WORCESTER INVESTMENTS

152 LUXURY APARTMENTS + 55,238 SQUARE FEET SINGLE TENANT CLASS A OFFICE SPACE | 909 WALNUT STREET, KANSAS CITY, MO 64106

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OVERVIEW

NARRATIVE

In March of this year, we became aware of the opportunity to purchase 909 Walnut, a 34-story class-A asset located one block from the streetcar in downtown Kansas City. Originally built in 1931, and having undergone a $64MM renovation in 2005, 909 Walnut consists of the headquarters for the REIT EPR Properties, and 152 class A residential condo units. Floors 1-4 house EPR and floors 5-34 house the 161 condo units, 152 of which we will own. The 152 condo units are high-end rental units but could be sold off individually as condos. Included in our purchase, immediately adjacent and to the south of 909 Walnut is an 8-story (including rooftop garden), 310-space parking garage built in 2005. Lastly, adjacent to the south of the parking garage is 929 Walnut, an 8-story, 33K sf office building. 909 Walnut, the parking garage, as well as 929 Walnut are included in this offering.

PURCHASE CONTRACT

We entered into a purchase contract on Friday, May 18, 2018. We have 45 days of due diligence followed by an additional 60 days to close. We have spent over 200 man hours of due diligence thus far and will continue to vet the property in the coming weeks. We have now inspected all residential units and commercial spaces and reviewed all 3rd party reports and property documents.

OVERVIEW

WHY ARE WE GETTING GREAT PRICING?

1. The primary sponsor/owner is out of town in Texas and has limited real estate experience, this property reportedly being his only such investment. The original capital investor and limited partner was Kimberly Clark, the paper products company, and reportedly, this is their last real estate investment.
2. The property is self-managed and offers opportunities for us to improve the operations, cut wasted resources, and bring rental income on both the residential and commercial sides up to market rates.
3. The size and complexity of the deal requiring a loan assumption, understanding the TIF, the mixed-use nature of the building and past mismanagement, offer opportunities to benefit from unrealized value.

SUMMARY

Early on it became apparent that this was an institutional-level deal with too many complexities for typical institutional buyers. What this project needed was an owner/operator large enough to handle the project, yet also local and narrowly focused enough to understand the complexities, address the inefficiencies, and maximize its potential. Prior to offering, we spent significantly more time understanding the deal than any of the other groups, which helped us win the bid even though we were not the highest offer. We are excited to partner with our investors in this opportunity to acquire a rare combination of a stable, well-performing A-class asset with significant value-add and upside opportunity as well. We feel that 909 Walnut should be acquired and added to our portfolio, as it offers a unique opportunity in a stable, cash-flowing class A trophy asset at a projected year-one 7% Cap Rate, with upside room to turn it into an 8.5+ Cap Rate property. Typical Class A properties are trading in the low to mid 5 Caps today.

WHY WE LIKE THIS DEAL

1. PRICING
   - Projected year-one ~7 Cap and 8% return, with opportunity to move into an 8.5+ Cap with 10+% returns
   - Pricing is at approximately 50% of replacement cost

2. FUNDAMENTALS
   - Irreplaceable class-A, trophy asset, offering barrier to entry from competition in location and pricing of around 50% of replacement cost
   - Irreplaceable location one block from the streetcar in thriving and revitalized downtown Kansas City CBD, with over $6B of investments in past decade
   - Irreplaceable building: Tallest residential tower in the Midwest, outside of Chicago
   - Compelling story: non-traditional owner, out of area, self-managing/non-professional management
   - Offers some of the largest, nicest class-A residential units in downtown Kansas City
   - EPR HQ (55K sf) is some of the nicest Class A office space in Kansas City; they spent a reported $6M in tenant improvements to their space over the last three years.

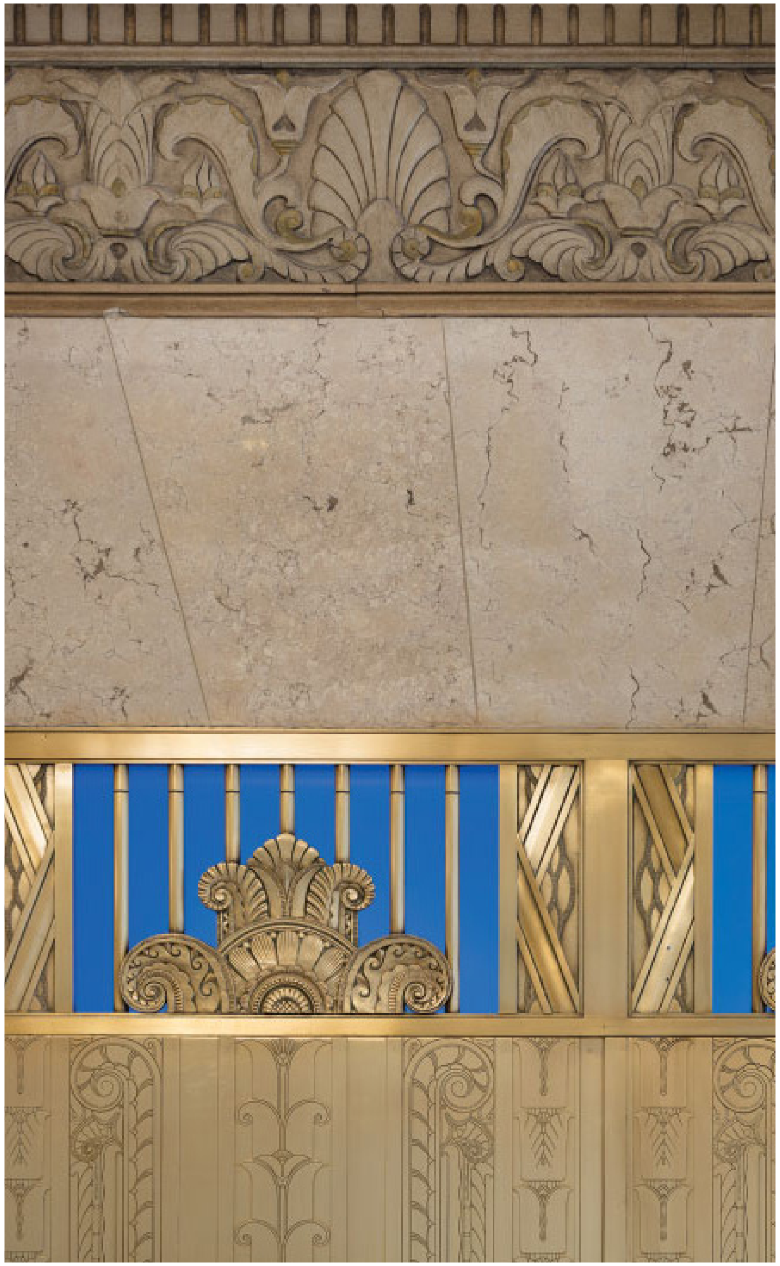
3. ABILITY TO ENHANCE THE BUILDING AND RAISE RENTS
   - New flooring
   - Upgrade fixtures
   - Adding state of the art "Smart" technology throughout the apartments
   - Bathroom upgrades
   - Kitchen backsplashes
   - Adding trash chute
   - Enclosing parking garage
   - Enhancing rooftop amenities
   - Enhancing secured entry, cameras
   - Adding lobby bar

