GRAND CENTRAL TERMINAL ARCHITECTURAL DESIGN GUIDELINES

GRAND CENTRAL MARKET

07/20/10

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Grand Central Market: I. INTRODUCTION

PREFACE

The Tenant Package is comprised of:

- Grand Central Market Architectural Design Criteria (this document)
- MEP Design Criteria
- Landlord/Tenant Work Schedules as outlined in Lease Documents
- Lease Outline Drawings

Each Tenant and its Architect must be familiar with the intent, scope, and requirements of these documents.

The Architectural Design Criteria is intended to encourage design of the Tenant space which is both individualized and sensitive to Grand Central Market. The Architectural Design Criteria is an extension of and supplement to the lease, and is a legally binding document. Each Tenant should familiarize themselves with the Criteria before the Design Conference, at which time the Tenant's questions will be discussed.

The Architectural Design Criteria is organized as indicated in the Table of Contents. General Criteria, which pertain to all tenant improvements, are in the beginning of this document. Criteria pertaining to specific areas of the Market only are located in later pages entitled Specific Area Criteria.

The renderings, drawings, and floor plans contained in this Architectural Design Criteria approximate the plans and are not intended for actual construction. They are included here for illustrative purposes as an aid to Tenant compliance with the Architectural Design Criteria. The actual configuration and design of spaces within Grand Central Terminal as constructed, however, may vary in certain aspects from such renderings, drawings, and floor plans. In case of deviations between the Design Criteria drawings and the Landlord's Lease Outline Drawings, the latter will control. However, the Landlord does not guarantee the accuracy of the Lease Outline Drawings and all Tenants are required to field verify all as-built conditions.

All Tenants are responsible for ensuring that their designs comply with NY State Building Code 2007 and Federal ADA regulations.

SUSTAINABLE DESIGN

All tenant build-outs will contribute to Grand Central Terminal's overall direction towards sustainable design practices. Retail areas are to be compliant with the United States Green Building Council's (USGBC) sustainable design requirements. Standards are to be followed as per the 2009 LEED-ID&C for Retail rating system.

For all Sustainable Design Criteria details and requirements, refer to Section IV. Technical Information for All Tenants.

GRAND CENTRAL MARKET CONCEPT

Grand Central Market brings the Greenmarket concept indoors and allows meat, fish and deli items to be added to the produce, herbs, and baked goods that are the mainstay of the outdoor concept.

Grand Central Market is small when compared to comparable multi-tenant markets elsewhere. In order to get the depth and variety of merchandise necessary to serve the customers, market spaces are small and display frontages compact, and the number of merchants are maximized with in-depth specialization required.

Grand Central Market: LANDLORD CONTACTS

TENANT COORDINATION STAFF

The Landlord's Tenant Coordination and Design Review staff ("Tenant Coordinator") will provide liaison between the Landlord, Landlord's Architect, Leasing Agent, Tenant, Tenant's Architect/Designer, Tenant's Contractor, Landlord's Contractor, and Metro North Railroad's Code Compliance Office.

Contact: Tenant Coordinator

Tenant Coordinator Office

Jones Lang LaSalle Americas, Inc. attn: Tenant Coordinator Grand Central Terminal 25 Vanderbilt Avenue Hall 3A New York, New York 10017 tel: (212) 340-3403

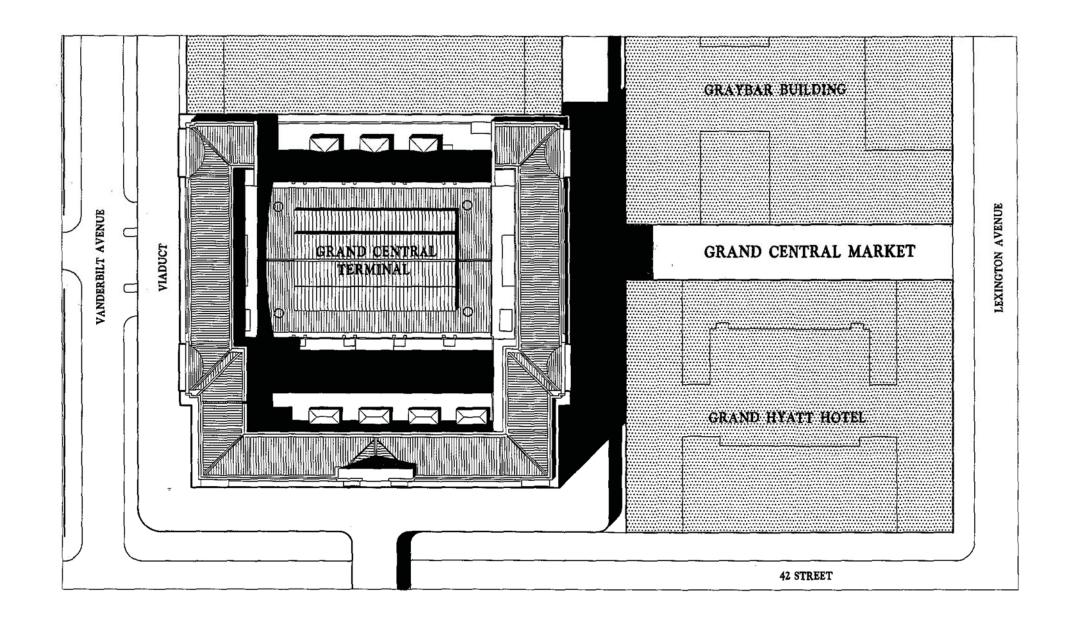
fax: (212) 340-3403 fax: (212) 340-4895

CODE ENFORCEMENT AGENCY

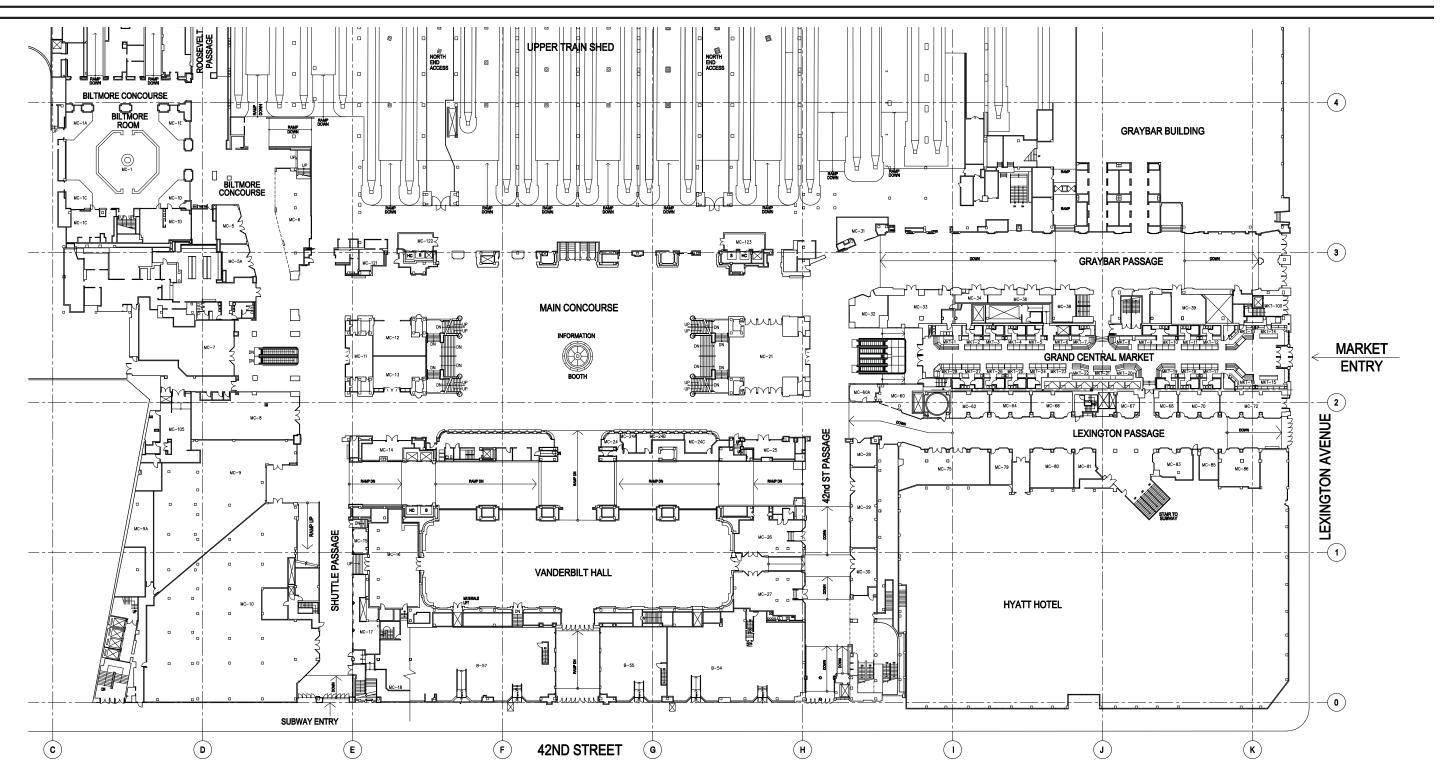
Metro-North Railroad is the authority having jurisdiction for code enforcement issues. The Tenant Coordinator will assist in coordinating the code enforcement process. The Tenant, the Tenant's Architect and Tenant's Engineer will not have direct contact with the Metro-North personnel administering the code enforcement process. Submission of drawings and required forms will be made to the Tenant Coordinator. The Tenant Coordinator will submit the information to Metro-North. Responses such as the Building Permits, the Punchlists, and all items related to Temporary Certificate of Occupancy and Certificate of Occupancy will be supplied by Metro-North to the Tenant Coordinator who will provide these documents to the Tenant.

HEALTH DEPARTMENT

New York State Department of Agriculture and Markets has jurisdiction over the Grand Central Market. In a few cases the City of New York Health Department may have Jurisdiction. The Tenant Coordinator will assist in resolving issues of jurisdiction.

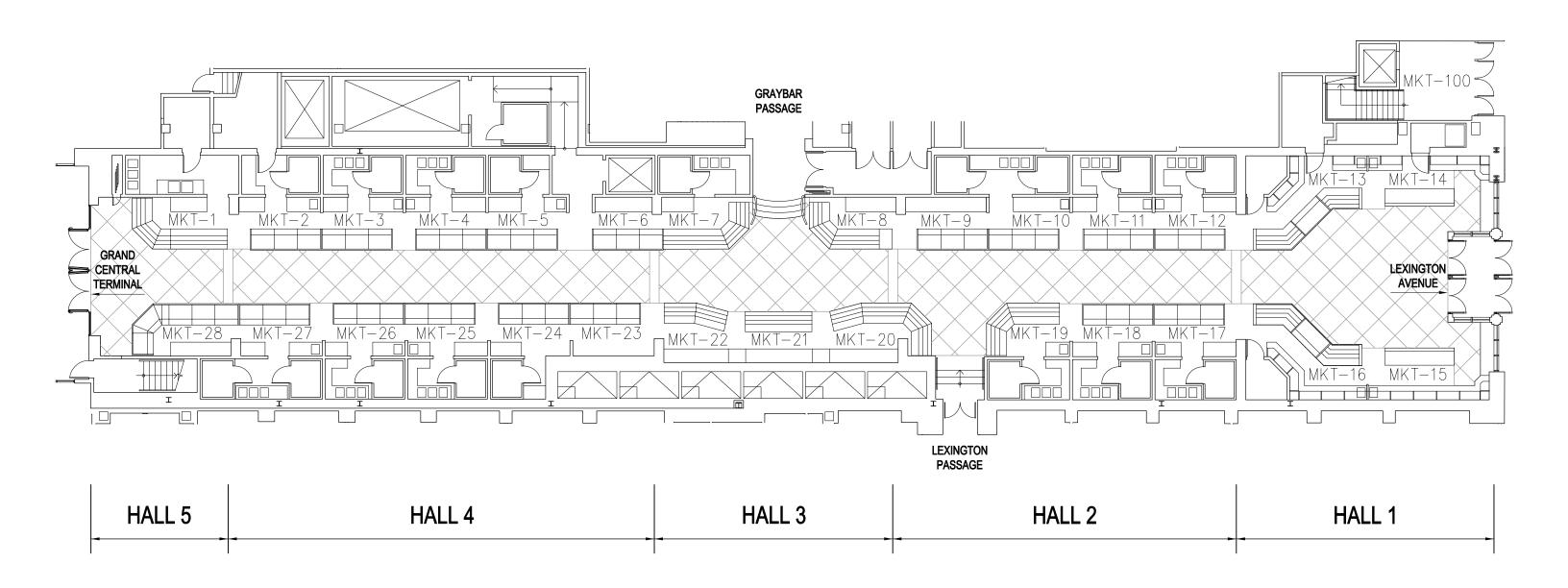


Grand Central Market: MAIN CONCOURSE PLAN



MAIN CONCOURSE PLAN SCALE: 1/64" = 1'-0"

Grand Central Market: MARKET PLAN



MARKET PLAN SCALE: 1/16" = 1'-0"

Grand Central Market: DEFINITIONS

DEFINITIONS

Counter Line - Farthest line from wall which defines the front counter location and display limits.

Common Area Materials - The selected materials and finishes approved by the Landlord for consistent use throughout the Common Areas of Grand Central Market.

Common Area - Those areas built and/or maintained by the Landlord.

Design Criteria - The "tool" used by the Landlord and Tenant to successfully complement the Landlord's common area and the Tenant's individual retail area with one another. It is a document which clearly defines the Tenant's design responsibilities through the use of drawings, sketches, pictures and text.

Demising Wall - Wall separating adjacent Tenant Work Zones.

Display Zone - Any part of the Tenant's Premises visible to the public. If the Tenant elects to not install a Feature Display Wall, the Work Zone becomes a Display Zone.

Feature Display Wall - Wall area above the back counter separating the Display and Work Zones, intended for graphic presentation and merchandise display.

Halls 1-5 - The five general subdivided areas of the Market, defined by stone tile arches.

Lease Line - The line established by the Landlord to define the Tenant's leasable area. The Display and Work Zones are within the Lease Line.

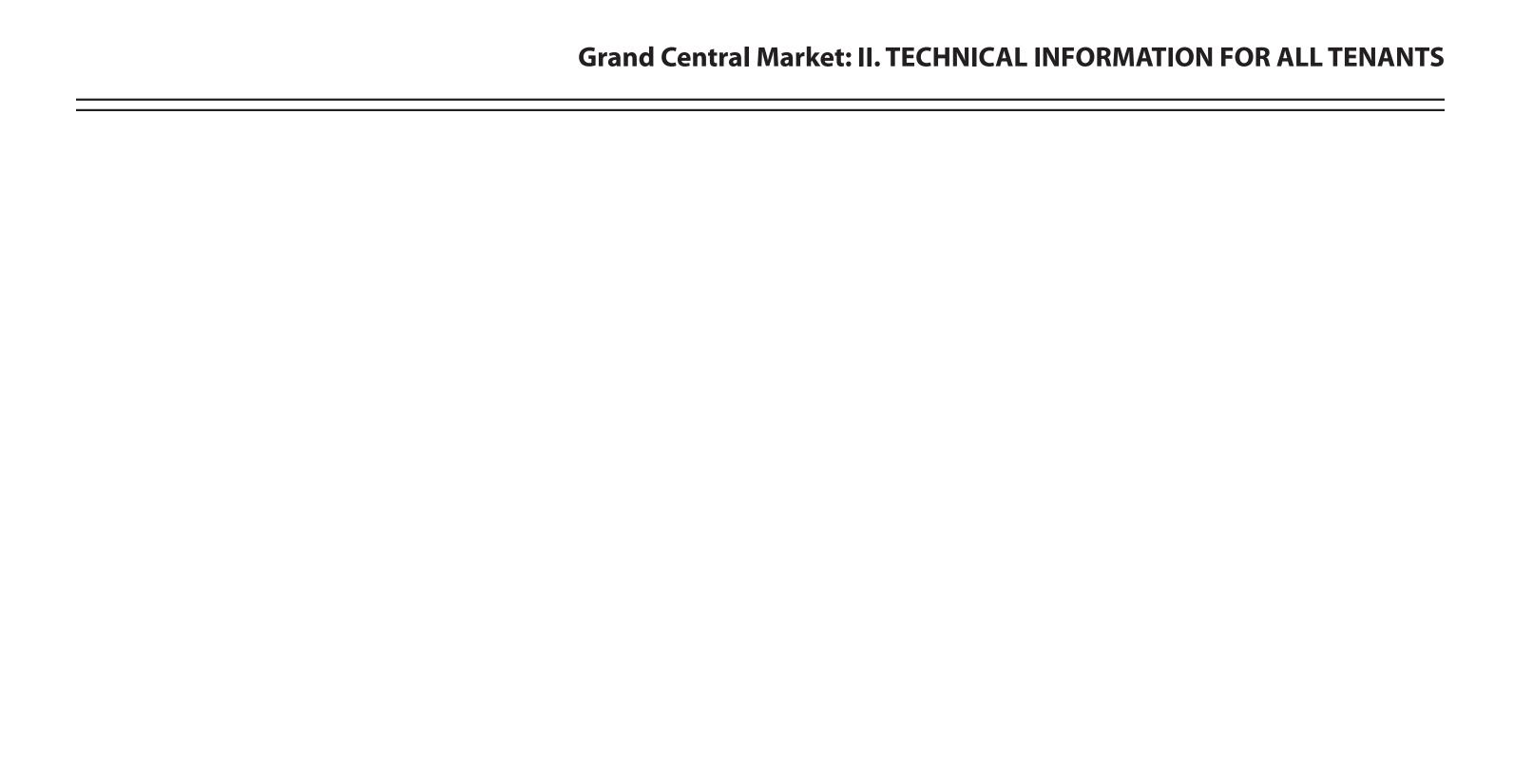
Market Components - The existing elements in the Display Zone, including Canopies, Back Counter Installations and Tenant Dividers.

Market Vendor - Market Tenants selling fresh food or prepared items intended to be taken away from the Premises. Vendors are limited to selling products which can be properly and fully displayed in fixtures provided by the Tenant and Landlord within the guidelines.

Shelving Brackets and Dividers - Shelving supports (standards) and panels (dividers) above the backcounter in Halls 1, 3 and 5. The shelving dividers include plugmold for undershelf lights. The shelving and undershelf lights are supplied by the Tenant.

Tenant Dividers - Stainless steel and wood panels separating adjacent Tenant spaces at the Display Zone.

Work Zone - The rear area of a Tenant space which is not visible to the public.



TENANT SUBMISSION REQUIREMENTS AND PROCEDURES

Tenant improvements are subject to Landlord's approval and shall conform to all Design Criteria. Tenant must use an Architect and/or Engineer registered in the State of New York for preparation of all submittals. Submittals must bear the Architect's and/or Engineer's title block with name and address. Submittals must be signed and sealed by the Architect and/or Engineer, depending on the scope of renovation. Plans prepared by anyone other than a New York State registered Architect and/or a New York State registered Engineer will be rejected. Tenant must notify Tenant Coordinator of the name, address and phone number of the Architect and/or Engineer.

All Tenant submittals as outlined in this section must be submitted to the Landlord as a complete package. Partial submittals will not be accepted and will be rejected without review.

