

ORDINANCE NO. 1037

AN ORDINANCE OF THE CITY OF STAFFORD, TEXAS, AMENDING CHAPTER 102 OF THE CITY'S CODE OF ORDINANCES, THE SAME BEING THE COMPREHENSIVE ZONING ORDINANCE TO AMEND; PROVIDING FOR THE CREATION OF "MU-2 - STREETLEVEL" DESCRIBED AS A TRACT OR PARCEL OF LAND CONTAINING APPROXIMATELY 191.756 ACRES BOUNDED ON THE SOUTH BY THE TEXAS INSTRUMENTS DITCH, ON THE WEST BY KIRKWOOD ROAD AND US 59, BOUNDED ON THE NORTH BY WEST AIRPORT BOULEVARD, AND ON THE EAST BY FM 1092, PROVIDING THAT THE ZONING MAP SHALL BE CHANGED TO REFLECT THE ZONING DISTRICT CHANGE; PROVIDING A PENALTY IN AN AMOUNT NOT TO EXCEED TWO THOUSAND DOLLARS FOR VIOLATION OF ANY PROVISION HEREOF; REPEALING ALL ORDINANCES OR PARTS OF ORDINANCES INCONSISTENT HERewith; AND PROVIDING FOR SEVERABILITY.

* * * * *

WHEREAS, the City's Planning and Zoning Commission has conducted a public hearing and discussed the amending of the MU-2 zoning classification and made a report, which the City Council has considered in making its decision;

WHEREAS, the City Council has, in the time and manner and after the notice required by law and the City's Zoning Ordinance, conducted a public hearing on the request for the amending of the MU-2 zoning classification and rezoning of the Property; and

WHEREAS, the City Council deems it appropriate to amend the MU-2 Zoning District; now, therefore,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF STAFFORD, TEXAS:

Section 1. The facts and matters set forth in the preamble of this Ordinance are hereby found to be true and correct and are incorporated into this ordinance.

Section 2. That the application to create "MU-2 – STREET LEVEL", attached hereto as **Exhibit A** and incorporated herein for all purposes is granted.

Section 3. That City of Stafford Zoning District MU-2 is hereby amended to create "MU-2 – STREET LEVEL". The approximately 191.756-acre tract bounded on the South by the Texas Instruments ditch, bounded on the West by Kirkwood and U. S. 59, bounded on the North by West Airport Boulevard, and bounded on the East by FM 1092, also known as the Texas Instruments property, in Stafford, Texas, and more fully set forth in **Exhibit A** attached hereto and incorporated herein for all purposes is zoned "MU-2 – STREET LEVEL".

Section 4. The regulations, development plan and schedule set forth in **Exhibit A** as well as all definitions and drawings included therein are incorporated herein for all purposes. All City Ordinances not addressed by this ordinance or in **Exhibit A** remain in full force and effect.

Section 5. The regulations, development plan and schedule as well as all definitions and drawings agreed to by the City and the Developer during the February 25, 2015 when this ordinance was approved are incorporated herein for all purposes as though each and every word is set forth in this ordinance. The DVD recording of the meeting at which this ordinance was adopted is attached hereto as **Exhibit A-1** and incorporated herein for all purposes.

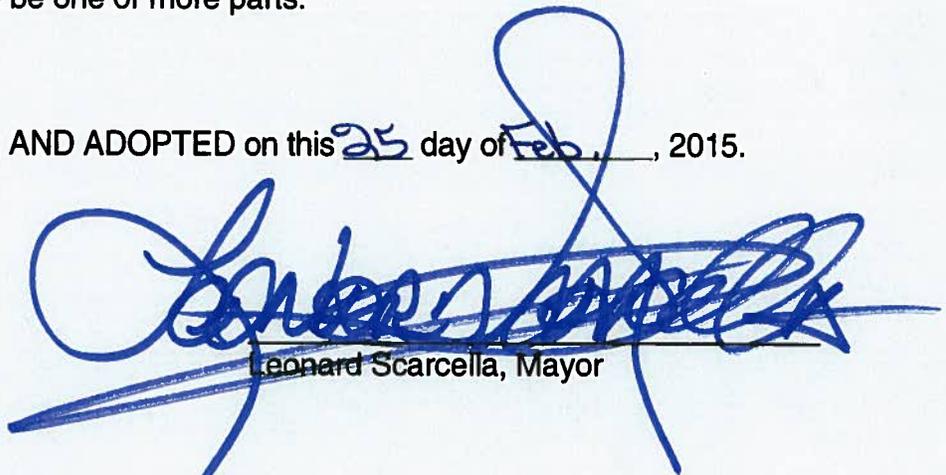
Section 6. The Official Zoning District Map of the City shall be revised and amended to show the change in zoning classification of the property and the creation of "MU-2 – STREET LEVEL" with the appropriate references thereon to the number and effective date of this Ordinance.

Section 7. Any person who shall violate any provision of this Ordinance shall be deemed guilty of a misdemeanor and, upon conviction, shall be fined in an amount not to exceed \$2,000.00. Each day of violation shall constitute a separate offense.

Section 8. All ordinances or parts of ordinances in conflict with this Ordinance or any part of this Ordinance are hereby repealed to the extent of said conflict.

Section 9. In the event any clause, phrase, provision, sentence, or part of this Ordinance or the application of the same to any person or circumstance shall for any reason be adjudged invalid or held unconstitutional by a court of competent jurisdiction, it shall not affect, impair, or invalidate this ordinance as a whole or any part or provision hereof other than the part declared to be invalid or unconstitutional; and the City Council of the City of Stafford, Texas, declares that it would have passed each and every part of the same notwithstanding the omission of any such part thus declared to be invalid or unconstitutional, whether there be one or more parts.

PASSED, APPROVED, AND ADOPTED on this 25 day of Feb, 2015.



Leonard Scarcella, Mayor

ATTEST:



Bonnie Baiamonte, City Secretary

EXHIBIT A (APPLICATION)

EXHIBIT A-1 (DVD)

MU-2 Application

March 26, 2015

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I. INTRODUCTION

This application was proposed on behalf of Stafford 59 & Airport, LP, and assigns, pursuant to the City of Stafford District Mixed Use 2 (MU-2) ordinance, Section 102-196 of Article III Zoning District Regulations.

This application for District MU-2 is for the area bounded by the Texas Instruments drainage channel, U.S. 59/I-69, Airport Boulevard, Kirkwood, and Murphy Rd. (“Property”). This area is highly visible within the community and region and contributes significantly to the visual impressions of the City formed by those who traverse it. District MU-2 is established to accommodate mixed uses through the enforcement of performance standards that will encourage quality development and redevelopment of mixed commercial, light industrial and residential uses on lands within the District. The master plan will include internal boulevards, pedestrian scale streets and public spaces in an urban setting as well as standards for landscaping, building materials, lighting and signage. More details are provided in Exhibits D, D-1, D-4, E, and F to this document.

II. EXISTING CONDITIONS

The subject 192 acre tract has been occupied and used by Texas Instruments as a technology manufacturing facility since the 1960’s. Infrastructure on the tract includes two primary manufacturing buildings, a power plant and an electrical substation. The tract is relatively flat with elevations ranging from 77 feet to 82 feet mean sea level (msl) and drains generally to the south and east into an existing drainage channel. Access is off of the U.S 59 Service road and West Airport Boulevard. There are no existing access points off of Murphy Rd. or South Kirkwood Road.

III. GOALS AND OBJECTIVES

The goals for this MU-2 District may include repurposing existing buildings but in general are to implement a uniquely designed retail, commercial, office, residential and light industrial district that will serve as a destination for residents and guests to live, work, shop, dine and recreate. The quality and character of the entire development will be assured through guidelines for architecture, landscaping, lighting and signage aesthetics consistent with the MU-2 Ordinance and this application established and enforced by the Design Review Committee.

IV. PROJECT/PLAN DESCRIPTION

The Property will be developed to provide for a variety of land uses, as shown on Exhibits D and D-1 as the Preliminary Development Plan including:

- Outlet Mall/retail/restaurant/cinema/theatre/health club/ shopping center
- Mixed Use Town Center including some combination of the following uses: retail, restaurant, hotel, office, cinema/theatre/health club and residential.
- Medium density Residential,

- Commercial and Light Industrial uses.

Careful attention will be given to access, focal points, open and green space, “place making” vehicular circulation, pedestrian walkways, architecture, building materials and colors, landscaping, lighting, signage and building orientation within the development.

V. ACCESS AND MOBILITY

The Property has frontage on four major arterials which will serve to provide excellent access and connectivity. Proposed access to the tract will come from the U.S. Highway 59 northbound frontage road which is maintained by the Texas Department of Transportation (TXDOT), West Airport Boulevard which is maintained by the City of Stafford, Kirkwood Road which is maintained by the City of Stafford and Murphy Road which is also maintained by TXDOT.

The proposed internal public and private street network and proposed typical cross sections are provided as EXHIBITS D-1 and E to this document. To improve pedestrian connectivity, certain proposed public streets may be changed to private streets resulting in narrower street cross sections with utilities and storm water under pavement. The developer shall be responsible for maintenance of public streets for one year after completion.

VI. UTILITY AND DETENTION

The tract is wholly located within the boundaries of Fort Bend Water Control & Improvement District No. 2 (FBCWCID No. 2). FBCWCID No. 2 will provide water and sanitary sewer service to the tract through existing infrastructure adjacent to the tract. Upgrades to FBCWCID No. 2 facilities are proposed to meet the ultimate water and sanitary sewer demands of the tract.

On site detention basins will be located in the central and eastern areas of the property adjacent to the south boundary drainage channel.

Drainage from the Property is provided in the existing drainage channel on the eastern and southern boundaries of the tract. This drainage channel is maintained by the Fort Bend County Drainage District and the City of Stafford.

Electrical service will be provided by CenterPoint. CenterPoint will require major trunk lines and connection through the Property to other areas outside the Property. In addition, CenterPoint will provide overhead electrical service at minimal cost in exchange for generation of revenue by future Property users. CenterPoint will not pay for the additional costs of locating electrical lines underground. Overhead electrical lines will be allowed on Tract A as identified on Exhibit D but only along the Tract A southern property line adjacent to the south drainage channel. Overhead lines (limited to 2-4 poles in 2 separate locations) shall be allowed in Tract F adjacent to West Airport to bring electrical service from the North side of West Airport.

Gas will be provided by CenterPoint and be distributed through the site by the developer.

Storm water will drain from the northern part of the Property into existing storm water facilities. From the southern part of the Property storm water will be detained in two detention parks and then released into the southern drainage channel. This drainage is approximated in Exhibit D-3.

VII. ZONING AND LAND USE

The current zoning for the Property is MU-2, under the zoning ordinance approved by the City of Stafford City Council on February 11, 2015. Permitted uses are detailed in paragraph B below.

A portion of the Property is subject to a leaseback agreement with Texas Instruments (TI). TI will use this portion of the property short term consistent with the City of Stafford’s nonconforming use ordinance.

A. DESIGN STANDARDS

1. Area and Setback Requirements and Building Regulations

- a. Schedule of building regulations. The minimum or maximum (as noted) required hereby for uses in this zoning district shall be in accordance with the schedule provided in Table 1 below:

Table 1

Use category	Density	Coverage	Lot Size	Building Setback Min. Req.	Maximum Height
Residential, Dwelling Multifamily	30 dwelling units/acre	NOTE 1	12,000 SF. MIN. MIN. WIDTH 100 FT. MIN. DEPTH 120 FT.	FRONT - 10' AT PUBLIC STREET ALL OTHERS - 20'	75'
Dwelling, Urban Wrap	70 dwelling units/acre	NOTE 1	12,000 SF. MIN. MIN. WIDTH 100 FT. MIN. DEPTH 120 FT.	FRONT - 10' AT PUBLIC STREET ALL OTHERS - 20'	75'
Dwelling, Urban Loft	80 dwelling units/acre	NOTE 1	12,000 SF. MIN. MIN. WIDTH 100 FT. MIN. DEPTH 120 FT.	FRONT - 10' AT PUBLIC STREET ALL OTHERS - 20'	75'
Office	8 floors or less	NOTE 1	10,000 SF. MIN. MIN. WIDTH 100 FT. MIN. DEPTH 100 FT.	FRONT - 25' SIDE - 5' REAR - 10'	NO LIMIT NOTE 2
Retail	0.47 FAR	NOTE 1	7,150 SF. MIN. MIN. WIDTH 60 FT. MIN. DEPTH 100 FT.	FRONT - 25' SIDE - 5' REAR - 10'	50'
Restaurant	0.33 FAR	NOTE 1	7,150 SF. MIN. MIN. WIDTH 60 FT. MIN. DEPTH 100 FT.	FRONT - 25' SIDE - 5' REAR - 10'	50'
Light Industrial Office/ Warehouse	0.50 FAR	NOTE 1	7,150 SF. MIN. MIN. WIDTH 60 FT. MIN. DEPTH 100 FT.	FRONT - 25' SIDE - 5' REAR - 10'	NO LIMIT NOTE 2
Mixed Use	N/A	NOTE 1	10,000 SF. MIN. MIN. WIDTH 100 FT. MIN. DEPTH 100 FT.	FRONT - 10' SIDE - 0' REAR - 10'	NO LIMIT NOTE 2

Note 1. As required to implement the landscape requirements and as necessary to comply with buffer yard requirements.

Note 2. Except as provided herein, the MU-2 District has no maximum building height; provided, however, that if adjacent to a structure of a lesser building height in an adjoining zoning district, the maximum height shall be seventy-five (75) feet at the setback plus one foot of increased height for each two (2) feet of additional setback.

- b. Calculating floor area ratio (FAR): Floor area ratio is calculated as: the number of square feet of building area divided by the number of square feet of land in the

parcel, proposed for development. The building area does not include the floor area within parking structures.

2. Signage

Signage (See Exhibit F Comprehensive Sign Plan)

The Property has an integrated development plan with a number of commercial components, including retail, restaurant, cinema/theatre, health club, hotel, office, and residential. Signage for this unique type of development is necessary as advertising for the users to promote and maximize customer traffic and sales and directional signage for vehicle and pedestrian traffic to facilitate ease of ingress and egress and circulation. Signage design standards are attached the Comprehensive Sign Plan. No sign shall be utilized for or contain language advertising a business, person, activity, goods, product, service, or facility located outside the boundaries of the Property. The applicant will submit several project name option to city council for feedback prior to selecting the project name.

Sign Type

Ground Sign

A sign which is supported by uprights or braces in or upon the ground, including portable signs.

- A. Monument, Entry
- B. Monument, Major
- C. Monument, Major Outlet
- D. Monument, Minor
- E. Monument, Pad
- F. Way Finding & Promotional Banners

Building Sign

- A. Marquee Sign
- B. Projecting Sign
- C. Wall Sign
- D. Digital Sign
- E. Temporary Sign
- F. Roof Sign

3. Central Focal Feature (Lawn/Green/Park)

- Located in Tract D of the Property and conceptually illustrated, but subject to change, shown in Exhibit G. Maintenance and programming costs of this Feature under the Incentives agreement will not be a responsibility of the City.
- Providing a combination of furniture, landscaping and other amenities conducive to public relaxation and organized and impromptu small group entertainment.

4. Parking

- Shall comply with the MU-2 Ordinance.
- Structured parking in the form of parking garages and decks are permissible in order to satisfy the off-street parking requirements set forth herein. Parking garages may be used to provide parking for any facility located within the development.

