Jeffer Mangels Butler & Mitchell LLP

stimULI Breakfast Presentations

Back to the Future:

The Renaissance of Hotel-Retail and Other Mixed-Use

Moderator: Jim Butler, Chairman, Global Hospitality Group®

Panelists:

Guy Maisnik, JMBM—Slide 3 Les Melcher, Woodbine Development Corporation—Slide 20 Steve Mermell, City of Pasadena—Slide 25 Bruce Baltin, PKF Consulting

February 20, 2013

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The "best hard" data on the synergies of hotel-retail mixed-use we have seen comes from GGP's presentation at JMBM's 2007 Hotel Developers Conference.

Here are selected slides from that presentation explaining GGP's experience with this product, giving examples and the conclusions they drew from their own data on their shopping malls and retail centers where hotels were added to the mix of uses.



GGP & Retail

Second largest Retail REIT





GGP & Retail

Owner, Developer, and Manager of over 200 shopping and mixed use centers in 44 states





Hotel Alliance & Positioning – Mixed Use Projects

GGP properties are capable of supporting 80 near term hotel developments ranging from extended stay to select and full service product





Hotels at GGP Properties & MPCs

Woodlands Waterway Marriott (Luxury Hotel)

- Alarriott Hotel on out-parcel adjacent to a regional mall & town center
- Seven additional hotels in The Woodlands

Hotels of Columbia, MD (Multiple Hotels)

- Total of 15 hotels at the MPC
- Top Chains: Hilton, Sheraton, Courtyard, Homewood Suite STARWOOD HOTELS & RESORTS WORLDWIDE.

Ritz-Carlton Tyson Galleria (Luxury Hotel)

Hotel semi-attached to a regional mall

Westin Dallas Galleria (Luxury Hotel)

Hotel integrated with a regional mall

Ritz-Carlton Water Tower Place (Luxury Hotel &

- Condominiums)
 - Hotel integrated with an urban, vertical mall

Red Rock Hotel / Summerlin Town Centre

Hotel adjacent to future Town Center

Two additional hotels in Summerlin

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HOMEWOOI
Hilton





















Hotel / Tourism Brings Shopper Traffic

32% of US domestic leisure travel activities are spent on shopping

US domestic travel for leisure purposes accounts for 81% of trips

Sample Statistics of leisure travelers:
Household Trips: 490.1M trip volume
\$372 average spending on household trip (Excluding transportation)
23% day trips / 77% overnight trips
49% one trip activity / 44% two or more activities / 7% no activities
2.9 nights at a hotel/motel/B&B

Shopping 32% Attend a social/family event 32% 12% Outdoor 11% **Rural Sightseeing Beach Activites** 10% **City/Urban Sightseeing** 10% Historic Places, Sites, Museums 9% Gambling 8% Theme/Amusement Park 8% National/State Park 8% Nightlife/Dancing 6% Attend Sports Event 6% Zoo/Aquarium/Science Museum 6% Water Sports/Boating 5% **Performing Arts** 4% **Cultural Events/Festivals** 3% Percent of Leisure Person-trips 2% Golf Art Museums/Galleries 2% 2% Winter Sports Seminar/Courses 1% 5% 10% 15% 20% 25% 30% 35% 40%

LEISURE TRIP ACTIVITIES

Note: Multiple responses allowed.

Source: Travel Industry Association of America, TravelScope®

Note: Leisure Trip is defined as: "Any trip where the primary purpose of the trip is given as "visit friends or relatives, outdoor recreation, entertainment/sightseeing, or other pleasure/personal."



