



FEASIBILITY STUDY

Proposed AC Hotel by Marriott

BROADWAY & THE EMBARCADERO
SAN FRANCISCO, CALIFORNIA



SUBMITTED TO:

Mr. Ricky Tijani
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PREPARED BY:

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September 11, 2019

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Re: Proposed AC Hotel by Marriott
San Francisco, California
HVS Reference: 2019020339

Dear Mr. Tijani:

Pursuant to your request, we herewith submit our financial feasibility study pertaining to the above-captioned property. This report corresponds to Phase Six of our engagement with the Port of San Francisco; many of the data points and conclusions surrounding the market area and the proposed subject property were detailed in our market study that was submitted to you on January 15, 2016, as the first deliverable for Phases One and Two of our engagement. A subsequent preliminary feasibility study was submitted to you on May 6, 2016, as the first deliverable for Phases Four and Phase Five Subsection One. For more detailed information and support for the conclusions that are included in this report, please refer to our market study and preliminary feasibility study.

Our report was prepared in accordance with the Uniform Standards of Professional Appraisal Practice (USPAP), as provided by the Appraisal Foundation. We hereby certify that we have no undisclosed interest in the property, and our employment and compensation are not contingent upon our findings. This study is subject to the comments made throughout this report and to all assumptions and limiting conditions set forth herein.

Sincerely,
TS Worldwide, LLC



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Addenda

Copy of EPS Economic Impact Study
Qualifications
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1. Executive Summary

Objective of the Feasibility Study

HVS has been engaged by the Port of San Francisco (“The Port”) to provide consulting services pertaining to the development of a mixed-use hotel/dinner theatre complex on a commercial site located in San Francisco, California. A Phase One market study and a Phase Four preliminary feasibility study for this project have been completed by HVS. Phase Six of this six-phase engagement is to perform a final financial feasibility study in order to determine if the proposed project is financially viable. Our work for Phase Six is included in this report.

Identification of the Client, Intended User, and Intended Use of the Feasibility Study

The client for this assignment is the Port of San Francisco; this report is intended for the addressee firm and may not be distributed to or relied upon by other persons or entities. This feasibility study is being prepared for the Port of San Francisco’s use in structuring a ground lease with the developer of the proposed subject property. We note that as a part of determining the feasibility of the project, we developed a prospective opinion of value as of the date of the property’s assumed opening in order to compare the market value to the proposed development cost. Furthermore, internal rates of return to the developer were analyzed based on several different financing scenarios. The value conclusions set forth in this report are to be used in the context of determining feasibility and/or the expected rates of return to the investors; this report is not intended for use as an appraisal for project financing.

Key Analyses and Conclusions

The key Phase Six analyses and conclusions regarding the proposed subject property and its development are summarized here. These topics are covered in more detail throughout the body of the report.

Forecast of Income and Expense

- The consultants evaluated the pro forma prepared by TZK Broadway and benchmarked the projected performance against income and expense statements of comparable hotels. Based on this analysis, the developer’s pro forma was considered reasonable and generally attainable. As discussed in more detail in the Forecast of Income and Expense chapter of this report, HVS prepared a forecast of income and expense that was based in large part on the forecast that was prepared by TZK Broadway. However, some modifications were made to the developer’s forecast in forecasting each line item; specifically, some operating expenses were increased which were offset, in part, by a higher projected average rate. The following chart displays our ten-year forecast of income and expense.

FIGURE 1-1 HVS FORECAST – TEN-YEAR FORECAST OF INCOME AND EXPENSE – PROPOSED AC HOTEL BY MARRIOTT, SAN FRANCISCO, CA

	2022		2023		2024		2025		2026		2027		2028		2029		2030		2031	
Number of Rooms:	192		192		192		192		192		192		192		192		192		192	
Occupied Rooms:	57,466		60,269		61,670		63,072		63,773		63,773		63,773		63,773		63,773		63,773	
Occupancy:	82%		86%		88%		90%		91%		91%		91%		91%		91%		91%	
Average Rate:	\$358.93	% of	\$381.62	% of	\$401.26	% of	\$421.73	% of	\$434.39	% of	\$447.42	% of	\$460.84	% of	\$474.67	% of	\$488.91	% of	\$503.57	% of
RevPAR:	\$294.32	Gross	\$328.20	Gross	\$353.11	Gross	\$379.56	Gross	\$395.29	Gross	\$407.15	Gross	\$419.37	Gross	\$431.95	Gross	\$444.90	Gross	\$458.25	Gross
OPERATING REVENUE																				
Rooms	\$20,626	76.9 %	\$23,000	77.2 %	\$24,746	77.6 %	\$26,600	78.1 %	\$27,702	78.2 %	\$28,533	78.2 %	\$29,389	78.2 %	\$30,271	78.2 %	\$31,179	78.2 %	\$32,114	78.2 %
Food & Beverage	2,910	10.9	3,159	10.6	3,310	10.4	3,466	10.2	3,600	10.2	3,708	10.2	3,819	10.2	3,934	10.2	4,052	10.2	4,174	10.2
Other Operated Departments	30	0.1	32	0.1	34	0.1	35	0.1	36	0.1	37	0.1	38	0.1	39	0.1	41	0.1	42	0.1
Parking	1,426	5.3	1,567	5.3	1,665	5.2	1,734	5.1	1,796	5.1	1,850	5.1	1,905	5.1	1,963	5.1	2,021	5.1	2,082	5.1
Special Events	1,252	4.7	1,394	4.7	1,475	4.6	1,529	4.5	1,580	4.5	1,627	4.5	1,676	4.5	1,727	4.5	1,778	4.5	1,832	4.5
Sustainability, Park Maintenance, Art	567	2.1	659	2.2	679	2.1	699	2.1	720	2.0	742	2.0	764	2.0	787	2.0	810	2.0	835	2.0
Total Operating Revenues	26,810	100.0	29,810	100.0	31,908	100.0	34,064	100.0	35,434	100.0	36,497	100.0	37,592	100.0	38,720	100.0	39,882	100.0	41,078	100.0
DEPARTMENTAL EXPENSES *																				
Rooms	4,728	22.9	4,959	21.6	5,154	20.8	5,355	20.1	5,540	20.0	5,707	20.0	5,878	20.0	6,054	20.0	6,236	20.0	6,423	20.0
Food & Beverage	2,915	100.2	3,072	97.2	3,188	96.3	3,308	95.4	3,420	95.0	3,523	95.0	3,628	95.0	3,737	95.0	3,849	95.0	3,965	95.0
Other Operated Departments	19	63.1	20	60.7	20	60.4	21	60.1	22	60.0	22	60.0	23	60.0	24	60.0	24	60.0	25	60.0
Parking	1,468	102.9	1,539	98.3	1,600	96.1	1,654	95.4	1,706	95.0	1,757	95.0	1,810	95.0	1,864	95.0	1,920	95.0	1,978	95.0
Special Events	1,019	81.4	1,073	77.0	1,114	75.5	1,149	75.2	1,185	75.0	1,221	75.0	1,257	75.0	1,295	75.0	1,334	75.0	1,374	75.0
Total Expenses	10,148	37.9	10,663	35.8	11,076	34.7	11,488	33.7	11,873	33.5	12,230	33.5	12,597	33.5	12,974	33.5	13,364	33.5	13,765	33.5
DEPARTMENTAL INCOME	16,662	62.1	19,148	64.2	20,832	65.3	22,576	66.3	23,561	66.5	24,268	66.5	24,996	66.5	25,746	66.5	26,518	66.5	27,313	66.5
UNDISTRIBUTED OPERATING EXPENSES																				
Administrative & General	1,819	6.8	1,906	6.4	1,982	6.2	2,059	6.0	2,126	6.0	2,190	6.0	2,256	6.0	2,323	6.0	2,393	6.0	2,465	6.0
Info & Telecom Systems	273	1.0	286	1.0	297	0.9	309	0.9	319	0.9	328	0.9	338	0.9	348	0.9	359	0.9	370	0.9
Marketing	1,152	4.3	1,207	4.1	1,255	3.9	1,304	3.8	1,347	3.8	1,387	3.8	1,429	3.8	1,471	3.8	1,516	3.8	1,561	3.8
Franchise Fee	1,238	4.6	1,495	5.0	1,732	5.4	2,128	6.2	2,216	6.3	2,283	6.3	2,351	6.3	2,422	6.3	2,494	6.3	2,569	6.3
Prop. Operations & Maint.	606	2.3	715	2.4	784	2.5	858	2.5	886	2.5	912	2.5	940	2.5	968	2.5	997	2.5	1,027	2.5
Utilities	424	1.6	445	1.5	462	1.4	480	1.4	496	1.4	511	1.4	526	1.4	542	1.4	558	1.4	575	1.4
Total Expenses	5,512	20.6	6,054	20.3	6,513	20.4	7,138	21.0	7,390	20.9	7,611	20.9	7,840	20.9	8,075	20.9	8,317	20.9	8,567	20.9
GROSS HOUSE PROFIT	11,150	41.5	13,093	43.9	14,319	44.9	15,437	45.3	16,171	45.6	16,656	45.6	17,156	45.6	17,671	45.6	18,201	45.6	18,747	45.6
Management Fee	804	3.0	894	3.0	957	3.0	1,022	3.0	1,063	3.0	1,095	3.0	1,128	3.0	1,162	3.0	1,196	3.0	1,232	3.0
INCOME BEFORE NON-OPR. INC. & EXP.	10,346	38.5	12,199	40.9	13,362	41.9	14,415	42.3	15,108	42.6	15,561	42.6	16,028	42.6	16,509	42.6	17,005	42.6	17,514	42.6
NON-OPERATING INCOME & EXPENSE																				
Property Taxes	1,300	4.8	1,326	4.4	1,353	4.2	1,380	4.0	1,407	4.0	1,435	3.9	1,464	3.9	1,493	3.9	1,523	3.8	1,554	3.8
Insurance	346	1.3	357	1.2	367	1.2	378	1.1	390	1.1	401	1.1	414	1.1	426	1.1	439	1.1	452	1.1
Ground Lease	1,246	4.6	1,353	4.5	1,543	4.8	1,632	4.8	1,693	4.8	2,108	5.8	2,171	5.8	2,235	5.8	2,302	5.8	2,370	5.8
TZK Passthrough	(1,166)	(4.4)	(1,200)	(4.0)	(1,235)	(3.9)	(1,271)	(3.7)	(1,306)	(3.7)	(1,342)	(3.7)	(1,378)	(3.7)	(1,416)	(3.7)	(1,454)	(3.6)	(1,494)	(3.6)
Reserve for Replacement	536	2.0	894	3.0	1,276	4.0	1,363	4.0	1,417	4.0	1,460	4.0	1,504	4.0	1,549	4.0	1,595	4.0	1,643	4.0
Total Expenses	2,262	8.3	2,730	9.1	3,305	10.3	3,482	10.2	3,601	10.2	4,063	11.1	4,174	11.1	4,288	11.1	4,405	11.1	4,525	11.1
EBITDA LESS RESERVE	\$8,084	30.2 %	\$9,469	31.8 %	\$10,057	31.6 %	\$10,933	32.1 %	\$11,507	32.4 %	\$11,498	31.5 %	\$11,854	31.5 %	\$12,222	31.5 %	\$12,600	31.5 %	\$12,990	31.5 %

*Departmental expenses are expressed as a percentage of departmental revenues.

Ground Lease and Rental Payments to Port of San Francisco

- The subject site is currently owned by the Port of San Francisco and will be leased to the developers on a long-term ground lease. Specific terms of the lease are still being negotiated by the Port and the developers; the most recent iteration of the ground lease features an initial term of 50 years plus one 16-year extension term. Ground rent payments are comprised of base rent and percentage rent, with percentage rent paid in excess of the base. The calculation of percentage rent is based on gross receipts from both the hotel’s operation and the operation of the Teatro ZinZanni dinner theater, escalating over time from the hotel’s opening to its anticipated stabilization period. The proposed ground lease assumptions, as provided by the client, are detailed in the following chart.

FIGURE 1-2 CURRENT GROUND LEASE TERMS/ASSUMPTIONS

Assumptions and Definitions for Ground Rent Calculation
<p><u>Construction Period Rent:</u> - Minimum Base Rent is \$1,000,000 in the two-year Construction Period (2020 to 2021)</p>
<p><u>First Period Rent - Years One to Five:</u></p> <p><u>Years One & Two:</u> - Minimum Base Rent: \$1,007,000 per year - Percentage Rent: 3.15% of hotel gross revenues if occupancy exceeds 80% and 3.5% of theatre operations</p> <p><u>Years Three to Five</u> - Minimum Base Rent: \$1,471,000 per year escalated between 2.5% to 3.5% based on CPI - Percentage Rent: 4.5% of hotel gross revenues and 3.5% of theatre operations</p>
<p><u>Second Period Rent - Years Six to Ten:</u></p> <p><u>Years Six to Ten</u> - Minimum Base Rent: \$1,623,000 per year escalated between 2.5% to 3.5% based on CPI - Percentage Rent: 4.5% of hotel gross revenues and 3.5% of theatre operations</p>
<p><u>Third Period Rent - Years Eleven to Twenty:</u></p> <p><u>Years Eleven to Twenty</u> - Minimum Base Rent will be reset at greater of: i.) 65% of the average Percentage Rent for the five years prior to the reset year ii.) Prior year's minimum base rent escalated by 2.5% to 3.5% based on CPI - Percentage Rent: 5.5% of hotel gross revenues and 3.5% of theatre operations</p>
<p><u>Fourth Period Rent - Years Twenty One to Fifty</u></p> <p><u>Years Twenty One to Fifty</u> - Minimum Base Rent will be reset after each 10-year period at greater of: i.) 65% of the average Percentage Rent for the five years prior to the reset year ii.) Prior year's minimum base rent escalated by 2.5% to 3.5% based on CPI - Percentage Rent: 6.5% of hotel gross revenues and 3.5% of theatre operations</p>
<p><u>Gross Revenue (Hotel):</u> - Developed by HVS based on forecast provided by TZK Broadway</p>
<p><u>Gross Revenue [Teatro ZinZanni (TZ)]:</u> - Provided by TZK Broadway (forecast was reportedly completed by TZ)</p>

FIGURE 1-3 CURRENT GROUND LEASE TERMS/ASSUMPTIONS (CONTINUED)

Assumptions and Definitions for Ground Rent Calculation (Continued)

Return of Equity & Participation Rent (Developer):

- Developer is limited to earning 20.0% IRR
- After earning 20.0% IRR, surplus cash flow shared with Port of San Francisco
- Share at 80%/20% (Developer/Port) until developer receives a 25.0% IRR, 50%/50% thereafter

Return of Equity & Participation Rent (Subsequent Tenant):

- Subsequent Tenant is limited to earning 16.0% IRR
- After earning 16.0% IRR, surplus cash flow shared with Port of San Francisco
- Share at 80%/20% (Developer/Port) until developer receives a 18.0% IRR, 50%/50% thereafter

Capital Improvements:

- For all capital improvements, equity invested receives an 11.0% IRR for both developer and subsequent tenants
- Operations Equity will earn interest calculated on a simple return basis equal to the lesser of:
 - i.) the then interest rate on the then outstanding senior loan on the project
 - ii.) 10.0%
- Operations Equity will only include equity contributed during the operations phase to cure loan defaults or avoid potential loan defaults
- Up to \$20 million in additional equity may be invested in the project, on a cumulative basis over the life of the lease

- Based on our forecast of income and expense for the subject property, the Teatro ZinZanni component (provided by client), and the current terms of the ground lease, the Port of San Francisco is projected to receive ground rent payments over the term of the lease as follows:

FIGURE 1-4 HVS FORECAST – GROUND RENT PAYMENTS TO THE PORT OF SAN FRANCISCO – INITIAL TERM

Year	Gross Revenue (Hotel)	Gross Revenue (Teatro ZinZanni)	Minimum Base Rent	Percentage Rent (Hotel)	Percentage Rent (TZ)	Total Percentage Rent	Total Ground Rent Payment to Port of SF
2020	Construction Period		\$1,000,000				\$1,000,000
2021	Construction Period		1,000,000				1,000,000
2022	\$26,810,373	\$11,461,697	1,007,000	844,527	401,159	1,245,686	1,245,686
2023	29,810,431	11,820,273	1,007,000	939,029	413,710	1,352,738	1,352,738
2024	31,907,554	12,185,338	1,471,000	1,116,764	426,487	1,543,251	1,543,251
2025	34,063,522	12,567,531	1,515,130	1,192,223	439,864	1,632,087	1,632,087
2026	35,434,295	12,940,603	1,560,584	1,240,200	452,921	1,693,121	1,693,121
2027	36,497,264	13,310,916	1,623,000	1,642,377	465,882	2,108,259	2,108,259
2028	37,592,192	13,692,166	1,671,690	1,691,649	479,226	2,170,874	2,170,874
2029	38,720,288	14,084,686	1,721,841	1,742,413	492,964	2,235,377	2,235,377
2030	39,881,766	14,488,822	1,773,496	1,794,679	507,109	2,301,788	2,301,788
2031	41,077,849	14,904,928	1,826,701	1,848,503	521,672	2,370,176	2,370,176
2032	42,310,185	15,352,076	1,881,502	2,327,060	537,323	2,864,383	2,864,383
2033	43,579,490	15,812,638	1,937,947	2,396,872	553,442	2,950,314	2,950,314
2034	44,886,875	16,287,017	1,996,085	2,468,778	570,046	3,038,824	3,038,824
2035	46,233,481	16,775,628	2,055,968	2,542,841	587,147	3,129,988	3,129,988
2036	47,620,486	17,278,897	2,117,647	2,619,127	604,761	3,223,888	3,223,888
2037	49,049,100	17,797,264	2,181,176	2,697,176	622,904	3,320,605	3,320,605
2038	50,520,573	18,331,181	2,246,612	2,778,632	641,591	3,420,223	3,420,223
2039	52,036,190	18,881,117	2,314,010	2,861,990	660,839	3,522,830	3,522,830
2040	53,597,276	19,447,550	2,383,430	2,947,850	680,664	3,628,514	3,628,514
2041	55,205,194	20,030,977	2,454,933	3,036,286	701,084	3,737,370	3,737,370
2042	56,861,350	20,631,906	2,528,581	3,695,988	722,117	4,418,104	4,418,104
2043	58,567,191	21,250,863	2,604,439	3,806,867	743,780	4,550,648	4,550,648
2044	60,324,207	21,888,389	2,682,572	3,921,073	766,094	4,687,167	4,687,167
2045	62,133,933	22,545,041	2,763,049	4,038,706	789,076	4,827,782	4,827,782
2046	63,997,951	23,221,392	2,845,940	4,159,867	812,749	4,972,616	4,972,616
2047	65,917,889	23,918,034	2,931,319	4,284,663	837,131	5,121,794	5,121,794
2048	67,895,426	24,635,575	3,019,258	4,413,203	862,245	5,275,448	5,275,448
2049	69,932,289	25,374,642	3,109,836	4,545,599	888,112	5,433,711	5,433,711
2050	72,030,257	26,135,881	3,203,131	4,681,967	914,756	5,596,723	5,596,723
2051	74,191,165	26,919,958	3,299,225	4,822,426	942,199	5,764,624	5,764,624
2052	76,416,900	27,727,557	3,750,280	4,967,099	970,464	5,937,563	5,937,563
2053	78,709,407	28,559,383	3,862,789	5,116,111	999,578	6,115,690	6,115,690
2054	81,070,689	29,416,165	3,978,673	5,269,595	1,029,566	6,299,161	6,299,161
2055	83,502,810	30,298,650	4,098,033	5,427,683	1,060,453	6,488,135	6,488,135
2056	86,007,894	31,207,609	4,220,974	5,590,513	1,092,266	6,682,779	6,682,779
2057	88,588,131	32,143,838	4,347,603	5,758,229	1,125,034	6,883,263	6,883,263
2058	91,245,775	33,108,153	4,478,031	5,930,975	1,158,785	7,089,761	7,089,761
2059	93,983,148	34,101,397	4,612,372	6,108,905	1,193,549	7,302,454	7,302,454
2060	96,802,643	35,124,439	4,750,743	6,292,172	1,229,355	7,521,527	7,521,527
2061	99,706,722	36,178,172	4,893,265	6,480,937	1,266,236	7,747,173	7,747,173
2062	102,697,924	37,263,518	5,040,063	6,675,365	1,304,223	7,979,588	7,979,588
2063	105,778,861	38,381,423	5,191,265	6,875,626	1,343,350	8,218,976	8,218,976
2064	108,952,227	39,532,866	5,347,003	7,081,895	1,383,650	8,465,545	8,465,545
2065	112,220,794	40,718,852	5,507,413	7,294,352	1,425,160	8,719,511	8,719,511
2066	115,587,418	41,940,417	5,672,636	7,513,182	1,467,915	8,981,097	8,981,097
2067	119,055,040	43,198,630	5,842,815	7,738,578	1,511,952	9,250,530	9,250,530
2068	122,626,692	44,494,589	6,018,099	7,970,735	1,557,311	9,528,046	9,528,046
2069	126,305,492	45,829,426	6,198,642	8,209,857	1,604,030	9,813,887	9,813,887
2070	130,094,657	47,204,309	6,384,601	8,456,153	1,652,151	10,108,304	10,108,304
2071	133,997,497	48,620,438	6,576,139	8,709,837	1,701,715	10,411,553	10,411,553
Total - 50-Year Initial Term							\$263,683,455

FIGURE 1-5 HVS FORECAST – GROUND RENT PAYMENTS TO THE PORT OF SAN FRANCISCO – EXTENSION TERM

Year	Gross Revenue (Hotel)	Gross Revenue (Teatro ZinZanni)	Minimum Base Rent	Percentage Rent (Hotel)	Percentage Rent (TZ)	Total Percentage Rent	Total Ground Rent Payment to Port of SF
2072	138,017,422	50,079,052	6,773,424	8,971,132	1,752,767	10,723,899	10,723,899
2073	142,157,944	51,581,423	6,976,626	9,240,266	1,805,350	11,045,616	11,045,616
2074	146,422,683	53,128,866	7,185,925	9,517,474	1,859,510	11,376,985	11,376,985
2075	150,815,363	54,722,732	7,401,503	9,802,999	1,915,296	11,718,294	11,718,294
2076	155,339,824	56,364,414	7,623,548	10,097,089	1,972,754	12,069,843	12,069,843
2077	160,000,019	58,055,346	7,852,254	10,400,001	2,031,937	12,431,938	12,431,938
2078	164,800,019	59,797,007	8,087,822	10,712,001	2,092,895	12,804,896	12,804,896
2079	169,744,020	61,590,917	8,330,457	11,033,361	2,155,682	13,189,043	13,189,043
2080	174,836,341	63,438,644	8,580,370	11,364,362	2,220,353	13,584,715	13,584,715
2081	180,081,431	65,341,804	8,837,781	11,705,293	2,286,963	13,992,256	13,992,256
2082	185,483,874	67,302,058	9,102,915	12,056,452	2,355,572	14,412,024	14,412,024
2083	191,048,390	69,321,119	9,376,002	12,418,145	2,426,239	14,844,385	14,844,385
2084	196,779,842	71,400,753	9,657,282	12,790,690	2,499,026	15,289,716	15,289,716
2085	202,683,237	73,542,776	9,947,001	13,174,410	2,573,997	15,748,408	15,748,408
2086	208,763,734	75,749,059	10,245,411	13,569,643	2,651,217	16,220,860	16,220,860
2087	215,026,646	78,021,531	10,552,773	13,976,732	2,730,754	16,707,486	16,707,486
Total - 16-Year Extension Term							\$216,160,364
Grand Total - 66-Year Full Lease Term							\$479,843,818

Valuation & Feasibility Conclusion of the Proposed Subject Property

- Based on our forecast of income and expense for the proposed hotel, the net income generated by the operation of the hotel and theater was capitalized into an opinion of value, which is detailed in the Feasibility Analysis chapter of this report. The prospective opinion of value for the proposed subject property upon completion (assumed to be January 1, 2022) was derived using selected investment parameters that are supported by market rates of return. The discounted cash flow procedure detailing our opinion of the market value of the proposed subject property upon completion is displayed below.

FIGURE 1-6 PROSPECTIVE VALUE UPON COMPLETION VIA INCOME CAPITALIZATION APPROACH

Year	EBITDA Less Reserve	Discount Factor @ 9.00%	Discounted Cash Flow
2022	\$8,084,020	0.91743	\$7,416,533
2023	9,469,463	0.84168	7,970,258
2024	10,056,773	0.77218	7,765,674
2025	10,933,382	0.70843	7,745,484
2026	11,506,846	0.64993	7,478,660
2027	11,498,096	0.59627	6,855,939
2028	11,854,339	0.54703	6,484,729
2029	12,221,747	0.50187	6,133,683
2030	12,600,062	0.46043	5,801,418
2031	196,967,377 *	0.42241	83,201,149
Estimated Value			\$146,853,527
			(SAY) \$146,900,000
			Per Room \$765,000
Reversion Analysis			
<i>11th Year's EBITDA Less Reserves (not including taxes)</i>			\$13,379,000
<i>Loaded Capitalization Rate</i>			<u>7.2%</u>
Total Sales Proceeds			\$186,779,282
Less: Transaction Costs @ 1.5%			<u>2,801,689</u>
Net Sales Proceeds			\$183,977,593
<i>*10th year net income of \$12,978,000 plus sales proceeds of \$183,977,593</i>			

- Next, the estimated development cost of the proposed project was reviewed and compared to the development costs of comparable hotels in the San Francisco Bay Area. The total development cost for the proposed hotel and dinner theatre were estimated by the developer as follows:

FIGURE 1-7 TOTAL DEVELOPMENT BUDGET (PROVIDED BY TZK BROADWAY)

Component	Amount	Per Room*	Per Square Foot
Hard Costs & Site Improvements			
Construction & Contingency	\$89,175,000	\$464,453	\$666.48
Subtotal Hard Cost & Site Improvements	\$89,175,000	\$464,453	\$666.48
FF&E			
Furniture, Fixtures & Equipment	\$8,843,600	\$46,060	\$66.10
Subtotal FF&E	8,843,600	\$46,060	\$66.10
Pre-Opening Costs and Working Capital			
Working Capital	\$500,000	\$2,604	\$3.74
Employee Costs	350,000	1,823	2.62
Pre-Opening Costs	325,000	1,693	2.43
Marketing	250,000	1,302	1.87
Franchise & Training Material	150,000	781	1.12
Subtotal Pre-Opening and Working Capital	\$1,575,000	\$8,203	\$11.77
Soft Costs			
Permits, Fees, Entitlement	\$11,486,583	\$59,826	\$85.85
Other Development Costs	10,223,750	53,249	76.41
Interest Reserve	9,800,000	51,042	73.24
Design, Architecture, Engineering	5,570,000	29,010	41.63
Financing & Closing Costs	3,094,000	16,115	23.12
Soft Cost Contingency	881,557	4,591	6.59
Insurance & Property Tax	645,047	3,360	4.82
Franchise & Liquor Fees	500,000	2,604	3.74
Subtotal Soft Costs	\$42,200,937	\$219,797	\$315.40
Total Cost (Inclusive of Theatre)	\$141,794,537	\$738,513	\$1,059.75
Total Hotel Cost**	\$116,907,370	\$608,893	\$1,059.75

*Per room based on 192 guestrooms

**110,316 square feet x \$1,066.48. Per room cost based on 192 guestrooms

- We note that in our preliminary 2016 Feasibility Study, total project costs were estimated at \$124,369,593. The current development budget represents a roughly 15% increase over the 2016 estimate, in line with increases in labor and construction costs in the greater San Francisco Bay Area.
- Our opinion of the prospective value of the proposed subject property upon completion exceeds the total development cost by roughly \$5,100,000, or 3.5% of total cost, providing an adequate profit to the developer; therefore, this project is deemed to be feasible, as detailed below.

FIGURE 1-8 TOTAL PROJECT FEASIBILITY CONCLUSION

Feasibility	Amount	Per Room	Per Square Foot
Total Hotel Value	\$146,900,000	\$765,000	\$1,097.91
Less: Total Cost	141,800,000	739,000	1,059.79
Total Profit to Developer	\$5,100,000	\$27,000	\$38.12
Profit % Total Value	3.5%		
Profit % Total Cost	3.6%		

Internal Rates of Return (IRR) Analysis

- At the request of the client, the internal rate of return to the developer’s equity position was calculated under two separate scenarios. Details pertaining to the calculation of these IRRs will be provided in the Feasibility Analysis chapter of this report. A description of each scenario and the corresponding equity IRRs are displayed below.

FIGURE 1-9 INTERNAL RATES OF RETURN ON EQUITY – TWO SCENARIOS

Scenario	Description	Equity IRR
1	<i>Assuming Refinance at the end of Year 5 & Sale at end of Year 10 (Developer Loan Terms)</i>	15.5%
2	<i>Assuming Refinance at end of Year 3 & Sale at end of Year 5 (Developer Loan Terms)</i>	17.1%

- There are a number of motivations for a developer to refinance this type of project after it is developed, such as enhancing the equity internal rate of return, providing the return of the initial investment and obtaining more favorable financing terms, among other reasons. The refinance proceeds can be used in a variety of ways, including reinvestment into the project or other projects, and establishing operating, debt service, and capital reserve accounts.

FIGURE 1-10 EQUITY IRR CALCULATION – SCENARIO 1 (000'S)

Number of Years	Year	Cash Flow Before Debt Service	Beginning Principal	Annual Debt Service	Interest Payment	Principal Payment	Ending Principal Balance	Net Income to Equity	Equity IRR
Construction Period	2020								
	2021				Initial Equity Investment			(\$53,795)	
	2021							0	
1	2022	\$8,084	\$88,000	\$5,669	\$4,371	\$1,298	\$86,702	\$2,415	
2	2023	9,469	86,702	5,669	4,304	1,365	85,337	3,800	
3	2024	10,057	85,337	5,669	4,234	1,435	83,902	4,388	
4	2025	10,933	83,902	5,669	4,161	1,508	82,394	5,264	
5	2026 ¹	11,507	82,394	5,669	4,084	1,585	80,809	42,884 ²	
6	2027	11,498	117,363	7,560	5,829	1,732	115,631	3,938	
7	2028	11,854	115,631	7,560	5,740	1,820	113,811	4,294	
8	2029	12,222	113,811	7,560	5,647	1,913	111,898	4,661	
9	2030	12,600	111,898	7,560	5,549	2,011	109,887	5,040	
10	2031	12,990	109,887	115,333 ³	5,446	2,114	107,773	103,654 ⁴	15.5%

¹ Assumes refinance at end of 5th projection year at 65% LTV (end of year discounting), new mortgage of \$117,363,000

² Net Income to Equity of \$5,838,000 plus Net Refinance Proceeds to Equity of \$37,046,000

³ 10th Year Annual Debt Service equal to \$7,560,000 plus outstanding mortgage balance of \$107,773,000

⁴ 10th Year Net Income to Equity equal to Cash Flow Before Debt Service of \$12,990,000 less Annual Debt Service of \$7,560,000, plus reversion proceeds of \$205,998,000 less Ending Principal Balance of \$107,773,000

FIGURE 1-11 EQUITY IRR CALCULATION – SCENARIO 2 (000'S)

Number of Years	Year	Cash Flow Before Debt Service	Beginning Principal	Annual Debt Service	Interest Payment	Principal Payment	Ending Principal Balance	Net Income to Equity	Equity IRR
Construction Period	2020								
	2021				Initial Equity Investment			(\$53,795)	
	2021							0	
1	2022	\$8,084	\$88,000	\$5,669	\$4,371	\$1,298	\$86,702	\$2,415	
2	2023	9,469	86,702	5,669	4,304	1,365	85,337	3,800	
3	2024 ¹	10,057	85,337	5,669	4,234	1,435	83,902	32,609 ²	
4	2025	10,933	111,733	7,198	5,549	1,648	110,084	3,736	
5	2026	11,507	110,084	115,549 ³	5,465	1,733	108,352	78,883 ⁴	17.1%

¹ Assumes refinance at end of 3rd projection year at 65% LTV (end of year discounting), new mortgage of \$111,733,000

² Net Income to Equity of \$4,309,000 plus Net Refinance Proceeds to Equity of \$28,221,000

³ 5th Year Annual Debt Service equal to \$7,198,000 plus outstanding mortgage balance of \$108,352,000

⁴ 5th Year Net Income to Equity equal to Cash Flow Before Debt Service of \$11,507,000 less Annual Debt Service of \$7,198,000, plus reversion proceeds of \$182,925,000 less Ending Principal Balance of \$108,352,000

Assignment Conditions

“Extraordinary Assumption” is defined in USPAP as follows:

An assignment-specific assumption as of the effective date regarding uncertain information used in an analysis which, if found to be false, could alter the appraiser’s opinions or conclusions. Comment: Uncertain information might include physical, legal, or economic characteristics of the subject property; or conditions external to the property, such as market conditions or trends; or the integrity of data used in an analysis.¹

The analysis is based on the extraordinary assumption that the described improvements have been completed as of the stated date of opening. The reader should understand that the completed subject property does not yet exist as of the date of this report. Our feasibility study does not address unforeseeable events that could alter the proposed project, and/or the market conditions reflected in the analyses; we assume that no significant changes, other than those anticipated and explained in this report, shall take place between the date of inspection and stated date of opening. The use of this extraordinary assumption may have affected the assignment results. We have made no other extraordinary assumptions specific to this feasibility study. However, several important general assumptions have been made that apply to this feasibility study and our studies of proposed hotels in general. These aspects are set forth in the Assumptions and Limiting Conditions chapter of this report.

Intended Use of the Feasibility Study

This feasibility report is being prepared for use in the development of the proposed subject hotel.

Identification of the Client and Intended User(s)

The client for this engagement is Port of San Francisco. This report is intended for the addressee firm and may not be distributed to or relied upon by other persons or entities.

Scope of Work

The methodology used to develop this study is based on the market research and valuation techniques set forth in the textbooks authored by Hospitality Valuation Services for the American Institute of Real Estate Appraisers and the Appraisal Institute, entitled *The Valuation of Hotels and Motels*,² *Hotels, Motels and Restaurants: Valuations and Market Studies*,³ *The Computerized Income Approach to*

¹The Appraisal Foundation, *Uniform Standards of Professional Appraisal Practice*, 2018–2019 ed.

²Stephen Rushmore, *The Valuation of Hotels and Motels*. (Chicago: American Institute of Real Estate Appraisers, 1978).

³Stephen Rushmore, *Hotels, Motels and Restaurants: Valuations and Market Studies*. (Chicago: American Institute of Real Estate Appraisers, 1983).

Hotel/Motel Market Studies and Valuations,⁴ *Hotels and Motels: A Guide to Market Analysis, Investment Analysis, and Valuations*,⁵ and *Hotels and Motels – Valuations and Market Studies*.⁶

1. All information was collected and analyzed by the staff of TS Worldwide, LLC. Information was supplied by the client and/or the property's development team.
2. The subject site has been evaluated from the viewpoint of its physical utility for the future operation of a hotel, as well as access, visibility, and other relevant factors.
3. The subject property's proposed improvements have been reviewed for their expected quality of construction, design, and layout efficiency.
4. The surrounding economic environment, on both an area and neighborhood level, has been reviewed to identify specific hospitality-related economic and demographic trends that may have an impact on future demand for hotels.
5. Dividing the market for hotel accommodations into individual segments defines specific market characteristics for the types of travelers expected to utilize the area's hotels. The factors investigated include purpose of visit, average length of stay, facilities and amenities required, seasonality, daily demand fluctuations, and price sensitivity.
6. An analysis of existing and proposed competition provides an indication of the current accommodated demand, along with market penetration and the degree of competitiveness. Unless noted otherwise, we have inspected the competitive lodging facilities summarized in this report.
7. Documentation for an occupancy and ADR projection is derived utilizing the build-up approach based on an analysis of lodging activity.
8. A detailed projection of income and expense made in accordance with the Uniform System of Accounts for the Lodging Industry sets forth the anticipated economic benefits of the proposed subject property.

⁴ Stephen Rushmore, *The Computerized Income Approach to Hotel/Motel Market Studies and Valuations*. (Chicago: American Institute of Real Estate Appraisers, 1990).

⁵ Stephen Rushmore, *Hotels and Motels: A Guide to Market Analysis, Investment Analysis, and Valuations* (Chicago: Appraisal Institute, 1992).

⁶ Stephen Rushmore and Erich Baum, *Hotels and Motels – Valuations and Market Studies*. (Chicago: Appraisal Institute, 2001).

9. A feasibility analysis is performed, in which the market equity yield that an investor would expect is compared to the equity yield that an investor must accept.

2. Project Overview

Project Overview

The proposed mixed-use development will include a branded, select-service hotel and a dinner theatre. According to the developer, the 192-room hotel will operate under the AC Hotels by Marriott affiliation and will be managed by Interstate Hotels and Resorts. Since our prior study, the hotel has been repositioned from an upper-upscale, independent boutique product to an upscale, branded select-service product. This repositioning has resulted in an anticipated lower average rate, but higher occupancy and increased profitability due to the select-service operating model. The dinner theatre will be operated by Teatro ZinZanni. It is important to note that a Teatro ZinZanni location existed on The Embarcadero at Pier 29 from 2000 to 2011, and was reported to be a very popular and sought-after venue.

EXTERIOR RENDERING



Management Agreement

The proposed subject hotel will reportedly be managed by Interstate Hotels & Resorts. While details pertaining to the management terms were not yet determined at the time of this report, the developer's proforma includes a base management fee of 3.0% of gross revenues, which is consistent with current market standards. We note that a line item for incentive management fees was not included in the developer's proforma.

Interstate Hotels & Resorts (“Interstate”) is one of the largest third-party hotel management companies in the world. The Virginia-based company operates more than 500 hotels globally spanning various product types, including limited-, select-, and full-service lodging properties. Within the greater San Francisco Bay Area, Interstate manages the following hotels:

FIGURE 2-1 INTERSTATE-MANAGED HOTELS IN THE GREATER SAN FRANCISCO BAY AREA

Property	Location	STR Chain Scale	Product Type	Number of Rooms
Corporate Inn Sunnyvale	Sunnyvale, CA	Upper-Upscale	Extended-Stay	73
Courtyard by Marriott Oakland Downtown	Oakland, CA	Upscale	Select-Service	162
Courtyard by Marriott San Francisco Union Square	San Francisco, CA	Upscale	Select-Service	166
Crowne Plaza Concord Walnut Creek	Concord, CA	Upscale	Full-Service	323
Fairfield Inn & Suites San Jose Airport	San Jose, CA	Upper-Midscale	Limited-Service	186
Hayes Mansion San Jose	San Jose, CA	Upscale	Full-Service	214
Hilton San Francisco Financial District	San Francisco, CA	Upper-Upscale	Full-Service	543
Holiday Inn Express Walnut Creek	Walnut Creek, CA	Upper-Midscale	Limited-Service	164
Holiday Inn San Francisco Golden Gateway	San Francisco, CA	Upscale	Full-Service	496
Hyatt Place Emeryville San Francisco Bay Area	Emeryville, CA	Upscale	Select-Service	175
Hyatt Place San Jose Downtown	San Jose, CA	Upscale	Select-Service	234
TownePlace Suites by Marriott Newark Silicon Valley	Newark, CA	Upper-Midscale	Extended-Stay	125
Proposed Subject Property	San Francisco, CA	Upscale	Select-Service	192

Source: Interstate Hotels & Resorts

With more than 58 years of experience and approvals to operate various brands under all major hotels chains including Marriott International, Hilton Inc., InterContinental Hotels Group (IHG), Hyatt Hotels Corporation, and Choice International, we are of the opinion that Interstate is qualified to manage the proposed subject hotel.

Franchise Agreement

The proposed subject hotel will operate under a franchise agreement with Marriott International as an AC Hotel by Marriott. The executed franchise agreement, dated January 24, 2019, features an initial term of 30 years and carries no option for renewal. The agreement calls for a royalty fee of 3.5% of gross rooms revenue in the first year, 4.0% in the second year, 4.5% in the third year, and 5.5% thereafter. A marketing assessment fee of 2.5% of gross rooms revenue is also stipulated throughout the duration of the term. The agreement also includes a key money payment to the developer of \$1,500,000 if the proposed subject hotel opens on or before the opening deadline of June 1, 2022.

The following table highlights the key differences in the agreement terms between the executed franchise agreement and Marriott’s latest Franchise Disclosure Document (“FDD”) for the AC Hotels by Marriott brand, dated March 31, 2019.

FIGURE 2-2 COMPARISON OF EXECUTED FRANCHISE AGREEMENT & FDD

Key Terms	Executed Franchise Agreement	Franchise Disclosure Document
Length of Term	30 Years	20 Years
Option for Renewal	None	None
Royalty Fee (% Rooms Revenue)	3.5%; 4.0%; 4.5%; 5.5%	5.5%
Marketing Fee (% Rooms Revenue)	2.5%	2.5%
Key Money	\$1,500,000	None

As illustrated in the table above, the executed franchise agreement for the proposed subject hotel reflects favorable terms. While the agreement features no option for renewal, the length of the term spans ten years longer than a typical franchise agreement for the AC Hotels by Marriott brand. Furthermore, in addition to key money provided by Marriott International, the developer also is expected to receive a discount in franchise fees during the initial years of operation.

Originating in Spain, Marriott's AC Hotel brand was developed by Antonio Catalán in 1998. The brand brings a new, modern design-style to the select-service hotel segment. Characterized by signature public areas, including the AC Lounge, AC Library, and dedicated media rooms, AC Hotels offer design-inspired accommodations to guests. The brand primarily targets urban, niche markets, and the first AC Hotel by Marriott in the U.S. opened in the French Quarter of New Orleans in November 2014. As of year-end 2018, there were 49 hotels (8,447 rooms total) operating in North America (115 properties located throughout Europe, North America, and Latin America). According to Marriott International, there are about 80 hotels in the pipeline that have either been approved for development or are under construction. The brand's performance statistics were not available.

FIGURE 2-3 COMPARISON OF SELECT-SERVICE FRANCHISE FEES

Brand	Parent Company	Royalty Fee	Marketing Fee	Total
AC Hotels by Marriott	Marriott International	5.5%	2.5%	8.0%
Cambria Hotels & Suites	Choice International	6.0%	3.0%	9.0%
Courtyard by Marriott	Marriott International	6.0%	2.0%	8.0%
Hilton Garden Inn	Hilton, Inc.	5.5%	4.0%	9.5%
Hyatt Place	Hyatt Hotels Corporation	5.5%	3.5%	9.0%
SpringHill Suites by Marriott	Marriott International	5.5%	2.5%	8.0%
Average		5.7%	2.9%	8.6%

Summary of the Facilities

Based on the information provided by the proposed subject property’s development representatives, the following table summarizes the facilities that will be available at the proposed mixed-use development.

