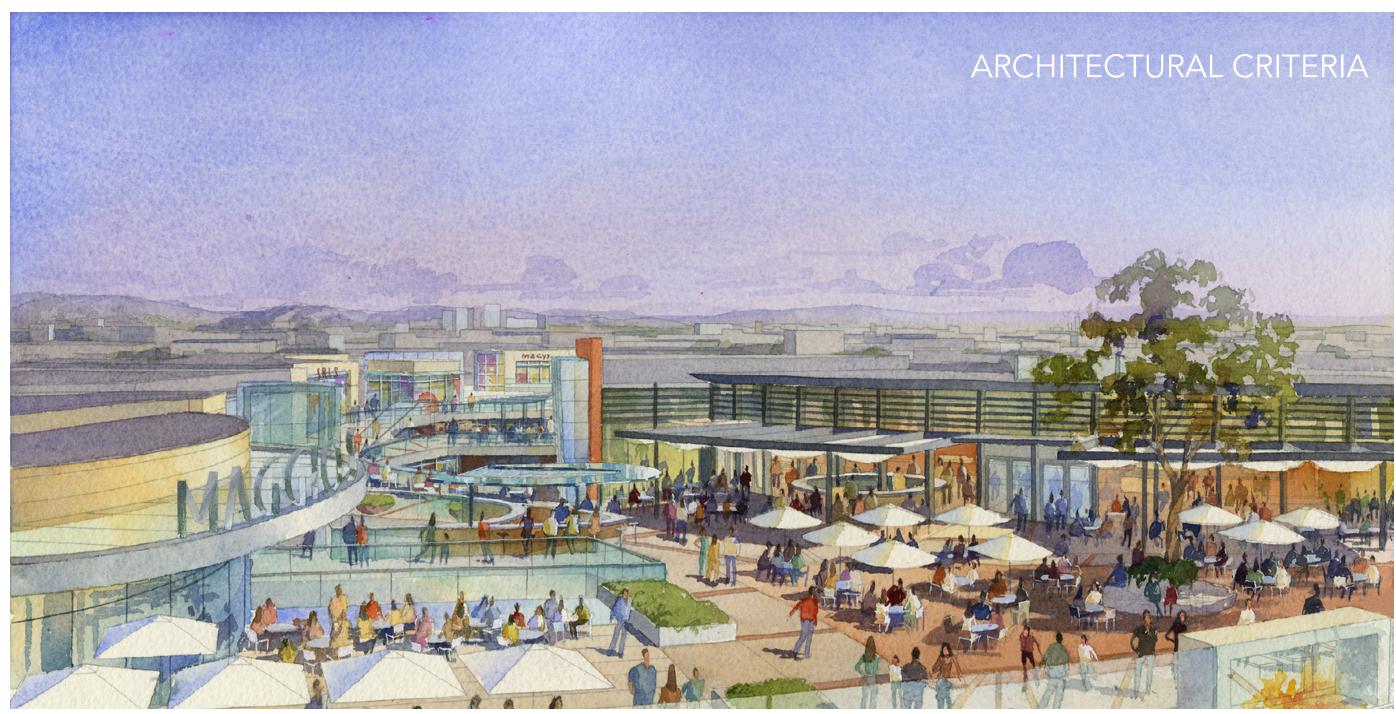
395 Santa Monica Place, Santa Monica, CA 90401



DINING TERRACE concept view





SANTA MONICA Slace

GENERAL STOREFRONT REQUIREMENTS

All storefront designs and plans are subject to Landlord approval. Certain Tenant storefront areas have been designed and approved by the Architectural Review Board (ARB) of the City of Santa Monica. Any redesigns of these areas will require approval by the ARB of the City of Santa Monica. Tenants located in the Promenade area of the Broadway entrance require ARB approval. The Design Key Plans on pages a3-a5 illustrate the areas where this occurs.

Storefronts must be of the highest caliber: expressing state of the art and material quality, and meeting or exceeding the very best examples. We want this to be your flagship store.

To achieve this goal, Tenants shall be required to select an architect who has experience in retail tenant design. The overall storefront image should be well coordinated, fully integrating components such as entries, displays and signage.

Projections or canopies, where required, must be three dimensional, emphasizing creative, dynamic forms and designs.

The following criteria apply:

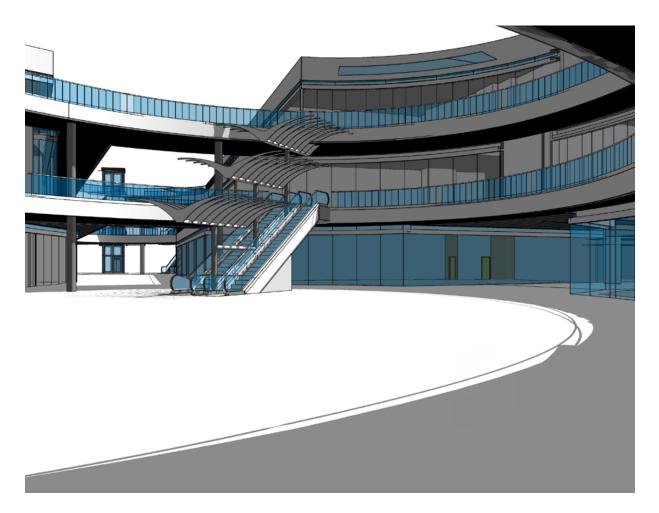
- 1. All storefront construction shall be self supporting from the floor and independent of the building fascia and bulkhead structure. Storefronts may be braced to the overhead structure within the Tenant Space. A minimum of 70% of the storefront is to be display windows.
- 2. Tenants will provide a flush transition between their flooring and the common walkway.
- 3. Storefronts visible from the upper level must take special care that the tops of storefronts are finished to match the storefront design. There are to be no exposed conduits, raceways, access

panels, or equipment visible from upper level. In addition, all surfaces of any visible projections must also be finished to match.

- 4. The underside of the entry portal soffit shall be finished to match the storefront. Gypsum board will not be permitted.
- 5. Stores less than eight hundred (800) square feet shall be required to have durable floors and gypsum board ceilings throughout the sales area.
- 6. Do not install an access panel in the entry portal. Access panels for signs must be inside the store.
- 7. Rolling grilles are prohibited.

Materials used in the construction of storefronts shall be high quality, durable, authentically portrayed and code compliant. The entire storefront area is subject to the Landlord's scrutiny for quality of finishes, detailing and construction methods.

The success of storefront design is largely dependent on how creatively materials and design details are used to develop a unique but well executed image for each Tenant. The following are minimum standards for the use and installation of materials for storefront construction. Proposed materials and colors are to be submitted on a color material sample board to the Landlord for review during the preliminary design review process. (Refer to PLAN SUBMITTAL & REVIEW PROCEDURES for more detailed requirements.)

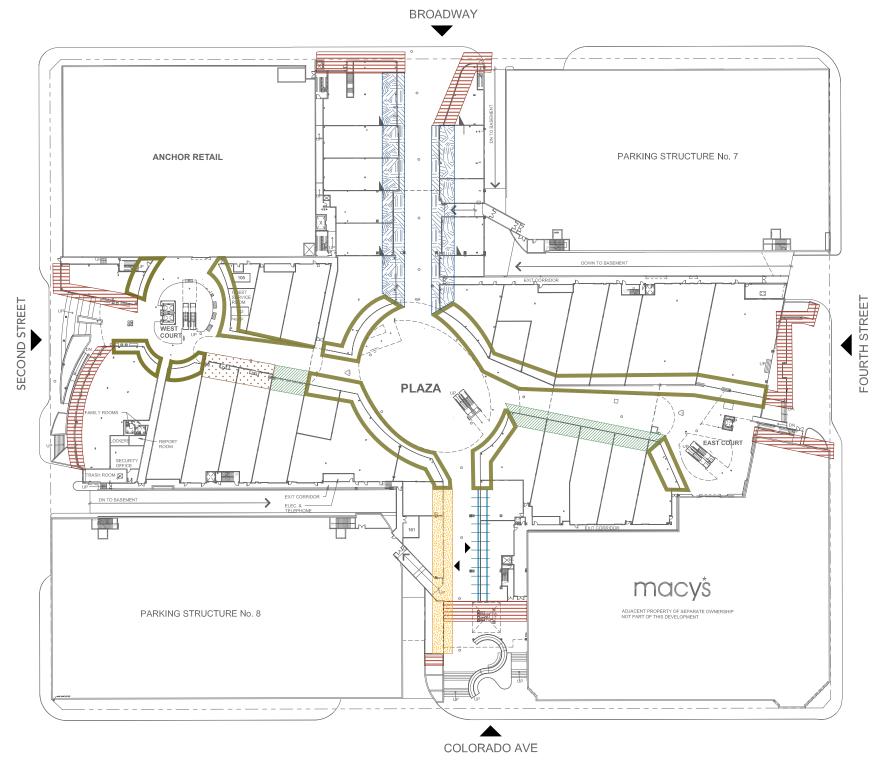




TENANT DESIGN CRITERIA
Section (a) Architectural Criteria

Updated: September 2016

395 Santa Monica Place, Santa Monica, CA 90401



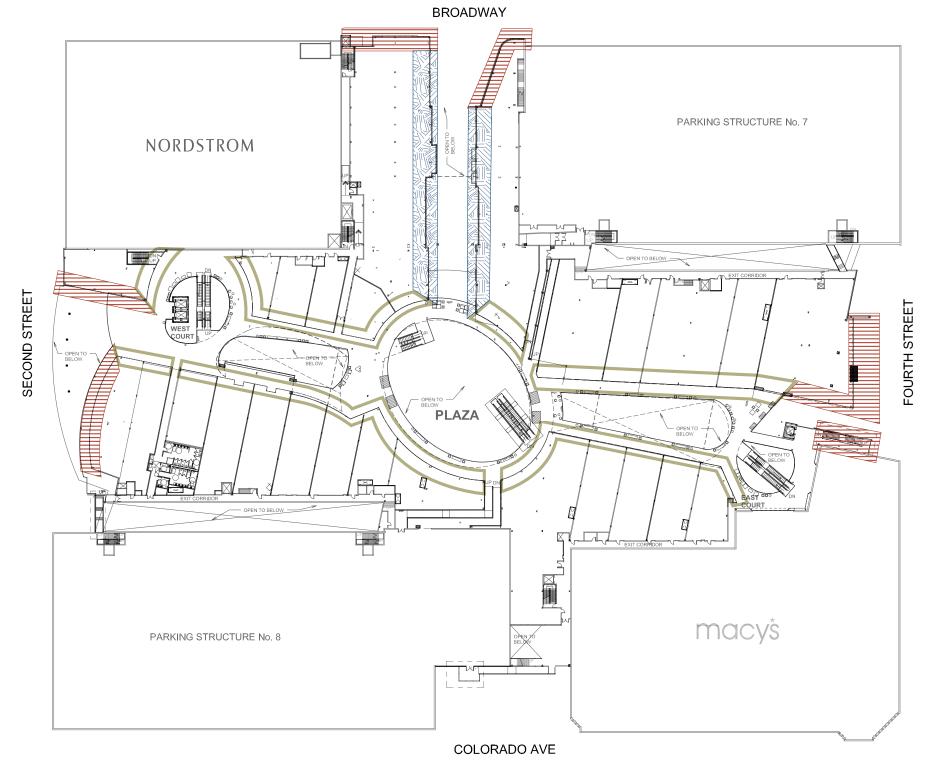
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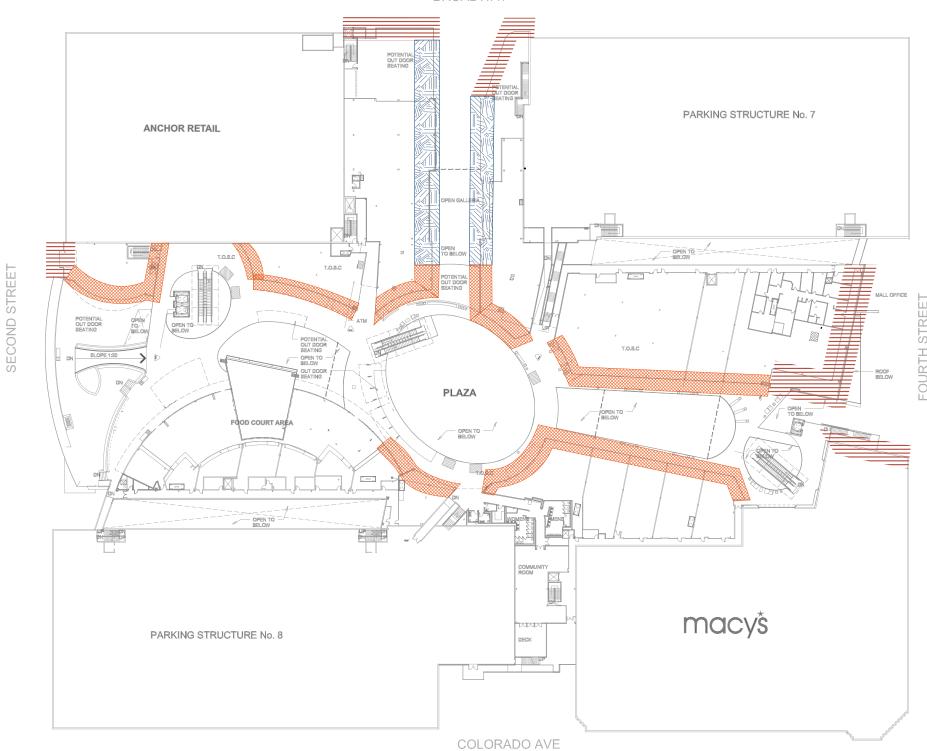
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BROADWAY