Hotel/Tourism Retail Customer Base Example



Dallas Galleria Mall Customer Profile 64% of the customer base is non-local

> Tourist (50 Miles Away) 32%

Destination (Dallas Metroplex) 32%

Local (3-5 Mile Radius) 36%



Hotel – Master Planned Community

Woodlands Waterway Marriott





Hotel – Urban Core Town Center





Reston Town Center, Hyatt Regency

Reston, VA Opened: 1990 Number of Rooms: 514







Hotel – Urban Vertical Mixed Use

Water Tower Place, Ritz Carlton

Chicago, IL Opened: 1976 Number of Rooms: 422







Hotel – Regional Center Integration

Tysons Galleria, Ritz-Carlton

McClean, VA Opened: November 1991 Number of Rooms: 398







Hotel – Regional Center Integration

Dallas Galleria, Westin

Dallas, TX Opened: June 1982 Number of Rooms: 432









Hotel Property Performance Premium Summary

Summary:

Hotels attached to retail outperform against national hotel trend and competitive hotels
Hotel premium evident for upscale hotels attached to retail and town centers

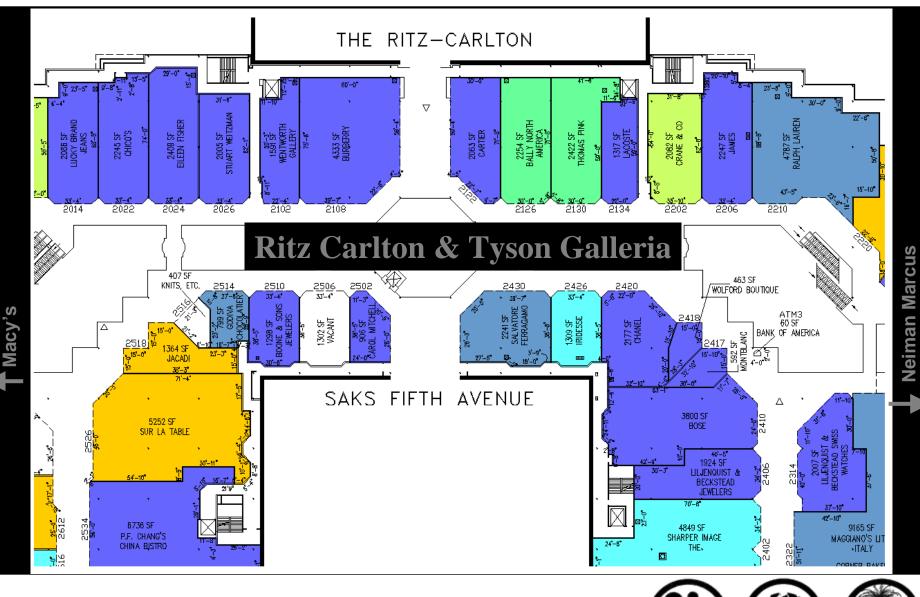
•Hotel occupancy premium evident during holiday seasons

Rapid increase in premium as confirmed by performance at The Woodlands Waterway
Increased hotel premiums are sustained at these locations despite economic downturns
Performance premium has significant impact on valuation of hotels attached to retail

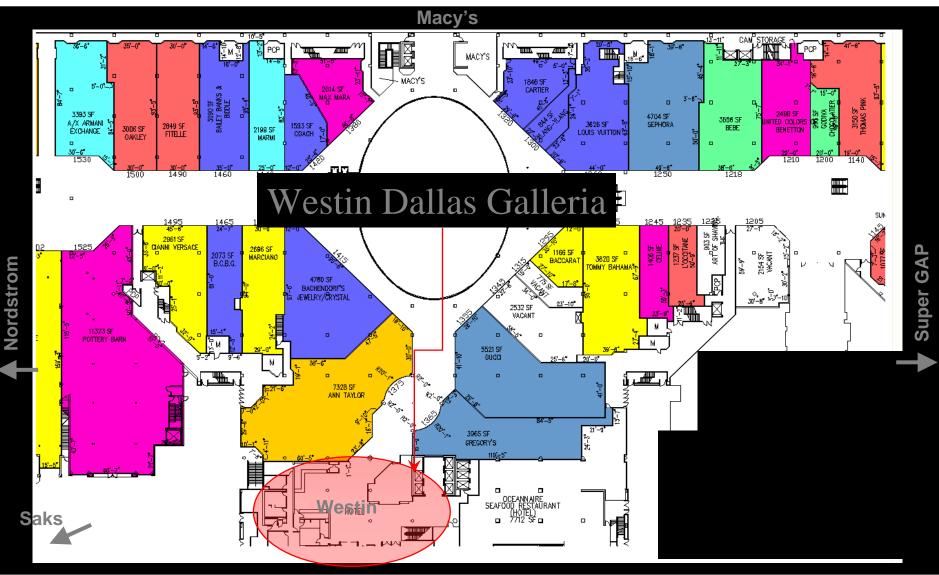
Performance Premium	ADR %	Occupancy	REVPAR %
Hotel within MPC	20-30%	10% - 15%	25-40%
Hotel within MPC & Retail	25-35%	10%	20-30%
Hotel adjacent to Retail	35-40%	10% - 20%	30-40%