FIGURE 2-4 PROPOSED FACILITIES SUMMARY

Guestroom Configuration		Number of Units
Standard		178
Suite		14
Total		192

Food & Beverage Facilities		Square Footage
Hotel Restaurant/Bar		4,420
Teatro ZinZanni Spiegel tent		3,848

Meeting & Banquet Facilities		Square Footage
Lobby-Level Meeting Space		2,360
Open Roof Terrace		3,500
Total		5,860

Amenities & Services	
Fitness Center	

Infrastructure	
Parking Spaces	None (Valet Only)
Elevators	3 Guest, 2 Service
Life-Safety Systems	Sprinklers, Smoke Detectors
Construction Details	Steel Frame, Poured Concrete

3. Review and Analysis of Consolidated Financial Proforma

Description of Analysis

As part of determining the financial and economic feasibility of the project, we have reviewed the project sponsor's consolidated financial proforma; these consolidated financial projections were prepared by TZK Broadway, LLC, and were provided to us by the client. These projections were considered in our own separate forecast of income and expense. Our forecast was then benchmarked against recent operating statements of comparable hotels. The forecast and comparable operating statement analysis will be presented later in this chapter of the report.

Analysis of Developer's Proforma

The revenue projections prepared by TZK Broadway, LLC, appear to be reasonable and are supported by data extracted from comparable operating statements. However, some of the expense ratios appear to be at or below the low-end of the range of comparable operating statements; as such, we have utilized our proprietary fixed and variable model to reconstruct a forecast of revenue and expense for the proposed subject hotel. The most significant drivers for the expected financial performance of the proposed subject property are the stabilized occupancy and average rate assumptions; as such, the following subsection details how the rooms revenue forecast conducted by TZK Broadway, LLC, was analyzed.

Forecast of Occupancy and Average Rate

In our previously submitted Phase One market study and Phase Four preliminary feasibility analysis, occupancy and average rate statistics for the competitive market were researched and compiled. As part of the Phase Six final financial feasibility analysis, we have compiled two data sets from STR. One set represents all hotels in the greater San Francisco-San Mateo metropolitan area, regardless of the size of hotel or chain scale classification (Economy, Midscale, Upper-Midscale, Upscale, Upper-Upscale, and Luxury). The second set represents 21 local hotels anticipated to compete most directly with the proposed subject hotel. Note that the second set of competitive hotels has been revised from the set presented in our previous study due to the repositioning of the subject hotel from an upper-upscale, boutique product to an upscale, branded select-service hotel.

These two data sets are displayed in the following charts. Furthermore, a table summarizing the important operating characteristics of the selected local competitors is also set forth. We note this information was compiled from personal interviews, inspections, lodging directories, and our in-house library of operating data.

FIGURE 3-1 HISTORICAL SUPPLY AND DEMAND TRENDS – COMPETITIVE SET 1 – SAN FRANCISCO-SAN MATEO LODGING MARKET DATA

San Francisco-San Mateo

Year	Occupancy	Percent Change	Average Rate	Percent Change	RevPAR	Percent Change	Top 25 Markets: RevPAR % Chg
2000	80.9 %	—	\$149.56	—	\$120.99	—	
2001	64.7	(20.0) %	143.73	(3.9) %	92.99	(23.1) %	
2002	62.1	(4.0)	123.36	(14.2)	76.61	(17.6)	
2003	62.6	0.8	116.92	(5.2)	73.19	(4.5)	
2004	68.0	8.6	117.96	0.9	80.21	9.6	10.0 %
2005	71.5	5.1	124.88	5.9	89.29	11.3	11.0
2006	72.9	2.0	137.91	10.4	100.54	12.6	9.7
2007	75.2	3.2	148.59	7.7	111.74	11.1	7.5
2008	75.0	(0.3)	156.34	5.2	117.26	4.9	-0.8
2009	71.6	(4.5)	133.60	(14.5)	95.66	(18.4)	-19.0
2010	75.2	5.0	135.97	1.8	102.25	6.9	6.9
2011	79.0	5.1	155.14	14.1	122.56	19.9	8.9
2012	80.4	1.8	171.72	10.7	138.06	12.6	7.7
2013	83.0	3.2	187.79	9.4	155.87	12.9	6.6
2014	84.1	1.3	207.81	10.7	174.77	12.1	8.1
2015	84.4	0.4	222.37	7.0	187.68	7.4	5.9
2016	84.3	(0.1)	230.82	3.8	194.58	3.7	2.4
2017	82.8	(1.8)	229.24	(0.7)	189.81	(2.5)	2.2
2018	81.9	(1.1)	241.33	5.3	197.65	4.1	2.5
<i>Year to date through May</i>							
2018	80.5 %		\$235.40		\$189.50		
2019	80.0	(0.6) %	258.27	9.7 %	206.62	9.0 %	(0.1) %
Average Annual Compound Growth							
2000 to 2018		0.1 %		2.7 %		2.8 %	

Source: STR Global, STR Monthly Hotel Review

FIGURE 3-2 HISTORICAL SUPPLY AND DEMAND TRENDS – COMPETITIVE SET 2 – SELECT BOUTIQUE HOTELS

Year	Average Daily Room Count	Available Room Nights	Change	Occupied Room Nights	Change	Occupancy	Average Rate	Change	RevPAR	Change		
2009	3,868	1,411,820	—	1,079,750	—	76.5 %	\$167.34	—	\$127.98	—		
2010	3,868	1,411,820	0.0 %	1,158,291	7.3 %	82.0	171.30	2.4 %	140.54	9.8 %		
2011	3,868	1,411,820	0.0	1,184,986	2.3	83.9	197.18	15.1	165.50	17.8		
2012	3,851	1,405,446	(0.5)	1,185,945	0.1	84.4	218.64	10.9	184.50	11.5		
2013	3,867	1,411,509	0.4	1,242,903	4.8	88.1	239.32	9.5	210.73	14.2		
2014	3,880	1,416,024	0.3	1,259,166	1.3	88.9	263.87	10.3	234.64	11.3		
2015	3,789	1,382,876	(2.3)	1,187,607	(5.7)	85.9	281.93	6.8	242.12	3.2		
2016	4,082	1,490,046	7.7	1,310,545	10.4	88.0	278.01	(1.4)	244.52	1.0		
2017	4,209	1,536,278	3.1	1,327,749	1.3	86.4	272.04	(2.1)	235.11	(3.8)		
2018	4,278	1,561,470	1.6	1,351,836	1.8	86.6	285.59	5.0	247.25	5.2		
Year-to-Date Through May												
2018	4,278	645,978	—	556,489	—	86.1 %	\$281.69	—	\$242.66	—		
2019	4,662	703,988	9.0 %	590,900	6.2 %	83.9	304.62	8.1 %	255.68	5.4 %		
Average Annual Compounded Change:												
2009 - 2012			(0.2) %	2009 - 2012			3.2 %	2009 - 2012			9.3 %	13.0 %
2012 - 2018			1.8	2012 - 2018			2.2	2012 - 2018			4.6	5.0
Hotels Included in Sample	Class	Number of Rooms	Year Affiliated	Year Opened								
Hotel Griffon	Luxury Class	62	Jun 2006	Jun 2006								
Harbor Court Hotel	Luxury Class	131	Jul 2015	Jun 1907								
AXIOM Hotel	Luxury Class	152	Jan 2016	Jun 1908								
Hotel Zelos	Luxury Class	202	Jul 2015	Jun 1908								
The Marker San Francisco	Luxury Class	208	May 2019	Jun 1910								
Hotel Zetta	Luxury Class	116	Feb 2013	Jun 1913								
Hotel Zeppelin	Luxury Class	196	Mar 2016	Jun 1917								
Autograph Collection Hotel Adagio	Upper Upscale Class	171	Mar 2013	Jun 1929								
Courtyard San Francisco Fisherman's Wharf	Upscale Class	127	Jul 2001	Jun 1967								
Hotel Zephyr	Upper Upscale Class	361	Jun 2015	Dec 1969								
Marriott San Francisco Fisherman's Wharf	Upper Upscale Class	285	Jun 1984	Jun 1984								
Le Meridien San Francisco	Upper Upscale Class	360	May 2006	Jan 1989								
Hyatt Centric Fisherman's Wharf San Francisco	Upper Upscale Class	316	Apr 2016	Dec 1990								
W Hotel San Francisco	Luxury Class	401	May 1999	May 1999								
Courtyard San Francisco Downtown	Upscale Class	410	Oct 2001	Oct 2001								
Argonaut Hotel	Luxury Class	252	Jul 2015	Aug 2003								
Joie De Vivre Hotel Vitale	Upper Upscale Class	200	Mar 2005	Mar 2005								
Courtyard San Francisco Union Square	Upscale Class	166	Sep 2015	Sep 2015								
Hotel Via	Luxury Class	159	Jun 2017	Jun 2017								
Hyatt Place San Francisco Downtown	Upscale Class	230	Jan 2019	Jan 2019								
Virgin Hotel San Francisco	Upper Upscale Class	194	Feb 2019	Feb 2019								
		Total	4,699									

Source: STR

FIGURE 3-3 LOCAL COMPETITORS – OPERATING PERFORMANCE

Property	Number of Rooms	Estimated 2018				
		Occ.	Average Rate	RevPAR	Occupancy Penetration	Yield Penetration
Argonaut Hotel San Francisco	252	85 - 90 %	\$300 - \$325	\$260 - \$270	100 - 110 %	100 - 110 %
Axiom Hotel	152	85 - 90	250 - 260	210 - 220	100 - 110	85 - 90
Courtyard by Marriott San Francisco Downtown	410	85 - 90	280 - 290	240 - 250	100 - 110	100 - 110
Courtyard by Marriott San Francisco Fisherman's Wharf	127	80 - 85	250 - 260	210 - 220	95 - 100	80 - 85
Courtyard by Marriott San Francisco Union Square	166	85 - 90	260 - 270	230 - 240	100 - 110	90 - 95
Harbor Court Hotel	131	80 - 85	230 - 240	190 - 200	95 - 100	75 - 80
Hotel Adagio, Autograph Collection by Marriott	171	85 - 90	280 - 290	250 - 260	100 - 110	100 - 110
Hotel Griffon	62	85 - 90	250 - 260	210 - 220	95 - 100	85 - 90
Hotel VIA	159	80 - 85	325 - 350	270 - 280	90 - 95	110 - 120
Hotel Vitale a Joie de Vivre Hotel	200	80 - 85	400 - 425	325 - 350	90 - 95	130 - 140
Hotel Zelos San Francisco	202	80 - 85	260 - 270	210 - 220	90 - 95	80 - 85
Hotel Zephyr	361	80 - 85	240 - 250	200 - 210	95 - 100	80 - 85
Hotel Zeppelin San Francisco	196	80 - 85	240 - 250	200 - 210	90 - 95	80 - 85
Hotel Zetta	116	85 - 90	300 - 325	270 - 280	100 - 110	110 - 120
Hyatt Centric Fisherman's Wharf San Francisco	316	95 - 100	240 - 250	230 - 240	110 - 120	90 - 95
Le Meridien San Francisco	360	90 - 95	300 - 325	280 - 290	100 - 110	110 - 120
Marker San Francisco a Joie de Vivre Hotel	208	80 - 85	250 - 260	210 - 220	95 - 100	80 - 85
Marriott Fisherman's Wharf San Francisco	285	90 - 95	280 - 290	260 - 270	100 - 110	100 - 110
W Hotel San Francisco	404	75 - 80	350 - 375	270 - 280	85 - 90	110 - 120
Totals/Averages	4,278	86.6 %	\$285.59	\$247.19	100.0 %	100.0 %

* Specific occupancy and average rate data were utilized in our analysis, but are presented in ranges for the purposes of confidentiality.

As presented in the preceding tables, San Francisco hotels have been operating at peak levels of occupancy and average rate, attributed to the plethora of demand generators in and around the city, the balanced mix of market segments, and minimal supply growth in recent years. We note that the declines in occupancy in 2017 and 2018 were attributed to the partial closure, renovation, and expansion of Moscone Center; however, following the reopening of the convention center in January 2019, the market has experienced a strong recovery.

The major market trend illustrates that overall occupancies in the greater San Francisco-San Mateo area operate in the low- to mid-80s, while the competitive properties in San Francisco achieve occupancies in the mid- to high-80s. Given the limited new supply anticipated to enter the market over the foreseeable future, it would be reasonable to assume that the proposed subject property would be able to also attain an occupancy level at the high-end of the range on a stabilized basis.

Furthermore, the average rates displayed in the preceding tables illustrate a wide range of pricing between the hotels. With many of the market's hotels achieving near-peak occupancies due to strong demand levels and capacity constraints of existing supply of hotel rooms, operators are expected to continue with price-driven revenue strategies. As illustrated, the Hotel Vitale achieves the highest estimated average rate of all the selected comparables. Given its location across from the Ferry Building in the Financial District, its high-quality improvements featuring views of the San Francisco Bay, its Joie de Vivre brand affiliation, and other features such as its size and facility offerings, a high average rate is to be expected from this property.

We note that in our previous study, the Hotel Vitale was formerly recognized as the most like-kind property to the proposed subject hotel because of its location and building attributes. However, since the proposed subject hotel is now anticipated to feature a branded upscale, select-service product instead of an independent upper-upscale, boutique product, we have also placed significant consideration on the average rates achieved by other branded properties including the W Hotel, Le Meridien, and Courtyard by Marriott hotels.

The Hotel Vitale's 2018 average rate, which is estimated to have been in excess of \$400, was considered at the top of the range of hotels used to position the subject property's base-year average rate. Meanwhile, the three Courtyard by Marriott hotels which commanded an average ADR of roughly \$270 in 2018, were considered at the low end of the range. The proposed subject's average rate was positioned at \$330.00 as if the hotel was open and operating at a stabilized level in 2018; this average rate was then grown at rates consistent with those projected for the market. In order to reflect a ramp-up in occupancies and pricing, an opening discount was applied to the first three projection years following the opening of the proposed subject property. The proposed subject's base-year (2018) average rate was

positioned at \$330.00, reflecting an over \$70 discount to the Hotel Vitale and a roughly \$60 premium over the three Courtyard by Marriott hotels. Given the subject property’s highly desirable location, similar to that of the Hotel Vitale, and its newly constructed select-service product, which is not expected to command an ADR as high as the Hotel Vitale’s upper-upscale product, this positioning is considered appropriate. The following table details our average rate forecast for the market and for the proposed subject property.

FIGURE 3-4 ADR FORECAST – MARKET AND PROPOSED SUBJECT PROPERTY

Calendar Year	2018	2019	2020	2021	2022	2023	2024	2025	2026
Market ADR	\$285.59	\$302.73	\$314.83	\$324.28	\$334.01	\$344.03	\$354.35	\$364.98	\$375.93
Projected Market ADR Growth Rate	—	6.0%	4.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Proposed Subject Property ADR (As-If Stabilized)	\$330.00	\$349.80	\$363.79	\$374.71	\$385.95	\$397.53	\$409.45	\$421.73	\$434.39
ADR Growth Rate	—	6.0%	4.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Proposed Subject Stabilized ADR Penetration	116%	116%	116%	116%	116%	116%	116%	116%	115.6%
Fiscal Year					2022	2023	2024	2025	2026
Proposed Subject Property Average Rate					\$385.95	\$397.53	\$409.45	\$421.73	\$434.39
Opening Discount					7.0%	4.0%	2.0%	0.0%	0.0%
Average Rate After Discount					\$358.93	\$381.62	\$401.26	\$421.73	\$434.39
Real Average Rate Growth					—	6.3%	5.1%	5.1%	3.0%
Market ADR					\$334.01	\$344.03	\$354.35	\$364.98	\$375.93
Proposed Subject ADR Penetration (After Discount)					107%	111%	113%	116%	116%
ADR Expressed in Base-Year Dollars Deflated @ Inflation Rate					\$322.02	\$332.41	\$339.34	\$346.26	\$346.26

Based on the above forecast, the proposed subject property’s 2018 average rate positioning of \$330.00 amounts to an approximately \$358.93 average rate in its opening year, taking into consideration the discounts. The average rate is in line with the developer’s forecast of roughly in the opening year.

Comparable Operating Statements

In order to project future income and expense for the proposed subject hotel, we have included a sample of individual comparable operating statements from our database of hotel statistics. All financial data are presented according to the three most common reassures of industry performance: ratio of sales (RTS), amounts per available room (PAR), and amounts per occupied room night (POR). These historical income and expense statements represent mid-sized boutique and full-service hotels located in San Francisco, and were used as benchmarks in our forthcoming forecast of income and expense. The stabilized operating performance of the subject property, expressed in deflated 2015 dollars, is presented to the right of the comparable statements for comparison purposes. The labor union agreements anticipated to be in place at the subject property were taken into consideration in

preparing our forecast. Also, note that the proforma includes a franchise fee expense that was not anticipated in our last study.

FIGURE 3-5 COMPARABLE OPERATING STATEMENTS: RATIO TO SALES

	Comp 1	Comp 2	Comp 3	Comp 4	Comp 5	Subject Stabilized \$
Number of Rooms:	150 to 190	220 to 280	190 to 250	180 to 230	360 to 450	192
Days Open:	365	365	365	365	365	365
Occupancy:	88%	88%	89%	85%	90%	91%
Average Rate:	\$306	\$309	\$228	\$259	\$272	\$346
RevPAR:	\$270	\$273	\$203	\$220	\$245	\$315
REVENUE						
Rooms	91.1 %	80.1 %	82.8 %	72.9 %	88.0 %	78.2 %
Food & Beverage	6.1	16.1	13.0	25.3	9.6	10.2
Other Operated Departments	2.5	0.2	2.9	0.2	2.4	9.6
Miscellaneous Income	0.3	3.6	1.4	1.5	0.0	2.0
Total	100.0	100.0	100.0	100.0	100.0	100.0
DEPARTMENTAL EXPENSES*						
Rooms	20.5	22.2	24.4	24.2	23.0	20.0
Food & Beverage	107.8	80.6	79.9	63.3	98.6	95.0
Other Operated Departments	82.8	59.9	19.0	58.1	0.0	85.4
Total	27.3	30.9	31.1	33.8	29.7	33.5
DEPARTMENTAL INCOME						
	72.7	69.1	68.9	66.2	70.3	66.5
OPERATING EXPENSES						
Administrative & General	8.0	6.6	7.6	8.1	8.1	6.0
Info. and Telecom. Systems	0.6	0.8	1.3	1.4	1.0	0.9
Marketing	8.1	3.8	4.9	7.3	5.6	3.8
Franchise Fee	4.6	0.0	0.0	0.0	0.0	6.3
Property Operations & Maintenance	2.7	1.7	2.1	2.7	3.4	2.5
Utilities	1.9	1.6	1.9	2.2	1.9	1.4
Total	25.9	14.6	17.7	21.7	20.0	20.9
HOUSE PROFIT						
	46.8	54.5	51.2	44.5	50.3	45.6
Management Fee	3.0	2.0	2.0	2.0	7.0	3.0
INCOME BEFORE FIXED CHARGES						
	43.8	52.5	49.1	42.5	43.3	42.6

* Departmental expense ratios are expressed as a percentage of departmental revenues

FIGURE 3-6 COMPARABLE OPERATING STATEMENTS: AMOUNTS PER AVAILABLE ROOM

	Comp 1	Comp 2	Comp 3	Comp 4	Comp 5	Subject
						Stabilized \$
Number of Rooms:	150 to 190	220 to 280	190 to 250	180 to 230	360 to 450	192
Days Open:	365	365	365	365	365	365
Occupancy:	88%	88%	89%	85%	90%	91%
Average Rate:	\$306	\$309	\$228	\$259	\$272	\$346
RevPAR:	\$270	\$273	\$203	\$220	\$245	\$315
REVENUE						
Rooms	\$98,732	\$99,722	\$74,017	\$80,144	\$89,502	\$115,011
Food & Beverage	6,610	20,050	11,626	27,829	9,777	14,947
Other Operated Departments	2,700	256	2,577	227	2,472	14,166
Miscellaneous Income	376	4,493	1,209	1,666	0	2,989
Total	108,418	124,521	89,430	109,865	101,751	147,113
DEPARTMENTAL EXPENSES						
Rooms	20,249	22,186	18,070	19,398	20,558	23,002
Food & Beverage	7,127	16,160	9,288	17,626	9,644	14,199
Other Operated Departments	2,237	153	490	132	0	12,094
Total	29,613	38,499	27,848	37,156	30,201	49,295
DEPARTMENTAL INCOME						
	78,805	86,022	61,582	72,709	71,550	97,818
OPERATING EXPENSES						
Administrative & General	8,711	8,247	6,834	8,893	8,227	8,827
Info. and Telecom. Systems	670	1,040	1,127	1,570	1,054	1,324
Marketing	8,804	4,698	4,340	7,996	5,688	5,590
Franchise Fee	4,969	0	0	0	0	9,201
Property Operations & Maintenance	2,921	2,135	1,867	2,962	3,427	3,678
Utilities	2,020	2,044	1,697	2,373	1,972	2,060
Total	28,096	18,165	15,865	23,794	20,367	30,679
HOUSE PROFIT						
	50,709	67,857	45,717	48,915	51,183	67,139
Management Fee	3,253	2,480	1,787	2,205	7,149	4,413
INCOME BEFORE FIXED CHARGES						
	47,457	65,376	43,930	46,710	44,034	62,725

FIGURE 3-7 COMPARABLE OPERATING STATEMENTS: AMOUNTS PER OCCUPIED ROOM

	Comp 1	Comp 2	Comp 3	Comp 4	Comp 5	Subject
						Stabilized \$
Number of Rooms:	150 to 190	220 to 280	190 to 250	180 to 230	360 to 450	192
Days Open:	365	365	365	365	365	365
Occupancy:	88%	88%	89%	85%	90%	91%
Average Rate:	\$306	\$309	\$228	\$259	\$272	\$346
RevPAR:	\$270	\$273	\$203	\$220	\$245	\$315
REVENUE						
Rooms	\$306.06	\$309.31	\$227.85	\$259.31	\$272.32	\$346.26
Food & Beverage	20.49	62.19	35.79	90.04	29.75	45.00
Other Operated Departments	8.37	0.79	7.93	0.74	7.52	42.65
Miscellaneous Income	1.17	13.94	3.72	5.39	0.00	9.00
Total	336.09	386.22	275.30	355.47	309.59	442.91
DEPARTMENTAL EXPENSES						
Rooms	62.77	68.82	55.63	62.76	62.55	69.25
Food & Beverage	22.09	50.12	28.59	57.03	29.34	42.75
Other Operated Departments	6.93	0.47	1.51	0.43	0.00	36.41
Total	91.80	119.41	85.73	120.22	91.89	148.41
DEPARTMENTAL INCOME						
	244.29	266.81	189.57	235.25	217.70	294.50
OPERATING EXPENSES						
Administrative & General	27.00	25.58	21.04	28.77	25.03	26.57
Info. and Telecom. Systems	2.08	3.23	3.47	5.08	3.21	3.99
Marketing	27.29	14.57	13.36	25.87	17.31	16.83
Franchise Fee	15.40	0.00	0.00	0.00	0.00	27.70
Property Operations & Maintenance	9.05	6.62	5.75	9.59	10.43	11.07
Utilities	6.26	6.34	5.22	7.68	6.00	6.20
Total	87.09	56.34	48.84	76.99	61.97	92.37
HOUSE PROFIT						
	157.19	210.47	140.73	158.27	155.73	202.13
Management Fee	10.08	7.69	5.50	7.13	21.75	13.29
INCOME BEFORE FIXED CHARGES						
	147.11	202.78	135.23	151.13	133.98	188.85

**Fixed and Variable
Component Analysis**

HVS uses a fixed and variable component model to project a lodging facility's revenue and expense levels. This model is based on the premise that hotel revenues and expenses have one component that is fixed and another that varies directly with occupancy and facility usage. A projection can be made by taking a known level of revenue or expense and calculating its fixed and variable components. The fixed component is then increased in tandem with the underlying rate of inflation, while the variable component is adjusted for a specific measure of volume such as total revenue.

Inflation Assumption

In consideration of the most recent trends, the projections set forth previously, and our assessment of probable property appreciation levels, we have applied underlying inflation rates of 2.5%, 2.5%, and 3.0% thereafter for each respective year following the base year of 2018. This stabilized inflation rate considers normal, recurring inflation cycles. Inflation is likely to fluctuate above and below this level during the projection period. Any exceptions to the application of the assumed underlying inflation rate are discussed in our write-up of individual income and expense items.

**Forecast of Revenue
and Expense**

As previously stated, following our review of the developer's forecast, certain line items were modified based on metrics evidenced by the comparable operating statements. The following table sets forth a five-year forecast of income and expense as compiled by TZK Broadway, LLC. The second table presents our detailed forecast through the fifth projection year, including amounts per available room and per occupied room. The third table illustrates our ten-year forecast of income and expense, presented with a lesser degree of detail. These forecasts pertain to years that begin on January 1, 2022, expressed in inflated dollars for each year.

FIGURE 3-8 DEVELOPER'S FIVE-YEAR PROFORMA

	2022			2023			2024			2025			2026							
Number of Rooms:	192			192			192			192			192							
Occupancy:	86.0%			91.3%			91.5%			91.3%			91.3%							
Average Rate:	\$348.89			\$368.97			\$399.08			\$411.63			\$419.86							
RevPAR:	\$300.05			\$336.87			\$365.36			\$375.81			\$383.33							
Days Open:	365			365			365			365			365							
Occupied Rooms:	60,269	%Gross	PAR	POR	63,983	%Gross	PAR	POR	64,158	%Gross	PAR	POR	63,983	%Gross	PAR	POR	63,983	%Gross	PAR	POR
OPERATING REVENUE																				
Rooms	\$21,027	76.4 %	\$109,517	\$348.89	\$23,608	77.0 %	\$122,959	\$368.97	\$25,604	77.9 %	\$133,355	\$399.08	\$26,337	77.9 %	\$137,172	\$411.63	\$26,864	77.8 %	\$139,916	\$419.86
Food & Beverage	3,013	11.0	15,695	50.00	3,295	10.7	17,162	51.50	3,403	10.3	17,725	53.05	3,496	10.3	18,207	54.64	3,601	10.4	18,754	56.28
Other Operated Departments	30	0.1	157	0.50	33	0.1	172	0.52	34	0.1	177	0.53	35	0.1	182	0.55	36	0.1	188	0.56
Parking	1,507	5.5	7,848	25.00	1,648	5.4	8,581	25.75	1,702	5.2	8,863	26.52	1,748	5.2	9,104	27.32	1,800	5.2	9,377	28.14
Special Events	1,326	4.8	6,906	22.00	1,450	4.7	7,551	22.66	1,497	4.6	7,799	23.34	1,538	4.6	8,011	24.04	1,584	4.6	8,252	24.76
Sustainability, Park Maintenance, Art	603	2.2	3,139	10.00	640	2.1	3,332	10.00	642	2.0	3,342	10.00	640	1.9	3,332	10.00	640	1.9	3,332	10.00
Total Operating Revenue	27,506	100.0	143,261	456.39	30,673	100.0	159,757	479.40	32,882	100.0	171,261	512.52	33,794	100.0	176,009	528.17	34,525	100.0	179,818	539.60
DEPARTMENTAL EXPENSES *																				
Rooms	4,219	20.1	21,973	70.00	4,591	19.4	23,910	71.75	4,718	18.4	24,575	73.54	4,823	18.3	25,121	75.38	4,944	18.4	25,749	77.27
Food & Beverage	2,863	95.0	14,910	47.50	3,130	95.0	16,304	48.93	3,233	95.0	16,839	50.39	3,321	95.0	17,297	51.90	3,421	95.0	17,816	53.46
Other Operated Departments	18	60.0	94	0.30	20	60.0	103	0.31	20	60.0	106	0.32	21	60.0	109	0.33	22	60.0	113	0.34
Parking	1,431	95.0	7,455	23.75	1,565	95.0	8,152	24.46	1,617	95.0	8,420	25.20	1,661	95.0	8,648	25.95	1,710	95.0	8,908	26.73
Special Events	994	75.0	5,179	16.50	1,087	75.0	5,663	17.00	1,123	75.0	5,849	17.50	1,154	75.0	6,008	18.03	1,188	75.0	6,189	18.57
Total Expenses	9,525	34.6	49,612	158.05	10,394	33.9	54,133	162.44	10,712	32.6	55,790	166.96	10,979	32.5	57,184	171.60	11,285	32.7	58,774	176.37
DEPARTMENTAL INCOME	17,981	65.4	93,649	298.34	20,280	66.1	105,624	316.96	22,171	67.4	115,472	345.56	22,814	67.5	118,825	356.57	23,240	67.3	121,044	363.23
UNDISTRIBUTED OPERATING EXPENSES																				
Administrative & General	1,507	5.5	7,848	25.00	1,606	5.2	8,367	25.11	1,683	5.1	8,763	26.23	1,727	5.1	8,994	26.99	1,767	5.1	9,204	27.62
Marketing	1,118	4.1	5,825	18.56	1,189	3.9	6,191	18.58	1,243	3.8	6,473	19.37	1,275	3.8	6,643	19.93	1,305	3.8	6,799	20.40
Franchise Fee	1,298	4.7	6,759	21.53	1,576	5.1	8,209	24.63	1,837	5.6	9,569	28.64	2,158	6.4	11,240	33.73	2,200	6.4	11,460	34.39
Prop. Operations & Maint.	1,076	3.9	5,604	17.85	1,108	3.6	5,772	17.32	1,142	3.5	5,945	17.79	1,176	3.5	6,124	18.38	1,211	3.5	6,308	18.93
Utilities	431	1.6	2,244	7.15	444	1.4	2,312	6.94	457	1.4	2,381	7.13	471	1.4	2,453	7.36	485	1.4	2,526	7.58
Info & Telecom Systems	294	1.1	1,533	4.88	302	1.0	1,571	4.72	309	0.9	1,611	4.82	317	0.9	1,651	4.95	325	0.9	1,692	5.08
Total Expenses	5,724	20.9	29,814	94.98	6,225	20.2	32,421	97.29	6,671	20.3	34,742	103.97	7,124	21.1	37,105	111.34	7,294	21.1	37,989	114.00
GROSS HOUSE PROFIT	12,256	44.5	63,836	203.36	14,055	45.9	73,203	219.67	15,500	47.1	80,729	241.59	15,690	46.4	81,721	245.23	15,947	46.2	83,055	249.23
Management Fee	825	3.0	4,298	13.69	920	3.0	4,793	14.38	986	3.0	5,138	15.38	1,014	3.0	5,280	15.85	1,036	3.0	5,395	16.19
INCOME BEFORE NON-OPER. INC & EXP.	11,431	41.5	59,538	189.67	13,135	42.9	68,410	205.29	14,514	44.1	75,592	226.22	14,677	43.4	76,440	229.38	14,911	43.2	77,661	233.04
NON-OPERATING INCOME & EXPENSE																				
Property Taxes	1,300	4.7	6,771	21.57	1,326	4.3	6,906	20.72	1,353	4.1	7,044	21.08	1,380	4.1	7,185	21.56	1,407	4.1	7,329	21.99
Insurance	328	1.2	1,708	5.44	338	1.1	1,759	5.28	348	1.1	1,812	5.42	358	1.1	1,867	5.60	369	1.1	1,923	5.77
Ground Lease	1,364	5.0	7,104	22.63	1,487	4.8	7,746	23.24	1,577	4.8	8,215	24.59	1,623	4.8	8,451	25.36	1,661	4.8	8,653	25.96
TZK Passthrough	(1,135)	(4.1)	(5,914)	(18.84)	(1,168)	(3.8)	(6,085)	(18.26)	(1,203)	(3.7)	(6,265)	(18.75)	(1,237)	(3.7)	(6,443)	(19.33)	(1,284)	(3.7)	(6,688)	(20.07)
Reserve for Replacement	550	2.0	2,865	9.13	920	3.0	4,793	14.38	1,315	4.0	6,850	20.50	1,352	4.0	7,040	21.13	1,381	4.0	7,193	21.58
Total Expenses	2,407	8.8	12,534	39.93	2,903	9.4	15,119	45.37	3,390	10.3	17,658	52.84	3,475	10.3	18,100	54.32	3,535	10.3	18,409	55.24
EBITDA LESS RESERVE	\$9,025	32.7 %	\$47,004	\$149.74	\$10,232	33.5 %	\$53,291	\$159.91	\$11,123	33.8 %	\$57,934	\$173.37	\$11,201	33.1 %	\$58,340	\$175.07	\$11,376	32.9 %	\$59,252	\$177.80

*Departmental expenses are expressed as a percentage of departmental revenues.

Source: Developer

FIGURE 3-9 HVS FORECAST – FIVE-YEAR FORECAST OF INCOME AND EXPENSE

	2022 (Calendar Year)				2023				2024				2025				Stabilized			
Number of Rooms:	192				192				192				192				192			
Occupancy:	82%				86%				88%				90%				91%			
Average Rate:	\$358.93				\$381.62				\$401.26				\$421.73				\$434.39			
RevPAR:	\$294.32				\$328.20				\$353.11				\$379.56				\$395.29			
Days Open:	365				365				365				365				365			
Occupied Rooms:	57,466	%Gross	PAR	POR	60,269	%Gross	PAR	POR	61,670	%Gross	PAR	POR	63,072	%Gross	PAR	POR	63,773	%Gross	PAR	POR
OPERATING REVENUE																				
Rooms	\$20,626	76.9	% \$107,427	\$358.93	\$23,000	77.2	% \$119,792	\$381.62	\$24,746	77.6	% \$128,885	\$401.26	\$26,600	78.1	% \$138,542	\$421.74	\$27,702	78.2	% \$144,281	\$434.39
Food & Beverage	2,910	10.9	15,154	50.63	3,159	10.6	16,452	52.41	3,310	10.4	17,237	53.67	3,466	10.2	18,055	54.96	3,600	10.2	18,751	56.45
Other Operated Departments	30	0.1	155	0.52	32	0.1	169	0.54	34	0.1	175	0.54	35	0.1	181	0.55	36	0.1	188	0.56
Parking	1,426	5.3	7,429	24.82	1,567	5.3	8,159	25.99	1,665	5.2	8,672	27.00	1,734	5.1	9,032	27.50	1,796	5.1	9,355	28.16
Special Events	1,252	4.7	6,520	21.78	1,394	4.7	7,259	23.12	1,475	4.6	7,680	23.91	1,529	4.5	7,963	24.24	1,580	4.5	8,229	24.78
Sustainability, Park Maintenance, Art	567	2.1	2,952	9.86	659	2.2	3,432	10.93	679	2.1	3,535	11.01	699	2.1	3,641	11.08	720	2.0	3,750	11.29
Total Operating Revenues	26,810	100.0	139,637	466.55	29,810	100.0	155,263	494.62	31,908	100.0	166,185	517.39	34,064	100.0	177,414	540.07	35,434	100.0	184,554	555.63
DEPARTMENTAL EXPENSES *																				
Rooms	4,728	22.9	24,624	82.27	4,959	21.6	25,827	82.28	5,154	20.8	26,841	83.57	5,355	20.1	27,893	84.91	5,540	20.0	28,856	86.88
Food & Beverage	2,915	100.2	15,183	50.73	3,072	97.2	15,999	50.97	3,188	96.3	16,604	51.69	3,308	95.4	17,230	52.45	3,420	95.0	17,813	53.63
Other Operated Departments	19	63.1	98	0.33	20	60.7	102	0.33	20	60.4	106	0.33	21	60.1	109	0.33	22	60.0	113	0.34
Parking	1,468	102.9	7,644	25.54	1,539	98.3	8,018	25.54	1,600	96.1	8,335	25.95	1,654	95.4	8,614	26.22	1,706	95.0	8,887	26.76
Special Events	1,019	81.4	5,306	17.73	1,073	77.0	5,587	17.80	1,114	75.5	5,801	18.06	1,149	75.2	5,986	18.22	1,185	75.0	6,172	18.58
Total Expenses	10,148	37.9	52,855	176.60	10,663	35.8	55,534	176.92	11,076	34.7	57,686	179.60	11,488	33.7	59,832	182.14	11,873	33.5	61,841	186.18
DEPARTMENTAL INCOME	16,662	62.1	86,782	289.95	19,148	64.2	99,728	317.71	20,832	65.3	108,499	337.79	22,576	66.3	117,582	357.94	23,561	66.5	122,713	369.45
UNDISTRIBUTED OPERATING EXPENSES																				
Administrative & General	1,819	6.8	9,473	31.65	1,906	6.4	9,929	31.63	1,982	6.2	10,321	32.13	2,059	6.0	10,724	32.65	2,126	6.0	11,073	33.34
Info & Telecom Systems	273	1.0	1,421	4.75	286	1.0	1,489	4.74	297	0.9	1,548	4.82	309	0.9	1,609	4.90	319	0.9	1,661	5.00
Marketing	1,152	4.3	6,000	20.05	1,207	4.1	6,288	20.03	1,255	3.9	6,537	20.35	1,304	3.8	6,792	20.68	1,347	3.8	7,013	21.11
Franchise Fee	1,238	4.6	6,446	21.54	1,495	5.0	7,786	24.81	1,732	5.4	9,022	28.09	2,128	6.2	11,083	33.74	2,216	6.3	11,543	34.75
Prop. Operations & Maint.	606	2.3	3,158	10.55	715	2.4	3,723	11.86	784	2.5	4,085	12.72	858	2.5	4,468	13.60	886	2.5	4,614	13.89
Utilities	424	1.6	2,210	7.39	445	1.5	2,317	7.38	462	1.4	2,408	7.50	480	1.4	2,502	7.62	496	1.4	2,584	7.78
Total Expenses	5,512	20.6	28,708	95.92	6,054	20.4	31,534	100.46	6,513	20.3	33,921	105.61	7,138	20.8	37,179	113.18	7,390	20.9	38,487	115.87
GROSS HOUSE PROFIT	11,150	41.5	58,074	194.03	13,093	43.8	68,195	217.25	14,319	45.0	74,577	232.18	15,437	45.5	80,403	244.76	16,171	45.6	84,225	253.58
Management Fee	804	3.0	4,189	14.00	894	3.0	4,658	14.84	957	3.0	4,986	15.52	1,022	3.0	5,322	16.20	1,063	3.0	5,537	16.67
INCOME BEFORE NON-OPR. INC. & EXP.	10,346	38.5	53,885	180.04	12,199	40.8	63,537	202.41	13,362	42.0	69,592	216.66	14,415	42.5	75,081	228.56	15,108	42.6	78,689	236.91
NON-OPERATING INCOME & EXPENSE																				
Property Taxes	1,300	4.8	6,771	22.62	1,326	4.4	6,906	22.00	1,353	4.2	7,044	21.93	1,380	4.0	7,185	21.87	1,407	4.0	7,329	22.07
Insurance	346	1.3	1,804	6.03	357	1.2	1,858	5.92	367	1.2	1,914	5.96	378	1.1	1,971	6.00	390	1.1	2,030	6.11
Ground Lease	1,246	4.6	6,488	21.68	1,353	4.5	7,046	22.45	1,543	4.8	8,038	25.02	1,632	4.8	8,500	25.88	1,693	4.8	8,818	26.55
TZK Passthrough	(1,166)	(4.4)	(6,075)	(20.30)	(1,200)	(4.0)	(6,251)	(19.91)	(1,235)	(3.9)	(6,430)	(20.02)	(1,271)	(3.7)	(6,617)	(20.14)	(1,306)	(3.7)	(6,802)	(20.48)
Reserve for Replacement	536	2.0	2,793	9.33	894	3.0	4,658	14.84	1,276	4.0	6,647	20.70	1,363	4.0	7,097	21.60	1,417	4.0	7,382	22.23
Total Expenses	2,262	8.3	11,781	39.36	2,730	9.1	14,217	45.29	3,305	10.3	17,213	53.59	3,482	10.2	18,136	55.21	3,601	10.2	18,757	56.47
EBITDA LESS RESERVE	\$8,084	30.2	\$42,104	\$140.68	\$9,469	31.7	\$49,320	\$157.12	\$10,057	31.7	\$52,379	\$163.07	\$10,933	32.3	\$56,945	\$173.35	\$11,507	32.4	\$59,931	\$180.44

*Departmental expenses are expressed as a percentage of departmental revenues.