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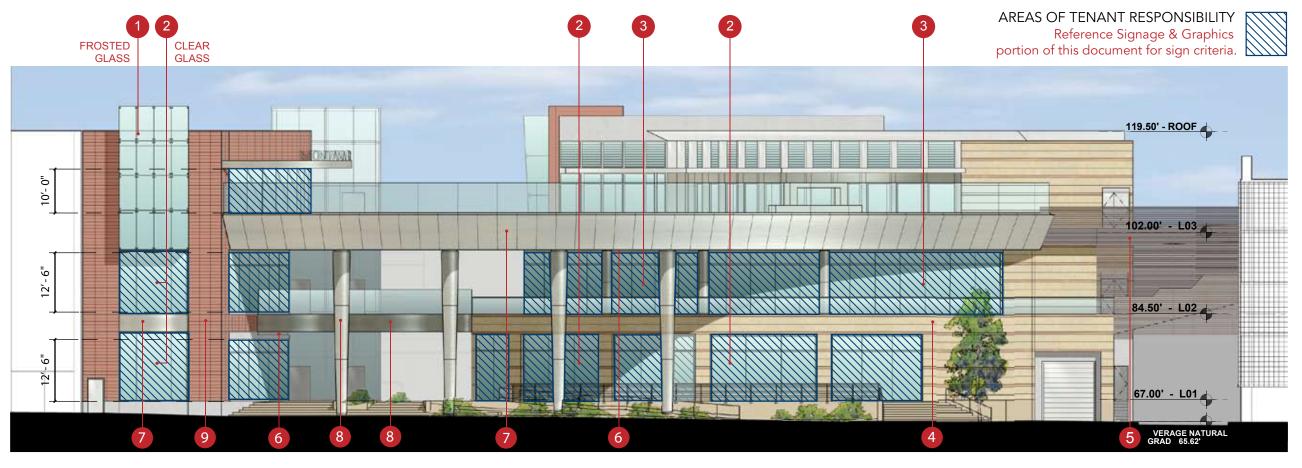


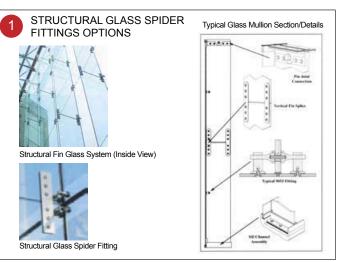


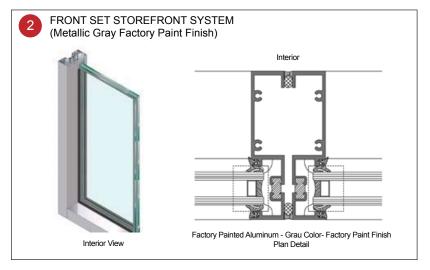


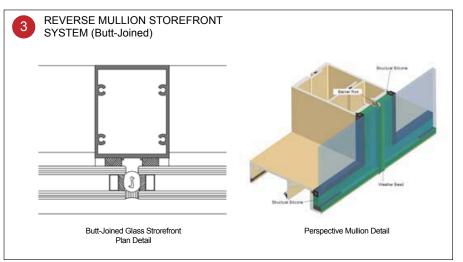
















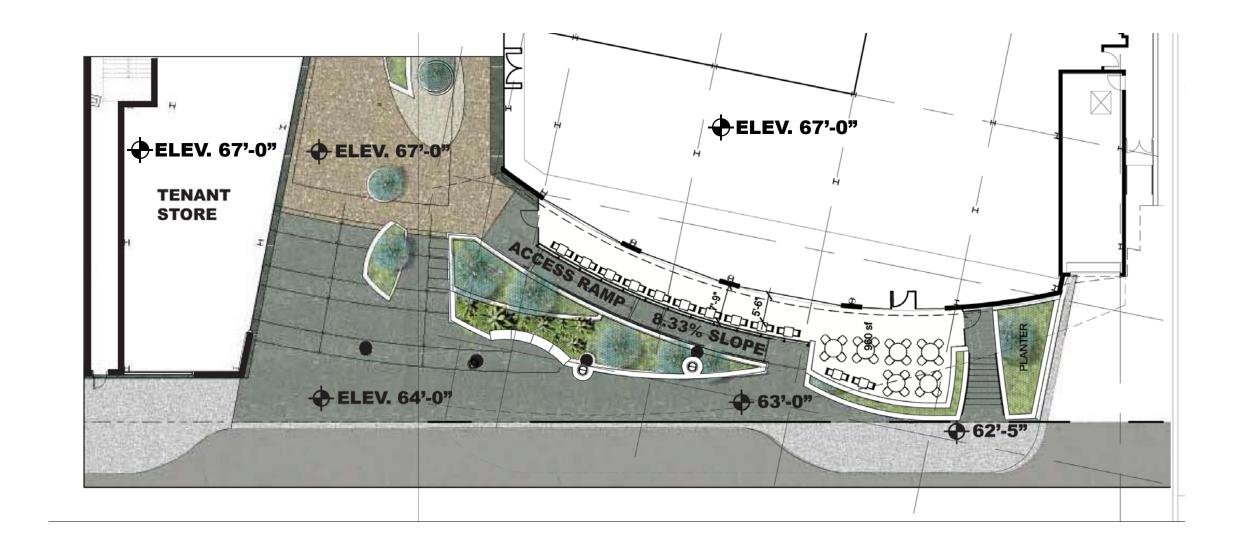
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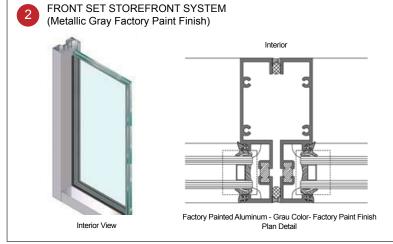


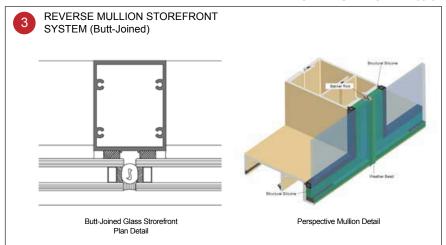
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TENANT DESIGN CRITERIA

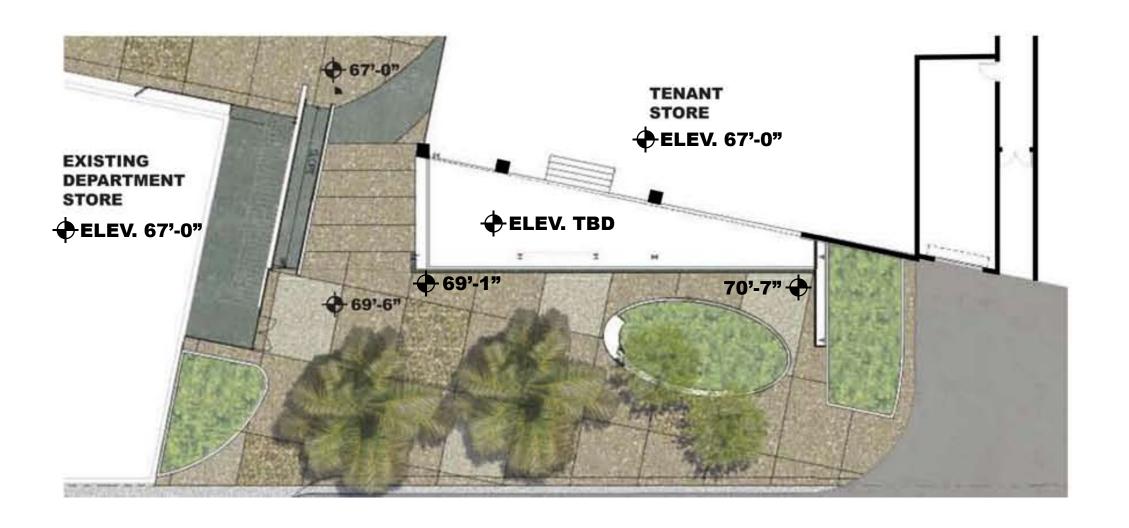
Section a Architectural Criteria

Updated: September 2016





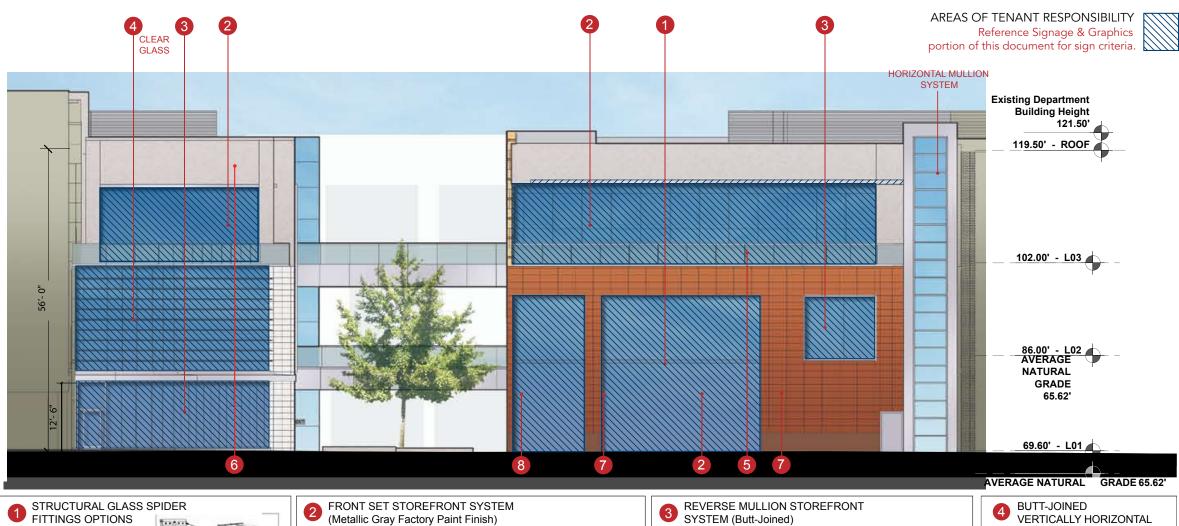














5 TYPICAL GLASS

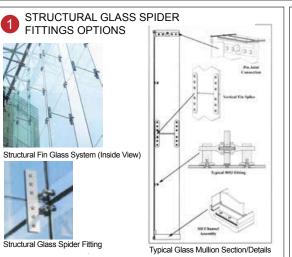
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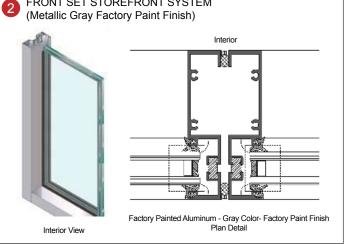
6 SMOOTH STEEL

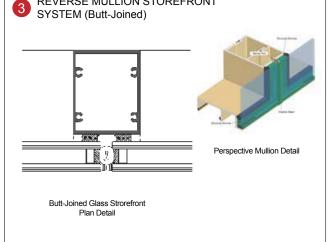
TROWELLED PLASTER

















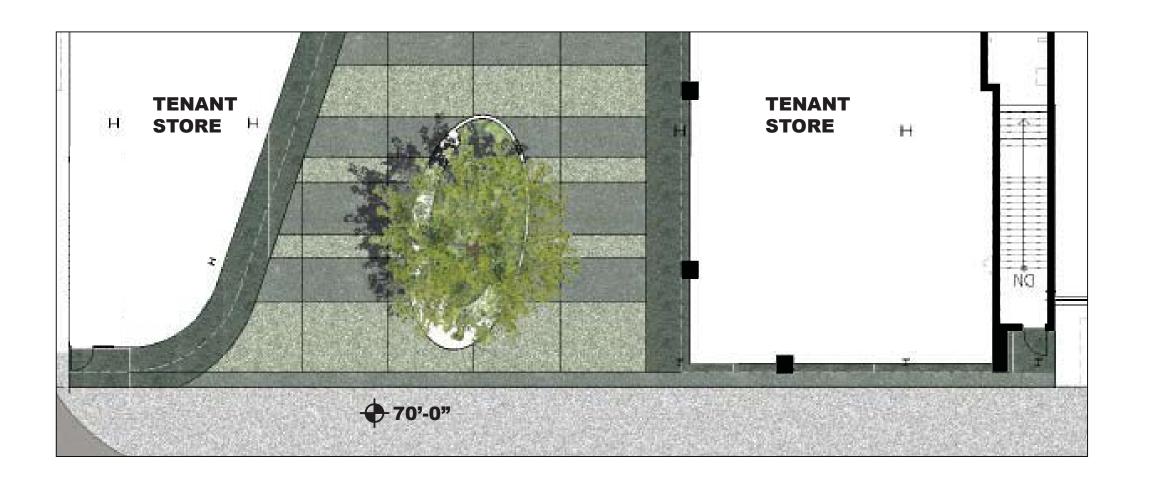
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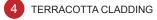






