



Edward Jones Dome and The St. Louis Rams



CONFIDENTIAL

CVC DESIGN PROPOSAL AUGUST 2012





TABLE OF CONTENTS

I.	INTRODUCTION	5
II.	THE PLAN OVERVIEW	17
III.	THE COMPONENTS	33
(a)	The box suites, suite concourses and related amenities	35
(b)	The club seats, club lounge, club concourses and related amenities	47
(c)	Stadium seating	65
(d)	Stadium and playing field lighting and sound and communication systems	69
(e)	Stadium scoreboards, computer systems, video boards, video systems and other communications media	71
(f)	Advertising infrastructure in, on and around the Facilities, including exterior marquees	75
(g)	Concession facilities and equipment and service and preparation areas	79
(h)	Common areas, entrances, lavatories	85
(i)	Facilities support equipment, Facilities vertical transportation, mechanical, electrical, plumbing, HVAC and related equipment and systems	97
(j)	NFL Franchise football-related team facilities	103
(k)	The playing field	109
(l)	Electronics, telecommunications and computer systems, box office and ticket printing and taking equipment, ticket accounting and control systems	111
(m)	The physical structure of the Facilities	113
(n)	Facilities management	115
(o)	Maintenance of the Facilities	117
	● Press box facilities	119
IV.	OBLIGATIONS FOR PAYMENT	123
V.	CONCLUSION	125
VI.	APPENDIX	127

I. INTRODUCTION



The St. Louis Convention and Visitors Commission (“CVC”) is submitting this plan pursuant to Annex 1, as amended, to that

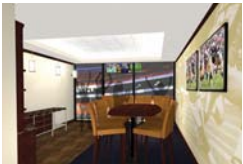
Amended and Restated St. Louis NFL Lease (“Amended Lease”) for the Edward Jones Dome, dated January 17, 1995, by and between CVC and the Los Angeles Rams Football Company, Inc. (the “Rams”). This constitutes CVC’s plan for the improvements that CVC reasonably believes would improve the Facilities to first-tier status in accordance with the first-tier standard of the Amended Lease as of the 2015 first-tier measuring date.

The First-Tier standard in the Amended Lease provides that:

“The Facilities, taken as a whole, and each Component of the Facilities, respectively taken as a whole, are to be ‘First Tier’ on March 1, 2005 and March 1, 2015. To be ‘First Tier’ at those dates, the Facilities, taken as a whole, and each Component of the Facilities, respectively taken as a whole, must be among the ‘top’ twenty-five present (25%) of all NFL football stadia and all NFL football facilities, if such NFL football stadia and facilities were to be rated or ranked according to the matter sought to be measured.”

The Amended Lease specifies the following in Section 1.1.1.

‘Component’ means each and every one of the following facilities, equipment and/or services at the Facilities, including facilities appurtenant and related thereto, with respect to both quality and quantity:



(a) The Box Suites, Suite Concourses and related amenities (exclusive of the quantity of such Box Suites beyond the currently scheduled amount plus the area around the northern end zone);



(b) The Club Seats, Club Lounge, Club Concourses and related amenities (exclusive of the quantity of such club seating beyond the currently scheduled amount plus the convertible club seats);



(c) Stadium seating (exclusive of the quantity of such seating);



(d) Stadium and Playing Field lighting and sound and communication systems;



(e) Stadium scoreboards, computer systems, video boards, video systems and other communications media (whether presently known or unknown);



(f) Advertising infrastructure in, on and around the Facilities, including Exterior Marquees as defined in Annex 2;



(g) Concession facilities and equipment and service and preparation areas;



(h) Common areas, entrances, lavatories (including without limitation concourses other than the Suite and Club level concourses, hallway lighting, first aid stations, and related event patron amenities), public safety, fire alarm and protection areas, and security services, signage, facilities and equipment;



(i) Facilities support equipment (including without limitation turnstiles, maintenance equipment), Facilities vertical transportation (including without limitation event patron elevators, service elevators, VIP elevators, escalators, ramps, etc.), mechanical, electrical, plumbing, HVAC and related equipment and systems;



(j) NFL Franchise football-related team facilities (including without limitation locker rooms, coaches rooms, training rooms);



(k) The Playing Field as defined in Section 3.4.1;



(l) Electronics, telecommunications and computer systems, box office and ticket printing and taking equipment, ticket accounting and control systems;

(m) The physical structure of the Facilities;



(n) Facilities Management (as hereinafter defined in Section 3.1.1) of the Facilities, including without limitation, NFL Game Date preparation and NFL Game Date services and personnel; and

(o) Maintenance of the Facilities.

“Facilities, taken as a whole,” is not defined in the Amended Lease.

First Measuring Date – 2005

During the 2005 first-tier discussions, CVC and the Rams agreed upon an initial scope of improvements to four Components, referred to as the “four initial elements.” CVC completed all of the agreed-upon improvements within the time frames set by the parties. The four initial elements included the following work:

1. **The suite and suite concourses:** In 2004, CVC remodeled the suites to provide a higher level of finish and materials for the walls, floors, casework and countertops.
2. **Club suites, club lounges and club concourses:** In 2004, CVC remodeled existing club lounges to provide a higher level of design, finish, materials and theming.
3. **Lighting and sound systems:** In 2005, CVC completed significant upgrades to the sound and communications systems.
4. **The playing field:** A temporary playing field was installed each year for five (5) consecutive years during which time the CVC and Rams negotiated for a new removable turf. Upon agreement of the parties, a state-of-the-art synthetic turf system was installed before the 2010 regular season.

As discussions continued, the parties eventually concluded, in the fall of 2007, that they were not able to reach agreement upon the scope of improvements to meet the first-tier standard, and that all parties would be best served by agreeing to significant improvements to the Dome, in addition to the work on the initial four elements, without stipulating whether or not the improvements achieved first-tier status. The second amendment to the lease committed CVC to undertake an additional \$30 million in improvements designated by the Rams and extended the completion date for this work. These additional improvements, completed by CVC in 2009, included:

- Two new Daktronics end zone scoreboards
- Ribbon Boards circling the bowl – LED technology
- Three new exterior marquees
- The addition of the high-end Clarkson Jewelers’ Club

- Renovations and seating additions to the St. Louis Rams’ Club
- The addition of a sports bar for all patrons called the Bud Light Party Zone (Building out north end zone)
- The addition of an all-inclusive food and beverage club known as The Legends (now Lumiere Place)
- The addition of field seats at north and south end zones
- The addition of natural light to the bowl
- Upgrading the point-of-sale system
- Renovations to Rams’ and Visiting Team locker rooms
- High-definition televisions throughout the Dome

Current - One of three added exterior marquees



Current - One of two added scoreboards



Existing Stadium Exterior Looking North



Existing Baer Plaza



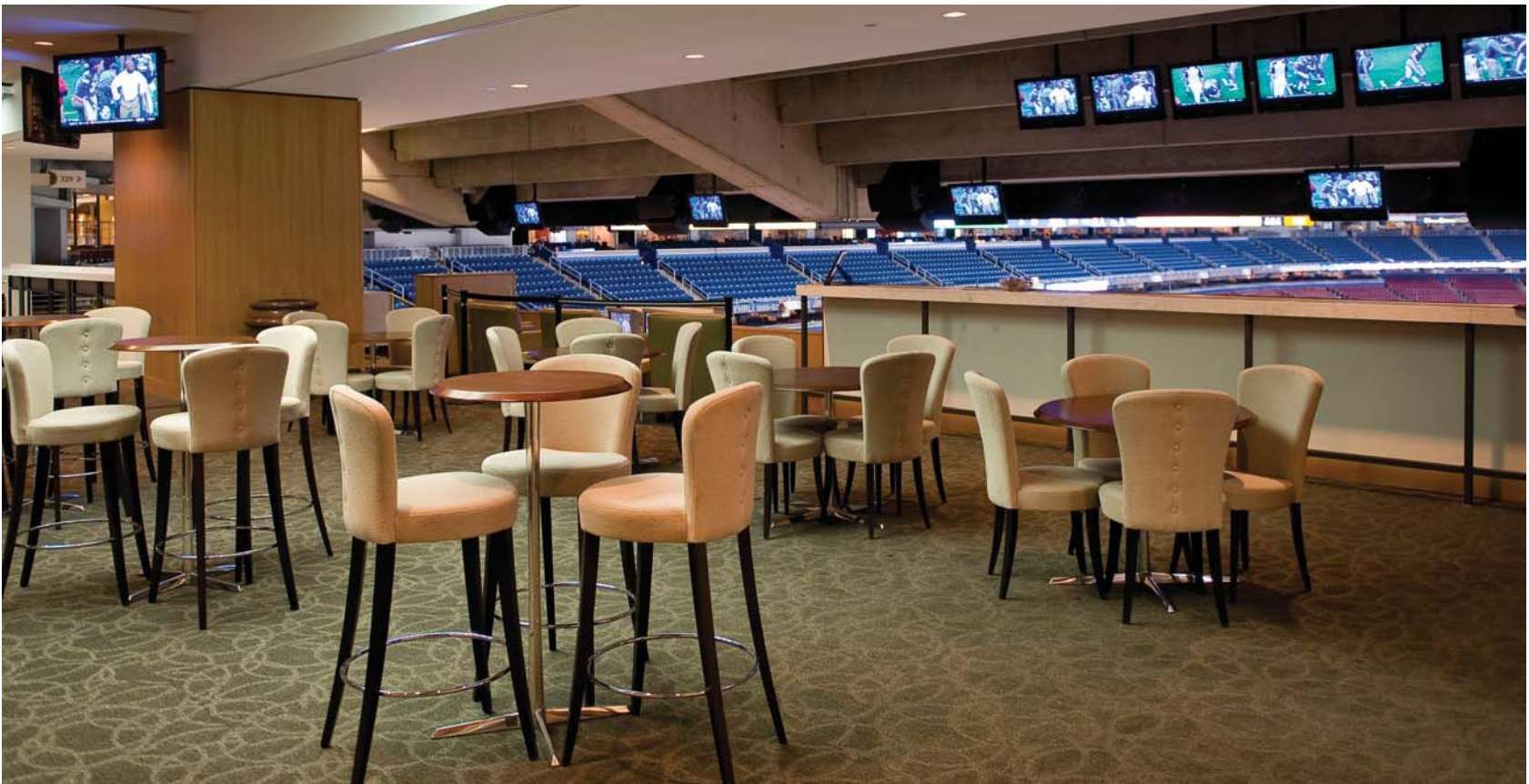
EXISTING STADIUM: The Rams' Club



EXISTING STADIUM: Lumiere Place Club



EXISTING STADIUM: The Clarkson Jewelers' Club



EXISTING STADIUM: The Bud Light Party Zone



EXISTING STADIUM: The Rams' Locker Room



Second Measuring Date – 2015

CVC submitted to the Rams a preliminary plan of improvements for the 2015 measuring date in its proposal dated February 1, 2012. The Rams rejected CVC’s preliminary plan and submitted an alternative plan to CVC on May 1, 2012. In response to concerns raised in the Rams’ alternative plan (and in subsequent discussions), CVC has revised aspects of its plan. The plan contained herein addresses the Rams’ key concerns, yet retains the integrity of the Facilities and the significant improvements completed by CVC - with the Rams’ consent - in recent years. Moreover, CVC has fleshed out its proposal to address the level of detail in the Rams’ submittal to CVC. This proposal elaborates on the scope of improvements outlined in the preliminary plan and provides greater detail with respect to the finishes and design plans for various components.

CVC’s plan contemplates improvements to the Components that will bring each Component, and correspondingly the Facilities, taken as a whole, into compliance with the first-tier standard as of the 2015 measuring date.

II. THE PLAN OVERVIEW:

CVC’s plan includes creative and exciting renovations and improvements to the Facilities. The highlight of the plan is a dynamic building expansion at four concourse levels: the main, suite, club, and upper terrace concourses. The expansion will enlarge key concourses and provide additional space for fan circulation, enhanced concession areas, and unique club spaces, including a series of outdoor terraces. The glass exterior of the proposed expansion will flood the adjacent concourses and clubs with natural light and provide views of the surrounding downtown environs. The “wave” design will add architectural interest to the Dome exterior in a manner that comports with the existing facility and the Dome’s proximity to the Mississippi River. The building expansion will also function as a featured entrance to the stadium, offering the Rams’ premium seat fans an exclusive front-door experience.

On the club levels, the addition provides opportunities for new indoor and outdoor club lounges. At the main and upper concourse levels, the building addition will widen existing concourses. At the street level, the addition will create an overhang above the street level entrance and the existing ticket box office to protect fans from the elements. The addition will also house a new, two-level team store that can be accessed from both the street level and the main concourse.

Other key improvements of CVC’s plan include Rams’ branding and team pageantry, enhanced landscaping, and similar amenities at Baer Plaza to enliven the game-day environment. Fan safety and circulation are addressed by closing Broadway to vehicular traffic from pre-game arrivals through post-game departures. The pedestrianization of Broadway between Baer Plaza and the Dome on game days will provide increased space – safely removed from traffic – for fans to move through security and efficiently enter the Dome.

Once inside, thirty new escalators will be added at the existing entrances and in the building addition, bringing the total escalators to sixty-two. Fourteen of those escalators will be designated for the club and suite holders and will take those patrons directly to the Club and Suite levels. The new escalators will alleviate congestion and improve circulation for all ticketholders.

New Rams-themed graphics, consistent signage and branding, and updated lighting throughout the Dome will create a new look and feel. The courtyard between the convention center and the Dome will be converted into a pre-game fan destination spot, providing an outdoor club lounge. The pre-game use of this courtyard will encourage earlier ingress to the Dome. New and varied food and beverage offerings will be added throughout the stadium.

All suites will receive new furnishings and luxury finishes. Regular seating will be converted to additional club seats, with new and enhanced club spaces for the enjoyment of the club ticketholders.

Glass panels in the seating bowl will stream natural light to the game itself. Improvements to the sound system and cable network will comport with the latest technological advances. And the addition of a huge center-hung, four-sided scoreboard will provide high-definition views of the action on the field.

The renderings that follow highlight some of the big picture items described in this plan. The specific proposed improvements for each of the Components will then be described in the order that the Components are listed in the Amended Lease.

Proposed Stadium Exterior - Night View



Proposed Stadium Exterior Looking North



Proposed Stadium Exterior Looking South

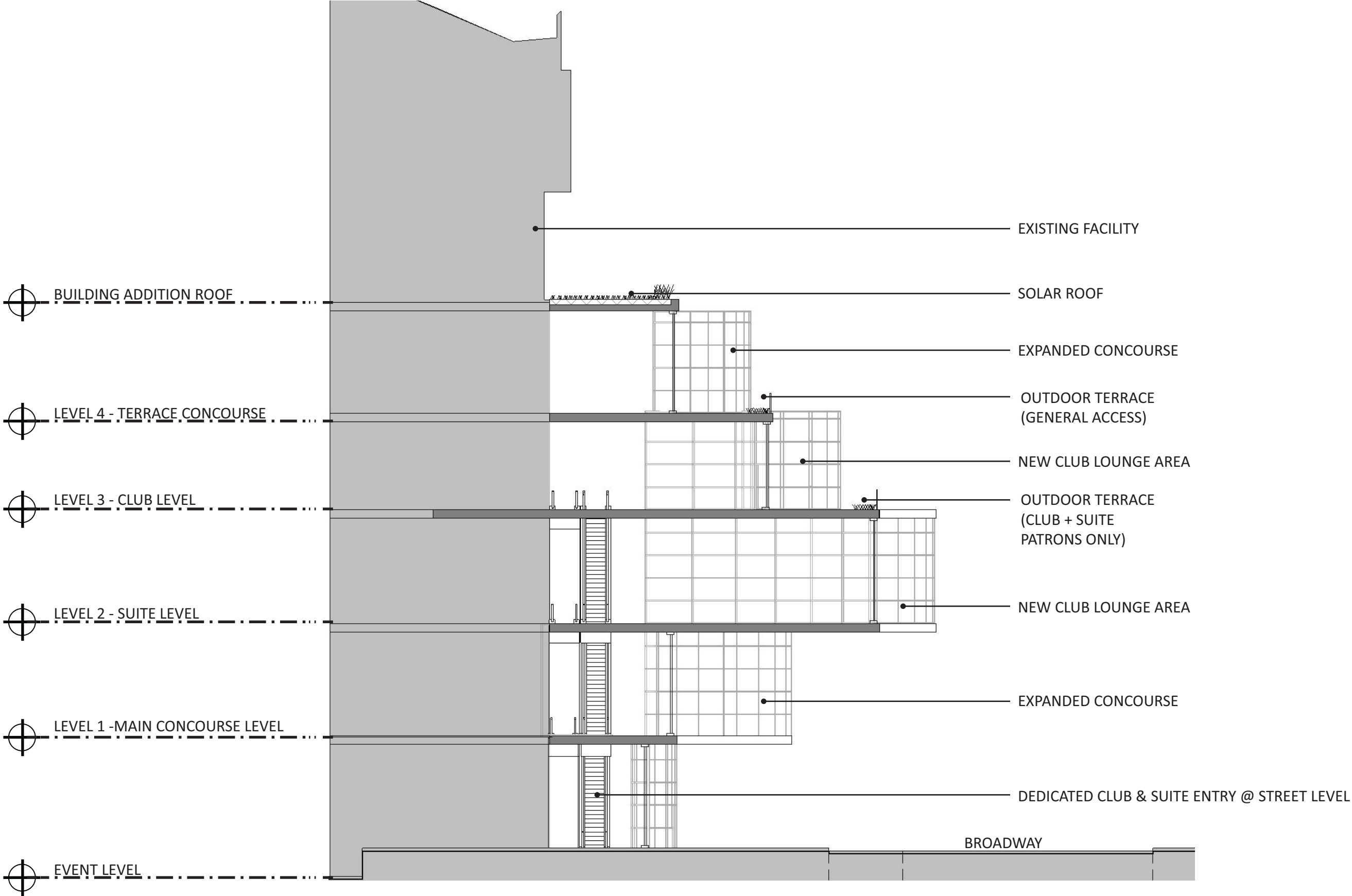




- KEY**
- 1. Removable Bollards.
 - 2. New brick crosswalks

PROPOSED SITE PLAN

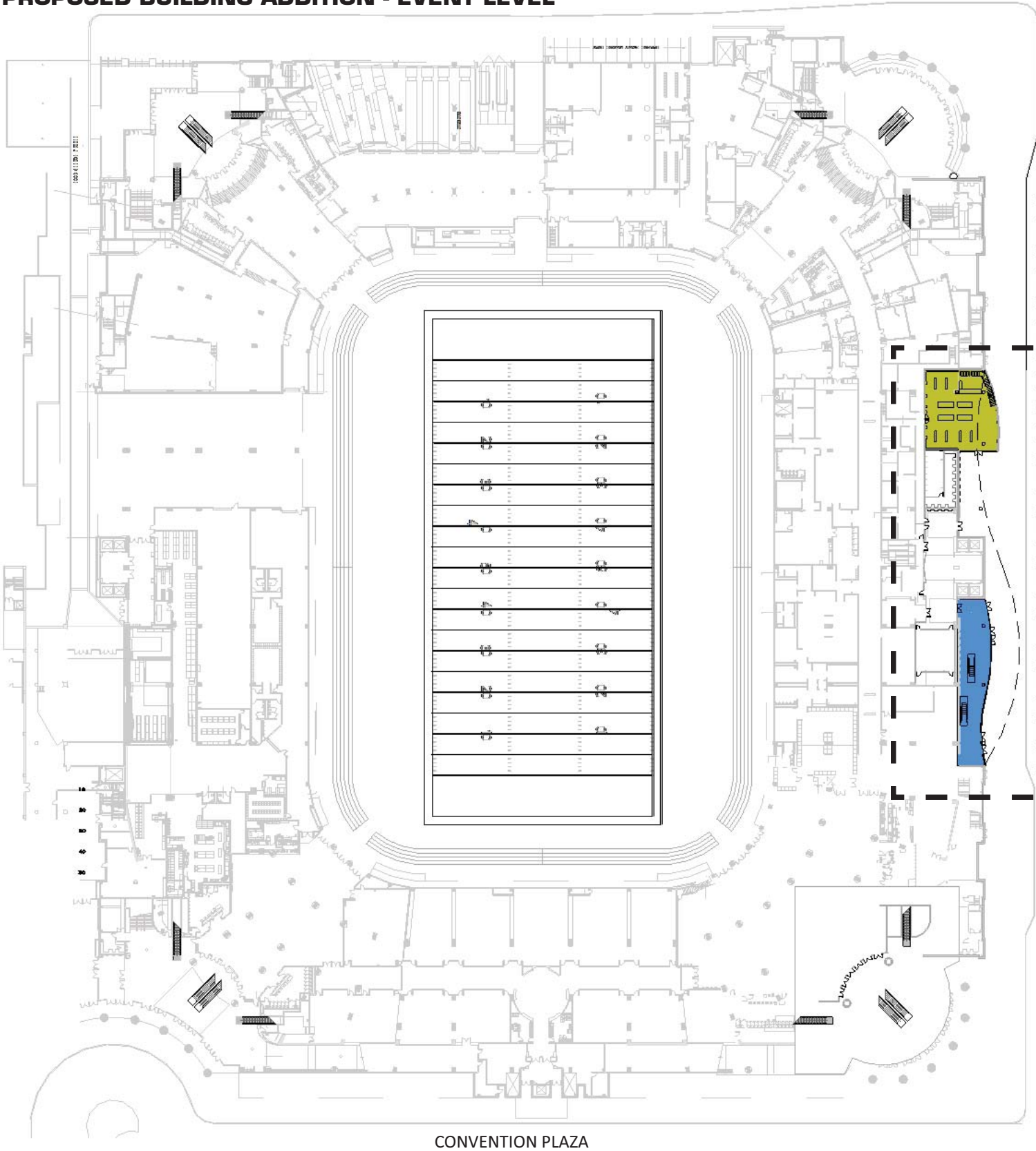
SECTION AT PROPOSED BUILDING ADDITION



SECTION A-A

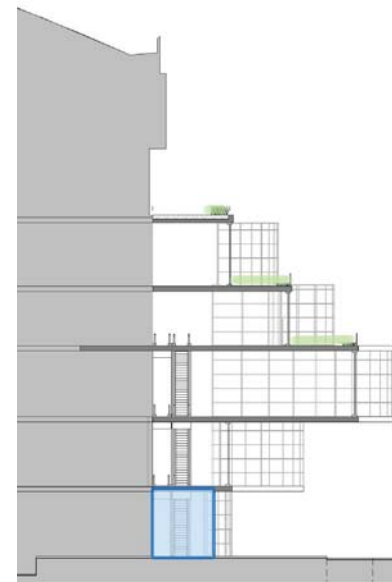


PROPOSED BUILDING ADDITION - EVENT LEVEL

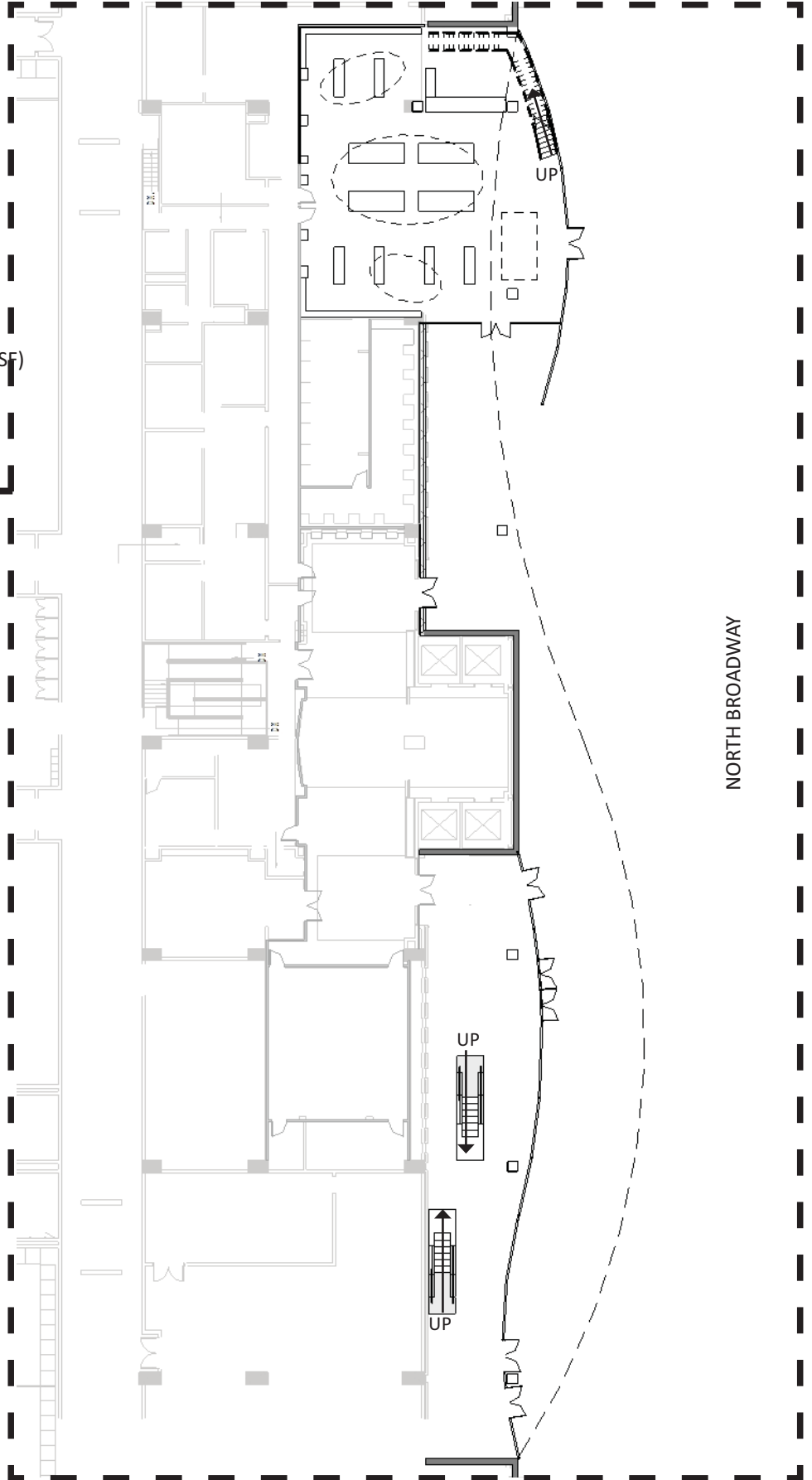


- LOWER LEVEL TEAM STORE (3,000 SF)
- CLUB + SUITE ENTRY & CIRCULATION (2,600 SF)

NORTH BROADWAY



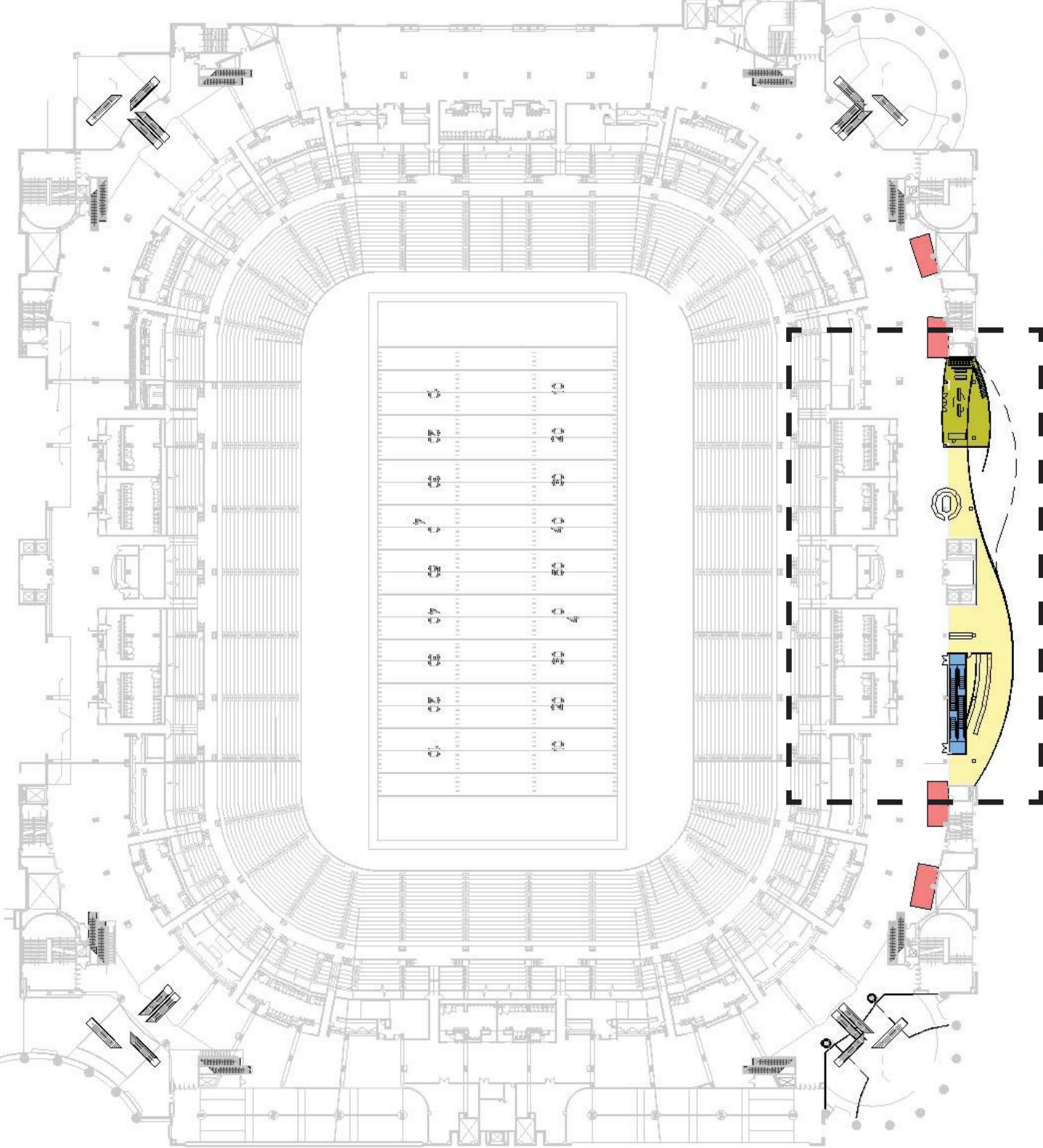
LOCATOR SECTION



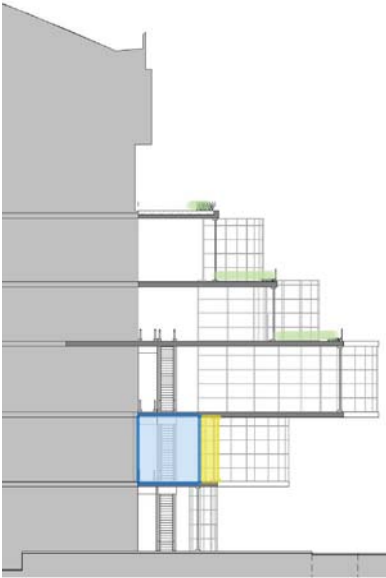
ENLARGED FLOOR PLAN

FLOOR PLAN - EVENT LEVEL
0 50 100 200

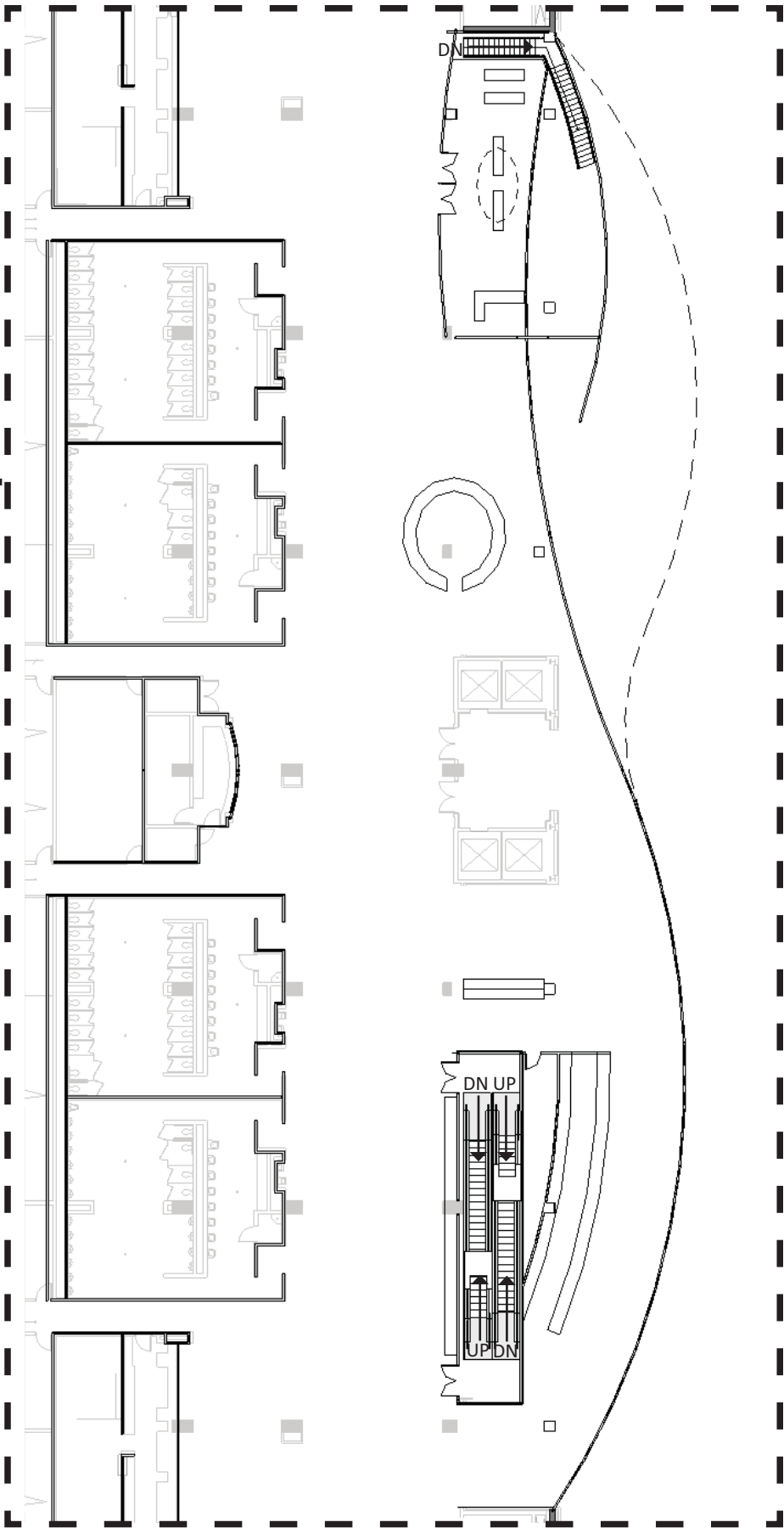
PROPOSED BUILDING ADDITION - MAIN CONCOURSE LEVEL



- UPPER LEVEL TEAM STORE (2,500 SF)
- CLUB + SUITE ENTRY & CIRCULATION (750 SF)
- EXPANDED CONCOURSE + (7,500 SF)
- NEW RESTROOMS



