

**EXHIBIT "A"**  
**METES & BOUNDS DESCRIPTION**  
**54.95 ACRES OF LAND**  
**GALVESTON COUNTY, TEXAS**  
**BPI - HOU JOB NO. R0100716-70002**  
**FEBRUARY 11, 2011**

BEING A 54.95 ACRE TRACT OF LAND LYING IN THE ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11, GALVESTON COUNTY, TEXAS, BEING OUT OF AND PART OF THAT CERTAIN 801.38 ACRE (CALLED) TRACT LISTED AS "TEXAS CITY POD 6" IN SPECIAL WARRANTY DEED WITH VENDOR'S LIEN RECORDED IN GALVESTON COUNTY CLERK'S FILE NUMBER 2006002502, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, BEARINGS BASED ON THE TEXAS STATE COORDINATE SYSTEM-SOUTH CENTRAL ZONE;

COMMENCING AT A TEXAS DEPARTMENT OF TRANSPORTATION (TXDOT) MONUMENT LOCATED AT THE SOUTH END OF A CURVE MARKING THE END OF THE RIGHT-OF-WAY TRANSITION FOR THE INTERSECTION OF THE SOUTHWEST RIGHT-OF-WAY OF INTERSTATE HIGHWAY NO. 45 (VARYING WIDTH) AND THE SOUTH RIGHT-OF-WAY OF HOLLAND ROAD (80' WIDE) AS RECORDED IN VOLUME 1199, PAGE 407 OF THE DEED RECORDS OF GALVESTON COUNTY, FROM WHICH POINT A 5/8-INCH IRON ROD (FOUND) LIES N 08°38' E - 2.55 FEET;

THENCE S 42°40'27" E, ALONG A NORTHEAST LINE OF SAID 801.38 ACRE TRACT AND THE SOUTHWEST RIGHT-OF-WAY OF INTERSTATE HIGHWAY NO. 45, 498.43 FEET TO A POINT FOR THE MOST EASTERLY NORTHEAST CORNER AND POINT OF BEGINNING OF THE HEREIN DESCRIBED TRACT;

THENCE S 42° 40' 27" E, CONTINUING ALONG THE SOUTHWEST RIGHT-OF-WAY OF INTERSTATE HIGHWAY NO. 45, A NORTHEAST LINE OF SAID 801.38 ACRE TRACT AND OF THIS TRACT, 1,344.64 FEET TO A POINT FOR THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

DEPARTING SAID NORTHEAST LINE AND SAID SOUTHWEST RIGHT-OF-WAY LINE, OVER AND ACROSS SAID 801.38 ACRE TRACT THE FOLLOWING SIXTEEN (16) COURSES;

THENCE S 02°02'54" W, 28.14 FEET TO AN ANGLE POINT;

THENCE S 47°20'48" W, 68.79 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 800 FEET, A CENTRAL ANGLE OF 26°49'55", A CHORD BEARING AND DISTANCE OF S 33°55'52" W - 371.23 FEET;

THENCE ALONG THE ARC OF SAID CURVE, 374.84 FEET TO THE POINT OF TANGENCY;

THENCE S 20°30'55" W, 100.00 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 700 FEET, A CENTRAL ANGLE OF 37°28'33", A CHORD BEARING AND DISTANCE OF S 39°14'11" W - 449.35 FEET;

THENCE ALONG THE ARC OF SAID CURVE 457.45 FEET TO THE POINT OF TANGENCY;

THENCE S 57°57'28" W, 528.48 FEET TO A POINT FOR THE MOST SOUTHERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

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THENCE N 78°34'23" W, 29.07 FEET TO THE POINT OF CURVATURE OF A NON-TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 2,050 FEET, A CENTRAL ANGLE OF 22°47'51", A CHORD BEARING AND DISTANCE OF N 48°47'49" W - 810.31 FEET, AND BEING THE MOST SOUTHERLY SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE ALONG THE ARC OF SAID CURVE, 815.68 FEET TO THE POINT OF TANGENCY;

THENCE N 58°11'45" W, 140.21 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 1,950 FEET, A CENTRAL ANGLE OF 14°55'21", A CHORD BEARING AND DISTANCE OF N 60°44'04" W - 508.44 FEET;

THENCE ALONG THE ARC OF SAID CURVE, 507.87 FEET TO THE POINT OF TANGENCY;

THENCE N 43°16'23" W, 47.98 FEET TO A POINT FOR THE MOST WESTERLY SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE N 04°01'01" E, 27.22 FEET TO A POINT FOR THE MOST WESTERLY NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE N 51°18'25" E, 698.14 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 2,050 FEET, A CENTRAL ANGLE OF 3°57'35", A CHORD BEARING AND DISTANCE OF N 49°18'37" E - 141.65 FEET;

THENCE ALONG THE ARC OF SAID CURVE, 141.68 FEET TO THE POINT OF TANGENCY;

THENCE N 47°20'49" E, 812.78 FEET TO A POINT FOR THE MOST NORTHERLY NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE S 87°39'49" E, 28.29 FEET TO THE POINT OF BEGINNING AND CONTAINING 54.95 ACRES OF LAND MORE OR LESS.

