

F STREET WAVERLY, LLC



INVESTMENT PACKET | INDUSTRIAL ACQUISITION | OHIO

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FORWARD-LOOKING STATEMENTS ATTRIBUTABLE TO THE COMPANY ARE ALSO QUALIFIED IN THEIR ENTIRETY BY THE CAUTIONARY STATEMENTS INCLUDED IN THIS INVESTMENT PROSPECTUS. THE FORWARD-LOOKING STATEMENTS CONTAINED HEREIN HAVE BEEN COMPILED BY THE COMPANY ON THE BASIS OF ASSUMPTIONS MADE BY THE COMPANY AND F STREET AND CONSIDERED BY F STREET TO BE REASONABLE. FUTURE OPERATING RESULTS OF THE COMPANY, HOWEVER, ARE IMPOSSIBLE TO PREDICT AND NO REPRESENTATION, GUARANTY, OR WARRANTY IS TO BE INFERRED FROM THOSE FORWARD-LOOKING STATEMENTS. THEREFORE, PROSPECTIVE INVESTORS ARE URGED TO CONSULT WITH THEIR ADVISORS, WHOSE OPINIONS WITH RESPECT TO THE ASSUMPTIONS OR HYPOTHESES SPECIFIED IN THOSE FORWARD-LOOKING STATEMENTS MAY DIFFER.

THE SPECIFIC TERMS OF THE COMPANY AND THE ECONOMIC AND OTHER RIGHTS AND OBLIGATIONS OF PERSONS WHO ACQUIRE THE UNITS PURSUANT TO THE OFFERING WILL BE SET FORTH IN THE COMPANY'S OPERATING AGREEMENT. IN THE EVENT OF ANY AMBIGUITY BETWEEN MATERIAL PRESENTED IN THIS INVESTMENT PROSPECTUS AND THE COMPANY'S OPERATING AGREEMENT, THE TERMS OF THE COMPANY'S OPERATING AGREEMENT SHALL CONTROL. THE OFFERING PRICE FOR THE UNITS TO BE OFFERED BY THE COMPANY HAS BEEN DETERMINED BY F STREET AND DOES NOT NECESSARILY BEAR ANY SPECIFIC RELATION TO THE ASSET VALUE, BOOK VALUE, OR POTENTIAL EARNINGS OF THE COMPANY OR ANY OTHER RECOGNIZED FINANCIAL CRITERIA OR VALUE. MATTERS SPECIFIC TO HOW TO INVEST IN THE COMPANY WILL ULTIMATELY BE CONTROLLED BY A SUBSCRIPTION AGREEMENT PROVIDED TO PROSPECTIVE INVESTORS.



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WHY INVEST?

Budgeted and prepared for a value-add business plan, this investment has multiple avenues to success.

SHORT-TERM SALE LEASE BACK

SELLER IS ENTERING INTO A 2-
YEAR LEASE AT CLOSE

BUDGETED FOR SUCCESS

SUFFICIENT OPERATING RESERVE
ALLOWS FOR AMPLE BACKFILL
LEASE-UP TIMELINE

LOW COST BASIS

ACQUIRING THE BUILDING FOR A LOW
BASIS OF **\$19.50 / SQUARE FOOT**

FUNCTIONAL ASSET FOR MULTIPLE USERS

BUILDING IS IN GOOD CONDITION &
EASILY DEMISABLE. A SUITABLE FIT
FOR MOST INDUSTRIAL USES.

MULTIPLE AVENUES TO VALUE CREATION

CURRENT TENANT EXTENDING;
NEW TENANTS AT MARKET RENTS;
USER SALE

SIGNIFICANT NEARBY INVESTMENTS

NEARBY URANIUM ENRICHMENT
PLANT HAS RECEIVED MASSIVE
FEDERAL INVESTMENT

EXECUTIVE SUMMARY

F Street is pleased to present F Street Waverly, LLC, the acquisition of a 329,730 square foot industrial building in Waverly, OH. The building will be leased back to the seller, Scioto Valley Woodworking, Inc. at sale with a 2-year term. The tenant/seller operates as Valleywood Cabinetry, and is a leading manufacturer of high-quality kitchen and bathroom cabinetry. Their lease is for \$2.00/SF NNN throughout the first two years. This allows F Street to pay investors their preferred return each period and add to the operating reserve on a monthly basis.

