

INDEX

ARTICLE I	GENERAL	Page
Section 1.01	Exhibits	2
Section 1.02	General Expense Agreements	3
Section 1.03	Operating Agreement	3
Section 1.04	Defined Terms	3
Section 1.05	Modification of Supplemental Operating Agreement	3
ARTICLE II	DEVELOPMENT PHASE	
Section 2.01	Fees of the Project Architect	4
Section 2.02	Fees of the Project Engineer	4
Section 2.03	Preliminary Drawings and Specifications of Developer	4
Section 2.04	Final Drawings and Specifications of Developer	5
Section 2.05	Drawings of Penney	6
Section 2.06	Design Plan	6
Section 2.07	Changes to Design Plan	7
Section 2.08	Standard of Reasonableness; Approval and Submission of Documents	7
Section 2.09	Contract for Grading Work	8
Section 2.10	Off-Site Improvements	9
Section 2.11	On-Site Improvements	9
Section 2.12	Construction of Developer Facilities	10
Section 2.13	Construction of Penney Facilities	10
Section 2.14	Coordination of Efforts	11
Section 2.15	Unavoidable Delays	11
Section 2.16	Termination of Development Phase	11
ARTICLE III	EASEMENTS AND LICENSES	
Section 3.01	Attachment of the Mall to the Penney Building	12
Section 3.02	Easements for Footings and Encroachments	13
ARTICLE IV	MAINTENANCE AND LIGHTING	
Section 4.01	Maintenance of the Penney Facilities and the Developer Facilities	14
Section 4.02	Maintenance of Common Facilities	14
ARTICLE V	CASUALTY	
Section 5.01	Damage or Destruction	14
ARTICLE VI	COVENANTS TO OPERATE	
Section 6.01	Operating Covenant of Penney	15
Section 6.02	Operating Covenant of the Developer	16
Section 6.03	Operation of Business by Penney	17
Section 6.04	Leases and Concessions	17
Section 6.05	Temporary Cessation of Business	17
Section 6.06	Opening of the Penney and the Developer Facilities	18
Section 6.07	Modification of Operating Covenants of the Other Department Stores	18