

EXHIBIT

GUIDELINES FOR PERMITTED USES ON THE UNIVERSITY OF KENTUCKY COLDSTREAM RESEARCH CAMPUS

A. GENERAL SELECTION CRITERIA - Tenant must be either:

1. Engaged in research and development or the production of scientifically-oriented products, or the type of activity which would help attract such users; or
2. Capable of enhancing the reputation of the University, the Lexington area, and the Commonwealth of Kentucky. Examples include major corporations and nonprofit associations and institutes.

In addition, the prospective user must be capable of and committed to establishing a mutually beneficial relationship with the University through joint research programs, employment opportunities, and similar linkages.

B. PERMITTED USES - The Coldstream Research Campus will be an area devoted to business, research, science, and related production activities which could benefit from a proximity to the University of Kentucky and be in harmony with the development and economies of the greater Lexington and Kentucky communities. Within this context, the following uses will be permitted:

1. Laboratories, offices, and other facilities for basic and applied research, testing, and consulting.
2. Production or assembly of prototype products, scientifically-oriented production, or the assembly of high technology products which are related to the on-site research and development, activities of the tenant.
3. Pilot plants in which processes planned for used in production elsewhere can be tested and assembled.
4. Pharmaceutical preparation and research-related production facilities.
5. Corporate headquarters and regional divisions of companies including those working with University of Kentucky research programs, faculty, or facilities, or companies with whom the University seeks a relationship.
6. Associations and other nonprofit institutions primarily engaged in industry-based research, social science analysis, or educationally-oriented activities.
7. Accessory and supporting uses, such as food and other retail services and administrative and office support functions, conducted primarily for the convenience of Coldstream Research Campus employees.

8. Facilities for physical recreation, including fitness centers and sports courts.
9. Residential facilities on certain parcels or lots may be acceptable if preapproved in writing by the Landlord.
10. Research, instruction, and outreach activities conducted or jointly sponsored by the University of Kentucky.

C. **PROHIBITED USES** - No facility or activity at the Coldstream Research Campus shall create a nuisance, have a significant adverse effect on the environment, or create a safety hazard. Specifically, prohibited uses include:

1. The manufacture, storage, distribution or sale of any products or items that would create a fire hazard to any improvement at Coldstream Research Campus.
2. Any business which constitutes a nuisance through the emission of odors, gases, smoke or dust that could reasonably be expected to be injurious to property or persons or otherwise objectionable.
3. Any activity that produces noise in excess of reasonable standards to be established by the University.
4. Any operation that would produce radiation or radioactivity beyond the lot line or which would impact the soils and/or surface and groundwater at Coldstream Research Campus.
5. Storage of material or the use of equipment or research processes which could cause earth tremors or vibrations beyond the boundaries on the lot upon which they are situated.
6. Storage of explosives.
7. Any activity producing electrical radiation which would adversely affect operations equipment other than that of the creator of the electrical radiation.
8. Any activity creating sewage or industrial waste whose proposed disposal method would not comply with applicable federal, state, and local standards.
9. Any purpose or uses in violation of the applicable laws of the United States, the Commonwealth of Kentucky, or Fayette County.
10. Items 2 and 3 of prohibited uses in the Light Industrial (1-1) zone of the Lexington-Fayette Zoning Ordinance, 8-20(e).
11. Items 2-5 of prohibited uses in the Professional Office (P-1) zone of the Lexington-Fayette Zoning Ordinance, 8-13(e).

12. Prohibited uses in the University Research Campus (P-2) Zone, Zoning Ordinance 8-24(e).