LOCATOR SECTION

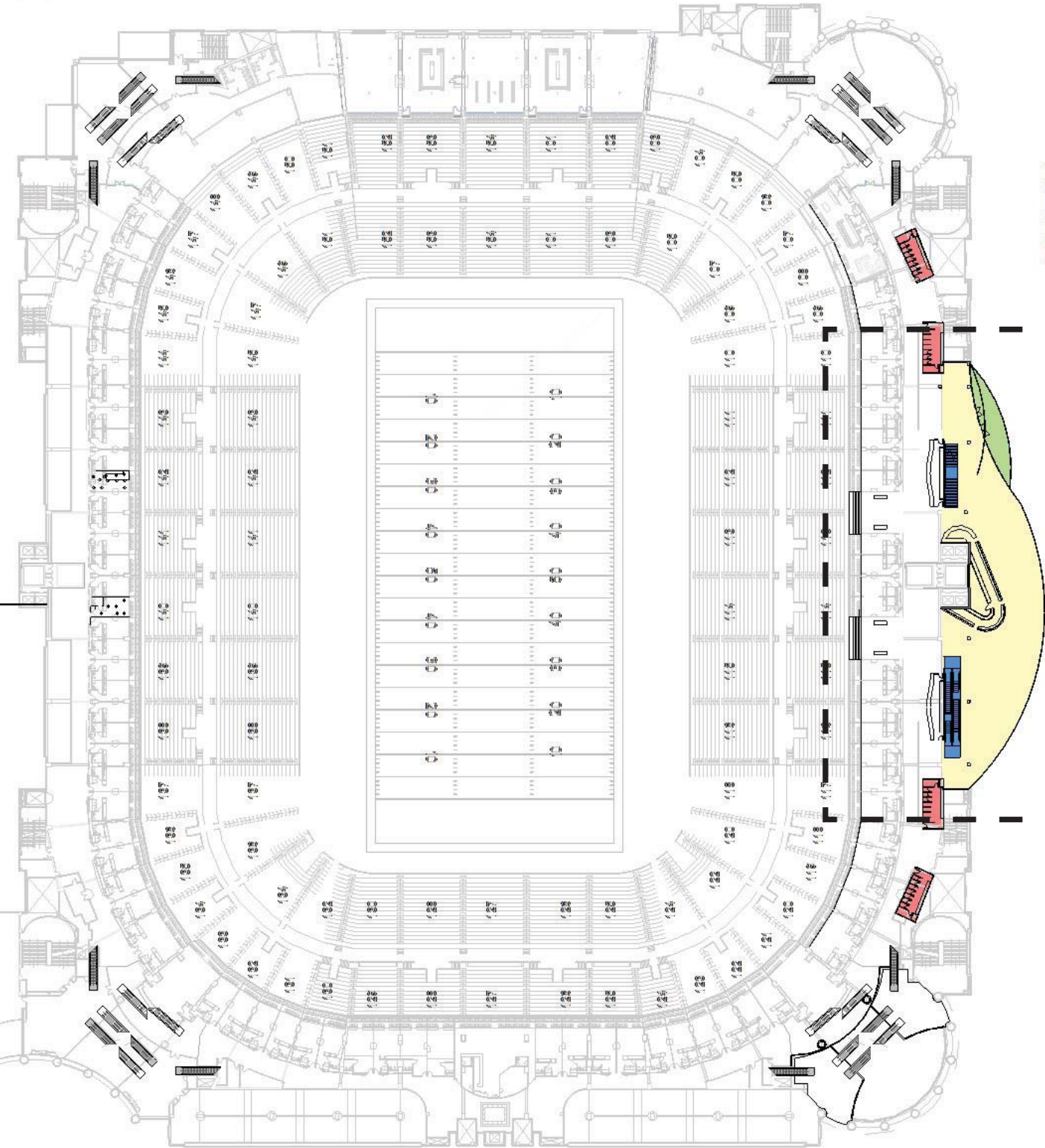


ENLARGED FLOOR PLAN

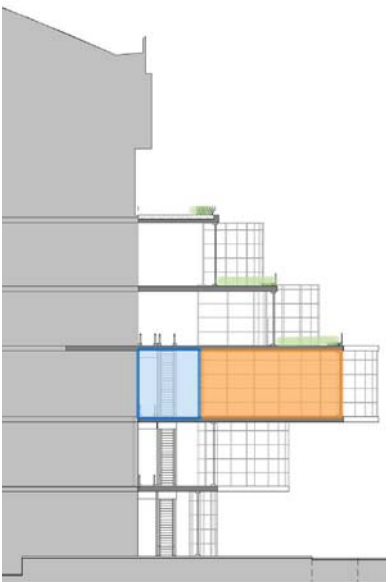
FLOOR PLAN - LEVEL 1- MAIN CONCOURSE



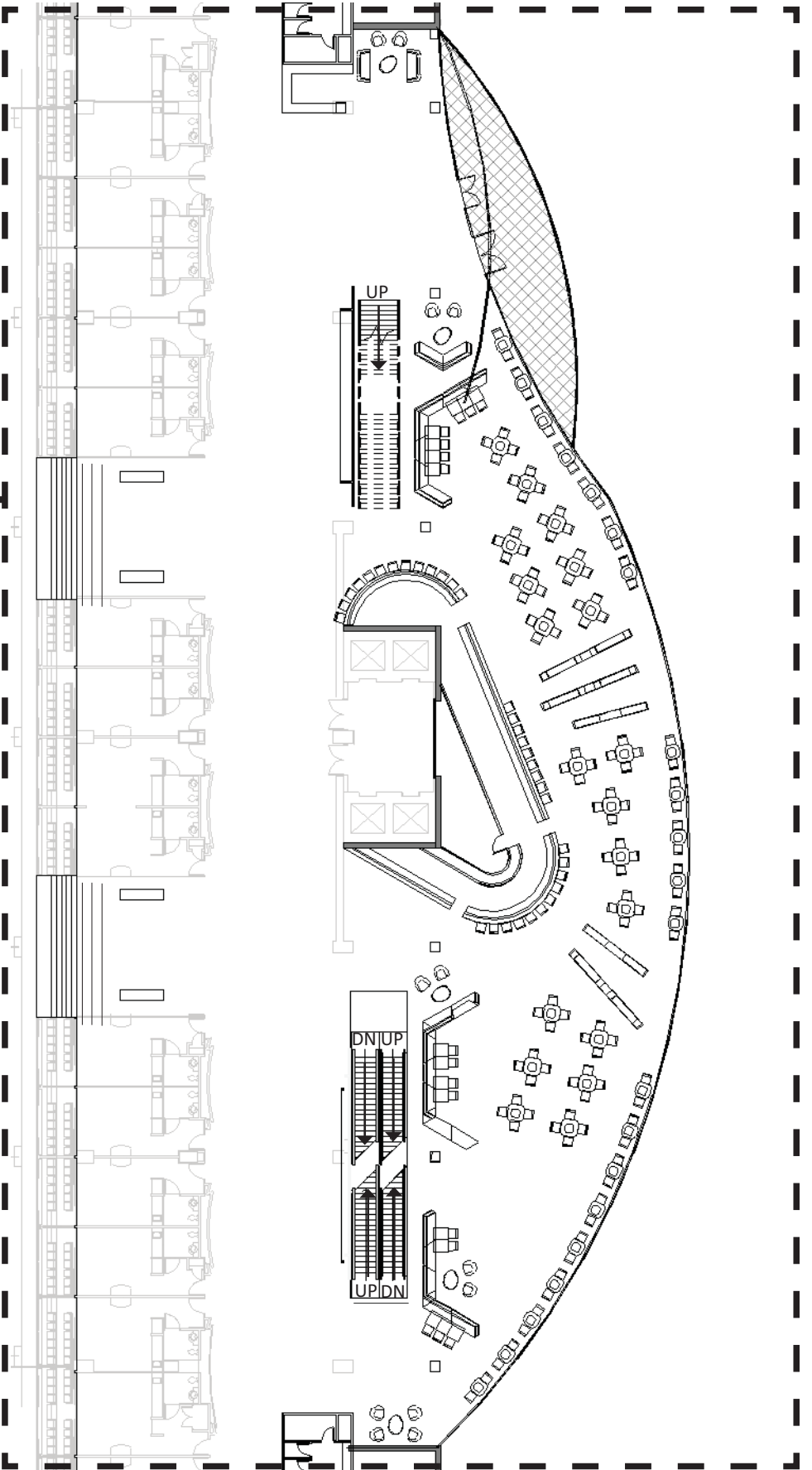
PROPOSED BUILDING ADDITION - SUITE LEVEL



- OUTDOOR TERRACE (1,000 SF)
- CLUB + SUITE CIRCULATION (1,200 SF)
- EXPANDED CLUB AREA (10,500 SF)
- NEW RESTROOMS



LOCATOR SECTION

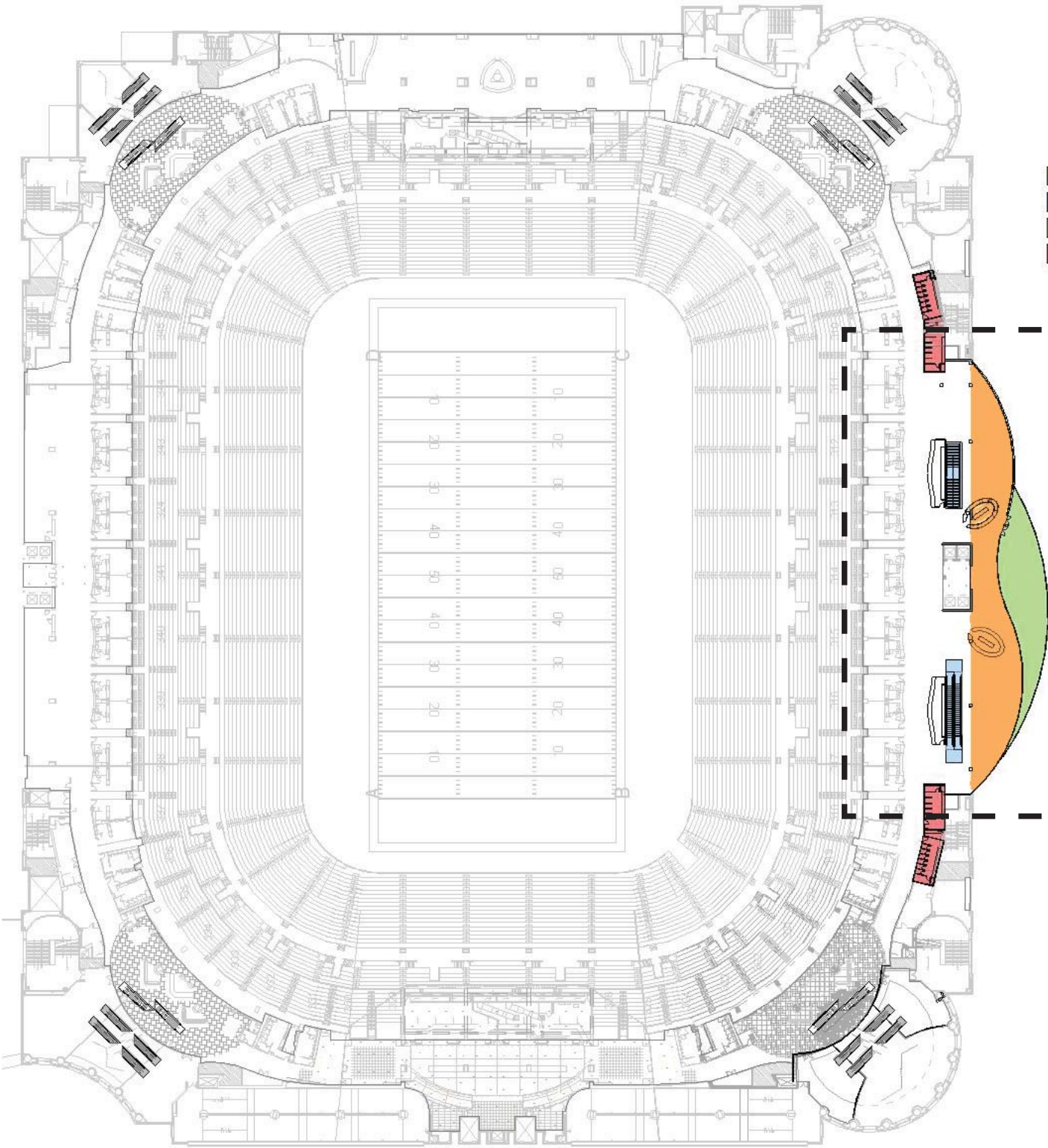


ENLARGED FLOOR PLAN

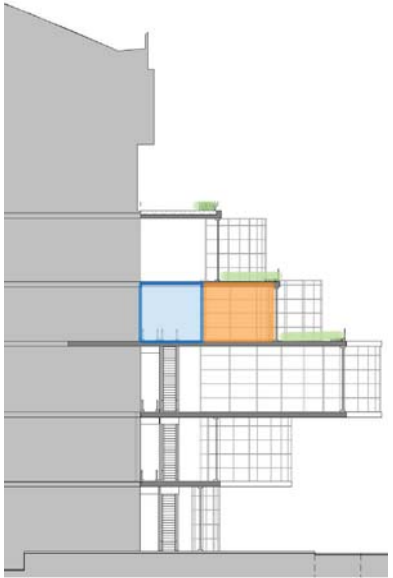
FLOOR PLAN - LEVEL 2- SUITE CONCOURSE



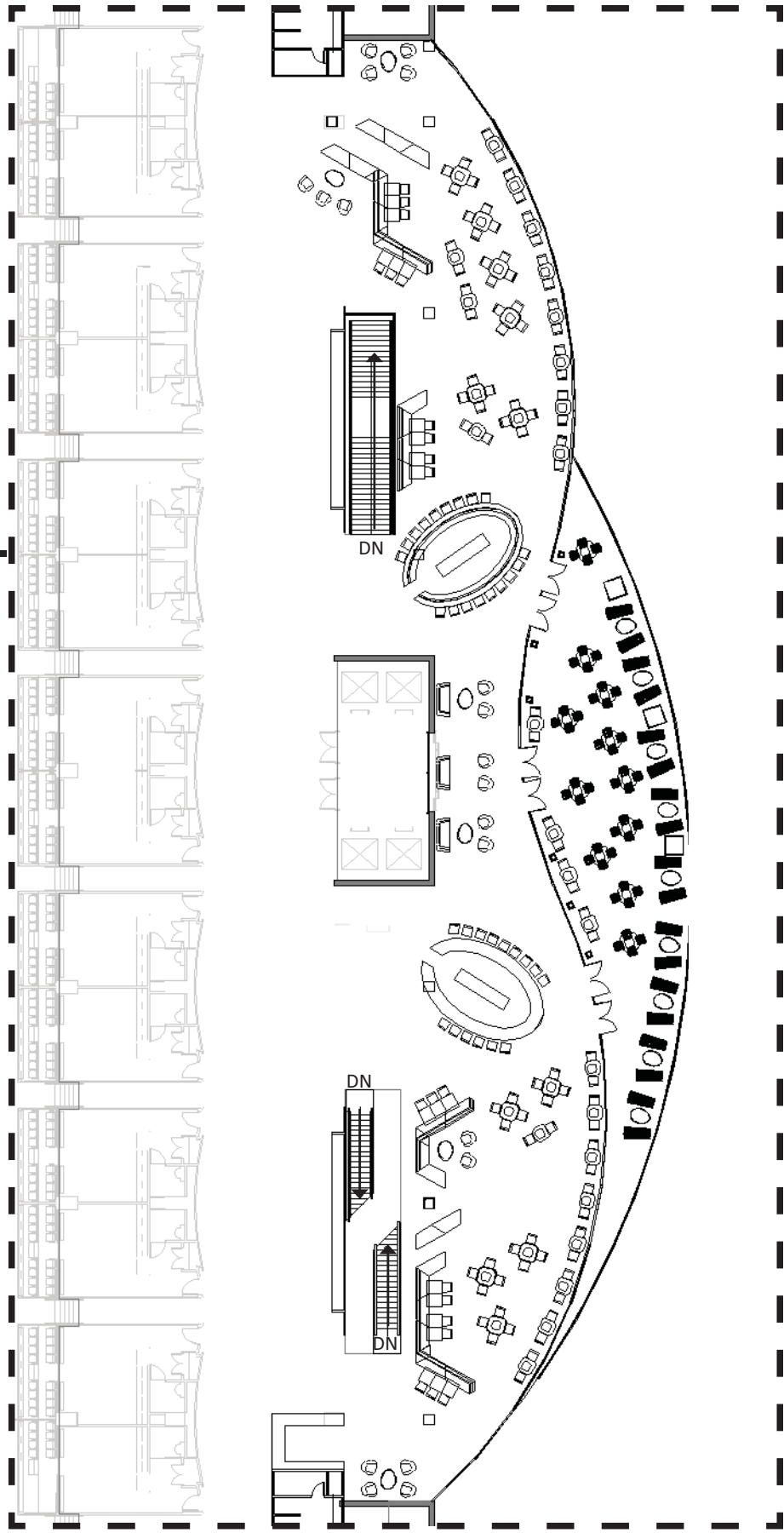
PROPOSED BUILDING ADDITION - CLUB LEVEL



- OUTDOOR TERRACE (3,000 SF)
- CLUB + SUITE CIRCULATION (1,200 SF)
- EXPANDED CLUB AREA (6,400 SF)
- ADDED RESTROOMS



LOCATOR SECTION

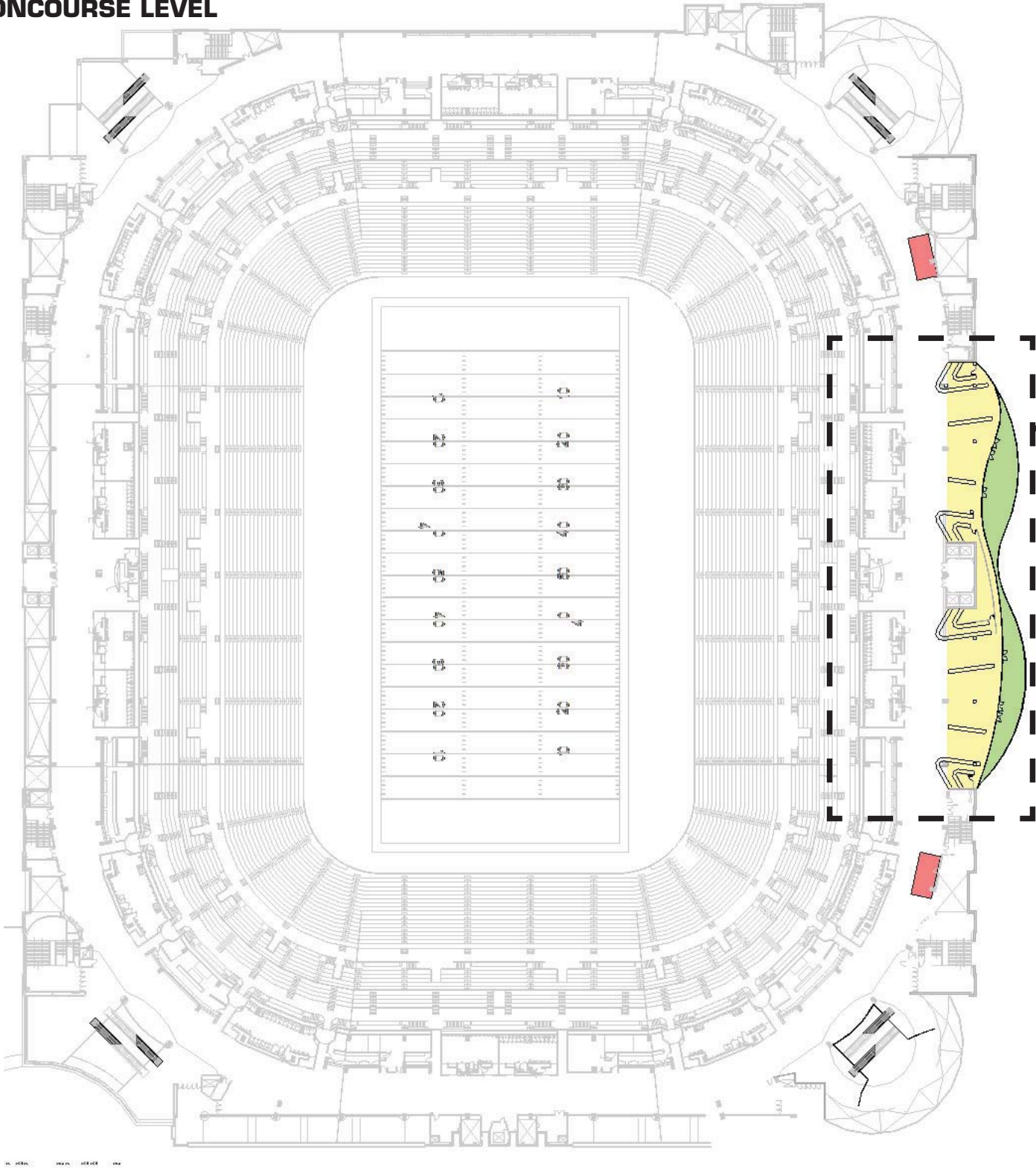


ENLARGED FLOOR PLAN

FLOOR PLAN - LEVEL 3- CLUB CONCOURSE

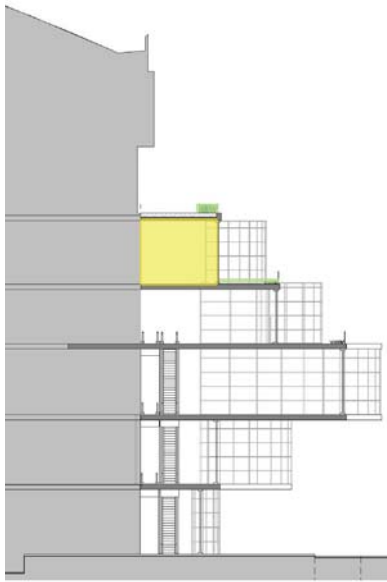


PROPOSED BUILDING ADDITION: TERRACE
CONCOURSE LEVEL

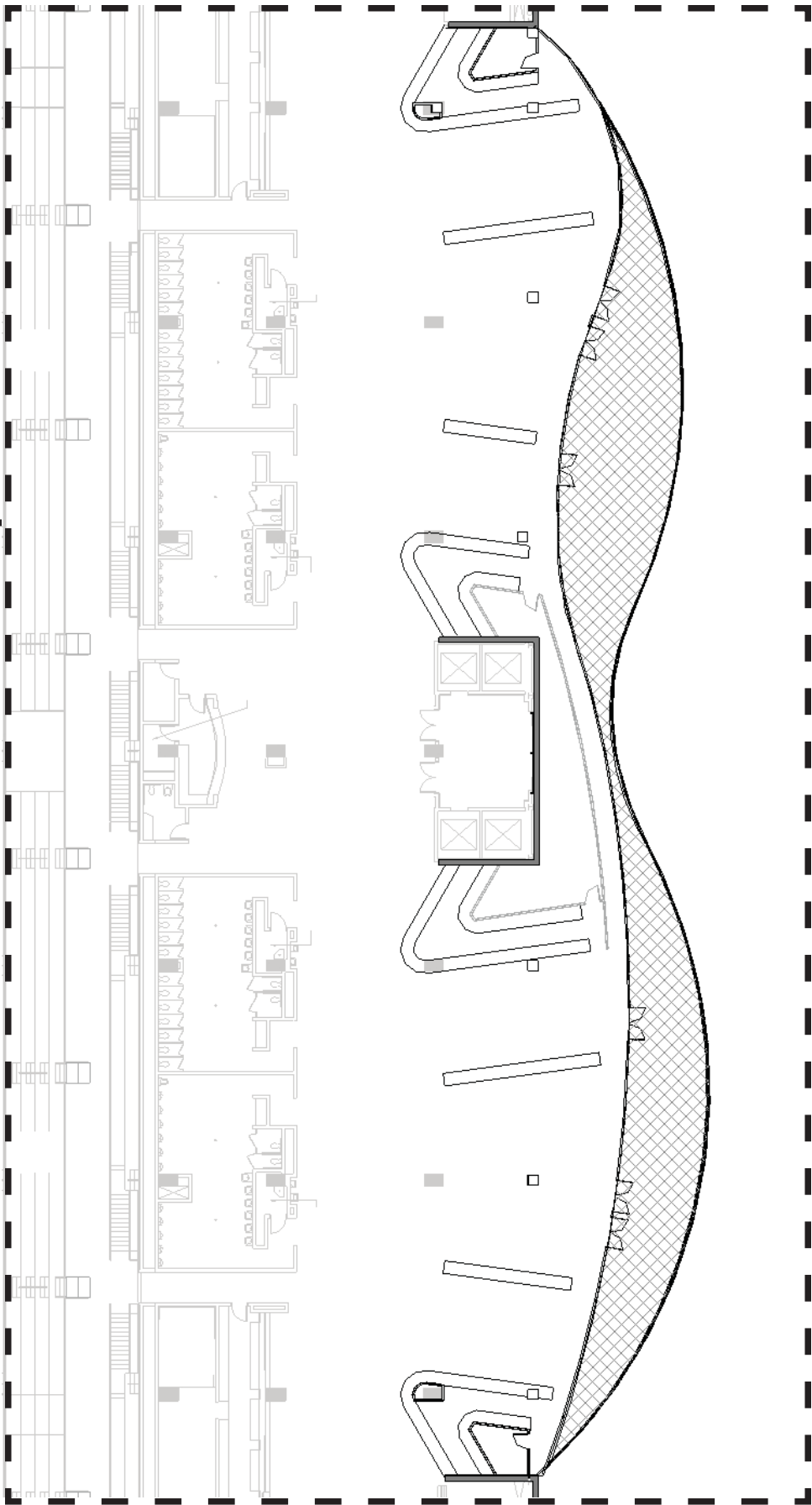


- OUTDOOR TERRACE (3,000 SF)
- EXPANDED CONCOURSE (8,000 SF)
- NEW RESTROOMS

BUILDING ADDITION:
INDOOR SF: 48,100 SF
OUTDOOR SF: 7,000 SF
TOTAL: 55,100 SF

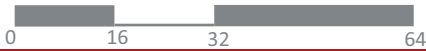
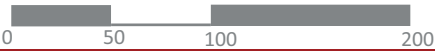


LOCATOR SECTION



ENLARGED FLOOR PLAN

FLOOR PLAN - LEVEL 4- TERRACE CONCOURSE



Proposed Stadium Exterior Looking North



Proposed Club Level View at Outdoor Terrace



Proposed Interior View at New Club Lounge



Proposed View of New Scoreboards



III. THE COMPONENTS

- (a) The Box Suites, Suite Concourses and related amenities (exclusive of the quantity of such Box Suites beyond the currently scheduled amount plus the area around the northern end zone);
- (b) The Club Seats, Club Lounge, Club Concourses and related amenities (exclusive of the quantity of such club seating beyond the currently scheduled amount plus the convertible club seats);
- (c) Stadium seating (exclusive of the quantity of such seating);
- (d) Stadium and Playing Field lighting and sound and communication systems;
- (e) Stadium scoreboards, computer systems, video boards, video systems and other communications media (whether presently known or unknown);
- (f) Advertising infra-structure in, on and around the Facilities, including Exterior Marquees as defined in Annex 2;
- (g) Concession facilities and equipment and service and preparation areas;
- (h) Common areas, entrances, lavatories (including without limitation concourses other than the Suite and Club level concourses, hallway lighting, first aid stations, and related event patron amenities), public safety, fire alarm and protection areas, and security services, signage, facilities and equipment;
- (i) Facilities support equipment (including without limitation turnstiles, maintenance equipment), Facilities vertical transportation (including without limitation event patron elevators, service elevators, VIP elevators, escalators, ramps, etc.), mechanical, electrical, plumbing, HVAC and related equipment and systems;
- (j) NFL Franchise football-related team facilities (including without limitation locker rooms, coaches rooms, training rooms);
- (k) The Playing Field as defined in Section 3.4.1;
- (l) Electronics, telecommunications and computer systems, box office and ticket printing and taking equipment, ticket accounting and control systems;
- (m) The physical structure of the Facilities;
- (n) Facilities Management (as hereinafter defined in Section 3.1.1) of the Facilities, including without limitation, NFL Game Date preparation and NFL Game Date services and personnel;
- (o) Maintenance of the Facilities.

COMPONENT 1.1.1 (a)

The Box Suites, Suite Concourses and Related Amenities.

[Exclusive of the quantity of such Box Suites beyond the currently scheduled amount plus the area around the northern end zone].

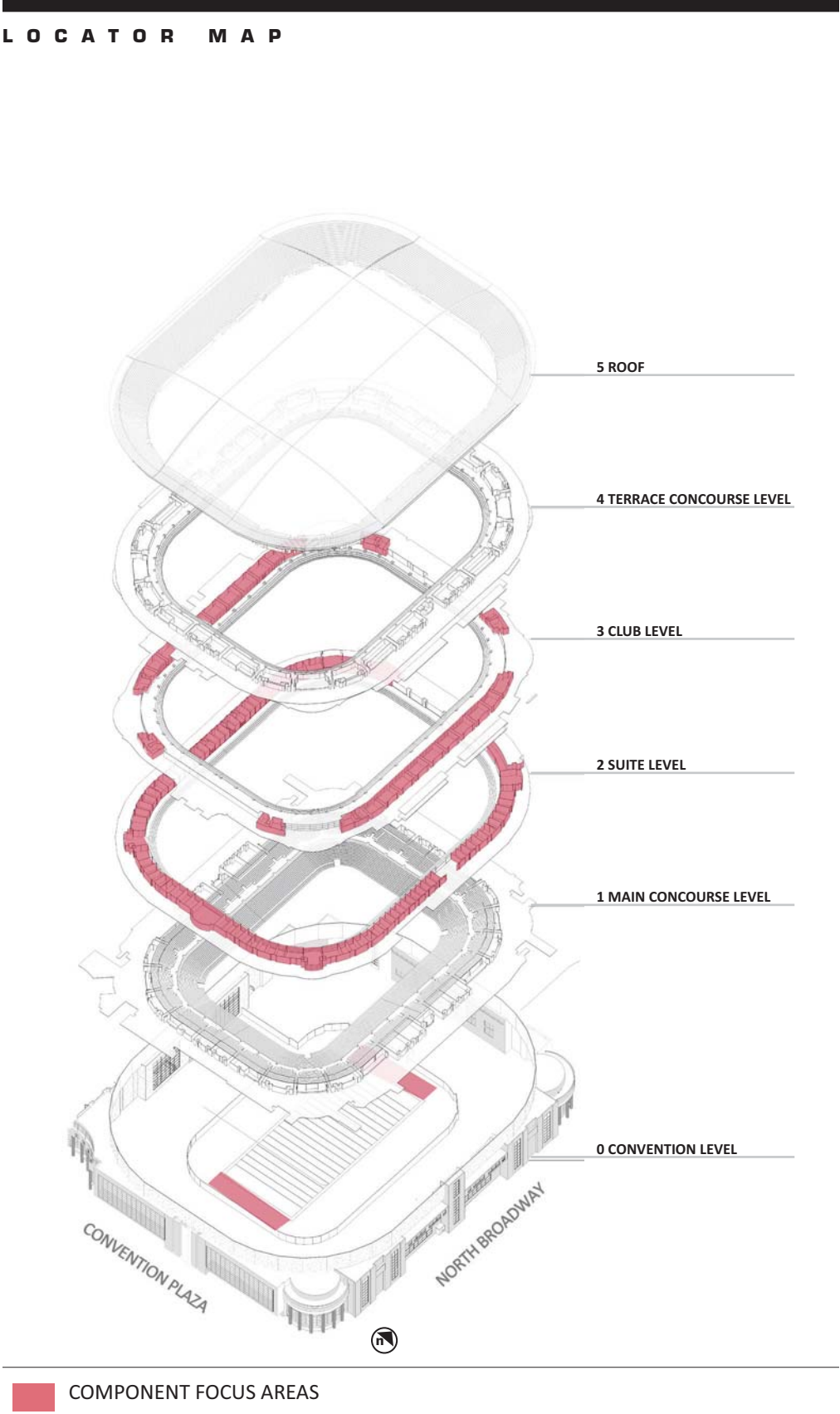
CVC is recommending improvements to the quality of all the suites and suite corridors. While the quantity of the suites is not a first-tier issue (see definition of Component 1.1.1 (a) above), CVC will replace any suites lost in conjunction with the planned conversion of the convertible club seats (see component 1.1.1 (b)).

As a result of the compromise agreement reached for the 2005 first-tier measuring date, CVC made the improvements to the suites outlined on page 7. While many of the improvements made at that time remain in good condition, CVC is proposing to replace those items in order to completely remodel the suites and update the decor. CVC is proposing enhanced, modern finishes, new furniture, new lighting, and new branded elements for suites on both levels. All in-suite lavatories will be remodeled to incorporate premium finishes and upgrades consistent with the new suite finishes. Common area lavatories will be remodeled on both levels, and new common lavatories will be added on both levels to ensure adequate facilities for all patrons. The new designated club/suite escalators will provide convenient and exclusive access taking suite holders directly to the suite level.

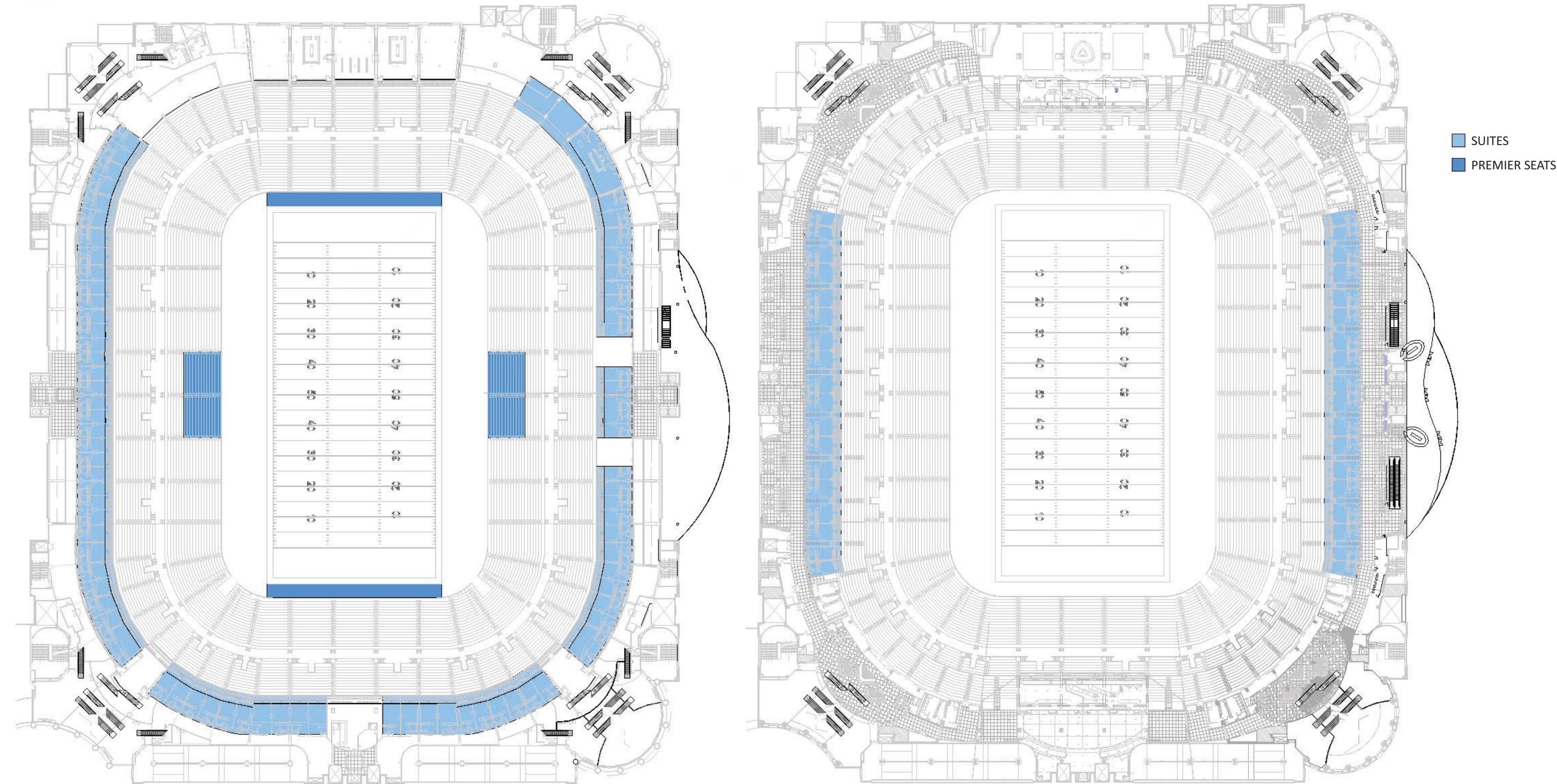
There are two suite levels in the Dome; the first is the lower suite level and the second is a club level. CVC is proposing that Rams’ suite buyers be given an option as to style by offering two different types of design on the different levels. CVC has determined that the level of finish, quality and enhancements should be greater on the lower all-suite level compared to the suites at club level in order to create a marketable difference between suite types/levels, an option favored in today’s marketplace.

