

EXHIBIT J

COMMERCIAL FRONTAGE ROAD ULTIMATE IMPROVEMENT
ACCESS AND DESIGN RELATED REQUIREMENTS

A. Functional Classification.

The Commercial Frontage Road Ultimate Improvement shall be classified as an "Urban Major Collector Road" pursuant to the Administrative Policies of the Illinois Department of Transportation's Bureau of Local Roads and Streets (the "Administrative Policies").

B. General Design Standards.

The Commercial Frontage Road Ultimate Improvement shall be constructed, installed, designed, and maintained in accordance with Administrative Policies unless explicitly (i) provided otherwise in this Agreement, in this Exhibit, or in the schematic plan attached as Attachment 1 to this Exhibit, or (ii) authorized in writing by the County Engineer upon the Village's written request.

C. Specific Design Standards.

1. The Commercial Frontage Road Ultimate Improvement shall be constructed, installed, designed, and maintained to a design speed of not less than 40 miles per hour, pursuant to and as depicted on Attachment 1 to this Exhibit, and in accordance with the following design criteria.
 - a. Intersection sight distance shall be no less than 570 feet. The Lake County Division of Transportation shall review and approve all landscape plans that impact intersection sight distance to ensure compliance with this paragraph.
 - b. Grades:
 - i. 0.5 percent minimum.
 - ii. 6 percent maximum.
2. The Commercial Frontage Road Ultimate Improvement shall specifically include, without limitation, the following cross section design elements:

- a. Through, turn, and auxiliary lane widths of no less than 12 feet, excluding gutter flag.
- b. A continuous raised center barrier median of varying widths located along the length of the Commercial Frontage Road Ultimate Improvement as depicted on Attachment 1 to this Exhibit (the "Frontage Road Median").
- c. B6-12 curb and gutter immediately adjacent to the Frontage Road Median.
- d. B6-12 curb and gutter placed at the outer edge of the pavement of the Commercial Frontage Road through or auxiliary lanes.

D. Commercial Frontage Road Ultimate Improvement/Milwaukee Intersection.

The required access and lane configuration at the intersection of the Commercial Frontage Road Ultimate Improvement and Milwaukee Avenue shall be as follows:

1. One through lane in each direction on the Commercial Frontage Road west of Milwaukee Avenue.
2. Two eastbound to southbound right turn lanes on the Commercial Frontage Road for traffic onto Milwaukee Avenue.
3. Two eastbound to northbound left turn lanes on the Commercial Frontage Road for traffic onto Milwaukee Avenue.
4. Two northbound to westbound left turn lanes on the south leg of Milwaukee Avenue for traffic onto the Commercial Frontage Road.
5. The north leg of Milwaukee Avenue shall be widened to mirror the two northbound to westbound turn lanes on the south leg of Milwaukee Avenue.
6. The south leg of Milwaukee Avenue shall be widened to accommodate the two eastbound to southbound right turn lanes on the Commercial Frontage Road.

E. Access Points and Lane Configurations.

1. Public and private road access points to the Commercial Frontage Road Ultimate Improvement shall be prohibited except as follows:
 - a. One full access point, as depicted on Attachment 1 to this Exhibit, on the north side of the Commercial Frontage Road to serve that part of the Cuneo Commercial Property lying north of the Commercial Frontage Road ("North Commercial Access").
 - b. One full access point, as depicted on Attachment 1 to this Exhibit, on the south side of the Commercial Frontage Road to serve that part of the Cuneo Commercial Property lying south of the Commercial Frontage Road and north of the EJ&E Railroad right-of-way ("South Commercial Access").
 - c. One full access point, identified as the "North Rear Service Drive" on Attachment 1 to this Exhibit, and located as depicted on said Attachment or as otherwise approved by the County Engineer.
 - d. One full access point identified as the "South Rear Service Drive" on Attachment 1 to this Exhibit, and located as depicted on said Attachment or as otherwise approved by the County Engineer.
2. The center lines of the North Commercial Access and the South Commercial Access shall be aligned and shall be located no closer than 660 feet from the west right-of-way line of Milwaukee Avenue, as such line is established pursuant to Subsection 9.A of this Agreement.
3. The center lines of North Rear Service Drive and South Rear Service Drive shall be aligned and shall be located as depicted on Attachment 1 to this Exhibit or as otherwise approved by the County Engineer.
4. The lane configuration of the Commercial Frontage Road Ultimate Improvement shall be in accordance with and as depicted on Attachment 1 to this Exhibit.
5. Traffic control signals and equipment, including, without limitation, emergency vehicle preemption systems, hardwire interconnection systems, and pedestrian crossing systems, shall be constructed, installed, and maintained at the intersection of the Commercial Frontage Road and the South and North Commercial Access, as depicted on Attachment 1 to this Agreement.

F. Pavement Structure.

The pavement of the Commercial Frontage Road Ultimate Improvement shall be constructed and installed with a minimum of (i) four inches, type B, aggregate sub-base course; (ii) 10 inches bituminous aggregate mixture; (iii) two inches bituminous concrete binder course; and (iv) one and one-half inch bituminous concrete surface course.

G. Design Plans.

All design engineering plans may be in English measurements and in compliance with the standards and specifications established by the Illinois Department of Transportation.

