

100 NORTH MAIN REDEVELOPMENT PROPOSAL









August 31, 2021

Christine Taylor

Downtown Memphis Commission

114 N. Main Street

Memphis, TN 38103

RE: 100 North Main - Request for Proposal

Dear Ms. Taylor:

Our team is pleased to present a proposal to redevelop 100 North Main Street and we thank you for the opportunity to do so.

Through our team's extensive history with urban infill development, public-private partnerships, historic preservation and adaptive reuse, and the creation and management of mixed-use and mixed-income communities, we understand and welcome the complexity of reviving this historic icon in collaboration with the Downtown Memphis Commission.

Each step of our team's approach is fortified with extreme care and deliberation. Our simple philosophy is that we will not pursue a development that is not embraced by those who will be most impacted. We place great importance on stakeholder collaboration, and focus on creating vibrant, inviting, awardwinning urban neighborhoods for all population groups.

We look forward to collaborating with you further and answering any questions you may have.

Sincerely,

The Alexander Company, Inc.

Joseph M. Alexander /

President

DEVELOPMENT TEAM / An Introduction

The Alexander Company has assembled the most proven project team. You will have a team that will lead the public private partnership through the entire process, taking the redevelopment from concept to completion, with our assembled experts providing ideas, advice, and guidance at every step.

Alexander

The Alexander Company | Developer | alexander company.com

The Alexander Company has developed numerous multi-phase, mixed-use projects nationwide with an emphasis on affordable housing, demonstrating a history of success for nearly 40 years. The Alexander Company specializes in reviving urban infill sites through the creative structuring of financing and economic development tools, with affordable housing at the forefront of nearly every development.



Self + Tucker Architects | Architect | selftucker.com | MBE

Self + Tucker Architects is a full-service firm offering architecture, interior design, planning, and urban design expertise. The professional and cultural diversity of their staff contributes significantly to projects' success.



Montgomery Martin Contractors | General Contractor | montgomerymartin.com

Since 1995, MMC has earned a reputation in Memphis and beyond as a leader in the construction community, with their success based on the relationships they've built and unmatched commitment to quality.



CSA Engineering | Structural Engineer | csastructures.com

Headquartered in Memphis, CSA Engineering is a full-service structural, electrical, mechanical, plumbing, and fire protection engineering and consulting firm dedicated to innovative design and cutting-edge technology.

HALTOM ENGINEERING, LLC

Haltom Engineering | MEP Engineer | haltomengineering.com MWBE

Haltom Engineering is a mechanical engineering firm specializing in mechanical building design, with an emphasis in designing with cutting-edge energy-saving technology.



Baker Tilly | Accounting / Audit Consultant | bakertilly.com

Baker Tilly is one of the top 15 largest accounting and advisory firms in the United States and serves clients from offices in 13 states, with construction and real estate advisory services one of their largest practice areas.

JUDITH JOHNSON & ASSOCIATES

judithjohnson Judith Johnson & Associates | Preservation Consultant | preservationservices.com

Judith Johnson & Associates is a preservation consulting firm with a wide range of services and expertise, and nearly three decades of professional experience.



Trust Marketing | Community Engagement Consultant | trustmkt.com MSBE

Trust Marketing is a marketing/public relations consulting consortium with a wealth of experience and exposure to corporate and governmental entities.



Michael Best | Developer Counsel | michaelbest.com

Michael Best's experienced real estate attorneys guide clients through all phases of developing and financing large-scale, single-, and mixed-use projects across the nation, on time and on budget.

BUTLER | SNOW

Butler Snow | Real Estate Counsel | butlersnow.com

Butler Snow's Real Estate Group has substantial experience in every aspect of commercial real estate, including acquisitions and sales, financing, development, land use, construction, and leasing.







DEVELOPMENT TEAM / The Alexander Company

For nearly 40 years The Alexander Company has specialized in urban infill development, urban revitalization, historic preservation, and adaptive reuse.

Nationally recognized for urban development and historic preservation achievements, the Madison, Wisconsin-based Alexander Company is a leading force behind the creation of affordable, workforce housing communities and solutions. As a master developer, the Company oversees the financing, design, construction, marketing, and property management of developments in-house, providing a diverse team of experts for owners, investors, and partners.

COMMUNITIES

impacted

BUILDINGS developed

280

HOUSING UNITS

developed

7,928

COMM. SPACE

brokered (SF)

Alexander Company projects create new urban focal points and restore glory to important landmarks that define cities. The company has completed several mixed-use "urban renaissance" master-planned developments, incorporating new construction, historic preservation or both. The Company has won numerous industry awards, including the National Preservation Honor Award from the National Trust for Historic Preservation, the Best Historic Rehabilitation Project Award from Affordable Housing Finance, the Charles Edson Award from the Affordable Housing Tax Credit Coalition, The Paul Gruenberg Award for Best Adaptive Reuse of a Building, several National Main Street Awards, among many others.

The Alexander Company is separated from other firms by managing all services in-house, providing a one-stop-shop for all real estate needs. This approach results in a single source of accountability for the client and brings efficiency, transparency and ease of communication to the otherwise arduous process of real estate development.

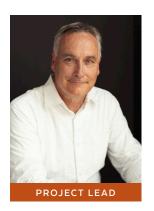


DEVELOPMENT TEAM / The Alexander Company



JOSEPH ALEXANDER PRESIDENT

Joe's duties at The Alexander Company include senior management, development team oversight, stakeholder relations, new project development and operations oversight. He has overseen developments from Kansas City to Washington D.C. to Fort Worth. Joe has diverse experience in real estate administration, government and public relations. He has served as Special Assistant to the Secretary of the United States Department of Health and Human Services, where his duties included consultation and implementation in the areas of general management, budgeting and facilities development oversight.



DAVE VOS DEVELOPMENT PROJECT MANAGER

Dave has worked for the Alexander Company for over 30 years. Prior to his current position as a Development Project Manager, he was the Director of its Architectural Division. His positions have encompassed the entire development process including urban planning, acquisition, entitlements, financing, design, construction, lease-up/sales and operations. He has a unique, applied knowledge of building systems and delivery processes, historic building codes, New Markets Tax Credits, Low Income Housing Tax Credits, State and Federal Historic Tax Credits, HOME and CDBG funding, federal grants, Brownfield loans, bond financing and conventional financing tools.



CHRIS DAY DEVELOPMENT PROJECT MANAGER

Chris is responsible for assisting with new project development, acquisition, and financing. His daily responsibilities include market and financial analysis, coordination of the entitlements process, due diligence, and document review. In addition, Chris works with lenders, investors, and third party vendors on various projects.

Chris has specific experience in residential development, including high-quality multifamily housing and projects utilizing historic and low-income housing tax credit programs.



DEVELOPMENT TEAM / Self + Tucker Architects

Self + Tucker Architects (STA) was established in 1995 with a commitment to design excellence and community engagement. They are dreamers, designers, and entrepreneurs - but above all, they are committed to positively changing the built environment. The professional and cultural diversity of their staff contributes significantly to their understanding of each client's unique requirements.

STA is a full-service firm offering architecture, interior design, planning, and urban design expertise. They believe well-designed buildings and spaces enrich individual and collective qualities of life. Through listening and learning they create innovative design solutions of the highest quality. As a diverse team of professionals, they leverage their diversity to create the best possible solutions for their clients. They are experienced in adaptive reuse and renovation of historic structures. They are particularly passionate about downtown redevelopment and neighborhood revitalization.

DESIGN EXCELLENCE AWARDS



AIA MEMPHIS FIRM SERVICE AWARD



RICHARD H. DRIEHAUS PRESERVATION AWARD



TENNESSEE HISTORIC COMMISSION AWARD



MBJ BUILDING MEMPHIS AWARD

STA also has experience with sustainable design and energy conservation, with six team members having LEED credentials (LEED AP BD+C, LEED AP, and four Green Associates). With each new project, they build on knowledge gained and strive to create buildings that allow their clients to have healthier interior environments and consume less energy.

In addition to their creative strengths, they understand budgets, schedules, feasibility analysis, facility maintenance and all the practical issues related to building design, construction, renovation, and lifecycle costs. They thrive on visual communications, adept at both manual and computer-generated graphics. STA views technology as a tool to increase project management efficiency, develop effective client communications, and create visuals that assist the fundraising process.

STA strives for a creative partnership, involving their clients in every step of the design process. In addition to addressing the project purpose and practicalities, they endeavor to truly enrich the architectural fabric of communities and institutions they serve.



DEVELOPMENT TEAM / Self + Tucker Architects



JUAN SELF, AIA, NOMA, CSI MANAGING PRINCIPAL

Juan, a founding Principal of Self + Tucker Architects, has nearly 40 years' experience in architecture, construction, project and program management. He has extensive experience with schools, churches, childcare facilities, single- and multi-family housing, medical facilities, civic/government facilities, and commercial spaces.

He served on the AIA Memphis Board of Directors and currently serves as Chairman of the Memphis/Shelby County Building Code Advisory Board and is a member of the Tennessee Preservation Trust Board, Tennessee Historical Commission Review Board, and Memphis Center City Commission Design Review Board.



COLBY MITCHELL, NOMA ASSISTANT PROJECT MANAGER

Colby is an emerging professional whose work is strategically infused with community revitalization and sustainable design practices. His energy and enthusiasm for project management makes him an especially valued member of the team.

Colby has assisted and lead many successful projects since joining STA in 2014. An important result is the strong relationships he has developed with clients, consultants, and allied professionals. The City of Memphis General Services Division recently requested that Colby provide support services to assist their staff. His communication and graphic design skills are also a valued asset, bringing branding and collaboration to the forefront of STA's offerings.



MARIO L. WALKER, AIA, NOMA, LEED GREEN ASSOC. LEAD DESIGNER

Mario is a passionate designer and architect who has been at STA since 2005. He earned a Masters in Architecture from the University of Memphis in 2012, graduating at the top of his class.

Mario's design experience includes neighborhood planning and streetscape development; residential design including private, affordable, and multi-family housing; and institutional and mixed-use developments. He has experience in all phases of the design process as well as managing complex project teams and working closely with contractors and owners.



DEVELOPMENT TEAM / Self + Tucker Architects



VICTOR ROBINSON, ASSOC. AIA, LEED GREEN ASSOC.

BIM SUPPORT + ZONING AND CODE ANALYSIS

Victor M. Robinson Jr. joined STA in 2015 as a project coordinator and is currently the BIM Support and Codes Specialist in the firm. Victor has performed code analysis on a variety of projects small and large including the areas of zoning, accessibility, life safety, and fire code. Victor has also collaborated on several projects using BIM, including locally hosted model coordination and cloudbased model collaboration.

Victor contributes his experience and expertise toward STA's dedicate to design excellence and socially responsible architecture. He has a passion for economic inclusion and affordable housing, and has a multitude of experience working on city- and county-owned facilities.



ONJELICA HARRIS, LEED GREEN ASSOCIATE

PROJECT COORDINATOR AND INTERIOR DESIGNER

Onjelica joined STA in 2020 as a project coordinator. She is a driven, emerging interior design professional with a passion for community service and volunteers regularly at assisted living facilities.

As a LEED Green Associate, Onjelica cares deeply about healthy interiors and environments for all to live, learn, work, and play. Onjelica's attention to detail and her focus on end-user comfort and health have made her an integral member of STA's design team.



ANTONIO TIRADO, ASSOC. AIA, NOMA PROJECT COORDINATOR

Antonio joined STA in 2018 as a project coordinator shortly after earning his Masters in Architecture from the University of Memphis. He also earned a Bachelors in Architecture and Interior Design from the University of Memphis in 2016.

Antonio contributes his talents towards STA's mission of Designing a Better Memphis by his level of creativity and interest in using architecture and design as a tool for creating stronger communities.



DEVELOPMENT TEAM / Montgomery Martin Contractors

Firm Overview

Montgomery Martin Contractors, LLC (MMC) is a full-service construction firm formed in 1995 by H. Montgomery Martin. It was his vision to create a service oriented, client-focused company that could provide high quality construction services for a competitive cost. Since 1995, MMC has earned a reputation as a leader in the construction community with a majority of our work attained from references and repeat client business. Our success is based on the relationships we have built and our unmatched commitment to quality.

MMC employs well qualified and experienced construction professionals in leadership, accounting, project management, field supervision and on-site labor. From preconstruction to project closeout, our expertise is evident throughout the entire construction process.

Our markets consist of commercial office, education, healthcare, hospitality, institutional, religious, student housing, and mixed-use developments across the Southeast.





Services Offered:

- · Preconstruction Services
- · General Contracting
- · Construction Management
- · Program Management
- · Design/Build
- Sustainable Construction

\$2 BILLION

IN TOTAL VOLUME

FULL-TIME EMPLOYEES

STATES ACROSS THE SOUTHEAST

AVERAGE MOD RATE OVER THE PAST FIVE YEARS





DEVELOPMENT TEAM / Montgomery Martin Contractors



RANDY BRATTEN VICE PRESIDENT

As Vice President, Randy supervises daily operations and construction. Since joining the firm in 1998, he has been responsible for the pre-construction and day-to-day management of projects including all correspondence with Owner, Architect and Subcontractors.

He oversees project managers; provides guidance of critical path items; prepares contracts and payment applications; checks shop drawings; suggests value engineering; and monitors overall job costs. His experience runs deep and his leadership in bringing projects to a successful conclusion for owners is second to none.



JEFF EMERSON VICE PRESIDENT

As a former owner/manager of a construction company with over 30 years of industry experience, Jeff is familiar with all facets of construction and the business of construction. Serving as Director of Operations, Jeff works with Montgomery Martin's project management team to ensure consistent project delivery standards, monitors internal project reporting, and assists project managers with any issues that may arise. Jeff oversees all construction activities and works with the project team to create and implement all scheduled activities for the project. He also ensures that all design and construction processes are executed to meet the contract requirements. Jeff is a graduate of Murray State University, earning a Bachelor of Science degree in Construction Technology.



PETER PALAZOLA SENIOR PROJECT MANAGER

As Senior Project Manager, Peter is responsible for the day-to-day management of the project including all correspondence with the owner, architect and subcontractors. He is responsible for contract negotiations, vendor sourcing, compliance with contract documents, and cost management to ensure the project is on schedule and within budget.

Peter attended Clemson University earning a B.S. in Civil Engineering, Emphasis in Construction Management. He has been with Montgomery Martin Contractors since 2012. In that time, he's managed many of the company's adaptive reuse projects and is well-versed in both preconstruction pricing and construction management of this project type.



DAVID WHITEHEAD PROJECT SUPERINTENDENT

As superintendent, David is responsible for the execution of the work and conducts daily inspections to ensure that all work conforms to plans and specifications. He manages all day-to-day field operations, supervision of field employees, and coordination of the work of subcontractors. David's first concern on his job site is safety. He has repeatedly earned the company's safety award as he works closely with the owner, project manager and safety inspectors to ensure a safe working environment and adherence to all OSHA and TOSHA regulations.

David brings over 37 years of construction experience to the team and has been with Montgomery Martin Contractors since 1996.



DEVELOPMENT TEAM / Chad Stewart & Associates, Inc.

Chad Stewart & Associates, Inc. (CSA Engineering) is a full service structural, electrical, mechanical, plumbing, and fire protection engineering and consulting firm dedicated to outstanding customer service, innovative design, and cutting-edge technology. CSA has been providing comprehensive structural engineering services to clients nationwide since 2004, electrical engineering since 2016, and added mechanical engineering in 2021. Their courteous and professional design staff consists of licensed professional engineers and engineering interns with over 120 years of collective experience which allows them to provide the expertise their clients demand.







CSA provides structural, electrical, and mechanical consulting services for new and renovation construction projects. Their innovative and efficient engineering solutions can be applied to project of all types and sizes. Their corporate philosophy is built upon providing outstanding customer service and developing and maintaining excellent client relationships. No matter the project size, they strive to provide the most efficient design while staying within project budgets, code constraints, and project deadlines.





DEVELOPMENT TEAM / Chad Stewart & Associates, Inc.



CHAD STEWART, P.E. LEED AP PRESIDENT

Mr. Stewart formed CSA Engineering in 2004 after spending 10 years with a large multi-discipline firm in the Memphis area. His experience includes the design of shallow, deep, and intermediate foundations for single and multi-story structures all across the Southeast and parts of the Northeast consisting of concrete, masonry, steel, timber, wood, and light gauge metal. He has based design criteria on IBC, SBC, FEMA, NFPA-5000, BOCA, SEAOC, and Navy Building codes.



JIM BRAGDON, P.E. SENIOR STRUCTURAL ENGINEER

Mr. Bragdon has been with CSA Engineering since March 2014. Mr. Bragdon has 16 years of experience in the field of structural/civil engineering and construction. His experience includes the design of shallow and deep foundation systems for single and multi-story structures across the U.S. consisting of concrete, masonry, steel, and light gauge metal. Mr. Bragdon has also worked overseas in Qatar, Djibouti, and the Panama Canal. He has based design criteria on the International Building codes.



JEFF HIGGINS, P.E. SENIOR PROJECT MANAGER

Mr. Higgins started with CSA Engineering in 2004 while finishing his degree in civil engineering. His experience includes the design of shallow and deep foundation systems for single and multi-story structures in the Memphis and surrounding areas consisting of concrete, masonry, steel, and light gauge metal. He has based design criteria on IBC and SBC Building codes.





