



LEHIGH VALLEY INDUSTRIAL PARK, INC.
100 BROADHEAD RD., SUITE 160, BETHLEHEM, PA 18017

PROTECTIVE COVENANTS
LVIP V

TABLE OF CONTENTS
LVIP V Protective Covenants

<u>Article I</u>	<u>General Provisions</u>	Page 3
Sec. 101(A).	Purpose	Page 3
Sec. 101(B).	Employment Requirement	Page 3
Sec. 102	Property Subject to Protective Covenants	Page 3
Sec. 103	Covenants to Run With Land	Page 3-4
Sec. 104	Amendment or Termination	Page 4
Sec. 105	Partial Invalidity	Page 4
Sec. 106	Government Regulations	Page 4
<u>Article II</u>	<u>Uses</u>	
Sec. 201(A)	Permitted Uses	Page 5-6
Sec. 201(B)	Special Exception Uses	Page 6
Sec. 201(C)	Special Exception Standards	Page 7
Sec. 201(D)	Prohibited Uses	Page 7-8
<u>Article III</u>	<u>Area, Yard and Building</u>	Page 8
Sec. 301	Area and Yard Restrictions	Page 8
Sec. 302	Building Restrictions	Page 8-9
Sec. 303	Storage and Waste Disposal	Page 9-10
Sec. 304	Storm Water Run-Off	Page 10
Sec. 305	Landscaping	Page 10-11
<u>Article IV</u>	<u>Parking Facilities</u>	Page 11
Sec. 401	On-Street Parking	Page 11
Sec. 402	Required Off-Street Parking Space	Page 11-12
Sec. 403	General Regulations Applying to Required Off-Street Parking Facilities	Page 12
Sec. 404	Design Standards	Page 13
<u>Article V</u>	<u>Loading Facilities</u>	Page 13
Sec. 501	Off-Street Loading	Page 13-14
<u>Article VI</u>	<u>Signs</u>	Page 14
Sec. 601	Permitted Signs	Page 14
Sec. 602	Identification Signs	Page 14
Sec. 603	Temporary Signs	Page 14-15
<u>Article VII</u>	<u>Approval of Plans</u>	Page 15
Sec. 701	Approval of Plans	Page 15
Sec. 702	Duration of Restriction	Page 15
Sec. 703	Application for Approval	Page 15-16
Sec. 704	Decision on Approval or Disapproval	Page 16
Sec. 705	Submission Deadline	Page 16
<u>Article VIII</u>	<u>Violation of Covenants</u>	Page 17
Sec. 801	Violation of Covenants	Page 17
	Notary Public Seal	Page 17
	Certificate of Record Ownership	Page 18
	Notary Public Seal	Page 19
	Certificate of Acreage	Page 20
	Notary Public Seal	Page 21

VOL:
PAGE:

1997-1

063160

LEHIGH VALLEY INDUSTRIAL PARK V

PROTECTIVE COVENANTS

WHEREAS, Fred J. Jaindl, t/a Jaindl's Turkey Farm conveyed to Lehigh Valley Industrial Park, Inc. (hereinafter LVIP) by deed dated 8/29/90 and recorded in the Office of the Recorder of Deeds of Northampton County, Pennsylvania in Deed Book 811 page 458, 126.7 acres of land in Bethlehem Township, Northampton County, Pennsylvania; and,

WHEREAS, LVIP has begun to develop said land in accordance with a Subdivision Plan of Lehigh Valley Industrial Park V, dated 7/29/94, last revised 11/3/94 and recorded in the Office of the Recorder of Deeds of Northampton County, Pennsylvania in Plan Book 1994/5 at pages 322 respectively, and by any subsequent revisions thereof; and,

WHEREAS, prior to the adoption of these Protective Covenants, LVIP conveyed a tract of land containing 41.6835 acres to Circuit City Stores, Inc. by Deed dated December 2, 1994 and recorded in Northampton County Records in Record Book Volume 1994-6 Page 102819 et. Seq., and,

WHEREAS, by Resolution of its Board of Directors on May 5, 1997, LVIP adopted these Protective Covenants which are recorded in the Office of the Recorder of Deeds for Northampton County, Pennsylvania, in Misc. Book 1997-1 Page 63159, and,

WHEREAS, these Protective Covenants may be amended in whole or in part upon agreement in writing by the record owners in fee simple of more than seventy-five percent (75%) of the land subject to these Protective Covenants, based on the number of acres so owned divided by the number of acres subject to these Protective Covenants; however, so long as LVIP is record owner in fee simple of at least twenty-five percent (25%) of the land subject to these Protective Covenants, LVIP shall be deemed to be the record owner in fee simple of more than seventy-five percent (75%) of the land subject to these Protective Covenants; and,

WHEREAS, William B. Joachim, Jr., an attorney and/or counselor of the Supreme Court of Pennsylvania has certified as to the fee simple ownership of the land subject to these Protective Covenants, (See Certificate #1 attached) and,

WHEREAS, John Griffith, a Professional Engineer licensed by the Commonwealth of Pennsylvania has certified the number of acres owned by such record owners is as follows, (See Certificate #2 attached).

VOL:
PAGE: 1997-1

063161

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS, LVIP, a Pennsylvania non-profit corporation having its principal place of business at 100 Brodhead Road, Suite 160, Bethlehem, Northampton County, Pennsylvania, intending to be legally bound, hereby states in its entirety these Protective Covenants dated 6/19/97.

ARTICLE I

GENERAL PROVISIONS

Sec. 101 (A). Purpose.

