

MEMO

OCT 29 2018



County  
Administrator

Robert Wilson

701-241-5770

wilsonro@casscountynd.gov

TO: Cass County Board of Commissioners  
FROM: Robert Wilson  
DATE: October 29, 2018  
SUBJECT: Consideration of 10 Year PILOT for Enclave Development LLC

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On September 4<sup>th</sup> the Commission was scheduled to consider a 10-year PILOT application for Enclave Development, LLC. The first five years would be a 100% exemption on the value of the improvement, the second five years would be a 75% exemption on the improvement value. At the meeting on September 4<sup>th</sup>, the Commission was asked not to act on the application because the applicant and the City of Fargo were still gathering application information.

The City of Fargo has now provided a 'But-For' test on the project that was prepared by the City's financial consultant, PFM. The test is an assessment/opinion of the project's need for financial incentives. Included with this memo is PFM's assessment that the project is not feasible in its current scope without the requested public assistance.

The project is a 60-75 unit apartment complex that will include enclosed, secured parking and various amenities for residents. It will be located in the 300 block of 11<sup>th</sup> Street North. The value of the improvement is approximately \$8.75 Million. The value of the land is approximately \$196,000.

Respectfully Submitted,

Robert W. Wilson  
County Administrator

**Suggested Motion:**

Move to (not) participate in the request for a payment in lieu of taxes (PILOT) incentive for a downtown housing project in Fargo submitted by Enclave Development LLC for a ten-year period.



RECEIVED

JUL 13 2018

FARGO ASSESSOR  
BY EMAIL FROM  
JIM GILMOUR

### Application For Property Tax Incentives For New or Expanding Businesses

N.D.C.C. Chapter 40-57.1

Project Operator's Application To Fargo  
City or County

File with the City Auditor for a project located within a city; County Auditor for locations outside of city limits.

A representative of each affected school district and township is included as a non-voting member in the negotiations and deliberation of this application.

This application is a public record

#### Identification Of Project Operator

1. Name of project operator of new or expanding business Enclave Development LLC

2. Address of project 312 11th St N plus adjoining parcels owned by Enclave Companies LLC See Attachment B  
City Fargo County Cass

3. Mailing address of project operator 1 2nd St N Suite 102  
City Fargo State ND Zip 58102

4. Type of ownership of project  
 Partnership                       Subchapter S corporation                       Individual proprietorship  
 Corporation                       Cooperative                       Limited liability company

5. Federal Identification No. or Social Security No. 38-3860391

6. North Dakota Sales and Use Tax Permit No. NA

7. If a corporation, specify the state and date of incorporation \_\_\_\_\_

8. Name and title of individual to contact Austin J Morris  
Mailing address 1 2nd St N Suite 102  
City, State, Zip Fargo ND 58102 Phone No. 701-361-4840

#### Project Operator's Application For Tax Incentives

9. Indicate the tax incentives applied for and terms. Be specific.

<input type="checkbox"/> <b>Property Tax Exemption</b>	<input checked="" type="checkbox"/> <b>Payments In Lieu of Taxes</b>
_____ Number of years	<u>2019</u> Beginning year <u>2029</u> Ending year
_____ Percent of exemption	_____ Amount of annual payments (attach schedule if payments will vary)

10. Which of the following would better describe the project for which this application is being made:  
 New business project                       Expansion of a existing business project

**Description of Project Property**

11. Legal description of project real property

See Attachment B

12. Will the project property be owned or leased by the project operator?  Owned  Leased

If the answer to 12 is leased, will the benefit of any incentive granted accrue to the project operator?  
 Yes  No

If the property will be leased, attach a copy of the lease or other agreement establishing the project operator's benefits.

