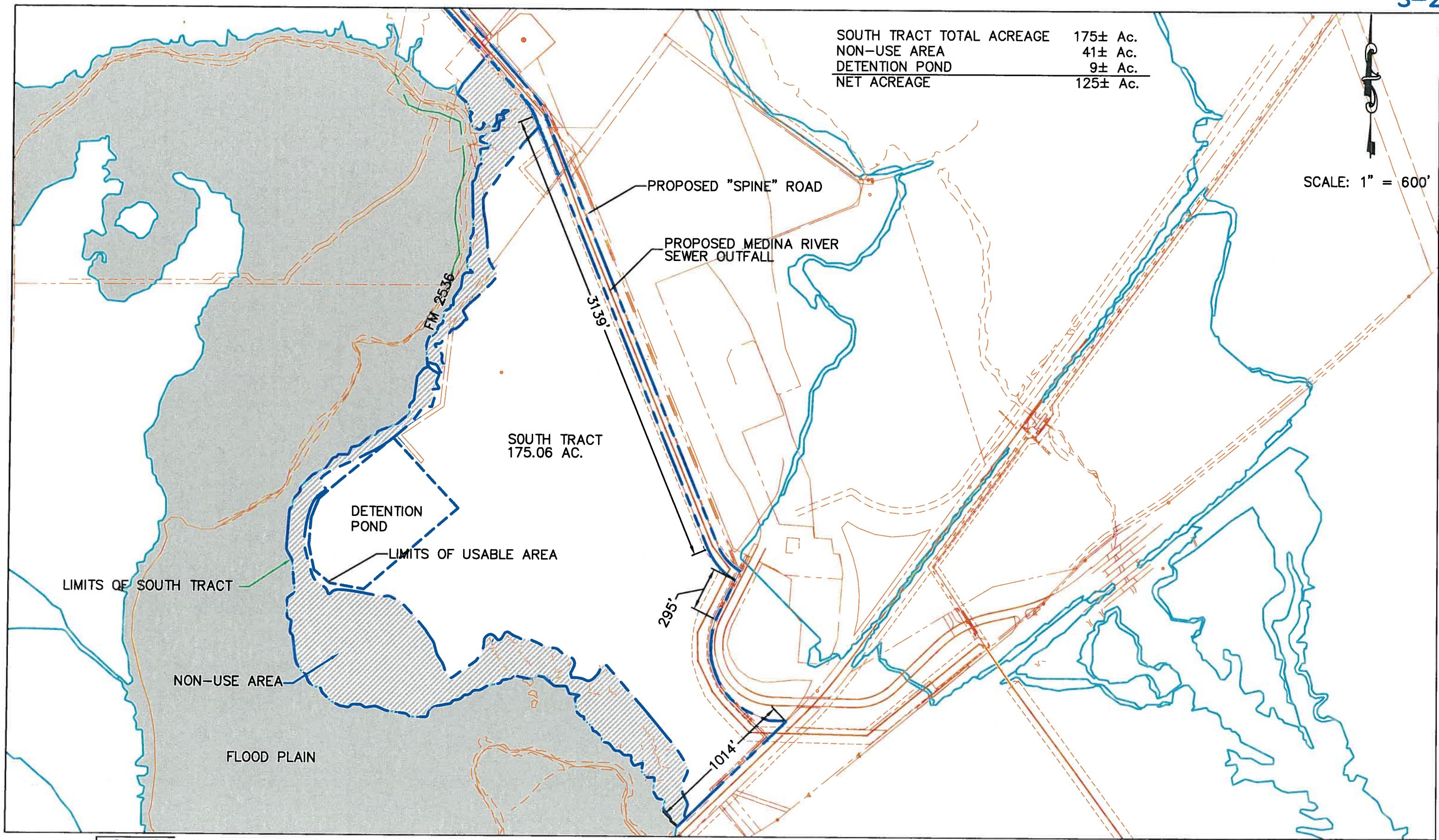
As part of the platting process the City of San Antonio will require a Traffic Impact analysis. That analysis will determine the impact of any proposed development on roadways in the area. The development could be required to fund off-site roadway improvements if the analysis showed the projected traffic would degrade the level of service on the adjacent roadways.

