

New Recorded Site Plan



Uptown Village Rendering

EXCLUSIVE OFFERING MEMORANDUM

UPTOWN VILLAGE RETAIL CENTER | DATE PALM DRIVE

7 Improved Acres | Recorded Map (Parcels 3 - 9)
 100,000± SF Potential Retail Buildings | Cathedral City, CA
 Alternate Potential Residential MF on 3.44 Acres

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Disclaimer: The information contained herein and attached is information provided from sources deemed reliable. We, however, do not guarantee any of the information and must disclaim for obvious legal reasons. All information should be independently verified.



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Site Detail

Project Highlights

- Desirable corner with stoplight & 1,300 SF of frontage on Date Palm Drive with 22,000 car traffic per day.
- Fully entitled & approved Final Recorded Map encompassing 7 parcels (.68 to 1.76 acres each) and approx. 100,000 sq. ft. of building space. Ready for users!
- Improved graded land with some on-site paved roads and sidewalks already constructed. All off-site work complete & all utilities stubbed to site. Pads can be finished and landscaped one at a time.
- Parcel #1 was sold to Dollar Tree who is the anchor with building completed and store open.
- Parcels perfect for gas stations, fast food, car washes, auto shops, small hotels, or other retail uses.
- SunLine bus stop at subject property with up to 21 passes per day (Sun Bus Line 32).
- Easy access & visibility from I-10 & Date Palm Drive exit. Major thoroughfare for residents traveling from residential neighborhoods to I-10.
- \$14.8M± interchange expansion under construction at I-10 & Date Palm (1.5 miles north of subject).
- Cathedral City is the second largest city in the Coachella Valley with the largest permanent population in the Western Valley.
- Potential EB-5 Site. Green card available to foreign nationals who invest \$1,000,000 and by doing so create or preserve at least 10 jobs.
- City may be open to Residential Medium or High (Condos or Apartments) Zone Change for back parcels. Currently backs to Heritage Park Senior Apartments with density up to 10DU/acre.

Municipality

Cathedral City, County of Riverside

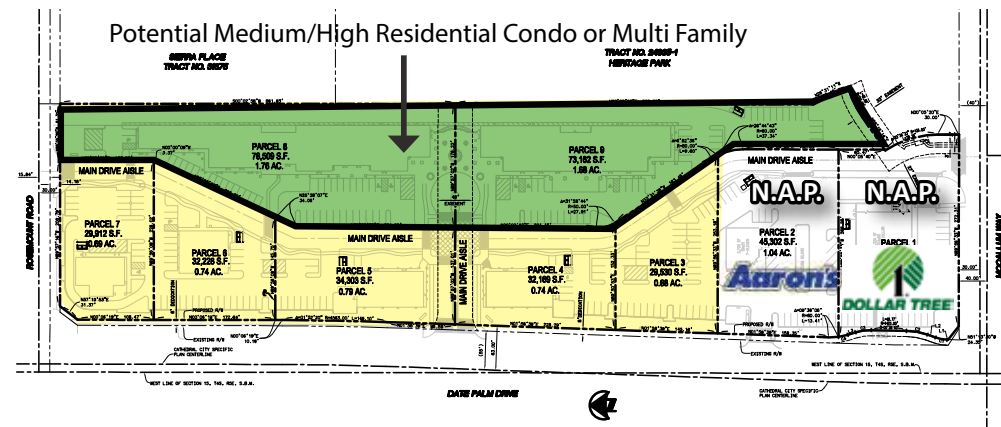
Location

NEC Date Palm Drive & McCallum Way at 4-way stoplight.

Size

The subject property consists of approx. 7 improved acres with 7 recorded parcels.

Recorded Map (Exhibit B)



Subject Parcels

Parcel 3	.68 Acres
Parcel 4	.74 Acres
Parcel 5	.79 Acres
Parcel 6	.74 Acres
Parcel 7	.69 Acres
Parcel 8	1.76 Acres
Parcel 9	1.68 Acres
8 Parcels	7.08 Total Acres

3.44 Acres Potential Residential

Site Detail

Zoning

Planned Community Commercial (PCC). To provide retail and service commercial uses which are of a relatively high intensity and are necessary to provide a wide range of shopping facilities and goods, professional and administrative offices and entertainment. [see full zoning definition on pages 7 - 8.] Zone change on back parcels to residential may be possible.

Entitlements

Tract No. 35032 Final Map Recorded on August 31, 2012 by city of Cathedral City. This entitlement created 9 parcels approved for 9 separate commercial buildings. Approved and recorded phasing plan. Previous entitlement costs spent amount to approx. \$250K.

Improvements

The subject property is rough graded with some on-site paved roads and sidewalks already constructed. All off-site work complete & all utilities stubbed to site. No improvement bonds were required by city. Each parcel can be individually landscaped and improved by user or owner.

Tax Rate

1.19%

Topography

The site is generally level.

Date Palm & I-10 Interchange Expansion

This on-going \$14.8 million dollar project will widen existing overcrossing on each side to accommodate a total of six lanes of traffic, including bike lanes on each side. All on and off-ramps will be modified and setup for future metering. This project began in the summer of 2011 and is expected to be completed in early 2013. This project will ultimately ease and encourage the flow of traffic to the subject site.

Design Elements

The original concept of this project was to create an integrated, mixed use village which is pedestrian in scale and character rather than designed for high speed automobile traffic. The "village streetscape" is dependent on certain design factors which will create an enjoyable and vital pedestrian shopping environment rather than an automobile oriented place, including:

- Store fronts opening onto the pedestrian walkways, with windows and primary entrances visible and accessible from their frontage, clustered to create a continuous concentration for pedestrian interest and activity.
- Consistent shade producing street trees and other landscaping and amenities such as benches, planters, fountains, lighting and pavement treatment, attractive to pedestrians.
- Crosswalks, landscape planting circles and other "traffic calming" design features.



Monument Sign
Located at Main Drive Entrance



Central Courtyard Looking West
From Heritage Park Senior Apartments

Civil Engineer

RBF Consulting

Airports Nearby

The Palm Springs National Airport serves just under 1.2 million passengers a year is located approx. 3 miles away from the subject property.

