

An impressionistic painting of a building facade, featuring a mix of colors like white, black, red, and blue, with visible brushstrokes. The painting is the background for the entire page.

Bayshore
GLENDALE, WISCONSIN

Tenant Design Criteria

February 17, 2005

Welcome to Bayshore!

Welcome To Bayshore!!

This Handbook has been prepared to provide you, your Architect, Store Designer, and Contractor with the criteria necessary for the design of your premises. The information includes guidelines, requirements and suggestions for you and your Architect.

General Design Criteria pertaining to storefront design, materials, colors, signage, interiors and lighting must be addressed by all Tenants. In addition, stores must adhere to Specific Criteria which is determined by their location and their specific architectural context, and will be noted on their L.O.D. package. In this way each store will be reviewed on an individual basis in context to ensure diverse and creative design solutions.

Upon receipt of this handbook, you should first read the section titled "TENANT SUBMISSION REQUIREMENTS". Since ALL STORE DESIGNS MUST BE APPROVED BY THE LANDLORD PRIOR TO CONSTRUCTION, timely communications of the drawings listed in the "Tenant Submissions Requirements" must be made by the Tenant. All correspondence relating to your retail establishment shall be directed to the Landlord's Tenant Coordinator.

This section is followed by information that is pertinent to all Tenants. It includes the Design and Construction Criteria, Signage Criteria and Lighting Criteria.

Further reference to the Design Guidelines in these criteria, and the contents of the L.O.D. Package, will define the design parameters for your store.

The Tenant's Designer, Architect, Engineer and Contractor should also read these criteria in order to expedite design approval and construction of the Tenant's store.

REMEMBER: TIMELY SUBMISSIONS BY THE TENANT ARE REQUIRED TO ENSURE STORE COMPLETION FOR BAYSHORE.

Directory

DEVELOPER

Steiner + Associates
4016 Townsfair Way
Suite 201
Columbus, Ohio 43219
Tel: (614) 414-7300
Fax: (614) 414-7311

LOCAL CONSTRUCTION OFFICE

Steiner + Associates
5900 N. Port Washington Road, Suite 156
Glendale, WI 53217-4503
Tel: (414) 332-8136
Fax: (414) 332-5304

DESIGN ARCHITECT / RETAIL MASTER PLANNING

Development Design Group
7 St. Paul Street
19th Floor
Baltimore, MD 21202
Tel: (410) 962-0505
Fax: (410) 576-1212

ARCHITECT OF RECORD (CONSTRUCTION)

Eppstein Uhen Architects
333 E. Chicago Street
Milwaukee, WI 53202-5809
Tel: (414) 271-5350
Fax: (414) 298-2254

ELECTRICAL ENGINEER

Powrtek Engineering, Inc.
20900 Swenson Drive, Suite 570
Waukesha, WI 53186
Tel: (262) 827-9575
Fax: (262) 827-9615

STRUCTURAL / MECHANICAL / PLUMBING / FIRE PROTECTION ENGINEER

Robert Grothman
Graef, Anhalt, Schloemer & Associates, Inc.
One Hone Creek Corp Ctr.
125 S. 84th Street, Suite 401
Milwaukee, WI 53214
Tel: (414) 259-1500
Fax: (262) 259-0037

Design Submission Requirements

ALL TENANT IMPROVEMENTS ARE SUBJECT TO THE LANDLORD'S APPROVAL AND SHALL CONFORM TO ALL DESIGN CRITERIA.

Tenants should discuss specific thoughts about their design concept and raise any questions about the document with the Landlord's Tenant Coordinator before beginning preliminary design work. Any deviations from the Tenant Design Criteria are at the sole discretion of the Tenant Coordinator.

Each Tenant is required to retain an Architect registered in Wisconsin to prepare design & construction documents. The Tenant shall notify the Tenant Coordinator of the name, address, and telephone number of the Architect who will be preparing the Submission.

It is imperative that all the requirements outlined above be strictly adhered to by the Tenant and Tenant's Architect. Failure to do so will only result in unnecessary and costly delays in the approval of drawings.

SUBMISSIONS

Prior to starting construction, the Tenant shall provide complete construction drawings and specifications, in a preliminary and then final submission for the construction of the leased premises, in order to receive Landlord's written approval.

This TENANT DESIGN CRITERIA forms part of the Tenant Information Package which is provided for the Tenant. Another item in the Tenant Information Package is the TENANT HANDBOOK. For full information relating to submissions, refer to the "Design Process" section of the handbook.

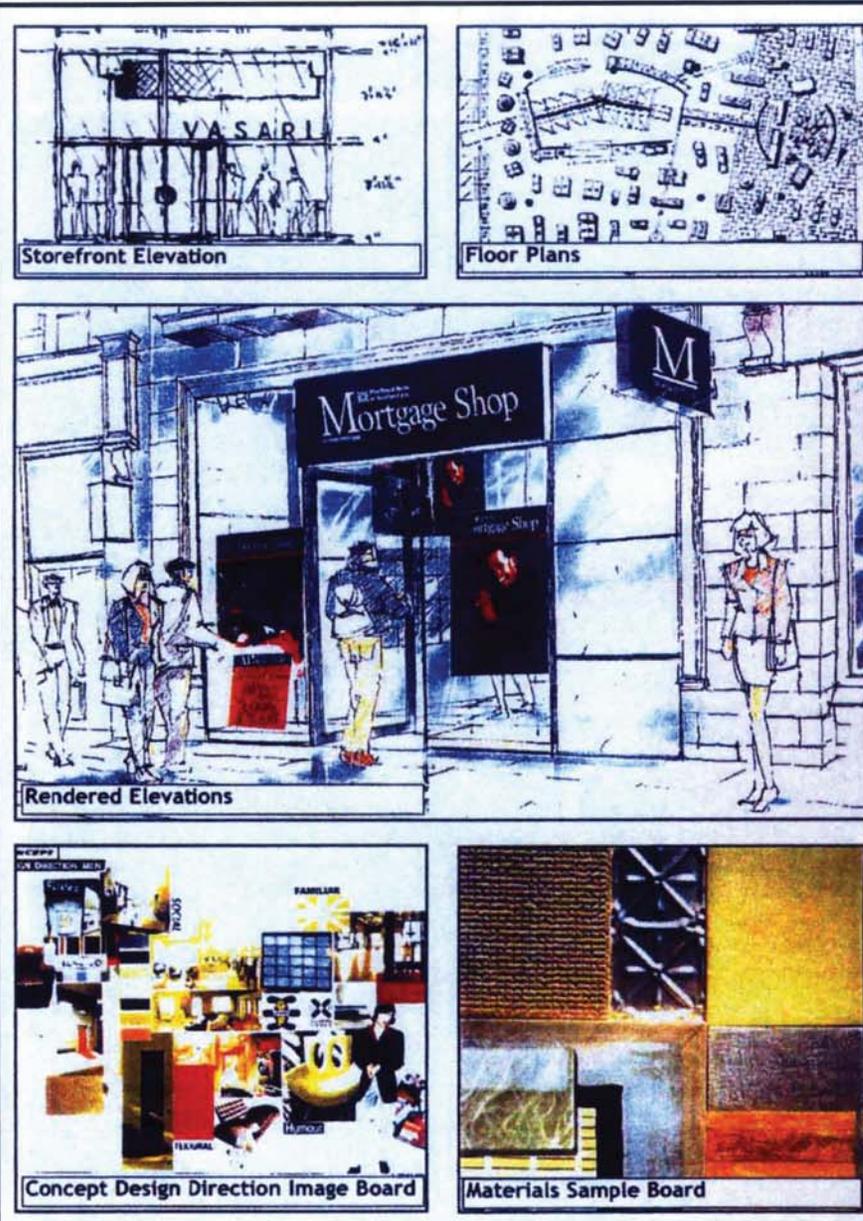
CODE REQUIREMENTS

It is the Tenant's responsibility to ensure compliance with all relevant codes, obtain all approvals, acquire all permits, and pay all fees in connection therewith. LANDLORD'S REVIEW OF TENANT SUBMITTALS DOES NOT SIGNIFY REVIEW AND/OR APPROVAL OF THE SUBMITTALS FOR CODE COMPLIANCE. IT IS THE TENANT AND/OR TENANT'S ARCHITECT WHO SHALL BE SOLELY RESPONSIBLE FOR COMPLIANCE WITH APPLICABLE CODE REQUIREMENTS.

FINAL APPROVAL

Landlord, upon Final Approval of the demised premises, shall forward to Tenant notification of Landlord approval. Tenant's Contractor shall have one (1) Landlord approved set at the jobsite at all times and may not commence work until said approved plans are physically within the demised premises, and a building permit has been obtained.

NO DEVIATION FROM THE APPROVED DRAWINGS WILL BE PERMITTED. ANY DEVIATION SHALL BE RESUBMITTED FOR LANDLORD APPROVAL



General Design Guidelines

These criteria are intended to stimulate the provision of an exciting and attractive retail environment. The resultant individuality and diversity of store designs will create a rich, textured and vibrant retail environment.

Minimum restraints are imposed on the Tenant's creativity and imagination. However, the Landlord reserves the right to reject any of the proposals within individual Tenant submittals if he considers that they would not be to the overall benefit of the project. Likewise, the Landlord reserves the right to approve proposals which may go beyond the Design Criteria, if he considers that they would benefit the overall project.

STORE INTERIORS

All storefronts and all interior areas of the store which are visible to the public are subject to design approval by the Landlord.

The vibrance of rich merchandising concepts should not be relegated simply to the storefronts, but envisaged as total experiences, where entire stores become showcases of well-crafted merchandise and Tenant identity.

Ceilings are the most visible built-element within the Tenant's store and should be designed and treated with much care. In order to create more interesting stores, ceilings shall be designed to emphasize specific locations within the store. This can be accomplished by changing ceiling heights and/or materials. Innovative lighting can also be employed to this end. The use of lay-in ceilings and exposed fluorescents are not permitted in areas which are visible to the public.

