

WESTFIELD HAWTHORN - PROPOSED PROJECT NARRATIVE

Westfield Hawthorn is pleased to propose the following revitalization project for the regional shopping mall located at the northwest corner of Illinois Route 60 and Milwaukee Avenue, Vernon Hills, Illinois: an expansion of the northeast corner of the shopping mall, between Sears and JCPenney, with a new, state-of-the-art movie theater and several restaurant and retail spaces; significant renovation of three mall entries; and the upgrading and addition of exterior wayfinding signs.

The proposed revitalization embodies Westfield's commitment to provide a more convenient and diverse shopping experience for our customers. The goal is not only to remain competitive but to set a new standard for shopping in the region, and expand the primary trade area by enhancing the existing shopping center with new, inviting improvements and incentivizing customers to stay longer and visit Westfield Hawthorn more often.

The following describes the proposed project in more detail.

Northeast Section of the Shopping Mall - Cinema / Restaurants

Westfield proposes to expand the northeast section of the shopping mall between Sears and JCPenney by building approximately 18,000 SF of new restaurant and retail spaces at grade level along with a 45,000 SF state-of-the-art cinema complex located above. The expansion will include a new mall entrance and an inviting common area lobby. From the lobby, a set of new escalators and elevator will transport movie-goers from the common area straight to the box office and cinema lobby above. Other customers can enjoy the new restaurants or continue into the mall toward existing shops and food court.

The cinema will include 12 screens with 1,600 stadium-style seats. The theaters will have the latest movie and sound technology. In addition to a modern concession area, the cinema operator proposes to build a separate lounge area, where alcoholic beverages will be served.

The new restaurants to be located at grade level will include patio dining during the warmer weather months. Additionally, Westfield plans to offer valet parking at the new mall entrance to service the new restaurants and cinema.

Because the proposed project at the northeast section of the shopping mall is located more than 1,000 feet from the nearest major thoroughfare, Milwaukee Avenue, Westfield and its tenants will require greater signage in number and size than is typical for a standard retail facility. Westfield is also looking to add two media panels on the face of the cinema building – north and east elevations of the building – for advertising

purposes.

Southeast and Southwest Shopping Mall Entries

Currently, the two retail spaces adjacent to the southeast shopping mall entrance are vacant. Westfield is actively negotiating with several tenants that operate varying uses – restaurants, entertainment and fitness. Some of the prospective tenants may occupy up to 40,000 SF of existing leasable area. In the southwest corner of the property, Westfield is actively negotiating with a restaurant operator to occupy the former Ruby Tuesday's space in order to expand the dining options at Hawthorn.

In order to create better visibility to the proposed restaurant at the southwest corner of the mall and improve the overall look of the mall entrances, Westfield proposes to remove the existing white entry canopies at both southeast and southwest mall entrances and enhance them with more light, transparency and signage. Westfield's plans also provide for patio dining and valet parking at both locations.

With the southeast and southwest corners of the shopping mall located more than 700 feet and 450 feet, respectively, from Illinois Route 60 (Townline Road), Westfield and its prospective tenants will require greater signage in number and size than is typical for a standard retail facility.

Northwest Entry

Because this location does not have any sight lines to Townline Road or Milwaukee Avenue, Westfield is not proposing to take down this canopy. However, to be consistent with the other three entries, Westfield proposes renovating this entry by replacing the fascia and signage with a similar design proposed on the other entries. A curb cut is being proposed to allow for a valet parking drop-off area.

Exterior Site Signage

Westfield believes a positive customer shopping experience starts with the ease in navigating the shopping mall from the first point of entry. Westfield proposes to implement a new exterior directional sign program that not only captures the shopper's attention from the main roads, but provides easy navigation as the shopper enters the property.

Westfield Hawthorn is located behind a 55,000 SF office building, and two retail pad buildings on the corner of two major streets – Route 60 and Milwaukee Avenue. As this regional shopping mall expands its trade area and becomes more of a destination for shopping and entertainment, it will be critical for those shoppers not familiar with the area to easily find the shopping mall from major thoroughfares. Therefore, Westfield proposes erecting a 48-foot tall, and 16-foot wide, monument-style entrance sign at the mall access drives off of Route 60 and Milwaukee Avenue.

The two proposed monument signs will have the names of the four existing department stores, the new cinema and any mini-major tenant. The monument signs are proposed to be double-faced and include an 18-foot tall, and 13-foot wide, LED digital panel on each face. Westfield proposes that the LED panels have full-motion display capabilities in order to run advertisements. Westfield will use the income generated from the advertisements to help fund the overall project cost.

In addition, the site monument signs currently located throughout the property are proposed to be replaced with signs similar in size and shape, but with a new design. Also, all existing ring road directional signs will be replaced with slightly bigger frames in order to accommodate larger letter sizes. The larger letters will make it easier for drivers to read and navigate the parking lots. Ring road directional signs will have a design consistent with all other new exterior signs.

Westfield is confident that the above improvements, in the aggregate, will improve the image and identity of Westfield Hawthorn and enhance it as a regional destination.

Economic Incentive Program

Westfield considers itself and the Village of Vernon Hills as partners in economic development. Given the current economic situation impacting the region, and the status of the mall, Westfield is seeking financial assistance from the Village for this project in the form of a sales tax sharing agreement. The incentive program will help offset Westfield's substantial capital requirements necessary to make the proposed improvements and attract key tenants. The proposed changes indicated above will create new jobs, increase customer visits to both Westfield Hawthorn and Vernon Hills, promote the economic development of the property and increase the tax base for the Village in the years to come.



