

WESTBROOK CREEK

**100 Developed Lots
Acworth
Paulding County**



WESTBROOK CREEK

100 DEVELOPED LOTS WESTBROOK CREEK ACWORTH, PAULDING COUNTY, GEORGIA

The material contained in this Offering Memorandum is confidential, furnished solely for the purpose of considering the acquisition of Westbrook Creek in Paulding County, Georgia ("Property"), and is not to be used for any other purpose or made available to any other person without the express written consent of Ackerman & Co. ("Broker") and the Owner ("Owner"). This Offering Memorandum was prepared by Broker, and the information contained herein has been obtained from sources that Broker deems to be reliable, and Broker has no reason to doubt its accuracy. However, neither Owner, its affiliates, officers, directors or employees, nor the Broker, nor any other party, make any warranty or representation, expressed or implied, as to the accuracy or completeness of the information contained herein, including but not limited to financial information and projections, and any engineering and environmental information. Prospective purchasers should make their own investigations, projections, and conclusions. It is expected that prospective purchasers will conduct their own independent due diligence concerning the Property, including such engineering inspections as they deem necessary to determine the condition of the Property. Ackerman and Co. represents the Owner in this transaction and makes no representations, expressed or implied, as to the foregoing matters.

This Offering Memorandum is exclusively presented by the Broker. For additional information or to schedule a property tour, please contact:

Ackerman & Co.

Brokerage | Development | Management | Investment

10 Glenlake Parkway, South Tower, Suite 1000 Atlanta, Georgia 30328
Phone: 770.913.3900 • Fax: 770.913.3965

Contact:

Kyle Gable
Vice President
Cell: 404.867.3332
kgable@ackermanco.net

John Speros
Senior Vice President
Office: 770.913.3910
Cell: 404.578.7033
jsperos@ackermanco.net

WESTBROOK CREEK

Table of Contents

- Executive Summary
- Request for Offers
- Property Description
- Residential Market Overview



WESTBROOK CREEK

Executive Summary

Ackerman & Co. is pleased to present Westbrook Creek, 100 developed lots in Acworth, Paulding County, Georgia (the "Property").

The Property offers the following attributes:

- Located less than 2 miles from Cobb County, Westbrook Creek is in Paulding County, Georgia. During the last decade, Paulding County was the 8th fastest growing county in the U.S. and 2nd fastest growing county in Georgia.
- Westbrook Creek is served by the best schools in Paulding County. All three schools are ranked in the top 100 in their grade levels. Shelton Elementary is ranked 14th out of 1,165 elementary schools in Georgia.
- Numerous support services in the immediate area including Publix, Kroger, CVS and others.
- Located across the street from Seven Hills that sold 563 houses at an average price of \$322,000 from 2006 to 2012.
- This property has frontage on Cedarcrest Road and will have direct access to the Seven Hills Parkway extension (under construction, estimated completion date of November 2013) that will connect Cedarcrest Road to Hwy 92.
- The subdivision features a completed amenity package containing a clubhouse, swimming pool with slides, playground, and two tennis courts.
- The developed lots are cleared and rough graded.



Publix anchored shopping center across the street from Westbrook Creek

| SchoolDiggers 2013 Ratings and Rankings for Georgia | | |
|---|------------------------------|--------|
| School | State Rank | Rating |
| Shelton Elementary | 14th /1165 | ★★★★★ |
| McClure Middle | 32nd /483 | ★★★★★ |
| North Paulding High | 95th /356 | ★★★★☆ |

WESTBROOK CREEK

Request for Offer

Based on the increasing demand for housing coupled with the diminishing supply of well located residential building lots, key areas of Paulding County like the Cedarcrest Road corridor has seen a significant increase in activity. The owner of WestBrook Creek desires to select a qualified builder and structure a lot takedown transaction on terms acceptable to both parties on the 10 lots remaining in Phase I and the 90 lots in Phase II (See Subdivision Description in the Property Description section). Interested parties should submit an Letter of Intent to **RREF SNV GA CRL LLC** (C/O Ackerman & Co.) by **August 30, 2013** that should include the following information:

Transaction Structure

- Lot price
- Lot takedown schedule
- Lot price escalation
- Earnest money
- Due diligence period
- Closing period
- Number of models and/or spec houses to begin construction within 30 days of initial closing
- Other relevant terms

In order to prepare an offer, a link to the due diligence materials is available.

Other Information

- Proposed product information (square feet, estimated price point(s) of houses to be constructed)
- Overview of purchaser (# of houses constructed in 2012, # of houses you project to construct in 2013, previous experience in Paulding County, subdivisions in which you are actively building)

The owner will provide a Purchase and Sale Agreement form for the transaction.

We are available to discuss the project and process as well as address any questions.

