



JAZZLAND NEW ORLEANS, LA

IDB RFP for Redevelopment

Proposal by
TPC-NOLA, Inc.

February 28, 2014

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Respondent Description

TPC-NOLA, Inc. is a new Louisiana corporation formed for the purpose of redeveloping the former Jazzland/Six Flags site in New Orleans. TPC-NOLA is a subsidiary of The Paidia Company, a Louisiana corporation that specializes in themed entertainment development. The Paidia Company is a woman-owned and controlled company. Paidia has primarily specialized in site selection and feasibility determination within the themed entertainment industry, working with various brands and media companies to identify new business development opportunities. We are currently working elsewhere with Merlin Entertainments, the second largest visitor attraction operator in the world, on new development opportunities. We also have ongoing site evaluation work for other media companies.

The Paidia Company was created with the mission of creating new, enriching experiences for guests. Paidia, our namesake, was the Greek goddess of fun and amusement, but the word has evolved in the Greek language to take on more of an edutainment type meaning. The Greeks believed that people learned best while at play. With this in mind, we aim to have educational components embedded in everything we do.

Tonya Pope, President

President, Tonya Pope, has owned and operated a themed entertainment consulting business for the past thirteen years. Ms. Pope started her career in the aerospace industry working for Lockheed Engineering & Sciences at NASA's Johnson Space Center where she helped develop and program simulators used for crew training, engineering analysis and feasibility studies. She moved on to pursue creative opportunities. She earned several awards for creative work prior to founding her themed entertainment consulting business, including an award at the Cannes International Advertising Festival. Ms. Pope now has over twenty years of experience in project management, with over fifteen years of experience working at the executive level. With Paidia, she has been called upon to represent multi-national entertainment companies and negotiate development deals on their behalf with local, regional, and state officials. She has been a member of several groups, including IAAPA, Mensa, and the Society of Computer Simulation.

Tonya received a Bachelor of Science in Electrical and Computer Engineering from Louisiana State University.

Dan Kyle

Dan Kyle, Ph. D, CPA, CFE, served as Legislative Auditor for the State of Louisiana for over 13 years. Mr. Kyle was unanimously appointed by both houses of the Louisiana Legislature. The Legislative Auditor is a constitutionally created position that serves as fiscal advisor to the Louisiana Legislature and is responsible for auditing state and local government. The scope of audits performed includes financial and compliance audits, performance audits, and investigative audits. Additionally, he served over 20 years as Associate Professor of Accounting at Louisiana State University.

Roy Turley, Theme Park General Manager

Roy Turley has been involved in the theme park, themed entertainment, and service industries for over 25 years, having developed, constructed, managed and operated various projects across the country. His career in theme parks began at Silver Dollar City in Branson, Missouri and included assisting with the opening of Dollywood in Pigeon Forge, Tennessee. Roy was recruited by Gaylord Entertainment's Opryland USA in Nashville, Tennessee as Operations Supervisor and later became Manager of Operations of Fiesta Texas in San Antonio, Texas. Roy was recruited by Leisure and Recreation Concepts of Dallas, Texas to become the Project and General Manager of Park City Silver Mine Adventure in Park City, Utah. While with Leisure and Recreation Concepts he also was involved with WonderLand Theme Park in Dubai, United Arab Emirates and later became the Vice President/General Manager of Royal Gorge Bridge in Canon City, Colorado. Roy was recruited to be the Director of Guest Experience for the Kansas City Museum and Science City at Union Station in Kansas City, Missouri. He is the founder of Crossroads Consulting, a retainer-based executive search, operations and training firm specializing in the themed entertainment and hospitality industry. Roy has received the Best Speaker award at the 1994 and 2000 World Waterpark Association Convention and Trade Shows. Turley was also the General Manager of Town Center Plaza in Leawood, Kansas, an up-scale outdoor shopping center.

Roy took his park experience and applied it to government operated parks as the Parks Division Manager for Travis County, Texas Parks. This included a total of 34 parks covering 5000 acres,

6300 acres of nature preserves and construction of two new metropolitan parks and expansion of three existing metropolitan parks and the acquisition and operation of the largest parkland and open space in the county's history.

Most recently Roy was the General Manager of Rawhide Western Town Theme Park in Chandler, Arizona. Rawhide is part of the Gila River Indian Community and was operated and managed by Starwood Resorts and Hotels International. Roy was recruited for this position to turn the operation around and help it see new growth and development. Roy reported to the Wild Horse Development Board and Starwood Resorts and Hotels International. Roy also served as a member of the Sheraton Wild Horse Pass Resort and Spa Executive Committee. Turley was responsible for all aspects of the operation including marketing, sales, attractions, entertainment, maintenance, food and beverage, retail, ticketing and security.

Jay Dykes

Jay Dykes has extensive experience with construction projects in Louisiana. Jay has owned Dykes Electric, a Louisiana based commercial electrical contracting company, for over twenty years. He has also been an investor in a number of projects, including a private college, restaurant, and film projects. Mr. Dykes received a Bachelor of Science degree in Electrical Engineering from Louisiana State University.

Peter Markham

Peter Markham has more than forty years of experience as technical expert and leader encompassing the areas of construction management, financial budgeting and forecasting, contract administration, organizational planning and development, strategic planning, marketing, acquisitions and divestitures, and labor relations. His experience at Walt Disney World is especially notable. Mr. Markham organized and led Buena Vista Construction, Walt Disney's Construction Company, and accomplished the construction of the Magic Kingdom, The Main Entrance Complex and the Service Area at Walt Disney World.

Mr. Markham's Disney experience was followed by various positions at Red Lobster starting as Director of Construction and ending up as Executive Vice President responsible for Marketing, Real Estate, Design, Construction and Maintenance of all Red Lobster facilities. The General Mills Restaurant Group spun off all his design and construction activities and formed a separate

Design and Construction company to take care of the entire Restaurant Group. This led to his duties as President of Sigmacon (a General Mills wholly owned subsidiary). Restaurant holdings included Red Lobster, The Olive Garden, York Steak House, Darryl's, Casa Gallardo and The Good Earth. Sigmacon had complete Architectural, Structural, Civil, Electrical and Mechanical Engineering as well as Interior Design and Kitchen Design plus Real Estate Specialists and Permit Administrators. Pete was responsible for providing the programmed number of operating weeks for new stores each year, taking the projects from Marketing Study to Real Estate acquisition, Design, Permitting, and Construction. He completed an average of 100 projects per year in various locations in the U.S.A. In addition to the Restaurants, the same services were provided to other General Mills Retail facilities such as Eddie Bauer, Lee Wards, and Wallpaper-To-Go.

Mr. Markham has also held the position of Vice President for Design & Construction of Jerrico Inc. Responsibilities included all Design and Construction, Maintenance and Re-Modeling of Jerry's Coffee Shops, Long John Silver's Sea Food Shoppes, and Florenz, an Italian Restaurant. The program consisted of New Construction and Re-Modeling of approximately \$60 Million a year throughout the United States.

Mr. Markham returned to Disney to serve as Vice President of Project Management for Walt Disney Imagineering. As Vice President of Project Management, he was responsible for Program Management and Project Development for all themed Disney projects in the USA. He was responsible for taking projects from Story Board development through to final acceptance. These projects were developed by Disney for their own use in their various Theme Parks in the United States and each had an expected project life of 15 to 20 years. This involved developing the Project Budget from conceptual to final detailed budget, and keeping the development of the project schedule in sync with the project development and budget. As the project developed Pete managed all of the required reviews and permitting requirements. When the design was completed, or developed to a point where meaningful construction could start, Pete managed the development of bid packages and contracts to accomplish the actual construction. During construction Pete's department was responsible to ensure all the contractors adhered to the plans and specifications and to expedite solutions to field problems requiring input from the designers.

Mr. Markham belongs to several professional groups. Memberships include: Senior Member, National Society of Professional Engineers; Senior Member, Florida Engineering Society; Fellow, American Society of Civil Engineers; Member American Society of Highway Engineers; Member, American Institute of Constructors; Member, American Association of Cost Engineers; and, Member, American Arbitration Association.

Jeffrey Scott Yapp-Ellis, Creative Producer

Jeffrey Scott Yapp-Ellis has served as Senior Creative Producer for the last ten years on several undisclosed projects in the themed entertainment industry. Jeffrey responsibilities have included oversight of the creative staff in the creation of master plans, ride attractions, and show productions. His talent in creating new shows has evolved from his extensive theatrical background spanning well over one hundred productions, serving as a director, writer, choreographer and designer. Mr. Yapp-Ellis has received many honors during his career, beginning with being named "Most Outstanding Thespian" and "Most Outstanding Leading Male Performance". He has worked with some of the most respected St. Louis area theatre companies; including New Line Theatre, HotCity Theatre (formerly HotHouse), The Non-Prophet Theatre Co., CJ Productions, and the Goldenrod Showboat dinner theatre. Jeffrey has also volunteered his time for non-profit theatre companies giving dance workshops. He has nearly two decades of professional acting experience. He has appeared in live and video industrial projects for Neff Productions and Creative Producers Group.

Kenny Handler, Waterpark Operations and Management Specialist

Kenny Handler has operated and managed many of California's finest Waterparks for the past 3 decades. As a Nationally recognized waterpark professional, Kenny continues to mentor and provide assistance to a number of well-known facilities offering memorable and safe adventures to hundreds of thousands of guests each year.

Experiences include:

Operations Manager, Raging Waters San Dimas	700,000 annual attendance
Training Supervisor, Raging Waters San Jose	400,000 annual attendance
Park Supervisor, Six Flags Hurricane Harbor	400,000 annual attendance
General Manager, The Wave Waterpark	150,000 annual attendance
Profitable Food Facilities	52 Resorts and Waterparks
Community Services Director, City of Rancho Santa Margarita	

For the past decade, Kenny has spoken at both National and Regional conferences including: National Parks and Recreation Association, World Waterpark Association, California Parks and Recreation, Illinois Parks and Recreation Association and Minnesota Parks and Recreation Association. World Waterpark Association has asked Kenny Handler for the third year in row as their leading food and beverage consultant to organize and host the 3rd Annual Food and Beverage Workshop. Kenny has been assisting over 60 plus resorts and golf courses within the food and beverage industry.

Having received notable acknowledgments from the World Waterpark Association, including winning countless awards in the areas of marketing and programming, Kenny continues to be a highly sought after professional in the aquatics and waterpark industry.

Kenny has received National recognition for his marketing and success as an operator and General Manager. Achievements include: Best in marketing commercials, radio ads, print media and promotional events, World Waterpark Association; Winner of the first ever National Title for Lifeguard Competition, as well as numerous safety awards from Ellis and Associates. Kenny was honored by the City of Vista California, for successfully turning The Wave Waterpark from a general funded waterpark (\$300,000 support) to a financially sustainable facility with an annual average of tens of thousands of dollars in reserves.

Throughout the years, Kenny has provided enjoyable experiences for millions of guests, at many locations. Creating an enjoyable experience for guests and efficient and cost effective operating procedures is one of his specialties. His experience, creativity, and strong work ethic have been the foundation for providing successful consulting and management for municipalities and industry leading entertainment locations.

Kenny Handler has been consulting privately to public organizations for over a decade. He has maximized his client's bottom lines by increasing their revenue and reducing their expenses. He has personally consulted over 60 plus facilities in the category of food and beverage.

Kevin Kopeny, Waterpark Operations Specialist

Kevin Kopeny brings with him over 20 years of experience operating waterparks. Kevin is a frequent keynote speaker in the two largest waterpark industry associations; World Waterpark Association (WWA) and International Association of Amusement Parks and Attractions (IAAPA).

Kevin is currently the Vice President of Development and Operations for the Wild Rivers Company. Having served as General Manager of the Wild Rivers Waterpark in Irvine, California from 2007 to 2012, which welcomed over 500,000 guests annually, Kevin knows what it takes to run a successful waterpark in a competitive market. Wild Rivers is currently in the process of relocating and expanding operations with a 35 acre project set to be ready for operation in 2015.

Kevin began his career in aquatics in 1988 with Wild Rivers. In 1997, Kevin assumed the position of Admissions Manager; a short year later, Kevin was promoted to Operations Director, followed by a promotion to Assistant General Manager in 2003.

During his tenure as Operations Director from 1998 to 2003, Kevin was the primary person responsible for overseeing all elements of park safety. Kevin was a member of the American Red Cross Lifeguard advisory board, where he assisted in the development of lifeguarding programs focused on lifeguarding in a waterpark. Kevin has consulted on a number of key projects, in both the public and private sector and continues to be a well sought after professional in the aquatics industry.

In addition to the above, theme park specialists will be involved to help create an exciting and memorable environment. The team includes McGillivray Consulting Group and U-Studios. A project of this magnitude encompasses many other entities that will be involved in the final project and will be specified upon request.

McGillivray Consulting Group

McGillivray Consulting Group LLC (MCG) was established in 1998 to provide project and cost management services on capital construction projects for both private and public sector entities. MCG, a global project management resource for the construction industry, specializes in major theme parks, attractions, retail, restaurant, education, municipal and commercial facilities, as well as first-class hotel, resort and timeshare properties, worldwide.



Projects have ranged in size from under \$1 million to more than \$1 billion. MCG brings to each project, regardless of its size, a reputation for trustworthiness and reliability; an unwavering commitment to meeting deadlines and, of course, maintaining confidentiality in all client relationships.

MCG has a reputation for adhering to the highest standards in business ethics and conduct, and extensive experience in effective management, accurate estimating, project planning, effective cost control and truly creative problem-solving.

