

EXHIBIT B
Grand Central Madison
Retail Design Guidelines

TABLE OF CONTENTS

1 INTRODUCTION.....

 a.LANDLORD’S PHILOSOPHY 4

2 SIGNAGE CRITERIA FOR STOREFRONTS

 a.RETAIL SIGNAGE CRITERIA7

 b.RETAIL MERCHANDISING PLANS 11

 c.STOREFRONT TYPE AND SIGNAGE LOCATION..... 15

 d.STOREFRONT ON CORRIDOR 19

 e.STOREFRONT ON NODES 21

 f.47th STREET CORRIDOR23

3 CRITERIA FOR STOREFRONT SPACES

 a.STOREFRONT CRITERIA25

 b.CONSTRUCTION FINISHES 31

 c.SPACE LIGHTING 34

 d.INTERIOR DESIGN 35

4 SPECIAL AREAS DESIGN CRITERIA

 a.RMU / KIOSKS 41

 b.SPECIAL EVENTS..... 50

 c.THE HUB 55

5 GUIDANCE ON COMMON AREA FURNITURE

 a.COMMON AREA FURNITURE CRITERIA 58

SECTION 1

INTRODUCTION

1-a. LANDLORD'S VISION AND INTENT

The retail success of Grand Central Madison will be dependent upon the quality of each and every store design. The General Retail Design Criteria ("General Criteria") is provided to give the Master Lessee maximum design flexibility while maintaining a consistent and high quality retail environment. The General Criteria aims to contribute to the sense of place and foster the highest quality of commuter convenience and overall experience.

To ensure that these design objectives maximize design opportunities, designers are expected to become acquainted with the General Criteria and to discuss design questions with the MTA prior to beginning any design work.

The MTA has developed this General Criteria for storefronts, signage, interiors, retail merchandising units and kiosks. Designers are required to comply with the following General Criteria and strive for store designs that will achieve a high level of design quality while still creating a unified connection to the overall design of Madison Concourse. Sub-tenants having nationally recognizable storefronts or identities may be required to modify their prototypical designs to fit into the design context of Madison Concourse.

The primary objective of this General Criteria is to maximize flexibility while maintaining a strong overall design sensibility and to set a clear architectural framework. This has led to the creation of a set of principles to be applied to achieve a rich visual experience, drawing commuters and visitors into Madison Concourse.

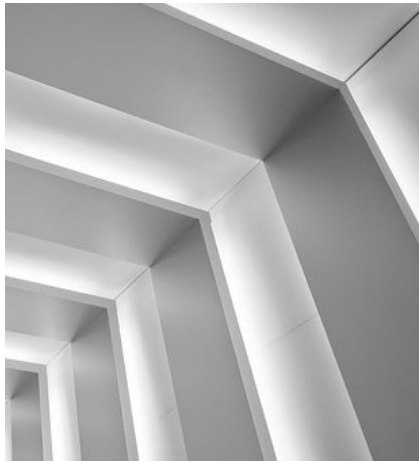


1-a. LANDLORD'S VISION AND INTENT

This General Criteria has been prepared to guide architects, store designers, and contractors in expediting the design, construction, and opening of retail spaces. It is the Master Lessee's sole responsibility to provide a copy of the General Criteria to the required parties involved in the design and building of all retail spaces. Design consultants assume the following obligations as part of the overall design process:

- Fulfill the intent of the General Criteria both in concept and detail.
- Determine and respond to the actual physical conditions of the retail spaces.
- Review and meet the requirements of all applicable building codes and zoning.
- Review and meet all MTA and Grand Central Madison's building requirements
- Assure that the actual construction of all improvements is executed to meet all Master Lessee's and MTA's approved design, material, and detail requirements.

The Master Lessee should carefully review requirements contained within the General Criteria in order to generate an approvable set of construction documents. The Master Lessee should discuss any specific needs or alternate design ideas with the MTA early in the design process to avoid unnecessary delays in retail openings.



SECTION 2

SIGNAGE CRITERIA FOR STOREFRONTS

RETAIL SIGNAGE

Signage is a major visual element of Madison Concourse. All retail signage shall be simple, refined, and presented in a controlled and elegant manner, designed to be an integral part of the architecture. Thickness, materiality, and colors of sign lettering and graphics must be visually balanced and in proportion with other signage throughout Madison Concourse.

This General Criteria aims to unify the signage concept throughout Madison Concourse and across storefronts, RMU's and Kiosks, and Special Areas. All signage is subject to MTA approval and must comply with the following principle rules:

RETAIL SIGNAGE TYPOLOGY

- **Primary Sign Zone**
Primary Sign - Blade Sign Near Storefront Entry (Required)
- **Secondary Sign Zone**
Ceiling Suspended Sign Above Storefront Entry Area (Required)
- **Tertiary Sign Zone**
Sign applied to the inside face of the Storefront Glass (Optional)

Any lettering or logo related to a retailer's name/brand is considered to be signage. Branding materials (such as corporate wood finish, corporate pattern, or a corporate color) are not considered signage and do not come under the restrictions set forth below. All signs and branding material of any retail space will be governed by the General Criteria.

The Master Lessee shall design and provide the attachment structure and infrastructure for both the Primary and Secondary signage for all retail spaces.

Each sub-tenant will be required to design, fabricate, install, and maintain a graphic identity program. Each signage package submission must be coordinated through the sub-tenant's architect. It is strongly recommended that a trained graphic designer be retained to develop interior and exterior identity programs. Submissions made directly by sign fabricators will not be accepted.



Images To Represent Storefront Concept Of Transparency And Signage

2-a. RETAIL SIGNAGE CRITERIA

SIGNAGE REQUIREMENTS

The following signage requirements, are applicable to all retail spaces:

- MTA approval is required for all signage.
- Retail sub-tenants are required to submit conceptual graphic drawings indicating location, size, materials, color, font, and methods of attachment for all signage and graphics with their preliminary design submission.
- Signage materials shall be compatible with the architectural palette of Madison Concourse.
- Sign materials should be fade and vandalism resistant to ensure durability, and should be appropriate to the dignity and significance of the Madison Concourse setting.
- Exposed neon signage is not permitted.
- Flat screen digital or other dynamic signs are not permitted.
- No flashing signs are permitted. No internal illuminated boxes or box letters with translucent front faces are permitted.
- Projected images on common areas of Madison Concourse are not permitted.
- One Primary store identification sign is permitted per retail space. In special cases, two may be permitted with the approval of MTA.
- One Secondary store identification sign is permitted per storefront entry. Sign will be located in the Architecturally Designated Sign Zone (as defined below).
- Optional Tertiary store identification sign is permitted on the storefront glass. Two or more Tertiary signs may be permitted in certain storefront conditions, with the approval of the MTA. Signage shop drawings indicating design, sizes and placement of the signs, logos, advertising slogans and graphics are to be submitted to MTA for review and approval. This signage may be replaced by Trade Dress on the storefront glass (see section 3-a. Storefront Criteria). Note: only one option is allowed, either Tertiary signage or Trade Dress on storefront.
- Tertiary sign design must abide by the transparency requirements set forth in section 3-a. Storefront Criteria.
- No attached canopies or awnings will be allowed.
- No freestanding signs or displays are permitted outside of retail spaces.
- Paper and temporary signs may not be affixed to storefronts.
- Any signage, additional to the Primary and Secondary signage, installed more than 3' behind the glass shall not be counted as part of the signage allotment.
- Color Palette for signage should recognize the contrasting requirements of American with Disabilities Act (ADA).
- Signage shall not block Madison Concourse wayfinding and exit signage.



Images To Represent Concept Of Storefront Signage

SIGNAGE REQUIREMENTS (CONTINUED)

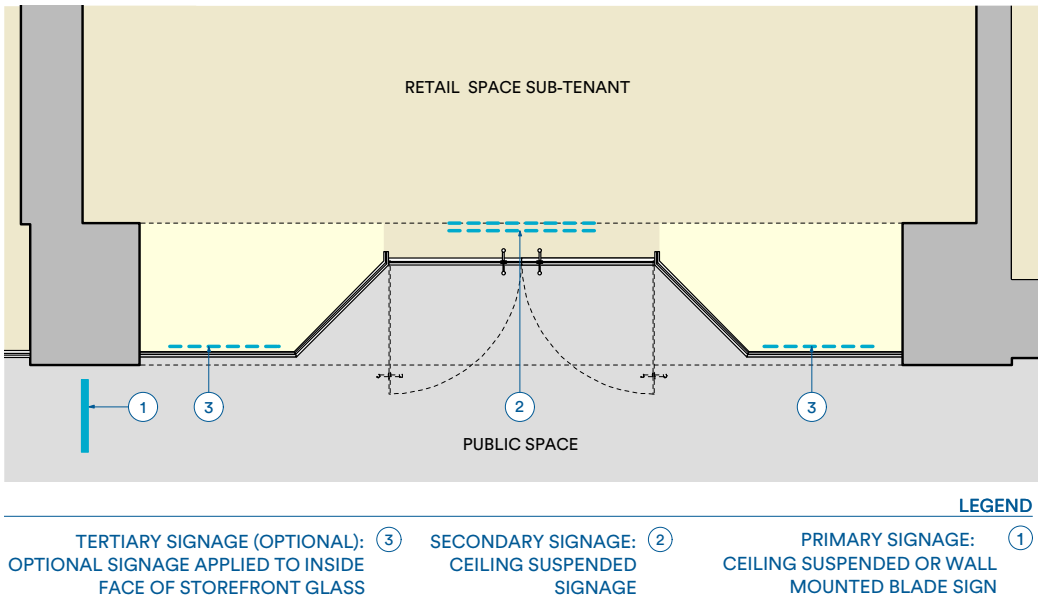
- Graphic design should be lively, simple, and clear.
- Signs are limited to trade names and logo only.
- No sign maker's labels or other identification are permitted on the exposed surface of signs, except those required by local ordinance. "UL" or other such labels must be in a visible but inconspicuous location.
- No sale sign, posters, advertisement, notice or other lettering shall be affixed on any part of the storefront unless approved by the MTA. Charge card decals shall not be affixed to any part of the storefront, nor shall any charge card identification be immediately visible from public space. Charge card graphics may only be used in the immediate area of the transaction desk in a discreet manner.
- Secondary signage with an opaque background may not obstruct the views into the retail space.
- Burglar alarm tape, contacts, or stickers are not permitted on storefronts, frame, glass, or doors.
- Electrical service to signage must come from sub-tenant's electrical panel. All signage shall be on a 7-day, 24-hour time clock, served from a separate circuit (with circuit breaker locks) wired to the sub-tenant's meter. The time clock shall be set according to MTA requirements. No exposed conduit tubing, raceways, conductors, transformers, or other equipment is permitted.
- It is recommended that all bolts, hangers, fastenings, and clips shall be of hot dipped galvanized iron, stainless steel, aluminum, brass, or bronze. All black iron materials must be finished to withstand corrosion.

SIGNAGE FOR 47th STREET CORRIDOR -
BRANDING OPPORTUNITY AREA

Because of the layout and storefront configuration of certain retail spaces along Madison Concourse between 47-48th Streets, the Master Lessee may allow additional retail signage and/or branding opportunities in locations as specified on page 14 (Section 2.b Retail Merchandising Plan) and page 23 (Section 2.f Signage Criteria).

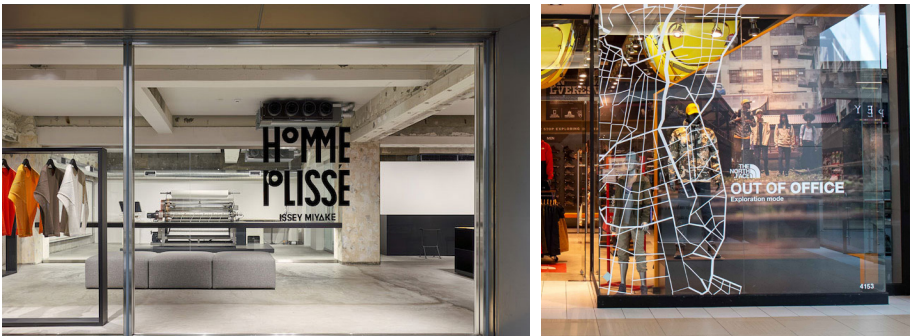
The Master Lessee may propose a custom design and structure for signage in this area and submit for MTA review and approval. Any proposed suspended elements and/or treatments must not interfere with sprinklers, security and life safety devices, or any functional MEP elements. The Master Lessee is responsible to restore any altered base building finishes upon removal of signage/branding. Power/data shall be pulled from within the adjacent retail space through existing conduits located above the ceiling.

TYPICAL GLAZED STOREFRONT SIGNAGE DIAGRAM



2-a. RETAIL SIGNAGE DESIGN CONCEPT INSPIRATIONS

SECONDARY AND TERTIARY SIGNAGE AT STOREFRONT

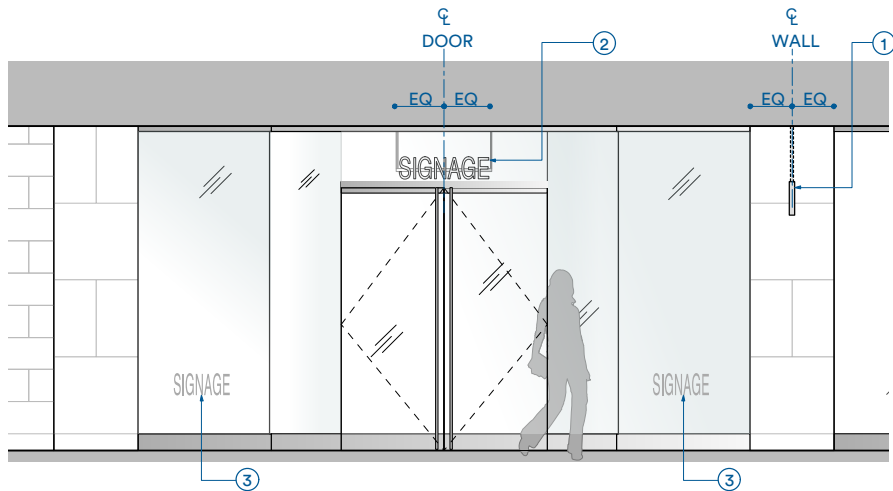


PRIMARY SIGNAGE AT CORRIDOR



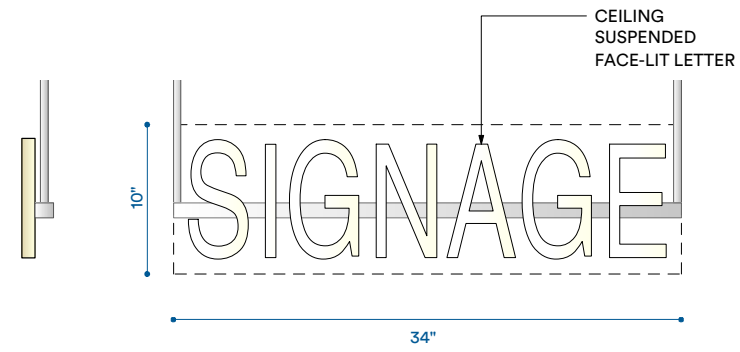
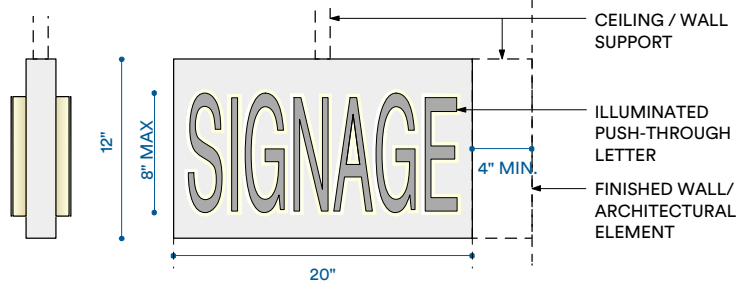
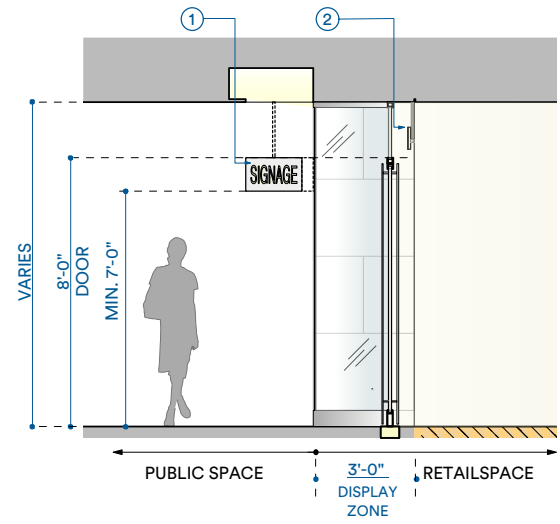
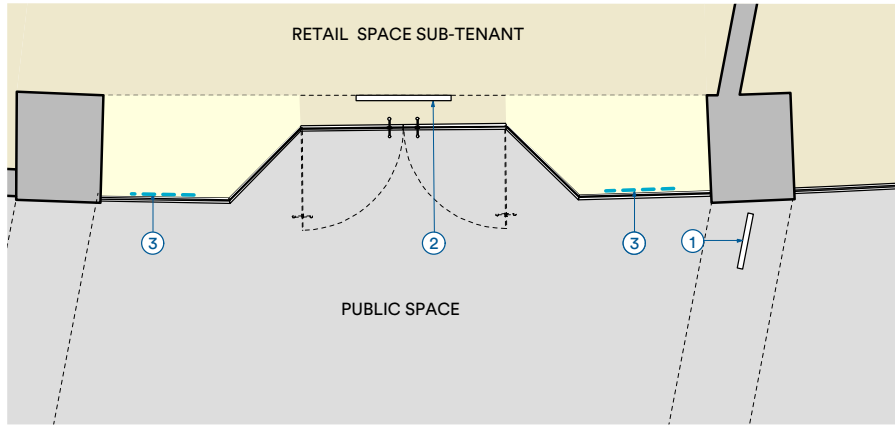
2-c. SIGNAGE CRITERIA: STOREFRONTS ON CORRIDOR

