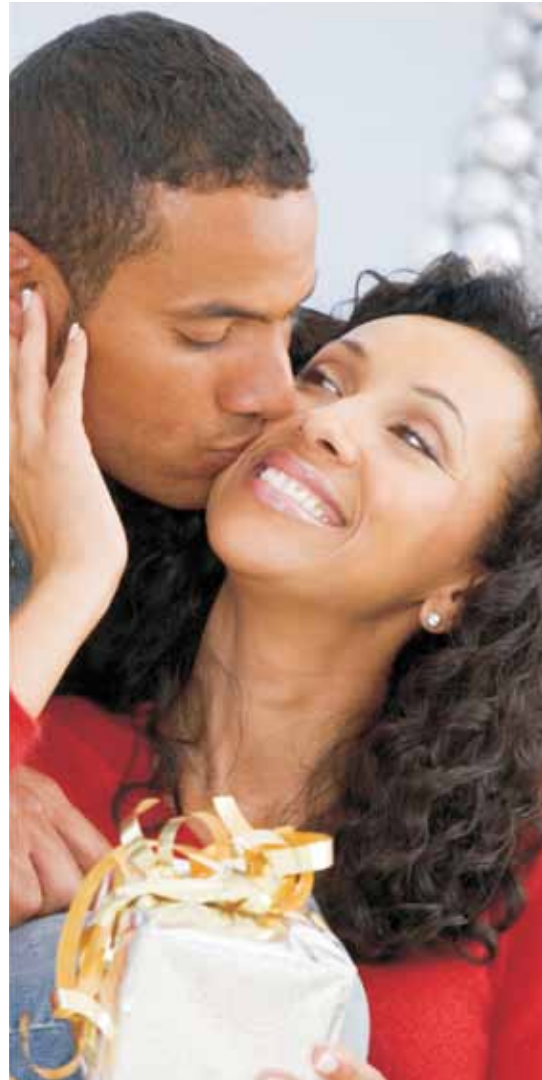


Ambiance

The Store For Lovers![®]

... Because Monogamy Shouldn't Be Monotonous.[®]



Leasing Prospectus



Ambiance

is for everyone ...

We represent a revolutionary retail concept, dedicated to the novel idea that monogamy should not be monotonous and that every couple deserves to have an exciting and creative relationship.



For young couples...

... Who want to keep their passion new and exciting.



For busy parents...

... Planning for romantic encounters when they can.



For empty nesters ...

... Rediscovering their privacy and intimacy.



For remarried couples ...

... Joyfully embracing love for a second time

Monogamy Shouldn't Be Monotonous®

Ambiance, The Store For Lovers is dedicated to helping our customers "Enhance the Romance®" in their intimate relationships by providing a comfortable, upscale, retail shopping experience featuring an extensive selection of personal, romantic and erotic products, combined with sensitive, caring customer service.

Ambiance

is good for business

A model tenant, Ambiance offers an outstanding reputation among business leaders, property owners and other retailers in the communities where the company's stores are located.



Ambiance actively works to drive traffic to its stores, investing more than \$300,000 annually on marketing efforts. This commitment along with creative and innovative marketing campaigns results in Ambiance's brand becoming widely recognized and appreciated in each of its markets.



Ambiance's success is based on meeting the needs of its most important customer group, women. Accordingly, The company prides itself on providing a tasteful, sophisticated atmosphere designed to please a woman's sensibilities and attract discerning shoppers.

"Ambiance has been a part of Northeast Ohio's business community for more than twenty years and their contribution to the communities they locate in and the organizations that they support are well respected. Their business leadership team has gone to great lengths to get engaged and involved in moving important community issues forward and have lent a hand to support and develop other entrepreneurs so they can grow their businesses and create additional jobs in our community. Whether it be charitable donations to schools and community organizations; offering their time to do a workshop on customer service or marketing; or, going the extra step to satisfy a customer, Ambiance is an asset to our community. I would not hesitate to recommend Ambiance to those communities in which Ambiance is looking to invest."

Steve Millard
President & Executive
Director
Northeast Ohio Council of
Smaller Enterprises (COSE)

Ambiance

Direct Traffic.