WESTFIELD HAWTHORN : PROPOSED CINEMA + RETAIL
CONCEPT DESIGN

10.07.2011

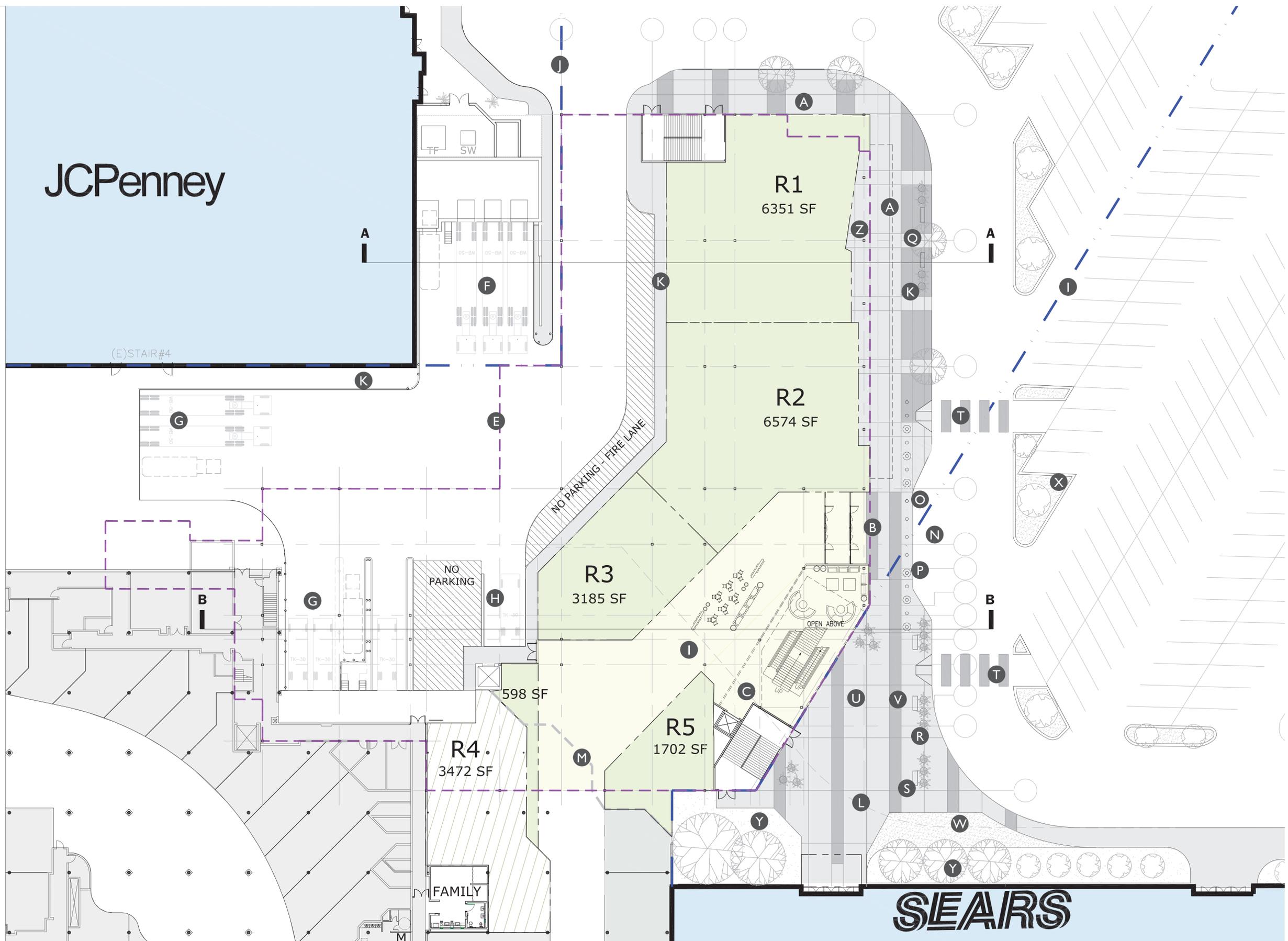




- A. EXTENT OF DINING PATIO
- B. ENTRY
- C. CINEMA LOBBY
- D. RING ROAD
- E. CINEMA ABOVE
- F. (E) JCPENNY LOADING
- G. MALL LOADING
- H. CINEMA LOADING
- I. SEARS PROPERTY LINE
- J. JCPENNY PROPERTY LINE
- K. SIDE WALK
- L. (E) SIDE WALK
- M. (E) MALL LINE
- N. PASSENGER DROP OFF AREA
- O. STAINLESS STEEL BOLLARDS
(12 SHOWN)
- P. LIGHT POLE CYLINDER STYLE STAINLESS STEEL
BASE WITH TRANSLUCENT ACRYLIC DIFFUSER (6
SHOWN)
- Q. 6' X6' TREE WELL PLANTING AREA
- R. 36" DIA. LANDSCAPE POT
- S. 72" L. BENCKH
- T. CROSS WALK LOCATION
- U. CONCRETE BROOM FINISH EXACT COLOR TBD.
- V. EXPOSED AGGREGATE CONCRETE PAVING
ACCENT STRIPE DARK COLOR/EXACT COLOR TBD.
- W. EXPANDED PLANTING AREA @ SEARS
- X. RECONFIGURED PARKING ISLANDS
- Y. EXISTING PLANTING AREA @ SEARS
- Z. ROUND COLUMN COVER IN 2'-6" DIA.

- PROPOSED CINEMA
- PROPOSED RETAIL
- NEW MALL COMMON AREA
- EXISTING ANCHOR
- EXISTING RETAIL

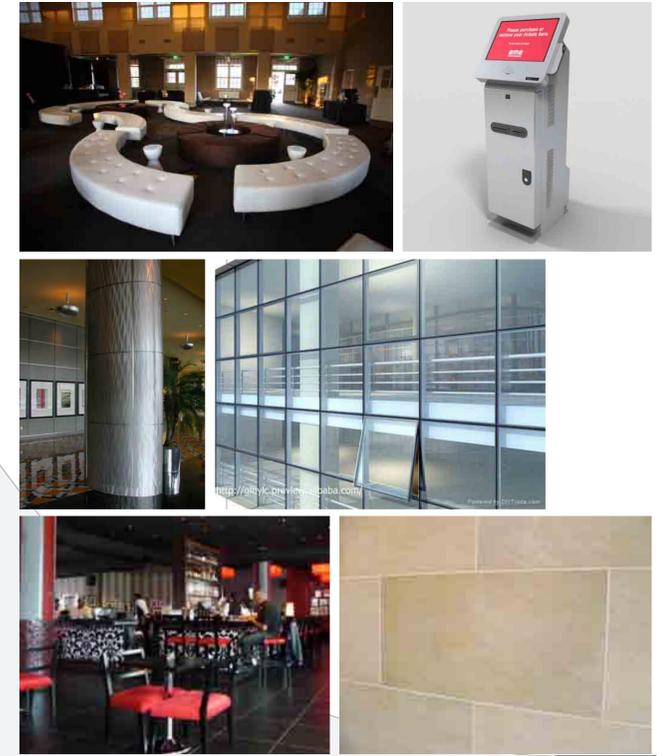
0 20 40 60'