Each Tenant is responsible for plan compliance with all governmental codes and regulations. Metro North Railroad is the authority having jurisdiction on code compliance. The Tenant Coordinator will provide application forms. Drawings and applications submitted to the Tenant Coordinator will be sent to Metro-North Railroad for code compliance review. Building Permits and Certificate of Occupancies will be issued to the Tenant from Metro-North Railroad through the Landlord's Tenant Coordination office. The City of New York Department of Health has jurisdiction over food uses in the Terminal. The State Department of Agriculture and Markets, and for certain uses the City of New York Department of Health, has jurisdiction over food uses in Grand Central Market. An application for approval must be made directly to the agency. The Tenant Coordinator will assist with which agency has jurisdiction.

The Landlord is not responsible for any delay or costs that result from Tenant's failure to submit complete information, failure to follow the criteria and procedures and/or failure to submit information to the appropriate government agencies for review. All plans, submissions and inquiries should be directed to the attention of:

Jones Lang LaSalle Americas, Inc. attn: Tenant Coordinator Grand Central Terminal 25 Vanderbilt Avenue Hall 3A New York, New York 10017 tel: (212) 340-3403

fax: (212) 340-4895

Design Package

The Landlord shall furnish the Tenant and/or its Architect with a design package consisting of the following:

- 1. Lease Outline Drawings
- 2. Tenant Design Criteria
- 3. As-Built Drawings from Prior Tenant (if available)
- 4. Metro-North Permit Application Forms
- 5. Grand Central Terminal Construction Rules & Regulations
- 6. Landlord/Tenant Work Schedules as outlined in Lease Documents

Design Conference

An on-site design conference must be held between Tenant's Architect and the Tenant Coordinator to review Design Criteria, procedures and schedules prior to starting design. This conference must be scheduled through the Tenant Coordination office.

The purpose of the conference is to acquaint Landlord with Tenant's intentions, to fully coordinate the Tenant design with the Design Criteria, and to agree on a design concept before drawings are begun.

Physical On-Site Inspection

During all phases of plan development, and prior to commencing construction, Tenant or Tenant's Architect shall make physical on-site inspections of the premises to verify asbuilt conditions and locations, utility locations and physical dimensions of the space.

Landlord shall not be responsible for as-built conditions differing from Lease Outline Drawings, Tenant's construction documents or Design Criteria. Tenant's Architects and Engineers are required to schedule all site visits with the Tenant Coordination office.

Tenant agrees that Tenant's plans will be prepared in strict accordance with Landlord's construction requirements, relevant codes, and the applicable provisions of the Tenant Design Package.

Pre-Construction Submittal

Upon signing of lease, retailer must submit a storefront or counter elevation showing proposed "Coming Soon" retail signage. This should be submitted within one (1) week of lease execution for Landlord review and approval. Submittal should include the following:

Storefront or Counter Elevation (scale: $1/2'' = 1'-0$
--

Drawings should include noted material & **method of signage application**. Recommended material for retail storefronts: 3M Controltac Removable Graphic Film with Comply Adhesive 3545C. For technical information, go to http://multimedia.3m.com/mws/mediawebserver?66666UuZjcFSLXTtMxTVox&EVuQEcuZgVs6EVs6E666666--

Submission I

Submission I shall be submitted within thirty (30) days after the execution of the Lease.

Landlord requires that Submission I include full sets of architectural and engineering drawings with as much detail as possible. Tenant shall submit to Landlord ten (10) sets of signed and sealed drawings showing the intended design, character and finishes of the Demised Premises. Submission I shall comply with the requirements and specifications of the Design Criteria contained herein.

Submission I shall include the following information at a minimum:

☐ Finish Board consisting of materials and color chips firmly applied to a 8-1/2" x 11"
illustration board. All samples must be clearly labeled.
Floor plans (scale: $1/4'' = 1'-0''$) indicating interior design, finishes, display, and space
planning concept, including fixture layout. Lease lines & demising lines must be
indicated on the plan. LOD must be included on a sheet in the set of drawings.
Reflected ceiling plans (scale: $1/4'' = 1'-0''$). Include lighting specifications/cut
sheets for all proposed lighting.
Typical interior elevations and sections (scale: $1/2'' = 1' - 0''$).
\square Storefront, counter and partition elevations and sections (scale: $1/2'' = 1'-0''$),
including graphics, display cases, signage, materials and color of finish.
☐ Plan, section and elevation (including signage and graphics) of storefront and
counter fixtures (if applicable) (scale: $1/2'' = 1' - 0''$).
Detailed merchandising display plan & elevations including equipment selections.
\square Schematic plumbing, HVAC, electrical and fire protection drawings (Scale $1/4'' =$
<u> </u>

Location and quantity of all items that require roof or floor penetration.

- Sign size
- Sign artwork (logo)

Lighting plan (scale 1/4'': = 1'-0'').

☐ **Signage drawings** indicating the following:

- Materials & Colors
- Elevation showing mounting height (scale: 1/2" = 1'-0")
- Plan showing mounting location (scale: 1/2'' = 1'-0'')

Signage submittals are to be coordinated with the drawings of the Tenant's Architect. The scale of all signage drawings should be at 3'' = 1'-0'' unless otherwise noted.

Unless otherwise noted, all Submissions must be in 11" x 17" format. Since floor plans, reflected ceiling plans, equipment plans, etc., are to be submitted at a scale of	Reflected ceiling plan (scale: $1/4'' = 1'-0''$) indicating any suspended ceiling, light fixture and color of lamps, sprinklers, HVAC ducts and partitions.
1/4'' = 1'-0'', it is not acceptable to take a typical sheet size which includes door sched-	Interior elevations, sections and details sufficient for construction (scale: $1/2'' = 1'-0''$).
ules, finish schedules, details, etc., in addition to plans, and reduce it down to $11'x 17''$.	\square Storefront, counter and partition elevations, sections and details (scale: $1/2'' =$
Whether hand drawn or computer generated, drawings must be formatted from the	1'-0").
beginning to allow plans to be both at $1/4'' = 1'-0''$ and on $11'' \times 17''$ sheet. It is not only acceptable, but desirable, to have schedules and details on $8-1/2'' \times 11''$ pages.	 Plan, section and elevation (including signage and graphics) of storefront and counter fixtures (if applicable) (scale: 1/2" = 1'-0").
	Detailed merchandising and display plan.
As soon as possible after receipt of Submission I, Landlord shall return comments to	\square Plumbing drawings (scale: $1/4''=1'-0''$) as indicated in MEP Design Criteria.
the Tenant. If Submission I, or any part thereof, is returned to Tenant without approval	\square HVAC drawings (scale: $1/4'' = 1'-0''$).
by Landlord, Tenant shall revise plans and submit Submission II within fourteen (14)	Electrical drawings (scale: 1/4"= 1'-0") as indicated in MEP Design Criteria including
days for further review and approval by Landlord.	fire alarm system components. Drawings must indicate connected electrical loads, weight of heavy equipment cases, etc.
Submission II	Fire protection drawings (scale: $1/4'' = 1' - 0''$).
	☐ Tenant data sheet (see MEP Design Criteria) indicating the Tenant utility load
Submission II consists of revised architectural and engineering plans addressing all	demands.
comments raised during the Submission I Design Review. Tenant shall submit to Land-	Lighting plan (scale $1/4''$: = 1'-0").
ord ten (10) sets of signed and sealed drawings.	Sign shop drawings by signage fabricators, including but not limited to:
ora terr (10) sets or signed and search arattrings.	• Refined plan showing mounting location (scale: 1/2" = 1'-0")
n addition to the drawings submitted to the Tenant Coordinator for Landlord review,	• Refined elevation showing mounting height (scale: 1/2" = 1'-0")
the Tenant or representative should submit a Building Permit Application, a Design	• Mounting Details
Compliance Certification, and Code Compliance Certificates.	• Fabrication method
compliance certification, and code compliance certificates.	Signage submittals are to be coordinated with the drawings of the Tenant's
Submission II shall include the following information at a minimum:	3 3
Submission II shall include the following information at a minimum:	Architect. The scale of all signage drawings should be at $3'' = 1'-0''$ unless otherwise
The target of the delegand finish Decad consisting of materials and calculations	noted.
Interior Finish Schedule and Finish Board consisting of materials and color chips	Sign sample: actual samples of prints and materials must be submitted. Paint
firmly applied to a 8-1/2" x 11" illustration board. All samples must be clearly labeled.	samples shall be submitted on a sample of the actual sign material which shall be
Floor plans (scale: $1/4'' = 1'-0''$), indicating storefront, counter and partition	12" long by the proposed height. A letter of the actual size, style and color shall
construction by tenant; materials, colors and finishes, location of partitions and type	appear on the sample.
of construction, doors by tenant, placement of fixtures and equipment.	

Unless otherwise noted, all Submissions must be in 11" x 17" format. Since floor plans, reflected ceiling plans, equipment plans, etc., are to be submitted at a scale of 1/4" = 1'-0", it is not acceptable to take a typical sheet size which includes door schedules, finish schedules, details, etc., in addition to plans, and reduce it down to 11'x 17". Whether hand drawn or computer generated, drawings must be formatted from the beginning to allow plans to be both at 1/4" = 1'-0" and on 11" x 17" sheet. It is not only acceptable, but desirable, to have schedules and details on 8-1/2" x 11" pages.

As soon as possible after receipt of Submission II, the Landlord shall return comments (if any) to the Tenant. If plans are approved by the Landlord, a building permit will be issued. If Submission II, or any part thereof, is returned to the Tenant without approval by the Landlord, the Tenant must re-submit revised drawings for approval.

Issued for Construction Drawings

After Submission II has been approved by the Landlord, the Tenant is required to deliver three (3) sets of signed and sealed "Issued for Construction Drawings" in 11" x 17" format and one (1) CD containing the same in AutoCAD to the Landlord. No building permit will be issued until these drawings are received. The building permit number must be referenced in the title block.

Changes after Final Plan Approval

After Landlord's approval of Submission II, no changes shall be made except with the prior written approval of Landlord. However, in the course of construction, Tenant may make such changes in, on, or about the Demised Premises as may be required as a result of "as-built" conditions, provided they are approved in writing and in advance by the Landlord.

Extent of Landlord Plan Review and/or Approval

Landlord's plan review and/or approval is for compliance with Tenant Design Package and Building Code only. This approval does not relieve Tenant of responsibility for compliance with Lease documents, field verification of dimensions and existing conditions, discrepancies between final working drawings and as-built conditions for Tenant's space, and coordination with other trades and job conditions. No responsibility for proper engineering, safety, and/or design of Tenant Work on the Premises is implied or inferred on the part of Landlord by this approval, and any such responsibility is hereby expressly disclaimed.

Tenant shall have sole responsibility for compliance with all applicable governing codes, laws, statutes, ordinances, rules, orders, regulations and other authorities for all work performed by or on the behalf of Tenant in Tenant's Premises. Landlord's or Landlord's agents or representative's approval of Tenant's drawings or of Tenant's Work shall not constitute an implication-representation or certification that said working drawings or Tenant's Work is in compliance with said codes, laws, statutes, ordinances, rules, orders, regulations or other authorities. In instances where several sets of requirements must be met, the requirements of Landlord's Insurance Underwriter or the strictest standard shall apply where not prohibited by applicable codes. In addition, Tenant shall have sole responsibility for compliance with all applicable Federal and New York State requirements for the use of the Premises permitted by Tenant's Lease and Tenant must file for and obtain all required occupancy permits and licenses.

Landlord Notes

Please be advised that the following notations must appear on all submissions to Landlord for plan review. If they are not on the submitted set of plans, they will be returned back to you "Revise and Resubmit" until they are present.

Please place these notations under the title "Landlord Notations" on the sheet were your General Notes are located, in addition place the Landlord notation with your corresponding detail, that matches the Landlord notation.

General

- 1. Contractor must provide the following prior to starting Construction:
 - A.) Proper Insurance Certificate listing (Please get additional insured list from Tenant Coordinator)
 - B.) A set of Landlord approved plans and a copy of the Landlords approval letter.
 - C.) A building permit issued by Metro North Railroad
- 2. Submit any material substitutions to Landlord for approval.
- 3. Work affecting any other Tenants must be coordinated after hours.
- 4. Tenant accepts space in as-is condition.
- 5. All ceilings in sales area or area visible to the public shall be gypsum board ceiling or alternate hard surface ceiling material.
- 6. All access doors in ceilings visible Display zone and sales area shall be GFRG access panels by Intexforms, Inc. or similar. (www.intexforms.com)
- 7. No Core-drilling is allowed without written permission by Landlord. All trenching must be reviewed by Landlord's representative prior to first cut.
- No thresholds or vinyl reducer strips are permitted in the sale area. Use only 1/8" metal terrazzo strip.
- 9. No vinyl base is permitted in the sales/public areas.
- 10. No VCT is permitted in the sales/public areas or where water is prevalent.

- 11. All areas where water is prevalent must be protected by waterproofing the slab with a membrane and sealant that is water tested for a minimum of four hours. The waterproofing should reach the nearest walls and extend up them at least six inches to create a 'tub'. The water test will be observed and signed off by Landlord's Representative prior to install of finished flooring.
- 12. All work before or after hours must be scheduled 72 hours in advance. Landlord's representative must be on site during this time.
- 13. Any items to be hung from base building structure or placed on or through the roof must be reviewed and approved by the Landlord.
- 14. Maximum load on all levels is calculated at 75 lbs. per square foot. For loads exceeding 75 lbs. per square foot (i.e., safes, restaurant equipment, etc.) the Tenant shall provide engineered drawings depicting the required additional structural support framing to be reviewed by the Landlord's structural engineer. Any structural work shall be by the Landlord, or at the Landlord's option, by the Tenant at the Tenant's sole cost and expense.
- 15. Upon substantial completion of the demised premises, the Landlord's Tenant Coordinator will formulate a punch list. The store cannot receive merchandise until all items on the punch list are completed and written permission is received from the Landlord.

Mechanical

- 16. All kitchen exhaust ductwork must be installed in conformance with NFPA Bulletin 96, and the NYC Building Code
- 17. All Tenant air and water systems shall be balanced by a certified air and water balancer and a copy of the report must be left with the Landlord prior to store opening. The Tenant's store will not be allowed to open without a copy of the air and water balancing report given to the Landlord.
- 18. Tenants using Landlord provided chilled water system must install regulating valve to modulate flow of chilled water to their condensers in response to demand.

- 19. Tenant HVAC documentation must show a table detailing compliance with the Building Code Index for Ventilation
- 20. Flex duct cannot be greater than six (6) feet in length.

Plumbing

- 21. Low water consumption fixtures and controls shall be required for water conservation.
- 22. Floor drains with trap primers shall be installed in each tenant toilet room.
- 23. Water hammer arrestors shall be installed per PDI requirements.
- 24. All Tenant gas piping must follow the route designated by the Landlord from the point of the gas manifold to the leased premises.
- 25. All gas pipe joints out side the leased premises greater than 2 inches shall be welded.
- 26. All gas piping in plenum spaces shall be welded connections.
- 27. Relief drain for water heater must be piped to nearest drain.
- 28. All sprinkler heads in sales area must be concealed type, centered in the tile.
- 29. Water heater must be set in a water heater pan.

Electrical

- 30. Cut sheets of all light fixtures shall be included in the design submittal.
- 31. All track lighting in public view shall be accommodated with a black metal snap-on hex cell louver.
- 32. Exit signs that are visible to the public must be edge lit type.
- 33. All electric must be run through hard conduit. MC not permitted for runs over six (6) feet. MC ok inside walls.
- 34. Any Tenant requiring additional electrical capacity will be responsible for the cost incurred for construction of additional infrastructure. This is in addition to a capacity allocation charge at Landlord's then current rate (currently \$200 per amp).

Signage

- 1. All Tenant signage is subject to Landlord's field review prior to installation. Any non-conformance will result in disapproval of signage.
- 2. Internally illuminated acrylic signage is not permitted.
- 3. Time clocks are required to control storefront lighting and signage.

Pest Control

1. All pipe penetrations and wall openings from the ground to the ceiling larger than 1/4" must be sealed with approved industrial sealant (NOT a caulking or expansion foam).

GCT approved industrial elastomeric sealants are: NP-1™; Geocel™; and Rustoleum's Industrial-Grade Sealant Compound.

Other suitable materials for sealing small holes are: copper mesh plugs sealed with mortar, stainless steel or aluminum sheets or metal screens mounted with an approved elastomeric sealant or screwed into the surface.

Non-approved sealants are: caulking, expanding foam, steel mesh plugs.

Additional Landlord Notations for Restaurants:

Grease Traps

- 1. Installation:
 - a. Grease traps shall be provided and installed by Tenant to confirm to location and capacity as determined by Tenant's architect/engineer, subject Landlord's reasonable approval and the Design Criteria.
 - b. Tenants that prepare or serve food shall discharge waste from grease producing plumbing fixtures through a tenant provided grease interceptor prior to connection to the base building grease waste system. Dishwasher machines are exempt from this requirement.

- c. In certain spaces, an independent grease waste system shall be provided by the Landlord. This system shall be routed to an external grease interceptor, the discharge of which shall connect to the sanitary sewer.
 - i. A grease waste riser or main will be made available within 75 feet of each tenant space.
 - ii. Dishwashers shall be connected to the grease waste system.
 - iii. Tenant is still required to provide a local grease interceptor.
- d. All grease interceptors shall be completely contained within the demised premises, and shall be above floor type complete with flow control fitting and sized as using manufacturers procedure for sizing grease interceptors. Grease interceptors must be approved by the Landlord prior to installation.
- e. At the Tenant's expense, designated Tenants must employ an independent service contractor clean and maintain the grease interceptor within their premises. Tenant must provide Landlord with the name of the contractor and their plumbing / grease disposal license number.

Kitchen Hoods

- Installation:
 - a. Kitchen hoods with adequate exhaust capabilities shall be provided by Tenant above for all ovens, ranges, fryers, dishwashers, and equipment for the removal of all grease or moisture laden vapors and cooking or objectionable odors.
 - b. All hoods and installation shall comply with the Design Criteria, NFPA requirements, the requirements of state and local codes, and the local health and fire departments.
 - c. All exhaust fans shall be mounted on curbs with a minimum height of 18" above the finished roof, or higher as required by the Design Criteria or local code officials.
 - d. Tenant shall provide adequate protection for roofing material at exhaust fan locations. The cost to repair any damages to roof caused by grease or other materials exhausted shall be borne solely by Tenant.

- e. All hoods shall be provided with ansul (or equal) fire protection systems.
- f. All roofing and roof related work shall be performed, at Tenant's sole cost and expense, by Landlord's roofing contractor.

Natural Gas

- a. Each restaurant tenant will be provided with (2) gas connections; a connection for equipment (cooking) within their space and a connection on the roof for a makeup air rooftop unit (heating).
- b. Gas piping from the meters at the manifold, to the restaurant tenant space will be schedule 40 black steel and be able to deliver an operating pressure of 6 to 11 inches W.C. A manual shut-off valve will be provided and the piping will be capped at the ceiling of each leased space.
- c. Size of gas piping shall be determined based on the following criteria:
 - i. Rooftop units: capacity required to offset building envelope losses and heat ventilation air.
 - ii. Kitchen equipment: 150 Btuh/ Sq. ft. for restaurant tenants.
 - iii. Makeup air units: 100 Btuh / Sq. ft. for restaurant tenants.

Domestic Water

- a. Each restaurant tenant shall be responsible for the coordination, supply and installation of a water meter at the point of connection to the Landlord provided service. Water meters with remote reading capabilities shall be installed in the tenant space. The Tenant is responsible for all work associated with the meter and remote reading hardware installation.
 - i. Restaurant Tenants: 2" size, Model #572IIS, with ER-1 Encoder.

Grand Central Market: CONSTRUCTION PROCEDURES

Commencement of Construction

Tenant must start construction within fourteen (14) days from the date upon which a building permit is issued by the Landlord.