SIGNAGE TYPE - TRANSOM STOREFRONT



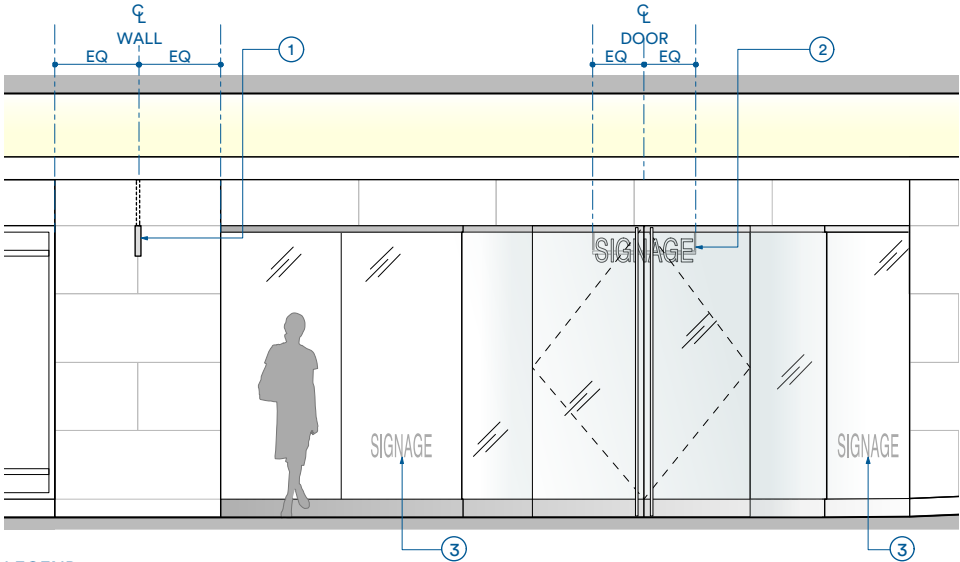
LEGEND

- ① PRIMARY SIGNAGE: CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
- ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE
- ③ TERTIARY SIGNAGE (OPTIONAL): OPTIONAL SIGNAGE APPLIED TO INSIDE FACE OF STOREFRONT GLASS

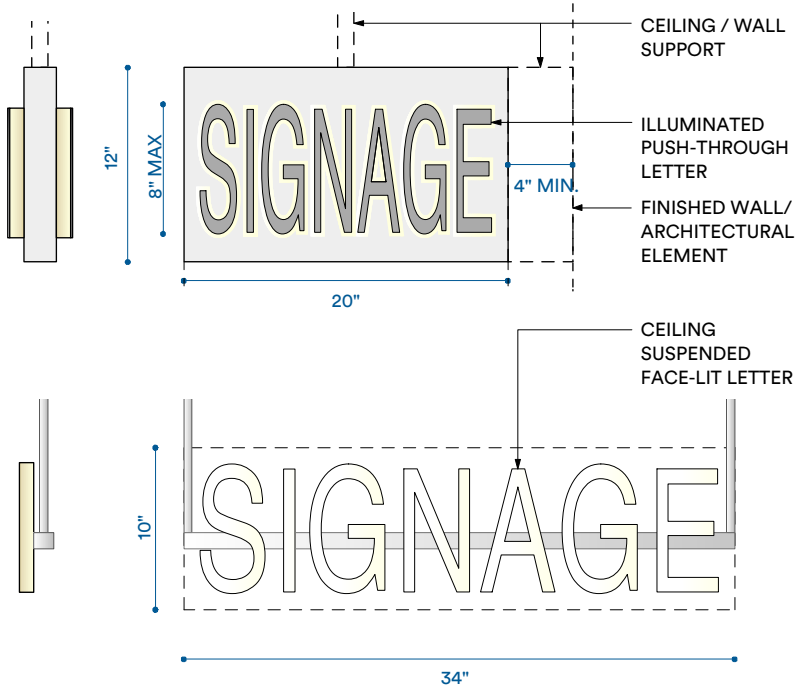
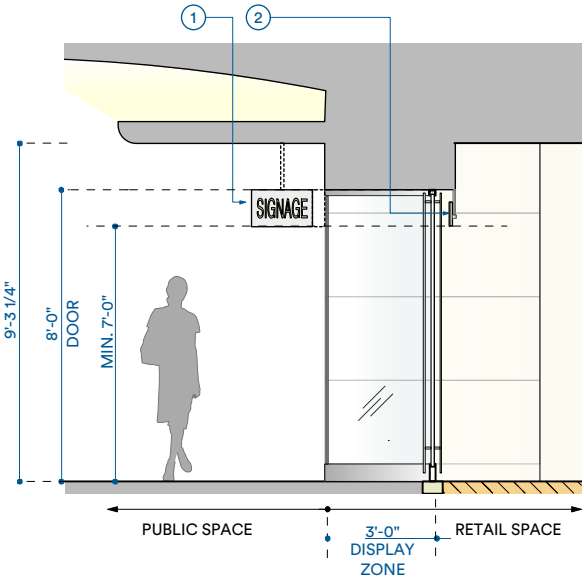
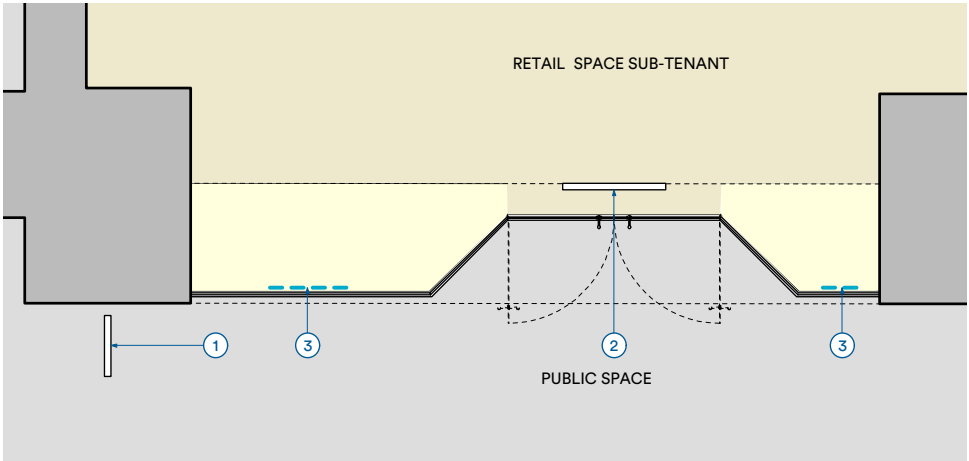


2-c. SIGNAGE CRITERIA: STOREFRONTS ON CORRIDOR

SIGNAGE TYPE- SOFFIT ABOVE STOREFRONT

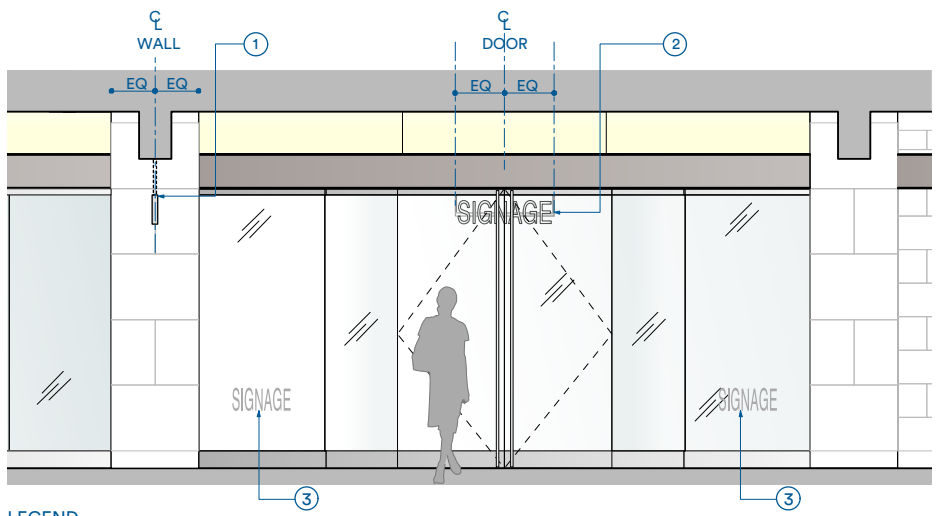


- LEGEND**
- ① PRIMARY SIGNAGE: CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
 - ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE
 - ③ TERTIARY SIGNAGE (OPTIONAL): OPTIONAL SIGNAGE APPLIED TO INSIDE FACE OF STOREFRONT GLASS

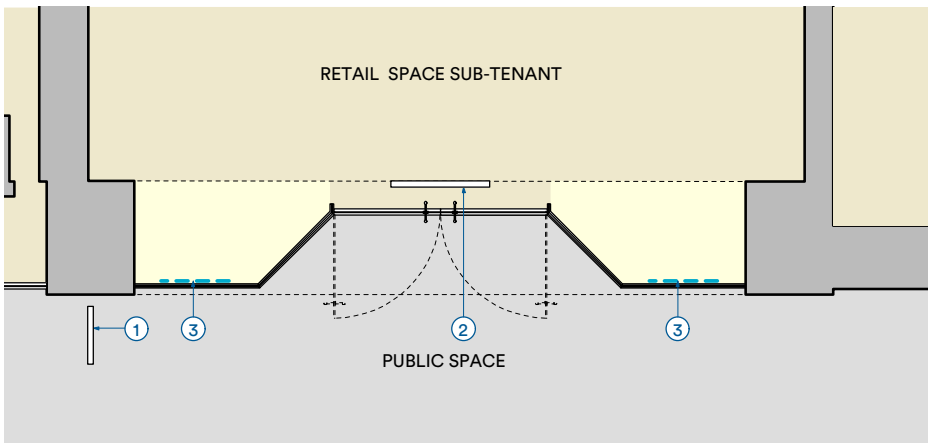
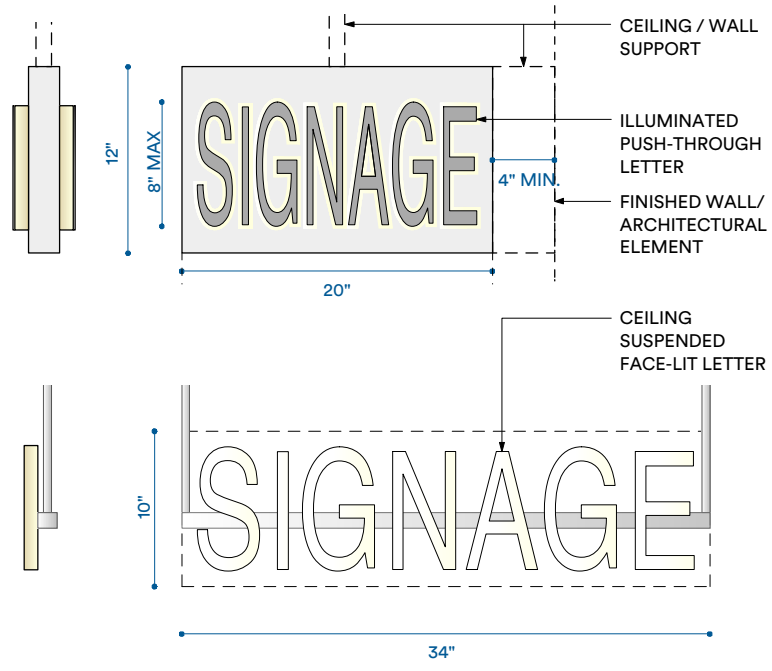
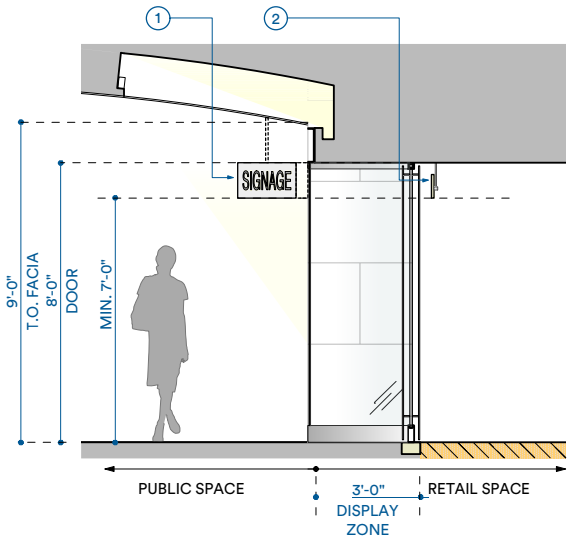


2-c. SIGNAGE CRITERIA: STOREFRONTS ON CORRIDOR

SIGNAGE TYPE- BLACK PAINTED METAL ABOVE STOREFRONT

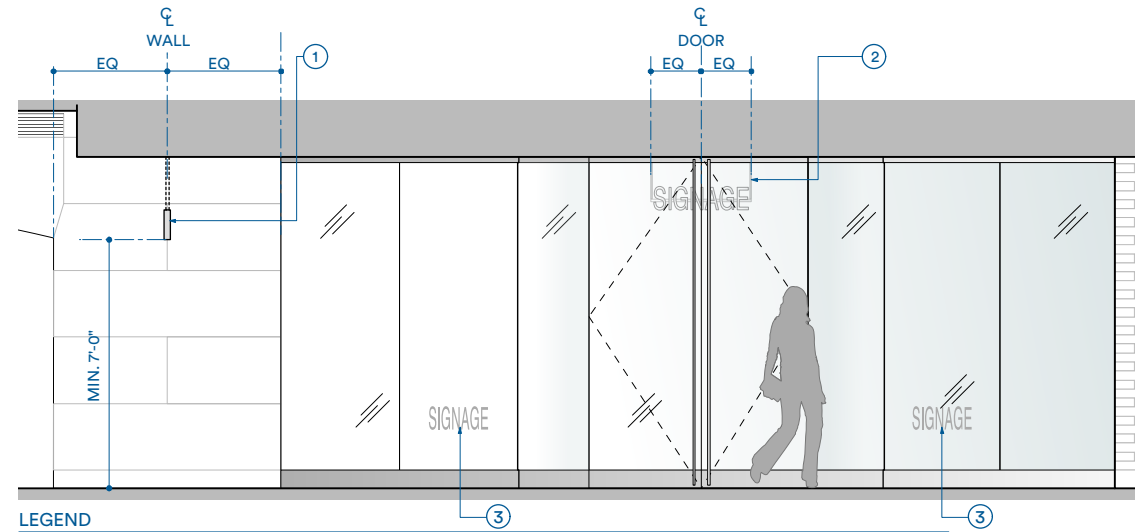


- LEGEND
- ① PRIMARY SIGNAGE: CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
 - ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE
 - ③ TERTIARY SIGNAGE (OPTIONAL): OPTIONAL SIGNAGE APPLIED TO INSIDE FACE OF STOREFRONT GLASS

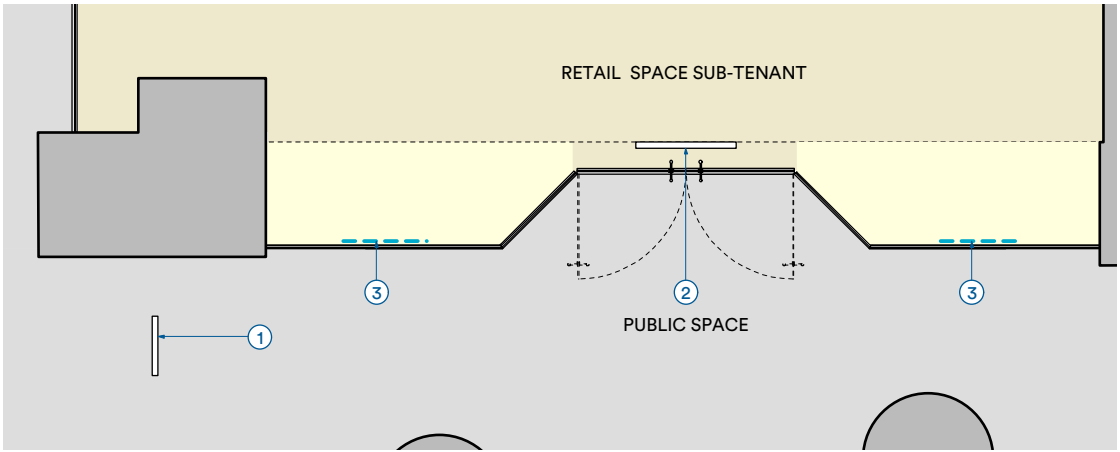
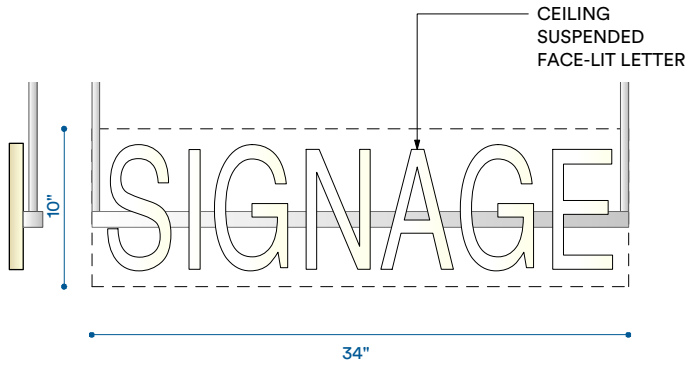
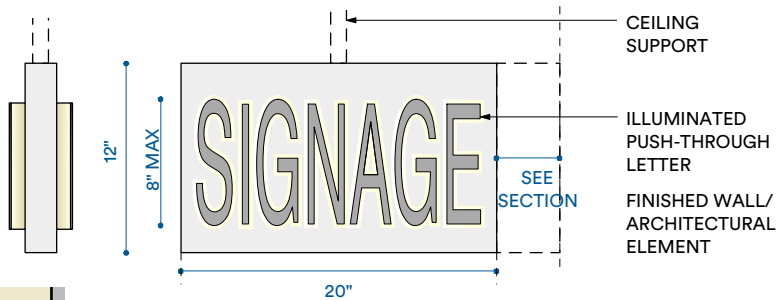
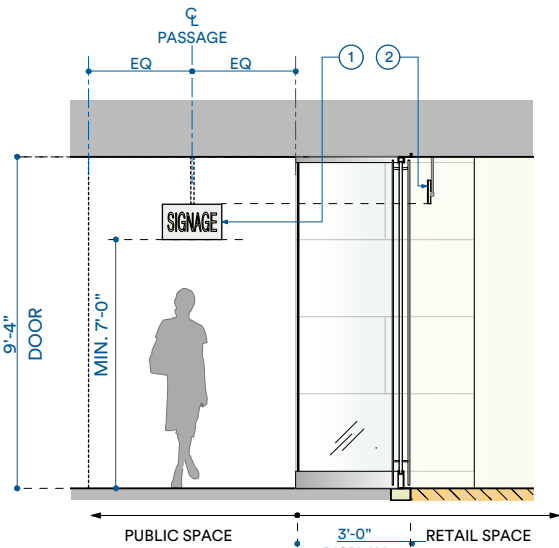