## **EXHIBIT A**

### **Regional Retail**

#### **(a) Purpose of District:**

The term "Regional Retail" means a group of structures and related facilities designed for commercial retail purposes (along with accessory uses) that when completed will contain in the aggregate at least 350,000 square feet of gross building area on the tract more specifically described on Exhibit A hereto, and that are planned and developed as an integrated project.

#### **(b) Principal uses may include:**

1. Retail
2. Restaurant
3. Uses Customarily included within a regional outlet mall

#### **(c) Accessory uses may include:**

1. Surface and structured parking
2. Other uses which are incidental to the principal uses

#### **(d) Development Standards**

1. Developer's land use covenants and design guidelines do not apply to a Regional Retail project.

#### **2. Site Planning**

##### **a. Open Space**

Open space is defined as land not covered by building structures or used for automobile circulation and/or parking. However, open space may include landscape reserves, interior courtyards within the center and pedestrian areas within a landscape area. All open space must be landscaped and irrigated, unless it remains as undisturbed forest, wetland, or other natural area. Open space does not include street rights-of-way.

5% of the overall acreage of a Regional Retail project as a whole must be open space. It is recognized that the site may be subdivided into separately owned parcels. Open space requirements are with respect to the whole of the Regional Retail project and not to any individual component parcel(s) or phase(s).

b. Setbacks

Setback areas, including easements, must be landscaped and irrigated unless they remain as forest, wetland, or other natural area.

1.	The minimum lot area	none
2.	The minimum lot width	none
3.	The minimum lot depth	none
4.	The minimum front yard setback	50 feet from Interstate 45, 25 feet from any major thoroughfare or collector street, 18 feet from any other public or private street.
5.	The minimum rear yard setback	30 feet if adjacent to any Residential Zone
6.	The minimum side yard setback	50 feet from Interstate 45, 25 feet from any other public street, 30 feet if adjacent to any Residential Zone.
7.	The minimum distance between detached structures	12 feet
8.	The maximum lot coverage by structures	65 percent
9.	The maximum lot coverage by structures, driveways and parking	90 percent
10.	The maximum height	No requirements

c. Landscape Requirements

(1) Landscape Plan

A landscape plan meeting at least the below standards shall be provided at time of permit. The general landscaping provisions of the Lago Mar PUD do not apply to a Regional Retail project.

(2) Setbacks

All setbacks in non-forested areas should be landscaped with a combination of low growing shrubs and trees. Berms may be used in lieu of low growing vegetation. Tree clustering is encouraged but not required. All berms should be kept to a maximum slope of 3:1 with a 3 foot maximum height.

(3) Parking Lots

Turf grass and the planting of shade trees for sun screening is required in parking lots and along pedestrian walkways. Parking lots are required to have landscaped "end islands".

One tree is required for every "end island". Trees should be shade and ornamental varieties at least two and one-half (2-1/2) inches in caliper at time of planting.

**(4) Plant Species**

Plant species for all landscaped islands should be carefully selected for tolerance to exhaust fumes and pavement heat. Trees that drop sap are to be avoided as are trees that drop large amounts of blossoms, seeds, and pods that may clog drains. Additionally, the use of trees that are susceptible to insects and disease, as well as trees with expansive root systems that could disrupt paving and underground lines, should be avoided. Those species of trees listed on the overall tree exhibit, entitled Landscape Plan L1.00 are permitted.

**d. Building Orientation**

When orienting and locating the building(s) on a site, visibility and privacy issues from adjacent roads, location of existing trees, parking lot circulation, any pedestrian connections to adjacent buildings or parcels, energy conservation, and impacts to adjacent buildings, existing or future, should be considered by the Developer.

**e. Vehicular Access**

Location of ingress and egress will be controlled and traffic circulation impacts must be carefully evaluated. The developer is responsible for meeting all applicable Texas City traffic standards.

Vehicular access should be designed to:

- Minimize auto/pedestrian conflicts;
- Minimize curb-cuts; and
- Maximize curb cut distance to a major intersection in an effort to minimize automobile conflicts.

Shared curb-cuts between two parcels are encouraged. Driveways or curb-cuts along the curved portion of a frontage road at the intersection of a highway and a major thoroughfare are strongly discouraged.

**f. Service Access and Service Areas**

Service drives and service areas should not materially interfere with parking, driveways or walkways. Service drives and service areas must be screened from properties outside the Regional Retail project and all public rights-of-ways. Service areas should be paved and internally drained. In all cases, screening must use building materials reasonably architecturally compatible with the Regional Retail project.

**g. Outside Storage Operations**

Outside overnight storage of automobiles or motorized vehicles is prohibited, except as incidental to the operations of the Regional Retail development and as is typical in the operation of retail shopping centers found in Texas City, Texas. Outside storage should be screened from public view from properties outside the Regional Retail project and all public rights-of-ways using building materials reasonably architecturally compatible with the Regional Retail project. Towers, tanks, and other roof-top structures or special equipment must be effectively screened from public view.