Coachella Valley Employment

Employment in the area includes primarily service oriented businesses, resorts and hotels, golf courses, retail, and construction. The single largest employment source in the area is gaming.

Site Detail

Utilities

Water:	Coachella Valley Water District	(760) 323-4971
Sewer:	Coachella Valley Water District	(760) 323-4971
Gas:	Southern California Gas Company	(800) 427-2200
Electricity:	Southern California Edison	(800) 655-4555
Cable:	Time Warner Cable	(760) 340-2225
Waste/Recycling:	Burtec	(760) 340-2113
Telephone:	Verizon	

Due Diligence Materials Available

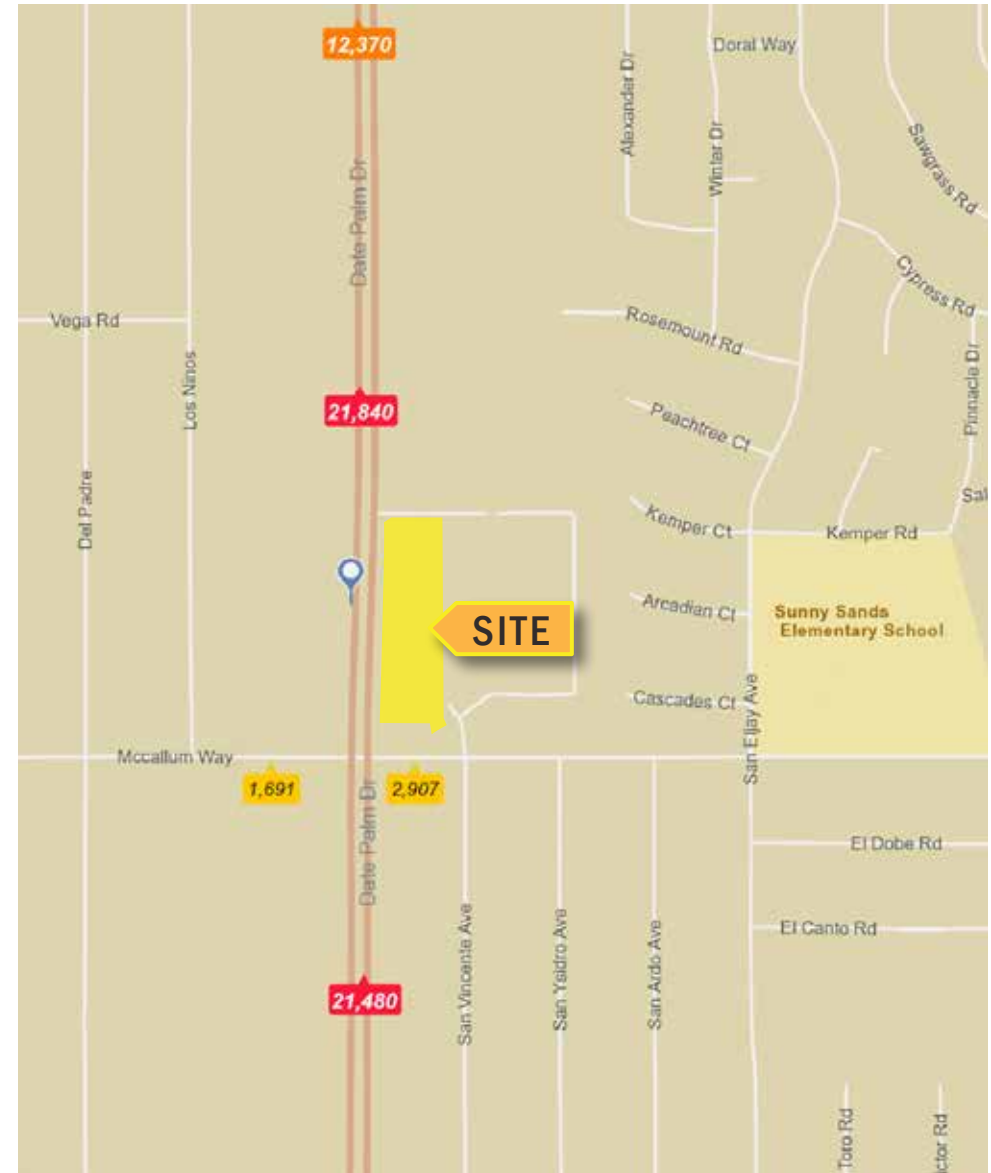
- Approved and signed phasing plan
- Recorded Map #35032
- Site Plan
- Updated Geotechnical Letter
- Landscape & Lighting Document
- Soils Report
- Traffic Counts and Demographics

Exclusive Agent

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Traffic Count Map



Offering Guidelines

Due Diligence Materials

Available during marketing period per request.

Seller

Date Palm Group, LLC

Letter of Intent Address

Date Palm Group, LLC

c/o Erik Christianson

The Hoffman Company

18881 Von Karman Ave., Suite 150

Irvine, CA 92612

Deal Structure

All Cash | Bulk Sale

Asking Price

Submit

Offer Date

To be determined.

Due Diligence Period

The Due Diligence Period shall commence upon mutual execution of the LOI and conclude no more than 30 days thereafter.

Purchase and Sale Agreement

Seller or Buyer to provide Buyer with a Purchase & Sale Agreement within 5 days of selection.

Buyer and Seller shall work diligently to have the Purchase & Sale Agreement executed by both parties, within 10-days after delivery.

Deposits

A minimum Initial Deposit of (\$100,000) shall be made at the Opening of Escrow and shall remain refundable during the Due Diligence Period. The Second Deposit shall be placed into Escrow prior to expiration of the Due Diligence Period. The sum of the Initial Deposit and Second Deposit shall equal a Total Deposit of Ten Percent (10%) of the Purchase Price. Upon Buyer's approval of its Due Diligence, the Total Deposit shall be released to Seller and shall be non-refundable except for Seller default.

Opening Escrow

Upon Delivery to Escrow of (i) the mutually executed Purchase & Sales Agreement and (ii) the initial Deposit equal to \$100,000.

