







The Procopio Companies is a fourth-generation real estate development and construction management firm based in Middleton, Massachusetts. Founded in 1950, Procopio has developed luxury single-family subdivisions, multifamily apartments, condominiums, and large mixed-use high rises throughout New England. In 2017, The Procopio Companies was recognized for its tremendous growth and product quality by being named the Massachusetts Family Business of the Year by Northeastern University.

The Procopio Companies has successfully built and sold over 800 units of housing across 11 projects. In addition to exited investments, The Procopio Companies has built an additional 240 units which it currently owns and operates as part of a long-term hold strategy. Looking forward the company has over 1,400 units under development spanning all residential product types.

Recent company achievements include the completion and sale of Mosaic, a 146-unit multifamily development in downtown Lynn, which won top PRISM awards for its innovative design and use of Smart Home Technology. Mosaic included 146 apartments, street-level retail, a 3,000 square foot roof deck, outdoor pool, and patio spaces, in addition to a one-of-a-kind automated convenience store for resident use.

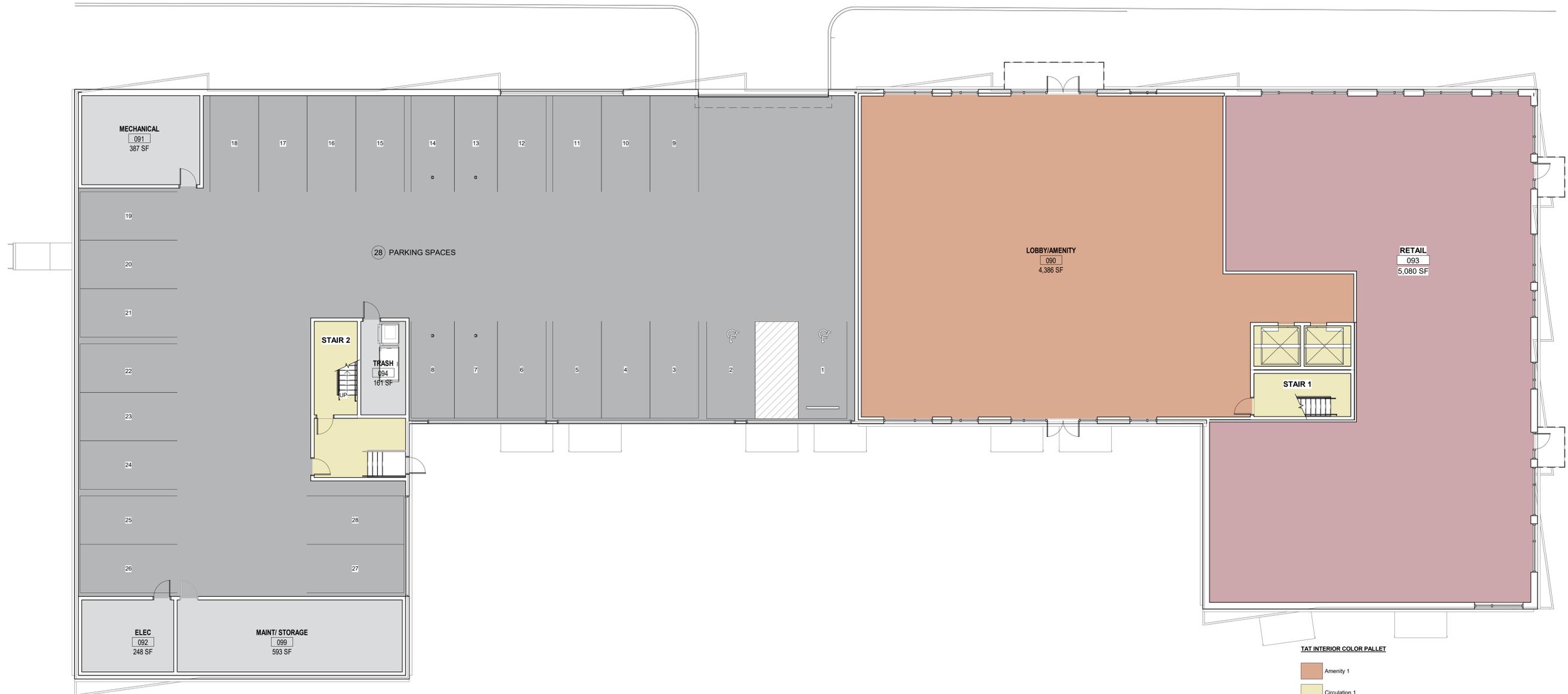
The Procopio Companies also delivered its largest project to date, Caldwell, in December of 2021. Comprised of 259-units and spanning 228,000 sf, this 10-floor high rise is located in the heart of downtown Lynn, MA. Making it the first luxury high rise apartment building on the north shore of Massachusetts. In addition to its exceptional amenities, including a rooftop pool, rock-climbing wall, sports lounge, and brew bar, Caldwell is the largest multifamily LEED Platinum project in New England.

Despite rapid growth over the previous 5 years, The Procopio Companies remains committed to creating award winning communities for our residents and fostering strong relationships with our partners and counterparties at all stages of the development process. For more information on our past, current, and future projects please visit [our website](#).

Since its inception in 2011, ***JW Capital Partners*** has acquired five assets and developed several Class A buildings including award a winning 165-unit mid-rise class A apartment community in Alexandria, VA (The Bradley) along with the Thompson DC, highlighted as one of Conde Nast's best new hotels in 2021.

Will Adams has been active in the real estate investment field for 30 years, he has held partnership interests in construction, property management and development/investment firms. Since 2000 his primary focus has been urban infill residential or hospitality development; he has been responsible for nearly 1,000 units permitted and/or built in Boston, NYC and Washington, DC markets.