During the first two years, F Street will aggressively pursue new tenant opportunities and/or position the property for a sale to a user at \$30-\$40/SF.

DISTRIBUTION & WAREHOUSING

Use

SOUTHERN OHIO

Region

**F STREET
WAVERLY, LLC**

 **F STREET**

\$8.00 MILLION

Total Acquisition Costs

\$3.50 MILLION

Total Equity Raise

\$4.50 MILLION

Loan Proceeds

10.26%

Cap Rate

329,730

Square Feet

NNN

Lease Type

We are acquiring the asset for \$6,430,000 and have over \$1,000,000 in operating, capital expenditure, and leasing reserves in our capital stack.

We plan to distribute all due preferred returns to investors throughout the first two years of the hold period while we are receiving rental payments from Valleywood Cabinetry. All additional cash flow will be withheld for future operating reserves (est. \$205k). With this acquisition closing in 2026, depreciation benefits will be on investors' 2026 K-1.



BUSINESS PLAN

F Street is purchasing the property at a low basis (under \$20/SF) compared to a \$70+/SF replacement cost. The investment is anchored by a two-year sale-leaseback with Valleywood Cabinetry, ensuring immediate cash flow and a 7% preferred return for investors.

Our business plan proactively accounts for multiple liquidity paths:

- Long-term lease extension
- Backfilling with a new tenant at market rates
- Direct sale to a new user with expected pricing well above acquisition costs.

DEBT STRATEGY

Securing a 24-month interest only loan is a critical piece to overall success in the business plan. This reduces initial debt service and improves investor returns and operating reserve balances from the onset of the deal.

ONGOING LEASING STRATEGY

After the first year of the lease term, F Street will have the right to reduce the tenant's square footage in the building. This allows for F Street to be proactive with potential new tenant opportunities, while maintaining cash flow from Valleywood Cabinetry.

ASSET MANAGEMENT

F Street will actively manage the asset and perform regular inspections on the building's core systems and structure to mitigate future risks to the property, large capital outlays, and protect/increase valuation of the property. Additionally, securing NNN leases will assist to reduce exposure to operating expense increases.

REFINANCE OR SELL

F Street will remain opportunistic in the market to find a value creation path moving forward. F Street sees three main paths through this investment: 1) Valleywood Cabinetry extends their lease (explore refinance/sale) 2) New tenants are found at market NNN rents (explore refinance/sale), or 3) F Street sells to an owner-user.

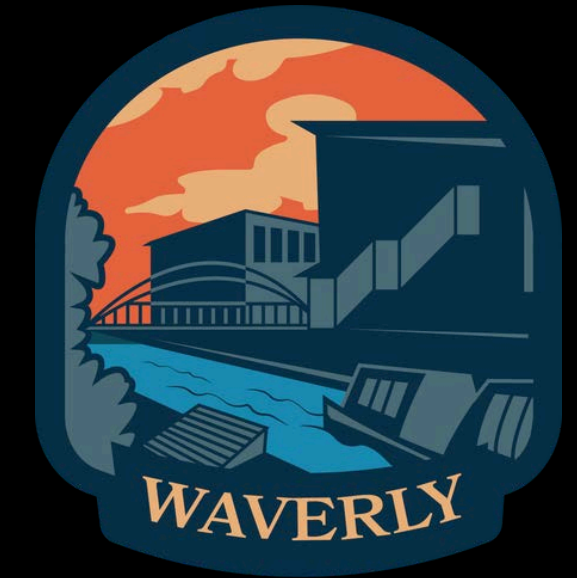


LOCATION BENEFITS

Opportunistic Location

The most compelling aspect of this location is its proximity to a "generational investment" in energy and advanced manufacturing.