Prior to construction, the necessary building permits and licenses must be obtained by tenant from the Metro-North Code Compliance Office through the Tenant Coordinator. In addition, all food service Tenants must have approved plans from the State of New York Department of Agriculture and Markets and the New York City Health Department, as required. These permits must be posted conspicuously on the inside of the storefront during the duration of construction.

Prior to commencing construction, the following must be on file with the Tenant Coordinator:

- Copy of approved building permits and licenses.
- Copy of application for Certificate of Occupancy.
- Names, addresses and phone numbers of all contractors, subcontractors and suppliers.
- Construction schedule.
- Itemized estimate of construction costs, including architectural and engineering fees.
- Original copy of insurance certificates (both Tenant and Tenant Contractor).
- Three (3) complete sets of construction plans, complete with Metro-North Code Compliance Office stamp and permit number
- A CD containing CAD files of all Construction Documents.
- HASP Report.
- General Contractors who have not previously worked in Grand Central Terminal are required to submit AIA Document A305 Contractor's Qualification Statement.

Tenant construction shall proceed only on the basis of Submission II as approved, stamped and signed by Landlord. Construction will be monitored for compliance with approved plans. Deviations will result in construction being halted immediately. Any changes to the construction work or costs of delays will be at Tenant's expense.

Construction Rules

A contractor's manual will be issued to the Tenant contractor outlining the construction rules and regulations and all relevant information.

Temporary Facilities during Construction

Utility costs or charges for any service to the premises shall be the responsibility of the Tenant from the date Tenant is obligated to commence Tenant's work. If required by Landlord, Tenant must erect a barricade to be constructed to Landlord's specification.

Pre-Opening

Prior to opening for business, the following must be completed:

- Pre-opening inspection by Landlord
- Completion of all items on pre-opening inspection punchlist
- Certificate of Occupancy from Metro-North Railroad, Inspection Certificate from New York City Department of Health, Sprinkler Test, Underwriters Certificate of Inspection of Electrical System.
- Payment of all monies to date
- All required insurance certificates must be on file with the Landlord

Written approval to open must be obtained from the Landlord prior to opening and prior to the removal of any barricades or Coming Soon signage on the storefront. No merchandising is allowed until the tenant has passed the final inspection.

Grand Central Market: CONSTRUCTION PROCEDURES

Post-Opening Inspection

After store is open for business and within thirty (30) days of opening, Tenant must schedule a punchlist inspection with Landlord.

Landlord's Optional Right to Correct Deficiencies in Tenant's Construction

Landlord may, but shall not be obligated to, correct any of the items of Tenant's construction which have not been finished or completed in accordance with the requirements of its lease and Tenant's drawings and specs as approved.

Landlord shall not undertake the performance of any such work until it shall have furnished Tenant with a final punchlist of deficient items and permitted Tenant thirty (30) days to complete the punchlist of deficient items. In the event Landlord performs such work, Tenant shall reimburse Landlord upon demand for any and all costs and expenses including a fee for administration.

Certificate of Acceptance

Upon completion of Tenant's Work within the Premises, Tenant must request in writing a Certificate of Acceptance from the Landlord, but the issuing of such a certificate shall be contingent upon satisfaction by Tenant of all of the following:

- 1. The satisfactory completion by Tenant of all work to be performed by Tenant in accordance with approved Submission II and in good and workmanlike manner.
- 2. Receipt by Landlord of as-built drawings from Tenant.
- 3. Completion of all items on punchlist issued by Landlord upon inspection of the Premises.

- 4. Receipt by Landlord of all required AIA forms and supporting waivers and lien releases from all contractors, subcontractors and suppliers.
- 5. Submission by Tenant to Landlord of a detailed breakdown of Tenant's final and total construction costs, together with receipted invoices showing payment thereof.
- 6. Tenant shall have reimbursed Landlord for the cost of Tenant's Work done for Tenant by Landlord, the cost of trash removal and any other sums owed by Tenant to Landlord pursuant to the Lease or Schedule E or both.
- 7. Submission by Tenant of a statement wherein Tenant agrees to indemnify Landlord against any and all claims and liens against the premises (Landlord's and Tenant's) or Tenant's leasehold therein, or the complex, by any material suppliers, contractors or subcontractors.
- 8. Submission to Landlord of copies of Certificate of Occupancy, all licenses, certificates, permits and other governmental authorization necessary in connection with Tenant's Work or the operation of Tenant's business.
- 9. Any other documentation Landlord may require.

Default

Without limiting any provision of the Lease with-respect to defaults, if Tenant fails to do any of the following, Landlord may at any time thereafter give tenant notice that Tenant is in default of Lease:

- Submit to Landlord the Submission I in accordance with above.
- Submit to Landlord the Submission II in accordance with above.
- Present a full set of construction drawings endorsed with the approval stamp and permit number.
- Failure to provide Landlord with required insurance certificates.
- Failure of Tenant contractor to abide by Rules and Regulations.
- Failure to complete Landlord's punchlist items within thirty (30) days after receipt thereof.

If Landlord does give such notice of default, such notice shall describe the nature of Tenant's default and shall specify a date not less than thirty (30) calendar days after giving of such notice by which such default shall be cured by Tenant. If Tenant fails to so cure such default, Tenant shall be deemed incurably in default of the Lease and Landlord shall be entitled to all remedies specified in the Lease.

Part 1 - Introduction

- a. The overall Retail Tenant Building Standards Agreement is for the use of the existing and the prospective Tenant within the retail spaces of Grand Central Terminal (GCT). These standards present the sustainable construction techniques and features which must be implemented within individual Tenant build-outs that will contribute to the overall retail concourse compliance with the United States Green Building Councils sustainable design requirements. GCT's Retail Space Tenant Building Standards Agreement is designed to follow the structure of the 2009 LEED-ID&C for Retail rating system.
- b. **A Different Kind of Retail Space**: While GCT has taken a number of significant steps towards creating a high-performance, healthy environment for the Retail Tenant, any decisions during build-out can dramatically impact the Tenant's long-term bottom line, the health and well-being of employees and customers, as well as the condition of the local environment.
- c. **What is My Triple Bottom Line?** The Retail Tenant's triple bottom line consists not only of financial returns on one's retail investment, but also the social and environmental benefits that are achieved through a sustainable approach to building. In the United States and around the world an increasing number of public and private organizations, along with their development teams are using this triple bottom line concept to build and operate their facilities in a more efficient and integrated manner.
- d. **How Has GCT Started this Process for Me?** The most important element in creating a high-performance and sustainable retail space is the base building itself, as well as the features and materials with which the build-out will integrate. MTA/MNR at Grand Central Terminal have employed certain strategies that will help maximize the value of the Tenant space. Some of those strategies include locally sourced materials where practical, landfill diversion of construction materials, and energy conservation.
- e. This guideline includes general requirements and procedures for compliance with certain USGBC LEED prerequisites and credits needed for Grand Central Terminal to obtain LEED certification based on the 2009 version of **LEED-ID&C for Retail applications.**

- i. Other LEED prerequisites and credits needed to obtain LEED certification depend on material selections and may not be specifically identified as LEED requirements. Compliance with requirements needed to obtain LEED prerequisites and credits may be used as one criterion to evaluate substitution requests and comparable product requests.
- ii. Additional LEED prerequisites and credits needed to obtain the indicated LEED certification depend on Architect's design and other aspects of Project that are not part of the Work of the Contract

Part 2 - Retail Common Area Operations and Maintenance (Performed by Landlord)

- a. The following items are existing programs or policies already in place or will be in place at the time of tenant move-in.
 - i. **Recycling:** A recycling program to include paper, cardboard, bottles and cans is under development. Due to terminal space restrictions, recycling will be managed by a waste management vendor who will sort at their off-site facilities. Tenant(s) will be required to participate in the program as required.
 - ii. **Green Cleaning:** Green cleaning policy and practices will be in place to improve indoor air quality and personal safety.
 - iii. **No Smoking:** The building is a non-smoking facility. Exterior designated smoking areas will be located away from all entrances, operable windows, and air intakes.

v. **Installed Lighting Systems:**

- 1. Interior lighting power density:
 - a. The allowable lighting power density shall comply with ASHRAE 90.1-2007
- 2. Lamps and fixtures: Utilize efficient lighting equipment to ensure lighting efficiency by implementing the following lamp types in all fixture specifications:
 - a. Electronically ballasted fluorescent T-8 systems
 - c. Compact fluorescent systems

- c. Light Emitting Diode (LED) technology where feasible for accent and display lighting systems
- d. Internally illuminated exit signs shall not exceed 5 watts per face
- v. **Energy Use:** All common area energy systems will be commissioned to optimize energy efficiency in the retail component.
- vi. **Carbon Dioxide Sensors:** CO2 sensors will be incorporate in the MEP system where retrofit is economical.
- vii. **Air Filtration Systems:** The HVAC system will use high-efficiency particle (HEPA) filters to eliminate viruses and bacteria. MERV 8 and MERV 13 filters or higher will be used for all air intakes and inside air recirculation returns where able to retrofit in existing system.

Part 3 - Retail Common Area Upgrades (Performed by Landlord)

- a. The following are retail upgrades either currently in place or will be in development at the time of tenant occupancy.
 - i. **LEED™ Standards as a Baseline for Building Renovations and Additions:** Future work in retail areas, such as energy efficient lighting systems, will be designed to incorporate sustainable practices aligned with 2009 LEED-ID&C for Retail certification criteria.
 - ii. **Water Conservation:** Existing plumbing fixture replacement will be phased and aligned with tenant construction where possible to include low-flow fixtures and aerators.
 - iii. **Lighting Controls:** Lighting will be controlled by a combination of time clocks and occupancy sensors in concourse upgrades where possible to decrease energy usage in all future renovations and in existing areas where economical.
 - iv. **HVAC Duct Work:** Exterior insulation will be on all new duct work no internally lined.
 - v. **Air Filtration Systems:** MERV 8 filters or higher will be installed during construction activities.

Part 4 - Tenant Design, Construction, and Operations Guidelines

- a. The following are design, construction, and operational guidelines to be incorporated into all tenant interior improvements and operations. All tenant design and construction guidelines are aligned with minimal 2009 LEED-ID&C for Retail (commercial interiors) certification. The tenants design and construction documentation will contribute to the overall and ongoing LEED-ID&C for Retail certification on interior fit-out of existing space.
 - i. **Flexible Space Planning:** Design should keep in mind maximizing the flexibility of spaces for multiple uses.

ii. Water efficiency:

- 1. All new plumbing fixtures should be low-flow and include aerators where applicable. Refer to table WE-1 for maximum allowable flush and flow fixture rates.
- 2. Each tenant is required to achieve a minimum of 20% water use reduction below established industry standards. All plumbing fixtures are required to be approved by the landlord prior to implementation into the work.
- iii. **Lighting Controls:** Utilize occupancy sensors, programmable time clocks, and task lighting, wherever applicable in new space in order to increase occupancy control. Task lighting in office areas will reduce the foot-candles needed for general lighting.

iv. **Lighting efficiency:**

- 1. Lighting design should be no more than the watt per square foot maximums established in ASHRAE 90.1-2007 for each use type.
- 2. Interior lighting power density:
 - a. Utilize light fixtures with above 70% efficiency in order to reduce energy usage.
 - b. The allowable lighting power density (LPD) shall comply with ASHRAE 90.1-2007 as well as the design criteria from IESNA Lighting Handbook, 9th Edition
 - c. All tenants will submit comprehensive lighting design density calculations to the landlord for approval to illustrate compliance with ASHRAE guidelines

- 3. Lamps and fixtures: Utilize efficient lighting equipment to ensure lighting efficiency by implementing the following lamp types in all fixture specifications:
 - a. Electronically ballasted fluorescent T-8 systems
 - b. Compact fluorescent systems
 - c. Light Emitting Diode (LED) technology where feasible for accent and display lighting systems
 - d. Internally illuminated exit signs shall not exceed 5 watts per face
- 4. Occupancy sensing and automatic lighting control devices
- a. Retail areas shall be controlled by an integrated time clock system, or appropriate time scheduling device, coordinated appropriately with the tenants regular business hours
 - i. Areas intended for 24-hour operation are exempt from time-clock requirements.
 - b. All back of house areas, classified as non-regularly occupied spaces, shall be controlled by occupancy sensors.
 - i. Each sensor must turn off lights within individually controlled areas no more than 30 minutes after the last occupant detection
 - c. These areas are not limited to the following types for example:
 - i. Offices
 - ii. Storage rooms
 - iii. Bathrooms / washrooms
 - iv. Lockers and changing areas
 - v. Meeting and conference areas
 - vi. Employee lunch and break rooms
- v. **Material Selection:** Include in material specifications the requirements for recycled content, not limited to the following materials, as follows:

- 1. Gypsum assemblies **90%** Combined PI & PC
- 2. Carpet **48%** Combined PI & PC
- 3. Ceiling Tile **50%** Post Industrial and 15% Post Consumer
- 4. Ceiling Grid **25%** Combined
- 5. Metal Studs **30%** Combined PI & PC
- 6. These are minimum guidelines for standard construction materials. Preference should be given to the selection of materials with high recycled content percentages.
- vi. **Reduce and Reuse:** Tenant is encouraged to find ways to reduce material usage and reuse existing materials and/or furniture where applicable to new design.
- vii. **Recycling:** Tenants will be required to coordinate with management's off-site recycling vendor for the disposal of all materials, both during construction and throughout the lease period.

viii. Furniture Selection:

- 1. Give preference to GreenGuard™ or SCS™ certified furniture where applicable to improve indoor air quality.
- 2. Specify furniture and systems furniture with recycled content where available.

ix. **HVAC:**

- 1. Provide multiple thermostats to maximize environmental occupant controls.
- 2. No use of CFC-based refrigerants is allowed.
- x. **Energy Star Appliances and Equipment:** Purchase EnergyStar appliances where available. See table EA-1 for a list of EnergyStar eligible equipment.
- xi. **Paints:** All paints will have zero or low-VOC. See table IEQ-1 for maximum allowable VOC values.
- xii. **Adhesives:** All adhesives will have zero or low-VOC. See table IEQ-2 for maximum allowable VOC values.

xiii. Flooring Systems:

- 1. Carpet
 - a. Choose carpets that meet or exceed Carpet & Rug Institute's Green Label Plus testing and product requirements.
 - b. Carpet pads shall also meet or exceed CRI Green Label testing and product requirements.
 - c. Carpet adhesive must also be low-emitting materials and comply with "Adhesives" requirements noted elsewhere in these guidelines.
 - i. Avoiding 4-PCH entirely can improve indoor air quality in your space and avoid the cost of testing for the compound later.
 - d. Optional: Specify carpet tile for ease of replacement and repair.
- 2. Resilient Flooring
 - a. All hard surface flooring must be certified by the most \ current FloorScore certification standard.
 - b. FloorScore products include:
 - i. Vinyl
 - ii. Linoleum
 - iii. Laminate flooring
 - iv. Wood Flooring
 - v. Ceramic flooring
 - vi. Rubber flooring
 - vii. Wall base
 - c. Concrete, wood, bamboo, and cork floor finishes must comply with the VOC levels outlined within this guideline.
 - d. Tile setting adhesives and grout must comply with the VOC levels outlined within this guideline.
- xiv. **Toxic or Emissive Products:** Avoid toxic or highly emissive materials and adhesives.

- xv. **Regional Materials:** Specify gypsum, metal studs, and ceiling tile within a 500 mile radius of construction site where available. Optional: specify other finish materials and furniture (and furnishing) with a 500-mile radius.
- xvi. **Construction Waste Management:** Require contractor to divert over 75% of construction waste from landfill or incineration.

xvii. **Construction IAQ:**

- 1. Require contractor to develop and implement an indoor air quality plan during construction.
- 2. An IAQ Management plan, implemented by GCT's retail area, will be available for tenant's reference.
- 3. The IAQ management plan should cover the following at a minimum:

Part 5 - Tables

Table WE-1 Water Efficiency

Flow Fixtures		Flush Fixtures	
Lavatory Faucet	0.5gpm	Water Closet	1.28gpf
Shower	1.5gpm	Dual Flush Water Closet	1.6/1.1gpf
Kitchen Faucet	1.5gpm	Urinal	0.125gpf
Janitors Sink	2.2gpm		
Hand Wash Fountain	0.5gpm		

Table EA-1 EnergyStar Eligible Equipment

Desktop Computers	Fax Machines	Commercial Refrigerator
Notebook Computers	Scanners	Commercial Fryer
Monitors (15"-21")	Refrigerators	Commercial hot food holding cabinets
Laser Printers	Dishwashers	Commercial steam cooker
Desktop copiers	Televisions	Clothes washer
Office copier		Clothes dryer

Table IEQ-1 VOC Limits for Paints and Coatings (g/l)

	Ceiling		Ceiling
Coating	Limit	Coating	Limit
Bond breakers	350	Clear wood finishes	350
		Varnish	350
		Sanding	350
		Lacquer sealer	680
Clear brushing lacquer	680	Concrete curing compounds	350
Dry-fog coatings	400	Fire retardant coatings	
		Clear	650
		pigmented	350
Flats	250	Floor coatings	420
Graphic arts sign coatings	500	Industrial maintenance	420
		Zinc rich primers	420
Japans/faux finish	700	Magnesite cement	600
Mastic	300	Metallic pigmented	500
Multicolor	420	Non-flat	250
Non-flat high-gloss	250	Pigmented lacquer	680
Pretreatment wash primer	780	Primers, sealers, undercoatings	350
Quick-dry enamels	400	Quick-dry primers, sealers, undercoatings	350
Roof coating	300	Roof primers, bituminous	350
Aluminum roof coatings	500	•	
Rust preventive coatings	420	Clear shellac	730
		Pigmented shellac	550
Specialty primers	350	Stains	350
		Interior stains	250
Traffic coatings	250	Waterproofing sealers	400
Waterproofing concrete, masonry sealers	400	Other	350

Part 6 - Definitions

- a. **Chain-of-Custody Certificates:** Certificates signed by manufacturers certifying that wood used to make products was obtained from forests certified by an FSC-accredited certification body to comply with FSC STD-01-001, "FSC Principles and Criteria for Forest Stewardship." Certificates shall include evidence that manufacturer is certified for chain of custody by an FSC-accredited certification body.
- b. **Commissioning (Cx)**: is the process of verifying and documenting that a building and all of its systems and assemblies are planned, designed, installed, tested, operated, and maintained to meet the owner's project requirements.
- c. **Construction and Demolition Debris:** Solid wastes arising from demolition or removal, excess or unusable construction materials, packing materials for construction products, and other materials generated on site during the construction process but not incorporated into the Work.
- d. **LEED:** Leadership in Energy & Environmental Design.
- e. **Non-Recyclable Materials:** Construction and demolition debris not capable of being reused or reprocessed, exclusive of the recyclable materials listed in the Recyclable Materials definition.
- f. Rapidly Renewable Materials: Materials made from plants that are typically harvested within a 10-year or shorter cycle. Rapidly renewable materials include products made from bamboo, cotton, flax, jute, straw, sunflower seed hulls, vegetable oils, or wool.
- g. **Recyclable Materials:** Construction and demolition debris that can be recovered and processed into new products or materials. Recyclable materials include, but are not limited to, the following:
 - i. Metals: Ferrous (iron, steel, stainless steel, galvanized steel) and non-ferrous (copper, brass, bronze, aluminum) types and containers made from metals such as pails, buckets and beverage cans.
 - ii. Concrete.
 - iii. Gypsum wallboard.
 - iv. Paper products such as generated from field office activities and clean corrugated packaging cardboard.