13. Will the project be located in a new structure or an existing facility?  New construction  Existing facility

If existing facility, when was it constructed? \_\_\_\_\_

If new construction, complete the following:

a. Estimated date of commencement of construction of the project covered by this application 09/01/2018

b. Description of project to be constructed including size, type and quality of construction  
60-75 unit apartment community with enclosed, secure parking, and various amenities for future residents


c. Projected number of construction employees during the project construction 100+

14. Approximate date of commencement of this project's operations 09/01/18

15. Estimated market value of the property used for this project:

- a. Land..... \$ 196,000
- b. Existing buildings and structures for which an exemption is claimed..... \$ 0
- c. Newly constructed buildings and structures when completed ..... \$ 8,750,000
- d. Total..... \$ 8,946,000
- e. Machinery and equipment ..... \$ 0,

16. Estimate taxable valuation of the property eligible for exemption by multiplying the market values by 5 percent:

- a. Land (not eligible) ..... 
- b. Eligible existing buildings and structures..... \$ 0,
- c. Newly constructed buildings and structures when completed..... \$ 437,500
- d. Total taxable valuation of property eligible for exemption (Add lines b and c)..... \$ 437,500
- e. Enter the consolidated mill rate for the appropriate taxing district ..... 285.49
- f. Annual amount of the tax exemption (Line d multiplied by line e) ..... \$ 124,902.00

**Description of Project Business**

**Note: "project" means a newly established business or the expansion portion of an existing business. Do not include any established part of an existing business.**

17. Type of business to be engaged in:  Ag processing  Manufacturing  Retailing  
 Wholesaling  Warehousing  Services

18. Describe in detail the activities to be engaged in by the project operator, including a description of any products to be manufactured, produced, assembled or stored (attach additional sheets if necessary).

Develop and manage/lease 60-75 units of housing and amenity space on the fringe of

Fargo's downtown.

19. Indicate the type of machinery and equipment that will be installed  
NA

20. For the project only, indicate the projected annual revenue, expense, and net income (before tax) from either the new business or the expansion itself for each year of the requested exemption.

Year (12 mo. periods)	New/Expansion Project only	New/Expansion Project only	New/Expansion Project only	New/Expansion Project only	New/Expansion Project only
	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Year 4</u>	<u>Year 5</u>
Annual revenue	<u>See Attached Pro Forma</u>				
Annual expense					
Net income					

21. Projected number and salary of persons to be employed by the project for the first five years:

Current positions & positions added the initial year of project

# Current Positions	New Positions Under \$13.00	New Positions \$13.01-\$15.00	New Positions \$15.01-\$20.00	New Positions \$20.01-\$28.00	New Positions \$28.01-\$35.00	New Positions Over \$35.00
0			1			

Year	(Before project)	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Year 4</u>	<u>Year 5</u>
No. of Employees	(1) 0	1	1	1	1	1
	(2)					
Estimated payroll	(1) 0	30,000	30,000	30,000	30,000	30,000
	(2)					

(1) - full time  
(2) - part time

**Previous Business Activity**

22. Is the project operator succeeding someone else in this or a similar business?  Yes  No

23. Has the project operator conducted this business at this or any other location either in or outside of the state?  
 Yes  No

24. Has the project operator or any officers of the project received any prior property tax incentives?  Yes  No  
 If the answer to 22, 23, or 24 is yes, give details including locations, dates, and name of former business (attach additional sheets if necessary).  
300 Lime at 303 11th St N, Fargo ND 58102---Multifamily housing

**Business Competition**

25. Is any similar business being conducted by other operators in the municipality?  Yes  No

If YES, give name and location of competing business or businesses  
Owners, operators, managers of apartment and townhouse rentals in FM area

Percentage of Gross Revenue Received Where Underlying Business Has ANY Local Competition \_\_\_\_\_ %

**Property Tax Liability Disclosure Statement**

26. Does the project operator own real property in North Dakota which has delinquent property tax levied against it?  Yes  No

27. Does the project operator own a greater than 50% interest in a business that has delinquent property tax levied against any of its North Dakota real property?  Yes  No

If the answer to 26 or 27 is Yes, list and explain  
 \_\_\_\_\_

**Use Only When Reapplying**

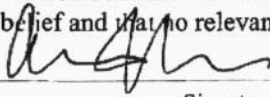
28. The project operator is reapplying for property tax incentives for the following reason(s):

- To present additional facts or circumstances which were not presented at the time of the original application
- To request continuation of the present property tax incentives because the project has:
  - moved to a new location
  - had a change in project operation or additional capital investment of more than twenty percent
  - had a change in project operators
- To request an additional annual exemption for the year of \_\_\_\_\_ on structures owned by a governmental entity and leased to the project operator. (See N.D.C.C. § 40-57.1-04.1)

**Notice to Competitors of Hearing**

Prior to the hearing, the applicant must present to the governing body of the county or city a copy of the affidavit of publication giving notice to competitors unless the municipality has otherwise determined there are no competitors.