**h. Minimum Parking Requirements**

The number of parking spaces for employees, customers/visitors, and the handicapped prescribed by the Texas City standards is required for the Regional Retail development as a whole. All parking spaces required to meet parking ratios must be located off street. Parking lots should not be used by delivery or service vehicles either for parking or as the primary means of reaching service areas. At a minimum, the Regional Retail project must meet the minimum parking ratios of Texas City or other applicable local ordinance in effect. Areas for outdoor and sidewalk dining do not generate parking requirements.

**i. Parking Lot Design Standards**

All parking lots shall be designed in accordance with Texas City standard stormwater runoff curves. All driveway connections must be built to the applicable Texas City standards with a minimum turning radius of fifteen feet (15') off of local streets and twenty-five feet (25') off of major thoroughfares. Expansion and construction joints shall be located in accordance with current engineering design principles and sound construction practices. Parking may be developed on grade, below grade, or in multi-level structures above grade. Parking lots must be constructed of concrete.

All parking lots should be separated from service areas and should be designed to discourage use by delivery vehicles for parking, or as the primary means of reaching service areas.

**j. Drainage**

Surface drainage to adjacent tracts is prohibited without the express written consent of the owner of such adjacent tract. The Municipal Utility District and the Water Control and Improvement District in which the project is located, plus the appropriate County Flood Control District, and any and all other appropriate agencies, must inspect and approve connections to their systems when applicable. Surface drainage and roof run-off shall be diverted away from the building foundations, either directly to storm detention areas, storm sewers or their inlets. Drainage from open space of a building may be sheet-drained across a sidewalk to parking lot drainage points. All drainage must be designed by a licensed professional engineer.

**k. Easements**

All recorded easements and rights-of-way must be observed. Any use within the easements must have approval from the easement owner.

**3. Site Elements**

Site elements are improvements to the site which can affect the aesthetics and visual integrity of the site as a whole.

**a. Utility Areas and Communication Equipment**

All utility areas located outside the building must be screened from adjacent public streets. Location of utilities inside the building is preferred. Banks of electric meters shall not be visible from public roadways. All transformers must be pad-mounted and screened by a wall, fence, or landscaping, and/or painted to coordinate with the adjacent building. All transformer electrical drops and utilities must be underground, including secondary power, unless specifically approved by Texas City.

**b. Trash Receptacles and Enclosures**

Trash receptacles must be oriented to the building service areas and screened. The enclosure must be constructed of materials compatible with the building. The enclosure must be two feet (2') taller than the height of the receptacle and a minimum of eight feet (8') in height. Masonry construction is preferred. Gates should be constructed of metal and be opaque. Wood gates supported by a structure of tubular metal are acceptable.

**c. Lighting**

Site lighting fixtures must be installed. Spill-over onto properties other than those within the Regional Retail project must be avoided and is prohibited where such adjacent property is residential. All public street lighting will be installed by the local power company.

For parking lots, the light fixture luminaries should be a basic box shape with light cut-off, such as Kim EKG model or equal, mounted on a metal pole not to exceed forty feet (40') in height. The light color should be warm and consistent with surrounding light sources. Parking lots should be illuminated to a minimum of one (1.0) footcandles (11 lux). Any lighting used to illuminate off-street parking areas shall be located, shielded, and directed upon the parking area in such a manner that it does not reflect or cause glare onto properties other than those within the Regional Retail project or interfere with street traffic.

The light fixture open-space and walkway fixtures should be compatible with the building or other site lighting.

The use of low level lighting, landscape accent lighting and architectural lighting is encouraged. The illumination source should be a "warm light".

**d. Site Furnishings / Play Equipment**

Site furnishings and site architectural elements are encouraged and should be compatible in material and color with the building. Outdoor seating and gathering areas are highly encouraged. Trees in grates and planters located in and near facilities can provide a visual amenity and incorporate seating areas. All paving and tree grates should provide safe footing for pedestrians.

Exterior playground equipment shall not exceed twelve feet (12') in height. Multi-colored canopies are strongly discouraged. Play equipment should be substantially screened from adjacent residential uses.

**4. Structures**

**a. Building Design and Character**

Restaurants, retail, banks, and other retail or commercial business with nationally or regionally recognized brands shall be allowed to implement their standard prototypical design, colors and building features, anything herein to the contrary notwithstanding. It is recommended (but not required) that where possible, such uses should use complementary trim colors or materials similar to the design and theme of the overall Regional Retail project.

Design codes of the appropriate jurisdiction must be met and in all cases, shall meet or exceed the requirements of the Texas City Building Code or the International Building Code.

Building locations should reflect consideration for roadway visibility, arcades, and parking lot circulation. Buildings on corner sites should be positioned close to roadways with landscaping between the building and the adjacent street pavement.

