

ATTENTION ALL SELLERS

TEMPORARY REVISED WALK-UP RESERVATION PROCEDURE

In order to try to prevent **LONG LINES** and give all vendors **AN EQUAL OPPORTUNITY** to make Walk-Up Reservations, the following **WALK-UP RESERVATION PROCEDURE** will take place beginning **SATURDAY NOVEMBER 4, 2006, THRU DECEMBER 17, 2006.**

Please note: You will be authorized to make WALK-UP Reservations for ONLY THE UPCOMING WEEKEND.

General Information

- ➔ In order to be eligible for a Walk-Up Reservation, **you must have made at least one telephone reservation or have all your seller information in the database.** If you are a first time seller, please contact the corporate office at 949/723-6660 for further information.
- ❖ The Walk-Up reservation process will take place even if the Market Place is not operating due to inclement weather.
- ❖ All sellers will remain subject to the "Orange County Market Place Operating Procedures".
- ❖ Please bring your California Seller Permit with your personal name and our address of 88 Fair Drive, Costa Mesa, CA 92626 and some form of picture I.D. of the vendor making the walk up reservation.
- ❖ A **LIMITED NUMBER** of Walk-Up reservation request will be made available under this program.
- ❖ There are **NO REFUNDS-NO RAIN CHECKS-NO CANCELLATIONS** and all reservations are **NOT TRANSFERABLE.**
- ❖ Tel Phil Enterprises, Inc. reserves the right to reject any or all requests and to cancel the Walk-up Reservation Program at any time.

Guidelines

- ➔ **Color coded numbers will be distributed at space B225 "West end of Corn Dog Stand, beginning at 8:00AM, on a first come first serve basis** until all reservations are sold out. **You are only eligible to make one reservation per person.**
- ❖ **DO NOT LOSE THE color coded number. No replacements or duplicates will be issued.**
- ❖ When you receive a color coded number, your name will be written on the log sheet corresponding to the number issued.
- ❖ You will be given an assigned time to return to the **Guest Services booth for payment and processing.** **DO NOT LINE UP ANY EARLIER THAN YOUR ASSIGNED TIME.**

IMPORTANT NOTE: If you do not return within the assigned time, with your assigned number, you will be passed over and forfeit your opportunity to make a walk-up reservations for the assigned weekend.
- ➔ The **ACTUAL WALK UP RESERVATION** will be taken at the assigned time **at the Guest Services Booth on Row D.**
- ❖ Any interpretation of the above is at the sole discretion of Tel Phil.



Creating Entrepreneurial Opportunities for Orange County Since 1969

ATTENTION ALL SELLERS IMPORTANT NOTICE

JANUARY THRU OCTOBER ENTRY TIME SCHEDULE	
Selling Program	Entry Times
Monthly and Bid Sellers	5:00AM to 6:15AM
Priority Monthly Reservation Sellers	5:00AM to 5:30AM
Telephone & Walk-Up Reservation Sellers	5:45AM to 6:15AM
Overflow/Standby Reservation Sellers	6:30AM to 6:55AM
Artisan Crafter's Corner	5:45AM to 6:15AM

NOVEMBER AND DECEMBER ENTRY TIME SCHEDULE	
Selling Program	Entry Times
Monthly and Bid Sellers	5:00AM to 6:15AM
Priority Monthly Reservation Sellers	4:30AM to 5:00AM
Telephone & Walk-Up Reservation Sellers	5:15AM to 5:45AM
Overflow/Standby Reservation Sellers	6:15AM to 6:40AM
Artisan Crafter's Corner	5:15AM to 5:45AM

Please post this entry time schedule in a safe place.
Entry times are subject to change.



Creating Entrepreneurial Opportunities for Orange County Since 1969

Orange County Market Place®

**Operating Procedures
For Sellers**

© 2000 Tel Phil Enterprises, Inc.

Welcome,

In 1969 the Orange County Market Place® opened at the Orange County Fairgrounds under the banner "Treasures and Trash". During the years that followed, Treasures and Trash evolved into the Orange County Swap Meet. Today it is the Orange County Market Place, the largest and most unique outdoor shopping experience in the nation. Our commitment is to continue our evolution.

We take pride in offering a fun, family oriented environment to the millions of visitors who come each year to enjoy the day with us. We strive to provide our visitors with clean facilities, and friendly and courteous employees. We also offer a variety of quality food and beverage items throughout the Orange County Market Place.

The variety, quality and value of merchandise and the customer service offered to our visitors are very important parts of the Orange County Market Place. We are continually searching for "entrepreneurs" who will not only participate in the Orange County Market Place but also enhance the Orange County Market Place. We are searching for creative entrepreneurs who will involve the customer, and bring the customer back again and again.

We have found through our business experience that most people want to have fun and the best way for them to have fun is to be involved in something. We see our job as trying to involve the customer in whatever we do.

We offer true "Entrepreneurial Opportunities" and we encourage your participation in the continuing evolution of the Orange County Market Place.

Sincerely,

*Robert H. Teller
President*

TABLE OF CONTENTS

	Page#
Introduction	iv
 Section I - Questions	
Most Often Asked Questions	1.1
 Section II - Rules and Regulations	
Rules and Regulations	2.1
1.0 "Permittee" Defined	2.1
2.0 Operating Procedures Must be Followed	2.1
3.0 Operating Procedures are Subject to Change	2.1
4.0 Prohibited Items	2.2
5.0 Restricted Items	2.3
6.0 Prior Written Approval	2.3
7.0 Granting of Exclusives	2.4
8.0 Various Legal Requirements	2.4
9.0 Seller's Permits	2.6
10.0 Corporate Seller's Permits	2.7
11.0 Liability Insurance Requirements	2.7
12.0 Information Services	2.9
13.0 Operating Procedures Concerning Spaces	2.10
14.0 Setting Up	2.11
15.0 Operating	2.11
16.0 Electricity	2.12
17.0 Trash	2.12
18.0 Exiting	2.12
19.0 Operating Procedures Concerning Behavior	2.13
20.0 Customer/Business Relations	2.14
21.0 Operating Procedures For Days of Inclement Weather	2.14
 Section III - Applicable Fees	
Applicable Fees	3.1
1.0 Space Fees	3.1
2.0 Daily Insurance Fees	3.1
3.0 Merchant Information Services	3.2
4.0 Merchant Advertising Services	3.2
5.0 Missed Reservation Processing Fee	3.3
6.0 Double Space Premium Fees	3.3
7.0 Priority Monthly Reservation Request Processing Fees	3.3
8.0 Walk-up Reservation Processing Fees	3.3

Section IV - Selling Programs

	Page#
Types of Permittees and Selling Procedures	4.1
1.0 Overflow	4.1
2.0 Telephone Reservation	4.2
3.0 Walk-Up Reservation	4.4
4.0 Advanced Space Sale Program	4.6
5.0 Priority Monthly Reservation Request	4.8
6.0 Bid/Auction Space Program	4.10
7.0 Corporate Space Program	4.11
8.0 Manufacturer's Outlet Program	4.12
9.0 Monthly Space Program	4.12
10.0 Automotive Road of Dreams	4.14
11.0 Free Speech Area	4.14

Appendix A

Telephone Numbers

Appendix B

Addresses

Appendix C

Location Map

INTRODUCTION

The Orange County Market Place®, America's most unique swap meet, is a celebration of food, fun, value and the entrepreneurial spirit. With some two million visitors each year, the Orange County Market Place has grown to become the centerpiece of the Orange County outdoor shopping experience.

The Orange County Market Place®, founded in 1969, is owned and operated by Tel Phil Enterprises, Inc. and is located on the Orange County Fairgrounds in Costa Mesa at Fair Drive and the 55 Freeway. The Orange County Market Place operates every Saturday and Sunday of the year except during the Orange County Fair in July. In addition to the weekends, the Orange County Market Place holds special holiday events in late November and late December. Operating hours for the general public are from 7:00 a.m. to 4:00 p.m.

With over 1100 merchants and nearly 4 miles of walking aisles, the selling area extends over 20 acres. Adjacent to the selling area, are 40 acres of available parking. While most parking is free, the Orange County Market Place does offer "Preferred Parking" near an entrance for a nominal fee. The general public is charged a fee for admission to the selling area but active duty U.S. Military Personnel and children under 12 years of age are admitted free.

A kaleidoscope of people, cultures, sights and sounds, the Orange County Market Place is a day of adventure and festivities for all who pass through its gates. Each weekend, merchants offer an eclectic range of merchandise and services; original artwork, embroidery, automobiles, fresh fruits and vegetables, international breads, clothes, pianos and even on-site haircuts. Visitors are also treated to live entertainment from local musicians, as well as a vast array of quality, freshly prepared food and beverage items sold in quick service restaurants. These food and beverage operations are owned and operated by Tel Phil Enterprises, Inc. and are located throughout the Orange County Market Place selling area.

The Orange County Market Place takes pride in offering its customers and sellers a safe, clean and enjoyable environment. Security and emergency medical services are provided during operating hours and aisles are kept free of debris by maintenance personnel. "Directories" of sellers and products are made available to customers, and customers may also use the "Merchant Information Services" at the Directory Booth to locate a particular product or seller. The Orange County Market Place does provide Information Services at the Information Booth to assist customers and sellers with questions, lost and found items, missing persons and general information.

The Orange County Market Place selling area consists of approximately 1,500 selling spaces that are approximately 15' x 27' in size. The space size is designed to accommodate merchandise, display material, and the seller's vehicle. Double and triple space assignments may be available for large displays and vehicles.

There are presently a number of selling programs that sellers at the Orange County Market Place participate in (see Section IV). The programs and procedures are outlined in the following Operating Procedures. As a first time seller to the Orange County Market Place, the "Overflow", "Telephone Reservation", or "Priority Monthly Reservation" programs are suggested. Please read the procedures carefully, for they must be followed.

A wide variety of goods and services may be sold and offered at the Orange County Market Place; however, some items and services are not permitted or restricted (see Section II, Items 4.0 and 5.0). All services, "food meant for consumption off the premises" and some other items, require prior written approval. The sale of food items by sellers for consumption on the premises is not allowed.

