



Mr. James Bezek
General Services Assistant Director
Solano County
675 Texas Street, Suite 6500
Fairfield, CA 94533

**Re: JLL / IRG Submission of Qualifications
Solano 360 Mixed-Use Site RFQ
Vallejo, California**

Dear Mr. Bezek:

We would like to submit the following statement of qualifications on behalf of JLL for the Solano 360 Mixed-Use site in Vallejo, California.

JLL's work to date has included extensive diligence on the site, including the support of partners like Kimley-Horn and AO Architects (formerly Architects Orange). In addition, we have had several meetings with Six Flags senior corporate executives who have supported a relationship with our team and look to JLL to both collaborate and facilitate a joint vision for the development site. We have also reached out to a financially capable development partner, IRG, LLC, who has expressed an interest in partnering on the project (collectively the JLL team).

We believe this collective team has all the qualifications necessary to complete a visionary entertainment and mixed-use development on the former county fairgrounds site, consistent with the City and County's vision expressed in the Solano 360 Specific Plan. As noted in our previous email correspondence, IRG has been involved in a very large transaction that have prevented them from fully engaging in the RFQ response process, however, the collective JLL team, if determined to have met the basic qualifications to be included in the RFP, will dedicate the resources necessary to fully engage in the process of responding to the RFP.

The JLL team brings a wealth of experience in the planning, entitlement, development, leasing and execution of large scale, mixed-use entertainment projects in both public and private ventures. JLL's co-lead senior professionals Greg Whitney and Jeff Badstubner bring over 60 years of collective development experience working on some of the country's largest retail, mixed-use and entertainment projects. This most notably includes Greg's work on the 15,000,000 square foot master planned Los Angeles Stadium and Entertainment District featuring a 3,000,000 square foot, 68,000 seat stadium to house the Los Angeles Rams and LA Chargers and peripheral retail, entertainment, office and housing development. And the JLL team brings a vast collection of resources from experienced development capabilities to retail brokerage, capital markets, property management and marketing expertise in a single platform.



Our proposed development partner, Industrial Realty Group (IRG - in conjunction with Los Angeles based Creative Resource Associates) is a privately-held real estate development and investment firm specializing in the acquisition, development and management of commercial and industrial real estate across the country. Over the past forty years, IRG and its principals have acquired or developed well in excess of a billion dollars of corporate and government properties. IRG manages more than 150 properties in 28 states, with over 100 million square feet of rentable space. IRG manages all aspects of the real estate process, from acquisition through development, asset management and disposition.

IRG is currently developing the \$600 Million Johnson Controls Hall of Fame Village in Canton, Ohio. The project will be a multi-use center, featuring a world-class hotel and conference center, Center for Excellence (corporate team building center), state-of-the-art youth sports complex and athletic fields, Tom Benson Hall of Fame Stadium, retail space, thematic restaurants, Legends Landing (residences for Hall of Famers and NFL legends), NFL Family Experience (featuring high-tech virtual reality experiences and rides) and renovated Pro Football Hall of Fame museum.

IRG brings substantial financial and development capability to the team.

We have enclosed additional background on the JLL teams experience, resources and capabilities for your review. Additional information on IRG is available upon request.

We collectively look forward to hearing back from you, having an opportunity to participate in the RFP process and share our vision for the Solano 360 development.

Please feel free to contact me should you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Gregory Whitney". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Gregory Whitney
Senior Vice President – Retail Development
JLL, Inc.

cc: Jeff Badstubner, JLL
Kyle Goehring, JLL
Mike Lindenlaub, CRA



Value Creation

National Retail Development Services

Intelligence to achieve
your retail ambitions

Achieve Ambitions

Sitting on a prime opportunity or a new vision of grandeur? This is where our development professionals can help you achieve your ambitions.

We aim to make the most of your project's potential. Development is deep in our roots from the ground up of a new development, to a regeneration or repurposing. Our seasoned development professionals help investors make the most of renovations, expansions and remerchandising strategies. We're constantly reinventing the relationships between retail space and the retailers who seek to lease them. Matchmaking is our middle name, and we're good at finding sites and connecting them with the best developer for the project.

Our ultimate goal is to add value; creating and implementing innovative strategies to maximize your investment.

- Redevelopment
- Repurposing and retailer repositioning
- Ground-up development
- Big box solutions
- Tenant coordination and construction management
- Design management



\$20.3 billion
Managed spend



38,751
Projects



25+ average years
Team experience developing on ownership interests

Our Team

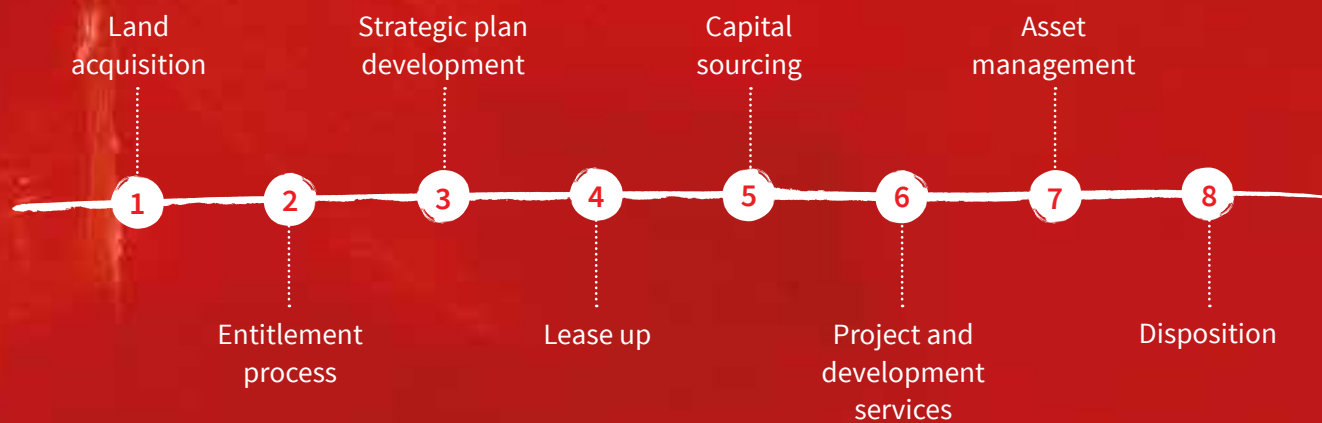
Gaining strength not only from our experience, but from our diversity, our team can assess and identify various opportunities. From ground-up developments to store repurposing, theater evaluation to design management, national or local projects, our scope of services can meet many needs. Additionally, having JLL resources to tap into, our developers utilize leasing professionals and in-market brokers, and team with architects and engineers to deliver profitable projects. While real estate success is often about location, location, location, what's paramount to retail development is an understanding of location, finances and politics. National Retail Development Services can add value at any stage of your project from conception to execution to eventual sale.

Let us handle the development dance, as we know all the right steps.

Leadership



John Lambert
Executive Vice President,
Retail Development Lead
Orlando, FL
National/Florida



National Developers



Donn Fuller
SVP
Dallas, TX
National



Gar Herring
SVP
Dallas, TX
National & Central Region



Bill Moston
SVP
Chicago, IL
National

Regional Developers



Greg Whitney
SVP
Los Angeles, CA
West Coast



Mike Maier
VP
Philadelphia, PA
Northeast and Mid Atlantic



Eric Weatherholtz
Sr. Managing Dir.
Atlanta, GA
Southeast

Big Box Specialist



Paul Loubet
SVP
Los Angeles, CA
National

Construction Management



Art Papaceno
VP, Construction Management
Atlanta, GA
National

Please see back of brochure for contact information; let's talk!

Services

Redevelopment

We create value by repurposing dysfunctional real estate.

Our professionals create customized plans that provide value enhancement, from finding better uses for dormant or faltering spaces, to making a good property great or taking a Class A property to an even higher level. We have expertise in knowing what tenant mix works and which emerging retailers would help bring excitement and new experiences to differentiate your project.

Let us develop a visual site plan and merchant void analysis to give your team a baseline for your project's potential. We'll examine the competitive landscape and give you our opinion on the site's value you can count on. We'll evaluate all potential uses to give you clear probabilities on the best financial returns to move forward confidently.

Repurposing and retailer repositioning

We help retailers reimagine their existing stores in order to be more profitable. We define a brand's best use of owned and operated spaces via site selection, footprint consolidation, re-tenanting and merchandising. We often release, reformat and redevelop retailers in order to optimize operational efficiency and improve developer relationships by creating new net value. We see empty big boxes as best opportunities to create enhanced customer experiences.

Free up capital tied to real estate to go to a better brand purpose.





Ground-up development

A new development needs a bold vision, and clear implementation strategy to bring it out of the ground. Our team gets it, and can manage the entire development process to help put you at ease. We also know the public approval process and work directly with municipal public officials in CBD, suburban and tertiary markets.

We can test your big ideas with land planning consulting, feasibility analyses and financial modeling, before you put your shovel in the ground.

As the largest third-party property management company, JLL has extensive resources and relationships. Our developers bring strong anchor store relationships to the table to help jump start commitments. We partner with the best brokers in the market to ensure you see all the relevant lease-up opportunities. Our teams specialize in the allure of high street luxury leasing, CBD redevelopments and urban in-fill leasing projects. Lean on our professionals who think like landlords.



Big Box Solutions

Anchor store closings is the reality of today. And it is occurring nationwide partially due to today's consumer. Changes in demographics, consumer demand and shifts in how we live, work and play is today's reality, which calls for innovative thinking!

Let's discuss your options, which may include local food or experiential food and beverage, experiential retailers, residential, hospitality, office, creative co-working spaces, a specialty grocer, educational user, or sporting venue. Or perhaps think way outside the box and turn your box inside out into a pedestrian-friendly open air shopping experience.

Let us help you find an innovative solution!

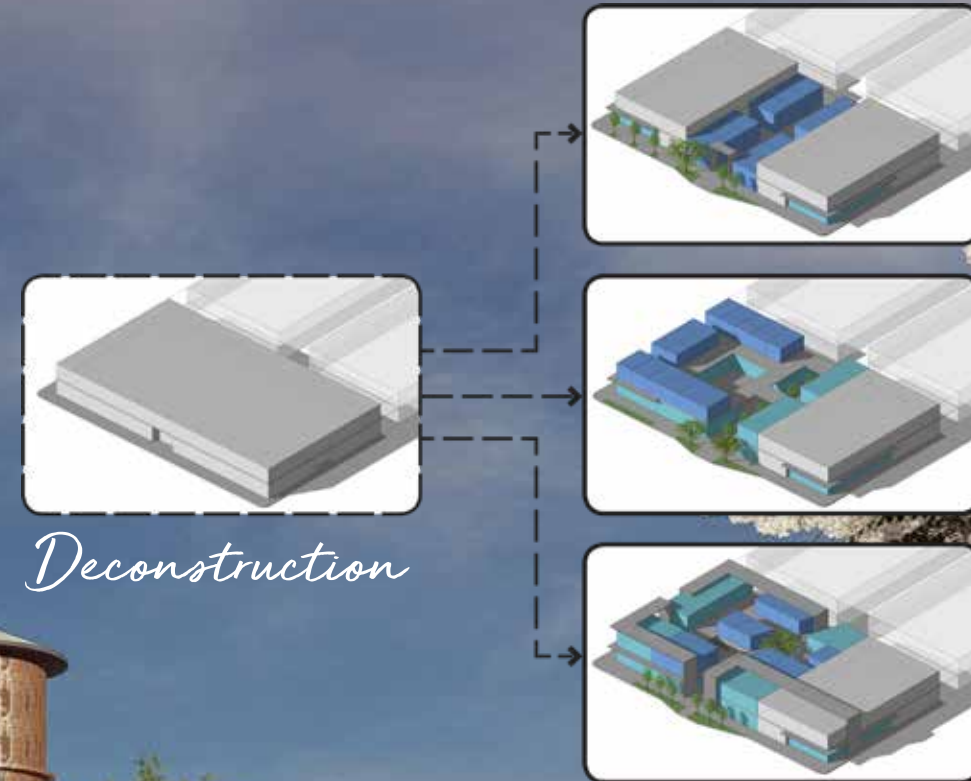
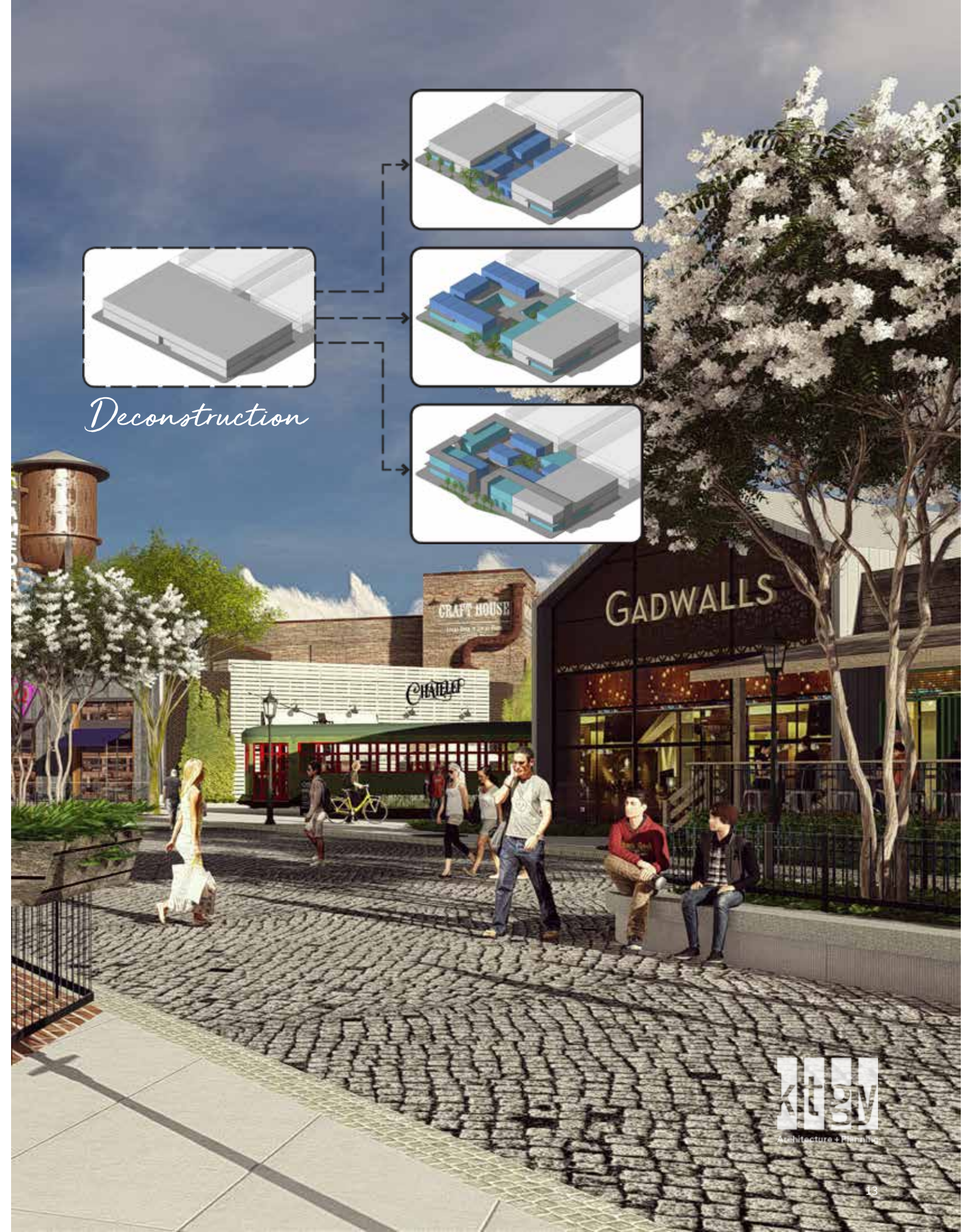


Big Box Examples

Let us help you with your big box needs and make them a succesful reality!



Before (left column) and After (right column)
Box Deconstruction (next page)



Deconstruction

Tenant coordination

Tenant Coordination is an integral part of the development and leasing process. Managing and providing oversight in the tenant coordination process is necessary to achieve your economic and merchandising goals.

Our tenant coordination team (LEED-AP designation) provides the following services:

- Manage a tenant coordination program designed to provide:
 - A working knowledge of latest retail concepts, store and RMU designs
 - Store design criteria that promotes excellence in retail presentation
 - Project management to ensure the highest quality presentation, on time and within budget
- Interact with agency leasing broker/s to locate and position tenants for optimum sales impact
- Maintain the property's design criteria and construction procedures manual
- Review and approve all tenant plans for compliance with design criteria; operational best practices; as well as mechanical, electrical, plumbing and life safety components
- Work closely with the general manager/operations manager to perform on-site monitoring and supervision of tenant construction for compliance with the approved plans, established construction procedures and adherence to local codes
- Implement project close-out procedures such as obtaining appropriate certificates of completion, appropriate lien waivers, supervising corrective action, and conducting final inspections



Construction management

Our construction management experts can assist in all phases of the construction process, and manage critical milestones successfully to expedite store openings, getting rents billed sooner. We provide support, communication and organization during the four stages of a project:

- Pre-lease execution phase
- Design, planning and approval phase
- Construction phase
- Project close out phase

Our construction management team provides supervision for projects ranging from minimal tenant improvement requirements to multi-million dollar renovation projects and new construction. We have the experience to effectively coordinate all management, leasing and construction during critical periods of any construction phase. Client communication and collaboration are key; our experienced Project Managers become part of your team.

We understand and adhere to client policies and procedures while working towards and protecting client interests. We ensure that standard landlord work responsibilities are met on the owner's behalf, which include the monitoring of landlord costs, permit coordination, project scheduling and delivery of premises per lease requirements.

Offering similar scope of services for tenants, the significant difference is in the qualification, administration and management of contractor and design professionals. For tenant work we actively monitor these functions, and for landlord work we successfully perform these services.



Are you in need of an innovative solution to turn a project around? Our design management specialists are experts in seeing worlds of possibilities and can help you achieve your ambitions.



**Irvine Spectrum Center
Redevelopment***
Newport Beach, CA

*Experience prior to joining Big Red Rooster

Design management

Big Red Rooster, a JLL company, is all about implementing innovative solutions. Our design management team has the industry expertise to step in at any phase of a project and provide unique strategies to maximize your investment. Our dedication is consistent and efficient teamwork and project focus, and our professionals will work seamlessly with your client's development team, keeping client goals as top priority. Our strong design leader and core team members can maximize the potential of any development, expansion or repositioning project.

Our technical expertise allows us to provide peripheral vision, manage change, deliver sustainable growth, and deliver seamless experiences. Our Design Management Office (DMO) is multidimensional, and includes research and insights, environmental design, visual merchandising, brand and visual identity, and digital design and development. Retail development design services can include the following:

- Design team leadership and oversight
- Project creation, vision statements and creative briefs
- Prototype development
- Project realization, marketing and funding
- Site selection criteria and priorities
- Tenant merchandising and configuration
- City design review board approvals
- Design firm selection, vetting and management
- Design process, schedules, day-to-day design management

BIG RED ROOSTER

Proof

We've never seen a development project we couldn't tackle. We've helped stabilize mixed-use projects, and define the best models for power centers, grocery-anchored centers, universities and transit hubs.

Redevelopment



The Palms at Town & Country
Kendall, FL
TH Real Estate (Former owner)

JLL repositioned and redeveloped The Palms at Town & Country, a 735,000 square foot power and lifestyle center in Kendall, FL, into an alluring retail, dining and entertainment center, now serving as Kendall's Downtown. Due to the expertise of our development team, an innovative design and merchandise scheme was created, which included the addition of a 307,478 square foot lifestyle center.

Located in a competitive market, our development and leasing experts added value by attracting new, exciting retailers, restaurateurs, and strong anchors – Dick's Sporting Goods (the 1st store in Dade County) and Total Wine & More.



Rosedale Center
Roseville, MN
Morgan Stanley

Our development transformed a vacant anchor store into a 182,100 square foot lifestyle wing and a 14-screen AMC Theatre enhancing the retail experience of Rosedale Center, Roseville, MN, a thriving Class A regional mall. Not only did the redevelopment extend the shopper's experience and expenditure, the redevelopment increased Rosedale's value and solidified its prominent market position. To further enhance the 1.1 million square foot mall, JLL completed a \$100M renovation and expansion of Rosedale Center in October 2018, which included the addition of a 125,000 square foot Von Maur, a new parking deck, and a complete renovation of the common area to create a first-class shopping and dining experience.



Marina Marketplace
Marina del Rey, CA
Deutsche Asset Management

JLL's retail team, along with the client's development team, commenced the second phase of a multi-phased \$25 million redevelopment project in Spring of 2011. The success of Phase II transformed the former 420,000 square foot Villa Marina Marketplace into a modern, trendy dining and entertainment destination, Marina Marketplace. The innovative design features open-air patios, rollup restaurant doors leading to dining areas and unique one-of-a-kind restaurant concepts combined with greenery and high-tech lighting/media drawing the young, influential, Westside crowd.



