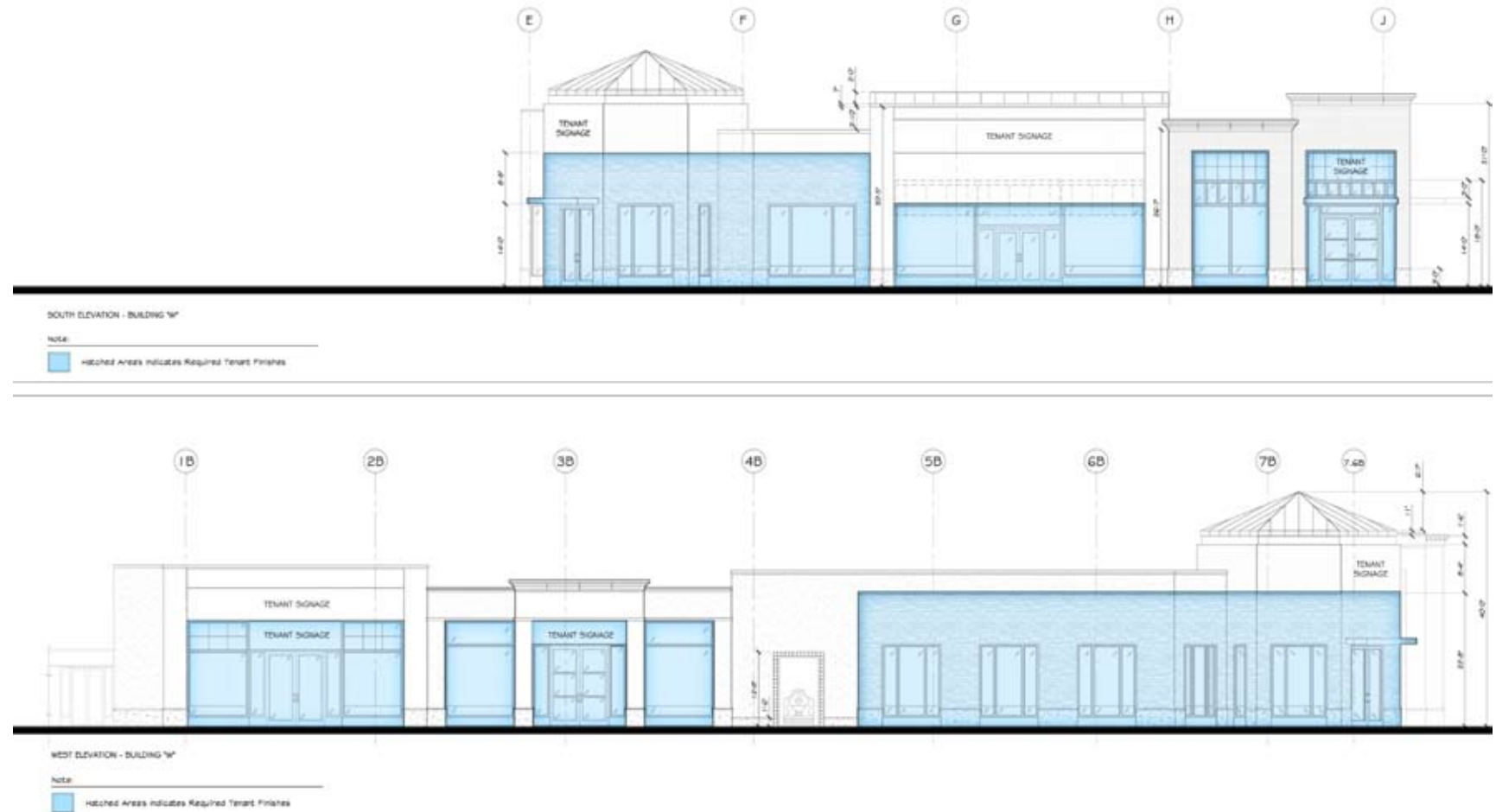


BUILDING W-SOUTH AND WEST ELEVATIONS



EXIST ELEVATION - BUILDING 10'

