

Exhibit F

HEMET VALLEY MALL

SIGN CRITERIA

The sign criteria contained in this Exhibit ("Sign Criteria") have been established to assure an outstanding Center and for the mutual benefit of all tenants. Tenant covenants and agrees to design, construct and install Tenant's signage at the Premises at Tenant's sole cost and expense in accordance with these Sign Criteria, as set forth below, prior to Tenant opening for business in the Premises. Conformance to detailed sign drawings and specifications which have obtained the prior approval of Landlord will be strictly enforced and any non-conforming sign must be brought into conformance at the sole expense of Tenant. Landlord and the Project Architect shall administer and interpret these Sign Criteria.

While Landlord must retain strict control over the design and installation of Tenant's signage, more imaginative and creative designs that will lend themselves to the unique features of the Center are encouraged. To this end, Landlord will consider any signage and/or graphic design that may vary from the Sign Criteria as defined below, so long as, in Landlord's sole discretion, the design will enhance Tenant's storefront, not conflict with adjacent signage, and contribute to the overall theme of the Center. The graphic identification should be symbolic of the business therein rather than the standard "letter copy." The designer should consider using original art in the place of the standard advertising graphics.

All signs are required to be illuminated. Face light is preferred, although the signs may be backlit. Indirect lighting may be used as long as the source for the light is within Tenant's Premises.

Tenants will confine their signing and/or graphics to an area located directly on the storefront area.

1. General Requirements - All Tenants.

A. Tenant shall submit or cause to be submitted to Landlord for approval before fabrication, not less than four (4) copies of detailed drawings indicating the location, size, layout, design, materials and color of the proposed sign, including all lettering and graphics. Such drawings shall be submitted concurrently with sufficient architectural drawings to show the exact relationship with the store design.

B. Tenant shall obtain and pay the entire cost of all permits, approvals, construction, installation and maintenance of its respective sign.

C. Tenant shall be responsible for the fulfillment of all requirements of these Sign Criteria.

D. Tenant shall not affix nor maintain upon any glass or other material on the mall storefront any signs unless Tenant shall first have received the written approval of Landlord.

E. There will be no Tenant signage allowed upon the exterior of the building. No signs shall be permitted on canopy roofs or building roofs.

F. Advertising Content. The advertising or informational content of Tenant's signs shall be limited to letters designating Tenant's Trade Name only. No additional advertising will be permitted; i.e., "Discount Sales," "Quality Shoes," "Men's Wear," etc., or miscellaneous brand names included in its operation. Crests, corporate shields or logos may be permitted at the sole discretion of Landlord. The Trade Name designation shall not specify the merchandise offered for sale or the services rendered, and shall contain no advertising devices, slogans, symbols or marks, such as symbols of credit cards accepted, etc. No advertising placards, banners, pennants or signs, other than those specifically approved by Landlord, shall be affixed upon the glass panes or supports of the store window and doors. Neither will they be affixed to the exterior of the storefront or within ten feet (10') of the lease line.

G. Quality of Materials. All signs shall be constructed of premium quality.

H. Mounting. Signs shall be applied directly to the storefront. (See Section "T" below for construction requirements.)

I. Underwriters Laboratory and Code Requirements. All illuminated signs shall be fabricated and installed in compliance with all applicable code requirements and shall bear an

Underwriter's Laboratory (UL) label. No manufacturers' or approval agencies' label can be exposed to public view.

J. Sign Dimension. Horizontal sign area shall be not more than two-thirds (2/3) of the width of the store frontage and at least three feet (3') from nearest adjacent lease line. Also, sign area shall not exceed ten percent (10%) of the area of the storefront. Sign dimensions are determined by circumscribing a rectangle around the main body of the sign. Should Tenant feel that a larger sign would contribute to the overall design of the Center, Landlord will review the proposal. Signs shall not exceed a depth of five inches (5"). (Refer to Sheet SC-1.)

K. Miscellaneous. If Tenant has a non-customer door for receiving merchandise, it shall contract with Landlord to paint its name and address on the door in two inch (2") high block letters. Where the door may serve more than one tenant, each name and address shall be applied. Letters shall be of the type style shown on Sheet SC-2 attached hereto and shall be approximately four feet (4') to six feet (6') above the floor. Color of letters to be selected by Landlord. No other painted lettering shall be allowed.

