METRO VERMONT STATION - SHATTO SITE FACILITY ASSESSMENT STUDY 1.0 Planning & Zoning Parameters

John Kaliski Architects DRAFT Feb 7, 2014

300 FT

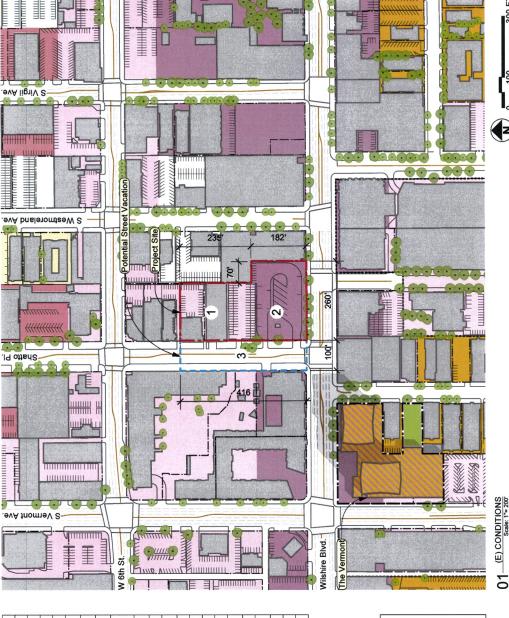
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01 (E) ZONING MAP Scale: 1"= 200"

300 FT

9

John Kaliski Architects



±464-unit located at an 18-level apartment tower and an 11-level apartment tower over 5-level podium

±12,000 sq. public open space along Wilshire Boulevard Provision \$1 million fund to a local community center ±96 otherwise-located affordable housing units

roject Type

±41,000 retail/restaurant at ground floor in 5-level podium

Parking

\$5 million construction loan and \$12.5 million site-specific property taxes reinvestment from CRA ±910 indoor spaces in 2-level basement and on 2nd & 3rd floors in 5-level podium including ±77 non-reserved public parking spaces

\$12.5 million loan from the Housing and Urban Development department

\$169 million

roject Cost

inancing

Developer

JH Snyder

A variance from Sect. 12.21 A.4(a) reduce required residential parking spaces to 1.35 spaces / 1-bedroom ${\rm anit}$; and 2 spaces / units with ${\rm 22}$ bedrooms ariance from Sect. 12.21 A.5 reduce the parking stall widths to 8'8" w/o 10" clearance at each side of obstruction; Reduce drive aisles to 25'6'

The Vermont: Planning & Zoning Parameters

Project Name

3154 W Wilshire Boulevard., CA 90010

C2-2 and C4-2

Zoning Information

Site Area

Location

±86,151 sf

aniance from Sect. 12.14.C.3 and 12.16.C.3, increase density from 400 sf of lot area per unit (215 s) to 185 sf of lot area per unit (464 units)

An adjustment from Sect. 12.21.1 A.2 to permit a increase in Floor Area Ratio (FAR) in Height District 2 from the 6.1 max. to 6.97.1 A variance from Sect. 12.21 6.2 toreduce common open space to 34,000 at and 4,000 at private open appace his or other A2.50 of required, and allow the required slow years along the perimeter of the xoposed logy with 5.358 sf by count towards the required down space.

An adjustment to allow encroachments within the building line located along the Wilshire Boulevard frontage

An adjustment from Sect. 12.14.C.2 and 12.16.C.2 to allow 0' side and rear yards

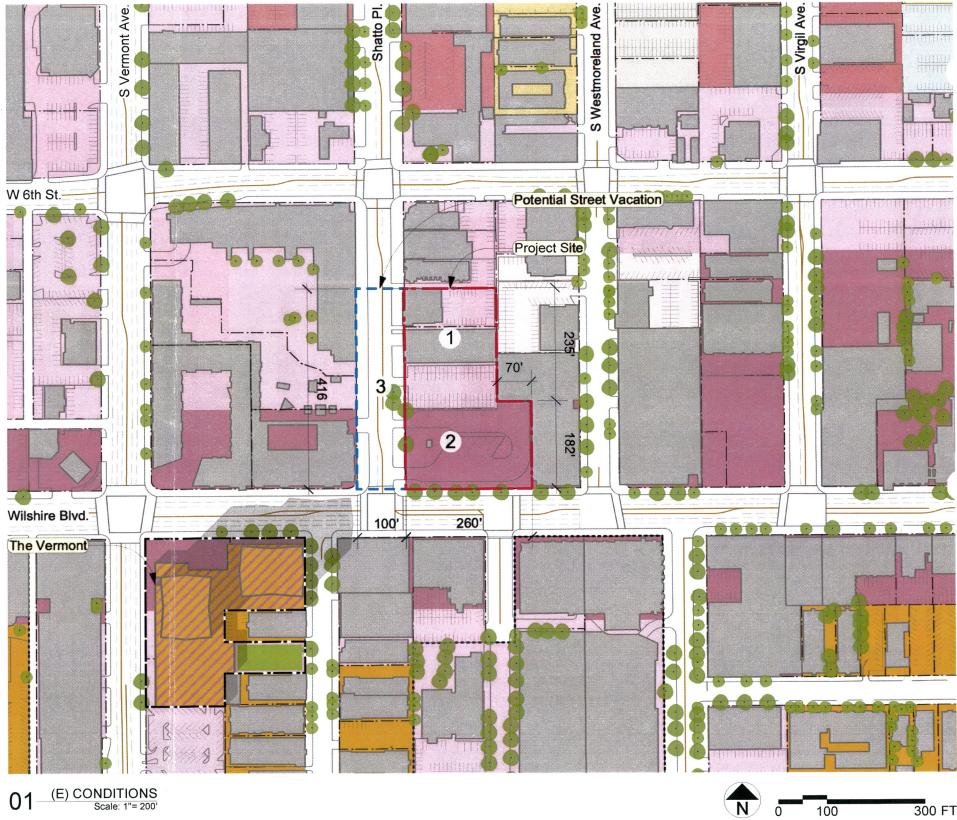
Froject Boundary C1 R4 Street Area C2 R5 Parcel Line C4 R5P Building Footprint CR PB	LEC	LEGEND		
C2 42 A2	[]	Project Boundary	5	R4
2 %		Street Area	C2	R5
CR		Parcel Line	C4	R5P
		Building Footprint	CR	۵
		Historic Preservation Site	_	BB

2.0 The Vermont: Planning & Zoning Parameters

METRO VERMONT STATION - SHATTO SITE FACILITY ASSESSMENT STUDY

Project Name		The Vermont			
Location		3154 W Wilshire Boulevard., CA 90010			
Site Area		±86,151 sf			
Zoning Informat	tion	C2-2 and C4-2			
Zoning Variances		A variance from Sect. 12.21 A.4(a) reduce required residential parking spaces to 1.35 spaces / 1-bedroom unit; and 2 spaces / units with \geq 2 bedrooms			
		A variance from Sect. 12.21 A.5 reduce the parking stall widths to 8'8" w/o 10" clearance at each side of an obstruction; Reduce drive aisles to 25'6"			
		A variance from Sect. 12.14 C.3 and 12.16.C.3, increase density from 400 sf of lot area per unit (215 units) to 185 sf of lot area per unit (464 units)			
		A variance from Sect. 12.21 G.2 to reduce common open space to 34,000 sf and 4,000 sf private open space in lieu of the $48,250$ sf required, and allow the required side yards along the perimeter of the proposed park (\pm 5,338 sf) to count towards the required open space			
		An adjustment from Sect. 12.21.1 A.2 to permit a increase in Floor Area Ratio (FAR) in Height District 2 from the 6:1 max. to 6.97:1			
		An adjustment from Sect. 12.14.C.2 and 12.16.C.2 to allow 0' side and rear yards			
		An adjustment to allow encroachments within the building line located along the Wilshire Boulevard frontage			
Developer		JH Snyder			
Project Cost		\$169 million			
\$12.5 million loan from the Housing and Urban Development department		\$12.5 million loan from the Housing and Urban Development department			
Financing		\$5 million construction loan and \$12.5 million site-specific property taxes reinvestment from CRA			
	Parking	±910 indoor spaces in 2-level basement and on 2nd & 3rd floors in 5-level podium including ±77 non-reserved public parking spaces			
	Commercial	±41,000 retail/restaurant at ground floor in 5-level podium			
Project Type	Residential	±464-unit located at an 18-level apartment tower and an 11-level apartment tower over 5-level podium			
		±12,000 sq. public open space along Wilshire Boulevard			
	Misc.	±96 otherwise-located affordable housing units			
		Provision \$1 million fund to a local community center			





2.0 The Vermont: Planning & Zoning Parameters

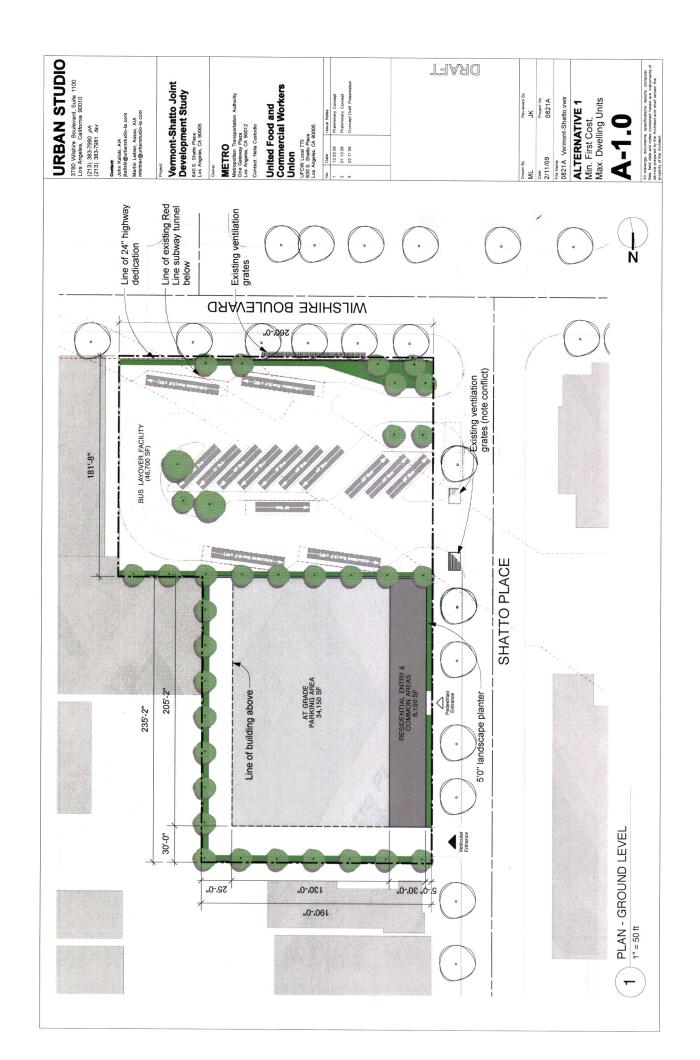
Site Information	
Area of Site 1 (C2-2 Zone):	47,475 sf
Area of Site 2 (C4-2 Zone):	44,372 sf
Area of Site 3 (Potential Street Vacation):	41,670 sf
Total Project Site Area:	133,517 sf

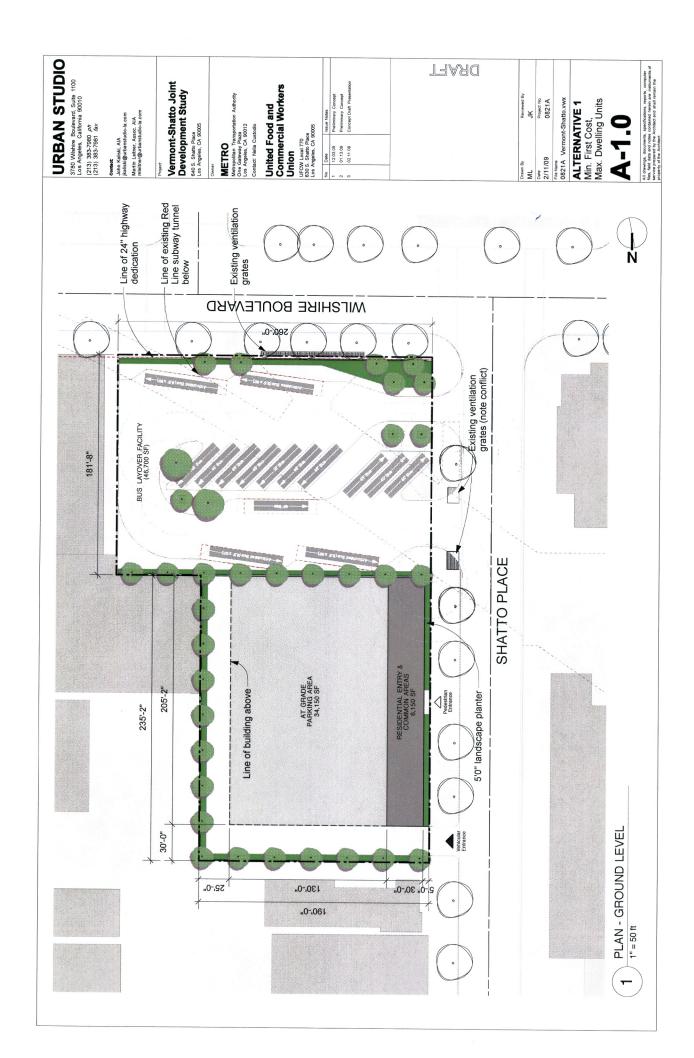
Plannin	g & 2	Zoning Parameters	
		EXISTING	PROPOSED
Planning / Zoning Document		LA Municipal / Zoning Code	
Land Use		Regional Center Commercial	
Zoning		C2-2 & C4-2	
Zoning Information		Los Angeles State Enterprise Zone; Wilshire Center / Koreatown Redevelopment Project	
Allowed Uses		Retail, offices and/or businesses, hotels, theaters, broadcasting studios, parking buildings, service stations and garages, auto sales, hospitals and clinics, parking areas, banks, business and professional colleges, and Museums for C2; Residential that meet R4 requirements. Limited C2 uses for C4.	
Height Limit		No limit	
Max. FAR		6:1	
Fro		None	
Setbacks	Side	Commercial: none Residential: if ≤ 2 stories and lot width $< 50'$, set back 10% of lot width (3' min.) from lowest residential story; if ≥ 2 stories, +1' for each story over 2nd, 16' max.	
	Rear	Commercial: none Residential: min. 15' setback starting from lowest residential story; +1' setback for each story over 3rd; 20' max.	
Min. Lot Are	ea	Commercial: none Residential: 5000 sf	
Residential [Density	1 Dwelling Unit per 400 sf of lot area; 1 guest room per 200 sf of lot area	
Parking		Commercial: 1:500 sf; Residential: 1 Space per unit < 3 habitable rooms; 1.5 Spaces per unit = 3 habitable rooms; 2 Spaces per unit = 4 habitable rooms; uncovered *6; 1 space each guest room (first 30) May reduce parking ratio due to Enterprise Zone	

LEGEND			
Project Boundary	C1	R4	
Street Area	C2	R5	
Parcel Line	C4	R5P	
Building Footprint	CR	P	
Historic Preservation Site		PB	

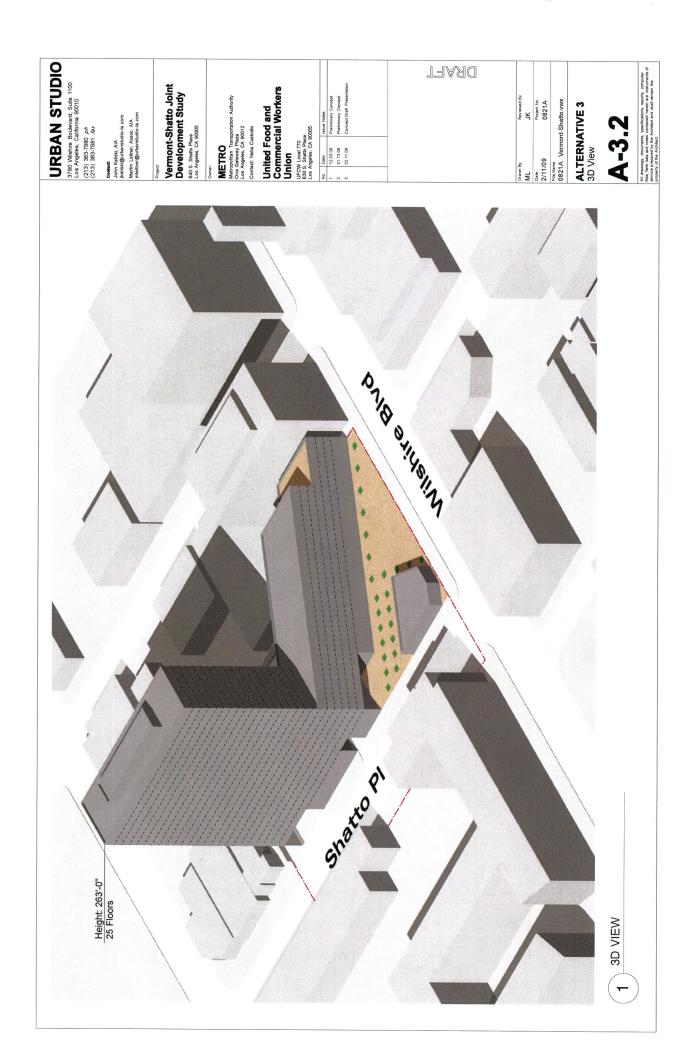


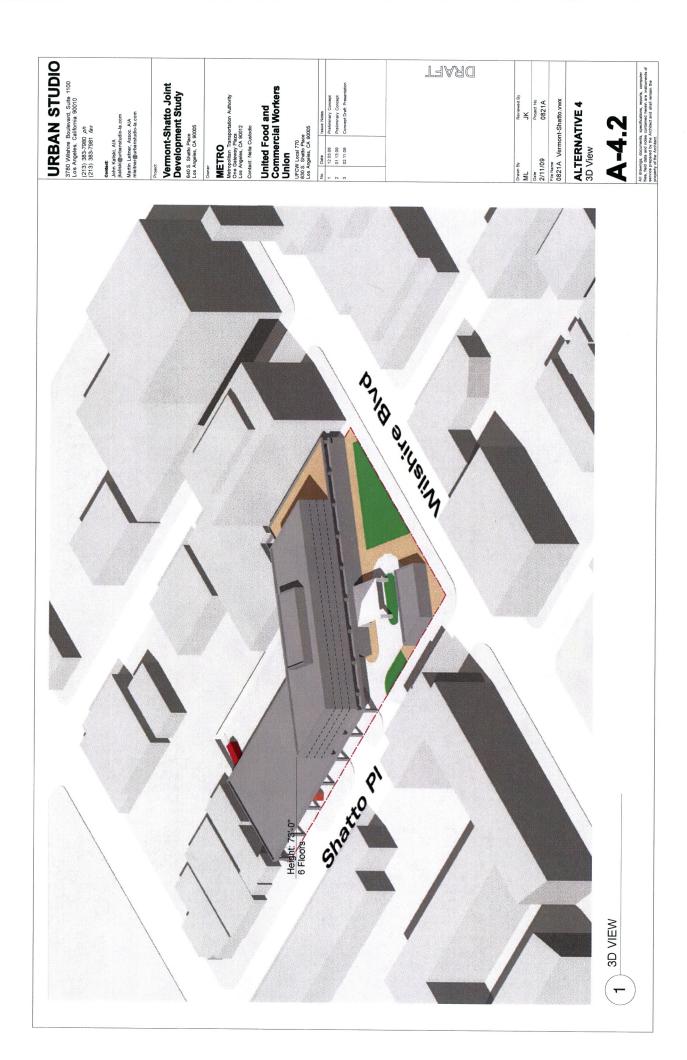
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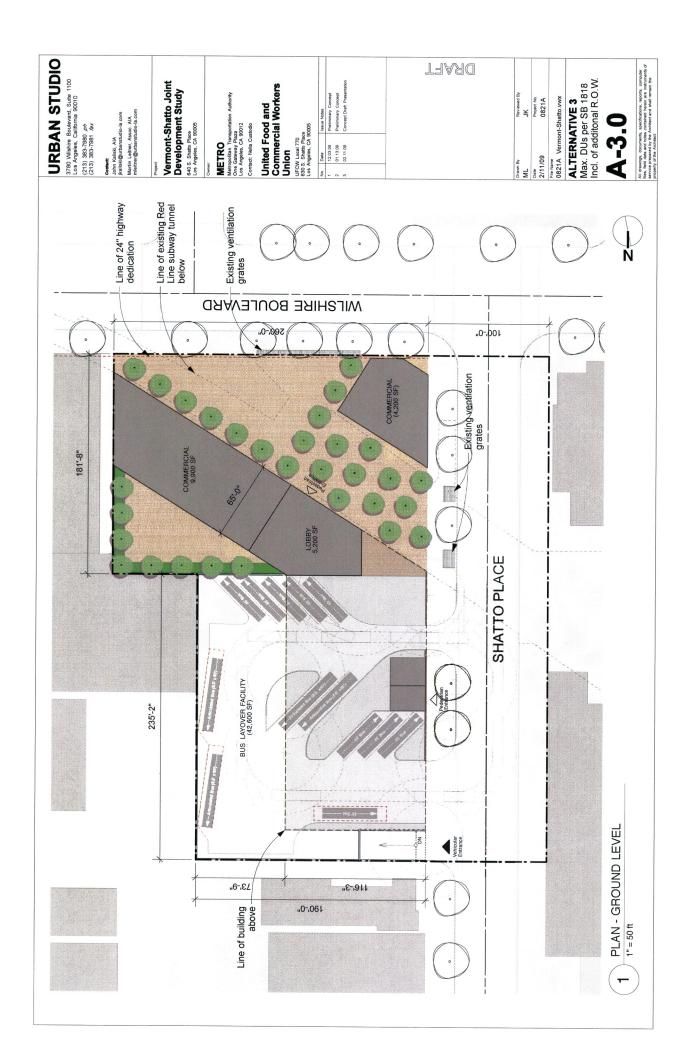










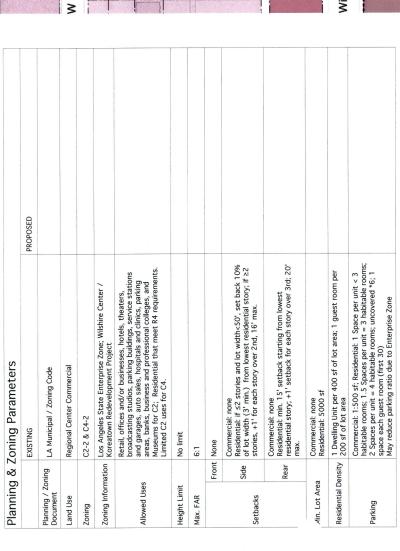


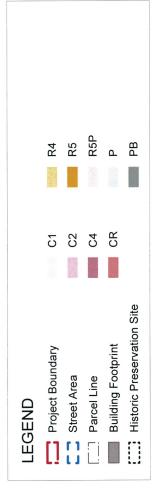
WILSHIRE - SHATTO MARKET STUDY + SITE ASSESSMENT ATTENDANCE, MARCH 21, 2019

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1.0 Planning & Zoning Parameters

John Kaliski Architects DRAFT Feb 7, 2014



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C2-2 and C4-2

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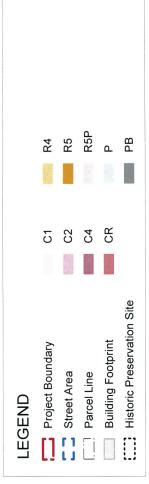
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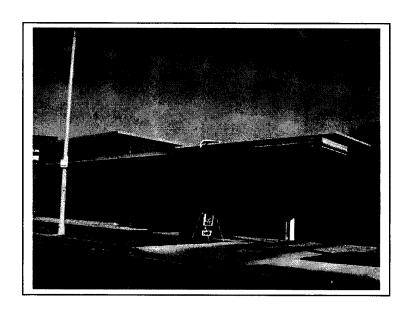




HISTORIC RESOURCE ASSESSMENT REPORT

The United Pacific Insurance Company Building

616 South Shatto Place Los Angeles, CA



Prepared by

Christopher A. Joseph & Associates 523 W. 6th Street, Suite 1134 Los Angeles, CA 90014

January 2009

1. INTRODUCTION

1.1 Purpose and Qualifications

The purpose of this report is to evaluate the historic significance of the building at 616 South Shatto Place. The building is located in the Mid-Wilshire/Koreatown area of the City of Los Angeles. The legal description for the property is a portion of Lot 33, Block 6 of the Beaudry Tract #2.