Mixed-use redevelopment



Manhattan Village
Manhattan Beach, CA
DWS

Manhattan Village is a 44-acre regional, mixed-use center comprised of enclosed retail, open-air lifestyle shops, a community center and an office building. The center is situated in Manhattan Beach, California, one of the nation's wealthiest zip codes with an average household income of \$191,043

Manhattan Village serves the affluent Los Angeles south bay beach cities of Manhattan Beach, Hermosa Beach, Redondo Beach, Palos Verdes, El Segundo, and surrounding communities with an average household income of \$170,826.

In January of 2017, the center began a \$180 million redevelopment that includes updating and remerchandising the interior mall, (completed spring 2018), along with the addition of 53,000 SF of new open-air, lifestyle retail, restaurants and two new parking structures to be completed 2021. A four-level parking deck was completed November 2018.

The redevelopment also includes the consolidation and expansion of two Macy's locations into one full-service 168,000 square foot store (completed fall 2018) and the opportunity to reposition the remaining 67,000 SF anchor space.

The center features top national retail brands and eight full-service restaurants. Newly announced restaurants include: edo Little Bites, ROC (Republic of China), Joey Restaurants, Urban Plates and Mercado. When finished, the center will add a total of 75,000 square feet featuring top national retail brands and numerous full-service restaurants.

Ground-up development



The Streets of West Chester
Chester, OH
Lincoln Property Company

Partnering with ownership, our team completed a phase two ground-up development of the property, adding three significant entertainment venues (Top Golf, Bagger Dave's and Main Event) that transformed this site into the main destination for family fun and dining within the marketplace.



The Shoppes at Chino Hills
Chino Hills, CA
City of Chino Hills

Our team had the opportunity to help the City of Chino Hills develop a best-in-class retail destination. Partnering with the developer, The OPUS Group, and the City of Chino Hills, we created the vision, development plan and executed the trade property to free up the City-owned property. Over 65 leases were executed including Trader Joe's, H&M and Banana Republic. We successfully sourced the opportunity to the developer and relocated the City's community park, police, fire, community hall and City Hall. Additionally, we assisted in the disposition of the asset which sold for \$130M.

Sycamore Hills Plaza
Upland/Claremont, CA
GPI Companies

We are working closely with the client on the development of the neighborhood retail center featuring 100,000 square feet of retail. Our team secured the first Whole Foods 365 grocer in the Inland Empire and additional retail tenants. Once the center is fully leased, we anticipate selling the asset for a profitable return.



Mixed-use ground-up development

Introducing a \$370 million mixed-use entertainment destination



Halcyon
Cumming, GA
RocaPoint Partners

Halcyon, a new 550,000-square-foot mixed-use village and entertainment destination consisting of retail, office, hotel, and residential is perfectly positioned in the market. Halcyon's retail village appeals to its affluent residents and regional guests who seek walkability to destination restaurants, entertainment venues and recreational opportunities all set in a mixed-use village.



Our leasing team has worked closely with the developer, RocaPoint Partners, to develop and implement innovative, targeted merchandising strategies that redefine a shopping community. We diligently leveraged our extensive retailer relationships and relied on our local market expertise to secure experienced chefs and new-to-market concepts to meet consumers' needs. To attract the right mix of tenants, our leasing team partnered with marketing to craft a unique leasing story of the project's vision to create a community that is the most dense, walkable and profitable destination in the Forsyth/North Fulton submarket.

Phase I of the development, delivering in spring 2019, will feature the following:

- **Retail Village (160,000 sf of retail):** CMX VIP Luxury Dine-in Cinema (10-screen, 38,000-square-foot cinema), small shop space featuring boutique tenants, fitness, home furnishings, and personal service uses; market food hall with chef-driven concepts (CO-OP Community Table + Bar, FEED Fried Chicken + Such), coveted local and regional full-service and fast-casual restaurants including:
Cocina & Taqueria, Sweet Tuna, Pita Mediterranean Street Food, Cherry Street Brewing, Gu's Dumplings and Butcher & Brew, and many more
- **Residential (over 700 rooftops)** – Single family, townhomes, apartments
- **Office (225,000 sf)** – Loft creative suites; build-to-suit; corporate headquarter/campus
- **Hotel** – Two signature hotels (Embassy Suites by Hilton-150+ rooms; Hilton brand name TBA- 90+ rooms)
- **Recreational** – Big Creek Greenway Trailhead Welcome Center, wooded nature trails, green space, recreational trail, dog park, Wi-Fi enabled pocket parks
- **Parking** – 1,300 spaces

Phase II of the development will feature 60,000+ sf of retail including a fitness user and site pads.





Relationships



JLL is recognized as an innovative developer, yet trusted as a conservative advisor. Our client relationships are more like trusted friendships, where collaboration and communication are key. We are adept at helping owners arrive at appropriate risk/reward balances, continually focusing our client's financial goals and objectives, and driving toward on-time, on-budget completion.



What our clients say

“When you work with JLL you not only work with talented individuals, you gain a trusted advisor.”

Terry Olin and Ellen Simone Weyrauch
Principals, Stropiq, Inc.

“I rely on JLL to attract and secure the right retailers that help our developments become a retail destination and residential community.”

Lee Wagman
Partner, GPI Companies

“JLL sets the standard for providing innovative and strategic retail solutions. Their team was fully immersed in our redevelopment and successfully helped to reposition our center, which resulted in increased value and a profitable return upon sale.”

Sharon E. Bair
Senior Director, TH Real Estate

“JLL is exceptional at composing various complex functional and program requirements for mixed-use developments to create great placemaking. Along with exceptional visionary design skills, the JLL Team applies a disciplined business acumen to developments to create financially viable projects that are delivered on time and within budget.”

Tim Baker
Founding Principal, Baker Barrios Architects

Partnerships

We provide solutions and are happy to resource company partnerships to help serve your needs best.

Architectural/Design

Baker Barrios Architects
Tim Baker

HHCP Architects
Mike Chatham

Cuhaci-Peterson
Jed Downs, President

Gensler
Annmarie Brintnall

CRTKL
Lance Josal

Field Paoli
Rob Anderson

Omniplan Architects
Tipton Housewright

Contractors

VCC
Ryan McClendon, President

Civil Engineers

Carnahan-Proctor-Cross Engineers
Ken Harper

Kimley-Horn and Associates, Inc.
Andy Berg

Land Planners

Callison/RTKL
Matt Billerbeck

Innovations Design Group, Inc.
Pete Dykstra

“Strong project leadership is essential to developing the right plan and delivering a quality development. JLL brings that leadership to each and every project. The entire JLL team works with us as partners to solve complex issues and deliver success.”

Ryan McClendon
President, VCC Construction

Retailer Relationships

JLL's strong national platform combined with extensive local market expertise provides unparalleled resources for owners. Our developers partner with industry-leading research specialists, consultants, engineers and architects to deliver profitable projects. We have the experience and expertise to define a compelling case for civic approval and community support. Strong retail and office tenant relationships help jump start commitments for developments, and relationships with anchors, restaurateurs and entertainment retailers allow us to evaluate and present best options to owners, and possible game-changing opportunities.

Anchor store negotiations

We capitalize on strong working relationships that span across the country. By leveraging long-standing relationships with anchor stores supported by research, we evaluate and present to owners opportunities that will make their center more profitable, such as anchor repositioning, redevelopments and re-merchandising strategies. Our anchor store expertise and services include:

- Analysis of anchor and department store performance
- Management of anchor relationships
- Negotiation/renegotiation of anchor agreements
- Replacement of anchor stores
- Repositioning and remarketing of the entire center

JLL's resources and relationships are our competitive advantage.

Publix

LA|FITNESS

Dillard's

Boscov's



TARGET



AMC

JCPenney

NORDSTROM

24 HOUR FITNESS

Burlington



★ macy's

sears



COSTCO WHOLESALE

CINEMARK

VON MAUR



belk

Leadership



John Lambert
EVP, Retail Development Lead
Retail Development

John is the Retail Development Lead for the country, responsible for the oversight of all operational functions and collaborates with clients and client service teams to create and implement development strategies that maximize asset value. Serving as Client's Representative, John is responsible for the administration and management of all facets of new development and redevelopments, providing strategic planning and direction to teams implementing merchandizing and development plans. Additionally, John plays an instrumental role in business development and relationship management for investor and occupier clients seeking retail services.

With more than 20 years of experience in development, leasing, management, finance and operations, John brings a valuable combination of expertise and strong network of relationships with national and regional clients. Prior to joining JLL, he was a partner with Progressive Development Services, and was responsible for debt and equity financing for mixed-use developments. He also created conceptual site and leasing plans and established market rents and outparcel pricing for these projects. Prior to joining Progressive Development Services, John served as Director of Asset Management for JDN Realty Corporation, and Senior Vice President of Operations and Vice President of Asset Management for Regency Centers, L.P. (formerly Regency Realty Corporation).

John holds a Bachelor of Arts degree from Morehead State University. He is an active member of the International Council of Shopping Centers (ICSC) and holds a real estate license in Florida and Georgia.

Developers



Donn Fuller
Senior Vice President
Retail Development

Donn is a Senior Vice President with the JLL retail development team. He is responsible for identifying accretive opportunities within the managed portfolio, implementing strategies and overseeing the successful completion of projects. His focus is working directly with clients to ensure that a value added approach is achieved to meet their investment objectives. Additionally, he is responsible for maintaining department store and big box relationships.

Donn has more than 30 years of retail development and management experience. During his career, he has been responsible for directing the operations of more than 20 million square feet of commercial space, and over 25 development and redevelopment projects, totaling over one-half billion dollars in value.

Prior to joining JLL, Donn served as Vice President of Asset Management and Development at General Growth Properties and was responsible for overseeing the asset management, business development and development activities for properties within the third-party division. Other executive level positions held included serving as Vice President of Investments for The Weitzman Group, acquiring mixed-use properties and land for development. He was also responsible for the leasing, management and redevelopment of the ING/Clarion national retail portfolio and served as Executive Vice President and Chief Operating Officer for MEPC American Properties.

Donn earned a bachelor of science degree in finance and accounting from Minnesota State University. He serves on a Development Council for the Urban Land Institute and is a member of the National Association of Certified Public Accountants and the International Council of Shopping Centers (ICSC).



Gar Herring
Senior Vice President
Retail Development

Based in Dallas, Gar is responsible for sourcing development and redevelopment opportunities to grow JLL's retail development and property management platforms. Gar was raised in the real estate business, and has over 25 years of retail development and redevelopment experience. His extensive background and retail knowledge is a great value-add to our clients, and includes expertise in real estate acquisitions, leasing, and financing.

Prior to joining JLL, Gar was President and CEO of the MGHerring Group and was responsible for all aspects of property development and operations, as well as leading an in-house team of professionals in leasing, finance, construction management, architectural service, tenant coordination, asset management, marketing and operations. In this position, Gar led the development of over \$700 million of new mixed-use projects, including partnership structuring, debt and equity financing, design, construction, governmental entitlements, leasing, and property management.

Over the past 35 years, the MGHerring has developed more than 30 regional shopping centers, primarily regional enclosed malls, comprising more than 25 million square feet. Prior to MGHerring, Gar was Development Manager at Donahue Schriber where he was responsible for acquiring and developing neighborhood retail shopping centers in California and Nevada. Previous real estate experience includes positions with The Staubach Company, Guaranty Federal Bank, and The Edward J. DeBartolo Corporation.

Gar earned a Master of Business Administration in Real Estate from The University of Texas at Austin, graduating with honors. He also holds a Bachelor of Science in Finance from Tulane University in New Orleans. His active membership in ICSC includes serving on the worldwide Board of Trustees, Southern Division Vice President, Executive Committee and Next Generation Advisory Board. Gar is also an active member of the Urban Land Institute, and is a Senior Certified Development, Design & Construction Professional.

Biographies

Developers



Paul Loubet
Senior Vice President
Retail Development

Paul is Senior Vice President, Big Box Specialist with the JLL retail development team. He is responsible for identifying and securing national development, redevelopment and repositioning anchor opportunities, and creating and implementing strategies that meet our clients' needs and objectives. Working directly with our clients, Paul directs all development, leasing, project management and operational activities for big box projects. Additionally, Paul collaborates with client service teams, and provides strategic direction to the teams implementing the merchandising and development plans. Paul's anchor expertise and extensive retail background is a value-add to our clients and their properties.

Paul has over 20 years of real estate experience in development, leasing, entitlements, management, construction and operations. Prior to joining JLL, Paul was President of Dreyfus Real Estate where he was responsible for assisting high net worth families with their portfolios. At Dreyfus, Paul's focus was securing highest and best uses for retail, industrial, office and hospitality assets. Paul implemented leasing and merchandising plans with in-house, third-party leasing agents and tenant representatives.

Prior to joining Dreyfus, Paul served as Vice President of Investments for Regency Centers in Jacksonville, Florida, where he was responsible for the management of the Irvine, California office and provided oversight to the developers of big box and grocery-anchored malls in California and Nevada. His background includes serving as Director of Real Estate for Ralphs and Food 4 Less, where he built and opened over 40 grocery stores. Paul has the unique ability to understand both landlord and tenant perspectives, and throughout his career has developed and maintains a strong network of relationships with national and regional retailers.

Paul studied Business Administration at the University of Southern California. He is an active member of the International Council of Shopping Centers (ICSC) and holds a real estate license in California.



Mike Maier
Vice President
Retail Development

Mike is Vice President of Retail Development and responsible for sourcing national development and redevelopment opportunities. Based in Philadelphia, Mike has extensive knowledge of the Mid Atlantic and Northeast regions of the U.S. With over 20 years of retail development and redevelopment experience, Mike's extensive background brings added value to our clients including expertise in real estate acquisitions, leasing, and financing, with direct project experience in many asset types.

Prior to joining JLL, Mike spent 12 years with IKEA serving in various roles. As U.S. Real Estate Director, Mike was responsible for all aspects of new store development and market expansion, as well as leading an in-house and external team of professionals in due diligence, architectural service, financial, asset management and legal. At IKEA, Mike led the successful development of more than 20 IKEA projects in markets throughout the U.S. He directed and negotiated numerous public private partnerships securing significant incentives on behalf of IKEA, partnership structuring, governmental entitlements, community approvals, leasing, and asset management. Mike also served on the key IKEA U.S. real estate board, reporting to the global IKEA Group.

Prior to IKEA, Mike was a Vice President at the Philadelphia Industrial Development Corporation (PIDC), where he led the development and re-development of the historic Navy Yard in Philadelphia, a 1,200-acre mixed-use business park. Home to Urban Outfitters world headquarters, Liberty Property Trust and GSK's Philadelphia headquarters, among many notable projects.

Mike earned a Master of Business Administration in Risk Management from Temple University, Philadelphia. He also holds a Bachelor of Science from Shippensburg University. His active membership in ICSC includes serving as past Retail Chair - Southern New Jersey, Pennsylvania and Delaware.



Bill Moston
Senior Vice President
Retail Development

As a national retail development executive, Bill is responsible for helping JLL clients identify and execute retail development opportunities across the country. Bill works in partnership with JLL's Retail Leasing and Asset Management teams to develop and implement accretive strategies for developing and redeveloping retail and mixed-use properties. His focus is working proactively with clients to ensure that an appropriate strategy is developed to help them achieve their investment objectives. Additionally, he is responsible for maintaining department store and anchor tenant relationships at JLL.

Bill has more than 25 years of retail development and redevelopment experience having held senior positions with General Growth Properties, Goldman Sachs, and Homart Development Company. Bill spent 10 years as a regional development team lead with GGP directing all retail redevelopment and expansion activity in portfolios of over 30 regional shopping malls across the country. At The Archon Group (a Goldman Sachs company), Bill was responsible for sourcing and developing retail and mixed-use opportunities for Goldman Sachs and their private equity funds.

During his career, he has been responsible for directing over 20 major mall redevelopment projects and was routinely responsible for annual construction budgets in excess of \$150MM. Bill has extensive experience negotiating governmental entitlements, anchor tenant approvals and complex mall operating agreements and he has successfully completed over \$75MM in tax increment financing agreements supporting a variety of major mall redevelopment projects.

Bill has developed lasting relationships with leading retail contractors, architects, consultants and national retailers helping to ensure successful projects for his clients.

Bill has a Bachelor of Science degree from Purdue University and an MBA in Finance with Honors from the University of Notre Dame. He is an active member of the ICSC and the Urban Land Institute.



Greg Whitney
Senior Vice President
Retail Development

Based in Los Angeles, Greg is responsible for identifying development opportunities within the West Coast region, implementing strategies, and overseeing the successful completion of projects. His creative and innovative approach and diverse national and international background serve as an added value to clients.

Greg has more than 25 years of retail development and redevelopment experience including asset advisory, acquisitions and brokerage. Within his career, he has been responsible for directing 37 major redevelopment projects which total more than 35M s.f.

Prior to joining JLL, Greg was Director of Development at Wilson Meany and was involved in the strategic repositioning, master planning, entitlement and development of the Hollywood Park / Los Angeles Stadium Entertainment District. The development features a 68,000 seat NFL-specification stadium for the Los Angeles Rams / Los Angeles Chargers surrounded by 9M s.f. of mixed-use development. Prior to Wilson Meany, Greg was Senior Vice President for CBRE, Inc., with the prime role of consulting and executing large scale mixed-use developments which included international work with MGM Studios in China and Paramount Studios in Japan and Spain. He was recognized by the Los Angeles Business Journal as one of Los Angeles' best brokers for 2007, completing transactions with over \$311M in consideration and over \$293M in consideration in 2008.

Greg earned a Bachelor of Science in Business/Real Estate from Arizona State University and is affiliated with the Los Angeles Leadership Council. He is an active member of the ICSC and the Urban Land Institute, and is a licensed broker in the state of California. He also is a Master of Real Estate Development Guest Lecturer through the University of Southern California.

Construction Management



Art Papaceno
Vice President,
Construction Management

Art is Vice President, Construction Manager of JLL's National Retail Development Services. He is responsible for the oversight of construction management services and operational functions of the entire JLL retail mall portfolio. Art provides strategic planning and direction to tenants and landlords throughout the entire construction process. Scope of services are customized for either landlord or tenant, and both services encompass all construction management phases including: pre-lease execution, design, planning and approval, construction, and project close out.

Additionally, Art will work directly through the entire process with developers and leasing agents, architects, engineers and consultants, general contractors and subcontractors, and various government officials. Art's extensive retail background and expertise in construction management from both the landlord and tenant perspective, is a value add to our clients and their properties.

Art has over 20 years of retail experience in operations, construction management, store design and planning. Prior to joining JLL, Art was Senior Director of Retail for the Aegis Brand Group where he was responsible for all operational functions of the retail division including sales, customer satisfaction, expense control, landlord relations and facility management. Previous experience includes serving as Director of Planning and Design at General Growth Properties, Director of Store Design and Planning at Kohl's, and Store Planning Manager at The Home Depot. Throughout his career, Art has developed and maintains a strong network of relationships with both national and regional retailers. His main focus is to manage critical construction management milestones and successfully produce high quality projects on time, or procure early openings, all within budget.

Art holds an Associate degree in Applied Science from the State University of New York in Alfred, NY.

*Achieve
Ambitions*



*Achieve
Ambitions*

Intelligence to achieve your retail ambitions

Leadership

John Lambert

EVP, Retail Development Lead
Retail Development
+1 404 353 4511
john.lambert@am.jll.com
National/Florida

National Developers

Donn Fuller

Senior Vice President
Retail Development
+1 312 316 6588
donn.fuller@am.jll.com
National

Gar Herring

Senior Vice President
Retail Development
+1 972 448 0200
gar.herring@am.jll.com
National & Central Region

Bill Moston

Senior Vice President
Retail Development
+1 312 228 2403
bill.moston@am.jll.com
National

Regional Developers

Greg Whitney

Senior Vice President
Retail Development
+1 310 428 4905
greg.whitney@am.jll.com
West Coast

Mike Maier

Vice President
Retail Development
+1 215 620 5610
mike.maier@am.jll.com
Northeast & Mid Atlantic

Eric Weatherholtz

Senior Managing Director
JLL Markets
+1 404 995 2271
eric.weatherholtz@am.jll.com
Southeast

Big Box Specialist

Paul Loubet

Senior Vice President
Retail Development
+1 949 677 9459
paul.loubet@am.jll.com
National

Construction Management

Art Papaceno

VP, Construction Management
Retail Development
+1 312 720 8055
art.papaceno@am.jll.com
National

jllretail.com

JLL Biography

Greg Whitney

**Senior Vice President,
Retail Development**

Current Responsibilities

Based in Los Angeles, Greg is responsible for identifying development opportunities within the West Coast region, implementing strategies, and overseeing the successful completion of projects. Greg works directly with clients to ensure that a value-added approach is achieved to meet investment objectives. His creative and innovative approach and diverse national and international background serve as an added value to clients.

Experience

Greg has more than 30 years of retail development and redevelopment experience including asset advisory, acquisitions and brokerage. Within his career, he has been responsible for directing 38 major redevelopment projects which total more than 40,000,000 square feet.