5. Architecture, Landscape, Screening & Pedestrian Connectivity

- One of the primary goals of the District MU-2 Ordinance is to create an environment where the overall architecture (hardscape and landscape) serves to enhance the shopping, working, living, entertainment and visiting experience. This is accomplished via the implementation of a planned collection of stores, restaurants, entertainment venues, residential, and work environments that are connected by both vehicular and pedestrian corridors. The corridors and other public and private spaces throughout the Property are planned to contain architectural and landscape elements to enhance the quality of the user experience and to guide vehicular and pedestrian traffic and connect the various components of the District.
- The landscaping between the parking lots and the drainage channel will comply with the MU-2 Ordinance. Additional trees will be installed between Murphy Road and the drainage channel.

6. Sidewalks

- The Property will be an integrated mixed use development. As such, pedestrian connectivity is important. In order to ensure safe pedestrian movement, a minimum of six (6) foot, or larger, sidewalks will be installed on both sides of each public right of way within the development. All sidewalks and transition areas between sidewalks, streets, parking lots and other improvements will comply with the Texas Accessibility Code. Sidewalks not less than 6 feet will be constructed along Kirkwood, West Airport Blvd, and Murphy Rd but not along Hwy 59 frontage road.

B. PERMITTED USES

The following uses are permitted in District MU-2 (Mixed Use 2):

Commercial:

- Art Gallery
- Billiard Parlor
- Bowling Alley
- Business Park
- Child Care
- Cinema/Theater
- Clinic, Medical
- Clinic, Veterinary
- Convenience (with or without gasoline)
- Dance Hall
- Grocery Stores (with or without gasoline)
- Health Club
- Hotel
- Indoor swimming pool
- Library
- Museum
- Office, general.
- Office, medical
- Private club.
- Restaurant.
- Retail, Auto accessories and installation
- Retail, Auto parts

Retail, big box.
Retail, general.
Recreation, indoor.
Shopping Center
Tavern.
Veterinary or Animal Clinic

Institutional:

Government facilities.
Park

Mixed Use Building:

Residential:

Dwelling, Multifamily
Dwelling, multifamily, urban
Dwelling, multifamily, urban wrap
Dwelling, multifamily, loft
Community, Age Restricted

Utilities:

Utilities, essential
Utilities, neighborhood

The following are additional permitted uses but are restricted to the area of the district located fronting on Murphy Road and extending along West Airport for 800 feet.

Commercial:

Amusement arcade
Animal Hospital
Automobile car wash
Automobile service station
Automobile/vehicle repair and service garage
Community hall
Convenience store (with up to 10 gasoline dispensing stations)
Convention facilities
Exhibition Hall
Gymnasium
Indoor tennis courts
Recreation, outdoor
Service, light vehicle (only in conjunction with convenience retail, grocery or big box retail as a secondary use with a maximum of 10 pumping stations).

Light Industrial:

Industrial, Light
Office/Warehouse

C. DEVELOPMENT PLAN CHANGES

The preliminary development plan, illustrated in Exhibits D, D-1, and E in this document is included to establish a general guideline for the layout of the public and private streets and identify the types of uses and the square footage or number of units permitted in various tracts in the Property. The exact locations of the buildings, the layout of underground utilities and easements, public and private streets, parking spaces, landscaping and other public and private improvements are yet to be finalized. Adjustments to the Development Plan will comply with the intent of the various requirements within the District MU-2 and other City ordinances and shall not require separate or additional approvals from City Council or the Planning & Zoning Commission.

D. CONSTRUCTION PLAN APPROVAL

All plans for initial construction, expansion or remodeling of any building improvements, signage, curb cuts to public streets, or any other improvements within the property that require a permit from the City of Stafford, are subject to the approval of Stafford 59 & Airport, LP (“Design Review Committee”) and must be submitted and approved by the Design Review Committee prior to submittal to the City of Stafford. Such plans shall contain an authorized signature from Design Review Committee. Commercial/Industrial building improvements in area G of Exhibit D Development Plan will be constructed of 100% masonry exteriors.

E. Operations

Security, including the use of security cameras, in the areas of the Property with Commercial uses, shall apply the commercially reasonable standard used in comparable first class shopping centers in the greater Houston area. Owners of properties with Commercial uses will be cooperative with the Stafford City Police Department and, in the case of a possible crime, share video footage (to the extent available) as requested by the City Police. Owners of properties with Commercial uses will cooperate with City of Stafford police in prosecuting visitors who break the law while on the property. Consistent with other first class commercial/MU-2 areas in the greater Houston area call boxes shall be installed in areas with Commercial uses.

VIII. PROPOSED CONSTRUCTION SCHEDULE

The phasing of construction schedule, as provided as Exhibit D-2, is dependent heavily upon market conditions and demand for the various land uses. At this time, the property is expected to be developed in a number of phases over a five to fifteen year period.

The Initial Phase will begin in 2016 and include road infrastructure and utilities for initial phases of the residential, retail, restaurant and commercial development including areas of the Property with frontage to Hwy 59, West Airport Blvd. and Murphy Road. Not all outlots in Phase I will be constructed at once. Phase 1 of approximately 350-450 units of residential will be constructed along W. Airport and commercial industrial space will be constructed along W. Airport and Murphy Road. Additional residential units will be constructed in phases of 300-500 units. It is estimated each residential phase will commence construction approximately 2 years after the completion of the proceeding phase.

An additional phase of commercial will begin upon expiration of the leaseback for Texas Instruments (expected in 2016), and will include the initial phase of a town center component

with office, restaurant, retail, residential, entertainment, commercial, and parking uses, as well as a centralized focal point of a lawn, green, or other public space.

The phasing schedule is driven by market demand.

IX. RECORDATION IN COUNTY DEED RECORDS

Upon approval of the District MU-2, by the City of Stafford City Council, the Developer will record the ordinance approving the District MU-2 along with the District MU-2 documents, including exhibits, in the public deed records of Fort Bend County. The filing and recording of the ordinance and District MU-2 documents shall be at the Developer's sole expense.

Exhibits

- A. Project Location
- B. Site Aerial
- C. Metes and Bounds
- D. Development Plan
- D(a). Development Plan Schedule

- D-1. Plat Map (Roads and Streets)
- D-2. Estimated Start Construction Schedule
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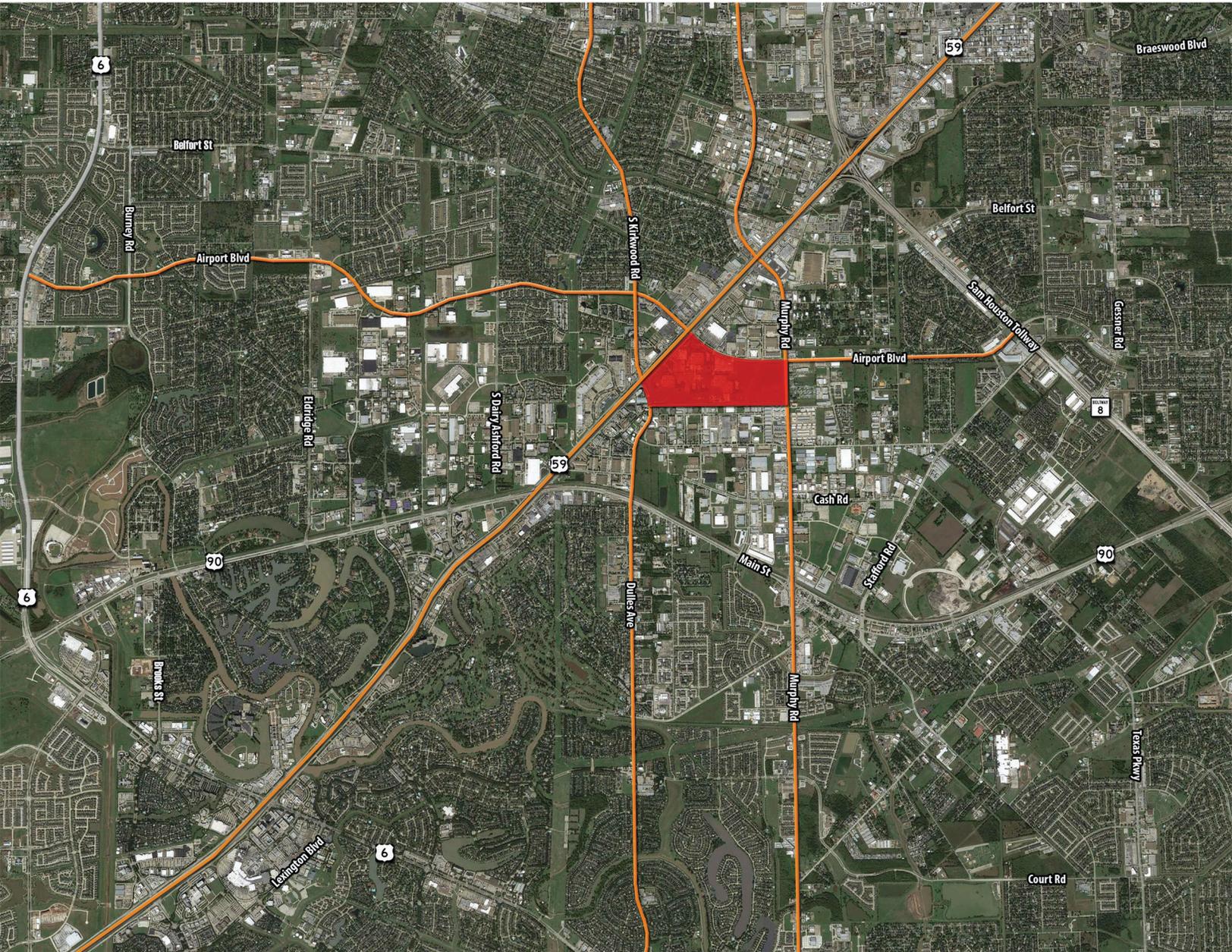
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- x. Roof Sign
- xi. Wall Sign - Outlet

- G. Central Focus Feature (Green or Lawn)

EXHIBIT A Project Location



**EXHIBIT B
Site Aerial**

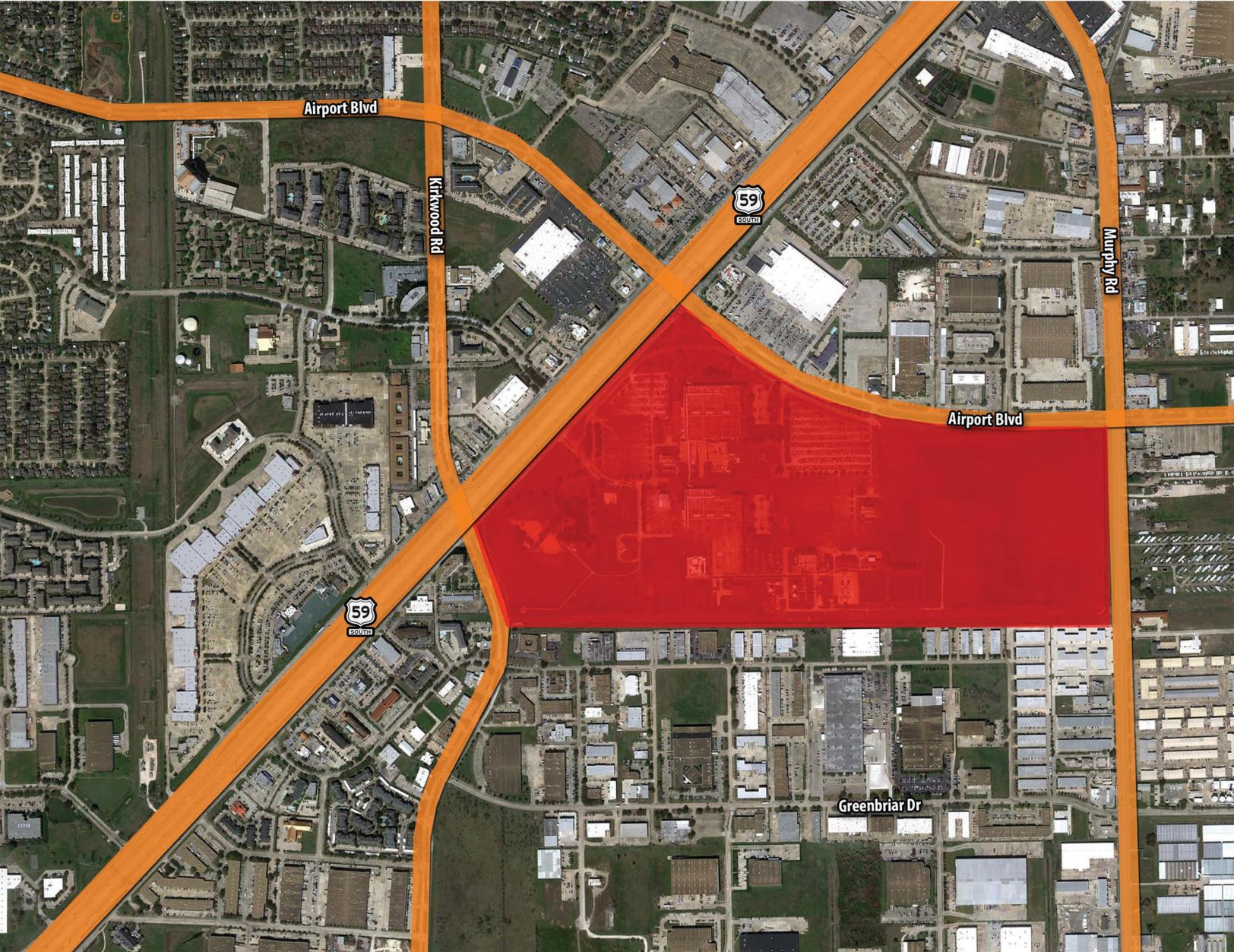


EXHIBIT C

Metes and Bounds Survey

LEGAL DESCRIPTION RESERVE A

SITUATED in the City of Stafford, Texas and in the Thomas J. Nichols Survey, Abstract No. 296 and the James Alston Survey, Abstract No. 101 of Fort Bend County, Texas and being part of that certain called 193.3692 acre tract of land described as "Tract No. 1" in a deed recorded in Volume 450, Page 467 of the Deed Records of Fort Bend County, Texas (DRFBCT) and part of that certain called 9.2730 acre tract of land described as "Tract A" and also part of that certain called 15.2574 acre tract of land described as "Tract B" in a deed recorded in Volume 460, Page 202, DRFBCT and being more particularly described by metes & bounds as follows:

BEGINNING at a 1/2" iron pipe found for the southeast corner of the herein described tract, on the west Right-of-way line of Murphy Road (120' R.O.W.) and said point also being the northeast corner of Greenbrier Southwest Subdivision Section 4 as recorded in Volume 23, Page 24 of the Plat Records of Fort Bend County, Texas (PRFBCT) said point also being on the south line of the above referenced 15.2574 acre tract;

THENCE: South 89 deg. 50 min. 48 sec. West (Reference Bearing), along the south line of said 15.2574 acre tract and along the north line of said Greenbrier Southwest Subdivision Section 4 as well as the north lines of Greenbrier Southwest Subdivision Section 3, recorded in Volume 22, Page 23, PRFBCT; Greenbrier Southwest Subdivision Section 2, recorded in Volume 11, Page 14, PRFBCT and Greenbrier Southwest Subdivision Section 1, recorded in Volume 9, Page 9, PRFBCT, a distance of 4,779.75 feet to a 1/2" iron pipe found for the southwest corner of the herein described tract said point being in the east Right-of-way line of Kirkwood Road (variable width R.O.W.) said point also being in a curve having a radius of 1,349.40 feet and a chord that bears North 10 deg. 01 min. 39 sec. West – 303.78 feet;