Chirstina Chiang of Christopher A. Joseph & Associates was responsible for the preparation of this report. Ms. Chiang is an Architectural Historian. She fulfills the qualifications for historic preservation professionals outlined in Title 36 of the Code of Federal Regulations, Part 61.

1.2 Methodology

In conducting the analysis of potential historic significance, the following tasks were performed:

- 1. Conducted a field inspection of the building and surrounding area to determine the current physical condition, integrity, and setting. Photographs were taken during the site visit.
- Researched the building to determine whether or not it is currently listed as a landmark at the national, state, or local levels and whether or not it has been previously evaluated as a historic resource. The California Historical Resources Inventory System (CHRIS) includes properties listed and determined eligible for listing in the National Register of Historic Places, listed and determined eligible for listing in the California Register of Historical Resources, California Registered Historical Landmarks and Points of Historical Interest, as well as properties that have been evaluated in historic resource surveys and other planning activities. The building is not included in CHRIS.
- Reviewed building permit records obtained from the City of Los Angeles Department of Building and Safety to determine the dates of original construction and subsequent alterations. The names of the original owner, architect, and builder were also identified from the original building permit.
- 4. Researched the history and context of the building at the Los Angeles Central Library including a review of historic maps, historic photographs, books, and articles.
- Reviewed and analyzed ordinances, statutes, regulations, bulletins, and technical materials relating to federal, state, and local historic preservation designations, and assessment processes and programs.

2. REGULATORY ENVIRONMENT

2.1 Regulatory Environment

Generally, a lead agency must consider a property a historic resource under the California Environmental Quality Act if it is eligible for listing in the California Register of Historical Resources (California Register). The California Register is modeled after the National Register of Historic Places (National Register). Furthermore, a property is presumed to be historically significant if it is listed in a local register of historic resources or has been identified as historically significant in a historic resources survey (provided certain criteria and requirements are satisfied) unless a preponderance of evidence demonstrates that the property is not historically or culturally significant. The National and California Register designation programs are discussed below.

National Register of Historic Places

The National Register is "an authoritative guide to be used by federal, state, and local governments, private groups and citizens to identify the nation's cultural resources and to indicate what properties should be considered for protection from destruction or impairment."²

Criteria

To be eligible for listing in the National Register, a property must be at least 50 years of age and possess significance in American history and culture, architecture, or archaeology. A property of potential significance must meet one or more of four established criteria:³

- A. Associated with events that have made a significant contribution to the broad patterns of our history; or
- B. Associated with the lives of persons significant in our past; or
- C. Embody the distinctive characteristics of a type, period, or method of construction, or that represent the work of a master, or that possess high artistic values, or that represent a significant and distinguishable entity whose components may lack individual distinction; or
- D. Yield, or may be likely to yield, information important in prehistory or history.

Physical Integrity

According to National Register Bulletin #15: How to Apply the National Register Criteria for Evaluation, "to be eligible for listing in the National Register, a property must not only be shown to be significant under National Register criteria, but it also must have integrity." Integrity is defined as "the ability of a property to convey its significance." Within the concept of integrity, the National Register recognizes

¹ Public Resources Code Section 5024.1 and 14 CCR Section 4850.

² Title 36 Code of Federal Regulations Part 60.2.

³ Title 36 Code of Federal Regulations Part 60.4.

⁴ National Register Bulletin #15: How to Apply the National Register Criteria for Evaluation, National Park Service, 2002, pp. 44-45.

seven aspects or qualities that in various combinations define integrity. They are feeling, association, workmanship, location, design, setting, and materials.

Context

To be eligible for listing in the National Register, a property must also be significant within a historic context. *National Register Bulletin #15* states that the significance of a historic property can be judged only when it is evaluated within its historic context. Historic contexts are "those patterns, themes, or trends in history by which a specific...property or site is understood and its meaning...is made clear." A property must represent an important aspect of the area's history or prehistory and possess the requisite integrity to qualify for the National Register.

California Register of Historical Resources

In 1992, Governor Wilson signed Assembly Bill 2881 into law establishing the California Register. The California Register is an authoritative guide used by state and local agencies, private groups and citizens to identify historic resources and to indicate what properties are to be protected, to the extent prudent and feasible, from substantial adverse impacts.

The California Register consists of properties that are listed automatically as well as those that must be nominated through an application and public hearing process.⁶ The California Register automatically includes the following:

- California properties listed in the National Register and those formally Determined Eligible for the National Register;
- California Registered Historical Landmarks from No. 0770 onward; and
- Those California Points of Historical Interest that have been evaluated by the Office of Historic Preservation (OHP) and have been recommended to the State Historical Resources Commission for inclusion on the California Register.

The criteria for listing in the California Register are based upon National Register criteria, but are identified as 1-4 instead of A-D. To be eligible for listing in the California Register, a property must be at least 50 years of age and possess significance at the local, state, or national level, under one or more of the following four criteria:

- It is associated with events that have made a significant contribution to the broad patterns of local or regional history, or the cultural heritage of California or the United States; or
- 2. It is associated with the lives of persons important to local, California, or national history; or
- 3. It embodies the distinctive characteristics of a type, period, or method of construction or represents the work of a master, or possesses high artistic values; or

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⁵ National Register Bulletin #15, p. 7.

⁶ Public Resources Code Section 5024.1.

4. It has yielded, or has the potential to yield, information important in the prehistory or history of the local area, California, or the nation.

Historic resources eligible for listing in the California Register may include buildings, sites, structures, objects, and historic districts. Resources less than 50 years of age may be eligible if it can be demonstrated that sufficient time has passed to understand their historical importance. While the enabling legislation for the California Register is less rigorous with regard to the issue of integrity, there is the expectation that properties reflect their appearance during their period of significance.⁷

OHP Survey Methodology

The evaluation instructions and classification system proscribed by OHP in its *Instructions for Recording Historical Resources* provide a three-digit evaluation code for use in classifying potential historic resources. In 2003, the codes were revised to address the California Register. The first digit indicates the general category of evaluation. The second digit is a letter code to indicate whether the resource is separately eligible (S), eligible as part of a district (D), or both (B). The third digit is a number, which is coded to describe some of the circumstances or conditions of the evaluation. The general evaluation categories are as follows:

- 1. Listed in the National Register or the California Register.
- 2. Determined eligible for listing in the National Register or the California Register.
- 3. Appears eligible for listing in the National Register or the California Register through survey evaluation.
- 4. Appears eligible for listing in the National Register or the California Register through other evaluation.
- 5. Recognized as historically significant by local government.
- 6. Not eligible for listing or designation as specified.
- 7. Not evaluated or needs reevaluation.

City of Los Angeles Cultural Heritage Ordinance

The Los Angeles City Council adopted the Cultural Heritage Ordinance in 1962 and amended it in 2007 (Sections 22.171 et. seq. of the Administrative Code). The Ordinance created a Cultural Heritage Commission and criteria for designating Historic-Cultural Monuments. The Commission is comprised of five citizens, appointed by the Mayor, who have exhibited knowledge of Los Angeles history, culture and architecture. Section 22.171.7 of the Ordinance states that:

For purposes of this article, a Historic-Cultural Monument (Monument) is any site (including significant trees or other plant life located on the site), building or structure of particular historic or cultural significance to the City of Los Angeles, including historic structures or sites in which the broad cultural, economic or social history of the nation, State or community is reflected or exemplified; or which is identified with historic personages or with important

⁷ Public Resources Code Section 4852.

events in the main currents of national, State or local history; or which embodies the distinguishing characteristics of an architectural type specimen, inherently valuable for a study of a period, style or method of construction; or a notable work of a master builder, designer, or architect whose individual genius influenced his or her age.

Unlike the National and California Registers, the Ordinance makes no mention of concepts such as physical integrity or period of significance. Moreover, properties do not have to reach a minimum age requirement, such as 50 years, to be designated as Monuments.

2.2 Description

The building at 616 South Shatto Place is a modern commercial building one and two stories in height. A driveway on the south side of the building leads to a parking lot at the rear. The primary (west) façade is asymmetrically organized. The northwest corner has a solid reinforced brick wall with a flat roof lined with a cast concrete stringcourse that tapers toward the bottom. The southwest corner has floor-to-ceiling glass windows set back from the adjacent wall plane and is connected to the northwest corner by a cantilevered, rectangular canopy made of cast concrete. Similar to the stringcourse, the canopy tapers toward the middle. In the bottom half to three-quarters of the canopy, another tapered panel covers the canopy. It is similar in color and texture to the flat canopy. The bottom fourth of the canopy is straight and vertical.

A white piloti marks the corner of the rectangular-planned building. The canopy also extends south over piloti and the borders of the rectangular plan. Like the northwest corner, the south elevation is reinforced brick. Both are higher than the southwest corner. The entrance is on a 45 degree angle from the west façade on the corner and faces the pilotis. Echoing this angle, the green terrazzo paving has horizontal, gray pavers set in it at an angle from the south border to the entrance. Unique, modern lettering for "616" is set above the double-door entrance. In the corner between the entrance and south elevation is a polygonal-shaped opening for landscaping cut into the terrazzo that matches the angle of the corner entrance. Low landscaping is also in front of the west façade's glass wall.

The cantilevered canopy continues across the south façade. Uniting it with the primary facade, though it does not extend as much. Right under the canopy at the western end of the south elevation is a metal-framed, two-pane window with fixed windows on the top and hoppers on the bottom. Angled-down brick headers make up the window sill. In the middle of this elevation are eight, identical columns of windows. They are metal-framed with a plain board on the bottom and bordered on both sides by projecting wall dividers from the canopy to the floor. The concrete foundation projects out for a border around the south elevation of the building. This feature continues around the building's entrance and west elevation, but is flush with those walls.

On the east elevation the brick wall has been painted. It has the stringcourse that is seen in all the elevations. It also has a parapet around it that extends around to the south and north sides, which have a higher wall on their east corners. The south end has a longer, flat roof canopy over a non-original, sliding window. There are four more of these windows evenly-spaced on the second floor. The first floor is below level with steps going down to a double door. Another canopy, this one with rounded corners, hangs over the door and a row of square, pivot windows on the south. On the north side is a rectangular window on the second floor.

The north elevation has a row of rectangular windows, which are mainly fixed, two-paned, metal-framed units with a thick mullion connecting two of them and an angled-down brick sill. On the east side is a set of three windows in the same fashion with single panes on either side.

The brick walls on the exterior continue into the interior of the building, although they are still painted. They are found in the lobby and most of the perimeter walls. The terrazzo paving in the entryway may have continued into the lobby as well, however, the area is now covered with non-original square tiles. The remaining floors are either covered with carpet or linoleum. Most of the interior is occupied by a single large space with a generous floor to ceiling height. The original ceiling and light fixtures have been replaced. Along the north and south walls are small offices. The second story is accessed by a single staircase at the rear of the building. The original doors and molding on the second story remains intact.

Some alterations have been made over the years. The floor-to-ceiing glass along the lobby has been replaced. A typical mid-century modern office building would have had transparent glazing to unite the interior and exterior spaces. This glazing is now mirrored glass. The exterior brick has been sandblasted, which damaged the surface. This is visible on close inspection, but not from the public right-of-way. Further damage to the brick on the primary facade was caused by the removal of signage, leaving holes and white bars embedded into the brick. Some of the windows facing the parking lot, the east elevation, have been replaced. There are lamps added on the south elevation. A fence has been added on the south side of the west facade's property line, in front of the entrance and the driveway to the parking in the back of the building.

3. EVALUATION OF SIGNIFICANCE

The building at 616 South Shatto Place is not currently listed as a landmark at the national, state, or local levels and has not been identified as significant in any previous surveys of the Koreatwon/Mid-Wilshire area. It was constructed in 1950 by the United Pacific Insurance Company (later Pacific Insurance Company) as their Wilshire District Office Building. Therefore, its name is the United Pacific Insurance Company Building. As a fairly intact example of the work of Paul R. Williams, it appears to be eligible for designation as a Los Angeles Historic-Cultural Monument.

- 1. It could be argued that the building reflects the broad economic history of Los Angeles. The metropolitan division of the United Pacific Insurance Company was at the National City Bank Building at 810 S. Spring Street in downtown Los Angeles. The subject building was constructed for the Mid-Wilshire district, reflecting how the area became separate business area apart from downtown Los Angeles. It signaled how commercial development started moving from the traditional business district downtown to the Mid-Wilshire area after World War II. However, this is true of many buildings and this particular building is not significant enough a contributor to this broad pattern to fulfill this aspect of the Cultural Heritage Ordinance.
- 2. The building is not associated with any historic personages. It was constructed for the United Pacific Insurance Company in 1950. No information could be found on the company at the Los Angeles Public Library or through the Los Angeles Times archives. As such, the individuals affilitated with the company are unknown. In the only article about the construction of the building in the Los Angeles Times, W.R. Langtry was identified as the vice-presidenct in charge of the company's Southern Calfiornia operation. No information could be found on Langtry at the Los Angeles Central Library, therefore it is assumd that he was not historically significant.
- 3. The building is not identified with important events in the main currents of national, State or local history. As previously mentioned, the building was constructed for the United Pacific Insurance Company in 1950. It was acquired by the Laborers' International Union of North America, Local 300, for administrative offices and dedicated to its former Secretary-Treasurer and Business Manager

Michael Quevedo, Senior in 1985. The operations of the union were consolidated in the adjacent building several years ago, and the subject building was leased. Although it is presently vacant. Very little information could be found on the United Pacific Insurance Company. It was founded in 1929 and acquired by Reliance Insurance Company in 1966. The building does not appear to have been the site of any historic events.

4. The building does not embody the distinguishing characteristics of an architectural type specimen, inherently valuable for a study of a period, style or method of construction. It is a good example of a modern commercial building. Modern architecture is a broad term given to a number of building styles with similar characteristics, primarily the simplification of form and the elimination of ornament. The origins of modern architecture are open to debate; however, most historians trace the roots to three interrelated phenomenon that developed in Europe after World War I: the availability of new building materials such as iron, steel, concrete, and glass that led to the development of new building techniques; a desire to apply these new techniques and materials to create functional buildings for the masses; and, a reaction against the stylistic excesses of earlier eras.

The subject building is best understood in the subcontext of the International Style. In 1932, the Museum of Modern Art hosted its first architecture exhibit, titled simply "Modern Architecture." The exhibit included buildings from around the world that shared a stark simplicity and vigorous functionalism. The term International Style was coined by Henry Russell Hitchcock and Philip Johnson in their catalog for the exhibit. The fifteen architects featured in the exhibit included several from Germany's Bauhaus, an interdisciplinary design school.

George Howe and Swiss-born, William Lescaze designed the first major American example of the style - the Philadelphia Savings Fund Society Building (1932). The acceptance of the style in America grew considerably after World War II. A few years later Lescaze, joined by E.T. Heitschmidt, designed what most scholars consider to be the first truly International Style commercial building in Los Angeles, Columbia Square (1938), for CBS Radio. The reinforced concrete structure is elevated on freestanding columns leaving the ground floor open. From this public plaza visitors could watch technicians route programs over the network from the glass-enclosed main control room.

Table I: Character-defining Features

- Single or groups of rectangular shapes
- Frequent use of glass and steel
- Horizontal bands of windows
- · Windows meeting at corners
- Balance and regularity, but not symmetry
- Absence of ornamentation
- Clear expression of form and function
- Placement or cantilevering of buildings on tall piers

The building at 616 South Shatto Place is representative of a small International Style commercial building. It exhibits some, but not all of the character-defining features of the style (see Table I). The primary (west) elevation has an asymmetric yet balanced composition. The most distinctive feature of the design is the cantilevered canopy that is supported on the corner by a piloti. Features like the canopy that appear to be floating are typical of the style. The building is without ornamentation and the volume of the large interior space is clearly expressed on the exterior. However, the building does not employ an expansive use of glass or steel. Rather brick is used as the predominant building material. Windows on the north and rear elevations are situated in groups, but they do not have the ribbon effect associated with some of the better examples of the style. The building does not appear

to meet this aspect of the Cultural Heritage Ordinance because there are many other better known examples of the style.

5. The building is a notable work of a master builder, designer, or architect whose individual genius influenced his or her age. It was designed by Paul R. Williams (1894-1980), a master architect whose stature is increasing through present scholarship on his work. There were many architects practicing in Greater Los Angeles after World War II that can be described as "masters" because of the quality and influence of their work. They fall into three general categories: early modernists who practiced before and after the war; traditional architects who embraced modernism after the war, and post-war architects who formed corporate firms to execute large buildings and master planned developments for public agencies as well as private companies. Williams falls in the second category. While he did not adopt modernist ideology, he nonetheless designed a number of prominent modern landmarks later in his careers. Best known for his pre-war period revival style houses, he also produced several fine modern commercial buildings after the war.

Williams was one of the foremost architects in Southern California. Orphaned at the age of four, he was the only African American student in his elementary school. He studied at the Los Angeles School of Art and Design and at the Los Angeles branch of the New York Beaux-Arts Institute of Design Atelier, subsequently working as a landscape architect. He went on to attend the University of Southern California designing several residential buildings while still a student there. Williams became a certified architect in 1921, and the first certified African American architect west of the Mississippi.

Known as an outstanding draftsman, Williams perfected the skill of rendering drawings "upside down". This skill was developed so that his clients (who may have been uncomfortable sitting next to a Black man) would see the drawings rendered right side up across the table from him. Fighting to gain attention, he served on the first Los Angeles City Planning Commission in 1920. Williams was the first African American member of the American Institute of Architects (AIA). In 1939 he won the AIA Award of Merit for his design of the MCA Building in Los Angeles (now headquarters of Litton Industries). During World War II Williams worked for the Navy Department as an architect. He joined the Municipal Housing Commission in the 1930s. In 1953, the NAACP awareded him the Spingarn Medal. In 1957 became the first African American to be voted an AIA Fellow.

During his extremely productive career, Williams designed over 2,000 private residences and many major buildings in Southern California. He also had projects in other states and other countries. Among the commercial projects designed by Williams in California are the Saks Fifth Avenue in Beverly Hills, W. & J. Sloane Department Store in Beverly Hills, Mercedes Showroom in Hollywood, Competition Motors in Culver City, Allison Pontiac in San Jose, Roy Carver Pontiac in Costa Mesa, and the Broadway Federal Savings and Loan Association in Los Angeles. He was also part of the team, which included Pereira and Luckman and Welton Becket and Associates, that designed the Theme Restaurant at Los Angeles International Airport.

Before the 616 South Shatto Place, he designed the Golden State Mutual Life Insurance in Los Angeles in 1948. It is the most prominent commercial building he built in the late 1940s. This is a large, sixstory building, in contrast to 616 Shatto Place's two stories. The project this one resembles more is Paul William's own house, which was built in 1951. It is a two-story modern building with cantilevered roofs and clean lines. The house is Los Angeles Historic-Cultural Monument #170. Both are masonry construction in the modern style. The 616 South Shatto Place building is characterized by more International Style elements, such as a piloti and floor-to-ceiling glazing. Therefore, this building could be designated as a Los Angeles Historic-Cultural Monument.

The building no longer retains its integrity of materials as the brick has been damaged and some of the glass and actual windows have been the replaced. This would no doubt be an impediment to its listing at the state and national levels.

4. SOURCES

City of Los Angeles Building Permits, various dates.

Hudson, Karen. Paul R. Williams, Architect. New York: Rizzoli International, 1993.

Roderick, Kevin with J. Eric Lynxwiler. Wilshire Boulevard. Santa Monica: Angel City Press, 2005.

Sanborn Maps, vol. 7.

"Wilshire District Office Building Newly Completed," Los Angeles Times. April 1, 1951, E2.

PHOTOGRAPHS

North Elevation



East Elevation



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di Jawa	MARY RECORD		Trinomial		
		Other Listings	NRHP Status Code 5S		
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1. P2.	Other Identifier:	Publication Unres	tulata d		
	County Los Angeles (2d. Attach a Location Map as necessa	anı)
	USGS 7.5' Quad	Date			ы.у. <i>)</i> В.М.
	Address 616 Shatto P		City Los Angeles	Zip <u>90005</u>	
	UTM: (Give more than one				
e.	APN #5077-009-009	e.g., parcel #, directions to res	ource, elevation, etc., as appropria	te)	
⁹ 3a.		source and its major elements	s. Include design, materials, condit	ion, alterations, size, setting, and boun	ndaries)
This m	nodern commercial buil	ding is one and two sto	ries in height. The northwe	st corner is a reinforced brick	block
with a	flat roof lined with a ca	st concrete stringcours	e that tapers toward the bo	ttom. The southwest corner is	s floor-
				itilevered, rectangular canopy	
of cast	t concrete. A white pilot	i marks the corner of th	ne rectangular-planned buil	ding. The canopy also extend	s
				ner, the south elevation is a	
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he we	estern façade on the co	rner and faces the pilot	tis.		
3b.	Resource Attributes: (List attributes and codes <u>)</u>	P6 Commercial Building, 3 S	Stories and Under	
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DPR 523A (1/95) *Required Information

State of California & The Resources Agency
DEPARTMENT OF PARKS AND RECREATION HRI#

Primary #

BUILDING, STRUCTURE, AND OBJECT RECORD

			*NRHP State				
Page		lesource Name of	r # (Assigned by re	corder) <u>Unit</u>	ed Paci	fic Insurance Compar	ny Building
B1.	Historic Name: United Pacific	Insurance Comp	pany Building				
B2.	Common Name: United Food	and Commercia					
B3.	Original Use: Offices		B4	. Present Us	se: <u>Vaca</u>	ant	
*B5.							-
*B6.	(
195	0 construction, second story	expansion in 196	1 (also designe	d by Paul W	<i>l</i> illiams;	built by Charles Reed	d Smoot)
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*B8.	Related Features:	Allowii Date		On	ginai Lo	ocation:	
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DO-	Assistant David D Mellinson				_		
B9a.	Architect: Paul R. Williams	·· · · · · · · · · · · · · · · · · · ·		b. Builder:	Georg	e O. Chapman	
*B10.	Significance: Theme Archi	tecture			Area	Los Angeles	
	Period of Significance 1950)	Property Type	Commerci	al	Applicable Criteria	С
/Discus	on importance in terms of historical as						
	ss importance in terms of historical or					-	= :
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Am	erican member of the America	an Institute of Arc	hitects (AIA). H	e designed	this buil	iding for the United Pa	acific
	urance Company. It resembles						
	toric-Cultural Monument #170						
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The	profess this building appears t	nore miemation	al Otyle elemen	is, sucii as d	a piioti a	and noor-to-cening gla	ızırıg.
	erefore, this building appears t						d brick and
the	replaced windows, could be a	in impediment to	its listing at the	state and n	ational	levels.	
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Offi	ce Building Newly Completed	," Los Angeles Ti	mes, April 1, 19	51, p. E2.			
B13.	Remarks:		Г				
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Page			3		*Resource Name or # (Assigned by recorder)		AMOUNT TO THE OWNER OF THE OWNER OWNER OF THE OWNER OW
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Echoing this angle, the green terrazzo paving has horizontal, gray pavers set in it at an angle from the south border to the entrance. Unique, modern lettering for "616" is set above the double-door entrance. In the corner between the entrance and south elevation is a polygonal-shaped opening for landscaping cut into the terrazzo that matches the angle of the corner entrance. Low landscaping is also in front of the west façade's glass wall.

The cantilevered canopy continues across the south façade. Uniting it with the primary facade, though it does not extend as much. Right under the canopy at the western end of the south elevation is a metal-framed, two-pane window with fixed windows on the top and hoppers on the bottom. Angled-down brick headers make up the window sill. In the middle of this elevation are eight, identical columns of windows. They are metal-framed with a plain board on the bottom and bordered on both sides by projecting wall dividers from the canopy to the floor. The concrete foundation projects out for a border around the south elevation of the building. This feature continues around the building's entrance and west elevation, but is flush with those walls.

On the east elevation the brick wall has been painted. It has the stringcourse that is seen in all the elevations. It also has a parapet around it that extends around to the south and north sides, which have a higher wall on their east corners. The south end has a longer, flat roof canopy over a non-original, sliding window. There are four more of these windows evenly-spaced on the second floor. The first floor is below level with steps going down to a double door. Another canopy, this one with rounded corners, hangs over the door and a row of square, pivot windows on the south. On the north side is a rectangular window on the second floor.