WESTBROOK CREEK

Property Description

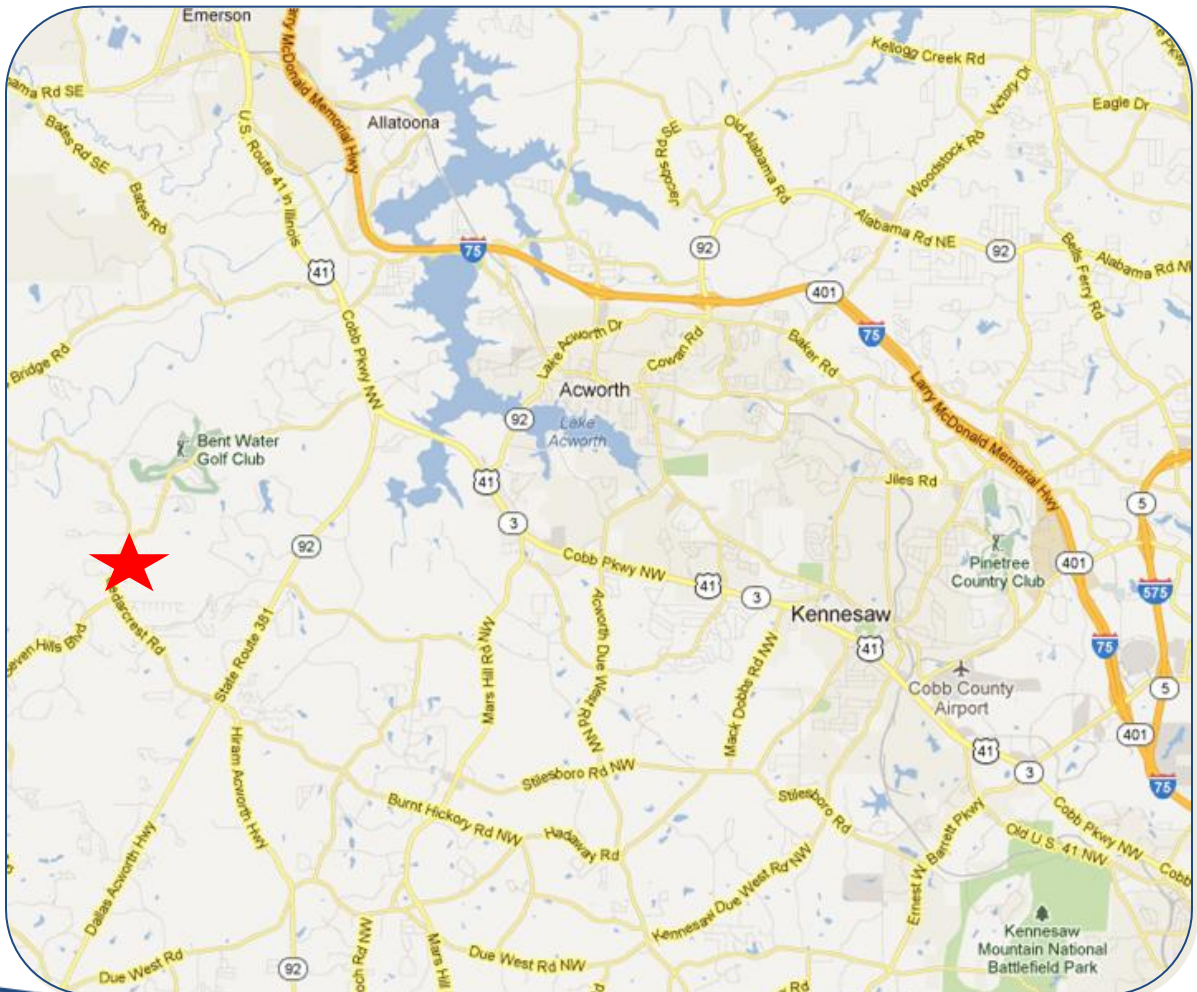
Property/Subdivision Description

Westbrook Creek is a single family detached subdivision originally planned to contain 381 lots. Phase I is fully developed and contains 46 lots. 23 of the 46 lots contain owner occupied houses. Phase II has 90 developed lots, but this phase has not been final platted. Phase III and IV are partially developed and planned for 243 lots. Rialto Capital owns the 10 lots in Phase I, all of Phase II, III, and IV. This community contains an amenity package that includes a swimming pool, clubhouse and two tennis courts.

Phase I and Phase II, which are a total of 100 lots, are the lots that are currently for sale.