DEVELOPMENT TEAM / Haltom Engineering

Haltom Engineering, LLC is a mechanical engineering design firm specializing in mechanical building design. Our goal is to exceed our client's expectations through highly creative, energy efficient engineering and responsive professional services. We are sensitive to all factors that influence design decisions. We listen carefully to our client's needs and strive to add value to every project through our combined design and construction services background.

Haltom Engineering is a certified Woman Business Enterprise (WBE) with the City of Memphis, Shelby County, the State of Tennessee, and a certified locally-owned small business (LOSB).

Haltom Engineering specializes in designing with cutting-edge energysaving technology, including geothermal and ice (thermal) storage. They work creatively with architects, owners, contractors, vendors and users to customize our designs. Through this partnering, we recently developed a new product for a unique application at a Fortune 500 company that will soon be patented.

Haltom Engineering is in Memphis but has designed projects throughout the United States, from small restaurants to major healthcare renovations and additions. They have significant experience in central chiller plant and central boiler plant mechanical design, geothermal design, design of control systems, along with variable refrigerant volume systems such as Mitsubishi and Daiken. They have designed many LEED-certified projects and also have a growing resume of NetZero and near-NetZero projects.

Our Services:

- Mechanical design (HVAC, plumbing, fire protection, medical gases and vacuum, process and control systems)
- Sustainable design
- Energy studies calculating life-cycle costs and paybacks
- Construction drawings and specifications
- Pre- and post-construction HVAC

- and control system commissioning
- Troubleshooting existing HVAC system and control components
- Due-diligence investigations
- Life-cycle cost analysis
- Construction cost estimation
- Construction administration
- Studies, reports, master planning and facility assessment
- Building information modeling (BIM)







DEVELOPMENT TEAM / Haltom Engineering



JANET SMITH-HALTOM, AIA CHIEF EXECUTIVE OFFICER

Janet has built an award-winning specialty practice through significant large-scale academic, preservation and repurposing projects. She is deeply passionate about bringing historic and underperforming properties back to life with new purpose and vitality and fulfills her passions by bringing people and ideas together, setting goals, and seeing those goals become reality. As a former Principal and Shareholder at HBG Design, Janet was responsible for leading and managing the firm's academic, civic, adaptive reuse, historic, and new urban mixed-use development projects.

With 35 years of architectural design experience marked by more than 70 accolades and design awards for her work, she has held leadership roles in award-winning projects such as Memphis' Peabody Place Historic Mixed-Use Redevelopment, the Main Street Trolley and Pedestrian Mall, and Metro 67 Luxury Apartments, among an array of other projects.

JEFF HALTOM, P.E.

Jeff has over 30 years' experience in mechanical design including healthcare, laboratories, plants, office buildings, universities and educational facilities, industrial religious institutions, and central and heating cooling plants.

RODNEY LUM, P.E.

Rodney has over 23 years of experience in mechanical design of HVAC, plumbing, and fire protection for office buildings, healthcare, hotels, educational facilities, religious institutions, and retail stores.

STEVE E. STEPHENS, P.E.

Steve has over 39 years' experience in mechanical design including healthcare, laboratories, plants, office buildings, universities/educational facilities, industrial, religious institutions, and central heating and cooling plants.

DEPOUW ENGINEERING

Haltom Engineering intends to work with DePouw Engineering to provide the electrical/engineering component of this project.







DEVELOPMENT TEAM / Project Consultants



BAKER TILLY ACCOUNTING / AUDIT

Baker Tilly is one of the top 15 largest accounting and advisory firms in the United States and serves clients from offices in 13 states. Construction, real estate, and transaction advisory services comprise one of Baker Tilly's largest practice areas. They deliver specialized accounting, tax, and operational services throughout the construction and real estate life cycle - from concept development, financing, and structuring to acquisition, construction management, completion, portfolio management, and asset disposition.

JUDITH JOHNSON & ASSOCIATES

JUDITH JOHNSON & ASSOCIATES HISTORIC PRESERVATION

Judith Johnson & Associates is a woman-owned and disadvantaged business enterprise historic consulting firm that has been providing architectural historian, preservation planning, and cultural resources management services since 2003. The firm has made determinations of eligibility and effect; cultural resources assessments, National Register nominations, and Investment Tax Credit applications for the City of Memphis, the Tennessee Historical Commission, the Mississippi Department of Archives and History, and the Alabama Historic Commission.



TRUST MARKETING COMMUNITY ENGAGEMENT

Trust Marketing is a marketing/public relations consulting consortium with a wealth of experience and exposure to corporate, governmental, quasi-governmental, institutional, and non-profit entities. Trust founders and principals Howard and Beverly Robertson are the passionate, proven, and everpresent marketing practitioners that touch every piece of business the firm accepts. Trust Marketing has amassed decades of experience in the many marketing disciplines. However, reaching and affecting African American and African audiences has been an area of specialty and expertise.



MICHAEL BEST DEVELOPER LEGAL COUNSEL

Michael Best's multidisciplinary real estate team applies deep legal and business expertise in all areas of finance, environmental, and corporate real estate law to help our clients achieve their goals. Their project development attorneys assist with land acquisition, zoning, financing, design, construction, build-out, leasing or sale, and all other aspects of bringing a project to fruition. They have substantial experience with complex, large-scale developments nationwide in virtually every industry sector, as well as experience in leveraging a wide array of financing strategies for clients.

BUTLER SNOW

BUTLER SNOW REAL ESTATE LEGAL COUNSEL

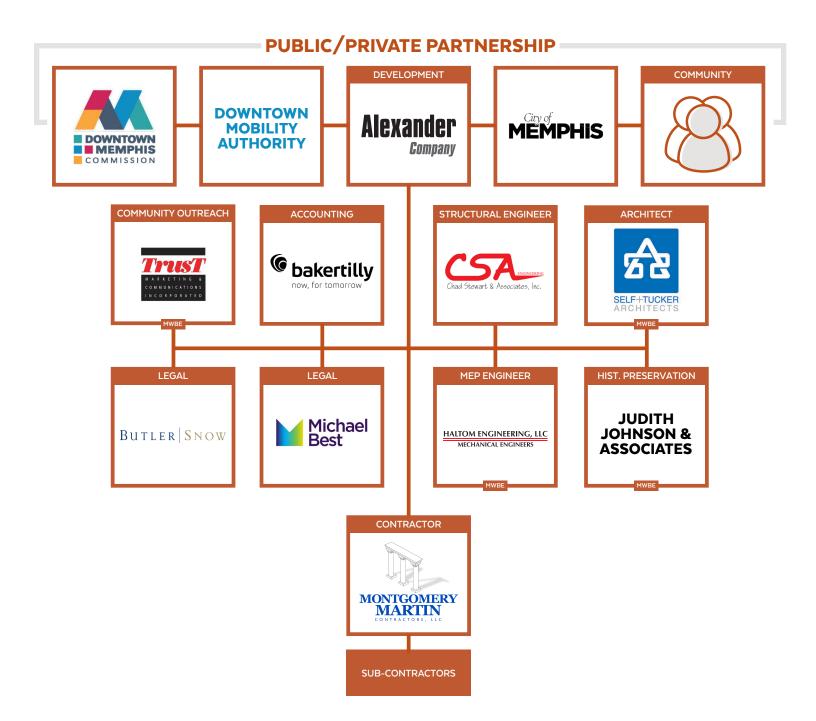
Butler Snow's Real Estate Group has substantial experience in every aspect of commercial real estate, including acquisitions and dispositions, construction and development, financing, leasing and property management, condominiums and cooperatives, administrative law and litigation, and title insurance. Their real estate lawyers are adept at handling transactions involving master-planned residential developments, mixed-use developments, and multi-family housing.







DEVELOPMENT TEAM / Organizational Structure



Prior Experience

All team members have worked with at least one other team member, and most all have worked with the City of Memphis and/or the Memphis DMC on past projects.

Availability

Each identified partner is available and stands ready to commit their talent and energy to 100 N. Main redevelopment project.

Litigation

Neither The Alexander Company nor any included team members have sued or been sued by a municipal government or governmental agency.









Printworks Mill

One of the few remaining sizable, historic sites in Greensboro, North Carolina, has undergone a major restoration. The historic Printworks Mill is now a vibrant, mixed-use community in Greensboro's blossoming Mill district. The roughly 470,000 sq. ft. building brings 217 mixed-income residential apartments, interior parking, 9,000 sq. ft. of neighborhoodserving commercial space, and 80,000 sq. ft. of climate-controlled selfstorage facilities. The new community features a wide array of amenities to match the interests of residents and visitors, including a club room, fitness center, swimming pool, a tot lot, and an extension of the Greensboro Greenway.

Current Owner: The Alexander Company

Development Budget: \$61.2M | Construction Cost/SF: \$130/SF

Capital Stack and Incentives Used: State and Federal Historic Tax Credits, Federal 4% Low Income Housing Tax Credits, Tax-exempt Bonds, City Housing Bonds

Project Timeline: 25-month construction period, completed in 2020

Project Reference: Councilperson Goldie Wells, goldie.wells@greensboro-nc.gov



Liberty Master Development

Located outside the District of Columbia in Fairfax County, Virginia, the historic Lorton Prison, originally commissioned by Theodore Roosevelt in the early 20th century, has been transformed through a true public-private partnership. The Alexander Company, Elm Street Development and Fairfax County re-imagined the unique prison complex into Liberty - a vibrant hub of 171 mixed-income apartments, 157 townhomes, 24 single-family homes, and 174,000 sq. ft. of retail and commercial space, all anchored by a major grocer. Sitting along I-95, a main commuting route for the District of Columbia Metro Area, the new community has all the conveniences of urban living - access to major commuting transportation routes, everyday shopping, urban amenities, etc. - all while retaining a beautifully natural and historic character.

Current Owner: The Alexander Company owns the multi-family components

Development Budget: \$195.8M | Construction Cost/SF: \$237.28/SF (historic & infrastr.)

Capital Stack and Incentives Used: State and Federal Historic Tax Credits, Tax-exempt Bonds, County Infrastructure Contribution, Developer Equity and Deferred Fees

Project Timeline: 28-month construction period for phase one - completed in 2017, 21-month construction period for phase two - completed in 2019

Project Reference: Chris Caperton, chris.caperton@fairfaxcounty.gov





Professional Building Lofts

The Alexander Company undertook an aggressive project to redevelop one of the most blighted structures in downtown Kansas City, Missouri. The redevelopment of the Professional Building brought 132 high-quality affordable housing units and 11,000 sq. ft. of commercial space to the downtown area and drastically improved the appearance and utility of one of the downtown's major thoroughfares. Residents of the Professional Building Lofts benefit from a variety of recently completed projects and ambitious new investments as well as convenient access to employment and transportation options. All of these factors working together made the resurgent downtown of Kansas City a 24/7 destination.

Current Owner: The Alexander Company

Development Budget: \$21.1M | Construction Cost/SF: \$100/SF

Capital Stack and Incentives Used: Tax-exempt bonds, State and Federal 4% Low-Income Housing Tax Credits, State and Federal Historic Tax Credits, HOME funds, tax abatement

Project Timeline: 14-month construction period, completed in 2006



Central Station

Built in 1914, Memphis' Central Station has always played an important role in the vitality of the city. The station served not only as the main passenger rail hub for the region, but also as the offices and headquarters of several railway companies. The revitalization effort took into consideration the rich history and feeling of pride surrounding Central Station - the Main Hall was painstakingly restored down to the last detail, including the original arrival and departure board. The final product includes 63 apartment residences and 35,000 square feet of commercial space. The facility continues to serve as an Amtrak Passenger Station. Additionally, the Memphis Police Department and Memphis Area Transit Authority now call Central Station home.

Current Owner: City of Memphis (Benefit of Memphis Area Transit Authority)

Development Budget: \$18.7 | Construction Cost/SF: \$180/SF

Capital Stack and Incentives Used: State and Federal Low-Income Housing Tax Credits, State and Federal Historic Tax Credits, Department of Transportation Funds

Project Timeline: 14-month construction period, completed in 1999

Project Reference: Brad Elmer, brad.elmer@bakertilly.com (formerly with the DMC)





Soldiers Home

The Alexander Company and the Housing Authority of the City of Milwaukee lead a team of local organizations to rehabilitate and restore six buildings at the Milwaukee VA Soldiers Home, a National Historic Landmark District, located on the grounds of the Milwaukee VA Medical Center. The Soldiers Home is beloved by veterans who believe its recuperative powers should remain accessible to aging Vietnam War vets and returning Iraq War and Afghanistan War vets. The buildings were restored to their original purpose - the service of veterans, and now provide 101 housing units with supportive services for veterans and their families who are homeless or at risk of becoming homeless.

Current Owner: The Alexander Company and the Housing Authority of the City of Milwaukee Development Budget: \$45M | Construction Cost/SF: \$169/SF

Capital Stack and Incentives Used: Federal 4% and 9% Low-Income Housing Tax Credits, State and Federal Historic Tax Credits, Military Construction Funds, Federal Home Loan Bank AHP Awards, National Housing Trust Funds, Capital Magnet Funds, National Park Service Grant, Capital Campaign

Project Timeline: 15-month construction period, completed in 2021

Project Reference: Dustin Koonce, dustin.koonce@va.gov



Fortress

This six-story, 193,000 square foot, brick-masonry structure is one of Milwaukee's most recognizable historic buildings. Originally built in 1892, Fortress has seen several additions in the years leading up to 1912. The result is a distinct, red brick building with unique architectural flourishes and a tower feature that's reminiscent of a medieval fortress. When The Alexander Company acquired Fortress the venerable landmark was a wink away from the wrecking ball. Fire exits were nailed shut, living spaces were not up to code, electrical was failing, and the City of Milwaukee had issued an order to repair the deteriorating facade. Today, the space has been transformed into a mixed-use development housing apartments, retail, and a few offices. Sitting atop a bluff in Milwaukee's Brewer's Hill neighborhood the building's habitants enjoy panoramic views of the city.

Current Owner: The Alexander Company

Development Budget: \$51.8M | Construction Cost/SF: \$203/SF

Capital Stack and Incentives Used: HUD 221(d)4 insured loan, Federal Historic Tax Credits, State Historic Tax Credits, Private Equity

Project Timeline: 19-month construction period, completed in 2018

Project Reference: George Cullen, george.cullen@jpcullen.com (contractor and tenant)





The Electric Building

Built between 1928-1930, The Electric Building was part of a carefully planned building boom in Fort Worth, Texas. The eighteen-story building was long considered "one of the most imposing in the city." The elegant buff brick building features rich stone and terracotta detailing and decorative friezes. Located in the heart of downtown in the financial district, the building was for many years the headquarters of Fort Worth Power and Light but by the 1990s was vacant and in a state of decay. The Alexander Company painstakingly restored the building into 106 mixed-income residential rental units and 8,000 square feet of commercial space. The Alexander Company was able to return the landmark building to a seminal place in Fort Worth's history once again.

Current Owner: Rainbolt & Alexander, Inc.

Development Budget: \$14M | Construction Cost/SF: \$125/SF

Capital Stack and Incentives Used: State and Federal Historic Tax Credits, State and Federal Low Income Housing Tax Credits, Tax Abatement, Traditional First Mortgage Financing

Project Timeline: 12-month construction period, completed in 1995



Capitol West Master Development

The mixed-use Capitol West master development creates a vibrant neighborhood in the heart of downtown Madison, Wisconsin. Just three blocks from the State Capitol, the project encompasses 4.6 acres - an entire city block. The property was developed based on the findings of an urban housing case study conducted by The Alexander Company and five nationally renowned architecture firms. The planning and architecture of Capitol West was guided by the integration of natural light, air, and ventilation into the block and homes, creating living that focuses on the individual level while melding the project with its surroundings. Features such as terraces, roof gardens, and small back yards invite the outdoors into the homes. The master development entailed 165 condominiums, 172 apartments, a 151-room hotel, and 123,000 sq. ft. of commercial space.

Current Owner: Varies by component - multiple owners

Development Budget: \$110M | Construction Cost/SF: \$160/SF (for condo & apts only, avg.)

Capital Stack and Incentives Used: Traditional Debt, Traditional Equity, TIF

Project Timeline: 16-month construction period (for condo & apts only), completed in 2015



RELEVANT EXPERIENCE / Vasco A. Smith Jr. + Universal Life



VASCO A. SMITH JR. ADMINISTRATION BLDG

This 12-story high-rise, dating to the mid-1960s, has recently been renamed in honor of Dr. Vasco A. Smith, Jr. - a Memphis civil rights activist and former Shelby County Commissioner. Consisting of 156,000 sq. ft., a major task of the design was to help Shelby County develop the building's phasing plan for construction and incremental funding. The design approach sought to remove inefficiency and restore the building to its original character and former grandeur, emphasizing the structure's use of natural light, straightforward materials, and logical circulation.











UNIVERSAL LIFE INSURANCE BUILDING

Built in 1949 and home of the fourth largest Black-owned insurance firm in the nation, this historic icon has always been a business, civic, and cultural center of the Memphis African American Community. In 2018 the development team aspired to make this comprehensive building renovation a healthy, responsible, and environmentally sensitive development incorporating energy-efficient systems, recycled products, and waste reduction practices. The building has been designed to achieve LEED certification and will feature a solar parking canopy.