H. Construction.

1. All construction shall be done in a timely fashion.
2. All construction shall be done so as to minimize delays and interruptions to this motoring public.
3. In the event that any construction is unduly delayed or not done in compliance with the requirements of this Agreement and this Exhibit, the Lake County Division of Transportation shall have the right to draw on the letter of credit posted as a performance guarantee pursuant to Section 6 of the Cuneo Land Management Agreement, and the County shall have the right to use the funds received from said letter of credit to pay for the timely and proper completion of said construction, to reimburse the County for any associated costs incurred at a rate of 130 percent of incurred associated costs, and for all other purposes authorized pursuant to Section 6 of the Cuneo Land Management Agreement.

I. Construction Engineers.

1. Full time on-site construction supervisor by one or more Resident Engineers shall be provided.
2. The Resident Engineer shall provide weekly construction reports to the Lake County Division of Transportation and to the Village.
3. The Resident Engineer shall also keep all records and make all such reports as may be required by the Motor Fuel Tax requirements of the Illinois Department of Transportation.

4. The Resident Engineer shall conduct all required materials testing and shall submit the results of all such tests to the County Engineer.

J. County Engineer.

The County Engineer shall have the authority to modify the scope of Commercial Frontage Road Ultimate Improvement access and design related requirements set forth in this Exhibit upon the Village's written request and demonstration of good and sufficient cause.

K. Village Requirements.

The Village shall have the authority to require Commercial Frontage Road Ultimate Improvement access and design related improvements and criteria in addition to the improvements and criteria required pursuant to this Exhibit; provided, however, that no such additional Village requirements shall conflict or be inconsistent with the terms, conditions, and provisions of this Agreement or of this Exhibit. In the event of any such conflicting or inconsistent Village requirements, the terms, conditions, and provisions of this Agreement and of this Exhibit shall control.

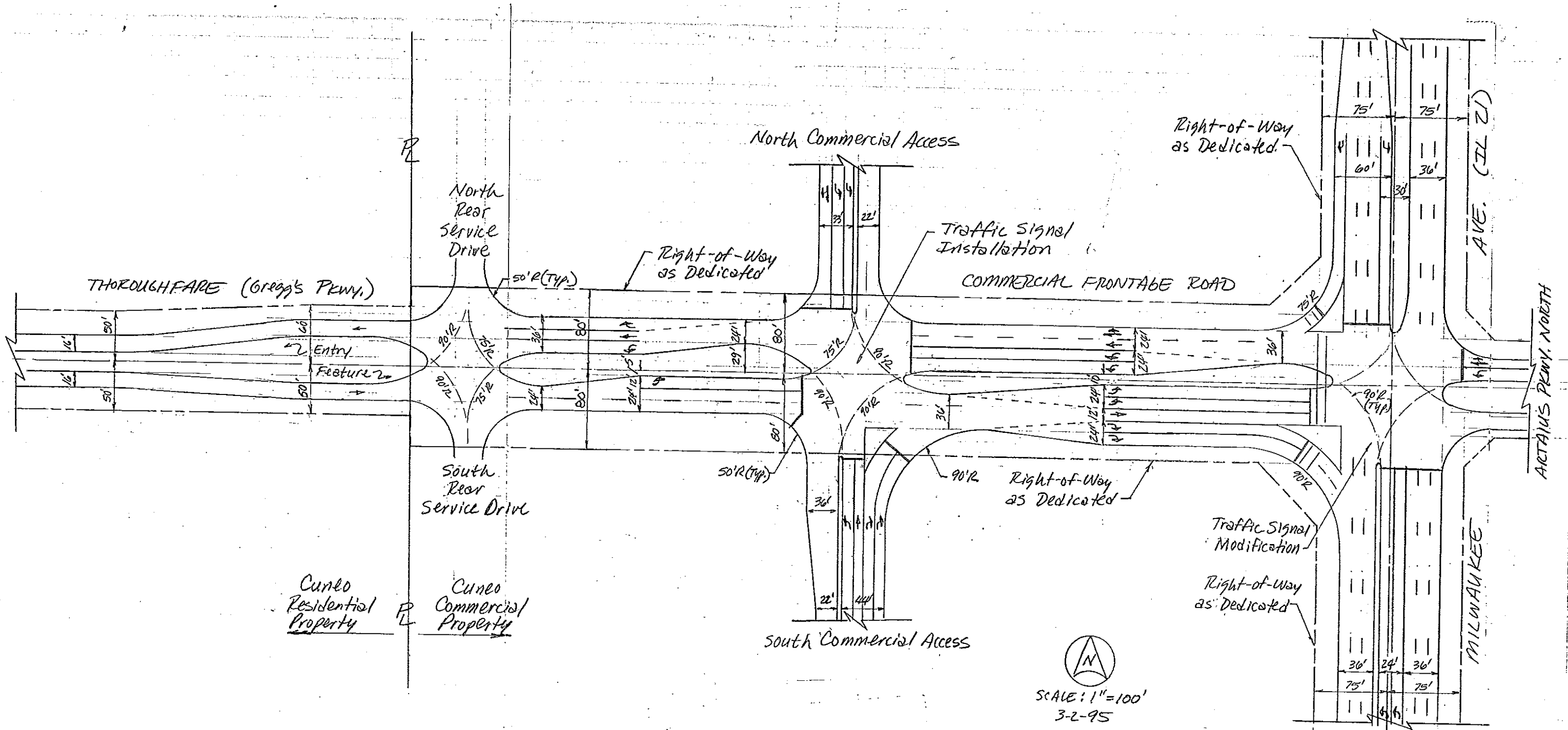


Exhibit J - Attachment 1
 Commercial Frontage Road
 Ultimate Improvement Schematic Plan