The north elevation has a row of rectangular windows, which are mainly fixed, two-paned, metal-framed units with a thick mullion connecting two of them and an angled-down brick sill. On the east side is a set of three windows in the same fashion with single panes on either side.

The brick walls on the exterior continue into the interior of the building, although they are still painted. They are found in the lobby and most of the perimeter walls. The terrazzo paving in the entryway may have continued into the lobby as well, however, the area is now covered with non-original square tiles. The remaining floors are either covered with carpet or linoleum. Most of the interior is occupied by a single large space with a generous floor to ceiling height. The original ceiling and light fixtures have been replaced. Along the north and south walls are small offices. The second story is accessed by a single staircase at the rear of the building. The original doors and molding on the second story remains intact.

Some alterations have been made over the years. The floor-to-ceiing glass along the lobby has been replaced. A typical mid-century modern office building would have had transparent glazing to unite the interior and exterior spaces. This glazing is now mirrored glass. The exterior brick has been sandblasted, which damaged the surface. This is visible on close inspection, but not from the public right-of-way. Further damage to the brick on the primary facade was caused by the removal of signage, leaving holes and white bars embedded into the brick. Some of the windows facing the parking lot, the east elevation, have been replaced. There are lamps added on the south elevation. A fence has been added on the south side of the west facade's property line, in front of the entrance and the driveway to the parking in the back of the building.

DPR 523L (1/95) *Required information

PROJECT SUMMARY

Name: Wilshire-Shatto Joint Development Project

Parcel Size: 1.02 acres (Metro)/ 2.11 acres (Metro and United Food Commercial Workers

combined)

Description: The Los Angeles County Metropolitan Transportation Authority (Metro) owns an approximately 1.02 acre of land at the corner of Shatto Place and Wilshire Boulevard that it currently uses for parking and layover for Metro buses. The United Food Commercial Workers (UFCW) owns approximately 1.09 acres of land contiguous to the Metro-owned parcel along Shatto Place. The UFCW Local 770 leadership contacted Metro and proposed to explore the feasibility of jointly developing its properties with Metro to promote their respective agency objectives and lever their ownership. The UFCW land consists of three parcels occupied by a one-and-a-half story office building, a four-story building primarily used by UFCW, and a surface parking lot for UFCW and its tenants. (See attached site map.)

Development Summary: An agreement was executed between the UFCW and Metro in September 2013 to jointly undertake and fund a site assessment and market study of their combined properties to explore uses that meet both agencies' needs and development goals at the combined site and determine whether there would be sufficient support for these uses to justify issuing a Request for Proposals (RFP) for a development project.

Project Status: An RFP for consultant services for the conduct of a site assessment and market study was issued in September 2013. John Kaliski Associates (JKA), in collaboration with Keyser Marston and Associates, was selected and subsequently contracted in December 2013 to conduct the study. JKA completed and submitted a preliminary market study and a base planning analysis of the site on March 5, 2014. A meeting is scheduled on March 21, 2014 at the UFCW office at Shatto Place to review JKA's preliminary findings and provide additional directions, if necessary.

Next Step: If the study indicates that a development project is feasible at the combined site, staff will prepare a set of development guidelines for approval by the Metro Board. Following Metro's Joint Development Policies and Procedures, the Board-approved guidelines will be the basis of a future RFP. An agreement between Metro and the UFCW to jointly develop their combined properties will be executed prior to issuing an RFP for a development project.

Stakeholder/Community Outreach: No outreach has been initiated because of the early exploratory nature of the study. Should the site assessment and market study indicate the feasibility of a project, an appropriate stakeholder outreach will be planned accordingly.

PRELIMINARY MARKET OPPORTUNITIES ANALYSIS WILSHIRE & SHATTO SITE FEBRUARY 19, 2014

MARKET SUMMARY

- Population densities are relatively high in the market area.
- Income levels are relatively low in the market area.
- Growth projections indicate a modest amount of growth over the next five years.
- The retail market shows demand for many tenant types, in particular those tenancies that
 require very large parcels (e.g. building materials stores and general merchandise stores).
 Within the immediate market area (1- mile ring), there is demand for a number of tenant
 types that are well-suited for mixed use development (e.g. dining, miscellaneous stores and
 apparel stores).
- While improving, the office market remains relatively soft in Los Angeles County, as absorption is modest and construction is limited. In addition, office vacancies are still relatively high in the market area, with rents varying widely depending on the building vacancies and quality of the space.
- The residential market is relatively strong, for both for-sale and for-rent attached housing
 products. The attached residential sales prices in Central Los Angeles are extremely high.
 Rents vary significantly in the market area, with the larger units generating rental premiums
 over the County average. The apartment vacancy rate in the market area is very low.
- The hotel market is relatively strong for higher end properties that generate an Average
 Daily Rate (ADR) exceeding \$110. Due to this demand a number of hotel projects are being
 proposed for the Downtown.

SOCIO-ECONOMIC CHARACTERISTICS

The information compiled for the socio-economic review is shown in Table 1 and can be summarized as follows:

- The market area is characterized by high population densities.
- The market area population is comprised of relatively small household sizes.
- The average household income level in the market area is much lower (less than \$55,000) than the City and County averages (over \$74,000).
- The age distribution in the market area is generally consistent with the City and County.
- Market area residents are slightly less educated, with less than 27% having graduated from college, compared to 30% citywide.
- Growth projections for the market area are moderate, with growth anticipated to be slower than the City and County through 2018.

Population Growth	Projections ¹
	<u>2013-2018</u>
1 Mile Ring	2.05%
3 Mile Ring	2.53%
5 Mile Ring	2.86%
Los Angeles	3.32%
Los Angeles County	3.03%

RETAIL OVERVIEW

The information compiled for the retail market is shown in Tables 2 through 8 and can be summarized as follows:

- As shown in Table 2, the per capita retail sales are lower in the City (\$7,600) than the County (\$9,000) and the State (\$9,500).
- As shown in Table 3, the sales per permit are lower in the City, indicating smaller establishments.

¹ Source: Claritas, KMA

- As shown in Table 4, there is a significant amount of retail leakage for the establishment types that generally tenant large spaces (e.g. building materials stores and general merchandise stores).
- As shown in Table 5, there is potential in the immediate market area for a significant number of tenant types, including those typically found in a mixed-use project.

Market Area	a Retail Square Foota	ge Demand ²	···	
Furniture and Home Furnishings Stores	Los Angeles 534,223	1 - Mile 75,291	3 - Miles 87,268	5 - Miles 3,290
Electronics and Appliance Stores	0	0	3,141	0
Building Material, Garden Equip Stores	5,069,306	237,124	493,296	1,346,439
Food and Beverage Stores	0	0	61,598	0
Health and Personal Care Stores	0	0	0	0
Clothing and Clothing Accessories Stores	0	49,643	0	0
Sporting Goods, Hobby, Book, Music Stores	1,088,823	57,975	123,803	174,172
General Merchandise Stores	5,722,915	336,890	1,248,409	1,729,379
Miscellaneous Store Retailers	0	25,763	0	0
Foodservice and Drinking Places	<u>0</u>	<u>28,046</u>	<u>0</u>	<u>0</u>
Total (Square Feet)	12,415,267	810,731	2,017,515	3,253,280

- As shown in Table 6, retail vacancies in the Los Angeles County are relatively low at 5.2%; however, vacancies in the Mid-Wilshire sub-market area lower at 4.4%.
- Retail rents in the market area (\$3.10) are much higher than the Los Angeles County average of (\$1.95) per square foot.
- As shown in Table 7, the asking rents in the immediate market area average \$2.10 per square foot.
- As shown in Table 8, the average sales price for retail buildings is approximately \$150 per square foot.

OFFICE OVERVIEW

The information compiled for the office market is shown in Tables 9 through 11 and can be summarized as follows:

² Source: Claritas, KMA

- As shown in Table 9, the office vacancy rate is 15% in the Mid-Wilshire market area, which is slightly higher than the 14% in Los Angeles County.
- Scant new construction
- Modest absorption
- The average rent is \$2.30 per square foot in Los Angeles County and \$2.10 per square foot in the Mid-Wilshire sub-market.
- As shown in Table 10, the market area asking rents range considerably (\$13.20 to \$36.00 per square foot) depending on the quality of the space. The average rent in the market area is \$20 per square foot, which is lower than the County average of \$27.60.
- As shown in Table 11, the average sales price for office buildings in the market area is \$155
 per square foot.

RESIDENTIAL OVERVIEW

The information compiled for the residential market is shown in Tables 12 through 18 and can be summarized as follows:

For-Sale Information

- As shown in Table 12, the prices in the zip code and the County still have not reached 2008 levels
- There have been no single-family residential sales in the zip code since 2008. The average price for condominiums in the zip code was \$539,900 in 2013 compared to a County average of \$365,000.
- As shown in Table 13, the attached new home sales prices average \$1.59 million in Central Los Angeles compared to \$739,000 for the County.
- As shown in Table 14, prices have increased significant in Central Los Angeles over the past year, likely due to new projects becoming available.

Historic New Attached Home Sales Prices ³					
	2012- Qtr. 3	2013 – Qtr. 2	2013 - Qtr. 3		
Antelope Valley	\$0	. \$0	\$0		
Central Los Angeles	\$591,145	\$1,104,564	\$1,586,000		
San Fernando Valley	\$367,368	\$451,342	\$517,481		
San Gabriel Valley	\$364,870	\$423,857	\$418,452		
Santa Clarita	\$333,056	\$0	\$0		
South Bay	\$491,746	\$530,906	\$529,179		
West Los Angeles	\$824,266	\$1,200,493	\$1,537,617		
Los Angeles County	\$522,726	\$752,236	\$738,698		

The new home price per square foot is much higher in Central Los Angeles when compared to the County (\$900 compared to \$420)

Current New Attached Home Sales Prices ⁴					
	Average Price	Average Sq. Feet	Price/SF		
Antelope Valley	\$0	0	\$0		
Central Los Angeles	\$1,586,000	1,766	\$898		
San Fernando Valley	\$517,481	1,517	\$341		
San Gabriel Valley	\$418,452	1,622	\$258		
Santa Clarita	\$0	0	\$0		
South Bay	\$529,179	1,884	\$281		
West Los Angeles	\$1,537,617	2,028	\$758		
Los Angeles County	\$738,698	1,780	\$415		

- As shown in Table 15, the Central Los Angeles accounts for approximately 10% of the new inventory in the County.
- There are 104 new units available in the regional market area, with 1,100 available in the County.

Apartment Information

• As shown in Tables 16 through 18, the 2013 average asking apartment rent is \$1,355 in the Wilshire/Westlake market area, with a 2.9% vacancy rate compared to 3.1% in the Los Angeles County.

Source: MarketPointe, KMA
 Source: MarketPointe, KMA

Rents are projected to increase to \$1,450 (9.8%) through 2018

Wilshire/Westlake and Los Angeles County Rents						
	Market Area		Los Angeles County			
	Rent	Rent/SF	Rent	Rent/SF		
Studio / Efficiency	\$881	\$1.74	\$1,040	\$1.97		
One Bedroom	\$1,208	\$1.66	\$1,348	\$1.82		
Two Bedroom	\$1,857	\$1.53	\$ 1,7 4 3	\$1.65		
Three Bedroom	\$4,186	\$2.38	\$2,168	\$1.64		

 As shown in Table 19, a significant number of multi-family building sales have occurred in the market area, with an average price of \$165 per square foot (\$121,000 per unit.)

Hotel Overview

The information compiled for hotel market is shown in Tables 20 through 23 and can be summarized as follows:

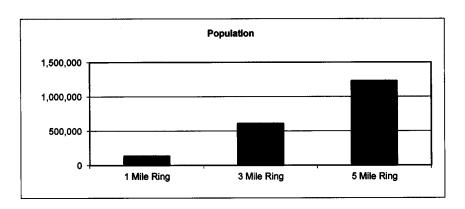
- The Downtown market area evaluated by PKF Consulting consists of two classes of hotels.
 The higher end hotels with Average Daily Rates (ADR) exceeding \$110 are included in Downtown 1, with the more modest properties with ADR less than \$110 included in Downtown 2.5
- As shown in Table 20, the average occupancy level in the market area is below the County (Downtown 1 75.3%, Downtown 2 69.3% and L.A. County 77.4%).
- As shown in Table 21, the higher end properties in the Downtown 1 subgroup generate an average daily rate (ADR) of \$192, which is higher than the County average of \$171. The ADR for the Downtown 2 properties is \$90.
- As shown in Table 22, the Revenue per Available Room (RevPAR) is higher for Downtown 1 than the County.
- As shown in Table 23, demand increased at a faster rate for the Downtown 1 properties
 (2.5% annual growth) than the County (1.0% annual growth) and Downtown 2 properties (-1.5% annual growth).

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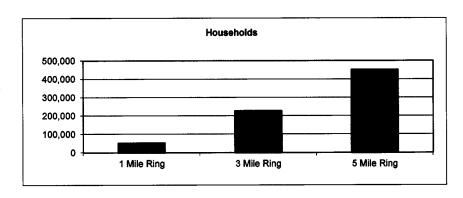
⁵ In addition, many of the Downtown – 2 properties are located outside of the Downtown core.

TABLE 1
2013 SOCIO-ECONOMIC CHARACTERISTICS
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

Population	
1 Mile Ring	135,500
3 Mile Ring	609,000
5 Mile Ring	1,230,400
Los Angeles	3,859,200
LA County	9,969,400



Households 1 Mile Ring 51,600 3 Mile Ring 226,500 5 Mile Ring 451,000 Los Angeles 1,343,400 LA County 3,293,100



Average Persons Per Hhold

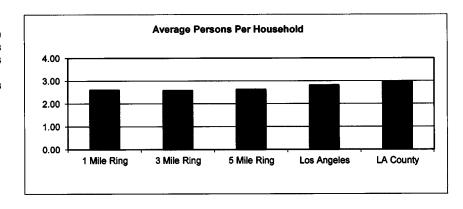
 1 Mile Ring
 2.60

 3 Mile Ring
 2.58

 5 Mile Ring
 2.63

 Los Angeles
 2.81

 LA County
 2.98



Source: Claritas 2012

TABLE 1 (Continued)

2013 SOCIO-ECONOMIC CHARACTERISTICS WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

Average Household Income

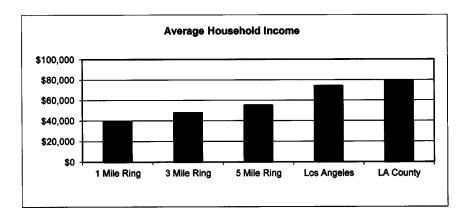
 1 Mile Ring
 \$39,100

 3 Mile Ring
 \$47,800

 5 Mile Ring
 \$55,000

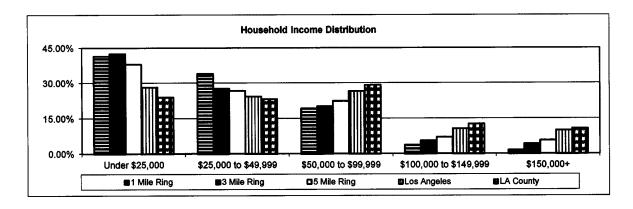
 Los Angeles
 \$74,200

 LA County
 \$78,600



Household Income Distribution

Tiodoonoid into					
	Under \$25,000	\$25,000 to \$49,999	\$50,000 to \$99,999	\$100,000 to \$149,999	\$150,000+
1 Mile Ring	41.51%	33.98%	19.25%	3.72%	1.54%
3 Mile Ring	42.50%	27.63%	20.12%	5.56%	4.18%
5 Mile Ring	38.04%	26.76%	22.41%	7.10%	5.69%
Los Angeles	28.29%	24.35%	26.60%	10.74%	10.01%
LA County	24.01%	23.29%	29.17%	12.74%	10.79%



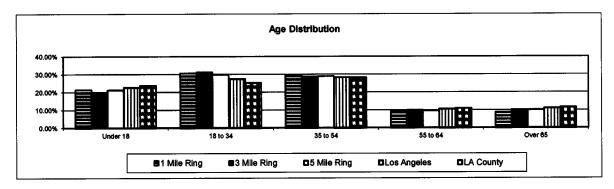
Source: Claritas 2012

TABLE 1 (Continued)

2013 SOCIO-ECONOMIC CHARACTERISTICS WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

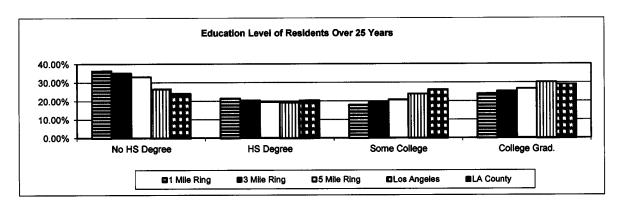
Age Distribution

	Under 18	18 to 34	35 to 54	55 to 64	Over 65
1 Mile Ring	21.44%	30.73%	29.78%	9.33%	8.73%
3 Mile Ring	20.00%	31.21%	28.80%	9.89%	10.11%
5 Mile Ring	21.27%	29.91%	29.05%	9.72%	10.07%
Los Angeles	22.69%	27.31%	28.39%	10.53%	11.08%
LA County	23.82%	25.35%	28.24%	11.06%	11.54%



Education Level of Residents Over 25 Years

	No HS Degree	HS Degree	Some College	College Grad.
1 Mile Ring	36.42%	21.49%	18.05%	24.03%
3 Mile Ring	35.08%	20.38%	19.17%	25.36%
5 Mile Ring	33.11%	19.54%	20.68%	26.67%
Los Angeles	26.53%	19.31%	23.91%	30.25%
LA County	24.15%	20.44%	26.25%	29.16%

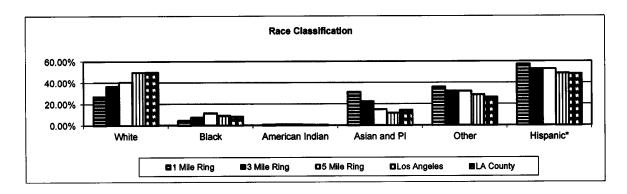


Source: Claritas 2012

TABLE 1 (Continued)

2013 SOCIO-ECONOMIC CHARACTERISTICS WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

Race Classification						
	White	Black	American Indian	Asian and PI	Other	Hispanic*
1 Mile Ring	27.16%	4.54%	0.92%	31.34%	36.05%	57.51%
3 Mile Ring	36.92%	7.49%	0.97%	22.48%	32.15%	52.99%
5 Mile Ring	40.62%	11.45%	0.88%	15.02%	32.04%	52.81%
Los Angeles	49.81%	9.13%	0.73%	11.65%	28.67%	48.93%
LA County	49.93%	8.42%	0.73%	14.35%	26.56%	48.46%



Source: Claritas 2012

^{*} Hispanic population percentage calculated separately from other races. In the 200 US Census, census takers were first asked to identify their race as White, Black, Ameircan Indian, Asian, Pacific Islander, or Other; and then asked if they identify as Hispanic/Latino or Non-Hispanic/Latino.

TABLE 2

TOTAL & PER CAPITA RETAIL SALES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

Lo Motor Vehicles and Parts Dirs	i	2044	
		Los Angeles	State of
-	Los Angeles	County	California
	\$3,224,150	\$12,686,384	\$53,303,502
Home Furnishing & App	1,609,905	5,738,575	23,578,090
Bldg Mtrl & Garden Equip	1,834,117	6,306,814	26,064,428
Food & Beverage Stores	2,199,481	5,591,250	23,606,132
Gasoline Stations	4,952,984	13,394,467	55,210,076
Clothing & Clothing Access	2,715,953	8,356,612	29,600,057
General Merchandise Stores	2,660,830	10,866,531	48,219,018
Food Services & Drinking Plcs	6,049,187	15,286,655	54,755,944
Other Retail Group	3,599,674	11,024,159	41,180,792
Retail Stores Total \$2	\$28,846,283	\$89,251,447	\$355,518,038

		2011	
Population	3,806,411	9,847,712	37,427,946
		Los Angeles	State of
	Los Angeles	County	California
Motor Vehicles and Parts Dirs	\$847	\$1,288	\$1,424
Home Furnishing & App	423	583	630
Bldg Mtrl & Garden Equip	482	640	969
Food & Beverage Stores	578	268	631
Gasoline Stations	1,301	1,360	1,475
Clothing & Clothing Access	714	849	791
General Merchandise Stores	669	1,103	1,288
Food Services & Drinking Plcs	1,589	1,552	1,463
Other Retail Group	946	1,119	1,100
Retail Stores Total	\$7.578	\$9,063	\$9,499

Source: California State Board of Equalization; and California State Department of Finance (Table E

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T2; 2/19/2014

¹ Per the CA State Board of Equalization, for those categories listed as "-", the sales are included in

TABLE 3

TOTAL PERMITS & SALES PER RETAIL PERMIT
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

	Total Permits		
		2011	
	Los Angeles	Los Angeles County	<u>State of</u> California
Motor Vehicles and Parts Dirs	3,066	8,734	33,173
Home Furnishing & App	4,508	11,633	40,951
Bldg Mtrl & Garden Equip	1,310	3,645	17,350
Food & Beverage Stores	3,614	8,710	30,924
Gasoline Stations	778	2,186	9,958
Clothing & Clothing Access	10,244	23, 4 21	67,112
General Merchandise Stores	2,235	6,583	15,964
Food Services & Drinking Pics	10,508	25,879	92,843
Other Retail Group	29,222	<u>89.081</u>	337.053
Retail Stores Total	65,485	179,872	645,328

Та	xable Sales Per Pe	rmit	
		2011	
		Los Angeles	State of
	Los Angeles	<u>County</u>	<u>California</u>
Motor Vehicles and Parts Dirs	\$1,051,582	\$1,452,528	\$1,606,834
Home Furnishing & App	357,122	493,301	575,763
Bldg Mtrl & Garden Equip	1,400,089	1,730,264	1,502,273
Food & Beverage Stores	608,600	641,935	763,360
Gasoline Stations	6,366,304	6,127,387	5,544,294
Clothing & Clothing Access	265,126	356,800	441,055
General Merchandise Stores	1,190,528	1,650,696	3,020,485
Food Services & Drinking Pics	575,674	590,697	589,769
Other Retail Group	<u>123,184</u>	<u>123,754</u>	122,179
Retail Stores Average	\$440,502	\$496,194	\$550,911
	Residents Per Pern		
		2011	
Population	3,806,411	9,847,712	37,427,946
		Los Angeles	State of
	Los Angeles	County	California
Motor Vehicles and Parts Dirs	1,241	1,128	1,128
Home Furnishing & App	844	847	914
Bldg Mtrl & Garden Equip	2,906	2,702	2,157
Food & Beverage Stores	1,053	1,131	1,210
Gasoline Stations	4,893	4,505	3,759
Clothing & Clothing Access	372	420	558
General Merchandise Stores	1,703	1,496	2,345
Food Services & Drinking Plcs	362	381	403
Other Beteil Croun	130	111	111
Other Retail Group	1 144		

Source: California State Board of Equalization; and California State Department of Financia

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2;T3;2/19/2014

¹ Per the CA State Board of Equalization, for those categories listed as "\$0", the sales are included in the "Other Retail