- **Centrus Energy Expansion:** Located just minutes away in Piketon, this multi-billion-dollar uranium enrichment project is one of the largest private clean-energy investments in Ohio's history.
- **Trillium Piketon Project:** A \$1.8 billion capital investment situated less than 5 miles south of the property, creating a new clean commodities hub.
- **Job Growth:** Combined, these projects are expected to generate thousands of direct construction and operations jobs, alongside indirect roles in logistics and manufacturing.



- **Major Highway Access:** The site is positioned just off U.S. Routes 23 and 32, providing seamless connectivity to regional hubs.
- **Tri-City Proximity:** The location is less than 100 miles from three major Ohio markets: Cincinnati, Columbus, and Dayton.
- **Infrastructure Support:** The area features strong transportation infrastructure and access to a skilled local workforce tailored for industrial operations.

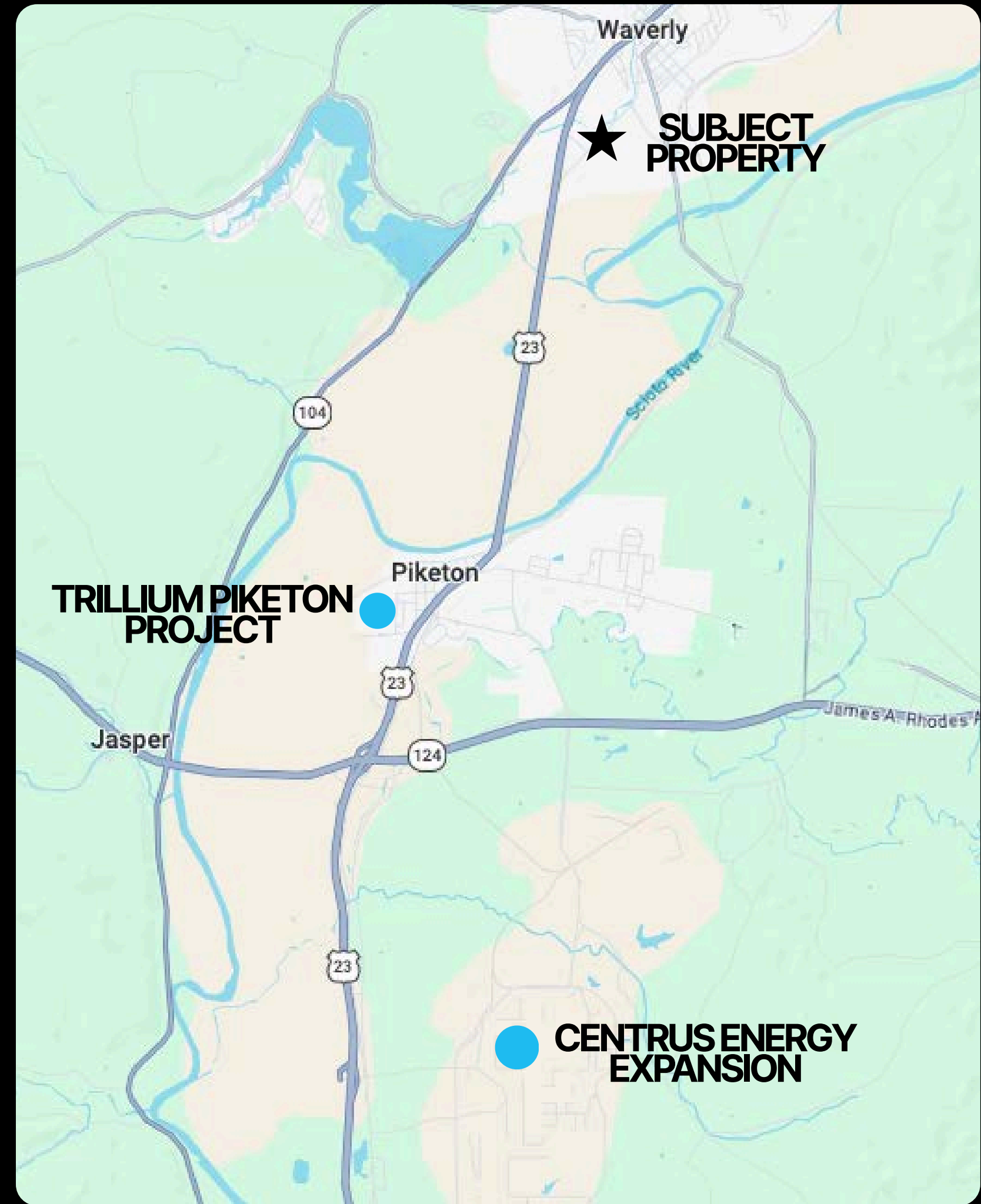
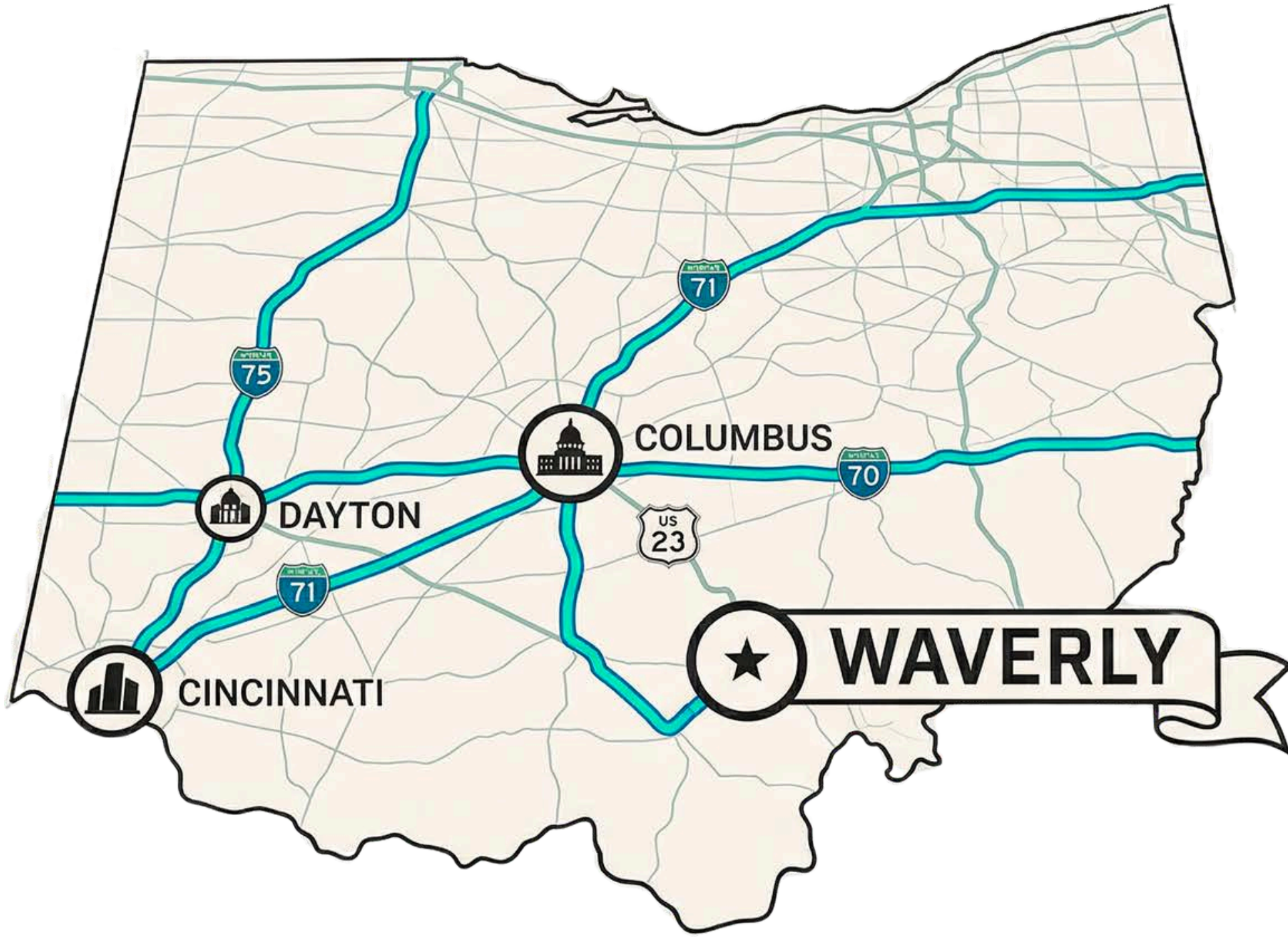
COLUMBUS
1.2 Hour Drive Time