Prior to joining JLL, Greg spent five years at Wilson Meany as Director of Development - Retail. He was involved in the strategic repositioning, master planning, entitlement and development of the Hollywood Park / Los Angeles Stadium Entertainment District. The development features a 68,000 seat NFL-specification stadium for the Los Angeles Rams / Los Angeles Chargers surrounded by 5,500,000 square feet of mixed-use development. In addition, he was involved in pre-development work assisting the Los Angeles Clippers locate a new arena in Inglewood, CA as well as work on Bay Meadows in San Mateo and Treasure Island in San Francisco.

Prior to Wilson Meany, Greg was Senior Vice President for CBRE, Inc., with the prime role of consulting and executing large-scale mixed-use developments. This included international work on large scale, master planned developments with MGM Studios in China and Paramount Studios in Japan and Spain. His experience includes lifestyle/mixed-use developments including RUNWAY at Playa Vista, Shoppes at Chino Hills, and the repositioning of regional malls Whittwood Town Center and South Bay Pavillion. In addition, Greg exclusively represented Target in the expansion of their Los Angeles County stores including strategic planning, property acquisition, development advisory, and excess property disposition roles.

Education and Affiliations

Greg earned a Bachelor of Science in Business/Real Estate from Arizona State University and is affiliated with the Los Angeles Leadership Council run by university trustees. He is an active member of the ICSC and the Urban Land Institute, and is a licensed broker in the state of California.

Contact

T: +1-424-352-5855 (O)
T: +1-310-428-4905 (M)
E: greg.whitney@am.jll.com



Project Summary

Anaheim Garden Walk
488,000 SF

Burbank Center Mall
1,000,000 SF

Crystals at City Center (Las Vegas, NV)
500,000 SF

Glendale Marketplace
170,000 SF

LA Stadium & Entertainment District (Rams/Chargers) - Hollywood Park
8,600,000 SF

MGM Seagate City (Weifang, China)
1,500,000 SF

MGM Xian (X'ian, China)
800,000 SF

Paramount Studios (Osaka, Japan)
1,000,000 SF

Plaza at Golden Valley
620,000 SF

Porter Ranch Town Center
520,000 SF

RUNWAY at Playa Vista
550,000 SF

Shoppes at Chino Hills
400,000 SF

South Bay Pavilion at Carson
1,000,000 SF

Valco Town Center
5,000,000 SF

Victory Lane (Aurora, CO)
4,500,000 SF

Whittwood Town Center
795,000 SF

Jeff Badstubner

Senior Vice President
Retail Market Lead

Current Responsibilities

Mr. Badstubner is a Senior Vice President with JLL's retail practice in San Francisco. His role as Market Lead includes the representation of institutional Landlords and national Tenants as well as the recruitment and acquisition of retail talent in the region.

Experience

Most recently, Mr. Badstubner led a boutique real estate firm on the San Francisco Peninsula, focused on acquisition and management of commercial assets. Prior to that, he served as Regional Vice President for Regency Centers, a Jacksonville, Florida-based REIT with a nationwide retail portfolio, where he oversaw 46 shopping centers totaling 2.9 million square feet. During his career, Mr. Badstubner has primarily focused on the retail industry from the agency leasing perspective.

Client Experience

- Regency Centers
- Greystar
- Bentall Kennedy
- AEW
- Facebook
- Stanford University
- Living Spaces
- Bowlmor
- Bank of America
- HSBC
- Pacific Peninsula Group
- US Trust

Achievements

- Development leasing for 7 shopping centers in Bay Area totaling 2.3 million SF
- Land acquisitions for 4 development projects in Redwood City

Education and Affiliations

Mr. Badstubner earned his degree in Business Administration from San Jose State University. He volunteers time as a Board Member for the Redwood City Chamber of Commerce and also sits on several subcommittees. He is a past Executive Board Member for the development of the Redwood City Improvement Association. Mr. Badstubner is also a member of ICSC and ULI.

Media References

- The Registry, Sept. '15, "Retail Industry Sees Grandiose but Vital Vision for Vallco Mall"
- Shopping Centers Today, Jun. '15, "Signs of Progress"
- San Francisco Chronicle, Jun. '16, "Gap's Struggles Could Hurt Vulnerable Malls"
- California Centers, May '16, "Dining Becomes a Spectator Sport"
- Franchise Times, Feb. '16, "Suburbs Still Attract Franchise Brands"
- Western Real Estate Business, Feb. '17, "Keeping the Lights On"
- Contra Costa Times, Mar. '17, "Will JC Penney's, Macy's Close Bay Area Stores"



Contact information:

Jeff Badstubner
tel +1 415 395 4916
fax +1 312 938 1403
mobile + 1 925 872 4550
Jeff. Badstubner@am.jll.com

Education:

BA, San Jose State University

SHOPPING CENTER	SIZE	ANCHOR TENANTS	SCOPE OF WORK
Clayton Valley Shopping Center	±260,205 SF	Osh, Ross, Grocery Outlet	Development and leasing of center
Pleasant Hill Shopping Center	±231,680 SF	Target, Marshalls, Men's Wearhouse	Development and leasing of center
Gilroy Crossings	±428,000 SF	Target, Bevmo, Bed Bath & Beyond, Sports Authority	Development and leasing of center; disposition
Slatten Ranch	±440,000 SF	Target, Bed Bath & Beyond, Pier 1, Cost Plus	Development and leasing of center, disposition
East Washington Place	±341,411 SF	Target	Development and leasing of center
Powell Street Plaza	±165,927 SF	Ross, Trader Joes, Pier 1	Leasing of center
El Cerrito Plaza	±232,646 SF	Pier 1, Barns & Noble, Bed Bath & Beyond, Trader Joes	Redevelopment and Leasing of center
El Dorado Hills Shopping Center	±600,000 SF	Bel Air Grocery, CVS	Development and Leasing of center

Value Creation

Mixed-Use Retail and Entertainment
and Development Capabilities

Solano County Fairgrounds



SOLANO COUNTY FAIR

Contents

- Introduction
- Project Visionaries
- Market Strategists
- A Wealth of Resources
- Relevant Examples
- Big Red Rooster
- Team Composition

Introduction





Introduction

If you need a hand, we're here to help

A new mixed-use, retail and entertainment development requires a collective effort from a well-organized group of professionals closely collaborating in their respective area of specialty with a common goal in mind. And choosing the right partner is critical to solidifying its chance of civic, political and financial success. We're excited to show you why JLL is an ideal fit to complete your team. We believe this project has the potential to compete with the top retail and entertainment destinations in the Bay Area and reshape how people eat, entertain and enjoy life – We'd like to help make the "Fair of the Future - Solano360 Project" a reality.

Project Visionaries



Project Visionaries

We believe in creating a great sense of place, authentic environments that connect people with their community and play well in our experience driven world. They should be real, unvarnished, inventive, irreverent and playful. It's about expression, co-authorship, quality, integrity and connecting all the right dots. And it requires a visionary look into the future to get it all right, relevant not just today, but for years to come, embracing change, inviting new ideas and creating an ongoing sense of wonder and exploration.

We are aligned with the collective vision of Solano County and the City of Vallejo to create "...an iconic, landmark destination that renews the 63-year heritage of the Solano County Fair, along with associated open space, parking, transit, and roadways...a lively, mixed use entertainment corridor that includes a prominent water feature, promenades, plazas and pedestrian bridges along a thematic "Main Street" aligned with Creek Park; and the Fair of the Future with arrival plaza and midway/event lawn with terraced seating."



Project Visionaries

And we believe we can help you achieve Solano360's guiding principles to create a place that meets your stated objectives:

- Generates revenues for Solano County and the City of Vallejo, create jobs and ensure long term economic sustainability.
- Establishes a unique place with an unmistakable identity that serves as a destination for visitors as well as a pedestrian-friendly, community gathering place.
- Explores a mix of complementary land uses, including retail, commercial, hospitality, recreational, residential, family and youth oriented, educational and civic uses that seamlessly integrate with the Fair of the Future.
- Explores increased physical connectivity and synergy with Six Flags Discovery Kingdom, downtown Vallejo, the waterfront and other existing commercial operations. Provides pedestrian, bicycle, vehicular and transit facilities that foster access to, from and within the site.
- Incorporates sustainable and green principles in all aspects of the development.



Project Visionaries

So how do we envision the future of Solano360? We see a vibrant social epicenter. Entertainment will take center stage in an environment that is richly programmed and influenced by art, culture, music and great food. Chef driven cuisine to suit every taste. Fresh natural foods that are whole and organic, locally sourced, seasonal and unprocessed. A natural gathering place with open public space, soothing water features, and unique design elements that encourage staying and playing.

We envision the future here... and we look forward to helping shape it with you.





Market Strategists



Market Strategists

While we are heralded for our creativity and collaborative process, we are strategic thinkers at heart. We relish the complex and complicated issues that are ever present in real estate development and look at the process with a solutions-oriented mindset. We dive deep into the details and leave no stone unturned. And we are always thinking three steps ahead, our vision collectively from the prospective of City, County, developer, capital, tenant and most importantly end user. We listen carefully to the market, to the people who influence it and are influenced by it. Our research is thorough, our analysis exhaustive. And while we are firmly rooted in today, we are insightful about tomorrows opportunities. We think well-orchestrated process and strategy go hand in hand with strong principles and uncompromising integrity and ethics.

Our team can help lead Solano County and the City of Vallejo through the process of selecting and executing the right strategy to fully realize their collective goals and vision for the Solano360 project. We are unmatched in our capability and expertise. And we view the task at hand in a much more holistic approach be it soliciting a company to market the site and solicit proposals (Broker model) or through the issuance of a RFQ/RFP campaign (Developer model).

Let us help you lead the way.



A Wealth of Resources





A Wealth of Resources

Resources matter, especially when it comes to executing the complexities of a large mixed-use development. Having the right tools, experience and resources at hand can make all the difference. And this is where we excel.

You've probably heard the phrase a "mile wide and an inch deep" to explain a broad "topical" understanding or the inverse of the phrase to explain a deep insight of a single component without the relevance of an entire process. We like to think of ourselves as a "mile wide by a mile deep". A collective team with deep understanding of each component part of the development process operating across the entirety of the project.

The following sections highlight the extensive resources, capabilities and expertise that we will assemble in a single unified team to approach the Solano360 opportunity.



National Retail Development



Development Experts

As the largest third-party property management company, JLL Retail Development Services has over 50 years of experience providing services for diverse property types:

- Mixed-use developments
- Lifestyle centers
- Specialty/entertainment centers
- Enclosed regional malls
- Power and community centers
- High street retail
- Transportation hubs

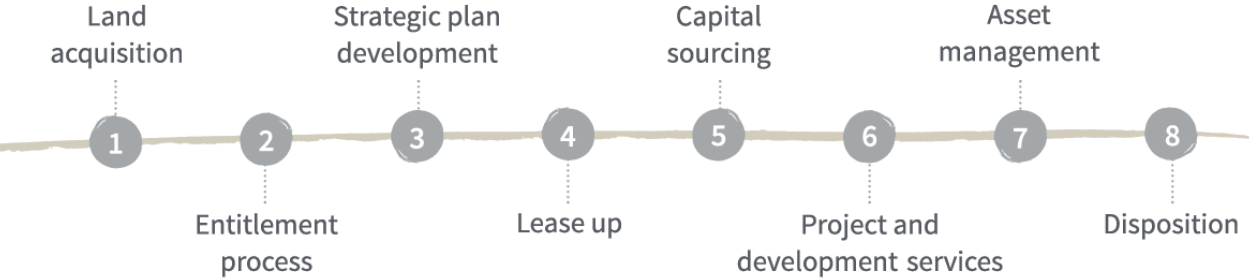
JLL can manage the entire development process, from conception to execution to eventual sale. It can also step in and add value at any project stage, depending on the owner's needs and vision. Our developers can create customized plans that provide value enhancement, visual site plans and merchant void analyses that assess property potential, assess competitive landscapes and provide owners with clear probabilities on best financial returns.

Experts with a retail/mixed-use focus, we create and implement innovative strategies to add value and maximize your investment.



How do we do it?

While real estate success is often about location, location, location, what's paramount to retail development is an understanding of location, finances and politics. We create and implement innovative strategies to maximize and add value at any stage of your project from conception to execution to eventual sale.



Development Services

- Ground lease negotiations
- Master planning and design consultation
- Ground up developments
- Merchandising strategy
- Initial project budget assumptions
- Construction feasibility
- Entitlement feasibility
- Project scheduling
- Entitlements
- Project management
- Land planning consulting
- Contractor bidding and selection
- Financial modeling
- Market research
- Tenant coordination
- Construction management



Resources & Relationships

A competitive advantage for any project, our developers partner with industry-leading research specialists, consultants, engineers and architects to deliver profitable projects.

We have the experience and expertise to define a compelling case for civic approval and community support.

Strong retail and office tenant relationships help jump start commitments for developments, and relationships with anchors, restaurateurs and entertainment retailers allow us to evaluate and present best options to owners, and possible game-changing opportunities.



Retail Brokerage



Leasing Expertise

Our leasing team is fixated on developing fresh, innovative merchandising strategies that delivers on your vision for Solano360. Our mission is to assist the leasing team in delivering best-in-class local and national retailers to create an electric environment of retail, entertainment, and food & beverage within the fabric of a sports and cultural destination.

We think like asset managers. With an owner's mentality we carefully curate retailers to make the most of your project's potential. Our goals align with yours to provide a collection of global brands, creative merchants and best in class entertainment and restaurants.

Understanding the unique nature of the development, we will work closely with the leasing team to explore every lease option to secure unique and up-and-coming retail concepts that will drive local consumer and tourist traffic, create an engaging retail experience and add value to your investment.

We are passionate about retail, and we're ready to share our intelligence to help you achieve your ambitions.



The Winning Way

- We evaluate existing market analysis materials and provide market perspective and assessment based on our findings
- We identify potential merchandising uses based on market research/analysis and unfulfilled opportunities in the local market
- Create a leasing strategy to secure tenants, which includes identifying potential key retailers and new concepts; collaborate with our office leasing team on potential concepts/tenants
- Work with retailers and recognized brands to cultivate innovative and unique retail and restaurant experiences
- Promote and market leasing opportunities to potential tenants through a dedicated JLL team
- Develop and implement marketing initiatives – branded signage, creative collateral, e-blasts, digital and social media, canvassing, site visits with prospective tenants
- Provide deal analytics to evaluate all proposals and drive rents and value
- Conduct road shows with top national retail prospects to include local JLL representatives
- Highlight the project at upcoming industry and retail conferences (example: ICSC RECon Las Vegas NV 2019)



Leasing Strategy and Oversight

Brokers are an integral part of the development and leasing process. Managing and providing oversight in the leasing process is necessary to achieve economic and merchandising goals. We can help, we can be additive and we can be an additional resource should the need arise.

- Lease Plan/Strategy
- Brokerage Oversight
- Broker Coordination
- Marketing Materials
- LOI/Lease Coordination
- Comparable Support
- Tenant Financial Analysis
- Revenue Projection/
Cash Flow Modeling
- TI/Commission Budget Creation
and Oversight
- Theater Analysis/Consulting





Marketing Tools

- Research
- GIS Mapping
- Custom Street Maps
- eBlasts
- Fact sheets
- Comparative Analysis
- Videos/Video Tours
- Industry Listings
- Industry Conference Representation
- Retailer-specific Marketing Piece
- Websites (includes Custom and JLL site)
- Retail Facing Events

Development Program



Design Management

Big Red Rooster, a JLL company, is all about implementing innovative solutions. Our design management team has the industry expertise to step in at any phase of a project and provide unique strategies to maximize your investment. Our dedication is consistent and efficient teamwork and project focus, and our professionals will work seamlessly with your client's development team, keeping client goals as top priority. Our strong design leader and core team members can maximize the potential of any development, expansion or repositioning project. Our technical expertise allows us to provide peripheral vision, manage change, deliver sustainable growth, and deliver seamless experiences. Our Design Management Office (DMO) is multidimensional, and includes research and insights, environmental design, visual merchandising, brand and visual identity, and digital design and development. Retail development design services can include the following:

- Design Team Leadership and Oversight
- Project Creation, Vision Statements and Creative Briefs
- Prototype Development
- Project Realization, Marketing and Funding
- Site Selection Criteria and Priorities
- Tenant Merchandising and Configuration
- City Design Review Board Approvals
- Design Firm Selection, Vetting and Management
- Design Process, Schedules, Day-to-Day Design Management



Capital Markets



Debt and Equity Placement Experts

With deep roots in every facet of the real estate investment banking business, we're industry leaders in the execution of innovative financing solutions. We have a select group of experts who maintain dedicated relationships with the world's premier lenders and champion a cooperative, collective commitment to the achievement of our clients. From devising capitalization strategies to managing debt and equity placements across the spectrum of asset types, we'll help you navigate the capital markets to get the terms that best fit your strategic goals. Our relationships with hundreds of domestic and foreign lending and equity sources run the gamut from global institutions to small, local private investors, including the industry's top banks, pension funds, life insurance and credit companies, conduits/CMBS entities, and offshore investors.

US JLL Capital Market Offices



- 1 Los Angeles, CA
- 2 San Diego, CA
- 3 San Francisco, CA
- 4 Menlo Park, CA
- 5 Austin, TX
- 6 Dallas, TX
- 7 Houston, TX
- 8 Denver, CO
- 9 Miami, FL
- 10 Atlanta, GA
- 11 Birmingham, AL
- 12 Charlotte, NC
- 13 Chicago, IL
- 14 St. Paul, MN
- 15 Boston, MA
- 16 New York, NY
- 17 Philadelphia, PA
- 18 Washington, DC
- 19 Orlando, FL
- 20 Phoenix, AZ
- 21 Salt Lake City, UT
- 22 Portland, OR
- 23 Seattle, WA

Transaction Execution Timeline

We stand behind a philosophy of transparency, leading to an integrated effort in which we establish a streamlined and consistent communication process that includes regular contact with your team and encourages a forum of free exchange and feedback. This practice not only gives you insight into the whole process behind your transaction, but also promotes an efficient progression that makes full use of the potential synergies between our expertise and your goals.



Since 2015, JLL's NYC Capital Markets team has placed over \$28.0 billion in debt and equity financing. JLL's Capital Markets platform has recent and relevant experience sourcing senior and mezzanine debt as well as equity on behalf of its clients and therefore has a real time understanding of the current state of the capital markets and where debt is currently pricing. Our relationships with hundreds of domestic and foreign lending and equity sources provide the crucial link between the right client and the ideal opportunity.

As a trusted business advisor, we help navigate capital markets by analyzing economic trends and deploying sound research methods. From senior debt to joint venture equity, our professionals help achieve the optimal capital structure for your real estate needs.

JLL will deliver the best possible financing terms to the Sponsor for the following reasons:

LONG TERM DEBT & EQUITY
PLACEMENT EXPERTISE

+ \$33.4B

NYC DEBT & EQUITY RAISED SINCE 2012

CERTAINTY OF EXECUTION WITH
PROVEN TRACK RECORD

+ \$28.1B

NYC DEBT & EQUITY CLOSED
FROM 2015 - 2017

MARKET-LEADING FINANCING EXPERIENCE

+ \$8.3B

DEBT & EQUITY CLOSED & UNDER
CONTRACT IN 2018

PERMANENT FINANCING EXPERTISE

+ \$10.3B

FINANCINGS FROM 2016 - 2017

JLL's relationship with the Sponsor is of the utmost importance to the firm. JLL will not only commit senior team members from our capital markets group, but also commit executive oversight at the highest levels of the firm.

Global Presence

Every working day, JLL completes \$539 million in capital markets transactions around the world.

Unmatched Global and Local Track Record with Unrivaled Access to Global Capital

JLL boasts an integrated global presence across 80 countries, leveraging all geographic regions across multiple business lines. Senior leadership will deliver a consistent and coordinated marketing process with decades of personal relationships and transaction history with top global investors.