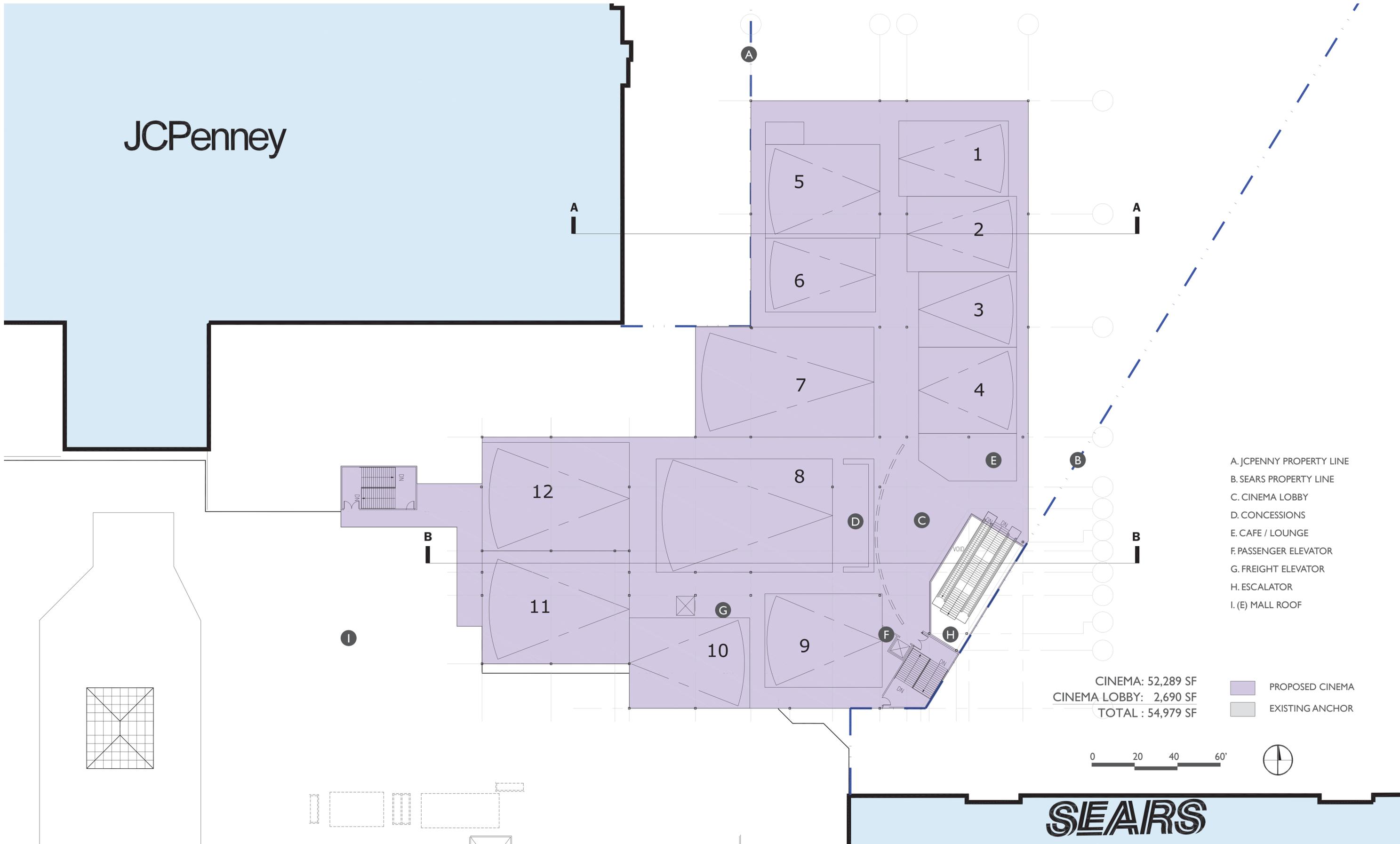




- A. CINEMA COLUMN LOCATION - PROPOSED - FINAL LOCATIONS PENDING FINAL CINEMA LAYOUT AND STRUCTURAL REVIEW
- B. LOCATION OF ROLL-DOWN FIRE SEPERATION DOOR ABOVE
- C. LINE OF FLOOR OPENING ABOVE
- D. ABO'S PROPOSED LOCATION
- E. CAFÉ SEATING
- F. LOUNGE SEATING
- G. LOUNGE SEATING AND WAITING AREA WITH SPONSORED WIFI
- H. RECESSED / FLUSH ALIGNED WALK-OFF MAT AT ENTRY VESTIBULE
- I. ENTRY VESTIBULE
- J. 2 LEVEL HIGH GLASS FACADE / CURTAIN WALL
- K. NEW PORCELAIN FLOOR TILE - LIGHT COLOR TO COORDINATE WITH ADJACENT EXISTING LIGHT TILE
- L. NEW PORCELAIN FLOOR TILE - MIDIUUM COLOR TO COORDINATE WITH ADJACENT EXISTING MEDIUM TILE
- M. POTENTIAL 2 LEVEL AD PANEL LOCATION OR ALTERNATE TEXTURED DECORATIVE PANEL
- N. 2'6" DIA. METAL COLUMN COVERS WITH CAST STONE BASE
- O. RETAIL TENANT LEASE LINE
- P. PASSENGER ELEVATOR TO THEATER LOBBY
- Q. PARCEL LINE