TABLE 4

RETAIL SALES SURPLUS/LEAKAGE DATA SUMMARY WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

acland av	Expenditures	Salas	Opportunity Gap/Surplus	Typical Sales PSF	Potential (SF)
		140 505 005	42 250 250 860	VIV	VN
Motor Vehicle and Parts Dealers-441	\$10,002,916,854	\$6,743,565,985	600,000,802,04	Ž.	Ž
Furniture and Home Furnishings Stores-442	1,196,866,735	1,009,888,610	186,978,125	\$320	534,223
Electronics and Appliance Stores-443	1,063,325,755	1,065,568,084	(2,242,329)	\$200	0
Building Material. Garden Equip Stores-444	4,915,419,266	2,887,696,857	2,027,722,409	\$ 400	5,069,306
Food and Beverage Stores-445	7,403,567,583	7,765,102,498	(361,534,915)	\$450	0
Health and Personal Care Stores-446	2,801,234,045	3,048,000,920	(246,766,875)	\$400	0
Gasoline Stations-447	5,346,788,099	3,709,452,053	1,637,336,046	¥	A
Clothing and Clothing Accessories Stores 448	2,849,800,815	3,874,303,519	(1,024,502,704)	\$320	0
Sporting Goods, Hobby, Book, Music Stores-451	1,188,714,146	753,185,003	435,529,143	\$400	1,088,823
General Merchandise Stores-452	7,332,355,367	5,043,189,372	2,289,165,995	\$400	5,722,915
Miscellaneous Store Retailers-453	1,290,473,383	1,977,708,766	(687,235,383)	\$350	0
Non-Store Retailers-454	4,247,722,957	6,410,865,650	(2,163,142,693)	¥	¥
Foodservice and Drinking Places-722	\$5,896,281,487	\$6,322,226,799	(\$425,945,312)	\$400	0
Total Retail Sales Incl Eating and Drinking Places	\$55,535,466,492	\$50,610,754,116	\$4,924,712,376		12,415,267
			Opportunity	Tvpical	
One-Mile Market Area	Expenditures	Sales	Gap/Surplus	Sales PSF	Potential (SF)
Motor Vehicle and Parts Dealers-441	\$208,938,652	\$147,381,521	\$61,557,131	¥	¥
Furniture and Home Furnishings Stores-442	34,538,402	8,186,677	26,351,725	\$350	75,291
Electronics and Appliance Stores-443	32,274,733	36,450,160	(4,175,427)	\$200	0
Building Material, Garden Equip Stores-444	120,807,958	25,958,496	94,849,462	\$400	237,124
Food and Beverage Stores-445	241,486,517	265,857,733	(24,371,216)	\$450	0
Health and Personal Care Stores 446	90,790,003	153,054,449	(62,264,446)	\$400	0
Gasoline Stations-447	155,159,868	112,462,766	42,697,102	¥	¥
Clothing and Clothing Accessories Stores-448	81,170,173	63,795,187	17,374,986	\$320	49,643
Sporting Goods, Hobby, Book, Music Stores-451	37,323,070	14,133,175	23,189,895	\$400	57,975
General Merchandise Stores-452	226,523,507	91,767,448	134,756,059	\$400	336,890
Miscellaneous Store Retailers-453	35,098,324	26,081,231	9,017,093	\$320	25,763
Non-Store Retailers-454	125,189,636	69,044,151	56,145,485	₹	¥
Foodservice and Drinking Places-722	\$186,514,710	\$175,296,236	\$11,218,474	\$400	28,046
Total Retail Sales Incl Eating and Drinking Places	\$1,575,815,553	\$1,189,469,230	\$386,346,323		810,731

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T4; 2/19/2014

TABLE 4

RETAIL SALES SURPLUS/LEAKAGE DATA SUMMARY WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

ical Potential (SE)	۵	87.2		4		\$400	NA NA	\$350	\$400 123,803	\$400 1,248,409	\$350	AN AN	\$400	2,017,515	ical	Sales PSF Potential (SF)	NA NA	\$350 3,290	\$500	\$400 1,346,439	\$450 0	\$400	AN AN	\$350	\$400 174,172	\$400 1,729,379	\$350 0	AN AN	0074
Opportunity Typical	5 074	30.543.901	1.570.326	197,318,218	27,719,155	(112,666,102)	312,809,255	(855,408,817)	49,521,353	499,363,666	(133,351,306)	(916,662,448)	(\$388,406,361)	(\$1,197,144,086)	Opportunity Typical	Gap/Surplus Sales	\$941,119,167	1,151,549	(22,700,846)	538,575,668	(430,719,363)	(108,319,071)	609,340,435	(1,358,224,752)	69,668,722	691,751,634	(283,427,259)	(881,532,564)	(\$578 225 806)
ooleo	C1 106 317 513	135 628 462	151.833.948	417,355,243	1,090,154,832	524,548,678	444,637,963	1,246,847,033	126,974,551	561,440,915	310,153,521	1,521,109,913	\$1,253,674,482	\$8,890,677,054		Sales	\$1,638,609,265	346,660,827	328,745,722	781,210,465	2,688,541,960	951,224,805	953,799,268	2,175,551,065	280,930,083	1,480,543,974	647,809,056	2,117,122,033	000 000 000
1	experiumes	166,022,067	153 404 274	614.673.461	1,117,873,987	411,882,576	757,447,218	391,438,216	176,495,904	1,060,804,581	176,802,215	604,447,465	\$865,268,121	\$7,693,532,968		Expenditures	\$2,579,728,432	347,812,376	306,044,876	1,319,786,133	2,257,822,597	842,905,734	1,563,139,703	817,326,313	350,598,805	2,172,295,608	364,381,797	1,235,589,469	100 071
	Infee-mile market Area	Motor Venicle and Parts Dealers 441	Florings and Appliance Stores 443	Ruiding Material Garden Fouin Stores-444	Food and Beverage Stores-445	Health and Personal Care Stores 446	Gasoline Stations-447	Clothing and Clothing Accessories Stores 448	Sporting Goods, Hobby, Book, Music Stores 451	General Merchandise Stores-452	Miscellaneous Store Retailers-453	Non-Store Retailers-454	Foodservice and Drinking Places-722	Total Retail Sales Incl Eating and Drinking Places		Five-Mile Market Area	Motor Vehicle and Parts Dealers-441	Furniture and Home Furnishings Stores-442	Electronics and Appliance Stores-443	Building Material, Garden Equip Stores-444	Food and Beverage Stores 445	Health and Personal Care Stores-446	Gasoline Stations 447	Clothing and Clothing Accessories Stores-448	Sporting Goods, Hobby, Book, Music Stores-451	General Merchandise Stores-452	Miscellaneous Store Retailers-453	Non-Store Retailers-454	

Source: Claritas; KMA

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T4; 2/19/2014

TABLE 5

ESTIMATED RETAIL DEMAND (SQUARE FEET OF SUPPORTABLE DEVELOPMENT)
WILSHIRE- SHATTO MARKET OVERVIEW

LOS ANGELES COUNTY METRO

	Los Angeles	1 - Mile	3 - Miles	5 - Miles
Furniture and Home Furnishings Stores	534,223	75,291	87,268	3,290
Electronics and Appliance Stores	0	0	3,141	0
Building Material, Garden Equip Stores	5,069,306	237,124	493,296	1,346,439
Food and Beverage Stores	0	0	61,598	0
Health and Personal Care Stores	0	0	0	0
Clothing and Clothing Accessories Stores	0	49,643	0	0
Sporting Goods, Hobby, Book, Music Stores	1,088,823	57,975	123,803	174,172
General Merchandise Stores	5,722,915	336,890	1,248,409	1,729,379
Miscellaneous Store Retailers	0	25,763	0	0
Foodservice and Drinking Places	01	28.046	OI	O
Total (Square Feet)	12,415,267	810,731	2,017,515	3,253,280

Source: Claritas; KMA

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T5; 2/19/2014

TABLE 6 4th Quarter 2013 Retail Market - Los Angeles Market Area Wilshire- Shatto Market Overview

LOS ANGELES COUNTY METRO

Submarket	Square Feet (Total Inventory)	Square Feet Vacant	Vacancy Rate	Net Absorption YTD	Under	Square Ft Planned	Average Asking Rent ¹
Antelope Valley	15,566,726	1,172,174	7.5%	60,374	16,800	1,957,120	\$1.14
Burbank/Glendale/Pasadena	50,955,937	1,824,223	3.6%	427,099	10,500	140,215	\$2.52
Downtown	21,780,479	1,825,204	8.4%	(648,012)		46,943	\$1.95
Mid-Cities	44,937,396	2,561,432	5.7%	373,498	239,414	1,687,247	\$1.59
Mid-Wilshire	32,808,227	1,364,822	4.2%	337,616	71,515	295,320	\$3.06
San Fernando Vallev	48,184,397	2,510,407	5.2%	228,848	26,328	1,232,274	\$1.63
San Gabriel Valley	59,814,725	3,481,217	5.8%	679,332	176,092	810,823	\$1.55
Santa Clarita Vallev	12,415,170	784,639	6.3%	42,262	4,500	167,521	\$1.82
South Bay	65,314,010	2,808,502	4.3%	261,967	53,277	737,865	\$1.92
Southeast LA	18,701,190	978,072	5.2%	69,700	20,492	105,674	\$1.73
Ventura North	18,167,567	930,179	5.1%	105,315	1,798	122,615	\$1.61
Ventura South	24,984,191	1,514,042	6.1%	28,375	224,836	737,856	\$1.82
West LA	37,498,887	1,743,698	4.7%	257,863	212,705	1,518,333	\$3.83
Los Angeles Market Total	451,128,902	23,498,612	5.2%	2,224,237	1,058,257	9,559,806	\$1.95

⁽¹⁾ Weighted by available direct lease space. PSF Per Month. Triple Net (NNN).

TABLE 7

MARKET AREA RETAIL LEASE RATE COMPARABLES (1- Mile Ring)
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

				Asking		Building			
No.	Address	City	Property Type	Rate	Type	Size	SF Available Vacancy	Vacancy	
			:	,		7	14 000	7	
-	3130 Wilshire	Los Angeles	Street Retail	\$24.00	Z	808.	000,1	%C	
7	3075 Wilshire	Los Angeles	Retail	\$36.00	Z Z Z	116,388	3,048	%8	
ო	3000 Wilhsire	Los Angeles	Street Retail	\$24.00	Z Z Z	34,678	18,566	54%	
4	695 S. Vermont	Los Angeles	Retail	\$19.20	Z Z Z	190,000	34,777	18%	
Z,	3223 W. 6th Street	Los Angeles	Retail	\$12.00	Z Z Z	18,740	2,740	15%	
မှ	3273 Wilshire	Los Angeles	Retail	\$19.20	Z Z Z	36,102	11,242	40%	
•		•		\$23.40	Z Z Z		3,366		
7	834 S. Vermont	Los Angeles	Strip Center	\$23.40	Z Z Z	2,450	1,750	71%	
· œ	3100 W. 8th Street	Los Angeles	Retail	\$27.00	Z Z Z	8,638	1,300	15%	
တ	3377 Wilshire	Los Angeles	Retail	\$24.00	Z Z Z	45,871	8,400	33%	
,		•		\$21.00	Z Z Z		4,290		
				\$34.20	Z Z Z		2,470		
9	3500 W. 6th Street	Los Angeles	Retail	\$36.00	Z Z Z	165,042	19,422	19%	
				\$48.00	Z Z Z		11,660		
-	2520 W. 8th Street	Los Angeles	Retail	\$20.40	Z Z Z	21,554	4,117	36%	
		•		\$13.20	Z Z Z		3,544		
7	2716 W. Olympic	Los Angeles	Retail	\$27.00	Z Z Z	21,396	963	% 9	
!		,		\$44.88	Z Z Z		348		
13	2228 West 7th. Street	Los Angeles	Street Retail	\$13.95	Z Z Z	8,600	8,600	100%	
4	3435 Wilshire	Los Angeles	Restaurant	\$22.29	Z Z Z	000'069	2,641	%0	
5	268 S. Normandie	Los Angeles	Neighborhood Ctr.	\$24.84	Z Z Z	1,206		100%	
9	3123 Beverly	Los Angeles	Restaurant	\$18.00	Z Z Z	3,000	1,100	37%	
17	3101 Beverly	Los Angeles	Neighborhood Ctr.	\$18.00	Z Z Z	995		100%	
8	3101 Beverly	Los Angeles	Neighborhood Ctr.	\$24.00	Z Z Z	768		100%	
6	2122 West 7th. Street	Los Angeles	Restaurant	\$23.95	Z Z Z	8,400		14%	
20	741 S. Alvarado	Los Angeles	Community Ctr	\$13.76	Z Z Z	11,890		40%	
21	2970 W. Olympic	Los Angeles	Retail	\$39.00	Z Z Z	29,000		15%	
23	3443 West 8th. Street	Los Angeles	Street Retail	\$12.00	Z Z Z	900	006	100%	
23	1700 S. Western	Los Angeles	Retail Pad	\$35.04	Z Z Z	24,055		2%	
24	3801 W. 6th Street	Los Angeles	Community Ctr	\$30.00	Z Z Z	16,688		10%	
22	1107 S. Alvarado	Los Angeles	Strip Center	\$18.60	Z Z Z	3,300		100%	
92	1901 West 7th Street	Los Angeles	Street Retail	\$27.00	Z Z Z	14,500	4,290	30%	
Lease	Lease Rate Range		\$12.00						
1,4/4:24	Michighted Average Lease Date			\$25.04					

Source: LoopNet.com 2014

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T7; 2/19/2014

TABLE 8

MARKET AREA RETAIL BUILDING SALES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

Price Per SF	\$311	\$170	\$26	\$220	\$175	\$319	\$275	\$1,622	\$230	\$149	\$238	\$347	\$158	\$4 8	\$151	\$26	\$1,622
Sales Price	\$2,350,000	\$1,080,000	\$1,060,000	\$900,000	\$1,150,000	\$1,520,000	\$2,800,000	\$1,518,000	\$970,000	\$660,000	\$850,000	\$2,600,000	\$700,000	\$1,008,000	Weighted Average	Minimum Price/SF	Maximum Price/SF
RBA (SF)	7,560	6,370	41,473	4,094	6,572	4,768	10,177	936	4,209	4,440	3,567	7,500	4,440	20,866	Weig	Minim	Maxir
Year Built	1947	1924	1928	1949	1917	1948	1925	1983	1968	1923	1938	1937	1926	1953			
Sale Date Ye	7/13/2012	12/20/2012	3/6/2013	3/30/2012	11/26/2013	6/13/2013	5/31/2012	7/15/2013	5/30/2013	11/27/2013	12/30/2013	10/1/2012	8/1/2013	5/17/2012			
City	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	_	_	_				Los Angeles			
Address	3567-3577 W. 3rd St	2418 W. 6th St	3451-3511 W. 6th St	2901 W. 7th St	3050 W. 7th St	3360 W. 8th St	740-752 S. Alvarado St	958 S. Alvarado St	270 - 274 S. Benton Way	707 S. Bonnie Brae St	938 Menio Ave	2835 - 2837 W. Olympic Blvd	249 - 235 N. Vermont Ave	3500 Wilshire Blvd			
Building Type	Retail Storefront / Office	Retail Storefront	Retail Storefront / Office	Retail Storefront	Freestanding Retail	Retail Storefront	Retail Storefront / Office	Retail Service Station	Retail Storefront / Office	Retail Building	Retail Day Care	Retail Storefront / Office	Retail Storefront / Office	Retail Storefront			
Ö	*	- 2	l m	4	. ro	ဖ	_	- α	တ	- 6	Ξ	: 2	<u> </u>	4			

Note: Sales data from 27/2012 - 27/2014; Sales covering the one mile radius surrounding the intersection of Wilshire Blvd and Shatto Place; Bulk portfolio sales, multiproperty sales, non-arms length transactions, condominium unit sales, and transactions without a sales price were excluded.

Source: Costar 2/2014

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T8; 2/19/2014

TABLE 9 4th QUARTER 2013 OFFICE MARKET - LOS ANGELES MARKET AREA WILSHIRE- SHATTO MARKET OVERVIEW

LOS ANGELES COUNTY METRO

Submarket	Square Feet (Total Inventory)	Square Feet Vacant	Vacancy Rate ¹	Net Absorption YTD	Under Construction	Square Ft Planned	Average Asking Rent ¹
			70, 11	000		480,000	9
Antelope Valley	1,498,851	165,623	11.1%	20,896	•	180,000	90.0¢
Burbank/Glendale/Pasadena	38,456,672	5,049,361	13.1%	(232,977)	•	906,766	\$2.59
Downtown	65,302,719	8,619,959	13.2%	(69,363)	30,000	616,431	\$2.20
Mid-Cities	4.726.196	351,156	7.4%	123,465	•	27,000	\$2.03
Mid-Wilshire	30,150,853	4,510,568	15.0%	(62,144)	95,002	1,372,068	\$2.13
San Fernando Valley	27.054.447	3,462,969	12.8%	413,798	•	860'609	\$2.10
San Gabriel Vallev	19,047,190	1,980,908	10.4%	(23,109)	73,834	1,586,069	\$1.96
Santa Clarita Vallev	3,505,008	409,034	11.7%	116,167	102,113	333,650	\$2.28
South Bay	50,397,306	8.542,343	17.0%	671,794	175,348	2,178,865	\$1.98
Southeast LA	5.545.931	474,732	8.6%	46,957	•	000'09	\$1.77
Ventura North	3,632,131	320,717	8.8%	27,811	•	147,034	\$1.78
Ventura South	15,642,430	2,509,046	16.0%	235,039	•	1,095,012	\$2.09
West LA	60,985,039	8,269,571	13.6%	367,242	ı	1,544,886	\$3.46
Los Angeles Market Total	325,944,773	44,665,988	13.7%	1,665,576	476,297	10,656,879	\$2.33

(1) Survey of office buildings exceeding 25,000 square feet. Rent is PSF Per Month. Full Service Gross (FSG).

MARKET AREA OFFICE LEASE RATE COMPARABLES (1-MIIe Ring)
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

TABLE 10

				Asking		Building		
Š	Address	City	Property Type	Rate	Type	Size	SF Available Vacancy	Vacancy
4-	3350 Wilshire	Los Angeles	Office	\$15.60	FSG	195,032	15,589	52%
				\$16.80	FSG		80,669	
				\$21.60	FSG		1,059	
				\$24.00	FSG		3,816	
7	3055 Wilshire	Los Angeles	Office	\$16.80	FSG	216,057	10,621	27%
		1		\$19.20	FSG		47,554	
က	3470 Wilshire	Los Angeles	Office	\$20.40	FSG	240,386	2,784	4 %
				\$15.00	FSG		1,819	
				\$16.80	FSG		1,297	
				\$17.40	FSG		2,709	
				\$18.00	FSG		123,000	
4	2500 Wilshire	Los Angeles	Office	\$24.00	FSG	257,897	1,376	47%
		•		\$15.60	FSG		118,944	
5	3255 Wilshire	Los Angeles	Office	\$24.00	FSG	212,224	5,941	41%
		•		\$19.20	FSG		80,339	
9	3450 Wilshire	Los Angeles	Office	\$17.40	FSG	154,930	5,083	34%
		•		\$18.00			46,621	
				\$25.20			1,012	
7	3020 Wilshire	Los Angeles	Office	\$19.20	FSG	72,760	12,559	17%
	695 S. Vermont	Los Angeles	Office	\$19.20	FSG	190,000		18%
တ	3273 Wilshire	Los Angeles	Creative/Loft	\$19.20	Ø M	3,358		1075%
	3251 W. 6th Street	Los Angeles	Office-R&D	\$24.00	FSG	48,700		%9
7	3303 Wilshire	Los Angeles	Office	\$19.80	FSG	155,896	6,157	4 %
	611 South Catalina	Los Angeles	Office	\$13.20	FSG	39,000		4%
13	672 S. La Fayette Park Place	Los Angeles	Creative/Loft	\$18.00	FSG	900'09		% 6
4	520 S. La Fayette Park Place	Los Angeles	Office	\$18.00	FSG	88,649		22%
15	3200 Wilshire	Los Angeles	Office	\$19.20	FSG	204,306	67,466	33%
16	2655 W. Olympic	Los Angeles	Medical Office	\$36.00	FSG	11,200		28%
17	626 S. Kingsley	Los Angeles	Office	\$18.00	FSG	17,779	4,594	56%
18	2300 W. Olympic	Los Angeles	Office	\$17.45	FSG	21,585	099	3%
19	3435 Wilshire	Los Angeles	Office	\$24.60	FSG	689,285	93,605	14%
۵	ğ							

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T10; 2/19/2014

TABLE 10

MARKET AREA OFFICE LEASE RATE COMPARABLES (1-Mile Ring) WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

				Asking		Building		
è N	Address	City	Property Type		Type	Size	SF Available Vacancy	Vacancy
20	3440 Wilshire	Los Angeles	Office	\$22.80	FSG	155,025	~	
7	3460 Wilshire	Los Angeles	Office \$21.60	\$21.60	FSG	154,664	0.	
52	746 S. Alvarado	Los Angeles	Office	\$24.00	FSG	10,000		
23	2970 W. Olympic	Los Angeles	Medical Office	\$30.00	FSG	29,000		
	•)		\$27.00	FSG			
24	2140 W. Olympic	Los Angeles	Office	\$18.00	FSG	98,728	25,127	72%
25	2707 Beverly	Los Angeles	Creative/Loft	\$21.00	FSG	29,024	•	•
56	3530 Wilshire	Los Angeles	Office	\$23.40	FSG	391,063	•	
27	3530 Wilshire	Los Angeles	Office	\$15.00	FSG	391,063		

\$13.20 - \$36.00	\$19.57
Lease Rate Range	Weighted Average Lease Rate

Source: LoopNet.com 2012

TABLE 11

OFFICE BUILDING SALES COMPARABLES
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

Price Per Sales Price SE	\$1,285,000	\$2,050,000	\$1,950,000	\$7,950,000	\$1,450,000	\$4,400,000	\$680,000	\$1,375,000	Ü	\$4 800 000
RBA (SF)	8,260	14,655	7,879	53,656	10,918	29,429	2,640	6,882	315,949	40,846
Year Built	1951	1955/1990	1949	1960	1925	1963	1911	1939	1971/1991	1963/1986
Sale Date	12/21/2012	8/1/2013	10/31/2013	1/6/2014	5/13/2013	10/31/2013	8/3/2012	9/6/2013	1/2/2014	3/1/2012
City	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles	Los Angeles
Address	2330 W. 3rd St	2351 W. 3rd St	2700 W. 3rd St	2520 W. 6th St	2416 - 2422 W. 7th St	2120 W. 8th St	2954 W. 8th St	685 S. Carondelet St	600 S. Commonwealth Ave	505 S. Virgil Ave
Building Type	Class C Office	Class C Office	Class C Medical Office	Class B Office	Class C Medical Office	Class B Office	Class C Office	Class C Office	Class A Office	Class B Office
Ö	-	7	ო	4	2	9	7	∞	o	9

Note: Sales data from 2/7/2012 - 2/7/2014; Sales covering the one mile radius surrounding the intersection of Wilshire Blvd and Shatto Place; Bulk portfolio sales, multiproperty sales, non-arms length transactions, condominium unit sales, and transactions without a sales price were excluded.