Unrivaled Access to Global Capital Markets

- 280 corporate locations with 1,500 capital markets employees
- Dedicated global team solely charged with facilitating cross-border capital
- Relationships in the regions where investors are principally domiciled

Global Track Record in JV, Recapitalization & Partial Interest Sales

- \$145 billion in sales & financing global production volume in 2017

JLL has experience with large-scale transactions on behalf of distinguished clients:

JLL has sourced debt for large-scale developments by working hand-in-hand with in-house finance teams at both institutional investment firms and local operators alike, allowing us to meet the needs of partnerships between publicly-traded entities and smaller, family-owned sponsorships. JLL's list of renowned clients includes:

- Starwood
- Lexington Property Trust
- RXR Realty
- Blackstone
- Normandy Real Estate Partners
- Savanna
- Beacon Capital Partners
- JDS Development



CBRE
66 Countries

CUSHMAN & WAKEFIELD
60 Countries

EASTDIL SECURED
3 Countries

HFF
1 Country

All Research



Research Capabilities

Technology Utilization

We use multiple technology platforms to differentiate our team

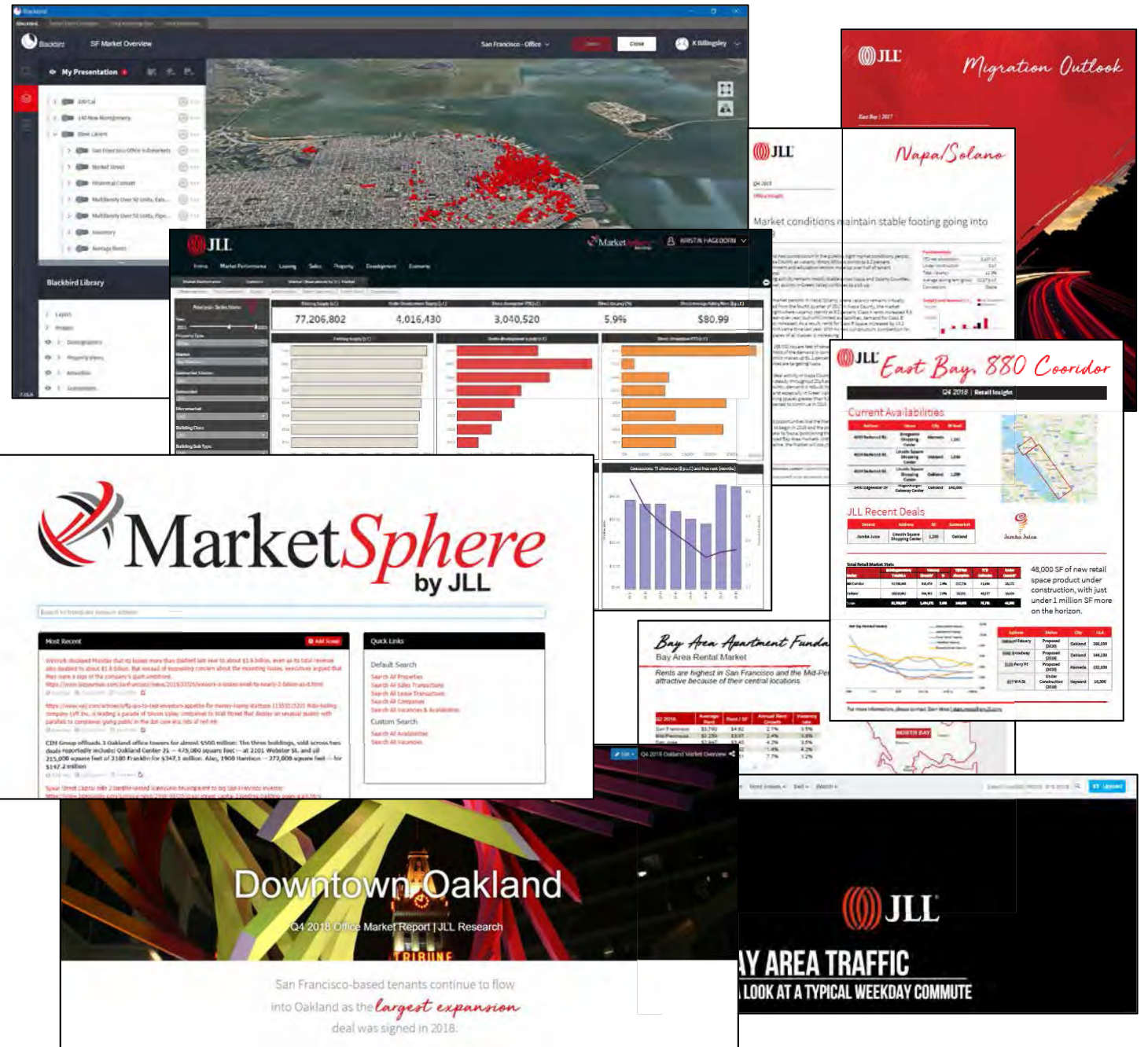
- MarketSphere
- Blackbird
- Story Maps / ESRI

Quarterly Market Reports

- Office, Industrial, Retail, and Multifamily
- Statistics by property type and submarket
- Insight Reports

Track Demand & Supply

- Tenants in the Market
- Development Pipeline
- Current availabilities



The Six Dimensions of Retail Experience

Beyond buying

How successful retailers, across 10 sectors, are creating remarkable experiences that deliver on six fundamental dimensions

BIG RED ROOSTER
a JLL company

JLL | *Achieve Ambitions*



JLL Marketing





Marketing Strategy

The value of a strong marketing program cannot be underestimated, especially early on in the development process. Marketing and branding are as important in the conceptual stages of development as they are in the ongoing promotion of an asset.

A strong marketing strategy is crucial to communicating the vision for a project, be it in the eyes of the community, communicating to capital or for capturing the right tenant well in advance of construction. We make sure that the story and vision for your project is being told...and heard.

- Sourcing and Selection (third party firm or internally resourced)
- Branding/Storytelling
- Content and Campaign Strategy
- Marketing Collateral/Production
- Public Relations Strategy
- Timeline
- Budgeting



Property Marketing

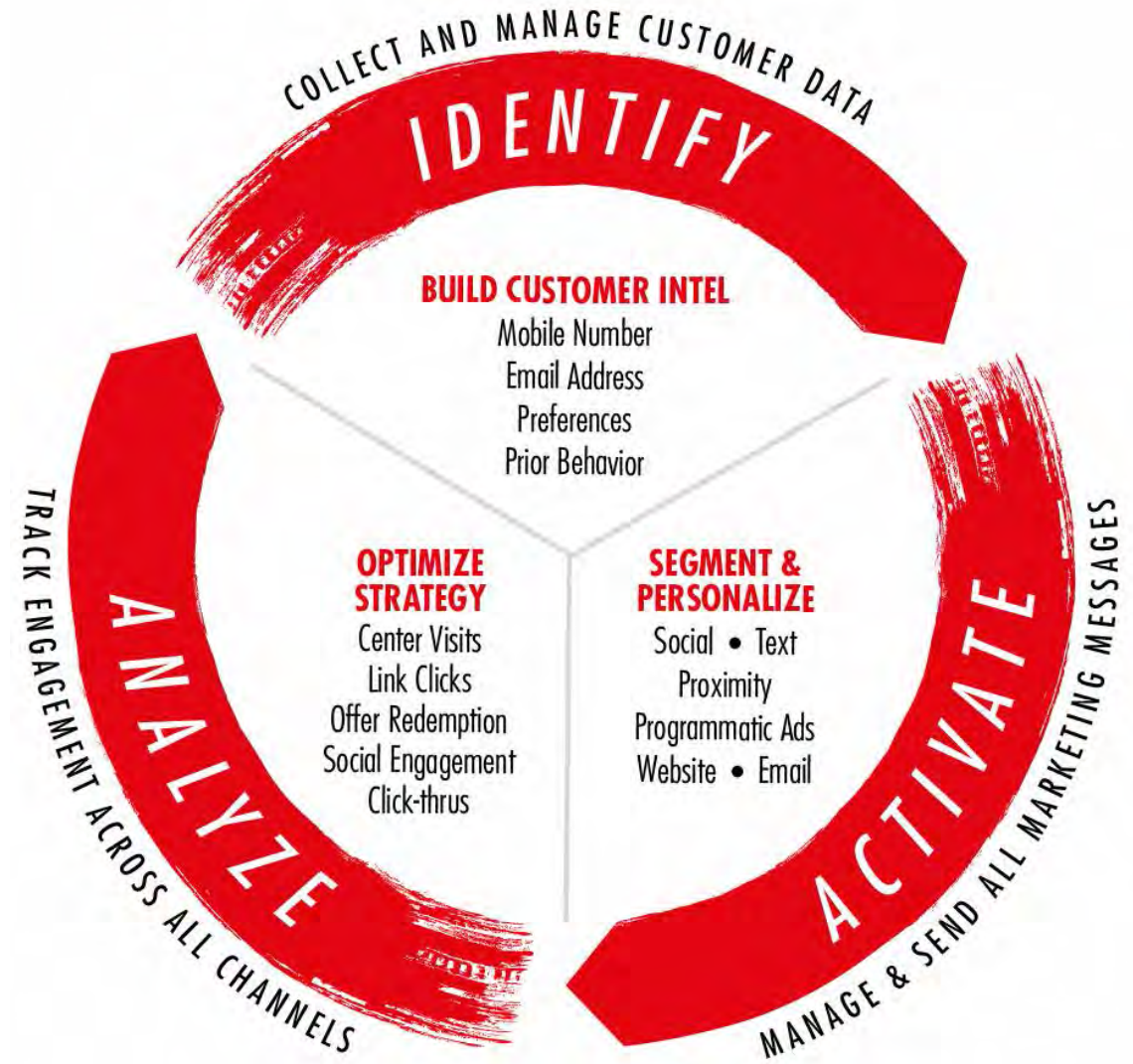
In-house retail marketing resources

Our internal team of 22 retail marketing professionals are innovative thought-leaders with diverse marketing expertise ranging from brand marketing, social media, and public relations to research, digital, consumer and property marketing. We stay ahead of the latest trends to produce cutting-edge marketing campaigns that draw consumers, attract tenants, and generate sales and alternative revenue.

Day-in and day-out we develop creative marketing campaigns that proactively address the specific needs of individual properties. Digital and Traditional marketing are incorporated to drive results and facilitate measurement. Carefully curated on-site experiences engage consumers and increase traffic. We do all this in collaboration with leasing and management so that we can be certain we're targeting the right tenants and loyal consumers. Proactive public relations services are available to assist in PR crisis management situations.

Our Marketing strategy helps you **IDENTIFY** your customers, **ACTIVATE** them to drive traffic and sales and then we **ANALYZE** the results to ensure ROI.

Solutions can be created for both on-site Marketing staff or a turn-key solution.



JLL Property Management



Management Experts

With our industry-leading property management platform and strong senior oversight team, JLL focuses on maximizing value, strengthening the project's market position and exceeding your expectations. From common area procedures and budgeting to developing operational programs (parking, security, landscaping, etc.) and vendor management, JLL implements strategic property management services built around reduced risk, maximum operating efficiencies and profitability.

Our comprehensive property management platform consists of:

- Engineering and Operations
- Energy Management and Sustainability
- Revenue Maximization
- Risk Management
- Quality Control
- Tenant Relations for all Property Types



Management Experts

Our expertise in tenant satisfaction and retention, engineering services, cost containment, energy management and sustainability practices provides tenants and retailers a place they're proud to call home for the long-term. We leverage our experience, market share and buying power to apply proven programs, procedures and technologies that produce optimal solutions and superior performance for our clients. Additionally, we leverage our project management expertise and ensure that all capital, TI and deferred maintenance projects are completed on time and within budget.

Our innovative and rigorous, best-in-class property management strategies, and client-focused day-to-day management, help owners reduce operating costs and enhance property values—all while maintaining a superior environment.

Our team effectively maximizes cross-disciplinary resources including management, marketing, operations, and leasing to achieve maximum results.



Anticipating how a property will function once development is complete is critical to the efficient operation of the asset and should be part of the design and development process. And there are operational items that need to be addressed well before the first tenant takes occupancy. CAM budgets, REA's and CC&R's and tenant work letters need to be considered well in advance of the first lease being signed.

We can address and advise on the following:

- Property Management
- Flexible Facilities Management
- Operations and Engineering
- Accounting
- Operations Budget
- NNN/CAM Budget
 - Initial Budget
 - CAM Pooling
 - Reconciliation
 - Accounting and Reimbursement
- Promotional Fund
- REA and CC&R's
- TI Coordination (Initial/Ongoing)
 - Lease Process Support
 - Landlord/Tenant Base Work Letter (LOI)
 - Landlord/Tenant Base Work Letter (Lease Agreement)
 - Exhibit "C" Review/Report
 - Tenant Budget Form
 - Tenant Budget Tracking
 - Lease Outline Drawings
 - Tenant Design Process
 - Tenant Control Documents
 - ✓ Tenant Design Criteria Manual/Package
 - ✓ Tenant Sign Criteria Manual
 - ✓ Construction Scheduling
 - Construction and Opening
 - Delivery of Possession Management
 - TI Construction Management
 - Tenant Allowance Reconciliation
- Grand Opening
- Holiday Event Programing

JLL Specialty Consultants





Movie Theater Consulting

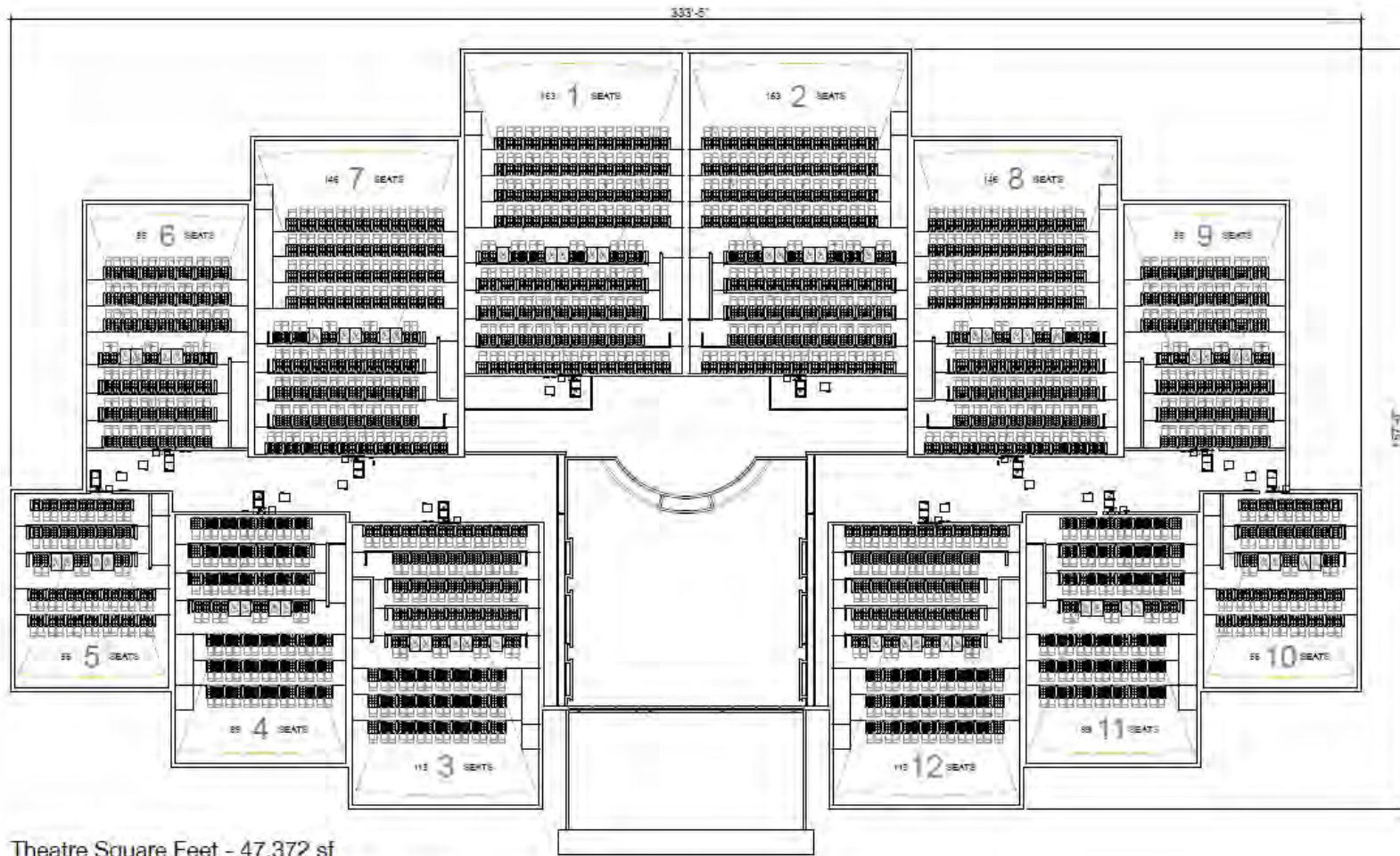
- Movie Theaters have changed drastically in the last 5 years.
- Each NEW location will have up to 60% fewer seats.
- That means much less parking required.
- Less square footage necessary.
- Projects that could not park the theater 5 years ago, can now handle it.
- Many more opportunities smaller specialty, main street and mixed-use projects.
- Locating new movie theaters should be like locating upscale restaurant locations.

Item	Before	After
Size	50K - 130K SF	35K - 60K SF
# of Seats	2,000 – 5,000	600 – 1,200
# of Screens	12 – 30	6 – 12
Seating Type	21” – 24” bucket	54” plus wide electronic recliner
Food & Beverage	Popcorn, coke, candy	Burgers, fries, salads, etc.
Average Ticket Pricing	\$7.00 - \$9.00	\$10.00 - \$20.00
F&B Pricing Per Head	\$2.00 - \$3.50	\$6.00 - \$20.00
Large Screen Format	IMAX (or equivalent)	Optional (maybe 1 large auditorium)
Parking Requirements	500 – 1,250	150 – 300
Targeted Real Estate	Regional malls or free standing	Specialty, main street, mixed-use
Attendance	1M – 2.5M patrons	250K – 600K patrons
Gross Revenue	\$8M - \$28M	\$6.25M - \$15M
Gross Rent	\$1.2M - \$2.5M	\$937.5K - \$2.25M
Rent PSF	\$12.50 - \$17.50	\$25.00 - \$40.00

Current Trends

- New and popular mixed-use sites
- New luxury-type features
- Expansions of existing centers
- New entertainment/lifestyle projects:
 - Theater
 - Bowling concepts
 - Top Golf
 - Bass Pro/Cabela's
 - Restaurants
 - Residential
 - Amphitheaters
 - Office





Theatre Square Feet - 47,372 sf
 Fixed Number of 54" Wide Recliners - 1,304
 Theatre E.R. - 36.32

Current Trends

- Size: 47,000 SF
- Screens: 12
- Seats: 1,200
- Seat Width: 54" or 60" recliner



Santana West

Office: 970,000 sf
Retail: 30,000 sf



500 Santana Row / Splunk

Office 235,000 sf
Retail 1,500 sf



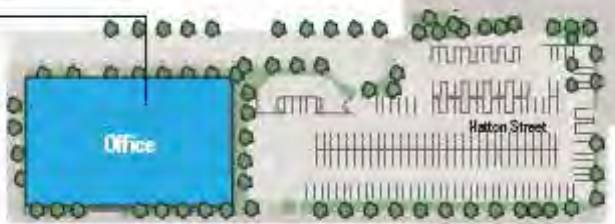
700 Santana Row

Office 291,000 sf
Retail 30,000 sf



900 Santana Row

Office 226,000 sf



300 Santana Row
Office 65,000 sf



MISORA
RENTAL HOMES

LEWARE
RENTAL HOMES

Lot 12
Residential 258 Units





Foodservice Consulting

Get ready for apocalyptic virtual reality dining, next generation robo-chefs, lab-burgers and 'taco mode' on your ride home... We have scoured the globe for the most weird, wonderful but also prophetic innovations in the world of foodservice.

Our clients successes depend on anticipating consumer needs. Our work seeks to create dining destinations that will maintain relevance when leases are ten, fifteen or twenty years old.

The future of retail and office developments is moving towards experiential spaces with many activities on offer. Foodservice is playing an ever-bigger role in placemaking, and therefore, anticipating consumer needs is key.

The trends you will find in this book cover some of the fastest growing shifts in behaviour that will shape the foodservice industry of tomorrow. As such they are part of our thinking when helping our clients create enduring dining destinations.

We hope you enjoy reading!

JLL Foodservice Consulting Team

*“Too many
assume that
future will
hold back
and wait until
they're ready
for it. It won't.”*

Faith Popcorn
Futurist & Author



Relevant Examples



Proven Results

JLL achieves maximum results for our investors. We work directly with clients, and represent their interests as land owner and developer on all facets of a mixed-use project.

JLL has developed and maintains a wide network of relationships with hundreds of tenants, vendors and contractors. These extraordinary relationships will enable us to leverage our resources to better provide real estate services for your project.

Within our national portfolio, we provide management and/or leasing services for more than 11 million s.f. of mixed-use projects consisting of retail, office, residential, hotel and entertainment components. We have successfully created unique environments that are now extremely popular with respective communities.

The following pages feature a sampling of our mixed-use experience.



The Battery at SunTrust Park

Atlanta, GA

Retail Consulting for Atlanta Braves, included retail construction, programming, JV structuring and project management; currently leasing

Manhattan Village

Manhattan Beach, CA

Development and design management, property management, leasing and marketing services for a 44-acre regional, mixed-use redevelopment comprised of enclosed retail, open-air lifestyle shops, a community center and an office building, featuring top national retail brands and eight full-service restaurants.



The Palms at Town and Country

Kendall, FL

Addition of a 307,478 sf lifestyle center - open-air center repositioning and redevelopment; JLL created an innovative merchandise mix of exciting new retailers, restauranters and anchors, which resulted in increased value and a profitable return upon sale.



S+ED (Sports and Edutainment District)

Orlando, FL

JLL was tapped to direct and lead the retail leasing component of the mixed-use development located At the Epicenter of Downtown Orlando, across from the Amway Center, featuring 150,000 square feet of experiential, entertainment, retail and dining.



Halcyon

Forsyth County, GA

Development and leasing services for new \$370 million, 550,000 square foot mixed use village and entertainment destination. Project entails retail, office, hotel and residential.