All sellers at the Orange County Market Place are required to have certain documents prior to selling. These include:

- (A) **Seller's Permit in the seller's personal name with the business address of 88 Fair Drive, Costa Mesa, CA 92626** (see Section II, Item 9.0),
- (B) **Driver's license or other government issued I.D. card with photograph,**
- (C) **General liability insurance (see Section II, Items 11.1 and 11.2),**
- (D) **Product liability insurance that meets the requirements of the Orange County Market Place for all approved "food meant for consumption off the premises" sellers,**
- (E) **A Health Permit issued by the Orange County Health Care Agency approving sales at the Orange County Market Place for all approved "food meant for consumption off the premises" sellers (see Section II, Item 8.8),**
- (F) **Other certain goods and services (i.e. cosmetics, skin care, motorized vehicles, etc.) may require product liability insurance and/or higher limits.**

The policy of the Orange County Market Place is to offer 100% customer satisfaction to all customers. We feel that by sellers providing 100% customer satisfaction we will maintain and promote our customer base.

The following Operating Procedures provide further information and clarification of the above requirements. Please read the Operating Procedures carefully for they must be followed. In addition to all space fees and insurance fees, all sellers at the Orange County Market Place are required to pay a nominal fee for Merchant Services as well as any other applicable fees. All current daily fees (space fees, insurance fees, Merchant Services fees, and any other applicable fees) are available at the Information Booth on the weekends or by calling the corporate office Monday thru Friday between the hours of 9:00 a.m. and 5:00 p.m.(see Appendix A).

The following information and Operating Procedures have been developed by Tel Phil Enterprises, Inc. over the more than 30 years it has operated the Orange County Market Place and have greatly added to the success of the Orange County Market Place. It is important that you read, understand and follow these Operating Procedures. Operating Procedures that are not followed will result in processing delays and may interfere with the operation of the Orange County Market Place. If you have any questions regarding the following Operating Procedures, please contact an Information Representative at the Information Booth any Saturday or Sunday or contact the Corporate Office any Monday through Friday, excluding holidays.

We look forward to your participation in the Orange County Market Place.

SECTION I

Questions

MOST OFTEN ASKED QUESTIONS

These are some of the most often asked questions about the Orange County Market Place and they are included here to help explain the Operating Procedures which follow. To the extent any of the answers provided to the questions may be inconsistent with the Operating Procedures, the Operating Procedures shall control.

1.0 HOW DO I START SELLING AT THE ORANGE COUNTY MARKET PLACE?

- (A) Clearly define what you plan to sell. Some goods and services cannot be sold or are restricted (see Section II, Items 4.0 and 5.0).
- (B) Obtain a Seller's Permit **in your personal name with the business address of 88 Fair Drive, Costa Mesa, CA 92626** (see Section II, Item 9.0).
- (C) Call the Reservation Line, (714) 977-5360 (see Section IV, Item 2.0), on the Tuesday prior to the weekend on which you plan to sell.
- (D) If you are unable to make a Telephone Reservation we suggest that you try the Overflow Program (see Section IV, Item 1.0).

When you are ready to sell you will need to bring the following items with you to the Orange County Market Place:

- (A) Your Seller's Permit **in your personal name with the business address of 88 Fair Drive, Costa Mesa, CA 92626** (see Section II, Item 9.0),
- (B) Your annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured. For Permittees not required to have an annual insurance certificate daily insurance is available for purchase at the Orange County Market Place (see Section II, Items 11.1 and 11.2),
- (C) Driver's license or other government issued I.D. card with photograph, and
- (D) All applicable fees in cash. **Exact change is required** (see Section III).

2.0 WHAT AM I ALLOWED TO SELL AT THE ORANGE COUNTY MARKET PLACE?

The Operating Procedures Section II, Items 4.0 and 5.0, explain those items which are prohibited or restricted and those items which require prior written approval to sell.

3.0 WHAT IS THE SIZE OF THE SPACES?

The spaces are approximately 15 feet wide (frontage) by 27 feet deep. The space size is designed to accommodate the seller's vehicle, display material and merchandise. The space boundaries are marked in blue (using the symbols "+", "T", or "L"). All display material, merchandise, and the seller's vehicle must be within these boundaries at all times. This includes set up time, selling time, and tear down time. Permittees are not permitted to do business outside the assigned space.

4.0 HOW MANY VEHICLES CAN I BRING INTO THE SELLING AREA OF THE ORANGE COUNTY MARKET PLACE?

One (1) vehicle and one (1) connected trailer per seller may enter the Orange County Market Place. No parking in the aisles is allowed at any time, and no driving inside the Orange County Market Place Selling Area is allowed during days of operation other than by a Permittee entering or exiting his or her assigned space. Based upon your specific space requirement, double and triple space assignments may be available. All display material and merchandise must be in the vehicle when entering the Orange County Market Place. There is no restocking of merchandise or carrying in display material or merchandise.

5.0 WHAT DOES IT COST TO SELL AT THE ORANGE COUNTY MARKET PLACE?

All current daily fees (space fees, insurance fees, Merchant Services fees, and any other applicable fees) are available at the Information Booth on the weekends or by calling the corporate office Monday thru Friday between the hours of 9:00 a.m. and 5:00 p.m.(see Appendix A). Bid space minimums and Advanced Space Sales locations and pricing are also posted at the Information Booth.

6.0 IS THERE ELECTRICITY AVAILABLE IN THE SPACES?

Electricity is available in some spaces; however, the availability is very limited. Spaces with electricity may only be obtained, if available, by submitting a written request to the Corporate Office (see Appendix B). Generators, invertors, or batteries may be used as alternative means of generating power, but only if the noise or fumes do not create complaints from other Permittees, buyers, or Orange County Market Place management. If generators are used you may not refuel the generator while at the Orange County Market Place. In addition, you must have an approved fire extinguisher (minimum type 2A 10BC) in a readily accessible location while any alternative power source is in use. There is no guarantee that electricity will be available in any given space in the future, whether or not it is presently available, nor is there a guarantee that you will be able to use generators in the future.

7.0 WHAT DO I DO WITH MY EMPTY BOXES, PACKING MATERIALS AND TRASH?

There are no trash facilities available to vendors at the Orange County Market Place. The trash containers in the aisles are for the customers' use only. You must dispose of your own boxes and trash and your space must be free of trash and debris when you leave at the end of the day (see Section II, Item 17.0).

8.0 WHAT IS THE SPEED LIMIT AT THE ORANGE COUNTY MARKET PLACE?

The maximum speed limit at the Orange County Market Place is 3 MPH. The speed limit must be followed at all times when entering and leaving the Orange County

Market Place. When driving to your space and when exiting at the end of the day, exercise extreme caution and watch for pedestrians.

9.0 WHAT HAPPENS IF I MISS MY RESERVATION?

If you are a Daily Telephone Reservation or Walk-up Reservation Permittee, a processing fee for each day missed will be assessed and must be received in the Corporate Office by the following Thursday. Cash payment on the morning of the event will also be accepted (see Section III, Item 5.0).

10.0 IF I HAVE A QUESTION, SUGGESTION OR CONCERN WHILE I AM AT THE ORANGE COUNTY MARKET PLACE, WHOM SHOULD I CONTACT?

You may contact an Orange County Market Place representative at the Information Booth throughout the day. If you are unable to meet with a representative at the Information Booth, the Manager or Assistant Manager of Operations is available every Saturday and Sunday, from 3:30 p.m. to approximately 4:00 p.m. near the attendance meter at the Main Snack Bar.

11.0 WHAT DO I DO IN CASE OF AN EMERGENCY SITUATION?

Contact an Orange County Market Place employee as soon as possible so assistance can be obtained to handle the emergency. Emergency Medical Services and Sheriff Deputies are located on the premises to handle most emergencies. If additional help is needed, they will contact the proper authorities. If you do call 911 immediately contact Orange County Market Place Management so they know the location of the accident and can grant proper access to all Emergency Personnel or Emergency Vehicles. In the case of a serious emergency, listen to announcements made over the Public Address System. If any action is required on the part of the vendors, instructions will be announced over the Public Address System.

12.0 WHAT IS THE PROCEDURE ON DAYS OF INCLEMENT WEATHER?

The Orange County Market Place opens every Saturday and Sunday regardless of the weather conditions. Weather conditions are rarely so severe that closure of the Orange County Market Place becomes necessary (see Section II, Item 21.0).

13.0 HOW DO I BECOME A "PERMANENT" SELLER?

Although there are no "permanent" sellers at the Orange County Market Place, you may apply for a "monthly" space after selling three times as a daily seller. The application can be obtained at the Information Booth along with information about our other programs (see Section IV, Item 9.0).

14.0 WHAT IS THE ORANGE COUNTY MARKET PLACE LOOKING FOR IN A MONTHLY SELLER?

- (A) You must offer 100% customer satisfaction.
- (B) You should have signs that show value is being offered.
- (C) You should involve the customer and make your operation a fun experience for the customer.
- (D) You should have a plan to conceal your vehicle.
- (E) You should offer for sale unique items not commonly found in the retail trade.
- (F) For more details refer to Section IV, Item 9.0.

15.0 AFTER SUBMITTING MY MONTHLY APPLICATION, HOW LONG WILL IT BE BEFORE I AM ISSUED A MONTHLY SPACE?

There is no set time. Spaces are issued on an "availability" basis only. All applications are considered by the Review Committee and your application will be kept on file for six months. You will be notified if your application is approved.

16.0 WHAT DO I NEED TO DO TO EXPAND TO A DOUBLE SPACE OR AN ADDITIONAL LOCATION AS A MONTHLY SELLER?

Double spaces and additional locations are issued on an "availability" basis only. You must have enough product and variety of product for the increased space or location. You must also meet the criteria listed in Section IV , Item 9.0 (B). Your request must be in writing and must be sent to the Corporate Office.

17.0 WHAT IF I REPRESENT A CORPORATION AND WANT TO USE MY CORPORATE SELLER'S PERMIT?

The Orange County Market Place requires individuals to purchase space at the Orange County Market Place in the individual's personal name. That individual is required to hold a Seller's Permit in his or her personal name. There are instances where individuals who represent corporations may be allowed to use a Corporate Seller's Permit at the Orange County Market Place, but the individual must still purchase the space in his or her personal name.

To be eligible to use a Corporate Seller's Permit, the individual must be employed by the corporation and submit in writing the following items to the Orange County Market Place Corporate Office (see Appendix B):

- (A) A copy of the corporation's Corporate Seller's Permit with an extension from the State Board of Equalization naming a **business address of 88 Fair Drive, Costa Mesa, CA 92626** [see Section II, Item 9.0 (C)],
- (B) A copy of the corporation's Articles of Incorporation,
- (C) The most recent copy of the corporation's Statement By Domestic Stock Corporation, listing the current officers of the corporation, and
- (D) A letter on the corporation's corporate letterhead authorizing a maximum of two individual Permittees to use the corporation's Corporate Seller's Permit (see Section II, Item 10.0).

Section II

Rules and Regulations

RULES AND REGULATIONS

1.0 "PERMITTEE" DEFINED

Space will be assigned only to one (1) individual seller and only in that individual's personal name (the "Permittee").