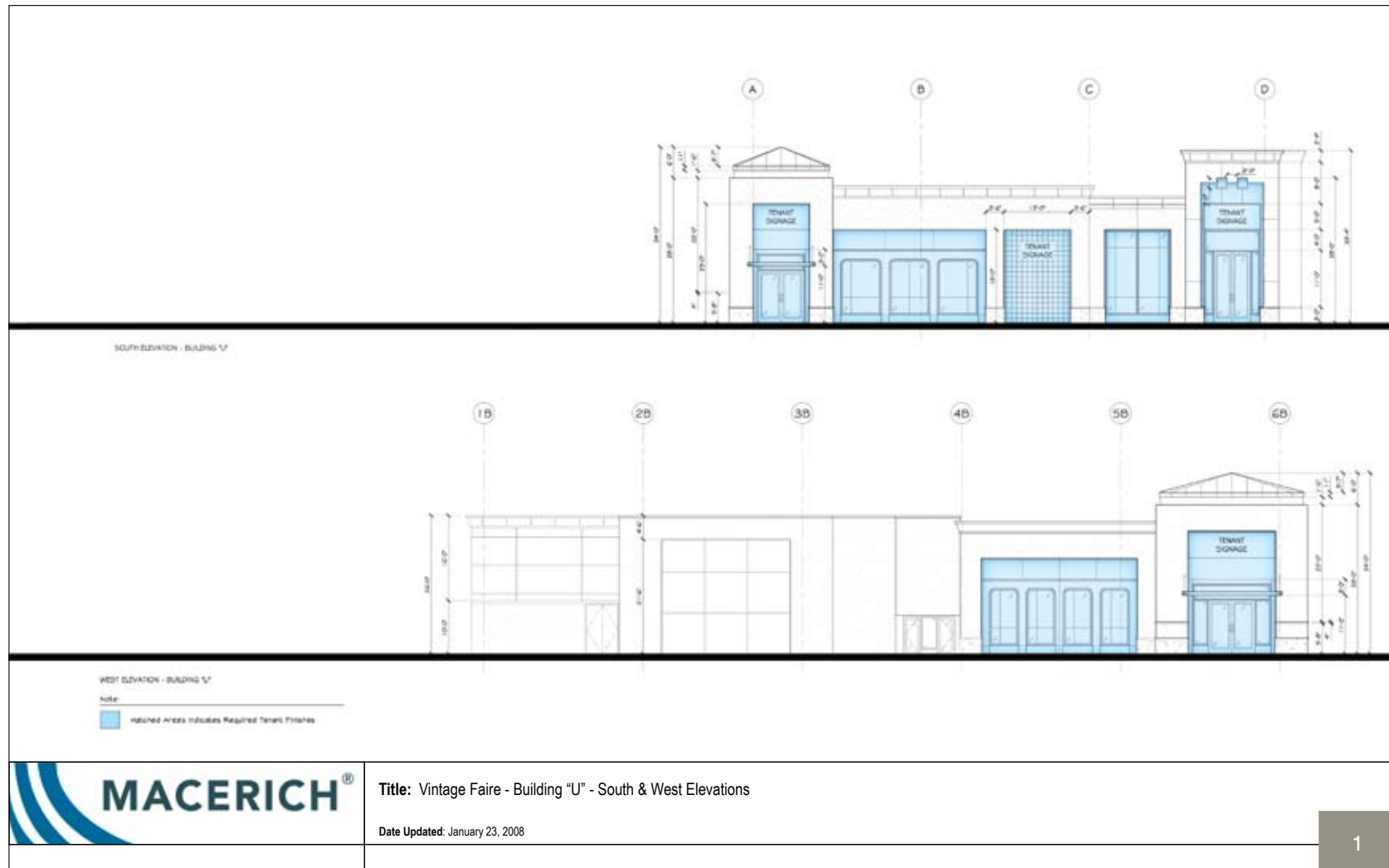
NOTE:

Hatched Areas Indicate Required Tenant Finishes

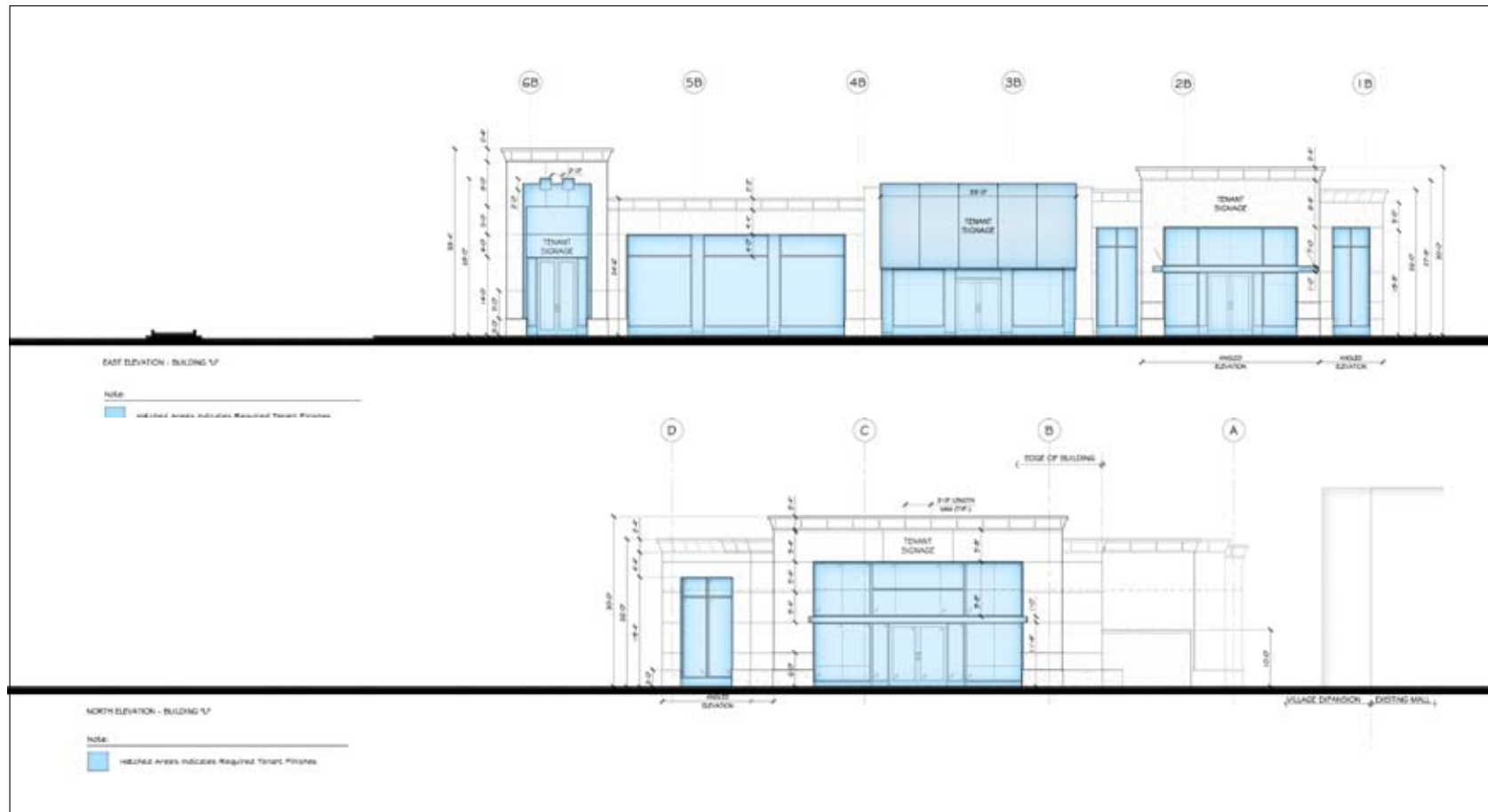
VILLAGE DIVISION DISTRICT MILL



BUILDING U-SOUTH AND WEST ELEVATIONS



BUILDING U-EAST ELEVATIONS



Title: Vintage Faire - Building "U" - East Elevation

Date Updated: January 23, 2008



STOREFRONT DESIGN CRITERIA



All storefront designs and plans are subject to Landlord approval. The overall image should be well coordinated, fully integrating components such as entries, displays and signage.

Storefronts must be of the highest caliber; expressing state of the art and material quality, and meeting or exceeding the very best examples. To achieve this goal, Tenants shall be required to select an architect who has experience in retail tenant design.

Projections or awnings, 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. Three dimensional articulations in both store front plan and height are required for all storefronts in the new tenant areas.
3. Tenants will provide a flush transition between their flooring and the mall flooring.
4. The underside of the entry portal soffit shall be finished to match the storefront. Gypsum board will not be permitted.
5. Entry door minimum height is 9'-0" with a maximum opening width of 8'-0" to serve as an entry element.



STOREFRONT DESIGN CRITERIA (continued)

Storefront Windows and 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 glass units shall be a minimum of 1" insulated, low E units.
2. Large panes of glazing must be of sufficient thickness to meet code and be properly supported.
3. All glass shall be tempered.
4. 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.
5. Tenants may be required to provide seismic clips to stabilize tall expanses of glass. Silicone sealant at glazing joints is not permitted.
6. Reflective glass (including the extensive use of mirror) and/or tinted glass is not permitted on storefronts or in the storefront entry zone.
7. Glazing shall be a minimum of 1/2" 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.
9. Weather tight conditions must be maintained.
10. No reflective or tinted glass will be allowed.