The lower level would be more traditional in approach and designed to a more mature audience. The suites on the club level, given their proximity to the clubs, could be marketed to a younger demographic and finished in a more contemporary aesthetic.

There are currently 44 field seats available to suite ticket holders. These are premium seats that provide up-front views of the game. CVC is not proposing any improvements to these seats.



PREMIER SEATING - SUITES, FLOOR SEATS & FLOOR BOX



PROPOSED PREMIER SEAT PLAN - EVENT LEVEL + SUITE LEVEL

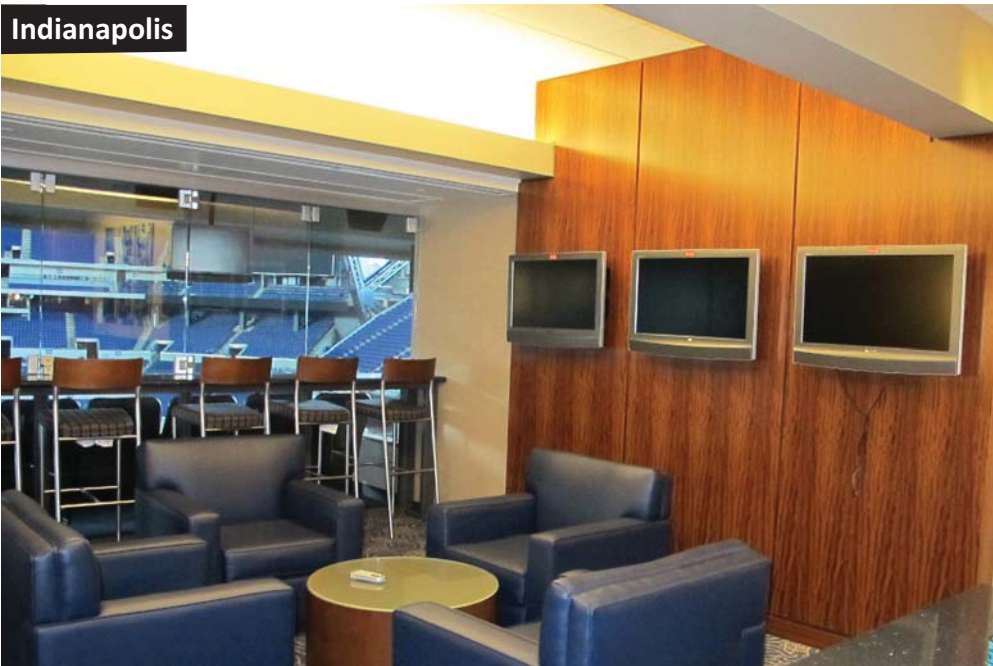
PROPOSED PREMIER SEAT PLAN - CLUB LEVEL

EXISTING STADIUM



- Slate tile and broadloom carpet
- Vinyl wall covering with wood paneling accents
- Wood cabinets with granite counters

NEW/NEWLY RENOVATED FACILITIES



- Standard porcelain tile flooring and carpet tile
- Painted walls with wood paneling accents and rubber base
- Wood cabinets with solid surface counters



- Travertine flooring and broadloom carpet
- Wallcovering with wood trim and wood panel accents
- Wood cabinets with granite counters and tile backsplashes



- Slate tile and broadloom carpet
- Vinyl wall covering with wood paneling accents
- Wood cabinets with granite counters



- Limestone flooring and broadloom carpet
- Painted walls with glass accents and wood trim
- Wood cabinets with stainless steel and upgraded granite counters



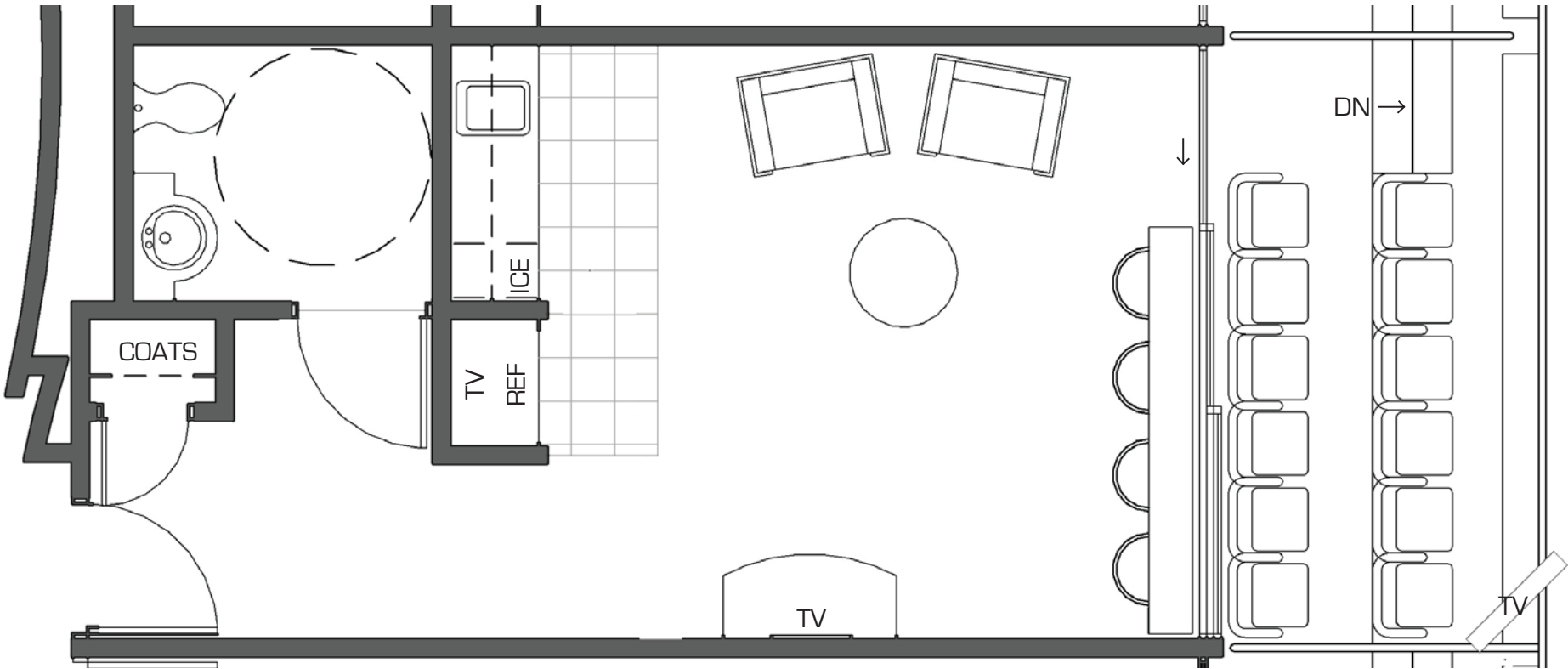
- Painted concrete floors
- Exposed concrete walls and ceiling with some painted accents
- Laminate cabinets with solid surface counters

PROPOSED IMPROVEMENTS - CONTEMPORARY SUITE (CLUB LEVEL)

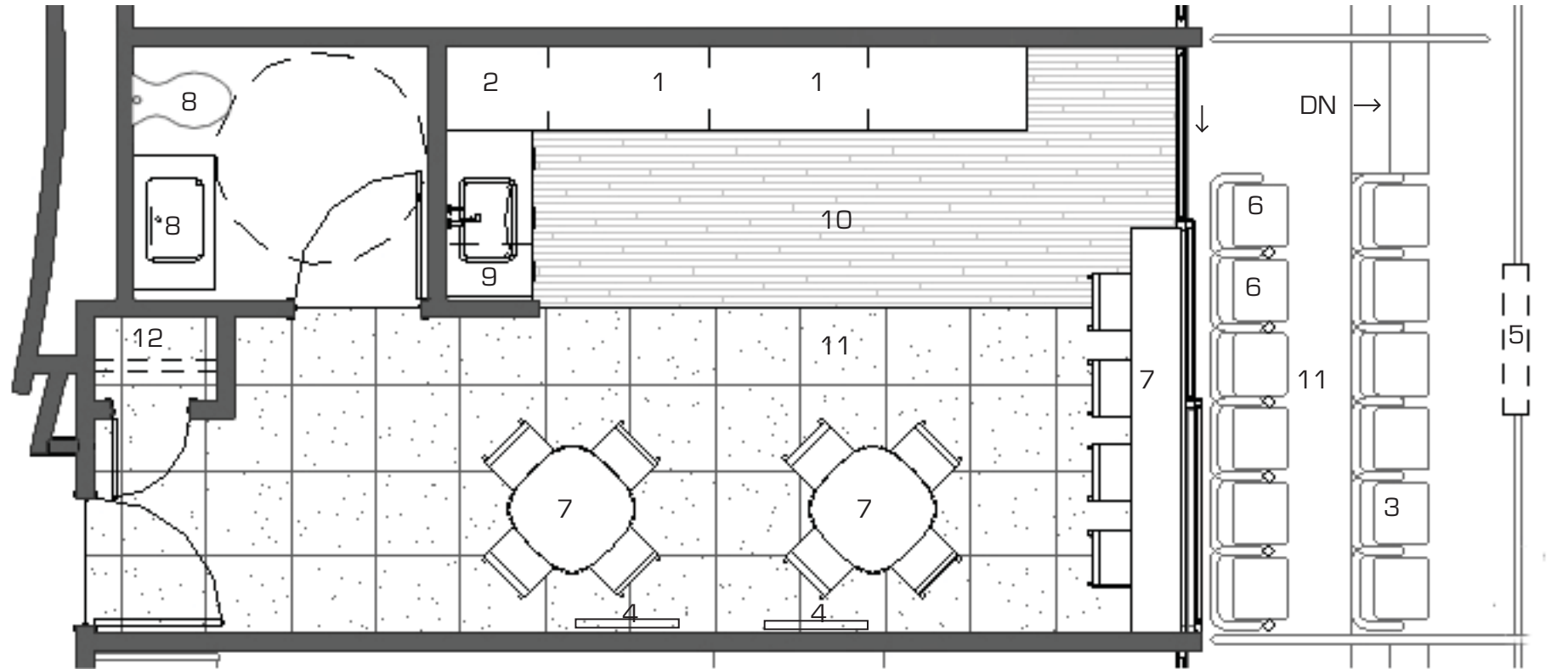
The suites on the club level will receive new, enhanced finishes, furniture, and lighting to provide a luxury level of comfort and superior game-day experience. Technology upgrades will include new high-definition television screens, wireless internet access and a ‘scoreboard’ television per suite. These suites will be designed with a more contemporary, yet still upscale, aesthetic to appeal to the contemporary and dynamic characteristics of the younger generations.

KEY:

- 1. New under-counter refrigerators will allow the elimination of an existing wall to provide a more spacious, open feel in the suites.
- 2. Increased countertop space will accommodate premium in-suite dining experiences.
- 3. New fully upholstered leather stadium seats with cup holders will envelop suite ticket holders in comfort and elegance.
- 4. Two 36” flat screen television panels will enhance the viewing experience of the Rams’ games or other NFL games, as desired.
- 5. A ‘Scoreboard’ television will be added to each suite. This 42” wide flat panel television, proportionally sized like a scoreboard, will be hung above the suite stadium seats to provide a ‘private’ scoreboard for each suite.
- 6. Two removable suite stadium seats will be added to each suite for ADA use.
- 7. New bar-height furniture will be added for improved in-suite viewing of the event floor.
- 8. New plumbing fixtures and finishes will be added in all in-suite restrooms.
- 9. New built-in ice makers will replace the existing units.
- 10. New premium hardwood flooring.
- 11. New premium-grade carpet.
- 12. Coat Closet.



FLOOR PLAN - EXISTING SUITE

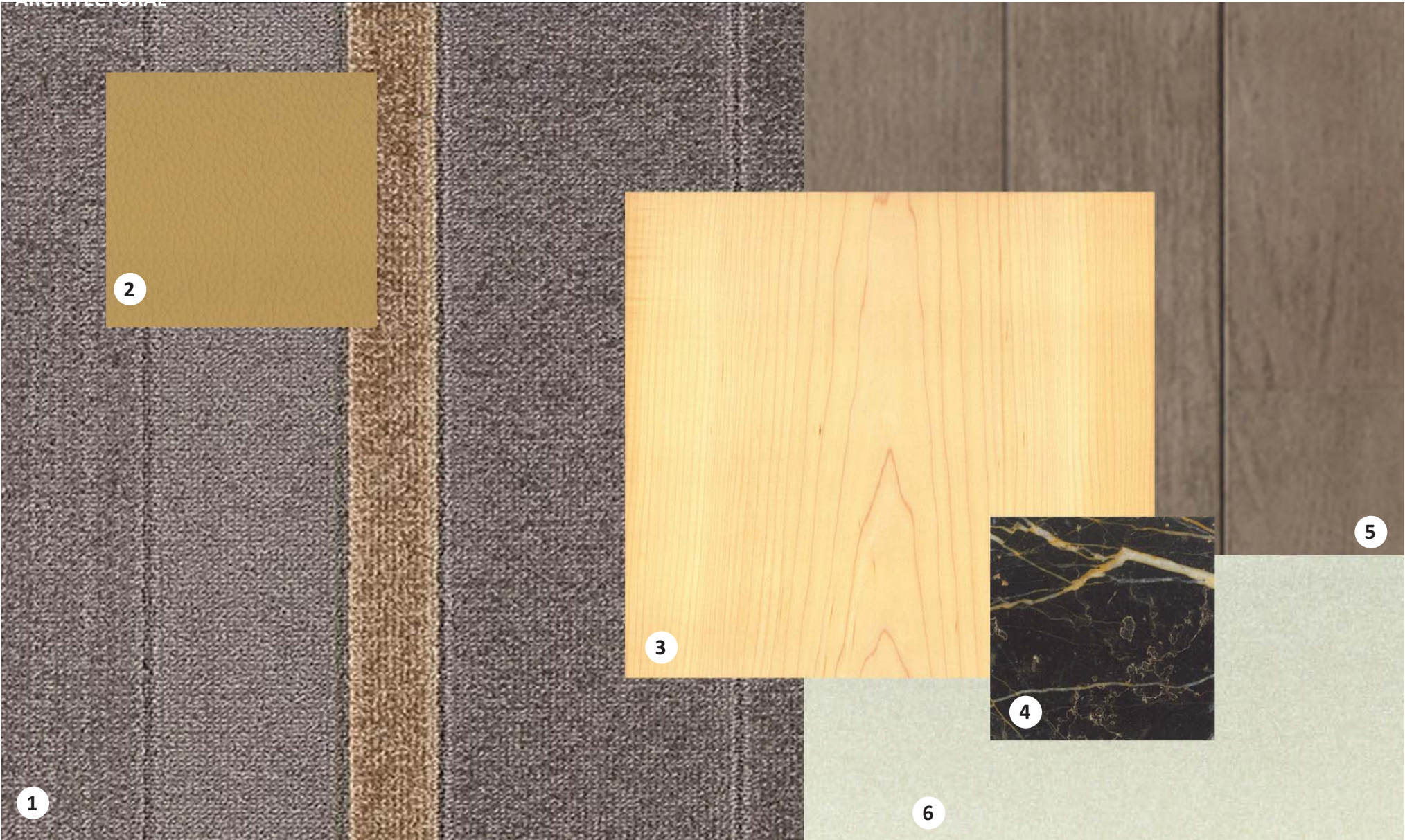


FLOOR PLAN - PROPOSED SUITE



Proposed Contemporary Suite





- 1. Premium-Grade Carpet Tile
- 2. Premium Leather Upholstered Seating
- 3. Premium Wood Cabinets and Wood Paneling
- 4. Luxury Marble Countertops
- 5. Premium Hardwood Flooring
- 6. Premium Woven Wall Covering



- 7. Luxury Travertine Wall & Floor Tiles and Countertops
- 8. Premium Glass Mosaic Accent Tiles
- 9. In-Suite Restroom Design Concept:
 - undermount sink (1 only)
 - premium low-flow faucet
 - wall-mounted vanity
 - fully tiled wet wall
 - frameless mirror



CONTEMPORARY SUITE - FURNITURE & FIXTURES

WALL GRAPHIC



FURNITURE/FIXTURES



Bar-height cocktail tables



Premium Casework



Upholstered bar-height seating

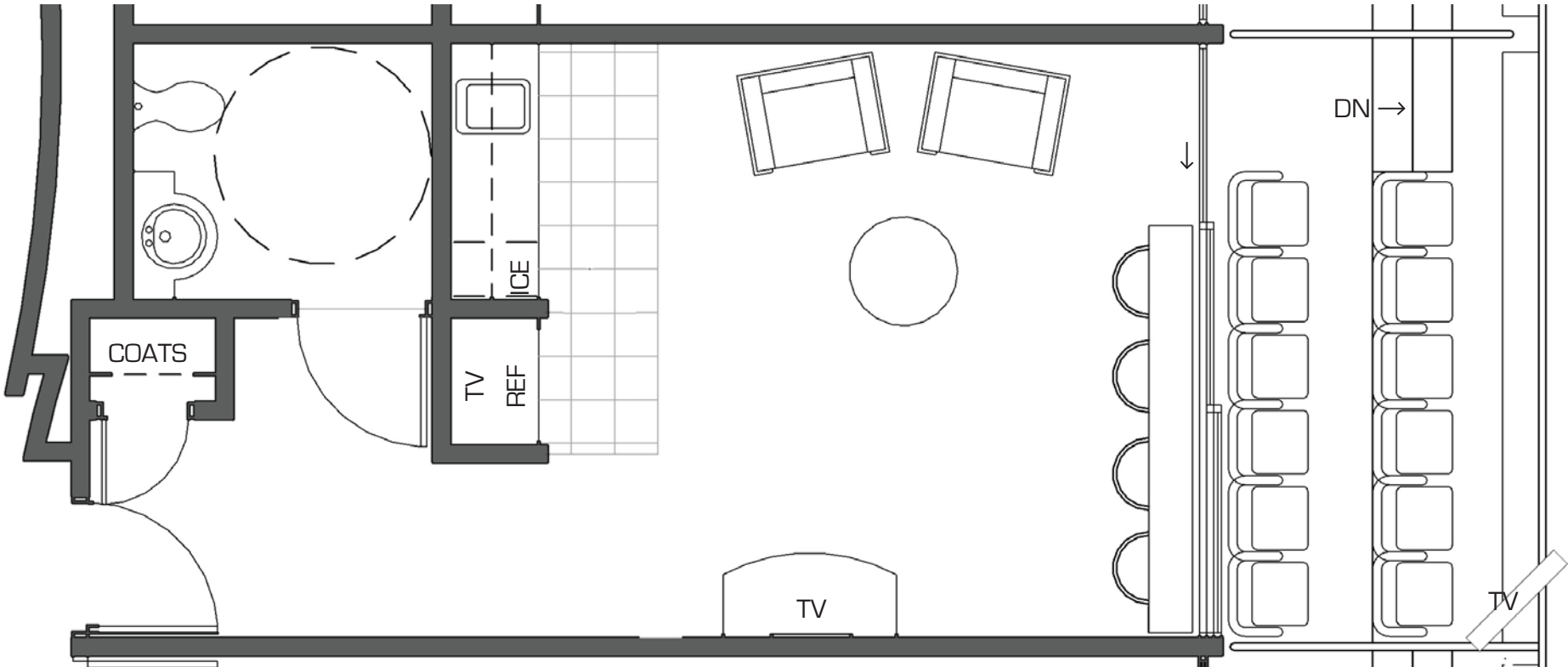


Decorative pendant lighting

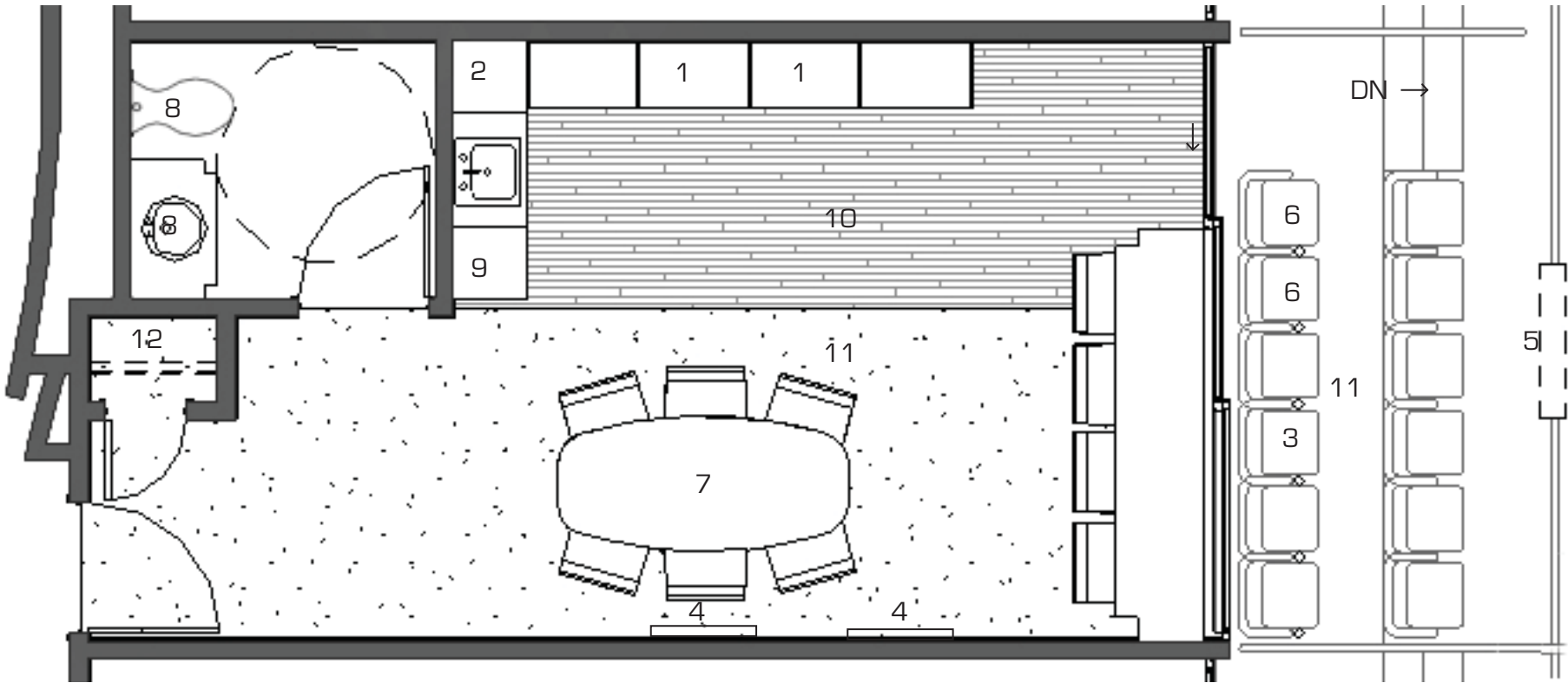
PROPOSED IMPROVEMENTS - TRADITIONAL SUITE (SUITE LEVEL)

The suites on the suite level will also receive new, enhanced finishes, furniture, and lighting to provide a luxury level of comfort and superior game-day experience. Technology upgrades will include new high-definition television screens, wireless internet access and a ‘scoreboard’ television per suite. These suites on the Suite Level will be designed in a more classic, traditional aesthetic to appeal to a more mature audience.

- 1. New under-counter refrigerators will allow for elimination of an existing wall to provide a more spacious, open feel in the suites.
- 2. Increased countertop space will accommodate premium in-suite dining experiences.
- 3. New fully upholstered leather stadium seats with cup holders will envelop suite ticket holders in comfort and elegance.
- 4. Two 36” flat screen television panels will enhance the viewing experience of the Rams’ games or other NFL games, as desired.
- 5. A ‘Scoreboard’ television will be added to each suite. This 42” wide flat panel television, proportionally sized like a scoreboard, will be hung above the suite stadium seats to provide a ‘private’ scoreboard for each suite.
- 6. Two removable suite stadium seats will be added to each suite for ADA use.
- 7. New bar-height furniture for improved in-suite viewing of the event floor.
- 8. New plumbing fixtures and finishes will be added to all in-suite restrooms.
- 9. New built-in icemakers will replace existing units.
- 10. New premium hardwood flooring.
- 11. New premium-grade carpet.
- 12. Coat Closet.



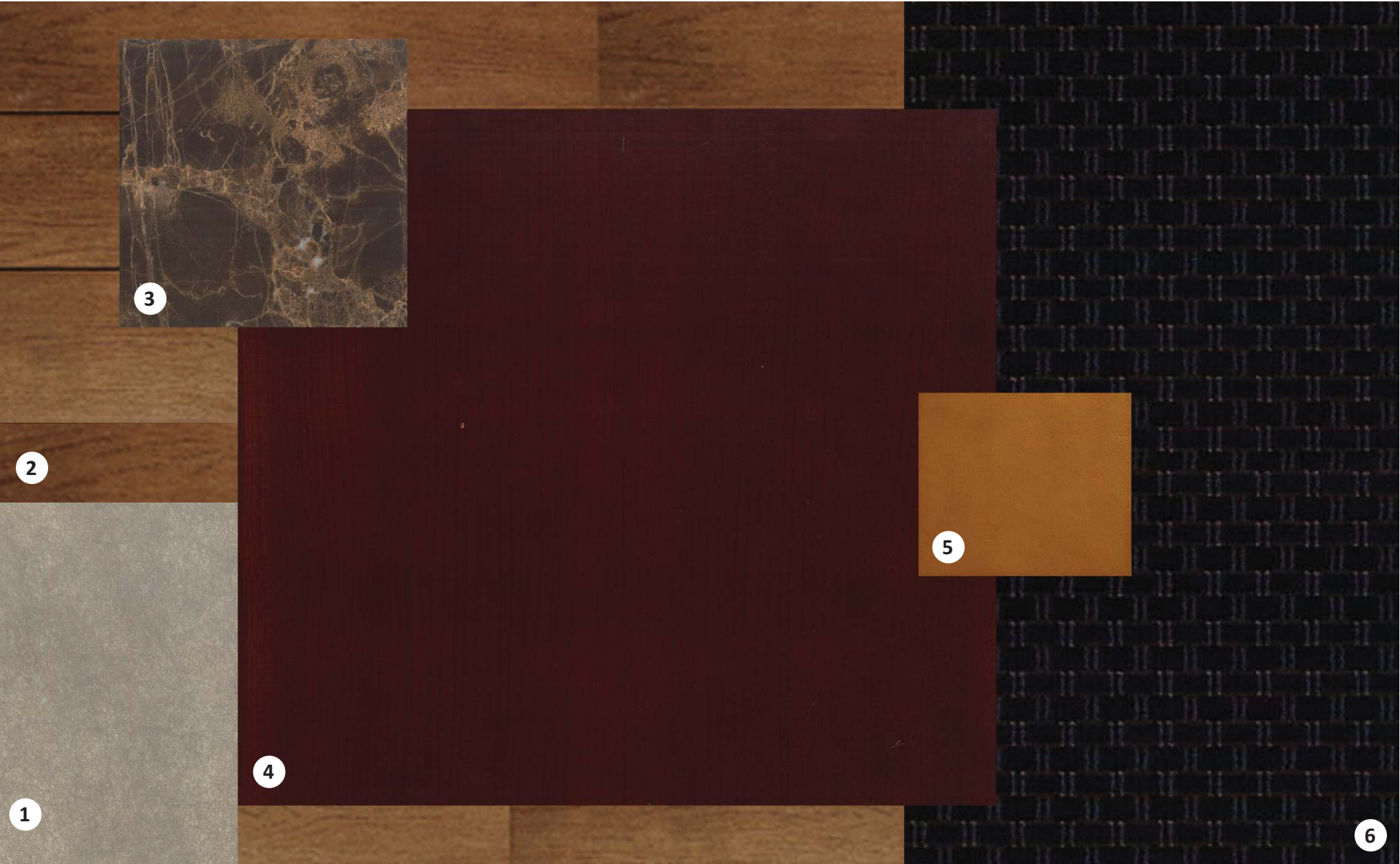
FLOOR PLAN - EXISTING SUITE



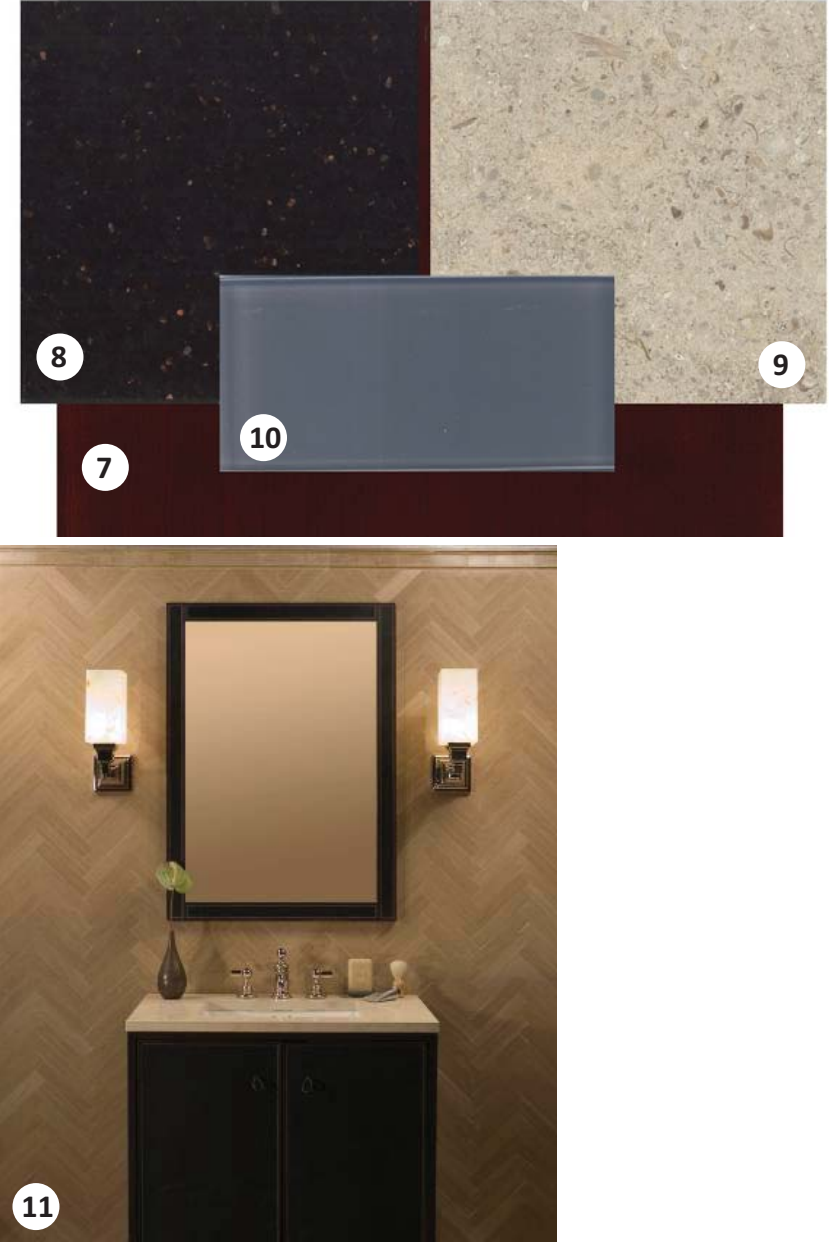
FLOOR PLAN - PROPOSED UPDATED SUITE







- 1. Premium-grade Wall Covering
- 2. Premium Stone Flooring
- 3. Luxury Marble Countertops
- 4. Premium Wood Panel Cabinets and Semi-custom Wood Molding
- 5. Premium Leather Upholstered Seating
- 6. Luxury Woven Wool Broadloom Carpet



- 7. Premium Wood Trim and Accents
- 8. Luxury Marble Counters
- 9. Porcelain Wall & Floor Tile
- 10. Premium Glass Mosaic Accent Tiles
- 11. In-Suite Restroom Design Concept:
 - undermount sink
 - permium low-flow faucet
 - wall-mounted vanity with ADA-compliant sink skirt below
 - fully-tiled wet wall
 - framed mirror
 - decorative wall scone lighting



TRADITIONAL SUITE - FURNITURE & FIXTURES

CASEWORK



FURNITURE/FIXTURES



Bar-height Table



Premium Casework



Upholstered Bar-height Seating



Decorative Pendant Light Fixtures

FEATURES:	RELEVANT DATA:
<p>SEATING 22” SEAT WIDTHS (2) ROWS EXTRA PLUSH STADIUM SEATS with PREMIUM UPHOLSTERY RISER-MOUNTED STADIUM SEATS CHAIR-BACK DRINK HOLDERS AND/OR DRINK RAILS FOR ALL SEATS (2) REMOVABLE STADIUM SEATS FOR ADA USE</p> <p>AMENITIES PRIVATE IN-SUITE RESTROOM FOR EVERY SUITE DEDICATED UPSCALE SUITE LEVEL COMMON RESTROOMS (See Component 1.1.1.b) (1) COAT CLOSET PER SUITE DIRECT ACCESS TO CLUB LOUNGES with OUTDOOR TERRACES (See Component 1.1.1.b) DEDICATED ENTRY POINTS FOR SUITE TICKETHOLDERS (See Components 1.1.1.b & h) (2) UNDER-COUNTER REFRIGERATORS PER SUITE (1) ICE MAKER PER SUITE (1) LOCKING SAFE PER SUITE</p> <p>TECHNOLOGY WIRELESS INTERNET ACCESS (2) FLAT PANEL HD TV’s PER SUITE (1) ‘SCOREBOARD’ TV PER SUITE</p> <p>DESIGN UPSCALE FINISHES THROUGHOUT: - MARBLE COUNTERTOPS - PREMIUM WOOD CABINETRY - PREMIUM HARDWOOD FLOORING - LUXURY CARPET - ACCENT COVE LIGHTING AT CEILING - UPGRADED WALL COVERINGS GLASS WALL @ SUITE with SLIDING DOOR FOR SOUND PRIVACY BAR-HEIGHT FURNITURE FOR EASE OF EVENT VIEWING UPGRADED LIGHTING / DECORATIVE LIGHT FIXTURES</p>	<ul style="list-style-type: none">• (125) TOTAL SUITES• NUMBER OF SEATS PER SUITE RANGE FROM 10 to 24• (30) DEDICATED ESCALATORS FOR SUITE & CLUB TICKET HOLDERS

COMPONENT 1.1.1 (b)

The Club Seats, Club Lounge, Club Concourses and Related Amenities.

[Exclusive of the quantity of such club seating beyond the currently scheduled amount plus the convertible club seats].

CVC is proposing improvements to the quantity of the club seats and the quantity and quality of club lounges, concourses and related amenities.

The Amended Lease designated a portion of the regular stadium seating for potential conversion to club seats. CVC is proposing the conversion of the designated convertible club seats on the east side of the Dome. As a result, 1,864 regular stadium seats will be converted to club seating, adding 1,444 new club seats. These new club seats will have direct access to club areas as shown on page 50.

In addition to these converted club seats, and though CVC is not required to add any club seats other than the designated convertible club seats, CVC is proposing to add club seats at the north and south ends of the stadium where the existing scoreboards currently sit (reference Component 1.1.1 (e) for scoreboard information). Introducing seats in these locations will add 1,584 new club seats, bringing the total number of club seats in the Dome to 9,278. Though the conversion of the regular seats to club seats described above results in the loss of 420 regular seats, overall seating capacity will increase as a result of the new club seats included in this plan. All new club seats will be premium, padded seating comparable to existing club seats in the Dome.