World of Coca-Cola

Atlanta, GA
Project and Development Management

Redefined project scope and renegotiated design and production contracts saved Coca-Cola® over \$1.5 million. Identified and executed a value engineering plan which mitigated \$2.5 million in design variances while adding \$2 million in project scope



HarborPlace Baltimore
Baltimore, MD
Retail Management



Alltel Stadium
Jacksonville, FL
Renovation of Gator Bowl



Marina Marketplace
Marina del Rey, CA
Property management, leasing and development



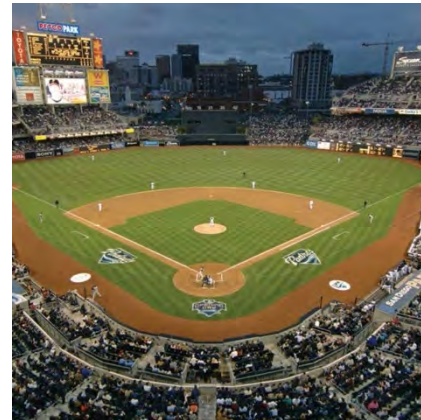
World Trade Center
New York, NY
Advisory services for mixed used redevelopment project



Grand Central
Washington, DC
Retail Management



Pittsburgh Penguins Arena
Pittsburgh, PA
Master planning for civic arena redevelopment



East Village at PetCo Park
San Diego, CA
Retail consulting and program development



Summerhill
Atlanta, GA
Leasing retail component of redevelopment former Turner Field Stadium



Riverwalk Town Center
Rock Hill, SC
Leasing ground up project



Navy Pier
Chicago, IL
Management and Leasing



MGM National Harbor
Oxon Hill MD
Leasing ground up entertainment development



Madison Square Garden
New York, NY
Project Management



Showcase - Jackpot
Las Vegas, NV
Leasing and development



E-walk Retail
New York, NY
Urban street retail

Big Red Rooster



Creating Experience. Driving Performance.

BIG RED ROOSTER

a JLL company

We are a global *brand
experience
consultancy.*

BIG RED ROOSTER
a JLL company



We *unlock the*
potential of real
estate to drive
performance.

It's in our DNA

BRAND
matters

EXPERIENCE
drives commerce

PLACE
manifests brand



Retail

Restaurants

Office

We deliver *transformative* brand experiences

Consumer Brands

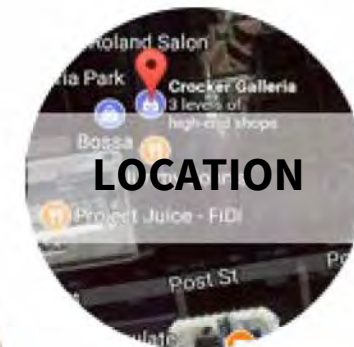
Hospitality & Entertainment

Services



Building a Strong Foundation

It all starts with a strategic translation of your assets into a meaningful, differentiated experience strategy.



Brand Experience Process

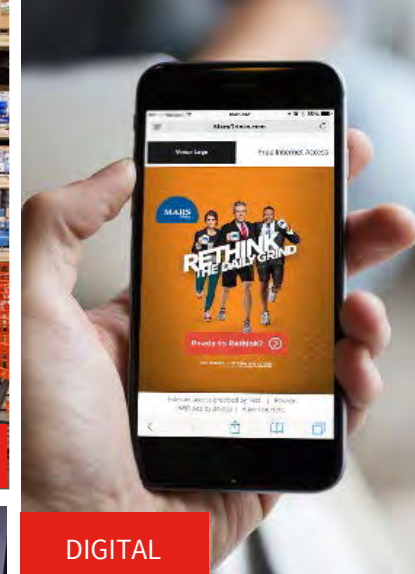
Our strategic positioning process will identify a **clear, differentiated market position** and translate into a **compelling customer experience**.



We transform physical environments into *engaging brand experiences*



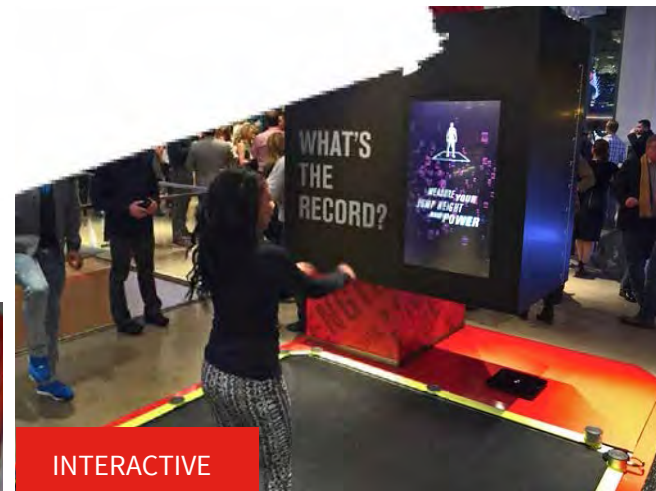
RETAIL



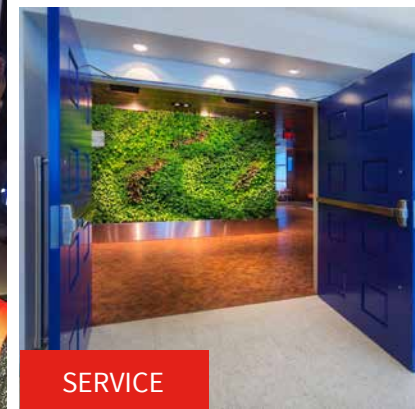
DIGITAL



TRADESHOW



INTERACTIVE



SERVICE



EVENTS



COMMUNICATIONS



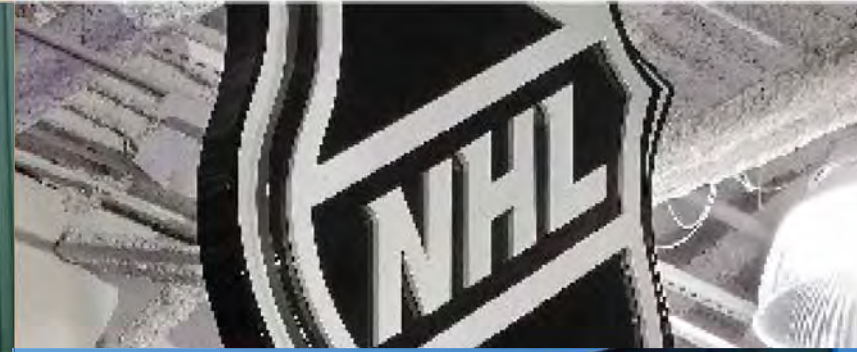
CORPORATE CAMPUS



TRAINING



INNOVATION CENTERS



Port Covington





Sagamore Development

PORT COVINGTON

Transform a 236-acre, brown field parcel of waterfront land into a world-class gateway to Baltimore.

The founder of Under Armour has a strong vision for revitalizing the city of Baltimore. Re-developing the large waterfront of Port Covington will connect with other development projects to reestablish city pride and make Baltimore a destination for the lucrative creative class. Big Red Rooster created a lifestyle brand — positioning, target audience profiling, naming, identity, and a comprehensive brand toolkit — that laid the groundwork for making this vision a reality. From retail to restaurants to residences, our experience planning created a set of principles for identifying the right opportunities and bringing them to life with architectural, public space, and landscape design that reflects the Port Covington brand. The result? A meaningful integration of individual projects, such as a distillery, maker-space, and historic hotel.

Big Red Rooster will guide decision-making over the course of this 10-year, multi-phased project.

“It will be one of the most incredible places to work, to live and to play. It would feel like an old port city, and the ability for us to go from the ground up to do that will be just incredible.”

— Kevin Plank
Founder and CEO, Under Armour

BIG RED ROOSTER

a JLL company



Return On Experience = Return On Investment

Engaged, loyal tenants

Increase rental rates, NOI and valuation

Differentiated, sticky experiences

Attract and retain tenants

Market differentiation

Greater market interest & demand

Powerful brand position and story

Drive brand awareness

Customer engagement

Drive performance

The Success Formula

BIG RED ROOSTER
a JLL company



Engage us early

Strategy drives experience and market success

Direct engagement

Let us demonstrate our value

Establish a vision

Our collective insights create market opportunity

Sell our partnership

No one can match our collective offering

Let's make a deal

Create space, scope and opportunity for us in your deal

We are Big Red Rooster. Where

come to life.

big ideas

Tom Bowen
SVP, Managing Director
917.209.8957
tom.bowen@am.jll.com

BIG RED ROOSTER
a JLL company



Team Composition



Our Team

Leadership



Greg Whitney
Senior Vice President
Retail Development



Jeff Badstubner
Senior Vice President
*Retail Brokerage,
Market Lead*

Gaining strength not only from our experience, but from our diversity, our team can assess and identify various opportunities. From ground-up developments to store repurposing, theater evaluation to design management, national or local projects, our scope of services can meet many needs. Additionally, having JLL resources to tap into, our developers utilize leasing professionals and in-market brokers, and team with architects and engineers to deliver profitable projects.

Additional Support



John Lambert
Executive Vice President
Retail Development



Emily Silvia
Retail Financial Analyst
Retail Development



Chuck Stilley
Movie Theater Consultant
Stilley Partners



Tom Bowen
Design Management
Consultant
Big Red Rooster



Sondra Van Metre
EVP, Senior Director
*Retail Property
Management*



Heidi Peppers
Group Manager
Retail Marketing



James Cook
Senior Vice President
Research



Kristin Hagedorn
Research Manager
Research



Katherine Billingsley
Senior Analyst
Research

SOLANO COUNTY FAIR



Questions?

Thank you

Greg Whitney

Senior Vice President
Retail Development
+1 310 428 4905
greg.whitney@am.jll.com

Jeff Badstubner

Senior Vice President
Retail Brokerage, Market Lead
+1 415 395 4916
jeff.badstubner@am.jll.com

John Lambert

Executive Vice President
Retail Development
+1 404 353 4511
john.lambert@am.jll.com

Emily Silvia

Retail Financial Analyst
Retail Development
+1 817 239 2965
emily.silvia@am.jll.com

Chuck Stilley

Movie Theater Consultant
Stilley Partners
+1 913 634 5755
chuck@stilleypartners.com

Tom Bowen

Design Management Consultant
Big Red Rooster
+1 917 209 8957
tbowen@bigredrooster.com

Sondra Van Metre

EVP, Senior Director
Retail Property Management
+1 415 968 3525
sondra.vanmetre@am.jll.com

Heidi Peppers

Group Manager
Retail Marketing
+1 801 852 2401
heidi.peppers@am.jll.com

James Cook

Senior Vice President
Research
+1 317 810 7191
james.cook@am.jll.com

Kristin Hagedorn

Research Manager
Research
+1 925 948 1303
kristin.hagedorn@am.jll.com

Katherine Billingsley

Senior Analyst
Research
+1 925 944 2177
k.billingsley@am.jll.com



Bezek, James M.

From: Whitney, Greg <Greg.Whitney@am.jll.com>
Sent: Thursday, February 13, 2020 3:06 PM
To: Bezek, James M.
Cc: Mike Lindenlaub; Badstubner, Jeff
Subject: Re: Solano360 RFQ REsponse

James:

We see a variety of entertainment uses that would be consistent with the Solano360 vision, would support and enhance the continued use of the fairgrounds site and adjacent Six Flags Discovery Kingdom.

We also see similarities to the kind of activations present around the NFL Hall of Fame development.

We would certainly address this in greater detail as part of the RFP process.

I have attached a link to the NFL Hall of Fame development for your reference.

<https://nam02.safelinks.protection.outlook.com/?url=https%3A%2F%2Fwww.hofvillage.com%2F&data=02%7C01%7Cgreg.whitney%40am.jll.com%7C194bc9979a9b4d000c0008d7b0d72f67%7Cbfef2b06d2564f8ebd038d3687987063%7C0%7C0%7C637172310567434077&sdata=vXAuu6rmnL5bjul85TxUH8eGiWXfwoDKjH343rLfxNg%3D&reserved=0>

Please let me know if I can answer any additional questions.

Greg Whitney

Senior Vice President

Retail Development

JLL

[1934 Curtis Avenue](#)

[Redondo Beach, CA 90278](#)

O +1 424 352 5855

M [+1 310 428 4905](#)

Greg.Whitney@am.jll.com

www.jllretail.com

On Feb 13, 2020, at 2:56 PM, Bezek, James M. <JMBezek@solanocounty.com> wrote:

Greg:

Thanks so much. We will pass this to the reviewers. The only other question was if you had identified potential uses on the site?

Thanks and talk soon,

James

From: Whitney, Greg <Greg.Whitney@am.jll.com>

Sent: Thursday, February 13, 2020 2:45 PM

To: Bezek, James M. <JMBezek@SolanoCounty.com>

Cc: Mike Lindenlaub <Mlindenlaub@cradesign.com>; Badstubner, Jeff <Jeff.Badstubner@am.jll.com>

Subject: Solano360 RFQ REsponse

James:

Pursuant to your request, we have enclosed additional information on Industrial Realty Group's (IRG) capabilities and interest in partnering on the development opportunity at the Solano County Fairgrounds.

We are looking forward to having an opportunity to engage with the County in the RFP process and highlight both our capabilities and vision for the Solano360 development.

Please let me know if you have any questions.

We look forward to your response.

Best,

Greg Whitney

Senior Vice President

Retail Development

JLL

1934 Curtis Avenue

Redondo Beach, CA 90278

T +1 424 352 5855

M +1 310 428 4905

Greg.Whitney@am.jll.com

www.jllretail.com

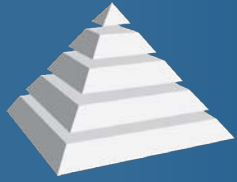


[One of the 2019 World's Most Ethical Companies®](#)

Jones Lang LaSalle

For more information about how JLL processes your personal data, please click [here](#).

This email is for the use of the intended recipient(s) only. If you have received this email in error, please notify the sender immediately and then delete it. If you are not the intended recipient, you must not keep, use, disclose, copy or distribute this email without the author's prior permission. We have taken precautions to minimize the risk of transmitting software viruses, but we advise you to carry out your own virus checks on any attachment to this message. We cannot accept liability for any loss or damage caused by software viruses. The information contained in this communication may be confidential and may be subject to the attorney-client privilege. If you are the intended recipient and you do not wish to receive similar electronic messages from us in the future then please respond to the sender to this effect.



IRG

Industrial Realty Group, LLC

INDUSTRIAL REALTY GROUP

11111 Santa Monica Boulevard | Suite 800
Los Angeles, CA 90025

(310) 806-4434

www.industrialrealtygroup.com



SEEING

BEYOND

EXPRESSION OF INTEREST

February 2020

RE: Expression of Interest - Solano360

Mr. James Bezek
General Services Assistant Director
Solano County

Dear Mr. Bezek,

On behalf of Industrial Realty Group, LLC ("IRG"), I would like to express our interest in developing the Solano360 site located in Vallejo, CA.

With more than 100 million square feet in our national portfolio, our team is highly-proficient in redeveloping a variety of property types. IRG is well-known for evaluating challenging real estate, and creating a positive path forward for the site which benefits its former owner and the surrounding community. We believe that a creative approach is key in developing the site's next chapter. IRG is proud of our past successful projects depicted in this booklet, which display vibrant, thriving economic centers, improving the lives of surrounding communities.

Given our experience and capabilities, reflected herein, we feel we would be a suitable fit for development of this very special project. As you will note, we are the master developer of the Pro Football Hall of Fame Village in Canton, Ohio. Our experience with this project, as well as our varied experience in other aspects of complex real estate development projects, qualifies IRG as a strong candidate for the Solano360 development.

We appreciate your consideration and allowing our team an opportunity to submit our sincere interest in the Solano360 development.

Sincerely,



Stuart Lichter
President | IRG



MAIN CONTACT:
Justin Lichter | Vice President
(805) 207-1830
jlichter@irgra.com

ABOUT IRG

With a privately held and managed portfolio in excess of 100 million square feet, Industrial Realty Group, LLC is among the country's largest owners of commercial and industrial properties.

IRG, a Los Angeles-based company, owns and operates more than 150 major projects and developments in 28 states. Management offices are located in Los Angeles, Sacramento, Chicago, Akron/Canton, Cleveland, Columbus, Detroit and New York, with additional satellite offices in Dallas-Fort Worth, Bradenton, and Baltimore.

IRG is nationally recognized as a leading force behind the adaptive reuse of buildings and facilities throughout the nation. Retrofitting otherwise obsolete buildings, corporate campuses, and industrial complexes are among the company's core competencies. Our company has been recognized for its success in converting brownfield sites, including NPL Superfund Sites, to productive new uses. As a leader in the conversion and privatization of federal properties, including closed military bases, IRG owns and is master developer of three closed military bases, a former NASA manufacturing facility and a closed Veterans Affairs complex.

IRG has recently purchased properties from such companies and government agencies as General Motors, Spiegel, USAF, Ford, Goodyear, NASA, IBM, Maytag, Northrop Grumman, Levi's, United Technologies, US Army, and the Veterans Administration. These properties generally range from 50 acres to upwards of 3,000 acres, with building square footages from 5,000 to 4 million in size.

A significant portion of IRG's portfolio is historically preserved. Additionally, IRG successfully transforms "brownfield" sites, sites that are environmentally contaminated and require highly-engineered and heavily-controlled remediation. These reclaimed properties represent the ultimate renewable resource and are again able to contribute to the social and economic well being of the local community. IRG partners with local government and civic organizations to ensure that investments in these properties provide benefit to the greater community, including the surrounding neighborhoods.

Whether a deal involves commercial or residential development or the acquisition of an existing industrial complex, IRG has the vision, experience and resources to deliver results.



100,000,000 SF



92 Employees



150+ Major Projects

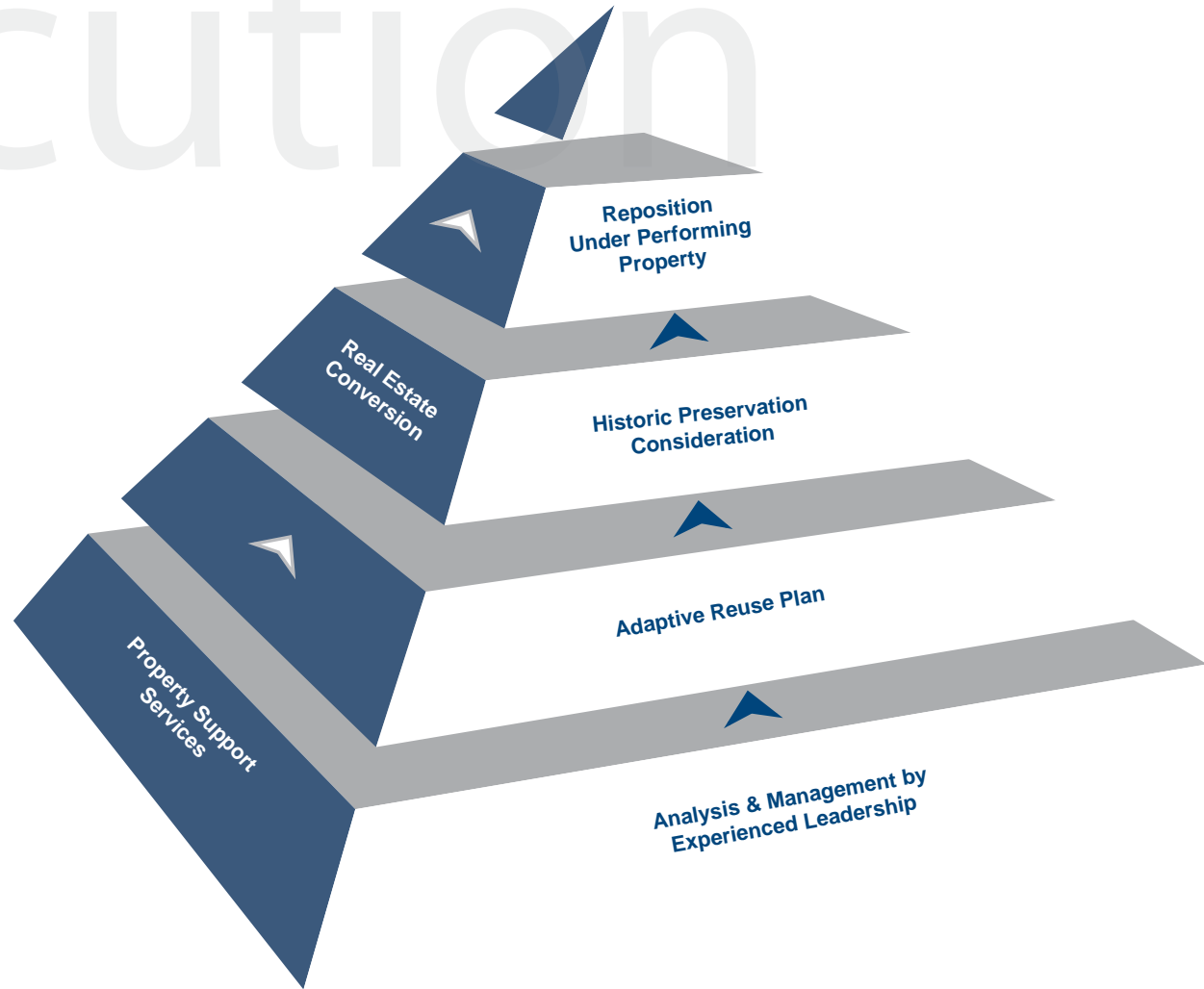


12 Affiliated Offices

OUR PROCESS

WHAT WE DO

IRG's niche is highly refined; IRG acquires, preserves, redevelops, cleans, repositions and retrofits real estate assets for modern-day use by a diverse user base. IRG utilizes a large network of professionals that specialize in every phase of a real estate transaction, from acquisition and construction, to management and disposition. And, as a private company, IRG can complete a transaction in a fraction of the time it takes most other major developers.