JCPenney



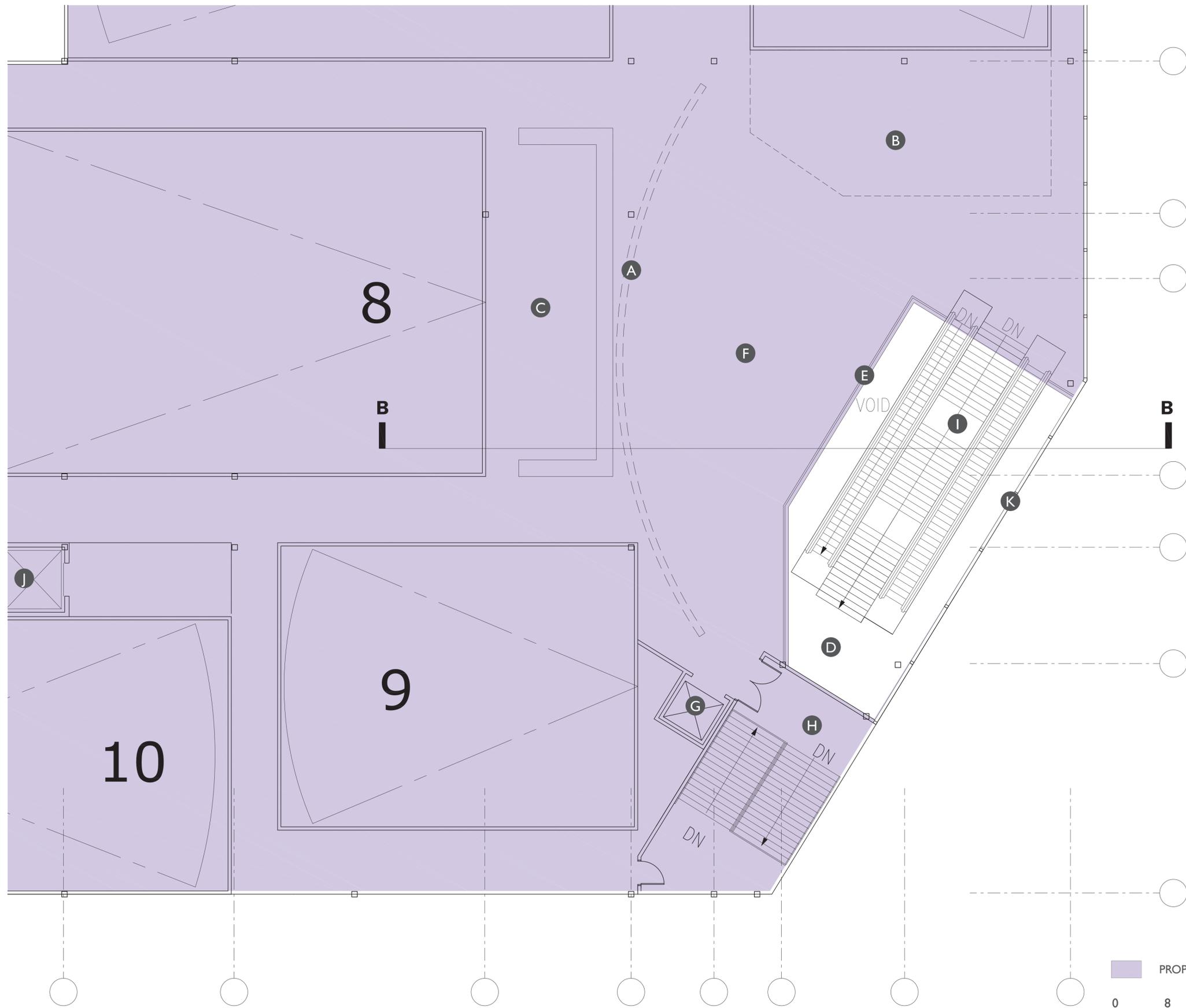
- A. JCPENNEY PROPERTY LINE
- B. SEARS PROPERTY LINE
- C. CINEMA LOBBY
- D. CONCESSIONS
- E. CAFE / LOUNGE
- F. PASSENGER ELEVATOR
- G. FREIGHT ELEVATOR
- H. ESCALATOR
- I. (E) MALL ROOF

CINEMA: 52,289 SF
 CINEMA LOBBY: 2,690 SF
 TOTAL : 54,979 SF

- PROPOSED CINEMA
- EXISTING ANCHOR

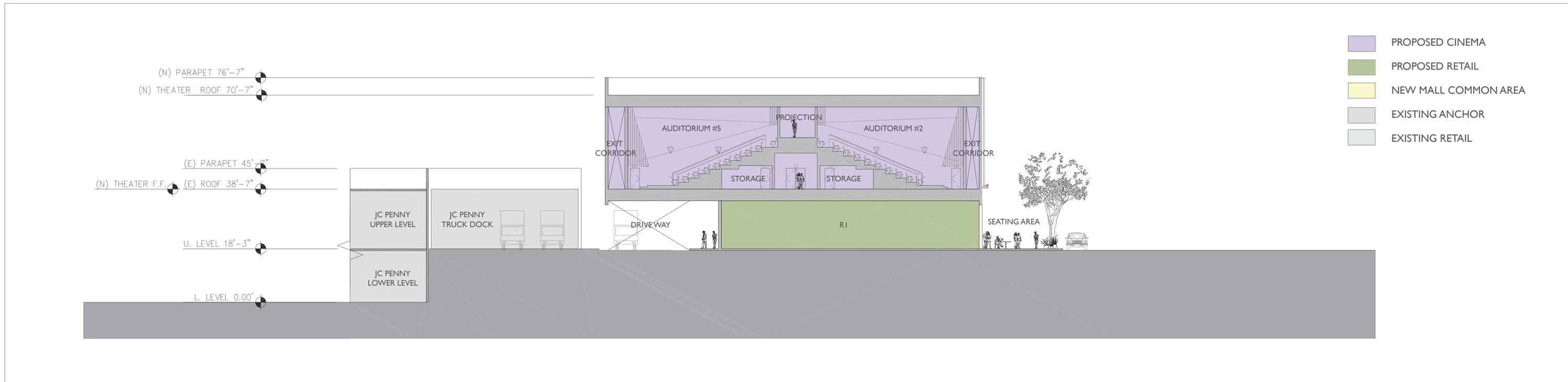


SEARS



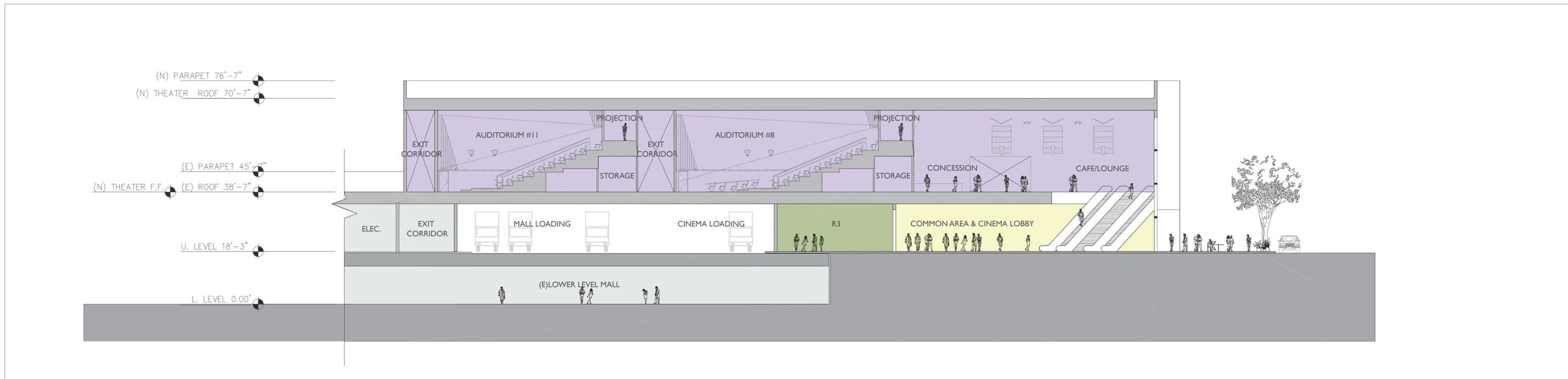
- A. CINEMA LOBBY FEATURE SCREEN (ABOVE)
- B. CAFE TENANT LOCATION-STORE, FIXTURE
LAYOUT AND SEATING LAYOUT TO BE DETERMINED
- C. CONCESSION AREA
- D. OPEN TO BELOW
- E. GUARD RAIL AND BULKHEAD
- F. CINEMA LOBBY
- G. PASSENGER LOBBY
- H. EXIT STAIR
- I. ESCALATOR
- J. FREIGHT ELEVATOR
- K. NEW CURTAIN WALL SYSTEM