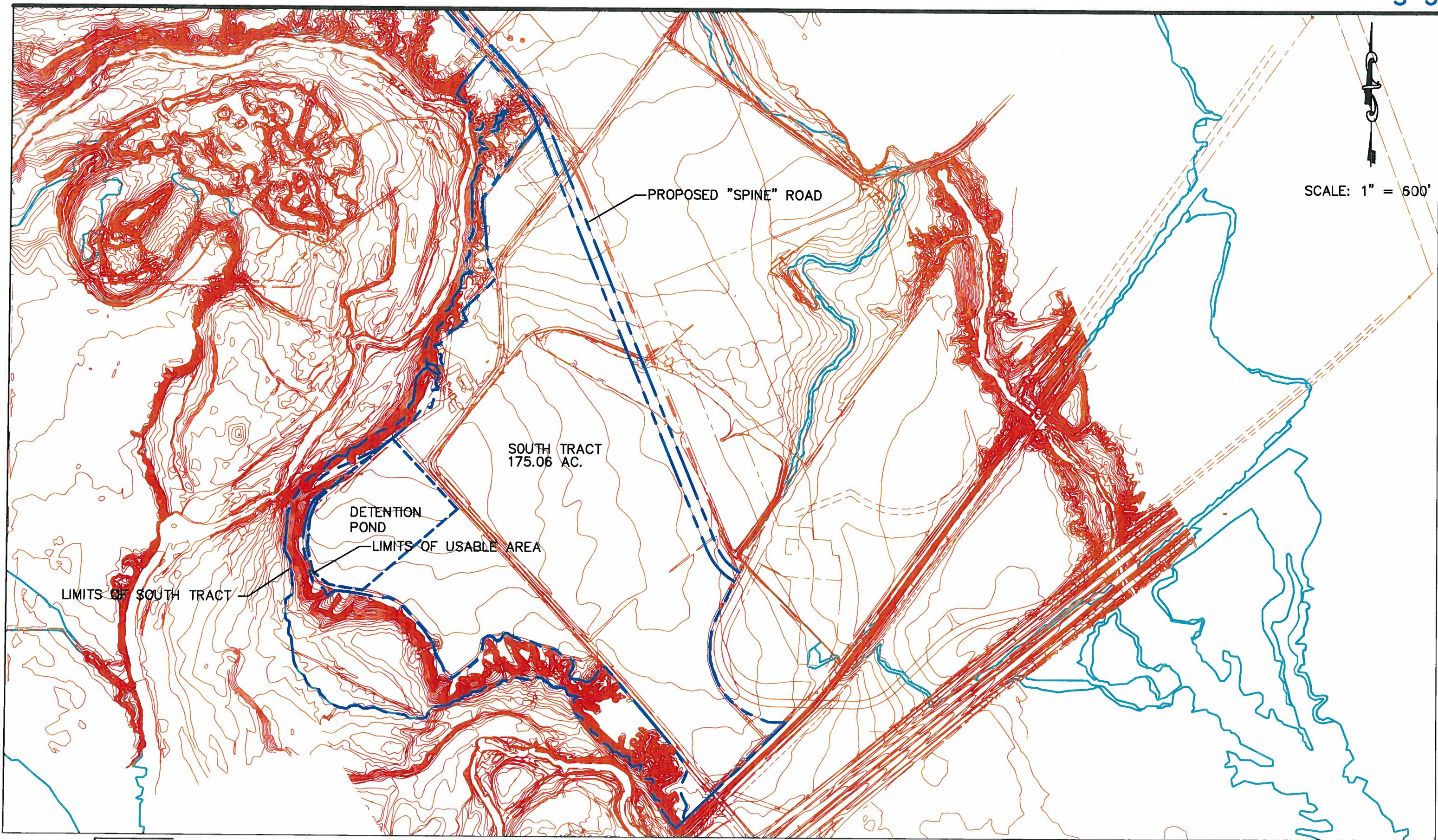
#### RAIL ACCESS

No rail service is anticipated to be available to this tract.