FIGURE 3-10 HVS FORECAST – TEN-YEAR FORECAST OF INCOME AND EXPENSE

	2022		2023		2024		2025		2026		2027		2028		2029		2030		2031	
Number of Rooms:	192		192		192		192		192		192		192		192		192		192	
Occupied Rooms:	57,466		60,269		61,670		63,072		63,773											
Occupancy:	82%		86%		88%		90%		91%											
Average Rate:	\$358.93		% of \$381.62		% of \$401.26		% of \$421.73		% of \$434.39		% of \$447.42		% of \$460.84		% of \$474.67		% of \$488.91		% of \$503.57	
RevPAR:	\$294.32		Gross \$328.20		Gross \$353.11		Gross \$379.56		Gross \$395.29		Gross \$407.15		Gross \$419.37		Gross \$431.95		Gross \$444.90		Gross \$458.25	
OPERATING REVENUE																				
Rooms	\$20,626	76.9 %	\$23,000	77.2 %	\$24,746	77.6 %	\$26,600	78.1 %	\$27,702	78.2 %	\$28,533	78.2 %	\$29,389	78.2 %	\$30,271	78.2 %	\$31,179	78.2 %	\$32,114	78.2 %
Food & Beverage	2,910	10.9	3,159	10.6	3,310	10.4	3,466	10.2	3,600	10.2	3,708	10.2	3,819	10.2	3,934	10.2	4,052	10.2	4,174	10.2
Other Operated Departments	30	0.1	32	0.1	34	0.1	35	0.1	36	0.1	37	0.1	38	0.1	39	0.1	41	0.1	42	0.1
Parking	1,426	5.3	1,567	5.3	1,665	5.2	1,734	5.1	1,796	5.1	1,850	5.1	1,905	5.1	1,963	5.1	2,021	5.1	2,082	5.1
Special Events	1,252	4.7	1,394	4.7	1,475	4.6	1,529	4.5	1,580	4.5	1,627	4.5	1,676	4.5	1,727	4.5	1,778	4.5	1,832	4.5
Sustainability, Park Maintenance, Art	567	2.1	659	2.2	679	2.1	699	2.1	720	2.0	742	2.0	764	2.0	787	2.0	810	2.0	835	2.0
Total Operating Revenues	26,810	100.0	29,810	100.0	31,908	100.0	34,064	100.0	35,434	100.0	36,497	100.0	37,592	100.0	38,720	100.0	39,882	100.0	41,078	100.0
DEPARTMENTAL EXPENSES *																				
Rooms	4,728	22.9	4,959	21.6	5,154	20.8	5,355	20.1	5,540	20.0	5,707	20.0	5,878	20.0	6,054	20.0	6,236	20.0	6,423	20.0
Food & Beverage	2,915	100.2	3,072	97.2	3,188	96.3	3,308	95.4	3,420	95.0	3,523	95.0	3,628	95.0	3,737	95.0	3,849	95.0	3,965	95.0
Other Operated Departments	19	63.1	20	60.7	20	60.4	21	60.1	22	60.0	22	60.0	23	60.0	24	60.0	24	60.0	25	60.0
Parking	1,468	102.9	1,539	98.3	1,600	96.1	1,654	95.4	1,706	95.0	1,757	95.0	1,810	95.0	1,864	95.0	1,920	95.0	1,978	95.0
Special Events	1,019	81.4	1,073	77.0	1,114	75.5	1,149	75.2	1,185	75.0	1,221	75.0	1,257	75.0	1,295	75.0	1,334	75.0	1,374	75.0
Total Expenses	10,148	37.9	10,663	35.8	11,076	34.7	11,488	33.7	11,873	33.5	12,230	33.5	12,597	33.5	12,974	33.5	13,364	33.5	13,765	33.5
DEPARTMENTAL INCOME	16,662	62.1	19,148	64.2	20,832	65.3	22,576	66.3	23,561	66.5	24,268	66.5	24,996	66.5	25,746	66.5	26,518	66.5	27,313	66.5
UNDISTRIBUTED OPERATING EXPENSES																				
Administrative & General	1,819	6.8	1,906	6.4	1,982	6.2	2,059	6.0	2,126	6.0	2,190	6.0	2,256	6.0	2,323	6.0	2,393	6.0	2,465	6.0
Info & Telecom Systems	273	1.0	286	1.0	297	0.9	309	0.9	319	0.9	328	0.9	338	0.9	348	0.9	359	0.9	370	0.9
Marketing	1,152	4.3	1,207	4.1	1,255	3.9	1,304	3.8	1,347	3.8	1,387	3.8	1,429	3.8	1,471	3.8	1,516	3.8	1,561	3.8
Franchise Fee	1,238	4.6	1,495	5.0	1,732	5.4	2,128	6.2	2,216	6.3	2,283	6.3	2,351	6.3	2,422	6.3	2,494	6.3	2,569	6.3
Prop. Operations & Maint.	606	2.3	715	2.4	784	2.5	858	2.5	886	2.5	912	2.5	940	2.5	968	2.5	997	2.5	1,027	2.5
Utilities	424	1.6	445	1.5	462	1.4	480	1.4	496	1.4	511	1.4	526	1.4	542	1.4	558	1.4	575	1.4
Total Expenses	5,512	20.6	6,054	20.3	6,513	20.4	7,138	21.0	7,390	20.9	7,611	20.9	7,840	20.9	8,075	20.9	8,317	20.9	8,567	20.9
GROSS HOUSE PROFIT	11,150	41.5	13,093	43.9	14,319	44.9	15,437	45.3	16,171	45.6	16,656	45.6	17,156	45.6	17,671	45.6	18,201	45.6	18,747	45.6
Management Fee	804	3.0	894	3.0	957	3.0	1,022	3.0	1,063	3.0	1,095	3.0	1,128	3.0	1,162	3.0	1,196	3.0	1,232	3.0
INCOME BEFORE NON-OPR. INC. & EXP.	10,346	38.5	12,199	40.9	13,362	41.9	14,415	42.3	15,108	42.6	15,561	42.6	16,028	42.6	16,509	42.6	17,005	42.6	17,514	42.6
NON-OPERATING INCOME & EXPENSE																				
Property Taxes	1,300	4.8	1,326	4.4	1,353	4.2	1,380	4.0	1,407	4.0	1,435	3.9	1,464	3.9	1,493	3.9	1,523	3.8	1,554	3.8
Insurance	346	1.3	357	1.2	367	1.2	378	1.1	390	1.1	401	1.1	414	1.1	426	1.1	439	1.1	452	1.1
Ground Lease	1,246	4.6	1,353	4.5	1,543	4.8	1,632	4.8	1,693	4.8	2,108	5.8	2,171	5.8	2,235	5.8	2,302	5.8	2,370	5.8
TZK Passthrough	(1,166)	(4.4)	(1,200)	(4.0)	(1,235)	(3.9)	(1,271)	(3.7)	(1,306)	(3.7)	(1,342)	(3.7)	(1,378)	(3.7)	(1,416)	(3.7)	(1,454)	(3.6)	(1,494)	(3.6)
Reserve for Replacement	536	2.0	894	3.0	1,276	4.0	1,363	4.0	1,417	4.0	1,460	4.0	1,504	4.0	1,549	4.0	1,595	4.0	1,643	4.0
Total Expenses	2,262	8.3	2,730	9.1	3,305	10.3	3,482	10.2	3,601	10.2	4,063	11.1	4,174	11.1	4,288	11.1	4,405	11.1	4,525	11.1
EBITDA LESS RESERVE	\$8,084	30.2 %	\$9,469	31.8 %	\$10,057	31.6 %	\$10,933	32.1 %	\$11,507	32.4 %	\$11,498	31.5 %	\$11,854	31.5 %	\$12,222	31.5 %	\$12,600	31.5 %	\$12,990	31.5 %

*Departmental expenses are expressed as a percentage of departmental revenues.

Summary of Changes Made to Proforma

A review of the changes made to the financial projections compiled by the developer and/or details surrounding our line-item forecasts are summarized as follows:

Rooms Revenue

The developer's forecast assumes a stabilized occupancy level of 91%. We note that based on our review of the performance of competitive hotels in San Francisco, only a handful of properties have achieved an annual occupancy in excess of 90%. However, given the subject property's proposed location, strong brand affiliation, and product offering, a stabilized occupancy of 91% should be achievable. The hotel is expected to benefit mid-week from its proximity to the Financial District. Furthermore, its waterfront location should also attract strong leisure demand on weekends. The strong AC Hotel by Marriott brand affiliation will be an additional driver of demand that is anticipated to result in a higher stabilized occupancy than projected in our prior study; however, given the lower product positioning, average rate is projected to be below what was previously anticipated. Note that we have forecast the hotel's average rate to range from \$10 to \$15 higher than the rate projected by the developer, which we felt was on the conservative side given the attributes of the subject property.

Food and Beverage Revenue

This line item was adjusted per our fixed and variable model and was based on the stabilized year amounts from the developer's proforma (deflated to base-year dollars).

Rooms Expense

Rooms expense was increased based on our review of comparable operating statements. We note that California's minimum wage for companies with more than 26 employees is \$12.00 per hour as of January 1, 2019. The minimum wage is slated to increase by \$1.00 per year through January 1, 2022, eventually reaching \$15.00 per hour. Our forecast account for these scheduled increases, as well as the hotel's anticipated union labor operations.

Food and Beverage Expense

This line item was adjusted per our fixed and variable model and was based on the stabilized year expense ratio from the developer's proforma, which we concluded was reasonable given the high ratio of beverage sales anticipated.

Administrative & General Expense

This line item was increased per our fixed and variable model and was based on our review of comparable operating statements.

Management Fees

This line item was forecast consistent with a market-supported rate of 3.0% of total revenues.

Property Taxes

Real estate in the state of California is assessed at 100% of market value upon the sale, expansion, or new construction of a property. Once established, the assessed value of a property can increase by no more than 2.0% per year, according to state law. A reassessment is triggered by the sale, expansion, or improvement of a

property. In this analysis, the first year's property taxes were forecast based on estimates provided by the developer; thereafter, property taxes are forecast to increase at 2.0% per year.

Ground Rent

This line item was forecast based on our conversations with the Port of San Francisco and reflect the most recent negotiated terms. We note that specific terms of the lease are still being negotiated by the Port and the developer; the most recent iteration of the ground lease features an initial term of 50 years, plus one 16-year extension term. Ground rent payments are comprised of base rent and percentage rent, with percentage rent paid in excess of the base. The calculation of percentage rent is based on gross receipts from both the hotel's operation and the operation of the Teatro ZinZanni dinner theater, escalating over time from the hotel's opening to its anticipated stabilization period. The proposed ground lease assumptions, as provided by the client, are detailed in the following chart.

FIGURE 3-11 CURRENT GROUND LEASE TERMS/ASSUMPTIONS

Assumptions and Definitions for Ground Rent Calculation

Construction Period Rent:

- Minimum Base Rent is \$1,000,000 in the two-year Construction Period (2020 to 2021)

First Period Rent - Years One to Five:

Years One & Two:

- Minimum Base Rent: \$1,007,000 per year
- Percentage Rent: 3.15% of hotel gross revenues if occupancy exceeds 80% and 3.5% of theatre operations

Years Three to Five

- Minimum Base Rent: \$1,471,000 per year escalated between 2.5% to 3.5% based on CPI
- Percentage Rent: 4.5% of hotel gross revenues and 3.5% of theatre operations

Second Period Rent - Years Six to Ten:

Years Six to Ten

- Minimum Base Rent: \$1,623,000 per year escalated between 2.5% to 3.5% based on CPI
- Percentage Rent: 4.5% of hotel gross revenues and 3.5% of theatre operations

Third Period Rent - Years Eleven to Twenty:

Years Eleven to Twenty

- Minimum Base Rent will be reset at greater of:
 - 65% of the average Percentage Rent for the five years prior to the reset year
 - Prior year's minimum base rent escalated by 2.5% to 3.5% based on CPI
- Percentage Rent: 5.5% of hotel gross revenues and 3.5% of theatre operations

Fourth Period Rent - Years Twenty One to Fifty

Years Twenty One to Fifty

- Minimum Base Rent will be reset after each 10-year period at greater of:
 - 65% of the average Percentage Rent for the five years prior to the reset year
 - Prior year's minimum base rent escalated by 2.5% to 3.5% based on CPI
- Percentage Rent: 6.5% of hotel gross revenues and 3.5% of theatre operations

Gross Revenue (Hotel):

- Developed by HVS based on forecast provided by TZK Broadway

Gross Revenue [Teatro ZinZanni (TZ)]:

- Provided by TZK Broadway (forecast was reportedly completed by TZ)

Based on the terms detailed above, our forecast of ground rent for the subject property is displayed in the following chart.

FIGURE 3-12 FORECAST OF GROUND RENT (FIGURES DISPLAYED IN 000'S)

		Inflation Assumptions											
		3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%		
		Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10		
		Construction		Operations									
		2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031
[1] Minimum Base Rent		1,000	1,000	1,007	1,007	1,471	1,515	1,561	1,623	1,672	1,722	1,773	1,827
[2] Hotel % Rent Threshold		3.15%	3.15%	3.50%	3.50%	3.50%	3.50%	4.50%	4.50%	4.50%	4.50%	4.50%	4.50%
[2] TZ % Rent Threshold		3.50%	3.50%	3.50%	3.50%	3.50%	3.50%	3.50%	3.50%	3.50%	3.50%	3.50%	3.50%
Hotel Operations													
[A] Total Hotel Revenue		26,810	29,810	31,908	34,064	35,434	36,497	37,592	38,720	39,882	41,078		
[B] Hotel Threshold [2] x [A]		845	939	1,117	1,192	1,240	1,642	1,692	1,742	1,795	1,849		
[C] Hotel Percentage Rent [B] + [E] - [1] - [G]		228	334	60	103	119	471	486	500	515	531		
TZ Operations													
[D] Total TZ Revenue		11,462	11,820	12,185	12,568	12,941	13,311	13,692	14,085	14,489	14,905		
[E] TZ Threshold [2] x [D]		401	414	426	440	453	466	479	493	507	522		
[F] TZ Base Rent		390	402	414	426	439	452	466	480	494	509		
[G] TZ Percentage Rent [E] - [F]		11	12	13	14	14	14	14	13	13	13		
Total Ground Rent [1] + [C] + [G]		1,246	1,353	1,543	1,632	1,693	2,108	2,171	2,235	2,302	2,370		

We note that revenue assumptions for the theatre were provided by the developer and were reportedly based on Teatro ZinZanni's existing operations in Seattle and former operations in San Francisco. As requested by the Port of San Francisco, we have reviewed the projected performance of the Teatro ZinZanni dinner theatre, and based on operating data provided to us reflecting the performance of the prior TZK operation in San Francisco, the projections appear reasonable. Note that the consultants are not expert in dinner theatre operations and a more in-depth review by an expert in San Francisco restaurant operations may be warranted.

The ground rent calculation for the proposed subject property was expanded for the entire term of the lease, including the extension term, in order to determine the total rent amount that the Port of San Francisco would receive if the lease runs the full term. The net income for the hotel and gross revenues for the theatre component were inflated by 3.0% per year for the purpose of calculating ground rent. The amounts are presented as follows.

FIGURE 3-13 HVS FORECAST – GROUND RENT PAYMENTS TO THE PORT OF SAN FRANCISCO – INITIAL TERM

Year	Gross Revenue (Hotel)	Gross Revenue (Teatro ZinZanni)	Minimum Base Rent	Percentage Rent (Hotel)	Percentage Rent (TZ)	Total Percentage Rent	Total Ground Rent Payment to Port of SF
2020	Construction Period		\$1,000,000				\$1,000,000
2021	Construction Period		1,000,000				1,000,000
2022	\$26,810,373	\$11,461,697	1,007,000	844,527	401,159	1,245,686	1,245,686
2023	29,810,431	11,820,273	1,007,000	939,029	413,710	1,352,738	1,352,738
2024	31,907,554	12,185,338	1,471,000	1,116,764	426,487	1,543,251	1,543,251
2025	34,063,522	12,567,531	1,515,130	1,192,223	439,864	1,632,087	1,632,087
2026	35,434,295	12,940,603	1,560,584	1,240,200	452,921	1,693,121	1,693,121
2027	36,497,264	13,310,916	1,623,000	1,642,377	465,882	2,108,259	2,108,259
2028	37,592,192	13,692,166	1,671,690	1,691,649	479,226	2,170,874	2,170,874
2029	38,720,288	14,084,686	1,721,841	1,742,413	492,964	2,235,377	2,235,377
2030	39,881,766	14,488,822	1,773,496	1,794,679	507,109	2,301,788	2,301,788
2031	41,077,849	14,904,928	1,826,701	1,848,503	521,672	2,370,176	2,370,176
2032	42,310,185	15,352,076	1,881,502	2,327,060	537,323	2,864,383	2,864,383
2033	43,579,490	15,812,638	1,937,947	2,396,872	553,442	2,950,314	2,950,314
2034	44,886,875	16,287,017	1,996,085	2,468,778	570,046	3,038,824	3,038,824
2035	46,233,481	16,775,628	2,055,968	2,542,841	587,147	3,129,988	3,129,988
2036	47,620,486	17,278,897	2,117,647	2,619,127	604,761	3,223,888	3,223,888
2037	49,049,100	17,797,264	2,181,176	2,697,176	622,904	3,320,605	3,320,605
2038	50,520,573	18,331,181	2,246,612	2,778,632	641,591	3,420,223	3,420,223
2039	52,036,190	18,881,117	2,314,010	2,861,990	660,839	3,522,830	3,522,830
2040	53,597,276	19,447,550	2,383,430	2,947,850	680,664	3,628,514	3,628,514
2041	55,205,194	20,030,977	2,454,933	3,036,286	701,084	3,737,370	3,737,370
2042	56,861,350	20,631,906	2,528,581	3,695,988	722,117	4,418,104	4,418,104
2043	58,567,191	21,250,863	2,604,439	3,806,867	743,780	4,550,648	4,550,648
2044	60,324,207	21,888,389	2,682,572	3,921,073	766,094	4,687,167	4,687,167
2045	62,133,933	22,545,041	2,763,049	4,038,706	789,076	4,827,782	4,827,782
2046	63,997,951	23,221,392	2,845,940	4,159,867	812,749	4,972,616	4,972,616
2047	65,917,889	23,918,034	2,931,319	4,284,663	837,131	5,121,794	5,121,794
2048	67,895,426	24,635,575	3,019,258	4,413,203	862,245	5,275,448	5,275,448
2049	69,932,289	25,374,642	3,109,836	4,545,599	888,112	5,433,711	5,433,711
2050	72,030,257	26,135,881	3,203,131	4,681,967	914,756	5,596,723	5,596,723
2051	74,191,165	26,919,958	3,299,225	4,822,426	942,199	5,764,624	5,764,624
2052	76,416,900	27,727,557	3,750,280	4,967,099	970,464	5,937,563	5,937,563
2053	78,709,407	28,559,383	3,862,789	5,116,111	999,578	6,115,690	6,115,690
2054	81,070,689	29,416,165	3,978,673	5,269,595	1,029,566	6,299,161	6,299,161
2055	83,502,810	30,298,650	4,098,033	5,427,683	1,060,453	6,488,135	6,488,135
2056	86,007,894	31,207,609	4,220,974	5,590,513	1,092,266	6,682,779	6,682,779
2057	88,588,131	32,143,838	4,347,603	5,758,229	1,125,034	6,883,263	6,883,263
2058	91,245,775	33,108,153	4,478,031	5,930,975	1,158,785	7,089,761	7,089,761
2059	93,983,148	34,101,397	4,612,372	6,108,905	1,193,549	7,302,454	7,302,454
2060	96,802,643	35,124,439	4,750,743	6,292,172	1,229,355	7,521,527	7,521,527
2061	99,706,722	36,178,172	4,893,265	6,480,937	1,266,236	7,747,173	7,747,173
2062	102,697,924	37,263,518	5,040,063	6,675,365	1,304,223	7,979,588	7,979,588
2063	105,778,861	38,381,423	5,191,265	6,875,626	1,343,350	8,218,976	8,218,976
2064	108,952,227	39,532,866	5,347,003	7,081,895	1,383,650	8,465,545	8,465,545
2065	112,220,794	40,718,852	5,507,413	7,294,352	1,425,160	8,719,511	8,719,511
2066	115,587,418	41,940,417	5,672,636	7,513,182	1,467,915	8,981,097	8,981,097
2067	119,055,040	43,198,630	5,842,815	7,738,578	1,511,952	9,250,530	9,250,530
2068	122,626,692	44,494,589	6,018,099	7,970,735	1,557,311	9,528,046	9,528,046
2069	126,305,492	45,829,426	6,198,642	8,209,857	1,604,030	9,813,887	9,813,887
2070	130,094,657	47,204,309	6,384,601	8,456,153	1,652,151	10,108,304	10,108,304
2071	133,997,497	48,620,438	6,576,139	8,709,837	1,701,715	10,411,553	10,411,553
Total - 50-Year Initial Term							\$263,683,455

FIGURE 3-14 HVS FORECAST – GROUND RENT PAYMENTS TO THE PORT OF SAN FRANCISCO – EXTENSION TERM

Year	Gross Revenue (Hotel)	Gross Revenue (Teatro ZinZanni)	Minimum Base Rent	Percentage Rent (Hotel)	Percentage Rent (TZ)	Total Percentage Rent	Total Ground Rent Payment to Port of SF
2072	138,017,422	50,079,052	6,773,424	8,971,132	1,752,767	10,723,899	10,723,899
2073	142,157,944	51,581,423	6,976,626	9,240,266	1,805,350	11,045,616	11,045,616
2074	146,422,683	53,128,866	7,185,925	9,517,474	1,859,510	11,376,985	11,376,985
2075	150,815,363	54,722,732	7,401,503	9,802,999	1,915,296	11,718,294	11,718,294
2076	155,339,824	56,364,414	7,623,548	10,097,089	1,972,754	12,069,843	12,069,843
2077	160,000,019	58,055,346	7,852,254	10,400,001	2,031,937	12,431,938	12,431,938
2078	164,800,019	59,797,007	8,087,822	10,712,001	2,092,895	12,804,896	12,804,896
2079	169,744,020	61,590,917	8,330,457	11,033,361	2,155,682	13,189,043	13,189,043
2080	174,836,341	63,438,644	8,580,370	11,364,362	2,220,353	13,584,715	13,584,715
2081	180,081,431	65,341,804	8,837,781	11,705,293	2,286,963	13,992,256	13,992,256
2082	185,483,874	67,302,058	9,102,915	12,056,452	2,355,572	14,412,024	14,412,024
2083	191,048,390	69,321,119	9,376,002	12,418,145	2,426,239	14,844,385	14,844,385
2084	196,779,842	71,400,753	9,657,282	12,790,690	2,499,026	15,289,716	15,289,716
2085	202,683,237	73,542,776	9,947,001	13,174,410	2,573,997	15,748,408	15,748,408
2086	208,763,734	75,749,059	10,245,411	13,569,643	2,651,217	16,220,860	16,220,860
2087	215,026,646	78,021,531	10,552,773	13,976,732	2,730,754	16,707,486	16,707,486
Total - 16-Year Extension Term							\$216,160,364
Grand Total - 66-Year Full Lease Term							\$479,843,818

TZK Passthrough

This line item is comprised of four separate payments. These include the theatre’s portion of ground rent (base rent and percentage rent) to the Port of San Francisco, a warm shell passthrough as payment to the developer for the construction of the theatre, and an operating expense passthrough to cover a portion of the theatre’s expenses (allocated by square footage). We note this line item was forecast based on assumptions provided by the developer and is illustrated in the following table.

FIGURE 3-15 HVS FORECAST – TZK PASSTHROUGH (FIGURES DISPLAYED IN 000'S)

<i>Inflation Assumptions</i>	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031
[1] TZ Base Rent	390	402	414	426	439	452	466	480	494	509
[2] TZ Warm Shell Passthrough	401	414	426	440	453	466	479	493	507	522
[3] TZ Percentage Rent	11	12	13	14	14	14	14	13	13	13
[4] TZ Op Ex Passthrough	364	373	382	391	400	410	420	430	440	451
Total TZK Passthrough [1] + [2] + [3] + [4]	1,166	1,200	1,235	1,271	1,306	1,342	1,378	1,416	1,454	1,494
Property Taxes	1,300	1,326	1,353	1,380	1,407	1,435	1,464	1,493	1,523	1,554
Insurance	346	357	367	378	390	401	414	426	439	452
Trash Pickup	130	134	138	142	146	151	155	160	165	170
Public Park	200	206	212	219	225	232	239	246	253	261
Estimated Legal & Accounting	75	77	80	82	84	87	90	92	95	98
Estimated Shared-Use Maintenance Costs	100	103	106	109	113	116	119	123	127	130
[5] Total Common Area Maintenance	2,151	2,203	2,256	2,310	2,365	2,422	2,481	2,540	2,602	2,664

Reserve for Replacement

This line item was forecast consistent with a market-supported rate of 4.0% of total revenues. Note that we have assumed a two-year ramp up in this expense, with 2.0% of total revenue in Year 1 and 3.0% in Year 2, typical of new hotel operations.

Forecast Conclusion

The proposed subject hotel's projected total revenue, house profit, and EBITDA Less Replacement Reserve are set forth in the following table.

FIGURE 3-16 FORECAST OF REVENUE AND EXPENSE CONCLUSION

Year	Total Revenue		House Profit		House Profit Ratio	EBITDA Less Replacement Reserve		
	Total	% Change	Total	% Change		Total	% Change	As a % of Ttl Rev
Projected								
2022	\$26,810,000	—	\$11,150,000	—	41.5 %	\$8,084,000	—	30.2 %
2023	29,810,000	11.2 %	13,093,000	17.4 %	43.8	9,469,000	17.1 %	31.7
2024	31,908,000	7.0	14,319,000	9.4	45.0	10,057,000	6.2	31.7
2025	34,064,000	6.8	15,437,000	7.8	45.5	10,933,000	8.7	32.3
2026	35,434,000	4.0	16,171,000	4.8	45.6	11,507,000	5.3	32.4

4. Feasibility Analysis

The feasibility of a project may be determined by comparing total project cost with the economic value of the property upon completion; if the economic value based on market rates of return exceeds total development cost the project is determined to be feasible. Project feasibility may also be evaluated based on a return on investment analysis. Return on investment can be defined as the future benefits of an income-producing property relative to its acquisition or construction cost. The first step in performing a return on investment analysis is to determine the amount to be initially invested. For a proposed property, this amount is most likely to be the development cost of the hotel. The financing of the project is then considered by calculating the contributions of debt and equity capital. Internal rates of return can be calculated based on 1.) the net income before debt service and return on equity generated by the property as it relates to total invested capital, and 2.) the net income after debt service (net income to equity) as it relates to the equity investment. The internal rates of return are evaluated to determine if they are in line with market rates of return and adequate to attract the required debt and equity capital.

Proposed Sources and Uses of Funds

As part of determining the feasibility of the proposed development, we have reviewed a working draft of the sources and uses of funds as set forth by the developer as of May 17, 2019. The following table illustrates the proposed structure of debt and equity.

FIGURE 4-1 PROPOSED SOURCES AND USES OF FUNDS

Senior Construction Loan	\$88,000,000	62.1 %
Key Money	1,500,000	1.1
Preferred Equity	30,000,000	21.2
Sponsor Equity	22,294,537	15.7
Total	\$141,794,537	100.0 %

As shown above, the total initial equity for the proposed development is estimated to be 37.9% of the total project cost, while debt represents 62.1%. We note at the time of our report, the developer was still in the process of finalizing their capital stack. However, in our review of prior iterations of the proposed sources and uses of funds, debt was proposed to comprise a senior construction loan and property assessed clean energy (PACE) financing. Meanwhile, preferred equity was

previously designated as EB-5 financing. These ratios of debt and equity are in-line with typical hotel construction financing.

Construction Cost Estimate

Because the subject property is a proposed hotel, we have relied upon the actual development budget for the proposed subject hotel in performing a cost analysis. As this budget takes into consideration all of the physical, structural, and design elements specific to the property, it is believed to be the most accurate assessment of the actual cost of developing a hotel facility of this type. The details of this budget, prepared by the developers of the proposed subject property, are presented in the following table.

FIGURE 4-2 PROPOSED SUBJECT PROPERTY CONSTRUCTION BUDGET

Component	Amount	Per Room*	Per Square Foot
Hard Costs & Site Improvements			
Construction & Contingency	\$89,175,000	\$464,453	\$666.48
Subtotal Hard Cost & Site Improvements	\$89,175,000	\$464,453	\$666.48
FF&E			
Furniture, Fixtures & Equipment	\$8,843,600	\$46,060	\$66.10
Subtotal FF&E	8,843,600	\$46,060	\$66.10
Pre-Opening Costs and Working Capital			
Working Capital	\$500,000	\$2,604	\$3.74
Employee Costs	350,000	1,823	2.62
Pre-Opening Costs	325,000	1,693	2.43
Marketing	250,000	1,302	1.87
Franchise & Training Material	150,000	781	1.12
Subtotal Pre-Opening and Working Capital	\$1,575,000	\$8,203	\$11.77
Soft Costs			
Permits, Fees, Entitlement	\$11,486,583	\$59,826	\$85.85
Other Development Costs	10,223,750	53,249	76.41
Interest Reserve	9,800,000	51,042	73.24
Design, Architecture, Engineering	5,570,000	29,010	41.63
Financing & Closing Costs	3,094,000	16,115	23.12
Soft Cost Contingency	881,557	4,591	6.59
Insurance & Property Tax	645,047	3,360	4.82
Franchise & Liquor Fees	500,000	2,604	3.74
Subtotal Soft Costs	\$42,200,937	\$219,797	\$315.40
Total Cost (Inclusive of Theatre)	\$141,794,537	\$738,513	\$1,059.75
Total Hotel Cost**	\$116,907,370	\$608,893	\$1,059.75

*Per room based on 192 guestrooms

**110,316 square feet x \$1,066.48. Per room cost based on 192 guestrooms

As indicated above, the total cost for the subject property is estimated at \$739,000 per room (rounded); this cost includes the construction of the theatre, which is a unique addition for a boutique hotel. As such, the estimated cost of the theatre was removed from the total development cost in order to facilitate a more accurate comparison with other hotels. After the allocation, the total development cost of the hotel component is estimated to be \$609,000 per room. Note that these cost figures are exclusive of land, which will be leased.

As a benchmark for the subject property’s development cost presented above, we have reviewed recent development budgets for boutique and select-service hotels (excluding land) located in high-barrier-to-entry markets in Northern California. Given that San Francisco and many other parts of the Bay Area have extremely high barriers to entry, there have been relatively few new full-service hotels that have been proposed or developed during the current development cycle. The following table displays actual hotel development cost comparables for relevant projects.

FIGURE 4-3 DEVELOPMENT COST COMPARABLES

Date	# of Rooms	STR Chain Scale	Hard Cost per Room	FF&E per Room	Soft Costs & Pre Opening per Room	Cost* Per Room Excluding Land	Notes	Parking
Q2 '19	150 to 180	Luxury	\$510,000	\$30,000	\$171,000	\$608,000	Ground Lease	Limited Garage Parking (Valet)
Q4 '18	280 to 320	Upscale	401,000	19,000	96,000	449,000	Ground Lease	Limited Garage Parking (Valet)
Q2 '18	190 to 210	Luxury	217,000	31,000	100,000	348,000		Garage Parking
Q2 '18	240 to 270	Luxury	273,000	51,000	97,000	420,000		Garage Parking (not included in cost)
Q1 '18	190 to 220	Midscale	285,000	25,000	47,000	357,000	Redevelopment	No Parking (Valet-Only)
Q2 '19	192	Upscale	\$464,000	\$46,000	\$220,000	\$609,000 *	Ground Lease	No Parking (Valet-Only)

**Total Hotel Cost, allocation based on square footage*

As indicated above, the comparable development costs vary within a wide range depending on the size of the property, location, quality, and many other factors. In addition, they reflect costs in arrears, while the subject’s cost is prospective. We are aware of other new select-service hotel projects that are anticipating higher development costs than those set forth in Figure 4-3, but the data has not been finalized to report at this time. Given the unique nature of the proposed subject property, its location, anticipated market position as one of the premier hotel products in the city, its affiliation with Teatro ZinZanni, required union labor, and other characteristics, we would expect that the cost to develop this project would be at the higher end of the range indicated by the comparables. The proposed development cost of the subject property (after the removal of the theatre component) is near the range indicated by the comparables displayed in the preceding chart.

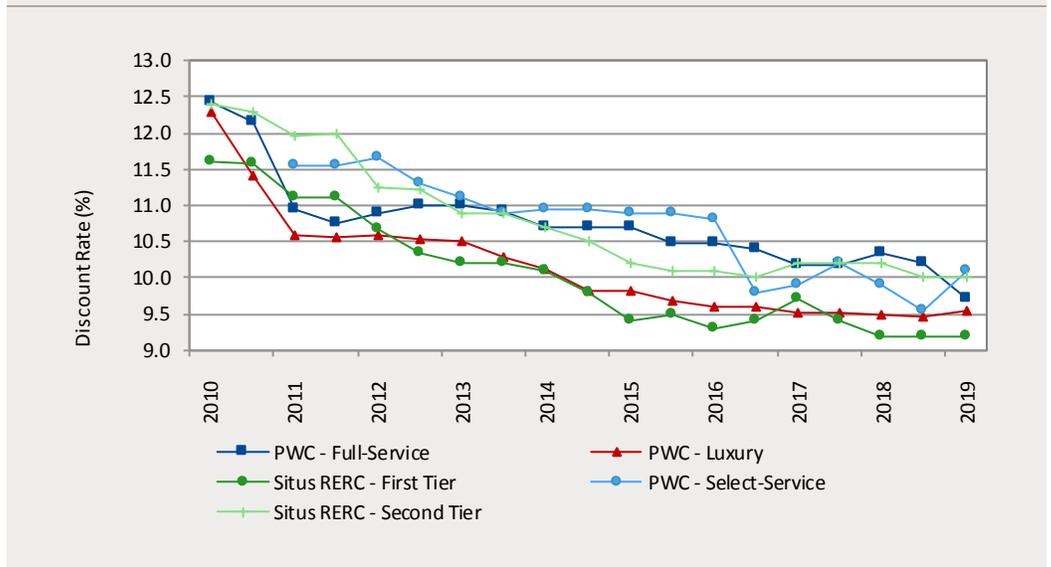
Estimate of Market Value Upon Completion

The proposed subject property (upon completion) has been valued via a discounted-cash flow analysis employing an overall discount rate that reflects the weighted average of the cost of debt and equity. A market rate discount rate and terminal capitalization rate have been selected base on investor surveys and discount rates derived from hotel sales transactions.

Discount Rates

The following chart summarizes the averages presented for discount rates in various investor surveys during the past decade. As evidenced, discount rates declined significantly from 2010 to 2015, and have generally remained stable, with a modest further decline, since that time.

FIGURE 4-4 HISTORICAL TRENDS OF DISCOUNT RATES



The following discount rate data reflects ranges derived from sales and surveys during the first half of 2019.

FIGURE 4-5 OVERALL DISCOUNT RATES DERIVED FROM SALES AND INVESTOR SURVEYS

Source	Data Point Range	Average
HVS Hotel Sales - Full-Service & Luxury	8.1% - 12.5%	10.0%
HVS Hotel Sales - Select-Service & Extended-Stay	8.3% - 14.9%	10.9%
<i>HVS Brokers Survey - Spring 2019</i>		
Select-Service Hotels	8.0% - 17.0%	11.2%
Full-Service Hotels	8.0% - 16.5%	11.1%
Luxury & Upper-Upscale Hotels	6.0% - 11.0%	9.0%
<i>PWC Real Estate Investor Survey - 1st Quarter 2019</i>		
Select-Service Hotels	8.0% - 12.0%	10.1%
Full-Service Hotels	8.0% - 11.0%	9.7%
Luxury Hotels	6.25% - 13.0%	9.6%
<i>USRC Hotel Investment Survey - Winter 2019</i>		
Full-Service Hotels	9.5% - 12.0%	10.3%
<i>Situs RERC Real Estate Report - 1st Quarter 2019</i>		
First Tier Hotels	7.5% - 10.0%	9.2%
Second Tier Hotels	8.5% - 11.0%	10.0%

We note that the averages illustrated in the previous table are derived from wide arrays of data points, and a range of reasonableness extends both lower and higher than the indicated data points. Based on our review of these surveys and sales transactions, as well as our interviews of market participants, we have selected a discount rate of 9.0% for our analysis. Our selected discount rate is approximately 60 basis points below the discount rate employed in our preliminary feasibility analysis, reflecting a moderate reduction in investor return requirements as growth prospects have slowed. The discount rate reflects the attractive attributes of the proposed subject property, including its excellent location, strong brand, and new construction. Somewhat offsetting these positive factors are the subject’s leasehold position and terms, as well as the risk associated with the ramp-up to stabilization and an on-site dinner theatre.

Terminal Capitalization Rate

Inherent in this valuation process is the assumption of a sale at the end of the ten-year holding period. The estimated reversionary sale price as of that date is calculated by capitalizing the projected eleventh-year net income prior to the deduction of real estate taxes by an overall terminal capitalization rate loaded with the real estate tax to reflect the reassessment upon sale.

The following chart summarizes the averages presented for terminal capitalization rates in various investor surveys during the past decade. Terminal capitalization rates have followed a trend similar to that evidenced by hotel discount rates.

FIGURE 4-6 HISTORICAL TRENDS OF TERMINAL CAPITALIZATION RATES

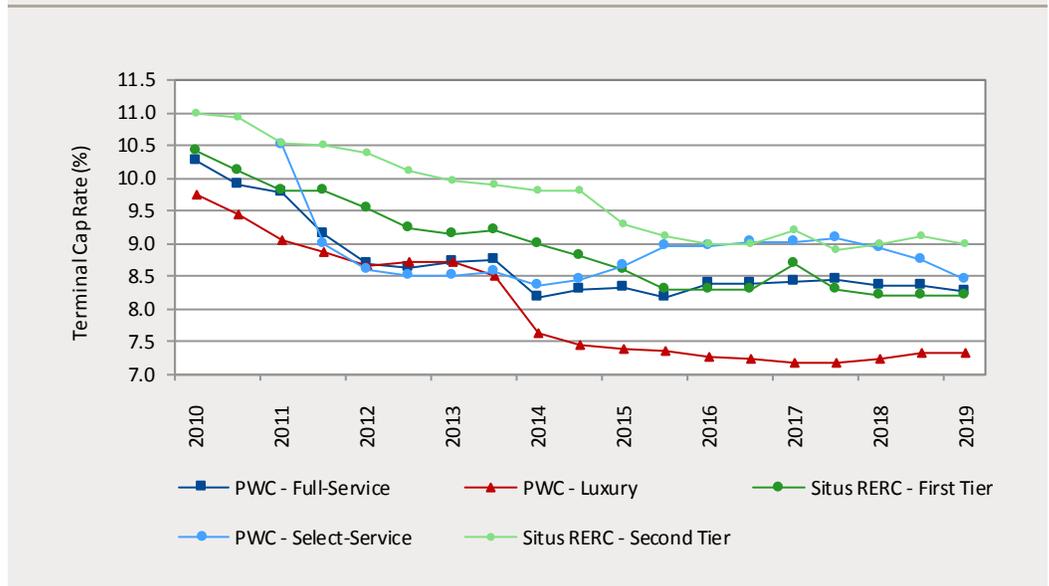


FIGURE 4-7 TERMINAL CAPITALIZATION RATES DERIVED FROM INVESTOR SURVEYS

Source	Data Point Range	Average
<i>HVS Brokers Survey - Spring 2019</i>		
Select-Service Hotels	6.0% - 11.0%	8.6%
Full-Service Hotels	6.0% - 11.0%	8.5%
Luxury & Upper Upscale Hotels	4.0% - 9.0%	7.1%
<i>PWC Real Estate Investor Survey - 1st Quarter 2019</i>		
Select-Service Hotels	7.0% - 10.0%	8.5%
Full-Service Hotels	7.0% - 10.0%	8.3%
Luxury Hotels	5.5% - 9.5%	7.3%
<i>USRC Hotel Investment Survey - Winter 2019</i>		
Full-Service Hotels	7.0% - 9.0%	8.3%
<i>Situs RERC Real Estate Report - 1st Quarter 2019</i>		
First Tier Hotels	6.8% - 10.0%	8.2%
Second Tier Hotels	7.0% - 11.5%	9.0%

For purposes of this analysis, we have applied a terminal capitalization rate of 6.00%, which is 50 bps below the terminal capitalization rate employed in our initial feasibility analysis, reflecting current market trends. Our final position for the terminal capitalization rate reflects the current market for hotel investments, as well as the unique nature of the proposed subject property. The chosen reflects the proposed hotel’s location within a desirable neighborhood of San Francisco, the planned high-quality structure featuring views of the San Francisco Bay, the leasehold interest and terms, and the current market for hotel investments. In tandem with overall lower return expectations, terminal capitalization rates for quality hotel assets in markets with high barriers to entry have declined to new lows.

Utilizing the discount rate previously set forth, the discounted-cash-flow procedures is summarized as follows.

FIGURE 4-8 DISCOUNTED-CASH-FLOW ANALYSIS – WHEN COMPLETE

Year	EBITDA Less Reserve	Discount Factor @ 9.00%	Discounted Cash Flow
2022	\$8,084,020	0.91743	\$7,416,533
2023	9,469,463	0.84168	7,970,258
2024	10,056,773	0.77218	7,765,674
2025	10,933,382	0.70843	7,745,484
2026	11,506,846	0.64993	7,478,660
2027	11,498,096	0.59627	6,855,939
2028	11,854,339	0.54703	6,484,729
2029	12,221,747	0.50187	6,133,683
2030	12,600,062	0.46043	5,801,418
2031	196,967,377 *	0.42241	83,201,149
		Estimated Value	\$146,853,527
		(SAY)	\$146,900,000
		Per Room	\$765,000
Reversion Analysis			
	<i>11th Year's EBITDA Less Reserves (not including taxes)</i>		\$13,379,000
	<i>Loaded Capitalization Rate</i>		7.2%
	Total Sales Proceeds		\$186,779,282
	Less: Transaction Costs @ 1.5%		2,801,689
	Net Sales Proceeds		\$183,977,593
	<i>*10th year net income of \$12,978,000 plus sales proceeds of \$183,977,593</i>		

Feasibility Conclusion

In determining the potential feasibility of the proposed mixed-use development, we analyzed the lodging market, researched the area’s economics, reviewed the estimated development cost, and prepared a ten-year forecast of income and expense, which was based on our review of the current and historical market conditions, the developer’s proforma, as well as comparable income and expense statements. Based on our analysis, the proposed project would provide a profit to the developer, as displayed in the following chart.

FIGURE 4-9 TOTAL PROJECT FEASIBILITY CONCLUSION

Feasibility	Amount	Per Room	Per Square Foot
Total Hotel Value	\$146,900,000	\$765,000	\$1,097.91
Less: Total Cost	141,800,000	739,000	1,059.79
Total Profit to Developer	\$5,100,000	\$27,000	\$38.12
Profit % Total Value	3.5%		
Profit % Total Cost	3.6%		

Our opinion of the prospective value of the proposed subject property upon completion exceeds the total cost to develop it; therefore, this project is deemed to be feasible with a profit to the developer equal to 3.6% of the development cost.

Developer Rates of Return

At the request of the client, an analysis of rates of return on the total project cost was completed. Two distinct scenarios were considered in our IRR analysis, as described below:

- **Scenario 1:** Assuming a 10-year holding period with the developer’s debt and equity terms in place, a refinance of the loan at the end of the fifth year at 65% leverage, and a sale of the property at the end of the tenth year.
- **Scenario 2:** Assuming a 5-year holding period with the developer’s debt and equity terms in place, a refinance of the loan at the end of the third year at 65% leverage, and a sale of the property at the end of the fifth year.

Scenario 1

As previously detailed, this scenario includes a refinance of the loan (assuming the developer’s loan is in place) at the end of the fifth forecast year, after the first ground rent escalation, and a sale at the end of the tenth forecast year. The value of the hotel for refinance and the corresponding mortgage was calculated as follows:

6th Year's Net Income Before Taxes	\$12,933
Capitalization Rate (Loaded w/ Tax Rate)	<u>7.2%</u>
Value for Refinance (Reversion)	\$180,558
Assumed LTV for Refinance Loan	<u>65.0%</u>
Refinance Mortgage Component	\$117,363
Less:	
Cost to Refinance @ 1.0% of Refinance Value	\$1,174
Mortgage Balance (Original Loan)	<u>79,143</u>
Net Refinance Proceeds to Equity ('000s)	\$37,046

The annual debt service was then calculated by multiplying the refinance mortgage component at the end of the sixth year by the mortgage constant.

Refinance Mortgage Component	\$117,363
Mortgage Constant	<u>0.06441859</u>
Annual Debt Service ('000s)	\$7,560

The forecast of net income to equity and corresponding IRR calculation are presented in the following table. Note that the balance of the original loan is assumed to be paid off and the net refinancing proceeds to equity are realized in the refinance year, and the new debt service begins in the sixth year.