Source: Costar 2/2014

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T11; 2/19/2014

TABLE 12

EXISTING HOME SALES - 2008 - 2012

WILSHIRE- SHATTO MARKET OVERVIEW

LOS ANGELES COUNTY METRO

		S	ingle Family Home	/		Co	ondominiui Condo	ms
City	Zip	Units	Median Price	Change from 2007	Home Price/SF	Units	Median Price	Change from 2007
Los Angeles LA County	90010	0 45,596	\$0 \$400,000	0.00% -28.60%	\$0 \$279	8 12,802	\$730,000 \$369,000	-4.60% -14.20%

		S	ingle Family Home	/		Co	ondominiui Condo	ms
City	Zip	Units	Median Price	Change from 2007	Home Price/SF	Units	Median Price	Change from 2007
Los Angeles LA County	90010	0 57,432	\$0 \$315.000	0.00% -21.30%	\$0 \$226	16 16.663	\$470,000 \$307,000	-35.60% -16.80%

		S	ingle Family	1		Co	ondominiui Condo	ns
City	Zip	Units	Median Price	Change from 2007	Home Price/SF	Units	Median Price	Change from 2007
Los Angeles LA County	90010	0 54,777	\$0 \$340,000	0.00% 7.90%	\$0 \$240	31 17,491	\$510,000 \$300,000	8.50% -2.30%

TABLE 12

EXISTING HOME SALES - 2008 - 2012

WILSHIRE- SHATTO MARKET OVERVIEW

LOS ANGELES COUNTY METRO

2011

		S	ingle Family	/		Co	ondominiu Condo	ms
City	Zip	Units	Median Price	Change from 2007	Home Price/SF	Units	Median Price	Change from 2007
Los Angeles LA County	90010	0 53,437	\$0 \$325,000	0.00% -4.40%	\$0 \$230	23 16,941	\$420,000 \$275,000	-17.60% -8.30%

2012

		\$	ingle Family Home	/		Co	ondominiu Condo	ms
City	Zip	Units	Median Price	Change from 2007	Home Price/SF	Units	Median Price	Change from 2007
Los Angeles LA County	90010	0 59,561	\$0 \$340,000	0.00% 4.60%	\$0 \$237	39 19,617	\$425,000 \$285,000	1.20% 3.60%

2013

		S	ingle Family Home	1		Co	ondominiui Condo	ns
City	Zip	Units	Median Price	Change from 2007	Home Price/SF	Units	Median Price	Change from 2007
Los Angeles LA County	90010	0 59,275	\$0 \$425,000	0.00% 25.00%	\$0 \$290	41 20,679	\$539,000 \$365,000	16.70% 26.70%

Source: DQ News

TABLE 13

NEW HOME PROJECTS WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

			Los Ange	eles County Mark	Los Angeles County Market Area - Attached Homes	1 Homes				
Location	Projects	Projects Sales/Week	Average Sales/Dev.	Average	Average Sq. Feet	Price/SF	Total Units	Total Sold	Future Phases	Total
Antelope Vallev	0	0:00	0.00	%	0	\$0	0	0	0	0
Los Angeles Central	S	0.50	0.67	\$1,586,000	1,766	\$88	869	284	0	1 0
San Fernando Vallev	9	0.36	0.41	\$517,481	1,517	\$341	188	79	85	109
San Gabriel Valley	10	0.90	1.20	\$418,452	1,622	\$258	746	496	228	250
Santa Clarita Vallev	· -	0.00	0.00	0\$	•	%	22	0	20	22
South Bay	6	0.50	0.85	\$529,179	1,884	\$281	774	412	306	362
West Los Angeles	16	0.25	0.45	\$1,537,617	2,028	\$758	1,212	973	9	239
Total	48	0.42	0.70	\$738,698	1,780	\$415	3,640	2,554	645	1,086

Source: Market Pointe 3rd Quarter 2013

TABLE 14

NEW HOME PRICE TRENDS WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

	Attach	Attached Home Sales Prices	rices
Location	2012/3	2013/2	2013/3
Antelope Valley	0\$	0\$	0\$
Central Los Angeles	\$591,145	\$1,104,564	\$1,586,000
San Fernando Valley	\$367,368	\$451,342	\$517,481
San Gabriel Valley	\$364,870	\$423,857	\$418,452
Santa Clarita	\$333,056	0\$	0\$
South Bay	\$491,746	\$530,906	\$529,179
West Los Angeles	\$824,266	\$1,200,493	\$1,537,617
Los Angeles County	\$522,726	\$752,236	\$738,698

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T14; 2/19/2014

TABLE 15

NEW HOME INVENTORY TRENDS WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

	Attach	Attached Home inventory	λίζ
Quarter	Unsold	Remaining for Dev.	Total
2011/3	1,336	1,082	2,418
2011/4	1,234	1,011	2,245
2012/1	1,008	887	1,895
2012/2	875	730	1,605
2012/3	629	627	1,286
2012/4	287	401	988
2013/1	454	204	658
2013/2	459	469	928
2013/3	144	645	1,086

Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T15; 2/19/2014

TABLE 16

HISTORIC WILSHIRE/WESTLAKE MARKET RENTS
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

Year	Average Asking Rent	Average Effective Rent	Average Vacancy
2008	\$1,322	\$1,288	6.8%
2009	\$1,210	\$1,172	5.7%
2010	\$1,203	\$1,178	4.6%
2011	\$1,221	\$1,197	3.8%
2012	\$1,263	\$1,245	3.4%
2013	\$1,319	\$1,305	2.9%
2014 (Projection)	\$1,355	\$1,339	4.1%
2015 (Projection)	\$1,383	\$1,361	4.1%
2016 (Projection)	\$1,409	\$1,380	4.3%
2017 (Projection)	\$1,432	\$1,393	4.6%
2018 (Projection)	\$1,450	\$1,410	4.7%

TABLE 17

CURRENT WILSHIRE/WESTLAKE MARKET RENTS (4th QUARTER 2013)
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

Unit Type	Units in Sample	Average Square Feet	Average Rent	Average Rent PSF
Studio / Efficiency	11,607	505	\$881	\$1.74
One Bedroom	20,515	728	\$1,208	\$1.66
Two Bedroom	12,687	1,211	\$1,857	\$1.53
Three Bedroom	180	1,758	\$4,186	\$2.38
Overall	44,988	811	\$1,319	\$1.63

TABLE 18

WILSHIRE/WESTLAKE & LOS ANGELES COUNTY RENTS & VACANCY RATES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

	Marke	Market Area	LA County	ounty
Unit Type	Average Rent	Average Rent PSF	Average Rent	Average Rent PSF
Studio / Efficiency	\$881	\$1.74	\$1,040	\$1.97
One Bedroom	\$1,208	\$1.66	\$1,348	\$1.82
Two Bedroom	\$1,857	\$1.53	\$1,743	\$1.65
Three Bedroom	\$4,186	\$2.38	\$2,168	\$1.64
Vacancy Rate	2.9	2.90%	3.1	3.10%

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Prepared by: Keyser Marston Associates, Inc. Filename: Wilshire Shatto Market Tables_V2; T18; trb

TABLE 19

MULTIFAMILY BUILDING SALES COMPARABLES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

					Number of			Price Per	Price Per
No.	Building Type	Address	Sale Date	Year Built	Units	GBA (SF)	Sales Price	띪	<u>Unit</u>
-	Class C Apartments	3426 W. 1st St	11/28/2012	1990	18	14,154	\$2,978,000	\$210	\$165,444
7	Class C Apartments	3715 W. 1st St	6/28/2013	1926	22	40,183	\$4,430,000	\$110	\$80,545
က	Class C Apartments	4067 - 4077 W. 3rd St	5/25/2012	1928	135	67,500	\$9,100,000	\$135	\$67,407
4	Class C Apartments	3055 W. 5th St	10/3/2012	1968	33	27,894	\$5,715,000	\$205	\$173,182
2	Class B Apartments	3198 W. 7th St	11/16/2012	1926	75	73,458	\$10,750,000	\$146	\$143,333
9	Class B Apartments	3460 W. 7th St	7/29/2013	1965	168	179,989	\$63,000,000	\$350	\$375,000
7	Class B Apartments	2200 - 2208 W. 8th St	3/1/2012	1928	189	77,558	\$9,275,000	\$120	\$49,074
œ	Class C Apartments	2933 W. 8th St	4/5/2013	1928	9	22,627	\$3,200,000	\$141	\$80,000
6	Class B Apartments	130 S. Alexandria	1/14/2014	1990	8	41,181	\$8,375,000	\$203	\$279,167
9	Class C Apartments	410 S. Alexandria	6/5/2012	1961	23	18,582	\$2,700,000	\$145	\$117,391
Ξ	Class C Apartments	357 S. Alvarado St	9/10/2012	1929/1988	20	43,124	\$4,153,000	96\$	\$59,329
12	Class C Apartments	914 S. Alvarado St	3/31/2013	1913	13	32,940	\$3,050,000	\$ 83	\$234,615
13	Class B Apartments	510 S. Ardmore St	4/24/2012	1979/2009	91	109,392	\$16,100,000	\$147	\$176,923
4	Class C Apartments	437 S. Berendo St	8/16/2012	1953	8	25,690	\$5,235,000	\$204	\$153,971
15	Class B Apartments	724 S. Berendo St	8/14/2012	1992	18	14,250	\$3,400,000	\$239	\$188,889
16	Class C Apartments	833 S. Berendo St	11/30/2012	1989	8	13,470	\$2,700,000	\$200	\$150,000
17	Class C Apartments	909 S. Bonnie Brae St	6/11/2013	1966	25	42,315	\$6,330,000	\$150	\$121,731
18	Class C Apartments	514 S. Catalina St	12/5/2013	1987	4	39,845	\$10,700,000	\$269	\$243,182
19	Class B Apartments	530 S. Catalina St	8/15/2013	1971/2008	45	36,929	\$7,889,000	\$214	\$175,311
20	Class A Apartments	690 S. Catalina St	6/19/2012	2002	06	72,204	\$23,650,000	\$328	\$262,778
77	Class C Apartments	220 S. Catalina St	8/13/2013	1966	24	22,136	\$2,870,000	\$130	\$119,583
22	Class B Apartments	855 S. Harvard Blvd	12/31/2012	1988	33	31,549	\$6,800,000	\$216	\$206,061
23	Class C Apartments	515 S. Hobart Ave	4/30/2013	1981	7	16,368	\$3,360,000	\$205	\$305,455
24	Class C Apartments	400 S. Hoover St	8/7/2012	1973	ጃ	35,857	\$5,900,000	\$165	\$109,259
25	Class C Apartments	700 S. Irolo St	9/10/2012	1962	30	30,020	\$4,745,000	\$158	\$158,167
56	Class C Apartments	200 S. Kenmore Ave	12/11/2012	1926	48	22,400	\$3,375,000	\$151	\$70,313
27	Class C Apartments	401 S. Kenmore Ave	8/31/2012	1927	48	21,200	\$3,517,000	\$166	\$73,271
78	Class C Apartments	709 S. Kingsley Dr	9/13/2013	1989	15	9,082	\$2,850,000	\$314	\$190,000
53	Class C Apartments	3003 Leeward Ave	2/8/2013	1962	29	34,175	\$6,455,000	\$189	\$96,343
ဓ	Class C Apartments	238 S. Mariposa Ave	3/29/2013	1928	4	22,720	\$3,375,000	\$149	\$84,375
3	Class C Apartments	435 S. Mariposa Ave	8/15/2013	1962	5 6	21,777	\$3,950,000	\$181	\$151,923
32	Class C Apartments	501 S. Mariposa Ave	8/7/2012	1963	24	20,399	\$2,825,000	\$ 138	\$117,708
33	Class C Apartments	701 S. Mariposa Ave	12/9/2013	1924	5 4	26,948	\$5,200,000	\$193	\$216,667
8	Class C Apartments	701 S. Mariposa Ave	4/26/2012	1924	24	26,948	\$3,950,000	\$147	\$164,583

TABLE 19

MULTIFAMILY BUILDING SALES COMPARABLES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

Building Type	- Contraction	Address	Sale Date	Year Built	Number of Units	GBA (SF)	Sales Price	Price Per SF	Price Per Unit
								l	
Class C Apartments		141 N. Normandie Ave	6/28/2013	1957	29	15,937	\$2,750,000	\$173	\$94,828
Class C Apartments		800 S. Normandie Ave	3/29/2013	1948	4	29,113	\$4,755,000	\$163	\$108,068
Class C Apartments		909 S. Normandie Ave	10/30/2012	1958	7	12,638	\$2,900,000	\$229	\$138,095
Class C Apartments		216 S. Occidental Blvd	4/5/2013	1962	40	39,048	\$4,000,000	\$102	\$100,000
Class C Apartments		406 S. Rampart	4/26/2012	1924	09	29,100	\$3,307,000	\$114	\$55,117
Class C Apartments		601 - 603 S. Rampart	8/8/2012	1911	26	53,168	\$5,400,000	\$102	\$96,429
Class B Apartments		550 S. Serrano Ave	4/30/2012	1986	4	35,262	\$6,600,000	\$187	\$160,976
Class C Apartments		693 Shatto Pl	6/24/2013	1923	39	24,000	\$3,235,000	\$135	\$82,949
Class C Apartments		661 S. Shatto Pl	7/27/2012	1922	39	24,440	\$2,800,000	\$115	\$71,795
Class C Apartments	•	812 S. Westlake Ave	9/17/2013	1927	4	23,040	\$2,755,000	\$120	\$68,875
Class C Apartments	"	830 S. Westlake Ave	3/29/2013	1964	9	34,722	\$6,485,000	\$187	\$108,083
Class C Apartments	Ø	1033 S. Westlake Ave	8/21/2013	1957	31	14,725	\$3,030,000	\$206	\$97,742
Class A Apartments	छ	201 N. Westmoreland Ave	10/15/2013	1935/2006	31	34,000	\$8,650,000	\$254	\$279,032
Class C Apartments	ठ	932 S. Westmoreland Ave	9/20/2013	1964	32	20,445	\$3,285,000	\$161	\$102,656
Class C Apartments	र	1150 S. Westmoreland Ave	11/5/2012	1987	30	31,648	\$6,000,000	\$190	\$200,000
Class C Apartments	ts	1229 S. Westmoreland Ave	6/10/2013	1985	4	000'09	\$4,300,000	\$72	\$104,878
Class C Apartments	ţ	3011 W. 4th St	6/7/2012	1965	17	18,249	\$2,500,000	\$137	\$147,059
Class C Apartments	ste	3028 W. 4th St	10/3/2013	1955	16	21,556	\$2,500,000	\$116	\$156,250
Class C Apartments	ıts	2600 W. 8th St	2/13/2013	1912	8	18,294	\$2,611,000	\$143	\$76,794
Class C Apartments	ş	238 S. Alexandria Ave	8/30/2013	1924	12	10,764	\$1,850,000	\$172	\$154,167
Class C Apartments	ıts	350 S. Alexandria Ave	1/4/2013	1950	4	5,439	\$2,100,000	\$386	\$150,000
Class C Apartments	st	400 S. Alexandria	9/6/2012	1934	7	9,739	\$1,600,000	\$164	\$145,455
Class C Apartments	str	443 S. Alexandria	4/3/2013	1956	17	10,220	\$1,790,000	\$175	\$105,294
Class C Apartments	ţ	455 S. Alexandria	9/6/2013	1936	12	9,935	\$2,500,000	\$252	\$208,333
Class C Apartments	ıts	140 N. Berendo St	7/23/2013	1987	6	8,354	\$1,920,000	\$230	\$213,333
Class C Apartments	ıts	157 S. Berendo St	7/1/2013	1924	20	11,332	\$1,825,000	\$161	\$91,250
Class C Apartments	str	348 S. Berendo St	6/13/2012	1938	12	11,024	\$1,980,000	\$180	\$165,000
Class C Apartments	st	115 - 121 S. Carondelet	12/27/2013	1955	16	14,223	\$2,375,000	\$167	\$148,438
Class C Apartments	nts	318 S. Commonwealth	4/25/2013	1927	24	14,760	\$2,104,000	\$143	\$87,667
Class C Apartments	str	956 Elden Ave	8/24/2012	1963	4	13,924	\$1,950,000	\$140	\$139,286
Class C Apartments	nts	807 Fedora St	6/25/2013	1925	24	15,084	\$1,875,000	\$124	\$78,125
Class C Apartments	nts	2921 Francis Ave	9/25/2013	1923	30	14,514	\$2,465,000	\$170	\$82,167
Class C Apartments	ents	1000 S. Grand View St	12/27/2013	1922/2007	23	14,340	\$1,555,000	\$108	\$67,609
Class C Apartments	uts	320 S. Harvard Blvd	12/13/2012	1962	5	12,322	\$1,710,000	\$139	\$171,000

TABLE 19

MULTIFAMILY BUILDING SALES COMPARABLES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

:	! :	:	4.0		Number of	(19) Va		Price Per	Price Per
9	Building Type	Address	Sale Date	Year Built	OUIES	GBA (SF)	Sales File	ᅵ	5
69	Class C Apartments	837 S. Harvard Blvd	12/27/2012	1962	7	5,296	\$2,420,000	\$457	\$345,714
2	Class C Apartments	765 Irolo St	4/17/2013	1929	24	20,120	\$2,160,000	\$107	\$90,000
71	Class C Apartments	932 Irolo St	4/17/2013	1927	32	18,400	\$2,400,000	\$130	\$75,000
72	Class C Apartments	3106 James M Wood Blvd	6/21/2013	1929	31	21,196	\$2,000,000	\$94	\$64,516
73	Class C Apartments		11/22/2013	1939	9	8,378	\$1,800,000	\$215	\$300,000
74	Class C Apartments	233 S. Kenmore Ave	2/10/2012	1925	೫	17,052	\$1,815,000	\$106	\$60,500
75	Class C Apartments	501 S. Kingsley Dr	11/14/2013	1956	23	15,930	\$2,250,000	\$141	\$102,273
9/	Class B Apartments	232 S. La Fayette Park Pl	4/17/2013	1970	8	18,033	\$2,600,000	\$144	\$144,444
77	Class C Apartments	412 S. Lake St	7/31/2013	1927	4	21,992	\$1,600,000	\$73	\$39,024
282	Class C Apartments	2810 Leeward Ave	10/29/2013	1923	တ္တ	19,776	\$2,650,000	\$134	\$73,611
62	Class C Apartments	2858 Leeward Ave	12/31/2012	1923	စ္က	15,948	\$1,850,000	\$116	\$61,667
8	Class C Apartments	940 Magnolia Ave	6/29/2012	1962	23	19,998	\$2,650,000	\$133	\$115,217
8	Class C Apartments	400 S. Mariposa Ave	11/1/2012	1956	22	21,526	\$2,675,000	\$124	\$107,000
82	Class C Apartments	410 S. Mariposa Ave	9/5/2013	1956	12	10,062	\$1,830,000	\$182	\$152,500
83	Class C Apartments	1025 Menlo Ave	10/31/2013	1953	9	6,550	\$2,100,000	\$321	\$210,000
8	Class C Apartments	1044 Menio Ave	6/28/2013	1941	23	18,022	\$2,478,000	\$137	\$112,636
85	Class C Apartments	1207 - 1245 Menlo Ave	10/31/2013	1951	8	14,976	\$2,325,000	\$155	\$116,250
86	Class B Apartments	738 S. New Hampshire Ave	3/1/2012	1927	સ	28,786	\$2,675,000	\$ 83	\$52,451
87	Class C Apartments	845 S. Normandie Ave	7/31/2013	1921	20	9,365	\$1,660,000	\$177	\$83,000
88	Class C Apartments	161 S. Occidental Blvd	8/14/2013	1956	20	14,216	\$2,550,000	\$179	\$127,500
68	Class C Apartments	816 S. Park View St	4/22/2013	1923	၉	15,075	\$1,915,000	\$127	\$63,833
6	Class C Apartments	822 S. Park View St	5/1/2012	1923	တ္တ	16,020	\$1,775,000	\$111	\$59,167
9	Class C Apartments	256 S. Rampart Blvd	3/28/2012	1991	16	13,541	\$2,050,000	\$151	\$128,125
92	Class C Apartments	2622 San Marino St	10/26/2012	1913	8	23,610	\$2,200,000	\$	\$64,706
93	Class C Apartments	2801 San Marino St	1/17/2014	1923/2013	16	10,941	\$2,142,500	\$196	\$133,906
8	Class C Apartments	176 S. Virgil Ave	5/30/2013	1989	o	9,483	\$2,240,000	\$236	\$248,889
95	Class C Apartments	176 S. Virgil Ave	10/2/2012	1989	တ	9,483	\$1,775,000	\$187	\$197,222
96	Class C Apartments	711 S. Westlake Ave	5/24/2013	1930	90	17,145	\$2,250,000	\$ 131	\$75,000
97	Class C Apartments	915 S. Westlake Ave	9/18/2013	1957	78	11,692	\$1,700,000	\$145	\$60,714
86	Class C Apartments	1033 S. Westlake Ave	1/16/2013	1957	31	14,725	\$2,500,000	\$170	\$80,645
66	Class B Apartments	777 S. Westmoreland Ave	6/20/2013	1924	4	24,328	\$2,000,000	\$82	\$48,780
9	Class C Apartments	947 S. Westmoreland Ave	3/29/2012	1962	20	11,846	\$1,685,000	\$142	\$84,250
101	Class C Apartments	3921 W. 1st St	11/15/2013	1986	5	11,708	\$1,160,000	66 \$	\$116,000
102	Class C Apartments	3300 W. 3rd St	4/26/2012	1955	9	6,760	\$1,150,000	\$170	\$115,000

TABLE 19

MULTIFAMILY BUILDING SALES COMPARABLES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

<u>9</u>	Building Type	Address	Sale Date	Year Built	Number of Units	GBA (SF)	Sales Price	Price Per SE	Price Per Unit
Ş		20 42 W 0000	19/31/9013	1017	ĸ	5 994	\$1 170 000	\$195	\$234,000
3 3	Class C Apaluments	2040 W. / Ell Ot	6/20/20/3	1003	, _E	11 440	\$1 490 000	\$130	\$74.500
₹ 5	Class C Apartments	2919 W. OIII OL	6/20/2013	1942	5 5	200	\$1 200,000	\$141	\$85 714
2 5	Class C Apartments	407 M. Alexandria Ass	44 10610042	1057	<u>τ</u> α	6,000	&1 085 000	\$175	\$135,625
2	Class C Apartments	13/ N. Alexandria Ave	11/20/2013	1937	0 0	0,2,0	000,000	- 6	#160,020 #460,500
107	Class C Apartments	831 S. Ardmore Ave	8/6/2012	1972	œ	6,095	\$1,300,000	\$213	\$162,500
108	Class C Apartments	923 - 925 S. Ardmore Ave	9/26/2013	1941	80	5,248	\$1,050,000	\$200	\$131,250
109	Class C Apartments	842 S. Berendo St	1/15/2014	1911	∞	099'9	\$1,500,000	\$225	\$187,500
110	Class C Apartments	920 S. Berendo St	10/1/2013	1923	12	7,496	\$1,450,000	\$193	\$120,833
=======================================	Class C Apartments	230 S. Carondelet St	4/18/2013	1957	6	9,880	\$1,050,000	\$106	\$116,667
112	Class B Apartments	826 S. Carondelet St	2/6/2014	1922	8	10,754	\$1,500,000	\$139	\$75,000
113	Class C Apartments	188 - 202 S. Catalina St	4/30/2012	1924	œ	6,604	\$1,050,000	\$159	\$131,250
114	Class C Apartments	312 S. Commonwealth Ave	4/19/2012	1925	ဖ	8,560	\$1,154,500	\$135	\$192,417
115	Class C Apartments	436 S. Commonwealth Ave	2/27/2013	1956	12	9,520	\$1,515,000	\$159	\$126,250
116	Class C Apartments	933 Fedora St	8/26/2013	1907	ß	3,132	\$1,145,000	\$366	\$229,000
117	Class C Apartments	2853 - 2855 Francis Ave	8/8/2013	1931	17	9,940	\$1,510,000	\$152	\$88,824
118	Class C Apartments		8/31/2012	1957	œ	5,978	\$1,135,000	\$190	\$141,875
139	Class C Apartments	850 S. Hobart Blvd	7/11/2012	1936	12	7,684	\$1,400,000	\$182	\$116,667
120	Class C Apartments	101 N. Kenmore Ave	1/7/2014	1925	œ	9,172	\$1,215,000	\$132	\$151,875
121	Class C Apartments	101 S. Kenmore Ave	2/21/2013	1925	œ	7,806	\$945,000	\$121	\$118,125
122	Class C Apartments	237 S. Kenmore Ave	11/20/2013	1940	œ	2,567	\$1,036,300	\$186	\$129,538
123	Class C Apartments	849 S. Kenmore Ave	5/25/2012	1924	23	12,513	\$1,465,000	\$117	\$66,591
124	Class C Apartments	915 S. Kenmore Ave	5/9/2012	1923	18	7,512	\$1,200,000	\$160	\$66,667
125	Class C Apartments	916 S. Lake St	10/1/2012	1923	23	10,712	\$1,500,000	\$140	\$65,217
126	Class C Apartments	2874 Leeward Ave	6/29/2012	1915	12	9,988	\$990,000	66 \$	\$82,500
127	Class C Apartments	136 N. Mariposa Ave	9/17/2013	1988	.	4,145	\$1,025,000	\$247	\$78,846
128	Class C Apartments	410 S. Mariposa Ave	6/26/2012	1956	12	10,062	\$1,442,500	\$143	\$120,208
129	Class C Apartments	535 S. Mariposa Ave	6/14/2013	1953	12	8,530	\$1,540,000	\$181	\$128,333
130	Class C Apartments	732 S. Mariposa Ave	1/25/2013	1948	12	8,000	\$1,450,000	\$181	\$120,833
131	Class C Apartments	843 S. Mariposa Ave	3/8/2012	1947	18	8,088	\$998,000	\$123	\$55,444
132	Class C Apartments	910 S. Mariposa Ave	7/22/2013	1925	16	8,272	\$1,337,500	\$162	\$83,594
133	Class C Apartments	1166 Mento Ave	12/6/2013	1940	œ	6,216	\$1,165,000	\$187	\$145,625
<u>\$</u>	Class C Apartments	1166 Menlo Ave	8/20/2013	1940	œ	6,216	\$950,000	\$153	\$118,750
135	Class C Apartments	133 N. Reno St	1/8/2012	1928	16	9,568	\$1,390,000	\$145	\$86,875
136	Class C Apartments	206 N. New Hampshire Ave	1/24/2014	1923	12	6,037	\$1,210,000	\$200	\$100,833

TABLE 19

MULTIFAMILY BUILDING SALES COMPARABLES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