WHY WE LIKE THIS DEAL

4. ABILITY TO INCREASE COMMERCIAL RENTS & REVENUE
    - Current occupancy on 929's 33K sf is 80% and can be increased to 90%+
    - 929's average rent per sf is $27.5 and can be increased due to available spaces being rented individually without CAM charges and expanding rentable square feet on select floors
    - EPR's 55K sf is below market rates, at $15.50 per sf and can be raised in 2026, and parking income can likely be increased this year from EPR
    - Insufficient CAM is being charged on 929 ($2,500 annually) and can be substantially increased

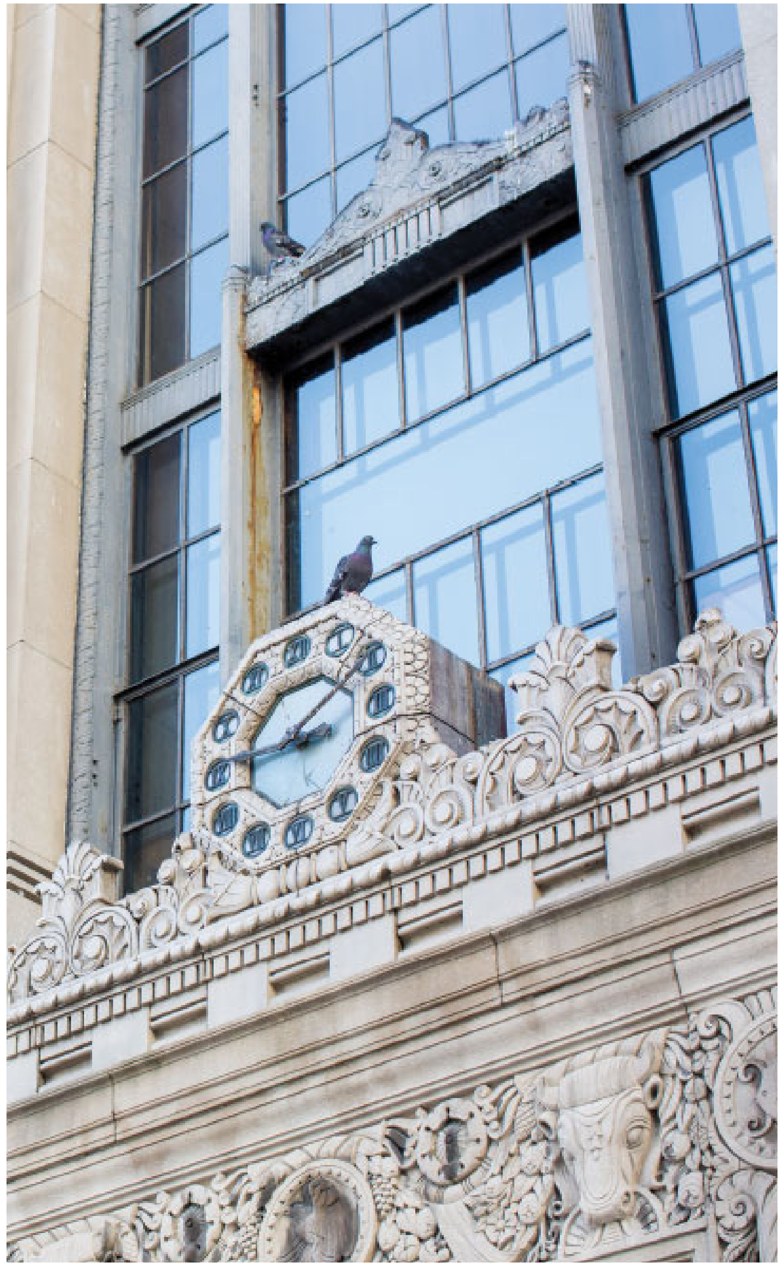
5. ADDITIONAL WAYS TO ADD VALUE
    - Adding additional storage units
    - Adding select "AirBnB" units
    - Apartment occupancy is currently at 90% and can be increased. The downtown market is at 95% - 96%
    - Opportunity to implement RUBS system on the apartments
    - Utility costs can be lowered with energy audit: LED lighting and retrofitting HVAC, including going from electric to steam heat for water heaters by partnering with Veolia
    - Parking income can be increased by leasing available spaces
    - Possibility to add "WeWork" type of co-working on select floors of 929 Walnut, including a greeting area in the unused lobby area
    - Payroll and expenses can be lowered by utilizing our local presence and economies of scale

6. EXIT STRATEGY OPTIONS
    - Opportunity as exit strategy to sell off residential and commercial separately or sell off all residential as condos individually
    - Saleability and value of the project increases by separating asset type



WHY WE LIKE THIS DEAL

7. WE UNDERSTAND THE COMPLEXITIES
   - Expiring TIF income (year 6.5). The TIF (Tax Incremental Financing) is a benefit the property receives whereby it is paid a portion of the taxes generated by the businesses operating on the property. As shown in the financials, this reduction in benefits can be mitigated by improving operations prior to and after this event, as well as improved post-refinance financials. Furthermore, we feel this issue added an additional complexity to the deal, thus lowering the number of potential buyers and reducing the price at which we were able to acquire it
   - Expiring Tax Abatement (year 11.5). The abated property taxes, a benefit the property received upon redevelopment, will expire in year 11.5. This reduced benefit can be mitigated with an increased EPR rental rate, 929 rates and residential rents. For the same reasons as above, we feel this issue helped us achieve better pricing
   - Senior loan comes due in year 5.5 (proforma assumes a new 6% interest rate thereafter). We are assuming a life company senior loan with high yield maintenance (pre-payment penalty). The low LTV (61%) and high equity percentage (39%) created another barrier of entry to acquiring the property and thus additionally reduced our ultimate purchase price. We are comfortable with the equity percentage required as the asset still performs exceptionally well for an A class, trophy asset



ABOUT WORCESTER INVESTMENTS

FAMILY OWNED AND OPERATED

Worcester Investments is a family-owned-and-operated real estate investment company located in Kansas City, Missouri. Founded in 2006 by the Worcester brothers, the family business began acquiring rental property almost immediately. Worcester Investments expanded into the Kansas City area through a real estate connection in 2007 and began focusing solely on multifamily real estate. Worcester Investments has continued to see steady growth since their expansion in the Kansas City apartment market.

OUR PROCESS

Worcester Investments purchases property below its intrinsic value to create steady, passive income through responsible management of its assets. Worcester Investments has collaborated with 80+ partners who have invested $50M+ in aggregate private equity, and has provided an average annualized return of 25%. With its partners, Worcester Investments owns and operates $200M+ of real estate, consisting 3,000+ apartment units in the greater Kansas City area. Worcester Investments employs 130+ people and was recently named Kansas City's sixth fastest growing company by the Kansas City Business Journal. Worcester Investments was named the 1,397th fastest growing private company in the U.S. in the 2015 INC. 5,000 publication. Worcester has been on these lists for three consecutive years.

WHAT MAKES US UNIQUE

Worcester Investments is vertically-integrated, targeting apartment communities that are performing below reasonable potential in quality Kansas City sub-markets. Worcester stabilizes the assets upon acquisition through its skilled in-house property management and construction teams. Worcester has built a proven successful business model, primarily due to their team and culture, thorough understanding of the Kansas City market, and their specialized focus in multifamily real estate.

LEADERSHIP TEAM

Paul Worcester, Co-founder & CEO, is responsible for the company's growth, identifying value-add apartment acquisition opportunities in the Kansas City area, negotiating offers and contracts, mitigating risk, and overseeing due diligence. Paul is passionate about developing the company culture and it's gritty leaders. Paul loves telling the company story and sharing the purpose and core values. Paul also consults in operations and assists in cultivating new investor relationships.

Joel Worcester, Co-founder & CFO, is responsible for the company's corporate financial reporting and communication, helps raise capital for new projects, facilitates financing, and provides open communication with Worcester Investments' current investors. He also consults in the analysis of prospective purchases and the oversight of operations and accounting.

Jesse Worcester, Co-founder and Partner, is responsible for raising capital for new projects, building new investor relationships, and working with Joel in communication with Worcester Investments' existing investors. He also consults in the analysis of new purchases and the oversight of operations.

Matt McCauley, COO, is responsible for coordinating operations across the vertically integrated family of companies. Matt brings a decade of experience in operational efficiencies primarily in the financial services industry. He holds a M.S. Finance, as well as a B.A. Economics, from the University of Missouri - Kansas City.

Ashley Lackey, Director of Asset Management, oversees the property management company and investor communication. Ashley has more than a decade of property management experience in multifamily and commercial, primarily multi-family. Ashley has extensive experience in tax credit, student, new development and acquisitions.

01

$200+ Million
in Kansas City multi-family real estate owned and operated

02

3,200+ Units
under management, serving more than 5,000 residents

03

30% Average ROI
earned by our 80+ investors, who have invested $50 million

WORCESTER INVESTMENTS KEY ADVANTAGES

DEEP KNOWLEDGE OF THE KANSAS CITY REAL ESTATE MARKET	The Kansas City focus allows the team to identify the best investment opportunities in the area.
FOCUS ON MULTI-FAMILY SEGMENT OF COMMERCIAL REAL ESTATE MARKET	Focusing on the multi-family segment enables better operating decisions and ultimately a better customer experience.
ONLINE VERTICALLY INTEGRATED BUSINESS MODEL	Vertical integration enables economies of scale and efficiency in the daily operations of property management.

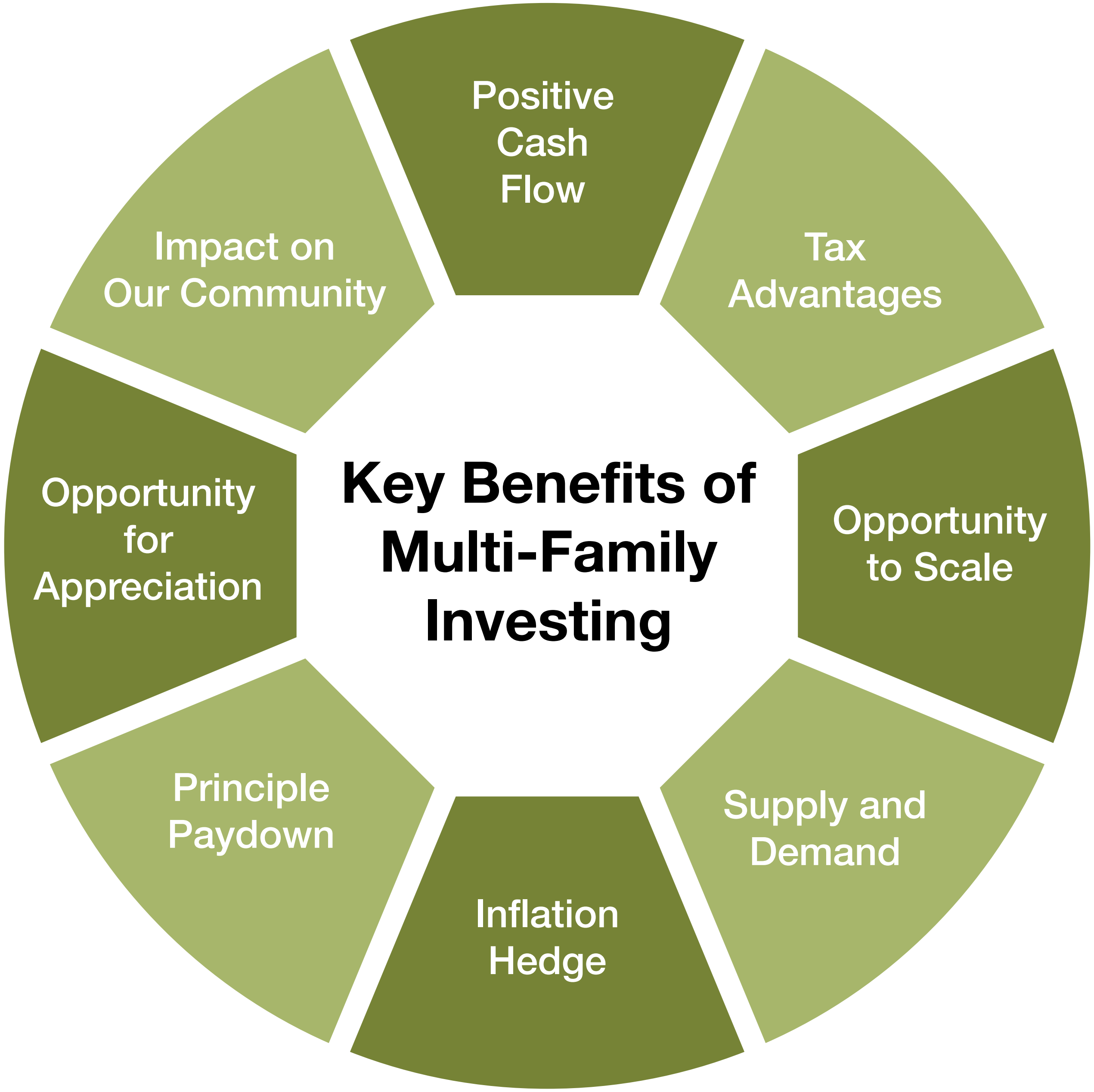
ONE OF THE FASTEST-GROWING PRIVATE COMPANIES

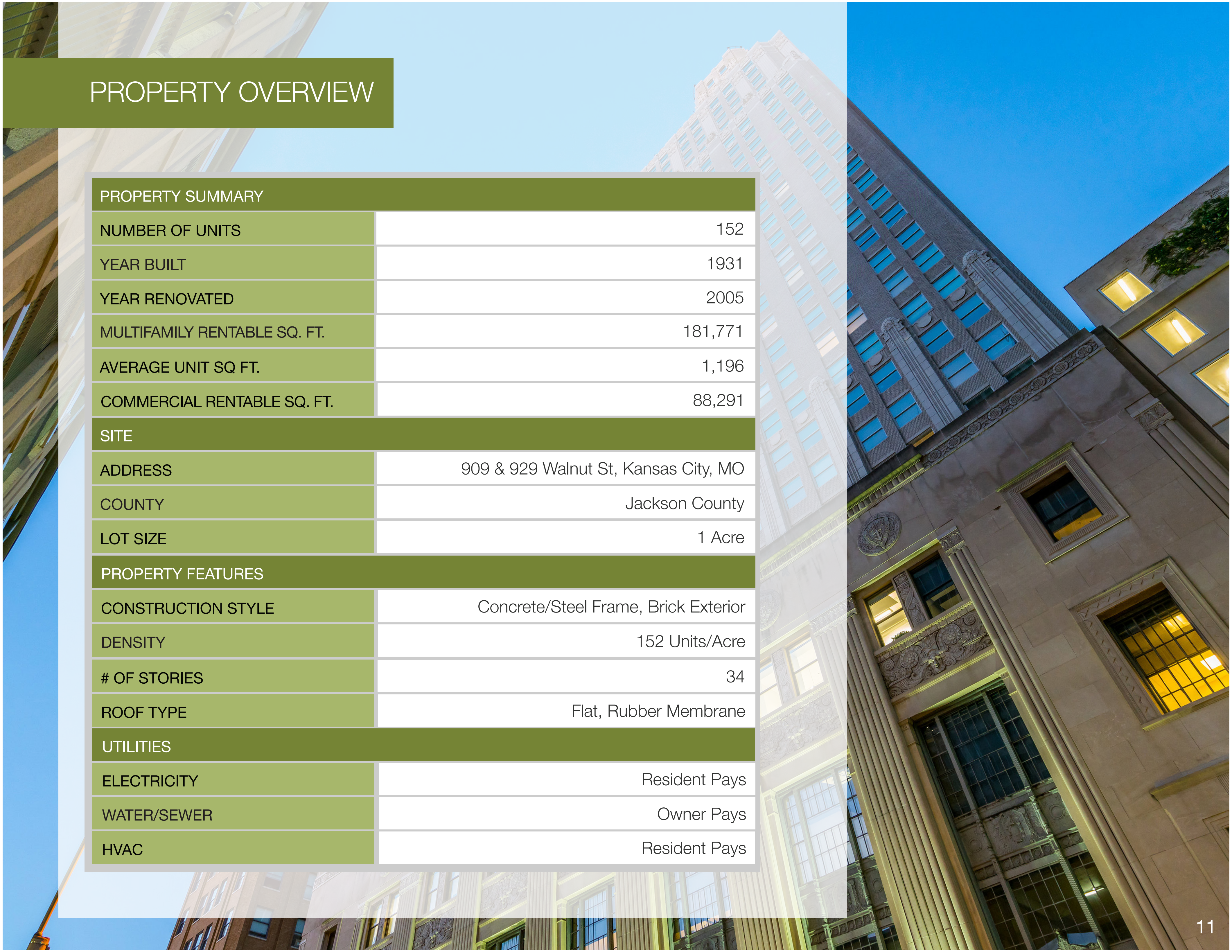
KANSAS CITY BUSINESS JOURNAL

AMERICA'S FASTEST-GROWING PRIVATE COMPANIES Inc. 5000

KANSAS CITY'S BUSINESS MAGAZINE INGRAM'S

WHY INVEST IN MULTI-FAMILY REAL ESTATE?





PROPERTY OVERVIEW

PROPERTY SUMMARY	
NUMBER OF UNITS	152
YEAR BUILT	1931
YEAR RENOVATED	2005
MULTIFAMILY RENTABLE SQ. FT.	181,771
AVERAGE UNIT SQ FT.	1,196
COMMERCIAL RENTABLE SQ. FT.	88,291
SITE	
ADDRESS	909 & 929 Walnut St, Kansas City, MO
COUNTY	Jackson County
LOT SIZE	1 Acre
PROPERTY FEATURES	
CONSTRUCTION STYLE	Concrete/Steel Frame, Brick Exterior
DENSITY	152 Units/Acre
# OF STORIES	34
ROOF TYPE	Flat, Rubber Membrane
UTILITIES	
ELECTRICITY	Resident Pays
WATER/SEWER	Owner Pays
HVAC	Resident Pays

INVESTMENT DETAILS

PROPERTY TYPE	Mixed Use
NUMBER OF UNITS	152
TOTAL RENT-ABLE SQ FT	270,062
PRICE PER RENT-ABLE SQ FT	$185.14

WHY KANSAS CITY

Kansas City, home to more than 2.5 million residents and spanning 15 counties, is one of the fastest growing major job markets in the Midwest, fueled by a mix of business-friendly factors. It is also the most geographically central major metropolitan area in the US—just a three-hour flight from either coast. This has made Kansas City one of the most desirable regions in the country for distribution operations, and has attracted hundreds of millions of dollars and created thousands of jobs for fulfillment centers from corporate giants such as CVS and Amazon.

Additional statistics about the thriving Kansas City Metropolitan Area include:

- Out of 200 cities across the US, Kansas City was ranked #31 on the Forbes list of “Best Places for Business and Careers” in 2017.
- A 2017 Census Bureau report shows the Kansas City Metro Area has enjoyed strong population growth for years — adding 90,000+ residents from 2010 to 2016, mostly due to migration into the state.
- As Forbes noted in 2017, the median household income in the Kansas City Metro Area was $63,082 — considerably higher than the national median of $59,000.
- A 2017 national survey reported in the Kansas City Star ranked Kansas City the fourth best metropolitan area in the country to find a job — citing the area’s thriving healthcare, automotive, retail, and distribution sectors.
- While the national US unemployment rate was an impressive 4.1% in December 2017, the US Census reported Kansas City Metro’s unemployment at the time was just 3.3%.
- According to a 2016 study reported in the KC Business Journal, Kansas City led the nation that year in overall business growth.

Kansas City Shows Signs of a Thriving Economic Region Going Forward

Kansas City is poised to continue thriving well into the future. In its 2018 report on the future of cities in the digital economy, The Internet Association and National League of Cities selected Kansas City as one of just four case studies in country for “up-and-coming tech cities.”

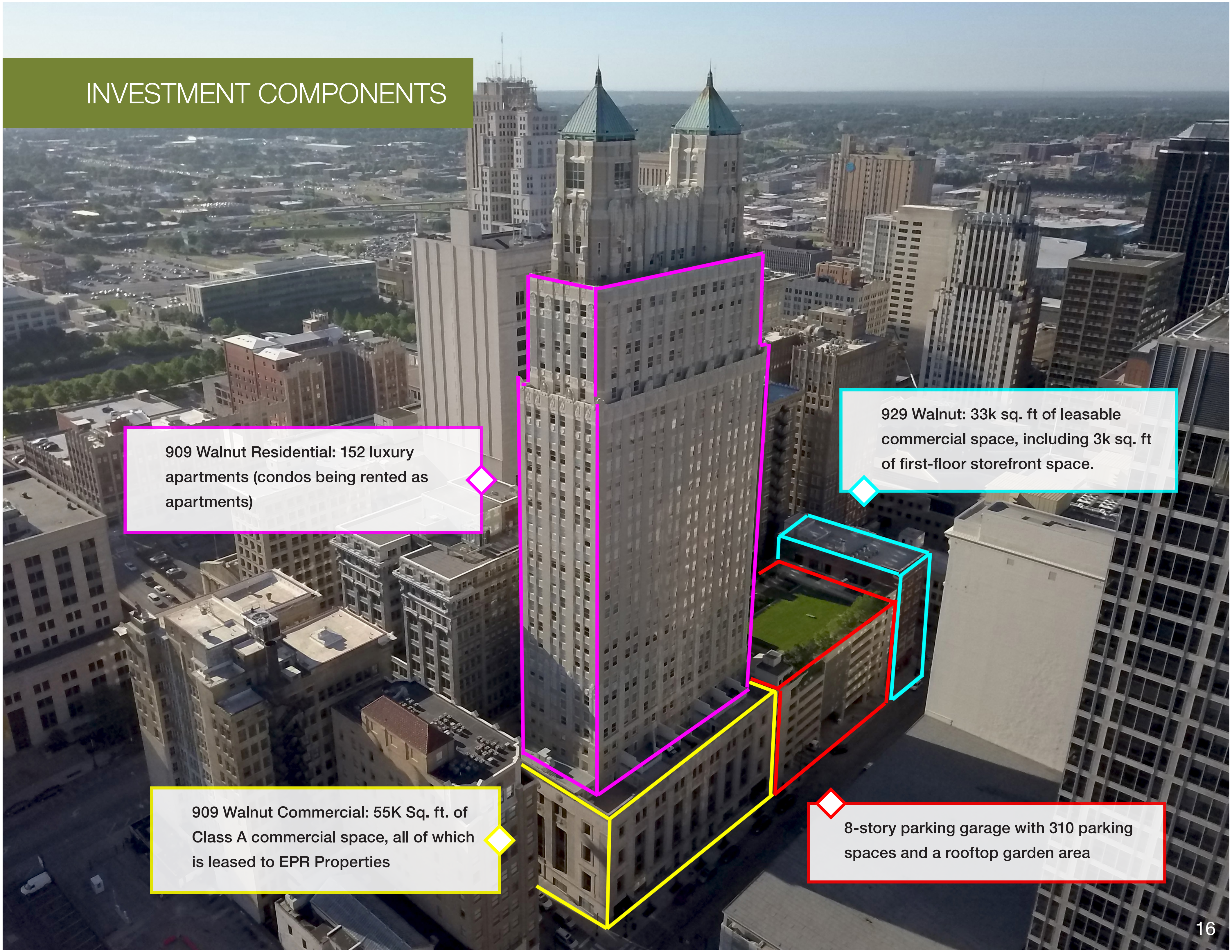
The report pointed to the fact that the city’s leaders have been actively promoting science, technology, engineering and math (STEM) education, and that Kansas City has been one of the country’s fastest growing tech centers of the past decade.

DEMOGRAPHICS

	1 MILE RADIUS	Kansas City, MO	KC METRO
TOTAL POPULATION	11,753	467,007	2,072,528
EXPECTED 5 YEAR POPULATION GROWTH	3.19%	-0.4%	1.94%
MEDIAN HOUSING INCOME	$43,504	$45,551	$53,850
MEDIAN HOUSEHOLD VALUE	$202,060	$126,900	$149,704


DOWNTOWN KANSAS CITY
H&R BLOCK
WORLD HEADQUARTERS
ERNST & YOUNG
909
WALNUT
RIVER MARKET
KANSAS CITY
POWER
&LIGHT
DISTRICT
Sprint
Center
at&t
Parks
CITY
HALL
GOVERNMENT
BUILDINGS

INVESTMENT COMPONENTS



APARTMENT DETAILS

UNIT MIX

UNIT TYPE	# OF UNITS	% OF UNITS	SQ FT	TOT SQ FT	MONTHLY RENT	RENT/SF
1 BED | 1 BATH	59	39%	817	48,191	$1,345	$1.65
2 BED | 2 BATH	72	47%	1,424	102,539	$2,097	$1.47
2 BED | 2.5 BATH	21	14%	1,478	31,041	$1,989	$1.35

SUMMARY

NUMBER OF UNITS	152
RENTABLE SQUARE FEET	±181,556
AVERAGE UNIT SIZE	±1,194 SQ FEET
AVERAGE RENT	$1,735
AVERAGE RENT PER SQ FT	$1.44
OCCUPANCY	90%

UNIT AMENITIES

High-End, Modern Finishes

Nine-Foot Ceilings

Hardwood Flooring

Stainless-Steel Appliance Package

Expansive Breakfast Bar

Granite Countertops

Under-Mount Kitchen and Bathroom Sinks

Goose-Neck Faucets

Recessed and Pendant Lighting

Nest Thermostats

Walk-In, Pantry, and Linen Closets

In-Suite Washer and Dryer

Picturesque City Views

Open Floor Plans

Largest Average Square Footage Downtown

COMMUNITY AMENITIES

State-of-the-Art Fitness Center

Yoga Studio

Resident Lounge

Pool Table

Wet Bar

On-Site Pet Wash

Rooftop Garden & Greenspace

Ping Pong & Foosball Tables

Secure Access Entry

Catering Kitchen

Valet Trash Pick-Up

24/7 Automated Mini Market

High-Speed Elevators

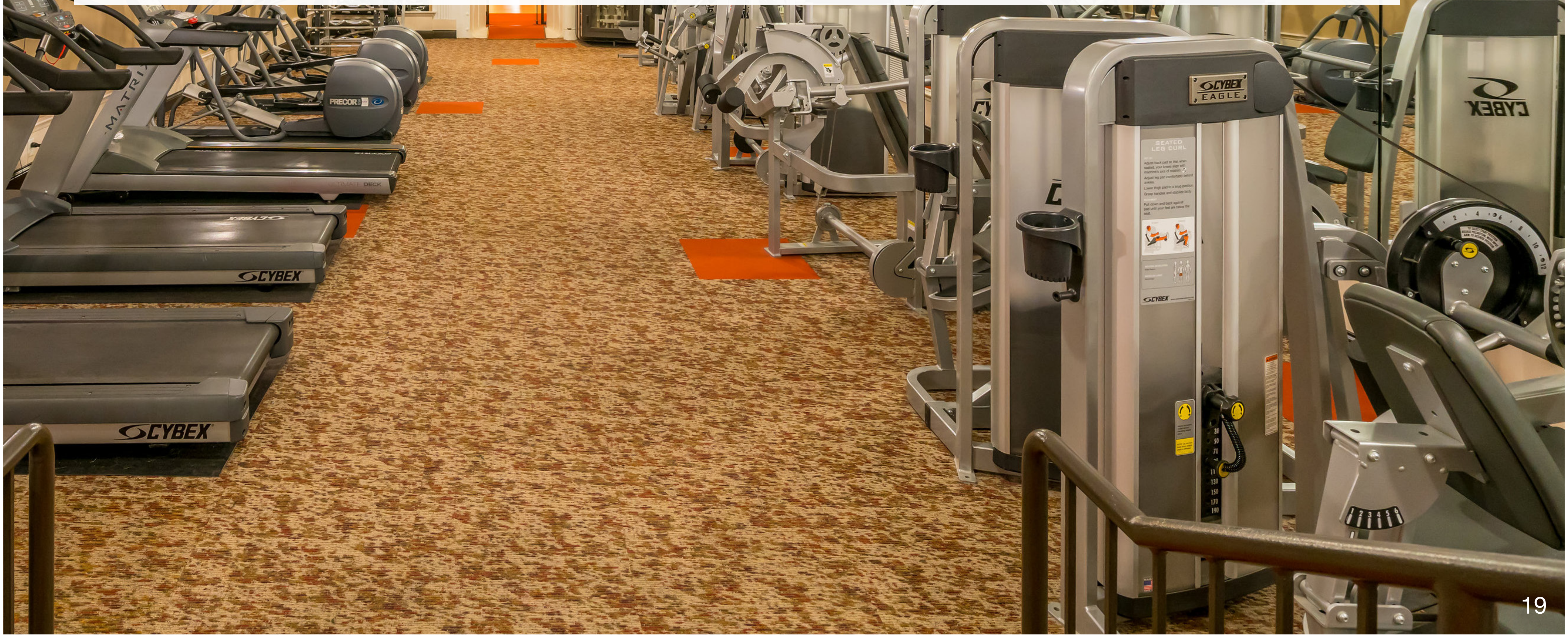
Covered Garage Parking

Bike Stations

Electric Vehicle Charging Stations

Wi-Fi Hotspots

Close KC Streetcar Access



COMMERCIAL & PARKING

909 WALNUT COMMERCIAL

909 Walnut's breathtaking office space is 100% occupied by a single tenant, publicly traded EPR Properties. With all 55,238 square feet of office space serving as the company's world headquarters, EPR's current rent is a below-market modified gross $15.50 per square foot that increases once in October 2020. The rent is then a flat $17.50 through the end of the 10-year term in September 2025. EPR pays a portion of the CAM expenses.

Commercial Rentable Square Feet	±55,238
Average Rent per Square Foot	$15.50

Commercial Tenant - EPR Properties

EPR Facts and Figures*

Founded 1997

NYSE: EPR

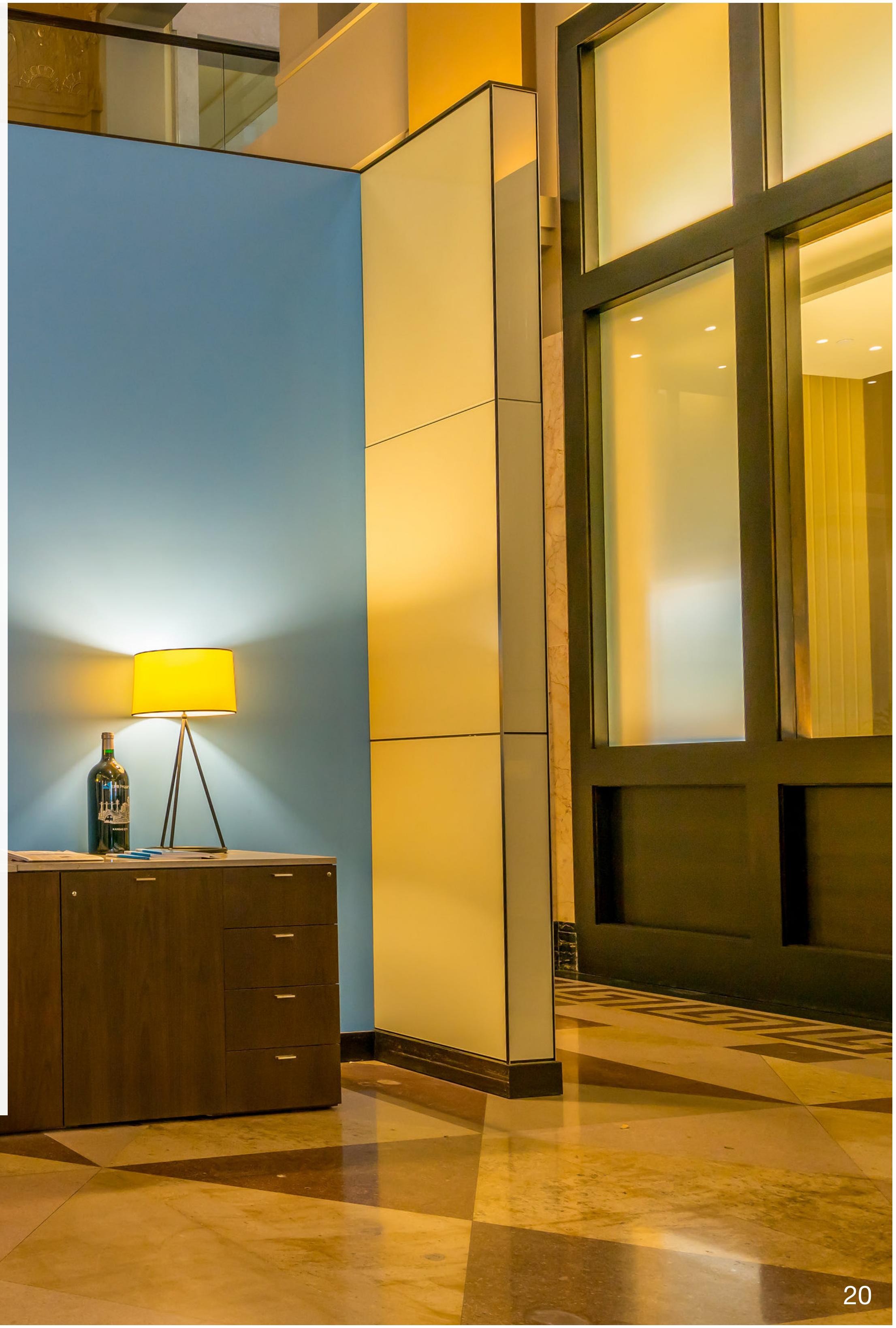
Website: www.eprkc.com

Triple Net Real Estate REIT

$4.6B+ Market Cap

Owns 392 Properties in 43 States, D.C., and Canada

Diversified Property Holdings Include Entertainment, Recreation, and Education Real Estate



COMMERCIAL & PARKING

GARAGE DETAILS

GARAGE	
Built	2005
Stories	8
Spaces	310

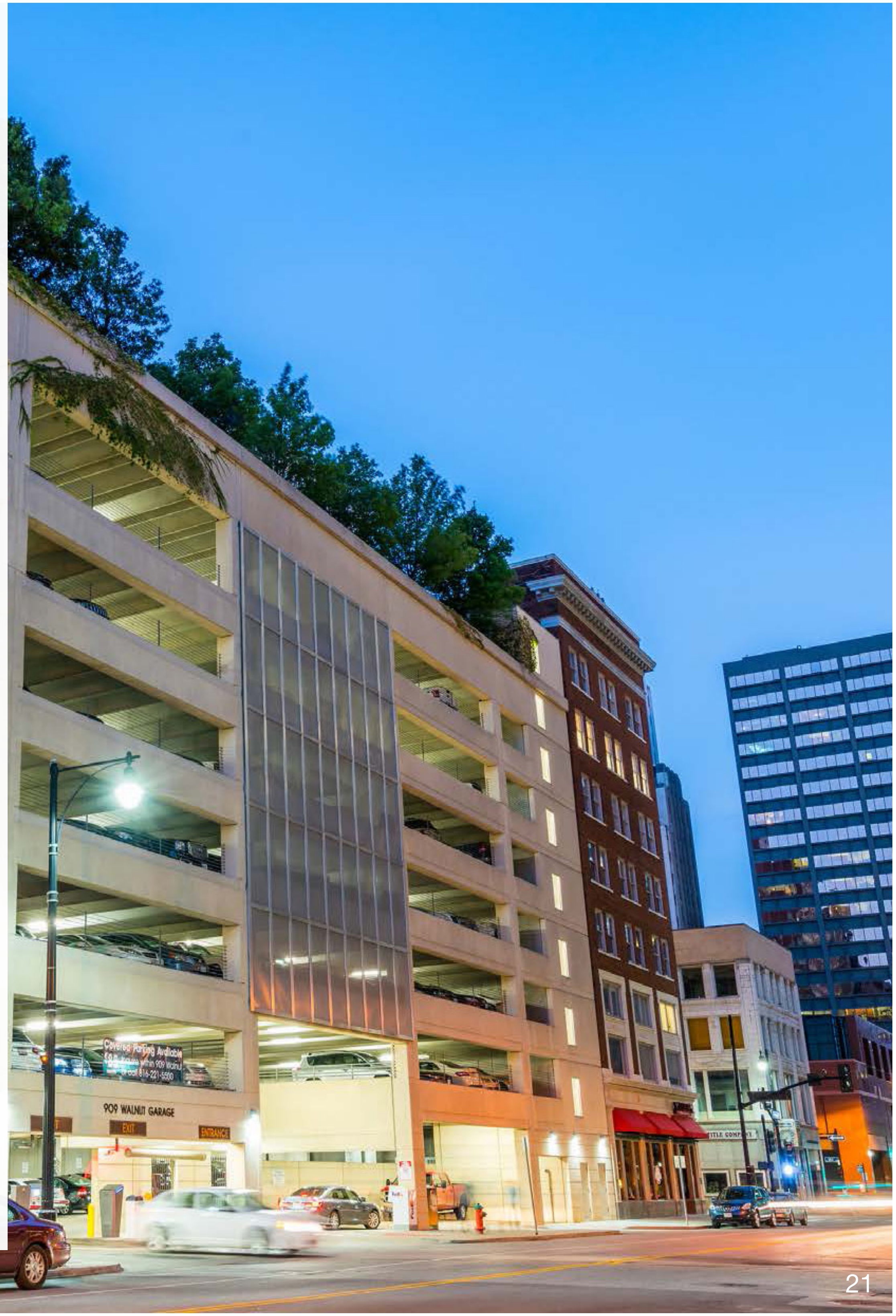
APARTMENT SPACES	
Spaces Currently Rented	185
Rent per Space	$77 per Month