TAT INTERIOR COLOR PALLET

- Amenity 1
- Circulation 1
- Office 1
- Parking
- Service

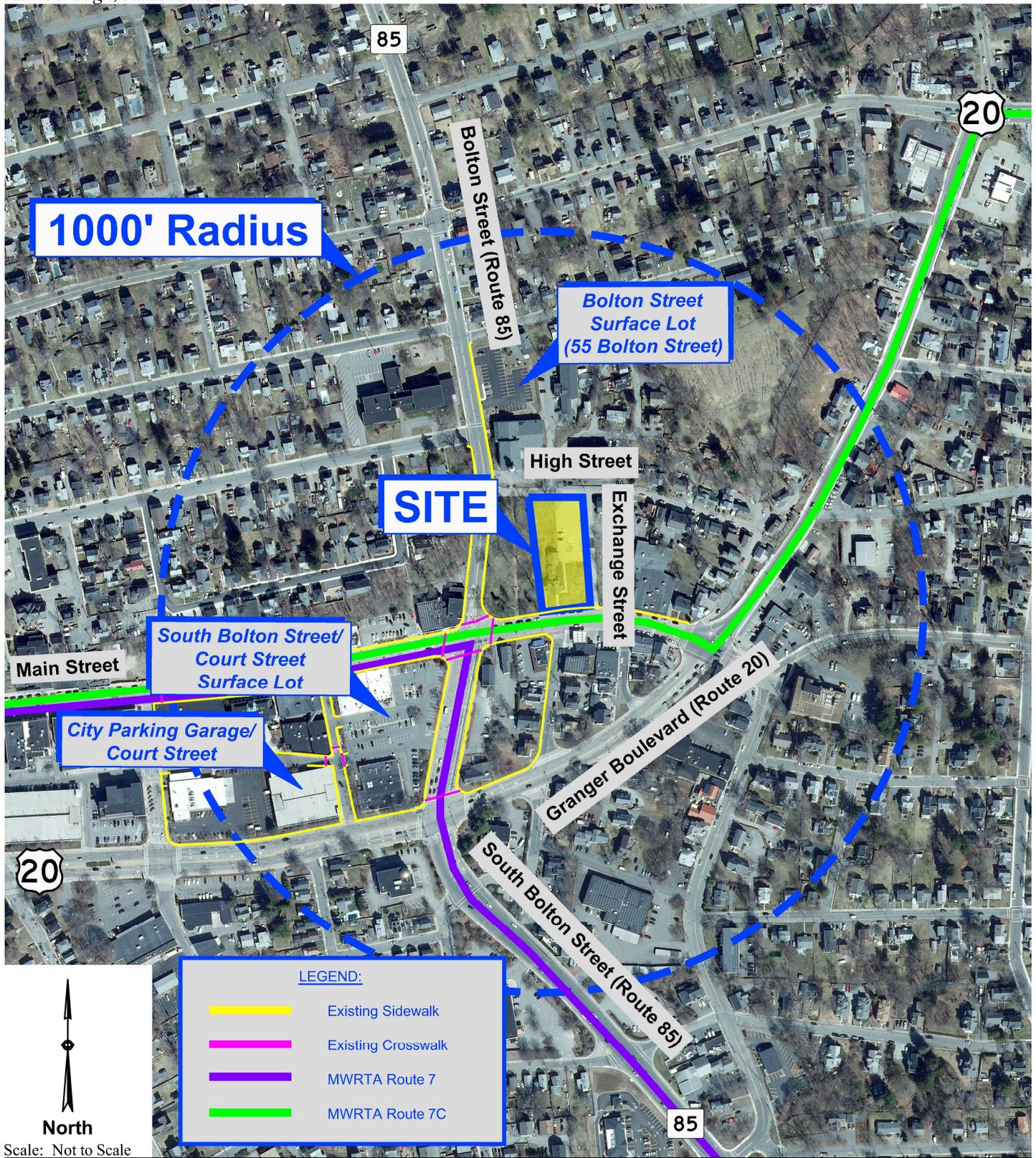
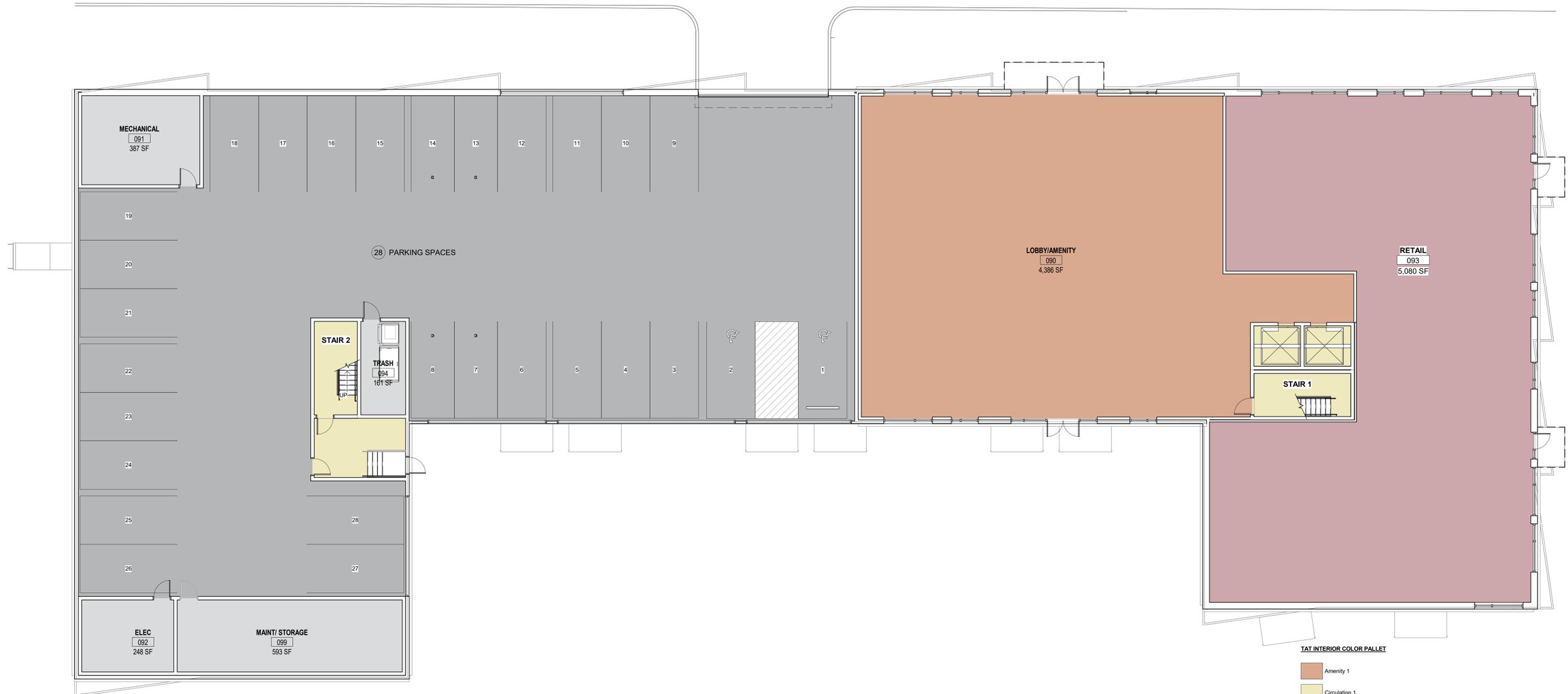


Figure 1







NO PARKING
ANYTIME
MON-FRI
7-9 AM

57

(PLAN NO. 1373 OF 2007)



NOTES:

- 1.) THE LAND SHOWN IS 38,505 SF (0.88 Ac.) CONSISTING OF ONE PARCEL OWNED BY MARLBOROUGH TOTG LLC, AND IS LISTED AS ASSESSOR LOT 291 ON MAP 70, LOCATED IN THE MARLBOROUGH VILLAGE DISTRICT (MVD), AND IS NOT LOCATED IN A FEMA SPECIAL FLOOD HAZARD AREA ACCORDING TO FEMA F.I.R.M. MAP #25017C0481F, DATED JULY 7, 2014.
2.) REFERENCES: DEED BK 74006 PG 273 DEED BK 74006 PG 276
3.) THE ELEVATIONS SHOWN ARE ON THE NORTH AMERICAN VERTICAL DATUM (NAVD 88).
4.) THE INSTRUMENT SURVEY WAS PERFORMED DURING JANUARY 2018.
5.) THE UTILITIES SHOWN ON THIS PLAN ARE PARTLY FROM EXISTING MUNICIPAL, UTILITY MARK OUTS & RECORD DRAWINGS AND ARE APPROXIMATE, ONLY. THERE MAY BE EXISTING LINES OTHER THAN THOSE SHOWN HEREON.. THE CONTRACTOR IS REQUIRED TO CONTACT THE PROPER UTILITY COMPANIES & DIG SAFE (TEL. 811) PRIOR TO BEGINNING WORK. OUR FIRM DOES NOT WARRANT OR GUARANTEE THE LOCATION OF ANY UTILITY, PIPING AND SERVICES.
6.) THE SURVEY SHOWN WAS PERFORMED WITHOUT THE BENEFIT OF A TITLE AND IS SUBJECT TO CHANGE THAT SAID TITLE MAY DISCLOSE.

Table with columns: NO., DATE, DESCRIPTION, BY.