The purpose of these Protective Covenants is to promote the realistic industrial development in an efficient and attractive setting and to provide a desirable location for business in a harmonious relationship with surrounding areas. The development standards set by these Protective Covenants are intended not only to create that harmonious relationship, but also to encourage architectural consistency in keeping with the purpose of these Protective Covenants.

Sec. 101 (B). Employment Requirement.

Development of land in LVIP V shall be restricted to uses which provide a minimum number of employees for each parcel to be determined by the usable acres conveyed according to the following schedule, and will be the lesser of either (a) or (b):

(1) one (1) to twenty-four (24) acre parcels require:

(a) a minimum of one (1) employee per one thousand (1,000) sq. ft. of building area, or

(b) a minimum number of jobs based on ten (10) employees per acre

(2) twenty-five (25) and more parcels require:

(a) a minimum of one (1) employee per ten thousand (10,000) sq. ft. of building area, or

(b) a minimum number of jobs based on one (1) employee per acre

Sec. 102. Property Subject to Protective Covenants.

All the land within the above mentioned Subdivision Plan conveyed, transferred, assigned, sold, occupied, leased and used is subject to these Protective Covenants.

Sec. 103. Covenants to Run With Land.

These Protective Covenants shall run with the land and bind LVIP, its successors and assigns; all persons claiming by, through, or under them shall be taken hold, agree, and covenant with LVIP, its successors

WOL
PAGE: 1997-1

and assigns, and with each of them, to conform to and observe these Protective Covenants; but none of these Protective Covenants shall be binding on any owner except during its ownership, occupancy, or use of the land subject to them. LVIP, its successors and assigns, shall have the right to enforce these Protective Covenants at law or in equity; the failure of LVIP, its successors or assigns, to enforce any of these Protective Covenants at the time of the violation shall not be deemed a waiver of the right to do so as to any subsequent violation.

These Protective Covenants shall continue in perpetuity unless amended or terminated.

Sec. 104. Amendment or Termination.

These Protective Covenants may be amended in whole or in part upon agreement in writing by the record owners in fee simple of more than seventy-five percent (75%) of the land subject to these Protective Covenants, based on the number of acres so owned, divided by the number of acres subject to these Protective Covenants; however, so long as LVIP is the record owner in fee simple of at least twenty-five percent (25%) of the land subject to these Protective Covenants, LVIP shall be deemed to be the record owner in fee simple of more than seventy-five percent (75%) of the land subject to these Protective Covenants. Any such agreement to amend or terminate these Protective Covenants shall not become effective until: an attorney and counselor of the Supreme Court of Pennsylvania certifies the names of record owners in fee simple of the land subject to these Protective Covenants; and, a professional engineer licensed by the Commonwealth of Pennsylvania certifies the number of acres owned by such record owners; and, the agreement and the certifications are recorded in the Office of the Recorder of Deeds of Northampton County, Pennsylvania. The certifications shall be deemed conclusive evidence of such record ownership in fee simple and such acreage.

Sec. 105. Partial Invalidity.

The invalidation of any of these Protective Covenants by judgment or order of court shall not affect any of the other Protective Covenants which shall remain in full force and effect.

Sec. 106. Government Regulations.

Each owner, occupier or user of land subject to these Protective Covenants shall be responsible for compliance with applicable restrictions and other regulations imposed by law by the United States or by the Commonwealth of Pennsylvania and its political subdivisions, including but not limited to, regulations of use, storm water run-off, and air and water pollution.

VOL: 1997-1
PAGE:

ARTICLE II

USES

Sec. 201(A). Permitted Uses.

Land and buildings may be used for any of the following purposes and no other:

- (1) Tilling of the soil by LVIP only.
- (2) Research laboratory or similar experimental, testing, or scientific establishment.
- (3) Headquarters or similar office building, including data processing and record storage, with offices involving only limited contact with the general public.
- (4) Publishing, printing, lithographing, or similar business.
- (5) Warehouse, wholesale, or distribution facility. (But not including a truck terminal as a principal use.)
- (6) Manufacturing, assembly, or treatment of articles or merchandise from the following previously prepared materials: plastics, bone, canvas, cellophane, cork, feathers, fiber, glass, horns; leather and fur (excluding tanning, curing, and dyeing); precious or semi-precious metals or stone; shell, textiles, tobacco, rubber products and synthetic and synthetic-treated products.
- (7) Manufacturing: ceramic products (using only previously pulverized clay); novelty or small products from previously prepared paper or cardboard, (not including bulk processing); jewelry, clocks and watches; medical, drafting, optical and other professional and scientific instruments and equipment; musical instruments; textiles, (including spinning and weaving, but not including wool scouring and pulling of jute or burlap processing or reconditioning) apparel, shoes, and apparel accessories; toys, wood (excluding planing mills and bulk processing of wood and lumber).
- (8) Processing, packaging and treatment of compounding of such products as cosmetics and toiletries, drugs, perfumes, and pharmaceuticals.
- (9) Manufacturing and assembly of: electrical or electronic devices; home, commercial and industrial appliances and instruments; electrical supplies, including such equipment and supplies as lighting fixtures, fans, machines, refrigerators, and air conditioners.
- (10) Light metal processing such as: metal machining, finishing, grinding and polishing; metal stamping and extrusion of small products (such as costume jewelry and kitchen utensils); manufacturing of light metal products, tools, and hardware (such as tools, bolts, and nuts).
- (11) Bottling, packing or packaging establishment.
- (12) Manufacturing of paper or cardboard boxes, envelopes, containers, and novelties from previously prepared paper or cardboard.
- (13) Dwelling quarters for security personnel and caretakers employed on the premises, provided the quarters are located within the main building.
- (14) Package Delivery Services.
- (15) Sales of industrial equipment other than vehicles primarily intended for use on public streets.
- (16) Manufacture of transportation equipment.