DAYTON
1.5 Hour Drive Time

CINCINNATI
1.75 Hour Drive Time



LOCATION



TENANT HIGHLIGHTS

Valleywood Cabinetry (Scioto Valley Woodworking, Inc.) is a premium kitchen and bathroom cabinet manufacturer. This is their main US location, and where all of their domestic product is manufactured and assembled. They service both residential and light commercial customers throughout the region. To ensure our cash flow for the first two years, we have reached an agreement with Valleywood Cabinetry to escrow one full year of rent, that we will draw upon starting in Month 13 of the lease.



Future tenants in an eventual lease-up may include light manufacturing, automotive components, regional distribution players (Rural King has a large presence in the market), government / energy related uses. The nearby recommissioning of the Portsmouth Uranium Enrichment Site (10-miles south) is expected to employ ~2,000 employees, this will drive jobs and economic activity throughout the region, and we expect to be in a position to capitalize on that opportunity with our Waverly asset.

LEASE STRUCTURE

TENANT	<i>Scioto Valley Woodworking, Inc. (Valleywood Cabinetry)</i>
SQUARE FEET	<i>329,730 SF</i>
LEASE TERM	Commencement: May 9 th , 2026 (expected closing date) Lease Expiration: May 8 th , 2028 (2-years from commencement) Extension Options: No extension options
LEASE TYPE	Triple Net (NNN): tenant pays for their pro-rata share (100%) of all operating expenses, insurance, and real estate taxes on the property. Landlord Responsibility: Landlord is responsible for all capital replacements (roof & structural components)
LANDLORD RIGHT TO TERMINATION	After the first year of the lease term, Landlord shall have the right to vacate a portion of the building (up to 120,000 square feet) within 90 days of written notice to tenant. This was added to increase flexibility in finding and attracting new tenant(s) to the building.
LEASE RATE	\$2.00/SF NNN Monthly Base Rent: \$55,000 Annual Base Rent: \$660,000

DUE DILIGENCE

As part of our commitment to thorough underwriting, we are completing key due diligence items standard in our acquisition process. This process helps identify and mitigate potential risks, helping ensure projected returns.

The following summary outlines our findings across environmental, structural, and valuation assessments, providing investors with confidence in the asset's condition and alignment with our purchase terms.

PROPERTY CONDITION

The PCA was returned clean, though it identifies scheduled roof maintenance to be addressed over the next five years.

F STREET SITE VISIT

F Street toured the property in March and was pleased with the condition of the asset and the activity in the submarket.

ENVIRONMENTAL

The Phase I Environmental Site Assessment is clean and confirms there are no Recognized Environmental Conditions (RECs).

APPRAISAL

The completed appraisal successfully justifies our projected valuation for the property.

SURVEY

F Street has received the ALTA Survey and completed a thorough review

INVESTMENT STRUCTURE



OPERATING AGREEMENT HIGHLIGHTS

"The Sponsor", F Steet, has formed F Street Waverly, LLC, a special purpose entity that will purchase and manage this asset exclusively. Investors will sign subscription agreements and joinder agreements to become **"Class A"** Members of F Street Waverly, LLC.