PREPARED BY: BRUCE SALUK & ASSOC., INC. CIVIL ENGINEERING & LAND SURVEYING 576 BOSTON POST ROAD EAST MARLBOROUGH, MA 01752 TEL: 508-485-1662

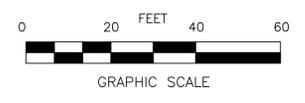
EXISTING CONDITIONS "EXCHANGE PLACE" SITE PLAN - 57 MAIN STREET - MARLBOROUGH, MA

APPLICANT: WILLIAM D. ADAMS JW CAPITAL PARTNERS, LLC 34 WASHINGTON STREET, SUITE 230 WELLESLEY, MA 02841 TEL: (781) 366 2436

OWNER: MARLBOROUGH TOTG LLC 206 AYER ROAD, SUITE 5 HARVARD, MA 01451 TEL: (978) 456 8388 DATE: SEPTEMBER 6, 2022

EX FILE: 2916.dwg

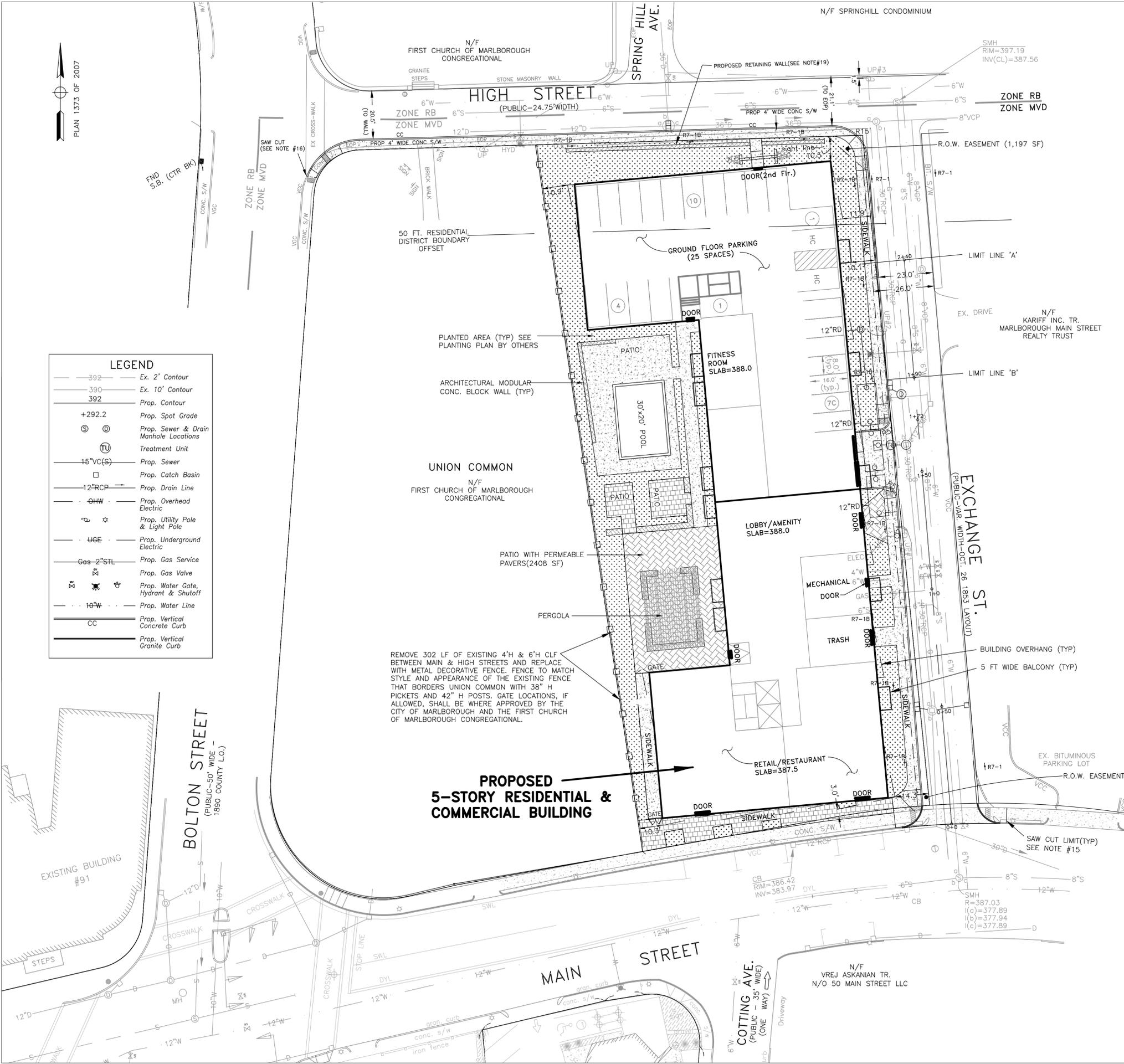
LEGEND: Ex. 2' Contour, Ex. 10' Contour, Sewer & Drain (ex.) Manhole Locations, Sanitary Sewer (ex.), Catch Basin (ex.), Drain Line (ex.), Overhead Electric Wire (ex.), Utility Pole (ex.) & Light Pole, Gate Valve, Hydrant, Water Shutoff, Water Line(ex.), Gas Service(ex.), Gas Gate, Vertical Granite Curb, Vertical Concrete Curb, Deciduous Tree, Evergreen Tree.



PLAN 1373 OF 2007

LEGEND

— 392 —	Ex. 2' Contour
— 390 —	Ex. 10' Contour
— 392 —	Prop. Contour
+292.2	Prop. Spot Grade
⊙	Prop. Sewer & Drain Manhole Locations
⊕	Treatment Unit
— 15"VC(S) —	Prop. Sewer
□	Prop. Catch Basin
— 12"RCP —	Prop. Drain Line
— 6HW —	Prop. Overhead Electric
⊙	Prop. Utility Pole & Light Pole
— 4GE —	Prop. Underground Electric
— Gas-2"STL —	Prop. Gas Service
⊕	Prop. Gas Valve
⊕	Prop. Water Gate, Hydrant & Shutoff
— 16"W —	Prop. Water Line
— CC —	Prop. Vertical Concrete Curb
— —	Prop. Vertical Granite Curb



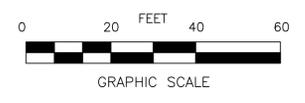
NOTES:

- THE BUILDING USE AND AREA SCHEDULE IS AS FOLLOWS:

GROUND FLOOR					
- COMMERCIAL SPACE	=	5,047 GSF			
- COMMON AREA	=	5,300 GSF			
- GARAGE	=	TBD GSF			

FLOOR	FLR ELEV	GSF	1 BEDROOM	2 BEDROOMS	STUDIO
GROUND FLR	390.0	21,886	-	0	0
2ND FLOOR	---	22,334	18	7	0
3RD FLOOR	---	22,334	18	7	0
4TH FLOOR	---	22,334	18	7	0
5TH FLOOR	---	21,209	16	6	0
ROOF	---	0	0	0	0
TOTALS:		110,097*	70	27	0

