

## EXHIBIT G

### Existing Exclusives

Tenant	Exclusives
Starbucks	No primary sales of whole/freshly ground coffee beans, espresso based coffee drinks, gourmet brewed coffee by the cup, ice blended beverage containing coffee, espresso or tea and is located on pad in center or has 1 exterior mall entrance.
Bed, Bath & Beyond	No Direct Competitor i.e. but not by way of limitation, Linens 'n Things, Home Goods, Anna's Linens and Strouds. Or whose total product inventory is at least sixty percent (60%) comprised of 'Restricted items' as used herein means individually and collectively, (a) linens and domestics; (b) bathroom items (but not health and beauty aids or bathroom fixtures); (c) housewares (but not white goods or major appliances); (d) frames and wall art (but not custom framing); (e) window treatments (but not custom window treatments); (f) closet, shelving and storage items (but not custom closets). These restrictions shall not apply to a full-line national or regional (i) Department store [i.e. Wal-Mart, Macy's, or Target], (ii) discount club [i.e. Costco, BJ's Wholesale Club, or Sam's Club], or (iii) home improvement center [i.e. Home Depot or Lowe's], each occupying at least 80,000sf of Floor Area. Furthermore, the restrictions shall not apply to Restoration Hardware, Pottery Barn, Eddie Bauer Home Store, Storehouse, Williams-Sonoma, Crate & Barrel, Z Gallerie or Kirkland's.
Ross Dress For Less	No Off Price Sale retailers, in excess of 15Ksf i.e TJ Maxx, Marshalls, Nordstrom Rack, Goody's, Factory 2U, Burlington Coat, Steinmart, Filene's Basement.
Big Lots	Except for tenants open and operating, no other discount general merchandise store, liquidator, closeout store, discount furniture store or dollar store operation ('Competing Business') may be permitted in the Shopping Center during the Original term of this lease or Extensions. In addition a 'Competing Business' shall include but without limitation Dollar General, Dollar General Market, Dollar Tree, Encore, Family Dollar, 99 Cent Only (and any store with the word 99 Cent in its name), Deals, Save-A-Lot, Marc's, Fred's, Super 10, Maxway, Mazel, Odd Job, Amazing Savings, Ocean State Job Lot, Grossman's Bargain outlet, Greenbacks, Kings Discount, Building 19, National Wholesale Liquidators, Dollar Dreams, Five & Below, Encore and Ollie's Bargain Outlet.
Asian Express	Chinese Fast Food
Rocky Mountain Chocolate Factory	Primary use is sale of caramel apples and gourmet assorted chocolates.
Café Rio	No other Mexican or Tex/Mex restaurant excluding Fiesta En Jalisco and Posh Taco.
Famous Footwear	No branded open stock operator ie. Shoe Carnival, Rack Room Shoes, DSW.
Leslie's Hallmark	Gift cards, gift wrap, party supplies, Christmas ornaments. Excludes Major Tenants leasing at least 20,000 contiguous square feet operated under a single trade name.
Zumiez	Skate surf, snow, wake boards.
Scheel's	No 8000 gla or larger which sells > 3 lines of sporting good. No shoe store that increase aggregate CSF of footwear to > 22,000 SF.
Herberger's	After Herberger's relocates from the Existing Herberger's Building to the Herberger's Building, Developer covenants that no part of the Existing Herberger's Building shall be operated by a single User under one trade name using more than 35,000 sf of Floor Area for the sale of merchandise without the prior approval of Herberger's, which approval Herberger's may withhold in its sole and absolute discretion. Notwithstanding the foregoing, Developer may allow any Permitted Occupant (as hereinafter defined) or any Permitted Use (as hereinafter defined), in any size, to use and occupy all or any portion of the Existing Herberger's Building without Herberger's prior approval. The term "Permitted Occupant" shall mean any User operating under any of the following trade names: Target, Walmart, Burlington Coat, K-Mart, Ross Dress for Less, T.J. Maxx, Best Buy, Steinmart, Toys R Us, Linens & Things, Bed Bath & Beyond, Circuit City, Kohl's or Penney, provided however, if Penney is operating in the Existing Herberger's Building, the restriction stated in the first two sentences of this Section 3.11 shall also apply to the Penney Building. The term "Permitted Use" shall mean any of the following uses: sporting goods store, grocery store, or market, furniture store, health and fitness club, book store and/or music store, hardware store or home improvement store.