Impressive History.

Ambiance, the Store For Lovers has been a fixture in Northeast Ohio since 1981. Building up the company slowly but steadily, there are currently seven stores throughout the region; each in operation for at least six years, some for more than 10 years.

An average of 33,000 shoppers visit each store per year. Ranging in age from their early 20's to well into their 50's, nearly 60 percent are women and more than 90 percent are in long-term relationships. Typical Ambiance customers fall in the middle class income category that many businesses favor.

The Ambiance business model of combining customer focused, innovative marketing with great customer service and a convenient location has proven exceptional stability that attracts qualified shoppers despite volatile economic times.

"Ambiance, Inc. has been a thriving member of the Cuyahoga Falls business community since October 1999. Since that time, the 2100 square foot retail store in our City has respected and upheld our high level of community standards and has consistently contributed to the diversity and vitality of small businesses in our municipality."

- Peter M. Korycan, Senior Planner, Cuyahoga Falls, OH



Boardman, OH - Since 2003



Canton, OH - Since 1997



Cuyahoga Falls, OH - Since 1999



Maple Hts., OH - Since 2000



North Olmsted, OH - Since 1994



Parma Hts., OH - Since 1994



Richmond Hts., OH - Since 2000

Ambiance

Sophisticated Stores

Women directly make 60 percent of all Ambiance purchases and influence much of the remaining 40 percent, as their partners purchase based on her preferences.

- Accordingly, it is critical women are comfortable entering and shopping in the store.
- Ambiance is always careful to create tasteful window and store displays which appeal to the most discerning customers, with top notch merchandising designed to appeal to female sensitivities.



Ambiance's window and store displays are created by visual design professionals. They create an atmosphere of elegance and excitement, that is highly appealing to women, who make up the majority of Ambiance's in-store customer base.



"Ambiance is an upscale, tasteful store that easily compliments our other retailers and potential tenants. Their professionally designed stores are always fully stocked, neat and clean. From a landlord perspective, the payment history for rent is excellent."

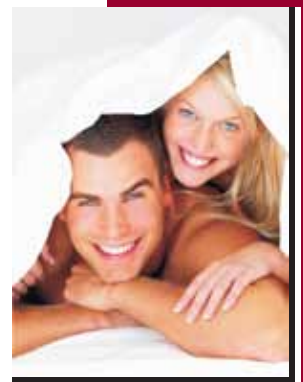
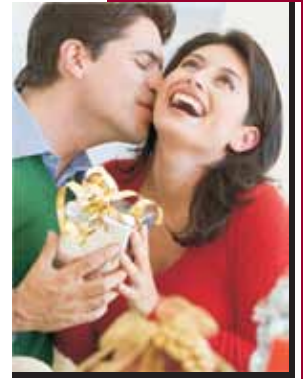
*Charles Andrews,
USA Management
(20-year landlord)*

Ambiance

Strategic Merchandising

Ambiance is tastefully merchandised with its customers in mind.

- Upcoming special occasions are the number one reason couples think of Ambiance. Whether it's a birthday, anniversary, or even a weekend without the kids, couples want to celebrate these occasions in a loving intimate way.
- To help plan for the perfect passionate celebration, Ambiance stores are segmented into "Intimate Adventure Boutiques."
- A loving romantic evening would be the result of shopping the Romance or Massage Boutiques, which offer elegant lingerie, candles, bath accessories and love inspiring massage oils and lotions. For something a little more passionate shopping the Fantasy boutique would reveal role-play costumes, adventurous board games and fun accessories to help act out those special fantasies. For new and exciting sensations, Ambiance offers the latest Romantic Technology in the Adult Toy Boutique with its collection of massagers and marital aids.
- Each Boutique offers appropriate intimate apparel, instructional and inspirational books and videos (nothing pornographic) and accessories that are sure to make their personal celebration exciting and fulfilling.



Ambiance

Unmatched Customer Service

Romance Consultants put the customer first

The Ambiance “Think Like a Customer” (TLC) program for its Romance Consultants results in the excellent customer service that Ambiance has become known for, bringing customers back again and again.