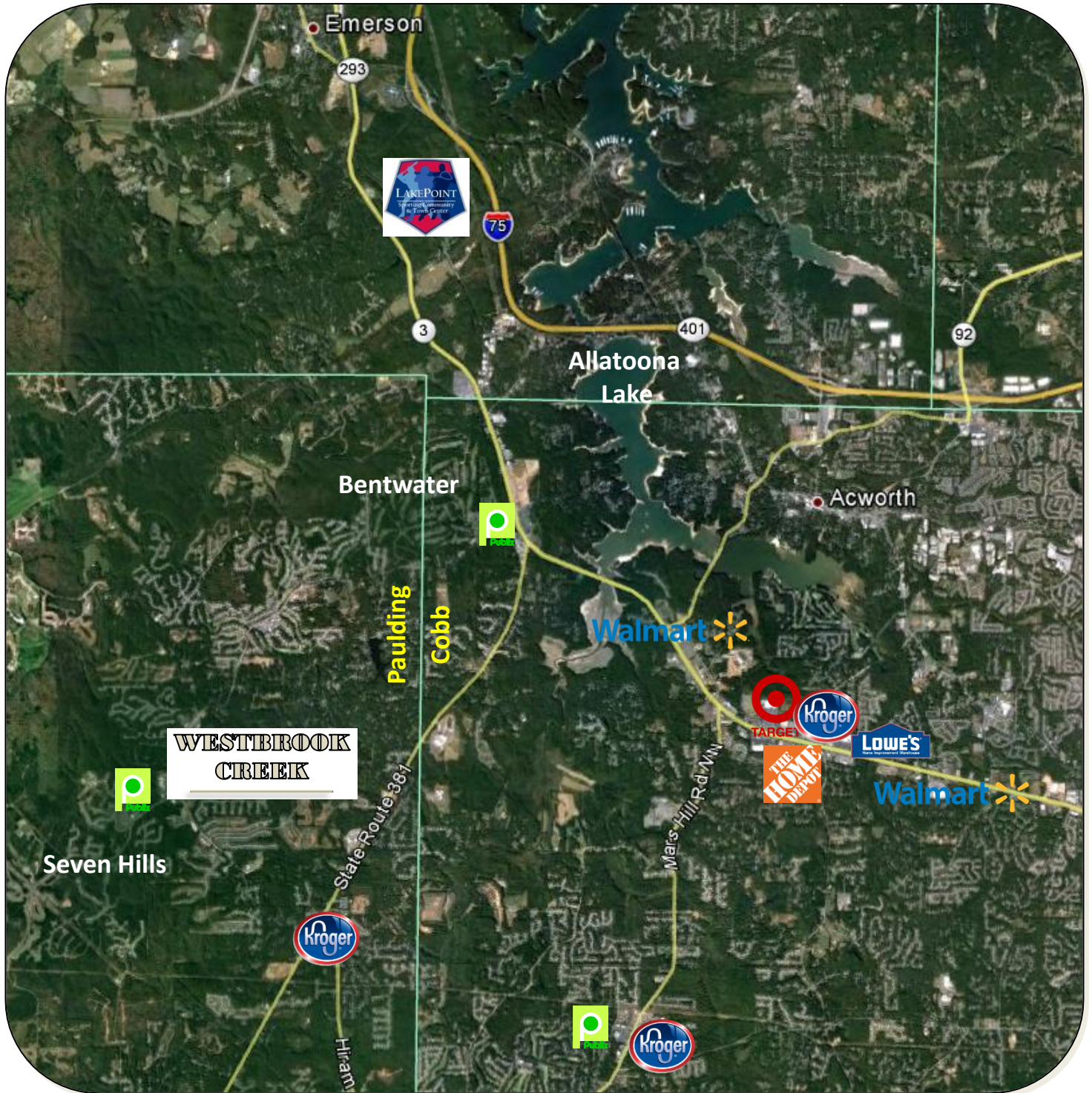
Location

Westbrook Creek is located on Cedarcrest Road at Seven Hills Boulevard approximately 1.75 miles north of the Hwy 381/Hwy 92 intersection.



WESTBROOK CREEK

Property Description



Location Aerial

WESTBROOK CREEK

Property Description- Westbrook Creek Overall Aerial



