GUTERMAN PARTNERS | INVESTORS & DEVELOPERS SINCE 1969



CORPORATE PROFILE AND PERFORMANCE HISTORY

The Members of Guterman Partners are Developers, Builders and Operational Asset and Property Managers of multi-family residential high-rise buildings and garden communities, and multi-tenant office properties as well as full-service and luxury hotels throughout the United States.

We have also served as third-party consultants and advisors, employed to guide resource allocations and optimize returns on investment, for specific commercial real estate acquisitions, developments, property management operations, condominium conversions and single-family residential housing.

INVESTMENTS

Guterman Partners, the sponsor of each transaction ("Sponsor"), purchases and operates multi-family residential buildings and garden apartment communities, multi-tenant office buildings, mixed-use properties and full-service hotels, for holding periods ranging from five to seven years, with the possibility of as much as ten years, depending on the then current, changing and future demographics affecting the strength of the specific general area, as well as local rental and ownership markets.

In all cases, Guterman Partners' acquisitions are consistent with our goal of delivering investments that are expected to provide our investors with the stated cumulative annual priority returns ("Priority Returns"), as well as the return of the original investment and an additional percentage of profits realized at the time of sale or refinancing ("Capital Event").

The profits realized at the time of sale, are the single largest component of Guterman Partners' compensation.

Our significant expertise and experience in the purchase, operation and sale of residential, office, hotel and mixed-use assets, has provided us with a parallel expertise in the field of cooperative and condominium conversions for our properties.

Our continuing Operating Plan is based on our original guidelines first established in 1971 and continuously modified and updated to reflect constantly changing circumstances. The year 1978 was the single most important year in our history to date. 1978 is the year we began our first venture into the conversion of our properties into the separate individual ownership of the "parts" of each property, by separate, unrelated, individual and corporate owners. This process is known as cooperative or condominium conversion.

This exit strategy, which we intend to be the exit strategy for all our current properties, has proven effective throughout our history, with one hundred (100%) percent of our conversions from rental to cooperative or condominium ownership, having been successful.

Our experience has proven that converted properties sell for less than newly developed properties. However, for the properties we purchase, the prices we pay are based on the free and clear, cash on cash returns at the time of purchase, which usually means that the profit spread is substantially more than development properties. Any portion of a property that remains unsold, automatically continues as a cash flowing rental property.

Above all, GUTERMAN PARTNERS believes:

"All profits are made during acquisition and collected during the holding period and at the time of sale." "We are not market timers – We are Value Investors"

DISTRIBUTION POLICIES - LIMITED FRONT END FEES - INVESTOR PROTECTION

Our investments are expected to provide our investors with the stated cumulative annual priority returns ("Priority Return"), as well as the return of their original investment and an additional percentage of profits realized at the time of sale. These profits realized at the time of sale are the major component of the Sponsor's compensation.

The Company has operated successfully under these protective operation and distribution procedures, that have controlled all Operating Agreements used by every one of our Limited Liability Partnerships formed since 1971.

GUTERMAN PARTNERS charges no fees for the management of any partnership or fund. Most importantly, One Hundred (100%) Percent of the Sponsor's portion of the profits is "subordinated" to the return of; One Hundred (100%) Percent of the Members Original Capital Contributions and the payment of One Hundred (100%) Percent of the stated Cumulative Annual Priority Return, calculated from the date of the Member's original investment, until 72 hours prior to their receipt of all priority returns together with the full return of capital.







PERFORMANCE HISTORY BY THE NUMBERS (1971-2018)

MULTI FAMILY RESIDENTIAL - PHYSICAL & FINANCIAL INFORMATION 1971/2006-2010/18 (Held for investment)

- Apartments held for Investment: 18,663
- Apartments held for Investment by square feet: 18,103,110
- Average apartment square feet: 970
- Average number of apartments per property: 339
- Average total square feet per property: 328,830
- Average acquisition price per square foot: \$128.87
- Average acquisition price per property: \$42,376,322
- Average sale price per square foot: 255.02
- Average sale price per property: \$83,858,226
- Average holding time to sale: 49.1 months

MULTI FAMILY RESIDENTIAL - PHYSICAL & FINANCIAL INFORMATION 1978/2006-2010/17 (Converted to Condominium)