- PROPOSED CINEMA
- PROPOSED RETAIL
- NEW MALL COMMON AREA
- EXISTING ANCHOR
- EXISTING RETAIL

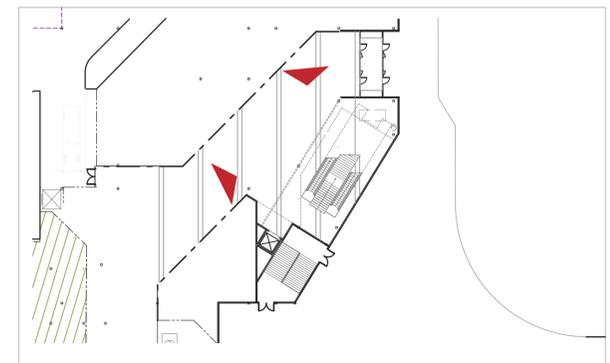
0 16 32 48' SECTION A-A



0 16 32 48' SECTION B-B









Translucent vinyl die-cut graphic apply directly to panel, with UV protection

Static media panel, with back lit or up light

Fabricated aluminum letters with face lit, paint to match P-1

3'-0"



Scale: 1"=1'-0"

SIGN SPECIFICATION

BACK: 0.090" ALUMINUM

RETURNS: 0.090" ALUMINUM INTERIORS PAINTED WHITE, EXTERIORS PAINTED AKZO 409-D4 RED

RETAINERS: 0.1" PAINTED AKZO 409-D4 RED

FACES: USE 0.177" WHITE HIGH IMPACT RESISTANT ACRYLIC WITH 3M #3630-43 TRANSLUCENT TOMATO RED VINYL ON FIRST SURFACE

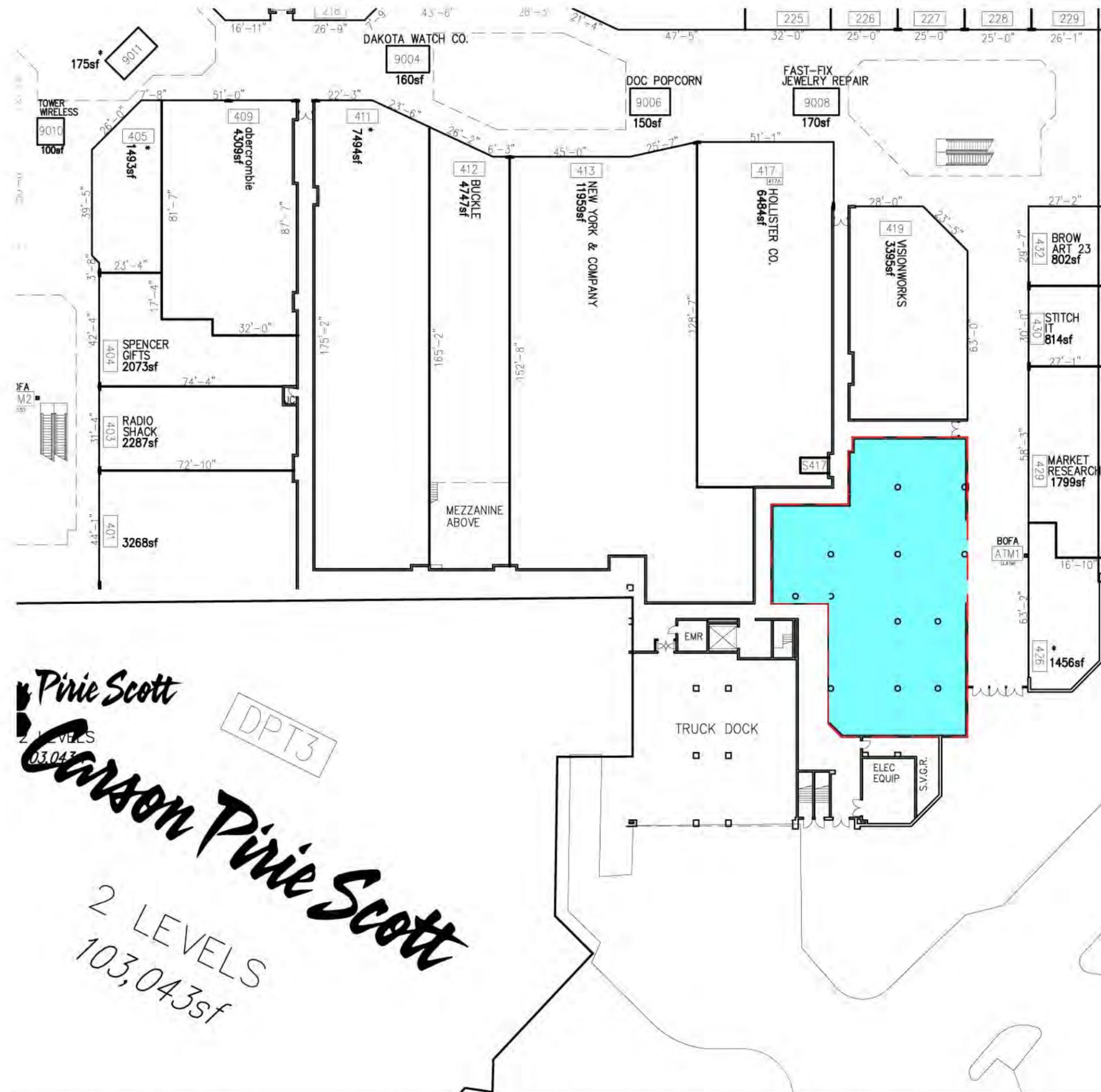
ILLUMINATION: CLEAR RED LED'S



Westfield Design
11601 Wilshire Blvd. 11th Floor
Los Angeles, CA 90025

PROPOSED VIEW FROM THE SOUTHWEST





SIEAARS

2 LEVELS
229,606sf

SIEAARS

2 LEVELS
229,606sf

Pirie Scott
2 LEVELS
103,043sf
Carson Pirie Scott

DPT3

TRUCK DOCK

ELEC EQUIP

S.V.G.R.