| Phase | Description |
|-------|--|
| I | 10 essentially completed lots |
| II | 90 essentially completed lots |
| III | 65.92 acres of partially developed land (164 Lots) |
| IV | 31.75 acres of partially developed land (79 Lots) |

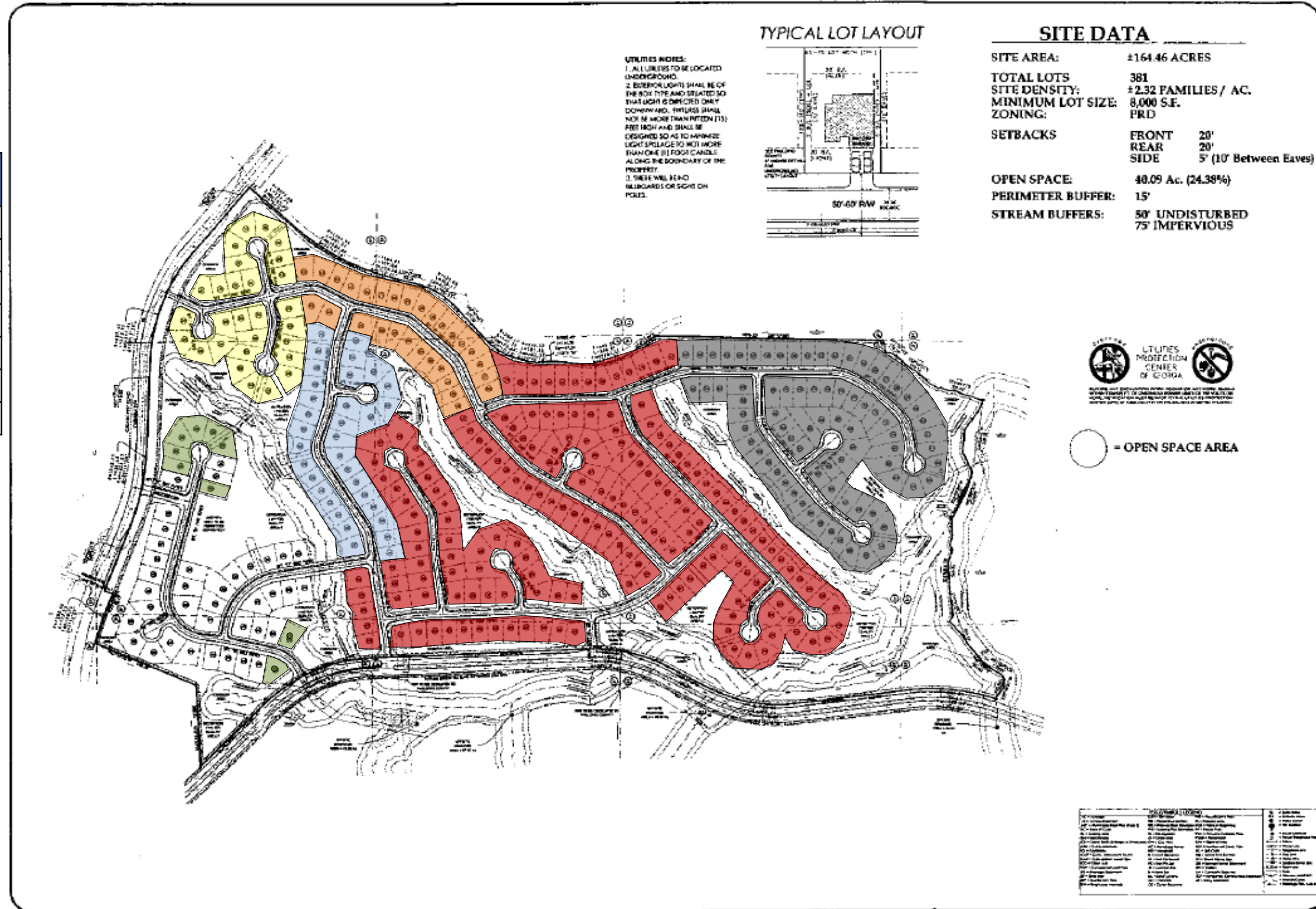
(Only Phase I and II are offered for sale at this time)