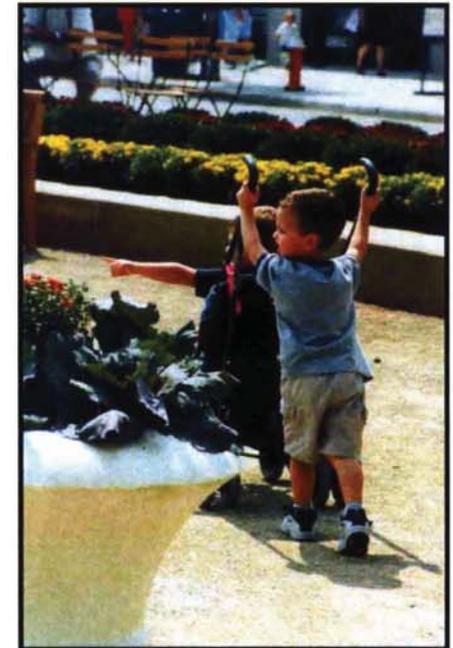
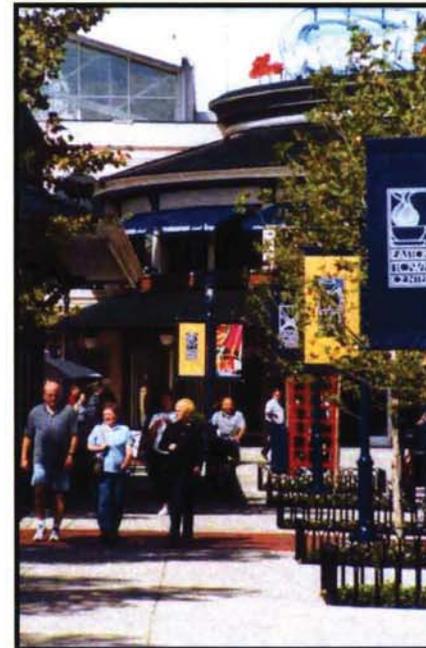
UPPER LEVEL WINDOWS

The upper level typical fenestration (frames and clear glass) will be provided by the Landlord. The space behind the glass is subject to Landlord's Design Criteria for appearance, lighting, etc.

In certain locations, Tenants will employ the space behind these upper level windows. In such cases, the Tenant is responsible for lighting these windows, and the space behind the glass is subject to Landlord's design criteria for appearance.

AWNINGS

In specific locations, Landlord has provided metal canopies above Tenant's storefronts. Generally, in all other locations Tenant is required to provide awnings above Tenant's storefronts (min. 6'-0" projection), except where storefronts face onto covered passages. Refer to L.O.D. package for details of height, slope, etc..



Design Guidelines

STOREFRONTS

Tenant shall design and install the infill 'storefront', to be located within the Landlord-provided "facade".

Tenants with adjacencies to the promenades and park are required to install storefront systems which animate the adjacent common spaces and to encourage window-shopping.

SIGNAGE

This project is an appropriate home for all manners of expressive Tenant signs. Each Tenant will communicate its unique identity through its signs.

The Landlord requires that all signage be of the highest design and material quality in order to maintain an appropriate, upscale atmosphere.

Internally illuminated sign boxes will not be permitted.

A mix of sign styles and materials is encouraged, though all signs remain subject to Landlord's approval and must comply with applicable, local code requirements.

Tenant is required to design, fabricate, install and maintain all signs.

The power source for Tenant's exterior signs must originate in Tenant's electrical panels and must be regulated by Tenant's seven-day, twenty-four-hour time clock, set in accordance with Landlord's operating hours.

Fluorescent lighting of signs (either internally or externally) is strictly prohibited.

Address numbers are subject to Landlord's approval.

The design, fabrication, installation and operation of all signs is subject to the following provisions:

- Exposed raceways, ballast boxes, transformers, conduit and wiring are strictly prohibited.
- The name and/or logo of the sign contractor shall not be exposed to view.
- Paper signs, handwritten signs, and stickers applied directly to storefront glazing are not permitted.

DISPLAY ZONE

The Display Zone is the special area adjacent to Tenant's storefront (both interior and exterior, facing the sidewalk or common areas) and extending a minimum of four feet (as this dimension varies, please refer to your Lease Outline Drawing) into the Demised Premises. **This zone is to be used for the most attractive display of merchandise thereby promoting a pedestrian-friendly, window-shopping atmosphere.**

The Display Zone includes all signs and graphics, display fixtures, lighting, materials, finishes and colors within the zone.

All Tenants are required to provide an appropriately painted drywall ceiling at the top of the storefront glazing system and extending into the store a minimum of four feet (4'-0"). This ceiling provides a lower-scale vantage point encouraging pedestrians to focus their attention on the merchandise. The Landlord will review creative alternatives.

Restaurants will have open storefronts, thus different Display Zone criteria. Typically, Restaurant Display Zones are between 6'-12' behind the Lease Line, and are primarily Seating Zones. Although the Restaurant Display Zone is typically for seating, it must provide the same vibrant, visually appealing interaction with the public that a retail storefront will provide.

Completely opaque applications to storefront glazing will not be allowed, as they detract from the pedestrian experience. Semi-transparent applications will require written approval from the Landlord. The Landlord may permit the use of vinyl applied letters or logos, upon submittal and written Approval.

All fixturing and merchandising within the Display Zone should be highlighted with incandescent track and spot lighting, as appropriate. Light sources shall be shielded from public view and shall be directed away from the exterior sidewalk or common area to prevent glare into public areas. All lighting in the Display Zone is to be on the same timer as the exterior sign.

Tenants are encouraged to be creative in the development of the storefront Display Zone. This is where you will capture the imagination and the attention of the passers by. Clothing racks, table displays and typical stocking shelves are not permitted.

INTERIOR FINISHES

All surfaces visible to the public must be finished in an appropriate manner. If painted, walls must receive two coats of paint, minimum.

The following wall finishes are not allowed:

- Simulated stone and/or brick;
- Wood-grained laminates;
- Pegboard walls and fixture systems;
- Unfinished gypsum board;
- Plywood;
- Carpeting and other finishes deemed inappropriate by Landlord.
- Concrete masonry unit or other masonry construction shall not be permitted within the Demised Premises without Landlord's prior written consent.

FLOORS

Tenants must provide a finished floor within the sales area of the Demised Premises and areas accessible to the general public. Tenant's finished floor is to be at the same elevation as adjacent common areas.

Tenants shall install a high-quality, highly durable floor covering in areas accessible to the public, which conforms to the following:

- Wood installations shall be hard wood with wear-resistant surface.
- Ceramic, quarry and stone tile and exposed colored concrete installations must be commercial grade with no slip surface.
- Carpet must be commercial grade and must have proper flame spread ratings to meet local codes. Carpet will not be permitted where color, quality or weave is not suitable for high-traffic areas.
- Any flooring other than those mentioned above shall be subject to Landlord's prior written approval.

Tenant shall provide a transition strip between differing floor finishes. This includes but is not limited to carpet to wood or carpet to tile. Exposed concrete floors will only be allowed in back-of-house areas or as otherwise approved in advance by Landlord. Exposed concrete floors shall be finished with an appropriate sealant, as approved by Landlord.

As part of a street-front development, Tenants with entrances from exterior (out-of-doors) spaces are required to install integrated, flush-mount walk-off mats just inside the front door. This will increase the life of the interior floor finishes and will help to reduce slip-and-fall incidences.

Design Guidelines

CEILINGINGS

Ceiling work shall include but not be limited to ceiling treatments, light coves, soffits, suspended ceilings, exposed ceilings, acoustical treatment, ornamental specialties and other related items.

Interior ceilings shall be of noncombustible construction and shall be painted gypsum wallboard or plaster. Other ceiling treatments or exposed-structure ceiling systems may be permitted but require Landlord's written approval prior to installation.

Areas with exposed structure, such as the ceiling, will require extra coordination with mechanical, fire protection, lighting and structural system requirements. If Tenant elects to utilize the exposed structure, all visible elements must receive a painted finish.

All ceiling systems must allow for access via removable lay-in panels, tabbed concealed spline panels or access panels of sufficient size to allow adequate access. All furring, framing and blocking above the ceiling shall be of noncombustible construction that satisfies local code requirements. Maximum ceiling heights shall mutually be determined by Landlord and Tenant in order to permit, if needed, installation of Landlord's equipment above finished ceiling.

LIGHTING

Tenant is responsible for lighting within the entire Demised Premises. All lighting must be indicated on Tenant's drawing submissions to Landlord.

All light fixtures shall be the glare-free type. Light sources shall not be visible from outside the store. All lighting is subject to Landlord approval.



General Storefront Design Criteria

OVERALL QUALITY

The Landlord requires that all storefronts exhibit a high quality and exciting design. Only high quality, professionally installed and detailed materials will be permitted. All materials selected for storefronts must be durable.

The ultimate goal is for each storefront to exhibit **authenticity and variety** through design and material selection. The main objectives for obtaining Design Approval are: **innovative design, quality materials, and generous use of glass.**

Examples of **acceptable** Storefront materials are:

- Wood:** properly painted or stained
- Glass:** clear or lightly tinted, beveled or stained accent glass, etc.
- Metal:** brass, clear anodized aluminum, painted metal.
- Stone:** marble, granite, slate, limestone
- Masonry:** decorative brick, tile, terra cotta, etc.

The Landlord reserves the right to reject any storefront or material selection which does not maintain these standards.

EXTERIOR LIGHTING

The Landlord has selected exterior lighting fixtures located at first floor piers based upon the scale and character of each building. The Tenant is responsible for installing and maintaining these fixtures. If the Tenant wishes to propose a substitution, the Landlord will review the proposal.

Tenants are encouraged to illuminate their service areas. The Landlord will also promote the use of Tenant signage and awnings at these locations.