Buildings should be finished in the same materials on all sides. Building-mounted signage, or sign bands, where necessary, should be integrated into the elevation design.

Multi-tenant buildings should be constructed with compatible materials and design characteristics in order to present the identity of an organized building cluster. There should be a compatible family of design elements in building form and materials, roof lines, colors, and landscaping.

**b. Energy Conservation**

Energy-conscious design may include building siting, exterior building envelopes, energy-efficient heating, ventilating, air conditioning, water heating, illuminating systems, and other equipment for effective use of energy where effectively possible and economical.

c. Exterior Materials and Colors

Acceptable materials are concrete, concrete block, glass, glass block, brick, split face concrete block, stone, wood and metal (limited to accent features), stucco and stucco-like materials. Use of energy-conserving glass should be considered in construction material selections. Earth-tones are permitted for dominant wall colors for building materials. An accent color may be applied.

d. Roof Design and Materials

Roof forms and roof materials on all buildings within a Regional Retail project should be architecturally compatible with one another. Pedestrian arcades, canopies, and overhangs may be integrated with the roof form. Roof color should be uniform and integral to the materials. Acceptable materials include asphalt shingle, wood simulated composition, slate, metal, and built-up or single-ply membrane.

e. Roof-top Equipment

Roof-top penetrations and mechanical equipment must be completely screened from view (from a height of 6'-0" above ground level within the parking lot area for the building on which such equipment is located) and predominantly screened from observation at distances greater than approximately 100 feet from a building by a parapet wall. The parapet wall must be compatible with building materials. Where partially visible, roof-top equipment shall be of a regimented pattern and of consistent color.

f. Pedestrian Arcades

Pedestrian arcades and covered walkways are encouraged and may be incorporated to link adjacent buildings. Arcades and canopies create identity and provide shade.

g. Awnings

Awnings that serve a functional purpose and are compatible with the building forms are acceptable. Awnings may be installed over openings such as doorways, windows, recessed openings and archways. The use of angled or "lean-to" type awnings are preferred over other configurations. Awnings are recommended to be one solid color. Multicolor and/or striped awnings are discouraged.

Awnings may be constructed of canvas and metal. The frame must be securely attached to the building and finished in a non-corroding surface.

## 5. Signage

Except as more particularly described below, signage must comply with the applicable Regulations of On-premise Signs in Texas City (the "City Sign Regulations"). The following signage is allowed for Regional Retail projects subject to the conditions enumerated below.

a. Location

Signs are prohibited in public utility easements unless expressly authorized by such public utility. Signs shall be located so as not to, in the reasonable opinion of the Texas City Traffic Engineer, adversely restrict the vision of drivers entering or leaving the Property.

b. Sign Types:

(1) Primary Project Identification Sign #1

For the purpose of identifying the name and project logo/icon of a Regional Retail project in a manner visible from I-45, one (1) monument sign meeting the following criteria (the "Primary Project Identification Sign #1") may be installed for each Regional Retail project that fronts I-45.

The Primary Project Identification Sign #1 shall not exceed 35 feet in height.

The face or sign area of the Primary Project Identification Sign #1 (not including any support or structural area) shall not exceed 725 square feet each face. The project logo/icon may extend beyond the face of the sign, provided it does not cause the total sign area to exceed 725 square feet each face. Letter height shall be limited to 5 feet.

The Primary Project Identification Sign #1 shall contain only the project name and project logo/icon and shall not identify any specific occupants of the Property.

The Primary Project Identification Sign #1 shall be illuminated by individual internally-illuminated letters with reverse channel, halo, plex face or routed panel with push through letters.

(2) Project Identification Monuments

For the purpose of identifying the name and project logo/icon of a Regional Retail project, one (1) monument sign meeting the following criteria (each a "Project Identification Monument") may be installed near each vehicular entrance to a Regional Retail project.

Each Project Identification Monument shall not exceed 12 feet in height and 25 feet in length.

The face or sign area of each Project Identification Monument shall not exceed 120 square feet each face.

Each Project Identification Monument may contain the project name, project logo/icon, and Tenant Panels.

Project Identification Monuments shall be illuminated either by: (i) ground-mounted fixtures, or (ii) internally illuminated channel letters with reverse channel, plex face or routed panel with push-through letters. Only the Tenant Panels may be plex face.

(3) Specialty Project Identification Signage

For the purpose of identifying the name of a Regional Retail project in a decorative manner, individual letters ("Specialty Project Identification Signage") may be proposed by the developer.

(4) Pad Tenant Identification Monuments

For the purpose of identifying the name and logo/icon of occupants of pad sites within a Regional Retail project, one (1) monument sign meeting the following criteria (each a "Pad Tenant Identification Monument") may be installed at each pad site that has frontage on a publicly dedicated street.

Each Pad Tenant Identification Monument shall not exceed 6 feet in height and 10 feet in length.

The face or sign area of each Pad Tenant Identification Monument shall not exceed 60 square feet each face.