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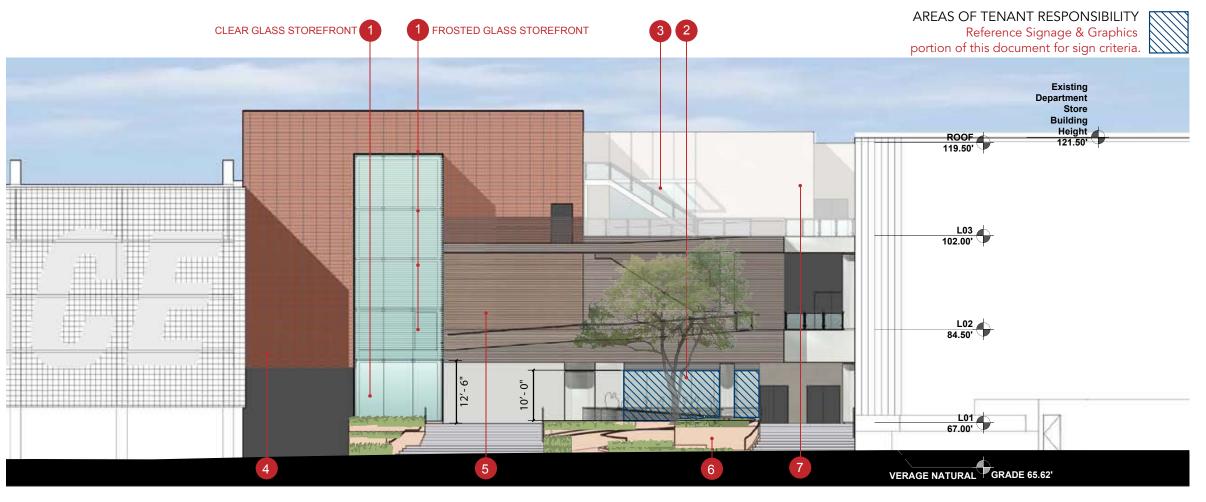


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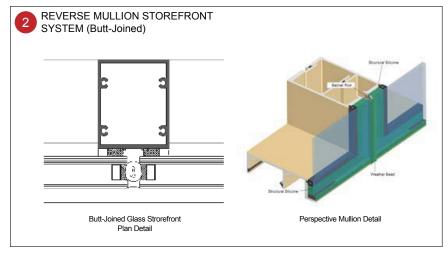


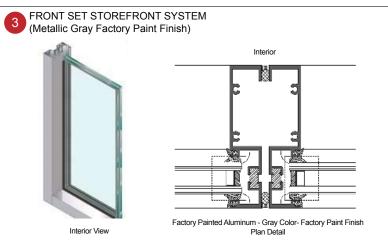
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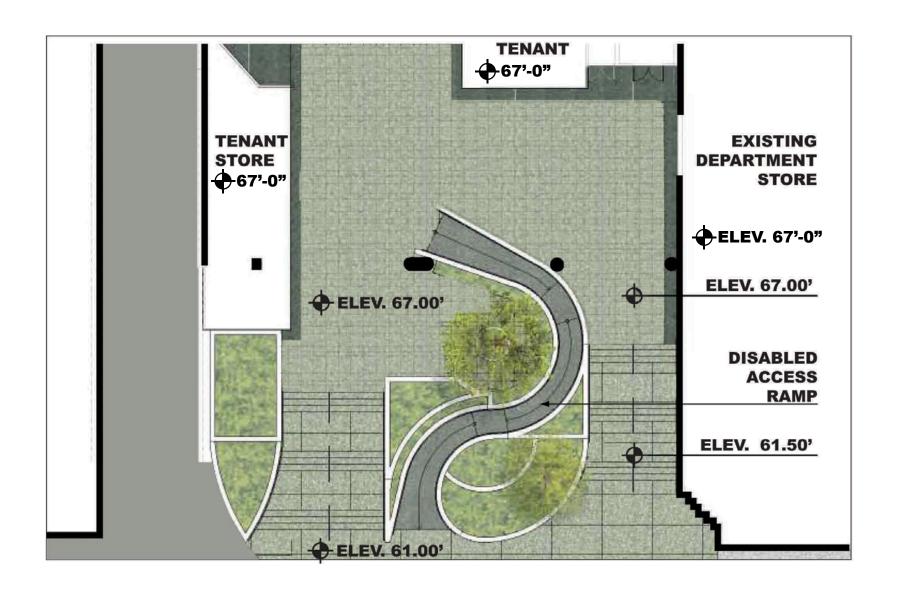










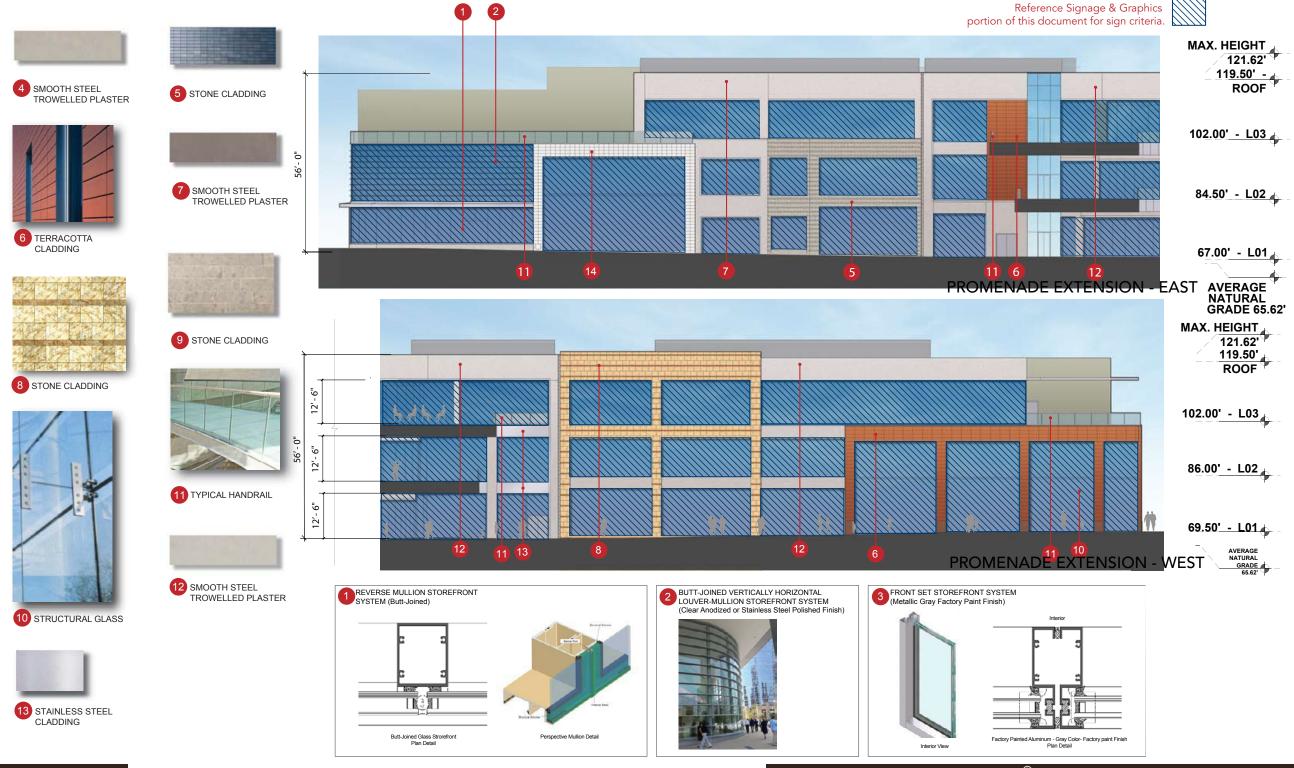








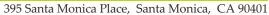
AREAS OF TENANT RESPONSIBILITY





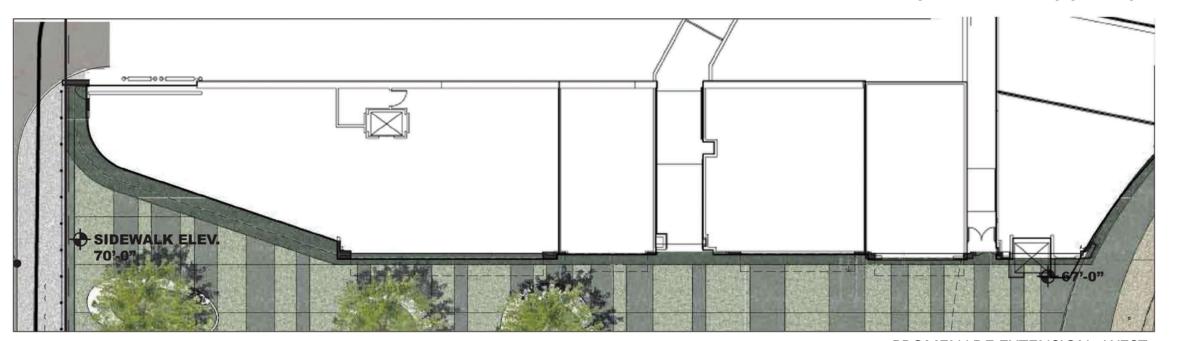
a18







PROMENADE EXTENSION - EAST



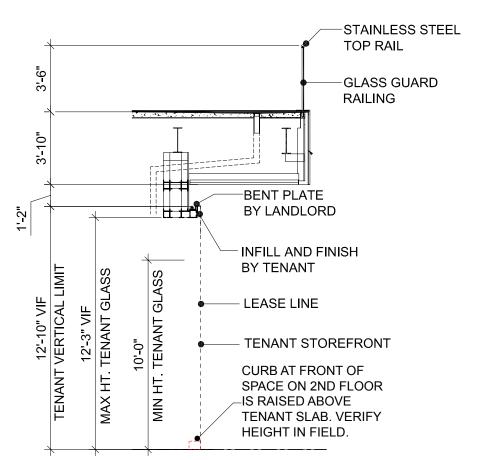
PROMENADE EXTENSION - WEST



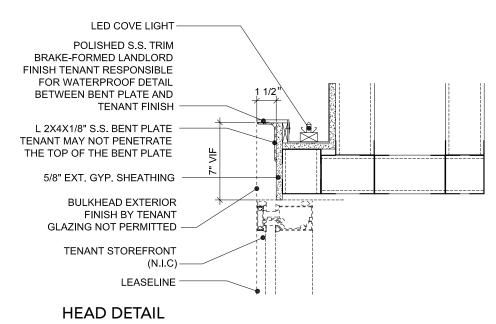


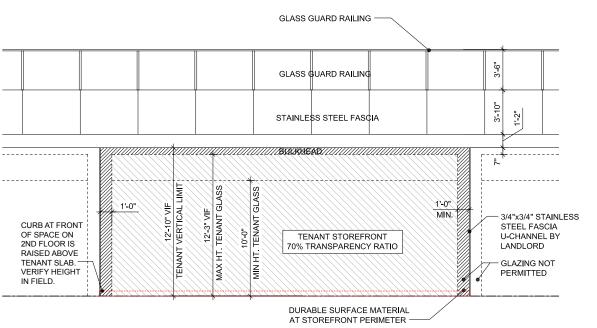




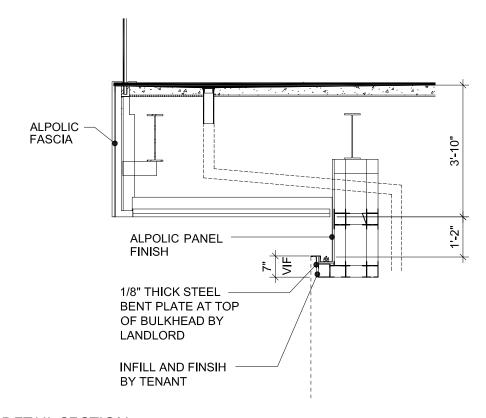


- *Waterproofing required @ LL's bent plate by Tenant. Provide detail for LL review and approval.
- **Under no circumstance, can Tenant material extend past LL's bent plate or penetrate LL's bent plate.





