

Exhibit " _ "

VINEYARD & VENTURA SHOPPING CENTER
2600 E. Vineyard Blvd.
OXNARD, CA

MASTER SIGN PROGRAM

July 24, 2013

LESSOR

OXNARD VINEYARDS, LLC

LESSEE

I. INTRODUCTION

- A. The intent of this sign program is to provide the guidelines necessary to achieve a visually coordinated, balanced and appealing signage environment at the **Ventura & Vineyard Shopping Center**.
- B. Performance of this sign program shall be rigorously enforced and any non-conforming signs shall be removed by the Lessee or its sign contractor at their expense, upon demand by Lessor. The local governing jurisdiction planning department shall utilize these criteria in review and approval of proposed signs.
- C. Exceptions to these standards shall be reviewed by the Lessor and its representative. However, in order to maintain the integrity of the criteria and equity of the sign criteria among tenants, deviations will not generally be approved. Accordingly, the Lessor, through its representative, will retain full rights of approval of any sign used in the center in consultation with the local governing jurisdiction planning department. In no case however, shall the proposed sign violate any provision of the governing jurisdictions ordinances. Signs that do not conform to the criteria set here may be required by the local planning department to go through a more extensive design review process, which may delay the issuance of the sign permit.

II. GENERAL OWNER/TENANT REQUIREMENTS

- A. Each tenant shall submit to the Lessor for written approval, detailed shop drawings of his proposed signs, indicating the location, size, layout, design and color of the proposed signs, including all lettering or graphics in conformance with the sign criteria herein outlined.

The plans to be submitted to the Lessor shall, as a minimum, include the following:

- a) A site plan illustrating the leased premises on the site.
 - b) An elevation of the leased premises drawn to scale and showing sign placement and the location of the demising walls.
 - c) A detailed elevation of the sign, drawn to scale, and specifying all colors, materials, dimensions and copy.
 - d) Fabrication and installation details, including structural and engineering data, "UL" electrical specifications and type and intensity of illumination for electrically lit signs.
 - e) Any other drawings, details and information required of the applicable governmental agencies as a condition of a permit for construction and installation.
 - f) Dimension of lease frontage.
 - g) Dimension from proposed sign to existing signs.
- B. The Lessee shall submit the sign drawing approved by the Lessor or its representative to the City of Oxnard for approval prior to the start of any sign construction. **City of Oxnard requires that a copy of the plans approved by the landlord be included when sign plans are submitted to the city.**
 - C. The Lessee shall pay for all signs, their installations (including final connecting transformers and all other labor and materials), the cost of all governmental agency approvals and all maintenance.
 - D. The Lessee shall obtain all necessary governmental agency approvals and permits and shall insure that all signs and the installation thereof complies with all applicable zoning, building and electrical codes.
 - E. The Lessee shall be responsible for fulfillment of all requirements of this sign program.
 - F. The Lessor shall provide a single electrical service termination at the center of the allowed signage area and located on the interior of the building wall or canopy.
 - G. It is the responsibility of the Lessee's sign company to verify all conduit and transformer locations and service prior to fabrication.
 - H. The location of all signs shall be per the accompanying design criteria.

- I. For each in-line tenant, one "sign space" shall be allowed. Lessee shall verify its sign location and size with Lessor prior to commencing fabrication drawings.
- J. Address numbers shall be applied to the each store by the Lessee's sign company during regular course of construction pursuant to local governing ordinances (but in no event less than 5" high white Arabic numerals) at the front of the business centered above the primary entrance), and the rear of the building if public access is available.
- K. Special signs which vary from this sign program must first be approved by the Lessor and respective local governing jurisdiction authority, which may require an amendment to the sign program.
- L. The maximum allocated sign area shall be the aggregate of all permanent signs (except exempt and convenience signs) as noted in Section III, B.
- M. Signs to be used at this center are individual channel letters only unless otherwise approved by the Lessor. Anchor tenants may use semi-individual channel letters consistent with their corporate identity.
- N. Lessee shall erect their signage on the storefront fascia not later than the date Lessee opens for business.