Tenant	Use Restrictions
Bed, Bath & Beyond	<p>'Second hand' or 'surplus' store (except stores that sell blemished or reconditioned goods such as 'Play it Again Sports', 'Plato's Closet' or 'Once Upon a Child'); Any central laundry, dry cleaning plant, or laundromat; Any automobile, truck, trailer, boat, or RV sales, leasing display or body shop repair; Any bowling alley or skating rink (except one (1) could be located on the lower level or West of the East/West line.); Any live performance theater, auditorium, meeting hall, sporting event, or other entertainment use; Any living quarters, sleeping apartments, or lodging rooms; Any veterinary hospital or animal raising or boarding facilities [except what is permitted in Exhibit M]; Any funeral home or mortuary; Any "pornographic use" (except a national bookstore or video store such as Borders, Barnes &amp; Noble, Blockbuster, or West Coast Video); Any so called 'head shop' or any establishment selling or exhibiting drug-related paraphernalia; Any bar or tavern selling alcoholic beverages where projected annual gross revenue exceed 50% of total gross revenue (the 50% restriction shall not prohibit or restrict any family-oriented, sit-down restaurant such as TGI Fridays, Red Lobster, Bennigans; or the sale for off-premises consumption by a supermarket or wholesale club such as Costco and/or one (1) liquor store; or the incidental sale of wine for off-premises consumption by a retailer such as Cost Plus.); Any catering or banquet hall; Any flea market, amusement, or video arcade (except where a video game may be incidental to a restaurant), pool or billiard hall, night club, discotheque, or dance hall; Any training or education facility, including but not limited to beauty schools, barber colleges, reading rooms, places of instruction or other operations catering to students or trainees, except for up to 10,000 sf of Floor Area located to the west of the East/West line, nor to indoor training and obedience classes incidental to the operation of a pet store (such as Petsmart); Any gambling facility such as off-track or sports betting parlor; table games such as poker or black-jack; slot machines; video poker/black-jack/keno machines; or bingo hall; Any pawn shop, gun shop, or tattoo parlor (except guns that are sold as incidental to the operation of a sporting goods store such as Sports Authority or the operation of a 'big box' department store type such as Wal-Mart); Any church or place of religious worship; Any car wash, automobile repair shop, or business servicing motor vehicles such as any quick lube oil change service, tire center, or service station; Any carnival or amusement park or circus; Any medical clinic or medical office (except as incidental to a retail operation such as an optometrist's office within a retailer selling eye glasses) or except as may be located to the west of the East/West line;</p>
Bed, Bath & Beyond cont.	<p>Any supermarket except that an 'Acceptable Supermarket' may be located to the west of the East/West line of the type customarily found in first class malls in WA, OR, ID, MT and WY, but shall not include a warehouse-style, open box, discount supermarket [such as Price-Rite or Sav-a-Lot] provided that a Costco or Sam's Clubs shall be considered an Acceptable Supermarket; Any office use, other than office space used in connection with and ancillary to a permitted retail use and retail offices providing services (i.e. financial services, real estate brokerage, insurance agency, banking, travel agency), provided they are not located east of the Premises and not more than 7,000sf of Floor Area of the Shopping Center in aggregate; Any hotel/motel; Any daycare center; Any veterinary office except as may be incidental to a permitted full-line pet and pet supply store operating in at least 15,000 sf of Floor Area and located at least 100 feet away from Premises; Any children's entertainment or activity facility (i.e. Discovery Zone or Chuck E. Cheese) except if located west of the East/West line; Any karate center; Any movie theater; Any restaurant serving meals for on- or off-premises for consumption except a family-oriented, sit-down restaurant commonly found in a first class shopping center (i.e. TGI Fridays, Red Lobster, and Bennigans) may be located less than 100 feet from the Premises; Any beauty parlor or nail salon located adjacent to the Premises; Any health spa, exercise facility or similar type business except if located west of the East/West line; Any store primarily selling merchandise which is classed as 'odd lot', 'close out', 'clearance', 'discontinued', 'cancellation', 'second', 'factory reject', 'sample', 'floor model', 'demonstrator', 'obsolescent', 'over stock', 'distressed', 'bankruptcy', 'fire sale', or 'damaged', such as (i.e. Grossman's Bargain Outlet, Contractor's Warehouse, Big Lots, Liquidation World, or Odd Job), the retailer known as 'Christmas Tree shops' shall be deemed not to violate the foregoing restriction.</p>
J.C. Penney	<p>No portion used for purpose other than retail, service, financial, travel, theater, offices excluding general office buildings.</p>
Big Lots	<p>Landlord shall not lease or permit any use in the Shopping Center to conduct or advertise any auction, bankruptcy, fire, distress, liquidation, sheriff's or receiver's sale; To operate a so-called 'Army and Navy' surplus store; Any auditorium, activity facility, or meeting hall, provided that such is not located within 300 linear feet of the Premises; Any self-storage facilities; Any medical or health-oriented facilities or offices in excess of 5,000 sf of Floor Area provided same are located in the areas of the Shopping Center on Exhibit A or located in outparcel buildings; Any industrial use (e.g. manufacturing, warehousing, processing, assembly, plating) unless incidental to a retail use; Any automotive, tire, gasoline, or oil service centers, except if located on an outparcel or within a department store building or on a parcel owned by a department store; Any governmental use or office or any social service functions or facilities, excluding Armed Forces and National Guard recruiting offices, the</p>