The Sponsor, and its affiliates, will hold 100% of the **"Class B"** units of F Street Waverly, LLC and shall be responsible for securing the debt with a lender. Scott Lurie will be the manager of F Street Waverly, LLC.

Waterfall Summary: See section 4 of the operating agreement.

- 1) 7% preferred return to Class A members (on all unreturned capital investment);
- 2) 100% cash flow paid to Class A until Class A members' initial investment is returned in full;
- 3) Upon all capital contributions being returned to Class A Members (in addition to all preferred returns owed), cash flow and re-finance and sale proceeds 50% Class A / 50% Class B.

Total Projected Capital Raise: \$3,500,000 in exchange for 50% of the outstanding equity of F Street Waverly, LLC.

F STREET WAVERLY, LLC

Class A (You) ■

Class B (Us) ■

1

7% Preferred Return to Outstanding Class A Equity

2

100% of all Free Cash Flow to Class A Members until their capital contribution is returned in full

3

50% Cash Flow / Sale and Refinance Proceeds to Class A Members

50% Cash Flow / Sale and Refinance Proceeds to Class B Member

**This operating agreement is the main governing document for F Street Waverly, LLC and is contained in the subscription document set for all investors.*



INVESTMENT HIGHLIGHTS

\$6.43 MILLION

Purchase Price

10.26%

Going-In Cap Rate

329,730

Square Feet

SINGLE TENANT

Two-Year Sale Lease-Back

6.25%

Projected Interest Rate (Term Sheet from Lender)

\$24.26/SF

Total Acquisition Cost Basis

F STREET
WAVERLY, LLC

WAVERLY

 F STREET

SPONSOR FEES

Acquisition Fee	1.50% of Purchase Price
Asset Management Fee	1.00% of Rental Revenue
Disposition Fee	0.50% of Sale Proceeds
Refinance Fee	0.50% of Loan Amount
Debt/Equity Placement Fee	\$30,000.00
Marketing Technology Costs	\$30,000.00
Sponsor Legal Fees	\$30,000.00

**Paid to an affiliate of F Street Waverly, LLC*

EXAMPLE

MONTHLY ASSET MGMT. FEE CALCULATION

Valleywood Cabinetry Base Rent	\$55,000.00
Net Rental Revenue	\$55,000.00
Asset Management Fee	1.00%
Asset Management Fee	\$550.00



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SOURCES & USES

Senior Loan	\$4,500,000
Equity	\$3,500,000
TOTAL SOURCES	\$8,000,000

Purchase Price	\$6,430,000
Reserves	\$1,070,766
Financing Costs	\$60,500
Soft Costs	\$252,284
Fees	\$186,450
TOTAL USES	\$8,000,000

ESTIMATED INVESTMENT TIMING

APRIL 2, 2026
Open for Investment

MAY 1, 2026
Investor Funds Due

MAY 8, 2026
Acquisition Closing

May 29, 2026
First Distribution

TIMELINE



NET OPERATING INCOME



PROFORMA SUMMARY

Line Item	Month 1	Year 1
Revenue		
Rental Revenue:	\$55,000	\$660,000
CAM & Tax Reimbursements	\$45,996	\$551,952.00
Expected Gross Revenue	\$100,996	\$1,211,952
Expenses		
Operating Expenses:	(\$36,408)	(\$436,896)
Property Taxes:	(\$9,588)	(\$115,056)
Net Operating Income	\$55,000	\$660,000
Operating Reserves:	(\$550)	(\$6,600)
Asset Management Fees:	(\$1,100)	(\$13,200)
Cash Flow Before Debt Service	\$53,350	\$640,200
Debt Service (Interest Only):	(\$23,438)	(\$281,256)
Excess Cash Reserve	(\$9,496)	(\$113,950)
Distributable Cash Flow	\$20,417	\$245,004

OPERATING RESERVE ANALYSIS

Reserve Type	Budgeted Amount
Operating Reserve	\$100,000
Hard Cost / CapEx Reserve	\$450,000
Monthly Reserves	\$10,595
Months	24 Months
2-Years of Monthly Reserves	\$254,300
Total Dollars Reserved by Lease Expiration	\$804,304

*Over 12 months of operating expense and debt service reserved.