RELEVANT EXPERIENCE / Tennessee Brewery + Chisca on Main







TENNESSEE BREWERY

The focal point of this project is a 65,000 square foot, 7-story brewery building constructed in 1890. The renovated space features 44 apartments, 10,000 square feet of office space and 5,000 square feet of restaurant space. New construction consists of the Wash House (an 85,400 square foot, 6-story, metalstud framed building with 87 apartments), the Bottle Shop (a 17,600 square foot, 4-story, wood framed building with 18 apartments and 810 square feet of commercial space), and a 4 ½ story, 110,900 square foot pre-cast concrete garage with 359 parking spaces.







CHISCA ON MAIN

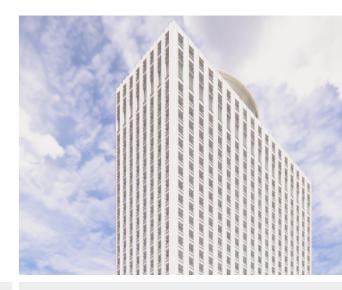
This 300,000 square foot building was retrofitted to include 159 residential units and ground-level commercial space. Many original components were restored including the wood windows, terrazzo tile floor, decorative plaster ceilings, columns, beams, and moldings, brick and terracotta exterior, painted building signage, the large rooftop sign structure, and an entire 1961 annex addition, which was originally slated for demolition.





In the heart of downtown Memphis, the prominent historic building at 100 N. Main Street is completely empty, blighted, and city owned. Its redevelopment is vital to Memphis' pride and economic identity. Time is of the essence to restore this historic building to its former grandeur and support downtown Memphis' growth and vision plans.

The Alexander Team has a strong track record of getting the job done. We offer sound, market-driven proposals for a viable and sustainable redevelopment project, rather than providing unreachable goals and illustrations under the guise of simply being selected. We're often brought in to perform where other development teams have failed given our extensive experience in high-rise, historic, adaptive reuse projects with substantial environmental and structural conditions.



Proposal Concept Summary: Phase I

The Alexander Team proposes the adaptive reuse of 100 N. Main Street under a public/private partnership benefiting the City of Memphis, the Downtown Memphis Commission (DMC), and the Downtown Mobility Authority (DMA) that will provide a high-quality, mixed-use, mixed-income project. Preliminary plans call for a two-phased project. Phase I includes redevelopment of the entire 100 N. Main tower and garage and utilizing the adjacent lot for construction staging/access, and potentially all or some of the remaining historic structures for temporary construction and leasing offices. Phase I includes:

- The adaptive reuse of the historic tower and garage, preserving interior and exterior historic features;
- 361 residential units on floors 11 through 36, with 56 of those units reserved as workforce housing serving Memphis residents with incomes of up to 60% of Area Median Income levels;
- Resident amenities on floor 37, with a lounge in the iconic rotating rooftop space and a rooftop pool, sundeck, and fitness center;
- 60,000 sq. ft. of office space on floors LL through 4, 9, and 10;
- 16,700 sq. ft. of retail space fronting N. Main Street on floor UL;
- 291,000 sq. ft. of parking on floors B through 8; and
- 15,100 sq. ft. of climate-controlled self-storage space on floor LL.

Phase II

An option to purchase the vacant lot and remaining historic structures is desired. Renderings and site plans are provided for illustrative purposes. Uses, site utilization, and density will be determined following community and stakeholder engagement afforded by the absence of the aggressive schedule desired for the implementation of Phase I.

A primary focus of Phase II will be to create opportunities for MWBE developers and business owners to participate and own portions of the master-planned community. Conceptually, the remainder of the block will contain the new construction and urban infill of the surface parking lot in addition to the adaptive reuse of the remaining historic structures facing N. Main Street, offering additional structured parking, housing, and commercial space that activates the street with retail spaces and building entrances fronting N. Main Street.







Project Goals

The redevelopment efforts will restore 100 N. Main Street to its former glory and return a historic icon to the city it was built to serve. Memphis' history will be reflected throughout, from the rehabilitation of historic pieces as art to redefined public/private spaces imbued with charm and character. In concert with high-quality living quarters and commercial spaces, 100 N. Main Street will feature a robust amenity package with active and passive civic spaces, bringing the entire structure to life and providing a gathering space in the heart of the community.

High-quality Development within Downtown Context

A deliberate effort has been made to mix income groups as a fundamental part of 100 N. Main's financial and operating plans. With elevated design standards, effective management, preventative maintenance, and an experienced in-house compliance team, The Alexander Company has created mixed-income communities that serve as shining examples of success while also setting a precedent for the appropriate and responsible methods of multifamily development and management. A mixed-income community offers individuals and families a platform to achieve and sustain upward mobility. With various levels of income served, residents can move into the "next phase" of housing without uprooting their lives and incurring the expenses associated with moving. Residents benefit from affordable housing in an urban core - an area and lifestyle that they might not otherwise be able to afford and enjoy. With greater access to transportation and employment opportunities individuals and families thrive. Furthermore, providing safe, quality, affordable housing aids in the avoidance of displacing low-income residents and allows downtown Memphis to retain a diverse resident mix.

Our award-winning team is nationally recognized for creative developments that preserve and maintain the historic fabric of these iconic structures, while also revitalizing

neighborhoods and providing high-quality, contemporary finishes and design elements that incorporate sustainability concepts with modern, energy-efficient MEP systems. The Alexander Company's experience in redevelopments with historic preservation agency oversight is unrivaled throughout the nation.

Building Compact Critical Mass

As shown, the floor plans were designed efficiently so to optimize space, enhance livability, and create density. The Alexander Team has approached this conceptual design with a great deal of deliberation to maximize unit counts, design for context and comfort, and design around existing structural constraints. It is estimated that the city and county property taxes that will be generated following redevelopment are approximately \$650,000 annually during the abatement period of Phase I, and \$1.8 million thereafter with an estimated value of over \$80 million.

The Pedestrian Experience and 24/7 Activation

The Alexander Team's proposed redevelopment concept results in an amenity-rich, walkable building and neighborhood. The pedestrian experience will be improved through the activation of storefronts with retail shops and restaurants. The dog park will be enhanced and retained, in addition to the inclusion of public art and landscaping to stimulate experiences at the street level. The structured parking facade will be resurfaced with historically compatible translucent panels offering back-lit illumination to improve the receptivity of the street-level facade. The Alexander Team has incorporated a strong mixture of compatible uses, including office, residential, and retail. This mixtures provides the best utilization of the existing parking and promotes continued redevelopment of the surrounding blocks.







Commitment to Diversity and Inclusion

The Alexander Team is committed to building an inclusive workforce welcoming to people of all backgrounds. This commitment is woven into our broader mission and values which believe that our people are our greatest assets. It is important for us to represent the communities we are building for. We're proud to have built a project team wherein half of our partners are comprised of MWBE firms. Martin Montgomery Contractors was largely selected not only for their industry excellence, but their reputation for inclusion and ongoing development of MWBE subcontractors.

Regarding MWBE ownership, we've made a conscious effort to split the redevelopment into two phases. With the utilization of historic and low-income tax credits, the tax credit investor will retain 99.9% of the ownership of phase one; this along with the fact that all developer fees are deferred, and a priority return is being paid to the DMC, makes it difficult to provide an opportunity to include a codeveloper ownership for phase one. However, The Alexander Company will commit to include opportunities for MWBE developers and business owners to participate in ownership of the second phase, which includes a less aggressive delivery schedule and allows ample time to engage the public and form additional partnerships. Please see page 37 regarding our team's track record and commitment to diversity and inclusion throughout design and construction.

Adaptive Reuse and Urban Infill Development

The proposed redevelopment concept includes the adaptive reuse of existing historic structures and the preservation of interior and exterior historic features. Infill of the surface parking lot includes structured parking fronted by retail and community spaces, with additional housing on the upper floors. The Alexander Team anticipates a public community engagement campaign effort for the design and ultimate uses of the new construction and adaptive reuse of the remaining historic structures.

Public Parking Opportunities

291,000 sq. ft. of parking is proposed, leased to the Memphis DMA at \$1.00/sf for 30 years with renewal options and an option to purchase. Approximately 400 parking spaces are provided in the parking structure. The parking revenue will provide an additional income source to the DMA, and with the Accelerate Memphis funds being secured by the parking structure, the DMA will be able to acquire the structure with no additional debt.

Leveraging Funding Opportunities and Economic Incentives

The Alexander Company has extensive experience in the creative use of public economic development tools to ensure a successful, quality project that meets the needs of the community as well as financial stakeholders. We offer unparalleled experience in leveraging project sources to minimize public participation at the local level, and deal structuring that prevents or defers state and federal taxation of local incentives. To date, The Alexander Company has utilized almost every economic development tool available, including but not limited to:

- State & Federal Low Income Housing Tax Credits
- State & Federal Historic Tax Credits
- New Markets Tax Credits
- **TCAP**
- HOME and CDBG
- Tax Incremental Financing / PILOT Agreements
- Local & State Economic Development Grants
- Opportunity Zones
- MILCON Funds

- Economic Development Administration Grants
- Rental Assistance Demonstration (RAD)
- Tax-exempt Bonds
- HUD 221(d)(4)
- Brownfield Grants, Loans, and Tax Abatement
- National Park Service Grants
- EPA Revolving Loan Funds

The Alexander Company is adept at syncing the timing and structuring of various funding streams, and able to pivot based on changing market conditions, incentives, and regulations without reliance on additional local support.









Design Excellence

Given the primary structure on the site is historic, and any rehabilitation must abide by the Secretary of the Interior's standards for historic buildings, the exterior building facade will not see major changes, except for the parking structure enhancements and other necessary facade and fenestration repairs. Rather, improvements will be made in a historic context to return the building to its original state with modern advancements to ensure market appeal and sustainability.

Market Analysis

The Alexander Company secured a market study provided by CoStar to validate the market rate rents and local rental market demand from 34 downtown, South Bluffs, Riverwalk, South Main Mud Island, North, South, and Uptown submarket properties. This market study indicated that Memphis' vacancy rates are lower than the national average, and demand has outpaced the addition of new supply particularly for affordable housing. Operating expenses were derived from portfolio projects as well as an Operating Expense Study that included 52 market rate and affordable projects in the Memphis and Shelby County submarket.

Reliance on speculative office and retail incomes are not necessary to secure financing. Commercial lease rates were derived from the CBRE Appraisal. Equity and debt pricing and terms were derived from recently closed portfolio transactions. The Estimate of Probably Cost was provided by Montgomery Martin Contractors, who has extensive experience in the local marketplace and familiarity with 100 N. Main Street.







DEVELOPMENT CONCEPT / Phase I Financial Feasibility

Total Project Cost: Phase I

\$134.4 Million

Sources

Residential First Mortgage	\$56,900,000	apartments
Commercial First Mortgage	\$11,700,000	retail, office, storage
Accelerate Memphis Loan	\$10,000,000	parking
Investor Equity (HTC + LIHTC)	\$42,100,000	investor
Developer Contribution	\$9,700,000	deferred fee/equity

DMC Seller Note (Phase I) \$4,000,000 \$134,400,000 **Total**

Uses

Nov 2021

Total*	\$134,400,000
Parking Cost	\$8,600,000
Commercial Cost	\$13,700,000
Residential Cost	\$112,100,000

^{*} Costs assume an acquisition price of \$4,000,000

Development team selection

Project Timeline: Phase I

Dec 2021	Preliminary development agreements / MOU (DMC)
Dec 2021	Begin due diligence (plans and reports)
Mar 2022	Investor / lender term sheets
Mar 2022	Development agreement (TAC, City, DMC, DMA)
Mar 2022	THDA QAP initial application deadline
July 2022	THDA preliminary rankings
Nov 2022	Construction documents completed
Dec 2022	Subcontractor bids due
Jan 2023	THDA allocation received
Jan 2023	Closing / execution of leases and partnership/loan
Jan 2023	Construction contract executed
Sep 2024	Building placed in service
Nov 2024	Construction completion

Residential Condominium

- 56 affordable units set aside at 60% AMI: rents range from \$743-\$888/mo
- 305 market rate units: rents range from \$1,450-\$1,850/mo
- Potential amenities include a rooftop lounge, fitness center, pool, and sun deck

Commercial Condominium

- Floors LL, UL, 4, 9 and 10
- 60,000 sq. ft. lease to the City of Memphis for 20 years
- \$15.00/SF (NNN)
- 3% escalation every five years
- \$20.00/SF Tenant Improvement Allowance

Retail Space

- Spaces fronting N. Main Street on Floor UL
- 16,700 sq. ft.
- \$15.00/SF (NNN)
- \$20.00/SF Tenant Improvement Allowance

Self Storage

- Floor LL with elevator access
- 15,100 sq. ft.
- \$12.00/SF Gross (e.g. a 6' x 10' storage unit is \$60/mo.)
- Individual storage units rented to the public

Parking

- Floors B through 8
- 291,000 sq. ft. / approx. 400 stalls
- Leased to Memphis DMA for 30 years with renewal options at \$1.00/SF (NNN)
- Financed by the Accelerate Memphis Funds with security in the lease

Please see appendices for additional financial data.