THENCE: In a northerly direction along the east line of said Kirkwood Road and with said curve to the left, through a central angle of 12 deg. 55 min. 33 sec. and along an arc distance of 304.42 feet to a 1/2 inch iron rod, topped with a red plastic cap stamped "RPLS 4701", found for corner on the east line of an original called 2.43 acre tract of land owned by the State of Texas, as recorded in Volume 412, Page 256, DRFBCT;

THENCE: North 00 deg. 06 min. 19 sec. West, along the common line of said State of Texas tract and the above referenced 193.3692 acre tract, a distance of 667.07 feet to a 3/4 inch iron rod set for corner on the south right-of-way line of U.S. Highway 59;

THENCE: in a northeasterly direction with the southeast right-of-way line of said U.S. Highway 59 as follows:

North 44 deg. 17 min. 43 sec. East, a distance of 15.54 feet to a 3/4 inch iron rod set for corner;

North 45 deg. 24 min. 47 sec. East, a distance of 400.27 feet to a 3/4 inch iron rod set for corner;

EXHIBIT C

Metes and Bounds Survey

North 43 deg. 57 min. 06 sec. East, a distance of 1,149.58 feet to a 3/4 inch iron rod set for corner;

North 47 deg. 35 min. 26 sec. East, a distance of 390.48 feet to a aluminum right-of-way monument found for corner;

North 44 deg. 03 min. 15 sec. East, a distance of 160.95 feet to a 3/4 inch iron rod set for corner;

North 88 deg. 51 min. 59 sec. East, a distance of 42.50 feet to a 3/4 inch iron rod set for corner;

South 46 deg. 06 min. 09 sec. East, a distance of 102.61 feet to a aluminum right-of-way monument found for corner;

South 52 deg. 58 min. 30 sec. East, a distance of 59.54 feet to a 3/4 inch iron rod set for corner;

South 52 deg. 31 min. 08 sec. East, a distance of 21.27 feet to a 5/8 inch iron rod found for corner in the south right-of-way line of Airport Boulevard (100' R.O.W.) said point also being in a curve to the left, having a radius of 2,914.79 feet and a chord that bears South 68 deg. 05 min. 46 sec. East – 2,190.07 feet;

THENCE: in a southeasterly direction with the south right-of-way line of said Airport Boulevard and with said curve to the left, through a central angle of 44 deg. 07 min. 59 sec. and along an arc distance of 2,245.17 feet to a 1/2" iron pipe found for corner at the end of said curve;

THENCE: North 89 deg. 49 min. 22 sec. East, continuing along the south right-of-way line of said Airport Boulevard, a distance of 1,125.05 feet to a 1/2 inch iron rod found for the northeast corner of the herein described tract on the west right-of-way line of Murphy Road said point also being in a curve to the right, having a radius of 22,858.33 feet and a chord that bears South 00 deg. 15 min. 52 sec. East – 136.21 feet;

THENCE: in a southerly direction, with the west right-of-way line of said Murphy Road and along said curve to the right, through a central angle of 00 deg. 20 min. 29 sec. and along an arc distance of 136.21 feet to a 1/2 inch iron rod found for corner at the end of said curve;

THENCE: South 00 deg. 03 min. 31 sec. East, continuing along the west right-of-way line of said Murphy Road, a distance of 1,383.31 feet to the POINT OF BEGINNING and containing 8,314,517 square feet or 190.875 acres of land.

EXHIBIT C

Metes and Bounds Survey

LEGAL DESCRIPTION OF RESERVE B

SITUATED in the City of Stafford, Texas, in the Thomas J. Nichols Survey, Abstract No. 296 of Fort Bend County, Texas and being part of that certain called 7.6923 acre tract of land described as "Tract No. 2" in a deed recorded in Volume 450, Page 467 of the Deed Records of Fort Bend County, Texas (DRFBCT) and being more particularly described by metes & bounds as follows;

BEGINNING at a 3/4" iron rod set on the east line of said 7.6923 acre tract and same being on the west line of that certain called 2.43 acre tract of land described in a deed to the State of Texas, recorded in Volume 412, Page 256, DRFBCT and said point also being on the east right-of-way line of Kirkwood Road (a variable width R.O.W. at this point);

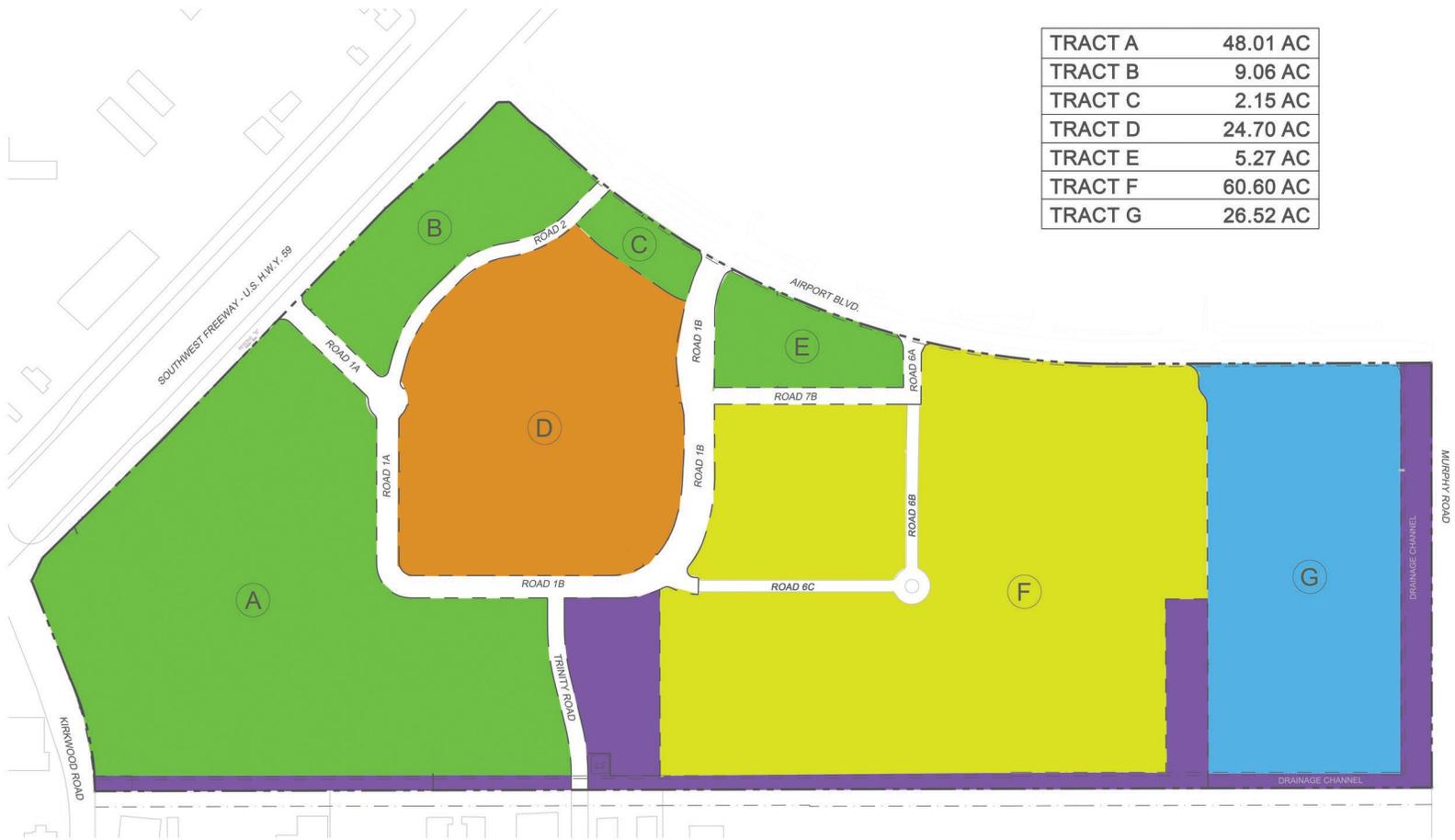
THENCE: North 21 deg. 32 min. 05 sec. West, along the east right-of-way line of said Kirkwood Road, a distance of 377.11 feet 3/4 inch iron rod set for corner on the southeast right-of-way line of U.S. Highway 59;

THENCE: North 19 deg. 54 min. 57 sec. East, along the southeast right-of-way line of said U. S. Highway 59, a distance of 58.89 feet to a 3/4 inch iron rod set for corner;

THENCE: North 43 deg. 59 min. 43 sec. East, continuing along the southeast right-of-way line of said U.S. Highway 59, a distance of 168.94 feet to a 3/4 inch iron rod set for corner of the east line of said 7.6923 acre tract and same being the west line of the above described 2.43 acre State of Texas tract;

THENCE: South 00 deg. 06 min. 37 sec East, along the common line of said 7.6923 acre tract and said 2.43 State of Texas tract, a distance of 527.70 feet to the POINT OF BEGINNING and containing 38,375 square feet or 0.881 acres of land.

EXHIBIT D Development Plan



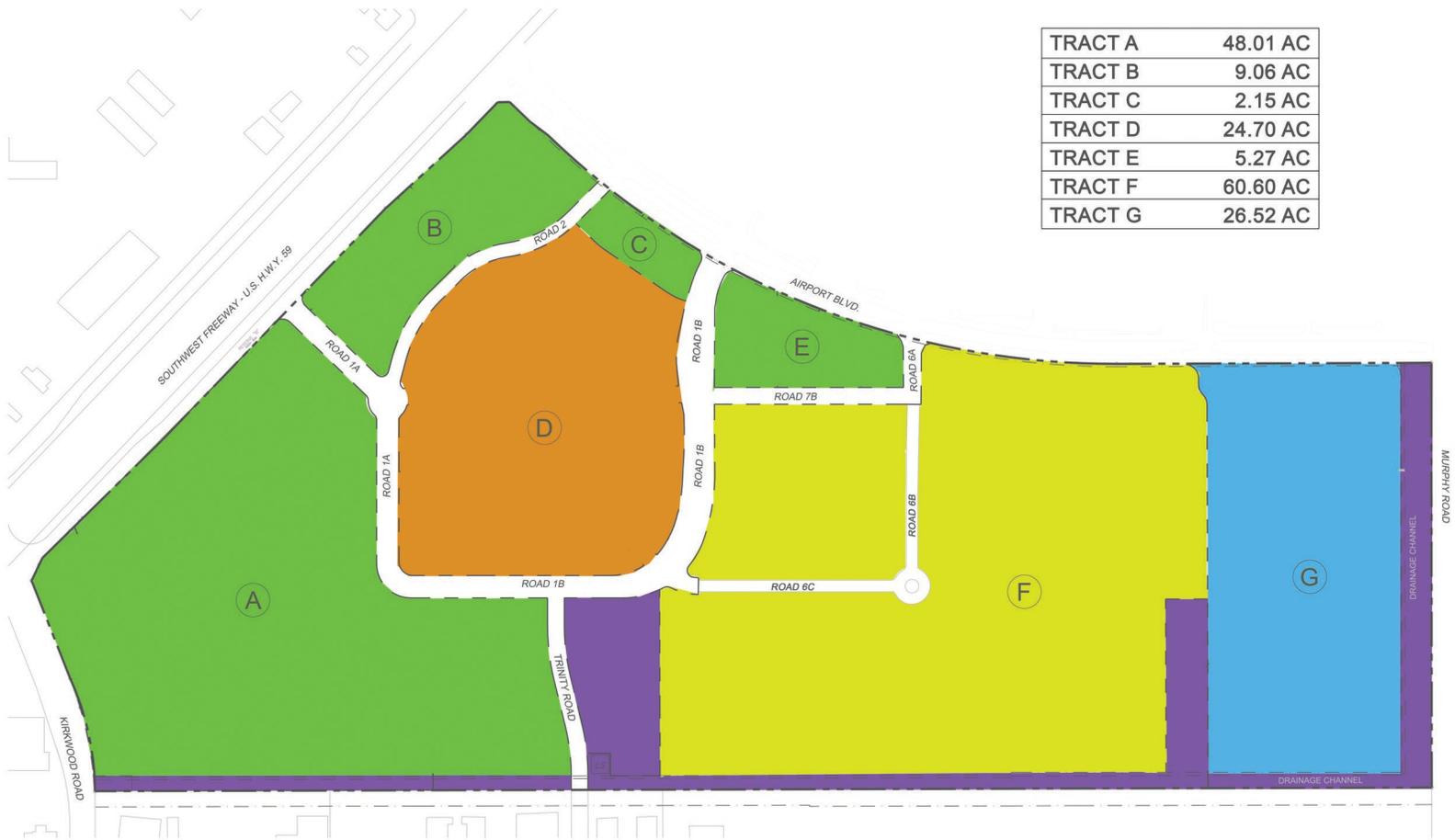
TRACT A	48.01 AC
TRACT B	9.06 AC
TRACT C	2.15 AC
TRACT D	24.70 AC
TRACT E	5.27 AC
TRACT F	60.60 AC
TRACT G	26.52 AC

EXHIBIT D(a) Development Plan Schedule

TRACT A	
SIZE	± 48 Acres
USES ¹	Outlet/Retail/Restaurants/Office (General & Medical)/Cinema/Theatre/Health Club/Bowling Alley/Shopping Center/Grocery/Commercial/Hotel
RANGE OF SIZE	Outlet/Retail/Restaurants/Office (General & Medical)/Cinema/Theatre/Health Club/Bowling Alley/Shopping Center/Grocery: 360,000 - 500,000 SF Commercial: 360,000 SF Hotel: 150 rooms
TIMING	Outlet/Retail/Restaurants/Office (General & Medical)/Cinema/Theatre/Health Club/Bowling Alley/Shopping Center/Grocery: 2016 Commercial: 2018 and later Hotel: 2018 and later
TRACT B	
SIZE	± 9 Acres
USES	Retail/Restaurants/Taverns/Office (General & Medical)/Hotel
RANGE OF SIZE	Retail/Restaurants/Taverns/Office (General & Medical): 30,000 - 100,000 SF Hotel: 150 rooms
TIMING	2016 and later
TRACT C	
SIZE	± 2 Acres
USES	Retail/Restaurants/Taverns/Office (General & Medical)
RANGE OF SIZE	5,000 - 22,000 SF
TIMING	2016 and later
TRACT D	
SIZE	25+ Acres
USES	Retail/Restaurants/Bowling Alley/Cinema/Theatre/Clinic/Health Club/Hotels/Office/Residential/Recreation Indoor/Shopping Center/Tavern/Parking Garage
RANGE OF SIZE	Combined uses excluding Residential and Parking Garages: 200,000 - 880,000 SF Residential: Maximum 600 units
TIMING	2017 and later
TRACT E	
SIZE	± 7 Acres
USES	Retail/Restaurants/Grocery/Shopping Center/Clinic/Office/Tavern
RANGE OF SIZE	27,000 - 70,000 SF
TIMING	2016 and later
TRACT F	
SIZE	61+ Acres
USES	Residential
RANGE OF SIZE	1,700 - 1,800 units
TIMING	2016 and later (multiple phases)
TRACT G	
SIZE	± 22 Acres
USES	Office/Warehouse/Light Industrial
RANGE OF SIZE	300,000 - 352,000 SF
TIMING	2016 and later

¹ The planned outlet mall will have a minimum building square footage of 325,000 SF.

