

Summit Orchards

Lee's Summit, Missouri

TENANT CRITERIA HANDBOOK



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INTRODUCTION

**NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.**

Introduction

This Handbook identified as an Exhibit in your Lease has been prepared to guide you, as well as your architect, store designer, and contractor in expediting the construction of your building or lease premises. This information is a guideline for your architect, and describes the Landlord’s obligations, the Tenant’s design responsibilities, and your contractor’s requirements.

Project Description

Summit Orchards is a neighborhood center consisting of 55,000 SF of general retail including approximately 50,000 SF of restaurants/retail/C-Store located at the NE corner of the intersection of Ward Rd. and Chipman Rd. in Lee’s Summit, MO. This retail development is situated just south of the new Missouri Innovation Campus and immediately south of planned Office and Residential uses.

Photos used in this booklet that are not the copyright property of RED Development are used only to represent examples of the level of quality and standards that RED Development expects of their tenants.

Landlord’s Design Philosophy

Exciting and unique storefronts and merchandising designs create a shopping and entertaining environment that attracts customers and results in increased sales. Tenants are encouraged to create innovative and dramatic storefronts (if not provided by the Landlord), shop interiors and graphics. Through the dramatic use of lighting and color, as well as careful attention to detailing, fixturing and graphics, each store can become an inviting and effective retail establishment, which will be compatible with the overall design quality of Summit Orchards.

Through the criteria in this Handbook, the Landlord has set certain quality and design standards that will help Tenants create stores compatible with the overall design concept of Summit Orchards.

Project Narrative

This project is located east of Highway 50 and south of I-470 in what is currently the Summit Technology Campus. Please see the enclosed map for the exact location. This project by a pedestrian friendly environment with benches, quality landscaping, decorative lighting and other amenities.

Exterior Finishes

The exterior of the building will be a combination of brick, cast stone, glass, with decorative accents of brick and EIFS. The building materials will be consistent with development to the north, including but not limited to the office, Innovation campus, and residential buildings. Typical exterior wall construction will be 6" or 8" metals studs, exterior sheathing and a brick, stone, or EIFS veneer where appropriate. For maintenance reasons, EIFS and other non-durable materials will be avoided in areas below 4'-0" above grade. The building façade facing the perimeter public roads will be designed in accordance with the Lee’s Summit codes and exterior architectural standards and

Area Map



Overall Site / Lease Plan

(Site plan is provided for location and orientation and is subject to change.
No representation is made herein.)



CODES:

(as of 04-04-16)

Building:

- 2012 International Building Code

Mechanical:

- 2012 International Mechanical Code

Plumbing:

- 2012 International Plumbing Code

Electrical:

- 2011 National Electric Code

Gas:

- 2012 International Fuel Gas Code

Fire:

- 2012 International Fire Code

**GOVERNMENT AGENCIES &
LOCAL UTILITY COMPANIES:**

The Building Department address:

City of Lee's Summit Planning & Codes
Department
220 SE Green Street,
Lee's Summit, MO 64063
Tel: (816) 969-1600

Fire Department - Non-Emergency:

Lee's Summit Fire Department
207 SE Douglas
Lee's Summit, Mo 64063
(816) 969-7407

Telephone

AT&T
215 North Spring St.
Independence, MO 64050
Tel: (816) 325-6527

Gas Utility

Missouri Gas Energy
3025 SE Clover Dr.
Lee's Summit, Mo 64063
Tel: (816) 464-7928

Water/Sewage

Lee's Summit Water Utilities Operations
220 SE Green St.
Lee's Summit, Mo 64063
Tel: (816) 696-1940

Cable Television

Time Warner Cable
8221 W 119th St.
Overland Park, KS 66213
Tel: (913)643-1937

Electric Utility

KCP&L
1200 Main Street,
Kansas City, MO 64105
Tel: (888) 471-5275
(816) 701-0363

PROJECT DIRECTORY:

Owner/ Landlord

Red Development
7500 College Blvd., Suite 750
Overland Park, KS 66210
Phone: (913) 214-4600
Fax: (913) 214-4639

Leasing

RED Development
1 East Washington,
Suite 360
Phoenix, AZ 85004
Ph: (480) 947-7772
Fax: (480) 947-7997

Site Address

N.E. Corner of Ward Road and Chipman
Road, Lee's Summit, MO

**Landlord
Representatives**

Clay Massey
Tenant Construction Manager
RED Development, LLC
7500 College Blvd.
Suite 750
Overland Park, KS 66210
913.214.4614
cmassey@reddevelopment.com

Architect

TBD

Civil Engineer

TBD

Structural Engineer

TBD

**Mechanical/Electrical/
Plumbing Engineer**

TBD

Landscape Architect

TBD

TENANT DESIGN HANDBOOK DEFINITIONS:

Blade Sign:

Supplemental signage installed perpendicular to the storefront for visibility to pedestrians. All signage is to be provided by Tenant and approved by Landlord's Architect.

Mall or Landlord's Bulkhead:

Element above Tenant's storefront and below the Landlord's ceiling at small shop buildings. It defines the height of a Tenant's storefront. Tenants will not be permitted to use a storefront system that does not extend up to the Landlord's bulkhead. Tenants shall install all required vapor barrier and gyp. board sheathing at bulkhead.

Construction Coordinator:

Landlord field representative(s) responsible for oversight of all Tenant construction and compliance.

Curtain Wall:

A non-bearing exterior building wall, between piers or columns, which is not supported by the beams or girders of a skeleton frame.

Demising Partition:

A common, rated wall between two adjacent shops or between a shop and a common area. The centerline of the demising partition defines each Tenant lease premises. Demising walls shall be constructed of 6" metal studs only. Gyp. board sheathing and insulation shall be supplied and installed by the Tenant unless otherwise specified in the Lease Agreement.

Landlord Design Control Zone

The area below the bulkhead at the storefront and 4'-0" behind the lease line. The Landlord reserves the right to require above average materials in this area and to apply all tenant sign criteria guidelines, submittals and approvals within this area.

Facades:

The exterior face of the building which is the architectural front, sometimes distinguished from the other faces by elaboration of architectural or ornamental details.

Graphics:

Lettering, symbols and logos used for signage at the storefront and/or throughout the store interior.

Lease Line:

The line shown on the Tenant Lease Diagram (LOD), which defines the confines of the Tenant's demised premises.

Mall Common Area:

Shopping Center streetscape, sidewalks, parking lots, service halls, restrooms (if any), landscaping, children's play areas, etc. and all other areas of the Shopping Center not part of a defined lease premises.

Mechanical Zone:

A "mechanical zone" has been designed to accommodate roof top unit placement. The "mechanical zone" shall be located per the building shell construction documents. Roof top equipment shall not be placed outside of the "mechanical zone". In the event that a Tenant requires roof top equipment located outside the "mechanical zone", the Tenant is required to submit calculations prepared by a certified structural engineer for review by the building shell structural engineer. Additional engineering services and any additional reinforcing shall be at the Tenant's expense.

Neutral Pier:

Architectural element separating two adjacent storefronts, or a storefront and a service corridor. Neutral piers are installed and maintained by the Landlord. The Tenant at its own expense shall repair any damage to the neutral piers by the Tenant. The Tenant shall provide flashing and/or caulking as approved by Landlord's Architect (or as directed by Landlord's Tenant Coordinator) when adjoining Tenant's storefront to a neutral pier.

Parabolic:

A type of reflective lens, which provides a better control of light, reduces glare and maintains better light output.

Reveal:

Recessed separator strip between two different materials. Also used to separate Tenant's storefront from Landlord's neutral piers and bulkheads.

Show Window:

Transparent portion of storefront used for merchandise display; display window

Sign Block:

Rectangular areas on building elevations, which define the allowable sign areas. Sign areas shall be in conformance with local sign ordinances.

Simulated:

Artificially produced to look or seem like a natural building material.

Soffit:

The exposed undersurface of any overhead component of a building, such as an arch, balcony, beam, cornice, lintel or vault.

Storefront:

Front face or other exposed exterior building wall of the store between the neutral piers and up to existing building façade opening/bulkhead. Typically 12'-0" AFF but subject to change.

Store Name:

Official name of the store as written in the lease documents

SECTION TWO DRAWING SUBMISSION & APPROVAL PROCEDURES

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

DRAWING SUBMISSION AND APPROVAL PROCEDURE

The Landlord has established the following procedures to expedite the required approvals of the Tenant's drawings for the lease premises. Deviations from these procedures could result in needless delay and redrafting of the Tenants Contract Documents. All submittals shall be submitted to the Landlord's Representative (see Introduction).

Selection of Tenant's Architect

The Tenant, at its expense, must select an architect(s) and engineer(s) registered in the state of Missouri to prepare complete plans and specifications for the improvements to the premises including, but not limited to, applicable structural, plumbing, mechanical, and electrical. Tenants needing assistance in locating an experienced, locally licensed architect and engineer(s) should contact the Landlord's Representative. The Tenant must forward a copy of this Handbook along with a print of the Tenant Lease Diagram and associated details to their architect. It is the Tenant's architect's responsibility to obtain, review, and comply with all applicable codes. Tenant shall also notify the Landlord's Representative of the architect's name, address and telephone number. All drawings must be signed and sealed by an architect and engineer registered in the State of Missouri.

In case of any discrepancy between this booklet and the Tenants Lease Document, the Lease shall govern.

After receiving the Tenant Lease Outline Diagram, carefully review the design criteria and applicable codes. Prior to starting construction drawings, the Tenant's architect (in conjunction with the Tenant) shall proceed with the preliminary design of the Tenant's premises.

It is the responsibility of the Tenant and his architect to schedule adequate time for Landlord's preliminary review, Tenant's subsequent revisions if required, final construction drawings and Landlord's final review per the Lease Agreement.

It shall be the Tenant's responsibility to visit the site and verify all existing conditions prior to finalizing construction documents.



Small Retail Shops

Upon execution of the lease the Landlord will provide the following:

1. Lease Outline Diagram for the proposed Tenant.
2. Tenant Design Criteria Booklet.
3. Site/Leasing Plan
4. Construction Documents, if available.
5. Tenant Contractor Rules and Regulations

Upon receipt of this information the Tenant has 30 days in which to produce preliminary documents for Landlord's approval. The Landlord will review these documents within 2 weeks and return them to the Tenant marked as "Approved", "Approved as Noted" or "Returned for Corrections".

The Tenant will be required to submit final Construction Documents within 60 days of receipt of Landlord comments. Landlord shall again review the documents within 2 weeks and mark them as noted above. If final documents are marked "Return for Correction" Tenant shall address all items and resubmit for final approval within 10 working days.

Failure by the Tenant to comply or show due diligence to the above schedule shall be considered in nonconformance with lease requirements.

Out-Parcel Pads

Upon execution of the lease and/or sales contract the Landlord will provide the following:

1. Preliminary Site/Grading Plan.
2. Preliminary Site Utility Plan.
3. Tenant Design Criteria Booklet.

Upon receipt of the above information the Tenant has 30 days in which to produce preliminary documents for Landlord's approval. The Landlord will review these documents within 2 weeks and return them to the Tenant marked as "Approved", "Approved as Noted" or "Returned for Corrections".

The Tenant will be required to submit final Construction Documents within 90 days of receipt of Landlord comments. Landlord shall again review the documents within 2 weeks and mark them as noted above. If final documents are marked "Returned for Corrections" Tenant shall address all items and resubmit for final approval within 10 working days.

Preliminary Design Phase

The purpose of this phase is to acquaint the Landlord with the Tenant's intentions so that the Landlord may comment and/or advise Tenant of any changes necessary to meet the criteria before the working drawing phase.

Tenant's architect shall submit the preliminary design to the Landlord's Representative for preliminary review and approval. The preliminary design shall be submitted within thirty days of receipt of the Tenant Lease Outline Diagram.

Please submit Preliminary drawings by email in PDF format to the Landlord's Tenant Coordinator for review of Lease Agreement compliance. The drawings will then be forwarded to the Landlord's Architect for review of Design Criteria compliance. The electronic documents will be redlined, and returned to the tenant via email.

Drawings shall be clearly identified with the shopping center name, Tenant's store name, Tenant's space number and key plan, and must include the following information as a minimum (additional information is encouraged).

- Preliminary floor plans (scale ¼" = 1'-0") indicating interior design concept, approximate location of fixtures and equipment, interior partitions, toilet rooms, exits, seating, etc., identifying all materials and colors.
- Reflected ceiling plan indicating all soffits, ceiling heights, materials, lighting layouts, locations of HVAC diffusers, and approximate location of HVAC units within the predetermined "mechanical zone".
- Storefront elevation and section, including any graphics and signage. Indicate all materials and finishes (scale ¼" = 1'-0").
- Sketches, perspectives, sections or other details that will clarify the design of the storefront and the Design Control Area, or photographs of similar storefront, if related to Tenant's submission.
- Material finish and color sample board(s), properly mounted and labeled.

In addition to the above, one set of catalog cuts and/or photographs and/or samples showing the store fixtures specialty, lighting fixtures, and other special treatments used in the sales area must be submitted so that all aspects of the public areas of the store can be reviewed by the Landlord's Representative.

If Tenant's storefront design follows a specific prototype, photographs of comparable stores should be submitted to aid the Landlord's Representative in the review process.

The Landlord's Architect will review the preliminary design and make necessary corrections or suggestions and return, with his comments and/or approval or disapproval, one marked-up set of prints to the Tenant's architect.



Construction Document Phase

After the preliminary drawings have been approved in writing by the Landlord's Tenant Coordinator and Architect, the Tenant's architect shall proceed with the final construction documents and specifications incorporating design suggestions and comments of the Landlord's Representatives, in accordance with the criteria contained in this Handbook and the Tenant Lease Plan. Additional information may be required as deemed necessary by Landlord upon review of Tenant's drawings.

Final construction documents shall be submitted on or before the date required by the Lease. Final construction documents shall be submitted by email in PDF format to the Landlord's Tenant Coordinator.

All drawings and specifications must be clearly identified with the Mall name, the Tenant's store name, a Key Plan with the Tenant space number, and the name and seal of the architect or engineer preparing these drawings indicating that he or she is registered in the State of Missouri. Final working drawings and specifications shall consist of a minimum of the following:

ARCHITECTURAL PLANS

- **Architectural Floor Plan (Scale: 1/4" = 1'-0")**

Demising wall locations and dimensions.
Dimensioned interior partitions.
Restroom facilities.
Location of fixtures and equipment.
Recessed service door (if applicable).

- **Reflected Ceiling Plan (Scale: 1/4" = 1'-0")**

Ceiling heights including drops and curtain walls.
Types of ceiling construction.
Decor at ceiling.
Location of lighting fixtures, sprinkler heads, air diffusers, grilles, access panels and heat detectors (if applicable).

- **Storefront and Interior Elevations (Scale: 1/4" = 1'-0")**

Material samples including manufacturer's model number, color numbers and other identifying information (if not submitted with preliminary design).
Color storefront elevation and/or submit photograph of similar stores as required.
Finishes and colors.
Signing.

- **Necessary Sections and Details**

Large scale section through storefront to roof (1" = 1'-0")
Security grille detail, if applicable.
Details at neutral piers and Landlord's bulkhead at ceiling (1 1/2" = 1'-0").
Storefront details
Wall sections and wall partition sections.

- **Schedules**

Door schedules/details.
Room finish schedule.

PLUMBING PLANS

These drawings shall incorporate all minimum design and construction requirements as stated herein. If the Tenant's particular occupancy requires that these standards be exceeded to meet code or the Tenant's requirements, the Tenant shall be responsible for making the adjustments.

- **Plumbing Plan (Scale: 1/4" = 1'-0")**

Toilet facilities.

Location of other plumbing fixtures including water heater.

Location of sewer connection.

Location of plumbing vent connection.

Clean-out and floor drain location.

Domestic water distribution.

Gas piping layout (restaurant tenants, if applicable).

Water meter.

Sanitary system isometric drawings including line sizes.

Domestic water isometric indicating pipe sizes.

Water heater detail with relief valve and piping to floor drain.

Detail of connection to Landlord's vent stack.

All connections to Landlord's main.

Note: Tenants are required to use the Landlord's building shell roofing Contractor for any and all roof penetrations.



HEATING VENTILATING AND AIR CONDITIONING

The HVAC drawings shall incorporate all minimum design and construction requirements, including complete calculations, indicating heat gain to and heat loss from the space for all lights, occupancy, exterior exposure (if any) and other heat producing elements. All roof top equipment shall be located within the "mechanical zone".

- **Mechanical Plan (Scale: 1/4" = 1'-0")**

Ductwork layout and sizes.

Heights above finished floor.

Control wiring diagram

Fire alarm interface diagram.

Location of HVAC equipment furnished and installed by approved vendor.

Damper locations.

Return air openings through demising walls.

Type of insulation.

Locate diffusers, grilles and registers.

Show thermostat location.

Return Air Systems:

Direct.

Indirect.

Note: Tenants are required to use the Landlord's building shell roofing Contractor for any and all roof penetrations.

- **Schedules and Details**

Diffuser and Grille Schedule indicating CFM capacities.

Equipment schedule.

Toilet exhaust duct connection detail.

- **Exhaust System**

Show windows (if required). Cooking equipment (if applicable).

Specifications of exhaust equipment.

Location of equipment and ducts.

Methods of installation.

Ventilation requirements (by Tenant in the event of unusual or excessive requirements).

Fresh air intake.

Specify minimum CFM requirements.

ELECTRICAL

Electrical drawings and specifications shall show all circuits for store lighting (including emergency and night lighting), sign lighting, receptacles, toilet exhaust and other fans (if different or supplemental to Landlord's central system), and service to heating, ventilating, and air conditioning system.

Show single line power riser diagram indicating main disconnects, size of wire, conduit, panels, transformers, time clock, etc.

Show panel schedule and itemized load breakdown in connected kilowatts for the premises, including lighting, receptacles, sign lighting, water heating, special appliances, toilet exhaust fans (horsepower), make-up air fan (horsepower), miscellaneous space heating, sales door, operator motor (horsepower), fan coil unit (horsepower), return air fans (horsepower) and large motors (starter type).

These drawings shall incorporate all minimum design and construction requirements including complete calculations and show the total simultaneous load maintained at three hours or more for the store area and all other lighting, HVAC, and miscellaneous loads per square foot.

- **Electrical Floor Plan (Scale: ¼" = 1'-0")**

Location of all floor and wall outlets.
Location of Landlord's service.
Location of all fans, motors and HVAC equipment.
All loads assigned to circuits - itemized load breakdown.
Itemized Load Schedule.

- **Electrical Ceiling Plan (Scale: ¼" = 1'-0")**

Lighting fixture layout including night lighting and sign lighting.
Toilet exhaust and other fans.
Emergency and exit light locations.
All lighting assigned to circuits.
Indicate sign and lights which are connected to time clock.

- **Schedules**

Lighting Fixture Schedule.
Electrical Panel Schedule.

- **Miscellaneous Details**

Electrical Distribution Riser Diagram.
Feed conduit and wire size.
Arrangement of panels, transformer, time clock, etc.
Indicate telephone conduit locations for connection to empty telephone conduit.
Conduit and wire size to Individual Units, HVAC equipment and panels as applicable.

FIRE PROTECTION PLANS

These plans must be prepared by a Landlord approved sprinkler contractor and submitted to Mall Operations Manager to verify compliance in accordance with the requirements of Landlord's insurance underwriters and must indicate the following:

Fire Marshall's Approval

Location of existing sprinkler head grid with main and branch pipe sizes.
Location of branch piping.
Heights of ceilings and dropped soffits, etc.
Location of surface mounted or dropped lighting and decorative beams.
Location of curtain walls or lighting baffles.
Other construction which will affect sprinkler coverage.
General notes included on Tenant's working drawings and information on the specifications which define the sprinkler system design, material and installation requirements for Tenant's space.
Detailed information and drawings as required for special conditions including in-rack sprinkler coverage if required.
Sprinkler system shop drawings and hydraulic calculations must be submitted for approval to Landlord's insurance underwriter. Shop drawing floor plans shall be drawn at 1/4"=1'-0" scale or larger, and shall indicate all tap connections, pipe specifications, head locations and hydraulic calculations.
Drawings required to be stamped (wet sealed) by a fire protection engineer or professional licensed in the State of Missouri.
Upon completion of the work, signed copies of the appropriate contractor's material and test certificates found in NFPA 13 or applicable local code, shall be filed with all agencies and Landlord prior to occupancy of the premises.

SHOP DRAWINGS

The Tenant shall submit to the Landlord's Architect for approval, three copies of the sign shop drawings.

Menu boards must be submitted to the Landlord's Architect for approval. Tenants are required to submit drawings or photographs that clearly indicate the size, colors and materials to be used. The Tenant must submit three sets of the sprinkler shop drawings approved by the Fire Marshall to Mall Operations Manager.

Landlord's Architect reserves the right to request additional detailed shop drawings for review after final working drawings have been approved.

FINAL CONSTRUCTION DRAWING APPROVAL

Upon receipt of complete sets of drawings and specifications as outlined above, the Landlord's Consultants will review these drawings for compliance with the previously approved preliminary design and the other criteria of this Handbook, and return to the Tenant one set of prints marked with the approval stamp. The drawings will be marked "Approved", "Approved as Noted" or "Returned for Corrections". Drawings stamped "Returned for Corrections" or "Approved as Noted" requesting resubmittal of specific sheets shall be revised and resubmitted within ten (10) days of the receipt of the Drawings.

Simultaneously, the Landlord's Representative will forward one (1) set of stamped approved drawings to the Landlord's Project Manager for field verification during construction. It is the Tenant's responsibility to see that the approved set of drawings with comments, if any are distributed to his construction staff. Prior to the removal of the construction barricade, the Contractor shall request of the Project Manager and Construction Coordinator a review and Punch List of the lease space. All Punch List items shall be completed prior to the removal of the barricade.

No deviation from approved drawings will be permitted without prior written approval by Landlord. It must be understood that the Landlord's approval of the working drawings is for compliance with the criteria established in this Handbook only. By reviewing these drawings, the Landlord and its agent(s) assume no responsibility for code compliance, dimensional accuracy, engineering accuracy or completeness of these drawings for construction purposes. The Landlord reserves the right to review compliance based on the highest quality construction and craftsmanship.

CIVIL (OUTPARCEL BUILDINGS ONLY)

The following is a list of Civil Engineering drawings that must be submitted for review. All drawings must: be a minimum of 22" x 36", be to scale (min. of 1"=50'), have a north arrow, show basic site plan information, contain appropriate general notes, identify materials to be used in construction, and contain any other engineering data necessary for determination of site construction. Each plan is further required to show the following:

- **Dimensioned Site Plan**

Property lines, setback lines, buildings, signs, sidewalks, and curbs.
Parking stalls, aisles, and driveways.

- **Grading Plan**

Finished surface contours
Erosion control methods
Drainage structures

- **Utility Plan**

Existing utilities (or those provided by the landlord)
Proposed service connections for water, sewer, storm sewer, power, natural gas, telephone, cable TV or any other underground utility.
Appropriate details for manholes, cleanouts, hydrants, etc.

- **Pavement Plan**

Sidewalk and curb locations
Elevations of curbs, parking lots, and sidewalks
Drainage paths

- **Site Lighting Plan**

Pole locations and fixture mounting heights and number of and orientation of all fixtures.

Point by point foot candle (fc) plan of parking lot with points not exceeding 20' on center grid.

Average, maximum, and minimum fc at ground surface.

Uniformity ratio: average-to-minimum fc and maximum-to-minimum fc.

Pole manufacturer and model number.

Fixture manufacturer and model number.

- **Landscaping Plan**

Location and identification of all plant materials

Botanical and common name

Size of plant material at time of installation

Plant installation detail

Site furnishings details (site furnishings include benches, trash containers, ash trays, tables, etc.)

Irrigation Plans

Important note: The plans must also show and define any structure or improvement that is to be constructed on the premises. Such items may include but are not limited to: retaining walls and traffic control signs. The Landlord reserves the right to include those items as part of the approval process.



Landlord Required Notes

The following Landlord notes must appear on the cover sheet of all Tenants' final construction documents:

- The Tenant's general contractor must conduct a pre-construction meeting with Landlord's on-site representative prior to work start.
- The Tenant's contractor will repaint and/or repair Landlord's property (bulkhead, neutral piers, rear corridor, etc.) damaged during Tenant improvement.
- The ceiling systems are to be constructed using materials with class "A" Fire Rating, but only require fire rating as an assembly in exit corridors and any other locations required by code.
- Support wires for lay-in-ceiling grid, lights and HVAC equipment, etc. must not be connected to any of the Landlord's electrical, plumbing and fire protection piping, mechanical equipment or roof.
- All support wires may only be connected to the top cord of joist and/or structural members only. Connections to bottom of steel joists are not permitted.
- All materials used in the construction of Tenant space must be asbestos free.
- Any penetration or modifications to structural steel, concrete or roof deck must be coordinated and approved by RED's on-site representative and Landlord's structural engineer, prior to performing work.
- No trenching of slabs (i.e. for electrical conduit, etc.) is allowed without prior written approval from Landlord.



SECTION THREE
SMALL SHOP RETAIL
AND INTERIOR DESIGN
(0-6,999 SF)

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

**SMALL SHOP RETAIL AND INTERIOR
DESIGN**

Philosophy and Design Concept

Summit Orchards will be the premier shopping center in the Lee’s Summit area. The quality of today’s retail environment demand distinctive and high quality storefronts and presentations to enhance the shopping environment.

Storefront Design

The unique characteristics and quality Tenant mix of The Summit Orchards development calls for bold, dynamic storefronts. Critical to the design integrity and success of the shopping centers image are the individual contributions of each Tenant’s store. It is essential that proper attention be paid to proportion, scale, color, and detailing so that the Tenants can enhance the image of the shopping center and themselves. All building materials shall comply with Article 7 of the UDO for the City of Lee’s Summit.

Storefront Entry Element

Storefronts should be designed to incorporate an entry feature at the entrance into each leased space.

For the intent of the criteria, the term “Entry” shall be described as a grand or imposing entrance and shall encompass the whole architectural composition surrounding and including the doorway. A single portal or a series of multiple portals may be featured in the storefront design.

Entry elements shall be attached to the storefront and provide a weatherproof barrier to the public way. Recessed storefront entry elements are permitted; tenant responsible for frost footings where required. Tenant responsible for any damage if footing is omitted. Tenants are required to provide innovative floor and ceiling finishes which are subject to approval by the Landlord’s Architect.

Special lighting effects such as cove lights or uplights are subject to approval of the Landlord’s Representative and will be reviewed on an individual basis.

Design Criteria

This criteria is a basic “set of tools” that the Tenant is required to work with and expand upon. Criteria are written to encourage freedom of individual expression and to provide a common point of departure for all Tenants.

Storefronts should emphasize a “sense of entry”, and display of merchandise. National or regional Tenants who have a typical or recognizable storefront design are expected to review this design criteria of Summit Orchards and adjust their design to ensure compatibility and compliance and work closely with the Landlord’s Architect to achieve the same level of quality as Summit Orchards .

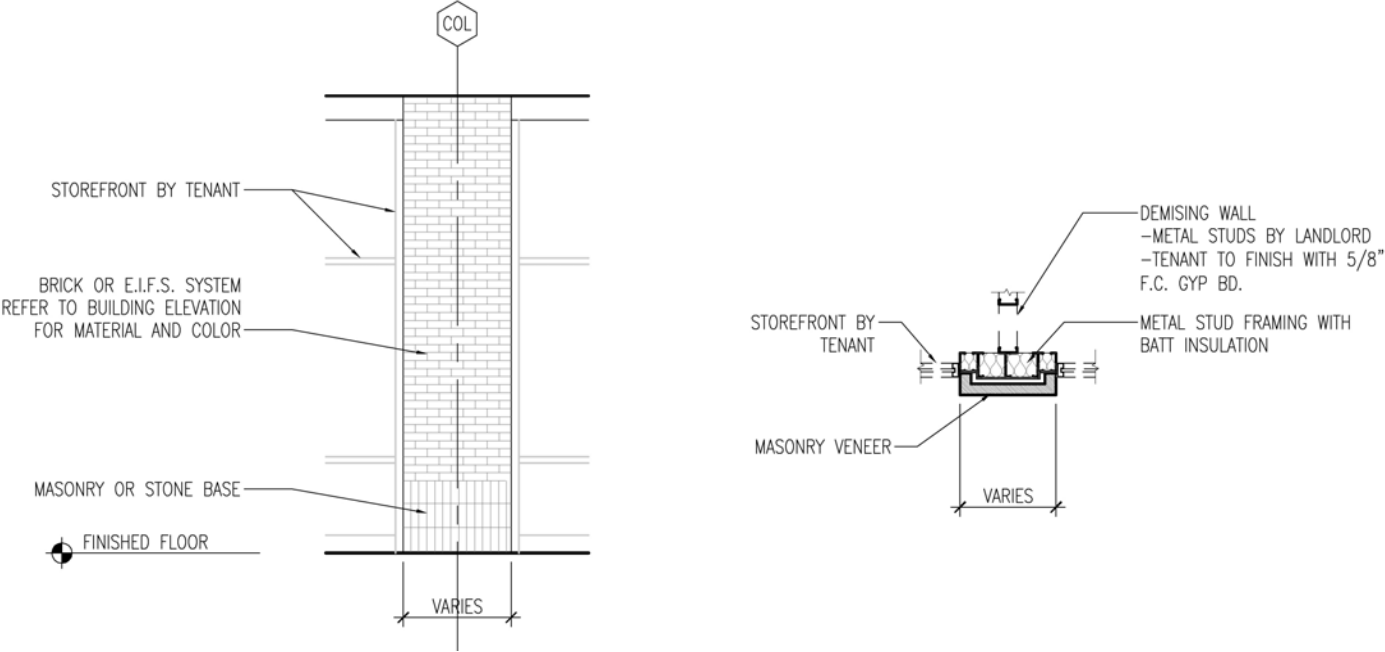
Key Plan

Reference Section One of this Design Criteria for the general overall configuration of the property. Each Tenant should refer to his Tenant lease plan for specific information and details relative to its leased space.

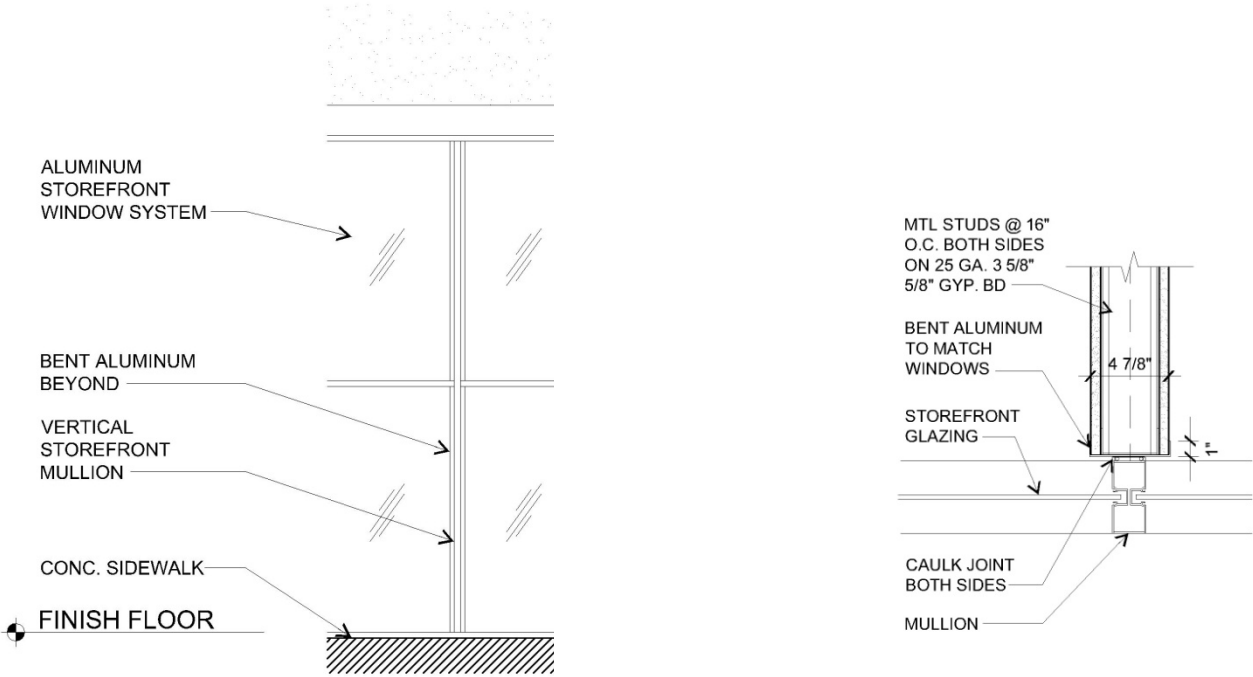


Neutral Pier

The neutral piers where they occur between separate, adjacent lease spaces are provided and maintained by the Landlord. The Tenant is not responsible for the neutral piers and cannot modify them or hang their finishes from them in any way. Tenants should refer to the detail sheets, which are forwarded with the Shopping Center Drawings for detailed information regarding the configuration and construction of the neutral piers. Tenants are also required to verify the location of any fire hydrant cabinets or roof drain down spouts in neutral piers. The neutral pier detail indicated below is conceptual. Refer to Construction Documents for details specific to each lease space. Tenants shall be required to provide break metal at locations where no neutral pier exists at a demising wall.



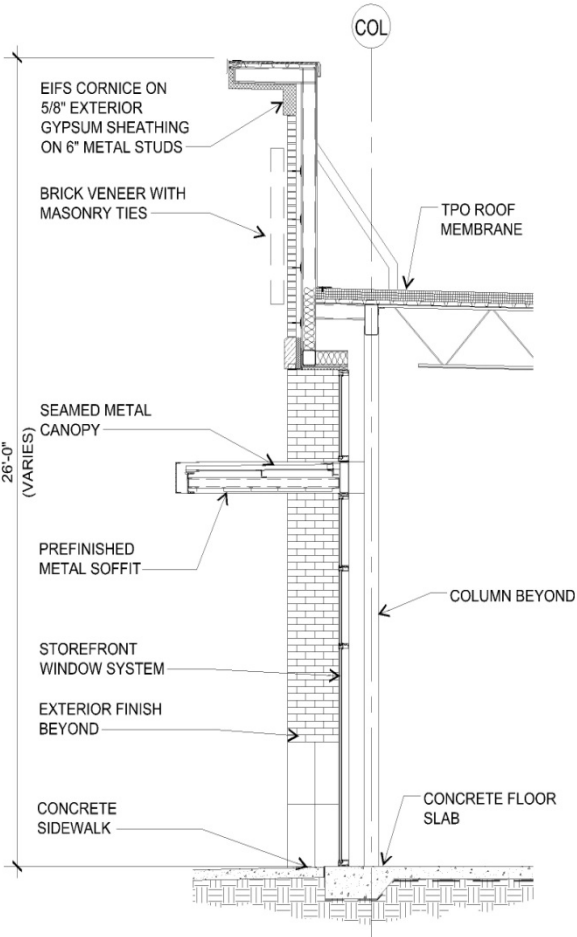
Conceptual Neutral Pier Detail



**Conceptual Neutral Pier Detail
With Break Metal**

Storefront Bulkhead

The bulkhead above the storefront is a standard Mall finish, provided and maintained by the Landlord on the outside of the lease premises. The Tenant cannot change or modify the bulkhead, nor is the Tenant responsible for its maintenance, except for patching and repairing the bulkhead to new condition of any damage caused by the Tenant during construction or upon removal of an existing sign. In that event, the tenant will be responsible for patching and repairing the existing holes and painting the area between reveals or natural breaks in materials for a cohesive new appearance. Storefronts may attach to the bulkhead but may not be structurally dependent on such attachment. All storefronts shall be self-supporting and attached to the Landlord structure for lateral support only.



Conceptual Storefront/Bulkhead Section
(See mall drawings for specific condition)

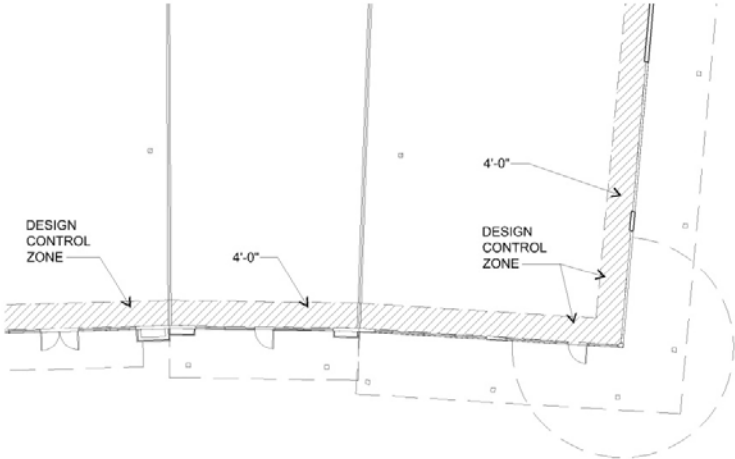
Design Control Zone

The Design Control Zone includes all display windows and retail graphics, display fixtures, signs, materials, finishes, colors, and lighting from the lease line to 4' behind the lease line.

If a Tenant chooses to recess the store closure behind the designated Design Control Line, the Design Control Area will be enlarged accordingly.

The Landlord will closely control all elements in the Design Control Zone.

The soffit at the storefront entrances may be finished in the same material as the storefront. The soffit height shall be not less than the top of the storefront glass above the Mall floor. Acoustical tile is not an acceptable ceiling for any part of the Design Control Zone.



Design Control Zone Plan
(See Mall Drawings for specific condition)

Display Windows

Display windows should be unique and individual. Window displays should thus be integrated into the architectural design and character of the entire storefront. A variety of textures in display and window treatment should be explored, as well as innovative lighting and window designs (see Signage Criteria). Display windows shall be transparent and open to the store. No back drops behind displays will be allowed.

A minimum of 80% of the storefront width is recommended to be used for display windows. The Landlord's Architect will evaluate exceptions on specific merchandising situations and requirements.

For greater transparency, a storefront glazing with a minimum use of mullions or frames is required.

Corner Tenants must install display windows and/or store openings on both elevations. Solid walls will not be permitted along the Lease Line without approval from the Landlord's Architect.

Should storefront glazing extend to the floor, a minimum 6" durable base or frame is required.

Store Closure

The level of the finished floor within the Tenant area must correspond within ½" of the level of the public walkway finished floor at the Lease Line and specifically detailed on the plans.

The store closure may be any one of the following:

- Pivoting glass doors.
- Pivoting wood doors.
- Electric Sliding doors.
- Revolving doors.



Doors

Sliding doors shall be electric horizontal doors with integrally colored aluminum frames operated by a motion sensor. Doors shall be located so motion sensor will not activate continuous due to passersby. All door tracks are to be recessed and as much as practical hidden from view. No depressions are permitted in the floor slab for this or any other purpose. Pivoting doors may be frameless glass out-swinging doors on pivots.

Out-swinging doors are to be recessed a minimum of the width of the door, as the door swing may not extend beyond the Lease Line. All locking mechanisms shall comply with TAS.

All door systems shall be weather tight as required for an open-air mall. If the use of an air lock or vestibule is preferred it shall be designed as part of the storefront design and shall be located within the lease premises.

Floor and Base

The interior floors and base should be covered with the highest quality materials, conforming to the basic quality criteria outlined later in this manual. Ease of movement, safety, and maintenance should be primary considerations in floor covering.

Tenant shall have a flush transition between the shopping center walkway surface and the Tenant's floor finish, feathering the floor as necessary. Tenant shall be required to finish any flooring in any exterior recessed storefront areas.

Tenant shall be responsible for the sealing and finishing of area within pocket of pivoting doors.

The storefront base may be stone, pre-cast, masonry, metal or tile, and should complement the Tenant's storefront material. A base is not required where Tenant's stone storefront extends to the floors. The base must be of a durable material capable to withstand standard exterior cleaning and snow removal equipment.

Where storefront glazing continues to the finished floor, it must terminate in a minimum 6" high base compatible with the store design.

Any other durable base material, easy to maintain and that matches or is compatible with the Tenant's other storefront finishes may be used. Storefront base should reflect the dimensional quality of the storefront.



Lighting

Tenants are encouraged to use decorative lighting elements as an integral part of their storefront and interior store design. In recent years, a wealth of lighting fixtures and techniques has come on the market, and innovative lighting should be explored. Lighting can play an important role in attracting customers and enhancing merchandising strategies.

All storefront and general store lighting must be reviewed and approved by the Landlord's Architect, subject to the following basic guidelines:

- The Tenant shall provide a high quality of illumination above the display area and entrances.
- No storefront lighting shall be installed in the soffit area ceiling beyond the lease line. Up lighting and halo lighting are encouraged.
- No strobe, spinner, or chase type lighting shall be used. No animated flashing or intermittent lights, black light, or strobe lights will be permitted.
- For illumination in the Design Control Area, Landlord Architect must approve decorative type lighting (i.e. luminous ceilings, chandeliers, pendant fixtures or wall units). Fluorescent light fixtures will not be permitted within the Design Control Area. All fluorescents outside of the Design Control Area must be deep cell parabolic. Compact fluorescent lights can be used in combination with can fixtures.
- All signs, logos, and display windows shall be illuminated during the hours the center is open and controlled by a time clock, which will be connected to the Tenant's power supply.
- All showcase and display cases must be adequately lighted and ventilated. Direct visual exposure of incandescent bulbs and/or fluorescent tubes is prohibited. No lamp shall extend below the ceiling line or below the window head at show windows within the Design Control Area.
- No TV monitors will be permitted in the Design Control Area without written approval by the landlord.
- Mixtures of lighting types are encouraged in the Sales Area.