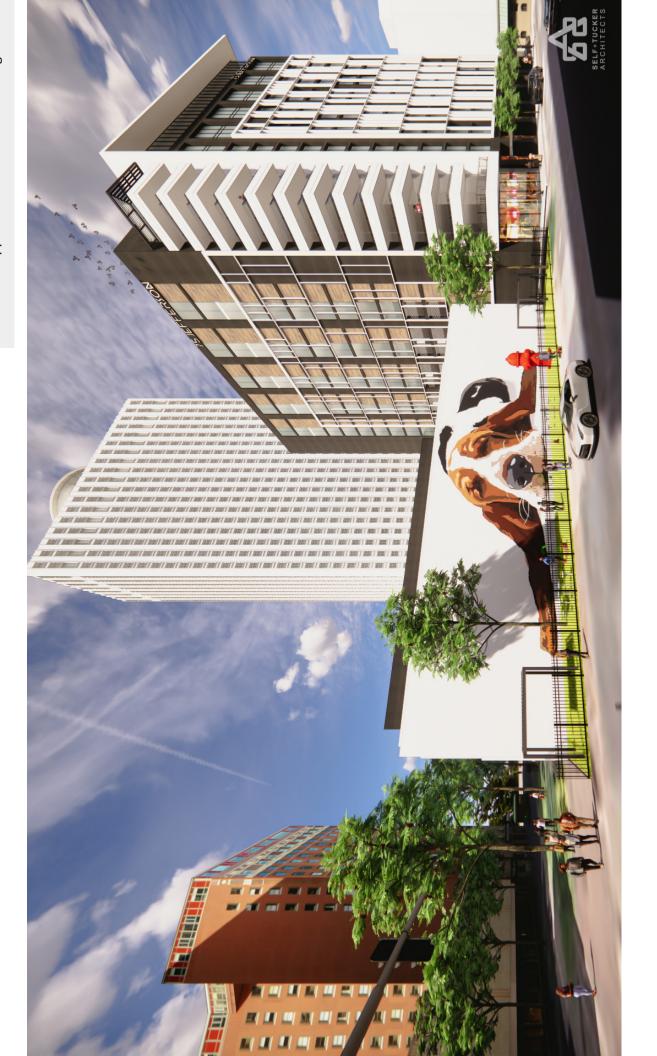






/ Conceptual Site Plan DEVELOPMENT CONCEPT /

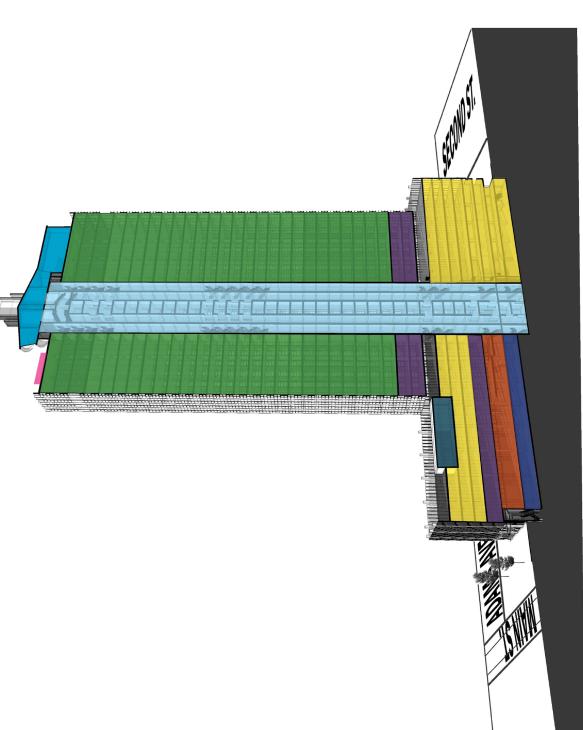




DEVELOPMENT CONCEPT / Conceptual Renderings







CIRCULATION CORE

MECHANICAL

RETAIL

SELF STORAGE

PARKING

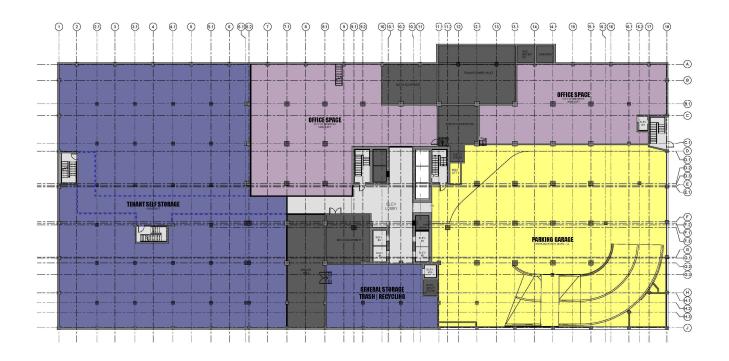
LOUNGE/FITNESS/ COMMUNITY ROOM

RESIDENTIAL

CITY OF MEMPHIS OFFICES



DEVELOPMENT CONCEPT / Conceptual Program Section



LOWER LOBBY FLOOR PLAN | SERVICE AND STORAGE | PARKING





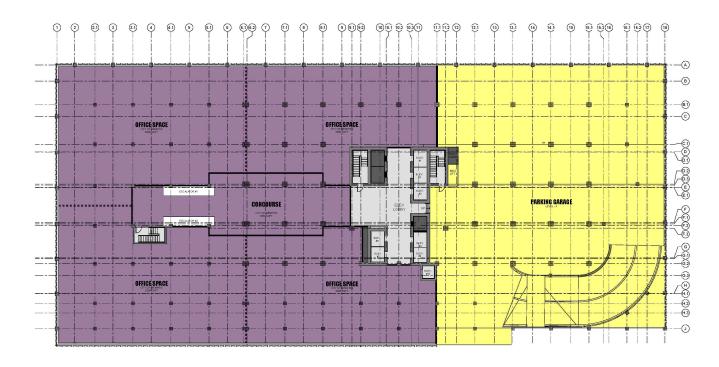
UPPER LOBBY FLOOR PLAN | MAIN ENTRANCES AND RETAIL/ COMMERCIAL | PARKING





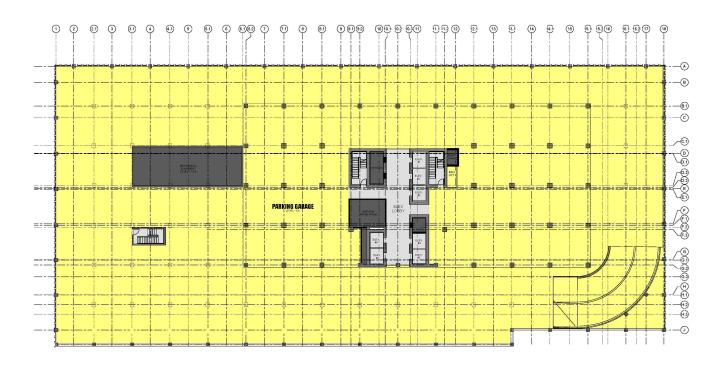






4TH FLOOR PLAN | CITY OFFICES | PARKING





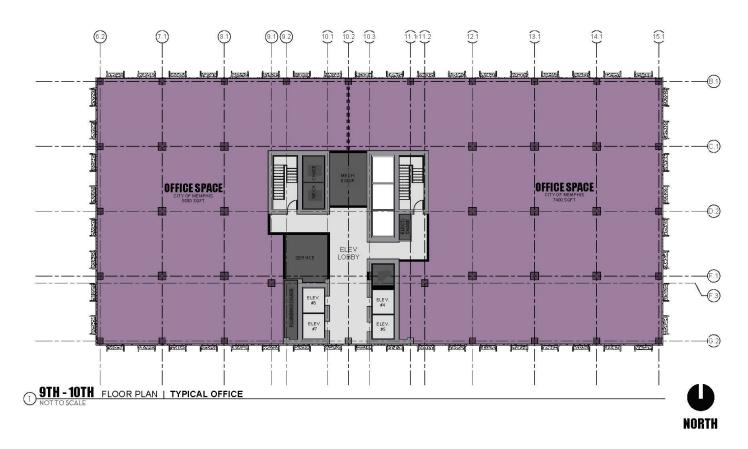
TH-8TH FLOOR PLAN | PARKING







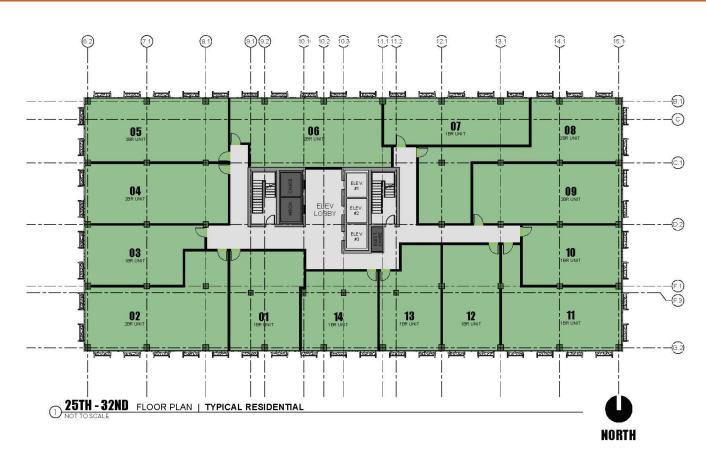


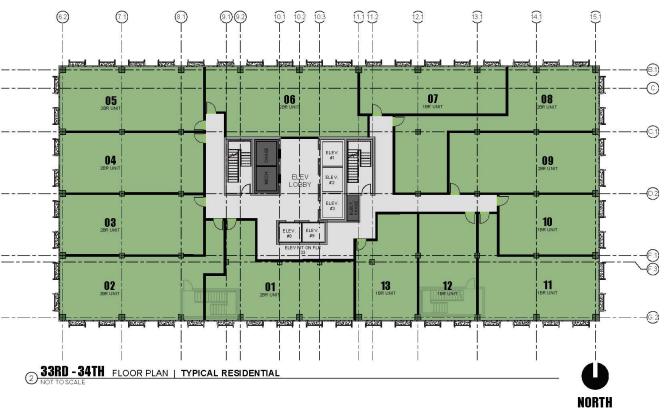






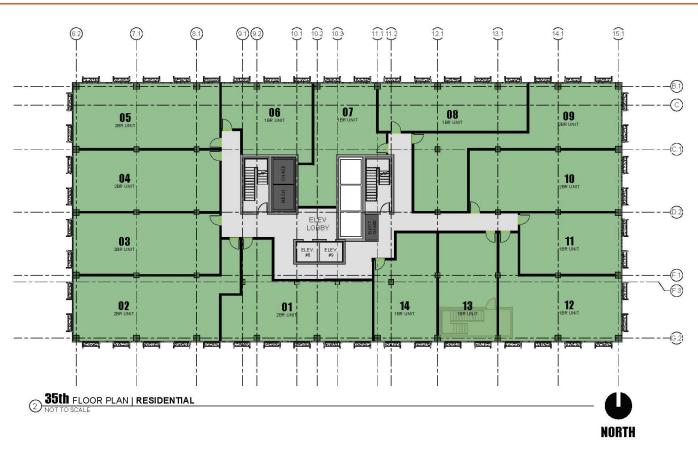


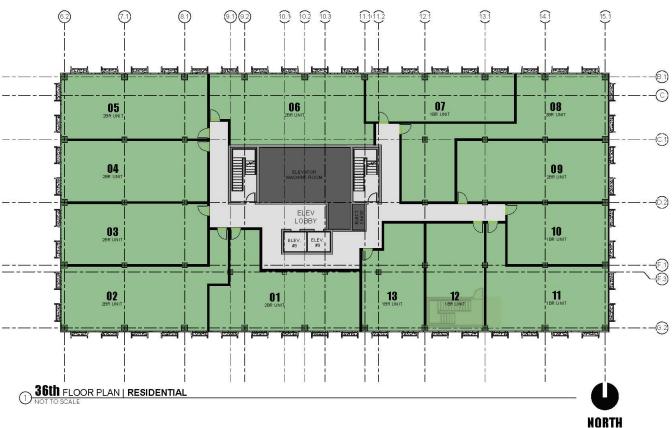








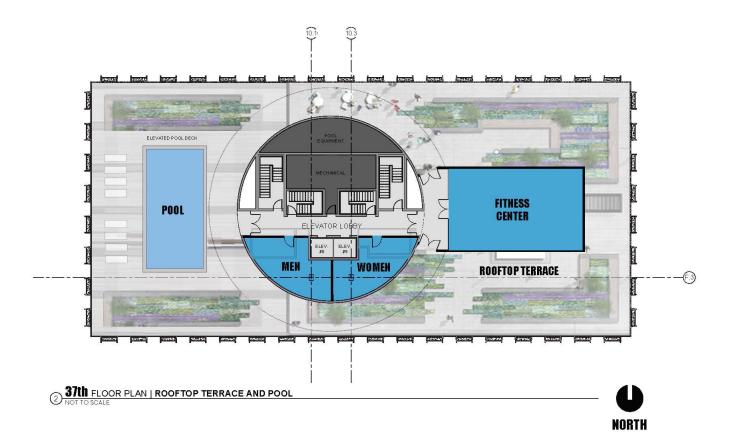


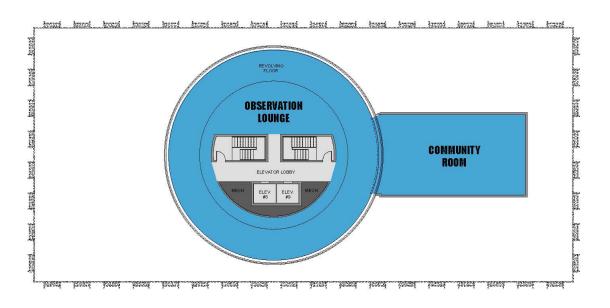






















DIVERSITY & INCLUSION / MWBE Target

Montgomery Martin Contractors (MMC) has achieved 30% average utilization over the past five years, and has awarded \$200+ million in MWBE contracts over the past eight years. MMC leads the MWBE process on virtually all projects including all work with the City of Memphis and any project requiring PILOT or TIF funding. For each project, a specific MWBE utilization plan is developed around the subcontracting needs of the work. This strategy has resulted in long-term partnerships with suppliers, vendors, and subcontractors who are now providing meaningful work on every MMC project.

MMC's diversity culture is a proactive program that provides MWBE business entities with different levels of value-added project participation to include prime contract, subcontract, vendor/supplier, and jointventure business opportunities. MMC's approach to achieving diversity in subcontracting does not rely solely on set-asides, preferences, or goals. Through vigorous outreach efforts, innovative mentoring opportunities, and constructive technical assistance, meaningful opportunities are extended to minority businesses. The best faith efforts listed below are means and methods that may be used by MMC to seek out new business relationships and encourage as much MWBE participation as possible throughout each project.

- Pre-solicitation and pre-bid meetings scheduled in conjunction with local, state, and/or federal certifying organizations.
- Advertise in general circulation, trade associations, and minorityfocused media concerning subcontracting opportunities.
- Provide written notice to a reasonable number of specific MWBE firms requesting interest in the contract being solicited in sufficient time to allow MWBE firms to participate effectively
- Follow up initial solicitations by contacting MWBE firms to determine with certainty whether the MWBE was interested
- Select portions of work to be performed by MWBE firms in order to increase the likelihood of achieving meaningful MWBE project participation (including where appropriate, breaking down contracts into economically feasible units to facility MWBE participation.

Past Project **Utilization Numbers**

32.1	6%	Chisca	Hotel
	U /0	CHISCA	

51.01% Autozone Park Renovations

68.77% Donnelly Hill Building

Renovations

40.85% Liberty Bowl Renovations

34.50% Pyramid Redevelopment

45.36% Fairground Demo

26.92% South Junction Apartments

46.79% Airport Concourse

36.34% The West Clinic

55.13% MATA Renovations

50.00% ZOO Parking

44.03% REA Building

25.37% Southline Studios

34.58% Central Station Apartments

32.79% MEM 266 Lofts

27.64% James Lee House

30.75% Bass Pro Catfish House Buildout

Diversity, Outreach and Inclusion Contact

Brandon Herrington Montgomery Martin Contractors 901.340.8882 bherrington@montgomerymartin.com







CONTACT



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Butler | Snow



FOR YOUR TIME AND CONSIDERATION

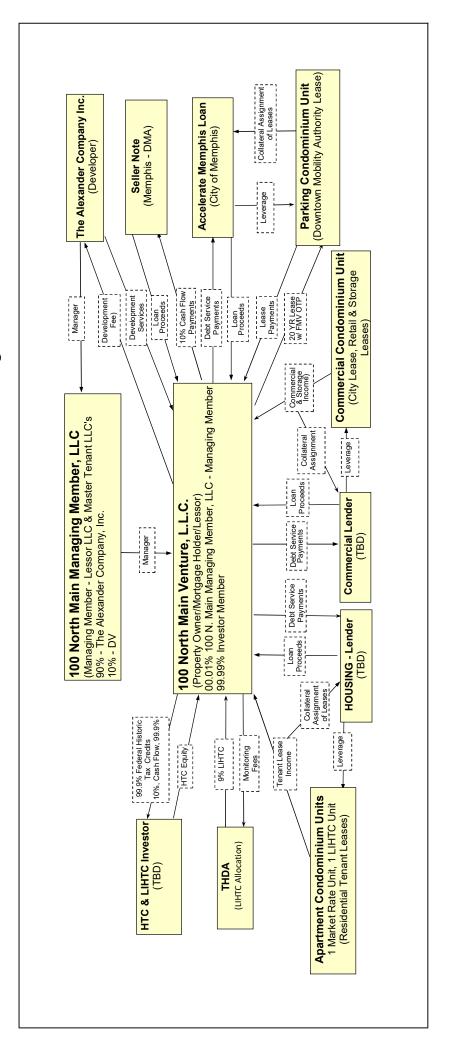
APPENDIX APROJECTIONS: SET 1

These projections contemplate the expected passage of HTC-GO as part of the Federal Budget Reconciliation Bill, providing a temporary historic tax credit (HTC) boost to 30% of Qualified Rehabilitation Expenses (QREs).

100 North Main General Information

Project Information		Capital Contributions					
Project Name Ownership Entity	100 North Main 100 N Main Venture	Federal Low Income Housing Tax Credit & Historic Tax Credit Equity	ric Tax Credit Equit	S.			
Project Location	Memphis, TN		%		Amount	LIHTC	HTC
Date of Projections	8/18/2021	Closing	20.00%	January 15, 2023	8,411,624	2,339,766	6,071,858
Project County	Viewander Company	Pls, Draft Cost Cert, ColO's	10.00%	December 5, 2024	4,205,812	1,169,883	3,035,929
Dovologo Ering.	According Company	OO Stabilization Conversion Final Cost Cert	51.00%	Sentember 1, 2025	21 449 641	5 966 403	15 483 237
Type of Project Historic / Mixed Income Apartments, Office, Retail & Parking	fice, Retail & Parking	Tax Filings, 8609s	3.33%	October 16, 2025	1,401,797	389,922	1,011,875
Total # of LI Units	56						
lotal # 01 MR Onlts Office (GSF)	305 69,404		100.00%		42,058,119	11,698,830	30,359,289
Retail (GSF)	16,700						
Storage (GSF)	15,120						
Parking (GSF)	290,920						
Gross Square Footage	801,923	Managing Manager, LLC					
% Commercial (Cost Basis)	10.17%		%	Date	State Historic Amount	EZ Amount	Brownfield
Set Aside Percentage	15.51%	Partnership Closing	0.10%	January 1, 2023	•	•	•
LMI Square Footage MKT Square Footage	63,567 346,213	Cost Cert, Part III Receipt of Prepared K-1	%06.90 0.00%	January 4, 2025 October 16, 2025			
		Total	100.00%		0	0	0
Project Schedule							
Forecast Start	lanuary 1 2023	Distributions					
Construction Start	January 15, 2023	Percent Ownership					
Construction period (days)	099	Managing Member			00.01%		
Placed in Service	September 6, 2024						
Date Depreciation Starts	November 5, 2024	Investor Member			%66.66		
Rent Up Begins	September 6, 2024						
Receipt of Part 3	January 4, 2025	F - 17 - 17 - 17 - 17 - 17 - 17 - 17 - 1					
Date of Stabilization (30 Days) Perm Conversion	October 1, 2025	Managing Member			00.01%		
Assumptions		Investor Member			%66.66		
Price Per Low Income Housing Tax Credit Drice Der Enderal Historic Tax Credit	\$0.900						
Price Per State Historic	000.0\$	Profits & Losses, Historic Tax Credits					
Price Per EZ & Brownfield Credits	\$0.000	Managing Member			0.01%		
30% Value	4.00%						
70% Value	9.00%	Investor Member			99.99%		
DDA Basis Boost Federal Corporate Tax Credit Rate	21.00%						
Federal Capital Gain Rate	20.00%	Cash Flow Distributions					
Depreciable Life	40	Managing Member			80.00%		
Replacement Reserves per unit	320	Seller Note			10.00%		
Selling Costs on Sale	2.00%	Investor Member			10.00%		
Capitalization Kate Interest Date on Operating December	%00.7 0 50%						
Interest Rate on Replacement Reserves	0.30%	Residual					
Incentive Management Fee - Managing Member	0.00%	Managing Member			%00.06		
Summary of Tay Credite		Investor Member			10.00%		
Codoroll on Income Denoise Tex Credite December	43 000 000						
rederal Low Income Housing Tax Credits Reserved Federal Low Income Housing Tax Credits Calculated	13,000,000						
Federal Historic Tax Credits	36,581,114						
State Historic Tax Credits	0						