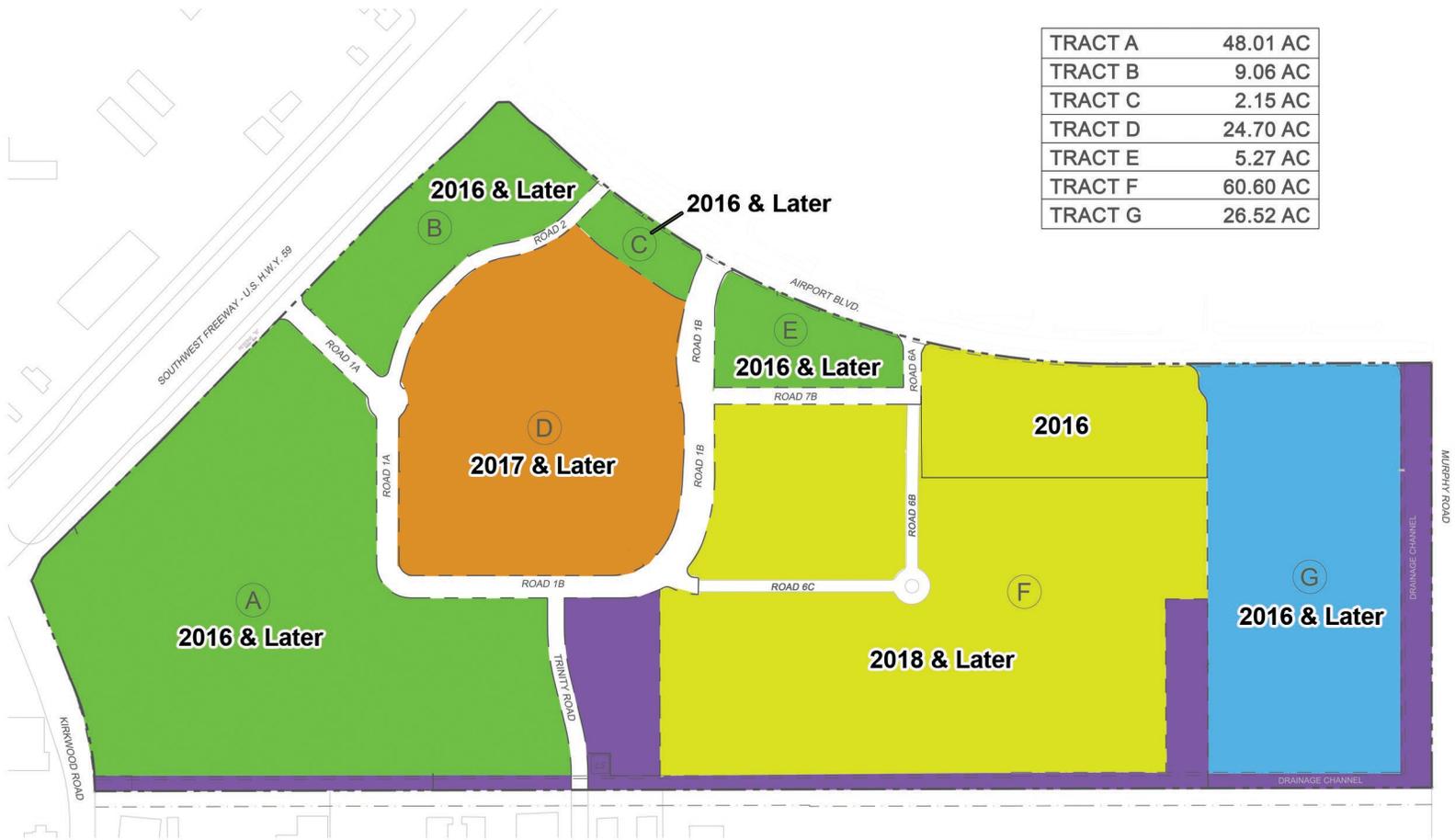
EXHIBIT D-1 Plat Map (Roads and Streets)



TRACT A	48.01 AC
TRACT B	9.06 AC
TRACT C	2.15 AC
TRACT D	24.70 AC
TRACT E	5.27 AC
TRACT F	60.60 AC
TRACT G	26.52 AC

Note: The project is planned to include more roads than illustrated in this exhibit.

EXHIBIT D-2 Estimated Start Construction Schedule



TRACT A	48.01 AC
TRACT B	9.06 AC
TRACT C	2.15 AC
TRACT D	24.70 AC
TRACT E	5.27 AC
TRACT F	60.60 AC
TRACT G	26.52 AC

*The lawn/green/park depicted in Exhibit G is located in Tract D.

EXHIBIT D-3 Drainage Map

TRACT A	48.01 AC
TRACT B	9.06 AC
TRACT C	2.15 AC
TRACT D	24.70 AC
TRACT E	5.27 AC
TRACT F	60.60 AC
TRACT G	26.52 AC

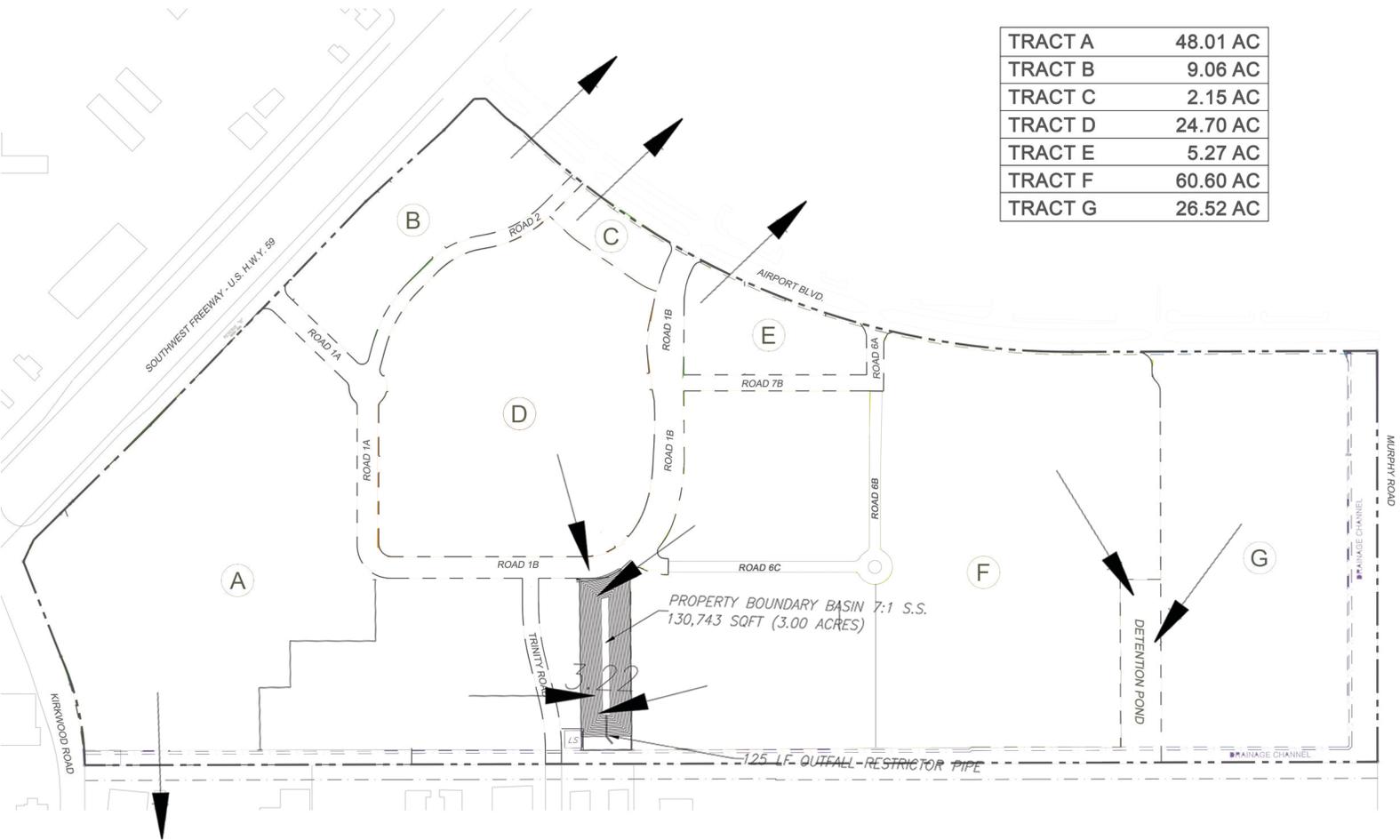
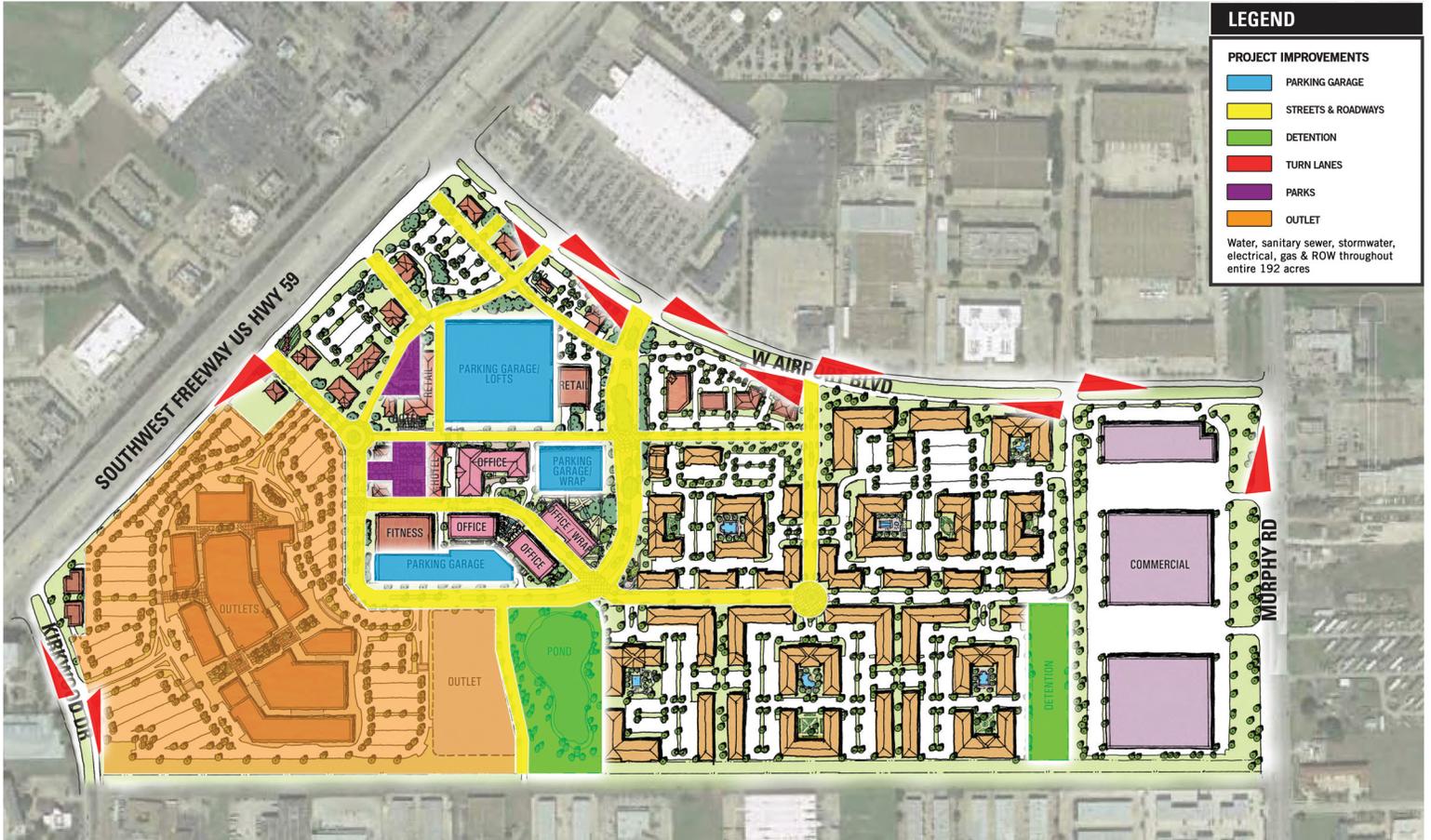


EXHIBIT D-4 Planned Public Infrastructure



Note: Plan is subject to change.