Finishes

Materials for the storefront should suggest quality, craftsmanship, elegance and stability. Innovation and creativity are encouraged. With that in mind, the use of the following materials on the storefront is **strictly prohibited**:

- Slat wall.
- Pegboard in any form.
- Vinyl or suede wall covering or wallpaper.
- Chain link fencing or rough metal.
- Softwood storefronts (i.e. rough sawn cedar).
Avoid images that are strongly rustic or residential.
- Plywood paneling.
- Carpet or fabric (except in canvas awnings).
- Painted drywall, including Zolitone or Polymix type products.
- Metal or plastic laminates.

Signage

Signage shall be as outlined in Section Seven of this Design Criteria Booklet.

Awnings

Awnings shall be provided and installed by the Tenant as part of the Tenant's improvement work to the building shell. Several awning options have been designed by the Landlord's Architect and the Tenant should consult those drawings included as part of the Tenant Package. The tenant shall submit awning shop drawings for review and approval. Deviations from the standard awning design will be reviewed on an individual basis.



MERCHANDISING AND DISPLAY

Storefront Philosophy

One of the aspects of Summit Orchards is the merchandising opportunity afforded the Tenants by the storefront design. The storefronts create an area visible from the shopping center that extends the store beyond the display window into the shopping center. Basically, the entire front portion of the store becomes part of the display design.

The opportunity to display merchandise to shoppers passing by opens a wealth of marketing strategies. It also affects the front layout of the store. Attractive fixtures and appropriate materials are just as crucial in the front part of the space as in the display window itself. Standard light levels should be maintained to adequately light merchandise. As the storefront exposes a portion of the store to view, all lighting and display fixtures should be of exceptional quality, and are subject to Landlord approval.

Merchandising Opportunity

Fixture layout and lighting can be used to highlight particular merchandise, to attract passing customers, and to enhance the image of the store. As one example, a bookstore, which normally displays best sellers and new releases in its display windows now, has the opportunity to also display its videotape library, gift books, or special interest or seasonal titles as well.

However, the wide visibility of the store interior also creates some restrictions. The same bookstore mentioned above would need to be careful not to place messy discount tables, magazine racks, or plainly stocked shelves in areas visible from the public way.

If creative inspiration is needed in developing strategies to take full advantage of this expended display area, please consult the graphic examples in this manual. With ingenuity, any challenge can be easily mastered, opening up exciting merchandising possibilities.

General Store Criteria

With recent trends in store design evolving to more open and transparent storefronts, it is often not possible to differentiate between the storefront and the store interior. The way the Tenant displays their merchandise, the fixturing layout, and the fixtures themselves combine with the storefront architecture to create an image to the public. The Landlord is therefore concerned that the store interior be designed with the same care and attention to detail as the storefront itself. Therefore, the following criteria for interior design have been created to guide the Tenant.

Layout, Fixturing, and Merchandising

The Tenant is encouraged to use the services of a professional store planner, visual merchandiser, and/or fixturing specialist in the design and layout of his store.

A properly designed floor layout will always mean an increase in sales.

Display fixtures should complement the overall design of the store and present the merchandise in an appropriate manner. The Tenant is required to use only new, first quality fixturing throughout his store. Used or reconditioned display fixtures are not permitted; high quality bona fide antique furnishings may be used with prior approval.

The use of pegboard on display fixtures or as a wall finish is not permitted.

The use of standard continuous slat wall is also discouraged.



Floor Finishes

All areas of the Tenant's premises must have a finished floor.

The following are approved floor finishes.

- Quarry tile or ceramic tile.
- Stained or sealed concrete.
- Marbled or other natural stone terrazzo.
- Carpet (outside of design control area), which must be commercial grade and no less than 28 oz. Per square yard face weight.
- Vinyl composition tile and base is not permitted in the sales area or anywhere visible to the public. Vinyl composition tile may be used in stock rooms or restrooms.
- Bull-nose tile or carpet reducer strips are not permitted.
- Wood flooring is acceptable; however, a transition at the entry area of walk off mat or tile is suggested.

Ceilings

The ceiling is an integral part of the store design and as such requires appropriate emphasis. The ceiling helps define the character of the store and when properly designed will enhance a store's appearance. The Landlord discourages the use of a ceiling in one plane throughout the store.

Through the use of coffers, drywall soffits and bulkheads, an interesting ceiling design will result. A well-designed ceiling can also help to define different lighting values.



In general all areas of the Tenant's store must have a ceiling. Exposed structure (even in storage areas) will be allowed only on an individual basis and when part of a quality design. Ceilings above 12'-0" in height may encounter building obstruction (i.e. sprinkler, structure, etc.). Tenant shall field verify all existing conditions. Ceilings may not be attached to roof deck, sprinkler pipes, electrical conduits or ductwork. All ceiling in the Design Control Area must be drywall or a continuation of the storefront material.

All ceiling in the remaining areas of the store must be drywall, metal linear or acoustical ceiling tiles, or any combination thereof. Additional materials may also be approved; however, samples and photographs will need to be submitted.

If acoustical ceiling tiles are used, the following types are acceptable:

- 2'x2' regular edge acoustical panels.
- 2'x4' acoustical panels scored to disguise the 2'x4' module (such as Armstrong Second Look).
- 2'x2' designer panels (such as Armstrong Syllables).
- Concealed spline acoustical tiles.

The Tenant shall provide access to all ductwork, heaters piping, controls, or valves located within the premises by means of accessible ceiling tile or flush access panels.

Walls and Wall Finishes

All demising walls (walls between adjacent Tenants or between a Tenant and a common area) must be constructed with 5/8" fire rated drywall, fire taped from floor slab to the underside of deck above.

All demising walls must be finished to achieve a one-hour fire rating. Where a demising partition of the Tenant's premises is adjacent to a service corridor or other Landlord-related facility between adjacent Tenant spaces, and is not an exterior wall, the Landlord has provided a demising partition from floor slab to underside of structure above. This partition is typically of 6", 25 gauge steel stud construction at 24" on center max but subject to change.

Structural columns, which occur in a demising wall, must be covered with fire rated drywall and maintain a continuous fire rating as part of the demising wall.

Where Tenant elects to use any type of music system or sound generating device within the premises, perimeter wall construction must be such that it does not allow the transmission of sounds to adjacent spaces. Tenant must provide any necessary construction such as sound insulation blankets or sound deadening panels to assure adjacent Tenant of the quiet enjoyment of their space.

If the Tenant plans to use a demising wall for the support of shelf standards or heavy attachments, Tenant must reinforce the wall as needed, such as by providing additional steel studs, or providing independent supports for the shelf standards. However, the wall shall maintain a one-hour UL rating. Tenant may not install any attachments, such as shelving equipment, etc., directly against department store or exterior masonry walls without providing a furring or stud separation (while maintaining any existing expansion joints). The furring or stud separation must be adequate to support the attached shelving equipment, etc. All interior partitions must be built with metal stud framing. Fire treated wood framing is permitted for incidental blocking only.

All interior wall surfaces in the sales area must be finished in an appropriate manner. Three coats of paint, wall covering, paneling, mirror, plastic laminates, finish masonry or metal are considered suitable finishes.



Exposed pegboard on walls or sales fixtures is not permitted in any area of the store visible to the public.

Non-Combustible Construction

All Tenant construction, including storefronts must be non-combustible and subject to the approval of the Building Department and the Fire Marshal. Treated fire-resistant materials will be permitted only where approved by jurisdictional authorities.

No Modification to Landlord's Structural Members or Building Systems

Under no circumstances shall Tenant's Contractor cut or modify Landlord's structural members, expansion joints, wind bracing, columns, beams, and bridging. Any structural framing or bracing required for Tenant's construction and to be attached to Landlord's structure must be designed by a Structural Engineer and approved by Landlord's Architect and Engineer.

Landlord reserves the right to refuse to permit the installation of any roof- or wall-mounted equipment which exceeds the capability of the structural system; or to require screening if the appearance of such equipment would be detrimental to the appearance of the center.

Tenant's Contractor shall not be permitted to modify, attach or hang from landlord's duct work, water lines, sprinkler lines, conduit or roof deck to accommodate Tenant's construction including, but not limited to, Tenant's ceiling grid, ductwork, pipes, conduit, etc.

Mezzanines

Tenant, upon obtaining prior written approval from the Tenant Coordinator, may construct a mezzanine or storage platform subject to the following:

The mezzanine framing must be completely independent of the basic building structural frame and demising partitions, and must be designed by a licensed structural engineer.

Roofing System

Access to the Mall roof is restricted to Landlord's personnel and Landlord's designated Contractors only. No Contractor or Subcontractor will be permitted on the roof unless written permission has been obtained from the Operation Managers. The installation of all flashing and curbing for Tenant related equipment must be by Landlord's roofing Contractor at Tenant's expense. The furnishing of the roof curb and the installation of equipment on the roof will be by the Tenant's Contractor.

Filters used in all kitchen exhaust systems shall be of non-combustible construction and comply with NFPA requirements. All systems shall be provided with access panes and a means of collecting grease drippings from the filters.

Roof-mounted kitchen hood exhaust fans shall be of the "mushroom" type and have grease pans adequate to protect the roof. These pans shall be installed, cleaned and maintained regularly by the Tenant. All roof mounted exhaust hoods, equipment, etc. must be located to be concealed from public view.

Tenant Security System

Electronic security systems and shoplifting detection services shall be designed to be concealed from public view. Freestanding posts, suspended rails, or walk through portals are discouraged. The Landlord prior to installation must approve installation of Tenant security systems.

Fire Protection Sprinkler System

The Landlord has provided a fire protection main within 5'-0" of the Tenant's Lease premises, unless otherwise provided for in the Lease Agreement. All sprinkler heads in the storefront design control area shall be fully recessed and semi-recessed in the sales area. Note: Tenant provides all cross-mains, branch lines, valves, annunciators and sprinkler heads.

Any revisions, extensions or relocations to the Landlord's portion of the sprinkler system shall be by the Tenant at the Tenant's expense. Work to be performed by Landlord approved Sprinkler Contractor at Tenant's expense. Connections to the Landlord's fire protection panel (if any) shall be at the Tenant's expense. If the Landlord is required by the local authority to install sprinkler systems within the Tenant lease premises prior to turnover, the Tenant shall reimburse the Landlord for their share of that work.

Fire Extinguisher

Tenant shall furnish and install fire extinguishers as required by the Fire Marshal.

Floor Slabs

Concrete floor slabs have a smooth troweled finish and are slab on grade. No depressions or recesses in slabs will be permitted without prior written approval.

Any rework, installation of new concrete in leave-out areas, or cutting for underground plumbing and patching of the existing floor slab shall be at the Tenant's expense and must be approved by the Landlord's Architect.

In the event any modifications to the exterior sidewalk are required, Tenant is responsible for replacing with like new materials to match existing. Some minor cutting may need to be completed to create a seamless transition. All work must be coordinated with Mall Management prior to commencement of work.

Grease Interceptors

If the Tenant's occupancy requires the use of sanitary sewer grease interceptor it shall be provided and installed by the Tenant at its own expense. The location of the interceptor is subject to approval of the Landlord or its Architect.

Exterior Furniture

All Tenant exterior seating areas shall be per an established Lease Agreement and shall be in conformance with local codes and ordinances.

Furniture shall be reviewed and approved by Landlord and/or Landlords Architect.

Any modifications to the sidewalk/ landscaping areas must be reviewed by landlord and cannot impede on exiting requirements for overall development.

Exterior Graphics

Non-Tenant-identification graphics, panels, or window graphics shall be allowed on a case by case basis. Such panels shall be limited to a maximum of twenty (20%) percent of the area of the building façade on which they are located. Landlord shall review every graphic and placement carefully and acceptance will be determined at the sole discretion of the landlord.





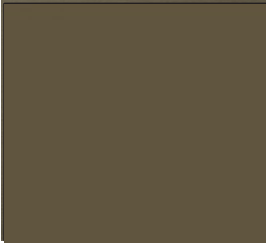







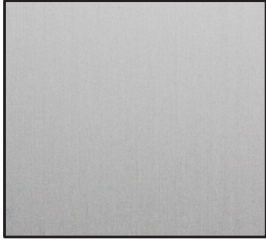

Storefront Design and Colors

The unique characteristics and quality Tenant mix at Summit Orchards calls for bold, dynamic storefronts. Critical to the design integrity and success of the shopping centers image are the individual contributions of each Tenant's store. It is essential that proper attention be paid to proportion, scale, color, and detailing so that the Tenants can enhance the image of the shopping center and themselves.

All storefront designs shall be carefully reviewed and approved by the landlord. Please reference storefront examples one, two, three, and four; these designs are to establish precedence for storefront design at the shopping center and tenants are encouraged to submit alternatives similar in concept.

Tenants are required to choose from the list of storefront colors provided. Colors are from the Pac-Clad color selection chart. Custom colors maybe submitted to the Landlord and shall be reviewed on an individual basis.

- 1. Medium Bronze
- 2. Champagne
- 3. Slate Gray
- 4. Burgundy
- 5. Clear Anodized
- 6. Not Used
- 7. Not Used
- 8. Not Used
- 9. Not Used
- 10. Not Used

1.		6.	
2.		7.	
3.		8.	
4.		9.	
5.		10.	

SECTION FOUR
SUB-MAJOR BUILDING DESIGN
(7,000 SF TO 39,999 SF)

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

SUB-MAJOR BUILDING DESIGN

General Store Criteria

The Landlord has provided standard aluminum storefronts or storefronts as specified in the preliminary design approvals for each Tenant premises. Each Tenant is encouraged to design within the storefront provided.

Storefront Design

The use of imaginative forms, approved materials, approved color combinations, and graphics is encouraged. Only original and innovative modifications to standard storefront designs compatible with the overall design of the shopping center will be approved.

Show windows must have concealed lighting without pulsating, strobe, or otherwise animated illumination. All interior and exterior surfaces shall be a high quality finish materials. Show windows should minimize the use of back walls that tend to close off the store area visually from the public view.