WESTBROOK CREEK

Property Description- Westbrook Creek Overall Site Plan

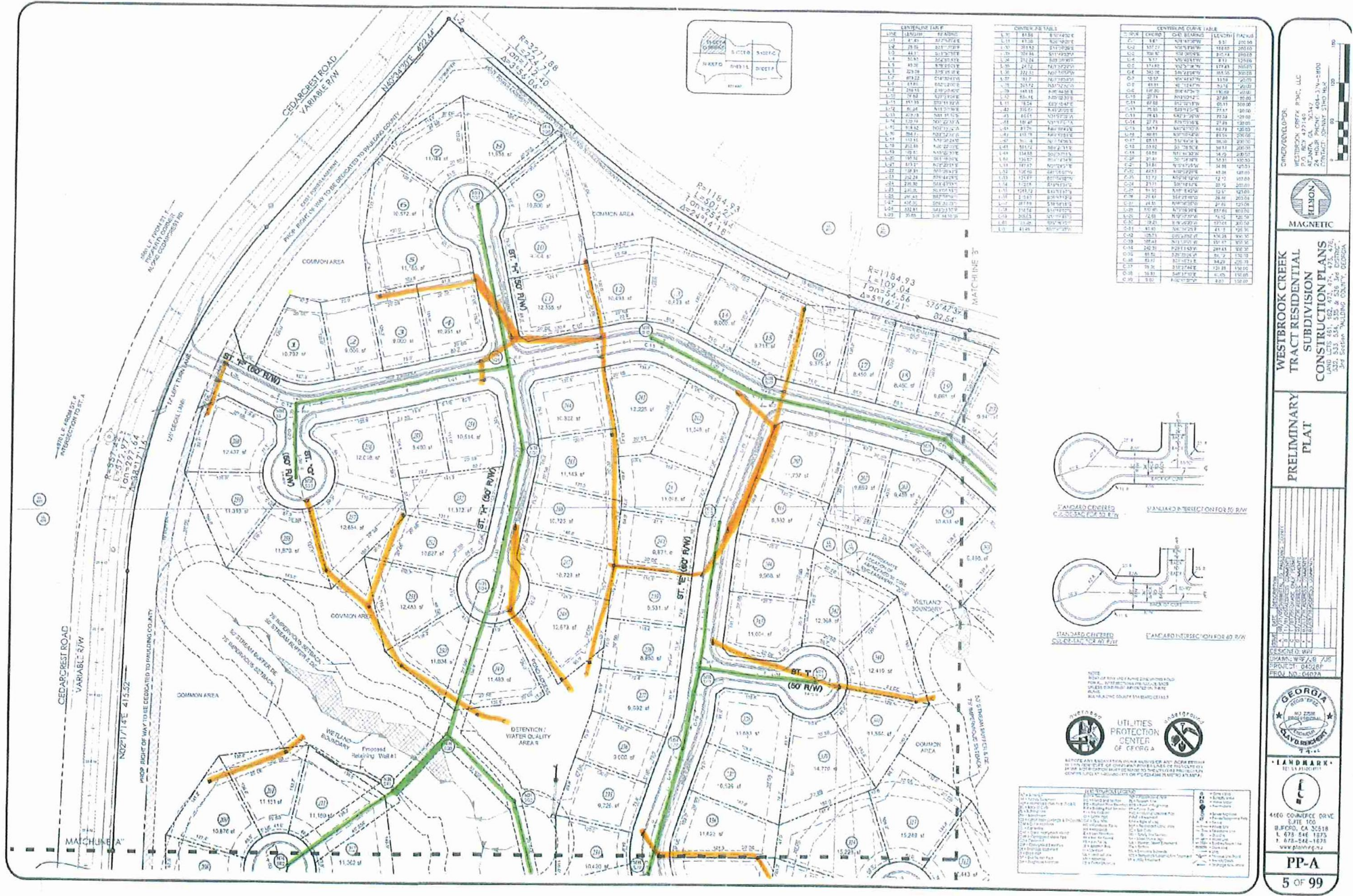
(Only Phase I and II are offered for sale at this time)

| Phase | Description | Lots Availability |
|-------|-------------|--|
| I | 8 Lots | July 30, 2013 |
| IB | 2 Lots | September 30, 2013 |
| 2A | 28 Lots | September 30, 2013 |
| 2B | 33 Lots | September 30, 2013 |
| 2C | 29 Lots | November 30, 2013 (If Needed) |
| 3 | 164 Lots | Spring 2014 (As Needed) (Possible Short-Phase) |
| 4 | 79 Lots | TBD As Needed |