Close of Escrow

The Closed Escrow shall occur within 10 days of Buyer's written approval of the Due Diligence Period.

Zoning Definitions

Planned Community Commercial District (PCC)

9.30.010 Purpose and intent.

To provide for retail and service commercial uses which are of a relatively high intensity and are necessary to provide a wide range of shopping facilities and goods, professional and administrative offices and entertainment.

(Ord. 80 Art. IV(B)(3)(a), 1984)

9.30.020 Permitted uses.

Animal clinics;
 Any permitted use listed in the PLC district;
 Cocktail lounges and bars;
 Hotels and motels;
 New auto and truck sales;
 Nurseries;
 Recycling collection facility (small);
 Restaurants;
 Sexually oriented businesses, subject to full compliance with all licensing and regulatory provisions of Chapter 5.18 of this code;
 Theaters;

Such other similar uses as are approved by the planning commission.

(Ord. 373 § 2, 1992; Ord. 347 § 2(a), 1992; Ord. 304 § 3, 1990; Ord. 80 Art. IV(B)(3)(b), 1984)

9.30.030 Conditional uses.

The following uses may be permitted subject to the issuance of a conditional use permit pursuant to Chapter 9.72:

Any use involving outdoor activity or storage except those permitted uses listed in Section 9.30.020, parking appurtenant to other permissible uses;

Auctions;
 Automobile repair shops;
 Automobile service stations;

Carwashes, limited to self-serve and full-serve only;

Commercial recreation facilities;

Fast-food restaurants and drive-thrus;

Game arcades;

Private clubs and lodges;

Public service facilities and public utility structures;

Retail store — used;

Tattooing establishments (as defined by Chapter 5.34 of this code);

Vehicle rental establishments and used vehicle sales (except used vehicles sold in conjunction with the operation of a manufacturer licensed new vehicle sales dealership) subject to the provisions of Section 9.96.170 pertaining to special provisions applying to miscellaneous problem uses;

Such other similar uses as are approved by the planning commission.

(Ord. 685 § 2, 2009; Ord. 502 § 1 (part), 1999; Ord. 419 § 2 (part), 1995; Ord. 373 § 3, 1992; Ord. 347 § 2(b), 1992; Ord. 241 § 4, 1989; Ord. 227 § 2, 1988; Ord. 80 Art. IV(B)(3)(c), 1984)

9.30.040 Prohibited uses.

A. Uses not listed in this chapter are expressly prohibited. No land shall be used nor buildings and structures hereafter be erected, altered, enlarged, or otherwise modified in this zoning district unless said use and improvement is in compliance with the district provisions.

B. Manufacturing uses are expressly prohibited.

(Ord. 529 § 3 (part), 2000; Ord. 212 § 14, 1988; Ord. 80 Art. IV(B)(3)(d), 1984)

9.30.050 Development standards.

The following standards shall apply within the PCC district:

A. Lot size and configuration standards shall be the same as those in the PLC district;

B. Maximum building height shall be thirty-six feet;

C. All products produced on site, if any, whether primary or incidental, shall be sold at retail on the premises and no more than two persons shall be engaged in such production (except

Zoning Definitions

Planned Community Commercial District (PCC)

in cafe or restaurant uses) or in the servicing of materials;

D. All signs shall conform to the standards of the sign regulations;

E. Enterprises which produce or cause any dust, gas, smoke, noise, fumes, odors or vibrations which in the opinion of the planning commission are detrimental to other property in the neighborhood or to the welfare of the occupants are not permitted;

F. Accessory uses (not involving open storage) customarily incidental to any of the permitted uses and accessory buildings, when located on the same lot, shall be permitted; and

G. All goods, wares, merchandise, produce and other commodities which are stored, repaired, offered or displayed for sale or exchange shall be housed in permanent buildings unless being transported, with the exception of business operations customarily transacted out-of-doors, such as (but not limited to):

1. Automobile service stations;
2. Vehicle sales or rental agencies;
3. Outdoor dining;
4. Plant nursery sales;
5. Statuary or tombstone sales.

(Ord. 141 § 2, 1986; Ord. 80 Art. IV(B)(3)(e), 1984)

9.30.060 Other required conditions.

Architectural and site plan approval pursuant to Chapter 9.78 shall be required for all principal structures including buildings, carports, garages, screen walls, fences and trash enclosures.

(Ord. 80 Art. IV(B)(3)(f), 1984)



Cathedral City - Explore the Urban Desert

By David A. Lee & Daniel Vaillancourt

Many desert dwellers gravitate to Cathedral City for its assortment of independent shops and restaurants. The city's other attractions include the IMAX Theatre (1), Mary Pickford Theatre (2), and Big League Dreams Sports Park — where the playing fields resemble scaled-down famous ballparks such as Boston's Fenway Park, New York's Yankee Stadium, and Chicago's Wrigley Field.

And don't forget Boomers (3), a recreation complex with miniature golf, go-karts, bumper boats, a rock wall, and a game room. Soon to join this plethora of available activities is Desert Ice Castle, a massive, full-service skating facility. Until then, enjoy the distinctive shapes and colors — and play in the water — at the Fountain of Life in the Town Square across from the Civic Center (4), or mountain bike along the Santa Rosa Mountains to the south of the city.



Cathedral City Civic Center



Tips & Fun Facts

- The city was named after a canyon that reminded an early explorer of a European cathedral.
- Cathedral City named among the top 10 retirement bargain spots by US News & World Report.
- Desert Memorial Park is the final resting place of former Palm Springs mayor Sonny Bono and Rat Packer Frank Sinatra. www.pscemetery.com
- Perez Road Design District offers housewares and furniture shops with mid-century modern and vintage merchandise you won't find at big-box stores.
- Cathedral City has an expanding art-in-public-places program, with sculptures adorning a variety of locations. www.cathedralcity.gov

Cathedral City - Explore the Urban Desert

By David A. Lee & Daniel Vaillancourt

Cathedral City

Whether you live in the Coachella Valley full- or part-time, or just come a-calling now and then, you know this place is more than simply location, location, location. It's a feeling, a lifestyle, and most definitely a privilege. It's also one of the "greenest" deserts around, not only because of the profusion of golf courses and verdant botanical gardens, but also for its collective commitment to sustainability evident in exemplary conservation measures, including recycling programs and xeriscaping implemented by cities, resorts, and residents.