III. GENERAL SIGN SPECIFICATIONS

- A. No exposed raceways, crossovers, conduits, conductors, transformers, lamps etc. shall be permitted.
- B. Signage design shall be restricted as follows.

The total allowable sign area for all tenants in Building 'A' (see site plan on Attachment 'D') is 800 sq. ft., calculated based on two (2) sq. ft. of area per lineal feet of primary frontage on Vineyard Avenue – see Table 1 on Attachment "A".

The total allowable sign area shall be divided between the tenants as described in Table 2 of Attachment "A".

1. Wall Sign Format for Major Lessee (designated as "Anchor Tenant" spaces on attachment "D"):

- (1) Sign Location: **See attached drawings (Attachment "C").** Lessor shall approve the placement of signs. Main sign shall be centered within the designated areas illustrated on attachment 'C'.
- (2) Sign Area: **Wall sign area for Anchor Tenants shall be allocated according to Attachment "A".** Sign areas shall be calculated using City of Oxnard zoning code definition.
- (3) Sign Height: The signage format height shall not be limited, unless otherwise restricted by applicable governmental ordinances and/or agencies.
- (4) Sign Projection: The sign shall not project more than 8" from the face of the building

2. Wall Sign Format for In-line Lessee:

- (1) Sign Location: The main business identification sign shall be located and centered vertically within the designated areas illustrated on the **attached drawings (Attachment "C")** and centered horizontally within the lease area frontage, subject to area limitation noted in this section. Lessor shall approve the placement of signs.

Sign Area: **Wall sign area for in-line tenants shall be allocated according to Attachment "A", calculated at a rate of 1.23 Sq. Ft. wall sign area per lineal feet of Vineyard Avenue frontage.** Sign areas shall be calculated using City of Oxnard zoning code definition.
- (2) Sign Height: The signage format shall not exceed twenty-four inches (24") in height, unless otherwise restricted by applicable governmental ordinances and/or agencies.

- (3) Sign Width: The sign width shall not exceed seventy five (75%) percent of the Lessee's lease space and shall not extend within two feet (2'-0") of each demising wall.
- (4) Sign Separation: A minimum six-foot (6'-0") clearance shall be maintained between adjacent store signage.
- (5) Sign Projection: The sign shall not project more than 8" from the face of the building.

3. Freestanding signs

- (1) The shopping center's existing free-standing pylon sign on Vineyard Avenue with a sign area of 180 SF each (90 SF per face) **shall be divided up and allocated according to Attachment "A" and as illustrated on Attachment "B"**.
4. Directional signs: directional signs that meet the City of Oxnard zoning code definition and are not counted towards the total sign allowance for the center are allowed subject to Lessor's and City of Oxnard's approval. **A new directional sign is proposed at the Vineyard Avenue driveway. See attachment "E"**.
5. All signs and their installation must comply with local zoning, building and electrical codes.
6. For purposes of store identification, Lessee will be permitted to place upon each entrance door or adjacent glass panel to its demised premise not more than 144 square inches of gold leaf or decal application lettering not to exceed two inches (2") in height, indicating only hours of business and emergency telephone. The number and letter typeface shall be subject to the Lessor's approval. The area of door/window signs shall be deducted from the lessee's wall sign allowance and shall not cover more than 20% of the window
7. Delivery Signs: Delivery entrance signs on the rear of Lessee's premises may be installed consisting of 2" high Helvetica medium letters identifying the business name and address on a non-customer delivery entrance. The location of this sign shall be subject to Lessor approval and shall not exceed four (4) square feet in area.

C. Typical Internally Illuminated, Individual & Letter Sign Specifications:

1. Lessee signs shall be attached in designated areas only and may not exceed the sign area noted herein, or the limits set forth in the City of Oxnard zoning code, except as same may be amended by exception, whichever is more restrictive.
2. The face of the individual letters and logos shall be constructed of acrylic plastic (3/16" thick minimum), and fastened to the channeled metal can in an approved manner. Acrycap retainers used at the perimeter of sign letter faces shall match in color and finish the face or sides of the signs.
3. The "Copy" (letter type), logos, and their respective colors shall be submitted to the Lessor's representative for written approval prior to fabrication.
4. No more than two rows of letters are permitted.
5. Lessees shall display only their established trade name or their basic product name, e.g., "John's Jeans", or combination thereof.
6. Internal illumination shall be LED type, unless an exception is requested and approved by the Lessor in writing, and consistent with City of Oxnard codes and ordinances.