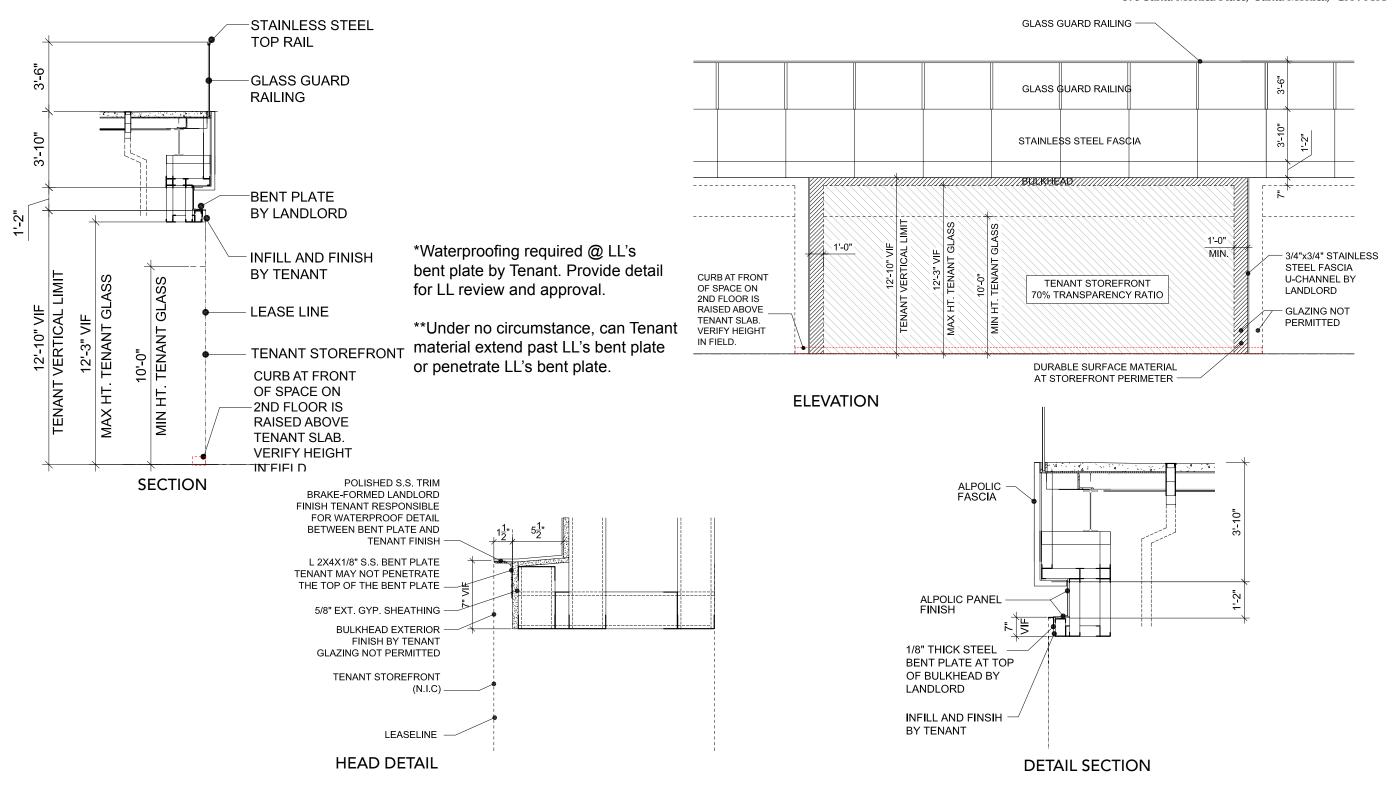
ELEVATION



DETAIL SECTION



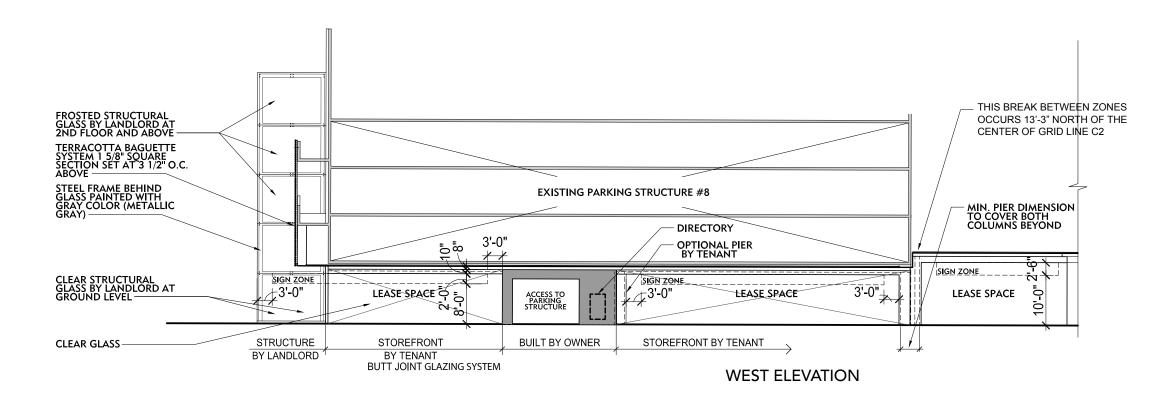
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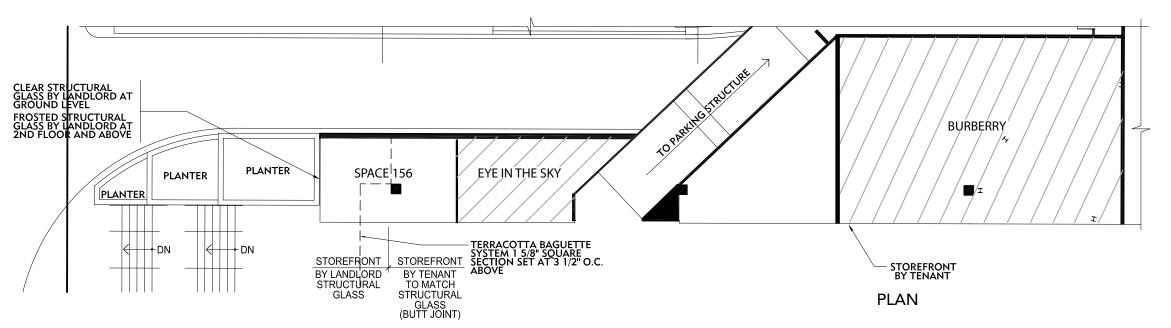








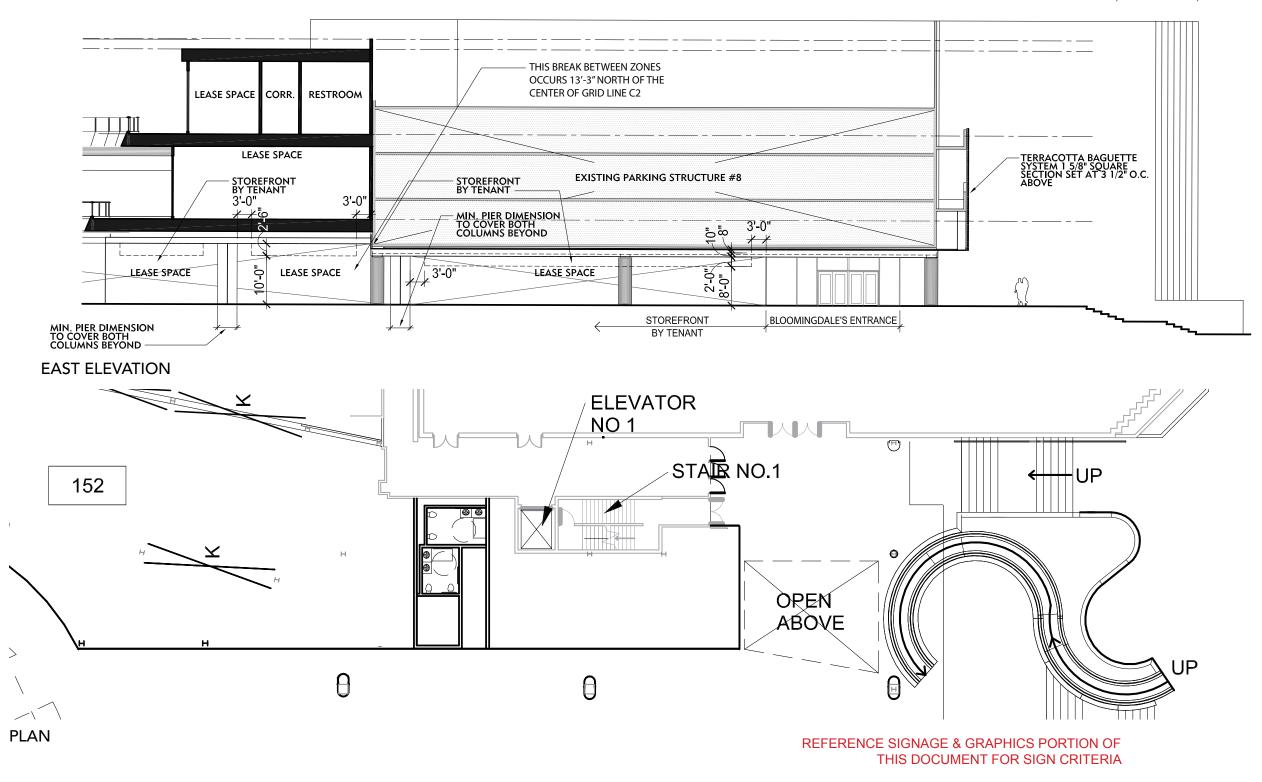




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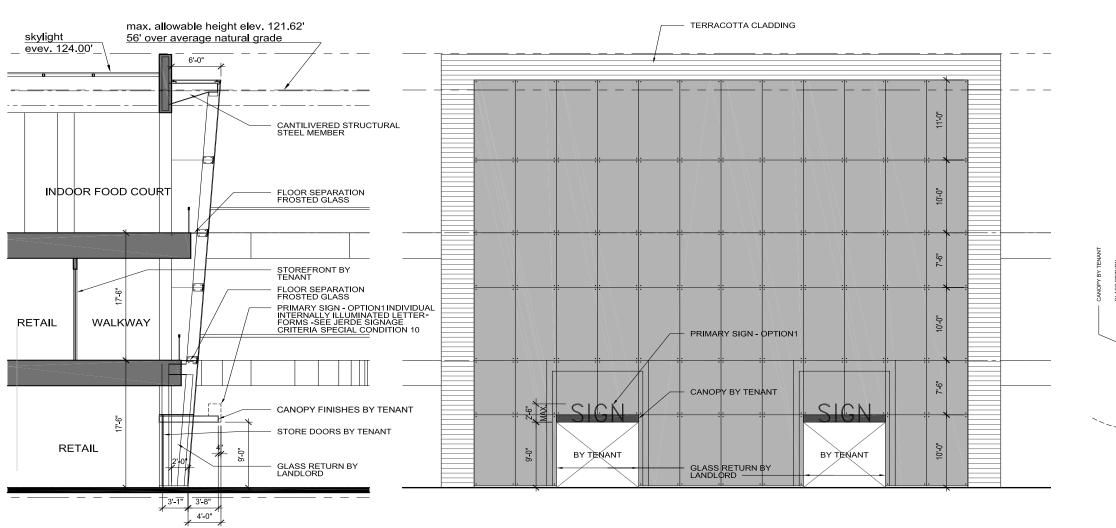
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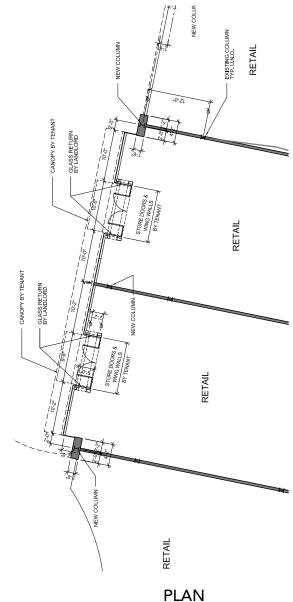












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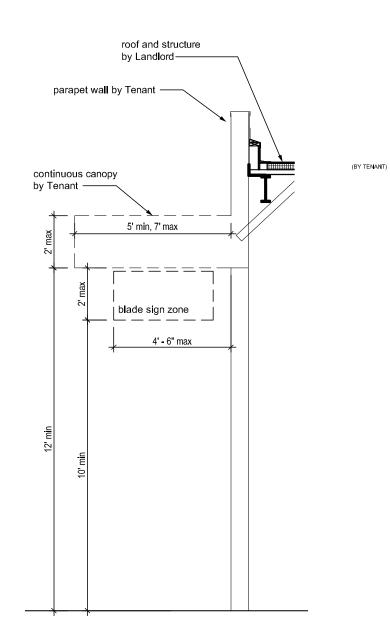
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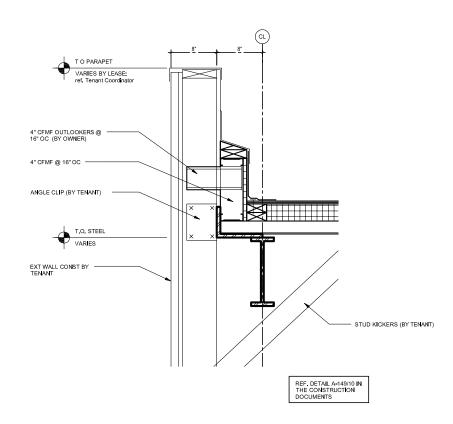












SECTION DETAIL

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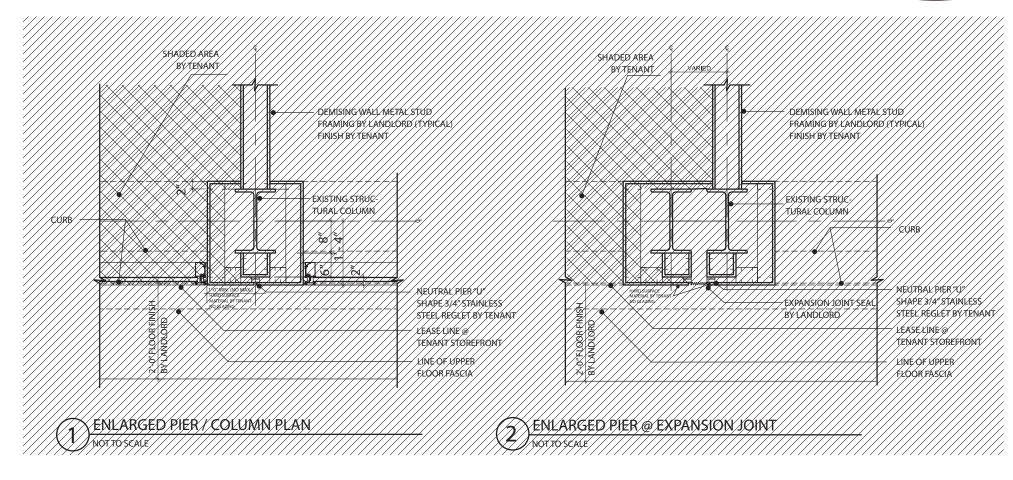












SHADED AREAS INDICATE
TENANT RESPONSIBILITY

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CANOPIES AND OVERHANGS

Canopies and overhangs are encouraged for Tenants located at Promenade Extension on L01, and L02, and restaurant Tenants. Canopies are required for L03.