END OF SOUTH TRACT







UNION PACIFIC SAN ANTONIO INTERMODAL – SOUTH TRACT



 **4M Realty**  
COMPANY

**UP SAIT**  
**SOUTH TRACT - 175 ACRES**

Image # 101007 6281





# Union Pacific in Texas

## 2010 FAST FACTS

Miles of Track	6,319
Annual Payroll	\$576.8 million
In-State Purchases	\$1.9 billion
Capital Spending	\$435 million
Employees	7,391



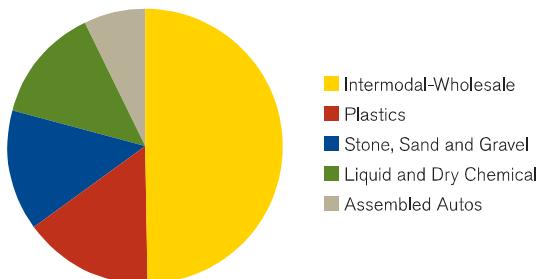
## RAIL CARS ORIGINATED IN TEXAS

2007	1,332,975
2008	1,233,298
2009	1,004,463
2010	1,117,684

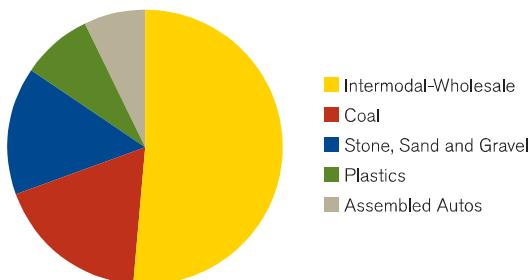
## RAIL CARS TERMINATED IN TEXAS

2007	1,246,806
2008	1,231,650
2009	998,758
2010	1,175,896

## TOP FIVE COMMODITIES SHIPPED IN 2010 (BY VOLUME)



## TOP FIVE COMMODITIES RECEIVED IN 2010 (BY VOLUME)



## Growth and investment continue

Today, Union Pacific serves all major cities and gulf ports of Texas, as well as international gateways at El Paso, Eagle Pass, Laredo and Brownsville. Yet, the railroad's growth in the state continues. From 2007-2010, Union Pacific's capital investment in Texas was more than \$1.5 billion. In 2007, UP broke ground in San Antonio on a \$100 million state-of-the-art intermodal terminal, which is expected to generate \$2.48 billion in cumulative economic impact for the area over 20 years. The facility will create as many as 200 jobs and will reduce traffic on San Antonio roads by more than 80,000 trucks each year.

## **Union Pacific in Texas (cont.)**

### **Union Pacific's Texas heritage**

Early railroad dreams in Texas were finally realized, after many false starts, in 1841 when a charter was issued to the Harrisburg Railroad and Trading Company. But after some modest grading, it failed. Its successor was the Buffalo Bayou, Brazos and Colorado (BBB&C). The BBB&C was issued a charter in 1850 and, by 1853, was operating the first railroad in Texas, a 20-mile stretch between Harrisburg and Stafford.

The year 1853 also marked the birth of the Galveston and Red River Railway, which later became the Houston and Texas Central—the first railroad to link Texas with Midwest and Eastern railroad connections. By 1888, Texas enjoyed a complex web of railroads that included Missouri Pacific, Missouri-Kansas-Texas, St. Louis Southwestern, Texas & North Orleans, and Texas & Pacific. By 1996, these railroads, and their modern successors, had become a part of the Union Pacific system in Texas.

### **Supporting the communities we serve**

In 2010, Union Pacific provided more than \$1.5 million to charitable organizations in Texas communities. This amount includes funding from Union Pacific Foundation for The Principals' Partnership Program and the Community Grants Program.

The Foundation's primary giving program, The Principals' Partnership, provides 166 public high school principals with year-round, self-directed assistance from some of the nation's top education professionals. As part of this program, UP also sponsors a Summer Leadership Institute where principals come together to share insights and concerns and hear from nationally recognized speakers. Visit [www.up.com/found](http://www.up.com/found) for more information.