Each Pad Tenant Identification Monument shall be illuminated either by: (i) ground-mounted fixtures, or (ii) with internally illuminated channel letters with reverse channel, halo, plex face or routed panel with push-through letters. Only the tenant symbol/logo may be plex face.

Each pad site occupant may use its prototypical color, logos and script.

(5) Tenant Identification Berm Wall Signs

For the purpose of identifying the name and logo/icon of primary tenants / anchors within a Regional Retail project in a manner visible from I-45, a maximum of five (5) berm wall signs (each a "Tenant Identification Berm Wall Sign") may be installed within each Regional Retail project that fronts I-45.

Each Tenant Identification Berm Wall Sign shall not exceed 6 feet in height. The lettering on the signs shall not exceed 2 feet in height.

Each Tenant Identification Berm Wall Sign shall be illuminated either by: (i) ground-mounted fixtures, (ii) with internally illuminated reverse channel letters, or (iii) routed panel with push through letters.

(6) Project Identification Building Signs

For the purpose of identifying the name and project logo/icon of a Regional Retail project, signs (each a "Project Identification Building Sign") may be installed within each Regional Retail project on the towers or other architectural features of buildings.

The height of each Project Identification Building Sign shall not exceed the height of the tower or architectural feature upon which it is located.

The face or sign area of each Project Identification Building Sign shall not exceed 250 square feet.

Each Project Identification Building Sign shall be illuminated by individual internally-illuminated letters, reverse channel with shallow return and clear lexan backs. The face of the sign shall be opaque. The project symbol/logo may be internally-illuminated channel letter with a plex face.

#### (7) Auto Directional Signs

For the purpose of facilitating circulation and parking within a Regional Retail project, signs (each an "Auto Directional Sign") may be installed within a Regional Retail project.

Auto Directional Signs shall not include traffic control devices. Nothing shall limit the number or location of traffic control devices installed within a Regional Retail project in accordance with Texas Manual on Uniform Traffic Control Devices published from time to time by the Texas Department of Transportation.

Auto Directional Signs shall not exceed 6 feet in height.

The face or sign area of each Auto Directional Sign shall not exceed 15 square feet each face.

The letters on each Auto Directional Signs shall not exceed 4 inches in height.

No Auto Directional Sign shall be illuminated. The letters shall consist of reflective vinyl, or similar material.

#### (8) Parking Area/Aisle Identification Signs

For the purpose of differentiating parking areas and aisles within a Regional Retail project, signs (each a "Parking Area/Aisle Identification Sign") may be installed on parking lot light poles or fixtures within a Regional Retail project.

No Parking Area/Aisle Identification Signs shall exceed 15 feet in height and will consist of 3 individual face panels at each light pole location.

The face panel or sign area of each Parking Area/Aisle Identification Sign shall not exceed 8 square feet each face.

No Parking Area/Aisle Identification Signs shall be illuminated other than that provided by parking lot lighting.

(9) Plaza Zone Entry Identifiers

For the purpose of identifying entries and assisting shoppers in locating shopping area zones, Spires (each a "Plaza Zone Entry Identifier") may be installed in entry plaza areas within a Regional Retail project.

Project Plaza Zone Entry Identifiers shall be free standing structures to display each regional icon and name. Spires shall be illuminated either by: (i) ground-mounted fixtures, or (ii) with internally illuminated channel letters with reverse channel, halo, plex face or routed panel with push-through letters. Only the gallery icon may be plex face.

(10) Project Directory Signs

For the purpose of identifying the location of businesses on the interior portion of a Regional Retail project, signs (each a "Project Directory Sign") may be installed within the pedestrian areas of a Regional Retail project.

Project Directory Signs shall be internally illuminated with concealed lamps at the perimeter of the cabinet holding the map and business names.

(11) Project Pathfinder/Gallery Zone Identifiers

For the purpose of assisting shoppers locate retailers and shopping area zones, signs (each a "Project Pathfinder/Gallery Zone Identifier") may be installed in courtyard areas within a Regional Retail project.

No Project Pathfinder/Gallery Zone Identifier shall be illuminated. Each sign shall consist of silk-screened graphics on an aluminum panel with a reflective vinyl copy.

(12) Gallery Zone Identifiers

For the purpose of identifying shopping area zones, signs (each a "Gallery Zone Identifier") may be installed at the entrance to each shopping area zone within a Regional Retail project.

Each Gallery Zone Identifier shall be building-mounted at a height compatible with the surrounding architectural motif.

The face or sign area of each Gallery Zone Identifier shall not exceed 10 square feet each face.

(13) Tenant Peripheral Building Signage

For identifying the name and logo/icon of businesses within a Regional Retail project, building signs (each a "Tenant Peripheral Building Sign") may be installed on the

peripheral facade of buildings and on screening walls within a Regional Retail project. Tenant peripheral signage that is located on the rear of the buildings shall not be required to be located on the premises of such tenants.