Hotel Impact on Retail Merchandising



Retail Merchandising Impact on Hotels





Summary

•Hotels contribute to the strength of luxury retail merchandising

•Especially evident at Dallas Galleria and Tyson Galleria where a high percentage of international destination travelers seeking global luxury brands.

•Westin Dallas attracts a large share of Mexican and Japanese nationals, while the Ritz Tyson attracts a large share of European and Middles Eastern nationals.

•Hotels alone will not attract luxury tenants

•Combination of luxury anchors (Neiman Marcus, Saks, Nordstrom) and hotel (upscale and luxury brands) creates the luxury premium evidenced at both Tyson's Galleria and Dallas Galleria.

•Both the Ritz Tyson and the Westin Dallas luxury retailers share customers from the hotel.

•This is especially evident during holiday seasons (30% of Louis Vuitton's annual sales volume at Dallas Galleria are during Nov. and Dec.).

•Reston Hyatt at Reston Town Center served as the primary anchor that drew initial retail tenants

•Retailers have committed to the Reston Town Center because of the Hyatt Hotel and the outdoor town center design.

Reston Town	Center	Westin Dal	llas		Tyson Gal	lleria
William Sonoma	Chico's	Saks	Macy's		Saks	Macy's
Pottery Barn	Talbot	Nordstrom			Neiman Marcus	Cartier Bose Burberry Channel
JoS A. Bank	Ann Tayler	Louis Vuitton	Cartier		Salvatore Ferragamo Thomas Pink	
Morton Steak	Eddie Bauer	Max Mara	Coach			
McCormick &	Nine West	Thomas Pink	BCBG			
Schmick's	GAP	Tommy Bahama	Gucci		Hugo Boss	Lacoste
		Armani Exchange	Versace		Ralph Lauren	Lacoste



Hotel-Retail Mixed-Use Projects

Les Melcher, Senior Vice President - Business Development Woodbine Development Corporation



WOODBINE



Woodbine Development Corporation

• Private company founded in 1973

WOODBINE

- \$2 billion in commercial real estate projects, including acquisitions, renovations, development and dispositions
- \$1.4 billion in hospitality and mixed-use projects
- Developed, owned and/or asset managed more than 6,000 hotel rooms (14,000+ with renovations), 126 holes of championship golf and 18,000 acres of land





Kierland Scottsdale, Arizona

Kierland Commons Land Size: 38 Acres Retail: 278,454 SF Restaurant: 64,034 SF Office: 124,214 SF Residential: 233,063 SF

The Westin Kierland Resort and Spa Land Size: 262 Acres Room Count: 732 Meeting Space: 199,000 SF











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2) SOUTH EAST BUILDING - NORTH FACADE



San Antonio, TX

Mixed-Use Redevelopment Project Start: 2011 Leasable Area: 157,000 SF Pearl Parkway North: 58,000 SF (retail, restaurant, office) Pearl Parkway South: 98,600 SF (retail, multifamily residential)



Tysons Corner, VA (Washington, DC)

Hyatt Regency Hotel Project Start: 2012 Site Size: 30,000 SF Building Size: 290,000 SF Stories: 17 floors Guest Rooms: 300 Meeting Space: 15,000 SF