VOL:
PAGE: 1997-1

- (17) Abrasive or Non-metallic Mineral Products.
- (18) Exercise Club.
- (19) Heliport.
- (20) Financial Institution.
- (21) Nursery School/Day Care Center.
- (22) Wholesale Sales.
- (23) Testing and Repair of Manufactured Products.
- (24) Manufacture and Assembly of Microelectronic Components.
- (25) Photo Finishing Labs.
- (26) Outdoor Storage as Accessory to a Permitted Use. (Permitted when visually mitigated by earthen berms and/or shrubbery and trees and/or other acceptable screening equal to the height of the outside storage.)

Sec. 201(B). Special Exception Uses

Other uses that the Building Committee will consider as a special exception, but not as part of the approved list of uses are as follows:

- (1) Public utility installation.
- (2) Manufacturing of food products.
- (3) Manufacturer of manufactured or modular housing.
- (4) Manufacture of concrete or plastic products.
- (5) Primary metal products and heat treating of products.
- (6) Tire recapping.
- (7) Manufacture of roofing materials.
- (8) Bulk manufacture of chemicals that are not highly hazardous.
- (9) Manufacture of soaps, detergents, paints, varnishes, or enamels.
- (10) Manufacturer of resins, vinyls, polymers, plastics, or rubber products either natural or synthetic.
- (11) Manufacture of fabricated metal products, except ammunition or explosives.
- (12) Outdoor Storage as Accessory to a Special Exception Use. (Permitted when visually mitigated by earthen berms and/or shrubbery and trees and/or other acceptable screening equal to the height of the outside storage.)

Sec. 201 (C). Special Exception Standards.

(1) To insure that all uses involving complex or unusual processes comply with the Covenants, and do not threaten the public health and safety and are in conformance with LVIP.

(2) Information Required. The Building Committee and the LVIP Board of Directors may require an applicant to submit sufficient information on any storage, manufacture or processing of materials that might involve explosive, toxic, hazardous or radioactive substances to determine whether the use would meet the performance requirements acceptable to LVIP and consistent with its Protective Covenants.

(3) Studies May Be Required. As part of a review by the Building Committee and LVIP Board of Directors of a special exception use, the Building Committee and the Board may require an applicant to fund such reasonable and necessary studies to determine the use's compliance with special exception standards. Such studies shall be completed by experts selected by the Building Committee and the Board upon recommendation by the LVIP staff. Such studies should, whenever possible, be completed in written form within 45 days of the application for a special exception. The applicant shall be required to provide such information to the designated reviewer to allow an accurate determination of the potential hazards.

(4) Monitoring. If a reasonable doubt exists that a use would violate the special exception standards, LVIP Building Committee and Board of Directors may require a use to fund such reasonable and necessary monitoring to require its compliance.

(5) Backup Systems. The Building Committee and LVIP Board of Directors may require a separate secondary safeguard system to protect the public from serious nuisances and hazards under acceptable performance standards.

(6) Safety Standards. If the Building Committee and LVIP Board of Directors determine that significant fire or explosive hazard could exist, then LVIP may make a condition of use that the operation, storage, or process that threatens the hazard comply fully with the relevant standards for the operation, storage or process as developed by the National Fire Protection Association.

(7) In addition to the above or other Covenant requirements, all governmental, quasi-public, tax-exempt, or non-profit use approvals shall be dependent upon meeting the following conditions of acceptability by LVIP:

- a. That the hours of operation are reasonable, acceptable, and consistent with other existing uses within LVIP.
- b. That the traffic impact or any required improvements to handle traffic impact are completed by the user in a manner that will maintain existing levels of service under the Institute of Traffic Engineers and PaDOT capacity study methodologies.
- c. That the use would be compatible, consistent, and beneficial to other uses within LVIP.

Sec. 201 (D). Prohibited Uses.

The following uses, or any uses substantially similar to them, are prohibited:

- (1) The raising or slaughtering of livestock or the processing of hides, leather, vinegar, yeast and the rendering or refining of fats and oil.
- (2) The incineration, reduction, treatment, or transfer of garbage or sewage.
- (3) The manufacture of asphalt, coke, charcoal, synthetic fuels, cement, explosives, and oil cloth.
- (4) The refining, storage, or distribution of petroleum.

VOL:
PAGE: 1997-1

- (5) The operation of a junk yard or automobile salvage facility.
- (6) Truck and bus terminals.
- (7) Public storage facilities.
- (8) Retail uses except where incidental to basic operation.

ARTICLE III

AREA, YARD AND BUILDING

Sec. 301. Area and Yard Restrictions.

Each lot shall meet the following requirements:

(A) minimum lot area shall be two (2) acres; maximum coverage by buildings shall be forty percent (40%) except offices shall have maximum coverage of thirty-five percent (35%); minimum building coverage shall be fifteen percent (15%) of usable acreage. In computing minimum coverage of multi-story buildings, all floors count towards coverage calculations.

(B) minimum lot width, two hundred (200) feet; minimum set-back for front yard, fifty (50) feet; minimum set-back for rear yard, thirty (30) feet; minimum set-back for side yard, twenty (20) feet.