EXHIBIT E Street Sections

TRACT A	48.01 AC
TRACT B	9.06 AC
TRACT C	2.15 AC
TRACT D	24.70 AC
TRACT E	5.27 AC
TRACT F	60.60 AC
TRACT G	26.52 AC

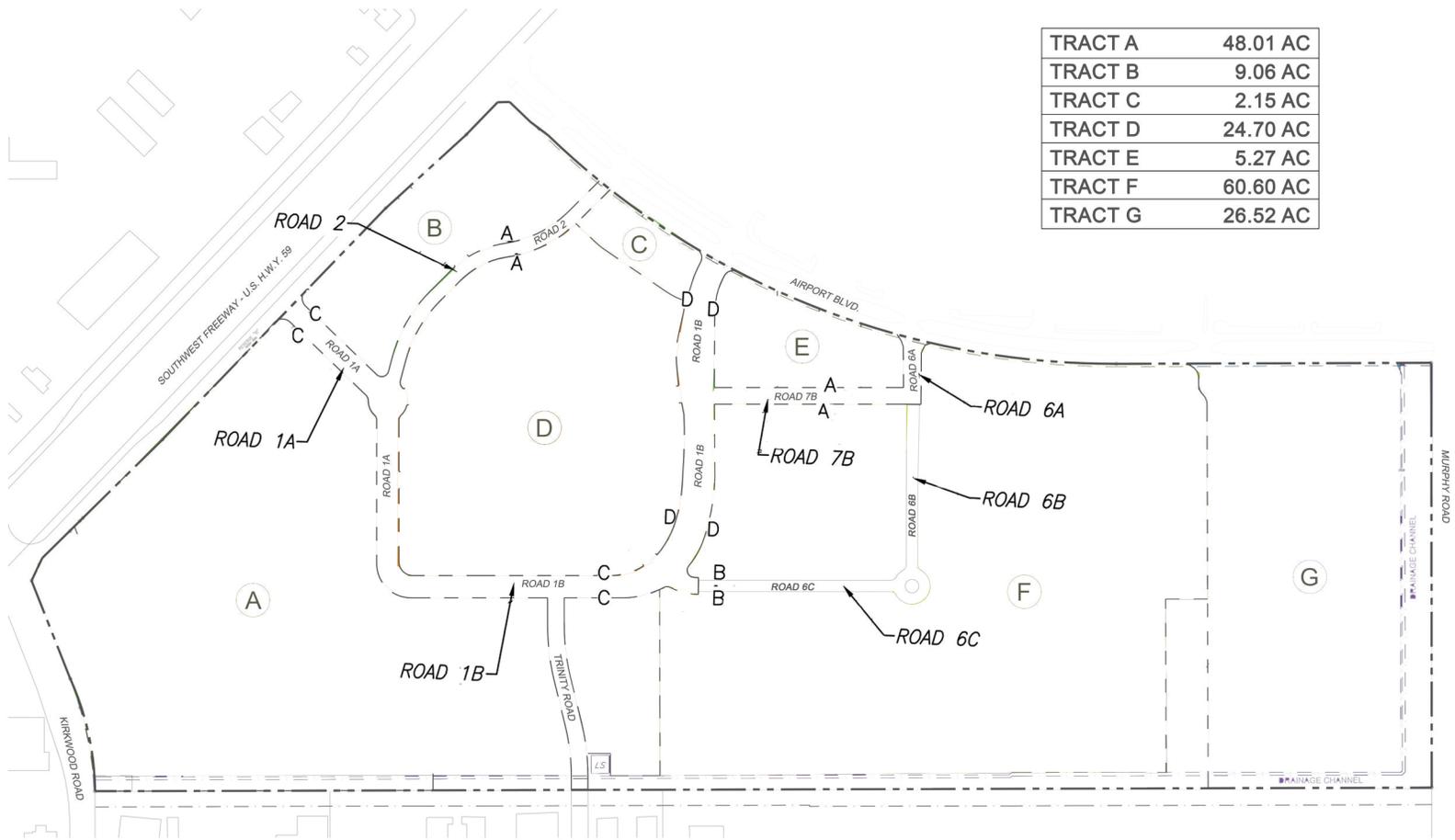
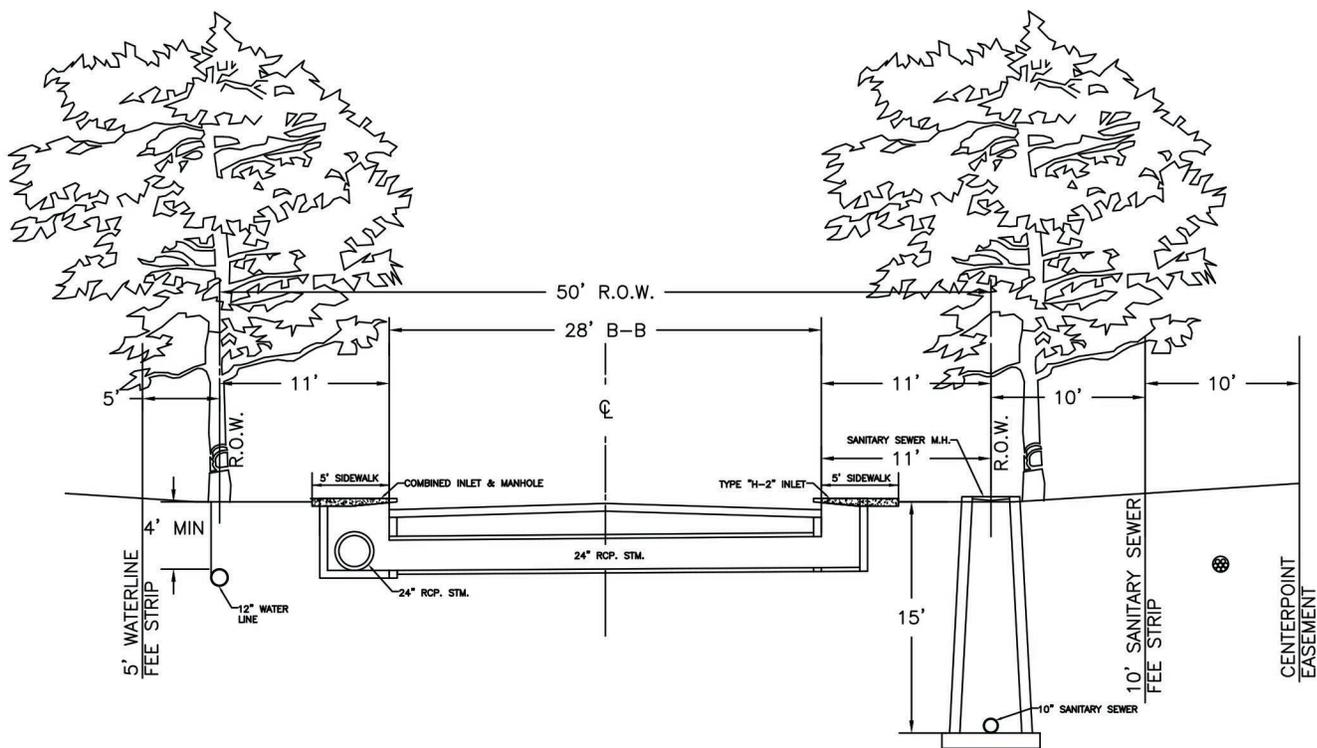


EXHIBIT E Street Sections



SCALE 1" = 10'

CROSS SECTION A-A

PAGE 2 OF 5

LJA Engineering, Inc.

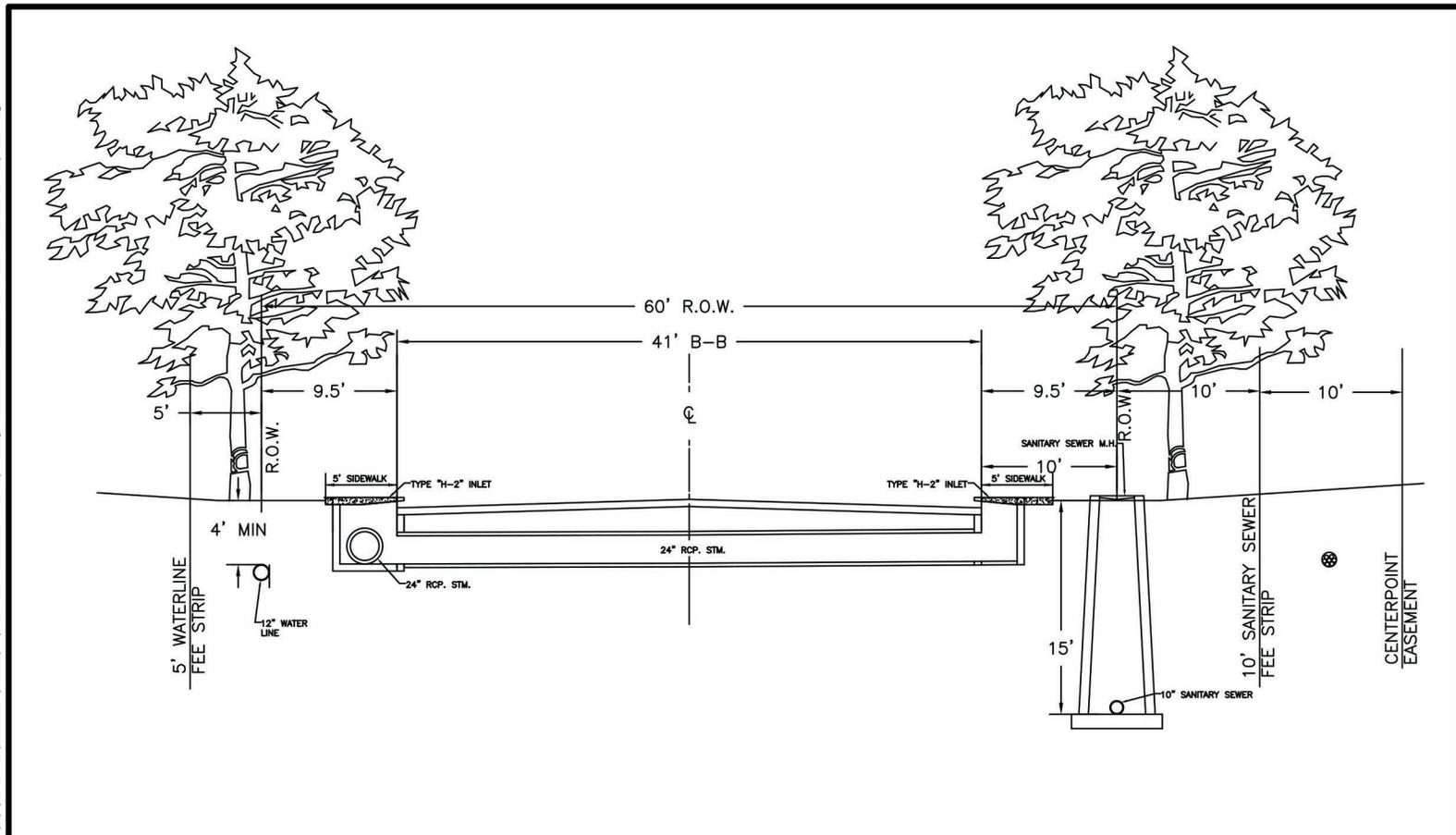
2929 Briarpark Drive
Suite 600
Houston, Texas 77042

Phone 713.953.5200
Fax 713.953.5026
FRN - F-1386



Date\Time : Wed, 10 Sep 2014 2:52pm User Name : Kloveface
Path\Name : C:\Users\KLOVEL~1\AppData\Local\Temp\AcPublish_10620\Utility Cross Sections with Fee Strips.dwg

EXHIBIT E Street Sections



SCALE 1" = 10'

CROSS SECTION B-B

PAGE 3 OF 5

LJA Engineering, Inc.

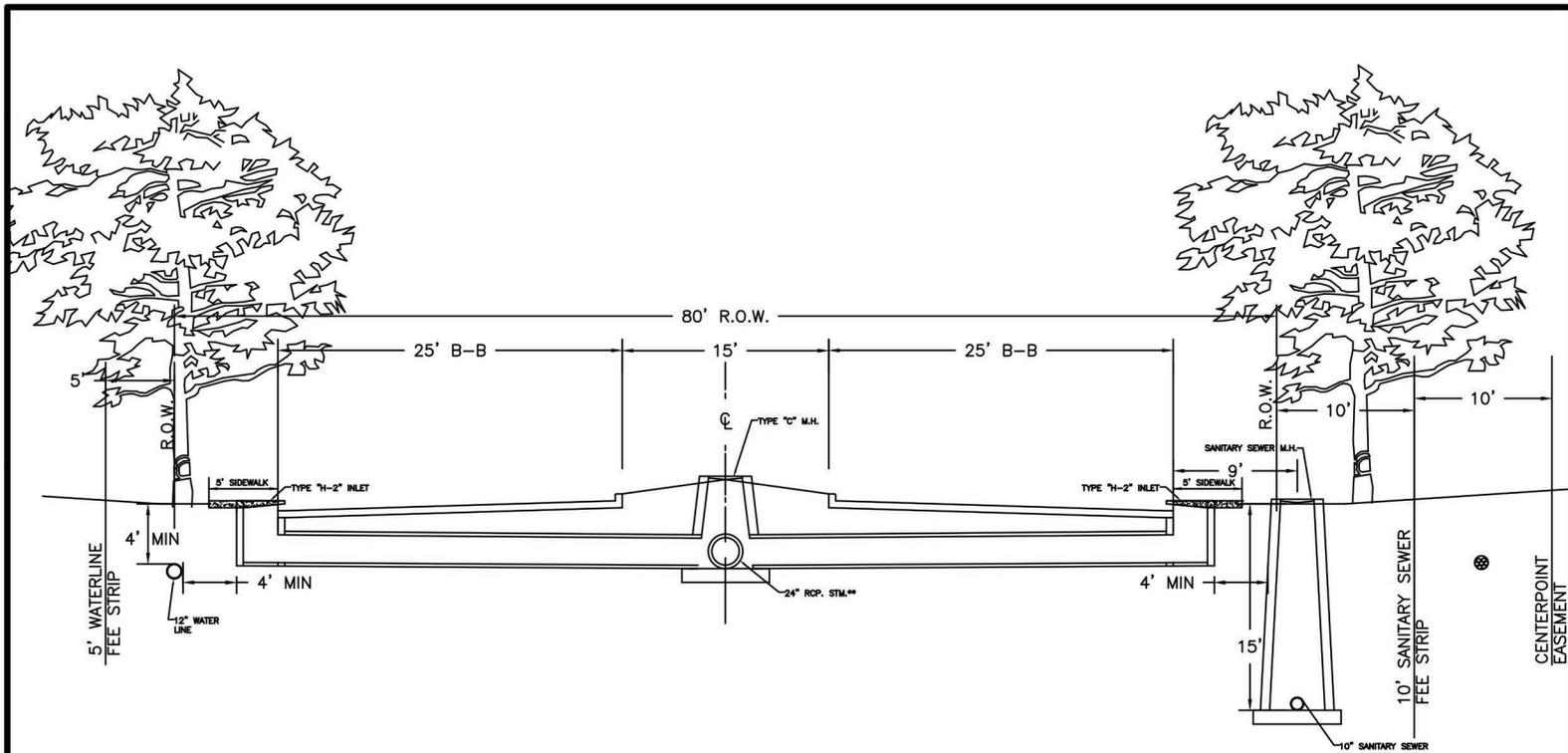
2929 Briarpark Drive
Suite 600
Houston, Texas 77042

Phone 713.953.5200
Fax 713.953.5026
FRN - F-1386



Date\Time : Wed, 10 Sep 2014 2:52pm User Name : Kloveface
Path\Name : C:\Users\KLOVEL~1\AppData\Local\Temp\AcPublish_10620\Utility Cross Sections with Fee Strips.dwg

EXHIBIT E Street Sections



SCALE NTS

CROSS SECTION C-C

PAGE 4 OF 5

LJA Engineering, Inc.

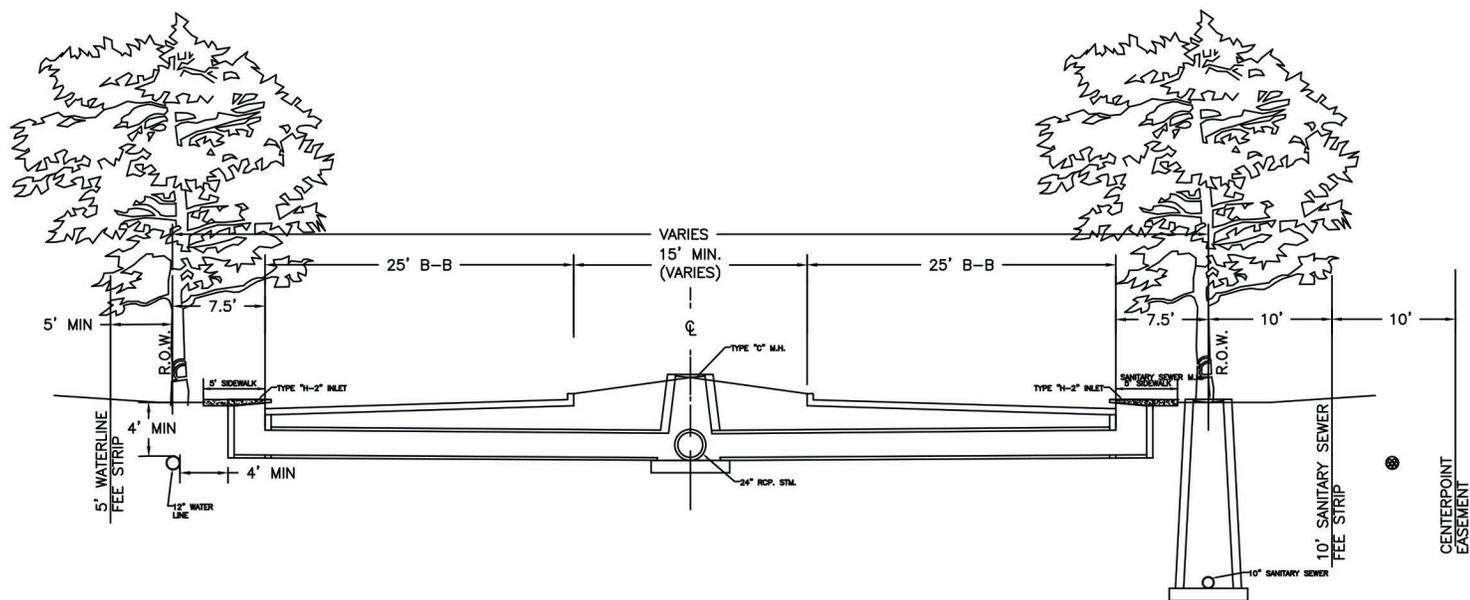
2929 Briarpark Drive
Suite 600
Houston, Texas 77042

Phone 713.953.5200
Fax 713.953.5026
FRN - F-1386



Date\Time : Wed, 10 Sep 2014 2:52pm User Name : Kloveface
Path\Name : C:\Users\KLOVEL~1\AppData\Local\Temp\AcPublish_10620\Utility Cross Sections with Fee Strips.dwg

EXHIBIT E Street Sections



SCALE NTS

CROSS SECTION D-D

PAGE 5 OF 5

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2929 Briarpark Drive
Suite 600
Houston, Texas 77042

Phone 713.953.5200
Fax 713.953.5026
FRN - F-1386



Date\Time : Wed, 10 Sep 2014 2:52pm User Name : Kloveface
Path\Name : C:\Users\KLOVEL~1\AppData\Local\Temp\AcPublish_10620\Utility Cross Sections with Fee Strips.dwg

EXHIBIT F

COMPREHENSIVE SIGN PLAN/ SIGN DESIGN CRITERIA

STAFFORD, TEXAS

LANDLORD:

STAFFORD 59 AND AIRPORT, LP (OR ASSIGNS)

5950 BERKSHIRE LANE, SUITE 700

DALLAS, TX 75225

PREPARED BY:

O'BRIEN ARCHITECTS

5310 HARVEST HILL RD, SUITE 136

DALLAS, TX. 75077

ISSUE DATE: 3.12.15

TABLE OF CONTENTS

PROJECT BRIEF/PROJECT GOALS/MASTER DEVELOPER/PLAN REVIEW	1.0
 APPROACH	2.0
 DEVELOPMENT SITE PLAN	3.0
 SUBMISSION AND APPROVAL PROCESS	4.0
 SIGN FABRICATION AND PERFORMANCE REQUIREMENTS	5.0
 SIGN LOCCATION PLAN	6.0
 SIGN EXHIBITS	7.0

PROJECT BRIEF 1.0

This 192 acre development is highly visible within the community and region and contributes significantly to the visual impressions of Stafford as it is the northern gateway into the city. This district is established to accommodate a mixture of uses through the enforcement of performance standards that will encourage quality development and redevelopment of mixed commercial, light industrial and residential uses on lands within the District. The master plan will include internal boulevards, pedestrian scale streets, walking and bike trails and public spaces in an urban setting as well as standards for architectural style and lighting as well as signage.