	<p>Montana Law Enforcement Museum or its replacement or general office use of not more than 5,000 sf of Floor Area located in the areas of the Shopping Center on Exhibit A or located in an outparcel building; Any massage parlor or bath house, adult book or adult video store or for the sale, rental, or exhibition of pornographic material and/or display in storefront windows or in areas within the premises which are visible from outside the premises, any sign, product or advertising material which is or is for pornographic or 'adult' material, unless typically found in a national bookstore or video store; Operated in a manner which is a public or private nuisance including any noise, sound, vibration, litter, or odor except in connection with the operation of a restaurant; Any night club, discotheque, tavern, bar, cocktail lounge or similar establishment which features any form of 'adult entertainment' or any form of regularly scheduled live entertainment, or any establishment which permits the sale of alcoholic beverages (excluding any incidental beer or wine sales by Tenant for off-premises consumption), except as an ancillary use in connection with the operation of a restaurant or casino; Any roller or skating rink, skateboard, or other rink or area, billiard parlor, amusement center, arcade, including use of any video or mechanical game machines, bowling alley, health spa, health club, exercise club, gymnasium or other similar operations in excess of 5,000 sf of Floor Area, provided that such operations shall be permitted if not located within 300 linear feet of the Premises; Any lodging including a hotel, motor inn, apartments or condominiums; Any vehicle sales other than for temporary vehicle, including automobile, truck, trailer, R.V. or boat dealer (or similar enterprise) sales, leasing, display or repair (other than for office functions relating to such operations) not exceed ten (10) consecutive days four times a year and provided that such operations shall not be permitted in the areas of the Shopping Center on Exhibit A; Any funeral parlor or mortuary; Any mobile home or trailer court; Any dumping disposing, recycling, incineration or reduction on a large-scale commercial basis of refuse and recyclables (excludes normal collection and recycling resulting from normal operations);</p>
Big Lots cont.	<p>Any commercial laundry or dry cleaning plant or coin operated laundromat; Any day care center or school (other than in conjunction with a retail or, in the case of day care, office operation); Any veterinary hospital, animal boarding, training or raising facilities. Any off-track betting business; Any astrology, palm reading, tarot card or other like service or facility; Any 'call center' in excess of 5,000 sf of Floor Area and located only in the areas of the Shopping Center on Exhibit A or located in an outparcel building; Any 'head shop' selling drug paraphernalia.</p>
Herberg's	<p>Limitation on Detrimental Characteristics : storage, display or sale of explosives or fireworks; Any warehouse operation (excluding storage by an occupant of goods intended to be sold at its retail establishment in the Shopping Center); Any trailer court, mobile home park, lot for sale of new or used motor vehicles, labor camp, junk yard, stock yard or animal raising; Any dumping, disposal, incineration or reduction of garbage or refuse other than handling or reducing such waste if produced on the premises and only if handled in a reasonably clean and sanitary manner in accordance with law; Any commercial laundry or dry cleaning plant, laundromat, veterinary hospital, car washing establishment, bowling alley, mortuary or similar service; Any automobile body and fender repair work; Any residential living quarters; Any game arcade or amusement center if located within 100 of Herberger's Building; Any automobile, boat, truck or trailer display or repair shops (except for tire, batteries and automobile accessories shops and other nationally operated automobile service centers; Any lounge or pool hall, dance hall, auditorium, massage parlor, adult book store, flea market, "head shop" or other shop selling drug-use paraphernalia, bingo parlor, consignment store, auction house, gasoline or service station or roller rink.</p>
Apollo	<p>The Shopping Center shall only be used for the continuation of the existing commercial activities conducted thereon or for replacement of such activity or activities by retail stores typically found in first class regional shopping centers and/or by business offices, but shall specifically not be used for the conduct of the following businesses: Cinemas, theaters (for live or filmed performances), funeral homes, entertainment or recreation facilities (including, but not limited to, billiard rooms, pool halls, bowling alleys, arcade games, skating rinks, massage parlors, discotheques, dance halls, nightclubs, bars or taverns, casinos, banquet halls, pornographic or adult stores, racquet ball courts, gymnasiums, health spas or clubs or fitness centers), car washes, motor vehicle or boat sales or leasing facilities or repair shops, second hand or thrift stores, flea markets, any use of hazardous substances (other than would be customarily be associated with the occupancy of tenant space in a first class regional shopping center) or dry cleaners with on premises cleaning.</p>
Wadsworth Ground Lease	<p>No discount, secondhand or discount store. No auto service station, limits with catalog order business.</p>