FIGURE 4-10 SCENARIO 1 – NET INCOME TO EQUITY AND EQUITY IRR ('000S)

Number of Years	Year	Cash Flow Before Debt Service	Beginning Principal	Annual Debt Service	Interest Payment	Principal Payment	Ending Principal Balance	Net Income to Equity	Equity IRR
Construction Period	2020								
	2021								
					Initial Equity Investment			(\$53,795)	
1	2022	\$8,084	\$88,000	\$5,669	\$4,371	\$1,298	\$86,702	\$2,415	
2	2023	9,469	86,702	5,669	4,304	1,365	85,337	3,800	
3	2024	10,057	85,337	5,669	4,234	1,435	83,902	4,388	
4	2025	10,933	83,902	5,669	4,161	1,508	82,394	5,264	
5	2026 ¹	11,507	82,394	5,669	4,084	1,585	80,809	42,884 ²	
6	2027	11,498	117,363	7,560	5,829	1,732	115,631	3,938	
7	2028	11,854	115,631	7,560	5,740	1,820	113,811	4,294	
8	2029	12,222	113,811	7,560	5,647	1,913	111,898	4,661	
9	2030	12,600	111,898	7,560	5,549	2,011	109,887	5,040	
10	2031	12,990	109,887	115,333 ³	5,446	2,114	107,773	103,654 ⁴	15.5%

¹ Assumes refinance at end of 5th projection year at 65% LTV (end of year discounting), new mortgage of \$117,363,000

² Net Income to Equity of \$5,838,000 plus Net Refinance Proceeds to Equity of \$37,046,000

³ 10th Year Annual Debt Service equal to \$7,560,000 plus outstanding mortgage balance of \$107,773,000

⁴ 10th Year Net Income to Equity equal to Cash Flow Before Debt Service of \$12,990,000 less Annual Debt Service of \$7,560,000, plus reversion proceeds of \$205,998,000 less Ending Principal Balance of \$107,773,000

In this scenario, the IRR to the equity investor is calculated to be 15.5%.

Scenario 2

The second scenario includes a refinance of the loan (assuming the developer's loan is in place) at the end of the third forecast year, followed by a sale at the end of the fifth forecast year. The value of the hotel for refinance and the corresponding mortgage was calculated as follows:

4th Year's Net Income Before Taxes	\$12,313
Capitalization Rate (Loaded w/ Tax Rate)	7.2%
Value for Refinance (Reversion)	\$171,897
Assumed LTV for Refinance Loan	65.0%
Refinance Mortgage Component	\$111,733
Less:	
Cost to Refinance @ 1.0% of Refinance Value	\$1,117
Mortgage Balance (Original Loan)	82,394
Net Refinance Proceeds to Equity ('000s)	\$28,221

The annual debt service was then calculated by multiplying the refinance mortgage component at the end of the fourth year by the mortgage constant.

Refinance Mortgage Component	\$111,733
Mortgage Constant	<u>0.06441859</u>
Annual Debt Service ('000s)	\$7,198

The forecast of net income to equity and corresponding IRR calculation are presented in the following table. Note that the balance of the original loan is assumed to be paid off and the net refinancing proceeds to equity are realized in the refinance year, and the new debt service begins in the fourth year.

FIGURE 4-11 SCENARIO 2 – NET INCOME TO EQUITY AND EQUITY IRR ('000s)

Number of Years	Year	Cash Flow Before Debt Service	Beginning Principal	Annual Debt Service	Interest Payment	Principal Payment	Ending Principal Balance	Net Income to Equity	Equity IRR
Construction Period	2020							Initial Equity Investment (\$53,795)	
	2021							0	
1	2022	\$8,084	\$88,000	\$5,669	\$4,371	\$1,298	\$86,702	\$2,415	
2	2023	9,469	86,702	5,669	4,304	1,365	85,337	3,800	
3	2024 ¹	10,057	85,337	5,669	4,234	1,435	83,902	32,609 ²	
4	2025	10,933	111,733	7,198	5,549	1,648	110,084	3,736	
5	2026	11,507	110,084	115,549 ³	5,465	1,733	108,352	78,883 ⁴	17.1%

¹ Assumes refinance at end of 3rd projection year at 65% LTV (end of year discounting), new mortgage of \$111,733,000

² Net Income to Equity of \$4,309,000 plus Net Refinance Proceeds to Equity of \$28,221,000

³ 5th Year Annual Debt Service equal to \$7,198,000 plus outstanding mortgage balance of \$108,352,000

⁴ 5th Year Net Income to Equity equal to Cash Flow Before Debt Service of \$11,507,000 less Annual Debt Service of \$7,198,000, plus reversion proceeds of \$182,925,000 less Ending Principal Balance of \$108,352,000

In this scenario, the IRR to the equity investor is calculated to be 17.1%.

Internal Rates of Return Matrix

As displayed in the Executive Summary chapter of this report, the IRRs calculated for the two scenarios previously discussed are detailed in the following chart.

FIGURE 4-12 INTERNAL RATES OF RETURN ON EQUITY – TWO SCENARIOS

Scenario	Description	Equity IRR
1	Assuming Refinance at the end of Year 5 & Sale at end of Year 10 (Developer Loan Terms)	15.5%
2	Assuming Refinance at end of Year 3 & Sale at end of Year 5 (Developer Loan Terms)	17.1%

5. Value of Public Benefits

As part of the final feasibility analysis, the number of jobs to be created by the project, tax revenues to the City of San Francisco, and the value of public benefits to be provided was estimated by Economic & Planning Systems, Inc in a memorandum dated April 12, 2019. A copy of the memorandum can be found in the addenda of this report. The following tables summarize key findings from the memorandum.

FIGURE 5-1 SUMMARY OF PROJECTED ANNUAL GENERAL FUND REVENUES, ROUNDED

Revenue Item	Annual Revenue
Possessory Interest Tax*	\$809,700
Property Transfer Tax	277,500
Property Tax in Lieu of VLF	184,200
Sales Tax**	84,900
Transient Occupancy Tax	3,070,700
Gross Receipts Tax	Not Estimated
Total Estimated General Fund Revenue	\$4,427,000
Other Annual Revenue	
Port Rent***	\$890,000

* Possessory Interest Tax estimate provided by developer

** Sales Tax based on Year Three's direct food and beverage revenues

*** Provided by developer

Sources: Developer; City & County of San Francisco; Economic & Planning Systems, Inc.

FIGURE 5-2 SUMMARY OF ONE-TIME DEVELOPMENT IMPACT FEE REVENUES, ROUNDED

Impact Fee Category	Amount
Jobs-Housing Linkage Fee	\$3,333,400
Transportation Sustainability Fee (TSF)*	3,132,900
Child Care Fee**	258,200
Schools Fee***	55,800
Public Art Requirement (1% of Hard Costs)****	711,600
Bike Parking in Lieu	13,000
Water and Wastewater Capacity Fees*****	500,000
Total Estimated Development Impact Fees	\$8,004,900

*Transportation Sustainability Fee replaced the Transportation Impact Development Fee (TDIF) on December 26, 2015. Under the TDIF, the project would have generated \$2.5 million

** Child Care Fee levels are assessed on a price per square foot fee. As of 2019, the fee is \$1.85 PSF

*** School fees are calculated on a basis of "increased floor area"

**** Hard cost estimate provided by the developer on January 12, 2018

***** Estimate provided by the developer

Sources: Developer; City & County of San Francisco; Economic & Planning Systems, Inc.

FIGURE 5-3 SUMMARY OF PROJECTED JOBS SUPPORT BY THE DEVELOPMENT, ROUNDED

Impact Type	Square Feet	Job-Years
Temporary Construction Employment*		415
Annual Operational Employment		
Theatre	29,570	62
Hotel**	114,000	48
Restaurant***	4,000	8
Total	147,570	118

*Based on project direct construction costs of \$71.2 million as provided by the developer

** Hotel use assumes one full-time equivalent job for every four rooms

*** Assumes an average standard of one full-time equivalent job per every 500 square feet

Sources: Developer; Teatro ZinZanni; IMPLAN

6. Statement of Assumptions and Limiting Conditions

1. This report is set forth as a feasibility study of the proposed subject hotel; this is not an appraisal report.
2. This report is to be used in whole and not in part.
3. No responsibility is assumed for matters of a legal nature, nor do we render any opinion as to title, which is assumed marketable and free of any deed restrictions and easements. The property is evaluated as though free and clear unless otherwise stated.
4. We assume that there are no hidden or unapparent conditions of the sub-soil or structures, such as underground storage tanks, that would affect the property's development potential. No responsibility is assumed for these conditions or for any engineering that may be required to discover them.
5. We have not considered the presence of potentially hazardous materials or any form of toxic waste on the project site. We are not qualified to detect hazardous substances and urge the client to retain an expert in this field if desired.
6. The Americans with Disabilities Act (ADA) became effective on January 26, 1992. We have assumed the proposed hotel would be designed and constructed to be in full compliance with the ADA.
7. We have made no survey of the site, and we assume no responsibility in connection with such matters. Sketches, photographs, maps, and other exhibits are included to assist the reader in visualizing the property. It is assumed that the use of the described real estate will be within the boundaries of the property described, and that no encroachment will exist.
8. All information, financial operating statements, estimates, and opinions obtained from parties not employed by TS Worldwide, LLC are assumed true and correct. We can assume no liability resulting from misinformation.
9. Unless noted, we assume that there are no encroachments, zoning violations, or building violations encumbering the subject property.
10. The property is assumed to be in full compliance with all applicable federal, state, local, and private codes, laws, consents, licenses, and regulations (including the appropriate liquor license if applicable), and that all licenses, permits, certificates, franchises, and so forth can be freely renewed or transferred to a purchaser.

11. All mortgages, liens, encumbrances, leases, and servitudes have been disregarded unless specified otherwise.
12. None of this material may be reproduced in any form without our written permission, and the report cannot be disseminated to the public through advertising, public relations, news, sales, or other media.
13. We are not required to give testimony or attendance in court because of this analysis without previous arrangements and shall do so only when our standard per-diem fees and travel costs have been paid prior to the appearance.
14. If the reader is making a fiduciary or individual investment decision and has any questions concerning the material presented in this report, it is recommended that the reader contact us.
15. We take no responsibility for any events or circumstances that take place subsequent to the date of our field inspection.
16. The quality of a lodging facility's onsite management has a direct effect on a property's economic viability. The financial forecasts presented in this analysis assume responsible ownership and competent management. Any departure from this assumption may have a significant impact on the projected operating results.
17. The financial analysis presented in this report is based upon assumptions, estimates, and evaluations of the market conditions in the local and national economy, which may be subject to sharp rises and declines. Over the projection period considered in our analysis, wages and other operating expenses may increase or decrease because of market volatility and economic forces outside the control of the hotel's management. We assume that the price of hotel rooms, food, beverages, and other sources of revenue to the hotel will be adjusted to offset any increases or decreases in related costs. We do not warrant that our estimates will be attained, but they have been developed based upon information obtained during the course of our market research and are intended to reflect the expectations of a typical hotel investor as of the stated date of the report.
18. This analysis assumes continuation of all Internal Revenue Service tax code provisions as stated or interpreted on either the date of value or the date of our field inspection, whichever occurs first.
19. Many of the figures presented in this report were generated using sophisticated computer models that make calculations based on numbers carried out to three or more decimal places. In the interest of simplicity, most numbers have been rounded to the nearest tenth of a percent. Thus, these figures may be subject to small rounding errors.

20. It is agreed that our liability to the client is limited to the amount of the fee paid as liquidated damages. Our responsibility is limited to the client; the use of this report by third parties shall be solely at the risk of the client and/or third parties. The use of this report is also subject to the terms and conditions set forth in our engagement letter with the client.
21. Evaluating and comprising financial forecasts for hotels is both a science and an art. Although this analysis employs various mathematical calculations to provide value indications, the final forecasts are subjective and may be influenced by our experience and other factors not specifically set forth in this report.
22. This study was prepared by TS Worldwide, LLC. All opinions, recommendations, and conclusions expressed during the course of this assignment are rendered by the staff of TS Worldwide, LLC as employees, rather than as individuals.

7. Certification

The undersigned hereby certify that, to the best of our knowledge and belief:

1. the statements of fact presented in this report are true and correct;
2. the reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are our personal, impartial, and unbiased professional analyses, opinions, and conclusions;
3. we have no present or prospective interest in the property that is the subject of this report and no personal interest with respect to the parties involved;
4. we have no bias with respect to the property that is the subject of this report or to the parties involved with this assignment;
5. our engagement in this assignment was not contingent upon developing or reporting predetermined results;
6. our compensation for completing this assignment is not contingent upon the development or reporting of a predetermined result or direction in performance that favors the cause of the client, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this study;
7. our analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Uniform Standards of Professional Appraisal Practice;
8. Suzanne R. Mellen, MAI, CRE, FRICS, ISHC, and John Berean personally inspected the property described in this report;
9. John Berean provided significant assistance to Suzanne R. Mellen, MAI, CRE, FRICS, ISHC, and that no one other than those listed above and the undersigned prepared the analyses, conclusions, and opinions concerning the real estate that are set forth in this report; Suzanne R. Mellen, MAI, CRE, FRICS, ISHC, has performed one market study and one feasibility study on the property that is the subject of this report within the three-year period immediately preceding acceptance of this assignment;
10. the reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the requirements of the Code of Professional Ethics and the Standards of Professional Appraisal Practice of the Appraisal Institute;

11. the use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives; and
12. as of the date of this report, Suzanne R. Mellen, MAI, CRE, FRICS, ISHC, has completed the continuing education program for Designated Members of the Appraisal Institute.



Suzanne R. Mellen, MAI, CRE, FRICS, ISHC
Senior Managing Director - Practice Leader
TS Worldwide, LLC
State Appraiser License (CA) AG003225

MEMORANDUM

To: TZK Broadway
From: Economic & Planning Systems, Inc.
Subject: Economic Impacts of Proposed Kenwood/ZinZanni Hotel and Dinner Theatre; EPS #171150
Date: April 12, 2019

The Economics of Land Use



This memorandum provides a preliminary evaluation of the economic impacts associated with the development of the proposed Kenwood/ZinZanni Hotel and Dinner Theatre (Project). The Project program includes a theater and entertainment venue¹ space that houses Teatro ZinZanni's historic spiegel tent and a new public park, located at Seawall Lots 323 and 324 in San Francisco at the intersection of Embarcadero and Broadway. The Project is proposed to include approximately 192 boutique hotel rooms; a new approximately 29,570-square foot entertainment venue, which includes a welcoming lobby, bar area, kitchen, and back-of house facilities; and an approximately 14,000-square foot, privately funded public plaza and park.

The Project will generate millions of dollars in revenues from development impact fees, which will support transportation improvements, child care, schools, and other community benefits. The Project also will generate annual fiscal revenues to the City of San Francisco in the form of Transient Occupancy Taxes; and sales, property, and other General Fund taxes that will flow to the City and County of San Francisco and the San Francisco Port. In addition, it will provide the San Francisco Port with a steady revenue stream from the ground lease and rental income. This memorandum provides an overview of these estimated tax revenues, by type, during the third year of operation (stabilization) based on the Fiscal Year 2018/19 City Budget. In addition, this memorandum provides estimates for the number of construction and permanent jobs that will be generated by the Project.

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Denver
Los Angeles

www.epsys.com

¹ The Entertainment Venue will host a variety of uses including Entertainment (General, Nighttime, Outdoor, Arts and Recreation), Bona Fide Eating Place and Restaurant uses, each as defined in the San Francisco Planning Code.

Summary of Benefits to the City

New tax revenues from the Project will include both ongoing annual revenues and one-time revenues, as summarized in **Table 1** and **Table 2**, respectively.

Ongoing revenues to the City include new tax receipts from property and property-related taxes, as well as hotel and sales taxes.² Based on the proposed development, these ongoing revenues are currently estimated to amount to slightly more than \$4.4 million in annual revenue to the City upon full Project buildout at stabilization, as summarized in **Table 1**. These tax revenues will be available to help fund public improvements and services Citywide. In addition, there is an estimated \$890,000 of base rent paid to the Port in the first year of the lease, which escalates annually thereafter, not included in the General Fund revenues.

Table 1 Summary of Annual General Fund Revenues, Rounded

Revenue Item	Annual Revenue
Annual General Fund Revenue	
Possessory Interest Tax (1)	\$809,700
Property Transfer Tax	\$277,500
Property Tax in Lieu of VLF	\$184,200
Sales Tax (2)	\$84,900
Transient Occupancy Tax	\$3,070,700
Gross Receipts Tax	<u>not estimated</u>
Estimated GF Revenue Total	\$4,427,000
Other Annual Revenue	
Port Rent (3)	\$890,000

(1) Possessory Interest Tax Estimate was provided by TZK.

(2) Sales tax is based on Year Three's (assumed stabilization) direct food and beverage revenues.

(3) Provided by TZK.

Sources: TZK, City and County of San Francisco; Economic & Planning Systems, Inc.

One-time revenues to be generated through development impact fees are estimated to amount to slightly more than \$8 million as summarized in **Table 2**. These revenues will fund a variety of community benefits, including transportation improvements, schools, public art, and child care.

² The Project will generate additional annual fiscal revenues, such as Utility Users Tax, Parking Tax, and Gross Receipts Tax, which are not estimated as part of this preliminary analysis.

Table 2 Summary of One-Time Development Impact Fee Revenues, Rounded

Impact Fee Category	Amount
Jobs-Housing Linkage Fee	\$3,333,400
Transportation Sustainability Fee (TSF) ¹	\$3,132,900
Child Care Fee ²	\$258,200
Schools Fee ³	\$55,800
Public Art Requirement (1% of Hard Costs) ⁴	\$711,600
Bike Parking In Lieu	\$13,000
Water and Wastewater Capacity Fees ⁵	\$500,000
Total Estimated Development Impact Fees	\$8,004,900

(1) The Transportation Sustainability Fee (TSF) replaced the Transportation Impact Development Fee (TIDF) on December 26, 2015. Under the TIDF, the project would have generated \$2.5 million.

(2) Child Care Fee levels are assessed as a per square foot fee. As of 2019, the fee is \$1.85 per square foot.

(3) School fees are calculated on a basis of "increased floor area"

(4) Hard cost estimate provided by TZK on January 12, 2018.

(5) Estimated provided by TZK.

Sources: City of San Francisco Planning Department; TZK Broadway; EPS.

Select Annual Fiscal Revenues

Possessory Interest Tax

The Project site is owned by the Port of San Francisco, a public agency, and, therefore, is not on the Assessor's roll. Because the Port will continue to own the land, the Port will continue to be exempt from paying property tax. However, the Project will pay possessory interest tax instead. The estimate of the possessory interest tax of an annual \$809,700 was provided by TZK.

Property Transfer Tax

The City collects a property transfer tax of \$6.80 per \$1,000 of transferred value on transactions up to \$1 million, \$7.50 per \$1,000 on transactions up to \$5 million, \$22.50 per \$1,000 on transactions from \$5 million to \$10 million, \$27.50 per \$1,000 on transactions from \$10 million to \$25 million, and \$30.00 per \$1,000 on transactions more than \$25 million.

The commercial components, mainly the hotel, are estimated by TZK at a market value of \$185 million and are expected to turnover once every 20 years. For estimating purposes, it is assumed that sale of the hotel would be spread evenly over each year, although it is more likely that hotel sale will be sporadic. It is also assumed that the transaction of the hotel would fall into the transactions of more than \$25 million category. Actual amounts will vary depending on economic factors and the applicability of the tax to specific transactions.

Property Tax In-Lieu of Vehicle License Fees

The State budget currently converts a significant portion of what used to be Motor Vehicle License Fee (VLF) subventions, previously distributed by the State based on a per-capita formula, into property tax distributions. These distributions increase over time based on assessed value growth within each jurisdiction. These revenues to the City are projected to increase proportionately to an increase in the assessed value of the Project.

Transient Occupancy Tax

Transient Occupancy Tax will be generated by the hotel component of the Project. Based on findings from TZK, average room rates for the boutique hotel product is approximately \$347.76 per night (2022 opening) and an occupancy rate of 90 percent at stabilization. The City currently collects a 14 percent tax on room charges, which accrues to the City's General Fund.

Sales Taxes

The City General Fund receives 1 percent of taxable sales. A summary of these General Fund revenues is reflected in the sales tax estimate shown in **Table 1**. This analysis evaluates taxable sales generated by the direct food and beverage component of the hotel operations. Revenues reflect estimates from year three of operations (assumed stabilization).

Expenditures of ZinZanni patrons will include a portion of the ticket price (dinner is included in the cost of the ticket and taxed accordingly) and all additional sales of alcohol and other beverages. Hotel patrons are also expected to provide additional net new taxable spending in San Francisco, and sales taxes also will be generated by employee and business spending; however, these categories are not estimated as part of this preliminary analysis.

In addition to the 1 percent sales tax received by every city and county in California, voter-approved local taxes dedicated to transportation purposes are collected. Two special districts, the San Francisco County Transportation Authority and the San Francisco Public Financing Authority (related to San Francisco Unified School District), also receive a portion of sales taxes (0.50 and 0.25 percent, respectively) in addition to the 1 percent local portion. The City also receives revenues from the State based on sales tax for the purpose of funding public safety-related expenditures. For the purposes of this analysis, these non-General Fund sales tax revenue streams were not included.

Sales Taxes from Construction

During the construction phase of the Project, one-time revenues will be generated by sales and use taxes on construction materials and fixtures. Sales tax will be allocated directly to the City and County of San Francisco in the same manner as described above. Because they are one-time revenues, construction-related sales taxes are not estimated or shown in **Table 1**.

Gross Receipts Tax

Gross receipts tax revenues from on-site businesses and activities are not estimated as part of this analysis. Actual revenues from future gross receipt taxes will depend on a range of variables, including business sizes, share of activity within San Francisco, and other factors.

One-Time Development Impact Fee Revenues

The City of San Francisco imposes impact fees on new development to mitigate all or a portion of the costs of providing public services to the new development. Applicable development impact fees relating to developing the Project include the following:

- 1) Jobs-Housing Linkage Fee
- 2) Transportation Sustainability Fee (TSF)
- 3) Child Care Fee
- 4) Schools Fee
- 5) Public Art Requirement
- 6) Bike Parking In Lieu Fee
- 7) Water and Wastewater Capacity Fees

Jobs-Housing Linkage Fee

This fee addresses the impact created by employment generating uses to the availability of affordable housing in the City. The fee is calculated based on a per square foot basis for all commercial uses, including theater and retail at \$26.66 per square foot and hotel uses at \$21.39 per square foot.

Transportation Sustainability fee (TSF)

In 2015, the City adopted the TSF ordinance which replaced the Transit Impact Development Fee (TIDF). The TSF is part of a broader Transportation Sustainability Program and was a fee increase when compared to the former TIDF nonresidential fee. The 2018 TSF fee rate is \$21.23 per square foot for nonresidential uses.

Child Care Fee

The existing child care fee, levied at \$1.85 per square foot, addresses the impact created by certain employment-generating uses (hotel and office) on the availability of child care. While the fee would not be imposed if the Project elects to provide on- or off-site child care, this analysis assumes the in-lieu fee would be required. This analysis assumes payment of the existing Child Care fee but notes the projected fee level under the proposed fee structure that would increase per square foot fee levels.

School Impact Fee

This fee addresses the impacts to the school system created by employment-generators and housing. The fee ranges from \$0.60 per square foot of theater and retail space to \$0.31 per square foot for hotel usage. It applies city wide and is imposed on "increased floor area."

Public Art Requirement

The City of San Francisco requires location specific projects to provide public artwork on the private property equal to 1 percent of construction costs. The program was established by the 1985 Downtown Plan and is governed by Section 429 of the Planning Code. Since 2012, certain projects may choose to dedicate a portion of the 1 percent art requirement to the City's Public Art Trust.

Bike Parking In Lieu

Following implementation of citywide bicycle parking standards, an ordinance was passed to established to allow a portion of the bicycle parking requirements to be satisfied by payment of the in lieu fee. The Project currently includes 25 spaces for bike parking at \$519 per space.

Water and Wastewater Capacity Fees

Technically a capacity charge as opposed to a mitigation fee, Water and Wastewater Capacity Fees cover City costs in providing new or increased water service to customers. It applies citywide to all projects and is estimated to be a one-time payment of \$500,000.

Jobs Supported by Proposed Project

The Project is expected to support nearly 415 temporary construction jobs on site and accommodate over 129 permanent workers on site as summarized below in **Table 3**.

EPS estimates that the Project will generate approximately 415 full-time equivalent jobs on site during the construction process, assuming direct construction costs of approximately \$71.2 million. In addition, the Project is expected to accommodate 118 full-time equivalent (FTE) workers on site at buildout. This total consists of approximately 62 Kenwood/ZinZanni employees, 48 hotel employees, and 8 restaurant employees.

Table 3 Estimated Temporary and Ongoing Employment Supported by the Project

Impact Type	Sq.Ft.	Job-Years
Temporary Construction Employment¹		415
Annual Operational Employment		
Theater	29,570	62
Hotel ²	114,000	48
Restaurant ³	<u>4,000</u>	<u>8</u>
Total	147,570	118

(1) Based on Project direct construction cost of \$71.2 million as provided by TZK.

(2) Hotel use assumes one full-time equivalent job for every four rooms.

(3) Assumes an average standard of one full-time equivalent job per every 500 square feet.

Sources: TZK Broadway; Teatro ZinZanni; and IMPLAN

Suzanne R. Mellen, MAI, CRE, FRICS, ISHC

EMPLOYMENT

2016 to present	HVS <i>Senior Managing Director – Practice Leader</i> HVS Consulting and Valuation HVS Gaming Services (Advisory, Valuation, Litigation; Practice Development and Compliance)
1985 to 2016	HVS <i>Practice Principal: San Francisco and Los Angeles, California; Las Vegas, Nevada</i> <i>Senior Managing Director – Consulting and Valuation Division</i> HVS Board of Directors – 2008 - 2016 (Hotel and Casino Valuations, Market Studies, Feasibility Reports, and Investment Counseling; Practice Management and Development)
1981 to 1985	HOSPITALITY VALUATION SERVICES Mineola, New York <i>Director of Consulting and Valuation Services</i> (Hotel Valuations, Market Studies, Feasibility Reports, and Investment Counseling)
1980 to 1981	MORGAN GUARANTY TRUST COMPANY New York, New York <i>Real Estate Appraiser and Consultant</i> (Real Estate Investment Valuation and Analysis)
1980	LAVENTHOL & HORWATH New York, New York <i>Senior Consultant</i> (Management Advising Services Market and Feasibility Studies)
1976 to 1978	WESTERN INTERNATIONAL HOTELS The Plaza, New York City <i>Management Trainee</i> (Rooms Operations, Accounting)
1976	HARLEY, LITTLE ASSOCIATES Toronto, Canada <i>Junior Consultant</i> (Food Facilities Design, Market Studies)

PROFESSIONAL AFFILIATIONS

Appraisal Institute Member (MAI)

- Board of Directors – San Francisco Bay Area Chapter (1994, 1995)
- Education Committee Chairperson – Northern California Chapter 11
- Workshop Committee Chairperson – Northern California Chapter 11
- Division of Courses National Committee
- Continuing Education Committee – New York Committee
- Director, Real Estate Computer Show – New York Chapter

American Society of Real Estate Counselors – Member (CRE)

- Vice Chair – Northern California Chapter (1994, 1995)
- Chair – Northern California Chapter (1996)

National Association of Review Appraisers & Mortgage Underwriters (CRA)
 International Society of Hospitality Consultants – Member (ISHC)
 Fellow of the Royal Institution of Chartered Surveyors (FRICS)
 Cornell Center for Real Estate and Finance – Fellow
 Cornell Hotel Society
 Cornell University School of Hotel Administration - Dean's Advisory Board
 American Hotel & Motel Association
 California Hotel & Motel Association
 Urban Land Institute

EDUCATION

B.S., School of Hotel Administration, Cornell University
 Liberal Arts Undergraduate Study, Carnegie Mellon University
 Completion of MAI course work, Appraisal Institute
 NYU MBA – Partial Completion
 New York University, School of Continuing Education Real Estate Division

STATE CERTIFICATION

Arizona, California, Colorado, District of Columbia, Georgia, Hawaii, Illinois, Maryland, Mississippi, New Jersey, Ohio, Oregon, Pennsylvania, South Carolina, Texas, Utah, Virginia, Washington

ARTICLES AND PUBLICATIONS

The HVS Journal – ALIS Edition:

“Strong Rates of Return Driving Hotel Development,” 1998
 “Hotel Cap Rates and Values – The 1998 Rollercoaster Ride and What Lies Ahead,” 1999
 “Hotel Land Values and the Ground Lease Approach,” 2001
 “Fed Policies Stabilize Hotel Cap Rates in Uncertain Times,” 2003
 “Low Interest Rates and High Demand for Hotel Assets Fuels Value Gains,” 2004
 “Allure of Hotel Investments Expected to Moderate Rise in Capitalization Rates as Rebound Takes Hold,” 2005
 “Low Cap Rates Drive Gain in Hotel Values: Will Today’s Underwriting Sustain Future Appreciation?” (also in *Real Estate Finance Journal*), 2006
 “Forecasting Market-Wide Gaming Revenue (Win) for the Macau Special Administrative Region,” with Shannon Okada, 2006
 “Low Cap Rates Drive Gain in Hotel Values: Will Today’s Underwriting Sustain Future Appreciation?,” 2006
 “Does Your Underwriting Adequately Compensate for the Timing of Future Cash Flow?,” 2007
 “Hotel Capitalization Rates Bottom Out,” Jan. 2007
 “Hotel Cap Rates and Values in a Changing Market Environment,” 2008
 “Hotel Capitalization Rates on the Rise” (also in *Real Estate Finance Journal*), 2009
 “Hotel Values in Transition—An Appraisal Technique for These Uncertain Times” (also in *Real Estate Finance Journal*), 2009
 “The Impact of Seller Financing upon Hotel Values,” 2010
 “Dramatic Decline in Hotel Capitalization Rates Reflects Shift in Market Sentiment,” 2011
 “Hotel Transaction Activity Slows, Cap Rates Rise,” 2012
 “Hotel Capitalization Rates Stabilize as Market Forces Create State of Equilibrium,” 2013
 “Hotel Capitalization Rates and the Impact of Cap Ex,” 2014
 “Steady Cap Rates Support Strong Hotel Value Gains,” 2015
 “Positive Operating Leverage Results in Another Year of Hotel Value Gains; Cap Rates Start to Rise,” 2016

ARTICLES AND PUBLICATIONS, CONTINUED

“Hotel Value Gains Moderate as RevPAR Growth Slows and Cap Rates Rise,” 2017
 “Impact of Countervailing Forces on Hotel Values and Cap Rates,” 2018
 “Hotel Cap Rates Hold Steady — Values Under Pressure,” 2019

“CapEx 2000 – A Study on Capital Expenditures in the Hotel Industry,” *International Society of Hospitality Consultants (ISHC)*, Oct. 2000
 “Consulting on Finance” (Interview), *Lodging*, June 1999
 “European Hotel Values Poised for Recovery,” *Hotels*, Oct. 1994
 “The Future of Full-Service Hotel Development,” *The Hotel Valuation Journal*, Winter 1995
 “Hotel Land Values and the Ground Lease Approach,” *Real Estate Finance Journal*, Spring 2001
 “Hotel Valuation,” in *Hotel Investments: Issues and Perspectives*, 5th ed. (American Hotel & Lodging Educational Institute), 2012
 “How to Review a Hotel Appraisal,” *Appraisal Review & Mortgage Underwriting Journal*, Nov. 1989
Hotel Investments Handbook, Contributing Editor, 1997
 “How Much Should I Pay For the Land?,” *The Hotel Valuation Journal*, Jan. 1996
 “Hotel Valuations – A Modern Approach,” (Co-author) *The HVS International Journal*, Winter 1993/4
 “Hotel Value Trends and UK Gateway Cities,” (Co-author) *The HVS International Journal*, Summer 1993
 “Valuing Hotels Is A Challenge During Uncertain Times,” *The Hotel Journal*, June 2003
 “Only Innovated Operators Will Profit in an Oversupplied Middle East,” *Hotels*, June 1996
 “Simultaneous Valuation: A New Technique,” *The Appraisal Journal*, April 1983
 “Value and Proper Use of Feasibility Studies,” *California Inntouch Magazine*, Dec. 1990

COMPUTER SOFTWARE

“Simultaneous Valuation Formula,” a mortgage-equity income capitalization formula for variable income properties
 Refinancing model for hotel investments

APPEARANCE AS AN EXPERT WITNESS

American Arbitration Association, Los Angeles, CA
 American Arbitration Association, San Francisco, CA
 City Hall Property Tax Hearing, San Francisco, CA
 County Board of Equalization of Utah County, UT
 Cuyahoga County Court of Common Pleas, Cleveland, OH
 District Court of Bexar County, Texas, 285th Judicial District
 District Court of Harris County, Texas, 127th Judicial District
 Family Court of the First Circuit, State of Hawaii
 Federal Bureau of Investigation, New York, NY
 Federal Tax Court, New York, NY
 Hillsboro City Municipal Court, Oregon
 JAMS Arbitration, Orange County, CA
 JAMS Arbitration, San Francisco, CA
 Kansas Board of Tax Appeals, Topeka, KS
 Law Offices of DLA Piper LLC, San Francisco, CA
 Law Offices of Hanson Bridgett LLP, San Francisco, CA
 Law Offices of Sheppard Mullin Richter & Hampton LLP, San Francisco, CA
 San Francisco Assessment Appeals Board, CA
 Sonoma County Courthouse, Santa Rosa, CA
 Superior Court for the District of Columbia, Tax Division
 Superior Court of Guam
 Superior Court of the State of Arizona, County of Maricopa
 Superior Court of the State of California, City and County of San Francisco
 Superior Court of the State of California, County of Alameda
 Superior Court of the State of California, County of Los Angeles, Central District
 Superior Court of the State of California, County of Orange, Central Justice Center
 Superior Court of the State of California, County of San Diego, Central Division
 Superior Court of the State of California, County of San Diego, North County Branch
 Superior Court of the State of California, County of San Luis Obispo
 Superior Court of the State of California, County of San Mateo
 Superior Court of the State of California, County of Santa Clara
 Superior Court of the State of California, County of Santa Cruz

**APPEARANCE AS AN
EXPERT WITNESS,
CONTINUED**

Supreme Court of New York County
Tax Court of New Jersey
Tax Appeals Boards:
California: Los Angeles County, Contra Costa County, Orange County, San Francisco County,
San Mateo County, Santa Barbara
Hawaii
Utah: Utah County
Washington, D.C.
U.S. 2nd Circuit Court of Appeals
U.S. Bankruptcy Court, Central District of California, Los Angeles Division
U.S. Bankruptcy Court, District of Alaska
U.S. Bankruptcy Court, District of Colorado
U.S. Bankruptcy Court, District of Delaware
U.S. Bankruptcy Court, District of Nevada
U.S. Bankruptcy Court, District of Utah
U.S. Bankruptcy Court, Eastern District of California
U.S. Bankruptcy Court, Eastern District of Pennsylvania
U.S. Bankruptcy Court, Eastern District of Texas, Sherman Division
U.S. Bankruptcy Court, Northern District of Illinois, Eastern Division
U.S. Bankruptcy Court, Northern District of California Santa Rosa Division
U.S. Bankruptcy Court, Northern District of Texas, Dallas Division
U.S. Bankruptcy Court, Southern District of California
U.S. Bankruptcy Court, Southern District of Texas, Houston Division
U.S. Court of Appeals for the Eighth Circuit
U.S. District Court, Central District of California
U.S. District Court, Eastern District of Arkansas, Little Rock
U.S. District Court, Eastern District of California
U.S. District Court, Northern District of California, San Francisco
U.S. District Court, Southern District of California
U.S. District Court, Southern District of New York
U.S. District Court, Southern District of Texas, Houston Division
U.S. District Court, Western District of New York
U.S. District Court, Western District of Washington at Seattle

**PARTIAL LIST OF
SPEAKING, MODERATOR,
AND LECTURE
APPEARANCES**

AAHOA – *Hotel Investment Trends*, October 25, 2018
AHLA Hospitality Investment Roundtable Open Forum – Panel Discussion, May 7, 2019
American Bar Association Property Tax Seminar 1992 – *Income Approach*
Property Tax Seminar 2015 – *Casino Valuation*
American Institute of Real Estate Appraisers – Approved Instructor – *Hotel/Motel Valuations*
Americas Lodging Industry Summit (ALIS) – 2002-2019
Appraisal Foundation Appraisal Practices Board – Panel Discussion – *Separating Tangible and Intangible Assets*, October 2, 2014
Appraisal Institute:
Summer Seminar Spectacular '98 *National and International Hospitality Markets*
National Summer Conference 2002 – *The Aftermath: Our World Post September 11 – A Hospitality Perspective*
Northern California Chapter 2001 Annual Fall Conference – *Valuing Intangible Assets for Property Tax Assessment Purposes*
Northern California Chapter Commercial Appraisal Symposium: *Appraising Unique and Special Purpose Properties*, December 8, 2017
San Francisco Bay Area Chapter 1996 – *Motel Valuation Case Study*
Instructor – *Hotel Valuation Online Seminar*
Hotel Valuation Workshop, 2012
BDWest Los Angeles- *Everything Designers Need To Know About CapEx and The Real Estate Cycle*, April 4, 2018
BISNOW Lodging & Innovation Series: BLIS West 2016, Board Panel Discussion – *The Future of Resorts*, April 28, 2016
BISNOW Lodging & Investment Innovation Series Conference: BLIS 2015, Development & Design Discussion, October 19, 2015

**PARTIAL LIST OF
SPEAKING, MODERATOR,
AND LECTURE
APPEARANCES,
CONTINUED**

BTN Business Travel Trends and Forecast Conference – *Hotel Trends and What They Mean to Buyers* session, November 15, 2016

California Assessors Association Annual Conference – *Hotel Valuation and Trends*, October 26, 2009

California Hotel & Lodging Association Hotel Owners Conference – *Hotel Values & Cap Rates*, June 12, 2014

California Hotel and Motel Association – 1985 Annual Convention *Development Overview*
1995 Annual Meeting – *Capital Expenditure Requirements*
1997 – *Roses or Weeds? What Does the Future Hold for California's Lodging Industry?*

California Lodging Investment Conference (CLIC) — *Overview of the CA Hotel Market*, panelist, March 7, 2019

California Receivers Forum – *The Receiver as Innkeeper: A Primer on Valuation, Operation and Strategic Disposition of Hotels*, 2002

Chief Appraisers Conference, – *Maintaining Appraisal Integrity*, April 7, 2016

Citibank, N.A. – *Hotel/Motel Valuations*

Commercial Real Estate Women (CREW-SF) & Real Estate Investment Advisory Council (REIAC) – *The San Francisco Hotel Boom* (with Chip Conley, president of Joie de Vivre Hospitality), 1998

Cornell Center for Professional Development – *Hotel Workouts; Computerized Approach to Hotel Valuations and Market Studies*, 1990

Cornell Hotel Society – CHS 7th Annual Annual Northern California Hospitality Investment Forum, October 26, 2018

Cornell University *Real Estate Finance; Lessons Learned: Slide Rules to Spreadsheets*, 2004

Cornell University, School of Hotel Administration: Dean's Distinguished Lecture Series – *The Road Taken: Career of an Entrepreneurial Consultant*, September 2010

Counselors of Real Estate – *Hotel Valuations: New Techniques for Today's Uncertain Times*, 2010

Country Hospitality Conference – *Hotel Development Challenges in the Nineties*

CWCcapital – *Hotel Trends*, with McKenna Luke, June 8, 2018

Econo-Travel Motor Hotel Corp., Annual Financial Seminar – *Hotel Valuation*

Fishing for Solutions – *Servicing Hotel Defaults in Troubled Waters*, 2002, 2003, 2004

Hotel Asset Managers Association – *San Francisco Bay Area Market Overview*, 2003

Hotel Design – HD Town Hall Meeting – *The State of Our Industry*, 2002, 2004

Hotel Industry Investment Conference, 14th Annual – *Numbers, Numbers & More Numbers....Where Are We, and Where Are We Headed??*

International Association of Assessing Officers, Los Angeles Chapter – Fall Appraisal Seminar, *Going Concern and Intangibles: The Battle Goes On!*, October 8, 2014

IIUSA EB-5 International Investment & Economic Development Forum 2013 – *Visitor Spending Economic Impact Model*

Institute of Property Taxation – 1984 Real Estate Symposium – *Simultaneous Valuation*

ISHC 2018 Conference – HNN/Castell Think Tank: *The Future of our Planet: The Implications of Climate Change on Our Industry*;
Interviewer, *The Future of our Planet: The Implications of Climate Change on Our Industry*, October 11, 2018

Jeffer, Mangels, Butler & Mitchell, LLP – Meet the Money, 1998-2016

Jeffer, Mangels, Butler & Marmaro Executive Briefing 2013 – *Hotels and Mixed-Use Development*

Jeffer, Mangels, Butler & Marmaro Forum – *Answers to Three of the Most Provocative Questions in Hotel Valuation Today*

KW Commercial – Webinar, 2012

Law Seminars International – *Buying & Selling Hotels*, 2008

The Lodging Conference – 1999, 2000, 2017

Meet the Money – *Hotel Values and Cap Rates*, May 2017, May 2018, May 2019

Midwest Lodging Investors Summit – 2009

Napa Valley Women's Real Estate Roundtable – *HotHotHot—Hospitality*, 2004

National Association of Review Appraisers and Mortgage Underwriters – *Reviewing a Hotel Appraisal Report*, 1990

National Conference of State Tax Judges – *Valuation and the Hospitality Industry*

National Association of Property Tax Attorneys (NAPTA) – *Hotel Valuation*, 2012

Northern California Chapter of the Appraisal Institute 2017 Commercial Symposium: Appraising Unique and Special Purpose Properties, Panel Discussion Moderator, *Hospitality – Current Trends and Issues*, December 18, 2017

Northwest Center for Professional Development – *Hotel Development Seminars*, 1986-87

NYU Hospitality Industry Investment Conference – 1991-1995, 2003, 2016, 2017, 2018

