

REQUEST FOR EXPRESSION OF INTEREST

POLK STREET RETAIL OPPORTUNITIES

HILTON GARAGE RETAIL OPPORTUNITY

AND

GROUND LEASE OPPORTUNITY

HOUSTON, TEXAS

HOUSTON FIRST CORPORATION

AUGUST 12, 2015

**REQUEST FOR EXPRESSION OF INTEREST
ADDITIONAL RETAIL OPPORTUNITIES**

**Retail Opportunities in the
Hilton Parking Garage
and
Ground Lease Opportunity
Houston, Texas**

ISSUE DATE: August 12, 2015

SUBMITTAL DEADLINE **September 12, 2015**

SUBMIT TO: Wulfe & Co.
1800 Post Oak Blvd.
6 BLVD Place, Suite 400
Houston, Texas 77056
Attention: Katherine Wildman
Bunny McLeod

CONTACT INFO: Any questions concerning this Request for Expression of Interest ("Request") must be sent by e-mail to Katherine Wildman at kwildman@wulfe.com or Bunny McLeod at bmcleod@wulfe.com.

REQUEST FOR EXPRESSION OF INTEREST ADDITIONAL RETAIL OPPORTUNITIES

PURPOSE OF THIS REQUEST

Houston First Corporation (“HFC”) is soliciting expressions of interest from persons and entities interested in leasing space being developed for restaurant or entertainment purposes. HFC is seeking tenants whose offerings will be representative of the cultural diversity and creativity of Houston dining and entertainment and that further HFC’s goal of transforming the Convention Center District into a high energy gathering spot for Houstonians and visitors.

WHO IS HOUSTON FIRST AND WHAT IS THE CONVENTION DISTRICT?

HFC is a local government corporation created by the City of Houston to facilitate economic growth through the business of conventions and the arts. HFC is responsible for management and operation of more than 10 city-owned buildings and plazas, and underground and surface parking for over 10,000 vehicles. Facilities include the George R. Brown Convention Center (GRB), Jones Hall, Wortham Theater, Miller Outdoor Theatre, Talento Bilingue de Houston, and certain outdoor facilities such as Jones Plaza, Sesquicentennial Park, Ray C. Fish Plaza, Root Memorial Square, sixteen fountains/water features, and several other small landscaped properties.

The GRB is located on the east edge of downtown Houston, bounded by Rusk, Polk, US Highway 59, and Avenida de las Americas (ADLA). Adjacent to Discovery Green and the 1,200 room Hilton-Americas Houston hotel, the GRB is flanked by Minute Maid Park to the north and Toyota Center to the south.

The new 1,000 room Marriott hotel is presently under construction, on the west side of ADLA across from the GRB. It will be connected to the GRB by an overhead sky bridge walkway. The Marriott is expected to open by September 2016.