2-c. SIGNAGE CRITERIA: STOREFRONTS ON NODES

SIGNAGE TYPE- FULL HEIGHT DOOR

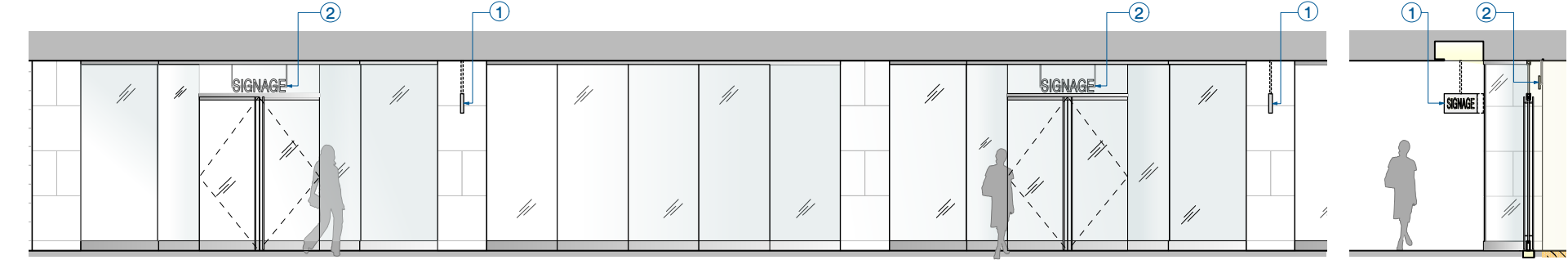


- LEGEND**
- ① PRIMARY SIGNAGE: CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
 - ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE
 - ③ TERTIARY SIGNAGE (OPTIONAL): OPTIONAL SIGNAGE APPLIED TO INSIDE FACE OF STOREFRONT GLASS



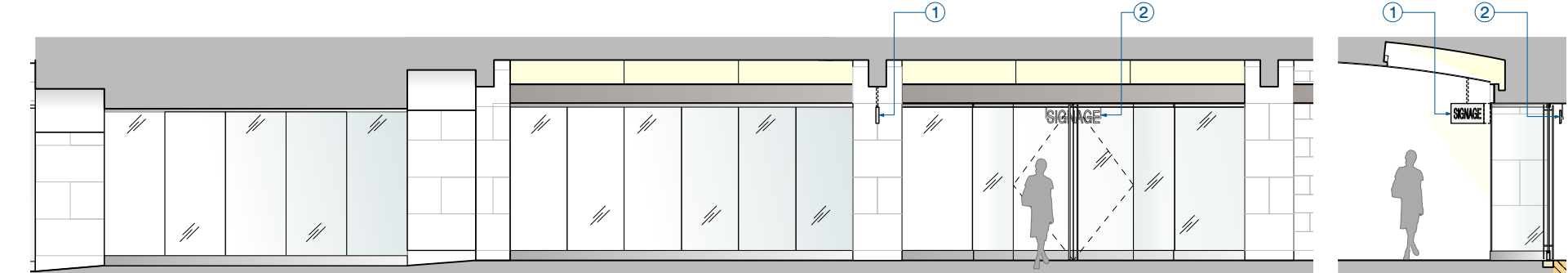
2-d. SIGNAGE CRITERIA: STOREFRONTS EXAMPLE ELEVATIONS

RETAIL SIGNAGE ON CORRIDOR



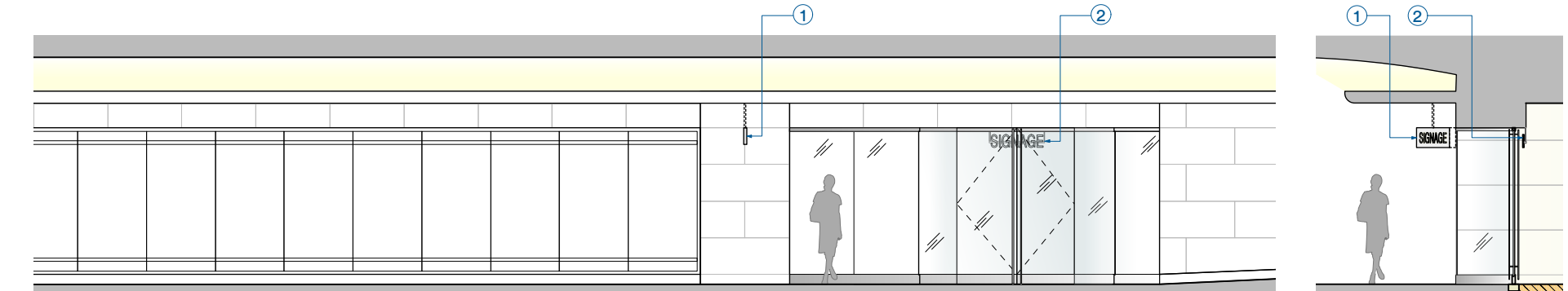
43-44 CORRIDOR EAST ELEVATION

SECTION



45-46 CORRIDOR WEST ELEVATION

SECTION



46-47 CORRIDOR WEST ELEVATION

SECTION

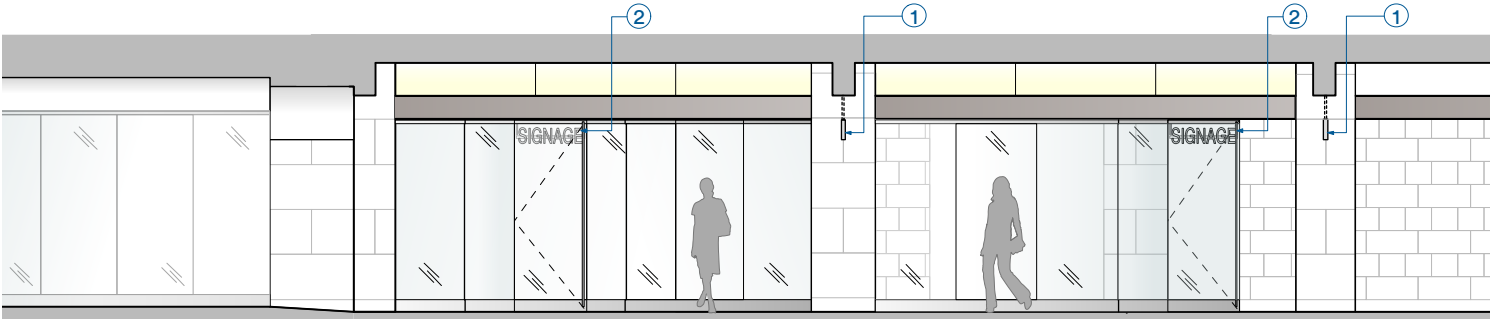
LEGEND

- ① PRIMARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
- ①b SECONDARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE FOR NODES & CORNER RETAIL SPACE ONLY
- ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE

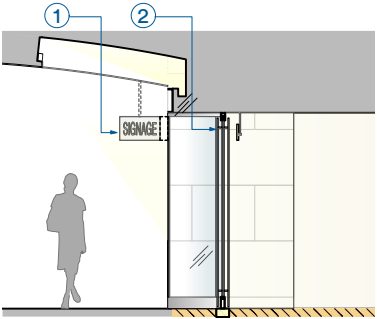
NOTE: OPTIONAL SIGNAGE / TRADE DRESS ZONE SEE SECTION 2-a & 3-a

2-d. SIGNAGE CRITERIA: STOREFRONTS EXAMPLE ELEVATIONS

RETAIL SIGNAGE ON CORRIDOR



44-45 CORRIDOR EAST ELEVATION



SECTION

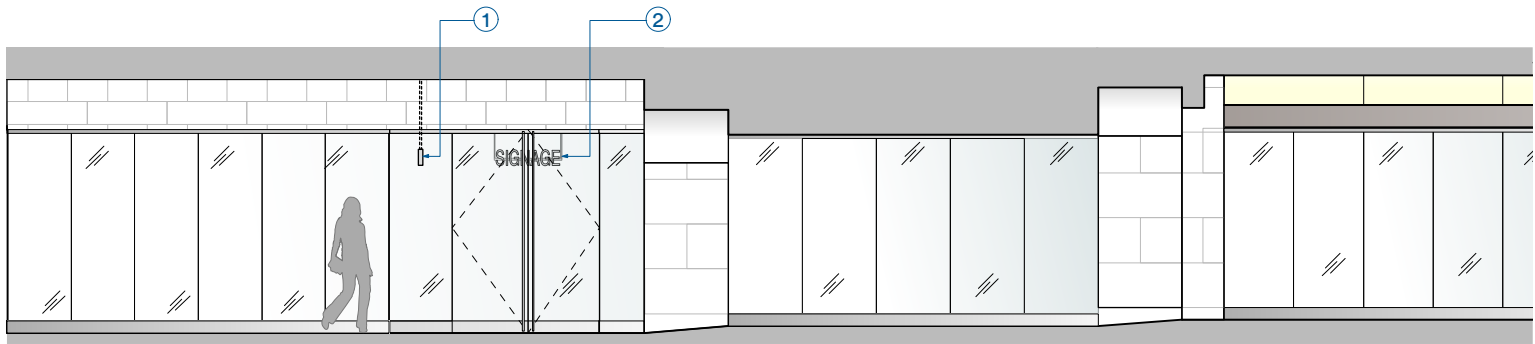
LEGEND

- ① PRIMARY CEILING
SUSPENDED OR WALL
MOUNTED BLADE
SIGNAGE
- ①b SECONDARY CEILING
SUSPENDED OR WALL
MOUNTED BLADE SIGNAGE
FOR NODES & CORNER
RETAIL SPACE ONLY
- ② SECONDARY SIGNAGE:
CEILING SUSPENDED SIGNAGE

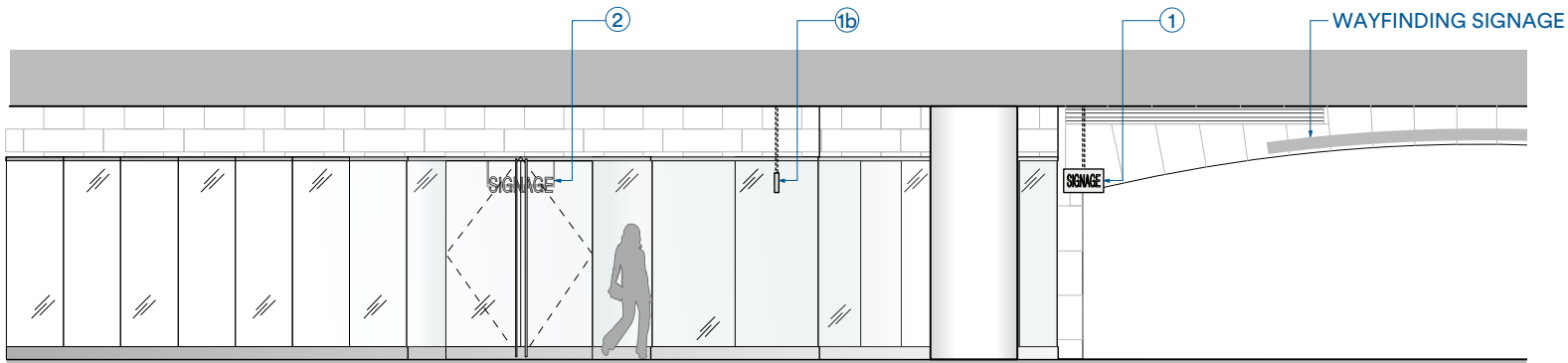
NOTE: OPTIONAL SIGNAGE / TRADE
DRESS ZONE SEE SECTION 2-a & 3-a

2-e. SIGNAGE CRITERIA: STOREFRONTS EXAMPLE ELEVATIONS

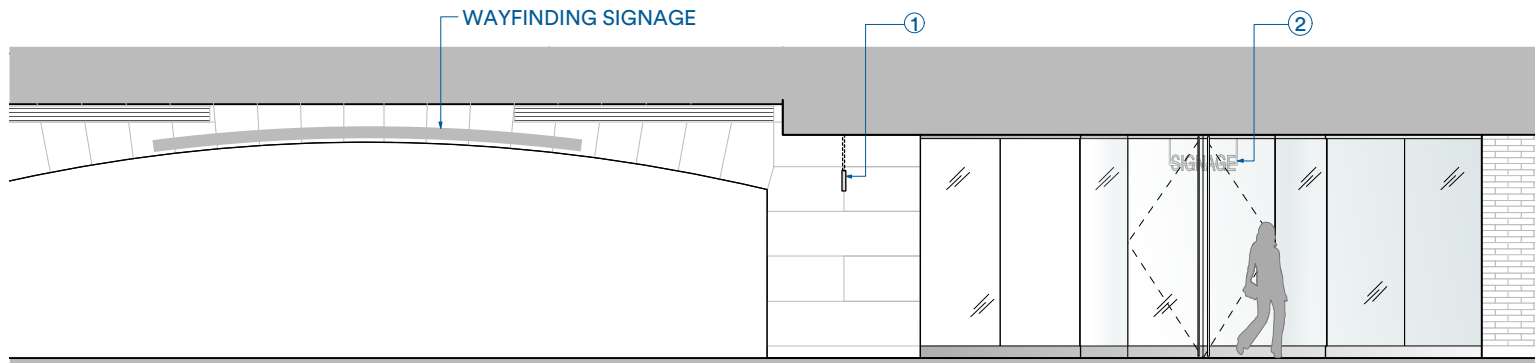
RETAIL SIGNAGE ON NODES



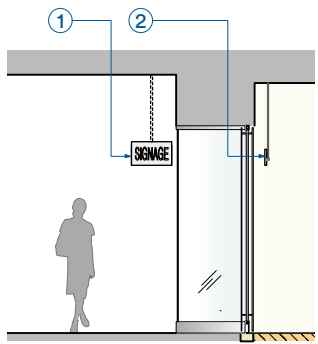
45-46 CORRIDOR WEST ELEVATION



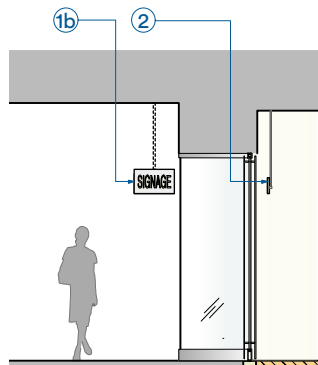
45 NODE NORTH-WEST ELEVATION



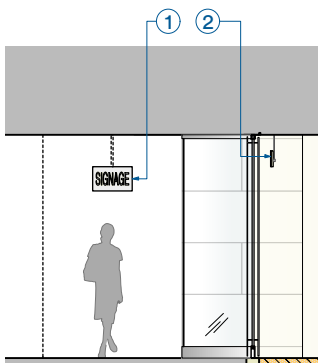
45 NODE NORTH-EAST ELEVATION



SECTION



SECTION



SECTION

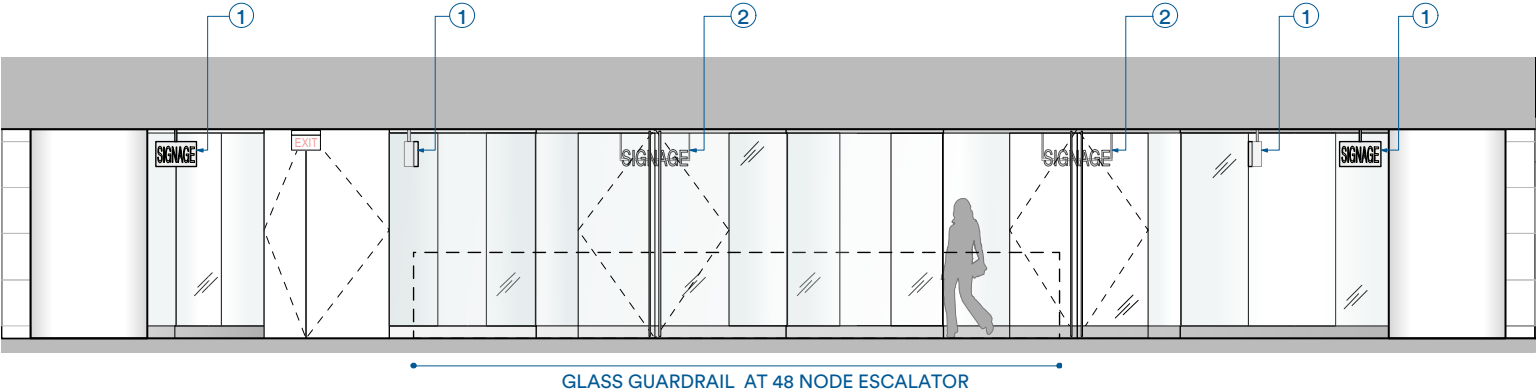
LEGEND

- ① PRIMARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
- ①b SECONDARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE FOR NODES & CORNER RETAIL SPACE ONLY
- ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE

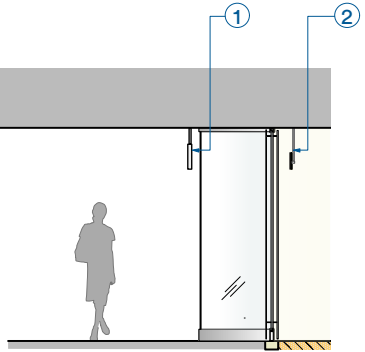
NOTE: OPTIONAL SIGNAGE / TRADE DRESS ZONE SEE SECTION 2-a & 3-a

2-e. SIGNAGE CRITERIA: STOREFRONTS EXAMPLE ELEVATIONS

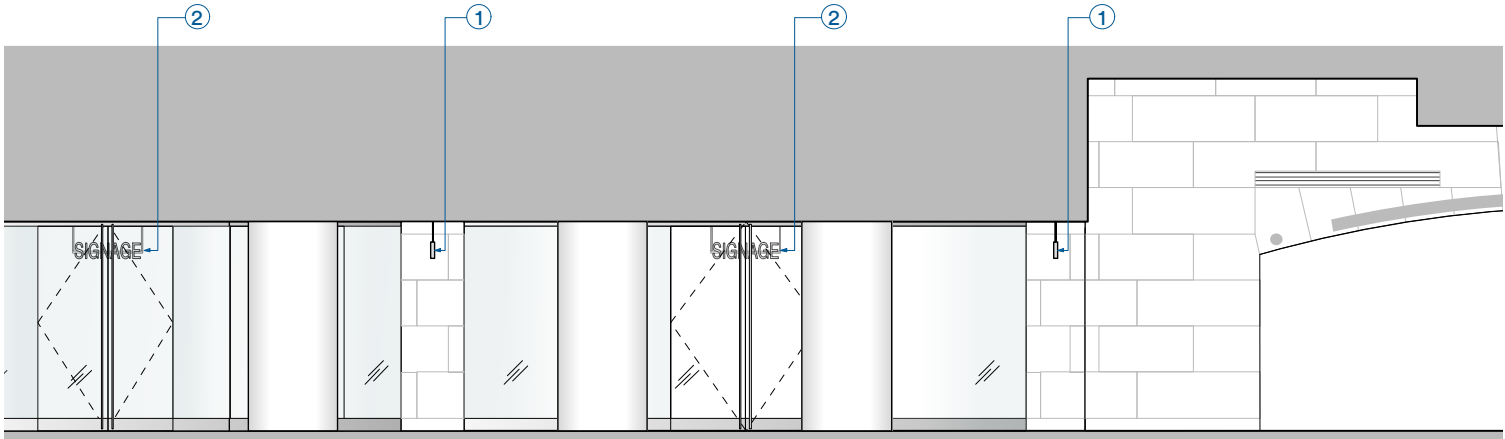
RETAIL SIGNAGE ON NODES



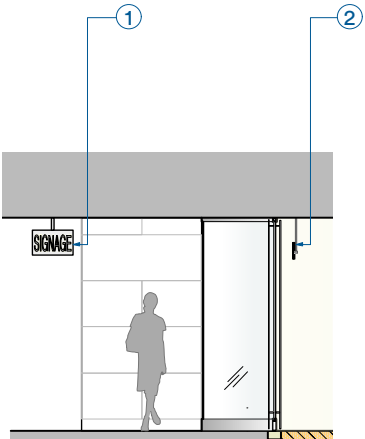
48 NODE EAST ELEVATION



SECTION



48 NODE SOUTH ELEVATION



SECTION

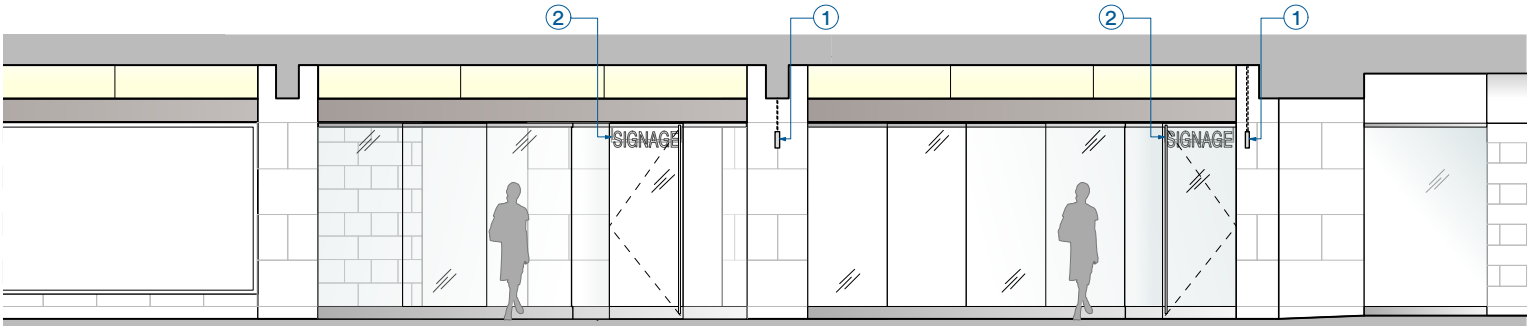
LEGEND

- ① PRIMARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
- ①b SECONDARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE FOR NODES & CORNER RETAIL SPACE ONLY
- ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE

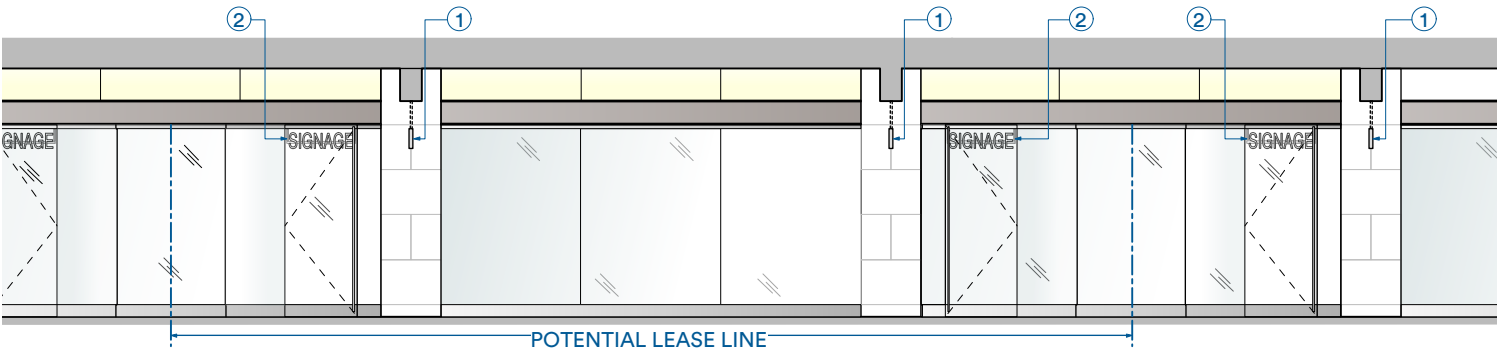
NOTE: OPTIONAL SIGNAGE / TRADE DRESS ZONE SEE SECTION 2-a & 3-a

2-f. SIGNAGE CRITERIA: STOREFRONTS ON CORRIDOR

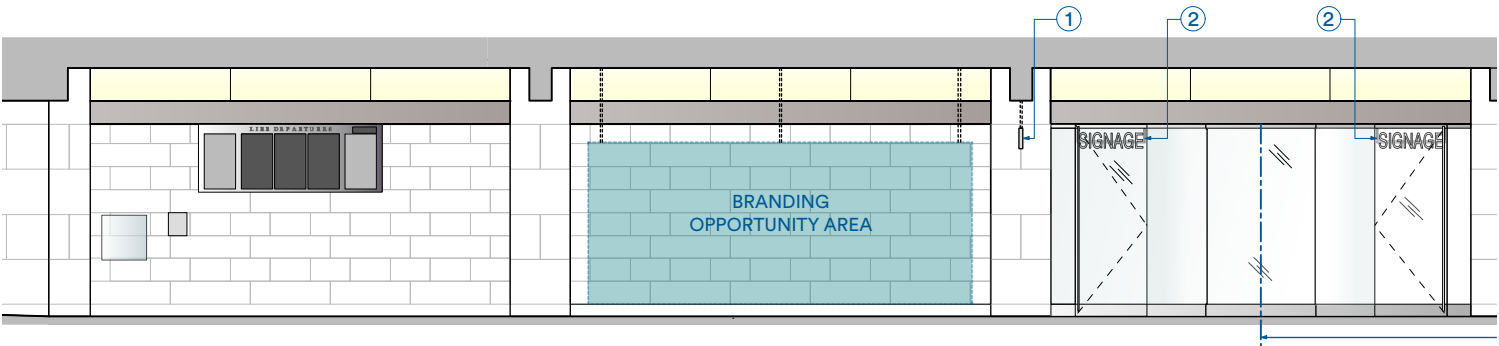
RETAIL SIGNAGE ON JPMC CORRIDOR



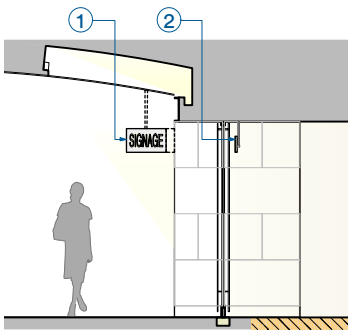
47-48 CORRIDOR WEST ELEVATION



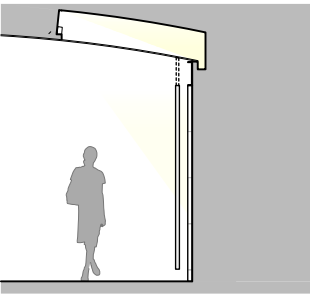
47-48 CORRIDOR EAST ELEVATION



47-48 CORRIDOR EAST ELEVATION



SECTION



SECTION (BRANDING OPPORTUNITY AREA)

LEGEND

- ① PRIMARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE
- ①b SECONDARY CEILING SUSPENDED OR WALL MOUNTED BLADE SIGNAGE FOR NODES & CORNER RETAIL SPACE ONLY
- ② SECONDARY SIGNAGE: CEILING SUSPENDED SIGNAGE

NOTE: OPTIONAL SIGNAGE / TRADE DRESS ZONE SEE SECTION 2-a & 3-a

SECTION 3

CRITERIA FOR STOREFRONTS

3. STOREFRONTS: INTRODUCTION

Storefronts occupy prominent locations throughout Madison Concourse and have a significant impact on the commuter’s experience. The goal is to create a world class retail environment; therefore, it is essential that the each retailer has the opportunity to express individual brand identity while still respecting the architecture of Madison Concourse. Retailers are encouraged to create unique design concepts that integrate finishes, lighting, signage, and visual merchandise displays in their overall store design.

All retailers are required to comply with the General Criteria to achieve a high level of design and present a strong retail image. MTA will review each design proposal within the context of the overall design sensibility of Madison Concourse.



Images To Represent Storefront Concept Of Transparency

3. STOREFRONTS: DESIGN INSPIRATIONS

STOREFRONT INSPIRATION IMAGES



STOREFRONT INSPIRATION IMAGES



3-a. STOREFRONTS CRITERIA

GLAZED STOREFRONTS

MTA has sought to maintain a cohesive language for all storefronts throughout Madison Concourse. Particular attention has been paid to maximizing transparency, translucency, and illumination of the storefront.

No variation in storefront form and materiality shall be permitted unless by special approval of the MTA. Degrees of variation in storefront lighting modifications shall be permitted for the purposes of brand expression and place-making. A balance between standard base-building storefront design and individual customization must be established.

1. STOREFRONT METAL AND GLASS

All storefront metal components are made of stainless steel in satin finish. All storefront glazing is 1/2" thick clear monolithic tempered glass.

2. STOREFRONT DEMISING WALL

The storefront terminates as indicated on the Lease Outline Drawings. In no instance may scrim or cladding be permanently attached to MTA base-building finishes, whether on demising walls, floors, or columns, within the storefront area.

3. DOORS

- Doors must remain transparent.
- Door hardware, dimensions, and thresholds shall comply with ADA requirements and shall provide a smooth transition from the common area to the store interior.
- All retail doors must be secured in an open position during business hours and be connected to hold-opens that automatically close upon activation of the fire alarm.

ACCEPTABLE STOREFRONT DESIGN:

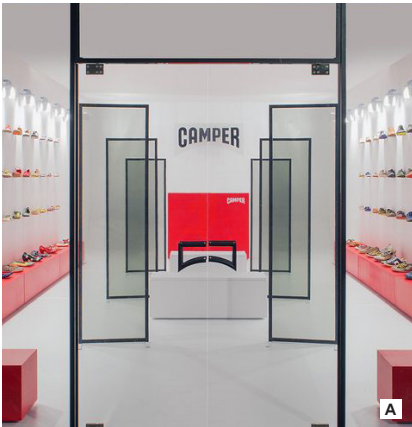
- A. Designs promoting transparency and sight lines into the store interior.
- B. Clean and clear retail display design.
- C. Unique and vibrant brand expressions.
- D. Well integrated visual display and lighting.

NON-COMPLIANT STOREFRONT DESIGN:

- No changes to entry doors are allowed.
- Roll down grille security systems are not allowed.
- Change of storefront hardware is not permitted.
- No signs or equipment to be mounted on doors with the exception of store hours in customizable, branded type lettering -- template to be determined by MasterLessee and approved by MTA.
- No miscellaneous advertisements and signage.



RENDERING VIEW OF THE CORRIDOR



3-a. STOREFRONTS CRITERIA

VISUAL MERCHANDISING / DISPLAY ZONE

High-quality visual merchandising is an essential part of a retail environment and a crucial component in the creation of a strong visual identity. In order to reflect the world-class character of the Madison Concourse retail environment, visual merchandising should be unique and of high quality.

RETAIL DESIGN CONTROL ZONES:

For the purpose of this General Criteria, the Design Control Zone extends a minimum of 10 feet into the retail space from the storefront, and includes the Display Zone and the Merchandise Zone.

DISPLAY ZONE:

- The Display Zone is that part of a retail space fronting the storefront, which is in full view of the public. The depth of the Display Zone is 3'-0" as measured from exterior side of the storefront glass.
- The Display Zone may not extend beyond the storefront and into the common area, unless prior written approval is provided by the MTA.

MERCHANDISE ZONE:

- The Merchandise Zone is the area accessible to the customer and includes the Display Zone. The Merchandise Zone might include display areas, transaction space, dressing rooms or seating, depending upon its use and location.
- Acceptable architectural finishes within the Merchandise Zone are specified in Section 3-b. Construction Finishes and Section 3-d. Interior Design.
- Branding elements may be included (such as a corporate wood finish, pattern or a corporate color) at the Display Zone walls, floors, or columns.

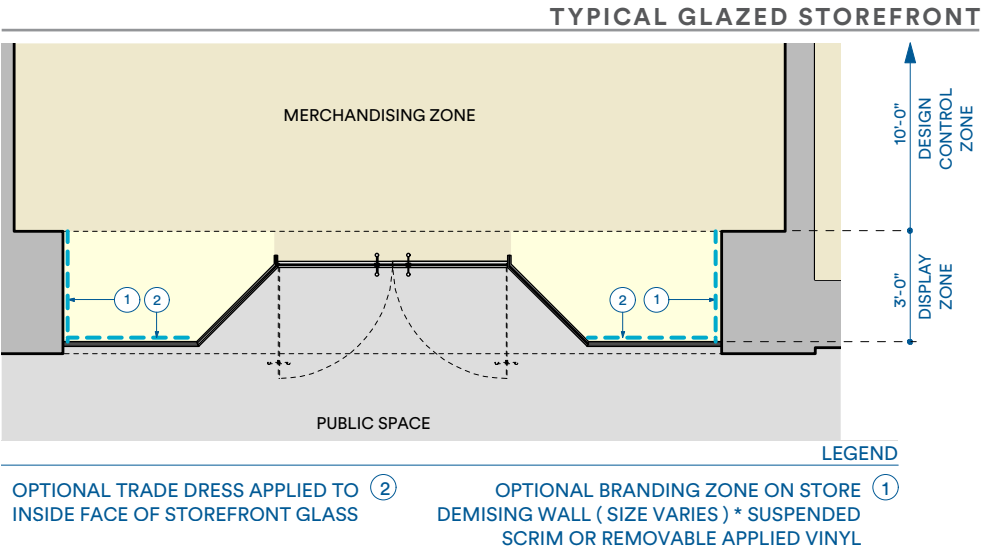
WORK ZONE:

- The Work Zone is that part of retail space which is located outside the Merchandise Zone and Display Zone, and which is not visible to the public. This zone should be separated from the Merchandise Zone by a full height partition.

TRADE DRESS AND TRANSPARENCY:

The design and quality of any visual merchandising shall be governed by this General Criteria. Visual merchandising displays must meet the following transparency requirements:

- Trade dress can be applied to the inside of storefront windows, with applied material being no more than a maximum of 1 inch in thickness.
- Trade dress, along with any visual merchandising, must achieve transparency requirements set out below.
- All trade dress designs shall meet guidelines for material and design as outlined in this General Criteria.
- Trade dress on the storefront can only be utilized if optional Tertiary signage is not used (see section 2-a. Retail Signage Criteria).



Images To Represent Storefront Trade Dress and Branding

3-a. STOREFRONTS CRITERIA

TRANSPARENCY:

- Retail frontage should be as transparent as possible to enhance visibility and create a strong connection between the interior space and the common areas of Madison Concourse.
- Optimal transparency is 2/3 (67%) visibility into the store for the overall window displays or trade dress.
- The transparency allowance can be aggregated across the length of a storefront windows (not including columns).
- All storefront entryways should have as much visibility into the store as possible and should strive to create a sense of arrival. All security equipment must be hidden.