AWNINGS AND OVERHANGS

Awning Type

Tenants will be allowed the use of awnings to provide additional color and design variety. The Landlord reserves the right to reject the use of awnings in any area where general visibility is adversely affected.

The final design of the awnings, including shape and color, fabrication technique and installation are to be by the Tenant subject to Landlord's approval.

Awning Signage/Logos

Signage may be incorporated into the awning design which may be painted, silk screened, or integrated within the awning itself. The signage should be proportional to the awning size so that it does not clash or overpower the structure. Wording shall include Tenant's name and/or logo only. Taglines will not be permitted.

Logos should be silk-screened or painted when on a fabric awning. Size of logo should be proportional to the overall size of the awning, subject to Landlord approval. Logo shall be submitted along with awning and signage shop drawings.

- The lowest point of any awning or shade element shall be 8'-0" above the finished floor. It is the designer's responsibility to ensure that awnings conform to all applicable codes.
- Materials such as plastic or vinyl will not be permitted.
- Awnings must be cleaned and maintained in good condition by Tenant at Tenant's expense.

Overhangs

Overhangs are permitted in storefronts provided that they are an integral part of the storefront design. The underside of overhangs must be articulated with architectural elements such as brackets, coffers or exposed beam-ends.

Umbrellas

Umbrellas are only allowed 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 than 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 is permitted on the umbrella fabric. The umbrella fabric must be flame retardant material in a color approved by Landlord's Tenant Coordinator.



MATERIALS

General Material Requirements

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.)

- 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.
- All finished store materials within 6'-0" of the storefront point of closure shall be durable 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.

Metals

- 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.
- Fabrication must be either heavy gauge material or thinner gauge material shop laminated to solid backing. In no case is oil canning (resulting from light reflection from an uneven or buckled surface), scratches, warps, dents, occlusions, visible seams or other imperfections allowed.
- 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.

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

Stone

Granite, marble, limestone, slate, adobe 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

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



MATERIALS (continued)

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, preservative sealant.
- 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.

- Patterns used over large areas are expected to have a sophisticated, well executed design concept.
- 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

- Finish texture should be a light dash, sand or smooth finish. Skip trowel plaster is prohibited.
- Plaster or stucco finishes should be used in combination with other high quality materials such as stone or metal and not be the primary storefront material.

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.

Prohibited Materials

The following is a list of prohibited materials. In rare instances, special consideration may be given for the use of a prohibited material if its application is highly original, creative and essential to the theme or design concept of the storefront. Exceptions will be determined by the Landlord during design review:

- Plastic laminates.
- Glossy or large expanses of acrylic or Plexiglas
- Pegboard
- Mirror
- Reflective glass
- Anodized aluminum
- Vinyl, fabric or paper wall coverings
- Particle board
- Sheet or modular vinyl
- Luminous ceilings, including "egg crate"
- Vinyl awnings
- 4"x4", 6"x6", 12"x12" tiles
- Glazed tiles
- Other materials deemed unacceptable by the Landlord.



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 and in ceilings within four feet of demising partitions.
- 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 6'-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.



INTERIORS (continued)

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 six feet (6'-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, and H.I.D. lighting fixtures in public Tenant areas, other than track and decorative fixtures, shall be recessed.
- 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 eggcrate diffusers. All lighting fixtures shall bear the U.L. label.
- Concealed light coves to highlight architectural elements within the storefront are highly encouraged.
- 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.



INTERIORS (continued)

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 gypsum board, 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.
- Existing corridor separation walls adjacent to Tenant's space have finishes by the Landlord on the corridor side only. 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 above normal noise, (including but not limited to music stores, arcades, etc.) at the Landlord's discretion. 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 Tenants 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.
- No open shelving with visible brackets or surface mounted systems.

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.



INTERIORS (continued)

- 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.
- 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.

Toilet Room Requirements

- Toilet facilities shall be designed in compliance with all applicable ADA & Building Department Codes.
- Provide a 3 inch floor drain and cleanout.
- Each restroom must have an exhaust system.
- Floor finishes in toilet rooms shall be 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 feet along all walls.
- 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'-0" 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.