100 North Main - Financial Structure Diagram



100 N Main Venture Statement of Forecasted Sources & Uses

1,700,000 1,000,000 1,20	Sources of Funds	,	Construction	Permanent	1.15	Residential Portion		83.45%	\$112,148,751	
Communication Parameterian Personal	Conventional Debt (Commercial Condo Unit) Forward Funding Loan (Housing Condo Units) Federal Low Income Housing Tax Credit Equity Federal Historic Tax Credit Equity Bridge Loan Accelerate Memphis Loan (Parking Condo) Cit Seller Note Deferred Developer Fee & Equity	TBD TBD TBD TBD TBD y of Memphis emphis DMC	11,700,000 56,900,000 9,107,787 29,402,950 10,000,000 4,000,000	11,700,000 56,900,000 11,698,830 30,359,289 - 10,000,000 4,000,000 9,724,555	12,300,882 68,600,000 41,102,950 93.20%	Commercial & Stor Parking Portion TC Investor Priority F Downtown Memphis TAC Investment	rage Portion Return Commission	10.17% 6.37% 42,058,119 4,000,000 9,724,555 55,782,674	\$ 13,667,647 \$ 8,566,276 10,00% 10,00% 80,00% 100%	
Contact Cont	П		121,110,736	134,382,674	0.809					
3.30% 4,000,000 4,	П		Construction Project Cost	1 1	Residential Building (QREs)	Commercial Building (QREs)	Personal Property	Land Impr.	9% Rehab Eligible	Qualified Rehabilitation Expenditures
1,500 1,4579,868 1,4579,8		3.30%	4,000,000 4,000,000	4,000,000						
10.00% 58.18.400 5.818.400 5.818.400 5.818.400 7.542.777 1.459.386 1.554.000 1	$\Theta \Theta \Theta \Theta \Theta$	182.00 75.00 60.00 75.00 25.00	74,579,858 5,205,300 907,200 1,252,500 1,918,362	74,579,858 5,205,300 907,200 1,252,500 1,918,362	74,579,858	5.205,300 907,200 1,252,500 1,918,362			74,579,858	74,579,858 5,205,300 907,200 1,252,500 1,918,362
40.00% 4.594,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1,794,000 1	69	20.00 10.00%	5,818,400	5,818,400 9,038,162	7,542,777	5,818,400 1,495,385			7,542,777	5,818,400 9,038,162
40.00% 400.00% 400.000 400.000 400.000 333.819 1 83.47% 400.00% 300.000 300.000 260.384 1 83.47% 401.03.782 260.1389 260.000 260.384 2 25.0% 227.37.37 3.00.413 2.265.9025 501.389 2.265.9025 3.567.902 25.0% 2.27.28.10 2.265.344 2.17.520 4.17.824 2.107.200 2.265.9025 3.567.902 2.265.9025 3.567.902 2.265.9025 3.567.902 </td <td></td> <td></td> <td>1,594,000</td> <td>1,594,000</td> <td></td> <td></td> <td>1,594,000</td> <td></td> <td>1,594,000</td> <td>•</td>			1,594,000	1,594,000			1,594,000		1,594,000	•
2.50% 2.727,372 3,000,413 2,529,025 501,389 2,107,520 2,10		40.00% 83.41 %	400,000 300,000 101,013,782	400,000 300,000 101,013,782	133,528	16,273		300,000	333,819 250,364	149,801
29,402,950 20,000 60,000 50,073 1,550,073 2,021,453 1,666,999 334,454 1,550,073 2,021,453 1,666,999 334,454 1,550,073 4,108 4,250,000 1,002,000 1,002,000 2,002,000		3.00%	2,727,372	3,030,413	2,529,025	501,389			2,529,025 2,107,520	3,030,413 2,525,345
68,600,000 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,888 1,308,889 1,308,888 1,308,888 1,308,889 1,308,889 1,308,889 1,308,889 1,308,889 1,308,889 1,308,889 1,308,889 1,308,889 1,308,889 1,308,899 1,308,899 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,309,999 1,409,999 <	69 69		60,000 2,021,453 4,362,960	60,000 2,021,453 4,362,960	50,073 1,686,999 3,641,098	9,927 334,454 721,862			50,073 1,686,999 3,641,098	60,000 2,021,453 4,362,960
8 500 8 500 7,094 1406 7,094 12,000 40,000 33,382 25,000 33,382 40,000 75,100 75,100 75,109 75,109 120,000 120,000 75,100 75,109 75,109 120,000 120,000 75,100 75,109 75,109 22,10 120,000 75,100 75,109 75,109 22,10 22,10 75,100 75,109 75,109 22,10 22,10 75,100 75,109 75,109 812,500 50,073 75,109 75,109 80,000 8,346 1,655 50,073 10,000 10,000 8,345 1,655 50,073 80,003 98,003 98,003 8,346 8,344 7,726,426 80,000 60,000 60,000 3,338 662 7,726,426 80,003 10,434,587 8,708,161 1,044,600 7,726,426 7,726,426 7,726,426 7,726,426 7,726,426 </td <td>Ð</td> <td></td> <td>1,308,888 108,208 250,000</td> <td>1,308,888 108,208 250,000</td> <td>90,305</td> <td>17,903 41,363</td> <td></td> <td></td> <td>90,305</td> <td>108,208</td>	Ð		1,308,888 108,208 250,000	1,308,888 108,208 250,000	90,305	17,903 41,363			90,305	108,208
90,000 90,000 75,109 75,109 75,109 120,000 40,000 75,109 75,109 75,109 40,000 40,000 75,109 75,109 75,109 25,000 40,000 75,109 75,109 75,109 25,000 25,000 75,109 75,109 75,109 812,500 25,000 73,800 75,109 75,109 75,109 60,000 10,000 8,345 1,655 75,005 75,005 75,006			8,500	8,500	7,094	1,406			7,094	8,500 12,000
120,000 120,000 - <			90,000	90,000	75,109	14,891			75,109	90,000
2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 2.5.00 3.3.45 4.5.55 3.5.00 3.3.45 4.5.55 3.5.00 3.3.45 4.5.06 8.934 3.5.00 3.3.38 4.5.06 8.934 3.3.38 4.5.06 8.934 3.3.38 4.5.06 8.934 3.3.38 4.5.06 8.934 3.3.38 4.5.06 8.934 3.3.38 4.5.06 8.934 3.3.38 4.5.06 8.934 3.3.38 4.5.06 4.5.06 8.934 4.5.06 8.934 4.5.06 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 8.934 4.5.06 4.5.06 8.934 4.5.06 4.5.06 4.5.06 4.5.06 4.5.06 4.5.06			120,000	120,000	•					
10,000 1		9000	25,000	25,000	•					
10,000 10,000 8,345 1,655 1,000 10,000 8,345 1,655 1,000 10,000 8,345 1,655 1,000 10,000 8,345 1,000 8,934 1,000 10,000 1		0.220.70	- 60.000	33,600	50.073	9.927			50.073	
54,000 54,000 45,066 8,934 - 98,003 735,022 - - 736,020 60,000 3,338 662 - 4,000 4,000 3,338 8,708,161 10,434,587 2,710,854 - - - - 50,000 - - - - 16,096,955 29,368,893 - - -			10,000	10,000	8,345	1,655				10,000
735,022		7	54,000	54,000	45,066	8,934			•	54,000
4,000 4,000 3,338 662 3,338 662 3,338 662 4,000 639,029 10,434,587 8,708,161 1,728,426 8,708,161		0.750%	735,022 60,000	735,022 60,000						000'09
2,710,854 - 50,000 - 50,000,101 - 1,720,420 - 6,700,101 - 1,720,420 - 7,000,101 - 1,720,420 - 7,000,101 - 7,000,10		, 00	4,000	4,000	3,338	662			3,338	100
2,710,854 126,350 - 50,000 16,096,955 29,368,893		8.00%	638,028	10,434,587	8,708,161	1,726,426			8,708,161	10,434,587
- 50,000 16,096,955 29,368,893		350.00		2,710,854 126,350						
		21.85%	16,096,955	50,000 29,368,893						

FOR DISCUSSION PURPOSES ONLY

100 North Main	15 Year Proforma
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		Stabilized	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037	2038
GROSS INCOME Residential Income Less: Residential Vacancy Estimated Gross Income (EGRI)	7.00%	6,400,536 (448,038) 5,952,498	6,4	6,496,544 (1,765,464) 4,731,080	6,593,992 (461,579) 6,132,413	03 03 88	33 (52)	26 JE 25	2 7	20 20	8 ∏ 8	ଛ ର୍ଜ୍ଞା ଧ	7 289	8 8 8	97 15	86 17)	7,883,897 (551,873) 7,332,024
Office Income (City) Less: Office Vacancy Speculative Retail Income Less: Speculative Vacancy Slorage Income Less: Speculative Speculative) CAM Expense (Speculative) CAM Rembussement (Office / Retail) Net Commercial Income	3.00% 1.00% 3.00% 1.00% 3.00% 3.00%	900,517 250,500 (82,665) 156,946 (51,792) (446,281) 397,451 1,124,675	900,517 (826,721) 250,500 (229,972) 156,946 (144,084) (111,570) 24,841	900,517 - 250,500 (82,665) 158,515 (52,310) (459,670) - 409,375 1,124,262	900,517 - 250,500 (82,665) 160,100 (52,833) (473,460) 1,123,815	900,517 250,500 (82,665) 161,701 (53,361) (487,664) 434,305 1,123,334	900,517 250,500 (82,665) 163,318 (53,895) (502,284) 447,335 1,122,816	927,532 258,015 (85,145) 164,951 (54,434) (517,362) 460,755 1,154,312	258,015 258,015 (85,145) 166,601 (54,978) (522,883) 474,577 1,153,719	258,015 258,015 (85,145) 168,267 (55,528) (548,870) 488,815 1,153,086	927,532 258,015 (85,145) 169,950 (56,083) (565,336) (565,336) (565,3479 1,152,412 1,152,412	927,532 258,015 (85,145) 177,649 (56,544) (56,236) (1,582,236) 518,583	955,358 265,755 (87,699) 173,366 (57,211) (599,765) 534,141 1,183,946	955,358 265,755 (87,699) 175,099 (57,783) (617,758) 550,165 183,138	955,358 265,755 (87,699) 176,850 (58,361) 1636,290) 566,670 182,284	955,358 265,755 (87,699) 178,619 (58,944) (555,379) 583,670 1,181,380	265,755 265,755 (87,699) 180,405 (59,534) (601,180 ,180,426
Parking Income Less: Parking Vacancy Plus RET Taxes Less: Real Estate Taxes (Parking)	0.00% 0.00% 1.50%	319,833 - 31,833 (31,833) 319,833		255,305 - 26,148 (26,148) 255,305	319,833 31,833 (31,833) 319,833								~		α	319,833 31,833 (31,833) 319,833	319,833 31,833 319,833 8 8 7 7 2 8 8
EXPENSES (Residential) Accounting/Audit Advertising Legal and Professional Ball Debt's Credit Reports Office Expense Management, 4% EGRI (Apartments)	3.00% 3.00% 3.00% 3.00% 4.00%	24,000 27,000 5,000 3,000 2,400 2,810	1,000	24,720 27,810 5,150 3,090 2,472 189,243	25,462 28,644 5,305 3,183 2,546 245,297							î 					36,302 40,840 7,563 4,538 3,630 293,281
Administration Extermination Grounds, Snow Removal Janitorial Carpet Cleaning Pariting & Decorating Repairs & Maintenance Fire Safety Property Insurance	000% 000% 000% 000% 000% 000%	3,600 3,000 48,000 24,000 120,000 54,000 90,000	295 1,000 3,934 -	3,708 3,090 49,440 123,600 24,720 24,720 55,620	3,819 3,183 50,923 25,462 127,308 25,462 57,289 95,481	3,934 3,278 52,451 26,225 131,127 26,225 59,007	4, 052 3,377 54,024 27,012 135,061 27,012 60,777	4,173 3,478 55,645 27,823 139,113 27,823 62,601 104,335	4,299 3,582 57,315 28,657 143,286 28,657 64,479	4,428 3,690 59,034 29,517 147,585 29,517 66,413			4,838 4,032 64,508 62,254 161,270 32,254 72,571	4,983 4,153 66,443 33,222 166,108 33,222 74,749	5,133 4,277 68,437 34,218 171,091 34,218 76,991 128,318	5,287 4,406 70,490 35,245 176,224 35,245 79,301	5,445 4,538 72,604 36,302 181,511 36,302 81,680
Rubbish Ramoval Security Telephone Unities- Gas & Electric Utilities - Water/Sewer Wages Real Estate Taxes Operating Reserve Interest Income	3.00% 3.00% 3.00% 3.00% 3.00% 3.00%	48,000 3,600 16,000 160,000 90,000 240,000 493,919 126,350	3,934 1,200 5,333 13,112 7,375 80,000 41,457	49,440 3,708 16,480 16,800 92,700 247,200 101,099 126,350 (13,554)	50,923 3,819 16,974 169,744 95,481 254,616 409,861 126,350 (13,622)	52,451 3,934 17,484 174,836 98,345 262,254 504,516 126,350 (13,690)	54,024 4,052 18,008 180,081 101,296 270,122 509,779 126,350 (13,759)	55,645 4,173 18,548 185,484 104,335 278,226 515,672 126,350 (13,827)	57,315 4,299 19,105 191,048 107,465 286,573 521,013 126,350 (13,897)	59,034 4,428 19,678 19,678 110,689 295,170 526,389 126,350 (13,966)	60,805 4,560 20,268 202,683 114,009 304,025 531,799 (14,036)	62,629 4,697 20,876 208,764 117,430 313,146 537,242 1126,350 (114,106)	64,508 4,838 21,503 215,027 120,952 322,540 543,361 126,350 (14,177)	66,443 4,983 22,148 221,477 124,581 332,216 548,874 126,350 (14,247)	68,437 5,133 22,812 228,122 128,318 342,183 554,417 126,350 (14,319)	70,490 5,287 23,497 132,168 352,448 559,988 (14,390)	72,604 5,445 24,201 242,014 136,133 363,022 565,588 126,350 (14,462)
Operating Expenses Net Operating Income (loss) PUPA	5,108 PUPA	1,843,969 25% 5,553,037 5,108	197,547 35% 373,632 547	1,418,306 23% 4,692,340 3,929	1,813,508 24% 5,762,552 5,024	1,943,144 25% 5,724,421 5,383	1,984,383 2 26% 5,776,031 5 5,497	2,027,276 2 26% 5,859,400 5 5,616	2,070,674 2 26% 5,911,598 5 5,736	2,115,191 2 26% 5,964,078 6 5,859	2,160,860 2, 26% 6,016,831 6, 5,986	2,207,711 2, 27% 6,069,844 6, 6,116	2,256,423 2, 27% 6,155,473 6, 6,250	2,305,747 2 27% 6,208,964 6 6,387	2,356,355 2 27% 6,262,677 6 6,527	2,408,282 2 28% 6,316,600 6 6,671	2,461,565 28% 6,370,718 6,819
DEBT SERVICE PAYMENTS Convarid Funding Loan (Housing Condo Units) Conventional both (Commercial Condo Unit) Accelerate Memphis Loan (Parking Condo) Seller Note (DMC) Cash Flow - not in Subtotal Post Construction Interest Reserve	5.30% 4.65% 0.00% 10.00%	3,577,739 899,648 285,714 107,745	894,435 224,912 71,429 (0) (824,643)	3,577,739 899,648 285,714 36,518 (484,245)	3,577,739 899,648 285,714 89,235	3,577,739 899,648 285,714 85,781	3,577,739 3 899,648 285,714 90,404	3,577,739 3 899,648 285,714 97,884	3,577,739 3 899,648 285,714 102,559	3,577,739 3 899,648 285,714 107,258	3,577,739 3, 899,648 285,714 111,981	3,577,739 3, 899,648 285,714 1	3,577,739 3, 899,648 ###### 124,406	,577,739 3 899,648 285,714 129,193	285,77,739 3 899,648 285,714 133,999	3,577,739 3 899,648 285,714 138,824	,577,739 899,648 285,714 143,665
Subtotal		4,763,101	366,132	4,278,856	4,763,101	4,763,101	4,763,101 4	4,763,101 4	4,763,101 4	4,763,101 4	4,763,101 4,	4,763,101 4,	4,763,101 4,	4,763,101 4	4,763,101 4	4,763,101 4	4,763,101
Debt Service Coverage Ratio (Housing) Debt Service Coverage Ratio (Commercial) Debt Service Coverage Ratio (Garage) Overal Debt Coverage Ratio (All Debt) Overal Debt Coverage Ratio (All Debt) Overal Hard Debt Coverage Ratio (Excludes Parking)		1.15	0.37 0.09 0.37 1.02 0.31	0.93 1.25 0.89 1.10 0.99	1.25	1.25 1.12 1.25 1.20 1.20	1.21 1.25 1.12 1.21	1.28 1.12 1.12 1.23	1.24 1.28 1.12 1.24	1.26 1.28 1.12 1.25	1.27 1.28 1.12 1.26 1.27	1.29 1.12 1.12 1.27	1.30	1.32 1.32 1.32 1.30 1.32	1.33	1.35 1.12 1.33 1.34	1.36
CASH FLOW (DEFICIT)		789,937	7,500	413,484	999,451	961,320	1,012,930	1,096,299 1	1,148,497 1	1,200,977	1,253,730 1.	1,306,743 1.	1,392,372 1,	1,445,863	1,499,577	1,553,499 1	1,607,617