PASSAGE TENANTS

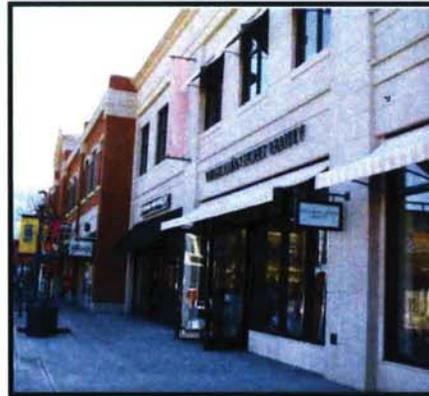
These Tenants must employ storefronts at the rear of their shops (see L.O.D.). They are also required to provide storefronts / display windows two bays in from both the front and back of the building in the passageway itself.

ENTRANCES

Recessed entrances, variations in planes of storefronts, and other dimensional modulations of storefronts are highly encouraged, but a minimum sidewalk clearance must be maintained.

Through the creative use of these two conditions, the Tenant will have employed two very successful means of creating a more dynamic image to their storefront identity.

The maximum opening for any entrance is 30% of the total storefront width, or 6 feet - whichever is greater.



For storefronts with a linear dimension between 30' and 60', an additional opening is permitted - maximum size being 6'-0".

For each additional 60' of storefront, an additional opening is permitted - maximum size being 6'-0".

For restaurants, see more specific information regarding width of openings.

DOORS

Tenants are encouraged to create a "show window" design for their storefronts, with a distinct entrance

and large display spaces. Acceptable means of closure include solid or glass swinging doors. As previously noted, the Tenant is encouraged to recess entrance doors at least 3 ft behind the lease line.

DISPLAY ZONE

Where storefronts occur, the area from the lease line extending 4'-0" into the store interior constitutes the "Display Zone".

Special lighting and/or design criteria may be imposed by the Landlord in this area to ensure the highest level of quality for the project.

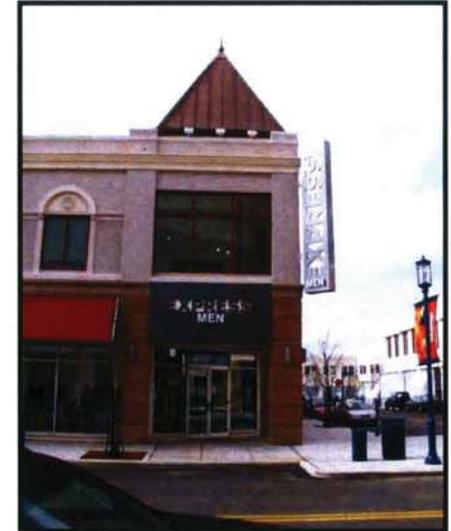
For optimal visibility into Tenant's space, at least 70% of the storefront area, not including store entrances, on all facades must be glass. Refer to specific storefront types for exceptions or additional requirements.

Tenants may either construct a full height wall behind the window as a backdrop for display (min. 4'-0" deep display) or the view into the shop may remain open, but the area must be merchandised to the exterior as a display or exhibit window.

All windows in a Tenant's premises must be maintained at all times with brightly illuminated and professionally trimmed merchandise displays.

The Tenant's lighting at exterior windows shall be to the Landlord's specifications and shall be controlled by a 7 day, 24 hour time clock, set in accordance to the hours specified in the lease.

Tenants may paint their name or logo only on the back of their storefront glass, (see Signage Criteria section). Decals are not permitted and the sign may not block the public's view into the window.



General Storefront Design Criteria

STREETSCAPE

The texture and fabric of a street or neighborhood - town or city. More than buildings and structures, it is the signage, the graphics, the billboards, the windows, the color and the lights, the landscaping of the street. It is the composition of shapes and forms - sometimes balanced and harmonious, sometimes kilter and at odds with itself - the building materials, the textures, the highlights and shadows.

A streetscape is not a 'still-life' but a live, kinetic, animated presentation of a place and time.

Martin M. Pegler



Retail Storefront Design Criteria

Retail Storefronts represent the majority of the Storefronts in the project. The Landlord has chosen to employ minimal design constraints upon the Tenants.

In doing so, the Landlord is anticipating a wealth of unique, exploratory and dynamic means of Tenant expression. This allows the Tenant to freely establish their presence within the project, and ultimately adds variety and visual character to the overall project.

The Landlord will provide the base building facade. The Tenant will provide the infill storefront.

The building facade piers, which are part of the Landlord's built facade, must be maintained by the Tenant. The Landlord recommends the Tenant refrain from altering these piers.

Recessed entries are recommended. These offer numerous design opportunities to the Tenant. Overhead lighting and/or signage elements, in-floor mosaic logo and graphic opportunities as well as an attractive break in a typical linear storefront system. Within the Tenant's recess, the space is theirs to express their individual qualities to customers.

The Landlord also encourages **"pop-out" storefronts**. This provides the Tenant with the unique opportunity to extend their storefront beyond the Lease Line. In all such conditions, Tenants must leave a clear dimension of 10'-6" from facade to curb edge. The minimum distance a "pop-out" may extend is 9". Tenant is responsible for coordination with Landlord-installed site amenities within the sidewalk zone.

The Landlord encourages all Tenants to utilize potted plantings along their storefront, unless one chooses to employ the "pop-out" storefront. In these cases, certain acceptable clearances must be maintained along the sidewalk.

Tenants should provide all Storefronts with 4" high minimum base finished in a durable material.

Materials and elements should include metals, fine woods, stone, brick, tile and obviously glass, which has the possibility to be divided into many small panels through the use of mullions. Tenants with any exterior storefront exposure greater than 60' in length are required to utilize a minimum of 80% glass.

PASSAGEWAYS

In specific locations, Tenants have lease lines facing onto passages and/or the rear or service side of the buildings. These may be the only storefronts for a particular Tenant, or they may be additional to the Tenant's primary storefronts which face the street.

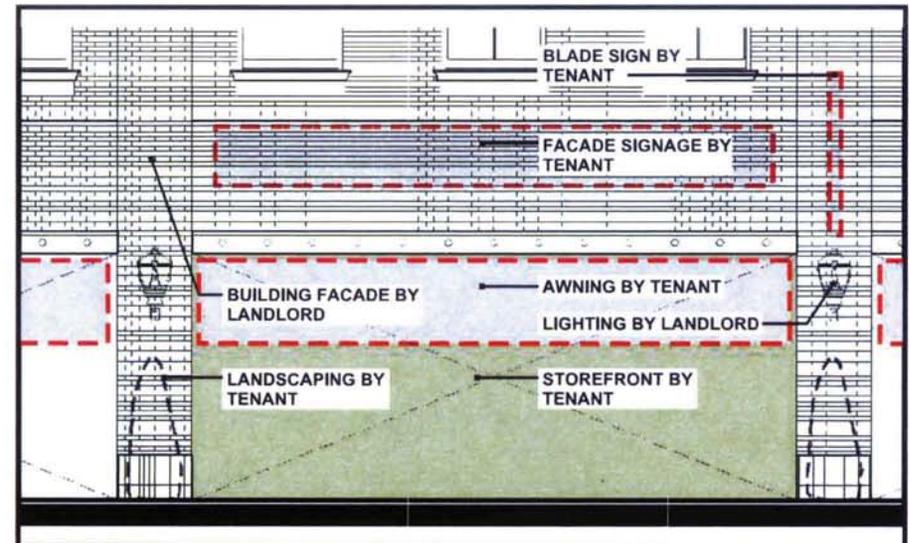
In the case of the passageways, the Tenants are encouraged to exploit these opportunities which may be merchandised and/or provide increased visibility into their space as well as fulfilling the Landlord's objective of providing visual interest in these areas of the project.

These storefronts can be designed either as 'show-case' displays (backed by solid walls to the shop's interior) or as see-thru windows to the interior merchandise in the store.

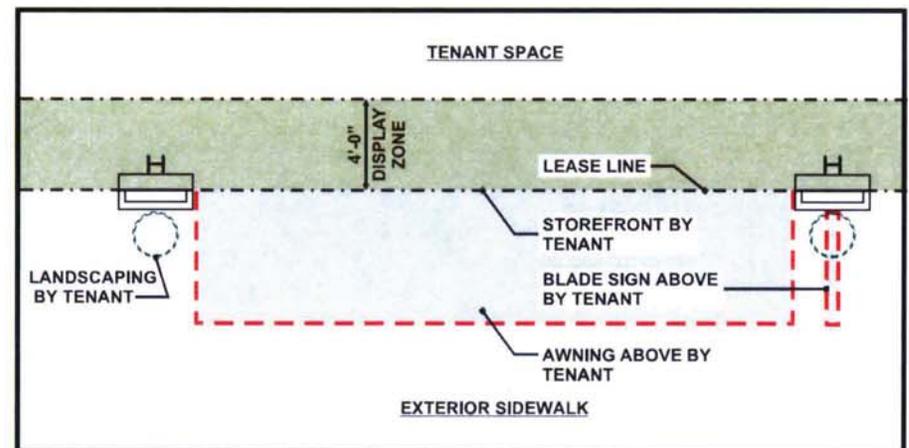
REAR STOREFRONTS

Tenants in these locations are required to utilize the selected storefront areas (as shown in L.O.D.)

Tenants are not permitted to construct any portion of their store until Final Approval has been given by the Landlord's Tenant Coordinator.