PROJECT GOALS 1.0

The goals for this development is to implement a uniquely designed retail, commercial, office, residential and office/warehouse district that will serve as a destination for residents and guests to live, work, shop, play, eat and recreate. The quality and character of the entire development will be assured through consistent architecture design, unique landscaping and pedestrian routes, controlled lighting and signage aesthetics established and enforced by the developer.

MASTER DEVELOPER 1.0

The development is master planned by 3MEBS Property Company, LLC dba Street Level Investments and its assigns and successors. Tracts within the development will be sold or leased to other developers and owners. These parties will follow and be obligated to enforce these Signage Guidelines and the Comprehensive Sign Plan (“Plan”). With the development, these developers/owners will execute sub development plans (“Sub development”) with a mix of uses, architecture and signage consistent with the “Plan”. Within each “Sub development” the tenants or purchasers will be obligated to use architecture and signage consistent with the “Plan”

PLAN REVIEW 1.0

All freestanding signs or signs mounted on an exterior building façade that faces or is visible from a public way shall be submitted to the Design Review Committee (“Committee”) to confirm compliance with the “Plan”. Internal signs that do not face or are visible from a public way are not subject to review by the committee. The Committee shall consist of the Master Developer (or his designee) and any person or persons the Master Developer appoints to the committee. The plans will be submitted as outlined in section 4.0 and review will be completed within 5 business days after the submittal is received.

The Master Plan for the district will allow for organic growth within the development over time. Because this is a mixed use development, signage requirements will vary with the different users. Special considerations have been taken to ensure signage becomes an extension of the architecture and a brand signature for the development. All signs will be classified as follows:

Ground Sign - Ground sign means a sign which is supported by uprights or braces in or upon the ground.

1. **Monument, Entry** – Monument, Entry means a ground sign which is supported upon the ground and contains the name of the development, subdivision or users.
2. **Monument, Major** – Monument, Major means a ground sign which is supported by uprights or braces in or upon the ground, and may include the name of or names of several users within the development and may include the name of the development. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a major freeway fronting the development.
3. **Monument, Major Outlet** – Monument, Major Outlet means a ground sign which is supported by uprights or braces in or upon the ground, and includes the name of the outlet within the development and may include the name of the development. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a major freeway fronting the development. The major outlet monument sign shall include the name “Stafford.”
4. **Monument, Minor** – Monument, Minor means a ground sign which is supported by uprights or braces in or upon the ground, and may include the name of or names of several users within the development and may include the name of the development. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a feeder road serving the development.
5. **Monument, Pad** – Monument, Pad means a ground sign which is supported upon the ground, and includes the name of the user upon which lot the sign is installed. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a major or minor thoroughfare or an interior public or private road.
6. **Way Finding** – Way Finding means a sign, map, or other graphic or audible method used to convey location and directions within a development. Typically these are ground mounted.
7. **Banner Sign** – Banner Sign is a long strip of vinyl/canvas displaying a slogan, logo, advertisement, etc. that hangs on a pole vertically. Locations are limited to frames affixed to light standards.
8. **Roof Sign** - Roof Sign means any sign erected, constructed or maintained above the roof of any building. Roof signs shall be limited to 6 feet in height from roof at point of installation. No more than eight individual building Roof Signs shall be allowed for this development.

Building Sign – Building sign means a sign which is mounted directly to the building façade or from a structure that is attached to the building façade.

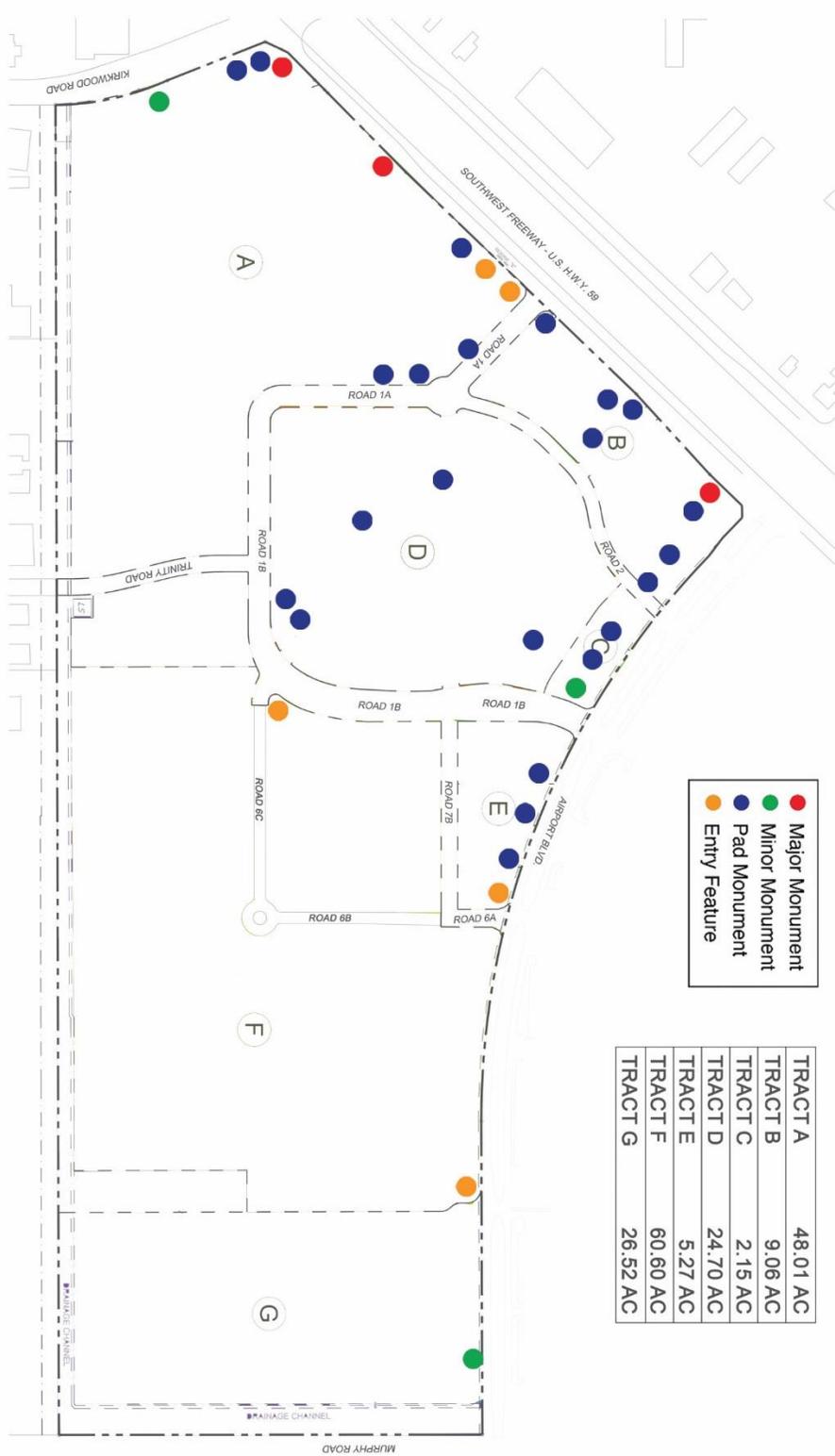
1. **Marquee Sign** - Marquee sign means a projecting sign attached to or hung from a building, canopy or covered structure projecting from and supported by a frame or pipe support extending beyond a building.
2. **Projecting Sign** - Projecting sign means any sign which is affixed to any building wall or structure and extends beyond the building wall or structure more than 12 inches.
3. **Wall Sign** - Wall sign means any sign affixed to or painted upon the wall of any building.
4. **Way Finding** - Way finding sign shall mean signs, maps, and other graphic or audible methods used to convey location and directions to travelers, typically located within the development.

All signs of any type may also be included within one or more of the following additional classifications according to special functions:

Digital – means any sign which has an automatically changing message with a frequency of no less than thirty seconds, using electronic means to advertise products or information. Digital signage includes LCD, LED, plasma and front-projection displays to target audiences.

Temporary – Temporary sign means any sign constructed of cloth, canvas, light fabric, cardboard, wallboard, or other light materials, not to exceed six square feet in size. Temporary signs are limited to new businesses opening and limited to no more than 14 consecutive calendar days. A portable sign shall not be considered a temporary sign.

Note: All signs may be illuminated internally or externally.



Note: Sign locations are approximate and are subject to change.

User signage is intended to enhance and extend the spirit of the overall development.

Graphic design shall be imaginative, simple and clear. Signage should be limited to the Logo and/or Name of the user, development or subdivision. Additional icon/imagery for users will be considered (at the sole discretion of the “Committee”) as long as it contributes to the overall identity of the store and does not detract from the development.

All signage shall comply with the Signage Standards section of the MU-2 Zoning Ordinance. All sub developers within the MU-2 zoning district shall submit their signage schemes to the “Committee” for review. Graphic design, materials, construction and installation of all users’ signs will be subject to the “Committee’s” approval and will be solely at the user’s expense. The design submission must be completed as outlined. Each application is considered on its individual merit. No sign will be approved until all required documents are received. Proposed signs shall be shown on tenant’s elevations. Fabricator shop drawings shall be submitted for final approval.

A. Submission Requirements

Users shall submit for review and written approval, a complete set of sign drawings in electronic format to the “Committee” for review prior to any submission to the city of Stafford for permitting or fabrication. The user shall submit all drawings and details required for the City of Stafford sign permit and shall include:

1. Elevation of storefront or building showing design, location, size and layout of signs drawn to scale including dimensions, attachment methods and construction details including electrical connections and conduits. Elevation of free standing signs showing design, size and layout and drawn to scale including dimensions, foundations, and construction details including electrical connections and conduits.
2. Plan view of sign on the building, drawn to scale including dimensions. Plan view of free standing sign on the lot, drawn to scale including dimensions.
3. Section through letter on the building and section through freestanding sign and/or panel and the method of illumination as well as the attachment devices, foundations and construction details including electrical connections and conduits.
4. Sample board showing actual materials and finish colors.

B. Committee Approval

The Committee must approve user’s submittals for submission to the city of Stafford. If the city requests any modifications to the “Committee’s” approved sign submission, the “Committee” shall have the opportunity to review and approve any of the modifications prior to the City of Stafford’s issuance of a sign permit.

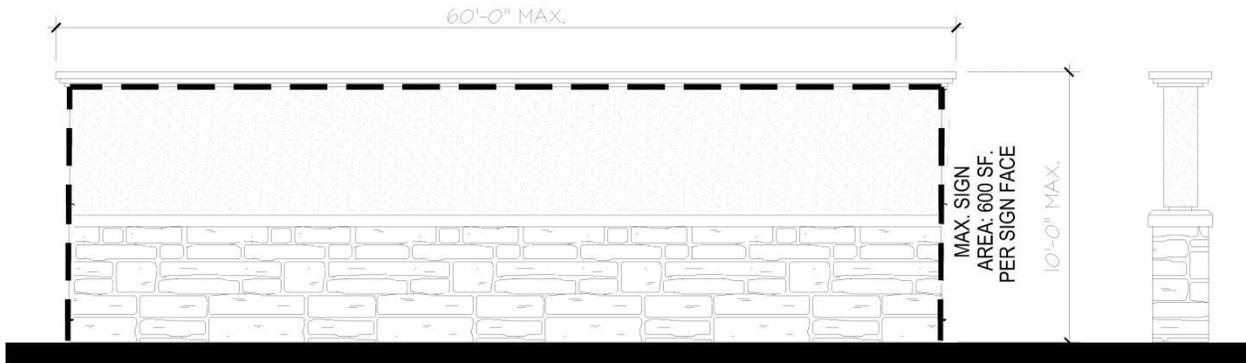
The “Committee” reserves the right to veto any sign submittal that it deems does not fit the design or fabrication quality of the overall development.

SIGN FABRICATION AND PERFORMANCE REQUIREMENTS 5.0

Sub developers/Users shall have its signs fabricated in accordance with the Signage Standards section of the MU-2 Zoning Ordinance.

1. User shall have its sign contractor submit the “Committee” required insurance certificate prior to commencement of any work on the property.
2. User shall have its sign contractor meet with the “Committee” (or the “Committee’s” representative) for a pre-construction meeting prior to the placement of users sign.
3. User shall be responsible for having sign contractor immediately repair any damage caused by its work on the property.
4. All signs shall be fabricated and installed in compliance with all applicable building and electrical codes and bare a U.L. label concealed from public view.
5. All conduit, raceways, crossovers wiring, ballast boxes, transformers and other equipment necessary for sign connection shall be concealed.
6. All bolts, fastening and clips shall be stainless steel, anodized aluminum or other non-rusting material and shall be finished to match the sign.