VERTICALLY INTEGRATED PROPERTY SUPPORT SERVICES

Property Management, Brokerage & Other Services



IRG founded two independent property management companies, which have since merged to create IRG Realty Advisors. IRG RA has offices in both New York and Ohio to assist in managing the IRG portfolio. The company's personnel have actively managed over 115 million square feet of commercial property, completed over 1,000 commercial transactions valued at more than \$1 Billion, and served in Construction / Project Manager roles on projects valued in total at more than \$500 Million.

EB-5 Projects

American Development Center, LLC ("ADC") is a premier EB-5 investment services company dedicated to providing early stage financial support in Targeted Employment Areas ("TEA") for Industrial Realty Group. ADC is coordinating the EB-5 financing for Phase II of the Promenade at Downey (a former NASA plant being re-built as a new class A shopping center).



IRG has previously developed several highly successful real estate projects funded with EB-5 financing in coordination with regional centers before the formation of ADC. These projects include: McClellan Park (former McClellan Air Force Base in Sacramento, California), the Goodyear Tire and Rubber Company world headquarters (Ohio), and Phase I of The Promenade at Downey (a new retail shopping center in Downey, California). IRG enjoys a highly successful track record for developing these projects with support from regional center financial partners under the EB-5 program in a manner allowing participants in these EB-5 programs to qualify for US permanent residency pursuant to USCIS requirements. IRG's projects, now supported by ADC, continue this strong tradition of creating thousands of jobs through successful real estate development projects funded through EB-5 investments.

Master Multi-Use Re-Development Expertise

Our expertise is based on over 40 years of experience re-purposing and managing real estate. Some examples of projects we have successfully spearheaded include:

McClellan Park — IRG converted this former major Air Force maintenance depot into a vibrant office/industrial business park with hotel, residential, educational and retail components near Sacramento, California.

Promenade at Downey — IRG led redevelopment at a former NASA facility, converting it into one of the largest movie production facilities in California. The next phase involved redevelopment into a mixed-use, promenade-style center including a wide array of retail space, restaurants, a state-of-the-art movie theater, a health club and community gathering areas.

Goodyear Headquarters — IRG is currently redeveloping the former Goodyear headquarters site in Akron, Ohio. The updated master plan will also include office, industrial, retail and residential components.

Airfields & Fixed Base Operations

IRG designed the master plan for reopening McClellan Air Force Base as an aviation maintenance facility and executive jet airfield. The site includes more than 8.5 million square feet on 3,000 acres including over one million square feet of airplane hangars and 10,500 foot runways, which the team leases and manages. IRG is also responsible for the supervision of all fixed base operations and owns and operates in McClellan and Akron, Ohio.



SUCCESS STORIES

MAJOR DEVELOPMENT & REPOSITIONING EXPERIENCE

Whirlpool Portfolio—Newton, Iowa; Various, USA

- Over 5 million SF of office and industrial space purchased from May-tag/Whirlpool.
- Millions of dollars were invested to develop and reposition buildings and facilities.
- Now leased and sold to numerous Fortune 500 companies and thousands of jobs have been created.



McClellan Park—Sacramento, CA

- Two-mile long runway and supporting aviation facilities with 8.5 million SF on 3,000 acres.
- IRG is overseeing \$1.2 billion in environmental clean-up.
- The University of California Davis runs a nuclear reactor on site, the last built in the country which produces radioactive isotopes utilized in ground-breaking brain surgery.

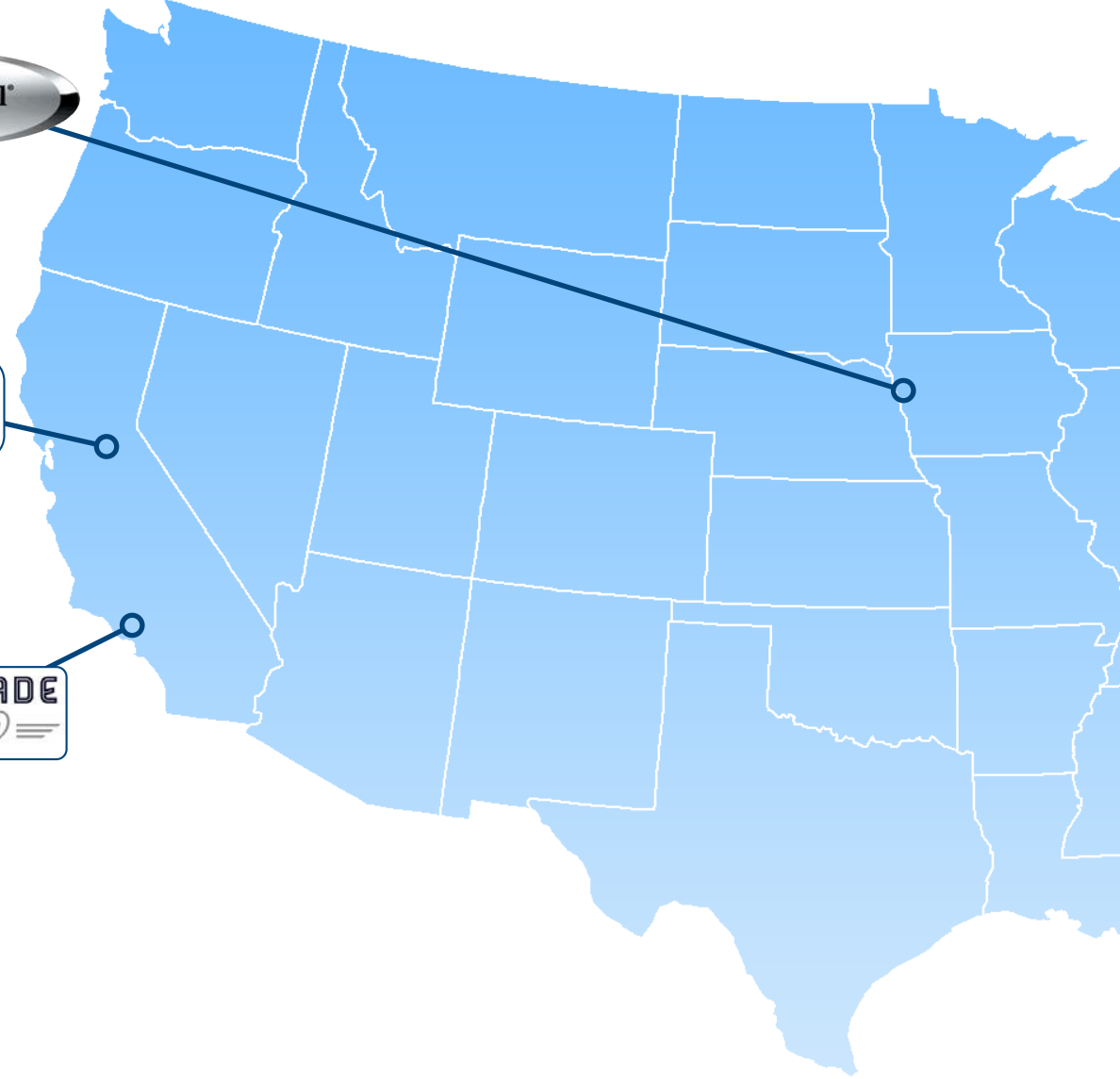


[The USDA Forest Services](#) - Primary training facility
[The U.S. Coastguard](#) - Search & Rescue, Search & Recovery teams for the entire West Coast
[Lions Gate Hotel](#) - Newly renovated guest lodging and dining with 125 rooms.

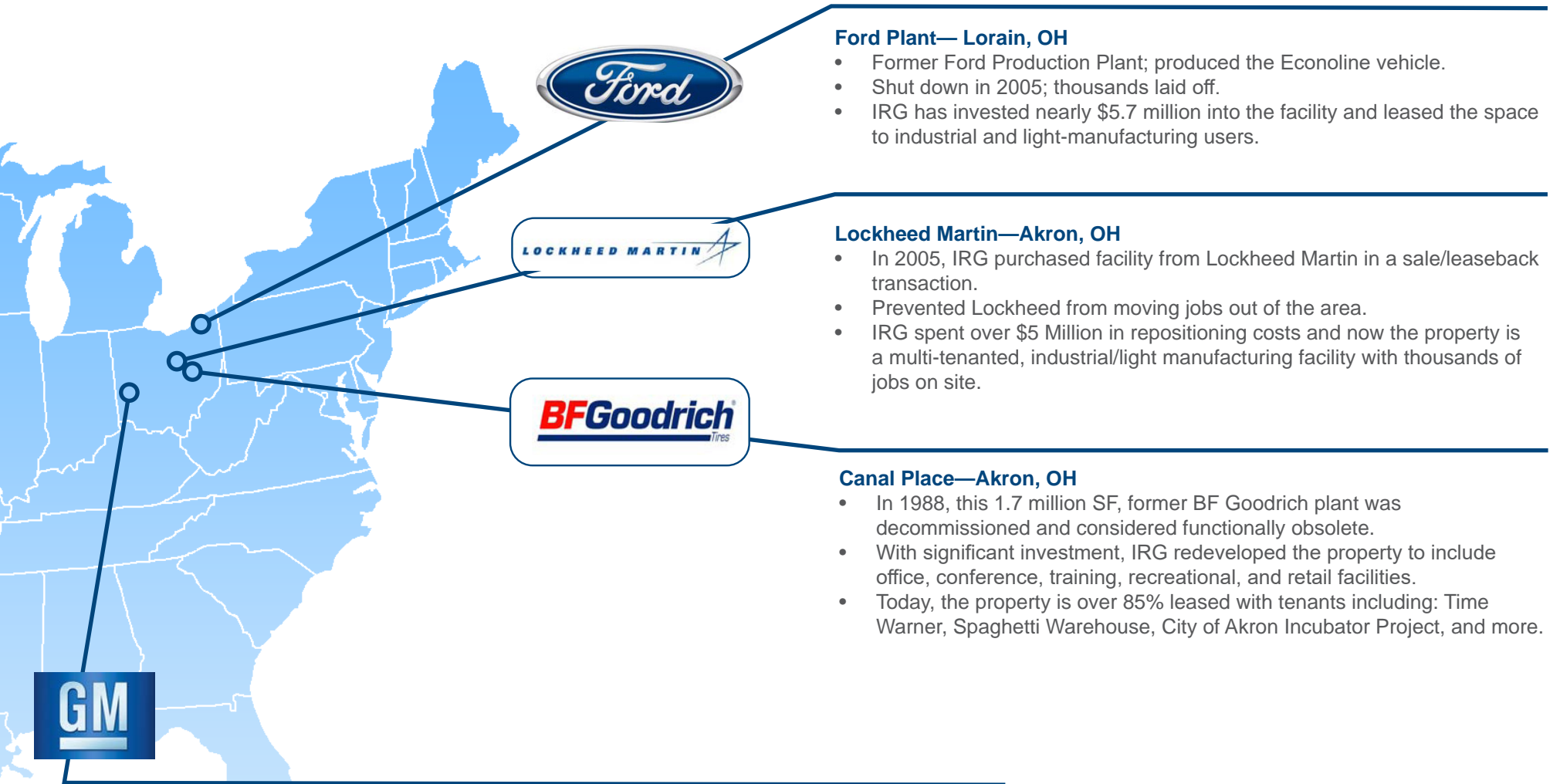


The Promenade at Downey—Downey, CA

- 80-acre site with 1.5 million SF existing NASA aerospace buildings converted to the largest movie studio in the US (2003 – 2012).
- Covered to a new, 450,000 SF, Class A, mixed-use retail, restaurant, entertainment, and office space.
- Redevelopment includes designated historic preservation of original 1928 airplane manufacturing building, and 1940's office buildings designed by Gordon Kaufmann.
- Extensive environmental remediation including 14 years of bio remediation to reduce VOC levels and removal of more than 1 million square feet of asbestos.



SUCCESS STORIES



Ford Plant— Lorain, OH

- Former Ford Production Plant; produced the Econoline vehicle.
- Shut down in 2005; thousands laid off.
- IRG has invested nearly \$5.7 million into the facility and leased the space to industrial and light-manufacturing users.

Lockheed Martin—Akron, OH

- In 2005, IRG purchased facility from Lockheed Martin in a sale/leaseback transaction.
- Prevented Lockheed from moving jobs out of the area.
- IRG spent over \$5 Million in repositioning costs and now the property is a multi-tenanted, industrial/light manufacturing facility with thousands of jobs on site.

Canal Place—Akron, OH

- In 1988, this 1.7 million SF, former BF Goodrich plant was decommissioned and considered functionally obsolete.
- With significant investment, IRG redeveloped the property to include office, conference, training, recreational, and retail facilities.
- Today, the property is over 85% leased with tenants including: Time Warner, Spaghetti Warehouse, City of Akron Incubator Project, and more.

Former GM Facility — Moraine, OH

- In 2014, Fuyao Glass Industry Group Co. Ltd., a Chinese glass manufacturer, purchased 1 million SF of the former General Motors Assembly Plant owned by IRG.
- More than \$200 million will be invested into the project. This is the largest investment in Ohio by a Chinese company.
- The combined efforts of IRG, Fuyao and JobsOhio will create at least 800 new jobs for the Dayton area.

SUCCESS STORIES



Canal Place

AKRON | OH

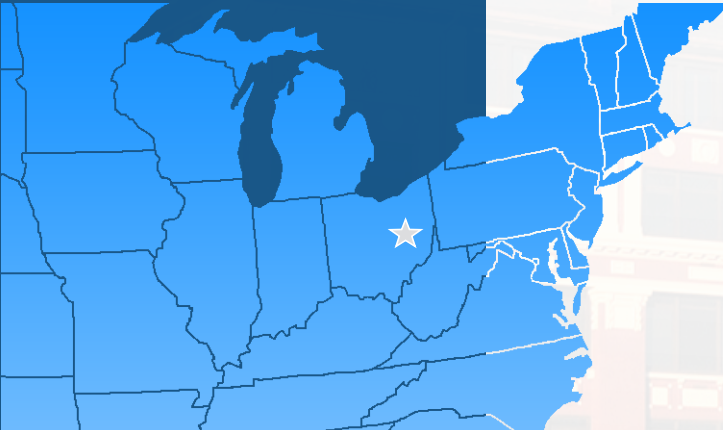
1.7 Million SF

OPPORTUNITY

When the BF Goodrich plant was decommissioned in 1988, it left more than 1.7 million square feet of space vacant and an unemployed workforce. The building was considered functionally obsolete. After a significant investment, IRG redeveloped the property to include office, conference, training, recreational and retail facilities.

OUTCOME

Today, the property is over 85% leased with tenants that include Level 3 Communications & Time Warner. Now known as Canal Place, the re-purpose building was awarded the “Arthur D. Little Award for Excellence in Economic Development” and is considered to be a model for economic development relating to the rehabilitation of older buildings. IRG’s vision for Canal Place has revitalized Akron and created thousands of jobs in the city.



SUCCESS STORIES

"IRG has been instrumental to the success of McClellan Park. IRG is a very professional organization with excellence in project design and management, governmental and tenant relations, and construction management."

*Paul J. Hahn
Director of Department of Economic Development
County of Sacramento*



McClellan Park

SACRAMENTO | CA

8.5 Million SF

OPPORTUNITY

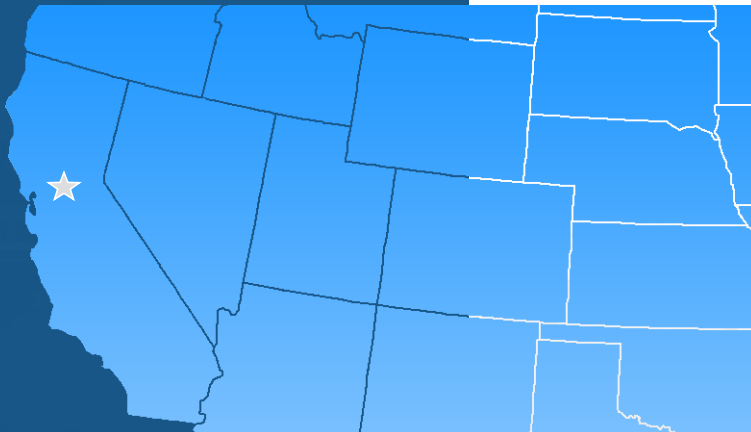
The McClellan Air Force base once supplied major logistical, repair and maintenance support on the West Coast for World War II, The Korean War, The Vietnam War and Operation Desert Shield/Storm. After being bid out by Hill Air Force Base in Ogden, Utah to perform aircraft overhauls, the base officially closed in 2001. In 2000, IRG purchase the California facility, which included 8.5 million square feet and 3,000 acres of land.

OUTCOME

IRG invested more than \$200 million into revitalizing the site and aligning it as McClellan Park. The real estate team leased up many of the property's vacancies. The more than 240 companies which moved to the park in Sacramento brought employment for 14,000 individuals.

The property now features 155 industrial buildings and 35 warehouses. Of those buildings, IRG operates industrial/office space, air museum, chapel, dormitories, hotel, conference center, recreational facilities and an airport. IRG continues to indirectly aid the base by managing \$1.2 billion in environmental remediation work.

After millions of dollars in renovation and environmental remediation, McClellan Park is now widely considered the national gold-standard for large military base reuse.



EXPERIENCE

CURRENT PROJECTS

Throughout the years, IRG has been able to identify and develop commercial real estate projects throughout the country, in every property type, with varying levels of investment, to a successful completion. Our experienced investment and leasing teams not only locate key sites, they find innovative solutions to reposition and stabilize the assets, while partnering with economic and governmental organizations to propel these projects on to national and international recognition. Below is a selection of our *Seeing Beyond* projects, which are currently in progress throughout the United States:



Johnson Controls Hall of Fame Village
Canton, Ohio

Once completed, the Johnson Controls Pro Football Hall of Fame Village will be a multi-use center, featuring a world-class hotel and conference center, an Academy of Excellence (corporate team building center), a Center of Athletic Performance & Safety, youth football fields, retail space, thematic restaurants, and residences for Hall of Famers and NFL Legends.

Investors believe these efforts will catapult the center, built in 1963, into a theme park destination for NFL fans and players alike. The multi-phased project will include fan engagement opportunities offering interactive games and rides developed by industry leader, Thinkwell. Johnson Controls announced a historic, 18-year naming rights deal in 2016, worth more than \$100 million and resulting in the creation of the first ever "smart city." The venture could be the largest tourism investment in Ohio's history.



The East End & Goodyear HQ
Akron, Ohio

Soon after IRG acquired the Goodyear Tire and Rubber Company campus, construction began on the new, 642,000 square foot, Goodyear World Headquarters and was completed in 2013. Redevelopment plans for the original 1.4 million square foot Goodyear Headquarters and Goodyear Hall will create a live, work, play environment known as "The East End."

The project gained national media attention from the Wall Street Journal and Forbes Magazine. Most recently, the campus opened a full-service hotel, the Hilton Garden Inn. The first new Akron hotel since 1980, it serves as an anchor for the project and is one of the many conveniences available to those who work, play or live in The East End.



New York Center for Innovation
Pearl River, New York

With approximately 2 million square feet of laboratory, pharmaceutical manufacturing, office and support buildings, the 200 acre campus is one of the premier corporate biotechnology facilities in the United States and is located 20 miles north of Manhattan. Pfizer has leased back approximately 1.26 million square feet and will retain and operate 507,263 square feet and 25 acres adjacent to the south side of the campus for research and development.

The future vision of the site is a dynamic mixed-use, multi-tenant campus, with a variety of retail, office, industrial, hotel and residential components. Once a critical mass on the campus has been established, IRG will look to offer other desirable amenities (restaurants, banks, hotel, service providers).

EXPERIENCE

CURRENT PROJECTS (CONTINUED)



Former Weyerhaeuser Campus
Federal Way, WA

In 2016, IRG purchased the massive, 500-acre, Weyerhaeuser campus in Federal Way, Wa., 23 miles south of Seattle. The property, which includes 810,717 square feet of office, lab and industrial space was leased back to Weyerhaeuser until their move to downtown Seattle.

The private campus setting is surrounded by lakes, wildlife, and framed by forest. It includes a Class A headquarters building, now known as The Greenline building for its unique and iconic ivy covered rooftop terraces which highlight the internationally renowned, award winning architectural features, blending nature with elegant mid-century design. We envision the redevelopment to reinvigorate and expand the mixed-use office and industrial park, drawing high-quality, job creating tenants and creating a resurgence of economic activity outside of Seattle's metro area.