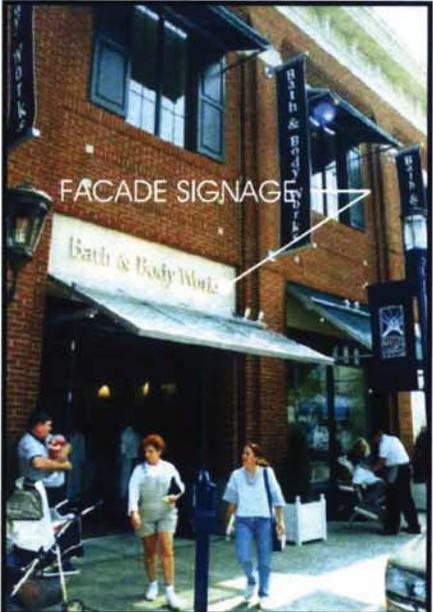
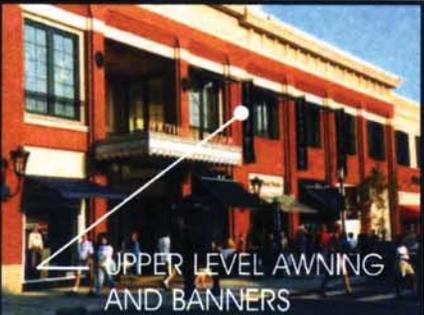
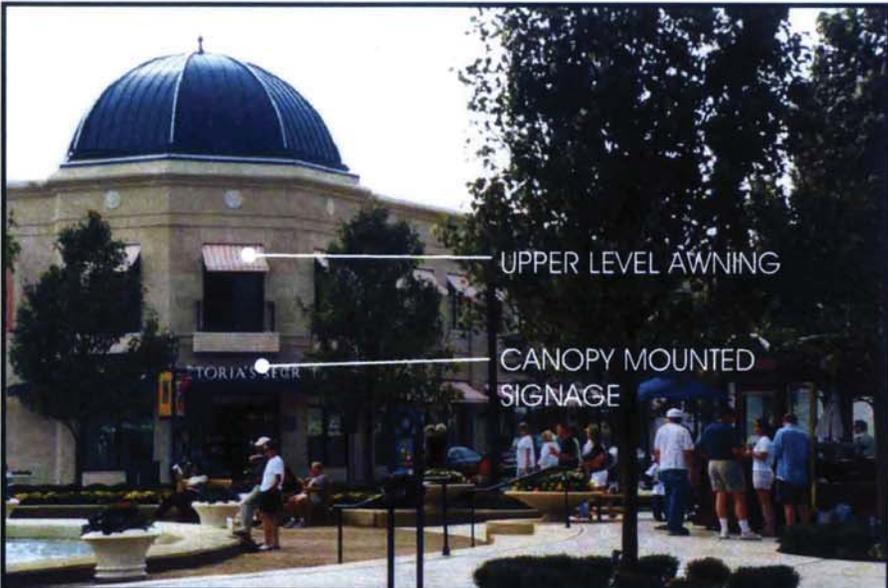


1 TYPICAL RETAIL STOREFRONT ELEVATION



2 TYPICAL RETAIL STOREFRONT PLAN

Retail Storefront Design Criteria



Restaurant Design Criteria

Restaurants are given a great deal of design flexibility. In return, the Landlord expects the highest level of animated, dynamic and intriguing design from the restaurant Tenants.

Restaurants will be permitted and encouraged to utilize more open area within their storefronts. This can be in the form of sliding, swinging, rolling or even nicely done overhead glass doors.

This would allow the restaurant Tenant the opportunity to obtain easy access to exterior seating, thus, providing more options for their patrons and a better means of engaging the public.

Generally, open storefronts will be more favorably reviewed by the Landlord's Design Review Committee. The Landlord wants unobstructed views in and out of the restaurant.

EXTERIOR SEATING

The Landlord strongly encourages the use of exterior seating by restaurants and cafes throughout the project. Permissible exterior seating areas will be demarcated on the L.O.D.

The Landlord is also allowing certain restaurants (depending on location) to employ their own durable, distinctive flooring finish within their exterior seating area. Such acceptable exterior flooring materials include: stone, brick, terra cotta, cobble, stamped and stained concrete, etc.

Tenants supplying their own exterior paving must coordinate location with Landlord, and must comply with all local codes regarding ADA requirements and slip-resistant surface treatments.

All new paving must provide positive draining to the street to match existing slope of adjacent Landlord sidewalk.

Other Restaurant Tenants may also use a portion of the typical exterior sidewalk for a seating area, where designated by the Landlord. All proposed alterations to that surface must be submitted and approved by the Landlord's Tenant Coordinator prior to installation.

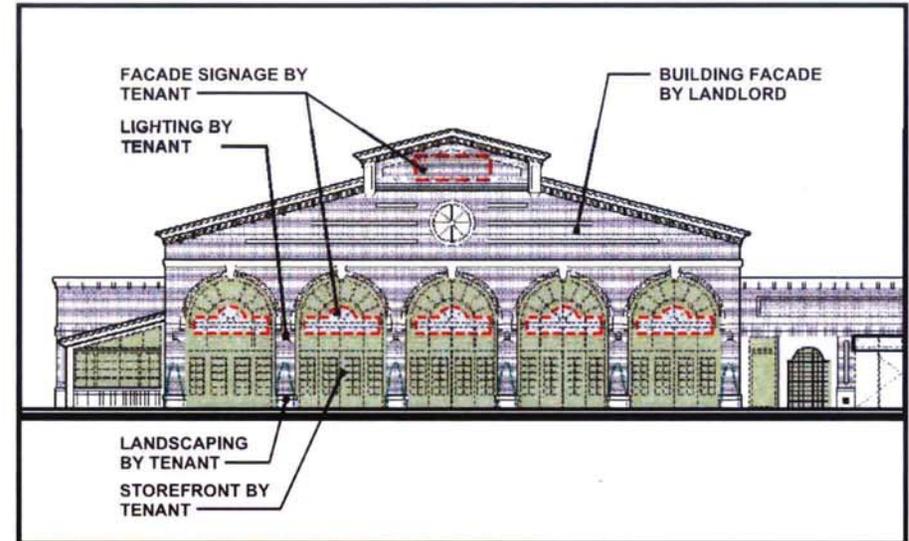
Any proposed exterior Tenant lighting must be submitted and approved by the Tenant Coordinator prior to installation.

Tenants are required to comply with all local codes regarding the use of railing for the serving of liquor, the need for screens for open storefronts, and general compliance with health department requirements.

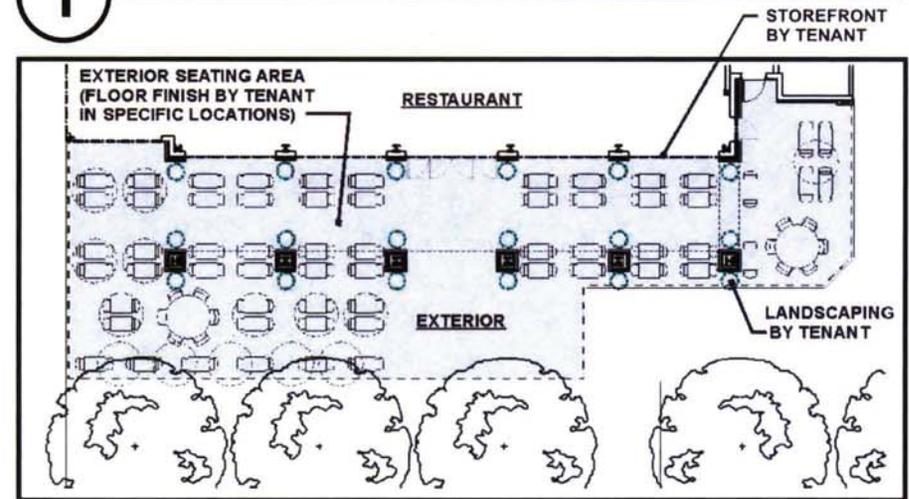
In the case of railing on the exterior seating areas, the Landlord will only permit the use of moveable systems which the posts slide into existing, flush, sidewalk-mounted sleeves. The Landlord wants to ensure maximum flexibility, and will not permit the use of permanently fixed railing systems.

All railing systems will not exceed 3'-6" in height. Raised, fixed planters will not be permitted. The exterior seating area cannot be enclosed or conditioned. The opportunity for music and entertainment to further engage pedestrians is also encouraged by design, but all concepts must be approved in writing by the Landlord.

Landlord-specified exterior lighting will be provided by the Tenant, at Tenant's cost, on facade piers. The Landlord's selection is based upon the architectural character of the specific building facades.



1 TYPICAL RESTAURANT STOREFRONT ELEVATION



2 TYPICAL RESTAURANT STOREFRONT PLAN

Restaurant Design Criteria

If the Tenant wishes to supplement the terrace lighting, the selected fixtures must be of a smaller, intimate scale. Freestanding light poles are not permitted, however, wall-mounted and/or pier-mounted are acceptable. Tenant's electrical service must accommodate seasonal lighting.

Exterior heaters are permitted to complement seasonal dining.

Exterior fountains or water features are permitted.

AWNINGS

The Landlord also encourages the use of awnings (refer to Awning Criteria). Large, retractable awnings would be highly effective. The Tenant is responsible for verifying with the Landlord's structural engineer for mounting awnings to the Landlord's facade. The Landlord will consider ground-supported awnings, which must utilize aforementioned in-ground railing system, allowing for flexibility.

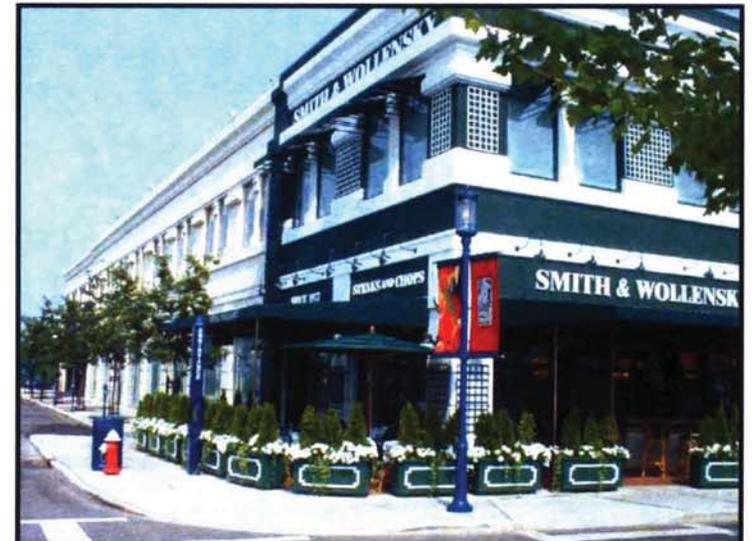


SIGNAGE

Restaurant Tenants may also place signage within their outdoor area. Such staples as sandwich boards and menu boxes all add to the texture of a vibrant dining area. The location and size of the signage must be submitted for approval, and will not be permitted outside of their dining area.