Required Exterior Building Materials

All buildings shall meet the minimum requirements of the material standards and architectural guidelines as outlined approved material palette for the development. All building materials shall comply with Article 7 of the UDO for the City of Lee's Summit.

Building elevations shall be designed by the Landlord's Architect based on the following criteria:

- Approximately 30% EIFS
 - 35% masonry and/or stone veneer system
 - Exposed pitch roofs
 - Decorative wall sconces per the Landlord's Architects Design
 - Internal gutters and downspouts.
- Final Exterior Building Design shall be as designed by or subject to approval of the Landlord's Coordinating Architect.



Layout, Fixturing and Merchandising

The Tenant is encouraged to use the services of a professional store planner, visual merchandiser, and/or fixturing specialist in the design and layout of his store. A properly designed floor layout will always mean an increase in sales. A high standard of finish is expected.

Floor Finishes

All areas of the Tenant's premises must have an appropriately finished floor as approved by Landlords Architect.

Ceilings

The ceiling is an integral part of any store design and as such requires appropriate emphasis. The ceiling helps define the character of the store and when properly designed will enhance a store's appearance. All ceilings shall conform to support requirements and may not be attached to roof deck, sprinkler pipes, electrical conduits or ductwork.

The tenant shall provide access to all ductwork, heaters, piping, controls, or valves located within the premises by means of accessible ceiling tile or flush access panels.

The tenant shall provide access to all ductwork, heaters, piping, controls, or valves locate within the premises by means of accessible ceiling tile or flush access panels.

Walls and Wall Finishes

All demising walls shall be as required by local governing authorities. All interior wall surfaces in the sales area must be finished in an appropriate manner (i.e. consistent with first class retail store).

No Modification to Landlord's Structural Members or Building Systems

Under no circumstances shall Tenant's Contractor cut or modify Landlord's structural members, expansion joints, wind bracing, columns, beams, and bridging. Any structural framing or bracing required for Tenant's Construction and to be attached to Landlord's structure must be designed by a Structural Engineer and approved by Landlord's Architect and Engineer.

Landlord reserves the right to refuse to permit the installation of any roof- or wall-mounted equipment which exceeds the capability of the structural system; or to require screening if the appearance of such equipment would be detrimental to the appearance of the center. Tenant's Contractor shall not be permitted to modify, attach or hang from Landlord's duct work, water lines, sprinkler lines, conduit or roof deck to accommodate Tenant's Construction including, but not limited to, Tenant's ceiling grid, ductwork, pipes, conduits, etc.



Storefront Signage

Signage shall be as indicated in Section Seven of the Design Criteria.

Floor Slabs

Concrete floor slabs have a smooth troweled finish and are designed as on grade. No depressions or recesses in slabs will be permitted without prior written approval. The Tenant's Contractor shall furnish and install that portion of the concrete slab in all areas where the slab has been blocked out in conformance with Landlord standards.

Exhaust System

Tenants who have special exhaust requirements as a result of odor; moisture or high heat-producing operations shall provide separate special exhaust and make-up air facilities, to be approved by the Coordinating Architect.

Any unacceptable odor, as determined by Landlord, shall be exhausted by means of centrifugal blowers located within the premises and ducted through the roof to the atmosphere.

No openings for fans, vents louvers, grilles or other devices will be installed in any demising partition, exterior wall, or roof without Landlord's written approval and Landlord supervision.

Fire Protection Sprinkler System

Any revisions, extensions or relocations to the Landlord's standard sprinkler system shall be by the Tenant at the Tenant's expense. Work to be performed by Sprinkler Contractor acceptable to Landlord.

Roofing Systems

Access to the Mall roof is restricted to Landlord's personnel and Landlord's designated Contractors only. The installation of all flashing and curbing for Tenant related equipment must be by Landlord's roofing Contractor at Tenant's expense.

Exterior Furniture

All tenant exterior seating areas shall be per an Established Lease Agreement and shall be in Conformance with local codes and ordinances. Furniture shall be reviewed and approved by Landlord and/or Landlord's Architect.

Exterior Graphics

Non-Tenant-identification graphics, panels, or window graphics shall be allowed on a case by case basis. Such panels shall be limited to a maximum of thirty (30%) percent of the area of the building façade on which they are located. Landlord shall review every graphic and placement carefully and acceptance will be determined at the sole discretion of the landlord.



SECTION FIVE

IN-LINE RESTAURANT DESIGN

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

IN-LINE RESTAURANT DESIGN

General Store Criteria

Since the Individual In-line Restaurant represents a major attraction to the shopping center, and is directly attached to shops within the center, their building design needs to reflect a dramatic and individual design image, while maintaining similar design elements of the shopping center. This criterion is intended to establish design standards to encourage the In-line Restaurant buildings to become a unique, yet consistent part of the overall shopping center.

These criteria are a basic “set of tools” that the Tenant is required to work with and expand upon. Criteria are written to encourage some freedom of individual expression and to provide a common point of departure for all Tenants while adhering to shopping center guidelines.

The building facades should be designed to give an innovative design concept. Tenants are encouraged to take full advantage architecturally of the shopping center design standards.

National or regional tenants who have a typical or recognizable building design are expected to review the design of Summit Orchards and these criteria and adjust their design to ensure compatibility and compliance with these criteria.

All buildings shall meet the minimum requirements of the material standards and architectural guidelines as outlined approved material palette for the development.

- Final Exterior Building Design shall be as designed by or subject to approval of the Landlord's Coordinating Architect.

Other acceptable exterior material - subject to Landlord design review and approvals:



Roofs

The roof materials and roofline compositions shall be consistent or compatible with the shopping center design and provide an integral part of the individual building design. The following are acceptable roof materials:

- Typical single ply roof with exterior wall screening parapet.
- Exposed pitch roofs shall be standing seam Berridge preweathered galvalume or other material if approved by Landlord.

All roof slopes and configurations are subject to Landlord approval. No asphalt shingles will be allowed. External downspouts are not permitted. Rainwater shall be drained internally.

Storefront Signage

Signage shall be as indicated in Section Seven of this criteria.

Trash Enclosures

All trash enclosures and service areas shall be appropriately screened to reasonably hide them entirely from public view. All trash enclosures and service areas shall utilize the appropriate and approved masonry materials to match shopping center standards. All gates shall be metal/steel construction and shall match shopping center standard. All trash enclosures shall meet the City codes and planning criteria and approvals.

Screening

The following items shall be either located out of direct public view or adequately screened by a screen wall utilizing the appropriately approved masonry materials:

- Gas meters and any associated piping.
- Electric meters and any associated conduits.
- Transformers.
- Trash compactors.
- Any ground installed equipment.
- Trash dumpsters, service areas and recycling bins and grease interceptors.

All roof-mounted equipment shall be adequately and completely screened from any property adjacent to public right of ways and/or pedestrians views by means of exterior building walls or Landlord approved equipment screening. All rooftop screening shall be integrally designed into the building by use of roof parapets and walls. Painting of equipment is not allowed.

Store Closure

The level of the finished floor within the Tenant area must correspond within ½" of the level of the public walkway finished floor at the Lease Line and specifically detailed on the plans.

The store closure may be any one of the following:

- Pivoting glass doors.
- Pivoting wood doors.
- Electric Sliding doors.
- Revolving doors.

Doors

Sliding doors shall be electric horizontal doors with integrally colored aluminum frames operated by a motion sensor. Doors shall be located so motion sensor will not activate continuous due to passersby. All door tracks are to be recessed and as much as practical hidden from view. No depressions are permitted in the floor slab for this or any other purpose. Pivoting doors may be frameless glass out swinging doors.

Out swinging doors should not restrict a required path of egress. All locking mechanisms shall comply with the TAS, and local building codes.

All door systems shall be weather tight as required for an open-air mall. If the use of an air lock or vestibule is preferred it shall be designed as part of the storefront design and shall be located within the lease premises.

Floor and Base

The interior floors and base should be covered with the highest quality materials, conforming to the basic quality criteria outlined later in this manual. Ease of movement, safety, and maintenance should be primary considerations in floor covering.

Tenant shall have a flush transition between the shopping center walkway surface and the Tenant's floor finish, feathering the floor as necessary.

Tenant shall be responsible for the sealing and finishing of area within the pocket of pivoting doors if they are recessed

The storefront base may be stone, precast, brick masonry, metal or tile, and should complement the Tenant's storefront material. A base is not required where Tenant's stone storefront extends to the floors. The base must be of a durable material capable to withstand standard exterior cleaning and snow removal equipment. Base materials are subject to Landlord design review and approval.

Where storefront glazing continues to the finished floor, it must terminate in a 6" high base compatible with the store design.

Any other durable base material, easy to maintain and that matches or is compatible with the Tenant's other storefront finishes may be used. Storefront base should reflect the dimensional quality of the storefront.

Non-Combustible Construction

All Tenant construction, including storefronts must be non-combustible and subject to the approval of the Building Department and the Fire Marshal. Treated fire-resistant materials will be permitted only where approved by jurisdictional authorities.

Tenant Security System

Electronic security systems and shoplifting detection services shall be designed to be concealed from public view. Freestanding posts, suspended rails, or walk through portals are discouraged. The Landlord prior to installation must approve installation of Tenant security systems.

Tenant Paging System

The Tenant shall provide a seating available pager type notification System. System shall send an adequate signal strong enough to cover the entire Shopping Center. Tenant shall verify prior to installing system in order to obtain a frequency identity specific to Tenant's space.

Fire Protection Sprinkler System

The Landlord has provided a fire protection main within 5'-0" of the Tenant's Lease premises, unless otherwise provided for in the Lease Agreement. All sprinkler heads in the storefront design control area shall be fully recessed and semi-recessed in the sales area.

Note: Tenant provides all cross-mains, branch lines, valves, annunciators, and sprinkler heads.

Any revisions, extensions or relocations to the Landlord's portion of the sprinkler system shall be by the Tenant at the Tenant's expense. Work to be performed by Landlord approved Sprinkler Contractor at Tenant's expense.

Fire Extinguisher

Tenant shall furnish and install fire extinguishers as required by the Fire Marshal.

Floor Slabs

Concrete floor slabs have a smooth troweled finish and are slab on grade. No depressions or recesses in slabs will be permitted without prior written approval.

Any rework, installation of new concrete in leave-out areas, or cutting for underground plumbing and patching of the existing floor slab shall be at the Tenant's expense and must be approved by the Landlord's Architect.

Grease Interceptors

If the Tenant's occupancy requires the use of a sanitary sewer grease interceptor it shall be provided and installed by the Tenant at it's own expense. The location of the interceptor is subject to approval of the Landlord or it's Architect and any local jurisdiction.

**Jackson County
Health Department
313 S Liberty
Independence, MO
64050
(816) 404-6415**

Exterior Furniture

All Tenant exterior-seating areas shall be per an established Lease Agreement and shall be in conformance with local codes and ordinances.

Furniture shall be reviewed and approved by Landlord and/or Landlords Architect.

Exterior Graphics

Non-Tenant-identification graphics, panels, or window graphics shall be allowed on a case by case basis. Such panels shall be limited to a maximum of thirty (30%) percent of the area of the building façade on which they are located. Landlord shall review every graphic and placement carefully and acceptance will be determined at the sole discretion of the landlord.

SECTION SIX

OUTPARCEL BUILDING DESIGN

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

OUT PARCEL BUILDING DESIGN

General Store Criteria

Since the Individual Outparcel Tenant represents a major attraction to the shopping center, their building design needs to reflect a dramatic and individual design image, while containing shop design elements of the center. This criteria is intended to establish design standards to encourage their out parcel buildings to become a unique, yet consistent part of the overall shopping center.

These criteria are a basic “set of tools” that the Tenant is required to work with and expand upon. Criteria are written to encourage some freedom of individual expression and to provide a common point of departure for all Tenants while adhering to shopping center guidelines.

The building facades should be designed to give an innovative design concept. Tenants are encouraged to take full advantage architecturally of the shopping center design standards.

National or regional tenants who have a typical or recognizable building design are expected to review the design of Summit Orchards and this criteria and adjust their design to ensure compatibility and compliance with these criteria.

All buildings shall meet the minimum requirements of the material standards and architectural guidelines as outlined approved material palette for the development. All building materials shall comply with Article 7 of the UDO for the City of Lee’s Summit. Building elevations shall be designed by the Landlord’s Architect based on the following criteria:

- Approximately 30% EIFS
 - 35% masonry and/or stone veneer system
 - Exposed pitch roofs
 - Decorative wall sconces per the Landlord’s Architects Design
 - Internal gutters and downspouts.
- Final Exterior Building Design shall be as designed by or subject to approval of the Landlord’s Coordinating Architect.



The roof materials and roofline compositions shall be consistent or compatible with the shopping center design and provide an integral part of the individual building design. The following are acceptable roof materials:

- Typical Single Ply roof with exterior wall screening parapet.
- Exposed pitch roofs shall be standing seam Berridge preweathered galvalume or other material if approved by Landlord.

All roof slopes and configurations are subject to Landlord’s approval. Exterior downspouts shall not be permitted. Rainwater shall be drained internally. Service or roof ladders shall not be permitted on the outside of the building.

Site Lighting

The Architect should make every effort to create an exciting and functional lighting program for the needs of the Tenant. Therefore, the Landlord has established the following requirements for Tenant lighting:

- Site lighting shall be as per the shopping center standards. Landlord will provide general specifications for tenant design.
- Tenant is responsible for all lighting within the entire out parcel premises.
- No lighting shall be installed outside the out parcel premises.

- Incandescent pendant units may be used for general exterior lighting only if Tenant has established an identity based on this theme or motif, and only at Landlord’s discretion.

In general, all site lighting shall be as shopping center standards and be shielded to reflect downward or direct light away from residential areas, or any other areas deemed unacceptable by the Landlord or the City.

Trash Enclosures

All trash enclosures and service areas shall be appropriately screened to reasonably hide them entirely from public view. All trash enclosures and service areas shall utilize the appropriate and approved masonry materials to match shopping center standards. All gates shall be metal/steel construction. All trash enclosures shall meet the City codes and planning criteria and approvals.