(a) Form

Tenant Peripheral Building Signs consist of a message area in either a graphic band or band integrated into the facade of the building or individual fascia-mounted signs extending along the facade of the building. Building-mounted identification must be individual letters and logos. Individual dimensional, halo-lit letters are permitted on top of a curved raceway, acrylic punch thru letter within the face of the raceway may be used for the secondary line of text. Each of the following are permitted:

- (i) Internally illuminated individual channel letters with opaque metal sides and opaque or acrylic plastic faces;
- (ii) Reverse channel letters with halo illumination and opaque letter sides and faces;
- (iii) Dimensional wood, metal, glass or other material with a permanent appearance indirectly illuminated; and
- (iv) Incised signing cast into or carved out of an opaque material, indirectly illuminated.

Signs shall have a 3 foot side separation between adjacent tenant signs or projecting architectural element. Tenant Peripheral Building Signs facing residential areas within the Regional Retail project may not be plex-face illuminated, signs that are halo-lit shall be allowed.

(b) Quantity

Multi-tenant retail and commercial centers will be allowed one (1) Tenant Peripheral Building Sign for each retail tenant with an exposed facade. For retail tenants with two or more major exposures, such as at building ends facing major thoroughfares, one (1) additional sign is permitted for each such tenant.

With respect to each exterior wall of every building within a Regional Retail project, the sum of the horizontal lengths of all Tenant Peripheral Building Signs located on a wall shall not exceed 66% of the total horizontal length of such wall.

(c) Dimensions

No Tenant Peripheral Building Sign located adjacent to the exterior of a tenant's premises shall exceed 75% of the length of such tenant's storefront or be closer than eighteen (18) inches from the end of such tenant's demised premises.

If a graphic band is used on a multi-tenant retail or commercial building, such band shall not exceed forty-eight (48) inches in height. Textual Tenant Peripheral Building Signs located within such sign band shall not exceed forty-two (42) inches in height.

Textual Tenant Peripheral Building Signs located on building towers shall not exceed forty-eight (48) inches in height on elevations fronting a freeway and thirty-six (36) inches in height on all other building tower elevations.

Any tenant with a demised premises larger than 10,000 square feet may increase the maximum height of any single letter within its textual Tenant Peripheral Building Sign to sixty (60) inches.

Notwithstanding the foregoing, any Tenant Peripheral Building Sign that uses a tenant symbol or logo in lieu of text may exceed the foregoing height limits by up to twelve (12) inches. Additionally, on a limited basis specific locations identified in the applicant's submittal may be used for large tenant symbols or logos that are in excess of the foregoing limits.

#### (14) Pad Tenant Wall Signage

For the purpose of identifying the name and logo/icon of occupants of pad sites within a Regional Retail project, signs meeting the following criteria (each a "Pad Tenant Wall Sign") may be installed on walls of buildings located on pad sites within a Regional Retail project. Each Pad Tenant Wall Sign shall be illuminated by internally-illuminated letters, reverse channel with a shallow return. The face of the sign shall be opaque. The symbol/logo may be internally illuminated channel letter with a plex face. No Pad Tenant Wall Sign may be painted directly on the wall of a building.

#### (15) Construction Phase Signs

For the purpose of setting forth information concerning a building or other structure under construction (including the name of planned occupant(s), opening date, contractors, engineers and/or architects), up to two (2) signs (each a "Construction Phase Sign") may be temporarily installed at each such construction site within a Regional Retail project.

Each Construction Phase Sign shall be a minimum of 20 feet from the property line.

No Construction Phase Sign shall exceed 20 feet in height.

The face or sign area of each Construction Phase Sign shall not exceed one hundred thirty (130) square feet each face.

No Construction Phase Sign shall be illuminated.

Each Construction Phase Sign shall be removed prior to the issuance of a Certificate of Occupancy for the building or other structure associated with such sign.

Banner signs advertising the opening of a business shall be permitted for a period of 60 days following the issuance of a Certificate of Occupancy for such building or other structure.

(16) Promotions

(a) Promotional Special Events

Temporary signs and other temporary structures may be installed within outdoor portions of a Regional Retail project up to four (4) times per calendar year for a period of up to thirty (30) days each in association with promotional campaigns or other special events. Such temporary signs and structures may be utilized for the promotional period only.

Service Station promotional graphics and merchandise displays are strongly discouraged. When they are used, however, they must be contained under the canopy area or against one designated building wall.

(b) Banner Signs

Promotional:

Banners may be used during a promotion/special event once per year for a period of sixteen (16) consecutive days.

Banners used for temporary identification must be securely fastened on all four (4) corners to the fascia. If the banner meets these conditions it will be permitted for a period not to exceed thirty (30) days. The banners will be permitted for identification purposes only and should display the name of the facility or an abbreviation of that name.

Banners intended for advertising purposes such as Grand Opening, Open Now sales and advertising slogans are allowed.

Community Identity:

Street banners are special graphic elements that depend on good design. Banners may be displayed only in specially designated town center or community center areas. This type of banner may be displayed from street light standards or special free standing banner standards only.