2.0 OPERATING PROCEDURES MUST BE FOLLOWED

Tel Phil Enterprises, Inc. reserves the right in its sole discretion to refuse assignment of space to any Permittee and to approve or disapprove of any merchandise. Permittees are expressly prohibited from taking any action which interferes with the operation of the businesses of other Permittees or the operation of the Orange County Market Place. The failure of any Permittee to comply with these Operating Procedures, and any amendments hereto, could result in the Permittee being asked to leave that day and/or the denial of future space assignment. Management further reserves the right in its sole discretion to decline any application or withhold any invitation to reapply for daily or monthly space assignments.

3.0 OPERATING PROCEDURES ARE SUBJECT TO CHANGE

Operating Procedures, including fees, terms and conditions, are subject to change without notice. The Permittee agrees to comply with all such changes. It is the responsibility of the Permittee to obtain a copy of the current Operating Procedures. Current copies of the Operating Procedures may be obtained at the Information Booth during operating hours or on the Orange County Market Place website at <http://www.ocmarketplace.com>.

The headings within these Operating Procedures are for reference only, and shall not be deemed to alter or affect any of the Operating Procedures themselves. Furthermore, no employee, agent, or representative of Tel Phil Enterprises, Inc. may amend or grant exception to these Operating Procedures unless done so in writing and in accordance with these Operating Procedures. **Appendices are for informational purposes only and are not part of the Operating Procedures.**

4.0 PROHIBITED ITEMS

Space is assigned solely for the display, sale, and/or exchange of approved merchandise or services. The Orange County Market Place, in its sole discretion reserves the right to prohibit the display, sale, and/or exchange of any item or service. Items or services which are **prohibited** and may not be sold, displayed, or advertised include, but are not limited to, the following:

- (A) Alcoholic beverages,
- (B) Food items designed to be eaten on the premises,
- (C) Medicines, drugs, vitamins, health supplements, diet aids and other similar health aids,
- (D) Hash or water pipes, roach clips, or other paraphernalia commonly used or associated with the use of any illegal drug, including marijuana or any other form of drug or narcotic,
- (E) Pornographic items, adult magazines such as Playgirl, Playboy, Penthouse, Hustler, adult calendars, or other materials which depict or portray persons in the nude; and items that in the sole opinion and discretion of the Orange County Market Place are objectionable to a family environment,
- (F) Guns, weapons, or ammunition of any kind (including but not limited to toy guns, water guns, B-B guns and cap guns),
- (G) Mylar balloons,
- (H) Live pets or animals of any description,
- (I) Endangered species' products of any description,
- (J) Any item or service, the manufacture, use or sale of which constitutes infringement of any valid patent, trademark or copyright of another, or any counterfeit item or items involving a misrepresentation of any kind,
- (K) Illegal merchandise of any kind,
- (L) Piercing or tattooing of any kind,
- (M) Any other item or service which in the sole and absolute discretion of the Orange County Market Place may be hazardous or otherwise objectionable.

5.0 RESTRICTED ITEMS

Space is assigned solely for the display, sale, and/or exchange of approved merchandise or services. The Orange County Market Place, in its sole discretion reserves the right to restrict the display, sale, and/or exchange of any item or service. Items or services which are **restricted** and which require prior written approval of the Orange County Market Place include, but are not limited to, the following:

- (A) Fruits, vegetables, candy, gum, beverages, and all other food products may only be sold and packaged as "food meant for consumption off the premises",
- (B) Tobacco products of any kind,
- (C) Any consumable products that are meant to be ingested or enter the human body,
- (D) Any item designed to be consumed or ingested by animals or pets,
- (E) All services,
- (F) All items that require special orders or deposits to be taken,
- (G) Items for sale or services that would necessitate physical contact between the seller and the customer,
- (H) Entertainment or games to be played or participated in by the public,
- (I) Video tapes, prerecorded tapes, cassettes, reel to reel tapes, DVD's, compact discs, computer software, video games, or any copyrighted media as it now exists or may be developed,
- (J) Temporary tattoos of any kind,
- (K) Any creams, lotions, perfumes, etc. that are applied to the skin,
- (L) Any motor driven passenger vehicles,
- (M) Yo-yo's, and/or
- (N) Swords or knives other than kitchen/household knives.
- (O) Anything that is designed to be ridden (i.e. skates, Rollerblades, bicycles, scooters, etc.)

6.0 PRIOR WRITTEN APPROVAL

To obtain the prior written approval of the Orange County Market Place, a letter must be submitted to the Orange County Market Place (see Appendix B) and addressed to the Operations Manager. In the letter, please introduce yourself and the product, explain exactly how you plan to operate at the Orange County Market Place, and detail what value is going to be offered to the customer. The approval process takes approximately two (2) weeks. Be sure to include your name, address, and phone number so you can be contacted.

7.0 GRANTING OF EXCLUSIVES

The Orange County Market Place believes in the value of competition among our Permittees, and therefore will not grant a right to any Permittee to be the exclusive seller of a particular product or service. The Orange County Market Place, however, reserves the right to enter into agreements with any parties to exclusively provide goods or services to the Orange County Market Place or to its Permittees to be utilized in the operation of the Orange County Market Place or intended to benefit the Orange County Market Place as a whole (for example, security, medical services, information services, cleaning services, etc.).

8.0 VARIOUS LEGAL REQUIREMENTS

8.1 Permittees shall comply with all Federal, State, and local statutes or ordinances, especially as they relate to consumer protection and consumer transactions. Such statutes include, but are not limited to, the following:

- (A) California Consumer Legal Remedies Act (Civil Code Section 1750-1784 regarding prohibited methods, acts and practices);
- (B) California Penal Code Section 351a (regarding misrepresentation of goods as those other than the true manufacturer, etc.);
- (C) California Penal Code Section 537e (regarding sale of items with altered or obliterated serial or I.D. number);
- (D) California Penal Code Section 653h (regarding unauthorized sale of sound recordings);
- (E) The Song-Beverly Consumer Warranty Act (California Civil Code Sections 1790-1795.7);
- (F) California Home Furnishings Act (Business and Professions Code Sections 19000-19221);
- (G) Magnuson/Moss Warranty-Federal Trade Commission Act (15 U.S.C. Sections 2301-2312);
- (H) California Consumers Affairs Act (Business and Professions Code Sections 300-337);
- (I) California Business & Professions Code Section 21666 (regarding providing receipts);
- (J) California Civil Code Section 1723 (regarding refunds).

Failure to comply with any statute or ordinance as determined in the sole discretion of management shall constitute grounds for denial and/or termination of daily or monthly space permits and all rights thereunder.

- 8.2 Appropriate forms for reporting personal property for sale at the Orange County Market Place may be obtained from the Information Booth if needed. Currently, all daily Permittees who have new, used, or remanufactured merchandise for sale that has a readily identifiable serial number must fill out the appropriate forms and return them to the Information Booth before the close of the business day.
- 8.3 Any person desiring to engage in the sale of taxable merchandise at the Orange County Market Place must hold a valid California State Board of Equalization Seller's Permit (see Section II, Item 9.0). This permit must be displayed inside the selling space of the Permittee.
- 8.4 Only ground space is provided to Permittee for the display, sale and/or exchange of approved merchandise by Permittee; Permittee is not an employee, subcontractor or otherwise an agent of Tel Phil Enterprises, Inc. dba Orange County Market Place.
- 8.5 Each Permittee's status as an occupant of ground space at the Orange County Market Place premises is that of a Permittee only and not as a tenant, licensee, or other form of permissive user.
- 8.6 Each Permittee agrees that Tel Phil Enterprises, Inc. dba Orange County Market Place is not responsible for the loss, theft or damage of Permittee's property or merchandise.
- 8.7 Any product sold by weight or volume must be weighed or measured on a scale or other type of device approved by the California Department of Agriculture, Division of Weights and Measures and have a current certificate of registration and seal of accuracy issued by the Division. This includes all items prepackaged by Permittee which are sold by weight or volume.
- 8.8 Each Permittee who has been authorized by Tel Phil Enterprises, Inc. to sell "food meant for consumption off the premises" is required by the Orange County Health Care Agency to obtain a health permit approving food sales at the Orange County Market Place. All Permittees must designate their business address as **88 Fair Drive, Costa Mesa, CA 92626**, on the health permit.
- 8.9 Each Permittee agrees to pay to Tel Phil Enterprises, Inc. dba Orange County Market Place reasonable attorneys' fees and costs incurred by it should legal action be instituted by reason of Permittee's failure to comply with these Operating Procedures or to enforce any of the provisions hereof.

- 8.10** Each Permittee assumes full responsibility for any injury to persons or property resulting from the display, sale, exchange or use of Permittee's merchandise, vehicles, equipment, or other property; or of the assigned ground space occupied by Permittee and/or Permittee's employees or agents. Permittee further agrees to indemnify Tel Phil Enterprises, Inc. dba the Orange County Market Place, and its officers, directors, employees, attorneys and agents from all liabilities, claims, and damages, and to hold them free and harmless therefrom, and to defend them at Permittee's sole expense, against all such liabilities, claims and damages.

9.0 SELLER'S PERMITS

Any person desiring to engage in the sale of taxable merchandise at the Orange County Market Place must hold a valid California State Board of Equalization Seller's Permit (the "Permit").

- (A) Certain types of merchandise, such as fresh produce, dairy products, and other food products sold for consumption off the premises are exempt from sales tax and Permittees are not required to hold a Permit. Certain services, and the display of certain services being offered, may also be exempt from sales tax and Permittees may not be required to have a Permit. If Permittees have any questions regarding whether a Permit is required, they should call any local State Board of Equalization office (see Appendix A).
- (B) In lieu of a Permit, Permittees may be required to provide a written statement issued by the State Board of Equalization stating that they are not offering for sale any item or service that is taxable under the California Sales and Use Tax Law.
- (C) All Permittees must designate their business address as **88 Fair Drive, Costa Mesa, CA 92626**, on the Permit. No other address will be accepted. This is necessary so that the City of Costa Mesa will receive its share of the sales tax revenue. Since a Permittee cannot receive mail at this address, Permittee must also list Permittee's mailing address with the State Board of Equalization.
- (D) All Permits must be in the **PERSONAL NAME (not a business name)** of the individual Permittee in whose name the space is issued.
- (E) The Permit, or the written statement of exemption, must be kept in Permittee's possession at all times while on the Orange County Market Place premises and must be presented for inspection by Orange County Market Place, State Board of Equalization, or law enforcement personnel if requested.
- (F) Permittees who do not obtain a Permit from the State Board of Equalization will be refused space assignments for the sale of taxable merchandise until such time as a Permit is obtained.