0' 40'





Westfield Design | 03.15.2012

Westfield Hawthorn

Comprehensive Site Signage Package



AKZO NOBEL
SIKKENS
508-6C



AKZO NOBEL
SIKKENS
492-3A



MATTHEWS PAINT
48 MP13795 GRAYNOLA



WESTFIELD RED
PANTONE
485 C
MP 41335 SP



MP04991 Brown County

COLOR SPEC

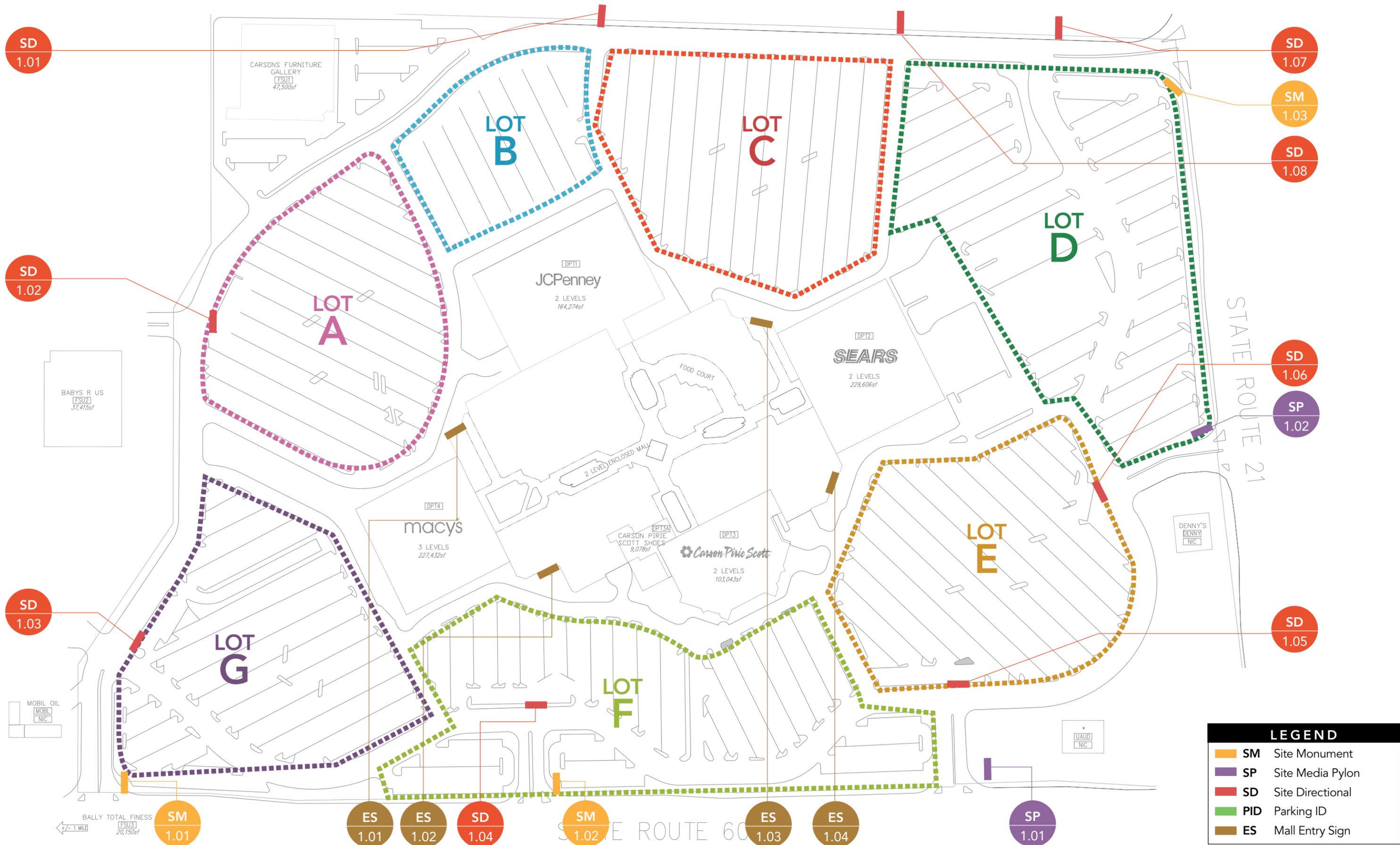
A B C D E F G H I J K L M N O P Q R S T U V W X Y Z
a b c d e f g h i j k l m n o p q r s t u v w x y z

