

LANDLORD WORKLETTER
EXHIBIT C-1
CONSTRUCTION REQUIREMENTS
AND STANDARDS
GREY SHELL ONLY

1. Landlord Construction

Landlord's Work to be completed prior to delivering possession of the Premises to the Tenant and in compliance with standard construction practices and all applicable codes.

Landlord will provide the Tenant with a copy of Landlord's construction schedule, including the name, phone number and address of Landlord's contractor and project manager. The construction schedule must be furnished to the Tenant at least ninety (90) days prior to the Scheduled Delivery Date. The construction schedule must include key completion milestones including completion of access/egress, completion of Tenant parking field, installation of permanent utility services, Building/Shopping Center Certificate of Occupancy, and completion date for Landlord's Work as described herein.

Landlord shall provide Tenant with a weekly construction status report with digital progress photos. Tenant's project manager, or its designated representative, may enter upon the Premises during construction of Landlord's Work to inspect progress, take progress photos, and to determine if Landlord's Work is being completed in accordance with Tenant's standards and construction documents. Upon the completion of the Landlord's Work, the Tenant shall inspect for compliance to the Lease.

2. Tenant's Completion of Landlord's Work

Landlord's Work shall be completed in accordance with the Lease and Landlord's construction schedule. Tenant shall retain the option to complete Landlord's Work at Landlord's sole expense in the event the Landlord's Work is not completed in accordance with the Lease and Landlord's construction schedule.

3. Parties Obligations upon Delivery and Possession

Upon delivery of possession of the Premises to Tenant, Tenant shall inspect the Premises to determine whether Landlord's Work has been completed. At this time, Landlord and Tenant shall execute the delivery of possession form in accordance with the Lease.

At the time of Tenant's inspection, Landlord shall demonstrate all of Landlord's Work including all mechanical systems of the Premises. Tenant shall deliver to Landlord a written punch list of all incomplete or faulty items of construction or mechanical installation, and any necessary mechanical adjustments and finish work needed to bring the Premises into the condition required by the description of Landlord's Work and the Lease. Landlord shall repair all punch list items prior to Tenant's acceptance of the Premises, or if Tenant chooses to accept delivery of the Premises prior to completion, within thirty (30) days of the date Tenant accepts the Premises.

If the Premises and the Building/Shopping Center are not in the condition required by the description of Landlord's Work and the Lease on the delivery date described in the Lease (or if the Lease is silent, the delivery date Landlord communicated to Tenant in Landlord's construction schedule delivered to Tenant as defined above) then Tenant may, at its option, either (a) delay acceptance of possession until the Premises and the Building/Shopping Center are in the condition required by the Lease and pursue its remedies in the Lease for Landlord's failure to deliver on time; (b) accept possession of the Premises and complete all outstanding Landlord's Work necessary to bring the Premises into the required condition; or (c) enter the Premises to begin performing Tenant's improvements in accordance with the Lease without accepting possession of the Premises. If Tenant elects to proceed under the foregoing subsection (b), then Landlord shall reimburse Tenant for the actual cost of such work, plus an administrative surcharge of fifteen percent (15%) to compensate Tenant for its employees' time, within thirty (30) days of receipt of an invoice for such sums. Tenant's and its contractor's determination of the cost of such work shall be final and binding on Landlord and Landlord acknowledges that Landlord can control the cost by performing Landlord's Work in a timely manner. If Landlord does not reimburse Tenant as required by this Section, then Tenant may offset any such sum against Rent and all other charges due Landlord until such sum has been fully recouped. If Tenant elects to proceed under the foregoing subsection (c) and if the Landlord's Work is not completed within fourteen (14) days after commencement of Tenant's improvements, then Tenant reserves the right to complete the outstanding Landlord's Work as described under subsection (b).