L. Contractors. Tenant is fully responsible for the actions of its sign contractors, including the repair of any damage caused by the sign contractors. Ladders, cranes, scaffolding or other equipment used for the installation of signs will not be permitted in the Center during business hours.

M. Letter Height, Depth and Style. The height of sign letters or other components must not exceed fourteen inches (14") if all letters are capitals. If of capitals and lowercase, capitals shall not exceed sixteen inches (16") with lower case letters proportionate thereto. The depth of the letters must be such that the face of the letter does not extend more than five inches (5") from the storefront. Letters applied to surfaces not protected by arcades above must be peg-mounted from the wall a maximum of three-quarters (3/4) inch. No script will be allowed except where, in Landlord's opinion, Tenant has an established publicly recognizable "logo" or store signature or based on approval by Landlord.

N. Location. Tenants are encouraged to creatively integrate signage location into the storefront design. Signs shall be permitted only within the sign areas designated by Landlord. No sign or any portion thereof may project above the parapet or top of the wall upon which it is mounted.

O. Trademarks or Manufacturers' Names. Signs must not display on any portion of the storefront the name, stamps or decals of the sign manufacturer or installer.

P. Permits. All permits for signs and their installation will be obtained by Tenant with a copy sent to Landlord prior to installation.

Q. Installation. No exposed raceways, crossovers or conduits will be permitted. All cabinets, conductors, transformers or other equipment must be concealed from public areas. All illuminated lights must be activated during Center business hours and wired to a time clock on a separate circuit provided with a lockoff device. Tenant's sign shall draw electrical power from Tenant's own electrical system.

R. Brightness. No sign within the Center shall exceed a maximum brightness of one hundred (100)-foot lamberts.

S. Sign Completion. One sign or other graphic treatment will be required per storefront. Where there is a storefront at a corner condition, one sign for each storefront face will be allowed. All signs must be installed and operational before the store opens.

T. Construction Requirements All Occupants.

(i) All metal signs, sign bolts, fastenings and clips shall be hot-dipped galvanized iron, stainless steel, aluminum, brass or bronze, and no black iron materials of any type will be permitted. Angle clips attached to the letter sides will not be permitted.

(ii) Location of all openings in Tenant's storefront for conduit and sleeves shall be shown on the drawings submitted to Landlord for approval, and installation shall conform with the approved drawings.

(iii) Tenant or its sign contractor shall be responsible for and shall repair any damage to any work caused by its work.

(iv) Tenant shall be responsible for the performance of its sign contractor.

U. Other Stores. The provisions of this Exhibit F, except as may be otherwise expressly provided in the REA(s), shall not be applicable to the Other Stores, it being understood and agreed that these occupants may have their usual identification signs on their buildings, as the same exist on similar buildings operated by them in Southern California from time to time, including enclosed mall entrance signs which may be similar to those of the same occupants which are located in other enclosed mall shopping centers in Southern California; provided, however, there will be no rooftop signs which are flashing, moving or audible. Not all of the provision of this Exhibit F shall be applicable to signage on Other Store outbuildings or other buildings which are not part of the enclosed mall. Nothing herein shall be deemed to prohibit the Other Stores from having identification signs attached to the exterior facades of any mechanical penthouse upon their respective stores, provided that such signs shall not extend higher than the top of any such penthouse.

V. Administration. In the event any conflict of opinion between Tenant and Landlord as to the application of these Sign Criteria cannot be satisfactorily resolved, Landlord shall submit the design to the Project Architect for a final recommendation to Landlord, whose decision shall be final and binding upon Tenant.

W. Exceptions. Signs required by law (i.e., barber pole, bank, etc.) will be permitted, but only as approved by Landlord.