- (G) The Orange County Market Place currently pays city license fees for all sellers. Therefore at the present time a city license for an individual Permittee is not required.

10.0 CORPORATE SELLER'S PERMITS

The Orange County Market Place requires individuals to purchase space at the Orange County Market Place in the individual's personal name. That individual is required to hold a Seller's Permit in his or her personal name. There are instances where individuals who represent corporations may be allowed to use a Corporate Seller's Permit at the Orange County Market Place, but the individual must still purchase the space in his or her personal name.

- (A) To be eligible to use a Corporate Seller's Permit, the individual must be employed by the corporation and submit in writing the following items to the Corporate Office of the Orange County Market Place (see Appendix B):
 - (1) A copy of the Corporate Seller's Permit with an extension from the State Board of Equalization naming **a business address of 88 Fair Drive, Costa Mesa, CA 92626** [see Section II, Item 9.0 (C)].
 - (2) A copy of the corporation's Articles of Incorporation,
 - (3) The most recent copy of the corporation's Statement of Information or Statement By Domestic Stock Corporation, listing the current officers of the corporation, and
 - (4) A letter on the corporation's corporate letterhead authorizing a maximum of two individual Permittees to use the corporation's Corporate Seller's Permit.
- (B) Permittees who do **not** obtain a Permit from the State Board of Equalization will be refused space assignments for the sale of taxable merchandise until such time as a Permit is obtained.
- (C) The Orange County Market Place currently pays city license fees for all sellers. Therefore, at the present time, a city license for an individual Permittee is not required.

11.0 LIABILITY INSURANCE REQUIREMENTS

- 11.1 Each Permittee assumes full responsibility for any injury to persons or property resulting from the display, sale, exchange or use of Permittee's merchandise, vehicles, equipment, or other property; or of the assigned ground space occupied by Permittee and/or Permittee's employees or agents. Permittee further agrees to indemnify Tel Phil Enterprises, Inc. dba the Orange County Market Place, and its officers, directors, employees, attorneys and agents from all liabilities, claims, and damages, and to hold them free and harmless therefrom, and to defend them at Permittee's sole expense, against all such liabilities, claims and damages.

11.2 All Permittees shall provide evidence of insurance protecting the legal liability of Tel Phil Enterprises, Inc. from occurrences as to bodily injury liability, property damage liability, personal injury liability, and contractual liability which are limited to the operations of the Permittee.

(A) Each Permittee shall provide Tel Phil Enterprises, Inc. with an "original" certificate of insurance, lawfully transacted, which sets forth the following information:

- (1) That Tel Phil Enterprises, Inc., its agents, officers, servants and employees are made additional insureds, but only insofar as the operations at the Orange County Market Place, 88 Fair Dr., Costa Mesa, CA. 92626.
- (2) The dates of inception and expiration of the insurance.
- (3) The named insured must be either the Permittee to whom the space is issued, or if the named insured is a company, the Permittee must also be listed as an additional insured.
- (4) The amounts of liability coverage of not less than \$1,000,000 per occurrence/\$1,000,000 general aggregate annually (where an aggregate limit is applicable to the policy), for all hazards (including contractual liability and completed operations), for all damages caused by personal injury, bodily injury, and property damage. Limits of \$1,000,000 per occurrence/\$1,000,000 general aggregate **per specialty or food vendor** for all damages caused by personal injury, bodily injury, property damage, **including products** and contractual liability. All Permittees selling consumable items are designated specialty vendors and need product liability coverage. All Permittees selling other goods and services (i.e. cosmetics, skin care, motorized vehicles, etc.) are designated specialty vendors and require product liability insurance and/or higher limits.
- (5) The insurance policy or certificate of insurance must state that it will be primary, and not contributory, with any insurance purchased by Tel Phil Enterprises, Inc. for its own operations.
- (6) A statement by the insurance company that it will not cancel said policy or policies without giving thirty (30) days prior notice to the insured and to Tel Phil Enterprises, Inc.
- (7) The insurance carrier must be rated by the A.M. Best Company, and hold a rating of at least "B+," in the financial category VI or higher.
- (8) The Permittee's policy must cover all negligent acts of the Permittee occurring as a result of its operations at the Orange County Market Place. No limitations will be accepted.

- (9) A standard ACORD certificate of insurance evidencing these insurance requirements must be provided to Tel Phil Enterprises, Inc., (for mailing address see Appendix B).
- (B) **IN ADDITION, TEL PHIL ENTERPRISES, INC., IN ITS SOLE DISCRETION MAY REQUIRE HIGHER LIMITS AND/OR ADDITIONAL COVERAGE FOR SUCH ACTIVITIES OR PRODUCTS AS IT MAY DEEM NECESSARY.**
- (C) If you are a:
 - (1) Monthly\Bid\Corporate\Modular Showroom Space Permittee - You must have a current annual certificate of insurance that meets our requirements on file at all times in order to sell.
 - (2) Daily Reservation or Advance Space Purchase Permittee - One of the following methods may be used:
 - (a) Have a current annual certificate of insurance that meets our requirements on file in our office.
 - (b) Use "daily" certificates that have been purchased from an agent offering these certificates for use at the Orange County Market Place.
 - (c) Purchase a "daily" type policy at the Orange County Market Place on the day that you wish to sell.
 - (3) Daily Overflow Permittee - One of the following methods may be used:
 - (a) Attach a photocopy of your annual certificate of insurance to the Application for Daily Ground Space Use Permit each day you sell at the Orange County Market Place. Your annual certificate of insurance must meet our requirements. Please note that we will keep this photocopy for our records, so we suggest that you have a back-up supply on hand as we are unable to make photocopies for you at the Orange County Market Place. This procedure will be followed even if you already have an annual certificate of insurance on file in our office.
 - (b) Use "daily" certificates that have been purchased from an agent offering these certificates for use at the Orange County Market Place.
 - (c) Purchase a "daily" type policy at the Orange County Market Place on the day that you wish to sell.

12.0 INFORMATION SERVICES

The Information Booth is staffed by Information Representatives who can assist with emergencies, missing persons, new seller information and other general information. Questions regarding seller and product locations are referred to Merchant Information Services located at the Directory Booth. Posted at the Information Booth is information regarding new programs, changes in programs, and general information concerning the operation of the Orange County Market Place. All forms, applications, Ombudsman Procedures and Operating

Procedures are available at the Information Booth. Monthly Space payments accompanied by the Monthly Invitation Renewal Cards and Priority Monthly Reservation processing fees accompanied by Priority Monthly Reservation Applications may be accepted at the Information Booth if accompanied by a **cashier's check or money order for the exact amount owed.**

13.0 OPERATING PROCEDURES CONCERNING SPACES

- 13.1** Assigned space is for the sole, exclusive, and personal use of the individual Permittee to whom the space is assigned. **The Permittee agrees by payment of ground space fees to personally occupy and attend to the assigned space at all times during operating hours and to abide by these Operating Procedures.** The Permittee may not assign the ownership, management, or operation of the Permittee's assigned space to another party without prior written approval of Tel Phil Enterprises, Inc. Permittees found not to be personally occupying the assigned space may be subject to the assessment of additional fees and/or loss of selling privileges.
- 13.2** Sharing of space is not permitted except by prior written approval of the Orange County Market Place.
- 13.3** Space may not be sold, assigned, or transferred by the Permittee and may not be occupied by any other person in place of the Permittee, whether or not affiliated with the Permittee, without prior written approval of Tel Phil Enterprises, Inc.
- 13.4** In the event that management approves another individual to temporarily occupy a space in lieu of the Permittee, the Permittee understands and agrees that the approved individual is acting as an agent of the Permittee and that the Permittee remains responsible for the Permittee's space and all actions of the Permittee's agent and employees while they are at the Orange County Market Place.
- 13.5** Space sizes are approximately 15 feet wide (frontage) x 27 feet deep. Other non-conforming space may be assigned.
- 13.6** All spaces are assigned on a day-to-day or month-to-month basis only. There are no spaces assigned on a permanent basis. Prepayment of daily or monthly space fees, Merchant Services fees, insurance fees, and/or any other applicable fees does not establish any right to a space beyond the day or month for which payment was made.
- 13.7** Only the vehicle which is personally occupied by the Permittee will be admitted to the selling area.
- 13.8** No exchanging of spaces is permitted. No refunds, rain checks, or re-entry passes will be authorized.

13.9 All selling spaces are marked. Space boundaries are marked in blue (using the symbols "+", "T", or "L"). All display material, merchandise, and the seller's vehicle must be within these boundaries at all times. This includes set up time, selling time, and tear down time. Permittees are not permitted to do business outside the assigned space.

14.0 SETTING UP

14.1 No parking in the aisles is allowed at any time, and no driving inside the Orange County Market Place Selling Area is allowed during days of operation other than by a Permittee entering or exiting his or her assigned space. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**

14.2 A Permittee may not set up without first installing protective devices (i.e. rubber caps) on canopy poles, table legs, display racks, chairs, etc. to prevent damage to the asphalt surface. This means that a protective device must be in place before the pole or table is raised or set up. Paper, cardboard, carpet, and carpet scraps may not be used as protective devices. Any Permittee who sets up without protective devices or with inadequate protective devices may be asked to take down and remove all or part of the Permittee's display, assessed a fee, and/or denied future space assignments.

14.3 All merchandise must enter with the Permittee and must remain within the space(s) assigned. No re-supplying or deliveries to the Permittee, nor exchanging of merchandise with another seller, is permitted at the Orange County Market Place.

15.0 OPERATING

15.1 Loud music, sounds or noises which can be heard outside a Permittee's assigned space will not be allowed without prior written approval of management.

15.2. Each Permittee is responsible for the actions of the Permittee's employees and/or associates working with the Permittee.

15.3 Permittee's employees, and/or agents are to park in the designated area only (corner of Fairview Road and Fair Drive).

15.4 A Permittee may only occupy the space(s) which has been assigned to Permittee. Permittees who relocate from their assigned space(s) without authorization from the Orange County Market Place Manager will be assessed

a minimum fee of \$100.00 for the unauthorized move, and future space assignments to the Permittee may be denied.

- 15.5** It is the Permittee's responsibility to ensure that all poles, tarpaulins, signs, display materials, merchandise, and any other items be adequately secured at all times in such a manner to avoid causing any injury or damage to persons or property under any type of weather conditions.