100 North Main

No complete by January 1, 2012 Acquisition Residential Total Total	Federal Low Income Tax Cre	Federal Low Income Tax Credit Equity Calculation - 4% Credit	.
Total Tota	% Complete by January 1, 2012		
130,000% 1,18% 1	Total Eligible Building Basis Acquisiton Basis Less Historic Tax Credits (Residential)	Re	—————————————————————————————————————
13.00 ax Credit Equity 11.96 ax Credit Equity 11.96 ax Credit Equity 11.96 ax Credit Equity 11.96 ax Credit Equity 12.401.841 109.535.208 121.95 ax Credit Equity 12.401.841 12.	DDA Applicable Fraction LIHTC Percentage x 10 LIHTC		91,8
Federal Historic Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation	Credits to Members investor Member Percentage fax Credits for Syndication Price per Credit for Well at Credit Equity		13,000,C 99.C 12,998,7 0.C 11,698,B
Predevel Commercial Residential Total	Federal Historic Tax (Credit Equity Calculation	
redits Calculated antiage ation State of Tennessee Historic Tax Credit Equity Calculation State of Tennessee Brownfield Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation	Prec	Commercial Reside 0 12,401,841 109,5 0% 30.00%	121,9 0%
Equity State of Tennessee Historic Tax Credit Equity Calculation State of Tennessee Brownfield Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation FOR DISCUSSION PURPOSES ONLY	ederal Historic Credit	3,720,552	
State of Tennessee Historic Tax Credit Equity Calculation 121,93 x Credits Credits Uity State of Tennessee Enterprize Zone Tax Credit Equity Calculation FOR DISCUSSION PURPOSES ONLY	ederal Historic Tax Credits Calculated nvestor Member Percentage ax Credits for Syndication Price per Credit ederal Historic Tax Credit Equity		36,581,1 99.6 36,577,8 0.8 30,359,2
nrtage x Credits Credits Credits uity State of Tennessee Brownfield Credit Equity Calculation FOR DISCUSSION PURPOSES ONLY	State of Tennessee Historic	ic Tax Credit Equity Calculation	
State of Tennessee Brownfield Credit Equity Calculation ate of Tennessee Enterprize Zone Tax Credit Equity Calculation FOR DISCUSSION PURPOSES ONLY	otal Eligible Building Basis State of TN Tax Credit Percentage Salculated State Historic Tax Credits Asserved State Historic Tax Credits ax Credit Frice per Credit Faulty		121,937,C 0.0
State of Tennessee Brownfield Credit Equity Calculation State of Tennessee Enterprize Zone Tax Credit Equity Calculation FOR DISCUSSION PURPOSES ONLY	otential Tier 2 State Credit Price per Credit State Historic Equity II		0.0
State of Tennessee Enterprize Zone Tax Credit Equity Calculation FOR DISCUSSION PURPOSES ONLY		rfield Credit Equity Calculation	
FOR DISCUSSION PURPOSES ONLY	State of Tennessee Enterprize	Zone Tax Credit Equity Calculat	lon
		IN PURPOSES ONLY	

100 N Main Venture Financing Assumptions

Bridge Loan	
Lender	TBD
Amount	29.402.950
Rate	3.75%
Spread	1.75%
Rate	5.50%
Floating/Fixed	Floating
Forward Funding Loan (Housing Condo Units)	
Lender	TBD
Principal	56,900,000
Interest rate	5.30%
Term	18
Amortization	35
DSC ratio required	1.15
Seller Note	
Lender	Memphis DMC
Principal	\$4,000,000
Interest rate	0.000%
Term	35
Amortization	10% of Cash Flow
Accelerate Memphis Loan (Parking Condo)	
Lender	City of Memphis
Principal	\$10,000,000
Interest rate	%000.0
Term	35
Amortization	35
Developer Fee Note	
Lender	Alexander Company
Principal	\$9,724,555
Interest rate	%000.0
Term	15
Amortization	Cash Flow Note
Conventional Debt (Commercial Condo Unit)	
Lender	TBD
Principal	\$11,700,000
Interest rate	4.65%
Term	7
Amortization	20

FOR DISCUSSION PURPOSES ONLY

100 N Main Venture Loan Amortization Schedule Forward Funding Loan (Housing Condo Units)

TBD	\$56,900,000	2.30%	420	_	2018	298,145	3,577,739
Lender	Principal	Interest Rate	Amortization in Months	Beginning Month	Beginning Year	Monthly Payment	Annual Payment

Dairaipod	Month h	Voor	Dovimont	Dringing	latoroct	
5 III II I I Bud	202	<u>a</u>	אם מוני	ב ב ב ב ב ב ב ב ב ב ב ב ב ב ב ב ב ב ב	ומומו	2
Balance				Payment	Payment	Balance
26,900,000	72	2018	3,577,739	575,895	3,001,844	56,324,105
56,324,105	24	2019	3,577,739	607,169	2,970,570	55,716,936
55,716,936	36	2020	3,577,739	640,143	2,937,596	55,076,793
55,076,793	48	2021	3,577,739	674,906	2,902,832	54,401,887
54,401,887	09	2022	3,577,739	711,559	2,866,180	53,690,328
53,690,328	22	2023	3,577,739	750,201	2,827,538	52,940,127
52,940,127	84	2024	3,577,739	790,942	2,786,797	52,149,185
52,149,185	96	2025	3,577,739	833,895	2,743,844	51,315,290
51,315,290	108	2026	3,577,739	879,181	2,698,558	50,436,109
50,436,109	120	2027	3,577,739	926,926	2,650,812	49,509,183
49,509,183	132	2028	3,577,739	977,265	2,600,473	48,531,918
48,531,918	144	2029	3,577,739	1,030,337	2,547,402	47,501,581
47,501,581	156	2030	3,577,739	1,086,291	2,491,448	46,415,290
46,415,290	168	2031	3,577,739	1,145,283	2,432,456	45,270,007
45,270,007	180	2032	3,577,739	1,207,480	2,370,259	44,062,527
44,062,527	192	2033	3,577,739	1,273,054	2,304,685	42,789,473
42,789,473	204	2034	3,577,739	1,342,189	2,235,549	41,447,284
41,447,284	216	2035	3,577,739	1,415,080	2,162,659	40,032,204
40,032,204	228	2036	3,577,739	1,491,927	2,085,812	38,540,277
38,540,277	240	2037	3,577,739	1,572,948	2,004,790	36,967,329
36,967,329	252	2038	3,577,739	1,658,371	1,919,368	35,308,958
35,308,958	264	2039	3,577,739	1,748,430	1,829,308	33,560,528
33,560,528	276	2040	3,577,739	1,843,382	1,734,356	31,717,146
31,717,146	288	2041	3,577,739	1,943,490	1,634,249	29,773,656
29,773,656	300	2042	3,577,739	2,049,034	1,528,705	27,724,622
27,724,622	312	2043	3,577,739	2,160,310	1,417,428	25,564,312
25,564,312	324	2044	3,577,739	2,277,630	1,300,109	23,286,682
23,286,682	336	2045	3,577,739	2,401,319	1,176,419	20,885,363
20,885,363	348	2046	3,577,739	2,531,727	1,046,011	18,353,636
18,353,636	360	2047	3,577,739	2,669,217	908,522	15,684,419
15,684,419	372	2048	3,577,739	2,814,173	763,566	12,870,246

100 North Main Conventional Debt (Commercial Condo Unit)

TBD	\$11,700,000	4.65%	240	_	2026	74,971	899,648
Developer	Principal	Interest Rate	Amortization	Beginning Month	Beginning Year	Monthly Payment	Annual Payment

Beginning	Month	Year	Payment	Principal	Interest	Ending
Balance				Payment	Payment	Balance
11,700,000	12	2026	899,648	363,275	536,373	11,336,725
11,336,725	24	2027	899,648	380,533	519,115	10,956,192
10,956,192	36	2028	899,648	398,609	501,039	10,557,583
10,557,583	48	2029	899,648	417,545	482,103	10,140,038
10,140,038	99	2030	899,648	437,379	462,269	9,702,659
9,702,659	22	2031	899,648	458,157	441,491	9,244,502
9,244,502	8	2032	899,648	479,922	419,726	8,764,580
8,764,580	96	2033	899,648	502,719	396,929	8,261,861
8,261,861	108	2034	899,648	526,601	373,047	7,735,260
7,735,260	120	2035	899,648	551,616	348,032	7,183,644
7,183,644	132	2036	899,648	577,820	321,828	6,605,824
6,605,824	144	2037	899,648	605,269	294,379	6,000,555
6,000,555	156	2038	899,648	634,021	265,627	5,366,534
5,366,534	168	2039	899,648	664,140	235,508	4,702,394
4,702,394	180	2040	899,648	695,690	203,958	4,006,704
4,006,704	192	2041	899,648	728,737	170,911	3,277,967
3,277,967	204	2042	899,648	763,355	136,293	2,514,612
2,514,612	216	2043	899,648	799,618	100,030	1,714,994
1,714,994	228	2044	899,648	837,602	62,046	877,392
877,392	240	2045	899,648	877,392	22,256	1

100 N Main Venture Loan Amortization Schedule

City of Memphis	\$10,000,000	0.00%	420	_	2025	23,810	285,714
Lender	Principal	Interest Rate	Amortization in Months	Beginning Month	Beginning Year	Monthly Payment	Annual Payment

Beginning	Month	Year	Payment	Principal	Interest	Ending
Balance				Payment	Payment	Balance
10,000,000	12	2025	285,714	285,714		9,714,286
9,714,286	24	2026	285,714	285,715	(0)	9,428,571
9,428,571	36	2027	285,714	285,714	0	9,142,857
9,142,857	48	2028	285,714	285,714	0	8,857,143
8,857,143	09	2029	285,714	285,714	0)	8,571,429
8,571,429	72	2030	285,714	285,715	(0)	8,285,714
8,285,714	8	2031	285,714	285,714	0	8,000,000
8,000,000	96	2032	285,714	285,714	•	7,714,286
7,714,286	108	2033	285,714	285,715	0)	7,428,571
7,428,571	120	2034	285,714	285,714	0	7,142,857
7,142,857	132	2035	285,714	285,714	0	6,857,143
6,857,143	441	2036	285,714	285,714	0)	6,571,429
6,571,429	156	2037	285,714	285,715	(0)	6,285,714
6,285,714	168	2038	285,714	285,714	0	000,000,9
000,000,9	180	2039	285,714	285,714		5,714,286
5,714,286	192	2040	285,714	285,715	0)	5,428,571
5,428,571	204	2041	285,714	285,714	0	5,142,857
5,142,857	216	2042	285,714	285,714	0	4,857,143
4,857,143	228	2043	285,714	285,714	(0)	4,571,429
4,571,429	240	2044	285,714	285,715	(0)	4,285,714
4,285,714	252	2045	285,714	285,714	0	4,000,000
4,000,000	264	2046	285,714	285,714	•	3,714,286
3,714,286	276	2047	285,714	285,715	(0)	3,428,571
3,428,571	288	2048	285,714	285,714	0	3,142,857
3,142,857	300	2049	285,714	285,714	0	2,857,143
2,857,143	312	2050	285,714	285,714	(0)	2,571,429
2,571,429	324	2051	285,714	285,715	(0)	2,285,714
2,285,714	336	2052	285,714	285,714	0	2,000,000
2,000,000	348	2053	285,714	285,714	•	1,714,286
1,714,286	360	2054	285,714	285,715	(0)	1,428,571
1,428,571	372	2055	285,714	285,714	0	1,142,857
1,142,857	384	2056	285,714	285,714	0	857,143
857,143	396	2057	285,714	285,714	(0)	571,429
571,429	408	2058	285,714	285,715	0)	285,714
285,714	420	2059	285,714	285,714	0	

100 N Main Venture Loan Amortization Schedule Seller Note

Memphis DMC	\$4,000,000	%00.0	420	_	2016	9,524	114,286
Lender	Principal	Interest Rate	Amortization in Months	Beginning Month	Beginning Year	Monthly Payment	Annual Payment

Beginning	Month	Year	Payment	Principal	Interest	Ending
Balance				Payment	Payment	Balance
4,000,000	12	2016	36,518	36,518	ı	3,963,482
3,963,482	24	2017	89,235	89,235	•	3,874,247
3,874,247	36	2018	85,781	85,781	•	3,788,466
3,788,466	48	2019	90,404	90,404	•	3,698,062
3,698,062	09	2020	97,884	97,884	•	3,600,178
3,600,178	72	2021	102,559	102,559	•	3,497,619
3,497,619	8	2022	107,258	107,258	•	3,390,361
3,390,361	96	2023	111,981	111,981	•	3,278,380
3,278,380	108	2024	116,726	116,726	•	3,161,654
3,161,654	120	2025	124,406	124,406	•	3,037,248
3,037,248	132	2026	129,193	129,193	•	2,908,055
2,908,055	14 4	2027			•	2,908,055
2,908,055	156	2028	(129, 193)	(129, 193)	•	3,037,248
3,037,248	168	2029	(258,387)	(258,387)	•	3,295,635
3,295,635	180	2030	(387,580)	(387,580)	•	3,683,215
3,683,215	192	2031	(516,773)	(516,773)	ı	4,199,988
4,199,988	204	2032	(645,967)	(645,967)	ı	4,845,955
4,845,955	216	2033	(775,160)	(775,160)	ı	5,621,115
5,621,115	228	2034	(904,353)	(904,353)	ı	6,525,468
6,525,468	240	2035	(1,033,546)	(1,033,546)		7,559,014

Apartment Rental Assumptions 100 N Main Venture

Rental Income

Sec 42 Rent Restricted Units

15.51%

Number of		CMI Set		SF per	Monthly	Monthly	Monthly	2021	Total
Bedrooms	Units	Aside %	Baths	Unit	Net Rent	Utility	Gross Rent	Limits	Monthly Rent
One Bedroom	40	%09	1.00	200	743	30	773	773	29,720
Two Bedroom - 1 Bath	16	%09	1.00	950	888	40	928	928	14,208
Total	99			771					43,928

Residential Units

84.49%

Number of		CMI Set		SF per	Monthly	Monthly	Monthly	Rent	Total
Bedrooms	Units	Aside %	Baths	Unit	Net Rent	Utility	Gross Rent	per SF	Montly Rent
One Bedroom - 1 Bath (MKT)	187	Market	1.50	200	1,450		1,450	2.07	271,150
Two Bedroom - 2 Bath (MKT)	118	Market	2.00	950	1,850	•	1,850	1.95	218,300
	305			197					489,450
	361	361 Total Units		286,200					
Base Gross Residential Rent (Annual)	al)								\$ 6,400,536
Less Vacancy	•							7.00%	(448,038)
Annual Effective Income									5,952,498

Commercial Income

	Gross SF Loss Factor	Loss Factor	Net SF	NNN Rent/SF	
Self Storage	15,120	0.865	13,079	\$ 12.00	12.00 Speculative
Office (GSF)	69,404	0.865	60,034	s	15.00 City Lease
Retail (GSF)	16,700	1.000	16,700	\$ 15.00	15.00 Speculative
			89,813		
Base Gross Commercial Rent (Annual	nnual)				•
			000	7	

Parking Income

Less Retail & Storage Vacancy Annual Effective Income

9,827 Unoccupied (Vacancy) 89.06% Occupied

1,307,963 (134,457) 1,173,505

33.00%

S

75,043

13,079

Monthly Rent

288,000

S

0.00%

288,000

7,414,004

24,000

0.99

Rent per SF

Monthly Rent

Rent / Space \$ 60.00 Memphis DMA Lease

Spaces 400

290,920 Gross SF

Base Gross Other Income (Annual)

Parking Income

Annual Effective Income Less Vacancy

Total Effective Income

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100 North Main

Lease Up Estimate -		2024	
2024	Units occupied	% Occupied	Out of Available
January	0	%0.0	361
February	0	%0.0	361
March	0	%0.0	361
April	0	%0:0	361
May	0	%0:0	361
June	0	%0:0	361
July	0	%0.0	361
August	0	%0:0	361
September	40	11.1%	361
October	75	20.8%	361
November	105	29.1%	361
December	135	37.4%	361
Total	355	8.2%	4,332
E Dercentage of Base	8.19%		