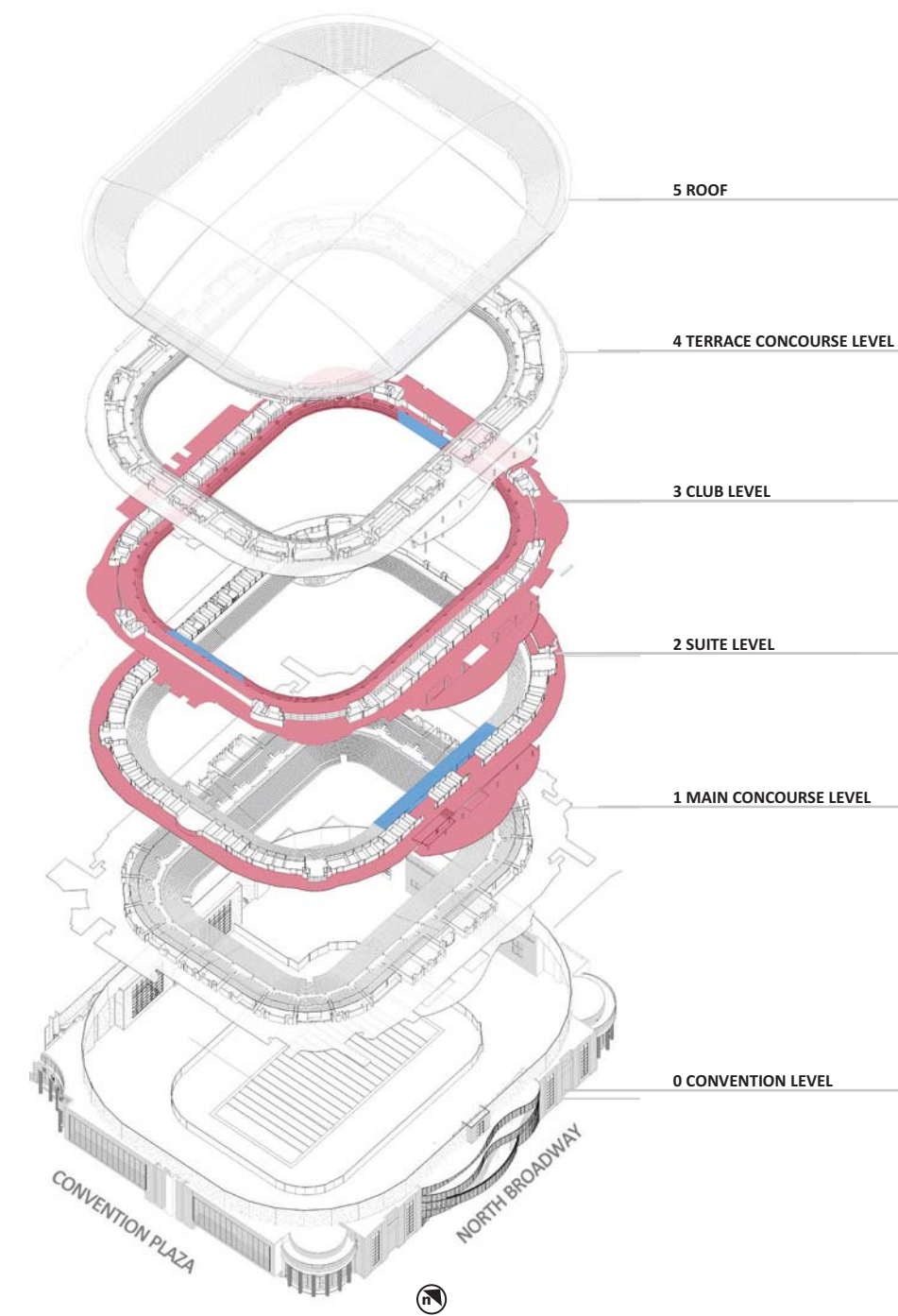
The new club seats will become part of an exciting contemporary club experience that includes the proposed building expansion at the east side of the Dome. All club level guests will be able to enter the facility through a new dedicated club ticket holders entrance. The addition will have six new escalators designated solely for suite and club patrons that will take these fans directly to the club level (in addition to the new designated club/suite escalators that will be added to Entries A, B, C & D). This exclusive entrance for the Rams’ premium customers will be outfitted with club lounge space, additional points of sale, and new lavatories.

Natural light from the glass facade of the building addition will brighten the new clubs and club concourses on the east side of the expanded Dome. The wave design will create a series of unique, open-air rooftop decks for the exclusive use of the club and suite ticket holders.

The club level renovations will add an ADA platform and expand the club floor plate by filling in currently open sections to the floor below. All suite corridors on the club level will be remodeled with lighting upgrades and upscale finishes consistent with the newly remodeled club lounges and the new club spaces contained in the building addition.

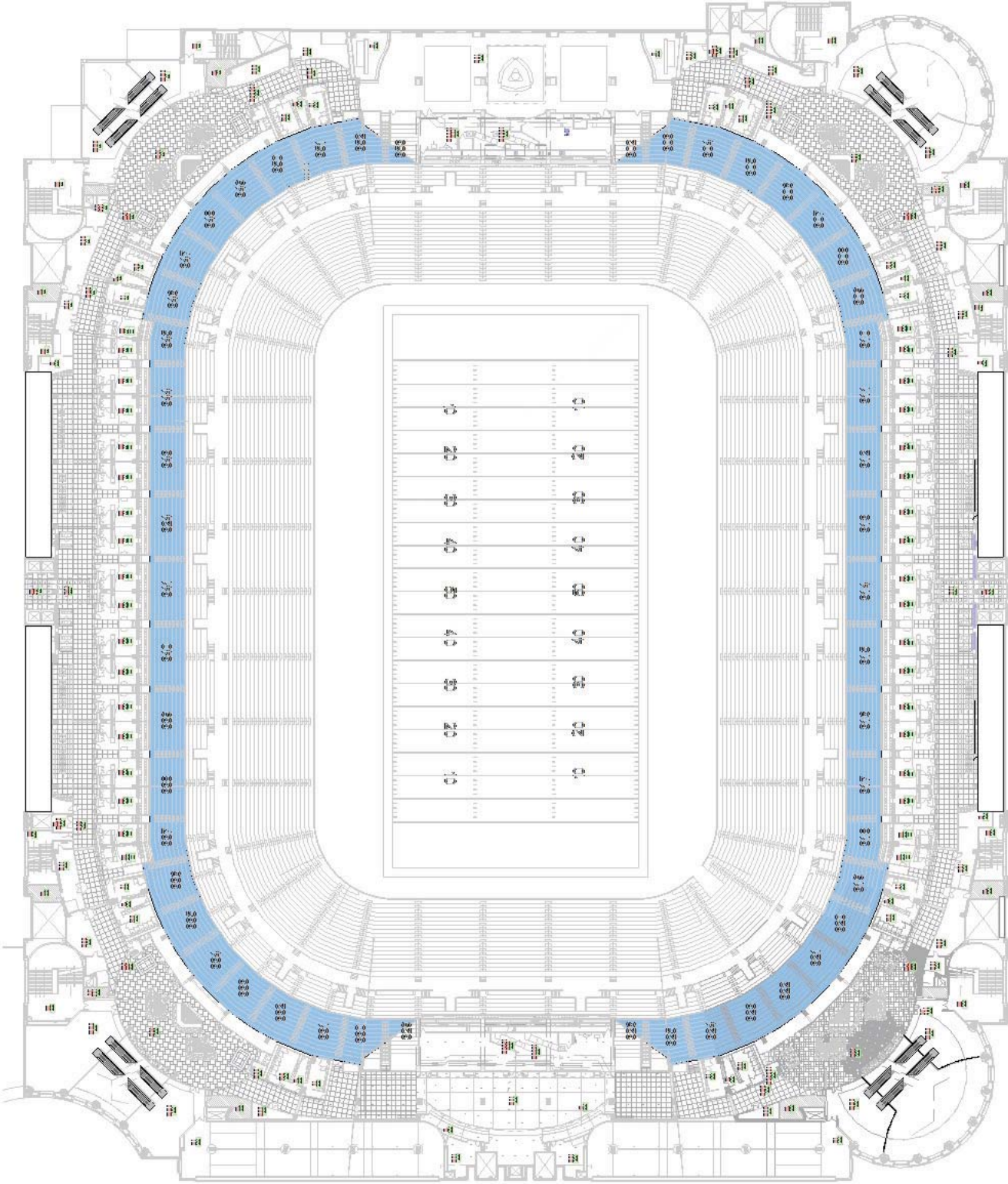
CVC’s plan also includes a new idea for the Dome that will provide an outdoor food and beverage location for the Rams’ fan. CVC is proposing to convert the courtyard between the convention center and the Dome into a flexible interactive fan destination for pre-game concerts, food and beverage sales and exciting entertainment offerings. The courtyard will create a ‘friends’ gathering place for pre-game activity; it could even serve as a cigar bar, providing an outdoor haven for the cigar aficionado.

In addition to the new club lounges, club patrons will continue to have access to existing club spaces, including: The Rams’ Club, The Lumiere Place Club, The Clarkson Jewelers’ Club and the Bud Light Party Zone. All of these spaces were substantially renovated or built as part of the 2009 improvements and contain premium finishes and furnishings.



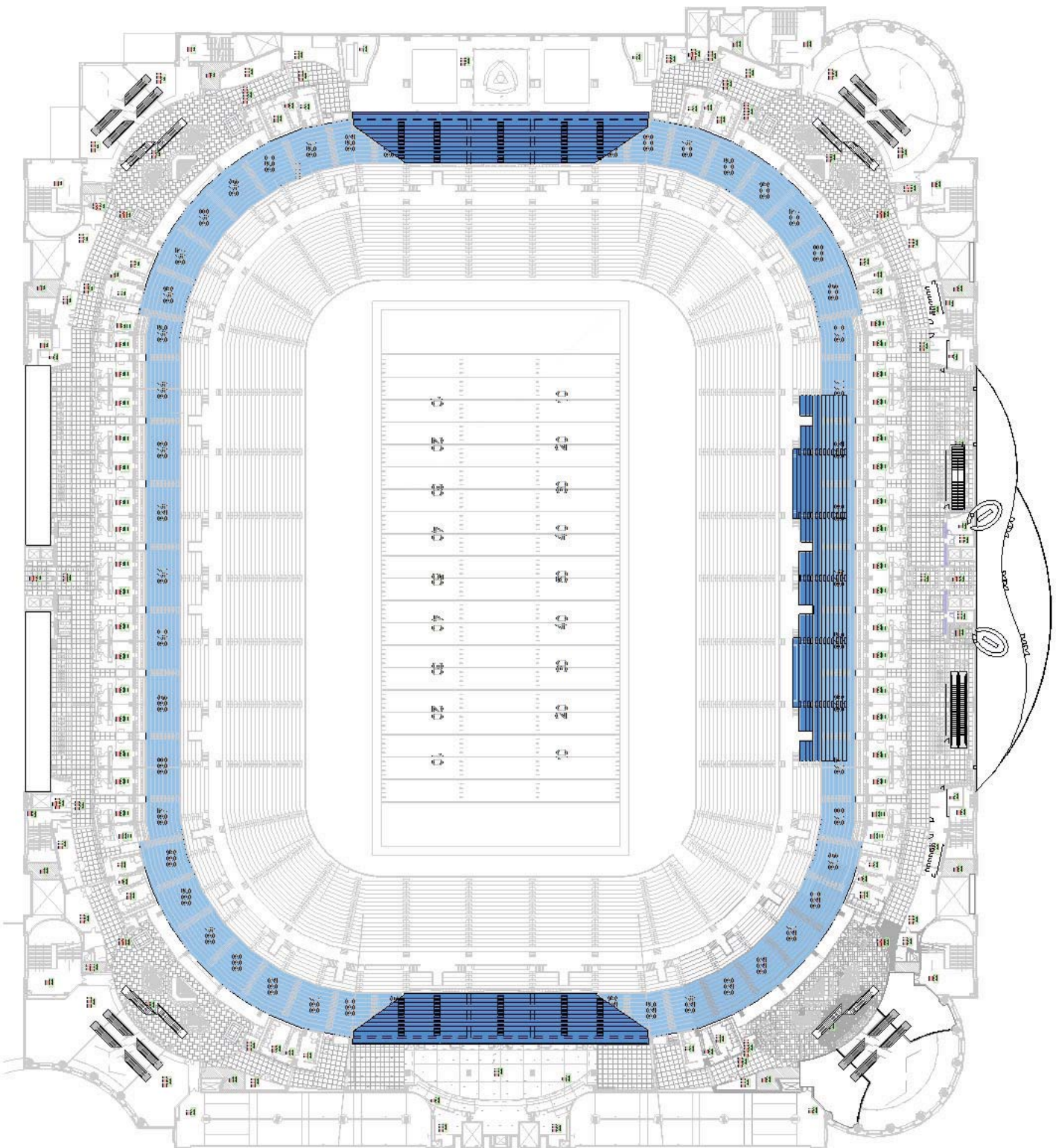
- COMPONENT FOCUS AREAS: Club Seats, Club Lounge, Concourses and Related Amenities
- COMPONENT FOCUS AREAS: New Club Seats

CLUB LEVEL - EXISTING CLUB SEATS



EXISTING CLUB SEATS

EXISTING CLUB SEAT PLAN



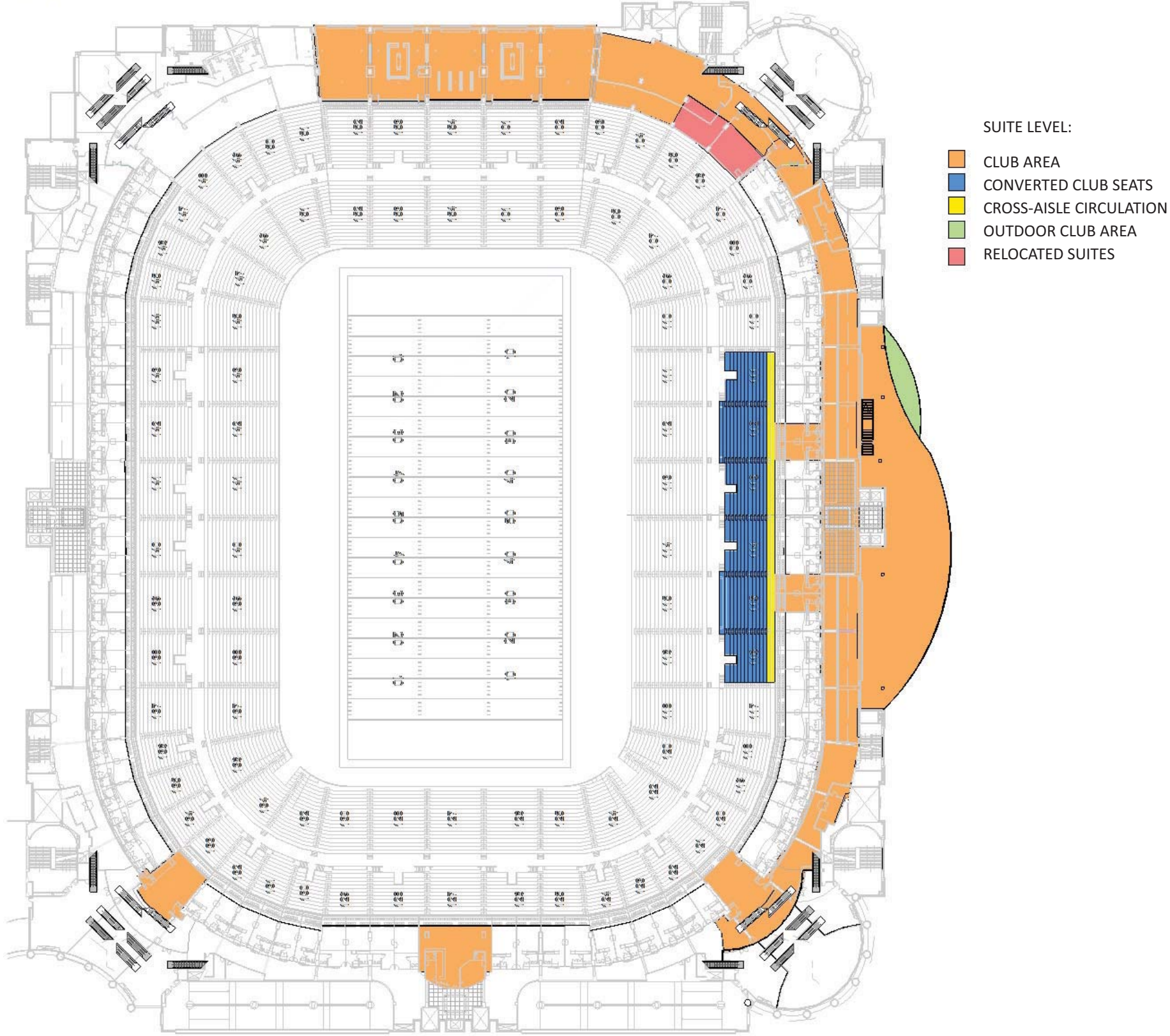
EXISTING CLUB SEATS

PROPOSED CLUB SEATS

PROPOSED CLUB SEAT PLAN OVERALL



SUITE LEVEL - PROPOSED CONVERTIBLE CLUB SEATS



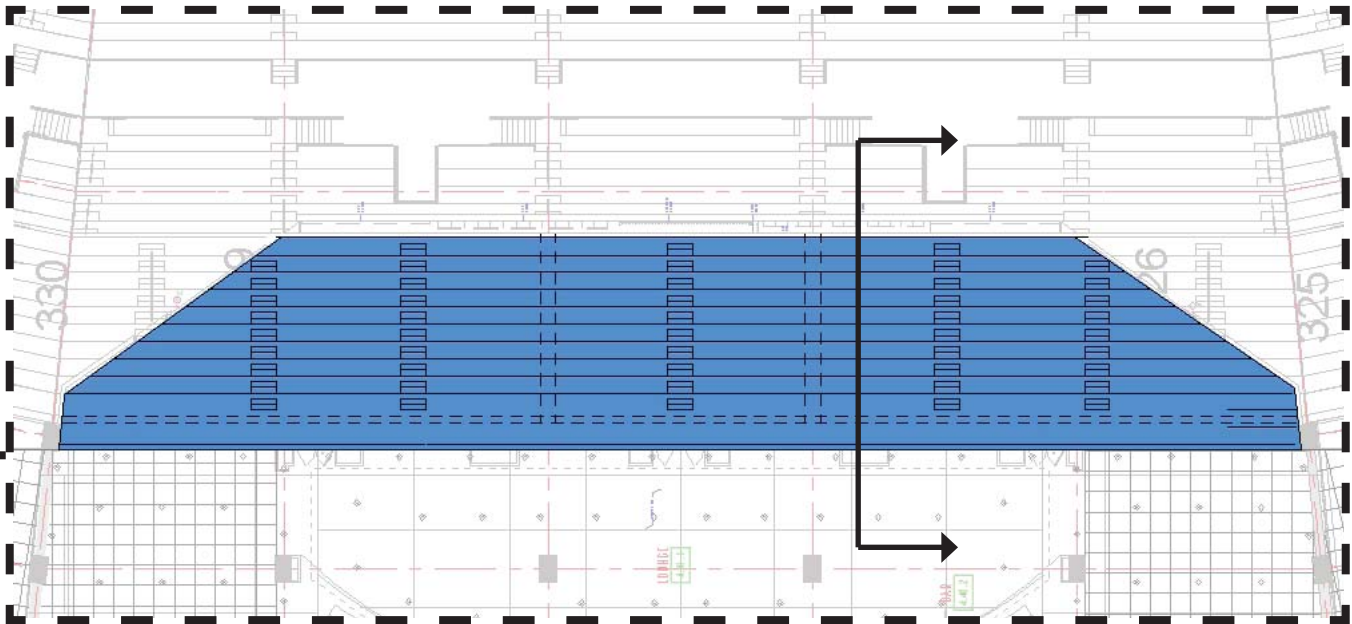
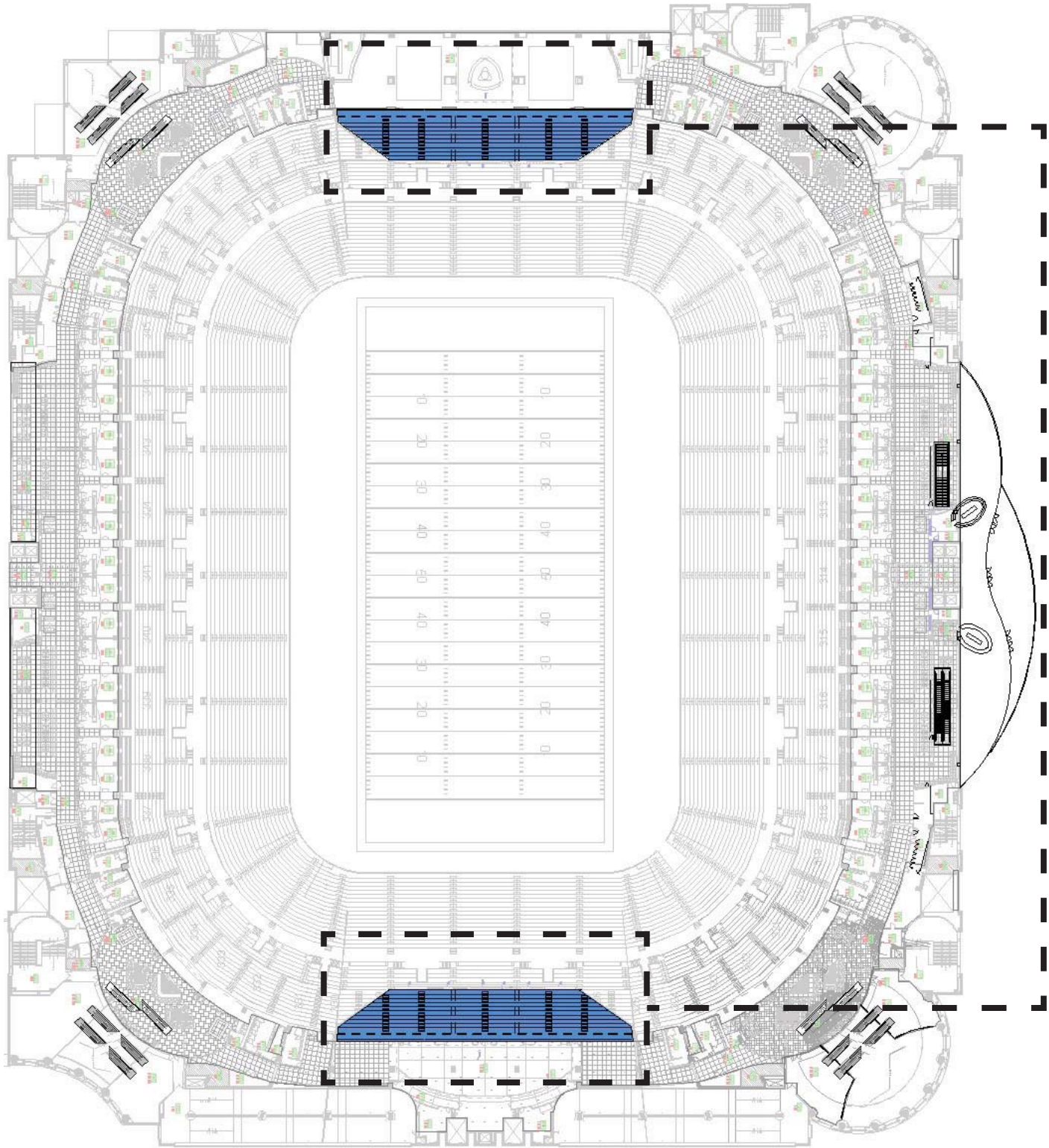
RELEVANT DATA:

EXISTING CLUB SEATS	6,250
NEW CLUB SEATS (SUITE LEVEL)	1,444
NEW CLUB SEATS (CLUB LEVEL)	1,584
TOTAL CLUB SEATS	9,278

EXISTING CLUB SF	123,200
NEW CLUB SF	31,450
TOTAL CLUB SQUARE FOOTAGE	154,650

CLUB SF PER CLUB SEAT = 16.7

CLUB LEVEL - PROPOSED NEW CLUB SEATS (REPLACEMENT AT EXISTING SCORE-BOARD LOCATIONS)



REMOVE EXISTING SCOREBOARD

PROVIDE NEW PRECAST OR METAL SEATING TREADS WITH SEATS TO MATCH ADJACENT SEAT STYLES

SECTION @ NEW CLUB SEATS

0 4 8 16

Proposed Exterior View at New Club Level Terrace



Proposed Interior View at New Club Lounge



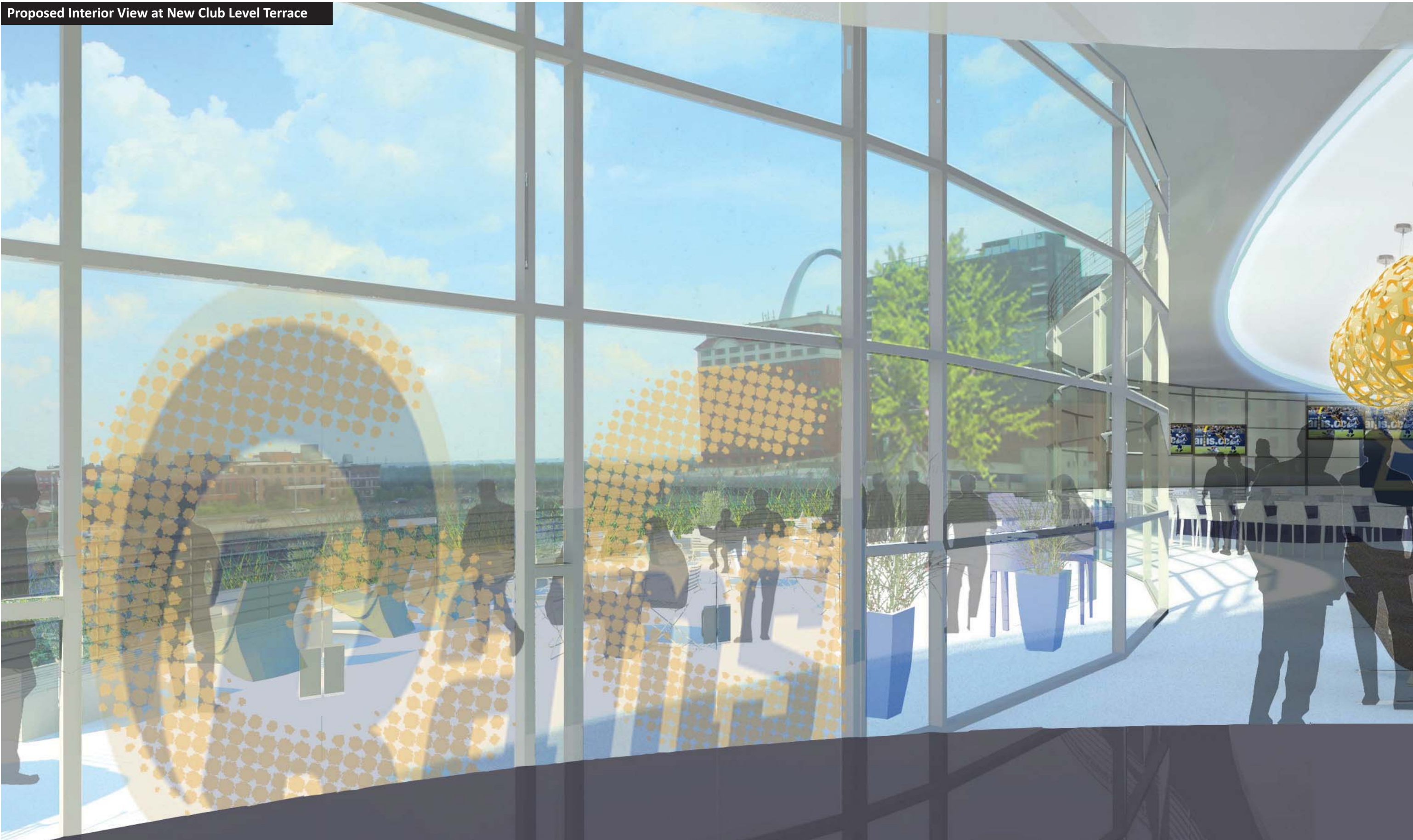
Proposed Interior View at New Club Lounge - Private Stair



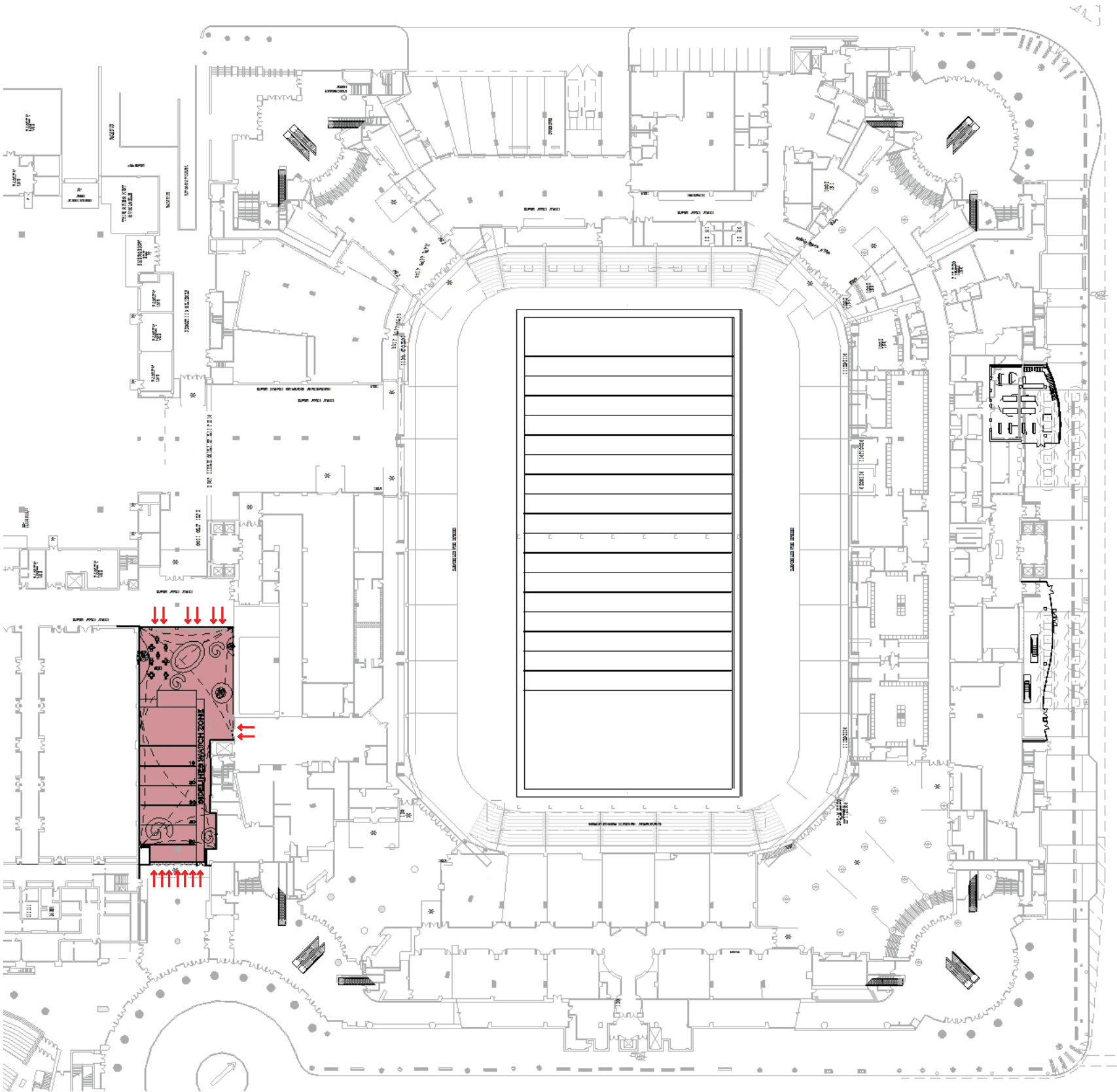
Proposed Interior View at New Club Lounge



Proposed Interior View at New Club Level Terrace



PROPOSED COURTYARD DESIGN



COURTYARD FLOOR PLAN - EVENT LEVEL



CVC proposes to activate the existing courtyard between the Dome and the Convention Center as a feature club lounge area. The courtyard has entry access from the north and south sides of the area. There is existing passenger elevator access from the courtyard to the club level.