					Number of			Price Per	Price Per
٥ ا	Building Type	Address	Sale Date	Year Built	<u>Units</u>	GBA (SF)	Sales Price	씲	Chit
137	Class C Apartments	206 N. New Hampshire Ave	3/9/2012	1923	12	6,037	\$1,117,500	\$185	\$93,125
138	Class C Apartments	851 - 857 S. New Hampshire Ave	5/1/2013	1921	ß	4,684	\$955,000	\$204	\$191,000
139	Class C Apartments	112 N. Normandie Ave	8/17/2012	1950	12	8,900	\$1,223,000	\$137	\$101,917
140	Class C Apartments	923 S. Park View St	3/28/2013	1924	77	12,502	\$1,400,000	\$112	\$63,636
141	Class C Apartments	121 S. Rampart Blvd	6/12/2013	2004	9	7,488	\$1,510,000	\$202	\$251,667
142	Class C Apartments	438 S. Rampart Blvd	3/16/2012	1922	16	9,248	\$1,320,000	\$143	\$82,500
143	Class C Apartments	2737 San Marino St	8/15/2013	1924	20	9,564	\$1,350,000	\$141	\$67,500
4	Class C Apartments	2760 San Marino St	5/2/2013	1951	6	7,992	\$1,300,000	\$ 163	\$130,000
145	Class C Apartments	2763 San Marino St	9/27/2013	1988	ω	5,692	\$1,370,000	\$241	\$171,250
146	Class C Apartments	2801 San Marino St	9/8/5705	1923/2013	16	10,941	\$1,390,000	\$127	\$86,875
147	Class C Apartments	2877 San Marino St	10/17/2012	1923	36	17,889	\$1,100,000	\$61	\$30,556
148	Class C Apartments	3106 San Marino St	11/18/2013	1914	9	5,040	\$950,000	\$188	\$158,333
149	Class C Apartments	150 S. Westmoreland Ave	9/6/2013	1925	9	6,158	\$1,000,000	\$162	\$166,667
150	Class C Apartments	1116 S. Westmoreland Ave	10/25/2013	1938	ω	7,638	\$1,125,000	\$147	\$140,625
151	Class C Apartments	3880 W. 1st St	11/27/2013	1923	7	6,480	\$735,000	\$113	\$105,000
152	Class C Apartments	3880 W. 1st St	7/9/2013	1923	7	6,480	\$580,000	\$30	\$82,857
153	Class C Apartments	2401 W. 10th St	9/24/2012	1923	7	3,450	\$480,000	\$139	\$68,571
1 5	Class C Apartments	211 S. Berendo St	12/21/2012	1925	œ	7,948	\$900,000	\$113	\$112,500
155	Class C Apartments	311 S. Berendo St	9/17/2013	1922	4	4,248	\$920,000	\$217	\$230,000
156	Class C Apartments	841 S. Berendo St	9/17/2012	1917	4	7,046	\$575,500	\$85	\$143,875
157	Class C Apartments	117 Bimini Pl	7/5/2012	1922	40	24,780	\$818,000	\$ 33	\$20,450
158	Class C Apartments	519 S. Catalina St	3/12/2013	1923	4	5,704	\$560,000	\$	\$140,000
159	Class C Apartments	836 S. Catalina St	7/12/2013	1922	80	5,322	\$909,000	\$171	\$113,625
160	Class C Apartments	134 S. Catalina St	11/13/2012	1923	4	5,810	\$600,000	\$103	\$150,000
161	Class C Apartments	256 Crandall St	6/27/2012	1958	_	9,284	\$808,000	\$87	\$73,455
162	Class C Apartments	1036 Dewey Ave	10/8/2013	1952	ဖ	4,352	\$735,000	\$169	\$122,500
163	Class C Apartments	1057 Dewey Ave	11/27/2012	1890	5	3,814	\$450,000	\$118	\$90,000
<u>\$</u>	Class C Apartments	153 N. Dillon St	6/11/2013	1964	ဖ	5,694	\$900,000	\$158	\$150,000
165	Class C Apartments	1138 Fedora St	5/24/2012	1963	2	4,106	\$685,000	\$167	\$137,000
166	Class C Apartments	2801 Francis Ave	1/31/2013	1923	9	6,048	\$640,000	\$106	\$64,000
167	Class C Apartments	2920 Francis Ave	1/23/2014	1930	4	3,413	\$610,000	\$179	\$152,500
168	Class C Apartments	927 S. Harvard Blvd	12/5/2012	1962	7	4,536	\$870,000	\$192	\$124,286
169	Class C Apartments	964 S. Harvard Blvd	10/300/12	1963	9	5,994	\$934,900	\$156	\$155,817
170	Class C Apartments	731 Irolo St	2/15/2012	1959	œ	6,131	\$735,000	\$120	\$91,875

TABLE 19

MULTIFAMILY BUILDING SALES COMPARABLES WILSHIRE- SHATTO MARKET OVERVIEW LOS ANGELES COUNTY METRO

					Number of			Price Per	Price Per
Ö.	Building Type	Address	Sale Date	Year Built	Units	GBA (SF)	Sales Price	띪	Cnit
171	Class C Apartments	2740 James M Wood Blvd	3/23/2012	1913	4	3,400	\$300,000	\$88	\$75,000
172	Class C Apartments	_	10/11/2012	1930	21	10,818	\$800,000	\$74	\$38,095
173	Class C Apartments	237 S. Kenmore Ave	11/20/2012	1940	œ	2,567	\$865,000	\$155	\$108,125
174	Class C Apartments	946 S. Kingslev Dr	12/24/2013	1961	9	5,168	\$935,000	\$181	\$155,833
175	Class C Apartments	946 S. Kingsley Dr	2/17/2012	1961	9	5,168	\$700,000	\$135	\$116,667
176	Class C Apartments	1118 S. Lake	11/20/2013	1956	œ	5,648	\$890,000	\$158	\$111,250
177	Class C Apartments	1126 S. Lake St	12/6/2012	1956	16	4,146	\$530,000	\$128	\$33,125
178	Class C Apartments	1020 S. Mariposa Ave	8/11/2012	1940	9	4,008	\$775,000	\$193	\$129,167
179	Class C Apartments	950 Menlo Ave	11/21/2012	1916	9	4,666	\$585,000	\$125	\$97,500
180	Class C Apartments	1166 Menio Ave	7/31/2012	1940	œ	6,216	\$828,000	\$133	\$103,500
181	Class C Apartments	508 S. New Hampshire Ave	4/17/2012	1939	ဖ	6,602	\$700,000	\$106	\$116,667
182	Class C Apartments	925 S. New Hampshire Ave	10/4/2012	1911	5	4,392	\$579,500	\$132	\$115,900
183	Class C Apartments	1120 S. Normandie Ave	1/9/2014	1927	œ	4,320	\$910,000	\$211	\$113,750
<u>\$</u>	Class C Apartments	401 S. Park View St	1/25/2013	1954	4	4,256	\$440,000	\$103	\$110,000
185	Class C Apartments	129 - 131 N. Rampart Blvd	5/31/2012	1928	တ	6,540	\$735,000	\$112	\$81,667
186	Class C Apartments	421 S. Rampart Blvd	4/30/2013	1922	æ	5,376	\$750,000	\$140	\$93,750
187	Class C Apartments	2831 San Marino St	11/5/2013	1918	4	4,432	\$860,000	\$194	\$215,000
188	Class C Apartments	122 - 124 S. Westmoreland	8/22/2012	1924	9	8,456	\$610,000	\$72	\$101,667
189	Class C Apartments	145 S. Westmoreland	5/6/2013	1926	œ	8,458	\$850,000	\$100	\$106,250
190	Class C Apartments	1122 - 1124 Westmoreland	10/25/2013	1949	ω	6,311	\$825,000	\$131	\$103,125
					!	Weig	Weighted Average	\$165	\$121,410
						Mini	Minimum Price/SF	\$ 33	\$20,450
						Maxin	Maximum Price/SF	\$457	\$375,000

Note: Sales data from 2/7/2012 - 2/7/2014; Sales covering the one mile radius surrounding the intersection of Wilshire Blvd and Shatto Place; Bulk portfolio sales, multiproperty sales, non-arms length transactions, condominium unit sales, and transactions without a sales price were excluded.

Source: Costar 2/2014

TABLE 20

2008-2014 HOTEL OCCUPANCY RATES¹
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

		Downtown 1	Downtown 2	Los Angeles County
2008		70.4%	72.1%	74.4%
2009		60.8%	69.1%	67.7%
2010		64.3%	69.8%	71.5%
2011		67.3%	69.5%	75.0%
2012		74.5%	72.6%	76.3%
2013 (e)		75.3%	75.6%	77.6%
2014 (f)		75.3%	69.3%	77.4%
	Average	69.7%	71.1%	74.3%

E - Estimate

F - Forecast

⁽¹⁾ Source: PKF "The 2013 Southern California Lodging Forecast"

TABLE 21

2008-2014 HOTEL AVERAGE DAILY RATE¹
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

	Downtown 1	Downtown 2	Los Angeles County
2008	\$146.60	\$87.99	\$154.33
2009	\$133.62	\$81.31	\$137.06
2010	\$142.40	\$84.95	\$138.98
2011	\$154.38	\$88.52	\$147.07
2012	\$170.53	\$94.45	\$156.11
2013 (e)	\$179.11	\$95.38	\$162.53
2014 (f)	\$191.65	\$100.15	\$170.94
Avera	nge \$159.76	\$90.39	\$152.43

E - Estimate

F - Forecast

⁽¹⁾ Source: PKF "The 2013 Southern California Lodging Forecast"

TABLE 22

2008-2014 HOTEL ANNUAL REVPAR (occupancy x room rate)
WILSHIRE- SHATTO MARKET OVERVIEW
LOS ANGELES COUNTY METRO

	Downtown 1	Downtown 2	Los Angeles County
2008	\$103.24	\$63.44	\$114.85
2009	\$81.22	\$56.19	\$92.83
2010	\$91.58	\$59.26	\$99.41
2011	\$103.86	\$61.48	\$110.36
2012	\$126.98	\$68.55	\$119.13
2013 (e)	\$134.86	\$72.08	\$126.20
2014 (f)	\$144.74	\$69.45	\$132.32
Avera	ge \$112.35	\$64.35	\$113.59

E - Estimate

F - Forecast

⁽¹⁾ Source: PKF "The 2013 Southern California Lodging Forecast"

3LE 23

HOTEL MARKET PERFORMANCE¹

WILSHIRE- SHATTO MARKET OVERVIEW

LOS ANGELES COUNTY METRO

	Occupancy	Average Dally Rate	Annual <u>Supply</u>	Occupied Room Nights <u>Per Year</u>	Occupied Room Nights <u>Change</u>	<u>RevPar</u>	RevPar <u>Change</u>
Downtown 1 Ma	arket Area						
2008	70.4%	\$146.60	1,982,680	1,396,286		\$103.21	
2009	60.8%	\$133.62	1,980,490	1,203,844	-13.8%	\$81.24	-21.3%
2010	64.3%	\$142.40	2,269,935	1,459,824	21.3%	\$91.56	12.7%
2011	67.3%	\$154.38	2,341,840	1,575,478	7.9%	\$103.90	13.5%
2012	74.5%	\$170.53	2,015,530	1,500,779	-4 .7%	\$127.04	22.3%
2013 (e)	75.3%	\$179.11	2,026,845	1,526,131	1.7%	\$134.87	6.2%
2014 (f)	75.3%	\$191.65	2,141,942	1,617,699	6.0%	\$144.31	7.0%
CAC 2008-2014		4.57%	1.30%	2.48%		5.75%	
Downtown 2 Ma	arket Area						
~108	72.1%	\$87.99	491,290	354,227		\$63.44	
)9	69.1%	\$81.31	491,290	339,524	-4.2%	\$56.19	-11.4%
∠010	69.8%	\$84.95	491,290	342,691	0.9%	\$59.30	5.5%
2011	69.5%	\$88.52	491,290	341,234	-0.4%	\$61.52	3.8%
2012	72.6%	\$94.45	423,765	307,556	-9.9%	\$68.57	11.5%
2013 (e)	75.6%	\$95.38	355,875	268,910	-12.6%	\$72.11	5.2%
2014 (f)	69.3%	\$100.15	465,375	322,692	20.0%	\$69.40	-3.7%
CAC 2008-2014		2.18%	-0.90%	-1.54%		1.51%	
Los Angeles Ce	ounty						
2008	74.4%	\$154.33	35,607,575	26,499,887		\$114.82	
2009	67.7%	\$137.06	35,178,700	23,827,480	-10.1%	\$92.79	-19.2%
2010	71.5%	\$138.98	34,804,210	24,894,983	4.5%	\$99.37	7.1%
2011	75.0%	\$147.07	36,215,440	27,176,853	9.2%	\$110.30	11.0%
2012	76.3%	\$156.11	35,917,600	27,408,285	0.9%	\$119.11	8.0%
2013 (e)	77.6%	\$162.53	35,940,960	27,907,428	1.8%	\$126.12	5.9%
2014 (f)	77.4%	\$170.94	36,316,666	28,111,832	0.7%	\$132.31	4.9%
CAC 2008-2014		1.72%	0.33%	0.99%		2.39%	

E - Estimate

F - Forecast

⁽¹⁾ Source: PKF "The 2014 Southern California Lodging Forecast"

LOS ANGELES COUNTY METROPOLITAN TRANSPORTATION AUTHORITY CONTRACT NO. PS2210-3185

FIRM FIXED PRICE EZ FORM SERVICES CONTRACT BETWEEN

LOS ANGELES COUNTY METROPOLITAN TRANSPORTATION AUTHORITY

AND

JOHN KALISKI ARCHITECTS

DECEMBER 2, 2013

EFFECTIVE DATE

LOS ANGELES COUNTY METROPOLITAN TRANSPORTATION AUTHORITY FIRM FIXED PRICE EZ FORM SERVICES CONTRACT

CONTRACT NO: PS2210-3185

Between

LOS ANGELES COUNTY
METROPOLITAN TRANSPORTATION AUTHORITY
ONE GATEWAY PLAZA
LOS ANGELES, CA 90012-2952

and

JOHN KALISKI ARCHITECTS 3780 WILSHIRE BOULEVARD, SUITE 300 LOS ANGELES, CA 90010

This state/locally funded Contract is entered into by and between the Los Angeles County Metropolitan Transportation Authority (Metro), and John Kaliski Architects (Contractor).

In consideration of the mutual covenants of the parties as set forth below, the parties hereby agree as follows:

ARTICLE I: CONTRACT DOCUMENTS ORDER OF PRECEDENCE

- A. This Contract includes this Form of Contract, the Contract Documents listed in Section B, and all Attachments, all of which are incorporated herein and made a part of this Contract. PLEASE READ ALL CONTRACT DOCUMENTS; THEY ALL APPLY.
- B. Except as otherwise specified herein, in the event of any conflict, the precedence of the Contract Documents shall be as follows:
 - 1. Form of Contract
 - 2. Regulatory Requirements (Pro Form 039, Dated 11/02/09)
 - 3. General Conditions (Pro Form 103, Dated 07/01/09)
 - 4. Statement of Work (SOW 3185, Dated 09/25/13)
- C. An Amendment or Change to this Contract shall take its precedence from the term it amends. All other documents and terms and conditions shall remain unchanged.

METRO

ARTICLE II: COMPENSATION

- A. <u>Contract Price</u>. In consideration of the Contractor's full performance of the Work, and in accordance with the terms of the Contract, the Metro will pay the Contractor the Contract Price of \$47,226 as provided in this Article.
- B. <u>Payment Schedule</u>. Except as otherwise expressly provided, the Contract Price shall be paid to the Contractor based upon the Deliverables and Payment Schedule attached hereto as Exhibit B.
- C. <u>Invoicing</u>. The Contractor shall submit an original and two copies of each invoice. Each invoice shall include the date, contract number, and description of the work completed. The Contractor shall also submit a Certification for Request for Payment attached as Exhibit A. The Metro shall pay the Contractor within thirty (30) days after the receipt of an acceptable invoice. Invoices shall be mailed to the Metro as follows:

Los Angeles County Metropolitan Transportation Authority Accounts Payable P.O. Box 512296 Los Angeles, CA 90051-0296 Contract No. PS2210-3185

The Application for Final Payment shall be marked **FINAL** and a copy sent to the Metro's Authorized Representative.

Effective January 1, 2009, Metro started payment of invoices via Electronic Funds Transfer (EFT) which guarantees faster payments and is a more secure and efficient way to make payments. If you have not already done so, you will be required to sign up for EFT, unless you request a waiver in writing. Please call (213) 922-6811, and then press option # 7 for EFT forms.

ARTICLE III: CONTRACT TERM AND PERIOD OF PERFORMANCE

The Period of Performance of this Contract shall begin on December 2, 2013 (hereinafter "Commencement Date"). Contractor shall complete all Work under the Contract by March 3, 2014 (hereinafter "Completion Date"), unless this Contract is terminated earlier or extended by the Metro, in writing, as provided in the Contract.

ARTICLE IV: DALP-SBE-M/WBE PARTICIPATION

No SBE goal has been recommended for this contract.

ARTICLE V: INSURANCE

Please see Exhibit C

ARTICLE VI: ENTIRE AGREEMENT

This Contract includes this Form of Contract, all other Contract Documents incorporated pursuant to Article I herein, and all Attachments and other documents incorporated herein by inclusion or by reference, and constitute the complete and entire agreement between the Metro and Contractor and supersede any prior representations, understandings, communications, agreements or proposals, oral or written.

CONTRACTOR NAME
JOHN KALISKI ARCHITECTS
3780 WILSHIRE BOULEVARD,
SUITE 300
LOS ANGLES, CA 90010
JKALISKI@JOHNKALISKI.COM
(213) 383-7980

LOS ANGELES COUNTY
METROPOLITAN
TRANSPORTATION AUTHORITY

ARTHUR T. LEAHY
CHIEF EXECUTIVE OFFICER

SIGNATURE OF AUTHORIZED OFFICIAL	BY:(On behalf of Arthur T. Leahy)
BY: (PRINT OR TYPE NAME)	DATE
TITLE	
DATE	
TAX ID NO.:	

APPROVED AS TO FORM BY COUNTY COUNSEL ON July 15, 2003.

EZ FORM SERVICES CONTRACT FFP PRO FORM 102 REVISION DATE: 04.06.09

EXHIBIT A - PAYMENT CERTIFICATION

- 1. I hereby certify to the best of my knowledge and belief that:
 - A. This Payment Request represents a true and correct statement of the Work performed;
 - B. The Work completed to date under this Contract is in full accordance with the terms of the Contract; and
 - C. All Subcontractors and/or Suppliers who have performed Work on the project through the closing date of the prior Payment Request have been paid their proportionate share of all previous payments from the Metro.
- 2. I understand that it is a violation of both the federal and California False Claims Acts to knowingly present or cause to be presented to the Metro a false claim for payment or approval. A claim includes a demand or request for money. It is also a violation of the False Claims Acts to knowingly make use of a false Record or statement to get a false claim paid. The term "knowingly" includes either actual knowledge of the information, deliberate ignorance of the truth or falsity of the information, or reckless disregard for the truth or falsity of the information. Proof of specific intent to defraud is not necessary under the False Claims Acts. I understand that the penalties under the Federal False Claims Act and State of California False Claims Act are non-exclusive, and are in addition to any other criminal and/or civil remedies which the Metro may have either under contract or law.

I certify under penalty of perjury, under the laws of the State of California, that the foregoing is true and correct

Firm:	
Signature:	
Name of Certifying Official:	
Title:	
Date of Execution:	

EXHIBIT B - DELIVERABLES AND PAYMENT SCHEDULE

DELIVERABLES	HOURS	TOTAL
Market Analysis	64	\$11,324.94
2. Site Assessment & Development Concepts	168	\$23,004.13
Recommended Joint Development Strategy & Guidelines (10 Hours)	74	\$12,896.93
TOTAL	306	\$47,226.00

EXHIBIT C - STATEMENT OF WORK

Consulting Services for Wilshire Boulevard and Shatto Place Site Analysis and Market Study September 25, 2013

I. PURPOSE

This Statement of Work (SOW) is being issued to solicit Consultant assistance in advancing joint development of two contiguous parcels located at the corner of Wilshire Boulevard and Shatto Place adjacent to the Los Angeles County Metropolitan Transportation Authority (Metro) Red Line - Vermont Station. Consultant expertise is requested to conduct a site assessment and market analysis, and propose development strategies to advance potentially viable transit-compatible private uses at the site.

Metro does not develop private uses on its properties and rights-of-way on its own but engages in joint development with private developers who design, finance, build, and operate these uses through development agreements with Metro. It is Metro's policy to retain authority over its transportation facilities and services. To support this policy while encouraging development opportunities at its various properties, Metro may enter into long-term ground leases that meet its goals and objectives. These goals and objectives are contained in its Joint Development Program (JDP) Policies and Procedures last revised in 2009. To view these policies and learn more about Metro's JDP, please visit http://www.metro.net/projects/joint_dev_pgm/.

Metro's JDP seeks to: (1) Promote and enhance transit ridership; (2) Enhance and protect the transportation corridor and its environs; (3) Enhance the land use and economic development goals of surrounding communities, and conform to local and regional development plans, and (4) Generate value to the Metro based on a fair market return on public investment. Metro is not considering providing any type of subsidy to attract joint development nor is Metro interested in providing any assistance to the joint development that would expose Metro to any financial risk.

Metro shall contract for professional services and manage this study. Proposers are instructed not to contact United Food Commercial Workers (UFCW) regarding this procurement.

II. PROJECT BACKGROUND

The proposed project site consists of two parcels, each owned by Metro and the UFCW. Metro owns approximately 1.02 acres (44,393 square feet) of land at the corner of Wilshire Boulevard and Shatto Place that it currently uses for parking and layover for Metro buses. UFCW Local 770 owns approximately 1.09 acres (47,432) of land occupied by a one-and-a-half story office building, a four-story building primarily used by UFCW, and a parking lot for UFCW and its tenants. Their combined ownership comprises over two-thirds of the half-block along Shatto Place immediately across from the Metro Red Line Vermont Station.

EZ FORM SERVICES CONTRACT FFP PRO FORM 102 REVISION DATE: 04.06.09 Metro and UFCW are interested in investigating the feasibility of jointly developing their properties to include complementary private uses that promote their respective agency objectives and leverage their ownership. If such uses are found to be feasible in this study, both agencies may proceed to procure a private developer through a Request of Proposal (RFP) to be issued at an appropriate time. As part of the Metro joint development process, Metro staff is required to prepare a set of conceptual development guidelines and submit the same for approval by the Metro Board. To provide an informed basis for the conceptual development guidelines which will be included in the (RFP) that may be issued for this project, the agencies have agreed to hire a Consultant to conduct a site assessment and preliminary financial analysis ("Study") to determine the type of use(s), preliminary square footages for each use, financial pro forma, a financial plan, and other associated information that may be necessary in evaluating the feasibility of a joint development project at the subject site (Attachment A. Parcels Map).

III. SCOPE OF WORK

The Consultant shall prepare a site assessment and market study, including the following tasks. The Consultant shall include anticipated meetings and potential participants in all the tasks.

Task 1: Market Analysis

The Consultant shall advise Metro on the most appropriate use of the properties at this location under current market conditions. Further, the Consultant shall prepare proformas for each identified alternative. Under any development scenario, Metro will continue to use the property as a bus layover facility. UFCW, however, has indicated its willingness to relocate to another site should the market analysis provide support for a joint development project.

<u>Deliverable</u>: A technical memorandum summarizing the findings, including tables and appendices.

Task 2: Site Assessment and Development Concept(s)

The objective of this task is to develop alternative design concepts for a joint development project based upon the results of the study, Metro and UFCW objectives, and related contextual information. A critical component of all alternatives shall be a development program and diagram describing uses, siting, incorporation of the Metro bus layover facility requirements, building footprints, massing, parking, and related elements.