The Tenant can employ facade signage and blade signage if they wish (see Signage Criteria).

Tenants are not permitted to construct any portion of their restaurant, exterior paving system, lighting fixtures or awning system until Final Approval has been given by the Landlord's Tenant Coordinator



2nd Level Restaurant / Entertainment Design Criteria

Tenants with upper level exterior dining areas are encouraged to maximize their exposure by establishing a dynamic, entertaining identity.

The Tenant is provided with a building facade, and, like all other conditions, will provide the glass infill storefront system. As with typical restaurant settings, the Landlord strongly encourages an open storefront system. This can be in the form of sliding, swinging, rolling or even nicely done overhead glass doors.

As with ground level restaurant tenants, upper level restaurants are given a great deal of design flexibility. In return, the Landlord expects the highest level of animated, dynamic and intriguing design from the restaurant Tenants.

Generally, open storefronts will be more favorably reviewed by the Landlord's Design Review Committee. The Landlord wants to maintain clear views in and out of the space.

EXTERIOR SEATING

The Landlord has provided select upper level restaurant tenants with areas for exterior dining.

The Tenant will provide their own durable, distinctive flooring finish within their exterior seating area. Such acceptable exterior flooring materials include: stone, brick, terra cotta, cobble, stained concrete etc.

Tenants must comply with all local codes regarding ADA requirements and slip-resistant surface treatments.

All new paving must slope to Landlord-provided drain with a minimum of 1/4" per linear foot.

Any proposed exterior Tenant lighting must be submitted and approved by the Tenant Coordinator prior to installation.

The exterior seating area cannot be enclosed or conditioned.

The Tenant is encouraged to utilize potted plantings, and exterior landscaping elements to enhance their outdoor dining experience.

Where the seating is under cover, it is not required for the tenant to provide umbrellas or awnings.

The Landlord will consider the Tenant's utilization of signage, awnings (along roof edge) and ceiling fans in the exterior seating area. Exterior lighting in the ceiling and music are also permissible, upon review.

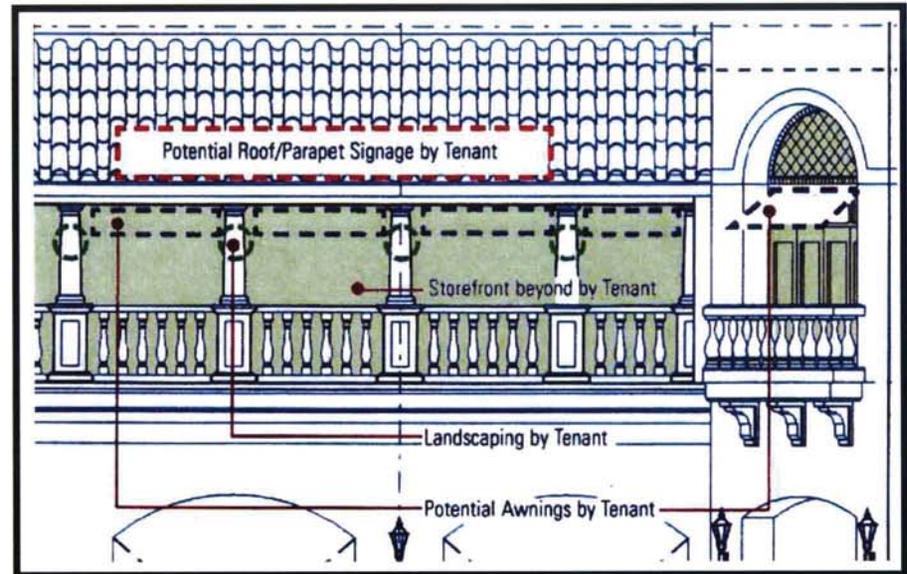
SIGNAGE

Tenants are permitted to put signage on the facade above the 2nd level floor line. The use of upper level blade signage is also encouraged, and the Landlord will review proposals for directional signage to the Tenant's entrance.

AWNINGS

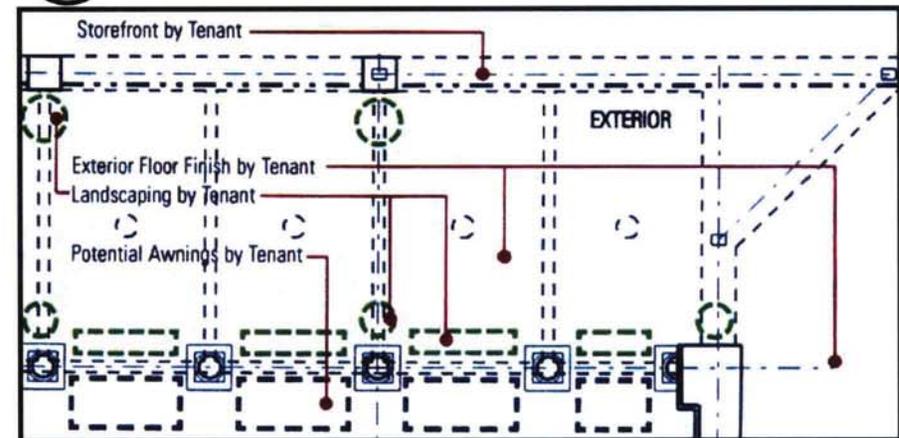
Awnings are not required, but are encouraged along the covered roof edge fascia.

Tenants are not permitted to construct any portion of their store until Final Approval has been given by the Landlord's Tenant Coordinator.



1

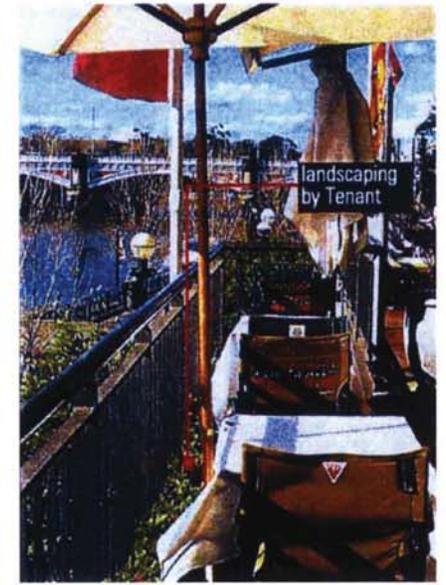
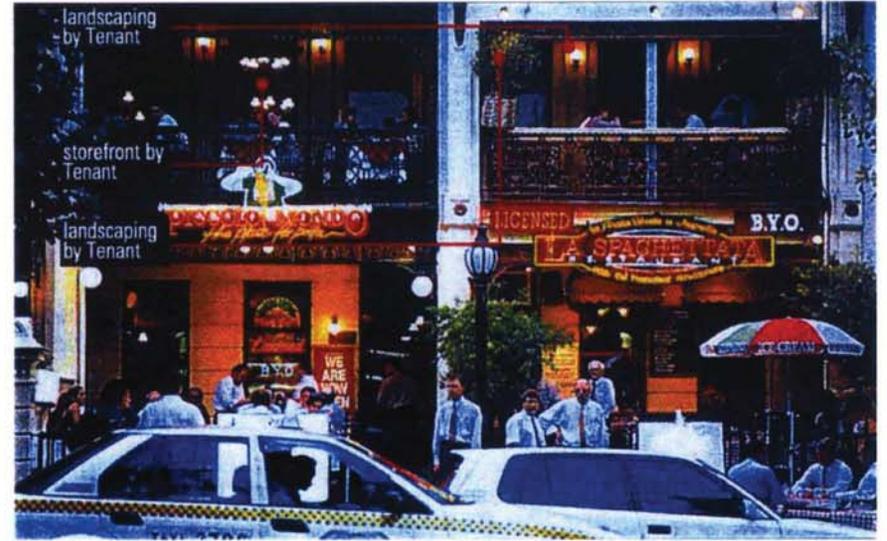
2nd LEVEL EXTERIOR DINING AREA ELEVATION



2

2nd LEVEL EXTERIOR DINING AREA PLAN

2nd Level Restaurant / Entertainment Design Criteria



Signage Design Criteria

Entertainment has become the leading influence on retail signage and graphics in the last decade. Colorful and interesting signs are always used to invite the guest, help explain the venue, and often contribute to the 'story-telling' or entertainment experience.

As today's consumers have become accustomed to improvements in design, they now expect it, and increasingly demand it in the places they visit to shop and be entertained.

Integration or blending with the architecture and environment is vital. Awareness of the contextual complexities of the surrounding areas and how that applies to the overall center and the individual tenant is critical.

The Landlord encourages a wide range of design freedom for the Tenant to express their image and individuality through dynamic and creative signage opportunities. Ultimately, exciting design with quality, durable materials will be the primary criteria.

To maintain a high quality retail environment, no formed plastic, injection molded plastic, or box-type back-lit panel signs are permitted. All signs, bolts, fastenings and clips shall be hot-dipped galvanized iron, stainless steel, aluminum, brass or bronze. They should be concealed, if possible.

No sign makers labels or other identification shall be permitted on the exposed surface of signs, except those required by local ordinance. If required by local ordinance, such labels or other identification shall be in an inconspicuous location.

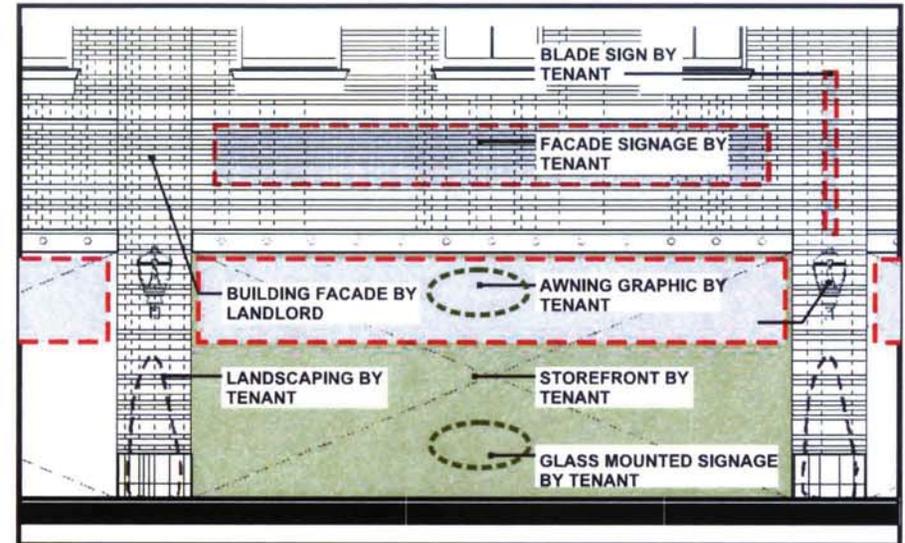
No exposed conduit, tubing or raceways, conductors, transformers and other equipment, will be permitted.