16.0 ELECTRICITY

Electricity is available in some spaces; however, the availability is very limited. Spaces with electricity may only be obtained, if available, by submitting a written request to the Corporate Office (see Appendix B). Generators, invertors, or batteries may be used as alternative means of generating power, but only if the noise or fumes do not create complaints from other Permittees, buyers, or Orange County Market Place management. If generators are used you may not refuel the generator while at the Orange County Market Place. In addition, you must have an approved fire extinguisher (minimum type 2A 10BC) in a readily accessible location while any alternative power source is in use. There is no guarantee that electricity will be available in any given space in the future, whether or not it is presently available, nor is there a guarantee that you will be able to use generators or alternative means of generating power in the future.

17.0 TRASH

Each space shall be kept clean at all times and all Permittees are required to take their trash with them when they leave. **The trash containers in the aisles are for customers' use only.** If a Permittee's space is found to be dirty or trash is left behind, or a Permittee's trash is found in a trash container provided for the customers' use, a minimum fee of \$100.00 will be assessed to the Permittee and future space assignments to Permittee may be denied. The management of the Orange County Market Place appreciates your efforts in helping us keep the aisles and open areas near your space clean for our customers. We take great pride in providing a safe and clean environment for sellers and customers of the Orange County Market Place.

18.0 EXITING

The Orange County Market Place officially closes at 4:00 p.m. each day and Permittees are encouraged to stay in full set up operation until that time. Permittees will not be allowed to leave their space prior to 4:00 p.m. Permittees attempting to leave their space prior to 4:00 p.m. without the authorization of Orange County Market Place management may be assessed a minimum fee of \$100.00 and future space assignments to the Permittee may be denied. No

parking in the aisles is allowed at any time, and no driving inside the Orange County Market Place selling area is allowed during days of operation other than by a Permittee entering or exiting his or her assigned space. All Permittees must leave the premises by 5:00 p.m.

- (A) When leaving assigned space(s), Permittees must drive slowly and safely toward the nearest exit. Drive only in the aisles and not through selling spaces, occupied or empty. Pedestrians have the right of way. Do not sound vehicle horns. The maximum speed limit at the Orange County Market Place is 3 MPH (see Section II, Item 19.5).
- (B) A Permittee may leave the Orange County Market Place prior to 6:15 a.m. if the Permittee decides for any reason not to sell for that day. In order to leave, the Permittee desiring to leave prior to 6:15 a.m. must contact the Orange County Market Place representative in charge of Operations to receive a safe escort out of the Orange County Market Place.
- (C) **If an emergency arises** requiring a Permittee to leave after 6:15 a.m. but prior to 4:00 p.m., the Permittee must contact and obtain the approval of the Orange County Market Place representative in charge of Operations who will arrange for a safe escort to the nearest exit.

19.0 OPERATING PROCEDURES CONCERNING BEHAVIOR

- 19.1** No alcoholic beverages can be brought into or taken out of the Orange County Market Place premises.
- 19.2** Solicitation, and the distribution, or circulation of flyers, written materials, or any advertising materials are not allowed outside of a Permittee's assigned space without prior written approval of Tel Phil Enterprises, Inc. Only materials directly relating to a Permittee's merchandise and/or business at the Orange County Market Place may be distributed from the Permittee's assigned space.
- 19.3** No skateboard riding, bicycle riding, scooter riding, motorcycle riding, roller skating, in-line skating, or similar activity which might endanger other persons or property is allowed at the Orange County Market Place. For the safety of everyone Permittees that sell this type of merchandise must inform the customers of the policy at the time of sale.
- 19.4** No pets or other live animals are permitted inside the selling area of the Orange County Market Place or in parked vehicles located at the Orange County Market Place.
- 19.5** The maximum speed on the Fairgrounds at any time is 3 MPH. This is strictly enforced because of the high volume of pedestrians present at the Orange County Market Place.

19.6 Guns, weapons, or ammunition of any kind (including but not limited to, toy guns, water guns, B-B guns and cap guns) are prohibited at the Orange County Market Place.

19.7 No profanity or harassment of any kind directed toward Orange County Market Place management or staff, other Permittees, or customers will be permitted at the Orange County Market Place.

20.0 CUSTOMER/BUSINESS RELATIONS

20.1 A Permittee shall engage in ethical and prudent business practices. Permittees shall take no action which adversely affects the rights of other Permittees or the Orange County Market Place as a whole.

20.2 **The policy of the Orange County Market Place is to provide "100% customer satisfaction."** The Orange County Market Place is not satisfied until the customer is satisfied. If the management of the Orange County Market Place receives complaints concerning any of the business practices or policies of the Permittee, including policies related to providing refunds or exchanges of goods, it may, in the sole discretion of management, constitute grounds for denial and/or termination of daily or monthly space permits.

20.3 If any person contacts the Orange County Market Place concerning a Permittee's space or products, Tel Phil Enterprises, Inc. will refer them to the telephone number(s) which Tel Phil Enterprises, Inc. has on record for the Permittee (business numbers are given priority). Tel Phil Enterprises, Inc. will also provide the Permittee's business name. By selling at the Orange County Market Place, a Permittee agrees to provide this information to Tel Phil Enterprises, Inc. and authorizes Tel Phil Enterprises, Inc. to make this information available to parties requesting it. Tel Phil Enterprises, Inc. will release any information concerning a Permittee as required by law or requested by a governmental enforcement agency.

21.0 OPERATING PROCEDURES FOR DAYS OF INCLEMENT WEATHER

The Operating Procedures for days of inclement weather are:

- (A) Monthly\Bid\Corporate\Modular Showroom Space Program Permittees:
(1) Permittees may leave unescorted, prior to 6:15 a.m., through the Vanguard or Newport parking lots only.

- (2) After 6:15 a.m., no Permittee may leave the selling area unless authorized to leave by Tel Phil Enterprises, Inc. It will be considered a regular selling day unless otherwise announced.
 - (3) After 6:15 a.m. an announcement may be made on the public address system as to which specific rows will be moved in to fill vacant spaces. Only those Permittees located on those specific rows will be authorized to move to vacant spaces. Permittees who relocate from their assigned spaces without authorization from the Orange County Market Place Manager will be assessed a minimum fee of \$100.00 for the unauthorized space use, and/or may be directed to return to their assigned spaces. In addition, future space assignments to the Permittees may be denied.
 - (4) The Orange County Market Place Manager will announce if and when the Orange County Market Place will close due to inclement weather.
 - (5) If the Orange County Market Place Manager announces that the Orange County Market Place will close, Permittees may leave the selling area. Permittees must observe the 3 MPH speed limit.
 - (6) No Permittees will be re-admitted after leaving the selling area.
 - (7) There will be no refunds or rain-checks issued to any Permittee.
- (B) Daily Reservation Permittees:
- (1) If the Orange County Market Place operates and the Permittee chooses **not** to enter the selling area to sell, it will be considered a missed reservation (see Section III, Item 5.0).
 - (2) If the Orange County Market Place closes due to inclement weather, it will not be considered a missed reservation if the Permittee chooses not to enter the selling area to sell.
 - (3) After 6:15 a.m. an announcement may be made on the public address system as to which specific rows will be moved in to fill vacant spaces. Only those Permittees located on those specific rows will be authorized to move to vacant spaces. Permittees who relocate from their assigned spaces without authorization from the Orange County Market Place Manager will be assessed a minimum fee of \$100.00 for the unauthorized space use, and/or may be directed to return to their assigned spaces. In addition, future space assignments to the Permittees may be denied.
 - (4) The Orange County Market Place Manager will announce if and when the Orange County Market Place will close due to inclement weather.
 - (5) If the Orange County Market Place Manager announces that the Orange County Market Place will close, Permittees may leave the selling area. Permittees must observe the 3 MPH speed limit.
 - (6) No Permittees will be re-admitted after leaving the selling area.
 - (7) There will be no refunds or rain-checks issued to any Permittee.

SECTION III

Applicable Fees

APPLICABLE FEES

1.0 SPACE FEES

All current daily fees (space fees, insurance fees, Merchant Services fees, and any other applicable fees) are available at the Information Booth on the weekends or by calling the corporate office Monday thru Friday between the hours of 9:00 a.m. and 5:00 p.m.(see Appendix A). The Bid Space Program minimum bids and the Advance Space Sale prices are also listed at the Information Booth. All fees are subject to change at any time and without notice.

2.0 DAILY INSURANCE FEES

Every seller at the Orange County Market Place is required to carry insurance meeting the requirements listed in Section II, Items 11.1 and 11.2.

- (A) Monthly\Bid\Corporate\Modular Showroom Space Permittees - Must have a current annual certificate of insurance that meets our requirements on file at all times in order to sell.
- (B) Daily Reservation or Advance Space Purchase Permittees - One of the following methods may be used:
 - (1) Have a current annual certificate of insurance that meets our requirements on file in our office (see Section II, Items 11.1 and 11.2).
 - (2) Use "daily" certificates that have been purchased from an agent offering these certificates for use at the Orange County Market Place.
 - (3) Purchase a "daily" type policy at the Orange County Market Place on the day that you wish to sell.
- (C) Daily Overflow Permittee - One of the following methods may be used:
 - (1) Attach a photocopy of your annual certificate of insurance to the Application for Daily Ground Space Use Permit each day you sell at the Orange County Market Place. Your annual certificate of insurance must meet our requirements (see Section II, Items 11.1 and 11.2). Please note that we will keep this photocopy for our records, so we suggest that you have a back-up supply on hand as we are unable to make photocopies for you at the Orange County Market Place. This procedure will be followed even if you already have an annual certificate of insurance on file in our office.
 - (2) Use "daily" certificates that have been purchased from an agent offering these certificates for use at the Orange County Market Place.
 - (3) Purchase a "daily" type policy at the Orange County Market Place on the day that you wish to sell.

3.0 MERCHANT INFORMATION SERVICES

An outside firm provides computerized information regarding all Permittees for the benefit of Orange County Market Place customers. This information will be updated on a daily basis and will be made available to all customers of the Orange County Market Place. All Permittees will pay a nominal fee to the outside firm for the service. All Monthly Space Permittees, Bid/Auction Space Permittees, Corporate Space Program Permittees, and Modular Showroom Program Permittees will be billed directly by the outside firm. All Advance Space Purchase Permittees will be required to make payment at the time the space or reservation is purchased. All daily Permittees including Priority Monthly Reservation Permittees, Walk-up Reservation Permittees, Telephone Reservation Permittees, and Overflow Permittees will be required to make payments upon entry to the Orange County Market Place each day.

4.0 MERCHANT ADVERTISING SERVICES

The Merchant Advertising Service is an independent organization which provides advertising to attract buyers to the Orange County Market Place.