(reference pages a3-a5 for specific locations and page a21 for design requirements

Canopies/Overhangs must be an integral part of the storefront design. The underside may be articulated with architectural elements such as brackets, coffers or exposed beam-ends. Canopies may be constructed from glass, metal or wood. Internally illuminated canopies are not permitted. Canopies must be supported by Tenant's storefront and may not be attached to shell building. The lowest point of any shade element shall be 10'-0" above the finished floor. It is the designer's responsibility to ensure that they conform to all applicable codes.

Level 3 canopies are required to be solid and constructed to shelter the common area from rain. The canopies must extend the full length of the storefront. Special consideration will be required at the transition between one Tenant and the next and at the interface between Tenant construction and Landlord construction.

Types

Creative materials and forms of canopies/overhangs are encouraged to promote identity among Tenants.

- Creative, imaginative, unusual shapes
- Semi spherical
- Multiple
- Unusual materials such as louvers, wood, wire, metal, etc. subject to review by Landlord's Tenant Coordinator. Fabric Awnings are not permitted at Santa Monica Place.

Signage

Canopy graphics may be located on canopy and will be reviewed on a case-by-case basis. Hard material canopies that incorporate primary signage are encouraged (see signage & graphics section of this document).

Logos

Reference Signage & Graphics as specified in this document.

Umbrellas

Umbrellas are allowed only in the Tenant's exterior leased premises and cannot overhang into the public right-of-way. Umbrellas should be small in scale (maximum six feet in diameter) and no more that nine feet high (9'-0") at the peak. Wood or wrought iron are the only acceptable materials for the umbrella structure. No insignia, graphics or text are permitted on the umbrella fabric. The umbrella fabric must be flame retardant material in a color approved by Landlord's Tenant Coordinator.









GLAZING

Storefront Glazing

The transparent surfaces of the storefront serve an important design role to the storefront and the interior by creating an architectural display area. The use of glazing should be creatively explored and carefully detailed. The following criteria applies:

- 1. Exterior glazing units for both storefronts and doors must have a solar heat gain coefficient (SHGC) of not more than 0.27 and a U-value of not more than 0.79. Tinting or films applied after the glass is installed is prohibited. Landlord suggests a 1" thick insulated, low-E storefront system to meet these criteria. Prior to installation Tenant will be required to submit documentation from the glass manufacturer for each type of storefront glass used demonstrating that it meets these criteria.
- 2. Large panes of glazing must be of sufficient thickness to meet code and be properly supported.
- 3. All glass shall be tempered.
- 4. Stained, leaded, etched, beveled, fritted, glass block and other types of innovative glazing are encouraged.
- 5. In frameless assemblies, glass panel joint details must be top quality and are subject to strict Landlord review. Glazing edges must be polished, ground or chamfered. Glazing channels at corner conditions must be mitered.
- Tenants may be required to provide seismic clips to stabilize tall expanses of glass. Silicone sealant at glazing joints is not permitted.
- 7. Reflective glass (including the extensive use of mirror) and/or tinted glass is not permitted on storefronts or in the storefront entry zone.

Window and Glazing Configuration

Window configuration and glazing comprise the largest compositional elements of storefronts. They establish a great deal of the design character and define the relationship between interior and exterior. The glazing systems establish the framework for the display of the Tenants' image and merchandise. Size, proportion, and pattern should be carefully considered.

- Tenants are not restricted to asymmetrical design, particular proportions, sizes, or types of glazing systems.
- Tenants are encouraged to "open-up" their store front by extending their glazing to the extents of their leaseline
- 3. Butt-joint glazing is encouraged for show windows that infill larger storefront forms. Glass shall be clear polished plate or tempered glass as required by code.
- Window mullions are required to meet all material and finish standards.
- 5. Glazing should be predominantly clear to emphasize merchandise display.
- 6. Decorative glazing such as colored, beveled, sandblasted or etched glass may be used to create accent pattern and interest.
- Glazing shall be a minimum of ½" thick, clear tempered glass where used in conjunction with mullions or framed systems.
- 8. Large panes of glass should be engineered by code requirements. Sections of glass are to be installed so that corners and abutting sections have no sash material providing separation or support. Weather tight conditions must be maintained.
- 9. No reflective or tinted glass will be allowed.

395 Santa Monica Place, Santa Monica, CA 90401

EXTERIOR MATERIALS

General Material Requirements

The use of natural materials is encouraged. All materials used in storefronts must be durable and non corrosive.

Careful attention to the detailing or joinery of differing materials is necessary. A carefully defined edge must be established between different materials and surfaces on the storefront, as well as between the Tenant and Landlord finishes.

Two inch (2") minimum durable base is required at all storefronts.

All finished store materials within 8'-0" of the storefront point of closure shall be durable materials such as glass, tile, metal, stone, terrazzo, plaster, hardwood, or similar materials approved by the Landlord. Reflective wallpaper, vinyl wall coverings, plastic laminates, mirror, slatwall, or tambour will not be permitted.

Any wood material used for storefront construction must comply with all code requirements.

A mock-up of the materials, colors, textures, or application may be required at the Landlord's discretion.

Metals

All storefront metal panels must meet LL requirements below (this note must appear on final drawing set):

All seams between metal panels must be identified on the storefront elevation and must be properly addressed during design review process. Metal panels will not be allowed to directly come into contact with adjacent panel. Reveals, turn-in seams, welding or similar must be specified and detailed out on the plans for approval.

No visible fasteners

Min ½" thick fire-rated plywood substrate is required and must be called out on the plans

Minimum 18 gauge metal panels are required. This must be called out on their plans for approval.

Due to proximity to the ocean, rustproof metal is required.

High quality is expected for all metal applications. Metal such as shop-painted aluminum and steel, stainless steel, solid brass, bronze, pewter, or enamel coated steel may be used for hardware, trim and panels when well designed and detailed.

Lap joints and seams must be even and straight and concealed when possible. Outside corners are to be mitered or continuous break shaped. No visible fasteners. All seams between metal panels must be identified on the storefront elevation and must be properly addressed. Metal panels will not be allowed to directly come into contact with adjacent panel. Reveals, turn-in seams, welding or similar must be specified and detailed on the plans.

Fabrication must be either minimum 18 gauge material. In no case will oil canning (resulting from light reflection from an uneven or buckled surface), scratches, warps, dents, occlusions, visible seams or other imperfections be allowed. Minimum 1/2" thick fire-rated plywood or denz glass is required behind all metal panels.

Sealants on natural metals are required to prevent tarnishing and must be maintained by Tenant at Tenant's expense.

Textured or brushed stainless steel, galvanized, sandblasted and etched metals are encouraged in creative applications.

Unique treatments such as patina, rusted, etched and imprinted metals will be considered for special design objectives.

Polished metals should be solid, not plated and limited to accent trim.

Simulated finishes, such as metallic laminates and anodized aluminum are not permitted

Stone

Granite, marble, limestone, slate, adoquin and other natural stone materials may be used in storefront applications. Stone may be polished, unpolished, sandblasted, flamed, honed, split-face or carved. Careful, craftsman-like attention to detail is required at all connections and transitions to other materials.

Edge details must prevent visible unfinished edges. Exposed edges must be quirk mitered, chamfered or polished to match adjacent surface finish.

The transition between stone and adjoining materials must be defined by use of metal reveals.

Stone used as a paving material must be flush when meeting other flooring materials.

Natural stone must be protected against staining and discoloration by means of sealers appropriate to the material.

Wood

servative sealant.

Painted or stained wood may be used in many design applications, such as window frames, decorative trim or molding, and for solid areas, such as decorative bulkheads. In some cases, it may be used for larger architectural elements, such as columns and entablatures. Wood paneling and plank construction are not acceptable unless presented in a highly imaginative concept and approved by the Landlord.

All detailing and construction is to be executed in a high quality, craftsman-like manner.

Wood used in the construction of the storefront must be kiln dried, mill quality hardwood and must meet local flame spread requirements (Class III 76-200).

Painted wood must have a shop-quality enamel finish. Wood without a paint finish must receive a clear, pre-

Extensive use of natural wood finishes is discouraged. All stains and finishes must be approved by Landlord's Tenant Coordinator.

Tile

Tile may be used in diverse applications. Its use is encouraged to introduce light, decorative texture or graphic quality to a storefront.

Porcelain, ceramic or glass tiles in glazed or natural finishes may be used as accents and in limited field applications. Patterns used over large areas are expected to have a sophisticated, well-executed design concept.

Small and intricate mosaic tile patterns may be utilized for detail and accent only.









MATERIALS (Cont'd.)

All tiles must be carefully detailed at outside corners with bull nose edges or special corner trims. Lapped or butt joints are not permitted.

Grout color should match the background color of the tile so as not to emphasize a grid pattern.

Pre-cast Stone and Concrete

Many pre-cast stone and concrete products are currently available that may be acceptable for storefront applications. The use of these materials is at the discretion of the Landlord.

Plaster

Plaster, cement plaster (stucco), and Venetian plaster finishes may be considered for limited storefront applications, provided the finish texture is a light dash, sand or smooth finish.

Plaster or stucco finishes should be used in combination with other high quality materials such as stone or metal and should not be the primary storefront material.

Faux Finishes

Faux finishes may be used at the Landlord's discretion.

- Actual samples of the faux finish must be submitted to the Landlord. Photographs of previous examples are helpful, but may not be substituted for an actual sample.
- Faux finishes must be executed by a commercial artisan specializing in that medium.

Painted Surfaces

Any paint applied to the materials in the storefront is to be specified and is under the approval of the Landlord's Design Consultant. All paint should be of high quality for an even and durable finish. The following criteria must also be observed:

- Painted wood surfaces must be properly prepared and sealed prior to the application of a high grade enamel.
- Painted metal shall have a factory applied finish of baked enamel or powder coat treatment.
- Painted gypsum wall board will be allowed only within the interior of the storefront, not on the exterior storefront.

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SPEAKERS AND STROBES

Fire Alarm Strobe Devices

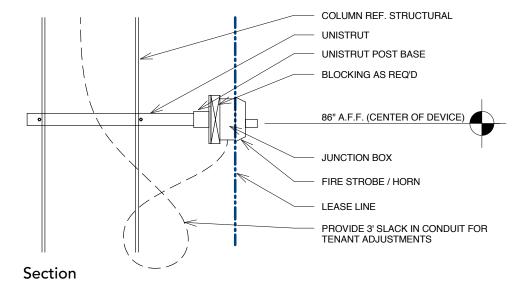
Some Tenant storefronts must accomodate coderequired fire alarm strobe devices in their storefront design. Exact plan locations will be determined by the fire alarm contractor, but fire strobes are required by code to be mounted at 86" to the center of the device.

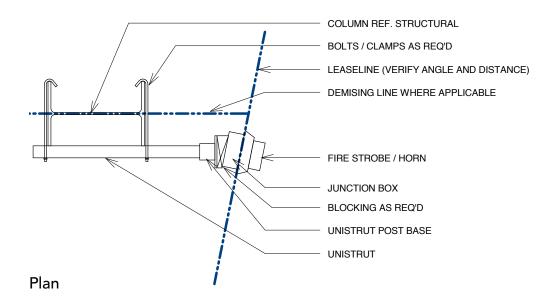
Strobes will be supplied and installed by the Landlord per the typical detail reproduced on this page. Please refer to the plans on pages a28, a29, and a30 for proposed locations of fire strobe devices.

Any adjustment of fire strobe locations must be approved by Tenant Coordinator and reviewed by Landlord's fire alarm contractor and/or the Fire Marshall at Tenant's sole cost.

Public Address Speakers

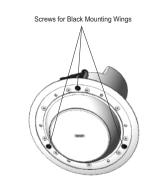
Level 1 and 2 public-address speakers are mounted in the concourse ceiling. However, the mall public-address system will require some level 3 Tenants to incorporate Landlord public address speakers into their storefront designs. The speakers will be Tannoy model CMS 401DCe (drawings this page) and the speaker locations are indicated in the strobes/speakers plan on page a30. Speaker heights and locations must be approved by the Tenant Coordinator.