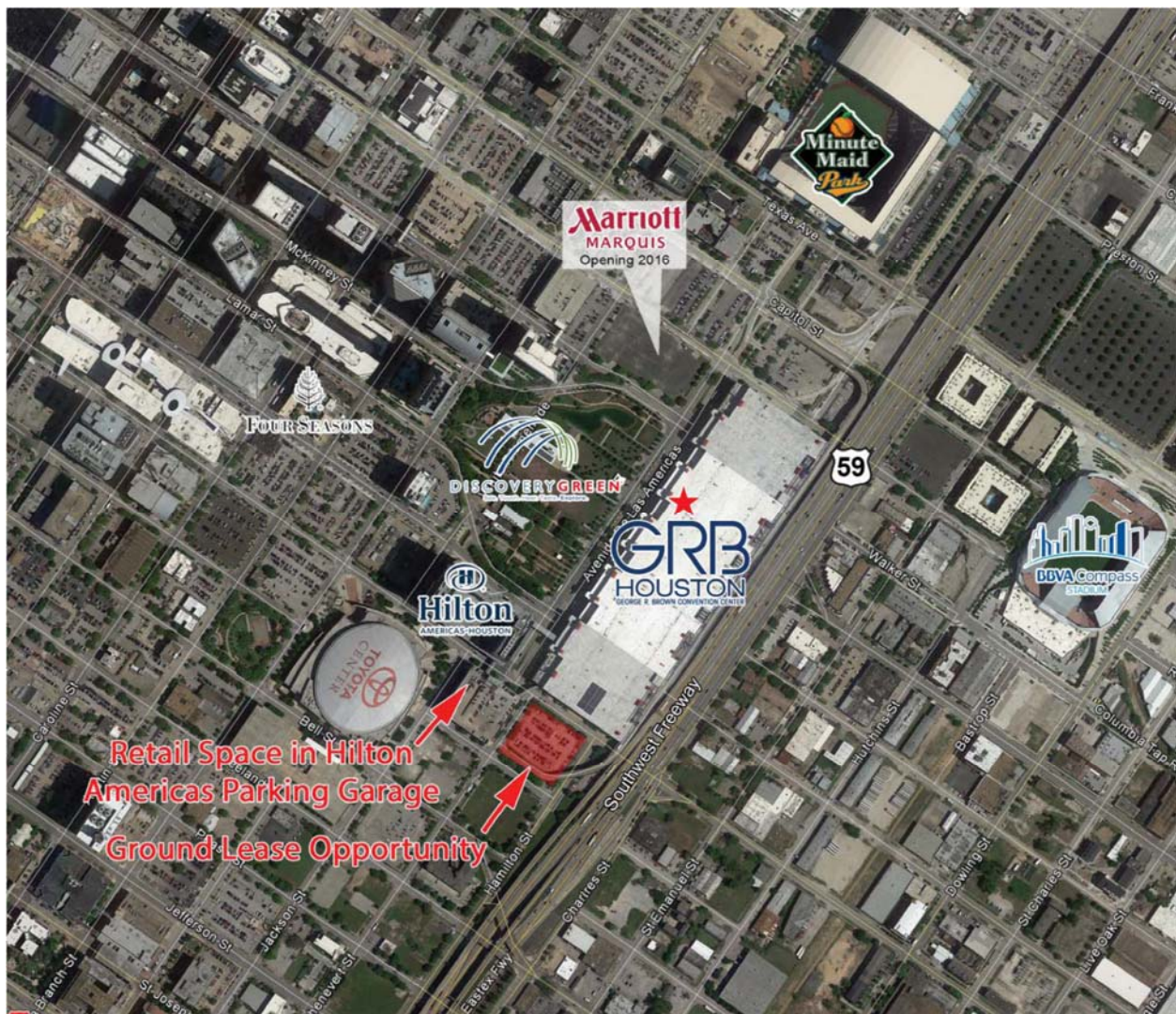
As part of its efforts to revitalize the Convention District, HFC is, in addition to fostering development of the new Marriott hotel, undertaking several other projects in the Convention District.

- HFC is developing, at the north end of the GRB, an office building, to be known as the GHP Building, together with an approximate 2,000 space parking garage. Plans for future development include a hotel atop the parking garage.
- HFC is also currently undertaking an extensive improvement of the GRB, which includes the creation of a variety of the retail opportunities described in this Request.

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- As part of the renovation of the GRB, HFC is revamping the GRB streetscape, including reconfiguring the ADLA to narrow the number of lanes to create plazas and other attractive and vibrant public gathering areas intended to foster and enhance the appeal of the Convention District.

In addition to the retail opportunities at the GRB and the new office building as described in a prior Expression of Interest dated March 3, 2015, HFC is offering up to a 4,872 SF retail opportunity in the Hilton Garage fronting Polk Street and a ground lease opportunity on the 64,870 SF parcel bounded by Polk, Hamilton, Chenevert and Clay Streets.



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RETAIL OPPORTUNITIES

Opportunity #1 will be created out of the existing Hilton Garage, with a maximum size of 4,872 SF of lease space (42' x 116') with signage available, subject to all local codes, on Polk Street. Space will be available for Tenant buildout by approximately January, 2016.