What many consider "Palm Springs" is actually a collage of nine quite distinct cities that together fashion a one-of-a-kind resort destination. Included in this potpourri of paradise are Desert Hot Springs, Palm Springs, Cathedral City, Palm Desert, Rancho Mirage, La Quinta, Indio, Indian Wells, and Coachella — municipalities that make life under our beloved sun, blue sky, and majestic palms ever merrier.



Cathedral Canyon Golf Club

Cathedral City Demographics

DEMOGRAPHICS	1 mile radius	3 miles radius	5 miles radius
2010 Population			
Total Population	18,835	57,929	106,113
Male Population	50.4%	49.9%	50.6%
Female Population	49.6%	50.1%	49.4%
Median Age	28.9	34.1	42.2
2010 Income			
Median HH Income	\$57,915	\$48,752	\$47,752
Per Capita Income	\$18,694	\$20,910	\$26,142
Average HH Income	\$67,948	\$62,127	\$66,840
2010 Households			
Total Households	5,110	19,506	41,380
Average Household Size	3.67	2.96	2.55
2010 Housing			
Owner Occupied Housing Units	62.1%	45.8%	43.4%
Renter Occupied Housing Units	28.4%	25.7%	25.6%
Vacant Housing Units	9.5%	28.5%	31.0%
Population			
1990 Population	8,232	30,809	70,456
2000 Population	14,967	44,956	87,390
2010 Population	18,835	57,929	106,113
2015 Population	20,340	62,499	112,308
1990-2000 Annual Rate	6.16%	3.85%	2.18%
2000-2010 Annual Rate	2.27%	2.5%	1.91%
2010-2015 Annual Rate	1.55%	1.53%	1.14%

In the identified market area, the current year population is 106,113. In 2000, the Census count in the market area was 87,390. The rate of change since 2000 was 1.91 percent annually. The five-year projection for the population in the market area is 112,308, representing a change of 1.14 percent annually from 2010 to 2015. Currently, the population is 50.6 percent male and 49.4 percent female.

Households	1 mile radius	3 miles radius	5 miles radius
1990 Households	2,542	11,583	29,554
2000 Households	4,203	15,430	35,241
2010 Households	5,110	19,506	41,380
2015 Households	5,497	20,980	43,351
1990-2000 Annual Rate	5.16%	2.91%	1.78%
2000-2010 Annual Rate	1.92%	2.31%	1.58%
2010-2015 Annual Rate	1.47%	1.47%	0.93%

The household count in this market area has changed from 35,241 in 2000 to 41,380 in the current year, a change of 1.58 percent annually. The five-year projection of households is 43,351, a change of 0.93 percent annually from the current year total. Average household size is currently 2.55, compared to 2.46 in the year 2000. The number of families in the current year is 23,654 in the market area.

Housing

Currently, 43.4 percent of the 59,935 housing units in the market area are owner occupied; 25.6 percent, renter occupied; and 31.0 percent are vacant. In 2000, there were 50,243 housing units - 46.9 percent owner occupied, 23.3 percent renter occupied and 29.9 percent vacant. The rate of change in housing units since 2000 is 1.74 percent. Median home value in the market area is \$175,731, compared to a median home value of \$157,913 for the U.S. In five years, median home value is projected to change by 3.57 percent annually to \$209,424. From 2000 to the current year, median home value changed by 3.4 percent annually.

Source: U.S. Bureau of the Census, 2000 Census of Population and Housing. Esri forecasts for 2010 and 2015. Esri converted 1990 Census data into 2000 geography.