- Apartments converted to condominium: 16,028
- Apartments converted to condominium by square feet: 15,547,160
- Average apartment square feet: 970
- Average number of apartments per property: 534
- Average total square feet per property: 517,980
- Average acquisition price per square foot: 128.87
- Average acquisition price per property: \$66,752,000
- Average condominium conversion price per square foot: \$305.50
- Average total condominium conversion price per property: \$158,243,000
- Average conversion time to condominium: 18.3 months

MULTI TENANT OFFICE PROPERTIES - PHYSICAL & FINANCIAL INFORMATION 1973-1977/1993-2006/2010-2018

- Office properties owned: 31
- Office properties total by square feet: 3,259,000
- Office properties total square feet by property: 105,129
- Office properties average acquisition price per square foot: \$48.00
- Office properties average acquisition price per property: \$5,046,000
- Office properties average sale price per square foot: \$202.00
- Office properties average sale price per property: 21,236,000
- Office properties average time held: 84 months

SINGLE FAMILY PROPERTIES - REHABILITATED AND RESOLD 2012-2018

- Single family houses owned and sold: 608
- Single family houses owned and managed square feet: 1,398,400
- Single family average size per property: 2,227
- Single family average acquisition price per square foot: \$73.00
- Single family average acquisition price per property: \$162,571
- Single family average sale price per square foot: \$116.00
- Single family average sale price per property: \$258,332
- Single family average time held: 60 business days

CONTRACT MANAGEMENT - UNAFFILIATED PROPERTIES (held three years or greater)

- Unaffiliated apartments / operational asset and property management: 61,106
- Unaffiliated square feet / operational asset and property management: 60,189,140

TOTAL SQUARE FEET UNDER OPERATIONAL ASSET AND PROPERTY MANAGEMENT: 98,496,810

PERFORMANCE HISTORY IN SUMMARY

- Since inception in 1969, no property has ever been lost to default
- From 1971 through the most current sale date, the average annual ROI for Guterman Partners multi-family properties held for investment (without conversion) is 23.1%
- From 1978 through the most current conversion date, the average annual ROI for Guterman Partners multifamily properties acquired for condominium conversions is 58.3%
- From 1973 through the most current sale date, the average annual ROI for Guterman Partners multi-tenant office and hotel properties held for investment is 34.1%
- From 2012 thru 2018 through the most recent sale date, the average annual ROI for Guterman Partners single family houses is 28.9%
- Guterman Partners has been both directly and indirectly debt free since 1996

NOTABLE TRANSACTIONS CAPITAL RETURNS EXCLUDING OPERATING CASH FLOW (Chronological)

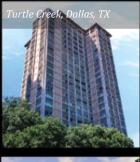
John Adams, 101 West 12 the St, Manhattan, N.Y. 415 Apartments-Conversion to Cooperative

Acquisition: 1975 Conversion: 1979

> Purchase Price: \$ 10,975,000 Equity: 600,000 \$ 10,375,000 Mortgage: \$ 23,774,000 Sale Price: Mortgage Assumption: (\$10,375,000) **Gross Cash Proceeds:** \$ 13,399,000 Total Acquisition & Improvements: (\$12,877,000) Net Proceeds: +-\$ 10,897,000

***From acquisition to official cooperative conversion; 41 months+-











50 Sutton Place South, Manhattan, N.Y. 195 Apartments-Conversion to Cooperative

Acquisition: 1979 Conversion: 1980

Purchase Price:	\$ 11,000,000
Equity:	\$ 1,100,000
Mortgage:	\$ 9,900,000
Sale Price:	\$ 24,561,000
Mortgage Assumption:	(\$ 9,900,000)
Gross Cash Proceeds:	\$ 14,661,000
Total Acquisition & Improvements:	(\$ 11,865,000)
Net Proceeds:	+-\$ 12,696,000
***From acquisition to official cooperative conversion; 11 months+-	

Glen Oaks Village, Queens, N.Y. 2,900 Apartments-Conversion to Cooperative Ownership

Acquisition: 1980 Conversion: 1982

> \$ 45,000,000 Purchase Price: \$ 2,500,000 Equity: Mortgage: \$ 42,500,000 \$108,750,000 Sale Price: Mortgage Assumption: (\$42,500,000) Gross Cash Proceeds: \$ 66,250,000 (\$25,800,000) Total Acquisition & Improvements: **Net Proceeds** +-\$ 40,450,000 ***From acquisition to official cooperative conversion; 31 months+-