I, Austin J Morris, do hereby certify that the answers to the above questions and all of the information contained in this application, including attachments hereto, are true and correct to the best of my knowledge and belief and that no relevant fact pertaining to the ownership or operation of the project has been omitted.

  
Signature

Managing Member  
Title

\_\_\_\_\_  
Date

**PRIVACY ACT NOTIFICATION**

In compliance with the Privacy Act of 1974, disclosure of a social security number or Federal Employer Identification Number (FEIN) on this form is required under N.D.C.C. §§ 40-57.1-03, 40-57.1-07, and 57-01-15, and will be used for tax reporting, identification, and administration of North Dakota tax laws. Disclosure is mandatory. Failure to provide the social security number or FEIN may delay or prevent the processing of this form.

**Certification of Governing Body (To be completed by the Auditor of the City or County)**

The municipality shall, after granting any property tax incentives, certify the findings to the State Tax Commissioner and Director of Tax Equalization by submitting a copy of the project operator's application with the attachments. The governing body, on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, granted the following:

**Property Tax Exemption**

\_\_\_\_\_ Number of years

\_\_\_\_\_ Percent of exemption

**Payments in lieu of taxes**

\_\_\_\_\_ Beginning year      \_\_\_\_\_ Ending year

\_\_\_\_\_ Amount of annual payments (Attach schedule if payments will vary)

\_\_\_\_\_  
Auditor

Application for Property Tax Incentives- Schedule B

2. Address of project:

302 11<sup>th</sup> Street North  
306 11<sup>th</sup> Street North  
312 11<sup>th</sup> Street North  
316 11<sup>th</sup> Street North  
1109 3<sup>rd</sup> Ave. North

11. Legal Description of property

302 11<sup>th</sup> St N- Lot 12 Block 36 Roberts 2<sup>nd</sup> Add S40' of E90' Lot 12 Block 36  
306 11<sup>th</sup> St N- Lot 11 Block 36 Roberts 2<sup>nd</sup> Add E 90' Lot 11 Blk 36 and 10' of E 90' Lot 12  
312 11<sup>th</sup> St N- Lot 10 Block 36 Roberts 2<sup>nd</sup> Add  
316 11<sup>th</sup> St N- Lot 9 Block 36 Roberts 2<sup>nd</sup> Add  
1109 3<sup>rd</sup> Ave- Lot 11 Block 36 Roberts 2<sup>nd</sup> Add W 50' lots 11 & 12 Blk 36



**Payment In Lieu of Property Tax**  
**Payment Schedule**

Pursuant to N.D.C.C. Chapter 40-57.1

PROJECT OPERATOR: **Enclave Development, LLC**

ASSUMPTIONS: **\$8,750,000** estimated value of the improvements

Years 1-5               = 100% improvement exemption equivalent  
Years 6-10            = 75% improvement exemption equivalent

PAYMENT SCHEDULE:

<u>YEAR</u>	<u>IN LIEU PAYMENT</u>
1	\$ 0
2	\$ 0
3	\$ 0
4	\$ 0
5	\$ 0
6	\$ 31,225
7	\$ 31,225
8	\$ 31,225
9	\$ 31,225
10	\$ 31,225

**\*\*Note** - The applicant will pay property tax on the land in addition to these in lieu payments.

# City of Fargo, North Dakota

Payment in Lieu of Taxes Program

“But-For” Report

312 11<sup>th</sup> Street North

Downtown District

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October 25, 2018



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## Purpose

The purpose of this report is to establish and determine the allowable value of the payment in lieu of taxes (PILOT) tax exemption for West 300 LLC (the "Developer").

PFM first reviewed the application/proforma to ensure that appropriate assumptions regarding property value, rent, vacancy, and expenses were used by the Developer. Based on those assumptions, PFM projected a 10-year cash flow, calculating an internal rate of return. The following report details PFM's analysis and conclusions concerning the viability of the proposed project without the subsidy. The proposed project will be an investment of the Developer so PFM also calculated an internal rate of return for the project.