The lighting to Tenant's signage shall be controlled by a 24 hour time clock set in accordance to the Landlord's specified hours.

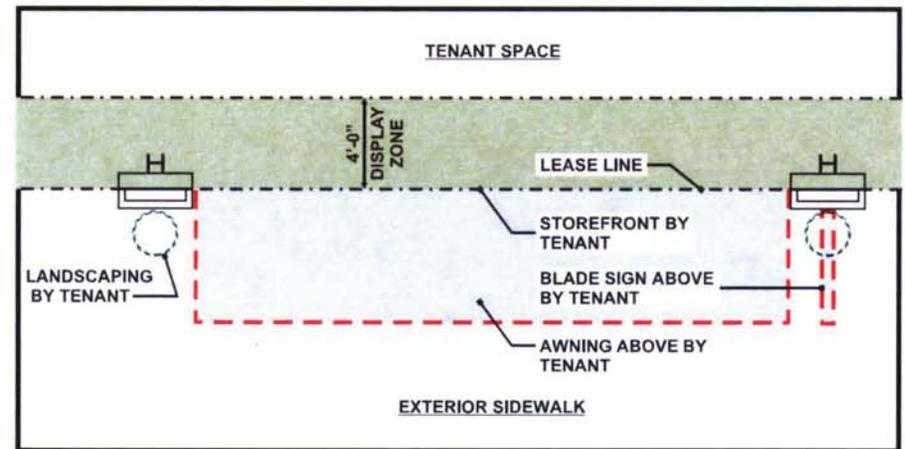
Tenant shall be fully responsible for Tenant's Sign Contractor, as well as coordination for required blocking and any associated interface with the Landlord-provided facade.

All Landlord's requirements for damage deposits and certificates must be met by sign contractors.

All signage, including signs of a temporary nature, must be approved by the Landlord in writing before use.



1 TYPICAL STOREFRONT ELEVATION



2 TYPICAL STOREFRONT PLAN

Signage Design Criteria

FACADE SIGNAGE

Facade Signs are intended for immediate recognition of the Tenant's premises by the public. It is recommended that the signage be designed for day and night-time visibility.

Signs are mounted on the facade of the store, above Tenant's awnings or canopy.

The Signage is limited to the trade name only, one sign is permitted per Tenant, unless the store has a corner location (then one per each facade is permitted).

The Tenant has maximum freedom in the design of the Facade Signage, except where otherwise noted.

Suggested types of facade lettering are:

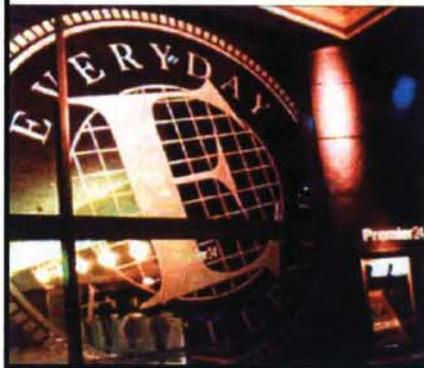
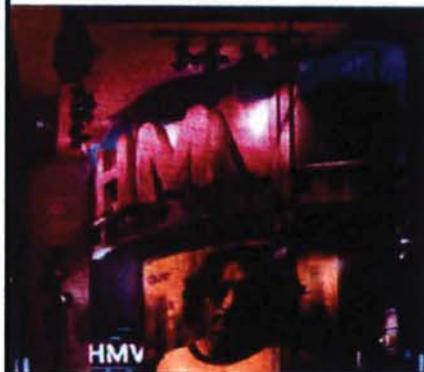
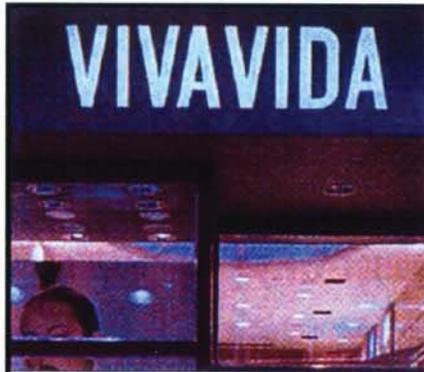
- Individual letters, pin-mounted to the facade.
- 2-dimensional, 3-dimensional or open channel type lettering.
- Lettering affixed to a panel which is erected at the facade within the allotted signage area.

Numerous variations/combinations of the above are possible for the signage, and the Landlord welcomes the Tenant's design proposals.

2nd Level Tenants will put signage on the facade above the 2nd level floor line.

FACADE MOUNTED GRAPHIC SIGNAGE

The Tenant is also encouraged to incorporate vertical facade graphics (banners). These would be supplemental to (and will not be accepted as a replacement of) the required blade signage.



CANOPY TOP SIGNAGE

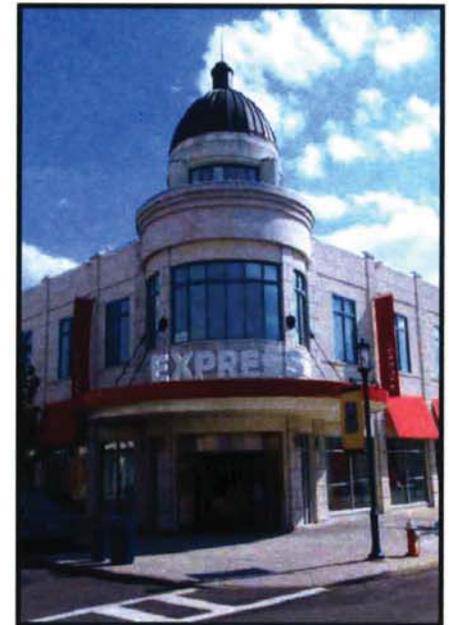
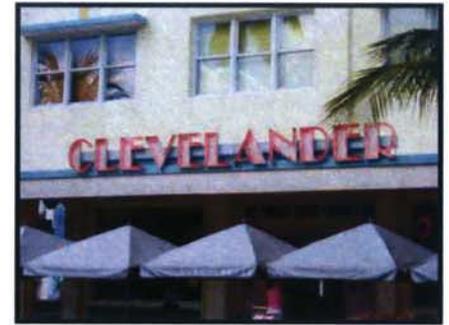
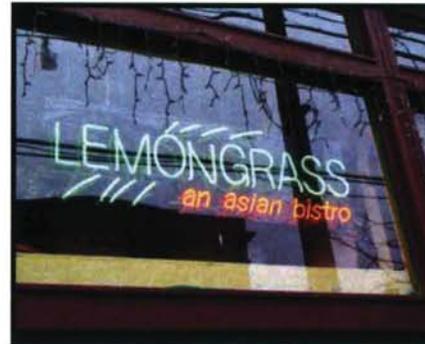
This Signage type consists of illuminated signage which will sit atop, or be affixed to the edge of the Landlord-provided canopy which occurs at specific locations in this project (often at the corner of a building).

The Tenant must provide the signage.

The finish and color of the lettering is ultimately subject to the Landlord's approval to ensure only the highest quality for the project.

OPTIONAL SIGNAGE ON GLASS

Tenants are encouraged to apply signs to the glass portion of the storefront. Acceptable materials include: painted gold or silver leaf; silk-screened logo; cut or polished metal veneers applied to glass; etched glass. Unacceptable materials: paper, posterboard taped to glass, vinyl letters. Signage must not obscure view through glass, and shall be limited to trade name and/or logo.



Signage Design Criteria

FACADE MOUNTED BLADE SIGNS

The Landlord requires the use of blade signs. Tenants are limited to one blade sign. Corner Tenants must employ two blade signs.

The Landlord requires no blade sign, or portions thereof, occur below 8'-0" or interfere with the location of any Landlord-provided amenities. The Landlord is providing the Tenant maximum flexibility, and expects unique and creative design in return.

The Tenant is responsible for illuminating the blade sign. This may be accomplished either internally or externally. Please note that sign boxes are not permitted, so internally lit blade signs must have an opaque background with the graphics illuminated.

They are intended as much for their decorative value to the buildings and streetscape as for their advertisement of the Tenant's premises.

Though they are referred to as "blade" signs, their projection may occur as spheres, boxes, cylinders or any other combination of 3-dimensional objects and shapes. See images.

As projected awnings have been requested by the Landlord for this project, the mounting height of the sign should be selected to avoid being obscured by the awning or awning frame.

The Tenant is required to erect one blade sign at the facade of the premises. Tenants at corner locations are permitted to install a sign at each face of the building.

UPPER LEVEL TENANTS

The use of upper level blade signage is encouraged, and the Landlord will review proposals for directional signage to the Tenant's entrance.

No projecting light-boxes will be allowed.