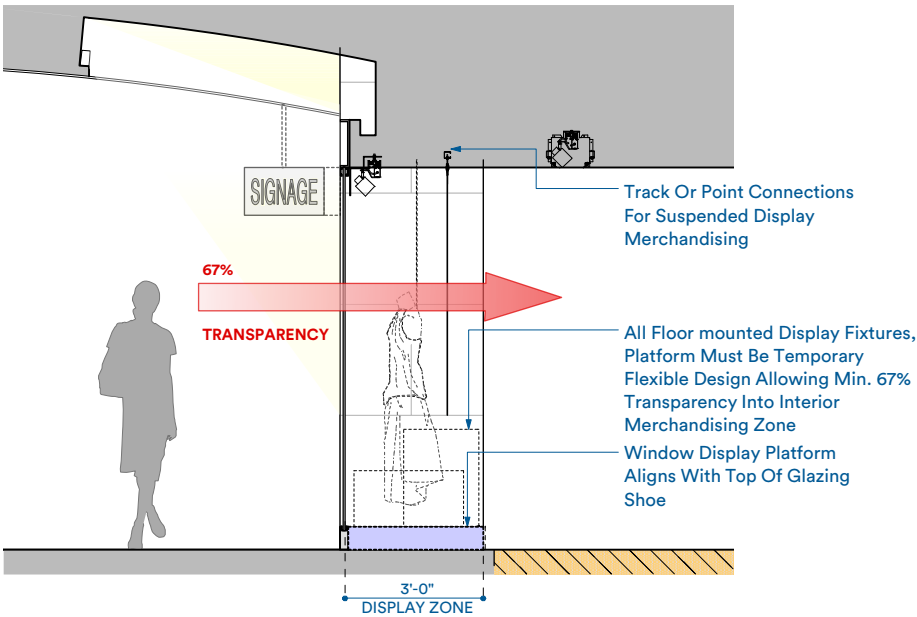
DISPLAY ZONE LIGHTING CRITERIA:

- All storefront and display windows shall provide a high level of illumination above the display area and entrance. The Display Zone shall have a minimum light level of 100FC and maximum of 200FC at the objects being illuminated. The overall Display Zone shall have a uniformity ratio of 10:1.
- All light sources must be concealed or buffered; visible lamps, LEDs or light emitters are not permitted.
- Light leak and glare is not permitted; light sources must be integrated into the storefront design, in a manner complimentary to the overall concept and shall not produce any glare to the surrounding public areas.
- Light sources other than LED are discouraged and must be submitted for approval prior to use.
- No lamp or luminaire within the Design Control Zone shall extend below the ceiling line or below the storefront window head, unless it is an adjustable with locking adjustment mechanisms, adequate shielding, an aiming plan, and dimensions indicating the height below the ceiling. An exception for luminaires below the ceiling must be approved by MTA prior to inclusion in the design.
- Fixtures must be fully recessed, or have a valence provided.
- No lighting shall be installed in the common area.
- No strobe, spinner or chase type lighting are allowed; No animated lashing or intermittent lights, backlights or strobes will be permitted.
- No dynamic color changing lighting is permitted. Static colored light may be submitted for approval.
- The lighting design must be within the wattage allowance and meet all applicable energy codes.
- All storefronts to be illuminated during Madison Concourse open hours and be controlled by an automatic time clock.

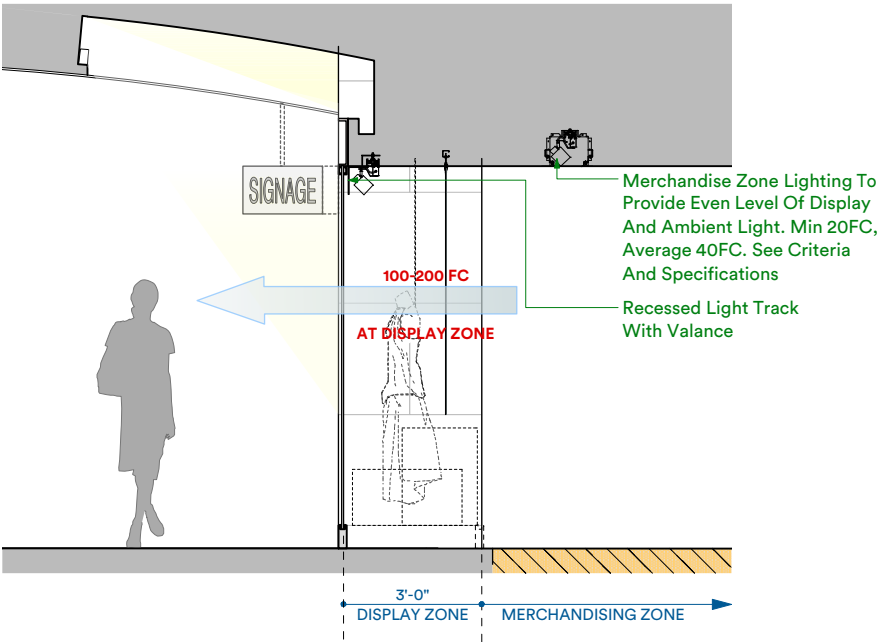
ACCEPTABLE STOREFRONT DISPLAY ZONES:

- Clean and clear retail display.
- Sight lines into the merchandise zone.

Typical Glazed Storefront-Display Zone Diagram



Typical Glazed Storefront-Display Zone Lighting Diagram



3-a. STOREFRONTS CRITERIA

NON-COMPLIANT STOREFRONT DISPLAY ZONES:

- A. No HVAC grilles or diffusers in the Display Zone. Where unavoidable, grilles must never be raised above storefront frame; all details must be finished to the highest quality.
- B. Platforms must not be raised above storefront base frame.
- C. No visible devices.
- D. No built-ins.
- E. Menus or promotional boards may not lean against storefront window, rest on sill, or be applied to storefront glass.
- F. Merchandise Zone must not be used for storage.
- H. Screens and opaque curtains are not permitted to block more than 33% of the storefront area, unless specifically approved by the MTA in advance.
- I. No plastic signage, fixtures or form molded synthetics.
- J. No neon lighting.
- K. No iridescent lighting.
- L. No mirrors
- M. No internally illuminated signage in addition to the sign over display zone
- N. No sale signs, posters, or temporary advertising adhered to the glass
- O. No point of sale stations at the storefront Display Zone without prior MTA approval.
- P. No TV screens or monitors at the storefront Display Zone.



3-b. CONSTRUCTION FINISHES

The architectural fabric and material palette of Madison Concourse has a strong and distinctive character. This palette should be used as a frame of reference and inspiration for retail design.

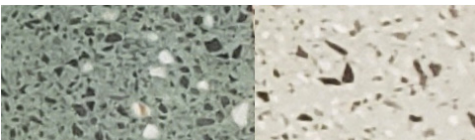
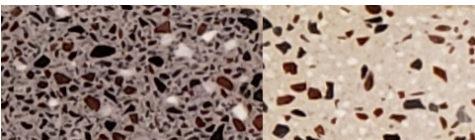
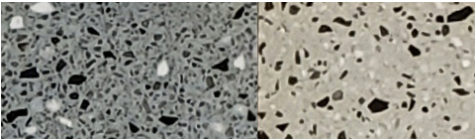
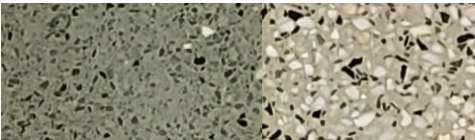
Material type and finish must be verified to coordinate with existing building finish color and types before submitting designs to the MTA. Prior approval is required for use of materials other than those listed below. In addition, the MTA reserves the right to review color choices and finishes of any material used within the Visual Merchandising / Display Zone.

Comprehensive sample boards for all materials must be provided as part of design submittals to the MTA.

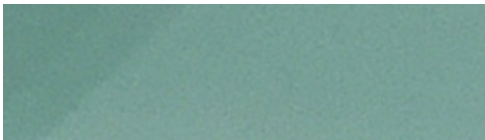
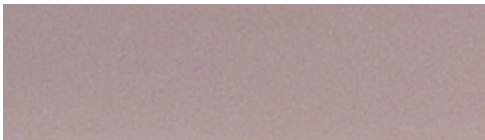
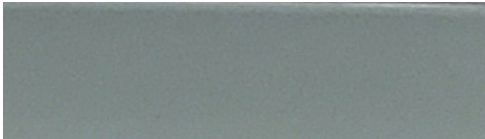
COMMON AREA MATERIALS:

Common Area Materials vary depending on location, generally:

- . Gypsum Wall Board
- . Painted Metal Panel
- . Stainless Steel
- . Marble
- . Granite
- . Terrazzo
- . Various glass types



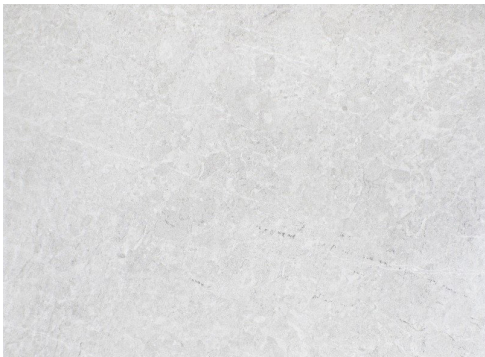
TERRAZZO



GLASS TILES



STAINLESS STEEL



MARBLE



GRANITE



MARBLE

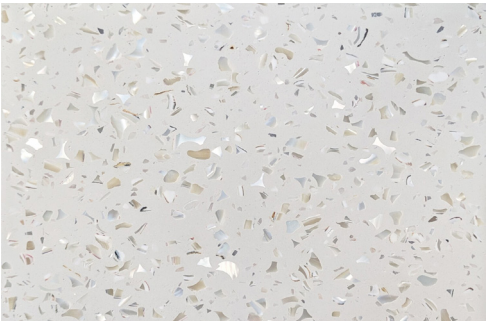
3-b. CONSTRUCTION FINISHES

CONSTRUCTION FINISHES

Materials used in the Visual Merchandising and Display Zone shall suggest quality, craftsmanship, elegance and longevity. The following list has been prepared to help designers understand the type and quality of materials that are expected.

ACCEPTABLE MATERIALS:

- . Gypsum Wall Board, for ceilings and walls.
- . Concealed Lighting
- . Clear and Black back painted glass, Decorative glass
- . Plaster
- . Marble
- . Granite
- . Limestone
- . Terrazzo
- . Bronze
- . Nickel Silver
- . Stainless Steel
- . Hardwood



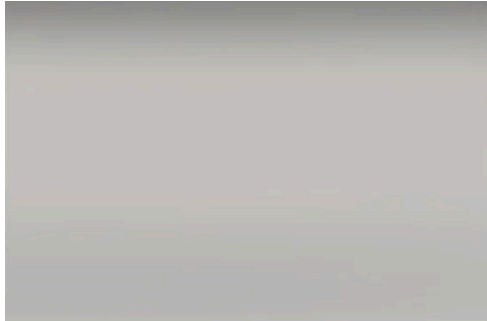
TERRAZZO



PLASTER



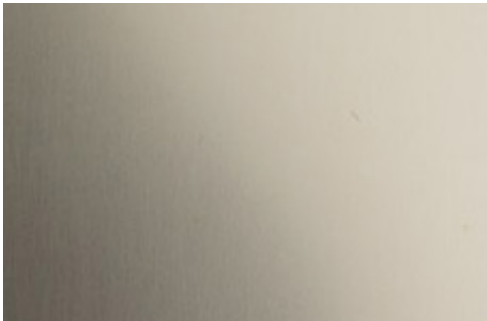
MARBLE



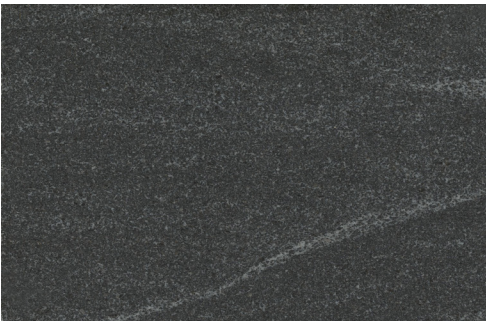
STAINLESS STEEL



WOOD



NICKEL SILVER



GRANITE

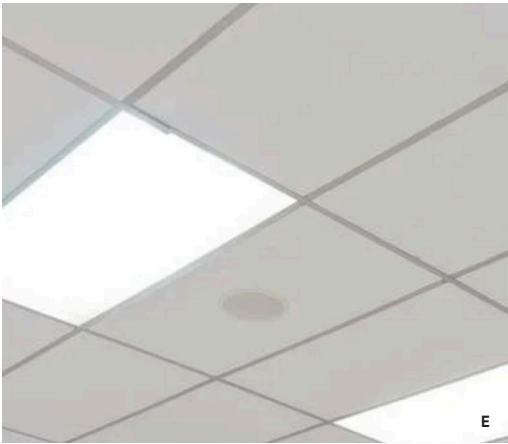


BRONZE

3-b. CONSTRUCTION FINISHES

NON-COMPLIANT MATERIALS:

- A. Mirrored surfaces
- B. Plywood without a hardwood veneer
- C. Peg board
- D. Slat-wall
- E. 2 × 4 lay-in exposed grid ceiling systems
- F. Exposed fluorescent paint
- G. Opaque curtains and other shielding devices behind the storefront
- H. Linoleum, plastic laminate, vinyl or vinyl composition, vinyl asbestos tile or vinyl wall base.
- I. Any material that would constitute a fire and/or public hazard.



3-c. SPACE LIGHTING

LIGHTING CRITERIA

All retailers are responsible for all lighting within their demised premises. MTA has provided a series of lighting elements in the common areas to complement and/or highlight base building design features. Lighting of the storefront must be sympathetic to these goals and form a harmonious overall lighting effect. Lighting must be incorporated as an integral part of the storefront Display Zone design. The following principles apply in all areas.

GENERAL LIGHTING GUIDELINES:

- General light level, 40FC maximum, 20FC minimum with overall an average to minimum uniformity ratio of 4:1
- Conceal light sources and fixtures.
- Maximum aiming angle 15° above nadir; no fixtures aimed out towards common area.
- Light sources are to be shielded with a maximum 45° cut-off (using louvers snoots, etc.)
- Madison Concourse general lighting uses 3500K correlated color temperature (CCT). Retail designs are encouraged to use 3500K as the color temperature for their general lighting. No white light luminaires outside of the CCT range of 2800K-5000K are permitted.
- Minimum lamp color rendering index (CRI) is 85
- The design must meet all applicable energy codes.
- All conduit and electrical equipment must be concealed.
- No dynamic color changing lighting is permitted. Static colored light may be submitted for approval.

LIGHTING TYPES AND DETAILS:

- All light sources are to be LED.
- Luminaires within the Merchandising Zone should be recessed, including track, unless decorative; stem mounted fixtures should be used selectively and in an organized and visually pleasing manner.
- All showcases and display cases must be adequately lit and vented. All remote drivers must be well ventilated.



Images To Represent Concept Of Space Lighting

3-d. INTERIOR DESIGN

INTERIOR DESIGN CRITERIA:

Retail spaces are to reflect a high quality and unique interior environment. The interior and storefront design shall reflect and complement one another. The use of quality materials and a well-detailed design will accomplish this goal. (See Section 3-b. Construction Finishes) In some cases, common area finishes extend into the retail spaces, beyond the Visual Merchandising / Display Zone. These finish materials must be maintained by the Master Lessee/sub-tenant and no permanently fixed construction or fixturing shall be permitted. Any construction or fixturing at these areas must be removable without damage to the common area finish material.

Store design and layout shall be fully compliant with the Americans with Disabilities Act (ADA) throughout the entire retail premises, including but not limited to:

- Finishes, fixturing and counters
- Ingress and egress
- Circulation, including all vertical circulation.