Gramercy House, 235 East 22 Street, Manhattan, N.Y. 339 Apartments-Conversion to Condominium

Acquisition: 1982 Conversion: 1984

> Purchase Price: \$ 12,500,000 \$ 2,500,000 Equity: \$ 10,000,000 Mortgage: \$ 31,203,000 Sale Price: (\$16,000,000) Mortgage Assumptions: Gross Cash Proceeds: \$ 15,203,000 \$ 6,000,000 Net Proceeds All-Inclusive Mortgage: Total Acquisition & Improvements: (\$13,716,000) +-\$ 21,203,000 **Net Proceeds** ***From acquisition to official cooperative conversion: 20 months+-

Stanhope Hotel, Fifth Avenue, Manhattan, New York

138 Rooms + 8,500 square foot contiguous townhouse – Rehabilitation, Operation and Sale

Acquisition: 1986

Sale: 1989

Purchase Price: \$ 19,600,000 \$ 13,500,000 Equity: Mortgage: \$ 32,000,000 \$ 77,900,000 Hotel Sale: Town House Sale: \$ 2,850,000 Capital Improvements & Commissions: (\$25,900,000) Total Purchase & Improvements: (\$45,500,000) Net Proceeds: +-\$ 35,250,000

^{***}From acquisition to sale: 28 months +-

Harris Branch, Austin, Texas 1,800 acre Planned Unit Development (PUD)

(Land Plan, Infrastructure Design, Zoning and Sale)

Acquisition: 1992 Sale: 1995

 Purchase Price:
 \$ 3,250,000

 Equity:
 \$ 3,250,000

 Contractors:
 \$ 600,000

 Sale Price:
 \$10,500,000

 Total Acquisition & Improvements:
 (\$3,850,000)

 Net Proceeds:
 +-\$ 6,650,000

Bulk Purchase Office Buildings: 3,250,000 net rentable square Feet

Acquisition: 1993 Sale: 2000

- 1. Phelan Building 760 Market Street, San Francisco, California 267,446 sq ft
- 2. Brandeis Building 210 So 16th Street, Omaha, Nebraska 319,535 sq ft
- 3. Century III 2600 Westown Pkwy, Des Moines, Iowa 72,265 sq ft
- 4. Bexar Plaza 1777 N.E. Loop 410, San Antonio, Texas 256,137 sq ft
- 5. Town & Country 10497 Town & Country way, Houston, Texas 148,434 sq ft
- 6. Memorial Building 5300 Memorial, Houston, Texas 155,099 sq ft
- 7. Katy Plaza 5225 Katy Freeway, Houston, Texas 112,213 sq ft
- 8. Tri West Plaza 3030 LBJ Freeway, Dallas, Texas 367,018 sq ft
- 9. Monticello Building 3100 Monticello, Dallas, Texas 173,837 sq ft
- 10. Beardsley Corporate Center 20002 North 19th Avenue, Phoenix, Arizona 119,301 sq ft
- 11. Via Linda Plaza 9060 via Linda, Scottsdale, Arizona 124,171 sq ft
- 12. Westgate Business Center 300 South Lake Drive, Fishkill, New York 118,727 sq ft
- 13. First State Bank Building 201 Cross Street, Ft Lee, New Jersey 40,200 sq ft
- 14. Lisle Executive Center 3000 Warrenville Road, Lisle, Illinois 151,180 sq ft
- 15. Cort International Building 2550 University, St. Paul, Minnesota 316,000 sq ft
- 16. Metro port 2300 Valley View, Irving, Texas 142,634 sq ft

 Purchase Price:
 \$ 156,000,000

 Equity:
 \$ 15,000,000

 Participating Mortgage:
 \$ 141,000,000

 Bulk Sale:
 \$ 656,500,000

 Capital Improvements & Commissions:
 (\$ 52,520,000)

 Total Purchase & Improvements:
 (\$208,520,000)