IV. PROHIBITED SIGNS

A. Signs Constituting a Traffic Hazard:

1. No person shall install or maintain or cause to be installed or maintained any sign which simulates or imitates in size or color, lettering or design of any traffic sign or signal, or which makes use of the words "STOP", "LOOK", "DANGER" or any other words, phrases, symbols, or characters in such a manner to interfere with, mislead or confuse traffic.

B. Immoral or Unlawful Advertising:

1. It shall be unlawful for any person to exhibit, post, or display cause to be exhibited, posted or displayed upon any sign, anything of obscene, indecent or immoral nature or unlawful activity.
- C. Signs on Doors, Windows or Fire Escapes:
 1. No window signs will be permitted except as noted herein (section III-B.6). No sign shall be installed, relocated or maintained so as to prevent free ingress to or egress from any door.
 2. No sign of any kind shall be attached to a stand pipe except those signs as required by code or ordinance.
- D. Animated, Audible, or Moving Signs:
 1. Signs, consisting of any moving, swinging, rotating, flashing, blinking, scintillating, fluctuating or otherwise animated light are prohibited.
- E. Off-Premise Signs:
 1. Any sign installed for the purpose of advertising a project, event, person or subject not related to the premises upon which said sign is located, is prohibited.
- F. Vehicle Signs:
 1. Signs on or affixed to trucks, automobiles, trailers or other vehicles, which advertise, identify, or provide direction to a use or activity not related to its lawful making of deliveries of sales of merchandise or rendering of service from such vehicles, is prohibited.
- G. Light Bulb Strings and Exposed Tubing:
 1. External displays, other than temporary decorative holiday lighting approved through a city Temporary Use Permit, which consist of unshielded light bulbs, or open, exposed neon or gaseous light tubing, are prohibited.
 2. The Lessor's representative hereto may grant an exception when the display is an integral part of the design character of the activity to which it relates. Such design would also be subject to Planning Division review and approval.
- H. Banners, Flags, Pennants, and Balloons Used for Grand Opening Purposes:
 1. Flags, banners or pennants, or a combination of same, may be permitted for grand openings purposes only, during a period not exceeding 30 consecutive days, and subject to prior approvals from Lessor's representative and a temporary use permit from the City of Oxnard. City of Oxnard sign code allows grand opening promotional signs or devices only when an existing permanent business changes ownership or a new permanent business opens. Grand opening purposes arise only within three months of the issuance of a city business license.
- I. Signs in Proximity to Utility Lines:
 1. Signs that have less horizontal or vertical clearance from authorized communication or energized electrical power lines than that prescribed by the laws of the State of California are prohibited.
- J. Painted Signs:
 1. Lettering painted directly on a building or other material, which is then attached to a building, will not be permitted.
- K. Those signs prohibited by the City of Oxnard ordinances.

V. CONSTRUCTION REQUIREMENTS

- A. All exterior signs, bolts, fasteners, and clips shall be of enameling iron with porcelain enamel finish, stainless, steel, aluminum, brass or bronze. No black iron materials of any type will be permitted.
- B. Interior signs only may be fabricated of carbon bearing steel with painted finish.
- C. All exterior letters or signs exposed to the weather shall be mounted at least three quarters of an inch (3/4") and no more than one and one half inch (1½") from the building wall to permit proper dirt and water drainage.
- D. All letters shall be fabricated using full welded construction.

- E. Locations of all openings for conduit and sleeves in sign installation shall be neatly sealed in a watertight condition.
- F. No labels will be permitted on the exposed surface of signs except those required by local ordinance, which shall be applied in an inconspicuous location.
- G. A "UL" label must be placed on every separate electrical sign element (i.e. every sign cabinet or channel letter).
- H. Sign contractor shall repair any damage to any work caused by his work.
- I. Lessee shall be fully responsible for the operations of Lessee's sign contractor.
- J. Lessee shall remove all signs within 15 days of vacating the premises and shall repair any damage there from including and painting any damaged surfaces to new condition.