The Merchant Advertising Program is funded by all sellers. All proceeds are placed in a special Merchant Advertising Services account. Tel Phil Enterprises, Inc. matches all advertising funds as the funds are used. A consortium composed of an Orange County Market Place Merchants Association (OCMMA) representative, the sellers advertising committee and representatives of Tel Phil Enterprises, Inc. determine the ad agencies selected and the direction of advertising funds.

The current advertising fee is assessed to all sellers. All Monthly Space Permittees, Bid/Auction Space Permittees, Corporate Space Program Permittees, and Modular Showroom Program Permittees will be billed directly by the outside firm. All Advance Space Purchase Permittees will be required to make payment at the time the space or reservation is purchased. All daily Permittees including Priority Monthly Reservation Permittees, Walk-up Reservation Permittees, Telephone Reservation Permittees, and Overflow Permittees will be required to make payments upon entry to the Orange County Market Place each day.

5.0 MISSED RESERVATION PROCESSING FEE

All Telephone Reservation or Walk-up Reservation Permittees who fail to arrive by 6:15 a.m. on any day for which they have a reservation will lose their reservation. **A nominal processing fee for each missed reservation will be assessed. Payment in the form of a Cashier's Check or Money Order must**

be mailed to the Orange County Market Place (see Appendix B for the mailing address). Should this payment not be received by the Thursday prior to the weekend for which the Permittee next has a reservation, the Permittee must pay the **processing fee** in cash the morning of the event.

6.0 DOUBLE SPACE PREMIUMS

Double spaces are issued on an "availability" basis only. You must have enough product and variety of product for the increased space or location. There is a nominal double space premium fee assessed for all adjoining double spaces purchased the morning of the event. This fee is due in cash at the same time that all other space fees are paid.

7.0 PRIORITY MONTHLY RESERVATION REQUEST PROCESSING FEE

By submitting your Priority Monthly Reservation Request in the mail, and upon approval of your request, you will receive a reservation for every Saturday and Sunday of operation during the upcoming month. This does not include special holiday events. **All requests must be accompanied by a Priority Monthly Reservation Request Processing Fee submitted in the form of a Cashier's Check or Money Order made payable to the Orange County Market Place.** If the Priority Monthly Reservation Request specifies only Saturdays or only Sundays, the entire Priority Monthly Reservation Request Processing Fee will still apply. It is fully understood that this fee, if accepted by the Orange County Market Place, confirms the reservation only (see Section IV, Item 5.0). All applicable space fees, insurance fees, Merchant Services fees, and any other applicable fees will still apply.

8.0 WALK-UP RESERVATION PROGRAM PROCESSING FEE

By requesting a Walk-up Reservation at the Information Booth, and upon approval of your request, you will receive a reservation for Saturday, Sunday, or both Saturday and Sunday for the following weekend. **All requests must be accompanied by a Walk-up Reservation Processing Fee submitted in the form of Cash.** If the Walk-up Reservation specifies only Saturday or only Sunday, the entire Walk-up Reservation Processing Fee will still apply. It is fully understood that this fee, if accepted by the Orange County Market Place, confirms the reservation only (see Section IV, Item 3.0). All applicable space fees, insurance fees, Merchant Services fees, and any other applicable fees will still apply.

SECTION IV

Selling Programs

TYPES OF PERMITTEES AND SELLING PROCEDURES

The following is a list of selling programs. Please refer to the Orange County Market Place website at <http://www.ocmarketplace.com> or the Information Booth for any supplements or amendments that may list other current selling programs.

1.0 OVERFLOW - DAILY PERMITTEES WITHOUT RESERVATIONS:

- (A) Permittees without reservations who wish to sell at the Orange County Market Place must arrive at the Fairview and Merimac entrance to the Fairgrounds between 6:30 a.m. and 6:55 a.m. Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 6:30 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in the streets and entrances. There is no guarantee that space will be available; if none is available, you will be unable to sell that day at the Orange County Market Place. Individual space assignments are made at random and are not dictated by the order of arrival, so please drive carefully. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**
- (B) Overflow Permittees will adhere to the following:
- (1) Once you arrive, **STAY IN LINE AND STAY IN YOUR VEHICLE UNLESS YOU ARE PURCHASING DAILY INSURANCE.** Daily insurance certificates can be obtained at the table located in front of the seller line up. Only one (1) vehicle is allowed per Permittee and it must contain **the Permittee** and all of the Permittee's merchandise and display material.
 - (2) Read all Operating Procedures to know what goods and services cannot be sold or are restricted (see Section II, Items 4.0 and 5.0), and what is expected of each Permittee.
 - (3) Complete the Application for Daily Ground Space Use Permit and the Merchant Services card which are provided at the Orange County Market Place each morning.
 - (4) Have your driver's license or government issued I.D. with photograph, California Retail Seller's Permit (see Section II, Item 9.0), a photocopy of your annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured, or a completed daily insurance certificate (see Section II, Items 11.1 and 11.2), and the Application for Daily Ground Space Use Permit out and ready to be checked.

- (5) **Have the exact space fee, Merchant Services fees, daily insurance fee (if needed), and any other applicable fees ready for the cashier. (CASH ONLY!!) No bill larger than \$20.00 will be accepted and no change will be given (see Section III).** You will need to give the cashier your Application, Merchant Services card, photocopy of your annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured, or daily insurance certificate.
- (6) Proceed to your assigned space. After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. **Your vehicle must remain in your assigned space until 4:00 p.m.** Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move fee. At the time you are given your space assignment, you may leave if you do not wish to sell in the assigned space, but **no refund will be made.**

2.0 TELEPHONE RESERVATIONS - DAILY PERMITTEES WITH RESERVATIONS:

- (A) Telephone Reservations for daily sellers are obtained **by telephone only** by calling the reservation number beginning at 10:00 a.m. on the Tuesday preceding the weekend you wish to sell (see Appendix A for the Reservation Line telephone number). On Tuesdays, the telephone reservation line will remain open until the early afternoon when all reservations that were available have been taken. A recording will announce the reservation line has filled and will direct Permittees to the Overflow Program (see Section IV, Item 1.0). It will not be reopened until the following Tuesday at 10:00 a.m. Give the operator your last name, first name, the type of merchandise you sell, and indicate whether you are requesting a reservation for Saturday only, Sunday only, or both days. If you have a reservation, **only one (1) space** will be reserved for you. **After the reservation has been made no cancellations will be accepted.** If more than one (1) reservation is made in your name, all reservations in the same name will be cancelled. In order to insure a diversified mixture of products at the Orange County Market Place, we may not always be able to accept reservations in certain product categories for everyone who desires a reservation for the upcoming weekend. If a reservation is denied for this reason, you may still try the Overflow Program (see Section IV, Item 1.0). Any person who interferes with the telephone reservation process may be denied future reservations or selling privileges.

- (B) Reservation Permittees will adhere to the following:
- (1) Enter the Fairview and Merimac entrance to the Fairgrounds between 5:45 a.m. and 6:15 a.m. Once you arrive, **STAY IN LINE AND STAY IN YOUR VEHICLE UNLESS YOU ARE PURCHASING DAILY INSURANCE.** Daily insurance certificates can be obtained at the table located in front of the seller line up. Only one (1) vehicle is allowed per reservation and it must contain **the Permittee** and all of the Permittee's merchandise and display material.
 - (2) Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 5:45 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in the streets and entrances. Individual space assignments are made at random and are not dictated by the order of arrival, so please drive carefully. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**
 - (3) Read all Operating Procedures to know what goods and services cannot be sold or are restricted (see Section II, Items 4.0 and 5.0), and what is expected of each Permittee.
 - (4) Complete the Application for Daily Ground Space Use Permit and the Merchant Services card which are provided at the Orange County Market Place each morning.
 - (5) Have your driver's license or government issued I.D. with photograph, California Retail Seller's Permit (see Section II, Item 9.0), a photocopy of your annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured, or a completed daily insurance certificate (see Section II, Items 11.1 and 11.2), and the Application for Daily Ground Space Use Permit out and ready to be checked.
 - (6) **Have the exact space fee, Merchant Services fees, daily insurance fee (if needed), and any other applicable fees ready for the cashier. (CASH ONLY!!) No bill larger than \$20.00 will be accepted and no change will be given (see Section III).** You will need to give the cashier your Application, Merchant Services card, and daily insurance certificate if applicable.
 - (7) Proceed to your assigned space. After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. **Your vehicle must remain in your assigned space until 4:00 p.m.** Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move

fee. At the time you are given your space assignment, you may leave if you do not wish to sell in the assigned space, but **no refund will be made.**

- (C) All Telephone Reservation Permittees who fail to arrive by 6:15 a.m. on any day for which they have a reservation will lose their reservation and be required to pay a missed reservation processing fee for the reservation (see Section III, Item 5.0). Reservation Permittees who have missed their reservation may still participate in the Overflow Program where they will be subject to all fees and conditions as outlined in Section IV, Item 1.0. Payment by a Cashier's Check or Money Order in the amount of the processing fee for each day missed must be mailed to the Orange County Market Place (see Appendix B). Should this payment not be received by the Thursday prior to the weekend for which the Permittee next has a reservation, the Permittee must pay the missed reservation fee in cash (exact change) the morning of the event.

3.0 WALK-UP RESERVATION PROGRAM - DAILY PERMITTEE WITH RESERVATIONS:

- (A) A Permittee must have made a reservation and sold at least once within the prior year at the Orange County Market Place before a Walk-up Reservation can be made. Only Permittees that are **not** currently participating in another daily or monthly selling program are eligible to participate in the Walk-up Reservation program. Walk-up Reservations may be made at the Information Booth at the Orange County Market Place starting at 9:00 a.m. and continuing during operating hours or until all reservations that were available have been taken. A Permittee that has not made a reservation and sold at least once within the prior year or a Permittee that arrives after all available reservations have been taken may still participate in the Telephone Reservation program (see Section IV, Item 2.0) or the Overflow Program (see Section IV, Item 1.0).
- (B) Walk-up Reservations for daily sellers are available **in person** at the Information Booth the weekend **prior** to the weekend you wish to sell. A processing fee will be assessed at the time the Walk-up Reservation is accepted (see Section III, Item 8.0). **All processing fees must be in the form of Cash. Have exact change as no change will be given.** Give the representative your name so they may verify your eligibility to participate in this program. Then complete and sign the provided Walk-up Reservation Payment Form that indicates whether you are requesting a reservation for Saturday only, Sunday only, or both days. Only one (1) Walk-up Reservation per person will be made when you arrive at the Information Booth. **After the reservation has been made, no cancellations will be accepted.** If you have a reservation, **only one (1) space** will be reserved for you. At the time the reservation is purchased, a receipt will be issued. If more than one (1) reservation (regardless of

program type) is made in your name, all reservations in the same name will be cancelled.