ACQUISITION LOAN

Loan Characteristics	Assumption
Amortization Schedule	25 Years
Interest Rate	SOFR + 260 (est. 6.25%)
Interest Only Period	24 Months
Term	60 Months
Loan-to-Purchase-Price	70%
Loan Amount	\$4,500,000



INVESTMENT SCENARIOS

VALLEYWOOD CABINETRY STAYS

- Valleywood Cabinetry agrees to a lease extension of 3-7 years
- F Street would push for rent of \$2.75/SF+ and escalations of at least 2.5% annually
- After the extension is secured, F Street will refinance and return roughly 10-25% of initial capital
- Forward projections estimate cash-on-cash increasing to 13-16% annually post-refinance
- F Street would pursue a sale 2-5 years after the lease extension

BACKFILL WITH NEW TENANT

- Valleywood Cabinetry exits and F Street engages broker services to retenant
- Built-up reserves can cover expenses and debt payments for over a year
- F Street estimates a NNN lease rate of \$3.00/SF +
- After building stabilization, F Street will refinance and return roughly 30-50% of initial capital
- We would pursue a sale 2-5 years after the lease extension

SELL TO OWNER-USER

- Valleywood Cabinetry exits and F Street engages broker services
- Built-up reserves can cover expenses and debt payments for over a year
- In this scenario, we project a sale occurring around month 30 of the hold period
- F Street anticipates that this asset could command a user-sale price of at least \$30/SF

ALTERNATE SCENARIOS



VALLEYWOOD CABINETRY STAYS

BACKFILL WITH NEW TENANT

SALE TO NEW USER

Projected Hold Period	3-7 Years	4-7 Years	2.5 - 3 Years
Projected Refinance	Q2 2028	Q4 2029	N/A
Exit Cap Rate Assumption	9.00% - 10.00%	8.00% - 9.00%	N/A (\$30-\$40/SF Sale Price)
Projected IRR	17.0% - 21.5%	20.5% - 24.0%	20.0% - 34.0%
Projected Equity Multiple	1.50x - 2.20x	1.80x - 2.60x	1.55x - 2.05x

*All cap rate and sale assumptions are derived from current market intelligence and proprietary data obtained through consultations with leading regional brokers and industry specialists.

APPRECIATING ASSET

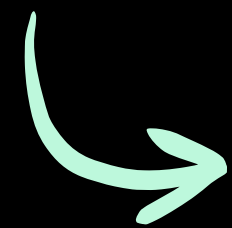


DEPRECIATING "BOOK VALUE"

Investors receiving Class A units in F Street Waverly, LLC will be Equity Members and receive a K-1, as the entity is taxed as a partnership.

To maximize tax benefits in F Street Waverly, LLC, we will engage a firm to perform a **Cost Segregation Study**, which reclassifies components of the property to shorter depreciation schedules. This allows investors to **accelerate depreciation, defer taxes, and increase after-tax cash flow.**

\$100,000 INVESTMENT



2026 INVESTOR K-1
\$20,000-\$30,000 EST. PASSIVE LOSS

FAQs

What is the minimum investment amount?

\$50,000

What happens if I need access to my money early?

This is an illiquid investment that has an indefinite hold period. F Street has planned for multiple avenues to value creation and success which could include a user-sale, back-filling with a new tenant, or extending Valleywood Cabinetry. Because each of these pathways involves unique market variables and operational requirements, every scenario commands a distinct execution strategy, resulting in a broad window for the potential hold period.

Who manages the property and the tenant relationship?

F Street handles all management, lease enforcement, and communication with the tenant through our asset management team. As an investor, this is a passive investment with zero operational obligations.

What are the tax benefits of this investment?

Because the entity is taxed as a partnership, investors receive a K-1. F Street plans to perform a Cost Segregation Study to accelerate depreciation. For a \$100,000 investment, we estimate a passive loss of \$20,000–\$30,000 on the 2026 K-1.