VI. CONTRACTOR REQUIREMENTS

- A. Inspection: Prior to acceptance and final payment for the Work by Lessee, Lessor's representative shall inspect each sign for conformance to the criteria set forth herein. Signs installed without such approval are subject to removal at the Lessee's expense.
- B. Guarantee: Lessee's sign fabrication and Installation contractor shall carry Workmen's Compensation and Public Liability Insurance against all damage suffered or done to any and all persons and/or property while engaged in the construction and/or erection of the signs in the amount of One Million (\$1,000,000.00) Dollars.

VII. NO ASSURANCES

- A. Lessee acknowledges that the Lessor and its representatives give no assurances that the sign approved by the Lessor or its representative, which is in accordance with the provisions of this sign program, will be acceptable to the applicable governmental regulating authorities.
- B. Lessee shall be solely responsible for bringing its sign into compliance with all applicable rules, ordinances and building codes.

Attachment "A"

7/24/2013

Table 1 - Allowable Sign Area Calculation for the Center:

	Building Frontage on Primary Street (Feet)	Total Sq. Ft. Sign Area allowed (2SF/LF)
	400	800.0

Table 2 - Alternate Allocation Between Tenants (Vallarta & Sub-Anchors Share Pylon Sign)

	Frontage (Feet)	Allowable SF Wall Sign Area per LF of Frontage	Wall Sign Area (SF)	Sign Area on Pylon Signs (Sq. Ft.)	Total Sign Area (SF)
Anchor Tenant (Vallarta)	115.1	N/A	240.0	61.6	
In-line Tenants:				69.6	
Tenant space 1	17.9	1.23	22.0	(a)	
Tenant space 2	17.9	1.23	22.0	(a)	
Tenant space 3	19.3	1.23	23.8	(a)	
Tenant space 4	15.0	1.23	18.5	(a)	
Tenant space 5	15.0	1.23	18.5	(a)	
Tenant space 6	15.0	1.23	18.5	(a)	
Tenant space 7	15.0	1.23	18.5	(a)	
Tenant space 8	15.0	1.23	18.5	(a)	
Tenant space 9	21.3	1.23	26.1	(a)	
Anchor Tenant (Fallas)	133.5	N/A	193.0	49.0	
Total:	400.0		619.1	180.2	799.3