Cathedral City Southwest US Location Map



Google Earth Aerial



Street Map



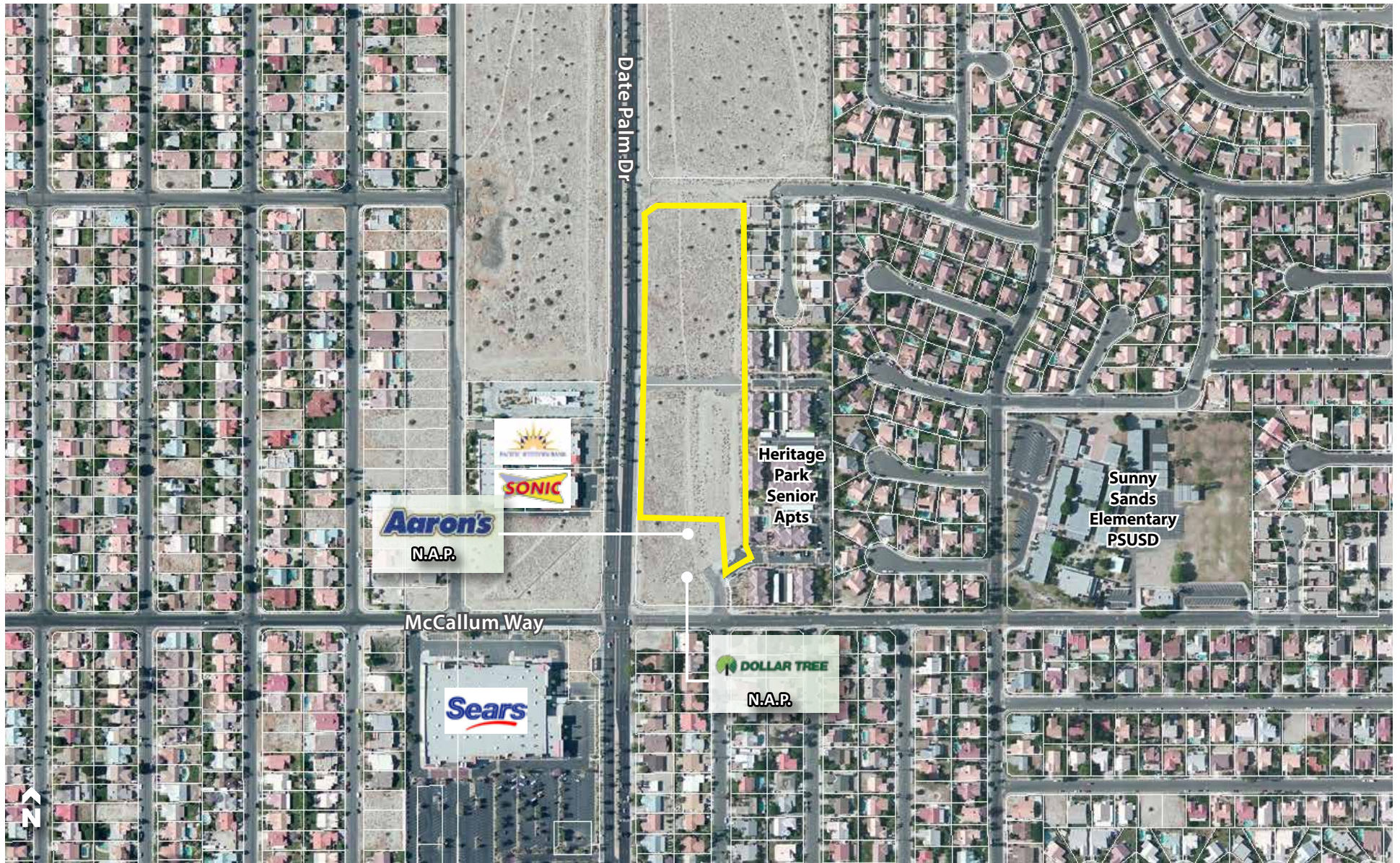
Surrounding Properties Detail



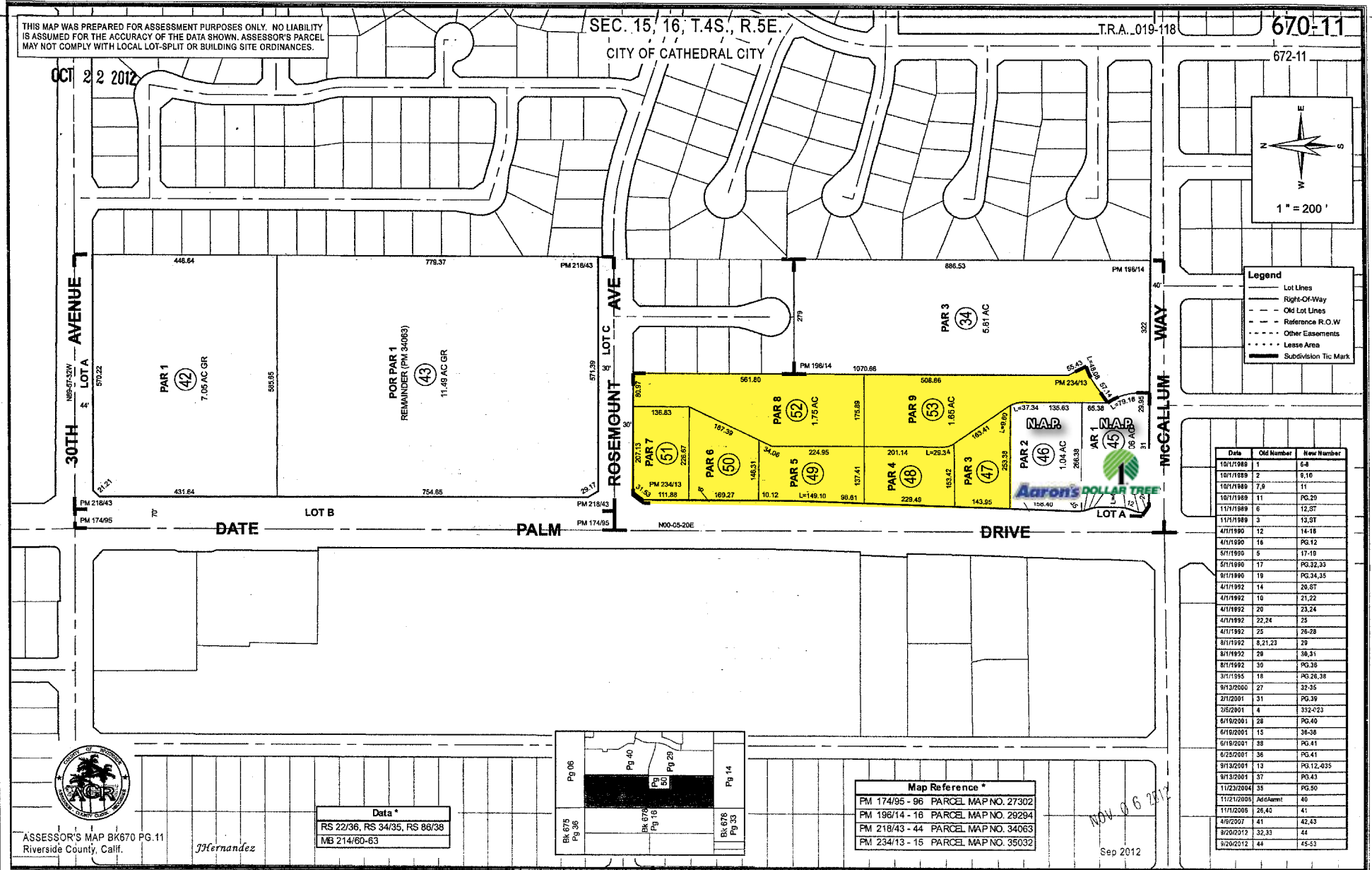
Close Up Vicinity



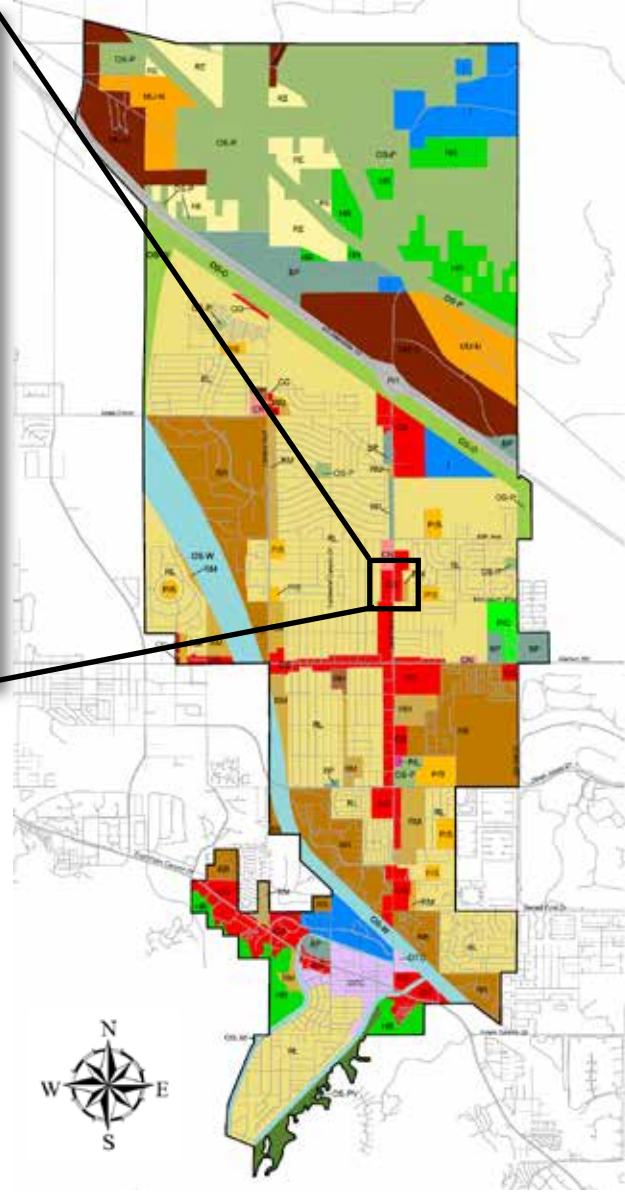
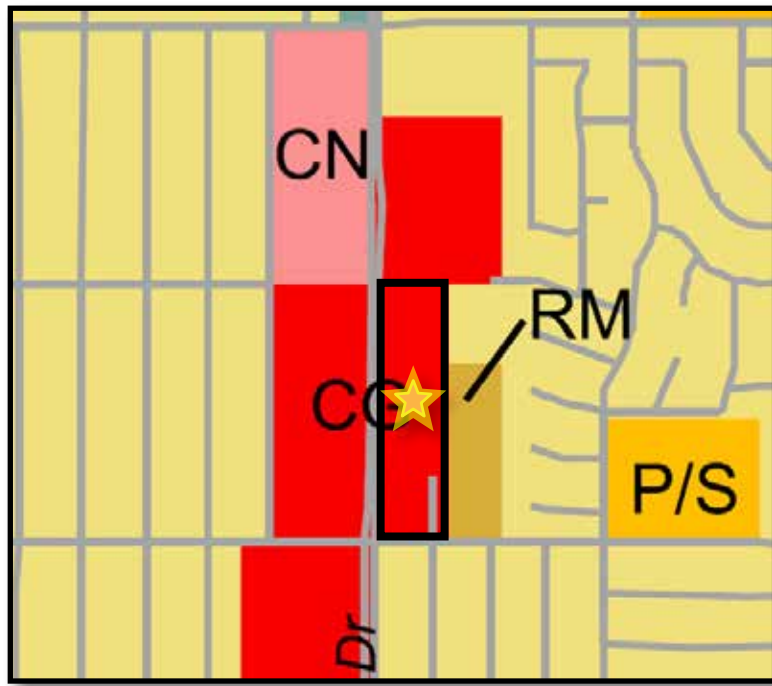
Close Up Aerial



Assessor's Parcel Map

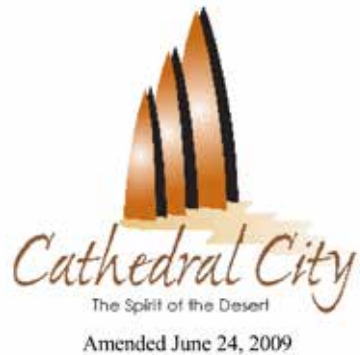


Cathedral City General Plan Land Use Map

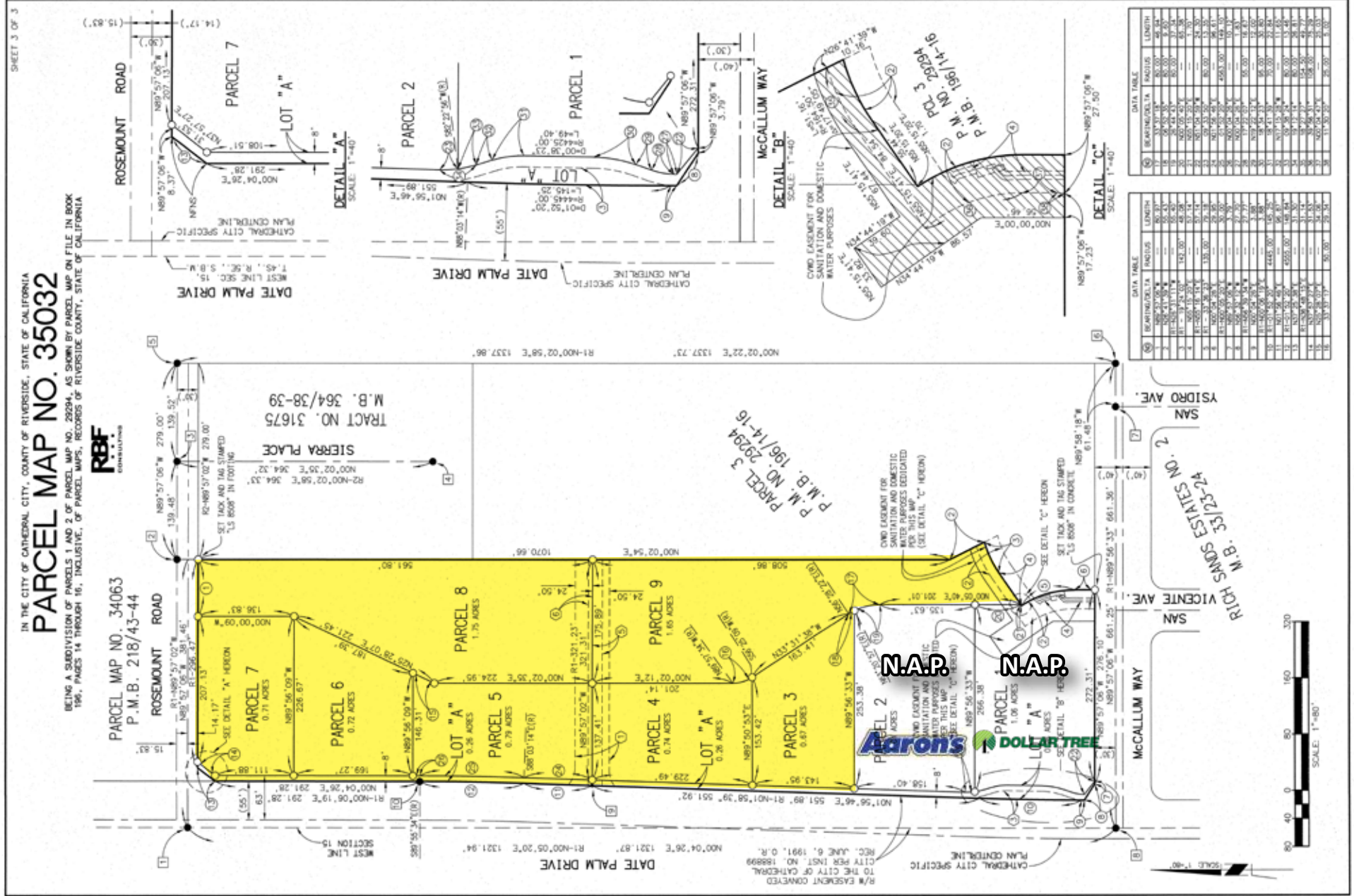


Legend

- Residential**
 - HR - Hillside Reserve (1 du/20ac)
 - RE - Estate Residential (0-2 du/ac)
 - RL - Low Density Residential (2-4.5 du/ac)
 - RR - Resort Residential (3-6.5 du/ac)
 - RM - Medium Density Residential (4,5-10 du/ac)
 - RH - High Density Residential (11-20 du/ac)
- Commercial**
 - BP - Business Park
 - CN - Neighborhood Commercial
 - CG - General Commercial
 - DTC - Downtown Commercial
- Mixed Use**
 - MU-N - Mixed Use - Neighborhood
 - MU-U - Mixed Use - Urban
- Industrial**
 - I - Industrial
- Open Space**
 - OS-O - Open Space-Other
 - OS-P - Open Space-Public
 - OS-PV - Open Space-Private
 - OS-W - Open Space-Water
- Public**
 - P/C - Cemetery
 - P/L - Library
 - P/S - Schools
 - P/T - Transportation
- City Limits
- 9 Acres Subject Site



Recorded Parcel Map No. 35032

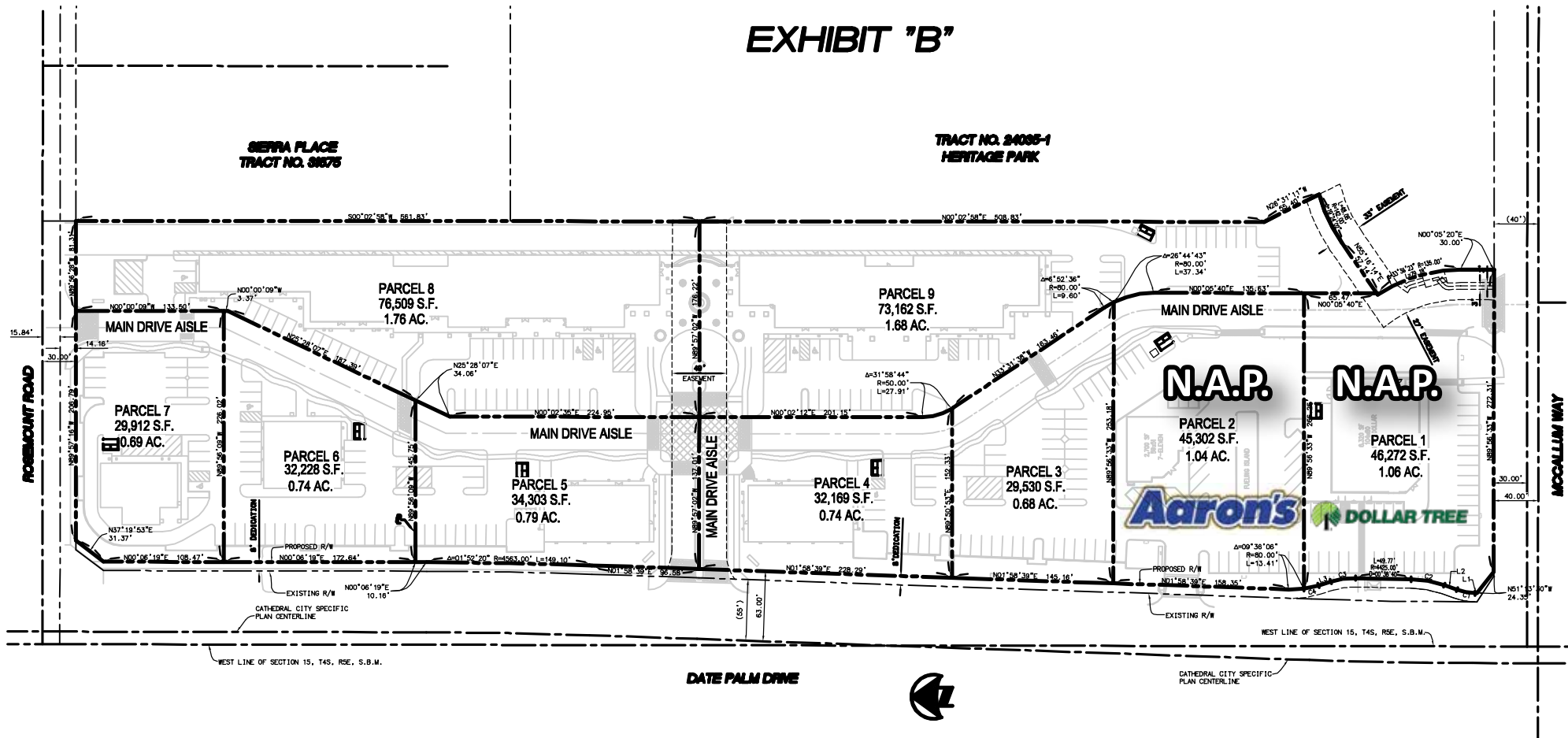


Original Site Plan Before Re-Entitlement



New Recorded Site Plan

EXHIBIT "B"



Rendering 1



Rendering 2



Rendering 3



Building 7
Looking North East
Courtyard Left



Building 3
Looking South East
Courtyard Right



Water Feature and Public Art
within the Central Courtyard
Looking Easterly



Main Entry
Looking East
From Date Palm Drive



Central Courtyard
Looking West
From Heritage Park Senior Apartments

Rendering 4



South East Corner of
Date Palm Drive Main Entrance



North East Corner of
Date Palm Drive and Main Entrance



Main Entrance - Date Palm Drive
Looking East towards Courtyard



Looking North Easterly from intersection of
Date Palm Drive and McCallum Way



Looking South Easterly from the Intersection of
Date Palm Drive and Rosemont Avenue

Rendering 5



6-1

Rosemont Entrance
Looking South



6-2

McCallum Way Entrance
Looking North



6-3

Rear Drive Isle
Looking Northerly



6-4

Interior Drive - San Vicente Road
Looking South



6-5

Interior Drive - San Vicente Road
Looking North

Rendering 6



North East Corner of building 5
Along San Vicente Drive



North West Corner of Building 5
Facing Date Palm Drive



Building 5
Lattice and Features Detail



South West corner of Building 5



South East Corner of Building 5
Along San Vicente Drive

Rendering 7



Water Wall Feature with Public Art
in Central Courtyard



Plaza Signage
Located Along Date Palm Drive



Monument Sign
Located at Main Drive Entrance



Typical Building Signage
Building 7

Elevation

BUILDING KEY

DATE PALM DRIVE

BLDG. #1

WEST ELEVATION

ENTRY ELEVATION

SOUTH ELEVATION

EAST ELEVATION

NORTH ELEVATION

COLOR & MATERIAL LEGEND

- 1 'SHASTA WHITE' CITADEL ENVELOPE 2000 COMPOSITE METAL PANEL SYSTEM
- 2 LA HABRA STUCCO - X86 SANDSTONE
- 3 LA HABRA STUCCO - X343 FALLBROOK
- 4 'WHEAT' CORONADO STONE EASTERN MOUNTAIN LEDGE
- 5 TRAVERTINE TILE - TO MATCH FOUNTAIN
- 6 METAL CANOPY PAINT TO MATCH - LA HABRA STUCCO - X86 SANDSTONE
- 7 'ARTS AND CRAFTS' - SQUARE ARCHITECTURAL AREA LIGHTING

PRELIMINARY ELEVATIONS

DATE PALM DR. AND MCCALLUM WAY
CATHEDRAL CITY, CALIFORNIA

DATE: MARCH 27, 2007
NADEL JOB#: 07097

NADEL RETAIL ARCHITECTS, LLP
3260 EAST GUASTI ROAD, SUITE 100
OCEANOGRAPHY, CA 91761
7.099.330.4720 F. 099.330.4789
WWW.NADELARC.COM

DESIGNERS
D&S DESIGNERS
P.O. BOX 896
DESERT HOT SPRINGS, CA 92240
TEL: 760.338.8888
E-MAIL: dcs@dsdesigners.com

NADEL RETAIL

ELEVATIONS
3/20' = 1"=0'

REVISIONS BY

ARCHITECT
IBENDELL W. VETH, ARCHITECT
P.O. BOX 896
PALM SPRINGS, CA 91763
TEL: 760.338.8888 FAX: 760.338.8888

FOR THE PROJECT OF
DATE PALM DRIVE
CATHEDRAL CITY, CA 92234
DATE: 03/27/07
MORGAN HILL, CA 95051 760.338.8888
DESIGNERS: dcs@dsdesigners.com

SHEET TITLE
BUILDING ELEVATIONS
BUILDING #1

DATE: 03/27/07 4:52:10 PM 03/27

DESIGNERS
D&S DESIGNERS
P.O. BOX 896
DESERT HOT SPRINGS, CA 92240
TEL: 760.338.8888
E-MAIL: dcs@dsdesigners.com

SHEET
A1.2

Subject Property Photos



Bus stop at subject property



Cable TV Utility Box



End of sidewalk and curb back of the subject property near apartment project



From McCallum looking north

Subject Property Photos



Paved entry middle of the property - secondary access for townhome project



Sidewalk on subject property (on McCallum) looking west



Subject property with sidewalk on McCallum looking west



View from paved entry looking south west

Subject Property Photos



Paved entry looking west (front of property)



Paved Entry looking south (back of the property)



Paved entry middle of subject property



Anchor "Dollar Tree" now open.

Adjacent Property Photos



Heritage Park Senior Apartment behind subject site (some interior roads shared)



Heritage Park Senior Apartment behind subject site (some interior roads shared)

Nearby Retail Photos



Date Palm Drive median subject property on the left



Firth Law, Nail Salon and Cleaners across the street



New Sears across the street from the subject property



New Sears across the street



Pacific Western Bank across the street

Nearby Retail Photos



Sonic Burger across street



Walgreens up the street