**PARTIAL LIST OF
SPEAKING, MODERATOR,
AND LECTURE
APPEARANCES,
CONTINUED**

Orange County Appraisal Society Real Estate Conference – *Hotel Valuation and Trends*, 2009
Society of Chief Appraisers Meeting, San Francisco – *Hospitality Loan Appraisals – Business? CRE? Assessing Real Risk!*, May 2016
Southampton College – *Feasibility Studies and Appraisals*
Special American Business Internship Training (SABIT) – *Hotel Management Program*, 2006
Strategic Hotel Default Lender Summit – *Servicing Loan Defaults in Today's Uncertain Times*, 2003
UCLA Hotel Industry Investment Conference, 1995 – 2001
ULI San Francisco – Brownbag Seminar: *Trends in Casino Hotel Properties*, 2008
University of Denver, *Hotel/Motel Valuation*
US Hotel Market Connections Conference – *Panel Discussion Moderator*, 2013, 2014, 2015, 2016
USF 20th Annual Hospitality Industry Symposium – *Prognosis for the Hospitality Industry*, 2010
VALCON 2010 *Real Estate: the Economics and Future of Malls, Hotels and Gaming* (with Anne Lloyd-Jones), February 24-26, 2010
Visit Sacramento Board of Directors Strategic Planning Retreat – *Future Economy and Trends*, October 13, 2016
Wells Fargo, *Hospitality Loan Appraisals – Performance, Obsolescence, and Assessing Real Risk*, 2016

EXAMPLES OF PROPERTIES APPRAISED OR EVALUATED

** Denotes Gaming Property*

Alabama

Fairfield Inn & Suites, Bessemer
 Hampton Inn & Suites, Birmingham
 Homestead Studio Suites, Birmingham
 Fairfield Inn, Birmingham
 Hilton Perimeter Park, Birmingham
 Country Crossing, Cottonwood
 Hampton Inn East Bay, Daphne
 Hilton Garden Inn, Daphne
 Ramada Inn, Gadsden
 Homewood Suites by Hilton, Huntsville
 Hampton Inn I-10/Bellingrath Gardens, Mobile
 Homewood Suites East Bay, Mobile
 Hotel, Proposed, Mobile
 Marriott Mobile, Mobile
 Fairfield Inn, Montgomery
 Holiday Inn, Montgomery
 Home-Town Suites, Montgomery
 Howard Johnson's, Montgomery
 Residence Inn, Montgomery
 Courtyard by Marriott, Prattville
 Country Crossing, Shorter
 *VictoryLand, Quincy's 777 Bingo Casino, and
 Oasis Hotel, Shorter

Alaska

Best Western Barratt Inn, Anchorage
 Clarion Suites Hotel, Anchorage
 Coast International Inn, Anchorage
 Courtyard Anchorage Airport, Anchorage
 Hawthorne Suites, Anchorage
 Holiday Inn, Anchorage
 Homewood Suites, Prop. and Existing,
 Anchorage
 Hotel Captain Cook, Anchorage
 Marriott Anchorage Downtown, Anchorage
 Northern Lights Hotel, Anchorage
 Residence Inn by Marriott, Anchorage
 Rose Garden Hotel, Anchorage
 Sheraton Hotel Anchorage, Anchorage
 SpringHill Suites Midtown, Anchorage
 SpringHill Suites University Lake, Anchorage
 Alyeska Prince Hotel, Girdwood
 Coast International Hotel, Girdwood
 Resort Hotel, Proposed, Wasilla

Arizona

Lodging Facility, Proposed, Camp Verde
 Home2 Suites, Chandler
 Hotel, Proposed Casa Grande
 Renaissance ClubSport, Chandler
 Sheraton San Marcos Hotel, Chandler
 Best Western, Flagstaff
 Embassy Suites Hotel, Flagstaff
 Hotel & Conference Center, Prop., Flagstaff
 Motel 6, Flagstaff
 Rodeway Inn, Flagstaff
 Woodlands Plaza Hotel, Flagstaff
 Holiday Inn Express, Proposed, Gilbert
 TownePlace Suites by Marriott, Goodyear
 Bright Angel Lodge, Grand Canyon
 El Tovar Hotel, Grand Canyon
 Kachina Lodge, Grand Canyon
 Maswik Lodge, Grand Canyon

Moqui Lodge, Grand Canyon
 Phantom Ranch, Grand Canyon
 Thunderbird Lodge, Grand Canyon
 Yavapai Lodge, Grand Canyon
 Best Western Green Valley, Green Valley
 Hampton Inn, Proposed, Holbrook
 Best Western Wayfarers Inn, Kingman
 Rodeway Inn, Kingman
 Hampton Inn, Lake Havasu
 Nautical Inn, Lake Havasu
 Wigwam Resort & Golf Club, Litchfield Park
 Ritz-Carlton Dove Mountain, Marana
 Hyatt Place Phoenix Mesa, Mesa
 Marriott Mesa, Mesa
 Quality Inn Americana Hotel, Nogales
 Hyatt Place, Proposed, Page
 Marriott Fairfield Inn & Suites, Page
 Arizona Biltmore Resort, Phoenix
 Best Western Executive Park Hotel, Phoenix
 Bobby McGee's Conglomeration, Phoenix
 Caravan Inn, Phoenix
 Courtyard by Marriott, Phoenix/Mesa
 Courtyard by Marriott Metro Center, Phoenix
 Crescent Hotel, Phoenix
 Crowne Plaza, Phoenix
 DoubleTree Inn, Phoenix
 Embassy Suites-Camelback, Phoenix
 Embassy Suites-Camelhead, Phoenix
 Fountain Suites Hotel, Phoenix
 Four Points Sheraton, Phoenix
 Full-Service Hotel, Proposed, Phoenix
 Granada Royale Camelhead, Phoenix
 Crowne Plaza, Phoenix
 Hampton Inn Phoenix Airport North, Phoenix
 Holiday Inn, Phoenix
 Homestead Studio Suites, Phoenix
 Homewood Suites, Phoenix
 Hyatt Regency, Phoenix
 JW Marriott Desert Ridge Resort, Phoenix
 Knights Inn, Phoenix
 Marriott Phoenix Airport, Phoenix
 Omni Adams Hotel, Phoenix
 Phoenix Inn, Phoenix
 Pointe Hilton Squaw Peak Resort, Phoenix
 Pointe Hilton at Tepatio Cliffs, Phoenix
 Quality Inn, Phoenix
 Ramada Inn MetroCenter, Phoenix
 Residence Inn by Marriott, Phoenix
 Ritz-Carlton Phoenix, Phoenix
 Sheraton Crescent Hotel, Phoenix
 Sleep Inn, Phoenix
 Wyndham Garden Hotel Midtown, Phoenix
 Caleo Hotel, Scottsdale
 Chaparral Suites Resort, Scottsdale
 Courtyard by Marriott, Scottsdale
 DoubleTree Paradise Valley Resort, Scottsdale
 Doubletree Inn, Scottsdale
 Embassy Suites Scottsdale Resort, Scottsdale
 Fairmont Scottsdale Princess and Excess Land,
 Scottsdale
 FireSky Resort and Spa, Scottsdale
 Four Seasons Scottsdale at Troon North,
 Scottsdale
 Gainey Suites Hotel, Scottsdale
 Hilton Scottsdale Resort & Villa, Scottsdale

Holiday Inn Express Scottsdale North,
 Scottsdale
 Holiday Inn Old Town, Scottsdale
 Hotel, Proposed, Scottsdale
 Marriott Camelback Inn, Scottsdale
 Mondrian Hotel, Scottsdale
 Phoenician Resort, Scottsdale
 Red Lion-La Posada, Scottsdale
 Rodeway Inn, Scottsdale
 Scottsdale Conference Resort, Scottsdale
 Scottsdale Hilton Resort, Scottsdale
 Scottsdale Waterfront Condo Hotel, Proposed,
 Scottsdale
 Summerfield Suites, Proposed, Scottsdale
 Sunburst Resort Hotel & Conf. Center,
 Scottsdale
 Westin Kierland, Scottsdale
 W Hotel, Scottsdale
 Xona Resort Suites, Scottsdale
 Hilton Garden Inn, Proposed, Sedona
 L'Auberge de Sedona, Sedona
 Los Abrigados, Sedona
 Orchard's Inn & Grill, Sedona
 Motel 6, Sierra Vista
 Sonoita Village Resort & Spa, Prop., Sonoita
 Country Inn & Suites Hotel, Tempe
 Marriott Buttes Resort, Tempe
 Renaissance Hotel, Proposed, Tempe
 Wyndham Buttes Resort, Tempe
 Mixed-Use Development, Tuba City
 Canyon Ranch Resort, Tucson
 Clarion Tucson, Tucson
 Country Inn & Suites & Courtyard, Tucson
 DoubleTree Inn, Tucson
 Hacienda del Sol Guest Ranch, Tucson
 Hilton El Conquistador Golf & Tennis Resort,
 Tucson
 Hilton Garden Inn, Prop., Tucson
 Holiday Inn Express, Prop., Tucson
 Holiday Inn Hotel, Tucson
 Hotel Arizona, Tucson
 Hotel, Proposed, Tucson
 Holiday Inn Express, Tucson
 Loews Ventana Canyon Resort, Tucson
 Lodge at Ventana Canyon, Tucson
 Marriott Hotel & Starr Pass Golf Course,
 Proposed and Existing, Tucson
 Microtel Inn, Proposed, Tucson
 Miraval Resort & Spa, Tucson
 Radisson Suite Hotel, Tucson
 Ritz-Carlton, Proposed, Tucson
 Rodeway Inn, Tucson
 Tanque Verde Guest Ranch, Tucson
 Tucson Convention Center, Tucson
 Westin La Paloma Resort, Tucson
 Westward Look Resort, Tucson
 Wig Wam Resort & Golf Club, Woodfield Park
 Candlewood Suites, Proposed, Yuma
 Shilo Inn, Yuma

Arkansas

Fairfield Inn & Suites, Conway
 Hilton, Hot Springs
 Holiday Inn, Little Rock
 Red Carpet Inn, Little Rock

PROPERTIES - CONTINUED

* Denotes Gaming Property

<p>Holiday Inn Northwest Arkansas, Springdale</p> <p>California</p> <p>Radisson Hotel, Agoura Hills Ramada Inn, Agoura Hills Hampton Inn & Suites OAK Alameda, Alameda Renaissance ClubSport, Prop. & Existing, Aliso Viejo Holiday Inn Express, Prop., American Canyon Anaheim Marriott, Anaheim Baymont Inn & Suites, Anaheim Best Western Anaheim Inn, Anaheim Best Western Stovall's Inn, Anaheim Best Western Pavilions Inn, Anaheim Boulevard Inn, Anaheim Candlewood Suites, Proposed, Anaheim Carousel Inn and Suites, Anaheim Clarion Anaheim Resort, Anaheim Comfort Inn, Anaheim Courtyard by Marriott, Anaheim Desert Palm Inn & Suites, Anaheim Disneyland Hotel, Anaheim DoubleTree Guest Suites Hotel, Prop. & Existing, Anaheim DoubleTree by Hilton Suites Anaheim Resort Convention Center, Anaheim Extended Stay America, Anaheim Golden Forest Motel, Anaheim Hilton Hotel & Towers, Anaheim Hilton Suites Anaheim, Anaheim Holiday Inn, Anaheim Howard Johnson Hotel, Anaheim Hyatt Anaheim, Anaheim Jolly Roger, Anaheim La Quinta Inn & Suites, Proposed, Anaheim Pan Pacific Hotel, Anaheim Pitcairn Inn, Anaheim Portofino Inn & Suites, Anaheim Quality Hotel, Anaheim Raffles Inn & Suites, Anaheim Ramada Maingate Hotel, Anaheim Red Lion Anaheim Maingate Hotel, Anaheim Residence Inn, Anaheim Sheraton Hotel, Anaheim Site of 2 Prop. Hotels, GardenWalk, Anaheim Station Inn, Anaheim Travelodge Inn at the Park, Anaheim WestCoast Anaheim Hotel, Anaheim Residence Inn, Anaheim Hills Fairfield Suites, Proposed, Arcadia Hilton Garden Inn, Proposed, Arcadia Santa Anita Park, Arcadia Comfort Inn, Arcata Hampton Inn & Suites, Prop. & Existing, Arroyo Grande Carlton Hotel, Atascadero Auburn Inn, Auburn Sleep Inn, Auburn Ramada, Agoura Hills Villa Portofino Hotel, Avalon Allstar Inn, Bakersfield CSUB Campus Hotel, Proposed, Bakersfield Clarion Suites, Bakersfield Courtyard by Marriott, Bakersfield DoubleTree Hotel, Bakersfield Economy Inn, Bakersfield La Quinta, Bakersfield</p>	<p>Marriott at the Convention Center, Bakersfield Red Lion Hotel, Bakersfield Residence Inn, Bakersfield Sheraton Hotel, Bakersfield SpringHill Suites, Bakersfield Travelodge Hotel, Bakersfield Hilton Hotel, Baldwin Park Fairfield Inn, Baltimore Proposed Hotel, Bay Point Bear Valley Ski Resort, Bear Valley Holiday Inn Express, Belmont Motel 6, Belmont Summerfield Suites, Prop. & Existing, Belmont Berkeley Marina Marriott, Berkeley DoubleTree Hotel & Executive Mtg. Center, Berkeley Hotel Durant, Berkeley Hotel, Proposed, Berkeley La Quinta Inn, Berkeley Shattuck Hotel, Berkeley University Inn, Berkeley Westin Hotel, Proposed, Berkeley AKA Hotel, Proposed, Beverly Hills Beverly Hills Country Club, Beverly Hills Beverly Hilton, Beverly Hills Beverly Pavilion Hotel, Beverly Hills Beverly Wilshire, Beverly Hills Crescent Beverly Hills Apts., Beverly Hills Crowne Plaza Hotel, Beverly Hills Four Seasons Beverly Hills, Beverly Hills Holiday Inn Select, Beverly Hills Maison 140 Hotel, Beverly Hills Montage, Beverly Hills Peninsula Beverly Hills, Beverly Hills Raffles L'Ermitage, Beverly Hills Regent Beverly Wilshire Hotel, Beverly Hills Renaissance Hotel, Beverly Hills SIXTY Beverly Hills Hotel, Beverly Hills Thompson Beverly Hills, Beverly Hills Best Western, Big Bear Lake Hotel, Proposed, Big Bear Lake Motel 6, Big Bear Lake Esalen Institute, Big Sur Post Ranch Inn, Big Sur Ventana Inn & Spa, Big Sur Bodega Bay Lodge, Bodega Bay Chase Suites Brea, Brea Embassy Suites Hotel, Brea Woodfin Suites Hotel, Brea Holiday Inn, Brentwood Hilton Residential Suites, Brisbane Radisson SFO Sierra Point, Brisbane Extended-Stay Hotel, Prop., Buellton Courtyard by Marriott, Buena Park Fairfield Inn, Buena Park Hampton Inn, Buena Park Red Roof Inn, Buena Park Burbank Airport Hilton, Burbank Hilton Hotel, Burbank Ramada Inn, Burbank 350 Airport Boulevard, Burlingame Holiday Inn Express SFO South, Burlingame Hotel, Proposed, Burlingame Hyatt Regency SFO, Burlingame Airport Marriott, Burlingame Radisson Plaza-Proposed, Burlingame Ramada Inn, Burlingame</p>	<p>Hotel, Proposed, Burney Good Nite Inn, Buttonwillow Country Inn & Suites, Calabasas Good Nite Inn, Calabasas Calistoga Ranch, Prop. & Existing, Calistoga Calistoga Spa Hot Springs, Calistoga Hotel & Ancillary Facilities, Prop., Calistoga Indian Springs Lodge, Calistoga Indian Springs Resort & Spa – Parcel of Land, Calistoga Palisades Resort & Spa, Prop., Calistoga Silver Rose Inn, Spa, & Winery, Calistoga Solage Resort & Spa, Prop. and Existing, Calistoga Del Norte Inn, Camarillo Good Nite Inn, Camarillo Cambria Pines Lodge, Cambria Fireside Inn, Cambria Fog Catcher Inn, Cambria Pelican Inn & Suites, Cambria Campbell Inn, Campbell Courtyard by Marriott, Prop. & Existing, Campbell Hilton Garden Inn, Campbell Hilton Hotel, Proposed, Campbell Larkspur Landing Hotel, Campbell Pruneyard Inn, Campbell Inn & Spa at Rispin Mansion, Prop., Capitola Carlsbad Inn, Carlsbad Courtyard by Marriott, Carlsbad Extended Stay America, Carlsbad Fairfield Inn & Suites by Marriott San Diego Carlsbad, Carlsbad Park Hyatt Aviara, Carlsbad Hilton Garden Inn, Carlsbad Inn of America, Carlsbad La Costa Resort and Spa, Carlsbad LEGOLAND Resort, Prop. & Existing, Carlsbad Olympic Resort, Carlsbad Sheraton Carlsbad Resort & Spa, Carlsbad Carmel Mission Inn, Carmel Carmel Valley Ranch, Carmel Cobblestone Inn, Carmel Highlands Inn, Carmel Luxury Hotel, Proposed, Carmel Quail Lodge Resort & Golf Club, Carmel Wyndham Carmel Valley, Carmel Bernardus Lodge, Carmel Valley Hilton Garden Inn, Carmel Valley Robles del Rio Lodge, Carmel Valley Valley Lodge, Carmel Valley Holiday Inn Express, Carpinteria DoubleTree by Hilton Hotel, Carson Econo Lodge, Castro Valley Doral Desert Princess Resort, Cathedral City DoubleTree Hotel, Cathedral City Holiday Inn Express, Cathedral City Hotel, Proposed, Cathedral City Sheraton Cerritos Towne Center, Cerritos Sheraton Hotel, Cerritos Days Inn, Chico Hampton Inn, Proposed, Chico Holiday Inn, Chico Microtel Inn and Suites, Proposed, Chico Red Lion Hotel, Chico La Quinta Inn, Chula Vista Otay Valley Travel Lodge, Chula Vista</p>
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PROPERTIES - CONTINUED

** Denotes Gaming Property*

Proposed Hotel, Cloverdale	Four Seasons Silicon Valley, East Palo Alto	Red Lion Hotel, Glendale
Harris Ranch, Coalinga	Hilton Garden Inn, Proposed, El Cajon	60-Unit Hotel, Prop., Morton's Warm Springs, Glen Ellen
Howard Johnson's, Colton	Lodging Development, Prop., El Dorado Hills	Gaige House, Glen Ellen
DoubleTree Hotel, Commerce	Holiday Inn Express & Suites, Elk Grove	Bacara Resort, Goleta
Ramada Commerce, Commerce	Cambria Hotel & Suites, Prop., El Segundo	Courtyard by Marriott, Goleta
Wyndham Hotel, Commerce	Hilton Garden Inn LAX El Segundo, El Segundo	El Capitan Canyon Campgrounds, Goleta
Clarion Hotel, Concord	Best Western, El Toro	Hyatt Regency, Proposed, Goleta
Concord Hilton, Concord	Days Inn, Emeryville	Hilton Garden Inn, Grover Beach
Sheraton Hotel, Concord	Hardage Suites Hotel Site, Emeryville	Hotel & RV Park, Proposed, Guadalupe
Trees Inn, Concord	Sheraton Four Points, Emeryville	Autocamp Russian River, Guerneville
Holiday Inn Express, Proposed, Corona	Woodfin Suite Hotel, Prop. & Existing, Emeryville	Half Moon Bay Lodge, Half Moon Bay
Motel 6, Corona	Comfort Inn, Escondido	Ocean Colony Resort, Half Moon Bay
Hotel Del Coronado, Coronado	Hilton Garden Inn, Prop., Escondido	Ritz-Carlton Hotel, Prop. & Existing, Half Moon Bay
Loews Coronado Bay Resort, Coronado	Red Lion Hotel, Eureka	Mainstay Suites, Hayward
Hilton Garden Inn, Prop., Corte Madera	Courtyard Fairfield/Napa Valley, Fairfield	Super 8, Hayward
Crowne Plaza Orange County, Costa Mesa	Pala Mesa Golf Resort, Fallbrook	Best Western Dry Creek Inn, Healdsburg
Ha'Penny Inn, Costa Mesa	Hotel, Proposed, Fillmore	Hotel Healdsburg, Healdsburg
Hilton Hotel, Costa Mesa	Marriott Tenaya Lodge, Fish Camp	Healdsburg Plaza Hotel, Prop., Healdsburg
La Quinta Inn, Costa Mesa	Hotel, Proposed, Folsom	Healdsburg Suites, Proposed, Healdsburg
Mandarin Oriental, Prop., Costa Mesa	Hampton Inn & Suites, Folsom	Casa de Fruta, Hollister
Marriott Suites, Costa Mesa	Larkspur Landing Hotel, Folsom	Canyon Ranch Living, Proposed, Hollister
Red Lion Hotel, Costa Mesa	Hilton Garden Inn, Fontana	Hard Rock Hotel, Proposed, Hollywood
Residence Inn, Costa Mesa	Golden Gate National Recreation Area, Fort Baker	Holiday Inn, Hollywood
Reverb Hotel, Proposed, Cotati	All-Suites Hotel, Proposed, Foster City	Hollywood Clarion Roosevelt, Hollywood
Vanlee Hotel and Suites, Covina	Clubtel, Proposed, Foster City	Hollywood Palm Hotel, Hollywood
Courtyard Los Angeles Westside, Culver City	Courtyard by Marriott, Foster City	Hyatt Hotel, Hollywood
Extended-Stay Hotel, Proposed, Culver City	Holiday Inn, Foster City	Renaissance Hollywood Hotel, Hollywood
Four Points Barcelo Hotel, Culver City	La Quinta Inn & Suites, Proposed, Fowler	Wyndham Hotel, Hollywood
Hotel & Condo Hotel, Prop., Culver City	Comfort Inn Silicon Valley, Fremont	Extended Stay America, Huntington Beach
Pacifica Hotel & Conference Center, Culver City	Courtyard by Marriott, Fremont	SpringHill Suites, Huntington Beach
Ramada Inn, Culver City	Econo Lodge, Fremont	Hyatt Grand Champions Resort, Indian Wells
Washington/National Hotel, Prop., Culver City	Hilton Hotel, Fremont	Indian Wells Town Center Resort, Prop., Indian Wells
Aloft Hotel, Cupertino	La Quinta, Fremont	Miramonte Resort, Indian Wells
Boutique Hotel, Proposed, Cupertino	Marriott Hotel, Fremont	Remington Condo Hotel, Prop., Indian Wells
Courtyard by Marriott, Cupertino	Motel 6, Fremont	Arena/Conv. Center Amenity, Prop., Indio
Cypress Hotel, Cupertino	Quality Inn, Fremont	Resort Hotel, Proposed, Indio
Hilton Garden Inn, Cupertino	Westin ClubSport, Proposed, Fremont	RV Park, Proposed, Indio
Proposed Limited-Service Hotel, Cupertino	Chateau Inn, Fresno	Holiday Inn Express, Proposed, Inglewood
Two Proposed Hotel Sites, Cupertino	Courtyard by Marriott, Fresno	Courtyard by Marriott, Irvine
Courtyard by Marriott, Cypress	Economy Inn, Fresno	Element Hotel, Proposed, Irvine
Woodfin Suites Hotel, Cypress	Hacienda Resort & Conf. Center, Fresno	Hilton Orange County Airport, Irvine
Hampton Inn , Daly City	Hampton Inn & Suites, Fresno	La Quinta Inn, Irvine
Hotel, Proposed, Daly City	Holiday Inn, Fresno	Marriott Irvine, Irvine
Marriott Laguna Cliffs Resort, Dana Point	Hotel, Proposed, Fresno	Registry Hotel, Irvine
Monarch Beach Resort, Dana Point	Hyatt Hotel, Proposed, Fresno	Amador Inn, Jackson
Quality Inn, Dana Point	Courtyard by Marriott, Fresno	Joshua Tree Resort, Proposed, Joshua Tree
Ritz-Carlton Laguna Niguel, Dana Point	Piccadilly Inn, Fresno	Konocti Harbor Resort & Spa, Kelseyville
St. Regis Monarch Beach Resort & Spa, Dana Point	Travelers Inn, Fresno	Kenwood Inn & Spa, Kenwood
Vacation Ownership Property, Dana Point	Sierra Sport and Racquet Club, Fresno	Mortons Sonoma Springs Resort, Kenwood
Column Financial Appraisal Review Howard Johnson Hotel, Davis	Chase Suites Hotel, Fullerton	Sonoma Country Inn, Prop., Kenwood
Hotel, Proposed, Davis	Griswold's Hotel, Fullerton	Hotel, Proposed, Kern County
Hyatt Place Hotel, Proposed, Davis	Marriott Hotel, Fullerton	Cal Neva Resort, Kings Beach
Furnace Creek Inn & Ranch, Death Valley	Embassy Suites Anaheim South, Garden Grove	Lafayette Park Hotel, Lafayette
Stove Pipe Wells Village, Death Valley	Great Wolf Lodge, Garden Grove	Best Western Laguna Brisas Spa, Laguna Beach
Shilo Inn, Delano	Marriott Suites Anaheim, Garden Grove	Joie de Vivre Pacific Edge Hotel, Laguna Beach
Grand Del Mar, Prop. & Existing, Del Mar	Residence Inn Anaheim Resort Area, Garden Grove	Montage Resort & Spa, Laguna Beach
Hampton Inn, Del Mar	*River Rock Casino, Geyserville	Surf & Sand Hotel, Laguna Beach
Hilton Hotel, Del Mar	Gilroy Gardens Site, Gilroy	Vacation Village Repositioning, Laguna Beach
Marriott Hotel, Del Mar	Quality Inn & Suites, Gilroy	Select-Service Hotel, Proposed, Laguna Niguel
Marriott Resort & Spa, Desert Springs	Boutique Hotel, Proposed, Glendale	Embassy Suites La Jolla, La Jolla
Days Inn Diamond Bar, Diamond Bar	Hampton Inn & Suites, Glendale	Empress Hotel, La Jolla
Holiday Inn Select, Diamond Bar	Hilton Executive Meeting Center, Glendale	Hilton Torrey Pines, La Jolla
Embassy Suites Los Angeles Downey, Downey	Hilton Hotel, Glendale	Hotel La Jolla, La Jolla
Scott's Restaurant and Banquet/Conference Center, Prop., Dublin	Hotel, Proposed, Glendale	Hyatt Regency Hotel at Aventine, La Jolla

PROPERTIES - CONTINUED

** Denotes Gaming Property*

<p>La Jolla Village Inn, La Jolla Lodge at Torrey Pines, La Jolla Mandarin Oriental Hotel, Proposed, La Jolla Radisson Inn, La Jolla Residence Inn, La Jolla Scripps Inn, La Jolla Sheraton Hotel, La Jolla Lake Arrowhead Resort, Lake Arrowhead Saddleback Inn, Lake Arrowhead Holiday Inn San Diego La Mesa, La Mesa Holiday Inn Select, La Mirada Hilton Lodge, Lake Arrowhead Hotel, Proposed, Lake Country Embassy Suites Hotel, Lake Tahoe Lake Shore Inn, Proposed, Lake Tahoe Resort at Squaw Creek, Lake Tahoe Holiday Inn, La Mesa La Quinta Hotel & Resort, La Quinta Courtyard by Marriott, Larkspur La Quinta Inn & Suites, Las Palma Embassy Suites, La Quinta Best Western South Bay LAX, Lawndale *Thunder Valley Casino, Lincoln 50-Unit Motel, Proposed, Little Lake Heritage House Resort, Little River Courtyard by Marriott, Livermore Diva Hospitality, Livermore Downtown Livermore Conference Facility, Proposed, Livermore Hilton Garden Inn, Livermore Hotel, Proposed, Livermore Residence Inn by Marriott, Livermore Motel 6, Proposed, Livingston Hampton Inn and Suites, Lodi Lodi Motor Inn, Lodi Embassy Suites, Lompoc Hilton Garden Inn, Proposed, Lompoc Breakers Hotel, Long Beach Holiday Inn, Long Beach Holiday Inn Airport, Long Beach Hyatt Regency, Long Beach Marriott Hotel, Long Beach Hotel Queen Mary & Related Real Estate, Long Beach Residence Inn, Long Beach West Coast Hotel & Marina, Long Beach Westin Hotel, Long Beach Courtyard by Marriott, Prop., Los Altos Hotel, Proposed, Los Altos Residence Inn, Prop. and Existing, Los Altos Argyle Hotel, Los Angeles Beverly Hills Residence Inn, Los Angeles Biltmore Hotel, Los Angeles Boutique Hotel, Proposed, Los Angeles Carlyle Inn, Los Angeles Checkers Hotel, Los Angeles Concourse Hotel (formerly Radisson Hotel), Los Angeles Courtyard by Marriott, Los Angeles Crowne Plaza LAX, Los Angeles Days Inn Hollywood, Los Angeles DoubleTree Hotel at LAX, Los Angeles DoubleTree LA Downtown, Los Angeles Downtown Boutique Hotel, Prop., Los Angeles Dream Inn Hollywood, Los Angeles Econo Lodge, Proposed, Los Angeles Embassy Suites, Los Angeles</p>	<p>Four Points by Sheraton LAX, Los Angeles Four Seasons, Los Angeles Hampton Inn & Suites Koreatown, Prop., Los Angeles Hilton LAX, Los Angeles Hilton Universal City Expansion, Los Angeles Holiday Inn Brentwood/Bel Air, Los Angeles Holiday Inn-LAX, Los Angeles Hotel & Condo Project Koreatown, Prop., Los Angeles Hotel Angeleno, Los Angeles Hotel InterContinental, Los Angeles Hotel LAX, Proposed, Los Angeles Hotel Normandie, Los Angeles Hotel Palomar, Los Angeles Hotel, Prop., Westfield Century City, Los Angeles Hotel Sofitel Ma Maison, Los Angeles Hyatt House at USC Medical Center, Prop., Los Angeles Hyatt Place/Hyatt House LAX, Proposed, Los Angeles Hyatt Regency Hotel, Los Angeles James Hotel, Proposed, Los Angeles JJ Grand Hotel, Los Angeles JW Marriott, Proposed, Los Angeles Proposed Koreatown Hotel, Los Angeles Le Meridien Hotel Beverly Hills, Los Angeles Le Montrose, Los Angeles Lizard Hotel, Proposed, Los Angeles Loews Santa Monica Beach, Los Angeles Mandarin Oriental Hotel, Prop., Los Angeles Marriott Downtown, Los Angeles Marriott Hotel – LAX, Los Angeles Mondrian Hotel, Los Angeles New Seoul Hotel, Los Angeles Playa Vista Development, Los Angeles Proper Hotel, Proposed, Los Angeles Quality Hotel Airport, Los Angeles Radisson Hotel Westside, Los Angeles Renaissance Beverly Hills, Los Angeles Renaissance Hotel LAX, Los Angeles Renaissance Hotel, Proposed, Los Angeles Residence Inn & Courtyard Hotels, Prop., Los Angeles Residence Inn Beverly Hills, Prop. & Existing, Los Angeles Ritz-Carlton Hotel, Prop., Los Angeles Sheraton Gateway Los Angeles, Los Angeles SLS Hotel, Prop. and Existing, Los Angeles Sofitel Hotel, Los Angeles Summerfield Suites, Los Angeles Sunset Strip Development, Los Angeles UCLA Hotel, Proposed, Los Angeles USC Campus Hotel, Proposed, Los Angeles W Hotel, Los Angeles Westin Bonaventure, Los Angeles Westmoreland Place, Los Angeles Hotel & Restaurant, Proposed, Los Gatos Hotel Los Gatos, Prop. and Existing, Los Gatos Los Gatos Lodge, Los Gatos Toll House Hotel, Los Gatos Fess Parker's Wine Country Inn & Spa, Los Olivos Hotel ApCal Winery, Proposed, Madera Aman Resort Malibu Canyon, Prop., Malibu Malibu Beach Inn, Malibu</p>	<p>Rancho Malibu, Prop., & Land Valuation, Malibu 80/50 Private Residence Club, Mammoth Lakes Condominium Hotel, Prop., Mammoth Lakes Luxury Resort Hotel, Prop., Mammoth Lakes Barnabey's Hotel, Manhattan Beach Belamar Hotel, Manhattan Beach SpringHill Suites, Manhattan Beach TownePlace Suites, Manhattan Beach Great Wolf, Proposed, Manteca Hotel, Proposed, Manteca Marina Dunes Resort, Marina Sanctuary Beach Resort, Marina SpringHill Suites, Proposed, Marina Courtyard, Proposed, Marina del Rey Courtyard and Residence Inn, Proposed, Marina del Rey DoubleTree Hotel, Marina del Rey Holiday Inn, Marina del Rey Holiday Inn Express, Marina del Rey Inn at Marina del Rey, Marina del Rey Marina del Rey Hotel & Bungalows/Marinas, Marina del Rey Marina Suites Hotel, Marina del Rey Marina Beach Hotel, Marina del Rey Marriott Hotel, Marina del Rey Suite Hotel, Proposed, Marina del Rey Marysville Hotel, Proposed, Marysville Hill House, Mendocino Renaissance ClubSport, Prop., Menlo Park Rosewood Sand Hill Hotel, Menlo Park Stanford Park Hotel, Menlo Park Comfort Inn, Millbrae Millbrae Station Hotel Project, Millbrae Beverly Heritage Hotel, Milpitas Candlewood Hotel, Milpitas Courtyard by Marriott, Milpitas Days Inn, Milpitas Element by Westin, Proposed, Milpitas Extended-Stay Hotel Site, Milpitas Hilton Garden Inn, Milpitas Holiday Inn, Milpitas Larkspur Landing Hotel, Milpitas Renaissance Hotel, Proposed, Milpitas Residence Inn by Marriott, Milpitas Sheraton Beverly Heritage Hotel, Milpitas TownePlace Suites, Milpitas Holiday Inn, Miramar Courtyard by Marriott, Mira Mesa Courtyard by Marriott, Modesto DoubleTree Hotel, Modesto Motel Orleans, Modesto Red Lion Hotel, Modesto Four Points Barcelo Hotel, Monrovia Renaissance ClubSport, Prop., Monrovia Miramar Resort Hotel, Montecito DeAnza Ballroom, Monterey DoubleTree Fisherman's Wharf, Monterey Doubletree Inn, Monterey Holiday Inn Express Marina, Monterey Hotel Pacific, Monterey Hotel, Proposed, Monterey InterContinental Clement, Monterey Monterey Bay Inn, Monterey Monterey Marriott Hotel, Monterey Monterey Peninsula Hotel, Prop., Monterey</p>
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PROPERTIES - CONTINUED

* Denotes Gaming Property

<p>Monterey Plaza Hotel, Monterey Portola Hotel & Spa, Monterey Sheraton Hotel, Monterey Spindrift Inn, Monterey Victorian Inn, Monterey Lincoln Plaza Hotel, Monterey Park Inn at Morro Bay, Morro Bay Inn at Morgan Hill, Morgan Hill Inn At Morro Bay, Morro Bay Hilton Garden Inn, Prop., Mountain View Holiday Inn Express, Mountain View Hotel Vue, Mountain View Westin ClubSport, Prop., Mountain View Aetna Springs Resort, Proposed, Napa Best Western Premier Ivy, Napa California Boulevard Hotel, Prop., Napa Carneros Inn, Napa City of Napa Market Study, Napa Condo Hotel, Proposed, Napa Embassy Suites, Napa Hilton Garden Inn, Prop. & Existing, Napa Intrawest Resort, Proposed, Napa Hotel Indigo Napa Valley Napa Hotel, Proposed, Napa Hotel, Prop./Timeshare, Napa Gateway, Napa Kimpton Hotel, Proposed, Napa La Residence, Napa Lodge on Napa River, Napa Marriott Hotel, Napa Milliken Creek Inn and Spa, Napa Montalcino Resort, Proposed, Napa Motel 6, Napa Napa Hotel, Proposed, Napa Napa Pipe Hotel, Proposed, Napa Napa Valley Marriott, Napa Randeau Way Hotel, Proposed, Napa Residence Inn, Proposed, Napa River Terrace Inn, Napa Sheraton Inn Napa Valley, Napa VieVage Hotel, Prop. (Stanly Ranch Project), Napa Timeshare Development, Prop., Napa Westin Verasa Napa, Napa Auberge du Soleil, Napa Valley Best Western Inn, Napa Valley Clarion Inn, Napa Valley Inn at Napa Valley, Napa Valley Silverado, Napa Valley Windmill Inn, Proposed, Napa Valley Best Western Marina Gateway, National City Comfort Inn, National City Courtyard by Marriott, Newark Hilton Newark/Fremont, Newark Park Inn, Newark Residence Inn by Marriott, Newark TownePlace Suites by Marriott, Newark Woodfin Suites Hotel, Newark W Suites Hotel, Proposed, Newark Fairmont, Newport Beach Hyatt Newporter, Newport Beach Marriott Suites, Newport Beach Newport Coast Development, Prop., Newport Beach Newporter Resort Hotel, Newport Beach Sheraton Hotel, Newport Beach Sutton Place Hotel, Newport Beach Fairfield Inn & Suites, Norco</p>	<p>Holiday Inn Universal Studios, North Hollywood Best Western Novato Oaks Inn, Novato Courtyard by Marriott, Novato Hilton Garden Inn, Proposed, Novato Shilo Inn, Oakhurst Courtyard Oakland Airport, Oakland Courtyard Oakland Downtown, Oakland Dual-Branded Residence Inn & AC Hotel, Prop., Oakland Economy Inn, Oakland Executive Inn & Suites, Oakland Hilton Oakland Airport, Oakland Holiday Inn Express & Suites OAK, Oakland Holiday Inn Hotel & Suites, OAK, Oakland Homewood Suites, Oakland Hotel, Proposed, Oakland Hotel, Proposed, Oakland Airport, Oakland Marriott Oakland City Center – Land Valuation, Oakland Parc Oakland Hotel, Oakland Prop. Hotel Oakland Coliseum City, Oakland Unused Land Lease Parcel, Oakland Waterfront Plaza Hotel, Oakland Resort At Squaw Creek, Olympic Valley Clarion Hotel, Ontario Doubletree Hotel Ontario Airport, Ontario Hampton Inn & Suites, Ontario Holiday Inn, Ontario La Quinta Inn, Ontario Marriott Ontario Airport, Ontario Red Lion Hotel, Ontario Residence Inn, Ontario Sheraton Ontario Airport, Ontario Extended Stay America, Orange Hilton Suites Anaheim Orange, Orange Residence Inn, Orange Woodfin Suite Hotel, Orange Hilton Garden Inn Oxnard Camarillo, Oxnard Holiday Inn, Oxnard Best Western Lighthouse Hotel, Pacifica Hotel, Proposed, Pacifica Pacifica Quarry Site, Pacifica Hilton Garden Inn, Palmdale Super 8 Motel, Palmdale Embassy Suite, Palm Desert Hampton Inn & Suites, Palm Desert Hawthorne Suites, Palm Desert Ace Hotel, Proposed, Palm Springs *Agua Caliente Casino & Resort, Palm Springs Canyon Resort Hotel, Palm Springs Horizon Hotel, Palm Springs Desert Princess, Palm Springs Horizon Hotel, Palm Springs Hotel, Proposed, Palm Springs Hyatt Regency Suites Hotel, Palm Springs Infusion Beach and Hotel, Prop., Palm Springs Korakia Pensione, Palm Springs Marriott Rancho Las Palma, Palm Springs Palm Canyon, Palm Springs Palm Mountain Resort & Spa, Palm Springs Palm Springs Spa Hotel, Palm Springs Shilo Inn, Palm Springs Wyndham Hotel, Palm Springs Creekside Inn, Palo Alto Cardinal Hotel, Palo Alto Epiphany, Palo Alto</p>	<p>Graduate Hotel, Proposed, Palo Alto Holiday Inn, Palo Alto Hotel, Proposed, Palo Alto Sheraton Hotel, Palo Alto Stanford Park Hotel, Palo Alto Stanford Terrace Inn, Palo Alto Staybridge Suites, Proposed, Palo Alto Upscale Boutique Hotel, Prop., Palo Alto Ambassador College Hotel, Prop., Pasadena Courtyard by Marriott, Pasadena Holiday Inn Express, Pasadena Langham Huntington Hotel & Spa, Pasadena Hotel Ava, Prop., Paso Robles Best Western Villa Del Lago, Patterson Hacienda Hotel, Patterson *Hotel and Casino, Proposed, Patterson Hotel and Restaurant, Proposed, Patterson Cascade Ranch Lodge, Pescadero Courtyard by Marriott, Proposed, Petaluma Elks Lodge, Petaluma Quality Inn, Petaluma Beverly Hills Residence Inn, Pico Beachwalk Hotel, Pismo Beach Best Western Grande Arroyo, Pismo Beach Cottage Inn by the Sea, Pismo Beach Hilton, Proposed, Pismo Beach Hotel, Proposed, Pismo Beach Quality Inn, Pismo Beach Sandcastle Inn, Pismo Beach Seacrest Resort, Pismo Beach Sea Venture Hotel, Pismo Beach Spyglass Inn, Pismo Beach Fairfield Inn, Placentia Hotel, Proposed, Placentia AmeriSuites & Homestead Village, Pleasant Hill Black Angus Restaurant, Pleasant Hill Embassy Suites, Pleasant Hill Pleasant Hill Inn, Pleasant Hill Residence Inn, Pleasant Hill Savoy Restaurant, Pleasant Hill Summerfield Suites Hotel, Prop. and Existing, Pleasant Hill Woodfin Suite Hotel, Prop., Pleasant Hill Candlewood Hotel, Pleasanton Courtyard by Marriott, Pleasanton Hilton Hotel, Pleasanton Holiday Inn, Pleasanton Larkspur Landing Hotel, Pleasanton Pleasanton Hilton Hotel, Pleasanton Sierra Suites, Pleasanton Summerfield Suites, Pleasanton Wyndham Garden, Pleasanton Shilo Inn Pomona Hilltop Suites, Pomona Hampton Inn, Proposed, Porterville Country Inn, Port Hueneme Residence Inn, Poway SpringHill Suites, Poway Ragged Point Inn, Ragged Point Holiday Inn, Rancho Bernardo Courtyard by Marriott, Rancho Cordova Economy Inn, Rancho Cordova Hallmark Suites Hotel, Rancho Cordova Quality Suites, Rancho Cordova Homewood Suites, Rancho Cucamonga *Agua Caliente Casino & Resort, Prop., Rancho Mirage Ritz-Carlton, Rancho Mirage</p>
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PROPERTIES - CONTINUED