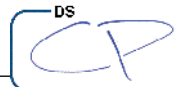
EXHIBIT C-2
GREY SHELL ONLY
Description of Landlord Work
New and/or Existing Construction

CSI #	Scope Category	Detail
01321	Landlord Work	<ul style="list-style-type: none"> Landlord shall provide Tenant with a weekly construction status report including weekly digital progress photos.
02200	Selective Demolition	<ul style="list-style-type: none"> Demolish, remove and legally discard of all prior tenant's improvements including, but not limited to hazardous substances, partitions, ceilings, floor coverings (including adhesive and grout), electrical conduit, plumbing, mechanical ductwork and other fixtures and equipment. Tenant reserves the right to identify real and personal property items to remain prior to demolition. Space shall be left in "broom clean" condition.
02500	Utility Service	<ul style="list-style-type: none"> Provide temporary electrical power to the Premises, if permanent electrical power is not available at time of possession. Provide temporary water, if domestic water is not available at time of possession. Furnish Tenant specified electrical, water and sanitary service to Premises, per Tenants construction documents.
02510	Water Distribution	<ul style="list-style-type: none"> Furnish and install one domestic water [DW] service sized per local code (minimum 1 ½ ") and 1 ½" meter independently designated for Tenant's exclusive use, stubbed via copper piping into the Premises, in accordance with Tenant's construction documents. The DW service must be capable of providing a minimum operating flow rate of 50 gallons per minute [gpm]; at a minimum operating pressure of 65 psig and a maximum of 80 psig dynamic pressure. If flow rate or pressure is not sufficient, Landlord shall engineer, furnish and install a booster pump in a location agreed upon with the Tenant. Furnish and install an approved, tested and certified backflow prevention assembly, if required by applicable codes, in a location identified on Tenant's construction documents. Landlord shall select backflow prevention assembly with a maximum water pressure drop of 15 psig at 50 gpm. The fire protection system and domestic water system may not be supplied from the same service.
02530	Sanitary Sewage	<ul style="list-style-type: none"> Provide a min. 4" sanitary sewer waste line to the Premises at a minimum of 36" below floor slab and dedicated to Tenant's use, at an elevation suitable to gravity drain, per local code, from any location within the Premises. Septic tanks or similar drainage systems are not acceptable.
02550	Gas Distribution	<ul style="list-style-type: none"> Deliver gas service, per applicable local codes, to a location five (5) feet inside of the Premises with shut off valve and tee. Piping size shall be based on pressure distribution and local availability and shall be coordinated with Tenant's MEP consultant. This scope of work must include, local utility approved, piping manifold sized and ready to receive utility gas meter. Gas piping shall be run and all final connections made to Landlord supplied RTU's.

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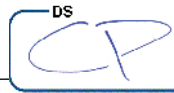
CSI #	Scope Category	Detail
07500	Roof	<ul style="list-style-type: none"> • Provide flashed roof penetrations for all Tenant vents including Tenant supplied water heater (B vent) and remote roof top condensing units per Tenant's construction documents. • Provide sleepers, curbs and pads to support Tenant supplied roof top equipment per Tenant's construction documents.
08100	Metal Doors & Frames	<ul style="list-style-type: none"> • Furnish and install a commercial grade 42" x 84" hollow metal exterior rear service door in compliance with all building and fire agencies having jurisdiction. • Furnish and install all exterior door hardware including door closure, lock set, roton hinge, threshold, weather stripping, door sweep and drip edge as specified by Tenant's construction documents.
08400	Storefront Doors	<ul style="list-style-type: none"> • Storefront glazing to be clear (non-tinted), safety rated, and impact-resistant to meet all applicable codes. • If non-impact storefront is substituted with shutters, then they are to be Landlord's responsibility to store and install. • Provide either (a) all entrances at street or walkway level, or (b) entrances in compliance with all applicable codes that meet federal, state, provincial, and local building, life safety, and handicap accessibility codes. • Provide door hardware per Tenant's construction documents.
13851	Fire Alarm	<ul style="list-style-type: none"> • If required by applicable codes for Tenant's use: Permit, furnish and install building monitoring and fire protection alarm system based on Tenant's construction documents. The system shall include audible alarms, visual strobes, duct smoke and heat detectors and pull stations per all applicable codes. Any and all modifications to base building design as required to coordinate with Tenant's construction documents shall be at the expense of the Landlord and shall be accomplished in accordance with Tenant's opening schedule. • Provide all tie-ins to building smoke detectors, flow switch valve, and duct smoke/heat detectors. The system must be programmed and functional. • Central station monitoring, if required, shall be provided by Landlord. • Provide all coordination, testing and inspections for a fully functional fire alarm system able to obtain Tenant's permanent Certificate of Occupancy and to meet Tenant's opening schedule.
13900	Fire Protection	<ul style="list-style-type: none"> • If required by applicable codes for Tenant's use: Engineer, furnish and install a 4" fire main within Tenant space accessible to Premises via a main line connection, including sprinkler coverage (drops and heads) distributed throughout Premises per Tenant's construction documents and local fire code requirement. • The sprinkler system must include flow and tamper devices, fire alarm system disconnects and back flow prevention as required by agencies having jurisdiction. • System must be pressure tested, fully operational, inspected and approved by local agencies having jurisdiction.