Project Experience

EDUCATION PROJECTS

“CCC” High School - St. Lucie County, Florida
Colonial High School – Orlando, Florida
Daytona Beach Community College, Computer Center - Daytona Beach, Florida
Dr. Phillips Center for the Performing Arts – Orlando, Florida
Florida International University, Recreation Center – Miami, Florida
La Jolla Playhouse Performing Arts Center - La Jolla, CA
Oviedo High School – Oviedo, Florida
Prototype High Schools AAA & BBB - St. Johns County, Florida
Rollins College, Cornell Fine Arts Museum - Winter Park, Florida
Rollins College, Crummer School of Business – Winter Park, Florida
Rollins College, Keene Music Building - Winter Park, Florida
Seminole Community College Master Plan - Sanford, Florida
University of Central Florida, Student Union, Phase IV – Orlando, Florida
University of Florida, Engineering Building - Gainesville, Florida
University of Florida, Microbiology & Cell Science Building - Gainesville, Florida
Valencia Community College, Liberal Arts & Health Science Bldg – Orlando, Florida



ENTERTAINMENT

Angel City Entertainment Complex - Los Angeles, California
Aquaria Entertainment City – Los Angeles
Baltimore Zoo - Baltimore, Maryland
Boynton Beach Race Track – Boynton Beach, Florida
Bremen Space Park - Bremen, Germany
Chicago Navy Pier - Chicago, Illinois
Desert Kingdom – Dubai, U.A.E.
Disneyland, Indiana Jones - Los Angeles,



Islands of Adventure, Orlando

California

Dalian Dreamport—Dalian, China

Dinner Theater - Palma, Spain

Discovery World—Taiwan

Fox Studio Backlot - Sydney, Australia

Freestyle Park – Myrtle Beach, SC

Georgia Heritage Theme Park – Brunswick, Georgia

Gold Rush City – Lathrop, California

Globopark - Rio de Janeiro, Brazil

Gulf World Marine Park – Mississippi

Hard Rock Theme Park & Hotel – Myrtle Beach, SC

Hershey Factory Tour - Hershey, Pennsylvania

Houston Zoo – Houston, Texas

Jacksonville Zoo – Jacksonville, Florida

Kennedy Space Center Master Plan - Titusville, Florida

LEGO Theme Park - Carlsbad, California

LEGO Theme Park – Gunzburg, Germany

LEGO Theme Park – Sentosa Island, Singapore (proposed)

LEGO Theme Park – Washington, DC (proposed)

Los Angeles Zoo, World of Birds - Los Angeles, California

LoroParque – Canary Islands

MGM Project X - Confidential

Miami Metro Zoo Aviary - Miami, Florida

Miami Metro Zoo Rhythm of The Tropics – Miami, Florida

Paramount Studio Theme Park - China

Paramount Park – Japan (proposed)

Pop Las Vegas – Las Vegas, Nevada

RAK Theme Park - Ras Al Khaimah, U.A.E.

Rook's Revenge—Valdosta, Georgia

Universal Studios Islands of Adventure - Orlando, Florida

Universal Studios Citywalk Expansion - Los Angeles,

California

Universal Studios Florida—Orlando, Florida

Universal Studios Shanghai – Shanghai, China

Universal Studios Japan - Osaka, Japan

Universal Studios Motor City – Italy

Universal Studios Germany - Germany

Universal Studios Port Aventura - Terragona, Spain

Wuhan Monkey Kingdom Theme Park—Wuhan, China

Walt Disney Imagineering, Euro Disney's MGM

Studios - Glendale, Calif.

Walt Disney World, Animal Kingdom - Orlando,
Florida

Walt Disney World, Blizzard Beach—Orlando, Florida

Walt Disney World, MGM Studios - Orlando, Florida

Wild Adventure Theme Park—Valdosta, Georgia

Wonderful World of Oz - Kansas City, Kansas

Zhongguancun Life Science Park—China



LEGO Themepark, Germany



J W Marriott, Orlando



Frenchman's Reef, St. Thomas

HOSPITALITY

Clearwater Beach Hotel - Clearwater Beach, Florida
Desert Kingdom - Dubai, U.A.E.
De Soleil – Miami Beach, Florida
DoubleTree Hotel – Orlando, Florida
Doubletree New Orleans Lakeside Hotel – New Orleans, Louisiana
Embassy Suites - Auburn Hills, Michigan and Orlando, Florida
Fairfield Grand Desert Resort – Las Vegas, Nevada
Fairfield Ocean Walk Resort - Daytona Beach, Florida
Fairfield Ocean Pier - San Diego, California
Fairfield Sales Center—Hawaii
Fairfield Star Canyon Resort & Hotel - Palm Springs, California
Grand Sandestin – Sandestin, Florida
Hard Rock Hotels – Orlando, Florida and Myrtle Beach, South Carolina
Holiday Inn Ft. Lauderdale – Ft. Lauderdale, Florida
Hilton Grand Vacation Club - Orlando, Florida
Hilton Paris Resort & Casino - Las Vegas, Nevada
Hyatt Grand Cypress – Orlando, Florida
Hyatt West Hollywood – Hollywood, California
J.W. Marriott and Ritz-Carlton, Grande Lakes Resort - Orlando, Florida
LaQuinta Motor Inn – Orlando, Florida
Marriott Annapolis Waterfront – Annapolis, Maryland
Marriott Orlando World Center - Orlando, Florida
Marriott Vacation Club - KoOlina, Hawaii
Marriott Vacation Club Lake Tahoe Inn – California
Marriott Vacation Club Playa Mujeres – Mexico
Marriott Vacation Club Fountain Grove – California
Marriott Vacation Club Dos Mares – Puerto Rico
Marriott Vacation Club Big Sky - Montana
Marriott Vacation Club Frenchman’s Reef - St. Thomas, USVI
Marriott Vacation Club De Soleil - Miami, Florida
Marriott Vacation Club Horizons—Orlando, Florida
Residence Inn - Orlando, Florida
Ritz-Carlton Resort, Naples - Naples, Florida
Ritz Carlton Beach Club Lido Key – Lido Key, Florida
Ritz-Carlton, Reynolds Plantation - Lake Oconee, Georgia
Ritz-Carlton Club, St. Thomas - St. Thomas, USVI
Sanibel Resort & Spa - Fort Myers, Florida
Shore Club – Miami Beach, Florida
Sheraton West Palm Beach – West Palm Beach, Florida
Summerland – Houston, Texas



Hilton Paris Resort and Casino, Las Vegas



Convention Center, Orlando

Universal Inn - Orlando, Florida
 Walt Disney World - All-Star Resort Hotel- Orlando, Florida
 Walt Disney World Animal Kingdom Lodge - Orlando, Florida
 Walt Disney World Boardwalk Resort Hotel - Orlando, Florida
 Walt Disney World Caribbean Beach Resort Hotel - Orlando, Florida
 Walt Disney World Coronado Springs Hotel - Orlando, Florida
 Walt Disney World Fort Wilderness Lodge - Orlando, Florida
 Walt Disney World Hong Kong Hotel – Hong Kong
 Westin Key Largo – Key Largo, Florida
 Westin Rio Mar- Puerto Rico
 Woodfin Suites – Orlando, Florida
 Wyndham Miami Intl. Airport Hotel – Miami, Florida

MUNICIPAL

Apopka Vineland Park - Orlando, Florida
 City of Maitland Public Works Buildings - Maitland, Florida
 City of Maitland City Hall – Maitland, Florida
 DeBary Community Park – DeBary, Florida
 Florida Concrete Multi-Family Structural - Orlando, Florida
 Forest County State Correctional Institute – Marienville, PA
 Knight's Key Trailhead – Everglades, Florida
 Miami Beach Regional Library—Miami, Florida
 Miami Beach Fire Station – Miami Beach, Florida
 NTC Main Base Community Park—Orlando, Florida
 Orange County Convention Center - Orlando, FL
 Seminole County Convention Center - Sanford, FL
 Summer Land – Livingston, Texas
 Suntrust Plaza Parking Garage- Winter Park, Florida



Lego Store, Chicago

RETAIL

Albertsons— Orlando, Florida
 Angel City Entertainment Complex - Los Angeles, California
 Baby GAP Stores - Miscellaneous Locations
 Bally's - Las Vega, Nevada
 Cuffy's Resort Store – Cape Cod, Massachusetts
 Design Center of the Americas - Dania, Florida
 Epcot Centorium - Orlando, Florida
 Esplanade - Marco Island, Florida
 GAP Stores - Miscellaneous Locations
 Kmart Series - Miscellaneous Locations
 LEGO Retail Store - Chicago, Illinois and Downtown Disney, Anaheim, California
 Nighttime Entertainment/Retail Complex - Shanghai, China
 Marriott World Center/Retail Stores - Orlando, Florida



Lego Store, Chicago

Old Navy - Miscellaneous Locations
Paris Resort Hotel & Casino - Las Vegas, Nevada
Panasonic-Orlando, FL
Romac International - Tampa, Florida
Sanibel Harbour Resort & Spa - Naples, Florida
Slauson Central Plaza – Los Angeles, California
Suntrust Plaza Retail - Winter Park, Florida
Tanforan Retail Center - San Francisco, California
The Groves Retail Center - Los Angeles, California
TOSCO Redevelopment – Torrence, California
Universal Studios, CityWalk - Hollywood, California and Orlando, Florida
Valencia & McBean – Valencia, California
Walt Disney World, Magic Kingdom Emporium - Orlando, Florida
Walt Disney World, Wide World of Sports/Foot Locker - Orlando, Florida
Walt Disney World, Downtown Disney - Anaheim, California
Westhaven Plaza - Fountain Valley, California
Westridge North Commercial Center – Valencia, California

Key Personnel

Iain McGillivray

Mr. McGillivray brings more than 25 years of experience with emphasis on project and cost management, motivational and problem-solving skills complemented with excellent personnel management, scheduling and negotiating skills. His career is comprised primarily of the following areas: Quantity surveying, estimating, cost control and value engineering – 15 years/Contracts management, claims evaluation and preparation – 7 years/Project and construction management – 5 years. The combined broad based experience enables a very experienced and balanced approach to project management, backed up with very strong hands on technical knowledge and problem solving ability. That experience also enhances the overall project management, cost estimating and preconstruction services provided by McGillivray Consulting Group LLC because each project's challenges and risks are more easily identified and appropriate solutions implemented.

Michael Pharr

Mr. Pharr joined McGillivray Consulting Group LLC with 14 years of estimating experience. He previously worked for the Walt Disney World team where he specialized in themed construction and rockwork and for Universal Studios on Islands of Adventure. Mr. Pharr functions as

Estimating Project Manager for Walt Disney Resorts Integrated Facility Plan where he designed and implemented a process to estimate approximately 3,500 individual jobs at twelve resort properties. Mr. Pharr has demonstrated skills in all phases of estimating from conceptual appraisal to construction change order evaluation.

U-Studios

U-Studios is a nationwide multi-disciplined group of architectural and engineering professionals providing services in production and award-winning design for multi-unit restaurant and retail, theme parks, hospitality and corporate architecture. Most recently, they were engaged by Holiday World/Splashin'Safari to help them achieve their goal of growing annual attendance by 50%. Services included existing park evaluation, park realignment and planning, and attraction capacity calculations. The relationship continues as Holiday World implements their plan over the next ten years.

U-studios, Incorporated offers a broad scope of experience to our national clients, with experience in new, retrofit, remodel, and re-imaged projects. Services include LEED certification opportunities. U-studios creates



environments that emotionally connect to the guest through highly immersive, story-driven design that draws them in and brings them back. Their designers have completed dozens of intriguing projects from initial concept through installation; providing services that include concept development, show treatments, story-boarding, script writing, show directing and choreography, set and custom design, renovation and group-up architecture.

Financial Information

The Jazzland proposal, as of the writing of this document, has approximately 90% of the necessary financing in place. Our planned budget for the first phase of development is \$50 million. The first phase will include the theme park and base backlot. TPC-NOLA intends to use a variety of sources to finance this project. Below is a breakdown of financing:

Amount	Type	Source
\$25 million	Construction loan	First NBC, New Market Tax Credits
\$10 million	Equipment financing	Firestone Capital, Prairie Financial, etc.
\$8 million	State incentive	Live Performance Infrastructure tax credit program (LED certified Dec. 2013), Live Performance Production, Digital Media, Music Production, and Film Production tax credit programs
\$2 million	Sponsorships	Soft drink company, automotive company, US Agencies, Ferrara Fire Apparatus, sugar manufacturer, Louisiana seasonings company, consumer electronics manufacturer, aerospace company, etc.

Our stages received LED certification under the Live Performance Infrastructure tax credit program in December 2013. This program is ending for private companies and only costs incurred by the end of 2014 will qualify for the incentive. As such, delays in the RFP selection process could impact us. However, these facilities are on our construction schedule as priorities so that we may increase manpower as needed to complete the infrastructure by the end of 2014.

While we do not anticipate utilizing bonds available through the IDB for the initial phase, we would like to leave the option open for negotiation as they may be utilized for the mixed-use venue or future hotel.

Feasibility

There are four major components to our overall plan: Jazzland Theme Park, film backlot, Baritone Beach Waterpark, and the Backlot Shoppes mixed-use venue. While each component must justify its own feasibility, the theme park is the economic driver that propels the success of the others.