<u>Deliverable</u>: A technical report summarizing site assessment and alternative development concepts, including maps, drawings/diagrams, and related information, leading to the identified site development design concepts

EZ FORM SERVICES CONTRACT FFP PRO FORM 102 REVISION DATE: 04.06.09

Task 3: Recommended Joint Development Strategy

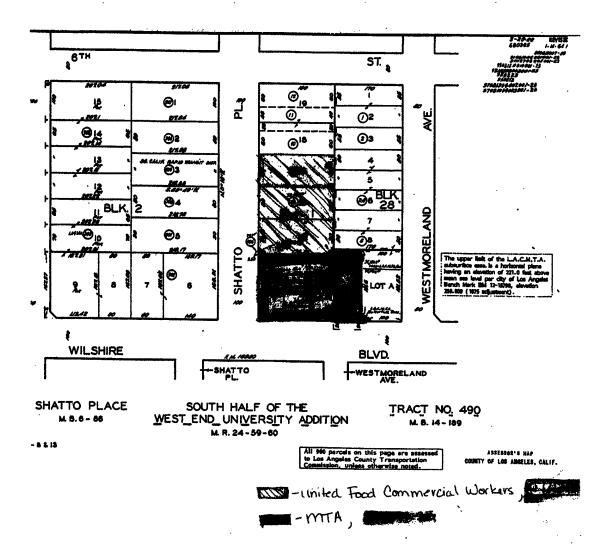
- Recommend the most appropriate joint development strategy for the site. The
 Consultant will be required to propose an appropriate joint development strategy or
 alternative strategies based on its findings and present a supporting preliminary proforma analysis.
- ii. Prepare a set of general development guidelines for the implementation of recommended development strategy. Consultation with appropriate local jurisdictions and affected/major stakeholders may be necessary to validate development assumptions. Consultant shall anticipate meetings and public presentations up to 10 hours. The development guidelines will be included in the RFP to provide guidance to developers in preparing their respective proposals.

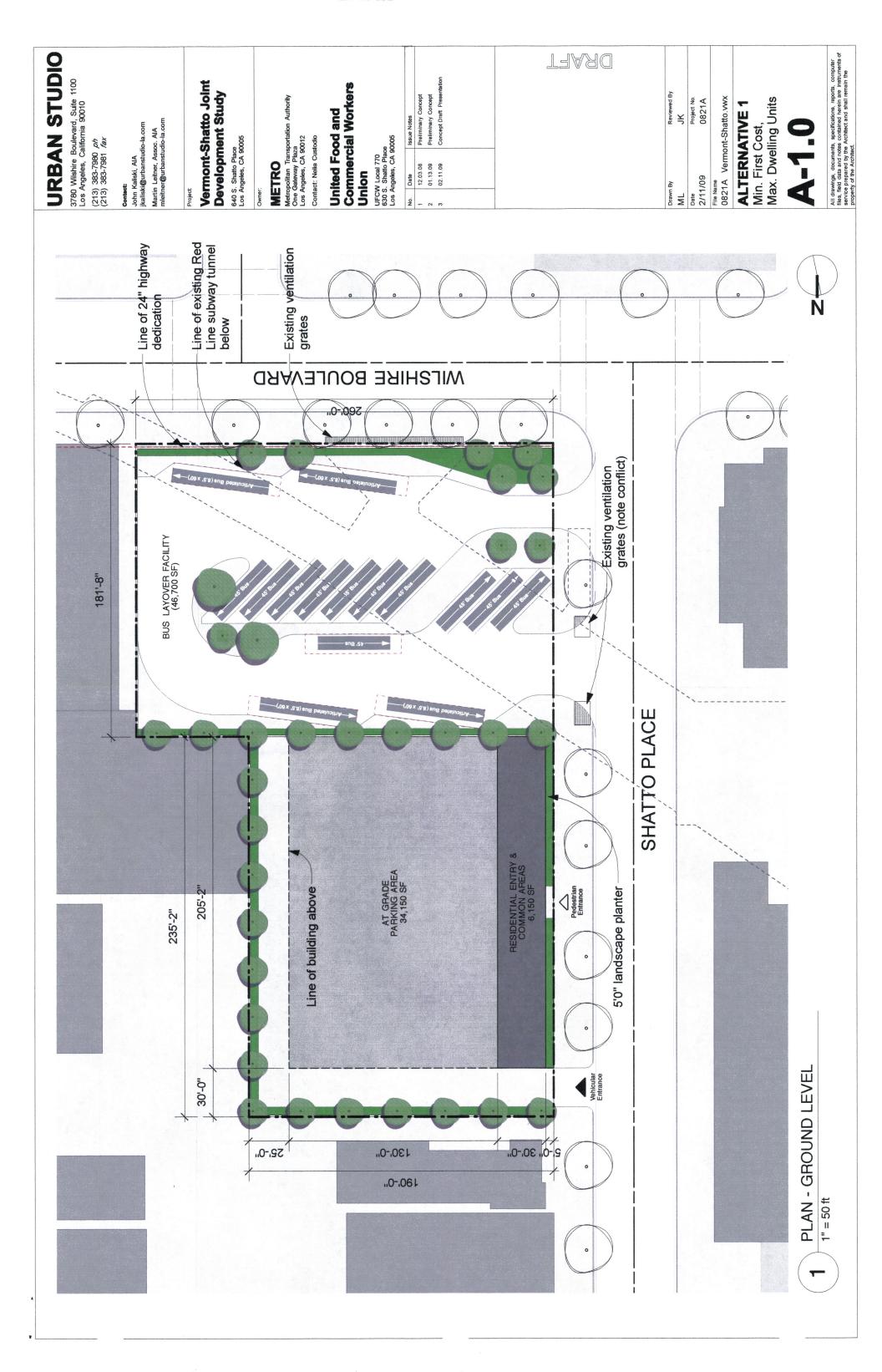
Deliverable: A Summary Report including findings in Tasks 1, 2, and 3.

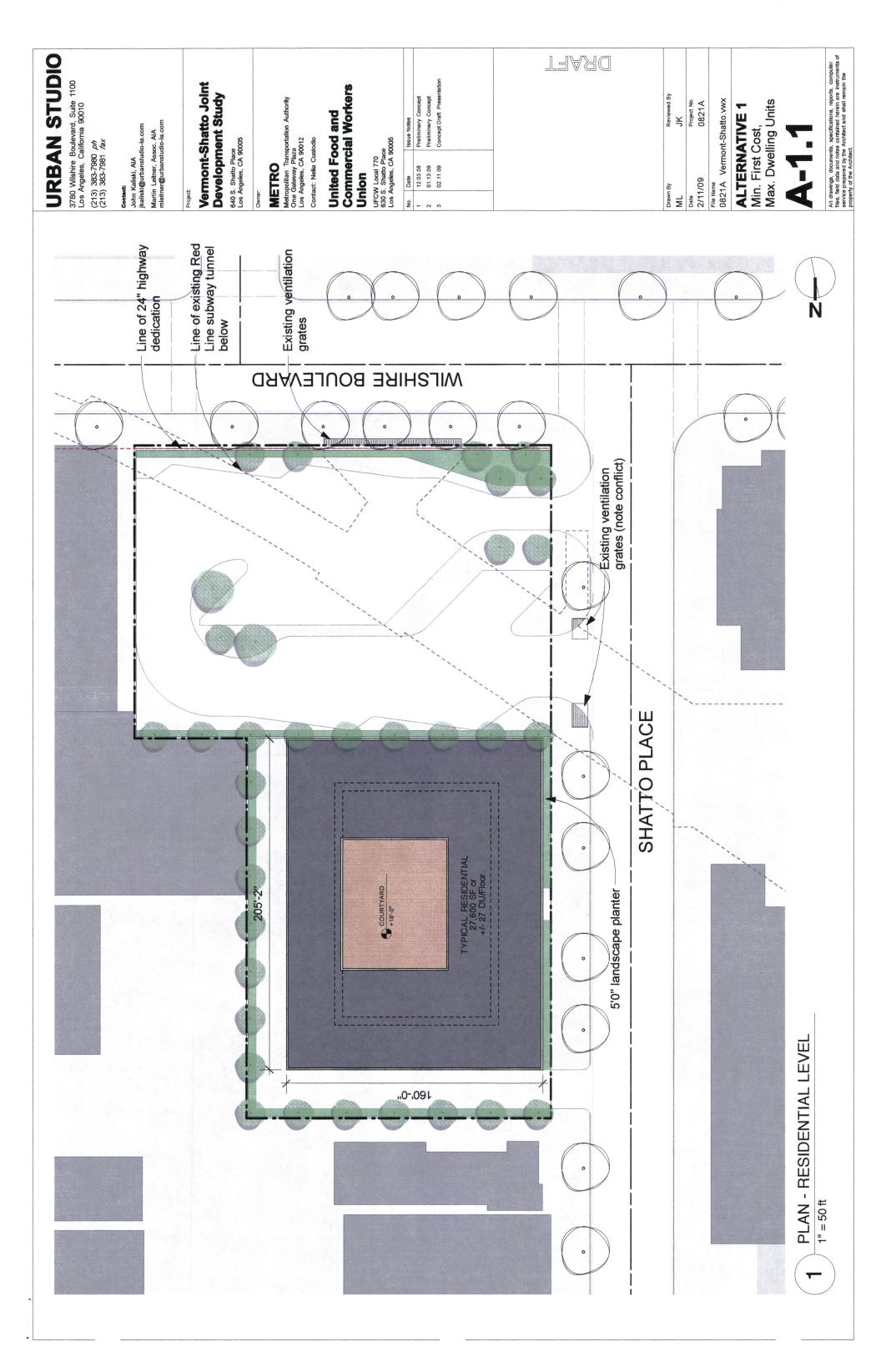
Duration of the Study:

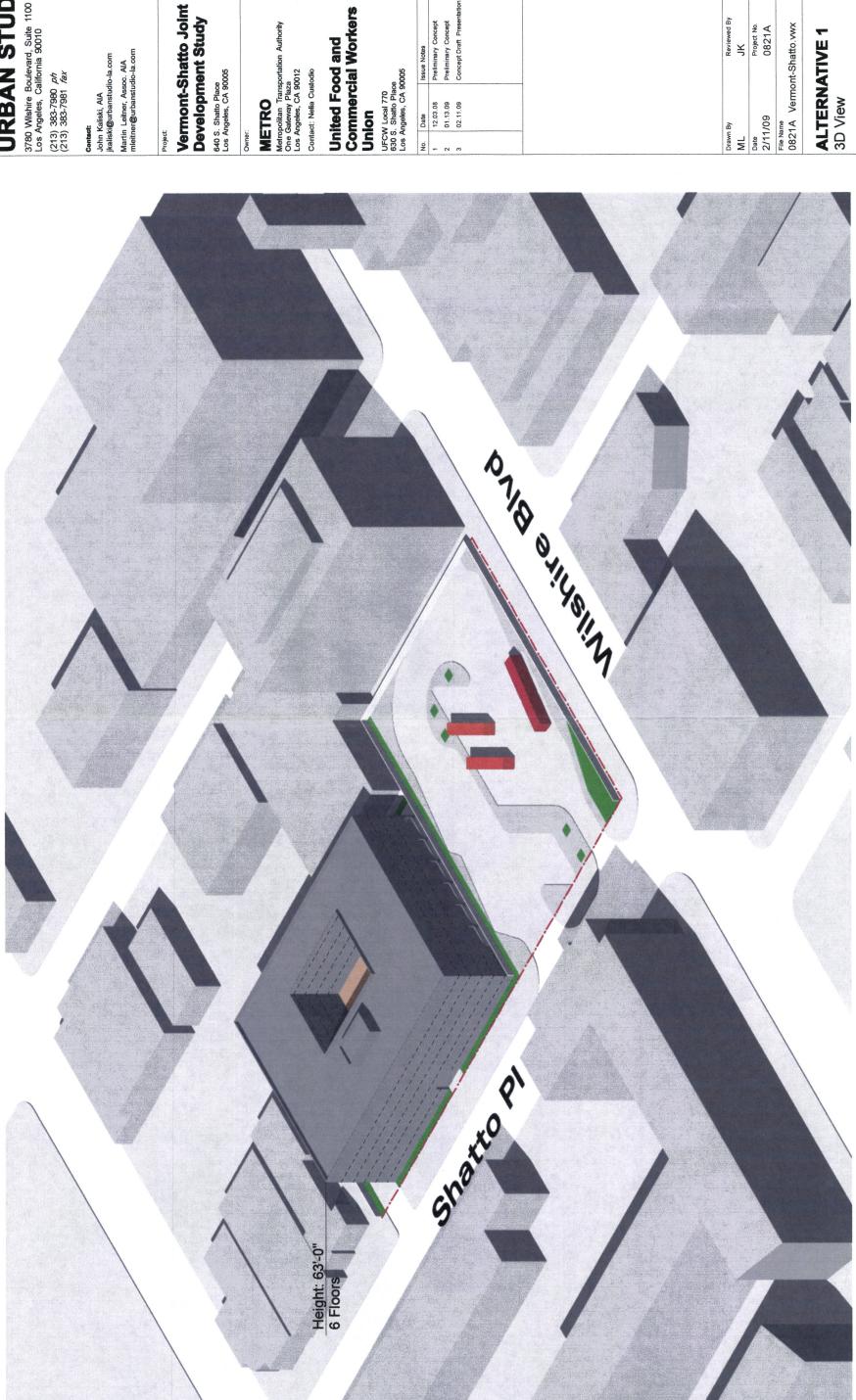
The Consultant shall complete the study within three (3) months from issuance of the Notice to Proceed.

Attachment A Parcels Map









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640 S. Shatto Place Los Angeles, CA 90005

METRO
Metropolitan Transportation Authority
One Cateway Plaza
Los Angeles, CA 90012

Contact: Nelia Custodio

United Food and Commercial Workers Union

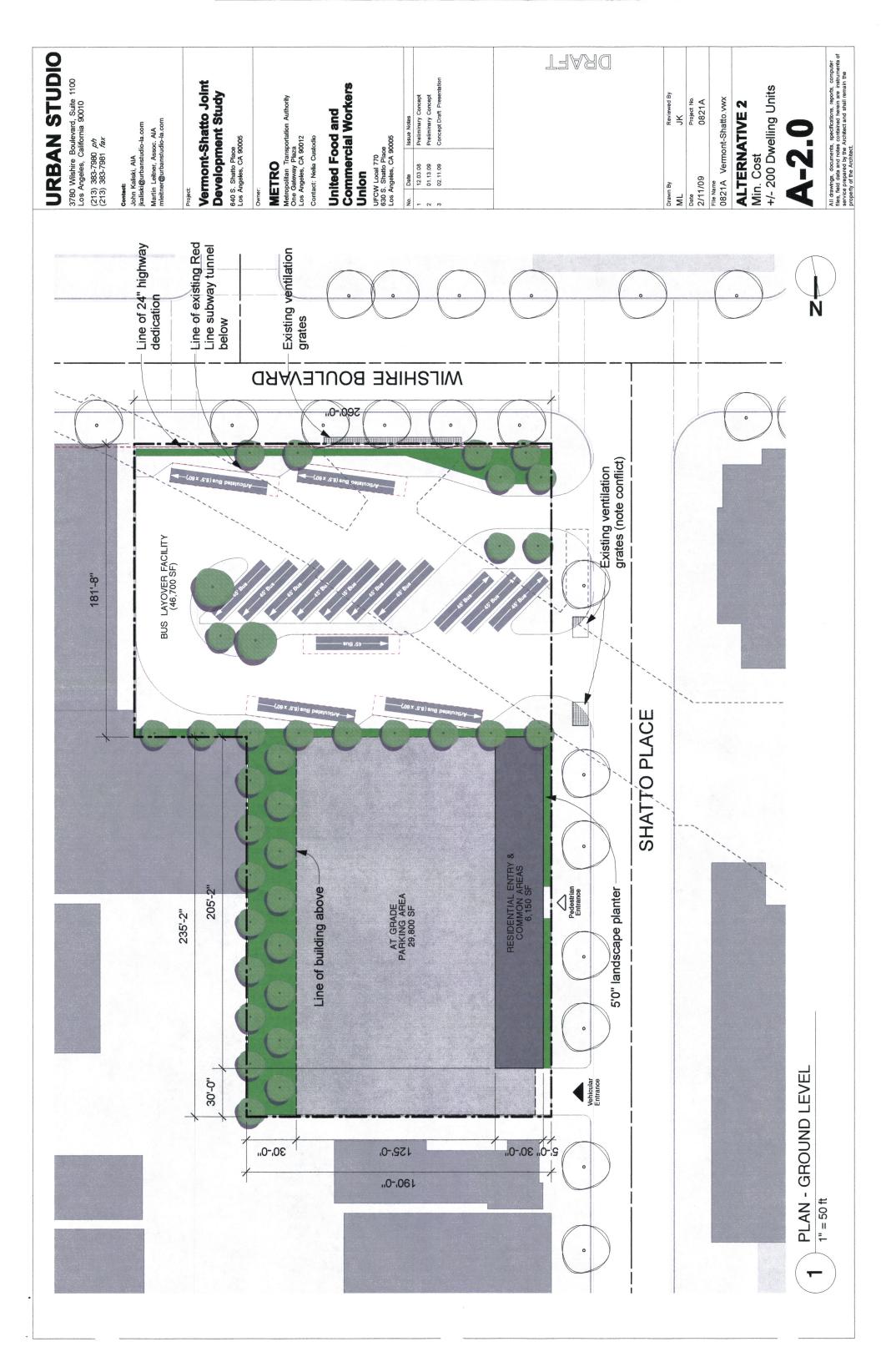
UFCW Local 770 630 S. Shatto Place Los Angeles, CA 90005

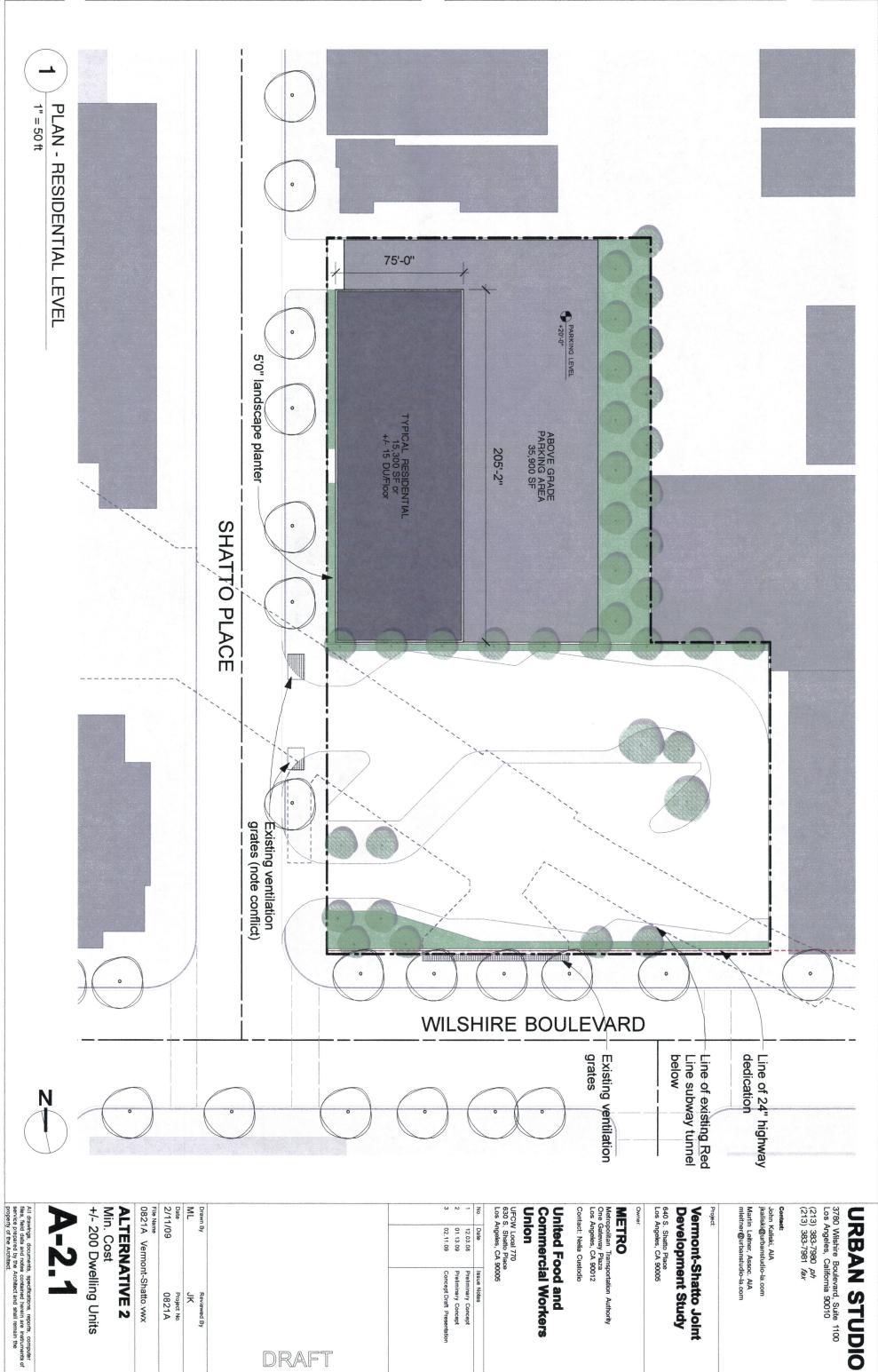
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Preliminary Concept
Preliminary Concept
Concept Draft Presentation No. Date 1 12.03.08 2 01.13.09 3 02.11.09 TAAAO

Reviewed By JK Project No. 0821A Date 2/11/09 Drawn By ML

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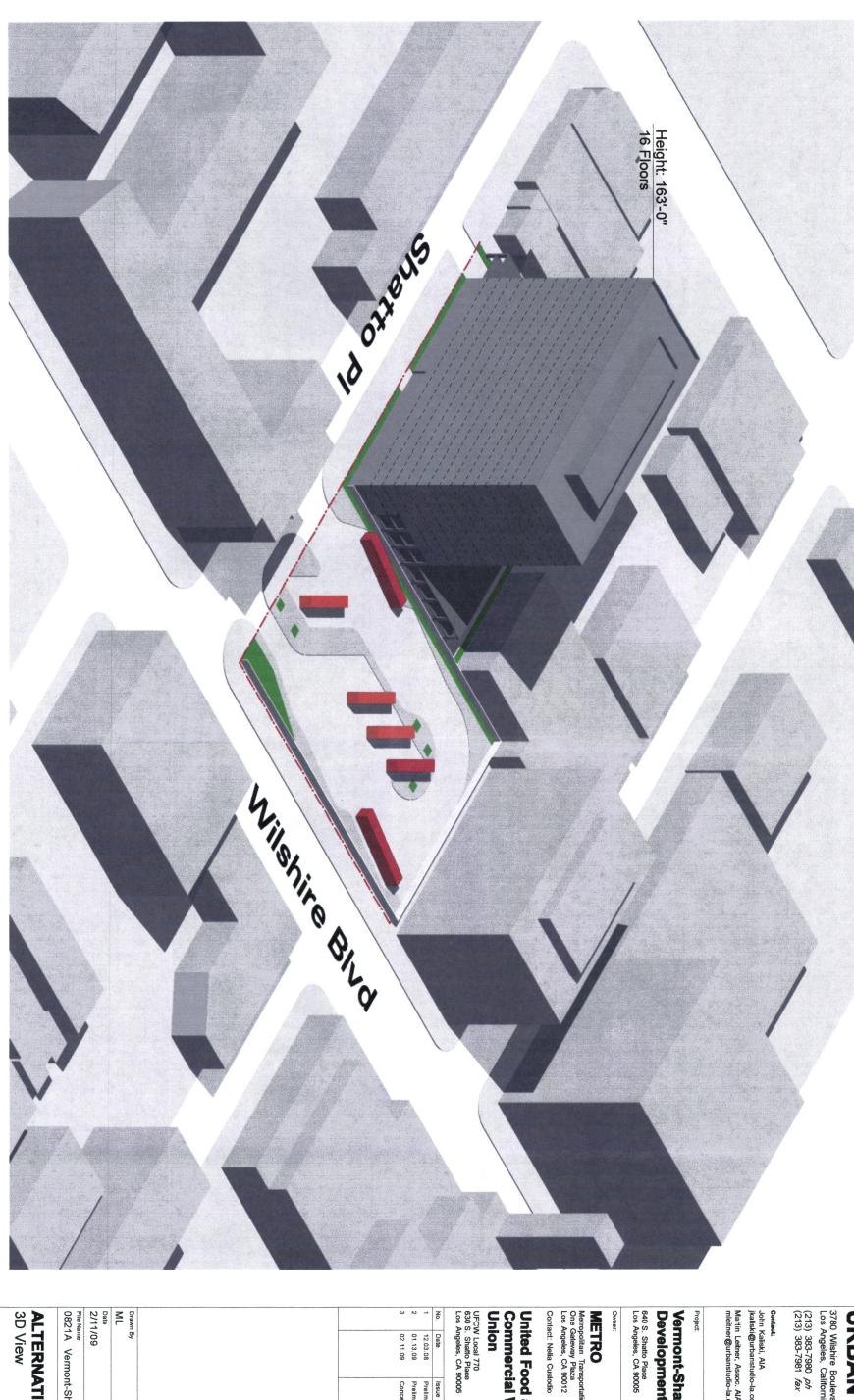
ALTERNATIVE 1 3D View