- The Ambiance TLC philosophy ensures that each Romance Consultant treats every customer with the utmost respect and compassion.
- Every new employee is thoroughly trained in product knowledge, customer service and store operations.
- Trainees are extensively tested before they can achieve the title of Romance Consultant.
- Regular visits by Secret Shoppers ensure that the quality and consistency of customer service meets Ambiance standards.

The TLC approach results in less than 2 percent shrink which is more evidence of the program’s success. Ambiance has a strong system in place to ensure compliance to company standards and procedures; each store is provided with comprehensive documentation about store operations, policies and product information.



Ambiance

Award Winning Service

In 2007, **Smart Business Magazine** established the "World Class Customer Service Awards" to recognize Northeast Ohio businesses that consistently raise the bar of customer service in their industries.



Winning the World Class
Customer Service Award puts
Ambiance in esteemed company:

Ambiance is one of only four companies, and the only retailer, to be honored every year the awards have been handed out. In 2009, Ambiance also received "The Great Escape" award.

These honors are a confirmation of Ambiance's "Think Like a Customer" system that trains and motivates all employees to provide their customers with a comfortable, fun and rewarding shopping experience.

"From its Great Lover's Club, to its 'Think Like a Customer' training philosophy and thirteen mandatory service standards, everything this organization does is aimed at ensuring its customers achieve a more loving, passionate relationship... essentially, a Great Escape."

*Dustin S. Klein,
Executive Editor,
Smart Business
Magazine*



Ambiance and President Jennifer Downey have been honored with numerous awards and certificates of recognition:

Year	Award	Presented By
2010	Best Training Systems	Smart Business Magazine
2009	Great Escape Award	Smart Business Magazine
2009 2008	Best of North Olmsted Award Lingerie	North Olmsted
2009 2008 2007	World Class Customer Service Award	Smart Business Magazine
2004	Weatherhead 100 Outstanding Growth Companies	Case Western Reserve University Weatherhead School of Management
2004	Athena Award Finalist	Cuyahoga County Commissioners Special Recognition
2003 2002	Innovation in Business Award Finalist	Small Business News
2002	Weatherhead 100 Fastest Growing Comanies in the Last 5 Years	Cuyahoga County Commissioners Certificate of Special Recognition
2002	Top Ten Women Business Owners of Northeast Ohio	Nat'l Association of Women Business Owners
2002	500 Most Influential Women in Northeast Ohio	Northern Ohio Live
2001	Small Business Person of the Year - First Runner-Up	Small Business Administration
2001	Rainmaker Award	Northern Ohio Live
2000	Woman Advocate of the Year	Small Business Administration - Cleveland District Office
1999	Cleveland Volunteer of the Year	Nat'l Association of Women Business Owners
1998	Titan of Style	Sun Newspaper
1997	Ohio's Top Women Professionals	Northern Ohio Live
1996	Top 20 Women Business Owners - Northeast Ohio	Nat'l Association of Women Business Owners
1995	Cleveland Women Business Owner of the Year	Nat'l Association of Women Business Owners
1995	40 Under 40	Crain's Cleveland Business



Ambiance

High-Profile Marketing

Ambiance, The Store For Lovers is one of the most recognized brands in each of its markets. This is the result of an effective, consistent and committed marketing effort.

Ambiance's in-house marketing department is made up of creative professionals adept at maximizing the reach of the store's message and the resulting traffic.

More than \$50,000 per store is spent annually to drive business to each location and market the Ambiance brand.

The company effectively utilizes every medium including local television and radio, outdoor billboards, daily newspapers, periodicals and regional travel guides, as well as the internet and the newest forms of social media.

Ambiance's own **Great Lovers Club** has over 100,000 members who signed up to receive emails and postal offers regularly throughout the year.



Ambiance was featured as a Valentine's Day "must" in the Akron Beacon-Journal



One of Ambiance's many highly recognizable seasonal billboards along the streets and freeways of Northeast Ohio

Ambiance

Good Neighbors

Ambiance is in good company

Popular businesses surround Ambiance stores, providing a synergy that draws upscale and middle-class customers to your shopping center.