Jazzland Theme Park

Historically, the park's attendance ranged from 750,000 to just over 1 million guests, averaging over 800,000 annually. This was achieved while operating seasonally and competing with Six Flags Astroworld in Houston (closed 2005). Today, the closest regional park is the Six Flags in Atlanta. We also plan to operate year-round to take advantage of our mild winters, international tourism and conventions. While we anticipate Year 1 to be strong, we are being conservative in our projections and estimating 850,000 guests with a 3% annual growth rate. We feel this is achievable based on less regional competition and a longer operating season.

By focusing on Louisiana's unique art, music and cultural heritage, the theme park will offer tourists a unique experience that they can't see anywhere else. It will also offer guests a snapshot of the entire state, from Driskill Mountain to the Gulf, without visitors having to leave New Orleans.

Film Backlot

As the RFP indicated, several film production companies have used the former Jazzland/Six Flags site as a filming location over the last 2-3 years. With the continuation of favorable incentives provided by the state, we believe that adding basic utilities, security, and on-demand location sets, the backlot would see an increase in use. With the new soundstages at nearby Silverlight Studios, New Orleans East could become New Orleans own "Hollywood Central" offering a centralized location for facilities and vendors that doesn't interfere with CBD traffic.

Baritone Beach Waterpark

A musical waterpark compliment to Jazzland, "Baritone Beach" will offer a unique theme within the industry. While both Jazzland and Six Flags intended to add a water park venue, the site never had this addition. Six Flags had completed plans and were preparing to start waterpark

construction when Hurricane Katrina hit. Waterparks in the U.S. have a very low failure rate. Capital investment requirements are significantly reduced compared to a theme park which results in a lower attendance requirement to be successful.

While standalone waterparks draw primarily from their local market, with the average attendance being around 100,000 guests annually. Those associated with theme parks tend to perform better, averaging attendance levels of nearly double of 200,000, based on recent industry data. With New Orleans hot summers, we conservatively anticipate waterpark attendance in the 300,000 range. This attendance expectation is only achievable in a two gate scenario, with the theme park opening first.

Backlot Shoppes

Responding to the city's desire to increase retail opportunities, we are planning to add a mixed-use venue to the site. We believe the previous outlet mall proposal failed because of both the competing Riverwalk outlet mall project and because of a lack of drive-by and foot traffic. While an occasional car passes the main entrance on Lake Forest Boulevard, cars rarely pass the property on Michoud. For the retail component to be successful, the theme park and film backlot portions must be operational to create the required traffic.

In early discussions with potential tenants, there has been positive interest in the potential of the Backlot Shoppes venue. Potential tenants see the opportunity to meet the needs of film crews working in the area, and the attraction that such a facility would have to residents in general. Additionally, since we would not be limited to "outlet" stores only, retailers with existing locations in the city have also looked favorably at the opportunity to add a new location.

The Backlot Shoppes would include retail, dining, multiplex movie cinema, grocery store, as well as limited office and post-production facilities tailored to the film industry. Limited condo space and/or an extended stay hotel would also be incorporated into the plan so that film crews can walk from the film backlot to the Backlot Shoppes to shop, eat and sleep.

Pro Forma

Proforma Income Statement New Orleans, Louisiana Jazzland Theme Park Annualized Proforma						
		1	2	3	4	5
		2015	2016	2017	2018	2019
Yearly Attendance		850,000	875,500	901,765	928,818	956,682
		2015	2016	2017	2018	2019
Gross Income						
	Effective Admissions	\$35.22	\$36.73	\$38.24	\$39.75	\$41.26
	Admissions	29,940,237	32,160,363	34,486,749	36,923,774	39,475,982
	Food Service	4,462,500	4,826,194	5,219,529	5,644,920	6,104,981
	Retail	6,566,335	7,313,041	8,044,574	8,959,372	9,978,208
	Sponsorships	170,000	210,120	259,212	320,386	395,998
	Parking	1,062,500	1,099,847	1,138,506	1,178,525	1,219,950
Total Gross Income		42,201,572	45,609,565	49,148,571	53,026,977	57,175,119
Total Operating Expenses		28,287,025	30,876,927	33,673,439	36,792,041	40,220,114
Net Operating Income		\$ 13,914,546.69	\$ 14,732,637.72	\$ 15,475,131.48	\$ 16,234,935.81	\$ 16,955,004.88

Proforma Income Statement New Orleans, Louisiana Jazzland Theme Park Annualized Proforma					
	6	7	8	9	10
	2020	2021	2022	2023	2024
Yearly Attendance	975,816	995,332	1,015,239	1,035,544	1,056,255
	2020	2021	2022	2023	2024
Gross Income					
Effective Admissions	\$42.77	\$44.28	\$45.79	\$47.30	\$48.81
Admissions	41,738,886	44,076,516	46,490,956	48,984,343	51,558,869
Food Service	6,538,435	7,002,664	7,499,853	8,032,342	8,602,639
Retail	11,005,012	12,137,478	13,386,480	14,764,010	16,283,294
Sponsorships	484,701	593,274	726,168	888,829	1,087,927
Parking	1,250,571	1,281,960	1,314,137	1,347,122	1,380,935
Total Gross Income	61,017,605	65,091,892	69,417,594	74,016,647	78,913,664
Total Operating Expenses	43,865,926	47,870,514	52,272,170	57,113,519	62,442,031
Net Operating Income	\$ 17,151,678.22	\$ 17,221,378.57	\$ 17,145,424.17	\$ 16,903,127.81	\$ 16,471,632.50

Leasing Assumptions

From the original construction, the City has an outstanding debt of approximately \$10 million on the property. The City currently pays approximately \$1.8 million per annum towards this debt. As the current fair market value of the property is closer to \$7 million, a purchase offer would leave the City “upside down”. While we believe that a long term lease would be in the best interest of all parties, we would be open to purchasing at the fair market value.

We propose a long term lease of the property with a flat cash payment to be made to the IDB and a guaranty to the City on local sales tax collections from the property. Should the property fail to generate at least \$1.8 million (or current HUD payment requirement) in annual local sales tax, TPC-NOLA would pay the shortage so that the HUD note can be satisfied. Our initial proposal in 2011, which is publicly available, indicated a base lease payment of \$200,000 per annum. While we believe this amount is fair, we also realize that competing proposals have access to that offer. As such, this lease payment offer should be considered a starting point for negotiations. It would be desirable for a future lease buyout agreement to be included in lease negotiations.

Cost Control Metrics

Demolition/Temp Services	
Vegetation	\$75,000
Demolition	\$200,000
Misc Clean Up	\$75,000
Containers/Disposal	\$37,000
Temp. Lighting	\$45,000
Port-O-Lets	\$7,500
Sanitation Stations	\$3,200
TOTAL EXPENSE	\$442,700

Attractions	
Ride Repair	\$4,000,000
New Attractions	\$15,000,000
Theaters (Av/Electronics)	\$3,400,000
TOTAL EXPENSE	\$22,400,000

Electrical/IT	
Electrical	\$1,800,000
IT	\$600,000
TOTAL EXPENSE	\$2,400,000

Mechanical	
HVAC	\$1,500,000
Plumbing	\$1,250,000
Fire Suppression	\$550,000
TOTAL EXPENSE	\$3,300,000

Buildings/Property	
Building Repairs	\$1,500,000
Building Improvements	\$750,000
Roof Repairs	\$60,000
Main Gate/Ticket Booths	\$175,000
Guard Gates	\$12,000
Ride Entrance Façade	\$75,000
Painting	\$440,000
Facades	\$800,000
Handrail/Fencing	\$100,000
Property Fencing	\$250,000
Coming Attraction Fencing	\$45,000
Property Lighting Package	\$900,000
Ground/Planters Repairs	\$150,000
Walkways	\$400,000
Parking Lot	\$600,000
Landscaping	\$500,000
TOTAL EXPENSE	\$6,757,000

Shade Structures/Canopies	
Walkway Awnings	\$400,000
Building/Restaurant Awnings	\$90,000
Cooling Stations	\$75,000
Queue Line Shading/Awnings	\$225,000
TOTAL EXPENSE	\$790,000

Food & Beverage	
Food & Beverage/Kitchens	\$1,500,000
Tables/Chairs	\$115,000
Snack Shacks	\$275,000
TOTAL EXPENSE	\$1,890,000

Signage	
Venue/Attractions/F&B Signage	\$392,000
Park Signage	\$800,000
TOTAL EXPENSE	\$1,192,000

Audio/Visuals	
Parkwide AV	\$76,800
Restaurant AV	\$25,500
Closed Circuit Camera/AV	\$100,000
TOTAL EXPENSE	\$202,300

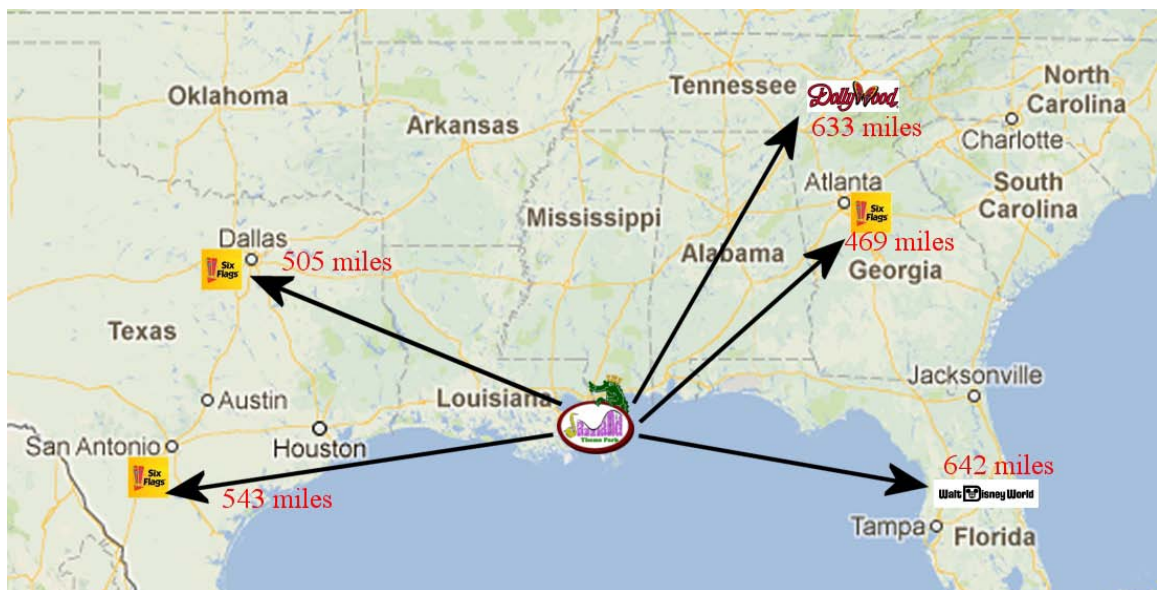
Tools & Equipment	
Tools/Maint Equipment	\$300,000
First Aid Equipment	\$235,000
Golf Cart/Mules	\$25,000
Vehicle/Trucks	\$36,000
TOTAL EXPENSE	\$596,000

Administrative	
Admin/Office Equip.	\$25,000
Payroll/Maintenance	\$1,355,000
HR/Employee Recruitment	\$200,000
Local, State & Legal Fees	\$450,000
Contingency Funds	\$3,000,000
TOTAL EXPENSE	\$5,030,000

PROJECTED START-UP EXPENSE	\$45,000,000
START UP ASSETS	
Cash Required	\$4,000,000
Start Up Inventory	\$1,000,000
Total Start Up Assets	\$5,000,000
TOTAL START UP REQUIREMENTS	\$50,000,000

Market Analysis

Information from recent surveys indicates that the parishes surrounding New Orleans have rebounded since Katrina. Most parishes lost only a small percentage of their populations and only Orleans parish lost a significant amount of population, which it is gaining back steadily. Conventions have also returned to the city. For our purposes, the change in regional population is not significantly different than when Jazzland originally opened in 2000. Based on similar populations, and historical data, it is reasonable to assume that our initial attendance figures will be comparable to those achieved in the past. Given the closure of Astroworld in Houston in 2005, it is also reasonable to assume that we may draw from a larger region allowing us to surpass previous attendance marks.



Amusement park venues have weathered the recession well, with attendance figures increasing in 2010 over the two previous seasons. These venues are still one of the highest cash flow businesses in the world, and as an industry have low failure rates. Venues within the industry range from basic amusement to highly themed parks. While bigger steel coasters are impressive, an atmosphere that appeals to a wide range of ages is favored more by families. There has also been an increase in interactive attractions over the past several years. Our plan focuses on attractions that appeal to a wide range of ages, offer interactive entertainment, and include educational components to provide an enriching environment.

Competition is predominantly from other parks in the region.

Six Flags

Six Flags has properties in Arlington, Texas, San Antonio, Texas and Atlanta, Georgia. These parks are full amusement parks with an additional water park located on site. These sites are all a significant distance from our target site.

Smaller Venues

Currently, there are a few smaller local parks such as Dixie Landin' and Blue Bayou in Baton Rouge.

Other Tourist Attractions

New Orleans offers a wide variety of tourist attractions. They include the French Quarter, the Audubon Zoo, the Aquarium of the Americas, other Audubon Institute venues, the WWII Museum, Harrah's Casino, etc. These attractions appeal to a broad range of demographics.

Representative Case Studies

The New Orleans metropolitan statistical area has a population of just over 1.2 million, with the City receiving over 9 million in tourists annually. Comparatively, Frontier City amusement park in Oklahoma City has achieved 800,000 guests annually drawing upon a similarly sized local market. The slightly smaller Muskegon, Michigan area supports Michigan's Adventure, a Cedar Fair property, with annual attendance in the 900,000 range. Neither of these areas receives the level of tourism that New Orleans achieves.