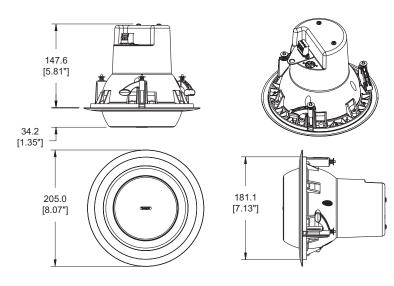










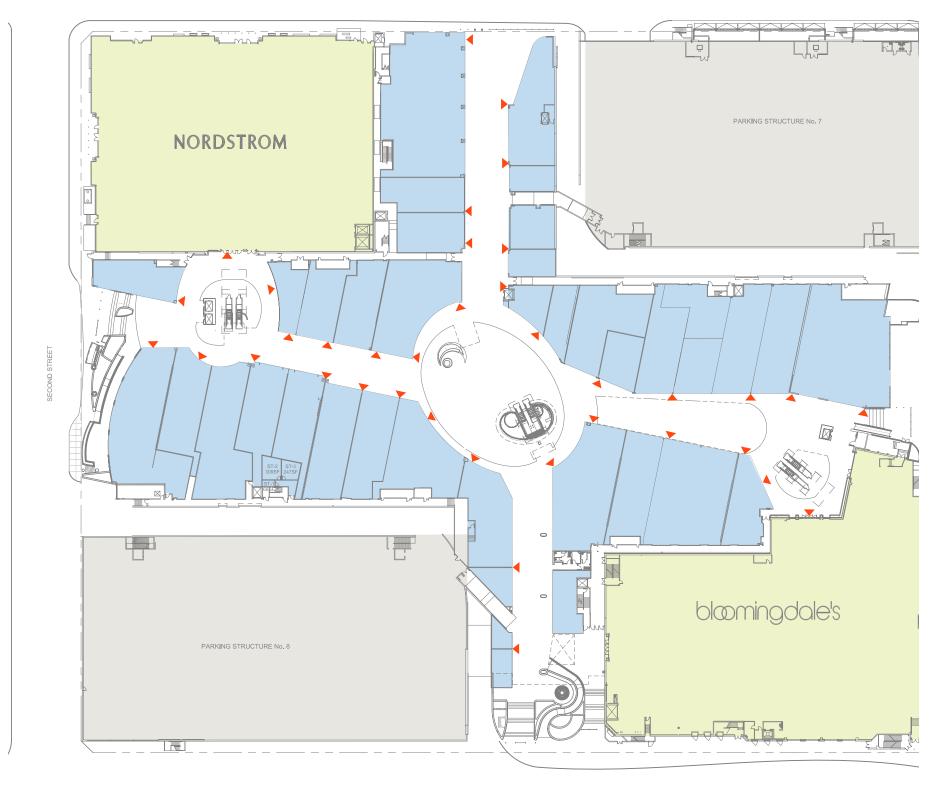


PUBLIC ADDRESS SPEAKERS









FIRE ALARM STROBE DEVICE

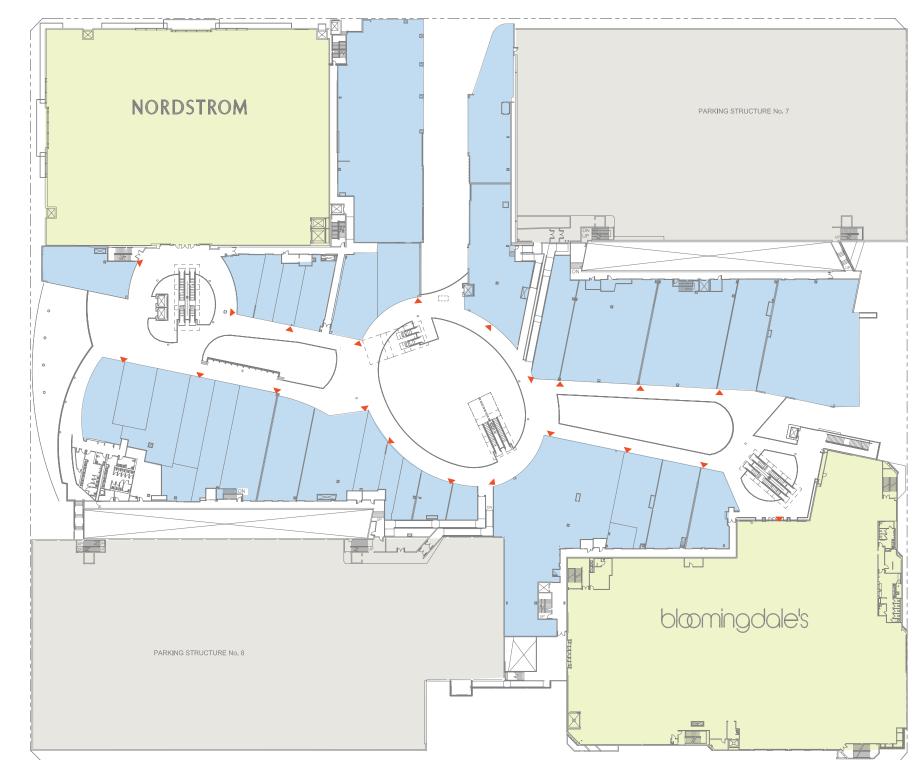
PUBLIC ADDRESS LOUDSPEAKER

PUBLIC ADDRESS LOUDSPEAKER ABOVE FIRE STROBE

(SCHEMATIC - VERIFY WITH LANDLORD FINAL LOCATION)

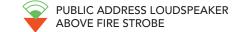


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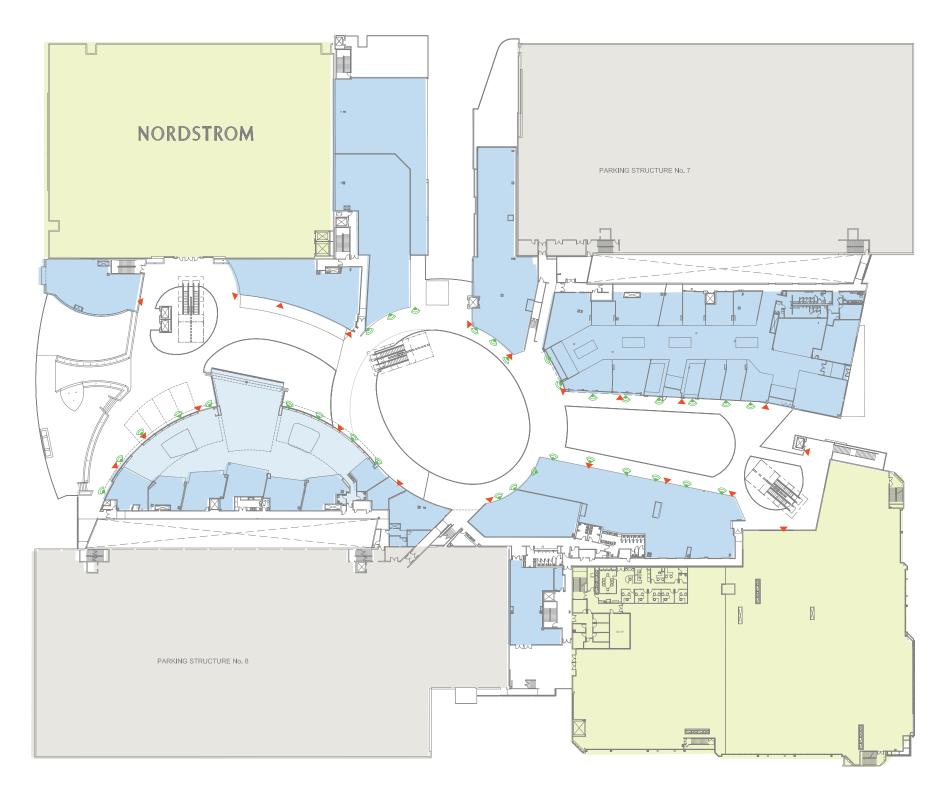


(SCHEMATIC - VERIFY WITH LANDLORD FINAL LOCATION)







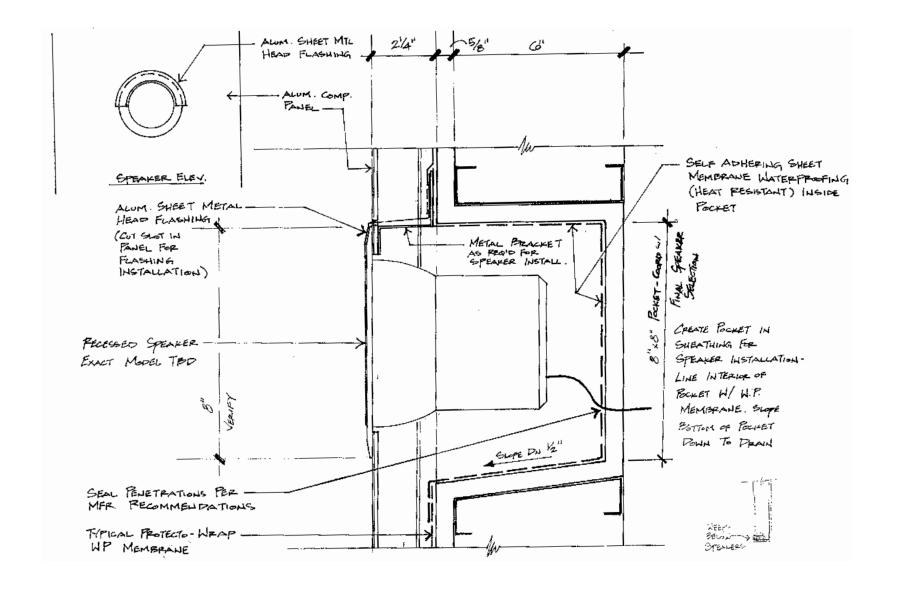








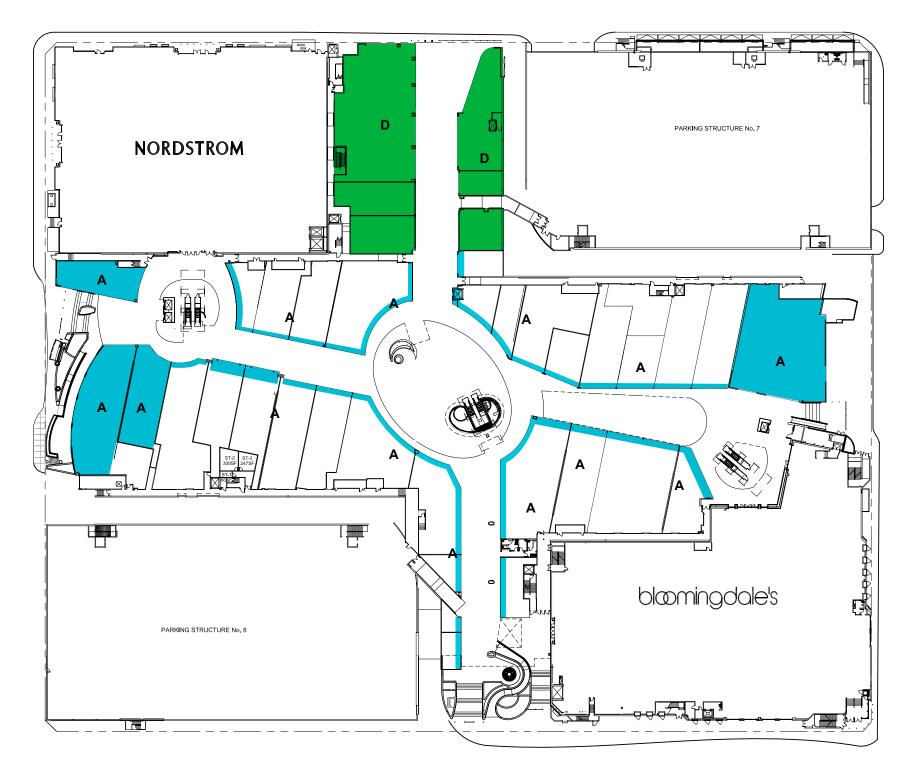








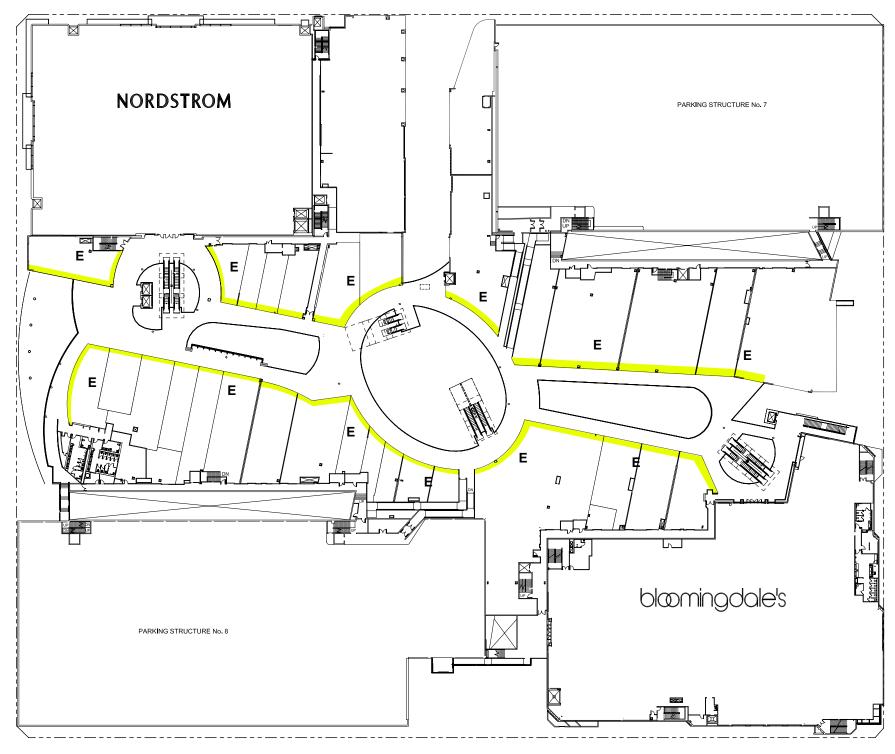




Floor Slab Plan - L01 _Key

- A Slab Condition A Existing Level Slab
- Slab Condition D Sloping Concourse
- Slab Condition E Uneven Slabs





