



HEALDSBURG LODGING PARTNERSHIP OVERVIEW THE MAYACAMA TERRACES

The luxury boutique Mayacama Terraces Inn is located in Sonoma County, in the town of Healdsburg. The Inn is located 120' from the town square, which is surrounded by 30 wine-tasting rooms, 22 restaurants, and specialty shops within 3 blocks of walking distance of the town square. Healdsburg is emerging as a highly desirable and very popular wine-country



TERRACES 120' FROM THE SQUARE

destination. A number of years ago, Healdsburg passed a town ordinance prohibiting national brands, offering clothes and other items that are not available in department stores, all owned by locals. Unlike most other premier resorts which are saturated with national brands, this exclusive shopping experience adds a special and unique ambiance to the town.

A surprisingly little-known statistic about Sonoma County is the number of annual visitors. In 2019, Napa County had 3.4 million visitors, and Sonoma County had 10.3 million visitors, becoming California's most popular wine country destination. The influx of 5 Star hotels in the last 3 years; Montage, Four Seasons, Auberge at Stanly Ranch, and the Rose Wood in Calistoga

which is under construction, has added 160 thousand luxury hotel room nights in Sonoma and Napa Counties, based on a 70% occupancy basis.

The room rates start at \$1,200 for the small suites to \$15,000 per night for and 3,500- 4500 suites at Montage and Four Seasons. These new hotel 5 Star Hotels are attracting highly affluent visitors desiring luxury accommodations, which until recently were limited to several small boutique Inns in Napa and Sonoma counties. The boutique Mayacama Inn has a variety luxury of accommodations; four 900-1300 sq ft one and two 2 Br hotel suites, a 2200 sq ft 2 BR rooftop garden condo and a 5200 sq ft 4 BR condo. The rooftop condo is surrounded by a large romantic garden, with a jacuzzi, outdoor kitchen, planter walls full of flowers and greenery, and several fire pits that will be available for guests at the INN.



RELAXATION IN THE LIVING ROOM

The Mayacama Inn will be positioned as the most intimate, romantic and best located boutique accommodations in Northern California wine country. Healdsburg is located in the absolute center of wine country; Napa is 15 miles East, Mendocino 15 miles to the North, Caneros 15 miles South, with Sonoma in the absolute middle, stretching 15 miles West to the Pacific. There is not a more convenient location than the Mayacama Inn to experience the top wineries in Northern California.

INVESTMENT PROGRAM:

The investment in the Mayacama Inn will first be offered to the 40 Mayacama vintners and then to the members of Mayacama Club. The investment strategy has several investment options outlined on Exhibit B as plans A&B.

- Mayacama Vintners: this group has supported the Wilhelm Family and the Mayacama Club for the past 20 years. The Vintners have provided the club with a unique wine ‘cache’, unlike any private club in the US. The private wine tastings, annual all “Vintner Pour”, monthly Friday vintner events and a host of other activities that has connected members with the vintners that has certainly enhanced the clubs’ member experience.



ENTERTAINING ON THE ROOFTOP GARDEN

- The limited production wineries, with 5000 cases or less in annual production, who generally cannot justify the expense of operating wine tasting facilities in the major tourist towns, will be given special consideration to invest in the Mayacama Inn partnership. Access to the Inn and the rooftop entertaining facilities will enable vintners to provide lodging and private wine tastings at the Inn,s rooftop garden, Ruse and at Mayacama’s wine cave for their major customers. The 3

venues will connect these wine enthusiasts as they will be issued temporary memberships in the clubs while in residence at the Inn.



BOCCE COURTS AT THE RUSE

- A very important aspect of an investment in the partnership for the vintners is the strategy of targeting the top 50 private clubs in the US as the primary audience, as further described in the rental strategy.
- Plan A: investors will own 60% of the partnership with an investment of \$6 M and Mayacama 40% with an investment of \$2 M. A minimum investment of \$600K per hotel investor is required to participate in the partnership, with a total initial capitalization of \$8 million, outlined on Exhibit B. The large 5,200 sq ft condo will be sold prior to the start of construction for an estimated \$11.5 M, \$2200 per ft, which is the recent sq ft price for the Montage Harvest homes that are entirely sold out. The ownership of the condo will be limited to two Mayacama member-owners in an LLC. If the condo is rented for 180 days/year it is projected to amortize a loan of approximately 8 million dollars @ 6%. Annual returns over 7 years are projected @ 36%.