Branson, Missouri is the home of Silver Dollar City amusement park. While Branson's metropolitan population is less than half that of New Orleans, it enjoys similar tourism numbers with over 7 million tourists in 2013. Silver Dollar City enjoys receiving a little over 2 million visitors annually.

New Orleans population and visitation demographics are as unique as the city. However, based on these 3 comparable parks and the historical operation data from the New Orleans site, we are confident that Jazzland will be able to attract sustainable levels of visitors.

Return on Investment

As the property is City owned, our plans are to transform it into a true asset that benefits the community. In addition to any economic growth the area experiences because of the park's reopening, there will be direct benefits derived by the City including new sales tax collections and job creation.

New Sales Tax Revenue

Based on conservative estimates, the theme park facility should generate approximately \$2 million in new sales tax revenues in Year 1 of operation. This figure steadily increases as sales and attendance climb. With the complete build-out that includes the theme park, film backlot, waterpark and mixed-use venue, the facility should conservatively generate over \$40 million in new direct local sales taxes over the first ten years of operations.

Job Creation

With year round operations of the theme park and backlot, we are estimating that the site will create approximately 400 permanent jobs in the first five years of operations. During the peak summer months, we anticipate 1600 jobs. While several of these are seasonal, there will be over 100 salaried positions with benefits. We will also be offering internship opportunities for the City's youth and working with local colleges and universities so that our leaders of tomorrow can gain experience in the many behind-the-scene jobs, such as accounting, public safety, public relations, engineering, and merchandising.

Asset/Benefit to the Community

We have several initiatives that we will be incorporating into the business model that will aid in having the park be a true asset to the community. We plan to work with several area youth foundations and organizations to create art and music educational opportunities. We also will work with organizations like Café Reconcile and Liberty's Kitchen. These nonprofit restaurants serve as the primary training ground for students seeking to acquire skills in the food service industry. Once students complete the programs, jobs need to be waiting for them so they can continue their fight to break the cycle of poverty. Primarily at our table service dining facility,

we are committed to providing jobs for these young people so they can continue their personal growth. For some students who live in New Orleans East, continued transportation into the City after they complete the program may be problematic. We would be able to offer them a good opportunity closer to home. Likewise, through the park shuttle service, we can work with youth organizations around the City to help provide transportation for employees to reduce barriers.

We have also met with Partnership for Youth Development. Their Youth Leadership Fellowship group conducted research to find out what the City's youth would find most beneficial. They issued a report in 2011, "Youth Goes Live!", that contained their findings. One of the items they would like the most is paid internship opportunities. As we had planned to offer internships, working with PYD seems like a natural extension of what we want to do.

In addition to working with these groups, we want to actively work with the City's schools. A teacher on staff will be creating lesson plans that can help bring the park into the classroom for teachers of all subjects. We also want to assist with career days and other activities where we reach out to elementary, middle, and high school students to show them the varied career opportunities that are available to them. We will also be providing stage performance opportunities for youth bands and choirs.

In order to enhance music and art educational opportunities, we anticipate working with organizations such as the George Rodrigue Foundation for the Arts, the Tipitina's Foundation, and the Ellis Marsalis Center. We will be offering internships focused on art and music, such as sound engineering and stage lighting. We will also be creating a "Music of the Park" CD that will be available in the gift stores. Proceeds from sales will go to the groups involved in the production of the music, such as the Better Than Ezra Foundation, the Tipitina's Foundation, and the Ellis Marsalis Center.

As an economic driver for the area, Jazzland also plans to use many locally owned businesses as suppliers, vendors and consultants. "Sweets and Eats" cupcake bakery on Bullard will be supplying desserts for our sweet shop, while the Anytime Fitness franchisee also on Bullard will be contracted to provide gym memberships to all of our employees.

We are continuing to look for more opportunities that will allow the park to become an even greater asset to the community.

Redevelopment Philosophy

With any major property redevelopment, it is important to first review the facility's history to determine what assets have been popular in the past and that should remain, as well as what issues may have existed that limited the property's previous success. When reviewing the Jazzland/Six Flags property, both versions of the park were examined to determine what the best path moving forward would be. As it has now been closed for as long as it was open, the condition of the infrastructure and improvements and the feasibility of their restoration must also be considered. Changes in the region that may impact the site's future potential were also evaluated.

In order to fully understand the proposed plan, it is important to understand the decision making process that went into it. Research indicates that operations were profitable every year the park was open. It did, however, fall short of some projections. There were also legitimate criticisms regarding the park's offerings that may have led to the shortcomings. Specifically, the lack of shade and water attractions has often been noted. Since the park's closing in 2005, regional competition has decreased with the closing of Six Flags Astroworld in Houston. The site is now centrally located within a large region that is void of any major parks. Lack of competition, however, will not insure success. Any new facility must correct the previous shortcomings and make the best use of the available acreage. As the property is city owned, it is also our opinion that it should serve to benefit the community.

After looking at the park's history, we then looked at what the best possible use of the site might be. The existing park infrastructure is sound and the majority of buildings are in restorable condition. With the level of vacancies of commercial properties in New Orleans East, we do not believe that retail or office space would be a viable option for the initial phase. Likewise, there is an abundance of available acreage in the area that would be a more economical option for alternative uses than demolishing the existing infrastructure to change the purpose. We believe restoring the property to an expanded entertainment venue is the

most feasible option and would be the best use of the property. In addition to the existing park footprint, the entire site includes a significant amount of unused acreage that should be incorporated into the larger entertainment use. We believe the best use of the property is to redevelop the theme park, adding a working film backlot, a water park and a mixed-use venue.

When developing a theme upon which to redevelop the park, we looked at the two previous variants. The original Jazzland focused its theming on New Orleans, but did not fully develop the theme's potential. Six Flags modified some areas to fit themes it used at other parks, separating it from the original intent and moving toward a more generic experience that focused on basic amusement rides and thrills. Over time, the attractions tended to appeal to a more limited age group of teens and young adults. Our intentions are to return to the original Jazzland theme that celebrates the entire state, creating a park that celebrates Louisiana's rich art, music and cultural heritages. While creating a more immersive family environment, the attraction selection will appeal to a wide range of demographics and offer experiences that the entire family can enjoy together.

In order to develop the park using our chosen theme, we plan to incorporate some existing elements, while creating new areas and attractions that highlight a new approach creating a richer and more immersive experience. This level of improvement should increase gate traffic to previous achieved levels of approximately 1 million guests per year.

Overall Conceptual Development Plan

While this proposal includes several changes to the existing site, the overall plan is to be rolled out in phases. The initial phase consists of the theme park and backlot, with the backlot being the first to generate revenues. The waterpark and mixed-use venue would come in later stages as both require more time in the planning and zoning process. The theme park and backlot also need to be operational and generating foot traffic before the mixed-use venue will become completely viable. In the current plan, the park's footprint would be expanded slightly. The new water park would be constructed adjacent to the park, with the film back lot on the I-10 end of the second parcel and the mixed-use venue on the Michoud side.



Jazzland Theme Park

Jazzland will be returned to its roots, a celebration of Louisiana. Our intentions are to infuse the park with art, music and cultural elements that highlight our rich heritage. The park will utilize some of the existing elements, while adding others. The park will be divided into four areas:

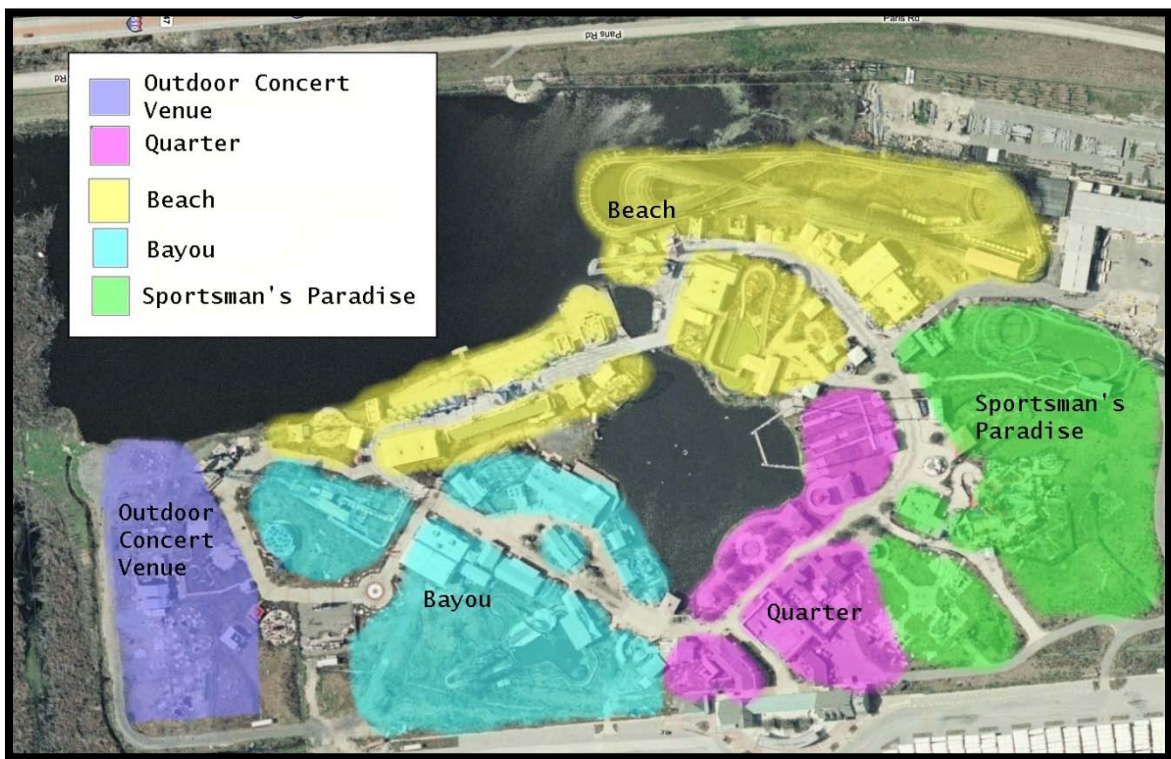
“The Quarter” -- focuses on our history

“The Bayou” -- focuses on our diverse cultures

“The Beach” -- focuses on our enjoyment of life

“Sportsman’s Paradise” -- focuses on our love of the outdoors

Each area will include a selection of attractions that should appeal to the entire family group.



The Quarter

Inspired by the French Quarter, this area of the park focuses on New Orleans' rich history with a mix of attractions, retail and food options. This area serves as the main entranceway and spreads toward the center lake to the new Showboat venue and has a charming setting reminiscent of old New Orleans. There will also be exhibits that highlight our unique history, as well as music education with hands-on activities.

Voodoo Queen's Battle of the Bands

As guests arrive, they will be immersed in a musical environment. The signature attraction in



this area is the “Voodoo Queen’s Battle of the Bands”. The existing theater building will be transformed into a 4D theatre with new theater style seating. We have LED certification for Live Performance Infrastructure tax incentives for this theater. The show itself will highlight our many great musicians, and will also include

some of the state’s best marching bands. Encouraging active participation of the audience, guests should exit the show tapping their feet. The stage venue will also be made available to area schools for their choir and band concerts. This venue will qualify for Louisiana Film Incentives.

Showboat

On the smaller lake, occupying the space that formerly had the Skycoaster, a new stage show venue will be created. Featuring a riverboat style “Showboat”, the musical production will entertain guests of all ages. Offering song and dance, the venue will also allow guests the opportunity to escape the sun and to relax and enjoy the entertainment. This venue will qualify for Louisiana Live Performance Production tax credits.

Imagination Movers Attraction

A new building will be constructed in this area that will feature an Imagination Movers themed indoor interactive area and an indoor dark ride that takes guests on a field trip with the Imagination Movers through our state. This venue will qualify for Louisiana Digital Media production tax credits.

Music Playground

The swings in this area are too badly damaged for re-use. We plan to remove the ride structure and repurpose the area as a music playground with interactive activities where guests can explore pitch and tone.

Other venues

This area of the park will also feature guest services, dining and retail opportunities. Based on preliminary conversations, it is our intent for one of the retail stores in this area to feature Tipitina's merchandise with sales to benefit the Tipitina's Foundation. As detailed later in this proposal, our plans include having the Tipitina's Foundation help provide ambient music at the park. Retail shops will also feature Louisiana products, as we move forward with creating unique exposure opportunities for Louisiana based companies.

During select times during the day, street performers will also entertain guests in this area. A small performance venue will be nearby that will feature small brass bands and other musical acts.

Sportsman's Paradise

Proceeding through the entrance and past the *Quarter* area of the park, guests will find a new area to their right. *Sportsman's Paradise* is a celebration of our great outdoor activities. Featuring all new attractions and venues, this area will focus on experiences that bring guests closer to nature, including attractions that offer active participation. Conservation and educational opportunities that focus on environmental stewardship will also be included.

Interactive Hunting Ride

Interactive rides have proven to be extremely popular with families throughout the industry. Guests can enjoy the attraction together, competing with fellow riders for high scores. This attraction will have a rural north Louisiana theme that allows guests to enjoy the great outdoors, while riding through air-conditioned comfort.

Mudhoggin'

Splash and sling mud as you drive your 4x4 truck down trails and over creeks. This ride system is similar to Tin Lizzie type attractions that allow guests to drive along a track. In our case, the vehicles will be trucks and the track stylized as a dirt road to take guests on their Mudhoggin' adventure.