2025	Units occupied	% Occupied	Out of Available
January	165	45.7%	98
February	195	54.0%	36
March	220	%6.09	36
April	245	%6'.29	36.
May	270	74.8%	36.
June	290	80.3%	36.
July	310	85.9%	361
August	330	91.4%	36.
September	350	%0'.26	36.
October	361	100.0%	36.
November	361	100.0%	36.
December	361	100.0%	36.
Total	3.458	%8 62	4 337

Lease Up Estimate -

FOR DISCUSSION PURPOSES ONLY

							Real E	Real Estate Tax Calculation	alculation								
Assessment Effective Tax Rate (40%) Base RE Tax	4,000,000 2.71% 108,208	2.71% C 4.05% S 6.76% T	2.71% City of Memphis 4.05% Shelby County 6.76% Total Tax Rate		7.00% CAP Rate 40% Assessme	.00% CAP Rate 40% Assessment Percentage	ntage										
Residential		Base Assessed Valu Base Tax Allocation 3,065,012 82,915	sase Tax Allocatio 82,915	Б													
Commercial Parking	18.4% 4.9%	737,450 197,538	19,950														
	Stabilized	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037	2038	2039
Residential	0000 400		574	4 724 000	6 4 90 449	000 000	207 700	6 440 504	0 240	026 303 3	6 70E 44E	200 900 9	000 9	7 044 720	7 4 46 045	039 666 7	7 200 000
Expense Ratio	2,352,436	35%	224,513	4,731,060	0,132,413	0,224,399		0,412,531		0000'00'00'00'00'00'00'00'00'00'00'00'0	0,705,445	0,800,027 27%	6,906,117	27%	, 10,915 28%	7,223,009	42%,024
Estimated NOI	4,468,625		402,771	3,598,585	4,578,313	4,632,784	4,693,778	4,749,063	4,804,706	4,860,699	4,917,032	4,980,366	5,037,429	5,094,802	5,152,472	5,210,426	4,222,395
Cap Rate	7.00%	%00.2	7.00%	7.00%	7.00%	7.00%		7.00%		7.00%	7.00%	7.00%	7.00%	7.00%	7.00%	7.00%	7.00%
Est. Value	63,837,498	2 7400	5,753,876	51,408,351	65,404,472	66,182,631	_	67,843,752		69,438,556	70,243,320	71,148,081	71,963,275	72,782,885	73,606,741	74,434,660	60,319,934
Est. Tax Increment	1.644.017	2.7.7%	72.739	1.307.784	1.686.407	1.707.458		1,752,394		1.795.537	1.817.308	1.841.783	1.863.836	1.886.008	1.908.295	1.930.692	1.548.860
% Abatement	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	%0 *0
Est. Net Tax Increment	411,004		18,185	326,946	421,602	426,864	432,757	438,099	443,475	448,884	454,327	460,446	465,959	471,502	477,074	482,673	1,548,860
Base Tax	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915	82,915
RETax	493,919	82,915	101,099	409,861	504,516	509,779	515,672	521,013	526,389	531,799	537,242	543,361	548,874	554,417	559,988	565,588	1,631,775
Commercial																	
Effective Gross Income	1,124,675	20,456	1,124,262	1,123,815	1,123,334	1,122,816	1,154,312	1,153,719	1,153,086	1,152,412	1,151,695	1,183,946	1,183,138	1,182,284	1,181,380	1,180,426	
Expense Ratio	4%	%88	4%	4%	2%	2%		2%	2%	2%	2%	2%	2%	2%	2%	2%	
Estimated NOI	1,075,163	2,543	1,074,277	1,073,354	1,072,392	1,071,390		1,101,242	1,100,109	1,098,931	1,097,706	1,129,372	1,128,046	1,126,669	1,125,237	1,123,750	
Cap Rate	%00.7	7.00%	7.00%	7.00%	7.00%	7.00%		7.00%	7.00%	7.00%	7.00%	7.00%	%00.7	%00.7	7.00%	7.00%	
Est. Value	15,359,474	36,329	15,346,821	15,333,631	15,319,886	15,305,566		15,732,022	15,715,847	15,699,018	15,681,515	16,133,887	16,114,948	16,095,266	16,074,817	16,053,577	
Kt lax Kate	2./1% 415.504	2.71% 983	2.7 1%	2.71%	2.71%	2.71% 414.046		425 583	2./ I % 425 145	2.71% 424.690	2.7 1% 424.216	2.71% 436.454	735 942	435.409	434 856	2.7 1%	
% Abatement	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	
Est. Net Tax	103,876	246	103,791	103,701	103,608	103,512	106,501	106,396	106,286	106,172	106,054	109,113	108,985	108,852	108,714	108,570	
Base lax	19,950	19,950	19,950	066,61	09,950	19,950	19,950	096,61	19,950	19,950	19,950	066,61	19,950	19,950	058,81	19,950	0
KE lax	103,876	19,950	103,791	T03,70T	103,608	213,512	TU6,6UT	106,396	106,286	7/1/901	106,054	109,113	108,985	108,852	108,/14	076,80T	026,827
Parking																	
Effective Gross Income	319,833	26,210	255,305	319,833	319,833	319,833	319,833	319,833	319,833	319,833	319,833	319,833	319,833	319,833	319,833	319,833	
Expense Katio	%0L	73%	%0L	%OL	%0L	%0L	%0L	%0L	%OL	%0L	%0L	%0L	%0L	%0L	%OL	%0L	
Estimated NOI	288,000	20,246	700%	7,000	288,000	7 00%	7,000	7,000	7,000	288,000	288,000	7,00%	7,000	7 00%	7,000	7,000	
Est. Value	4.114.286	289.227	3.273.677	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	4.114.286	
RE Tax Rate	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	2.71%	
Est. Tax Increment	105,956	2,480	83,216	105,956	105,956	105,956	105,956	105,956	105,956	105,956	105,956	105,956	105,956	105,956	105,956	105,956	
% Abatement	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	
Est. Net Tax	26,489	620	20,804	26,489	26,489	26,489	26,489	26,489	26,489	26,489	26,489	26,489	26,489	26,489	26,489	26,489	
Base lax	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	5,344	
RETax	31,833	5,964	26,148	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833	31,833
Total Estimated RE Tax	629,628	108,828	231,038	545,395	639,958	645,123	654,006	659,242	664,508	669,804	675,128	684,307	689,692	695, 102	700,535	705,991	1,792,127
									-				-	-		-	

																									i :	Elev Transition Floor												Elev Transition Floor				
		Total	35,420	32,500	12,000	42,640	47,656	47,656	47,656	47,656	47.656	15,652	15,652	15,652	15,652	15,652	15,652	45 652	15,652	15,652	15,652	15,55	15,632	2,00,1			15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	_		15,652	2,827	801,923
•		Parking	12,000	11,000	12,000	17,640	47,656	47,656	47,656	47,656	47,656																															290,920
	Retail/Office (Speculative	<u> </u>		16,700																																						16,700
•		Office (City)	8,300	4,800		25,000						15,652	15,652		1																											69,404
	Fitness Communit	>																																							2,827	2,827
	Self	Storage	15,120																																							15,120
•		Residential												15,652	15,652	15,652	15,652	15 652	15,652	15,652	15,652	15,652	15,032	2,00,0	75,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652	15,652		406,952
		n Apt 2 Brm Apt Residential												4	4	4	4	-	1 4	4	- 4	. 4	† <	† •	4 (က	4	4	9	9	9	9	9	9	9	9	80	8	7	80		134
		1 Brm Apt												10	10	10	10	,	9 0	10	2		5 5	2 6	<u></u>		10	10	80	80	8	8	8	8	8	80	5	5	7	5		227
		Studio																																								
			LL Lobby	UL Lobby	က	4	5	9	7	· 00	o 6	10	-	12	13	4	15	4	17	, C	0 6	0.0	2 6	- 0	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	
100 N Main Program						Parking Retained by	Memphis Mobility /	DMC				Memphis (GSF)	Memphis			LIHTC Housing					Market Rate Housing																				Ponuge	Total

360,324 441,599 801,923 44.93% Area leased to Tax Exempt Entities
Area leased to Non-Tax Exempt Entities
Total Gross Leasable Area
Percentage Leased to Tax Exempt Entities 1Bedroom 2 Bedroom 0 1 0 4 <u>5</u> 4 <u>6</u> 4 <u>6</u> 1 3 4 <u>8</u> 1 5 1 8 1 8 1 40 0 187 227 56 0 305 361 Total 15.51% 0.00% 88.06% Affordable Workforce Market

APPENDIX BPROJECTIONS: SET 2

These projections contemplate a 25% HTC for projects that include workforce housing - another provision in the proposed Federal Budget Reconciliation Bill legislation.

This alternate concept assumes the parking structure will be transferred to the DMA at closing and the Accelerate Memphis funding will be in the form of a grant rather than a loan.

100 N Main Venture Statement of Forecasted Sources & Uses (Workforce Housing - No HTC-GO)

	~	Construction 12,300,000 56,500,000 6,799,730 24,100,420	Permanent 12,300,000 15,500,000 11,698,830 22,665,765	1.16 12,376,110 68,800,000 36,400,420	Residential Portion Commercial & Storage Portion Parking Portion TC Investor Priority Return TO Investor Priority Return TAN Involvent Memphis Commission		89.14% 10.86% 0.00% 34,364,595 4,000,000	\$ 112,834,616 \$ 13,751,234 \$ 0 10,00%		
City of Memphis 10,000,000 10,000,000 Memphis DMC 4,000,000 4,000,000 TAC 113,700,149 128,585,850	-	10,000,000 4,000,000 9,421,255 126,585,850		96.18%	TAC Investment		9,421,255	80.00%		
Construction Permanent Project Project B	Permanent Project Cost			Residential Building (QREs)	Commercial Building (QREs)	Personal Property	Land Impr.	9% Rehab Eligible	Qualified Rehabilitation Expenditures	
4,000,000 4,000,000 3.52% 4,000,000 4,000,000		4,000,000							•	
\$ 182.00 74,579,858 74,579,858 75.00 5,205,300 907,200 907,200 7,205,500 1,282,500 1,918,362 1,918,362	47 1 1	74,579,858 5,205,300 907,200 1,252,500 1,918,362		74,579,858	5,205,300 907,200 1,252,500 1,918,362			74,579,858	74,579,858 5,205,300 907,200 1,252,500 1,918,362	
\$ 0.00 0 0 10.00% 8,456,322 8,456,322		0 8,456,322		7,537,697	0 918,624			7,537,697	0 8,456,322	
1,594,000 1,594,000		1,594,000				1,594,000		1,594,000	•	1,594,000
40.00% 400.000 400.000 300.000 300.000 83.21% 94,613,542 94,613,542	96	400,000 300,000 94,613,542		142,619	17,381		240,000	356,547 267,410	160,000	300,000
		2,838,406 2,365,339 60,000 1,656,904 4,375,680		2,530,065 2,108,388 53,482 1,476,912 3,900,343	308,341 256,951 6,518 179,992 475,337			2,530,065 2,108,388 53,482 1,476,912 3,900,343	2,838,406 2,365,339 60,000 1,656,904 1,312,704	
25,000 (1,512,704 (1,512,704 (1,500 (1,512,704 108,208 250,000 8,500 12,000 40,000		96,453 222,842 7,577 10,696 35,655	11,755 27,158 923 1,304 25,000			96,453 222,842 7,577 10,696 35,655	108,208 250,000 8,500 12,000	407,716,1
75,000 75,000 120,000 40,000 40,000 25,000 25,000	`	90,000 75,000 120,000 40,000 25,000		80,223	in in				000,00	75,000 120,000 40,000 25,000
2,210 2,210 6,250% 812,500 812,500	ώ`	2,210								2,210 812,500
		33,600 60,000 10,000		53,482 8,914	6,518 1,086			53,482	10,000	000,55
100,000		100,000 54,000		48,134	5,866				54,000	100,000
0.100% 92,900 92,900 0.750% 696,753 696,753 60,000		92,900 696,753 60,000							000'09	92,900 696,753
4,000		4,000		3,565	435			3,565		4,000 0
9.00% 336,878 9,795,563		9,795,563		8,731,455	1,064,109			8,731,455	9,795,563	
350.00 - 126,350	2,696,691	2,696,691								2,696,691
22.10% 15,086,607 27,972,308	27,9	27,972,308		'			=			000
113,700,149 126,585,850		126,585,850	1	101,628,360	12,600,436	1,594,000	540,000	103,646,651	109,243,528	8,081,708

FOR DISCUSSION PURPOSES ONLY

THE ALEXANDER COMPANY, INC

100 North Main 15 Year Proforma

15 Year Proforma	-											-					
GROSS INCOME		Stabilized	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037	2038
Residential Income Less: Residential Vacancy Estimated Gross Income (EGRI)	1.50% 7.00%	6,400,536 (448,038) 5,952,498	6,400,536 (5,876,023) 524,513	6,496,544 (1,765,464) 4,731,080	6,593,992 (461,579) (461,579) 6,132,413 (6,692,902 6 (468,503) 6,224,399 6	6,793,296 6, (475,531) (6,317,765 6,	6,895,195 6, (482,664) (6,412,531 6,	(489,904) (489,904) (489,508,719 6,6	7,103,602 7,2 (497,252) (5 5,606,350 6,7	7,210,156 7,3 (504,711) (5 6,705,445 6,8	7,318,309 7 (512,282) 6,806,027 6	7,428,083 7, (519,966) (6,908,117 7,	7,539,505 7 (527,765) 7,011,739 7	,652,597 7 (535,682) 7 (116,915 7	7,767,386 7 (543,717) 7,223,669 7	,883,897 (551,873) 7,332,024
Office Income (City) Less: Office Vacancy	3.00%	900,517	900,517 (826,721)	900,517	900,517	900,517								955,358			955,358
Speculative Retail Income Less: Speculative Vacancy Storage Income	3.00% 33.00% 1.00%	250,500 (82,665) 156,946	250,500 (229,972) 156,946	250,500 (82,665) 158,515	250,500 (82,665) 160,100	250,500 (82,665) 161,701						258,015 (85,145) 171,649		265,755 (87,699) 175,099			265,755 (87,699) 180,405
Less: Speculative Storage Vacancy Less CAM Expense (Speculative)	33.00%	(51,792)	(111,570)	(52,310)	(473,460)	(53,361)	(53,895)	(54,434) (517,362)	(54,978)	(55,528) (5,528) (5,628,627)	(56,083) (5		(57,211)	(57,783)	(58,361)	(58,944)	(59,534) (675,040)
CAM Reimbursement (Office / Retail) Net Commercial Income	3.00%	1,124,675	20,456	1,124,262			-	-	-	-	-	-	1.	1	1.	1 ~	1,180,426
Parking Income Less: Parking Vacancy	0.00% 0.00%	0 1	0 0	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '	0 '
Plus RE Taxes Less: Real Estate Taxes (Parking)	1.50%	0	0 0	0 0	0 (0)	0 (0)	0 (0)	0 (0)	0 (0)	0 0	0 0	0 0	0 (0)	0 0	0 (0)	0 (0)	0 (0)
		0	0	0			0	0	0	0							0
Total Revenues		7,077,174	544,969	5,855,341	7,256,228	7,347,732	7,440,581 7,	7,566,844 7,	7,662,439 7,7	7,759,436 7,8	7,857,857 7,9	7,957,722 8	8,092,063 8,	8,194,878 8	8,299,199 8	8,405,049 8	8,512,450
EXPENSES (Residential) Accounting/Audit Advertising	3.00%	24,000		24,720 27,810	25,462 28,644	26,225 29,504	27,012 30,389	27,823 31,300	28,657 32,239	29,517 33,207	30,402 34,203	31,315 35,229	32,254 36,286	33,222 37,374	34,218 38,496	35,245 39,650	36,302 40,840
Legal and Professional Bad Debt & Gredit Reports	3.00%	3,000	1,000	3,090	5,305 3,183	5,464 3,278	3,377	3,478	5,970 3,582	6,149 3,690		6,524 3,914	6,720 4,032	6,921 4,153	7,129 4,277	7,343	7,563 4,538
Office Expense Management - 4% EGRI (Apartments)	3.00% 4.00%	238,100	197 20,981	2,472 189,243	2,546 245,297	2,623 248,976	252,711	2,782 256,501	260,349	2,952 64,254 2		3, 131 272,241	3,225 276,325	3,322 280,470	3,4 <i>22</i> 284,677	3,524 288,947	3,630 293,281
Extermination	3.00%	3,600	295	3,708	3,819	3,934	4,052					4,697	4,838	4,983		5,287	5,445
Grounds / Snow Removal Janitorial/Carpet Cleaning	3.00%	48,000	3,934	49,440	50,923	52,451	54,024					5,914	4,032 64,508	66,443		70,490	72,604
Painting & Decorating Repairs & Maintenance	3.00%	120,000	٠	24,720 123,600	25,462 127,308	26,225 131,127	27,012 135,061	27,823 139,113		29,517 147,585 1		31,315 56,573	32,254 161,270	33,222 166,108		35,245 176,224	36,302 181,511
Fire Safety Elevator Maintenance	3.00%	24,000		24,720 55,620	25,462 57,289	26,225 59,007	27,012 60,777					31,315	32,254 72,571	33,222 74,749		35,245 79,301	36,302 81,680
Property Insurance Rubbish Removal	3.00%	90,000	7,375 3,934	92,700 49,440	95,481 50,923	98,345 52,451	101,296 54,024					17,430 62,629	120,952 64,508	124,581 66,443		132,168 70,490	136,133 72,604
Security	3.00%	3,600	1,200	3,708	3,819	3,934	4,052					4,697	4,838	4,983		5,287	5,445
Utilities - Gas & Electric	3.00%	160,000	13,112	164,800	169,744	174,836						08,764		221,477		234,965	242,014
Wages Bool Eduta Taxoo	3.00%	240,000	80,000	247,200	254,616	262,254	270,122			295,170 3	304,025 3	13,146	322,540	332,216		352,448	363,022
Operating Reserve Interest Income	350 0.50%	126,350	10,354	126,350 (13,483)	126,350 (13,551)	126,350 (13,619)		126,350 (13,755)	126,350 (13,824)			126,350 (14,032)		126,350 (14,173)	126,350 (14,244)	126,350 (14,315)	126,350 (14,387)
Operating Expenses	5,099 PUPA	1,840,794	199,577 37%	1,420,888	1,811,903	1,939,981 1	1,981,151 2,		2,067,352 2,7	2,111,799 2,1		2,204,174 2				2,404,491 2	2,457,695
Net Operating Income (loss) PUPA		5,236,380	345,392 553	4,434,454 3,936	1 11		""	5,542,819 5,		1 11	5,700,462 5,7 5,976	 	5,839,203 5, 6,241	5,892,769 5 6,377		1 11	6,054,755 6,808
DEBT SERVICE PAYMENTS Forward Funding Loan (Housing Condo Units) Conventional Debt (Commercial Condo Unit) Seller Note (DMC) Cash Flow - not in Subtotal Post Construction Interest Reserve	5.30% 4.65% 10.00%	3,552,588 945,784 103,733	888,147 236,446 (0) (786,701)	3,552,588 945,784 40,892 (526,003)	3,552,588 ; 945,784 84,420	3,552,588 3 945,784 81,107	3,552,588 3, 945,784 85,736	552,588 3 945,784 93,218	,552,588 3,5 945,784 9 97,898	,552,588 3,5 945,784 9 102,604 1	,552,588 3,5 945,784 9 107,333 1	3,552,588 3 945,784 112,085	,552,588 3, 945,784 119,768	3,552,588 3 945,784 124,561	3,552,588 3 945,784 129,374	,552,588 3 945,784 134,206	,552,588 945,784 139,053
Subtotal		4,498,371	337,892	3,972,368	4,498,371	4,498,371 4	4,498,371 4,	4,498,371 4,	4,498,371 4,4	4,498,371 4,4	4,498,371 4,4	4,498,371 4	4,498,371 4,	4,498,371 4	4,498,371 4	4,498,371 4	4,498,371
Debt Service Coverage Ratio (Housing) Debt Service Coverage Ratio (Commercial)		1.16	0.37	0.93	1.22	1.21	1.22	1.24	1.25	1.27	1.28	1.30	1.31	1.33	1.34	1.36	1.37
Overal Debt Coverage Ratio (All Debt)		1.16	1.02	1.12	1.21	1.20	1.21	1.23	1.24	1.26	1.27	1.28	1.30	1.31	1.32	1.33	1.35
CASH FLOW (DEFICIT)		738,009	7,500	462,085	945,953	909,381	961,058 1,	1,044,447 1,	1,096,715 1,	1,149,266 1,2	1,202,091 1,2	1,255,177	1,340,831 1,	1,394,397	1,448,187	1,502,187 1	1,556,383