## Project

The project being proposed by West 300 LLC includes constructing 64 apartment units at 312 11<sup>th</sup> Street North. The apartments will range from efficiency units at approximately 600 square feet to three bedroom/2 bathroom units at approximately 1,270 square feet. There will also be underground/covered parking available. As noted in the previous section, the proposed project is to be an investment property for the Developer.

The Developer has stated that the construction will be completed by Spring 2020 with occupancy immediately following. The Developer has requested PILOT financing assistance in an amount in excess of \$800,000 on a present value basis to complete the project. This amount is based on projections of the future tax payments less the projected PILOT payments. Both the estimated tax payments and estimated PILOT payments assume a property value increase of 2% per year. This amount assumes five years of 100% exemption and five years of 75% exemption.



## Project Financing

The Developer is investing 25% equity, or \$2,647,006, and will be privately financing \$7,941,018. The Developer is additionally requesting PILOT assistance through annual property tax savings. The private financing is estimated to be a 25-year loan at a 5.60% interest rate resulting in an annual principal and interest payment of \$597,788.



## Return Analysis

In calculating the internal rate of return, PFM first analyzed the Developer's assumptions including expected monthly rent, vacancy rate, and the operating expenses. The Developer is proposing a rent of \$895 per month to \$1,350 per month (furnished) for efficiency units, \$1,020 per month to \$1,550 per month (furnished) for one bedroom/one bathroom, \$1,650 per month to \$1,800 per month (furnished) for two bedroom/two bathroom, and \$1,850 per month for three bedroom/two bathroom units. The Developer provided estimates of operating expenses, as follows; Repairs/Maintenance - \$54/unit/month, Administration - \$121/unit/month, Insurance - \$26,470/year, Utilities - \$70/unit/month, Lawn/Snow - \$2,700; Replacement Reserve - \$6,500/year, Miscellaneous - \$4,675/year, and PILOT - \$2,803. The total expenses, assuming the Developer pays full real estate taxes, are approximately 37% of gross operating income. The operating expense assumptions appear to be a little low, but still reasonable. PFM used the given assumptions for Year 1 and, using a 2% inflationary factor for expenses and 1% for revenues, developed a 10-year cash flow. PFM assumed Year 1 vacancy rate would be 50% for 8 months of the year assuming a May 1 occupancy, Year 2 vacancy rate would be 10%, and 5% beyond Year 2.

The second step in determining the internal rate of return is to determine the earned incremental value of the property over the 10-year period. That value, along with the net operating income cash flows, was used to calculate the internal rate of return. PFM determined that without PILOT assistance the Developer would have about a 4.20% internal rate of return. The Developer would have about a 7.72% internal rate of return if it received the public assistance for the full 10 years. A reasonable rate of return for the proposed project is 10% - 15%.

Another measure of feasibility and project viability is the debt coverage ratio. PFM has projected a maximum debt coverage ratio of 0.99x without assistance in the first 10 years with a Year 4 coverage of 0.97x. If the City provided assistance to the project the maximum debt coverage is projected to be 1.18x with a Year 4 coverage of 1.18x. The minimum coverage of 1.08x occurs in Year 2 when the project is still assumed to be in the rent-up period. Debt coverage is important to developers when securing financing for their projects. Many times banks will require a minimum coverage in the range of 1.10x - 1.50x.

Using PFM's "without assistance" cash flow as the base scenario, PFM ran sensitivity analyses in order to determine if the project would be likely to occur without public assistance. For the first sensitivity analysis, PFM analyzed how much project funds would have to decrease in order to produce a reasonable internal rate of return. We also looked at how much the rental rates would have to fluctuate in order to achieve a reasonable internal rate of return. Lastly, we looked at a combination of the two scenarios. For the sensitivity analyses, we assumed a minimum debt coverage of 1.15x and a minimum internal rate of return of 10.00%.

### **Sensitivity Scenario 1 – Project Costs**

The project would have to be reduced by \$1,388,024 or 13.1% in order for the project to become viable without assistance. This reduces the amount to be financed from \$2,647,006 to \$2,330,000 and reduces the annual debt service payment from \$597,788 to \$519,422. It is somewhat unlikely that a reduction in project costs of this magnitude would occur at this stage in the process.