- v. Wood products, including untreated dimensional lumber, plywood, oriented strand board, hardboard, particleboard and crates and pallets made from wood products.
- vi. Carpet and padding.
- vii. Plastics and containers made from plastics such as pails, buckets, and beverage bottles.
- viii. Copper wiring.
- ix. Glass: Glass beverage containers, window and mirror glass.
- h. **Recycled Content:** The percentage by weight of constituents that have been recovered or otherwise diverted from the solid waste stream, either during the manufacturing process (pre-consumer), or after consumer use (post-consumer).
 - i. Spills and scraps from the original manufacturing process that are combined with other constituents after a minimal amount of reprocessing for use in further production of the same product are not recycled materials.
 - ii. Discarded materials from one manufacturing process that are used as constituents in another manufacturing process are pre-consumer recycled materials.
- i. **Regionally Manufactured Materials:** Materials that are manufactured within a radius of 500 miles (800 km) from Project site. Manufacturing refers to the final assembly of components into the building product that is installed at Project site.
- j. Regionally Extracted and Manufactured Materials: Regionally manufactured materials made from raw materials that are extracted, harvested, or recovered within a radius of 500 miles (800 km) from Project site.
- k. Submetering: is used to determine the proportion of energy use within a building attributable to specific end uses of subsystems.
- I. Waste Reduction: Construction practices that achieve the most efficient use of resources and materials; uses water efficiently; avoids practices such as over-packaging, improper storage, ordering errors, poor planning, breakage, mishandling and contamination.

NOTE:

The engineering team will propose and validate detailed guidelines for all MEP systems within the identified facility scope. The divisions related to water conservation and energy usage are only generic guidelines to give direction related to basic sustainable strategies. Refer to MEP Design Criteria for specific technical requirements.

Grand Central Market: LANDLORD & TENANT FINISHES

LANDLORD AND TENANT FINISHES

All Landlord and Tenant finishes are intended to provide maximum durability and ease of cleaning. Historically, markets had sloping sealed concrete, brick or tile floors enabling the entire market to be "hosed" down at day's end. Fixtures were either easily moved for cleaning or built with masonry and tile bases to withstand the moisture of the wash down.

Grand Central Market will contain many small spaces. Surface finishes and fixture materials will be limited to those that can be easily sanitized, washed down and withstand the abuse of intense retail activity and hand truck collisions.

For that reason, materials used **below the eight foot elevation** are limited. **Metal studs**, with moisture resistant gypsum and **cement board** are the **only allowable sub-finish materials.** All pipe penetrations and wall openings from the ground to the ceiling larger than 1/4" must be sealed with approved industrial sealant. (See required Pest Control Notes in Tenant Submission Requirements & Procedures section) Capped access holes for regular extermination of wall cavities are required.

Wall finishes are limited to **tile** or **stainless steel**. At certain locations and under certain conditions wood and metals are allowed above the counter top line and as panels on front counters to provide decorative interest and identity. Outside comers must have stainless steel corner guards.

Shelving brackets and **cabinet structure** will be **stainless or galvanized steel** with all cabinets held off the floor a minimum of six inches on legs or wheels to allow for cleaning. Plastic laminates, which readily chip, exposing particle board and plywood to moisture and pest infestation, are not allowed. **Countertop material** is limited to **stainless steel, copper, zinc and stone**.

Refrigerated display fixtures must contain no hidden wood, particle board or plywood. Meat, fish and bakery cases must be "single duty" to allow for access beneath the cases for cleaning and extermination.

With both the Landlord and Tenant commitment to quality, durable, and sanitary materials, the Market and its contents will withstand the test of time.

Grand Central Market: LANDLORD SHELL

LANDLORD SHELL

The Tenant should carefully review the Tenant Package including this Criteria to better understand the extent of the Landlord and Tenant Work. It is important to have a thorough understanding of the responsibilities of both Landlord and Tenant.

The following represents general information on the Landlord's shell. The Landlord's construction drawings are available to the Tenant for more detailed information.

ARCHITECTURE

COMMON AREA:

Finishes in the Common Area extend into the Tenant premises, more specifically into the Tenant Display Zone. The floors are terrazzo with a decorative motif. The ceiling is gypsum wallboard with level changes and decorative elements. Walls above eight feet are composite stone tiles. Ambient light is provided by incandescent down lights. Heating and air conditioning are provided from ceiling and wall diffusers. A gypsum wallboard bulkhead is located at the back of the Display Zone, immediately above the Feature Display Wall.

CEILING:

The Landlord has provided a gypsum wallboard ceiling above the Display Zone. There is no ceiling in the Work Zone. If the Work Zone is visible to the public, it becomes the Display Zone and drywall ceilings are required.

WALLS:

The Landlord has provided metal studs to demise the Work Room of the Tenant premises from the adjoining Tenant premises. In a few locations the Landlord has provided base building walls between Tenant spaces. See the Lease Outline Drawing for more specific information. Field verification of Base Building Conditions is required.

FLOORS:

In the public circulation aisle and the first three feet behind the Counter Line the material is terrazzo. The balance of the floor finish in the Tenant space is seamless epoxy and quartz with integral cove base.

UTILITIES

ELECTRICAL:

The Landlord shall supply power to a disconnect in an electrical panel within the Tenant's premises as more specifically described in the Landlord/Tenant Work Schedules as outlined in Lease Documents and MEP Design Criteria. In Halls 1, 3 and 5 the Landlord has provided additional work which is addressed in the Specific Criteria. The requirements for tenant wiring are specifically addressed in the MEP Criteria and in the Electrical Code which applies in New York City.

PLUMBING:

The Landlord will provide a cold water supply, a sanitary waste and a floor drain at the back of the front counter, and a floor sink in the Work Zone. In Halls 1, 3 and 5 the Landlord has provided hand sinks in the back counter. This is addressed in the Specific Criteria. Additional information is provided in the MEP Design Criteria. The Plumbing Code for New York City applies to Tenant improvements.

HEATING AND AIR CONDITIONING:

General building heating and air conditioning in the Display Zone is supplied by the diffusers in the Landlord's ceiling. The Tenant must tap into the distribution duct above the Work Zone, extend the ductwork and install diffusers in the ceiling of the Work Zone. More specific information is available in the MEP Design Criteria.

MARKET COMPONENTS

The Market Components include both functional and decorative elements for the Tenant premises. The Market Components vary from one Hall to the next Hall. This requires the Tenant and the Tenant's Architect to carefully review the Specific Criteria in this document and the Construction Drawings which are available from the Tenant Coordinator.

In addition to the previously mentioned items of floor finish and ceiling over the Display Area, the Market Components include:

CANOPIES - This canopy is both a functional and decorative element. It acts as a unifying element to all the various Market merchants and allows for variation without conflict of merchandise and counterfront design between adjoining merchants. This is critical due to the closeness of vendors and the lack of complete demising walls and neutral piers. It is functional in that it includes lighting track (plugmold) for the Tenant supplied task and accent lighting fixtures. It provides support for Tenant signs and has provision for hanging merchandise when appropriate.

BACK COUNTER INSTALLATION - Spaces in Halls 1, 3 and 5 have existing back counters, splashes, wainscot, horizontal plugmold and shelving standards. See Specific Area Criteria for details.

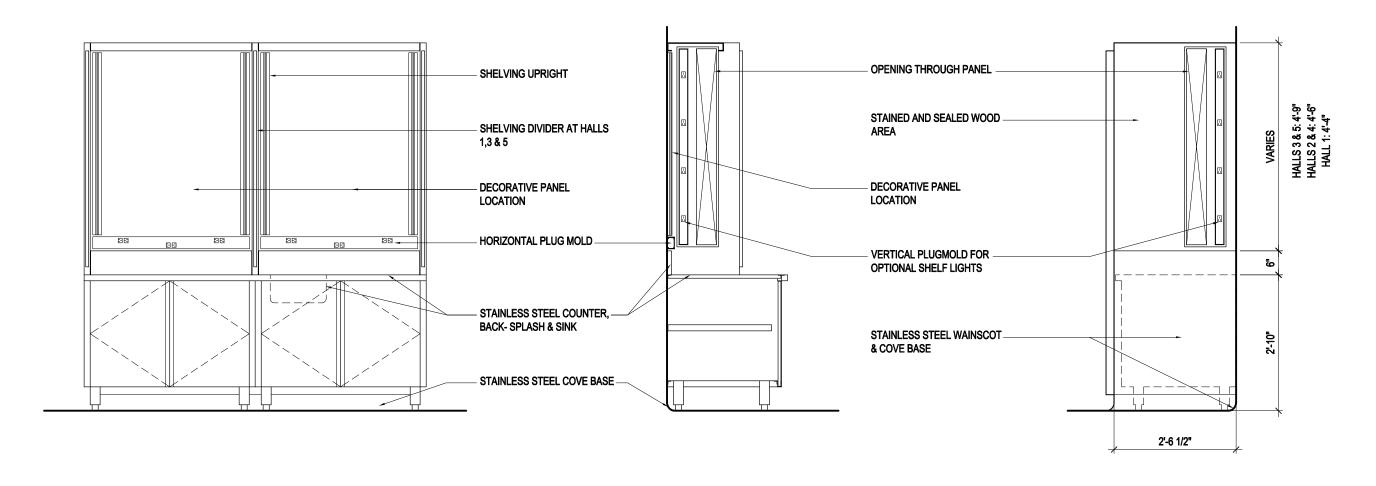
TENANT DIVIDERS - Existing perpendicular divider panels between bays separate Tenant spaces at the Feature Display Wall. This panel provides a separation between Tenants' Feature Wall shelving display and backcounters. The panel walls also provide the sanitary sewer connection for back counters and electrical outlets for shelving lights.

PERMITTED MATERIALS AND FINISHES	NOT PERMITTED
WALLS (SUB-FINISH) • Moisture resistant gypsum board and cement board	Gypsum board and plywood
 WALLS (FINISH) Tile: Daltile D-100 - 3" x 6" white glaze Fiberglass panels to Landlord specification - 0.09" thick Fire-X Glasbord frp panels manufactured by Kemlite Co., color white (not visible to the public). 	• Paint and wood
CEILINGS (WORK ZONE ONLY) • Drywall painted with washable paint • 2 x 2 Vinylrock (not visible to the public)	• Regular lay-in ceiling panels
FLOOR • Terrazzo and seamless epoxy with integral cove base	• All other materials
BACK COUNTER • Stainless steel	• Wood, plastic laminate, painted steel
FRONT COUNTER - TABLE DISPLAY • Stainless steel with decorative panels per Landlord specification	Wood framing, plastic laminate, painted steel
 DECORATIVE PANELS Stone - 3/4" thick marble or granite Metal-textured/patterned stainless steel or Muntz metal Wood-sealed stained wood veneer panels-ash, birch, maple 	• All other finishes.
COUNTERTOPS (BACK COUNTER) • Stainless steel, minimum 3/4" Poly-vance, marble, stone	Plastic laminate, wood, Corian
COUNTERTOPS (FRONT COUNTER) • Stainless steel, copper, zinc, marble, stone	Plastic laminate, wood, Poly-vance, Corian

PERMITTED	NOT PERMITTED
 REFRIGERATED DISPLAY CASES Service style subject to Landlord approval All stainless steel construction with stainless or white paint finish. Manufactured by Ameg, Hill, Hussmann 	 Cases which include wood or particle board with plastic laminate, contact paper, or painted finish.
SHELVING SUPPORTS (FEATURE DISPLAY WALL) • Stainless steel E-Z Shelving System standards and brackets.	• Painted metal, wood, or plastic.
SHELVES (FEATURE DISPLAY WALL) • Stainless steel, chrome, zinc, copper or solid wood properly sealed. Refer to E-Z Shelving System.	Glass, plastic, wood veneer painted wood and plastic laminate.
SHELVES (WORK ZONE) • Chrome, stainless steel, or galvanized steel comparable to the Metro System.	Glass, plastic, wood veneer, painted wood and plastic laminate.
DOORS (DISPLAY TO WORK ZONE) • Eliason stainless steel flush door.	Wood, plastic laminate, hollow metal.
 WALK IN REFRIGERATORS / FREEZER BOXES Raised integrated floor required; poultry, fish and produce boxes require waterproof liner with integral 6" base; typical 6'-9" or 7'-8" widths. Outside finish to be embossed aluminum, stainless steel or white baked enamel. Recording Thermometers and. High Temperature Alarms required. Remote condenser dunnage (by Landlord) location on roof; Tenant to supply all conduit piping, wiring, connections and equipment. Seal cavity between box and walls with metal cover to match cooler finish. 	Floorless Condenser in Work Zone ceiling.

PERMITTED	NOT PERMITTED
 DECORATIVE PANELS @ FEATURE DISPLAY (BACK COUNTER) Stone - 3/4" thick marble or granite Metal - textured/patterned stainless steel or Muntz metal Ceramic tile - nominal 3" x 6" - white, gloss finish Wood - sealed stained wood veneer panels-ash, birch, maple 	Painted gypsum wall board, vinyl wall covering, brick
 SUSPENDED BLACKBOARDS AND SHELVING Stainless or galvanized steel hangers and frames; stainless or galvanized shelving with optional wood trim Blackboard to be steel black enamel by Greensteel 	Glass, plastic, wood veneer, painted wood, and plastic laminate
 MISCELLANEOUS Reach-in refrigerators with stainless steel finish Electric hot water heaters Grease traps 2-compartment stainless steel sinks NSF label required Sneeze guards - frameless glass panels w/ minimal stainless steel brackets 	 Warmers, toasters, ovens, hot plates or other heat producing devices Dealer supplied display or signs

NOTE: ALL TENANT FINISHES ARE SUBJECT TO LANDLORD REVIEW AND APPROVAL



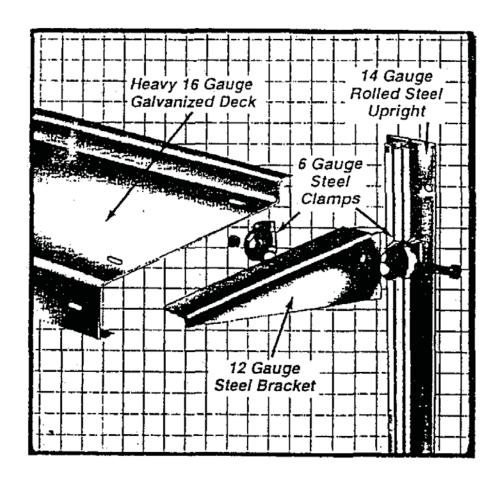
SECTION: SHELVING DIVIDER

ELEVATION: TYPICAL BACK COUNTER REFER TO SPECIFIC LOCATION

SECTION: TENANT DIVIDER

Grand Central Market: TENANT FINISHES

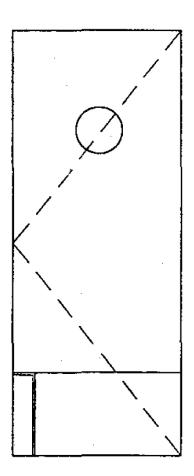
WALL SHELVING SYSTEM:



E-Z Shelving System, Inc. www.e-zshelving.com

tel: 800-353-1331 fax: 913-384-3399

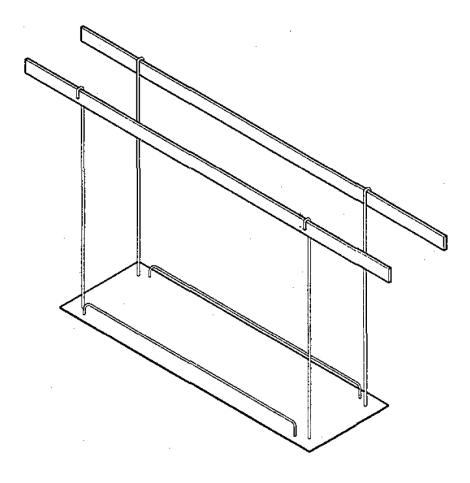
DOORS:



3/4" solid core metal clad partition door, 18 GA type 304 #4 finish 18" H stainless steel kick plate 10" diameter acrylic window E-Z swing hinges and fasteners

Eliason - Easy Swing Door www.eliasoncorp.com tel: 800-828-3655

SUSPENDED DISPLAY SHELVING:



Suspended anodized aluminum display shelving:

I" x 18" x 42" stainless steel, with 1/2" diameter raised guards and hangers.

Suspended from overhead canopy ribs at Halls 2 and 4 with clamp.

LIGHTING

- 1. In the ceiling above the Display Zone the Landlord is providing ambient light for general lighting of the public circulation and the Tenant Display Zone.
- 2. Above the Tenant Display Zone is an existing functional and decorative Canopy with integral lighting track or plugmold for task and accent lighting. The Tenant is to provide compatible fixtures limited to those fixture types specified in this section. The five Halls each have a specific Canopy type.
- 3. In the Work Zone, if the Tenant elects to build a Feature Display Wall with a door, effectively creating an area not visible to the public, the Tenant may use compact fluorescent light with a lensed cover. However, the fixtures must have Tri-phosphor tubes with a Color Rendering Index (RDI) of 80 or higher and a Color Temperature of 3000K or lower. Since Work Zone spaces are small, the tenant is encouraged to use only incandescent or halogen down lights.
- 4. If the Tenant elects to not have a feature display wall and create a Work Zone visible to the public, lighting is limited to incandescent or halogen recessed down lights.
- 5. All recessed fixtures must be round, square or rectangular. Round fixtures may be no larger than 6" in diameter, square fixtures may be no larger than 6" and rectangular may be no larger than 5" x 9".
- 6. Accent lights may be lamped with 35-watt MR-16 lamps or lower, 20-39-watt ceramic metal halide in a T4, T6, MR-16 or PAR 20 envelope or any LED. All must be 3000k color temperature.
- 7. All fixtures are subject to Landlord's review and approval. No light fixture should create glare. All lights must be on switches circuit breakers are not permitted to be used as switches. The Tenant lighting on the canopy should be on a 7-day, 24-hour time clock that is on a separate circuit with a circuit breaker lock. The Time clock shall be set to the Landlord's requirements.

Grand Central Market: GENERAL LIGHTING CRITERIA

SPECIFIED TENANT CANOPY LIGHTING FIXTURE

GENERAL DESCRIPTION:

Plug-in Tungsten halogen low voltage adjustable accent light with lamp mounting ring, metal snoot, indexing finger, "snap-on" ceramic lamp holder tightening knob, wire covering sleeve, and adjacent transformer.

Manufacturer:
Nulux Inc.
1717 Troutman Street
Ridgewood, New York 11385
718-383-1112
www.nulux.com

Fixture: MRLux - Track Mount MR16 Fixture

Finish: Natural Aluminum Fixture Wattage: 20-75 Supply Voltage: 12

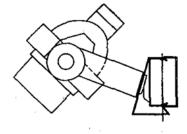
Wiremold plugmold tracks are provided, with standard electrical outlets every twelve inches. The MRLux snaps onto the track, and a small electronic transformer attached to the MRLux by a short connecting wire is plugged into the nearest outlet.

The MRLux uses a wide variety of MR-16 lamps, which are available from many manufacturers in sizes ranging from 20 to 75 watts and with beam spreads ranging from 7° (very concentrated) to 60° (very wide). Three types of glass lenses mount in front of the lamp to shape the light pattern and add safety if the lamp should break.

The MRLux is fully adjustable and may be aimed at any angle and locked in place. For different lighting applications MRLux is available with two kinds of interchangeable "front ends".