*_DENOTES TOTAL RESIDENTIAL, COMMERCIAL AND GARAGE FLOOR AREAS.
- PRIVATE OPEN SPACE:
 REQUIRED: 100 x 99 UNITS = 9,900 SF
 PROVIDED: 44 BALCONIES = 2,200 SF
 FIFTH FLOOR = 1,125 SF
 LANDSCAPE/COURTYARD = 7,087 SF
 BUILDING INTERIOR = 5,311 SF
 TOTAL PROVIDED PRIVATE OPEN SPACE= 15,723 SF
- LOT COVERAGE("SECTION 650-5, DEFINITIONS 'LOT COVERAGE'"):
 TOTAL LOT AREA = 38,505 SF
 PROPOSED COVERAGE AREA = 28,924 SF
 TOTAL % COVERAGE = 75.1%
 PERMEABLE AREAS OF THE PATIO INTERPRETED AS OPEN SPACE FOR COVERAGE PURPOSES. THIS AREA WILL NOT BE USED FOR RESTAURANT OR COMMERCIAL PURPOSES.
- ANY MINOR MODIFICATIONS, AS DETERMINED BY THE CITY ENGINEER, TO THE INFORMATION SHOWN ON THE APPROVED SITE PLANS SHALL BE SUBMITTED TO THE CITY ENGINEER AS A MINOR PLAN REVISION FOR APPROVAL PRIOR TO THE WORK BEING PERFORMED. THE CONTRACTOR SHALL BE PROPERLY LICENSED AND BONDED WITH THE CITY PRIOR TO CONSTRUCTION. AND SHALL OBTAIN A STREET OPENING PERMIT PRIOR TO ANY CONSTRUCTION WITHIN THE CITY RIGHT OF WAY.
- ALL HANDICAP PARKING, RAMPS AND ACCESS SHALL CONFORM TO ABB REQUIREMENTS. REFER TO 521 CMR.
- ALL PAVEMENT MARKINGS AND SIGNS SHALL CONFORM TO MUTCD REQUIREMENTS.
- ALL PROPOSED SIGNAGE SHALL COMPLY WITH THE CITY OF MARLBOROUGH SIGN ORDINANCE.
- CURBING TYPE & ENTRANCES SHOWN ARE SUBJECT TO APPROVALS BY THE CITY OF MARLBOROUGH PER THE ROAD OPENING PERMIT REQUIREMENTS.
- ALL MATERIALS/CONSTRUCTION WITHIN THE CITY RIGHT-OF-WAY SHALL BE IN CONFORMANCE WITH THE CODE OF THE CITY OF MARLBOROUGH. ALL EROSION CONTROL MEASURES SHALL BE IN PLACE PRIOR TO CONSTRUCTION. EROSION CONTROL SHALL CONFORM TO THE CITY CONSERVATION COMMISSION REQUIREMENTS (SEE SHEET C2 FOR ADDITIONAL REQUIREMENTS). REFER TO THE GRADING PLAN NOTES CONCERNING EROSION CONTROL.
- CITY INSPECTORS REQUIRE A MINIMUM NOTICE OF 24 HOURS PRIOR TO INSPECTION.
- REFER TO THE ARCHITECTS PLAN FOR BUILDING AREA, SCENCE LIGHTING AND SIGNAGE.
- A PRE-CONSTRUCTION MEETING IS REQUIRED BETWEEN THE DEVELOPER, CONTRACTOR, POLICE AND FIRE DEPARTMENTS. A TRAFFIC MANAGEMENT PLAN SHALL BE SUBMITTED TO THE CITY OFFICIALS 5 DAYS PRIOR TO THE MEETING.
- ALL OPEN SPACE AREAS ARE PRIVATE.
 THE SECTION OF EXCHANGE STREET FROM LIMIT LINE 'A' TO LIMIT LINE 'B' SHALL BE MILLED & REPAVED, FOR THE FULL WIDTH OF THE ROAD TO ENCOMPASS ROAD RECONSTRUCTION. FROM LIMIT LINE 'B' AT STATION 1+90 TO MAIN STREET, REMOVE PAVEMENT & REGRADE SUBBASE AND PAVEMENT AT THE FOLLOWING ROAD GRADES:
 MAIN STREET TO STATION 1+72:.....1.45% SLOPE
 FROM STATION 1+72 TO 1+90:.....3.42% SLOPE
 PROVIDE ROAD CROWN AT 2% PITCH FROM CENTERLINE TO CURB LINE.
- SAW CUTS SHALL BE AT THE NEAREST PANEL JOINT ON THE EXTERIOR SIDE OF THE SAW CUTS SHOWN. THE SIDEWALK ALONG THE FRONTAGE OF THE PROPERTY SHALL BE REPLACED WHERE EXCAVATION FOR THE BUILDING FOUNDATION DISTURBS OR COMPROMISES THE INTEGRITY OF THE EXISTING WALK. THE SIDEWALK SHALL BE FRAMED AND POURED THE FULL WIDTH OF THE SIDEWALK AND FORMED TO LEAVE A SPACE FOR THE BRICK TO SIT ON TOP (BONDED TO THE CONCRETE). THE CONCRETE WALK SHALL BE FLUSH WITH THE EXISTING WALK.
- SAW CUT EXISTING CONCRETE CONSTRUCTED CURB ACCORDING TO 521 CMR.
- CONVERT EXISTING DMH ON HIGH STREET TO DOUBLE CATCH BASIN WITH CURB INLET.
- SIDEWALK HANDICAP RAMP SHALL MEET ADA REQUIREMENTS.
- RETAINING WALL ADJACENT TO HIGH SHALL BE MODULAR CONCRETE ARCHITECTURAL STYLE WITH A VARIABLE GRADE TO GRADE HEIGHT (MAXIMUM 2.5 FT).



NO.	DATE	DESCRIPTION
P1	1/19/23	PROPOSED SPECIALTY ON HIGH ST
P2	10/24/22	HIGH STREET BUILDING EGRESS
P3	10/27/22	SPEC COMMENTS
BY		

PREPARED BY:
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LAYOUT PLAN
 "EXCHANGE PLACE"
 SITE PLAN
 - 57 MAIN STREET -
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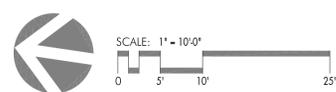
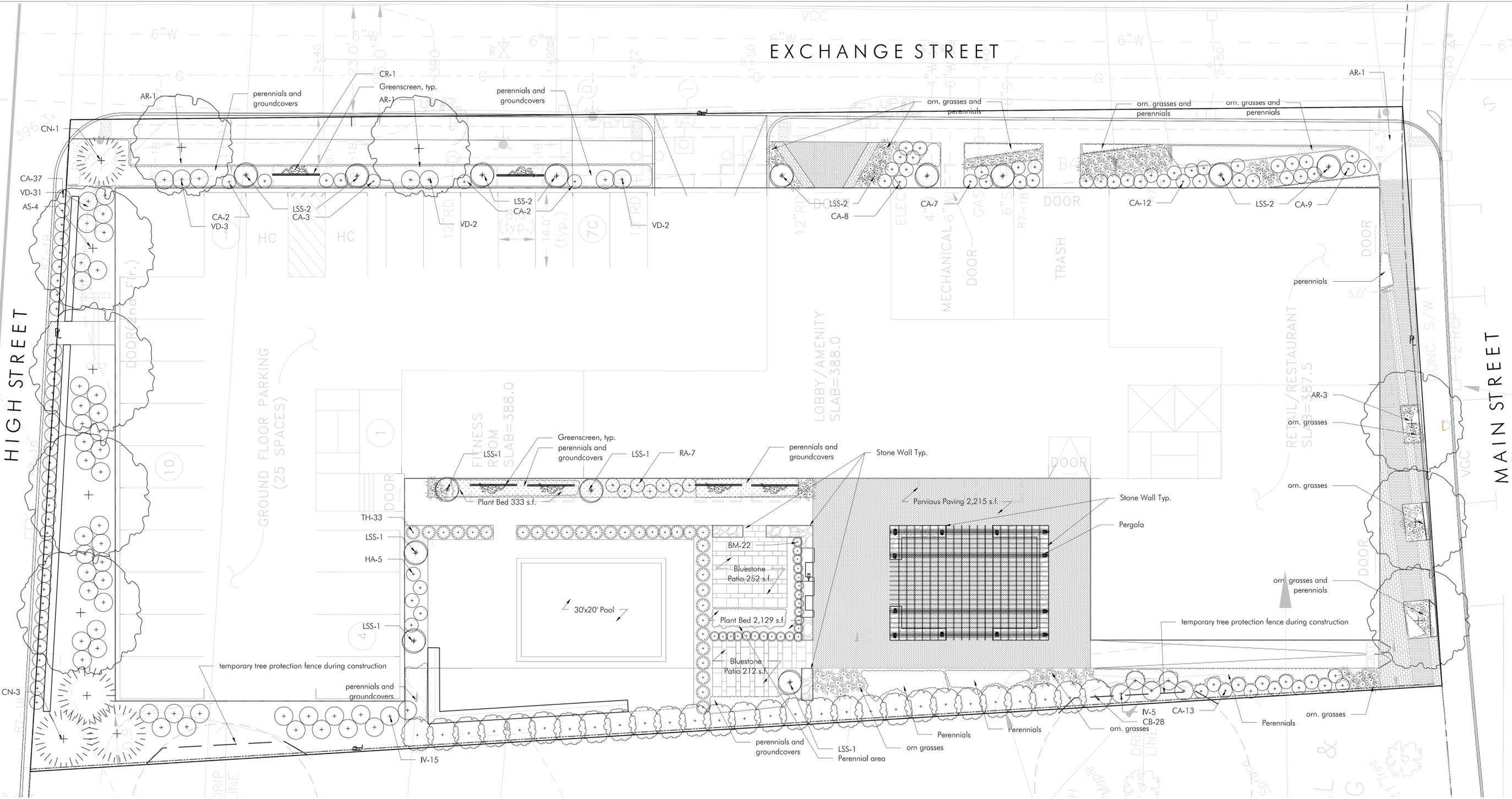
57 MAIN STREET
MARLBOROUGH, MA