In order to insure a diversified mixture of products at the Orange County Market Place, we may not always be able to accept reservations in certain product categories for everyone who desires a reservation for the upcoming weekend. If a reservation is denied for this reason, you may still try the Overflow Program (see Section IV, Item 1.0). Any person who interferes with the reservation process may be denied future reservations or selling privileges.

- (C) Walk-up Reservation Permittees will adhere to the following:
- (1) Enter the Fairview and Merimac entrance to the Fairgrounds between 5:45 a.m. and 6:15 a.m. Once you arrive, **STAY IN LINE AND STAY IN YOUR VEHICLE.** Only one (1) vehicle is allowed per reservation and it must contain **the Permittee** and all of the Permittee's merchandise and display material.
 - (2) Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 5:45 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in the streets and entrances. Individual space assignments are made at random and are not dictated by the order of arrival, so please drive carefully. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**
 - (3) Read all Operating Procedures to know what goods and services cannot be sold or are restricted (see Section II, Items 4.0 and 5.0), and what is expected of each Permittee.
 - (4) Complete the Application for Daily Ground Space Use Permit and the Merchant Services card which are provided at the Orange County Market Place each morning.
 - (5) Have your driver's license or government issued I.D. with photograph, California Retail Seller's Permit (see Section II, Item 9.0), a photocopy of your annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured, or a completed daily insurance certificate (see Section II, Items 11.1 and 11.2), and the Application for Daily Ground Space Use Permit out and ready to be checked.
 - (6) **Have the exact space fee, Merchant Services fees, daily insurance fee (if needed), and any other applicable fees ready for the cashier. (CASH ONLY!!) No bill larger than \$20.00 will be accepted and no change will be given (see Section III).** You will need to give the cashier your Application, Merchant Services card, and daily insurance certificate if applicable.

- (7) Proceed to your assigned space. After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. **Your vehicle must remain in your assigned space until 4:00 p.m.** Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move fee. At the time you are given your space assignment, you may leave if you do not wish to sell in the assigned space, but **no refund will be made.**
- (D) All Walk-up Reservation Permittees who fail to arrive by 6:15 a.m. on any day for which they have a reservation will lose their reservation and be required to pay a missed reservation processing fee for the reservation (see Section III, Item 5.0). Walk-up Reservation Permittees who have missed their reservation may still participate in the Overflow Program where they will be subject to all fees and conditions as outlined in Section IV, Item 1.0. Payment by a Cashier's Check or Money Order in the amount of the processing fee for each day missed must be mailed to the Orange County Market Place (see Appendix B). Should this payment not be received by the Thursday prior to the weekend for which the Permittee next has a reservation, the Permittee must pay the missed reservation fee in cash (exact change) the morning of the event.

4.0 ADVANCED SPACE SALE PROGRAM - DAILY PERMITTEE WITH A PREPURCHASED SPACE:

- (A) Individual spaces are sold in advance at the Information Booth. This program is available to Permittees that are not currently participating in another selling program. A schedule of sale dates, times, available spaces, and space fees for Advance Space Sales are available at the Information Booth. All requests must be submitted on the application form available at the Information Booth during the Orange County Market Place hours. Incomplete request forms will not be considered. The application must specify approved item(s) to be sold, and be in compliance with the current Operating Procedures. In order to insure a diversified mixture of products at the Orange County Market Place, we may not always be able to accept Advance Space Sale Applications in certain product categories for everyone who desires a space. **All applications must be accompanied by Cash, Cashier's Check or Money Order made payable to Orange County Market Place. Have exact change as no change will be given.** At the time of purchase the Permittee must provide the representative with a copy of your California Retail Seller's Permit (see Section II, Item 9.0), a photocopy of your

annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured or your daily insurance application (see Section II, Item 11.1 and 11.2), and your Merchant Services card. It is fully understood that this fee, if accepted by the Orange County Market Place, assures the Permittee a space for the purchase date only.

All insurance fees (when applicable), Merchant Services fees, and any other applicable fees will still apply and must be paid at the time the space is purchased. Space fees are non-refundable.

(B) All Advance Space Sale Permittees will adhere to the following:

- (1) Enter through designated seller entrances only.
- (2) Permittees with a space assignment between the numbers 100 and 195, or on row "A" must enter the Newport Boulevard and Mesa Drive Gate between 5:00 a.m. and 6:15 a.m.
- (3) Permittees with a space assignment between the numbers 199 and 252 or on row "P" must enter the Fair Drive and Vanguard Gate between 5:00 a.m. and 6:15 a.m.
- (4) Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 5:00 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in the streets and entrances. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**
- (5) **Have space card(s) and driver's license or government issued I.D. with photograph out and ready to be checked prior to arriving at the entrance.** After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. Only one (1) vehicle is allowed per Permittee and it must contain all merchandise and display material. Proceed to your assigned space. Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move fee. Your vehicle must remain in your assigned space until 4:00 p.m.
- (6) If Permittee does not arrive by 6:15 a.m., the assigned space may be reassigned without further notice or refund. However, if you still wish to sell that day, notify any employee at the Fair Drive and Vanguard Gate that you have an advance space (give the space number to the employee). An attempt will be made to hold your originally assigned space; if not available, management will attempt to get you into the Orange County Market Place to sell in another space. You will be charged the daily rate for your space.
- (7) Management, in its sole discretion reserves the right to reassign Advance Space Sale Permittees on a daily basis as deemed necessary.

5.0 PRIORITY MONTHLY RESERVATION - DAILY PERMITTEE WITH RESERVATIONS:

- (A) By submitting your Priority Monthly Reservation Request in the mail, and upon approval of your request, you will receive a reservation for every Saturday and Sunday of operation during the upcoming month. This does not include special holiday events. All requests must be submitted on the request form available at the Information Booth during Orange County Market Place hours. An incomplete request forms will not be considered. The request form must specify approved item(s) to be sold, and be in compliance with the current Operating Procedures. In order to insure a diversified mixture of products at the Orange County Market Place, we may not always be able to accept reservations in certain product categories for everyone who desires a reservation. All requests must be accompanied by a Priority Monthly Reservation Processing Fee submitted in the form of a Cashier's Check or Money Order made payable to Orange County Market Place. If the request specifies only Saturdays or only Sundays, the entire Priority Monthly Reservation Processing Fee will still apply. It is fully understood that this fee, if accepted by the Orange County Market Place, confirms the reservation only. All daily space fees, insurance fees, Merchant Service fees, and any other applicable fees will still apply. **All requests must be postmarked no earlier than the 1st day and no later than the 14th day of the month preceding the selling month.** The successful requests shall be non-refundable. All unsuccessful requests shall be returned. Tel Phil Enterprises, Inc., in its sole discretion reserves the right to reject any and all requests for any reason.
- (B) Priority Monthly Reservation Permittees will adhere to the following:
- (1) Enter the Fairview and Merimac entrance to the Fairgrounds between 5:00 a.m. and 5:30 a.m. Once you arrive, **STAY IN LINE AND STAY IN YOUR VEHICLE UNLESS YOU ARE PURCHASING DAILY INSURANCE.** Daily insurance certificates can be obtained at the table located in front of the seller line up. Only one (1) vehicle is allowed per reservation and it must contain **the Permittee** and all of the Permittee's merchandise and display material.
 - (2) Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 5:00 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in

the streets and entrances. Individual space assignments are made at random and are not dictated by the order of arrival, so please drive carefully. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**

- (3) Read all Operating Procedures to know what goods and services cannot be sold or are restricted (see Section II, Items 4.0 and 5.0), and what is expected of each Permittee.
 - (4) Complete the Application for Daily Ground Space Use Permit and the Merchant Services card which are provided at the Orange County Market Place each morning.
 - (5) Have your driver's license or government issued I.D. with photograph, California Retail Seller's Permit (see Section II, Item 9.0), a photocopy of your annual insurance certificate that names Tel Phil Enterprises, Inc. as additional insured, or a completed daily insurance certificate (see Section II, Items 11.1 and 11.2), and the Application for Daily Ground Space Use Permit out and ready to be checked.
 - (6) **Have the exact space fee, Merchant Services fees, daily insurance fee (if needed), and any other applicable fees ready for the cashier. (CASH ONLY!!) No bill larger than \$20.00 will be accepted and no change will be given (see Section III).** You will need to give the cashier your Application, Merchant Services card, and daily insurance certificate if applicable.
 - (7) **You may request a corner space or a specific row space assignment.** Request for specific space assignments cannot be accommodated. We will accommodate your request to the extent possible based on space availability.
 - (8) Proceed to your assigned space. After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. **Your vehicle must remain in your assigned space until 4:00 p.m.** Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move fee. At the time you are given your space assignment, you may leave if you do not wish to sell in the assigned space, but **no refund will be made.**
- (C) Only Priority Monthly Reservation Permittees arriving by 5:30 a.m. may request a corner or a specific row assignment. All Priority Monthly Reservation Permittees who fail to arrive by 6:15 a.m. on any day for which they have a reservation will lose their reservation and be directed to Overflow where they will be subject to all fees and conditions as outlined in Section IV, Item 1.0.

6.0 BID/AUCTION SPACE PROGRAM PERMITTEE:

- (A) Individuals need not have previously sold at the Orange County Market Place in order to participate in the Bid Program. The available space location(s) and the minimum bids will be posted at the Information Booth. Complete instructions and the preprinted bid forms will also be available at the Information Booth during Orange County Market Place hours. Bidding is open to all. Advance approval of product(s) or service(s) is required. The bid process shall only be for the posted bid spaces, and will be in addition to any other monthly space assignment(s) which the bidder may hold. Successful Bid Permittees may not participate in other daily space programs. The bid space assignment shall be for all operating Saturdays and Sundays within one (1) calendar month excluding special holiday events.
- (B) All bids must be submitted on a preprinted bid form available from the Information Booth during Orange County Market Place hours. The bid form must specify approved item(s) to be sold, and be in compliance with the current Operating Procedures. Incomplete bid forms will not be considered. **All bid forms must be received by the first calendar day of the month prior to the month you wish to participate (see Appendix B).**
- (C) **All bids must be accompanied by a Cashiers Check or Money Order made payable to Orange County Market Place and a self addressed stamped envelope.** The successful bid shall be non-refundable. Unsuccessful bids shall be returned in the envelope provided by bidder. Tel Phil Enterprises, Inc. reserves the right, in its sole discretion, to reject any or all bids.
- (D) Permittees who are awarded bid spaces will be required to pay **monthly** Merchant Services fees.
- (E) Bid Space Permittees are required to maintain a current annual insurance policy (see Section II, Items 11.1 and 11.2) and California Retail Seller's Permit (see Section II, Item 9.0).
- (F) Bid Permittees will adhere to the following:
 - (1) Enter through designated seller entrances only.
 - (2) Permittees with a space assignment between the numbers 100 and 195, or on row "A" must enter the Newport Boulevard and Mesa Drive Gate between 5:00 a.m. and 6:15 a.m.