 Net Proceeds:
 +-\$ 447,980,000

^{***}From Acquisition to Sale: 28 months+-

^{***}From acquisition to sale: 96 months+-

Bulk Purchase Condominiums

Acquisition: 2008-2013 Sale: 2010-2014

- 1. Oak Shores, Beach Blvd, Biloxi, Mississippi-166 apartments
- 2. Stella Maris, Stella Maris Drive, Naples, Florida-264 apartments
- 3. Bali Hai, Maravilla Street, Ft. Myers, Florida-71 apartments
- 4. Irish Oaks, Jude Street, Biloxi, Mississippi-139 Apartments
- 5. Terre Verde Apartments, Fort Meyers, Florida-66 apartments

 Purchase Price:
 \$ 46,812,000

 Equity:
 \$ 11,703,000

 Mortgage:
 \$ 35,109,000

 Sale Price:
 \$ 93,624,000

 Capital Improvements & Commissions:
 (\$ 7,489,920)

 Total Acquisition, Improvements &

Overhead: (\$54,301,920)

Net Proceeds: +-\$ 39,319,080

***From acquisition to sale 13 months+-

Bulk Purchase Single Family Houses

Contract sales only, no closings, no investor partners

Acquisition: 2016-2018

Sale: 2016-2018

Conroe Texas 33 Houses @160,000
 Houston, Texas 61 Houses @155,000
 Katy, Texas 15 Houses @165,000

\$4,960,000 Purchase Price: \$9,455,000 \$2,475,000 \$ 248,00) \$ 472,750 \$ 123,750 Equity: Mortgage: -0--0--0-\$6,045,000 \$11,285,000 \$3,150,000 Sale Price: Commissions & Overhead: \$483,600 \$902,800 \$252,000 Total Acquisition, Improvements (\$5,443,600) (\$10,357,800) (\$2,727,000) & Overhead: \$ 601,400 \$ 927,200 \$ 423,000 Net Proceeds:

***All contracts closed within 45 business days from acquisition.







BUSINESS HIGHLIGHTS

MULTI-FAMILY RESIDENTIAL PROPERTIES

• Developed and/or acquired and thereafter operated; fifty-five (55) multi-family high rise and garden apartment residential buildings and communities, containing eighteen thousand six hundred sixty-three (18,663) apartments located in fourteen (14) states.

CONDOMINIUM DEVELOPMENT AND CONVERSIONS

 Developed and/or acquired and thereafter operated, converted to condominium ownership and successfully sold, twenty-one (21) multi-family high rise buildings and garden apartment residential communities containing twelve thousand nine hundred twenty-one (12,921) Apartments in the Greater New York Area, as well as nine (9) multifamily residential communities containing three thousand one hundred seven (3,107) additional apartments in nine (9) other states.

UNAFFILIATED THIRD-PARTY CONTRACT ASSET AND PROPERTY MANAGEMENT

• Provided contract operations and property management for three hundred-five (305) unaffiliated, third party multi-family high rise buildings and garden apartment rental and condominium communities containing more than sixty thousand residential (61,106) apartments located in ten (10) states.

MULTI-TENANT OFFICE PROPERTIES

Acquired largest single portfolio of office properties and hotels (Patriot American Investors) in the history of the
Federal Deposit Insurance Corporation ("FDIC"), with thirty-one multi-tenant office buildings containing more
than three million two hundred fifty thousand (3,250,000) net rentable square feet of office space located in eight
states, as well as a number of hotels. Thereafter, the office buildings became known as Mack-Cali Real Estate
Investment Trust and the hotels became known as Wyndham Hotels and Resorts.

CONSTRUCTION

Owned and operated two nation-wide construction companies:

Titan Group, Ltd and Sovereign Construction Co. Ltd.

Historical projects include:

- i) Cleveland Hopkins Airport, Cleveland, Ohio
- ii) United States Gold Depository, Fort Knox, Kentucky
- iii) United States Military Academy, West Point, New York
- iv) New York's Roosevelt Island Development and Housing, New York, New York

COMMUNITY AND COMMERCIAL INFRASTRUCTURE DEVELOPMENT

- Acquired and developed "Harris Branch", an eighteen hundred (1,800) acre mixed use, Planned Unit Development
 (PUD) in Austin, Texas, including separate water and sewer facilities, all streets and roads, community lighting and
 electricity, as well as area planning and engineering for homes, offices, retail and light industrial facilities.
- Acquired and initiated development of "Gardens of the Nativity", Bethlehem, Palestine (annexed into Jerusalem, Israel), in partnership with the Episcopal Church of Jerusalem. Coordinated the infrastructure, architecture, engineering and construction as well as financing, including the world-wide sponsorship through a non-profit foundation, Geneva, Switzerland.
- Negotiated and executed the contract for the acquisition and development of a European Union Free Trade Zone, containing two hundred fifty-eight (258) acres immediately available for development and located near the junction of the Danube River and Black Sea, with direct water and duel rail access through eight European Union countries to Northern Germany, as well as the Middle East and Asia and separately, to Russia and East.

SINGLE FAMILY HOUSES

• Acquired, rehabilitated (with multi-stakeholder participation), and successfully resold six hundred eight (608) Single Family Houses located in eight (8) states.

LEADERSHIP

GERALD GUTERMAN

Gerald Guterman is the Senior Principal Partner and Chief Executive Officer of Guterman Partners. He directs investments and participates as Chairman of the Board of Directors.

Mr. Guterman's background includes; limited income, market rate and luxury high-rise multi-family rental buildings and garden apartment residential communities, multi-tenant high-rise and garden office buildings, mixed use developments full-service and luxury hotels, throughout the United States.

Mr. Guterman attended Hofstra College, New York University and served honorably in the United States Army.

Until their recent sale by Guterman Partners, Mr. Guterman directed the operations of two nation-wide construction companies:

Titan Group, Ltd and Sovereign Construction Co. Ltd.

Historical projects include;

- a) Roosevelt Island Development and Housing, New York, New York.
- b) Cleveland Hopkins Airport, Cleveland, Ohio
- c) United States Gold Depository, Fort Knox, Kentucky
- d) United States Military Academy, West Point, New York.

Mr. Guterman's service to his community includes his active participation as a Trustee of:

- 1. Metropolitan Museum of Art (New York, NY)
- 2. Adelphi University (Garden City, N.Y.)
- 3. New York City Opera (New York, NY)
- 4. Dallas Opera (Dallas, TX)
- 5. Young Men's Philanthropic League (New York, NY)
- 6. Park East Synagogue (New York, N.Y.)
- 7. Harvey School (Katonah, N.Y.)
- 8. Rippowam Cisqua School (Mount Kisco, N.Y.)

Mr. Guterman's charitable participation includes:

- 1. Founding Benefactor Albert Einstein College of Medicine
- 2. Society of Founders, Miami University College of Medicine
- 3. Awarded Humanitarian of the Year Juvenile Diabetes Foundation
- 4. Endowed Research Fellowship in Medical Engineering with Harvard University and Massachusetts Institute of Technology
- Founding Benefactor

 Research Laboratory for the Study of Tumor Cell Biology, National Asthma Center, Denver, Colorado
- 6. Founding Benefactor Research Laboratory for the Study of Immunodeficiency Disease, National Asthma Center, Denver, Colorado

Mr. Guterman is often asked to speak at educational institutions which include:

- Real Estate Investment and Finance, State University of New York
- Condominium Conversions, Practicing Law Institute of New York
- Baker Program in Real Estate, Cornell University, New York