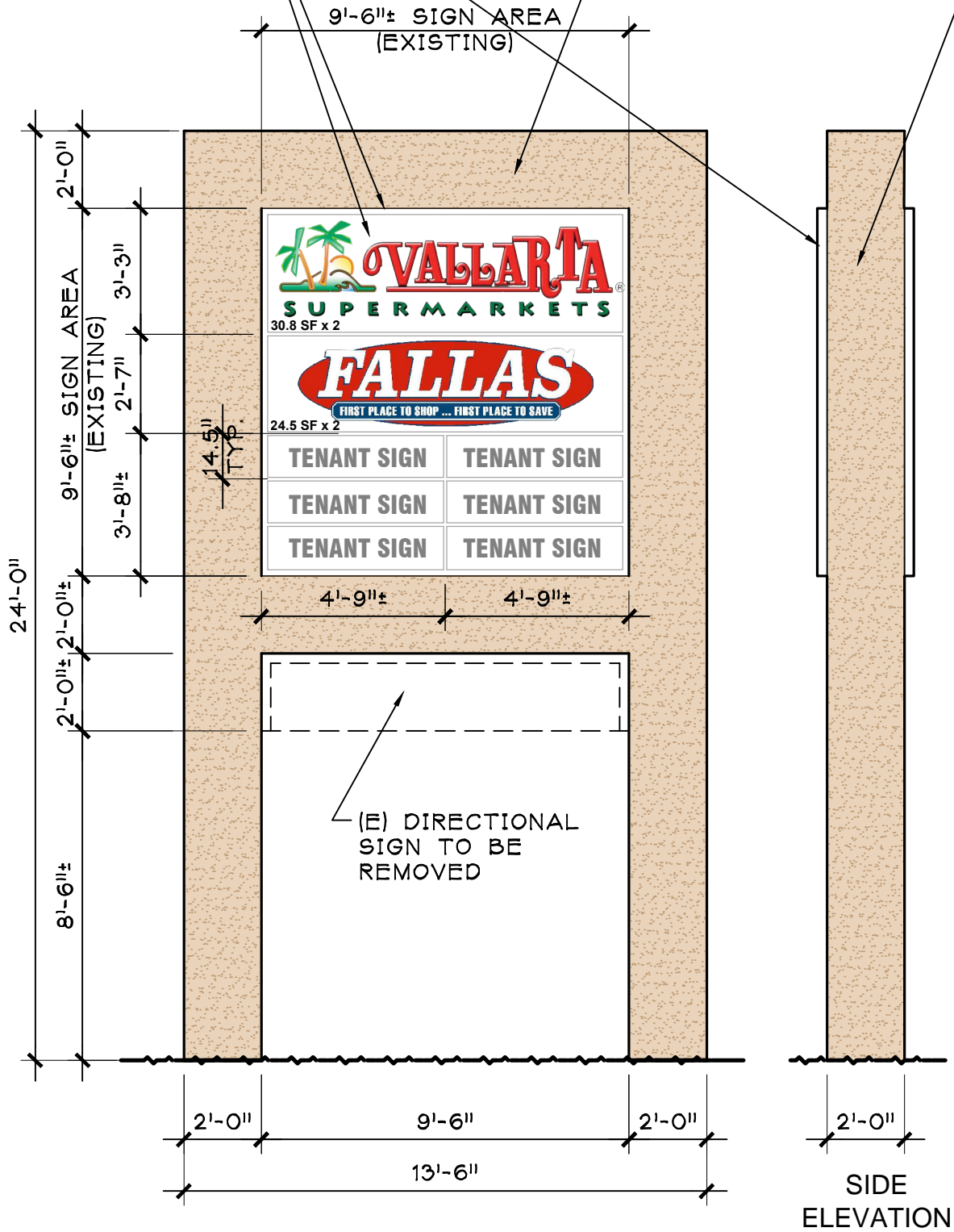
Notes:

(a) A total of 69.6 SF of sign area on the freestanding pylon sign is set aside for in-line tenants (six spaces per face x 2 faces x 5.8 SF each). This sign area shall be allocated among tenants by the Lessor, in a manner that minimizes the amount of time that sign spaces are left blank. In-line tenants' pylon sign area does not affect the tenants' wall sign area.

Attachment "B"

SIGN BACKGROUND & PROJECTED FRAME COLOR TO BE MATCHING WHITE, TYPICAL.

REPAIR & REPAINT EXISTING PLASTER FINISH TO MATCH ITEM "M" ON MAIN BUILDING EXTERIOR ELEVATIONS: DE6137 "TAN PLAN"



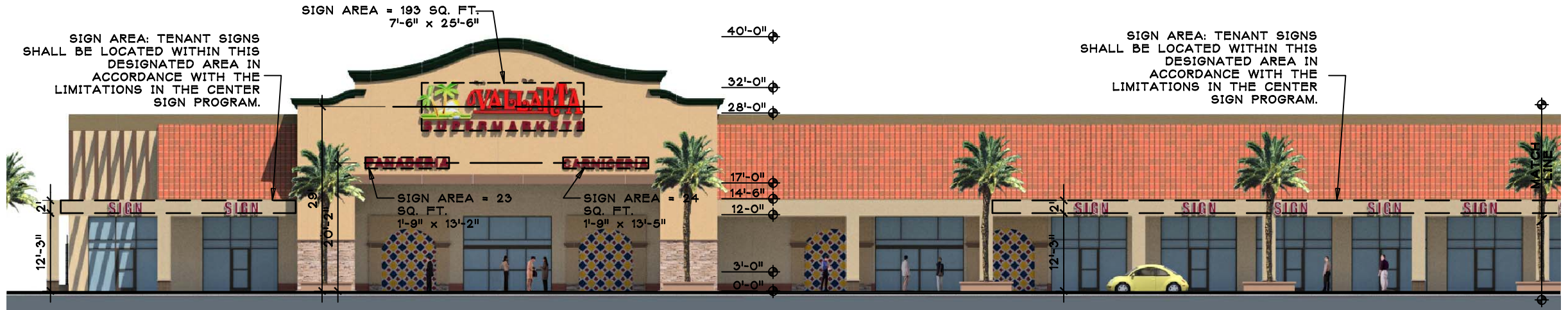
TOTAL AVAILABLE
SIGN AREA = 9'-6" x 9'-6" =
90 SQ. FT. PER FACE x 2 =
180 SQ. FT. TOTAL