1. CEILINGS:

- Finished ceilings of high-quality are encouraged throughout retail spaces in all areas visible to the public. Drywall ceilings are required in the Visual Merchandising / Display Zone. Drywall or high-quality finish lay-in ceiling are required in the Merchandising Zone within 10 feet of the storefront.
- No luminous ceilings are permitted.
- Open ceilings are not permitted.
- The ceiling design must be coordinated with all mechanical, fire protection, lighting systems, and structural requirements of elements from both inside and outside of the retail space.
- All ceiling design must be well-thought out to integrate lighting, HVAC, access and security devices into a coherent whole. Design must strive for visual alignment and clarity between fixtures, devices and architecture.
- Where lay-in ceilings are permitted, the system is limited to concealed suspension grid type system. Lay-in ceilings are not permitted in spaces fronting public areas.
- In food areas ceiling must meet Health Department regulations.
- Access panels shall be provided for access to both MTA, retail and building equipment such as HVAC, Lighting, etc. All panels to be flush mounted and located in unobtrusive areas.
- No ceiling may be lower than the storefront glass.
- Additional ducts, conduit, pipes, and other elements for mechanical and electrical distribution systems beyond those provided by the MTA must be approved by the MTA prior to installation.
- Exposed ductwork, conduit, pipes, etc. are not permitted.
- Where a building expansion joint crosses a retail space, the ceiling must be detailed to allow movement along the expansion joint for gypsum board ceiling or the nearest penetrating wall for acoustical ceilings.
- For lighting design and specifications see Section 3-c. Space Lighting



Images To Represent Concept Of Interior Design

3-d. INTERIOR DESIGN

2. WALLS: Demising Wall, Columns & Partitions

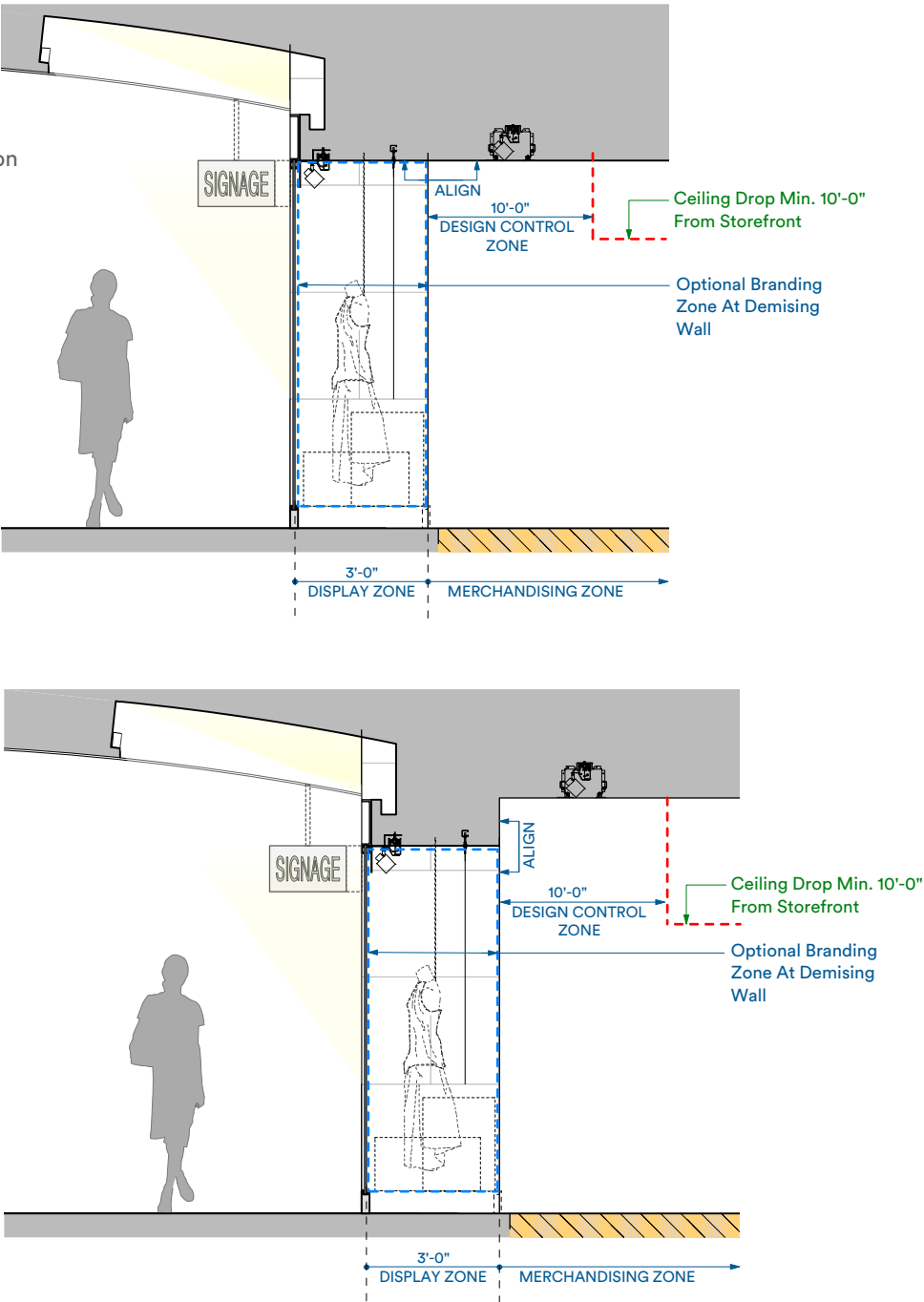
- MTA has constructed demising walls between retail spaces and common or service areas. Master Lessee may choose to combine MTA demised spaces to create a larger retail space; in such cases, Master Lessee will be responsible for design and construction of any alteration, including reinforcement of any structural loads carried by existing partition walls between retail spaces.
- All wall fixtures must be supported on additional metal stud framing. Heavy loads must bear on an independent fixture partitions installed adjacent to the demising wall.
- All interior wall surfaces in the Merchandising Zone must be finished in an appropriate manner. Gypsum wall board with primer and at least 2 coats of paint, wall covering, wood veneer, finish masonry or metal are considered acceptable finishes. Exposed peg-board or slat wall are not permitted in any area of the store visible to the public.
- Demising walls within the Display Zone may be used for retail brand expression, but no signage may be located on those demising walls.

3. SECURITY:

- Sub-tenants shall be responsible for the security of their leased premises and of the merchandise therein.
- Roll down grille security systems, as well as tape-on-glass systems are not permitted

4. FLOORING:

- Common Area terrazzo floor finish extends into the storefront Visual Merchandising / Display Zone. Changes to this finish floor are not permitted.
- The flooring and display base design must be coordinated with all mechanical, fire protection, lighting systems and structural requirements. Floor trenching is to be consolidated and kept to a minimum.
- Refer to base-building design documents for location and types of floors to be provided by the MTA.
- Concrete slab floors are provided at each retail space as indicated on the base building design documents. In some special cases, the common area terrazzo floor finish extends into the retail space beyond the Visual Merchandising / Display Zone. Changes to this finish floor are not permitted.
- All wet floors, such as kitchens and washrooms, must be waterproofed. Waterproofing must extend a minimum of six (6) inches above the floor slab at all surrounding walls. Specifications for waterproofing must be submitted to MTA for approval.
- Access to all in-floor clean-outs must be maintained.
- All interior floors should be covered with the highest quality materials. Ease of movement, safety and maintenance should be primary considerations in floor covering.



4. FLOORING (CONTINUED)

- Ceramic tile, marble tile, and quarry tile installations must be commercial grade with a non-slip surface, thin set where required, on the concrete slab.
- All floors must be installed to match the elevations of adjacent finished floors. Transitions shall be achieved by using blind transition strips.
- Wood floors shall be hardwood with a wear resistant surface appropriate for commercial traffic.
- High quality commercial grade carpet may be used except where otherwise prohibited.
- Wall base is to be same as floor material or painted wood, color coordinated with wall or floor material and minimum 4” in height.
- Floor materials other than those mentioned above are prohibited unless otherwise approved in writing by the MTA (See Section 3-b, Construction Finishes)
- Where an expansion joint crosses a retail space, the flooring must be detailed to allow movement long the expansion joint with minimal disruption to the continuity of the floor finish.

5. ACOUSTICAL CRITERIA:

- Each retailer is responsible to control noise transmitted to adjacent spaces and concourse common areas. This noise may be generated by mechanical or electrical equipment (such as food service activity), or by activity noise generated within the space (such as a background music system).
Control of noise that may be transmitted to adjacent spaces or areas is limited by the specific sound level limitations as outlined below.
- Noise transmission into adjacent spaces (due to sound reproduction or enforcement systems or by activity noise) must not exceed the following values:
 - a. Maximum Noise Level transmitted into adjacent space: 50 dBA
 - b. Maximum Noise Level transmitted into Corridor or from a closed storefront space: 60 dBA
 - c. Maximum Noise Level transmitted into Corridor from open storefront space: 60 dBA
- These limitations apply to all retail spaces, including closed and open storefronts, newsstands and restaurants. If the existing demising construction is not adequate to control noise, it would be the retailer’s responsibility, with MTA approval, to construct the additional demising construction required to meet noise limits.
- Retailers are to acknowledge the sound barrier performance of partitions, floor ceiling, doors, windows, and other construction which demise their space. Mechanical and electrical equipment owned, installed, operated, or under the control of the retailer shall be so constructed, installed and operated so that intrusive noise levels in the adjacent spaces shall not exceed the values of the chart provided on this page.

EQUIPMENT OPERATION VALUES

Octave Band Center Frequency, HZ	Maximum permissible SPT dB re. 000023 Pa
63	64
125	57
250	51
500	45
1000	41
2000	39.5
4000	38
8000	37
Noise Criteria Level (ASHRAE 1989 Handbook)	NC-40



6. DISPLAY FIXTURES

The use of a professional store planner, visual merchandiser and/or merchandising specialist in the design and layout of store fixtures is highly encouraged. Display fixtures should complement the overall design of the store and present merchandise in an appropriate manner. Only new, first-quality fixturing throughout the store is permitted. Used or reconditioned display fixtures is not permitted.

GENERAL DISPLAY FIXTURE DESIGN:

- Design shall provide a strong visual image at the display counters, focusing attention on the merchandise. A well-planned display will increase sales while contributing energy and variety to the larger environment. Examples of good counter display techniques are illustrated on this page.
- Careful attention shall be focused on displays at the front counter, creating an attractive impression. Each display should strive for an image of quality and uniqueness. Food must be displayed in attractive containers or platforms that enhance the overall design; stainless steel drop-ins are not permitted. Signage is not permitted except in signage zone.
- The MTA reserves the right to reject any design or display that is not compatible with the overall image of Madison Concourse.
- Clear elevation drawings of display intent must be provided in design submissions for MTA review.

MISCELLANEOUS DESIGN ELEMENTS: KITCHEN HOODS

- When located in the Visual Merchandising / Display Zone, or visible to the public, kitchen exhaust hoods must receive particular attention to incorporate them into the rest of the store design.
- Exhaust hoods must be designed in a decorative manner and fitted with special finishes particularly if they are suspended and form a focal piece for design.
- Drawings showing the proposed design of kitchen exhaust hoods must be provided for MTA review and discussion.
- All kitchen exhaust hoods must vent to the exterior. Re-circulation kitchen hoods are not acceptable. Overall kitchen hood design will require mechanical design review by MTA.

PASS THROUGH OPENINGS

- Food pass-through opening between the kitchen area and the serving area must keep the size to a minimum.



Images To Represent Concept Of Display Fixture Design

SECTION 4 SPECIAL AREAS

4. SPECIAL AREAS: INTRODUCTION

RMU/KIOSKS

RMU and Kiosks occupy prominent locations throughout Madison Concourse having a significant impact on passenger experience. The Master Lessee shall be responsible to establish RMU and Kiosk prototypes based on the requirements set forth in this General Criteria with the goal to create a cohesive design sensibility throughout Madison Concourse while providing opportunities for customization and brand expression.

Retailers are required to comply with the RMU/Kiosks design criteria to achieve a high level of design quality and a strong retail image.

SPECIAL EVENT ACTIVATIONS

Special events are conceived as an energy drop of retailing animation, brand activity and cultural infusion within Madison Concourse. A vibrant rotating program for Madison Concourse will have the power to activate the space and its surroundings.

The goal is to provide design criteria to widen Master Lessee’s opportunity to create curated seasonal event installations that will provide the commuters with a memorable experience during their journey through Madison Concourse.

THE HUB

The HUB is the true heart of Madison Concourse and is conceived as a civic square - a place for the community to gather, connect and be entertained. As a major focal point for passengers, the Hub shall encapsulate the essence of Madison Concourse and provide a strong brand identity.

The goal is to offer criteria that will help develop a unique F&B presence that will create a strong sense of place and turn the Hub in a lively food destination for the commuters and visitors of Madison Concourse.



Images To Represent Concept Of RMU/Kiosk and Signage at Hub

4-a. RMU/KIOSKS - CORRIDORS, MEZZANINE & NODES

The Master Lessee shall be responsible to create RMU and Kiosk prototypes and provides clear direction on the design elements that can be customized (i.e. area for custom finishes and visual merchandising display). The Master Lessee must submit RMU/ Kiosk prototypes for MTA’s review and approval.

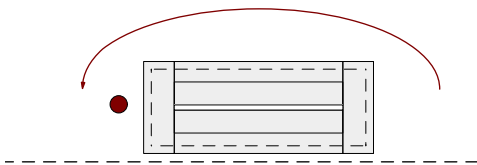
FLOOR PLAN / FOOTPRINT

- CODE** - RMU/Kiosk shall meet the requirements of all applicable building codes, fire protection code (see page 46 material & finishes) and be fully compliant with ADA requirements. Special attention must be paid to requirements set forth by local codes, especially those associated with ADA. Any occupiable Kiosk must maintain the proper (interior) width, turn radius, clearances, and address accessibility. ADA requirements will also affect the exterior portions of the unit by mandating heights, projections, clearances, and writing & transaction surfaces.
- LIMITS** - All elements of the RMU/Kiosks must fit within the designated area as determined by MTA, each RMU/Kiosk unit shall be at least 20 feet apart. No projections of any sort will be permitted beyond the boundary of the designated area, and in each instance shall not impede the pedestrian flow of Madison Concourse.
- SIZE** - The RMU/Kiosk shall not exceed 300sf. RMU/Kiosk and height should never impede the view of any in-line storefront, impede base building functions, and in no case exceed 8’-0” AFF (including overhead structure). In-line counter heights may not exceed 42” AFF.
- OVERHEAD STRUCTURE** - Any overhead structures shall not create a closed canopy or ceiling and must be open to the concourse ceiling above. The overhead structure shall not have a projection greater than 10% of the kiosk size, and any closed portion of overhead structure cannot exceed 4sf. RMU shall not exceed 4-feet in width. Product merchandising is not allowed to be hung or supported from the overhead structure. Canopy height must be minimized to keep a clear line of sight across Madison Concourse. MTA will review submitted design concepts, being sensitive to existing sight-lines and restrictions associated with all the existing components within Madison Concourse.
- WEIGHT** - Kiosk weight limitations may not exceed 150lbs/sf.

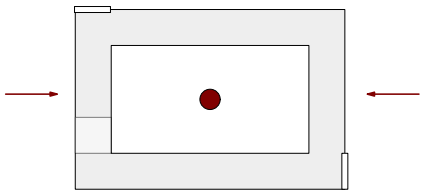
LAYOUT CONFIGURATIONS

The RMU/Kiosk assembly is available in four layout configurations that offer different opportunities for the customer to engage with the merchandising.

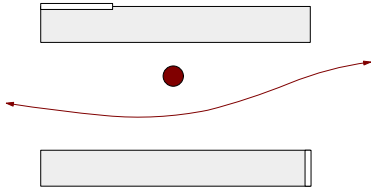
- COMPACT** - Retail unit display with customer flow around retail zone.
- COUNTER ISLAND** - Counter surrounded retail with central attendant.
- WALK THROUGH** - Open counter and merchandise display layout with customer flow through retail zone.
- WALK IN** - Open counter and merchandising display layout with customer flow into retail zone



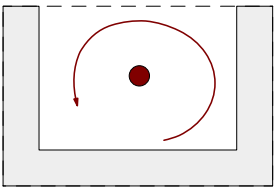
COMPACT



COUNTER ISLAND



WALK THROUGH

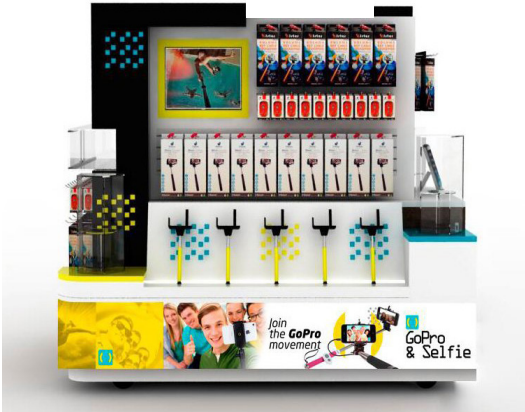
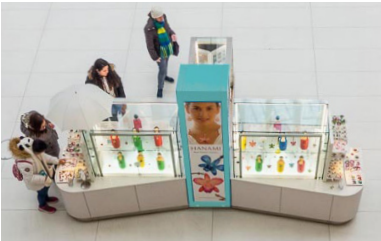


WALK IN



4-a. RMU/KIOSKS: DESIGN INSPIRATIONS

COMPACT



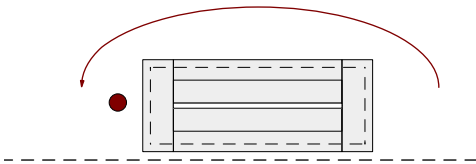
WALK THROUGH



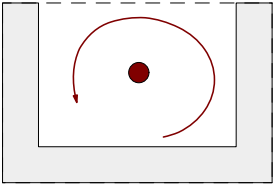
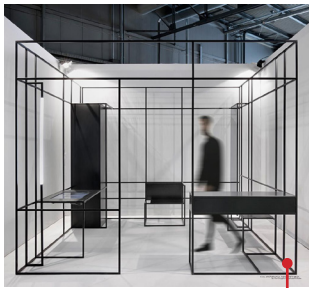
WALK IN



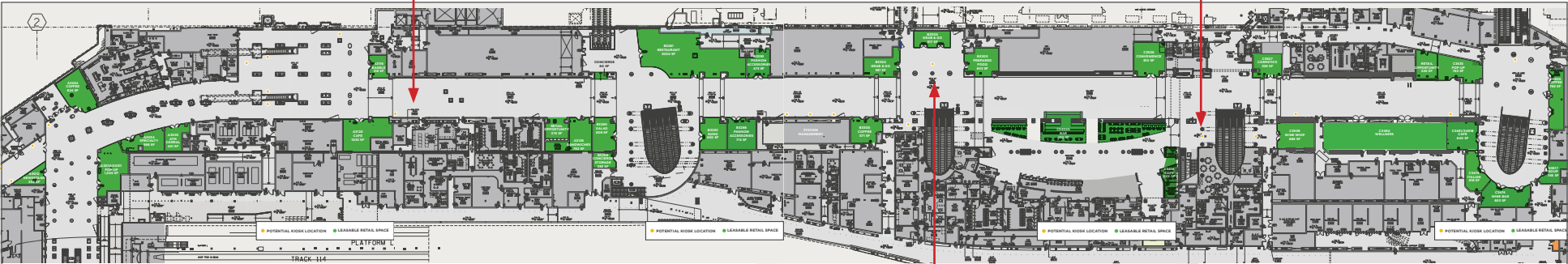
4-a. RMU/KIOSKS - CORRIDORS, MEZZANINE & NODES



1. **COMPACT CONFIGURATION:**
Retail Unit display with customer flow around retail zone.