RELEVANT DATA:	
COURTYARD SF	10,000

EXISTING COURTYARD

Existing Courtyard - View Looking North



PROPOSED COURTYARD

Proposed Courtyard - View Looking North



EXISTING COURTYARD

Existing Courtyard - View Looking South



PROPOSED COURTYARD

Proposed Courtyard - View Looking South



SUMMARY of COMPONENT 1.1.1.b: Club Seats, Club Lounge, Club Concourses and Related Amenities

FEATURES:	RELEVANT DATA:
<p>SEATING OPTIMUM SIGHT LINES FOR ALL SEATS 33” TREADS 21” SEAT WIDTHS PADDED SEATS / BACKS 20 SEATS PER ROW RISER-MOUNTED SEATS CHAIR-BACK DRINK HOLDERS</p> <p>AMENITIES UPSCALE FIXED BARS UPSCALE CONCESSIONS DEDICATED UPSCALE SUITE & CLUB LEVEL RESTROOMS LOUNGE SEATING AT CLUB AREAS 2-LEVEL CLUB LOUNGE WITH OUTDOOR TERRACES DEDICATED ENTRY POINTS FOR CLUB TICKET HOLDERS</p> <p>TECHNOLOGY WIRELESS INTERNET ACCESS MULTIPLE FLAT PANEL HD TELEVISIONS DEDICATED SOUND SYSTEM AT CLUB LOUNGE AREA FIBER OPTIC BACKBONE WIRING</p> <p>DESIGN PREMIUM MATERIAL FINISHES THROUGHOUT DIMMABLE LIGHTING / FEATURE LIGHTING IN LOUNGES PRIVATE STAIR BETWEEN SUITE AND CLUB LEVELS</p> <p>BRANDED PARTY ZONE NON-TICKETED AREA BRANDED BAR AND CONCESSIONS FLAT PANEL TELEVISIONS THROUGHOUT DEDICATED RESTROOMS</p>	<ul style="list-style-type: none">• 48,000 SQUARE FEET OF BUILDING ADDITION• 7,000 SQUARE FEET OF NEW OUTDOOR TERRACES• 9,278 CLUB SEATS• 154,650 TOTAL SQUARE FEET OF CLUB SPACE• (6) ADDED ESCALATORS IN BUILDING ADDITION FOR DEDICATED CLUB & SUITE ACCESS• (24) ESCALATORS THROUGHOUT EXISTING FACILITY FOR DEDICATED CLUB & SUITE ACCESS

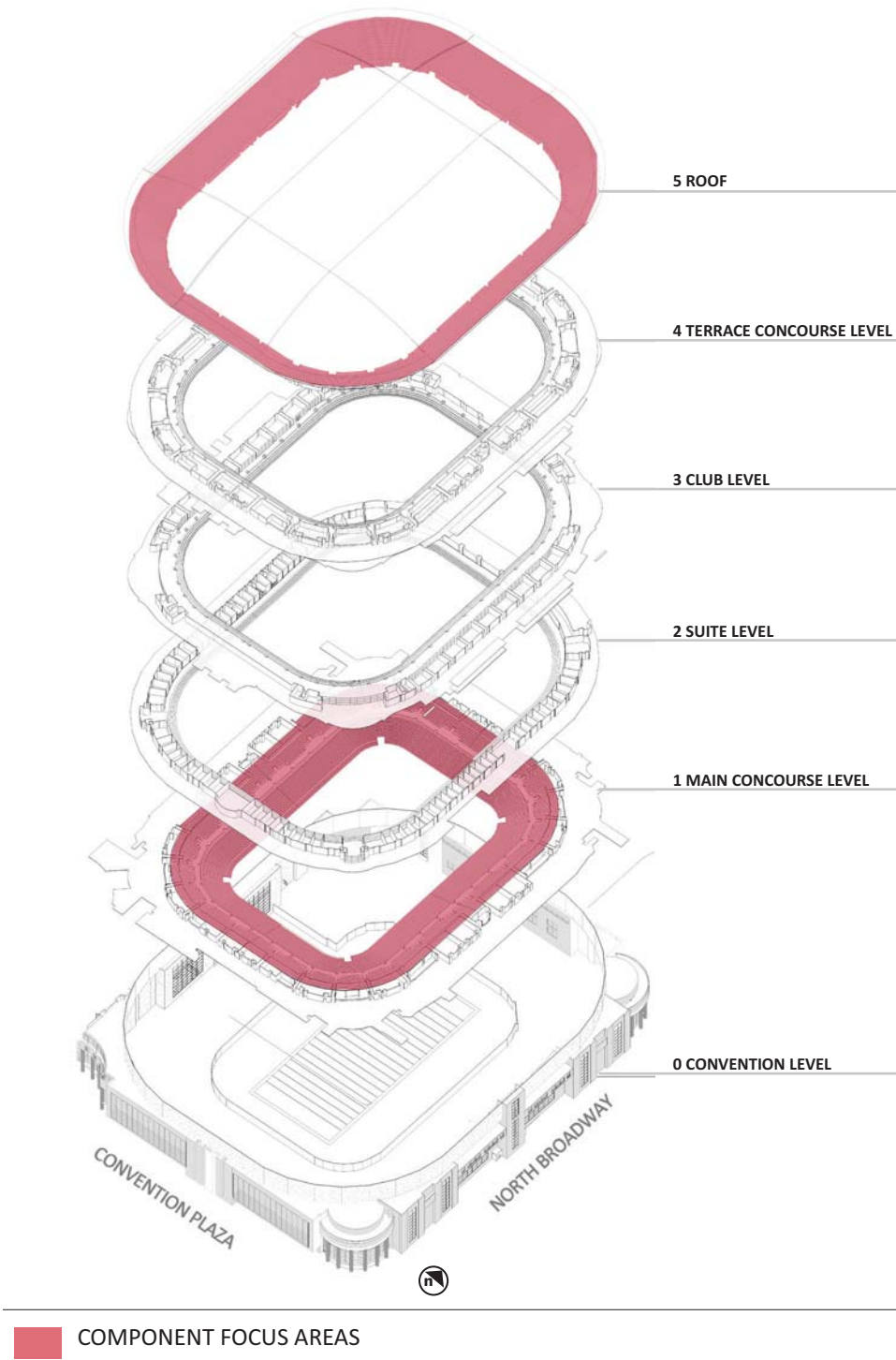
Stadium Seating

[Exclusive of the quantity of such seating]

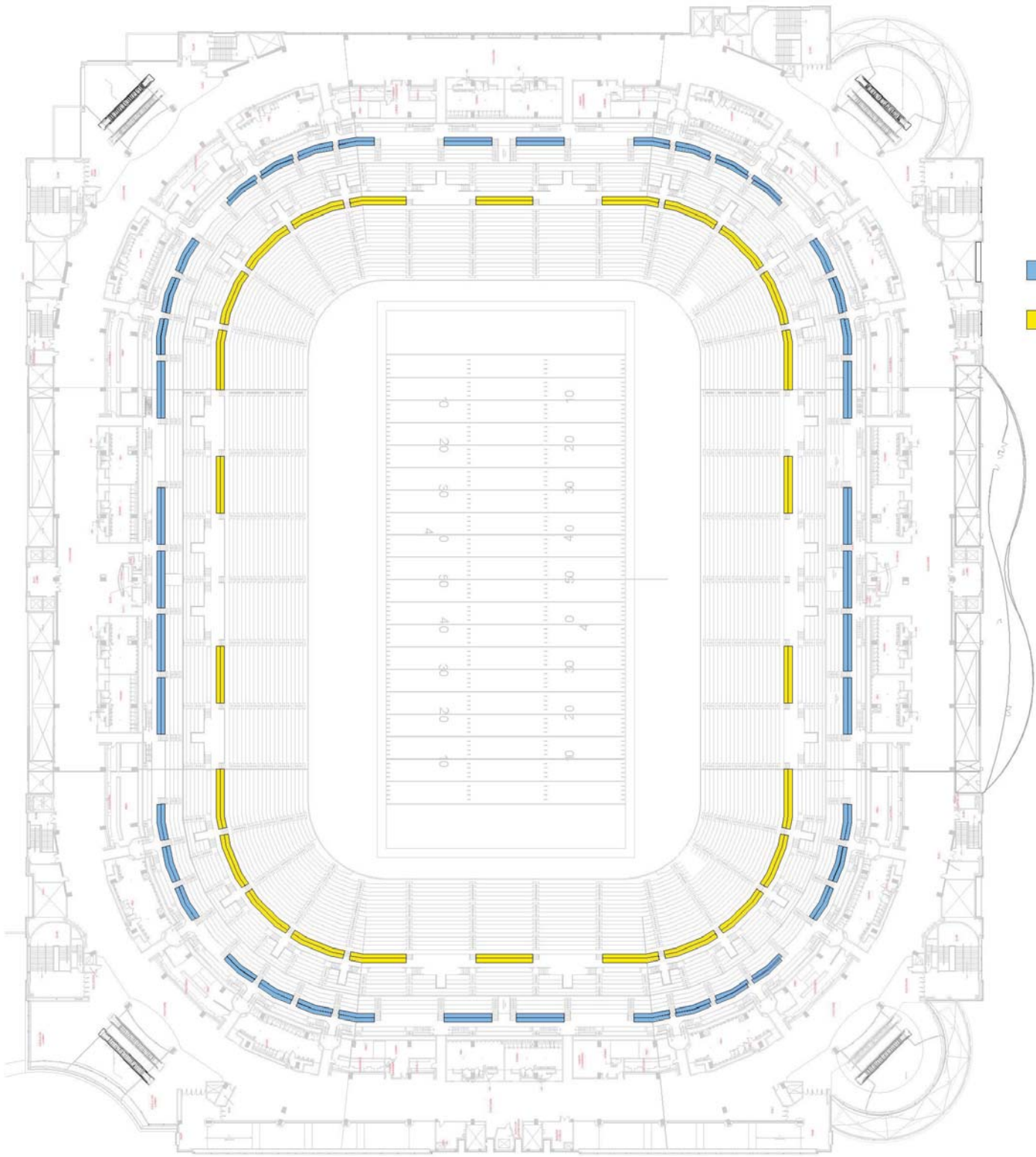
The seating type, width, depth of rows, and other features are all standardized and the existing bowl provides appropriate sight lines to the field. CVC is not proposing any changes to these items.

Though the Amended Lease does not require changes in the overall quantity of stadium seating, CVC’s proposed addition of new club seats will increase the total seating capacity from 66,744 to 67,908.

In addition, while not required under the Amended Lease, CVC believes the Dome can reach the NFL Super Bowl minimum seating requirement of 70,000 seats through the addition of the new club seats (as outlined in Component 1.1.1 (b)) and temporary cross-aisle seating as depicted on the following page. The proposed temporary seats do not preclude ADA seating. Adding temporary seating for the Super Bowl is common among NFL stadiums.



TEMPORARY SEATING AT CROSS AISLES



UPPER AISLE SEATING	1,428 SEATS
LOWER AISLE SEATING	1,216 SEATS
TOTAL TEMPORARY SEATING	2,644 SEATS

RELEVANT DATA:

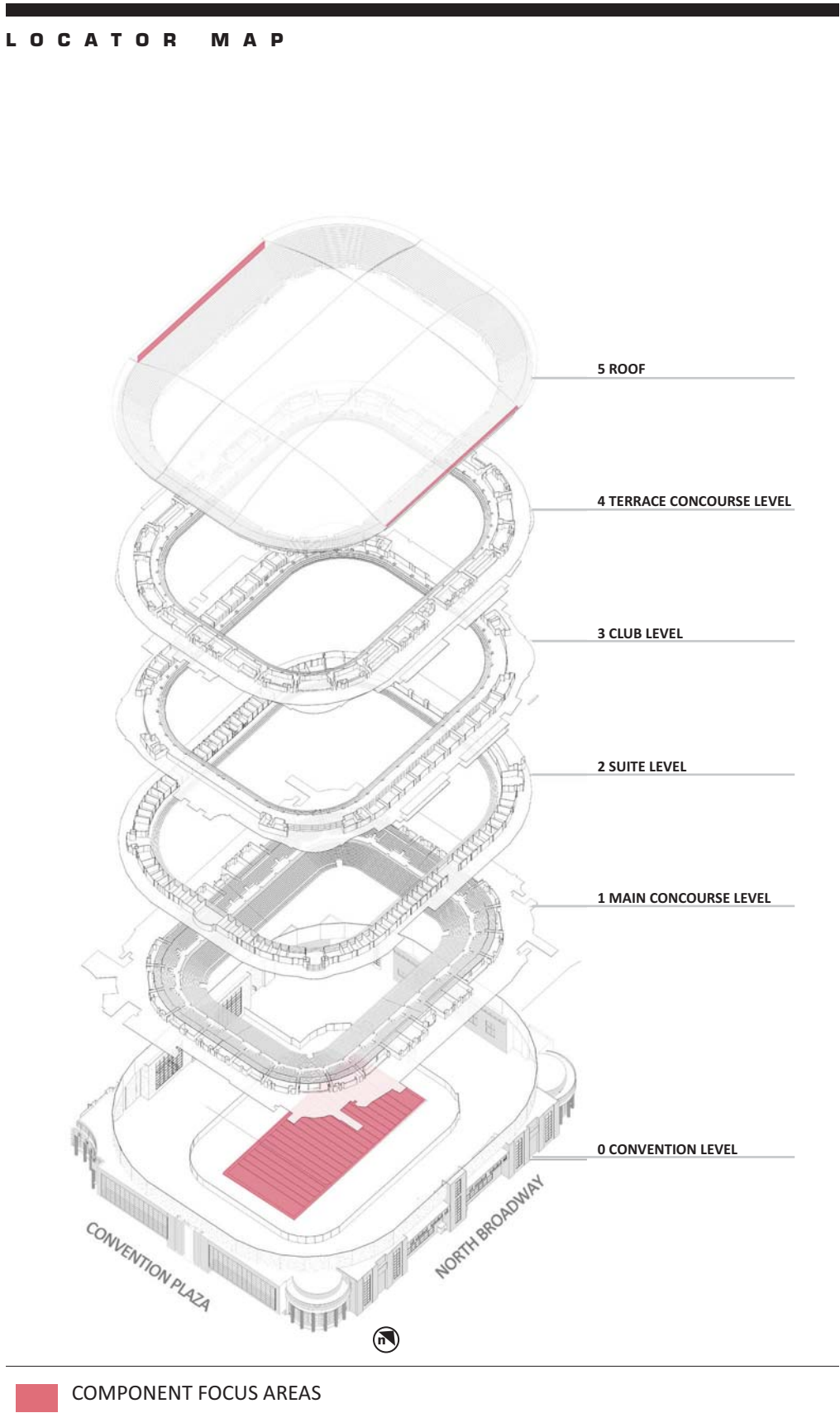
EXISTING SEATING CAPACITY	66,744
ADDED PERMANENT SEATS	1,164
(SEE COMPONENT 1.1.1.b)	
SUBTOTAL SEATING CAPACITY	67,908
NEW TEMPORARY SEATS	2,644
TOTAL SEATING CAPACITY	70,552

TEMPORARY SEATING AT CROSS AISLES PLAN (SUPERBOWL SEATING CAPACITY)



SUMMARY of COMPONENT 1.1.1.c: Stadium Seating	
FEATURES:	RELEVANT DATA:
SEATING OPTIMUM SIGHT LINES 33” TREADS 19” SEAT WIDTHS PLASTIC SEATS / BACKS 24 SEATS PER ROW RISER-MOUNTED SEATS CHAIR-BACK DRINK HOLDERS TELESCOPIC SEATING AT FIRST 14 ROWS	<ul style="list-style-type: none">67,908 PERMANENT SEATING CAPACITY70,552 SUPERBOWL SEATING CAPACITYOVER 38,000 HOTEL ROOMS AVAILABLE IN THE METRO AREA TO SUPERBOWL ATTENDEES (NFL MINIMUM IS 24,500)

COMPONENT 1.1.1 (d)



Stadium and Playing Field Lighting and Sound and Communication Systems

CVC is proposing improvements to the quality of these systems through upgrades and/or replacements as described below.

Circulation Zone Lighting

CVC is proposing improvements to concourse, sideline club and suite level lighting as noted in 1.1.1 (a), 1.1.1 (b) and 1.1.1 (h). CVC will also replace the concourse light fixtures with energy-efficient and more attractive fixtures.

Ambient Lighting

In addition to the natural light flowing from the glass at the existing entrances and concourses, the last round of improvements added natural light at the north end zone, and the windows were covered with operable shades to create blackouts for non-Rams’ events. CVC is proposing to further brighten the seating bowl through the introduction of clerestory natural light. A glass clerestory added to the top of the seating bowl on the east and west sides will bring additional light into the bowl from two sides of the Dome. Operable shades provide blackout capability when desired for Rams’ games or other stadium events.

The proposed expansion, as described in 1.1.1 (b), would also provide significant natural light and exterior views via the openings created between the new club level lounges and the seating bowl at the Suite and Club Levels.

Sound

The proposed sound system will be a Meyer Sound Laboratories system or a system consisting of Harman products which includes Crown, JBL, and BSS. The speakers will be configured in a Distributed Line Array System to provide more controllable audio distribution and provide more comprehensive coverage than the existing system. The more precise aiming along with an advanced Digital Signal Processing (DSP) and audio control system will enable the fine tuning of the system for optimum performance.

The audio system will be expected to be able to cover the entire dome bowl area including the field and sideline (floor area when field not deployed), the seating areas, and all walkways and adjacent areas within the bowl. The audio system will also be required to be provide for sound reinforcement zoning, allowing for select areas to be utilized for different functions: NCAA Basketball, Monster Jam, Supercross, corporate events and similar functions. All speakers will be connected to hoist systems that will allow for easy access for repair or modifications once they are installed.

The corridors will be zoned with a minimum of four zones per level to allow control of specific areas.

The underdeck speaker system installed in 2005 is the most reliable and most intelligible portion of the current audio system. The speakers and wiring for this portion of the sound system will be maintained; however, the amplification and DSP will be replaced.

Communications

The distributed television system in the Dome is a trunk and tap system using hardline cable and inline amplifiers. The local cable company, Charter, provides the signal to the Dome. In addition to television signals from the cable company, the system also includes 14 channels from DirecTV, two in-house channels and two standard definition channels. Virtually all of the televisions in the facility have been updated to flat panel high definition units.

The broadcast cable system consists of triax, coax and audio cable game broadcasts. Cabling is provided from the television truck parking in the facility truck dock to various camera locations in the seating bowl. The cable system is original from the initial installation and does not include fiber optic cable. The broadcast system will be upgraded with fiber optic cable to be state-of-the-art for NFL broadcast needs. The in-house video production system was replaced with a state-of-the-art high definition system in 2009.

Tele/Data Structured Cabling and Data Network

The systems will be upgraded with a more robust backbone, with the addition of 24 strands of single mode fiber and 24 strands of multi-mode fiber optic cabling between the MDF and IDF’s. The system will be capable of carrying improvements such as IPTV, building automation systems and IP surveillance cameras and an increase to building data networks. Additionally the system will allow CVC to converge networks including house audio, distributed TV, & telephone systems which currently operate independently. This improvement, which will require substantial modification and additions to the fiber optic cabling system in the Dome, will provide faster service in all of these areas as well as digital CCTV capabilities.

PROPOSED IMPROVEMENTS: AMBIENT LIGHT AT BOWL



COMPONENT 1.1.1 (e)

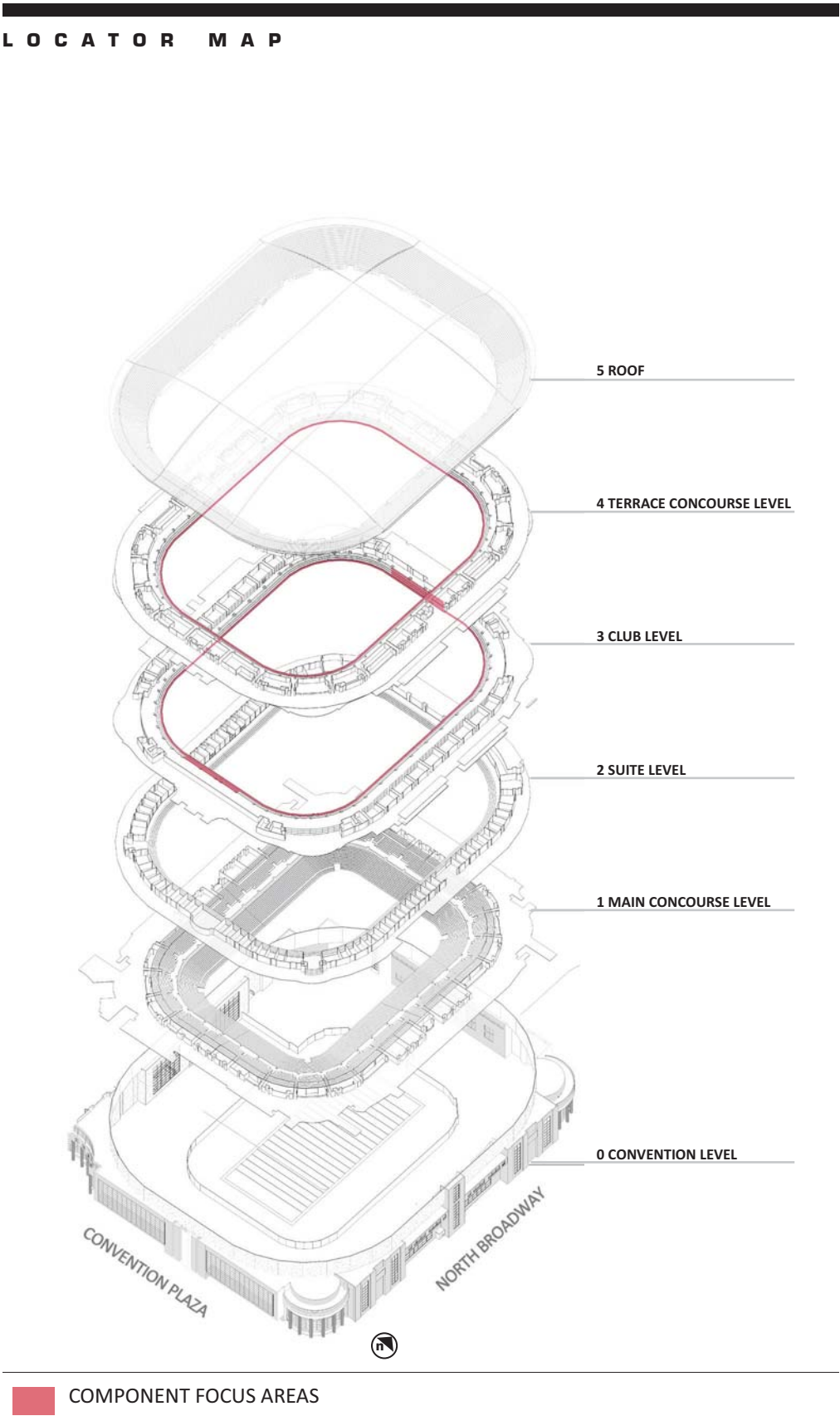
Stadium Scoreboards, Computer Systems, Videoboards, Video Systems and Other Communication Media (whether presently known or unknown).

CVC is proposing significant improvements to the scoreboards.

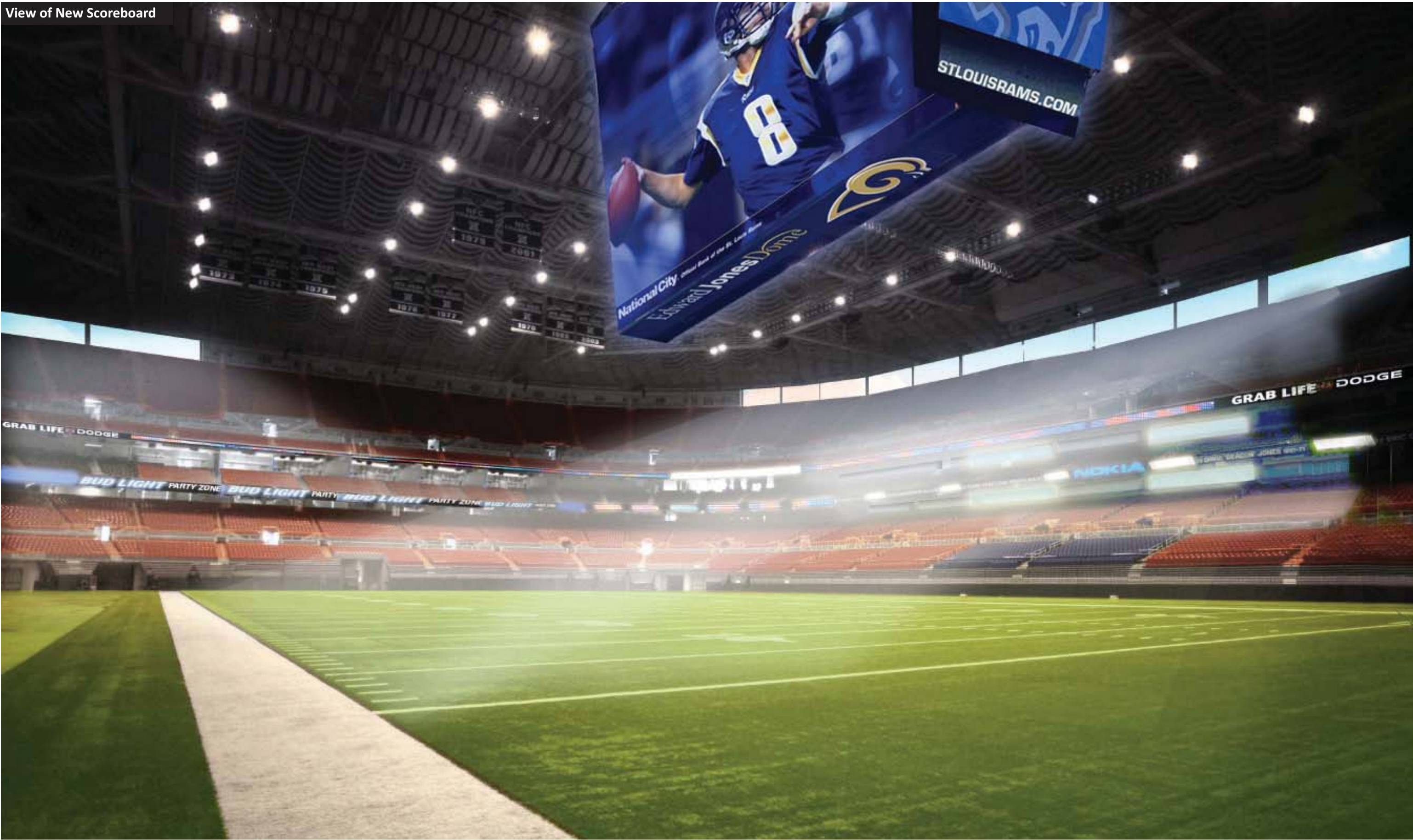
As previously noted, the CVC installed 1,059 linear feet of new ribbon boards in the Dome as part of the improvements completed in 2009. Flat screen high-definition televisions were added to the suites, the club areas and on the concourses. The exterior marquees in Baer Plaza and at Convention Plaza and Washington Avenue were replaced in 2009 with the latest technology.

The CVC installed two new Daktronics scoreboards in 2009. While the technology is up-to-date, the size of the scoreboards was dictated by the available space in the end zones. As part of this plan, CVC would replace these scoreboards with a center hung, four-sided scoreboard. The scoreboard would measure approximately 96'-0" wide and 27'-0" high on the east and west sides and 48'-0" wide and 15'-0" high on the north and south sides. This new, high-definition scoreboard will enhance the view of the field action and provide a dynamic, exciting football experience for the fans. The NFL minimum required vertical clearance for the scoreboard is 85'-0". CVC is proposing to provide vertical clearance of 95'-0" (from the bottom of the board to the field) in order to avoid any disruption to the game.

In addition, as previously mentioned, each suite will receive its own 'scoreboard' television to provide patrons with private scoreboard display.



View of New Scoreboard



FEATURES:	RELEVANT DATA:
<p>VIDEO 4-SIDED CENTER-HUNG SCOREBOARD 3’-0” HIGH RIBBON BOARD CONCOURSE VIDEO TIED INTO SEATING BOWL VIDEO DISPLAY HD FORMAT DIGITAL EXTERIOR MARQUEES AT EAST SIDE OF BUILDING HD SIGNALS TO 16:9 FORMAT TELEVISIONS IPTV DIGITAL SIGNAGE INTEGRATED ACCESS CONTROL SYSTEM TO INTERFACE with VIDEO SYSTEM</p> <p>SOUND SATELLITE CLUSTER SYSTEM ADA AUDIO AVAILABLE THROUGHOUT FACILITY</p> <p>COMMUNICATIONS TELEVISIONS / BROADCASTING CAPABILITIES PER NFL SPECIFICATIONS HIGH POSITIONS AT 25 YARD LINES MIDLEVEL POSITIONS AT 25 & 50 YARD LINES BASELINE FOR STILL PHOTOGRAPHY REVERSE ANGLE CAMERA AT UPPER SEATING SLASH CAMERA AT CORNERS & REAR LOWER BOWL END ZONE CAMERA HIGH END ZONE CAMERA AT TOP OF UPPER SEATING SKY CAM CONNECTION POINTS TIE-IN FOR BLIMP CHASER</p> <p>TECHNOLOGY CONVERGED NETWORK WITH HOUSE AUDIO, DISTRIBUTED TELEVISION & BUILDING AUTOMATION SYSTEM</p>	<ul style="list-style-type: none">• (1) 4-SIDED CENTER-HUNG SCOREBOARD<ul style="list-style-type: none">- (2) 96’-0”W x 27’-0”H DISPLAYS- (2) 48’-0”W x 15’-0”H DISPLAYS• (125) ‘SCOREBOARD’ TELEVISIONS AT SUITES (See Component 1.1.1.b)• 1,059 LINEAR FEET OF RIBBON BOARD

COMPONENT 1.1.1 (f)

Advertising Infrastructure In, On and Around the Facility, Including Exterior Marquees as defined in Annex 2.

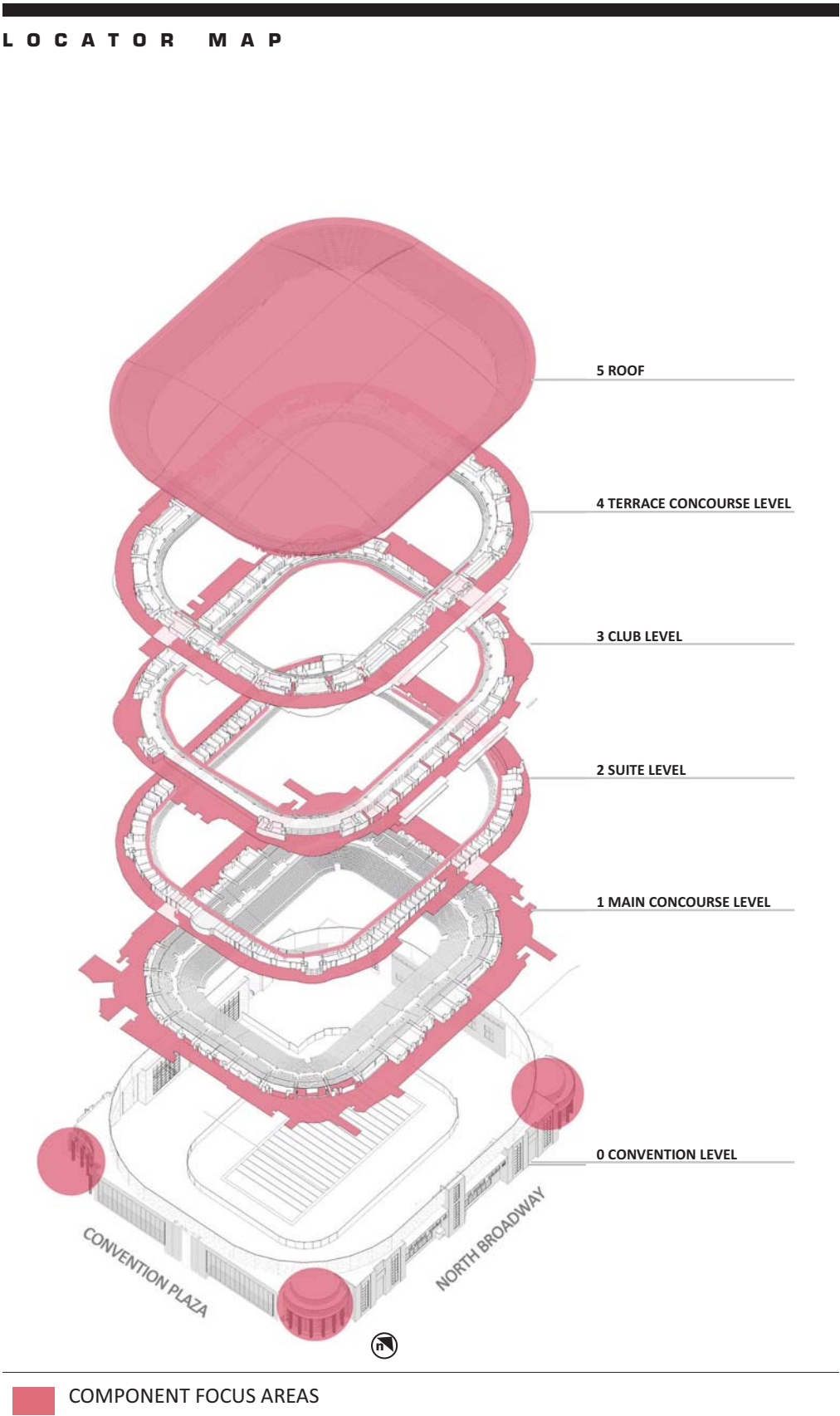
CVC is proposing to improve the quality and quantity of the advertising infrastructure.

In 2009, CVC replaced the Exterior Marquee technology for the I-70, Convention Plaza and Washington Avenue marquees, enhancing advertising opportunities to the external audience. The new scoreboards and ribbon boards vastly improved advertising within the Dome. In addition, CVC allowed the Rams to install Ping HD Boards for advertising throughout the concourses as well as ad panels in the lavatories.

Under the Amended Lease, the Rams control the sale of the advertising and sponsorships at the Dome. Thus, while CVC does not control this aspect of the Facilities, it believes that the concourses would be greatly enhanced through a plan for more consistent advertising and branding within the Dome.

CVC is proposing to upgrade the advertising infrastructure by replacing the vomitory and sponsor signage on the concourses, which are currently backlit boxes. CVC would replace these with flat screen monitors to provide greater sponsor activation and guest experience. The new monitors have a more contemporary look and will allow the Rams to rotate advertising messages instead of limiting each location to one advertiser.

The new courtyard, described in Component 1.1.1 (b), will also provide additional advertising and/or sponsorship opportunities.



ADVERTISING INFRASTRUCTURE

EXISTING FACILITY





The proposed advertising infrastructure will enable the Ram's to create a heightened first impression for fans at key building entry points, improved security, more efficient circulation flow, and high impact technology features within sponsor and team branded media elements.



Proposed Concourse



COMPONENT 1.1.1 (g)

Concession Facilities and Equipment and Service and Preparation Areas

CVC is proposing to improve the quality and quantity of the concession facilities.

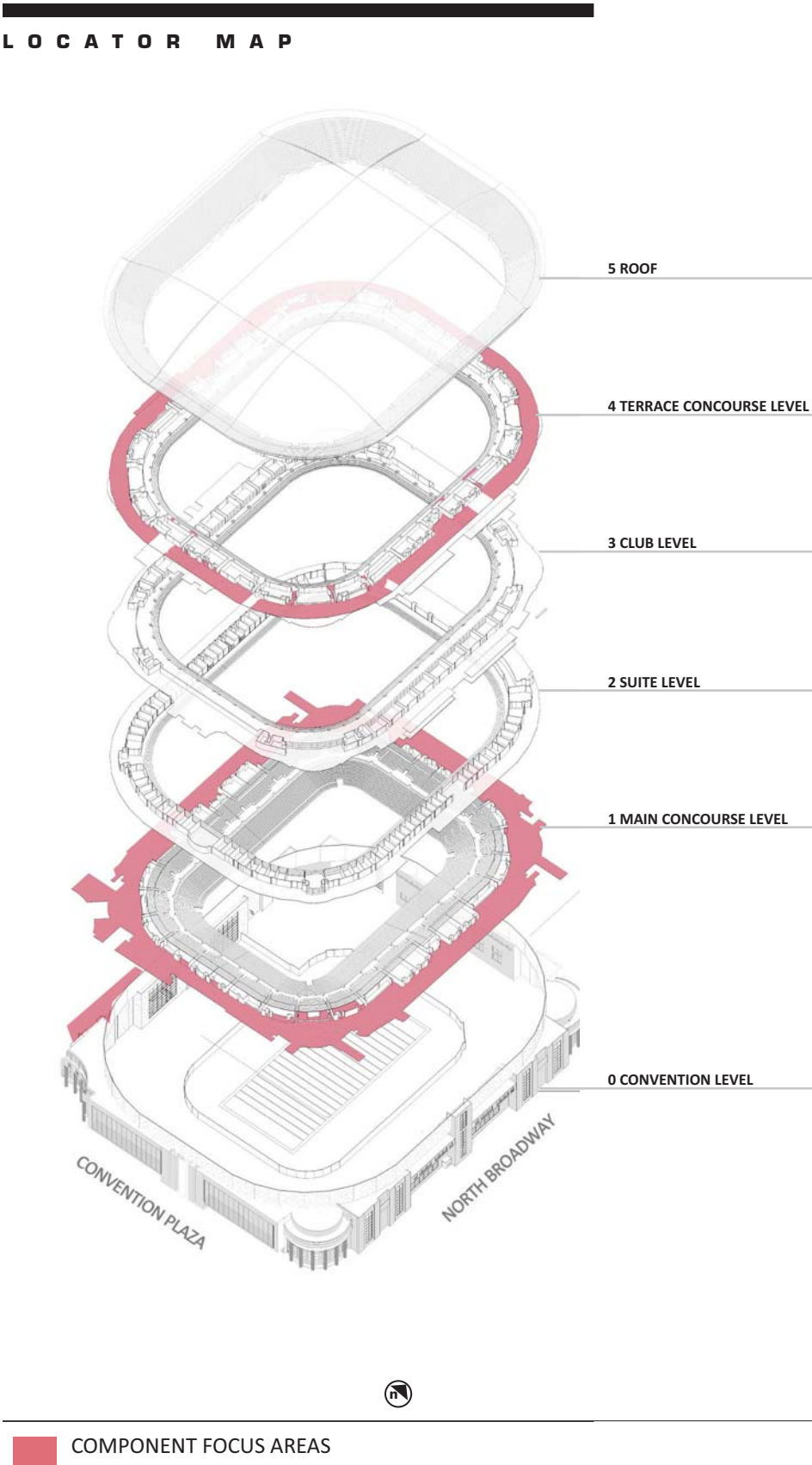
The current food service operation in the Dome includes a commissary, 24 general concession stands, three club level concessions, 136 portables, four support pantries/kitchens for the clubs and suites, one in-seat service pantry, hawker pantries, four corner club bars/buffets, Rams Club, Lumiere Place Club, Clarkson Jewelers Club, Bud Light Party Zone, press dining and the main Dome kitchen.