- Plan B: if demand from the club's leasing strategy exceeds expectations, the large 4BR condo will be retained, as the additional 4 bedrooms will be necessary to satisfy occupancy demands. This will expand investor capitalization to \$10 M and Mayacama Club @ \$3 M, reflected on Plan B financials, with annual returns of projected @XXX%. We expect that the nightly rates will be comparable to the 5 Star hotels rates illustrated of Exhibit A.. If a sale did occur, we would strongly encourage the owner to participate in the rental program, that would increase the returns in Plan B to approximately the level of Plan A.



THE RUSE PUTTING COURSE

- Members; after the vintners participation, Mayacama members are expected to acquire the balance of partnership interests. Note that hotel occupancy projections have the suites rented for 270 days per year, equating to a 74% annual occupancy, sitting empty 95 days per year. Empty suites 10 days prior to occupancy, will be available to investors in the partnership at significant discounts, which should be especially appealing to Bay Area investors.

THE FINANCIALS REFLECT 7 YEARS OF RETURNS WITH A SALE IN YEAR 7.
INVESTORS WILL RECEIVE MINIMUM ANNUAL PREFERENTIAL RETURNS OF 10%
PRIOR TO ANY MAYACAMA DISTRIBUTIONS.

RENTAL STRATEGY& PROJECTIONS

We have a most unusual strategy for the rental program. Mayacama has become very well known in the world of prestigious, private, high-end golf clubs. The primary audience for the rental program are the top 50 private golf clubs East of Chicago and Texas, which collectively have over 20,000 members. Similar to the leasing of office and retail space, the clubs will be required to lease a minimum of 36 hotel units per club (60% of nights) per year for 3-5 years, with the club leasing 15% on a long term lease as part of the clubs' lodging program, which should achieve 75% annual occupancy



MEMBERS HOPING FOR EAGLE LOOKING FOR THEIR BALLS

We believe club members of these prestigious clubs who have experienced the 3 Mayacama venues will share the experience with their fellow club members, creating further demand for the Mayacama Inn. It is important to recognize that guests playing golf is included in the cost of

renting the hotel units, which is a \$500 dollar value for an individual and \$1000 for a couple, reducing the effective annual night cost by approximately 30%. Exhibit A depicts the rental projections at the new 5 Star hotels, versus the projections at the Inn's larger and more luxurious suites.

Members of the clubs are expected to fly as a group to Santa Rosa with fully occupied private Gulfstream, Global Express, and Falcon aircraft that can accommodate 12-14 passengers, requiring a minimum of 6 bedrooms. Club members are also expected to use smaller aircraft along with the large planes that will fill the Inn to capacity on many occasions. Experiencing private wine tastings at the Terraces, Ruse and Mayacama wine cave will create a most memorable wine country experience.



AL FRESCO DINING & ENTERTAINING

The second group of well qualified prospects are the 2000-plus corporations in the Bay Area and the top Fortune 500 corporations throughout the US. These companies are always looking for interesting venues for board meetings and corporate outings and tend to book venues for 3-5 years. The board directors will stay at the Inn and supporting staff presenting financials and strategies will stay at the less expensive Ruse. We intend to hire a full-time marketing executive, based in San Francisco, for the leasing program in the second quarter of 2023.

A 1000 sq ft space on the first floor of the Inn will accommodate board meetings and double as a wine-tasting room. Additionally, families celebrating milestone wedding anniversaries, birthdays, and other events will look for special venues that only Mayacama can provide. The other 5 Star Hotel properties in wine country CANNOT MATCH THE MAGIC of a Mayacama wine country vacation experience.



VIEWS OF 18 FROM THE COURSE & CLUB TERRACE

The Inn's suites are designed for indoor/outdoor living. The spacious outdoor terraces will have planters full of flowers and greenery, fireplaces in the planter walls and fully equipped outdoor kitchens with wet bars and gourmet BBQ grill facilities. The grand terraces are the "signature" feature of the development, designed for "al fresco" dining and entertainment year-round. The rendering depicts the romantic rooftop garden, ideal for entertaining large and small groups. Staff from Mayacama, upon request, will be available to provide any and all services at the Inn for small and large gatherings at the rooftop and Ruse that can accommodate virtually any size group.

Lastly, it is also important to note that all of the new 5 Star hotels, with the exception of the Rose Wood, have been sold to private equity and hedge funds for in excess of \$2M per room, 80% of which are 450-500 sq ft hotel rooms. These hedge fund investors prefer lower occupancies rather than lower rates, as they need the rates outlined on Exhibit A to achieve projected investment returns.



CLUB WINE CAVE

MAYACAMA CLUB ACCESS BENEFITS:

Mayacama is more than just a private club, its wine country lifestyle at its finest. Members enjoy exclusive experiences each month of the year: wine tastings, vintner-hosted wine dinners, special invitations to VIP charity events, golf tournaments, seasonal holiday parties, and vintner pour events. Guests staying at the Terraces will also be able to participate in these activities. The “Ruse”, Mayacama’s in-town club, consists of 11 units, swimming pool, jacuzzi, dining pavilion, pickleball, and bocce courts, and a very special Jack Nicklaus-designed 18-hole putting course. The “Ruse” is the only private club in Healdsburg

CONCLUSION

The Mayacama Inn is a AAA real estate investment opportunity in a community that is becoming recognized along with the top resort destinations in the US; Palm Beach, Hamptons, Carmel, La Jolla, Aspen, Montecito, etc. Healdsburg may also be at the top of the list in DIFFICULTY in securing zoning approvals, which will ensure that there will never be a plethora of luxury condos and hotel suites in downtown Healdsburg!! Real estate values in these premier destinations have outperformed virtually all other residential real estate investments over the years, with the exception of oceanfront properties.

Although the rise in interest rates and the potential for a recession are certainly reasons for concern. However, we believe there will be more investments flowing from the capital markets to safe havens during the next 12-24 months. Healdsburg, along with the communities mentioned above with high barriers to entry, certainly qualify as safe havens.

Preliminary approvals are in place for the Inn. A&E and construction documents to secure final approvals and firm construction bids will be completed in the next 6 months and final city approvals in the following 4 months, with construction commencing in the first quarter of 2024 and completion in the 2nd quarter of 2025.

EXHIBIT A
Hotel Rental Analysis

Luxury Hotel	Accommodation	Square footage	Configuration	Low Range/ Night	High Range/ Night
Montage Healdsburg	Penthouse	4,635	3 bed/3.5 bath	\$15,000	\$15,000
Montage Healdsburg	Hotel Suite	948 to 998	1 bed/1 bath	\$1,831	\$2,407
Montage Healdsburg	Hotel Suite	599 to 649	1 bed/1 bath	\$1,244	\$1,790
Four Seasons Napa	Penthouse	2,500	3 bed/3.5 bath	\$7,868	\$9,750
Four Seasons Napa	Hotel Suite	1,440	2 bed/2 bath	\$4,400	\$6,250
Four Seasons Napa	Hotel Suite	960	1 bed/1 bath	\$1,938	\$3,500
Four Seasons Napa	Hotel Suite	480 to 530	1 bed/1 bath	\$1,200	\$1,700
Auberge Stanly Ranch Napa	Hotel Suite	1,464	2 bed/2 bath	\$4,559	\$4,919
Auberge Stanly Ranch Napa	Hotel Suite	976	1 bed/1 bath	\$2,924	\$3,599
Auberge Stanly Ranch Napa	Hotel Suite	610	1 bed/1 bath	\$2,059	\$2,719
Auberge Stanly Ranch Napa	Hotel Suite	411	1 bed/1 bath	\$1,459	\$1,619
Auberge du Soleil	Hotel Suite	1,480	1 bed/1 bath	\$3,525	\$4,425
Auberge du Soleil	Hotel Suite	1,254	1 bed/1 bath	\$2,975	\$3,325
Auberge du Soleil	Hotel Suite	520	1 bed/1 bath	\$1,725	\$2,225
Auberge Solage	Hotel Suite	1,400	2 bed/2 bath	\$4,585	\$4,730
Auberge Solage	Hotel Suite	1,215	1 bed/1 bath	\$3,140	\$3,405
Auberge Solage	Hotel Suite	515 to 585	1 bed/1 bath	\$1,180	\$1,450

EXHIBIT B

Investment Returns PLAN A

Rental Revenue:

Description	# of Units	Price Per Night	# of Nights	
Hotel Suites:				
High Season; 1 - 2200 sq ft 2 BR hotel suites	1	\$ 3,500.00	180	\$ 630,000.00
Low Season; 1 - 2200 sq ft 2 BR hotel suites	1	\$ 2,500.00	90	\$ 225,000.00
High Season: 3 - hotel suites, 1100/ft	3	\$ 3,000.00	180	\$ 1,620,000.00
Low season: 3 - hotel suites, 1100 sq ft	3	\$ 2,200.00	90	\$ 594,000.00
Roof Top Suite:				
High season: - Roof top suite @ 2200 sq ft	1	\$ 4,500.00	180	\$ 810,000.00
Low season: - Roof top suite @ 2200 sq ft	1	\$ 3,500.00	90	\$ 315,000.00