"Ambiance's rental payments and/or any other monies due are always received in a very timely manner, and they have always conducted their business in a most proper and lawful manner. We have never received a single complaint call concerning them, nor have we ever been contacted in any other way with any type of unfavorable comment on the store, its contents, or the customers who frequent the premises."

- M. J. Tipton, Business Manager, Randall House Properties, Inc. (Landlord since 1993)

Ambiance

Community Commitment

Ambiance Gives Back

Each year, Ambiance donates over \$10,000 in contributions to more than 250 national, regional and local charities.

- Local churches, charities and businesses often request Ambiance gift certificate donations to assist in their raffles, auctions and fund-raising efforts.
- Since 2001, Ambiance has participated in the American Heart Association's "Have a Heart" fund drive and has raised over \$20,000 for the charity.
- Ambiance is committed to breast cancer research, awareness and prevention and regularly participates in fund-raisers and public service announcements for the cause.

"The **American Heart Association** was pleased to partner with Ambiance, Inc. during "February: Heart Month," to raise funds to support lifesaving research. Ms. Downey encouraged her employees to sell our "Have-a-Heart" paper hearts in the stores and this resulted in over \$2,000 for the local American Heart Association."

- Joyce Hillick Ely, Executive Director



"Please accept our heartfelt thanks for your gift for the babies and children of **Providence House** in support of our "Shades of Blue Luncheon." This 28th Annual Luncheon truly helped raise further awareness about Providence House and the need to support and protect children in our community."

- Natalie A. Leek-Nelson, CEO and President, Providence House



"Thank you for your contribution of \$2,500 to the Susan G. Komen Breast Cancer Foundation Northeast Ohio Race for the Cure. Your support of this event not only helps in the search for a cure for breast cancer, it is an investment in the future of all women and their families."

*- Shawn Russell,
Sponsorship Chair, The
Susan G. Komen Breast
Cancer Foundation
Northeast Ohio Race for
the Cure*

"The **Montessori School of the Mahoning Valley** wishes to thank-you for your generous donation to our Third Annual Gala/Murder Mystery Dinner Theatre. Your donation of an Ambiance Gift Certificate and basket helped to raise over \$12,000 for our school what a success!"

- **Mark DeBruin, Gala Chairman, The Montessori School of Mahoning Valley**



"With your help and support, we were able to raise over \$2,000 for the **Parma Heights Police Department DARE program**. We will work hard to make your investment in the children of the community worth your time and effort."

- **Ptl. Jim Griffith, Parma Heights Police Department**



"Thank you for your donation to the **St. Anthony of Padua School's** Annual Reverse Raffle. Our school children have benefitted greatly; all of this was made possible because of the generosity of people like you."

- **Fr. Dale W. Staysniak, Pastor, St. Anthony of Padua School**

"On behalf of the Catholic Parent Unit and students of the **Immaculate Conception School**, I would like to express my sincere appreciation for your donation to our Chinese Auction held on March 4, 2000. Because of your generosity, you helped to make the auction a success."

- **Jane A. Skoch, Chairperson, Catholic Parent Unit Immaculate Conception School**



"**Notre Dame College of Ohio** and its Alumni Association would like to thank your for your contribution to our third Alumni Monte Carlo Night that was held Friday, September 15, 2000. The evening was a huge success with over \$12,000 raised for student scholarships."

- **Vickey Yates, Coordinator of Alumni Relations & Annual Giving, Notre Dame College**

"Thank you for your generous donation for the **Berea Middleburg Heights Early Childhood PTA's** 29th Annual Easter Brunch on March 23, 2002. Your donation certainly helped to make this the most successful fundraiser ever."

- **DeeDee Bell, Raffle Committee Chairman**



Ambiance

Visionary Corporate Leadership

Henry Keiluhn

Henry Keiluhn, Vice President & founder's inspiration for Ambiance came from a 1980 tabloid headline ("Home Sex Toy Parties Heat Up California"). Once inspired, he applied his small family business and marketing experience to build Ambiance from a \$300 start up to the multimillion dollar company it is today. While staying out of the spotlight, Keiluhn is focused on keeping Ambiance on track to his vision of a place for real couples to go to for advice, inspiration and products to keep their love lives from becoming dull and unfulfilling. Working with Downey, Keiluhn makes sure that the company's operations, marketing and employees are top notch and a positive reflection on the company as well as the communities it serves.