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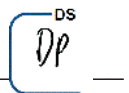
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CSI #	Scope Category	Detail
02580	Site Electrical Distribution	<ul style="list-style-type: none"> Furnish and install electrical feeders from utility service point to main panel in Premises. Electrical switch gear service disconnect and distribution to be dedicated for Tenant's use only. Provide a separately metered utility, including the current transformer [CT] block, meter base, distribution panel, meter, properly sized conduit and properly sized lead wire from the utility service point to Tenant's main electrical service panel (If only 120/240 Volt service is available). Location of the switch gear shall be specified by the Tenant construction documents. Service drop from the utility company location providing a minimum of 400 amps, 120/208 volt 3 phase 4 wire power service connected to Tenant's main electrical panel, if gas service is available (600 amps if gas service not available). If only 120/240 Volt service is available, advise Tenant immediately and provide a minimum 600 Amp service, per Tenant's direction and construction documents. Electrical utilities to be installed using properly sized kva electrical transformer including all electrical meter pans. Furnish and install one 150KVA voltage step down transformer if converting from high voltage to 400 Amps 120/208 (600 amps if gas service is not available). Location of transformers shall be per Tenant's construction documents. Furnish and install electrical conduits from Tenant's electrical panel to all Tenant's pole/monument signs in accordance with Tenant's construction documents.
02775	Sidewalks & Patios	<ul style="list-style-type: none"> Provide a minimum of 250 SF Outdoor Seating Area at a maximum slope of ¼" per foot. If seating area is adjacent to vehicular traffic, separate the area from traffic by handrail and landscaping, as specified in Tenant's construction documents. Landlord shall obtain permit for Outdoor Seating if required by applicable code and Outdoor Seating Area shall be ADA compliant. Provide wheel stops at all parking spaces adjacent to sidewalk or patio. Floor finish to be colored paver type or stamped concrete, sealed, color, per Tenant's construction documents.
03300	Flooring	<ul style="list-style-type: none"> Slab by tenant. Space to be provided with clean, compacted fill 4" below proposed finish floor elevation.
09200	Gypsum Board	<ul style="list-style-type: none"> All interior walls, including demising walls, from deck to slab, finished to level 5, taped, floated, and sanded smooth to accept Tenant's finishes. Furnish insulated demising wall and roof systems which meet all applicable codes. Gypsum wall board [GWB] wall assemblies shall be framed with 6" minimum nominal, 20 gauge studs - 16" o.c., insulated (R-19) and GWB. Tenant's wall side shall be provided with 5/8" Type "X" GWB; fire taped and bedded, plumb and square, ready for Tenant wall finishes from floor to underside of roof deck. Seal top and bottom joists, and all penetrations, airtight with properly rated fire stopping material as per applicable codes. If required by local jurisdictions, and if necessary to secure Tenant's certificate of occupancy, the Landlord shall complete the assembly by finishing the opposite side of the wall according to the applicable code. Gypsum board wall system to meet the 1 hr or 2 hr fire rating, per applicable codes. Alternate wall systems such as Plaster and CMU may be used per applicable codes and must be furred-out and finished in accordance with the preceding paragraph.