Screening

The following items shall be either located out of direct public view or adequately screened by a screen wall utilizing the appropriately approved masonry materials:

- Gas meters and any associated piping.
- Electric meters and any associated conduits.
- Transformers.
- Trash compactors.
- Any ground installed equipment.
- Trash dumpsters, service areas and recycling bins and grease interceptors.

All roof mounted equipment shall be adequately and completely screened from any property adjacent public right of ways and/or pedestrians views by means of exterior building walls or Landlord approved equipment screening. All rooftop screening shall be integrally designed into the building by use of roof parapets and walls. Painting of equipment as a method of screening is not allowed.

Civil/Sitework

This section applies to tenants and/or purchasers of Outparcel pad sites at Summit Orchards. Civil/Site work plans for each Outparcel should be prepared and submitted to the Landlord’s Engineer in the same manner outlined for the architectural review and approval process.

No construction may proceed on any Outparcel pad site prior to receiving notification from the Landlord’s Engineer that the Civil/Sitework plans have been approved. Civil/Sitework plans must be submitted directly to the Landlord’s Engineer,

No construction may proceed on any Outparcel pad site prior to receiving notification from the Landlord’s Engineer that the Civil/Site work plans have been approved. Civil/Site work plans must be submitted directly to the Landlord’s Engineer,

The Landlord’s engineer will review the plans and comments will be issued to the tenant stating either Approved, Approved as Noted, or Returned for Corrections.

Civil/Sitework plan submittals shall include, but not be limited to the following plan/profile sheets:

- Site Plan (Approved by Architect)
- Proposed Grading Plan
- Proposed Utility Plan
- Proposed Paving Plans
- Proposed Site Lighting Plan
- Proposed Landscaping Plan

The Landlord’s engineer will review the plans and comments will be issued to the tenant stating either Approved, Approved as Noted, or Returned for Corrections.

OUT PARCEL BUILDING DESIGN

Civil/Sitework plan submittals shall include, but not be limited to the following plan/profile sheets:

1. Site Plan (Approved by Architect)
2. Proposed Grading Plan
3. Proposed Utility Plan
4. Proposed Paving Plans
5. Proposed Site Lighting Plan
6. Proposed Landscaping Plan

Plan submittals shall also include all details of construction showing type, size, location and materials for any proposed: retaining walls, sidewalks, traffic control signs or any other structure that is to be located on the property.

The following are general guidelines for general site design and plan submission. Exceptions to these guidelines will be evaluated on an individual basis.

Grading Plan

- The first floor elevation shall be the elevation given to the tenant by the Landlord. (Landlord shall provide first floor elevation prior to site design.) If the Tenant requires the finished floor to be anything other than the elevation given by the Landlord, the Tenant shall be responsible for contacting the Landlord's Engineer stating the reasons for the new finished floor elevation. The Landlord's Engineer shall then evaluate the basis for the change and respond to the Tenant's request.
- Parking lot grades shall not exceed 3%.
- Slopes in green areas shall not exceed 3:1 (horz: vert).
- Methods to control siltation and erosion of soil onto adjacent properties during construction must be incorporated into the tenant's design plans. It shall be the Tenant's responsibility to erect and maintain erosion control measures.

Utility Plan

- Connections for water service and sanitary service shall be shown and shall be designed to the City of Lee's Summit standards and any other applicable local, state or federal standards.

- Underground storm water collection systems shall be utilized to collect storm water runoff for the 10-year storm. (Overland flow across lot/parcel lines is allowed only in areas where no receiving storm sewer is present.)
- Storm sewer curb and grate inlets shall be used to collect surface water. Inlets used shall match those used within the shopping center. Plans shall include construction details of inlets. (Contact Landlord's Engineer for appropriate inlet types.)
- Location of electrical transformer must be shown.
- Tenant is responsible for contacting local phone, cable, and natural gas providers to coordinate service locations. Schematic location of these services must be shown on plans.

Paving Plan

- Plans shall include typical stall dimensions, including location of handicap stalls.
- Plans shall include dimensions of all driveways, aisles, and islands.
- Plans shall include spot elevations sufficient to determine slope of all pavement sections.

Site Lighting Plan

- See Chapter Eight for site lighting requirements.

Landscape Plan

- See Chapter Nine for Landscaping requirements.



OUT PARCEL BUILDING DESIGN

Exterior Graphics

Non-Tenant-identification graphics, panels, or window graphics shall be allowed on a case by case basis. Such panels shall be limited to a maximum of thirty (30%) percent of the area of the building façade on which they are located. Landlord shall review every graphic and placement carefully and acceptance will be determined at the sole discretion of the landlord.

General Notes for Outparcel Tenants

1. Due to the changing nature of the project, the Landlord may have criteria not explicitly defined in this manual which may apply to all or portions of the project. As the project moves forward, additional criteria may be added and/or existing criteria modified or clarified which may affect the Tenant's design documents. Please contact the Landlord and its Engineer for supplemental criteria, which may be available. The Landlord also reserves the right to evaluate specific items not addressed by these criteria if those items affect the function or overall appearance of the project.
2. Substitutions and exceptions to these criteria may be granted in extreme cases.
3. Local Government rules and regulations shall govern if in conflict with these criteria.

4. Review of the plans by the Landlord's engineer is for checking conformance to the shopping center design criteria provided herein only. Review and approval of the Tenant's design plans is not meant to provide quality assurance/quality control measures.

Storefront Signage

Signage shall be as indicated in Section Seven of the Design Criteria.



SECTION SEVEN SIGN CRITERIA

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

SIGN CRITERIA

Building Parameters:

Small Shop Tenant - Leasable
area 0 -6,999 SF

Sub-Major Tenant
Leasable area 7,000 – 39,999 SF



Sign Submittal Requirements

All Signage is to be submitted as a complete package for review and approval. Incomplete submittals lacking blade sign shall not be approved. Provide a storefront on site specific elevations of each sign proposed as well as detailed shop drawings showing both elevation and section. Shop drawings shall indicate (but not limited to) sign makeup, dimensions, materials, and colors.

•FAÇADE OR MARQUEE SIGNAGE:

Façade sign – All letters shall be reverse channel halo-lit letters with a minimum of 1 ½” gap between back of letter and façade on which it is mounted. Letters shall not extend more than 8” beyond the face of the surface to which the sign is mounted. Traditional backer panels will not be permitted on building façade. A colored or frosted plexiglass face is required on any sign that chooses to be reverse halo-lit combined with face lit letters. Vinyl applied to colored plex in order to establish national branded identity may be considered on a case by case scenario and at the sole discretion of the landlord.

Marquee Sign – Maximum letter height shall not exceed 16”. Sign shall be individually illuminated letters, pin mounted to existing projected metal marquees. All exposed conduit shall be concealed from public view and painted to match marquee structure. Exposed raceways behind letters are not permitted.

Top Canopy Sign - shall be mounted to the top of the metal marquee structure. Signage shall be face lit channel letters and individually lit. All exposed conduit shall be concealed from public view and painted to match metal marquee structure. An exposed raceway (if used for mounting and illumination purposes only) shall be at the bottom of the letters, shall not be taller than 3” and must be painted to match metal marquee structure and concealed from public view.

•OVER-DOOR TRANSOM SIGN:

Signage shall be located directly over the entry doors with a maximum letter height of 8”. One (1) Over-door transom sign will be permitted per storefront.

• STOREFRONT SAFETY GLAZING DECALS:

Tenants are encouraged to apply signs to the interior portion of the storefront. Signage must not obscure view through glass and shall be limited to Trade Name and/or Logo with the exception of one (1) additional social media window graphic will be permitted. Location and quantity is subject to landlords review. Maximum letter height is 6”.

•BLADE SIGN: (REQUIRED)

One (1) blade sign shall be required per storefront for all tenants within the main shopping center. The Landlord encourages the Tenant to propose blade sign designs, which enrich the pedestrian

environment with a creative use of color and material combined with a strong store name and identification.

Blade signs may be illuminated or non-illuminated. Illuminated signs may an external or internal light source, external light source will be reviewed on a case by case scenario in accordance to the overall architectural style and feel of shopping center.

Blade signs shall be securely fastened to structure (either building façade or marquee/awning). Clearance from the underside of the blade sign to the finished common area paving shall be a minimum of 8'-0". Maximum allowable size for each side is seven (7) SF. Decorative brackets and sign design, reference example 1, are to reflect the qualities of the tenant and the shopping center in a greater entirety.



• ADDITIONAL SIGNAGE/GRAPHICS IN DESIGN CONTROL ZONE:

Any additional signage and graphics not specifically described above shall be reviewed on a case by case scenario at the discretion of the landlord.

• PROJECTING BUILDING SIGN:

Landlord encourages the use of projecting building signage located within the core of the main shopping

center. Locations outside the main core will still be considered on a individual basis. The projecting building sign would be in lieu of any façade/marquee signage and location would be at the sole discretion of the landlord. 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 9' above the sidewalk. Signs must allow for nighttime illumination. Electrical supply conduit/wiring and transformers must be concealed with the Tenants' Premises.

Maximum letter height on projecting sign may be increased and the overall amount of signage can be increased up to 20%, but size and location of the individual sign will be determined during the design and submission process and will be subject to the Landlords sole discretion and final review.



• MONUMENT SIGN:

A single out parcel monument sign is allowed for each out parcel. The sign shall be constructed as indicated at the end of this section. The letters must meet the specifications found on these sign shop drawings (as shown on pages 8-7 to 8-13) . All monument signs shall have required landscaping at base, subject to Landlord approval.

Sign Types and Parameters

The following types and amounts of signs will be permitted:

1. Small Shop Tenants

- The maximum height for letters within the sign band shall be 30’ and shall not exceed 80% of the fascia on which it is installed. The sign area shall not exceed 10% of the area of the storefront.
- Maximum one façade / marquee sign per storefront with a maximum of (2) two façade / marquee signs.
- Maximum of one projecting sign in lieu of façade/marquee sign.
- Maximum of one blade sign per storefront with a maximum of two for endcap tenants
- Maximum of one over door transom sign is permitted per storefront
- Double stacked lettering shall be allowed on an individual basis only and are subject to Landlord approval. Double stacked letters shall be a maximum 24” high individual letters and shall comfortably fit within the Landlord bulkhead as determined by the Landlord’s Representative.
- Tag lines shall be allowed on an individual basis only and are subject to Landlord approval. Any allowable tag lines shall be individual illuminated letters (no box signs) and shall not exceed 10” in height. The width of the tag, if approved, line shall not exceed the width established for the primary signage.
- Direct illuminated signs will be considered for approval, but will be reviewed on an individual basis.
- No logos will be allowed on Tenant storefronts without prior written approval.

Top Canopy Signage



2. Sub-Major Tenant Signs

- Tenant sign area shall be on the building faces above the entrances and as part of the building design.
- The maximum height for letters in the body of the sign shall not exceed 48” in height.
- The sign areas shall not exceed ten percent (10%) of the area of the storefront.
- Maximum one sign per building facade with a maximum of (3) three.
- Maximum of one additional over door transom sign is allowed per storefront.
- Double stacked lettering shall be allowed on an individual basis only and are subject to Landlord approval. Double stacked letters shall be a maximum 24” high individual letters and shall comfortably fit within the Landlord bulkhead as determined by the Landlord’s Representative.
- Tag lines shall be allowed on an individual basis only and are subject to Landlord approval. Any allowable tag lines shall be individual illuminated letters (no box signs) and shall not exceed 10” in height. The width of the tag, if approved, line shall not exceed the width established for the primary signage.

3. In-Line Restaurants

- The maximum height for letters within the sign band shall be 30” and shall not exceed 80% of the fascia on which it is installed. The sign area shall not exceed 10% of the area of the storefront.
- Maximum one façade / marquee sign per storefront with a maximum of (2) two façade / marquee signs.
- Maximum of one projecting sign in lieu of façade/marquee sign.
- Maximum of one blade sign per storefront with a maximum of two for endcap tenants
- Maximum of one over door transom sign is permitted per storefront
- Double stacked lettering shall be allowed on an individual basis only and are subject to Landlord approval. Double stacked letters shall be a maximum 24” high individual letters and shall comfortably fit within the Landlord bulkhead as determined by the Landlord’s Representative.
- Tag lines shall be allowed on an individual basis only and are subject to Landlord approval. Any allowable tag lines shall be individual illuminated letters (no box signs) and shall not exceed 10” in height. The width of the tag line, if approved, shall not exceed the width established for the primary signage.

4a. Out Parcel Tenant (Single User Building)

- The maximum height for letters in the body of the sign shall not exceed 36” in height or as allowed by Landlords Architect.
- The sign areas shall not exceed ten percent (10%) of the area of the storefront.
- A maximum of three (3) wall signs and one-monument signs are allowed. Refer to “Monument Signage - Out Parcel” for monument sign information
- Signage shall be illuminated individual letters mounted on the buildings opaque background or as approved by Landlord’s Architect. The use of a colored or frosted Plexiglas face is required. Colored backer panels are not allowed.



4b. Outparcel Tenant (Multi-Tenant Building)

- Refer to Small Shop Tenant sign parameters for each tenant.

General Sign Parameters

All signs must be made up of individual illuminated letters; conventional box signs will not be approved. Box signs with raised letters will be considered on an individual basis.