### **America's premier railroad**

Union Pacific Corporation owns one of America's leading transportation companies. Its principal operating company, Union Pacific Railroad, links 23 states in the western two-thirds of the country. Union Pacific serves many of the fastest-growing U.S. population centers and provides Americans with a fuel-efficient, environmentally responsible and safe mode of freight transportation. Union Pacific's diversified business mix includes Agricultural Products, Automotive, Chemicals, Energy, Industrial Products and Intermodal. The railroad emphasizes excellent customer service and offers competitive routes from all major West Coast and Gulf Coast ports to eastern gateways. Union Pacific connects with Canada's rail systems and is the only railroad serving all six major gateways to Mexico, making it North America's premier rail franchise.

### **CONTACT US**

24-Hour Emergency Hotline – Response Management: (888) 877-7267

Corporate Headquarters: (402) 544-5000 or (888) 870-8777

Joseph Adams, Vice President-Public Affairs: (281) 350-7501 or [jeadams@up.com](mailto:jeadams@up.com)

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Clint Schelbitzki, Public Affairs North and Central Texas: (817) 353-7256 or [ceschelb@up.com](mailto:ceschelb@up.com)

Raquel Espinoza, Media Relations: (281) 350-7771 or [respinoza@up.com](mailto:respinoza@up.com)

Union Pacific is pleased to announce the opening of the San Antonio Intermodal Terminal (SAIT), a \$100 million state-of-the-art facility designed to support the growing intermodal volume in southern Texas. Covering more than 300 acres, this expansive facility is designed to handle 250,000 annual container lifts and is positioned to serve the cities of San Antonio, Austin, Eagle Pass and Laredo, as well as the entire south Texas market.