PYLON SIGN (EXISTING)

PRELIMINARY DESIGN, SUBJECT TO GOVERNMENTAL AGENCY REVIEW.

\\TWLA-SERVER\Projects\Vineyard & Ventura\Project Docs\Sign Program\Attachment B - E_Pylon Sign.dwg, 6/6/2013 2:03:34 PM, Amin, - TWLA plot.

\\TWLA-SERVER\Projects\Vineyard & Ventura\Project Docs\Sign Program\attachment C - signs updated 02-26-13.dwg, 7/24/2013 1:18:19 PM, Amin, - TWLA.plt



BUILDING 'A' - ANCHOR TENANT VALLARTA MARKETS
 TOTAL ALLOWABLE WALL SIGN AREA FOR ANCHOR TENANT "A" = 240 SQ. FT.

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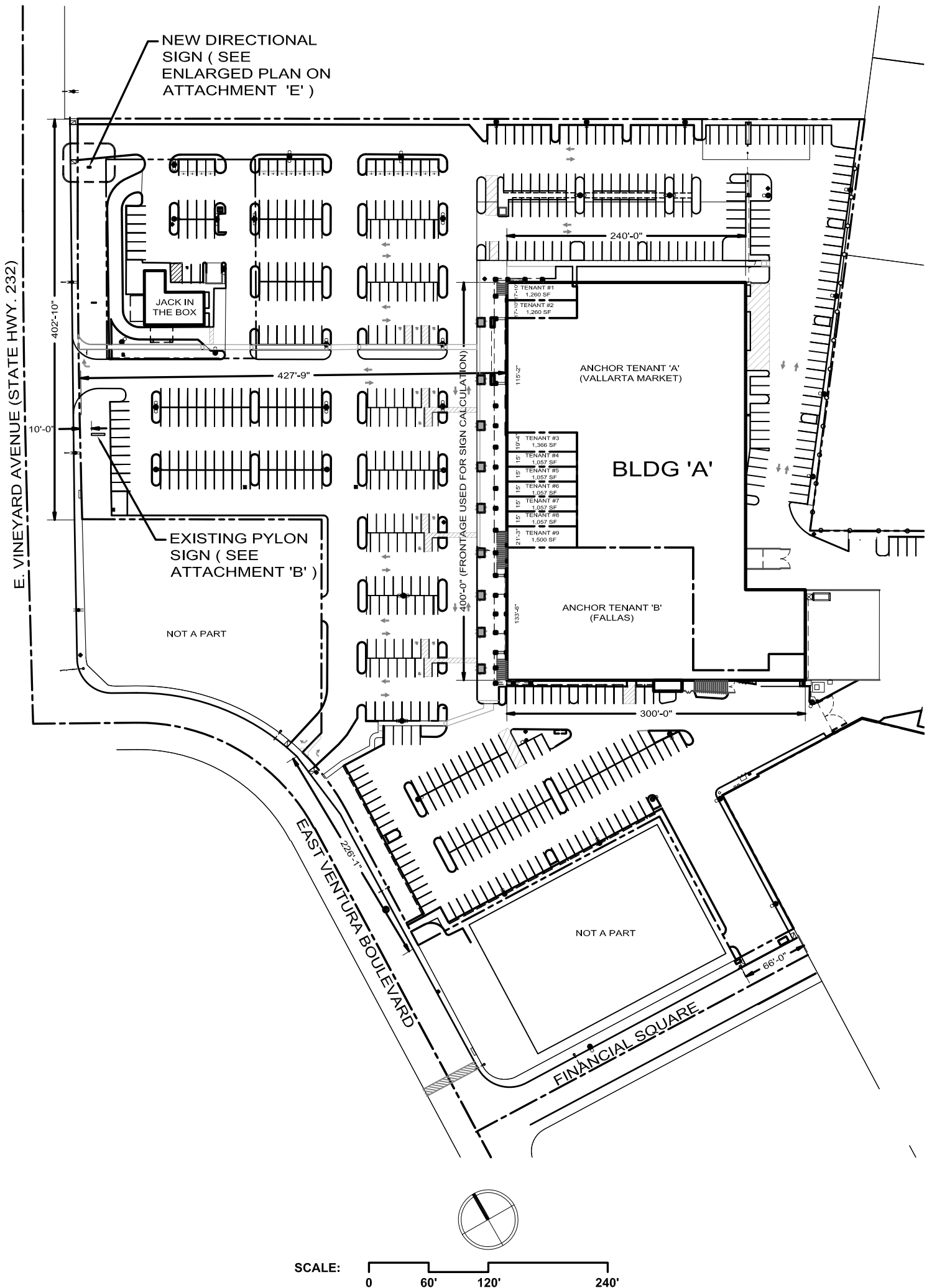
PRELIMINARY DESIGN, SUBJECT TO GOVERNMENTAL AGENCY REVIEW.