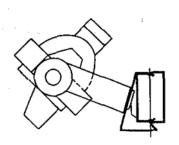
1. OBFE - OBJECT LIGHTING FRONT END

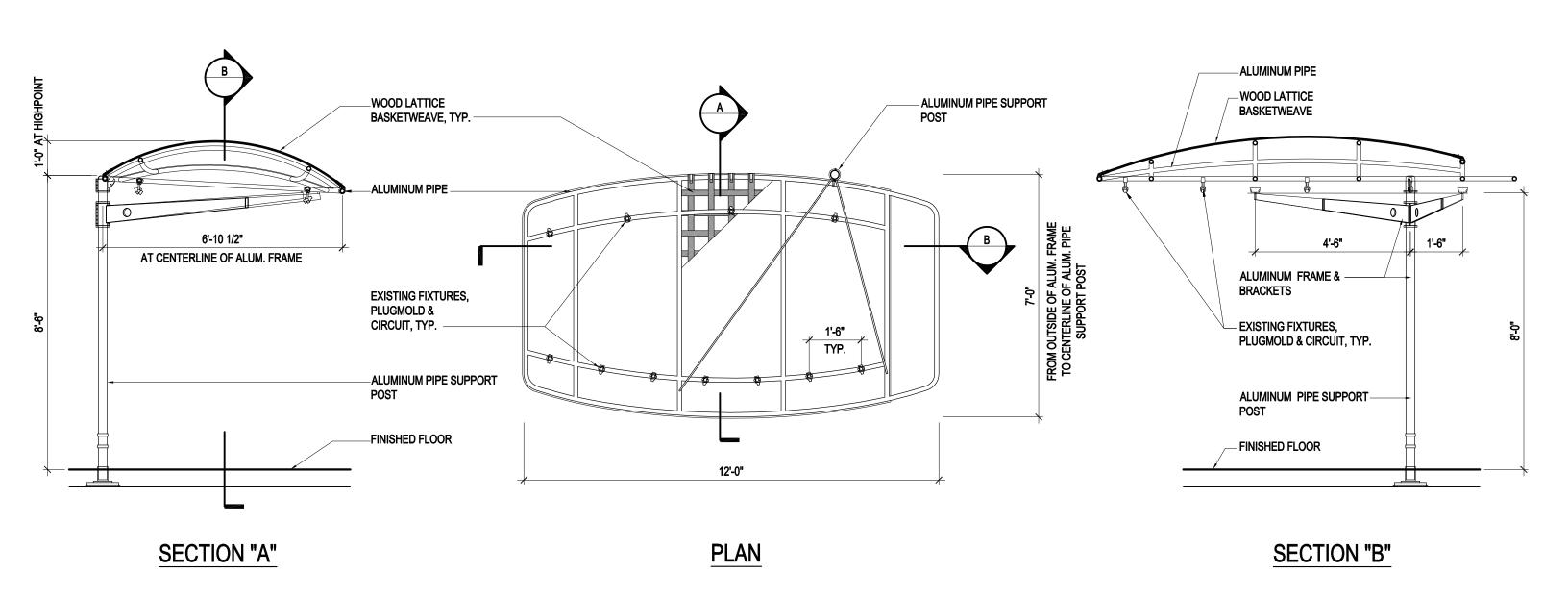
This is a simple cylinder that shields spill light around the projected light beam and removes glare. The OBFE tube holds two types of Luxlenses: LLCF a lightly frosted clear lens that does not change the beam spread and LL55 a fluted glass 55° spread lens that elongates the beam into an oval shape. Rotating the OBFE front end rotates the oval light pattern.



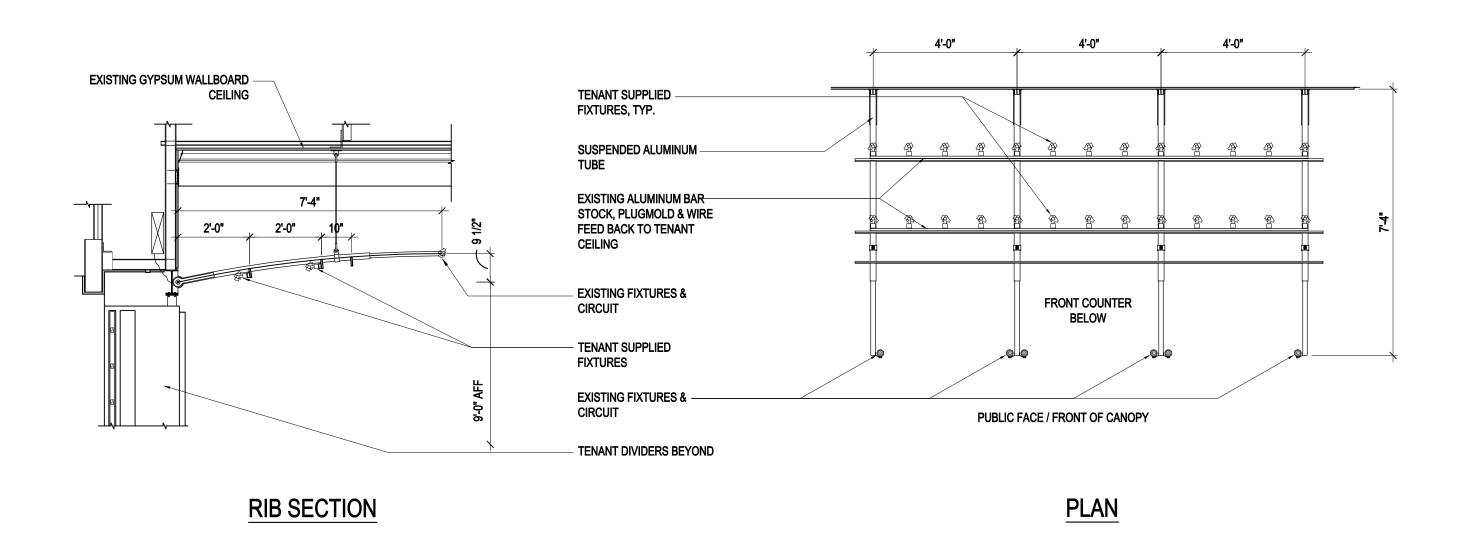
2.WWFE- WALL WASH FRONT END

This front end is used to light walls, panels, signs, displays and other vertical surfaces with a smooth wash of light from top to bottom. The WWFE is a reflector that directs light to the upper part of the lighted surface. It is used with either the LL55 spread lens or a special wall lighting lens LL57 which gives maximum horizontal and vertical spread with superior uniformity of illumination.

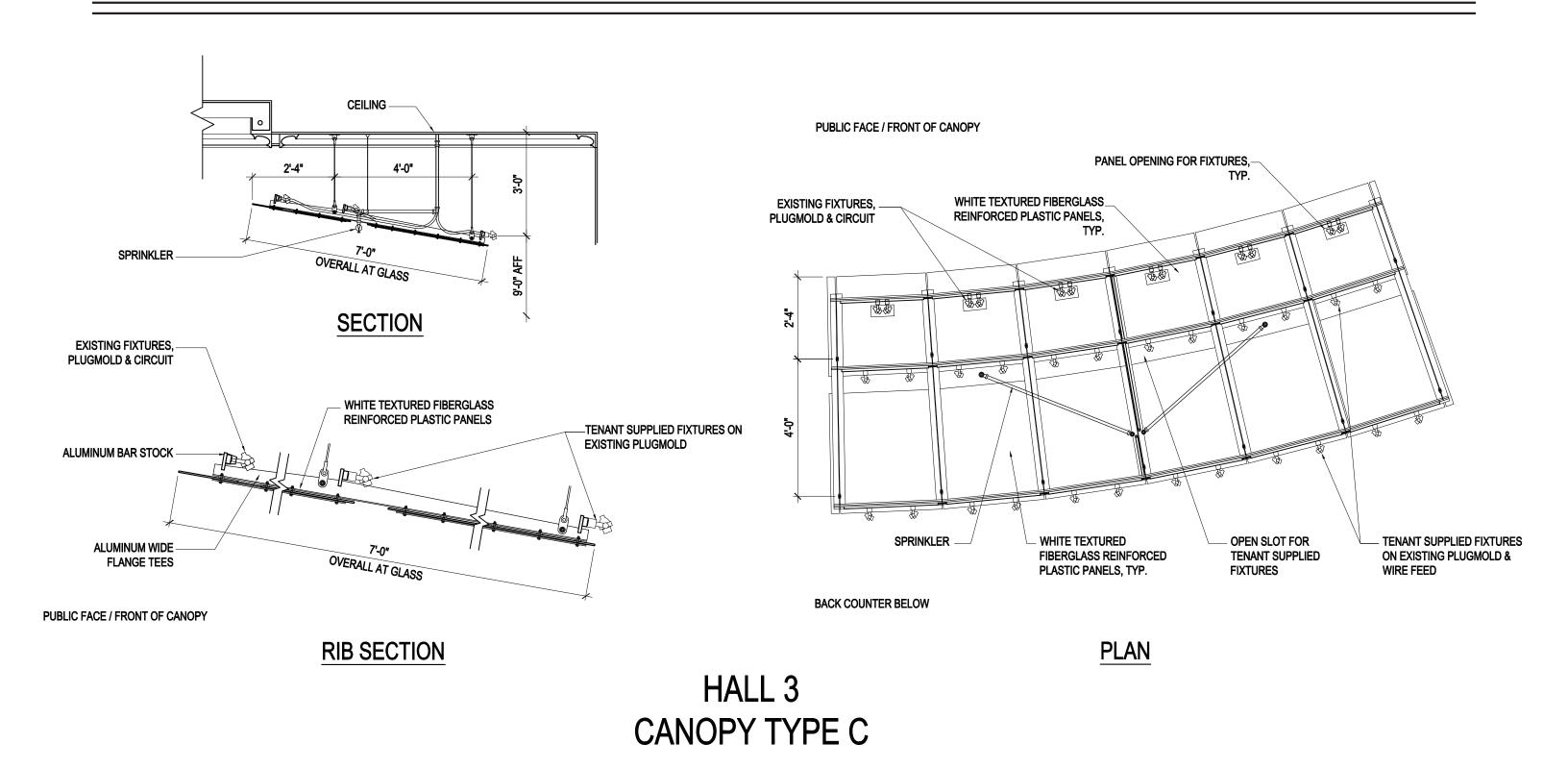


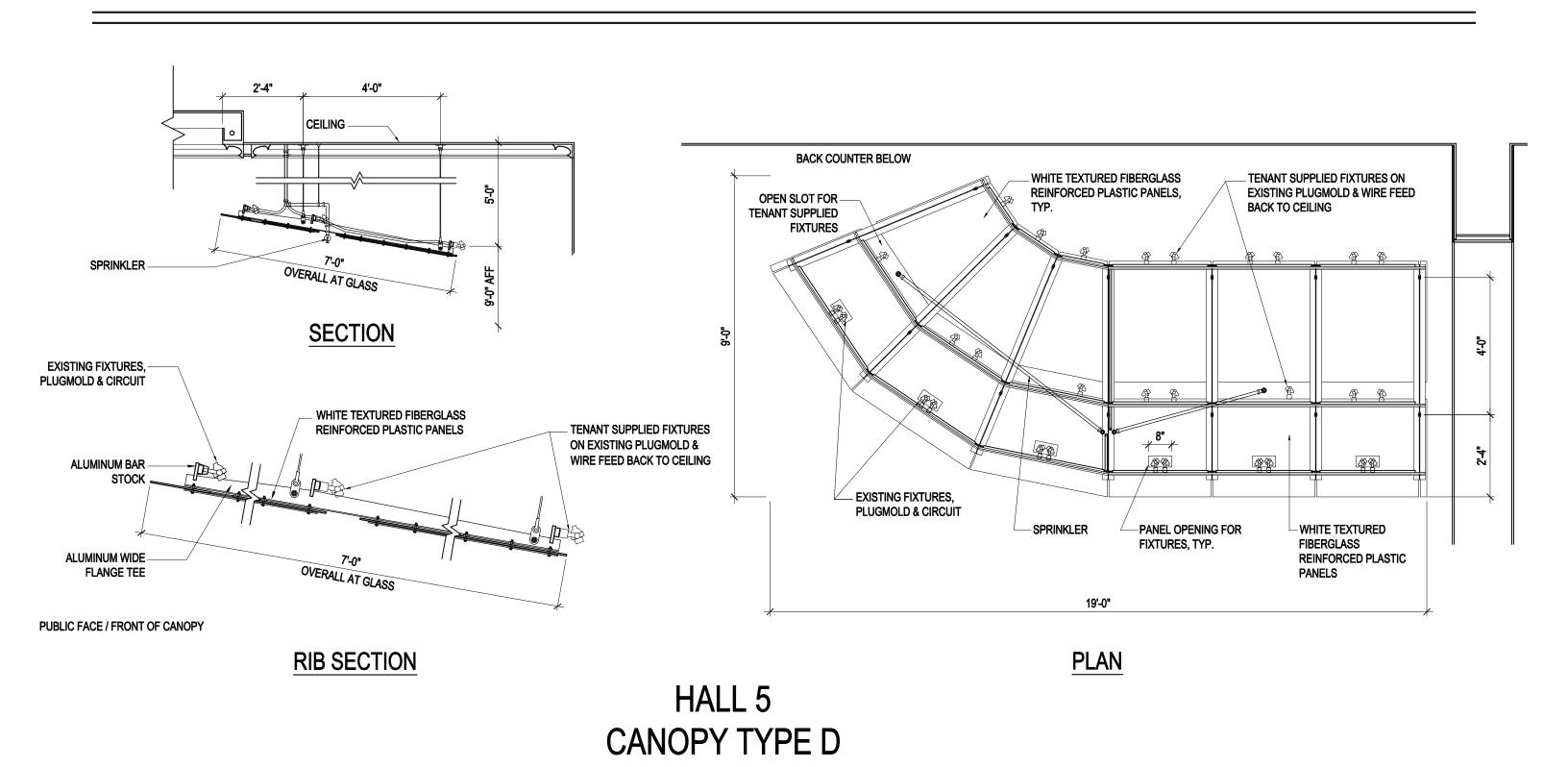


HALL 1 CANOPY TYPE A



HALLS 2 & 4 CANOPY TYPE B





Grand Central Market: GENERAL SIGNAGE CRITERIA

GENERAL SIGNAGE CRITERIA

Signs in Grand Central Market should identify the Tenant, provide clear, useful information, and create a lively visual atmosphere.

Graphic design, materials, construction and installation of all Tenant signs must be reviewed and approved by the Landlord according to the procedure outlined in the Tenant Submission Requirements section.

- 1. Graphic design should be lively, simple and clear. Tenants are expected to do business under names that are reasonably straightforward. Generic names of one or two words, simple logos, and object signs which describe the merchandise are encouraged.
- 2. Signs are limited to trade names and logos. Listing of merchandise is not permitted on the signs, except where specifically authorized by Special Area Criteria.
- 3. Typefaces should be clearly legible.
- 4. Iridescent signs, flashing lights, and animated elements are not permitted.
- 5. Postal addresses, if required by the Post Office, will be installed by Landlord at Tenant's expense.
- 6. No signmaker's labels or other identification (including label) shall be permitted on the exposed surface of signs, except those required by local ordinance. If required by local ordinance, such labels or other identification shall be in an inconspicuous location.
- 7. The Tenant should refer to the Specific Signage Criteria section for acceptable sign types and size limitations. Sign types are described to indicate the general quality and nature of signage which are expected of the Tenant.

- 8. The Tenant shall repair all damage to any other work caused by Tenant's sign contractor.
- 9. The use of the words "Grand", "Central", "Terminal", "Station", or "Market" as part of the Tenants Trade name is not permitted.
- 10. Neon and internally illuminated signs are not allowed.

Grand Central Market: SPECIFIC SIGNAGE CRITERIA

SIGN TYPES

Sign Type A: Hanging Flat Sign - Hall 1

Use:

As major trading sign

Sign Shape and Size:

6'-0" long x 10" high x 3/4" thick

Letters and Logos:

Painted wood

Sign Panel:

Painted wood, suspended from canopy

Notes:

Signs are to be fabricated by Tenant and installed by Landlord at Tenant's expense. One sign allowed per Tenant.



Sign Type B: Parallel or Perpendicular Hanging Sign - Halls 1 through 5

Use:

As major trading sign

Sign Shape and Size:

Any shape fitting within 2'-0" x 2'-0" x 2'-0" cube

Letters and Logos:

Painted, silkscreened or etched

Sign Panel:

- -Natural metal, painted, baked or porcelain enamel
- -Painted wood
- -Clear, translucent or painted glass

Notes:



















Sign Type C: Object Sign - Hall 2 & 4

Use:

As major trading sign

Sign Shape and Size:

Any shape fitting within 2'-0" x 2'-0" x 2'-0" cube

Letters and Logos:

Painted, silkscreened or etched

Sign Panel:

- -Stuffed fabric
- -Carved Wood
- -Sheet metal
- -Diecast metal
- -Paper Mache
- -Fiberglass

Notes:



Sign Type D: Individual Hanging Letters - Halls 3 & 5

Use:

As major trading sign

Sign Shape and Size:

Individual letters, 3/4" thick x 6 1/2" high Maximum length: 7'-0"

Letters and Logos:

Painted aluminum Typeface: "Times"

Sign Panel:

Painted aluminum, attached with pins to top horizontal bar or tube, suspended from glass canopy

Notes:



Grand Central Market: SPECIFIC SIGNAGE CRITERIA

Sign Type E: Optional Ceramic Tile Wall Panels - Halls 1 through 5

Use:

As secondary trading sign and image enhancer

Sign Shape and Size:

5'-0" x 3'-6" maximum

Letters and Logos:

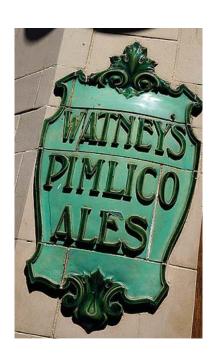
Decorative tile

Sign Panel:

Decorative tile, applied between shelving uprights at Feature Wall

Notes:

Signs shall be designed and fabricated by an artist approved by Landlord and commissioned at Tenant's expense







Sign Type F: Optional Wall Object Sign - Halls 1 through 5

Use:

As secondary trading sign and image enhancer

Sign Shape and Size:

Objects may be any shape fitting within a 2'-0" by 3'-6" rectangle and may protrude no more than 8" from wall surface. A decorative background treatment must complete a 3'-6" wall panel.

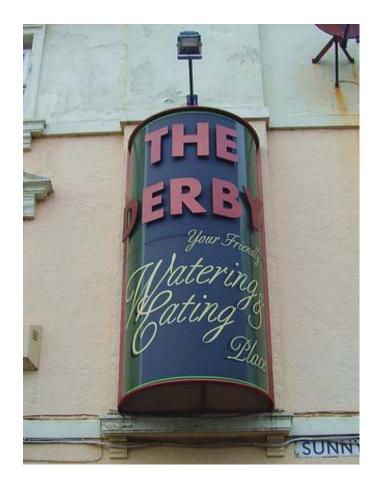
Letters and Logos:

Painted, silkscreened or etched

Sign Panel:

- -Carved Wood
- -Sheet metal
- -Diecast metal
- -Paper Mache
- -Fiberglass

Notes:



Grand Central Market: SPECIFIC SIGNAGE CRITERIA

Sign Type G: Optional Chalkboard/Specialty Signage - Hall 1

Use:

Limited to cost and product information

Sign Shape and Size:

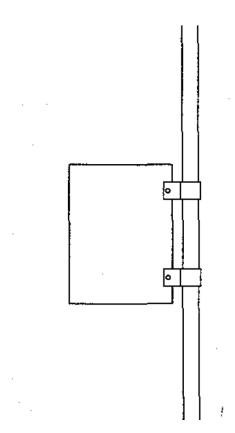
2'-0" high by 1'-6" wide

Materials:

Black steel enamel chalkboard attached to decorative umbrella support

Notes:

Signs are to be fabricated by Tenant and installed by Landlord at Tenant's expense. One per decorative umbrella.