Red River Run

The signature attraction in this area will be a new river rapids ride. In the park's previous operations, the lack of water attractions was often cited as a shortcoming. Engineered to bring guests on an exhilarating river run through turbulent waters, getting wet is almost guaranteed. Along the way, guests will pass landscaping, wildlife and landmarks that are inspired by central and northern Louisiana and the Red River, such as Natchitoches, Driskill Mountain, Poverty Point, and Camp Beauregard.

Fire engine coaster

With a "fire house" as a queue building, guests will be able to board our suspended fire engine family coaster inspired by Ferrara Fire Apparatus. Celebrating our state's firefighting professionals, and a Louisiana company, the queue area will also feature fire safety educational

elements. The soaker coaster will include water play elements that interact with the river rapids ride. Attraction will also highlight fire safety both at home and while out in the wilderness.

Active Participation Attractions

Giving guests the opportunity to individually experience outdoor activities, active participation



attractions will be added to this area. Guests will be able to test their skills at rock climbing, on the new ropes course or zip line, or in the free play area in this new “No Boundaries” attraction from Whitewater West. The variety of activities offer a range of difficulty so that guests young and old can enjoy them. Guests may also be treated to fishing

lessons and demonstrations with the opportunity to cast a line themselves in our virtual pond.

Animal Habitats & Nature Exhibits

A new alligator habitat will serve as the new home for the current inhabitants of the park. Habitats for a small number of other native species also add to this area, as well as nature exhibits that focus on conservation, wetlands, and coastal restoration. This area will be on a separate loop what will be closed off at dusk.

Animal Stage

Near the location of the former children’s stage, we plan to build a new stage that will feature an animal encounter type show. This venue should qualify for Live Performance Production incentives.

Louisiana Hayride Theater

Louisiana Hayride was a much loved national radio program based in Shreveport. They competed nationally with the Grand Ole Opry. One of their most important achievements was in giving new performers a chance at greatness. The Louisiana Hayride gave many legends their debut, including Hank Williams and Elvis Presley. Maggie Warwick is the current owner of Louisiana Hayride and will be working with us to create a new show for our theater. The theater building itself will be new construction with a design inspired by the Shreveport Municipal Auditorium. This venue has received LED certification for Live Performance Infrastructure credits, and the future show production will qualify for Live Performance production credits. The Louisiana Hayride is in pre-production for a new television show which may also film segments at the theater.



Driskill Mountain

The existing “Jester” coaster will be restored and re-themed as “Driskill Mountain” to fit into the Sportsman’s Paradise area. Riders will travel in and out of the mountain, surprising black bears and disrupting campsites. By offering a visual depiction, albeit not quite as tall as the real thing, school children will have the opportunity to learn about Louisiana’s highest point.

Other Attractions

This area will also feature retail and dining opportunities, along with a water soft play area.

The Beach

Continuing around the park, guests will enter the nostalgic *Beach* area of the park. Inspired by both Pontchartrain Beach and Lincoln Beach, this area focuses on our enjoyment of life and ability to have fun, no matter what adversities are thrown at us. We will be working with Jay and Bryan Batt whose family founded Pontchartrain Beach. Surrounded by music, art, and classic amusement park attractions, guests will be invited to join us for the party.

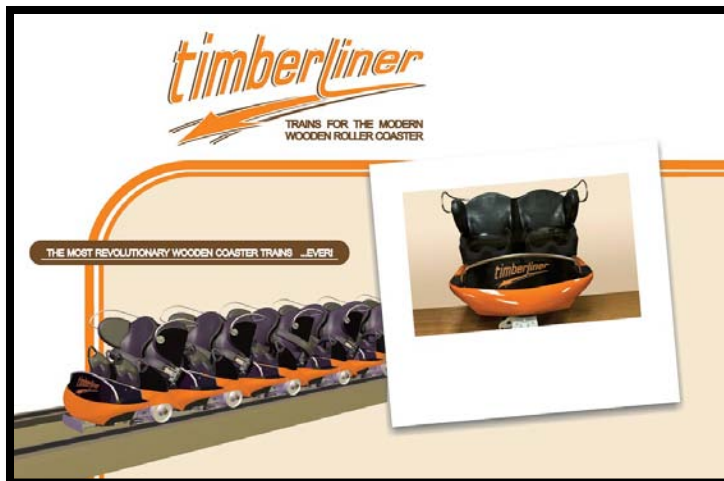
MegaZeph

The MegaZeph coaster has been an iconic ride at the park since it opened. A hybrid wood and steel structure, its original design was inspired by the Zephyr coaster at the historic Pontchartrain Beach amusement park. The ride was originally designed by the now defunct Custom Coasters International (CCI). The structure is a key component of the park's skyline. While it will take a significant capital investment, due to the hybrid nature of the structure, the ride is restorable. We plan to utilize The Gravity Group for the restoration. The Gravity Group has on its staff former CCI engineers that were involved with the original MegaZeph design and construction. Gravity Group had the opportunity to inspect the ride in 2012 and have determined that it can be restored to safe operating condition.



Utilizing The Gravity Group's expertise, a current survey and complete engineering assessment of the structure will be conducted. Once the survey is complete, in addition to any required structural repairs, adjustments may be made to the ride's profile and banking to ensure the smoothest ride possible. Inspired by the original Zephyr, we also plan on adding a tunnel to a section of the track. Once the structure has been returned to safe operating condition, new Timberliner trains with audio capability from Gravity Kraft will be installed.

Finalizing the renovation will be the addition of a soundtrack. Better Than Ezra (BTE) will potentially be supplying the music, turning MegaZeph into the "King of New Orleans". BTE's



passion for music, and love for the city they call home, New Orleans, is a perfect match for the iconic coaster. Theme elements specific to BTE may also be added to the attraction.

Milneburg Lighthouse

The Milneburg Lighthouse, which still stands today near the end of Elysian Fields, was originally built in 1855. With coastal reclamation, it became a key landmark of the former Pontchartrain Beach Amusement Park. Our version, shaped like the original, will stand near the end of the *Beach* area, and stand slightly taller to facilitate housing a drop tower attraction. This attraction is sure to thrill guests.

Sea of Love

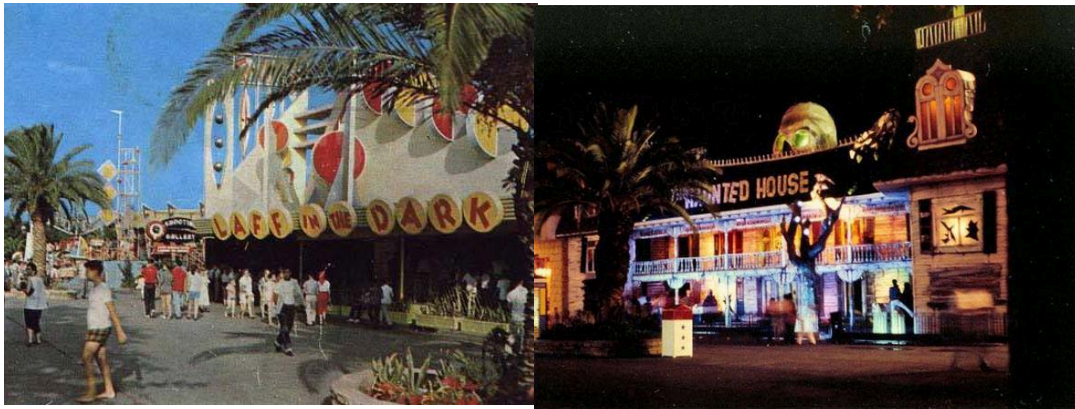
After putting an addition to the back, the former games building will serve as the home for a new *Sea of Love* attraction. Inspired by a classic “Tunnel of Love” type ride system, the new ride will feature a “Sea of Love” soundtrack. “Sea of Love” was originally written and recorded in 1959 by Phil Phillips, a Lake Charles native and Louisiana Music Hall of Fame inductee. We are working with Mr. Phillips and his daughters for this attraction. This enchanting boat ride will immerse guests in a sea of love full of sunsets, moonlight, and cupids.

Bali Ha'i at the Beach

Who can remember Pontchartrain Beach, without remembering Bali Ha'i? The former hamburger stand in the Beach area will be transformed into a Polynesian restaurant, complete with tiki mugs. The existing kitchen area will be repurposed with a new dining room added onto the lake side of the building, offering spectacular views of the lake.

Laff-in-the-Dark, Haunted House & Wild Maus

Inspired by the Pontchartrain Beach originals, the former “Jocco’s” building will be expanded to house a modern Laff-in-the-Dark ride. Nearby, a former games building will be repurposed as the Haunted House, and the Spillway Splashout will be replaced with the Wild Maus, a mouse coaster. We will be working closely with the Batt family on these attractions.



John Scott Sculptures

Nationally acclaimed New Orleans artist, John Scott, has left us a lasting legacy of graceful beauty through his work. One of his biggest projects remains unfinished. Working with Martin Payton, John began work on a project inspired by Lincoln Beach. He proposed an ongoing art experience that included five-foot-tall metal figures of musicians and dancers mounted on buoys that would “dance” with the wind and wave action. His son, Ayo Scott, an exceptional artist in his own right, will be completing that project for installation in the *Beach* area of the park.

Other Attractions & Venues

Other attractions in this area include a new Ferris Wheel, carousel, swing ride and bumper cars. In addition to rides, we anticipate that the area will feature a NOYO shop that features the vibrant clothing collection designed by Ayo Scott. An outdoor stage area will be located near the carousel, and retail and food outlets will complete the area.

The Bayou

Focusing on our rich cultural heritages, the *Bayou* area offers a variety of attractions infused with art and music.

Sugar Flume

The log flume in this area will undergo a complete rebuild with an extension added. The new ride will take guests on pirogues through sugar cane country and into a mill. Guests will be able to learn how sugar gets from the field to the table, while enjoying a cooling, and wet, ride.

Simulator Attraction

While the systems need to be replaced, the building that housed the Cajun Pirates motion simulator, and later the Sponge Bob show, will be fitted with new equipment and a new film. The new film will take guests on an adventure following Louisiana fishermen and alligator hunters through our waters. Simulator attractions appeal to a wide age range and offer guests the opportunity to enjoy an attraction where it is air conditioned and away from the rain.

Other Venues

The pirate ship and airboat rides in this area will be refurbished, if possible, or replaced with similar attractions. This area is earmarked for the first expansion attractions after opening.

This area would also include art educational elements such as "make your own poster" kiosks where children can create their own artwork utilizing a touchscreen interface. Based on preliminary conversations, this area would also draw a connection between the Cajun culture and art through the early artwork of George Rodrigue. As the area continues to use art to help illustrate our rich and varied cultural heritages, the park may potentially also help facilitate art education through programs offered by the George Rodrigue Foundation for the Arts.

The Cajun restaurant will feature class Louisiana cuisine. The venue's stage will host Zydeco groups to entertain diners.

Outdoor Concert Venue

While New Orleans has several small venues with capacities well under 1000, and large venues with capacities greater than 10,000, there is a void at the moderate level. Our plans address this by adding an outdoor concert venue with seating capacity of 1000 and lawn seating available for larger crowds. The stage itself will sit at the big lake, offering the capability of pyrotechnics and specialized lighting for concerts.



Parkwide Amenities

The use of music goes beyond the attractions. Each area of the park will have its own ambient soundtrack. Based on early conversations, we anticipate the Tipitina's Foundation assisting with the creation of these tracks. A site wide recycling program will be put in place, along with having recycling education stations within the park. Green technologies will be utilized during the construction process as well. Alternative energy sources will be featured throughout, especially those being developed by Louisiana based companies. New technologies to conserve and create energy will be utilized whenever possible. Examples include adding solar panels to buildings, installing tubular solar skylights in buildings, utilizing wind turbines, and exploring regenerative braking opportunities on ride systems.

Movie Backlot

In recent years, more and more movie productions have come to Louisiana. New Orleans saw 35 films completed in 2010. While there are several modern sound stages and several locations within the City conducive to filming, there is a need for a backlot facility. While some of the existing park has been used for filming over the course of the last year, a dedicated area where various sets can be constructed should attract more film projects. In addition to creating locations that can't be found elsewhere within the City, a backlot would also be preferred for stunt work, car chases, and pyrotechnic effects as these things are safer to do within a controlled environment.

The backlot facility will be separated from the theme park and waterpark area, reducing any noise issues that operations may create. The re-invented park, waterpark, and concert venue will all be available for filming as well. Structures for ancillary services will be added to the complex. The theme park's machine shop and millwork will be available to customize sets as needed. With the addition of basic services, utilities, and specialized sets, we anticipate being the site for several film projects annually.

Shooting a scene in a real downtown space can be expensive, dirty, time consuming and an inconvenience to area residents or commuters. By giving production companies the ability to make an outdoor environment look exactly the way they need, more projects can come to New Orleans to take advantage of Louisiana's incentive program. Scheduling is simpler, as environmental effects and lighting are easily controlled, and they can have the perfect setting any time of day or year. Security costs can also be reduced, and film makers can shoot in a protected environment that does not disrupt the normal flow of traffic in the City, or the lives of nearby residents.

The initial planned build-out is for a warehouse and equipment storage space and a French Quarter set. Pending current discussions with a major film project, a water tank may be added. Water shots are simply easier in an environment specifically designed for filming. Combining a giant screen backing and set construction experts, the tank can become any water setting that may be needed, from a beach, a country pond, a giant reflection pool or a setting for pirates on the high seas.

With the addition of nearby Starlight Studios, the area could become a centralized center for the film industry.

Baritone Beach Waterpark

While both Jazzland and Six Flags intended to add a water park venue, the site never had this addition. Standalone waterparks draw primarily from their local market, with the average attendance being around 100,000 guests annually. Those associated with theme parks tend to perform better, averaging attendance levels of nearly double of 200,000, based on recent industry data.