- Lettering on all store signs shall be limited to business or trade name of the premises as it appears on the lease. No sign manufacturer's name, union labels, or other lettering shall be visible. Logo signs will be reviewed on an individual basis, but in general logos will not be allowed.
- No exterior sign or sign panel will be permitted to extend above any roof or parapet line except for a marquee sign if approved by Landlord.
- Any sign, notice or other graphic or video display, particularly self-illuminated signs, located within the store and which is easily visible from the shopping center.
- Manufacturers' labels, underwriters' labels, clips, brackets, or any other form of extraneous advertising attachment or lighting devices shall be fully concealed from public view. Labels installed on sign returns are not permitted.
- No exposed raceways, crossovers or conduits will be permitted.
- All signage returns shall either match face color of sign or blend with adjacent building color.
- All cabinets, conductors, transformers and other equipment shall be concealed from public areas, visible fasteners will not be permitted.
- All metal letters shall be fabricated using full-welded construction, with all welds ground smooth so as not to be visible.
- Acrylicap or trimcap retainers used at the perimeter of sign letter faces shall match in color and finish the face or the sides of the sign.
- Threaded rods or anchor bolts shall be used to mount sign letters, which are spaced out from the building face. Angle clips attached to letter sides will not be permitted. All mounting attachments shall be sleeved and painted.
- Except as provided herein, no advertising placards, banners, pennants, names, insignia, trademarks, or other descriptive materials shall be affixed or maintained upon the glass panes and supports of the storefront windows and doors, within 4' of the storefront, without prior written approval of the Landlord.
- Any Plexiglas sign faces shall not be clear.
- Sign illumination shall be internal and self-contained unless already discussed.
- All electric signs and installation methods must meet UL standards and contain a UL label.
- At no time will hand-lettered, non-professional signs, or newspaper advertisements be displayed on the storefronts or within the Design Control Zone.
- Decals or other signing indicating products lines or credit card acceptability shall not be permitted on the storefront glazing other than storefront safety glazing decals and stores operating hours.
- All illuminated signs must be turned on during the Center's normal operating hours. The use of time clocks for sign and show window lighting is required, and should be adjusted and coordinated with the shopping center.
- Lighting of signs shall be at hours as required by Landlord.
- All Out Parcel, Major, and Sub-Major Tenants will be allowed one 4'x8' temporary construction sign prior to any opening of any shopping center tenants. Coordinate location with Landlord's representative.

- Minimum height of all signage shall not be less than 80% of the maximum allowable letter height without prior written approval.
- All signage is subject to the approval of the Landlord’s Architect and the local authorities.
- Tenants are required to provide a concealed access panel from within the Tenant’s leasable area, if applicable, to service and install exterior building signage



Signs not Permitted

The following types of signs shall not be permitted:

- Signs such as die cut vinyl, gold or silver leaf, or paint.
- Boxed pillow or cabinet type.
- Formed plastic or injection molded plastic signs.
- Banners or pennants.
- Signature signage (window sign or sign plate indicating name of shop or good sold) in addition to primary signage.
- Cloth, paper, cardboard and similar stickers or decals around or on surfaces on the storefront, or within the Design Control Zone, without prior written approval.
- Exposed neon/LED signs or any other exposed light source. i.e. “Open” sign or similar inside store
- Animated, moving, rotating or flashing.
- Noise making.
- Additional signage of any kind within 4’ of storefront windows.
- Awning signage.

Additional Signage

Service doors to Tenant spaces throughout the project shall be standard 4”, identification only (name and address number or additional as required by local jurisdiction) and shall be installed by the Landlord. The Tenant shall not apply any signage or other wording to service doors.

- All signage must be shown to scale on the approved storefront elevation.
- All additional signage shall be submitted to the Coordinating Architect for approval.
- Any minor deviations to these criteria will be reviewed on an individual basis and subject to Landlord approval

SECTION EIGHT

SITE LIGHTING CRITERIA

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

Site Lighting Criteria

This section shall apply to all lighting installed for illumination of parking lots. This section does not apply to any fixtures mounted in or on buildings or common gathering structures.

All site lighting installed within the development property shall be designed according to the following standards.

- Each pole shall be installed upon a round concrete base with 2'-6" height above grade and 24" diameter.
- No more than two fixtures may be mounted (at any height) on one pole.
- Match the lighting specs for the overall development



Light and Glare Performance Requirements

All lighting within the Summit Orchards development shall meet the following standards:

- A) Light may not measure more than one-half (.5) foot candle of illumination at the property line, where non-Summit Orchards residential adjacency exists.
- B) Light standards taller than 20 feet shall be shielded or have a downward orientation to prevent the upward diffusion of light. Light standards less than 20 feet in height do not have to be shielded or have a downward orientation.
- C) Areas designated for pedestrian use shall provide a minimum of one-half foot candle of illumination.

SECTION NINE

LANDSCAPING STANDARDS

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

Landscaping Standards

This pedestrian-oriented shopping mall will be a unique shopping environment. We encourage the use of high quality planting with colorful flowerbeds. Blooming of these flowers throughout the growing season will enhance both the uniqueness of the Shopping Center and the quality of the Shopper’s visit.

The Landlord’s Engineer shall approve all plant materials used. A list of approved plant materials shall be provided upon request.



SECTION TEN

ENGINEERING OVERVIEW

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

ENGINEERING OVERVIEW

HVAC

Tenants shall provide heating, ventilation and air conditioning by means of packaged rooftop units. All equipment and materials shall be furnished and installed by the Tenant in locations within established "mechanical zones" or as approved by the building shell structural engineer.

- **General Requirements**

Tenant must provide drawings indicating locations of all roof top units (RTU's) within the structural zone indicated on shell building roof plans.

All roof penetrations must be performed by Landlord's roofing contractor.

Contractor shall provide Mall Operation Manager with a copy of a certified HVAC Air Balance Report prior to close out of construction.

Special attention should be given to the ventilation requirements of food related Tenants, beauty salons, photo processing stores, pet stores, etc., where odors need to be isolated or vented. The HVAC units are to be balanced whereby the introduction of outside air is a fixed amount (90%) of the exhaust air. No economizers on food or odor producing Tenant units.

Exhaust systems for food and odor producing Tenants must have a minimum capacity of 200 CFM more than the outside air CFM being supplied to the space. More exhaust is to be provided if required to control odors.

The design must meet all applicable codes, rules and safety procedures. The systems design must incorporate a distribution system to all areas of Tenant's store.



- **Additional Food Related Tenant Requirements**

Roof top equipment locations, curb details and structural support details

Make-up air unit details and specifications.

Specifications of exhaust equipment.

Cooking hood details and equipment.

Automatic fire extinguishing equipment.

Control/fire alarm wiring interface diagram.

Roof top exhaust fans and hoods must have an approved "grease guard" filter system.

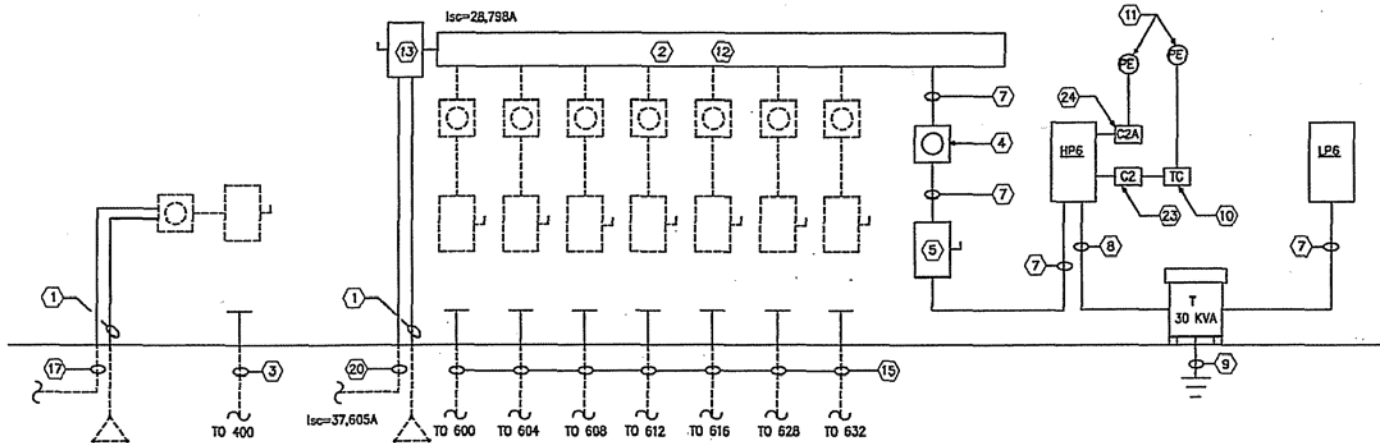
Details of grease exhaust ducts including method of construction, access and roof penetrations.

Electrical

Electrical service is either 277/480V, 3 phase or 120/208V, 3 phase. Refer to the building shell construction documents for Tenant specific information. Electrical service shall be provided to a gutter at a location specified by the Landlord. An Electrical conduit with pull string shall be located to the Lease premises. Tenants shall install service disconnect, meter and feeders which connect the Tenant's space with the Landlord's base building electrical system wire way. The Tenant shall install transformers, distribution panels, miscellaneous devices, lighting fixtures and all required electrical wiring within the space. Permanent electrical service shall be metered and billed to the Tenant by the local utility company.

Electrical equipment and material shall be new, in accordance with the National Electrical Code (NEC) and local codes and shall bear the Underwriter's Laboratory label.

TENANT ELECTRICAL SERVICE DIAGRAM (EXAMPLE)



ELECTRICAL LEGEND NOTES (THIS SHEET ONLY)

- ① SEE GROUNDING DETAIL (THIS SHEET) FOR FURTHER INFORMATION.
- ② PROVIDE SCREW TYPE LUGS TO CONNECT WIRING FOR EACH PHASE. UPON INSTALLATION COMPLETION OF TAPS PROVIDE INSULATION AROUND TAPS AND ANY BARE CONDUCTORS.
- ③ PROVIDE 2 - 4" C. WITH PULLWIRE TO TENANT SPACE STUB CONDUIT UP TO 1' A.F.F., CAP AND LABEL.
- ④ POWER COMPANY METER (TYPICAL). COORDINATE WITH LOCAL POWER COMPANY FOR INSTALLATION REQUIREMENTS.
- ⑤ PROVIDE 200A/3/150AF/3R DISCONNECT SWITCH. PROVIDE TYPE "LPJ" FUSES.
- ⑥ PROVIDE 60A/3/60AF/3R
- ⑦ PROVIDE 4 #1/0&1#6G-1 1/2" C.
- ⑧ PROVIDE 3#6,1#10G-1" C
- ⑨ PROVIDE 1 #6G. & 1-1/2" C. TO BUILDING STEEL
- ⑩ PROVIDE 7 DAY/24 HOUR TIMECLOCK IN NEMA 3R ENCLOSURE.
- ⑪ PROVIDE PHOTOCELL ON ROOF, AIMED NORTH.
- ⑫ PROVIDE NEMA 3R WIREWAY, SIZED AS REQUIRED BY THE NEC.
- ⑬ PROVIDE 1200A/3/1200AF/3R DISCONNECT SWITCH. SERVICE ENTRANCE RATED.
- ⑭ PROVIDE 3 - 4" C. WITH PULLWIRE TO POWER COMPANY TRANSFORMER.
- ⑮ PROVIDE 2 - 2" C. WITH PULLWIRE TO TENANT SPACE STUB CONDUIT UP TO 1' A.F.F., CAP AND LABEL.
- ⑯ PROVIDE 2 - 4" C. WITH PULLWIRE TO POWER COMPANY TRANSFORMER.
- ⑰ PROVIDE 2 SETS 4#350KCMIL,1#1/0G-4" C, PROVIDE ONE 4" SPARE CONDUIT.
- ⑱ PROVIDE 277V (480V COIL) 20A/36 POLE, EOEH CONTACTOR IN NEMA 3R ENCLOSURE. ON BY PHOTOCELL, OFF BY TIMECLOCK.
- ⑲ PROVIDE 277V (480V COIL) 20A/9 POLE, EOEH CONTACTOR IN NEMA 3R ENCLOSURE. ON/OFF BY PHOTOCELL.
- ⑳ PROVIDE 4 SETS 4#500KCMIL, 1#3/0G-4" C, PROVIDE ONE 4" SPARE CONDUIT.
- ㉑ PROVIDE 2 SETS 4#350KCMIL,1#2/0G-4" C, PROVIDE ONE SPARE 4" CONDUIT.

PLUMBING

Tenant shall provide a complete plumbing system from Landlord’s distribution point (supply stub-out) within the Leased Premises, including but not limited to, all necessary labor, connections to supply stubs, piping, clean-outs, fixtures, etc. necessary for the satisfactory operation of a plumbing system.

- Connection to Landlord’s point of service and extend service according to Tenant’s requirements and all applicable local codes.
- Provide handicapped toilet facilities in accordance with the Texas Accessibility Standards (TAS).
- Provide relief valve from water heater to the nearest floor drain.
- Domestic water piping to be insulated with a minimum of 1” thick fiberglass insulation.
- At least one (1) 3” minimum floor drain and cleanout in each toilet room, kitchen and/or wet area.
- All roof penetrations shall be constructed by the Landlord’s Roofing Contractor at the Tenant’s expense.

Domestic Water

- Landlord shall provide a domestic water line stubbed to a point within the Leased Premises.
- Domestic water main, piping and all associated equipment shall be installed according to codes.

Sanitary Sewer

- Tenants will be given a access to the sanitary sewer main located in slab leave-out areas.
- Tenant shall install accessible cleanouts as required by applicable code and Landlord’s requirements and they shall terminate flush with the finished floor.

Natural Gas Service

- Natural gas is available from the local utility company at designated locations and may be used for cooking purposes. Tenant shall arrange to obtain service from local utility company. Piping, meter and all associated work for extension of service to the Leased Premises shall be provided by Tenant, at Tenant’s expense and shall be subject to Landlord’s approval and code requirements.
- All natural gas distribution systems shall conform to proper engineering practices and the requirements of local governing authorities, the local gas company, Landlord and its insurance underwriter.
- Exposed gas line to be painted. All gas lines on support blocks above roof per Landlord approved detail. Details to be included in package. Tenant shall make all arrangements with the local utility metering company.



Ventilation

- Extend sanitary vents through roof in Landlord approved locations. Tenant must connect exhaust systems to Landlord's exhaust main, if provided.
- No penetrations allowed through decorative architectural features.
- Plumbing vents shall be located a minimum of twenty feet (20') away from HVAC rooftop unit.
- Landlord's roofing contractor must be used at Tenant's expense for all roof penetrations.

Additional Food Related Tenant Responsibility

- Individual grease traps are required for all food usage and grease generating Tenants. Grease traps must be located within the respective Tenant space and sized in accordance with local codes or a shared grease interceptor may be provided by Landlord (provide calculations on final plumbing plans).
- Grease waste stub-in and exit pipe to Landlord-approved location(s). Coordinate with Landlord for location of said piping.