COMMERCIAL SPACES	
EPR Spaces	128
929 Walnut Commercial Building Spaces	82
Rent per Space	$85 per Month

HOURLY SPACES	
Spaces	Varies by Availability
Rent per Space	$4 per Hour

CHARGING STATIONS	
Electric Charging Stations	6

GARAGE FINANCIALS	
Garage Income (Nov. 2017 YTD, Annualized)	$409,819
Garage Expenses (Nov. 2017 YTD, Annualized)	$154,285
Garage NOI (Nov. 2017 YTD, Annualized)	$255,534



929 WALNUT

33,053 Rentable SF

3,000 SF Retail Store Front

Floors 3,6,7,8: Leased by Entire Floor

Floors 4,5: Executive Offices

Current Avg Price/SF: $27.57

Current Occupancy: 80%

4,000 SF currently unused basement space

CONFIDENTIAL PRELIMINARY DISCLOSURE

REGARDING PRIVATE OFFERING OF MEMBERSHIP INTERESTS

Legal Notice
This confidential preliminary disclosure (the "Preliminary Disclosure") summarizes the principal terms of a proposed private offering of securities in a company to be formed by Worcester Investments, LLC, an Oregon Limited Liability Company ("Worcester",) as a Missouri Limited Liability Company (the "Company".) The following information is only a summary of certain information which will be contained in the Company Private Placement Memorandum (the "Memorandum",) and is qualified in its entirety by reference to such memorandum, including the exhibits thereto. The entire memorandum should be read and understood by any person interested in investing in the company.

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Securities will be offered only to accredited investors.

No money or other consideration is being solicited or will be accepted by way of this preliminary disclosure.

The securities have not been and will not be registered with or approved by any state securities agency or the United States Securities and Exchange Commission and will be offered and sold pursuant to an exemption from registration.

No agent, broker, salesperson, or other person has been authorized to make any representations or give any information with respect to the company or a potential investment in the company.

TERMS & DEFINITIONS

NET OPERATING INCOME (NOI)

A property's gross rental income reduced by all expenses except for loan payments, income taxes, mortgage insurance premium (MIP) payments, and sometimes, funded reserves.

DEBT COVERAGE RATIO (DCR)

A property's net operating income divided by the amount of debt payments. Lenders use this calculation to determine the remaining operating cash flow after the debt payments.

LOAN-TO-VALUE RATIO (LTV)

The outstanding debt divided by the value of the property. This ratio is used to determine the amount of leverage and property equity. The debt balance can be the beginning or end-of-year balance. The property value used can be the contract price or the fair market value at the end of the year.

CAPITALIZATION RATE (CAP RATE)

The net operating income divided by either the property's contract purchase price or its fair market value.

CASH ON CASH RETURN (COCR)

The net cash flow divided by the initial investment (down payment). The calculation does not take into account the time value of money or change in the property's equity.

RETURN ON INVESTMENT (ROI)

Return on Investment is calculated by taking the annualized net profit and dividing it by the investors' total capital invested. Loan principal paid down is removed from expenses for accurate accounting. i.e. $10,000/yr profit divided by $100,000 capital invested equals a 10% ROI.

INTERNAL RATE OF RETURN (IRR)

The most widely used method of valuing the property's annual cash flow stream. Since a property's cash flow is earned in the future, those future dollars must be converted to present day dollars. The IRR calculation discounts (reduces) the property's future cash flow at a rate (i.e.%) so that the sum of all cash flow for a specified time period is equal to the initial investment. The rate or percentage needed to do that is the IRR. In other words, IRR is the discount rate at which Net Present Value (NPV) is zero.

DISCLAIMER

DISCLAIMER REGARDING MARKET DATA AND FORWARD-LOOKING STATEMENTS

The market data and other statistical information used in this preliminary disclosure are based on independent industry publications or other published independent sources. Although Worcester and the company believe these sources to be reliable, neither Worcester nor the company has independently verified the information and cannot guarantee its accuracy and completeness. Neither Worcester nor the company makes any representation or warranty as to the accuracy or completeness of such information nor any written or oral communication transmitted or made to a recipient.

This preliminary disclosure contains forward-looking statements. The words “anticipate,“ “expect,“ “believe”, “goal,“ “plan,“ “intend,“ “project,“ “forecast,“ “estimate” and similar expressions and variations thereof used in this preliminary disclosure are intended to specifically identify these statements. Recipients are cautioned that forward-looking statements are not guarantees of future performances and are based on explicit and implicit assumptions of uncertain future events. Actual results may differ materially from those stated in the forward-looking statements as a result of a variety of numerous unpredictable events, many of which are outside Worcester’s and the company’s control. Neither Worcester nor the company undertakes any obligation to update or revise forward-looking statements made in this preliminary disclosure to reflect events or circumstances after the date of this preliminary disclosure or to reflect the occurrence of unanticipated events. The recipient should refer to the memorandum for a full description of the perceived risk factors of a potential investment in the company.

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