### **Sensitivity Scenario 2 – Rental Rates**

In order for the project to be viable without public assistance, the rental rate would have to increase by 19.7%. PFM believes this is a very large increase to the Developer's proposed rents. This increases annual revenue from \$973,044 to \$1,161,256 in Year 5. PFM believes this is a large increase to rents and is unlikely to occur.

### **Sensitivity Scenario 3 – Combination of Project Costs and Rental Rates**



The final scenario looks at both a reduction of project costs and an increase in rental rates. The analysis showed that project costs would have to be reduced by \$828,024 or 7.8% and rental rates would have to increase by 8.0%. Both of these options occurring is unlikely, but it is possible so it should be considered.

The above scenarios show the circumstances in which the project would become viable without public assistance. Based on the information provided PFM's analysis demonstrates that the project as currently anticipated is unlikely to occur "but-for" the public assistance.





## Conclusion

The Developer will bear all the risk involved with the project. The Developer is dependent on a number of factors before and after the project is completed, including project costs, occupancy of the units, the rental market, and monthly expenses. Both the internal rate of return without assistance and the debt service coverage are very low. The base scenario without assistance along with the sensitivity analyses demonstrate that the project would likely not be feasible without assistance.

PFM determines that with public assistance, based on 5 years of 100% property tax exemption followed by 5 years of 75% exemption, the Developer's internal rate of return, based on the assumptions outlined in this report, would be 7.72%. Furthermore, the Year 4 debt coverage ratio increases from 0.97x to 1.18x when assistance is provided. Based upon the information provided, the project would not be feasible "but-for" public assistance as it is currently shown by the Developer.



The chairman opened the public hearing for comments and hearing none, closed the public hearing.

***MOTION, passed***

**Mr. Bennett moved and Mr. Rasmussen seconded to adopt Resolution #2018-10, Resolution Approving the Issuance of Bonds by the City of Surrey, North Dakota, on Behalf of Dakota Boys and Girls Ranch Foundation under the Municipal Industrial Development Act and Authorizing the Execution of an Agreement (Dakota Boys and Girls Ranch Foundation Project). On roll call vote, the motion carried unanimously.**

7. **RESOLUTION #2018-11, Public hearing/approval to issue MIDA bonds for Essentia Health**  
 Kyle Dorow, Vice President of Finance from Essentia Health, was present to discuss a refunding issue of Series 2014 Health Care Facilities Bonds of Essentia Health Obligated Group through issuance of qualified 501(c)(3) bonds under the Municipal Industrial Development Act (MIDA). The original bonds issued in 2014 were used to finance an expansion to the in-patient hospital facilities located at 3000 32<sup>nd</sup> Avenue South in Fargo. The refunding bonds will change the interest rate from a variable to fixed rate, which will provide a savings to Essentia Health. There is no obligation to Cass County.

The chairman opened the public hearing for comments and hearing none, closed the public hearing.

***MOTION, passed***

**Mr. Peterson moved and Mrs. Scherling seconded to adopt Resolution #2018-11, Resolution Approving the Issuance and Sale of Health Care Facilities Revenue Bonds, Series 2018B (Essentia Health Obligated Group), and Authorizing the Execution of Documents Relating Thereto. On roll call vote, the motion carried unanimously.**

8. **FARGO PROPERTY TAX INCENTIVE FOR ENCLAVE DEVELOPMENT, LLC, Not participating at this time; negotiating with city**

The Fargo City Assessor forwarded information to the Cass County Commission regarding an application received from Enclave Development, LLC, for a payment in lieu of taxes (PILOT) incentive for a downtown housing project located at 312 11<sup>th</sup> Street North. The application is for a ten-year period with a 100% improvement exemption for the first five years and 75% improvement exemption for the following five years.

Jim Gilmour, Fargo Director of Strategic Planning & Research, was present. He said additional financial information is needed for this project application. He recommended the commission not participate in the incentive and negotiate with the city in order to meet the requirement outlined in state law to respond within 30 days of receipt of the request.