Shreveport Business Park
Shreveport, Louisiana

General Motors completed construction of its Shreveport, LA plant in 1981. The site is comprised of three buildings totaling nearly 3.5 Million square feet. Historically, the plant produced the Hummer H-2 Series, Chevrolet Colorado, GMC Canyon, and the Isuzu i-Series. The plant closed in 2012 and IRG purchased it in 2013.

IRG has aggressively pursued job-creating, tenants and has long-term leases in place with Hyundai Glovis, a logistics company headquartered in Seoul, Korea and part of the Hyundai Kia Automotive Group, along with an electric car start-up company.



Rochester Technology Campus
Rochester, Minnesota

In 1957, IBM began occupying the company's Rochester campus. The property was designed by Eero Saarinen, a 20th-century Finnish American architect known for also designing the Gateway Arch in St. Louis, Missouri. Over the years, thousands of IBM's U.S. patents have been created on site.

In 2018, IRG purchased the IBM technology campus, comprised of more than 3.1 million sq. ft. and 490 acres. IRG's plan for the site envisions a dynamic, mixed-use, multi-tenant campus, which will bring businesses and job opportunities to the city. The site includes 34 existing buildings, including office, manufacturing, warehouse, data center and laboratory space. IBM has a long-term lease agreement for eight of these buildings on the eastern portion of the campus.

EXPERIENCE

REPRESENTATIVE TENANTS

IRG has renowned expertise in obtaining tenants of all types and sizes throughout the United States. These representative tenants range from large, Fortune 100 companies, to local and regional small businesses. More than 2,000 tenants currently operate in our facilities. This tenant base includes distribution companies, manufacturers, governmental agencies, assembly operators, warehouse companies, third party logistic operators, construction suppliers, freezer and cold storage operators, and many other retail of office space users. IRG has been instrumental in working with these tenants to create thousands of jobs at its properties.

Americorps

At&t

Bealls

Benihana

Board of Cooperative Educational Services (BOCES)

Boise Cascade

California Department of Forestry

Caltrans

Cinemark

Coca-Cola

Detroit Diesel

Eddie Bauer

General Dynamics

General Electric

General Motors

Goodwill

Goodyear

Gunnebo Johnson Corp.

Land O'Lakes

Leggett & Platt

Levi Strauss

Lockheed Martin

Martin Marietta

Matrix Imaging

Metro International Trade

Niagara Aerospace

Northrup Grumman

Owens Corning

Panera

Permasteelisa Cladding

Pfizer

Prince Steel

Purina

Progressive Insurance

Red Wing Shoe Company

SuperValu

Sysco

Target

Timken

United Technologies

Waste Management

Weyerhaeuser

24 Hour Fitness



FINANCIAL OVERVIEW

FINANCIAL OVERVIEW

IRG has major, long-standing relationships for both the debt and equity components of the development. Nationally, IRG has terrific relationships with PNC, Huntington Bank, Bank of America and KeyBank. Over the past 30 years, IRG has borrowed hundreds of millions of dollars. We, as a company, realize the importance of strong banking relationships to execute our business plans.

From an equity perspective, the same can be said. Some of our equity partners include: Morgan Stanley, Pacific Coast Capital Partners and Angelo Gordon. For the McClellan project, IRG partnered with Morgan Stanley Real Estate, to create a nationally recognized example of military base revitalization in America. For the Promenade at Downey project, IRG partnered with PCCP Capital Partners, one of the premier real estate equity firms in the county. In addition, IRG has partnered with Angelo Gordon on an array of industrial projects in multiple states.

The financial ability IRG has to work with public agencies, banks, both regional and national, and equity partners, both big and small, allows us to be nimble and effective in fulfilling our business goals. As with all of our public-private partnerships, we endeavor to create a shared-risk and shared reward environment, thus further aligning our objectives.



OUR TEAM

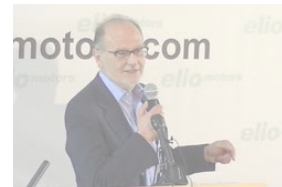


STUART LICHTER
President & Chairman

(562) 803-4761
slichter@industrialrealtygroup.com

Stuart Lichter is the President and Chairman of IRG. Through affiliated companies and partnerships, IRG owns and controls in excess of 100 million square feet of real estate, making the portfolio the largest private holding of industrial and commercial real estate in the country.

Mr. Lichter has a Masters Degree in Business Administration with a major in Finance from Pace University. His background includes services rendered for the General Services Administration of the United States Government, New York Life Insurance Company and Marine Midland Bank. In the last 10 years, Mr. Lichter has increasingly focused his energy on the industrial, commercial and R&D niche of the marketplace. He has become one of the leading factors in renovating large industrial complexes that have been closed by major corporations and the federal government. He has successfully renovated and recycled these properties into viable, income-producing investments which inject life into local and national economies.



Reputation

“Our decision...was based on factors having to do with the park itself, but equally important was the *competence, professionalism, sophistication and integrity* of Stuart Lichter and his staff.”

*Ken Moore
Manager of
Internal Operations
Northrop Grumman*

OUR TEAM



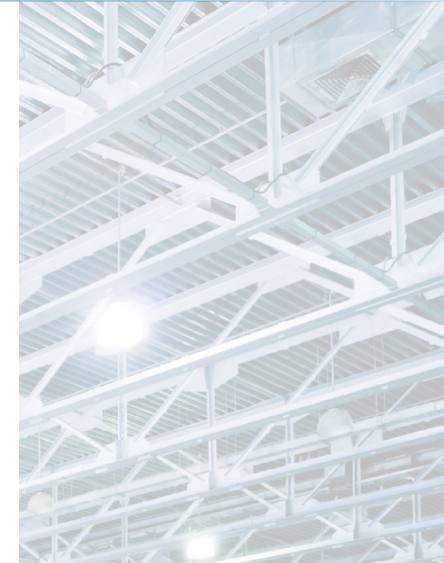
JOHN A. MASE Chief Executive Officer

(310) 806-4434
jmase@industrialrealtygroup.com

John A. Mase is the Chief Executive Officer of IRG, a member of the Board of Directors and General Counsel. Mr. Mase has over 30 years of experience in the real estate industry as principal, developer, attorney and owner. He was instrumental in the initial formation of IRG and its growth over the past 25 years, serving as Chief Executive Officer since 2012.

Mr. Mase previously served as outside General Counsel for IRG as a founding partner of Fainsbert Mase & Snyder, LLP, a Los Angeles business law firm formed in 1987. Mr. Mase is licensed by the State Bar of California as an attorney and is designated a Certified Tax Specialist by the State Bar of California. As a corporate and real estate attorney, Mr. Mase has handled virtually all aspects of real estate transactions totaling in the billions of dollars.

Over the years Mr. Mase has lectured at the University of Southern California, Boston University School of Management, Golden Gate University, and for numerous trade and business organizations on a variety of topics on real estate, taxation and business issues. Mr. Mase is the co-author of “Real Property Exchanges” published by Regents of the University of California and Continuing Education of the Bar, Second Edition, and is one of the nation’s leading experts on tax deferred exchanges. Mr. Mase was voted as one of the Southern California Super Lawyers®, an honor bestowed upon only 5% of licensed practicing attorneys for professional achievement and peer recognition. Mr. Mase also received the highest recognition for legal abilities and ethical standards from Martindale-Hubbard Legal Directory. Mr. Mase passed the CPA examination and previously worked for one of the former big five accounting firms. Mr. Mase has also served as a special consultant to NBC Channel 4 News.



Track Record

“Their track record for leasing is extraordinary... To put it simply, they have figured out how to make projects successful where others could or would not.”

Will Dalman
Senior Vice President
Huntington Bank

OUR TEAM



RICHARD H. KLEIN
Chief Financial Officer

(310) 806-4434
rklein@industrialrealtygroup.com

Richard Klein is responsible for the overall financial activities, capitalization strategies, risk management and financial reporting for the IRG group of companies. Mr. Klein is a CPA and has worked in real estate for more than 30 years. He is a highly regarded financial advisor, business strategist and thought leader possessing significant hands-on operational and entrepreneurial experience.

At Ernst & Young, Mr. Klein provided senior level advisory services to numerous Fortune 100 corporations, and was later involved with several start-up companies, performing a variety of roles including Chief Executive Officer, Chief Financial Officer and Executive Vice President. Since 2003, Mr. Klein has also served on the Board of Directors of Alexandria Real Estate Equities, Inc. (NYSE: ARE), an \$11 billion publicly traded REIT. Mr. Klein is chairman of ARE's audit and compensation committees, a member of the nominating and governance committee and oversees the firm's venture capital arm with invested capital in excess of \$280 million.



OUR TEAM



MARTIN MAJOR
Executive Vice President

(562) 803-4761
mmajor@industrialrealtygroup.com

Martin Major's responsibilities include overseeing East Coast acquisitions and operations. He is also a member of the IRG Board of Directors.

Mr. Major previously served as President of ICON Parking, New York City's largest parking garage company. His responsibilities at ICON included the handling of the company's complicated acquisitions, divestitures and financings.

Mr. Major was managing partner of a Manhattan law firm. Mr. Major specializes in sophisticated tax planning and deal structuring and prior to his retirement from the practice of law was a member of the New York State Bar Association. Mr. Major is a New York City native, graduated from City College of New York (BA), Brooklyn Law School (LLB) and New York University Law School (Masters in Tax Law).



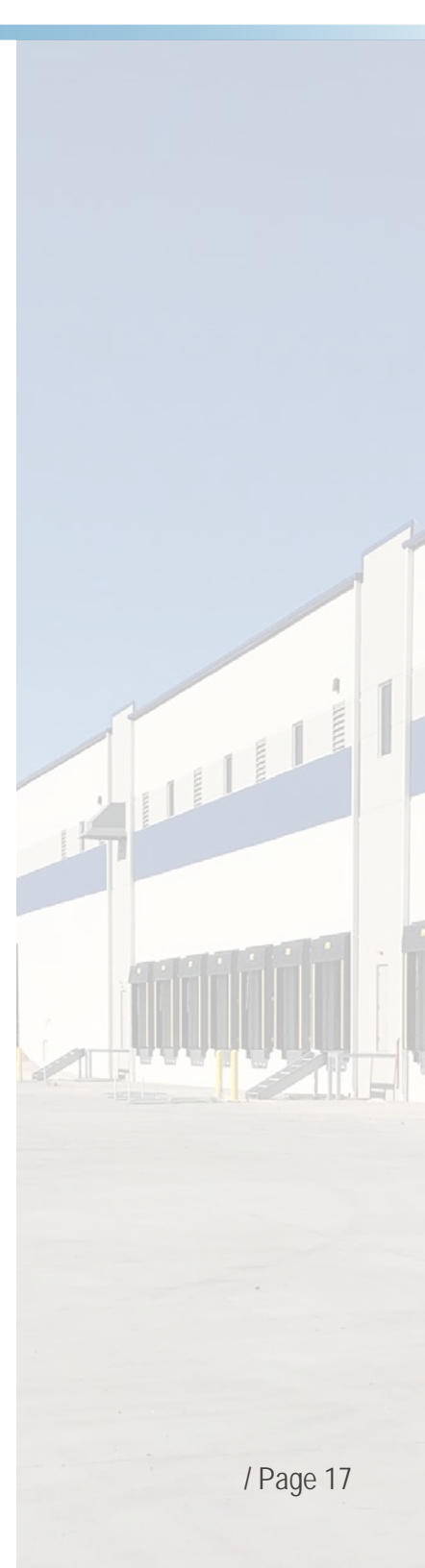
DANA OSTENSON
Executive Vice President

(310) 806-4434
dostenson@industrialrealtygroup.com

Dana A. Ostenson is Executive Vice President at IRG and a member of the executive management team. He has 30 years of real estate, finance and legal experience as an institutional investor, developer, real estate operator and investment banker. At IRG he executes capital raising, asset management and acquisitions.

Previously he served as Managing Director of CMR Capital Group, where he chaired the investment committee, and headed U.S. joint venture investments, acquisitions and asset management. He served as Executive Vice President and Principal of Barker Pacific Group, Inc., a commercial real estate investment and development company. Mr. Ostenson served as Managing Director, Group Head of Johnson Capital's investment banking subsidiary. Prior to that, he was Senior Vice President at Sun America Realty Partners.

He received a B.A. from Lawrence University in Economics and a J. D. from the University of Wisconsin Law School.



OUR TEAM



ONNO STEGER
Senior Vice President

(614) 571-0012
osteger@industrialrealtygroup.com

Onno Steger oversees real estate transactions for a the Industrial Realty Group portfolio. He specializes in commercial real estate sales, leasing, land development and investment. His focus is to insure properties throughout the country are thriving and profitable. Both his experience and keen eye for uncovering value makes him an integral asset to the team.

Prior to joining IRG, Mr. Steger was a partner at Colliers International | Greater Columbus Region. As a real estate broker and Senior Vice President, he was involved in transactions totaling over \$250 million, including a 937,000 square foot deal with Kraft Global Foods and 500,000 square feet with Honeywell. Corp. He has also served as Director of Land Acquisitions and Development for the largest land developer in the State of Ohio.

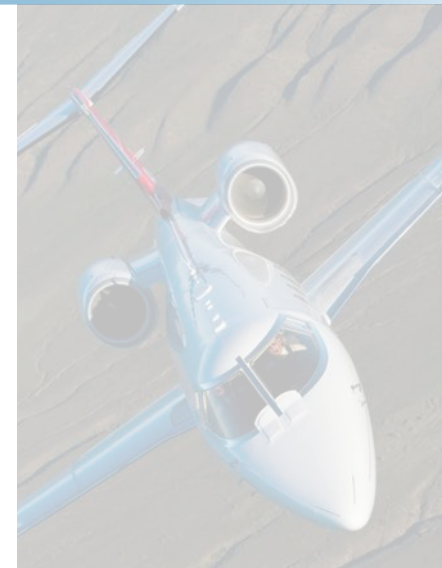


DEBRA HARRELL
Senior Vice President

(562) 712-8004
dharrell@industrialrealtygroup.com

Debra Harrell began her career in property management with Industrial Realty Group (IRG) in 1982. Ms. Harrell's responsibilities included the real estate holding for IRG including a residential co-op, several retail strip centers and warehouse/ industrial properties. As the IRG portfolio grew, her focus narrowed to industrial and adaptive re-use properties across the country. Ms. Harrell's current focus is on acquisitions, development and disposition of IRG's nationwide portfolio.

Ms. Harrell took on one of IRG's major projects, the 8.5 million square foot, McClellan Business Park. During her 8 ½ year tenure at the park, occupancy grew to 240 companies with 14,000 employees on site. McClellan Business Park is now widely considered the national, gold-standard for large military base reuse.



McClellan Business Park

“IRG has been instrumental to the success of McClellan Park... the most successful base reuse project in the country.”

*Paul J. Hahn
Director | County Executive
Sacramento, CA*

OUR TEAM



PETER GOFFSTEIN
Senior Vice President

(513) 404-6401
pgoffstein@industrialrealtygroup.com

Peter Goffstein focuses on proeperty development and the re-positioning of the retail, office, hospitality and residential components of the IRG portfolio, while also pursuing new business opportunities to expand the portfolio.

Prior to joining IRG, he led the acquisition and development efforts for several investment platforms throughout the country. Mr. Goffstein's experience includes joint venture structuring, public and private finance, municipal entitlements and the management of complex legal issues.



DARRELL BOSSERT
Senior Vice President

(440) 539-4160
dbossert@industrialrealtygroup.com

Darrell Bossert, Senior Vice President of Sales and Leasing joined IRG in 2006. His focus has been developing new business for the portfolio. Mr. Bossert works closely with our clients and potential clients to better understand their business process and facility needs. He then utilizes engineers, construction team members and financial analyst to produce creative solutions designed to maximize facility flow and efficiency in their new space or building. Mr. Bossert has placed hundreds on new tenants at IRG properties, which totals more than 35 million square feet in transactions for the company.



OUR TEAM



PHIL COLE
Vice President

(614) 742-7410
pcole@industrialrealtygroup.com

Phil Cole coordinates financing for the acquisition, development and repositioning of primarily industrial properties owned by the company. This entails working with existing lenders, as well as establishing new relationships to obtain the most favorable terms for the company in the market.

Mr. Cole has had a long relationship with IRG, while working in the banking industry as Senior Vice President at Bank of America. His past experience also includes time at US Bank and Fifth Third Bank.



TOM MESSMER
Vice President

(562) 803-4761
tmessmer@industrialrealtygroup.com

Tom Messmer is primarily responsible for developing and managing capital improvement projects, due diligence related to purchases of new properties and property management. One of Mr. Messmer's accomplishments includes managing the Downey Studios project, now known as the Promenade at Downey.

Mr. Messmer joined IRG in 2003 after 24 years with Corning Incorporated where he was Director of Manufacturing and Engineering, Photonic Technologies Division. Previously, Mr. Messmer held several manufacturing and engineering positions Corning Incorporated, including Manager of International Engineering for Consumer Products and Manufacturing Manager for Steuben Glass. Mr. Messmer received a Bachelor of Science degree in Industrial Engineering from SUNY Buffalo and an MBA from Syracuse University.

OUR TEAM



KAYLA DARCY-GOLDRICK
Vice President | Investor Relations

(310) 806-4434
kayla@industrialrealtygroup.com

Kayla Darcy-Goldrick is a certified paralegal, skilled at complex transactions including acquisitions, sales, financing, corporate entity structuring and investor transactions.

Prior to IRG, she spent 11 years with the law firm of Fainsbert Mase Brown & Sussman, LLP focusing primarily on IRG projects. Mrs. Darcy-Goldrick has a Bachelor of Science from the University of Tennessee in Communications and Journalism.



JUSTIN LICHTER
Vice President

(805) 207-1830
jlichter@irgra.com

As Vice President, Justin Lichter is responsible for managing a variety of leadership efforts, which increase profitability across the IRG portfolio. He creates strategies impacting the entire real estate cycle of IRG's properties. During due diligence and acquisition phases, Justin's deep environmental expertise allows IRG to determine a property's value by understanding the ongoing cost of remediation efforts, while complying with governmental standards. As properties join the portfolio, he is heavily involved with both new development and redevelopment planning, as well as influencing property management, financial planning, marketing and leasing efforts.

Justin previously worked for Dorband & Associates, as an environmental consultant for many years. His expertise has led to authoring multiple books and articles in various trade publications. He has a Master's Degree in Environmental Science and Management with focuses on Pollution Prevention and Remediation and Corporate Environmental Management. He also holds a Bachelor's Degrees in Business Economics and Geography



OUR TEAM



LAUREN CRUMRINE
Director of Marketing

(614) 562-9252
lcrumrine@industrialrealtygroup.com

Lauren Crumrine oversees marketing initiatives for the IRG portfolio alongside the leasing, finance and legal teams. Her responsibilities include developing strategic marketing goals, managing digital media platforms, elevating company-wide branding standards and leading national public relations efforts. She also handles internal communications and supports a variety of tenant communications.

Prior to joining IRG, she supported marketing efforts for Colliers International's Industrial, Retail, Land and Investment brokerage teams in Columbus, Ohio and championed video production, digital and social media initiatives. She has also coordinated logistics for television advertising and created copy and social media plans for national campaigns at a Columbus advertising firm. Mrs. Lauren Crumrine graduated Cum Laude from Ohio University with a Bachelor of Arts degree in Journalism.



JON YEE
Senior Analyst

(310) 806-4434
jyee@industrialrealtygroup.com

Jon Yee focuses on acquisitions analysis, financial modeling and due diligence for IRG.

Prior to IRG, Mr. Yee was a Financial Analyst at Intelligent Buildings, a real estate consulting firm based in Charlotte, NC. and also worked in the residential mortgage industry, as a Loan Consultant at Hollywood Funding Corporation, and then as a Loan Analyst at Just Price Solutions. Mr. Yee holds a Bachelor of Arts degree in Economics from UCLA and an MBA with a concentration in Real Estate Development from Kenan-Flagler Business School. He is a LEED Accredited Professional.

OUR TEAM



STUART KLEIN
Senior Analyst

(310) 740-1209
sklein@industrialrealtygroup.com

Stuart Klein is a Senior Analyst at IRG, focusing on acquisitions analysis, financial modeling and due diligence.

Klein was previously an Associate at AEW Capital Management, LP, in Los Angeles, where he provided analytic and strategic support to the Asset Management group, facilitating his team's execution of its ongoing investment goals. He has managed Office, Industrial, Retail, Multi-Family, and Senior-Housing assets on the East and West Coasts. Klein also served as a Macerich property manager for several repositioning assets.

Klein received his MBA with a concentration in real estate finance from USC's Marshall School of Business and a BA in Business-Economics from UC Santa Barbara.