WESTBROOK CREEK

Property Description- Westbrook Creek Preliminary Plat



| CENTRAL TABLE | | | CENTER TABLE | | | CENTRUM TABLE | | |
|---------------|--------|-------------|--------------|--------|-------------|---------------|--------|-------------|
| LINE | LENGTH | BEARING | LINE | LENGTH | BEARING | LINE | LENGTH | BEARING |
| L-1 | 11.47 | S71°12'00"W | L-1 | 11.47 | S71°12'00"W | L-1 | 11.47 | S71°12'00"W |
| L-2 | 11.47 | S71°12'00"W | L-2 | 11.47 | S71°12'00"W | L-2 | 11.47 | S71°12'00"W |
| L-3 | 11.47 | S71°12'00"W | L-3 | 11.47 | S71°12'00"W | L-3 | 11.47 | S71°12'00"W |
| L-4 | 11.47 | S71°12'00"W | L-4 | 11.47 | S71°12'00"W | L-4 | 11.47 | S71°12'00"W |
| L-5 | 11.47 | S71°12'00"W | L-5 | 11.47 | S71°12'00"W | L-5 | 11.47 | S71°12'00"W |
| L-6 | 11.47 | S71°12'00"W | L-6 | 11.47 | S71°12'00"W | L-6 | 11.47 | S71°12'00"W |
| L-7 | 11.47 | S71°12'00"W | L-7 | 11.47 | S71°12'00"W | L-7 | 11.47 | S71°12'00"W |
| L-8 | 11.47 | S71°12'00"W | L-8 | 11.47 | S71°12'00"W | L-8 | 11.47 | S71°12'00"W |
| L-9 | 11.47 | S71°12'00"W | L-9 | 11.47 | S71°12'00"W | L-9 | 11.47 | S71°12'00"W |
| L-10 | 11.47 | S71°12'00"W | L-10 | 11.47 | S71°12'00"W | L-10 | 11.47 | S71°12'00"W |
| L-11 | 11.47 | S71°12'00"W | L-11 | 11.47 | S71°12'00"W | L-11 | 11.47 | S71°12'00"W |
| L-12 | 11.47 | S71°12'00"W | L-12 | 11.47 | S71°12'00"W | L-12 | 11.47 | S71°12'00"W |
| L-13 | 11.47 | S71°12'00"W | L-13 | 11.47 | S71°12'00"W | L-13 | 11.47 | S71°12'00"W |
| L-14 | 11.47 | S71°12'00"W | L-14 | 11.47 | S71°12'00"W | L-14 | 11.47 | S71°12'00"W |
| L-15 | 11.47 | S71°12'00"W | L-15 | 11.47 | S71°12'00"W | L-15 | 11.47 | S71°12'00"W |
| L-16 | 11.47 | S71°12'00"W | L-16 | 11.47 | S71°12'00"W | L-16 | 11.47 | S71°12'00"W |
| L-17 | 11.47 | S71°12'00"W | L-17 | 11.47 | S71°12'00"W | L-17 | 11.47 | S71°12'00"W |
| L-18 | 11.47 | S71°12'00"W | L-18 | 11.47 | S71°12'00"W | L-18 | 11.47 | S71°12'00"W |
| L-19 | 11.47 | S71°12'00"W | L-19 | 11.47 | S71°12'00"W | L-19 | 11.47 | S71°12'00"W |
| L-20 | 11.47 | S71°12'00"W | L-20 | 11.47 | S71°12'00"W | L-20 | 11.47 | S71°12'00"W |
| L-21 | 11.47 | S71°12'00"W | L-21 | 11.47 | S71°12'00"W | L-21 | 11.47 | S71°12'00"W |
| L-22 | 11.47 | S71°12'00"W | L-22 | 11.47 | S71°12'00"W | L-22 | 11.47 | S71°12'00"W |
| L-23 | 11.47 | S71°12'00"W | L-23 | 11.47 | S71°12'00"W | L-23 | 11.47 | S71°12'00"W |
| L-24 | 11.47 | S71°12'00"W | L-24 | 11.47 | S71°12'00"W | L-24 | 11.47 | S71°12'00"W |
| L-25 | 11.47 | S71°12'00"W | L-25 | 11.47 | S71°12'00"W | L-25 | 11.47 | S71°12'00"W |
| L-26 | 11.47 | S71°12'00"W | L-26 | 11.47 | S71°12'00"W | L-26 | 11.47 | S71°12'00"W |
| L-27 | 11.47 | S71°12'00"W | L-27 | 11.47 | S71°12'00"W | L-27 | 11.47 | S71°12'00"W |
| L-28 | 11.47 | S71°12'00"W | L-28 | 11.47 | S71°12'00"W | L-28 | 11.47 | S71°12'00"W |
| L-29 | 11.47 | S71°12'00"W | L-29 | 11.47 | S71°12'00"W | L-29 | 11.47 | S71°12'00"W |
| L-30 | 11.47 | S71°12'00"W | L-30 | 11.47 | S71°12'00"W | L-30 | 11.47 | S71°12'00"W |
| L-31 | 11.47 | S71°12'00"W | L-31 | 11.47 | S71°12'00"W | L-31 | 11.47 | S71°12'00"W |
| L-32 | 11.47 | S71°12'00"W | L-32 | 11.47 | S71°12'00"W | L-32 | 11.47 | S71°12'00"W |
| L-33 | 11.47 | S71°12'00"W | L-33 | 11.47 | S71°12'00"W | L-33 | 11.47 | S71°12'00"W |
| L-34 | 11.47 | S71°12'00"W | L-34 | 11.47 | S71°12'00"W | L-34 | 11.47 | S71°12'00"W |
| L-35 | 11.47 | S71°12'00"W | L-35 | 11.47 | S71°12'00"W | L-35 | 11.47 | S71°12'00"W |
| L-36 | 11.47 | S71°12'00"W | L-36 | 11.47 | S71°12'00"W | L-36 | 11.47 | S71°12'00"W |
| L-37 | 11.47 | S71°12'00"W | L-37 | 11.47 | S71°12'00"W | L-37 | 11.47 | S71°12'00"W |
| L-38 | 11.47 | S71°12'00"W | L-38 | 11.47 | S71°12'00"W | L-38 | 11.47 | S71°12'00"W |
| L-39 | 11.47 | S71°12'00"W | L-39 | 11.47 | S71°12'00"W | L-39 | 11.47 | S71°12'00"W |
| L-40 | 11.47 | S71°12'00"W | L-40 | 11.47 | S71°12'00"W | L-40 | 11.47 | S71°12'00"W |
| L-41 | 11.47 | S71°12'00"W | L-41 | 11.47 | S71°12'00"W | L-41 | 11.47 | S71°12'00"W |
| L-42 | 11.47 | S71°12'00"W | L-42 | 11.47 | S71°12'00"W | L-42 | 11.47 | S71°12'00"W |
| L-43 | 11.47 | S71°12'00"W | L-43 | 11.47 | S71°12'00"W | L-43 | 11.47 | S71°12'00"W |
| L-44 | 11.47 | S71°12'00"W | L-44 | 11.47 | S71°12'00"W | L-44 | 11.47 | S71°12'00"W |
| L-45 | 11.47 | S71°12'00"W | L-45 | 11.47 | S71°12'00"W | L-45 | 11.47 | S71°12'00"W |
| L-46 | 11.47 | S71°12'00"W | L-46 | 11.47 | S71°12'00"W | L-46 | 11.47 | S71°12'00"W |
| L-47 | 11.47 | S71°12'00"W | L-47 | 11.47 | S71°12'00"W | L-47 | 11.47 | S71°12'00"W |
| L-48 | 11.47 | S71°12'00"W | L-48 | 11.47 | S71°12'00"W | L-48 | 11.47 | S71°12'00"W |
| L-49 | 11.47 | S71°12'00"W | L-49 | 11.47 | S71°12'00"W | L-49 | 11.47 | S71°12'00"W |
| L-50 | 11.47 | S71°12'00"W | L-50 | 11.47 | S71°12'00"W | L-50 | 11.47 | S71°12'00"W |