Downey was featured on the cover of COSE's magazine for Ambiance's success in the region

Jennifer Downey

Ambiance's pioneering President Jennifer Downey has garnered numerous awards and accolades: she has been an Athena™ Awards finalist, named "Small Business Person of the Year" by Small Business Week Magazine, "Retail Rainmaker of the Year" by Northern Ohio Live Magazine, and has many acknowledgements as one of the region's top female executives.



Downey appears with U.S. Congressman Dennis Kucinich at the City Club, to speak on behalf of small business in Northeast Ohio.

As an active member of COSE, the small business division of the Greater Cleveland Partnership with over 16,000 members, Downey has served on its board of directors and its committees and projects. Downey is an active member of the Cleveland Chapter of the National Association of Women Business Owners, where she served successful terms as VP of Member Services, VP of Finance and as President. Downey is also a founding board member of Plexus, the Northeast Ohio Chamber of Commerce for the LGBT Community and Allies.

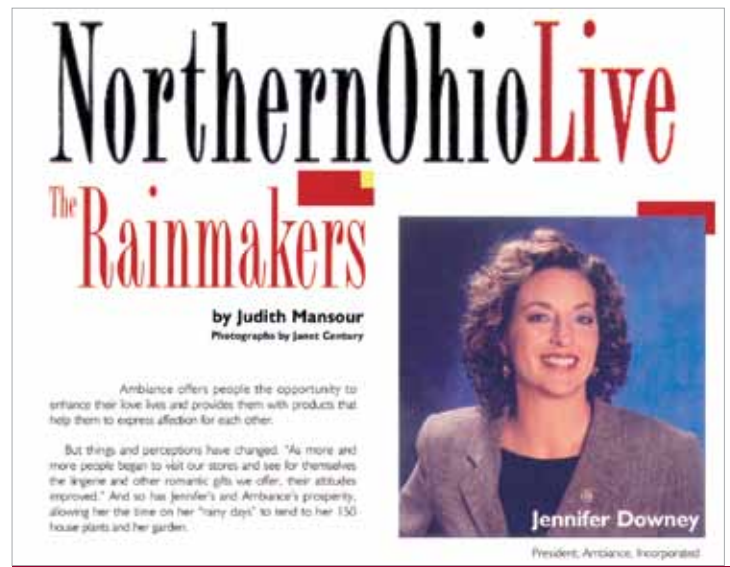


Downey addresses a meeting of the National Association of Women Business Owners

Regional Business Leadership

Ambiance, Inc. President Jennifer Downey has emerged as an extremely effective corporate spokesperson. She has helped achieve broad recognition for Ambiance as a successful Ohio-based, and promoting the brand and its role as a leader in the regional business community.

Downey has achieved celebrity status and become a recognized face, with frequent appearances on radio talk shows and TV and print interviews. She is also a much sought after public speaker for business and social groups.



Jennifer Downey was recognized by Northern Ohio Live as one of the region's "Rainmakers" for the success and expansion of Ambiance, Inc.

Ambiance

Media Recognizes Success

Ambiance regularly receives prime coverage in regional and business media for its commercial successes

Relationship Enhancers

How Ambiance, Inc., builds rapport with customers

(Downey) and her management team understands that customers who come to “The Store for Lovers” need to feel comfortable, and it takes a special salesperson trained in the art of conversation to provide an atmosphere of trust and discretion.

- Smart Business Special Supplement, June 2007

Red Hot Holiday!

Not too long ago, someone in search of, shall we say, marital aids was forced to seek them in somewhat unsavory places. But armed with millennium-style marketing savvy and aided by a more open culture, retailers and manufacturers of adult toys have reinvented the business into something mainstream. Downey’s Ambiance, in the midst of a multi-store expansion, does most of its business in the suburbs.