Our intentions are to finally add a quality water park.

As a compliment to the “Jazzland” name, our water park will carry a music theme. “Baritone Beach” will offer a unique theme within the industry, with attractions that include “Treble Cliff” and “Crescendo Falls” our skilled water park team will create a venue with a wide variety of attractions.

While a number of people have asked for the addition of a water park, the reality becomes viable as a second gate after Jazzland Theme Park opens. The development of this site will also take longer as it must go through more of the zoning and permitting process.

While the theme park would operate year-round, Baritone Beach would be open seasonally.



Backlot Shoppes



Responding to the City's desire to bring more retail to the area, we plan to bring a mixed-use venue to the property as a future phase. The Backlot Shoppes would include retail and dining, a new grocery store, and a multiplex cinema. The upper floors of the venue would include a limited amount of office space tailored to the film industry, post-production facilities, and an extended stay hotel. Our grocery store tenant, Sterling Farms, has been secured and we have received positive feedback from several retailers interested in the potential of the venue.

Construction Plan

Our construction plan is based on an estimate of when a decision to move forward might be made. The actual time length of the review and contract negotiation period may either shorten or lengthen the final construction timeline. A summary is included here. A detailed construction schedule can be provided upon request.

Pre-Award Period	Present – May 2014
Conceptual Design	Present-June 2014
Architectural & Engineering Design, Preliminary Approvals	April 2014 –September 2014
This phase will include a rolled out construction plan. The City Council must approve the reinstatement of the Special Use permit previously governing the park footprint and approve our modification plans for the main park. The backlot portion of the project will move forward as allowed, working with any potential film that wants to use the site.	
Site Prep	May 2014 - August 2014
This phase will include removal of un-used equipment, vegetation removal, building stabilization, as well as general cleanup work of the existing buildings.	
Main Construction	June 2014 – October 2015
The main park area will undergo significant construction work during this period.	
Park Soft Re-opening	Spring 2015
The soft re-opening will only see the original circular walkway open. Some individual attractions may not open with the park.	
Park Grand Re-opening	Summer 2015
The grand re-opening will include the new Sportsman’s Paradise loop. Individual attractions on this loop may not open until later in the summer or early fall when they are completed.	

The portion of the site that contains the park had a Conditional Use permit specific to a destination resort/entertainment center. A copy of the ordinance is available upon request. We would request that it be re-instated so that construction can begin timely. The portion of the site earmarked for the new water park would need to go through the entire zoning and permitting process. As that is a phase 2 addition, timing is not as critical.

The second parcel slated for the backlot and mixed-use venue is currently zoned 2-family residential. Zoning changes and allowances would need to be made initially to allow the backlot use, and in the future for the mixed-use venue.

Items to be Removed

At this time, our plans call for all of the building structures to be reutilized as well as a small number of rides. These rides specifically are planned for refurbishment:

MegaZeph coaster

Jester coaster

Log flume

A limited number of existing rides will be replaced with “same” or similar. These should be inspected prior to removal to salvageable re-usable components:

Airboat ride

Pirate ship

Simulator ride components

Bumper cars

Ferris Wheel

Jocco’s

Kiddie driving trail

The remainder of the rides will be removed. Some equipment pads and foundations are slated for re-purposing and should remain intact.

Any kitchen equipment, HVAC systems, motors, electrical control boxes, etc., that can be used for core replacements or rebuilds should remain at the park so that they can be replaced. These items would be dealt with on a case-by-case basis with the City being informed of anything unusable that can be auctioned, or we will handle the removal.

DBE Participation

TPC-NOLA, Inc. is a woman owned and controlled company that meets the qualifications of a Disadvantaged Business Enterprise. We are currently in the process of becoming DBE certified by Louisiana DOTD. As such, we uniquely understand the difficulties DBE firms must overcome to enter the competitive marketplace.

We have an internal DBE goal to meet or exceed those required by the City and IDB. Our intentions with this goal is not to merely meet a quota, but to encourage the use of a diversified portfolio of Louisiana companies and to bring meaningful opportunities to disadvantaged businesses.

In order to achieve these goals, we have utilized the City's SLDBE directory and the state's LA-UCP directory to identify potential contractors, service providers, vendors and consultants for our project during both construction and for continuing operations. We have reached out to several of these companies. For one of our first needs, Elliott Security Solutions a New Orleans based DBE firm, has been selected to provide security services for the park, once we gain control.

While the prudent use of our funding requires a competitive bidding process for contracting services, qualified DBE firms will be given invitations to bid without unnecessary obstacles such as bid bonds that may hinder their opportunity. During the bidding process, all efforts will be made to receive an adequate number of bids from DBE firms so that a meaningful number of contracts can be awarded to them. Locally owned firms that may meet DBE requirements, but have not gone through the certification process, will be encouraged to work with the Mayor's Supplier Diversity office to get certified. By utilizing the SLDBE directory and reviewing potential firms, we can also identify specific scopes of work for service contracts that are within the services offered.

With the extensive construction experience of our executive team, we are also in the unique position of being able to be contract directly with subcontractors, rather than allowing a general to make the choices. We can break out contract work in an economically feasible manner that includes the potential for maximum DBE involvement. Our construction schedule lends itself to

smaller contracting opportunities as each individual attraction will be treated as its own project. For example, there will not be one large contract for HVAC work across the entire property. Instead, there will be a contract opportunity for HVAC for the Sea of Love attraction, and another contract for the Laff-in-the-Dark attraction. Similarly, architectural service contracts will be available at the individual attraction level and vary from new construction to remodel work, increasing the ability to reach DBE firms.

Contact Information

More information about our plans, including interactive map, is available at our website or on Facebook:

<http://www.JazzlandPark.com>

<http://www.facebook.com/JazzlandPark>

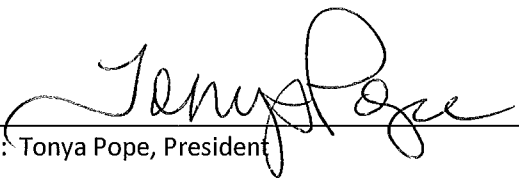
Tonya Pope, President
TPC-NOLA, Inc.
10175 Mammoth Ave.
Baton Rouge, LA 70814

225-395-9449
225-216-1782 fax
tpope@paidiaparks.com
tpope@JazzlandPark.com

Conclusion

TPC-NOLA, Inc. respectfully submits this proposal for consideration. We look forward to the opportunity to present our proposal in person and to answer any further questions the review committee, IDB board members, City officials, or citizens of Orleans Parish may have.

TPC-NOLA, Inc.


By: Tonya Pope, President

AFFIDAVIT

REQUEST FOR PROPOSALS FOR THE
REDEVELOPMENT OF THE FORMER
JAZZLAND/SIX FLAGS AMUSEMENT PARK SITE
IN NEW ORLEANS EAST

STATE OF Louisiana

COUNTY/PARISH OF East Baton Rouge

On this 28th day of February, 2014, before me, the undersigned Notary Public, personally came and appeared, TONYA POPE, who, being first duly sworn, deposed and said that:

1. He/she is the authorized representative of TPC-NOLA, Inc., hereafter called "Developer."

2. As of this date, neither the Developer nor any principal, member, or officer of the Developer is delinquent in any taxes or other amounts payable to the City of New Orleans.

3. No owner, partner, shareholder or other principal, officer or employee, of the Developer has, within the preceding five years, been convicted of, or pled guilty to, a felony under state or federal statutes for embezzlement, theft of public funds, bribery, or falsification or destruction of public records.

4. The Developer hereby confirms that a conflict(s) of interest (please initial one of the following):

 exists
XP does not exist
 might exist

in connection with this solicitation which might impair Developer's ability to perform if chosen to develop the Six Flags Property (the "Property"), including any familial or business relationships that the Developer, and its principals have with city officials or employees. (If a conflict of interest exists and/or may exist, describe in a letter the nature of the conflict, the parties involved and why there is a conflict. Attach said letter to this affidavit).

5. The Developer has not employed or retained any company or person, other than a *bona fide* employee working solely for the Developer, to solicit or secure the subject award. The Developer has not paid or agreed to pay any person, other than a *bona fide* employee working for the Developer, any fee, commission, percentage, gift, or any other consideration contingent upon or resulting from the subject award.

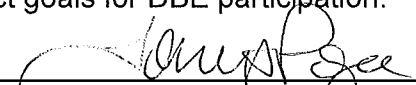
6. The Developer acknowledges that if selected to pursue development of the Property:

- (a) it may be required to enter into a lease or other agreement relating to the development of the Property and make a monthly lease payment to the Industrial Development Board of the City of New Orleans, Louisiana, Inc. ("IDB") during the development period in an amount to be negotiated;
- (b) it must allow the IDB to continue entering into concession agreements on a temporary basis (i) to film or television production companies that wish to use the property for filming activities during the development period and/or (ii) to other entities that wish to use the property on a temporary basis for activities that do not interfere with the applicant's development activities; and
- (c) it will agree to insure, maintain and secure the Property during the term of any development activities.

6. Following is a list of all campaign contributions made by the Developer and any owner, partner, shareholder or other principal, officer or employee of the Developer (or by the spouse of any of the foregoing persons) to any elected official of the City of New Orleans or Orleans Parish for the period beginning January 1, 2012, through the date of this affidavit (add additional sheets if necessary):

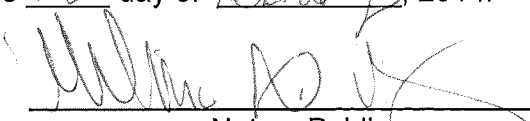
None.

7. The Developer acknowledges receipt of the IDB/City Goals and Guidelines for the use of DBEs and agrees to use its best efforts to fully comply with the such goals and guidelines in the development of the Property, including all reporting requirements and any specific contract goals for DBE participation.


Developer Representative Signature

Name: TONYA POPE
Address: 10175 Mammoth Ave
Baton Rouge, LA 70814

Sworn to and subscribed before me this 28 day of February, 2014.


Notary Public

MELISSA A. MILEY
Notary Public, LSBA #28683
My Commission is for Life

Appendix

Appendix A - Letters



February 27, 2014

VIA EMAIL

Ms. Tonya Pope
TPC-NOLA, Inc
10175 Mammoth Ave.
Baton Rouge, LA 70801

RE: Acquisition, and Renovation Financing for Jazzland theme Park

Dear Ms. Pope,

This letter shall serve to confirm the on-going conversations between TPC-NOLA, Inc and First NBC Bank with regards to participation and possible financing and tax credit allocation for the planned Jazzland Theme Park Project to be located in New Orleans, LA. First NBC Bank has reviewed information provided on the proposed \$50 million dollar project, the most recent of which outlines possible financing and equities being derived from New Market Tax Credit Equities, Bond Issues and conventional commercial financing

While this letter does not represent a commitment for financing or a commitment to provide New Market Tax Credit Allocation, First NBC is tracking the project and does maintain the project on its pipeline of possible NMTC projects under consideration for future allocation and NMTC Equity. Currently, First NBC Bank does not have any NMTC Allocation available for use in this project, but is currently awaiting the NMTC Award announcements that should be made by May 2014. Should First NBC receive an allocation award during 2014, the Jazzland Theme Park Project will receive consideration for a NMTC allocation for use in development of the project.

Should the project receive an allocation of NMTCs from First NBC Bank or another qualified Community Development Entity (CDE), First NBC will modify the above terms to comply with applicable NMTC financing rules, and First NBC Bank will seek to also provide equity for the Project by serving as the NMTC Equity Investor.

First NBC Bank looks forward to working with you in this development project, and we are anxious to see this project move towards a closing process. Should you have any questions or need further clarification, please feel free to contact me at your convenience. My email address is bcalloway@firstnbcbank.com, and my direct dial phone number is (504) 671-3814.

Sincerely,

Brad Calloway
Executive Vice President

December 12, 2013

TPC-NOLA, INC.
10175 Mammoth Ave.
Baton Rouge, LA 70814

Re: LP INF: 0031-2013 **Jazzland Theme Park- Quarter Theater**
Live Performance Infrastructure - Initial Certification Letter

Based solely on our examination of the factual representations set forth in the application of **Jazzland Theme Park- Quarter Theater** and supporting documentation dated **December 10, 2013**, the Secretary of the Department of Economic Development (the "Secretary") through the Office of Entertainment Industry Development (the "Office"), hereafter collectively "LED," hereby initially certifies the **Jazzland Theme Park- Quarter Theater** as a state-certified musical or theatrical facility infrastructure project, hereafter known as "Live Performance" infrastructure project.

****This is NOT an approval of any expenditures or guarantee of any tax credits. LED will not make a final determination on the qualifying nature of any proposed expenditures until review of an audit, expense details and any other pertinent supporting information.****

All expenditures submitted to LED must be substantiated by an audit performed by an independent licensed CPA and be in compliance with all other requirements of the applicable law (La. R.S. 47:6034) and program regulations (LAC 61:I. 1690-1697).

It is the understanding of both parties that:

- 1) **Jazzland Theme Park- Quarter Theater** meets the statutory definition of a "state certified infrastructure project," as such term is defined in La. R.S. 47:6034 B (11) (b) and that **TPC-NOLA, INC.** has submitted all of the support information necessary to issue this initial certification letter. It is further understood and agreed to by applicant that the primary use of the proposed facility is for production of live performances.
- 2) **TPC-NOLA, INC.**'s anticipated base investment is as follows:
 - a. Total budget: \$3,000,000
 - b. Louisiana payroll: 1,200,000
 - c. Louisiana expenditures*: **\$3,000,000**
 - d. **Estimated** tax credits: **\$870,000**

(*Only the qualifying Louisiana expenditures actually expended, which may be more or less than the amount estimated above, will be eligible to earn tax credits.)