Black steel enamel chalkboard (Greensteel); attach with aluminum clamp rings similar to canopy construction

Grand Central Market: SPECIFIC SIGNAGE CRITERIA

Sign Type H: Optional Chalkboard/Specialty Signage - Halls 2 & 4

Use:

Limited to cost and product information

Sign Shape and Size:

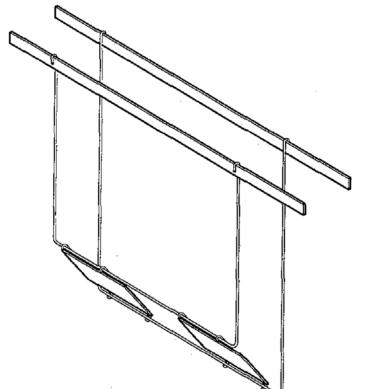
1'-1" high by 1'-1" wide

Materials:

Black steel enamel chalkboard suspended from decorative lighting grid

Notes:

Signs are to be fabricated by Tenant and installed by Landlord at Tenant's expense



Black steel enamel chalkboard (Greensteel) with 1/2" stainless trim edges; attach with 1/2" diameter stainless rods, horizontal bar hangers similar to suspended shelf construction

Grand Central Market: VISUAL MERCHANDISING

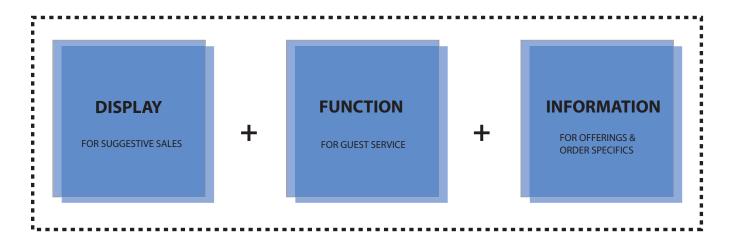
VISUAL MERCHANDISING

A well-planned display will increase sales for the Tenant while contributing energy and variety to the larger environment.

BENEFITS FROM EFFECTIVE MERCHANDISING DISPLAY:

- Enhanced, unified appearance of entire service counter
- Higher customer satisfaction & frequency at counter
- Improved operator transaction time & efficiency

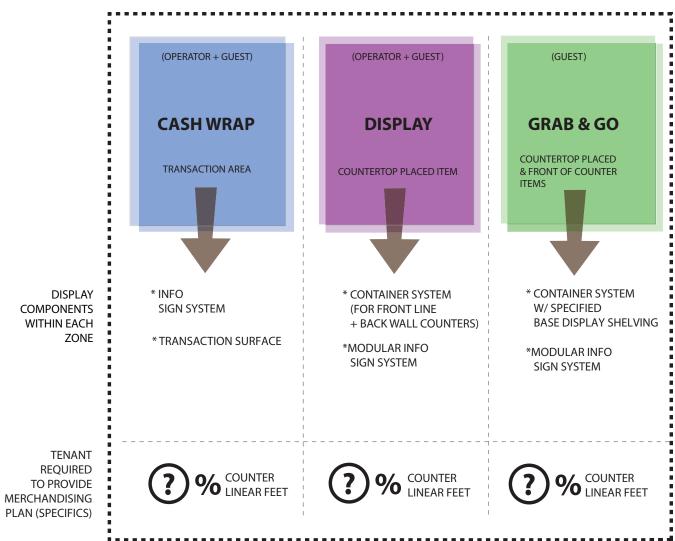
INTENT OF MERCHANDISING:



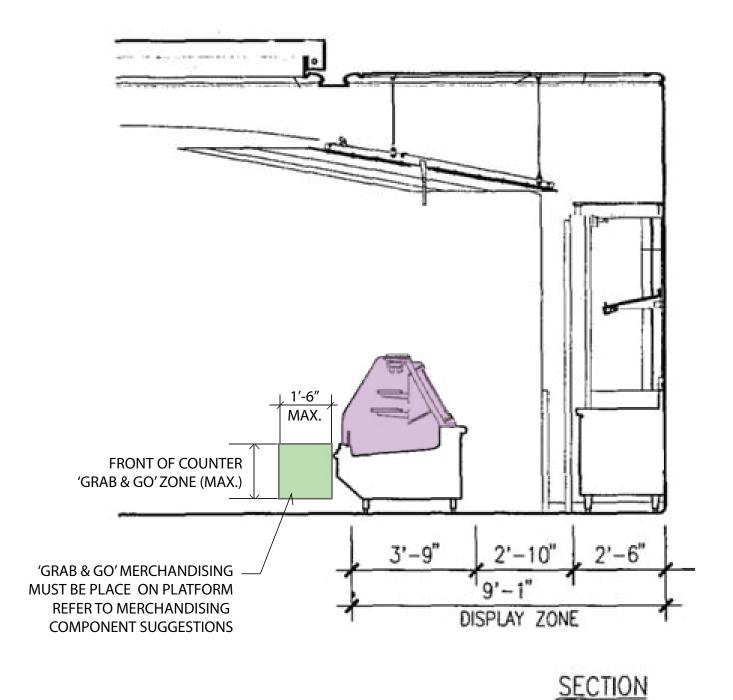
Tenants must focus careful attention on food displays at the front counter, creating an abundant, attractive impression. Each Tenant should strive for an image of quality, freshness and uniqueness. Food must be displayed in attractive containers or platforms that enhance the Tenant's design.

A detailed merchandising and display plan of the entire counter is required as part of the Tenant Submission Requirements. All at-counter merchandising is subject to Landlord review and approval. The Landlord reserves the right to reject any food display or signage that is not compatible with the overall image of Grand Central Market.

MARKET MERCHANDISING DISPLAY ZONES



Grand Central Market: VISUAL MERCHANDISING



Recommended Merchandising Display Shelves:



Metro Wire Undercounter Bunk

- Available at www.hubert.com
- Stock #67890 / 67819
- 48"L x 14"D x 7"H, 20 lbs.
- Freestanding Starter Kit: \$179 each
- Continuous Extension Kit: \$129 each



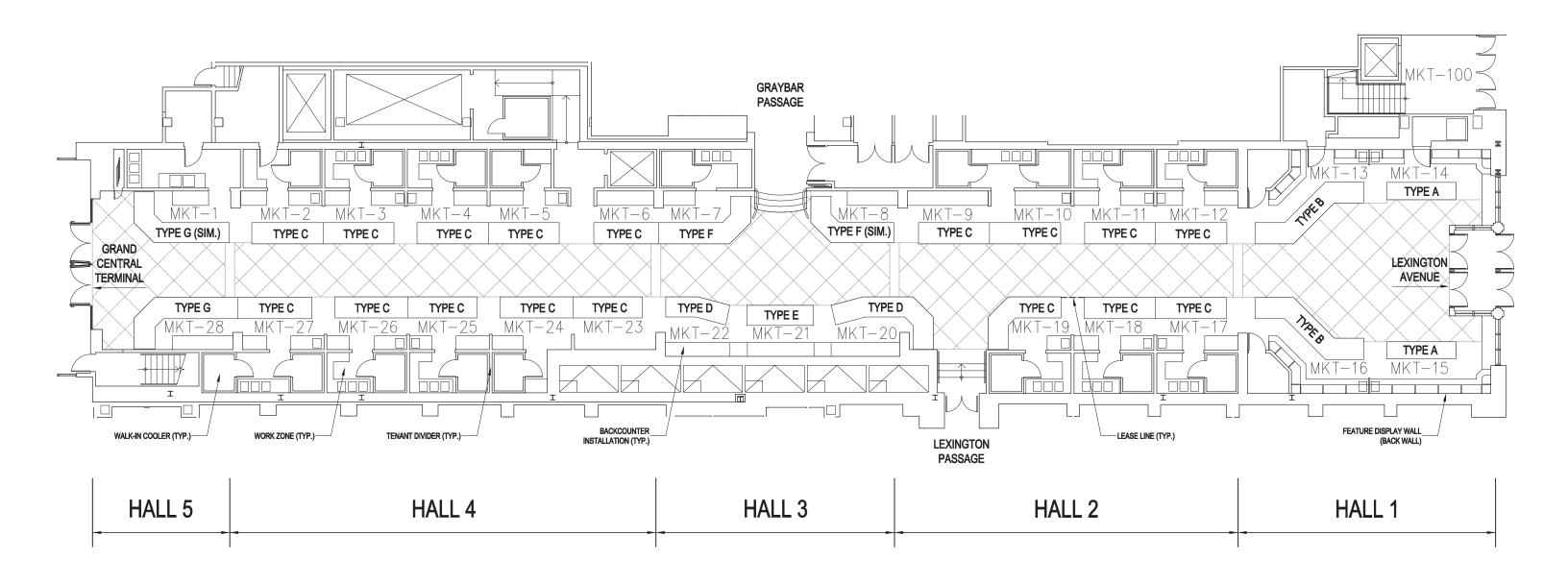
Tilt Top Bunk Display

- Available at www.hubert.com
- Stock #68351
- 48"L x 16"D x 20"H, 35 lbs.
- \$308 each

NOTE: All other proposed merchandising display systems are subject to Landlord review and approval.



Grand Central Market: TENANT HALL TYPES



MARKET PLAN SCALE: 1/16" = 1'-0"

Grand Central Market: SUMMARY OF TENANT PROVIDED ITEMS

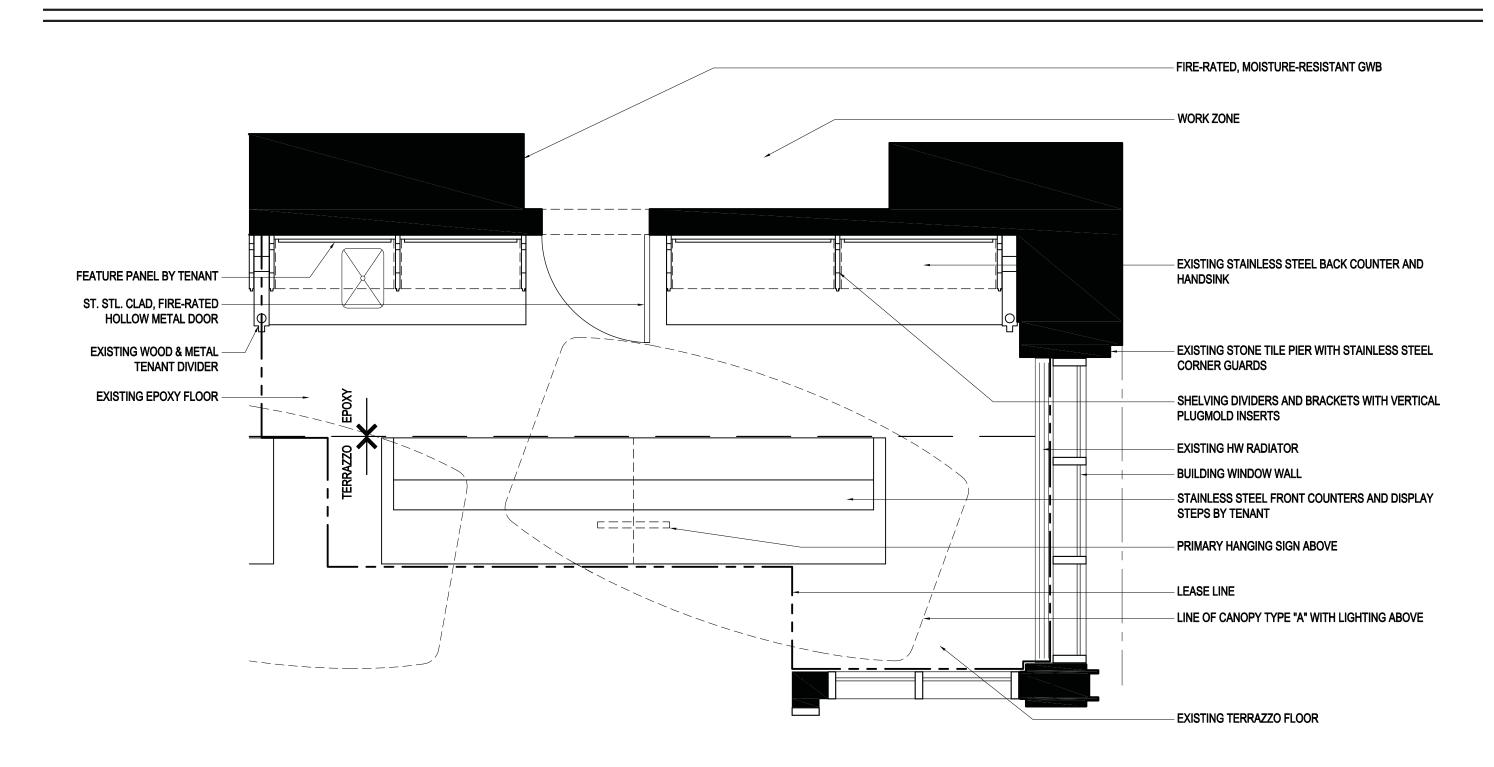
HALLS 1, 3, 5 (Refer to specific Plan locations)

- Front counter, including case, optional decorative panels, display accessories, and sneeze guards.
- Light fixtures at back of Canopy types C and D.
- Decorative panels at Feature Display Wall at back counter (refer to Tenant Finishes).
- Optional chalkboards Type G at Canopy type A (Hall 1 only).
- Shelving and brackets at back counter.
- Interior wall finish, ceiling and light fixtures in Work Zone.
- Hot water heater and plumbing connections in Work Zone, 2-compartment sink, grease trap, connection to fixture vent and drains in Work Zone.
- All wiring and fixtures at Display and Work Zones.
- Counters, shelving, and walk-in cooler in Work Zone.
- Wiring, piping, and remote condenser for walk-in coolers.
- Sign Types A, B, D, E, F.
- HVAC register, duct connection (supply air), and damper.
- Work Zone sprinkler head modifications (by Landlord's contractor at Tenant's expense).
- Roof penetration for refrigeration lines (by Landlord's contractor at Tenant's expense).

HALLS 2, 4 (Refer to specific Plan locations)

- Front counter, including case, optional decorative panels, display accessories, and sneeze guards.
- Optional Feature Wall.
- Back counter, splash and handsink, plugmold, shelving standards, brackets, and shelving.
- Light fixtures at back of Canopy type B and at soffit above back counter.
- Decorative panels at Feature Display Wall (refer to Tenant Finishes).
- Interior wall finish, ceiling and light fixtures at Work Zone.
- Stainless steel doors to Work Zone.
- Signage type B, C, E, F.
- Conduit, circuit breakers in panel, all wiring and fixtures at Display and Work Zones.
- Counters, shelving, walk-in coolers at Work Zone.
- Hot water heater, plumbing connections, handsink and 2-compartment sink, grease trap, and connection to fixture vent.
- HVAC register, duct connection (supply air), and damper.
- Conduit, wiring, piping, and remote condenser for walk-in cooler.
- Sprinkler head modifications (by Landlord's contractor at Tenant's expense).
- Roof penetrations for refrigeration lines (by Landlord's contractor at Tenant's expense).

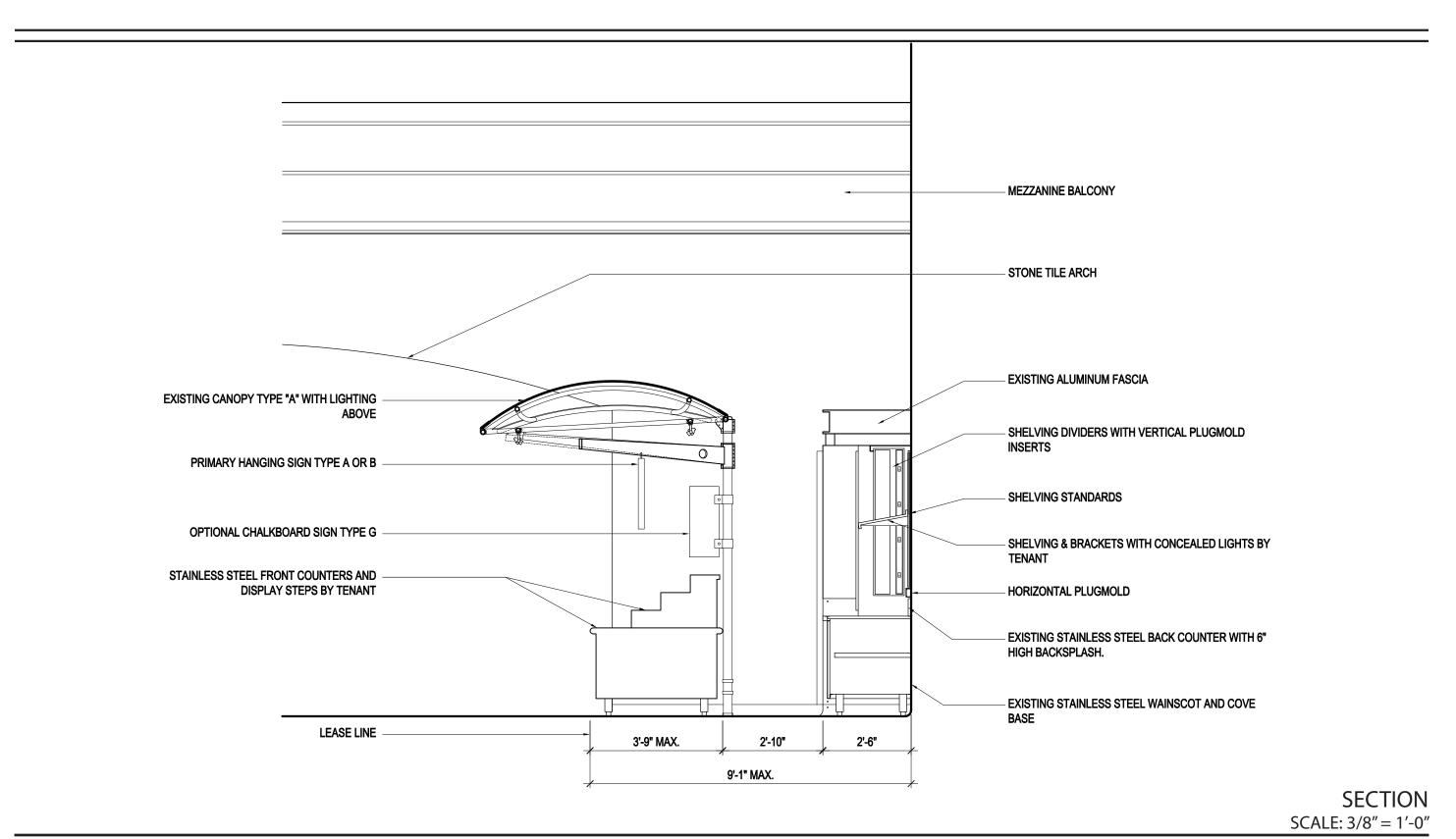
Grand Central Market: TYPE A DESIGN CRITERIA - HALL 1