## EXHIBIT H PERMITTED USES

C.J. Banks/Christopher Banks  
Payless Shoes  
Apricot Lane  
Famous Footwear  
Bath & Body Works  
Voegel's Real Estate  
Zumiez  
Tradehome Shoes  
Champs Sports  
Vanity  
Victoria's Secret  
Leslie's Hallmark  
Rocky Mountain Chocolate  
Regis Hairstylists  
Maurice's  
The Buckle  
Gamestop  
LensCrafters  
Mastercuts  
Jensen Jewelers  
Spencers Gifts  
US Army Corps of Engineers  
Hot Topic  
Rue21  
Kay Jewelers  
Little Athens  
Nails & Spa  
Subway  
Asian Express  
Posh Taco  
Twisted Pretzel  
Orange Julius  
Sears Hometown Store  
Claire's Boutique  
General Nutrition Center  
Family Christian Stores  
Crystal Casino  
Bed Bath & Beyond  
Big Lots  
Ross Dress for Less  
J.C. Penney  
Scheel's All Sports  
Café Rio  
Great Clips  
Batteries Plus  
Starbucks  
Cellular Plus  
Fiesta En Jalisco

Prohibited Uses: Except for the existing permitted uses listed on Exhibit H of the Lease (the "Existing Permitted Uses"), none of the following shall be operated in the Shopping Center, including the Lease Premises (collectively, the "Prohibited Uses")

- Store selling liquor beer or wine for off premise consumption, except that the following shall be allowed:
  - Restaurants which derive no more than fifty percent of their gross annual sales from the sale of alcoholic drinks and which may sell branded alcohol for off premises consumption and 2 grocery stores or drug stores with incidental sales of liquor, beer or wine;
  - Bowling alley, Billiard parlor, arcade, or other place of amusement or recreation located in restricted area as described in exhibit.
  - Second -hand store who's principal business is selling used or donated merchandise, however the following shall be allowed: an upscale consignment store such as 'platos closet' or 'play it again sports' an goodwill retailer store, provided however that such good will store shall not be located within 300' of the tenants outside entrance or 100' of tenants inside entrance.
  - Pawn shop
  - Head shop, electronic cigarette shop, or store selling marijuana;
  - Payday loan or check cashing provider, however the proceeding shall not prohibit: (1) check cashing services provided incidental to a grocery store or drug store; (2) a full-service financial institution or bank; or (3) a national or regional financial cash provider institute such as Check into Cas or Check N Go, provided the same is not located within the Restricted Area;
  - Child care center in the restricted area
  - Funeral home or mortuary
  - School (except for training facility such as beauty salon school or student enhancement facility such as Sylvan Learning Center shall be allowed provide the same is not located within the Restricted Area), church, or other place of worship
  - Flea market
  - Tattoo parlor or body piercing establishment;
  - Theater within the restricted area
  - Adult video store and adult book store, except the sale of books or movies directed to an adult audience sold by national bookstores such as Barnes and Noble is not prohibited
  - Night club
  - Health club, gym, exercise studio, or spa in any space within the RA, except that such use shall be permitted in the area marked as the PA on Exhibit B, provided such use does not exceed, 6000 square feet.

- Massage parlor, provided that therapeutic massage services such as Massage Envy shall be allowed provided it is not located in the RA, except that such allowable therapeutic massage use shall be permitted in the PA provided such use does not exceed 6,000 sqft
- Place of betting, gambling, bingo, or other game
- Self-service laundry facility
- On-site dry cleaner unless apparel is cleaned off premise
- Hotel, motel, or other place of residence except that such use shall be allowed subject to the following restrictions (1) no hotel, motel or other place of residence is to be located within 400 ft of the exterior entrance to the Leased Premises; (2) No more than 25% of the shopping center land area may be used for hotel, motel, or other residential use; and (3) any such use developed within the Shopping Center shall be entirely self-parked;
- Car wash, auto body auto rental business, or junk yard
- Animal facility, except that a national pet supply store such as Petco or PetSmart shall be allowed
- Manufacturing operation, except as incidental to a retail establishment
- A government owned or operated healthcare clinic or;
- abortion clinic including planned Parenthood

EXHIBIT B  
Site Plan