Issue Notes
Preliminary Concept
Preliminary Concept
Concept Draft Presentation

Reviewed By DRAFT



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Vermont-Shatto Joint Development Study

640 S. Shatto Place Los Angeles, CA 90005

METRO

Metropolitan Transportation Authority One Gateway Plaza Los Angeles, CA 90012

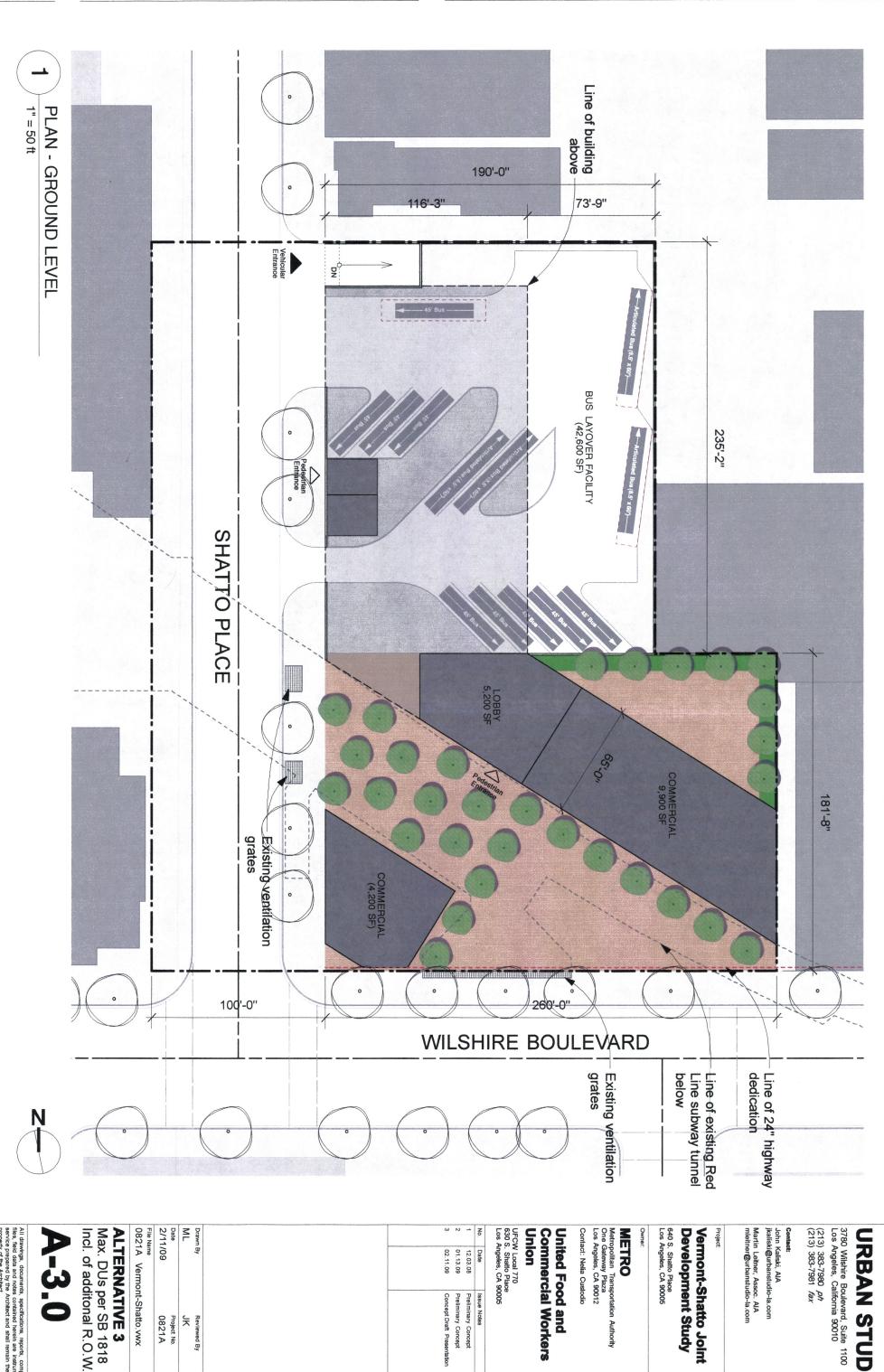
United Food and

Commercial Workers

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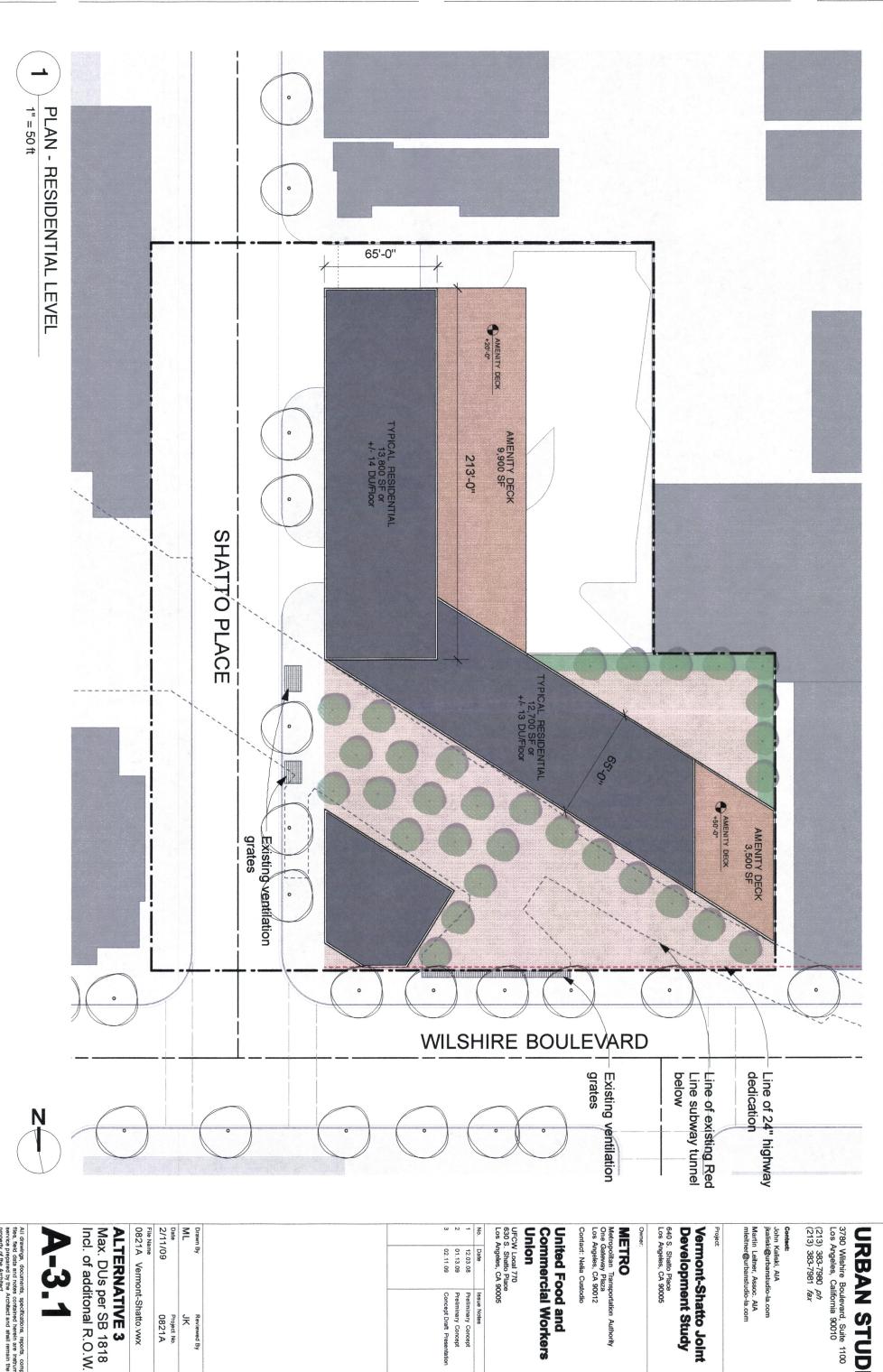
3D VIEW



3780 Wilshire Boulevard, Suite 1100 Los Angeles, California 90010

Vermont-Shatto Joint Development Study

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3780 Wilshire Boulevard, Suite 1100 Los Angeles, California 90010

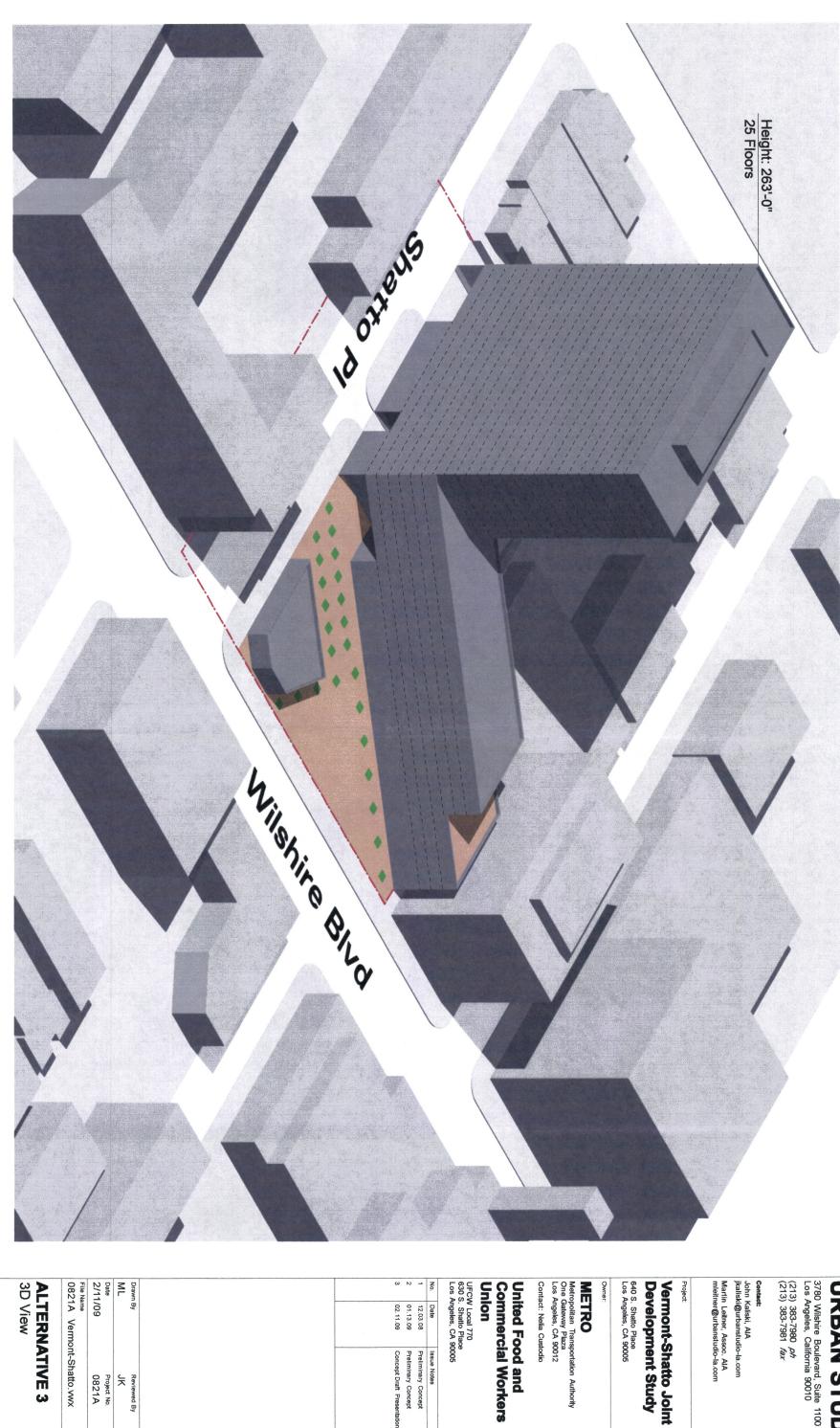
Vermont-Shatto Joint

Development Study

United Food and Commercial Workers

Preliminary Concept
Preliminary Concept

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Metropolitan Transportation Authority
One Gateway Plaza
Los Angeles, CA 90012

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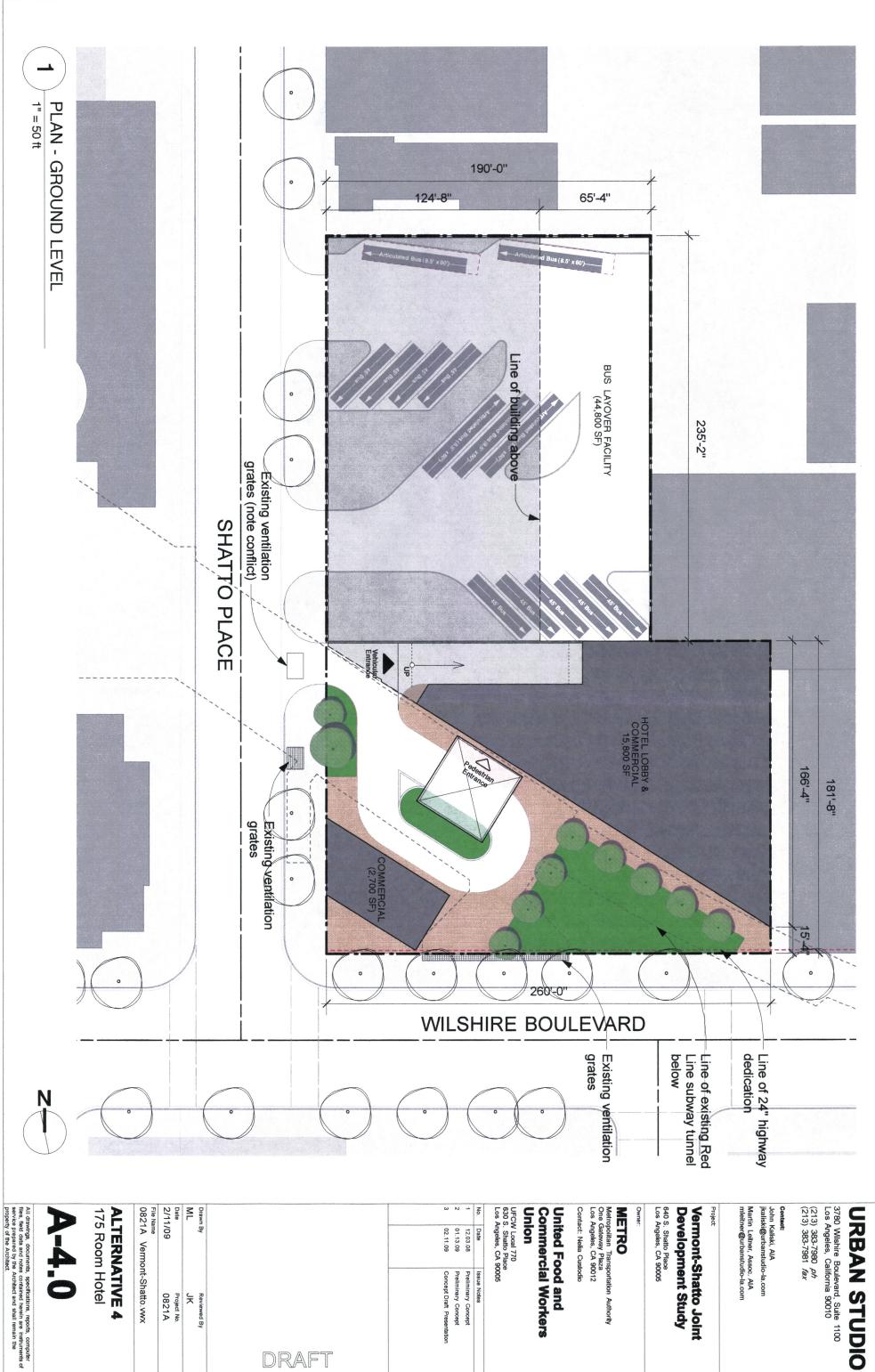
Date 12.03.08 01.13.09 02.11.09 Preliminary Concept
Preliminary Concept Concept Draft Presentation

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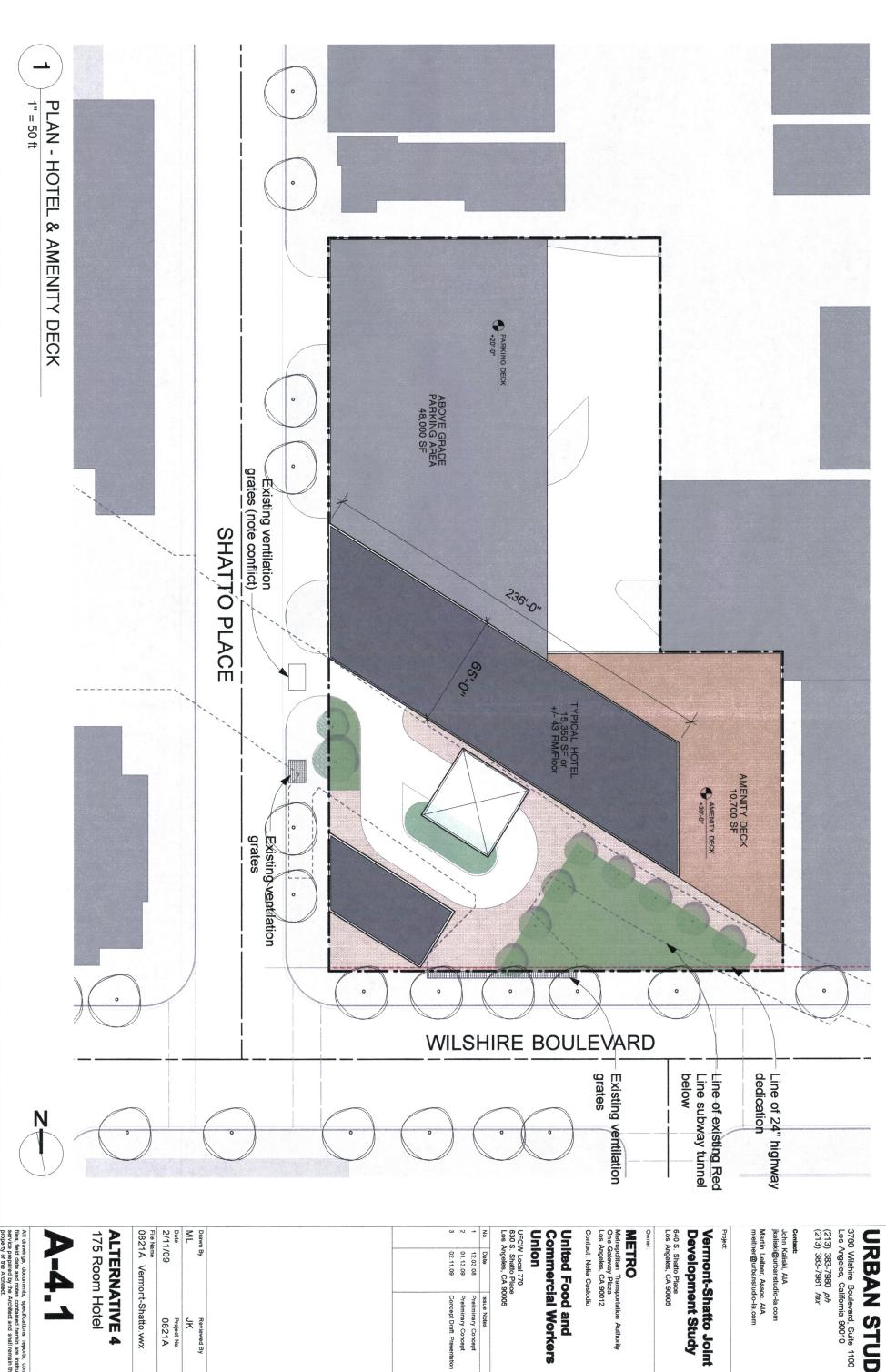
Project No. 0821A Reviewed By

ALTERNATIVE 3
3D View

3D VIEW

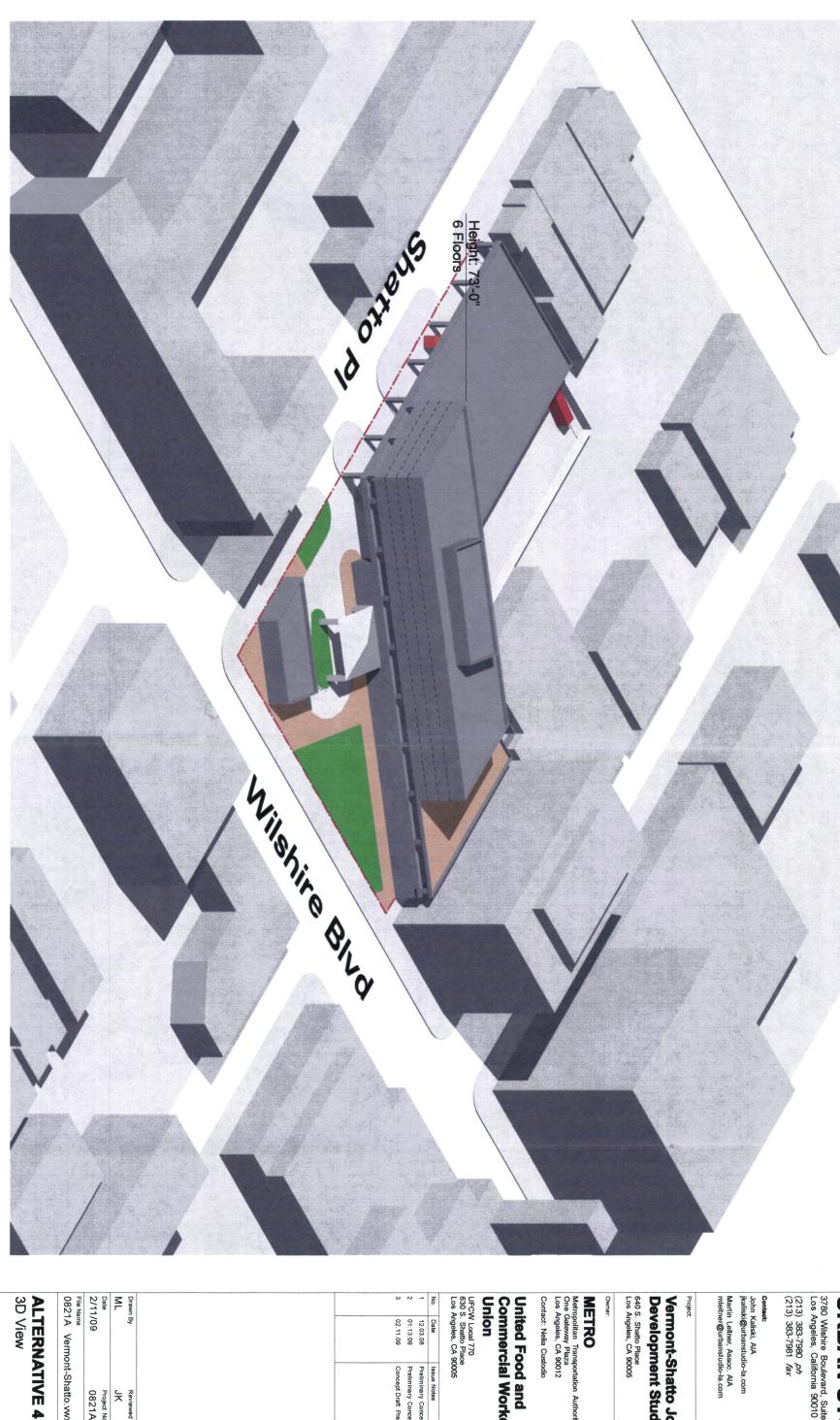


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Preliminary Concept
Preliminary Concept Concept Draft Presentation

DRAFT



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Vermont-Shatto Joint Development Study

640 S. Shatto Place Los Angeles, CA 90005

METRO

Metropolitan Transportation Authority One Gateway Plaza Los Angeles, CA 90012 Contact: Nelia Custodio

United Food and Commercial Workers

UFCW Local 770 630 S. Shatto Place Los Angeles, CA 90005 Date 12.03.08 01.13.09 02.11.09 Issue Notes
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3D View

3D VIEW