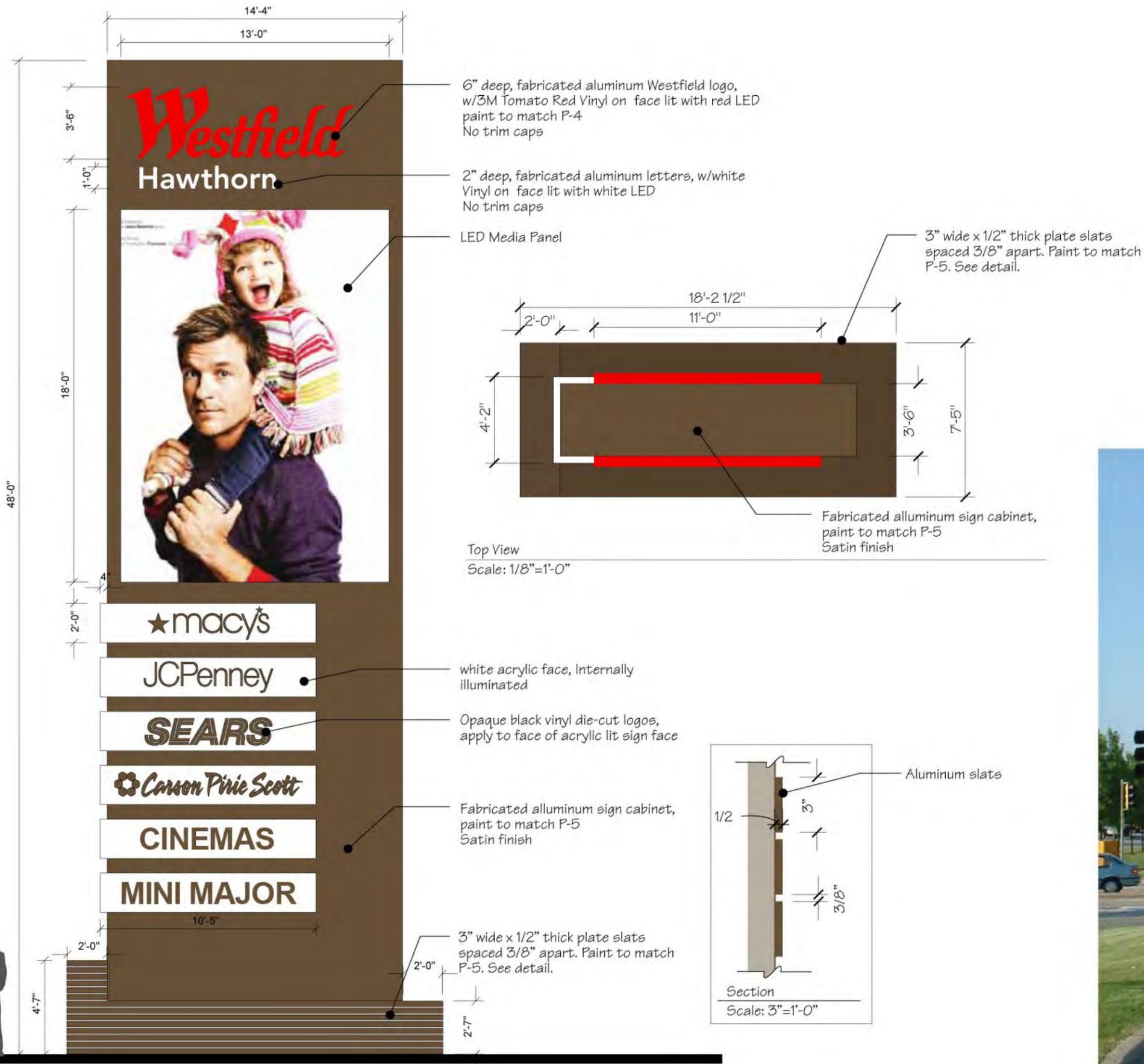
AVENIR 65MEDIUM - 90%CONDENSE

A B C D E F G H I J K L M N O P Q R S T U V W X Y Z
a b c d e f g h i j k l m n o p q r s t u v w x y z

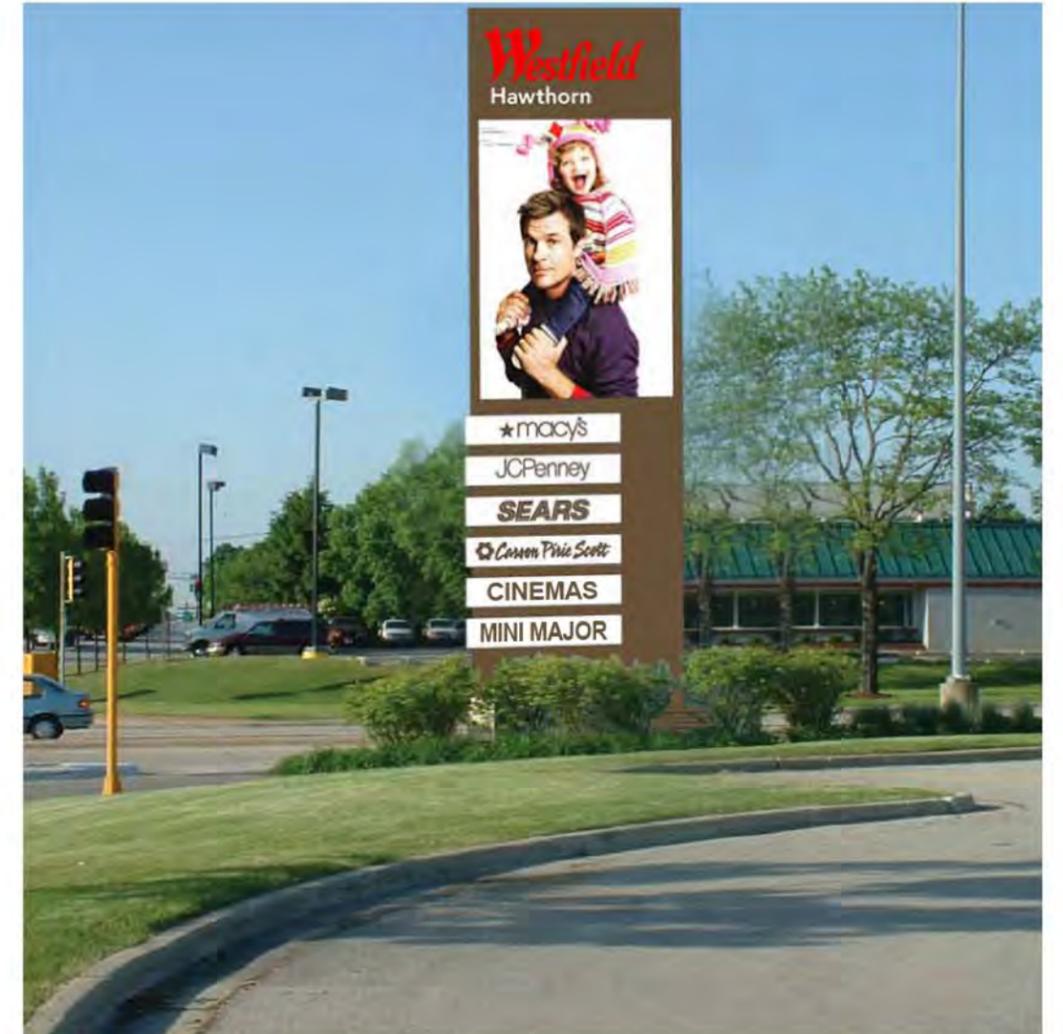
AVENIR 45BOOK

FONT



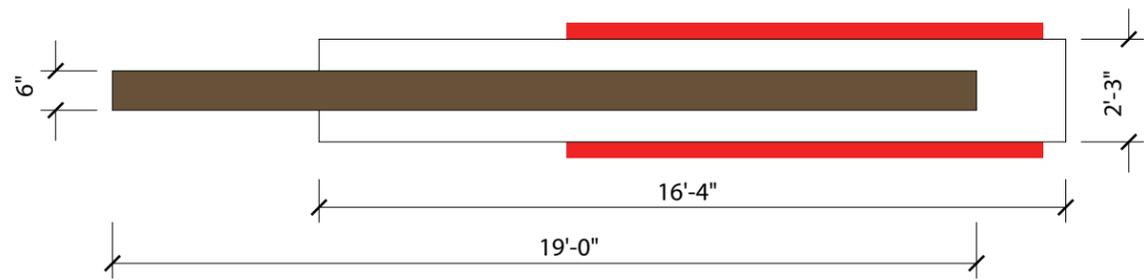


Existing



Proposed

Site Pylon
Scale: 1/8"=1'-0"