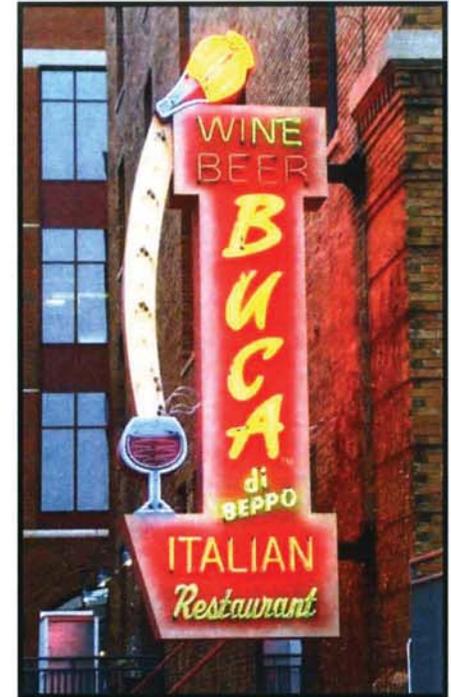
GRAND BLADE SIGNAGE

These are more elaborate versions of standard Blade Signs and encouraged at corners of buildings and elsewhere in order to provide visual emphasis to Tenant locations.

The Tenant has wide latitude in the design of these signs, to stimulate the creativity of their designs. However, the Landlord reserves the right to exert control over submittals to ensure the overall suitability of the design for this project.

Signs may be affixed to the corner of the building on the diagonal, thereby giving visibility from two directions. Bottom of sign must be a minimum of 15' above the sidewalk and may not interfere with the location of any Landlord-provided amenities.

Signs may include moving elements and flashing and/or neon lighting. They must allow for night-time illumination. Electrical supply conduit/wiring must be concealed and transformers must be concealed within the Tenant's premises.



Signage Design Criteria

SUSPENDED CANOPY SIGNS

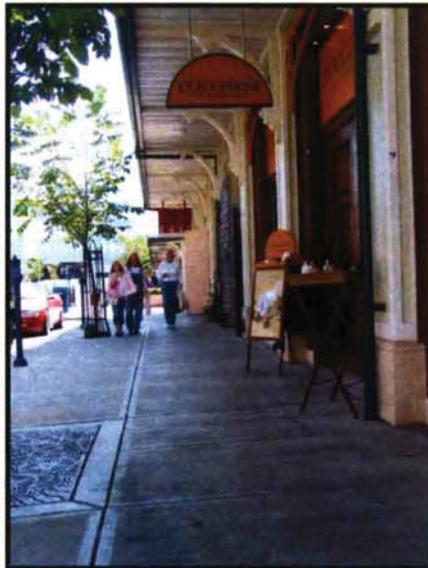
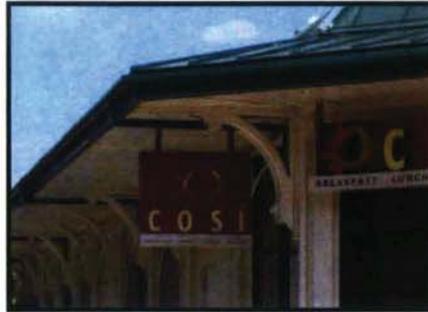
In locations where the Landlord has provided metal sidewalk canopies, the Tenant is permitted to suspend blade signs.

The image on the sign is limited to the Tenant's trade name and logo only.

Generally, one suspended blade sign is permitted for each Tenant, but where a Tenant has a corner location, one sign for each face of the Storefront is permitted.

The minimum dimension from the sidewalk to the underside of the sign is 8'-0". The maximum size of the signage panel is 8 sq. ft., but this may be increased to 10 sq. ft. where the height from the sidewalk to the canopy soffit exceeds 12 ft. The sign shall be centered on the centerline of the canopy. The edge of the sign may not project beyond the outer edge of the Landlord's canopy overhead. Refer to the L.O.D.'s for the locations of the signs.

Signs must be illuminated. The Tenant will provide power along the structural frame of the canopy for the Tenant's use. The Tenant is responsible for coordination of these service requirements with the Landlord.



ROOF/PARAPET SIGNAGE

Roof / Parapet Signs occur at specific Tenant locations, generally where the Tenant occupies a corner location in the building, thereby facing two streets. These signs are subject to local jurisdictions approval / requirements.

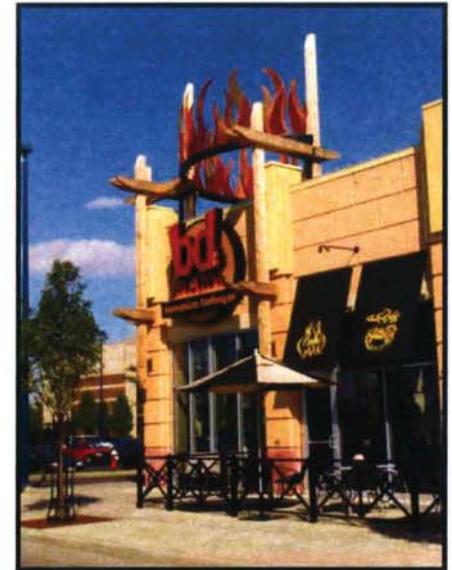
Refer to L.O.D.'s for details regarding permissible height, width, etc. for this signage type. Signs may display the Tenant's trade name and logo. Three-dimensional character for the signage is strongly recommended. Signs may be internally or externally lit. Flashing and/or neon lighting is permissible, but all signs are subject to the Landlord's approval.

For built-up roofing, signs may rest on the top of the provided parapet walls or may be set back or set on the diagonal to provide exposure to both streets. The Tenant is responsible for the structural integrity of the sign.

Roof mounted signage at roof finishes other than built-up roofing, such as standing seam metal roofs, must have structural members of the signs secured to the structural members of the roof.

At built-up roofs, supporting framework, posts, etc. must be secured to structural members in the parapet walls; they are not permitted to rest on the Landlord's roof or to penetrate the roof, without the Landlord's approval.

All structural or mechanical penetrations into the buildings must be flashed by the Landlord's Roofing Contractor. This is required to maintain the Landlord's roofing warranty.



Awning and Canopy Design Criteria

All Tenants are required to provide awnings at their storefronts. Canopies are encouraged, and included in specific locations.

Awnings and canopies are a proven means of providing the Tenant with not only a sheltered space for customers to peer through the storefront and onto merchandise, but also provide an excellent opportunity for further expression of a Tenant's brand identity through material and color selections as well as optional signage graphic logo element printed upon the fabric, or mounted to the canopy.

Awnings are generally fabric. Canopies are solid, structural elements of materials such as glass and steel. However, the Landlord is encouraging a wide variety of designs and materials for the project. Feel free to be creative for your Design Submission presentation.

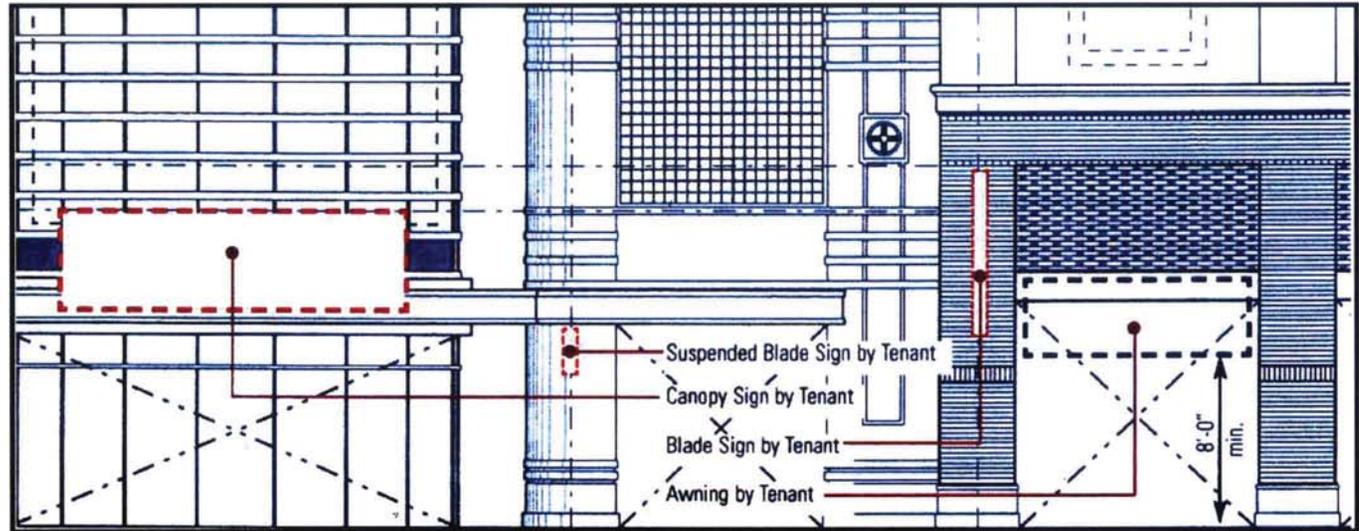
Generally, shape, color and pattern of the awnings is at the discretion of the Tenant, but are subject to approval by the Landlord.

Minimum projection of awning from facade of building is 6'-0", except where otherwise noted. Minimum height from sidewalk to bottom of awning is 8'-0" generally.

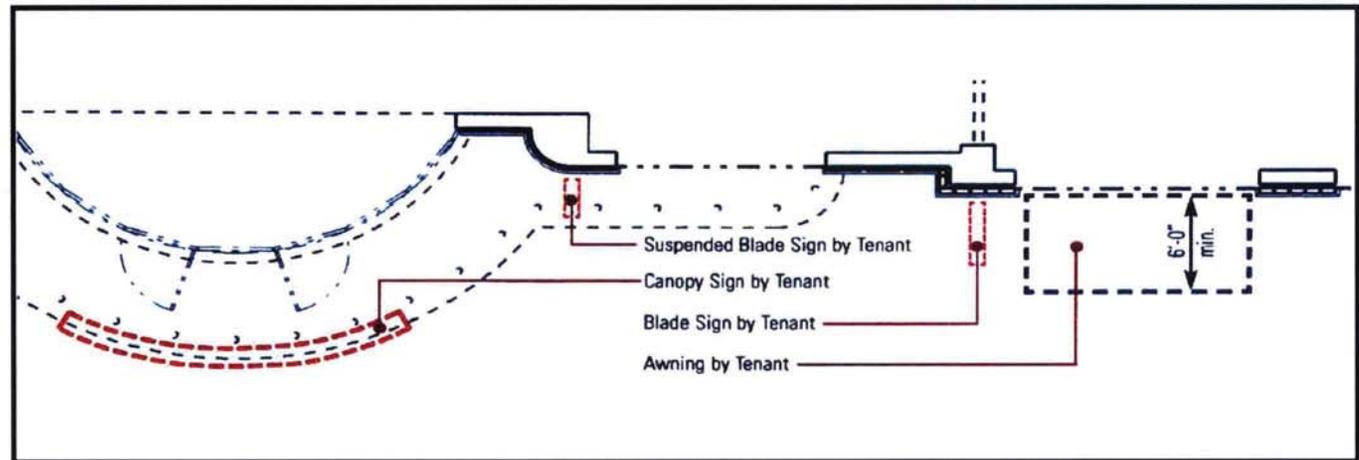
Awnings may not be permanently supported from the sidewalk, but the Landlord will consider removable support systems. The Tenant is responsible for structural stability of the awnings, and must ensure that storefronts, transoms and other required storefront elements are adequate.