Opportunity #2 is a potential ground lease of the 64,870 SF City owned land parcel bounded by Polk Hamilton, Chenevert, and Clay Streets. No specific use restrictions apply, although property will be limited to a 10 year primary term with Landlord right to terminate after year five.

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Retail opportunities are depicted in orange on the site plan.

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EXPRESSION OF INTEREST – WHAT WE ARE ASKING FOR NOW?

HFC wants to know if you have an interest in leasing any of the retail opportunities, and, if you do, please provide some basic information about you and the restaurant or entertainment concept or theme that you would propose for the retail spaces. HFC asks that you express that interest by completing the form (Expression of Interest) attached as Schedule 1 to this Request and submitting it to Wulfe & Co. shown on page one as the Submittal Deadline (**September 12, 2015**). Failure to submit timely information may disqualify you from participating in the process.

PROCESS DESCRIPTION, GENERAL TIMING AND OTHER THINGS YOU NEED TO KNOW

1. *Manner of Selection*

HFC will, with its consultants, review and consider each Expression of Interest for the purpose of identifying those with whom HFC desires to engage further in discussions. Primarily, a proven track record of successful operations and a thematic concept consistent with HFC's goals will be foremost in the evaluation and selection process. Respondents HFC invites to participate further in the process can expect that interviews and delivery of more detailed plans for business operations may be required, as well as more in-depth evidence of financial capability, as the process proceeds.

2. *Timing*

HFC projects that the lease space in the Hilton Garage will be available for construction of tenant interior finish work by the successful Respondent in time for opening of business by the end of the second quarter or during the third quarter of 2016. The ground lease parcel will be available for construction as soon as tenant's plans are approved and tenant has received a building permit. HFC's goal is to execute leases by December 31, 2015.

3. *Other Things You Need to Know*

From the date issued until the Submittal Deadline, Respondents are asked not to communicate with HFC Board members regarding any matter relating to this Request.

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As HFC is subject to the Texas Public Information Act (“TPIA”), all information you submit is subject to release under the provisions of the TPIA set forth in Chapter 552 of the Texas Government Code. If you believe that something you are submitting should remain confidential, please label it “confidential” clearly and unambiguously. If HFC receives a TPIA request for any of the materials you provide to HFC, HFC will let you know and you will have the opportunity to raise objections to disclosure with the Texas Attorney General. The Texas Attorney General, and not HFC, makes the determination of whether the material should be provided to the person who made the TPIA request.

All costs and expenses you incur in providing your response or otherwise participating in the process shall be borne solely by you. In no event shall HFC have any responsibility therefor. Similarly, all costs and expenses incurred by HFC shall be borne solely by HFC and in no event shall you have any responsibility therefor.

HFC may, based on questions it receives from interested parties prior to the Submittal Deadline, issue clarifications to this Request. HFC will make those clarifications available on its website and will provide them to each respondent who has, at the time the clarification has been issued, provided HFC an Expression of Interest.

HFC’s website address where clarifications can be found, as well as other information about this Request is as follows:

<http://www.houstonfirst.com/business>

HFC reserves the right, should it deem necessary in HFC’s best interest, to do any or all of the following: (1) waive any irregularities in any of the responses; (2) select candidates for submittal of one or more detailed or alternate proposals; (3) select candidates for oral interviews; (4) accept any submittal or portion of a submittal; (5) reject any or all Respondents submitting responses; or (6) cancel the entire process.

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**SCHEDULE 1
EXPRESSION OF INTEREST FORM**

1. Name of Respondent:

2. Address of Respondent:

3. Email Address for Respondent:

4. Please provide a brief description of your concept ownership and operation experience, including the name of the restaurant and/or entertainment venue(s), the location, the theme of the menu offering or, as applicable, entertainment offering, the years of operation and your role with regard to the business (please feel free to attach additional pages as needed):

5. Please provide a brief description of the theme of concept that you would propose and, if you are interested in the Hilton Garage or the Ground Lease opportunity:

