EXCLUSIVE OFFERING - FOR SALE

555 Pacific Avenue

Santa Cruz, California



Offering Memorandum

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PLEASE CONSULT EXCLUSIVE LISTING AGENT FOR MORE DETAILS.





Executive Summary

OFFERING

Colliers International has been retained as the exclusive listing agent for the sale of 555 Pacific Ave, a fully entitled mixed use high density residential project in the heart of beautiful Santa Cruz. Please direct all inquiries related to this investment offering to Jeffry Nochimson or Dharmesh Patel. The offering is for the acquisition of the fully entitled land in an extremely high barrier to entry market with an extremely low inventory of available residential units for sale or rent.

PROPERTY

555 Pacific Ave is a mixed use development located in the high barrier to entry beach side location of Santa Cruz, California. The land site is a boomerang shaped parcel that sits on at an intersection that connects the vibrant downtown Santa Cruz district to the world famous Santa Cruz beach front area. The site has all city utilities available within the fully developed downtown/beach area.

PROJECT HIGHLIGHTS

- Site Size: 34,246 SF
- Fully mapped and entitled for sale mixed use residential project
- 50% of units may be retained by ownership for rent
- 94 residential units (approx. 53,900 SF)
- 4 commercial condo (approx. 4,800 SF)
- · Approved 4 story development over podium and garage parking
- · 129 onsite parking provided

INVESTMENT HIGHLIGHTS

- Santa Cruz residential market has extremely low available inventory of units for sale or rent
- · Current owner/developer can stay on to offer a complete turnkey project
- The city is home to University of California Santa Cruz with about 18.000 students
- The city ranks as a well-known and travelled to destination for vacationers both domestic and internationally
- There have been very few new developed residential units in this market
- Ground breaking may begin as early as Spring 2015 as current ownership continues to move forward



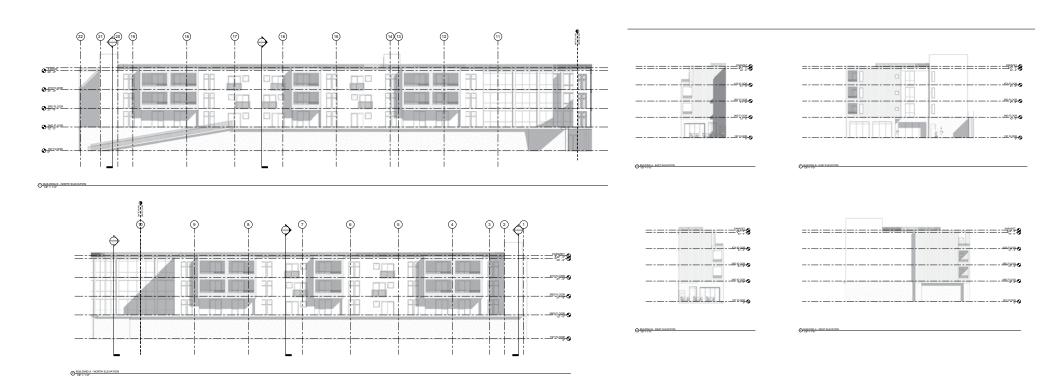


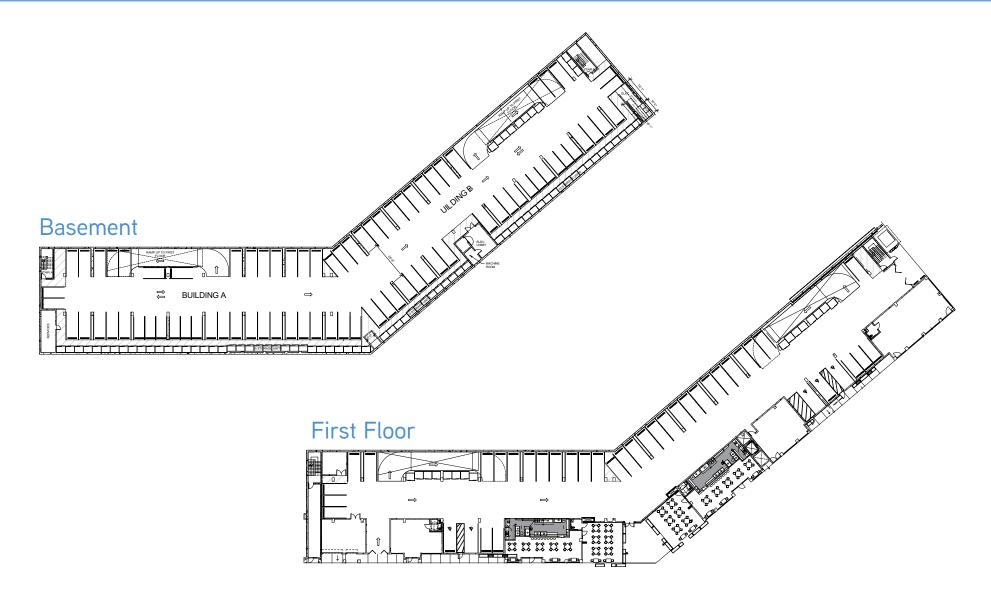


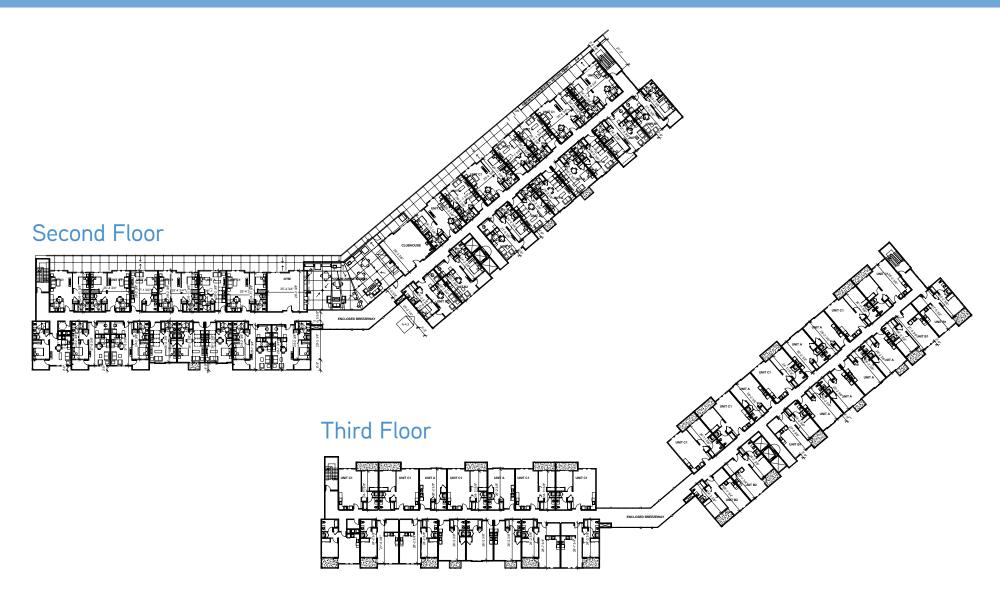


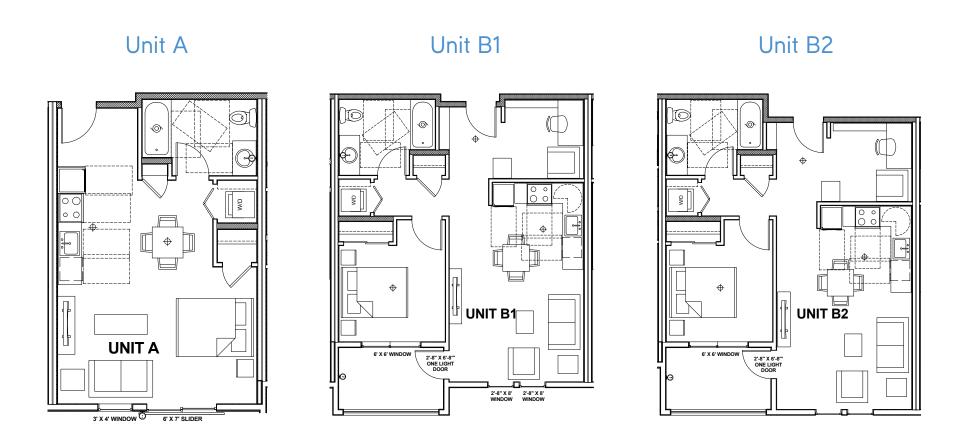
3RD FLOOR



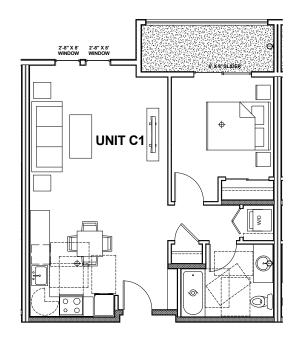




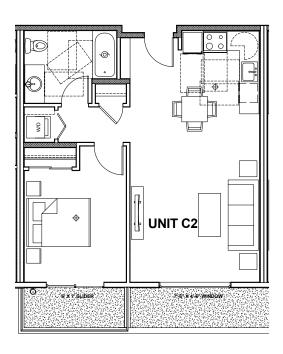




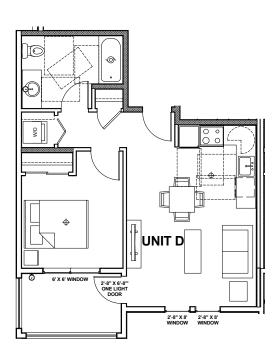
Unit C1



Unit C2



Unit D





Development Budget

Land (purchase price)	\$6,000,000
Hard Cost	\$17,410,000
Soft Cost	\$4,266,000
Total Development Cost	\$27,676,000
Sale of Units Proceeds	\$39,616,000
Less Commissions (4.5%)	\$1,782,720
Net Proceeds of Sellout	\$37,833,280
Development Profit	\$10,157,280

Unit Sellout Proforma

Unit Type	# of Units	Unit Price	Size (SF)	Per SF	Sale Price
Commercial Retail Units	4	\$550,000	4,800	\$114.58	\$2,200,000
Unit Type A-1	29	\$375,000	450	\$833.33	\$10,875,000
Unit Type B-1	30	\$450,000	650	\$692.31	\$13,500,000
Unit Type B-2	21	\$440,000	650	\$676.92	\$9,240,000
Affordable Units (A-1 Studios)	7	\$250,000	450	\$555.56	\$1,750,000
Affordable Units (B-2 One Bedrooms)	7	\$293,000	650	\$450.77	\$2,051,000
	98				\$39,616,000







MARKET AREA DEMOGRAPHICS



SILICON VALLEY

Silicon Valley is the second largest metro economic powerhouse in California. The valley dominates venture capital allocation and consistently accounts for more quarterly IPO's than any other region in the United States. Silicon Valley also boasts one of the highest incomes per capita in the world and it will always be a dominant component of the U.S. economy.

With a population of over 2.8 million and the largest Asian population in the United States, it consists of nine counties and 101 municipalities covering approximately 7,000 square miles of land. Silicon Valley's population is near the top in the nation for overall education level and is home to Stanford University (the birthplace of Silicon Valley), University of California Berkeley, University of San Francisco, and Carnegie Mellon University. It is also the headquarters of 18 Fortune 500 companies including Apple, Intel, Oracle, eBay, Yahoo, Google, Netflix and Facebook. It is now one of the strongest economic engines in the world, ranking as the third largest high-tech center (cyber city) and the biggest high-tech manufacturing center in the United States.

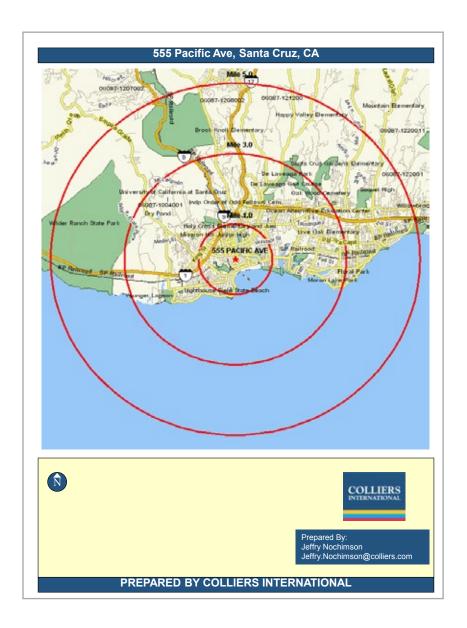


SANTA CRUZ

Located on the Northern edge of Monterey Bay, just 25 miles south of Silicon Valley and 75 miles South of San Francisco, Santa Cruz has long been integral to the San Francisco Bay Area.

Santa Cruz is known for its moderate climate, natural beauty of its coastline and Redwood forests, whose wood was instrumental in building San Francisco, and later as a favorite summer getaway but more recently a source of technology talent numbering in the tens of thousands commuting to the Silicon Valley every day.

Santa Cruz is home to University of California Santa Cruz, a premier research institution, as well the Santa Cruz Beach Boardwalk Amusement Park operating continually since 1907. 555 Pacific Avenue is located at the base of Santa Cruz's vibrant Downtown, a growing hub of high tech startups and within steps to the beach. The property boasts an ideal location for students, high tech workers and second homers.



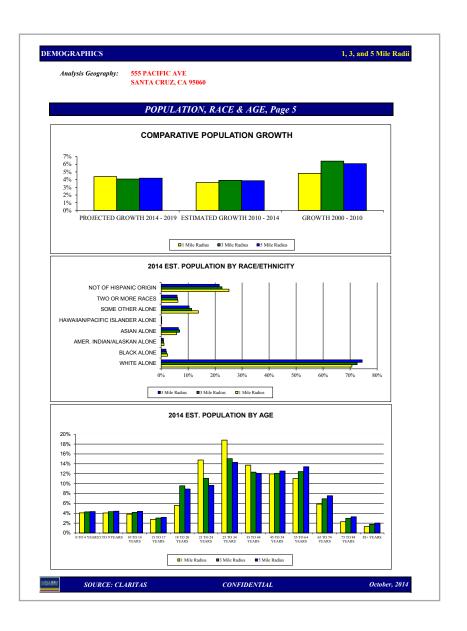
Analysis Geography: 555 PACIFIC AVE SANTA CRUZ, CA 95060						
DEMOGRAPHIC DETAIL, Page 1						
	1 Mile Radius	3 Mile Radius	5 Mile Radius			
OPULATION						
2019 PROJECTION	25,822	88,300	120,552			
2014 ESTIMATE	24,735	84,839	115,708			
2010 CENSUS	23,872	81,643	111,407			
2000 CENSUS	22,777	76,730	105,029			
PROJECTED GROWTH 2014 - 2019	4.39%	4.08%	4.19%			
ESTIMATED GROWTH 2010 - 2014	3.61%	3.91%	3.86%			
GROWTH 2000 - 2010	4.81%	6.40%	6.07%			
IOUSEHOLDS						
2019 PROJECTION	10,744	33,416	46,798			
2015 ESTIMATE	10,198	31,847	44,532			
2010 CENSUS	9,833	30,832	43,054			
2000 CENSUS	9,231	29,308	41,229			
GROWTH 2010 - 2014	3.71%	3.29%	3.43%			
014 EST. POPULATION BY RACE/ETHNICITY	24,735	84,839	115,708			
WHITE ALONE	70.67%	72.61%	74.47%			
BLACK ALONE	2.37%	2.02%	1.80%			
AMER. INDIAN/ALASKAN ALONE	1.05%	0.92%	0.85%			
ASIAN ALONE	5.69%	6.84%	6.39%			
HAWAIIAN/PACIFIC ISLANDER ALONE	0.20%	0.23%	0.22%			
SOME OTHER ALONE	13.79%	11.28%	10.38%			
TWO OR MORE RACES	6.23%	6.09%	5.90%			
NOT OF HISPANIC ORIGIN	74.87%	77.45%	78.48%			
HISPANIC ORIGIN	25.13%	22.55%	21.52%			
014 EST. HISPANIC RACE BASE	6,215	19,132	24,906			
WHITE ALONE	34.71%	38.94%	40.78%			
BLACK ALONE	0.85%	0.82%	0.78%			
AMER. INDIAN/ALASKAN ALONE	1.45%	1.94%	1.87%			
ASIAN ALONE	0.71%	0.84%	0.82%			
HAWAIIAN/PACIFIC ISLANDER ALONE	0.10%	0.08%	0.10%			
SOME OTHER ALONE	53.53%	48.87%	47.01%			
TWO OR MORE RACES	8.66%	8.52%	8.66%			
014 EST. POPULATION BY SEX	24,735	84,839	115,708			
MALE	51.51%	50.02%	49.60%			
FEMALE	48.49%	49.98%	50.40%			
SOURCE: CLARITAS	CONFIDENTIAL		October, 201			

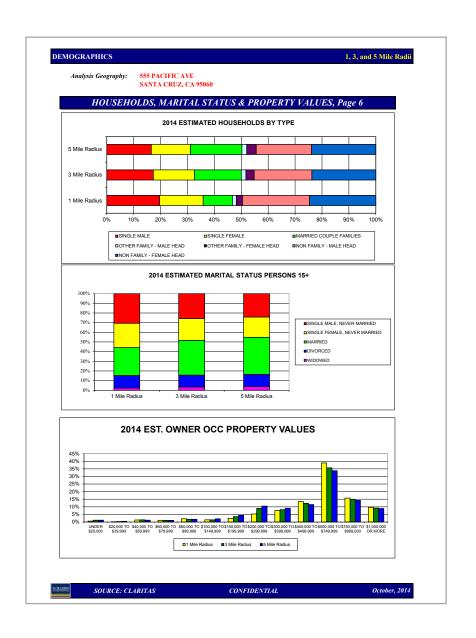
014 EST. HOUSEHOLDS BY INCOMI \$15,000 OR LESS \$15,000 TO \$24,999 \$25,000 TO \$34,999 \$35,000 TO \$49,999 \$35,000 TO \$74,999 \$75,000 TO \$199,999 \$100,000 TO \$124,999 \$125,000 TO \$124,999 \$150,000 TO \$199,999 \$200,000 TO \$249,999 \$200,000 TO \$249,999 \$200,000 TO \$499,999 \$500,000 OR MORE 2013 EST. AVERAGE HH INCOMINATION BY HOUSEH \$2014 EST. POPULATION BY HOUSEH \$2014 EST. POPULATION BY HOUSEH \$2015 FAMILY HOUSEHOLDS NON FAMILY HOUSEHOLDS	E COME OME	1 Mile Radius 10,198 19,48% 11,39% 8,41% 11,46% 18,08% 11,23% 6,95% 4,68% 4,11% 1,38% 2,08% 0,72% \$67,513 \$48,995	3 Mile Radius 31,847 14,92% 9,47% 7.88% 11.33% 16.71% 12.69% 8.43% 5.50% 6.67% 2.21% 3.12% 1.06% \$81,171 \$59,563	5 Mile Radius 44,532 13.82% 8.91% 8.34% 12.12% 16.60% 12.56% 8.43% 5.55% 6.88% 2.33% 3.31% 1.15%
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014 EST. POPULATION BY HOUSEH FAMILY HOUSEHOLDS			\$59,563	C(0.247
FAMILY HOUSEHOLDS	IOLD TYPE	10.100		\$60,247
		10,198	31,847	44,532
NON FAMILY HOUSEHOLD		37.53%	48.77%	50.98%
	OS	62.47%	51.23%	49.02%
014 EST. MARITAL STATUS PERSO	NS 15+	21,784	53,934	75,393
SINGLE MALE, NEVER MA	RRIED	30.62%	25.71%	24.10%
SINGLE FEMALE, NEVER N	MARRIED	25.21%	22.60%	21.06%
MARRIED		28.85%	35.98%	38.40%
DIVORCED		12.93%	12.24%	12.53%
WIDOWED		2.39%	3.48%	3.90%
014 EST. HOUSEHOLDS BY TYPE		10,198	31,847	44,532
SINGLE MALE		30.62%	25.71%	24.10%
SINGLE FEMALE		25.21%	22.60%	21.06%
MARRIED COUPLE FAMILI	IES	16.92%	25.87%	27.78%
OTHER FAMILY - MALE HE	EAD	2.25%	2.54%	2.58%
OTHER FAMILY - FEMALE	HEAD	3.61%	4.59%	5.15%
NON FAMILY - MALE HEAD	D	38.84%	31.77%	29.89%
NON FAMILY - FEMALE HE	EAD	38.36%	35.22%	34.60%
14 EST. HOUSEHOLDS BY POVERT	TY STATUS	3,827	15,532	22,702
ABOVE POVERTY LEVEL		90.54%	93.42%	93.66%
BELOW POVERTY LEVEL		9.46%	6.59%	6.34%
SOURCE: CLARITAS		CONFIDENTIAL		October,