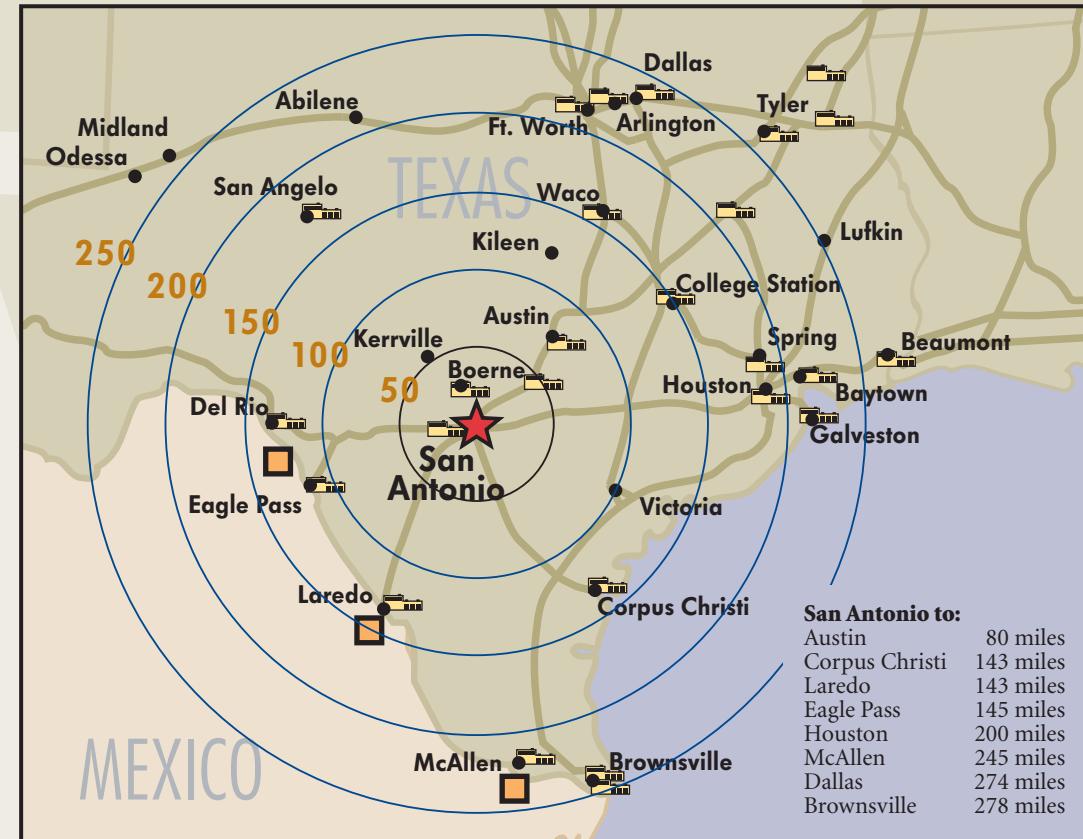
#### Facility Features

- Eight-Lane Automated Gate System (AGS) Entrance**  
Enhances gate capacity to improve gate/terminal throughput. Improves truck turn times — 30-90 seconds, as compared to a national average of four minutes.
- 1,300 Parking Stalls**  
Provides ample capacity to process containers and creates faster availability for customers.
- State-of-the-Art Security**  
Security fencing, biometric driver check-in, lighting and video surveillance provide a secure, theft-resistant environment for customers' cargo while at the terminal.
- 24 Hour, Seven-Day-a-Week Operations**  
Enhanced customer and motor carrier operational convenience and flexibility.
- Three Loading Tracks**  
Allows for expedited loading/unloading, resulting in improved container availability.
- Future Expansion**  
Union Pacific has designed this new facility with room for future expansion to keep pace with our customers' growth requirements.
- Interstate Access**  
Convenient access to Interstates I-35 and I-410 makes it a key east-west and north-south turnstile, serving markets in all four directions.

# San Antonio Intermodal Terminal (SAIT)

#### San Antonio Intermodal Terminal:

- Is positioned to serve more than 21 million square feet of warehouse space
- Serves one of the fastest-growing cities in Texas
- Is within 200 miles of the Mexico border and hundreds of Maquiladoras
- Is an alternative intermodal location for Mexico freight
- Provides competitive intermodal service between South Central Texas and the major markets of Los Angeles and Chicago
- Is adjacent to a logistic park with commercial property available for development
- Is centrally located in Texas, providing for efficient drayage to many markets
- Avoids congestion encountered in surrounding major metropolitan markets



SAIT is positioned to serve the entire region and to be a critical gateway to Mexico.

■ Major warehouses/distribution centers  
□ > 200 Maquiladoras





#### U.S. Customs Contact Information

- U.S. Customs Border Patrol FIRMS Code : S518

- Office Location:

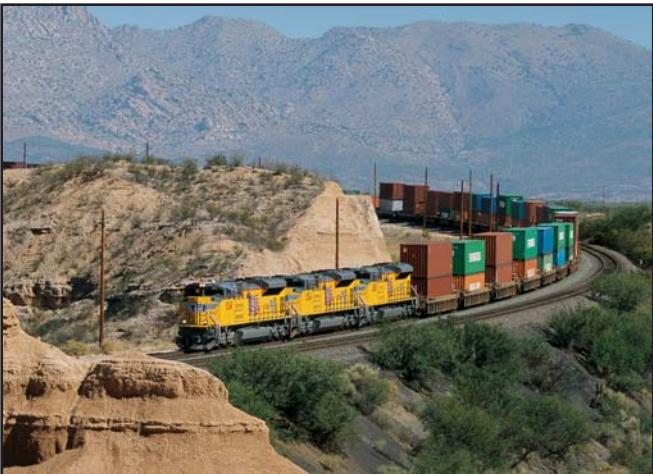
Port of Entry - San Antonio  
Port Code - 5507  
9800 Airport Blvd, Suite 1101  
San Antonio, TX 78216  
Ph: 210-821-6965  
Fax: 210-821-4277  
Hours: Monday through Friday  
8 a.m. to 5 p.m. CST

- Inspection Location:

SW Freight  
242 NW W. White Road  
San Antonio, TX 78219  
Ph: 210-333-2759

#### Free Trade Zone (FTZ) Location

Operational Technologies Corporation  
913 Billy Mitchell Blvd. Suite 102  
San Antonio, TX 78226  
Ph: 210-731-0000 ext. 2117 or 2191  
Fax: 210-731-0008



Union Pacific is committed to protecting the environment now and for future generations. We are continually developing and investing in new technologies that provide for cleaner air and water, including a locomotive fleet that's the greenest in the industry.