BUILDING 'A' - ANCHOR TENANT FALLAS
 TOTAL ALLOWABLE WALL SIGN AREA FOR ANCHOR TENANT "B" = 193 SQ. FT.

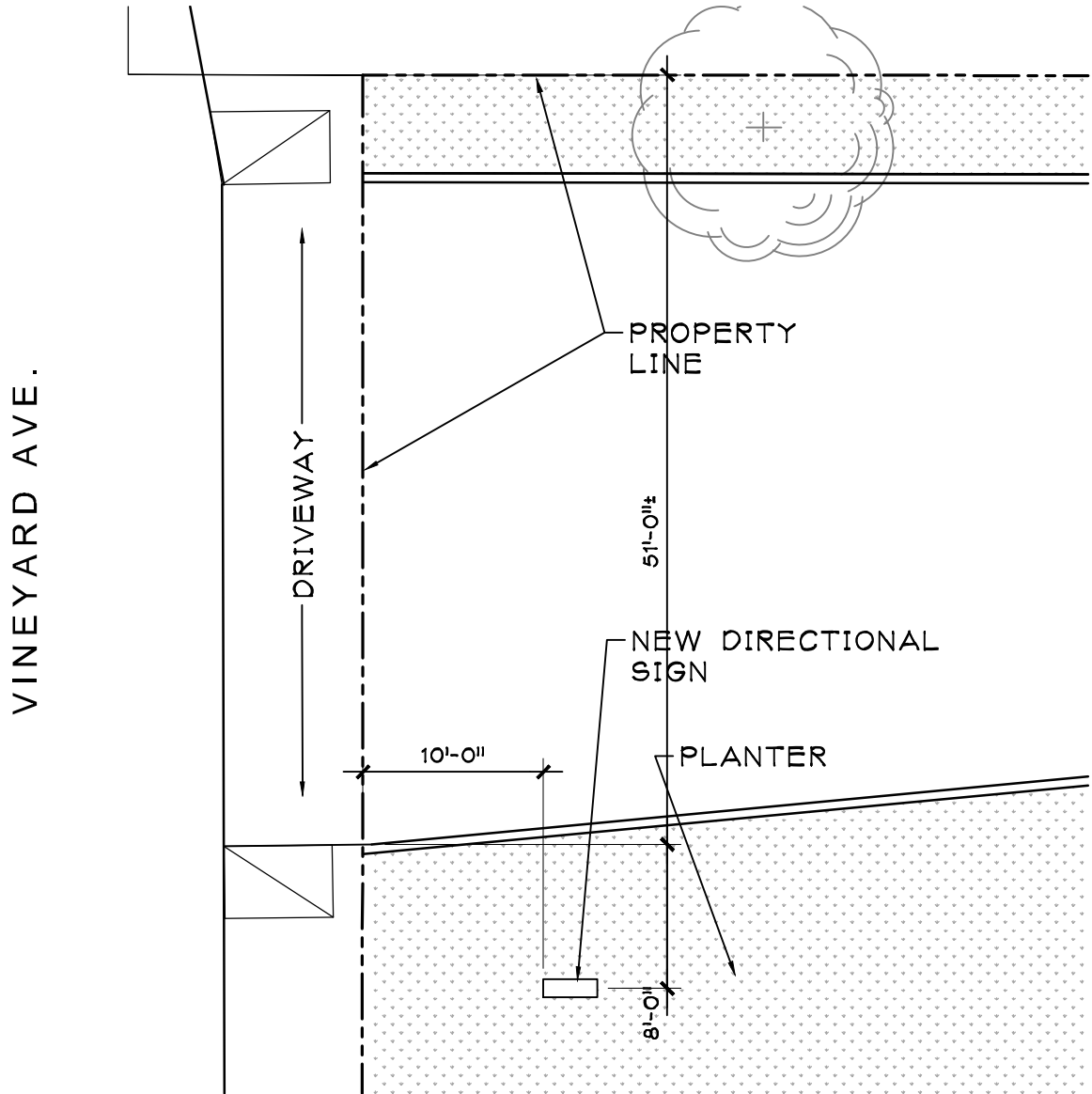
VINEYARD & VENTURA SHOPPING CENTER

Attachment "D"

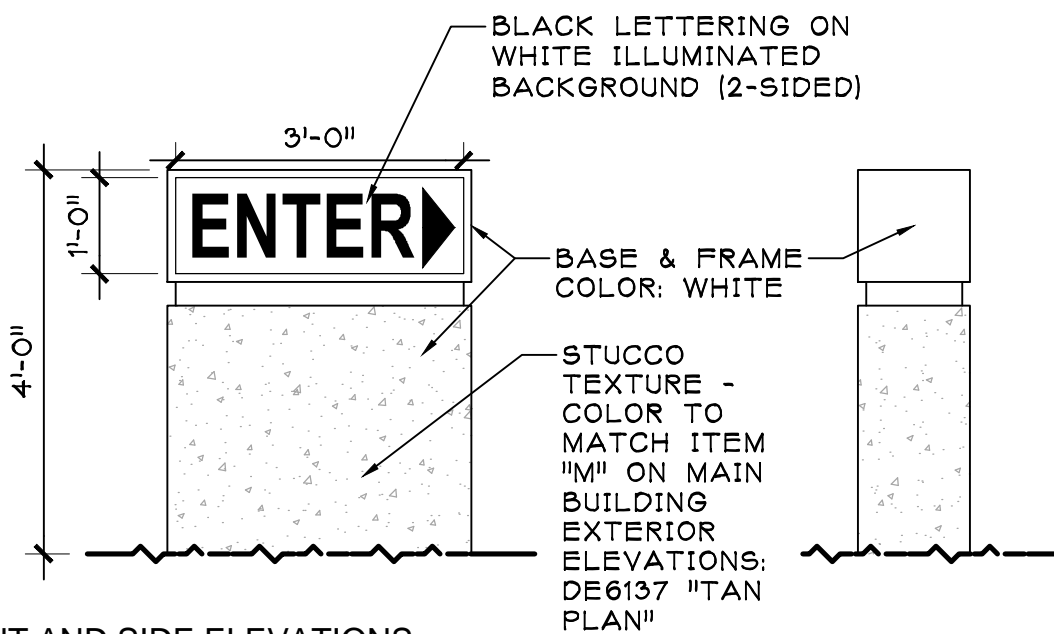


\\TWLA-SERVER\Projects\Vineyard & Ventura\Project Docs\Sign Program\attachment D - site plan - signs.dwg, 6/10/2013 1:17:55 PM, Amih, -TWLA plot.

Attachment "E"



SIGN LOCATION PLAN SCALE: 1"=10'-0"
(ALSO SEE SITE PLAN ON ATTACHMENT "D")



FRONT AND SIDE ELEVATIONS
SCALE: 1/2"=1'-0"

DIRECTIONAL SIGN (NEW)

VINEYARD & VENTURA SHOPPING CENTER