When the building opened in 1995 the design was state-of-the-art. For this reason, and due to further recent renovations, many of the core elements are still relevant and are seen in newer sports venues today. In the past several years, the following food service upgrades were performed: the addition of a 3,000 square foot kitchen and concession in the west end of the Bud Light Party Zone; new bars and furniture in the Bud Light Party Zone, construction of the Clarkson Jewelers Club to create a premium club/lounge atmosphere; renovations to the Rams Club that included opening the Club to the bowl with seating and bars and upgrading furniture and finishes; and the creation of The Legends Club (now Lumiere Place) by combining four suites into one large contemporary premium club.

Under the Amended Lease, the Rams control the selection of caterers and the terms of their contracts, which encompass the portable concession kiosks and stands. CVC believes that the Rams could require significant changes in this area to enhance the appearance of the concourses. CVC recommends consistent kiosk styles/designs to unify the aesthetic throughout the stadium. Implementing design consistency and standards for these portables will immediately eliminate the hodgepodge, cluttered appearance of the concourses created by the existing kiosks. In addition, this streamlined appearance will help wayfinding.

CVC is proposing to update the permanent concession fronts to present a more professional, harmonious appearance and to provide increased cooking options. CVC’s plan would also remodel the main Dome kitchen, including the addition of significant equipment for cooking and cold storage. Finally, CVC is proposing to add to and upgrade equipment in the Rams’ Club kitchen.

As part of this plan, CVC proposes to add fixed points of sale in the proposed building addition resulting in 446 total fixed points of sale, plus portables.



EXISTING STADIUM



NEW/NEWLY RENOVATED FACILITIES

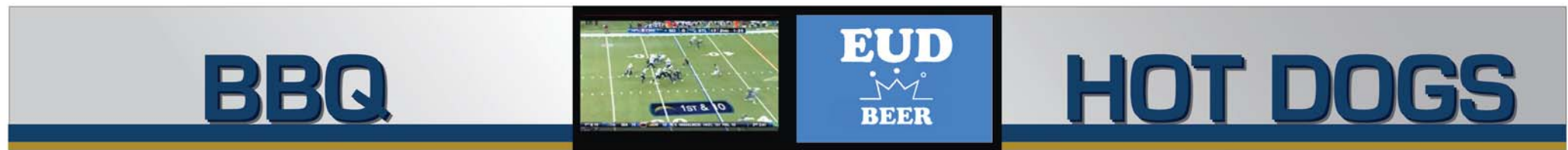


CONCESSIONS & KIOSKS

OPPORTUNITIES FOR IMPROVEMENT:

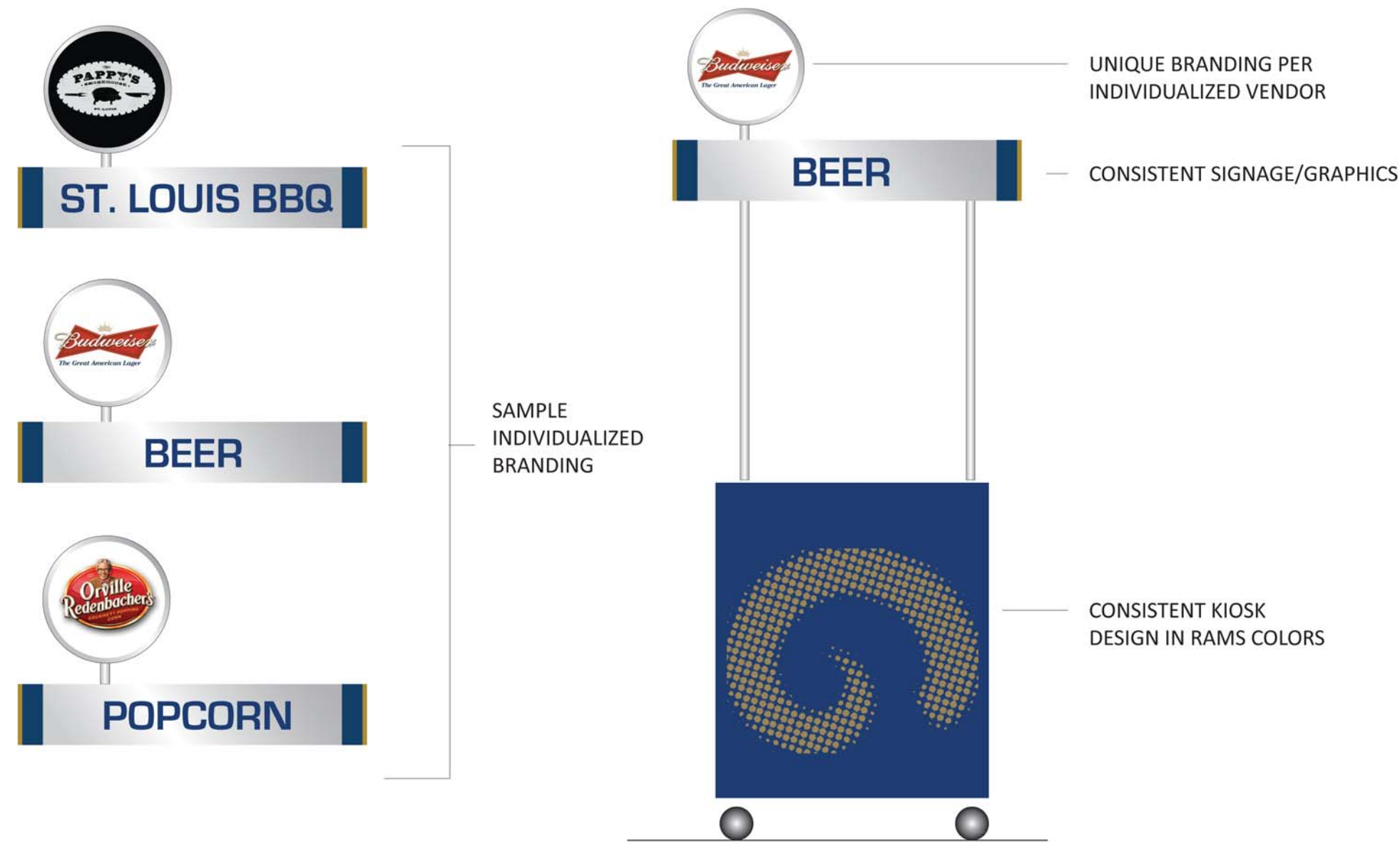
- Simplify portable, modular cart/kiosk designs, eliminate clutter from concourses
- Create sponsorship design standards to unify the concourses and brand the facility
- Provide networked flatscreens for premium displays/advertising
- Utilize team colors throughout space to create identity and brand the facility

PROPOSED CONCESSIONS SIGNAGE DESIGN STANDARDS



FLAT SCREENS - MENU LISTINGS & LIVE GAME COVERAGE

KIOSK DESIGN



Proposed View at Main Concourse



SUMMARY of COMPONENT 1.1.1.g: Concession Facilities, Equipment, Service and Preparation Areas

FEATURES:	RELEVANT DATA:
<p>DESIGN</p> <p>INCREASED PUBLIC CONCOURSE CONCESSIONS RATIO</p> <p>INCREASED CLUB LOUNGE CONCESSIONS RATIO</p> <p>(1) CONCESSION PER QUAD CAPABLE OF GREASE COOKING AT PUBLIC CONCOURSE</p> <p>AMENITIES</p> <p>(1) RAMS PRO SHOP ON STREET AND MAIN CONCOURSE LEVELS (See Component 1.1.1.b)</p> <p>(2) MERCHANDISE STAND ON MAIN CONCOURSE</p> <p>(4) MERCHANDISE STANDS ON UPPER CONCOURSE</p> <p>(2) MERCHANDISE STANDS IN EACH CLUB LOUNGE AREA</p> <p>TECHNOLOGY</p> <p>DIGITAL CONCESSION MENU BOARDS with IPTV SYSTEM</p> <p>FLAT SCREEN HD TELEVISIONS THROUGHOUT CONCOURSE</p>	<ul style="list-style-type: none">• 446 TOTAL FIXED POINTS OF SALE• RATIO OF FIXED POINTS OF SALE TO PATRONS = 1:152

COMPONENT 1.1.1 (h)

Common Area, Entrances, Lavatories (Including without limitation concourses other than the Suite and Club level concourses, hallway lighting, first aid stations and related event patron amenities), Public Safety, Fire Alarm and Protection Areas, and Security Services, Signage, Facilities and Equipment.

CVC is proposing to improve the quality and quantity of certain items included in this component.

The proposed building addition will add concourse width to the main concourse and provide overhead protection for street-level entrants. CVC is also proposing to enhance the concourses and communal public areas through a new cohesive branding approach. The plan will feature focused, sponsor environments at key public entry points, team pageantry, a fresh approach to concession and way finding graphics, and general upgrades to lighting and finishes. The building addition will contain a new two-level team store with convenient access from the street level and main concourse.

Entry to the Dome is key to fan experience. With over 90 entry doors into the facility, the egress of the Dome meets current code. CVC’s plan will create a heightened first impression for fans at critical building entry points and will improve security and circulation flow. Currently, fans experience congestion due to the NFL pat down or wand requirements which change with each season. These requirements, combined with the limited queuing space due to the busy road system that surrounds the entrances to the Dome, cause congestion for fans entering on game day.

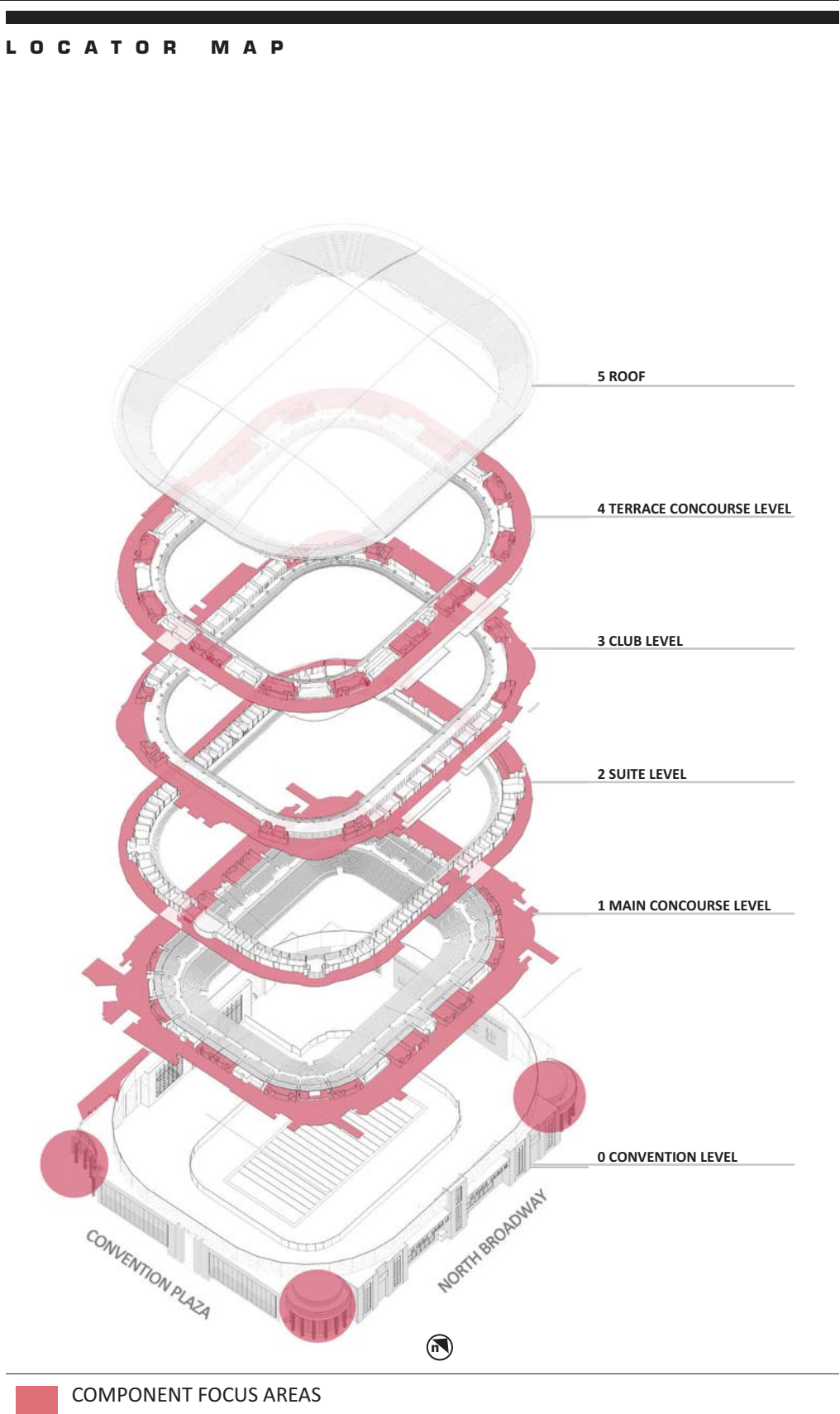
To eliminate the congestion and create a safe environment in which to queue and enter the building, CVC is proposing to install removable bollards at three points in the roadway, on Cole at Broadway, on Broadway at Cole and on Broadway at Convention Plaza. This would turn Broadway into a pedestrian plaza and provide safe and plentiful space for queuing without harm from vehicles. The ‘Broadway Mall’ created on game days will link the Dome to Baer Plaza, which could be improved with landscaping and similar amenities, providing a safe pedestrian area for pre-game festivities. Potential improvements could include “Walk of Fame” sidewalk plaques or statues of Rams’ players.

Once inside the facility, the common areas will receive a ‘face-lift’, through the use of graphic elements at all four entries and along the concourses. Media boards for adaptable messages will also provide additional advertising opportunities.

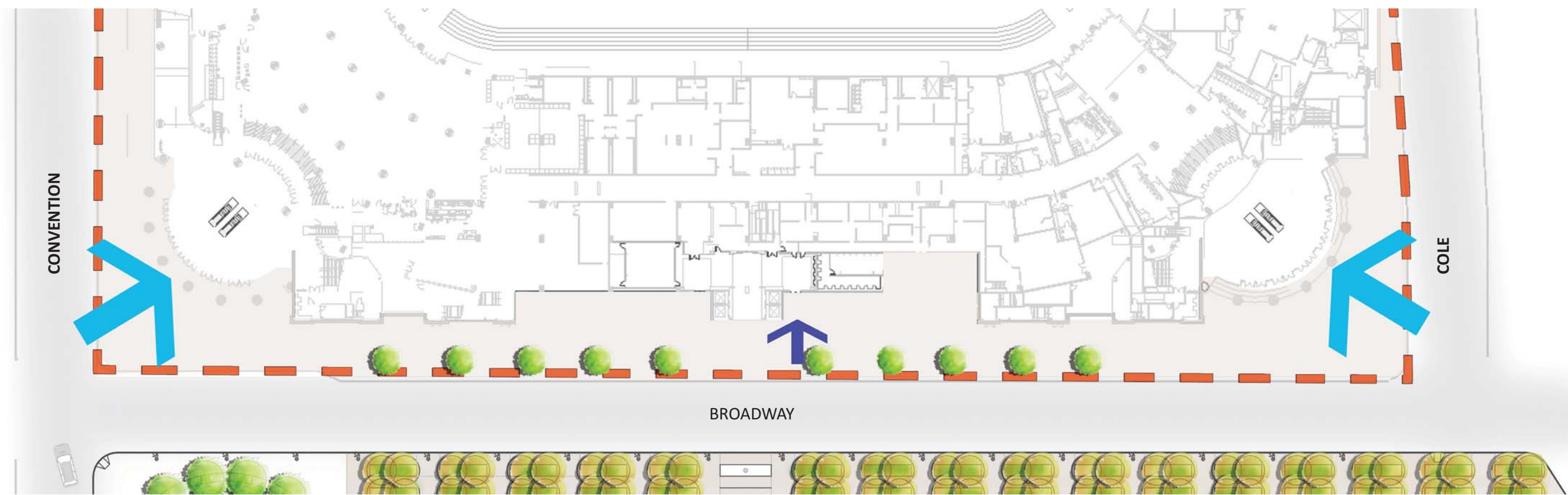
The vertical stairs at the Dome entries provide opportunities for improved graphics to enrich the fan experience. Large, colorful surface-applied wall treatments and enhanced lighting will make these entry and exit zones more attractive. Directing fans toward these five main stair towers and landings will improve ingress and egress and overall circulation.

Adding lighting and upgraded finishes will create a brighter and more colorful atmosphere and create opportunities for fan gathering zones in under utilized concourse areas. In addition, the lavatories will receive upgrades to finishes and will be reconfigured to provide additional fixtures. Combined with the improvements planned for concessions fronts, the facility will have a more attractive, visually dynamic presentation. The new graphics and design will draw upon the team identity and local iconography.

Currently, the facility is operating on original building management system (BMS) technology and security systems. As part of this plan, CVC will replace the analog platform security system with an IP driven system with flat screen monitors, digital records, multiplexers and a mix of high-definition cameras.



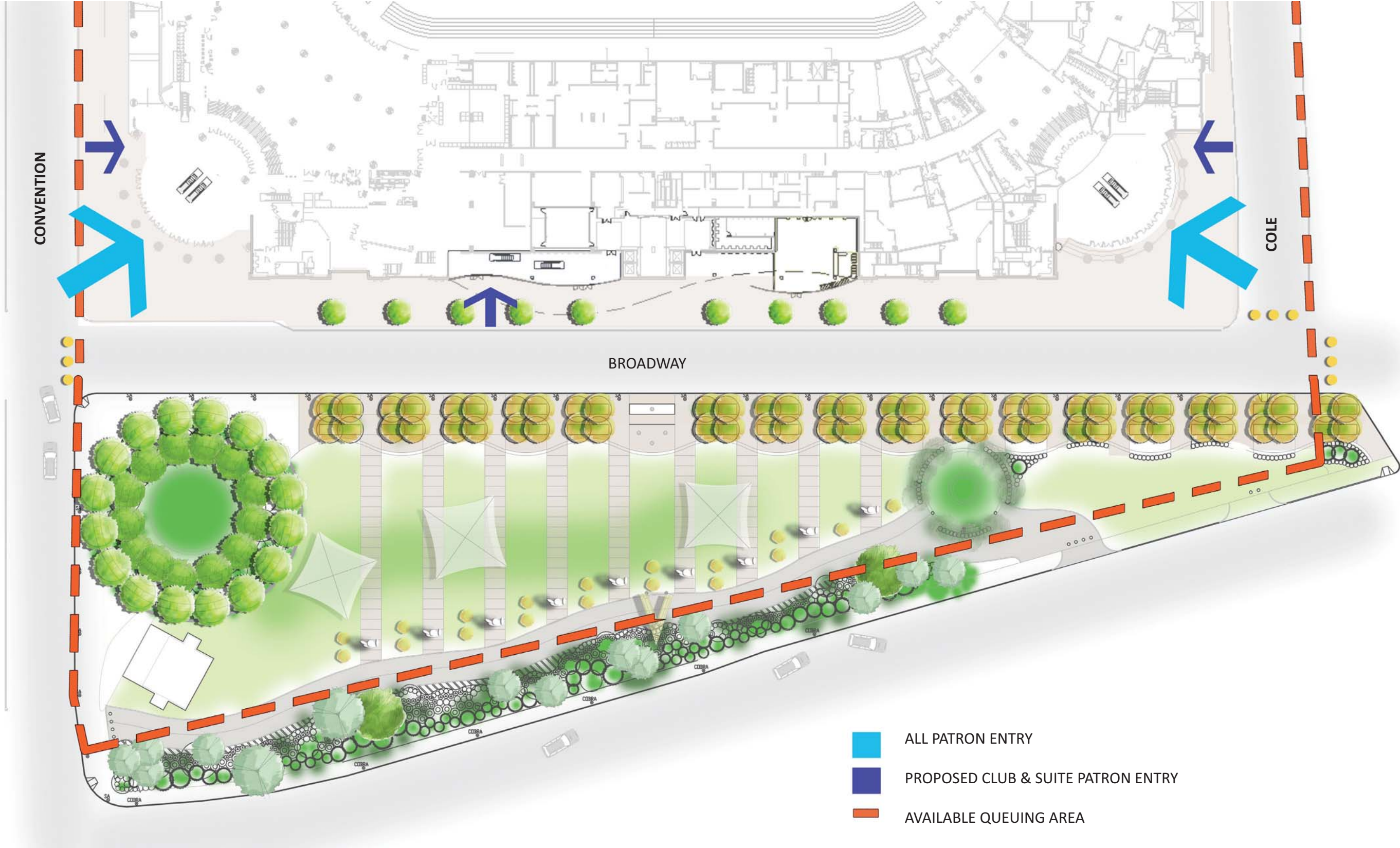
EXISTING QUEUING SITE PLAN AT BROADWAY



EXISTING SITE PLAN

- ALL PATRON ENTRY
- EXISTING CLUB & SUITE PATRON ENTRY
- AVAILABLE QUEUING AREA

PROPOSED QUEUING SITE PLAN AT BROADWAY



PROPOSED SITE PLAN



WAYFINDING SIGNAGE

EXISTING FACILITY



NEW / NEWLY RENOVATED FACILITIES



PROPOSED WAYFINDING SIGNAGE



PROPOSED WAYFINDING SIGNAGE

Proposed View at Escalator Access



TEAM PAGEANTRY

EXISTING FACILITY

Existing St. Louis Circulation



NEW/NEWLY RENOVATED FACILITIES

Kansas City



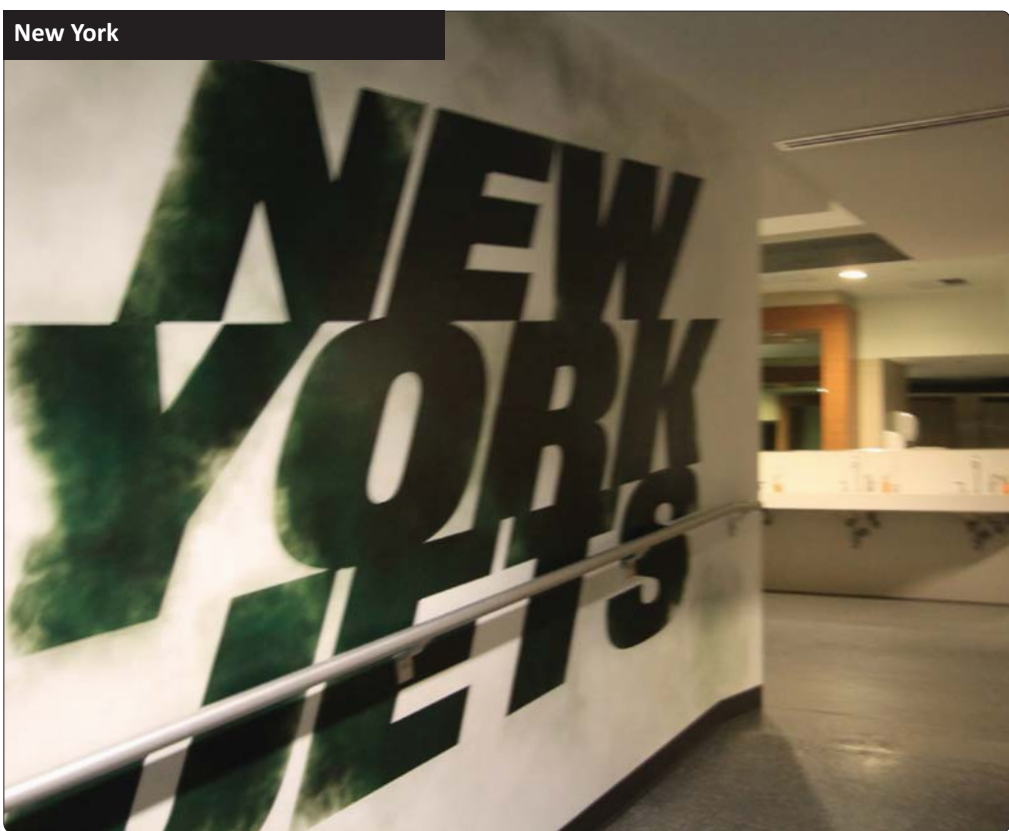
Dallas



Proposed St. Louis Circulation



New York

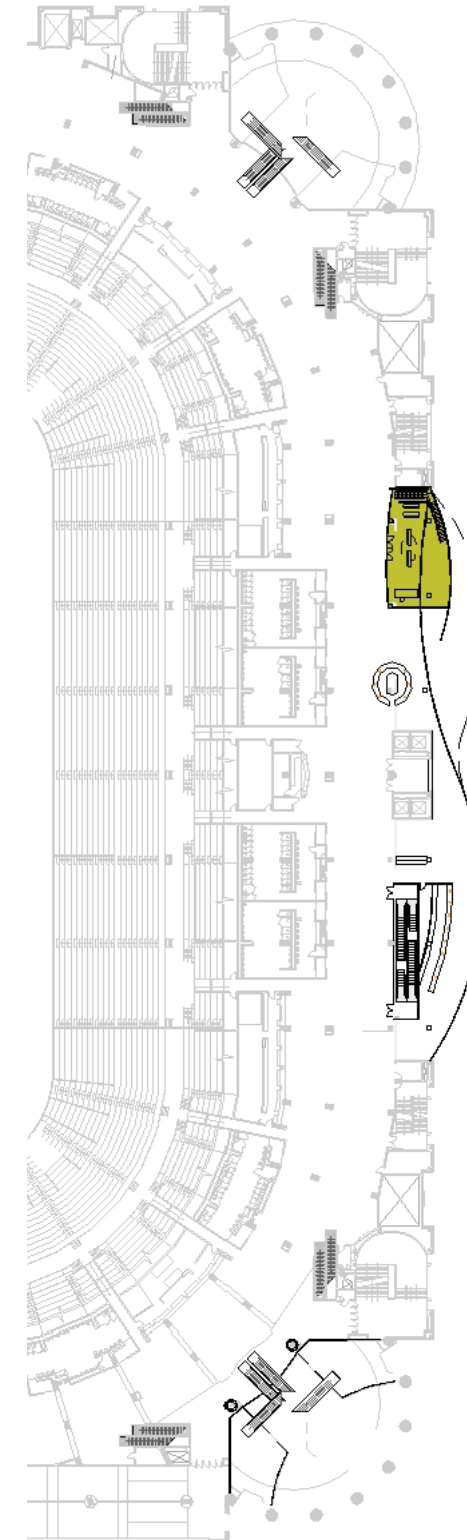
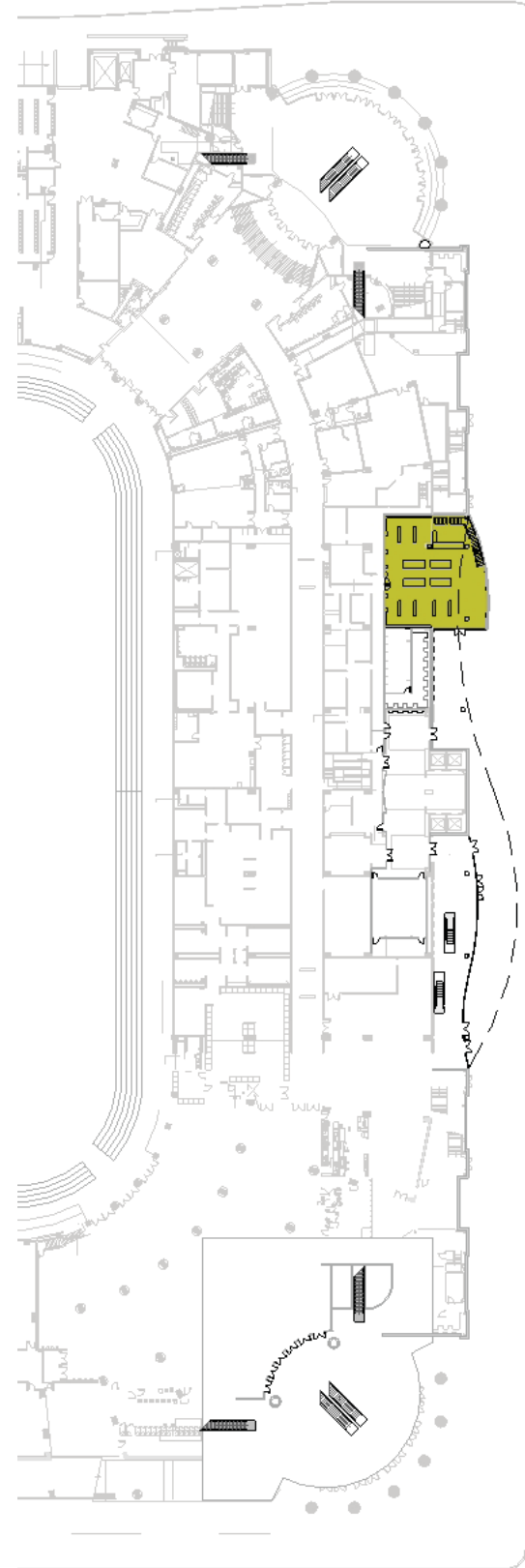


Phoenix



PROPOSED WAYFINDING SIGNAGE & TEAM PAGEANTRY





■ TEAM STORE - 5,500 SF

⬆ FLOOR PLAN - EVENT LEVEL



FLOOR PLAN - MAIN CONCOURSE LEVEL

PROPOSED TEAM STORE - EVENT LEVEL

Proposed View of Team Store



SUMMARY of COMPONENT 1.1.1.h: Common Areas, Entrances, Lavatories, Public Safety, Fire Alarm and Protection Areas, and Security Services, Signage, Facilities and Equipment

FEATURES:	RELEVANT DATA:
<p>DESIGN CONCOURSE WIDTHS RANGE FROM 28’-0” to 75’-0” TEAM GRAPHICS THROUGHOUT</p> <p>AMENITIES PERMANENT 2-STORY TEAM STORE TEAM STORE ACCESSIBLE FOR EVENT & DAILY NON-EVENT SALES FAMILY TOILET ROOMS ENTRY DRIVE-UP / DROP-OFF</p> <p>TECHNOLOGY IP-BASED CAMERA VIDEO SURVEILLANCE with LOW LIGHT CAPABILITIES</p> <p>INFRASTRUCTURE UTILITY PROVISIONS FOR PORTABLE KIOSKS CONVENIENCE POWER OUTLETS PERIMETER SECURITY</p>	<ul style="list-style-type: none">• 1,113 TOTAL RESTROOM FIXTURES• 1:61 RESTROOM TO PATRON RATIO• 5,500 SQUARE FOOT, 2-LEVEL PERMANENT TEAM STORE

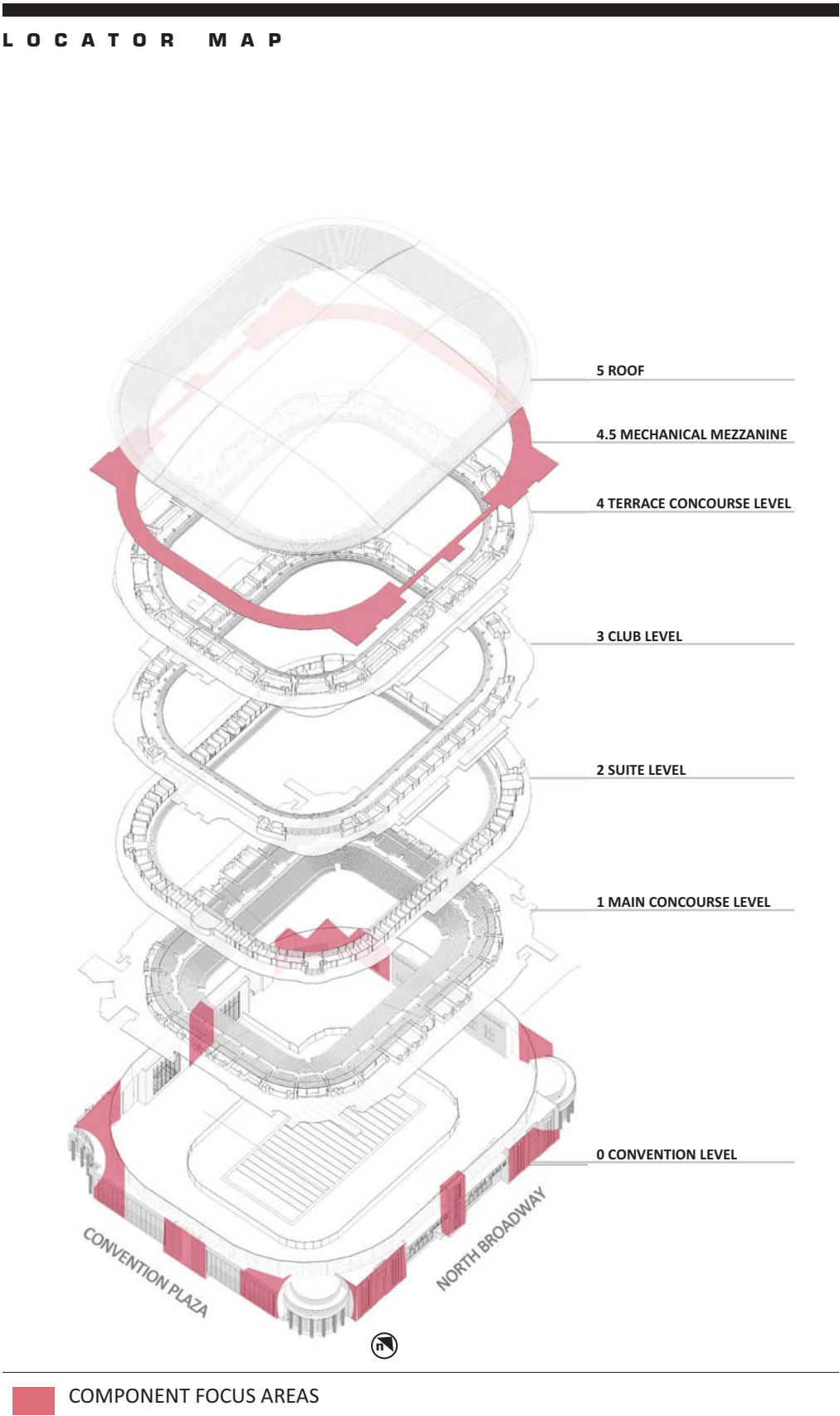
COMPONENT 1.1.1 (i)

Facilities support equipment (including without limitation turnstiles, maintenance equipment), Facilities vertical transportation (including without limitation event patron elevators, service elevators, VIP elevators, escalators, ramps, etc.), mechanical, electrical, plumbing, HVAC and related equipment and systems.

There are currently 32 escalators in the Dome, and all have been recently retrofitted, including adding side brushes for safety. Given CVC’s robust preventive maintenance program, these systems should last 30 years before a major overhaul is necessary. As referenced in Component 1.1.1(b), CVC proposes to install thirty new escalators at the existing entrances and in the building addition, bringing the total escalators to sixty-two. Fourteen of those escalators will be designated for the club and suite holders and will take those patrons directly to the Club and Suite levels. These new escalators will substantially improve vertical circulation on game day. Broadway Central elevators can be utilized for V.I.P. guests, the press, food service personnel and disabled patrons only.

As previously stated, the Rams control the contracts with caterers for the Dome food service. The Dome is unique in that the Rams have two food service operators who share kitchen and preparation space and there is some overlap on areas of responsibilities. The main Dome kitchen is shared by both operators. Because of the crossover in types of service, there is built-in competition rather than a cohesive food service program for the club and suite levels. This also makes it difficult to maximize the efficiencies of the food services facilities on the upper levels and causes conflicts for use of the elevators, which would otherwise be adequate. CVC believes that contracting with one vendor would alleviate all of these problems and lead to enhanced food service for the Rams’ fans.

The HVAC, Building Automation System, Chilled Water Plant, Hot Water Systems, plumbing systems and electrical distribution systems for the Dome have all been evaluated and determined to be in good working condition with one exception; the hot water systems need to be refurbished and that work is proposed as part of this plan.