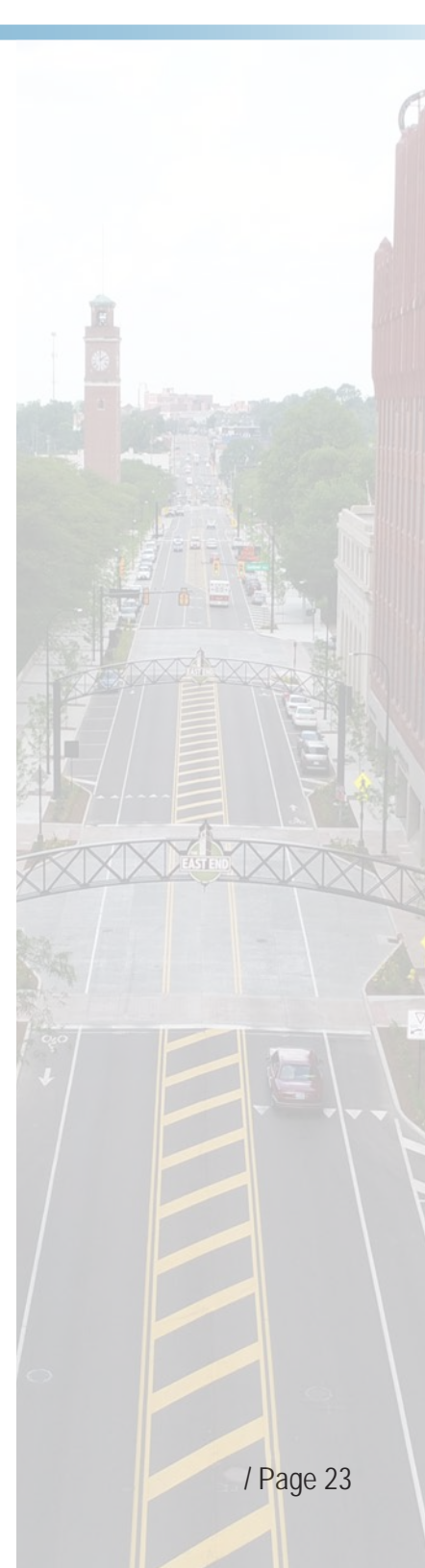


ERIC MACKAY
Financial Analyst

(614) 592-4104
emackay@industrialrealtygroup.com

Eric MacKay supports the financing department during the acquisition, development and repositioning of IRG's properties. His responsibilities include: monitoring and maintaining maturity reports; reviewing loan documents for extension options; analyzing properties; developing pro formas on new and existing properties; improving existing property analysis tools; furnishing information for potential and existing lenders to ensure continued compliance; and coordinating with IRG's officers, directors, and attorneys regarding loan documents and other matters needed to close transactions.

Mr. MacKay has a Bachelor's Degree with a double major in Real Estate & Marketing, with a minor in Professional Selling & Sales Management from the University of Cincinnati's Carl H. Lindner College of Business.



SEEING BEYOND



IRG
Industrial Realty Group, LLC

INDUSTRIAL REALTY GROUP
11111 Santa Monica Boulevard | Suite 800
Los Angeles, CA 90025

(310) 806-4434
www.industrialrealtygroup.com

Solano 360

RFQ Response



PRESENTED TO
James Bezek, General Services Assistant Director | Solano County

PRESENTED BY
Stuart Lichter, President | Industrial Realty Group, LLC
Justin Lichter, Vice President | Industrial Realty Group, LLC
Greg Whitney, Senior Vice President | JLL
Jeff Badstubner, Senior Vice President | JLL

Contents

COVER LETTER 03

RFQ - EVALUATION CRITERIA RESPONSES

FINANCIAL CAPABILITIES 04

PROJECT DEVELOPMENT CONCEPT 05

FISCAL IMPACT 07

KEY CONTACTS

JUSTIN LICHTER
VICE PRESIDENT
IRG

(805) 207-1830

JLICHTER@INDUSTRIALREALTYGROUP.COM

GREG WHITNEY

SENIOR VICE PRESIDENT

JLL

(310) 428-4905

GREG.WHITNEY@AM.JLL.COM

February 27, 2020

Mr. James Bezek
General Services Assistant Director
Solano County
675 Texas Street, Suite 6500
Fairfield, CA 94533

**Re: IRG / JLL Updated Submission of Qualifications
Solano 360 Mixed-Use Site RFQ
Vallejo, California**

Dear Mr. Bezek:

On behalf of Industrial Realty Group, LLC (“IRG”) and JLL, we would like to submit the following supplement to the statement of qualifications for the Solano 360 Mixed-Use site in Vallejo, California.

As the majority of IRG’s properties are held and managed for the long term, IRG prides itself on developing lasting relationships with the local community, and the tenants that occupy their developments. They have redeveloped land and hundreds of vacated properties across the country, resulting in the restoration of thousands of jobs to the communities.

IRG’s vast financial and banking relationships provide support for projects of this magnitude. Additionally, IRG’s internal investment group, revolving lines of credit and established equity partners can provide the capital needed to fund this development and facilitate expedited decision making.

The collective IRG / JLL team is extremely enthusiastic about the opportunity at the Solano 360 site. The property has immense development potential. We look forward to further evaluating the site and working with the city to revitalize it for the community. Please reach out to myself or Justin Lichter, should you require additional information.

Sincerely,

A handwritten signature in black ink, appearing to read "Gregory Whitney". The signature is fluid and cursive, with a large initial "G" and "W".

Gregory Whitney
Senior Vice President – Retail Development
JLL, Inc.



FINANCIAL CAPABILITY

IRG has the ability to work with various funding partners from public agencies, banks, both regional and national, and equity partners, both big and small. This allows us to be nimble and effective in fulfilling our business goals. As with all of our public-private partnerships, we endeavor to create a shared-risk and shared reward environment, thus further aligning our objectives.

With over \$1 Billion of equity in our assets, IRG has access to many financing options. In addition, we recently secured an acquisition line through Goldman Sachs which has increase financing options by \$300 Million.

IRG has major, long-standing relationships for both the debt and equity components of the development. Nationally, IRG has terrific relationships with PNC, Huntington Bank, Bank of America and KeyBank. Over the past 30 years, IRG has borrowed hundreds of millions of dollars. We, as a company, realize the importance of strong banking relationships to execute our business plans.

From an equity perspective, the same can be said. Some of our equity partners include: Morgan Stanley, Pacific Coast Capital Partners and Angelo Gordon. For the McClellan project, IRG partnered with Morgan Stanley Real Estate, to create a nationally recognized example of military base revitalization in America. For the Promenade at Downey project, IRG partnered with PCCP Capital Partners, one of the premier real estate equity firms in the county. In addition, IRG has partnered with Angelo Gordon on an array of industrial projects in multiple states.

**“Their track record for leasing is extraordinary...
To put it simply, they have figured out how to make
projects successful where other could or would not.”**

*Will Dalman
Senior Vice President
Huntington Bank*

PROPOSED DEVELOPMENT PLAN

It is the overall objective of the development team to create a cohesive, thoughtful and balanced community which builds off of a core component – an all-American Main-street and Town Center supported by live/work components that round-out the project narrative and provide a uniquely ‘local’ DNA to a year round destination. Components envisioned are as follows:

Six Flags Branded Indoor Water Park and Destination Hotel

A Six Flags Discovery Park themed indoor water park and hotel located on the northern portion of the EC zone will be the initial focus of development for the Solano 360 property. This year-round attraction will provide a secondary destination to the Six Flags park, enhancing overall visitation and extending patrons stay and spend on property. The addition of a hospitality component on the Solano 360 site opens the possibility of attracting other elements to the property including club sports facilities, touring entertainment/concerts, annual festivals and other special event programming that would utilize or peripherally support the County Fairgrounds site.

Entertainment Mixed-Use Development

An entertainment mixed-use “town center” will be the focal point of the Solano 360 development. Located along an authentic “city” street and adjacent to a central water feature, restaurant, entertainment, retail and residential uses will form a pedestrian oriented district at the heart of the project. Culinary destinations to suit every taste and occasion, unique entertainment that encourages friendly competitive socializing, artisan shops that engage and encourage a sense of exploration will all combine to form a vibrant social epicenter.

The town center will provide an additive attraction to Discovery Kingdom on operating days extending the park experience outside of gated attractions. On non-operating days, the town center spine will support the on-site multi-family housing and become a dining and entertainment destination for the greater Vallejo community. The town center will be the “connective fabric” that ties together the enhanced programming envisioned for the “Fairgrounds of the Future” to the other destination elements on and neighboring the site in one cohesive interactive development. Special events, farmers markets, live concerts, outdoor movie screenings, endless possibilities and programming opportunities punctuated by a unique offering of food and beverage to bring it all together. Imagine farm to table dining a community garden away. Baristas, brewers, mixologists and sommeliers all working in tandem. An engaging destination supplying a competitive nexus of social interaction.

**Order and types of development subject to change due to market demand and further understanding of the site.*

USES COULD INCLUDE:

- Indoor Branded Water Park
- Destination Hotel with event capability
- Restaurant/bar
- Social Golf
- Surface Parking



USES COULD INCLUDE:

- Social bowling/competitive entertainment
- Dine-in/specialty theater
- Unique restaurants and fast casual dining options
- Regional brewery/distillery/winery
- Artisan coffee roaster/juicery
- Sports bar
- Unique retail shops
- Creative office
- Multi-family residential (above retail)
- Surface parking



PROPOSED DEVELOPMENT PLAN

(CONTINUED)

Entertainment Mixed-Use Development Expansion

Future development will include a logical extension and expansion of the town center increasing density and developing new mixed-use retail/entertainment and multi-family residential elements. A shift in the character of uses adjacent to the fairgrounds is likely to support a more destination oriented, artisanal mix of uses and supportive housing.

Entertainment Commercial Zone Expansion

An extension and expansion of entertainment-based uses to round out development. Active entertainment and sports-oriented uses further solidify the destination nature of the site. Consolidation of surface parking to structured parking allow for increased density and the introduction of additional multifamily residential uses with lake/creek views and proximity to the “town center” district. Public sports fields with convertible uses could occupy the Handlery Property as an option.

USES COULD INCLUDE:

- Expanded entertainment uses
- Small format live entertainment venue
- Local café and fast casual restaurants
- Art/music studio
- **Small format fitness**
- Amenity retail
- Artisan workshops
- Multi-family residential
- Structured Parking



USES COULD INCLUDE:

- Action sports facility/indoor karting
- Social Golf (If not executed earlier)
- Indoor sports facilities
- Fast casual restaurants
- Multi-family residential
- Structured Parking



**Order and types of development subject to change due to market demand and further understanding of the site.*

JOB CREATION

Every project IRG works on begins with finding the right local team to understand the property, community and labor force. IRG's operating plan is to hire locally, with rare exceptions for a skills set which can not be found in the area. Upon acquiring a property or during due diligence, IRG identifies and builds relationships with key site personnel. These retained experts have deep institutional knowledge about the property's past and can support the site's future vision. We then secure vetted, local architects, civil engineers, wetlands experts, construction companies and service companies. Companies with experience working on the site are often selected. Over the years, we have realized there is great savings and efficiencies in using the experts who have experience navigating and working on the subject site. The team anticipates that as many of these newly-created jobs would be locally sourced.

In the commercial real estate industry, IRG is known for their successful track record; taking challenging assets and creating tremendous value. The company has developed deep, long-standing relationships with key entities including local and national economic development officials, high-profile tenants, financial institutions and leaders in emerging industries.

Whenever possible, IRG utilizes local, third parties to foster job creation and prosperity near its properties. We consider investing into the physical property and local labor force, a "win-win" for both IRG and the surrounding community, encouraging economic prosperity. Our team anticipates the Solano site will create thousands of jobs from construction and into post-development phases.



PUBLIC PARTNERSHIPS

IRG has long-established experience with supporting environmentally challenged properties and has led efforts at complex formerly federalized sites. As a leader in the conversion and privatization of federal properties, including closed military bases, IRG owns and is master developer of three closed military bases, a former NASA manufacturing facility and a closed Veterans Affairs complex. IRG has also worked extensively with local, state and national government entities to locate tenants, secure incentives and solve problems that others simply were unable to resolve.



**“...Outstanding in reusing these facilities not only to *draw new business...*
but to *adapt existing buildings to enhance the surrounding area.*”**

*Donald L. Plusquellic
Mayor
Akron, Ohio*

McClellan Park

SACRAMENTO | CA

8.5 Million SF | 3,000 Acres

OPPORTUNITY

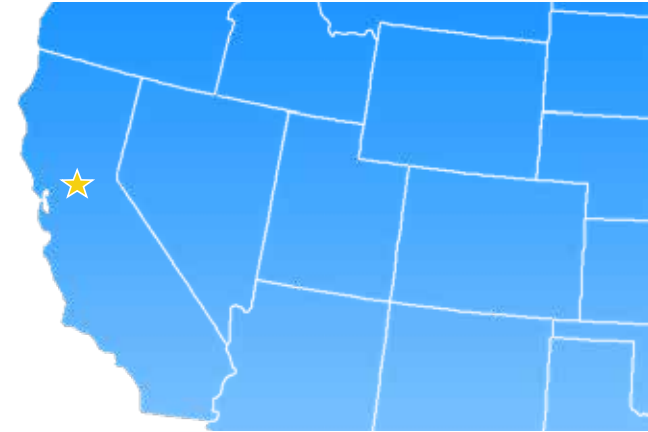
The McClellan Air Force base, which stretches 8.5 million sq. ft. and 3,000-acres, once supplied major logistical, repair and maintenance support on the West Coast for World War II, The Korean War, The Vietnam War and Operation Desert Shield/Storm. After being outbid by Hill Air Force Base in Ogden, Utah to perform aircraft overhauls, the base officially closed in 2001. In 2000, IRG purchased the California facility at a time when it was still a restricted access location.

OUTCOME

IRG invested more than \$200 million into revitalizing the site and re-branding the property as McClellan Park. This included repurposing older buildings and constructing new buildings in key locations. The environmental clean up was significant. The responsibility and cost was transferred to IRG, who continues to indirectly aid the base by managing \$1.2 billion in environmental remediation work.

The collective redevelopment activities led to a successful conversion. The property now features 155 industrial buildings and 35 warehouses. Of those buildings, IRG operates industrial/office space, air museum, chapel, dormitories, hotel, conference center, base exchange and veterans' services, recreational facilities and an airport. The real estate team leased up many of the property's vacancies. More than 240 companies moved to the park in Sacramento, which became home to 14,000 employees.

After millions of dollars in renovation and environmental remediation, McClellan Park is now widely considered the national gold-standard for large military base reuse.



“IRG has been instrumental to the success of McClellan Park.”

“IRG is a very professional organization with excellence in project design and management, governmental and tenant relations, and construction management.”

*Paul J. Hahn
Director
Department of Economic Development
County of Sacramento*

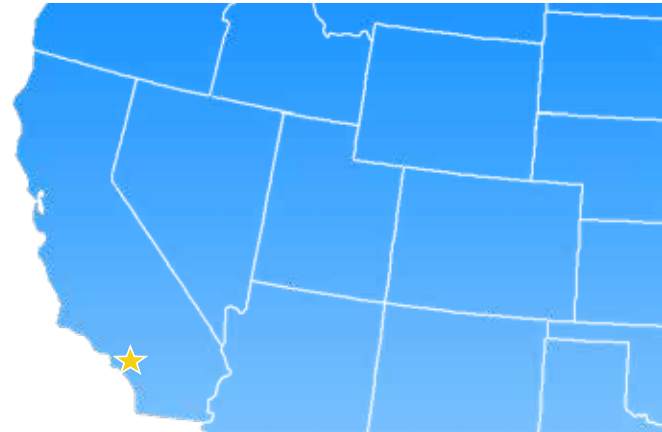


Promenade at Downey

Downey | CA

1.5 Million SF | 80 Acres

MASTER DEVELOPMENT, ACQUISITION, FACILITY
MANAGEMENT & LEASING



OPPORTUNITY

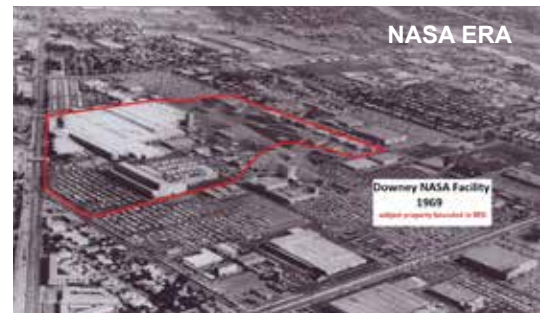
In 1961, NASA began manufacturing components for the Saturn and Apollo spacecraft missions on the North American Aviation campus in Downey, CA. After its closure, IRG purchased and led redevelopment and remediation at the site, converting it into one of the largest movie production facilities in California (2003 – 2012), and producing blockbusters such as Iron Man, Indiana Jones and Spiderman. Over time, with advances in technology, this large studio space was no longer needed.

The site not only grew to have issues with marketability, but also had extensive environmental concerns. This included VOC spills from on site manufacturing in the NASA era, which led to leakage into an underlying aquifer, as well as some migration from neighboring sites that once supported the facility. A new plan was developed to address both concerns. Demolition of Downey Studios began in January 2012 in preparation for a new, class A, mixed-use retail, restaurant, entertainment and office space.

OUTCOME

In 2016 construction was completed at The Promenade at Downey, revealing a 450,000 square entertainment and shopping destination featuring a pedestrian-oriented design, outdoor seating, Wi-Fi, fireplaces, and playgrounds, with access to a wide array of shops and restaurants, a state-of-the-art movie theater, and a health club. As developer and adaptive reuse expert, IRG also renovated the 1940's office buildings on the property designed by Gordon Kaufmann.

Throughout their ownership of the property, IRG executed millions of dollars in extensive remediation including 14 years of bio remediation and injections to reduce high VOC levels in the groundwater; removal of more than 1 million square feet of asbestos; and removal of various other toxic substances from the site.



The Goodyear Tire & Rubber Company

AKRON | OH

5 MILLION SF | 400 ACRES

MASTER DEVELOPMENT, ACQUISITION, FACILITY MANAGEMENT & LEASING

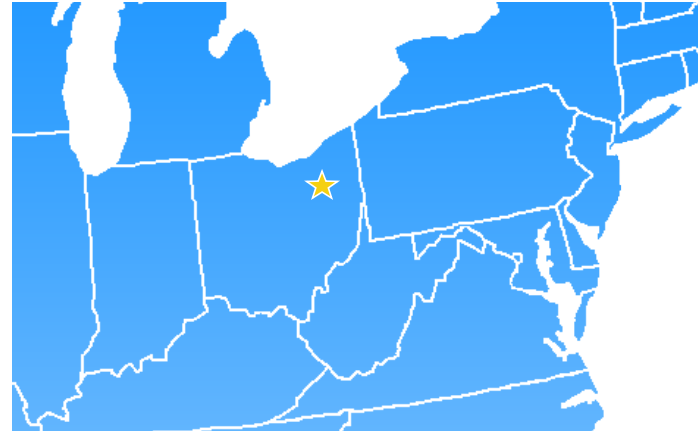
OPPORTUNITY

Goodyear Tire and Rubber Company is one of the largest tire makers in the world, with their World Headquarters located in Akron, Ohio. The campus included 5 million square feet and more than 400 acres of property. As the company contracted, Goodyear found their space to be inefficient and considered leaving Akron. IRG created a comprehensive strategy to keep Goodyear in the city. As the project's master developer, their plan involved consolidating Goodyear's operations and building a new, 642,000 square foot World Headquarters building; purchasing the remaining campus area; controlling the headquarter and campus construction/renovation (while considering preservation efforts); and repositioning the remainder of the site.

OUTCOME

The redevelopment strategy and company transition for Goodyear was seamless. IRG's expert team created a new vision for the company and the iconic area, re-branding it The East End. The East End became a live, work, play environment with loft-style apartments, office space, retail stores, restaurants, theater, gymnasium and a Hilton Garden Inn hotel (the first new hotel inside Akron city limits since 1980). Not only did these efforts benefit Goodyear, the City of Akron retained thousands of jobs that would have been lost and now enjoys the significant economic investments made by IRG including an improved street-scape along one of the city's main corridors.

The East End has become an economic and social center for the city. The project's award-winning, loft-style apartments remain extremely popular with a 97% occupancy rate. In 2018, Akron-based health insurance company, SummaHealth moved to the site, retaining 300 jobs in the city. Also in 2018, B&W announced it would move the company's world headquarters and 700 employees to the site. A new retail strip center was created to align with the architectural integrity of the property and is now home to bustling Starbucks and Handel's Ice Cream stores. The East End has gained national media attention from The Wall Street Journal and Forbes Magazine and received dozens of industry accolades for its highly-unique, adaptive re-use approach.





JOHNSON CONTROLS HALL OF FAME VILLAGE

Once completed, the Johnson Controls Pro Football Hall of Fame Village will be a multi-use center, featuring a world-class hotel and conference center, an Academy of Excellence (corporate team building center), a Center of Athletic Performance & Safety, youth football fields, retail space, thematic restaurants, and residences for Hall of Famers and NFL Legends.

Investors believe these efforts will catapult the center, built in 1963, into a theme park destination for NFL fans and players alike. The multi-phased project will include fan engagement opportunities offering interactive games and rides developed by industry leader, Thinkwell. Johnson Controls announced a historic, 18-year naming rights deal in 2016, worth more than \$100 million and resulting in the creation of the first ever “smart city.” The venture could be the largest tourism investment in Ohio’s history.





IRG
Industrial Realty Group, LLC