#### Green Facts:

- Rail transportation is three times more fuel efficient than trucking.
- One double-stack train can haul the equivalent of as many as 280 trucks.



## SAN ANTONIO INTERMODAL TERMINAL



## THERE'S A NEW STAR IN TEXAS



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Approved by the Texas Real Estate Commission for Voluntary Use

*Texas law requires all real estate licensees to give the following information about brokerage services to prospective buyers, tenants, sellers and landlords.*

## Information About Brokerage Services

**B**efore working with a real estate broker, you should know that the duties of a broker depend on whom the broker represents. If you are a prospective seller or landlord (owner) or a prospective buyer or tenant (buyer), you should know that the broker who lists the property for sale or lease is the owner's agent. A broker who acts as a subagent represents the owner in cooperation with the listing broker. A broker who acts as a buyer's agent represents the buyer. A broker may act as an intermediary between the parties if the parties consent in writing. A broker can assist you in locating a property, preparing a contract or lease, or obtaining financing without representing you. A broker is obligated by law to treat you honestly.

### IF THE BROKER REPRESENTS THE OWNER:

The broker becomes the owner's agent by entering into an agreement with the owner, usually through a written listing agreement, or by agreeing to act as a subagent by accepting an offer of subagency from the listing broker. A subagent may work in a different real estate office. A listing broker or subagent can assist the buyer but does not represent the buyer and must place the interests of the owner first. The buyer should not tell the owner's agent anything the buyer would not want the owner to know because an owner's agent must disclose to the owner any material information known to the agent.

### IF THE BROKER REPRESENTS THE BUYER:

The broker becomes the buyer's agent by entering into an agreement to represent the buyer, usually through a written buyer representation agreement. A buyer's agent can assist the buyer but does not represent the owner and must place the interests of the buyer first. The owner should not tell a buyer's agent anything the owner would not want the buyer to know because a buyer's agent would disclose to the buyer any material information known to the agent.

### IF THE BROKER ACTS AS AN INTERMEDIARY:

A broker may act as an intermediary between the parties if the broker complies with The Texas Real Estate License

Act. The broker must obtain the written consent of each party to the transaction to act as an intermediary. The written consent must state who will pay the broker and, in conspicuous bold or underlined print, set forth the broker's obligations as an intermediary. The broker is required to treat each party honestly and fairly and to comply with The Texas Real Estate License Act. A broker who acts as an intermediary in a transaction:

- (1) shall treat all parties honestly;
- (2) may not disclose that the owner will accept a price less than the asking price unless authorized in writing to do so by the owner;
- (3) may not disclose that the buyer will pay a price greater than the price submitted in a written offer unless authorized in writing to do so by the buyer; and
- (4) may not disclose any confidential information or any information that a party specifically instructs the broker in writing not to disclose unless authorized in writing to disclose the information or required to do so by The Texas Real Estate License Act or a court order or if the information materially relates to the condition of the property.

With the parties' consent, a broker acting as an intermediary between the parties may appoint a person who is licensed under The Texas Real Estate License Act and associated with the broker to communicate with and carry out instructions of one party and another person who is licensed under that Act and associated with the broker to communicate with and carry out instructions of the other party.

**If you choose to have a broker represent you,** you should enter into a written agreement with the broker that clearly establishes the broker's obligations and your obligations. The agreement should state how and by whom the broker will be paid. You have the right to choose the type of representation, if any, you wish to receive. Your payment of a fee to a broker does not necessarily establish that the broker represents you. If you have any questions regarding the duties and responsibilities of the broker, you should resolve those questions before proceeding.

Real estate licensee asks that you acknowledge receipt of this information about brokerage services for the licensee's records.

UP SAIT  
South Tract - 175 Acres  
Center Tract - 215 Acres  
North Tract - 474 Acres  
Spine Road

Buyer, Seller, Landlord or Tenant

Date

Texas Real Estate Brokers and Salespersons are licensed and regulated by the Texas Real Estate Commission (TREC). If you have a question or complaint regarding a real estate licensee, you should contact TREC at P.O. Box 12188, Austin, Texas 78711-2188 or 512-465-3960.



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