- Akron Beacon Journal, February, 2000

Downey, Ambiance Pick Up Good Vibrations

During a recent interview with Crain’s, Ms. Downey said people have warmed to the devices and products sold in her stores. The children of some of Ms. Downey’s original customers now shop in her eight stores.

- Crain’s Cleveland Business, August, 2005

The RainMakers

Known as “The Store for Lovers,” Ambiance offers people the opportunity to enhance their love lives and provides them with products that help them to express affection for each other.

- Northern Ohio Live, November 2001

The Allure of Ambiance

[Downey’s] first priority is to provide customers with an upscale, no-pressure shopping environment where they can acquire the information and products they seek. And Ambiance spends about \$2,500 training each “romance consultant,” a role that summons the sagacity of Oprah Winfrey, Zig Zieglar, Dr. Ruth and Inspector Gadget.

- COSE Update, October 1999

SMART BUSINESS
INSIGHT. ADVICE. STRATEGY.

**AKRON
BEACON
JOURNAL**

**CRAIN'S
CLEVELAND
BUSINESS**

NorthernOhioLive

COSE

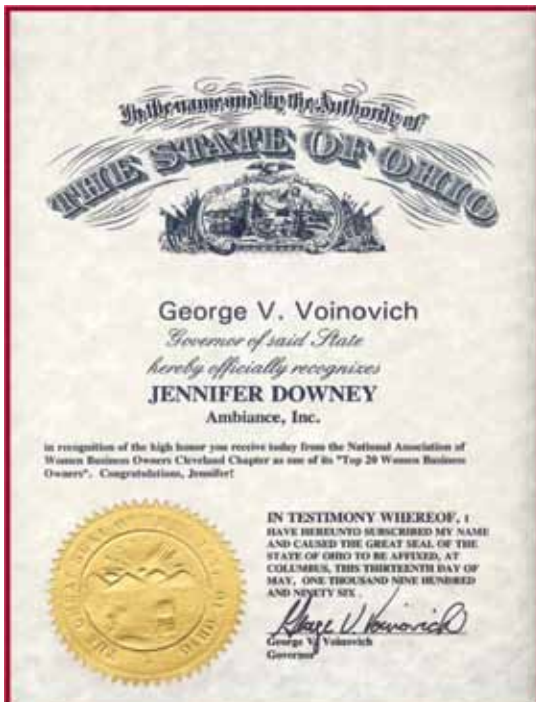
Valentine's Day Gift Guide

[Downey] wanted to give women a place to shop for sexy items without feeling uncomfortable or having to go to a sleazy adult store. In the last quarter-decade, Downey has built Ambiance into a mini-empire, attracting thousands of women, men and couples looking to add excitement to their love lives.

- The Plain Dealer, February, 2006



THE PLAIN DEALER

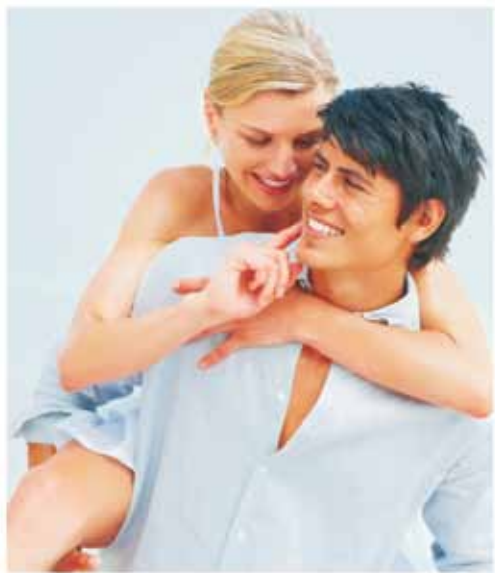


Several examples of the many awards and letters of recognition presented to Jennifer Downey and Ambiance, Inc. for their important roles in the Northeast Ohio business Community.

Ambiance

The Store For Lovers!®

Monogamy Shouldn't Be Monotonous.®



"Oh, my gosh, my mom LOVES your store! She and my dad shop there every time they go out of town for the weekend!"

- 23-year-old member of the Cleveland 20/30 Young Professionals organization, upon meeting Ambiance's director of marketing.

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