WESTBROOK CREEK TRACT RESIDENTIAL SUBDIVISION PLANS

PRELIMINARY PLAT

DESIGNED BY: [Signature]

DATE: [Date]

PROJECT: [Project Name]

TRACT NO: [Tract Number]

GEORGIA PROFESSIONAL LAND SURVEYORS

LANDMARK

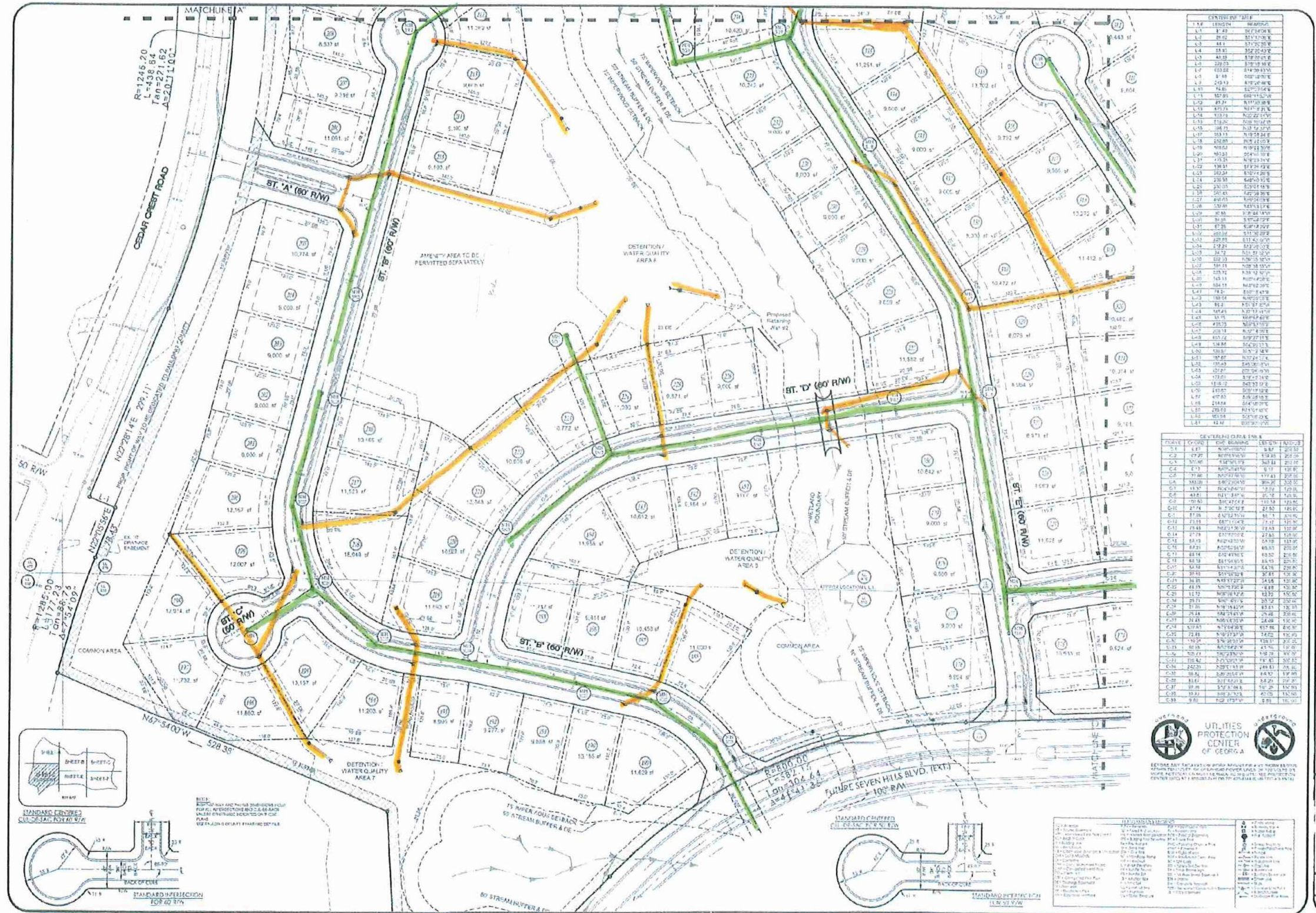
4460 COURTESY DRIVE
SUITE 100
DUNWOODY, GA 30318
P. 404-254-1875
WWW.LANDMARKGA.COM

PP-A

5 OF 99

WESTBROOK CREEK

Property Description- Westbrook Creek Preliminary Plat



OWNERS/DEVELOPER:
WESTBROOK CREEK ROAD, LLC
P.O. BOX 422149
ATLANTA, GA 30342
CONTACT: CHANAY S. THOMPSON

MAGNETIC

WESTBROOK CREEK TRACT RESIDENTIAL SUBDIVISION PLANS CONSTRUCTION PLANS
LAND LOTS 1-100, 101-200, 201-300, 301-400, 401-500, 501-600, 601-700, 701-800, 801-900, 901-1000
250 EAST HUNTER ROAD, SUITE 100, ATLANTA, GA 30328

PRELIMINARY PLAT

DESIGNED BY: [Firm Name]
DRAWN BY: [Firm Name]
CHECKED BY: [Firm Name]
DATE: [Date]

GEORGIA REGISTERED PROFESSIONAL ENGINEER
NO. 2000
[Firm Name]

LANDMARK SURVEYING & ENGINEERING, INC.
1111 [Address]
ATLANTA, GA 30309
404-525-1111
www.landmark-surveying.com

4492 CHAMBERLAIN DRIVE
SUITE 100
DUBLIN, GA 31006
770-546-1875
770-546-1876
www.landmark-surveying.com

PP-D
8 OF 99

WESTBROOK CREEK

Property Description

Zoning/Requirements:

PRD - Paulding County

Minimum Lot Size: 8,000 SF

Side Yard Setback: 5'

Minimum Lot Width at Building Setback Line: 75'

Minimum Heated Floor Area: 1,600 heated square feet

School System:

According to SchoolDigger 2013 ratings, all three schools are the highest ranked schools for their type school in Paulding County.

SchoolDiggers 2013 Ratings and Rankings for Georgia

| School | Rating | State Rank | Total State Schools Ranked |
|---------------------|--------|------------------|----------------------------|
| Shelton Elementary | ★★★★★ | 14 th | 1165 |
| McClure Middle | ★★★★★ | 32 nd | 483 |
| North Paulding High | ★★★★☆ | 95 th | 356 |

Homeowners Associations (HOA):

This community is served by a swimming pool with slides, two tennis courts, playground, and clubhouse. The owner of the lots is the Declarant of the subdivision.

WESTBROOK CREEK

Property Description



Phase I Subdivision Entrance



Clubhouse



Amenity Area



View of Existing Homes

WESTBROOK CREEK

Property Description



View of Remaining Lots



Seven Hills Parkway currently under construction and scheduled to be completed in November 2013. Westbrook Creek will have three access points on the parkway.