- 3) Infrastructure expenditures may include expenditures in the state related to the construction, repair or renovation of the **Jazzland Theme Park- Quarter Theater** project, movable and immovable property and equipment related thereto.

December 12, 2013

TPC-NOLA, INC.
10175 Mammoth Ave.
Baton Rouge, LA 70814

Re: LP INF: 0032-2013 **Jazzland Theme Park- Paradise Theater**
Live Performance Infrastructure - Initial Certification Letter

Based solely on our examination of the factual representations set forth in the application of **Jazzland Theme Park- Paradise Theater** and supporting documentation dated **December 10, 2013**, the Secretary of the Department of Economic Development (the "Secretary") through the Office of Entertainment Industry Development (the "Office"), hereafter collectively "LED," hereby initially certifies the **Jazzland Theme Park- Paradise Theater** as a state-certified musical or theatrical facility infrastructure project, hereafter known as "Live Performance" infrastructure project.

****This is NOT an approval of any expenditures or guarantee of any tax credits. LED will not make a final determination on the qualifying nature of any proposed expenditures until review of an audit, expense details and any other pertinent supporting information.****

All expenditures submitted to LED must be substantiated by an audit performed by an independent licensed CPA and be in compliance with all other requirements of the applicable law (La. R.S. 47:6034) and program regulations (LAC 61:I. 1690-1697).

It is the understanding of both parties that:

- 1) **Jazzland Theme Park- Paradise Theater** meets the statutory definition of a "state certified infrastructure project," as such term is defined in La. R.S. 47:6034 B (11) (b) and that **TPC-NOLA, INC.** has submitted all of the support information necessary to issue this initial certification letter. It is further understood and agreed to by applicant that the primary use of the proposed facility is for production of live performances.
- 2) **TPC-NOLA, INC.'s** anticipated base investment is as follows:
 - a. Total budget: \$4,000,000
 - b. Louisiana payroll: 1,600,000
 - c. Louisiana expenditures*: **\$4,000,000**
 - d. **Estimated** tax credits: **\$1,600,000**

(*Only the qualifying Louisiana expenditures actually expended, which may be more or less than the amount estimated above, will be eligible to earn tax credits.)

- 3) Infrastructure expenditures may include expenditures in the state related to the construction, repair or renovation of the **Jazzland Theme Park- Paradise Theater** project, movable and immovable property and equipment related thereto.

KENNETH SHIERS



140 Winding Ridge Road • White Plains • New York • 10603

914-629-6294 • kbshiers@gmail.com

Date: February 26, 2014

To Whom It May Concern:

I have had the pleasure of working with Tonya Pope and the Paidia Company for over three years. As a real estate professional in New York City, I initially reached out to her regarding a potential business opportunity. Her knowledge of the entertainment industry has been immensely helpful on a number of projects since. Across a variety of property types, she has identified whether an entertainment venue was the best use. If such a use was viable, she evaluated what the best match within the industry would be. Through her network of contacts and associates, she has brought major brands and intellectual property owners to the table to continue negotiations. In addition to site evaluations, her business aptitude has been demonstrated repeatedly in evaluating the financial viability of these business opportunities. Whether it was a restaurant or retail space in Times Square, a developed site in need of a new direction, or raw acreage in need of vision, her insights have been invaluable.

I currently have two ongoing major projects, each with major international entertainment companies attached, that Tonya is assisting me with. Without Tonya's insights and business acumen, these companies would not be involved. I do not hesitate in recommending Tonya for any endeavor within the entertainment or development sectors.

Sincerely,

Kenneth Shiers



ELLIOTT SECURITY SOLUTIONS

4650 General DeGaulle Dr. New Orleans, LA 70131

PHONE: (504) 392-4424

FAX: (504) 324-0538

"WE ARE THE SOLUTION TO YOUR SECURITY NEEDS"

February 25, 2014

Tonya Pope
The Paidia Company
10175 Mammoth Avenue
Baton Rouge, Louisiana 70814

Dear Tonya,

Elliott Security Solutions is pleased to submit herewith our letter of interest to participate in the "Jazzland Park Project".

Since being invited to address this exciting opportunity, our team members have collaborated to produce a preliminary plan for security that we believe will secure Jazzland Park. Elliott Security Solutions is comprised of a team of professionals with a proven track record in this region for providing quality security services. Our team is comprised of members who have worked together on numerous successful projects. You can be assured that the lead partners in our group will manage the project closely and carefully, and accountability for results will never be delegated. Elliott Security Solutions looks forward to working on the Jazzland Park Project.

Thank you for giving us the opportunity to participate.

Sincerely,

Darrin Elliott Sr.
CEO



Tyrone Smith, Senior Pastor

3536 St. Ferdinand Street

To Whom It May Concern:

I greet you in the Name of Jesus Christ!

It is a privilege to write on behalf of my congregants in support of the Jazzland project. Many of NGOMS live in New Orleans East and have supported community development of the vacant Jazzland facility. Renovating the facility will generate new jobs, and provide economic growth in the area. In addition to the economic development renovating this property will afford family activities in the Greater New Orleans area and reduce the crime that has plaque the area.

If you need additional support of this project do not hesitate to call me at 504-782-3616 or my assistant Elder Jarlene Crawford, Jarleneg@aol.com, 504-421-5905.

My pleasure,

Tyrone Smith,
Senior Pastor



Celebrating 10 Years of Community Services

13435 Granville Street
Office: 504.255.0400

Email: vietno13435@gmail.com

New Orleans, LA 70129
Fax: 504.255.0490

Website: vietno.org – facebook.com/vietno1

Family First Program

Expanded Learning Time

Expanded Summer
Adventure

Free Tax Preparation
Service

English as a Second
Language (ESL) Classes

Shining Stars Senior
Program

Family Case Management
Services

Financial Management: A Second Language

Technical Assistance: Loan
Packing & New Business
Startup

Financial Education
Workshops

Business Networking

Tax Education and
Remediation Services

Let's Move Again!

Day of PLAY

Boo in Michoud

Breast Cancer
Awareness

Senior Olympics

SNAP (Supplement Nutritional Assistance Program) GOLD Level Community Partner

VIET works to
develop educational
and economic
training programs
and act as a
resource center for
minority residents
in Louisiana.

501c3 tax exempt

February 28, 2014

Tanya Pope
The Paidia Company
Baton Rouge, LA

Dear Tanya:

VIET is happy to provide you with a Letter of Support for the Jazzland project.

It is truly an eye sore for the past eight years to see such valuable, untouched land underdeveloped and the community is in need of such development. As a homeowner in Willowbrook subdivision, which locates about less than 3 miles from the property, the Jazzland project is best fitted for such development.

As the Executive Director of a local nonprofit organization that works with over 600 families, our families are craving for the return of Jazzland. Our children need an outlet to be active. Our young people need opportunity to work and develop their employment skills. Our families need a safe place where we can spend time together.

The Jazzland Project will truly add value to our community and support our working families. In addition, the project will help redevelop a property that has been abandoned for so many years. Our families truly support the Jazzland Project because of what it will provide for our families, our children and community.

Sincerely,

A handwritten signature in cursive script that reads "Cyndi".

Cyndi Nguyen
Executive Director

Appendix B – Concept Art



JAZZLAND OVERALL SITE PLAN



Jazzland Theme Park – Conceptual Map



The Quarter

Attractions

- Voodoo Queen's Battle of the Bands** -- 4D Theater New stadium style seating showcasing Louisiana's rich musical heritage and audience participation.
- Imagination Movers** -- Interactive play area and ride
- Music Playground** -- Play area offering guests the opportunity to make their own music.
- Showboat** -- Riverboat stage on small lake will feature newsong and dance review.

Dining

- A** Poboy and Bánh mì sandwich shop

The Beach

Attractions

- Laff-in-the-Dark** -- Take a ride through a classic funhouse inspired by the same ride from Pontchartrain Beach.
- Apollo** -- Swing ride inspired by our NASA neighbor.
- Wild Maus** -- Mouse type coaster.
- MegaZeph** -- Wooden-hybrid coaster inspired by the classic Zephyr coaster at the Beach. Our "King of New Orleans" will feature a Better Than Ezra music soundtrack.
- Haunted House** -- Classic dark ride
- Carousel**
- Bandstand** -- Outdoor stage features small musical groups during the day, and dance at night.
- Ferris Wheel**
- Sea of Love** -- Classic tunnel-of-love style amusement ride that features the classic hit song "Sea of Love" by Louisiana native and Louisiana Music Hall of Fame inductee Phil Phillips.
- Bumper Cars**
- Kinetic Sculptures** -- Inspired by the original Lincoln Beach, these sculptures were designed by New Orleans own John Scott. John's son, Ayo, will be commissioned to complete his work.
- Milneburg Lighthouse** -- The historic Milneburg lighthouse stood near the entrance gate of Pontchartrain Beach. Ours will house a drop tower attraction that is sure to thrill.

Dining

- A** **Bali Ha'i at the Beach** -- Inspired by the Beach original, table dining and tiki mugs with breath taking views of the lake.

Sportsman's Paradise

Attractions

- Pelican's Nest** -- Spinning teacup type ride
- Hunting Adventure** -- Interactive ride where guests compete against each other using their laser guns.
- Water Play Area**
- Mudhoggin'** -- Get behind the wheel to take a 4x4 on an offroad adventure.
- Outdoor Stage** -- new animal show
- Animal Enclosures** -- The alligators that currently live in the big lake will find a new home here, along with a small selection of other native species.
- Wildlife Education Center** -- Center highlights our native species, coastal regions, wetlands, and native plantlife.
- No Boundaries** -- Participatory ropes course, rock wall, zip line and free play area, all in one.
- Fire Engine Coaster** -- Inspired by Ferrara Fire Apparatus, unleash your water bombs on guests below.
- Red River Run** -- White water rafting adventure past North Louisiana landmarks.
- Louisiana Hayride Theater** -- Live shows inspired by the original Hayride radio show.
- Driskill Mountain** -- Take a coaster ride through Louisiana's tallest mountain.

Dining

- 25** Home Cooking

The Bayou

Attractions

- Simulator Ride** -- Take a trip through Louisiana waters as this adventure lets you follow shrimpers, and gator hunters.
- Cajun Cowboy Art Center** -- Hands on art activities created with the help of the George Rodrigue Foundation for the Arts.
- Sugar Flume** -- Ride a pirogue through cane country and into a mill as guests learn about the sugar industry while cooling off
- Airboats** -- Spinning Flat Ride
- Pirate Ship** -- Take a wild ride on Lafitte's ship.

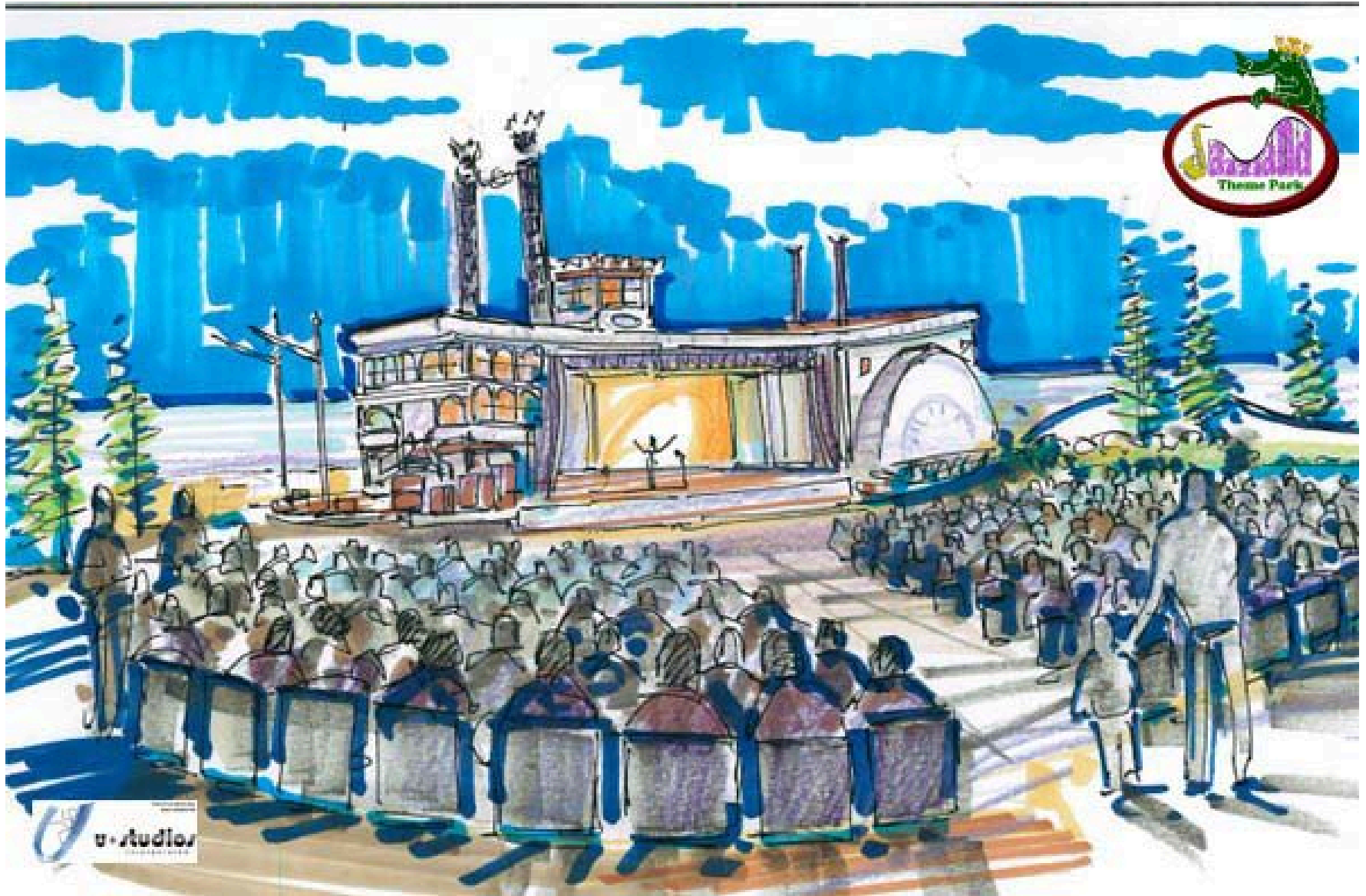
Dining

- A** **Ile Gumbo** -- Classic Louisiana foods
B **Ice Cream Parlor**
C **Dessert Shop**