SPRINKLER SYSTEM

- The Tenant shall provide a connector to Landlord's single blind flange in the top or side of Landlord's sprinkler bulk main, at Tenant's expense. The Tenant shall connect to this flange and extend branch piping throughout the entire premises, and install all sprinkler heads as required by Tenant's store layout. Only one connection to Landlord's sprinkler bulk main is permitted.
- If Tenant's occupancy is to be such as to require increases in Landlord's automatic sprinkler main lines or underground water service, Tenant shall be responsible for all costs of providing the upgrading of the system to meet local requirements.
- Any damage to Landlord's sprinkler system caused by Tenant's work will be repaired by Landlord at Tenant's expense.

- Codes and governing authorities require fire sprinkler protection for the premises. Landlord shall provide a main and blind tap flange. Tenant shall, at Tenant's expense, contract with Landlord's approved sprinkler contractor to extend or modify the automatic sprinkler system to include cross mains, branch lines, control valves, arm-overs, drops, water flow indicators, drains, test valves, orifices or other fire protection equipment (e.g., fire alarm system components, fire extinguisher, etc.) as may be required for the premises, all of which shall comply with the requirements of Landlord's fire casualty insurer, all applicable codes, standards and ordinances, all referenced National Fire Protection Association standards (e.g., NFPA 13), the applicable Insurance Service Bureau, and Landlord's drawings, whichever is more stringent. Tenant's system shall also be hydrostatically tested in accordance with NFPA 13 in the presence of local Fire Department official and Landlord's on-site representative.
- No drains or inspector tests will be allowed in front of store that channel water to Landlord sidewalks.
- It is intended that security key boxes (Knox box) approved by the Fire Department will be provided at the zone fire protection control station with adequate tenant space keys and/or master keys for fire personnel entry.
- Landlord's fire insurance underwriter shall from time to time during the term of the Lease have the right to inspect the fire protection systems. Said system shall at all times comply with the requirements of said underwriter and shall meet the conditions of its approval. Any alterations, improvements, repairs, or maintenance required by such underwriter shall be Tenant's sole responsibility and shall be performed promptly at Tenant's expense upon notice of such conditions.

Drains and Valves

- Valve drains shall be provided with hose thread at all low points in sprinkler piping. Identify low point with a ceiling marker and provide access to all valve drains.

Fire Extinguisher

- Fire extinguisher for hand use shall be provided, located and installed by Tenant in accordance with the local Fire Department.

Special Fire Protection Systems

- **Cooking Hood Exhaust Fire Protection:**
Fire protection above cooking equipment shall consist of an automatic fire extinguishing system with connection to Landlord’s central fire alarm system. Each Tenant space is required to have manual pull stations within 5’ of all exit doors. Each Tenant is required to request optional vandal resistant covers for manual pull stations.
- **Special Storage Conditions:**
Tenant’s storage conditions may affect the design and installation of Tenant’s sprinkler system. For areas where height of storage exceeds 12 feet, hydraulically calculated sprinklers shall be provided in accordance with NFPA No. 231 or 231c. Details for storage arrangements, types of racks, aisle widths, etc. shall be submitted to Landlord and local Fire Marshall for review.

For double-decked storage areas (whether solid, slatted or open grated), automatic sprinklers shall be provided for each level. Fire protection above rolling shelving units must also be provided in accordance with all code and local Fire Department requirements.

Sprinkler General Requirements

- Final connection to Landlord’s sprinkler main shall not be made until the entire system within the demised premises is pressure tested by designated fire sprinkler contractor, Landlord’s designated on-site representative and accepted by the municipal Fire Department and Landlord, affording fire protection for the premises before occupancy is established. The Tenant shall not be allowed to bring any stock, furniture, fixtures, equipment, or other combustible material to the premises until the entire sprinkler system and fire alarm system has been inspected, approved by local code authorities and put into operation.

- A Fire Protection System Material and Test Certificate must be submitted to Landlord and Landlord’s insurance underwriter.

FIRE ALARM

Devices

The Landlord Shall Provide the Following:

- A central fire alarm system with the capabilities of monitoring Tenant’s smoke detection and other fire alarm devices.
- A fire alarm system connection junction box in or near Tenant’s premises.

Tenant Fire Alarm Systems

Tenant shall install all required system devices (smoke detectors, control modules, monitor modules) as required for proper operation and connection to Landlord’s central system. All devices and components that are directly connected to Landlord’s central fire alarm system shall be addressable components of the exact specification; model and manufacturer required by Landlord and are required to be installed by Landlord’s designated fire alarm installation contractor, at Tenant’s expense. Tenant’s fire alarm system shall comply with all code requirements.

The Tenant shall also be required to contract with Landlord’s designated fire alarm contractor for installation and connection of:

- Control module(s) that shall provide an alarm input from Landlord’s central fire alarm system to Tenant’s system, such that said signal shall initiate the speaker and strobe operation within Tenant’s space
- The monitor module(s) and control module(s) shall be directly connected to Landlord’s central fire alarm system and are required to be installed by Landlord’s designated contractor at Tenant’s expense.

SECTION ELEVEN

STORE CONSTRUCTION PROCEDURES

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.

STORE CONSTRUCTION PROCEDURES

To expedite the construction of the Tenant’s premises, the Landlord has established the following guidelines.

The construction of the Tenant’s premises is to be performed in accordance with the Tenant’s approved plans and specifications by a bonded Contractor selected by the Tenant. Tenants needing assistance in locating experienced local general Contractors should contact the Landlord’s Representative for assistance. All general Contractors as well as heating and air conditioning, plumbing, gas piping, electrical and sign Contractors must be approved by the city of Denton.

The Tenant or Tenant’s architect must also forward a copy of this Handbook to the General Contractor.

The General Contractor selected by the Tenant must provide for a full time superintendent on site at all times during construction and must observe the Tenant Contractor Rules and Regulations.

The Tenant’s General Contractor shall coordinate all construction staging with Landlord’s Coordinator prior to construction.

Contractors and Subcontractors shall not discriminate against any person or group of persons on account of race, sex, marital status, age, handicaps, color, creed, religion, national origin or ancestry. All Contractors shall have good labor relations, be capable of performing quality workmanship and work in harmony with Landlord’s Contractors and other Contractors on the job, and any other labor entity at or servicing the center. Tenant’s Contractor shall cooperate with the Landlord’s Construction Superintendent and any other Contractor by coordinating its work in order not to delay other work in progress, interfere with the operations of existing stores, or impede or endanger the safety of Contractors and the public.



Permits and Certificate of Occupancy

The Tenant, or his Contractor must submit the required number of sets of Landlord approved final working drawings and specifications and apply for all necessary permits, including a building permit from the City of Denton Building Department, and pay all associated fees. All permits and one set of approved drawings must be kept at the construction site during construction.

In addition, if applicable, the Tenant may have to obtain certain permits or approvals from the Health Department or other governing authorities and pay for any applicable fees.

It is the Tenant’s Contractor’s responsibility to schedule periodic inspections by the appropriate Building Department and other inspectors as necessary and to comply with their requirements and all codes and regulations. Inspections should be scheduled so that there is adequate time to make any changes required by the inspectors prior to the store opening.

Tenant shall obtain a Certificate of Occupancy from the Building Department and submit a copy of this certificate to the Landlord’s Representative before opening the premises to the public. The original must be posted within the Tenant space.

STORE CONSTRUCTION PROCEDURES

Prerequisites to Tenant Construction

Before Tenant's Contractor will be permitted to start construction, the Contractor must comply with the following prerequisites:

Pre-Construction Meeting

A pre-construction meeting must be held with the Landlord's Construction Coordinator to determine suitable access routes to the site and the premises, designated parking for Contractors, designated loading, unloading and storage areas if available and approved by Landlord.

Bi-weekly Construction Meetings

Tenant's General Contractor shall schedule bi-weekly meetings with Landlord's Coordinator to update Construction Schedules and conformance with documents.

Bond and Insurance

Any Contractor engaged by Tenant having a Contract shall furnish a performance bond naming both the Tenant, the Landlord's Lender and the Landlord, as additional insured, as their interest may appear. Evidence of the bond must be filed with the Landlord's Construction Coordinator before construction may begin. Insurance requirements should follow the details under Insurance Exhibit within the Tenants lease.

Progress Schedule

The Tenant's Contractor shall promptly submit to the Landlord's Construction Coordinator a progress schedule or bar chart showing the work schedule and anticipated completion of the store.

Changes in Design or Materials

Tenant's Contractor shall not deviate from approved drawings and specifications without obtaining prior written permission from the Tenant, Landlord's Construction Coordinator, and the Building Department and/or other governmental agencies.

Demolition

The Tenant's Contractor shall perform all demolition of existing construction necessary to build the new store per the approved plans and specifications. Previous tenant construction can be retained provided it is reused and returned to "as-new" condition (e.g. air handling units, toilet rooms, etc.) All abandoned equipment, conduit, ceilings, lights, ducts, etc. which is not being reused, must be removed and properly disposed of. All active utility lines must be properly capped if not being reused.

Construction Utilities

During construction, Tenant's electrical contractor shall be required to provide ground fault protection for all power equipment used in the premises.

Access to Roof

Access to shopping center roof is restricted to Landlord's personnel and Landlord's designated Contractors. No Contractor or Subcontractor will be permitted on the roof unless specific permission has been obtained from the Construction Coordinator. The penetration of the roof deck and the installation of all flashing and curbing for Tenant related equipment must be by Landlord's Roofing Contractor at the Tenant's expense. Installation of equipment on the roof will be by the Tenant's Contractor.

Rubbish Removal

Tenant or Tenant's Contractor shall be responsible for the daily removal of construction debris from the premises and the site. Should the Tenant fail to comply with the above the Landlord will proceed, upon 24 hour notice, with the necessary cleanup, demolition and removal, and charge the Tenant accordingly. Curb and wall damage will be deducted from Tenant Construction allowance.

Courtyards, public corridors, service corridors, adjacent Tenant spaces must be kept clear of all trash, refuse, fixturing and merchandise at all times.

STORE CONSTRUCTION PROCEDURES



Damage

Tenant and his Contractor shall be responsible for the cost of any damage to structure, utilities or vehicles caused by any persons or equipment under Tenant Contracts.

Permits Inspection and Acceptance

Tenant's Contractor must provide evidence of all necessary permits prior to start of construction. It is the Tenant's Contractors responsibility to schedule inspections by the appropriate building department and other inspectors as necessary, and to comply with their requirements, and all codes and regulations.

A copy of all inspection reports must be submitted to the Construction Coordinator. From time to time, and upon completion, Landlord's Construction Coordinator will inspect Tenant's construction for compliance with approved drawings and specifications.

Deviations or unsatisfactory workmanship must be immediately corrected, regardless of their acceptance by public authority or the Tenant. A punch list will be done by Construction Coordinator for prompt completion by Tenant's General Contractor.

Landlord's Prior Rights

The Landlord retains prior rights to the space above 12'-0" of the Tenant's premises, to accommodate the shopping center's structural, mechanical or electrical requirements, such as piping, ducts, conduit, etc.

Furthermore, Landlord, Landlord's agent(s), or an authorized utility company (subject to Landlord's written permission) shall have the right to run utility lines, pipes, conduits, or duct work where necessary or desirable, through air space above the Tenant's ceiling, column space or other parts of the leased premises, and to maintain, repair, alter, replace or remove the same, all in a manner which does not interfere unnecessarily with the Tenant's use thereof.



Violations

In the event the Tenant is notified of any violations of codes, ordinances, or regulations, or of its obligations hereunder, either by the jurisdictional authorities or by Landlord, Tenant shall correct such violations within seven calendar days, or Landlord will correct at Tenant's expense such violations at Landlord's actual cost plus fifteen percent cost of administration.

Repair of Adjacent Finishes

It is the Tenant's responsibility to repair all existing Landlord or adjacent Tenant construction finishes which may have become damaged as a result of Tenant's construction to new condition.

Temporary Tenant Enclosure

During construction, the Landlord will require the Tenant's premises be separated from the mall courtyard by a temporary tenant enclosure.

The enclosure shall be 12'-0" high and constructed of fire treated wood studs with 1/2" fire treated plywood, with one coat of flat latex paint to match Mall standard and shall be located no more than three feet in front of the lease line. The entire enclosure must be installed on carpet strips so as not to damage the Mall flooring. An access door will be permitted in the temporary tenant enclosure only if there is no rear service door. Modifications to the temporary tenant enclosure during construction will be the Tenant's Contractors responsibility and shall be done immediately. Refer below for shopping center standard barricade details.

Clean-Up

Tenant shall provide daily cleanup of its premises and the surrounding area during construction, and the removal of all construction debris from the Tenant space to the trash containers. Upon completion of Tenant's construction, Tenant shall promptly dismantle, remove and dispose of the temporary tenant enclosure and any excess materials from the premises.

Should the Tenant fail to comply with the above, Landlord will proceed, upon 24 hours notice, with the necessary cleanup, demolition and removal, and charge the Tenant.



Security

Access to the site will be restricted to only those employees working on the project.

Contractors wishing access to the site after normal working hours must obtain approval from the Construction Coordinator.

Waivers of Lien

In making progress and final payments to Contractors, Tenant should obtain valid Waivers of Lien, indicating payment in full for labor, materials, and subcontractors. Landlord may request to see evidence of such Waivers before permitting Tenant to open the premises for business.

Certificate of Occupancy

Tenant shall obtain a Certificate of Occupancy from the City of Denton and submit a copy of this certificate to the Landlord's Construction Coordinator before opening the premises to the public. Further, turn over "as-built" drawings at the completion of the punch list and for final inspection by the Construction Coordinator.

Tenant shall provide monthly updates to Landlord for lost construction days due to weather

SECTION TWELVE RULES AND REGULATIONS

NOTE: ALL WORK TO BE PERFORMED IN ACCORDANCE
WITH LANDLORD'S WORK LETTER EXHIBIT.
COORDINATE WITH TENANT COORDINATOR.