(C) maximum height for any building, forty-five (45) feet measured from the mean elevation of the proposed finished grade at the front of the building to the highest point of the roof for flat roofs, to the deck lines of mansard roofs, and to the mean height between eaves and ridge for gable hips, and gambrel roofs. Height limitation shall not apply to radio or television aerials, electric utility towers and poles, transmission or radio towers, flagstaffs, chimneys, parapet walls which extend not more than four (4) feet above the limiting height, water tanks and water towers, elevator shafts, elevator and or machinery penthouses, provided that any such structures shall not have a horizontal area greater than twenty-five percent (25%) of the roof area of the building.

(D) any additions or changes to buildings or land, regardless of whether or not it requires municipal approval, must have prior review of the Building Committee of LVIP and subsequent approval by the LVIP Board of Directors.

Sec. 302. Building Restrictions.

Each building shall meet the following requirements:

(A) Noise. The sound level of any operation (except the operation of motor vehicles or other transportation facilities, operations involved in the construction or demolition of structures, emergency alarm signals, or time signals) shall not exceed the decibel levels in the designated octave bands as stated below. The sound-pressure level shall be measured with a sound level meter and an octave band analyzer that conforms to current specifications published by the American Standards Association (American Standard Sound Level Meters for Measurement of Noise and Other Sounds, and the American Standard specification for Octave-Band Filters Set for the Analysis of Noise and Other Sounds, American Standard Association, Inc. shall be used). The maximum permissible sound-pressure levels for smooth and continuous noise shall be as follows (all of the decibel levels stated below shall apply in each case):

VOL:
PAGE: 1997-1

FREQUENCY BAND
(Cycles per Second)

MAXIMUM PERMITTED
Sound Pressure Level (Decibels)

0-150	67
150-300	59
300-600	52
600-1200	46
1200-2400	40
2400-4800	34
Above 4800	32

Noise is of a periodic character (hum, scream, etc.), or is impulsive of character (hammering, etc.). In the case of impulsive noise, the correction shall apply only to the average pressure during an impulse, and impulsive peaks shall not exceed the basic standards given above.

If the noise is not smooth and continuous or is radiated during evening sleeping hours, one (1) or more of the corrections listed below shall be added to or subtracted from each of the decibel levels given above.

<u>Type of Operation or Character of Noise</u>	<u>Corrections in Decibels</u>
Noise occurs between the hours of 10 p.m. and 7 a.m. (evening sleeping)	-3
Noise occurs less than five percent (5%) of any one-hour period	-5

(B) Air Emissions. The emission of noxious smoke, dust, fumes, gases, odors, mists, vapors, pollens and similar matter, or any combination thereof, which can cause any damage to human or animal health or vegetation, or other forms of property, or which can cause any soiling or staining of persons or property at the point beyond the lot line of the use creating the emission is prohibited.

(C) Heat and Glare. Any operation producing glare and/or heat shall be performed within an enclosed building or in such manner as not to be visible or to produce any effect beyond the property line of the lot on which the operation is located.

(D) Vibration. No use shall cause earth vibrations or concussions detectable beyond property lines without the aid of instruments, except for vibration produced as a result of construction activity.

(E) Electric, diesel, gas or other power. Every use requiring power shall be so operated that the service lines, substations, or other facilities shall conform to the highest safety requirements, and shall be so constructed and installed as to be an integral part of the architectural features of the building, and, except for essential poles and wires, shall not extend into the yard and shall be suitably screened from streets or any adjacent property which would be adversely affected by such installation.

(F) Building Facings. Each building shall face each public street or highway which its lot abuts. Each side facing a public street shall be constructed of at least 75% masonry surface returning on the building sides to a logical terminus. No approval will be given for any standard painted concrete block building. No off-street loading or unloading facilities shall be placed on that side of a building facing a public street unless adequate berming and landscaping is part of the plan which will screen these areas from the roadway or street.

(G) Miscellaneous Activities. Each permitted use, except for the tilling of the soil, off-street parking, and off-street loading and unloading, shall be conducted within a completely enclosed building.

Sec. 303. Storage and Waste Disposal.

The following general regulations shall apply to the storage and disposal of materials:

(A) Highly flammable or explosive liquids, solids, or gases shall be stored under ground.

(B) No materials or wastes shall be deposited upon a lot in such form or manner that they may be transferred off the lot by natural cause or force, nor shall any substance which can contaminate a stream or water course or otherwise render such stream or water course undesirable as a source of water supply or recreation, or which will destroy aquatic life, shall be allowed to enter any stream or water course.

(C) Any materials or wastes which might cause fumes or dust, or which constitute a fire hazard, or which may be edible or otherwise attractive to rodents or insects, shall be stored outdoors only in enclosed containers which are adequate to eliminate such hazards.

(D) Any outdoor storage facilities, including waste containers, shall be enclosed by a dense planting and solid wall or screened fence, in architectural harmony with the main building. Such screen shall be of greater height than anything stored with such screen.

(E) No outdoor storage facility shall extend into any required yard or be placed on that side of a building facing a public street. The area of all outdoor storage shall be deemed part of the total lot coverage.

(F) Trucks and vans stored outdoors shall be screened from public view by a dense planting and solid wall or screened fence in architectural harmony with the main building.

Sec. 304. Storm Water Run-Off.

(A) If the impervious surface on any lot after development exceeds sixty percent (60%) of the total area of the lot, on-site detention facilities for the additional storm water generated by the excess coverage shall be provided.