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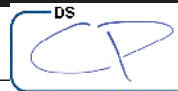


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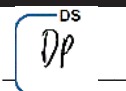


CSI #	Scope Category	Detail
15400	Plumbing Fixtures & Equipment	<ul style="list-style-type: none"> Furnish and install all plumbing vents per Tenant's construction documents, from the roof through flashing to a location above the proposed Tenant ceiling in the Premises. Keyed, recessed exterior hose bib per Tenant's construction documents. The hose bib must be connected to ½ " copper pipe and run to 1'0" below roof deck. It must be exposed and visible for Tenant's connection. Furnish and install a grease interceptor/grease trap sized at a minimum of 1500 gallons and located per Tenant's construction documents, and/or in accordance with jurisdictional water/waste management board.
15500	HVAC	<ul style="list-style-type: none"> Furnish and install two (2) brand new 10 ton HVAC rooftop units [RTU] or split systems with roof cut out and plenum drops. Said units shall be tested, balanced and operable upon completion of all ductwork, including Tenant installed portion. Furnish and install all supply thermostats and sensors (including CO2 sensors) and wiring from Tenant's panel to the units and all final connections required per Tenants construction documents. If Tenant's Premises measures larger than 2,200 then furnish no less than one (1) ton mechanical cooling capacity per 108SF of mechanical cooling capacity, no single unit larger than 10 tons cooling capacity, subject to Tenant's HVAC construction documents. HVAC unit shall be tested and operable and a one-year manufacturer's warranty shall be supplied/transferred to Tenant. If roof-top units cannot be installed, the landlord shall provide a chilled water (CHWS/R) loop and hot water (HWS/R) loop system with water supply and return lines stubbed into the Premises. Chilled and hot water must be supplied 24 hours per day, 365 days per year. Chilled and heated water flow and temperature requirements shall be coordinated with Tenant's MEP consultant. System to include all air handling equipment and VAV boxes per Tenant's construction documents. Provide energy efficient/code compliance calculations with appropriate permit(s) as required. Furnish and install all restroom exhaust fans and curbs per Tenant's Mechanical Design Guidelines and Outline Specifications.
15800	Ductwork	<ul style="list-style-type: none"> N/A
16210	Electrical Panels	<ul style="list-style-type: none"> Furnish and install main service panel. Panel to be flush mounted per Tenant's construction documents.
16500	Lighting	<ul style="list-style-type: none"> Furnish and install a security light, a minimum of 150 watt or per local code requirement at exterior rear door at a minimum dimension of 10' above finished floor [AFF] and controlled in Tenant's space.
16720	Telephone System	<ul style="list-style-type: none"> Initiate telephone service with LEC (Local Exchange Carrier or telephone service provider). Provide all necessary pathways from the designated LEC central location to the specific designated location(s) on site. Provide necessary and compliant space and supporting structures for telephones cable/wire, as required by local and state LEC, tariffs and jurisdiction to ensure timely telephone service connection to the site. Furnish and install two (2) 2" conduit with pull string from the building's main point of entry [MPOE] to a service point within the Premises as identified by the Tenants construction documents.

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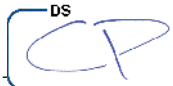


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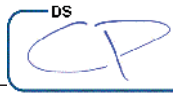
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02800	Trash Enclosure	<ul style="list-style-type: none"> • Provide a 20' w x 12' d x 7' h trash enclosure, per Tenant's construction documents, and space inside the enclosure for a 4 cubic-yard trash container and a 4 cubic-yard recycling container. The trash enclosure shall be physically located on the property, in a safe and convenient location mutually agreed upon on the site plan, and shall comply with all applicable codes including drainage, building, zoning and health requirements. • If Tenant is required to share trash removal or recycling containers with other tenants, such shared containers shall be adequately sized and serviced to handle Tenant's trash and recycling requirements. Trash and recycling containers provided shall comply with all city, county and state waste removal mandates. • If required, hot and cold water hose bib located inside trash enclosure.
02810	Irrigation Systems	<ul style="list-style-type: none"> • Furnish and install an irrigation system, which includes a back-flow prevention device and is separately metered.
02800	Site Improvement	<ul style="list-style-type: none"> • Furnish and install all site plan improvements per Tenant's construction documents and Tenant's site guidelines and standards, and all jurisdictional requirements and applicable codes. • This scope of work includes all necessary variances, conditional use permits and/or special exceptions required to obtain drive-thru jurisdictional approvals. • Furnish and install bike rack per Tenant's construction documents.