Net Annual Revenue: \$ 4,194,000.00

Operating Costs:

Description	Operating Cost Percentage	
	40%	\$ 1,677,600.00
Debt Service (5M @ 6% 25 year ammo, 10 Year Ballon)		\$ 386,580.00
Total costs:		\$ 2,064,180.00

Total Net Income: \$ 2,129,820.00

Investment Costs:

Investor Equity	\$ 6,000,000.00
	\$ -
Total Investor Equity:	\$ 6,000,000.00

Investor Returns:

	Investor 60%	Annual ROI
Annual return year 1	Construction Phase \$ -	0%
Annual return year 2	Construction Phase \$ -	0%
Annual return year 3	60% of Net Income \$ 1,277,892.00	21%
Annual return year 4	60% of Net Income \$ 1,435,839.45	24%
Annual return year 5	60% of Net Income \$ 1,521,989.82	25%
Annual return year 6	60% of Net Income \$ 1,613,309.21	27%
Annual return year 7	60% of Net Income \$ 1,710,107.76	29%
Total returns after 7 years	\$ 7,559,138.24	18%

Sale in year 7 @ 7 cap rate \$ 40,716,851.42
Debt repayment after 7 years \$ (4,366,221.75)
\$ 36,350,629.67

60% to Investors \$ 21,810,377.80
Annual ROI 61%

Investment Returns

PLAN B

Rental Revenue:

Description	# of Units	Price Per Night	# of Nights	
Hotel Suites:				
High Season; 1 - 2200 sq ft 2 BR hotel suites	1	\$ 3,500.00	180	\$ 630,000.00
Low Season; 1 - 2200 sq ft 2 BR hotel suites	1	\$ 2,500.00	90	\$ 225,000.00
High Season: 3 - hotel suites, 1100/ft	3	\$ 3,000.00	180	\$ 1,620,000.00
Low season: 3 - hotel suites, 1100 sq ft	3	\$ 2,200.00	90	\$ 594,000.00
Roof Top Suite:				
High season: - Roof top suite @ 2200 sq ft	1	\$ 4,500.00	180	\$ 810,000.00
Low season: - Roof top suite @ 2200 sq ft	1	\$ 3,500.00	90	\$ 315,000.00
Condo:				
High season: - 4 bed rm Condo @ 5200 sq ft	1	\$ 8,000.00	180	\$ 1,440,000.00
Low season: - 4 bed rm Condo @ 5200 sq ft	1	\$ 6,000.00	90	\$ 540,000.00

Net Annual Revenue: \$ 6,174,000.00

Operating Costs:

Annual Operating Cost	40%	\$ 2,469,600.00
Debt Service (15M @ 6% 25 year ammo, 10 Year Ballon)		\$ 1,159,742.00
Total costs:		\$ 3,629,342.00

Total Net Income: \$ 2,544,658.00

Investment Costs:

Investor Equity	\$ 10,000,000.00
	\$ -
Total Investor Equity:	\$ 10,000,000.00

Investor Returns:

	Investor 60%	Annual ROI
Annual return year 1	Construction Phase \$ -	0%
Annual return year 2	Construction Phase \$ -	0%
Annual return year 3	60% of Net Income \$ 1,526,794.80	15%
Annual return year 4	60% of Net Income \$ 1,715,506.64	17%
Annual return year 5	60% of Net Income \$ 1,818,437.04	18%
Annual return year 6	60% of Net Income \$ 1,927,543.26	19%
Annual return year 7	60% of Net Income \$ 2,043,195.85	20%
Total returns after 7 years	\$ 9,031,477.58	13%

Sale in year 7 @ 7 cap rate	\$ 48,647,520.31
Debt repayment after 7 years	\$ (13,129,662.00)
Total Revenue	\$ 35,517,858.31

60% to Investors \$ 21,310,714.99
Annual ROI 38%

Notes:

- 1. Sale in 2029 includes debt repayment of \$4,300,000*
- 2. Annual increase in hotel rates @ 6%. Per annum*
- 3. Access to Mayacama for golf for a couple is valued @ \$1000 per couple, which is not included in the cost of lodging, reducing nightly costs by approximately 30%.*
- 4. The Terraces' rates are lower than the 5 Star Hotels, larger more luxurious, better located in the center of Northern California wine country, access to 2 private clubs....and 3 fabulous private venues for entertaining.*
- 5. 0 returns in years 1 and 2 have been factored into annual and overall returns.*

EXHIBIT C

Large Condo