(B) If storm water is directed from one drainage basin to another, on-site detention facilities to compensate for the amount directed into a particular drainage system shall be provided.

(C) In areas where LVIP has not provided detention basins, on-site detention may be required by LVIP or the governing agency at the expense of the Owner.

(D) Any Owner who has been deeded all or a part of a detention pond is responsible for the ongoing maintenance of that pond or its part.

Sec. 305. Landscaping.

(A) All landscaping shall be the responsibility of the owner of the Lot, including the installation and maintenance of all plant material.

(B) All landscaping designs shall be approved by the Lehigh Valley Industrial Park Building Committee and Board of Directors prior to installation. This is to ensure an aesthetically pleasing planting scheme for the street trees, entry landscaping, and other specific areas within each Lot, consistent with the landscape design depicted on the plans.

(C) All proposed landscaping for each Lot must minimally satisfy any local (township) requirements relative to landscaping.

(D) Street trees are required to be planted within six (6) feet outside of the street right-of-way line and are to be a deciduous hardwood type as approved by the Building Committee of Lehigh Valley Industrial Park. The following requirements shall also apply to street tree plantings:

(1) The street trees shall be spaced no greater than seventy-five (75) feet on center and no less than fifty-five (55) feet on center.

VOL:
PAGE: 1997-1

063169

(2) The minimum size of each street tree shall be as noted on the street tree planting plan furnished by Lehigh Valley Industrial Park. All tree calipers shall be measured at a point at least six (6) inches above the soil line.

(3) Any street tree planted one (1) year or more after completion of an adjoining developed Lot shall have a caliper measurement of no less than the median tree caliper on the adjoining lot.

(4) Maintenance, replacement, and care of all street trees along the lot's road frontage are the responsibility of the property owner.

(E) The area surrounding each building shall be suitably and attractively landscaped. Particular emphasis shall be given to screening the parking, docking, and service related areas. Each Lot owner shall submit to Lehigh Valley Industrial Park, Inc. for its approval, a planting plan. This plan shall note a planting schedule which includes the botanical names, common names, size, quantity, and general remarks for each plant proposed. Plantings will not be approved unless they conform to the following minimum standards:

(1) Deciduous trees shall have a minimum caliper measurement of two and one-half (2 1/2) inches, measured a minimum of six (6) inches above the soil line.

(2) Coniferous trees shall have a minimum height of six (6) feet.

(3) Evergreen shrubs, except for those used as low ground covers, shall have an average height of twenty (20) inches.

(4) Deciduous shrubs shall have an average height of thirty (30) inches.

(F) Owners of Lots which are adjacent to federal, state or township roadways shall be responsible for the design and installation of an adequate landscaped buffer for sufficient visual screening of paved areas.

(G) The number of trees required for each building site shall be determined as follows:

(1) Each building site shall include a minimum of twelve (12) deciduous or evergreen trees (per covenant size) for each one (1) acre. As an alternative, ten (10) trees for each one (1) acre shall be required if deciduous trees are four (4) inches in caliper or greater, and evergreen trees are nine (9) feet in height or greater. At least one (1) of the larger size plants are required for two smaller sized plant substitutions.

(2) Five (5) deciduous shrubs (per covenant size) may be substituted for one deciduous tree (covenant size) for a maximum of twenty percent (20%) of the tree requirement. The preservation of existing trees may also satisfy this requirement. A tabulation of this requirement shall be summarized on each landscape plan submitted.

ARTICLE IV

PARKING FACILITIES

Sec. 401. On-Street Parking.

Parking along the streets within Lehigh Valley Industrial Park V shall be prohibited.

Sec. 402. Required Off-Street Parking Space.

Off-street parking spaces shall be provided and properly maintained in accordance with municipal ordinance and no less than the following minimum requirements:

VOL: 1997-1
PAGE:

(A) One parking space for every employee plus one off-street parking space required for each company vehicle based at the plant.

(B) One parking space for all vehicles used in the conduct of business.

(C) Reserved parking spaces for normal visitor traffic.

(D) It is the responsibility of the Owner to accommodate off-street parking for all cars generated by the facility even if the above criteria has been met.

(E) No parking of vehicles, including aisle space, shall be permitted in the front of a line fifty (50) feet back from the property lines parallel to public streets. Parking adjacent to side and rear property lines shall be set back twenty (20) feet. Use of the set-back area for special events requires approval by LVIP. Such events shall not exceed one (1) week in duration.

(F) Parking plan shall include appropriately landscaped islands within bulk parking areas where over fifteen (15) car spaces are adjoining.

Sec. 403. General Regulations Applying to Required Off-Street Parking Facilities.

(A) Change in requirements. Whenever there is an alternation of a structure or a change or extension of a use which increases the parking requirements according to the standards of Section 402 above, the total additional parking required for the alteration, change, or extension shall be provided within 120 days thereof in accordance with the requirements of that section.

(B) Conflict with other uses. No parking area shall be used for any use that interferes with its availability for the parking need that it is required to serve.

(C) Continuing character of obligation. All required parking facilities shall be provided and maintained so long as the use, which the facilities were designed to serve, exists. Off-street parking facilities shall not be reduced unless by reason of diminution in floor area, seating area, the number of employees, or change in other factors controlling the regulation of the number of parking spaces, and such reduction is in conformity with the requirements of this Article. Reasonable precautions shall be taken by the Owner or sponsor or particular uses to assure the availability of required facilities to the employees or other persons whom the facilities are designed to serve. Such facilities shall be designated and used in such a manner as not to constitute a nuisance, hazard, or unreasonable impediment to traffic.