Jazzland Theme Park -- Park Map



Jazzland Theme Park – Sportsman's Paradise



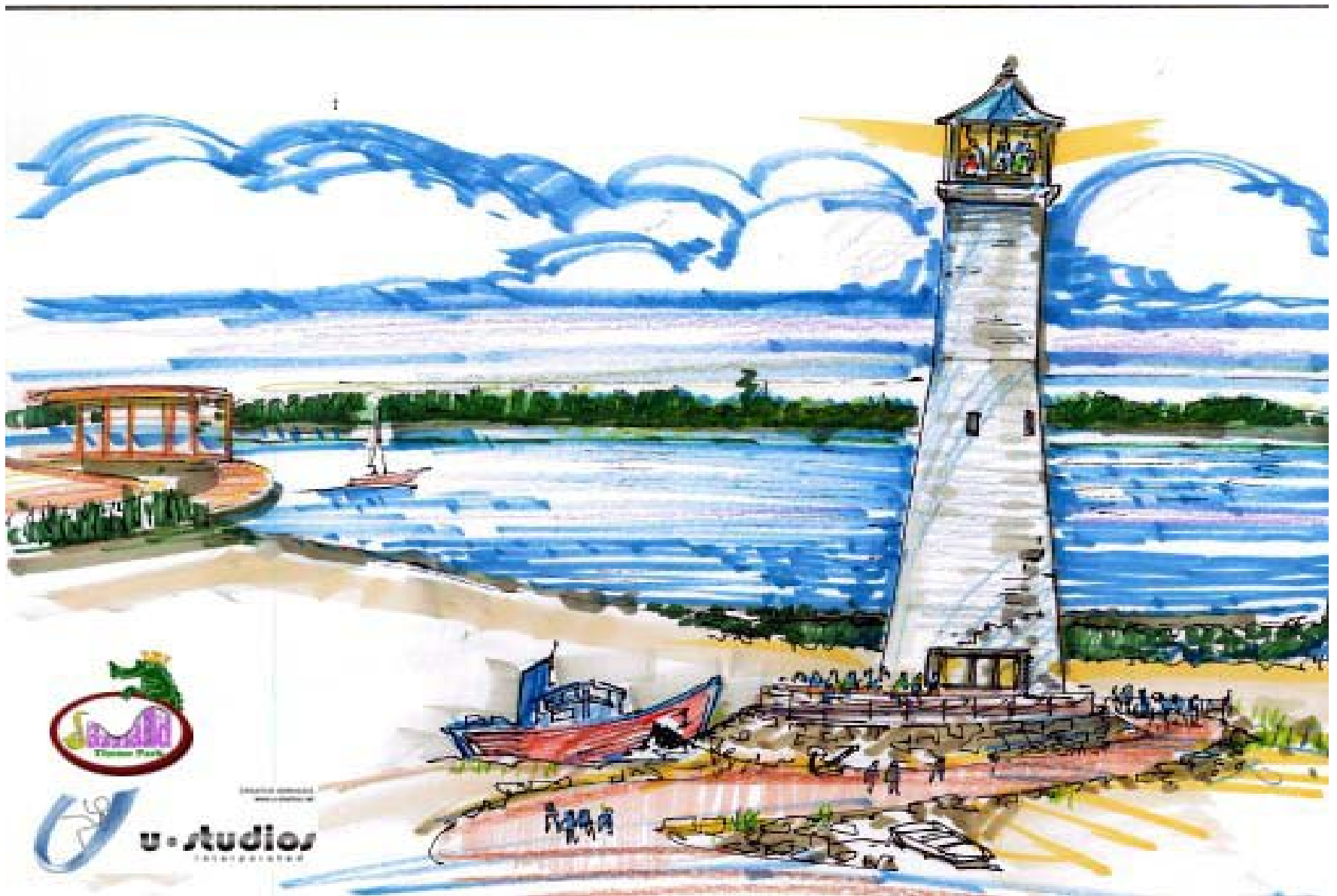
Jazzland Theme Park – Showboat



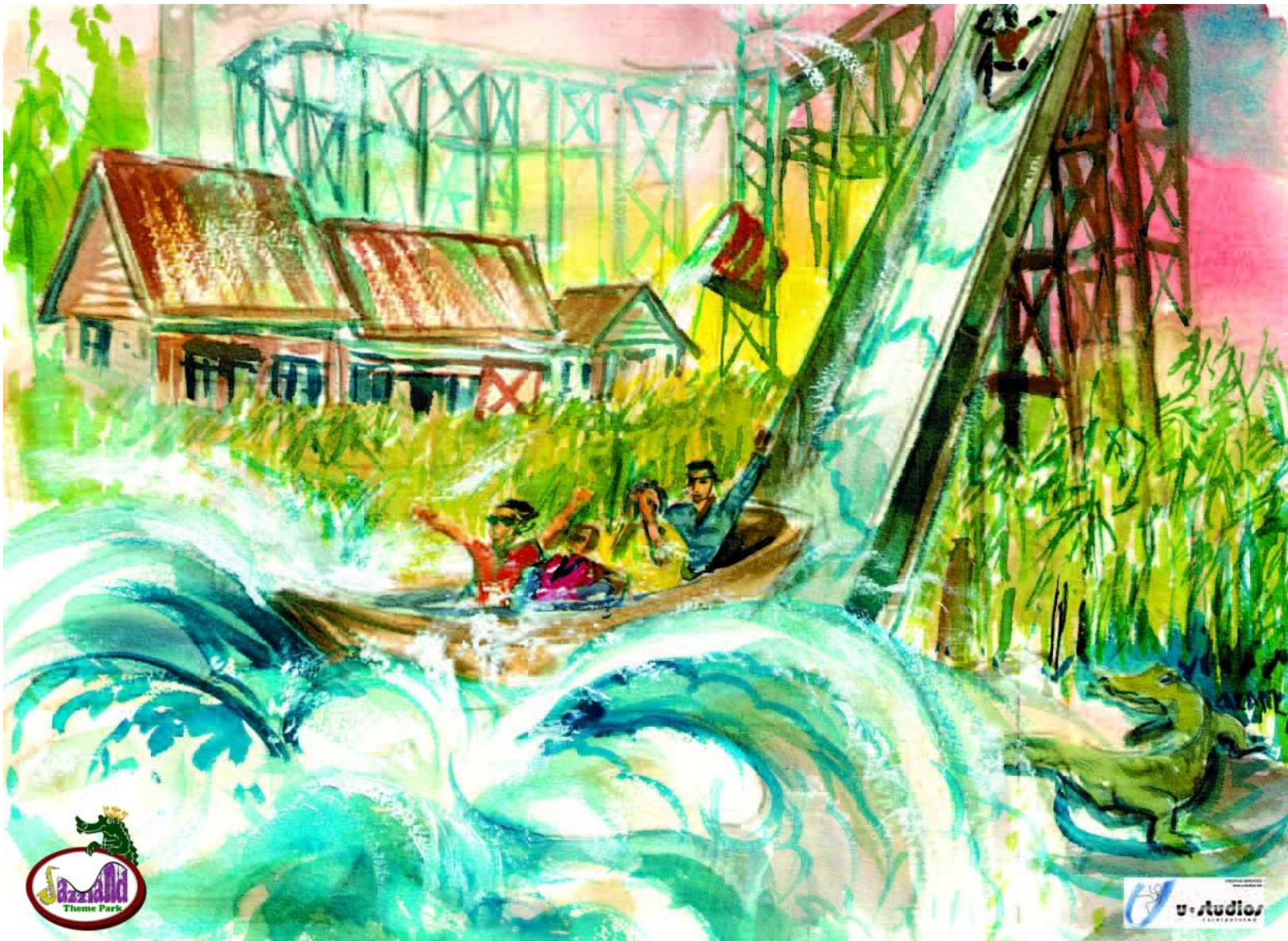
Jazzland Theme Park – Mudhoggin’



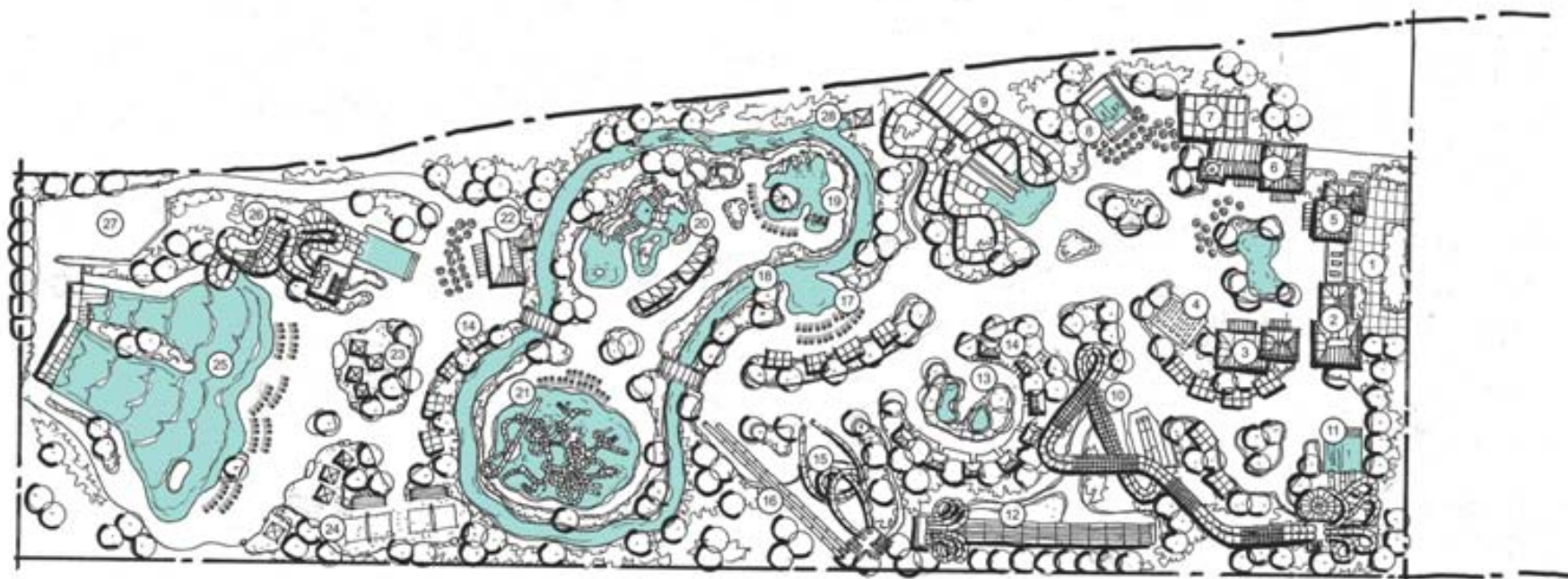
Jazzland Theme Park – Red River Rapids



Jazzland Theme Park – Milneburg Lighthouse Droptower



Jazzland Theme Park – Sugar Flume



LEGEND:

- | | |
|--|---|
| 1. ENTRY | 19. ACTIVITY POOL WITH DROPS SLIDES AND SWIM UP BAR |
| 2. TICKETS/RETAIL | 20. TOTS POOL |
| 3. CHANGEROOMS/SHOWERS | 21. INTERACTIVE PLAYT STRUCTURE - GIANT RAIN FORTRESS |
| 4. LOCKERS | 22. SECONDARY FOOD AND WASHROOMS |
| 5. RETAIL | 23. RENTAL CABANAS ON SAND BEACH |
| 6. MAIN FOOD BUILDING | 24. BEACH VOLLEYBALL |
| 7. DINING TERRACE UNDER SHADE CANOPY | 25. DOUBLE WAVE POOL |
| 8. FLOW RIDER SURF RIDE | 26. VIPER COMPLEX WITH PASS-THROUGH |
| 9. FAMILY RAFT RIDE/BOOMERANGO COMPLEX | 27. MECHANICAL/SERVICE AREA |
| 10. DUELING MASTER BLASTERS | 28. WAVE ACTION CHANNEL |
| 11. INNER TUBE/SUPERBOWL SLIDE COMPLEX | |
| 12. 6 LANE WHIZZARD COMPLEX | |
| 13. SPAS | |
| 14. RENTAL CABANAS | |
| 15. DUELING AQUALOOPS | |
| 16. HIGH THRILL SLIDES | |
| 17. ZERO BEACH ENTRY | |
| 18. LAZY RIVER | |