6. Street and Sidewalk Design

(a) Street Sections

For any street or sidewalk within or abutting a Regional Retail project, design and construction must be in accordance with the street sections attached hereto in Exhibit B.

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BPI - HOU JOB NO. R0100716-70002  
FEBRUARY 11, 2011**

BEING A 54.95 ACRE TRACT OF LAND LYING IN THE ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11, GALVESTON COUNTY, TEXAS, BEING OUT OF AND PART OF THAT CERTAIN 801.38 ACRE (CALLED) TRACT LISTED AS "TEXAS CITY POD 6" IN SPECIAL WARRANTY DEED WITH VENDOR'S LIEN RECORDED IN GALVESTON COUNTY CLERK'S FILE NUMBER 2006002502, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, BEARINGS BASED ON THE TEXAS STATE COORDINATE SYSTEM SOUTH CENTRAL ZONE;

COMMENCING AT A TEXAS DEPARTMENT OF TRANSPORTATION (TXDOT) MONUMENT LOCATED AT THE SOUTH END OF A CURVE MARKING THE END OF THE RIGHT-OF-WAY TRANSITION FOR THE INTERSECTION OF THE SOUTHWEST RIGHT-OF-WAY OF INTERSTATE HIGHWAY NO. 45 (VARYING WIDTH) AND THE SOUTH RIGHT-OF-WAY OF HOLLAND ROAD (60' WIDE) AS RECORDED IN VOLUME 1199, PAGE 407 OF THE DEED RECORDS OF GALVESTON COUNTY, FROM WHICH POINT A 5/8-INCH IRON ROD (FOUND) LIES N 08°38' E - 2.55 FEET;

THENCE S 42°40'27" E, ALONG A NORTHEAST LINE OF SAID 801.38 ACRE TRACT AND THE SOUTHWEST RIGHT-OF-WAY OF INTERSTATE HIGHWAY NO. 45, 498.43 FEET TO A POINT FOR THE MOST EASTERLY NORTHEAST CORNER AND POINT OF BEGINNING OF THE HEREIN DESCRIBED TRACT;

THENCE S 42° 40' 27" E, CONTINUING ALONG THE SOUTHWEST RIGHT-OF-WAY OF INTERSTATE HIGHWAY NO. 45, A NORTHEAST LINE OF SAID 801.38 ACRE TRACT AND OF THIS TRACT, 1,344.54 FEET TO A POINT FOR THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

DEPARTING SAID NORTHEAST LINE AND SAID SOUTHWEST RIGHT-OF-WAY LINE, OVER AND ACROSS SAID 801.38 ACRE TRACT THE FOLLOWING SIXTEEN (16) COURSES;

THENCE S 02°02'54" W, 28.14 FEET TO AN ANGLE POINT;

THENCE S 47°20'49" W, 69.79 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 800 FEET, A CENTRAL ANGLE OF 26°49'55", A CHORD BEARING AND DISTANCE OF S 33°55'52" W - 371.23 FEET;

THENCE ALONG THE ARC OF SAID CURVE, 374.64 FEET TO THE POINT OF TANGENCY;

THENCE S 20°30'55" W, 100.00 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 700 FEET, A CENTRAL ANGLE OF 37°26'33", A CHORD BEARING AND DISTANCE OF S 39°14'11" W - 449.35 FEET;

THENCE ALONG THE ARC OF SAID CURVE 457.45 FEET TO THE POINT OF TANGENCY;

THENCE S 57°57'28" W, 528.48 FEET TO A POINT FOR THE MOST SOUTHERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE N 78°34'23" W, 29.07 FEET TO THE POINT OF CURVATURE OF A NON-TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 2,050 FEET, A CENTRAL ANGLE OF 22°47'51", A CHORD BEARING AND DISTANCE OF N 46°47'49" W - 810.31 FEET, AND BEING THE MOST SOUTHERLY SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE ALONG THE ARC OF SAID CURVE, 815.68 FEET TO THE POINT OF TANGENCY;

THENCE N 58°11'45" W, 140.21 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 1,950 FEET, A CENTRAL ANGLE OF 14°55'21", A CHORD BEARING AND DISTANCE OF N 50°44'04" W - 506.44 FEET;

THENCE ALONG THE ARC OF SAID CURVE, 507.87 FEET TO THE POINT OF TANGENCY;

THENCE N 43°16'23" W, 47.96 FEET TO A POINT FOR THE MOST WESTERLY SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE N 04°01'01" E, 27.22 FEET TO A POINT FOR THE MOST WESTERLY NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