(D) Location of parking spaces. Required off-street parking spaces shall be on the same lot or premises with the principal use served or, where this requirement cannot be met, within three hundred (300) feet of the lot or premises.

(E) Maintenance of parking area. For parking areas of three (3) or more vehicles, the area not landscaped and so maintained, including driveways, shall be graded, surfaced with a dustless, durable all-weather pavement parking surface, and drained to the extent necessary to prevent dust, erosion, or excessive water flow across streets or adjoining property. All off-street parking spaces shall be marked so as to indicate their location.

(F) Curbing. Only poured-in-place concrete curbing or precast concrete stop bars shall be allowed. Concrete curbing shall be required along entrance drives, traffic lanes, and around parking or traffic islands. Stop bars are permitted within parking areas, but may not be used to define traffic lanes or islands.

VOL:
PAGE: 1997-1

063171

Sec. 404. Design Standards.

The design standards specified below shall be required for all off-street parking facilities with a capacity

of three (3) or more vehicles:

(A) Parking lot dimensions shall be no less than those listed in the following table.

Angle of Parking	Parking Width	Stall Depth	Minimum one-way Aisle Width	Minimum two-way Aisle Width
90	9'	18'	20'	24'
60	9'	18'	18'	24'
45	9'	18'	14'	24'
30	9'	18'	12'	24'
Parallel	9'	22'	12'	24'

(B) Parking areas shall be designated so that each vehicle may proceed to and from the parking space provided for it without requiring the moving of any other vehicle.

(C) The width of entrance and exit drives shall be:

(1) a minimum of twelve (12) feet and a maximum of fifteen (15) feet at the beginning of the radius exiting the property for one-way use only;

(2) a minimum of twenty (20) feet and a maximum of thirty (30) feet at the beginning of the radius exiting the property for two-way use.

(D) For the purpose of servicing any property held under single or separate ownership, entrance or exit drives crossing the street lot line shall be limited to two (2) along the frontage of any single street and the tangent length of curbing between the radii shall not be less than twenty-five (25) feet, or at least fifty (50) feet shall be provided between any two access drives along one street.

(E) In no case shall parking areas be designed to require or encourage vehicles to back into a public street in order to leave the lot.

ARTICLE V

LOADING FACILITIES

Sec. 501. Off-Street Loading.

Every building or structure used for business, trade or industry involved in large volume receipt and distribution by vehicles or materials and merchandise, shall provide space as herein indicated for the loading and unloading of vehicles off the street. Off-street loading and unloading space shall be in addition to, and not considering as meeting, a part of the requirements for off-street parking space. Off-street loading and unloading space shall not be used, designed, intended, or constructed to be used in a manner to obstruct or interfere with the free use of any street or adjoining property. The following minimum off-street loading and unloading space requirements for specific uses shall be provided:

VOL: 1997-1
PAGE:

063172 13

(A) Every building or structure, lot or land hereafter put to a business or industrial use or existing building or structure enlarged, shall provide (1) off-street truck loading space for the first ten thousand (10,000) square feet plus a minimum of one additional off-street truck loading area for each additional forty thousand (40,000) square feet of gross floor area.

(B) Exclusive office use is exempt from Sec. 501(A).

Off-street loading facilities shall be designed to conform to the following specifications:

(1) Each required space shall be no less than twelve (12) feet in width, thirty-five (35) feet in length, with fourteen (14) foot overhead clearance exclusive of drives and maneuvering space, and located entirely on the lot being served, except in the case of tractor-trailer spaces which must be at least fourteen (14) in width by sixty (60) feet in depth.

ARTICLE VI

SIGNS

Sec. 601. Permitted Signs.

The only signs that may be displayed are identification signs, free-standing signs, and temporary signs.

Sec. 602. Identification Signs.

Identification signs for individual businesses shall be permanently attached to the building and shall be part of the architectural design of a building. One sign may be placed on the front, side, or rear of the building, or on all sides, provided the area conforms with the formula established by this section.

Signs shall be designed to conform to the following specifications:

(A) All parallel and projecting signs shall not exceed one hundred (100) square feet or twenty percent (20%) of the area of the building face to which they are attached, whichever is less. There shall be a limit of one (1) sign on each front yard facing a street.

(B) Free standing signs shall not exceed one (1) square foot of sign area to two (2) feet of lineal lot frontage. The maximum area of any free standing sign may not exceed thirty-two (32) square feet and not more than one (1) such sign shall be placed on property in single and separate ownership unless such property fronts on more than one (1) street, in which case one (1) sign may be erected on each street frontage.

(C) No sign shall be erected within twenty (20) feet of the nearest right-of-way of any street, road, or highway.

Sec. 603. Temporary Signs.

All temporary signs shall be erected within the rear half of required yards facing upon streets and not more than one (1) such sign shall be placed on the property unless such property fronts on more than one (1) street, in which case one (1) such sign may be erected on each street frontage. All temporary signs shall be removed within thirty (30) days of their intended use unless otherwise stated below.

^{over}
VOL: 1997-1
PAGE:

063173

*appearance -
co. should submit
temp. sign plan before
closing*

(A) Only one (1) construction sign may be erected during construction to identify the business which will occupy the lot, building, contractor, financing, broker, etc. This sign may not exceed thirty-two (32) square feet and must be removed within thirty (30) days of building completion.