LANDSCAPE PLAN

Project #: _____ Date: 10/24/2022
Drawn by: JN Reviewed: BH
Scale: AS NOTED

Revisions:

© Verdant Landscape Architecture

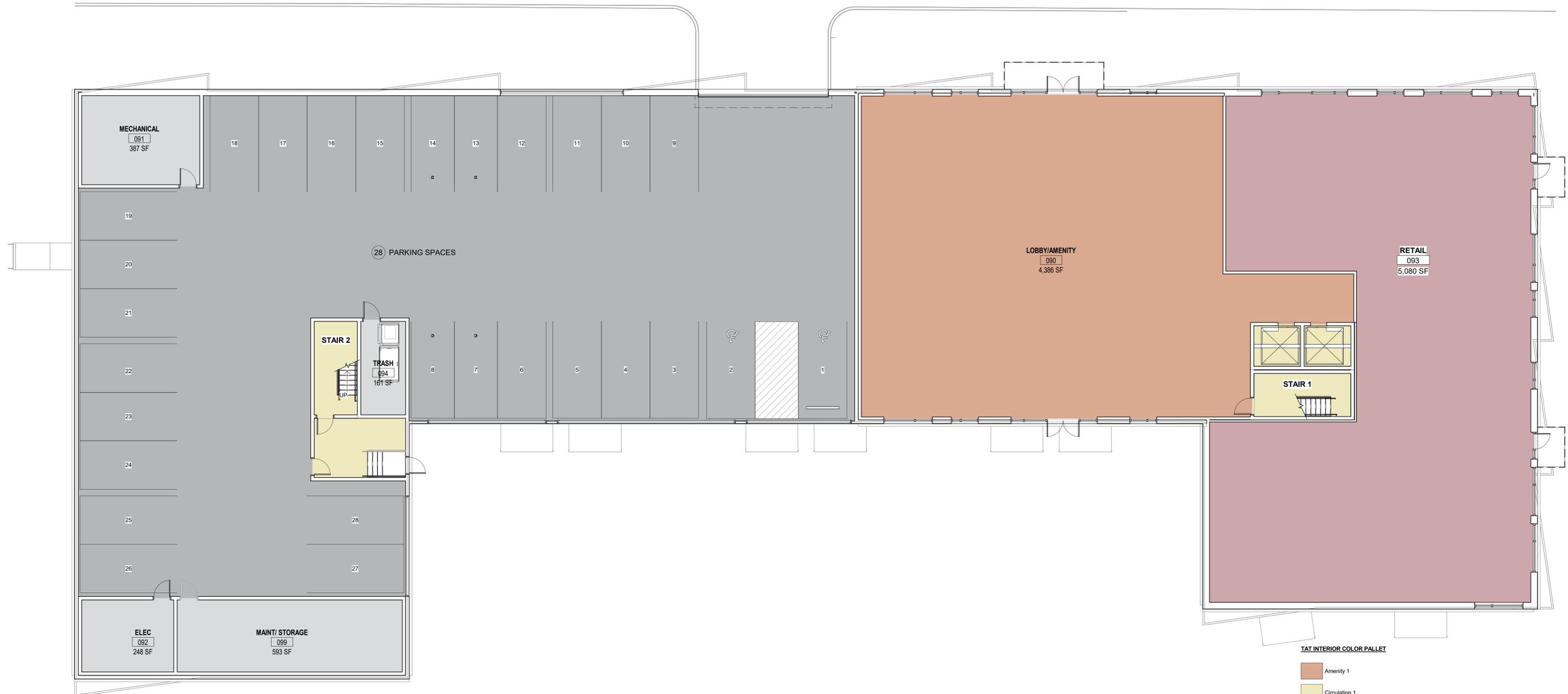


PROPOSED PLANT LIST

KEY	QTY	LATIN NAME	COMMON NAME	MIN. SIZE	NOTES
TREES (55)					
AS	4	<i>Acer saccharum</i>	Sugar Maple	3"-3.5" cal.	B&B
AR	6	<i>Acer rubrum</i> 'Armstrong'	Armstrong Red Maple	3"-3.5" cal.	B&B
CB	28	<i>Carpinus betulus</i> 'fastigiata'	Columnar Hornbeam	2.5-3" cal.	B&B
CN	4	<i>Chamaecyparis nootkatensis</i> 'pendula'	Weeping Alaskan Cedar	7'-8'	B&B
LSS	13	<i>Liquidambar styraciflua</i> 'Slender Silhouette'	Fastigiata Sweetgum	2.5-3" cal.	B&B
SHRUBS (196)					
BM	22	<i>Buxus microphylla</i> 'Green Velvet'	Boxwood	3 gal.	Pots
CA	93	<i>Clethra alnifolia</i>	Summersweet	3 gal.	Pots
HA	5	<i>Hydrangea arborescens</i> 'Annabelle'	Annabelle Hydrangea	3 gal.	Pots
IV	20	<i>Ilex verticillata</i>	Winterberry Holly	3'-4'	
RA	7	<i>Rhus aromatica</i> 'Gro-Low'	Fragrant Sumac	3' gal.	Pots
TH	33	<i>Taxus x media</i> 'hicksii'	Hick's Yew		
VD	38	<i>Viburnum dentatum</i>	Viburnum	30-36" ht.	Pots
VINES (2)					
CR	2	<i>Campsis radicans</i>	Trumpet Creeper	2 gal.	