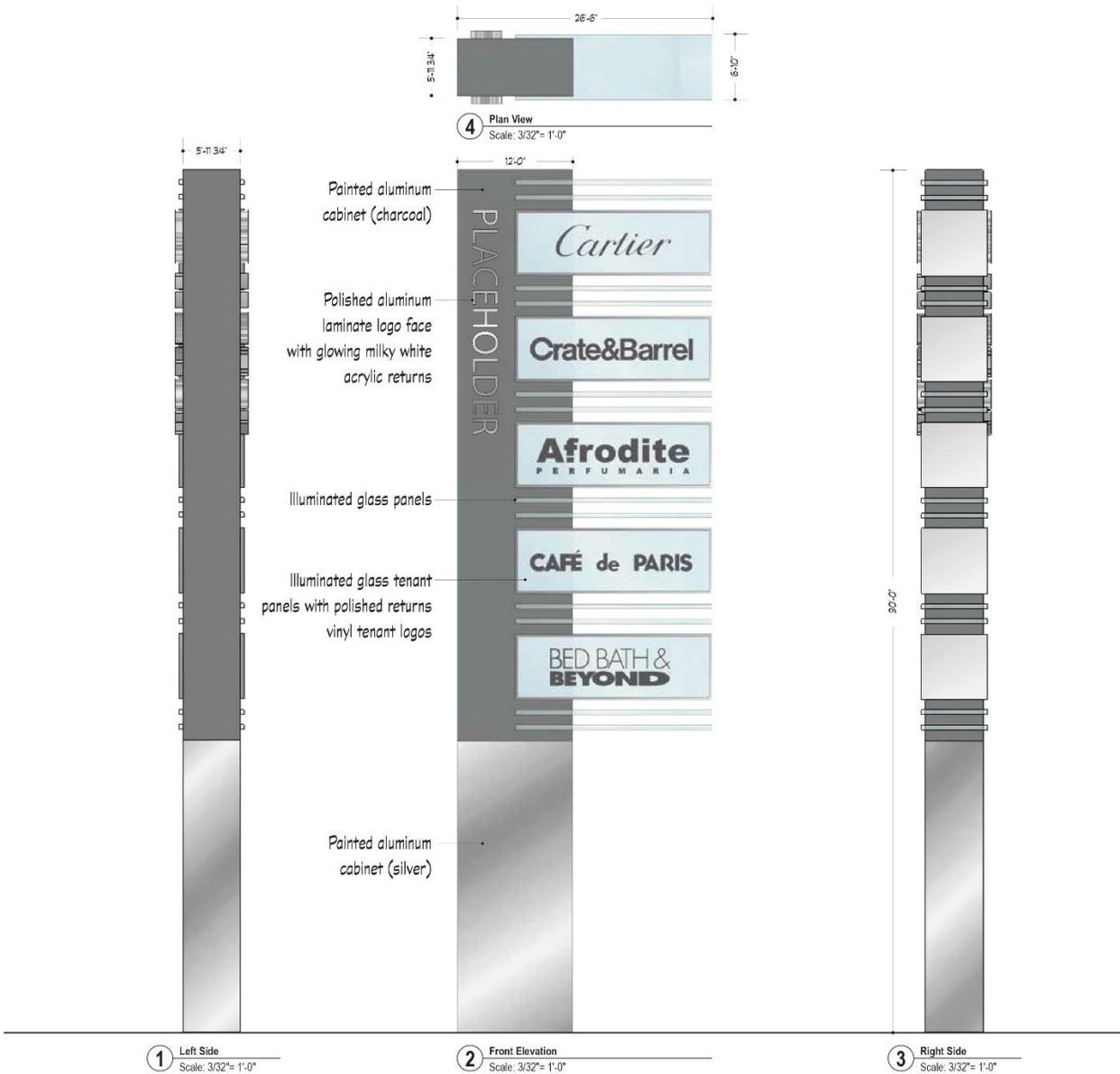
Monument, Entry:



Proposed Entry Monument Sign. Final Design pending approval.

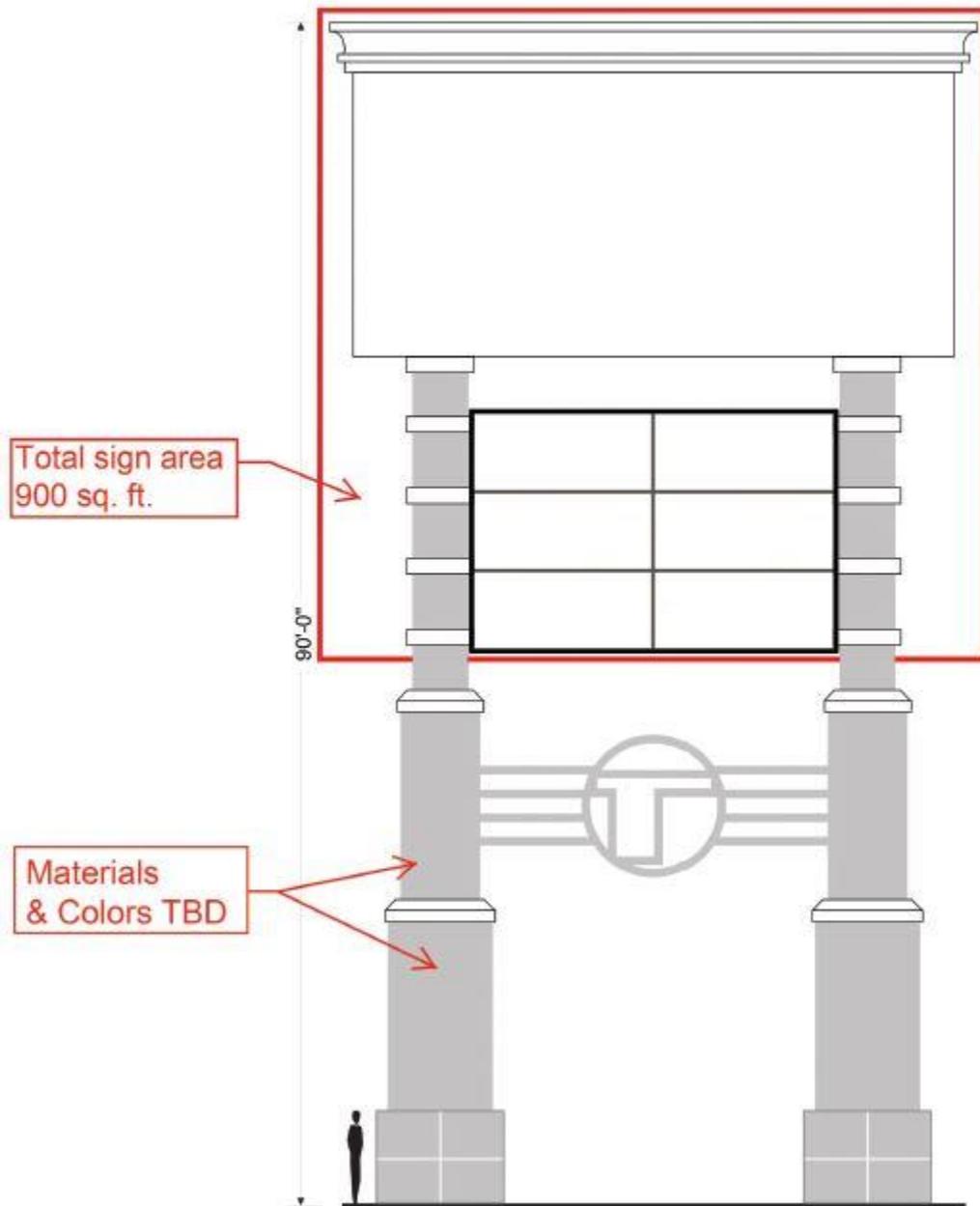
Brick pedestal shown for illustrative purposes only.

Monument, Major – A ground sign which is supported by uprights or braces in or upon the ground, and may include the name of or names of several tenants within the development and may include the name of the development. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a major freeway fronting the development.

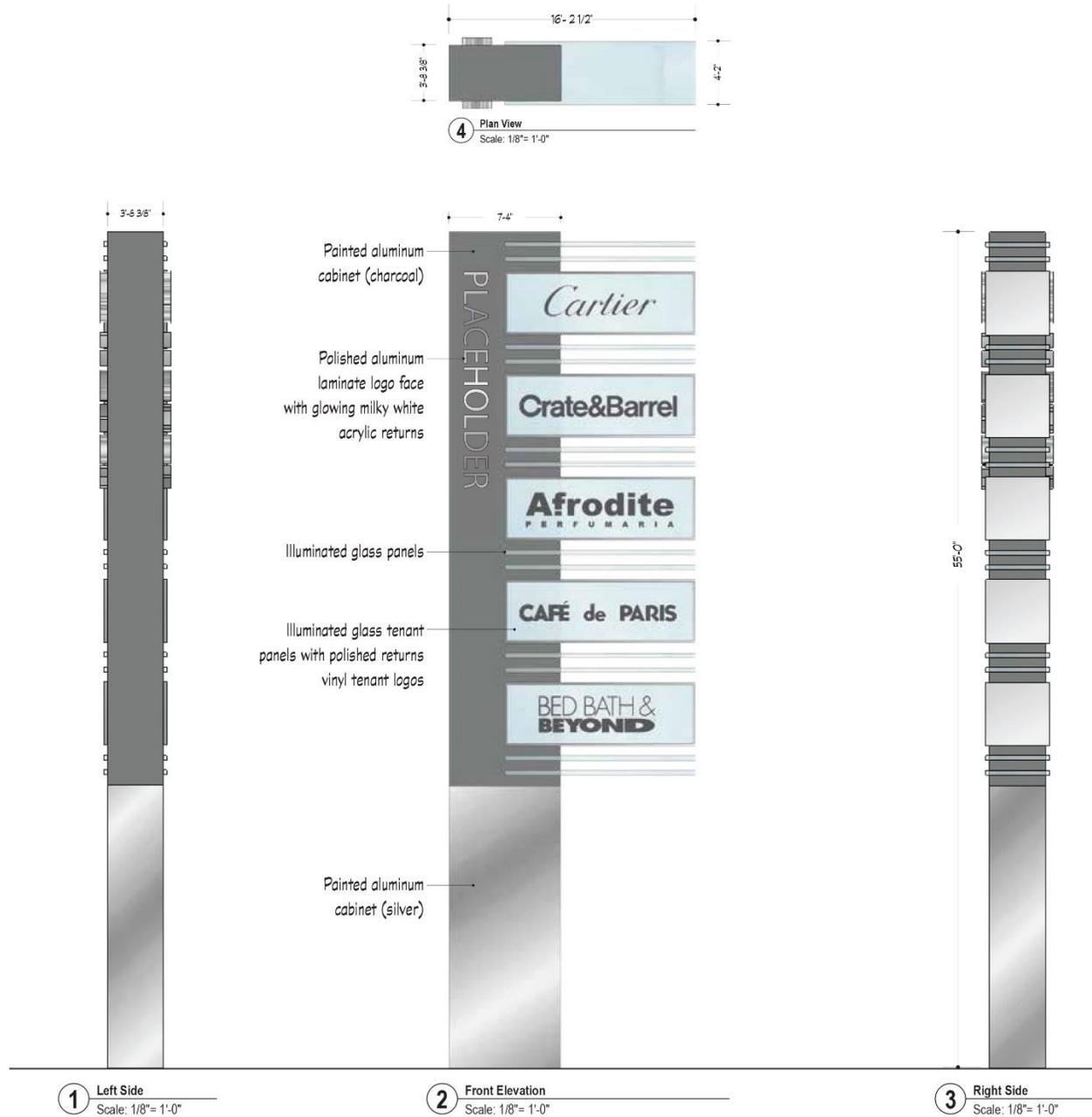


Proposed Major Monument Sign. Final Design pending approval.

Monument, Major Outlet – A ground sign which is supported by uprights or braces in or upon the ground, and includes the name of the outlet within the development and may include the name of the development. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a major freeway fronting the development. The major outlet monument sign shall include the name “Stafford.”

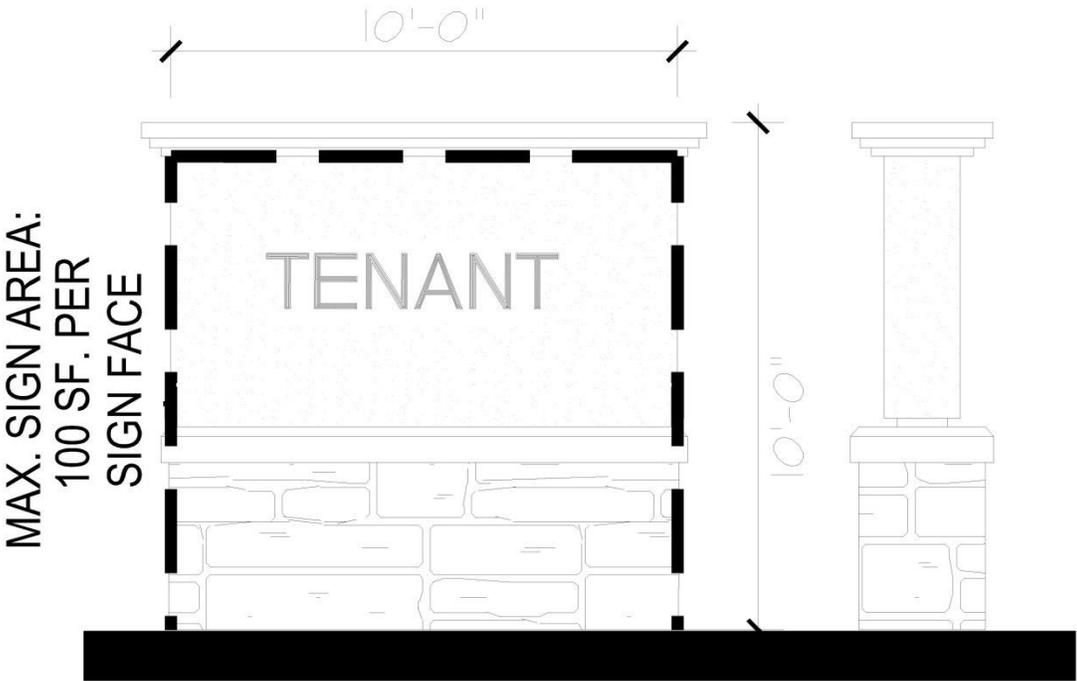


Monument, Minor – A ground sign which is supported by uprights or braces in or upon the ground, and may include the name of or names of several tenants within the development and may include the name of the development. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a feeder road serving the development.



Proposed Minor Monument Sign. Final Design pending approval.

Monument, Pad – A ground sign which is supported upon the ground, and includes the name of the user upon which lot the sign is installed. The height and allowable area are dictated by the Zoning Ordinance. Typically located along a major or minor thoroughfare.



Proposed Pad Monument Sign. Final Design pending approval.

Brick pedestal shown for illustrative purposes only.

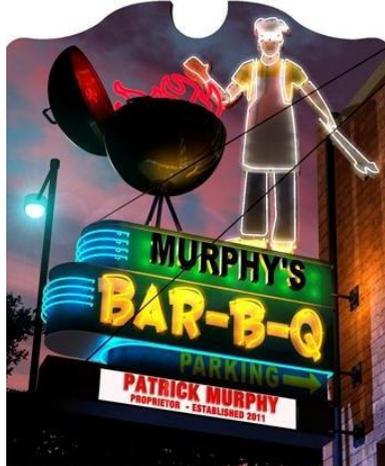
Marquee Sign:

Marquee signs should express characteristics which reflect the elegant, modern and tasteful simplicity of the development architecture.

The following construction methods are encouraged:

1. Externally illuminated 3 dimensional painted or gilded letters.
2. Stencil routed metal panel with internal illumination and color tinted acrylic.
3. Halo illuminated letters.

Signs shall be designed to complement the building architecture and not cover features of the building such as cornices, eaves, windows, door frames, columns and other decorative elements.



Projecting Sign:

To encourage a sense of place projecting signs with unique design and mounting is encouraged.

1. The user shall apply their name and/or logo to both faces of the sign.
2. Signs can be internally, externally illuminated.
3. Bottom of signs shall not extend below 8'-0" above walking surface below.



WALL SIGN:

Wall mounted signs should express characteristics which reflect the elegant, modern and tasteful simplicity of the development architecture.