EXISTING STADIUM ENTRY CONDITIONS

View at Entrance - Exterior



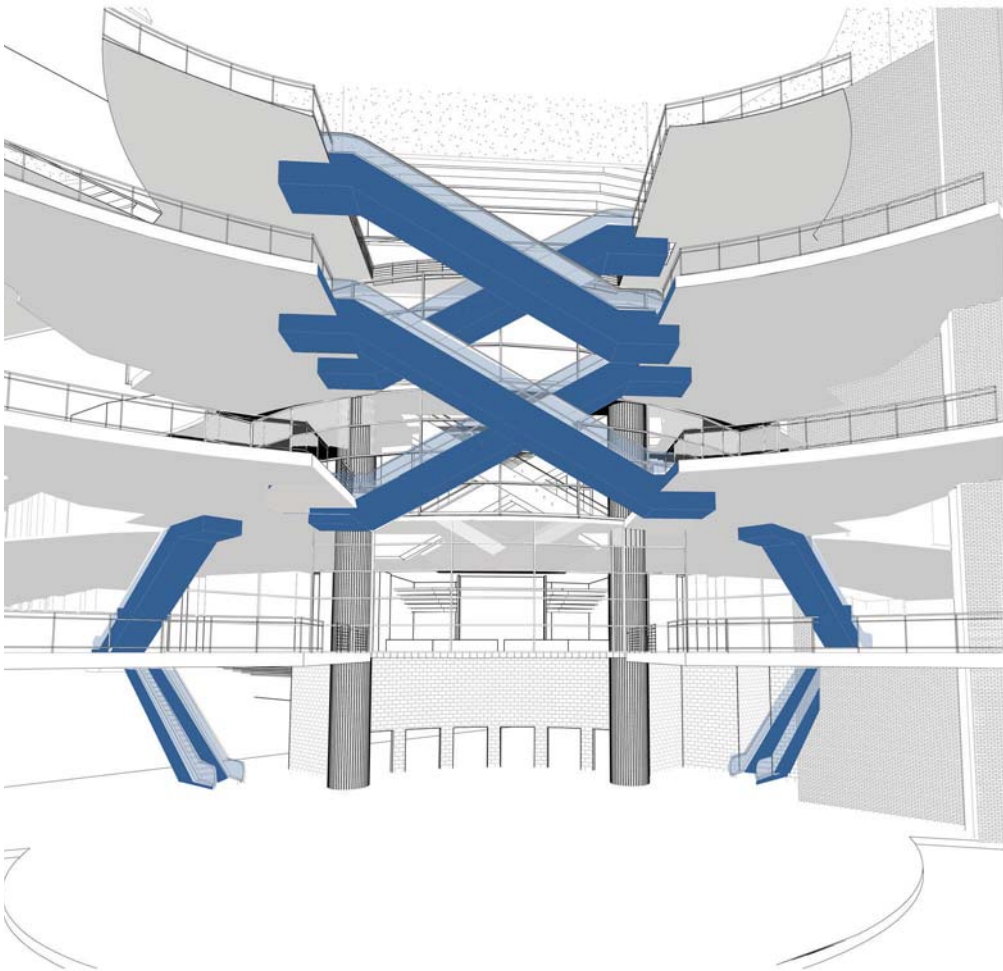
View at Entrance - Interior



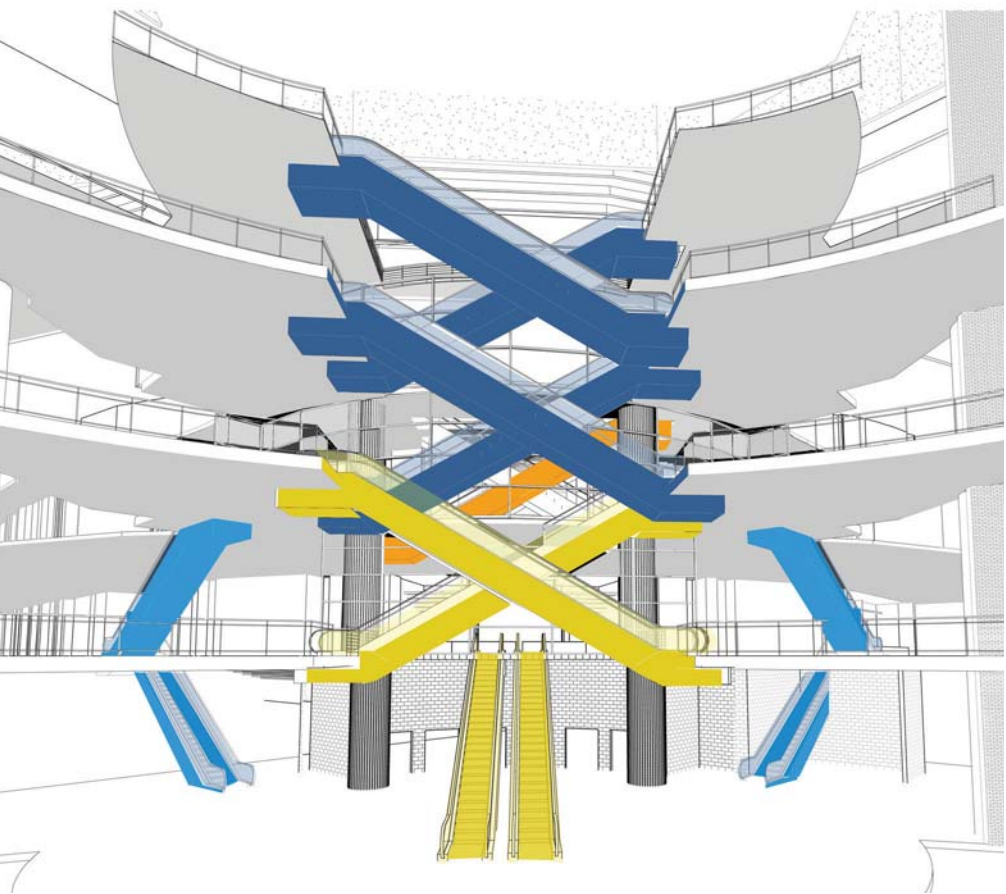
EXISTING ENTRY CONDITIONS

As previously noted, CVC will provide additional escalators at each entry to improve the flow of patrons after they enter the Dome. The plans below show this concept at the South Broadway Entrance. A similar application is proposed for each of the other (3) existing corner entries.

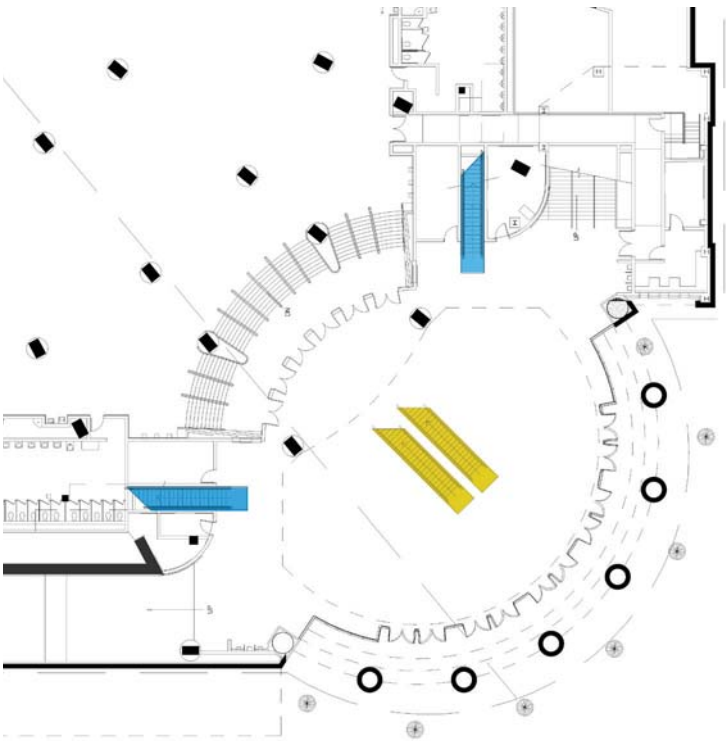
Existing View at Entrance



Proposed View at Entrance



Proposed Floor Plans - South Entrance



LEVEL 0 - EVENT LEVEL

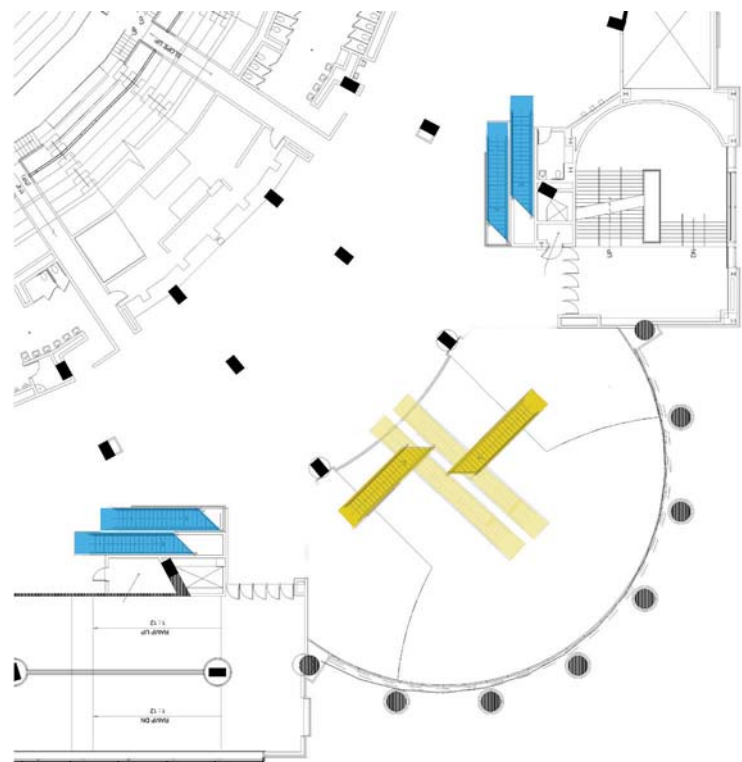
SOUTH BROADWAY ENTRANCE PLAN



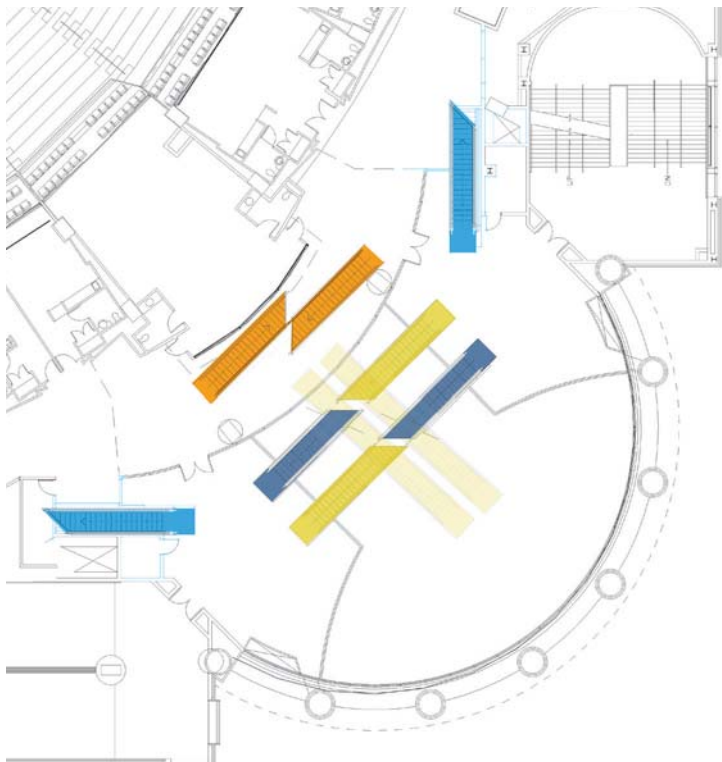
- EXISTING ESCALATORS - ALL PATRONS
- EXISTING ESCALATORS TO BE DEDICATED FOR CLUB & SUITE PATRONS
- NEW ESCALATORS - ALL PATRONS
- NEW ESCALATORS - CLUB & SUITE PATRONS

Color shown for highlighting purposes only and is not representative of actual escalator colors.

ADDITIONAL ESCALATORS AT ENTRIES



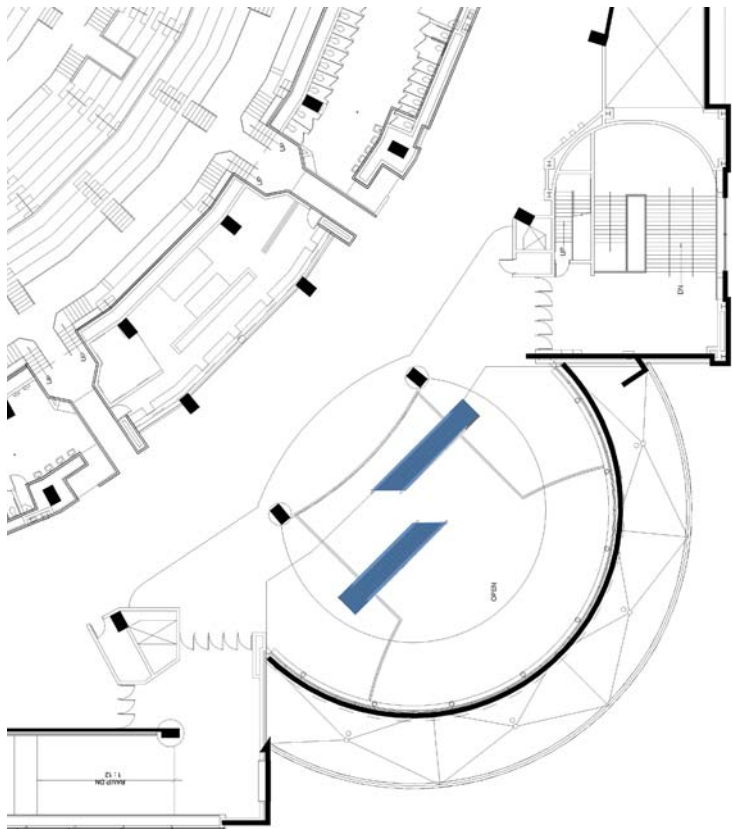
LEVEL 1- MAIN CONCOURSE



LEVEL 2- SUITE LEVEL



LEVEL 3- CLUB LEVEL



LEVEL 4- TERRACE CONCOURSE

SUMMARY of COMPONENT 1.1.1 (i): Facilities support equipment (including without limitation turnstiles, maintenance equipment), Facilities vertical transportation (including without limitation event patron elevators, service elevators, VIP elevators, escalators, ramps, etc.), mechanical, electrical, plumbing, HVAC and related equipment and systems.

RELEVANT DATA:

- 75 TURNSTILES
- 10 PASSENGER ELEVATORS
- 2 FREIGHT ELEVATORS
- 62 TOTAL ESCALATORS
 - 32 ESCALATORS FOR GENERAL TICKET HOLDERS
 - 30 ESCALATORS FOR CLUB & SUITE TICKET HOLDERS

COMPONENT 1.1.1 (j)

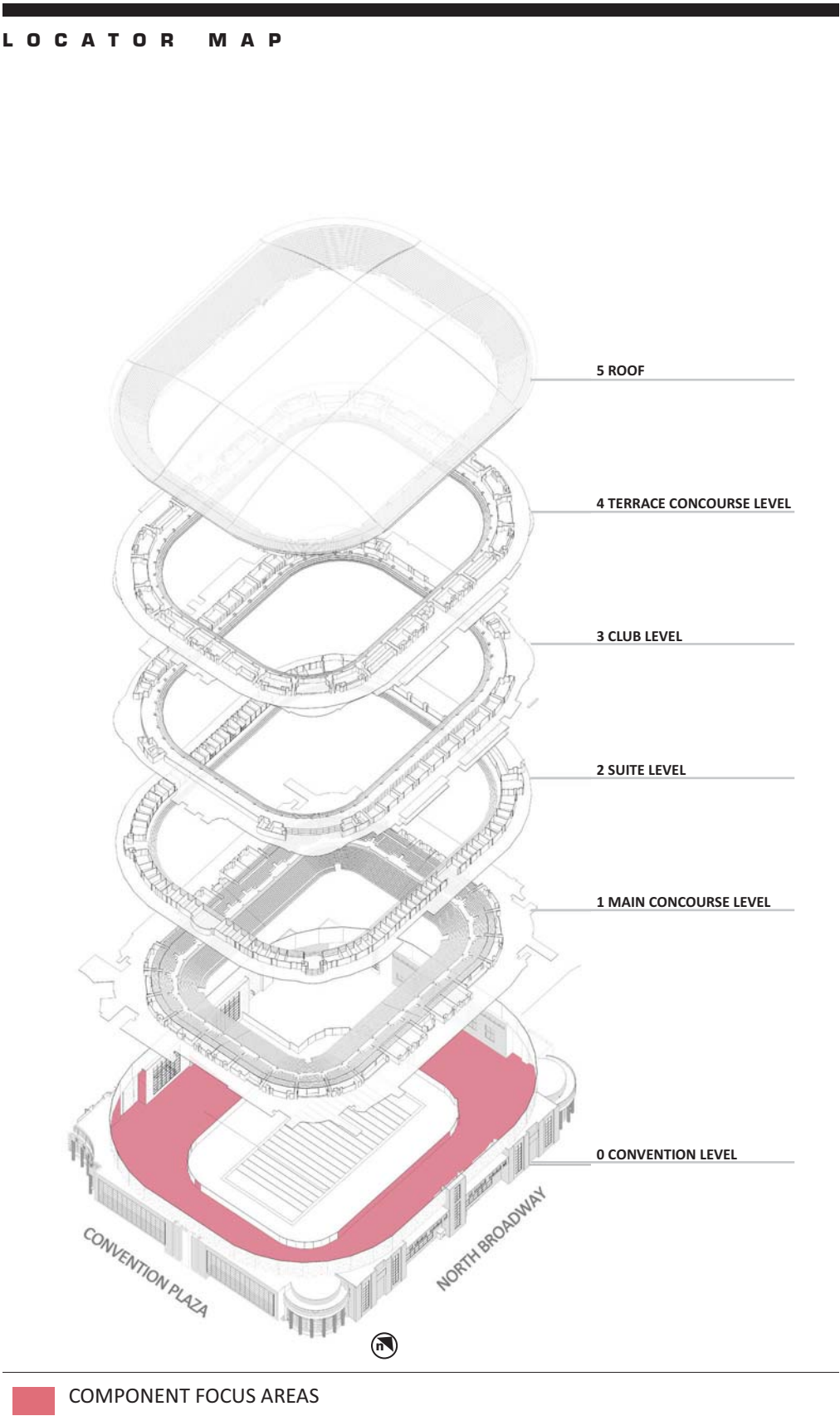
NFL Franchise Football-Related Team Facilities (including without limitation locker rooms, coaches rooms, training rooms).

CVC is proposing to improve the quality of certain items included in this component.

CVC is not proposing any improvements to the Rams’ locker rooms. In 2010, the CVC agreed to the Rams’ request to switch the location of the Rams’ Locker Room and the Visiting Team Locker Room and renovate both facilities. The Rams’ Locker Room has new millwork, logo’d carpet and chairs and the Visiting Locker Room received upgrades as well. These facilities are only used on game day, not for day-to-day operations or practice. Equipment is adequately maintained, and, in the 2011 season, a new x-ray machine was purchased.

CVC is proposing upgrades to the auxiliary locker rooms used for the Rams’ cheerleaders and officials on game day. Those improvements would include new carpeting, wall coverings, graphics and other finishes.

Additionally, CVC proposes to add surface-applied graphic wall treatments to transform the currently nondescript service corridor into a colorful, Rams’ inspired pathway leading from the newly renovated Rams’ locker room to the playing field.



EXISTING STADIUM



NEW/NEWLY RENOVATED FACILITIES



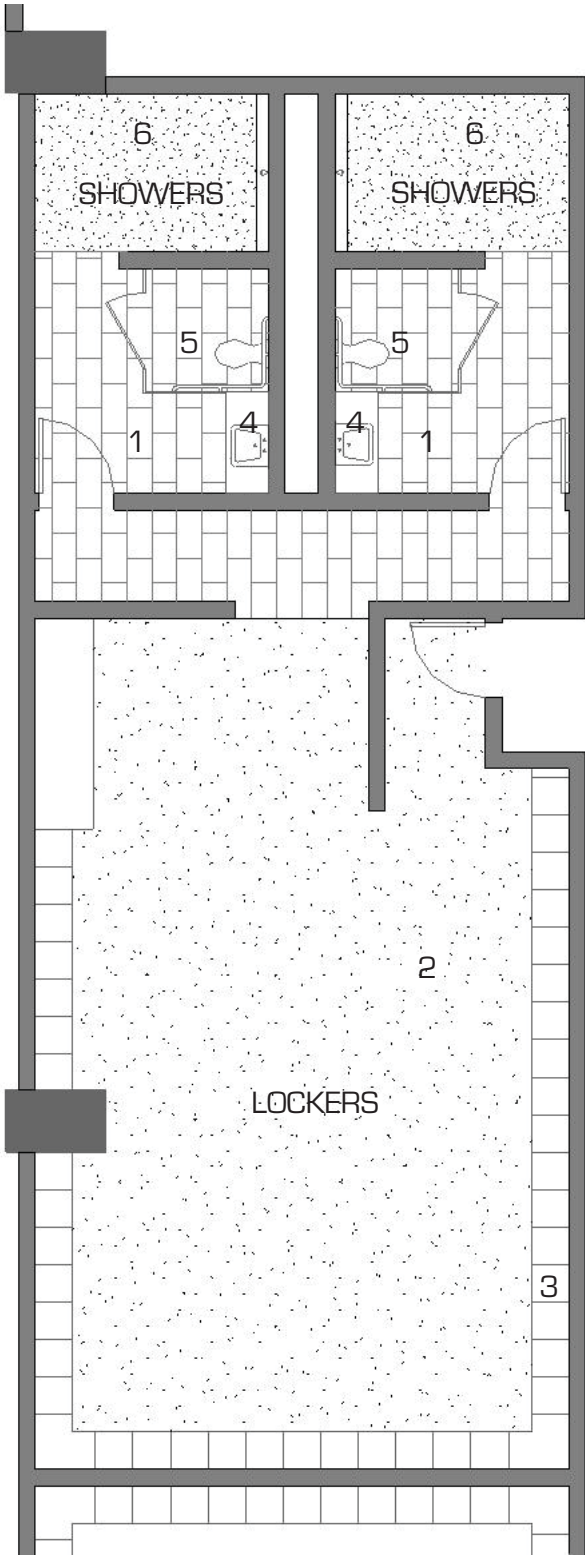


AUXILIARY LOCKER ROOMS

In general, the auxiliary locker rooms layout and function work well and will remain intact. These locker rooms will receive new, enhanced finishes, plumbing fixtures, lockers and lighting to provide an improved game day experience for cheerleaders and officials.

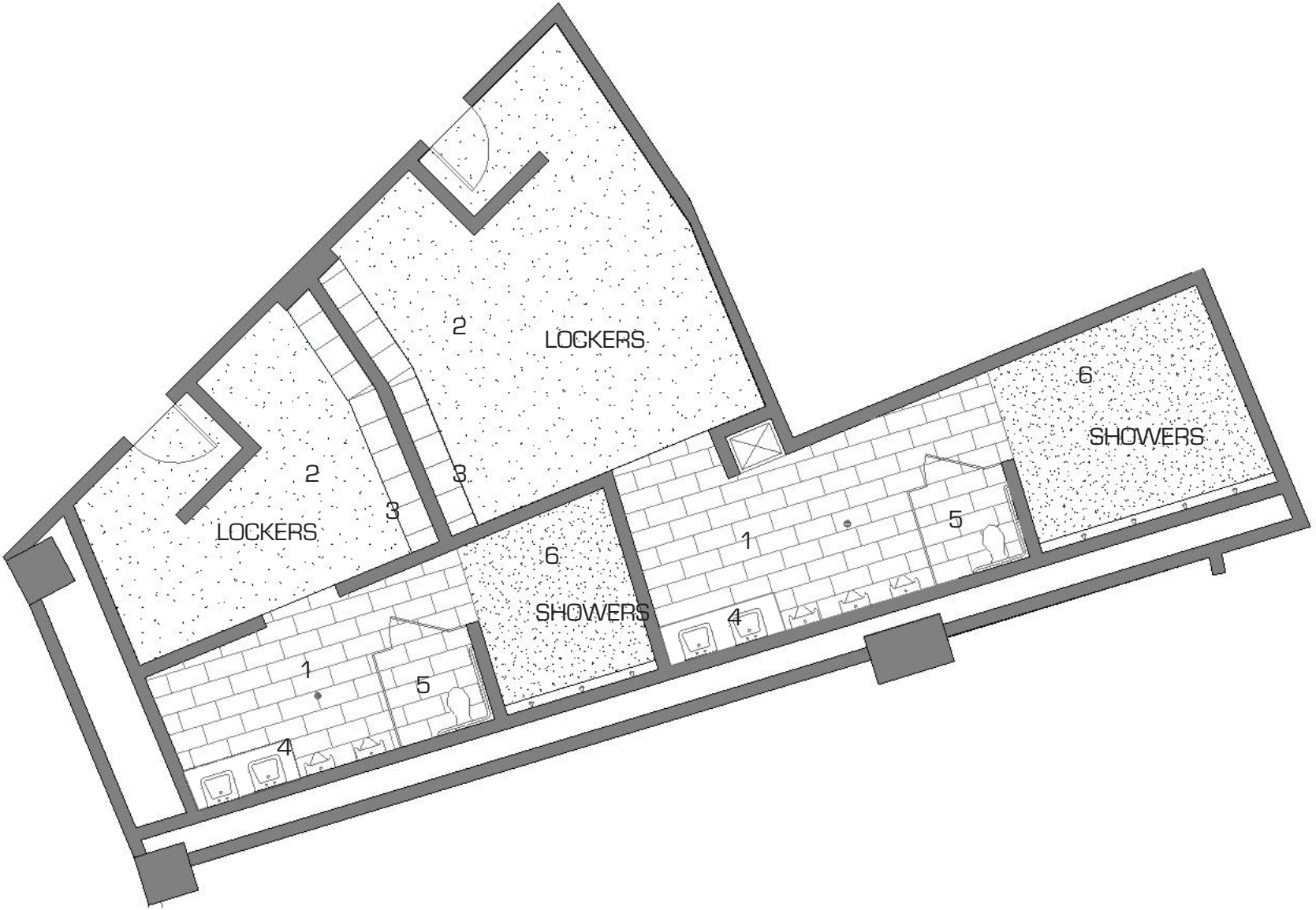
KEY:

- 1. NEW PORCELAIN TILE FLOORING
- 2. MEDIUM-GRADE CARPET TILE
- 3. NEW HIGH-PRESSURE LAMINATE LOCKERS, TRESPA OR EQ.
- 4. NEW SOLID SURFACE COUNTERTOPS
- 5. NEW LOW-FLOW PLUMBING FIXTURES
- 6. PREMIUM SLIP-RESISTANT RESIN FLOORING



⬆ CHEERLEADER'S LOCKER ROOM PLAN

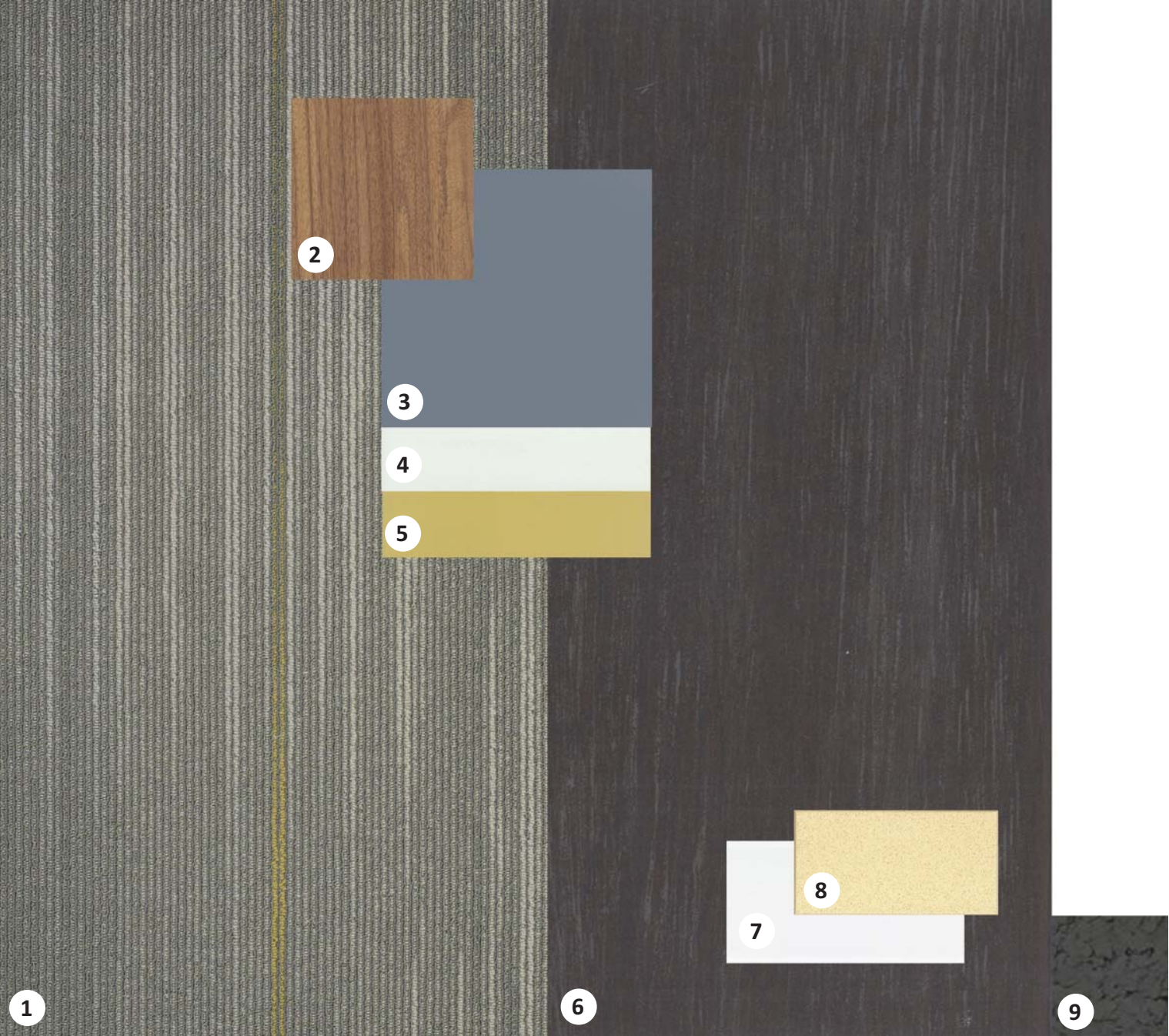
0 4 8 16



⬆ OFFICIAL'S LOCKER ROOM PLAN

0 4 8 16

AUXILIARY LOCKER ROOM PROPOSED FINISHES



1 Carpet Tile

2 Durable Trespa Lockers and Casework

3 Accent Paint

4 Field Paint

5 Accent Paint

6 Porcelain Floor Tiles

7 Glazed Wall Tiles

8 Solid Surface Countertops

9 Premium Slip Resistant Resinous Flooring

FEATURES:

DESIGN

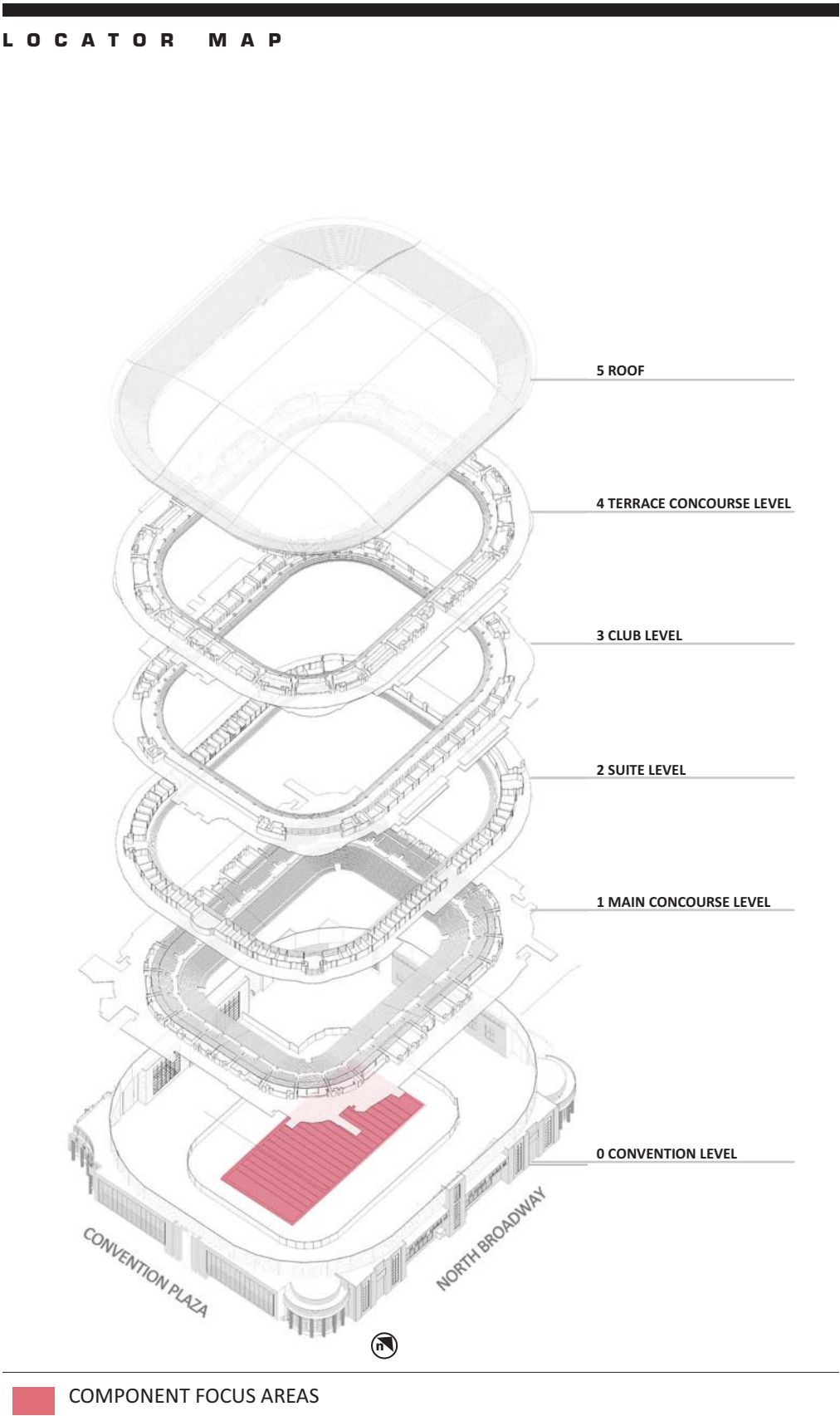
- UPGRADED FINISHES AT TEAM LOCKER ROOM
- UPGRADED FINISHES AT TEAM OFFICES
- NFL MINIMUM REQUIREMENTS FOR VISITING TEAM LOCKER ROOM FINISHES
- UPGRADED FINISHES AT AUXILIARY LOCKER ROOM

COMPONENT 1.1.1 (k)

The Playing Field as defined in Section 3.4.1.

In 2010, the CVC installed a \$2.5 million state-of-the-art playing field. AstroTurf’s innovative Magic Carpet II conversion system, which features its Game Day 3D Synthetic Turf System, was installed for the season opener. It is the same turf that the Rams installed at Rams Park. This field more than complies with the first-tier standard, and no improvements are needed.

The protective netting behind each end zone was replaced in 2011.