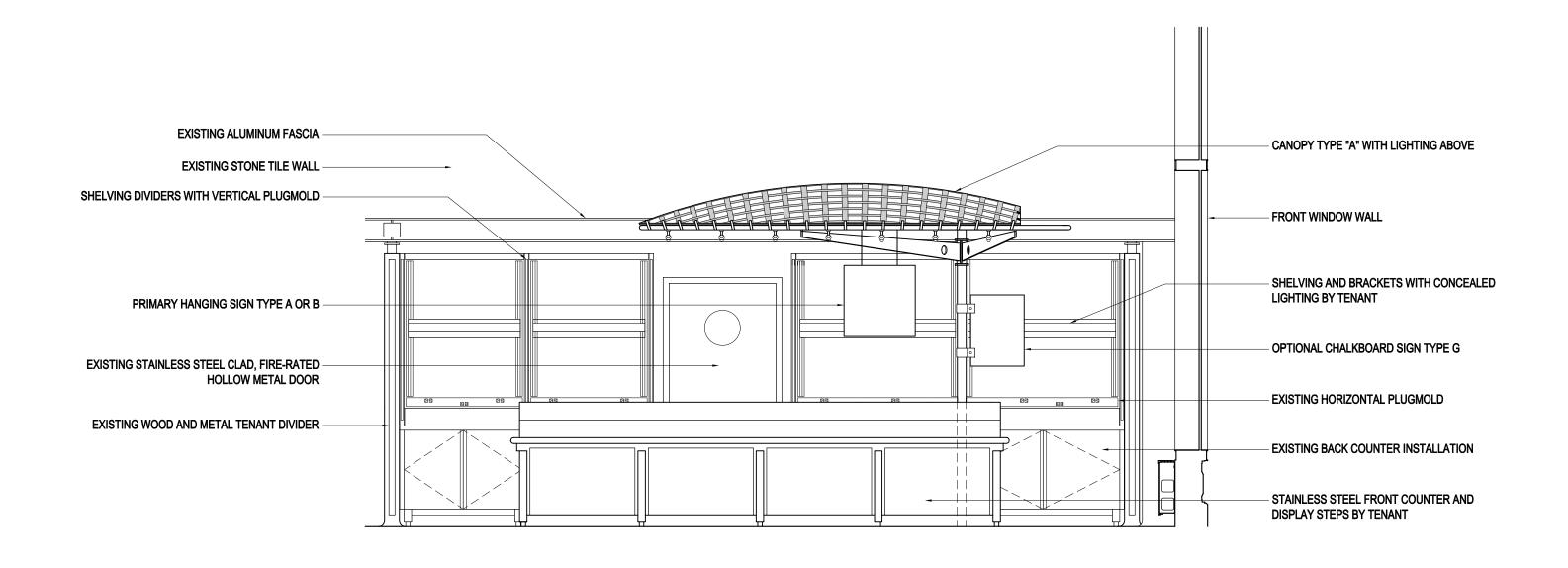
PLAN

SCALE: 3/8" = 1'-0" ISSUED: 07/20/10

Grand Central Market: TYPE A DESIGN CRITERIA - HALL 1

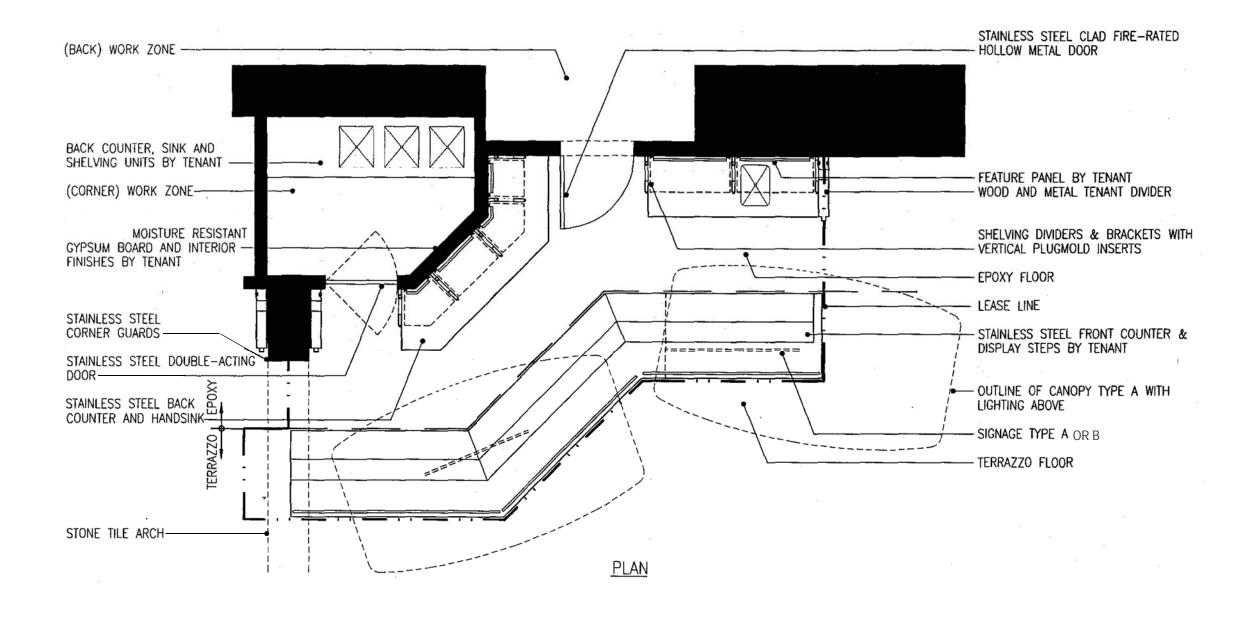


Grand Central Market: TYPE A DESIGN CRITERIA - HALL 1

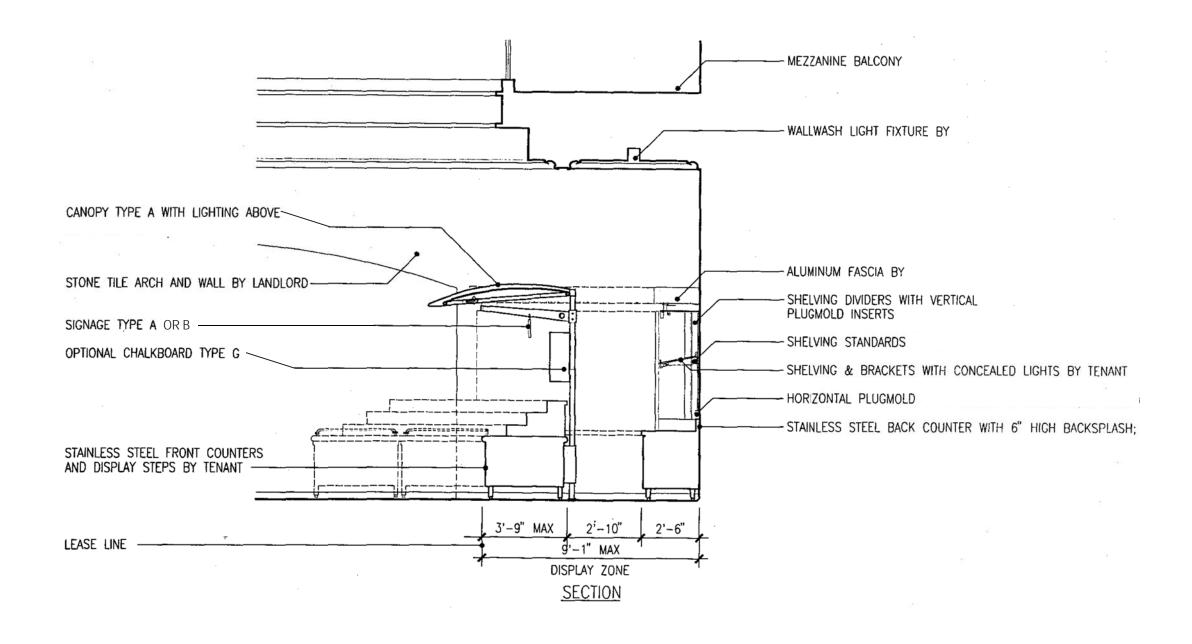


ELEVATION SCALE: 3/8" = 1'-0"

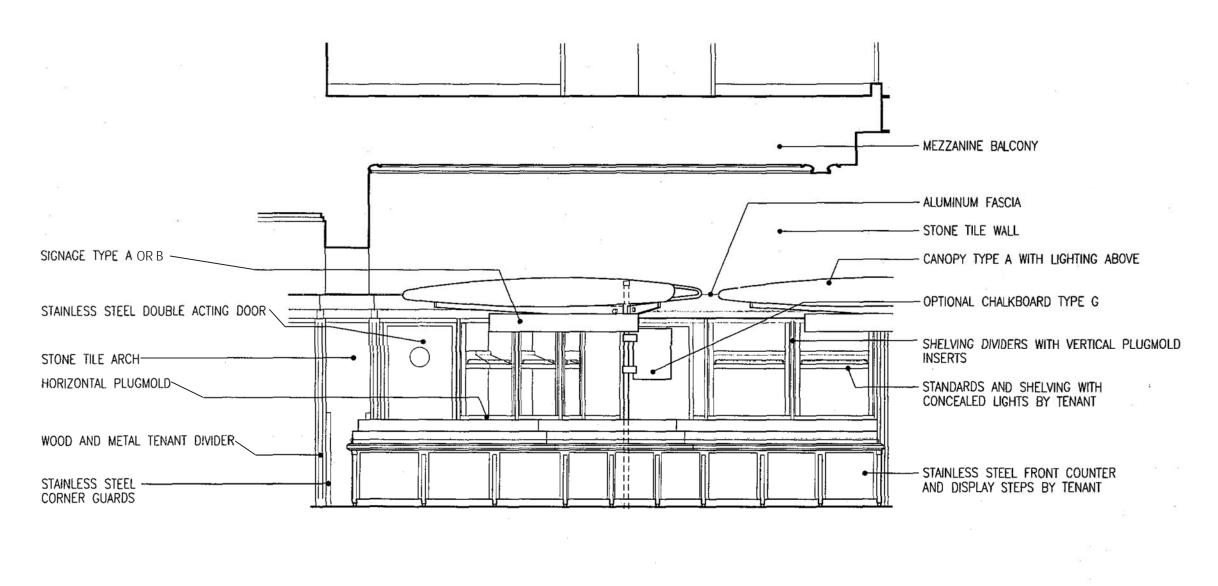
Grand Central Market: TYPE B DESIGN CRITERIA - HALL 1



Grand Central Market: TYPE B DESIGN CRITERIA - HALL 1

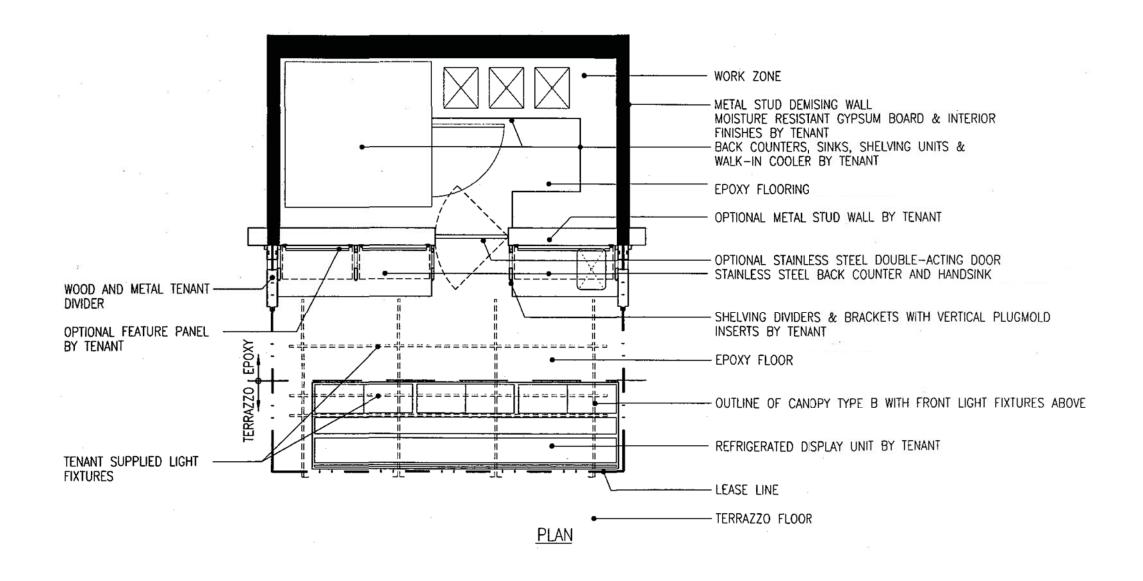


Grand Central Market: TYPE B DESIGN CRITERIA - HALL 1

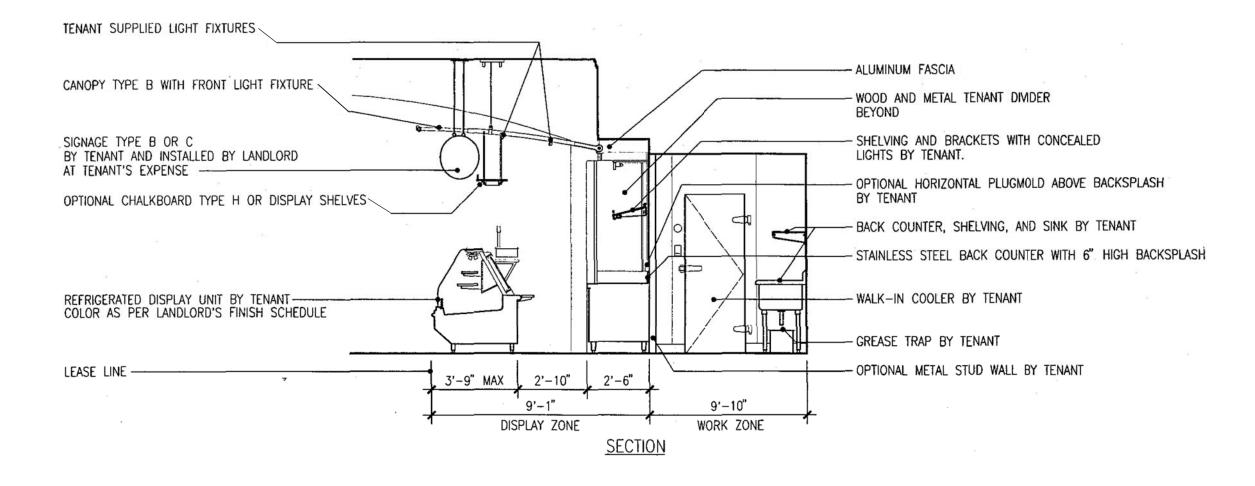


ELEVATION

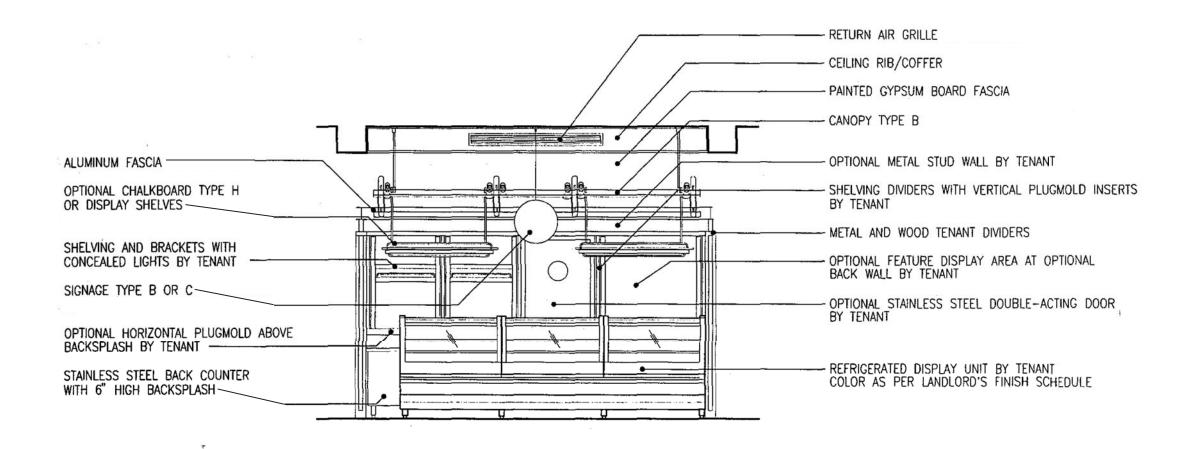
Grand Central Market: TYPE C DESIGN CRITERIA - HALLS 2 & 4



Grand Central Market: TYPE C DESIGN CRITERIA - HALLS 2 & 4

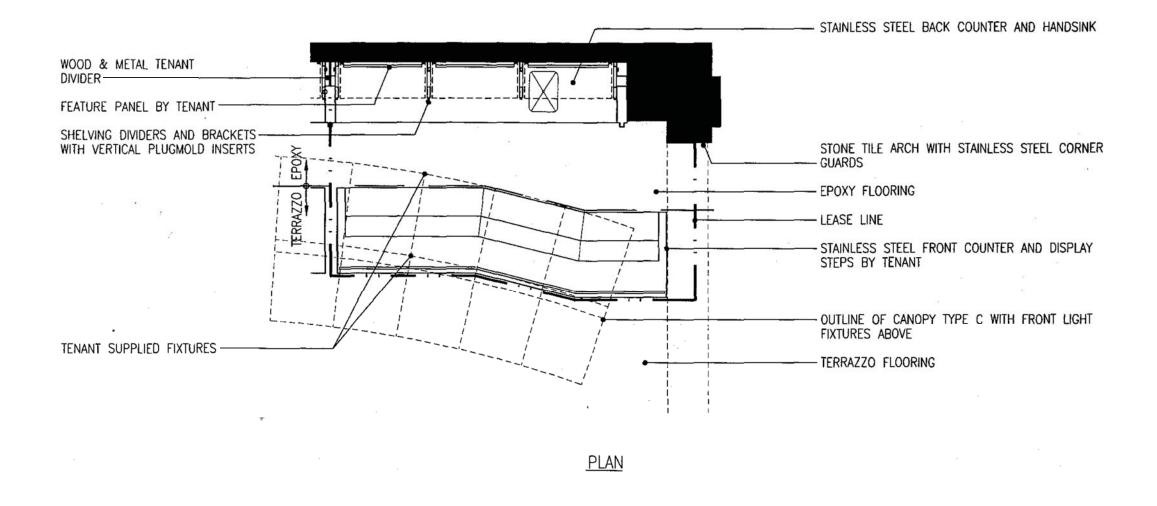


Grand Central Market: TYPE C DESIGN CRITERIA - HALLS 2 & 4

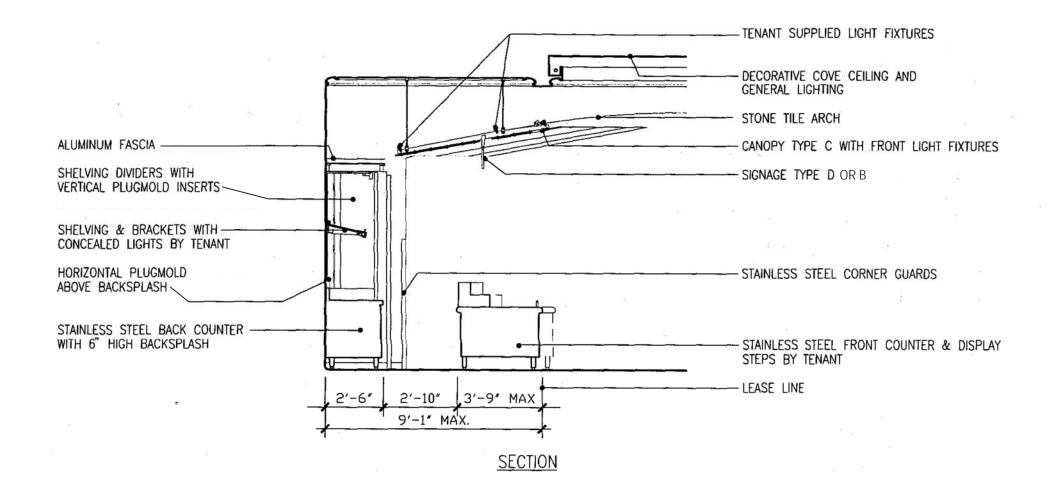


ELEVATION

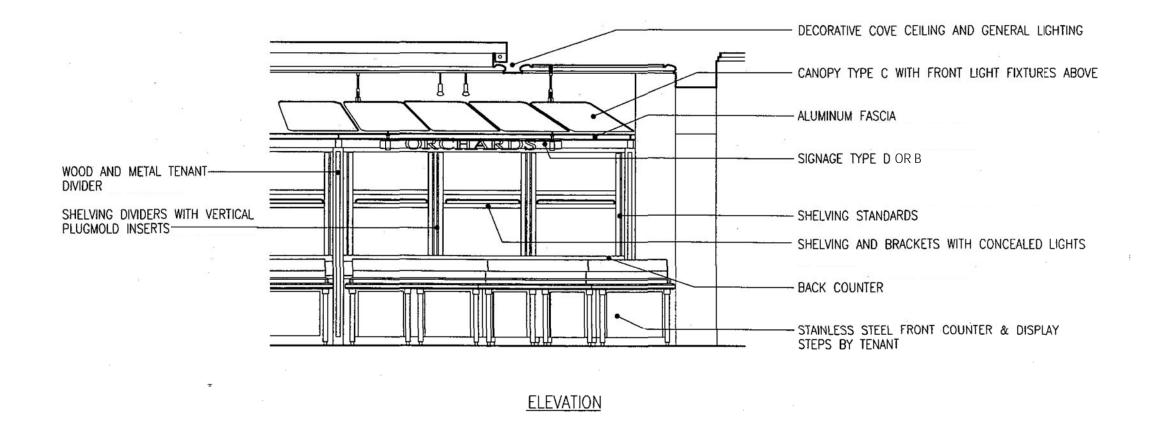
Grand Central Market: TYPE D DESIGN CRITERIA - HALL 3