** Denotes Gaming Property*

Thunderbird Resort & Spa, Prop., Rancho Mirage	Hampton Inn & Suites Sacramento Airport Natomas, Sacramento	Comfort Suites Mira Mesa, San Diego
Murieta Inn, Proposed, Rancho Murieta	Hampton Inn, Proposed, Sacramento	Courtyard Mission Valley, San Diego
Five-Star Resort & Golf Course, Prop., Rancho Palos Verdes	Hawthorn Suites, Sacramento	Courtyard, Prop. & Existing, San Diego
Terranea Resort, Rancho Palos Verdes	Hilton Garden Inn, Sacramento	Crown Plaza & Staybridge Suites, Prop., San Diego
Inn at Rancho Santa Fe, Rancho Santa Fe	Hilton Hotel, Sacramento	Dana on Mission Bay, San Diego
110-Room Full-Service Hotel, Prop., Redding	Holiday Inn Express & Suites Sacramento Airport Natomas, Sacramento	Days Inn Hotel Circle, San Diego
Bridge Bay Marina, Proposed, Redding	Holiday Inn Sacramento Northeast, Sacramento	Del Mar Marriott, San Diego
Element Hotel, Proposed, Redding	Hotel, Proposed, Sacramento	Diegan Hotel, Proposed, San Diego
Fairfield Inn & Suites, Proposed, Redding	Hyatt Regency, Sacramento	DoubleTree Club Hotel, San Diego
Grand Manor Inn, Redding	La Quinta Hotel Downtown, Sacramento	DoubleTree Hotel at Horton Plaza, San Diego
La Quinta Inn, Redding	La Quinta Hotel North, Sacramento	Embassy Suites San Diego La Jolla, San Diego
Microtel Inn & Suites, Redding	Larkspur Landing Hotel, Sacramento	Estancia La Jolla Hotel and Spa, San Diego
Motel Orleans East, Redding	Limited-Service Hotel, Prop., Sacramento	Executive Lodge, San Diego
Park Terrace, Redding	Marriott Hotel & Conference Center, Proposed Sacramento	Four Points by Sheraton, San Diego
Red Lion, Redding	Motel Orleans, Sacramento	Golden Door Spa, San Diego
Shasta Inn, Redding	Peregrine Real Estate Trust, Sacramento	Grand Del Mar National Golf Course, San Diego
Sheraton Hotel at Sundial Bridge, Prop., Redding	Radisson Hotel, Sacramento	Grand Hyatt, San Diego
TownePlace Suites, Proposed, Redding	Red Lion Hotel, Sacramento	Hampton Inn San Diego Del Mar, San Diego
Turntable Bay Marina, Prop. & Existing, Redding	Red Lion-Sacramento Inn, Sacramento	Hampton Inn Downtown, San Diego
Good Nite Inn, Redlands	Residence Inn by Marriott Cal Expo, Sacramento	Hampton Inn SeaWorld Airport, San Diego
Portofino Hotel & Yacht Club, Redondo Beach	Residence Inn, Proposed, Sacramento	Hanalei Hotel, San Diego
Sheraton Redondo Beach, Redondo Beach	Residence Inn South Natomas, Sacramento	Harbour Lights, San Diego
Best Western, Redwood City	Riverboat Delta King, Sacramento	Hard Rock Hotel, Proposed, San Diego
Hotel, Proposed, Redwood City	Sacramento Hilton, Sacramento	Hilton Conv. Center Hotel, Prop., San Diego
Hotel, Prop. (Blair Towers), Redwood City	Sacramento Inn, Sacramento	Hilton Garden Inn Del Mar, San Diego
Sofitel San Francisco Bay, Redwood City	Sierra Inn, Sacramento	Hilton Garden Inn, Prop. & Existing, San Diego
Super 8, Redwood City	SpringHill Suites, Proposed, Sacramento	Hilton Garden Inn Shelter Island, Prop., San Diego
Carriage Inn, Ridgecrest	Sterling Hotel, Sacramento	Hilton Gaslamp Lasalle, San Diego
Holiday Inn Select, Riverside	Three Franchised Marriott Hotels, Prop., Sacramento	Hilton Harbor Island, San Diego
Marriott Hotel, Riverside	TownePlace Suites by Marriott, Sacramento	Hilton Hotel, Proposed, San Diego
Mission Inn, Riverside	Travelers Inn, Sacramento	Hilton San Diego Bayfront, San Diego
Rocklin Park Hotel, Rocklin	Vizcaya Catering Hall, Prop., Sacramento	Holiday Inn Express Hotel & Suites Otay Mesa, San Diego
DoubleTree Sonoma County, Rohnert Park	Woodlake Inn, Sacramento	Holiday Inn Express Mira Mesa, San Diego
Good Nite Inn, Rohnert Park	Lodge at San Clemente, Prop., San Clemente	Holiday Inn Express SeaWorld, San Diego
Ramada Limited Hotel, Rohnert Park	Harvest Inn, St. Helena	Homewood Suites & Hilton Garden Inn, Proposed, San Diego
Red Lion Hotel, Rohnert Park	Las Alcobas Resort, Proposed, St. Helena	Hotel, Proposed, San Diego
Hampton Inn & Suites, Roseville	Meadowood Resort, St. Helena	Hotel San Diego, San Diego
Hilton Garden Inn, Roseville	Wine Country Inn & Gardens, St. Helena	Hotel Santee, Proposed, San Diego
Hotel & Convention Center, Prop., Roseville	Wydown Hotel, St. Helena	Howard Johnson, San Diego
Larkspur Landing Hotel, Roseville	La Quinta Inn, San Bernardino	Hyatt Islandia, San Diego
Pali Mountain Retreat and Conference Center, Running Springs	San Sevain Redevelopment Project Area, San Bernardino	Hyatt Regency Mission Bay Spa & Marina, San Diego
Auberge Du Soleil, Rutherford	Courtyard by Marriott, San Bruno	InterContinental Hotel, San Diego
Rancho Caymus Inn, Rutherford	Fairfield Inn & Suites San Francisco, San Carlos	Island Palms Hotel, San Diego
60-Unit Hotel, Proposed, Sacramento	Boutique Hotel, Proposed, San Clemente	Ivy Hotel, San Diego
Allstar Inn, Sacramento	500 West Broadway, San Diego	Kings Inn, San Diego
ARCO Arena, Sacramento	Bahia Resort Hotel, San Diego	La Jolla Village Inn, San Diego
Boutique Hotel Conversion, Sacramento	Ballpark & Redevelopment Project, San Diego	Lane Field Full-Service Hotel, Prop., San Diego
Candlewood Hotel, Prop. and Existing, Sacramento	Best Western Bayside Inn, San Diego	Lane Field South Dual-Branded Hotel Project, San Diego
Citizen Hotel, Sacramento	Best Western Blue Sea Lodge, San Diego	La Quinta Inn, San Diego
Clarion Hotel, Sacramento	Best Western Hanalei, San Diego	Manchester Gateway Development, Prop., San Diego
Convention Hotel, Proposed, Sacramento	Best Western Island Palms Resort, San Diego	Manchester Grand Hyatt, San Diego
Courtyard by Marriott, Sacramento	Best Western Seven Seas, San Diego	Marriott Hotel and Marina, San Diego
Crowne Plaza, Sacramento	Bridgeworks Mixed-Use Development, San Diego	Marriott Mission Valley, San Diego
Docks Hotel, Proposed, Sacramento	Carmel Highland Doubletree, San Diego	Marriott Suites, San Diego
Dodge City Motel, Sacramento	Catamaran Resort Hotel, San Diego	Meridien Hotel, San Diego
DoubleTree Hotel, Sacramento	Clarion Bay View Hotel, San Diego	Mission Valley Inn, San Diego
Embassy Suites Riverfront Promenade, Sacramento	Comfort Inn & Suites SeaWorld, San Diego	Mission Valley Hilton, San Diego
Fairfield Inn & Suites, Sacramento	Comfort Inn-Gaslamp, San Diego	Omni Hotel, San Diego
Four-Star Hotel, Prop., Sacramento	Comfort Inn Old Town, San Diego	Pacific Terrace Inn, San Diego

PROPERTIES - CONTINUED

* Denotes Gaming Property

Paradise Point Resort, San Diego	Hilton Garden Inn, Prop., San Francisco	Miyako Hotel, San Francisco
Pickwick Hotel, San Diego	Hilton Hotel SFO, San Francisco	Moscone Garage Hotel, Prop., San Francisco
Prava Hotel, San Diego	Hilton San Francisco & Towers, San Francisco	Mystic Hotel, San Francisco
Quality Inn & Suites, San Diego	Hilton Union Square, San Francisco	Nob Hill Lamborne Hotel & Prop. Timeshare, San Francisco
Quality Suites & Holiday Inn Express Mira Mesa San Diego, San Diego	Holiday Inn-Civic Center, San Francisco	Olympic Hotel & Delicatessen, San Francisco
Radisson Hotel, San Diego	Holiday Inn Express & Suites Fisherman's Wharf, San Francisco	Orchard Hotel, San Francisco
Ramada Limited Suites, San Diego	Holiday Inn Express Union Square, Proposed, San Francisco	Palace Hotel, San Francisco
Rancho Bernardo Inn & Oaks Golf Course, San Diego	Holiday Inn Fisherman's Wharf, San Francisco	Palomar Hotel, San Francisco
Red Lion Hotel, San Diego	Holiday Inn-Golden Gateway, San Francisco	Pan Pacific Hotel, San Francisco
Residence Inn San Diego Carmel Valley/Del Mar, Proposed, San Diego	Holiday Inn, Proposed, San Francisco	Parc Fifty-Five, San Francisco
Residence Inn Downtown, San Diego	Holiday Inn-SFO, San Francisco	Park Hyatt, San Francisco
Residence Inn Mission Valley, San Diego	Holiday Inn Select Financial District, San Francisco	Piers 30/32, San Francisco
Renaissance Hotel, Prop., San Diego	Holiday Lodge, San Francisco	Portman Hotel, San Francisco
San Diego Yacht Club, San Diego	Hotel Abri, San Francisco	Prescott Hotel and Postrio Restaurant, San Francisco
Select-Service Hotel, Prop., San Diego	Hotel Adagio Union Square, San Francisco	Presidio Travelodge, San Francisco
Setai Hotel San Diego, Prop., San Diego	Hotel Bijoux, San Francisco	Pullman San Francisco Bay, San Francisco
Shelter Pointe Hotel & Marina, San Diego	Hotel Cosmo, San Francisco	Queen Anne Hotel, San Francisco
Sheraton Grand, San Diego	Hotel Diva, San Francisco	Radisson Hotel at Fisherman's Wharf, San Francisco
Sheraton Harbor Island East, San Diego	Hotel Frank, San Francisco	Ramada Inn Fisherman's Wharf, San Francisco
Sheraton Hotel & Marina, San Diego	Hotel G, San Francisco	Ramada Inn at Union Square, San Francisco
Sheraton Suites, San Diego	Hotel Griffon, San Francisco	Ramada Plaza Hotel, San Francisco
Sommerset Suites Hotel, San Diego	Hotel Kabuki, San Francisco	Red Roof Inn & Studio 6, Prop., San Francisco
Summer House Inn, San Diego	Hotel Majestic, San Francisco	Regis Hotel, San Francisco
Super 8 Motel-Point Loma, San Diego	Hotel Monaco, San Francisco	Renaissance ClubSport, Prop., San Francisco
Symphony Towers, San Diego	Hotel Nikko, San Francisco	Renaissance Parc 55, San Francisco
Town and Country Hotel, San Diego	Hotel Palomar, San Francisco	Renaissance Stanford Court Hotel & Parking Garage, San Francisco
U.S. Grant Hotel, San Diego	Hotel, Proposed, San Francisco	Renoir Hotel, San Francisco
Westin, San Diego	Proposed Hotel Component of Mixed-Use Project, San Francisco	Residence Inn, Proposed, San Francisco
W Hotel, San Diego	Hotel Rex, San Francisco	Richelieu Hotel, San Francisco
Woodfin Suites Hotel, San Diego	Hotel Triton, San Francisco	Ritz-Carlton, Proposed, San Francisco
Wyndham Emerald Plaza Hotel, San Diego	Hotel Union Square, San Francisco	Rosewood Hotel, San Francisco
Proposed Hotel, 144 King Street, San Francisco	Hotel Vintage Court, San Francisco	San Francisco Airport Hilton, San Francisco
ANA Hotel, San Francisco	Hotel Whitcomb, San Francisco	San Francisco Hotel, San Francisco
Aquarium of the Bay, San Francisco	Hotel Zelos, San Francisco	San Francisco Wharf Retail, San Francisco
Argent Hotel, San Francisco	Howard Johnson's Pickwick Hotel, San Francisco	Savoy Hotel, San Francisco
Argonaut Hotel, San Francisco	Huntington Hotel, San Francisco	Serrano Hotel, San Francisco
Bedford Hotel, San Francisco	Hyatt at Fisherman's Wharf, San Francisco	Shangri-La Hotel, Prop., San Francisco
Bellevue Hotel, San Francisco	Hyatt Regency Embarcadero, San Francisco	Shannon Court Hotel, San Francisco
Beresford Hotel, San Francisco	Inn at 2961 Pacific Avenue, Prop., San Francisco	Sheraton Fisherman's Wharf, San Francisco
Best Western Canterbury Inn, San Francisco	Inn at Fisherman's Wharf, Prop., San Francisco	Sir Francis Drake Hotel, San Francisco
Bix Restaurant, San Francisco	Inn at the Opera, San Francisco	SoMa Hotel, Proposed, San Francisco
Broadway Hotel Site, Prop., San Francisco	InterContinental Hotel, San Francisco	St. Regis Hotel, Prop. & Existing, San Francisco
Campton Place Hotel, San Francisco	Juliana Hotel, San Francisco	Steinhart Hotel, San Francisco
Candlestick Center Hotel, Prop., San Francisco	JW Marriott Hotel, San Francisco	Super 8 Motel at Fisherman's Wharf
Cartwright Hotel, San Francisco	King George Hotel, San Francisco	Taj Campton Place Hotel, San Francisco
Chancellor Hotel, San Francisco	King Street Hotel, Prop., San Francisco	Transcontinental Majestic Hotel, San Francisco
Clift Hotel, San Francisco	Lambourne Hotel, San Francisco	Triton Hotel, San Francisco
Comfort Inn by the Bay, San Francisco	Langham Hotel, Prop., San Francisco	Tuscan Inn, San Francisco
Courtyard by Marriott, San Francisco	Leased Land - 495 Geary Street, San Francisco	Villa Florence & Kuleto's, San Francisco
Donatello Hotel, San Francisco	Le Meridien Hotel, San Francisco	Waterfront Hotel, Proposed, San Francisco
DoubleTree Club Hotel, Prop., San Francisco	Loews Regency, San Francisco	Westin Hotel Market Street, San Francisco
El Drisco Hotel, San Francisco	Majestic, San Francisco	Westin St. Francis Hotel, San Francisco
Embarcadero Inn, San Francisco	Mandarin Hotel, San Francisco	Whitehall Inn, San Francisco
Excipio San Francisco, San Francisco	Marines Memorial Club & Hotel, San Francisco	Yotel, Proposed, San Francisco
Executive Vintage Court, San Francisco	Mark Twain Hotel, San Francisco	Hilton Los Angeles San Gabriel, San Gabriel
Fairmont Hotel, San Francisco	Marrriott Fisherman's Wharf, San Francisco	300-Room Hotel Site, San Jose
Fairmont Hotel, San Francisco	Marrriott Hotel, San Francisco	400-Room Hotel Site, San Jose
Four Seasons Hotel, San Francisco	Masa's Restaurant, San Francisco	Canopy by Hilton, Proposed, San Jose
Galleria Park Hotel, San Francisco	Maxwell Hotel, San Francisco	Clarion San Jose Airport, San Jose
Grand Hyatt, San Francisco	Mission & Steuart Hotel, Prop., San Francisco	Comfort Suites San Jose Airport, San Jose
Harbor Court Hotel, San Francisco	Mission Bay Hotel, Proposed, San Francisco	Crowne Plaza, San Jose
Hard Rock Hotel, Proposed, San Francisco		DoubleTree by Hilton, San Jose
Haslett Warehouse Hotel, Prop., San Francisco		Fairmont Hotel, San Jose
Hilton Financial District, San Francisco		
Hilton Fisherman's Wharf, San Francisco		

PROPERTIES - CONTINUED

** Denotes Gaming Property*

Fontaine Inn San Jose Fairgrounds, San Jose	Best Western Beachside Inn, Santa Barbara	Travelodge, Santa Monica
Hayes Mansion Conference Center, San Jose	Canary Hotel, Santa Barbara	Viceroy Hotel, Santa Monica
Holiday Inn, San Jose	El Encanto Hotel & Garden Villas, Santa Barbara	Holiday Inn, Santa Nella
Homewood Suites, San Jose	Fess Parker's DoubleTree Resort, Santa Barbara	Boutique Hotel, Proposed, Santa Rosa
Hotel, Proposed, San Jose	Fess Parker's El Marisol Resort, Prop., Santa Barbara	Courtyard by Marriott, Santa Rosa
Hotel Sierra, Proposed, San Jose	Fess Parker's Red Lion Resort, Santa Barbara	Flamingo Hotel, Santa Rosa
Hotel Valencia, San Jose	Four Seasons Biltmore Resort, Santa Barbara	Fountain Grove Inn, Santa Rosa
Hyatt San Jose, San Jose	Holiday Inn Express, Santa Barbara	Hilton Sonoma County, Santa Rosa
Hyatt St. Claire, San Jose	Hotel Oceana, Santa Barbara	Holiday Inn, Santa Rosa
Marriott Hotel, San Jose	Hyatt Centric, Santa Barbara	Hyatt Vineyard Creek, Santa Rosa
Moorpark Hotel, San Jose	Miramar Hotel, Santa Barbara	Sandman Hotel, Santa Rosa
Ramada Renaissance Hotel, San Jose	Montecito Inn, Santa Barbara	Santee Hotel Market Study, Santee
Radisson Plaza Hotel Airport, San Jose	Ramada Inn & IHOP Restaurant, Santa Barbara	Alta Mira Hotel, Sausalito
Red Lion, San Jose	Resort Hotel, Santa Barbara	Casa Madrona Hotel, Sausalito
Renaissance ClubSport, Prop., San Jose	Santa Barbara Inn, Santa Barbara	Horizons Restaurant, Sausalito
Residence Inn, San Jose	Santa Barbara Club Resort & Spa, Santa Barbara	Poggio Restaurant, Sausalito
Residence Inn & SpringHill Suites, Prop., San Jose	San Ysidro Ranch, Santa Barbara	Lexington Hotel, Proposed, Scotts Valley
San Jose Airport Garden Hotel, San Jose	Waterfront Vacant Land, Santa Barbara	Days Inn Seaside, Seaside
Sierra Suites, Proposed, San Jose	Avatar Hotel, Santa Clara	Embassy Suites, Seaside
Springhill Suites, San Jose	Budget Inn, Santa Clara	Four-Star Hotel/Fairmont Hotel, Prop., Seaside
Starwood Hotel Proposed, San Jose	Embassy Suites, Santa Clara	Holiday Inn Express, Seaside
TownePlace Suites by Marriott, San Jose	Hilton Silicon Valley, Santa Clara	Proposed Resort Hotel and Condo Rental Management Program, Seaside
Winchester Boulevard Hotel, Prop., San Jose	Holiday Inn Great America, Santa Clara	Seaside 8, Seaside
Wingate Hotel, Proposed, San Jose	Hotel Sierra, Santa Clara	Hotel Barlow, Proposed, Sebastopol
Residence Inn, San Juan Capistrano	Howard Johnson's Hotel, Santa Clara	Motel 6 Van Nuys North Hills, Sepulveda
Islander Lodge Motel, San Leandro	Hyatt Regency, Santa Clara	Hyatt House, Proposed, Scotts Valley
Marina Inn on San Francisco Bay, San Leandro	Marriott Hotel, Santa Clara	Radisson Valley Center Hotel, Sherman Oaks
Apple Farm Inn, San Luis Obispo	Quality Suites, Santa Clara	Ramada Inn, Solana Beach
Embassy Suites Hotel, San Luis Obispo	Sierra Suites, Santa Clara	Danish Country Inn, Solvang
Holiday Inn Express, San Luis Obispo	Summerfield Suites, Santa Clara	The Landsby, Solvang
Pacific Suites Hotel, San Luis Obispo	TownePlace Suites, Santa Clara	Best Western Sonoma Valley Inn, Sonoma
Quality Suites, San Luis Obispo	Westin Santa Clara, Santa Clara	Fairmont Sonoma Mission Inn, Sonoma
Sycamore Mineral Springs Resort, San Luis Obispo	Woodcrest Hotel, Santa Clara	Hilton Hotel Sonoma, Sonoma
Twin Oaks Golf Course, San Marcos	Fairfield Inn, Santa Clarita	MacArthur Place, Sonoma
Benjamin Franklin Hotel, San Mateo	Hampton Inn, Santa Clarita	Red Lion Inn, Sonoma
Dunfey Hotel, San Mateo	Residence Inn, Santa Clarita	Renaissance The Lodge at Sonoma, Sonoma
Extended-Stay Hotel, Prop., San Mateo	Coast Santa Cruz Hotel, Santa Cruz	Sonoma Valley Inn, Sonoma
Holiday Inn, San Mateo	Courtyard by Marriott, Proposed, Santa Cruz	Hardage Suites Hotel Site, Sorrento Mesa
Holiday Inn & Suites Expansion, San Mateo	Dream Inn, Santa Cruz	Woodfin Suites Hotel, Prop. & Existing, Sorrento Mesa
Holiday Inn Express, San Mateo	Hilton Scotts Valley, Santa Cruz	Best Western Station House Inn, South Lake Tahoe
Hotel, Proposed, San Mateo	La Bahia Hotel, Proposed, Santa Cruz	Embassy Suites Hotel, South Lake Tahoe
Marriott San Mateo (SFO), San Mateo	Inn at Pasatiempo, Santa Cruz	St. Christopher Motel, South Lake Tahoe
Residence Inn by Marriott, San Mateo	Dream Inn, Santa Cruz	Timberwolf Lodge, South Lake Tahoe
Villa Hotel, San Mateo	Motel 6, Santa Maria	Comfort Inn & Suites SFO, South San Francisco
Crowne Plaza Los Angeles Harbor, San Pedro	Santa Maria Airport Hilton, Santa Maria	Crown Sterling Suites, South San Francisco
DoubleTree Hotel, San Pedro	Ambrose Hotel, Santa Monica	Goodnite Inn, South San Francisco
Hilton Hotel, San Pedro	Best Western Ocean View, Santa Monica	Grosvenor Hotel, South San Francisco
Embassy Suites, San Rafael	Boutique Hotel, Proposed, Santa Monica	Hilton Garden Inn, South San Francisco
Extended Stay Hotel, San Rafael	Casa Del Mar, Santa Monica	Holiday Inn, South San Francisco
Four Points by Sheraton, San Rafael	Econo Lodge, Proposed, Santa Monica	La Quinta Inn, South San Francisco
Hotel, Proposed, San Ramon	Fairmont Miramar Hotel, Santa Monica	Larkspur Landing Hotel, South San Francisco
Marriott Hotel, San Ramon	Holiday Inn at the Pier, Santa Monica	Marriott Hotel, Prop., South San Francisco
Residence Inn, San Ramon	Hotel Shangri-La, Santa Monica	Ramada Inn, South San Francisco
Sierra Suites Hotel, Prop. and Existing, San Ramon	Huntley Hotel, Santa Monica	390-Room Hotel, Prop., South San Francisco
California Palms, Santa Ana	JW Marriott Santa Monica Le Merigot, Santa Monica	Travelodge Hotel SFO North, South San Francisco
Compri Hotel, Santa Ana	Loews Santa Monica Beach, Santa Monica	Hotel, Proposed, Squaw Valley
Embassy Suites, Santa Ana	Ocean Avenue Hotel, Santa Monica	La Quinta Inn, Stockton
Executive Lodge, Santa Ana	Ocean View Hotel, Santa Monica	Motel Orleans, Stockton
Hotel, Proposed, Santa Ana	Pacific Shore Hotel, Santa Monica	Radisson Hotel, Stockton
Orange County Ramada Hotel, Santa Ana	Park Hyatt Hotel, Santa Monica	Sheraton Hotel, Proposed, Stockton
Quality Suites, Santa Ana	Sheraton Miramar Hotel, Santa Monica	Stockton Hilton, Stockton
Westin Hotel, Proposed, Santa Ana	Shutters at the Beach, Santa Monica	Holiday Inn Express, Prop., Sun City
Woolley's Petite Suites, Santa Ana		AC Hotel, Proposed, Sunnyvale
Bacara Resort & Spa, Santa Barbara		

PROPERTIES - CONTINUED

** Denotes Gaming Property*

Courtyard by Marriott, Prop., Sunnyvale
 Domain Hotel, Sunnyvale
 Grand Hotel, Proposed, Sunnyvale
 Holiday Inn, Sunnyvale
 Hotel, Proposed, Sunnyvale
 Moffett Place Hotel, Proposed, Sunnyvale
 M Social Hotel, Proposed, Sunnyvale
 Neighborhood Suites Hotel, Sunnyvale
 Larkspur Landing Hotel, Sunnyvale
 Quality Inn & Suites, Sunnyvale
 Radisson Inn, Sunnyvale
 Residence Inn Silicon Valley II, Sunnyvale
 Select-Service Hotel, Proposed, Sunnyvale
 Sheraton, Sunnyvale
 Sunnyvale Hilton, Sunnyvale
 Super 8, Sunnyvale
 Good Nite Inn, Sylmar
 Hampton Inn & Suites, Proposed, Tehachapi
 Embassy Suites, Temecula
 Hotel Mount Palomar Winery., Prop. Temecula
 Ramada Inn, Temecula
 Temecula Inn, Temecula
 Lodge at Tiburon, Tiburon
 Conference Center, Proposed, Torrance
 Hilton Hotel, Torrance
 Holiday Inn, Torrance
 Residence Inn, Torrance
 Best Western Plus, Truckee
 Larkspur Hotel Truckee Tahoe, Truckee
 Northstar California Resort, Truckee
 Ritz-Carlton Highlands Lake Tahoe, Truckee
 Hilton Garden Inn, Proposed, Tulare
 Hampton Inn, Union City
 Hilton Hotel, Universal City
 Hilton Los Angeles Universal City. Universal City
 MCA Hotel, Proposed, Universal City
 Sheraton Universal, Universal City
 Hotel, Proposed, Upland
 Courtyard by Marriott, Vacaville
 Holiday Inn Express & Suites, Vacaville
 Embassy Suites, Valencia
 Extended-Stay Hotel, Proposed, Valencia
 Hilton Garden Inn Valencia Six Flags, Valencia
 Hyatt Regency, Valencia
 Holiday Inn, Vallejo
 Hotel ClubSport, Prop., Vallejo
 Motel 6 Vallejo - Maritime North, Vallejo
 Lodging Facility, Prop., Valley Springs
 Airtel Plaza Hotel, Van Nuys
 Holiday Inn, Van Nuys
 Hotel Van Nuys, Van Nuys
 Inn at Venice Beach, Venice Beach
 La Quinta Inn, Ventura
 Harbortown Marina Resort, Ventura
 Ocean Resorts/Harbortown Hotel, Ventura
 Sheraton Hotel, Ventura
 Hilton Garden Inn, Victorville
 Quality Inn & Suites Green Tree, Victorville
 Holiday Inn, Visalia
 Hotel, Proposed, Visalia
 Radisson Hotel, Visalia
 La Quinta Inn, Vista
 110-Room Boutique Hotel, Prop., Walnut Creek
 Boutique Hotel, Proposed, Walnut Creek
 Broadway Hotel, Proposed, Walnut Creek

Embassy Suites, Walnut Creek
 Holiday Inn, Walnut Creek
 Hotel, Proposed, Walnut Creek
 Marriott Hotel, Walnut Creek
 Parkside Hotel, Walnut Creek
 Renaissance ClubSport, Prop. & Existing, Walnut Creek
 Residence Inn, Proposed, Walnut Creek
 Argyle Hotel, West Hollywood
 Chamberlain Hotel, West Hollywood
 Hyatt West Hollywood, West Hollywood
 Le Bel Age, West Hollywood
 Le Dufy, West Hollywood
 Le Montrose, West Hollywood
 Mondrian Hotel, West Hollywood
 Ramada Hotel, West Hollywood
 Summerfield Suites, West Hollywood
 Sunset & Doheny Hotel and Residences, Proposed, West Hollywood
 Sunset Marquis, West Hollywood
 Sunset Tower Hotel, West Hollywood
 Wyndham Bel Age, West Hollywood
 Hotel, Proposed, Whittier
 Whittier Hilton, Whittier
 Golden Pheasant, Willows
 Microtel Inn & Suites, Willows
 Hotel, Proposed, Windsor
 Fairfield Inn, Proposed, Winters
 Extended-Stay Hotel, Prop., Woodland
 Woodland Hotel & Conference Center, Prop., Woodland
 Courtyard by Marriott, Woodland Hills
 Marriott Warner Center, Woodland Hills
 Skylonda Retreat, Woodside
 Marriott Tenaya Lodge, Prop., Yosemite
 Bardessono Inn, Yountville
 Hotel Yountville, Yountville
 Luxury Hotel, Proposed, Yountville
 Napa Valley Lodge, Yountville
 Vintage Estate, Yountville
 Bonanza & Convention Center, Yuba City
 Hampton Inn & Suites, Yuba City
 Motel Orleans, Yuba City
 SpringHill Suites, Proposed, Yuba City

Colorado

Hotel Jerome, Aspen
 St. Regis Hotel, Aspen
 Hampton Inn, Aurora
 Holiday Inn Southeast, Aurora
 Red Lion Denver Southeast, Aurora
 Park Hyatt Beaver Creek Resort, Avon
 Element Aspen, Basalt
 *Isle of Capri Casino Hotel, Black Hawk
 Downtown Boulder Hotel, Boulder
 Embassy Suites, Boulder
 Hilton Harvest House, Boulder
 Holiday Inn, Boulder
 Hotel Boulderado, Boulder
 Residence Inn, Boulder
 St. Julien Hotel and Spa, Boulder
 *Casino Hotel, Proposed, Central City
 *Imperial Casino, Cripple Creek
 Best Western Le Baron Hotel, Colorado Springs
 *Colorado Grande Casino, Colorado Springs
 Crowne Plaza, Colorado Springs

*Double Eagle Casino Hotel, Prop., Colorado Springs
 DoubleTree Hotel, Colorado Springs
 Embassy Suites, Colorado Springs
 Great Wolf Lodge, Proposed, Colorado Springs
 Hilton, Colorado Springs
 Hyatt House, Colorado Springs
 Marriott Hotel, Colorado Springs
 Renaissance Hotel, Colorado Springs
 Smith Fork Ranch, Crawford
 Brown Palace, Denver
 Embassy Suites, Denver
 Executive Tower Hotel, Denver
 Halcyon Hotel Cherry Creek, Denver
 Hotel Monaco, Denver
 Hotel Teatro, Denver
 Hyatt Regency Denver Tech Center, Denver
 JW Marriott, Denver
 Le Baron Hotel, Denver
 Pepsi Center, Denver
 Radisson, Denver
 Sheraton Hotel, Denver
 Best Western Rio Grande Inn, Durango
 SilverLeaf Suites / Hawthorn Suites by Wyndham, Eagle
 Denver Hilton, Englewood
 Inverness Hotel & Conference Ctr., Englewood
 Sheraton Denver Tech Center Hotel, Englewood
 Stanley Hotel & Aspire Residences, Estes Park
 Holiday Inn, Fort Collins
 Holiday Inn Express, Glenwood Springs
 Comfort Suites Denver Golden, Golden
 Hotel Palomar, Proposed, Greenwood
 Summerfield Suites, Prop., Greenwood Village
 Residence Inn, Highlands Ranch
 Courtyard by Marriott Denver Southwest Lakewood, Lakewood
 Extended Stay America, Lakewood
 Hampton Inn, Proposed, Lakewood
 Residence Inn by Marriott Denver Southwest Lakewood, Lakewood
 Homewood Suites Denver Littleton, Littleton
 Marriott Hotel, Pueblo
 Hampton Inn, Silverthorne
 Silvertree Hotel, Snowmass
 Wildwood Lodge, Snowmass
 Four Seasons Resort Vail, Vail
 The Sebastian, Vail
 Westin Hotel, Vail
 Hotel Madeline, Telluride
 DoubleTree Denver Westminster, Westminster

Connecticut

Holiday Inn Danbury Bethel, Danbury
 Holiday Inn, Darien
 Days Inn, Proposed, Enfield
 Hartford Hilton, Hartford
 Motel 6, Hartford
 Residence Inn by Marriott Hartford Manchester, Manchester
 Residence Inn, Meriden
 Hotel, Proposed, Milford
 Dolce Norwalk Conference Center, Norwalk
 DoubleTree by Hilton Hotel, Norwalk
 Executive Hotel, Stamford
 Harley Hotel, Stamford

PROPERTIES - CONTINUED

* Denotes Gaming Property

Hilton Hotel & Executive Mtg. Center, Stamford
 Holiday Inn-Crowne Plaza, Stamford
 DoubleTree Denver North, Westminster
 Inn at National Hall, Westport
 Fairfield Inn, Windsor Locks

Delaware

Hampton Inn, Milford
 Sheraton Suites, Wilmington

District of Columbia

ANA Hotel
 Club Quarters Hotel
 Courtyard Washington Embassy Row
 DoubleTree Guest Suites
 DoubleTree Hotel Conversion
 Embassy Suites Hotel
 Fairmont Hotel
 Four Seasons Hotel Washington
 Grand Hyatt
 Harambee House
 Hotel Monaco
 Hyatt Regency
 Hyatt Regency Washington on Capitol Hill
 JW Marriott Hotel
 Marriott Marquis
 Marriott Metro Center
 Monarch Hotel
 Park Hyatt Washington
 Renaissance Mayflower
 Residence Inn
 Ritz-Carlton Washington
 Ritz-Carlton-Georgetown
 River Inn
 Sheraton Washington Hotel
 Sofitel Lafayette Square
 St. James
 St. Regis Hotel
 Trump International Hotel
 Washington Court Hotel
 Washington Terrace Hotel
 Westin Embassy Row
 Westin City Center

Florida

Holiday Inn, Altamonte Springs
 SpringHill Suites Orlando Altamonte Springs
 Maitland, Altamonte Springs
 Boca Raton Marriott at Boca Center, Boca Raton
 Embassy Suites, Boca Raton
 Marriott Hotel at Crocker Center, Boca Raton
 Petite Suites, Boca Raton
 Renaissance, Boca Raton
 Homestead Studio Suites, Branchburg
 Clarion Inn & Suites, Clearwater
 Country Inn & Suites, Cape Canaveral
 Best Western Sea Wake Resort, Clearwater
 Dreamview Hotel, Clearwater
 Homestead Studio Suites, Clearwater
 Holiday Inn, Clearwater
 Holiday Inn Gulfview, Clearwater
 Sheraton Sand Key Resort, Clearwater
 Holiday Inn Surfside, Clearwater Beach
 Hyatt Hotel, Coral Gables
 Plantation at Crystal River, Crystal River
 Hotel, Proposed, Dania Beach

Homestead Studio Suites, Davie
 Extended Stay Deluxe International Speedway,
 Daytona Beach
 Marriott Doral Golf Resort and Spa, Doral
 DoubleTree by Hilton Bahia Mar Ft.
 Lauderdale Beach, Ft. Lauderdale
 DoubleTree Oceanfront, Ft. Lauderdale
 Galleria DoubleTree Guest Suites, Ft.
 Lauderdale
 Hilton Fort Lauderdale Airport, Ft. Lauderdale
 Holiday Inn, Ft. Lauderdale
 Marriott Fort Lauderdale North, Ft. Lauderdale
 Sheraton Suites Cypress Creek, Ft. Lauderdale
 Westin Hotel, Fort Lauderdale
 Best Western Ft. Meyers Island Gateway, Ft.
 Meyers
 Pink Shell Beach Resort, Ft. Meyers Beach
 Fairfield Inn, Gainesville
 SpringHill Suites by Marriott, Gainesville
 Margaritaville Beach Resort, Hollywood
 DoubleTree Guest Suites Melbourne Beach –
 Oceanfront, Indialantic
 Cheeca Lodge & Spa, Islamorada
 Days Inn Jacksonville South, Jacksonville
 Hyatt Regency Jacksonville Riverfront,
 Jacksonville
 Residence Inn Butler Boulevard, Jacksonville
 Sea Turtle Inn, Jacksonville
 Suburban Extended Stay Bay Meadows,
 Jacksonville
 La Quinta Inn, Jupiter
 Marriott Beachside Condo Hotel, Key West
 Wyndham Casa Marina Resort, Key West
 Econo Lodge Hawaiian Resort, Kissimmee
 Holiday Inn – Maingate, Kissimmee
 Quality Suites The Royale Parc Suites,
 Kissimmee
 Ramada Resort – Maingate, Kissimmee
 Best Western, Lake Buena Vista
 Hilton Disney World Resort, Lake Buena Vista
 Grosvenor Hotel, Lake Buena Vista
 Woodfin Suite Hotel, Prop., Lake Buena Vista
 Hampton Inn, Lakeland
 Hilton Garden Inn, Lakeland
 Candlewood Suites, Lake Mary
 Holiday Inn-Madeira, Madeira Beach
 Radisson Hotel, Marco Island
 Hilton Melbourne Beach Oceanfront,
 Melbourne
 Hilton Melbourne at Rialto Place, Melbourne
 Quality Suites, Melbourne
 Melbourne Suites Beach Resort, Melbourne
 b2Hotel, Proposed, Miami
 Casa Casuarina, Miami
 Doral Saturnia International Spa Hotel, Miami
 Fairfield Inn International, Miami
 Fairfield Inn South, Miami
 *Flagler Dog Track & Magic City Casino, Miami
 Garden Hotel South Beach, Miami
 Hilton Miami Airport, Miami
 Hilton Miami Downtown, Miami
 Holiday Inn-Calder, Miami
 Hotel Palomar, Proposed, Miami
 InterContinental Hotel, Miami
 Marquis Tower, Miami
 Marriott Marquis World Center, Miami
 Ritz-Carlton South Beach, Miami

Sofitel Miami Airport, Miami
 Turnberry Isle, Miami
 Deauville Beach Resort, Miami Beach
 Eden Roc, Miami Beach
 Hilton Cabana Miami Beach, Prop., Miami
 Beach
 Miami Beach Resort & Spa, Miami Beach
 Ritz-Carlton South Beach, Miami Beach
 Buena Vista Resort Hotel, Prop., Orlando
 Courtyard Marriott Village, Orlando
 Fairfield Inn, Orlando
 Hampton Inn, Orlando
 Hawthorn Suites Orlando Airport, Orlando
 Hilton Orlando Altamonte Springs, Orlando
 Holiday Inn Express Suites Orlando
 International Airport, Orlando
 Hyatt Regency Grand Cypress, Orlando
 Fairfield Inn Marriott Village, Orlando
 Peabody Hotel, Orlando
 Sheraton Jetport Inn, Orlando
 Sheraton Lakeside, Orlando
 SpringHill Suites Marriott Village, Orlando
 Staybridge Suites Orlando South, Orlando
 Value Place Clarcona, Orlando
 Days Inn / Scottish Inn, Ormond Beach
 Holiday Inn, Palm Beach Gardens
 DoubleTree Hotel, Palm Beach Gardens
 Marriott, Palm Beach Gardens
 PGA National Resort, Palm Beach Gardens
 Country Inn & Suites Pensacola West,
 Pensacola
 Suburban Extended Stay Hotel, Pensacola
 Plantation Sheraton Suites, Plantation
 Marriott Ocean Point Beach Resort, Prop. &
 Existing, Pompano Beach
 Hilton Garden Inn Tampa Southeast, Riverview
 Amrit Resort and Residences, Riviera Beach
 Castillo Real, St. Augustine
 Renaissance Resort World Golf Village, St.
 Augustine
 Renaissance Vinoy, St. Petersburg
 Holiday Inn-Lido Beach, Sarasota
 SpringHill Suites by Marriott, Sarasota
 DoubleTree Tallahassee, Tallahassee
 Homestead Studio Suites, Tamarac
 Chase Suite Hotel, Tampa
 Crowne Plaza Hotel Tampa East, Tampa
 Embassy Suites, Tampa
 Hampton Inn Tampa Veterans Expressway,
 Tampa
 Hilton Tampa Airport Westshore, Tampa
 Holiday Inn-Airport, Tampa
 *Holiday Inn Express Tampa Fairgrounds
 Casino, Tampa
 Homestead Studio Suites, Tampa
 Prop. Hotel Next to Times Forum Arena,
 Tampa
 Mainsail Suites Hotel & Conf. Center, Tampa
 Ramada Inn, Tampa
 Renaissance Tampa International Plaza,
 Tampa
 Tahitian Inn, Tampa
 Westin Tampa Harbour Island, Tampa
 Wyndham Westshore Hotel, Tampa
 Holiday Inn & Suites, Tarpon Springs
 Hampton Inn & Suites Venice Bayside South
 Sarasota, Venice

Hyatt Regency Bonaventure Resort & Spa, Weston

Georgia
 Holiday Inn Express Albany, Albany
 Homewood Suites, Alpharetta
 Sierra Suites Hotel, Proposed, Alpharetta
 Courtyard by Marriott Windy Hill, Atlanta
 Crowne Plaza Atlanta-Ravinia, Atlanta
 Curio by Hilton, Proposed, Atlanta
 Fairfield Inn, Atlanta
 Hilton Atlanta, Atlanta
 Holiday Inn Atlanta Perimeter Dunwoody, Atlanta
 Holiday Inn Express Hotel & Suites Atlanta Buckhead, Atlanta
 Red Roof Inn Atlanta Druid Hills, Atlanta
 Fairfield Inn, Atlanta
 Hilton Atlanta, Atlanta
 Hilton Garden Inn Winward, Atlanta
 Hilton Suites Atlanta Perimeter, Atlanta
 Holiday Inn Atlanta Downtown, Atlanta
 Hyatt-Airport, Proposed, Atlanta
 Marriott Atlanta Buckhead Hotel & Conference Center, Atlanta
 Marriott Atlanta Downtown, Atlanta
 Motel 6, Atlanta
 Neighborhood Inn, Atlanta
 Residence Inn Atlanta Buckhead at Lenox Park, Atlanta
 Residence Inn Atlanta Midtown, Atlanta
 Residence Inn Perimeter West Atlanta, Atlanta
 Sheraton Suites Galleria, Atlanta
 Stouffer's Hotel-Proposed, Atlanta
 Westin Peachtree Plaza, Atlanta
 W Hotel Buckhead, Atlanta
 Homewood Suites, Augusta
 Fairfield Inn, College Park
 Hilton Garden Inn, College Park
 Holiday Inn-Crowne Plaza, College Park
 Marriott Atlanta Airport Gateway, College Park
 SpringHill Suites by Marriott Atlanta Airport Gateway, College Park
 Fairfield Inn-Gwinnett, Duluth
 Wellesley Inn & Suites, Duluth
 Howard Johnson's, Forsyth
 Sun Suites of Gainesville, Gainesville
 Country Inn & Suites, Hiram
 Fairfield Inn, Kennesaw
 SpringHill Suites, Kennesaw
 Development, Proposed, Lake Lanier
 Hampton Inn, Lawrenceville
 Candlewood Suites, Lithia Springs
 Hilton Garden Inn, Lithonia
 Courtyard by Marriott I-75 North, Marietta
 Fairfield Inn, Marietta
 Hyatt Hotel, Marietta
 Hyatt Regency Suites, Marietta
 Fairfield Inn, Morrow
 Courtyard by Marriott Peachtree Corners, Norcross
 Fairfield Inn, Norcross
 Homestead Studio Suites, Norcross
 Motel 6, Norcross
 Hampton Inn & Suites, Rome
 Brookwood Inn, Roswell
 Fairfield Inn, Savannah