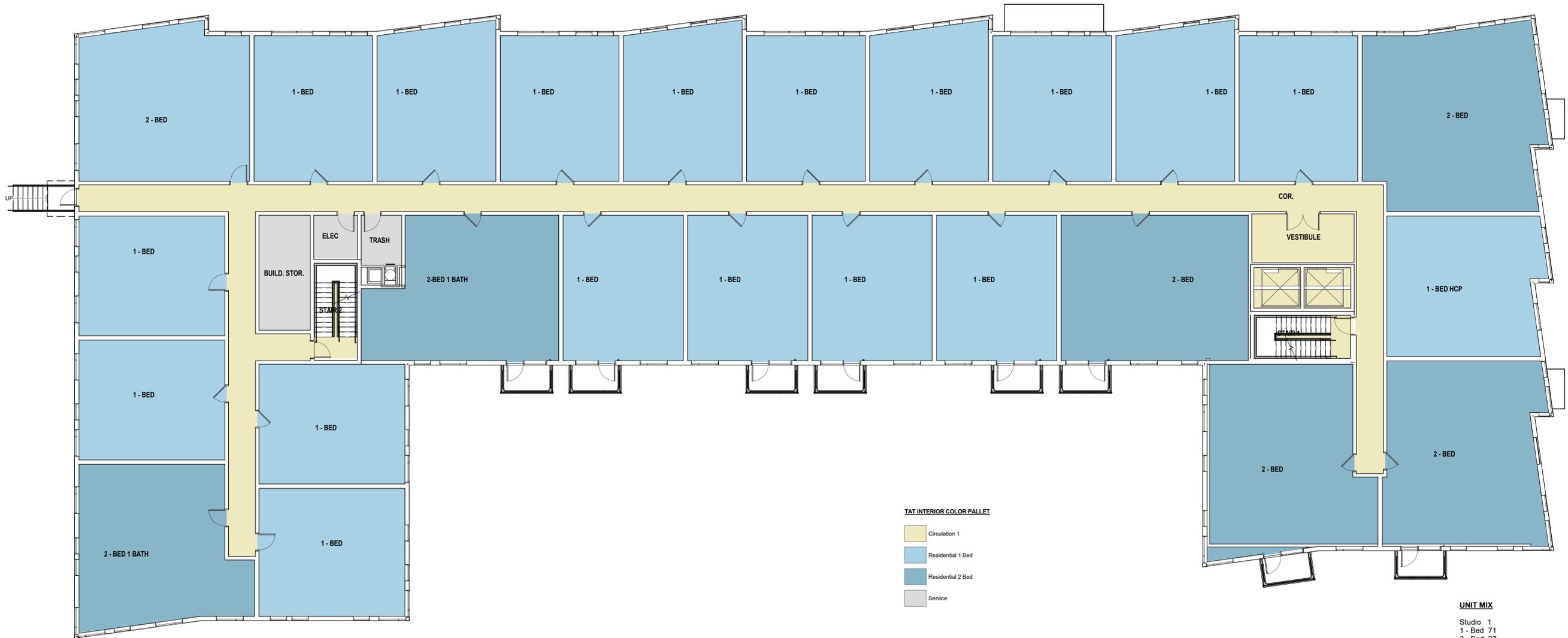
PLANTING NOTES

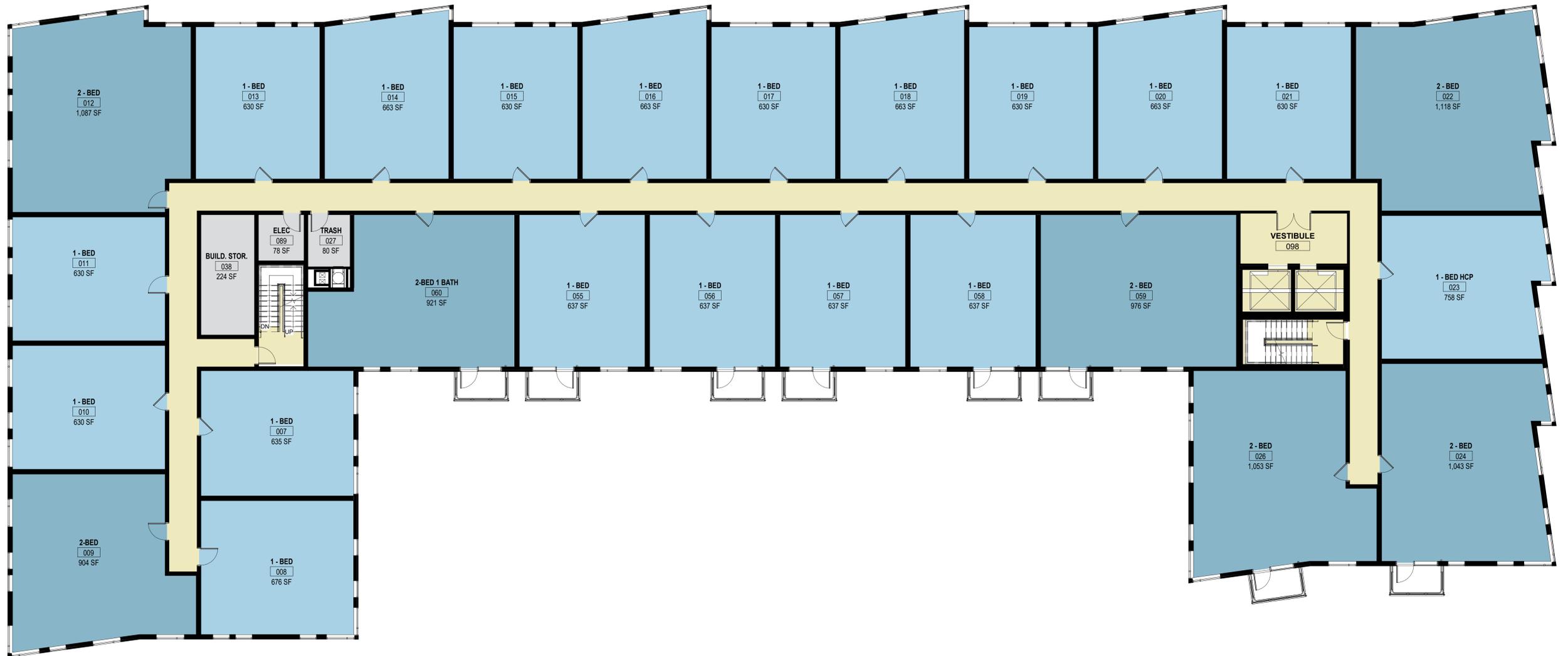
- The Landscape Plan shall be in conformance with Section 650-47.
- The Landscape Subcontractor shall coordinate with the General Contractor and Site Subcontractor all the requirements for subsoil testing and preparation and testing and placing of approved topsoil and planting soil mixes as described in the specifications. Failure of the site or General Contractor to perform required testing, subsoil and topsoil preparation does not relieve the Landscape Contractor from the requirements of the work as set forth in the specifications.
- All plant material shall be approved by the Landscape Architect prior to arrival on the site.
- All plant material shall conform to the American Standard for Nursery Stock established by 'American Hort' americanhort.org
- No invasive plants as per the Massachusetts Prohibited Plant List shall be used on the site.
- Plantings shall be installed in such a way that when mature they will remain at least 18 inches away from the structure of the building.
- No substitution of plant species will be allowed without the written approval of the Landscape Architect. Any proposed substitutions of plant species shall be a plant of equivalent overall form, height and branching habit, flower, leaf and fruit, color and time of bloom.
- The Contractor shall locate and verify all utility line locations prior to excavation for tree pits and report any conflicts to the Landscape Architect.
- All plants shall be placed in their approximate location by the Contractor. The Contractor shall adjust the locations as required by the Landscape Architect. Trees shall be placed first, then shrubs, then perennials and last, groundcovers. Final locations must be approved by the Landscape Architect prior to planting.
- The rootballs of trees shall be planted 2" above adjacent finished grade. The rootballs of shrubs shall be planted 1" above adjacent finished grade. The rootflare of perennials shall be set at the level at which the plant was growing.
- Areas that will require compaction of soils within the drip zone of proposed trees; i.e., proposed sidewalks or pavement at street trees, shall be constructed with a structural soil suitable for tree growth. Structural soil is a two-part system consisting of 3/4"-1 1/2" crushed stone. The 2nd part consists of 20% silt or clay loam texture and 2-5% of organic matter. The soil and stone mixture shall include gelscape hydrogel tactifier. The soil shall comply with cu-structural soil specifications available at bkalter@amereq.com, or approved equal. The structural soil quantity shall be 24" depth for all areas beneath proposed sidewalks and pavement within the tree drip zone.
- All plants are to be thoroughly watered after installation, at least twice within the first 24 hours.
- Prior to the pre construction meeting with city officials, the contractor shall obtain a tree protection report from a certified arborist for the protection of 2 existing maples on the union common property. The drip lines of both trees extend beyond the property line shown on the plan. The report by the arborist shall include construction stage guidelines for the protection of both trees and shall be submitted to site plan review committee 1 week before the scheduled pre-construction meeting.