The widespread occurrence of awnings in this project, and their required projection, means that all shoppers will be aware of the underside of the awnings. Therefore, the structure for awnings should be attractive as well as functional, and it must have a suitable finish (unfinished galvanized pipe is unacceptable).

At certain locations at the Service side of Tenants' premises, and at other selected locations, the Landlord has recommended awnings at facades where storefronts do not occur. In these locations, awnings are intended as an enhancement of the facade. To encourage this, the minimum projection of the awnings from the wall surface has been reduced from 6' to 4', and store names will be allowed on these awnings.

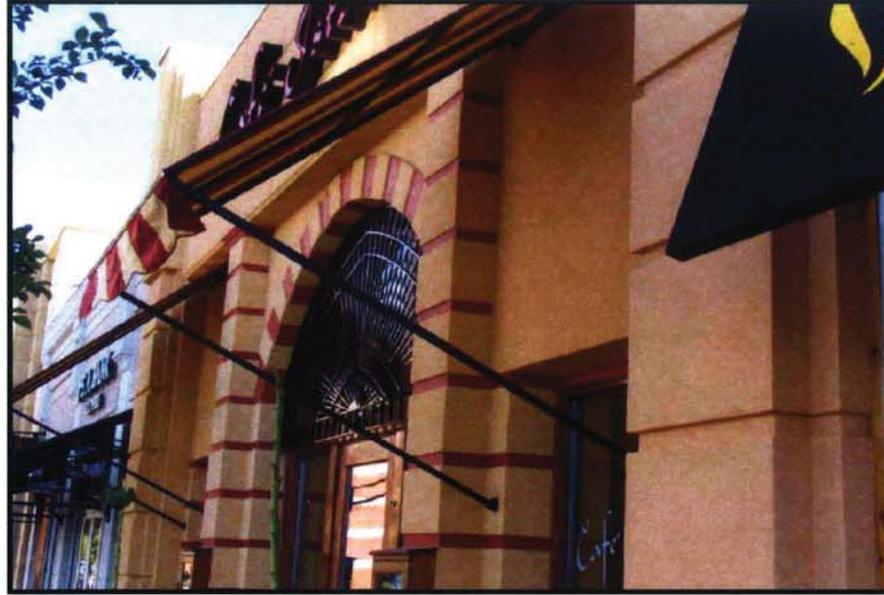
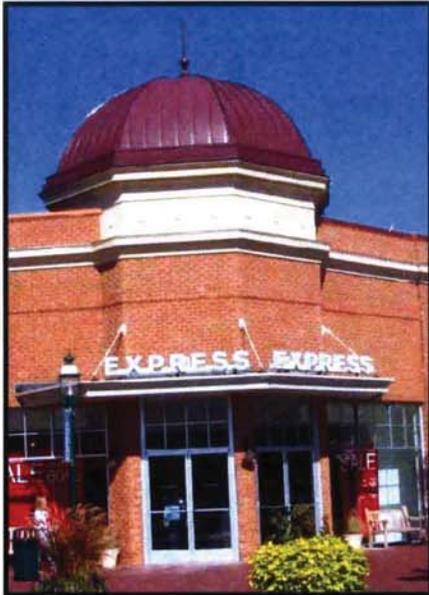


1 TYPICAL ELEVATION



2 TYPICAL PLAN

Awning and Canopy Design Criteria



Address Signage Criteria

EXTERIOR TENANTS

Tenants are responsible for providing address signage on their storefront to identify their space. The following are requirements that must be met.

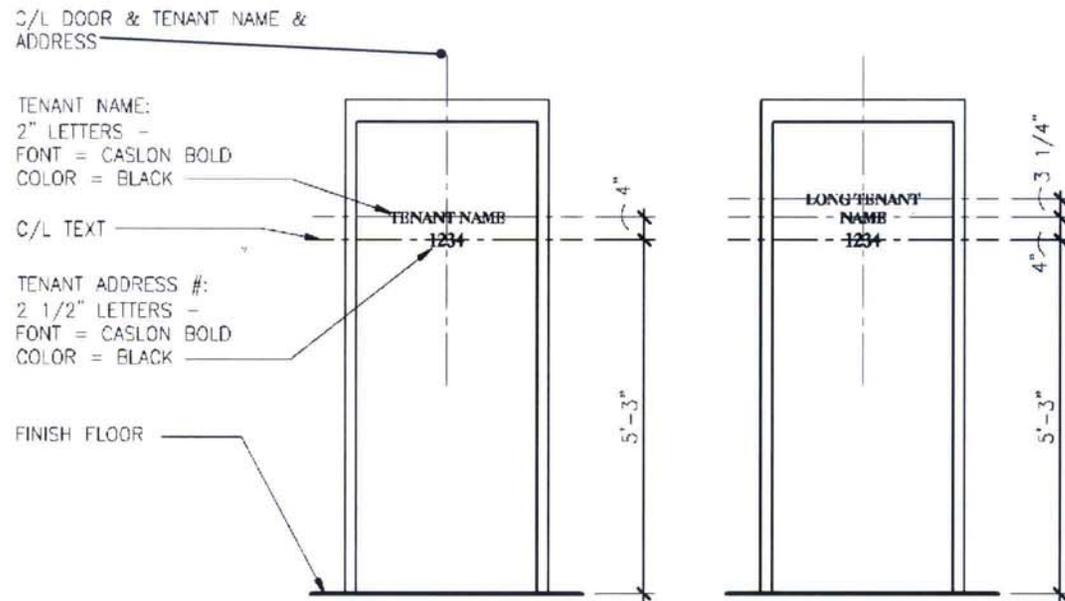
1. Address signage is required near the Tenant's entrance doors.

2. The font style is to match that used in other Tenant's signage, or be Caslon Bold. Letters are to be 4" tall.

3. Numbers / letters are to be black or another dark color. White is not permitted.

4. Tenants at corner locations are required to provide both the address number and street name on storefront facing each street, regardless of location of entry doors.

5. Refer to the adjacent drawing showing service entry graphic Requirements for both interior and exterior tenant service entries.



Office Tenant Design Criteria

ENTRANCES

All materials employed in Tenant's entrance shall match the building standard, including, but not limited to, size, color, material, detailing, hardware, signage, etc. Entrance doors are to be 3'x8' solid core wood, with full lites. Side lites are encouraged. Wood system to match established building standard, including stain color. Doors are to be equipped with building standard hardware locksets, with interchangeable cores, keyed to match the existing security system. The lever style and all finishes are to match the building standard.

At tenant entrances, tenant will be responsible for installing a neutral colored solid cut pile carpet, as selected by Landlord, in order to patch any void between the tenant's flooring and the common area corridor flooring due to the recess of the door or entry.

DEMISING PARTITIONS

Landlord shall supply and install metal studs for demising partitions. Tenant shall provide finished gypsum board to deck, blocking (if required), and acoustical insulation full height of wall.

INTERIOR PARTITIONS

Tenant's interior partitions shall be made of metal stud framing at 16" on center with 5/8" gypsum board finish on all sides, with taped and spackled joints. All partitions will be painted with one primer coat and two finish coats, flat latex enamel throughout or eggshell enamel at walls with sinks (or similar 'wet' walls).

CEILINGS

The building standard ceiling tile is Armstrong Cirrus 'Open Plan' Fine Texture, with an Angled Tegular edge.. Ceiling grid shall be Armstrong "Suprafine" 9/16" exposed tee grid system, in a 2'x2' pattern.

WINDOW TREATMENTS

Inside mounted, manually operated, horizontal window blinds, "Riviera", as manufactured by Levolor.

- 1" unperforated aluminum slats with baked enamel finish.
- Head and bottom rails: formed steel channels with end caps.
- Installation hardware: manufacturer's standard.
- Tilt Control: Clear acrylic wand.
- Lift Cord: Braided polyester or nylon with crashproof cord locks.
- Color: All exposed slats, rails, and hardware to be one color. Color selection to be submitted to Landlord for approval.
- Fabricate blind units to fit between window head and be continuous between vertical mullions. Secure units to window framing system at the heads.

CARPET

In order to establish and maintain a minimum level of quality within the building, any broadloom carpet must meet the following minimum performance guidelines/specifications.

- Construction: Tufted cut pile, loop, or combination cut/loop.
- Backing: Woven Polypropylene @ Action Back.
- Fiber Content: 100% Antron Lumena solution-dyed nylon.
- Yarn weight/SY: 30 ounce.
- Gauge: 1/10
- Stitches/inch: 10.
- Flammability: ASTM E-648 Class I.
ASTM E-662 Less than 450.
- Warranty: Abrasive Wear and Stain Removal: 10 year limited warranty, Static Control: Life of carpet.
- Regulatory: ADA Compliant.

RESILIENT TILE

Resilient tile flooring shall be minimum 1/8" thick, nominal 12" square vinyl composition tile. Resilient tile flooring will not be used in areas visible from the common corridor.

RESILIENT BASE

Resilient base will be 1/8" thick vinyl, 4" high straight base, continuous lengths. Molded corners only permitted where proper anchorage cannot be obtained. Products by Armstrong, Roppe, Musson, VPI, and Flexco are acceptable.