TownePlace Suites by Marriott, Savannah
 Westin Savannah Harbor, Savannah
 Hampton Inn Southlake, Southlake
 Melhana - The Grand Plantation, Thomasville
 Courtyard, Tifton
 Country Inn & Suites, Valdosta

Hawaii
 Sheraton Princess, Kailua, Hawaii
 Fairmont Orchid Hotel, Kohala Coast, Hawaii
 Hotel, Condo Hotel, Fractional & Timeshare Development, Prop., Hawaii
 Courtyard by Marriott King Kamehameha's Kona Beach Hotel, Kailua-Kona, Hawaii
 Holiday Inn Express & Suites Kailua-Kona, Hawaii
 Sheraton Keauhou Bay Resort, Kailua-Kona, Hawaii
 Mandarin Oriental Hotel, Prop., Ko Olina, Hawaii
 Ritz-Carlton Mauna-Lani, South Kohala, Hawaii
 Development, Hokukano Ranch, Prop., Mauna Loa, Hawaii
 Hilton Waikoloa Village, Waikoloa, Hawaii
 Marriott Waikoloa Beach Resort, Waikoloa, Hawaii
 Aloha Beach Resort Kauai, Kapaa, Kauai
 ResortQuest Kauai Beach at Makaiwa, Kapaa, Kauai
 Hyatt Timeshare Resort, Prop., Kapaa, Kauai
 Marriott Kauai Resort, Lihue, Kauai
 Coco Palms Resort, Wailua, Kauai
 Courtyard Kauai @ Waipouli Beach, Kapaa, Kauai
 Kauai Coconut Beach Hotel, Kapaa, Kauai
 ResortQuest Kauai Beach at Makaiwa, Kapaa, Kauai
 Timeshare Resort, Prop., Kapaa, Kauai
 Kiahuna Plantation, Poipu Beach, Kauai
 Makai Golf Course, Princeville, Kauai
 St. Regis Princeville Resort Hotel, Princeville, Kauai
 Westin Kauai at Kauai Lagoons Resort, Kauai
 Challenge at Manele Golf Course, Lanai City, Lanai
 Experience at Koele Golf Course, Lanai City, Lanai
 Four Seasons Resort Lanai at Manele Bay, Lanai City, Lanai
 Four Seasons Resort Lanai, The Lodge at Koele, Lanai City, Lanai
 Royal Palm Resort, Haikui, Maui
 Hilo Hawaiian Hotel, Hilo, Maui
 Condo-Hotel, Prop., Kaanapali, Maui
 Courtyard by Marriott Maui Airport, Kahului, Maui
 Kapalua Bay Hotel, Kapalua, Maui
 Ritz-Carlton Kapalua, Kapalua, Maui
 Maui Coast Hotel, Kihei, Maui
 Maui Oceanfront Inn, Kihei, Maui
 Embassy Suites, Lahaina, Maui
 Sheraton Maui Resort & Spa, Lahaina, Maui
 Lumeria Maui Resort, Makawao, Maui
 Coco Palms Resort, Wailea, Maui
 Fairmont Kea Lani Resort, Wailea, Maui
 Four Seasons Maui at Wailea, Wailea, Maui
 Grand Wailea Resort and Spa, Wailea, Maui

Marriott Wailea Beach Resort & Spa, Wailea, Maui
 Kea Lani Resort, Wailea, Maui
 W Resort, Prop., Wailea, Maui
 Proposed Hoakali Hotel Ewa Beach, Ewa Beach, Oahu
 Courtyard by Marriott Waikiki Beach, Honolulu, Oahu
 DoubleTree Alana Waikiki Hotel, Honolulu, Oahu
 Elks/Outrigger Canoe Club Ground Lease Rent Renegotiation, Honolulu, Oahu
 Equus Hotel, Honolulu, Oahu
 Hawaii Gateway Hotel, Honolulu, Oahu
 Hilton Hawaiian Village Waikiki Beach Resort, Honolulu, Oahu
 Holiday Inn Waikiki Beachcomber, Honolulu, Oahu
 Hotel, Proposed, Honolulu, Oahu
 Proposed Hotel at King Kalakaua Plaza, Honolulu, Oahu
 Hyatt Centric, Waikiki, Honolulu, Oahu
 Hyatt Regency Waikiki, Honolulu, Oahu
 Ilikai Hotel, Honolulu, Oahu
 Kahala Mandarin Oriental Hotel, Honolulu, Oahu
 Marriott Waikiki Beach Resort, Honolulu, Oahu
 Miramar Hotel, Honolulu, Oahu
 Moana Surfrider Westin Resort & Spa, Honolulu, Oahu
 Modern Honolulu, Honolulu, Oahu
 Ocean Resort Hotel, Honolulu, Oahu
 Ohana Waikiki West, Honolulu, Oahu
 Outrigger East Hotel, Honolulu, Oahu
 Outrigger Reef Hotel, Honolulu, Oahu
 Outrigger Waikiki Hotel, Honolulu, Oahu
 Outrigger West Hotel, Honolulu, Oahu
 Pacific Beach Hotel, Honolulu, Oahu
 Park Shore Hotel, Honolulu, Oahu
 Royal Hawaiian Hotel, Honolulu, Oahu
 Sand Villa Hotel, Honolulu, Oahu
 Sheraton Princess Kaiulani, Honolulu, Oahu
 Sheraton Waikiki, Honolulu, Oahu
 Waikiki Beachcomber Hotel, Honolulu, Oahu
 Waikiki Gateway Hotel, Honolulu, Oahu
 Waikiki Sand Villa Hotel, Honolulu, Oahu
 Turtle Bay Resort, Kahuku, Oahu
 Four Seasons Oahu at Ko Olina Resort and Spa, (formerly JW Marriott Ihilani Hotel), Kapolei, Oahu
 Ritz-Carlton Hotel, Prop., Kapolei, Oahu

Idaho
 DoubleTree Boise Riverside, Boise
 Hilton Garden Inn, Proposed, Boise
 Holiday Inn, Boise
 Red Lion ParkCenter Suites, Boise
 Residence Inn Downtown Citi Center, Boise
 Residence Inn, Proposed, Boise
 Shilo Inn-Boise Riverside, Boise
 Extended Stay America, Burr Ridge
 Resort Development, Coeur d'Alene
 Shilo Inn, Coeur d'Alene
 Fairfield Inn & Suites, Prop., Idaho Falls
 Shilo Inn Suites Hotel, Idaho Falls
 Bellemont Hotel, Ketchum
 Clarion Inn of Sun Valley, Ketchum

PROPERTIES - CONTINUED

** Denotes Gaming Property*

Warm Springs Ranch Resort, Ketchum
 Shilo Inn, Nampa
 Shilo Inn Suites, Nampa
 Cavanaugh's Pocatello Hotel, Pocatello
 Cotton Tree Inn, Pocatello
 Red Lion Pocatello, Pocatello
 Best Western Cavanaugh, Post Falls
 Red Lion Templin's Hotel, Post Falls
 Hotel Ketchum, Proposed, Sun Valley
 Hotel, Proposed, Sun Valley
 Lodging Facility, Proposed, Sun Valley
 Comfort Inn & Suites, Twin Falls
 Fairfield Inn by Marriott, Prop., Twin Falls

Illinois

*Hollywood Casino, Aurora
 Hotel, Proposed, Aurora
 Indian Lakes Resort, Bloomington
 Jumer's Chateau, Bloomington
 Super 8 Motel, Bloomington
 Holiday Inn & Suites, Bolingbrook
 Super 8 Motel, Champaign
 Amalfi Hotel, Chicago
 Burnham Hotel, Chicago
 Canopy Hotel, Proposed, Chicago
 City Suites Hotel, Chicago
 DoubleTree by Hilton Magnificent Mile, Chicago
 Fairmont Hotel, Chicago
 Hard Rock Hotel, Chicago
 Hilton Chicago and Towers, Chicago
 Hilton Suites Magnificent Mile, Chicago
 Holiday Inn & Suites Downtown, Chicago
 Hotel Allegro, Chicago
 Hotel Monaco, Chicago
 Hotel Palomar, Chicago
 House of Blues, Chicago
 Hyatt at University Village, Chicago
 Hyatt Regency McCormick Place Extension, Chicago
 InterContinental Hotel, Chicago
 James Hotel, Chicago
 JW Marriott, Chicago
 Luxury Boutique Hotel, Proposed, Chicago
 Majestic Hotel, Chicago
 Mayfair Regent, Chicago
 Omni Chicago Suites, Chicago
 Palmer House Hilton, Chicago
 Peninsula Hotel, Chicago
 Radisson Hotel, Proposed, Chicago
 Renaissance Blackstone Hotel, Chicago
 Residence Inn, Proposed, Chicago
 Sofitel Chicago Water Tower Hotel, Chicago
 Talbott Hotel, Chicago
 Westin Hotel River North, Chicago
 Westin Michigan Avenue, Chicago
 Willows Hotel, Chicago
 Wit, a DoubleTree Hotel, Chicago
 Woodfin Suite Hotel, Proposed, Chicago
 Super 8 Motel, Crystal Lake
 Marriott Suites, Deerfield
 Super 8 Motel, Decatur
 Doubletree Club, Des Plaines
 Hotel, Proposed, Des Plaines
 Sheraton Suites O'Hare, Des Plaines
 Radisson Suites, Downers Grove
 Hampton Inn, Elk Grove

Holiday Inn, Effingham
 Country Inn & Suites, Elgin
 Holiday Inn, Elmhurst
 Orrington Hotel, Evanston
 Drury Inn, Fairview Heights
 Eagle Ridge Inn & Resort, Galena
 Jumer's Continental Inn, Galesburg
 DoubleTree Glenview, Glenview
 Red Roof Inn Chicago Hoffman Estates, Hoffman Estates
 Westin Hotel & ClubSport, Prop., Hoffman Estates
 Nordic Hills Resort & Conference Center, Itasca
 Wyndham Northwest Chicago, Itasca
 *Empress Hotel & Casino, Joliet
 Holiday Inn, Joliet
 Marriott Lincolnshire Resort, Lincolnshire
 Wyndham Hotel Isle, Lisle
 Full-Service Hotel, Proposed, Moline
 Fairfield Inn, Normal
 Sheraton Chicago Northbrook, Northbrook
 Oak Brook Hills Resort, Oak Brook
 *Casino Hotel, Proposed, Paxton
 Econo Lodge Inn & Suites, Peoria
 Fairfield Inn, Peoria
 Jumer's Castle, Peoria
 Mark Twain Hotel & Packard Plaza Catering Hall, Peoria
 Super 8 Motel, Peru
 Fairfield Inn, Rockford
 Best Western O'Hare, Rosemont
 InterContinental Chicago O'Hare, Rosemont
 Pheasant Run Resort & Conv. Center, St. Charles
 Marriott Hotel, Schaumburg
 Woodfin Suite Hotel, Prop., Schaumburg
 Wyndham Garden Hotel, Schaumburg
 DoubleTree Hotel North Shore, Skokie
 Luxury Full-Service Boutique Hotel at Village of Sugar Grove, Proposed, Sugar Grove
 Hampton Inn, Urbana
 Jumer's Castle, Urbana
 Hotel, Proposed, Vernon Hills
 Super 8 Motel, Waukegan
 Holiday Inn, Willowbrook
 Wyndham Garden Hotel, Wood Dale

Indiana

Courtyard Hotel, Bloomington
 Fairfield Inn, Bloomington
 Super 8 Motel, Columbus
 Marriott Airport Hotel, Evansville
 Fairfield Inn, Fort Wayne
 Hampton Inn Fort Wayne Dupont Road, Fort Wayne
 Marriott Hotel, Fort Wayne
 TownePlace Suites by Marriott Fort Wayne North, Fort Wayne
 French Lick Springs Resort, French Lick
 *Majestic Star Casino I and II, Gary
 Sheraton Hotel, Gary
 Quality Inn & Suites, Greensburg
 *Empress Casino, Hammond
 *Caesars Riverboat Casino Complex, Proposed, Harrison County
 Canopy by Hilton, Proposed, Indianapolis
 Conrad Hotel & Condos, Prop., Indianapolis

Convention Center Headquarters Hotel, Proposed, Indianapolis
 Embassy Suites Downtown, Indianapolis
 Fairfield Inn & Suites, Indianapolis
 Four Points Sheraton, Indianapolis
 Full-Service Boutique Hotel, Prop., Indianapolis
 Hotel, Proposed, Indianapolis
 Hotel at the Indianapolis Speedway, Proposed, Indianapolis
 Motel 6, Indianapolis
 Residence Inn by Marriott Indianapolis Airport, Indianapolis
 University Place Hotel, Indianapolis
 Westin Hotel, Indianapolis
 Woodfin Suite Hotel, Prop., Indianapolis
 Wyndham Garden Hotel, Indianapolis
 Hilton Inn, Jeffersonville
 Holiday Inn Lafayette City Centre, Lafayette
 Cambria Suites, Plainfield
 DoubleTree by Hilton, South Bend
 Marriott Hotel, South Bend
 *Belterra Casino Hotel, Vevrey
 Holiday Inn, Willowbrook

Iowa

*Prop. Hotel at Prairie Meadows Racetrack and Casino, Altoona
 Gateway Hotel & Conference Center, Ames
 Hilton Garden Inn Ames, Ames
 Jumer's Castle Lodge, Bettendorf
 Holiday Inn, Cedar Falls
 Collins Plaza, Cedar Rapids
 Fairfield Inn, Cedar Rapids
 Fairfield Inn, Clive
 Coralville Marriott Hotel, Coralville
 *Ameristar Casino, Council Bluffs
 *Bluffs Run Casino and Dog Track, Council Bluffs
 *Harvey's Casino Hotel, Council Bluffs
 Extended-Stay Hotel, Proposed, Davenport
 Fairfield Inn, Des Moines
 Sheraton West Des Moines, Des Moines
 TownePlace Suites by Marriott, Johnston

Kansas

Hampton Inn & Suites, Dodge City
 Holiday Inn Express & Suites, Hays
 Emerald City Resort Hotel, Kansas City
 *Hollywood Casino at Kansas Speedway, Proposed & Existing, Kansas City
 Holiday Inn Express, Lawrence
 Fairfield Inn, Merriam
 Extended Stay America, Overland Park
 Fairfield Inn, Overland Park
 Marriott Overland Park, Overland Park
 Wyndham Garden Hotel, Overland Park

Kentucky

Courtyard Cincinnati, Covington
 Marriott Hotel, Covington
 Sheraton Suites Lexington, Lexington
 Homestead Studio Suites Alliant Drive, Louisville
 Marriott Louisville East, Louisville
 Ramada Inn East, Louisville
 Sun Suites of Louisville, Louisville

PROPERTIES - CONTINUED

** Denotes Gaming Property*

Courtyard Cleveland Airport North, North Olmstead

Louisiana

Howard Johnson's, Alexandria
 Value Place, Alexandria
 *Casino Rouge, Baton Rouge
 Chase Suite Hotel, Baton Rouge
 Embassy Suites, Baton Rouge
 Hilton Hotel, Baton Rouge
 Hotel Development, Prop., Baton Rouge
 *Horseshoe Casino, Bossier City
 *Isle of Capri Casino, Bossier City
 *Riverboat Casino, Bossier City
 Boutique Hotel, Proposed, Covington
 Travelodge New Orleans Westbank, Harvey
 Sheraton at New Orleans Airport, Kenner
 Hilton, Lafayette
 Courtyard by Marriott, Metairie
 Residence Inn, Metairie
 Ambassador Hotel, New Orleans
 Astor Crowne Plaza Hotel, New Orleans
 Bourbon Orleans Hotel, New Orleans
 Chateau Sonesta, New Orleans
 Courtyard New Orleans Downtown Convention Center, New Orleans
 DoubleTree Hotel, New Orleans
 Element & Aloft Hotels, Prop., New Orleans
 Fairmont Hotel, New Orleans
 Hard Rock Hotel & Nightclub, Prop., New Orleans
 *Harrah's Jazz Casino, New Orleans
 Homewood Suites, New Orleans
 Hotel Mazarin, New Orleans
 Hotel Modern, New Orleans
 Hotel Monaco, New Orleans
 Hyatt Regency, New Orleans
 Iberville Hotel, New Orleans
 JW Marriott, New Orleans
 Lakeside DoubleTree, New Orleans
 Loews New Orleans Hotel, New Orleans
 Maison Dupuy, New Orleans
 Maison Blanche Mixed-Use Development, Prop. and Existing, New Orleans
 Marriott at the Convention Center, New Orleans
 NOPSI Hotel, Proposed, New Orleans
 Ramada Inn St. Charles, New Orleans
 Renaissance Hotel, Prop., New Orleans
 Renaissance Pere Marquette, New Orleans
 Roosevelt Hotel, New Orleans
 SpringHill Suites by Marriott Downtown, New Orleans
 Westin New Orleans Canal Place, New Orleans
 Windsor Court, New Orleans
 Clarion Hotel, Shreveport
 *Hollywood Casino, Shreveport

Maine

Inn by the Sea, Cape Elizabeth

Maryland

Holiday Inn, Aberdeen
 Marriott Waterfront Hotel, Annapolis
 Maryland Inn, Annapolis
 Motel 6, Annapolis
 Proposed Maryland Live!, Arundel Mills

Comfort Inn BWI Airport, Baltimore
 Fairfield Inn & Suites Baltimore Downtown Inner Harbor, Baltimore
 Hotel Monaco, Baltimore
 Marriott's Hunt Valley Inn, Baltimore
 Marriott BWI Airport, Baltimore
 Sheraton Baltimore City Center, Baltimore
 Sleep Inn & Suites Airport, Baltimore
 SpringHill Suites, Baltimore
 Hotel Development, Proposed, Bethesda
 Residence Inn, Bethesda
 Best Western Motor Lodge, Chicopee
 Residence Inn, Columbia
 Holiday Inn Downtown, Cumberland
 Hilton Garden Inn Solomons, Dowell
 Country Inn & Suites By Carlson, Frederick
 Courtyard Hotel, Frederick
 Holiday Inn Express Hotel, Frederick
 Holiday Inn Hotel, Frederick
 Homestead Studio Suites, Germantown
 Aloft Arundel Mills, Hanover
 Element Arundel Mills, Hanover
 Chase Suites Hotel, Hunt Valley
 Comfort Inn, Hunt Valley
 Marriott's Hunt Valley Inn, Hunt Valley
 Holiday Inn, Laurel
 Hilton Baltimore BWI, Linthicum
 TownePlace Suites Baltimore BWI, Linthicum
 Homestead Studio Suites, Linthicum Heights
 National Harbor Hotel Study, National Harbor
 Aloft Hotel, Proposed, Ocean City
 Days Inn, Rockville
 DoubleTree Hotel, Rockville
 Holiday Inn Crowne Plaza, Rockville
 Ramada Inn, Rockville

Massachusetts

Ames Hotel, Boston
 Battery Wharf Hotel, Boston
 Fairmont Copley Plaza, Boston
 Four Seasons Hotel, Boston
 Hilton Boston Financial District, Boston
 Marriott Copley Place, Boston
 Meridien Hotel, Boston
 Nine Zero Hotel, Boston
 Residence Inn, Boston
 Ritz-Carlton-Millennium Palace, Boston
 Tremont Boston Hotel, Boston
 Westin Copley Place, Boston
 Brookline Marriott, Brookline
 Chatham Bars Inn, Chatham
 Sheraton Hotel, Framingham
 Canyon Ranch Resort, Lenox
 Radisson Hotel, Milford
 Radisson Hotel, Rockland
 Federal House Inn, South Lee
 Holiday Inn, Springfield
 Sheraton, Sturbridge
 Sheraton Colonial Boston North Hotel & Conference Center & Golf Club, Wakefield
 Sierra Suites Hotel, Proposed, Waltham
 Summerfield Suites Hotel, Prop., Waltham
 DoubleTree Boston, Westborough
 Sierra Suites Hotel, Proposed, Woburn

Michigan

Fairfield Inn, Ann Arbor

Fairfield Inn, Auburn Hills
 Hilton Hotel, Auburn Hills
 Super 8 Motel, Battle Creek
 Howard Johnson's, Belleville
 Kingsley Hotel & Suites, Bloomfield Hills
 Fairfield Inn, Canton
 Henry Autograph Collection Hotel, Dearborn
 *Greek Town Casino, Detroit
 Hilton Garden Inn Detroit Downtown, Detroit
 Holiday Inn, Detroit
 Golden Harp, Proposed, Detroit
 *MGM Grand, Detroit
 Hampton Inn, East Lansing
 Radisson Hotel, Farmington Hills
 Hyatt Hotel, Flint
 Crowne Plaza Grand Rapids Airport, Grand Rapids
 Country Inn & Suites, Houghton
 Fairfield Inn, Kalamazoo
 Super 8 Motel, Kalamazoo
 Courtyard Grand Rapids Airport, Kentwood
 Embassy Suites, Prop. and Existing, Livonia
 Marriott Hotel, Livonia
 Wyndham Garden Hotel, Livonia
 Fairfield Inn, Madison Heights
 Super 8, Mount Pleasant
 Super 8, Muskegon
 Hilton Garden Inn, Novi
 Staybridge Suites, Novi
 Wyndham Garden Inn, Novi
 Hampton Inn, Port Huron
 Inn at the Bridge, Port Huron
 Royal Park Hotel, Rochester
 Crowne Plaza Detroit Metro Airport, Romulus
 Proposed Hotel Site, Royal Oak
 Super 8 Motel, Saginaw
 Saint Paul Hotel, Saint Paul
 Courtyard by Marriott, Southfield
 DoubleTree Guest Suites, Southfield
 Embassy Suites Southfield, Southfield
 SpringHill Suites Detroit Southfield, Southfield
 Westin Southfield Detroit, Southfield
 Woodfin Suite Hotel, Prop., Southfield
 Comfort Suites, Sterling Heights
 Fairfield Inn & Suites Detroit Troy, Troy
 Holiday Inn, Troy
 Homewood Suites, Troy
 Marriott Hotel, Troy
 TownePlace Suites Detroit Troy, Troy
 Sheraton Colonial Hotel & Golf Club, Wakefield

Minnesota

Embassy Suites, Bloomington
 Hampton Inn & Suites Mall of America, Bloomington
 Radisson Mall of America, Bloomington
 Marriott Minneapolis Airport, Bloomington
 Holiday Inn, Duluth
 Hotel, Proposed, Duluth
 Hampton Inn, Eden Prairie
 Motel 6, Lakeville
 DoubleTree Hotel, Minneapolis
 Grand Hotel, Minneapolis
 Hilton, Minneapolis
 Le Meridien Chambers Hotel, Minneapolis
 Motel 6, Minneapolis
 Radisson Metrodome Hotel, Minneapolis

PROPERTIES - CONTINUED

** Denotes Gaming Property*

Sofitel Hotel, Minneapolis
 W Minneapolis The Foshay, Minneapolis
 Marriott Minnesota SW, Minnetonka
 Motel, Proposed, Montevideo
 Motel 6, Rochester
 Kahler Grand Hotel, Rochester
 Kahler Inn & Suites, Rochester
 Marriott Rochester Mayo Clinic, Rochester
 Radisson Plaza Hotel, Rochester
 Residence Inn by Marriott Mayo Clinic Area, Rochester
 Hampton Inn & Suites, Rogers
 Holiday Inn Minneapolis West, St. Louis Park
 Saint Paul Hotel, St. Paul
 Sheraton Inn, St. Paul

Mississippi

*Beau Rivage Casino & Resort, Biloxi
 *Grand Casino, Biloxi
 Gulf Beach Resort Hotel, Biloxi
 *Treasure Bay Hotel & Casino, Biloxi
 Candlewood Suites, Flowood
 Suburban Extended Stay Gautier, Gautier
 Crystal Inn, Gulfport
 *Grand Casino, Gulfport
 Motel 6, Hattiesburg
 Hampton Inn, Meridian
 Hilton Garden Inn, Meridian
 Howard Johnson's, Jackson
 Quality Inn, Oxford
 Homewood Suites, Ridgeland
 *Hollywood Casino, Robinsonville
 *Sam's Town Hotel & Gambling Hall, Robinsonville
 *Gold Strike Casino Resort, Tunica
 *Horseshoe Casino Center, Tunica
 *Ameristar Vicksburg, Vicksburg
 Hampton Inn & Suites, Vicksburg
 *Isle of Capri Casino & Hotel, Vicksburg

Missouri

La Quinta Inn & Suites, Blue Springs
 Radisson, Branson
 Crowne Plaza Saint Louis Airport, Bridgeton
 Embassy Suites Hotel, Prop., Clayton
 Fairfield Inn, Hazelwood
 StudioPlus Suites St. Louis - Westport, Hazelwood
 Holiday Inn, Joplin
 Conference Center Hotel, Prop., Kansas City
 Crowne Plaza Hotel Kansas City Downtown, Kansas City
 DoubleTree Hotel, Kansas City
 Fairfield Inn Kansas City West, Kansas City
 Fairmont Hotel, Kansas City
 Holiday Inn, Kansas City
 Radisson Hotel, Kansas City
 Residence Inn, Kansas City
 *Sam's Town Hotel & Gambling Hall, Kansas City
 Station Kansas City, Kansas City
 Holiday Inn Express, Kirksville
 Riva Del Lago Resort, Prop., Lake of the Ozarks
 Tan-Tar-A Resort, Osage Beach
 *Casino Hotel, Proposed, Perryville
 *Hollywood Casino - Tunica, Robinsonville
 Station St. Charles, St. Charles

Adam's Mark Hotel, St. Louis
 *Casino Hotel, Proposed, St. Louis
 Clarion Hotel, St. Louis
 Crowne Plaza Saint Louis Airport, St. Louis
 Executive Inn, St. Louis
 Holiday Inn St. Louis Southwest Viking, St. Louis
 Holiday Inn Sports Complex, St. Louis
 Renaissance Grand Hotel, St. Louis
 Renaissance Suites Hotel, St. Louis
 Sheraton Airport, St. Louis
 Sheraton Westport, St. Louis
 Three Proposed Hotels, St. Louis
 West County Hilton Hotel, Prop., St. Louis County
 Holiday Inn, Springfield
 Riva D'Lago Resort, Proposed, Sunrise Beach
 Hotel, Proposed, Unity Village

Montana

Crowne Plaza, Billings
 Sheraton Billings, Billings
 Element Hotel, Proposed, Bozeman
 Holiday Inn, Bozeman
 Best Western Colonial Hotel, Helena
 Red Lion Colonial Hotel, Helena
 Red Lion Hotel & Kalispell Mall, Kalispell
 Red Lion Inn, Kalispell
 Holiday Inn, Missoula
 Red Lion Hotel, Missoula
 Residence Inn, Proposed, Missoula
 Proposed Red Lion Leo Hotel, Polson
 Holiday Inn Express, Sidney
 St. Mary Lodge & Resort, St. Mary
 Red Lion Inn, West Kalispell

Nebraska

DoubleTree Omaha Downtown, Omaha
 Marriott Hotel, Omaha
 Red Lion Inn, Omaha

Nevada

*Ormsby House Hotel and Casino, Carson City
 Cal Neva Resort & Spa, Crystal Bay
 Fairfield Inn & Suites, Proposed, Elko
 Hampton Inn and Suites, Proposed, Elko
 Holiday Inn Express and Suites, Elko
 Home2 Suites, Proposed, Elko
 Shilo Inn Suites, Elko
 *Eldorado Casino, Henderson
 Hilton Garden Inn Las Vegas, Henderson
 *Joker's Wild Casino, Henderson
 Loews/Westin Lake Las Vegas Resort, Henderson
 Proposed Hotel(s), Henderson
 *Cactus Pete's & Horseshu Casino Resort, Jackpot
 Hyatt Regency Lake Las Vegas Resort, Lake Las Vegas
 Luxury Boutique Hotel, Prop., Lake Las Vegas Airport Inn, Las Vegas
 *Aladdin Hotel & Casino, Las Vegas
 Alexis Park Resort and Americana Apartments, Las Vegas
 *Bellagio Hotel & Casino, Las Vegas
 *Boomtwn Casino, Las Vegas
 *Boardwalk Hotel & Casino, Las Vegas

*Caesars Palace & Octavius Tower,, Las Vegas
 *California Hotel & Casino, Las Vegas
 *Casino Hotel, Proposed, Las Vegas
 *Circus Circus Hotel Casino, Las Vegas
 Prop. Echelon Development Project, Las Vegas
 Embassy Suites Airport, Las Vegas
 Emerald Suites, Las Vegas
 Fairfield Inn Las Vegas Airport, Las Vegas
 *Flamingo Hotel & Casino, Las Vegas
 *Fremont Hotel & Casino, Las Vegas
 *Greek Isles Hotel & Casino, Las Vegas
 *Hacienda Casino Hotel, Las Vegas
 Hampton Inn & Suites Red Rock, Las Vegas
 Hampton Inn Tropicana, Las Vegas
 *Hard Rock Hotel and Casino Excess Land, Las Vegas
 *Harrah's Las Vegas, Las Vegas
 Hawthorne Suites, Las Vegas
 Hilton Garden Inn, Proposed, Las Vegas
 Hilton Hotel, Las Vegas
 Holiday Inn-Emerald Springs, Las Vegas
 Holiday Inn Express North, Las Vegas
 Holiday Inn Express West, Las Vegas
 Holiday Inn Express, Prop., Las Vegas
 Homewood Suites, Proposed, Las Vegas
 Homewood Suites Las Vegas Airport, Las Vegas
 *Hotel & Casino Conv. Ctr., Prop., Las Vegas
 *Howard Johnson Hotel & Casino, Las Vegas
 Howard Johnson on East Tropicana, Las Vegas
 *Imperia Beach Casino Hotel, Prop., Las Vegas
 Jockey Club, Las Vegas
 *JW Marriott Resort and Rampart Casino, Las Vegas
 Loews Lake Las Vegas Resort, Las Vegas
 Mandarin Oriental Hotel, Las Vegas
 *MGM Grand Las Vegas, Las Vegas
 *Mirage, Las Vegas
 Mirala Resort, Proposed, Las Vegas
 *New Frontier Hotel & Casino Site, Las Vegas
 *New York-New York Hotel & Casino, Las Vegas
 Paradise Resort Hotel, Las Vegas
 *Paris Las Vegas Hotel & Casino, Las Vegas
 Parcel 16216301007, Las Vegas
 *Planet Hollywood Casino & Resort, Las Vegas
 *Plaza Casino Hotel, Retail & Condominium, Prop., Las Vegas
 Proposed Development Site, Las Vegas
 *Regent Int'l. Hotel & Casino, Las Vegas
 *Resorts World Las Vegas, Proposed, Las Vegas
 *Rio All-Suite Hotel & Casino, Las Vegas
 *Sahara Casino & Two Vacant Land Parcels, Las Vegas
 *Sam's Town Hotel & Gambling Hall, Las Vegas
 Sands Exposition Center, Las Vegas
 Shangri-La Hotel, Proposed, Las Vegas
 Siena Suites, Las Vegas
 *SLS Las Vegas, Proposed & Existing, Las Vegas
 *Stardust Resort & Casino, Las Vegas
 *Sunrise Hotel & Casino, Las Vegas
 *Venetian Hotel & Casino and LIDO Land Parcel, Las Vegas
 *Casino and RV Project, Prop., Laughlin
 *Casino Hotel & Timeshare, Prop., Laughlin
 *Harrah's Laughlin Casino, Laughlin
 *River Palms Hotel & Casino, Laughlin

Mount Potosi Canyon Retreat, Mountain Springs
 Hampton Inn Las Vegas North Speedway, North Las Vegas
 Holiday Inn Express, North Las Vegas
 SpringHill Suites by Marriott Las Vegas North Speedway, North Las Vegas
 *Whiskey Pete's Hotel & Casino, Primm
 *Boomtown Casino Hotel, Reno
 Holiday Inn Express, Proposed, Reno
 Lakeridge Resort, Reno
 La Quinta Inn, Reno
 Extended-Stay Hotel, Proposed, Reno
 Full-Service Hotel, Proposed, Reno
 Hampton Inn & Suites, Proposed, Reno
 Staybridge Suites, Reno
 Fairfield Inn, Proposed, Sparks
 Hotel, Proposed, Sparks
 Edgewood Lodge, Stataline
 Edgewood Resort, Proposed, Stataline
 *Bill's Casino, Stataline
 *Harrah's Lake Tahoe, Stataline
 *Harvey's Lake Tahoe, Stataline
 Luxury Condo Hotel & Residences, Prop., Stataline
 Mixed-Use Resort, Proposed, Stataline
 *MontBleu Resort Casino & Spa, Stataline
 *Peppermill Casino, Wendover
 *Rainbow Casino, Wendover
 *State Line and Silver Smith Casino Hotels, Wendover

New Jersey

*AC Oceanwalk (fka Revel), Atlantic City
 Atlantic City Hilton, Atlantic City
 *Borgata Casino Hotel, Prop., Atlantic City
 *Caesars Atlantic City, Atlantic City
 *Casino Hotel w/Ancillary Facilities, Proposed (Phase One), Atlantic City
 Deauville Hotel, Atlantic City
 Harrah's Atlantic City, Atlantic City
 Resorts Atlantic City, Atlantic City
 *Sands Hotel & Casino, Atlantic City
 Sheraton Atlantic City Convention Center, Atlantic City
 *Showboat Atlantic City, Atlantic City
 *Tropicana Hotel & Casino, Atlantic City
 *Trump Marina Hotel Casino, Atlantic City
 *Trump Pier at Taj Majal, Atlantic City
 Courtyard Basking Ridge, Basking Ridge
 North Maple Inn, Basking Ridge
 Sierra Suites Hotel, Proposed, Branchburg
 Marriott, Bridgewater
 Cherry Hill Inn, Cherry Hill
 Sheraton Meadowlands, East Rutherford
 Baymont Inn & Suites, East Syracuse
 DoubleTree Hotel, East Syracuse
 Courtyard Edison, Edison
 Sheraton Edison Raritan Center, Edison
 Ramada Inn, Proposed, Elizabeth
 Ramada Inn, Proposed, Franklin Township
 Summerfield Suites Morristown, Prop., Hanover
 Summerfield Suites Parsippany, Prop., Hanover
 Holiday Inn, Jamesburg
 Hyatt Regency Hotel, Jersey City

Meadowlands-Lyndhurst Court, Lyndhurst
 Headquarters Plaza Hotel, Morristown
 Howard Johnson's Mount Holly
 Mt. Laurel Hilton, Mt. Laurel
 Radisson Hotel Mt. Laurel, Mt. Laurel
 TownePlace Suites, Mount Laurel
 Wyndham Mt. Laurel, Mt. Laurel
 Best Western Newark Airport West, Newark
 DoubleTree by Hilton Newark Airport, Newark
 Hilton Gateway Plaza, Newark
 Hilton Newark Penn Station, Newark
 Holiday Inn, Newark
 Wyndham Garden Newark Airport, Newark
 Hyatt Regency, New Brunswick
 Hilton Parsippany, Parsippany
 Homestead Studio Suites Hanover Parsippany, Parsippany
 Hotel Sierra, Parsippany
 Sierra Suites, Proposed, Parsippany
 Marriott Courtyard Princeton, Princeton
 Howard Johnson's, Saddle Brook
 Crowne Plaza, Secaucus
 Embassy Suites Secaucus Meadowlands, Secaucus
 Hilton Short Hills Hotel and Spa, Short Hills
 Courtyard by Marriott, Somerset
 DoubleTree Hotel, Somerset
 Marriott Hotel, Somerset
 Radisson Hotel, South Brunswick
 Crowne Plaza, Syracuse
 Hampton Inn & Suites, Syracuse
 Holiday Inn Express, Syracuse
 TR Hotel (formerly Holiday Inn), Toms River

New Mexico

Andaluz Hotel, Albuquerque
 Baymont Inn and Suites, Albuquerque
 Convention Center Hotel, Prop., Albuquerque
 DoubleTree Hotel, Albuquerque
 Hampton Inn, Albuquerque
 Holiday Inn Albuquerque Airport, Albuquerque
 Hotel Project, Proposed, Albuquerque
 Hyatt Regency, Albuquerque
 La Posada de Albuquerque, Albuquerque
 Ramada Hotel Classic, Albuquerque
 Radisson Inn, Albuquerque
 Mixed-Use Development, Proposed, Bernalillo
 Las Cruces Hilton, Las Cruces
 Holiday Inn Express & Suites, Portales
 Hilton Garden Inn, Rio Rancho
 *Inn of the Mountain Gods Resort & Casino, Proposed, Ruidoso
 Casitas, Proposed, Santa Fe
 Four Seasons Resort Rancho Encantado/Auberge Rancho Encantado Resort, Prop., Santa Fe
 Hilton Hotel, Santa Fe
 Holiday Inn, Santa Fe
 Homewood Suites, Santa Fe
 Inn at Loretto, Santa Fe
 Inn of the Anasazi, Santa Fe
 La Posada de Santa Fe Resort, Santa Fe
 Sheraton de Santa Fe, Santa Fe
 Hampton Inn, Santa Rosa
 Holiday Inn Express, Santa Rosa
 La Quinta Inn & Suites, Santa Rosa

El Monte Sagrado, Taos
 Taos Development, Proposed, Taos
 Rancho Ramada Inn de Taos, Taos

New York

Hilton Hotel, Albany
 Holiday Inn Albany Wolf Road, Albany
 Holiday Inn, Proposed, Brooklyn
 Nu Hotel, Brooklyn
 Sheraton Brooklyn New York, Brooklyn
 Airport Hotel, Proposed, Buffalo
 Buffalo Hotel, Buffalo
 Marriott Hotel, Buffalo
 Marriott LaGuardia Airport, East Elmhurst
 Nevele Hotel, Ellenville
 Howard Johnson's, Elmsford
 Hotel Sierra, Prop. & Existing, Fishkill
 Hamilton Park Conference Ctr., Florham Park
 Hyatt Place, Garden City
 Holiday Inn Express, Hauppauge
 Ramada Inn, Hauppauge
 Wyndham Wind Watch Hotel, Hauppauge
 Mohawk Bingo Palace, Hogsansburg
 Radisson Hotel, Holtsville
 Hampton Inn JFK Airport, Jamaica
 *Resorts World Casino, Jamaica
 *RW Hudson Valley Resort, Prop, Kerhonkson
 Hilton Hotel, Lake Placid
 Whiteface Lodge Resort & Spa, Lake Placid
 Z NYC, Long Island City
 *Monticello Gaming and Raceway, Monticello
 Hotel, Proposed, New Rochelle
 Ramada Plaza, New Rochelle
 Sheraton Inn, New Rochelle
 Ace Hotel, NYC
 Aman Hotel 443 Greenwich, Proposed, NYC
 Barbizon Plaza Hotel, NYC
 Berkshire Place, NYC
 Century Paramount Hotel, NYC
 Club Quarters Midtown New York, NYC
 Club Quarters Rockefeller Center NYC
 Club Quarters Wall Street New York, NYC
 Essex House, NYC
 Executive Hotel, NYC
 Fairfield Inn Fifth Avenue, NYC
 Halloran House, NYC
 Hampton House, NYC
 Hilton New York, NYC
 Hilton Times Square, NYC
 Holland Hotel, NYC
 Howard Hotel, NYC
 INNSIDE New York NoMad, NYC
 James Hotel, NYC
 MAve Hotel, NYC
 Mandarin Oriental Hotel, NYC
 Marriott Eastside, NYC
 Mayfair Regent, NYC
 Night Hotel, NYC
 Nova-Park Gotham, NYC
 Parker Meridien Hotel, NYC
 Peninsula Hotel, NYC
 Radisson Hotel JFK Airport, NYC
 Ritz-Carlton Battery Park, NYC
 Ritz-Carlton Central Park, NYC
 Soho Hotel, Proposed, NYC
 Tudor Hotel, NYC
 Westin New York at Times Square, NYC

PROPERTIES - CONTINUED

** Denotes Gaming Property*

Woodfin Suites Hotel, Prop., NYC
 York Club, NYC
 Yotel New York, NYC
 Tioga Downs Racetrack, Nichols
 Sheraton Inn, Ossining
 Holiday Inn Express, Poughkeepsie
 *Genting Casino at Aqueduct Racetrack, Queens
 Hotel, Proposed, Saratoga
 Courtyard by Marriott, Saratoga Springs
 Residence Inn, Saratoga Springs
 *Saratoga Gaming and Raceway, Saratoga Springs
 Howard Johnson's, Smithtown
 Hampton Inn, Syracuse
 Holiday Inn Express, Syracuse
 Tarrytown House Hotel & Conf. Center, Tarrytown
 Boutique Resort Hotel & Spa, Prop., Tuxedo
 *Sterling Forest Resort, Proposed, Tuxedo
 *Lago Resort & Casino, Tyre
 Sheraton Nassau Hotel, Uniondale
 *Turning Stone Casino & Hotel, Verona
 Hampton Inn & Suites, Vestal
 Renaissance Westchester, White Plains
 Fairfield Inn, Williamsville

North Carolina

Renaissance Hotel, Asheville
 Comfort Inn Hatteras Island, Buxton
 Best Western, Cary
 Sheraton Chapel Hill, Chapel Hill
 Four Seasons Resort, Charleston
 Aloft, Charlotte at the Uptown, Charlotte
 DoubleTree Suites by Hilton Charlotte SouthPark, Charlotte
 Fairfield Inn, Charlotte
 TownePlace Suites Charlotte Arrowood, Charlotte
 Holiday Inn, Crabtree
 Crossland Studios Durham Research Triangle Park, Durham
 Fairfield Inn, Durham
 Marriott Research Triangle Park, Durham
 Motel 6, Durham
 Wyndham Garden Hotel, Durham
 Fairfield Inn, Fayetteville
 Clarion Inn Airport, Fletcher
 Holiday Inn Asheville Airport, Fletcher
 Hampton Inn, Goldsboro
 Comfort Suites Four Seasons, Greensboro
 Embassy Suites, Greensboro
 Fairfield Inn, Greensboro
 Hampton Inn, Greensboro
 Hilton Inn, Greensboro
 Howard Johnson Hotel, Greensboro
 Best Western High Point, High Point
 High Point Radisson, High Point
 Country Inn & Suites, Huntersville
 Comfort Suites Hotel, Lexington
 Hampton Inn, Spring Lake
 Fairfield Inn, Raleigh
 Hilton Inn, Raleigh
 Holiday Inn Crabtree, Raleigh
 Holiday Inn Downtown Raleigh, Raleigh
 Marriott Raleigh City Center, Raleigh
 DoubleTree by Hilton, Rocky Mount