TAT INTERIOR COLOR PALLET

- Amenity 1
- Circulation 1
- Office 1
- Parking
- Service



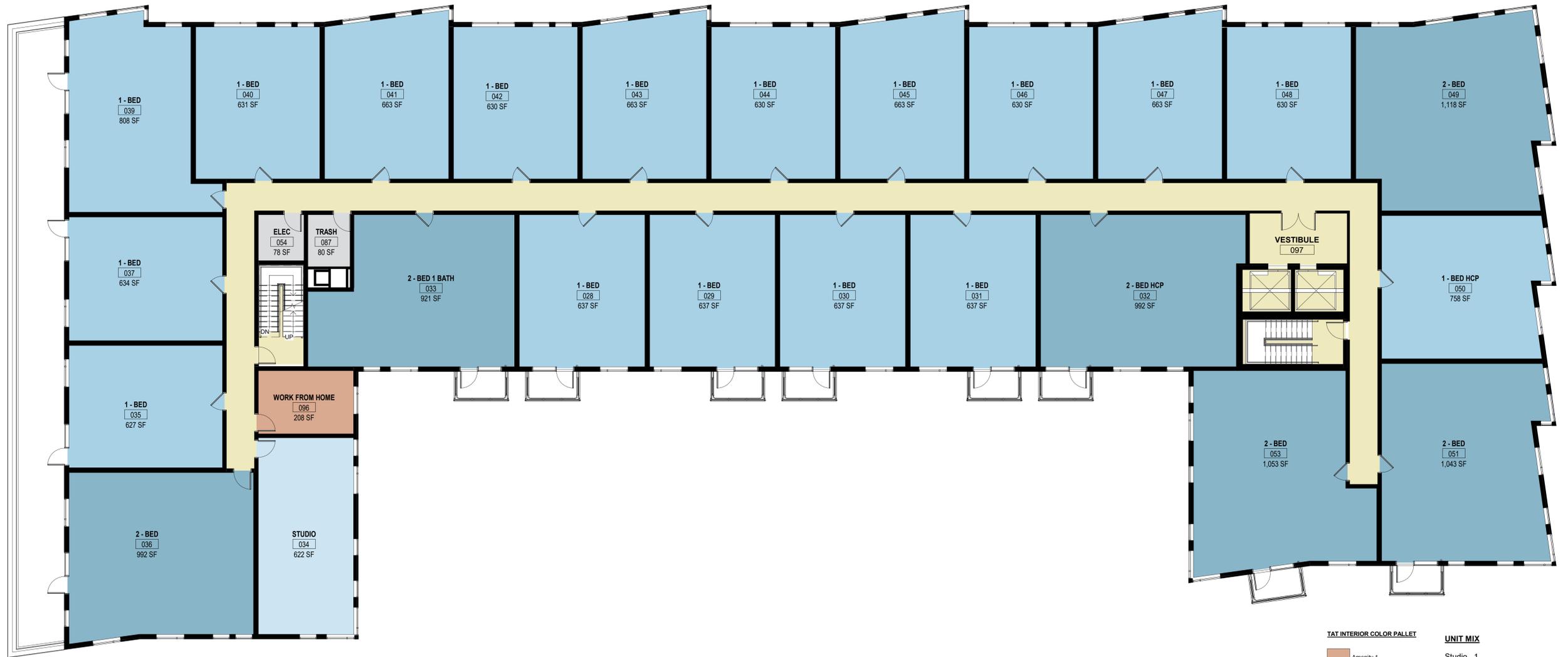


TAT INTERIOR COLOR PALLET

- Circulation 1
- Residential 1 Bed
- Residential 2 Bed
- Service

UNIT MIX

Studio	1
1 - Bed	71
2 - Bed	27
Total:	99



TAT INTERIOR COLOR PALLET		UNIT MIX
 Amenity 1		Studio 1
 Circulation 1		1 - Bed 71
 Residential Studio		2 - Bed 27
 Residential 1 Bed		Total: 99
 Residential 2 Bed		
 Service		



11 Exchange Street Elevation
Scale: 1/8" = 1'-0"



20 Main Street Elevation
Scale: 1/8" = 1'-0"



10 High Street Elevation
Scale: 1/8" = 1'-0"



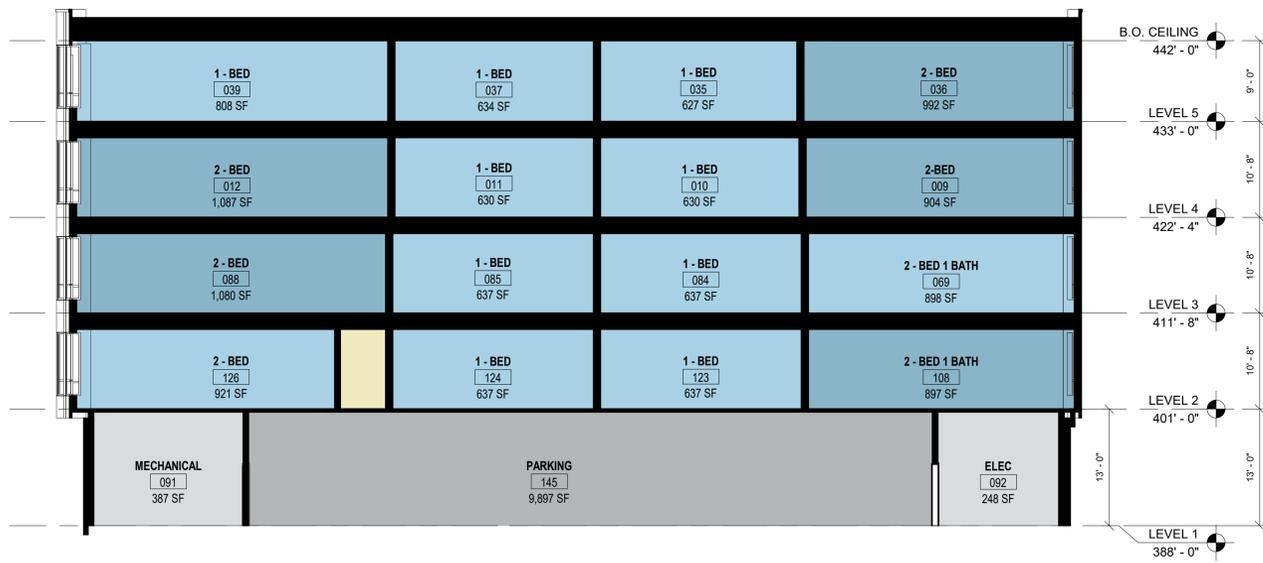
1 Rear Elevation
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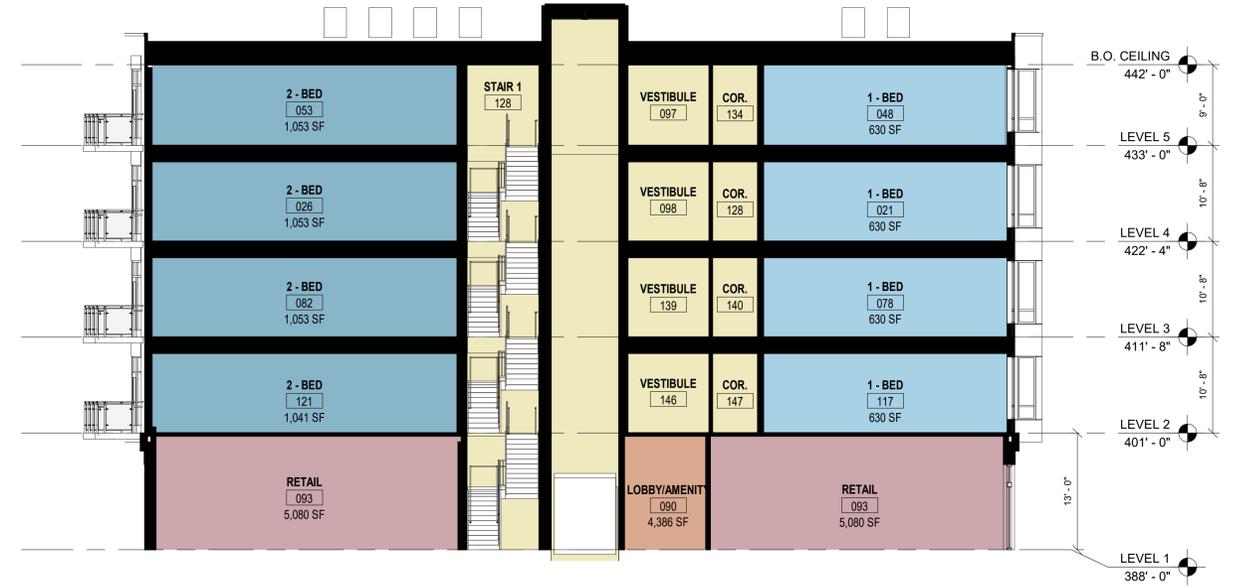
2 Elevation 1 - c
Scale: 1/8" = 1'-0"