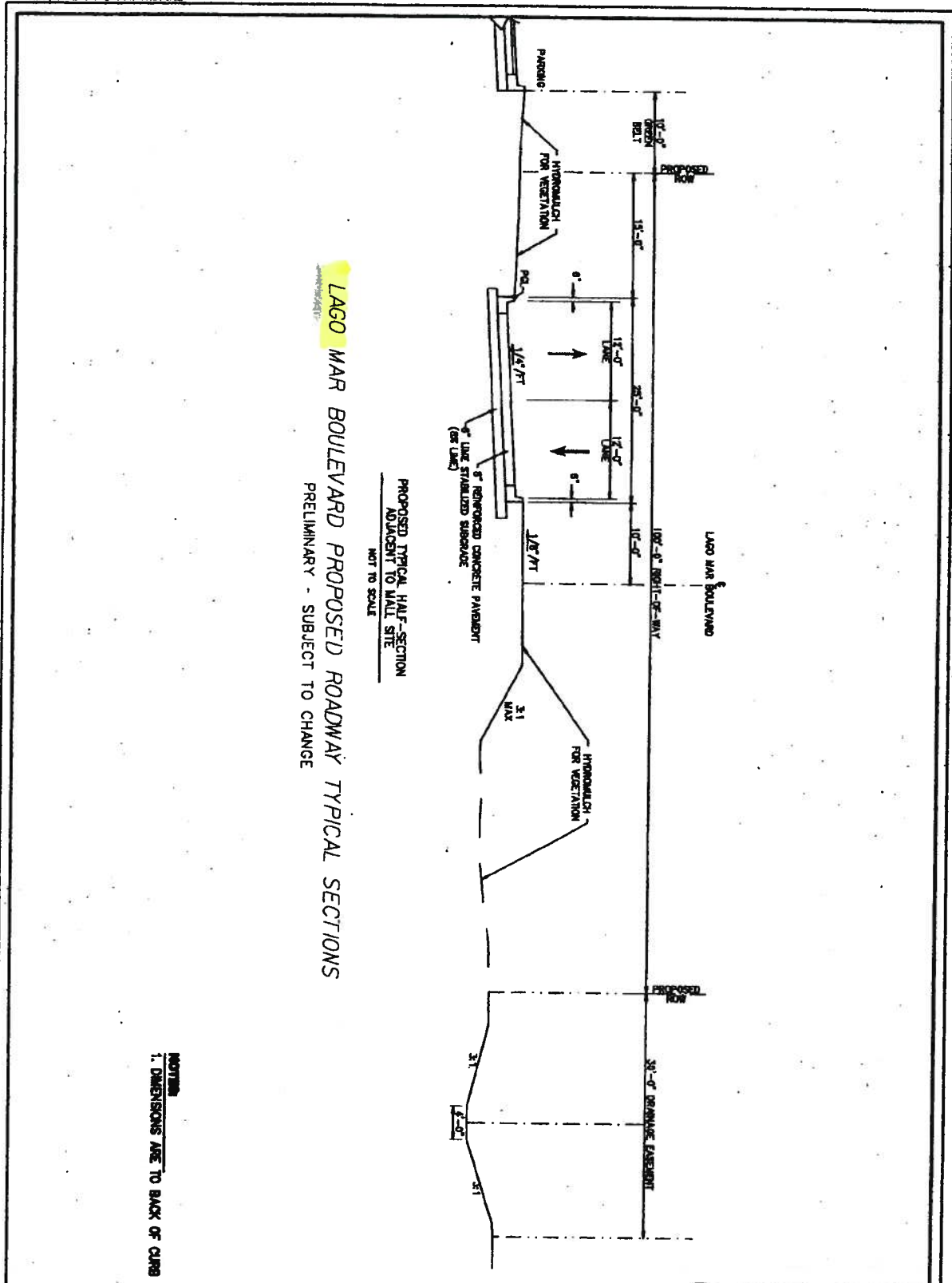
THENCE N 51°18'25" E, 696.14 FEET TO THE POINT OF CURVATURE OF A TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 2,050 FEET, A CENTRAL ANGLE OF 3°57'35", A CHORD BEARING AND DISTANCE OF N 49°19'37" E - 141.65 FEET;

THENCE ALONG THE ARC OF SAID CURVE, 141.68 FEET TO THE POINT OF TANGENCY;

THENCE N 47°20'49" E, 812.76 FEET TO A POINT FOR THE MOST NORTHERLY NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE S 87°39'49" E, 28.29 FEET TO THE POINT OF BEGINNING AND CONTAINING 54.95 ACRES OF LAND MORE OR LESS.

**EXHIBIT B**



**LAGO MAR BOULEVARD PROPOSED ROADWAY TYPICAL SECTIONS**  
 PRELIMINARY - SUBJECT TO CHANGE

PROPOSED TYPICAL HALF-SECTION  
 ADJACENT TO MALL SITE  
 NOT TO SCALE

NOTES  
 1. DIMENSIONS ARE TO BACK OF CURB

	ROADWAY IMPROVEMENTS IN THE LAGO MAR PUB	PROPOSED LAGO MAR BOULEVARD ROADWAY TYPICAL SECTIONS
	GALVESTON PREMIUM OUTLETS, LLC FOR TAX INCREMENT REINVESTMENT ZONE NO. 1	