Floor Slab Plan - L02 _Key

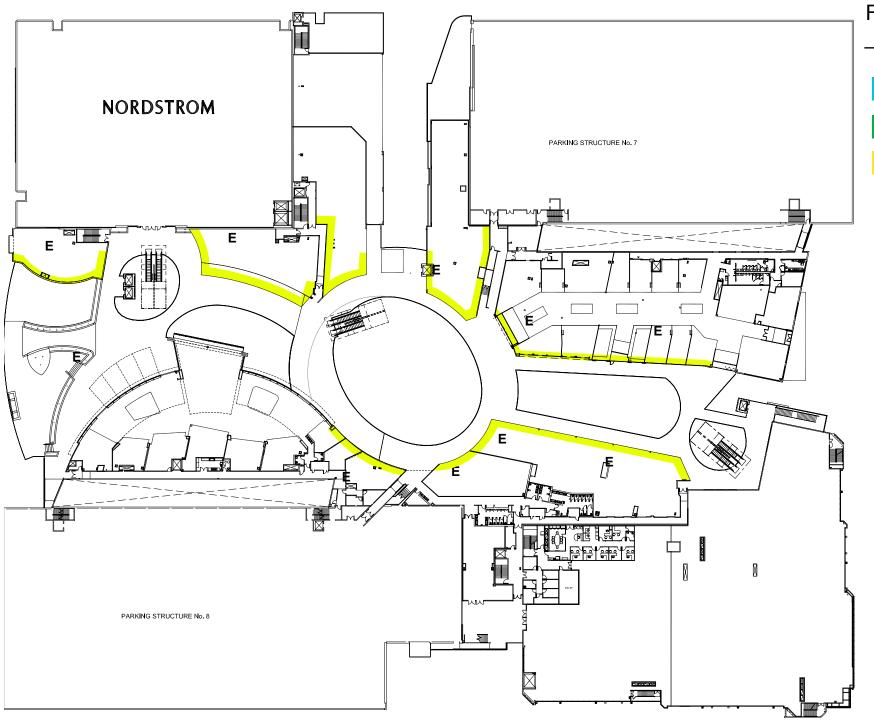
Slab Condition A
Existing Level Slab

Slab Condition D Sloping Concourse

Slab Condition E Uneven Slabs



SANTA MONICA PLACE

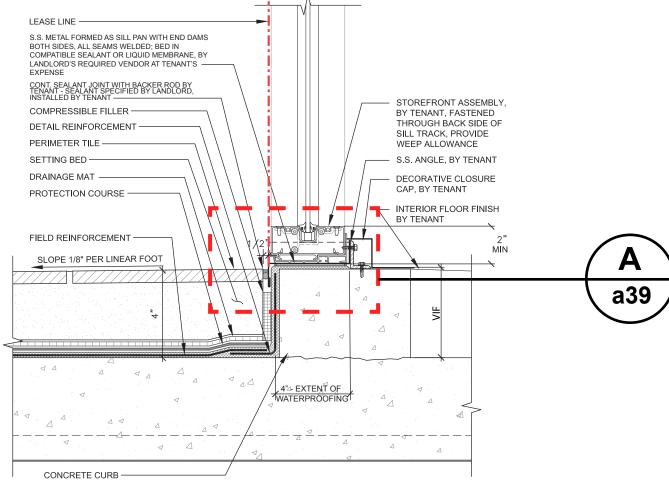


Floor Slab Plan - L03 _Key

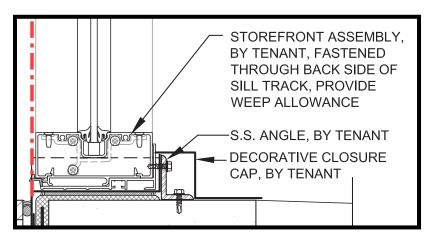
- Slab Condition A Existing Level Slab
- Slab Condition D Sloping Concourse
- Slab Condition E Uneven Slabs

FLOOR SLAB PLAN

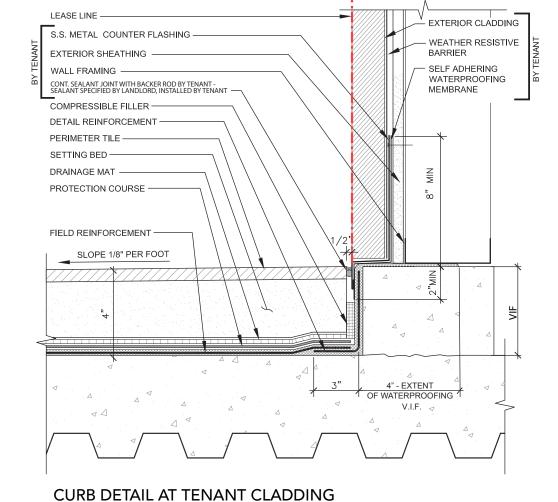
Level 3



CURB DETAIL AT TENANT STOREFRONT GLASS



DETAIL A





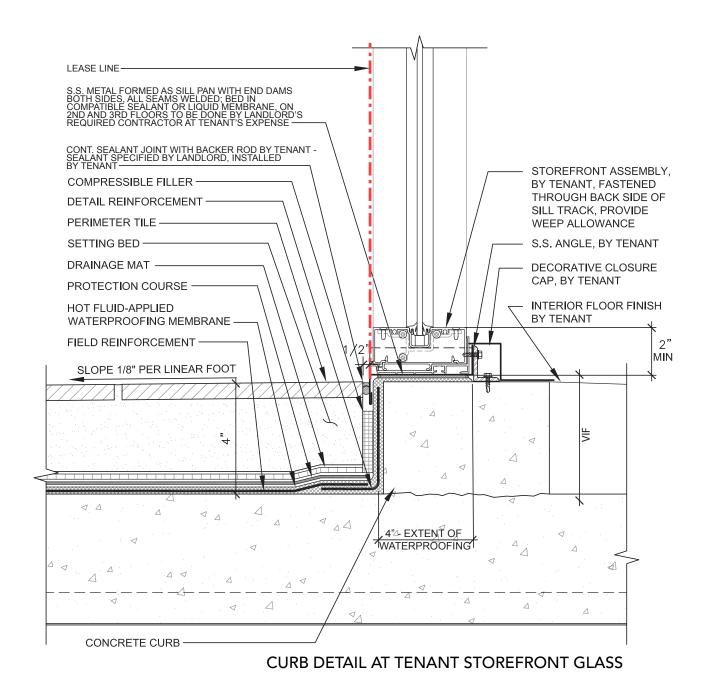
MACERICH®

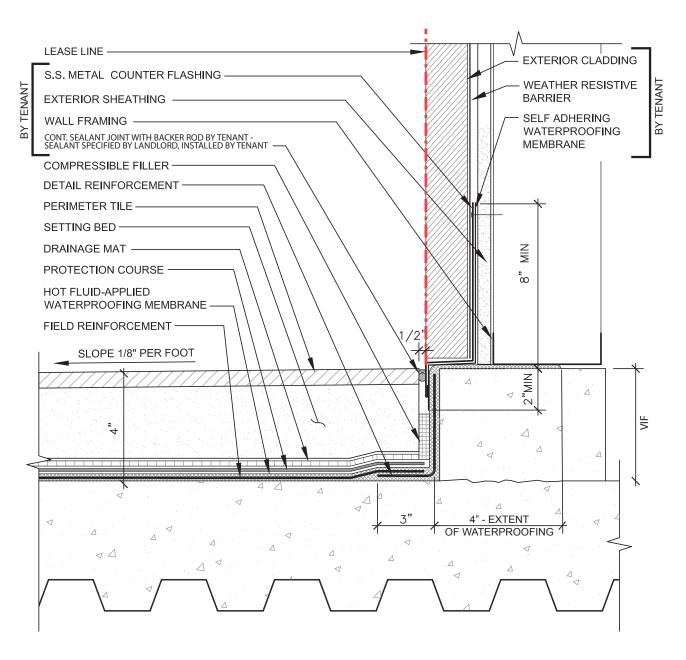
TENANT DESIGN CRITERIA

Section a Architectural Criteria
Updated: September 2016



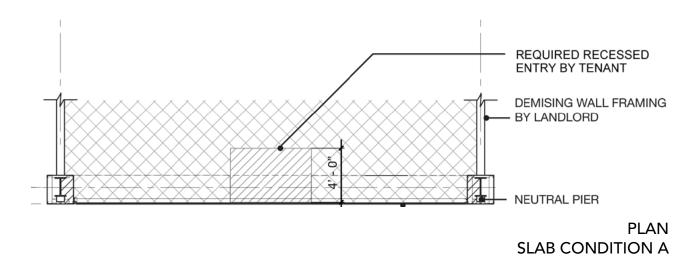
SANTA MONICA PLACE

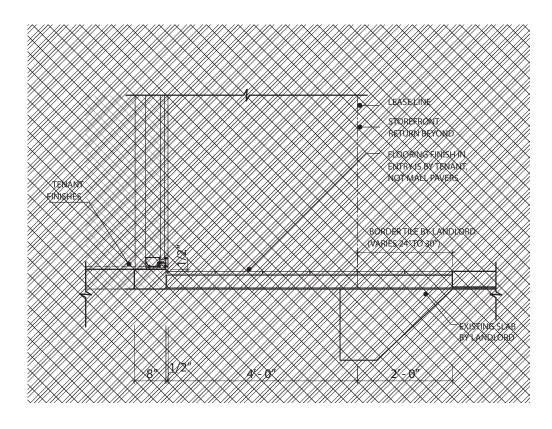




CURB DETAIL AT TENANT CLADDING







ENTRY DETAIL SLAB CONDITION A

SLAB CONDITION A

In these areas, the existing Tenant floor slab is approximately level with the concourse finished floor.

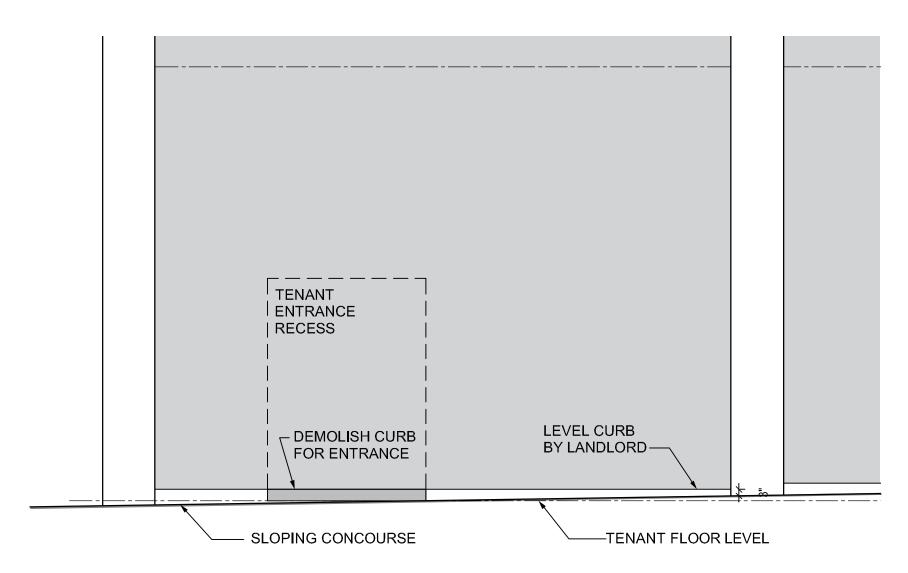
The Tenant shall demolish the Landlord-provided curb only as required to construct a recessed entry.





SLAB CONDITION D

This area north of grid line B-5 is a special case. Because the concourse slopes downward to the south, there will be unique curb and entrance transition conditions.