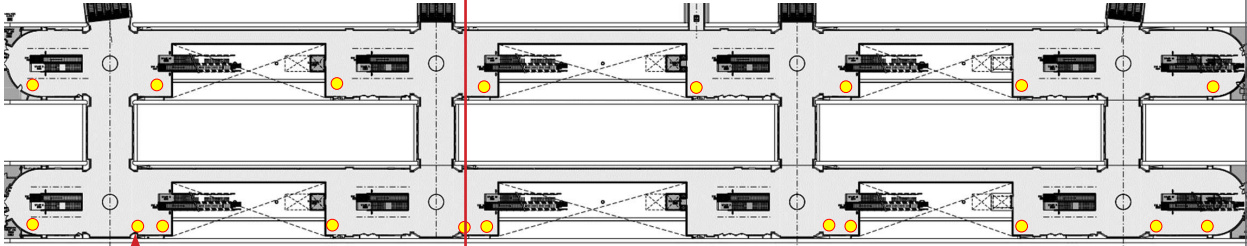
3. **WALK IN CONFIGURATION:**
Merchandising Display Layout with customer flow into retail zone



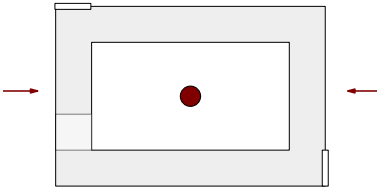
CONCOURSE LEVEL RMU / KIOSK POWER LOCATIONS

PROPOSED RMU/KIOSKS LOCATIONS AT MADISON CONCOURSE

- 1. **COMPACT** at Corridors
- 2. **COUNTER ISLAND** at Mezzanine & Nodes.
- 3. **WALK THROUGH** at Special Areas & Nodes.
- 4. **WALK IN** at Nodes.

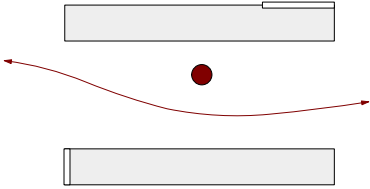


MEZZANINE LEVEL RMU / KIOSK POWER LOCATIONS



2. **COUNTER ISLAND CONFIGURATION:**
Open counter surrounded retail with central attendant.

Note: Kiosk placement on the LIRR Mezzanine will require an additional level of coordination with MTA for approval of design, fabrication, and placement in order to isolate the units in compliance with fire safety smoke condition requirements and in accordance with fire safety sequence of operations



4. **WALK THROUGH CONFIGURATION:**
Merchandise display layout with customer flow through retail zone.

4-a. RMU/KIOSKS - CORRIDORS, MEZZANINE & NODES

DISPLAY CASES & COUNTER AREAS

All display elements (display cases and counters) should be integrated into the design of the RMU/Kiosks.

The design should combine multiple display methods into an organized and balanced counter area, providing a strong visual image that focuses on the merchandise. Variations on display design are encouraged and will be considered by the MTA during the review process.

- Careful attention should be focused on displays at the front counter, creating an image of quality and uniqueness.
- A well-planned display will increase sales while also contributing energy and variety to the larger environment. Examples of good counter display techniques are illustrated on this page. Care needs to be taken to ensure that the case selected supports the product adequately and is sized appropriately.
- Display cases must utilize tempered glass and should not project or display any product higher than 3'-6" above finished floor.
- All controls, adjustments, or access points to display cases shall be out of reach of customers. All cabinets and drawers must be lockable.
- The back of the cabinets must be finished, enclosed, and complement the cabinet finish. All fasteners and wiring should be concealed.
- Storage areas inside the sales area of the Kiosk cannot be exposed. Incorporate concealed trash receptacles into the design.
- All exposed areas to the public or in high traffic areas must be designed to resist damage. All exposed edges must be protected with a solid finish.
- All Kiosks to have a minimum 4" high toe kick / kick base used along all storefront display / counter area accessible to the public. Toe kick / kick base shall be a durable material, such as ceramic tile, stone, or metal.
- All cash registers or other equipment located on service counters within customer view must be recessed into those counters so that the top of the machine extends no higher than 6" above the top of the highest transaction counter.
- Cabinets are not permitted to be affixed or attached to the common area floor. Sub-flooring / flooring materials are discouraged from use within kiosks. Approved units should be placed directly onto the common area flooring.
- The MTA reserves the right to reject any design or display that is not compatible with the overall image of Madison Concourse.

VISUAL MERCHANDISING

Merchandise Presentation refers to the type, arrangement, and maintenance of goods or products. Visual Display refers to creating imagery and visual attraction that draws a shopper to the point of sale. These two basic components of Visual Merchandising are the foundation of well displayed merchandise.

- Successful Visual Merchandising will have a direct impact on the amount of business generated and will lend to the overall success of RMU/Kiosks.
- Designs are encouraged to incorporate professional props and various display forms to bring clarity, express style, and help explain a product's use or features.
- Products should be placed neatly by category and by color within the kiosk presentation. Examples of good visual merchandising techniques are illustrated on this page.



Images To Represent Concept Of Display Fixture and Counter Design

4-a. RMU/KIOSKS - CORRIDORS, MEZZANINE & NODES

MATERIAL & FINISHES

Several considerations need to be made with regards to both interior and exterior material and finish selections for RMU/Kiosks.

The materials selected should complement the surrounding architectural palette while reinforcing the distinctive image established by the RMU/Kiosk design and merchandise. Therefore, designers are encouraged to use the material palette of Madison Concourse as a frame of reference and inspiration for the RMU/Kiosks design. Another important factor for the material selection of RMU/Kiosk is durability. Finish materials must be upscale in quality, durable and easy to maintain, and meet all applicable flame spread class rating and local code requirements.

All RMU and Kiosks shall be constructed of noncombustible materials. Use of plastics, including foam plastics, for signage and displays is to be minimized and requires fire testing.

ACCEPTABLE MATERIAL & FINISHES

- Stainless steel or prefinished/perforated metal panels
- Powder-coated or mill-finished metals
- Marble, granite, or other natural stone slabs
- Tile (porcelain, ceramic, glass)
- Solid Surface materials
- Stained or natural-finish hardwoods and laminates
- Tempered Glass, Back painted Glass, Decorative glass

Alternate finish materials and treatments will be considered based on the overall design of the kiosk. It should be noted that all finish materials must be submitted and approved by MTA prior to commencing with fabrication.

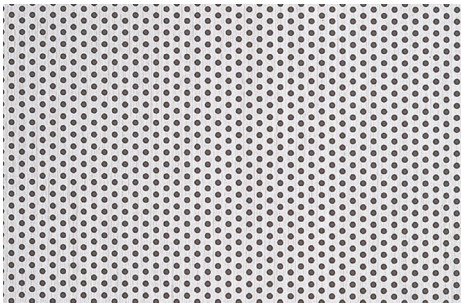
A comprehensive sample board for all materials proposed shall be provided as part of design submittals.

NON-COMPLIANT MATERIAL & FINISHES

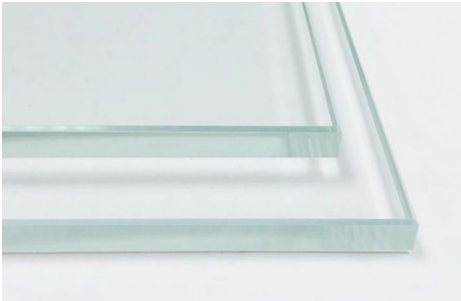
- Mirrored surfaces
- Plastic laminates
- High-gloss laminates
- Plywood without a hardwood veneer
- Drywall / painted surfaces
- Vinyl wrap
- Peg board & Slat-wall
- Non-durable Finishes
- Any material that would constitute a fire and/or public hazard



STAINLESS STEEL



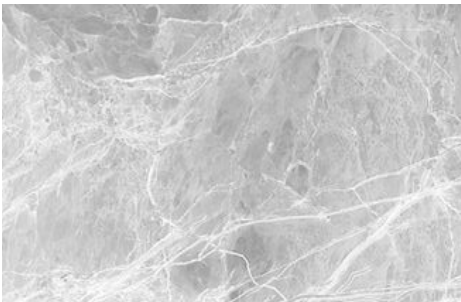
TEXTURED METAL



TEMPERED GLASS



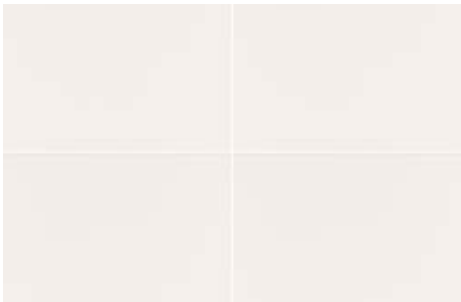
DECORATIVE GLASS



NATURAL STONE



SOLID SURFACES



TILE

LIGHTING

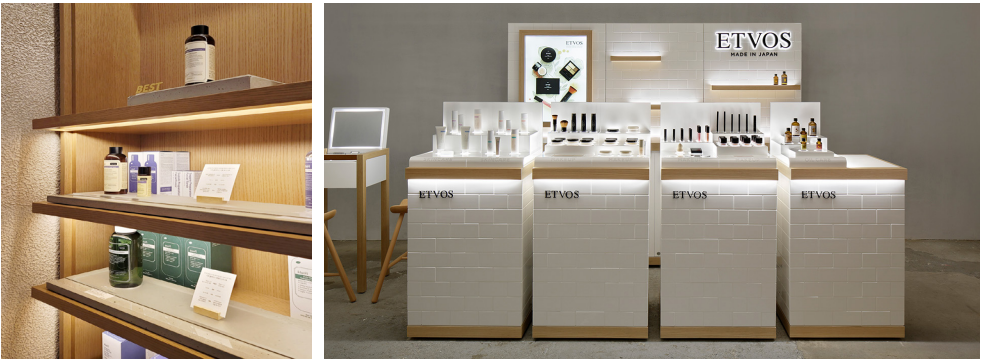
Proper lighting is essential to showcase the merchandise and should be carefully considered.

- All displays and display cases should be internally lit to maximize exposure of products. Showcase lighting must be concealed within the cabinet and not visible to the public.
- Kiosk lighting is to be integrated into the cases and free of any exposed wires, conduits, drivers, or power supplies.
- No hanging track, cables or poles are permitted. All overhead lighting must be “low profile” and incorporated into the overhead structure
- Maximum aiming angle 30° above nadir, no fixtures are to be aimed away from the Kiosk.
- Light sources are to be shielded with a maximum 45° cut-off (using options, louvers, snoots, etc.)
- Cases shall be adequately vented and any heat-producing lighting, drivers, or power supplies shall be positioned out of reach of customers
- All light sources should be LED.
- No moving or flashing lights are permitted.
- No dynamic or static color changing lighting is permitted.
- Use 3500K correlated color temperature (CCT).
- Minimum lamp color rendering index (CRI) is 85.

DIGITAL DISPLAY

Digital display can represent an important part of branding / identity. However, these types of displays are not often appropriate and in some cases can have a detrimental effect, therefore specific MTA approval is required.

- When permitted, digital electronics should be subtle and act to reinforce a product’s appeal or features.
- Digital display must be integrated into the design of the kiosk and be free of exposed cords, wires or connectors.
- Approved digital units should utilize flat-screen monitors only, with play button or receiver concealed from view. All video LCD, LED technology must be built-in, flush mounted and integrated into the kiosk. Maximum size of monitors will be considered on a case-by-case basis.
- Audio is prohibited. Static images only showing product (no sales, advertising, soliciting, notices, or third party information may be displayed). Image content and repetition shall be submitted to MTA for approval.
- All video screens shall be less than 2,000 nits or be shown to have less than a 5:1 luminance ratio compared to its mounting surface.



Images To Represent Concept Of Display Fixture and Counter Design

4-a. RMU/KIOSKS - SIGNAGE & GRAPHICS

SIGNAGE

Signage and Graphics are one of the most important components of RMU/ Kiosks and should be conceived as an integral part of the design; therefore, special consideration needs to be taken in their planning, design, and fabrication. The materials selected should be compatible with the architectural palette of Grand Central Madison and in-line with the signage strategy for the retail spaces.

- Signage is for the purpose of identification only and must be limited to brand name and logo.
- No more than two (2) signs or one (1) double-faced signage pylon (identifying trade name only) will be permitted.
- The primary RMU/kiosk signage must be built-in as part of kiosk construction. Designers are encouraged to be sensitive of the position and the location of signage in order to maximize views through the common area. Primary signage should be perpendicular to pedestrian traffic.
- High quality fabrications are required. Attachment devices, fasteners and other mechanisms are to be concealed. Manufacturer labels are not to be visible.
- Font, trade name, and signage design are factors in determining an acceptable size for lettering. Signage form, scale and proportion are to balance with the overall kiosk design.
- Signage letter height may not exceed eight inches; signs are not to extend above 8' AFF
- Signage shop drawings indicating design, sizes, and placement of all signs, logos and graphics are to be submitted for MTA design review and approval.
- Any additional signage cannot be installed without the MTA written approval. No unapproved graphics, sales or promotional signs, or trademarks shall be utilized anywhere on or within the approved kiosk space.

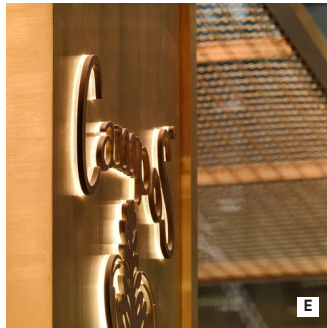
ACCEPTABLE SIGNAGE TYPES

- A. Pre-finished metal or perforated metal panels.
- B. Surface-applied dimensional metal letters (solid or hollow) or routed forms (PVC, plexi, and acrylic) are acceptable materials with a minimum thickness of 3/8".
- C. Illuminated push-thru letters (back-lit or face lit)
- D. Carved dimensional signs of certain materials with integrated light source
- E. Cast metal, carved wood, formed metal and edge-lit signs will be considered depending upon the quality of the fabrication and method of illumination.

Examples of acceptable sign types are illustrated on this page.

NON-COMPLIANT SIGNAGE TYPES

- Neon
- Internally illuminated channel letters
- Signs designed as standard rectangular box
- Signs with animated components
- Paper, cardboard, Styrofoam
- Vinyl lettering of any kind
- Credit card and advertising placards, decals, stickers, trademarks



GRAPHIC

- Back-lit graphics recessed into cabinet faces are permitted
- Graphics may be internally illuminated or edge-lit
- Promotional material or posters attached by tape, glue, etc. and handwritten posters will not be permitted.
- All graphics are subject to MTA approval

VERTICAL DISPLAY TREATMENT - SIGNAGE PYLON

Vertical surfaces present an excellent opportunity to express creativity, quality, and visual attraction and should also serve to reinforce the image established by the RMU/ kiosk design and merchandise.

- The optional use of a signage pylon within the Kiosk - this focused element can help bring the retailer's logo and branding up to eye level. Design must be an integral part of the overall Kiosk design.
- Only one (1) double-faced signage pylon per kiosk will be allowed.
- The kiosk's maximum service counter height shall not exceed 3'-6". Twenty percent (20%) of the kiosks total lineal footage may exceed the predetermined 3'-6" but shall not be greater than 5'-0" at its tallest point
- The maximum allowed dimensions of a signage pylon are 3'W x 6"D x 5'H.

ACCEPTABLE VERTICAL DISPLAY TREATMENT

- A. Pre-finished metal or perforated metal panels
- B. Back-painted or etched glass or acrylic
- C. Marble, granite, stone slab or solid surfaces



4-b. SPECIAL EVENT ACTIVATIONS

GENERAL DESIGN CRITERIA

The goal is to provide design criteria to maximize flexibility in creating curated seasonal event installations that will provide the commuters with a memorable experience during their journey throughout Madison Concourse.

PROPOSED PROGRAM

- SEASONAL MARKETS
- BRANDING/PROMOTIONAL EVENT/POP-UP

GENERAL REQUIREMENTS

Because of the temporary nature and specialized programming of Special Events, the Master Lessee is encouraged to design and produce installations that:

Create a unique and dynamic experience that engages customers to explore and meander through an installation while guarantying a smooth commuter's circulation path through or around the designated area.

Produce high quality events, designed to be installed without disrupting the daily activity of Madison Concourse; material and finish selection needs to be carefully considered to guarantee no damage to MTA existing materials and finishes at flooring, ceiling, and columns.

Meet the requirements of all applicable building codes and be fully ADA compliant.

The MTA reserves the right to reject any design or display that is not compatible with the overall image of Grand Central Madison. For each event, Master Lessee is to submit event design plans and a safe operation work plan detailing load-in logistics, pedestrian flow analysis, power, safety, and security plans for MTA to review and approve.

INSTALLATION TYPE BASED ON PROPOSED PROGRAM

SEASONAL MARKETS: *COUNTER ISLAND KIOSK*
BRANDING/PROMOTIONAL EVENTS/POP-UP: *CUSTOM DESIGN*

4-b. SPECIAL EVENTS - SEASONAL MARKETS

Installation Type: **COUNTER ISLAND KIOSK**

Counter island kiosk type allows for a very efficient use of the space designated for Seasonal Markets and offer opportunities for the consumers to engage with the merchandising from all four sides. Examples of a seasonal market kiosk layout and counter island designs are shown in this page.

The Master Lessee shall be responsible to establish Counter Island Kiosk prototypes based on the requirements set forth in the General Criteria and submit to MTA for review and approval (refer to section 4a for general criteria for RMU/ Kiosks).

The Master Lessee shall fabricate seasonal market Counter Island Kiosks from a set of approved prototypes for individual use. A flat pack construction is recommended for easy installation and storage of the seasonal market kiosks. Signage shall be integrated in the design of the kiosk as developed by the Master Lessee, for semi-customization by sub-tenants.



Images To Represent Concept Of Counter island Kiosk

4-b. SPECIAL EVENTS: BRANDING/PROMOTIONAL EVENT/POP-UP

Installation Type: CUSTOM DESIGN

Due to the unique nature of this type of installation, MTA will review each design concept, being sensitive to existing sightlines and existing components within Madison Concourse. Designers should comply with the General Criteria for RMU/ Kiosks (Section 4-a. RMU/Kiosks) for the development of their proposal; however, alternate design, materials and finishes may be permitted for the purposes of brand expression and will be considered based on the overall design of the installation.