(B) Leasing or For Sale signs may not exceed thirty-two (32) square feet and such signs are permitted until the building is eighty percent (80%) occupied or the building is sold. Only one sign is permitted on any building.

(C) No temporary signs shall be placed within the adjacent public right-of-way.

ARTICLE VII

APPROVAL OF PLANS

Sec. 701. Approval of Plans.

No construction on or improvements to any lot or changes to any improvements shall be made until approval of the plans for such activity is granted by LVIP. The designs of all identification signs, building signs, free standing signs and temporary signs must also be submitted to LVIP for approval.

Sec. 702. Duration of Restriction.

The approvals set forth in Article VII shall terminate upon the termination of the corporate existence of Lehigh Valley Industrial Park, Inc.

Sec. 703. Application for Approval.

Four (4) sets of plans shall be submitted to the office of LVIP in accordance with Sec. 705. Such plans shall include the following information:

(A) A site layout to a scale of not less than one (1) inch equals fifty (50) feet showing the location, dimensions, and height of proposed buildings, structures, or uses and existing buildings in relation to property and street lines. If the application relates to property which is scheduled to be developed in successive stages, such plans shall show the relationship of the portion scheduled for initial development to the proposed layout of the entire property.

(B) The location, dimensions, and arrangements of all open spaces, yards, and buffer yards, including methods to be employed for screening.

(C) The location, size, arrangement and capacity of all areas to be used for vehicle access, off-street parking, and off-street loading and unloading.

(D) The dimensions, location, and methods of all illumination for signs, if applicable.

(E) The location and dimensions of sidewalks and all other areas to be devoted to pedestrian use.

(F) The provisions to be made for water supply, storm drainage, and sewage and industrial wastes.

(G) The capacity and arrangement of all buildings.

VOL:
PAGE: 1997-1

(H) A description of any proposed industrial or commercial operations in sufficient detail to indicate the effects of those operations in producing noise, glare, air pollution, water pollution, fire hazards, traffic congestion, or other safety hazards.

(I) A description of the methods to be employed in controlling any noise, glare, air pollution, water pollution, fire hazards, traffic congestion, or other safety hazards.

(J) Plans in sufficient detail show all floor plans, elevations and exterior materials. An attractive face is required for sides of the building facing public streets, and standard painted concrete masonry block units may not be used on any side. Samples of all exterior building materials (walls, facia, etc.) shall be submitted along with the plans. Truck loading docks shall not face public streets or highways unless it complies with Sec. 302 (g), but insofar as practical should be placed in the rear portion of the side yard or in the rear yards.

(K) A site drainage plan in sufficient detail to indicate storm water management plan and details. An Erosion and Sediment Pollution Control Narrative, as well as a Storm Water Management Report must accompany the site drainage plan.

(L) A landscaping plan in sufficient detail to indicate proposed landscaping, including size and type of proposed planting, and surface treatment of the entire site.

(M) An LVIP Building Committee Checklist and any other data or information deemed necessary by representatives of LVIP to determine the compliance of the proposed development within the terms of these Covenants.

Sec. 704. Decision on Approval or Disapproval.

The Board of Directors of LVIP, which may act through its Building Committee, shall approve or disapprove plans based on the following criteria:

(A) The plans, material samples, and Building Committee Checklist shall comply with these Protective Covenants and with applicable restrictions and regulations imposed by law.

(B) Each building shall be designed so as to harmonize with, and not detract from, the character of the surrounding area. The building shall be designed by and the plans of such shall bear the seal of an architect licensed to do work in Pennsylvania. The landscaping plans shall be designed by and the plans of such shall bear the seal of a landscape architect licensed to do work in Pennsylvania. The site/grading/utility plans shall be designed by and the plans of such shall bear the seal of a registered civil engineer licensed to do work in Pennsylvania.

(C) Wherever possible, satisfactory provisions shall be made by providing utility easements along rear and side lot lines for electric power and telephone service, but in no case will these overhead utility services be permitted in front yards.

(D) Vehicular access to a highway or street shall be controlled to maximize public safety and to avoid traffic congestion. Vehicular access shall be limited to interior streets of Lehigh Valley Industrial Park V and shall not connect directly with arterial roads unless approved by LVIP.

Sec. 705. Submission Deadline.

All applicants shall submit plans and other required data for review to the Building Committee of LVIP by the 10th of the month for review at that month's Building Committee meeting. All final approvals

VOL: 1997-1
PAGE:

must be acted on by the Board of Directors of LVIP at its regular monthly meeting held on the first Monday of every month.

ARTICLE VIII

VIOLATION OF COVENANTS

Sec. 801. Violation of Covenants.

Violation of these protective Covenants will make the offender subject to all the remedies and penalties which are provided by law.

IN WITNESS WHEREOF, Lehigh Valley Industrial Park, Inc. by the authority of its Board of Directors, has caused this instrument to be executed by its President, attested by its Secretary and its corporate seal to be hereto affixed this 19th day of June.

LEHIGH VALLEY INDUSTRIAL PARK, INC.

By: Robert A. Spillman
Robert A. Spillman, President

Grover H. Stainbrook, Jr.
Grover H. Stainbrook, Jr., Secretary

COMMONWEALTH OF PENNSYLVANIA) SS.
COUNTY OF NORTHAMPTON)

On this 19th day of June, 1997, before me, a Notary Public, the undersigned officer, personally appeared ROBERT A. SPILLMAN, who acknowledged himself to be the President of Lehigh Valley Industrial Park, Inc., a Pennsylvania corporation, and as such officer executed the foregoing instrument for the purposes therein contained by signing the name of the Corporation by himself as such officer, so that the same might be recorded.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal.