- (3) Permittees with a space assignment between the numbers 199 and 252 or on row "P" must enter the Fair Drive and Vanguard Gate between 5:00 a.m. and 6:15 a.m.
- (4) Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 5:00 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in the streets and entrances. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**
- (5) **Have space card(s) and driver's license or government issued I.D. with photograph out and ready to be checked prior to arriving at the entrance.** After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. Only one (1) vehicle is allowed per Permittee and it must contain **the Permittee** and all the Permittee's merchandise and display material. Proceed to your assigned space. Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move fee. **Your vehicle must remain in your assigned space until 4:00 p.m.**
- (6) If a Bid Permittee does not arrive by 6:15 a.m., the assigned space may be reassigned without further notice or refund. However, if you still wish to sell that day, notify any employee at the Fair Drive and Vanguard Gate that you have a bid space (give the space number to the employee). An attempt will be made to hold your originally assigned space; if not available, management will attempt to get you into the Orange County Market Place to sell in another space. You will be charged the daily rate for your space.
- (7) Management, in its sole discretion reserves the right to reassign bid spaces on a daily basis where a Permittee fails to use such space during the term of a bid permit.
- (8) There will be a minimum charge of not less than \$10.00 for any duplicate space card should the original become lost.

7.0 CORPORATE SPACE PROGRAM PERMITTEE:

- (A) Participation in this program is only through invitation by the Orange County Market Place. An invitation to participate does not guarantee that future invitations will be offered.
- (B) Space assignments for the Corporate Space Program Permittees are at the sole discretion of management. Spaces are assigned on a non-recurring basis. There is no warranty that the Permittee will be assigned to any particular space, whether or not the Permittee has been assigned to that space previously.

- (C) Permittees who hold Corporate Space Program space assignments will be subject to Section IV, Item 9 (C).
- (D) Permittees who hold Corporate Space Program assignments will be required to pay the Corporate Space fee and the Merchant Services fees in advance.
- (E) Corporate Space Permittees are required to maintain a current annual insurance policy (see Section II, Items 11.1 and 11.2) and California Retail Seller's Permit (see Section II, Item 9.0).
- (F) For additional information, contact the Corporate Office (see Appendix A).

8.0 MANUFACTURER'S OUTLET PROGRAM PERMITTEE:

- (A) Participation in this program is only through invitation by the Orange County Market Place. An invitation to participate does not guarantee that future invitations will be offered.
- (B) Space assignments for the Manufacturer's Outlet Space Program Permittees are at the sole discretion of management.
- (C) Permittees who hold Manufacturer's Outlet Space Program assignments will be required to pay the Manufacturer's Outlet Space fee, 10% of the daily gross sales, and the Merchant Services fees.
- (D) Manufacturer's Outlet Space Permittees are required to maintain a current annual insurance policy (see Section II, Items 11.1 and 11.2) and California Retail Seller's Permit (see Section II, Item 9.0).
- (E) For additional information, contact the Corporate Office (see Appendix A).

9.0 MONTHLY SPACE PROGRAM PERMITTEE:

- (A) **A Permittee must have sold on at least three prior occasions at the Orange County Market Place before application can be made for a monthly space permit.** Applications may be obtained from the Information Booth at the Orange County Market Place during operating hours. To apply for a monthly space, Permittees must submit the monthly application and photographs of their displays to the Corporate Office to be considered by the review committee (see Appendix B). Applications and photographs will remain on file for six months. Permittees will be notified if the application is approved.
- (B) Those Permittees selected to become Monthly Permittees are determined at the sole discretion of Tel Phil Enterprises, Inc. Some of the criteria used are:
 - (1) The ability to create a "fun experience" for our customers;
 - (2) The ability to "involve" the customer;
 - (3) The ability to offer the customers "good value" and to "demonstrate" that value;
 - (4) The dedication to providing 100% customer satisfaction.

- (5) The ability to conceal the Permittee's vehicle and create a display that enhances the presentation of the Orange County Market Place.
 - (6) The offering for sale unique items not commonly found in retail trade; and
 - (7) The availability of space for the monthly space program.
- (C) Monthly Permittees will adhere to the following:
- (1) Enter through designated seller entrances only.
 - (2) Permittees with a space assignment between the numbers 100 and 195, or on row "A" must enter the Newport Boulevard and Mesa Drive Gate between 5:00 a.m. and 6:15 a.m.
 - (3) Permittees with a space assignment between the numbers 199 and 252 or on row "P" must enter the Fair Drive and Vanguard Gate between 5:00 a.m. and 6:15 a.m.
 - (4) Do not arrive early as parking on or around the Fairgrounds or lining up in the streets prior to 5:00 a.m. is prohibited. This is at the request of the City of Costa Mesa to help prevent complaints from our neighbors and to help alleviate the hazard of being parked in the streets and entrances. **For the safety of everyone at the Orange County Market Place, the maximum speed limit at the Fairgrounds is always 3 MPH.**
 - (5) **Have space card(s) and driver's license or government issued I.D. with photograph out and ready to be checked prior to arriving at the entrance.** After being admitted, place the space card(s) face up on the dash of vehicle so that it may be checked at any time by Orange County Market Place personnel. Only one (1) vehicle is allowed per Permittee and it must contain all merchandise and display material. Proceed to your assigned space. Changing your assigned space is prohibited. Any and all unauthorized space changes are subject to an unauthorized move fee. **Your vehicle must remain in your assigned space until 4:00 p.m.**
 - (6) If Permittee does not arrive by 6:15 a.m., the assigned space may be reassigned without further notice or refund. However, if you still wish to sell that day, notify any employee at the Fair Drive and Vanguard Gate that you have a monthly space (give the space number to the employee). An attempt will be made to hold your originally assigned space; if not available, management will attempt to get you into the Orange County Market Place to sell in another space. You will be charged the daily rate for your space.
 - (7) Management in its sole discretion, reserves the right to reassign monthly spaces on a daily basis where Permittee fails to use such space during the term of a monthly permit.
 - (8) There will be a minimum charge of not less than \$10.00 for any duplicate space card should the original become lost.

- (D) Monthly Space Permittees will be required to pay all applicable Merchant Services fees (see Section III).
- (E) Monthly Space Permittees are required to maintain a current annual insurance policy (see Section II, Items 11.1 and 11.2) and California Retail Seller's Permit (see Section II, Item 9.0).
- (F) Payments for monthly space fees are due on or before the 25th day of the second month immediately preceding the month for which the space fees are being paid. For example, if a Permittee is paying for the month of March, payment for the space fees must be postmarked no later than January 25th (which is approximately five weeks before the beginning of the selling month).

10.0 AUTOMOTIVE ROAD OF DREAMS MARKET PLACE PROGRAM PERMITTEE:

The Automotive Road of Dreams Market Place component of the Orange County Market Place is located on the Carnival Lot of the Fairgrounds adjacent to the Automotive Road of Dreams Museum. All spaces are available on a pre-sale basis and Automotive Road of Dreams Market Place Permittees are subject to all rules and regulations stipulated in these Operating Procedures. More information as well as specifics relating to this program are available in an Automotive Road of Dreams Market Place supplement to these Operating Procedures available at the Information Booth or by contacting the Corporate Office.

11.0 FREE SPEECH AREAS

If a person desires to be present at the Orange County Market Place for the sole purpose of the non-commercial expression of ideas or dissemination of literature in connection with such expression, the person must contact the Corporate Office in writing at least two (2) weeks prior to the day(s) that the person desires to be present (see Appendix B). Two (2) areas have been set aside for such expression and dissemination. The areas designated for such expression and dissemination are subject to change.

- (A) No more than four (4) people may occupy the area at anytime and they must remain within the designated boundaries of the area and may not conduct activities outside of the area.
- (B) There is no charge for the use of such designated areas.
- (C) The sale of any goods or services or fund raising of any type is expressly forbidden in such designated areas.
- (D) Use of such designated areas may be refused if in the opinion of management the ideas expressed or the information disseminated:
 - (1) violates any Federal or State law or any local ordinance;
 - (2) appeals solely to lewd or obscene interests; or

- (3) jeopardizes the health, safety and welfare of the patrons, Permittees and/or employees of the Orange County Market Place.
- (E) The use of these areas is on a first-come, first-served basis. Reservations may not be made more than four (4) weeks in advance. Persons or groups that have not previously utilized the areas will be given priority. There is no guarantee that there will be an area available on the day(s) that an area is requested.
- (F) Persons utilizing the Free Speech Area may not unreasonably interfere with the customers or with the operation of the Orange County Market Place.

APPENDIX

Operating Procedures

APPENDIX A

Telephone Numbers

Orange County Market Place Reservation Line	(714) 977-5360
Orange County Market Place Corporate Office	(949) 723-6660
Orange County Market Place Automotive Road Of Dreams Office	(949)723-6663
Orange County Market Place Corporate Office Fax	(949) 723-6659
Orange County Market Place Food Services Office	(714) 557-0426
Orange County Market Place Buyer Information	(949) 723-6616
Orange County Market Place Seller Information	(949) 723-6606
California State Board of Equalization	
Laguna Hills Office	(949) 461-5711
Santa Ana Office	(714) 558-4059
Orange County Health Care Agency	(714) 667-3600

All inquiries regarding the Orange County Market Place should be directed to the above telephone numbers and **not to the Orange County Fairgrounds.**

Operating Procedures

APPENDIX B

Addresses

General Correspondence
Suggestions
Requests for Authorization to Sell
Corporate Space Program Payments
Priority Monthly Reservation Program Payments
Applications for Monthly Ground Space Permit
No-Show/Missed Reservation Payments
Bid Space Program Forms

Mail to: Orange County Market Place
P.O. Box 11929
Costa Mesa, CA 92627-0293

Monthly Seller Payments

Mail to: Orange County Market Place
P.O. Box 2214
Costa Mesa, CA 92628-2214

Insurance Correspondence
Special Event Holiday Applications
Automotive Road of Dreams Market Place Applications and
Payments
Ombudsman Correspondence

Mail to: Orange County Market Place
P. O. Box 10159
Costa Mesa, CA 92627-0293

Operating Procedures

APPENDIX C

Location Map