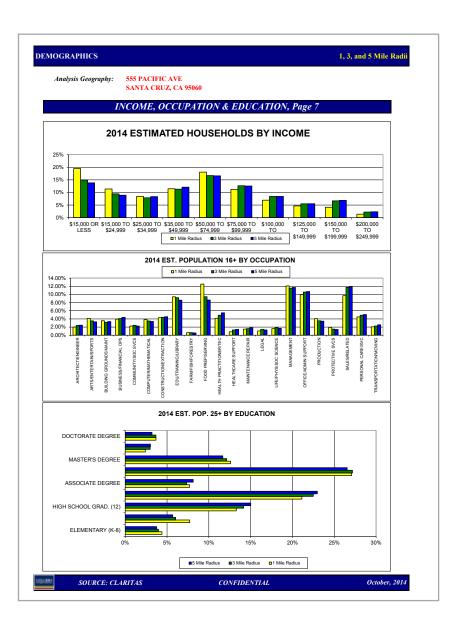
Analysis Geography: 555 PACIFIC AVE SANTA CRUZ, CA 95060					
DEMOGRAPHIC DETAIL, Page 3					
	1 Mile Radius	3 Mile Radius	5 Mile Radius		
2014 EST, POPULATION BY AGE	24,735	84,839	115,708		
0 TO 4 YEARS	4.06%	4.26%	4.34%		
5 TO 9 YEARS	4.05%	4.32%	4.42%		
10 TO 14 YEARS	3.82%	4.17%	4.36%		
15 TO 17 YEARS	2.76%	3.04%	3.17%		
18 TO 20 YEARS	5.57%	9.56%	8.89%		
21 TO 24 YEARS	14.78%	11.08%	9.66%		
25 TO 34 YEARS	18.81%	15.05%	14.30%		
35 TO 44 YEARS	13.74%	12.32%	12.09%		
45 TO 54 YEARS	11.96%	12.10%	12.54%		
55 TO 64 YEARS	11.01%	12.44%	13.41%		
65 TO 74 YEARS	5.86%	6.93%	7.53%		
75 TO 84 YEARS	2.28%	2.98%	3.29%		
85+ YEARS	1.30%	1.76%	1.99%		
MEDIAN AGE	33	34	36		
2014 EST, POP. 25+ BY EDUCATION	16,069	53,934	75,393		
ELEMENTARY (K-8)	4.40%	3.98%	3.76%		
SOME HIGH SCHOOL (9-11)	7.72%	6.04%	5.68%		
HIGH SCHOOL GRAD. (12)	13.29%	14.17%	15.01%		
SOME COLLEGE (13-15)	21.13%	22.50%	22.98%		
ASSOCIATE DEGREE	7.71%	7.34%	8.13%		
BACHELOR'S DEGREE	27.07%	27.17%	26.55%		
MASTER'S DEGREE	12.60%	12.13%	11.67%		
PROFESSIONAL SCHOOL DEGREE DOCTORATE DEGREE	2.41% 3.67%	2.99% 3.68%	3.02% 3.21%		
	3.0776	3.0070	3.2170		
2014 EST. POP. 16+ BY OCCUPATION	13,880	42,857	58,204		
ARCHITECT/ENGINEER	1.98%	2.38%	2.47%		
ARTS/ENTERTAIN/SPORTS	4.13%	3.51%	3.28%		
BUILDING GROUNDS MAINT	3.55%	3.15%	3.35%		
BUSINESS/FINANCIAL OPS	3.94%	4.11%	4.38%		
COMMUNITY/SOC SVCS	2.24%	2.43%	2.25%		
COMPUTER/MATHEMATICAL CONSTRUCTION/EXTRACTION	3.84% 4.29%	3.50% 4.39%	3.38% 4.53%		
EDU/TRAINING/LIBRARY	9.43%	4.39% 9.20%	4.53% 8.60%		
FARM/FISH/FORESTRY	0.63%	0.63%	0.56%		
FOOD PREP/SERVING	12.56%	9.44%	8.64%		
HEALTH PRACTITIONER/TEC	4.16%	4.90%	5.50%		
HEALTHCARE SUPPORT	0.83%	1.29%	1.42%		
MAINTENANCE REPAIR	1.48%	1.61%	1.86%		
LEGAL	1.05%	1.44%	1.29%		
LIFE/PHYS/SOC SCIENCE	1.61%	1.89%	1.69%		
MANAGEMENT	12.10%	11.57%	11.72%		
OFFICE/ADMIN SUPPORT	9.96%	10.59%	10.72%		
PRODUCTION	4.06%	3.53%	3.45%		
PROTECTIVE SVCS	1.92%	1.49%	1.41%		
SALES/RELATED	9.70%	11.76%	11.88%		
PERSONAL CARE/SVC	4.48%	4.92%	5.07%		
TRANSPORTATION/MOVING	2.06%	2.25%	2.55%		