X. Prohibited Signs.

- (i) Individual letters with a plexiglass face.
- (ii) Signs employing luminous painted paper, cardboard signs, stickers or decals hung around or behind the storefront glazing.
- (iii) "Can" signs with illuminated translucent background and silhouette letters.
- (iv) Signs employing exposed conduit, raceways, illuminated tubes or lamps, except those approved by Landlord (i.e., neon).
- (v) Sandblasted or routed wood signs.
- (vi) No animated, moving, flashing or audible signs or elements thereof will be permitted.
- (vii) Formed plastic or injection molded signs.
- (viii) Signs or portions of signs projecting beyond the designated storefront area.
- (ix) Freestanding signs, i.e., pylon or pole signs, except a Center identification sign at the discretion of Landlord.
- (x) Painted lettering.
- (xi) Sign "Bands" (illuminated panels transversing across the storefront from one end to the other).
- (xii) Acrylic faced letters with plastic trim cap.
- (xiii) Temporary signs of whatever composition or material.

2. Allowable Sign Types.

A. Individual Letters. Three dimensional, individual, internally illuminated, back lit (halo) or metal letters at a maximum of fourteen inches (14") in height, if all letters are capitals and sixteen inches (16") in height if of capitals and lower case, four inches (4") in depth and pegged out three-quarters inch (3/4") from the wall surface. All mounting attachments shall be sleeved to conceal fastening. Trim caps are not permitted.

B. Exposed Neon. No exposed conduit or raceways will be permitted. No exposed neon lighting shall be used on signs, symbols or decorative elements on storefronts unless previously approved in writing by Landlord in Landlord's sole and absolute discretion. In the event Landlord grants such approval, at a minimum, the following shall be satisfied:

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(i) Neon lighting may only be utilized for the name identification, logo or graphics of the tenant in question;

(ii) Exposed neon lighting shall only be utilized (a) in the sign band (which shall be nine feet (9') or more above the finished floor elevation of the enclosed mall); (b) exposed behind a window (and held together by a clear glass tube framing system); or (c) inside a light box and covered with a colored translucent or mirrored plexiglass; and

(iii) Each tenant having a neon sign shall be fully responsible for the maintenance and repair of such. In the event that said neon sign becomes broken or malfunctions in any fashion, it shall be removed immediately by the tenant and the sign fascia shall be repaired within thirty (30) days.

C. Letters or Graphic Applied Directly to the Storefront. A store name applied to the storefront glazing must be of etched glass, sandblasted glass, or metal leaf on Tenant's side of the lease line. Also, a cast or precision cut dimensional letter with a metal leaf or painted finish may be applied to the storefront. Graphic designs painted and sandblasted onto glazing shall be eighty percent (80%) generic in nature (logo, product type, etc.). A tenant electing to utilize a permanent method of signage (sandblasting, acid etching, etc.) must notify Landlord in writing with drawing submittal prior to installation to allow for Landlord's review and approval.

D. Panel Signage. Lettering is to occur within a panel that has its own distinctive and creative design. Basic panel sign construction shall consist of lettering and designs that are applied with a bake enamel paint finish onto a metal panel having a minimum edge thickness of one inch (1").

E. Cabinet Signs. Cabinet signs will be allowed if detailed as an integral part of the storefront design.

F. Plaque Signs. Tenant may place on its storefront, within the glass area, gold or silver leaf lettering not to exceed two inches (2") in height nor more than one (1) square foot, indicating hours of business and emergency telephone numbers. If required by the United States Post Office, Tenant's street address may be placed in the location specified by Landlord. The size, type and color of the address shall be specified by Landlord.

G. Floor Signs. Floor signs maybe allowed subject to Landlord's prior written approval.

H. Sign Materials. Signs shall be constructed of the following materials: porcelain enamel on steel, cast metal or fiberglass with dimensional forms, sculpted or ornamental art, tile or other materials approved by Landlord. Landlord requires premium quality in the materials, design and execution of blade signs. Volumetric sign types are encouraged.

3. Conclusion.

In summary, the basic concept for storefront signs is reflected by the following statements:

- Signs shall be an integral part of the storefront design.
- Signs should incorporate graphic symbolism of trade name or merchandise rather than written advertising.
- Signs should be an art form.
- Variety and individuality within each tenant's signage program and throughout the Center will be emphasized.

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