APPENDIX CPROJECTIONS: SET 3

These projections contemplate no federal legislation passage that affects HTC or LIHTC.

This alternate concept assumes the parking structure will be transferred to the DMA at closing and the Accelerate Memphis funding will be in the form of a grant rather than a loan.

100 N Main Venture Statement of Forecasted Sources & Uses (No Changes to Existing HTC or LIHTC)

Sources of Funds			ć	4		,	9	6 7 7 7		
Conventional Debt (Commercial Condo Hait)		12 300 000	12 300 000	12 345 950	Commercial & Stor	rade Dortion	10.86%	\$ 13,717,722		
Forward Funding Loan (Housing Condo Units)	180 180 180 180 180 180 180 180 180 180	56,500,000	56,500,000	68,800,000	Parking Portion	age r origin	0.00%	\$ 13,117,122		
Federal Low Income Housing Tax Credit Equity	TBD CBT	5 195 365	11,698,830		TC Investor Priority	Refilm	29 016 714	40 00%		
Bridge Loan Accelerate Memphis Grant	TBD City of Memphis	20,403,129	14,600,000	32,703,129	Downtown Memphis Commission TAC Investment	Commission	4,000,000 9,860,643	10.00%		
Seller Note Deferred Developer Fee	Memphis DMC TAC	4,000,000	4,000,000 9,860,643	100.90%			42,877,357	100%		
Total Sources Of Funds		112,998,495	126,277,357	0.789						
Uses of Funds		Construction Project Cost	Permanent Project Cost	Residential Building (QREs)	Commercial Building (QREs)	Personal Property	Land Impr.	9% Rehab Eligible	Qualified Rehabilitation Expenditures	
Acquisition (Residential Portion) Memphis (DMC) Subtotal Acquisition Costs	3.54%	4,000,000	4,000,000 4,000,000							
Rehabilitation Costs Residential Construction	\$ 182.00	74,579,858	74,579,858	74,579,858				74,579,858	74,579,858	
Office Construction Storage Construction Retail Construction	\$ 75.00 \$ 60.00 \$ 75.00	5,205,300 907,200 1,252,500	5,205,300 907,200 1,252,500		5,205,300 907,200 1,252,500				5,205,300 907,200 1,252,500	
II Allowance Parking Garage Allowance Contingency		1,918,362	1,918,362 0 8 456 322	- 7 537 697	1,918,362 0 918,624			7 537 697	1,918,362 0 8 456 322	
Personal Property Personal Property		1,594,000	1,594,000			1,594,000		1,594,000	1	1,594,000
Site Improvements Site Work (40% Utilities) Landscaping (Roof & Site) Subtotal Hard Costs	40.00% 83.73%	400,000 300,000 94,613,542	400,000 300,000 94,613,542	142,619	17,381		240,000	356,547 267,410	160,000	300,000
Soft Costs Design	3.00%	2.554,566	2.838.406	2,530,065	308.341			2.530.065	2.838.406	
Engineering Environmental Fees / Reports	2.50%	2,128,805	2,365,339 60,000	2,108,388 53,482	256,951 6,518			2,108,388 53,482	2,365,339 60,000	
Bridge Loan Interest in Basis Perm Loans Interest in Basis	\$ 20,403,129	1,402,715 4,375,680	1,402,715 4,375,680	1,250,336 3,900,343	152,379 475,337			1,250,336 3,900,343	1,402,715 1,312,704	10000
Perin Loans interest (not in basis) Real Estate Taxes Construction Insurance		108,208	108,208	96,453	11,755			96,453	108,208	1,312,104
Appraisal Market Study		8,500	8,500	7,577	923			7,577	8,500 12,000	
Surveys Title Policy & Recording		40,000	40,000	35,655 80,223	25,000			35,655 80,223	60,655 90,000	
Legal - Syndication/Organization Legal - Developer		75,000	75,000					•	•	75,000 120,000
Legal - Construction Loan Due Diligence - Investor THDA Annication & Commitment Letter Fees		40,000 25,000 2,210	40,000 25,000 2,210					1		40,000 25,000 2210
THDA Reservation Fee	6.250%	812,500	812,500							812,500
I HDA I ax Credit Compliance Fee - First Year Acct Building / Cost. Cert.		000'09	33,600	53,482	6,518			53,482		33,600
National Park Serv / Tax Cert. Soft Costs Contingency		10,000	10,000	8,914	1,086				10,000	100,000
Construction Inspections (Lender)	0	54,000	54,000	48,134	5,866			•	54,000	
Lenders Application Fees Lenders Forward Commitment Fees	0.100%	89,203 669,023	89,203 669,023						000	89,203 669,023
Termite Inspection	٠	4,000	4,000	3,565	435			3,565	000,00	4,000
Development Fee Developer Costs / Fees (Alexander)	%00.6	(79,161)	9,772,686	8,711,063	1,061,623			8,711,063	9,772,686	Þ
Operating Reserve	6		2,696,691	•						2,696,691
replacement reserve Lease-up Costs + Pre-opening Exp Subtotal Soft Costs	21.91%	- 14,384,953	50,000 50,000 27,663,815							50,000
Total Uses Of Funds		112,998,495	126,277,357	101,381,392	12,570,338	1,594,000	540,000	103,399,684	104,335,036	8,050,281

FOR DISCUSSION PURPOSES ONLY

FOR DISCUSSION PURPOSES ONLY

THE ALEXANDER COMPANY, INC

100 North Main 15 Year Proforma

15 Year Profoma			_														
GROSS INCOME		Stabilized	2024	2025	2026	2027	2028	2029	2030	2031	2032	<u> </u>	2034	2035	2036	2037	2038
Residential income Less: Residential Vacancy Estimated Gross Income (EGRI)	1.50% 7.00%	6,400,536 (448,038) 5,952,498	6,400,536 (5,876,023) 524,513	6,496,544 (1,765,464) 4,731,080	6,593,992 (461,579) 6,132,413	6,692,902 (468,503) 6,224,399	6,793,296 6 (475,531) 6,317,765 6	5,895,195 6, (482,664) (5,412,531 6,	998,623 489,904) 508,719	7,103,602 7,2 (497,252) (6 6,606,350 6,7	(504,711) (5 (504,711) (5 (5,705,445 6,8	7,318,309 7 (512,282) 6,806,027 6	7,428,083 7 (519,966) 6,908,117 7	7,539,505 7 (527,765) 7,011,739	7,652,597 7 (535,682) 7,116,915 7	7,767,386 (543,717) 7,223,669	7,883,897 (551,873) 7,332,024
Office Income (City)	3.00%	900,517	900,517	900,517	900,517	900,517	900,517	927,532	927,532	927,532	927,532	927,532	955,358	955,358	955,358	955,358	955,358
Less: Omce vacancy Speculative Retail Income	3.00%	250,500		250,500	250,500	250,500			258,015			58,015		265,755	265,755	265,755	265,755
Less: Speculative Vacancy Storage Income	33.00% 1.00%	(82,665) 156,946		(82,665) 158,515	(82,665) 160,100	(82,665) 161,701	(82,665) 163,318	(85,145) 164,951	(85,145) 166,601	(85,145) 168,267	(85,145) 169,950	(85,145) 171,649	(87,699) 173,366	(87,699) 175,099	(87,699) 176,850	(87,699) 178,619	(87,699) 180,405
Less: Speculative Storage Vacancy	33.00%	(51,792)		(52,310)	(52,833)	(53,361)						(56,644)		(57,783)	(58,361)	(58,944)	(59,534)
CAM Reimbursement (Office / Retail) Net Commercial Income	3.00%	397,451		1,124,262	421,656	434,305	1 1 -	←	1 1	488,815	1 I —	1 1	1 1,	1 1		1 1 1	601,180
Parking Income	0.00%	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Less: Parking Vacancy Plus RE Taxes	%00.0	' 0	<u></u>	' 0	' 0	' 0	. 0	. 0	. 0	' 0	' 0	' 0	. 0	' 0	' 0	. 0	' 0
Less: Real Estate Taxes (Parking)	1.50%	0)	0 0	(0)	0 0	0 0	0	0	0	0 0	0 0	0 0	0	0 0	0	0	0 0
Total Revenues		7,077,174	544,969	5,855,341	7,256,228				7,662,439 7,								8,512,450
EXPENSES (Residential) Accounting/Audit	3.00%	24,000		24,720	25,462	26,225	27,012	27,823	28,657	29,517		31,315	32,254	33,222	34,218	35,245	36,302
Advertising	3.00%	27,000	' 6	27,810	28,644	29,504	30,389	31,300	32,239	33,207		35,229	36,286	37,374	38,496	39,650	40,840
Legal and Protessional Bad Debt & Credit Reports	3.00%	3,000	000'1	3,090	3,183	3,278	3,377	3,478	3,582	3,690		3,914	6,720 4,032	4,153	4,277	4,406	4,538
Office Expense Management - 4% EGRI (Apartments)	3.00%	2,400 238,100	197 20,981	2,472 189,243	2,546 245,297	2,623 248,976	2,701 252,711	2,782 256,501	2,866 260,349	2,952 264,254	3,040	3,131 272,241	3,225 276,325	3,322 280,470	3,422 284,677	3,524 288,947	3,630 293,281
Administration	3.00%	3,600		3.708	3.819	3.934	4.052	4.173				4.697	- 4.838	4.983	5.133	5.287	5.445
Grounds / Snow Removal	3.00%	3,000	1,000	3,090	3,183	3,278	3,377	3,478				3,914	4,032	4,153	4,277	4,406	4,538
Janitorial/Carpet Cleaning Painting & Decorating	3.00%	48,000 24,000		49,440 24,720	50,923 25,462	52,451 26,225	54,024 27,012	55,645 27,823	57,315 28,657			62,629 31,315	64,508 32,254	66,443 33,222	68,437 34,218	70,490 35,245	72,604 36,302
Repairs & Maintenance	3.00%	120,000	•	123,600	127,308	131,127	135,061	139,113				156,573	161,270	166,108	171,091	176,224	181,511
Fire Safety Elevator Maintenance	3.00%	24,000 54,000		24,720 55,620	25,462 57,289	26,225 59,007	27,012 60,777	27,823 62,601				31,315	32,254 72,571	33,222 74,749	34,218 76,991	35,245 79,301	36,302 81,680
Property Insurance	3.00%	000'06		92,700	95,481	98,345	101,296	104,335				17,430	120,952	124,581	128,318	132,168	136,133
Kubbish Kemoval Security	3.00%	3,600	1,200	3,708	3,819	3,934	54,024 4,052	55,645 4,173	57,315 4,299			62,629 4,697	64,508 4,838	66,443 4,983	68,43/ 5,133	5,287	5,445
Telephone	3.00%	16,000		16,480	16,974	17,484	18,008	18,548				20,876	21,503	22,148	22,812	23,497	24,201
Utilities - Gas & Electric Utilities - Water/Sewer	3.00% 3.00%	160,000		164,800 92.700	169,744 95,481	174,836 98.345	180,081 101.296					.08,764 17,430	215,027 120,952	221,477 124,581	228,122 128,318	234,965 132,168	242,014 136,133
Wages	3.00%	240,000		247,200	254,616	262,254	270,122					313,146	322,540	332,216	342,183	352,448	363,022
Keal Estate Laxes Operating Departs Internet Income	350	490,744 126,350		126,350	126,350 (13,551)	126,350	126,350	512,348 126,350 (13,755)	126,350	126,350	126,350	126,350	539,724 126,350 (44,403)	345,162 126,350 (14,173)	350,628 126,350	556,122 126,350	126,350
Operating Expenses	5,099	1,840,794		1,420,888	1,811,903	1,939,981		7	7	7	7			_			2,457,695
-	PUPA	76%	37%	24%	25%						- 1						29%
Net Operating Income (loss) PUPA		5,236,380		3,936	5,444,324	- 11	ll l	5,542,819 5,	۱۱ ک	5,850	5,976		5,839,203 5 6,241	5,892,769 5 6,377	- 11	ll l	6,808
DEBT SERVICE PAYMENTS Forward Funding Loan (Housing Condo Units)	5.30%	3.552,588		3,552,588	3.552.588	3,552,588	(*)	552.588	552.588 3	n	n	52.588		.,	3,552,588	.552.588	3.552.588
Conventional Debt (Commercial Condo Unit) Seller Note (DMC) Cash Flow - not in Subtotal	4.65% 10.00%	945,784 103,733	236,446	945,784	945,784 84,420	945,784	945,784 85,736	945,784 93,218	945,784 97,898	945,784	945,784 9	945,784 112,085	945,784 119,768	945,784 124,561	945,784 129,374	945,784 134,206	945,784 139,053
Post Constituction interest Reserve			(100,/00)	(cnn'azc)													
Subtotal		4,498,371	337,892	3,972,368	4,498,371	4,498,371	4,498,371 4	4,498,371 4,	4,498,371 4,	4,498,371 4,4	4,498,371 4,4	4,498,371 4	4,498,371 4	4,498,371 4	4,498,371 4	4,498,371	4,498,371
Debt Service Coverage Ratio (Housing) Debt Service Coverage Ratio (Commercial)		1.16	0.37	0.93	1.22	1.21	1.22	1.24	1.25	1.27	1.28	1.30	1.31	1.33	45. 1.25	1.36	1.37
Overal Debt Coverage Ratio (All Debt)		1.16	1.02	1.12	121	1.20	1.21	1.23	1.24	1.26	1.27	1.28	1.30	1.31	1.32	1.33	1.35
CASH FLOW (DEFICIT)		738,009	7,500	462,085	945,953	909,381	961,058 1	1,044,447 1.	1,096,715 1,	1,149,266 1,3	1,202,091	1,255,177	1,340,831	1,394,397	1,448,187	1,502,187	1,556,383
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APPENDIX D CONCEPTUAL RENDERINGS