INVESTMENT DEFINITIONS

CASH-ON-CASH RETURN: Aggregate dollars returned in a period to investors, regardless of preferred return and return of capital composition, divided by the initial investment amount. This is generally shown as an annualized metric.

PREFERRED RETURN: The minimum annual rate of return set that is owed to investors. This is generally the first layer of F Street's waterfall structure and is paid down or paid current prior to any return of capital.

EQUITY MULTIPLE (EM): The nominal dollars back to investors divided by dollars invested.

INTERNAL RATE OF RETURN (IRR): a financial metric used to determine an investments projected profitability, quoted on an annualized basis.



MEET F STREET



Scott Lurie
Founder & Principal

Scott is the founder of F Street and has been the driving force behind the growth of the company and continues to look for new investments that meet his stringent criteria, while focusing on helping to improve the communities where he invests.



Josh Lurie
Principal / GC / VP Investor Relations

Josh is focused on sourcing and underwriting investment and development opportunities, performing various legal matters as it relates to existing and new investment opportunities, and working with lenders and investors to execute on all existing and new investments in F Street's real estate portfolio.



Nick Jung
Principal / GC /
Development



Mike Doney
Chief Operating Officer



EJ Herr
Director of Project
Management



Paula Shimon
Director of Asset
Manager



Peter Studer
Director of
Marketing



Michael Sheppard
VP, Capital Markets



Kevin Grund
Director of Finance &
Accounting



Mitch Ferraro
Director of Investor
Relations



Lane Gugger
Associate, Developments
& Acquisitions



Heidi Blizzard
Senior Associate,
Accounting & Finance



Brian Gallagher
Associate, Investments
and IR



Kristina Frank
Marketing Associate

INDUSTRIAL PORTFOLIO

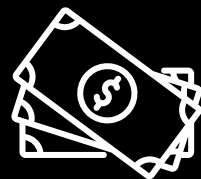
Select Industrial Developments and Assets in F Street's portfolio



20 INDUSTRIAL ASSETS
Including 6 Developments



4,446,560 SQUARE FEET



\$271 MILLION IN ASSETS



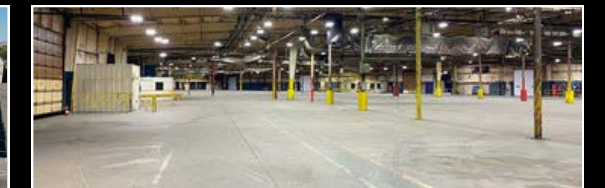
Southpoint Commerce Park
4 Buildings |
825,090 SF
Appleton, WI



CDM TOOL & MFG.
40,000 SF
Hartford, WI



FORMER SHAW PLANT
286,500 SF
Yuma, AZ



GRANGER DIST. CENTER
197,000 SF
Granger, IN



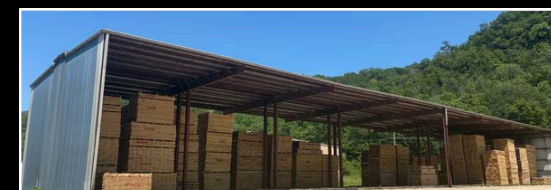
FORT MADISON
113,400 SF
Fort Madison, IA



WHEELING ELECTRONICS
70,380 SF
Wheeling, IL



MAYSVILLE DIST. CENTER
156,000 SF
Maysville, KY



ROOT RIVER HARDWOODS
183,000 SF
Prairie du Chien, WI



NORMAL WAREHOUSE
323,666 SF
Normal, IL



LEVI'S DIST. CENTER
731,340 SF
Canton, MS

INVEST@FSTREET.COM

F STREET
WAVERLY, LLC

LET'S INVEST IN SOMETHING AMAZING TOGETHER



JOSH LURIE
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A handwritten signature in white ink, appearing to read 'Josh Lurie'.



SCOTT LURIE
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A handwritten signature in white ink, appearing to read 'Nick Jung'.