LIMITED SELECTION OF GUTERMAN PARTNERS PROPERTIES

MULTI-TENANT RESIDENTIAL PROPERTIES*

- Glen Oaks Village, 255-55 Union Turnpike, Glen Oaks, New York 2,904 Apartments-C
- Joyce Gardens, Jewel Avenue, New York, New York 404 Apartments-C
- Rego Park Towers, 6240 Woodhaven Blvd, Rego Park, New York 750 Apartments
- Briarcrest Apartments, 139-60 85th Drive, Briarwood, New York 450 Apartments
- Harrison Park, 377 South Harrison St, East Orange, New Jersey 386 Apartments-C
- Le Cross House, Bridge Plaza North, Fort Lee, New Jersey-122 apartments-C
- Island House, Roosevelt Island, New York 790 Apartments-C
- Parc Vendome 340 360 West 57th Street, New York, New York 652 Apartment-C
- Colonnade, 220 East 60th Street, New York, New York 137 Apartments-C
- John Adam, 101 West 12th Street, New York, New York 414 Apartments-C
- Gramercy House, 235 East 22nd Street, New York, New York 339 Apartments-C
- Vermeer, 77 Seventh Avenue, New York, New York 353 Apartments-C
- 444 East 57th Street, New York, New York 60 Apartments-C
- 420 East 58th Street, New York, New York 128 Apartments-C
- 50 Sutton Place South, New York, New York 193 Apartments-C
- Cryder Point, 162-01 Powells Cove, Beechurst, New York 328 Apartments-C
- Terrace Park, 137-11 Jewel Avenue, Queens, New York 746 Apartments-C
- Stonegate, 14-58 Tanger Road, Monroe, New York 249 Apartments-C
- Heather Gardens, Springfield Blvd, New York, New York 1,424 Apartments-C
- Water's Edge, 40 West 4th Street, Patchogue, New York 218 Apartments-C
- Horizon House, Pittsburgh, Pennsylvania 158 Apartments
- Triangle Towers, 4853 Cordell Avenue, Bethesda, Maryland 338 apartments
- Oak Shores, Beach Blvd, Biloxi, Mississippi-166 apartments-C
- Stella Maris, Stella Maris Drive, Naples, Florida-264 apartments-C
- Bali Hai, Maravilla Street, Ft. Myers, Florida-71 apartments-C
- Irish Oaks, Jude Street, Biloxi, Mississippi-139 Apartments-C
- Terraverde Apartments, Terraverde Court, Fort Meyers, Florida-66 apartments-C
- Oak Glen Marina, Cumberland Road, Ocean Springs, Mississippi-189 apartments-C
- Montgomery Square, Dayton, Ohio-363 apartments
- 3525 Turtle Creek Blvd, Dallas, Texas-100 apartments-C

*CONVERTED TO COOPERATIVE OR CONDOMINIUM OWNERSHIP - C

MULTI-TENANT OFFICE PROPERTIES (INCLUDING FDIC/RTC PORTFOLIO ACQUISITIONS)

- Phelan Building 760 Market Street, San Francisco, California 267,446 sq ft
- Brandeis Building 210 So 16th Street, Omaha, Nebraska 319,535 sq ft
- Century III 2600 Westown Pkwy, Des Moines, Iowa 72,265 sq ft
- Bexar Plaza 1777 N.E. Loop 410, San Antonio, Texas 256,137 sq ft
- Town & Country 10497 Town & Country Way, Houston, Texas 148,434 sq ft
- Memorial Building 5300 Memorial, Houston, Texas 155,099 sq ft
- Katy Plaza 5225 Katy Freeway, Houston, Texas 112,213 sq ft
- Tri West Plaza 3030 LBJ Freeway, Dallas, Texas 367,018 sq ft
- Monticello Building 3100 Monticello, Dallas, Texas 173,837 sq ft
- Beardsley Corporate Center 20002 North 19th Avenue, Phoenix, Arizona 119,301 sq ft
- Via Linda Plaza 9060 Via Linda, Scottsdale, Arizona 124,171 sq ft
- Westgate Business Center 300 South Lake Drive, Fishkill, New York 118,727 sq ft
- International Building 2155 East Sunrise Blvd, Ft. Lauderdale, Florida 185,500 sq ft
- First State Bank Building 201 Cross Street, Ft Lee, New Jersey 40,200 sq ft

- Lisle Executive Center 3000 Warrenville Road, Lisle, Illinois 151,180 sq ft
- Cort International Building 2550 University, St. Paul, Minnesota 316,000 sq ft
- Metro port 2300 Valley View, Irving, Texas 142,634 sq ft

HOTELS (EXCLUDING FDIC/RTC PORTFOLIO ACQUISITIONS)

- Stanhope Hotel, 995 Fifth Avenue, New York, New York 132 keys
- Bourbon Orleans Hotel, 717 Orleans Street, New Orleans, Louisiana 211 Keys
- Island Inn, 369 Old Country Road (Roosevelt Field), Westbury, New York 204 Keys
- Chesterfield Hotel (Chesterfield Mayfair), 35 Charles Street, London, England 129 Keys

NATIONAL ADVISORY AND CONSULTING ASSIGNMENTS

- Boston Consulting Group
- Coleman Research Group
- CPMG/Cardinal Investment Group
- Forrester Research
- Gerson Lehrman Group
- Janus Capital Management
- Madison Investment Advisors
- McKinsey and Company
- OCP Asia

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