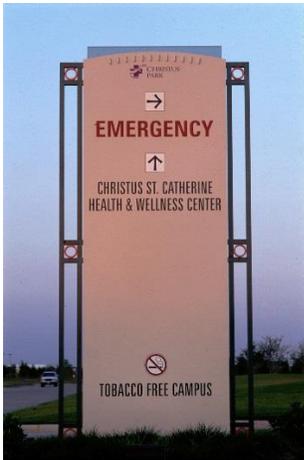
1. Raceway mounted signs are discouraged but will be considered on an individual basis by the "Committee"
2. Signs can be internally or externally illuminated.
3. Halo illuminated channel letters are preferred.
4. Prismatic or three dimensional letters are preferred over flat letters.
5. For retail applications, signs are to be located in sign band areas designed into the building façade.
6. Signs shall not overlap or cover features of the building such as cornices, eaves, windows, door frames, columns or other architectural elements.
7. Upon "Committee" approval, signs can be hand painted onto the wall surface.



WAY FINDING SIGN:

Way finding signs may contain text, maps or other graphic or audible methods of conveying location and direction to travelers within a development.

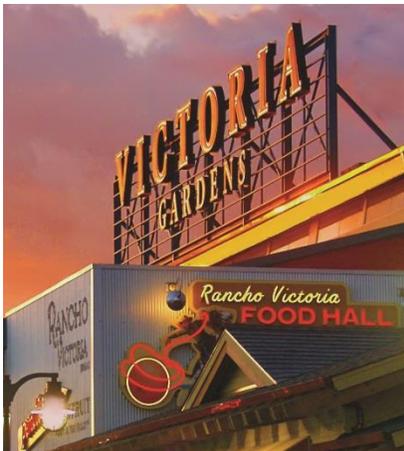
1. Way finding signs are typically ground mounted
2. Signs can be internally or externally illuminated or non-illuminated
3. Signs should not interfere with pedestrian traffic



Roof Sign:

Roof signs should express characteristics which reflect the elegant, modern and tasteful simplicity of the development architecture and compliment the architecture of the building upon which they are installed.

1. The user shall apply their name and/or logo to all faces of the sign from which they can be viewed.
2. Signs can be internally or externally illuminated.
3. Sign structure should not compromise the integrity of the roof.
4. The impact of the sign to the roof and building structure must be evaluated by a structural engineer.
5. Limited to 6 feet in height from roof to point of installation.
6. No more than eight individual building Roof Signs shall be allowed for this development.



Banner Sign

Banner Sign is a long strip of flexible material displaying a slogan, logo, advertisement, etc. and is typically suspended between two points.

1. Banner signs are typically mounted on light poles, ~~but it is not required~~
2. Signs can be internally or externally illuminated or non-illuminated
3. Signs should not interfere with pedestrian traffic



WALL SIGN (OUTLET CENTER):

SIGNAGE TYPE LEGEND – WALL MOUNTED

- L1** 42" HEIGHT SIGN BAND

L2 36" HEIGHT SIGN BAND

L3 APPROXIMATE 25' HIGH X 18' WIDE MAJOR TENANT & LOGO SIGNAGE AREA. THIS AREA MAY CONTAIN UP TO FOUR (4) SIGNS. TOTAL SIGN AREA NOT TO EXCEED 300 SF.

L4 APPROXIMATE 25' HIGH X 14' WIDE MAJOR TENANT & LOGO SIGNAGE AREA. THIS AREA MAY CONTAIN UP TO FOUR (4) SIGNS. TOTAL SIGN AREA NOT TO EXCEED 250 SF.

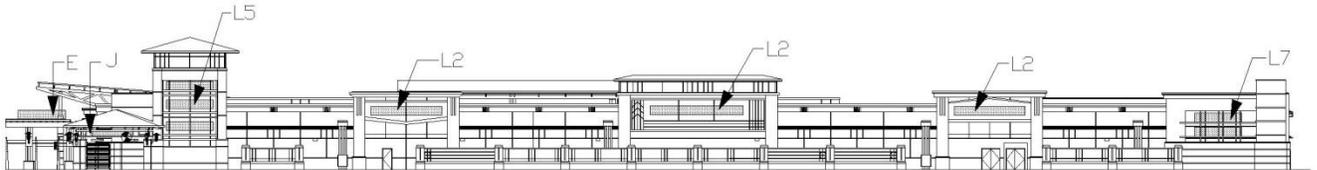
L5 APPROXIMATE 16' HIGH X 16' WIDE MAJOR TENANT & LOGO SIGNAGE AREA. THIS AREA MAY CONTAIN UP TO THREE (3) SIGNS. TOTAL SIGN AREA NOT TO EXCEED 150 SF.

L6 APPROXIMATE 14' HIGH X 16' WIDE MAJOR TENANT & LOGO SIGNAGE AREA. THIS AREA MAY CONTAIN UP TO TWO (2) SIGNS. TOTAL SIGN AREA NOT TO EXCEED 150 SF.
- L7** APPROXIMATE 10' HIGH X 16' WIDE MAJOR TENANT & LOGO SIGNAGE AREA. THIS AREA MAY CONTAIN UP TO TWO (2) SIGNS. TOTAL SIGN AREA NOT TO EXCEED 150 SF.

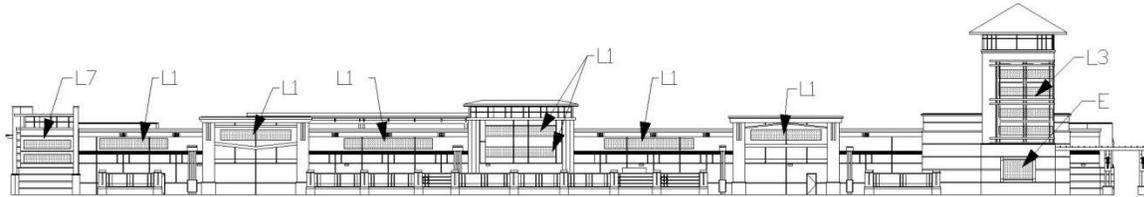
L8 APPROXIMATE 7' HIGH X 14'-3" WIDE MAJOR TENANT & LOGO SIGNAGE AREA. TOTAL SIGN AREA NOT TO EXCEED 100 SF.

L9 APPROXIMATE 9' HIGH X 18'-0" WIDE MAJOR TENANT & LOGO SIGNAGE AREA. TOTAL SIGN AREA NOT TO EXCEED 162 SF.

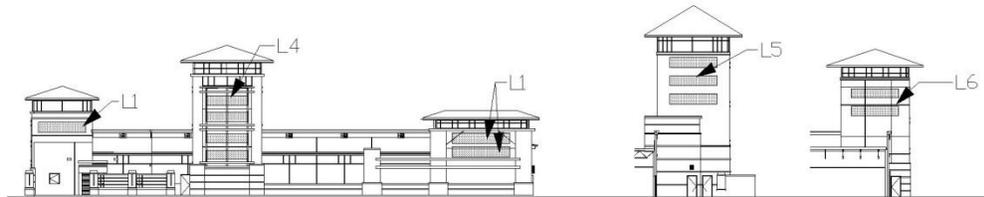
E PROJECT IDENTIFICATION SIGN POTENTIAL LOCATION – 126 SF MAXIMUM AREA.



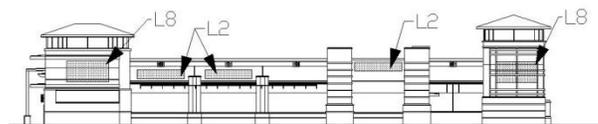
SAMPLE ELEVATION



SAMPLE ELEVATION



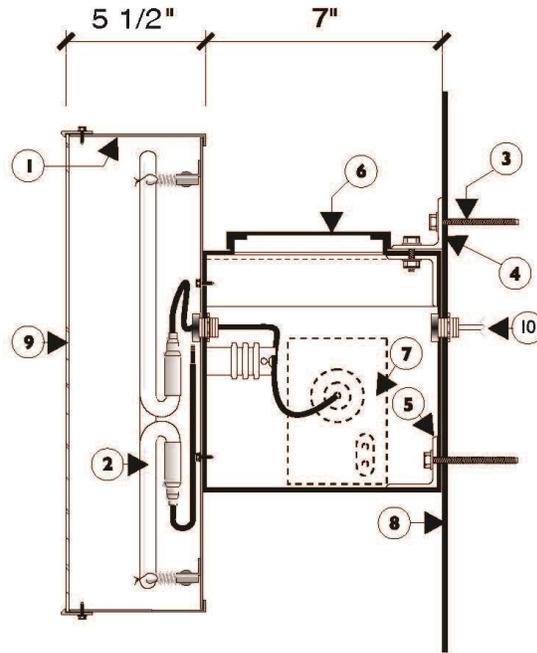
SAMPLE ELEVATION



SAMPLE ELEVATION

Wall Mounted Sign Section:

- 1** 5 1/2" deep deep pre-finished .063 aluminum gauge (min) channel letter returns painted 'Iron Gate' SW 2926 gloss by Sherwin Williams. Cover interior faces of returns with 95% reflective film. Internally illuminated, double-faced polycarbonate, individual letters on building fascias. Any style (block or script) may be used. Upper and lower case letters are allowed. Landlord will have final review over height increases for script letters. Logos, in addition to signage, must be approved. They must be proportionate to height of fascia and sign and in same color as signage and will be included in the maximum are calculations as described above. Box type signs will not be permitted. Other colors may be acceptable subject to approval. Trim cap 1" Black Jewel Lite. Chemically bond to polycarbonate. Front face will be illuminated in color; rear face of letters to be .118 clear Polycarbonate (Lexan) for halo effect.
- 2** Individual letters to be both face and backlit with neon tubing concealed in the letter. Neon to be 15 mm and 30 ma tubing, 6,500 degrees white. Secondary wiring—all transformers and secondary wiring are to be concealed behind parapets or within soffits. Electrical power shall be brought to required location at Tenant's expense. Routing and location of conduit and other required items shall not be visible on front of fascia. Final electrical connection of sign to transformer box will be performed by a licensed electrician approved by Landlord. Landlord will provide access to the sign wiring area.



For window signs, exposed neon tubing is not permitted. Submit three (3) copies of 1/4" = 1'-0" sealed drawings for approval. Tenant shall not apply any other signs to the interior of exterior face of the storefront glass or other materials, unless specifically permitted in the lease.

- 3** Standard mounting
- 4** (3) External angle-iron mounting clips
- 5** 1 1/2" x 1 1/2" x 1 1/8" thk. aluminum angle (top & bottom)
- 6** 7" x 7" EMS Extruded aluminum raceway ptd. to match. "Pad" Tenants may eliminate raceway.
- 7** Transformer UL 21 GFP
- 8** Wall / field survey required prior to install
- 9** Front face is to be .118 Polycarbonate White (#7328).

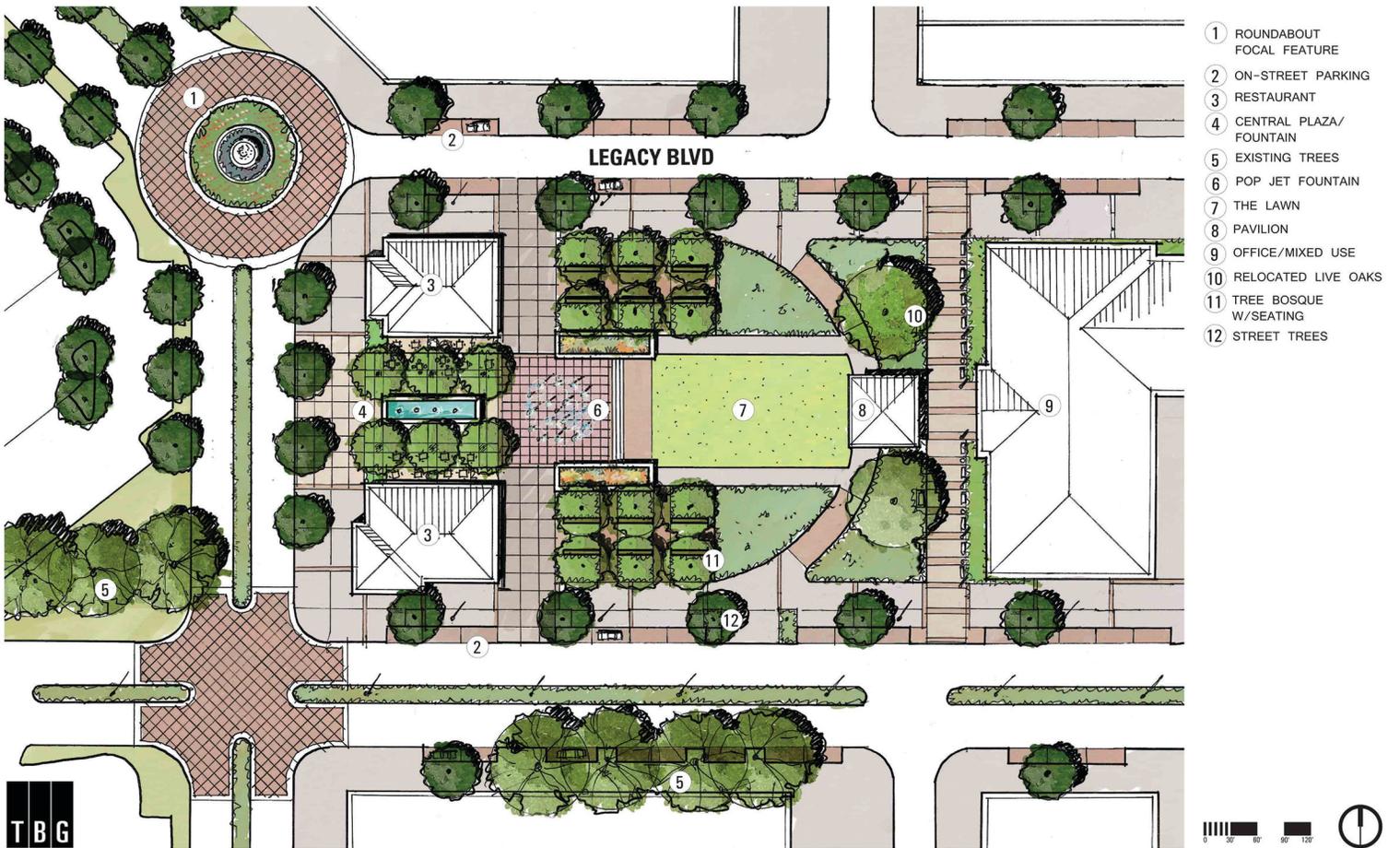
Letters are to be located on signage area of building as determined by Landlord, but generally will be centered vertically. In the case of multiple row signage, the top row, if predominant, will be centered on the signage area, with the secondary row placed within size limitations stated in Schedule 4 Note 4. The assigned position for each Tenant shall be as close to a center-of-frontage location as possible, subject to allowance for positioning corner store signs and suitable space between Tenant signs, as determined by the Landlord. Attachment of signage to meet UL standards. No exposed wiring is permitted. All fasteners used are to be non-corrosive. Tenant will be responsible for all damage to the building incurred during sign installation or removal.

In the case of an irregularly shaped sign or a sign with letters and/or symbols directly affixed to the wall of a building, the area of the sign shall be the entire area within a single continuous rectilinear perimeter of not more than eight (8) straight lines enclosing the extreme limits or writing, representation, emblem or any figure of similar character, together with any material or color forming an integral part or background of the display or used to differentiate such sign from the backdrop or structure against which it is placed.

- 10** Electrical feed - single location.

EXHIBIT G

Central Focus Feature (Green or Lawn)



T B G