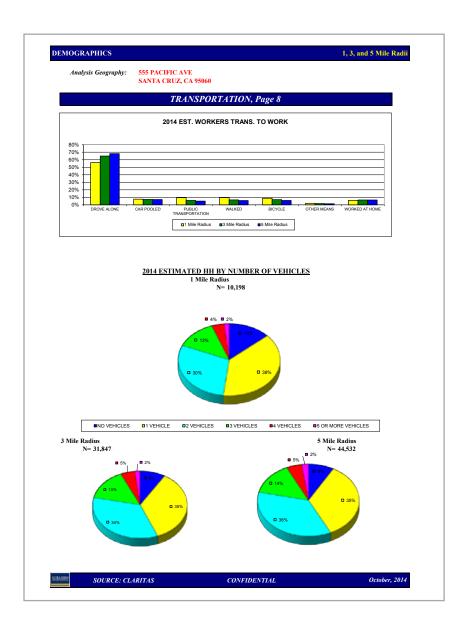
DEMOGRAPHIC DETAIL, Page 4					
		1 Mile Radius	3 Mile Radius	5 Mile Radius	
014 EST. HH BY NUM	BER OF VEHICLES	10,198	31,847	44,532	
NO VEHICLE	ES	13.37%	8.58%	8.11%	
1 VEHICLE		38.48%	35.36%	34.68%	
2 VEHICLES		29.62%	34.46%	35.79%	
3 VEHICLES		12.98%	14.93%	14.41%	
4 VEHICLES		3.92%	4.83%	4.86%	
5 OR MORE	VEHICLES	1.62%	1.84%	2.15%	
014 EST. WORKERS T		13,289	41,150	56,141	
DROVE ALO		56.20%	64.95%	68.12%	
CAR POOLE		7.65%	7.25%	7.14%	
	NSPORTATION	9.50%	5.90%	5.07%	
WALKED		9.62%	6.65%	5.80%	
BICYCLE OTHER MEA	NG	8.86% 2.12%	7.02%	5.91% 1.48%	
WORKED AT		6.07%	1.76% 6.47%	6.48%	

	C PROPERTY VALUES	2,899	14,456	21,996	
UNDER \$20,0		0.62%	1.20%	1.23%	
\$20,000 TO \$		0.21%	0.30%	0.46%	
\$40,000 TO \$		1.31%	1.44%	1.22%	
\$60,000 TO \$ \$80,000 TO \$		1.14%	1.09% 1.84%	1.01% 1.72%	
\$100,000 TO		2.10% 1.48%	1.41%	1.99%	
\$150,000 TO		2.45%	3.52%	4.32%	
\$200,000 TO		5.28%	9.01%	10.43%	
\$300,000 TO		7.59%	8.14%	9.09%	
\$400,000 TO		13.49%	12.24%	11.52%	
\$500,000 TO		38.88%	35.68%	33.77%	
\$750,000 TO		15.73%	14.94%	14.32%	
\$1,000,000 O		9.69%	9.20%	8.91%	
MEDIAN PRO	OPERTY VALUE	\$592,030	\$568,804	\$551,814	
				October, 201	













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