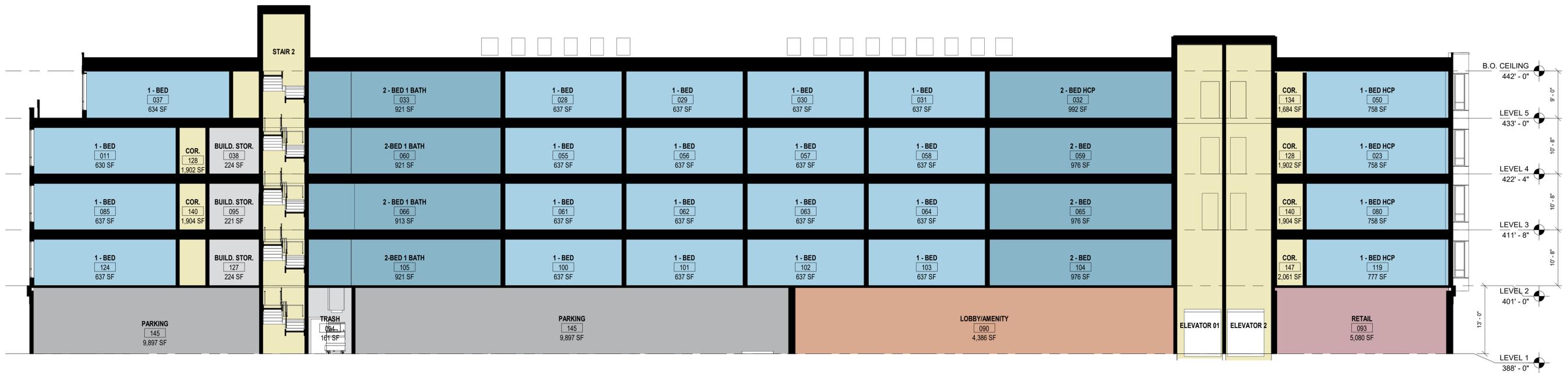
3 Elevation 22 - a
Scale: 1/8" = 1'-0"



1 BUILDING SECTION C
Scale: 1/8" = 1'-0"



2 BUILDING SECTION B
Scale: 1/8" = 1'-0"



3 BUILDING SECTION A
Scale: 1/8" = 1'-0"



Marlborough Multifamily
Development Review Criteria

Appendix - Project Scoring Template

Topic	Criteria	Possible Points	Scored Points
1. Design Guidelines	Proposal corresponds to Design Review Guidelines (DRG)	30	30
	Plan somewhat/partially consistent with DRG	10	
	Plan not consistent with DRG	0	
	Plan has a diversity of types/units	5	5
	Plan does not contain diversity of types/units	0	
2. Context Sensitive	Is the development proposal appropriate in scale or provides a buffer to adjacent residential uses?		10
	Yes	10	
	No	0	
	If this is a case of a re-zoning or variance, does the proposed development have more or less, adverse impact on the existing surrounding land uses than development that would otherwise be allowed by right on the same property		0
	Less impact	10	
	About the same	0	
	More impact	-10	
	Is the development's parking appropriately located to ensure improved walkability to residences, does not form a barrier between sidewalk and any first-floor commercial space in mixed-use developments, and is screened from abutting uses?		10
Yes	10		
Partially	5		
No	0		
3. Land Use Compatibility	Is there inherent conflict with abutting uses (e.g., placing residential adjacent to heavy industrial or heavy trucking)		0
	Yes	-30	
No	0		
4. Beneficial Impacts	Are there defined beneficial impacts on nearby uses?		10
	Yes	10	
No (or limited)	0		
5. Consistent with Vision	Is the proposed development consistent, inconsistent or in conflict with a recent local planning effort?		10
	Consistent	10	
	Inconsistent	-10	
	In conflict with	-30	
No recent planning in area	0		
6. Impact Mitigation	Summary evaluation of impact mitigation based upon chart: City has adequate public infrastructure capacity	0	20
	Developer has proposed to undertake mitigation of inadequate infrastructure to enable development	20	
	Some development mitigation provided	5	
	Developer has not proposed sufficient mitigation for inadequate infrastructure issues	-30	
7. Housing Tenure	Is there a mix of housing tenure within the development? OR Does the proposed housing tenure within the development meet the goals of the City (based upon the proposed plans and recently approved and built projects elsewhere in the City)?		10
	Yes	10	
	No	0	
8. Development Benefits	Are there significant benefits to the City proposed as part of the development?		10
	Significant	10	
	More limited	5	
	None or very limited	0	
	Existing/historic structure or iconic neighborhood feature: The development is incorporating and restoring a historic structure in the development, or is moving the structure to be restored elsewhere in the City	30	15
	The development is removing an existing non-historic structure that is abandoned or an existing detriment to the neighborhood	15	
	The development is preserving an iconic neighborhood feature (e.g., large specimen street tree) as an element of the proposed development	15	
	There is not an existing structure on the lot	0	10
	The development is destroying a historic structure	-30	
	The development is incorporating significant renewable energy elements and/or is incorporating design elements that would qualify the structure for LEED certification	10	
	The developer would not qualify for LEED certification, but is utilizing the "most efficient available" options for heating and cooling based upon infrastructure in that area of the City	5	
No significant energy elements in proposed development	0		
9. Affordable Housing	Are the required affordable units:		0
	Within the proposed development	30	
	Off site	20	
	In cash payments at/hear \$50,000/unit	5	
	In cash payments per calculation	10	
	OR (see item #10 below)	0	
10. Affordable Housing (40B)	As an alternative to #9 above: If the developer is proposing a zoning change, is the proposed development one that is a "friendly 40B" such that units will be countable on the City's Subsidized Housing Inventory?		0
	Yes	30	
	No	0	
		SUM OF POINTS	140
		Maximum Possible	195
		Minimum Possible	-130