SUMMARY of COMPONENT 1.1.1.k

FEATURES:

DESIGN

MAGIC CARPET FIELD SURFACE

TECHNOLOGY

NFL-REQUIRED TECHNICAL COMMUNICATION OUTLETS ON WALL

JBT CAMERA BOXES AT FIELD WALL

J-HOOKS AT FIELD WALL FOR CABLING

CABLE TRAY with PERFORATED PAN AT FIELD WALL

INFRASTRUCTURE

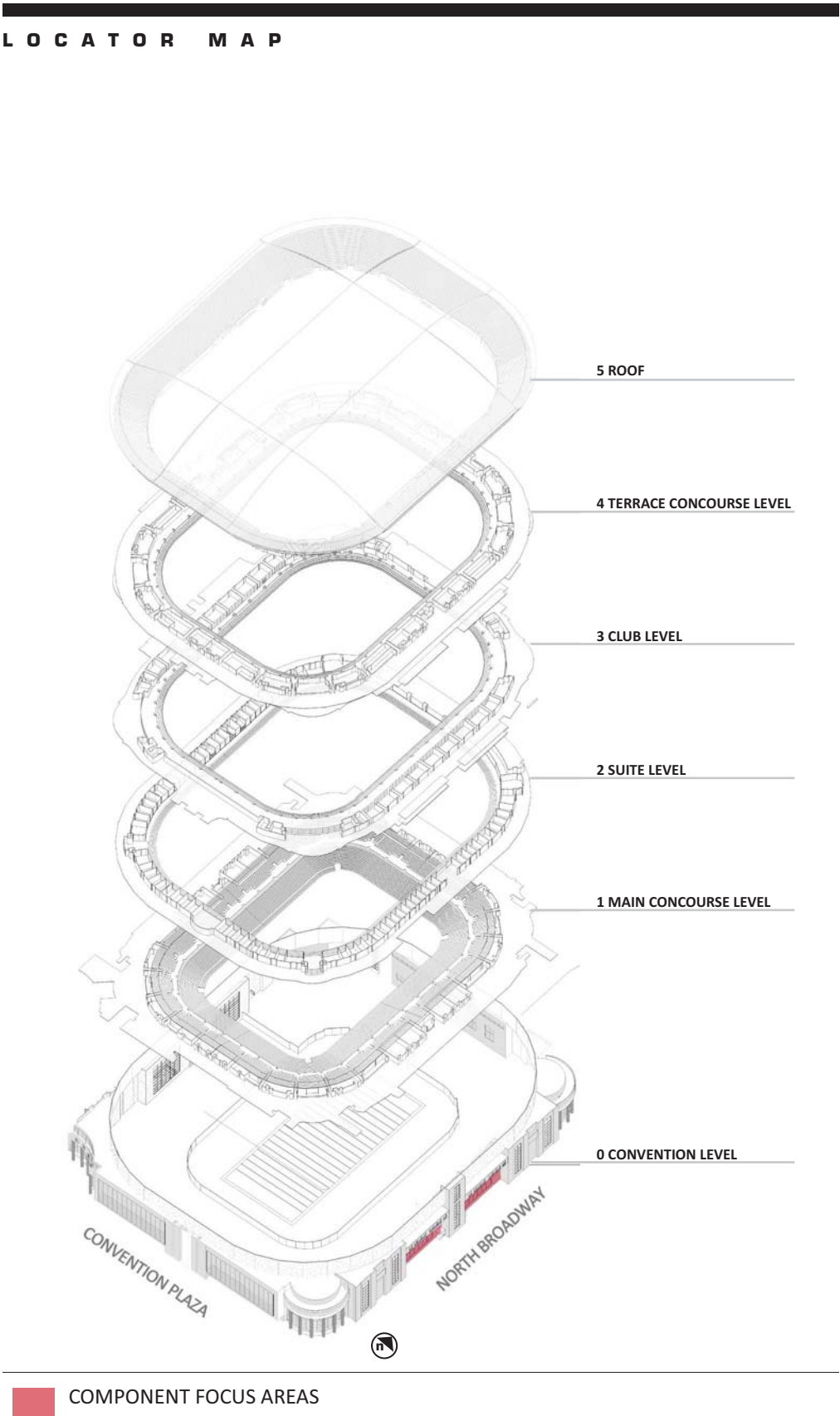
RECESSED FIRE HOSE BOXES, HOSE BIBBS & ELECTRICAL OUTLETS AT FIELD WALL

COMPONENT 1.1.1 (I)

Electronics, telecommunications and computer systems, box office and ticket printing and taking equipment, ticket accounting and control systems.

Except as noted elsewhere in this plan for communications and security computer system upgrades, CVC has not determined the need for any other improvements in this component.

The proposed building addition outlined in Component 1.1.1.b directly benefits the ticket box office by creating an overhang at the exterior ticket windows. This overhang provides protection from weather and sun for those patrons queuing at the box office windows. The box office and ticket accounting office will be conveniently located in close proximity to the team store proposed as part of this plan.



SUMMARY of COMPONENT FEATURES: 1.1.1.I: Electronics, Telecommunications and Computer Systems, Box Office and Ticket Printing and Ticket Tacking Equipment, Ticket Accounting and Control Systems.

FEATURES:

TECHNOLOGY
WIRELESS INTERNET ACCESS IN ALL PUBLIC AREAS
DISTRIBUTED ANTENNA SYSTEM (DAS) IN AREAS OF HIGH POPULATION DENSITY
& ENCLOSED SPACES AS NEEDED

COMPONENT 1.1.1 (m)

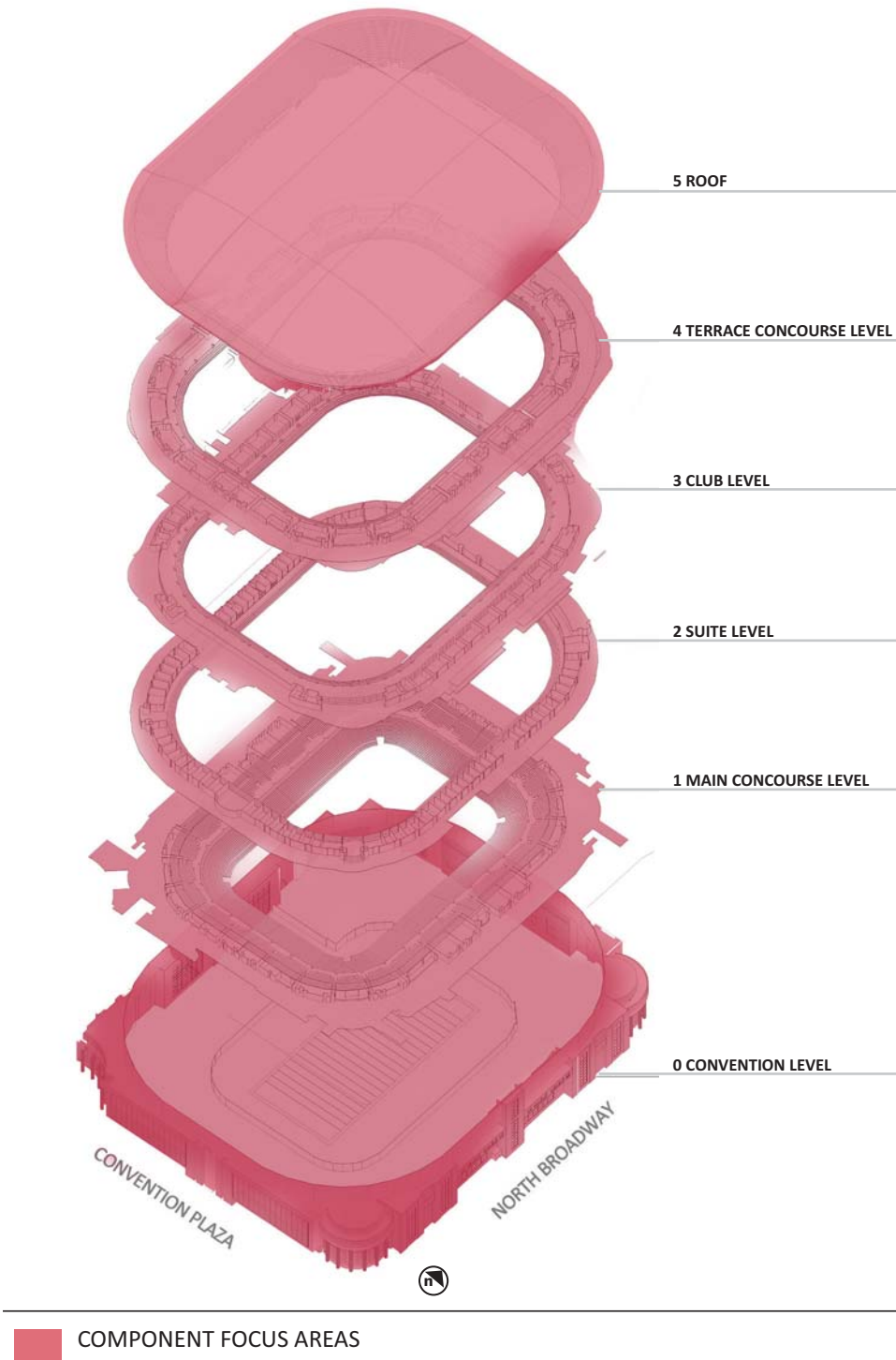
The Physical Structure of the Facilities.

CVC is proposing to improve the quality of certain items included in this component.

A unique aspect to the operation of the Dome is that, when the Dome was built, the sponsors created and funded a Preservation Fund to provide funds for the long-term maintenance and repair of the Dome. CVC and the RSA work together on both a long-term and annual preservation program to ensure that the Facilities are properly maintained. The City of St. Louis, County of St. Louis and the State of Missouri provide funds each year to the RSA for these purposes. This Fund has allowed for continual improvements to the Facilities since 1995, and the Dome has been diligently and consistently maintained. As a result, the physical structure of the Facilities overall is in excellent condition, with certain exceptions noted below.

CVC has determined that the roof of the Dome needs to be replaced and this work is proposed as part of the first-tier plan. In addition, the exterior of the Dome will receive the following significant improvements:

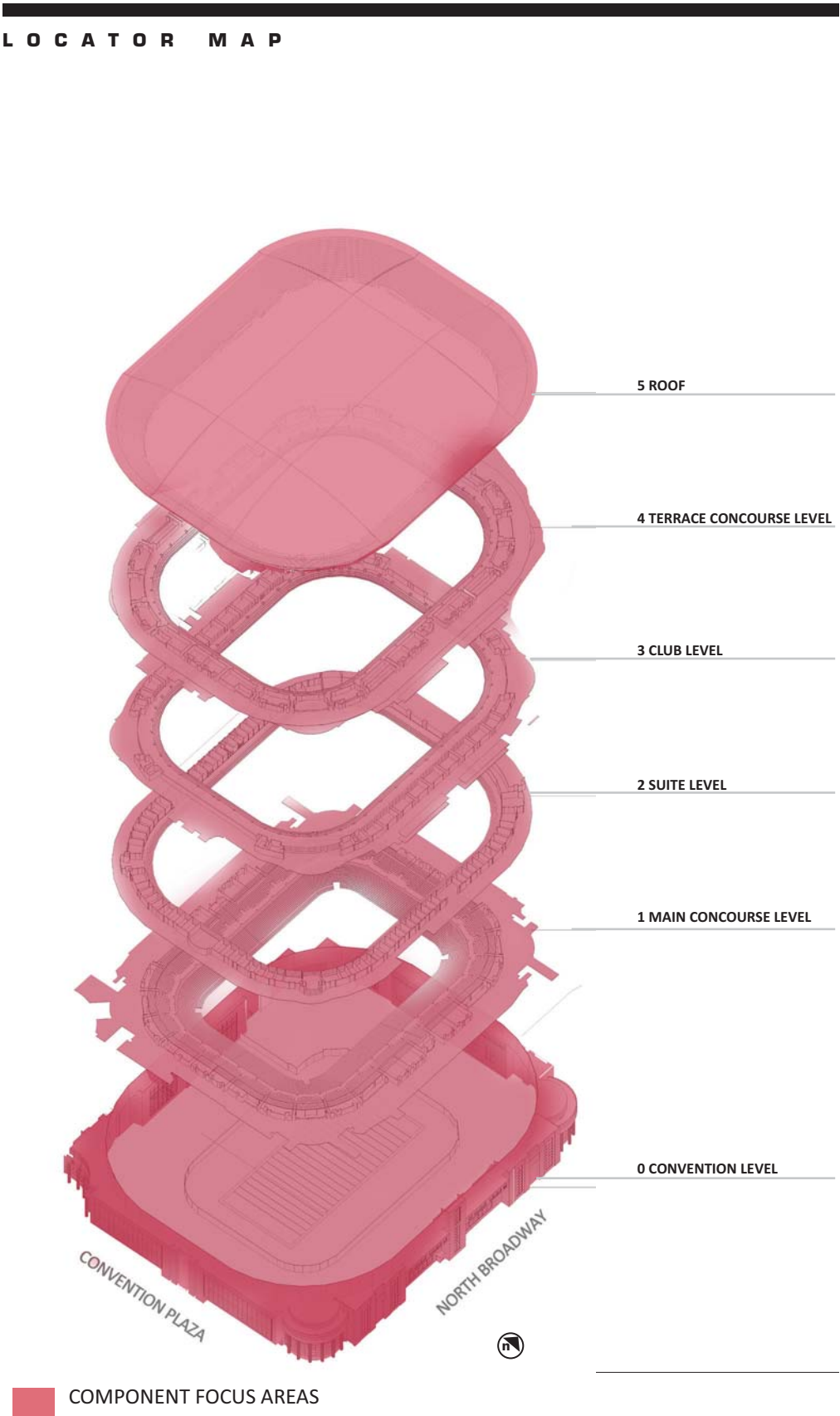
- Dryvit: CVC will clean and apply protective treatments and replace sealant joints.
- Pre-Cast Concrete: CVC will clean and apply protective treatments and replace sealant joints.
- Brick Areas: CVC will replace sealant joints.



COMPONENT 1.1.1 (n)

Facilities Management (as herein defined in Section 3.1.1) of the Facilities, including without limitation, NFL Game Date preparation and NFL Game Date services and personnel.

Between 2009 and 2011, the team responsible for the facility’s management was replaced at all of the higher management levels, including the vice president of facilities, who serves as the general manager, the director of operations and the cleaning contract supervisors and staff. The collective resumes of the current management far exceed first-tier standards. The senior management team, including the executive in charge of public safety, coordinates with the NFL and the Rams to ensure that all security measures are up to date and that any concerns are addressed. CVC is not proposing any improvements in this component.



COMPONENT 1.1.1 (o)

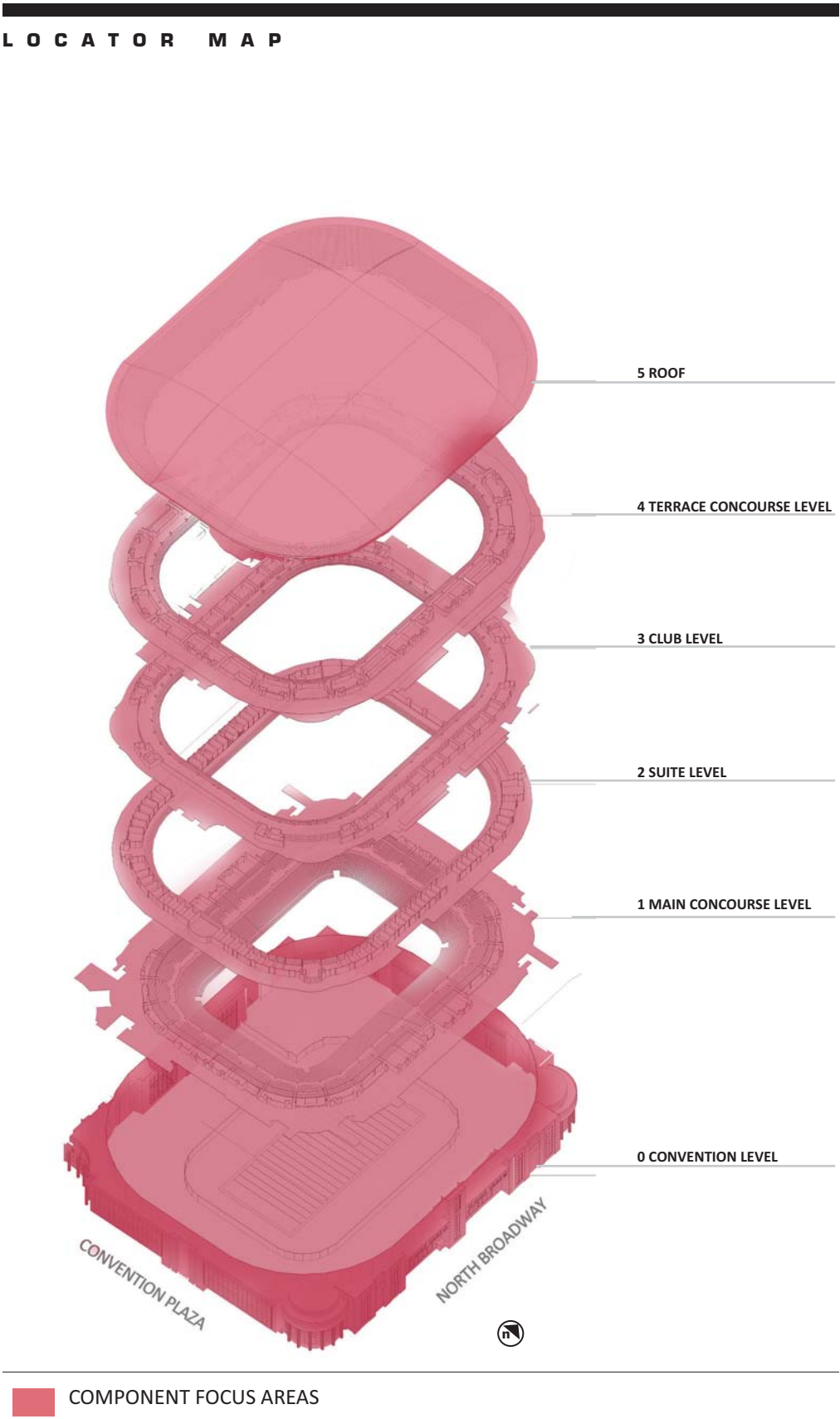
Maintenance of the Facilities

As noted in 1.1.1 (m) above, the physical structure is continually reviewed and is maintained using the Preservation Fund. The CVC and the RSA work together on an annual preservation program to ensure the facilities are properly maintained.

CVC staff has a game day maintenance system in place. Any reports of broken seats or other maintenance items which are reported are addressed immediately and repaired, if possible, during the game or by the next game if on-site repair is not available.

CVC has recently covered the bowl floor with an epoxy flooring to help keep the floors clean. CVC is completing a similar process on the concrete on the upper floors this year.

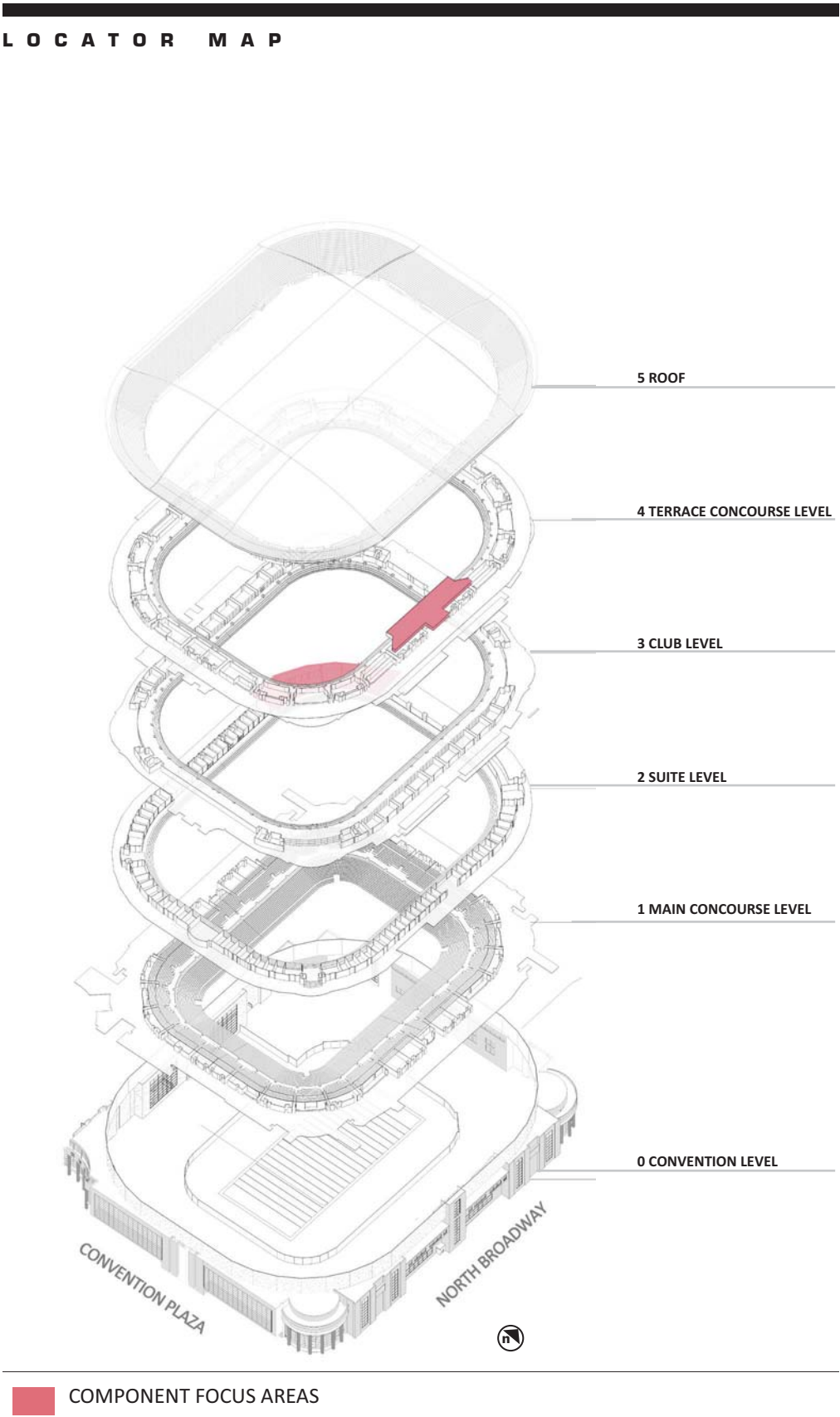
CVC is not proposing any improvements to this component.



OTHER, PRESS BOX FACILITIES

These facilities are not part of any first-tier component, but this issue was discussed in the 2005 round of improvements and CVC is willing to make improvements to enhance this aspect of the Dome.

The Edward Jones Dome currently has 144 press positions. As part of this plan, CVC is proposing to upgrade the current spaces and convert the makeshift auxiliary press area into permanent, quality space. The combined totals will give the Dome 210 positions for local and visiting media.

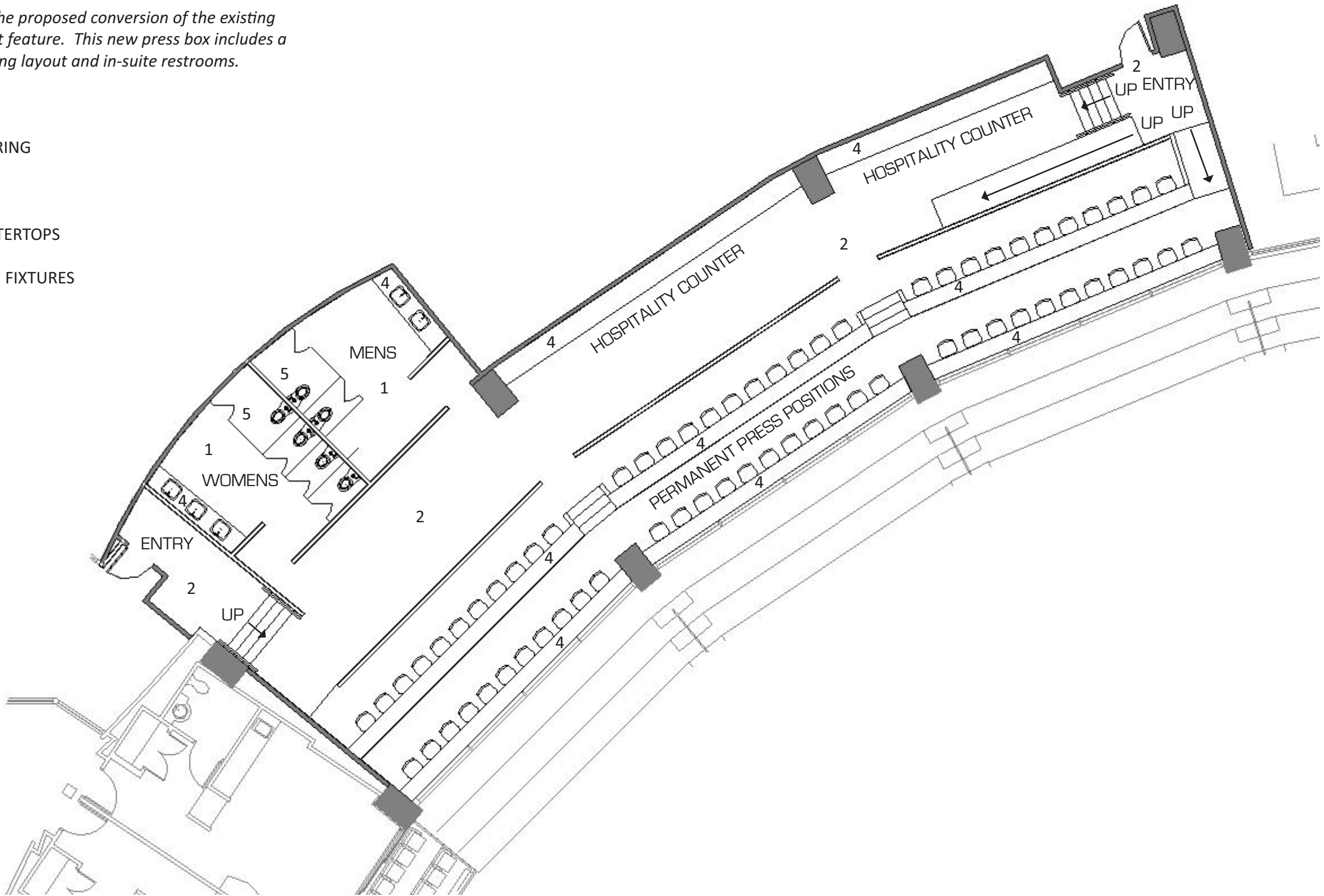


CONVERTED PRESS BOX PLAN

Depicted in the floor plan below is the proposed conversion of the existing auxiliary press box into a permanent feature. This new press box includes a dedicated hospitality area for catering layout and in-suite restrooms.

KEY:

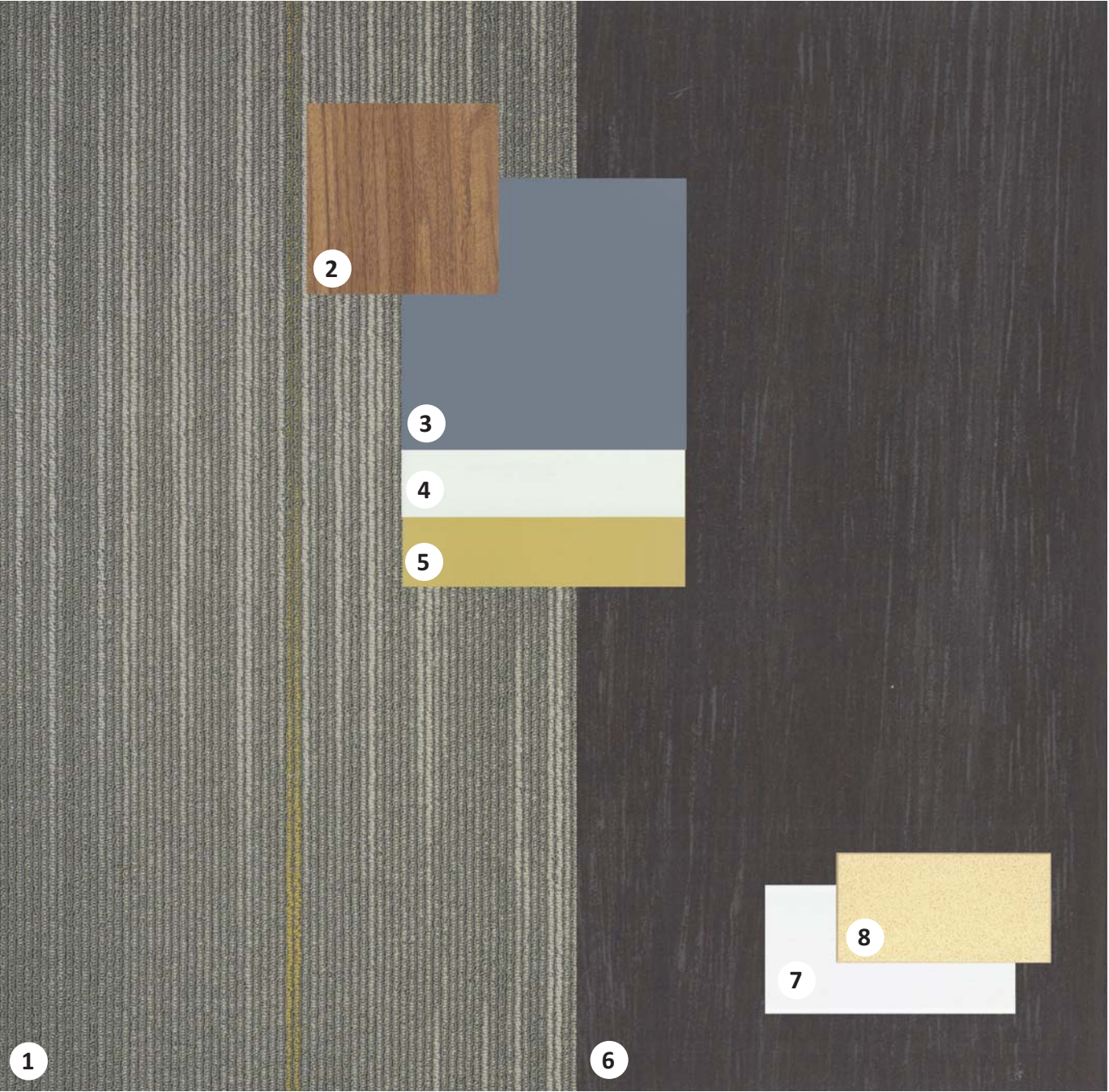
1. NEW PORCELAIN TILE FLOORING
2. NEW CARPET TILE
4. NEW SOLID SURFACE COUNTERTOPS
5. NEW LOW-FLOW PLUMBING FIXTURES



PRESS BOX FLOOR PLAN



PRESS BOX FINISHES



MATERIALS

- | | |
|---------------------------|-----------------------------|
| 1 Carpet Tile | 6 Porcelain Floor Tiles |
| 2 Durable Trespa Casework | 7 Glazed Wall Tiles |
| 3 Accent Paint | 8 Solid Surface Countertops |
| 4 Field Paint | |
| 5 Accent Paint | |

SUMMARY of COMPONENT FEATURES: OTHER

FEATURES:	RELEVANT DATA:
<p>PRESS BOXES</p> <p>ENTRY ACCESS AVAILABLE VIA DEDICATED ESCALATORS (SHARED WITH CLUB & SUITE TICKETHOLDERS ONLY)</p> <p>ENTRY ACCESS AVAILABLE VIA DEDICATED ELEVATORS (SHARED WITH DISABLED PATRONS ONLY)</p> <p>UPGRADED FINISHES THROUGHOUT</p> <p>BUILT-IN MILLWORK, SEATING & COMMUNICATIONS INFRASTRUCTURE</p> <p>210 PERMANENT PRESS POSITIONS</p> <p>(1) NATIONAL BROADCAST BOOTH</p> <p>MEDIA / ELECTRONIC SYSTEMS SHALL COMPLY with NFL BEST PRACTICES FOR BROADCASTING</p> <p>OTHER</p> <p>CAPABLE OF SUPERBOWL SEATING QUANTITY AS REQUIRED BY THE NFL</p>	<p>EXISTING PERMANENT PRESS SEATS 144</p> <p><u>NEW PERMANENT PRESS SEATS 66</u></p> <p>TOTAL PERMANENT PRESS SEATS 210</p>

IV. OBLIGATIONS FOR PAYMENT

Limitation To First-Tier Plan For Items Generally Provided by NFL Franchisee

Though CVC’s plan includes all of the aforesaid improvements, CVC is not proposing that it be solely responsible for the cost of those items.

The Amended Lease provides that “It is also acknowledged and agreed that the determination of whether or not this First Tier standard has been met shall not include a comparison to an item in such stadia if such item is generally provided for in the stadia by NFL franchises at the sole cost and expense of the NFL franchisees.”

This language limits CVC’s obligation for new construction or renovations to the extent the items included in those improvements are generally paid for by the NFL franchisee in other stadia. CVC has researched the franchisees’ contributions to the new stadia built and/or stadia significantly renovated since the last measuring date in 2005. This data indicates that NFL franchisees have been solely responsible for generally providing over fifty percent of the proposed costs of the items included in these stadia projects. Therefore, CVC is only obligated under the Amended Lease to undertake and/or provide funding for less than fifty percent of the proposed costs associated with this plan, and the Rams have the obligation to fund the balance of the improvements.

V. CONCLUSION

CVC’s plan will bring each component of the Facilities, and accordingly the Facilities, taken as a whole, into compliance with the first-tier standard of the Amended Lease. And it will create a beautiful, exciting venue for the Rams’ home games.

The improvements for each of the Components will flow together to create an exceptional venue for all Rams’ fans, from the streamlined entries to the enlivened general seating areas to the luxury premium spaces. Additional pedestrian queuing space and new escalators will relieve congestion and facilitate efficient entry to the Dome. The building addition will provide light-filled, expanded concourses, dynamic club lounges and outdoor terraces. New graphics, décor and signage will turn generic spaces into Rams-themed gathering spots for all fans. Renovated suites and new clubs will provide luxurious spaces for the premium ticketholders. State-of-the-art technology will enhance the game-day experience throughout the stadium.

CVC’s proposed design capitalizes upon the downtown location of the Dome. The glass façade on the new addition will bring views of the City into the stadium, and the “wave” design embodies the City’s connection to the Mississippi River. On game day, Broadway will be transformed into a pedestrian mall that links the Dome to Baer Plaza, invites pre-game celebration, and provides a safe environment for entry into the Dome. Moreover, CVC’s plan is harmonious with the City’s overall plan for improvement of the Riverfront and its surrounding environs.

The St. Louis Rams are important to the St. Louis community and to the CVC. For this reason, CVC has endeavored to put together a plan that not only meets the requirements of the Amended Lease, but addresses key concerns expressed by the Rams and enhances the Rams’ use and enjoyment of this shared facility. It is CVC’s desire that the Rams will remain a critical part of our community for many years to come.



Edward Jones Dome



VI. APPENDIX

RELEVANT DATA SUMMARY:		EXISTING	PROPOSED
GENERAL FACILITY			
SEATING CAPACITY	66,744	67,908	
TEMPORARY SUPERBOWL SEATS	N/A	2,644	
FACILITY SQUARE FOOTAGE	1,783,000	1,845,100	
QUANTITY OF TOILET FIXTURES	967	1,113	
QUANTITY OF FIXED POINTS OF SALE	282	446	
CONCOURSE WIDTHS	28' to 50'	28' to 75'	
LARGEST SCOREBOARD SIZE	77'W x 20'H	TWO 96'W x 27'H	
PERMANENT TEAM STORE SIZE	3,200 SF (IN PROGRESS)	5,500 SF (ADDITIONAL)	
TOTAL ESCALATORS	32	62	
SUITES			
QUANTITY	125	125	
DEDICATED ENTRY ESCALATORS	N/A	30 (SHARED WITH CLUB TICKET HOLDERS)	
CLUBS			
QUANTITY OF CLUB SEATS	6,250	9,278	
CLUB AREA SQUARE FOOTAGE	128,000	154,650	
DEDICATED ENTRY ESCALATORS	N/A	30 (SHARED WITH SUITE TICKET HOLDERS)	
PRESS			
NUMBER OF PRESS POSITIONS	144	210	