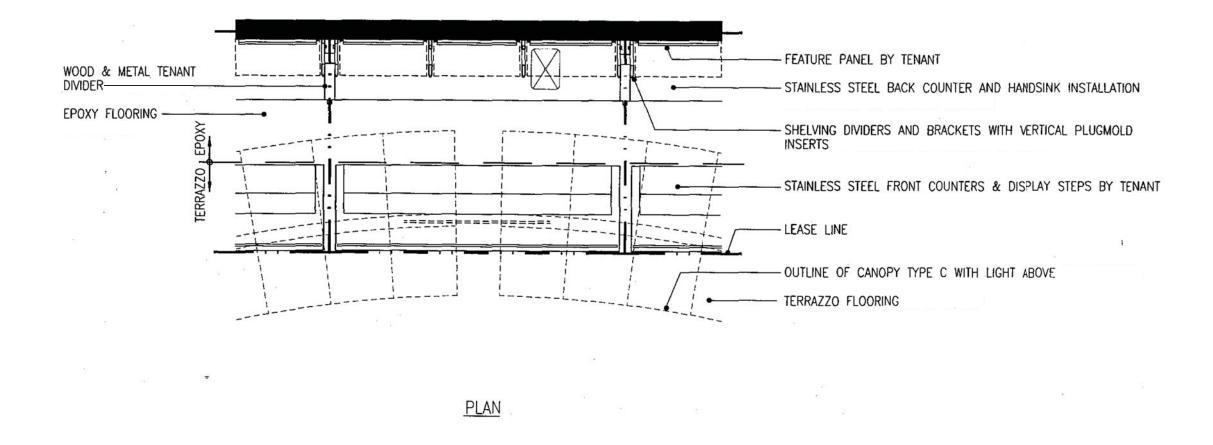
Grand Central Market: TYPE D DESIGN CRITERIA - HALL 3



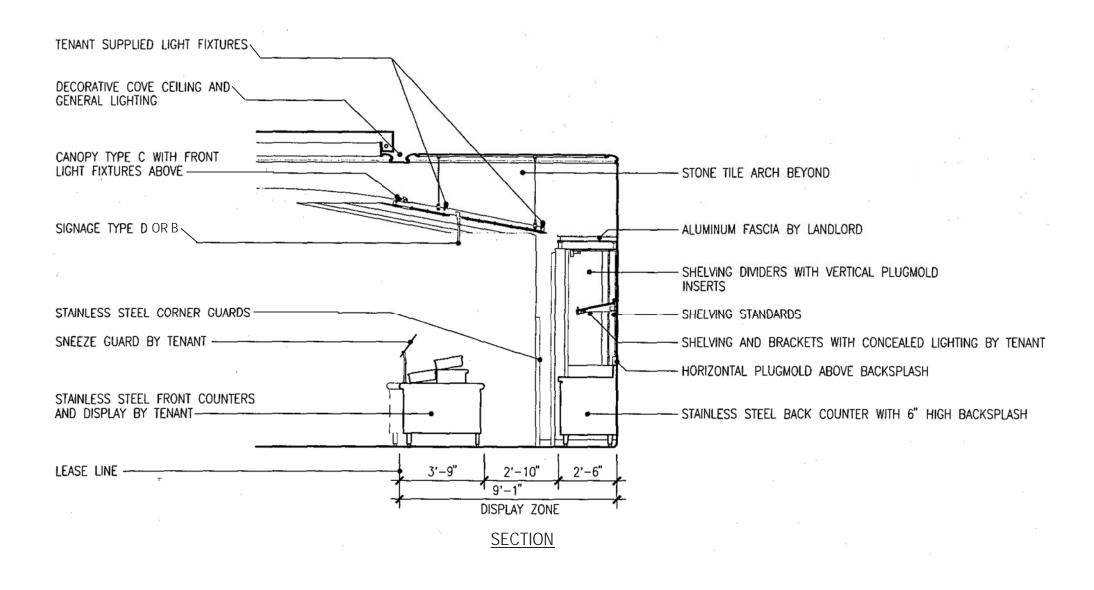
Grand Central Market: TYPE D DESIGN CRITERIA - HALL 3



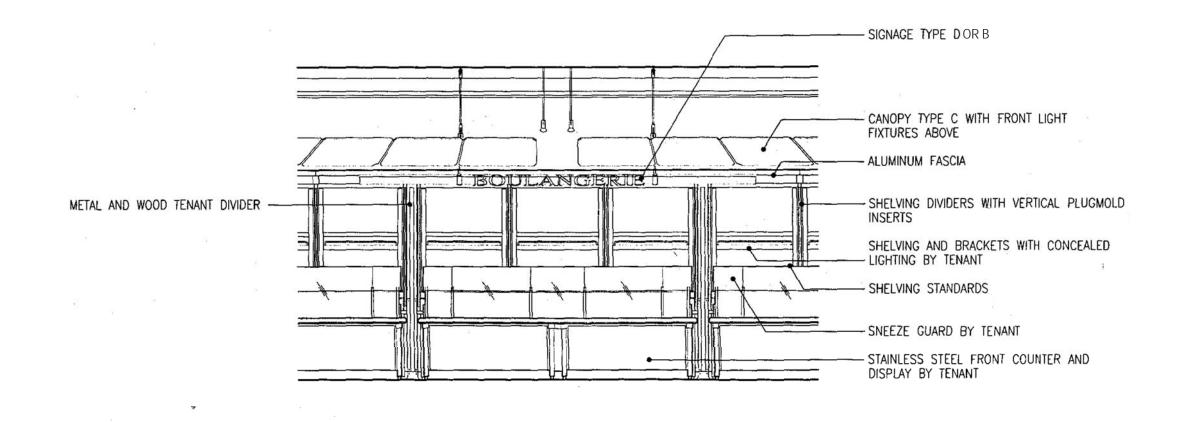
Grand Central Market: TYPE E DESIGN CRITERIA - HALL 3



Grand Central Market: TYPE E DESIGN CRITERIA - HALL 3

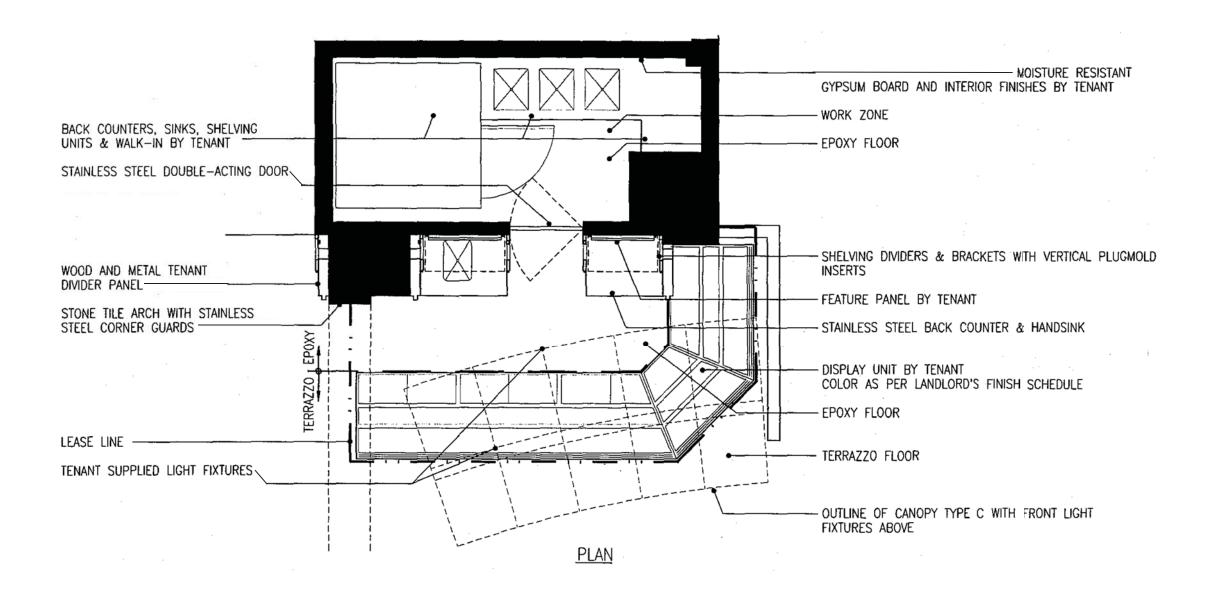


Grand Central Market: TYPE E DESIGN CRITERIA - HALL 3

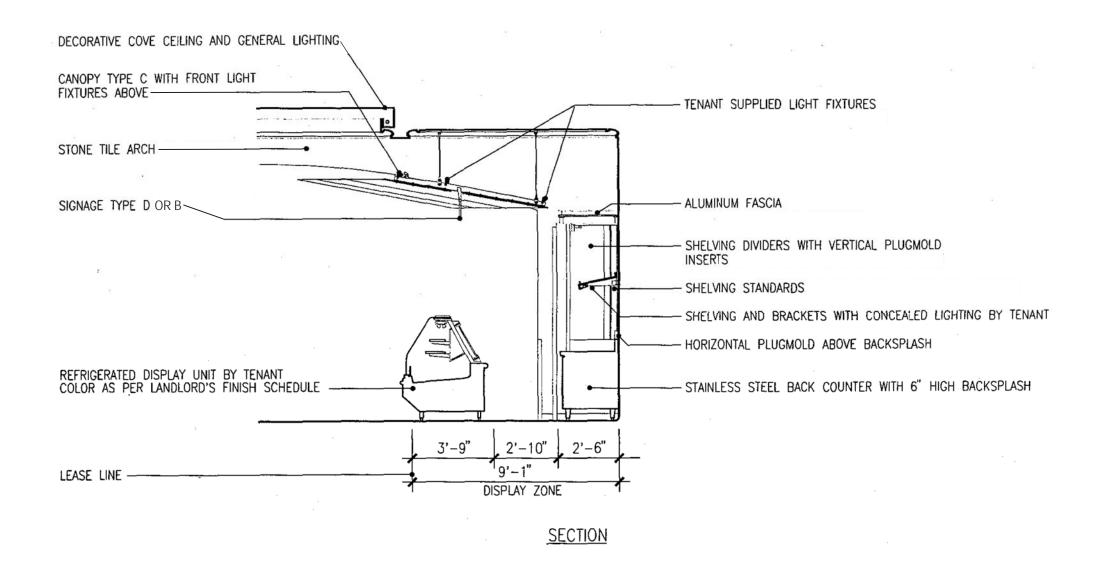


ELEVATION

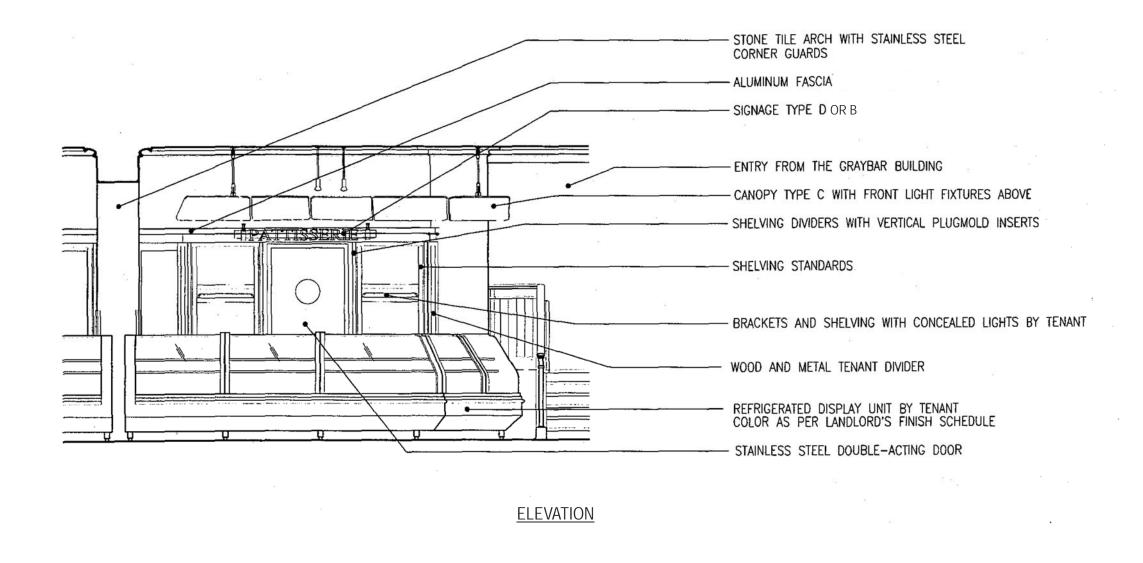
Grand Central Market: TYPE F DESIGN CRITERIA - HALL 3



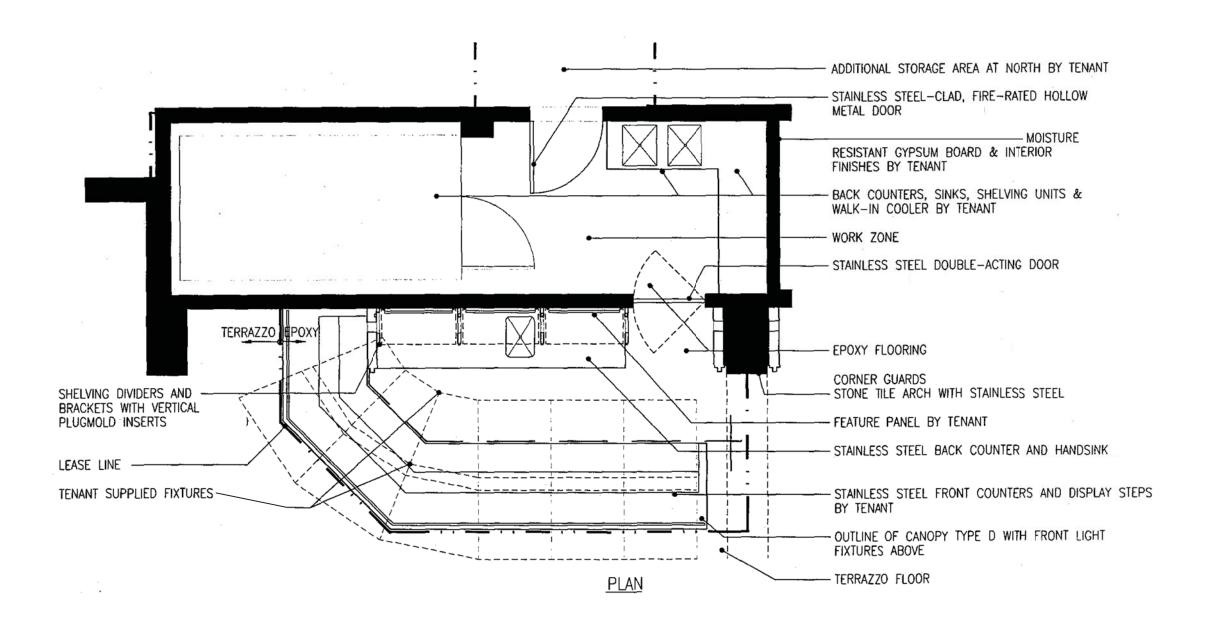
Grand Central Market: TYPE F DESIGN CRITERIA - HALL 3



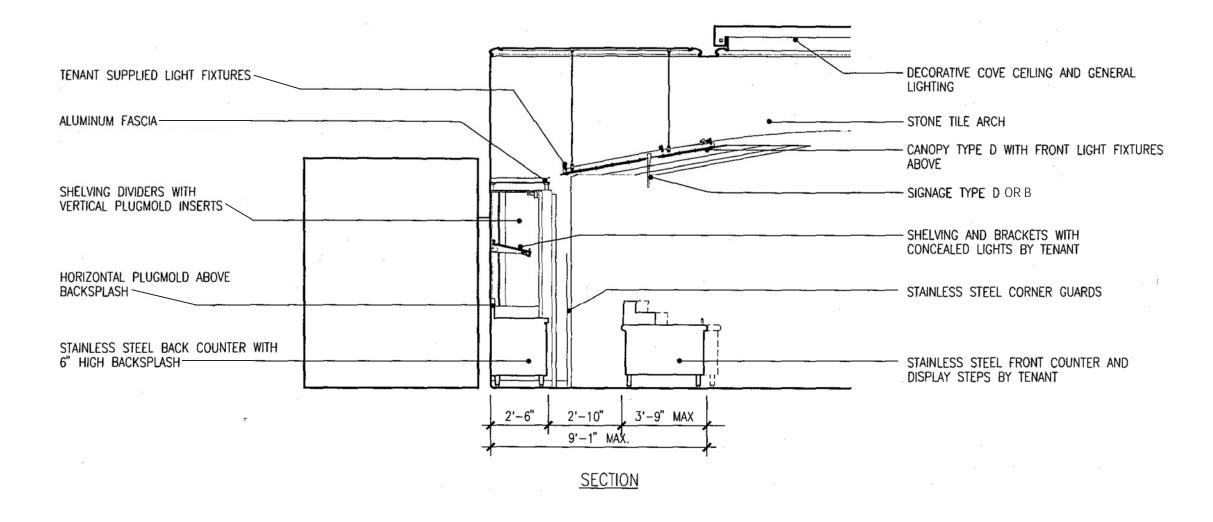
Grand Central Market: TYPE F DESIGN CRITERIA - HALL 3



Grand Central Market: TYPE G DESIGN CRITERIA - HALL 5



Grand Central Market: TYPE G DESIGN CRITERIA - HALL 5



Grand Central Market: TYPE G DESIGN CRITERIA - HALL 5

