

# Letter Of Intent Checklist

## Basic Information/ Parties

### 1. Tenant's Information

- Name
- Address
- Type of entity and place of formation (e.g., corporation, LLC, state of inc.)
- Contact person

### 2. Landlord's Information

- Legal Name
- Address
- Building/Center ownership information
- Contact person

## Premises

1. Description of space (e.g., location, size, suite #, floor)
2. Base building plans (Exhibit A)
3. Landlord's construction obligations for space/common area
4. Tenant improvements
5. Landlord's/Tenant's obligation
6. Tenant improvement allowance
7. Electricity requirements (e.g., wattage per square foot)
8. Restoration of space at lease end (e.g., removal of alterations)

## Term

1. Term of lease (number of years)
2. Lease commencement
  - Date
  - Conditions to commencement (condition of premises)
  - Incentives and Delays (e.g., penalties, termination, self-help)
3. Early occupancy
4. Delayed possession

## Rental

1. Rent Commencement
  - Date
  - Conditions precedent
2. Base Rent
3. Escalation method (%, \$, CPI, bumps or combination)
4. Percentage rent (%, breakpoint)
5. Operating expenses/CAM costs

- Base year
  - Pro rata share
  - Inclusions/Exclusions
  - Operating expense cap
    - Gross up provision
    - Adjustments
  - Audit Rights
6. Utility charges
7. Real estate taxes
- Base year or base amount
  - Pro rata share
  - Right to contest
  - Audit Rights
8. Security deposit (e.g., amount, treatment of interest, cash or letter of credit, burn-off)
9. Rent abatement (e.g., conditions, duration, amount)
10. Rent concessions
11. Personal Guaranty (limits, burn-off, name of guarantor)

#### Permitted Use

1. Tenant's use of space
2. Operating restrictions/requirements
  - Restrictions on hours of operation
  - Continuous operations
  - Trade name requirements
3. Restrictions on Landlord
4. Covenant to open
5. Conduct of business
6. Tenant's right to finance equipment/improvements

#### Services And Amenities

1. Building services furnished by Landlord (e.g., HVAC, plumbing, electricity, passenger elevators, freight elevators)
  - Business hours of building/center
  - Hours of basic service (e.g., HVAC, elevator)
  - After-hours service costs
  - Supplemental A/C and other services (e.g., availability, cost)
  - Temperature range for HVAC
2. Building access (24/7)
3. Size, design, and layout of building/center (e.g., plot plan, floor plan, gross leasable area, signage and

- location)
4. Building directory
  5. Signage (interior/exterior, location, restrictions)
  6. Roof antenna rights (and riser availability)
  7. Building amenities (e.g., garage, cafeteria, newsstand, day care, high-tech communications capabilities)
  8. Parking (assigned spaces, charge, restrictions on Landlord, parking ratio)
  9. Quality of building/center and services (e.g., 1st class)
  10. Interruption of services (who bears responsibility)

#### Assignment And Subletting

1. Consent conditions
2. Exceptions
3. Stock transfer or similar transfer
4. Recapture rights
5. Profit sharing
6. Change of use restrictions

#### Renewal Options & Rights

1. Renewal/Extension of Term
2. Expansion Rights
3. Purchase Option
4. Termination Option
5. Relocation right of Landlord
6. Right of first refusal/offer
7. Right to go dark (retail)

#### Representations/Obligations

1. Subordination, non-disturbance, and attornment agreement (SNDA) from lender, ground lessor, and/or owner (for subtenant)
2. Insurance (Landlord and tenant obligations)
3. Compliance with law, zoning
4. Latent defects
5. ADA compliance
6. Certificate of occupancy (temporary and permanent)
7. Asbestos/Toxic materials representation
8. Hazardous materials
9. Common area liability obligations for Landlord

#### Miscellaneous

1. Memorialize brokers of the transaction
2. Binding/Nonbinding
3. Confidentiality

#### 4. Proposed timeline