WOODBINE

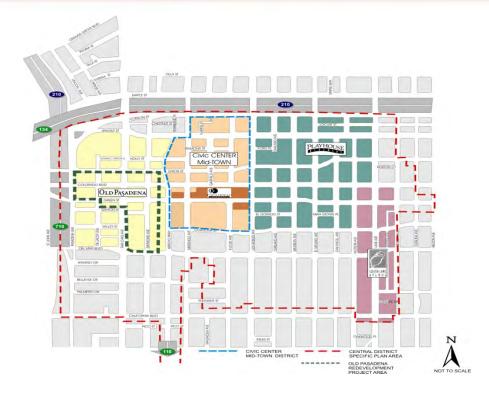


Paseo Colorado

Steve Mermell Assistant City Manager, City of Pasadena











Existing 1970's 650,000 s.f. regional mall on 11 acres Major Tenants: Macy's and Penney's – 150,000 square feet each

3,000 parking spaces in subterranean and adjacent garages

One block east of Old Pasadena in the heart of Pasadena's Civic Center



1999 Aerial Photograph – Plaza Pasadena Takean Prior to New Development



Site Area: 649,000 square feet (s.f.) Total Project Square Feet: 1 million s.f. Retail Gross Leasable Area: 565,000 s.f.

> Retail: 374,000 s.f. Cinema: 66,000 s.f. Restaurant: 64,000 s.f. Supermarket: 37,000 s.f. Health Club: 24.000 s.f.

Residential Development: 400,000 s.f.

395 units in two buildingsBuilding 1: four levels over 2 retail floorsBuilding 2: six-story residential

Parking: 3,046 total spaces

Subterranean Parking: 1,819 spaces:

- Upper level for retail, lower level for residential Satellite Garages:

- Marengo Garage: 711 spaces

- Los Robles Garage: 516 spaces





PAJADENA

Taken Near Completion of Construction





Garfield Promenade Looking West To The Civic Auditorium from Garfield Avenue And Colorado Boulevard

Looking West from Garfield Avenue And Colorado Boulevard





Looking West To The Paseo Apartments



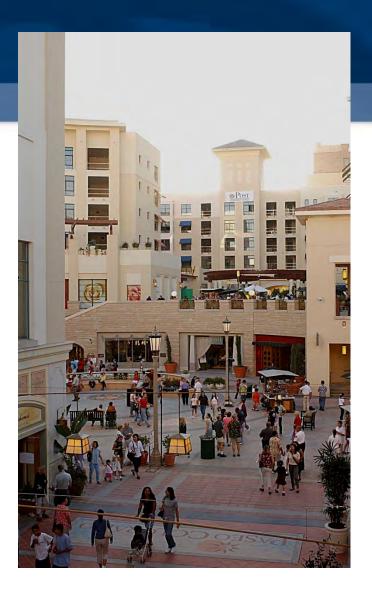
Looking North To Second Floor Fountain Court Area







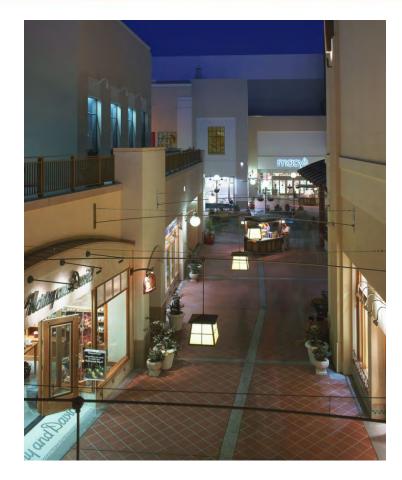
Second Floor Fountain Court Area



Looking West Into Garfield Court/ Promenade





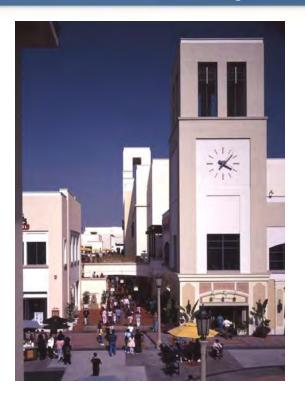


Looking East Towards Euclid Court



Garfield Promenade Looking South Towards The Civic Auditorium







Euclid Court – 2nd Floor Looking West Toward Garfield Promenade





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PAJADENA

After Development





Before



After Development





Northwest, Los Robles at Green,



PAJADENA

Northwest, Los Robles at Green,