Plan View
Scale: 1/4"=1'-0"



Existing



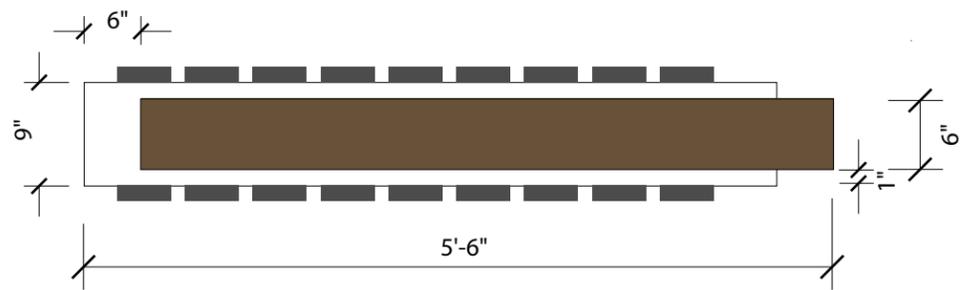
Proposed



SIDE A

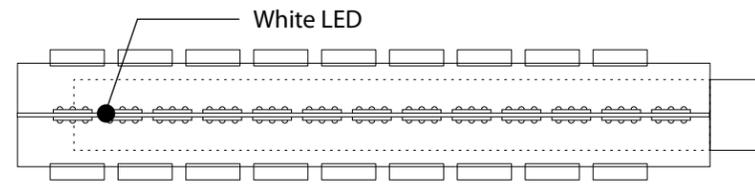
Pylon Sign
Scale: 1/4"=1'-0"

Side View
Scale: 1/4"=1'-0"



Top View

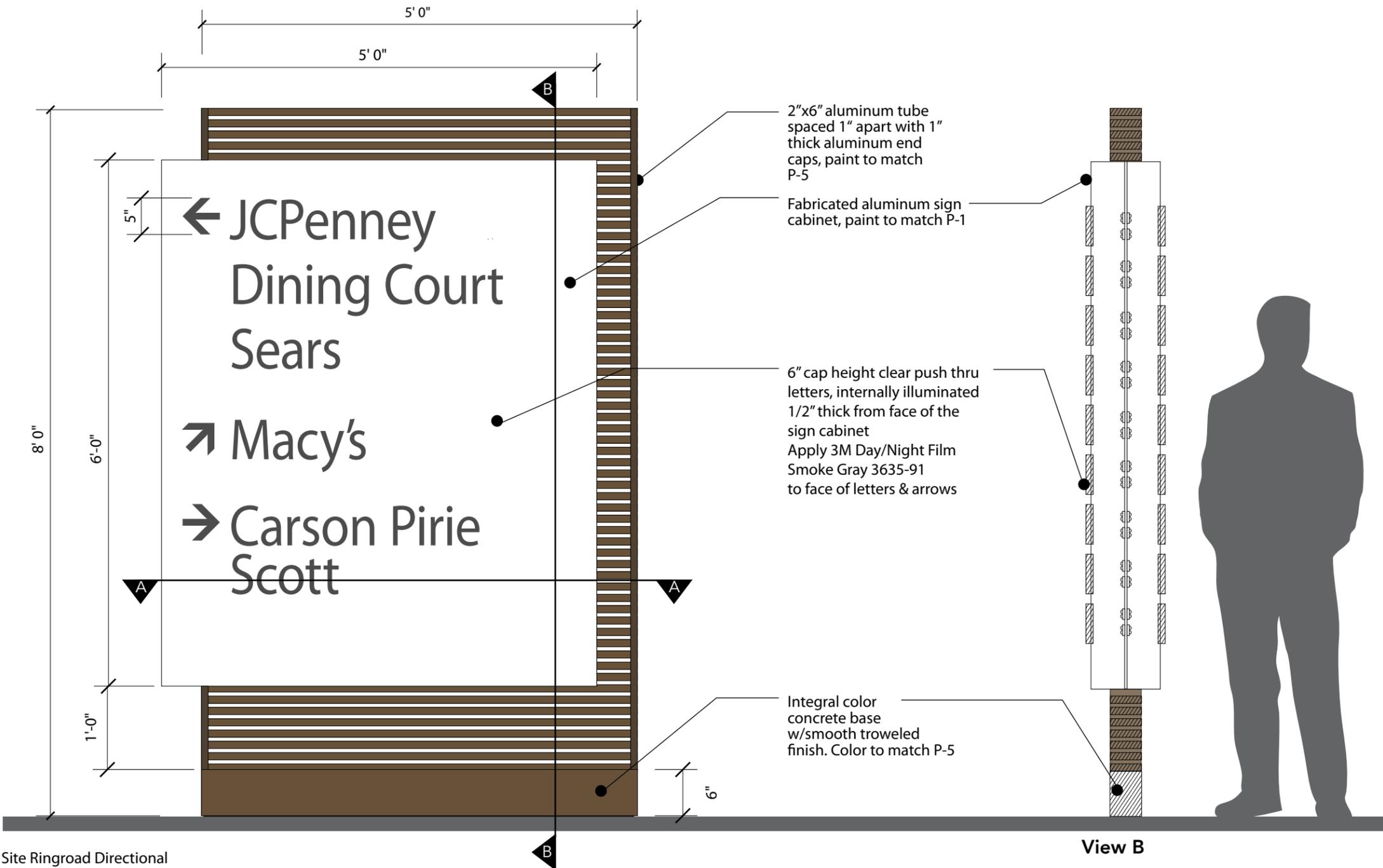
Scale: 3/4"=1'-0"



View A



Existing



Site Ringroad Directional

Scale: 3/4"=1'-0"



Proposed