***MOTION, passed***

**Mr. Peterson moved and Mrs. Scherling seconded to not participate at this time in the request for payment in lieu of taxes (PILOT) incentive for a downtown housing project in Fargo submitted by Enclave Development, LLC, for a ten-year period, and to negotiate the terms of the property tax incentive with the city as described in N.D.C.C. Chapter 40-05-24. On roll call vote, the motion carried unanimously.**

9. **FARGO PROPERTY TAX INCENTIVE FOR DAKOTA BEACH CAPITAL, LLC, Approved to participate**

The Fargo City Assessor forwarded information to the Cass County Commission regarding an application received from Dakota Beach Capital, LLC, for a payment in lieu of taxes (PILOT) incentive for a housing project located at 914 and 918 15<sup>th</sup> Street North.



## County Administrator

Robert Wilson  
701-241-5770  
wilsonro@casscountynd.gov

September 7, 2018

Mr. Ben Hushka  
City Assessor  
Fargo Assessment Department  
321 4<sup>th</sup> St. North  
Fargo, ND 58102

Re: Cass County Action – PILOT Incentive for Enclave Development LLC

Mr. Hushka:

On September 4<sup>th</sup> the Cass County Commission considered participation in a 10-year Payment In Lieu of Taxes (PILOT) incentive for Enclave Development LLC.

Prior to the start of the meeting, County staff was informed the application was not complete and the city and the developer wish to continue gathering information to supplement this application.

Based on that information the Cass County Commission elected to not participate in the incentive, but is willing to continue negotiating the terms of a tax incentive for this project as described in N.D.C.C. 40-05-24.

Please contact me if you have questions or need additional information.

Sincerely,

Robert Wilson  
Cass County Administrator

Box 2806  
211 Ninth Street South  
Fargo, North Dakota 58103

[www.casscountynd.gov](http://www.casscountynd.gov)



ASSESSMENT DEPARTMENT

July, 31, 2018

RECEIVED  
CASS COUNTY COMMISSION

AUG 1 2018

Rick Steen, Chairman  
Cass County Commission  
211 9<sup>th</sup> St. S.  
Fargo, ND 58103

Mr. Steen,

I recently sent you a notification of a property tax incentive application that the City of Fargo received from Enclave Development for a downtown housing project.

According to N.D.C.C. Chapter 40-05-24, within thirty days of receipt of the notification, the County shall notify the City of Fargo whether they intend to participate in the incentive.

A meeting will be scheduled for August 20, 2018 with the City of Fargo Tax Exempt Review Committee, Cass County Commission, Fargo School District, and West Fargo School District to discuss the current review of the City of Fargo Tax Increment Financing incentive policy.

We do not expect you to be able to respond to Cass County's action on participation in this incentive prior to that joint meeting.

We intend to continue the City of Fargo hearing for the incentive on the Enclave Development project to the September 10, 2018 City Commission meeting.

Please respond as to Cass County's intent on the incentive as soon as you are able.

Thank you.

Ben Hushka

A handwritten signature in black ink that reads "Ben Hushka".

Fargo City Assessor

cc: Robert Wilson



ASSESSMENT DEPARTMENT

RECEIVED  
CASS COUNTY COMMISSION

JUL 18 2018

July, 17, 2018

Rick Steen, Chairman  
Cass County Commission  
211 9<sup>th</sup> St. S.  
Fargo, ND 58103

Mr. Steen,

According to N.D.C.C. Chapter 40-05-24 (attached), if the City of Fargo anticipates granting a property tax incentive for more than five years, the Chairman of the Cass County Commission must be notified by letter. Within thirty days of receipt of the letter, the County shall notify the City of Fargo whether they intend to participate in the incentive

The City of Fargo has received the enclosed application for a payment in lieu of tax (PILOT) incentive for a downtown housing project. According to existing City of Fargo policy for granting incentives under this program, new apartment projects located in the Downtown Area Plan are eligible for a 10 year PILOT equivalent to a 5 year, 100% improvement exemption and a 5 year, 75% improvement exemption. The proposed PILOT payment schedule is attached.

The City of Fargo Tax Exempt Review Committee will discuss this application at their next scheduled meeting on July 24, 2018 at 1:00PM.

The proposed PILOT payment is in lieu of property tax on the project improvements. Land will continue to be assessed the real estate tax as normal.

Please respond at your earliest convenience with the determination made by the Cass County Commission regarding the participation.

Thank you.

Ben Hushka

A handwritten signature in black ink that reads "Ben Hushka".

Fargo City Assessor

cc: Robert Wilson