Motel 6, Rocky Mount
 Cleghorn Plantation, Rutherfordton
 Fairfield Inn, Wilmington
 Suburban Extended Stay, Wilmington
 Hilton Inn, Winston-Salem
 Holiday Inn Select, Winston-Salem
 Residence Inn, Winston-Salem

North Dakota

Hilton Garden Inn, Grand Forks
 Holiday Inn Minot Riverside, Minot
 Holiday Inn Express Minot South, Minot

Ohio

Holiday Inn Cascade, Akron
 Courtyard by Marriott, Beachwood
 Fairfield Inn & Suites by Marriott, Beachwood
 Fairfield Inn, Brook Park
 Holiday Inn Express, Centerville
 Embassy Suites Hotel, Prop, and Existing, Cincinnati
 Howard Johnson's, Cincinnati
 Marriott Inn, Cincinnati
 Radisson Inn, Cincinnati
 Residence Inn, Cincinnati
 Vernon Manor, Cincinnati
 200-Room Boutique Hotel, Cleveland
 Cleveland Airport Marriott, Cleveland
 Cleveland Marriott East, Cleveland
 Fairfield Inn, Cleveland
 Four Points by Sheraton, Cleveland
 Holiday Inn Lakeside, Cleveland
 Hotel, Proposed, Cleveland
 Marriott Cleveland Airport, Cleveland
 Sheraton Hopkins, Cleveland
 Columbus North Marriott, Columbus
 Crowne Plaza Downtown, Columbus
 Crowne Plaza Hotel Columbus North, Columbus
 DoubleTree Hotel, Columbus
 Fairfield Inn, Columbus
 Holiday Inn, Columbus
 Holiday Inn Airport, Columbus
 Westin Hotel, Columbus
 Woodfin Hotel, Columbus
 Daytonian Hilton, Dayton
 Fairfield Inn, Dayton
 Motel 6, Dayton
 Woodfin Suite Hotel, Prop., Dublin
 Country Inn & Suites Fairborn South, Fairborn
 TownePlace Suites, Findlay
 SpringHill Suites Columbus Airport, Gahanna
 Fairfield Inn, Holland
 Courtyard Independence, Independence
 Hilton Cleveland South, Independence
 IMG Resort Academies, Lakeview Bluffs
 Courtyard Toledo/Maumee, Maumee
 Courtyard Cleveland Airport South, Middleburg Heights
 TownePlace Suites Cleveland Airport, Middleburg Heights
 Holiday Inn Express Port Clinton Catawba Island, Port Clinton
 Embassy Suites, Rockside
 Courtyard, Rossford
 Microtel Inn & Suites, St. Clairsville
 Best Western Plus, Sandusky

Comfort Inn, Sandusky
 Great Wolf Lodge, Sandusky
 Fairfield Inn, Toledo
 Holiday Inn, Toledo
 Hampton Inn & Suites Cincinnati Union Centre, West Chester
 Courtyard Cleveland, Westlake
 TownePlace Suites, Westlake
 Fairfield Inn, Willoughby

Oklahoma

Hampton Inn & Suites, Altus
 Fountainhead Resort, McIntosh County
 Colcord Hotel, Oklahoma City
 Portofino Hotel, Prop., Oklahoma City
 Sheraton Hotel, Oklahoma City
 Arrowhead Resort, Pittsburgh County
 Hotel Ambassador, Tulsa

Oregon

Phoenix Inn, Albany
 Red Lion Inn, Astoria
 Inn at Face Rock, Bandon
 Fairfield Inn, Beaverton
 Phoenix Inn, Beaverton
 Shilo Inn, Beaverton
 Condominium Hotel, Proposed, Bend
 Hotel, Proposed, Bend
 Phoenix Inn, Bend
 Red Lion Inn North, Bend
 Remington Hotel, Proposed, Bend
 Shilo Inn Suites, Bend
 Surfsand Resort, Cannon Beach
 Red Lion Inn, Coos Bay
 Hilton Garden Inn, Proposed, Corvallis
 Crater Lake National Park Concession, Crater Lake
 Phoenix Inn, Eugene
 Red Lion Inn, Eugene
 Shilo Inn Springfield, Eugene
 Valley River Inn, Eugene
 Best Western Plus Pier Point Inn, Florence
 Big Creek Resort, Florence
 Hotel Site, Proposed, Florence
 Salishan Resort, Gleneden Beach
 Shilo Inn, Grants Pass
 Candlewood Hotel, Hillsboro
 Courtyard Hotel, Proposed, Hillsboro
 Larkspur Landing Hotel, Hillsboro
 Residence Inn, Proposed, Hillsboro
 Springhill Suites Hotel, Hillsboro
 Red Lion Inn, Klamath Falls
 Shilo Inn Suites, Klamath Falls
 Fairfield Inn, Lake Oswego
 Hilton Garden Inn, Lake Oswego
 Phoenix Inn, Lake Oswego
 Residence Inn, Lake Oswego
 Shilo Inn Oceanfront Resort, Lincoln City
 Airport Hotel, Prop., Medford
 Convention Center & Full-Service Hotel, Prop., Medford
 Courtyard by Marriott, Prop., Medford
 Homewood Suites, Medford
 Red Lion Inn, Medford
 Shilo Inn, Newport
 Red Lion Hotel, Pendleton

Aloft Portland Airport at Cascade Station, Portland
 Avalon Hotel & Spa, Prop. & Existing, Portland
 Benson Hotel, Portland
 Canopy by Hilton Portland Pearl District, Proposed, Portland
 Columbia River Red Lion, Portland
 Convention Headquarters Hotel, Prop., Portland
 Courtyard Hotel, Proposed, Portland
 DoubleTree Portland/Lloyd Center, Portland
 Duniway Hotel, Portland
 Embassy Suites Hotel, Portland
 Fifth Avenue Suites Hotel, Portland
 Governor Hotel, Portland
 Hilton Downtown, Portland
 Holiday Inn, Portland
 Hotel Deluxe, Portland
 Hotel Fifty, Portland
 Hotel Lucia, Portland
 Hotel Modera, Portland
 Hotel, Proposed, Portland
 Inn at Northrup Station, Portland
 InterContinental Hotel, Prop., Portland
 Luxury Collection Hotel, Prop., Portland
 Marriott Portland City Center, Portland
 Marriott Renaissance Hotel, Prop., Portland
 Monaco Hotel, Portland
 Nines Hotel, Proposed, Portland
 Red Lion Inn Convention Center, Portland
 Renaissance Hotel, Portland
 Residence Inn-Lloyd Center, Portland
 Residence Inn, Proposed, Portland
 RiverPlace Hotel & Condominiums, Portland
 Sentinel Hotel, Portland
 Sheraton Suites, Proposed, Portland
 Shilo Inn Portland Airport Suites, Portland
 Shilo Inn Portland/Beaverton, Portland
 Vintage Plaza Hotel, Portland
 Wells Building, Portland
 Westin Hotel, Prop. and Existing, Portland
 W Hotel Pearl District, Proposed, Portland
 Capitol Inn, Salem
 Execulodge, Salem
 Phoenix Inn – North, Salem
 Phoenix Inn – South, Salem
 Shilo Inn, Salem
 Best Western Ocean View Resort, Seaside
 Red Lion Inn, Seaside
 Shilo Inn Seaside Oceanfront Resort, Seaside
 Embassy Suites, Proposed, Springfield
 Red Lion Inn, Springfield
 Skamania Lodge, Stevenson
 Sunriver Resort, Sunriver
 Hilton Garden Inn, Proposed, The Dalles
 Hotel Project, Proposed, The Dalles
 Shilo Inn Suites, The Dalles
 Embassy Suites Hotel, Tigard
 Phoenix Inn, Tigard
 Red Lion Inn, Tigard
 Shilo Inn Washington Square, Tigard
 Shilo Inn Suites, Tillamook
 Shilo Inn Suites Astoria, Warrenton
 Best Western Hotel, Wilsonville
 Holiday Inn, Wilsonville
 Phoenix Inn, Wilsonville

Pennsylvania
 Holiday Inn, Beaver Falls
 Courtyard Bensalem, Bensalem
 *Parx Casino, Bensalem
 Residence Inn, Berwyn
 *Sands Casino Resort, Bethlehem
 Sheraton, Bucks County
 *Harrah's Chester Casino & Racetrack, Chester
 Holiday Inn, Clarion
 Embassy Suites Pittsburgh, Coraopolis
 Marriott Pittsburgh Airport, Coraopolis
 Days Inn, Danville
 Ramada Inn, Erie
 *Hollywood Casino & Penn National Race Course, Grantville
 *Penn National Race Course, Grantville
 Four Points Greenburg, Greenburg
 Comfort Inn Harrisburg, Harrisburg
 Fairfield Inn, Harrisburg
 Marriott Hotel, Harrisburg
 Holiday Inn Indiana, Indiana
 Hotel Sierra, King of Prussia
 Hyatt House, King of Prussia
 Valley Forge Hilton, King of Prussia
 Marriott, Proposed, Lancaster
 Hampton Inn & Outback Steakhouse Restaurant, Monroeville
 Courtyard Downtown, Philadelphia
 Embassy Suites, Philadelphia
 Extended Stay America Philadelphia Airport, Philadelphia
 Hawthorn Suites by Wyndham Philadelphia Airport, Philadelphia
 Le Meridien Hotel, Philadelphia
 Marriott Hotel, Philadelphia
 Renaissance Philadelphia Airport, Philadelphia
 Rittenhouse Towers, Philadelphia
 Sheraton City Center, Philadelphia
 Sheraton Downtown Hotel, Philadelphia
 Sheraton Society Hill, Philadelphia
 Wyndham Franklin Plaza, Philadelphia
 Fairfield Inn, Pittsburgh
 Motel 6, Pittsburgh
 *Rivers Casino, Pittsburgh
 Wyndham Garden Hotel, Pittsburg
 Wyndham Pittsburgh University Place, Pittsburgh
 *Pocono Downs Race Course, Plains Township
 DoubleTree Guest Suites, Plymouth Meeting
 SpringHill Suites, Plymouth Meeting
 Comfort Inn, Pottstown
 Hilton at Lackawanna Station, Scranton
 Skytop Lodge, Skytop
 Holiday Inn, Uniontown
 Hotel Conference Center, Washington
 *Casino Component of Hotel Conference Center Feasibility Study, Washington County
 Marriott Philadelphia West, West Conshohocken
 Holiday Inn York Manchester Mall, York

Rhode Island
 Hotel Viking, Newport
 Providence Biltmore Hotel, Providence

South Carolina
 Hampton Inn & Suites, Bluffton
 Suburban Extended Stay Hilton Head, Bluffton
 Charleston Place, Charleston
 Holiday Inn, Charleston
 Hotel, Proposed, Charleston
 Travelodge, Charleston
 Comfort Suites at Harbison, Columbia
 Embassy Suites, Columbia
 Home-Town Suites of Columbia, Columbia
 Motel 6, Columbia
 Fairfield Inn, Greenville
 Hampton Inn Greenville Haywood, Greenville
 Ramada Inn, Greenville
 Fairfield Inn, Florence
 Fairfield Inn, Hilton Head
 Hilton Head Inn, Hilton Head
 Holiday Inn Express, Hilton Head
 Hyatt Regency, Hilton Head
 Westin Hilton Head Resort, Hilton Head
 Save Inn, Lake Hartwell
 3 Palms Oceanfront Hotel, Myrtle Beach
 Sun N Sand Resort, Myrtle Beach
 Fairfield Inn by Marriott, Orangeburg
 Brookwood Inn, Spartanburg

South Dakota
 Four Points Hotel, Proposed, Sioux Falls

Tennessee
 Hilton Suites Hotel, Brentwood
 Motel 6, Chattanooga
 Fairfield Inn & Suites Chattanooga South East Ridge, East Ridge
 Hyatt Place Memphis Germantown, Germantown
 Holiday Inn, Jackson
 Fairfield Inn, Johnson City
 Clarion Hotel Airport Graceland, Memphis
 Holiday Inn Memphis Downtown Beale Street, Memphis
 Howard Johnson Airport, Memphis
 Inland Suites Memphis Elvis Street, Memphis
 Inland Suites Memphis Lamar Street, Memphis
 Marriott Memphis East, Memphis
 Motel 6, Memphis
 Residence Inn Memphis Downtown, Memphis
 Staybridge Suites Poplar Ave. East, Memphis
 Villager Lodge, Memphis
 Westin Hotel, Memphis
 Days Inn, Nashville
 DoubleTree by Hilton, Nashville
 Hampton Inn, Nashville
 Hilton Nashville Downtown, Nashville
 Holiday Inn Express, Nashville
 Hotel Preston, Nashville
 Renaissance, Nashville
 Comfort Inn, Oak Ridge
 Hampton Inn, Pigeon Forge
 Wilderness at the Smokies, Sevierville

Texas
 Holiday Inn Express, Abilene
 Courtyard by Marriott, Prop. and Existing, Addison
 Hotel, Proposed, Addison
 Hyatt Summerfield Suites, Addison

PROPERTIES - CONTINUED

** Denotes Gaming Property*

<p>Summerfield Suites Hotel, Prop., Addison Woodfin Suite Hotel, Proposed, Addison Days Inn, Amarillo Hampton Inn & Suites, Amarillo Motel 6, Amarillo Super 8 Motel, Amarillo Holiday Inn Express Arlington, Arlington Loews Hotel, Proposed, Arlington Sheraton Hotel, Arlington Sierra Suites Conversion, Prop., Arlington Aloft Austin at The Domain, Austin Aloft/Element, Austin Barton Creek Resort, Austin Courtyard by Marriott University Area, Austin DoubleTree by Hilton, Austin Fairfield Inn & Suites University Area, Austin Fairfield Inn & Suites, Prop. & Existing, Austin Four Seasons, Austin Hampton Inn & Suites Austin Airport, Austin Hampton Inn & Suites Downtown, Austin Holiday Inn, Austin Hotel Site, Austin Lakeway Inn, Austin Sheraton Hotel, Austin Woodfin Suites Hotel, Proposed, Austin Holiday Inn, Beaumont Homewood Suites by Hilton, Bedford Embassy Suites, College Station Tryp by Wyndham, Prop., College Station La Quinta Inn & Suites, Columbus Comfort Inn & Suites Calallen, Corpus Christi Candlewood Suites Corpus Christi SPID, Corpus Christi Courtyard by Marriott, Corpus Christi Days Inn, Corpus Christi Embassy Suites, Corpus Christi Holiday Inn Express, Corpus Christi Howard Johnson, Corpus Christi La Quinta Inn & Suites Corpus Christi Northwest, Corpus Christi Staybridge Suites, Corpus Christi Courtyard by Marriott Dallas LBJ at Josey, Dallas Crowne Plaza, Dallas Doubletree Inn, Dallas Fairmont Hotel, Dallas Holiday Inn Express Hotel & Suites Dallas East, Dallas Holiday Inn Select Northpark, Dallas Hyatt Regency DFW, Dallas Knights Inn Market Center, Dallas Magnolia Hotel, Dallas Marriott Park Central, Dallas Marriott Quorum, Dallas Marriott Suites, Dallas Melrose Hotel, Dallas Motel 6, Dallas Northpark Holiday Inn, Dallas Park Plaza, Dallas Ramada Inn Convention Center, Dallas Residence Inn, Prop. and Existing, Dallas Ritz-Carlton Hotel, Dallas Sheraton, Dallas Sheraton Grand Hotel, Dallas Summit Hotel, Dallas Virgin Hotel, Dallas Wyndham Garden Las Colinas, Dallas</p>	<p>Howard Johnson's, East Dallas Allstar Inn, El Paso Chase Suites Hotel, El Paso Courtyard by Marriott El Paso Airport, El Paso DoubleTree by Hilton Downtown, El Paso Embassy Suites, El Paso Travelers Inn, El Paso Westin Hotel, Proposed, Frisco Candlewood Suites DFW South, Fort Worth Holiday Inn DFW Airport South, Fort Worth Metro Center Hotel, Fort Worth Omni Hotel, Fort Worth Renaissance Worthington, Fort Worth Residence Inn by Marriott, Fort Worth Sheraton Downtown Hotel, Fort Worth Springhill Suites, Proposed, Fort Worth La Quinta Inn & Suites South Grand Prairie, Grand Prairie Crowne Plaza Houston North Greenspoint, Houston Best Western Fountainview Inn & Suites, Houston Candlewood Suites Houston Medical Center, Houston Comfort Suites Willowbrook Technology Corridor, Houston DoubleTree Guest Suites Galleria, Houston Embassy Suites, Houston Four Seasons Hotel, Houston Hampton Inn Houston I-10 West, Houston Hilton Americas, Houston Hilton Houston Post Oak, Houston Hilton Houston Southwest, Houston Holiday Inn Downtown, Proposed, Houston Holiday Inn & Suites, Proposed, Houston Holiday Inn Express Hotel & Suites, Houston Holiday Inn-Hobby, Houston Holiday Inn Houston Westchase, Houston Hotel Granduca, Houston Hotel Sorella, Houston Houstonian Hotel, Houston InterContinental Hotel, Proposed, Houston Marriott Hotel, Houston Motel 6, Houston Omni Hotel, Proposed, Houston Omni Houston Galleria, Houston Radisson Towne & Country, Houston Staybridge Suites Houston West Energy Corridor, Houston Stouffer Renaissance, Houston Studio 6, Ingleside Element DFW Airport North, Irving Four Seasons Resort Las Colinas, Irving Hampton Inn, Proposed, Irving Hotel Site, Proposed, Irving Hyatt Regency DFW, Irving Residence Inn, Irving Sheraton Grand Hotel DFW, Irving Summerfield Suites, Irving Westin Dallas Fort Worth Airport, Irving La Quinta Inn & Suites, Katy Candlewood Suites Houston Kingwood, Houston Days Inn & Suites, Laredo Red Roof Inn Laredo - I-83 South, Laredo Wyndham Hotel, Las Colinas Comfort Inn & Suites, Lubbock</p>	<p>Holiday Inn Express & Suites, Lubbock Super 8, Lubbock Holiday Inn, Lubbock La Quinta Inn & Suites, Magnolia Renaissance Hotel, McAllen Comfort Suites, Midland Quality Suites, Midland Residence Inn by Marriott, Midland TownePlace Suites by Marriott, Odessa Courtyard by Marriott North Dallas Plano, Plano Marriott at Legacy Town Center, Plano Residence Inn Dallas Plano, Plano Staybridge Suites Plano Richardson, Plano TownePlace Suites, Plano Holiday Inn Express & Suites Port Aransas Beach Area, Port Aransas DoubleTree Richardson Hotel, Richardson Holiday Inn Richardson Hotel, Richardson Holiday Inn Select, Richardson Hyatt House Dallas Richardson, Richardson Radisson Hotel Dallas North, Richardson Wingate Inn, Richardson Courtyard by Marriott, Round Rock Kalahari Resort & Convention Center, Proposed, Round Rock Microtel Inn & Suites, Prop., Round Rock Baymont Inn & Suites San Antonio Northwest, San Antonio Comfort Suites San Antonio Airport North, San Antonio Crockett Hotel, San Antonio Courtyard San Antonio Riverwalk, San Antonio DoubleTree San Antonio Airport, San Antonio Dual-Brand Hampton Inn/Homewood Suites, Proposed, San Antonio Embassy Suites, Proposed, San Antonio Fairmont Hotel, San Antonio Four Points Riverwalk, San Antonio Grand Hyatt, San Antonio Hampton Inn San Antonio Northwoods, San Antonio Hilton Garden Inn, Proposed, San Antonio Holiday Inn Express San Antonio Airport North, San Antonio Holiday Inn Lackland Sea World Area, San Antonio Homewood Suites by Hilton San Antonio North, San Antonio Homewood Suites Riverwalk, San Antonio Hotel Valencia Riverwalk, San Antonio Hyatt Regency Hill Country, San Antonio Marriott San Antonio Riverwalk, San Antonio Microtel by Wyndham San Antonio by SeaWorld/Lackland AFB, San Antonio Microtel Inn & Suites San Antonio North, San Antonio Salado Creek/Arena District Master Plan, San Antonio Toyota Field, San Antonio Amerihot Inn, San Marcos Fairfield Inn & Suites Northeast Schertz, Schertz Hampton Inn & Suites, Schertz Hampton Inn & Suites, Trophy Club Hampton Inn, Victoria</p>
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PROPERTIES - CONTINUED

* Denotes Gaming Property

Holiday Inn Express & Suites Houston Space Center, Webster

Utah

Proposed Resort @ Bryce Canyon, Bryce Hotel, Proposed, Bryce Canyon
 Amangiri Resort & Spa and Pangolin Land, Canyon Point
 Red Mountain Spa, Ivins
 Utah Trails Resort, Kanab
 Canyon Land Resort, Proposed, Kane County
 Courtyard by Marriott, Layton
 Zermatt Resort & Spa, Midway
 Crystal Inn Mid Valley, Murray
 Holiday Inn Express & Suites, Prop., Murray
 Marriott Hotel, Ogden
 TownePlace Suites, Proposed, Orem
 Hampton Inn & Suites, Park City
 Holiday Inn Express, Park City
 Lodges at Stillwater, Park City
 Marriott Park City, Park City
 St. Regis Deer Crest Resort, Park City
 Sky Lodge, Park City
 Marriott Provo, Provo
 Residence Inn, Provo
 Seven Peaks Resort Hotel, Provo
 Hotel, Proposed, St. George
 SpringHill Suites, Proposed, St. George
 Cavanaugh's Olympus Hotel, Salt Lake City
 Chase Suite SLC Downtown, Salt Lake City
 Courtyard Salt Lake City Airport, Salt Lake City
 Crystal Inn West Valley, Salt Lake City
 DoubleTree Suites by Hilton, Salt Lake City
 Hotel Monaco, Salt Lake City
 Marriott Salt Lake City University Park, Salt Lake City
 Red Lion Hotel, Salt Lake City
 Sheraton Hotel, Salt Lake City
 Shilo Inn, Salt Lake City
 WestCoast Hotel, Salt Lake City
 Woodfin Suites Hotel, Salt Lake City
 Zion Park Inn & Switchback Grill & Trading Company, Salt Lake City
 Hyatt House Salt Lake City Sandy, Sandy

Vermont

Hilton, Burlington
 Sheraton Burlington, Burlington
 Wyndham Burlington, Burlington

Virginia

Hawthorn Suites, Alexandria
 Howard Johnson's, Alexandria
 Crystal Gateway Marriott, Arlington
 Waterview Condominium Hotel, Arlington
 AmeriSuites, Arlington Heights
 Embassy Suites Crystal City, Arlington
 Hyatt Arlington, Arlington
 Homestead Studio Suites, Chantilly
 Residence Inn by Marriott Dulles South, Chantilly
 Wingate Inn Dulles Airport, Chantilly
 Aloft, Chesapeake
 Best Western Plus Portsmouth, Chesapeake
 Hampton Inn & Suites Chesapeake Square Mall, Chesapeake
 Hilton Garden Inn Greenbrier, Chesapeake

Residence Inn by Marriott Chesapeake Greenbrier, Chesapeake
 TownePlace Suites, Chesapeake
 Hampton Inn Petersburg Southpark Mall, Colonial Heights
 Holiday Inn Petersburg North Fort Lee, Colonial Heights
 Holiday Inn Crowne Plaza, Crystal City
 Best Western Windsor Inn & Suites, Danville
 Hilton Garden Inn, Fairfax
 Homestead Studio Suites, Fairfax
 Hyatt Fair Lakes, Fairfax
 Westin Tysons Corner, Falls Church
 Motel 6, Fredericksburg
 Homestead Studio Suites, Glen Allen
 Marriott Richmond West, Glen Allen
 SpringHill Suites, Glen Allen
 Comfort Inn, Gloucester
 Fairfield Inn & Suites, Manassas
 Holiday Inn Express & Suites, Manassas
 Hilton Tyson's Corner, McLean
 Holiday Inn Express, Mechanicsville
 Omni International Hotel, Norfolk
 Sheraton Norfolk Waterside, Norfolk
 SpringHill Suites Virginia Beach, Norfolk
 Homestead Studio Suites, Reston
 Embassy Suites, Richmond
 Extended-Stay Hotel, Proposed, Richmond
 Holiday Inn West End, Richmond
 Comfort Inn, Springfield
 Hampton Inn, Springfield
 Candlewood Suites Hotel, Sterling
 Homestead Studio Suites, Sterling
 Sierra Suites, Proposed, Sterling
 Suburban Extended Stay, Sterling
 Marriott Hotel, Tyson's Corner
 Fairfield Inn, Virginia Beach
 Studios 4 Less Virginia Beach, Virginia Beach
 Residence Inn Tysons Corner Mall, Vienna
 Fairfield Inn & Suites by Marriott, Williamsburg

Washington

Red Lion Inn, Aberdeen
 *Iron Horse Casino, Auburn
 Best Western Bellevue Inn, Bellevue
 Candlewood Suites, Bellevue
 DoubleTree Bellevue Center, Bellevue
 Embassy Suites, Bellevue
 Full-Service Hotel, Proposed, Bellevue
 Hampton Inn, Bellevue
 Hyatt House Seattle Bellevue, Bellevue
 La Quinta Inn, Bellevue
 Larkspur Landing Hotel, Bellevue
 Lincoln Square Hotel, Bellevue
 Marriott Hotel, Bellevue
 Palladium Center Project, Bellevue
 Red Lion Hotel Bellevue, Bellevue
 Red Lion Inn Bellevue Center, Bellevue
 Residence Inn, Bellevue
 Ritz-Carlton Hotel, Proposed, Bellevue
 Westin Hotel, Proposed, Bellevue
 Semi-ah-moo Resort, Blaine
 Sierra Suites Hotel, Proposed, Bellevue
 Full-Service Hotel, Proposed, Everett
 Motel 6, Issaquah
 Red Lion Inn, Kelso

Red Lion Hotel Columbia Center, Kennewick
 SpringHill Suites Tri-Cities, Kennewick
 Comfort Inn, Kent
 Fairfield Inn, Proposed, Lacey
 Proposed Hotel, Lakewood
 Embassy Suites, Lynnwood
 Residence Inn, Lynnwood
 Phoenix Inn, Olympia
 Red Lion Hotel, Olympia
 WestCoast Olympia Hotel, Olympia
 DoubleTree Hotel, Pasco
 Red Lion Hotel, Pasco
 Red Lion Inn, Pasco
 Red Lion Hotel, Port Angeles
 Marriott Hotel, Proposed, Redmond
 Residence Inn, Redmond
 Hilton Gardens Hotel, Redmond
 Hyatt House Seattle Redmond, Redmond
 Hilton Garden Inn, Renton
 Larkspur Landing Hotel, Renton
 Best Western Tower Inn, Richland
 Red Lion Hotel Hanford House, Richland
 Red Lion Inn, Richland
 Shilo Inn, Richland
 Cedarbrook Lodge & Conference Ctr., Sea-Tac
 Coast Gateway Hotel, Sea-Tac
 Hampton Inn, Sea-Tac
 Holiday Inn Sea-Tac, Sea-Tac
 La Quinta Inn, Sea-Tac
 Red Lion Hotel, Sea-Tac
 Wingate, Proposed, Sea-Tac
 Alexis Hotel, Seattle
 Convention Hotel at Greyhound Site, Prop. Seattle
 Courtyard Hotel, Seattle
 DoubleTree by Hilton Arctic Club Hotel, Seattle
 Doubletree Inn, Seattle
 Elliott Hotel, Seattle
 Embassy Suites Seattle/Tacoma, Seattle
 Extended-Stay Hotel, Proposed, Seattle
 Fairmont Olympic Hotel, Seattle
 Four Seasons Olympic Hotel, Seattle
 Four-Star Hotel, Proposed, Seattle
 Grand Hyatt Seattle, Seattle
 Hampton Inn, Seattle
 Holiday Inn Crowne Plaza, Seattle
 Holiday Inn Sea-Tac, Seattle
 Homewood Suites, Seattle
 Hotel 1000, Seattle
 Hotel Andra, Seattle
 Hotel First Street, Proposed, Seattle
 Hotel Max, Seattle
 Hotel Monaco, Seattle
 Hotel, Proposed, Seattle
 Hotel Theodore (fka Roosevelt Hotel), Seattle
 Hotel Vintage Plaza, Seattle
 Hyatt Hotel at Olive8, Proposed, Seattle
 Hyatt Regency, Seattle
 Madison Hotel, Seattle
 Marriott Seattle Waterfront, Seattle
 Kimpton Palladium, Seattle
 Paramount Hotel, Seattle
 Red Lion Hotel, Seattle
 Renaissance Hotel, Seattle
 Seattle Hotel, Proposed, Seattle
 Sheraton Hotel, Seattle
 Springhill Suites, Seattle

PROPERTIES - CONTINUED

* Denotes Gaming Property

W Hotel, Seattle
 WestCoast Grand Hotel on Fifth Avenue, Seattle
 WestCoast Paramount, Seattle
 WestCoast Vance Hotel, Seattle
 Bay Silverdale Hotel, Silverdale
 Salish Lodge, Snoqualmie
 Courtyard by Marriott, Spokane
 DoubleTree Spokane City Center, Spokane
 Red Lion Hotel at the Park, Spokane
 Red Lion Inn, Spokane
 Residence Inn, Proposed, Spokane
 WestCoast Grand Hotel, Spokane
 WestCoast Ridpath Hotel, Spokane
 Shilo Inn, Spokane
 Red Lion Inn, Spokane Valley
 Skamania Lodge, Stevenson
 Hotel Monaco, Tacoma
 Hotel Premier, Tacoma
 La Quinta Inn, Tacoma
 Marriott Hotel Convention Center Prop., Tacoma
 Park Shore Inn, Tacoma
 Red Lion Inn, Tacoma
 Sheraton Hotel, Tacoma
 Shilo Inn Suites, Tacoma
 Winthrop Hotel, Tacoma
 Doubletree Suites, Tukwila
 Embassy Suites, Tukwila
 Residence Inn, Tukwila
 Hampton Inn, Tukwila
 Homewood Suites by Hilton, Tukwila
 Hotel, Proposed, University Place
 Hotel, Proposed, Vancouver
 Phoenix Inn, Vancouver
 Red Lion Inn at the Quay, Vancouver
 Residence Inn, Vancouver
 Red Lion Inn, Wenatchee
 WestCoast Wenatchee Center Hotel, Wenatchee
 Full-Service Hotel, Proposed, Yakima
 Hotel, Proposed, Yakima
 Red Lion Hotel Yakima Center, Yakima
 Red Lion Inn, Yakima

West Virginia

Holiday Inn Charleston House, Charleston
 Charles Town Entertainment Complex, Charles Town
 Holiday Inn Express, Falling Waters
 Holiday Inn, Huntington
 Days Inn, Martinsburg
 Microtel Inn & Suites, Triadelphia
 Howard Johnson's, Wheeling

Wisconsin

Radisson Hotel, Appleton
 Radisson Paper Valley Hotel, Appleton
 Fairfield Inn, Auburn Hills
 DoubleTree Hotel, Brookfield
 Fairfield Inn, Brookfield
 Milwaukee Marriott Hotel, Brookfield
 Wyndham Garden Hotel, Brookfield
 Radisson Inn, Farmington Hills
 Various Locations, Frankenmuth
 Hilton Garden Inn, Green Bay
 Motel 6, Green Bay

Super 8 Motel, Jamesville
 Super 8 Motel, Kenosha
 Hilton Garden Inn Appleton/Kimberly, Kimberly
 Fairfield Inn, Madison
 Hampton Inn & Suites Madison West, Madison
 Homewood Suites Madison West, Madison
 Sheraton Hotel, Madison
 Fairfield Inn, Milwaukee
 Hampton Inn, Proposed, Milwaukee
 Holiday Inn-Airport, Milwaukee
 Holiday Inn Milwaukee Riverfront, Milwaukee
 Holiday Inn-West, Milwaukee
 Hyatt Regency, Milwaukee
 Kimpton Hotel, Proposed, Milwaukee
 Renaissance ClubSport, Prop., Milwaukee
 Wyndham Milwaukee Airport Hotel and Convention Center, Milwaukee
 Country Inn & Suitesl, Marinette
 Holiday Inn, Neenah
 Hilton Garden Inn, Oshkosh
 Downtown Convention Hotel, Racine
 Fairfield Inn, Warren
 Hampton Inn & Suites, Proposed, West Allis
 Hotel, Proposed, West Allis
 Great Wolf Lodge, Wisconsin Dells
 Wilderness Hotel & Resort, Wisconsin Dells

Wyoming

Days Inn, Casper
 Motel 6, Casper
 Shilo Inn, Casper
 Flying L Skytel, Cody
 Shilo Inn, Evansville
 Amangani Resort, Jackson Hole
 Four Seasons Resort Hotel, Condominiums, and Fractionals, Jackson Hole
 Granary Restaurant & Spring Creek Ranch, Jackson Hole
 Amerihost, Pinedale

U.S. TERRITORIES

Guam

Royal Palm Resort, Tumon
 Hyatt Regency Hotel, Tumon Bay
 Palace Hotel Guam, Tamuning
 Hotel, Proposed, Tamuning

Puerto Rico

El San Juan Resort & Casino, a Hilton Hotel, Carolina
 Waldorf Astoria El Conquistador Resort, Fajardo
 Carib Inn, San Juan
 Condado Plaza Hilton, San Juan

INTERNATIONAL

Aruba

*Prop. Hard Rock Hotel and Casino, Oranjestad
 *Renaissance Aruba Resort & Casino and Retail Mall, Oranjestad
 *Marriott Aruba Resort & Stellaris Casino, Palm Beach

Antigua

Carlisle Bay Antigua, St. Mary's

Bahamas

Resort, Marina, and Villas, Prop., Eleuthera
 *Coral Harbour Development, Prop., Nassau
 Atlantis, Paradise Island
 Baja Mar Resort, Paradise Island
 One & Only Ocean Club Resort, Paradise Island
 Reef Atlantis, Paradise Island

Barbados

St. Barth Hotel, Proposed, Grand Cul de Sac, St. Barthelemy

Bermuda

Reefs Resort & Fractionals, Southampton

Canada

Westin Calgary, Calgary, AB
 119-Unit Hotel, Canmore, AB
 Courtyard by Marriott, Edmonton, AB
 Enoch Cree Entertainment Complex, Prop., Edmonton, AB
 Sutton Place, Edmonton, AB
 Westin Edmonton, Edmonton, AB
 Fairmont Jasper Park Lodge, Jasper, AB
 Fairmont Chateau Lake Louise, Lake Louise, AB
 Entertainment Complex, Proposed, Lloydminster, AB
 Delta Vancouver Airport Hotel & Marina, Richmond, BC
 Fairmont Vancouver Airport, Vancouver, BC
 Hotel Georgia, Vancouver, BC
 Pacific Palisades Hotel, Vancouver, BC
 Sutton Place Hotel, Vancouver, BC
 Westin Bayshore Resort & Marina, Vancouver, BC
 Fairmont Chateau Whistler, Whistler, BC
 Mountainside Lodge, Whistler, BC
 Holiday Inn Airport West, Winnipeg, MB
 Courtyard by Marriott, Markham, ON
 Residence Inn by Marriott, Markham, ON
 Fairfield Inn by Marriott, Markham, ON
 Courtyard by Marriott, Mississauga, ON
 Residence Inn by Marriott, Mississauga, ON
 *Casino Niagara, Niagara, ON
 Westin Ottawa, Ottawa, ON
 Sutton Place Hotel & Apartments, Toronto, ON
 Toronto Prince Hotel, Toronto, ON
 Westin Bristol Place Toronto Airport, Toronto, ON
 Westin Harbour Castle, Toronto, ON
 Courtyard by Marriott Toronto Vaughan, Vaughan, ON
 Fairmont Chateau Montebello, Montebello, QC
 Fairmont Kenauk, Montebello, QC
 Hyatt Regency Montreal, Montreal, QC
 Le Chateau Frontenac, Quebec City, QC

Cayman Islands

Courtyard Hotel Grand Cayman, Grand Cayman
 Marriott Grand Cayman, Grand Cayman
 Treasure Island Resort, Grand Cayman
 Westin Casuarina Resort & Spa, Grand Cayman

PROPERTIES - CONTINUED

** Denotes Gaming Property*

<p>Chile *Casino Hotel, Prop., San Francisco de Mostazel</p> <p>Costa Rica Rip Jack Inn Hotel, Playa Grande, Guanacaste</p> <p>Curacao Hard Rock Hotel, Proposed Curacao *Renaissance Curacao Resort & Casino, Willemstad</p> <p>Fiji Jean-Michele Cousteau Resort, Savusavu Taunovo Bay Resort Hotel, Proposed, Taunovo Bay</p> <p>France Le Mélézin Hotel, Courcheval 1850 Marriott Champs Elysée, Paris</p> <p>French Polynesia Four Seasons Resort, Bora Bora</p> <p>Indonesia St. Regis Bali Resort, Bali</p> <p>Ireland Proposed Mixed-Use Development, Tipperary</p> <p>Macau, S.A.R., China Altira Macau *City of Dreams Hotel & Casino, Prop. & Existing *Crown Macau Hotel & Casino *Grand Waldo Casino-Hotel *New Century Hotel & Casino, Macau *Sands Casino Macao Sands China Limited Parcels 5 & 6 Studio City Macao Venetian Resort Macao, Proposed</p> <p>Maldives One & Only Reethi Rah Resort, Reethi Rah</p> <p>Mauritius One & Only Le Saint Geran Hotel</p> <p>Mexico Trump Ocean Resort, Prop., Rosarito Beach, BC Rancho La Puerta, Tecate, BC Hotel, Proposed, Tijuana, BCN 400-Room Hotel, Prop., Cabo San Lucas, BCS Capella Pedregal Resort, Prop., Cabo San Lucas, BCS Chileno Bay Development, Cabo San Lucas, BCS</p>	<p>Hilton Los Cabos Beach & Golf Resort, San Jose del Cabo, BCS Hotel & Timeshare Development, Prop., Cabo San Lucas, BCS Esperanza Resort & Fractionals, Cabo San Lucas, BCS One&Only Palmilla, San Jose del Cabo, BCS Luxury Hotel Submarket, Los Cabos, BCS Las Hados Resort, Manzanillo, Colima Four Seasons Mexico D.F., Mexico City, DF Sheraton Centro Historico Hotel & Convention Center, Mexico City, DF Barcelo La Jolla de Mismaloya, Puerto Vallarta, Jalisco Puerto Vallarta Casa Magna Marriott Resort, Puerto Vallarta, Jalisco Four Seasons Resort Punta Mita, Bahia de Banderas, Nayarit Cancun Casa Magna Marriott Resort, Cancun, QR Hilton Cancun Beach & Golf Resort, Cancun, QR Sandos Cancun Luxury Experience Resort & Spa, Cancun, QR</p> <p>Netherlands Swissôtel Amsterdam, Amsterdam</p> <p>Panama *Convention-Oriented Hotel and Casino, Proposed, Panama City</p> <p>Russia *Casino Component Proposed Resort, Moscow</p> <p>Singapore Marina Bay Sands Development, Marina Bay</p> <p>Spain Proposed LVS Spain Development Project</p> <p>Sri Lanka Proposed Lost City of Shanhala</p> <p>United Arab Emirates Atlantis The Palm, Dubai</p> <p>Virgin Islands Pond Bay Saint John, Saint John</p> <p>West Indies Grand Princess Entertainment Center, Jolly Harbour, Antigua Four Seasons Resort, Nevis</p> <p>VARIOUS Anglo-Irish Hotel Portfolio, Various Locations</p>	<p>AppleCore/Provenance Hotel Portfolio, Various Locations ARC Hotel Portfolio, Various Locations Ashford Hospitality Assets, Various Locations Barclays Portfolio, Various Locations Chelsea Portfolio, Various Locations City of Milpitas Occupancy Tax Study Cooper Hotel Portfolio, Various Locations Clarion Portfolio, Various Locations Competitive Luxury Hotel Performance, Los Angeles Cooper Hotel Portfolio, Various Locations Crossland Economy Suites & Extended Stay Americas, Various Locations Equity Inns Portfolio, Various Locations Extended Stay America Portfolio, Various Locations Fairmont Management Company Fairmont/Raffles/Swissôtel Portfolio Felcor Lodging Company Analysis, Various Locations G6 Hospitality – Motel 6 Portfolio, Various Locations Hardage Hotels – Franchise Valuation, Various Locations, CA Hilton/Blackstone Portfolio, Various Locations KeyBank Hotel Portfolio, Various Locations La Quinta Portfolio, Various Locations Larkspur Landing Portfolio, Various Locations Motel 6 Portfolio, Various Locations Noble House Management Portfolio Pacifica Hotel Portfolio, Various Locations Project Gateway, Various Locations Sage Hospitality Portfolio of 10 Hotels, Various Locations Project Wild Portfolio – Great Wolf Lodges, Various Locations Red Roof Inn Portfolio, Various Locations RLJ Portfolio, Various Locations RREAF Holdings, LLC/Texas Hotel Portfolio San Francisco and Los Angeles Market Snapshots Schidler Hotel Portfolio, Various Locations Semiahmoo Hotel Company Silverwest Portfolio, Various Locations Starwood Portfolio, Various Locations Strategic Portfolio, Various Locations Summit Hotel Portfolio, Various Locations Tharaldson/CNL/Thunderbird Portfolio, Various Locations Valuation of AmericInn International, LLC Valuation of Great Wolf Resorts Company Value Place Portfolio, Various Locations</p>
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Business, Consumer Services & Housing Agency
BUREAU OF REAL ESTATE APPRAISERS
REAL ESTATE APPRAISER LICENSE

Suzanne R. Mellen

has successfully met the requirements for a license as a residential and commercial real estate appraiser in the State of California and is, therefore, entitled to use the title:

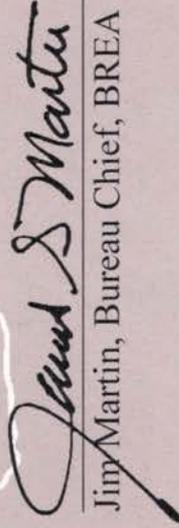
BREA
“Certified General Real Estate Appraiser”

This license has been issued in accordance with the provisions of the Real Estate Appraisers' Licensing and Certification Law.

BREA APPRAISER IDENTIFICATION NUMBER: **AG 003225**

Effective Date: March 20, 2018

Date Expires: March 19, 2020


Jim Martin, Bureau Chief, BREA

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