Branding Events and Pop-Up Shops vary depending on type of merchandising or service offered as well as length of the event. Designers are encouraged to produce one-of-a-kind installation that will generate interest and will lend to the overall success of Activation Planning. Examples of branding/promotional design are shown in this page. All construction or fixturing at these areas must be removable without damage to the MTA finish material. Design and layout shall be fully compliant with local codes and ADA.



Images To Represent Concept Of Pop up shops & Custom design for Branding Events

EXCEPTION FROM GENERAL CRITERIA :

- **FLOORING** - Removable vinyl film for floor application is acceptable to distinguish the designated area from public space. Materials selected shall comply with applicable flame spread class rating and local code requirements. Temporary flooring shall be removed at event end without damage to MTA finish material.
- **PARTITIONS** - Any partitions proposed for the designated area shall be freestanding and designed to be structurally sound. Partitions are not permitted to be affixed or attached to the floor.
- **COLUMNS** - Temporary treatments for the cladding of the columns located in the designated area (vinyl application, graphic scrim or similar) can be proposed. Any temporary treatments shall be removed at event end without damage to the MTA finish material. The up-light details around columns should be integrated into any proposed design.

Any alternate design, materials and finishes should be proposed and discussed with MTA as part of the design review and approval process.

4-b. SPECIAL EVENTS: SIGNAGE & GRAPHICS

Signage and graphics are one of the most important components of programming for event activations and should be conceived as an integral part of the overall design; therefore, special consideration needs to be taken in the planning, design, and fabrication of signage and graphics. All signage and graphics must fit within the designated area and no projections of any sort will be permitted beyond the boundary designated area.

SIGNAGE & GRAPHICS FOR SEASONAL MARKETS

Signage design shall comply with the General Signage Criteria for RMU/Kiosk (Section 4-a. RMU/Kiosks). The signage prototype shall be developed by the Master Lessee with the ability to be semi-customized by the sub-tenants/vendors.

SIGNAGE & GRAPHICS FOR BRANDING & POP-UP EVENTS

Signage for Branding and Pop-Up events should be conceived as integral part of the installation. Designers are encouraged to develop creative and artistic branding strategy that will include different methods for signage (i.e. temporary vinyl film on floor, columns or partitions that reference the brand's logo, signature color palette and or patterns). Example of artistic signage are shown in this page.

Font, trade name, and signage design will all be factors in determining an acceptable size for lettering. Signage design proposals indicating design, sizes, and placement of all signs, logos and graphics are to be submitted for MTA design review and approval.

CODE

All interior finishes, partitions and floor finish cladding installed for events shall meet the requirements of all applicable building codes and be fully ADA compliant.

- ADA: The overall plan should maximize the display areas while serving the needs of all customers. Special attention to be paid to requirements set forth by local codes and especially those associated with ADA. All accessible elements must maintain the proper (interior) width, turn radius, clearances, and accessibility set forth by these regulations. ADA requirements will also affect the exterior portions of the unit by mandating heights, projections, clearances, and writing and transaction surfaces.
- Fire protection: Materials selected shall comply with all applicable flame spread class rating and local code requirements. All interior finish, partition, and floor shall be constructed of non-combustible materials or fire retardant treated materials. Use of plastics, including foam plastics, for signage and displays is to be minimize and requires fire testing. (see section 4-a, page 46 Material & Finishes).



Images To Represent Concept Of Signage Graphics

4-c. THE HUB - F&B SIGNAGE & BRANDED ENVIRONMENT

Signage and branding is a key component of retail expression at the Hub -- the central civic space of Madison Concourse. The goal is to provide signage and design criteria to help develop a distinctive F&B presence at the Hub that will create a strong sense of place and a destination appeal for the commuters and visitors of Madison Concourse.

SIGNAGE AT GALLERY CORRIDOR

- Primary signage is limited to the brand name and logo. Primary signage will be located on the Gallery side where indicated in the HUB Merchandising Plan. Secondary signage can be located at the standing bar area. No more than two (2) signage locations will be permitted on the Gallery side of the F&B area.
- Signage form, scale and proportion should be conceived as an integral part of the F&B storefront design facing the Gallery corridor. Font, trade name, and signage design will all be factors in determining an acceptable size for lettering.
- Special consideration needs to be taken in the signage planning, design, and fabrication -- high quality fabrications are required. Attachment devices, fasteners and other mechanisms are to be concealed. Any signage shall be removed upon lease expiration, without damage to the MTA finish materials.
- Signage shop drawings indicating design, sizes, and placement of all signs, logos are to be submitted for MTA design review and approval.

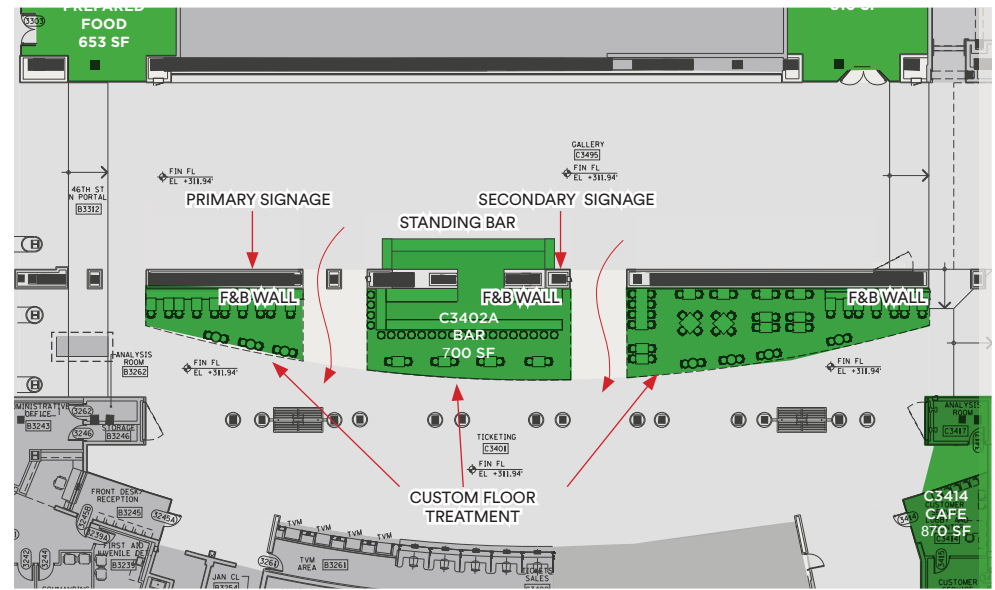
ACCEPTABLE SIGNAGE INSTALLATION TYPE:

- A. Signage mounted on a ceiling hung structure.
- B. Signage mounted on a removable wall panel inset within a frame.
- C. Signage mounted on a wall structure

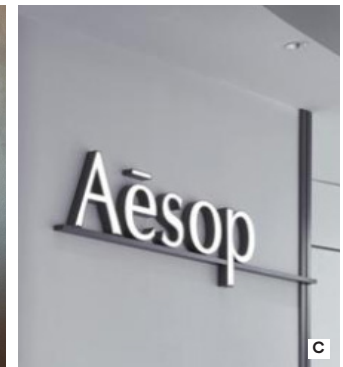
Master Lessee is to provide required ceiling and wall structure for signage installation. Examples of acceptable signage installation types are illustrated in this page. All signage type shall be removed upon lease expiration without damage to the MTA finish material.

STANDING BAR AND PASS-THRU AT GALLERY CORRIDOR

- The existing glazing may be altered to create a three-sided counter pass-thru bar that can functionally serve the customer on both the Gallery and Ticketing side of the corridor. No seating is allowed on Gallery side; neither is a railing to separate the standing bar area from the public area allowed at this location.
- Flexibility and creativity in select materials and finishes for the standing bar and the pass-thru area (including the treatment of the cross bracing structure) are encouraged. However, the black stone piers located on either side of the pass-thru area must remain untouched. Fire-rating on structural members may not be compromised.
- Compliance with General Criteria requirements for Kiosks (Section 4-a) will guide development of the design proposal; however, alternate design, materials and finishes may be permitted for the purposes of brand expression and will be considered based on the overall design of the F&B experience. Finish materials must be upscale in quality, durable and easy to maintain, and meet the applicable flame spread class rating and local code requirements.



THE HUB MERCHANDISING PLAN



4-c. THE HUB - F&B SIGNAGE & BRANDED ENVIRONMENT

SIGNAGE & BRANDED ENVIRONMENT – TICKETING SIDE

Key elements to consider when creating a unique F&B experience are flooring, ceiling and wall treatments. The F&B leased area located on the ticketing side will provide more specific opportunities to create a branded environment.

- SIGNAGE:** Signage located at the ticketing side of the leased area should be integrated in the open storefront design of the F&B. Signage can be ceiling mounted or wall mounted on temporary wall cladding. Temporary partitions or paneling system in front of the existing walls is permitted in order to develop a branded environment with decorative elements, wall treatments, wall graphics, murals and decals.
- FLOORING:** Installation of temporary floor covering may be proposed to distinguish the leased area from the public space. Materials selected must comply with the applicable flame spread class rating and all local code requirements. Any temporary treatments are to be removed at lease expiration without damage to the MTA's existing finish material. Any temporary floor cladding is only allowed in the three areas indicated in the Hub merchandising plan on page 54. No floor cladding will be allowed at the pedestrian passages or entryways.
- CEILING:** Use of suspended lighting fixtures and/or decorative elements above the leased area may be proposed. Any proposed design that alters the existing ceiling panels above the leased area requires MTA's review and approval. Any proposed suspended elements and/or treatments must not interfere with sprinklers, security and life safety devices or any functional MEP elements in the ceiling. Ceiling/ceiling panels are to be restored at lease expiration. The existing lighting cove at ceiling must remain.
- WALL:** Temporary partitions or paneling system in front of the existing walls are allowed in order to develop a branded environment with decorative elements, wall graphics, murals and/or decals. Any temporary treatments proposed for the walls are to be removed at lease expiration without damage to the MTA's finish material. Temporary partitions or paneling system shall comply with applicable flame spread class rating and local code requirement.
- RAILING:** A railing or partial height screen device (i.e. planters, decorative divider) may be installed to separate the leased space from the public area. No perforations or attachments to the floor is allowed.
- DIGITAL DISPLAY & VIDEO PROJECTIONS:** A digital projection installation to enhance brand identity and the customers experience may be proposed. Image content for digital display or projection may only be artistic in nature -- absolutely no sales, advertising, soliciting, notices, or third party information may be displayed. No audio is allowed. Any digital display or projection requires MTA's review and approval.
- COLUMNS:** Temporary cladding of the columns located in the Ticketing area may be proposed for review and approval by MTA. Any temporary treatment is to be removed at lease expiration without damage to the MTA's finish material.



Images To Represent Concept Of Signage Graphics and Branded Environment

4-c. THE HUB -CAFÉ SIGNAGE & BRANDED ENVIRONMENT

SIGNAGE & BRANDED ENVIRONMENT – CAFÉ

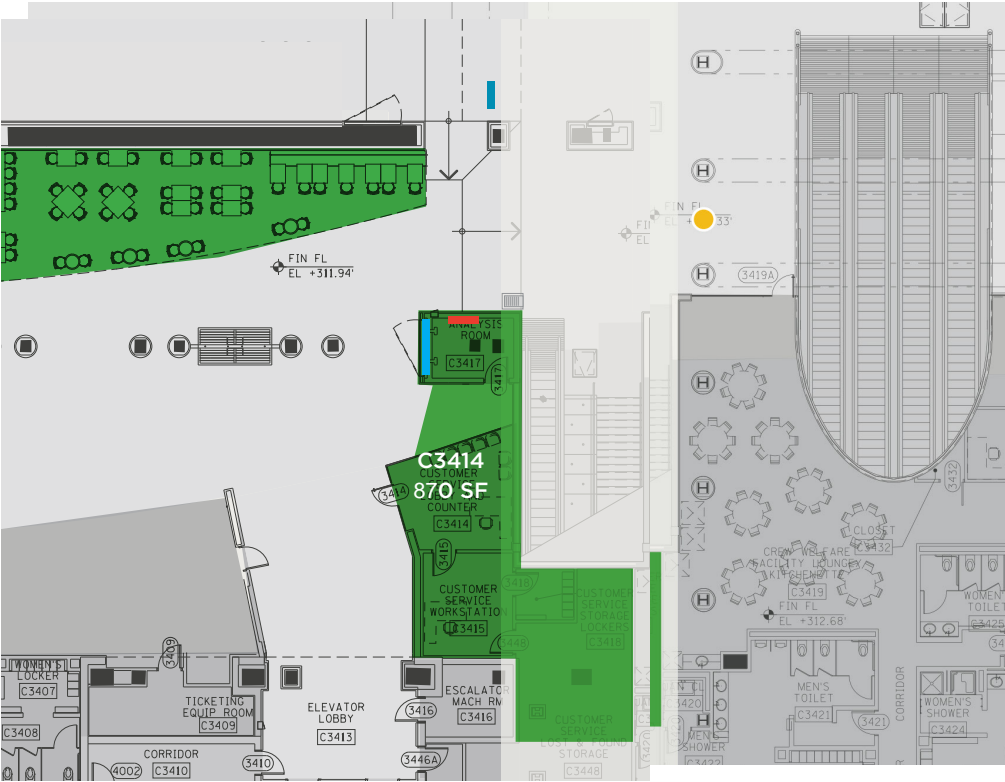
PRIMARY SIGNAGE: Ceiling hung or wall mounted blade sign located at the Gallery corridor as indicated in the Hub Merchandising Plan. Refer to Section 2a - Retail Signage for general signage design criteria.

SECONDARY SIGNAGE: Ceiling suspended signage behind the storefront glass as indicated in the Hub Merchandising Plan.

DIGITAL DISPLAY: In addition to the primary and secondary signage, the Hub Café may install a digital display/signage on the south storefront facing the ticketing area (see merchandising plan for location); proposed design and content to be submitted to MTA for review and approval.

The digital display must be integrated into the design of the storefront and be free of exposed cords, wires or connectors. LED screens must be built-in and flush with the storefront wall. Image content for the digital display should be related to the product or service offered (no sales, advertising, soliciting, notices, or third party information may be displayed). Audio is prohibited.

The MTA reserves the right to reject any design or display that is not compatible with the overall image of Madison Concourse.



THE HUB MERCHANDISING PLAN

PRIMARY SIGNAGE LOCATION SECONDARY SIGNAGE LOCATION DIGITAL DISPLAY / SIGN LOCATION



Images To Represent Concept Of Signage Graphics and Branded Environment

SECTION 5

GUIDANCE ON COMMON AREA FURNITURE

5-a. GUIDANCE ON COMMON AREA FURNITURE

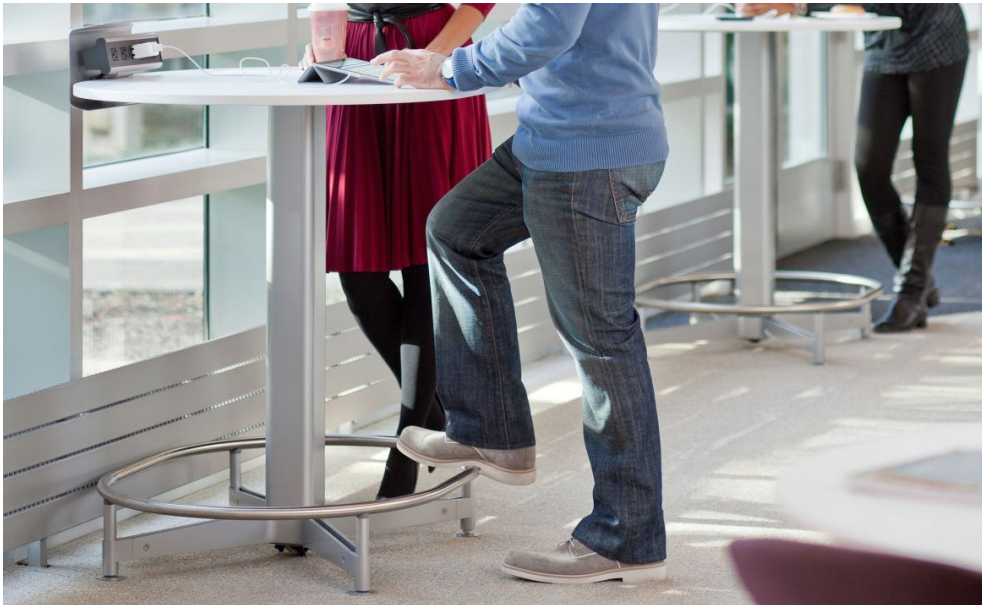
COMMON AREA FURNITURE CRITERIA

Furniture in the common areas of Madison Concourse will help in providing a sense of place and contribute to the overall concourse aesthetic. Well placed seating and other furnishings activate the concourse and allow for both commuters and customers to take a breath, gather, and socialize.

The Master Lessee is encouraged to use the services of a professional interior designer to design and specify Madison Concourse furnishing program. The furniture should complement the overall design of the concourse and retail spaces. The common area furniture program and proposal must be submitted to the MTA for review and approval.

General Requirements:

- Placement and design that creates a sense of place and promotes social activity
- Fabrication should be of high quality and commercial grade materials; materials should be of maximum durability and be able to withstand potential vandalism
- Furniture design and placement should discourage excessive loitering
- Materials and finishes should convey timelessness and longevity
- Allow sight lines throughout the concourse and through to retail storefronts
- Be fully ADA compliant
- Meet all local code requirements
- Placement cannot hinder pedestrian circulation or required ingress/egress paths
- Furniture and surrounding area to be kept clean in good repair at all times
- Master Lessee shall install stanchions or similar to define and brand the furniture areas



Images To Represent Concept Of Common Area Furniture