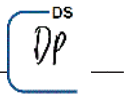
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DRIVE THRU COMPONENTS		
CSI #	Scope Category	Detail
02580	DT - Site Electric Distribution	<ul style="list-style-type: none"> Furnish and install all underground electrical conduits, labeled with pull strings, from the electrical panels location to the following exterior drive-thru equipment as noted on the Tenant's construction documents: <ol style="list-style-type: none"> One (1) 1" conduit from the menu board to electrical panels. Two (2) 1" conduits from OCS/speaker board to location above ceiling at rear of space. One (1) 1" conduit from all directional signs to electrical panels (Note: up to 3 directional signs can be served by a single circuit. Additional signs shall be provided with a new dedicated circuit and conduit. One (1) 1" conduit for each two detector loop set to location above ceiling at rear of space. One (1) 1" conduit to pre-order menu board to electrical panels. One (1) 1" conduit to speaker location for power. One (1) 1" conduit from Tenant's dedicated monument/pylon sign to electrical panel. One (1) 1" conduit from height restriction bar if illuminated signage is indicated on plans. Three (3) spare 1" conduits to be run through foundation wall to front of building. Three (3) spare 1" conduits to be run through foundation wall out rear of building, all conduits to be terminated above ceiling. Verify locations for stub up with Tenant's representative.
02890	DT - Traffic Signage	<ul style="list-style-type: none"> Provide parking lot striping and directional arrows per Tenant's construction documents and per local code.
03300	DT - Site Concrete	<ul style="list-style-type: none"> Furnish and install concrete footings and anchor bolts per Tenant's construction documents for the following items: <ol style="list-style-type: none"> Preview menu board Order menu board Speaker post/Order Confirmation System (OCS) Directional signage (minimum 3 per store) DT Entry Beacon Sign Height restriction bar Tenant's dedicated Monument sign/pylon sign DT artwork panels (minimum 6 per store) Order menu board shroud/canopy – portal enclosure Provide a drive-thru lane constructed of 6" thick black integral colored, reinforced concrete (6x6 10/10 WWF). The width of the pad shall be the width of the drive-thru lane or no less than 12' wide and the length shall extend from preview menu board to far end of drive thru window bump-out. Furnish and install 6" diameter steel pipe bollards, filled with concrete, painted and located per Tenant's construction documents.

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CSI #	Scope Category	Detail
08500	DT - Drive-Thru Window	<ul style="list-style-type: none"> Furnish and install the Tenant specified drive-thru service window with all connections fully operational per manufacturer's specifications. Furnish and install 110-volt 15-amp service, transoms and sidelights, including bump out and exterior shelf, per Tenant's construction documents. Height of service window must be 36" on the inside above finished floor and 42" on the outside measured from drive-thru lane. Furnish and install air curtain/fly fan at drive thru window per Tenant's construction documents or local code.
10535	DT - Awnings	<ul style="list-style-type: none"> Furnish and install an exterior awning above the drive-thru window per Tenant's construction documents. The awning color will be specified in Tenant drawings.
16500	DT - Site Lighting	<ul style="list-style-type: none"> Furnish and install two (2) exterior, Tenant specified, lights located adjacent to drive-thru window per Tenant's construction documents. Landlord to provide Tenant with photometric plan indicating a minimum foot candles for exterior lighting around building perimeter shall be a minimum of 1.5 ftc at grade level.

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Landlord:

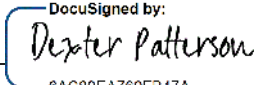

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Print Name: Chad Post

Title: Authorized Agent

Date: 3/28/2018

Tenant:


DocuSigned by:
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Print Name: Dexter Patterson

Title: Store Development Manager