Margaret Marsh
Notary Public

Notarial Seal
Margaret Marsh, Notary Public
Bethlehem, Northampton County
My Commission Expires Aug. 12, 2000
Member, Pennsylvania Association of Notaries

VOL: 1997-1
PAGE:

063176

CERTIFICATE OF RECORD OWNERSHIP

Re: Lehigh Valley Industrial Park V
 Protective Covenants dated August 27, 1990

I hereby certify that I am an attorney and counselor of the Supreme Court of Pennsylvania; that I have examined the indices to the records in the Office of the Recorder of Deeds of Northampton County; and that the record ownership of the land in Lehigh Valley Industrial Park V subject to the Protective Covenants, as of June 19, 1997, is as follows:

<u>Grantee</u>	<u>Lots</u>	<u>Date of Purchase</u>	<u>Deed Book & Page #</u>	<u>Total Acres</u>
Lehigh Valley Industrial Park, Inc. Bethlehem Township	2,4,5,10,11,12 13,14,15,16,17 18 & 19	9/18/90	1700/0253	66.9573

IN WITNESS WHEREOF, I hereunto set my hand and seal this 19th day of June 19 97

William B. Joachim
 William B. Joachim, Jr.

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 2
 Map L6 Block 20 Lot 7B

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 13
 Map M6 Block 3 Lot 1H

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 10
 Map L6 Block 20 Lot 7B-7

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 18
 Map M6 Block 3 Lot 1C

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 4
 Map L6 Block 20 Lot 7B-1

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 14
 Map M6 Block 3 Lot 1F

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 5
 Map L6 Block 20 Lot 7B-2

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 15
 Map M6 Block 3 Lot 1E

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 19
 Map M6 Block 3 Lot 1B

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 11
 Map M6 Block 3 Lot 1

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 16
 Map M6 Block 3 Lot 1E

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 12
 Map M6 Block 3 Lot 1J

Also Known As Northampton County
 Uniform Parcel Identifier: Lot 17
 Map M6 Block 3 Lot 1D

VOL: 1997-1
 PAGE:

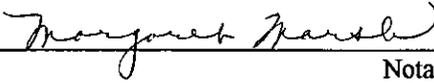
063177

RE: Lehigh Valley Industrial Park V
Protective Covenants dated August 27, 1990

COMMONWEALTH OF PENNSYLVANIA) SS.
COUNTY OF NORTHAMPTON

On this 19th day of June, ¹⁹⁹⁷~~1996~~, before me, a Notary Public, personally appeared WILLIAM B. JOACHIM, JR., who acknowledged that he executed the foregoing certificates for the purposes contained therein and so that the same might be recorded.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal.



Notary Public

Notarial Seal
Margaret Marsh, Notary Public
Bethlehem, Northampton County
My Commission Expires Aug. 12, 2000
Member, Pennsylvania Association of Notaries

VOL: 1997-1
PAGE:

063178

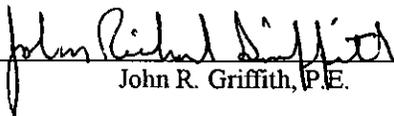
CERTIFICATE OF ACREAGE

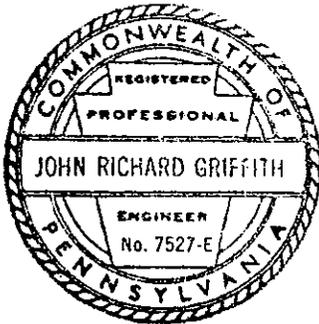
RE: Lehigh Valley Industrial Park V
Protective Covenants dated August 27, 1990

I hereby certify that I am a registered professional engineer authorized to practice in Pennsylvania; and that the number of acres owned by the record owners of the land in Lehigh Valley Industrial Park V subject to the Protective Covenants as of June 19, 1997 are as follows:

<u>Record Owner</u>	<u>Lots</u>	<u>Date of Purchase</u>	<u>Total Acres</u>
Lehigh Valley Industrial Park, Inc.	2,4,5,10,11 12,13,14,15, 16,17,18 &19	9/18/90	66.9573

IN WITNESS WHEREOF, I hereunto set my hand and seal, this 19th day of June, 1997.

 (SEAL)
John R. Griffith, P.E.



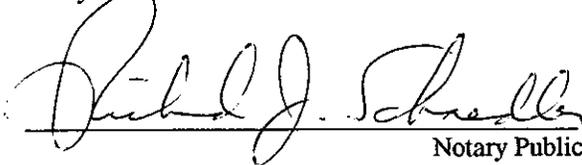
VOL: 1997-1
PAGE:

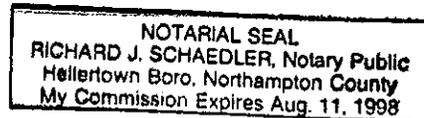
RE: Lehigh Valley Industrial Park V
Protective Covenants dated August 27, 1990

COMMONWEALTH OF PENNSYLVANIA) SS.
COUNTY OF NORTHAMPTON

On this 19th day of June, ~~1996~~ ¹⁹⁹⁷, before me, a Notary Public, personally appeared JOHN R. GRIFFITH, who acknowledged that he executed the foregoing certificates for the purposes contained therein and so that the same might be recorded.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal.


Notary Public



VOL:
PAGE: 1997-1

063180