WESTBROOK CREEK

MARKET OVERVIEW

During the last decade Paulding County was the 8th fastest growing county in the U.S. and the 2nd fastest growing county in Georgia. From 2000 to 2010, the county grew at a phenomenal rate of 74.3% to reach a population of 142,324 residents. This growth far exceeds the overall Atlanta MSA growth rate of 29.1% for the same period. The Average Household income in Paulding County is \$77,000 per year, 4.1% higher than the national average of \$73,770. However, it is estimated that the cost of living in Paulding County is 16% lower than the national average, which equates to increased buying power and enhanced standard of living. Below are some of the highlights of Paulding County and the surrounding area:

- Paulding County is home to the award-winning, Paulding Northwest Atlanta Airport which is the first jet capable airport built in Georgia in thirty years.
- Wellstar Paulding is under construction on its new 265,000 square foot hospital and a 75,000 square feet of medical office building located at Hwy 278 and Bill Carruth Parkway. The construction started on this new hospital in April of 2012 with expectation to be completed by April 2014.
- Located just north of Westbrook Creek in Bartow County is the new development project, LakePoint Sporting Community & Town Center. At the heart of the 1,200+ acre mixed use development is the Sports Village at Lake Point. The Village will span more than 240 acres and include 16 major league size baseball fields, 14 soccer/lacrosse fields, 14 fast pitch/junior baseball fields, a 16 acre wake park, a Miracle League field, and a 114,000 SF indoor facility. The complex will also offer 5 million feet of mixed-use commercial development, including extensive retail, hotel, office, entertainment, and medical components. Upon completion LakePoint will create 26,000 jobs and host over 4 million visitors a year.



WESTBROOK CREEK

MARKET OVERVIEW

Paulding County Residential Market

Cedarcrest Road Corridor

Started in 2000, Bentwater was the catalyst for the Cedarcrest Road Corridor in Paulding County. Bentwater is a 1,200 home subdivision that was developed by Cousins Properties. Bentwater is anchored by a 18-hole golf course. After the success of Bentwater, Cousins Properties developed Seven Hills in 2004. Today, there are over 700 owner occupied homes in Seven Hills. Since 2006, the average price of a newly constructed house in Seven Hills was \$324,000. With these two master planned communities the Cedarcrest Road Corridor represented a large part of the growth of Paulding County.

In 2006 and 2007, three of the top five subdivision in Paulding County had direct access off of Cedarcrest Road.

| Cedarcrest Road Corridor (Subdivision with Direct Access to Cedarcrest Road) 2006-2013 | | |
|--|------------|---|
| Subdivision | # of Sales | New Construction Average Sales Price |
| Seven Hills | 563 | \$322,000 |
| Park at Cedarcrest | 271 | \$197,000 |
| Cedar Mill | 131 | \$250,000 |
| Villas at Blackberry Run | 77 | \$270,00 |
| Oak Glen | 54 | \$166,000 |
| Alexandria Place | 53 | \$182,000 |
| Bentwater | 46 | \$457,000 |
| Gates at Amberhill | 33 | \$273,000 |
| Governors Towne Club | 29 | \$975,000 |
| Arthur Hills | 29 | \$319,000 |
| Westbrook Creek | 22 | \$216,000 |

WESTBROOK CREEK

MARKET OVERVIEW

Paulding County Residential Market - North Paulding High School – Resale Market

| North Paulding High School Resale (All) | |
|--|-----------|
| 2013 (Jan-May) | |
| # of Sales | 199 |
| Average Sales Price | \$185,000 |
| 2012 | |
| # of Sales | 460 |
| Average Sales Price | \$167,000 |
| 2011 | |
| # of Sales | 511 |
| Average Sales Price | \$158,000 |
| 2010 | |
| # of Sales | 446 |
| Average Sales Price | \$198,000 |
| 2009 | |
| # of Sales | 402 |
| Average Sales Price | \$205,000 |

The average price of all re-sale homes in the North Paulding High School district increased from \$167,000 in 2012 to \$185,000 in the first half of 2013.

This is almost a 11% increase in average price.

| North Paulding High School Resale (2000+ Year Built) | |
|---|-----------|
| 2013 (Jan-May) | |
| # of Sales | 140 |
| Average Sales Price | \$213,000 |
| 2012 | |
| # of Sales | 331 |
| Average Sales Price | \$192,000 |
| 2011 | |
| # of Sales | 353 |
| Average Sales Price | \$185,000 |
| 2010 | |
| # of Sales | 371 |
| Average Sales Price | \$214,000 |
| 2009 | |
| # of Sales | 402 |
| Average Sales Price | \$215,000 |

The average price of re-sale homes built since 2000 in the North Paulding High School district increased from \$192,000 in 2012 to \$213,000 in the first half of 2013.

This is almost a 11% increase in average price.

WESTBROOK CREEK

MARKET OVERVIEW

Paulding County Residential Market - North Paulding High School – New Construction Market

The top new selling subdivisions in the market place are Seven Hills and Rosewood. Both subdivisions have an average price increase from 2012 to the first half of 2013 of over 8%. Below is sales data for the subdivisions.

| Seven Hills (Non-active Adult) | |
|---------------------------------------|-----------|
| 2013 (1ST Qtr) | |
| # of Sales | 6 |
| Average Sales Price | \$275,000 |
| 2012 | |
| # of Sales | 15 |
| Average Sales Price | \$241,000 |
| 2011 | |
| # of Sales | 16 |
| Average Sales Price | \$241,000 |

| Rosewood | |
|----------------------------------|-----------|
| 2013 (1ST Qtr) | |
| # of Sales | 4 |
| Average Sales Price | \$232,000 |
| 2012 | |
| # of Sales | 24 |
| Average Sales Price | \$213,000 |
| 2011 | |
| # of Sales | 14 |
| Average Sales Price | \$195,000 |

With escalating lot prices and home prices in West Cobb, the Cedarcrest Road corridor will be a leading area during the housing recovery. Westbrook Creek, with direct access to Cedarcrest Road and 100 developed lots, this subdivision will allow a builder to take advantage of the housing recovery.