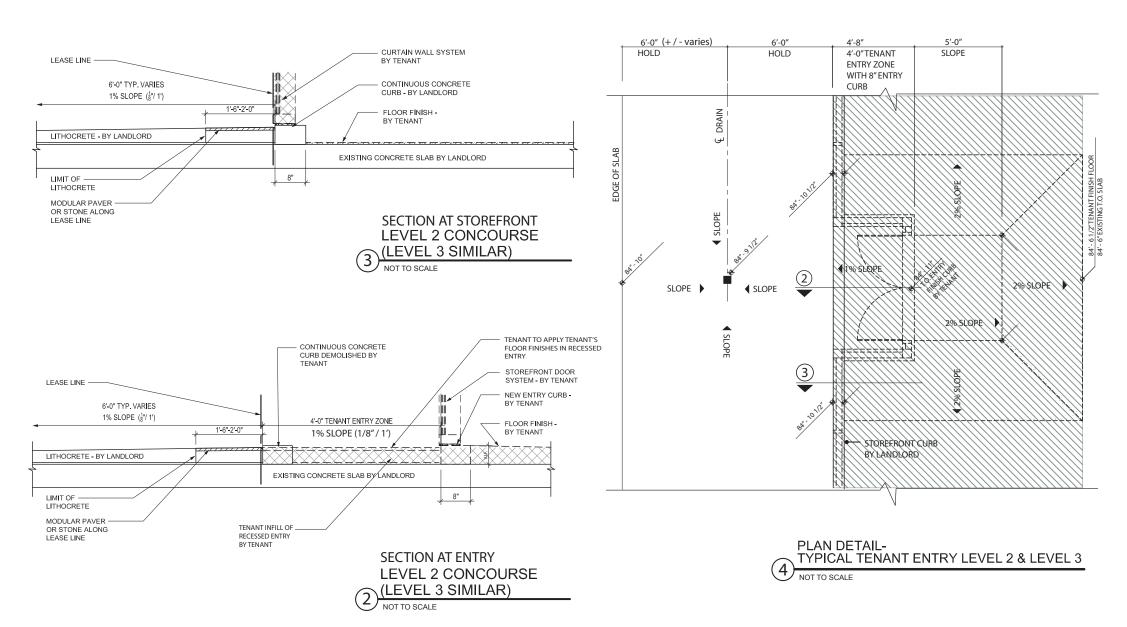


ELEVATION AT SLAB CONDITION D



SLAB CONDITION E

This condition is typical of tenants on the Second and Third Levels. The mall concourse varies in height above the existing Tenant slab (verify in field). Tenants will be required to demolish the Mall curb at their entrances and build new curbs to support their entrance recesses. Tenant recess will be constructed to slope at 1% toward the concourse and waterproofing in the recess will be continuous with the Mall waterproofing. Within the Tenant's space, the floor will slope away from the entrance in all directions at 2%. Tenant may propose other methods of dealing with the transition, including filling in the tenant slab, but infill weight must not exceed 12 lbs/SF.









SANTA MONICA PLACE







BROADWAY ELEVATION
NORTH ELEVATION







1 4TH STREET ELEVATION EAST ELEVATION



STONE CLADDING

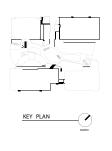


3 COLORADO AVENUE ELEVATION SOUTH ELEVATION









TERRACOTTA CLADDING STAINLESS STEEL CLADDING

INTERIORS

Tenants are encouraged to produce high quality, well detailed and executed interior solutions that are unique, imaginative, and stylized.

The store interior is typically viewed as a continuation of the storefront in design and materials. Walls are to have modulation of display systems and built in architectural components that reinforce the store design theme. Tenants with above normal sound levels must provide sound isolation in demising walls. floor, ceiling including pipes, conduits and wires must be designed so that in no event shall tenants noise emit sounds and/or vibrations which would cause the ambient noise level anywhere in the adjoining premises to be increased by more than 3 dBa during the adjoining space operating hours or (ii) which would cause the vibration level in the adjoining space to be more than 70 vdB during the adjacent premises store operating hours, or (iii) which can be unreasonably experienced in the Common Area (herein collectively referred to as "Sound Standards")...

The Landlord will strictly enforce all Tenant's right to quiet enjoyment of their Leased Premises.

Security devices are to be entirely concealed within the store design elements. Under floor or in ceiling systems are preferred. Non-combustible and or fire-resistant materials are required within the entire lease area. Interior design must meet accessibility guidelines enforced by national or local jurisdictions, including the Americans with Disabilities Act. All materials acceptable or prohibited at the storefront are applicable to the store interior.

Design Control Area (DCA)

The DCA is the area at the front of the Tenant space that extends from the point of closure to all points 8'-0" into the space. The DCA includes all display windows and retail graphics, display fixtures, signs, materials, finishes, color, and lighting fixtures within the area.

DCA can be considered an extension of the storefront presentation and should convey a store's merchandise identity and generate activity. It should convey excitement and give the consumer a reason to stop at the store. Proportion and scale of objects within the DCA is a specific concern in successful design. As with the actual storefront design, the objects within it must be in proportion to the space around them. Incorporating elements that raise from the floor or lower from the ceiling can control the scale of the DCA. Pedestals to display merchandise or light pendants hanging down can be examples of object forms that can control scale. These solutions can vary and are somewhat different from traditional and typical display zones.

Tenants shall use the following design criteria for displays within the DCA:

- Design drawings shall have a display layout plan. The layout plan shall have cut sheets for fixture and/or mannequin types and include photographs of any existing storefronts a Tenant may have that will enhance the layout plan. A rendering is required if photographs are not available.
- Displays shall be deliberate and designated as integrated elements of the storefront.
- Security devices must be concealed; freestanding pedestals are not permitted.
- Large temporary signs for special sales or clearances shall not be hung in the DCA including any signs taped or suction cupped to storefront glazing.
- No pegboard, slatwall or metal shelving of any kind may be placed in or extend into any part of the DCA.

Ceilings

Tenants can choose to have an open ceiling which may incorporate an open grid or be painted. Tenant installed ceilings shall conform to the following criteria:

- Hard surface ceiling required through the entire storefront DCA. This distance shall be a minimum width of eight feet (8'-0") in from the innermost point of closure line.
- Custom ceiling treatments are required. Multi level gypsum wallboard, concealed spline, decorative patterned ceiling panels and other "high-tech" materials are encouraged. The use of ceilings on a single plane is not permitted. The use of beams, steps and 'islands' are required along with the imaginative use of lighting fixtures and fittings.
- Fire sprinkler heads are to be fully recessed in hard or acoustical ceilings.
- Standard 24" x 48" acoustical panels are not allowed in the sales area.
- Ceiling concepts implementing exposed structure, electrical and mechanical systems must be coordinated with the Landlord for specific technical and design requirements.
- All suspended ceilings shall stop within 2'-0" of the partitions within the Tenant sales area. Suspended ceilings shall be terminated with a soffit, cove lighting detail, or other means of a finished edge along partition walls. Exposed edges shall be properly finished. Wall to wall suspended ceilings are not allowed.
- All ceilings, related framing, blocking and accessories shall be noncombustible. No combustible materials may be used above finished ceiling surfaces.

Lighting

Lighting can greatly contribute to the design of a Tenant's store, emphasizing architectural forms, highlighting signage, and adding color and visual drama to walls and other design elements. The creative use of dramatic lighting is encouraged at entries, show windows and merchandise displays.

- The DCA of the Tenant space must employ lighting fixtures consistent with the character of the storefront design. All lighting fixtures within DCA must be recessed downlights, MR16 low voltage, or similar types. Fluorescent fixtures will not be permitted.
- Track lights shall be finished to match ceiling; other finishes to be approved by Landlord. Track heads are to be accommodated with shields or louvers. Track lights are not allowed in DCA.
- Fixtures must be positioned so that bright glare is not directed onto the public areas.
- All fluorescent, incandescent, LED and HID lighting fixtures in public Tenant areas, other than track and decorative fixtures, shall be recessed with no directly visible lamp sources.
- Bare lamp fluorescent or incandescent fixtures may be used only in concealed areas and/or stockrooms. Fluorescent fixtures shall have a maximum size of 2' x 2' and have silver parabolic louvers or metallic finished egg crate diffusers. All lighting fixtures shall bear the U.L. label.
- Concealed light coves to highlight architectural elements within the storefront are highly encouraged.
- Wall sconces may be used to cast light onto storefront forms, provided that bare bulbs are not exposed and that the finish and form of these fixtures coordinate with the overall storefront design. Fixture cut sheets will be required to be submitted if this light form is used.







INTERIORS (Cont'd.)

- Exterior mounted decorative light fixtures are encouraged where appropriate for the storefront design concept. Fixture cut sheets must be submitted for review.
- All lighting must be reviewed and approved by Landlord. Tenant is responsible for maintenance of all lighting within the entire Leased Premises.
- Tenant shall comply with all applicable energy conservation and building codes.
- No strobe, spinner or chase type lighting shall be used.
- All showcases and display cases must be adequately lit and ventilated. Direct visual exposure of incandescent bulbs and/or fluorescent tubes is prohibited.

Walls/Partitions

- Demising walls may be provided between two Tenants and/or Tenant and exit/service corridors. Walls will typically consist of 6" metal studs (provided by Landlord), and 5/8", type X fire rated drywall, taped from floor to bottom of roof deck, or deck above (or as required by governing code) on each side (provided by Tenants). At Landlord's option, demising partitions shall be of unfinished masonry, concrete or metal studs. Demising walls are not designed to accommodate cantilevered or eccentric loads. If Tenant plans to use a demising wall for support of shelf standards, light soffits or heavy attachments, Tenant shall reinforce the wall as required by providing additional steel studs or independent supports for the shelf standards.
- Walls between Tenant spaces and corridors have finishes by the Landlord on the corridor side only. Such walls which are made of gypsum board and studs will be constructed with one layer of 5/8" gypsum board on the Tenant side. Tenant shall finish as required for one-hour fire rated wall.

- A one-hour fire assembly shall protect penetration of one-hour walls.
- Demising walls and ceiling shall be sound insulated to achieve a minimum STC rating of 50 by Tenants who produce 80 dB (including but not limited to music stores, arcades, etc.). The Landlord will strictly enforce all Tenants' right to quiet enjoyment of their leased premises.
- Tenant shall protect fireproofed columns and braces with gypsum board, and furr as required.
- The following are required for hair salons, pet shops and all food preparation type Tenants:
 - a. Walls containing "wet" areas to be constructed of metal studs with water resistant 5/8" type "x" gypsum board.
 - b. Demising walls of pet shops shall have sheet metal installed on studs, below drywall, up 3'-0" from floor.
- Tenant Premises adjacent to a two-hour wall condition will be required to apply two (2) layers of 5/8" type "X" gypsum board to Tenant's side of studs.
- Stockroom Partitions. When Tenant chooses not to install a ceiling within Tenant's stockroom, Tenant shall extend the partition separating the stockroom from other areas of the store, to the underside of the structure above in order to isolate the stockroom from the sales area attic space.

- Wall Finishes. All interior wall surfaces must be finished in an appropriate manner and be in compliance with all applicable codes. All Tenant space interior wall finishes are to meet a Class III flame spread rating. Finish wood and trim need not be fire-resistant, but shall meet Class III. Certificates of compliance are necessary for interior finishes. One-hour corridors are to meet Class II flame spread.
- Metal or plastic laminate inserts are required for slatwalls. No visible substrate at slats. None in the first 8' of store entry doors.
- Recessed wall standards are permitted. No open shelving with visible brackets or surface mounted systems.
- Plumbing is not permitted within demising walls.

Floor and Wall Base

Tenants shall install a floor covering in Tenant's sales area which conform to the following criteria:

- Hard surface floor and base required through the entire DCA, including any permitted pop out areas. Carpet, vinyl or rubber materials of any sort will not be permitted within the DCA.
- Exposed concrete floors shall be sealed.
- Wood installations shall be hardwood with wear resistant surface.
- Ceramic, quarry and stone tile installations must be commercial grade with non-slip surface.
- Carpet must be commercial grade and must have proper fire ratings to meet local codes. Carpeting will not be permitted where color, quality or weave is not suitable for high traffic areas. Note: Carpet may not be used at the store entry within the DCA.
- Sheet or modular vinyl may be used in support or stock rooms not visible from the sales area.
- Tenant shall provide a transition strip between opposing floor finishes. This includes but is not limited to carpet and wood, or carpet and tile.
- Tenant shall provide wood base in sales area.
- Tenants shall install vinyl composition or ceramic tile in Tenant's restroom with a 4" base.
- Any floor materials other than those mentioned above will not be allowed. Samples of all finishes must be submitted for approval and included in Tenant's preliminary submissions.



INTERIORS (Cont'd.)

Toilet Room Requirements

- Toilet facilities shall be designed in compliance with all applicable ADA & Building Department Codes.
- Provide a 3 inch floor drain and clean out.
- Each restroom must have an exhaust system.
- Floor finishes in public toilet rooms shall be VCT or ceramic tile with a coved 6" base.
- Tenant is required to provide a waterproof membrane beneath the finish floor surface up to a height of 4" along all walls. Waterproof membrane to be flood tested by Tenant and inspected by LL representative.
- Toilet room walls and ceiling shall be constructed of metal studs with water-resistant 5/8" type "x" gypsum board applied to the interior side of the toilet room. At a minimum, interior wall finishes shall be a light colored enamel paint with a 4' high wainscot extending 24" on each side of, and 24" beyond the front portion of any water closet or urinal.
- The ceiling shall be a minimum of 8'-0" above the finished floor level, be constructed of 5/8" type "x" water resistant gypsum and be finished with enamel paint. The ceiling shall contain a vent, which shall be connected to the Landlord's exhaust system, or as pursuant to the Center requirements.

Exiting

All retail Tenant spaces must provide two exits from the premises if required by code and/or Landlord's Tenant Coordinator. All exits must be engineered in compliance with all applicable ADA & Building Department Codes.

Tenant exit doors opening on to service corridors shall be recessed so that the door cannot swing into the corridor. All LL finishes in the corridor should not only be protected but also patched / repaired from the construction of the door recess. In addition, all adjacent corridor finishes should be extended into the newly created recess. Tenant is also required to install space identification that is in compliance with LL's specifications. See LL's on-site representative for exact information.

Tenant contractors will be required to protect all Landlord finishes including floor finishes during all facets of tenant's construction. A wet rug must be placed at the front and back doors to prevent tracking dust into any common areas.









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